

NATURAL GAS SERVICES GROUP INC

Form 4

March 07, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

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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 *
Barney Charles L

2. Issuer Name and Ticker or Trading Symbol
NATURAL GAS SERVICES GROUP INC [NGS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
952 ECHO LANE, SUITE 364
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2005

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

HOUSTON, TX 77024

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/04/2005		P		3,400	A	\$ 10.95	552,974 I	By CBarney Investments, Ltd.
Common Stock	03/04/2005		P		200	A	\$ 10.69	105,200 I	By Mark X Energy Co.
Common Stock	03/04/2005		P		10,200	A	\$ 10.7	115,400 I	By Mark X Energy Co.
Common Stock	03/04/2005		P		100	A	\$ 10.72	115,500 I	By Mark X Energy Co.
Common Stock	03/04/2005		P		1,000	A	\$ 10.85	116,500 I	By Mark X Energy Co.

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Common Stock	03/04/2005	P	18,900	A	\$ 10.9	135,400	I	By Mark X Energy Co.
Common Stock	03/04/2005	P	3,500	A	\$ 10.94	138,900	I	By Mark X Energy Co.
Common Stock	03/04/2005	P	16,100	A	\$ 10.95	155,000	I	By Mark X Energy Co.

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.

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barney Charles L 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024		X		
CBarney Investments, Ltd. 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024				10% Owner as Member of Group
Mark X Energy CO 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024				10% Owner as Member of Group

Signatures

/s/ Telisa Webb Schelin as attorney-in-fact for Charles L. Barney	03/07/2005
**Signature of Reporting Person	Date
Telisa Webb Schelin as attorney-in-fact for CBarney Investments, Ltd.	03/07/2005
**Signature of Reporting Person	Date
Telisa Webb Schelin as attorney-in-fact for Mark X Energy Co.	03/07/2005
**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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