

INCLINATION REPORT

OPERATOR Britton Management Corp. ADDRESS 312 N. Big Spring, Midland, Tx. 79702
 LEASE NAME Lucy Pearl State WELL NO. # 2 FIELD _____
 LOCATION Sec. 2, T 22 S, R 28 E

DEPTH	ANGLE INCLINATION DEGREES	DISPLACEMENT	DISPLACEMENT ACCUMULATED
2935	2 3/4	5.2800	138.3175
3376	1/4	1.9404	140.2579
3746	3/4	4.8470	145.1049

I hereby certify that the above data as set forth is true and correct to the best of my knowledge and belief.

CACTUS DRILLING COMPANY

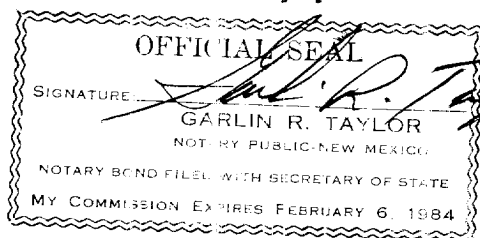
Rhonda Ford
 TITLE Rhonda Ford, Office Manager

AFFIDAVIT:

Before me, the undersigned authority, appeared Rhonda Ford
 known to me to be the person whose name is subscribed herebelow, who, on making
 deposition, under oath states that he is acting for and in behalf of the operator
 of the well identified above, and that to the best of his knowledge and belief such
 well was not intentionally deviated from the true vertical whatsoever.

Rhonda Ford
 AFFIANT'S SIGNATURE

Sworn and subscribed to in my presence on this the 23rd day of July, 19 80



SEAL

Notary Public in and for the County
 of Lea, State of New Mexico