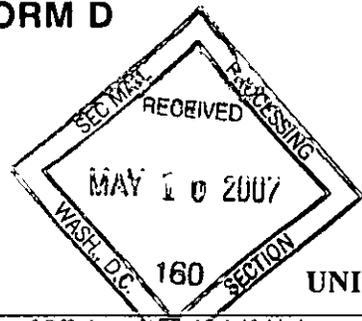


8001460196

FORM D

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

OMB APPROVAL  
OMB Number: 3235-0076  
Expires:  
Estimated average burden  
hours per response . . . . .16.00



FORM D

NOTICE OF SALE OF SECURITIES  
PURSUANT TO REGULATION D,  
SECTION 4(6), AND/OR  
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY  
Prefix Serial  
DATE RECEIVED

Name of Offering  check if this is an amendment and name has changed, and indicate change.)  
MUNIMAC/MUNIMAC CAPITAL TRUST I: OFFER OF UP TO 1,500 UNITS (See Attachment No. 1)  
Filing Under (Check box(es) that apply):  Rule 504  Rule 505  Rule 506  Section 4(6)  ULOE  
Type of Filing:  New Filing  Amendment



07054365

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer (  check if this is an amendment and name has changed, and indicate change.)

MUNIMAC/MUNIMAC CAPITAL TRUST I

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)  
c/o MuniMac Management Group, LLC, One Battery Park Plaza, 32nd Fl., NY, NY 10004 (212) 710-8430

Address of Principal Business Operations (if different from Executive Offices) (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

Brief Description of Business  
Pooled Investment Vehicle

PROCESSED  
MAY 31 2007  
THOMSON  
FINANCIAL

Type of Business Organization  
 corporation  limited partnership, already formed  other (please specify):  
 business trust  limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: 11/2 00 Actual  Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:  
CN for Canada; FN for other foreign jurisdiction) CA

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

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

Handwritten signature and notes: "Not able to complete" and "of 9"

**A. BASIC IDENTIFICATION DATA**

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

EMPIRE MUNICIPAL STRATEGIES, LLC (MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

MERRILL LYNCH L.P. HOLDINGS, INC. (MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

4 WORLD FINANCIAL CENTER, NORTH TOWER - 9TH FLOOR, NEW YORK, NY 10080

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

MUNIMAC (MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O MUNIMAC CAPITAL GROUP, LLC, ONE BATTERY PARK PLAZA, 32ND FLOOR, NEW YORK, NY 10004

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

PACIFIC CAPITAL GROUP, INC. (MuniMac/MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

GKW UNIFIED, LLC (MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O PACIFIC CAPITAL GROUP, INC., 9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

DCC MUNI, LLC (MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O THEMIS ASSET STRATEGIES, LLC, 1999 AVENUE OF THE STARS, 34TH FLOOR, LOS ANGELES, CA 90067

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

**A. BASIC IDENTIFICATION DATA**

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

CUOMO, GOVERNOR MARIO (Trustee/Chairman - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O WILLKIE FARR & GALLAGHER, LLP, 787 SEVENTH AVENUE, 42ND FLOOR, NEW YORK, NY 10019

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

O'DONOGHUE, BRIAN (Trustee - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O ARKLOW CAPITAL, LLC, 237 PARK AVENUE, SUITE 9, NEW YORK, NY 10080

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

COOK, LODWRICK (LOD) M. (Trustee - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

PARISH, FRANCIS M. (Trustee - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

CLARK, DEREK C. (Trustee - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O THEMIS ASSET STRATEGIES, 1999 AVENUE OF THE STARS, 34TH FLOOR, LOS ANGELES, CA 90067

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

DOERFLER, MICHAEL A. (Trustee - MuniMac; CEO/CIO of MuniMac Management Group, LLC)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O MUNIMAC MANAGEMENT GROUP, LLC, ONE BATTERY PARK PLAZA, 32ND FLOOR, NEW YORK, NY 10004

