

ARENA RESOURCES INC  
Form 8-K  
July 11, 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) **July 1, 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 1 Registrant's Business and Operations**

**Item 1.01 Entry into a Material Definitive Agreement.**

On July 1, 2008, Arena Resources, Inc. (the Company) entered into a Second Amendment to First Amended and Restated Credit Agreement with MidFirst Bank and a syndicate of lenders including Compass Bank, Bank of Scotland, Capital One, N.A. and SunTrust Bank, pursuant to which the Company's existing borrowing base under such credit facility was increased from \$100,000,000 to \$150,000,000.

A copy of the Second Amendment to First Amended and Restated Credit Agreement is included as an exhibit hereto.

**Exhibits**

10.1 Second Amendment to First Amended and Restated Credit Agreement dated July 1, 2008, among the Company, MidFirst Bank, Compass Bank, Bank of Scotland, Capital One, N.A. and SunTrust Bank.

**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: July 1, 2008

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