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EXHIBIT # 1
PROPOSED EUNICE MONUMENT SOUTH UNIT
UNIT AREA PRODUCTION
AND RESERVE ESTIMATE

• Ultimate Primary Recovery

91.0 percent	Cumulative Production	122	million bbls.
<u>9.0 percent</u>	Remaining Primary	<u>12</u>	million bbls.
100.0 percent		134	million bbls.

20% OIIP at

• Actual Unit Recoverable Reserve on January 1, 1985

15.8 percent	Remaining Primary	12.0	million bbls.
<u>84.2 percent</u>	Secondary Reserves	<u>64.2</u>	million bbls.
100.0 percent		76.2	million bbls.

• Allocation of Unit Reserve by Participation Formula (Formula #2A)

Primary

10.0 percent	Oil Production (January 1, 1982 through September 30, 1982)	7.62	million bbls.
<u>40.0 percent</u>	Remaining Primary Oil Reserve as of October 1, 1982	<u>30.48</u>	million bbls.
50.0 percent	Primary Total	38.10	million bbls.

Secondary

50.0 percent	Cumulative Oil Production from the unitized interval as of September 30, 1982	<u>38.1</u>	million bbls.
100.0 percent		76.2	million bbls.

Exhibit No. 1
Exxon Corporation
Case No. 8397
November 7, 1984

BEFORE THE
FEDERAL ARBITRATION BOARD
Case No. 8397 Sub No. 1
Exxon Corporation
11-7-84

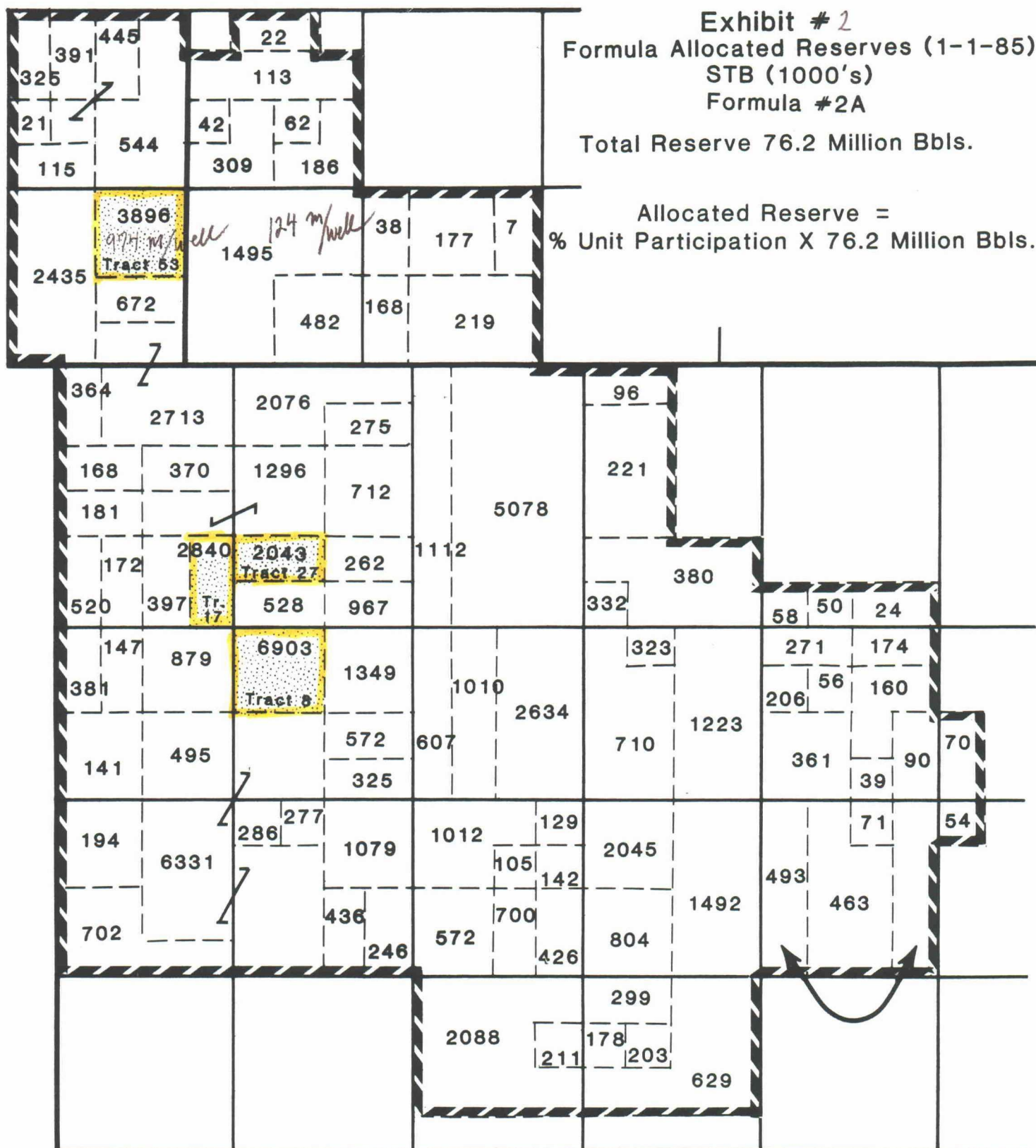


Exhibit No. 2 Case No. 8397
Exxon Corporation November 7, 1984

Formula Allocated Reserves (1-1-85)

Tract Participation Share of the
Total Unit Recoverable Reserves.

**Eunice Monument South Unit
LEA COUNTY, NEW MEXICO**

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico
Case No. 8397 Exhibit No. 2
Submitted by Exxon Corporation
Hearing Date 11-7-84

