

Edgar Filing: DCAP GROUP INC - Form SC 13D/A

DCAP GROUP INC
Form SC 13D/A
May 16, 2007

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

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 5)

DCAP GROUP, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

233065101

(CUSIP Number)

Michael Feinsod
Infinity Capital, LLC
767 Third Avenue
16th Floor
New York, New York 10017
(212) 752-2777

Elliot Press, Esq.
c/o Katten Muchin Rosenman LLP
575 Madison Avenue
New York, New York 10022
(212) 940-6348

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

May 14, 2007

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (b) (3) or (4), check the following box .

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13D

CUSIP No. 233065101

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Infinity Capital Partners, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS *

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

341,000 shares

NUMBER OF 8 SHARED VOTING POWER
SHARES

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

9 SOLE DISPOSITIVE POWER

341,000 shares

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

341,000 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.51%

14 TYPE OF REPORTING PERSON

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PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

CUSIP No. 233065101

-
- 1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- Infinity Capital, LLC
-
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |
(b) |
-
- 3 SEC USE ONLY
-
- 4 SOURCE OF FUNDS *
- N/A
-
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) |
-
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- Delaware
-
- 7 SOLE VOTING POWER
- 341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)
-
- NUMBER OF 8 SHARED VOTING POWER
SHARES
- BENEFICIALLY OWNED BY
-
- EACH 9 SOLE DISPOSITIVE POWER
REPORTING PERSON
- 341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)
-
- WITH 10 SHARED DISPOSITIVE POWER
-
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)
-
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.51%

14 TYPE OF REPORTING PERSON

OO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

CUSIP No. 233065101

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Infinity Management, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS *

N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
8 SHARED VOTING POWER

9 SOLE DISPOSITIVE POWER

341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)

10 SHARED DISPOSITIVE POWER

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |__|

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.51%

14 TYPE OF REPORTING PERSON

OO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

CUSIP No. 233065101

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Michael Feinsod

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |X|
(b) |__|

3 SEC USE ONLY

4 SOURCE OF FUNDS *

N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) |__|

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

7 SOLE VOTING POWER

341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)

NUMBER OF 8 SHARED VOTING POWER

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SHARES
BENEFICIALLY
OWNED BY -----
EACH 9 SOLE DISPOSITIVE POWER
REPORTING
PERSON 341,000 shares
WITH (comprised of shares held by Infinity Capital Partners, L.P.)

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

341,000 shares
(comprised of shares held by Infinity Capital Partners, L.P.)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.51%

14 TYPE OF REPORTING PERSON

IN

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This Amendment No. 6 amends the Statement on Schedule 13D relating to the Common Stock (the "Common Stock") of DCAP Group, Inc. (the "Company"), a company organized and existing under the laws of the State of Delaware, filed by Infinity Capital Partners, L.P., a Delaware limited partnership ("Partners"), (ii) Infinity Capital, LLC, a Delaware limited liability company ("Capital"), (iii) Infinity Management, LLC, a Delaware limited liability company ("Management"), and (iv) Michael Feinsod (Partners, Capital, Management and Mr. Feinsod are hereinafter collectively referred to as the "Reporting Persons") on December 8, 2006, as amended by Amendments No. 1, 2, 3, 4 and 5 filed on December 19, 2006, December 20, 2006, January 5, 2007, January 30, 2007 and March 8, 2007, respectively. Defined terms used but not otherwise defined in this Amendment No. 6 shall have the meanings ascribed thereto in the Statement on Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended as follows:

The aggregate amount of funds used to purchase all shares of Common Stock acquired by Partners was \$808,804.

Item 5. Interest in Securities of the Issuer.

Item 5(a) is hereby amended and restated to read as follows:

(a) The aggregate percentage of the outstanding shares of Common Stock reported owned by each Reporting Person is based upon 2,962,024 shares of

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Common Stock outstanding as of April 30, 2007 as reported in the Company's quarterly report on Form 10-QSB for the period ended March 31, 2007.

As of the close of business on May 14, 2007:

(i) Partners owns 341,000 shares of Common Stock which constitute approximately 11.51% of the shares of Common Stock outstanding;

(ii) Capital owns no shares of Common Stock directly. As sole general partner of Partners, Capital may be deemed under the provisions of Rule 13d-3 of the Exchange Act Rules, to be the beneficial owner of the 341,000 shares of Common Stock owned by Partners. Such shares of Common Stock constitute approximately 11.51% of the shares of Common Stock outstanding;

(iii) Management owns no shares of Common Stock directly. As the Investment Manager of Partners, Management may be deemed under the provisions of Rule 13d-3 of the Exchange Act Rules, to be the beneficial owner of the 341,000 shares of Common Stock that are owned by Partners. Such shares of Common Stock constitute approximately 11.51% of the shares of Common Stock outstanding; and

(iv) Michael Feinsod owns no shares of Common Stock directly. As the Managing Member of Capital and Management, the General Partner and Investment Manager, respectively, of Partners, Mr. Feinsod may be deemed under

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the provisions of Rule 13d-3 of the Exchange Act Rules, to be the beneficial owner of the 341,000 shares of Common Stock, that are owned by Partners. Such shares, in the aggregate, constitute approximately 11.51% of the shares of Common Stock outstanding.

Item 5(c) is hereby amended as follows:

(c) Set forth below is a description of all transactions in shares of Common Stock that were effected by Partners since the filing of Amendment No. 5 to Statement on Schedule 13D. All such transactions were purchases effected on the open market.

Date	Number of Shares	Price Per Share
3/27/07	400	2.33
3/30/07	1,102	2.375
4/13/07	2,800	2.282
4/17/2007	800	2.389
4/30/2007	3,200	2.207
5/7/2007	5,600	2.175
5/11/2007	10,314	2.153
5/14/2007	21,586	2.213

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: May 16, 2007

INFINITY CAPITAL PARTNERS, L.P.

By: Infinity Capital, LLC, its General Partner

By: /s/ Michael Feinsod

Name: Michael Feinsod
Title: Managing Member

INFINITY CAPITAL, LLC

By: /s/ Michael Feinsod

Name: Michael Feinsod
Title: Managing Member

INFINITY MANAGEMENT, LLC

By: /s/ Michael Feinsod

Name: Michael Feinsod
Title: Managing Member

/s/ Michael Feinsod

Michael Feinsod