

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

SCHEDULE 13D
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 7)

GULFPORT ENERGY CORPORATION

(NAME OF ISSUER)

COMMON STOCK, \$.01 PAR VALUE PER SHARE

(TITLE OF CLASS OF SECURITIES)

402635-10-6

(CUSIP NUMBER)

ARTHUR H. AMRON
WEXFORD CAPITAL LLC
411 WEST PUTNAM AVENUE
GREENWICH, CT 06830
(203) 862-7012

(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON AUTHORIZED TO RECEIVE NOTICES
AND COMMUNICATIONS)

APRIL 18, 2002

(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

IF THE FILING PERSON HAS PREVIOUSLY FILED A STATEMENT ON SCHEDULE 13G TO REPORT
THE ACQUISITION WHICH IS THE SUBJECT OF THIS SCHEDULE 13D, AND IS FILING THIS
SCHEDULE BECAUSE SS. 240.13d-1(e), 240.13d-1(f) OR 240.13d-1(g), CHECK THE
FOLLOWING BOX .

NOTE: SCHEDULES FILED IN PAPER FORMAT SHALL INCLUDE A SIGNED ORIGINAL AND FIVE
COPIES OF THE SCHEDULE, INCLUDING ALL EXHIBITS. SEE RULE SS. 240.13d-7

<TABLE>
<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. WEXFORD CAPITAL LLC
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) AF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION CONNECTICUT

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	2,422,382
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	2,422,382

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	2,422,382
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	22.5%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	00

</TABLE>

<TABLE>

<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD SPECTRUM INVESTORS LLC
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
3.	SEC USE ONLY	
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	WC
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	15,024
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	15,024

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	15,024
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	0.1%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	00

</TABLE>

<TABLE>

<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD SPECTRUM ADVISORS, LLC
----	---	--------------------------------

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) AF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	15,024
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	15,024

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 15,024

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO

</TABLE>

Page 4 of 27 Pages

<TABLE>

<CAPTION>

<S> <C>

<C>

<C>

CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. WEXFORD SPECIAL SITUATIONS 1996, L.P.
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) WC

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	821,059
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	821,059

11. AGGREGATE AMOUNT BENEFICIALLY

12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	7.9%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	PN

</TABLE>

<TABLE>

<CAPTION>

<S> <C>

<C>

<C>

CUSIP NO. 402635-10-6

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD SPECIAL SITUATIONS 1996 INSTITUTIONAL, L.P.
----	---	---

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	---	--------------------

3. SEC USE ONLY

4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	WC
----	------------------------------------	----

5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
----	---	-----

6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
----	--------------------------------------	----------

7.	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER	0
8.		SHARED VOTING POWER (SEE ITEM 5 BELOW)	137,776
9.		SOLE DISPOSITIVE POWER	0
10.		SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	137,776

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	137,776
-----	--	---------

12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
-----	--	-----

13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	1.4%
-----	--	------

14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	PN
-----	---	----

</TABLE>

<TABLE>

<CAPTION>

<S> <C>

<C>

<C>

CUSIP NO. 402635-10-6

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD ADVISORS, LLC
----	---	-----------------------

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	---	--------------------

3.	SEC USE ONLY	
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	AF
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
7.	SOLE VOTING POWER	0
8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	995,693
9.	SOLE DISPOSITIVE POWER	0
10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	995,693
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	995,693
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	9.6%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	OO

</TABLE>

<TABLE>

<CAPTION>

<S> <C> CUSIP NO. 402635-10-6

<C>

<C>

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD-EURIS SPECIAL SITUATIONS 1996, L.P.
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
3.	SEC USE ONLY	
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	AF
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
7.	SOLE VOTING POWER	0
8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	233,040
9.	SOLE DISPOSITIVE POWER	0
10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	233,040
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	233,040

12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	2.3%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	PN

</TABLE>

Page 8 of 27 Pages

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>
CUSIP NO.	402635-10-6		

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD-EURIS ADVISORS LLC
----	---	----------------------------

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	--	--------------------

3. SEC USE ONLY

4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	AF
----	------------------------------------	----

