

Zimmerman Jordan
 Form 4
 April 03, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Zimmerman Jordan

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)

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

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

3001 OCEAN DRIVE, SUITE 201

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

(Street)

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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative	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
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							(Instr. 5)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	03/31/2012	A		315		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	315	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	06/30/2012	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	09/30/2012	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	12/31/2012	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	03/31/2013	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	06/30/2013	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	09/30/2013	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	12/31/2013	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	03/31/2014	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	06/30/2014	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom Stock <u>(1)</u> <u>(2)</u>	<u>(3)</u>	09/30/2014	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common Stock	63	<u>(3)</u>
Phantom	<u>(3)</u>	12/31/2014	A		63		<u>(1)(2)</u>	<u>(1)(2)</u>	Common	63	<u>(3)</u>

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