Edgar Filing: Fortress International Group, Inc. - Form 4

Fortress International Group, Inc. Form 4 September 28, 2007

September 2	28, 2007											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
	Washington, D.C. 20549								N OMB Number:	3235	-0287	
Check this box if no longer								Expires:	Janua	ry 31, 2005		
subject Section Form 4	to SIAIE 16. or		OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated burden ho response.	Estimated average burden hours per response		
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. ruction	(a) of the H	Public U		ding Co	npan	ny Act	nge Act of 1934, of 1935 or Secti 940				
(Print or Type	Responses)											
1. Name and KITT BAR	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer							
		Fortress International Group, Inc. [FIGI]					(Check all applicable)					
(Last) C/O THE I L.P., 4965 BLVD., SU	3. Date of Earliest Transaction(Month/Day/Year)09/26/2007				Director X 10% Owner Officer (give title Other (specify below)							
				If Amendment, Date Original led(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
PLANO, T	X 75093								More than One F			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Secu	rities A	cquired, Disposed	of, or Beneficia	ally Owne	d	
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)			9) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al 1ip		
				Code V	Amount	(D)	Price					
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	-		-	or indirectly.	ection of	SEC 1474		

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Warrants to purchase shares of Common Stock	\$ 5	09/26/2007		Р	315,000		<u>(3)</u>	07/12/2009	Common Stock, par value \$.0001 per share	315,000
Warrants to purchase shares of Common Stock	\$ 5	09/27/2007		Р	70,000		<u>(3)</u>	07/12/2009	Common Stock, par value \$.0001 per share	70,000

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Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
KITT BARRY M C/O THE PINNACLE FU 4965 PRESTON PARK B PLANO, TX 75093		Х						
Signatures								
/s/ Barry M. Kitt	09/28/2007							
<u>**</u> Signature of Reporting Person	Date							

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).

Barry M. Kitt exercises investment discretion and control over the shares of common stock of the issuer held by The Pinnacle Fund, L.P., a Texas limited partnership ("Pinnacle"). Mr. Kitt may be deemed to be the beneficial owner of the shares of common stock beneficially owned by Pinnacle. Mr. Kitt hereby disclaims beneficial ownership of the shares of common stock reported herein to the extent of his

- (1) owned by Finnacic, with netcoy discrains beneficial ownership of the shares of common stock reported herein to the extent of his direct or indirect pecuniary interest therein, and this Form 4 shall not be deemed to be an admission that Mr. Kitt is the beneficial owner of the shares of common stock reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended or for any other purpose.
- (2) This Form 4 is filed on behalf of Pinnacle and Barry M. Kitt. Pinnacle Advisers, L.P. ("Advisers") is the general partner of Pinnacle. Pinnacle Fund Management, LLC ("Management") is the general partner of Advisers. Mr. Kitt is the sole member of Management.
- (3) Immediately.

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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.