

Resource Capital Corp.
Form 8-K
February 02, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

**FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 1, 2007**

Resource Capital Corp.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction
of incorporation)

1-32733

(Commission
File Number)

20-2287134

(IRS Employer
Identification No.)

**712 Fifth Avenue, 10th Floor
New York, NY**

(Address of principal executive
offices)

10019

(Zip Code)

Registrant's telephone number, including area code: **212-974-1708**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

Effective February 1, 2007, the board of directors (the "Board") of Resource Capital Corp. (the "Company") increased the number of members of the Board from six to seven, and filled the vacancy thus created by appointing Mr. Gary Ickowicz to serve as a member of the Board. There are no arrangements or understandings under which Mr. Ickowicz was appointed, and there are no transactions of the type required to be reported pursuant to Item 404(a) of Regulation S-K.

A copy of the press release announcing Mr. Ickowicz's appointment is filed herewith as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENT AND EXHIBITS.

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|------|--------------------------------------|
| | (d) Exhibits |
| 99.1 | Press Release dated February 2, 2007 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

RESOURCE CAPITAL CORP.

Date: February 2, 2007

/s/ Michael S. Yecies

Michael S. Yecies

Chief Legal Officer and Secretary