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## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	OMB APPRC	VAL						
	OMB Number:	3235-0287						
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			or S	Section 30(h) of the In	vestmer	nt Con	npany Act of 1	.940					
1	Address of Reporting P			uer Name <b>and</b> Ticker WSON GEOP					ationship of Reporting ( all applicable) Director		s) to Issuer 10% Owner		
(Last)	(First)	(Middle)		te of Earliest Transac 6/2005	tion (Mo	onth/D	ay/Year)		Officer (give title X Other (specify below) Former Vice President				
(Street)			4. If <i>i</i>	Amendment, Date of C	Driginal	Filed (	(Month/Day/Ye	6. Indiv Line) X					
(City)	(State)	(Zip)							Form filed by More than One Reporting Person				
		Table I - Noi	n-Derivative	Securities Acq	uired,	Dis	posed of, o	or Ben	eficially	Owned			
1. Title of Sec	urity (Instr. 3)	2. Transaction Date (Month/Day/Yea	r) 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Dawson Geo	ophysical- Commo	12/02/2005	12/02/2005	M/K		500	A	\$17.91	10,754	D			
Dawson Geo	ophysical- Commor	n Stock	12/02/2005	12/02/2005	M/K		1,250	A	\$7.06	10,754	D		

Dawson G	eophysical-	Common Stock		12/02/2005	12/02/2005	5 М/К		1,250	Α	<b>\$7.06</b>	10,7	754	D	
Dawson G	eophysical-	Common Stock		12/02/2005	12/02/2005	5 M/K		1,250	Α	\$5.21	10,7	754	D	
Dawson G	eophysical-	Common Stock		12/02/2005	12/02/2005	5 S/K		3,000	D	\$31	7,7	54	D	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
L. Title of	2.	3. Transaction	3A. Deemed	4. Transactio	5. Number 6. Date Exercisa				. Title and A					11. Nature

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. Transa Code ( 8)		of Deri Seci Acq (A) o Disp of (E	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Dawson Geophysical- Common Stock	\$17.91	12/02/2005	12/02/2005	M/K			500	12/02/2005	11/09/2009	Dawson Geophysical - Common Stock	500	\$17.91	4	D	
Dawson Geophysical- Common Stock	\$7.06	12/02/2005	12/02/2005	M/K			1,250	12/02/2005	10/28/2008	Dawson Geophysical - Common Stock	1,250	\$7.06	4	D	
Dawson Geophysical- Common Stock	\$5.21	12/02/2005	12/02/2005	M/K			1,250	12/02/2005	11/26/2007	Dawson Geophysical - Common Stock	1,250	\$5.21	4	D	

Explanation of Responses:

<u>/s/ Frank D. Brown</u>

\*\* Signature of Reporting Person

<u>12/06/2005</u> Date

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

 $\ast$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.