FORM	4
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Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Bentley Elizabeth M	2. Issuer Name a UNION FIRST CORP [ubsh]			0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X_Officer (give title below) (Check all applicable) (Check all applicable)					
(Last) 211 NORTH MAIN	3. Date of Earliest 02/01/2011	Transactio	n (M	onth/Day/	Year)	EVP					
BOWLING GREEN	4. If Amendment,	Date Origin	nal F	iled(Month/	Day/Yea	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Та	ble I - Nor	1-Dei	rivative S	ecuriti	ies Acqui	ired, Disposed of, or Beneficially	Owned	
1.Title of Security (Instr. 3)		Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securi (A) or Di (Instr. 3, Amount	isposed	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
Common Stock		02/01/2011		А		184 (<u>1</u>)	А	\$ 14.94 <u>(2)</u>	3,804 (3)	D	
Common Stock									3,339	Ι	By Trustee of ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of	2.	3. Transaction	3A. Deemed	4.	4	5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transactio	n l	Numb	er	and Expiration	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	0	of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	I	Deriva	ative			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				5	Securi	ities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security				1	Acqui	red			4)			Following	Direct (D)	
						(A) or							1	or Indirect	
						Dispo							Transaction(s)		
						of (D)							(Instr. 4)	(Instr. 4)	
					(Instr. 3,										
					4, and 5)										
											Amount				
								Dete	E		or				
								Date Expi Exercisable Date	Expiration Date	Title	Number				
								Exercisable	Date		of				
				Code V	V	(A)	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Bentley Elizabeth M. 211 NORTH MAIN STREET P.O. BOX 446 BOWLING GREEN, VA 22427			EVP				

Signatures

**Signature of Reporting Person

02/03/2011 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Performance shares awarded under 2007-2010 long term incentive plan reduced by 149 shares traded on 2/1/2011 to cover applicable taxes under net settlement procedure elected by reporting person.
- (2) Per 2007 long term incentive plan, \$14.94/share, which is the average per share close price for the five trading days ending 12/31/2010
- (3) Includes 1,452 shares of restricted stock; 485 shares of restricted stock vested on 12/17/2010 and 160 shares vested on 2/1/2011 (of which 156 shares were traded on 12/17/2010, and 58 shares were traded to cover applicable taxes per contract).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.