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Form 3160-5
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
Bureau of Land Management
Farmington Field Office

DEC 14 2009

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No. attached
6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE – Other instructions on page 2.

7. If Unit of CA/Agreement, Name and/or No.

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No. attached

2. Name of Operator
Phoenix Hydrocarbons Operating Corporation

9. API Well No. attached

3a. Address
P O Box 3638
Midland, Texas 79702

3b. Phone No. (include area code)
808 West Wall
Midland, Texas 79701
432-686-9869

10. Field and Pool or Exploratory Area attached

4. Location of Well (Footage, Sec., T., R., M., or Survey Description) attached

11. Country or Parish, State
San Juan, New Mexico

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>change of operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13 Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Phoenix Hydrocarbons Operating Corporation, OGRID 188483, P O Box 3638, Midland, Texas 79702 has been elected by the controlling working interest in the attached wells to assume operations effective 1/1/2010. The prior operator is Jay Management Company located in Houston, Texas.

Phoenix State Wide Bond NM2887 is in place to cover Phoenix bonding requirements.

Please find attached list of the Federal leases in San Juan County, NM.

RCVD JAN 5 '10
OIL CONS. DIV.
DIST. 3

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)
Phyllis R. Gunter 432-686-9869
Title Agent

Signature *Phyllis R. Gunter* Date 12-10-09

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by */s/ Monica Tilden* Title LIE Date DEC 14 2009

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. Office PFO

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on page 2)

NMOCD

Well List

188483 PHOENIX HYDROCARBONS OPERATING CORPORATION

TOTAL WELL COUNT:

PRINTED ON: THURSDAY, DECEMBER 10, 2009

Property	Well Name	Lease Type	ULSTR	OCD UL	API	Well Type	Pool		Last Prod/Inj	Oil POD	Gas POD	In Add. Bond
306249	FEDERAL D #001	F	G-22-27N-08W	G	30-045-20561	G	71599 BASIN DAKOTA (PRORATED GAS)		9/2009	617010	617030	
	FEDERAL D #001	F	G-22-27N-08W	G	30-045-20561	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	617110	617130	
	FEDERAL D #001A	F	P-22-27N-08W	P	30-045-29577	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	2826807	2826808	
306228	FEDERAL E	F	L-25-27N-08W	L	30-045-31816	G	72319 BLANCO-MESAVERDE		9/2009	4000350	4000349	
	#001R						(PRORATED GAS)					
	FEDERAL E #002A	F	J-23-27N-08W	J	30-045-23465	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	619110	619130	
	FEDERAL E #002R	F	H-23-27N-08W	H	30-045-30801	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	2833737	2833738	
	FEDERAL E #003A	F	K-13-27N-08W	K	30-045-23463	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	619510	619530	
	FEDERAL E #004	F	D-25-27N-08W	D	30-045-23466	G	82329 OTERO CHACRA (GAS)		9/2009	618910	618930	
	FEDERAL E #006	F	K-13-27N-08W	K	30-045-23462	G	82329 OTERO CHACRA (GAS)		9/2009	619610	619630	
306230	FEDERAL I #001	F	N-15-27N-08W	N	30-045-20425	G	71599 BASIN DAKOTA (PRORATED GAS)		9/2009	616810	616830	
	FEDERAL I #001	F	N-15-27N-08W	N	30-045-20425	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	616910	616930	
	FEDERAL I #001A	F	E-15-27N-08W	E	30-045-30802	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	2833765	2833766	
306272	FEDERAL J #001A	F	P-11-27N-08W	P	30-045-23461	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	619310	619330	
	FEDERAL J #001B	F	O-11-27N-08W	O	30-045-31815	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	4000348	4000347	
	FEDERAL J #001C	F	A-11-27N-08W	A	30-045-31818	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	4000267	4000266	
	FEDERAL J #001R	F	B-11-27N-08W	B	30-045-29149	G	72319 BLANCO-MESAVERDE (PRORATED GAS)		9/2009	2813037	2813038	
	FEDERAL J #002	F	P-11-27N-08W	P	30-045-23460	G	82329 OTERO CHACRA (GAS)		9/2009	619410	619430	
306238	FEDERAL M #001	F	N-3 -27N-08W	N	30-045-20317	G	71599 BASIN DAKOTA (PRORATED GAS)		9/2009	616410	616430	

	FEDERAL M #001	F	N-3 -27N-08W	N	30-045-20317	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	616610	616630
	FEDERAL M #001A	F	F-3 -27N-08W	F	30-045-25846	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	615910	615930
	FEDERAL M #001B	F	K-3 -27N-08W	K	30-045-30807	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	2833669	2833670
	FEDERAL M #002	F	3-3 -27N-08W	C	30-045-25855	G	82329	OTERO CHACRA (GAS)	9/2009	616110	616130
	FEDERAL M #003	F	K-3 -27N-08W	K	30-045-25888	G	82329	OTERO CHACRA (GAS)	9/2009	616210	616230
306267	FEDERAL R #001	F	A-15-27N-08W	A	30-045-20362	G	71599	BASIN DAKOTA (PRORATED GAS)	9/2009	616510	616530
	FEDERAL R #001	F	A-15-27N-08W	A	30-045-20362	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	615810	615830

	FEDERAL R #001A	F	P-15-27N-08W	P	30-045-25856	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	616010	616030
	FEDERAL R #001B	F	A-15-27N-08W	A	30-045-31870	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	4000279	4000278
	FEDERAL R #002	F	P-15-27N-08W	P	30-045-25857	G	82329	OTERO CHACRA (GAS)	9/2009	616710	616730
	FEDERAL R #003	F	G-15-27N-08W	G	30-045-25889	G	82329	OTERO CHACRA (GAS)	9/2009	616310	616330
306225	LARGO FEDERAL #001A	F	E-11-27N-08W	E	30-045-29150	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	2813445	2813446
	LARGO FEDERAL #001R	F	M-11-27N-08W	M	30-045-29025	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	2804710	2804711
	LARGO FEDERAL #002	F	I-13-27N-08W	I	30-045-20963	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	617510	617530
	LARGO FEDERAL #002	F	I-13-27N-08W	I	30-045-20963	G	82329	OTERO CHACRA (GAS)	9/2009	618010	618030
	LARGO FEDERAL #002A	F	H-13-27N-08W	H	30-045-30806	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	4000151	4000150
	LARGO FEDERAL #003	F	A-14-27N-08W	A	30-045-20901	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	617610	617630
	LARGO FEDERAL #003	F	A-14-27N-08W	A	30-045-20901	G	82329	OTERO CHACRA (GAS)	9/2009	618110	618130
	LARGO FEDERAL #003A	F	I-14-27N-08W	I	30-045-30804	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	2833762	2833763
	LARGO FEDERAL #003B	F	H-14-27N-08W	H	30-045-30805	G	72319	BLANCO-MESAVERDE (PRORATED GAS)	9/2009	4000149	4000148