

BEFORE THE NEW MEXICO OIL CONSERVATION DIVISION

APPLICATION OF CELERO ENERGY II, LP
TO APPROVE THE EXPANSION OF THE
DRICKEY QUEEN SAND UNIT AREA AND
TO CONSOLIDATE SECONDARY RECOVERY
PROJECTS WITHIN THE EXPANDED UNIT
AREA, CHAVES COUNTY, NEW MEXICO.

Case No. 14,675

AFFIDAVIT OF JAMES C. GRESHAM, JR.

COUNTY OF TARRANT)
) ss.
STATE OF TEXAS)

James C. Gresham, Jr., being duly sworn upon his oath, deposes and states:

1. I am a Certified Petroleum Landman, and I am Land Director of Celero Energy II, LP.
2. I have personal knowledge of the facts regarding formation and expansion of the Drickey Queen Sand Unit (the "Unit Area"), and related waterflood projects.
3. The Unit Agreement for the Unit Area, dated February 16, 1959, is recorded in Book 70, Page 455 of the Oil and Gas Records of Chaves County. Cities Service Oil Company was the original Unit Operator.
4. The current Unit Operator is Celero Energy II, LP.
5. The Unit Agreement was approved by the following governmental agencies:
 - (a) The Commissioner of the Public Lands of the State of New Mexico (the "Commissioner") approved the Unit Agreement on August 20, 1959;
 - (b) The United States Geological Survey (the "USGS") approved the Unit Agreement on September 22, 1959, designating it as Unit Agreement No. 14-08-001-6399; and
 - (c) The Oil Conservation Commission of the State of New Mexico (the "Commission") approved the Unit Agreement on September 8, 1959 by Order No. R-1477, entered in Case No. 1744.
6. The lands originally within the Unit Area are described as follows:

Oil Conservation Division

Case No. 1 14675

Exhibit No. 1

Township 13 South, Range 31 East, N.M.P.M.

Section 33: E $\frac{1}{2}$ NE $\frac{1}{4}$, SW $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$, S $\frac{1}{2}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$

Section 34: SW $\frac{1}{4}$

Section 35: S $\frac{1}{2}$

Township 14 South, Range 31 East, N.M.P.M.

Section 1: Lots 3, 4, and SW $\frac{1}{4}$ NW $\frac{1}{4}$

Section 2: Lots 2-4, SE $\frac{1}{4}$ NE $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$, and S $\frac{1}{2}$

Section 3: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, and S $\frac{1}{2}$ (All)

Section 10: All

Section 11: N $\frac{1}{2}$ NE $\frac{1}{4}$, SW $\frac{1}{4}$ NE $\frac{1}{4}$, W $\frac{1}{2}$, W $\frac{1}{2}$ SE $\frac{1}{4}$, and SE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 14: NW $\frac{1}{4}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$, N $\frac{1}{2}$ SW $\frac{1}{4}$, and SW $\frac{1}{4}$ SW $\frac{1}{4}$

Section 15: All

Section 16: N $\frac{1}{2}$, N $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$

Section 22: E $\frac{1}{2}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$, and NW $\frac{1}{4}$ SE $\frac{1}{4}$

Containing 5241.59 acres, more or less, of federal, state, and fee lands. A plat of the Unit Area as originally submitted to the Commission is attached hereto as Exhibit A, and a plat of the Unit Area as originally approved by the Commission is attached hereto as Exhibit B.

7. The initial proposed unit area contained several tracts of land that, by virtue of not meeting specific criteria, were deemed "*Areas Not Deemed Qualifying For Participation.*" These tracts included:

- (a) Tract No. 4, comprising the SE $\frac{1}{4}$ of Section 34, Township 13 South, Range 31 East, N.M.P.M.;
- (b) Tract No. 5, comprising the N $\frac{1}{2}$, E $\frac{1}{2}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$ of Section 4 and all of Section 9, Township 14 South, Range 31 East, N.M.P.M.;
- (c) Tract No. 35, comprising the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 2, Township 14 South, Range 31 East, N.M.P.M.;
- (d) Tract No. 37, comprising the NE $\frac{1}{4}$ and S $\frac{1}{2}$ NW $\frac{1}{4}$ of Section 35, Township 13 South, Range 31 East, N.M.P.M.;
- (e) Tract No. 39, comprising SW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 2, Township 14 South, Range 31 East, N.M.P.M.; and
- (f) Tract No. 46, comprising the W $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 22, Township 14 South, Range 31 East, N.M.P.M.

Consequently, these tracts were not included in the approved unit area by Order No. R-1477.

8. The Unit Area was subsequently expanded several times from its originally approved boundaries, as follows:

(a) By instrument entitled *Second Amendment to Declaration*, dated March 31, 1960, recorded in Book 74, Page 467 of the Oil and Gas Records of Chaves County, Cities Service Oil Company, as 100% record title owner of **Tract No. 37** (State Oil and Gas Lease E-5988), incorporated and joined the tract and lease into the Unit Area.

(b) By instrument entitled *Fourth Amendment to Declaration*, dated October 2, 1961, is recorded in Book 81, Page 32 of the Oil and Gas Records of Chaves County, Cities Service Oil Company, as 100% record title owner of **Tract No. 35** (State Oil and Gas lease E-5665), incorporated and joined the tract and lease into Unit Area.

(c) By instrument entitled *Fifth Amendment to Declaration*, dated September 3, 1964, recorded in Book 92, Page 455 of the Oil and Gas Records of Chaves County, Cities Service Oil Company, as 100% record title owner of **Tract No. 46** of the Drickey Queen Sand Unit (Fee Oil and Gas Lease), incorporated and joined the tract and lease into the Unit Area.

The foregoing expansions were approved by the Commissioner, the USGS, and the Commission.

9. More recently the Unit Area was expanded by instrument entitled *Sixth Amendment to Declaration*, dated February 25, 2011, by which Celero Energy II, LP, as 100% record title owner of **Tract No. 4** (Federal Oil and Gas Lease NM 120355), **Tract No. 5** (a portion of Federal Oil and Gas Lease LC 062486), and **Tract No. 39** (State Oil and Gas Lease VB-1613-1) incorporated and joined such tracts into the Drickey Queen Sand Unit. The expansion was approved as follows:

(a) By letter dated March 21, 2011, the Commissioner granted his approval of the joinder of Tract Nos. 4, 5, and 39 into the Unit Area; and

(b) By letter dated April 18, 2011, the Bureau of Land Management of the United States of America (the "BLM") granted its approval of the joinder of Tract Nos. 4, 5, and 39 into the Unit Area.

The leases covering Tract Nos. 4 and 39 when the Unit Area was originally formed subsequently expired, and the leases now covering Tract Nos. 4 and 39 are recently issued leases.

10. Celero Energy II, LP, owns 100% of the working interest in the Unit Area, as expanded, and seeks Division approval to expand the Unit Area to include the aforementioned Tracts Nos. 4, 5, 35, 37, 39, and 46. The lands within the Unit Area, as expanded, are described as follows:

Township 13 South, Range 31 East, N.M.P.M.

