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DENBURY I Form 4 April 03, 200	RESOURCES	INC										
FORM	1								OMB APPROVAL			
		SECURITIES AND EXCHANGE C Washington, D.C. 20549					OMB Number:	3235-0287				
Check this if no long									Expires:	January 31,		
subject to	F CHAN			CIA	LOW	NERSHIP OF	Estimated a	2005 Iverage				
Section 16.				SECUR	ITIES				burden hours per			
Form 4 or Form 5 Filed pursuant to Section 16(a) of the Section 16(b)					Const	a E			response	0.5		
obligation								f 1935 or Sectio	n			
may conti	nue.		of the Inv	•	•	· ·			11			
See Instru 1(b).	ction	50(11)	of the m	vestment	compun	y 110	. 01 17	10				
1(0).												
(Print or Type R	esponses)											
1. Name and Address of Reporting Person [*] SINCLAIR JAMES H Symbol				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
SINCLAIR .	IAMES H		Symbol				~	155401				
			[DNR]	RY RESO	JURCE	S INC	Ĵ	(Check all applicable)				
				te of Earliest Transaction				Director 10% Owr X_ Officer (give title Other (sp				
				Month/Day/Year))3/31/2006				below) below)				
SUITE 3000		****	03/31/20	,00				V.P.	of Exploration			
	(Street)		4 If Amer	ndment, Dat	o Original			6 Individual or Ic	int/Group Filing(Check			
(Succi) 4. If Aller Filed(Mont					-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
				ui, 2 uj, 1 cui)								
PLANO, TX	75024							Form filed by M Person	Iore than One Re	porting		
(City)	(State)	(Zip)			• .• .	~ .						
(eng)	(State)	(Znp)	Table	e I - Non-D				uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction D			3. 4. Securities Acquired Transaction(A) or Disposed of				5. Amount of Securities	6. Ownership Form: Direct			
Security (Instr. 3)	(Month/Day/Yea	ar) Execution	on Date, II	Code (D) (Instr. 8) (Instr. 3, 4 and 5)			u 01	Beneficially (Owned I	(D) or Indirect (I)	Beneficial Ownership (Instr. 4)		
. ,		•	Day/Year)				5)					
								Following Reported	(Instr. 4)			
						(A)		Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common	00/01/2007						\$	1 (1 = 1 +	D			
Stock	03/31/2006			А	283	А	⁺ 30.3	161,714	D			

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.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SINCLAIR JAMES H 5100 TENNYSON PARKWAY SUITE 3000 PLANO, TX 75024			V.P. of Exploration				
Signatures							
Phil Rykhoek - Per Confirming Statement	04/03/20	006					

**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. 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.