PROPOSED NORTH TEXAS HILL UNIT EDDY COUNTY, NEW MEXICO

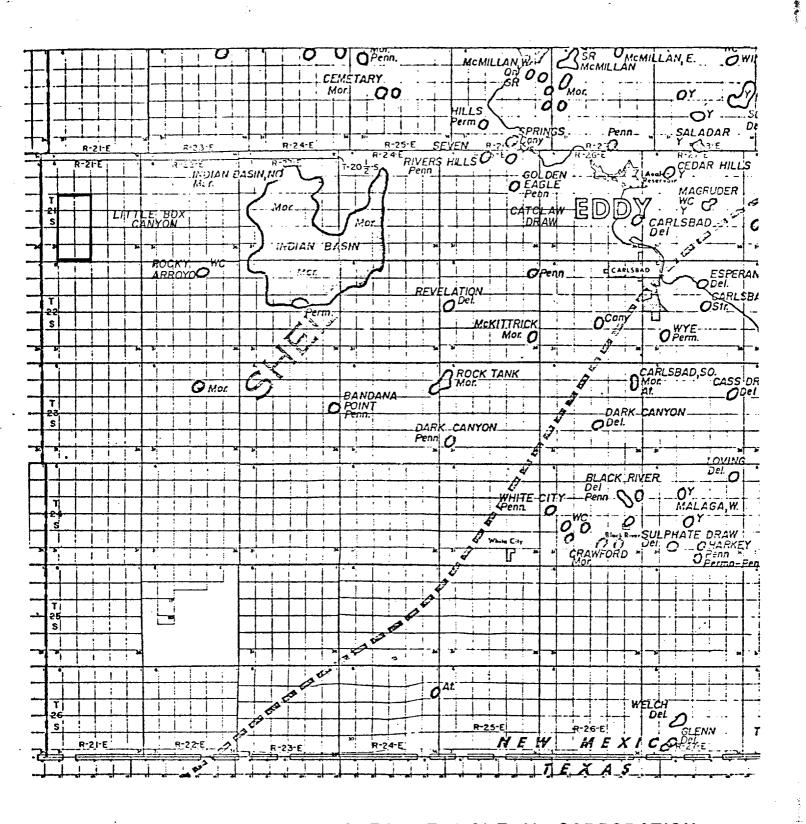
YATES PETROLEUM CORPORATION

ARTESIA, NEW MEXICO

Yates 4

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EXHIBIT NO. I

REGIONAL INDEX MAP

NORTH TEXAS HILL UNIT

EDDY COUNTY, NEW MEXICO

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YATES PETROLEUM CORPORATION

EXHIBIT NO. 2

LAND PLAT

NORTH TEXAS HILL UNIT

EDDY COUNTY, NEW MEXICO



S. P. YATES
PRESIDENT

MARTIN YATES, III
VICE PRESIDENT

JOHN A. YATES
VICE PRESIDENT

B. W. HARPER
SEC. - TREAS.

GEOLOGICAL REPORT PROPOSED NORTH TEXAS HILL UNIT EDDY COUNTY, NEW MEXICO

PURPOSE

The purpose of this report is to briefly summarize the geological reasons for forming an eight section Federal Unit. Development of the unit will begin with the re-entry of the Mallard-No. 1 Federal "21", Sec. 21-T21S-R21E and drilling it approximately 2000' deeper to a depth of 8200 feet which will test 200 feet of Upper Mississippian Limestone.

LOCATION AND LAND

The propose North Texas Hill Unit is 36 miles west of Carlsbad, New Mexico and immediately southwest of the Little Box Canyon Gas Field (Exhibit No. 1). It has a semi-arid climate with drainage to the east and northeast. The area is accessible by county and lease-ranch roads.

The proposed unit contains eight sections. It includes Sections 16, 17, 20, 21, 28, 29, 32 and 33 in T21S, R22E (Exhibit No. 1 and 2).

