

ITEM 3.02. UNREGISTERED SALES OF EQUITY SECURITIES.

On February 19, 2014, Bimini Capital Management, Inc. (the “Company”) issued a total of 757,895 shares of fully vested Class A Common Stock (the “Shares”) to its executive officers. The Shares were issued as part of the bonus compensation that was paid to the executive officers with respect to services they performed during 2013. The Shares were valued at \$0.38 per share, which was the closing market price of the Class A Common Stock on the day the Company’s Compensation Committee set the bonuses. Issuance of the Shares was exempt from registration under the Securities Act of 1933 pursuant to Section 4(a)(2) thereof.

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 hereunto duly authorized.

Date: February 19, 2014

BIMINI CAPITAL MANAGEMENT, INC

By: /s/ Robert E. Cauley
Robert E. Cauley
Chairman and Chief Executive Officer