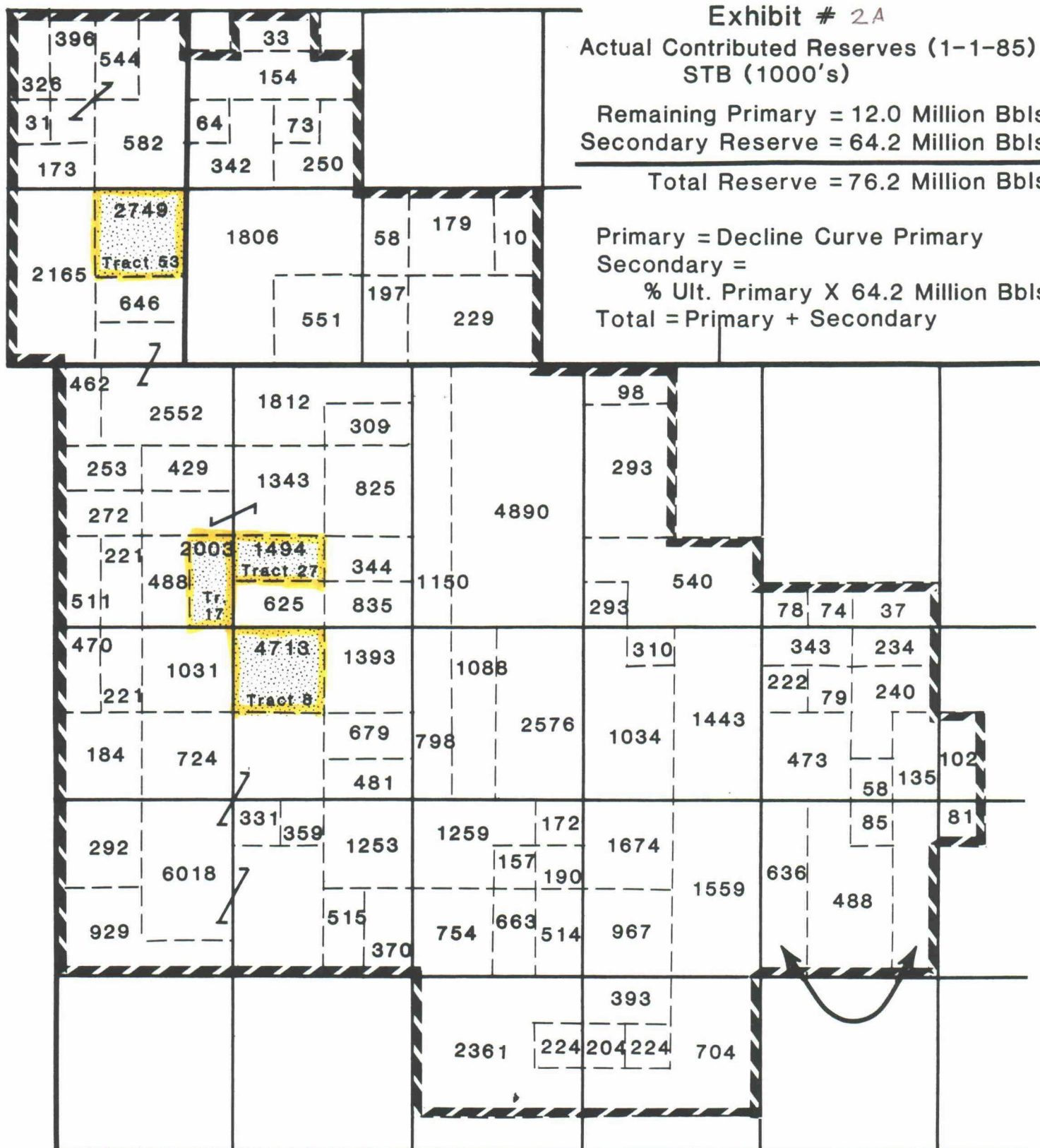


Exhibit No. 2A Case No. 8397
Actual Recoverable Reserves (1-1-85) Exxon Corporation November 7, 1984
Sum of Remaining Primary & Secondary
Reserves Actually Contributed by Tract.
(Secondary Reserve is in Proportion
to Ultimate Primary Recovery)

Eunice Monument South Unit
LEA COUNTY, NEW MEXICO

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico
Case No. 8397 Exhibit No. 2A
Submitted by Exxon Corporation
Hearing Date 11-7-84

**Reserves Allocated by Formula 2A
in excess of Actual
Reserve Contribution**

Case No. 8397 Exhibit No. 2B
Submitted by Exxon Corporation
Hearing Date 11-7-84

EXHIBIT # 2C

EXAMPLE CALCULATIONS

- FORMULA ALLOCATED RESERVES (1-1-85)
- ACTUAL CONTRIBUTED RESERVES (1-1-85)
- FORMULA RESERVES - ACTUAL RESERVES

• FORMULA ALLOCATED RESERVES (1-1-85) (Formula 2A)

Formula Allocated Reserves =

$$^1\text{Tract Participation} \times ^2\text{Total Unit Reserves (1-1-85)}$$

For Tract 8:

$$\begin{aligned}\text{Formula Allocated Reserves} &= .09059 \times 76,200,000 \text{ STB} \\ &= 6,903,000 \text{ STB}\end{aligned}$$

ACTUAL CONTRIBUTED RESERVES (1-1-85)

Actual Recoverable Reserves =

$$^2\text{Remaining Primary Reserves} + ^2(\text{Ultimate Primary Fraction} \times ^2\text{Unit Secondary Reserves})$$

For Tract 8:

$$\begin{aligned}\text{Actual Recoverable Reserves} &= 2,115,000 \text{ STB} + (.04047 \times 64,200,000 \text{ STB}) \\ &= 4,713,000 \text{ STB}\end{aligned}$$

FORMULA RESERVES - ACTUAL RESERVES

For Tract 8:

$$\begin{aligned}\text{Formula Reserves - Actual Reserves} &= 6,903,000 \text{ STB} - 4,713,000 \text{ STB} \\ &= 2,190,000 \text{ STB}\end{aligned}$$

SOURCES

1. Proposed Unit Agreement (Exhibit B)
2. EMSU Technical Report

Exhibit No. 2C
Exxon Corporation
Case No. 8397
November 7, 1984

BEFORE THE	
OIL CONSERVATION COMMISSION	
State of Maryland	
Case No. <u>8397</u>	Exhibit No. <u>2C</u>
Submitted by <u>Exxon Corporation</u>	
Filing Date <u>11-7-84</u>	

EXHIBIT # 3
RESERVE GAIN FOR FOUR TRACTS
BENEFITTING MOST FROM CURRENT FORMULA 2A

TRACT NUMBER	OWNERSHIP	ACREAGE		REMAINING RESERVE ALLOCATED BY FORMULA 2A		REMAINING RESERVE CONTRIBUTED BY TRACTS		RESERVE/ GAIN BY FORMULA STB (1000's)
		ACRES	%	%	STB (1000's)	%	STB (1000's)	
8	Amoco - 25%	160	1.13	9.059	6903	6.185	4713	2191
	Arco - 25%							
	Conoco - 25%							
	Chevron- 25%							
17	Gulf - 100%	80	.56	3.727	2840	2.629	2003	836
27	Arco - 100%	80	.56	2.681	2043	1.961	1494	549
53	Shell - 100%	160	1.13	5.112	3896	3.608	2749	1146
Four Tract Total		480	3.38	20.579	15682	14.383	10959	4722
Unit Area Total					76200		76200	0

Summary of Reserve Gain
Bbls. (Thousand)

Amoco	548	Exhibit No. 3 Exxon Corporation	Case No. 8397 November 7, 1984
Arco	1096		
Conoco	548		
Chevron	548		
Shell	1146		
Gulf	836		
	4722		

8397
Exxon Corporation
11-7-84
3

EXHIBIT # 4

WORKING INTEREST OWNER TABULATION
COMPARISON OF RESERVES CONTRIBUTED BY TRACTS AND
RESERVES ALLOCATED TO EACH OWNER

OWNER	RESERVE CONTRIBUTED BBLs. (1,000's)	RESERVES ALLOCATED BY CURRENT FORMULA 2A		LOSS
		BBLs. (1,000's)	GAIN	
Shell	4194	5102	908	
Chevron	4754	5254	500	
Arco	14569	15019	450	
Gulf	22520	22902	382	
Conoco	6786	7107	321	
Amoco	5864	6126	262	
Bass	147	166	19	
Apollo	73	83	10	
S & S	73	83	10	
Brady	155	161	6	
Exxon	4612	3704		908
Getty	6256	5573		683
Cities	1004	758		246
Amerada	1185	992		193
Sun	888	717		171
Koch	344	262		82
Bruno	237	160		77
Me-Tex	293	221		72
Catron	503	435		68
Texaco	551	484		67
Landreth	256	201		55
Wiser	120	80		40
Two States	119	82		37
Hendrix	76	51		25
Hartman	89	64		25
Wilbanks	73	48		25
Pflugger	63	44		19
Crile	50	34		16
M. Klein	36	24		12
S. Klein	36	24		12
Headley	30	20		10
Hudson, E.R., W.A.	47	37		10
Dennis	16	11		5
Ellison	16	11		5
Hudson, E.R., Jr.	8	6		2
Turner	67	66		1
Fields	45	44		1
Shelby	45	44		1
TOTAL	76200	76200	2868	2868

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Exxon Corporation
11-7-84

EXHIBIT # 5

ALTERNATIVE PARTICIPATION FORMULA
FORMULA #3

70% Cumulative Production
15% Remaining Primary
15% Current Production

Allocation of Unit Reserve by Participaton Formula.

