

ReoStar Energy CORP
Form 10-K/A
March 30, 2010

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

FORM 10-KSB/A

ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the fiscal year ended March 31, 2008

Commission file number 000-26139

REOSTAR ENERGY CORPORATION
(Name of small business issuer in its charter)

Nevada
(State or other jurisdiction of incorporation or
organization)

20-8428738
(IRS Employer Identification Number)

3880 Hulen St., Ste 500, Fort Worth, TX
(Address of principal executive offices))

76107
(Zip Code)

Issuer's telephone number: 817-989-7367

Securities registered under Section 12(b) of the Exchange Act:
None

Securities registered under Section 12(g) of the Exchange Act:

Common Stock, \$.001 par value
(Title of class)

Check whether the issuer is not required to file reports pursuant to Section 13 or 15(d) of the Exchange Act.

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
Yes No

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B contained in this form, and no disclosure will be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Revenue for the fiscal year ended March 31, 2008 is \$5,490,331 and the aggregate market value of the voting stock held by non-affiliates of the registrant based on the closing bid price of such stock as of March 31, 2008 amounted to \$15,487,172.

The number of shares outstanding of the registrant's common stock as of March 31, 2008 was 80,181,310 shares.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the proxy statement for the registrant's 2008 annual meeting of shareholders to be filed with the SEC within 120 days after the end of the fiscal year ended March 31, 2008 are incorporated by reference in Part III of this Form 10-KSB.

Transitional Small Business Disclosure Format (check one): Yes No

EXPLANATORY NOTE: This Amendment to our Annual Report on Form 10-KSB/A for the fiscal year ended March 31, 2008 has been filed solely to provide revised certifications of the officers attached as Exhibit 31.1 and 31.2 of this report. No other revisions are being made to our Annual Report on Form 10-KSB/A for the fiscal year ended March 31, 2008 originally filed with the Securities and Exchange Commission on July 23, 2008. Accordingly, this Amendment should be read in conjunction with our original Annual Report on Form 10-KSB/A filed on July 23, 2008.

PART III

ITEM 13. EXHIBITS LISTING

The following exhibits are filed as part of this report:

| Number | Exhibit Description |
|---------------|--|
| <u>31.1</u> | <u>Certification by the CEO Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</u> |
| <u>31.2</u> | <u>Certification by the CFO Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</u> |
| <u>32.1</u> | <u>Certification by the CEO Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</u> |
| <u>32.2</u> | <u>Certification by the CFO Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</u> |

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

REOSTAR ENERGY CORPORATION

Date: March 30, 2010

By: /s/ Mark S. Zouvas
Mark S. Zouvas
President, Chief Executive Officer and Director

In accordance with the Exchange Act, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

| SIGNATURE | TITLE | DATE |
|--|--|----------------|
| /s/ Mark S. Zouvas Mark S. Zouvas | President, Chief Executive Officer and Director (Principal Executive Officer) | March 30, 2010 |
| /s/ Scott Allen Scott Allen | Chief Financial Officer and Director (Principal Financial Officer) | March 30, 2010 |
| /s/ M. O. Rife III M. O. Rife III | Chairman of the Board of Directors | March 30, 2010 |
| /s/ Jean-Baptiste Heinzer Jean-Baptiste Heinzer | Director | March 30, 2010 |
| /s/ Alan Rae Alan Rae | Director | March 30, 2010 |
