

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

OMB APPROVAL
OMB Number:3235-0145 Expires: February 28, 2009 Estimated average burden hours per response... 10.4

SCHEDULE 13D\*  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO  
13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(a)

MANHATTAN BRIDGE CAPITAL, INC.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

562803106  
(CUSIP Number)

Joshua Zamir  
Capstone Equities Capital Management, LP, 14 Wall Street, Suite 5G, New York, NY 10005 Tel:(212) 661-6340

Michael Glickstein  
G Asset Management, LLC, 546 Fifth Avenue, 14th Floor, New York NY 10036 Tel: (646) 840-5417

(Name, address and telephone number of person authorized to receive notices and communications)

December 27, 2011  
(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 18 Pages)

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\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Capstone Equities Capital Management, LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 47,348
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 47,348
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 47,348	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1%	
14	TYPE OF REPORTING PERSON ** PN	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Capstone Equities GP, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 47,348
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 47,348
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 47,348	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1%	
14	TYPE OF REPORTING PERSON ** OO	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Capstone Equities Manager, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 47,348
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 47,348
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 47,348	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1%	
14	TYPE OF REPORTING PERSON ** OO	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Joshua Zamir	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 47,348
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 47,348
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 47,348	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1%	
14	TYPE OF REPORTING PERSON ** IN	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) G Value Fund, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 12,533
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 12,533
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12,533	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.3%	
14	TYPE OF REPORTING PERSON ** OO	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) G Real Estate Partners, LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 154,037
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 154,037
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 154,037	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.6%	
14	TYPE OF REPORTING PERSON ** PN	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) G Real Estate Partners GP, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 154,037
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 154,037
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 154,037	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.6%	
14	TYPE OF REPORTING PERSON ** OO	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!



1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) G Asset Management, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]	
3	SEC USE ONLY	
4	SOURCE OF FUNDS ** OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	Number of Shares Beneficially Owned by Each Reporting Person With	7 SOLE VOTING POWER 0
		8 SHARED VOTING POWER 174,490
		9 SOLE DISPOSITIVE POWER 0
		10 SHARED DISPOSITIVE POWER 174,490
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 174,490	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.0%	
14	TYPE OF REPORTING PERSON ** OO	

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Michael Glickstein									
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) <input checked="" type="checkbox"/> [X] (b) <input type="checkbox"/> [ ]									
3	SEC USE ONLY									
4	SOURCE OF FUNDS ** OO									
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> [ ]									
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York									
	Number of Shares Beneficially Owned by Each Reporting Person With	<table border="1"> <tr> <td>7</td> <td>SOLE VOTING POWER 7,000</td> </tr> <tr> <td>8</td> <td>SHARED VOTING POWER 174,490</td> </tr> <tr> <td>9</td> <td>SOLE DISPOSITIVE POWER 7,000</td> </tr> <tr> <td>10</td> <td>SHARED DISPOSITIVE POWER 174,490</td> </tr> </table>	7	SOLE VOTING POWER 7,000	8	SHARED VOTING POWER 174,490	9	SOLE DISPOSITIVE POWER 7,000	10	SHARED DISPOSITIVE POWER 174,490
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8	SHARED VOTING POWER 174,490									
9	SOLE DISPOSITIVE POWER 7,000									
10	SHARED DISPOSITIVE POWER 174,490									
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 181,490									
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ** <input type="checkbox"/> [ ]									
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.2%									
14	TYPE OF REPORTING PERSON ** IN									

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

## ITEM 1. Security and Issuer.

This statement amends the Schedule 13D initially filed on September 9, 2011, relating to the common stock, par value \$0.001 (the "Common Stock") of Manhattan Bridge Capital, Inc. (the "Company"). The Company's principal executive offices are located at 60 Cutter Mill Road, Great Neck, New York 11021 .

