

Edgar Filing: Fortress Investment Group LLC - Form 13F-HR/A

Fortress Investment Group LLC
Form 13F-HR/A
August 21, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2009

Check here if Amendment [X]; Amendment Number: 1
This Amendment (Check only one.): [X] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Fortress Investment Group LLC
Address: 1345 Avenue of the Americas, 46th Flr.
New York, NY 10105

13F File Number: 28-12421

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: David Brooks
Title: Secretary, VP and General Counsel
Phone: 212-798-6100

Signature, Place, and Date of Signing:

/s/ David Brooks New York, NY August 20, 2009

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 8
Form13F Information Table Entry Total: 120
Form13F Information Table Value Total: \$997,723 (thousands)
List of Other Included Managers:

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Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
1	28-12421	Fortress Investment Group LLC
2	28-12417	FIG Corp
3	28-12418	Fortress Operating Entity I LP
4	28-10806	FIG LLC
5	28-10807	Drawbridge Global Macro Advisors LLC
6	28-11237	Drawbridge Special Opportunities Advisors LLC
7	28-10162	FIG Advisors LLC
8	28-13249	Fortress Commodities Advisors LLC
9	28-13498	Fortress Macro Advisors LLC

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
ADVANCED TECHNOLOGY ACQU COR	*W EXP 06/18/201	007556111	9	1856250	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	2101	285875	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	159863	21750002	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	26644	3625000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	28665	3900000	SH		DEFINED	1 2
AK STL HLDG CORP	COM	001547108	5548	289100	SH		DEFINED	1 2
AK STL HLDG CORP	COM	001547108	1174	61200	SH		DEFINED	1 2
ALCOA INC	COM	013817101	204581	198040000	SH	CALL	DEFINED	1 2
ALCOA INC	COM	013817101	4334	419600	SH	CALL	DEFINED	1 2
ALTERNATIVE ASSET MGMT ACQU	*W EXP 08/01/201	02149U119	169	1210250	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	1648	36300	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	350	7700	SH		DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3822	104334	SH		DEFINED	1 2
BAKER HUGHES INC	COM	057224107	980	26900	SH		DEFINED	1 2
BAKER HUGHES INC	COM	057224107	204	5600	SH		DEFINED	1 2
BANK OF AMERICA CORPORATION	COM	060505104	330	25000	SH	PUT	DEFINED	1 2
BANK OF AMERICA CORPORATION	COM	060505104	45	3400	SH		DEFINED	1 2
BOYD GAMING CORP	COM	103304101	1328	15620000	SH	PUT	DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	503648	51709177	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	1218	125000	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	8048	826292	SH		DEFINED	1 2
BRUNSWICK CORP	COM	117043109	54001	25000000	SH	PUT	DEFINED	1 2
BURLINGTON NORTHN SANTA FE C	COM	12189T104	515	7000	SH		DEFINED	1 2
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	256	4900	SH		DEFINED	1 2
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1565	30000	SH	PUT	DEFINED	1 2
CAPITOL ACQUISITION CORP DEL	*W EXP 11/08/201	14055E112	352	750000	SH		DEFINED	1 2
CHINA HLDGS ACQUISITION CORP	*W EXP 11/16/201	16942N114	99	990000	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	4752	1600000	SH	PUT	DEFINED	1 2
CON-WAY INC	COM	205944101	797	25000	SH	PUT	DEFINED	1 2
CSX CORP	COM	126408103	2058	59400	SH		DEFINED	1 2
CSX CORP	COM	126408103	1548	44700	SH		DEFINED	1 2
CSX CORP	COM	126408103	1430	4130000	SH	CALL	DEFINED	1 2
CSX CORP	COM	126408103	301	8700	SH	CALL	DEFINED	1 2
DANA HOLDING CORP	COM	235825205	1245	972625	SH		DEFINED	1 2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2572	30975	SH		DEFINED	1 2
ENTERPRISE ACQUISITION CORP	*W EXP 11/07/201	29365R116	32	500000	SH		DEFINED	1 2
FEDEX CORP	COM	31428X106	278	5000	SH		DEFINED	1 2
FEDEX CORP	COM	31428X106	13349	240000	SH	PUT	DEFINED	1 2

