UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Amendment No. 1
on
FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): March 18, 2011

GULFPORT ENERGY CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware	000-19514	73-1521290
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

14313 North May Avenue **Suite 100** **Oklahoma City, OK**	**73134**
(Address of principal executive offices)	(Zip code)

(405) 848-8807
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Item 8.01. Other Information.

On December 7, 2010, Gulfport Energy Corporation (the "Company") filed its Current Report on Form 8-K (the "Original 8-K") in response to a comment letter received by the Company from the Securities and Exchange Commission (the "SEC") regarding certain of its filings under the Securities Exchange Act of 1934, as amended. In the Original 8-K, the Company included as Exhibits 99.1 and 99.2, the revised reports from Netherland, Sewell & Associates, Inc. ("NSAI") and Pinnacle Energy Services, LLC ("Pinnacle"), respectively, each for the year ended December 31, 2009, to address certain of the SEC's comments. In response to a second letter received by the Company from the SEC on March 4, 2011, the Company is filing this report on Form 8-K/A to include, as Exhibits 99.1 and 99.2, the 2009 reports from NSAI and Pinnacle, respectively, together with their respective consents filed as Exhibits 23.1 and 23.2, which reports were further revised in response to the second letter from the SEC. Neither of the revised reports changes any of the reserve information previously disclosed by the Company. The Company has now cleared all comments received from the SEC to date, including with respect to the 2009 reserve reports.

Item 9.01. Financial Statements and Exhibits

(d) *Exhibits*

Number	Exhibit
23.1	Consent of Netherland, Sewell & Associates, Inc.
23.2	Consent of Pinnacle Energy Services, LLC.
99.1	Report of Netherland, Sewell & Associates, Inc.
99.2	Report of Pinnacle Energy Services, LLC.

SIGNATURE

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 thereunto duly authorized.

GULFPORT ENERGY CORPORATION

Date: March 18, 2011

By: /s/ MICHAEL G. MOORE
Michael G. Moore
Chief Financial Officer

Exhibit Index

Number	Exhibit
23.1	Consent of Netherland, Sewell & Associates, Inc.
23.2	Consent of Pinnacle Energy Services, LLC.
99.1	Report of Netherland, Sewell & Associates, Inc.
99.2	Report of Pinnacle Energy Services, LLC.

Exhibit 23.1

NETHERLAND, SEWELL & ASSOCIATES, INC.

CONSENT OF NETHERLAND, SEWELL & ASSOCIATES, INC.

We hereby consent to the inclusion in this Form 8-K of Gulfport Energy Corporation ("Form 8-K"), of our report dated March 14, 2011, on oil and gas reserves of Gulfport Energy Corporation and its subsidiaries as of December 31, 2009, to all references to our firm in the Form 8-K and to the incorporation by reference of said report in the Registration Statements of Gulfport Energy Corporation on Forms S-8 (File No. 333-135728, effective July 12, 2006; File No. 333-129178, effective October 21, 2005; and File No. 333-55738, effective February 16, 2001) and on Form S-3 (File No. 333-168180, effective July 28, 2010).

NETHERLAND, SEWELL & ASSOCIATES, INC.

By: /s/ Danny D. Simmons, P.E.
Danny D. Simmons, P.E.
President and Chief Operating Officer

Houston, Texas
March 16, 2011

Exhibit 23.2

CONSENT OF PINNACLE ENERGY SERVICES, LLC

We have issued our report letter dated March 16, 2011 for 2009, on estimates of proved reserves and future net cash flows of certain oil and natural gas properties located in the Permian Basin of West Texas acquired by Gulfport Energy Corporation ("Gulfport"). As independent oil and gas consultants, we hereby consent to the inclusion of the information contained in our report letter in this Current Report on Form 8-K of Gulfport (this "Current Report") and to all references to our firm in this Current Report. We hereby also consent to the incorporation by reference of such information in the Registration Statements of Gulfport on Forms S-8 (File No. 333-135728, effective July 12, 2006; File No. 333-129178, effective October 21, 2005; and File No. 333-55738, effective February 16, 2001) and on Form S-3 (File No. 333-168180, effective July 28, 2010).

