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

13FCON P 2/9/2010

NON-PUBLIC

FORM 13F COVER PAGE

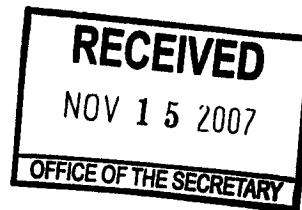
REPORT FOR THE CALENDAR QUARTER ENDED SEPTEMBER 30, 2007

Check here if Amendment ☐

This Amendment (check only one)

☐ is a restatement

☐ adds new holdings entries



Institutional Investment Manager Filing this Report:

Name: Wynnefield Capital Management, LLC

Address: 450 Seventh Avenue – Suite 509, New York, New York 10123

Form 13F File Number: 28-7006

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person signing this Report on Behalf of Reporting Manager:

Name: Stephen J. Nelson

Title: Attorney-In-Fact for Joshua H. Landes, Member, General Partner of Wynnefield Capital, Inc.

Phone: (914) 220-1910 for Stephen J. Nelson or (212) 760-0814 for Joshua H. Landes

Signature, Place, and Date of Signing

Wynnefield Capital Management LLC

By: Mr. Joshua H. Landes Member

By:

Stephen J. Nelson

White Plains, New York

November 13, 2007

CONFIDENTIAL TREATMENT DENIED

Report Type (Check only one):

☒ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

☐ 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

☐ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

**FORM 13F Summary Page
Report Summary:**

Number of Other Managers:

1

Form 13F Information Table Entry Total:

73

Form 13F Information Table Value Total:

\$385,413,000

List of Other Included Managers:

No.

Name

Form 13F File Number

1

Wynnefield Capital, Inc.

28-7006

CONFIDENTIAL TREATMENT REQUESTED

FORM 13F INFORMATION TABLE

Name of Reporting Manager: WYNNEFIELD CAPITAL MANAGEMENT, LLC
Name of Manager No. 1: WYNNEFIELD CAPITAL, INC.

(SEC USE ONLY)

Column 1:	Column 2:	Column 3:	Column 4:	Column 5:			Column 6:	Column 7:	Column 8:		
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (in thousands)	Shares or Principal Amount	SH/PRN	Put/Call	Investment discretion	Other Managers	Voting Authority		
									Sole	Shared	None
Acme Communication Inc.	COM	004631107	10,484	2,709,128	SH		OTHER	Filer + No. 1	2,669,118		
Allied Defense Group Inc.	COM	019118108	4,123	523,205	SH		OTHER	Filer + No. 1	523,205		
Angelica Corp.	COM	034663104	487	24,700	SH		OTHER	Filer + No. 1	24,700		
Avalon Holdings Corp.	CL A	05343P109	82	11,700	SH		OTHER	Filer + No. 1	11,700		
Bexil Corp.	COM	088577101	433	13,900	SH		OTHER	Filer + No. 1	13,900		
Breeze Eastern Corp.	COM	106764103	15,381	1,300,190	SH		OTHER	Filer + No. 1	1,300,190		
Cagles Inc.	CL A	127703106	2,120	217,400	SH		OTHER	Filer + No. 1	217,400		
Cal Maine Foods, Inc.	COM NEW	128030202	12,259	485,700	SH		OTHER	Filer + No. 1	485,700		
Canadian Superior Energy Inc.	COM	136644101	309	110,900	SH		OTHER	Filer + No. 1	110,900		
Capstead Manufacturing Corp.	COM	14067E506	154	15,000	SH		OTHER	Filer + No. 1	15,000		
Community Banks, Inc. Millersburg	COM	203628102	215	7,217	SH		OTHER	Filer + No. 1	7,217		
Conseco Inc.	COM NEW	208464883	5,600	350,000	SH		OTHER	Filer + No. 1	350,000		
Core Mark Holding Co. Inc.	COM	218681104	6,003	170,381	SH		OTHER	Filer + No. 1	170,381		
Cornell Companies Inc.	COM	219141108	58,693	2,492,290	SH		OTHER	Filer + No. 1	2,492,290		
Crown Crafts Inc.	COM	228309100	6,087	1,463,325	SH		OTHER	Filer + No. 1	1,463,325		
Devcon Intl Corp.	COM	251588109	246	75,000	SH		OTHER	Filer + No. 1	75,000		
Dynegy Inc. Del.	CL A	26817G102	5,841	632,100	SH		OTHER	Filer + No. 1	632,100		
Encorium Group Inc.	COM	29257R109	531	188,150	SH		OTHER	Filer + No. 1	188,150		
Entertainment Dist. Co. Inc.	COM	29382J105	1,063	830,692	SH		OTHER	Filer + No. 1	830,692		