Section 33: E $\frac{1}{2}$ NE $\frac{1}{4}$, SW $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$, S $\frac{1}{2}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$

Section 34: S $\frac{1}{2}$

Section 35: NE $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$, and S $\frac{1}{2}$

Township 14 South, Range 31 East, N.M.P.M.

Section 1:	Lots 3, 4, and SW $\frac{1}{4}$ NW $\frac{1}{4}$
Section 2:	Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, and S $\frac{1}{2}$ (All)
Section 3:	Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, and S $\frac{1}{2}$ (All)
Section 4:	N $\frac{1}{2}$, E $\frac{1}{2}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$
Section 9:	All
Section 10:	All
Section 11:	N $\frac{1}{2}$ NE $\frac{1}{4}$, SW $\frac{1}{4}$ NE $\frac{1}{4}$, W $\frac{1}{2}$, W $\frac{1}{2}$ SE $\frac{1}{4}$, and SE $\frac{1}{4}$ SE $\frac{1}{4}$
Section 14:	NW $\frac{1}{4}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$, N $\frac{1}{2}$ SW $\frac{1}{4}$, and SW $\frac{1}{4}$ SW $\frac{1}{4}$
Section 15:	All
Section 16:	N $\frac{1}{2}$, N $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$, and SE $\frac{1}{4}$
Section 22:	N $\frac{1}{2}$ and NW $\frac{1}{4}$ SE $\frac{1}{4}$

Containing 7002.52 acres, more or less, of federal, state, and fee lands. Plats of the Unit Area, as expanded, are attached hereto as Exhibits C-1 and C-2.

11. The revised Exhibit B to the Unit Agreement is attached hereto as Exhibit D. The allocation of production to all of the tracts within the Drickey Queen Sand Unit Area, including the added tracts, are subject to a production allocation formula contained within the Unit Agreement.

12. Tract Nos. 31 and 44 of the originally proposed Unit Area were never incorporated into the Unit Area, and are now part of the Rock Queen Unit Area.

13. All of the tracts in the Unit Area, as expanded, have either been previously subject to Division approved secondary recovery operations in the Caprock-Queen Pool, or have been offset by tracts that have been subject to waterflood operations, as follows:

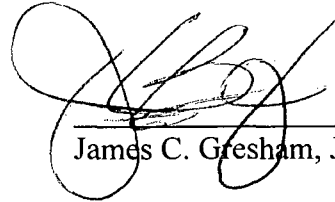
(a) The Drickey Queen Sand Unit was originally approved for secondary recovery operations within the Caprock-Queen Pool by Commission Order No. R-1128, as amended, entered in Case No. 1356;

(b) The Trigg Federal Waterflood Project covering Unit Tract No. 5 (expansion acreage) was approved for secondary recovery operations within the Caprock-Queen Pool by Commission Order No. R-1456, entered in Case No. 1714, and Order No. R-12912, as amended, entered in Case No. 14047; and

(c) Administrative Orders WFX-79 and WFX-89 approved waterflood expansion in the Unit Area and waterflood operations in Tract No. 4.

14. Celero Energy II, LP seeks Division approval to expand the Drickey Queen Sand Unit Waterflood Project to include the additional tracts that are to be incorporated into the Unit Area, including their waterflood approvals.

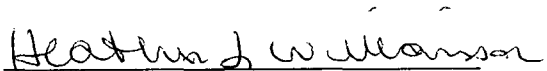
15. Incorporating the additional tracts into the Drickey Queen Sand Unit Waterflood Project, and issuing one order covering all waterflood projects, will allow Celero Energy II, LP to conduct secondary recovery operations in a more efficient and effective method.

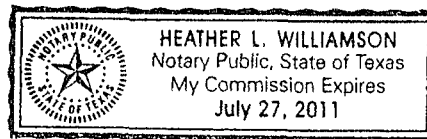


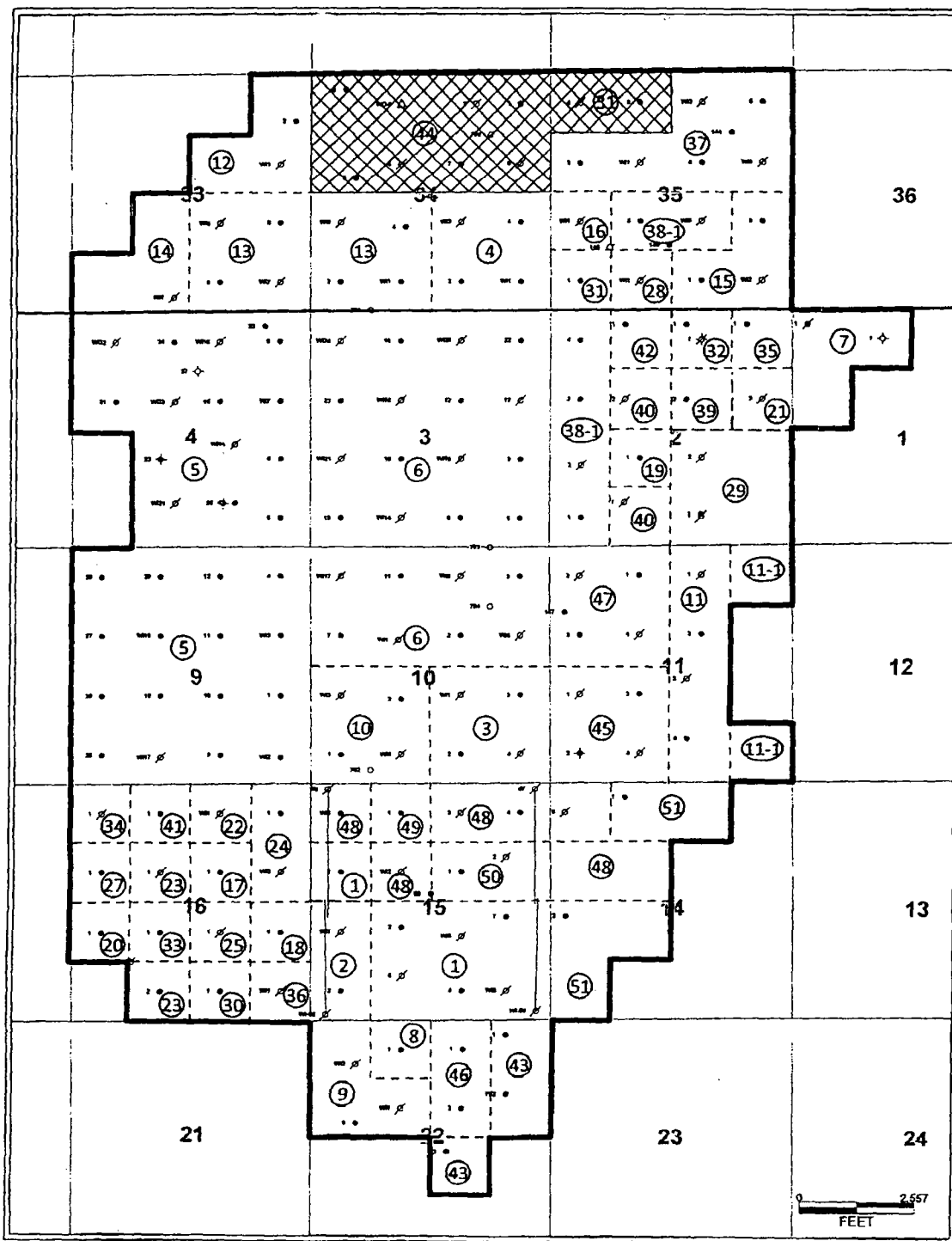
James C. Gresham, Jr., CPL

SUBSCRIBED AND SWORN TO before me this 20 day of June, 2011 by James C. Gresham, Jr.

