

PARKS AMERICA, INC  
Form 8-K  
December 22, 2009

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

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**FORM 8-K**

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

**December 21, 2009**  
Date of Report (Date of earliest event reported)

**000-51254**  
Commission File Number

**PARKS! AMERICA, INC.**  
(Exact name of registrant as specified in its charter)

**Nevada**

**91-0626756**  
(I.R.S. Employer Identification Number)

(State or other jurisdiction of incorporation  
or organization)

**1300 Oak Grove Road**

**Pine Mountain, GA 31822**

(Address of Principal Executive Offices) (Zip Code)

**(706) 663-8744**

(Registrant's telephone number, including area code)

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))

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**Item 3.02**

**Unregistered Sales of Equity Securities**

On December 21, 2009, Parks! America, Inc. (the Company ) completed a private placement (the Private Placement ) of 20,000,000 shares of the Company s common stock (the Shares ) at \$0.01 per Share from two investors for total consideration of \$200,000. Both investors were accredited investors as that term is defined under Regulation D ( Regulation D ) of the Securities Act of 1933, as amended (the Securities Act ). The Private Placement was exempt from registration under the Securities Act pursuant to Regulation D. One of the investors is the Company s Chairman and Chief Operating Officer.

**Item 9.01**

**Financial Statements and Exhibits**

(a) **Financial Statements of Business Acquired.**

Not applicable.

(b) **Pro Forma Financial Information.**

Not applicable.

(c) **Shell Company Transaction.**

Not applicable.

(d) **Exhibits.**

None.

### 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.

December 21, 2009

PARKS! AMERICA, INC.

By: */s/ Jon Laria* \_\_\_\_\_

Name: Jon Laria

Title: Chief Financial Officer and Director