

Edgar Filing: Fortress Investment Group LLC - Form 13F-HR

Fortress Investment Group LLC  
Form 13F-HR  
November 14, 2007

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2007

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: 28-12421

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: Randal A. Nardone  
Title: Chief Operating Officer  
Phone: 212-798-6100

Signature, Place, and Date of Signing:

/s/ Randal A. Nardone New York, NY November 14, 2007

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: 0  
Form13F Information Table Entry Total: 370  
Form13F Information Table Value Total: \$6,127,689 (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	28-12421	Fortress Investment Group LLC
2	28-12417	FIG Corp
3	28-12418	Fortress Operating Entity I LP
4	28-10806	FIG LLC
5	28-10807	Drawbridge Global Macro Advisors LLC
6	28-11237	Drawbridge Special Opportunities Advisors LLC
7	28-11538	Fortress Fund MM LLC
8	28-11537	Fortress Fund MM II LLC
9	28-10162	FIG Advisors LLC
10	28-12420	RIC Coinvestment Fund GP LLC
11	28-12416	Fortress Investment Fund GP Holdings LLC
12	28-12512	Fortress Fund III GP LLC
13	28-12439	Fortress Operating Entity II LP

### FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
3M CO	COM	88579Y101	664	7100	SH		DEFINED	1 2
ABERCROMBIE & FITCH CO	CL A	002896207	227	2810	SH		DEFINED	1 2
ABX AIR INC	COM	00080S101	1842	260219	SH		DEFINED	1 2
ACA CAPITAL HOLDINGS INC	COM	000833103	5866	963236	SH		DEFINED	1 2
ADOBE SYS INC	COM	00724F101	5065	116000	SH		DEFINED	1 2
ADVANCED ENERGY INDS	COM	007973100	158	10490	SH		DEFINED	1 2
ADVANCED TECHNOLOGY ACQU COR	UNIT 06/11/2011	007556202	14609	1856250	SH		DEFINED	1 2
AIR PRODS & CHEMS INC	COM	009158106	499	5100	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	167100	5000000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	1002600	30000000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	183599	5493720	SH		DEFINED	1 2
AKAMAI TECHNOLOGIES INC	COM	00971T101	13790	480000	SH		DEFINED	1 2
ALCAN INC	COM	013716105	530	5300	SH		DEFINED	1 2
ALCOA INC	COM	013817101	4303	110000	SH		DEFINED	1 2
ALCOA INC	COM	013817101	880	22500	SH		DEFINED	1 2
ALDABRA 2 ACQUISITION CORP	COM	01408A103	7352	800000	SH		DEFINED	1 2
ALDABRA 2 ACQUISITION CORP	*W EXP 06/18/20	01408A111	431	287400	SH		DEFINED	1 2
ALLSTATE CORP	COM	020002101	520	9100	SH		DEFINED	1 2
ALLSTATE CORP	COM	020002101	5719	100000	SH	CALL	DEFINED	1 2
ALLTEL CORP	COM	020039103	65569	941000	SH		DEFINED	1 2
ALLTEL CORP	COM	020039103	9267	133000	SH		DEFINED	1 2
ALTRIA GROUP INC	COM	02209S103	4314	62045	SH		DEFINED	1 2
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	15150	600000	SH	CALL	DEFINED	1 2
AMERICAN CAPITAL STRATEGIES	COM	024937104	6410	150000	SH		DEFINED	1 2
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	500	19000	SH		DEFINED	1 2
AMERICAN EXPRESS CO	COM	025816109	5155	86820	SH		DEFINED	1 2
AMERICAN INTL GROUP INC	COM	026874107	1008	14900	SH		DEFINED	1 2
AMERICAN SCIENCE & ENGR INC	COM	029429107	263	4200	SH		DEFINED	1 2
AMKOR TECHNOLOGY INC	COM	031652100	115	10000	SH		DEFINED	1 2
AMR CORP	COM	001765106	10031	450000	SH	CALL	DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	710	13210	SH		DEFINED	1 2
ANDERSONS INC	COM	034164103	720	15000	SH		DEFINED	1 2
ANHEUSER BUSCH COS INC	COM	035229103	660	13200	SH		DEFINED	1 2
ANNALY CAP MGMT INC	COM	035710409	1043	65457	SH		DEFINED	1 2

