

Hackett Montague H Jr  
 Form 4  
 July 09, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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)

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

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

550 PARK AVENUE

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

(Street)

NEW YORK, NY 10065

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| COMMON STOCK                    | 07/09/2010                           |  | P                              |   | 277,778   | A  | \$ 0.09   |
| COMMON STOCK                    |                                      |  |                                |   |   |  | 9,565,288   |
| COMMON STOCK                    |                                      |  |                                |   |   |  | 607,143   |
| COMMON STOCK                    | 07/09/2010                           |  | P                              |   | 277,778   | A  | \$ 0.09   |
| COMMON STOCK                    |                                      |  |                                |   |   |  | 2,206,350   |
| COMMON STOCK                    | 07/09/2010                           |  | P                              |   | 277,778   | A  | \$ 0.09   |
| COMMON STOCK                    |                                      |  |                                |   |   |  | 1,945,635   |

BY WIFE  
(1)

BY TRUST  
(2)

BY TRUST  
(3)

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

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SEC 1474  
(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<br>550 PARK AVENUE<br>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.