

KERSEY & CO. (OPER)
 W Granberry, Jr. Tr. 15
 (Amoco) HBU E 6945
 046250
 Am. Pet. (Panam) 048344
 Kern (30 Mill)
 Mack En. San Juan State 1010745
 Williams Fed. State

Kersey & Co.
 Williams
 Energy
 Pan Am
 HBP 647
 HBP 627
 HBP 627

KERSEY & CO. (OPER)
 Amoco (Phillips) Tr. F Hondo
 Yates
 Kersey E. Co.
 Tr. H State

N.W. ARTESIA UNIT
 JEM Res.
 ARCO
 Empire
 HBP 627

Amoco
 Phillips
 Mewbourne
 Phillips
 Illinois Camp E 2719
 Fred Pool, Jr. Kimberly St.
 Levers State

Amoco, DR
 Levers St.
 Mewbourne
 Phillips
 Humble
 Signal St.
 Levers St.
 Rainbow Ener.

Mack Ener.
 Rainbow Ener. A E 7179
 Levers St.
 Humble St.
 Marathon Signal St.
 Mack Ener.
 Signal St.
 Mack Ener.
 Signal St.

WEST ARTESIA GRBG. U
MACK ENER. (OPER)
 Humble
 Signal St.
 Humble
 Signal St.
 Humble
 Signal St.

Examiner _____
 Case No. 11540
 EXHIBIT NO. 1
 SDX Res. E 7179
 HBC E 72

**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11540 Exhibit No. 1

Submitted by: Enron Oil & Gas Company

Hearing Date: May 30, 1996

EXHIBIT 'A'

Attached to and made a part of that certain Operating Agreement dated April 1, 1996 between ENRON OIL & GAS COMPANY, as Operator, and PHILLIPS PETROLEUM COMPANY, et al, as Non-Operator.

1. Identification of lands subject to this Agreement:

South Half (S/2) of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico

2. Restrictions, if any as to depths, formation or substances:

All depths below the base of the Abo formation (as defined in the Empire Abo Unit Agreement dated October 1, 1972) to the Top of the Mississippian Chester Limestone

Marathon owned above 5,000 ft.

3. Percentages of fractional interests of parties to this Agreement:

	Working Interest
<input checked="" type="checkbox"/> Enron Oil & Gas Company	37.50000%
<input checked="" type="checkbox"/> Phillips Petroleum Company	19.54487%
<input checked="" type="checkbox"/> Marathon Oil Company <i>Kelbahr</i>	11.95864%
<input checked="" type="checkbox"/> Amoco Production Company	11.46603%
<input checked="" type="checkbox"/> Devon Energy Corporation	6.17876%
<input checked="" type="checkbox"/> Mewbourne Oil Company <i>Bruce</i>	4.90109%
<input checked="" type="checkbox"/> Ken Perkins Oil & Gas, Inc.	3.08611%
<input checked="" type="checkbox"/> Vilas P. Sheldon Trust	1.54807%
<input checked="" type="checkbox"/> Yates Petroleum Corporation	2.23123%
<input checked="" type="checkbox"/> Judy B. Gurley Oil & Gas	0.90461%
<input checked="" type="checkbox"/> Mark L. Shidler, Inc.	0.20677%
<input checked="" type="checkbox"/> Read & Stevens, Inc.	0.06462%
<input checked="" type="checkbox"/> T. T. Sanders Estate	0.06461%
<input checked="" type="checkbox"/> Aston Family Limited Partnership	0.05743%
<input checked="" type="checkbox"/> Aston Partnership	0.05743%
<input checked="" type="checkbox"/> Lincoln Aston Estate	0.05743%
<input checked="" type="checkbox"/> Charles A. Aston, III	0.03446%
<input checked="" type="checkbox"/> Audrey Aston Bean	0.03446%
<input checked="" type="checkbox"/> Valerie Aston Kobal	0.03446%
<input checked="" type="checkbox"/> Ellen Hammond Paul	0.03446%
<input checked="" type="checkbox"/> Sharon A. Olsen, Trustee of the Sharon Aston Olsen Trust	0.03446%

(320 acres)

Most derived interest from lease on 300 acres

Committed

100.00000%

*110 acres:
Enron 50%
Rest 50%*

4. Oil and Gas Leases subject to this Agreement:

Lease No.: State of New Mexico #703-27
 Dated: December 20, 1922
 Recorded: Not Recorded
 Lessor: State of New Mexico
 Original Lessee: Forest Levers, Trustee
 Lands Covered: Insofar as said lease covers the SW/4 SW/4, E/2 SW/4, N/2 SE/4, Section 5, T18S, R28E, Eddy County, New Mexico

*80 acres:
Enron 100%*

Lease No.: State of New Mexico #B-3823-9
 Dated: February 11, 1935
 Recorded: Not Recorded
 Lessor: State of New Mexico
 Original Lessee: Walter Solt
 Lands Covered: Insofar as said lease covers the NW/4 SW/4, S/2 SE/4, Section 5, T18S, R28E, Eddy County, New Mexico