<u>Primary</u>		<u>Million Barrels</u>
15.0 percent	Oil Production (January 1982 through September 30, 1982)	11.43
15.0 percent	Remaining Primary Reserve as of October 1, 1982	<u>11.43</u>
30.0 percent	Total Primary	22.86

<u>Secondary</u>		
70.0 percent	Cumulative Oil Production from the unitized interval as of September 30, 1982	<u>53.34</u>
100.0 percent		76.20

Exhibit No. 5
Exxon Corporation

Case No. 8397
Nov. 7, 1984

BEFORE THE
OIL CONSERVATION COMMISSION
Washington, D.C. 20540

Case No. 8397 Exhibit No. 5
Submitted by Exxon Corporation
Date 11-7-84

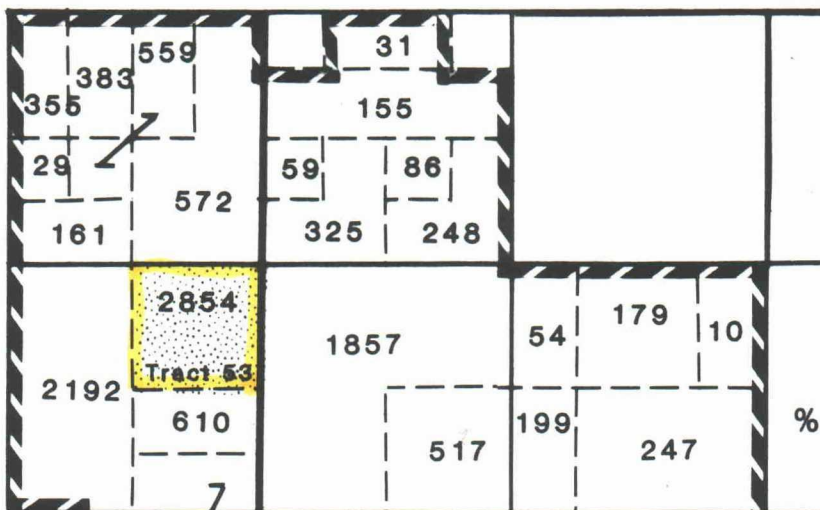


Exhibit # 5A

Reserves Allocated by
Alternative Formula #3
STB (1000's)

Total Reserve 76.2 Million Bbls.

Allocated Reserve =
% Unit Participation X 76.2 Million Bbls.

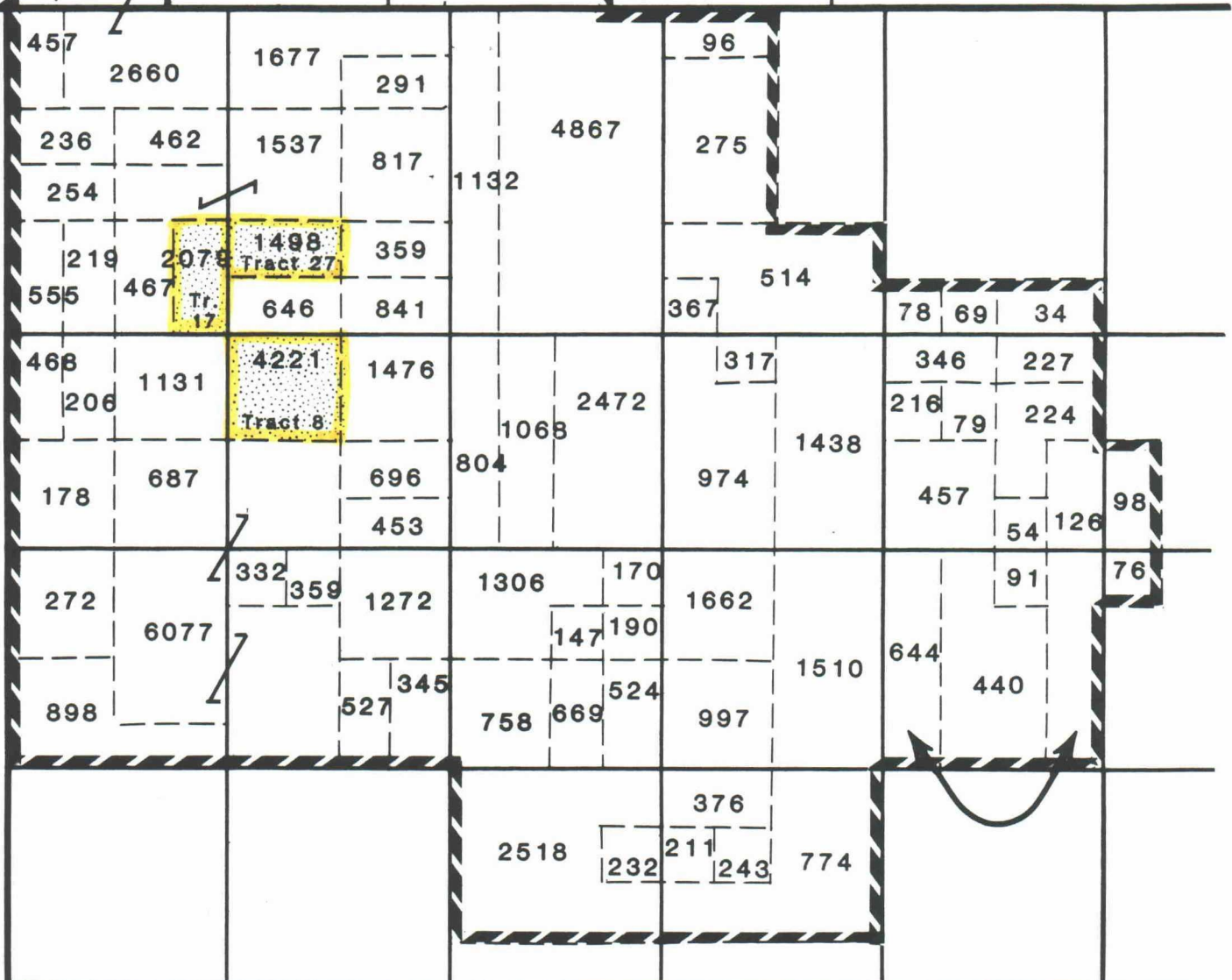


Exhibit No. 5A Case No. 8397
Exxon Corporation November 7, 1984

**Eunice Monument South Unit
LEA COUNTY, NEW MEXICO**

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico

Case No. 8397 Exhibit No. 5A
Submitted by Exxon Corporation
Hearing Date 11-7-84

0 1/2 1 Mile
Scale

Exhibit # 5B

Difference between Reserves
Allocated by Alternate Formula #3
& Current Formula #2A

STB (1000's)