5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
----	--	-----

6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
----	--------------------------------------	----------

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	233,040
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	233,040

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	233,040
-----	---	---------

12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
-----	--	-----

13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	2.3%
-----	--	------

14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	PN
-----	---	----

</TABLE>

Page 9 of 27 Pages

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>
CUSIP NO.	402635-10-6		

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD SPECIAL SITUATIONS 1996 LIMITED
----	---	---

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	--	--------------------

3.	SEC USE ONLY	
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	WC
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	CAYMAN ISLANDS
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
7.	SOLE VOTING POWER	0
8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	36,858
9.	SOLE DISPOSITIVE POWER	0
10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	36,858
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	36,858
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	0.4%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	OO

</TABLE>

<TABLE>
<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD CAPITAL PARTNERS II, L.P.
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
3.	SEC USE ONLY	
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	WC
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
7.	SOLE VOTING POWER	0
8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	993,229
9.	SOLE DISPOSITIVE POWER	0
10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	993,229
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	993,229
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES	

13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	9.5%
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	PN

</TABLE>

Page 11 of 27 Pages

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>
CUSIP NO. 402635-10-6			

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD CAPITAL CORPORATION
----	---	-----------------------------

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	--	--------------------

3.	SEC USE ONLY	
----	--------------	--

4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)	AF
----	------------------------------------	----

5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[]
----	--	-----

6.	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
----	--------------------------------------	----------

7.	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER	0
8.		SHARED VOTING POWER (SEE ITEM 5 BELOW)	993,229
9.		SOLE DISPOSITIVE POWER	0
10.		SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	993,229

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	993,229
-----	--	---------

12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	[]
-----	---	-----

13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	9.5%
-----	--	------

14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	CO
-----	---	----

</TABLE>

Page 12 of 27 Pages

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>
CUSIP NO. 402635-10-6			

1.	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED)	WEXFORD OVERSEAS PARTNERS I, L.P.
----	---	-----------------------------------

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) [x] (b) []
----	--	--------------------

3.	SEC USE ONLY	
----	--------------	--

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) WC

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	185,396
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	185,396

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 185,396

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN

</TABLE>

Page 13 of 27 Pages

<TABLE>

<CAPTION>

<S> <C>

<C>

<C>

CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) (INTENTIONALLY OMITTED) WEXFORD CAPITAL LIMITED

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) [x] (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) AF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	0
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	185,396
	9.	SOLE DISPOSITIVE POWER	0
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	185,396

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 185,396

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO

</TABLE>

<TABLE>

<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. CD HOLDING COMPANY, LLC
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) WC

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER	0
	8. SHARED VOTING POWER (SEE ITEM 5 BELOW)	5,079,572
	9. SOLE DISPOSITIVE POWER	0
	10. SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	5,079,572

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,079,572

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 43.6%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO

</TABLE>

<TABLE>

<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. CHARLES E. DAVIDSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) AF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	5,863,845
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	2,422,382
	9.	SOLE DISPOSITIVE POWER	5,863,845
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	2,422,382

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,286,227

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 67.5%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN

</TABLE>

<TABLE>
<CAPTION>

<S> <C> <C> <C>
CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. JOSEPH M. JACOBS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) AF, PF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7.	SOLE VOTING POWER	23,960
	8.	SHARED VOTING POWER (SEE ITEM 5 BELOW)	2,432,474
	9.	SOLE DISPOSITIVE POWER	23,960
	10.	SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	2,432,474

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,456,434

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.8%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN

</TABLE>

Page 17 of 27 Pages

<TABLE>

<CAPTION>

<S> <C> <C>
CUSIP NO. 402635-10-6

1. NAMES OF REPORTING PERSONS. GULFPORT FUNDING, LLC
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
(INTENTIONALLY OMITTED)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]
(SEE INSTRUCTIONS) (b) []

3. SEC USE ONLY

4. SOURCE OF FUNDS (SEE INSTRUCTIONS) 00

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE

NUMBER OF SHARES 7. SOLE VOTING POWER	0
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
8. SHARED VOTING POWER (SEE ITEM 5 BELOW)	108,625
9. SOLE DISPOSITIVE POWER	0
10. SHARED DISPOSITIVE POWER (SEE ITEM 5 BELOW)	108,625

