SEC Form 4	
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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

#### OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   PARDUE HOWELL W DAWSON GEOPHYSICAL CO [ DWSN ] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   508 W. WALL STE 800 3. Date of Earliest Transaction (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable)   (Street) MIDLAND TX 79701   (City) (State) (Zip) (Zip)			Table I - Non-D	Perivative Securities Acquired, Disposed of, or Bene	eficially	Owned	
PARDUE HOWELL W   DAWSON GEOPHYSICAL CO [ DWSN ]   (Last) (First)   (Last) (First)   Solate of Earliest Transaction (Month/Day/Year)   06/02/2008   4. If Amendment, Date of Original Filed (Month/Day/Year)   (Street)   MIDLAND TX   79701	(City)	(State)	(Zip)			,	an One Reporting
PARDUE HOWELL W DAWSON GEOPHYSICAL CO [ DWSN ] (Check all applicable)   (Last) (First) (Middle)   3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below)   06/02/2008 Executive Vice President	<b>`</b> '	TX	79701	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	Form filed by One Re	eporting Person
PARDUE HOWELL W DAWSON GEOPHYSICAL CO [ DWSN ] (Check all applicable)   Director 10% Owner   Officer (give title Other (cnerify)			(Middle)			below)	below)
	1	1 0		, , , , , , , , , , , , , , , , , , ,	(Check	k all applicable) Director	10% Owner

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
DWSN-Common Stock \$0.33 1/3 par	06/02/2008		A		2,250	Α	\$ <mark>0.0</mark>	14,500	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)		5. Number 6. Date Exerc of Expiration Da Derivative Securities Acquired (Month/Day/N Disposed of (D) (Instr. 3, 4 and 5)			ate	7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				

Explanation of Responses:

### Howell W. Pardue

06/04/2008 \*\* Signature of Reporting Person 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.