

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

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) **June 8, 2012**

ARMOUR Residential REIT, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Maryland

001-33736

26-1908763

(State or Other Jurisdiction
of Incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

**3001 Ocean Drive, Suite 201
Vero Beach, Florida**

32963

(Address of Principal Executive Offices)

(Zip Code)

(772) 617-4340

(Registrant's Telephone Number, Including Area Code)

n/a

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On June 8, 2012, ARMOUR Residential REIT, Inc. (“ARMOUR”) posted on its website, a slide deck presentation, which contains updates on ARMOUR’s financial position, business and operations. Attached as Exhibit 99.1 to this report is the slide deck presentation posted by ARMOUR.

The slide deck presentation attached to this report as Exhibit 99.1 is furnished pursuant to this Item 7.01 and shall not be deemed filed in this or any other filing of ARMOUR under the Securities Exchange Act of 1934, as amended, unless expressly incorporated by specific reference in any such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Slide Deck Presentation, dated June 8, 2012

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 8, 2012

ARMOUR RESIDENTIAL REIT, INC.

By: /s/ Jeffrey J. Zimmer

Name: Jeffrey J. Zimmer

Title: Co-Chief Executive Officer, President,
Co-Vice Chairman and Chief Financial Officer

Exhibit Index

Exhibit No. Description

99.1 Slide Deck Presentation, dated June 8, 2012



ARMOUR RESIDENTIAL REIT, Inc.
Company Update
June 8, 2012

PLEASE READ: Important Regulatory and Yield Estimate Risk Disclosures

Certain statements made in this presentation regarding ARMOUR Residential REIT, Inc. ("ARMOUR" or the "Company"), and any other statements regarding ARMOUR's future expectations, beliefs, goals or prospects constitute forward-looking statements made within the meaning of Section 21E of the Securities Exchange Act of 1934. Any statements that are not statements of historical fact (including statements containing the words "believes," "plans," "anticipates," "expects," "estimates" and similar expressions) should also be considered forward-looking statements. Forward-looking statements include but are not limited to statements regarding the projections for ARMOUR's business and plans for future growth and operational improvements. A number of important factors could cause actual results or events to differ materially from those indicated by such forward-looking statements. ARMOUR assumes no obligation to update the information in this communication, except as otherwise required by law. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof.

This material is for information purposes only and does not constitute an offer to sell, a solicitation of an offer to buy, or a recommendation for any securities, financial instruments, or common or privately issued stock. The statements, information and estimates contained herein are based on information that the presenter believes to be reliable as of today's date, but cannot be represented that such statements, information or estimates are complete or accurate.

Actual realized yields, durations and net durations described herein will depend on a number of factors that cannot be predicted with certainty. Estimated yields do not reflect any of the costs of operation of ARMOUR.

THE INFORMATION PRESENTED HEREIN IS UNAUDITED AND UNREVIEWED.



ARMOUR Capitalization, Dividend Policy, Transparency and Manager

Market Capitalization

- 182,558,372 shares of common stock outstanding (NYSE: "ARR").
- 1,400,000 shares of \$25 par price preferred stock outstanding (NYSE: "ARR PrA").
- Market capitalization of \$1.28 billion of common and \$35 million of preferred.
- Additional paid-in capital estimate (common & preferred): \$1.30 billion.

Dividend Policy and Taxable REIT Income

- ARMOUR pays dividends monthly.
- Dividends are announced based on estimates of future taxable REIT income.
- The Q2 2012 monthly dividend rate is \$0.10 per month.

Q2 2012	April	May	June
Record Date	16th	15th	15th
Payment Date	27th	30th	28th

Transparency and Governance

- Portfolio and liability details are updated monthly at www.armourreit.com.
- Premium amortization is expensed monthly as it occurs. No yield smoothing.
- Hedge positions are marked-to-market daily (GAAP/TAX differences).
- Non-Executive Board Chairman.

ARMOUR REIT Manager and Fee Structure

- ARMOUR REIT is externally managed by ARMOUR Residential Management LLC.
- Accretive fee structure: effective fee percentage declines as equity increases.
 - Gross equity raised up to \$1.0 billion, 1.5% (per annum) of gross equity.
 - Gross equity raised in excess of \$1.0 billion, 0.75% (per annum) of gross equity.
 - Current weighted average fee is 1.314% (per annum) of gross equity.



