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PROSPECT ENERGY CORP

Form 8-K

February 10, 2005

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

Date of Report: February 09, 2005 (Date of earliest event reported)

Prospect Energy Corporation

(Exact name of registrant as specified in its charter) \mbox{MD}

(State or other jurisdiction of incorporation) 333-114552

(Commission File Number) 43-2048643

(IRS Employer Indentification Number) 10 East 40th Street, Suite 4400, New York, New York 10016

(Address of principal executive offices) 10016

(Zip Code)

Registrant's telephone number, including area code: 212 448-0702

Item 2.02. Results of Operations and Financial Condition

Prospect Energy Corporation Announces \$0.125 Cash Dividend and December 31, 2004 Financial Results

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release of Prospect Energy Corporation dated February 09, 2005

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: February 09, 2005

PROSPECT ENERGY CORPORATION

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By: <u>/s/ John F. Barry</u>

John F. Barry

Chief Financial Officer