

GULF ONSHORE, INC.

Form SC 13D

June 19, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Gulf Onshore, Inc.

(Name of Issuer)

Common Stock (\$.001 Par Value)

(Class of
Securities)

4024671046

(CUSIP Number)

4310 Wiley Post Rd., Ste. 201
Addison, TX 75001

Address

copy to:

Michele Sheriff, President
K&D Equity Investments, Inc.
416 C.R. 364
Melissa, TX 75454
(972) 837-2085

(Name, Address and Telephone Number of Person Authorized to
receive Notices and Communications)

June 13, 2008

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box "X".

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Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

K&D Equity Investments, Inc. (EIN: 32 6648522)

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions)

Asset acquisition; transaction reported in Form 8-K filed 6/18/2008

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e).

6. Citizenship or Place of Organization

Nevada

Number of	7.	Sole Voting Power	10,500,000
Shares			
Beneficially	8.	Shared Voting Power	
Owned by			
Each Reporting	9.	Sole Dispositive Power	Same
Person With			
10.		Shared Dispositive Power	

11. Aggregate Amount Beneficially Owned by Each Reporting Person
10,500,000

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)
88%

14. Type of Reporting Person (See Instructions)
CO

Item 1. Security and Issuer

This Form 13-D pertains K&D Equity Investments, Inc.'s acquisition of 10,000,000 shares of Gulf Onshore, Inc. Par Value \$.001 Common Stock, under provision of an Asset Acquisition Agreement reported on the Company's June 18, 2008, Form 8-K.

Item 2. Identity and Background

This Form 13-D is filed by K&D Equity Investments, Inc. ("Reporting Person"). K&D is a Texas corporation; its address is 416 C.R. 364, Melissa, TX 75454. Reporting Person engages in oil and gas lease acquisition and development.

During the last five years, neither the Reporting Person nor any of its officers or directors has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

During the last five years, neither the Reporting Person nor any of its officers or directors has been party to a civil proceeding of a judicial or administrative body of competent jurisdiction that resulted in a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

K&D is a Texas corporation.

Item 3. Source and Amount of Funds or Other Consideration

K&D Equity Investments, Inc. acquired the shares under provision of an Asset Acquisition Agreement reported on the Company's June 18, 2008, Form 8-K. The shares were issued in exchange for approximately 3,200 acres of oil, gas and mineral leases, including some currently producing.

Item 4. Purpose of Transaction

K&D Equity Investments, Inc. acquired the shares in exchange for approximately 3,200 acres of oil, gas and mineral leases in Throckmorton and Shackleford Co. Texas. Some of the leases are currently producing.

Depending upon market conditions and other factors that the Reporting Person deems material, (i) it may purchase additional shares of Common Stock or other securities of the Issuer in the open market, in private transactions or from the Issuer, or may dispose of all or a portion of the shares of Common Stock or other securities of the Issuer that it now owns or hereafter may acquire, and (ii) it may from time to time develop plans respecting, or propose changes in, the management, composition of the board of directors, policies, operations, capital structure or business of the Issuer, including a possible recapitalization or sale of the Issuer. Except as described in the preceding sentence, the Reporting Person does not have any present plans or proposals that relate to, or that would result in, any of the events described in paragraphs (a) to (j) of Item 4 of the Schedule 13D instructions. The Reporting Person reserves the right to formulate plans or make proposals, and take such actions with respect to its investment in the Issuer, including any or all of the items specified in paragraphs (a) to (j) of Item 4 of the Schedule 13D instructions and any other actions as it may determine.

Item 5. Interest in Securities of the Issuer

K&D Equity Investments currently owns 10,500,000 shares of the Issuer's common stock, comprising 88% of its total issued and outstanding stock as reported in its most recent Form 10-QSB filing, as calculated in accordance with SEC Rule 13d-3. It has sole voting and dispositive authority with respect to these shares. It has not purchased or sold any shares of the Issuer's common stock within the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

None

Item 7. Material to be Filed as Exhibits

None (the Asset Acquisition Agreement with exhibits is attached to the Issuer's Form 8-K, filed June 18, 2008).

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Company Name

Date: June 19, 2008
Name: Michele Sheriff
Title: President

By: /s/ Michele Sheriff

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