

BELL MARC H

Form 4

December 27, 2010

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BELL MARC H

2. Issuer Name **and** Ticker or Trading
Symbol
Armour Residential REIT, Inc.
[ARR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3001 OCEAN DRIVE, SUITE 201
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/22/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

VERO BEACH, FL 32963

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/22/2010		S		15,000	D	\$ 7.62	204,150	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/22/2010		S		3,000	D	\$ 7.63	201,150	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/22/2010		S		1,000	D	\$ 7.64	200,150	I	By Staton Bell Blank Check LLC ⁽¹⁾

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Common Stock	12/22/2010	S	6,000	D	\$ 7.65	194,150	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/23/2010	S	50	D	\$ 7.62	194,100	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/23/2010	S	50	D	\$ 7.63	194,050	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/23/2010	S	1,650	D	\$ 7.64	192,400	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/23/2010	S	500	D	\$ 7.65	191,900	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/23/2010	S	500	D	\$ 7.66	191,400	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010	S	2,500	D	\$ 7.66	188,900	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010	S	6,000	D	\$ 7.67	182,900	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010	S	3,500	D	\$ 7.68	179,400	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010	S	6,000	D	\$ 7.69	173,400	I	By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010	S	500	D	\$ 7.7	172,900	I	By Staton Bell Blank Check LLC ⁽¹⁾
	12/27/2010	S	6,500	D		166,400	I	

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Common Stock					\$ 7.74				By Staton Bell Blank Check LLC ⁽¹⁾
Common Stock	12/27/2010		S	2,500	D	\$ 7.75	163,900	I	By Staton Bell Blank Check LLC ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BELL MARC H 3001 OCEAN DRIVE, SUITE 201 VERO BEACH, FL 32963	X

Signatures

/s/ Marc H. Bell	12/27/2010
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

Marc H. Bell is a 50% owner of Staton Bell Blank Check LLC. Mr. Bell may be deemed the beneficial owner of 50% of the issuer's

- (1) securities held by Staton Bell Blank Check LLC. Mr. Bell disclaims beneficial ownership of these securities except to the extent of any pecuniary interest therein.

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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