

Fortress Investment Group LLC
 Form 3
 February 08, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â NARDONE RANDAL A</p> <p>(Last) (First) (Middle)</p> <p>C/O FORTRESS INVESTMENT GROUP LLC,Â 1345 AVENUE OF THE AMERICAS, 46TH FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10105</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/08/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Fortress Investment Group LLC [FIG]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) COO and Director</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p>	<p>4. Conversion or Exercise Price of Derivative</p>	<p>5. Ownership Form of Derivative Security:</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Fortress Operating Group Units ⁽¹⁾	Â ⁽¹⁾	Â ⁽¹⁾	Class A Shares	38,452,164 ⁽¹⁾	\$ 0	D	Â
Fortress Operating Group Units ⁽¹⁾	Â ⁽¹⁾	Â ⁽¹⁾	Class A Shares	14,000,000 ⁽¹⁾	\$ 0	I	Held by The Randal A. Nardone 2007 Annuity Trust ⁽²⁾
Fortress Operating Group Units ⁽¹⁾	Â ⁽¹⁾	Â ⁽¹⁾	Class A Shares	300,000 ⁽¹⁾	\$ 0	I	Held by The Nardone Family 2007 Annuity Trust # 1 ⁽²⁾
Fortress Operating Group Units ⁽¹⁾	Â ⁽¹⁾	Â ⁽¹⁾	Class A Shares	300,000 ⁽¹⁾	\$ 0	I	Held by The Nardone Family 2007 Annuity Trust # 2 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NARDONE RANDAL A C/O FORTRESS INVESTMENT GROUP LLC 1345 AVENUE OF THE AMERICAS, 46TH FLOOR NEW YORK, NY 10105	Â X	Â X	Â COO and Director	Â

Signatures

/s/ Randal A. Nardone 02/08/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- A "Fortress Operating Group Unit" represents one limited partner interest in each of Fortress Operating Entity I LP, Fortress Operating Entity II LP, Fortress Operating Entity III LP and Principal Holdings I LP. The Reporting Person has the right, exercisable from time to time, to exchange each Fortress Operating Group Unit for one Class A share of Fortress Investment Group LLC (the "Company"); provided, that one Class B share of the Company (which has no economic interest in the Company) is concurrently delivered to the Company for cancellation.
- (1) time, to exchange each Fortress Operating Group Unit for one Class A share of Fortress Investment Group LLC (the "Company"); provided, that one Class B share of the Company (which has no economic interest in the Company) is concurrently delivered to the Company for cancellation.
- (2) The Reporting Person is the trustee of the trust, and disclaims beneficial ownership of the Fortress Operating Group Units held by the trust, except to the extent of his pecuniary interest therein.

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Remarks:
 Exhibit 24.1 - Power of Attorney of Randal A. Nardone

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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