

District I
1625 N. French Dr., Hobbs, NM 88240
District II
811 South First, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87504

State of New Mexico
Energy Minerals and Natural Resources

Form C-104A
August 11, 2000

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87504

Submit 1 copy of the final affected wells
list along with 2 copies of this form per
number of wells on that list to
appropriate District Office

Change of Operator

Previous Operator Information:

OGRID: 014634
Name: MERRION OIL & GAS CORP.
Address: 610 REILLY AVENUE
Address: _____
City, State, Zip: FARMINGTON, NM 87401-2634

New Operator Information:

Effective Date: MARCH 1, 2001
New Ogrid: _____
New Name: ELM RIDGE RESOURCES INC.
Address: 12225 GREENVILLE AVENUE
Address: SUITE 950
City, State, Zip: DALLAS, TEXAS 75243-9362

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information on this form and the attached list of wells is true and complete to the best of my knowledge and belief.

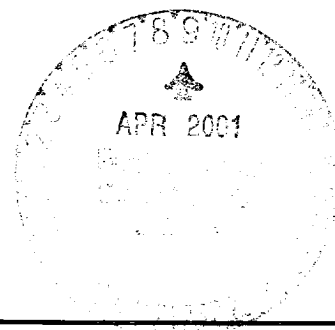
New Operator

Signature: _____

Printed name: James M. Clark, Jr.

Title: President

Date: 02/23/01 Phone: 972/889-2100



Previous operator complete below:

Previous
Operator: MERRION OIL & GAS CORPORATION

Previous

OGRID: 014634

Signature: _____

Printed

Name: T. GREG MERRION

NMOCD Approval

Signature: _____

Printed

Name: _____

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SUPERVISOR DISTRICT #3

District: _____

Date: _____

APR - 9 2001