My Commission Expires: 7-27-2011


Notary Public





EXHIBIT

C-1



Celero Energy

SEVENTH

REVISED EXHIBIT "A"

DATED: FEB. 22, 2011

ATTACHED TO UNIT AGREEMENT

DRICKEY QUEEN SAND UNIT

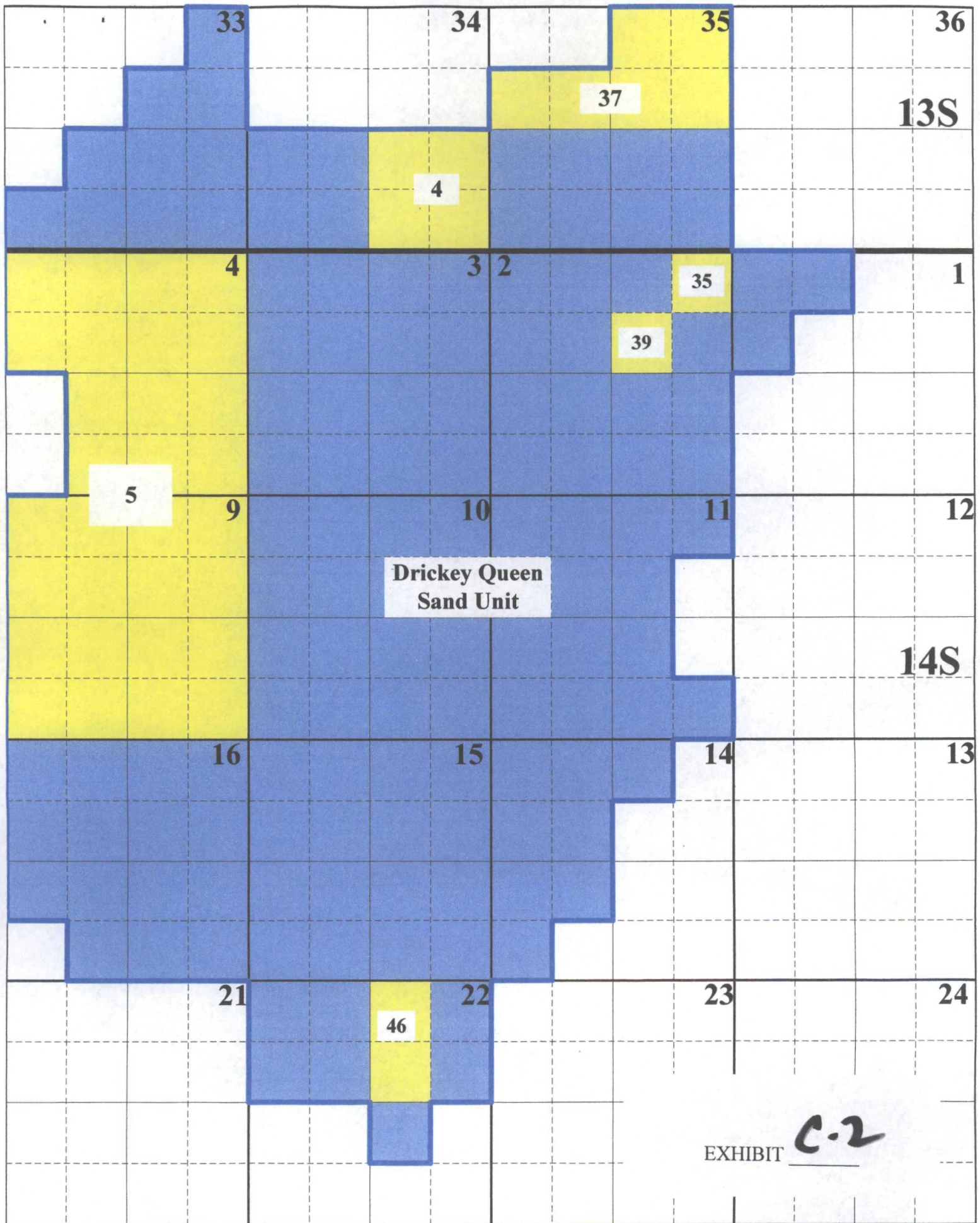
CHAVES CO., NEW MEXICO

T.-13 & 14-S. R.-31-E.

— UNIT BOUNDARY AREA

⊙ TRACT NUMBER

⊗ AREA NOT QUALIFYING FOR PARTICIPATION



31E

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
1	SW1/4NW1/4; SE1/4; E1/2SW1/4	15	14S	31E	280	7	LC-060811	12.50%	George Nixon	MINERALS MANAGEMENT SERVICE BINION H CARR WESTERN OIL PRODUCERS INC HANSON MCBRIDE PETROLEUM CO LOUIS A WATSON ESTATE PATSY B CARR SUMMERFIELD G ROBERTS FOUNDTN CLARENCE W STUMHOFFER THE SUMMERLEE FOUNDATION CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL MATTHEW C ROBERTS III TRUST JAMES E BRASHER DORCHESTER MINERALS S LP J RUSSELL BOND A W NOLAN CELERO ENERGY II, LP FRIEDA T STUMHOFFER SARAH W HINES CHARITABLE RJP ROYALTY TRUST	RI 0.12500000 0.00648320 0.00324160 0.02500000 0.00078125 0.00648320 0.00014650 0.00648320 0.00131835 0.02225250 0.00486280 0.00486280 0.01112625 0.00009765 0.00312500 0.00312500 0.00078125 0.00078125 0.03962875 0.00648320 0.00625000 0.00234375	Celero Energy II, LP - 100.00%	3.38779
2	W1/2SW1/4	15	14S	31E	80	2	LC-060811	12.50%	George Nixon	MINERALS MANAGEMENT SERVICE BINION H CARR WESTERN OIL PRODUCERS INC HANSON MCBRIDE PETROLEUM CO LOUIS A WATSON ESTATE PATSY B CARR SUMMERFIELD G ROBERTS FOUNDTN CLARENCE W STUMHOFFER THE SUMMERLEE FOUNDATION CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL MATTHEW C ROBERTS III TRUST JAMES E BRASHER DORCHESTER MINERALS LP J RUSSELL BOND A W NOLAN CELERO ENERGY II, LP	RI 0.12500000 0.00648320 0.00324160 0.02500000 0.00078125 0.00648320 0.00014650 0.00648320 0.00131835 0.02225250 0.00486280 0.00486280 0.01112625 0.00009765 0.00312500 0.00312500 0.00078125 0.00078125 0.03962875	Celero Energy II, LP - 100.00%	1.47582

