

Armour Residential REIT, Inc.  
Form 8-A12B  
March 31, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 8-A**  
**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**ARMOUR Residential REIT, Inc.**

(Exact Name of Registrant as Specified in its Charter)

<b>Maryland</b> (State of Incorporation or Organization)	<b>26-1908763</b> (I.R.S. Employee Identification No.)
3001 Ocean Drive, Suite 201  Vero Beach, Florida (Address of principal executive offices)	32963 (Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box R

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. "

Securities Act registration statement file number to which this form relates: 333-166847

Securities to be registered pursuant to Section 12(b) of the Act:

**Name of each exchange on which**

**Title of each class to be registered**

**each class is to be registered**

Common Stock, par value \$0.001 per share

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

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**Explanatory Note**

This Registration Statement on Form 8-A is being filed by the Registrant in connection with the registration of its Common Stock, par value \$0.001 per share, under Section 12(b) of the Securities Exchange Act of 1934, as amended (the Exchange Act ), and the transfer of the listing of the Common Stock to the New York Stock Exchange. The Common Stock had previously been registered on the NYSE Amex LLC under Section 12(b) of the Exchange Act.

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1.**

**Description of Registrant's Securities to be Registered**

The securities to be registered hereby are the common stock of ARMOUR Residential REIT, Inc. (the Registrant). The description of the common stock is contained in the section entitled "Description of Securities" in the Registrant's Registration Statement on Form S-3, File No. 333-120646 (the Registration Statement) initially filed with the Securities and Exchange Commission on November 17, 2010, together with all amendments filed with respect thereto. This information is incorporated herein by reference. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that is subsequently filed is hereby also incorporated by reference herein.

**Item 2.**

**Index to Exhibits**

Not applicable.

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**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**ARMOUR RESIDENTIAL REIT, INC.**

By:

/s/ Scott J. Ulm

Scott J. Ulm

Co-Chief Executive Officer,

Chief Investment Officer and

Head of Risk Management

Dated:

March 31, 2011