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Fortress Investment Group LLC
Form 13F-HR
August 15, 2011

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2011

Check here if Amendment [] ; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Fortress Investment Group LLC
Address: 1345 Avenue of the Americas, 46th Flr.
New York, NY 10105

13F File Number: 028-12421

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: David Brooks
Title: Secretary, VP and General Counsel
Phone: 212-798-6100

Signature, Place, and Date of Signing:

/s/ David Brooks New York, NY August 15, 2011

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 8
Form 13F Information Table Entry Total: 181
Form 13F Information Table Value Total: \$1,998,967 (thousands)
List of Other Included Managers:

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Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
1	028-12421	Fortress Investment Group LLC
2	028-12417	FIG Corp
3	028-12418	Fortress Operating Entity I LP
4	028-10806	FIG LLC
5	028-10807	Drawbridge Global Macro Advisors LLC
6	028-11237	Drawbridge Special Opportunities Advisors LLC
7	028-10162	FIG Advisors LLC
8	028-13249	Fortress Commodities Advisors LLC
9	028-13498	Fortress Macro Advisors LLC

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
21VIANET GROUP INC	SPONSORED ADR	90138A103	158	11500	SH		DEFINED	1 2
21VIANET GROUP INC	SPONSORED ADR	90138A103	77	5689	SH		DEFINED	1 2
ABOVENET INC	COM	00374N107	6412	91000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	3636	285875	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	213060	16750002	SH		DEFINED	1 2
ALLIED HEALTHCARE INTL INC	COM	01923A109	1863	748245	SH		DEFINED	1 2
AMAZON COM INC	COM	023135106	4225	20662	SH		DEFINED	1 2
AMAZON COM INC	COM	023135106	5409	26450	SH		DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	84577	8517378	SH		DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	48495	4883691	SH		DEFINED	1 2
AMERICAN INTL GROUP INC	COM NEW	026874784	17054	581659	SH		DEFINED	1 2
AMERICAN INTL GROUP INC	COM NEW	026874784	56802	1937305	SH		DEFINED	1 2
AMERISTAR CASINOS INC	COM	03070Q101	2779	117200	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	7676	100000	SH	CALL	DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	4391	104334	SH		DEFINED	1 2
APOLLO GLOBAL MGMT LLC	CL A SHS	037612306	1235	71807	SH		DEFINED	1 2
BANKUNITED INC	COM	06652K103	130	4900	SH		DEFINED	1 2
BANKUNITED INC	COM	06652K103	268	10100	SH		DEFINED	1 2
BP PLC	SPONSORED ADR	055622104	270	6100	SH		DEFINED	1 2
BP PLC	SPONSORED ADR	055622104	607	13700	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	426651	17593827	SH		DEFINED	1 2
CAMECO CORP	COM	13321L108	3847	146000	SH		DEFINED	1 2
CANADIAN NAT RES LTD	COM	136385101	825	19700	SH		DEFINED	1 2
CANADIAN NAT RES LTD	COM	136385101	1134	27100	SH		DEFINED	1 2
CANADIAN NAT RES LTD	COM	136385101	3273	78200	SH		DEFINED	1 2
CATERPILLAR INC DEL	COM	149123101	2662	25000	SH		DEFINED	1 2
CATERPILLAR INC DEL	COM	149123101	990	9300	SH	CALL	DEFINED	1 2
CATERPILLAR INC DEL	COM	149123101	2204	20700	SH	CALL	DEFINED	1 2
CBS CORP NEW	CL B	124857202	4385	153929	SH		DEFINED	1 2
CBS CORP NEW	CL B	124857202	4441	155871	SH		DEFINED	1 2
CF INDS HLDGS INC	COM	125269100	25501	180000	SH	CALL	DEFINED	1 2
CHEMTURA CORP	COM NEW	163893209	13	722	SH		DEFINED	1 2
CITIGROUP INC	COM NEW	172967424	44873	1077650	SH		DEFINED	1 2
CITIGROUP INC	COM NEW	172967424	14487	347900	SH		DEFINED	1 2
CNO FINL GROUP INC	COM	12621E103	4746	600000	SH		DEFINED	1 2
COLONY FINL INC	COM	19624R106	1364	75500	SH		DEFINED	1 2
COMMVAULT SYSTEMS INC	COM	204166102	3174	71400	SH	CALL	DEFINED	1 2
COMMVAULT SYSTEMS INC	COM	204166102	3214	72300	SH	CALL	DEFINED	1 2

