

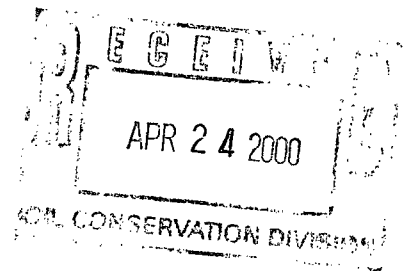
AMEND NSL 5/15/00



PHILLIPS PETROLEUM COMPANY

4001 PENBROOK
ODESSA, TEXAS 79762

EXPLORATION AND PRODUCTION
Permian Profit Center



April 19, 2000

State of New Mexico
Energy, Minerals & Natural Resources
Oil Conservation Division
2040 S. Pacheco
Santa Fe, New Mexico 87504

Attn: Mr. David Catanach

Re: Amended Administrative Order NSL-4389
Lea County, New Mexico

Dear Sir:

Referencing the attached Forms C-102 & C-103; Phillips Petroleum wishes to amend Amended Administrative Order #NSL-4389. The location for well #395 was moved in order to avoid the right-of-way for a Mobil oil pipeline. The location for well #398 was moved due to failure to receive exception for low pressure gas line south of location. We have since re-staked the locations, plats attached for your review.

If any additional information is needed, I may be contacted at (915) 368-1488. Your consideration given this matter is greatly appreciated.

Sincerely,

A handwritten signature in cursive script that reads "Larry M. Sanders".

Larry M. Sanders
Supervisor, Regulation/Proration

LMS/cgd

Submit 3 Copies
to Appropriate
District Office

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-103
Revised 1-1-89

DISTRICT I
P.O. Box 1980, Hobbs NM 88241-1980
DISTRICT II
P.O. Drawer DD, Artesia, NM 88210
DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

OIL CONSERVATION DIVISION
2040 Pacheco St.
Santa Fe, NM 87505

WELL API NO. 30-025-34832
5. Indicate Type of Lease STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name VACUUM GB/SA UNIT EAST
8. Well No. 395
9. Pool name or Wildcat VACUUM GRAYBURG SAN ANDRES
10. Elevation (Show whether DF, RKB, RT, GK, etc.) 3976'

SUNDRY NOTICES AND REPORTS ON WELLS
(DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)

1. Type of Well:
OIL WELL GAS WELL OTHER

2. Name of Operator
Phillips Petroleum Company

3. Address of Operator
4001 Penbrook Street, Odessa, TX 79762

4. Well Location
Unit Letter I : 2630 Feet From The SOUTH Line and 575 Feet From The EAST Line
Section 31 Township 17-S Range 35-E NMPM LEA County

11. Check Appropriate Box to Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:	SUBSEQUENT REPORT OF:
PERFORM REMEDIAL WORK <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	COMMENCE DRILLING OPNS. <input type="checkbox"/>
OTHER: <input type="checkbox"/>	PLUG AND ABANDONMENT <input type="checkbox"/>
	CASING TEST AND CEMENT JOB <input type="checkbox"/>
	OTHER: <u>LOCATION CORRECTION</u> <input checked="" type="checkbox"/>

12. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work) SEE RULE 1103.

Location originally staked as 2630' FSL & 645' FEL. Location moved 70' east in order to avoid the right-of-way for a Mobil oil pipeline.

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE Larry M. Sanders TITLE Senior Regulation Analyst DATE 04/17/00

TYPE OF PRINT NAME Larry M. Sanders TELEPHONE NO. (915) 368-1488

(This space for State Use)

APPROVED BY Chris Williams TITLE DISTRICT 1 SUPERVISOR DATE APR 18 2000
CONDITIONS OF APPROVAL IF ANY:

DISTRICT I
P.O. Box 1980, Hobbs, NM 88241-1980

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised February 10, 1994
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT II
P.O. Drawer DD, Artesia, NM 88211-0719

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

OIL CONSERVATION DIVISION
P.O. Box 2088

Santa Fe, New Mexico 87504-2088

DISTRICT IV
P.O. BOX 2088, SANTA FE, N.M. 87504-2088

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number 30-025-34832	Pool Code 62180	Pool Name Vacuum Grayburg San Andres
Property Code 009166	Property Name EVGSA UNIT TRACT 3127	Well Number 395
OGRID No. 017643	Operator Name PHILLIPS PETROLEUM COMPANY	Elevation 3976