*40 acres:
Enron 100%*

5. Names and addresses of the Parties:

ENRON OIL & GAS COMPANY
 P. O. Box 2267
 Midland, Texas 79702
 Attn: Patrick J. Tower

**BEFORE THE
 OIL CONSERVATION DIVISION**
 Santa Fe, New Mexico

Case No. 11540 Exhibit No. 2

Submitted by: Enron Oil & Gas Company

Hearing Date: May 30, 1996

ENRON Oil & Gas Company

Drilling AFE

AFE Type X Wildcat(31) Development(32)

X Drilling X Completion Re-Entry Oil X Gas High Cost Gas

AFE No.	100997
Property Number	
Enron Well	50.00000%
Enron AFE Am (DHC)	\$207,250
(CWC)	\$375,500
Division	MIDLAND
AFE Beg. Date	1/23/96
Budget Year	1996

Lease & Well No	Prospect Name	Total Depth	Water Depth
Empire "5" State Corn No. 1	Empire South	10,550'	
Location & Survey	Sec-Twn-Rng	Producing Horizon	Spud Date
825' FSL & 1.98' FEL	Sec. 5, T18S, R28E	Lower Morrow	
Operator	County & State	Regulatory Field	DD&A Field
Enron Oil & Gas Company	Eddy, New Mexico	Wildcat	
AFE Description Drill and complete a 10,550' Lower Morrow gas well.			

CODE	DESCRIPTION	DRILLING	COMPLETION	TOTAL
230-401	Access, Location & Roads		\$2,000	\$22,000
230-402	Rig Move	30,000		\$30,000
230-403	Footage Cost \$/Ft			\$0
230-404	Day Work Cost 25/2 days @ \$ 4800	120,000	9,600	\$129,600
230-405	Bits, Reamers & Stabilizers	40,000		\$40,000
230-406	Fuel	500		\$500
230-407	Water	17,000	3,000	\$20,000
230-408	Mud & Chemicals	20,000	3,000	\$23,000
230-409	Cementing & Service	22,000	16,000	\$38,000
230-410	Coning	13,000		\$13,000
230-411	OH Logging & Testing	10,000	5,000	\$15,000
230-412	Mud Logging			\$0
230-413	Perforating		25,000	\$25,000
230-414	Stimulation		23,000	\$23,000
230-415	Transportation	4,000	4,000	\$8,000
230-416	Drilling Overhead days @ \$	5,000		\$5,000
230-417	Equipment Rental	3,500	3,000	\$6,500
230-418	Completion Rig days @ \$		9,800	\$9,800
230-419	Other Drilling Expense	21,000	7,000	\$28,000
230-420	Fishing & Equip. lost in hole			\$0
230-421	Environmental & Safety Charges	4,000	5,000	\$9,000
230-422	Directional Drilling			\$0
230-423	Equipment Usage 30 x 450	13,500		\$13,500
230-424	Supervision	1,400	2,800	\$4,200
230-431	Communications			\$0
230-432	MWD Logging			\$0
TOTAL INTANGIBLES		\$344,900	\$118,200	\$463,100

	FEET	SIZE	GRADE	\$/FT	DRILLING	COMPLETION	TOTAL
230-101	40	20	Conductor Casing		\$3,500		\$3,500
230-102	650	11-3/4	Surface Casing	H-40	14.78	9,600	\$9,600
230-103	4500	8-5/8	Intermediate Casing	S-K	16	49,500	\$49,500
230-103			Intermediate Casing				\$0
230-104	10700	5-1/2	Production Casing	N-S	7.25	77,900	\$77,900
230-104			Production Liner				\$0
230-104			Tie-Back Casing				\$0
230-105	10600	2-7/8	Tubing	N	3.5	39,900	\$39,900
230-105			Tubing				\$0
230-107			Well Head Equipment and Tree		7,000	25,000	\$32,000
230-108			Tanks			25,000	\$25,000
230-109			Flow Lines			5,000	\$5,000
230-110			Valves & Fittings			7,500	\$7,500
230-111			Rods				\$0
230-112			Pumping Equipment - Surface				\$0
230-113			Production Equipment - Subsurface				\$0
230-114			Engines & Motors				\$0
230-115			Heater-Treater & Separators			25,000	\$25,000
230-116			Other Equipment				\$0
230-117			Buildings				\$0
230-118			Metering Equipment			3,000	\$3,000
230-119			Non-Controllable Equipment				\$0
230-120			Liner Equipment				\$0
230-122			Construction Cost			10,000	\$10,000
TOTAL TANGIBLES					\$69,600	\$218,300	\$287,900
TOTAL WELL COST					\$414,500	\$336,500	\$751,000

Examiner _____
 Case No. 11540
 EXHIBIT NO. 3

ENRON APPROVAL					
Division		Headquarters			
By	Date	By	Date	By	Date
W.D. Smeitzer	01/23/96	By [Signature]			
By [Signature]	2/3/96	By [Signature]			
JOINT OPERATOR APPROVAL					
Firm	By	Title		Date	

ENRON
Oil & Gas Company

P. O. Box 2267 Midland, Texas 79702 (915) 686-3600

February 8, 1996

CERTIFIED MAIL-RETURN RECEIPT

TO ALL WORKING INTEREST OWNERS:
(See Attached Addressee List)

RE: Empire "5" State Com No. 1 Well
825' FSL & 1980' FEL Section 5,
S/2 Section 5 Spacing Unit
Township 18 South, Range 28 East
Eddy County, New Mexico
EOG's Empire South Prospect
AFE No. 100997

Gentlemen:

Enron Oil & Gas Company proposes to drill the Empire "5" State Com No. 1 well as a 10,550' Lower Morrow test at a location 825' FSL and 1980' FEL of Section 5, T18S, R28E, Eddy County, New Mexico. In this regard enclosed please find two (2) AFEs covering this test. Please execute and return one (1) copy of said AFE should you elect to participate.