## ITEM 2. Identity and Background.

(a) This statement is filed by:

(i) Capstone Equities Capital Management, LP, a Delaware limited partnership ("CECM"), with respect to the shares of Common Stock directly owned by it;

(ii) Capstone Equities GP, LLC, a Delaware limited liability company ("Capstone GP"), with respect to the shares of Common Stock directly owned by CECM;

(iii) Capstone Equities Manager, LLC, a Delaware limited liability company ("Capstone Manager"), with respect to the shares of Common Stock directly owned by CECM, which serves as the investment manager to CECM;

(iv) Joshua Zamir, with respect to the shares of Common Stock directly owned by CECM, Capstone GP and Capstone Manager, over which Mr. Zamir has investment discretion as the managing member;

(v) G Value Fund, LLC, a Delaware limited liability company ("GVF"), with respect to the shares of Common Stock directly owned by it;

(vi) G Real Estate Partners, LP, a Delaware limited partnership ("G RE Partners"), with respect to the shares of Common Stock directly owned by it;

(vii) G Real Estate Partners GP, LLC, a Delaware limited liability company ("GREGP"), with respect to the shares of Common Stock directly owned by G RE Partners;

(viii) G Asset Management, LLC, a Delaware limited liability company ("GAM"), with respect to the shares of Common Stock directly owned by GVF, G RE Partners and a certain managed account, which serves as the investment manager to GVF, G RE Partners, and a certain managed account; and

(ix) Michael Glickstein, with respect to the shares of Common Stock directly owned by GVF, G RE Partners, GAM (through a certain managed account) and shares that he solely owes for his personal account over which Mr. Glickstein has investment discretion. Mr. Glickstein serves as the managing member of GREGP and GAM.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

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(b) The address of the principal business and principal office of CECM, Capstone GP, Capstone Manager and Mr. Zamir is 14 Wall Street, Suite 5G, New York, NY 10005.

The address of the principal business and principal office of GVF, G RE Partners, GREGP, GAM and Mr. Glickstein is 546 Fifth Avenue, 14th Floor, New York NY 10036.

(c) The principal business of CECM is serving as a private investment limited liability company. The principal business of Capstone GP is serving as a general partner to CECM. The principal business of Capstone Manager is that of an investment manager engaging in the purchase and sale of securities on behalf of CECM. Mr. Zamir serves as the Managing Member of Capstone GP and Capstone Manager.

The principal business of GVF is serving as a private investment limited liability company. The principal business of G RE Partners is serving as a private investment limited partnership. The principal business of GREGP is serving as a general partner to G RE Partners. The principal business of GAM is that of an investment manager engaging in the purchase and sale of securities on behalf of GVF, G RE Partners, and a certain managed account. Mr. Glickstein serves as the managing member of GREGP (the General Partner of G RE Partners) and GAM. GAM is the managing member of GVF.

(d) None of the Reporting Persons has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) None of the Reporting Persons has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and, as a result of such proceeding, was, or is subject to, a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any violation with respect to such laws.

#### ITEM 3. Source and Amount of Funds and Other Consideration.

The net investment cost (including commissions, if any) of the shares of Common Stock directly owned by CECM, GVF and G RE Partners, a certain managed account and shares held personally by Mr. Glickstein, is approximately \$308,169.43. Mr. Zamir does not directly own any shares of Common Stock.

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## ITEM 4. Purpose of the Transaction.

Pursuant to the original 13D filed on September 9, 2011, the Reporting Persons have engaged in discussions with management, members of the Company's board of directors and other relevant parties concerning the business, operations, board composition, management, strategy, financing and future plans of the Company. In line with the preceding, the Reporting Persons have sent a letter dated as of December 29, 2011 (and attached hereto and incorporated by reference as Exhibit 99.2) to Chairman of the Board of Directors of the Company detailing an offer by the Reporting Persons to purchase the outstanding shares of the Company for \$1.30 per share. This 13D Amendment is being filed to disclose said letter and its terms that were sent to the Company by the Reporting Persons.

## ITEM 5. Interest in Securities of the Issuer.

## A. Capstone Equities Capital Management, LP

(a) Aggregate number of shares beneficially owned: 47,348

Percentage: 1.1% The percentages used herein and in the rest of Item 5 are calculated based upon the 4,324,459 shares of Common Stock issued and outstanding as of November 13, 2011 as reflected in the Company's Form 10-Q filed on November 14, 2011.

