

RISLEY LAWRENCE J  
 Form 144  
 May 15, 2012

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

OMB APPROVAL  
 OMB Number: 3235-0101  
 Expires: February 28, 2014  
 Estimated average burden hours per response 1.00  
 SEC USE ONLY DOCUMENT SEQUENCE NO.  
 CUSIP NUMBER

FORM 144  
 NOTICE OF PROPOSED SALE OF SECURITIES  
 PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print)	(b) IRS IDENT. NO.	(c) S.E.C. FILE NO	WORK LOCATION
CROSS BORDER RESOURCES, INC.	98-0555508	000-52738	
1 (d) ADDRESS OF ISSUER	CITY	STATE ZIP CODE	(e) TELEPHONE NO
STREET <b>22610 US Highway 281 N.</b>  <b>Suite 218</b>	SAN ANTONIO	TX 78258	<b>210 226-6700</b>

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD	(b) RELATIONSHIP TO ISSUER	(c) ADDRESS STREET	CITY	STATE	ZIP CODE
<b>LAWRENCE J. RISLEY</b>		<b>22610 US Highway 281 N.</b>			
<b>(for shares held indirectly through the Risley Revocable Living Trust)</b>	PRESIDENT AND CHIEF OPERATING OFFICER	<b>Suite 218</b>	SAN ANTONIO	TX	<b>78258</b>

*INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

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3 (a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of the	Name and Address of		Number	Aggregate	Number of	Approximate	Name of
Class of	Each Broker Through	Broker-Dealer	of Shares	Market	Shares	Date of Sale	Each
Securities To	Whom the		or Other		or Other		Securities
Be Sold	Securities are to be	File Number	Units	Value	Units	(See instr. 3(f))	Exchange
	Offered or Each		To Be		Outstanding		
	Market Maker		Sold	(See instr. 3(c))	(See instr. 3(e))	(MO. DAY YR.)	(See instr. 3(g))
	who is Acquiring the		(See instr. 3(c))	(See instr. 3(d))	(See instr. 3(e))		
	Securities						
	<b>EDWARD JONES</b>						
	<b>1710 W. Lake</b>						
	<b>Houston Parkway</b>						
				<b>\$289,800</b>			
<b>COMMON STOCK</b>	<b>Suite 190,</b>		<b>161,000</b>				
	<b>Woodforest Bank</b>			<b>(\$1.80 closing</b>	<b>16,151,946</b>	<b>5/17/2012</b>	
	<b>Bldg</b>			<b>price on May</b>			
				<b>11, 2012)</b>			
	<b>Kingwood, TX</b>						
	<b>77339</b>						

INSTRUCTIONS:

1. (a) Name of issuer
  - (b) Issuer's I.R.S. Identification Number
  - (c) Issuer's S.E.C. file number, if any
  - (d) Issuer's address, including zip code
  - (e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
Such person's relationship to the issuer (e.g.,
  - (b) officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
  - (c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
  - (b) Name and address of each broker through whom the securities are intended to be sold
  - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
  - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to filing of this notice  
Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
  - (e) Approximate date on which the securities are to be sold
  - (f) Name of each securities exchange, if any, on which the securities are intended to be sold
  - (g) Name of each securities exchange, if any, on which the securities are intended to be sold

**TABLE I — SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	<b>1/3/2011</b> <b>(See Note 1)</b>	<b>Merger Consideration</b> <b>(See Note 1)</b>	Issuer	188,844	1/3/2011	See Note 1

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
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REMARKS:

Note 1 – Effective January 3, 2011, Cross Border Resources, Inc. completed the acquisition of Pure Energy Group, Inc. (“Pure Sub”) as contemplated pursuant to the Agreement and Plan of Merger dated December 2, 2010 among the Company, Doral Acquisition Corp., the Company’s wholly owned subsidiary (“Doral Sub”), Pure Gas Partners II, L.P. (“Pure”) and Pure Sub. Upon completion of this merger, the outstanding shares of Pure Sub were converted into an aggregate of 9,981,536 shares of the Company’s common stock. Lawrence J. Risley was a partner in Pure prior to the merger. On February 9, 2011, Pure distributed its shares of the Company to its limited partners. Mr. Risley through the Risley Revocable Trust received 188,844 of these shares.

INSTRUCTIONS:

See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

May 15, 2012

DATE OF NOTICE

/s/ Lawrence J.  
Risley  
(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.*

*Any copies not manually signed shall bear typed or printed signatures.*

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

SEC 1147 (02-08)