

NEW MEXICO
OIL CONSERVATION DIVISION

EXHIBIT 3
CASE NO. 10761 / 10762

QUERECHO PLAINS BONE SPRING SAND UNIT
LEA COUNTY, NEW MEXICO
WORKING INTEREST PARTICIPATION FACTORS

WORKING INTEREST OWNER	REMAINING PRODUCTION	ULTIMATE PRODUCTION	APPROVED
1 ABBY CORP	0.00208735	0.00144167	0.00144167
1 ANADARKO PRODUCTION	0.05403597	0.07301728	0.07301728
1 HEAD, DEBRA JOHNSON	0.00077188	0.00053312	0.00053312
1 HILLSIDE SYNDICATE	0.00745560	0.00563903	0.00563903
1 HOPSON, DEMAR JOHNSON	0.00077188	0.00053312	0.00053312
1 HUFF, JACK	0.00097163	0.00272838	0.00272838
1 JOHNSON, F. KIRK III	0.00042454	0.00029322	0.00029322
1 JOYRAN CORP	0.07455596	0.05639032	0.05639032
1 L.O.G. PARTNERS	0.00125241	0.00086500	0.00086500
1 MCREYNOLDS, ANN H. JOHNSON	0.00034735	0.00023990	0.00023990
1 MEWBOURNE, CURTIS W.	0.30919819	0.38673384	0.38673384
1 MEWBOURNE OIL CO.	0.27734815	0.20977199	0.20977199
1 MURJO OIL AND ROYALTY	0.00231565	0.00159935	0.00159935
1 OXY USA INC	0.05403597	0.07301728	0.07301728
1 PETRO-ATLAS	0.00475567	0.00589269	0.00589269
1 SANTE FE ENERGY	0.13821863	0.12744318	0.12744318
1 STUMHOFFER, CLARENCE	0.00000000	0.00000000	0.00000000
1 VENTURE RESOURCES 1986GP	0.06710036	0.05075129	0.05075129
1 WALKER, DANIEL	0.00435283	0.00310936	0.00310936
	1.00000000	1.00000000	1.00000000

1 deficit approved

ARTICLE 19

EXECUTION

19.1 Original, Counterpart, or Other Instrument. An owner of a Working Interest may become a party to this agreement by signing the original of this instrument, a counterpart thereof, of other instrument agreeing to become a party hereto. The signing of any such instrument shall have the same effect as if all parties had signed the same instrument.

IN WITNESS WHEREOF, the parties hereto have executed this agreement on the dates opposite their respective signatures.

Attest by Secretary, with Corporate Seal, if a Corporation, or Witness, if an Individual

UNIT OPERATOR

OPERATOR:

DATE: 1/6/93

MEWBOURNE OIL COMPANY

ATTEST:

Reynold Simpson

By: *James Allen Brinson*

WORKING INTEREST OWNERS

DATE: 3/2/93

ABBY CORP.

ATTEST:

Spert H. Harris

By: *Spert A Harris*

DATE: _____

ANADARKO PETROLEUM CORPORATION

ATTEST:

By: _____

STATE OF COLOMADO § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF MESA §

The foregoing instrument was acknowledged before me this 2nd
day of March, 1993, by Scott A. Harris, for
ABBY CORPORATION, a New Mexico Corporation.

Doris S Van Loan
Notary Public

My Commission Expires: 4/23/94

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

ARTICLE 22

SUCCESSORS AND ASSIGNS

This Agreement shall extend to, be binding upon, and inure to the benefit of the parties hereto and their respective heirs, devisees, legal representatives, successors, and assigns, and shall constitute a covenant running with the lands, leases, and interests covered hereby.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the dates opposite their respective signatures.

Attest by Secretary, with Corporate Seal, if a Corporation, or Witness, if an Individual

UNIT OPERATOR

OPERATOR:

MEWBOURNE OIL COMPANY

DATE: 1/6/93

ATTEST: [Signature]

By: [Signature]

WORKING INTEREST OWNERS

ABBY CORP.

DATE: 3/2/93

ATTEST: [Signature]

By: [Signature]

ANADARKO PETROLEUM CORPORATION

DATE: _____

ATTEST: _____

By: _____

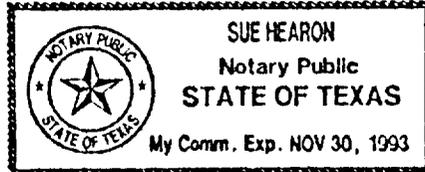
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF COLORADO § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF MESA §

The foregoing instrument was acknowledged before me this 2nd day of March, 1993, by Scott A. Harris, for ABBY CORPORATION, a New Mexico Corporation.

Doris Van Loan
Notary Public

My Commission Expires: 4/23/94

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

WORKING INTEREST OWNERS

DATE: 3/2/93

ABBY CORP.

ATTEST:

Scott A. Harris

By: Scott A. Harris

DATE: _____

ANADARKO PETROLEUM CORPORATION

ATTEST:

By: _____

DATE: _____

LARRY ARNOLD

WITNESS:

By: _____

DATE: _____

KENNETH BARBE, JR.

WITNESS:

By: _____

DATE: _____

BEARING SERVICE & SUPPLY COMPANY,
INC.

ATTEST:

By: _____

DATE: _____

TANZA BRUMFIELD

WITNESS:

By: _____

DATE: _____

LEWIS BURLESON

WITNESS:

By: _____

ROYALTY OWNERS

<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

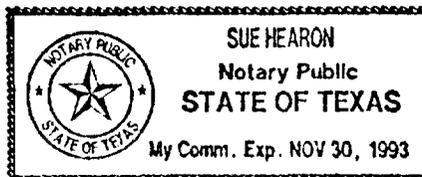
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF COLORADO § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF MESA §

The foregoing instrument was acknowledged before me this 2nd day of March, 1993, by SCOTT A. HARRIS, for ABBY CORPORATION, a NEW MEXICO Corporation.

Doris A. Van Loan
Notary Public

My Commission Expires: 4/23/94

ARTICLE 19

EXECUTION

19.1 Original, Counterpart, or Other Instrument. An owner of a Working Interest may become a party to this agreement by signing the original of this instrument, a counterpart thereof, of other instrument agreeing to become a party hereto. The signing of any such instrument shall have the same effect as if all parties had signed the same instrument.

IN WITNESS WHEREOF, the parties hereto have executed this agreement on the dates opposite their respective signatures.

Attest by Secretary, with Corporate Seal, if a Corporation, or Witness, if an Individual

UNIT OPERATOR

OPERATOR:

MEWBOURNE OIL COMPANY

DATE: 1/6/93

ATTEST: *Raymond Thompson*

By: *James Allen Benson*

WORKING INTEREST OWNERS

DATE: _____

ABBY CORP.