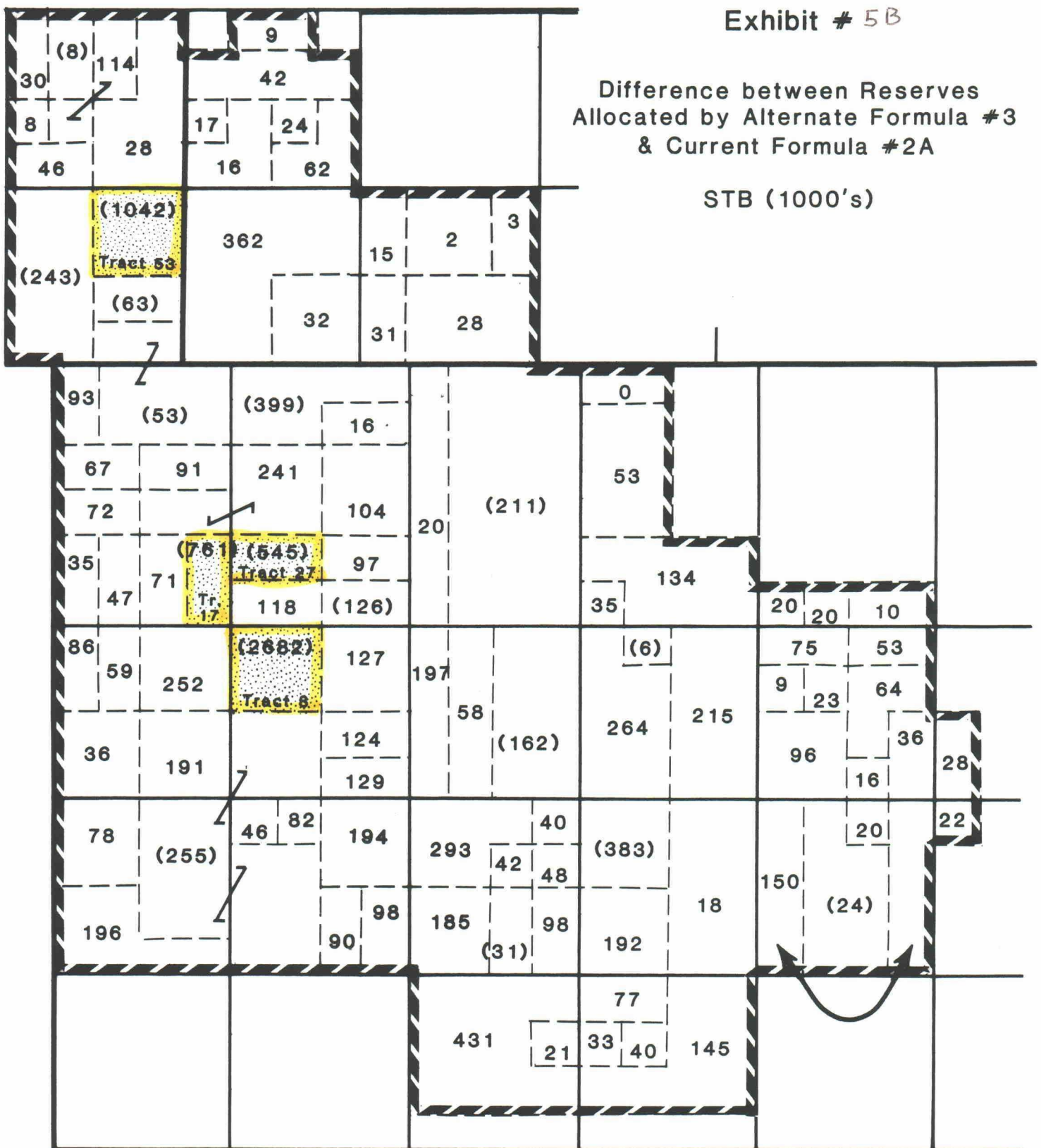


Exhibit No. 5B Case No. 8397
Exxon Corporation November 7, 1984

Eunice Monument South Unit
LEA COUNTY, NEW MEXICO

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico
Case No. 8397 Exhibit No. 5B
Submitted by Exxon Corporation
Hearing Date 11-7-84

EXHIBIT # 5C
WORKING INTEREST OWNER TABULATION
COMPARISON OF RESERVES ALLOCATED TO OWNER

OWNER	RESERVES ALLOCATED BY ALTERNATIVE FORMULA (3) STB (1000's)		RESERVES ALLOCATED BY CURRENT FORMULA (2A) STB (1000's)		DIFFERENCE		FORMULA (3) PARTICIPATION PERCENTAGE		FORMULA (2A) PARTICIPATION PERCENT	
					GAIN	LOSS				
Shell	4342		5102			760	5.699		6.696	
Chevron	4617		5253			636	6.059		6.894	
Arco	14278		15019			741	18.738		19.707	
Gulf	22947		22902		45		30.115		30.054	
Conoco	6583		7107			524	8.641		9.326	
Amoco	5724		6126			402	7.512		8.040	
Bass	183		166		17		.241		.218	
Apollo	92		83		9		.120		.109	
S & S	92		83		9		.120		.109	
Brady	158		161			3	.208		.212	
Exxon	4588		3704		884		6.021		4.861	
Gatty	6393		5573		820		8.389		7.313	
Cities	1006		758		247		1.320		.995	
Amerada	1286		992		294		1.688		1.302	
Sun	883		717		166		1.159		.941	
Koch	359		262		97		.471		.344	
Bruno	224		160		64		.294		.210	
Me-Tex	275		221		54		.360		.290	
Catron	506		435		71		.664		.571	
Texaco	517		484		33		.678		.636	
Landreth	249		201		48		.327		.264	
Wiser	112		80		32		.147		.105	
Two States	115		82		33		.151		.107	
Hendrix	71		51		20		.093		.066	
Hartman	87		64		23		.114		.084	
Wilbanks	68		48		20		.089		.064	
Pfluger	61		44		17		.080		.058	
Crile	48		34		14		.062		.045	
M. Klein	34		24		10		.044		.032	
S. Klein	34		24		10		.044		.032	
Headley	28		20		8		.037		.026	
Hudson, E.R., W.A.	45		37		8		.060		.049	
Dennis	15		11		4		.011		.014	
Ellison	15		11		4		.019		.014	
Hudson, E.R., Jr.	8		6		2		.019		.009	
Turner	67		66		1		.088		.087	
Fields	45		44		1		.059		.058	
Shelby	45		44		1		.059		.058	
TOTAL	76200		76200		3066	3066	100		100	

Exhibit No. 5C
Exxon Corporation
Case No. 8397
November 7, 1984

8397 5C
Exxon Corporation
11-7-84

EXHIBIT # 5D

WORKING INTEREST OWNER TABULATION
COMPARISON OF RESERVES CONTRIBUTED BY OWNER AND
RESERVES ALLOCATED BY FORMULA 3 TO EACH OWNER

OWNER	RESERVE CONTRIBUTED	RESERVES ALLOCATED BY		GAIN	LOSS
	BBLs. (1,000's)	ALTERNATIVE FORMULA (3)			
		STB (1000's)			
Shell	4194	4342	148		
Chevron	4754	4617			137
Arco	14569	14278			291
Gulf	22520	22947	427		
Conoco	6786	6583			203
Amoco	5864	5724			140
Bass	147	183	36		
Apollo	73	92	19		
S & S	73	92	19		
Brady	155	158	3		
Exxon	4612	4588			24
Getty	6256	6393	137		
Cities	1004	1006	2		
Amerada	1185	1286	101		
Sun	888	883			5
Kock	344	359	15		
Bruno	237	224			13
Me-Tex	293	275			18
Catron	503	506	3		
Texaco	551	517			34
Landreth	256	249			7
Wiser	120	112			8
Two States	119	115			4
Hendrix	76	71			5
Hartman	89	87			2
Wilbanks	73	68			5
Pfluger	63	61			2
Crile	50	48			2
M. Klien	36	34			2
S. Klein	36	34			2
Headley	30	28			2
Hudson, E.R., W.A.	47	45			2
Dennis	16	15			1
Ellison	16	15			1
Hudson, E.R., Jr.	8	8			0
Turner	67	67			0
Fields	45	45			0
Shelby	45	45			0
TOTAL	76200	76200	910	910	

Exhibit No. 5D
Exxon Corporation

Case No. 8397
Nov. 7, 1984

8397 5D
Exxon Corporation
11-7-84

EXHIBIT # 6

REVISION OF ARTICLE 13
OF UNIT AGREEMENT
TO ADOPT FORMULA #3

SECTION 13. TRACT PARTICIPATION. In Exhibit "B" attached hereto there are listed and numbered the various Tracts within the Unit Area, and set forth opposite each Tract are figures which represent the Tract Participation, during Unit Operations if all Tracts in the Unit Area qualify as provided herein. The Tract Participation of each Tract as shown in Exhibit "B" was determined in accordance with the following formula:

$$\text{Tract Participation} = \underline{70\%} \text{ A/B} + \underline{15\%} \text{ C/D} + \underline{15\%} \text{ E/F}$$

A = the Tract Cumulative Oil Production from the Unitized Formation as of September 30, 1982.