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APPLE INC	COM	037833100	3608	23500	SH	DEFINED	1	2	
ARCHER DANIELS MIDLAND CO	COM	039483102	523	15800	SH	DEFINED	1	2	
ARCHSTONE SMITH TR	COM	039583109	27364	455000	SH	DEFINED	1	2	
ARCHSTONE SMITH TR	COM	039583109	2345	39000	SH	DEFINED	1	2	
ART TECHNOLOGY GROUP INC	COM	04289L107	96	31820	SH	DEFINED	1	2	
ASSOCIATED BANC CORP	COM	045487105	755	25493	SH	DEFINED	1	2	
AT&T INC	COM	00206R102	660	15600	SH	DEFINED	1	2	
AUTODESK INC	COM	052769106	1119	22400	SH	DEFINED	1	2	
AVIS BUDGET GROUP	COM	053774105	6984	305100	SH	DEFINED	1	2	
BALLY TECHNOLOGIES INC	COM	05874B107	17826	503120	SH	DEFINED	1	2	
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	3231	110000	SH	DEFINED	1	2	
BANCO ITAU HLDG FINANCIERA S	SP ADR 500 PFD	059602201	3290	65000	SH	DEFINED	1	2	
BANK OF AMERICA CORPORATION	COM	060505104	1367	27194	SH	DEFINED	1	2	
BANK OF NEW YORK MELLON CORP	COM	064058100	4158	94200	SH	DEFINED	1	2	
BAXTER INTL INC	COM	071813109	658	11700	SH	DEFINED	1	2	
BAYER A G	SPONSORED ADR	072730302	253	3190	SH	DEFINED	1	2	
BB&T CORP	COM	054937107	1102	27291	SH	DEFINED	1	2	
BCE INC	COM NEW	05534B760	375	9375	SH	DEFINED	1	2	
BCE INC	COM NEW	05534B760	1502	37500	SH	DEFINED	1	2	
BEA SYS INC	COM	073325102	16515	1190700	SH	DEFINED	1	2	
BEAR STEARNS COS INC	COM	073902108	602	4900	SH	DEFINED	1	2	
BROOKDALE SR LIVING INC	COM	112463104	4976	125000	SH	DEFINED	1	2	
BROOKDALE SR LIVING INC	COM	112463104	1322807	33228000	SH	DEFINED	1	2	
BROOKDALE SR LIVING INC	COM	112463104	4977	125000	SH	DEFINED	1	2	
BROOKDALE SR LIVING INC	COM	112463104	700691	17600867	SH	DEFINED	1	2	
BROOKDALE SR LIVING INC	COM	112463104	395274	9929000	SH	DEFINED	1	2	
BUNGE LIMITED	COM	G16962105	741	6900	SH	DEFINED	1	2	
CAMECO CORP	COM	13321L108	11560	250000	SH	CALL	DEFINED	1	2
CAMECO CORP	COM	13321L108	938	20274	SH	DEFINED	1	2	
CANO PETE INC	COM	137801106	519	70000	SH	DEFINED	1	2	
CAPITAL ONE FINL CORP	COM	14040H105	11293	170000	SH	PUT	DEFINED	1	2
CAPITAL ONE FINL CORP	COM	14040H105	6643	100000	SH	DEFINED	1	2	
CAPSTEAD MTG CORP	COM NO PAR	14067E506	2570	250000	SH	DEFINED	1	2	
CASH SYSTEMS INC	COM	14756B102	179	34057	SH	DEFINED	1	2	
CATERPILLAR INC DEL	COM	149123101	6238	79540	SH	DEFINED	1	2	
CBIZ INC	COM	124805102	107	13410	SH	DEFINED	1	2	
CELESTICA INC	SUB VTG SHS	15101Q108	3987	652525	SH	DEFINED	1	2	
CENTENNIAL COMMUNCTNS CORP N	CL A NEW	15133V208	116	11490	SH	DEFINED	1	2	
CENTURYTEL INC	COM	156700106	214	4640	SH	DEFINED	1	2	
CEPHEID	COM	15670R107	376	16500	SH	DEFINED	1	2	
CERIDIAN CORP NEW	COM	156779100	8338	240000	SH	DEFINED	1	2	
CERIDIAN CORP NEW	COM	156779100	1390	40000	SH	DEFINED	1	2	
CHESAPEAKE ENERGY CORP	COM	165167107	820	23250	SH	DEFINED	1	2	
CHEVRON CORP NEW	COM	166764100	674	7200	SH	DEFINED	1	2	
CINCINNATI BELL INC NEW	COM	171871106	61	12320	SH	DEFINED	1	2	
CIT GROUP INC	COM	125581108	3631	90327	SH	DEFINED	1	2	
CITIGROUP INC	COM	172967101	1051	22530	SH	DEFINED	1	2	
CITIZENS REPUBLIC BANCORP IN	COM	174420109	337	20900	SH	DEFINED	1	2	
COACH INC	COM	189754104	511	10800	SH	DEFINED	1	2	
COCA COLA CO	COM	191216100	5029	87500	SH	DEFINED	1	2	
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	4387	55000	SH	DEFINED	1	2	
COLLECTIVE BRANDS INC	COM	19421W100	6594	298900	SH	DEFINED	1	2	
COLONIAL BANGROUP INC	COM	195493309	693	32066	SH	DEFINED	1	2	
COLUMBUS ACQUISITION CORP	*W EXP 05/18/20	198851115	62	72700	SH	DEFINED	1	2	
COLUMBUS ACQUISITION CORP	COM	198851107	2211	300000	SH	DEFINED	1	2	
COMERICA INC	COM	200340107	953	18590	SH	DEFINED	1	2	
COMMERCE BANCORP INC NJ	COM	200519106	3956	102000	SH	DEFINED	1	2	
CONAGRA FOODS INC	COM	205887102	25555	978000	SH	DEFINED	1	2	
COUNTRYWIDE FINANCIAL CORP	COM	222372104	968	50914	SH	DEFINED	1	2	
CROWN CASTLE INTL CORP	COM	228227104	3047	75000	SH	DEFINED	1	2	
CROWN HOLDINGS INC	COM	228368106	19328	849200	SH	DEFINED	1	2	
DANAOS CORPORATION	SHS	Y1968P105	12760	353461	SH	DEFINED	1	2	

