Fortress International Group, Inc.

Form 4

March 20, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DEC TIMOTHY C

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Fortress International Group, Inc.

(Check all applicable)

[FIGI]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

09/07/2007

Director 10% Owner X_ Officer (give title

Other (specify below) below) **CFO**

C/O FORTRESS INTERNATIONAL GROUP, INC., 9841 BROKEN LAND

PARKWAY

4. If Amendment, Date Original

Applicable Line)

(Street) Filed(Month/Day/Year)

(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

COLUMBIA, MD 21046

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Α

80,000

D

Common

Common

Stock

Stock

09/07/2007

09/07/2007

 $A^{(2)}$

 $A^{(1)}$

40,000 A

40,000

\$ 0 40,000

\$0

D

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	. 8) Derivative			Securi	ities	(Instr. 5)	Bene
	Derivative				Securities Acquired			(Instr.	3 and 4)		Own
	Security										Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date		Number		
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DEC TIMOTHY C C/O FORTRESS INTERNATIONAL GROUP, INC. 9841 BROKEN LAND PARKWAY COLUMBIA, MD 21046

CFO

Signatures

/s/ Timothy C. Dec 03/20/2008

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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).

Represents shares of restricted stock awarded to the reporting person under the 2006 Omnibus Incentive Compensation Plan (the "Plan") of Fortress International Group, Inc. (the "Company"). 50% of the shares of restricted stock awarded will vest and become non-forfeitable

- (1) on February 20, 2009 (18 months after the commencement date of the reporting person's employment with the Company (the "Commencement Date")) and the remaining 50% will vest and become non-forfeitable on August 20, 2010 (36 months after the Commencement Date).
- (2) Represents shares of restricted stock awarded to the reporting person under the Plan. These shares of restricted stock awarded will vest based on achieving certain milestones established by the Board of Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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