B = the Unit Total Cumulative Oil Production from the Unitized Formation as of September 30, 1982.

C = the Remaining Primary Oil Reserves from the Unitized Formation for the Tract, beginning October 1, 1982, as determined by the Technical Committee on February 25, 1983.

D = the Remaining Primary Oil Reserves from the Unitized Formation for all Unit Tracts, beginning October 1, 1982, as determined by the Technical Committee on February 25, 1983.

E = the amount of oil produced from the Unitized Formation by the Tract from January 1, 1982, through September 30, 1982.

F = the amount of oil produced from the Unitized Formation by all Unit Tracts from January 1, 1982, through September 30, 1982.

In the event less than all Tracts are qualified on the Effective Date hereof, the Tract Participation shall be calculated on the basis of all such qualified Tracts rather than all Tracts in the Unit Area.

Exhibit No. 6
Exxon Corporation
Case No. 8397
November 7, 1984

RECEIVED
ON NOVEMBER 7, 1984
Case No. 8397 6
Exxon Corporation
Date 11-7-84

EXHIBIT # 6A

VOTE CHANGE REQUIRED FOR APPROVAL
OF ALTERNATIVE FORMULA (3)

<u>PARTIES CONTROLLING VOTE</u>	<u>CURRENT PARTICIPATION FORMULA (2A) %</u>	<u>ALTERNATIVE PARTICIPATION FORMULA (3) %</u>	<u>REDUCTION IN PARTICIPATION %</u>
Amoco	8.040	7.512	0.528
Arco	19.708	18.738	0.970
Conoco	9.326	8.641	0.685
Chevron	6.894	6.059	0.835
Shell	<u>6.696</u>	<u>5.699</u>	<u>0.997</u>
	50.664	46.649	4.015
Others Voting for Formula	<u>31.682</u>	<u>46.721</u>	
TOTAL	82.346	93.370	

Exhibit No. 6A
Exxon Corporation
Case No. 8397
November 7, 1984

BEFORE THE
OIL CONSERVATION COMMISSION
Said No. 8397
Case No. 8397 Sub. No. 6A
Filed by Exxon Corporation
Filed Date 11-7-84

Exhibit # 7

Number of Wells Demanded for each
Tract under Operating Agreement

- 344 Total Wells -

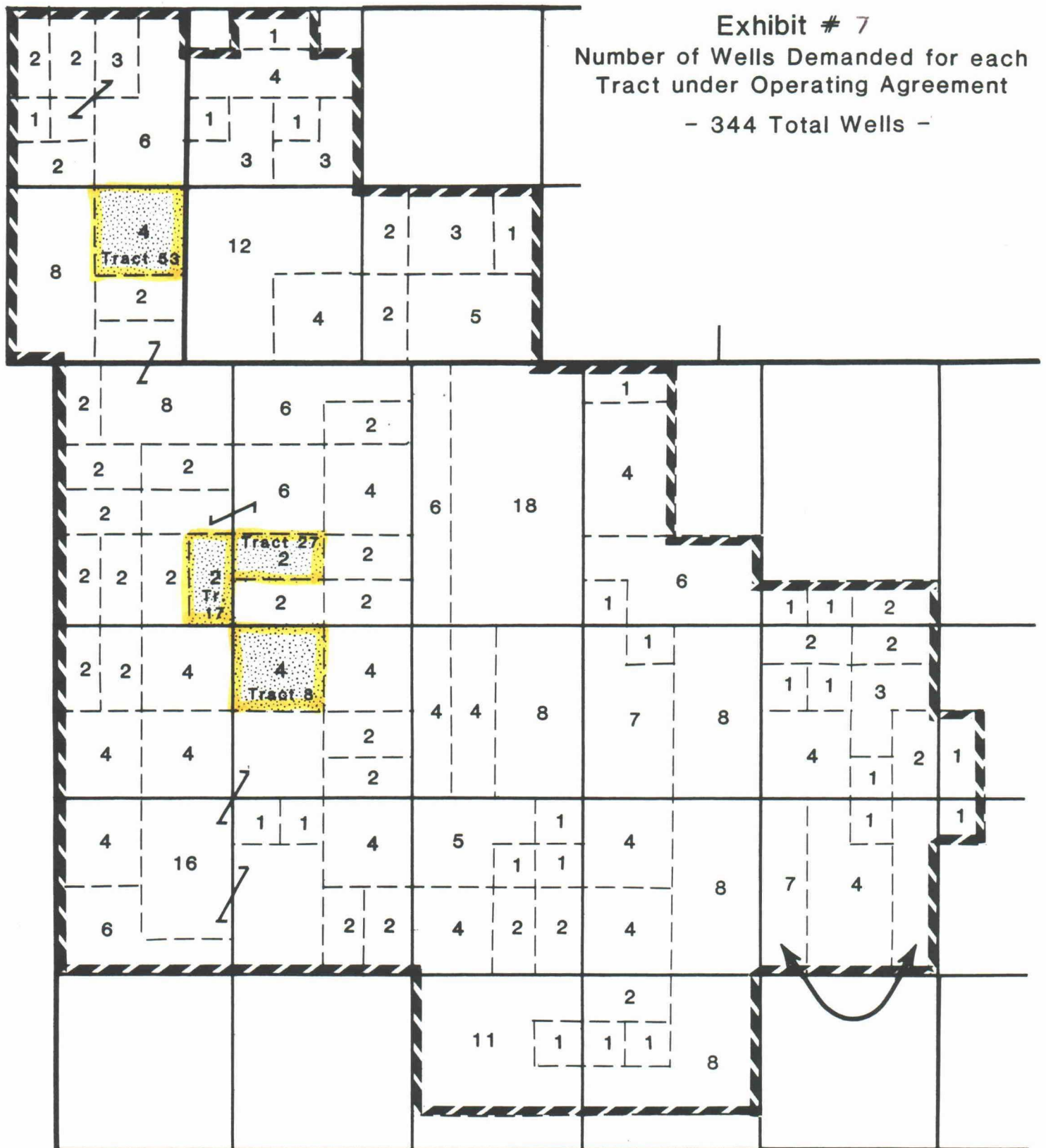


Exhibit No. 7 Case No. 8397
Exxon Corporation November 7, 1984

Eunice Monument South Unit
LEA COUNTY, NEW MEXICO

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico

Case No. 8397 Exhibit No. 7
Submitted by Exxon Corporation
Hearing Date 11-7-84

Exhibit # 7A

Total Number of Wells Allocated to
each Tract by Unitization Formula.
(Formula #2A)
- 344 Total Wells -

