

GOLDEN STAR RESOURCES LTD.

Reported by
TERRELL MICHAEL A

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/23/06 for the Period Ending 05/19/06

Telephone	416 583 3800
CIK	0000903571
Symbol	GSS
SIC Code	1040 - Gold And Silver Ores
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	12/31

GOLDEN STAR RESOURCES LTD

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 5/23/2006 For Period Ending 5/19/2006

Address	10901 WEST TOLLER DRIVE SUITE 300 LITTLETON, Colorado 80127
Telephone	303-830-9000
CIK	0000903571
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	12/31

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FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public
Utility Holding Company Act of 1935 or Section 30(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Terrell Michael A (Last) (First) (Middle) 10901 WEST TOLLER DRIVE, SUITE 300 (Street) LITTLETON, CO 80127-6312 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol GOLDEN STAR RESOURCES LTD [GSS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">5/19/2006</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	5/19/2006		S		5000	D	\$2.68 (1)	402801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		5000	D	\$2.69 (1)	397801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		5000	D	\$2.70 (1)	392801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		52100	D	\$2.71 (1)	340701	I	See footnotes (2) (3)
Common Shares	5/19/2006		S		6900	D	\$2.74 (1)	333801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		5000	D	\$2.75 (1)	328801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		5000	D	\$2.77 (1)	323801	I	See footnotes. (2) (3)
Common Shares	5/19/2006		S		2500	D	\$2.76 (1)	1242231	D	
Common Shares	5/19/2006		S		10500	D	\$2.77 (1)	1231731	D	
Common Shares	5/19/2006		S		3000	D	\$2.79 (1)	1228731	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Sale price was in CDN\$; this is the US\$ equivalent on the transaction date (US\$0.89=CDN\$1.00)
- (2) These shares are held by Bluestar Management, Inc. ("Bluestar"). The reporting person is the principal of Bluestar, and in such capacity, may be deemed to have voting and dispositive power over the shares held for the account of Bluestar. The filing of this statement shall not be deemed an admission that the reporting person is the beneficial owner of any securities not held directly by his account for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.
- (3) This includes 323,560 Golden Star common shares that are owned by the reporting person's spouse. The filing of this statement shall not be deemed as an admission that the reporting person is the beneficial owner of any securities not held by his account for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Terrell Michael A 10901 WEST TOLLER DRIVE SUITE 300 LITTLETON, CO 80127-6312	X			

Signatures

Michael A. Terrell

5/23/2006

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.