EXHIBIT **D**

EXHIBIT "B"

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EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessees of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit		
8	NE/4NW/4	22	14S	31E	40	1	LC-070336	12.50%	Phillips Petroleum Co.	TANZA K BRUMFIELD	OR	0.00486280	Celero Energy II, LP - 100.00%	0.96150
										DOUGLAS FRIEDEL	OR	0.01118875		
										MARY ALICE JONES TR U A S-S-91	OR	0.00125000		
										KENNETH ELLSWORTH BEALL JR	OR	0.00125000		
										JUANITA V PETERSON	OR	0.00250000		
										RUTH SHOCKLEY	OR	0.00150000		
										CELERO ENERGY II, LP	OR	0.04931625		
										FRIEDA T STUMHOFFER	OR	0.00648320		
										MINERALS MANAGEMENT SERVICE	RI	0.12500000		
										BINION H CARR	OR	0.00648320		
										PAUL SLAYTON	OR	0.00675000		
										WESTERN OIL PRODUCERS INC	OR	0.00324160		
										ELIZABETH W KNOWLES	OR	0.00675000		
										PATSY B CARR	OR	0.00648320		
										PINE CONE PROPERTIES, LLC	OR	0.00125000		
CATALUS, LLC	OR	0.00125000												
RUBIE CROSSBY BELL FAMILY	OR	0.00675000												
CLARENCE W STUMHOFFER	OR	0.00648320												
CIRCLE RIDGE PRODUCTION	OR	0.02237750												
KENNETH J REYNOLDS	OR	0.00486280												
TANZA K BRUMFIELD	OR	0.00486280												
DOUGLAS FRIEDEL	OR	0.01118875												
MARY ALICE JONES TR U A S-S-91	OR	0.00125000												
KENNETH ELLSWORTH BEALL JR	OR	0.00125000												
JUANITA V PETERSON	OR	0.00250000												
RUTH SHOCKLEY	OR	0.00150000												
CELERO ENERGY II, LP	OR	0.04931625												
FRIEDA T STUMHOFFER	OR	0.00648320												
9	NW/4NW/4; S/2RW/4	22	14S	31E	120	2	LC-070336-A	12.50%	Phillips Petroleum Co.	MINERALS MANAGEMENT SERVICE	RI	0.12500000	Celero Energy II, LP - 100.00%	0.80863
										BINION H CARR	OR	0.00648320		
										PAUL SLAYTON	OR	0.00675000		
										WESTERN OIL PRODUCERS INC	OR	0.00324160		
										ELIZABETH W KNOWLES	OR	0.00675000		
										PATSY B CARR	OR	0.00648320		
										PINE CONE PROPERTIES, LLC	OR	0.00125000		
										CATALUS, LLC	OR	0.00125000		
										RUBIE CROSSBY BELL FAMILY	OR	0.00675000		
										CLARENCE W STUMHOFFER	OR	0.00648320		
										CIRCLE RIDGE PRODUCTION	OR	0.02237750		
										WENDELL R SWANSON	OR	0.00486280		

EXHIBIT "B"

CHAYES COUNTY, NEW MEXICO													
Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
10	SW1/4	10	14S	31E	160	4	LC-07-0037	12.50%	Phillips Petroleum Co.	TANZA K BRUMFIELD DOUGLAS FRIEDEL MARY ALICE JONES TR U A S-6-91 KENNETH ELLSWORTH BEALL JR JUANITA V PETERSON RUTH SHOCKLEY CELERO ENERGY II LP FRIEDA T STUMHOFFER MINERALS MANAGEMENT SERVICE CONOCOPHILLIPS COMPANY BINION H CARR PAUL SLAYTON WESTERN OIL PRODUCERS INC ELIZABETH W KNOWLES PATSY B CARR PINE CONE PROPERTIES, LLC CATALIS, LLC RUBIE CROSBY BELL FAMILY CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL MARY ALICE JONES TR U A S-6-91 KENNETH ELLSWORTH BEALL JR JUANITA V PETERSON CELERO ENERGY II LP FRIEDA T STUMHOFFER IPMA LEOTA DAVIS VERGIL WESLEY HOPPP MINERALS MANAGEMENT SERVICE BINION H CARR WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL COLUMBINE II LIMITED PARTNERSHIP CELERO ENERGY II LP FRIEDA T STUMHOFFER	0.00486280 0.01118875 0.00125000 0.00125000 0.00250000 0.00150000 0.04931625 0.00648320 0.12500000 0.00500000 0.00648320 0.00500000 0.00324160 0.00500000 0.00648320 0.00125000 0.00125000 0.00500000 0.00648320 0.04362750 0.00486280 0.00486280 0.01056375 0.00125000 0.00125000 0.00250000 0.006659125 0.00648320 0.00500000 0.00500000 0.12500000 0.00648320 0.00324160 0.00648320 0.02076812 0.00486280 0.00486280 0.01038406 0.10937500 0.03115220 0.00648320	Celero Energy II, LP - 100.00%	3.68269
11	NW2E/2	11	14S	31E	160	4	LC-07-2005	12.50%	Sindair Oil & Gas Co.	CELERO ENERGY II, LP - 100.00%	1.86323		
11-1	NE1/4, SE4SE/4	11	14S	31E	80	0	LC-07-2006	12.50%	Sindair Oil & Gas Co.	Celero Energy II, LP - 100.00%	0.11359		

EXHIBIT "B"

