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TIDELANDS OIL & GAS CORP/WA Form 8-K/A

December 03, 2004

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: December 2, 2004

TIDELANDS OIL & GAS CORPORATION (Exact Name of registrant as specified in its Charter)

	Nevada	0-29613			66	66-0549380		
State	e of Incorporation		ion File No	- O.			Employe fication	
1862 West Bitters Rd. San Antonio, TX						78248		
(Address of principal executive offices)						(Zip Code)		
Regi:	strant's telephone number,)					
	(Registran	t's form	er name and	d ado	dress)			
simu	k the appropriate box b ltaneously satisfy the fil owing provisions below:					_		
[_]	Written communications p CFR 230.425)	ursuant	to Rule 425	5 uno	der the	e Securi	ties Act	(17
[_]	Soliciting material pursu 240.14a-12)	ant to R	ule 14a-12	unde	er the	Exchange	Act (17	CFR
[_]	Pre-commencement communi Exchange Act (17CFR 240-14		pursuant	to	Rule	14d-2(b)	under	the
[_]	Pre-commencement communi Exchange Act (17 CFR 240-1			to	Rule	13e-4(c)	under	the

Item 9.01 Financial Statements and Exhibits.

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This report amends that Current Report filed on November 22, 2004.

(c) Exhibits

Item Number	Description
10.1	Securities Purchase Agreement 7% Convertible Debenture Mercator Momentum Fund, LP
10.3	7% Convertible Debenture Mercator Momentum Fund III, LP
10.4	7% Convertible Debenture Monarch Pointe Fund, LP
10.5	Registration Rights Agreement
10.6	Warrant to Purchase Common Stock Mercator Momentum Fund, LP \$0.87
10.7	Warrant to Purchase Common Stock Mercator Momentum Fund, LP \$0.80
10.8	Warrant to Purchase Common Stock Mercator Momentum Fund III, LP \$0.87
10.9	Warrant to Purchase Common Stock Mercator Momentum Fund III, LP \$0.80
10.10	Warrant to Purchase Common Stock Monarch Pointe Fund, Ltd. \$0.87
10.11	Warrant to Purchase Common Stock Monarch Pointe Fund, Ltd. \$0.80
10.12	Warrant to Purchase Common Stock Mercator Advisory Group, LLC \$0.87
10.13	Warrant to Purchase Common Stock Mercator Advisory Group, LLC \$0.80

SIGNATURES

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.

TIDELANDS OIL & GAS CORPORATION

Dated: December 2, 2004

/s/ Michael Ward

By: Michael Ward Title: President