Surface Location

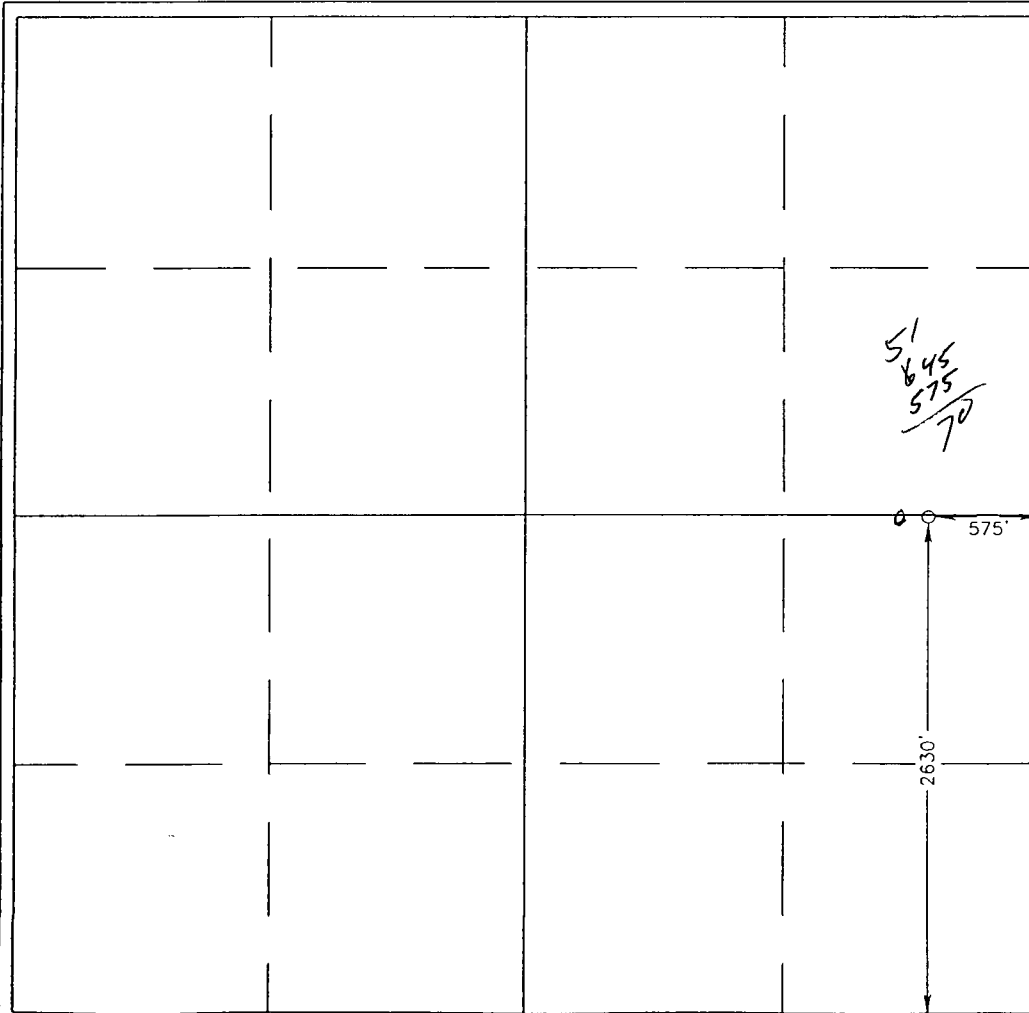
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
1	31	17 S	35 E		2630	SOUTH	575	EAST	LEA

Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County

Dedicated Acres	Joint or Infill	Consolidation Code	Order No.

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED
OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION



OPERATOR CERTIFICATION

I hereby certify the the information contained herein is true and complete to the best of my knowledge and belief.

L. M. Sanders
Signature

L. M. Sanders
Printed Name

Supv., Regulation/
Title Proration

04/17/00
Date

SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision and that the same is true and correct to the best of my belief.

