
**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 24, 2010
(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 7.01 Regulation FD Disclosure.

On May 24, 2010, Timberline Resources Corporation (the “Company”) issued a press release entitled “Staccato Securityholders Approve Acquisition by Timberline Resources”. A copy of the press release is attached as Exhibit 99.1 and incorporated herein by reference.

On May 26, 2010, Timberline Resources Corporation (the “Company”) issued a press release entitled “Court Approves Plan of Arrangement for Timberline’s Acquisition of Staccato Gold Resources”. A copy of the press release is attached as Exhibit 99.2 and 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 24, 2010.
99.2*	Press Release of Timberline Resources Corporation dated May 26, 2010.

* - Furnished to, not filed with, the Commission 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

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

Date: May 26, 2010

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Timberline Resources Corporation dated May 24, 2010.
99.2	Press Release of Timberline Resources Corporation dated May 26, 2010.

PRESS RELEASE



Staccato Securityholders Approve Acquisition by Timberline Resources

May 24, 2010 – Coeur d'Alene, Idaho – **Timberline Resources Corporation (NYSE Amex: TLR)** ("Timberline") is pleased to announce that **Staccato Gold Resources Ltd. (TSX.V: CAT)** ("Staccato") has received approval from its securityholders for the proposed plan of arrangement pursuant to which Timberline will acquire all the issued and outstanding common shares of Staccato.

At the special meeting of Staccato securityholders held on Friday, May 21, 2010, 98.1 per cent of the securities that were voted favored the arrangement resolution, approving the proposed plan of arrangement transaction. The plan of arrangement was more fully described in Timberline's press release dated March 23, 2010. Timberline and Staccato expect to obtain all requisite approvals and remain on track to complete the transaction in early June, 2010. Timberline's shareholders will vote on the proposed plan of arrangement at their special meeting of shareholders to be held on May 28, 2010.

Timberline also announced that it has received conditional acceptance for the listing of its common shares on the TSX Venture Exchange in Toronto. Upon final acceptance, which is subject to shareholder and court approval of the plan of arrangement, the common shares of Timberline Resources Corporation will be listed on the TSX Venture Exchange in substitution for common shares of Staccato.

About Timberline Resources Corporation

Timberline is a diversified gold company with three complementary business units: a mine in development with anticipated gold production, an active exploration division, and two contract core drilling subsidiaries. Timberline is focused on the evaluation and the acquisition of advanced-stage exploration opportunities, with the potential for near-term development and production. Timberline formed a 50/50 joint venture with Highland Mining, LLC, an affiliate of Small Mine Development, at its royalty-free Butte Highlands Gold Project which commenced development in the summer of 2009 and has gold production targeted in the near term. The Management team has experience, depth, and a solid track record of achievement in building successful companies and discovering economic ore bodies. Timberline is listed on the NYSE Amex and trades under the symbol "TLR".

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, including but not limited to the Company's 50/50 joint venture with Highland Mining LLC, the development and production of the Company's Butte Highlands project, 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, 2009. Except as required by Federal Securities law, the Company does not undertake any obligation to release publicly any revisions to any forward-looking statements.

Contact Information:
Randal Hardy, CEO
Phone: 208.664.4859

PRESS RELEASE



Court Approves Plan of Arrangement for Timberline's Acquisition of Staccato Gold Resources

May 26, 2010 – Coeur d'Alene, Idaho – **Timberline Resources Corporation (NYSE Amex: TLR)** ("Timberline") announced today that **Staccato Gold Resources Ltd. (TSX.V: CAT)** ("Staccato") has obtained the Final Order from the Supreme Court of British Columbia approving the proposed acquisition of Staccato by Timberline.

Timberline's shareholders will vote on the proposed plan of arrangement at their special meeting of shareholders to be held on May 28, 2010. Timberline and Staccato expect to obtain all requisite approvals and meet all closing conditions, and they remain on track to close the transaction on or about June 2, 2010.

Assuming Timberline receives the requisite shareholder approval for the acquisition on May 28, 2010, Staccato will voluntarily halt trading of its common shares on the TSX Venture Exchange on Friday, May 28, 2010 until the Closing Date, and Timberline's shares of common stock will resume trading on the TSX Venture Exchange in substitution for Staccato's common shares on June 3, 2010 under the symbol "TBR".

With the completion of this Arrangement, Timberline will acquire Staccato's South Eureka property which includes a drill-tested exploration portfolio and the advanced-stage Lookout Mountain project, located along Nevada's Battle Mountain / Eureka trend, and approximately \$5 million in cash.

The South Eureka property is comprised of several projects included within one of the largest exploration land packages in the Battle Mountain / Eureka Trend – approximately 15,000 acres. The property has identified exploration potential evidenced by historic workings and gold anomalies throughout the district. The flagship Lookout Mountain project features a defined section of mineralized material within a large scale structural corridor and numerous high-priority targets to test. Timberline's Butte Highlands Gold Project is funded to production by its joint venture partner; therefore, Timberline intends to focus its exploration efforts at Staccato's Lookout Mountain project.

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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, including but not limited to the Company's 50/50 joint venture with Highland Mining LLC, the development and production of the Company's Butte Highlands project, 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, 2009. Except as required by Federal Securities law, the Company does not undertake any obligation to release publicly any revisions to any forward-looking statements.

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