

ab 25 08 10:19a McRae & Henry/Arbor Rock
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District II
1301 W. Grand Ave., Artesia, NM 88210
Phone: (505) 748-1263 Fax: (505) 748-9720

State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 S. St Francis Dr.
Santa Fe, NM 87505

Form C-145
Permit 70105

Change of Operator

Previous Operator Information

OGRID: 174725
Name: MCRAE & HENRY, LTD.
Address: 1600 Stout St.
Address: Ste. 580
City, State, Zip: Denver, CO 80202

New Operator Information

Effective Date: 12/1/2007
OGRID: 14634
Name: MERRION OIL & GAS CORP
Address: 610 REILLY AVE
Address:
City, State, Zip: FARMINGTON, NM 874012634

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

Previous Operator

Signature: [Signature]
Printed Name: L.H. WYMAN, III
Title: PRESIDENT
Date: 2/22/08 Phone: 505-623-5444

New Operator

Signature: [Signature]
Printed Name: George F. Sharpe
Title: Investment Manager
Date: 2/25/08 Phone: 505-324-5300

NMOCD Approval

Electronic Signature: Carmen Reno, District 2
Date: February 25, 2008

ChangeOp Comments

OGRID: [174725] MCRAE & HENRY, LTD.
Permit Number: 70105
Permit Type: ChangeOp

Created By	Comment	Comment Date
KWYMAN	This supercedes and replaces the previous attempt to transfer operations to Jay Management (who was not bonded in NM).	2/22/2008