CONFIDENTIAL TREATMENT REQUESTED

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									Sole	Shared	None
— Eurand N V	SHS	N31010106	1,918	118,776	SH		OTHER	Filer + No. 1	118,776		
1 First Aviation Services Inc.	COM	31865W108	3,608	2,122,634	SH		OTHER	Filer + No. 1	2,122,634		
3 G-III Apparel Group, LTD.	COM	36237H101	6,005	305,000	SH		OTHER	Filer + No. 1	305,000		
1 Gold Fields Ltd. NEW	SPONSORED ADR	38059T106	1,266	70,090	SH		OTHER	Filer + No. 1	70,000		
1 Goldcorp Inc. NEW	COM	380956409	2,750	90,000	SH		OTHER	Filer + No. 1	90,000		
1 Golden Enterprises Inc.	COM	381010107	49	16,200	SH		OTHER	Filer + No. 1	16,200		
1 Goldleaf Financial Solutions	COM NEW	38144H208	179	54,935	SH		OTHER	Filer + No. 1	54,935		
1 Gold Reserve, Inc.	CL A	38068N108	110	25,000	SH		OTHER	Filer + No. 1	25,000		
3 Halozyme Therapeutics Inc.	COM	40637H109	8,708	1,002,074	SH		OTHER	Filer + No. 1	1,002,074		
3 Hill International Inc.	COM	431466101	809	89,900	SH		OTHER	Filer + No. 1	89,900		
3 Hooper Holmes Inc.	COM	439104100	432	183,200	SH		OTHER	Filer + No. 1	183,200		
1 I-Many Inc	COM	44973Q103	288	100,000	SH		OTHER	Filer + No. 1	100,000		
1 Lamson & Sessions Co.	COM	513696104	10,256	380,400	SH		OTHER	Filer + No. 1	380,400		
1 Landec Corp.	COM	514766104	8,967	580,000	SH		OTHER	Filer + No. 1	580,000		
— Langer Inc.	COM	515707107	195	38,900	SH		OTHER	Filer + No. 1	38,900		
1 Layne Christensen Co.	COM	521050104	5,586	100,680	SH		OTHER	Filer + No. 1	100,680		
1 Liberty Global Inc.	COM SER A	530555101	492	11,995	SH		OTHER	Filer + No. 1	11,995		
1 Liberty Global Inc.	COM SER C	530555309	470	12,165	SH		OTHER	Filer + No. 1	12,165		
— Life Sciences Research, Inc.	COM	532169109	11,886	625,586	SH		OTHER	Filer + No. 1	625,586		
3 Lundin Mining Corp.	COM	550372106	405	31,659	SH		OTHER	Filer + No. 1	31,659		
1 Magellan Health Services, Inc.	COM NEW	559079207	4,464	110,000	SH		OTHER	Filer + No. 1	110,000		
3 MIND C.T.I., Ltd.	ORD	M70240102	1,201	478,300	SH		OTHER	Filer + No.1	478,300		