APRIL 10, 2000

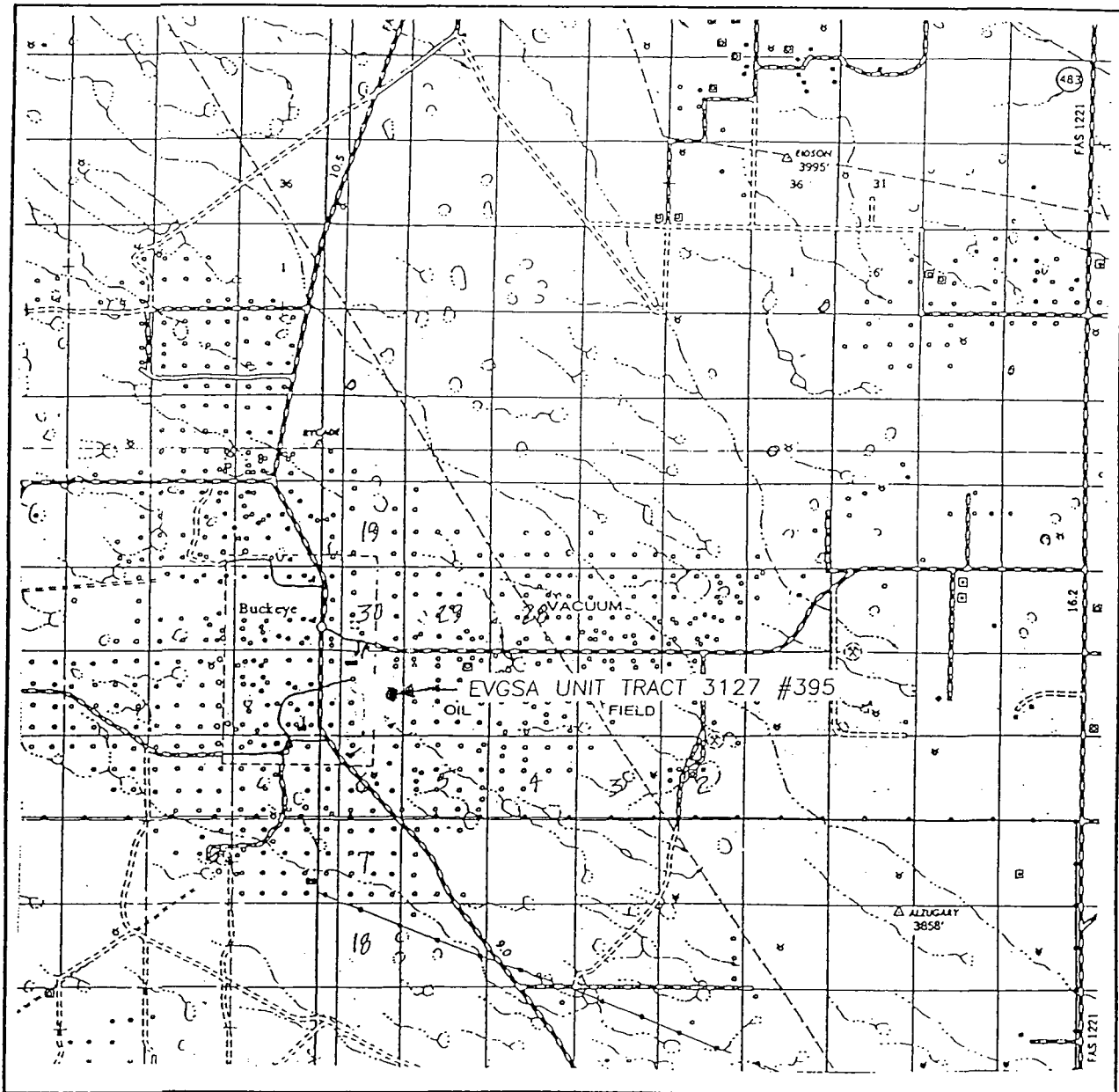
Date Surveyed _____ LMP

Signature *Ronald J. Eidson*
Professional Surveyor

Ronald J. Eidson
Professional Surveyor
NEW MEXICO
3239
00-11-0461

Certificate No. RONALD J. EIDSON 3239
GARY EIDSON 12641
WACON McDONALD 12185

VICINITY MAP

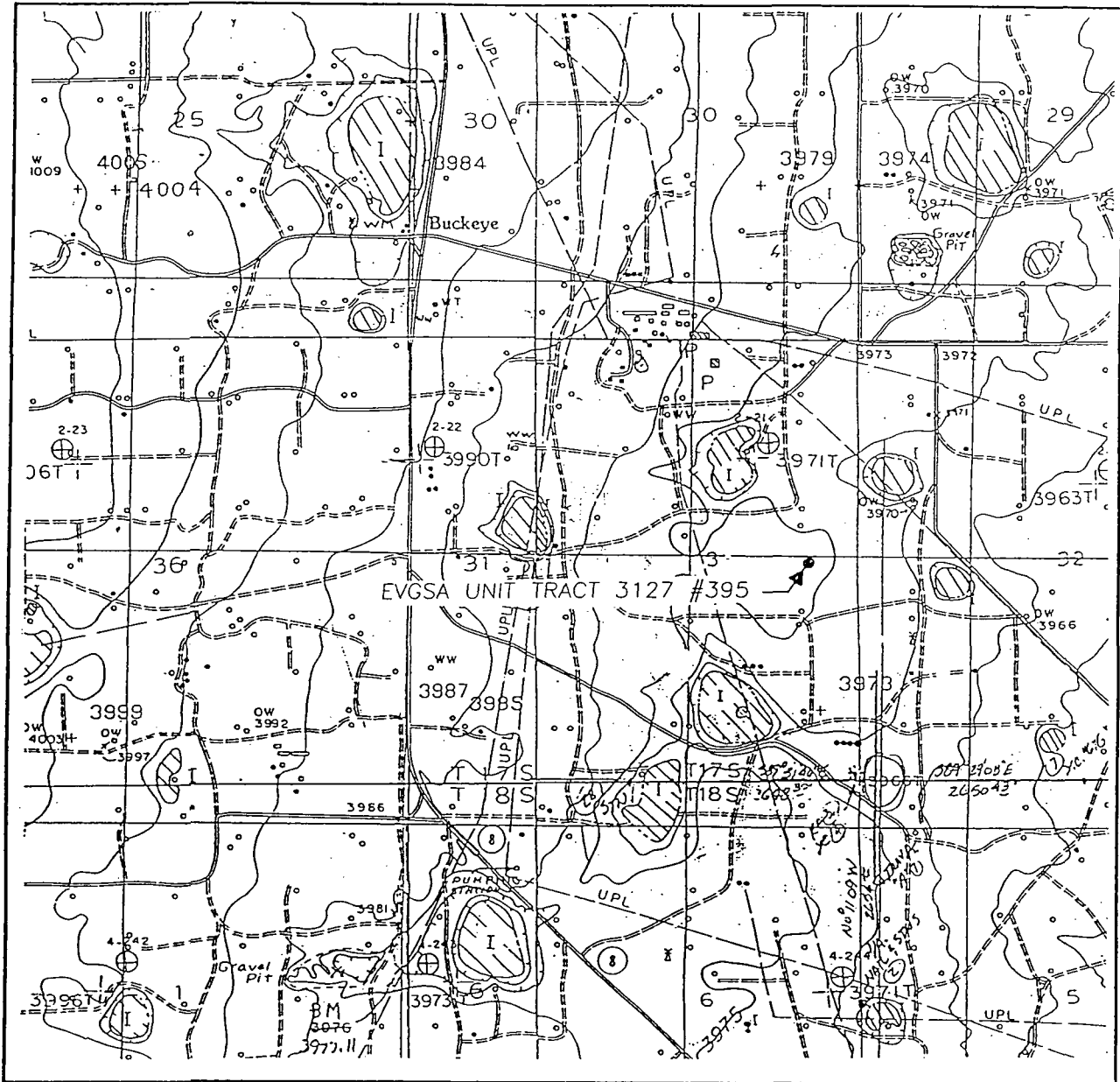


SCALE: 1" = 2 MILES

SEC. 31 TWP. 17-S RGE. 35-E
 SURVEY N.M.P.M.
 COUNTY LEA
 DESCRIPTION 2630' FSL & 575' FEL
 ELEVATION 3976
 OPERATOR PHILLIPS PETROLEUM COMPANY
 LEASE EVGSA UNIT

JOHN WEST SURVEYING
 HOBBS, NEW MEXICO
 (505) 393-3117

LOCATION VERIFICATION MAP



SCALE: 1" = 2000'

CONTOUR INTERVAL: 5'

SEC. 31 TWP. 17-S RGE. 35-E

SURVEY _____ N.M.P.M.

COUNTY _____ LEA

DESCRIPTION 2630' FSL & 575' FEL

ELEVATION _____ 3976

OPERATOR _____ PHILLIPS
PETROLEUM COMPANY

LEASE _____ EVGSA UNIT

U.S.G.S. TOPOGRAPHIC MAP
BUCKEYE, LOVINGTON SW, N.M.