PINNACLE ENERGY SERVICES, LLC

/s/ John Paul Dick
Name: John Paul Dick
Title: Manager, Registered Petroleum Engineer

March 16, 2011
Oklahoma City, Oklahoma

Exhibit 99.1

NETHERLAND, SEWELL & ASSOCIATES, INC.
WORLDWIDE PETROLEUM CONSULTANTS
ENGINEERING • GEOLOGY • GEOPHYSICS • PETROPHYSICS

CHAIRMAN & CEO
C.H. (SCOTT) REES III
PRESIDENT & COO
DANNY D. SIMMONS
EXECUTIVE VP
G. LANCE BINDER

EXECUTIVE COMMITTEE
P. SCOTT FROST - DALLAS
J. CARTER HENSON, JR. - HOUSTON
DAN PAUL SMITH - DALLAS
JOSEPH J. SPELLMAN - DALLAS
THOMAS J. TELLA II - DALLAS

March 14, 2011

Mr. Mike Moore
Gulfport Energy Corporation
14313 North May Avenue, Suite 100
Oklahoma City, Oklahoma 73134

Dear Mr. Moore:

In accordance with your request, we have estimated the proved reserves and future revenue, as of December 31, 2009, to the Gulfport Energy Corporation (Gulfport) interest in certain oil and gas properties located in West Cote Blanche Bay Field, St. Mary Parish, Louisiana. The estimates in this report are the same as those presented in our reports dated February 9, 2010 and December 1, 2010. However, portions of this letter have been revised based on comments received by Gulfport from the SEC. We completed our evaluation on February 9, 2010. It is our understanding that the proved reserves estimated in this report constitute approximately 27.5 percent of all proved reserves owned by Gulfport as of December 31, 2009. The estimates in this report have been prepared in accordance with the definitions and guidelines of the U.S. Securities and Exchange Commission (SEC) and, with the exception of the exclusion of overhead expenses and future income taxes, conform to the FASB Accounting Standards Codification Topic 932, Extractive Activities—Oil and Gas. Definitions are presented immediately following this letter. This report has been prepared for Gulfport's use in filing with the SEC; in our opinion the assumptions, data, methods, and procedures used in the preparation of this report are appropriate for such purpose.

We estimate the net reserves and future net revenue to the Gulfport interest in these properties, as of December 31, 2009, to be:

	Net Reserves		Future Net Revenue ($)	
Category	Oil (Barrels)	Gas (MCF)	Total	Present Worth at 10%
Proved Developed Producing	967,646	540,464	27,469,900	27,025,900
Proved Developed Non-Producing	2,283,124	606,665	39,466,400	30,299,700
Proved Undeveloped	1,776,882	426,165	62,443,800	49,206,300
Total Proved	5,027,652	1,573,294	129,380,100	106,531,900

The oil reserves shown include crude oil and condensate. Oil volumes are expressed in barrels that are equivalent to 42 United States gallons. Gas volumes are expressed in thousands of cubic feet (MCF) at standard temperature and pressure bases.

The estimates shown in this report are for proved reserves. As requested, probable reserves that exist for these properties have not been included. No study was made to determine whether possible reserves might be established for these properties. This report does not include any value that could be attributed to interests in undeveloped acreage beyond those tracts for which undeveloped reserves have been estimated. Reserves categorization conveys the relative degree of certainty; reserves subcategorization is based on development and production status. The estimates of reserves and future revenue included herein have not been adjusted for risk.

Future gross revenue to the Gulfport interest is prior to deducting state production taxes. Future net revenue is after deductions for these taxes, future capital costs, operating expenses, and abandonment costs but before consideration of any income taxes. The future net revenue has been discounted at an annual rate of 10 percent to determine its present worth, which is shown to indicate the effect of time on the value of money. Future net revenue presented in this report, whether discounted or undiscounted, should not be construed as being the fair market value of the properties.

For the purposes of this report, we did not perform any field inspection of the properties, nor did we examine the mechanical operation or condition of the wells and facilities. We have not investigated possible environmental liability related to the properties; therefore, our estimates do not include any costs due to such possible liability. Our estimates of future net revenue do not include any salvage value for the lease and well equipment but do include Gulfport's estimates of the costs to abandon the wells and production facilities.

Prices used in this report are based on the 12-month unweighted arithmetic average of the first-day-of-the-month price for each month in the period January through December 2009. For oil volumes, the average Shell Trading (US) Company West Texas/New Mexico Intermediate posted price of $57.90 per barrel is adjusted for quality, transportation fees, and a regional price differential. For gas volumes, the average Henry Hub spot price of $3.866 per MMBTU is adjusted for energy content, transportation fees, and a regional price differential. As requested, an economic projection is included in the proved developed producing category to account for the incremental income received from certain oil price hedge contracts currently in place. The adjusted oil and gas prices of $57.37 per barrel of oil and $3.808 per MCF of gas are held constant throughout the lives of the properties.

