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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report: May 9, 2011
(Date of earliest event reported)



Timberline Resources Corporation
(Exact name of registrant as specified in its charter)

Commission File Number: 001-34055

Delaware

(State or other jurisdiction of incorporation)

82-0291227

(IRS Employer Identification No.)

**101 East Lakeside Avenue
Coeur d'Alene, Idaho 83814**

(Address of principal executive offices, including zip code)

(208) 664-4859

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On May 9, 2011, Timberline Resources Corporation (the “Company”) announced consolidated financial results for its second quarter of fiscal year 2011 ended March 31, 2011.

The press release attached as Exhibit 99.1 hereto is incorporated by reference herein.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 2.02, including Exhibit 99.1, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 7.01 Regulation FD Disclosure.

On May 9, 2011, the Company issued a press release entitled “Timberline Announces Second Quarter 2011 Financial Results and Presentation at New York Hard Assets Investment Conference”. A copy of the press release is attached as Exhibit 99.1 and is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this report, including the exhibits attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“the Exchange Act”), nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Timberline Resources Corporation dated May 9, 2011.*

* Furnished to, not filed with, the SEC pursuant to Item 7.01 above.

SIGNATURE

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 hereunto duly authorized.

TIMBERLINE RESOURCES CORPORATION

Date: May 9, 2011

By: /s/ Randal Hardy
Randal Hardy
Chief Financial Officer and Director

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Timberline Resources Corporation dated May 9, 2011.*

* Furnished to not filed with the SEC pursuant to Item 7.01 above.



FOR IMMEDIATE RELEASE

Timberline Announces Second Quarter 2011 Financial Results and Presentation at New York Hard Assets Investment Conference

Coeur d'Alene, Idaho – May 9, 2011 – **Timberline Resources Corporation (NYSE Amex: TLR; TSX-V: TBR)** (“Timberline” or the “Company”) today announced consolidated financial results for its second fiscal quarter ended March 31, 2011.

Timberline’s contract drilling subsidiary, Timberline Drilling Incorporated, reported revenues of \$7.44 million and net income of \$1.22 million in the second quarter. Increased drill rig utilization led to a 45-percent revenue increase from the prior year, and improved average daily production rates and higher revenues per foot drilled contributed to a 125-percent increase in net income compared to the prior year.

Timberline’s exploration division and corporate office reported a net loss of \$1.93 million for the second quarter, including exploration expenditures of \$0.79 million and non-cash expenses of \$0.71 million. Exploration expenditures for the second quarter increased over the previous year due to the completion of an extensive exploration and drilling program at Lookout Mountain, the most advanced project at the Company’s 23 square-mile South Eureka Property. As previously reported, these drill results were used to complete an initial NI 43-101 resource estimate at the Lookout Mountain Project. Details about the gold resource may be viewed at <http://timberline-resources.com/main.php?page=165>.

Timberline CEO Paul Dirksen commented, “These results demonstrate our commitment to continuing our aggressive exploration at South Eureka, including developing the foundation to fast-track the Lookout Mountain Project toward possible development. We have confirmed a substantial resource at Lookout Mountain with significant room for growth as we continue to drill along strike to the North and South of the resource area. Our resource and metallurgical test results indicate that Lookout Mountain may be a project that is amenable to low-cost, run-of-mine heap leach processing with a modest capital expense.”

Mr. Dirksen added, “We also continue to identify high-grade intervals with our ore-delineation underground drill program at Butte Highlands, where development is completely funded by our partner and where gold production is targeted for early Q1 2012. On the contract drilling side, our second quarter marked a return to profitability after a small expected loss primarily due to holiday shut downs in the first quarter. We expect to continue to generate significant cash flows and net income from Timberline Drilling throughout the remainder of the fiscal year.”

A summary of selected financial results is presented in the following table:

	Quarter Ended		Six Months Ended	
	March 31		March 31	
	2011	2010	2011	2010
Revenue from continuing operations	\$7,438	\$5,113	\$13,000	\$8,367
Consolidated loss from continuing operations	(714)	(596)	(2,603)	(1,435)
Loss from discontinued operations	-	(314)	(115)	(407)
Consolidated net loss	(714)	(910)	(2,718)	(1,842)
Consolidated net loss per share, basic and diluted	(0.01)	(0.02)	(0.05)	(0.05)
Net income from Timberline Drilling	1,221	541	1,182	782
Mineral exploration expenses	792	232	2,285	286
Cash and cash equivalents	4,949	3,610	4,949	3,610
Working capital (deficit)	5,300	(2,622)	5,300	(2,622)
Timberline Drilling gross margin %	26%	24%	19%	23%

Timberline's Quarterly Report on Form 10-Q was filed with the SEC and on SEDAR on May 6, 2011. It can be viewed in its entirety on the SEC website which can be accessed from the "Investors" page of the Timberline website at www.timberline-resources.com.

Timberline also announced today that CFO Randal Hardy will be making a presentation showcasing the company and its upcoming gold production from the Butte Highlands Gold Project Joint Venture and the vast potential at its South Eureka Property and Lookout Mountain Project to investors on Monday, May 9, 2010 at the New York Hard Assets Investment Conference. Timberline management will be available to answer questions and update investors at their conference exhibit in Booth #505 on May 9th and 10th at the New York Marriott Marquis.

About Timberline Resources

Timberline Resources Corporation is exploring and developing advanced-stage gold properties in the western United States. The Company is primarily focused on the goldfields of Nevada, where it is advancing its flagship Lookout Mountain Project toward a production decision while exploring a pipeline of quality earlier-stage projects at its South Eureka Property and elsewhere. Timberline also features a 50-percent carried-to-production interest at its Butte Highlands Joint Venture where gold production is slated to commence early in 2012. Timberline management has a proven track record of discovering economic mineral deposits and developing them into profitable mines. The Company also holds Timberline Drilling, a wholly-owned subsidiary that provides diamond drilling services and cash flow from underground and surface contract drilling operations.

Timberline is listed on the NYSE Amex where it trades under the symbol "TLR" and on the TSX Venture Exchange where it trades under the symbol "TBR".

Statements contained herein that are not based upon current or historical fact are forward-looking in nature. Such forward-looking statements reflect the Company's expectations about its future operating results, performance and opportunities that involve substantial risks and uncertainties. These statements include but are not limited to statements regarding the timing or results of the Company's drill program at Butte Highlands, the timing of assay results from such drilling program being released, the Company's 50/50 joint venture with Highland Mining LLC, the development and production of the Company's Butte Highlands project and South Eureka project, the targeted production date for the Butte Highlands project, targeted dates for the South Eureka technical report and PEA, results of the Company's drilling subsidiaries, possible growth of the Company and the Company's expected operations. When used herein, the words "anticipate," "believe," "estimate," "upcoming," "plan," "intend" and "expect" and similar expressions, as they relate to Timberline Resources Corporation, or its management, are intended to identify such forward-looking statements. These forward-looking statements are based on information currently available to the Company and are subject to a number of risks, uncertainties, and other factors that could cause the Company's actual results, performance, prospects, and opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, such factors, including risk factors, discussed in the Company's Annual Report on Form 10-K for the year ended September 30, 2010. Except as required by Federal Securities law, the Company does not undertake any obligation to release publicly any revisions to any forward-looking statements.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Contact Information:
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