ARMOUR Balance Sheet Targets

Assets

ARMOUR invests in Agency mortgage securities.

Duration

Net balance sheet weighted average duration target of 1.5 or less.

- 1.62 gross asset duration.
- -0.26 net balance sheet duration after the effect of derivatives.

Hedging

Hedge a minimum of 40% of fixed rate assets and funding rate risk.

- \$6.77 billion in derivatives (swaps, swaptions, and futures).
 - 59.6% of REPO borrowings hedged.
 - 4.26 hedge duration

Liquidity

Hold 40% of unlevered equity in cash between prepayment periods.

- \$721.6 million in total liquidity (55.4% of additional paid-in capital).
 - \$281.8 million in true cash (21.6% of additional paid-in capital).
 - \$241.9 million in unlevered securities (18.6% of additional paid-in capital).
 - \$197.9 million in short term Agency P&I (15.2% of additional paid-in capital).

Leverage

Debt to equity target of 9.0x vs. additional paid-in capital ("APIC").

- \$11.36 billion in net REPO borrowings or 8.73x APIC.



ARMOUR Portfolio Strategy and Investment Methodology

Management has a focused and disciplined approach to evaluating assets for inclusion in the ARMOUR portfolio. ARMOUR employs a 'buy and hold' strategy rather than a 'trading' strategy.

- **Low Duration Agency Securities**
 - Target a portfolio of low duration assets to reduce gross interest rate exposure.
- **Diversify Broadly**
 - Diversification limits idiosyncratic pool risk.
 - 1,041 cusips.
- **Highly Liquid Assets**
 - Purchase those Agency securities that are highly liquid (easily traded and priced).
 - ARMOUR purchases "pass-through" securities.
 - No collateralized mortgage obligations ("CMOs").
- **Diversified Sources**
 - Source assets through a mix of direct purchases from:
 - Originators.
 - Dealer inventories.
 - Bid lists.
- **Loan Analysis – Inelasticity vs. Elasticity**
 - **Credit work on non-credit assets.**
 - Original and current loan balance.
 - Year of origination.
 - Originating company, third-party originators.
 - Loan seasoning.
 - Principal amortization schedule.
 - Original loan-to-value ratio.
 - Geography.
- **Pool Analysis**
 - NO TBA pools – Only specified pools.
 - Prepayment history.
 - Prepayment expectations.
 - Premium over par.
 - "Hedgability."
 - Liquidity.

ARMOUR Portfolio Composition

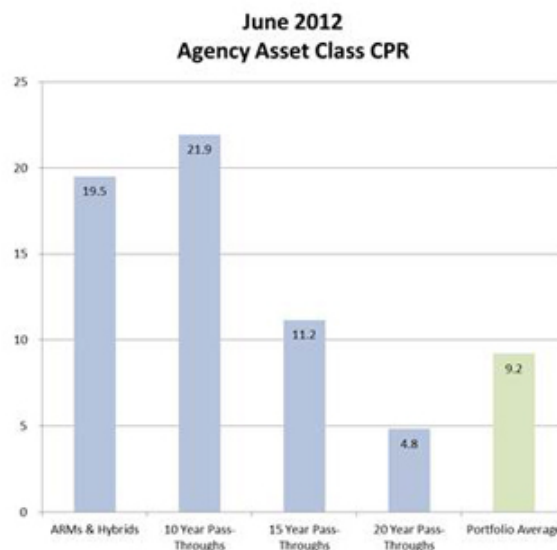
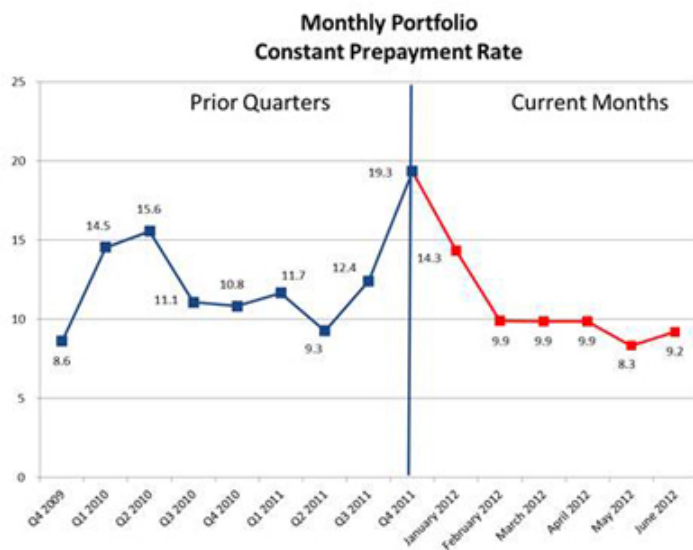
ARM & Hybrid Securities Months to Reset	Current Value (millions)	Percentage of ARM & Hybrid Securities	Weighted Average Net/Gross Coupon	Weighted Average Months to Reset
0-18	\$ 82.4	3.2%	4.09/4.59	11
19-36	\$ 329.0	12.7%	4.17/4.64	31
37-48	\$ 278.5	10.8%	3.41/3.87	42
49-60	\$ 235.9	9.1%	3.96/4.37	56
61-84	\$ 735.7	28.5%	3.46/3.90	69
85-120	\$ 919.9	35.6%	3.70/4.14	108
Total	\$ 2,581.4	100.0%	3.70/4.14	72

