

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

COMSTOCK RESOURCES, INC.

(Name of Issuer)

Common Stock, \$0.50 Par Value

(Title of Class of Securities)

205768203

(CUSIP NUMBER)

CAMBRIDGE INVESTMENTS, LTD.
600 Montgomery Street
27th Floor
San Francisco, California 94111
Tel. No.: (415) 627-3017

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

- with copies to -

Michael G. Tannenbaum, Esq.
Newman Tannenbaum Helpert Syracuse & Hirschtritt LLP
900 Third Avenue - 13th Floor
New York, New York 10022
(212) 508-6700

August 7, 1997

(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4) check the following box []

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

1 NAME OF REPORTING PERSONS
S.S OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Cambridge Investments, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS*
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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEM 2(d) OR 2(e) []

6 CITIZENSHIP OR PLACE OR ORGANIZATION
U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 1,233,000 shares of Common Stock (See Item 5)
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 1,233,000 shares of Common Stock (See Item 5.)
	10	SHARED DISPOSITIVE POWER 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,233,000 shares of Common Stock (See Item 5.)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES* []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
5.1% of Common Stock (See Item 5)

14 TYPE OF REPORTING PERSON*
IA

*SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13D

This Schedule 13D is being filed on behalf of Cambridge Investments, Ltd., a California corporation ("Cambridge"), registered as an investment advisor in the State of California, regarding shares of Comstock Resources, Inc. acquired on behalf of certain of its clients.

Item 1. Security and Issuer

Securities acquired: Common Stock, \$0.50 par value

Issuer: Comstock Resources, Inc. (the "Issuer")
5005 LBJ Freeway - Suite 1000
Dallas, TX 75244
(214) 701-2000

Item 2. Identity and Background

Cambridge Investments, Ltd., a California corporation ("Cambridge"), is registered as an investment advisor in the State of California and provides investment management services to private individuals and institutions. Cambridge's contracts with its clients generally provide that Cambridge is responsible for designing and implementing either the client's overall investment strategy or the strategy of a client's portfolio managed by Cambridge; for conducting direct portfolio management strategies to the extent Cambridge determines that it is appropriate to utilize its own portfolio management capabilities. Cambridge is located at 600 Montgomery Street, San Francisco, California 94111. Cambridge has not been convicted in a criminal proceeding during the last five (5) years. Cambridge is not, and during the past five (5) years was not, a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result thereof, subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Mr. John R. Tozzi ("JRT") is the sole shareholder, director and principal of Cambridge. His business address is 600 Montgomery Street, San Francisco, California 94111. JRT's principal occupation is investment management and he is a United States citizen. During the past five (5) years, JRT has not been (a) convicted in a criminal proceeding, or (b) a party to any civil proceeding as a result of which he has been subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds

Cambridge, through Cambridge Energy, L.P. ("CELP"), Cambridge Energy Fund International Ltd. ("CEF") Cambridge Oil & Gas, L.P. ("COG"), Cambridge Oil & Gas International, Ltd. ("COG Int'l"), Palamundo, LDC ("Palamundo"), Quantum Partners, LDC ("QP") and Cambridge (collectively, the "Funds"), has invested approximately \$10,843,846.17 in Common Stock of the Issuer as described in Item 5 below. CELP, CEF, COG, COG Int'l., Palamundo, QP and Cambridge have invested approximately \$3,770,361.72, \$3,532,879.71, \$955,534.00, \$237,334.38, \$48,456.00, \$1,786,706.95 and \$512,573.41, respectively. The source of these funds was the respective working capital of each of the Funds. JRT may be deemed to have invested directly and indirectly approximately \$1,677,527.26 in Common Stock of the Issuer as described in Item 5 below.

