

MBF Healthcare Acquisition Corp.
Form SC 13G/A
February 13, 2008

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

MBF Healthcare Acquisition Corp.
(Name of Issuer)

Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

552650202
(CUSIP Number)

December 31, 2007
(Date of Event Which Requires Filing of this Statement)

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 disclosures provided in a prior cover page.

The information required on 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).

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge DSO Securities LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) []
GROUP (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 1,080,000

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

1,080,000

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,080,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

2

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge OSO Securities LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) []
GROUP (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 120,000
BENEFICIALLY

OWNED BY 6 SHARED VOTING POWER
EACH

REPORTING 0
PERSON

WITH 7 SOLE DISPOSITIVE POWER

120,000

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

120,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

3

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge Special Opportunities Fund LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) []
GROUP (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 0
BENEFICIALLY

OWNED BY 6 SHARED VOTING POWER
EACH

REPORTING 1,080,000*
PERSON

WITH 7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,080,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,080,000*

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

PN

* Solely in its capacity as the sole managing member of Drawbridge DSO Securities LLC.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge Special Opportunities Fund Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

120,000*

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

120,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

120,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

* Solely in its capacity as the sole managing member of Drawbridge OSO Securities LLC.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge Special Opportunities GP LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) []
GROUP (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 0

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

1,080,000*

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,080,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,080,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

* Solely in its capacity as the general partner of Drawbridge Special Opportunities Fund LP.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Drawbridge Special Opportunities Advisors LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a)]
GROUP (b)]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 0

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

1,200,000*

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,200,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,200,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.5% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

* Solely in its capacity as the investment advisor of each of Drawbridge Special Opportunities Fund LP and Drawbridge Special Opportunities Fund Ltd.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Fortress Principal Investment Holdings IV LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a)]
 GROUP (b)]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 0
 BENEFICIALLY

OWNED BY 6 SHARED VOTING POWER

EACH 1,080,000*
 REPORTING

PERSON 7 SOLE DISPOSITIVE POWER

WITH 0

0

8 SHARED DISPOSITIVE POWER

1,080,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,080,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
 SHARES]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.1% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

* Solely in its capacity as the sole managing member of Drawbridge Special Opportunities GP LLC.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

FIG LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a)]
 GROUP (b)]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES 0
 BENEFICIALLY
 OWNED BY
 EACH
 REPORTING
 PERSON
 WITH

6 SHARED VOTING POWER

1,200,000*

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,200,000*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,200,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
 SHARES]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.5% (based on 26,593,750 shares of common stock outstanding as of November 12, 2007)

12 TYPE OF REPORTING PERSON

OO

* Solely in its capacity as the sole managing member of Drawbridge Special Opportunities Advisors LLC.

CUSIP No.: 552650202

1 NAME OF REPORTING PERSON

Fortress Operating Entity I LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) []
GROUP (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES
BENEFICIALLY

0

OWNED BY
EACH
REPORTING
PERSON

6 SHARED VOTING POWER

1,200,000*

WITH

7 SOLE DISPOSITIVE POWER

0