

Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

GOODRICH PETROLEUM CORP  
Form SC 13D/A  
October 15, 2001

SCHEDULE 13D

-----  
CUSIP No.                    382410 10 8                    Page    5            of       5            Pages  
-----

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 3)

GOODRICH PETROLEUM CORP.

(Name of Issuer)

Common Stock, \$.20 par value

(Title of Class of Securities)

382410 10 8

(CUSIP Number)

David J. Harris, Esq.,  
1775 Eye Street, N.W. Washington, D.C. 20006  
(202) 261-3385

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

October 2, 2001

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box .

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 5 Pages

Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

-----

1 NAME OF REPORTING PERSON  
SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Josiah T. Austin

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  b)

-----

3 SEC USE ONLY

-----

4 SOURCE OF FUNDS  
OO, PF

-----

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)

-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

-----

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
		56,500
	8	SHARED VOTING POWER
		1,634,400
	9	SOLE DISPOSITIVE POWER
		56,500
	10	SHARED DISPOSITIVE POWER
		1,634,400

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,690,900

-----

Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

-----  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES

-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
9.47%

-----  
14 TYPE OF REPORTING PERSON  
IN  
-----

-----  
1 NAME OF REPORTING PERSON  
SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
El Coronado Holdings, L.L.C.

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS  
WC

-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)

-----  
6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Arizona

-----  
NUMBER OF 7  
SHARES SOLE VOTING POWER  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH  
-----

Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

8	SHARED VOTING POWER	
		1,634,400
-----		
9	SOLE DISPOSITIVE POWER	
-----		
10	SHARED DISPOSITIVE POWER	
		1,634,400
-----		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
		1,634,400
-----		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	<input type="checkbox"/>
-----		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
		9.15%
-----		
14	TYPE OF REPORTING PERSON	
		HC
-----		

ITEM 1. Security and Issuer.

-----

This Amendment No. 3 to Statement on Schedule 13D heretofore filed on June 4, 2001 is filed with respect to the shares of common stock, \$.20 par value ("Common Stock"), of Goodrich Petroleum Corp. (the "Company"). The address of the Company is 815 Walker Street, Houston, Texas 77002. The Statement is being filed on behalf of Josiah T. Austin, a United States Citizen, and El Coronado Holdings, L.L.C. ("ECH"), an Arizona limited liability company whose principal place of business is Star Route 395, Pearce Arizona 85626 (collectively the "Reporting Persons") to reflect the following amendments to Item 3 and Item 5.

ITEM 3. Source and Amount of Funds or Other Consideration.

-----

Item 3 is amended to include the following:

The total consideration (exclusive of brokers' commissions) for all shares of Common Stock subject to this Amendment No. 3 is \$1,045,423.15. The Shares of Common Stock herein reported as being beneficially owned by the Reporting

## Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

Persons were acquired as follows:

(1) Austin is the sole managing Member of ECH. Acting on behalf of ECH, Austin purchased from September 4, 2001 to October 5, 2001 a total of 197,600 shares of Common Stock in the open market for an aggregate consideration (exclusive of brokerage commissions) of \$ 1,040,419.15. The primary source of the funds for these purchases was existing funds of ECH.

(2) Acting on behalf of the Mathew A. Lowery Trust, in his capacity of Trustee, Austin purchased on October 3, 2001 a total of 1000 Shares of Common Stock in open market transactions for an aggregate consideration (exclusive of brokers' commissions) of \$ 5,004.00. The primary source of funds for these purchases was existing funds of the Trust.

All dollar amounts are in United States dollars.

### Item 5. Interest in Securities of the Issuer.

(a) Austin is the beneficial owner of 1,690,900 shares (9.47% based on the 17,850,816 shares of Common Stock outstanding as of August 13, 2001 as reported in the Company's Quarterly Report on Form 10-Q filed on August 14, 2001) of the Common Stock (the "Acquired Stock"), in his personal capacity, as Trustee for the Austin-Clark Family Irrevocable Life Insurance Trust, the Valerie C. Gordon Trust, the Christina Lowery Trust and the Matthew A. Lowery Trust and as sole Managing Member of ECH. ECH is the beneficial owner of 1,634,400 shares of Common Stock (9.15% based on the 17,850,816 shares of Common Stock outstanding as of August 13, 2001 as reported in the company's Quarterly report on Form 10-Q filed on August 14, 2001)

(b) Austin has the sole power to vote or to direct the vote or to dispose or to direct the disposition of 56,500 shares of the Acquired Stock. As the sole Managing Member of ECH, Austin shares with ECH the power to vote or to direct the vote or to direct the disposition of the 1,634,400 shares of the Acquired Stock held by ECH.

(c) No transactions in the shares of Common Stock have been effected by the Reporting Person since the previously filed amendment to this Schedule 13D, except the following transactions, each of which was made in a broker's transaction in the open market. Prices do not include brokerage fees.

Reporting Person	Sale/Purchase	Date	No. of Shares	Price Per Share
Austin and El Coronado Holdings	Purchase	09/04/01	29,500	5.768
	"	09/05/01	8,100	5.460
	"	09/06/01	10,700	5.357
	"	09/07/01	5,500	5.446
	"	09/10/01	9,100	5.494
	"	09/17/01	10,000	5.300
	"	09/18/01	500	5.310
	"	09/19/01	45,000	5.300
	"	09/20/01	8,000	5.050
	"	09/21/01	16,200	4.873
	"	09/25/01	10,500	4.987
	"	09/26/01	15,000	5.067
	"	09/27/01	5,000	4.900
	"	09/28/01	2,800	4.906
	"	10/01/01	400	4.920
	"	10/02/01	13,000	5.008
	"	10/04/01	2,000	5.000

Edgar Filing: GOODRICH PETROLEUM CORP - Form SC 13D/A

	"	10/05/01	6,300	5.018
Austin on behalf of	Purchase	10/03/01	200	5.020
Matthew A. Lowery Trust	"	10/03/01	800	5.000

(d) No person other than Austin, has any right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, such securities.

(e) Not applicable.

Signature

After reasonable inquiry and to the best knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Date: October 15, 2001

/S/ Josiah T. Austin

-----  
Josiah T. Austin,  
Individually and as Sole  
Managing Member of ECh