

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person * <u>WILSON KEVIN E</u> (Last) (First) (Middle) <u>C/O ST MARY LAND & EXPLORATION</u> <u>7060 S. YALE #800</u> (Street) <u>TULSA OK 74136</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/22/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>ST MARY LAND & EXPLORATION CO [SM]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
<u>Common Stock</u>	<u>4,113⁽¹⁾</u>	<u>D</u>	

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 Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Employee Stock Option (right to buy)</u>	<u>12/31/1997⁽²⁾</u>	<u>12/31/2007</u>	<u>Common Stock</u>	<u>780</u>	<u>17.5</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>12/31/1999⁽³⁾</u>	<u>12/31/2009</u>	<u>Common Stock</u>	<u>5,859</u>	<u>12.375</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>12/31/2000⁽⁴⁾</u>	<u>12/31/2010</u>	<u>Common Stock</u>	<u>13,250</u>	<u>33.3125</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>09/30/2001⁽⁵⁾</u>	<u>09/30/2011</u>	<u>Common Stock</u>	<u>2,952</u>	<u>15.93</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>12/31/2001⁽⁶⁾</u>	<u>12/31/2011</u>	<u>Common Stock</u>	<u>5,903</u>	<u>21.19</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>03/31/2002⁽⁷⁾</u>	<u>03/31/2012</u>	<u>Common Stock</u>	<u>5,902</u>	<u>21.71</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>06/30/2002⁽⁸⁾</u>	<u>06/30/2012</u>	<u>Common Stock</u>	<u>5,902</u>	<u>24.06</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>09/30/2002⁽⁹⁾</u>	<u>09/30/2013</u>	<u>Common Stock</u>	<u>5,291</u>	<u>23.9</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>12/31/2002⁽¹⁰⁾</u>	<u>12/31/2012</u>	<u>Common Stock</u>	<u>5,291</u>	<u>25</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>10/22/2003⁽¹¹⁾</u>	<u>10/22/2013</u>	<u>Common Stock</u>	<u>765</u>	<u>26.78</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>09/30/2003⁽¹²⁾</u>	<u>09/30/2013</u>	<u>Common Stock</u>	<u>4,086</u>	<u>25.32</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>06/30/2003⁽¹³⁾</u>	<u>06/30/2013</u>	<u>Common Stock</u>	<u>5,290</u>	<u>27.3</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>03/31/2003⁽¹⁴⁾</u>	<u>03/31/2013</u>	<u>Common Stock</u>	<u>5,290</u>	<u>25.05</u>	<u>D</u>	

Explanation of Responses:

- Includes shares from the Company Employee Stock Purchase Plan that Mr. Willson has acquired since before becoming a reporting individual.
- The Option is 100% vested.
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- The Option was vested 25% upon grant and vested in additional 25% equal installments on September 30, 2002, 2003 and 2004.
- The Option was 25% vested upon grant and vests in additional 25% equal installments on September 30, 2002, 2003 and 2004.
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Teresa B. Rosenthal (Attorney-in-
fact) 02/02/2004

** Signature of Reporting Person

Date

* 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).

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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