

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

MBF Healthcare Acquisition Corp.
Form SC 13G
April 25, 2007

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. _____) *

MBF Healthcare Acquisition Corp.

(Name of Issuer)

Common Stock, par value \$.0001 per share

(Title of Class of Securities)

552650202

(CUSIP Number)

April 17, 2007

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which
would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities
Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of
that section of the Act but shall be subject to all other provisions of
the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 552650202

Page 2 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Drawbridge DSO Securities LLC

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES -1,020,000-

BENEFICIALLY 6 SHARED VOTING POWER
-0-

OWNED BY 7 SOLE DISPOSITIVE POWER
EACH -1,020,000-

REPORTING 8 SHARED DISPOSITIVE POWER
PERSON -0-

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,020,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
4.3% (based on 23,781,250 shares of common stock outstanding as of
April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

SCHEDULE 13G

CUSIP No. 552650202

Page 3 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Drawbridge OSO Securities LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	5	SOLE VOTING POWER
		-180,000-
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		-0-
OWNED BY	7	SOLE DISPOSITIVE POWER
EACH		-180,000-
REPORTING	8	SHARED DISPOSITIVE POWER
PERSON		-0-
WITH		

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-180,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0.8% (based on 23,781,250 shares of common stock outstanding as
of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

SCHEDULE 13G

CUSIP No. 552650202

Page 4 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Drawbridge Special Opportunities Fund LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)

(a)		
(b)		

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	5	SOLE VOTING POWER
		-0-
SHARES	6	SHARED VOTING POWER

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

-1,020,000-*

BENEFICIALLY -----

OWNED BY 7 SOLE DISPOSITIVE POWER
-0-

EACH -----

REPORTING 8 SHARED DISPOSITIVE POWER
PERSON -1,020,000-*

WITH -----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,020,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
4.3% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
PN

* Solely in its capacity as the sole managing member of Drawbridge DSO
Securities LLC.

SCHEDULE 13G

CUSIP No. 552650202

Page 5 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Drawbridge Special Opportunities Fund Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

NUMBER OF 5 SOLE VOTING POWER
-0-

SHARES 6 SHARED VOTING POWER
-180,000-*

BENEFICIALLY -----

OWNED BY 7 SOLE DISPOSITIVE POWER
-0-

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

EACH
 REPORTING PERSON WITH

8 SHARED DISPOSITIVE POWER
 -180,000-*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 -180,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
 SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
 0.8% (based on 23,781,250 shares of common stock outstanding as
 of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
 OO

* Solely in its capacity as the sole managing member of Drawbridge OSO Securities LLC.

SCHEDULE 13G

CUSIP No. 552650202

Page 6 of 18 Pages

1 NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Drawbridge Special Opportunities GP LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (See Instructions) (a) | |
 (b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

5 SOLE VOTING POWER
 NUMBER OF -0-

6 SHARED VOTING POWER
 SHARES -1,020,000-*

BENEFICIALLY

7 SOLE DISPOSITIVE POWER
 OWNED BY -0-

EACH

8 SHARED DISPOSITIVE POWER
 REPORTING -1,020,000-*

PERSON

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,020,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
4.3% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

* Solely in its capacity as the general partner of Drawbridge Special
Opportunities Fund LP.

SCHEDULE 13G

CUSIP No. 552650202

Page 7 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Drawbridge Special Opportunities Advisors LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES -0-

BENEFICIALLY 6 SHARED VOTING POWER
-1,200,000-*

OWNED BY 7 SOLE DISPOSITIVE POWER
EACH -0-

REPORTING 8 SHARED DISPOSITIVE POWER
PERSON -1,200,000-*

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,200,000-

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.0% (based on 23,781,250 shares of common stock outstanding as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

* Solely in its capacity as the investment advisor of each of Drawbridge Special Opportunities Fund LP and Drawbridge Special Opportunities Fund Ltd.

SCHEDULE 13G

CUSIP No. 552650202

Page 8 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Fortress Principal Investment Holdings IV LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	5	SOLE VOTING POWER
		-0-
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		-1,020,000-*
OWNED BY	7	SOLE DISPOSITIVE POWER
		-0-
EACH	8	SHARED DISPOSITIVE POWER
REPORTING		-1,020,000-*
PERSON		
WITH		

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,020,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
4.3% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

* Solely in its capacity as the sole managing member of Drawbridge Special
Opportunities GP LLC.

SCHEDULE 13G

CUSIP No. 552650202

Page 9 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
FIG LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	5	SOLE VOTING POWER	
			-0-
SHARES	6	SHARED VOTING POWER	
BENEFICIALLY			-1,200,000-*
OWNED BY	7	SOLE DISPOSITIVE POWER	
EACH			-0-
REPORTING	8	SHARED DISPOSITIVE POWER	
PERSON			-1,200,000-*
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,200,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.0% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

00

* Solely in its capacity as the sole managing member of Drawbridge Special Opportunities Advisors LLC.