In the event your company is not interested in participating Enron would entertain a Farmin under mutually agreeable terms.

Enron looks forward to a favorable response to our proposal. Should there be any questions, please feel free to contact the undersigned at (915) 686-3758.

Sincerely,

ENRON OIL & GAS COMPANY



Patrick J. Tower
Project Landman

P.JT/ms
attachments

cc: Rudy Mikulec-EOG Houston
Ronnie Adams-EOG Houston
G. L. Thomas/R. L. Ingle/WDS/TJA/LISAWF
File

BEFORE THE
OIL CONSERVATION DIVISION
Santa Fe, New Mexico

Case No. 11540 Exhibit No. 4

Submitted by: Enron Oil & Gas Company

Hearing Date: May 30, 1996

WORKING INTEREST OWNERS ADDRESS LIST
EMPIRE "5" STATE COM NO. 1 WELL

- Enron Oil & Gas Company
Box 2267
Midland, Texas 79701
- ✓ Phillips Petroleum Company
4001 Penbrook
Odessa, Texas 79710
Attr: James S. Welin, Land Director
- ✓ Amoco Production Company
501 Westlake Park Boulevard
Houston, Texas 77079
Attr: Jerry West
- ✓ Devon Energy Corporation
20 North Broadway, Suite 1500
Oklahoma City, Oklahoma 73102-8260
Attr: Ken Gray, District Landman
- ✓ Melbourne Oil Company
500 W. Texas, Suite 1020
Midland, Texas 79701
Attr: Steve Cobb, District Landman
- ✓ Suri Operating Limited Partnership
c/o Oryx Energy Company
P. O. Box 2880
Dallas, Texas 52221-2880 *now Ken Pennington
John Gouline*
- ✓ Vilas P. Sheldon Trust
P. O. Box 2280
South Padre Island, Texas 78597
- ✓ Marathon Oil Company
P. O. Box 552
Midland, Texas 79702-0552
Attr: Randal P. Wilson, CPL/ESA
- ✓ Yates Petroleum Corporation
1063 South Fourth Street
Artesia, New Mexico 88210
Attr: Robert Bullock
- ✓ Judy B. Gurley Oil & Gas Account
2005 Hemlock
Borger, Texas 79007
Attr: Roy Gurley
- ✓ Aston Family Limited Partnership
✓ Charles A. Aston, III,
✓ Valerie Aston Kobal,
✓ Ellen Hammond Paull,
✓ Audrey Aston Bean,
NationsBank, Dallas, N.A., Agent
Trust Oil & Gas
P. O. Box 830308
Dallas, Texas 75283-0308
Attr: Jerry L. Bridgens, C.P.L.
Assistant Vice President
- ✓ Sharon A. Olsen, Trustee
P. O. Box 357
Rimrock, Arizona 86335-0357
- ✓ Estate of Lincoln Astor
Charles A. Aston III,
Personal Representative
704 Parkview Dr.
P. O. Box 457
Round Rock, Texas 78681
- ✓ Read & Stevens, Inc.
P. O. Box 1518
Roswell, New Mexico 88202
Attr: Robert H. Watson, Land Manager
- ✓ Southland Royalty Company
3300 N. "A", Building 6
Midland, Texas 79705
Attr: Leslyn Swierc, Senior Landman *now
Mark L. Shields, Inc*
- ✓ OXY U.S.A. Inc.
P. O. Box 50250
Midland, Texas 79710
Attr: T. Kent Woolley

WORKING INTEREST OWNERS ADDRESS LIST
EMPIRE "5" STATE COM NO. 1 WELL
Page 2

✓ Aston Partnership
The First National Bank of Chicago, Agent
8150 N. Central Expressway, Suite 1211
Dallas, Texas 75206
Attn: Gail Cotton, Vice President

Carlsbad National Bank, Testamentary Trustee
U/W/O Nelle G. Scheurich, deceased,
f/b/o Carlos Joseph Hall, Carlos Joseph
Hall, Jr. and Karla Hall Gutierrez
Carlsbad, New Mexico 88221

H. M. Drake
P. O. Box 65204
Lubbock, Texas 79646

Henry Shaw
5207 Polo Club Road
Midland, Texas 79705

Regents of the University of New Mexico,
Carl A. Hatch Professorship of Law and
Public Administration Fund
251 Scholes Hall
University NE
Albuquerque, New Mexico 87131