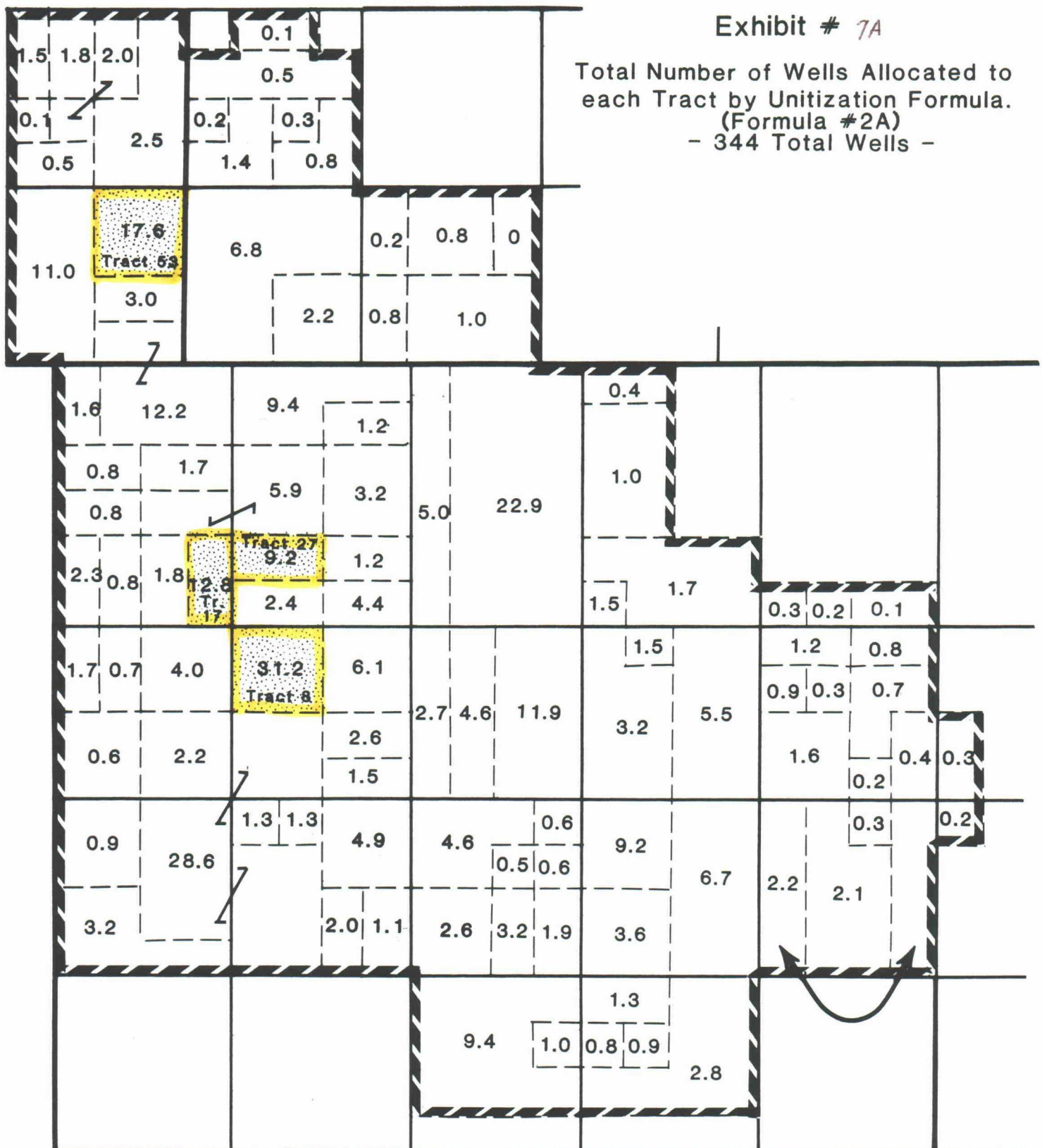


Exhibit No. 7A Case No. 8397
Exxon Corporation November 7, 1984

Eunice Monument South Unit
LEA COUNTY, NEW MEXICO

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico
Case No. 8397 Exhibit No. 7A
Submitted by Exxon Corporation
Hearing Date 11-7-84

Exhibit # 7B

Wellbores Allocated by Formula 2A
- Number of Wellbores Demanded.



High Participation Tracts
with Large Gain in
Number of Wellbores



Tracts with Loss Greater
than 3 Wellbores

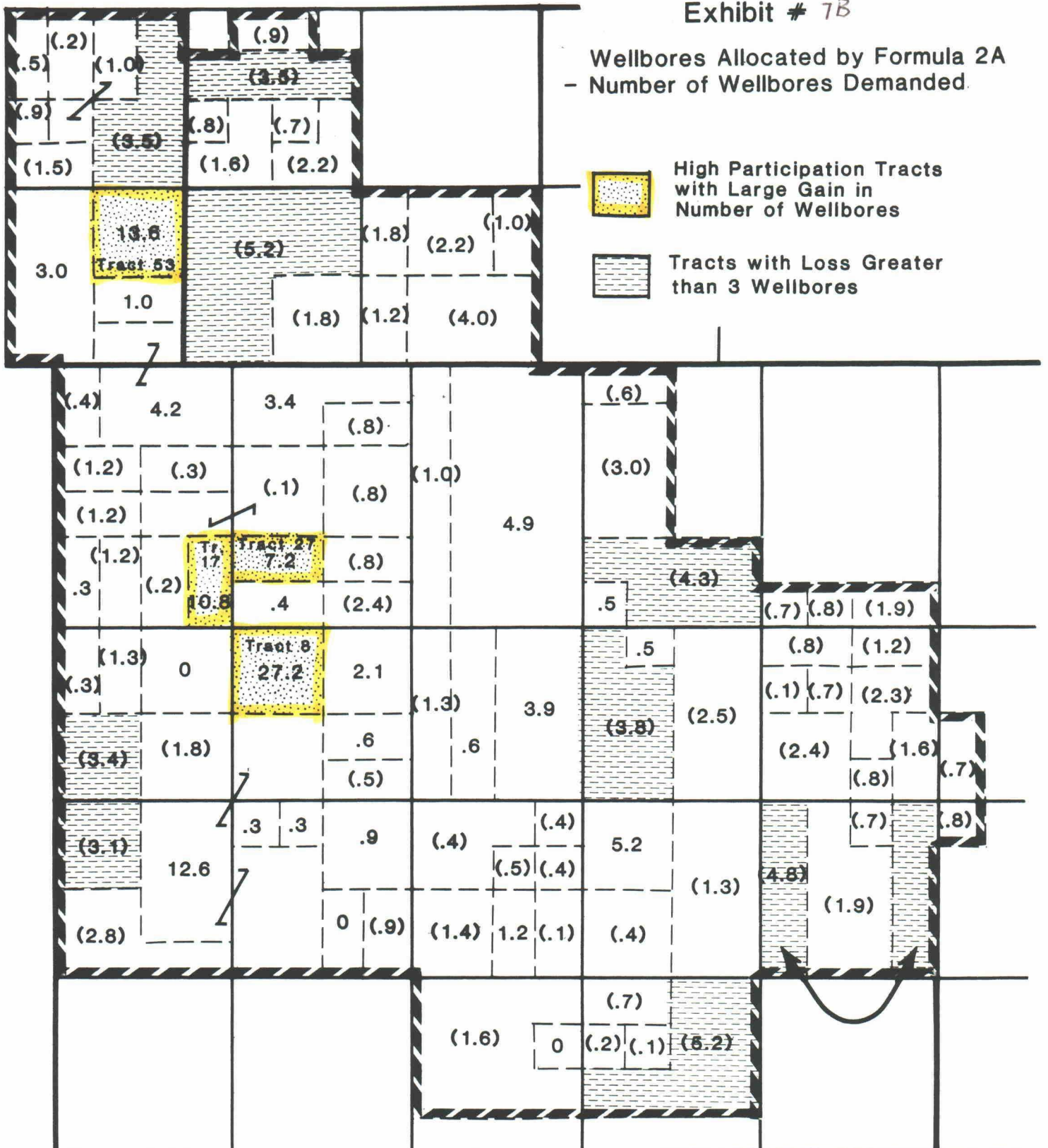


Exhibit No. 7B Case No. 8397
Exxon Corporation November 7, 1984

Eunice Monument South Unit
LEA COUNTY, NEW MEXICO

parenthesis indicate a net loss of wellbores

0 1/2 1 Mile
Scale

BEFORE THE
OIL CONSERVATION COMMISSION
Santa Fe, New Mexico
Case No. 8397 Exhibit No. 7B
Submitted by Exxon Corporation
Hearing Date 11-7-84