JOHN WEST SURVEYING
HOBBS, NEW MEXICO
(505) 393-3117

Submit 3 Copies
to Appropriate
District Office

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-103
Revised 1-1-89

DISTRICT I
P.O. Box 1980, Hobbs NM 88241-1980
DISTRICT II
P.O. Drawer DD, Artesia, NM 88210
DISTRICT III
1070 Rio Bravo Rd., Aztec, NM 87410

OIL CONSERVATION DIVISION

2040 Pacheco St.
Santa Fe, NM 87505

WELL API NO.
30-025-34835

5. Indicate Type of Lease
STATE FEE

6. State Oil & Gas Lease No.
MC20353

SUNDRY NOTICES AND REPORTS ON WELLS
(DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A
DIFFERENT RESERVOIR. USE 'APPLICATION FOR PERMIT'
(FORM C-101) FOR SUCH PROPOSALS.)

7. Lease Name or Unit Agreement Name
EAST VACUUM GB/SA UNIT TRACT 3127

1. Type of Well:
OIL WELL GAS WELL OTHER

8. Well No.
398

2. Name of Operator
Phillips Petroleum Company

9. Pool name or Wildcat
VACUUM GRAYBURG/SAN ANDRES

3. Address of Operator
4001 Penbrook Street Odessa, TX 79762

4. Well Location
Unit Letter J : 1415 Feet From The SOUTH Line and 2140 Feet From The EAST Line

Section 31 Township 17-S Range 35-E NMPM LEA County

10. Elevation (Show whether DE, BKB, RT, GR, etc.)
3980' GL

11. Check Appropriate Box to Indicate Nature of Notice, Report, or Other Data
NOTICE OF INTENTION TO: SUBSEQUENT REPORT OF:

- | | | | |
|--|---|--|---|
| PERFORM REMEDIAL WORK <input type="checkbox"/> | PLUG AND ABANDON <input type="checkbox"/> | REMEDIAL WORK <input type="checkbox"/> | ALTERING CASING <input type="checkbox"/> |
| TEMPORARILY ABANDON <input type="checkbox"/> | CHANGE PLANS <input type="checkbox"/> | COMMENCE DRILLING OPNS. <input type="checkbox"/> | PLUG AND ABANDONMENT <input type="checkbox"/> |
| PULL OR ALTER CASING <input type="checkbox"/> | | CASING TEST AND CEMENT JOB <input type="checkbox"/> | |
| OTHER: _____ <input type="checkbox"/> | | OTHER: LOCATION CORRECTION <input checked="" type="checkbox"/> | |

12. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work) SEE RULE 1103.

Permitted location staked as 1350' FSL & 2140' FEL. Location re-staked second time 25' north. This second move was necessary due to failure to receive exception on low pressure gas line south of location. Newly staked location is 1415' FSL & 2140' FEL.

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE Christina Valdez: LMS TITLE SUPV., REGULATION/PRORATION DATE 04/17/00

TYPE OR PRINT NAME L. M. SANDERS TELEPHONE NO. (915) 368-1488

(This space for Stamp Use)

APPROVED BY Chris Williams TITLE DISTRICT 1 SUPERVISOR DATE APR 18 2000

CONDITIONS OF APPROVAL, IF ANY:

DISTRICT I
P.O. Box 1980, Hobbs, NM 88241-1980

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised February 10, 1994
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT II
P.O. Drawer DD, Artesia, NM 88211-0719

OIL CONSERVATION DIVISION
P.O. Box 2088

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

Santa Fe, New Mexico 87504-2088

DISTRICT IV
P.O. BOX 2088, SANTA FE, N.M. 87504-2088

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number 30-025-34835	Pool Code 62180	Pool Name Vacuum Grayburg San Andres
Property Code 009166	Property Name EVGSAU TRACT 3127	Well Number 398
OGRID No. 017643	Operator Name PHILLIPS PETROLEUM COMPANY	Elevation 3976

