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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

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

Date of report (Date of earliest event reported): February 2, 2015

**CorEnergy Infrastructure Trust, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Maryland**

(State or Other Jurisdiction of Incorporation)

**1-33292**

(Commission File Number)

**20-3431375**

(IRS Employer Identification No.)

**1100 Walnut, Ste. 3350, Kansas City, MO**

(Address of Principal Executive Offices)

**64106**

(Zip Code)

**(816) 875-3705**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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 7.01. Regulation FD Disclosure.**

On February 2, 2015, CorEnergy Infrastructure Trust, Inc. (the "Company") issued a press release announcing that the underwriters have purchased an additional 250,000 depository shares, each representing 1/100<sup>th</sup> of a share of the Company's 7.375% Series A Cumulative Redeemable Preferred Stock, pursuant to an exercise of their over-allotment option. The public offering price will be \$25.00 per depository share, less the underwriting discount. The press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

d) Exhibits

99.1 Press Release Announcing Underwriters' Exercise of Option dated February 2, 2015

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**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.

**COREENERGY INFRASTRUCTURE TRUST, INC.**

Dated: February 2, 2015

By: /s/ Rebecca M. Sandring  
Rebecca M. Sandring  
Secretary

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**Exhibit Index**

**Exhibit No.**

**Description**

[99.1](#) Press Release Announcing Underwriters' Exercise of Option dated February 2, 2015

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**CorEnergy Announces Exercise of Over-Allotment Option for  
7.375% Series A Cumulative Redeemable Preferred Stock**

FOR IMMEDIATE RELEASE

**KANSAS CITY, Mo.** – February 2, 2015 – CorEnergy Infrastructure Trust, Inc. (the “Company”) (NYSE: CORR) today announced that the underwriters have purchased an additional 250,000 depositary shares, each representing 1/100th of a share of 7.375% Series A Cumulative Redeemable Preferred Stock (the “Series A Preferred”), pursuant to an exercise of their over-allotment option granted in connection with the Company’s previously announced public offering of 2,000,000 depositary shares of the Series A Preferred, which closed January 27, 2015. The public offering price will be \$25.00 per depositary share, less the underwriting discount, and the closing of the over-allotment option exercise is expected to occur on February 5, 2015, subject to customary closing conditions.

Wells Fargo Securities, BofA Merrill Lynch, and Stifel acted as the joint book running managers for the offering.

The shares of preferred stock were offered pursuant to an effective shelf registration statement that the Company previously filed with the U.S. Securities and Exchange Commission under the name Tortoise Capital Resources Corp.

Electronic copies of the final prospectus supplement and accompanying base prospectus are available from the SEC website at [www.sec.gov](http://www.sec.gov).

Hard copies of the final prospectus supplement and base prospectus related to the offering can be obtained from: Wells Fargo Securities, LLC, 608 2nd Avenue, South Minneapolis, MN 55402, Attention: WFS Customer Service, toll-free: 800-645-3751 or emailing: [wfscustomerservice@wellsfargo.com](mailto:wfscustomerservice@wellsfargo.com), or from BofA Merrill Lynch, Attention: Prospectus Department, 222 Broadway, New York, NY 10038, email [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com).

**About CorEnergy Infrastructure Trust, Inc.**

CorEnergy Infrastructure Trust, Inc. (NYSE: CORR), the first publicly listed Real Estate Investment Trust (REIT) focused on energy infrastructure, primarily owns U.S. real assets used by energy companies and utilities under long-term triple net participating leases. These stable, utility-like assets include pipelines, storage tanks, transmission lines and gathering systems. For more information, please visit [corenergy.corridortrust.com](http://corenergy.corridortrust.com).

**Safe Harbor Statement**

This press release shall not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of, securities in any state or jurisdiction in which such offer or solicitation or sale would be unlawful prior to registration or qualification under the laws of such state or jurisdiction.

**Forward-Looking Statements**

This press release contains certain statements that may include “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical fact, included herein are “forward-looking statements.” Although CorEnergy believes that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. Actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in CorEnergy’s reports that are filed with the Securities and Exchange Commission. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Other than as required by law, CorEnergy does not assume a duty to update any forward-looking statement. In particular, any distribution paid in the future to our stockholders will depend on the actual performance of CorEnergy, its costs of leverage and other operating expenses and will be subject to the approval of CorEnergy’s Board of Directors and compliance with leverage covenants.

**Contact Information:**

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Investor Relations  
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