FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL											
	OMB Number:		3235-02	8								
-1	1											

37 Estimated average burden hours per response: 0.5

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1/h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

						_																		
Name and Address of Reporting Person* LIVEN COOTTEN							2. Issuer Name and Ticker or Trading Symbol Armour Residential REIT, Inc. [ARR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
<u>ULM SCOTT</u>						1	rumour residential rest, me. [Arr.]									X	Direc	ctor	-	.0% C	wner			
-						-										X	Offic	er (give title	(Other	(specify			
(Last)		(Firs	t) (I	Middle)		3. D	3. Date of Earliest Transaction (Month/Day/Year)									Λ	belov	N)	l	elow)				
3001 OCEAN DRIVE						04/	04/13/2011									Co-CEO and CIO								
SUITE #201																								
3011E #.	201																							
						- 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)								
(Street)	- 1 677			2002											-	X Form filed by One Reporting Person								
VERO B	EACH	FL	3	2963												, , ,								
						-												Form filed by More than One Reporting Person						
(City)		(Stat	e) (2	Zip)																				
			Tabl	e I - Nor	ı-Deriv	ative	Se	curitie	s Acq	quired,	Dis	posed o	f, oı	r Bene	efici	ally	Owne	ed						
1. Title of S	ecurity (I	nstr.	3)		2. Trans	action				3.							ount of	6. Owners		7. Nature				
Date (Month/Da						Dav/Ye	Execution Date, ay/Year) if any				Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)				3, 4 a	ınd	Securi Benefi			Form: Direct D) or Indirect	of Indirect Beneficial			
					```	(Month/Day/Yea		ay/Year)							d Following		(l) (Instr. 4)	Ownership (Instr. 4)						
								Code	v	Amount	(A) or		Price	Co Trans		action(s)			(111311. 4)					
									Couc	_	Amount	(D)		1	(Insti		3 and 4)							
Common Stock, par value \$0.001 per share 04/13/						3/2011	/2011			<b>M</b> ⁽¹⁾		1,795	5	A	(1)		156,795		D					
			Ta	ble II - D	)erivat	ive S	ecu	rities	Δαιιί	ired Di	eno	sed of	or P	Renefi	ciall	v O	vned							
			14									onvertib				<i>y</i> 0.	viica							
1. Title of	2.	:	3. Transaction	3A. Deeme	ed	4.				6. Date Exercisable and			7. Title and			8. Price of		9. Number o			11. Nature			
Derivative Security	Conversion or Exercise		Date (Month/Day/Year)	Execution if any	Date,		Transaction Code (Instr. 8)		Derivative ( Securities		(Month/Day/Year)			Amount of Securities		Derivative Security		derivative Securities		Ownership Form: Direct (D)	of Indirect Beneficial			
(Instr. 3)	Price of			(Month/Da		8)								Underlying			r. 5)	Beneficially	Direct		Ownership			
Derivative     Security			Acquired Derivative (A) or Security (Instr.						str. 3			Owned Following	or Ind (I) (Ins		(Instr. 4)									
				Disposed					and 4)						Reported	1	,							
				of (D) (Instr. 3, 4										Transaction (Instr. 4)	(s)									
							and 5)		)									, ,						
											Т				ount									
										or Nun	nber													
				Code	v	_(A)		Date Exercises		Expiration	Tiels	of												
			- 1		- 1	Code	١v	(A)	(D)	Exercisab	ne   L	Date	Title	e ∣Sha	res	1								

## **Explanation of Responses:**

1. On April 13, 2011, the reporting person elected to redeem 1,795 shares of vested phantom stock previously granted under ARMOUR Residential REIT, Inc.'s 2009 Stock Incentive Compensation Plan into 1,795 shares of ARMOUR's common stock. The 1,795 shares were issued on April 13, 2011

## Remarks:

04/18/2011 /s/ Scott J. Ulm

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.