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Fortress Investment Group LLC
Form 13F-HR
February 14, 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: December 31, 2010

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 February 14, 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: 173
Form 13F Information Table Value Total: \$2,021,425 (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	28-10162	FIG Advisors LLC
8	28-13249	Fortress Commodities Advisors LLC
9	28-13498	Fortress Macro Advisors LLC

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSMT DSCRETN	OTH MANA
ABERCROMBIE & FITCH CO	CL A	002896207	2737	47500	SH		DEFINED	1 2
ABERCROMBIE & FITCH CO	CL A	002896207	940	16300	SH		DEFINED	1 2
ABOVENET INC	COM	00374N107	5320	91000	SH		DEFINED	1 2
ACME PACKET INC	COM	004764106	86	1600	SH		DEFINED	1 2
ACME PACKET INC	COM	004764106	250	4700	SH		DEFINED	1 2
ADOBE SYS INC	COM	00724F101	1074	38200	SH	PUT	DEFINED	1 2
ADOBE SYS INC	COM	00724F101	3142	111800	SH	PUT	DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	2988	285875	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	227287	21750002	SH		DEFINED	1 2
ALLIED HEALTHCARE INTL INC	COM	01923A109	1885	748245	SH		DEFINED	1 2
AMAZON COM INC	COM	023135106	1811	10200	SH	CALL	DEFINED	1 2
AMAZON COM INC	COM	023135106	5290	29800	SH	CALL	DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	87782	11611511	SH		DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	6622	875997	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	1916	25153	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	1874	24600	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	4745	62300	SH		DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	5137	104334	SH		DEFINED	1 2
ANSWERS CORP	COM	03662X100	1918	247505	SH		DEFINED	1 2
APACHE CORP	COM	037411105	1550	13000	SH		DEFINED	1 2
APACHE CORP	COM	037411105	536	4500	SH		DEFINED	1 2
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	4001	249614	SH		DEFINED	1 2
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	1370	85489	SH		DEFINED	1 2
BANK OF AMERICA CORPORATION	COM	060505104	22721	1703200	SH		DEFINED	1 2
BANK OF AMERICA CORPORATION	COM	060505104	66391	4976800	SH		DEFINED	1 2
BMC SOFTWARE INC	COM	055921100	1302	29600	SH	CALL	DEFINED	1 2
BMC SOFTWARE INC	COM	055921100	3825	87000	SH	CALL	DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	376684	17593826	SH		DEFINED	1 2
CAMELOT INFORMATION SYS INC	ADS RP ORD SHS	13322V105	624	26086	SH		DEFINED	1 2
CAMELOT INFORMATION SYS INC	ADS RP ORD SHS	13322V105	1828	76414	SH		DEFINED	1 2
CHEMTURA CORP	COM NEW	163893209	202	12646	SH		DEFINED	1 2
CHEMTURA CORP	COM NEW	163893209	1051	65791	SH		DEFINED	1 2
CHESAPEAKE ENERGY CORP	COM	165167107	2643	102000	SH	CALL	DEFINED	1 2
CHESAPEAKE ENERGY CORP	COM	165167107	7721	298000	SH	CALL	DEFINED	1 2
CITIGROUP INC	COM	172967101	29041	6139700	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	37249	7875000	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	84858	17940300	SH		DEFINED	1 2
CON-WAY INC	COM	205944101	794	21700	SH		DEFINED	1 2