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DARLING INTL INC	COM	237266101	500	50600	SH		DEFINED	1	2
DAVITA INC	COM	23918K108	632	10000	SH		DEFINED	1	2
DEERE & CO	COM	244199105	4684	31560	SH		DEFINED	1	2
DEVON ENERGY CORP NEW	COM	25179M103	582	7000	SH		DEFINED	1	2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	793	7000	SH		DEFINED	1	2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	14797	130610	SH		DEFINED	1	2
DOBSON COMMUNICATIONS CORP	CL A	256069105	288	22500	SH		DEFINED	1	2
DOWNEY FINL CORP	COM	261018105	412	7123	SH		DEFINED	1	2
DU PONT E I DE NEMOURS & CO	COM	263534109	674	13600	SH		DEFINED	1	2
DXP ENTERPRISES INC NEW	COM NEW	233377407	511	14400	SH		DEFINED	1	2
E M C CORP MASS	COM	268648102	8736	420000	SH		DEFINED	1	2
EBAY INC	COM	278642103	3524	90300	SH		DEFINED	1	2
EL PASO CORP	COM	28336L109	20371	1200400	SH		DEFINED	1	2
EL PASO CORP	COM	28336L109	3292	194000	SH		DEFINED	1	2
EL PASO CORP	COM	28336L109	13576	800000	SH	PUT	DEFINED	1	2
EL PASO CORP	COM	28336L109	5430	320000	SH	PUT	DEFINED	1	2
EMCORE CORP	COM	290846104	128	13380	SH		DEFINED	1	2
ENTEGRIS INC	COM	29362U104	93	10740	SH		DEFINED	1	2
EOG RES INC	COM	26875P101	511	7060	SH		DEFINED	1	2
EVOLUTION PETROLEUM CORP	COM	30049A107	4080	1360000	SH		DEFINED	1	2
EXCO RESOURCES INC	COM	269279402	22521	1361600	SH		DEFINED	1	2
EXCO RESOURCES INC	COM	269279402	4552	275200	SH		DEFINED	1	2
EXCO RESOURCES INC	COM	269279402	17450	1055000	SH	PUT	DEFINED	1	2
EXCO RESOURCES INC	COM	269279402	2461	148800	SH	PUT	DEFINED	1	2
EXELON CORP	COM	30161N101	663	8800	SH		DEFINED	1	2
FALCONSTOR SOFTWARE INC	COM	306137100	167	13870	SH		DEFINED	1	2
FEDERAL HOME LN MTG CORP	COM	313400301	5706	96700	SH		DEFINED	1	2
FEDERAL NATL MTG ASSN	COM	313586109	5217	85800	SH		DEFINED	1	2
FINISH LINE INC	CL A	317923100	868	200000	SH		DEFINED	1	2
FIRST CMNTY BANCORP CALIF	COM	31983B101	375	6847	SH		DEFINED	1	2
FIRST HORIZON NATL CORP	COM	320517105	604	22654	SH		DEFINED	1	2
FIRST NIAGARA FINL GP INC	COM	33582V108	387	27385	SH		DEFINED	1	2
FIRSTMERIT CORP	COM	337915102	380	19227	SH		DEFINED	1	2
FREEDOM ACQUISITION HLDGS IN	*W EXP 12/28/20	35645F111	2529	829250	SH		DEFINED	1	2
FULTON FINL CORP PA	COM	360271100	692	48099	SH		DEFINED	1	2
GAP INC DEL	COM	364760108	1944	105400	SH		DEFINED	1	2
GATEHOUSE MEDIA INC	COM	367348109	281138	22050000	SH		DEFINED	1	2
GATEHOUSE MEDIA INC	COM	367348109	17009	1334011	SH		DEFINED	1	2
GATEHOUSE MEDIA INC	COM	367348109	11804	925800	SH		DEFINED	1	2
GENENTECH INC	COM NEW	368710406	663	8500	SH		DEFINED	1	2
GENERAL CABLE CORP DEL NEW	COM	369300108	497	7400	SH		DEFINED	1	2
GENERAL ELECTRIC CO	COM	369604103	5452	131700	SH		DEFINED	1	2
GENERAL MTRS CORP	COM	370442105	19275	525200	SH		DEFINED	1	2
GENERAL MTRS CORP	SENIOR DEBEN D	370442691	2261	80000	SH		DEFINED	1	2
GENERAL MTRS CORP	COM	370442105	7806	212700	SH	PUT	DEFINED	1	2
GOLDMAN SACHS GROUP INC	COM	38141G104	5050	23300	SH		DEFINED	1	2
GOODYEAR TIRE & RUBR CO	COM	382550101	8749	287700	SH		DEFINED	1	2
GOODYEAR TIRE & RUBR CO	COM	382550101	9123	300000	SH	CALL	DEFINED	1	2
GOOGLE INC	CL A	38259P508	2836	5000	SH		DEFINED	1	2
GOOGLE INC	CL A	38259P508	4255	7500	SH	CALL	DEFINED	1	2
GREATER BAY BANCORP	COM	391648102	387	14021	SH		DEFINED	1	2
GUITAR CTR MGMT INC	COM	402040109	2965	50000	SH		DEFINED	1	2
GUITAR CTR MGMT INC	COM	402040109	741	12500	SH	CALL	DEFINED	1	2
HALLIBURTON CO	COM	406216101	922	24000	SH		DEFINED	1	2
HALLIBURTON CO	COM	406216101	5400	140630	SH		DEFINED	1	2
HARRAHS ENTMT INC	COM	413619107	11275	129700	SH		DEFINED	1	2
HARRAHS ENTMT INC	COM	413619107	36624	421300	SH		DEFINED	1	2
HERSHEY CO	COM	427866108	4641	100000	SH		DEFINED	1	2
HESS CORP	COM	42809H107	1264	19000	SH		DEFINED	1	2
HEWLETT PACKARD CO	COM	428236103	3485	70000	SH		DEFINED	1	2
HILTON HOTELS CORP	COM	432848109	59577	1281500	SH		DEFINED	1	2
HILTON HOTELS CORP	COM	432848109	9716	209000	SH		DEFINED	1	2

