

PYRAMID OIL CO
Form SC 13D/A
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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 9)***

Pyramid Oil Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

747215101
(CUSIP Number)

Ronald Zlatniski, 731 Prince Rd., Greensboro, NC 27455 Phone: (919) 649-7532

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

05/9/06

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d -1(e), 240.13d -1(f) or 240.13d -1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d -7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the

for the past 16 years. He is currently employed with Franklin Street Partners, 1450 Raleigh Rd, Chapel Hill, NC 27517.

Mr. Zlatniski is also the sole officer and stockholder of two North Carolina Corporations, Carolina Tea Company and Carolina Chocolate, Ltd., both with the business address of 731 Prince Rd., Greensboro, NC 27455. During the last five years, Mr. Zlatniski has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws during the same past five years.

Item 3. Source and Amount of Funds or Other Consideration

All securities previously purchased and are currently held in Mr. Zlatniski's own personal accounts or IRAs were fully paid using his personal funds. None of the securities have now or ever been pledged for any loans nor used for other margin purposes.

Item 4. Purpose of Transaction

Mr. Zlatniski has reduced his holdings by approximately 0.4% of the issuer in open market transactions on 5/9/06, to diversify holdings and eliminate his personal indebtedness. While he plans no sales in the future, he may reduce his stake further or increase his stake at anytime, based upon the Company's news releases and other publicly disseminated information or market valuations.

As previously disclosed, Mr. Zlatniski may increase or decrease his stake in Pyramid Oil at any time, make bids or place offers in private or open market transactions. Those decisions will be based upon several factors including his own personal financial situation and publicly disclosed information regarding the financial status of Pyramid Oil.

While Mr. Zlatniski remains very confident in the management of Pyramid Oil and the Company's prospects, he may engage in conversations with management, the board of directors or other shareholders who seek to improve shareholder value. While currently having no intentions to do so at the present time, Mr. Zlatniski may make proposals to the board of directors or seek a seat on the Company's board of directors should he feel that it would benefit all its shareholders.

Item 5. Interest in Securities of the Issuer

(a) State the aggregate number and percentage of the class of securities identified pursuant to Item 1 (which may be based on the number of securities outstanding as contained in the most recently available filing with the Commission by the issuer unless the filing person has reason to believe such information is not current) beneficially owned (identifying those shares which there is a right to acquire) by each person named in Item 2:

4.94% based upon the 3,741,645 shares owing to the three for two stock split recently in effect.

(b) For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared:

Mr. Zlatniski owns all 184,890 shares represented in this filing in an IRA or personal brokerage account.

(c) Describe any transactions in the class of securities reported on that were effected during the past sixty days or since the most recent filing of Schedule 13D (§240.13d -191), whichever is less, by the persons named in response to paragraph (a):

This filing relates to 16,200 shares (0.4%) of Pyramid Oil Common Stock sold in the open market at prices of between \$10.20 and \$8.00 on 05/9/06.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

None.

Item 7. Material to Be Filed as Exhibits

None.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: 05/10/2006

Signature: /s/Ronald A Zlatniski
Name/Title: Ronald A. Zlatniski, Private Investor

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement: provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations

(See 18 U.S.C. 1001)