ATTEST: _____

By: _____

DATE: June 25, 1993

ANADARKO PETROLEUM CORPORATION

ATTEST: *[Signature]*

By: *[Signature]*

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

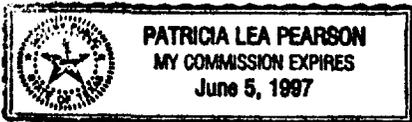
The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF Harris §

The foregoing instrument was acknowledged before me this 25th day of June, 1993, by Rex Alman, for Anadarko Petroleum Corporation, a Delaware Corporation.



Patricia Lea Pearson
Notary Public

My Commission Expires: 6/5/97

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

ARTICLE 22

SUCCESSORS AND ASSIGNS

This Agreement shall extend to, be binding upon, and inure to the benefit of the parties hereto and their respective heirs, devisees, legal representatives, successors, and assigns, and shall constitute a covenant running with the lands, leases, and interests covered hereby.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the dates opposite their respective signatures.

Attest by Secretary, with Corporate Seal, if a Corporation, or Witness, if an Individual

UNIT OPERATOR

OPERATOR:

DATE: 1/6/93

MEWBOURNE OIL COMPANY

ATTEST: *Raymond Thompson*

BY: *James Allen Brinson*

WORKING INTEREST OWNERS

DATE: _____

ABBY CORP.

ATTEST: _____

By: _____

DATE: June 25, 1993

ANADARKO PETROLEUM CORPORATION

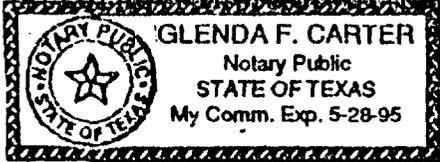
ATTEST: *John Paul*

By: *[Signature]*

STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as ~~Attorney-in-Fact of~~ Newbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____ a _____ Corporation.

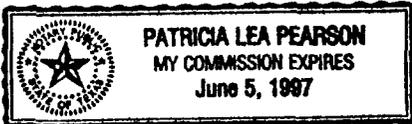
Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF Harris §

The foregoing instrument was acknowledged before me this 25th day of June, 1993, by Rex Alman, for Quadrant Petroleum Corporation, a Delaware Corporation.



Patricia Lea Pearson
Notary Public

My Commission Expires: 6/5/97

WORKING INTEREST OWNERS

DATE: _____

ABBY CORP.

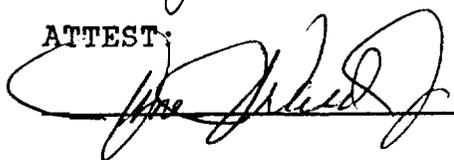
ATTEST: _____

By: _____

DATE: June 25, 1993

ANADARKO PETROLEUM CORPORATION

ATTEST: _____



By: _____

DATE: _____

LARRY ARNOLD

WITNESS: _____

By: _____

DATE: _____

KENNETH BARBE, JR.

WITNESS: _____

By: _____

DATE: _____

BEARING SERVICE & SUPPLY COMPANY,
INC.

ATTEST: _____

By: _____

DATE: _____

TANZA BRUMFIELD

WITNESS: _____

By: _____

DATE: _____

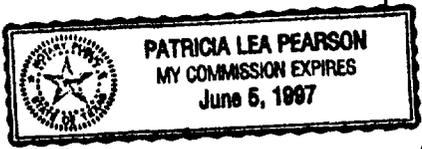
LEWIS BURLESON

WITNESS: _____

By: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF Harris §

The foregoing instrument was acknowledged before me this 25th
day of June, 1993, by Ray Alman, for
Quadraco Petroleum Corporation, a Delaware Corporation.



Patricia Lea Pearson
Notary Public

My Commission Expires: 6/5/97

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

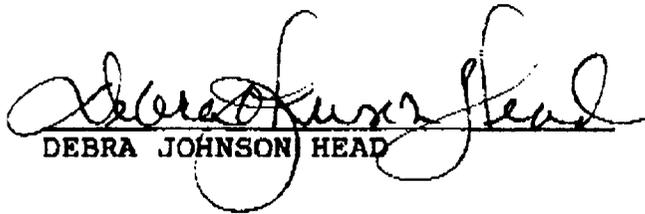
My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____


DEBRA JOHNSON HEAD


WITNESS


DEMAR JOHNSON HOPSON


WITNESS

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

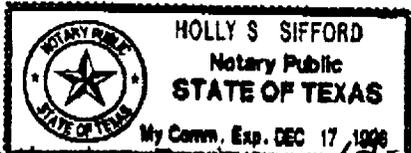
The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF PARKER §

The foregoing instrument was acknowledged before me this 28th day of JUNE, 1993, by DEBRA JOHNSON HEAD.

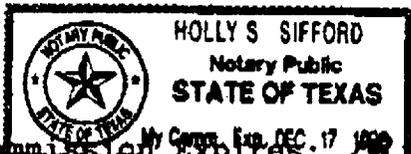


Holly S. Sifford
Notary Public

My Commission Expires: 12-17-96

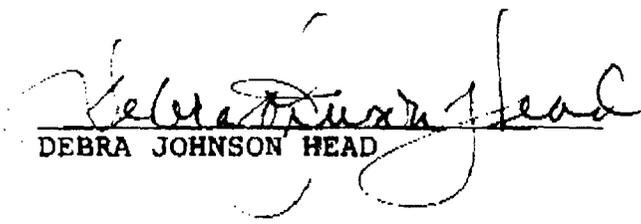
STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF LAMPASAS §

The foregoing instrument was acknowledged before me this 27th day of JUNE, 1993, by DEMAR JOHNSON HOPSON.

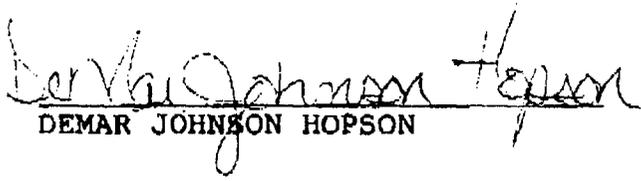


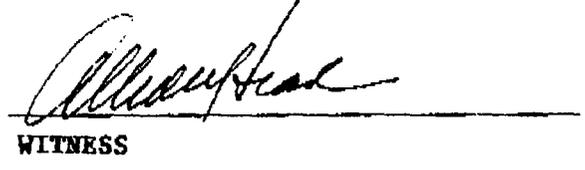
Holly S. Sifford
Notary Public

My Commission Expires: 12-17-96


DEBRA JOHNSON HEAD


WITNESS


DEMAR JOHNSON HOPSON


WITNESS

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____, for _____ a _____ Corporation.

