
UNITED STATES
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): October 18, 2005

GULFPORT ENERGY CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction
of incorporation)

000-19514
(Commission File Number)

73-1521290
(I.R.S. Employer
Identification Number)

14313 North May Avenue, Suite 100
Oklahoma City, Oklahoma
(Address of principal executive offices)

73134
(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 (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 1.01 Entry into Material Definitive Agreement*Approval of Amendment No. 1 to 2005 Stock Incentive Plan*

On September 9, 2005, the board of directors of Gulfport Energy Corporation (the "Company") approved Amendment No. 1 (the "Amendment") to the 2005 Stock Incentive Plan (the "Plan"). As of October 18, 2005 a majority of the stockholders of the Company approved the Amendment. The Amendment increased the maximum aggregate amount of Company common stock which may be issued upon exercise of all awards under the Plan, including incentive stock options, by 500,000 shares, to a maximum aggregate which may not exceed 1,904,606 shares, subject to certain adjustments, less 627,337 shares, the total number of shares underlying options granted to employees prior to the adoption of the Plan and outstanding on the effective date of the Plan under the Company's 1999 Stock Option Plan.

The full text of the Amendment is attached to this Form 8-K as Exhibit 10.1 and is incorporated herein by reference. Please refer to Exhibit 10.1 for a more complete description of the terms of the Amendment.

Grant of Options

Michael Moore, Vice President and Chief Financial Officer of the Company, received a grant of options to purchase 20,000 shares of Company Common Stock at an exercise price of \$9.07, the fair market value of our shares on the date of grant. The options vest in 36 equal monthly installments with the first installment vesting on the date of grant.

Item 9.01 Financial Statements and Exhibits*(c) Exhibits*

<u>Exhibit No.</u>	<u>Description</u>
10.1	Amendment No. 1 to 2005 Stock Incentive Plan

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

By: /s/ Michael Moore

Michael Moore
Vice President and Chief Financial Officer

Date: October 19, 2005

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
10.1	Amendment No. 1 to 2005 Stock Incentive Plan

Amendment No. 1 to Gulfport Energy Corporation
2005 Stock Incentive Plan

The Gulfport Energy Corporation 2005 Stock Incentive Plan is hereby amended as follows:

1. Amendment.

Delete Section 4.1 and replace it, in its entirety, with the following:

“4.1 Share Reserve. Subject to the provisions of Section 11.1 relating to adjustments upon changes in Common Stock, the shares that may be issued pursuant to Awards shall consist of the Company’s authorized but unissued Common Stock, and the maximum aggregate amount of such Common Stock which may be issued upon exercise of all Awards under the Plan, including Incentive Stock Options, shall not exceed One Million Nine Hundred Four Thousand Six Hundred Six (1,904,606) shares less 627,337, the total number of shares underlying options granted to Employees prior to the adoption of this Plan and outstanding on the Effective Date under the Gulfport Energy Corporation 1999 Stock Option Plan (“*Prior Outstanding Options*”). If, prior to the termination of the Plan, a Prior Outstanding Option shall expire, be forfeited, cancelled or terminate for any reason without having been exercised in full, the shares subject to such expired, forfeited, cancelled or terminated Prior Outstanding Options shall again be available for purposes of the Plan and the number of shares of Common Stock which may be issued upon the exercise of Awards under the Plan shall be increased by the number of shares of Common Stock underlying such expired, forfeited or terminated Prior Outstanding Options. In no event, however, will the maximum aggregate amount of Common Stock which may be issued upon exercise of all Awards under the Plan, including Incentive Stock Options, exceed 1,904,606 shares of Common Stock, subject to adjustment in accordance with Section 11.1 hereof. Awards for fractional shares of Common Stock may not be issued under the terms of the Plan.”

2. Execution. To record the adoption of the Amendment by the Board, the Company has caused its authorized officer to execute the Amendment as of the date specified below.

[Signature Page Follows]

IN WITNESS WHEREOF, upon authorization of the Board of Directors, the undersigned has caused Amendment No. 1 to the Gulfport Energy Corporation 2005 Stock Incentive Plan to be executed effective as of the 9th day of September, 2005.

Gulfport Energy Corporation

By: /s/ Mike Liddell

Mike Liddell
Chief Executive Officer