

DeCarolis Donna L
 Form 3
 January 07, 2005

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

OMB APPROVAL

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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 (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol | |
| * ^ DeCarolis Donna L | | | 01/01/2005 | NATIONAL FUEL GAS CO [NFG] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 165 LAWRENCE BELL DRIVE,^ SUITE 120 | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| WILLIAMSVILLE,^ NY^ 14221 | | | | <input checked="" type="checkbox"/> Officer (give title below) President, Natl Fuel Resources | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | | <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 | 1,304 | D | ^ |
| Common Stock | 9,279 | I | 401(k) Plan Trust |
| Common Stock | 159 | I | ESOP Trust |

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 | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---|---|--|---------------|--------------|----------------------------------|
|---|---|--|---------------|--------------|----------------------------------|

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| | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------------|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Employee stock option (right to buy) | 04/04/1998 | 04/04/2007 | Common stock | 2,709 | \$ 20.8125 | D | Â |
| Employee stock option (right to buy) | 12/11/1998 | 12/11/2007 | Common stock | 746 | \$ 22.4375 | D | Â |
| Employee stock option (right to buy) | 12/11/1998 | 12/12/2007 | Common stock | 5,254 | \$ 22.4375 | D | Â |
| Employee stock option (right to buy) | 12/10/1999 | 12/10/2008 | Common stock | 4,340 | \$ 23.0312 | D | Â |
| Employee stock option (right to buy) | 12/10/1999 | 12/11/2008 | Common stock | 1,660 | \$ 23.0312 | D | Â |
| Employee stock option (right to buy) | 02/17/2001 | 02/17/2010 | Common stock | 4,688 | \$ 21.3281 | D | Â |
| Employee stock option (right to buy) | 02/17/2001 | 02/18/2010 | Common stock | 20,312 | \$ 21.3281 | D | Â |
| Employee stock option (right to buy) | 12/07/2001 | 12/08/2010 | Common stock | 25,000 | \$ 27.7975 | D | Â |
| Employee stock option (right to buy) | 03/14/2003 | 03/15/2012 | Common stock | 9,251 | \$ 24.495 | D | Â |
| Employee stock option (right to buy) | 03/14/2003 | 03/14/2012 | Common stock | 4,082 | \$ 24.495 | D | Â |
| Employee stock option (right to buy) | 03/14/2003 | 03/15/2012 | Common stock | 26,667 | \$ 24.495 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------------------|
| | Director | 10% Owner | Officer | Other |
| DeCarolis Donna L 165 LAWRENCE BELL DRIVE SUITE 120 WILLIAMSVILLE, NY 14221 | Â | Â | Â | President, Natl Fuel Resources Â |

Signatures

James R. Peterson, Attorney
in Fact

01/07/2005

**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).

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Remarks:

ExhibitÂ ListÂ -Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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