Chedde Caviness and Elizabeth Caviness
as Joint Tenants
7505 Derickson
Albuquerque, New Mexico 87109

Harriet Hatch Trapani
42 Hubbard Avenue
Cambridge, Massachusetts 02140

Carla Leet-Assaf
3224 Timmons Lane, No. 168
Houston, Texas 77027

Frederica A. Leet
2 Briar Oak Drive
Weston, Connecticut 06883

Carl F. Hatch
1616 S. Monroe
San Angelo, Texas 76901

Jeannie H. Collins
3500 D Enfield
Austin, Texas 78703

Glen F. Leet, Jr.
2 Briar Oak Drive
Weston, Connecticut 06883

Victoria Hatch Pereira
Rua Mauro D'Arugo Ribeiro 485
Jaragua Cidade Abril
05182 Sao Paulo, S. P. Brazil

Frank Hatch
5011 F Street
Sacramento, California 95819

✓ T. T. Sanders, Jr.
400 N. Pennsylvania
Roswell, New Mexico 88201-4754

Westway Petro
Lock Box 70
500 North Akard Street
Dallas, Texas 75201-3394
Attn: William E. Read

Ryan P. Hatch
14140 Saddle River Drive
Gaithersburg, Maryland 20878

J & B Enterprises
(Address Unknown)

ENRON Oil & Gas Company

P. O. Box 2267 Midland, Texas 79702 (915) 686-3600

April 11, 1996

TO ALL WORKING INTEREST OWNERS:
(See Attached Addressee List)

RE ~~Empire "5" State Com No. 1 Well~~
807' FSL & 1992' FEL Section 5,
~~S/2 Section 5 Spacing Unit~~
Township 18 South, Range 28 East
Eddy County, New Mexico
EOG's Empire South Prospect

Gentlemen:

In conjunction with Phillips Petroleum Company's letter dated March 12, 1996, enclosed please find a complete copy, along with an extra signature page, of Enron Oil & Gas Company's proposed Joint Operating Agreement for the Empire "5" State Com No. 1 well.

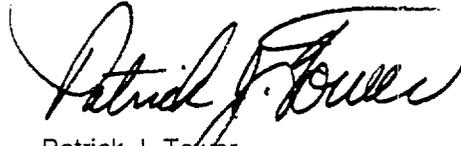
It should be noted that this Operating Agreement shall supersede and control over the terms of that certain Operating Agreement dated April 26, 1982 among Phillips Petroleum Company, as Operator and Marathon Oil Company et al, as Nonoperators. Please note that this Operating Agreement does not commit you to join in this well (See Article XV.L.). This simply moves your interest to a new Operating Agreement to facilitate the drilling of Enron's well.

Also as you will note Enron has moved its location slightly from its original proposal. This was necessary to avoid an existing shallow well at said location.

Please execute and return the enclosed signature page to the undersigned, retaining the copy of the JOA for your files. A copy of the fully executed Operating Agreement will be furnished to you upon receipt of all signatures. Should there be any questions, please feel free to contact the undersigned at (915) 686-3758.

Sincerely,

ENRON OIL & GAS COMPANY



Patrick J. Tower
Project Landman

P.T/ms
enclosures

WORKING INTEREST OWNERS ADDRESS LIST
EMPIRE "5" STATE COM NO. 1 WELL

ENFON OIL & GAS COMPANY
Box 2267
Midland, Texas 79701

PHILLIPS PETROLEUM COMPANY
400 Penbrook
Odessa, Texas 79710
Attn James S. Welin, Land Director

MAFATHON OIL COMPANY
P. C. Box 552
Midland, Texas 79702
Attn Randal P. Wilson

AMOCO PRODUCTION COMPANY
P. C. Box 3092
Houston, Texas 77253
Attn Jerry West

MEWBOURNE OIL COMPANY
500 W. Texas, Suite 1020
Midland, Texas 79701
Attn Steve Cobb, District Landman

DEVON ENERGY CORPORATION (NEVADA)
1500 Mid-America Tower
20 North Broadway
Oklahoma City, Oklahoma 73102-8260
Attn Ken Gray

KEN PERKINS OIL & GAS INC.
P. C. Box 1237
Kingsville, Texas 78364

V. P. SHELDON TRUST
c/o Philip V. Lee
P. C. Box 1872
Kingsland, Texas 78639

YATES PETROLEUM CORPORATION
P. C. Box 1395
Artesia, New Mexico 88211-1395
Attn Mecca Mauritsen

JUDY B. GURLEY OIL & GAS
2005 Hemlock
Borger, Texas 79008-0710
Attn: Roy Gurley

MARK L. SHIDLER, INC.
1010 Lamar, Suite 500
Houston, Texas 77002

READ & STEVENS, INC.
P. O. Box 1518
Roswell, New Mexico 88202-1518
Attn: Robert H. Watson

T. T. SANDERS ESTATE
c/o Steve Fisher
P. O. Box 550
Roswell, New Mexico 88202-0550

ASTON FAMILY LIMITED PARTNERSHIP
c/o NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, Texas 75283-0308
Attn: Jerry Bridgens

