

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 25049

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

Date of Report (date of earliest event reported): April 8, 2005

CROFF ENTERPRISES, INC.

(Exact name of registrant as specified in its charter)

Utah 1-100

(State or other jurisdiction of incorporation) (Commission file number)

87-0233535

(IRS Employer identification Number)

621 17th Street, Ste 830, Denver, Colorado 80293

(Address of principal executive offices) (Zip Code)

(303) 383-1555

(Registrant's telephone number, including area code)

ITEM 8.01 Other Events

DENVER, COLORADO, APRIL 8, 2005, CROFF OIL COMPANY
(OTCBB: COFF)Croff Enterprises, Inc. issued today a Press Release,
as attached, generally describing the review of potential strategic
reorganization alternatives and a tender offer from its President
as more fully described in the attached and incorporated Release.

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.

Dated: April 8, 2005

CROFF ENTERPRISES, INC.

By: /s/ Gerald L. Jensen

Name: Gerald L. Jensen

Title: President