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

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**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):

February 24, 2011 (February 24, 2011)

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**HARRIS & HARRIS GROUP, INC.**

(Exact name of registrant as specified in its charter)

**New York**  
(State or other jurisdiction of  
incorporation)

**0-11576**  
(Commission File  
Number)

**13-3119827**  
(IRS Employer  
Identification No.)

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**1450 Broadway**  
**New York, New York 10018**

(Address of principal executive offices and zip code)

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**(212) 582-0900**

(Registrant's telephone number, including area code)

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))
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**Item 8.01. Other Events.**

On February 24, 2010, Harris & Harris Group, Inc. (the "Company") announced its venture debt investment of \$750,000 in Nano-Terra, Inc. The Company received warrants as part of this venture debt financing. This investment is part of the Company's efforts to expand its core venture capital investments in equity of privately held and publicly traded small companies with debt securities that provide predictable cash flows and timelines for returns on investment. In addition to providing venture debt financing, the Company continues to make equity-based venture capital investments in companies developing and integrating products enabled by nanotechnology and microsystems.

Nano Terra is a nano- and micro-technology development company headquartered in Brighton, MA. It seeks to develop long-term collaborations with its customers that build new business value by applying its interdisciplinary expertise, nano- and micro-technology toolset and knowhow to commercial problems. The Company's press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 24, 2011

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## SIGNATURES

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

Date: February 24, 2011

HARRIS & HARRIS GROUP, INC.

By: /s/ Daniel B. Wolfe

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Daniel B. Wolfe  
President

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**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release dated February 24, 2011

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**PRESS RELEASE**

**FOR IMMEDIATE RELEASE**

**HARRIS & HARRIS GROUP, INC.®**  
**1450 BROADWAY, 24<sup>TH</sup> FLOOR**  
**NEW YORK, NY 10018**  
**TEL. NO. (212) 582-0900**

**FEBRUARY 24, 2011**

**CONTACT: DANIEL B. WOLFE**

**HARRIS & HARRIS GROUP ANNOUNCES VENTURE DEBT INVESTMENT IN NANO-TERRA**

Harris & Harris Group, Inc. (NASDAQ:TINY), announced today it closed a venture debt investment of \$750,000 in Nano-Terra, Inc. It received warrants as part of this venture debt financing. This investment is part of Harris & Harris Group's efforts to expand its core venture capital investments in equity of privately held and publicly traded small companies with debt securities that provide predictable cash flows and timelines for returns on investment. In addition to providing venture debt financing, Harris & Harris Group continues to make equity-based venture capital investments in companies developing and integrating products enabled by nanotechnology and microsystems.

Nano Terra is a nano- and micro-technology development company headquartered in Brighton, MA. It seeks to develop long-term collaborations with its customers that build new business value by applying its interdisciplinary expertise, nano- and micro-technology toolset and knowhow to commercial problems. More information on Nano-Terra is available on its website at [www.nanoterra.com](http://www.nanoterra.com).

Harris & Harris Group is a publicly traded venture capital company that invests in nanotechnology and microsystems. Detailed information about Harris & Harris Group and its holdings can be found on its website at [www.HHVC.com](http://www.HHVC.com).

This press release may contain statements of a forward-looking nature relating to future events. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. These statements reflect the Company's current beliefs, and a number of important factors could cause actual results to differ materially from those expressed in this press release. Please see the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2009, as well as subsequent filings, filed with the Securities and Exchange Commission for a more detailed discussion of the risks and uncertainties associated with the Company's business, including but not limited to the risks and uncertainties associated with venture capital investing and other significant factors that could affect the Company's actual results. Except as otherwise required by Federal securities laws, the Company undertakes no obligation to update or revise these forward-looking statements to reflect new events or uncertainties. The references to the websites [www.HHVC.com](http://www.HHVC.com) and [www.nanoterra.com](http://www.nanoterra.com) have been provided as a convenience, and the information contained on such websites is not incorporated by reference into this press release. Harris & Harris Group is not responsible for the content of third party websites.

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