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 108,625

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1%

14. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) 00

</TABLE>

Page 18 of 27 Pages

This Amendment No. 7 to Schedule 13D modifies and supplements the Schedule 13D (The "Statement") initially filed on July 22, 1997, amended and restated in its entirety by Amendment No. 1 to the Statement filed on July 30, 1997, and further amended by Amendment No. [sic] 1 to the Statement filed on June 12, 1998, Amendment No. 3 to the Statement filed on January 21, 1999, Amendment No. 4 to the Statement filed October 20, 1999, Amendment No. 5 to the Statement filed on June 27, 2001 and Amendment No. 6 to the Statement filed on April 9, 2002 with respect to the common stock, \$0.01 par value per share (the "Common Stock"), of GULFPORT ENERGY CORPORATION, a Delaware corporation (the "Company"). Except to the extent supplemented by the information contained in this Amendment No. 7, the Statement, as amended as provided above, remains in full force and effect. Capitalized terms used herein without definition have the respective meanings ascribed to them in the Statement.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

A. Since the date of the last amendment to the Statement, the Reporting Persons acquired an additional 2,090.33 Units in a private placement effected by the Company pursuant to Regulation D under the Securities Act of 1933, for an aggregate purchase price of \$2,090,330 (the "Purchase Price"). Each Unit consists of (i) one share of cumulative Preferred Stock, Series A, par value \$0.01 per share, of the Company and (ii) one warrant (collectively, the "Unit

Warrants") to purchase 250 shares of Common Stock of the Company at an exercise price of \$4.00 per share, exercisable until April 18, 2012. Payment for the Units was funded with cash from working capital. The number of Units acquired by each of the Reporting Persons as a result of their acquisition of Units pursuant to the foregoing transaction is set forth below:

<TABLE>
<CAPTION>

REPORTING PERSON	UNITS PURCHASED*	CASH PAID
<S>	<C>	<C>
Wexford Capital Partners II, L.P.	242.27	\$242,266
Wexford Overseas Partners, I, L.P.	45.22	\$45,221
Wexford Special Situations 1996, L.P.	200.27	\$200,270
Wexford Special Situations 1996 Institutional, L.P.	33.61	\$33,606
Wexford-Euris Special Situations 1996, L.P.	122.15	\$122,147
Wexford Special Situations 1996 Limited	8.99	\$8,990
Wexford Spectrum Investors LLC	3.66	\$3,665
CD Holding Company LLC	1,434.16	\$1,434,163
Joseph M. Jacobs**	27.26	\$6,815

</TABLE>

* For each Unit acquired, the acquiring Reporting Person is deemed the beneficial owner of 250 shares of Common Stock of the Company (e.g., the acquisition of 242.27 Units by Wexford Capital Partners II, L.P. resulted in an increase in the number of shares of Common Stock beneficially owned by such Reporting Person by 60,567.5 shares).

** The Units which appear opposite Mr. Jacobs' name include warrants to purchase an aggregate of 4,750 shares of Common Stock at \$4.00 Per share owned directly by Mr. Jacobs, warrants to purchase an aggregate of 2,000 shares of Common Stock at \$4.00 per share held of record by his wife; and warrants to purchase 66 shares of Common Stock at \$4.00 per share held in accounts, of which Mr. Jacobs serves as custodian, for the benefit of his children. Although the Reporting Persons either individually or as a group do not have shared voting or dispositive power over any of the Units which appear opposite Mr. Jacob's name, they are reported herein to reflect Mr. Jacob's individual ownership in addition to his beneficial ownership interest in the Units over which he shares voting and dispositive power, as described below.

