

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* GOEHRING RALPH J (Last) (First) (Middle) C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 (Street) BAKERSFIELD CA 93309 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Senior Vice President and CFO
	3. Date of Earliest Transaction (Month/Day/Year) 05/07/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	05/07/2004		M		17,500 ⁽¹⁾	A	\$19.375	39,626	D	
Class A Common Stock	05/07/2004		F		14,600 ⁽¹⁾	D	\$27	25,026	D	
Class A Common Stock	05/07/2004 ⁽²⁾		I		71 ⁽²⁾	D	\$0 ⁽²⁾	5,010	I	Held in 401(k) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Nonstatutory Stock Option (Right to Buy) NSO	\$14							12/06/1997	12/06/2006	Class A Common Stock		40,000	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$19.375	05/07/2004		M ⁽¹⁾		17,500		12/05/1998	12/05/2007	Class A Common Stock	\$0 ⁽¹⁾	17,500	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$12.5							12/04/1999	12/04/2008	Class A Common Stock		30,000	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$15.69							12/02/2001	12/02/2010	Class A Common Stock		35,000	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$16.3							12/07/2002	12/07/2011	Class A Common Stock		30,000	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$16.5							12/06/2003	12/06/2012	Class A Common Stock		15,000	D	
Nonstatutory Stock Option (Right to Buy) NSO	\$19.94							12/05/2004	12/05/2013	Class A Common Stock		30,000	D	

Explanation of Responses:

1. Exercise of stock options under the Company's 1994 Stock Option Plan in a transaction exempt under Rule 16B.
2. The change in number of shares in the Berry Petroleum Company Common Stock Fund in the Company's 401(k) Plan is due to the required liquidation of shares to cover the required cash position of the fund. All transactions were at market and no discretionary transactions have occurred in the holdings of Company Stock in the 401(k) Plan.

Remarks:

Kenneth A. Olson under Power 05/11/2004
of Attorney on file

** 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 4 (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.