Notary Public

My Commission Expires:_____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____, for _____ a _____ Corporation.

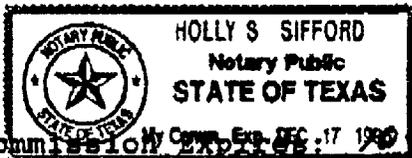
Notary Public

My Commission Expires:_____

STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF PARKER §

The foregoing instrument was acknowledged before me this 28th day of JUNE, 1993, by DEBRA JOHNSON HEAD.



Holly S. Sifford
Notary Public

My Commission Expires DEC 17 1996 17-96

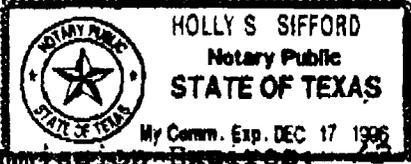
STATE OF TEXAS

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF LAMPASAS

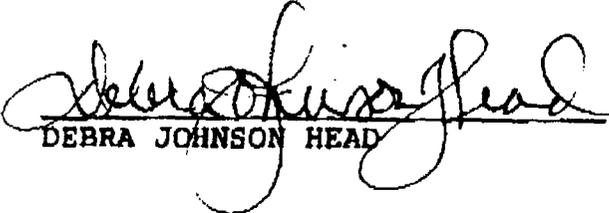
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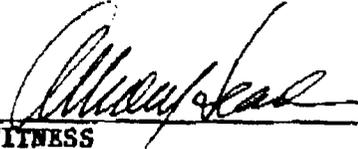
The foregoing instrument was acknowledged before me this 27th day of JUNE, 1993, by DEMAR JOHNSON HOPSON.

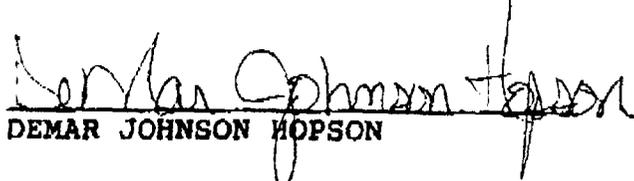


Holly S. Sifford
Notary Public

My Commission Expires 12-17-96


DEBRA JOHNSON HEAD

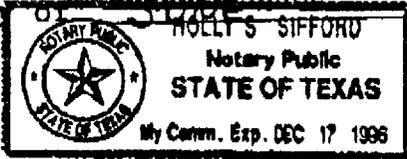

WITNESS


DEMAR JOHNSON HOPSON


WITNESS

STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF PARKER §

The foregoing instrument was acknowledged before me this 28th
day of JULY, 1993, by DEBRA JOHANSON HEAD.

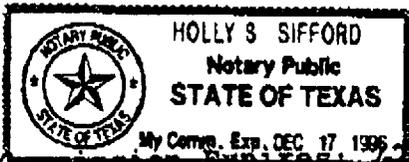


Holly S. Sifford
Notary Public

My Commission Expires: 12-17-96

STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF CAMPASAS §

The foregoing instrument was acknowledged before me this 27th
day of JUNE, 1993, by DEMAR JOHANSON HOPSON.



Holly S. Sifford
Notary Public

My Commission Expires: 12-17-96

DATE: 2/16/93

ATTEST: Witness
Jeanette Garafala

DATE: _____

WITNESS:

DATE: _____

WITNESS:

DATE: 2/16/93

ATTEST: Witness
Jeanette Garafala

DATE: _____

WITNESS:

DATE: _____

WITNESS:

DATE: _____

ATTEST:

HILLSIDE SYNDICATE

By: Walter Conner
JACK HUFF

By: _____

FRANCES N. JOHNSON

By: _____

JOYRAN CORP.

By: Walter Conner
HAROLD KIOUS

By: _____

DONALD M. KUTZ

By: _____

L.O.G. PARTNERS

By: _____

STATE OF New York § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran, for Jayman Corporation, a Pennsylvania Corporation.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF New York § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran for Hillside Syndicate

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

DATE: 1/16/93

ATTEST: Witness

Jeanette Garafalo

DATE: _____

WITNESS: _____

DATE: _____

WITNESS: _____

DATE: 2/16/93

ATTEST:

Jeanette Garafalo

DATE: _____

WITNESS: _____

DATE: _____

WITNESS: _____

DATE: _____

ATTEST: _____

HILLSIDE SYNDICATE

By: Walter C. ...
JACK HUFF

By: _____

FRANCES N. JOHNSON

By: _____

JOYRAN CORP.

By: Walter C. ...
HAROLD KIOUS

By: _____

DONALD M. KUTZ

By: _____

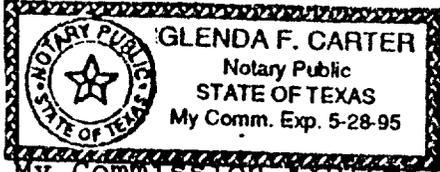
L.O.G. PARTNERS

By: _____

STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

STATE OF New York § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran, for Joyan Corporation, a Pennsylvania Corporation.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF New York

§

(ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York

§

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran for Hillside Syndicate

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF New York

§

(ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York

§

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran for Venture Resources 1986 S.B.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

DATE: _____

HEYNE INVESTMENTS, INC.

ATTEST:

By: _____

DATE: _____

CHARLES W. & MARGIE HICKS, TRUSTEES
OF THE HICKS LIVING TRUST U/A

ATTEST:

By: _____

By: _____

DATE: 2/16/53

HILLSIDE SYNDICATE

ATTEST: *Witness*

Jeannette Garafalo

By: *Walter Conrad*

DATE: _____

JACK HUFF

WITNESS:

By: _____

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: 2/16/53

JOYRAN CORP.

ATTEST:

Jeannette Garafalo

By: *Walter Conrad*

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

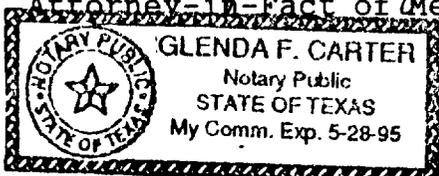
ROYALTY OWNERS

<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Newbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

STATE OF New York § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran, for Jayson Corporation, a Pennsylvania Corporation.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____ a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF New York § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran per. Hillside Syndicate.

Jeanette Garafola

Notary Public

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

My Commission Expires: 8-31-94

STATE OF New York § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran per. Venture Resources 1986 G.P.

Jeanette Garafola

Notary Public

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

My Commission Expires: 8-31-94

DATE: _____

HILLSIDE SYNDICATE

ATTEST:

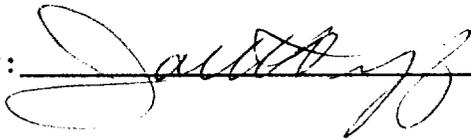
By: _____

DATE: 2-11-93

JACK HUFF

WITNESS:

Melissa Edwards

By: 

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: _____

JOYRAN CORP.

