

Brooks David  
Form 144  
November 10, 2010

OMB APPROVAL  
OMB Number: 3235-0101  
Expires: March 31, 2011  
Estimated average burden  
hours per response 2.00  
SEC USE ONLY  
DOCUMENT SEQUENCE  
NO.

CUSIP NUMBER

WORK LOCATION

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 144**

**NOTICE OF PROPOSED SALE OF SECURITIES**

**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print)

(b) IRS IDENT. NO.

(c) S.E.C. FILE NO.

**Fortress Investment Group LLC**

**20-5837959**

1(d) ADDRESS OF ISSUER

STREET CITY

STATE

ZIP CODE

(e) TELEPHONE NO.

AREA CODE

NUMBER

**1345 Avenue of the Americas, 46<sup>th</sup> Floor**

**New York,**

**NY**

**10154**

**( 212 )**

**798-6100**

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD

(b) RELATIONSHIP TO ISSUER ADDRESS STREET CITY STATE ZIP CODE

**David N. Brooks**

**Affiliate**

**C/o Fortress Investment Group LLC ( see address above )**

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*INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of the	Name and Address of Each Broker	Broker-Deale	Number of Shares	Aggregate	Number of Shares	Approximate	Name of Each
Class of	Through Whom the Securities are	File	or Other Units	Market	or Other Units	Date of Sale	Securities
Securities	to be Offered or Each Market	Number	To Be Sold	Value	Outstanding	(See Instr. 3(f))	Exchange
To Be Sold	Maker who is Acquiring		(See Instr. 3(c))	(See Instr. 3(d))	(See Instr. 3(e))	(MO. DAY YR.)	(See Instr. 3(g))
	the Securities						
	<b>Morgan Stanley Smith Barney</b>					<b>Within three</b>	
	<b>LLC</b>					<b>months from</b>	
<b>Class A</b>	<b>855 Franklin Avenue</b>		<b>40,000</b>	<b>200,800</b>	<b>168,916,882</b>	<b>the date of</b>	<b>NYSE</b>
<b>Common</b>	<b>Garden City, NY 11530</b>					<b>this filing</b>	

### INSTRUCTIONS:

1. (a) Name of issuer  
 (b) Issuer's I.R.S. Identification Number  
 (c) Issuer's S.E.C. file number, if any  
 (d) Issuer's address, including zip code  
 (e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
 (b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
 (c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold  
 (b) Name and address of each broker through whom the securities are intended to be sold  
 (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
 (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
 (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
 (f) Approximate date on which the securities are to be sold  
 (g) Name of each securities exchange, if any, on which the securities are intended to be sold

**Potential persons who are to respond to the collection of information contained in this form are not**

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**required to respond unless the form displays a currently valid OMB control number.**

SEC 1147 (08-07)

**TABLE I SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold  
and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment
<b>Common</b>	<b>1/1/10; 8/23/10</b>	<b>Distribution</b>	<b>Fortress Investment Group LLC</b>	<b>78,781 (1/1/10)</b>	<b>N/ A</b>	<b>N/ A</b>
				<b>30,910 (8/23/10)</b>		

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
<b>David N. Brooks</b>	<b>Common</b>	<b>8/23/10</b>	<b>16,147<sup>1</sup></b>	<b>55,001.08</b>
<b>c/o Fortress Investment Group LLC</b>				
<b>1345 Avenue of the Americas</b>				
<b>New York, NY 10105</b>				

**REMARKS:**

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1. The 16,147 shares of common stock were sold solely to generate proceeds to pay the withholding tax associated with the delivery of shares to Mr. Brooks on 1/1/10.

**INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:**

*The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If each person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.*

**November 10, 2010**

DATE OF NOTICE

**David N. Brooks**

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,

IF RELYING ON RULE 10B5-1

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.*

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

SEC 1147 (02-08)