- (b) 1. Sole power to vote or direct vote: -0-  
2. Shared power to vote or direct vote: 47,348  
3. Sole power to dispose or direct the disposition: -0-  
4. Shared power to dispose or direct the disposition: 47,348

(c) The trading dates, number of shares of Common Stock purchased or sold and the price per share for all transactions by CECM in the Common Stock within the last sixty days, which were all in the open market, are set forth in Schedule A and are incorporated by reference.

(d) Capstone GP, the General Partner of CECM, has the power to direct the affairs of CECM, including decisions respecting the receipt of dividends from, and the disposition of the proceeds from the sale of, the shares of Common Stock. Mr. Zamir is the Managing Member of Capstone GP and in that capacity directs its operations.

(e) Not applicable.

## B. Capstone Equities GP, LLC

(a) Aggregate number of shares beneficially owned: 47,348

Percentage: 1.1%

- (b) 1. Sole power to vote or direct vote: -0-  
2. Shared power to vote or direct vote: 47,348  
3. Sole power to dispose or direct the disposition: -0-  
4. Shared power to dispose or direct the disposition: 47,348

(c) The trading dates, number of shares of Common Stock purchased or sold and the price per share for all transactions in the Common Stock within the last sixty days on behalf of CECM which were all in the open market, are set forth in Schedule A, and are incorporated by reference.

(d) Not applicable.

(e) Not applicable.

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## C. Capstone Equities Manager, LLC

(a) Aggregate number of shares beneficially owned: 47,348  
Percentage: 1.1%

- (b) 1. Sole power to vote or direct vote: -0-  
2. Shared power to vote or direct vote: 47,348  
3. Sole power to dispose or direct the disposition: -0-  
4. Shared power to dispose or direct the disposition: 47,348

(c) The trading dates, number of shares of Common Stock purchased or sold and the price per share for all transactions in the Common Stock within the last sixty days on behalf of CECM, which were all in the open market, are set forth in Schedule A, and are incorporated by reference.

(d) Not applicable.

(e) Not applicable.

## D. Joshua Zamir

(a) Aggregate number of shares beneficially owned: 47,348  
Percentage: 1.1%

- (b) 1. Sole power to vote or direct vote: 0  
2. Shared power to vote or direct vote: 47,348  
3. Sole power to dispose or direct the disposition: 0  
4. Shared power to dispose or direct the disposition: 47,348

(c) The trading dates, number of shares of Common Stock purchased or sold and the price per share for all transactions in the Common Stock within the last sixty days on behalf of CECM, which were all in the open market, are set forth in Schedule A, and are incorporated by reference.

(d) Not applicable.

(e) Not applicable.

## E. G Value Fund, LLC

(a) Aggregate number of shares beneficially owned: 12,533  
Percentage: 0.3%

- (b) 1. Sole power to vote or direct vote: 0  
2. Shared power to vote or direct vote: 12,533  
3. Sole power to dispose or direct the disposition: 0  
4. Shared power to dispose or direct the disposition: 12,533

(c) G Value Fund, LLC has not purchased any Common Stock within the last sixty days.

(d) Not applicable.

(e) Not applicable.

## F. G Real Estate Partners, LP

(a) Aggregate number of shares beneficially owned: 154,037  
Percentage: 3.6%

- (b) 1. Sole power to vote or direct vote: 0  
2. Shared power to vote or direct vote: 154,037  
3. Sole power to dispose or direct the disposition: 0  
4. Shared power to dispose or direct the disposition: 154,037

- (c) G Real Estate Partners, LP has not purchased any Common Stock within the last sixty days.
- (d) Not applicable.
- (e) Not applicable.

G. G Real Estate Partners GP, LLC

- (a) Aggregate number of shares beneficially owned: 154,037  
Percentage: 3.6%
- (b)
  1. Sole power to vote or direct vote: 0
  2. Shared power to vote or direct vote: 154,037
  3. Sole power to dispose or direct the disposition: 0
  4. Shared power to dispose or direct the disposition: 154,037
- (c) G Real Estate Partners GP, LLC has not purchased any Common Stock within the last sixty days.
- (d) Not applicable.
- (e) Not applicable.