ATTEST:

By: _____

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

DATE: _____

DONALD M. KUTZ

WITNESS:

By: _____

DATE: _____

L.O.G. PARTNERS

ATTEST:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

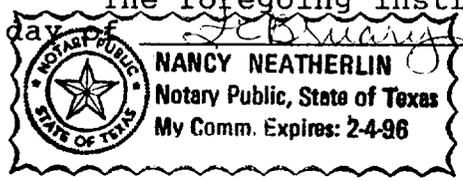
The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Midland §

The foregoing instrument was acknowledged before me this 11th day of February, 1993, by Jack Huff.



Nancy Neatherlin
Notary Public

My Commission Expires: 2-4-96

DATE: _____

HILLSIDE SYNDICATE

ATTEST:

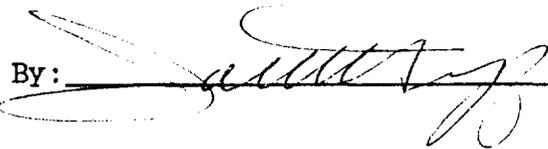
By: _____

DATE: 2-11-93

JACK HUFF

WITNESS:

Melissa Edwards

By: 

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: _____

JOYRAN CORP.

ATTEST:

By: _____

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

DATE: _____

DONALD M. KUTZ

WITNESS:

By: _____

DATE: _____

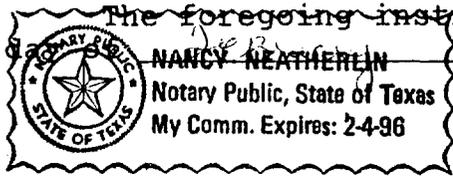
L.O.G. PARTNERS

ATTEST:

By: _____

STATE OF Texas
COUNTY OF Midland

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)
§



The foregoing instrument was acknowledged before me this 11th
11th, 1993, by Jack Huff.

Nancy Weatherlin
Notary Public

My Commission Expires: _____

STATE OF _____
COUNTY OF _____

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)
§

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

HEYNE INVESTMENTS, INC.

ATTEST:

By: _____

DATE: _____

CHARLES W. & MARGIE HICKS, TRUSTEES
OF THE HICKS LIVING TRUST U/A

ATTEST:

By: _____

By: _____

DATE: _____

HILLSIDE SYNDICATE

ATTEST:

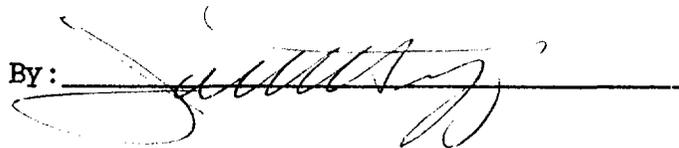
By: _____

DATE: 2-11-93

JACK HUFF

WITNESS:

Melissa Edwards

By: 

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: _____

JOYRAN CORP.

ATTEST:

By: _____

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

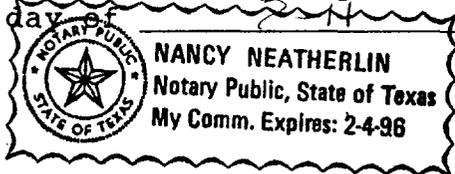
The foregoing instrument was acknowledged before me this ___
day of _____, 19___, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Midland §

The foregoing instrument was acknowledged before me this ___
day of 2-4, 1992, by _____.



Nancy Neatherlin
Notary Public

My Commission Expires: 2-4-96

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___
day of _____, 19___, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

DeMAR JOHNSON HOPSON

WITNESS:

By: _____

DATE: June 23, 1993

DEBRA JOHNSON HEAD

WITNESS:

By: _____

DATE: 6/24/93

F. KIRK JOHNSON, III

WITNESS:

[Handwritten signature]

By: *[Handwritten signature]*

DATE: _____

ANN H. JOHNSON McREYNOLDS, Managing
Conservator for F. Kirk Johnson, IV
and Marsland Holt Johnson

WITNESS:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

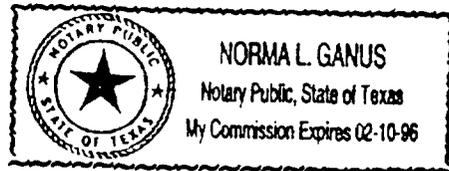
My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Taylor §

The foregoing instrument was acknowledged before me this 28th day of June, 1993, by Norma L. Ganus.

Norma L. Ganus
Notary Public

My Commission Expires: 2-10-96



DATE: _____

HILLSIDE SYNDICATE

ATTEST:

By: _____

DATE: _____

JACK HUFF

WITNESS:

By: _____

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: _____

JOYRAN CORP.

ATTEST:

By: _____

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

DATE: _____

DONALD M. KUTZ

WITNESS:

By: _____

DATE: 4 March 1993

L.O.G. PARTNERS

ATTEST:

By:  _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

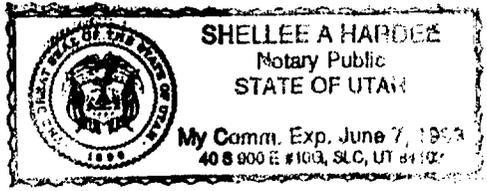
My Commission Expires: _____

STATE OF Utah § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Salt Lake §

The foregoing instrument was acknowledged before me this 4th day of March, 1993, by Edward Hunt.

[Signature]
Notary Public

My Commission Expires: 6/7/93



DATE: _____

HILLSIDE SYNDICATE

ATTEST:

By: _____

DATE: _____

JACK HUFF

WITNESS:

By: _____

DATE: _____

FRANCES N. JOHNSON

WITNESS:

By: _____

DATE: _____

JOYRAN CORP.

ATTEST:

By: _____

DATE: _____

HAROLD KIOUS

WITNESS:

By: _____

DATE: _____

DONALD M. KUTZ

WITNESS:

By: _____

DATE: 3 March 1993

L.O.G. PARTNERS

ATTEST:

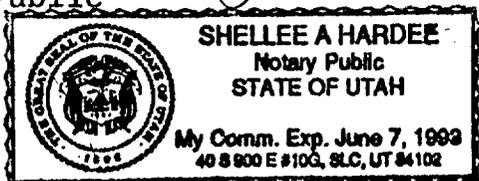
By:  _____

STATE OF Utah § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Salt Lake §

The foregoing instrument was acknowledged before me this 4th
day of March, 1993, by Edward Lunt.