B. As a result of the issuance of the Unit Warrants, the Reporting Persons may be deemed to beneficially own the respective percentages and numbers of outstanding shares of Common Stock set forth below (on the basis of 10,146,566 shares of common stock issued and outstanding, which, based upon information and belief, is the number of Shares currently outstanding):

Page 19 of 27 Pages

<TABLE>
<CAPTION>

<S>	<C>	<C>
1.	WEXFORD CAPITAL LLC	
(a)	Aggregate number of shares of Common Stock beneficially owned: 2,422,382 Percentage: 22.5%	
(b)	1. Sole power to vote or to direct vote: -0- 2. Shared power to vote or to direct vote: 2,422,382 3. Sole power to dispose or to direct the disposition: -0- 4. Shared power to dispose or to direct the disposition: 2,422,382	
(c)	Other than as reported above, there were no transactions by Wexford Capital in connection with the Common Stock during the past 60 days.	
(D)	Wexford Capital may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.	
(E)	Not applicable.	
2.	WEXFORD SPECTRUM INVESTORS LLC	
(a)	Aggregate number of shares of common stock beneficially owned: 15,024 Percentage: 0.1%	
(b)	1. Sole power to vote or to direct vote: -0- 2. Shared power to vote or to direct vote: 15,024 3. Sole power to dispose or to direct the disposition: -0- 4. Shared power to dispose or to direct the disposition: 15,024	
(c)	Other than as reported above, there were no transactions by Wexford Spectrum in connection with the Common Stock during the past 60 days.	
(d)	Wexford Spectrum may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.	
(e)	Not applicable.	
3.	WEXFORD SPECTRUM ADVISORS, LLC	
(a)	Aggregate number of shares of Common Stock beneficially owned: 15,024 Percentage: 0.1%	
(b)	1. Sole power to vote or to direct vote: -0- 2. Shared power to vote or to direct vote: 15,024 3. Sole power to dispose or to direct the disposition: -0- 4. Shared power to dispose or to direct the disposition: 15,024	
(c)	Other than as reported above, there were no transactions by the Spectrum General Partner in connection with the Common Stock during the past 60 days.	
(d)	The Spectrum General Partner may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.	
(e)	Not applicable.	
4.	WEXFORD SPECIAL SITUATIONS 1996, L.P.	

- (a) Aggregate number of shares of Common Stock beneficially owned: 821,059
Percentage: 7.9%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 821,059
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 821,059
- (c) Other than as reported above, there were no transactions by Wexford Special Situations 1996, L.P. in connection with the Common Stock during the past 60 days.
- (d) Wexford Special Situations 1996, L.P. may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

Page 20 of 27 Pages

<CAPTION>

<S> <C> <C>
5. WEXFORD SPECIAL SITUATIONS 1996 INSTITUTIONAL, L.P.

- (a) Aggregate number of shares of Common Stock beneficially owned: 137,776
Percentage: 1.4%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 137,776
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 137,776
- (c) Other than as reported above, there were no transactions by Wexford Special Situations 1996 Institutional, L.P. in connection with the Common Stock during the past 60 days.
- (d) Wexford Special Situations 1996 Institutional, L.P. may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

6. WEXFORD ADVISORS LLC

- (a) Aggregate number of shares of Common Stock beneficially owned: 995,693
Percentage: 9.6%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 995,693
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 995,693
- (c) Other than as reported above, there were no transactions by the Special General Partner in connection with the Common Stock during the past 60 days.
- (d) The Special General Partner may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

7. WEXFORD-EURIS SPECIAL SITUATIONS 1996, L.P.

- (a) Aggregate number of shares of Common Stock beneficially owned: 233,040
Percentage: 2.3%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 233,040
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 233,040
- (c) Other than as reported above, there were no transactions by Wexford-Euris in connection with the Common Stock during the past 60 days.
- (d) Wexford-Euris may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

8. WEXFORD-EURIS ADVISORS LLC

- (a) Aggregate number of shares of Common Stock beneficially owned: 233,040
Percentage: 2.3%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 233,040
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 233,040
- (c) Other than as reported above, there were no transactions by the Euris General Partner in connection with the Common Stock during the past 60 days.
- (d) The Euris General Partner may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

Page 21 of 27 Pages

<CAPTION>

<S> <C> <C>
9. WEXFORD SPECIAL SITUATIONS 1996, LIMITED

- (a) Aggregate number of shares of Common Stock beneficially owned: 36,858
Percentage: 0.4%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 36,858
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 36,858
- (c) Other than as reported above, there were no transactions by Wexford Cayman in connection with the Common Stock during the past 60 days.
- (d) Wexford Cayman may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock. The filing of this Statement shall not be construed as an admission that Wexford Cayman is, for the purposes of Section 13D of the Act, the beneficial owner of any securities covered by this Statement.
- (e) Not applicable.

