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ITEM 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANTS

Not applicable

ITEM 5. OTHER EVENTS

Callon Petroleum Company ("CALLON") has previously issued \$36 million in aggregate principal amount of 10.125% Senior Subordinated Notes due 2002 (the "NOTES") pursuant to the Indenture between Callon and American Stock Transfer & Trust Company dated July 31, 1997 (as amended, the "INDENTURE"). The original maturity date of the Notes was September 15, 2002. Prior to September 15, 2002, holders of \$22,915,000 in aggregate principal amount of Notes agreed to extend the maturity of such Notes until July 31, 2004. On September 16, 2002, Callon paid all principal and interest due to holders of Notes who had not agreed to extend the maturity of their Notes and entered into a Second Supplemental Indenture that amends the Indenture. The Second Supplemental Indenture extended the maturity of the remaining Notes until July 31, 2004.

ITEM 6. RESIGNATION OF REGISTRANT'S DIRECTORS

Not applicable

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

Exhibits

EXHIBIT NUMBER	TITLE OF DOCUMENT
4.1	Second Supplemental Indenture, dated September 16, 2002, to Indenture between Callon Petroleum Company and American Stock Transfer & Trust Company dated July 31, 1997.

ITEM 8. CHANGE IN FISCAL YEAR

Not applicable

ITEM 9. REGULATION FD DISCLOSURE

Not applicable

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CALLON PETROLEUM COMPANY

September 18, 2002

By: /s/ James O. Bassi

James O. Bassi

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Vice President and Controller

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EXHIBIT INDEX

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4.1

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