[Signature]
Notary Public

My Commission Expires: 6/7/93



STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

DONALD M. KUTZ

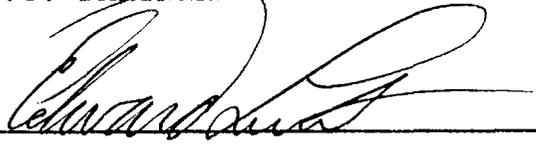
WITNESS:

By: _____

DATE: March 4, 1993

L.O.G. PARTNERS

ATTEST:

By:  _____

DATE: _____

MANZANO OIL CORPORATION

ATTEST:

By: _____

DATE: _____

MCKAY OIL CORPORATION

ATTEST:

By: _____

DATE: _____

CURTIS W. MEWBOURNE

WITNESS:

By: _____

DATE: _____

MEWBOURNE OIL COMPANY

ATTEST:

By: _____

DATE: _____

STEPHEN T. MITCHELL

WITNESS:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

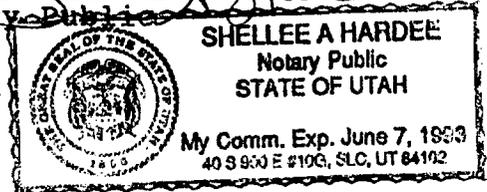
STATE OF Utah § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF Salt Lake §

The foregoing instrument was acknowledged before me this 4th day of March, 1993, by Edward Hunt.

[Signature]
Notary Public

My Commission Expires: 6/7/93



STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____.

Notary Public

My Commission Expires: _____

DATE: 6-29-93

Ann H. Johnson McReynolds, Managing Conservator for F. Kirk Johnson, IV and Marsland Holt Johnson

WITNESS:

Candi D...

Ann McReynolds

STATE OF Texas

COUNTY OF Dallas

The following instrument was acknowledged before me this 29th day of June, 1993, by Ann McReynolds

Sonia Aubé
Notary Public

My Commission Expires: 5-25-96



DATE: _____

MANZANO OIL CORPORATION

ATTEST:

By: _____

DATE: _____

MCKAY OIL CORPORATION

ATTEST:

By: _____

DATE: 1/6/93

CURTIS W. MEWBOURNE

WITNESS:

Barbara Dunbar

By: Curtis Mewbourne

DATE: 1/06/93

MEWBOURNE OIL COMPANY

ATTEST:

Curtis Mewbourne

By: Curtis Mewbourne

DATE: _____

STEPHEN T. MITCHELL

WITNESS:

By: _____

DATE: _____

MARCIA HEYNE MODESETT

WITNESS:

By: _____

DATE: _____

STEPHEN & LESLIE MONTGOMERY

WITNESS:

By: _____

By: _____

STATE OF TEXAS

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF SMITH

§

The foregoing instrument was acknowledged before me this 6th
day of January, 1993, by CURTIS W. MEWBOURNE.



Notary Public

My Commission Expires: _____

DATE: _____

MANZANO OIL CORPORATION

ATTEST:

By: _____

DATE: _____

MCKAY OIL CORPORATION

ATTEST:

By: _____

DATE: 1/6/93

CURTIS W. MEWBOURNE

WITNESS:

Barbara Dunman

By: Curtis Mewbourne

DATE: 1/06/93

MEWBOURNE OIL COMPANY

ATTEST:

Debra Thompson

By: Curtis Mewbourne

DATE: _____

STEPHEN T. MITCHELL

WITNESS:

By: _____

DATE: _____

MARCIA HEYNE MODESETT

WITNESS:

By: _____

DATE: _____

STEPHEN & LESLIE MONTGOMERY

WITNESS:

By: _____

By: _____

STATE OF TEXAS

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF SMITH

§

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by CURTIS W. MEWBOURNE.

Barbara Dunnon
Notary Public

My Commission Expires: _____

STATE OF _____

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF _____

§

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

DONALD M. KUTZ

WITNESS:

By: _____

DATE: _____

L.O.G. PARTNERS

ATTEST:

By: _____

DATE: _____

MANZANO OIL CORPORATION

ATTEST:

By: _____

DATE: _____

MCKAY OIL CORPORATION

ATTEST:

By: _____

DATE: 1/6/93

CURTIS W. MEWBOURNE

WITNESS:

Barbara Turner

By: Curtis Mewbourne

DATE: 1/06/93

MEWBOURNE OIL COMPANY

ATTEST:

Clayton Simpson

By: Curtis Mewbourne

DATE: _____

STEPHEN T. MITCHELL

WITNESS:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF TEXAS § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by CURTIS W. MEWBOURNE.



Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____.

Notary Public

My Commission Expires: _____

DATE: 6-22-93

MURJO OIL AND ROYALTY COMPANY

ATTEST:

Bucky H. Young

By: Bettye B. Davis

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

By: _____

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

By: _____

DATE: _____

SANTA FE ENERGY COMPANY

ATTEST:

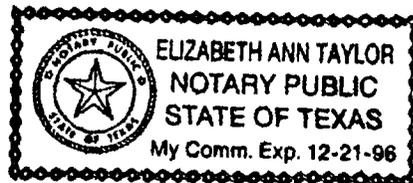
By: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF Tarrant §

The foregoing instrument was acknowledged before me this 22
day of June, 1993, by Bettye B. Davis, for
Murphy Oil & Royalty Company a Texas Corporation.

Elizabeth Ann Taylor
Notary Public

My Commission Expires: 12-21-96



STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

DATE: 6-22-93

MURJO OIL AND ROYALTY COMPANY

ATTEST:

Becky H. Young

By: Betty B. Davis

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

WI
+
Royalty CORPORATION

ATTEST:

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

By: _____

DATE: _____

SANTA FE ENERGY COMPANY

ATTEST:

By: _____

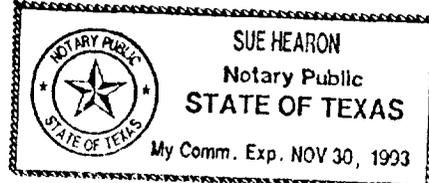
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF Texas §

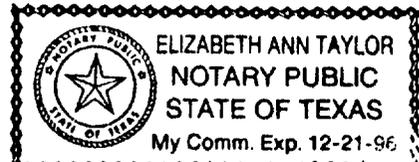
(ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF Tarrant §

The foregoing instrument was acknowledged before me this 22 day of June, 1993, by Bettie B Davis, for Murphy Oil & Royalty Company, a Texas Corporation.

