

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K  
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

**Date of Report (Date of Earliest Event Reported):**

**November 11, 2008**



**AEROCENTURY CORP.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction of incorporation)

**94-3263974**  
(I.R.S. Employer Identification No.)

**1440 Chapin Avenue, Suite 310**  
**Burlingame, CA 94010**  
(Address of principal executive offices)

**94010**  
(Zip Code)

**(650)-340-1888**  
Registrant's telephone number, including area code:

**Not Applicable**  
Former Name or Former Address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02: Results of Operation and Financial Condition**

On November 11, 2008, AeroCentury Corp. (the "Company") announced via press release the Company's preliminary results for its third quarter ended September 30, 2008. A copy of the Company's press release is attached hereto as Exhibit 99.1. This Form 8-K and the attached exhibit are provided under Item 2.02 of Form 8-K and are furnished to, but not filed with, the Securities and Exchange Commission.

Date: November 12, 2008

AEROCENTURY  
CORP.

By: /s/ Neal D.  
Crispin  
Title: Chairman and  
CEO

**Item 2.02: Results of Operation and Financial Condition**

On November 11, 2008, AeroCentury Corp. (the "Company") announced via press release the Company's preliminary results for its third quarter ended September 30, 2008. A copy of the Company's press release is attached hereto as Exhibit 99.1. This Form 8-K and the attached exhibit are provided under Item 2.02 of Form 8-K and are furnished to, but not filed with, the Securities and Exchange Commission.

Date: November 12, 2008

AEROCENTURY  
CORP.

By: /s/ Neal D.  
Crispin  
Title: Chairman and  
CEO