

ARENA RESOURCES INC  
Form 8-K  
May 29, 2008

United States  
Securities and Exchange Commission  
Washington, DC 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 28, 2008**

**Arena Resources, Inc.**  
(Exact Name of Registrant as Specified in its Charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**333-46164**  
(Commission File Number)

**73-1596109**  
(I.R.S. Employer  
Identification No.)

**6555 South Lewis Street, Tulsa, Oklahoma 74136**  
(Address of principal executive offices)

Registrant's telephone number, including area code **(918) 747-6060**

Check the appropriate box below if the Form 8-K 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))

**Section 7 Regulation FD**

**Item 7.01 Regulation FD Disclosure.**

Arena Resources, Inc. (the Company) has issued a press release regarding an agreement to sell up to 2,501,250 shares of the Company's common stock (which includes 326,250 shares to cover over-allotments) in a registered, follow-on offering of common stock by the Company.

A copy of the press release is included as an exhibit to this Form 8-K.

**Exhibits**

99 Press release issued by Arena Resources, Inc. on May 28, 2008.

**SIGNATURE**

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.

**ARENA RESOURCES, INC.**

Date: May 28, 2008

By: /s/ William R. Broaddrick  
William R. Broaddrick  
Vice President Finance and  
Principal Financial Officer