

STUMP DARWIN L
Form 4
December 20, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STUMP DARWIN L

2. Issuer Name and Ticker or Trading Symbol
PETROLEUM DEVELOPMENT CORP [PETD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/16/2004

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
CFO

C/O PETROLEUM DEVELOPMENT CORP, 103 E MAIN STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

BRIDGEPORT, WV 26330

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price			
Common Stock	12/16/2004		S	7,400	D	\$ 37.75 63,030	D	
Common Stock	12/16/2004		S	400	D	\$ 37.77 62,630	D	
Common Stock	12/16/2004		S	300	D	\$ 37.78 62,330	D	
Common Stock	12/16/2004		S	300	D	\$ 37.81 62,030	D	
	12/16/2004		S	100	D	\$ 37.86 61,930	D	

Edgar Filing: STUMP DARWIN L - Form 4

Common Stock							
Common Stock	12/16/2004	S	500	D	\$ 37.861	61,430	D
Common Stock	12/16/2004	S	14,530	D	\$ 38.1	46,900	D
Common Stock	12/16/2004	S	500	D	\$ 38.13	46,400	D
Common Stock	12/16/2004	S	200	D	\$ 38.15	46,200	D
Common Stock	12/16/2004	S	500	D	\$ 38.16	45,700	D
Common Stock	12/16/2004	S	800	D	\$ 38.18	44,900	D
Common Stock	12/16/2004	S	1,000	D	\$ 38.181	43,900	D
Common Stock	12/16/2004	S	200	D	\$ 38.25	43,700	D
Common Stock	12/16/2004	S	70	D	\$ 38.27	43,630	D
Common Stock	12/16/2004	S	400	D	\$ 38.29	43,230	D
Common Stock	12/17/2004	S	500	D	\$ 38.25	42,730	D
Common Stock	12/17/2004	S	4,504	D	\$ 38.3	38,226	D
Common Stock	12/17/2004	S	400	D	\$ 38.33	37,826	D
Common Stock	12/17/2004	S	500	D	\$ 38.331	37,326	D
Common Stock	12/17/2004	S	7,300	D	\$ 38.35	30,026	D
Common Stock	12/17/2004	S	200	D	\$ 38.037	29,826	D
Common Stock	12/17/2004	S	500	D	\$ 38.39	29,326	D
Common Stock	12/17/2004	S	500	D	\$ 38.391	28,826	D
Common Stock	12/17/2004	S	3,596	D	\$ 38.45	25,230	D

Edgar Filing: STUMP DARWIN L - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 10 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction Code (Instr. 8), 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), 6. Date Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4).

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: STUMP DARWIN L C/O PETROLEUM DEVELOPMENT CORP 103 E MAIN STREET BRIDGEPORT, WV 26330 CFO

Signatures

/s/ Darwin L. Stump 12/20/2004 **Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v). ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.