SCHEDULE 13G

CUSIP No. 552650202

Page 10 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Fortress Operating Entity I LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES -0-

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY -1,200,000-*

EACH 7 SOLE DISPOSITIVE POWER
REPORTING -0-

PERSON 8 SHARED DISPOSITIVE POWER
WITH -1,200,000-*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,200,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.0% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
PN

* Solely in its capacity as the sole managing member of each of FIG LLC and Fortress Principal Investment Holdings IV LLC.

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

SCHEDULE 13G

CUSIP No. 552650202

Page 11 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
FIG Corp.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	5	SOLE VOTING POWER -0-
NUMBER OF		
SHARES	6	SHARED VOTING POWER -1,200,000-*
BENEFICIALLY		
OWNED BY	7	SOLE DISPOSITIVE POWER -0-
EACH	8	SHARED DISPOSITIVE POWER -1,200,000-*
REPORTING		
PERSON		
WITH		

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,200,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.0% (based on 23,781,250 shares of common stock outstanding as
of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
CO

* Solely in its capacity as the general partner of Fortress Operating Entity I LP.

SCHEDULE 13G

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

CUSIP No. 552650202

Page 12 of 18 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Fortress Investment Group LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions) (a) | |
(b) | |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	5	SOLE VOTING POWER
		-0-
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		-1,200,000-*
OWNED BY	7	SOLE DISPOSITIVE POWER
EACH		-0-
REPORTING	8	SHARED DISPOSITIVE POWER
PERSON		-1,200,000-*
WITH		

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-1,200,000-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.0% (based on 23,781,250 shares of common stock outstanding
as of April 17, 2007)

12 TYPE OF REPORTING PERSON (See Instructions)
OO

* Solely in its capacity as the holder of all the issued and outstanding shares of beneficial interest of FIG Corp.

Item 1.

(a) Name of Issuer:

The name of the issuer is MBF Healthcare Acquisition Corp. (the "Issuer").

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

(b) Address of Issuer's Principal Executive Offices:

The Issuer's principal executive offices are located at 121 Alhambra Plaza, Suite 1100, Coral Gables, Florida 33134.

Item 2.

(a) Name of Person Filing:

This statement is filed by:

- (i) Drawbridge DSO Securities LLC, a Delaware limited liability company, directly owns stock described herein;
- (ii) Drawbridge OSO Securities LLC, a Delaware limited liability company, directly owns stock described herein;
- (iii) Drawbridge Special Opportunities Fund LP, a Delaware limited partnership, is the sole managing member of Drawbridge DSO Securities LLC;
- (iv) Drawbridge Special Opportunities Fund Ltd., a Cayman Islands company, is the sole managing member of Drawbridge OSO Securities LLC;
- (v) Drawbridge Special Opportunities GP LLC, a Delaware limited liability company, is the general partner of Drawbridge Special Opportunities Fund LP;
- (vi) Drawbridge Special Opportunities Advisors LLC, a Delaware limited liability company, is the investment advisor of each of Drawbridge Special Opportunities Fund LP and Drawbridge Special Opportunities Fund Ltd.;
- (vii) Fortress Principal Investment Holdings IV LLC, a Delaware limited liability company, is the sole managing member of Drawbridge Special Opportunities GP LLC;
- (viii) FIG LLC, a Delaware limited liability company, is the sole managing member of Drawbridge Special Opportunities Advisors LLC;
- (ix) Fortress Operating Entity I LP, a Delaware limited partnership, is the sole managing member of each of FIG LLC and Fortress Principal Investment Holdings IV LLC;
- (x) FIG Corp., a Delaware corporation, is the general partner of Fortress Operating Entity I LP; and
- (xi) Fortress Investment Group LLC, a Delaware limited liability company, is holder of all the issued and outstanding shares of beneficial interest of FIG Corp.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

(b) Address of Principal Business Office, or if none, Residence:

The address of the business office of each of the Reporting

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

Persons is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46th Floor, New York, New York 10105, Attention: Michael Cohn.

(c) Citizenship:

Each of Drawbridge DSO Securities LLC, Drawbridge OSO Securities LLC, Drawbridge Special Opportunities GP LLC, Drawbridge Special Opportunities Advisors LLC, Fortress Principal Investment Holdings IV LLC, FIG LLC and Fortress Investment Group LLC is a limited liability company organized under the laws of the State of Delaware. Each of Drawbridge Special Opportunities Fund LP and Fortress Operating Entity I LP is a limited partnership organized under the laws of the State of Delaware. Drawbridge Special Opportunities Fund Ltd. is a company organized under the laws of the Cayman Islands. FIG Corp. is a corporation organized under the laws of the State of Delaware.

(d) Title of Class of Securities:

Common Stock, par value \$.0001 per share (the "Common Stock")

(e) CUSIP Number:

552650202

Item 3. If this statement is filed pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with ss.240.13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) Group, in accordance with ss.240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

The percentages used in this Item 4 are calculated based upon 23,781,250 shares of Common Stock issued and outstanding as of April 17, 2007.

