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MILLER PETROLEUM INC  
Form 8-K  
February 27, 2006

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): February 21, 2006

MILLER PETROLEUM, INC.  
(Exact name of registrant as specified in its charter)

TENNESSEE (State or other jurisdiction of incorporation)	033-02249-FW (Commission File Number)	62-1028629 (IRS Employer Identification No.)
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3651 BAKER HIGHWAY, HUNTSVILLE, TENNESSEE (Address of principal executive offices)	37756 (Zip Code)
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Registrant's telephone number, including area code: (423) 663-9457

NOT APPLICABLE  
(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 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On February 21, 2006, Miller Petroleum, Inc. (the "Company") entered into an employment agreement (the "Employment Agreement") with its President, Ernest Payne. The following summary is qualified in its entirety by reference to the text of the Agreement, which will be attached as an exhibit to the Company's Form 10-QSB for the period ended January 31, 2006.

The Employment Agreement is for a term of three years commencing on February 21, 2006. It provides for an annual base salary of \$200,000 and eligibility for

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annual merit increases and additional bonuses at the discretion of the Board of Directors of the Company. Pursuant to the terms of the Employment Agreement, Mr. Payne will also be granted 500,000 restricted shares of the Company's common stock.

In addition, the Employment Agreement contains restrictive covenants which prohibit Mr. Payne from (i) associating with a business that is competitive with the Company's business during the term of his employment by the Company and for a three year period following the termination of Mr. Payne's employment, (ii) soliciting the Company's employees and customers other than in connection with his duties thereunder and (iii) divulging the confidential information of the Company.

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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.

MILLER PETROLEUM, INC.  
(Registrant)

Date: February 27, 2006

By: /s/ Deloy Miller

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Deloy Miller  
Chief Executive Officer

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