

DOUCETTE FREDERICK E III

Form 4

July 02, 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 *
Weiss Multi-Strategy Advisers LLC

2. Issuer Name **and** Ticker or Trading
Symbol
CAPITAL TRUST INC [CT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE STATE STREET,

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2008

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

HARTFORD, CT 06103

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/30/2008		P	13,000 A \$ 19.21	2,309,900 (1)	I	By advisory clients of Weiss Multi-Strategy Advisers LLC
Common Stock	07/01/2008		P	115,400 A \$ 18.3282	2,425,300 (1)	I	By advisory clients of Weiss Multi-Strategy Advisers LLC
Common Stock	07/01/2008		P	24,700 A \$ 18.9	2,450,000 (1)	I	By advisory clients of

Weiss
Multi-Strategy
Advisers LLC

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)

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
Weiss Multi-Strategy Advisers LLC ONE STATE STREET HARTFORD, CT 06103	X
WEISS GEORGE A ONE STATE ST HARTFORD, CT 06103	X
DOUCETTE FREDERICK E III C/O WEISS MULTI-STRATEGY ADVISERS LLC ONE STATE STREET HARTFORD, CT 06103	X

Signatures

Weiss Multi-Strategy Advisers LLC, By: /s/ Frederick E.
Doucette III

07/02/2008

**Signature of Reporting Person

Date

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/s/ George A. Weiss

07/02/2008

__Signature of Reporting Person

Date

/s/ Frederick E. Doucette III

07/02/2008

__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) These securities may be deemed to be beneficially owned by Weiss Multi-Strategy Advisers LLC, the investment manager of Weiss Multi-Strategy Partners (Cayman) Ltd. and Weiss Multi-Strategy Partners LLC, and George A. Weiss and Frederick E. Doucette III, the managing members of Weiss Multi-Strategy Advisers LLC. Each such Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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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