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
12	E/2NE1/4; SW1/4NE1/4	33	13S	31E	120	1	N14-02419	12.50%	Cities Service Oil Co.	PATSY B CARR	OR 0.00648320	Celero Energy II, LP - 100.00%	0.26069
										CLARENCE W STUMHOFFER	OR 0.00648320		
										CIRCLE RIDGE PRODUCTION	OR 0.02350250		
										KENNETH J REYNOLDS	OR 0.00486280		
										TANZA K BRUMFIELD	OR 0.00486280		
										DOUGLAS FRIEDEL	OR 0.01175125		
										CELERO ENERGY II, LP	OR 0.03525375		
										FRIEDA T STUMHOFFER	OR 0.00648320		
										MINERALS MANAGEMENT SERVICE	RI 0.12500000		
										BINION H CARR	OR 0.00648320		
										WESTERN OIL PRODUCERS INC	OR 0.00324160		
										PATSY B CARR	OR 0.00648320		
13	SE1/4 Sec. 33; SW1/4 Sec. 34	33 & 34	13S	31E	320	8	NM-03527	12.50%	Cities Service Oil Co.	MINERALS MANAGEMENT SERVICE	RI 0.12500000	Celero Energy II, LP - 100.00%	5.25001
										BINION H CARR	OR 0.00646320		
										WESTERN OIL PRODUCERS INC	OR 0.00324160		
										PATSY B CARR	OR 0.00648320		
										CLARENCE W STUMHOFFER	OR 0.00648320		
										CIRCLE RIDGE PRODUCTION	OR 0.02350250		
										KENNETH J REYNOLDS	OR 0.00486280		
										TANZA K BRUMFIELD	OR 0.00486280		
										DOUGLAS FRIEDEL	OR 0.01175125		
										CELERO ENERGY II, LP	OR 0.03525375		
										FRIEDA T STUMHOFFER	OR 0.00648320		
										14	E/2SW1/4; SW1/4SW1/4		
BINION H CARR	OR 0.00648320												
WESTERN OIL PRODUCERS INC	OR 0.00324160												
PATSY B CARR	OR 0.00648320												
CHARLES E HINKLE	OR 0.00078125												
HIMALE LIVING TRUST UA 1-9-96	OR 0.00468750												
CLARENCE W STUMHOFFER	OR 0.00648320												
CIRCLE RIDGE PRODUCTION	OR 0.02287750												
KENNETH J REYNOLDS	OR 0.00486280												
TANZA K BRUMFIELD	OR 0.00486280												

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
15 Federal Tracts	E/2SE/4; SW/4SE/4	35	13S	31E	4081 120	98 3	B-8822	12.50%	Earl G. Levick	KRISTIN HINKLE OR 0.00039063	Celero Energy II, LP - 100.00%	58.84 2.09723
										JENNA HINKLE SARTORI OR 0.00039062		
										DOUGLAS FRIEDEL OR 0.01143875		
										JAMES L HINKLE OR 0.00156250		
										CELERO ENERGY II, LP OR 0.04681625		
										FRIEDA T STUMHOFFER OR 0.00648320		
										BETTYJEAN H BOWEN LIVING TRUST OR 0.00468750		
										BINION H CARR OR 0.00648320		
										COMMISSIONER OF PUBLIC LANDS RI 0.12500000		
										WESTERN OIL PRODUCERS OR 0.00324160		
										PATSY B CARR OR 0.00648320		
										LINDA LEVICK DE IBERRI OR 0.00208330		
										BONA FAYE JONES OR 0.00208340		
										STRATFORD INVESTMENTS OR 0.00104165		
										CLARENCE W STUMHOFFER OR 0.00648320		
16	NW/4SW/4	35	13S	31E	40	1	B-8822-4	12.50%	Earl G. Levick	CIRCLE RIDGE PRODUCTION OR 0.01965250	Celero Energy II, LP - 100.00%	0.55168
										KENNETH J REYNOLDS OR 0.00486280		
										TANZA K BRUMFIELD OR 0.00486280		
										DOUGLAS FRIEDEL OR 0.00982625		
										BEVERLY SCHMIDT COUZZOURT OR 0.00125000		
										CATHERINE CLAIRE COUZZOURT OR 0.00625001		
										THE FREDERICK WILLIAM HERMS OR 0.00750000		
										ROBERT L MORRIS OR 0.00375000		
										ANNA BELLE BERKENKAMP OR 0.00750000		
										D J SPOWART JR OR 0.00648320		
										FRIEDA T STUMHOFFER OR 0.04177040		
										CELERO ENERGY II, LP OR 0.00156250		
										MARGARET FRANCES GRACE OR 0.00156250		
										CATHERINE CLAIRE COUZZOURT OR 0.00125000		
										BEVERLY SCHMIDT COUZZOURT OR 0.00982625		
17	SE/4SE/4; SW/4SE/4	35	13S	31E	40	1	B-8822-4	12.50%	Earl G. Levick	DOUGLAS FRIEDEL OR 0.00982625	Celero Energy II, LP - 100.00%	0.55168
										BEVERLY SCHMIDT COUZZOURT OR 0.00125000		
										CATHERINE CLAIRE COUZZOURT OR 0.00625001		
										THE FREDERICK WILLIAM HERMS OR 0.00750000		
										ROBERT L MORRIS OR 0.00375000		
										ANNA BELLE BERKENKAMP OR 0.00750000		
										D J SPOWART JR OR 0.00648320		
										FRIEDA T STUMHOFFER OR 0.04177040		
										CELERO ENERGY II, LP OR 0.00156250		
										MARGARET FRANCES GRACE OR 0.00156250		
										CATHERINE CLAIRE COUZZOURT OR 0.00125000		
										BEVERLY SCHMIDT COUZZOURT OR 0.00982625		
										CATHERINE CLAIRE COUZZOURT OR 0.00625001		
										THE FREDERICK WILLIAM HERMS OR 0.00750000		
										ROBERT L MORRIS OR 0.00375000		
										ANNA BELLE BERKENKAMP OR 0.00750000		

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
17	SW4/4NE4	16	14S	31E	40	1	B-8828-39	20.00%	Neville G. Pentose, Inc.	MARGARET FRANCES GRACE CELERO ENERGY II, LP FRIEDA T STUMHOFFER JULIA GERLAND TRUST COMMISSIONER OF PUBLIC LANDS CIRCLE RIDGE PRODUCTION DOUGLAS FRIEDEL CELERO ENERGY II, LP	0.00062500 0.05239540 0.00646320 0.01125000 0.20000000 0.02000000 0.01000000 0.03000000	0.73926
18	NE4/4SE4	16	14S	31E	40	1	B-10417	12.50%	Intercoast Petroleum Co. Inc.	WINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR XTO ENERGY INC CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 0.12500000 0.00324160 0.00648320 0.10937500 0.00648320 0.01816812 0.00486280 0.00908408 0.02725220 0.00648320	0.76031
19	NE4/4SW4	2	14S	31E	40	1	B-10419	12.50%	Metex Supply Co.	WINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL METEX SUPPLY CO CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 0.12500000 0.00324160 0.00648320 0.00648320 0.01777750 0.00486280 0.00486280 0.00888875 0.06250000 0.08910625 0.00648320	0.89157
20	NW4/4SW4	16	14S	31E	40	1	B-10419	12.50%	Metex Supply Co.	WINION H CARR COMMISSIONER OF PUBLIC LANDS CHARLES H COLL JON F COLL WESTERN OIL PRODUCERS HANSON MCBRIDE PETROLEUM CO MAX W COLL II PATSY B CARR BARNETT PROPERTIES INC CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL	0.00648320 0.12500000 0.00546875 0.00546870 0.00324160 0.00937500 0.00656256 0.00648320 0.00937500 0.00648320 0.01865640 0.00486280 0.00932820 0.00932820	0.36601

EXHIBIT "S"

