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
2040 South Pacheco, Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505

Form C-104A
Submit to appropriate District Office

OCT 2000
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OIL CON. DIV
DIST. 3

Change of Operator

Previous Operator Information:

OGRID: 002563
Name: BLEDSOE PETRO CORPORATION
Address: 1717 Main St, Suite 5850
Address:
City, State, Zip: Dallas, TX 75201

New Operator Information:

Effective Date: 8-1-00
New Ogrid: 188483
New Name: PHOENIX HYDROCARBONS OPER C
Address: P. O. Box 3638
Address:
City, State, Zip: Midland, TX 79702

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

Signature: Phyllis R Gunter
Printed name: Gregg Baiano PHYLLIS R GUNTER
Title: Agent
Date: 7-24-00 10-12-2000 Phone: 214-742-5800

BLM 505-438-7400 Bonding Harold Phillips

Previous operator complete below:

Previous Operator: BLEDSOE PETRO CORPORATION
Previous OGRID: 002563
Signature: MCortez
Printed Name: Michelle Cortez

NMOCD Approval

Signature:
Printed Name:
District:
Date:

Jarrong for 505-599-8900 Wayne Townsend 8-21-00