ASTON PARTNERSHIP
c/o The First National Bank of Chicago, Agent
8150 North Central Expressway, Suite 1211
Dallas, Texas 75206
Attn: Gail Cotton

LINCOLN ASTON ESTATE
P. O. Box 457
Round Rock, Texas 78680-0457

CHARLES A. ASTON, III
c/o NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, Texas 75283-0308
Attn: Jerry Bridgens

AUDREY ASTON BEAN
c/o NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, Texas 75283-0308
Attn: Jerry Bridgens

WORKING INTEREST OWNERS ADDRESS LIST
EMFIRE "5" STATE COM NO. 1 WELL
Page 2

VALERIE ASTON KOBAL
c/o NationsBank of Texas, NA, Agent
P. C. Box 830308
Dallas, Texas 75283-0308
Attn: Jerry Bridgens

ELLEN HAMMOND PAULL
c/o NationsBank of Texas, NA, Agent
P. C. Box 830308
Dallas, Texas 75283-0308
Attn: Jerry Bridgens

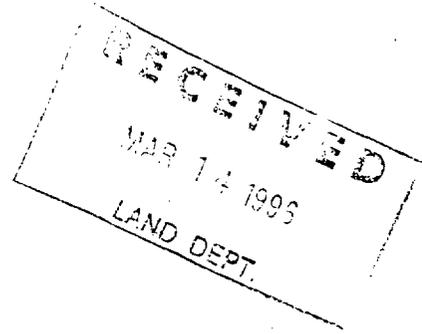
SHARON A. OLSEN, TRUSTEE
OF THE SHARON ASTON OLSEN TRUST
P. C. Box 357
Rimrock, Arizona 86335-0357



PHILLIPS PETROLEUM COMPANY

ODESSA, TEXAS 79762
4001 PENBROOK

EXPLORATION AND PRODUCTION GROUP
Permian Basin Region



March 12, 1996

RE: Illinois Camp-North Working Interest Unit
Sections 5 & 6-T18S-R28E, NMPM
Eddy County, New Mexico
GF 51001

WORKING INTEREST OWNERS
(SEE ATTACHED LIST)

Ladies and Gentlemen:

Reference is made to Enron Oil & Gas Company's recent proposal to drill the Empire "5" State Com No. 1 well as a 10,500' Morrow gas test in the S $\frac{1}{2}$ Section 5-T18S-R28E, NMPM, Eddy County, New Mexico. Enron has reviewed our existing operating agreement for the captioned unit and has elected not to join due to several "onerous" provisions contained therein.

Article XV of the working interest unit operating agreement contains farmout provisions which control when a party elects not to participate in a subsequent well. Any farmout interest must be offered to the parties participating in the cost of drilling a subsequent well on a proportionate basis. Upon completion of a well capable of production in paying quantities, the participating parties shall earn rights equal to (a) the entire present right of the farmor in the largest proration unit assigned by the New Mexico Oil Conservation Division to the well, and (b) an undivided one-half ($\frac{1}{2}$) of the present interest of the farmor in the contract area outside the proration unit. In Phillips Petroleum Company's opinion, Enron's well proposal cannot justify a 50% backin after payout given today's current market conditions.

In lieu of attempting to negotiate with twenty separate working interest owners to amend/revise the current Illinois Camp-North working interest unit operating agreement to the degree necessary for obtaining Enron's joinder, Phillips recommends the working interest owners agree to revise the contract area for the Illinois Camp-North working interest unit operating agreement to withdraw the 200 acres located in the S $\frac{1}{2}$ Section 5-T18S-R28E and agree to enter into a separate operating agreement with Enron for the Empire "5" State Com No. 1 well utilizing each party's interests set forth in column 7 & 8 of Exhibit "A-3" (revised 03-05-96), proportionately reduced.

Attached hereto you will find a schedule setting out each working interest owner's interest in Enron's proposed well, proportionately reduced by 37.5%. Enron has advised they will be

Illinois Camp - North Working Interest Unit

March 12, 1996

Page 2

proposing an operating agreement covering the Empire "5" State Com No. 1 well sometime in the near future.

After Enron has furnished all parties with a copy of their proposed operating agreement, Phillips will ballot the working interest owners with regards to amending the contract area for the Illinois Camp-North working interest unit operating agreement.

If you have any questions, or would like to discuss this matter in greater detail, please contact the undersigned at (915) 368-1373.

Sincerely,

Phillips Petroleum Company



James S. Welin
Land Director

cc: J. L. Mathis - Bartlesville w/a
Patrick J. Tower - Enron w/a ✓

g:\wpfiles\jsw\1996\g51001b.ltr

Illinois Camp Working Interest Owners Address List

Marathon Oil Company
P. O. Box 552
Midland, TX 79702
Attn: Wayne Ransbottom

Amoco Production Company
P. O. Box 3092
Houston, TX 77253
Attn: Bill Dukes

Mewbourne Oil Company
500 West Texas; Suite 1020
Midland, TX 79701

Devon Energy Corporation (Nevada)
1500 Mid-America Tower
20 North Broadway
Oklahoma City, OK 73102-8260