Surface Location

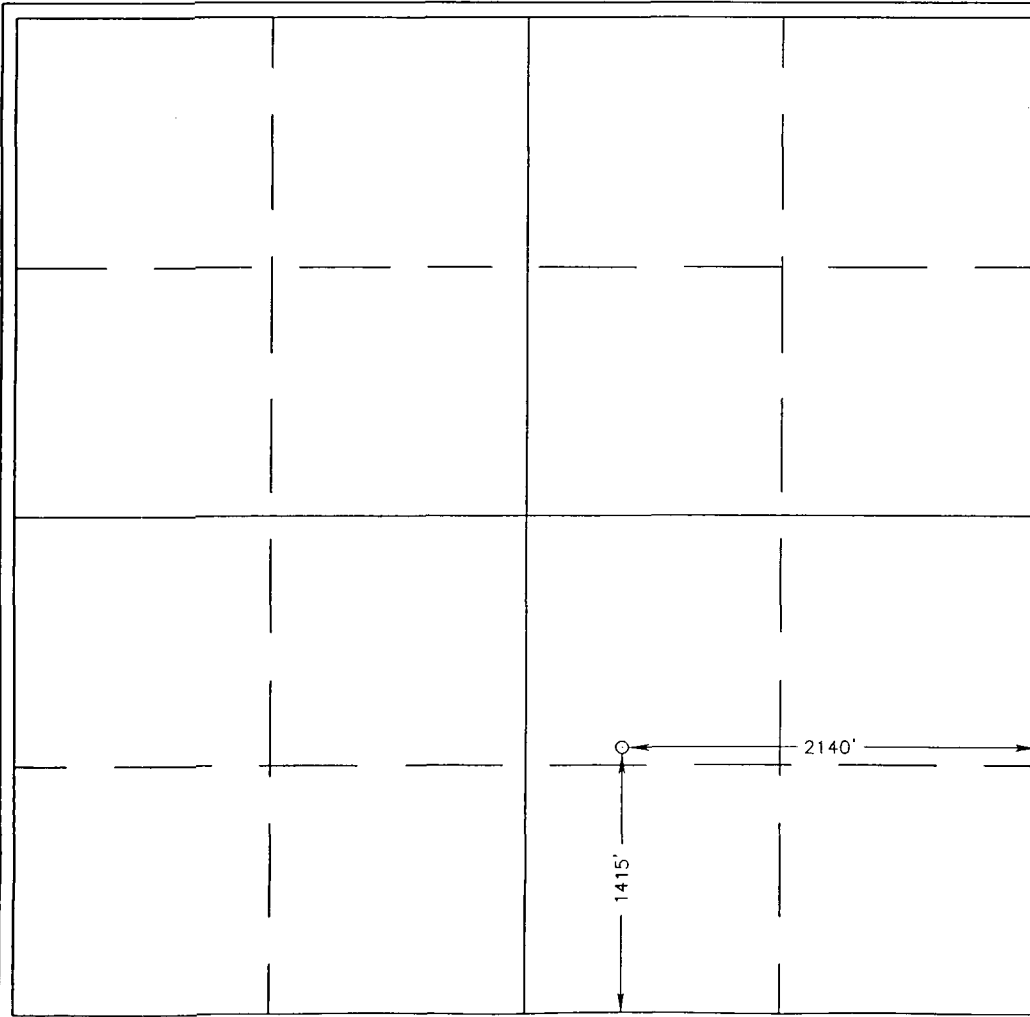
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
J	31	17 S	35 E		1415	SOUTH	2140	EAST	LEA

Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County

Dedicated Acres	Joint or Infill	Consolidation Code	Order No.

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION



OPERATOR CERTIFICATION

I hereby certify the the information contained herein is true and complete to the best of my knowledge and belief.

L. M. Sanders
Signature

L. M. Sanders
Printed Name

Supervisor, Regulation/
Title Proration

04/17/00
Date

SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision and that the same is true and correct to the best of my belief.

