FERCHAU MARK E

Form 4

December 13, 2004

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

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5

Estimated average

burden hours per response...

obligations may continue. See Instruction

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

1(b).

Common

Stock

12/08/2004

(Print or Type Responses)

1. Name and Address of Reporting Person * FERCHAU MARK E			2. Issuer Name and Ticker or Trading Symbol GOODRICH PETROLEUM CORP [GDP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	· · · · · · · · · · · · · · · · · · ·	Middle)	3. Date of Earliest Transaction (Month/Day/Year)				Director _X Officer (given below)		Owner er (specify		
808 TRAVIS STREET, STE 1320			12/08/2004				Executive Vice President				
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
HOUSTON, TX 77002						_		More than One Re			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities	Acqui	ired, Disposed o	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	e 2A. Dee	med	3.	4. Securities Acquir	red 5	6. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year) Execution		on Date, if Transaction		on(A) or Disposed of		Securities	Form: Direct	Indirect		
(Instr. 3)		any		Code	(D)	В	Beneficially	(D) or	Beneficial		
		(Month/	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	C	Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported				
					or		Transaction(s)				
				Code V		ice (I	Instr. 3 and 4)				

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

Code

P

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

10,209

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

Amount

3,334

(D)

Price

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable Date	Title	Number			
				G 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FERCHAU MARK E 808 TRAVIS STREET STE 1320 HOUSTON, TX 77002

Executive Vice President

Signatures

/s/Mark E. 12/13/2004 Ferchau

**Signature of Date Reporting Person

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.

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