

BURLINGTON RESOURCES INC
 Form 4
 March 16, 2006

FORM 4

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

OMB APPROVAL

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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 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 *
HARDING ROBERT J

2. Issuer Name and Ticker or Trading Symbol
BURLINGTON RESOURCES INC [BR]

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

(Last) (First) (Middle)
BRASCAN CORPORATION, STE 300, BCE PL 181 BAY ST, PO BOX 762

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2006

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

(Street)
TORONTO, A6 M5J2T3

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	03/14/2006		M		10,000	A	\$ 20.8325	12,000	D
Common Stock	03/14/2006		S		2,000	D	\$ 89.39	10,000	D
Common Stock	03/14/2006		S		5,400	D	\$ 89.41	4,600	D
Common Stock	03/14/2006		S		2,400	D	\$ 89.42	2,200	D
Common Stock	03/14/2006		S		200	D	\$ 89.43	2,000	D

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Common Stock							
Common Stock	03/14/2006	M	4,000	A	\$ 24.0225	6,000	D
Common Stock	03/14/2006	S	200	D	\$ 89.38	5,800	D
Common Stock	03/14/2006	S	700	D	\$ 89.39	5,100	D
Common Stock	03/14/2006	S	300	D	\$ 89.4	4,800	D
Common Stock	03/14/2006	S	1,400	D	\$ 89.44	3,400	D
Common Stock	03/14/2006	S	400	D	\$ 89.45	3,000	D
Common Stock	03/14/2006	S	1,000	D	\$ 89.46	2,000	D
Common Stock	03/14/2006	M	4,000	A	\$ 32.9825	6,000	D
Common Stock	03/14/2006	S	300	D	\$ 89.46	5,700	D
Common Stock	03/14/2006	S	100	D	\$ 89.5	5,600	D
Common Stock	03/14/2006	S	200	D	\$ 89.51	5,400	D
Common Stock	03/14/2006	S	3,400	D	\$ 89.53	2,000	D
Common Stock	03/14/2006	M	4,000	A	\$ 49.545	6,000	D
Common Stock	03/14/2006	S	4,000	D	\$ 89.5	2,000	D
Common Stock	03/14/2006	S	2,000	D	\$ 89.39	0	D

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

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.

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(9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 20.8325	03/14/2006		M		10,000	04/17/2002 04/17/2012	Common Stock	10,000
Stock Option (right to buy)	\$ 24.0225	03/14/2006		M		4,000	04/23/2003 04/23/2013	Common Stock	4,000
Stock Option (right to buy)	\$ 32.9825	03/14/2006		M		4,000	04/21/2004 04/21/2014	Common Stock	4,000
Stock Option (right to buy)	\$ 49.545	03/14/2006		M		4,000	04/27/2005 04/27/2015	Common Stock	4,000
Phantom Stock Units	(1)	03/14/2006		I		8,745	(2) (3)	Common Stock	8,745

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HARDING ROBERT J
BRASCAN CORPORATION
STE 300, BCE PL 181 BAY ST, PO BOX 762
TORONTO, A6 M5J2T3

X

Signatures

Jeffery P. Monte
Attorney-in-fact 03/16/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) 1 for 1

(2) Immediately.

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

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

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