

LMP CAPITAL & INCOME FUND INC.

Form 4/A

April 29, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gendelman Robert

2. Issuer Name and Ticker or Trading
Symbol
LMP CAPITAL & INCOME FUND
INC. [SCD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
620 EIGHTH AVENUE, 49TH
FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
04/04/2008

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
Portfolio Manager of the Fund

(Street)
NEW YORK, NY 10018

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/07/2008

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	04/04/2008		S ⁽¹⁾		2,200	D	\$ 16.2	32,800	D
Common Stock	04/04/2008		S ⁽¹⁾		1,200	D	\$ 16.42	31,600	D
Common Stock	04/04/2008		S ⁽¹⁾		1,000	D	\$ 16.23	30,600	D
Common Stock	04/04/2008		S ⁽¹⁾		600	D	\$ 16.37	30,000	D
Common Stock	04/04/2008		S ⁽¹⁾		600	D	\$ 16.31	29,400	D

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Common Stock	04/04/2008	<u>S</u> (1)	500	D	\$ 16.25	28,900	D
Common Stock	04/04/2008	<u>S</u> (1)	500	D	\$ 16.21	28,400	D
Common Stock	04/04/2008	<u>S</u> (1)	400	D	\$ 16.35	28,000	D
Common Stock	04/04/2008	<u>S</u> (1)	400	D	\$ 16.31	27,600	D
Common Stock	04/04/2008	<u>S</u> (1)	400	D	\$ 16.2	27,200	D
Common Stock	04/04/2008	<u>S</u> (1)	300	D	\$ 16.21	26,900	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.4	26,700	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.39	26,500	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.36	26,300	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.33	26,100	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.3	25,900	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.28	25,700	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.27	25,500	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.22	25,300	D
Common Stock	04/04/2008	<u>S</u> (1)	200	D	\$ 16.21	25,100	D
Common Stock	04/04/2008	<u>S</u> (1)	100	D	\$ 16.38	25,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gendelman Robert 620 EIGHTH AVENUE 49TH FLOOR NEW YORK, NY 10018	Portfolio Manager of the Fund

Signatures

William J. Renahan by Power of Attorney for Robert
Gendelman 04/29/2008

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The Reporting Person is amending the Form 4 originally filed on 04/07/2008 to correct the transaction code from "P" to "S".

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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