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

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 5)

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)

May 22, 2001 (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.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

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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

. Citizenship or Plac	ce of Organization	Connecticut
Number of Shares	7. Sole Voting Power	
Beneficially Owned by Each	8. Shared Voting Power (see Item 5 below)	1,904,485
Reporting Person With	9. Sole Dispositive Power	(
	10. Shared Dispositive Power (see Item 5 below)	1,904,485
. Aggregate Amount Be Owned by Each Repo		1,904,485
. Check if the Aggree Certain Shares (See	gate Amount in Row (11) Excludes e Instructions)	[.
Percent of Class Ro	epresented by Amount in Row (11)	18.6
. Type of Reporting I	Person (See Instructions)	00
	Persons. Wexford Spec	
Names of Reporting I.R.S. Identificat (Intentionally Omit	ion Nos. of Above Persons (entities onl	trum Investors LLC y)
Names of Reporting I.R.S. Identificat (Intentionally Omit	ion Nos. of Above Persons (entities onl	
Names of Reporting I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions)	ion Nos. of Above Persons (entities onl	y) (a) [x]
Names of Reporting I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions) SEC Use Only	ion Nos. of Above Persons (entities onletted) ate Box if a Member of a Group	y) (a) [x]
Names of Reporting I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions) SEC Use Only Source of Funds (See Check if Disclosure	ion Nos. of Above Persons (entities onletted) ate Box if a Member of a Group	(a) [x] (b) []
Names of Reporting I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions) SEC Use Only Source of Funds (See Check if Disclosure Required Pursuant in the control of the control	ion Nos. of Above Persons (entities onletted) ate Box if a Member of a Group ee Instructions) e of Legal Proceedings is to Items 2(d) or 2(e)	(a) [x] (b) []
Names of Reporting I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions) SEC Use Only Source of Funds (See Check if Disclosure Required Pursuant is Citizenship or Place	ion Nos. of Above Persons (entities only tted) ate Box if a Member of a Group ee Instructions) e of Legal Proceedings is to Items 2(d) or 2(e) ce of Organization 7. Sole Voting Power	(a) [x] (b) [] WC
Names of Reporting I.R.S. Identificat. (Intentionally Omis Check the Appropria (See Instructions) SEC Use Only Source of Funds (See Check if Disclosure Required Pursuant is Citizenship or Place Number of Shares Beneficially Owned by Each	ion Nos. of Above Persons (entities only tted) ate Box if a Member of a Group ee Instructions) e of Legal Proceedings is to Items 2(d) or 2(e) ce of Organization	(a) [x] (b) [] WC
I.R.S. Identificat. (Intentionally Omit Check the Appropria (See Instructions) SEC Use Only Source of Funds (See Check if Disclosure Required Pursuant in Citizenship or Place Number of Shares Beneficially	ion Nos. of Above Persons (entities only tted) ate Box if a Member of a Group ee Instructions) e of Legal Proceedings is to Items 2(d) or 2(e) ce of Organization 7. Sole Voting Power 8. Shared Voting Power	(a) [x] (b) [] WC [] Delaware

11.	Aggregate Amount Owned by Each Rep	-	11,138
12.	Check if the Aggr Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
13.	Percent of Class	Represented by Amount in Row (11)	0.1%
 14.	Type of Reporting	Person (See Instructions)	00
		Page 3 of	27 Pages
cus	IP No. 402635-10-6	5	
1.	-	ation Nos. of Above Persons (entities only)	isors, LLC
2.	Check the Appropr (See Instructions	riate Box if a Member of a Group s)	(a) [x] (b) []
 3.	SEC Use Only		
4.	Source of Funds (See Instructions)	AF
 5.		ure of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	lace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	11,138
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below)	11,138
11.	Aggregate Amount Owned by Each Rep		11,138
 12.	Check if the Aggr Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	0.1%
 14.	Type of Reporting	g Person (See Instructions)	00