Ken Perkins Oil & Gas, Inc.
P. O. Box 1237
Kingsville, TX 78364

V. P. Sheldon Trust
San Benito Bank & Trust Co., Trustee
Drawer 1911
San Benito, TX 78586-1911

Yates Petroleum Company
P. O. Box 1395
Artesia, NM 88211-1395
Attn: Randy Patterson

Judy B. Gurley Oil & Gas
2005 Hemlock
Borger, TX 79008-0710

Mark L. Shidler, Inc.
1010 Lamar; Suite 500
Houston, TX 77002

Read & Stevens, Inc.
P. O. Box 1518
Roswell, NM 88202-1518

T. T. Sanders
%Charles "Chuck" Coll
P. O. Box 550
Roswell, NM 88202-0550

Aston Family Limited Partnership
%NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Aston Partnership
%1st National Bank of Chicago, Agent
8150 North Central Expressway, Suite 1211
Dallas, TX 75206
Attn: Belle Frank

Lincoln Aston Estate
P. O. Box 457
Round Rock, TX 78680-0457

Charles A. Aston, III
%NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Audrey Aston Bean
%NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Valerie Aston Kobal
%NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Ellen Hammond Paull
%NationsBank of Texas, NA, Agent
P. O. Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Sharon A. Olsen, Trustee of
The Sharon Aston Olsen Trust
P. O. Box 357
Rimrock, AZ 86335-0357

EXHIBIT A

Phillips Petroleum Company
4001 Penbrook
Odessa, TX 79710
Attn: James S. Welin

Mewbourne Oil Company
500 W. Texas, Suite 1020
Midland, TX 79701
Attn: Steve Cobb

Marathon Oil Company
Post Office Box 552
Midland, TX 79702
Attn: Randal P. Wilson

Devon Energy Corporation (Nevada)
1500 Mid-America Tower
20 North Broadway
Oklahoma City, OK 73102-8260
Attn: Ken Gray

Amoco Production Company
Post Office Box 3092
Houston, TX 77253
Attn: Jerry West

Vilas P. Shelton Trust
c/o Philip V. Lee
Post Office Box 1872
Kingsland, TX 78639

Mark L. Shidler, Inc.
1010 Lamar, Suite 500
Houston, TX 77002

Yates Petroleum Corporation
Post Office Box 1395
Artesia, NM 88211-1395
Attn: Mecca Mauritsen

T.T. Sanders Estate
c/o Steve Fisher
Post Office Box 550
Roswell, NM 88202-0550

Judy B. Gurley Oil & Gas
2005 Hemlock
Borger, TX 79008-0710
Attn: Roy Gurley

ARCO Permian
600 N. Marienfeld
Midland, TX 79701
Attn: Mr. Lee M. Scarborough

Aston Family Limited Partnership
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Sun Operating Limited Partnership
c/o ORYX Energy Company
Post Office Box 2880
Dallas, TX 52221-2880

Aston Partnership
c/o The First National Bank of
Chicago, Agent
8150 North Central Expressway
Suite 1211
Dallas, TX 75206
Attn: Gail Cotton

Southland Royalty Company
Meridian Oil Inc.
3300 N. "A" Building 6
Midland, TX 79705
Attn: Leslyn Swierc

Lincoln Aston Estate
Post Office Box 457
Round Rock, TX 78680-0457

Charles A. Aston, III
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Audrey Aston Bean
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Valerie Aston Kobal
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Ellen Hammond Paull
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Phillips Petroleum Company
4001 Penbrook
Odessa, TX 79710
Attn: James S. Welin

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Welin:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Phillips Petroleum Company

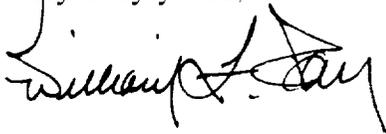
Attn: James S. Welin

May 9, 1996

Page 2

Parties appearing in cases have been requested by the Division (Memorandum 2-90) to file a Prehearing Statement substantially in the form prescribed by the Division. Prehearing statements should be filed by 4:00 o'clock p.m. on the Friday before a scheduled hearing.

Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is written in a cursive style with a large, sweeping initial "W".

WILLIAM F. CARR

ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
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TANYA M. TRUJILLO
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SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Marathon Oil Company
Post Office Box 552
Midland, TX 79702
Attn: Randal P. Wilson

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Wilson:

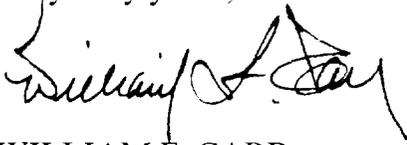
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Marathon Oil Company
Attn: Randal P. Wilson
May 9, 1996
Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh
Enc.
cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
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- The Return Receipt will show to whom the article was delivered and the date delivered.

