

Item 1. Description of The Registrant's Securities to be Registered

The securities to be registered hereby are the units, common stock and warrants of Fortress International Group, Inc. (the "**Company**"). The description of the units, the common stock and the warrants, contained in the section entitled "Description of Securities" in the Prospectus included in the Company's Registration Statement on Form S-1 (Registration No. 333-123504), filed with the Securities and Exchange Commission on April 8, 2005, as amended on June 3, 2005, July 5, 2005, July 13, 2005 July 15, 2005 and May 11, 2007 (by virtue of a post-effective amendment on Form S-3) (the "**Registration Statement**"), is hereby incorporated by reference herein. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that are subsequently filed are hereby also incorporated by reference herein.

Item 2. Exhibits

The following exhibits are filed herewith or are incorporated by reference as indicated below.

| Exhibit Number | Description |
|----------------|---|
| 3.1. | Second Amended and Restated Certificate of Incorporation dated January 19, 2007 (included as Exhibit 3.1 to the Current Report on Form 8-K filed January 25, 2007 and incorporated by reference herein) |
| 3.2. | By-laws (incorporated by reference to Exhibit 3.2 of the Company's Registration Statement No. 333-123504, effective July 13, 2005) |
| 4.1. | Specimen Unit Certificate (incorporated by reference to Exhibit 4.1 of the Company's Registration Statement No. 333-123504, effective July 13, 2005) |
| 4.2 | Specimen Common Stock Certificate (incorporated by reference to Exhibit 4.2 of the Company's Registration Statement No. 333-123504, effective July 13, 2005) |
| 4.3 | Specimen Warrant Certificate (incorporated by reference to Exhibit 4.3 of the Company's Registration Statement No. 333-123504, effective July 13, 2005) |
| 4.4 | Warrant Agreement between Continental Stock Transfer & Trust Company and the Company (incorporated by reference to Exhibit 4.4 of the Company's Form 10-KSB for the year ended December 31, 2005) |

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Fortress International Group,
Inc.

By: /s/ Thomas P.

Rosato

Thomas P. Rosato
Chief Executive Officer

Date: July 27, 2007