1.	•	tion Nos. of Above Persons (entities only)	L.P.
 2.	Check the Appropr (See Instructions	iate Box if a Member of a Group)	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds (See Instructions)	WC
 5.		re of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	ace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	608,702
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below)	608,702
 11.	Aggregate Amount . Owned by Each Rep		608, 702
 12.	Check if the Aggr Certain Shares (S	egate Amount in Row (11) Excludes ee Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	6.0%
 14.	Type of Reporting	Person (See Instructions)	PN
		Page 5 o.	f 27 Pages
cus 	IP No. 402635-10-6	· 	
1.	Names of Reporting I.R.S. Identificationally Om	Institutional, L.P. tion Nos. of Above Persons (entities only)	tions 1996
 2.	Check the Appropr (See Instructions	iate Box if a Member of a Group)	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds (See Instructions)	 WС

	osure of Legal Proceedings is ant to Items 2(d) or 2(e)	[]
Citizenship or	Place of Organization	Delaware
Number of Shar Beneficially	es 7. Sole Voting Power	0
Owned by Each Reporting	,	
Person With	9. Sole Dispositive Power	0
	10. Shared Dispositive Power (see Item 5 below)	102,141
. Aggregate Amou Owned by Each	nt Beneficially Reporting Person	102,141
	ggregate Amount in Row (11) Excludes (See Instructions)	[]
. Percent of Cla	ss Represented by Amount in Row (11)	1.0%
. Type of Report	ing Person (See Instructions)	 PN
	Page 6 o	f 27 Pages
		f 27 Pages
SIP No. 402635-1 Names of Repor	0-6 ting Persons. Wexford Adv. ication Nos. of Above Persons (entities only)	
SIP No. 402635-1 Names of Repor I.R.S. Identif (Intentionally	0-6 ting Persons. ication Nos. of Above Persons (entities only) Omitted) ppriate Box if a Member of a Group	isors, LLC
SIP No. 402635-1 Names of Repor I.R.S. Identif (Intentionally Check the Appr (See Instructi	0-6 ting Persons. ication Nos. of Above Persons (entities only) Omitted) ppriate Box if a Member of a Group	isors, LLC
SIP No. 402635-1 Names of Repor I.R.S. Identif (Intentionally Check the Appr (See Instructi SEC Use Only	ting Persons. ication Nos. of Above Persons (entities only) Omitted) opriate Box if a Member of a Group ons) s (See Instructions)	isors, LLC (a) [x] (b) []
SIP No. 402635-1 Names of Repor I.R.S. Identif (Intentionally Check the Appr (See Instructi SEC Use Only Source of Fund	ting Persons. Wexford Adv. ication Nos. of Above Persons (entities only) Omitted) Opriate Box if a Member of a Group Ons) Source of Legal Proceedings is ant to Items 2(d) or 2(e)	(a) [x] (b) []
SIP No. 402635-1 Names of Repor I.R.S. Identif (Intentionally Check the Appr (See Instructi SEC Use Only Source of Fund Check if Discl Required Pursu	ting Persons. ication Nos. of Above Persons (entities only) Omitted) opriate Box if a Member of a Group ons) s (See Instructions)	(a) [x] (b) []
Names of Report I.R.S. Identif (Intentionally Check the Approximate Check if Disclar Required Pursuant Citizenship or	ting Persons. Wexford Adv. ication Nos. of Above Persons (entities only) Omitted) Opriate Box if a Member of a Group Ons) Solar (See Instructions) Osure of Legal Proceedings is ant to Items 2(d) or 2(e) Place of Organization Place 7. Sole Voting Power	(a) [x] (b) [] AF Delaware
Names of Report I.R.S. Identif (Intentionally Check the Approximate Check if Disclar Required Pursuant Citizenship or Number of Shar	ting Persons. Wexford Adv. ication Nos. of Above Persons (entities only) Omitted) Opriate Box if a Member of a Group Ons) S (See Instructions) Ossure of Legal Proceedings is ant to Items 2(d) or 2(e) Place of Organization es 7. Sole Voting Power 8. Shared Voting Power (see Item 5 below)	isors, LLC(a) [x] (b) []AF
Names of Report I.R.S. Identif (Intentionally Check the Approximate Check if Disclar Required Pursually Citizenship or Number of Shar Beneficially Owned by Each	ting Persons. Wexford Adv. ication Nos. of Above Persons (entities only) Omitted) Opriate Box if a Member of a Group Ons) S (See Instructions) Osure of Legal Proceedings is ant to Items 2(d) or 2(e) Place of Organization es 7. Sole Voting Power	(a) [x] (b) [] ————————————————————————————————————

