



DIVISION OF  
CORPORATION FINANCE

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

February 5, 2019

Gerard Stascausky  
Managing Director, Iron Bridge Management Group, LLC  
Iron Bridge Mortgage Fund LLC  
9755 SW Barnes Road, Suite 420  
Portland, Oregon 97225

**Re: Iron Bridge Mortgage Fund LLC**  
**Form 1-A POS filed January 17, 2019**  
**File No. 024-10777**

Dear Mr. Stascausky :

We have reviewed your amendment and have the following comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by amending your offering statement and providing the requested information. If you do not believe our comment applies to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response. After reviewing any amendment to your offering statement and the information you provide in response to this comment, we may have additional comments.

Form 1-A POS filed January 17, 2019

General

1. Please reduce the amount that you are seeking to qualify by the aggregate amount sold in the prior 12 month period. Refer to Rule 251(a) of Regulation A and Instruction 1 to Form 1-A for guidance.

We will consider qualifying your offering statement at your request. If a participant in your offering is required to clear its compensation arrangements with FINRA, please have FINRA advise us that it has no objections to the compensation arrangements prior to qualification.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Gerard Stascausky  
Iron Bridge Mortgage Fund LLC  
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You may contact Kim McManus at 202-551-3215 or Erin E. Martin, Legal Branch Chief, at 202-551-3391 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Real Estate and  
Commodities