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
21	SE1/4NE1/4	2	14S	31E	40	1	B-10420	12.50%	William Spurck & Vada Spurck, his wife	MAGNUM HUNTER RESOURCES SALLY RODGERS ERIC JON COLL CLARKE C COLL S P MELANIE COLL DETEMPLE S P MAX W COLL III S P JON F COLL II CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.02734380 0.00437504 0.00245094 0.00245094 0.00007820 0.00007820 0.00039047 0.04439082 0.00648320	0.12067
22	NW1/4NE1/4	16	14S	31E	40	1	B-10420	12.50%	William Spurck & Vada Spurck, his wife	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR SPURCK FAMILY TRUST U/D/T CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER DAWN N STEAD SURVIVOR TRUST HARLAN STEAD DECEASED TRUST	0.00648320 0.12500000 0.00324160 0.00648320 0.02125000 0.00648320 0.01934000 0.00486280 0.00486280 0.00967000 0.05026000 0.00648320 0.01000000 0.01000000	0.64412
23	SE1/4NW1/4 SE1/4SW1/4	16	14S	31E	80	2	B-10420	12.50%	William Spurck & Vada Spurck, his wife	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR SPURCK FAMILY TRUST U/D/T CLARENCE W STUMHOFFER	0.00648320 0.12500000 0.00324160 0.00648320 0.02125000 0.00648320	1.10795

EXHIBIT "B"

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
24	E2/N4	16	14S	31E	90	2	B-10420-112	12.50%	William Spurck & Vada Spurck, his wife	CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II LP FRIEDA T STUMHOFFER DAWIN N STEAD SURVIVOR TRUST HARLAN STEAD DECEASED TRUST OR 0.01934000 OR 0.00486280 OR 0.00486280 OR 0.00957000 OR 0.05026000 OR 0.00648320 OR 0.01000000 OR 0.01000000		1.09192
25	NW4SE/4	16	14S	31E	40	1	B-10420-134	12.50%	William Spurck & Vada Spurck, his wife	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS PATSY B CARR SPURCK FAMILY TRUST UDI/T CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II LP FRIEDA T STUMHOFFER DAWIN N STEAD SURVIVOR TRUST HARLAN STEAD DECEASED TRUST OR 0.00648320 OR 0.12500000 OR 0.00324160 OR 0.00648320 OR 0.01500000 OR 0.00648320 OR 0.01965250 OR 0.00486280 OR 0.00486280 OR 0.00982625 OR 0.04447875 OR 0.00648320 OR 0.00500000 OR 0.00500000 OR 0.01000000	Celero Energy II, LP - 100.00%	0.44837
27	SW4NW4	16	14S	31E	40	1	E-478	12.50%	Texas Pacific Coal & Oil Co.	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC OR 0.00648320 OR 0.12500000 OR 0.00324160 OR 0.00648320 OR 0.01500000 OR 0.00648320 OR 0.01965250 OR 0.00486280 OR 0.00486280 OR 0.00982625 OR 0.04447875 OR 0.00648320 OR 0.00500000 OR 0.00500000 OR 0.01000000	Celero Energy II, LP - 100.00%	0.62550

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
28	SE/4SW/4	35	13S	31E	40	1	E-521	12.50%	Lillian V. Browne	PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER BRINON H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER DANIELLE S FRICKE	OR OR	Celero Energy II, LP - 100.00% Celero Energy II, LP - 100.00%	1.17658
29	SE/4	2	14S	31E	150	2	E-1380	12.50%	Texas Pacific Coal & Oil	BRINON H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	OR RI OR OR OR OR OR OR OR OR OR OR OR OR	Celero Energy II, LP - 100.00% Celero Energy II, LP - 100.00%	0.55424
30	SW/4SE/4	16	14S	31E	40	1	E-1467	12.50%	Texas Pacific Coal & Oil Co	BRINON H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	OR RI OR OR OR OR OR OR OR OR OR OR OR OR	Celero Energy II, LP - 100.00% Celero Energy II, LP - 100.00%	0.41
31	SW/4SW/4	35	13S	31E	40	1	E-2655	12.50%	L.B. Hodges	BRINON H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC	OR RI OR	Celero Energy II, LP - 100.00% Celero Energy II, LP - 100.00%	0.95214

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
32	NW1/4NE1/4	2	14S	31E	40.13	1	E-2855	12.50%	Gulf Oil Corp.	BRION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR JAMES S LEBACK CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 OR 0.00648320 OR 0.02090250 OR 0.00486280 OR 0.00486280 OR 0.01045125 OR 0.03135375 OR 0.00648320 OR 0.00648320 OR 0.12500000 RI 0.00324160 OR 0.00648320 OR 0.20000010 OR 0.00648320 OR 0.01590249 OR 0.00486280 OR 0.00486280 OR 0.00795125 OR 0.02385375 OR 0.00648320 OR	Celero Energy II, LP - 100.00%	0.802221
33	NE1/4SW1/4	16	14S	31E	40	1	E-2859	12.50%	Union Oil Co. of Calif	BRION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL WAGNUM HUNTER PRODUCTION INC CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 OR 0.12500000 OR 0.00324160 OR 0.00648320 OR 0.00648320 OR 0.01953531 OR 0.00486280 OR 0.00486280 OR 0.00976766 OR 0.05468740 OR 0.02930297 OR 0.00648320 OR	Celero Energy II, LP - 100.00%	0.66611
34	NW1/4NW1/4	16	14S	31E	40	1	E-4810	12.50%	Ralph Nix	BRION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC ROBERT H HANNIFIN MARGARET H WYGOCKI MCCORMICK TRUST A MCCORMICK TRUST B BETTY ADKINS PATSY B CARR PATRICK J HANNIFIN TRUSTEE PITCH ENERGY CORPORATION	0.00648320 OR 0.12500000 OR 0.00324160 OR 0.00194450 OR 0.00194450 OR 0.00097225 OR 0.00097225 OR 0.00194440 OR 0.00648320 OR 0.0019444		

