

Sent to be by  
Rocky Waterbury at Fasken  
on 11-7-06

A.A.P.L. FORM 610-1982  
MODEL FORM OPERATING AGREEMENT



OPERATING AGREEMENT

DATED

February 17, 19 88,

OPERATOR Barbara Fasken

CONTRACT AREA West half (W/2) Section 31, T-19-S, R-14-E

LING Prospect

COUNTY OR PARISH OF Lea STATE OF New Mexico

COPYRIGHT 1982 — ALL RIGHTS RESERVED  
AMERICAN ASSOCIATION OF PETROLEUM  
LANDMEN, 2408 CONTINENTAL LIFE BUILDING,  
FORT WORTH, TEXAS, 76102, APPROVED FORM.  
A.A.P.L. NO. 610 • 1982 REVISED

Oil Conservation Division  
Case No. 5  
Exhibit No. 5

ARTICLE XVI.  
MISCELLANEOUS

This agreement shall be binding upon and shall inure to the benefit of the parties hereto and to their respective heirs, devisees, legal representatives, successors and assigns.

This instrument may be executed in any number of counterparts, each of which shall be considered an original for all purposes.

IN WITNESS WHEREOF, this agreement shall be effective as of 17 day of February, 19 88.

OPERATOR

Barbara Pasken  
Barbara Pasken by Norbert J. Dickman,  
General Manager

NON-OPERATORS

Texaco Producing Inc.

Union Oil Company of California

By: \_\_\_\_\_

By: John Hanun  
Attorney-in-Fact

Richard S. Brooks

R. C. Leonard

Robert H. Angevine

James B. Henry



EXHIBIT "A"

Attached to and a made part of Operating Agreement dated February 17, 1988, by and between Barbara Fasken, Operator, and Union Oil Company of California, Non-Operator.

A. LANDS SUBJECT TO THIS AGREEMENT:

The West half (W/2) of Section 31, T-19-S, R-34-E, Lea County, New Mexico, containing 324.16 acres, more or less.

B. WORKING INTERESTS OF THE PARTIES:

<u>PARTY</u>	<u>INTEREST</u>
Barbara Fasken	.8327739
Union Oil Company of California	.0616980
Texaco Producing Inc.	.0616980
Richard S. Brooks	.0175321
Robert H. Angevine	.0087660
R. C. Leonard	.0087660
James B. Henry	.0087660
	<u>1.0000000</u>

C. OIL AND GAS LEASES SUBJECT TO THIS AGREEMENT:

Leases subject to this agreement are described on Exhibit "A-1" attached hereto.

D. ADDRESSES OF PARTIES:

Barbara Fasken 303 West Wall Ave., Suite 1900 Midland, TX 79701-5116	915/687-1777
Union Oil Company of California P.O. Box 671 Midland, TX 79702	915/682-9731
Texaco Producing Inc. P. O. Box 3109 Midland, TX 79702	915/688-4100
Richard S. Brooks 303 West Wall Ave., Suite 608 Midland, TX 79701	915/682-5285
Robert H. Angevine 303 West Wall Ave., Suite 1900 Midland, TX 79701-5116	915/687-1777
R. C. Leonard 303 West Wall Ave., Suite 907 Midland, TX 79701	915/682-1193
James B. Henry 414 West Texas, Suite 208 Midland, TX 79701	915/686-1832

EXHIBIT "A-1"

SCHEDULE OF LEASES SUBJECT TO AGREEMENT

Attached to and made a part of that certain Operating Agreement dated February 17, 1988, by and between Barbara Fasken, Operator; and Union Oil Company of California, Non-Operators.

1. Lease Date: January 1, 1973  
Lessor: United States of America (NM-14496)  
Lessee: T. David Ling  
Recording Data: Volume 281, Page 547  
Description: Lots 1, 2, 3, 4, E/2, SE/4 NW/4, E/2 SW/4 Section 31, T-19-S, R-34-E, Lea County, New Mexico, containing 604.16 acres, more or less.
2. Lease Date: October 1, 1969  
Lessor: United States of America (NM-10474)  
Lessee: Arthur N. Rupe  
Recording Data: Not recorded in County Records  
Description: NE/4 NW/4 Section 31, T-19-S, R-34-E, Lea County, New Mexico, among other lands in T-19-S, R-34-E.