

StealthGas Inc.
Form 6-K
August 16, 2011

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

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of August 2011.

Commission File Number 000-51559

STEALTHGAS INC.

(Translation of registrant's name into English)

331 Kifissias Avenue Erithrea 14561 Athens, Greece

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.
Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T
Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T
Rule 101(b)(7):

EXHIBIT INDEX

| | |
|------|---|
| 99.1 | Proxy Statement for the 2011 Annual Meeting of Stockholders |
| 99.2 | Proxy for the 2011 Annual Meeting of Stockholders |
| 99.3 | 2010 Annual Report and Accounts |

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, thereunto duly authorized.

Date: August 16, 2011

STEALTHGAS INC.

By: /s/ Konstantinos Sistovaris

Name: Konstantinos Sistovaris

Title: Chief Financial Officer