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FOSTER WHEELER AG	COM	H27178104	1962	82600	SH		DEFINED	1	2
FOSTER WHEELER AG	COM	H27178104	413	17400	SH		DEFINED	1	2
FOUNDATION COAL HLDGS INC	COM	35039W100	930	33100	SH		DEFINED	1	2
FOUNDATION COAL HLDGS INC	COM	35039W100	194	6900	SH		DEFINED	1	2
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	356	7100	SH		DEFINED	1	2
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	70	1400	SH		DEFINED	1	2
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	163	750000	SH	PUT	DEFINED	1	2
GENERAL ELECTRIC CO	COM	369604103	3141	268000	SH	PUT	DEFINED	1	2
GENESIS LEASE LTD	ADR	37183T107	971	225200	SH		DEFINED	1	2
GLOBAL BRANDS ACQUISITION CO	*W EXP 12/06/201	378982110	196	1500000	SH		DEFINED	1	2
GLOBAL CONSUMER ACQST CORP	*W EXP 11/27/201	378983118	116	575500	SH		DEFINED	1	2
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2434	202000	SH		DEFINED	1	2
GOLDEN POND HEALTHCARE INC	*W EXP 11/06/201	38116J117	60	750000	SH		DEFINED	1	2
GOODYEAR TIRE & RUBR CO	COM	382550101	9292	825200	SH		DEFINED	1	2
GOODYEAR TIRE & RUBR CO	COM	382550101	1968	174800	SH		DEFINED	1	2
GRAINGER W W INC	COM	384802104	98	1200	SH		DEFINED	1	2
GRAINGER W W INC	COM	384802104	16990	207500	SH	PUT	DEFINED	1	2
HALLIBURTON CO	COM	406216101	217	10500	SH		DEFINED	1	2
HALLIBURTON CO	COM	406216101	1035	50000	SH		DEFINED	1	2
IDEATION ACQUISITION CORP	*W EXP 11/19/201	451665111	126	250000	SH		DEFINED	1	2
ISHARES INC	MSCI TAIWAN	464286731	15009	1487500	SH		DEFINED	1	2
KBL HEALTHCARE ACQUIS CORP I	*W EXP 07/18/201	48241N115	181	658100	SH		DEFINED	1	2
KENNAMETAL INC	COM	489170100	132	6900	SH		DEFINED	1	2
KENNAMETAL INC	COM	489170100	635	33100	SH		DEFINED	1	2
KROGER CO	COM	501044101	12017	545000	SH		DEFINED	1	2
LENNAR CORP	CL A	526057104	1967	203000	SH		DEFINED	1	2
LIBERTY ACQUISITION HLDGS CO	*W EXP 12/12/201	53015Y115	148	336900	SH		DEFINED	1	2
MAGNA INTL INC	CL A	559222401	8545	202300	SH		DEFINED	1	2
MAGNA INTL INC	CL A	559222401	1804	42700	SH		DEFINED	1	2
MASSEY ENERGY CORP	COM	576206106	1210	61900	SH		DEFINED	1	2
MASSEY ENERGY CORP	COM	576206106	256	13100	SH		DEFINED	1	2
MERIX CORP	NOTE 4.000% 5/1	590049AB8	160	3250000	PRN		DEFINED	1	2
MGM MIRAGE	COM	552953101	7149	1075000	SH	PUT	DEFINED	1	2
MONSANTO CO NEW	COM	61166W101	164	2200	SH		DEFINED	1	2
MONSANTO CO NEW	COM	61166W101	1844	2480000	SH	CALL	DEFINED	1	2
MONSANTO CO NEW	COM	61166W101	743	10000	SH		DEFINED	1	2
MONSANTO CO NEW	COM	61166W101	387	5200	SH	CALL	DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	810	24800	SH		DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	170	5200	SH		DEFINED	1	2
NAVIOS MARITIME ACQUIS CORP	*W EXP 06/25/201	Y62159119	593	1250000	SH		DEFINED	1	2
NEWCASTLE INVT CORP	COM	65105M108	677	1025729	SH		DEFINED	1	2
NEWCASTLE INVT CORP	COM	65105M108	126	191600	SH		DEFINED	1	2
NEWMONT MINING CORP	COM	651639106	486	11900	SH		DEFINED	1	2
NEWMONT MINING CORP	COM	651639106	106	2600	SH		DEFINED	1	2
NORFOLK SOUTHERN CORP	COM	655844108	565	15000	SH		DEFINED	1	2
NORTHWESTERN CORP	COM NEW	668074305	19240	845347	SH		DEFINED	1	2
ODYSSEY MARINE EXPLORATION I	COM	676118102	807	504109	SH		DEFINED	1	2
PACCAR INC	COM	693718108	486	1500000	SH	PUT	DEFINED	1	2
PARKER HANNIFIN CORP	COM	701094104	146	3400	SH		DEFINED	1	2
PARKER HANNIFIN CORP	COM	701094104	713	16600	SH		DEFINED	1	2
PAYCHEX INC	COM	704326107	16624	655000	SH	PUT	DEFINED	1	2
PEABODY ENERGY CORP	COM	704549104	262	8700	SH		DEFINED	1	2
PEABODY ENERGY CORP	COM	704549104	1246	41300	SH		DEFINED	1	2
PENN NATL GAMING INC	COM	707569109	4581	157377	SH		DEFINED	1	2
POLARIS INDS INC	COM	731068102	321	1000000	SH	PUT	DEFINED	1	2
PROSPECT ACQUISITION CORP	*W EXP 11/14/201	74347T111	83	924800	SH		DEFINED	1	2
SAKS INC	COM	79377W108	62	14000	SH		DEFINED	1	2
SAKS INC	COM	79377W108	443	100000	SH	PUT	DEFINED	1	2
SAPPHIRE INDUSTRIALS CORP	*W EXP 01/17/201	80306T117	160	1000000	SH		DEFINED	1	2
SLM CORP	COM	78442P106	402	40000	SH	PUT	DEFINED	1	2
SMITHFIELD FOODS INC	COM	832248108	210	15000	SH		DEFINED	1	2
SMITHFIELD FOODS INC	COM	832248108	7101	508300	SH	PUT	DEFINED	1	2

