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PYRAMID OIL CO
Form 8-K
April 18, 2006

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

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

April 17, 2006
(Date of Report - date of earliest event reported)

Commission File Number 0-5525

PYRAMID OIL COMPANY
(Exact name of registrant as specified in its charter)

CALIFORNIA
(State or other jurisdiction of
incorporation or organization)

94-0787340
(IRS Employer
Identification No.)

2008 - 21ST. STREET
BAKERSFIELD, CALIFORNIA
(Address of principal executive offices)

93301
(Zip Code)

(661) 325-1000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing 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 240.14e-4(c))

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Section 5 - Corporate Governance and Management

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Item 5.03 Amendment to Articles of Incorporation

Effective April 17, 2006, the Company's Board of Directors has approved an amendment to its Articles of Incorporation.

Article Sixth was amended as follows: The corporation is authorized to issue only one class of no par shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000,000.

Upon the effective date of this amendment, each two outstanding shares shall be split into three shares. No fractional shares shall be issued in connection with this amendment, but in lieu thereof, any fractional shares shall be rounded up to the nearest full share.

Section 9 - Financial Statements and Exhibits

Item 9.01 - Exhibits

Exhibit 99.1 - Certificate of Amendment of Articles of Incorporation

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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, thereunto duly authorized.

PYRAMID OIL COMPANY
(Registrant)

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Dated: April 17, 2006

JOHN H. ALEXANDER
By: -----
John H. Alexander
President