

FORM 4

[] 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
RAN ASSAF			MANHATTAN BRIDGE CAPITAL, INC [LOAN]			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input checked="" type="checkbox"/> Officer (give title below) Other		
C/O MANHATTAN BRIDGE CAPITAL, INC., 60 CUTTER MILL ROAD			8/26/2011			President & CEO		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
GREAT NECK, NY 11021						<input checked="" type="checkbox"/> Form filed by One Reporting Person		
(City)	(State)	(Zip)				<input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	8/26/2011		P		1000	A	\$1	1476595	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
OPTIONS FOR COMMON STOCK PAR	\$1.606					3/16/2011 (1)	3/16/2016	Common stock par value \$.001	140000	140000	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)																	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)				5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
VALUE \$.001																	
OPTIONS FOR COMMON STOCK PAR VALUE \$.001	\$1.43								3/16/2010 (2)	3/16/2015	Common stock par value \$.001	70000		70000	D		
OPTIONS FOR COMMON STOCK PAR VALUE \$.001	\$0.74								3/18/2009 (3)	3/18/2014	Common stock par value \$.001	140000		140000	D		
OPTIONS FOR COMMON STOCK PAR VALUE \$.001	\$1.01								3/13/2008 (4)	3/13/2013	Common stock par value \$.001	70000		70000	D		
OPTIONS FOR COMMON STOCK PAR VALUE \$.001	\$1.69								3/22/2007 (5)	3/22/2012	Common stock par value \$.001	70000		70000	D		

Explanation of Responses:

- (1) This option, granted on 3/16/11 pursuant to the Company's 2009 Stock Option, vests in 1/3 increments on each of the grant date and the 1st and second anniversaries of the grant date.
- (2) This option, granted on 3/16/10 pursuant to the Company's 2009 Stock Option, vests in 1/3 increments on each of the grant date and the 1st and second anniversaries of the grant date.
- (3) This option, granted on 3/18/09 pursuant to the Company's 1999 Stock Option, vests in 1/3 increments on each of the grant date and the 1st and second anniversaries of the grant date.
- (4) This option, granted on 3/13/08 pursuant to the Company's 1999 Stock Option, vests in 1/3 increments on each of the grant date and the 1st and second anniversaries of the grant date.
- (5) This option, granted on 3/22/07 pursuant to the Company's 1999 Stock Option, vests in 1/3 increments on each of the grant date and the 1st and second anniversaries of the grant date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

RAN ASSAF C/O MANHATTAN BRIDGE CAPITAL, INC. 60 CUTTER MILL ROAD GREAT NECK, NY 11021	X	X	President & CEO	
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Signatures/s/ Assaf Ran8/29/2011

** Signature of Reporting Person

Date

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

* 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).

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

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