

CROSS TIMBERS ROYALTY TRUST  
Form POS AM  
November 19, 2003

As filed with the Securities and Exchange Commission on November 19, 2003

Registration No. 333-56983

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**POST-EFFECTIVE AMENDMENT NO. 1**

to

**Form S-3**

**REGISTRATION STATEMENT**

**UNDER**

**THE SECURITIES ACT OF 1933**

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**XTO ENERGY INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**75-2347769**

(I.R.S. Employer Identification No.)

**810 Houston Street**

**Fort Worth, Texas 76102**

**(817) 870-2800**

(Address, including zip code, and telephone number, including area code,

of registrant's principal executive offices)

**CROSS TIMBERS ROYALTY TRUST**

(Exact name of registrant as specified in its charter)

**Texas**

(State or other jurisdiction of incorporation or organization)

**75-6415930**

(I.R.S. Employer Identification No.)

**Bank of America, N.A., Trustee**

**901 Main Street, 17th Floor**

**Dallas, Texas 75202**

**(877) 228-5083**

(Address, including zip code, and telephone number, including area code,

of registrant's principal executive offices)

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**Frank G. McDonald**

**Nancy G. Willis**

**810 Houston Street**

**901 Main Street, 17th Floor**

**Fort Worth, Texas 76102**

**Dallas, Texas 75202**

**(817) 870-2800**

**(877) 228-5083**

(Name, address, including zip code, and telephone number,

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including area code, of agent for service)

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*Copies to:*

**C. WILLIAM BLAIR, Esq.**

**Kelly, Hart & Hallman, P.C.**

**201 Main Street, Suite 2500**

**Fort Worth, Texas 76102**

**(807) 332-2500**

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**Approximate date of commencement of proposed sale to the public: Not Applicable**

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. "

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. x

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. "

**This Post-Effective Amendment No. 1 to Registration Statement shall become effective in accordance with Section 8(c) of the Securities Act of 1933.**

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**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment No. 1 to the Registration Statement on Form S-3, as amended (Reg. No. 333-56983), which was declared effective on July 2, 2001, is being filed to deregister all unsold units of beneficial ownership of Registrant, Cross Timbers Royalty Trust. On September 18, 2003, Registrant, XTO Energy Inc. (formerly named Cross Timbers Oil Company), distributed to its stockholders by way of a dividend, in a transaction not requiring registration under the Securities Act of 1933, all units of beneficial ownership of Cross Timbers Royalty Trust that were held by XTO Energy Inc. No units of beneficial interest were sold under this Registration Statement. In accordance with the undertaking contained in the Registration Statement, this Post-Effective Amendment No. 1 is being filed to terminate the Registration Statement and to deregister all securities registered thereunder.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, each Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fort Worth, State of Texas, on November 19, 2003.

CROSS TIMBERS ROYALTY TRUST

By: BANK OF AMERICA, N.A., as Trustee

By:           /s/ NANCY G. WILLIS          

**Nancy G. Willis**

**Assistant Vice President**

XTO ENERGY INC.

By:           /s/ LOUIS G. BALDWIN          

**Louis G. Baldwin**

**Executive Vice President and**

**Chief financial Officer**

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>          /s/ BOB R. SIMPSON*          </u>	Director, Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	November 19, 2003
<b>Bob R. Simpson</b>		
<u>          /s/ STEFFEN E. PALKO*          </u>	Director, Vice Chairman of the Board and President	November 19, 2003
<b>Steffen E. Palko</b>		
<u>          /s/ WILLIAM H. ADAMS*          </u>	Director	November 19, 2003
<b>William H. Adams</b>		
<u>          /s/ JACK P. RANDALL*          </u>	Director	November 19, 2003
<b>Jack P. Randall</b>		
<u>          /s/ SCOTT G. SHERMAN*          </u>	Director	November 19, 2003
<b>Scott G. Sherman</b>		

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/s/ HERBERT D. SIMONS\*

Director

November 19, 2003

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**Herbert D. Simons**

/s/ LOUIS G. BALDWIN

Executive Vice President and Chief Financial  
Officer (Principal Financial Officer)

November 19, 2003

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**Louis G. Baldwin**

/s/ BENNIE G. KNIFFEN

Senior Vice President and

November 19, 2003

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**Bennie G. Kniffen**

Controller (Principal

Accounting Officer)

\*By: /s/ LOUIS G. BALDWIN

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**Louis G. Baldwin**

**Attorney-in-Fact**