11.	Aggregate Amount Owned by Each Rep	_	738,168
 12.	Check if the Aggr Certain Shares (S	regate Amount in Row (11) Excludes lee Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	7.3%
 14.	Type of Reporting	Person (See Instructions)	00
			of 27 Pages
CUS	IP No. 402635-10-6		
1.	Names of Reportin I.R.S. Identifica (Intentionally Om	tion Nos. of Above Persons (entities only)	1996, L.P.
2.	Check the Appropr (See Instructions	riate Box if a Member of a Group	(a) [x] (b) []
 3.	SEC Use Only		
4.	Source of Funds (See Instructions)	WC
 5.		re of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	ace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below)	
 11.	Aggregate Amount Owned by Each Rep	porting Person	172,767
 12.		regate Amount in Row (11) Excludes lee Instructions)	[]
 13.		Represented by Amount in Row (11)	1.7%
 14.		Person (See Instructions)	PN

٠	Names of Reporting I.R.S. Identification (Intentionally On	ation Nos. of Above Persons (entities only)	isors, LLC
2.	Check the Appropr (See Instructions	riate Box if a Member of a Group s)	(a) [x] (b) []
 3.	SEC Use Only		
4.	Source of Funds	(See Instructions)	AF
 5.		ure of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	Lace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	172,767
	Person With	9. Sole Dispositive Power	0
		10.Shared Dispositive Power (see Item 5 below)	172,767
 11.	Aggregate Amount Owned by Each Rep	_	172,767
 12.	Check if the Aggi Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	1.7%
 14.	Type of Reporting	g Person (See Instructions)	PN
		Page 9 c	f 27 Pages
CUS	IP No. 402635-10-6	5	
1.	· · · · · · · · · · · · · · · · · · ·	ation Nos. of Above Persons (entities only)	Limited
 2.	Check the Appropr (See Instructions	riate Box if a Member of a Group s)	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds	(See Instructions)	 WC
 5.		ure of Legal Proceedings is to Items 2(d) or 2(e)	 []

 6.	Citizenship or Pl	ace of Organization	Cayman Islands
	Number of Shares Beneficially	7. Sole Voting Power	 0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	27, 325
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 bel	ow) 27,325
 11.	Aggregate Amount Owned by Each Rep	-	27, 325
 12.	Check if the Aggr Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	0.3%
 14.	Type of Reporting	Person (See Instructions)	00
 1.		ng Persons. Wexford Capital Par Wexford Capital Par	tners II, L.P.
 2.		riate Box if a Member of a Group	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds (See Instructions)	WC
 5.		re of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	ace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	
			736,342
	Person With	9. Sole Dispositive Power	736,342

11.	Owned by Each Rep		736, 342
12.	Check if the Agga Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
13.	Percent of Class	Represented by Amount in Row (11)	7.3%
14.	Type of Reporting	g Person (See Instructions)	PN
		Page 11 o	f 27 Pages
CUS	IP No. 402635-10-6	5	
1.	Names of Reporting I.R.S. Identification (Intentionally On	ation Nos. of Above Persons (entities only)	ion
2.	Check the Appropr (See Instructions	riate Box if a Member of a Group s)	(a) [x] (b) []
3.	SEC Use Only		
4.	Source of Funds	(See Instructions)	AF
 5.		ure of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pi	lace of Organization	Delaware
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	736,342
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below)	
11.	Aggregate Amount Owned by Each Rep	porting Person	736, 342
 12.		regate Amount in Row (11) Excludes See Instructions)	[]
 13.		Represented by Amount in Row (11)	7.3%
 14.		g Person (See Instructions)	 CO