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

STAVES COUNTY, NEW MEXICO												
Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
35	NE1/4NE1/4	2	14S	31E	40.05	1	E-5665	12.50%	Gulf Oil Corp.	CLARENCE W STUMHOFFER	OR	0.00648320
										CIRCLE RIDGE PRODUCTION	OR	0.02002750
										KENNETH J REYNOLDS	OR	0.00486280
										TANZA K BRUMFIELD	OR	0.00486280
										PUEVO SE'S LTD PARTNERSHIP	OR	0.00194440
										DOUGLAS FRIEDEL	OR	0.01001375
										CELERO ENERGY II, LP	OR	0.04170790
										FRIEDA T STUMHOFFER	OR	0.00648320
										TEX ZIA PROPERTIES LTD	OR	0.005863335
										BRINION H CARR	OR	0.00648320
										COMMISSIONER OF PUBLIC LANDS	RI	0.12500000
										WESTERN OIL PRODUCERS INC	OR	0.00324160
										PATSY B CARR	OR	0.00648320
										JAMES S LEBACK	OR	0.08203120
36	SE1/4SE1/4	16	14S	31E	40	1	E-5665	12.50%	Gulf Oil Corp.	CLARENCE W STUMHOFFER	OR	0.00648320
										CIRCLE RIDGE PRODUCTION	OR	0.01885172
										KENNETH J REYNOLDS	OR	0.00486280
										TANZA K BRUMFIELD	OR	0.00486280
										DOUGLAS FRIEDEL	OR	0.00942586
										CELERO ENERGY II, LP	OR	0.02827758
										FRIEDA T STUMHOFFER	OR	0.00648320
										BRINION H CARR	OR	0.00648320
										COMMISSIONER OF PUBLIC LANDS	RI	0.12500000
										WESTERN OIL PRODUCERS INC	OR	0.00324160
										PATSY B CARR	OR	0.00648320
										CLARENCE W STUMHOFFER	OR	0.00648320
										CIRCLE RIDGE PRODUCTION	OR	0.02090250
										KENNETH J REYNOLDS	OR	0.00486280
TANZA K BRUMFIELD	OR	0.00486280										
DOUGLAS FRIEDEL	OR	0.01045125										
CELERO ENERGY II, LP	OR	0.03135375										
FRIEDA T STUMHOFFER	OR	0.00648320										
37	NE1/4 & S2NW1/4 Sec 35, T-13S, W2NW2 Sec 2, T14S	35	13S	31E	240	6	E-5888	12.50%	Texas Pacific Coal & Oil Co	BRINION H CARR	OR	0.00648320
										COMMISSIONER OF PUBLIC LANDS	RI	0.12500000
										WESTERN OIL PRODUCERS INC	OR	0.00324160
										PATSY B CARR	OR	0.00648320
										CLARENCE W STUMHOFFER	OR	0.00648320
										CIRCLE RIDGE PRODUCTION	OR	0.02090250
										KENNETH J REYNOLDS	OR	0.00486280
										TANZA K BRUMFIELD	OR	0.00486280
										DOUGLAS FRIEDEL	OR	0.01045125
										CELERO ENERGY II, LP	OR	0.03135375
										FRIEDA T STUMHOFFER	OR	0.00648320
										BRINION H CARR	OR	0.00648320
										COMMISSIONER OF PUBLIC LANDS	RI	0.12500000
										WESTERN OIL PRODUCERS INC	OR	0.00324160
PATSY B CARR	OR	0.00648320										
CLARENCE W STUMHOFFER	OR	0.00648320										
CIRCLE RIDGE PRODUCTION	OR	0.02090250										
KENNETH J REYNOLDS	OR	0.00486280										
TANZA K BRUMFIELD	OR	0.00486280										
DOUGLAS FRIEDEL	OR	0.01045125										
CELERO ENERGY II, LP	OR	0.03135375										
FRIEDA T STUMHOFFER	OR	0.00648320										
38 #1	NE1/4NW1/4 & NW1/4SE1/4 Sec 35, T-13S, W2NW2 Sec 2, T14S	35 & 2	13S & 14S	31E	240.27	6	E-6401	12.50%	Cities Service Oil Co.	BRINION H CARR	OR	0.00648320
										CELERO ENERGY II, LP - 100.00%	4.24070	

EXHIBIT "a"

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit
39	SW/4NE/4	2	14S	31E	40	1	VB16-130000	18.75%	Celero Energy II, LP	COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER COMMISSIONER OF PUBLIC LANDS	0.12500000 0.00324160 0.00648320 0.00648320 0.02090250 0.00486280 0.00486280 0.01045125 0.03135375 0.00648320 0.18750000	0.14542
40	SE/4NW/4 SE/4SW/4	2	14S	31E	80	2	E-7661	12.50%	J. M. Zachary	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 0.12500000 0.00324160 0.00648320 0.00648320 0.02090250 0.00486280 0.00486280 0.01045125 0.03135375 0.00648320 0.00648320 0.12500000 0.00324160 0.00648320 0.00648320 0.02090250 0.00486280 0.00486280 0.01045125 0.03135375 0.00648320	1.69402
41	NE/4NW/4	16	14S	31E	40	1	E-7652	12.50%	Gul Oil Corp	BINION H CARR COMMISSIONER OF PUBLIC LANDS WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 0.12500000 0.00324160 0.00648320 0.00648320 0.02090250 0.00486280 0.00486280 0.01045125 0.03135375 0.00648320	0.64037
42	NE/4NW/4	2	14S	31E	40.19	1	E-8313-1	12.50%	J. M. Zachary	BINION H CARR COMMISSIONER OF PUBLIC LANDS	0.00648320 0.12500000	0.86626

EXHIBIT "B"
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DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit		
27 State Tracts														
43	NW1/4SE1/4; E2NE1/4	22	14S	31E	120	3	Patented Land	12.50%	Malco Refineries, Inc.	WESTERN OIL PRODUCERS INC BINION H CARR WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD DOUGLAS FRIEDEL CELERO ENERGY II, LP FRIEDA T STUMHOFFER	0.00648320 0.00324160 0.00648320 0.00648320 0.01527750 0.00486280 0.00486280 0.00763875 0.03125000 0.02083330 0.13541625 0.00648320 0.01125000 0.01125000 0.01125000 0.01125000 0.02083330 0.02083340 0.05625000	OR OR OR OR OR OR OR OR RI OR OR OR OR OR OR RI RI RI OR	Celero Energy II, LP - 100.00%	2.39984
45	SW1/4	11	14S	31E	160	4	Patented Land	12.50%	Gulf Oil Corp	BINION H CARR WESTERN OIL PRODUCERS INC PATSY B CARR	0.00648320 0.00324160 0.00648320	OR OR OR	Celero Energy II, LP - 100.00%	1.96