H. G Asset Management, LLC

- (a) Aggregate number of shares beneficially owned: 174,490  
Percentage: 4.0%
- (b)
  1. Sole power to vote or direct vote: 0
  2. Shared power to vote or direct vote: 174,490
  3. Sole power to dispose or direct the disposition: 0
  4. Shared power to dispose or direct the disposition: 174,490
- (c) G Asset Management, LLC, did not purchase any Common Stock within the last sixty days.
- (d) Not applicable.
- (e) Not applicable.

I. Michael Glickstein

- (a) Aggregate number of shares beneficially owned: 181,490  
Percentage: 4.2%
  - (b)
    1. Sole power to vote or direct vote: 7,000
    2. Shared power to vote or direct vote: 174,490
    3. Sole power to dispose or direct the disposition: 7,000
    4. Shared power to dispose or direct the disposition: 174,490
  - (c) Mr. Glickstein for his own account, did not purchase any Common Stock within the last sixty days.
-

(d) Not applicable.

(e) Not applicable.

J. Total Group (entities controlled by Mr. Zamir and Mr. Glickstein) Ownership

(a) Aggregate number of shares beneficially owned: 228,838  
Percentage: 5.3%

- (b) 1. Sole power to vote or direct vote: 0  
2. Shared power to vote or direct vote: 228,838  
3. Sole power to dispose or direct the disposition: 0  
4. Shared power to dispose or direct the disposition: 228,838

(c) The trading dates, number of shares of Common Stock purchased or sold and the price per share for all transactions in the Common Stock within the last sixty days on behalf of the Reporting Persons, which were all in the open market, are set forth in Schedule A and are incorporated by reference.

(d) Not applicable.

(e) Not applicable.

ITEM 6. Contract, Arrangement, Understandings or Relationship with Respect to Securities of the Company.

The Reporting Persons have entered into a Joint Filing Agreement, dated as of December 29, 2011, a copy of which is attached hereto as Exhibit 99.1.

ITEM 7. Material to be Filed as Exhibits.

Exhibit	Description
99.1	Joint Filing Agreement, dated as of December 29, 2011, by and among Capstone Equities Capital Management, LP, Capstone Equities GP, LLC, Capstone Equities Manager, LLC, Joshua Zamir, G Value Fund, LLC, G Real Estate Partners, LP, G Real Estate Partners GP, LLC, G Asset Management, LLC, and Michael Glickstein.
99.2	Letter to Board of Directors of Manhattan Bridge Capital, Inc. by Capstone Equities Capital Management, LP and G Asset Management, LLC dated December 29, 2011.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: December 29, 2011

/s/ Joshua Zamir

Joshua Zamir, individually, and as Managing Member of Capstone Equities Manager, LLC, and as Managing Member of Capstone Equities GP, LLC, for itself and as General Partner of Capstone Equities Capital Management, LP

/s/ Michael Glickstein

Michael Glickstein, individually, and as Managing Member of G Real Estate Partners GP, LLC for itself and as the General Partner of G Real Estate Partners, LP, and as Managing Member of G Asset Management, LLC

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Schedule A

CAPSTONE EQUITIES CAPITAL MANAGEMENT, LP

Date of Transaction	Number of Shares Purchased/(Sold)	Price Per Share
12/27/2011	11,000	\$0.988920

EXHIBIT 99.1

JOINT FILING AGREEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13D may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: December 29, 2011

/s/ Joshua Zamir

Joshua Zamir, individually, and as Managing Member of  
Capstone Equities Manager, LLC, and as Managing  
Member of  
Capstone Equities GP, LLC, for itself and as General  
Partner of  
Capstone Equities Capital Management, LP

/s/ Michael Glickstein

Michael Glickstein, individually, and as Managing Member  
of  
G Real Estate Partners GP, LLC for itself and as the General  
Partner of  
G Real Estate Partners, LP, and as Managing Member of G  
Asset Management, LLC



Capstone Equities Capital Management  
 14 Wall Street  
 New York, NY 10005  
 (212) 661-6335