- A. Drawbridge DSO Securities LLC
 - (a) Amount beneficially owned: -1,020,000-
 - (b) Percent of class: 4.3%
 - (c) (i) Sole power to vote or direct the vote: -1,020,000-
 - (ii) Shared power to vote or direct the vote: -0-
 - (iii) Sole power to dispose or direct the disposition: -1,020,000-
 - (iv) Shared power to dispose or direct the disposition: -0-
- B. Drawbridge OSO Securities LLC
 - (a) Amount beneficially owned: -180,000-
 - (b) Percent of class: 0.8%
 - (c) (i) Sole power to vote or direct the vote: -180,000-
 - (ii) Shared power to vote or direct the vote: -0-
 - (iii) Sole power to dispose or direct the disposition: -180,000-
 - (iv) Shared power to dispose or direct the disposition: -0-
- C. Drawbridge Special Opportunities Fund LP
 - (a) Amount beneficially owned: -1,020,000-
 - (b) Percent of class: 4.3%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: -1,020,000-
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: -1,020,000-
- D. Drawbridge Special Opportunities Fund Ltd.
 - (a) Amount beneficially owned: -180,000-
 - (b) Percent of class: 0.8%
 - (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: -180,000-

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition:
-180,000-

E. Drawbridge Special Opportunities GP LLC

(a) Amount beneficially owned: -1,020,000-

(b) Percent of class: 4.3%

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote:
-1,020,000-

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition:
-1,020,000-

F. Drawbridge Special Opportunities Advisors LLC

(a) Amount beneficially owned: -1,200,000-

(b) Percent of class: 5.0%

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote:
-1,200,000-

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition:
-1,200,000-

G. Fortress Principal Investment Holdings IV LLC

(a) Amount beneficially owned: -1,020,000-

(b) Percent of class: 4.3%

(c) (i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote:
-1,020,000-

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition:
-1,020,000-

H. FIG LLC

(a) Amount beneficially owned: -1,200,000-

(b) Percent of class: 5.0%

(c) (i) Sole power to vote or direct the vote: -0-

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

- (ii) Shared power to vote or direct the vote:
-1,200,000-
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition:
-1,200,000-

I. Fortress Operating Entity I LP

- (a) Amount beneficially owned: -1,200,000-
- (b) Percent of class: 5.0%
- (c)
 - (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote:
-1,200,000-
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition:
-1,200,000-

J. FIG Corp.

- (a) Amount beneficially owned: -1,200,000-
- (b) Percent of class: 5.0%
- (c)
 - (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote:
-1,200,000-
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition:
-1,200,000-

K. Fortress Investment Group LLC

- (a) Amount beneficially owned: -1,200,000-
- (b) Percent of class: 5.0%
- (c)
 - (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote:
-1,200,000-
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition:
-1,200,000-

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

DRAWBRIDGE SPECIAL OPPORTUNITIES
FUND LP

By: DRAWBRIDGE SPECIAL OPPORTUNITIES
GP LLC
its general partner

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

Dated: April 25, 2007

DRAWBRIDGE SPECIAL OPPORTUNITIES GP LLC

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

FORTRESS PRINCIPAL INVESTMENT HOLDINGS
IV LLC

By: /s/ Randal A. Nardone

Name: Randal A. Nardone
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

DRAWBRIDGE SPECIAL OPPORTUNITIES
ADVISORS LLC

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

FORTRESS INVESTMENT GROUP LLC

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

By: /s/ Randal A. Nardone

Name: Randal A. Nardone
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

FORTRESS OPERATING ENTITY I LP

By: FIG CORP.
its general partner

By: /s/ Randal A. Nardone

Name: Randal A. Nardone
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

DRAWBRIDGE SPECIAL OPPORTUNITIES FUND LTD.

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

FIG LLC

By: /s/ Randal A. Nardone

Edgar Filing: MBF Healthcare Acquisition Corp. - Form SC 13G

Name: Randal A. Nardone
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

FIG CORP.

By: /s/ Randal A. Nardone

Name: Randal A. Nardone
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

DRAWBRIDGE OSO SECURITIES LLC

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 25, 2007

DRAWBRIDGE DSO SECURITIES LLC

By: /s/ Glenn Cummins

Name: Glenn Cummins
Title: Authorized Signatory

EXHIBIT INDEX

Exhibit Number -----	Exhibit -----
1	Joint Filing Agreement dated April 25, 2007, by and between Drawbridge Special Opportunities GP LLC, Drawbridge Special Opportunities Advisors LLC, Fortress Principal Investment Holdings IV LLC, Fortress Investment Group LLC, Drawbridge Special Opportunities Fund LP, Fortress Operating Entity I LP, Drawbridge Special Opportunities Fund Ltd., Drawbridge OSO Securities LLC, Drawbridge DSO Securities LLC, FIG LLC and FIG Corp.