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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

Quarterly Report Pursuant to Section 13 or 15(d) of  
the Securities and Exchange Act of 1934  
For the period ended June 30, 1995

OR

Transition Report Pursuant to Section 13 of 15(d) of  
the Securities and Exchange Act of 1934  
For the transition period from to

Commission file number 0-7246

I.R.S. Employer Identification Number 95-2636730

PETROLEUM DEVELOPMENT CORPORATION  
(A Nevada Corporation)  
103 East Main Street  
Bridgeport, WV 26330  
Telephone: (304) 842-6256

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate the number of shares outstanding of each of the issuers classes of common stock, as of the latest practicable date: 11,040,627 shares of the Company's Common Stock (\$.01 par value) were outstanding as of June 30, 1995.

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PART II - OTHER INFORMATION

Item 1. Legal Proceedings

The Company is party to various legal actions in the normal course of business which would not materially affect the Company's operations.

Item 6. Exhibits and Reports on Form 8-K

(a) None.

(b) No reports on Form 8-K have been filed during the quarter ended June 30, 1995.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Petroleum Development Corporation  
(Registrant)

Date: August 2, 1995

/s/ Steven R. Williams  
Steven R. Williams  
President

Date: August 2, 1995

/s/ Dale G. Rettinger  
Dale G. Rettinger  
Executive Vice President  
and Treasurer

<ARTICLE> 5

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