Lease and well operating costs used in this report are based on operating expense records of Gulfport, the operator of the properties, and include only direct lease- and field-level costs. Headquarters general and administrative overhead expenses of Gulfport are not included. Lease and well operating costs are held constant throughout the lives of the properties. Capital costs are included as required for workovers, new development wells, and production equipment. The future capital costs are held constant to the date of expenditure.

We have made no investigation of potential gas volume and value imbalances resulting from overdelivery or underdelivery to the Gulfport interest. Therefore, our estimates of reserves and future revenue do not include adjustments for the settlement of any such imbalances; our projections are based on Gulfport receiving its net revenue interest share of estimated future gross gas production.

The reserves shown in this report are estimates only and should not be construed as exact quantities. Proved reserves are those quantities of oil and gas which, by analysis of engineering and geoscience data, can be estimated with reasonable certainty to be economically producible. Estimates of reserves may increase or decrease as a result of market conditions, future operations, changes in regulations, or actual reservoir performance. In addition to the primary economic assumptions discussed herein, our estimates are based on certain assumptions including, but not limited to, that the properties will be developed consistent with current development plans, that the properties will be operated in a prudent manner, that no governmental regulations or controls will be put in place that would impact the ability of Gulfport to recover the reserves, and that our projections of future production will prove consistent with actual performance. If the reserves are recovered, the revenues therefrom and the costs related thereto could be more or less than the estimated amounts. Because of governmental policies and uncertainties of supply and demand, the sales rates, prices received for the reserves, and costs incurred in recovering such reserves may vary from assumptions made while preparing this report.

For the purposes of this report, we used technical and economic data including, but not limited to, well logs, geologic maps, well test data, production data, historical price and cost information, and property ownership interests. The reserves in this report have been estimated using deterministic methods; these estimates have been prepared in accordance with the Standards Pertaining to the Estimating and Auditing of Oil and Gas Reserves Information promulgated by the Society of Petroleum Engineers (SPE Standards). We used standard engineering and geoscience methods, or a combination of methods, including performance analysis, volumetric analysis, and analogy, that we considered to be appropriate and necessary to categorize and estimate reserves in accordance with SEC definitions and guidelines. A substantial portion of these reserves are for behind-pipe zones, non-producing zones, and undeveloped locations. Therefore, these reserves are based on estimates of reservoir volumes and recovery efficiencies along with analogy to properties with similar geologic and reservoir characteristics. As in all aspects of oil and gas evaluation, there are uncertainties inherent in the interpretation of engineering and geoscience data; therefore, our conclusions necessarily represent only informed professional judgment.

The data used in our estimates were obtained from Gulfport, public data sources, and the nonconfidential files of Netherland, Sewell & Associates, Inc. (NSAI) and were accepted as accurate. Supporting geoscience, performance, and work data are on file in our office. The titles to the properties have not been examined by NSAI, nor has the actual degree or type of interest owned been independently confirmed. The technical persons responsible for preparing the estimates presented herein meet the requirements regarding qualifications, independence, objectivity, and confidentiality set forth in the SPE Standards. We are independent petroleum engineers, geologists, geophysicists, and petrophysicists; we do not own an interest in these properties nor are we employed on a contingent basis.

Sincerely,

NETHERLAND, SEWELL & ASSOCIATES, INC.
Texas Registered Engineering Firm F-002699

By: /s/ C.H. (Scott) Rees III
C.H. (Scott) Rees III, P.E.
Chairman and Chief Executive Officer

By: /s/ Derek F. Newton
Derek F. Newton, P.E. 97689
Vice President

Date Signed: March 14, 2011

By: /s/ Mike K. Norton
Mike K. Norton, P.G. 441
Senior Vice President

Date Signed: March 14, 2011

DFN:JLM

Exhibit 99.2

PINNACLE
ENERGY SERVICES, L.L.C.

March 14, 2011

Gulfport Energy Corporation
14313 N. May Ave., Ste. 100
Oklahoma City, OK 73134

Attn: Mr. Steve Baldwin

Re: Reserves & Economic Evaluation
SEC Year End 2009
Permian Properties

EXECUTIVE SUMMARY

Pursuant to your request, an engineering and economic evaluation was prepared for projected oil and gas reserves associated with interests owned by Gulfport Energy Corporation ("Gulfport") in certain oil and gas properties located in the Permian Basin, in West Texas, that are operated by Windsor Energy Group, LLC ("Windsor"). The properties include sixty-four (64) Proved Producing (PDP) wells, sixteen (16) Proved Behind-Pipe (PDBP) wells, two (2) Proved Non-Producing (PDNP) wells and one hundred ninety-one (191) Proved Undeveloped (PUD) locations. Remaining reserves and future and present worth values for these properties were calculated as of January 1, 2010. It is our understanding that the proved reserves estimated in this report constitute approximately 58% of all proved reserves owned by Gulfport as of December 31, 2009.

