(Print or Type Responses)

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

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5. Relationship of Reporting Person(s) to Issuer

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* NARDONE RANDAL A					2. Issuer Name and Ticker or Trading Symbol NEWCASTLE INVESTMENT CORP [NCT]						1	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 1345 AVENUE OF THE AMERICAS, 46TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 08/22/2014							X Officer (give title below) Other (specify below) Secretary					
(Street) NEW YORK, NY 10105				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Form fi	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/Yea			any		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Beneficial Reported	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Owners Form: Direct (or Indir (I)	ship Indir Bene (D) Own	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount	or (D)	Price	:			(Instr. 4	1)	
Common Stock, par value \$0.01 per share 08/22/20		/2014		S			44,933	D	\$ 13.63 (1)	3 0	0		I	Part	ners urities		
Common Stock, par value \$0.01 per share		08/22/	/2014			S		18,933	D	\$ 13.63 (1)	3 0	0		Ι	Part Offs	ress ners shore urities	
Common \$0.01 per	Stock, par share	r value										83,333			I		N 2012 st LLC
Common Stock, par value \$0.01 per share											475,634			D			
Common Stock, par value \$0.01 per share											1,666			I		ng O ndation	
Common Stock, par value \$0.01 per share										793			Ι	Oliv Nar UTI	done		
Common Stock, par value \$0.01 per share											345,697			I	Ope	cress crating ty I LP	
Reminder: I	Report on a s	separate line	e for each	class of sec	curities b	eneficially	owned dire	ectly	or indirec	tly.							
	•	•				·		CC	ontained	in thi	s form	to the colle are not requ rrently valid	uired to res	spond u	nless	SEC 14	74 (9-02)
				Table II		ative Secur						cially Owned					
Derivative Security (Instr. 3)	Title of 2. 3. Transaction 24. Conversion or Exercise (Month/Day/Year) 3A. Deemed Execution Date any		d Date, if	4. Transaction Code	5.	6. ar (N	Date Exercisable 7. T Amul Expiration Date 4 Amul Und Section 2 Section 2 Amul Expiration 2 Amul Expir			7. Title and Amount of Underlying Securities Instr. 3 and	8. Price of Derivative Security (Instr. 5)	Derivati Securiti Benefic Owned Followi Reporte	es I I I I I I I I I I I I I I I I I I I	Form of Derivative Security: Direct (D) or Indirect			

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
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Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
NARDONE RANDAL A 1345 AVENUE OF THE AMERICAS, 46TH FLOOR NEW YORK, NY 10105			Secretary				

Signatures

/s/ Randal A. Nardone	08/26/2014
**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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.45 to \$13.80, inclusive. The Reporting (1) Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote.
 - Mr. Nardone may be deemed to be the beneficial owner of these shares of common stock by virtue of his relationship to Fortress Operating Entity I ("FOE I"), Fortress
- (2) Partners Securities LLC or Fortress Partners Offshore Securities LLC, as applicable. Mr. Nardone disclaims beneficial ownership of any securities of the issuer held by these entities except to the extent of his pecuniary interest therein.

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

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