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HONEYWELL INTL INC	COM	438516106	6090	102400	SH	DEFINED	1	2	
HUDSON CITY BANCORP	COM	443683107	1273	82784	SH	DEFINED	1	2	
HUNTINGTON BANCSHARES INC	COM	446150104	1024	60282	SH	DEFINED	1	2	
ILLUMINA INC	COM	452327109	1051	20250	SH	DEFINED	1	2	
INDYMAC BANCORP INC	COM	456607100	6910	292673	SH	DEFINED	1	2	
INFORMATION SERVICES GROUP I	*W EXP 01/31/20	45675Y112	524	719000	SH	DEFINED	1	2	
INFORMATION SERVICES GROUP I	COM	45675Y104	13579	1775000	SH	DEFINED	1	2	
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	1887	39000	SH	DEFINED	1	2	
INTERCONTINENTALEXCHANGE INC	COM	45865V100	3038	20000	SH	DEFINED	1	2	
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1519	10000	SH	CALL	DEFINED	1	2
INTERNATIONAL BUSINESS MACHS	COM	459200101	660	5600	SH	DEFINED	1	2	
INVESTORS BANCORP INC	COM	46146P102	507	35808	SH	DEFINED	1	2	
ISHARES TR	DJ US REAL EST	464287739	10323	135000	SH	DEFINED	1	2	
ISHARES TR	RUSSELL 2000	464287655	200	2500	SH	DEFINED	1	2	
ISHARES TR	RUSSELL 2000	464287655	56028	700000	SH	PUT	DEFINED	1	2
ISHARES TR	DJ US TELECOMM	464287713	3080	91000	SH	DEFINED	1	2	
ISHARES TR	RUSSELL 2000	464287655	8028	100300	SH	DEFINED	1	2	
ISIS PHARMACEUTICALS INC	COM	464330109	641	42800	SH	DEFINED	1	2	
JOHNSON & JOHNSON	COM	478160104	677	10300	SH	DEFINED	1	2	
JP MORGAN CHASE & CO	COM	46625H100	1075	23457	SH	DEFINED	1	2	
KAPSTONE PAPER & PACKAGING C	COM	48562P103	3464	482500	SH	DEFINED	1	2	
KBL HEALTHCARE ACQUIS CORP I	UNIT 99/99/9999	48241N206	5100	658100	SH	DEFINED	1	2	
KEYCORP NEW	COM	493267108	1021	31585	SH	DEFINED	1	2	
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	1012	20490	SH	DEFINED	1	2	
KIRBY CORP	COM	497266106	516	11700	SH	DEFINED	1	2	
KODIAK OIL & GAS CORP	COM	50015Q100	429	130000	SH	DEFINED	1	2	
KOHL'S CORP	COM	500255104	14952	260800	SH	DEFINED	1	2	
KRAFT FOODS INC	CL A	50075N104	9318	270000	SH	CALL	DEFINED	1	2
KRAFT FOODS INC	CL A	50075N104	3451	100000	SH	DEFINED	1	2	
KROGER CO	COM	501044101	2393	83920	SH	DEFINED	1	2	
