

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF CIMAREX ENERGY CO.
FOR A NON-STANDARD OIL SPACING AND
PRORATION UNIT AND FOR COMPULSORY
POOLING, LEA COUNTY, NEW MEXICO.

Case No. 14,085

AFFIDAVIT OF TIM LILLEY

COUNTY OF MIDLAND)
) ss.
STATE OF TEXAS)

Tim Lilley, being duly sworn upon his oath, deposes and states:

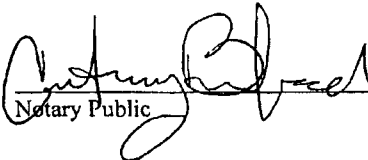
1. I am over the age of 18, and have personal knowledge of the matters stated herein.
2. I am a landman for Shaw Interests, Inc., which did the land work for Cimarex Energy Co. on this case.
3. Attached as Exhibit A is a list of the mineral interest and working interest owners in the E½ of Section 23, Township 15 South, Range 37 East, N.M.P.M., prepared from an examination of the Lea County records and other pertinent records. To the best of my knowledge, the addresses on the list are current and correct.



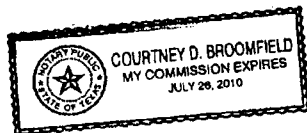
Tim Lilley

SUBSCRIBED AND SWORN TO before me this 1st day of April, 2008 by Tim Lilley.

My Commission Expires: 7-26-10



Notary Public



Oil Conservation Division
Case No. _____
Exhibit No. 5

DESCRIPTION: SE/4NE/4 & SE/4 of Section 23, Township 15 South, Range 37 East, N.M.P.M.

MINERAL OWNERSHIP

PROSPECT: Denton East

Name of Mineral Owners	Interest	Net Acres	Status and Comments
Pattee Royalty Association; Edward Pattee, A. H. Church, & T. J. Church, Trustees et al	.50	100.0	HBP @ OGL 59/182, dated 2-25-46, 1/8 royalty, 10 year term, covering E/2 Sec 23; E/2 NE/4, SW/4 NE/4, SE/4 SW/4 Sec.14, T-15-S, R-37-E, Lea County, NM. Lessee: W. L. Douthit
Neville G. Penrose & wife Doris Penrose et al	.50	100.0	HBP @ OGL 61/451, dated 6-13-46, 1/8 royalty, 10 year term, covering SE/4 NE/4 & SE/4 Sec. 23; SE/4 SW/4, W/2 SW/4 SE/4 Sec. 14, T-15-S, R-37-E, Lea County, NM. Lessee: Forest Oil Corporation
TOTALS FOR MINERAL OWNERSHIP	100%	200.0	

EXHIBIT

A

This Acreage is Subject to the Following Agreements (O/A's, Com. Agmts., Pooling, etc.):

Liens or Encumbrances:

Title Curative Required:

Additional Lands Covered by Lease(s):

DESCRIPTION: N/2NE/4 & SW/4NE/4 of Section 23, Township 15 South, Range 37 East, N.M.P.M.

MINERAL OWNERSHIP

PROSPECT: Denton East

Name of Mineral Owners	Interest	Net Acres	Status and Comments
Pattee Royalty Association; Edward Pattee, A. H. Church, & T. J. Church, Trustees et al	.50	60.0	HBP @ OGL 59/182, dated 2-25-46, 1/8 royalty, 10 year term, covering E/2 Sec 23; E/2NE/4, SW/4NE/4, SE/4SW/4 Sec.14, T-15-S, R-37-E, Lea County, NM. Lessee: W. L. Douthit
S. J. Iverson & Mrs. Majorie Iverson et al	.25	30.0	HBP @ OGL 61/451, dated 6-13-46, 1/8 royalty, 10 year term, covering N/2 NE/4, SW/4NE/4 Sec. 23; N/2SE/4, SE/4SE/4, E/2SW/4SE/4 Sec. 14, T-15-S, R-37-E, Lea County, NM. Lessee: Forest Oil Corporation
J. V. Terrill, a single person et al	.25	30.0	HBP @ OGL 61/451, dated 6-13-46, 1/8 royalty, 10 year term, covering N/2NE/4, SW/4NE/4 Sec. 23; N/2SE/4, SE/4SE/4, E/2SW/4SE/4 Sec. 14, T-15-S, R-37-E, Lea County, NM. Lessee: Forest Oil Corporation
TOTALS FOR MINERAL OWNERSHIP	100%		