Fixed Rate Securities	Current Value (millions)	Percentage of Fixed Rate Securities	Weighted Average Net/Gross Coupon
Fixed Rates Maturing in 120 Months or Less	\$ 38.2	0.4%	3.63/3.98
Fixed Rates Maturing Between 121 and 180 Months	\$ 2,630.8	25.8%	3.58/3.94
Fixed Rates Maturing Between 181 and 240 Months	\$ 7,516.8	73.8%	3.64/4.08
Total	\$10,185.8	100.0%	3.63/4.05

Information as of 6/7/2012. Portfolio value is based on independent third-party pricing. Portfolio information includes all forward settling trades. Some totals may not foot due to rounding.



ARMOUR Portfolio Constant Prepayment Rates ("CPR")



ARMOUR expenses premium amortization monthly as it occurs.

Constant Prepayment Rate ("CPR") is the annualized equivalent of single monthly mortality ("SMM"). CPR attempts to predict the percentage of principal that will prepay over the next twelve months based on historical principal pay downs.

CPR is reported on the 4th business day of the month for the previous month's prepayment activity.



ARMOUR Portfolio and Derivatives Duration Detail

Agency Asset Class	Current Value (millions)	Weighted Average Purchase Price	Weighted Average Current Market Price	Weighted Average Net/Gross Coupon	Estimated Effective Duration Using Current Values
ARMs & Hybrids	\$ 2,581.4	104.0%	105.7%	3.70/4.14	-0.97
Fixed Rates Maturing in 120 Months or Less	\$ 38.2	102.7%	105.3%	3.63/3.98	2.13
Fixed Rates Maturing Between 121 and 180 Months	\$ 2,630.8	104.5%	105.6%	3.58/3.94	2.21
Fixed Rates Maturing Between 181 and 240 Months	\$ 7,516.8	105.0%	106.4%	3.64/4.08	2.30
Total or Weighted Average	\$ 12,767.2	104.7%	106.1%	3.64/4.06	1.62

Estimated Balance Sheet Duration	Amount (millions)	Duration Effect on Balance Sheet		Amount (millions)	% Hedged
Agency Assets	\$ 12,767.2	1.62	Non-ARM Assets	\$12,684.8	53.4%
Derivatives ⁽¹⁾	\$ 5,971.0	-4.26	Net Repo Balance	\$11,364.1	59.6%
Net Balance Sheet Duration		-0.26			

(1) Derivatives consist of interest rate swaps and Eurodollar futures.

Duration estimates are derived from third-party software. Actual realized yields, durations and net durations described herein will depend on a number of factors that cannot be predicted with certainty. If rates decline, the value of our derivatives will typically decline. Inversely, if rates increase, the value of our derivatives will typically increase.

Information as of 6/7/2012. Portfolio value is based on independent third-party pricing. Portfolio information includes all forward settling trades. Some totals may not foot due to rounding.



