

GRAY EVERETT WILLARD II
 Form 4
 May 24, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 GRAY EVERETT WILLARD II

2. Issuer Name and Ticker or Trading Symbol
 CROSS BORDER RESOURCES, INC. [XBOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 22610 US HWY 281 N., SUITE 218
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/22/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Executive Officer

SAN ANTONIO, TX 78528

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|------------------------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/22/2012 | | S | | 10,000 | D | \$ 1.69 | 310,194 ⁽¹⁾ | I | WS Oil & Gas Limited (owned by reporting person) |
| Common Stock | 05/22/2012 | | S | | 5,700 | D | \$ 1.7025 | 310,194 ⁽¹⁾ | I | WS Oil & Gas Limited (owned by reporting person) |

| | | | | | | | | |
|--------------|------------|---|---------|---|-----------|------------------------|---|---|
| Common Stock | 05/22/2012 | S | 3,163 | D | \$ 1.72 | 310,194 ⁽¹⁾ | I | reporting person) WS Oil & Gas Limited (owned by reporting person) |
| Common Stock | 05/22/2012 | S | 77 | D | \$ 1.85 | 310,194 ⁽¹⁾ | I | WS Oil & Gas Limited (owned by reporting person) |
| Common Stock | 05/23/2012 | S | 32,274 | D | \$ 1.6627 | 310,194 ⁽¹⁾ | I | WS Oil & Gas Limited (owned by reporting person) |
| Common Stock | 05/23/2012 | S | 1,137 | D | \$ 1.7 | 310,194 ⁽¹⁾ | I | WS Oil & Gas Limited (owned by reporting person)) |
| Common Stock | 05/23/2012 | S | 107,049 | D | \$ 1.69 | 310,194 | I | WS Oil & Gas Limited (owned by reporting person) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRAY EVERETT WILLARD II 22610 US HWY 281 N., SUITE 218 SAN ANTONIO, TX 78528 | | | Chief Executive Officer | |

Signatures

/s/Everett Willard
Gray II

05/24/2012

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Number of shares remaining after all sales reported on this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.