

Hackett Montague H Jr
 Form 4
 July 09, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hackett Montague H Jr

2. Issuer Name and Ticker or Trading Symbol
 EMPIRE PETROLEUM CORP
 [EMPR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 550 PARK AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/09/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

NEW YORK, NY 10065
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				(A) or (D)	Price					
COMMON STOCK	07/09/2010		P	V	277,778	A	\$ 0.09	9,565,288	D	
COMMON STOCK								607,143	I	BY WIFE (1)
COMMON STOCK	07/09/2010		P	V	277,778	A	\$ 0.09	2,206,350	I	BY TRUST (2)
COMMON STOCK	07/09/2010		P	V	277,778	A	\$ 0.09	1,945,635	I	BY TRUST (3)

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Common Stock Warrant(right to buy)	\$ 0.5	07/09/2010		P		138,889		07/03/2010	07/02/2011	COMMON STOCK
Common Stock Warrants(right to buy)	\$ 0.5	07/09/2010		P		138,889		07/03/2010	07/02/2011	COMMON STOCK
Common Stock Warrants(right to buy)	\$ 0.5	07/09/2010		P		138,889		07/03/2010	07/02/2011	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hackett Montague H Jr 550 PARK AVENUE NEW YORK, NY 10065	X	X		

Signatures

MONTAGUE H.
HACKETT, JR

07/09/2010

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

MAYME M HACKETT IS THE REPORTING PERSON'S WIFE. THE REPORTING PERSON DISCLAIMS OWNERSHIP OF
(1) THESE SHARES AND THIS REPORT SHOULD NOT BE DEEMED AN ADMISSION THAT THE REPORTING PERSON IS THE BENEFICIAL OWNER OF THESE SHARES FOR PURPOSES OF SECTION 16 OR ANY OTHER PURPOSES.

THE REPORTING PERSON IS THE TRUSTEE OF THE TRUST F/B/O MELINDA HACKETT WHICH IS THE REPORTING PERSON'S DAUGHTER. THE REPORTING PERSON DISCLAIMS OWNERSHIP OF THESE SHARES AND THIS REPORT
(2) SHOULD NOT BE DEEMED AN ADMISSION THAT THE REPORTING PERSON IS THE BENEFICIAL OWNER OF THESE SHARES FOR PURPOSES OF SECTION 16 OR ANY OTHER PURPOSES.

THE REPORTING PERSON IS THE TRUSTEE FOR THE TRUST F/B/O MONTAGUE H. HACKETT, III WHICH IS THE REPORTING PERSON'S SON. THE REPORTING PERSON DISCLAIMS OWNERSHIP OF THESE SHARES AND THIS REPORT
(3) SHOULD NOT BE DEEMED AN ADMISSION THAT THE REPORTING PERSON IS THE BENEFICIAL OWNER OF THESE SHARES FOR PURPOSES OF SECTION 16 OR FOR ANY OTHER PURPOSES.

THE REPORTING PERSON IS THE TRUSTEE OF THE TRUST F/B/O MELINDA HACKETT WHICH IS THE REPORTING PERSON'S DAUGHTER. THE REPORTING PERSON DISCLAIMS OWNERSHIP OF THESE WARRANT SHARES AND THIS
(4) REPORT SHOULD NOT BE DEEMED AN ADMISSION THAT THE REPORTING PERSON IS THE BENEFICIAL OWNER OF THESE WARRANT SHARES FOR PURPOSES OF SECTION 16 OR ANY OTHER PURPOSES.

THE REPORTING PERSON IS THE TRUSTEE FOR THE TRUST F/B/O MONTAGUE H. HACKETT, III WHICH IS THE REPORTING PERSON'S SON. THE REPORTING PERSON DISCLAIMS OWNERSHIP OF THESE WARRANT SHARES AND
(5) THIS REPORT SHOULD NOT BE DEEMED AN ADMISSION THAT THE REPORTING PERSON IS THE BENEFICIAL OWNER OF THESE WARRANT SHARES FOR PURPOSES OF SECTION 16 OR FOR ANY OTHER PURPOSES.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.