

Complete Production Services, Inc.
 Form 3/A
 May 02, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|-------------------------------------------|---------|----------|--------------------------------------|---------------------------------------------------------------------------------|------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â WOODS JAMES D | | | (Month/Day/Year) | Complete Production Services, Inc. [CPX] | |
| (Last) | (First) | (Middle) | 04/20/2006 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 11700 OLD KATY ROAD,Â SUITE 300 | | | | (Check all applicable) | 04/20/2006 |
| (Street) | | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| HOUSTON,Â TXÂ 77079 | | | | <input type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 6,374 ⁽⁷⁾ | D | Â |

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

SEC 1473 (7-02)

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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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---------------------------------------------|---------------------|--------------------|-----------------|----------------------------------|----------|----------------------------------|---|
| Director Stock Option (right to buy) | Â (1) | 06/01/2006 | Common Stock | 4,446 | \$ 3.94 | D | Â |
| Director Stock Option (right to buy) | Â (2) | 01/01/2008 | Common Stock | 4,461 | \$ 4.48 | D | Â |
| Director Stock Option (right to buy) | Â (3) | 01/01/2009 | Common Stock | 4,461 | \$ 4.48 | D | Â |
| Director Stock Option (right to buy) | Â (4) | 01/01/2010 | Common Stock | 4,001 | \$ 5 | D | Â |
| Director Stock Option (right to buy) | Â (5) | 10/01/2009 | Common Stock | 5,000 | \$ 11.66 | D | Â |
| Director Stock Option (right to buy) (7) | Â (6) | 04/20/2016 | Common Stock | 5,000 | \$ 24 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WOODS JAMES D 11700 OLD KATY ROAD SUITE 300 HOUSTON, TX 77079 | Â X | Â | Â | Â |

Signatures

/s/ James F. Maroney, III (attorney-in-fact) for James D.
Woods

05/02/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The holder of the option may exercise it at any time.
 - (2) The holder of the option may exercise it at any time.
 - (3) The option became exercisable as to 2,974 shares on January 1, 2006, and becomes exercisable as to the remaining 1,487 shares on January 1, 2007.
 - (4) The option became exercisable as to 1,333 shares on January 1, 2006, and becomes exercisable as to the remaining 2,668 shares in two equal installments beginning on January 1, 2007.
 - (5) The option becomes exercisable in four equal annual installments beginning on October 1, 2006.
 - (6) The option becomes exercisable in four equal annual installments beginning on April 20, 2007.
 - (7) This Amendment corrects the original Form 3 by disclosing the reporting person's ownership of (i) options to purchase 5,000 shares of the Issuer's common stock and (ii) 2,084 shares of the Issuer's restricted stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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