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

YATES, GEORGE (Trustee - MuniMac)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O MERRILL LYNCH & CO., 4 WORLD FINANCIAL CENTER, NORTH TOWER - 9TH FLOOR, NEW YORK, NY 10080

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

**A. BASIC IDENTIFICATION DATA**

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- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

KINGON, AMBASSADOR ALFRED H. (Trustee/Chairman - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

22 SAGAMORE ROAD, #3E, BRONXVILLE, NY 10708

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

FRUCHER, MEYER S. (SANDY) (Trustee - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O PHILADELPHIA STOCK EXCHANGE, 1900 MARKET STREET, PHILADELPHIA, PA 19103

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

COOK, LODWRICK (LOD) M. (Trustee - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

PARISH, FRANCIS M. (Trustee - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

9355 WILSHIRE BOULEVARD, 4TH FLOOR, BEVERLY HILLS, CA 90210-5421

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

O'DONOGHUE, BRIAN (Trustee - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O ARKLOW CAPITAL, LLC, 237 PARK AVENUE, SUITE 9, NEW YORK, NY 10080

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

DOERFLER, MICHAEL A. (Trustee - MuniMac Capital Trust I; CEO/CIO of MuniMac Management Group, LLC)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O MUNIMAC MANAGEMENT GROUP, LLC, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

YATES, GEORGE (Trustee - MuniMac Capital Trust I)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O MERRILL LYNCH & CO., 4 WORLD FINANCIAL CENTER, NORTH TOWER - 9TH FLOOR, NEW YORK, NY 10080

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**A. BASIC IDENTIFICATION DATA**

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- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

MILLER, WILLIAM (Interim CFO/CCO - MuniMac Management Group, LLC)

Business or Residence Address (Number and Street, City, State, Zip Code)

C/O THEMIS ASSET STRATEGIES, LLC, 1999 AVENUE OF THE STARS, 34TH FLOOR, LOS ANGELES, CA 90067

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

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Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

**B. INFORMATION ABOUT OFFERING**

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? ..... Yes  No
- Answer also in Appendix, Column 2, if filing under ULOE.
2. What is the minimum investment that will be accepted from any individual? ..... \$ 503,333.35
3. Does the offering permit joint ownership of a single unit? ..... Yes  No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)  
SANDGRAIN SECURITIES, INC.

Business or Residence Address (Number and Street, City, State, Zip Code)  
1050 FRANKLIN AVENUE, SUITE 104, GARDEN CITY, NY 11530

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

<input type="checkbox"/> AL	<input type="checkbox"/> AK	<input type="checkbox"/> AZ	<input type="checkbox"/> AR	<input type="checkbox"/> CA	<input type="checkbox"/> CO	<input checked="" type="checkbox"/> CT	<input type="checkbox"/> DE	<input type="checkbox"/> DC	<input type="checkbox"/> FL	<input type="checkbox"/> GA	<input type="checkbox"/> HI	<input checked="" type="checkbox"/> VT
<input type="checkbox"/> IL	<input type="checkbox"/> IN	<input type="checkbox"/> IA	<input type="checkbox"/> KS	<input type="checkbox"/> KY	<input type="checkbox"/> LA	<input type="checkbox"/> ME	<input type="checkbox"/> MD	<input type="checkbox"/> MA	<input type="checkbox"/> MI	<input type="checkbox"/> MN	<input type="checkbox"/> MS	<input type="checkbox"/> MO
<input type="checkbox"/> MT	<input type="checkbox"/> NE	<input type="checkbox"/> NV	<input type="checkbox"/> NH	<input type="checkbox"/> NJ	<input type="checkbox"/> NM	<input type="checkbox"/> NY	<input type="checkbox"/> NC	<input type="checkbox"/> ND	<input type="checkbox"/> OH	<input type="checkbox"/> OK	<input type="checkbox"/> OR	<input type="checkbox"/> PA
<input type="checkbox"/> RI	<input type="checkbox"/> SC	<input type="checkbox"/> SD	<input type="checkbox"/> TN	<input type="checkbox"/> TX	<input type="checkbox"/> UT	<input type="checkbox"/> VT	<input type="checkbox"/> VA	<input type="checkbox"/> WA	<input type="checkbox"/> WV	<input type="checkbox"/> WI	<input type="checkbox"/> WY	<input type="checkbox"/> PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

