

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-A12B

Form for the registration/listing of a class of securities on a national securities exchange pursuant to  
Section 12(b)

Filing Date: **1994-04-11**  
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### FILER

#### **SANTA FE ENERGY RESOURCES INC**

CIK: **86772** | IRS No.: **362722169** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-A12B** | Act: **34** | File No.: **001-07667** | Film No.: **94522094**  
SIC: **1311** Crude petroleum & natural gas

Business Address  
1616 S VOSS RD STE 1000  
HOUSTON TX 77057  
7137832401

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-A

For Registration of Certain Classes of Securities  
Pursuant to Section 12(b) or (g) of the  
Securities Exchange Act of 1934

Santa Fe Energy Resources, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State of incorporation or  
organization)

36-2722169  
(I.R.S. Employer  
Identification No.)

1616 South Voss Road, Suite 1000, Houston, Texas  
(Address of principal executive offices)

77057  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
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\$ _____ Series A Convertible Preferred Stock	New York Stock Exchange
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Securities to be registered pursuant to Section 12(g) of the Act:

None  
(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

The description of the \$ \_\_\_\_\_ Series A Convertible Preferred Stock is set forth under the section entitled "Description of the DECS" contained in the Preferred Stock Offering Prospectus filed with the Commission on March 28, 1994 as part of the Registrant's Registration Statement on Form S-3 (Reg. No. 33-52849) (the "Registration Statement") and is hereby incorporated by reference in answer to this item.

Item 2. Exhibits.

1. Registration Statement on Form S-3 (Reg. No. 33-52849) as filed with the Securities and Exchange Commission on March 28, 1994.
2. Form of Stock Certificate representing shares of \$ \_\_\_\_ Series A Convertible Preferred Stock.
3. Form of Certificate of Designations of \$ \_\_\_\_ Series A Convertible Preferred Stock (filed as Exhibit 4.3 to the Registration Statement and incorporated herein by reference).

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Signature

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: April 8, 1994

Santa Fe Energy Resources, Inc.

By: /s/ Mark A. Older

\_\_\_\_\_  
 Mark A. Older,  
 Secretary

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Index to Exhibits

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Exhibit Number	Description	Sequentially Numbered Page
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1.	Registration Statement on Form S-3 (Reg. No. 33-52849) as filed with the Securities and Exchange Commission on March 28, 1994.	
2.	Form of Stock Certificate representing shares of \$ ____ Series A Convertible Preferred Stock.	5
3.	Form of Certificate of Designations of \$ ____ Series A Convertible Preferred Stock (filed as Exhibit 4.3 to the Registration Statement and incorporated herein by reference).	

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\$ \_\_\_\_\_ Series A  
Convertible  
Preferred Stock

\$ \_\_\_\_\_ Series A  
Convertible  
Preferred Stock

NUMBER \_\_\_\_\_

SHARES \_\_\_\_\_

CUSIP \_\_\_\_\_

SEE REVERSE FOR CERTAIN DEFINITIONS

SANTA FE ENERGY RESOURCES, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

This is to certify that \_\_\_\_\_  
is the owner of \_\_\_\_\_ fully paid and non-assessable shares of \$ \_\_\_\_\_  
Series A Convertible Preferred Stock, par value \$0.01 per share, of Santa Fe  
Energy Resources, Inc. transferable on the books of the corporation by the  
holder hereof in person or by attorney upon surrender of this certificate  
properly endorsed. This certificate is not valid until countersigned by the  
Transfer Agent and registered by the Registrar. Witness the seal of the  
corporation and the facsimile signatures of its duly authorized officers.

Dated:

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

COUNTERSIGNED AND REGISTERED:  
FIRST CHICAGO TRUST COMPANY OF NEW YORK  
TRANSFER AGENT AND REGISTRAR

BY

AUTHORIZED OFFICER

SANTA FE ENERGY RESOURCES, INC.

Any shareholder may obtain, without charge, by request to the Office of the Secretary of the Corporation in Houston, Texas, a copy of a statement of the rights, preferences, privileges and restrictions granted to or imposed upon the shares of \$ \_\_\_\_\_ Series A Convertible Preferred Stock represented hereby and of each other class or series of shares authorized to be issued by the Corporation and upon the holders thereof.

The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN-COM	as tenants in common	UNIF GIFT MIN ACT	_____ Custodian _____
TEN ENT	as tenants by the entireties		(Cust) (Minor)
JT TEN	as joint tenants with right of survivorship and not as tenants in common		under Uniform Gifts to Minors Act _____ (State)

Additional abbreviations may also be used though not in the above list.

For Value Received, \_\_\_\_\_ hereby sell, assign and transfer unto

PLEASE INSERT SOCIAL SECURITY OR OTHER IDENTIFYING NUMBER OF ASSIGNEE

\_\_\_\_\_

(NAME AND ADDRESS OF TRANSFEREE SHOULD BE PRINTED OR TYPEWRITTEN)

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_ Shares represented by the within Certificate and do hereby irrevocably constitute and appoint

\_\_\_\_\_ Attorney to transfer the said Shares on the share register of the within-named Corporation, with full power of substitution in the premises.

Dated \_\_\_\_\_

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SIGNATURE

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATEVER.

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