December 29, 2011

Board of Directors  
 Manhattan Bridge Capital  
 60 Cutter Mill Rd., Suite 205  
 Great Neck, New York 11021

Dear Members of the Board of Directors:

Capstone Equities Capital Management, LLC (“Capstone”) and G Asset Management, LLC (including their affiliates) comprise a group (the “Group”) that is the largest shareholder in Manhattan Bridge Capital (the “Company”) other than the CEO, Mr. Assaf Ran. Our Group proposes to acquire the Company for a price of \$1.30 per share, which represents a 44% premium to the current share price of \$0.90 per share.<sup>1</sup>

The Company currently trades at the largest disconnect between book value and share price since the announcement that it was exploring strategic options 18 months ago.<sup>2</sup> Given increasing corporate governance concerns, and both near-term and long-term share price performance, we have no reason to expect this gap will close with the Company in its current form.

The key terms of our offer are: the Group acquires the outstanding shares of the Company for \$1.30 per share, a thirty (30) day due diligence period, a hard deposit of 5% of the transaction price after the expiration of the due diligence period; a closing sixty (60) days thereafter, and the reversal of Mr. Ran’s recent change in compensation package and other executive compensation limits.<sup>3</sup> Please note that our offer shall expire thirty (30) days after the date hereof.

While we are prepared to move forward with the transaction, we encourage the Company to hire an investment bank and conduct an open process, within a set time limit of three months, to determine the best outcome for shareholders. We believe both strategic and financial buyers would be interested in the Company at a material premium to the current share price. Simply liquidating the company would represent an estimated 112% return to shareholders.<sup>4</sup>

The Company has underperformed its peers and the broader market over both the near and long-term. The Company is down 26% since the August announcement of the change in Mr. Ran’s compensation, underperforming the broader market by 32% and the financial services industry by 18% over the same time period.<sup>5</sup> Longer-term shareholders have also suffered, with the share price having decreased over 80% during the 12.5 years since the Company’s 1999 IPO, while the Dow Jones Industrial Average increased 9% over the same period.<sup>6</sup>

Although we believe it is unlikely he would do so, Mr. Ran should recuse himself from this decision both as a board member and a controlling shareholder given the conflict of interest between his employment as CEO and his fiduciary obligation to minority shareholders. We encourage the board to strongly consider this proposal for the best interest of all shareholders.

Sincerely,

Joshua Zamir	Michael Glickstein
Managing Principal	President
Capstone Equities Capital Management, LLC	G Asset Management
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CC:

Board of Directors of Manhattan Bridge Capital

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 iCrossing  
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Mr. Eran Goldshmid  
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192 Lexington Avenue  
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Mr. Phillip Michals  
Aegis Capital Corp.  
810 7th Avenue, 11th Floor  
New York NY, 10019

Mr. Assaf Ran  
Chief Executive Officer  
Manhattan Bridge Capital  
60 Cutter Mill Rd., Suite 205  
Great Neck, New York 11021

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<sup>1</sup> Source: Yahoo finance, closing price as of 12/28/11

<sup>2</sup> Source: Company press release, 7/12/10

<sup>3</sup> Reversal of the compensation plan approved on 9/9/11 that issued 1 million restricted common shares to Mr. Ran and in exchange for the termination and cancellation of 210,000 of his stock options and agreement not to exercise 280,000 additional options; the commitment of the board not to issue any new options or provide any additional compensation to Mr. Ran, other than the base salary in the employment agreement currently in effect; Mr. Ran's employment agreement current runs through 7/1/11

<sup>4</sup> Based on closing market price \$0.90 as of 12/28/11 vs. \$1.90 of book value, which assumes changes to Mr. Ran's compensation as described above, a 10% liquidation discount to stated asset value (10-Q for the period ending 9/30/11) and assigns no value for the public shell

<sup>5</sup> Source: Yahoo finance; prices from 8/4/11 to 12/28/11; industry average is the Dow Jones US Financial Services Index, broader market is the Dow Jones Industrial Average

<sup>6</sup> Source: Yahoo finance, closed at \$4.60 on IPO date of 5/13/99