

POWERS RICHARD G
Form 4
March 03, 2005

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 *
POWERS RICHARD G

2. Issuer Name and Ticker or Trading Symbol
COMSTOCK RESOURCES INC [CRK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5300 TOWN AND COUNTRY BLVD., SUITE 500
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2005

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP of Land

FRISCO, TX 75034-

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

(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) (Instr. 3, 4 and 5)	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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	03/02/2005		M	V	40,000	A	\$ 11 60,000 D
Common Stock	03/02/2005		M	V	40,000	D	\$ 27.0342 20,000 D

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

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SEC 1474 (9-02)

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

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options - 1996 C	\$ 11	03/02/2005		M	V 40,000	04/01/1997 01/01/2006	Common Stock 40,000
Stock Options - 1997 B	\$ 12.375					01/01/2002 01/01/2007	Common Stock 3,000
Stock Options - 1999	\$ 3.875					07/01/2000 07/01/2008	Common Stock 20,000
Stock Options - 2000	\$ 8.875					07/01/2004 07/01/2009	Common Stock 18,000
Stock Options - 2001	\$ 6.42					12/14/2001 01/01/2007	Common Stock 10,000
Stock Options - 2001	\$ 6.42					07/01/2005 07/01/2010	Common Stock 18,000
Stock Options - 2002	\$ 9.2					01/01/2004 01/01/2009	Common Stock 18,000
Stock Options - 2003	\$ 18.2					01/01/2005 01/01/2010	Common Stock 23,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POWERS RICHARD G 5300 TOWN AND COUNTRY BLVD. SUITE 500			VP of Land	

FRISCO, TX 75034-

Signatures

Roland O. Burns(per 12/15/97
P.O.A.)

03/02/2005

__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.

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