APRIL 10, 2000

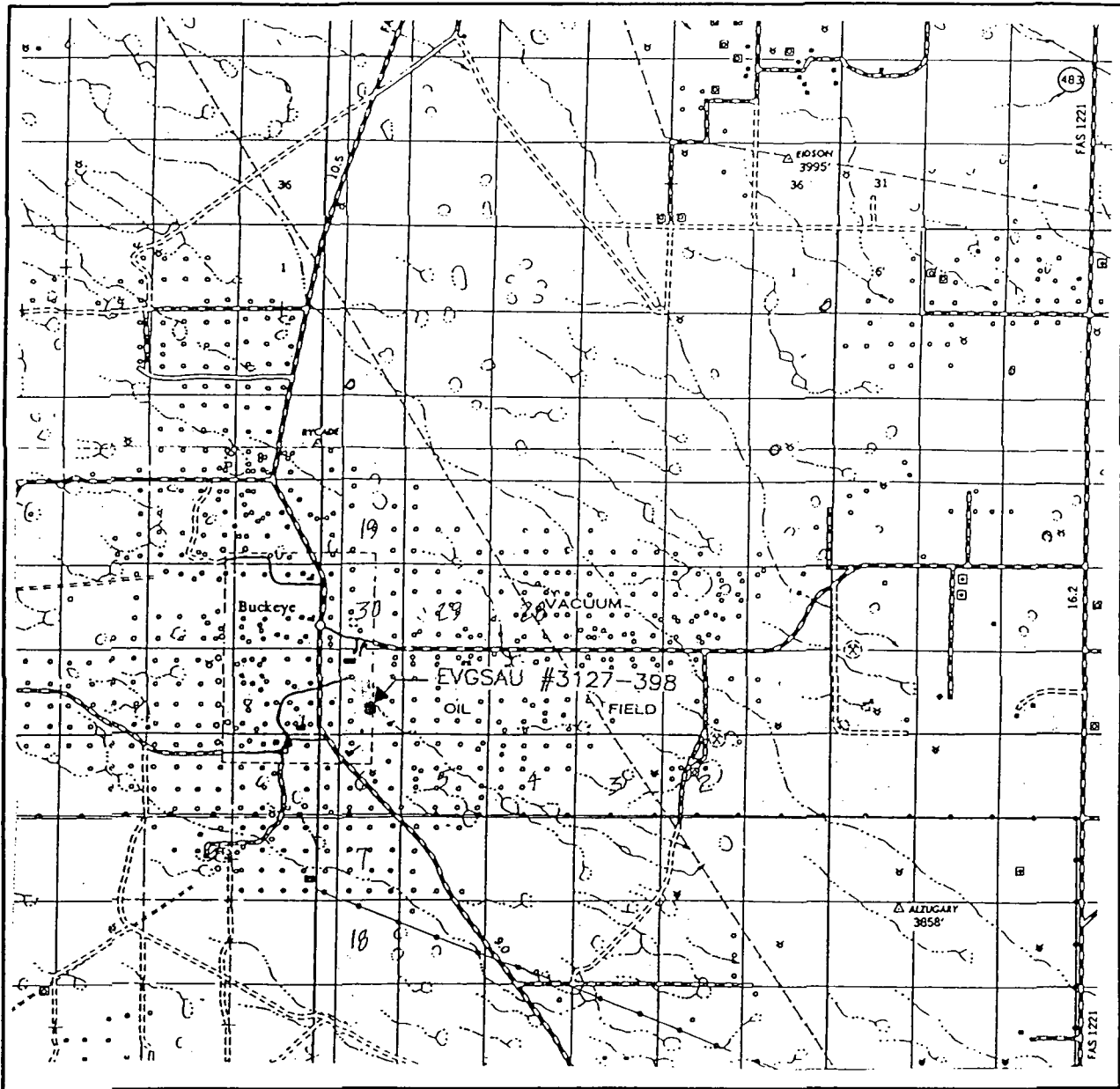
Date Surveyed LMP

Signature & Seal of Professional Surveyor
Ronald E. Eidson

NEW MEXICO
00-11-048

Certificate No. RONALD E. EIDSON 3239
CARY EIDSON 12641
GARY McDONALD 12185

VICINITY MAP

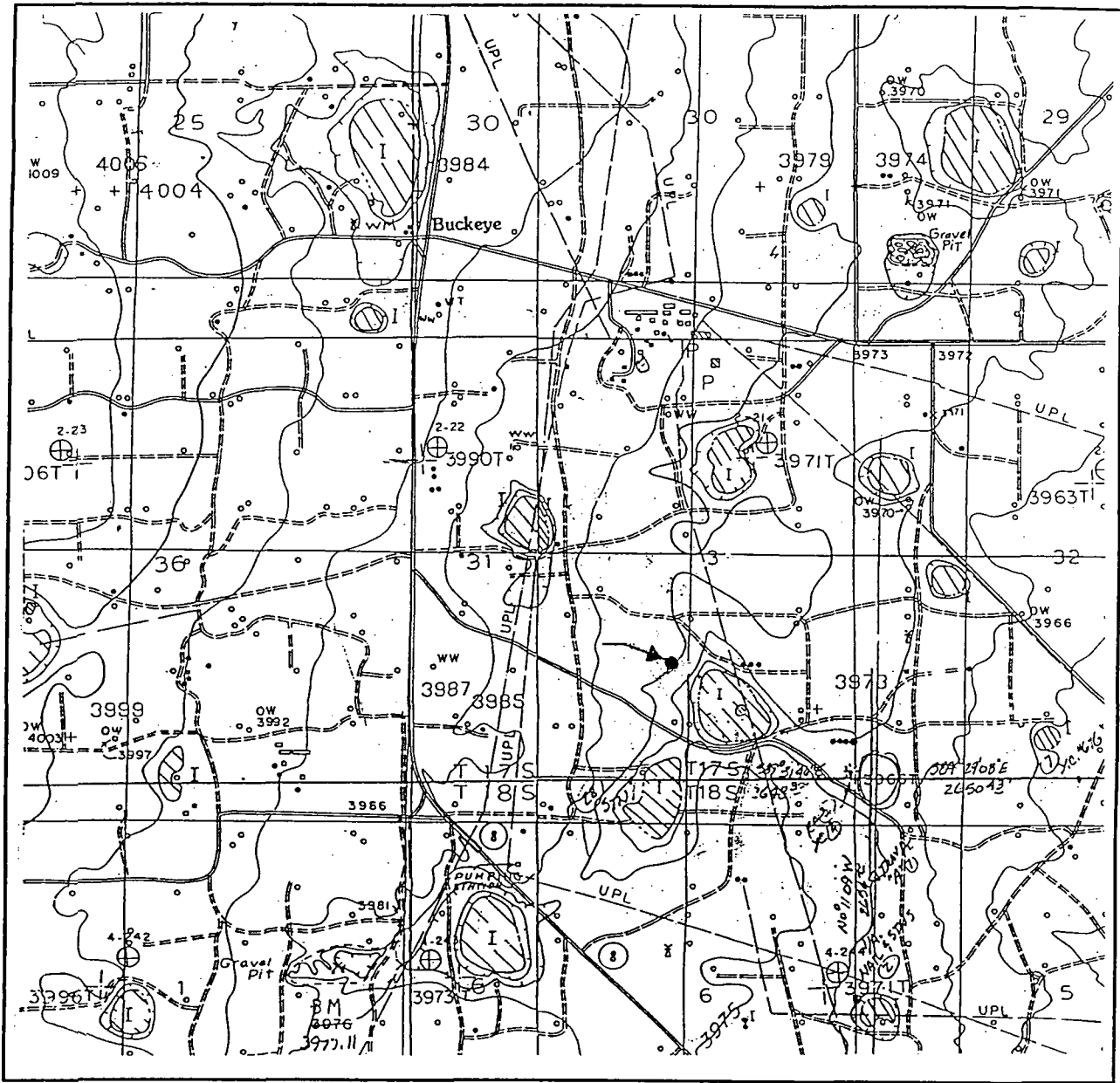


SCALE: 1" = 2 MILES

SEC. 31 TWP. 17-S RGE. 35-E
 SURVEY N.M.P.M.
 COUNTY LEA
 DESCRIPTION 1415' FSL & 2140' FEL
 ELEVATION 3976
 OPERATOR PHILLIPS PETROLEUM COMPANY
 LEASE EVGSAU

JOHN WEST SURVEYING
 HOBBS, NEW MEXICO
 (505) 393-3117

LOCATION VERIFICATION MAP



SCALE: 1" = 2000'

CONTOUR INTERVAL: 5'

SEC. 31 TWP. 17-S RGE. 35-E

SURVEY N.M.P.M.

COUNTY LEA

DESCRIPTION 1415' FSL & 2140' FEL

ELEVATION 3976

OPERATOR PHILLIPS PETROLEUM COMPANY

LEASE EVGSAU

U.S.G.S. TOPOGRAPHIC MAP
BUCKEYE, LOVINGTON SW, N.M.

JOHN WEST SURVEYING
