

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Form C-104A
March 19, 2001

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

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

Change of Operator

Previous Operator Information:

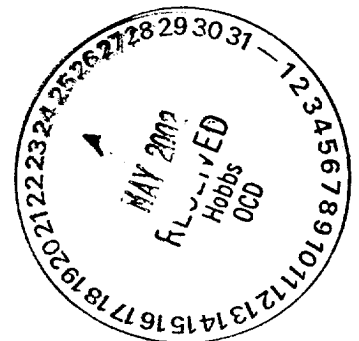
OGRID: 022351
Name: TEXACO EXPLORATION &
PRODUCING INC.
Address: 15 Smith Rd
Address: _____
City, State, Zip: Midland, Texas 79705

New Operator Information:

Effective Date: 8/31/2001
New Ogrid: 020989
New Name: SMITH & MARRS INC
Address: BOX 919
Address: _____
City, State, Zip: Kermit, Texas 79745

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: [Signature]
Printed name: Rickey Smith
Title: President
Date: 5-22-02 Phone: 915-586-3076



Previous operator complete below:

Previous Operator: TEXACO EXPLORATION &
PRODUCING INC.
Previous OGRID: 022351
Signature: [Signature] 5/16/02
Printed Name: G. P. Hild

NMOCD Approval

Signature: [Signature]
Printed Name: PAUL F KAUTZ
District: _____
Date: AUG 01 2002
PETROLEUM ENGINEER

INITIAL LIST FOR OPERATOR VALIDATION

If all wells and completions on this list are not part of this transfer, send this list to the appropriate OCD District Office with exceptions noted and supporting paperwork so corrections can be made. If this list agrees with your records and bonding requirements are satisfied, contact OCD in Santa Fe for a final list to submit to the OCD District with your C-104A.

PREVIOUS OPERATOR: 22351 TEXACO EXPLORATION & PRODUCTION INC

NEW OPERATOR:

OCD DISTRICT: HOBBS

PROP- WELL NAME	UNIT	ULSTR	CD	LTR	API	WELL TYPE	ID	POOL NAME	PROD/INJ	BOND REQD	ADDITIONAL ADV. DISTRICT	MINIMUM IF INDICATED,
30367 RHODES YATES UNIT #016	C	C-27-26S-37E	C	30-025-31732	O	52250		RHODES;YATES-SEVIN RIVERS	02-1996			5,000
30368 RHODES YATES UNIT #017	D	D-27-26S-37E	D	30-025-32022	O	52250		RHODES;YATES-SEVIN RIVERS	06-2001			5,000
30369 RHODES A FEDERAL #003	M	M-22-26S-37E	M	30-025-12035	I	52250		RHODES;YATES-SEVIN RIVERS	01-2000			5,000
30370 RHODES A FEDERAL #004	N	N-22-26S-37E	N	30-025-12036	I	52250		RHODES;YATES-SEVIN RIVERS	02-1998			5,000
30371 RHODES A FEDERAL #005	O	O-22-26S-37E	O	30-025-12037	I	52250		RHODES;YATES-SEVIN RIVERS	06-2001			5,000
30372 RHODES A FEDERAL #006	L	L-22-26S-37E	L	30-025-12038	I	52250		RHODES;YATES-SEVIN RIVERS	01-2000			5,000
30373 RHODES A FEDERAL #007	L	L-22-26S-37E	L	30-025-32102	O	52250		RHODES;YATES-SEVIN RIVERS	06-2001			5,000
30374 RHODES B FEDERAL NCT 1 #001	G	G-27-26S-37E	G	30-025-12067	I	52250		RHODES;YATES-SEVIN RIVERS	01-2000			5,000
30375 RHODES B FEDERAL NCT 1 #004	H	H-27-26S-37E	H	30-025-12060	I	52250		RHODES;YATES-SEVIN RIVERS	02-1998			5,000
30376 RHODES B FEDERAL NCT 1 #005	B	B-27-26S-37E	B	30-025-12068	I	52250		RHODES;YATES-SEVIN RIVERS	06-2001			5,000
30377 RHODES B FEDERAL NCT 1 #006	I	I-27-26S-37E	I	30-025-12069	I	52250		RHODES;YATES-SEVIN RIVERS	05-1999			5,000
30378 RHODES B FEDERAL NCT 1 #007	L	L-26-26S-37E	L	30-025-12054	I	52250		RHODES;YATES-SEVIN RIVERS	02-1998			5,000
30379 RHODES B FEDERAL NCT 1 #008	M	M-26-26S-37E	M	30-025-12055	I	52250		RHODES;YATES-SEVIN RIVERS	08-1995			5,000
30380 RHODES B FEDERAL NCT 1 #009	P	P-27-26S-37E	P	30-025-12070	I	52250		RHODES;YATES-SEVIN RIVERS	02-1998			5,000
30381 RHODES B FEDERAL NCT 1 #010	N	N-26-26S-37E	N	30-025-12056	I	52250		RHODES;YATES-SEVIN RIVERS	09-1995			5,000
30382 RHODES B FEDERAL NCT 1 #011	K	K-26-26S-37E	K	30-025-12057	I	52250		RHODES;YATES-SEVIN RIVERS	01-1998			5,000
30383 RHODES B FEDERAL NCT 1 #012	O	O-26-26S-37E	O	30-025-11980	I	52250		RHODES;YATES-SEVIN RIVERS	11-1997			5,000
30384 RHODES B FEDERAL NCT 1 #013	E	E-26-26S-37E	E	30-025-21952	O	52250		RHODES;YATES-SEVIN RIVERS	10-1998			5,000
30385 RHODES B FEDERAL NCT 1 #014	R	R-26-26S-37E	R	30-025-21953	I	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30386 RHODES B FEDERAL NCT 1 #015	F	F-26-26S-37E	F	30-025-25424	I	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30387 RHODES B FEDERAL NCT 1 #016	D	D-26-26S-37E	D	30-025-25425	I	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30388 RHODES B FEDERAL NCT 1 #017	J	J-27-26S-37E	J	30-025-24576	I	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30389 RHODES B FEDERAL NCT 1 #018	J	J-26-26S-37E	J	30-025-25426	I	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30390 RHODES B FEDERAL NCT 1 #019	I	I-27-26S-37E	I	30-025-31764	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30391 RHODES B FEDERAL NCT 1 #020	I	I-27-26S-37E	I	30-025-31765	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30392 RHODES B FEDERAL NCT 1 #021	E	E-26-26S-37E	E	30-025-32097	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30393 RHODES B FEDERAL NCT 1 #023	H	H-27-26S-37E	H	30-025-32098	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30394 RHODES B FEDERAL NCT 1 #024	K	K-26-26S-37E	K	30-025-32099	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30395 RHODES B FEDERAL NCT 1 #025	K	K-26-26S-37E	K	30-025-32100	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30396 RHODES B FEDERAL NCT 1 #028	H	H-27-26S-37E	H	30-025-32109	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30397 RHODES B FEDERAL NCT 1 #029	L	L-26-26S-37E	L	30-025-32101	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30398 RHODES B FEDERAL NCT 1 #030	O	O-26-26S-37E	O	30-025-32127	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000
30399 RHODES B FEDERAL NCT 1 #031	O	O-26-26S-37E	O	30-025-32127	O	52250		RHODES;YATES-SEVIN RIVERS	12-1997			5,000