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	276	2700	SH	DEFINED	1	2	
LEHMAN BROS HLDGS INC	COM	524908100	2068	33500	SH	DEFINED	1	2	
LIFE TIME FITNESS INC	COM	53217R207	5641	91970	SH	DEFINED	1	2	
LIFECCELL CORP	COM	531927101	214	5692	SH	DEFINED	1	2	
LIMITED BRANDS INC	COM	532716107	36624	1600000	SH	CALL	DEFINED	1	2
LOEWS CORP	CAROLNA GP STK	540424207	205	2490	SH	DEFINED	1	2	
LOUISIANA PAC CORP	COM	546347105	849	50000	SH	DEFINED	1	2	
LOWES COS INC	COM	548661107	656	23400	SH	DEFINED	1	2	
LSI CORPORATION	COM	502161102	2226	300000	SH	DEFINED	1	2	
LYONDELL CHEMICAL CO	COM	552078107	21483	463500	SH	DEFINED	1	2	
LYONDELL CHEMICAL CO	COM	552078107	4496	97000	SH	DEFINED	1	2	
M & T BK CORP	COM	55261F104	1129	10909	SH	DEFINED	1	2	
MARATHON ACQUISITION CORP	COM	565756103	11046	1400000	SH	DEFINED	1	2	
MARSHALL & ILSLEY CORP	COM	571834100	1055	24105	SH	DEFINED	1	2	
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	1310	80000	SH	DEFINED	1	2	
MASTERCARD INC	CL A	57636Q104	3699	25000	SH	DEFINED	1	2	
MATRIA HEALTHCARE INC	COM NEW	576817209	215	8200	SH	DEFINED	1	2	
MBF HEALTHCARE ACQUISITION C	*W EXP 04/16/20	552650111	881	1087500	SH	DEFINED	1	2	
MBF HEALTHCARE ACQUISITION C	COM	552650103	9036	1200000	SH	DEFINED	1	2	
MCAFAEE INC	COM	579064106	274	7850	SH	DEFINED	1	2	
MCGRAW HILL COS INC	COM	580645109	514	10100	SH	DEFINED	1	2	
MEMC ELECTR MATLS INC	COM	552715104	471	8000	SH	DEFINED	1	2	
MERRILL LYNCH & CO INC	COM	590188108	684	9600	SH	DEFINED	1	2	
MIDWEST AIR GROUP INC	COM	597911106	323	19650	SH	DEFINED	1	2	
MILLENNIUM PHARMACEUTICALS I	COM	599902103	112	11010	SH	DEFINED	1	2	
MIRAMAR MINING CORP	COM	60466E100	1108	233728	SH	DEFINED	1	2	
MIRANT CORP NEW	COM	60467R100	34578	850000	SH	DEFINED	1	2	
MOLSON COORS BREWING CO	CL B	60871R209	439	4400	SH	DEFINED	1	2	
MONSANTO CO NEW	COM	61166W101	292	3400	SH	DEFINED	1	2	
MOOG INC	CL A	615394202	431	9800	SH	DEFINED	1	2	
MORGAN STANLEY CHINA A SH FD	COM	617468103	951	13600	SH	DEFINED	1	2	
NASTECH PHARMACEUTICAL INC	COM PAR \$0.006	631728409	470	35300	SH	DEFINED	1	2	

