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PETROCORP INC
Form 15-12G
February 02, 2004

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

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g)
OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE
REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 0-22650

PETROCORP INCORPORATED

(Exact name of registrant as specified in its charter)

7130 SOUTH LEWIS
SUITE 1000
TULSA, OKLAHOMA 74136
(918) 493-7700

(Address including zip code and telephone number including area code
of registrant's principal executive offices)

COMMON STOCK

(Title of each class of securities covered by this Form)

(Titles of all other classes of securities for which a duty to
file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule
provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	/X/	Rule 12h-3(b)(1)(ii)	/ /
Rule 12g-4(a)(1)(ii)	/ /	Rule 12h-3(b)(2)(i)	/ /
Rule 12g-4(a)(2)(i)	/ /	Rule 12h-3(b)(2)(ii)	/ /
Rule 12g-4(a)(2)(ii)	/ /	Rule 15d-6	/ /
Rule 12h-3(b)(1)(i)	/X/		

Approximate number of holders of record as of the certification or notice
date: One.

Pursuant to the requirements of the Securities Exchange Act of 1934,
PetroCorp Incorporated. has caused this certification/notice to be signed on its
behalf by the undersigned duly authorized person.

Date: February 2, 2004

PETROCORP INCORPORATED

By: /s/ Larry D. Pinkston

Larry D. Pinkston

President