- I also wish to receive the following services (for an extra fee):
- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Marathon Oil Company
 Post Office Box 552
 Midland, TX 79702
 Attn: Randal P. Wilson

4a. Article Number

P111333637

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

MAY 13 1996

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature (Addressee or Agent)

Randal P. Wilson

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 637



Receipt for Certified Mail

No Insurance Coverage Provided

Marathon Oil Company
 Post Office Box 552
 Midland, TX 79702
 Attn: Randal P. Wilson

\$									

MAY - 9 1996

PS Form 3811, December 1994

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
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TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Amoco Production Company
Post Office Box 3092
Houston, TX 77253
Attn: Jerry West

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. West:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Amoco Production Company

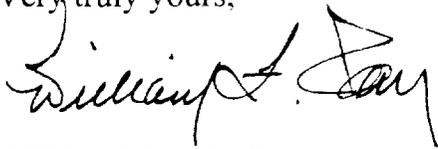
Attn: Jerry West

May 9, 1996

Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

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- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Amoco Production Company
 Post Office Box 3092
 Houston, TX 77253
 Attn: Jerry West

4a. Article Number

P11333638

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery
 MAY 14 1996

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature: (Addressee or Agent)

Jerry West

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.



Amoco Production Company
 Post Office Box 3092
 Houston, TX 77253
 Attn: Jerry West

\$									

MAY - 9 1996

PS Form 3811, December 1994

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
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MARK F. SHERIDAN

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JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mark L. Shidler, Inc.
1010 Lamar, Suite 500
Houston, TX 77002

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Gentlemen:

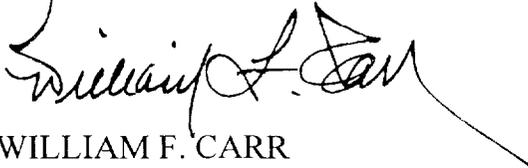
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Mark L. Shidler, Inc.
May 9, 1996
Page 2

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Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is written in a cursive style with a long, sweeping underline that extends to the right.

WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh

Enc.

cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Mark L. Shidler, Inc.
1010 Lamar, Suite 500
Houston, TX 77002

4a. Article Number

P11333639

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

5/13/96

8. Addressee's Address (Only if requested and fee is paid)

6. Signature: (Addressee or Agent)
X *[Signature]*

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 639



Receipt for Certified Mail

No Insurance Coverage Provided

Mark L. Shidler, Inc.
1010 Lamar, Suite 500
Houston, TX 77002

\$									

5/13/96

0000

CAMPBELL, CARR, BERGE

& SHERIDAN, P.A.

LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

T.T. Sanders Estate
c/o Steve Fisher
Post Office Box 550
Roswell, NM 88202-0550

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Fisher:

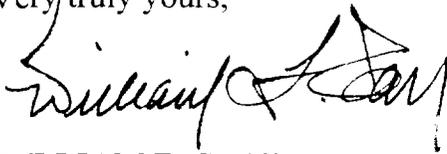
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T.T. Sanders Estate
c/o Steve Fisher
May 9, 1996
Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh
Enc.
cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

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WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

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TANYA M. TRUJILLO
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JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

ARCO Permian
600 N. Marienfeld
Midland, TX 79701
Attn: Mr. Lee M. Scarborough

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Scarborough:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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ARCO Permian

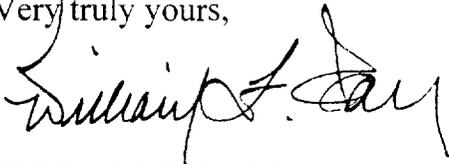
Attn: Mr. Lee M. Scarborough

May 9, 1996

Page 2

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WILLIAM F. CARR

ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

Is your RETURN ADDRESS completed on the reverse side?

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- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

ARCO Permian
600 N. Marienfeld
Midland, TX 79701
Attn: Mr. Lee M. Scarborough

4a. Article Number

211 333 641

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

Date of Delivery

12/13/94

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)
Lee M. Scarborough

6. Signature: (Addressee or Agent)
Lee M. Scarborough

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 641



Receipt for Certified Mail

No Insurance Coverage Provided

ARCO Permian
600 N. Marienfeld
Midland, TX 79701
Attn: Mr. Lee M. Scarborough

\$						\$

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Sun Operating Limited Partnership
c/o ORYX Energy Company
Post Office Box 2880
Dallas, TX 52221-2880

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Gentlemen:

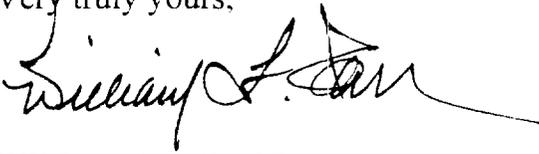
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Sun Operating Limited Partnership
c/o ORYX Energy Company
May 9, 1996
Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh
Enc.
cc: Patrick J. Tower

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 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Sun Operating Limited Partnership
 c/o ORYX Energy Company
 Post Office Box 2880
 Dallas, TX 52221-2880

4a. Article Number

P111 333 642

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

MAY 14 1996

5. Received By (Print Name)

Bill H. Leary

6. Signature (Address of Agent)

[Signature]

PS Form 3811, December 1994

Domestic Return Receipt

8. Addressee's Address (Only if requested and fee is paid)

P 111 333 642



Receipt for Certified Mail

No Insurance Coverage Provided

Sun Operating Limited Partnership
 c/o ORYX Energy Company
 Post Office Box 2880
 Dallas, TX 52221-2880

\$									
\$									

MAY - 9 1996

Thank you for using Return Receipt Service.

