COMMISSIONER'S OFFICE Phone (505) 827-5760

Fax (505) 827-5766 ADMINISTRATION

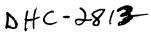
Phone (505) 827-5700 Fax (505) 827-5853

GENERAL COUNSEL Phone (505) 827-5713 (505) 827-4262

PUBLIC AFFAIRS Phone (505) 827-1245 Fax (505) 827-5766



New Mexico State Land Office Commissioner of Public Lands Ray Powell, M.S., D.V.M.



THE HUATION DIVINE

COMMERCIAL RESOURCES Phone (505) 827-5724 Fax (505) 827-6157

MINERAL RESOURCES Phone (505) 827-5744 Fax (505) 827-4739

ROYALTY MANAGEMENT Phone (505) 827-5772 Fax (505) 827-4739

SURFACE RESOURCES Phone (505) 827-5793 Fax (505) 827-5711

September 28, 2000

Clayton Williams Energy, Inc. Six Desta Drive **Suite 3000** Midland, Texas 79705

Attn:

Mr. Chris Cantrell

Re:

Downhole Commingling Application

State 20**E** Well No. 2 State Lease E-4201-3

Unit Letter C, Section 20-17S-29E

Grayburg Jackson Seven Rivers Queen-Grayburg-San Andres and East Empire (Yeso) Oil Pools

Eddy County, New Mexico

Dear Mr. Cantrell:

Your application to downhole commingle the production from within the wellbore of the above-captioned well was received on August 23, 2000. Your application requests our approval to downhole commingle the Grayburg Jackson Seven Rivers Queen-Grayburg-San Andres and East Empire (Yeso) Oil production within the wellbore of the State 20E Well No. 2 located in Unit Letter C, Section 20-17S-29E, Eddy County, New Mexico.

It is our understanding that production from the subject well will be allocated as follows:

POOL	ALLOCATION	
	Oil %	Gas %
Grayburg Jackson Seven Rivers Queen-Grayburg-San Andres	58%	62%
East Empire (Yeso) Oil	42%	38%
	100%	100%

Since it appears that the New Mexico Oil Conservation Division's rules and regulations have been complied with, and there will be no loss of revenue to the State of New Mexico as a result of your proposed operation, your request for downhole commingling the production from the above-mentioned well is hereby approved. Any deviation from the substance of your request will be sufficient grounds for rescinding our approval. Our approval is subject to like approval by the New Mexico Oil Conservation Division.

Clayton Williams Energy, Inc. September 28, 2000 Page 2

Please submit your filing fee in the amount of \$30.00.

Also, please submit a copy of the Oil Conservation Division's Order approving this application.

If you have any questions or if we may be of further help, please contact Pete Martinez at (505) 827-5791.

Very truly yours,

RAY POWELL, M.S., D.V.M.

COMMISSIONER OF PUBLIC LANDS

JAMI BAILEY, Director
Oil, Gas and Minerals Division

(505) 827-5744

RP/JB/cpm Enclosure

xc: Reader File

OCD--Attention: David Catanach, Mark Ashley