ARMOUR Derivatives Detail

Derivative Type ⁽¹⁾	Remaining Term	Weighted Average Remaining Term (Months)	Notional Amount (millions)	Weighted Average Rate
Interest Rate Swap	0-12 Months	7	\$ 20.0	0.53
Interest Rate Swap	13-24 Months	20	\$ 290.0	1.09
Interest Rate Swap	25-36 Months	34	\$ 480.0	1.46
Interest Rate Swap	37-48 Months	44	\$ 2,750.0	1.16
Interest Rate Swap	49-60 Months	55	\$ 1,900.0	0.94
Interest Rate Swap	61-120 Months	119	\$ 400.0	1.55
Eurodollar Futures	0-40 Months	21	\$ 131.0	1.82
Total or Weighted Average		50	\$ 5,971.0	1.15

Interest Rate Swaptions	Underlying Swap Term	Weighted Average Remaining Option Term (Months)	Notional Amount (millions)	Weighted Average Rate
Interest Rate Swaptions	0-60 Months	11	\$ 400.0	1.55
Interest Rate Swaptions	61-120 Months	11	\$ 400.0	2.38
Total or Weighted Average		11	\$ 800.0	1.97

(1) Derivatives consist of interest rate swaps and Eurodollar futures.

Active swap counterparties include:

Citibank, N.A., Deutsche Bank AG, JP Morgan Chase, N.A., Nomura Global Financial Products Inc., UBS AG, and Wells Fargo Bank, N.A.

Information as of 6/7/2012. Some totals may not foot due to rounding.



ARMOUR REPO Composition

REPO Counter-Party ⁽¹⁾	Principal Borrowed (millions)	Percentage of REPO Positions with ARMOUR	Weighted Average Maturity in Days	Longest Maturity in Days
1 Merrill Lynch, Pierce, Fenner & Smith Inc.	\$ 792.3	6.9%	51	89
2 Mitsubishi UFJ Securities (USA), Inc.	\$ 724.5	6.3%	15	47
3 Deutsche Bank Securities Inc.	\$ 664.7	5.8%	29	92
4 J.P. Morgan Securities LLC	\$ 647.4	5.6%	38	60
5 ICBC Financial Services LLC	\$ 643.6	5.6%	92	176
6 Wells Fargo Bank, N.A.	\$ 636.7	5.5%	13	25
7 Pierpont Securities LLC	\$ 607.7	5.3%	20	46
8 RBS Securities Inc.	\$ 598.6	5.2%	21	54
9 Gleacher & Company Securities, Inc.	\$ 540.0	4.7%	34	39
10 Goldman, Sachs & Co.	\$ 523.6	4.5%	47	89
11 BNP Paribas Securities Corp.	\$ 515.8	4.5%	17	33
12 CRT Capital Group LLC	\$ 495.3	4.3%	6	11
13 Barclays Capital Inc.	\$ 482.2	4.2%	13	25
14 UBS Securities LLC	\$ 478.3	4.2%	15	28
15 South Street Securities LLC	\$ 477.8	4.1%	6	28
16 Citigroup Global Markets Inc.	\$ 409.6	3.6%	8	11
17 The Bank of Nova Scotia	\$ 386.2	3.4%	72	180
18 ING Financial Markets LLC	\$ 351.0	3.0%	49	89
19 Cantor Fitzgerald & Co. Inc.	\$ 295.0	2.6%	19	25
20 Nomura Securities International, Inc.	\$ 283.7	2.5%	46	84
21 Daiwa Securities America Inc.	\$ 276.0	2.4%	8	11
22 Guggenheim Securities, LLC	\$ 244.4	2.1%	43	57
23 Mizuho Securities USA Inc.	\$ 206.3	1.8%	7	8
24 Credit Suisse Securities (USA) LLC	\$ 120.7	1.0%	7	7
25 The Prineridge Group LLC	\$ 86.4	0.8%	10	14
26 KGS-Alpha Capital Markets, L.P.	\$ 27.2	0.2%	4	4
Total or Weighted Average	\$ 11,515.1	100.0%	30	

Weighted Average Haircut	4.79%
Weighted Average Repo Rate	0.37%

June Paydowns	\$ (150.9)
Total REPO after Paydowns	\$ 11,364.1
Debt to Equity⁽²⁾ Ratio after Paydowns	8.73

(1) ARMOUR has signed MRAs with 31 counterparties.

(2) Equity is defined as additional paid-in capital.

Information as of 6/7/2012.
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