

ST MARY LAND & EXPLORATION CO
 Form 4
 May 18, 2005

FORM 4

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

OMB APPROVAL

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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 *
 YORK DOUGLAS W

2. Issuer Name and Ticker or Trading Symbol
 ST MARY LAND & EXPLORATION CO [sm]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1776 LINCOLN ST, STE 700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/17/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Exec VP & COO

DENVER, CO 80202

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: Indirect Beneficial Ownership (Instr. 4)
Common Stock; \$.01 Par Value	05/17/2005		M	19,636 A	\$ 6.1875 32,132	D	
Common Stock; \$.01 Par Value	05/17/2005		M	12,672 A	\$ 4.625 44,804	D	
Common Stock; \$.01 Par Value	05/17/2005		M	2,836 A	\$ 8.75 47,640	D	

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Common Stock; \$.01 Par Value	05/17/2005	S	<u>19,636</u> (1)	D	\$ 24	28,004	D
Common Stock \$.01 Par Value	05/17/2005	S	<u>12,672</u> (2)	D	\$ 24	15,332	D
Common Stock; \$.01 Par Value	05/17/2005	S	<u>2,836</u> (3)	D	\$ 24	12,496	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.

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(9-02)

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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right-to-Buy)	\$ 6.1875	05/17/2005		M	19,363	12/31/1999	12/31/2009	Common Stock	19,363
Stock Option (Right-to-Buy)	\$ 4.625	05/17/2005		M	12,672	12/31/1998	12/31/2008	Common Stock	12,672
Stock Option (Right-to-Buy)	\$ 8.75	05/17/2005		M	2,836	12/31/1997	12/31/2007	Common Stock	2,836

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YORK DOUGLAS W 1776 LINCOLN ST STE 700			Exec VP & COO	

DENVER, CO 80202

Signatures

Brenda L. Schohn (
Attorney-In-Fact)

05/18/2005

__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).

- (1) The sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16,2005.
- (2) The sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16,2005.
- (3) The sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16,2005.

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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