Elizabeth Anna Taylor
Notary Public

My Commission Expires: 12-21-96



STATE OF _____ §

(ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

DATE: _____

MARCIA HEYNE MODESETT

WITNESS:

By: _____

DATE: _____

STEPHEN & LESLIE MONTGOMERY

WITNESS:

By: _____

By: _____

DATE: 6-22-93

MURJO OIL AND ROYALTY COMPANY

ATTEST:

Becky N. Young

By: Betty B. Davis

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

By: _____

ROYALTY OWNERS

<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

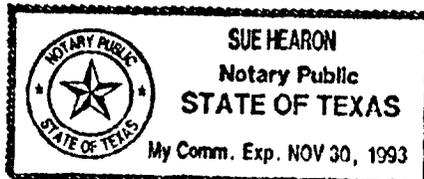
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF Texas §

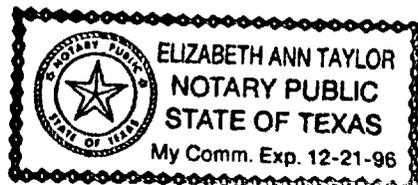
(ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF Tarrant §

The foregoing instrument was acknowledged before me this 22 day of June, 1993, by Bettie B. Davis, for Murphy Oil & Royalty Company, a Texas Corporation.

Elizabeth Ann Taylor
Notary Public

My Commission Expires: 12-21-96



DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

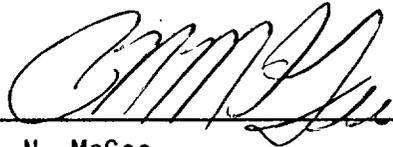
ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By:  _____

P. N. McGee
Attorney-in-Fact

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

By: _____

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

By: _____

DATE: _____

SANTA FE ENERGY COMPANY

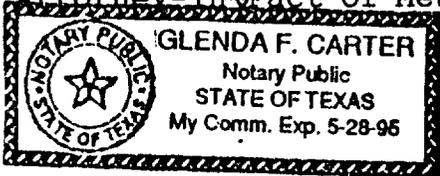
ATTEST:

By: _____

STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Newbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

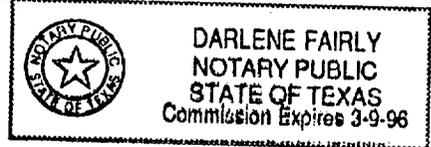
STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF Midland §

The foregoing instrument was acknowledged before me this 24 day of June, 1993, by P. N. Mc Gee, for (X) USA Inc., a Delaware Corporation.

Darlene Fairly
Notary Public

My Commission Expires: 3-9-96



STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____


P. N. McGee
Attorney-in-Fact

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

By: _____

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

By: _____

DATE: _____

SANTA FE ENERGY COMPANY

ATTEST:

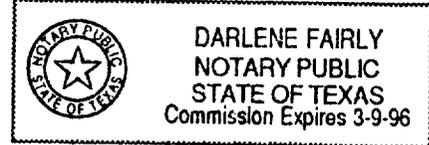
By: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF Midland §

The foregoing instrument was acknowledged before me this 24
day of June, 1993, by P. M. Mc Lee, for
oxy USA Inc., a Delaware Corporation.

Darlene Fairly
Notary Public

My Commission Expires: 3-9-96



STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

MARCIA HEYNE MODESETT

WITNESS:

By: _____

DATE: _____

STEPHEN & LESLIE MONTGOMERY

WITNESS:

By: _____

By: _____

DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By:  _____

P. N. McGee
Attorney-in-Fact

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

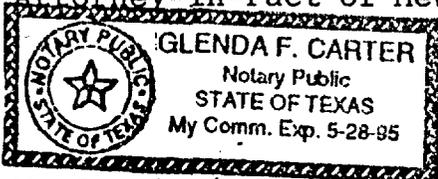
By: _____

ROYALTY OWNERS

<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF TEXAS §
COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Newbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

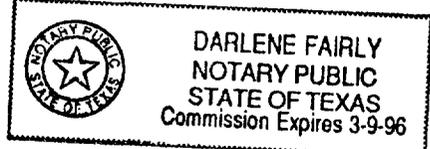
My Commission Expires: 5-28-95

STATE OF Texas § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF Midland §

The foregoing instrument was acknowledged before me this 24 day of June, 1993, by P. N. McGeer, for XIP USA Inc, a Delaware Corporation.

Darlene Fairly
Notary Public

My Commission Expires: 3-9-96



DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

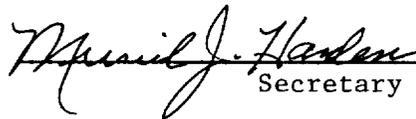
ATTEST:

By: _____

DATE: June 8, 1993

PETRO ATLAS CORPORATION

ATTEST:


Secretary

By: James L. Harden III
James L. Harden III, President

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

By: _____

DATE: _____

SANTA FE ENERGY COMPANY

ATTEST:

By: _____

DATE: _____

ATTEST:

MURJO OIL AND ROYALTY COMPANY

By: _____

DATE: _____

ATTEST:

NEECO, INC.

By: _____

DATE: _____

ATTEST:

OXY USA INC.

By: _____

DATE: _____

ATTEST:

PERMIAN BASIN INVESTMENT CORP.

By: _____

DATE: June 8, 1993

ATTEST:

Merril J. Harden
Secretary

PETRO ATLAS CORPORATION

By: James L. Harden III
James L. Harden III, President

DATE: _____

WITNESS:

KENNETH J. REYNOLDS

By: _____

DATE: _____

ATTEST:

SANTA FE ENERGY COMPANY

By: _____

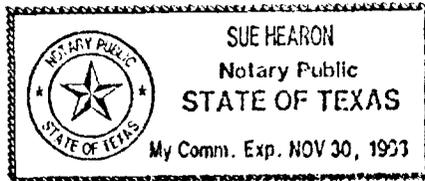
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF COLORADO § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF DENVER §

The foregoing instrument was acknowledged before me this 8th day of June, 1993, by James L. Harden III, for Petro Atlas Corporation, a Colorado Corporation.

Therese Ann Bravakis
Notary Public

1111 Pandora Ct.
Lafayette, CO 80026

My Commission Expires: _____

My commission expires May 18, 1994.

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

DATE: _____

MARCIA HEYNE MODESETT

WITNESS:

By: _____

DATE: _____

STEPHEN & LESLIE MONTGOMERY

WITNESS:

By: _____

By: _____

DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: June 8, 1993

PETRO ATLAS CORPORATION

ATTEST:

Muriel J. Harden
Secretary

By: James L. Harden III
James L. Harden III, President

ROYALTY OWNERS

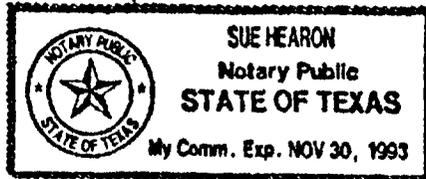
<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF TEXAS §
COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF COLORADO § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF DENVER §

The foregoing instrument was acknowledged before me this 8th day of June, 1993, by James L. Harden III, for Petro Atlas Corporation, a Colorado Corporation.

