

STUMP DARWIN L  
Form 4  
December 20, 2004

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

OMB APPROVAL

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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)  
C/O PETROLEUM DEVELOPMENT CORP, 103 E MAIN STREET

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

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

(Street)  
BRIDGEPORT, WV 26330

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		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 Ownership (Instr. 4)
			Code	V	Amount	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

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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