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CON-WAY INC	COM	205944101	2315	63300	SH		DEFINED	1	2
CORNING INC	COM	219350105	1070	55400	SH		DEFINED	1	2
CORNING INC	COM	219350105	3122	161619	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	2549	167900	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	981	64600	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	1025	67500	SH		DEFINED	1	2
D R HORTON INC	COM	23331A109	11440	1100000	SH	PUT	DEFINED	1	2
DEVON ENERGY CORP NEW	COM	25179M103	918	11700	SH		DEFINED	1	2
DEVON ENERGY CORP NEW	COM	25179M103	3525	44900	SH		DEFINED	1	2
DEVON ENERGY CORP NEW	COM	25179M103	1052	13400	SH		DEFINED	1	2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2071	30975	SH		DEFINED	1	2
DIRECTV	COM CL A	25490A101	2990	68800	SH	CALL	DEFINED	1	2
DIRECTV	COM CL A	25490A101	8744	201200	SH	CALL	DEFINED	1	2
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	888	24200	SH		DEFINED	1	2
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	300	8200	SH		DEFINED	1	2
E M C CORP MASS	COM	268648102	1277	59000	SH	CALL	DEFINED	1	2
E M C CORP MASS	COM	268648102	3765	173800	SH	CALL	DEFINED	1	2
FORD MTR CO DEL	COM PAR \$0.01	345370860	5037	300000	SH	PUT	DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	372	20655	SH		DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	1450	80500	SH		DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	423	23514	SH		DEFINED	1	2
FRONTLINE LTD	SHS	G3682E127	748	29500	SH		DEFINED	1	2
FRONTLINE LTD	SHS	G3682E127	2879	113500	SH		DEFINED	1	2
FRONTLINE LTD	SHS	G3682E127	863	34000	SH		DEFINED	1	2
GENERAL GROWTH PPTYS INC NEW	COM	370023103	485	31338	SH		DEFINED	1	2
GENERAL MTRS CO	COM	37045V100	1635	44352	SH		DEFINED	1	2
GENERAL MTRS CO	COM	37045V100	22693	615648	SH		DEFINED	1	2
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	2164	40000	SH		DEFINED	1	2
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	3663	202000	SH		DEFINED	1	2
GOODYEAR TIRE & RUBR CO	COM	382550101	9398	890000	SH	PUT	DEFINED	1	2
GOOGLE INC	CL A	38259P508	505	850	SH		DEFINED	1	2
GOOGLE INC	CL A	38259P508	1455	2450	SH		DEFINED	1	2
GSI COMMERCE INC	COM	36238G102	1898	77200	SH	CALL	DEFINED	1	2
GSI COMMERCE INC	COM	36238G102	5599	227800	SH	CALL	DEFINED	1	2
HESS CORP	COM	42809H107	926	12100	SH		DEFINED	1	2
HESS CORP	COM	42809H107	804	10500	SH		DEFINED	1	2
HESS CORP	COM	42809H107	3092	40400	SH		DEFINED	1	2
HOWARD HUGHES CORP	COM	44267D107	168	3081	SH		DEFINED	1	2
IGO INC	COM	449593102	1028	267680	SH		DEFINED	1	2
ISHARES TR	RUSSELL 2000	464287655	23232	331500	SH	PUT	DEFINED	1	2
ISHARES TR	RUSSELL 2000	464287655	67872	968500	SH	PUT	DEFINED	1	2
ISTAR FINL INC	COM	45031U101	99	12680	SH		DEFINED	1	2
ISTAR FINL INC	COM	45031U101	1376	176016	SH		DEFINED	1	2
JANUS CAP GROUP INC	COM	47102X105	1323	102000	SH		DEFINED	1	2
JANUS CAP GROUP INC	COM	47102X105	3865	298000	SH		DEFINED	1	2
JPMORGAN CHASE & CO	COM	46625H100	9744	229700	SH		DEFINED	1	2
JPMORGAN CHASE & CO	COM	46625H100	28477	671300	SH		DEFINED	1	2
KKR & CO L P DEL	COM UNITS	48248M102	7583	534000	SH		DEFINED	1	2
KROGER CO	COM	501044101	1064	47600	SH		DEFINED	1	2
KROGER CO	COM	501044101	3106	138900	SH		DEFINED	1	2
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	384	11150	SH		DEFINED	1	2
MACYS INC	COM	55616P104	901	35600	SH		DEFINED	1	2
MACYS INC	COM	55616P104	2631	104000	SH		DEFINED	1	2
MASCO CORP	COM	574599106	3710	350000	SH	PUT	DEFINED	1	2
MGM RESORTS INTERNATIONAL	COM	552953101	7661	513500	SH	PUT	DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	14	5000	SH		DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	261	95000	SH		DEFINED	1	2
MURPHY OIL CORP	COM	626717102	991	13300	SH		DEFINED	1	2
MURPHY OIL CORP	COM	626717102	3824	51300	SH		DEFINED	1	2
MURPHY OIL CORP	COM	626717102	1148	15400	SH		DEFINED	1	2
NETFLIX INC	COM	64110L106	1064	5500	SH	PUT	DEFINED	1	2
NETFLIX INC	COM	64110L106	3172	16400	SH	PUT	DEFINED	1	2

