

Armour Residential REIT, Inc.
Form SC 13G/A
February 14, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

ARMOUR RESIDENTIAL REIT, INC.

(Name of issuer)

Common Stock, \$.001 par value per share
(Title of class of securities)

042315101
(CUSIP number)

December 31, 2011
(Date of event which requires filing of this statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 04231510

(1) Names of reporting persons

MAGNETAR FINANCIAL LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b)

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 4,732,751
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 4,732,751
(8) Shared dispositive power

with:

0

(9) Aggregate amount beneficially owned by each reporting person

4,732,751

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

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(11) Percent of class represented by amount in Row (9)

4.81%

(12) Type of reporting person (see instructions)

IA, OO

SCHEDULE 13G

CUSIP No. 04231510

(1) Names of reporting persons

MAGNETAR CAPITAL PARTNERS LP

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b)

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 4,732,751
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 4,732,751
(8) Shared dispositive power

with:

0

(9) Aggregate amount beneficially owned by each reporting person

4,732,751

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

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(11) Percent of class represented by amount in Row (9)

4.81%

(12) Type of reporting person (see instructions)

HC, PN

SCHEDULE 13G

CUSIP No. 04231510

(1) Names of reporting persons

SUPERNOVA MANAGEMENT LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) "

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 4,732,751
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 4,732,751
(8) Shared dispositive power

with:

0