

GEOPETRO RESOURCES CO

Form 10-Q/A

November 14, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the quarterly period ended September 30, 2013

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE

ACT OF 1934

For the transition period from **to**

Commission file number 001-16749

GeoPetro Resources Company

(Exact name of registrant as specified in its charter)

California **94-3214487**
(State of incorporation) (IRS Employer Identification Number)

150 California Street, Suite 600
San Francisco, CA **94111**
(Address of principal executive offices) (Zip Code)

(415) 398-8186
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 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 .

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

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Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No .

There were 54,541,074 shares of no par value common stock outstanding on November 14, 2013.

Explanatory Note

The sole purpose of this Amendment No. 1 to GeoPetro Resources Company's Quarterly Report on Form 10-Q for the period ended September 30, 2013, filed with the Securities and Exchange Commission on November 14, 2013 (the "Form 10-Q"), is to provide the condensed consolidated financial statements and related notes from the Form 10-Q formatted in XBRL (eXtensible Business Reporting Language) furnished as Exhibit 101 to the Form 10-Q in accordance with Rule 405 of Regulation S-T. No other changes have been made to the Form 10-Q.

Item 6. Exhibits

EXHIBIT INDEX

Exhibit

Number

- | | |
|----------|---|
| 31.1 (1) | Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer. |
| 31.2 (1) | Rule 13a-14(a)/15d-14(a) Certification of Vice President of Finance. |
| 32.1 (1) | Certification of Chief Executive Officer and Vice President of Finance of GeoPetro Resources Company pursuant to 18 U.S.C. § 1350. |
| 101 (1) | The following materials from the GeoPetro Resources Company Form 10-Q for the quarter ended September 30, 2013 formatted in Extensible Business Reporting Language (XBRL): (i) the Condensed Consolidated Statements of Operations, (ii) the Condensed Consolidated Balance Sheets, (iii) Condensed Consolidated Statements of Cash Flows and (iv) related notes, tagged as blocks of text. |
| (1) | Furnished herewith |
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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on November 14, 2013.

GEOPETRO RESOURCES COMPANY

By: /s/ Stuart J. Doshi
Stuart J. Doshi
President, Chief Executive Officer
and
Chairman of the Board

By: /s/ Dale W. Dvoracek
Dale W. Dvoracek
Vice President of Finance