

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

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **December 21, 2015 (December 17, 2015)**

ACRE REALTY INVESTORS INC.
(Exact name of registrant as specified in its charter)

Georgia

(State or Other Jurisdiction of Incorporation)

001-13183

(Commission File Number)

58-2122873

(IRS Employer Identification No.)

**c/o Avenue Capital Group
399 Park Avenue, 6th Floor
New York, New York**

(Address of Principal Executive Offices)

10022

(Zip Code)

212-878-3504

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01 Completion of Acquisition or Disposition of Assets.

On December 17, 2015, ACRE Realty Investors Inc. (the “Company”) closed the sale of the Company’s North Springs land consisting of approximately 9.696 acres of real property in Sandy Springs, Fulton County, Georgia (the “North Springs Land”), for a sale price of \$12,000,000, pursuant to the previously announced sale contract between the Company’s operating partnership, ACRE Realty LP, and the buyer, Maple Multi-Family Land SE, L.P., a Delaware limited partnership. The North Springs Land was one of the four legacy properties that was acquired prior to the recapitalization transaction with A-III Investment Partners LLC. As described in our most recent Quarterly Report on Form 10-Q, the Company is in the process of selling its legacy properties.

A press release announcing the sale of the North Springs Land is attached to this report as Exhibit 99.1.

Note Regarding Forward-looking Statements

This Current Report on Form 8-K contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, as amended. The forward-looking statements relate to our intent, belief, or expectations regarding the Company’s focus on selling its legacy properties. For these forward-looking statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. For more information about other risks and uncertainties we face, please see the section entitled “Risk Factors” in our most recent Annual Report on Form 10-K, a copy of which can be obtained from the Company’s website at www.acrerealtyinvestors.com.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Exhibit

99.1 Press Release dated December 21, 2015.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ACRE REALTY INVESTORS INC.

Dated: December 21, 2015

By: /s/ Gregory I. Simon

Gregory I. Simon
Executive Vice President,
General Counsel and Secretary

ACRE Realty Investors Inc. Announces Closing of Sale Contract of North Springs Land in Fulton County, Georgia

NEW YORK, December 21, 2015 / PRNewswire/ - ACRE Realty Investors Inc. (NYSE MKT: AIII) (the "Company") announces that, on December 17, 2015, it closed the previously announced sale of its North Springs land parcel for a sale price of \$12,000,000.

On August 20, 2015, the Company filed a Current Report on Form 8-K to report that, through the Company's operating partnership, ACRE Realty LP, the Company entered into a sale contract with Maple Multi-Family Land SE, L.P., a Delaware limited partnership ("Maple"), pursuant to which the Company agreed to sell, and Maple agreed to purchase, subject to the conditions in the contract, the Company's North Springs land consisting of approximately 9.696 acres of real property in Sandy Springs, Fulton County, Georgia (the "North Springs Land").

The North Springs Land was one of the four legacy properties that was acquired prior to the recapitalization transaction with A-III Investment Partners LLC. As described in our most recent Quarterly Report on Form 10-Q, the Company is in the process of selling its legacy properties.

The above description of the closing and related matters is only a summary, and you are encouraged to read the Company's Current Report on Form 8-K, which the Company intends to file shortly after this press release is issued and which will be available free of charge at the SEC's website at www.sec.gov.

Additional information about the Company, including links to SEC filings, is available on the Company's website at www.acrerealtyinvestors.com. In addition, you may contact the Company at 212-878-3504.

Source: ACRE Realty Investors Inc.