EXHIBIT # 7C

EXAMPLE CALCULATIONS

- NUMBER OF WELLS DEMANDED FOR EACH TRACT UNDER OPERATING AGREEMENT
- TOTAL NUMBER OF WELLS ALLOCATED TO EACH TRACT BY UNITIZATION FORMULA
- WELLBORES ALLOCATED BY FORMULA - NUMBER OF WELLS DEMANDED

- NUMBER OF WELLS DEMANDED

For Tract 8:

$$^1\text{Wells demanded} = 4.0$$

- TOTAL NUMBER OF WELLS ALLOCATED (By Formula #2A)

$$\text{Wells Allocated} = ^2\text{Tract Participation} \times ^1\text{Total Demand Wells}$$

For Tract 8:

$$\begin{aligned}\text{Wells Allocated} &= (.09059) \times (344) \\ &= 31.2\end{aligned}$$

- WELLS ALLOCATED - WELLS DEMANDED

For Tract 8:

$$\begin{aligned}\text{Wells Allocated} - \text{Wells Demanded} &= 31.2 - 4.0 \\ &= 27.2\end{aligned}$$

- SOURCES

1. EMSU Technical Report
2. Proposed Unit Agreement (Exhibit B)

Exhibit No. 7C
Exxon Corporation

Case No. 8397
Nov. 7, 1984

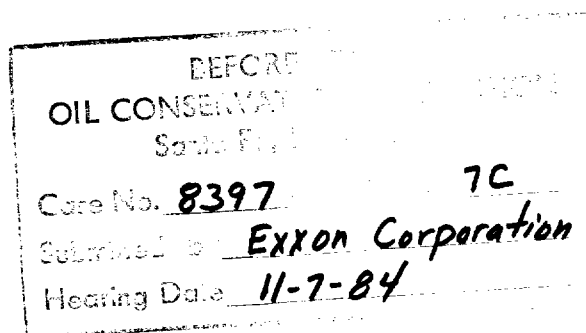


EXHIBIT # ②

WELLBORE VALUE GAIN FOR FOUR TRACTS
BENEFITTING MOST FROM CURRENT FORMULA 2A

TRACT NUMBER	OWNERSHIP	RESERVE GAIN BY CURRENT FORMULA 2A BARRELS (1000's)	WELLBORES ALLOCATED BY FORMULA		WELLBORES CONTRIBUTED BY TRACT		WELLBORES GAINED WITH UNITIZATION	
			%	NUMBER	%	NUMBER	NUMBER	\$(1000's) VALUE
8	Amoco - 25% Arco - 25% Conoco - 25% Chevron- 25%	2191	9.059	31.2	1.162	4	27.2	2720
17	Gulf - 100%	836	3.727	12.8	.581	2	10.8	1080
27	Arco - 100%	549	2.681	9.2	.581	2	7.2	720
53	Shell - 100%	1146	5.112	17.6	1.162	4	13.6	1360
Four Tract Total		4722	20.579	70.8	3.486	12	58.8	5880
Unit Area Total		0		344		344		0

Value of Wellbores Gained
\$ (1000's)

Amoco	680
Arco	1400
Conoco	680
Chevron	680
Shell	1360
Gulf	1080
	<u>5880</u>

Exhibit No. 8
Exxon Corporation
Case No. 8397
November 7, 1984

8397 8
Exxon Corporation
11-7-84

EXHIBIT # 9

WORKING INTEREST OWNER TABULATION
COMPARISON OF WELLS DEMANDED OF OWNER AND
WELLS ALLOCATED TO OWNER BY FORMULA

OWNER	WELLBORES DEMANDED UNDER UNIT AGREEMENT (OWNED PRIOR TO UNIT)	WELLBORES ALLOCATED BY UNITIZATION FORMULA (OWNED AFTER UNIT)	NUMBER OF WELLS	
			GAIN	LOSS
Shell	15.00	23.03	8.03	
Chevron	15.50	23.72	8.22	
ARCO	54.80	67.80	13.00	
Gulf	98.84	103.38	4.54	
Conoco	27.50	32.08	4.58	
Amoco	24.82	27.66	2.84	
Bass	.50	.75	.25	
Apollo	.25	.37	.12	
S & S	.25	.37	.12	
Brady	.50	.73	.23	
Exxon	29.50	16.72		12.78
Getty	25.71	25.16		.55
Cities	7.00	3.42		3.58
Amerada	8.00	4.48		3.52
Sun	7.00	3.24		3.76
Koch	2.00	1.18		.82
Bruno	3.00	.72		2.28
Me-Tex	4.00	1.00		3.00
Catron	2.50	1.96		.54
Texaco	4.0	2.19		1.81
Landreth	1.29	.91		.38
Wiser	1.50	.36		1.14
Two States	1.50	.37		1.13
Hendrix	.60	.23		.37
Hartman	1.17	.29		.88
Wilbanks	.58	.22		.36
Pfluger	.83	.20		.63
Crile	.63	.15		.48
M. Klein	.29	.11		.18
S. Klein	.29	.11		.18
Headley	.38	.09		.29
Hudson E.R., W.A.	1.17	.17		1.00
Dennis	.13	.05		.08
Ellison	.13	.05		.08
Hudson E. R. Jr.	.21	.03		.18
Turner	1.13	.30		.83
Fields	.75	.20		.55
Shelby	.75	.20		.55
Total	344	344	41.93	41.93

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EXHIBIT # 9A
PROPOSED AGREEMENT PENALTY
FOR DEMAND WELLS

OWNER	NON-CONTRIBUTED DEMAND WELLS		ALLOCATED SHARE OF NON- CONTRIBUTED DEMAND WELLS		NET PENALTY \$ (1000's)	
	NUMBER	PENALTY \$ (1000's)	PARTICIPATION PERCENTAGE	VALUE \$ (1000's)	GAIN	LOSS
Shell	1.00	100	6.696	576	476	
Chevron	4.50	450	6.894	593	143	
Arco	12.36	1236	19.707	1695	459	
Gulf	28.71	2871	30.054	2584		287
Conoco	6.50	650	9.326	802	152	
Amoco	7.50	750	8.040	691		59
Bass	0	0	.218	19	19	
Apollo	0	0	.109	9	9	
S&S	0	0	.109	9	9	
Brady	0	0	.212	18	18	
Exxon	7.00	700	4.861	418		282
Getty	2.42	242	7.313	629	387	
Cities	4.00	400	.995	86		314
Amerada	1.00	100	1.302	112	12	
Sun	2.00	200	.941	81		119
Koch	0	0	.344	30	30	
Bruno	1.00	100	.210	18		82
Me-Tex	1.00	100	.290	25		75
Catron	0	0	.571	49	49	
Texaco	2.00	200	.636	55		145
Landreth	0	0	.264	23	23	
Wiser	1.00	100	.105	9		91
Two-States	.50	50	.107	9		41
Hendrix	.30	30	.066	6		24
Hartman	0	0	.084	7	7	
Wilbanks	.29	29	.064	6		23
Pfluger	0	0	.058	5	5	
Crile	.25	25	.045	4		21
M. Klein	.14	14	.032	3		11
S. Klein	.14	14	.032	3		11
Headley	.25	25	.026	2		23
Hudson, E.R., W.A.	.97	97	.049	4		93
Dennis	.06	6	.014	1		5
Ellison	.06	6	.014	1		5
Hudson, R.R., Jr.	.17	17	.009	1		16
Turner	.38	38	.087	7		31
Fields	.25	25	.058	5		20
Shelby	.25	25	.058	5		20
TOTAL	86	8600	100.000	8600	1798	1798

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EXHIBIT # 12

REVISION OF UNIT OPERATING AGREEMENT
TO EFFECT WELLBORE INVENTORY VALUATION

10.1 Personal Property Taken Over.

- ° Paragraph 10.1.1 "Wells and Well Equipment" should be revised to read as follows:

Usable wells, as defined in Article 11.3, completed in the Unitized Formation, which Working Interest Owners elect to contribute, together with the casing, tubing and downhole equipment up to and including the Christmas tree.

