

EXHIBIT "C"
UNIT OPERATING AGREEMENT
ROCK QUEEN UNIT
LEA AND CHAVES COUNTIES, NEW MEXICO

WORKING INTEREST OWNERS

UNIT INTERESTS

Celero Energy , II LP
400 West Illinois Ave., Suite 1601
Midland, Texas 79701

.99595516

John Owen
2282 Highway 15
Rayville, LA 71269

.00008982

Robert Owen
3535 Gillespie St.
Dallas, TX 75219

.00008982

Mark Mourné
605 Canon Ridge Trail
Canon City, CO 81212-9130

.00067068

Lisa Owen
7729 Idlewood
Dallas, TX 75230

.00008982

Jean Elizabeth Summers
1833 Earlmont Ave.
La Canada Flintridge, CA 91011-1502

.00023916

Manforth Production Co., Inc.
P. O. Box 508
Locust Valley, New York 11560
Attn: Theodore N. Danforth

.00032507

OBO Inc.
P. O. Box 22577
Hialeah, Florida 33002
Attn: Cathy Rangel

.00081274

Circle Ridge Production, Inc.
300 East Northside Drive
Fort Worth, Texas 76106
Attn: Doug Friedel

.00010226

Dorothy Elizabeth Clardy Barnette
4339 Potomoc
Dallas, Texas 75205
Attn: Stephen Barnette

.00162547

TOTAL

1.00000000

Oil Conservation Division
Case No. 9
Exhibit No.