CONFIDENTIAL TREATMENT REQUESTED

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									Sole	Shared	None
Mountain Province Diamonds Inc.	COM NEW	62426E402	225	50,000	SH		OTHER	Filer + No. 1	50,000		
Movie Star Inc.	COM	624591103	226	100,000	SH		OTHER	Filer + No. 1	100,000		
MVC Capital Inc.	COM	553829102	32,546	1,756,400	SH		OTHER	Filer + No. 1	1,756,400		
Napco Security Systems Inc.	COM	630402105	242	43,398	SH		OTHER	Filer + No. 1	43,398		
Neomagic Corp.	COM NEW	640497202	123	30,000	SH		OTHER	Filer + No. 1	30,000		
Nevada Gold & Casinos Inc.	COM	64126Q206	1,915	1,276,390	SH		OTHER	Filer + No. 1	1,276,390		
Nevsun Resources Ltd	COM	64156L101	44	25,000	SH		OTHER	Filer + No. 1	25,000		
Newcastle Investment Corp	COM	65105M108	264	15,000	SH		OTHER	Filer + No. 1	15,000		
Nobel Learning Communities Inc.	COM	654889104	17,115	1,144,792	SH		OTHER	Filer + No. 1	1,144,792		
PHC Inc. Mass.	CL A	693315103	200	70,000	Sh		OTHER	Filer + No. 1	70,000		
Petrohawk Energy Corp.	COM	716495106	7,389	450,000	SH		OTHER	Filer + No. 1	450,000		
Polymet Mining Corp.	COM	731916102	156	40,870	SH		OTHER	Filer + No. 1	40,870		
Princeton Review Inc.	COM	742352107	6,689	839,300	SH		OTHER	Filer + No. 1	839,00		
Proshares TR	ULTSHR RU20000	74347R834	9,225	140,000	SH		OTHER	Filer + No. 1	140,000		
Prospect Medical Holdings Inc.	CL A	743494106	2,190	413,900	SH		OTHER	Filer + No. 1	413,900		
Rand Logistics, Inc.	COM	752182105	1,244	229,924	SH		OTHER	Filer + No. 1	229,924		
Rosetta Resources Inc.	COM	777779307	13,021	710,000	SH		OTHER	Filer + No. 1	710,000		
Rotech Healthcare Inc.	COM	778669101	2,066	1,750,490	SH		OTHER	Filer + No. 1	1,750,490		
Sequa Corporation	CL A	817320104	64,390	388,408	SH		OTHER	Filer + No. 1	388,408		
Sequa Corporation	CL B	817320203	4,745	28,500	SH		OTHER	Filer + No. 1	28,500		
Summer Infant, Inc.	COM	865646103	3,399	735,765	SH		OTHER	Filer + No. 1	735,765		

CONFIDENTIAL TREATMENT REQUESTED

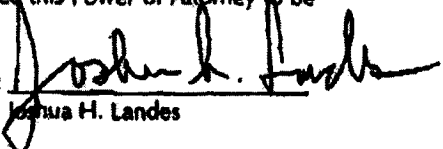
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Name of Issuer		Title of Class	CUSIP Number	Fair Market Value (in thousands)	Shares or Principal Amount	SH/PRN	Put/Call	Investment discretion	Other Managers	Voting Authority		
										Sole	Shared	None
1	Summer Infant, Inc.	*W EXP 04/20/2000	865646111	439	732,000	SH		OTHER	Filer + No. 1	732,000		
3	TTI Team Telecom Intl Ltd.	ORD	M88258104	75	30,000	SH		OTHER	Filer + No. 1	30,000		
1	Teamstaff Inc.	COM NEW	87815U204	1,677	2,020,990	SH		OTHER	Filer + No. 1	2,020,990		
1	Techteam Global Inc.	COM	878311109	5,200	437,000	SH		OTHER	Filer + No. 1	437,000		
3	Tetra Technologies Inc. Del.	COM	88162F105	5,521	261,141	SH		OTHER	Filer + No. 1	261,141		
1	Toreador Resources Corporation	COM	891050106	296	25,000	SH		OTHER	Filer + No. 1	25,000		
3	Triad Gty. Inc.	COM	895925105	759	40,000	SH		OTHER	Filer + No. 1	40,000		
3	Unifi Inc.	COM	904677101	935	340,000	SH		OTHER	Filer + No. 1	340,000		
1	White Electronic Designs Corp.	COM	963801105	2,628	503,366	SH		OTHER	Filer + No. 1	503,366		
1	Wilshire Enterprises Inc.	COM	971889100	65	15,000	SH		OTHER	Filer + No. 1	15,000		
1	Winthrop Realty Trust	SH BEN INT	976391102	249	36,991	SH		OTHER	Filer + No. 1	36,991		
TOTAL				385,413	32,848,007							

POWER OF ATTORNEY

The undersigned does hereby constitute and appoint Stephen J. Nelson, Mary Anne Mayo, Beth N. Lowson and Joseph D. Zargari, each of The Nelson Law Firm, LLC, White Plains Plaza, One North Broadway, Suite 712, White Plains, NY 10601, signing singly, with full power of substitution, as the true and lawful attorney of the undersigned, and authorizes and designates each of them to sign on behalf of the undersigned, and to file filings and any amendments thereto made by or on behalf of the undersigned in respect of the beneficial ownership of equity securities held by the undersigned, directly, indirectly or beneficially, pursuant to Sections 13(d), 13(g) and 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations thereunder. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Sections 13(d), 13(g) or 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until withdrawn by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of February, 2007.

By: 

Joshua H. Landes