10.2 Inventory and Evaluation of Personal Property

- ° Delete the last sentence of Paragraph 10.2, which reads as follows:

It is specifically provided that with respect to each well taken over for Unit Operations, no value shall be assigned to intangible drilling costs of such well or to the downhole casing therein.

- ° Substitute the following as the last sentence of Paragraph 10.2:

It is specifically provided that each Usable Wellbore, as defined in Paragraph 11.3 hereof, taken over for Unit Operations, shall be assigned a value of one hundred thousand dollars (\$100,000) to be included in the inventories and evaluation of personal property taken over.

Article 11, WELLBORES.

- ° Delete Paragraph 11.1, "Demand Wells", and Paragraph 11.2, "Exception to Demand Well Requirement".
- ° In the first sentence of Paragraph 11.3.1, delete the word "demanded" and substitute the word "needed".

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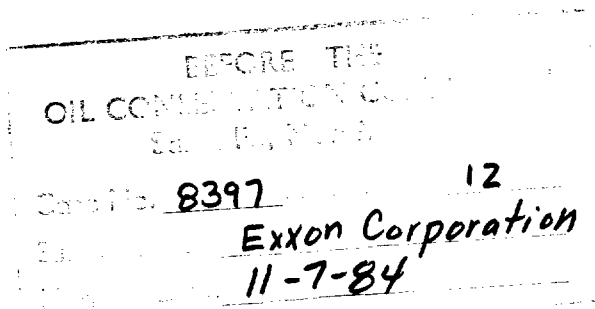


EXHIBIT # 9B

CONVENTIONAL INVENTORY ADJUSTMENT
VALUE OF CONTRIBUTED WELLS

OWNER	CONTRIBUTED WELLS		UNIT ALLOCATION OF CONTRIBUTED WELL VALUE		INVENTORY ADJUSTMENT	
	NUMBER	VALUE \$ (1000's)	UNIT PARTICIPATION-%	VALUE \$ (1000's)	GAIN \$ (1000's)	LOSS
Shell	14.00	1400	6.696	1728		328
Chevron	11.00	1100	6.894	1779		679
Arco	42.44	4244	19.707	5083		839
Gulf	70.13	7013	30.054	7753		740
Conoco	21.00	2100	9.326	2406		306
Amoco	17.32	1732	8.040	2074		342
Bass	.50	50	.218	56		6
Apollo	.25	25	.109	28		3
S&S	.25	25	.109	28		3
Brady	.50	50	.212	55		5
Exxon	22.50	2250	4.861	1254	996	
Getty	23.29	2329	7.313	1887	442	
Cities	3.00	300	.995	257	43	
Amerada	7.00	700	1.302	336	364	
Sun	5.00	500	.941	243	257	
Koch	2.00	200	.344	89	111	
Bruno	2.00	200	.210	54	146	
Me-Tex	3.00	300	.290	75	225	
Catron	2.50	250	.571	147	103	
Texaco	2.00	200	.636	164	36	
Landreth	1.29	129	.264	68	61	
Wiser	.50	50	.105	27	23	
Two-States	1.00	100	.107	28	72	
Hendrix	.30	30	.066	17	13	
Hartman	1.17	117	.084	22	95	
Wilbanks	.29	29	.064	17	12	
Pfluger	.83	83	.058	15	68	
Crile	.38	38	.045	12	26	
M. Klein	.15	15	.032	8	7	
S. Klein	.15	15	.032	8	7	
Headley	.13	13	.026	7	6	
Hudson, E.R., W.A.	.20	20	.049	13	7	
Dennis	.07	7	.014	4	3	
Ellison	.07	7	.014	4	3	
Hudson, E.R., Jr.	.04	4	.009	2	2	
Turner	.75	75	.087	22	53	
Fields	.50	50	.058	15	35	
Shelby	.50	50	.058	15	35	
TOTAL	258	25800	100.000	25800	3251	3251

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EXHIBIT # 10
EUNICE MONUMENT SOUTH PROPOSED UNIT
VALUE OF WELLS AND RESERVE
TAKEN OVER UNDER AGREEMENTS

OWNER	UNIT PARTICIPATION	RESERVES - BBLs (1000's)		(1) VALUE OF RESERVES (\$1000's)		(2) VALUE OF WELLS (\$1000's)	
		TAKEN OVER UNDER AGREEMENTS		TAKEN OVER UNDER AGREEMENTS		TAKEN OVER UNDER AGREEMENTS	
		GAIN	LOSS	GAIN	LOSS	GAIN	LOSS
Shell	80.717% {	6.696	908	3269		803	
Chevron		6.894	500	1800		822	
Arco		19.707	450	1620		1300	
Gulf		30.054	382	1375		454	
Conoco		9.326	321	1156		458	
Amoco		8.040	262	943		284	
Bass		.218	19	68		25	
Apollo		.109	10	36		12	
S & S		.109	10	36		12	
Brady		.212	6	22		23	
Exxon		4.861	908		3269		1278
Getty		7.313	683		2458		55
Cities		.995	246		886		358
Amerada		1.302	193		695		352
Sun		.941	171		616		376
Koch		.344	82		295		82
Bruno		.210	77		277		228
Me-TeX		.290	72		259		300
Catron		.571	68		245		54
Texaco		.636	67		241		181
Landreth		.264	55		198		38
Wiser		.105	40		144		114
Two States		.107	37		133		113
Hendrix		.066	25		90		37
Hartman		.084	25		90		88
Wilbanks		.064	25		90		36
Pfluger		.058	19		68		63
Crile		.045	16		58		48
M. Klein		.032	12		43		18
S. Klein		.032	12		43		18
Headley		.026	10		36		29
Hudson, E.R., W.A.		.049	10		36		100
Dennis		.014	5		18		8
Ellison		.014	5		18		8
Hudson, E.R., Jr.		.009	2		7		18
Turner		.087	1		4		83
Fields		.058	1		4		55
Shelby		.058	1		4		55
TOTAL	100	2868	2868	10325	10325	4193	4193

- (1) Based on net profit at 12% present value from Technical Report
 $\$273,000,000 \div 76,200,000 \text{ bbls.} = \$3.60/\text{bbl.}$
- (2) Based on value of \$100,000 per well.

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EXHIBIT # 11
EFFECT OF PENALTY METHOD ON
LOW PARTICIPATION TRACT
--WELLBORE PENALTY METHOD--

TRACT #	PERCENT PARTICIPATION	REVENUE DUE TRACT ⁽¹⁾ \$(1000's)	PENALTY FOR WELLBORE \$ (1000's)	NET LOSS THROUGH UNITIZATION \$(1000's)
58	.031885	87	100	(13)
65	.009005	25	100	(75)
74	.029017	79	100	(21)

EFFECT OF INVENTORY METHOD ON
LOW PARTICIPATION TRACT
--WELLBORE INVENTORY METHOD--

TRACT #	PERCENT PARTICIPATION	REVENUE DUE TRACT ⁽¹⁾ \$(1000's)	INVENTORY COST \$(1000's)	NET GAIN THROUGH UNITIZATION \$(1000's)
58	.031885	87	11	76
65	.009005	25	3	22
74	.029017	79	10	69

(1) Based on net profit at 12% present value from Technical Report.
Example: Tract 74 = .00029 x \$273 million = \$79,170.

(2) Fraction participation x 344 wells @ \$100k = Inventory Cost.
Example: Tract 74 = .00029 x \$ 34.4 million = \$ 9,976.

Exhibit No. 11
Exxon Corporation

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RECEIVED THE
OIL CONSERVATION BOARD
FROM THE
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