

**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)		
<b>JACKSON MICHAEL</b>			<b>MANHATTAN BRIDGE CAPITAL, INC [ LOAN ]</b>			<input checked="" type="checkbox"/> Director _____ 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) _____ Other (specify below)		
<b>C/O MANHATTAN BRIDGE CAPITAL, INC., 60 CUTTER MILL ROAD, SUITE 205</b>			<b>9/9/2011</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>GREAT NECK, NY 11021</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)			(State)			(Zip)		

**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			

**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					
<b>OPTIONS FOR COMMON STOCK PAR VALUE</b>	<b>\$1.21</b>	<b>9/9/2011</b>		<b>A</b>	<b>7000 (1)</b>	<b>9/9/2011</b>	<b>9/9/2016</b>	<b>Common stock par value \$ .001</b>	<b>7000</b>	<b>\$ 0</b>	<b>7000</b>	<b>D</b>

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)				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				
<b>\$.001</b>															
<b>OPTIONS FOR COMMON STOCK PAR VALUE \$.001</b>	<b>\$1.34</b>							<b>6/21/2010</b>	<b>6/21/2015</b>	<b>Common stock par value \$.001</b>	<b>7000</b>		<b>7000</b> <sup>(2)</sup>	<b>D</b>	
<b>OPTIONS FOR COMMON STOCK PAR VALUE \$.001</b>	<b>\$0.93</b>							<b>6/23/2009</b>	<b>6/23/2014</b>	<b>Common stock par value \$.001</b>	<b>7000</b>		<b>7000</b> <sup>(3)</sup>	<b>D</b>	
<b>OPTIONS FOR COMMON STOCK PAR VALUE \$.001</b>	<b>\$0.85</b>							<b>6/24/2008</b>	<b>6/24/2013</b>	<b>Common stock par value \$.001</b>	<b>7000</b>		<b>7000</b> <sup>(4)</sup>	<b>D</b>	
<b>OPTIONS FOR COMMON STOCK PAR VALUE \$.001</b>	<b>\$1.65</b>							<b>6/19/2007</b>	<b>6/19/2012</b>	<b>Common stock par value \$.001</b>	<b>7000</b>		<b>7000</b> <sup>(5)</sup>	<b>D</b>	

#### Explanation of Responses:

- ( 1) Such grant of options was made pursuant to the company's 2009 Stock Option Plan, upon re-election of the reporting person as a director. Such options vest immediately.
- ( 2) Such grant of options was made pursuant to the company's 2009 Stock Option Plan, upon re-election of the reporting person as a director. Such options vest immediately.
- ( 3) Such grant of options was made pursuant to the company's 2009 Stock Option Plan, upon re-election of the reporting person as a director. Such options vest immediately.
- ( 4) Such grant of options was made pursuant to the company's 1999 Stock Option Plan, as amended, upon election of the reporting person as a director. Such options vest immediately.
- ( 5) Such grant of options was made pursuant to the company's 1999 Stock Option Plan, as amended, upon election of the reporting person as a director. Such options vest immediately.

#### Reporting Owners

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

<b>JACKSON MICHAEL</b> <b>C/O MANHATTAN BRIDGE CAPITAL, INC.</b> <b>60 CUTTER MILL ROAD, SUITE 205</b> <b>GREAT NECK, NY 11021</b>	X			
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**Signatures**/s/ Michael Jackson9/9/2011

\*\* 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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