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CONCHO RES INC	COM	20605P101	524	5700	SH	DEFINED	1	2	
CONCHO RES INC	COM	20605P101	1212	13200	SH	DEFINED	1	2	
CROCS INC	COM	227046109	1504	58400	SH	DEFINED	1	2	
CROCS INC	COM	227046109	3337	129600	SH	DEFINED	1	2	
CUMMINS INC	COM	231021106	5858	56600	SH	CALL	DEFINED	1	2
CUMMINS INC	COM	231021106	3312	32000	SH	DEFINED	1	2	
CUMMINS INC	COM	231021106	2629	25400	SH	CALL	DEFINED	1	2
CVR ENERGY INC	COM	12662P108	827	33600	SH	DEFINED	1	2	
CVR ENERGY INC	COM	12662P108	2386	96900	SH	DEFINED	1	2	
CVR ENERGY INC	COM	12662P108	603	24500	SH	DEFINED	1	2	
DANAHER CORP DEL	COM	235851102	1651	31161	SH	DEFINED	1	2	
DANAHER CORP DEL	COM	235851102	24600	464242	SH	DEFINED	1	2	
DEVON ENERGY CORP NEW	COM	25179M103	221	2800	SH	DEFINED	1	2	
DEVON ENERGY CORP NEW	COM	25179M103	891	11300	SH	DEFINED	1	2	
DEVON ENERGY CORP NEW	COM	25179M103	307	3900	SH	DEFINED	1	2	
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2181	30975	SH	DEFINED	1	2	
E M C CORP MASS	COM	268648102	4879	177094	SH	DEFINED	1	2	
E M C CORP MASS	COM	268648102	5779	209760	SH	DEFINED	1	2	
EATON CORP	COM	278058102	2161	42000	SH	DEFINED	1	2	
EL PASO CORP	COM	28336L109	1889	93500	SH	DEFINED	1	2	
EL PASO CORP	COM	28336L109	983	48700	SH	DEFINED	1	2	
EL PASO CORP	COM	28336L109	1424	70500	SH	DEFINED	1	2	
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	548	16500	SH	DEFINED	1	2	
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	2159	65000	SH	DEFINED	1	2	
ENERGY XXI (BERMUDA) LTD	USD UNRS SHS	G10082140	751	22600	SH	DEFINED	1	2	
FOREST OIL CORP	COM PAR \$0.01	346091705	189	7100	SH	DEFINED	1	2	
FOREST OIL CORP	COM PAR \$0.01	346091705	751	28100	SH	DEFINED	1	2	
FOREST OIL CORP	COM PAR \$0.01	346091705	262	9800	SH	DEFINED	1	2	
FORMFACTOR INC	COM	346375108	1061	117100	SH	DEFINED	1	2	
FORMFACTOR INC	COM	346375108	3244	358000	SH	CALL	DEFINED	1	2
FORMFACTOR INC	COM	346375108	3286	362700	SH	CALL	DEFINED	1	2
FORMFACTOR INC	COM	346375108	1047	115584	SH	DEFINED	1	2	
FRONTIER OIL CORP	COM	35914P105	3550	109855	SH	DEFINED	1	2	
FRONTIER OIL CORP	COM	35914P105	3473	107500	SH	DEFINED	1	2	
FRONTIER OIL CORP	COM	35914P105	8094	250514	SH	DEFINED	1	2	
FRONTIER OIL CORP	COM	35914P105	1454	45000	SH	CALL	DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	3231	100000	SH	CALL	DEFINED	1	2
GANNETT INC	COM	364730101	12744	900000	SH	PUT	DEFINED	1	2
GARDNER DENVER INC	COM	365558105	1093	13000	SH	DEFINED	1	2	
GENERAL GROWTH PPTYS INC NEW	COM	370023103	537	32160	SH	DEFINED	1	2	
GLOBAL EAGLE ACQUISITION COR	UNIT 99/99/9999	37951D201	545	53937	SH	DEFINED	1	2	
GLOBAL EAGLE ACQUISITION COR	UNIT 99/99/9999	37951D201	8124	803563	SH	DEFINED	1	2	
GLOBAL X FDS	GLB X URANIUM	37950E754	831	69000	SH	DEFINED	1	2	
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2947	202000	SH	DEFINED	1	2	
GOLDMAN SACHS GROUP INC	COM	38141G104	5434	40833	SH	DEFINED	1	2	
GREENHILL & CO INC	COM	395259104	4844	90000	SH	DEFINED	1	2	
HESS CORP	COM	42809H107	576	7700	SH	DEFINED	1	2	
HESS CORP	COM	42809H107	1331	17800	SH	DEFINED	1	2	
HOLLY CORP	COM PAR \$0.01	435758305	1624	23400	SH	DEFINED	1	2	
HOLLY CORP	COM PAR \$0.01	435758305	6454	93000	SH	DEFINED	1	2	
HOLLY CORP	COM PAR \$0.01	435758305	2242	32300	SH	DEFINED	1	2	
HONEYWELL INTL INC	COM	438516106	2443	41000	SH	DEFINED	1	2	
HOWARD HUGHES CORP	COM	44267D107	200	3081	SH	DEFINED	1	2	
IGO INC	COM	449593102	436	267680	SH	DEFINED	1	2	
INTERPUBLIC GROUP COS INC	COM	460690100	2907	232460	SH	DEFINED	1	2	
INTERPUBLIC GROUP COS INC	COM	460690100	2944	235540	SH	DEFINED	1	2	
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	4226	200000	SH	DEFINED	1	2	
ISTAR FINL INC	COM	45031U101	103	12680	SH	DEFINED	1	2	
ISTAR FINL INC	COM	45031U101	1144	141113	SH	DEFINED	1	2	
KB HOME	COM	48666K109	4559	410000	SH	PUT	DEFINED	1	2
KKR & CO L P DEL	COM UNITS	48248M102	11593	710376	SH	DEFINED	1	2	
KKR & CO L P DEL	COM UNITS	48248M102	8715	534000	SH	DEFINED	1	2	