10. WEXFORD CAPITAL PARTNERS II, L.P.

- (a) Aggregate number of shares of Common Stock beneficially owned: 993,229
Percentage: 9.5%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 993,229
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 993,229
- (c) Other than as reported above, there were no transactions by Wexford Capital in connection with the Common Stock during the past 60 days.
- (d) Wexford Capital may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

11. WEXFORD CAPITAL CORPORATION

- (a) Aggregate number of shares of Common Stock beneficially owned: 993,229
Percentage: 9.5%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 993,229
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 993,229
- (c) Other than as reported above, there were no transactions by the Wexford Capital General Partner in connection with the Common Stock during the past 60 days.
- (d) The Wexford Capital General Partner may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

12. WEXFORD OVERSEAS PARTNERS I, L.P.

- (a) Aggregate number of shares of Common Stock beneficially owned: 185,396
Percentage: 1.8%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 185,396
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 185,396
- (c) Other than as reported above, there were no transactions by Wexford Overseas in connection with the Common Stock during the past 60 days.
- (d) Wexford Overseas may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

Page 22 of 27 Pages

<CAPTION>

<S> <C> <C>
13. WEXFORD CAPITAL LIMITED

- (a) Aggregate number of shares of Common Stock beneficially owned: 185,396
Percentage: 1.8%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 185,396
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 185,396
- (c) Other than as reported above, there were no transactions by the Wexford Overseas General Partner in connection with the Common Stock during the past 60 days.
- (d) The Wexford Overseas General Partner may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

14. CD HOLDING COMPANY, LLC

- (a) Aggregate number of shares of Common Stock beneficially owned: 5,079,572
Percentage: 43.6%
- (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 5,079,572
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 5,079,572
- (c) Other than as reported above, there were no transactions by CD Holding Company, LLC in connection with the Common Stock during the past 60 days.
- (d) CD Holding Company, LLC may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

15. CHARLES E. DAVIDSON

- (a) Aggregate number of shares of Common Stock beneficially owned: 8,286,227
Percentage: 67.5%
- (b) 1. Sole power to vote or to direct vote: 5,863,845
2. Shared power to vote or to direct vote: 2,422,382
3. Sole power to dispose or to direct the disposition: 5,863,845
4. Shared power to dispose or to direct the disposition: 2,422,382
- (c) Other than as reported above, there were no transactions by Mr. Davidson in connection with the Common Stock during the past 60 days.
- (d) Mr. Davidson may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

16. JOSEPH M. JACOBS

- (a) Aggregate number of shares of Common Stock beneficially owned: 2,456,434
Percentage: 22.8%
- (b) 1. Sole power to vote or to direct vote: 23,960
2. Shared power to vote or to direct vote: 2,432,474
3. Sole power to dispose or to direct the disposition: 23,960
4. Shared power to dispose or to direct the disposition: 2,432,474

- (c) Other than as reported above, there were no transactions by Mr. Jacobs in connection with the Common Stock during the past 60 days.
- (d) Mr. Jacobs may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
- (e) Not applicable.

<CAPTION>

<i><S></i>	<i><C></i>	<i><C></i>
17.	GULFPORT FUNDING, LLC	

-
- (a) Aggregate number of shares of Common Stock beneficially owned: 108,625
Percentage: 1.1%
 - (b) 1. Sole power to vote or to direct vote: -0-
2. Shared power to vote or to direct vote: 108,625
3. Sole power to dispose or to direct the disposition: -0-
4. Shared power to dispose or to direct the disposition: 108,625
 - (c) Other than as reported above, there were no transactions by Gulfport Funding, LLC in connection with the Common Stock during the past 60 days.
 - (d) Gulfport Funding, LLC may be deemed to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock.
 - (e) Not applicable.