GENERAL GEOLOGICAL DISCUSSION

The North Texas Hill Unit is located on the Northwestern Shelf of the greater Permian Basin of West Texas
and Southeastern New Mexico. Approximately 7600 feet
of Permian and Pennsylvanian sedimentary rocks are
present and will be tested. A wildcat well drilled to
a depth of 8200 feet will penetrate the principally
prospective Lower Pennsylvanian Morrow Series and bottom
in the Mississippian Limestone. Expected tops are as
follows:

San Andres	Surface
Glorieta	825 (?)
Abo	3122
Wolfcamp	4144
Cisco	5440
Lower Canyon	6269
Strawn	6505
Atoka	6919
Morrow Clastics	7272
Chester	7590
Mississippian	7740

Exhibit No. 3 shows the structural configuration of the proposed North Texas Hill Unit and surrounding area. The Huapache Fault Zone cuts across the southwest corner of the unit. Structural contours are drawn on top of the Morrow Clastics on the down thrown block and they are drawn on top of the Abo Formation on the up thrown block. Lower Pennsylvanian rocks are not present on the up thrown block this far north. In the proposed North Texas Hill Unit, a structural closure exists with the -2400 contour cutting each of the sections included in the unit.

Morrow Clastics. Secondary objectives include Atoka,
Strawn, Canyon, Cisco and Lower Abo-Upper Wolfcamp.
All of these horizons are productive in the surrounding
area except the Basal Abo. Morrow production has been
established in the Little Box Canyon Field to the northeast, in the Rocky Arroyo Field to the southeast
(Exhibit No. 1) and other scattered production as seen
on Exhibit No. 3.

Production from Atoka and Strawn sands is present in the area but are sporadic and lack continuity.

Wolfcamp, Ciso and Canyon carbonate reservoirs produce in the Little Box Canyon and Rocky Arroyo areas. These reservoirs are in carbonate buildups along the shelf margin with one exception, the Yates - No. 2 Huber "IA", Section 15 in T21S, R21E, which produces from a thin shelf carbonate.

All production in the area is primarily caused by stratigraphic trapping, including the Morrow Clastics,

the primary objective. The stratigraphy of the Morrow Clastics in the proposed unit is similar to that of the Little Box Canyon Area. On Exhibit No. 3 the dashed contours represent isolith contours of total sand in the Upper Morrow Clastics. The interval which has been isolithed is shown on the Stratigraphic Cross Section AA' (Exhibit No. 4). These isolith contours represent the areal extent of a complex shoreline strike sand deposit (beach-bar sands) which can be traced from CatClaw Draw (see Exhibt No. 1) to Little Box Canyon and through the North Texas Hill Unit. Exhibit No. 4 shows some of the key wells with good sand development in this Upper Morrow interval. Moving west along A' to A on Exhibits 3 and 4 structure is regionally up dip. Moving from well to well in the same direction along A' to A wells alternate from producing wells to water wet wells in the Upper Morrow until the Yates - No. 2 - Huber "IA", Section 15, in T21S, R21E. The last two wells on the west are within the unit. Both of these wells, the Mallard - No. 1 - Federal "21" and the Pennzoil - No. 1 - Federal "28" are up dip from the Yates - No. 2 - Huber "IA" which has an excellent sand in the Upper Morrow with good reservoirs qualities but drill stem tested water. The Mallard - No. 1 - Federal "21" is substantially up dip. It was only drilled to 6200 feet and did not penetrate the The location of the Mallard - No. 1 - Federal "21" Morrow.

is in optimum position for penetrating this high quality reservoir. A sand at this same level was penetrated in Pennzoil - No. 1 - Federal "28" which is probably not reservoir connected to the Huber "IA" well but is also highly prospective in this interval and will be discussed in detail later.

An upper interval is also shown on Exhibit No. 4. This section is the Basal Abo and Upper Wolfcamp. A reef facies is present in the Yates - No. 1-Y - Hilliard "BF" Federal. In the other wells on the cross section this interval is a shelf facies. The wells of major significance are the last three wells on the west. These three wells show porosity streaks in the Lower Abo and Upper Wolfcamp. This interval does not produce in the immediate area but does farther north. The Yates - No. 2 - Huber "IA", Section 15 in T21S, R21E, was perforated in this interval and treated. After the load was recovered, additional swab testing produced a very small show of gas and condensate with fluid level at 1500 feet. This same interval in the Mallard - No. 1 - Federal "21", Section 21 in T21S, R21E, is 196 feet structurally higher, and from the mud log this interval had drilling breaks, gas kicks, sample porosity and oil fluorescence with cut. There is also fair to good porosity on the CNL-FDC log (Exhibit No. 4) where these shows occurred. This well was plugged and abandoned with these shows not tested. The Pennzoil - No. 1 - Federal "28", Section 28 in T21S, R21E is 147 feet highter than the Mallard - No. 1 - Federal "21" at the Basal Abo level and on the BHC log has very good porosity in the interval. This zone was not tested before the Federal "28" was plugged and abandoned. Both of these wells have very good potential to produce oil and gas from the Basal Abo.

