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TRI VALLEY CORP
Form 10-Q/A
September 11, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

AMENDMENT NO. 1 TO THE
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2009

Commission File No. 001-31852

Tri-Valley Corporation

(Exact name of registrant as specified in its charter)

Delaware

84-0617433

(State or other jurisdiction of

(I.R.S. Employer

incorporation or organization)

Identification No.)

4550 California Avenue, Suite 600, Bakersfield, California 93309

(Address of principal executive offices)

(661) 864-0500

(Registrant's telephone number, including area code)

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.

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Yes No

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. (as defined in Rule 12b-2 of the Exchange Act). (Check one):

| | | | |
|-------------------------|--------------------------|---------------------------|-------------------------------------|
| Large accelerated filer | <input type="checkbox"/> | Accelerated filer | <input checked="" type="checkbox"/> |
| Non-accelerated filer | <input type="checkbox"/> | Smaller reporting company | <input type="checkbox"/> |

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

The number of shares of Registrant's common stock outstanding at August 3, 2009 was 27,623,967.

Explanatory Note

The sole purpose of this amendment is to file corrected certifications required by Rule 13a-14(a) or Rule 15d-14(a), to correct scrivener's errors in the originally filed certificates.

Item 6 Exhibits

| <u>Item</u> | <u>Description</u> |
|-------------|--|
| 31.1 | Rule 13a-14(a)/15d-14(a) Certification, filed herewith |
| 31.2 | Rule 13a-14(a)/15d-14(a) Certification, filed herewith |
| 32.1 | 18 U.S.C. Section 1350 Certification, previously filed |
| 32.2 | 18 U.S.C. Section 1350 Certification, previously filed |

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.

September 10, 2009

TRI-VALLEY CORPORATION

/s/ F. Lynn Blystone
F. Lynn Blystone
Chairman and CEO

September 10, 2009

/s/ Arthur M. Evans
Arthur M. Evans
Chief Financial Officer