<input type="checkbox"/> AL	<input type="checkbox"/> AK	<input type="checkbox"/> AZ	<input type="checkbox"/> AR	<input type="checkbox"/> CA	<input type="checkbox"/> CO	<input type="checkbox"/> CT	<input type="checkbox"/> DE	<input type="checkbox"/> DC	<input type="checkbox"/> FL	<input type="checkbox"/> GA	<input type="checkbox"/> HI	<input type="checkbox"/> ID
<input type="checkbox"/> IL	<input type="checkbox"/> IN	<input type="checkbox"/> IA	<input type="checkbox"/> KS	<input type="checkbox"/> KY	<input type="checkbox"/> LA	<input type="checkbox"/> ME	<input type="checkbox"/> MD	<input type="checkbox"/> MA	<input type="checkbox"/> MI	<input type="checkbox"/> MN	<input type="checkbox"/> MS	<input type="checkbox"/> MO
<input type="checkbox"/> MT	<input type="checkbox"/> NE	<input type="checkbox"/> NV	<input type="checkbox"/> NH	<input type="checkbox"/> NJ	<input type="checkbox"/> NM	<input type="checkbox"/> NY	<input type="checkbox"/> NC	<input type="checkbox"/> ND	<input type="checkbox"/> OH	<input type="checkbox"/> OK	<input type="checkbox"/> OR	<input type="checkbox"/> PA
<input type="checkbox"/> RI	<input type="checkbox"/> SC	<input type="checkbox"/> SD	<input type="checkbox"/> TN	<input type="checkbox"/> TX	<input type="checkbox"/> UT	<input type="checkbox"/> VT	<input type="checkbox"/> VA	<input type="checkbox"/> WA	<input type="checkbox"/> WV	<input type="checkbox"/> WI	<input type="checkbox"/> WY	<input type="checkbox"/> PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

<input type="checkbox"/> AL	<input type="checkbox"/> AK	<input type="checkbox"/> AZ	<input type="checkbox"/> AR	<input type="checkbox"/> CA	<input type="checkbox"/> CO	<input type="checkbox"/> CT	<input type="checkbox"/> DE	<input type="checkbox"/> DC	<input type="checkbox"/> FL	<input type="checkbox"/> GA	<input type="checkbox"/> HI	<input type="checkbox"/> ID
<input type="checkbox"/> IL	<input type="checkbox"/> IN	<input type="checkbox"/> IA	<input type="checkbox"/> KS	<input type="checkbox"/> KY	<input type="checkbox"/> LA	<input type="checkbox"/> ME	<input type="checkbox"/> MD	<input type="checkbox"/> MA	<input type="checkbox"/> MI	<input type="checkbox"/> MN	<input type="checkbox"/> MS	<input type="checkbox"/> MO
<input type="checkbox"/> MT	<input type="checkbox"/> NE	<input type="checkbox"/> NV	<input type="checkbox"/> NH	<input type="checkbox"/> NJ	<input type="checkbox"/> NM	<input type="checkbox"/> NY	<input type="checkbox"/> NC	<input type="checkbox"/> ND	<input type="checkbox"/> OH	<input type="checkbox"/> OK	<input type="checkbox"/> OR	<input type="checkbox"/> PA
<input type="checkbox"/> RI	<input type="checkbox"/> SC	<input type="checkbox"/> SD	<input type="checkbox"/> TN	<input type="checkbox"/> TX	<input type="checkbox"/> UT	<input type="checkbox"/> VT	<input type="checkbox"/> VA	<input type="checkbox"/> WA	<input type="checkbox"/> WV	<input type="checkbox"/> WI	<input type="checkbox"/> WY	<input type="checkbox"/> PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box  and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt .....	\$ 0.00	\$ 0.00
Equity .....	\$ 151,000,000.00	\$ 86,875,336.21
	<input checked="" type="checkbox"/> Common <input checked="" type="checkbox"/> Preferred	
Convertible Securities (including warrants) .....	\$ 0.00	\$ 0.00
Partnership Interests .....	\$ 0.00	\$ 0.00
Other (Specify _____) .....	\$ 0.00	\$ 0.00
<b>Total</b> .....	<b>\$ 151,000,000.00</b>	<b>\$ 86,875,336.21</b>

