

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report: April 9, 2001

Houston Operating Company

(Exact name of registrant as specified in its chapter)

DELAWARE

000-31553

76-0307819

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

11145 W. Rockland Drive, Littleton, CO

80127

(Address of principal executive offices)

(Postal Code)

Registrant's telephone number, including area code: None.

Item 1. CHANGES IN CONTROL OF REGISTRANT

None.

Item 2. ACQUISITION OR DISPOSITION OF ASSETS

None.

Item 3. BANKRUPTCY OR RECEIVERSHIP

None.

Item 4. CHANGES IN REGISTRANTS CERTIFYING ACCOUNTANT

None.

Item 5. OTHER EVENTS

None.

Item 6. APPOINTMENT OF NEW DIRECTORS OR OFFICERS

None.

RESIGNATION OF OFFICERS OR DIRECTORS

Effective March 31, 2001, Richard W. Morrell resigned from his positions as both an officer and Director of the Company. Mr. Morrell served as Secretary, treasurer, and a Director of Houston Operating Company since early 1999.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS

None.

Signatures

Pursuant to the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: April 9, 2001

HOUSTON OPERATING COMPANY

By: /s/ J.R. Nelson

J.R. Nelson, President