

Armour Residential REIT, Inc.  
Form 8-K  
March 31, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

---

**FORM 8-K**

---

**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(d) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) **March 31, 2011**

**ARMOUR Residential REIT, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

|                              |                          |                                      |
|------------------------------|--------------------------|--------------------------------------|
| <b>Maryland</b>              | <b>001-33736</b>         | <b>26-1908763</b>                    |
| (State or Other Jurisdiction | (Commission File Number) | (I.R.S. Employer Identification No.) |
| of Incorporation)            |                          |                                      |

**3001 Ocean Drive, Suite 201**

**Vero Beach, Florida**  
(Address of Principal Executive Offices)

**32963**  
(Zip Code)

Edgar Filing: Armour Residential REIT, Inc. - Form 8-K

(772) 617-4340

(Registrant's Telephone Number, Including Area Code)

n/a

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 240.14a-12)

☐

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

**Item 3.01.**

**NOTICE OF DELISTING OR FAILURE TO SATISFY A CONTINUED LISTING RULE OR STANDARD;  
TRANSFER OF LISTING**

On March 31, 2011, ARMOUR Residential REIT, Inc. (the Company ) provided written notice to the NYSE Amex that it intends to transfer the listing of its common stock to the New York Stock Exchange ( NYSE ). The Company expects the last day of trading of its common stock on the NYSE Amex to be on or about April 1, 2011, and expects the common stock to begin trading on the NYSE on or about April 4, 2011 under its current symbol ARR. Until it begins trading on the NYSE, the Company s common stock will remain trading on the NYSE Amex under the symbol ARR.

The Company s warrants will remain listed on the NYSE Amex under the symbol ARR.WS.

A copy of the press release announcing its anticipated listing on the NYSE is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01.**

**Financial Statements and Exhibits.**

(c) Exhibits

**Exhibit**

**No.**

**Description**

|      |                                     |
|------|-------------------------------------|
| 99.1 | Press Release, dated March 31, 2011 |
|------|-------------------------------------|

---

**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.

Dated: March 31, 2011

**ARMOUR RESIDENTIAL REIT, INC.**

By: /s/ Jeffrey J. Zimmer

Name: Jeffrey J. Zimmer

Title: Co-Chief Executive Officer, President and Co-Vice Chairman

**Exhibit Index**

| <b><u>Exhibit<br/>No.</u></b> | <b><u>Description</u></b>           |
|-------------------------------|-------------------------------------|
| 99.1                          | Press Release, dated March 31, 2011 |