

2006 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 858093

FILED
May 10, 2006
Secretary of State

Entity Name: CALLON PETROLEUM OPERATING COMPANY

Current Principal Place of Business:

200 N. CANAL STREET
P. O. BOX 1287
NATCHEZ, MS 39120 US

New Principal Place of Business:

Current Mailing Address:

200 NORTH CANAL STREET
P.O. BOX 1287
NATCHEZ, MS 39120

New Mailing Address:

FEI Number: 94-0744280 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: CD () Delete
Name: CALLON, JOHN S.,
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS

Title: PD () Delete
Name: CALLON, FRED L. (SR, V)
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS

Title: S () Delete
Name: MAYFIELD, ROBERT
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

Title: VT () Delete
Name: WEATHERLY, JOHN S.,
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS

Title: T () Delete
Name: SMITH, RODGER
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PCD (X) Change () Addition
Name: CALLON, FRED L
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

Title: VP (X) Change () Addition
Name: SCHWAGER, THOMAS A
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

Title: S (X) Change () Addition
Name: MAYFIELD, ROBERT A
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

Title: T (X) Change () Addition
Name: SMITH, RODGER W
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

Title: VP (X) Change () Addition
Name: WOODCOCK, STEPHEN F
Address: 200 N. CANAL ST.
City-St-Zip: NATCHEZ, MS 39120

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ROBERT A. MAYFIELD

S

05/10/2006

Electronic Signature of Signing Officer or Director

_____ Date