Catherine Ann Brinkley
Notary Public
1111 Parkway Ct
Lochbuie, CO 80026

My Commission Expires: _____
My commission expires May 18, 1994.

DATE: _____

ATTEST:

MURJO OIL AND ROYALTY COMPANY

By: _____

DATE: _____

ATTEST:

NEECO, INC.

By: _____

DATE: _____

ATTEST:

OXY USA INC.

By: _____

DATE: _____

ATTEST:

PERMIAN BASIN INVESTMENT CORP.

By: _____

DATE: _____

ATTEST:

PETRO ATLAS CORPORATION

By: _____

DATE: _____

WITNESS:

KENNETH J. REYNOLDS

By: _____

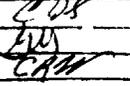
DATE: _____

ATTEST:

SANTA FE ENERGY OPERATING PARTNERS, L.P.

By: Santa Fe Pacific Exploration Company
Managing General Partner

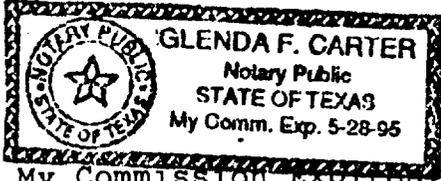
By:  _____
T.S. Parker, Attorney-in-Fact

APPROVED



STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

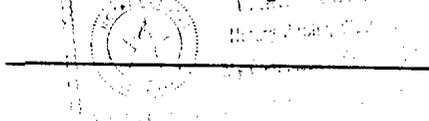
My Commission Expires 5-28-95

STATE OF TEXAS §

COUNTY OF MIDLAND §

The foregoing instrument was acknowledged before me this 28th day of May, 1993, by T. S. Parker, Attorney-in-Fact of SANTA FE PACIFIC EXPLORATION COMPANY as Managing General Partner for SANTA FE ENERGY OPERATING PARTNERS, L.P., a Delaware corporation on behalf of said corporation.

My commission expires:



Pamela J. Leece
Notary Public

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

DATE: _____

MURJO OIL AND ROYALTY COMPANY

ATTEST:

By: _____

DATE: _____

NEECO, INC.

ATTEST:

By: _____

DATE: _____

OXY USA INC.

ATTEST:

By: _____

DATE: _____

PERMIAN BASIN INVESTMENT CORP.

ATTEST:

By: _____

DATE: _____

PETRO ATLAS CORPORATION

ATTEST:

By: _____

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

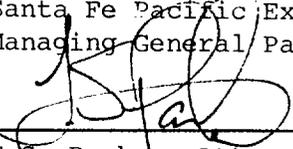
By: _____

DATE: _____

SANTA FE ENERGY OPERATING PARTNERS, L.P.

By: Santa Fe Pacific Exploration Company,
Managing General Partner

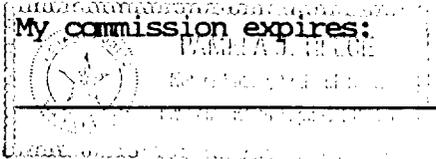
ATTEST:

By:  _____ 

T.S. Parker, Attorney-in-Fact

STATE OF TEXAS §
 §
COUNTY OF MIDLAND §

The foregoing instrument was acknowledged before me this 28th day of May, 1993, by T. S. Parker, Attorney-in-Fact of SANTA FE PACIFIC EXPLORATION COMPANY as Managing General Partner for SANTA FE ENERGY OPERATING PARTNERS, L.P., a Delaware corporation on behalf of said corporation.



[Signature]
Notary Public

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

entitled to collect and receive from the Purchaser the proceeds from such Working Interest Owner's share of the Unitized Substances in satisfaction of such debt. Further, all Working Interest Owners covenant and agree to save all purchasing companies harmless from any and all liability by reason of paying such proceeds to Unit Operator. Each purchaser shall be entitled to rely on Unit Operator's written statement of amounts in default. All credits to any such defaulting Working Interest Owner on account of the sale or other disposal of Unit Equipment, or otherwise, shall also be applied against the unpaid share of Unit Operating Expense charged against such Working Interest Owner.

10.5 Payment of Capital Expenditures. Capital expenditures required for Unit Operations, after approval by the Operating Committee, shall be billed to the individual Working Interest Owners. If any Working Interest Owner fails to pay its proportionate share of such Capital Expenditure within ^{ninety (90)}~~thirty (30)~~ days of billing thereof, any such defaulting Working Interest Owner shall not be entitled to participate in, nor shall its account be credited with, any share of the proceeds of Unitized Substances and instead such defaulting Working Interest Owner shall be deemed to have relinquished to Unit Operator, or, at the option of Unit Operator, all non-defaulting Working Interest Owners who shall carry and pay such defaulted Capital Expenditure until such Capital

*EPS
SPC*

DATE: _____

KENNETH J. REYNOLDS

WITNESS:

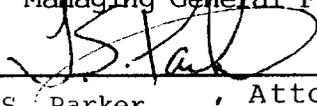
By: _____

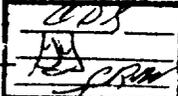
DATE: _____

SANTA FE ENERGY OPERATING PARTNERS, L.P.

By: Santa Fe Pacific Exploration Company
Managing General Partner

ATTEST:

By: 
T.S. Parker, Attorney-in-Fact

APPROVED

PED

DATE: _____

MARY SCHULTZ, TRUSTEE OF THE CLEON
L. SCHULTZ REVOCABLE TRUST UTD

ATTEST:

By: _____

DATE: _____

SCOTT EXPLORATION, INC.

ATTEST:

By: _____

DATE: _____

GEORGE L. SCOTT III

WITNESS:

By: _____

DATE: _____

SAMUEL S. SPENCER, JR.

WITNESS:

By: _____

DATE: _____

TOM P. STEPHENS

WITNESS:

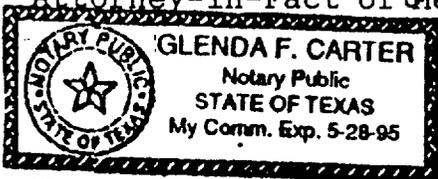
By: _____

ROYALTY OWNERS

<u>Attest or Witness</u>	<u>Date Signed</u>	<u>Name</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF TEXAS §
COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Newbourne Oil Company, a Delaware Corporation.

