

SARATOGA RESOURCES INC /TX  
Form 8-K  
December 05, 2007

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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): December 4, 2007

SARATOGA RESOURCES, INC.

(Exact name of registrant as specified in Charter)

|   |                          |                                   |
|---|--------------------------|-----------------------------------|
| Texas   | 0-27563                  | 76-0314489                        |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>File No.) | (IRS Employer Identification No.) |

2304 Hancock Drive, Suite 5

Austin, Texas 78756

(Address of Principal Executive Offices)(Zip Code)

512-478-5717

(Issuer Telephone number)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

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))

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Item 3.02.

Unregistered Sales of Equity Securities.

On December 4, 2007, Saratoga Resources, Inc. (the Company ) issued 100,000 shares of restricted common stock to Andy Clifford, President of the Company, for \$100,000. The funds received will be used to pay professional fees and other expenses relating to the Company's pending acquisitions of Harvest Oil & Gas, Inc. and The Harvest Group, Inc. No commissions or fees were paid in connection with the issue of the above shares.

The securities described above were issued pursuant to the exemption from registration provided by Section 4(2) of the Securities Act of 1933. The issuance was privately negotiated with the purchaser and with no general solicitation or public advertising and the certificates evidencing the securities issued bear restrictive legends.

#### SIGNATURES

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.

SARATOGA RESOURCES, INC.

Dated: December 4, 2007

By:

/s/ Thomas F. Cooke

Thomas F. Cooke

Chief Executive Officer