The total gross and net reserves and future cumulative cashflows, both undiscounted and discounted (at 10%) prior to considering the effects of Federal Income Taxes for all properties, are summarized in TABLE 1 below. Economics were prepared using the yearend 2009 SEC price forecast.

TABLE 1
Reserves and Economic Summary

Reserve Category	# Wells	Rem Net Oil MBbls	Rem Net Gas MMcf	Rem Net NGL MGal	Net Capital M$	Net Cashflow M$	Net Disc PV @ 10%, M$
PDP	64	817	1,556	14,818	0	37,577	21,939
PDBP	16	221	358	3,585	1,200	12,428	6,322
PDNP	2	60	95	994	633	2,636	1,395
PUD	191	6,173	8,885	85,299	120,808	197,324	61,776
Total Proved	**273**	**7,271**	**10,894**	**104,696**	**122,640**	**249,965**	**91,432**

The reserve classifications as of January 1, 2010 meet the criteria for Proved reserves under the SEC guidelines. All working and net revenue interests were provided by Gulfport. Historical production and geological data was provided by Gulfport and Windsor (operator) and was supplemented by data gathered from public sources. All of the information provided to us or gathered by us was assumed to be accurate and correct and was not independently verified.

ECONOMIC EVALUATION

FUTURE INCOME

Future net revenue in this report includes deductions for state production taxes. Future net income is after deducting production taxes, future capital investments, and lease operating expenses, but before consideration of any state and/or federal income taxes. No provisions for salvage value or abandonment costs, which are generally assumed to offset each other, were been included in this evaluation. Future net income has not been adjusted for any outstanding loans that may exist or cash on hand or undistributed income. The future net income has been discounted at various annual rates, including the standard ten percent (10%), to determine its "present worth." The present worth is shown to indicate the effect of time on the value of money.

PRODUCT PRICING

The reserves and economic evaluation was performed based on the yearend 2009 benchmark SEC prices of $61.18 per bbl oil and $3.87 per mmbtu gas, which were calculated as the twelve (12) month unweighted arithmetic average of the NYMEX Prices posted on the first day of each calendar month during 2009 per SEC guidelines. The prices received by Gulfport during the calendar year were analyzed and compared to the average 2009 SEC prices and a weighted by production average price and differential for oil and gas prices were determined. These differentials reflect adjustments necessary for BTU content, field losses and usage, and gathering and processing costs. For oil, a downward adjustment of $2.34/bbl was calculated and for natural gas, a downward adjustment of 6.01% was determined. Thus, the average prices weighted by production over the remaining lives of the properties are $58.84 per barrel of oil and $3.63 per Mcf of gas. The weighted by production average price for natural gas liquids (ngl), which are produced from processing the wet natural gas production stream, was calculated to be $0.70 per gal (29.40 $/BBl), which is 48.05% of the SEC average oil price of $61.18 per bbl .

The plant statements for each lease were provided by Windsor and analyzed to determine the natural gas liquids (NGL) Yield and the percent loss of wellhead gas, or Shrink factor. These parameters were entered into the economic model to forecast the NGL production.

EXPENSES

Individual well operating expenses for the previous twelve months were taken from actual lease operating statements provided by Windsor. These expenses were analyzed and adjusted to calculate the average re-occurring monthly expense for each well less water disposal costs. Water production for each well was forecasted and expensed at $1.25 per barrel for all areas. A new salt water disposal well in the Bloxom area will be online in March 2010 and the salt water disposal costs were reduced in the economic analysis to $0.25/bbl.

FUTURE WELL INVESTMENTS

Future well drilling and completion costs for “Wolfberry” wells were provided by Windsor and estimated to be $1.265 MM per well based on historical data and current AFE’s provided. Recompletion costs were estimated to be $100,000 per well. Capital timing for the first three (3) years was provided by Windsor. Pinnacle cannot be responsible for capital costs that exceed or are less than these estimates.

RESERVE DETERMINATION

RESERVE DISCUSSION

Remaining recoverable reserves are those quantities of petroleum that are anticipated to be commercially recovered from known accumulations from a given date forward. All reserve estimates involve some degree of uncertainty depending primarily on the amount of reliable geologic and engineering data available at the time of the estimate and the interpretation of these data. The relative degree of uncertainty is conveyed by classifying reserves as Proved (highly certain) or Non-Proved (less certain).

