

MAXIM TEP, INC
Form 10-12G/A
August 07, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549
Amendment No. 4
on
FORM 10

**General Form for Registration of Securities
Pursuant to Section 12(b) or (g) of the
Securities Exchange Act of 1934**

MAXIM TEP, INC.
(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction
of incorporation or organization)

20-0650828
(I.R.S. Employer Identification No.)

**9400 Grogan's Mill Road, Suite 205
The Woodlands, Texas 77380
www.maximtep.com**

(Address of principal executive offices)

Registrant's Telephone Number, Including Area Code: **(281) 466-1530**

Securities to be registered pursuant to Section 12(b) of the Act: **None**

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$0.00001
(Title of Class)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer
(Do not check if a smaller reporting company)

Smaller reporting company

This amendment will serve to file the omitted exhibit 10.45 to the 3rd Amendment of the Form 10.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 6, 2008

MAXIM TEP, INC.

By: /s/ Robert D. Johnson

Robert D. Johnson
Chief Executive Officer