EXHIBIT "B"
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DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit		
46	W2NE/4	22	14S	31E	80	1	Patented Land	12.50%	Since K. Lullock	CLARENCE W STUMHOFFER	OR	0.00648320	Celero Energy II, LP - 100.00%	1.63105
										CIRCLE RIDGE PRODUCTION	OR	0.02090250		
										KENNETH J REYNOLDS	OR	0.00486280		
										TANZA K BRUMFIELD	OR	0.00485280		
										S & S INC A NEW MEXICO CORP	RI	0.03125000		
										HAZEL Z HART TRUST	RI	0.01875000		
										LARRY W GILBERT	RI	0.00937500		
										JILL C JOHNSON	RI	0.00937500		
										SAWYER WARD	RI	0.00937500		
										SCHARBAUER ALSTON WARD	RI	0.00937500		
										DOUGLAS FRIEDEL	OR	0.01045125		
										CELERO ENERGY II, LP	OR	0.03135375		
										FREDA T STUMHOFFER	OR	0.00648320		
										RUTH ZIMMERMAN ESTATE TRUST	RI	0.03750000		
										BIRCH H CARR	OR	0.00648320		
47	NW1/4	11	14S	31E	160	4	Patented Land	12.50%	Gulf Oil Corp.	WESTERN OIL PRODUCERS INC	OR	0.00324160	Celero Energy II, LP - 100.00%	3.15759
										PATSY B CARR	OR	0.00648320		
										EDMUND T ANDERSON IV	OR	0.00316405		
										COLUMBINE II LTD PARTNERSHIP	OR	0.03125000		
										CLARENCE W STUMHOFFER	OR	0.00648320		
										CIRCLE RIDGE PRODUCTION	OR	0.01980484		
										KENNETH J REYNOLDS	OR	0.00486280		
										TANZA K BRUMFIELD	OR	0.00486280		
										DOUGLAS FRIEDEL	OR	0.0090242		
										MARY ANDERSON BOLL FAMILY TRUST	OR	0.00316405		
										ONEILL PROPERTIES LTD	OR	0.00210940		
										HERBERT A SAVAGE JR	OR	0.00210940		
										LYNNE TAYLOR	RI	0.03125000		
										HARVEY DALE TAYLOR	RI	0.03125000		
										LYNN MEDLIN	RI	0.02083330		
CELERO ENERGY II, LP	OR	0.03181667												
FREDA T STUMHOFFER	OR	0.00648320												
BILLY B MEDLIN	RI	0.02083330												
BUDDIE WELTON MEDLIN ESTATE	RI	0.02083340												
BIRCH H CARR	OR	0.00648320												
WESTERN OIL PRODUCERS INC	OR	0.00324160												
PATSY B CARR	OR	0.00648320												
JAMES S LEBACK	OR	0.05468800												

EXHIBIT "B"
SEVENTH REVISION
DRICKEY QUEEN SAND UNIT
CHAVES COUNTY, NEW MEXICO

Unit Tract Number	Description	Section	Township	Range	No. of Acres	No. of Wells	Lease and/or Assignment No.	Basic Royalty	Lessee of Record	Royalty & Overriding Royalty Owner and Amount	Working Interest Owner and Amount	Percent of Participation in Unit	
										CLARENCE W STUMHOFFER OR CIRCLE RIDGE PRODUCTION OR KENNETH J REYNOLDS OR TANZA K BRUMFIELD OR S & S INC A NEW MEXICO CORP RI HAZEL Z HART TRUST RI LAINE W GILBERT RI JILL C JOHNSON RI SAWYER WARD RI SCHARBAUER ALSTON WARD RI DOUGLAS FRIEDEL OR CELERO ENERGY II, LP OR FRIEDA T STUMHOFFER OR RUTH ZIMMERMAN ESTATE TRUST RI	0.00648320 OR 0.01953530 OR 0.00486280 OR 0.00486280 OR 0.03125000 RI 0.01875000 RI 0.00937500 RI 0.00937500 RI 0.00937500 RI 0.00937500 RI 0.00976765 OR 0.02930295 OR 0.00648320 OR 0.03750000 RI		
48	NW1/4NW1/4; S2NW1/4 Section 14; N1/2NE1/4 NW1/4NW1/4 & SE1/4NW1/4 Section 15	14 & 15	14S	31E	280	5	Patented Land	12.50%	Union Oil Co. of Calif.	BRION H CARR OR WESTERN OIL PRODUCERS INC OR PATSY B CARR OR CLARENCE W STUMHOFFER OR CIRCLE RIDGE PRODUCTION OR KENNETH J REYNOLDS OR TANZA K BRUMFIELD OR S & S INC A NEW MEXICO CORP RI HAZEL Z HART TRUST RI LAINE W GILBERT RI JILL C JOHNSON RI SAWYER WARD RI SCHARBAUER ALSTON WARD RI DOUGLAS FRIEDEL OR MAGNUS HUNTER PRODUCTION INC OR CELERO ENERGY II, LP OR FRIEDA T STUMHOFFER OR RUTH ZIMMERMAN ESTATE TRUST RI	0.00648320 OR 0.00324160 OR 0.00648320 OR 0.01953531 OR 0.00486280 OR 0.00486280 OR 0.03125000 RI 0.01875000 RI 0.00937500 RI 0.00937500 RI 0.00937500 RI 0.00976765 OR 0.05468750 OR 0.02930298 OR 0.00648320 OR 0.03750000 RI	Celero Energy II, LP - 100.00%	2.00145
49	NE1/4NW1/4	15	14S	31E	40	1	Patented Land	12.50%	Union Oil Co. of Calif.	BRION H CARR OR WESTERN OIL PRODUCERS INC OR PATSY B CARR OR CLARENCE W STUMHOFFER OR	0.00648320 OR 0.00324160 OR 0.00648320 OR 0.03750000 RI	Celero Energy II, LP - 100.00%	0.85585

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CHAVES COUNTY, NEW MEXICO													
50	S/2NE/4	15	14S	31E	80	2	Patented Land	12.50%	Union Oil Co. of Calif.	CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD S & S INC A NEW MEXICO CORP HAZEL Z HART TRUST LAINE W GILBERT JILL C JOHNSON SAWYER WARD SCHARBAUER ALSTON WARD DOUGLAS FRIEDEL MAGNUM HUNTER PRODUCTION INC CELERO ENERGY II, LP FRIEDA T STUMHOFFER RUTH ZIMMERMAN ESTATE TRUST	OR OR OR RI RI RI RI RI OR OR OR OR OR RI 0.01953531 0.00486280 0.00486280 0.03125000 0.01875000 0.00937500 0.00937500 0.00937500 0.00976765 0.05468750 0.02930298 0.00648320 0.03750000	Celero Energy II, LP - 100.00%	0.66084
51	NW/4NE/4; NE/4NW/4; N/2SW/4; SW/4SW/4	14	14S	31E	200	2	Patented Land	12.50%	Union Oil Co. of Calif.	BINION H CARR WESTERN OIL PRODUCERS INC PATSY B CARR CLARENCE W STUMHOFFER CIRCLE RIDGE PRODUCTION KENNETH J REYNOLDS TANZA K BRUMFIELD S & S INC A NEW MEXICO CORP HAZEL Z HART TRUST LAINE W GILBERT JILL C JOHNSON SAWYER WARD	OR OR OR OR OR OR OR RI RI RI RI RI RI 0.00648320 0.00324160 0.00648320 0.00648320 0.02090250 0.00486280 0.00486280 0.03125000 0.01875000 0.00937500 0.00937500 0.00976765 0.05468750 0.02930298 0.00648320 0.03750000	Celero Energy II, LP - 100.00%	0.64007

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										SCHARBAUER ALSTON WARD DOUGLAS FRIEDEL CELERO ENERGY II LP FRIEDA T STUMHOFFER RUTH ZIMMERMAN ESTATE TRUST	RI 0.00937500 OR 0.01045125 OR 0.03135375 OR 0.00648320 RI 0.03750000	
										TOTAL	0.00000000	