The estimated reserves and revenues shown in this report were determined by SEC standards for Proved reserve category. Proved oil and gas reserves are those quantities of oil and gas, which, by analysis of geological and engineering data, can be estimated with reasonable certainty to be economically producible—from a given date forward, from known reservoirs, and under existing economic conditions, operating methods, and government regulations—prior to the time at which contracts providing for the right to operate expire, unless evidence indicates that renewal is reasonably certain, regardless of whether deterministic or probabilistic methods are used for the estimation. The project to extract the hydrocarbons must have commenced or the operator must be reasonably certain that it will commence the project within reasonable time.

Proved developed oil and gas reserves are reserves that can be expected to be recovered through existing wells with existing equipment and operating methods. Proved Developed Producing (PDP) is assigned to wells with sufficient production history to allow material balance and decline curve analysis to be the primary methods of estimation. PDP reserves are the most reliable reserves, generally with a high degree of confidence that actually recovered quantities will equal or exceed published reserve estimates.

Proved Developed Non-Producing (PNP) reserves include reserves from zones that have been penetrated by drilling but have not produced sufficient quantities to allow material balance or decline curve analysis with a high degree of confidence. This category includes Proved Developed Behind-Pipe (PNPBP) zones and tested wells awaiting production equipment (PNP).

Proved undeveloped (PUD) oil and gas reserves are reserves that are expected to be recovered from new wells on undrilled acreage, or from existing wells where a relatively major expenditure is required for recompletion. Proved reserves for other undrilled units can be claimed only where it can be demonstrated with reasonably certainty that there is continuity of production from the existing productive formation. Reserves on undrilled acreage shall be limited to those drilling units offsetting productive units that are reasonably certain of production when drilled. The Proven Undeveloped and Non-Producing wells were forecasted based on geological data presented, volumetric calculations, and analog comparisons to existing completions. Non-Proven (Probable) Undeveloped locations have been evaluated to be likely productive but do not meet SEC criteria to be classified as Proved at this time.

GENERAL

The reserves and values included in this report are estimates only and should not be construed as being exact quantities. The reserves were estimated using industry accepted engineering practices that we considered to be appropriate and necessary under the circumstances and were primarily based on historical rate decline analysis determined from existing producers in analogous fields. When possible and practical, pressure tests, material balance techniques and analogies were integrated into the reserve estimates. As additional pressure and production performance data becomes available, reserve estimates may increase or decrease in the future.

The revenue from these reserves and the actual costs to produce may be more or less than the estimated amounts and may consequently cause an increase or decrease in future reserve estimates. In evaluating the information available for this analysis, items excluded from consideration were all matters as to which legal or accounting, rather than engineering interpretation, may be controlling. Because of governmental policies and uncertainties of supply and demand, the prices actually received for the reserves included in this report and the costs incurred in recovering such reserves may vary from the price and cost assumptions referenced. Accordingly, note that as in all aspects of oil and gas evaluation the accuracy of any reserve estimate is solely a function of engineering interpretation and judgment and should be accepted with the understanding that future production or unanticipated events subsequent to this report could justify revision of these reserve estimates – either increases or decreases.

Pinnacle Energy Services, L.L.C. is an established petroleum engineering consulting firm. We hereby confirm that neither this firm, it's affiliates, nor any of its employees, members, officers, or directors has, or is committed to acquire any interest, directly or indirectly, in the properties covered by this report, in any partnership, any general partner of the partnerships, nor is this firm or any employee, member or officer, or director thereof otherwise affiliated with any partnership or any such general partner. This report was completely, independently prepared by Pinnacle Energy Services L.L.C. and our engagement and payment for services in connection with this report is independent of the outcome and not on a contingent basis.

The titles to the properties have not been examined nor has the actual degree or type of interest owned been independently confirmed. Pinnacle Energy Services, L.L.C. can take no responsibility for the accuracy of the data used in the analysis, whether gathered from public sources or otherwise. Pinnacle Energy Services personnel have not conducted any field production test or field inspection of the properties as this is not usually considered necessary for the purpose of this report. All statements, estimates, projections and implications as to future operations are based upon best judgments of Pinnacle Energy Services; however, there is no assurance that such statements, estimates, projections or implications will prove to be accurate.

Pinnacle Energy Services, LLC

/s/ John Paul (J.P.) Dick, P.E.

John Paul (J.P.) Dick, P.E.
Petroleum Engineer