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NEWCASTLE INVT CORP	COM	65105M108	6880	1025729	SH	DEFINED	1
NEWCASTLE INVT CORP	COM	65105M108	1284	191600	SH	DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	2005	27800	SH	DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	2315	32100	SH	DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	4839	67100	SH	DEFINED	1 2
NORTHWESTERN CORP	COM NEW	668074305	0	0	SH	DEFINED	1 2
NVIDIA CORP	COM	67066G104	3206	266000	SH	CALL	DEFINED 1 2
NVIDIA CORP	COM	67066G104	9365	777200	SH	CALL	DEFINED 1 2
OCLARO INC	COM NEW	67555N206	3125	237608	SH	DEFINED	1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	7603	58400	SH	CALL	DEFINED 1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	29215	224400	SH	CALL	DEFINED 1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	8749	67200	SH	CALL	DEFINED 1 2
ON TRACK INNOVATION LTD	SHS	M8791A109	3143	1016925	SH	DEFINED	1 2
PAYCHEX INC	COM	704326107	2074	67100	SH	DEFINED	1 2
PAYCHEX INC	COM	704326107	6055	195900	SH	DEFINED	1 2
PENN NATL GAMING INC	COM	707569109	5548	157823	SH	DEFINED	1 2
PIONEER NAT RES CO	COM	723787107	1676	19300	SH	DEFINED	1 2
PIONEER NAT RES CO	COM	723787107	500	5762	SH	DEFINED	1 2
PIONEER NAT RES CO	COM	723787107	434	5000	SH	DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	2472	76900	SH	DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	739	23000	SH	DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	1222	38000	SH	CALL	DEFINED 1 2
PLAINS EXPL& PRODTN CO	COM	726505100	3600	112000	SH	CALL	DEFINED 1 2
PLAINS EXPL& PRODTN CO	COM	726505100	646	20100	SH	DEFINED	1 2
PRIMORIS SVCS CORP	COM	74164F103	2751	288404	SH	DEFINED	1 2
QUALCOMM INC	COM	747525103	752	15200	SH	DEFINED	1 2
QUALCOMM INC	COM	747525103	2217	44800	SH	DEFINED	1 2
RAILAMERICA INC	COM	750753402	393033	30350000	SH	DEFINED	1 2
REGIONS FINANCIAL CORP NEW	COM	7591EP100	3145	500000	SH	PUT	DEFINED 1 2
RIVERBED TECHNOLOGY INC	COM	768573107	264	7500	SH	DEFINED	1 2
RIVERBED TECHNOLOGY INC	COM	768573107	88	2500	SH	DEFINED	1 2
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	13420	841400	SH	DEFINED	1 2
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	39215	2458600	SH	DEFINED	1 2
SEMICONDUCTOR HLDRS TR	DEP RCPT	816636203	2607	79000	SH	PUT	DEFINED 1 2
SEMICONDUCTOR HLDRS TR	DEP RCPT	816636203	7623	231000	SH	PUT	DEFINED 1 2
SINA CORP	ORD	G81477104	1718	25400	SH	CALL	DEFINED 1 2
SINA CORP	ORD	G81477104	5046	74600	SH	CALL	DEFINED 1 2
SINCLAIR BROADCAST GROUP INC	CL A	829226109	105	12800	SH	DEFINED	1 2
SINCLAIR BROADCAST GROUP INC	CL A	829226109	304	37200	SH	DEFINED	1 2
SOUFUN HLDGS LTD	ADR	836034108	1080	15100	SH	DEFINED	1 2
SOUFUN HLDGS LTD	ADR	836034108	3168	44300	SH	DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	0	63085	SH	DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	0	1380701	SH	DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	18040	871475	SH	DEFINED	1 2
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	13565	280500	SH	PUT	DEFINED 1 2
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	39631	819500	SH	PUT	DEFINED 1 2
STANDARD PAC CORP NEW	COM	85375C101	36	7895	SH	DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	2803	73200	SH	DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	5525	144300	SH	DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	5648	147500	SH	DEFINED	1 2
SYMANTEC CORP	COM	871503108	1244	75600	SH	CALL	DEFINED 1 2
SYMANTEC CORP	COM	871503108	3675	223400	SH	CALL	DEFINED 1 2
TERADYNE INC	COM	880770102	806	57400	SH	DEFINED	1 2
TERADYNE INC	COM	880770102	2353	167600	SH	DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	2390	44700	SH	DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	5353	100100	SH	DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	4556	85200	SH	DEFINED	1 2
TW TELECOM INC	COM	87311L104	3853	226000	SH	DEFINED	1 2
TWO HBRS INVT CORP	*W EXP 07/13/201	90187B119	0	570800	SH	DEFINED	1 2
UNITED STATES STL CORP NEW	COM	912909108	1075	18400	SH	DEFINED	1 2
UNITED STATES STL CORP NEW	COM	912909108	935	16000	SH	DEFINED	1 2
UNITED STATES STL CORP NEW	COM	912909108	3599	61600	SH	DEFINED	1 2

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US BANCORP DEL	COM NEW	902973304	1788	66300	SH	DEFINED	1	2	
US BANCORP DEL	COM NEW	902973304	5224	193700	SH	DEFINED	1	2	
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	385	10400	SH	DEFINED	1	2	
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	1131	30600	SH	DEFINED	1	2	
WCA WASTE CORP	COM	92926K103	987	204444	SH	DEFINED	1	2	
WHX CORP	COM PAR \$.01 NEW	929248607	1415	108733	SH	DEFINED	1	2	
WILLBROS GROUP INC DEL	COM	969203108	445	45350	SH	DEFINED	1	2	
YAHOO INC	COM	984332106	8531	513000	SH	CALL	DEFINED	1	2
YAHOO INC	COM	984332106	1088	65400	SH	DEFINED	1	2	
YAHOO INC	COM	984332106	3206	192800	SH	DEFINED	1	2	
YAHOO INC	COM	984332106	2893	174000	SH	CALL	DEFINED	1	2