

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

IN THE MATTER OF THE APPLICATION OF
TEXACO EXPLORATION AND PRODUCTION, INC.
FOR COMPULSORY POOLING, AN UNORTHODOX
GAS WELL LOCATION AND NON-STANDARD
SPACING AND PRORATION UNITS,
EDDY COUNTY, NEW MEXICO

CASE NO. 12051

AND


IN THE MATTER OF THE APPLICATION OF
MATADOR PETROLEUM CORPORATION FOR AN
UNORTHODOX GAS WELL LOCATION AND TO
AMEND ORDER R-10872-B TO APPROVE A
STANDARD 600.0-1 ACRE GAS PRORATION AND
SPACING UNIT, EDDY COUNTY, NEW MEXICO

CASE NO. 12034

ENTRY OF APPEARANCE

COMES NOW Losee, Carson, Haas & Carroll, P. A. (Ernest L. Carroll) and hereby enters its
appearance on behalf of Penwell Energy, Inc. in the captioned causes of action, thereby requesting
notice of all hearings and copies of all pleadings filed.

LOSEE, CARSON, HAAS & CARROLL, P.A.

By: 
Ernest L. Carroll
P.O. Box 1720
Artesia, NM 88211-1720
(505)746-3505

Attorneys for Penwell Energy, Inc.

I hereby certify that I caused a true and
correct copy of the foregoing pleading to be
faxed to counsel of record this October 30, 1998.



Ernest L. Carroll

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PREHEARING STATEMENT

This prehearing statement is submitted by PENWELL ENERGY, INC. as required by the Oil Conservation Division.

APPEARANCES OF PARTIES

APPLICANT

Texaco Exploration and Production, Inc.
and Matador Petroleum Corporation

ATTORNEY

William F. Carr
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P. O. Box 2208
Santa Fe, NM 87504-2208
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PARTY IN INTEREST

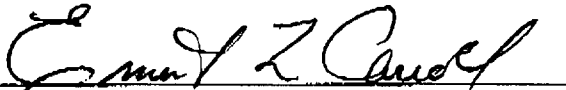
Penwell Energy, Inc.

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STATEMENT OF CASE

It is Penwell's position that it will not oppose either location and will let the matter be decided by the OCD on the basis of the testimony presented due to the fact that the parties have represented that they will not oppose a similar unorthodox location to be drilled on Penwell's acreage.

LOSEE, CARSON, HAAS & CARROLL, P.A.

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