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KKR & CO L P DEL	COM UNITS	48248M102	804	49258	SH		DEFINED	1	2
LENNAR CORP	CL A	526057104	1629	89743	SH		DEFINED	1	2
LENNAR CORP	CL A	526057104	12342	680000	SH	PUT	DEFINED	1	2
LORILLARD INC	COM	544147101	21774	200000	SH	PUT	DEFINED	1	2
MACYS INC	COM	55616P104	12281	420000	SH	CALL	DEFINED	1	2
MARATHON OIL CORP	COM	565849106	1617	30700	SH		DEFINED	1	2
MARATHON OIL CORP	COM	565849106	3598	68300	SH		DEFINED	1	2
MCDERMOTT INTL INC	COM	580037109	594	30000	SH		DEFINED	1	2
METLIFE INC	COM	59156R108	6581	150000	SH		DEFINED	1	2
MFA FINANCIAL INC	COM	55272X102	4020	500000	SH		DEFINED	1	2
MORGAN STANLEY	COM NEW	617446448	4602	200000	SH		DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	15	5000	SH		DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	221	75285	SH		DEFINED	1	2
MSC INDL DIRECT INC	CL A	553530106	663	10000	SH		DEFINED	1	2
NEWCASTLE INVT CORP	COM	65105M108	5929	1025729	SH		DEFINED	1	2
NEWCASTLE INVT CORP	COM	65105M108	1107	191600	SH		DEFINED	1	2
NEWFIELD EXPL CO	COM	651290108	217	3200	SH		DEFINED	1	2
NEWFIELD EXPL CO	COM	651290108	850	12500	SH		DEFINED	1	2
NEWFIELD EXPL CO	COM	651290108	292	4300	SH		DEFINED	1	2
OASIS PETE INC NEW	COM	674215108	1198	40400	SH		DEFINED	1	2
OASIS PETE INC NEW	COM	674215108	3437	115800	SH		DEFINED	1	2
OASIS PETE INC NEW	COM	674215108	1941	65400	SH		DEFINED	1	2
ON TRACK INNOVATION LTD	SHS	M8791A109	1609	731525	SH		DEFINED	1	2
PACCAR INC	COM	693718108	2248	44000	SH		DEFINED	1	2
PENN NATL GAMING INC	COM	707569109	6367	157823	SH		DEFINED	1	2
PENNEY J C INC	COM	708160106	4044	121100	SH	CALL	DEFINED	1	2
PENNEY J C INC	COM	708160106	5973	178900	SH	CALL	DEFINED	1	2
PETROHAWK ENERGY CORP	COM	716495106	777	31500	SH		DEFINED	1	2
PETROHAWK ENERGY CORP	COM	716495106	3086	125100	SH		DEFINED	1	2
PETROHAWK ENERGY CORP	COM	716495106	1071	43400	SH		DEFINED	1	2
PMI GROUP INC	COM	69344M101	535	500000	SH		DEFINED	1	2
PRICELINE COM INC	COM NEW	741503403	4336	8470	SH		DEFINED	1	2
PRICELINE COM INC	COM NEW	741503403	4367	8530	SH		DEFINED	1	2
PRIMORIS SVCS CORP	COM	74164F103	580	30231	SH		DEFINED	1	2
PRUDENTIAL FINL INC	COM	744320102	1577	24800	SH		DEFINED	1	2
PRUDENTIAL FINL INC	COM	744320102	9869	155200	SH		DEFINED	1	2
RAILAMERICA INC	COM	750753402	455250	30350000	SH		DEFINED	1	2
SALESFORCE COM INC	COM	79466L302	10815	72599	SH		DEFINED	1	2
SALESFORCE COM INC	COM	79466L302	14041	94248	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1521	20200	SH	CALL	DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	3376	44800	SH	CALL	DEFINED	1	2
SM ENERGY CO	COM	78454L100	837	11400	SH		DEFINED	1	2
SM ENERGY CO	COM	78454L100	3336	45400	SH		DEFINED	1	2
SM ENERGY CO	COM	78454L100	1154	15700	SH		DEFINED	1	2
SPANSION INC	COM CL A NEW	84649R200	517	26813	SH		DEFINED	1	2
SPANSION INC	COM CL A NEW	84649R200	7512	389828	SH		DEFINED	1	2
SPANSION INC	COM CL A NEW	84649R200	17197	892407	SH		DEFINED	1	2
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	3862	65700	SH	PUT	DEFINED	1	2
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	1340	22800	SH	PUT	DEFINED	1	2
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	970	16500	SH	PUT	DEFINED	1	2
SPX CORP	COM	784635104	1819	22000	SH		DEFINED	1	2
SUNCOR ENERGY INC NEW	COM	867224107	880	22500	SH		DEFINED	1	2
SUNCOR ENERGY INC NEW	COM	867224107	3499	89500	SH		DEFINED	1	2
SUNCOR ENERGY INC NEW	COM	867224107	1212	31000	SH		DEFINED	1	2
SUPERVALU INC	COM	868536103	16787	1550000	SH	PUT	DEFINED	1	2
SYMANTEC CORP	COM	871503108	6122	310400	SH	CALL	DEFINED	1	2
SYMANTEC CORP	COM	871503108	6204	314600	SH	CALL	DEFINED	1	2
SYMANTEC CORP	COM	871503108	4894	248200	SH		DEFINED	1	2
SYMANTEC CORP	COM	871503108	7233	366800	SH		DEFINED	1	2
TERADATA CORP DEL	COM	88076W103	3442	88100	SH	CALL	DEFINED	1	2
TERADATA CORP DEL	COM	88076W103	3395	86900	SH	CALL	DEFINED	1	2
TERADYNE INC	COM	880770102	5153	287500	SH	CALL	DEFINED	1	2

