

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Amendment No. 3)

Under the Securities Exchange Act of 1934

Comstock Resources, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

205768203
(CUSIP Number)

Annabel M. Jones
Assistant General Counsel - Corporate Affairs
Two West Second Street
Tulsa, Oklahoma 74103
(918) 591-1006
(918) 591-1718 (facsimile)

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

October 15, 1998
(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 that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

CUSIP No. 205768203

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- 1) Name of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only)
Compression, Inc.; 73-1424038
- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b) X
- 3) SEC Use Only
- 4) Source of Funds (See Instructions) AF
- 5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
- 6) Citizenship or Place or Organization - Oklahoma
- 7) Number of Shares Beneficially Owned by Each Reporting Person with Sole Voting Power - 3,101,400
- 8) Number of Shares Beneficially Owned by Each Reporting Person with Shared Voting Power - -0-
- 9) Number of Shares Beneficially Owned by Each Reporting Person with Sole Dispositive Power - 3,101,400
- 10) Number of Shares Beneficially Owned by Each Reporting Person with Shared Dispositive Power - -0-
- 11) Aggregate Amount Beneficially Owned by Each Reporting Person - 3,101,400

- 12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions) []
- 13) Percent of Class Represented by Amount in Row (11)- 12.75%
- 14) Type of Reporting Person (See Instructions) C0

- 1) Name of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only) - C. Philip Tholen
- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
- 3) SEC Use Only
- 4) Source of Funds (See Instructions) PF
- 5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
- 6) Citizenship or Place or Organization - Oklahoma
- 7) Number of Shares Beneficially Owned by Each Reporting Person with Sole Voting Power - 22,600
- 8) Number of Shares Beneficially Owned by Each Reporting Person with Shared Voting Power - 3,124,000
- 9) Number of Shares Beneficially Owned by Each Reporting Person with Sole Dispositive Power - 22,600
- 10) Number of Shares Beneficially Owned by Each Reporting Person with Shared Dispositive Power - 3,124,000
- 11) Aggregate Amount Beneficially Owned by Each Reporting Person - 3,124,000
- 12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) []
- 13) Percent of Class Represented by Amount in Row (11) - 12.84%
- 14) Type of Reporting Person (See Instructions) IN

Amendment to Statement on Schedule 13D

This Amendment No. 3 to Statement on Schedule 13D (this "Amendment") amends the Statement on Schedule 13D dated September 1, 1998, as amended on September 10, 1998 and September 14, 1998 (the "Statement") of Compression, Inc., an Oklahoma corporation ("Compression") and a wholly-owned subsidiary of Samson Investment Company ("Samson"), and C. Philip Tholen, an individual ("Tholen") with respect to shares of the common stock, par value of \$.50 per share (the "Common Stock") of Comstock Resources, Inc., a Nevada corporation ("Issuer"). Capitalized terms used but not defined herein are defined in the Statement and are used herein with the same meanings ascribed thereto in the Statement.

Item 3. Source and Amount of Funds or Other Consideration

Compression, through an advance from its parent, Samson, has paid \$2,515,400 for the shares of Common Stock of Issuer reported by this Amendment. C. Philip Tholen, through the personal funds of his family limited partnership, has paid \$36,638.20 for the shares of Common Stock of Issuer which are beneficially owned by Mr. Tholen.

Item 5. Interest in Securities of the Issuer

- (a) See Line 11 on cover page of this Form 13D for each of Compression and Mr. Tholen.
- (b) See Lines 7 through 10 on cover page of this Form 13D for each of Compression and Mr. Tholen.
- (c) The following chart sets forth the purchases of Common Stock in Issuer made by Compression since the filing date of the Statement, as amended on September 10, 1998. All of such purchases were made in brokerage transactions through the open market. The percentage of ownership disclosed below is based on 24,320,863 outstanding shares, the number of outstanding shares in Issuer as reported in Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 1998.

No. of Shares	Price Per Share	Date	Total Shares Owned	% Owned
5,200	\$5 5/16	10/5/98	see below	see below
10,000	\$5 5/16	10/5/98	see below	see below
5,000	\$5 5/16	10/5/98	see below	see below
5,000	\$5 1/4	10/5/98	see below	see below
10,000	\$5 3/16	10/5/98	2,382,000	9.7941%

10,000	\$5	10/6/98	see below	see below
10,000	\$4 15/16	10/6/98	2,402,000	9.8763%
10,000	\$4 9/16	10/7/98	see below	see below
5,000	\$4 5/16	10/7/98	2,417,000	9.9380%
2,500	\$3 7/8	10/8/98	2,419,500	9.9482%
207,000	\$3 1/4	10/15/98	see below	see below
292,400	\$3 3/16	10/15/98	see below	see below
100,000	\$3 3/16	10/15/98	see below	see below
82,500	\$3 1/8	10/15/98	3,101,400	12.7520%

Mr. Tholen has, since September 10, 1998, purchased the following shares of Common Stock in Issuer:

No. of Shares	Price Per Share	Date	Total Shares Owned	% Owned
9,900	\$3 1/4	10/15/98	see below	see below
1,400	\$3 3/16	10/15/98	22,600	.0923%

(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock.

(e) Not applicable.

Item 7. Material to Be Filed as Exhibits

Exhibit No. 7.1 Power of Attorney from C. Philip Tholen
(previously filed as Exhibit 7.1 to
Schedule 13D filed by Compression on
September 1, 1998)

Signature.

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

Date: October 19, 1998

Signature /s/ Dennis R. Neill

Name/Title: Dennis R. Neill
President
Compression, Inc.

Signature /s/ Dennis R. Neill

Dennis R. Neill as Attorney-in-Fact
for C. Philip Tholen