1.	-	ation Nos. of Above Persons (entities only)	ers I, L.P.
 2.	Check the Appropr (See Instructions	riate Box if a Member of a Group	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds ((See Instructions)	WC
 5.		are of Legal Proceedings is to Items 2(d) or 2(e)	[]
 6.	Citizenship or Pl	lace of Organization C	ayman Islands
	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	137,445
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below	w) 137,445
 11.	Aggregate Amount Owned by Each Rep	-	137, 445
 12.	Check if the Aggr Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	1.4%
 14.	Type of Reporting	g Person (See Instructions)	PN
		Page 1	3 of 27 Pages
CUS.	IP No. 402635-10-6	5	
 1.	Names of Reporting I.R.S. Identification (Intentionally On	ation Nos. of Above Persons (entities only)	pital Limited
 2.	Check the Appropr (See Instructions	riate Box if a Member of a Group	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds ((See Instructions)	 AF

		re of Legal Proceedings is to Items 2(d) or 2(e)	[]
. Citizens	ship or Pla	ace of Organization Cayr	man Islands
Number o Benefici		7. Sole Voting Power	0
Owned by Reportin		8. Shared Voting Power (see Item 5 below)	137,445
Person W	<i>l</i> ith	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 below)	137,445
		Beneficially orting Person	137,445
		egate Amount in Row (11) Excludes ee Instructions)	[]
3. Percent	of Class I	Represented by Amount in Row (11)	1.4%
 4. Type of	Reporting	Person (See Instructions)	00
USIP No. 40	 12635–10–6	Page 14 o	of 27 Pages
USIP No. 40 Names of I.R.S. I	Reporting	g Persons. CD Holding Co tion Nos. of Above Persons (entities only)	
USIP No. 40 Names of I.R.S. I (Intenti Check th	Reporting dentificat onally Omi	g Persons. CD Holding Co tion Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group	
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins	Reporting dentificat onally Omi	g Persons. CD Holding Co tion Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group	ompany, LLC (a) [x]
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins	Reporting Contificationally Omn The Appropriatructions Only	g Persons. tion Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group	ompany, LLC (a) [x] (b) []
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins . SEC Use . Source o	Reporting dentificationally Omione Appropriatructions) Only of Funds (S	g Persons. CD Holding Co tion Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group	ompany, LLC (a) [x] (b) []
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins . SEC Use . Source o	Reporting dentificationally Omnate Appropriatructions) Only of Funds (S	g Persons. CD Holding Continuency of Above Persons (entities only) itted) iate Box if a Member of a Group See Instructions)	(a) [x] (b) []
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins . SEC Use . Source o . Check if Required . Citizens	Reporting dentificationally Omnally Omnally Only Only Of Funds (Some Disclosure Pursuant Ship or Plane)	g Persons. CD Holding Continuence of Above Persons (entities only) itted) iate Box if a Member of a Group See Instructions) re of Legal Proceedings is to Items 2(d) or 2(e) ace of Organization 7. Sole Voting Power	(a) [x] (b) [] AF
USIP No. 40 Names of I.R.S. I (Intenti Check th (See Ins SEC Use Source of Required Citizens Number o	Reporting dentificationally Omione Appropriatructions) Only of Funds (Some Pursuant Pursuant Pursuant Pursuant Pursuant Phip or Plant Phip or Phip	g Persons. CD Holding Continuon Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group See Instructions) re of Legal Proceedings is to Items 2(d) or 2(e) ace of Organization	(a) [x] (b) [] AF Delaware
USIP No. 40 . Names of I.R.S. I (Intenti . Check th (See Ins . SEC Use . Source o . Check if Required	Reporting dentificationally Omione Appropriatructions) Only Only Of Funds (Some Pursuant Purs	g Persons. tion Nos. of Above Persons (entities only) itted) iate Box if a Member of a Group See Instructions) re of Legal Proceedings is to Items 2(d) or 2(e) ace of Organization 7. Sole Voting Power	(a) [x] (b) [] AF Delaware