Item 4. Purpose of the Transaction

Cambridge has acquired shares of Common Stock reported in Item 5(c) hereof over the last sixty (60) days, and prior thereto, for portfolio investment purposes only, and do not have any present plans or proposals that relate to or would result in any change in the business, policies, management, structure or capitalization of the Issuer. Cambridge reserves the right to acquire, or dispose of, additional securities of the Issuer or any of its securities in the ordinary course of business, to the extent deemed advisable in light of their general investment and trading policies, market conditions or other factors. The Issuer may from time to time contact large shareholders with a view towards discussing the acquisition of their shares. Other than as described above, Cambridge does not have plans or proposals which would result in any of the following:

- 1) the acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer;
- 2) an extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries;
- 3) a sale or transfer of a material amount of assets of the Issuer or any of its subsidiaries;
- 4) any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or term of directors or to fill any vacancies on the board;
- 5) any material change in the present capitalization or dividend policy of the Issuer;
- 6) any other material change in the Issuer's business or corporate structure;

- 7) changes in the Issuer's charter, by-laws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person;
- 8) causing a class of securities of the issuer to be delisted from a national securities exchange or to cease to be authorized to be quoted in an interdealer quotation system of a registered national securities association;
- 9) causing a class of securities of the Issuer to become eligible for termination of registration pursuant to Section 12(g)(4) of the Act; or
- 10) any action similar to any of those enumerated above.

Item 5. Interest in Securities of the Issuer

(a) Cambridge is the beneficial owner of 1,233,000 shares of Common Stock, or 5.1% shares of the shares outstanding. Of the 1,233,000 shares of Common Stock described above, (i) 415,200 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of CELP; (ii) 350,116 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of CEF; (iii) 76,300 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of COG; (iv) 20,850 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of COG Int'l.; (v) 11,234 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of Palamundo; (vi) 158,200 are deemed beneficially owned by Cambridge in its capacity as investment advisor for the institutional account of QP; and (vii) 46,300 are deemed beneficially owned by Cambridge in its capacity as investment advisor for its institutional account. JRT, directly and indirectly, may be deemed the beneficial owner of 154,800 shares of Common Stock or, in the aggregate, 0.6% of the shares outstanding.

The number of shares beneficially owned by Cambridge, and the percentage of outstanding shares represented thereby, have been computed in accordance with Rule 13d-3 under the Act. The percentage of ownership of Cambridge on August 15, 1997 is based on 24,200,000 outstanding shares of Common Stock as reported in the Issuer's Quarterly Report on Form 10-Q as filed with the Securities and Exchange Commission on August 11, 1997.

(b) Cambridge has the sole power to vote and dispose of the shares of Common Stock held for the institutional accounts of CELP, CEF, COG, COG Int'l., Palamundo, QP and Cambridge, respectively. JRT has the sole power to vote and dispose of the 154,800 shares of Common Stock held by him directly or through an entity established for the benefit of his family.

(c) The transactions in the Issuer's securities by Cambridge over the last sixty (60) days are listed as Annex A attached hereto and made apart hereof.

(d) The Funds, respectively, and the entity established for the benefit of JRT's family have the right to participate in the receipt of dividends from, or proceeds from the sale of securities held on behalf of such funds.

(e) Not Applicable.

Item 6. Contracts, Arrangement, Understandings or Relationships with Respect to Securities of the Issuer

Not Applicable.

Item 7. Material to be Filed as Exhibits

Not Applicable

CRK

DATE	TRANS (A/D)	SHARES	PRICE (\$)	ACCOUNT
07/03/97	D	500	10.25	Palamundo
07/25/97	A	10,000	10.875	JRT*
07/25/97	A	10,000	10.875	COG Int'l.
07/25/97	A	15,000	10.875	COG
07/28/97	A	60,000	10.5	JRT*
08/01/97	A	34,100	10.9191	QP
08/01/97	A	10,000	10.9191	JRT*
08/04/97	A	46,300	11.0707	CIL
08/04/97	A	20,000	11.0707	JRT*
08/04/97	A	46,300	11.0707	JRT
08/05/97	A	3,500	11.4211	JRT*
08/05/97	A	3,500	11.1982	QP
08/05/97	A	17,900	11.4211	QP
08/06/97	A	12,700	11.4375	QP
08/07/97	A	90,000	11.3942	QP
08/08/97	A	5,000	11.125	JRT*
08/14/97	A	5,850	11.9375	COG Int'l.
08/14/97	A	5,850	11.9375	Palamundo
08/15/97	A	5,000	11.75	COG Int'l.
Subtotal:				

* These transactions relate to shares held by JRT and any entity established for the benefit of his family.

Signatures

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

Dated: September 4, 1997

CAMBRIDGE INVESTMENTS, LTD.

By: /s/ Jocelyn E. Weingart

Jocelyn E. Weingart,
Vice President

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