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors .....	19	\$ 86,875,336.21
Non-accredited Investors .....	0	\$ 0.00
<b>Total (for filings under Rule 504 only)</b> .....		<b>\$</b>

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505 .....	_____	\$ _____
Regulation A .....	_____	\$ _____
Rule 504 .....	_____	\$ _____
<b>Total</b> .....		<b>\$ 0.00</b>

4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees .....	<input type="checkbox"/>	\$ _____
Printing and Engraving Costs .....	<input checked="" type="checkbox"/>	\$ 10,000.00
Legal Fees .....	<input checked="" type="checkbox"/>	\$ 450,000.00
Accounting Fees .....	<input checked="" type="checkbox"/>	\$ 20,000.00
Engineering Fees .....	<input type="checkbox"/>	\$ _____
Sales Commissions (specify finders' fees separately) .....	<input checked="" type="checkbox"/>	\$ 1,200,000.00
Other Expenses (identify) <u>Sponsor fees, mgmt. fees/signing bonus and miscellaneous fees</u> .....	<input checked="" type="checkbox"/>	\$ 3,300,000.00
<b>Total</b> .....	<input checked="" type="checkbox"/>	<b>\$ 4,980,000.00</b>

**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

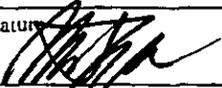
\$ 146,020,000.00

5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Purchase of real estate .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Purchase, rental or leasing and installation of machinery and equipment .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Construction or leasing of plant buildings and facilities .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Repayment of indebtedness .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Working capital .....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Other (specify): <u>Acquisition and collateralization of investments.</u> .....	<input type="checkbox"/> \$ 0.00	<input checked="" type="checkbox"/> \$ 146,020,000.00
.....	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 0.00
Column Totals .....	<input checked="" type="checkbox"/> \$ 0.00	<input checked="" type="checkbox"/> \$ 146,020,000.00
Total Payments Listed (column totals added) .....	<input checked="" type="checkbox"/> \$ 146,020,000.00	

**D. FEDERAL SIGNATURE**

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) MUNIMAC/MUNIMAC CAPITAL TRUST I	Signature 	Date MAY 9, 2007
Name of Signer (Print or Type) MICHAEL A. DOERFLER	Title of Signer (Print or Type) CEO OF MUNIMAC MANAGEMENT GROUP, LLC, THEIR MANAGER	

**ATTENTION**

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

**ATTACHMENT NO. 1  
TO  
FORM D  
(Additional Information)**

**ISSUER: MUNIMAC/MUNIMAC CAPITAL TRUST I**

Each of the 1,500 Units consists of: 7,500 common shares of MuniMac and one (1) non-detachable cumulative preferred share of MuniMac Capital Trust I; under certain circumstances some of the Units may include more than 7,500 common shares; 863 Units are being sold in the initial closing and the balance will be offered until 12/31/07 (when the offering will terminate, whether or not 1,500 Units have been sold). All amounts set forth herein assume the sale of all Units offered, and do not reflect the results based upon preliminary or interim closings. The minimum initial investment reported at Item B.2. has been waived for six (6) investors.

**Footnote to Form D, Section C, Item 4.a.**

**Issuer: MuniMac/MuniMac Capital Trust I**

- \* **In addition, DCC Muni, LLC (an affiliate of Derek C. Clark), has received a 26.67% interest in Empire Municipal Strategies, LLC (amounting to an indirect 14.97% interest in MuniMac) in exchange for, among other things, assistance in placing certain of the Units.**

**END**