

NATURAL GAS SERVICES GROUP INC

Form 3/A

March 22, 2005

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Barney Charles L

(Last) (First) (Middle)

952 ECHO LANE, SUITE 364

(Street)

HOUSTON, TX 77024

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/04/2004

3. Issuer Name and Ticker or Trading Symbol

NATURAL GAS SERVICES GROUP INC [NGS]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)

08/04/2004

6. Individual or Joint/Group

Filing(Check Applicable Line)

____ Form filed by One Reporting
Person_X_ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

549,574

I

By CBarney Investments, Ltd.

Common Stock

105,000

I

By Mark X Energy Company

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Warrants	10/21/2002	10/20/2006	Common Stock	47,700 ⁽¹⁾	\$ 6.25	I	By CBarney Investments, Ltd.
Warrants	10/21/2002	10/20/2006	Common Stock	168,500	\$ 6.25	I	By Mark X Energy Company

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barney Charles L 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024	Â	Â X	Â	Â
CBarney Investments, Ltd. 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024	Â	Â	Â	10% Owner as Member of Group
Mark X Energy CO 952 ECHO LANE, SUITE 364 HOUSTON, TX 77024	Â	Â	Â	10% Owner as Member of Group

Signatures

/s/ Telisa Webb Schelin as attorney-in-fact for Charles L. Barney	03/22/2005
_____ **Signature of Reporting Person	Date
/s/ Telisa Webb Schelin as attorney-in-fact for CBarney Investments, Ltd.	03/22/2005
_____ **Signature of Reporting Person	Date
/s/ Telisa Webb Schelin as attorney-in-fact for Mark X Energy Company	03/22/2005
_____ **Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The purpose of the amendment is report 700 additional warrants owned by CBarney Investments, Ltd. that were inadvertently excluded from the original filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.