

DEFFINBAUGH DAVID
Form 4/A
October 03, 2012

FORM 4

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

OMB APPROVAL

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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 *
DEFFINBAUGH DAVID

2. Issuer Name and Ticker or Trading Symbol
BAKKEN RESOURCES INC
[BKKN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/03/2012

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

C/O BAKKEN RESOURCES, INC., 1425 BIRCH AVE. SUITE A
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
04/02/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HELENA, MT 59601

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)		
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (1)	\$ 0.1	10/03/2012	J		250,000	(1)(2) 04/02/2017	Common Stock	250,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEFFINBAUGH DAVID C/O BAKKEN RESOURCES, INC. 1425 BIRCH AVE. SUITE A HELENA, MT 59601	X		Chief Financial Officer	

Signatures

/s/ David
Deffinbaugh 10/03/2012

**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).
- As previously reported on Form 4 filed with the SEC on April 2, 2012 by the reporting person, the reporting person acquired stock options to purchase 250,000 shares of common stock vesting over a two-year period from the date of issuance in connection with his appointment to the board of directors. The reporting person currently is the part-time CFO of the Issuer and is also engaged by a
- (1) brokerage firm as a registered representative. The issuance of the stock options is compensatory and the brokerage firm no longer permits its representatives to hold such compensatory arrangements or options. Accordingly, the grant of options on April 2, 2012 at the request of the reporting person was terminated and the reporting person as of the date of this amendment shall no longer hold stock options of the Issuer.
 - (2) The reporting person has not exercised any of his vested stock options since the date of issuance.

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.