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TERADYNE INC	COM	880770102	5218	291200	SH	CALL	DEFINED	1	2
TIME WARNER CABLE INC	COM	88732J207	583	7473	SH		DEFINED	1	2
TIME WARNER CABLE INC	COM	88732J207	1914	24527	SH		DEFINED	1	2
TIMKEN CO	COM	887389104	2117	42000	SH		DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	2262	39100	SH		DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	2262	39100	SH	PUT	DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	1637	28300	SH	PUT	DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	6513	112600	SH		DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	1637	28300	SH		DEFINED	1	2
TOTAL S A	SPONSORED ADR	89151E109	6513	112600	SH	PUT	DEFINED	1	2
TW TELECOM INC	COM	87311L104	3084	150201	SH		DEFINED	1	2
UNITED PARCEL SERVICE INC	CL B	911312106	2115	29000	SH		DEFINED	1	2
VISA INC	COM CL A	92826C839	3497	41500	SH		DEFINED	1	2
VMWARE INC	CL A COM	928563402	1493	14900	SH		DEFINED	1	2
VMWARE INC	CL A COM	928563402	1513	15100	SH		DEFINED	1	2
WCA WASTE CORP	COM	92926K103	598	204444	SH		DEFINED	1	2
WILLBROS GROUP INC DEL	COM	969203108	387	45350	SH		DEFINED	1	2
YAHOO INC	COM	984332106	29666	1876400	SH	CALL	DEFINED	1	2
YAHOO INC	COM	984332106	13677	865100	SH	CALL	DEFINED	1	2