Exhibit No. 5 shows portions of the Pennzoil - No.

1 - Federal "28" which have high possibility to be

productive gas zones which have not been tested. The

bottom zone is a thin porosity zone in the Mississippian

Limestone. Very few wells produce from the Mississippian

on the Northwestern shelf. On the structural closure

in the North Texas Hill Unit the Mississippian Limestone

is a very viable objective.

The Morrow zone shown on the Federal "28" on

Exhibit No. 5 is the same Upper Morrow sand described

previously. Morrow sands at this level in other wells

have tremendous permeability and an example of this is

displayed on Exhibt No. 5 beside the Morrow in the Federal

"28" in the Yates - No. 1-Y - Hiliard "BF" Federal. Both

of these wells have a low Rt on their respective electric

logs (both below 20 ohms). The Federal "28" shows separation

on the Minilog (Micro-Ill) and the Hilliard "BF" shows

separation between the Rxo and LLS on the DLL-Micro SFL log.

This separation on both logs indicate filter cake build up

in the bore hole. This filter cake is also seen on the

Caliper log in both wells by hole rugossity. Filter cake indicates fluid lose into the formation. In the Hilliard "BF" this drilling fluid invasion flushed back into the formation far enough to effect the LLD reading and indicate a false Rt. From log calculation this sand should have been water wet but the sand was perforated and has produced over one billion cubic feet of gas and still steadily produces three million cubic feet of gas/day. The similarity of the Federal "28" and Federal "21", the structural position of the Federal "28", and the lack of interest in Morrow gas production when the Federal "28" was drilled indicates that this Upper Morrow sand in the Federal "28" could be a by passed prolific gas producing zone.

The Upper zone shown on Exhibit No. 5 of the Federal "28" is a carbonate zone of Canyon (NMOCC Strawn) age which has very good porosity, minilog separation and good Sw calculations. The bottom portion of this zone was drill stem tested with a recovery of 164 feet of slightly gas cut mud and shut in pressures of 1922 psi and 2103 psi. On Exhibit No. 5 across from this zone are the logs from the Yates - Griffin "JJ" Com #1 (formerly operated by AMOCO). Yates took over operations on this well when AMOCO planned to plug and abandon it. The interval shown is Upper Pennsylvanian in age and has porosity development in a carbonate zone. The drill stem test of this interval is very similiar to the Federal "28", it recovered GTS TSTM,

200 feet mud with shut in pressures of 1889 psi and 2003 psi. Yates perforated the Griffin as shown and completed the well for one million cubic feet of gas/day. The Federal "28" in this zone of discussion has as much potential as the Griffin because of its' structural position.

SUMMARY AND CONCLUSION

A structure and isolith map was constructed from subsurface data available from the North Texas Hill area. The structure map shows a closure exists which is within the unit area with the -2400 contour cutting each of the sections in the proposed unit. Two wells have been drilled on the unit, the Mallard - No. 1 - Federal "21" and the Pennzoil - No. 1 - Federal "28". The Federal "21" did not drill deep enough to penetrate the Morrow Clastics, the primary objective in the area and did not test other shows which were penetrated. The Federal "28" penetrated the Morrow but did not adequately test reservoir quality rocks and still has a high potential of being a producing well. Reservoir potential in the rest of the unit is very high with high quality reservoirs in the Lower Pennsylvanian Secondary objectives exist in shelf carbonate in the Basal Abo, Cisco, Canyon, and Strawn horizons. With the reservoir potential in the North Texas Hill Unit present and a favorable structural position demonstrated,

the unit has the potential of being a very prolific gas producing area.

In conclusion the eight sections, as outlined, appear to be properly located by geologic reasons that give cause and justification for the formation of the North Texas Hill Unit.