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DENBURY RESOURCES INC Form 8-K July 29, 2004

> 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): July 29, 2004

DENBURY RESOURCES INC. (Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)

1-12935 (Commission File Number) 20-0467835 (I.R.S. Employer Identification No.)

5100 Tennyson Parkway Suite 3000 Plano, Texas (Address of principal executive offices)

75024 (Zip code)

Registrant's telephone number, including area code: (972)673-2000

Item 7. FINANCIAL STATEMENTS AND EXHIBITS

Exhibits:

Exhibit No. Exhibit ------99.1 Denbury Press Release, d

Denbury Press Release, dated July 29, 2004 - Denbury Resources Announces Second Quarter 2004 Results.

Item 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

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The following information is furnished pursuant to Item 12, "Results of Operations and Financial Condition."

On July 29, 2004, Denbury Resources Inc. announced its second quarter of 2004 earnings. The press release is included in this report as Exhibit 99.1 Denbury Resources Inc. does not intend for this Item 12 to be incorporated by reference into filings under the Securities Exchange Act of 1934.

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 thereunto duly authorized.

Denbury Resources Inc. (Registrant)

Date: July 29, 2004

By: /s/ Phil Rykhoek

Phil Rykhoek Senior Vice President & Chief Financial Officer
