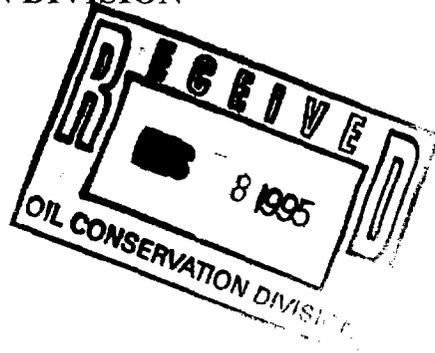


**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

IN THE MATTER OF THE HEARING
CALLED BY THE OIL CONSERVATION
DIVISION FOR THE PURPOSE OF
CONSIDERING:



APPLICATION OF EXXON CORPORATION
FOR A WATERFLOOD PROJECT AND
EOR QUALIFICATION,
EDDY COUNTY, NEW MEXICO.

CASE NO. 11297 (De Novo)

APPLICATION OF EXXON CORPORATION
FOR STATUTORY UNITIZATION,
EDDY COUNTY, NEW MEXICO.

CASE NO. 11297 (De Novo)

PRE-HEARING STATEMENT

This Pre-Hearing Statement is submitted by Campbell, Carr & Berge, P.A., as required by the Oil Conservation Division.

APPEARANCES OF PARTIES

APPLICANT

Exxon Corporation

ATTORNEY

Jim Bruce, Esq.
Hinkle, Cox, Eaton, Coffield & Hensley
Post Office Box 2068
Santa Fe, New Mexico 87504
(505) 982-4554

PROPONENT

Yates Petroleum Corporation
c/o Dave Boneau
105 South Fourth Street
Artesia, New Mexico 88210
(505) 748-1471

ATTORNEY

William F. Carr, Esq.
Campbell, Carr & Berge, P.A.
Post Office Box 2208
Santa Fe, New Mexico 87504
(505) 988-4421

Pre-Hearing Statement
Case Nos. 11297 (De Novo) and 11298 (De Novo)
Page 2

OPPONENT

Premier Oil & Gas Inc.

ATTORNEY

W. Thomas Kellahin, Esq.
Kellahin & Kellahin
Post Office Box 2265
Santa Fe, New Mexico 87504

STATEMENT OF CASE

APPLICANT/PROPONENT

(Please make a concise statement of what is being sought with this application and the reasons therefore.)

Yates Petroleum Corporation will present supporting evidence for the applications filed by Exxon herein.

OPPOSITION OR OTHER PARTY

(Please make a concise statement of the basis for opposing this application or otherwise state the position of the party filing this statement.)

PROPOSED EVIDENCE

APPLICANT

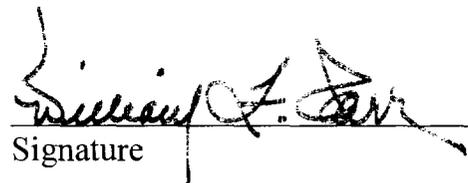
WITNESSES (Name and expertise)	EST. TIME	EXHIBITS
David Boneau, Land	20 Min.	Approximately 3

OPPOSITION

WITNESSES (Name and expertise)	EST. TIME	EXHIBITS
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PROCEDURAL MATTERS

(Please identify any procedural matters which need to be resolved prior to hearing)


Signature

CERTIFICATE OF SERVICE

I hereby certify that on this 8th day of December, 1995, I have caused to be mailed a copy of our Pre-Hearing Statement in the above-captioned case to the following named counsel:

James G. Bruce, Esq.
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Post Office Box 2068
Santa Fe, New Mexico 87504-2068

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William F. Carr