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June 15, 1995

VIA FACSIMILE AND FIRST CLASS MAIL

Mr. William J. LeMay, Director
New Mexico Oil Conservation Division
2040 S. Pacheco
P. O. Box 6429
Santa Fe, New Mexico 87505-5472

Re: Application of Nearburg Exploration Company
for Compulsory Pooling, Eddy County, New
Mexico/Case No. 11232

Application of Yates Petroleum Corporation
for Compulsory Pooling, Eddy County, New
Mexico/Case No. 11264

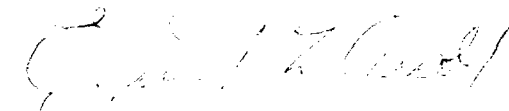
Dear Mr. LeMay:

I am enclosing herewith Yates Petroleum Corporation's Response to
Motion to Dismiss Case 11264 or in the Alternative, Motion to
Reinstate Case 11232, in duplicate.

Thank you for your consideration.

Very truly yours,

LOSEE, CARSON, HAAS & CARROLL, P.A.



Ernest L. Carroll

ELC:kth
Encl.

xc w/encl: Ms. Mecca Mauritsen
Mr. W. Thomas Kellahin