This Acreage is Subject to the Following Agreements (O/A's, Com. Agmts., Pooling, etc.):**Liens or Encumbrances:****Title Curative Required:****Additional Lands Covered by Lease(s):**

DESCRIPTION: E/2 of Section 23, Township 15 South, Range 37 East, N.M.P.M.

LEASEHOLD OWNERSHIP

PROSPECT: Denton East

Interest Owners	Working Interest	Net Revenue Interest	Comments
Forest Oil Corporation 707 17 th Street, Suite 3600 Denver, Colorado 80202	25.0%	.21875	
Samson Resources Company Two West 2 nd Street, Suite 1800 Tulsa, OK 74103	25.0%	.216796876	
Chaparral Oil, L.L.C. 701 Cedar Lake Blvd. Oklahoma City, OK 73114	25.0%	.216796876	
Iris Goldston Ltd. P.O. Box 570365 Houston, Texas 77257-0365 Rodney Henckel, Executive VP 713-662-3103	6.25%	.053710938	
Mayfield I, Ltd. P.O. Box 570365 Houston, Texas 77257-0365 Rodney Henckel, Executive VP 713-662-3103	6.25%	.053710938	
Walter L. Goldston, as Trustee, under indenture dated 12-23-38, from J. C. Goldston & wife Betty Jean Goldston 202 Oil & Gas Building Houston, Texas (1951 Address)	4.16666667%	.035807293	
Megan Goldston, Trustee of the Megan Goldston Living Trust, Wells Fargo Bank, N.A., Agent Trust Oil & Gas 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	1.38888889%	.011935763	
Gold Struck Investments II, L.P. 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	1.38888889%	.011935763	
Allan Carlisle and Gloria Goldston King Revocable Trust u/a/d 6-23- 1999 800 Bering Drive, Suite 305 Houston, TX 77057	1.38888889%	.011935763	
Megan Goldston, Trustee of the Bill Goldston Family Trust, Wells Fargo Bank, N.A., Agent Trust Oil & Gas 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.462962963%	.003978588	
King Oil & Gas of Texas, Ltd. 5005 Riverway, Ste. 550 Houston, TX 77056	.462962963%	.003978588	
Gold Struck Investments I, L.P. c/o Wells Fargo Bank Texas, N.A., Trust Oil & Gas, 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.462962962%	.003978588	
W. J. Residuary Trust for Jerome Goldston, Wells Fargo Bank Texas, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	

W. J. Residuary Trust for Gwendolyn Carlisle King Kinney, Wells Fargo Bank Texas, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
W. J. Residuary Trust for Allan Goldston King, Wells Fargo Bank Texas, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
W. J. Residuary Trust for Duanne Hadley King, Wells Fargo Bank, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
W. J. Residuary Trust for David Russell King, Wells Fargo Bank, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
W. J. Residuary Trust for William Jerome King, Wells Fargo Bank, N.A., Trustee 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
Tomahawk Investments, L.P. c/o Wells Fargo Bank Texas, Trust Oil & Gas 750 East Mulberry Avenue, Ste. 310 San Antonio, Texas 78212	.396825396%	.003410218	
WORKING INTEREST TOTALS		0.8671875	
Royalty:		0.125	
Overriding Royalty: B. F. Turner		0.0078125	
TOTAL ROYALTY BURDENS		0.1328125	
ALL LEASEHOLD TOTALS	100%	1.0	

Rusty Smith/Tim Lilley/Dylan Tarter