HOBBS, NEW MEXICO
(505) 393-3117

CMD : ONGARD 04/28/00 15:27:27
OG6C101 C101-APPLICATION FOR PERMIT TO DRILL OGOMES -TQB4

OGRID Idn : 17643 API Well No: 30 25 34832 APD Status(A/C/P): A
Opr Name, Addr: PHILLIPS PETROLEUM CO Aprvl/Cncl Date : 01-11-2000
4001 PENBROOK
ODESSA, TX 79762

Prop Idn: 9166 EAST VACUUM (GSA) UNIT Well No: 395

	U/L	Sec	Township	Range	Lot	Idn	North/South	East/West
Surface Locn	: I	31	17S	35E			FTG 2630 F S	FTG 575 F E
OCD U/L	: I		API County	: 25				

Work typ(N/E/D/P/A) : N Well typ(O/G/M/I/S/W/C): I Cable/Rotary (C/R) : F
Lease typ(F/S/P/N/J/U/I): S Ground Level Elevation : 3976

State Lease No: Multiple Comp (Y/N) : S
Prpsd Depth : 4850 Prpsd Frmtn : GRAYBURG/SAN ANDRES

E0009: Enter data to modify record

PF01 HELP	PF02	PF03 EXIT	PF04 GoTo	PF05	PF06 CONFIRM
PF07	PF08	PF09 PRINT	PF10 C102	PF11 HISTORY	PF12