ECKART JOHN W

Form 4

February 03, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock

02/01/2005

(Print or Type Responses)

1. Name and Address of Reporting Person * ECKART JOHN W			uer Name and I PHY OIL C				5. Relationship of Reporting Person(s) to Issuer		
(Last) 200 PEACH 7000	(First) (M	(Mont)	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2005				(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify below) Controller		
	(Street)	Filed(N	nendment, Da Ionth/Day/Year	Ü			6. Individual or Applicable Line) _X_ Form filed by		Person
EL DORAD	O, AR 71731-700)0					Person	More than One N	ceporung
(City)	(State) (Z	Zip) Ta	ble I - Non-D	Derivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securi onAcquirec Disposec (Instr. 3,	l (A) o l of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock							5,934	D	
Common Stock							2,843 (1)	I	Trustee of Company Thrift Plan.

2,500

(2)

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

A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

D

 $3,500^{(2)}$

\$0

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displays a currently valid OMB control number.

$\label{lem:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	Onof Se Ac (A Di (C (I)	ecuritic equire (a) or dispose	rative es d d of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 20.4027							02/06/1998	02/06/2006	Common Stock	2,600
Stock Option	\$ 20.4027							02/06/1999	02/06/2006	Common Stock	2,600
Stock Option	\$ 25.1875							02/04/1999	02/04/2007	Common Stock	2,500
Stock Option	\$ 25.1875							02/04/2000	02/04/2007	Common Stock	2,500
Stock Option	\$ 24.875							02/03/2000	02/03/2008	Common Stock	3,000
Stock Option	\$ 24.875							02/03/2001	02/03/2008	Common Stock	3,000
Stock Option	\$ 17.8438							02/02/2001	02/02/2009	Common Stock	5,000
Stock Option	\$ 17.8438							02/02/2002	02/02/2009	Common Stock	5,000
Stock Option	\$ 28.4844							02/01/2002	02/01/2010	Common Stock	7,500
	\$ 28.4844							02/01/2003	02/01/2010		7,500

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Stock Option							Common Stock	
Stock Option	\$ 30.83				02/06/2003	02/06/2011	Common Stock	8,500
Stock Option	\$ 30.83				02/06/2004	02/06/2011	Common Stock	8,500
Stock Option	\$ 38.8525				02/05/2004	02/05/2012	Common Stock	7,500
Stock Option	\$ 38.8525				02/05/2005	02/05/2012	Common Stock	7,500
Stock Option	\$ 42.34				02/04/2005	02/04/2013	Common Stock	8,750
Stock Option	\$ 42.34				02/04/2006	02/04/2013	Common Stock	8,750
Stock Option	\$ 60.59				02/03/2006	02/03/2011	Common Stock	5,000
Stock Option	\$ 60.59				02/03/2007	02/03/2011	Common Stock	5,000
Stock Option	\$ 90.455	02/01/2005	A	3,750	02/01/2007	02/01/2012	Common Stock	3,750
Stock Option	\$ 90.455	02/01/2005	A	3,750	02/01/2008	02/01/2012	Common Stock	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
ECKART JOHN W								
200 PEACH STREET			Controller					
P. O. BOX 7000			Controller					
EL DORADO, AR 71731-7000								

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Signatures

John W. Eckart 02/03/2005

**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).
- (1) Number of shares owned as of December 31, 2004.
- (2) Restricted Stock issued pursuant to the Murphy 1992 Stock Incentive Plan. Reporting person has voting and dividend rights only.
- (3) Employee Stock Option granted under the Murphy 1992 Stock Incentive Plan.

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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