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SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	416	15000	SH	PUT	DEFINED	1	2
SPRINT NEXTEL CORP	COM SER 1	852061100	1140	237000	SH		DEFINED	1	2
SPX CORP	COM	784635104	568	11600	SH		DEFINED	1	2
SPX CORP	COM	784635104	122	2500	SH		DEFINED	1	2
STONELEIGH PARTNERS ACQUS CO	*W EXP 05/31/201	861923126	16	500000	SH		DEFINED	1	2
TREMISIS ENERGY ACQ CORP II	*W EXP 12/05/201	89472N119	132	1100000	SH		DEFINED	1	2
TRIAN ACQUISITION I CORP	*W EXP 01/23/201	89582E116	200	798200	SH		DEFINED	1	2
TRIPLECROWN ACQUISITION CORP	*W EXP 10/22/201	89677G117	436	2559500	SH		DEFINED	1	2
TYCO INTERNATIONAL LTD	SHS	H89128104	751	28900	SH		DEFINED	1	2
TYCO INTERNATIONAL LTD	SHS	H89128104	158	6100	SH		DEFINED	1	2
UNION PAC CORP	COM	907818108	8730	167700	SH		DEFINED	1	2
UNION PAC CORP	COM	907818108	359	6900	SH	CALL	DEFINED	1	2
UNION PAC CORP	COM	907818108	1848	35500	SH		DEFINED	1	2
UNION PAC CORP	COM	907818108	1723	3310000	SH	CALL	DEFINED	1	2
UNITED REFINING ENERGY CORP	*W EXP 12/11/201	911360113	152	1600000	SH		DEFINED	1	2
UNITED STATES STL CORP NEW	COM	912909108	1061	29700	SH	CALL	DEFINED	1	2
UNITED STATES STL CORP NEW	COM	912909108	12091	338300	SH		DEFINED	1	2
UNITED STATES STL CORP NEW	COM	912909108	5601	156700	SH		DEFINED	1	2
UNITED STATES STL CORP NEW	COM	912909108	5014	14030000	SH	CALL	DEFINED	1	2
WILLBROS GROUP INC DEL	COM	969203108	567	45350	SH		DEFINED	1	2