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CONTANGO OIL & GAS CO

Form 8-K

December 19, 2005

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) December 19, 2005

CONTANGO OIL & GAS COMPANY
(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|--|--|
| DELAWARE (State or other jurisdiction of incorporation) | 001-16317 (Commission File Number) | 95-4079863 (IRS Employer Identification No.) |
|---|--|--|

3700 BUFFALO SPEEDWAY, SUITE 960
HOUSTON, TEXAS 77098
(Address of principal executive offices)

(713) 960-1901
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

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ITEM 8.01. OTHER EVENTS

Contango Oil & Gas Company (AMEX:MCF) announced today that Freeport LNG Development, L.P. ("FLNG"), in which Contango holds a 10% limited partnership interest, has closed a \$383 million private placement note issuance. Contango also announced today recent developments in its Arkansas Fayetteville Shale Play and provided an update of the Company's drilling operations in Alabama and offshore Gulf of Mexico.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

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(c) Exhibits

The following is a list of exhibits filed as part of this Form 8-K. Where so indicated by footnote, exhibits, which were previously filed, are incorporated by reference.

| Exhibit No. | Description of Document |
|-------------|--|
| 99.1 | Press release dated December 19, 2005. |

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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.

CONTANGO OIL & GAS COMPANY

Date: December 19, 2005

By: /s/ KENNETH R. PEAK

Kenneth R. Peak
Chairman and Chief Executive Officer

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