

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Form C-104A
March 19, 2001

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Submit 1 copy of the final affected wells
list along with 1 copy of this form per
number of wells on that list to appropriate
District Office

Change of Operator

Previous Operator Information:

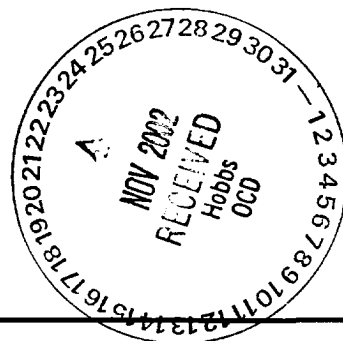
OGRID: 162683
Name: Gruy Petroleum Management Co.
Address: P. O. Box 14097
Address: _____
City, State, Zip: Irving, TX 75014

New Operator Information:

Effective Date: SEPTEMBER 1, 2002
New Ogrid: 012444
New Name: KELION OPERATING CORP
Address: 202 NORTH MAIN STREET
Address: _____
City, State, Zip: ANDREWS, TX 79714-6503

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

New Operator
Signature: *C. Dale Kelton*
Printed name: C. Dale Kelton
Title: PRESIDENT
Date: 8-15-02 Phone: 915.524.6400



Previous operator complete below:

Previous Operator: Gruy Petroleum Management Co.
Previous OGRID: 162683
Signature: *Joel Ward*
Printed Name: JOEL WARD - REGULATORY CONSULTANT

<u>NMOCD Approval</u>	
Signature: <u><i>Gary W. Wink</i></u>	
Printed Name: <u>GARY W. WINK</u>	
District: <u>OC FIELD REPRESENTATIVE II/STAFF MANAGER</u>	
Date: <u>1 JAN 02 2003</u>	

176.35

WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH C104A

This is a final list of wells being transferred. If all bonding requirements are satisfied, submit this list to the OCD District with your C-104A.

PREVIOUS OPERATOR: 162683 GRUY PETROLEUM MANAGEMENT CO. NEW OPERATOR: 012444 KELTON OPERATING CORPORATION

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OCD UNIT LTR	API	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
31008 23908 LANGLIE MATTIX QUEEN UNIT #003	M10-25S-37E	M	30-025-23306	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	04-1996
LANGLIE MATTIX QUEEN UNIT #004	M10-25S-37E	N	30-025-11522	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	05-2000
LANGLIE MATTIX QUEEN UNIT #005	O10-25S-37E	O	30-025-11521	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	01-2002
LANGLIE MATTIX QUEEN UNIT #006	O10-25S-37E	O	30-025-11517	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #007	P10-25S-37E	P	30-025-11518	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	12-1998
LANGLIE MATTIX QUEEN UNIT #009	P-10-25S-37E	P	30-025-23863	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	01-2002
LANGLIE MATTIX QUEEN UNIT #002	E11-25S-37E	L	30-025-23298	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-1994
LANGLIE MATTIX QUEEN UNIT #008	M11-25S-37E	M	30-025-11539	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	04-2000
LANGLIE MATTIX QUEEN UNIT #013	D14-25S-37E	D	30-025-23449	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #014	M14-25S-37E	M	30-025-11596	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-2002
LANGLIE MATTIX QUEEN UNIT #027	D14-25S-37E	D	30-025-30750	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-1995
LANGLIE MATTIX QUEEN UNIT #044	C-15-25S-37E	C	30-025-11603	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #010	B-15-25S-37E	B	30-025-11607	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	02-2000
LANGLIE MATTIX QUEEN UNIT #011	A-15-25S-37E	A	30-025-11609	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	12-1998
LANGLIE MATTIX QUEEN UNIT #012	F15-25S-37E	F	30-025-11609	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #015	J15-25S-37E	J	30-025-11601	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-1996
LANGLIE MATTIX QUEEN UNIT #019	I15-25S-37E	I	30-025-11599	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #020	N15-25S-37E	N	30-025-23186	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #024	O15-25S-37E	O	30-025-11600	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	11-1994
LANGLIE MATTIX QUEEN UNIT #037	K15-25S-37E	K	30-025-23780	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2001
LANGLIE MATTIX QUEEN UNIT #038	O-15-25S-37E	O	30-025-23766	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-2000
LANGLIE MATTIX QUEEN UNIT #041	A-15-25S-37E	A	30-025-30747	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #029	B-22-25S-37E	B	30-025-11695	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	11-2001
LANGLIE MATTIX QUEEN UNIT #030	A-22-25S-37E	A	30-025-11694	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #032	G22-25S-37E	G	30-025-23300	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-1991
LANGLIE MATTIX QUEEN UNIT #034	H22-25S-37E	H	30-025-11689	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #040	G22-25S-37E	G	30-025-11688	O	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	04-2002
LANGLIE MATTIX QUEEN UNIT #035	E-23-25S-37E	E	30-025-11705	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	03-2002
LANGLIE MATTIX QUEEN UNIT #035	E-23-25S-37E	E	30-025-11705	I	37240	LANGLIE MATTIX;7 RVRs-Q-GRAYBURG	08-2002