11.	Aggregate Amount Owned by Each Rep		3,574,722
 12.	Check if the Agg: Certain Shares (S	regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	35.2%
 14.	Type of Reporting	g Person (See Instructions)	00
		Page 15	5 of 27 Pages
CUS	IP No. 402635-10-	6	
 1.		ng Persons. Charles ation Nos. of Above Persons (entities only)	s E. Davidson
 2.	Check the Appropa	riate Box if a Member of a Group s)	(a) [x] (b) []
 3.	SEC Use Only		
 4.	Source of Funds	(See Instructions)	AF
 5.		ure of Legal Proceedings is t to Items 2(d) or 2(e)	·
 6.	Citizenship or P.	lace of Organization	United States
	Number of Shares Beneficially	7. Sole Voting Power	4,358,995
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	1,904,485
	Person With	9. Sole Dispositive Power	4,358,995
		10. Shared Dispositive Power (see Item 5 below	
 11.	Aggregate Amount Owned by Each Rep		6, 263, 480
 12.	Check if the Agg Certain Shares (regate Amount in Row (11) Excludes See Instructions)	[]
 13.	Percent of Class	Represented by Amount in Row (11)	61.1%
 14.		g Person (See Instructions)	IN

1.		g Persons. Jo tion Nos. of Above Persons (entities only)	seph M. Jacobs
 2.	Check the Appropr (See Instructions	iate Box if a Member of a Group)	(a) [x] (b) []
 3.	SEC Use Only		
. -	Source of Funds (See Instructions)	AF
-	Check if Disclosu	re of Legal Proceedings is to Items 2(d) or 2(e)	[]
	Citizenship or Pl	ace of Organization	United States
_	Number of Shares Beneficially	7. Sole Voting Power	0
	Owned by Each Reporting	8. Shared Voting Power (see Item 5 below)	
	Person With	9. Sole Dispositive Power	0
		10. Shared Dispositive Power (see Item 5 bel	ow) 1,904,485
- 1.	Aggregate Amount . Owned by Each Rep	-	1,904,485
- 2.	Check if the Aggr Certain Shares (S	egate Amount in Row (11) Excludes ee Instructions)	[]
- 3.	Percent of Class	Represented by Amount in Row (11)	18.6%
_ 4.	Type of Reporting	Person (See Instructions)	IN
_		Page	17 of 27 Pages
US	IP No. 402635-10-6		
	Names of Reportin	tion Nos. of Above Persons (entities only)	t Funding, LLC
	Check the Appropr (See Instructions	iate Box if a Member of a Group)	(a) [x] (b) []
- :.	 SEC Use Only		

13. Percent of Class Represented by Amount in Row (11)

14. Type of Reporting Person (See Instructions)

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1.0%

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This Amendment No. 5 to Schedule 13D modifies and supplements the Schedule 13D (the "Statement") initially filed on July 22, 1997, amended and restated in its entirely by Amendment No. 1 to the Statement filed 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, and Amendment No. 4 to the Statement filed October [20], 1999 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. 5, 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 2. Identity and Background. Since the date of the last amendment to the Statement filed as aforesaid, the Reporting Persons disclosed herein formed Gulfport Funding, LLC, a Delaware limited liability company ("GF LLC"), for the purpose of making one or more loans to the Company. In consideration of a \$3,000,000 loan made by GF LLC to the Company in May 2001, GF LLC received warrants (the "Warrants") exercisable to purchase up to 108,625 shares of the Common Stock at an exercise price equal to the average closing price of the Common Stock over the five trading days following the grant of such Warrants. The Warrants are currently exercisable. GF LLC is owned by the Reporting Persons disclosed herein in proportion to their ownership of Common Stock. GF LLC is managed by Wexford Capital LLC, formerly known as Wexford Management LLC ("Wexford Capital").

Item 5. Interest in Securities of the Issuer.

