

BLUE DOLPHIN ENERGY CO

Form 4

September 14, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PARKER F GARDNER

2. Issuer Name **and** Ticker or Trading
Symbol
BLUE DOLPHIN ENERGY CO
[BDCO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3601 PIPING ROCK

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/08/2005

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

HOUSTON, TX 77027

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/08/2005		J ⁽¹⁾		3,659	A	\$ 0.82	3,659	D	
Common Stock	08/26/2005		J ⁽¹⁾		1,010	A	\$ 2.97	4,669	D	
Common Stock	09/12/2005		M		41,663	A	\$ 0.25	46,332	D	
Common Stock	09/12/2005		F		3,028	D	\$ 3.44	43,304	D	
Common Stock	09/12/2005		M		41,665	A	\$ 0.25	84,969	D	

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Common Stock	09/12/2005	F	3,028	D	\$ 3.44	81,941	D
Common Stock	09/12/2005	M	300,000	A	\$ 0.25	381,941	D
Common Stock	09/12/2005	F	21,802	D	\$ 3.44	360,139	D
Common Stock	09/12/2005	M	100,000	A	\$ 0.25	460,139	D
Common Stock	09/12/2005	F	7,267	D	\$ 3.44	452,872	D
Common Stock	09/12/2005	S	40,286	D	\$ 3.09	412,586	D
Common Stock	09/13/2005	S	165,096	D	\$ 3.07	247,490	D

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

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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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Warrants	\$ 0.25	09/12/2005		M	41,663	09/08/2004 09/08/2009	Common Stock 41,663
Warrants	\$ 0.25	09/12/2005		M	100,000	09/11/2004 09/11/2009	Common Stock 100,000
Warrants	\$ 0.25	09/12/2005		M	41,665	11/30/2004 11/30/2009	Common Stock 41,665
Warrants	\$ 0.25	09/12/2005		M	300,000	11/30/2004 11/30/2009	Common Stock 300,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARKER F GARDNER 3601 PIPING ROCK HOUSTON, TX 77027	X			

Signatures

/s/ Gardner
Parker 09/14/2005

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) Board of Director Fees

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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