SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

Stoever Gene G		2. Date of Even Requiring State Month/Day/Yea 06/05/2004	ment	3. Issuer Name and Ticker or Trading Symbol <u>NATURAL GAS SYSTEMS INC/NEW</u> [NGSY]					
(Last) (First) 820 GESSNER, SUITE 134	(Middle)			4. Relationship of Reporting Person (Check all applicable) X Director		n(s) to Issue	(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)	
(Street) HOUSTON TX	77024			A	Officer (give title below)	Other (spec below)	cify 6. In Appl	icable Line) Form filed b	/Group Filing (Check y One Reporting Person y More than One
(City) (State)	(Zip)							reporting r	
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)				Beneficially Owned (Instr. 4)				Nature of Indirect Beneficial Ownership nstr. 5)	
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 (In			4. Conversion or Exercise		6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exercisable				Amount or Number of Shares	Price of Derivative Security	or Indirect (I) (Instr. 5)	
Stock Option (right to buy)		(1)	10/22/2014		Common Stock	100,000	1.27	D	

Explanation of Responses:

1. The option vests 50% each year and will be fully vested in 2 years.

/s/ Gene Stover

<u>04/22/2005</u>

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

The undersigned constitutes and appoints Robert Herlin, Sterling McDonald and Steven Lee as the undersigned's true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to sign any and all Securities and Exchange Commission statements of beneficial ownership of securities of Natural Gas Systems, Inc. (the "Company") on Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and to file the same with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission and the Company, granting unto said attorney-in-fact and agent full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney-infact and agent may lawfully do or cause to be done by virtue hereof.

A copy of this power of attorney shall be filed with the Securities and Exchange Commission. The authorization set forth above shall continue in full force and effect until the undersigned revokes such authorization by written instructions to the attorney-in-fact.

The authority granted hereby shall in no event be deemed to impose or create any duty on behalf of the attorney-in-fact with respect to the undersigned's obligations to file Forms 3, 4 and 5 with the Securities and Exchange Commission.

Dated: April 22, 2005

/s/ Gene Stover Gene Stover