As a result of the grant of Warrants to GF LLC, 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):

belief, is	s the number of Shares currently outstanding):	
<table></table>		
<caption></caption>		
<i><s></s></i>		<c></c>
	RD CAPITAL LLC	
(a)	Aggregate number of shares of Common Stock beneficially owned: Percentage:	1,904,485 18.6%
(b)	1. Sole power to vote or to direct vote:	-0- 1 004 485
	 Shared power to vote or to direct vote: Sole power to dispose or to direct the disposition: 	1,904,485 -0-
	4. Shared power to dispose or to direct the disposition	1,904,485
(c)	Other than as reported above, there were no	, ,
	transactions by Wexford Capital in connection with	
. 11	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. WEXFOR	RD SPECTRUM INVESTORS LLC	
(a)	Aggregate number of shares of Common Stock beneficially owned:	11,138
	Percentage:	0.1%
(b)	1. Sole power to vote or to direct vote:	-0-
	 Shared power to vote or to direct vote: Sole power to dispose or to direct the disposition: 	11,138 -0-
	4. Shared power to dispose or to direct the disposition	11,138
(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.	

			Page 19 of 27 Page	es
<\$>	DD GDEGEROUP ADVISODE AND			
3. WEXFOI (a)	RD SPECTRUM ADVISORS, LLC Aggregate number of shares of Common Stock beneficially owned:	11,138		
(4)	Percentage:	0.1%		
(b)	1. Sole power to vote or to direct vote:	-0-		
	2. Shared power to vote or to direct vote:	11,138		
	3. Sole power to dispose or to direct the disposition:	-0-		
(2)	4. Shared power to dispose or to direct the disposition	11,138		
(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			
(e)	of the Common Stock. Not applicable.			
	••			
4. WEXFOI (a)	RD SPECIAL SITUATIONS 1996, L.P. Aggregate number of shares of Common Stock beneficially owned:	608,702		
(4)	Percentage:	6.0%		
(b)	1. Sole power to vote or to direct vote:	-0-		
	2 Shared power to yeth or to direct yeth:	608 702		
2. Shared power to vote or to direct vote:

Common Stock during the past 60 days.

(c)

3. Sole power to dispose or to direct the disposition:

4. Shared power to dispose or to direct the disposition Other than as reported above, there were no transactions by

Wexford Special Situations 1996, L.P. in connection with the

608,702

608,702

-0-

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. WEXFORD SPECIAL SITUATIONS 1996 INSTITUTIONAL, L.P. Aggregate number of shares of Common Stock beneficially owned: 102,141 1.0% (b) 1. Sole power to vote or to direct vote: -0-102,141 2. Shared power to vote or to direct vote: 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition 102,141 Other than as reported above, there were no transactions by (c) 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. Not applicable. (e) WEXFORD ADVISORS, LLC Aggregate number of shares of Common Stock beneficially owned: 738,168 (a) 7.3% Percentage: (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 738,168 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition 738,168 Other than as reported above, there were no (c) 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. Not applicable. (e) </TABLE> Page 20 of 27 Pages <TABLE> <CAPTION> <S> <C> 7. WEXFORD-EURIS SPECIAL SITUATIONS 1996, L.P. 172,767 (a) Aggregate number of shares of Common Stock beneficially owned: Percentage: 1.7% (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 172,767 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition1 72,767 Other than as reported above, there were no (c) 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. Not applicable. (e) WEXFORD-EURIS ADVISORS, LLC Aggregate number of shares of Common Stock beneficially owned: 172,767 (a) Percentage: 1.7% (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 172,767 3. Sole power to dispose or to direct the disposition: -0-72,767 4. Shared power to dispose or to direct the disposition1 Other than as reported above, there were no (c) transactions by the Euris General Partner in

connection with the Common Stock during the past 60

days.

