

ADINO ENERGY CORP  
Form 10-Q/A  
November 29, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 10-Q/A**

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

**FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2012**

**OR**

**..TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF**  
**1934**

*Commission File #333-74638*

**ADINO ENERGY CORPORATION**

(Exact name of registrant as specified in its charter)

MONTANA  
(State or other jurisdiction of incorporation)

82-0369233  
(IRS Employer Identification Number)

2500 CITY WEST BOULEVARD, SUITE 300 HOUSTON, TEXAS 77042  
(Address of principal executive offices) (Zip Code)

**(281) 209-9800**

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(g) of the Act:

Common stock, \$0.001 par value per share

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. x

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 the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act).

Large accelerated filer ☐ Accelerated filer ☐

Non-accelerated filer ☐ Smaller reporting company ☒  
(Do not check if  
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 ☒

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date:

At November 19, 2012 there were 156,249,330 shares of common stock outstanding.

## EXPLANATORY NOTE

This amendment to the quarterly report on Form 10-Q of Adino Energy Corporation (“Adino” or the “Company”) for the period ended September 30, 2012, as originally filed with the Securities and Exchange Commission (“SEC”) on November 19, 2012, is being filed solely to furnish Exhibit 101 in accordance with Rule 405 of Regulation S-T.

This amendment does not reflect events occurring after November 19, 2012 and does not update or modify in any way the consolidated results of operations, financial position, cash flows or other disclosures in our Form 10-Q as originally filed with the SEC.

As required by Rule 12b-15 under the Securities and Exchange Act of 1934, as amended, we are also filing new certifications by our principal executive officer and principal financial officer as exhibits to this amendment.

Pursuant to Rule 406T of Regulation S-T, the interactive files on Exhibit 101 hereto are deemed not filed or part of a registration statement or prospectus for purposes of Section 11 or 12 of the Securities Act of 1933, as amended, and Section 18 of the Securities Exchange Act of 1934, as amended.

## ITEM 6. EXHIBITS

The following documents are filed or furnished as part of this report:

### Exhibit

### Number Exhibit

- |      |  |
|------|--|
| 3.1  | Articles of Incorporation (incorporated by reference to our Form 10-K filed on March 18, 2009)   |
| 3.2  | By-laws of Golden Maple Mining and Leaching Company, Inc. (now Adino Energy Corporation)<br>(incorporated by reference to our Form 10-K filed on March 18, 2009) |
| 3.3  | Amendment to Articles of Incorporation (incorporated by reference to our Form 10-Q filed on August 15, 2012)   |
| 10.1 | Membership Interest Purchase Agreement (incorporated by reference to our Form 10-K filed on April 1, 2011)   |
| 10.2 | Post-Closing Agreement (incorporated by reference to our Form 10-K filed on April 1, 2011)   |
| 10.3 | Employment agreement of Sonny Wooley (incorporated by reference to our Form 10-Q filed on August 15, 2011)   |

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- 10.4 Employment agreement of Timothy G. Byrd, Sr. (incorporated by reference to our Form 10-Q filed on August 15, 2011)
- 10.5 Membership Interest Purchase and Sale Agreement (incorporated by reference to our Form 10-Q filed on August 15, 2012)
- 10.6 Asset Purchase Agreement (incorporated by reference to our Form 8-K filed on November 14, 2011)
- 10.7 Relinquishment of Repurchase Rights Agreement (incorporated by reference to our Form 10-Q filed on August 15, 2012)
- 10.8 Asset Purchase and Sale Agreement (incorporated by reference to our Form 8-K filed on November 5, 2012)
- 14 Code of Business Conduct and Ethics (incorporated by reference to our Form 10-K filed on March 18, 2009)
- 31.1 Certification of Chief Executive Officer and Chief Financial Officer pursuant to Rule 15d-14(a) of the Exchange Act
- 32.1 Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
- 101 Interactive Data File

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the undersigned has duly caused this Form 10-Q/A to be signed on its behalf by the undersigned thereunto duly authorized.

ADINO ENERGY CORPORATION

By: /s/ Timothy G. Byrd, Sr.  
Timothy G. Byrd, Sr.  
Chief Executive Officer, Director, and Chief  
Financial Officer  
November 28, 2012