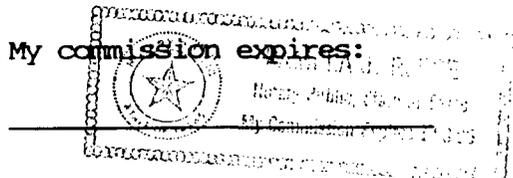


Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

STATE OF TEXAS §
 §
COUNTY OF MIDLAND §

The foregoing instrument was acknowledged before me this 28th day of May, 1993, by T. S. Parker, Attorney-in-Fact of SANTA FE PACIFIC EXPLORATION COMPANY as Managing General Partner for SANTA FE ENERGY OPERATING PARTNERS, L.P., a Delaware corporation on behalf of said corporation.



Robert J. Lee
Notary Public

DATE: 2/16/93

VENTURE RESOURCES 1986 GP

ATTEST: Witness
Jeannette Garofalo

By: William Walker

DATE: _____

C. DANIEL WALKER

WITNESS:

By: _____

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

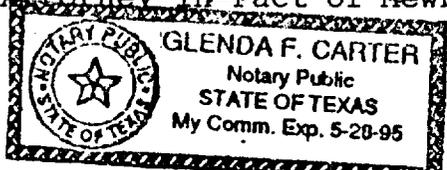
WITNESS:

By: _____

STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6th day of January, 1993, by James Allen Brinson, as Attorney-in-Fact of Newbourne Oil Company, a Delaware Corporation.



Glenda F. Carter
Notary Public, State of Texas

My Commission Expires: 5-28-95

STATE OF New York

§

(ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York

§

The foregoing instrument was acknowledged before me this 16th
day of February, 1993, by William J. Corcoran for
Venture Resources 1986 G.P.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public, State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

DATE: 2/16/83

VENTURE RESOURCES 1986 GP

ATTEST: Witness
Jeannette Garafola

By: 

DATE: _____

C. DANIEL WALKER

WITNESS:

By: _____

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

WITNESS:

By: _____

ROYALTY OWNERS

Attest or Witness

Date Signed

Name

STATE OF New York § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran for Millside Syndicate.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF New York § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York §

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Corcoran for Venture Resources 1986 S.P.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

DATE: _____

CLARENCE W. & FREIDA T. STUMHOFFER

WITNESS:

By: _____

By: _____

DATE: _____

JAMES F. TRICE

WITNESS:

By: _____

DATE: 2/16/93

VENTURE RESOURCES 1986 GP

ATTEST: *Witness*

Jeanette Garayola

By: *(Signature)*

C. DANIEL WALKER

DATE: _____

WITNESS:

By: _____

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

WITNESS:

By: _____

STATE OF _____

§ (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____

§

The foregoing instrument was acknowledged before me this ____ day of _____, 19____, by _____, for _____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF New York

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York

§

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Carcoran for Hillside Syndicate.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

STATE OF New York

§ (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF New York

§

The foregoing instrument was acknowledged before me this 16th day of February, 1993, by William J. Carcoran for Venture Resources 1986 G.P.

Jeanette Garafola
Notary Public

My Commission Expires: 8-31-94

JEANETTE GARAFOLA
Notary Public State of New York
No. 41-4730472
Qualified in Queens County
Commission Expires Aug 31 ~~1992~~ 1994

DATE: _____

VENTURE RESOURCES 1986 GP

ATTEST:

By: _____

DATE: 3/29/93

C. DANIEL WALKER

WITNESS:

Sandra Tracy

By: C. Daniel Walker

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

WITNESS:

By: _____

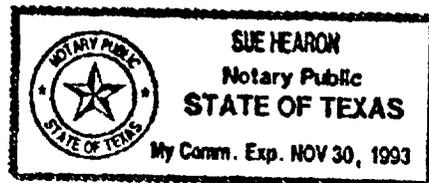
STATE OF TEXAS §

COUNTY OF SMITH §

The foregoing instrument was acknowledged before me this 6TH day of JANUARY, 1993, by James Allen Brinson, as Attorney-in-Fact of Mewbourne Oil Company, a Delaware Corporation.

Sue Hearon
Notary Public, State of Texas

My Commission Expires: _____



STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___
day of _____, 19___, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)
COUNTY OF _____ §

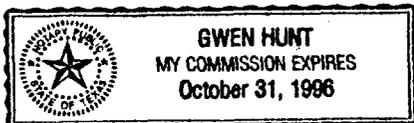
The foregoing instrument was acknowledged before me this ___
day of _____, 19___, by _____, for
_____, a _____ Corporation.

Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Sarrant §

The foregoing instrument was acknowledged before me this 29th
day of March, 1993, by C. Daniel Walker.



Gwen Hunt

Notary Public

My Commission Expires: 10/31/96

DATE: _____

VENTURE RESOURCES 1986 GP

ATTEST:

By: _____

DATE: 3/29/93

C. DANIEL WALKER

WITNESS:

Linda Tracy

By: *C. Daniel Walker*

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

WITNESS:

By: _____

ROYALTY OWNERS

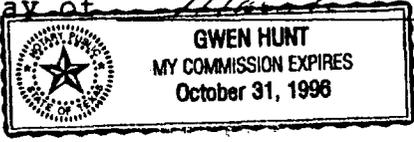
Attest or Witness

Date Signed

Name

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF Tarrant §

The foregoing instrument was acknowledged before me this 29th
day of March, 1993, by C. Daniel Walker.



Gwen Hunt
Notary Public

My Commission Expires: 10/31/96

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)
COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ____
day of _____, 19____, by _____.

Notary Public

My Commission Expires: _____

DATE: _____

CLARENCE W. & FREIDA T. STUMHOFFER

WITNESS:

By: _____

By: _____

DATE: _____

JAMES F. TRICE

WITNESS:

By: _____

DATE: _____

VENTURE RESOURCES 1986 GP

ATTEST:

By: _____

DATE: 3/29/93

C. DANIEL WALKER

WITNESS:

Sandra Tracy

By: *C Daniel Walker*

DATE: _____

WARREN, INC.

ATTEST:

By: _____

DATE: _____

RONALD L. WILBANKS

WITNESS:

By: _____

STATE OF _____ § (ACKNOWLEDGMENT FOR CORPORATION)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____, for _____, a _____ Corporation.

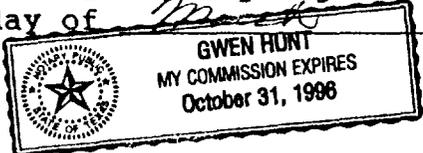
Notary Public

My Commission Expires: _____

STATE OF Texas § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF Tarrant §

The foregoing instrument was acknowledged before me this 29th day of March, 1993, by C. Donald Walker.



Gwen Hunt

Notary Public

My Commission Expires: 10/31/96

STATE OF _____ § (ACKNOWLEDGMENT FOR INDIVIDUAL)

COUNTY OF _____ §

The foregoing instrument was acknowledged before me this ___ day of _____, 19___, by _____.

Notary Public

My Commission Expires: _____