</TABLE>

Wexford Capital LLC may, by reason of its status as investment manager to the Wexford Funds, manager to Wexford Spectrum and GF LLC and investment sub-advisor to Wexford Cayman, be deemed to own beneficially the Common Stock of which the Wexford Funds, Wexford Spectrum, GF LLC and Wexford Cayman possess beneficial ownership.

The Special General Partner may, by reason of its status as general partner of the Special Funds, be deemed to own beneficially the Common Stock of which the Special Funds possess beneficial ownership. The Special General Partner may, by reason of its status as the investment advisor to Wexford Cayman, be deemed to own beneficially the Common Stock of which Wexford Cayman possesses the beneficial ownership.

The Euris General Partner may, by reason of its status as the general partner of Wexford-Euris, be deemed to own beneficially the Common Stock of which Wexford-Euris possesses beneficial ownership.

The Wexford Capital General Partner may, by reason of its status as general partner of Wexford Capital, be deemed to own beneficially the Common Stock of which Wexford Capital possesses beneficial ownership.

The Wexford Overseas General Partner may, by reason of its status as general partner of Wexford Overseas, be deemed to own beneficially the Common Stock of which Wexford Overseas possesses beneficial ownership.

Wexford Advisors may, by reason of its status as a general partner of Wexford Spectrum Fund I, L.P. and Wexford Spectrum II, L.P., and as manager of Wexford Spectrum, be deemed to own beneficially the Common Stock of which Wexford Spectrum possesses beneficial ownership.

Each of Charles E. Davidson and Joseph M. Jacobs may, by reason of his status as a controlling person of Wexford Capital, be deemed to own beneficially the Common Stock of which the Wexford Funds, Wexford Spectrum, GF LLC and Wexford Cayman possess beneficial ownership.

The shares of Common Stock reported as being beneficially owned by Joseph M. Jacobs include (i) 18,882 shares of Common Stock and warrants to purchase an aggregate of 4,750 shares of Common Stock at \$4.00 per share owned directly by Mr. Jacobs, (ii) 8,092 shares of Common Stock and warrants to purchase an aggregate of 2,000 shares of Common Stock at \$4.00 per share held of record by his wife, and (iii) an aggregate of 262 shares of Common Stock and warrants to purchase 66 shares of Common Stock at \$4.00 per share held in accounts for the benefit of his children of which Mr. Jacobs serves as custodian.

Charles E. Davidson may, by reason of his status as manager of CD Holding Company, LLC, be deemed to own beneficially the Common Stock of which CD Holding Company, LLC possesses beneficial ownership.

* * * * *

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: April 26, 2002

WEXFORD CAPITAL LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron

Title: Principal and Secretary

WEXFORD SPECTRUM
INVESTORS LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD SPECTRUM
ADVISORS, LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD SPECIAL
SITUATIONS 1996, L.P.

By: Wexford Advisors LLC,
general partner

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD SPECIAL SITUATIONS
1996 INSTITUTIONAL, L.P.

By: Wexford Advisors LLC,
General Partner

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD ADVISORS, LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

Page 25 of 27 Pages

WEXFORD-EURIS SPECIAL
SITUATIONS 1996, L.P.

By: Wexford-Euris Advisor LLC,
General Partner

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD-EURIS ADVISORS, LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD SPECIAL
SITUATIONS 1996, LIMITED

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD CAPITAL
PARTNERS II, L.P.

By: Wexford Capital II, L.P.,
general partner

By: Wexford Capital Corporation,
general partner

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD CAPITAL CORPORATION

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD OVERSEAS
PARTNERS I, L.P.

By: Wexford Capital Overseas, L.P.,
general partner

By: Wexford Capital Limited

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

WEXFORD CAPITAL LIMITED

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Vice President

CD HOLDING COMPANY, LLC

By: /s/ Charles E. Davidson

Name: Charles E. Davidson
Title: Manager

/s/ Charles E. Davidson

CHARLES E. DAVIDSON

/s/ Joseph M. Jacobs

JOSEPH M. JACOBS

GULFPORT FUNDING, LLC

By: WEXFORD CAPITAL LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron
Title: Principal and Secretary