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NATIONAL CITY CORP	COM	635405103	878	34987	SH		DEFINED	1	2
NATIONAL FUEL GAS CO N J	COM	636180101	418	8940	SH		DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	296	2050	SH		DEFINED	1	2
NAVIOS MARITIME HOLDINGS INC	COM	Y62196103	7227	550000	SH		DEFINED	1	2
NAVIOS MARITIME HOLDINGS INC	COM	Y62196103	131	10000	SH		DEFINED	1	2
NAVISTAR INTL CORP	COM NEW	63934E108	32281	523200	SH		DEFINED	1	2
NAVTEQ CORP	COM	63936L100	483	6200	SH		DEFINED	1	2
NETGEAR INC	COM	64111Q104	577	18964	SH		DEFINED	1	2
NEWALLIANCE BANCSHARES INC	COM	650203102	391	26613	SH		DEFINED	1	2
NEWCASTLE INVT CORP	COM	65105M108	18073	1025729	SH		DEFINED	1	2
NEWFIELD EXPL CO	COM	651290108	25106	521300	SH		DEFINED	1	2
NEXEN INC	COM	65334H102	2222	72750	SH		DEFINED	1	2
NEXEN INC	COM	65334H102	16492	540000	SH		DEFINED	1	2
NEXEN INC	COM	65334H102	13132	430000	SH	PUT	DEFINED	1	2
NEXEN INC	COM	65334H102	2443	80000	SH	PUT	DEFINED	1	2
NORDSTROM INC	COM	655664100	488	10400	SH		DEFINED	1	2
NORTHSTAR RLTY FIN CORP	COM	66704R100	4940	497500	SH		DEFINED	1	2
NORTHWESTERN CORP	COM NEW	668074305	10221	376196	SH		DEFINED	1	2
NTELOS HLDGS CORP	COM	67020Q107	2946	100000	SH		DEFINED	1	2
NTR ACQUISITION CO	COM	629415100	10428	1100000	SH		DEFINED	1	2
ODYSSEY MARINE EXPLORATION I	COM	676118102	25373	4099059	SH		DEFINED	1	2
ODYSSEY MARINE EXPLORATION I	COM	676118102	1189	192000	SH		DEFINED	1	2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	1246	6500	SH		DEFINED	1	2
OLD NATL BANCORP IND	COM	680033107	390	23553	SH		DEFINED	1	2
OMNICOM GROUP INC	COM	681919106	1924	40000	SH		DEFINED	1	2
OSHKOSH TRUCK CORP	COM	688239201	533	8600	SH		DEFINED	1	2
PACIFIC CAP BANCORP NEW	COM	69404P101	392	14923	SH		DEFINED	1	2
PACIFIC ETHANOL INC	COM	69423U107	138	14300	SH		DEFINED	1	2
PAETEC HOLDING CORP	COM	695459107	1949	156280	SH		DEFINED	1	2
PANERA BREAD CO	CL A	69840W108	490	12000	SH		DEFINED	1	2
PATNI COMPUTER SYS	SPONS ADR	703248203	3747	160460	SH		DEFINED	1	2
PEABODY ENERGY CORP	COM	704549104	3495	73000	SH		DEFINED	1	2
PENNEY J C INC	COM	708160106	475	7500	SH		DEFINED	1	2
PEOPLES UNITED FINANCIAL INC	COM	712704105	688	39831	SH		DEFINED	1	2
PEOPLESUPPORT INC	COM	712714302	6016	503000	SH		DEFINED	1	2
PEPSICO INC	COM	713448108	5128	70000	SH		DEFINED	1	2
PERINI CORP	COM	713839108	543	9700	SH		DEFINED	1	2
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	296	74100	SH		DEFINED	1	2
PNC FINL SVCS GROUP INC	COM	693475105	1129	16580	SH		DEFINED	1	2
POWERWAVE TECHNOLOGIES INC	COM	739363109	93	15080	SH		DEFINED	1	2
PRICELINE COM INC	COM NEW	741503403	506	5700	SH		DEFINED	1	2
PRIMEDIA INC	COM NEW	74157K846	291	20737	SH		DEFINED	1	2
PROCTER & GAMBLE CO	COM	742718109	5100	72500	SH		DEFINED	1	2
PROSHARES TR	REAL EST PRO	74347R552	5347	60000	SH		DEFINED	1	2
PROSPERITY BANCSHARES INC	COM	743606105	383	11544	SH		DEFINED	1	2
PROTALIX BIOTHERAPEUTICS INC	COM	74365A101	1290	37328	SH		DEFINED	1	2
PROVIDENT FINL SVCS INC	COM	74386T105	436	26659	SH		DEFINED	1	2
QUALCOMM INC	COM	747525103	8038	190200	SH		DEFINED	1	2
QUALCOMM INC	COM	747525103	2641	62500	SH	CALL	DEFINED	1	2
QUICKSILVER RESOURCES INC	COM	74837R104	463	9840	SH		DEFINED	1	2
QUILMES INDL QUINSA SOCIETE	SP ADR CL B	74838Y207	37694	563014	SH		DEFINED	1	2
QWEST COMMUNICATIONS INTL IN	COM	749121109	11450	1250000	SH		DEFINED	1	2
RADIOSHACK CORP	COM	750438103	13429	650000	SH		DEFINED	1	2
RED HAT INC	COM	756577102	5703	287000	SH		DEFINED	1	2
REDWOOD TR INC	COM	758075402	337	10149	SH		DEFINED	1	2
REGIONS FINANCIAL CORP NEW	COM	7591EP100	983	33352	SH		DEFINED	1	2
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	3925	60000	SH	PUT	DEFINED	1	2
REPUBLIC AWYS HLDGS INC	COM	760276105	219	10350	SH		DEFINED	1	2
REPUBLIC SVCS INC	COM	760759100	464	14200	SH		DEFINED	1	2
RESEARCH IN MOTION LTD	COM	760975102	3449	35000	SH		DEFINED	1	2
RESEARCH IN MOTION LTD	COM	760975102	1626	16500	SH	CALL	DEFINED	1	2
RESOURCE CAP CORP	COM	76120W302	548	48668	SH		DEFINED	1	2

