

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): October 28, 1997

COMSTOCK RESOURCES, INC.  
(Exact name of registrant as specified in its charter)

NEVADA  
(State or other jurisdiction  
of incorporation)

0-16741  
(Commission  
File Number)

94-1667468  
(I.R.S. Employer  
Identification Number)

5005 LBJ Freeway, Suite 1000, Dallas, Texas  
75244 (Address of principal executive  
offices)

(972) 701-2000  
(Registrant's Telephone No.)

Item 5. Other Events

On October 28, 1997, Comstock Resources, Inc. ("the Company") announced that the Company has entered into a letter of intent to acquire interests in certain offshore Louisiana oil and gas properties for a cash purchase price of \$205 million from Bois d'Arc Resources and its partners. The Company is acquiring interests in thirty-one (31) wells and eight (8) separate production complexes located in the Gulf of Mexico offshore of Plaquemines and Terrebonne Parishes, Louisiana. The acquisition includes interests in the Louisiana State and Federal offshore areas of Main Pass Blocks 21 and 25, Ship Shoal Blocks 66, 67, 68 and 69 and South Pelto Block 1.

The Company's independent petroleum engineers estimate that the properties contain proved oil and gas reserves as of November 1, 1997, the effective date of the acquisition, of approximately 19.7 million barrels of oil equivalent. Approximately \$30 million of the purchase price is attributed to the undrilled prospects. The acquisition is subject to the parties executing a mutually agreeable purchase and sale agreement. The Company expects to close the transaction on or about December 15, 1997.

Item 7. Financial Statements, Proforma Financial Information and Exhibits

c. Exhibits

99 (a) Press Release issued October 28, 1997.



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 hereunto duly authorized.

COMSTOCK RESOURCES, INC.

Dated: October 31, 1997

By: /s/ROLAND O. BURNS

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ROLAND O. BURNS  
Senior Vice President, Chief Financial Officer,  
Secretary, and Treasurer (Principal Financial  
and Accounting Officer)

EXHIBIT INDEX

Exhibit Number

Description

99 (a)

Press Release issued October 31, 1997.

COMSTOCK RESOURCES, INC.  
5005 LBJ Freeway, Suite 1000  
Dallas, Texas 75244  
Telephone: (972) 701-2000  
Contact: Roland O. Burns  
Sr. Vice President and  
Chief Financial Officer

NEWS RELEASE

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For Immediate Release

COMSTOCK RESOURCES, INC. TO ACQUIRE  
OFFSHORE LOUISIANA OIL AND GAS PROPERTIES  
FOR \$205 MILLION

DALLAS, TEXAS, October 28, 1997 -- Comstock Resources, Inc. ("Comstock")(NYSE:CRK) today announced that Comstock has entered into a letter of intent to acquire interests in certain offshore Louisiana oil and gas properties for a cash purchase price of \$205 million from Bois d'Arc Resources and its partners. Comstock is acquiring interests in thirty-one (31) wells and eight (8) separate production complexes located in the Gulf of Mexico offshore of Plaquemines and Terrebonne Parishes, Louisiana. The acquisition includes interests in the Louisiana State and Federal offshore areas of Main Pass Blocks 21 and 25, Ship Shoal Blocks 66, 67, 68 and 69 and South Pelto Block 1. Twenty-eight (28) of these wells are currently producing approximately 9,000 barrels of oil equivalent per day, net to the interest being acquired by Comstock. Two additional wells are expected to be connected to production facilities in early November and one well at Main Pass Block 21 is currently in the process of drilling. Comstock estimates that the properties being acquired contain twenty-one (21) proved undeveloped locations. The Company is also acquiring interests in six undrilled prospects which have been delineated by 3-D seismic.

The Company's independent petroleum engineers estimate that the properties contain proved oil and gas reserves as of November 1, 1997, the effective date of the acquisition, of approximately 19.7 million barrels of oil equivalent. Approximately \$30 million of the purchase price is attributed to the undrilled prospects.

The acquisition is subject to the parties executing a mutually agreeable purchase and sale agreement. Comstock expects to close the transaction on or about December 15, 1997.

"The \$205 million acquisition will be the largest transaction in the Company's history," stated M. Jay Allison, Chairman and President of Comstock. "The acquisition will give the Company a major presence in the Gulf of Mexico, which has been a core area for the Company. The acquisition also has significant developmental and exploration upside by continuing the exploration program that Bois d'Arc has proven to be successful."

Comstock Resources, Inc. is a rapidly growing independent oil and gas company based in Dallas, Texas and is engaged in oil and gas property acquisitions, and oil and gas exploration, development and production primarily in Texas and Louisiana.