

District I
1625 N. French Dr., Hobbs, NM 88240

District II
311 South First, Artesia, NM 88210

District III
1000 Rio Brazos Road, Aztec, NM 87410

District IV
2040 South Pacheco, Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Form C-104A

Submit to appropriate District Office

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505

Change of Operator

Previous Operator Information:

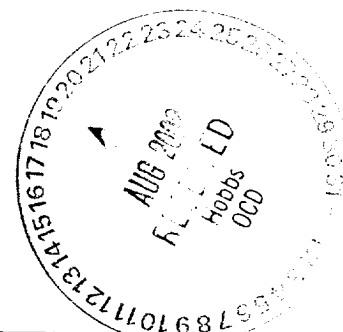
OGRID: 211128
Name: Tipton Oil & Gas Acquisitions
Address: P.O. Box 1234
Address: _____
City, State, Zip: Lovington, NM 88260

New Operator Information:

Effective Date: 05/01/02
New OGRID: 151228
New Name: Mar Oil & Gas Corp.
Address: P.O. Box 5155
Address: _____
City, State, Zip: Santa Fe, NM 87502

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information given to the new operator on this form and the attached list of wells is true and complete to the best of my knowledge and belief.

Signature: [Signature]
Printed name: Leon Romero
Title: President
Date: 6/1/02 Phone: 505-989-1977



Previous operator complete below:

Previous Operator: Tipton Oil & Gas Acquisitions

Previous OGRID: 211128

Signature: [Signature]

Printed Name: Clay Tipton, Secretary-Treasurer

NMOCD Approval

Signature: [Signature]
Printed Name: PAUL F. KALTZ
District: _____
Date: _____

AUG 14, 2002

WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH G104A

PAGE 1

This is a final list of wells being transferred. If all bonding requirements are satisfied, submit this list to the OCD District with your G104A.

PREVIOUS OPERATOR: 211128 TIPTON OIL & GAS ACQUISITIONS, INC.

NEW OPERATOR:

151228

OCD DISTRICT: HOBBS

PROP- WELL NAME	ULSTR	OCD UNIT	LTR	API	WELL POOL TYPE	ID POOL NAME	LAST PROD/INJ
30415 #29477 MALMAR UNIT #211	K12-17S-32E	K		30-025-00514	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	01-1983
MALMAR UNIT #212	L12-17S-32E	L		30-025-00521	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	02-1997
MALMAR UNIT #213	M12-17S-32E	M		30-025-00520	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	01-1983
MALMAR UNIT #214	N12-17S-32E	N		30-025-00515	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	01-1983
MALMAR UNIT #309	F12-17S-32E	F		30-025-00519	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	11-1985
MALMAR UNIT #310	G12-17S-32E	G		30-025-00518	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	12-1992
MALMAR UNIT #315	P12-17S-32E	P		30-025-00517	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #316	A13-17S-32E	A		30-025-00516	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	03-2001
MALMAR UNIT #101	B13-17S-32E	B		30-025-00542	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2001
MALMAR UNIT #102	H13-17S-32E	H		30-025-00541	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	03-2001
MALMAR UNIT #108	B13-17S-32E	B		30-025-00535	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	11-2000
MALMAR UNIT #109	K13-17S-32E	K		30-025-27308	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	07-2001
MALMAR UNIT #111	L13-17S-32E	L		30-025-00537	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #112	M13-17S-32E	M		30-025-00540	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	12-1992
MALMAR UNIT #113	N13-17S-32E	N		30-025-00538	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	07-2001
MALMAR UNIT #114	G13-17S-32E	G		30-025-00531	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	05-1987
MALMAR UNIT #203	D13-17S-32E	D		30-025-00534	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #204	E13-17S-32E	E		30-025-00533	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	12-1992
MALMAR UNIT #205	F13-17S-32E	F		30-025-00532	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #206	G13-17S-32E	G		30-025-00536	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	07-2001
MALMAR UNIT #407							04-2002
30415 #29477 MALMAR UNIT #305	F07-17S-33E	F		30-025-01309	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	07-1988
MALMAR UNIT #306	K07-17S-33E	K		30-025-01310	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #311	L07-17S-33E	L		30-025-01307	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #312	F07-17S-33E	F		30-025-01308	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	03-2001
MALMAR UNIT #409	J07-17S-33E	J		30-025-01299	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #410	N07-17S-33E	N		30-025-01311	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #414	O07-17S-33E	O		30-025-01301	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #415	P07-17S-33E	P		30-025-01300	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #416	C18-17S-33E	C		30-025-01298	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #513	D18-17S-33E	D		30-025-01312	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	04-2002
MALMAR UNIT #103	F18-17S-33E	F		30-025-01468	O	43329 MALJAMAR; GRAYBURG-SAN ANDRES	07-2001
MALMAR UNIT #104				30-025-01470	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	11-2000
MALMAR UNIT #106				30-025-01469	I	43329 MALJAMAR; GRAYBURG-SAN ANDRES	09-1993