McCabe Family Trust Stanley McCabe, Trustee Form 4

October 26, 2006 **FORM 4**

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

Common

Stock

10/24/2006

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading McCabe Family Trust Stanley Issuer Symbol McCabe, Trustee ARENA RESOURCES INC [ARD] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title Other (specify 5922 S. ATLANTA PLACE 10/24/2006 below) below) Treasurer, Secretary (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **TULSA, OK 74105** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Ownership Owned Direct (D) (Instr. 8) Following or Indirect (Instr. 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

10/24/2006

Code V

S

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SEC 1474

(9-02)

Reported

Transaction(s)

(Instr. 3 and 4)

648,000 (1)

(Instr. 4)

D

(A)

or

(D)

D

Price

35.33

Amount

300,000

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivati Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 3.7					04/01/2004	10/01/2008	Common Stock	125,000 (2)	
Stock Option	\$ 8.3					01/02/2006	01/02/2010	Common Stock	125,000 (2)	

Reporting Owners

Reporting Owner Name / Address	Relationships					
Fg	Director	10% Owner	Officer	Other		
McCabe Family Trust Stanley McCabe, Trustee			_			
5922 S. ATLANTA PLACE	X		Treasurer, Secretary			
TULSA, OK 74105						

Signatures

Person

Stanley Myron
McCabe

**Signature of Reporting

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).
- (1) The common stock reported in Table I, Column 5, is owned in the name of the McCabe Family Trust, of which Stanely McCabe is the Trustee and beneficial owner.
- (2) Options are exercisable for 20% of the underlying shares, per year, over five years. The options are currently held by Stanley McCabe, individually.

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.

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