

BURLINGTON RESOURCES INC

Form 4

April 02, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Scott, Walter, Jr.
Level 3 Communications, Inc.
3555 Farnam St., Suite 1500
Omaha, NE 68131
USA

2. Issuer Name and Ticker or Trading Symbol

Burlington Resources Inc.
BR

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

03/31/2003

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) 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	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
			A/ D	Price

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Underlying Securities at End of Month
				A/ D	A/ D		

Phantom Stock Units	1 for 1	03/31/2003	A	288	A (I) (I)	Common Stock	288	\$47
---------------------	---------	------------	---	-----	-----------	--------------	-----	------

Edgar Filing: BURLINGTON RESOURCES INC - Form 4

| | | | | | | | | |

Explanation of Responses:

(I) These phantom stock units were acquired under the Company's deferred compensation plans and are able to be settled in cash upon retirement or other termination from the Company.

SIGNATURE OF REPORTING PERSON

/s/ Walter Scott, Jr.

DATE

04/02/2003