Wexford Special Situations 1996, L.P. may be deemed to have

(d)

receipt of dividends from, or proceeds from the sale of the Common Stock. Not applicable. (e) WEXFORD SPECIAL SITUATIONS 1996, LIMITED Aggregate number of shares of Common Stock beneficially owned: 27,325 (a) Percentage: 0.3% (b) 1. Sole power to vote or to direct vote: -0-27,325 2. Shared power to vote or to direct vote: 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition 27,325 Other than as reported above, there were no (c) 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. Aggregate number of shares of Common Stock beneficially owned: 736,342 (a) 7.3% Percentage: (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 736,342 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition 736,342 Other than as reported above, there were no (c) transactions by Wexford Capital in connection with the Common Stock during the past 60 days. Wexford Capital may be deemed to have the (d) right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of the Common Stock. Not applicable. (e) </TABLE> Page 21 of 27 Pages <TABLE> <CAPTION> <C> 11. WEXFORD CAPITAL CORPORATION 736,342 (a) Aggregate number of shares of Common Stock beneficially owned: 7.3% Percentage: (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 736,342 3. Sole power to dispose or to direct the disposition: -0-4. Shared power to dispose or to direct the disposition 736,342 (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. 137,445 Aggregate number of shares of Common Stock beneficially owned: (a) 1.4% Percentage: (b) 1. Sole power to vote or to direct vote: -0-2. Shared power to vote or to direct vote: 137,445

3. Sole power to dispose or to direct the disposition:

-0-

The Euris General Partner may be deemed to

have the right to receive or the power to direct the

(d)

	(2)	4. Shared power to dispose or to direct the disposition	137,445
	(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.	
13	WEYEORD	CAPITAL LIMITED	
13.	(a)	Aggregate number of shares of Common Stock beneficially owned:	137,445
		Percentage:	1.4%
	(b)	1. Sole power to vote or to direct vote:	-0-
		 Shared power to vote or to direct vote: Sole power to dispose or to direct the disposition: 	137,445 -0-
		4. Shared power to dispose or to direct the disposition	137,445
	(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	
	(e)	from the sale of the Common Stock. Not applicable.	
	(6)	Not applicable.	
14.	CD HOLDI	ING COMPANY, LLC	
	(a)	Aggregate number of shares of Common Stock beneficially owned:	3,574,722
	(b)	Percentage: 1. Sole power to vote or to direct vote:	35.2% -0-
	(2)	2. Shared power to vote or to direct vote:	3,574,722
		3. Sole power to dispose or to direct the disposition:	-0-
		4. Shared power to dispose or to direct the disposition	3,574,722
	(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.	
<td>ABLE></td> <td></td> <td></td>	ABLE>		
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\CA	<s></s>		<c></c>
15.	CHARLES	E. DAVIDSON	
	(a)	Aggregate number of shares of Common Stock beneficially owned:	6,263,480
	(b)	Percentage: 1. Sole power to vote or to direct vote:	61.1% 4,358,995
	(1)	2. Shared power to vote or to direct vote:	1,904,485
		3. Sole power to dispose or to direct the disposition:	4,358,995
		4. Shared power to dispose or to direct the disposition	1,904,485
	(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	
	(-1	sale of the Common Stock.	
	(e)	Not applicable.	
16.	JOSEPH N	M. JACOBS	
	(a)	Aggregate number of shares of Common Stock beneficially owned:	1,904,485
	(h)	Percentage: 1. Sole power to wate or to direct wate:	18.6% -0-
	(b)	 Sole power to vote or to direct vote: Shared power to vote or to direct vote: 	-u- 1,904,485
		3. Sole power to dispose or to direct the disposition:	-0-
		4. Shared power to dispose or to direct the disposition	1,904,485
		Other than as reported above, there were no	
	(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.

17. GULFPORT FUNDING, LLC

(a)	Aggregate number of shares of Common Stock beneficially owned:	108,625
	Percentage:	1.0%
(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 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.

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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.

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: June 26, 2001

WEXFORD CAPITAL LLC

By: /s/ Arthur H. Amron

Name: Arthur H. Amron

Title: Senior Vice President

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

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

CD HOLDING COMPANY, LLC

Name: Arthur H. Amron Title: Vice President

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: Senior Vice President

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