

NEW MEXICO OIL CONSERVATION DIVISION
POST OFFICE BOX 2088
SANTA FE, NEW MEXICO 87501

SECOND AMENDMENT
COMMINGLING ORDER CTB-292

Conoco Inc.
P. O. Box 460
Hobbs, New Mexico 88240

Attention: Mark K. Mosley, Division Manager

The above-named company is hereby authorized to commingle
Empire-Abo pool production from the following leases:

Lease Name: State 19
Description: SE/4 Sec. 19, T-17-S, R-29-E, NMPM

Lease Name: State S-19
Description: E/2 SW/4 Sec. 19, T-17-S, R-29-E, NMPM

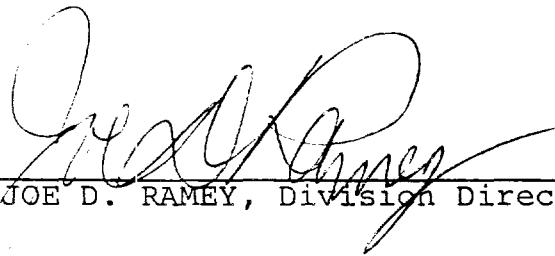
both in Eddy County, New Mexico.

Production shall be allocated to each lease by well tests.
Therefore, all commingled production must be of identical
ownership: working interest, royalty interest, and
overriding royalty interest.

NOTE: This installation shall be installed and operated in
accordance with the applicable provisions of Rule
309-B of the Division Rules and Regulations and the
Division "Manual for the Installation and Operation
of Commingling Facilities." It is the
responsibility of the producer to notify the
transporter of this commingling authority.

REMARKS: The amended Administrative Order No. CTB-292
dated July 8, 1983, required that allocation of
production to each lease be determined by separately
metering the production from each lease prior to
commingling. In reconsidering Conoco's amended application
of February 17, 1983, the New Mexico Oil Conservation
Division finds that by virtue of Conoco's State 19 Comm.
Operating Agreement dated December 1, 1978, all working
interest, royalty interest, and overriding royalty interest
is common throughout both leases.

DONE at Santa Fe, New Mexico, on this 22nd day of
August, 1983.



JOE D. RAMEY, Division Director