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SAFEWAY INC	COM NEW	786514208	310	9370	SH		DEFINED	1	2
SANDERSON FARMS INC	COM	800013104	542	13000	SH		DEFINED	1	2
SCHLUMBERGER LTD	COM	806857108	836	7960	SH		DEFINED	1	2
SEARS HLDGS CORP	COM	812350106	6360	50000	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	3075	114000	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	25740	750000	SH	CALL	DEFINED	1	2
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	6187	168000	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	10558	257000	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	13644	324000	SH		DEFINED	1	2
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	3106	111000	SH		DEFINED	1	2
SKECHERS U S A INC	CL A	830566105	539	24400	SH		DEFINED	1	2
SLM CORP	COM	78442P106	18279	368000	SH		DEFINED	1	2
SLM CORP	COM	78442P106	4321	87000	SH		DEFINED	1	2
SLM CORP	COM	78442P106	11921	240000	SH	PUT	DEFINED	1	2
SLM CORP	COM	78442P106	2484	50000	SH	PUT	DEFINED	1	2
SMITHFIELD FOODS INC	COM	832248108	15435	490000	SH		DEFINED	1	2
SOUTH FINL GROUP INC	COM	837841105	367	16154	SH		DEFINED	1	2
SOUTHWESTERN ENERGY CO	COM	845467109	18930	452320	SH		DEFINED	1	2
SOUTHWESTERN ENERGY CO	COM	845467109	10463	250000	SH	PUT	DEFINED	1	2
SOVEREIGN BANCORP INC	COM	845905108	979	57477	SH		DEFINED	1	2
SPDR TR	UNIT SER 1	78462F103	4120	27000	SH		DEFINED	1	2
SPDR TR	UNIT SER 1	78462F103	8201	53750	SH		DEFINED	1	2
SPDR TR	UNIT SER 1	78462F103	16784	110000	SH	PUT	DEFINED	1	2
STARENT NETWORKS CORP	COM	85528P108	407	19258	SH		DEFINED	1	2
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	31566	519600	SH		DEFINED	1	2
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3080	50700	SH		DEFINED	1	2
STATE STR CORP	COM	857477103	1022	15000	SH		DEFINED	1	2
STERICYCLE INC	COM	858912108	583	10200	SH		DEFINED	1	2
STERLING FINL CORP WASH	COM	859319105	394	14646	SH		DEFINED	1	2
STONELEIGH PARTNERS ACQUS CO	COM	861923100	9293	1247500	SH		DEFINED	1	2
STONELEIGH PARTNERS ACQUS CO	*W EXP 05/31/20	861923126	380	500000	SH		DEFINED	1	2
SUN HYDRAULICS CORP	COM	866942105	567	17845	SH		DEFINED	1	2
SUNTRUST BKS INC	COM	867914103	1011	13367	SH		DEFINED	1	2
SUSQUEHANNA BANCSHARES INC P	COM	869099101	384	19085	SH		DEFINED	1	2
SYCAMORE NETWORKS INC	COM	871206108	109	26720	SH		DEFINED	1	2
SYMMETRY HLDGS INC	COM	871545109	9350	1250000	SH		DEFINED	1	2
TAKE-TWO INTERACTIVE SOFTWAR	COM	874054109	8540	500000	SH		DEFINED	1	2
TARGA RESOURCES PARTNERS LP	COM UNIT	87611X105	9349	322378	SH		DEFINED	1	2
TARGET CORP	COM	87612E106	31658	498000	SH		DEFINED	1	2
TELUS CORP	NON-VTG SHS	87971M202	1685	30000	SH		DEFINED	1	2
TEMPLE INLAND INC	COM	879868107	789	15000	SH		DEFINED	1	2
TEMPLE INLAND INC	COM	879868107	526	10000	SH		DEFINED	1	2
TERREMARK WORLDWIDE INC	COM NEW	881448203	106	14720	SH		DEFINED	1	2
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	503	11321	SH		DEFINED	1	2
TEXAS INSTRS INC	COM	882508104	659	18000	SH		DEFINED	1	2
THERMO FISHER SCIENTIFIC INC	COM	883556102	548	9500	SH		DEFINED	1	2
TRANSOCEAN INC	ORD	G90078109	228	2020	SH		DEFINED	1	2
TRAVELERS COMPANIES INC	COM	89417E109	664	13200	SH		DEFINED	1	2
TREEHOUSE FOODS INC	COM	89469A104	9598	354830	SH		DEFINED	1	2
TRIMBLE NAVIGATION LTD	COM	896239100	490	12500	SH		DEFINED	1	2
TRUSTMARK CORP	COM	898402102	439	15650	SH		DEFINED	1	2
U S G CORP	COM NEW	903293405	391	10400	SH		DEFINED	1	2
UAL CORP	COM NEW	902549807	15355	330000	SH	CALL	DEFINED	1	2
ULTRA PETROLEUM CORP	COM	903914109	444	7160	SH		DEFINED	1	2
UMPQUA HLDGS CORP	COM	904214103	344	17170	SH		DEFINED	1	2
UNION STREET ACQ CORP	*W EXP 02/05/20	908536113	66	100000	SH		DEFINED	1	2
UNION STREET ACQ CORP	COM	908536105	4624	612500	SH		DEFINED	1	2
UNITED CMNTY BKS BLAIRSVLE G	CAP STK	90984P105	361	14712	SH		DEFINED	1	2
UNITED TECHNOLOGIES CORP	COM	913017109	660	8200	SH		DEFINED	1	2
UNITEDHEALTH GROUP INC	COM	91324P102	668	13800	SH		DEFINED	1	2
URANIUM RES INC	COM PAR \$0.001	916901507	1314	139977	SH		DEFINED	1	2
VAIL RESORTS INC	COM	91879Q109	203	3260	SH		DEFINED	1	2

