

EMPIRE PETROLEUM CORP  
Form SC 13G  
April 12, 2019

---

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

---

SCHEDULE 13G  
Under the Securities Exchange Act of 1934

EMPIRE PETROLEUM CORPORATION

---

(Name of Issuer)

Common Stock, par value \$0.001 per share

---

(Title of Class of Securities)

292034204

---

(CUSIP Number)

March 29, 2019

---

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* 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).

---

CUSIP NO. 292034204 13G Page 2 of 4 pages

NAME OF REPORTING PERSONS:

1

J. C. Whorton, Jr.

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF  
ORGANIZATION:

4

United States of America

SOLE VOTING POWER:

5

1,673,128

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER:

6

0

SOLE DISPOSITIVE POWER:

7

1,673,128

SHARED DISPOSITIVE POWER:

8

0

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON:

9

1,673,128

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

10

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9):

8.73%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS):  
IN

---

CUSIP NO. 292034204 13G Page 3 of 4 pages

Item 1.

(a) Name of Issuer: Empire Petroleum Corporation

(b) Address of Issuer's Principal Executive Offices: 1203 E. 33rd Street, Suite 250, Tulsa, OK 74105

Item 2.

(a) Name of Person Filing: J. C. Whorton, Jr.

(b) Residence address: 6657 S. High Drive, Morrison, CO 80465

(c) Citizenship: United States of America

(d) Title of class of securities: Common Stock, par value \$0.001 per share

(e) CUSIP No.: 292034204

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable

Item 4. Ownership

See cover page hereof.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

No applicable.

Item 10. Certification

By signing below the undersigned certifies that, to the best of its or his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

---

CUSIP NO. 292034204 13G Page 4 of 4 pages

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.

Dated: April 12, 2019 /s/ J. C. Whorton, Jr.

J. C. Whorton, Jr.