

SARATOGA RESOURCES INC /TX  
Form 8-K  
May 20, 2011

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): May 16, 2011

**SARATOGA RESOURCES, INC.**  
(Exact name of registrant as specified in Charter)

|   |                          |                                   |
|---|--------------------------|-----------------------------------|
| Texas   | 0-27563                  | 76-0314489                        |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>File No.) | (IRS Employer Identification No.) |

7500 San Felipe, Suite 675

Houston, Texas 77063  
(Address of Principal Executive Offices)(Zip Code)

713-458-1560  
(Issuer Telephone number)

(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 obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- 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)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.03**

**Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On May 16, 2011, Saratoga Resources, Inc. adopted amended and restated bylaws.

The amended and restated bylaws delete language that previously permitted the closing of the company's transfer books for specified periods and added language prohibiting the closing of the transfer books. The company's board adopted the amended and restated bylaws to bring the same into compliance with applicable exchange listing requirements in anticipation of a potential listing on a national stock exchange.

**Item 9.01**

**Financial Statements and Exhibits.**

(d)

Exhibits

3.1

Amended and Restated Bylaws, dated May 16, 2011

**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.

SARATOGA RESOURCES, INC.

Dated: May 19, 2011

By: /s/ Edward Hebert  
Edward Hebert

Vice President Finance

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