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VANTAGE ENERGY SERVICES INC	COM	92209F102	7510	1000000	SH	DEFINED	1	2	
VANTAGE ENERGY SERVICES INC	*W EXP 99/99/99	92209F110	501	456000	SH	DEFINED	1	2	
VERENIUM CORPORATION	COM	92340P100	139	26405	SH	DEFINED	1	2	
VERIZON COMMUNICATIONS	COM	92343V104	2214	50000	SH	DEFINED	1	2	
VIACOM INC NEW	CL B	92553P201	316	8100	SH	DEFINED	1	2	
VICTORY ACQUISITION CORP	*W EXP 04/24/20	92644D118	499	367000	SH	DEFINED	1	2	
VICTORY ACQUISITION CORP	COM	92644D100	13941	1499000	SH	DEFINED	1	2	
WACHOVIA CORP NEW	COM	929903102	1100	21941	SH	DEFINED	1	2	
WALGREEN CO	COM	931422109	661	14000	SH	DEFINED	1	2	
WASHINGTON FED INC	COM	938824109	715	27239	SH	DEFINED	1	2	
WASHINGTON MUT INC	COM	939322103	1017	28813	SH	DEFINED	1	2	
WEBMD HEALTH CORP	CL A	94770V102	261	5000	SH	DEFINED	1	2	
WEBSTER FINL CORP CONN	COM	947890109	695	16501	SH	DEFINED	1	2	
WEYERHAEUSER CO	COM	962166104	39668	548660	SH	DEFINED	1	2	
WEYERHAEUSER CO	COM	962166104	4992	69040	SH	DEFINED	1	2	
WEYERHAEUSER CO	COM	962166104	51333	710000	SH	PUT	DEFINED	1	2
WILLIAMS COS INC DEL	COM	969457100	24310	713750	SH	DEFINED	1	2	
WILLIAMS COS INC DEL	COM	969457100	22480	660000	SH	PUT	DEFINED	1	2
WILLIAMS COS INC DEL	COM	969457100	26441	776300	SH	DEFINED	1	2	
WILLIAMS COS INC DEL	COM	969457100	2725	80000	SH	PUT	DEFINED	1	2
WINTRUST FINANCIAL CORP	COM	97650W108	383	8974	SH	DEFINED	1	2	
WRIGLEY WM JR CO	COM	982526105	10123	157600	SH	DEFINED	1	2	
XTO ENERGY INC	COM	98385X106	579	9360	SH	DEFINED	1	2	
YAHOO INC	COM	984332106	5368	200000	SH	DEFINED	1	2	
YAHOO INC	COM	984332106	92061	3430000	SH	CALL	DEFINED	1	2
ZIONS BANCORPORATION	COM	989701107	1009	14694	SH	DEFINED	1	2	