Zimmer Jeffrey J Form 4 April 11, 2012

## FORM 4

# **OMB APPROVAL**

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287 January 31, Expires: 2005

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Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b). (Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person \* Zimmer Jeffrey J

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Armour Residential REIT, Inc.

[ARR]

\_X\_\_ Director 10% Owner

(Check all applicable)

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

04/09/2012

X\_ Officer (give title Other (specify below) below)

3001 OCEAN DRIVE, SUITE 201

(Middle)

(Zip)

Co-CEO, President & CFO 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

4. If Amendment, Date Original

 $M^{(1)}$ 

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

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

VERO BEACH, FL 32963

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

Form: Direct Indirect Beneficial Ownership (Instr. 4)

Common

\$0.001 per share

Stock, par 04/09/2012 value

Amount (D) Price

14,248

(A)

or

(1)

23,832

Transaction(s)

(Instr. 3 and 4)

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

### Edgar Filing: Zimmer Jeffrey J - Form 4

#### 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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	te	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Derivati Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Warrants (3)	\$ 11				11/06/2009	(2)	Common Stock	50,000	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Treporting of their remove requirements	Director	10% Owner	Officer	Other			
Zimmer Jeffrey J 3001 OCEAN DRIVE SUITE 201 VERO BEACH, FL 32963	X		Co-CEO, President & CFO				

## **Signatures**

/s/ Jeffrey J. 04/11/2012 Zimmer \*\*Signature of Date Reporting Person

### **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).
- **(1)**
- **(2)** The warrants will expire at 5:00 p.m. ET, on November 7, 2013, or earlier upon redemption.
- This Form 4 corrects previous Form 4s filed for the reporting person, which erroneously reflected the warrants as part of the reporting **(3)** person's non-derivative securities beneficially owned.

#### **Remarks:**

On April 9, 2012, the reporting person elected to redeem 5,988 shares out of 9,752 shares of vested phantom stock previously In addition, on April 9, 2012, the reporting person elected to redeem 8,260 shares out of 13,451 shares of vested phantom stoc

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2