CAMPBELL, CARR, BERGE

& SHERIDAN, P.A.

LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Southland Royalty Company
Meridian Oil Inc.
3300 N. "A" Building 6
Midland, TX 79705
Attn: Leslyn Swierc

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Ms Swierc:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Southland Royalty Company

Meridian Oil Inc.

Attn: Leslyn Swiere

May 9, 1996

Page 2

Parties appearing in cases have been requested by the Division (Memorandum 2-90) to file a Prehearing Statement substantially in the form prescribed by the Division. Prehearing statements should be filed by 4:00 o'clock p.m. on the Friday before a scheduled hearing.

Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

WILLIAM F. CARR

ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

- I also wish to receive the following services (for an extra fee):
1. Addressee's Address
 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Southland Royalty Company
Meridian Oil Inc.
3300 N. "A" Building 6
Midland, TX 79705
Attn: Leslyn Swierc

4a. Article Number

P 111 333 656

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- Insured
- COD
- Certified

7. Date of Delivery

5-14-96

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

Leslyn Swierc

6. Signature: (Addressee or Agent)

Leslyn Swierc

PS Form 3811, December 1994

Domestic Return Receipt

P 111 333 656
Receipt for Certified Mail
No Insurance Coverage Provided
Southland Royalty Company
Meridian Oil Inc.
3300 N. "A" Building 6
Midland, TX 79705
Attn: Leslyn Swierc

\$					

MAY 18 1996

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mewbourne Oil Company
500 W. Texas, Suite 1020
Midland, TX 79701
Attn: Steve Cobb

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Cobb:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

This application has been set for hearing before a Division Examiner on May 30, 1996. You are not required to attend this hearing, but as an owner of an interest that may be subject to pooling, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

Mewbourne Oil Company

Attn: Steve Cobb

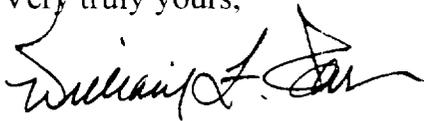
May 9, 1996

Page 2

It is understood that you may be close to a voluntary agreement with Enron or simply lack the necessary paperwork be signed, Enron's intent is to dismiss this force pooling application as to your interest once the necessary paperwork is executed.

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Very truly yours,

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WILLIAM F. CARR

ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

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TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Devon Energy Corporation (Nevada)
1500 Mid-America Tower
20 North Broadway
Oklahoma City, OK 73102-8260
Attn: Ken Gray

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Gray:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Devon Energy Corporation (Nevada)

Attn: Ken Gray

May 9, 1996

Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Devon Energy Corporation (Nevada)
 1500 Mid-America Tower
 20 North Broadway
 Oklahoma City, OK 73102-8260
 Attn: Ken Gray

4a. Article Number

9111335644

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

5-23-96

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

X *Ken Gray*

8. Addressee's Address (Only if requested and fee is paid)

PS Form 3811 December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 335 644



Receipt for Certified Mail

No Insurance Coverage Provided

Devon Energy Corporation (Nevada)
 1500 Mid-America Tower
 20 North Broadway
 Oklahoma City, OK 73102-8260
 Attn: Ken Gray

\$							

MAY - 9 1996

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Vilas P. Shelton Trust
c/o Philip V. Lee
Post Office Box 1872
Kingsland, TX 78639

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Lee:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Vilas P. Shelton Trust
c/o Philip V. Lee
May 9, 1996
Page 2

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Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is fluid and cursive, with a long horizontal stroke at the end.

WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh
Enc.
cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.



3. Article Addressed to:

Vilas P. Shelton Trust
 c/o Philip V. Lee
 Post Office Box 1872
 Kingsland, TX 78639

4a. Article Number

P11 353 645

4b. Service Type

- Registered
- Express Mail
- Certified
- Return Receipt for Merchandise
- Insured
- COD

7. Date of Delivery

5/11/96

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

[Signature]

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 645



Receipt for Certified Mail

No insurance Coverage Provided

Vilas P. Shelton Trust
 c/o Philip V. Lee
 Post Office Box 1872
 Kingsland, TX 78639

\$		\$	

MAY 9 1996

0095

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

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JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Yates Petroleum Corporation
Post Office Box 1395
Artesia, NM 88211-1395
Attn: Mecca Mauritsen

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Ms Mauritsen:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Yates Petroleum Corporation

Attn: Mecca Mauritsen

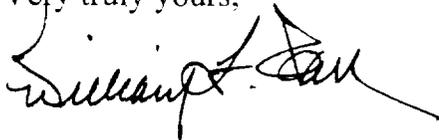
May 9, 1996

Page 2

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Judy B. Gurley Oil & Gas
2005 Hemlock
Borger, TX 79008-0710
Attn: Roy Gurley

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Gurley:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Judy B. Gurley Oil & Gas

Attn: Roy Gurley

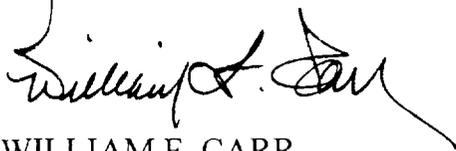
May 9, 1996

Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

<p>3. Article Addressed to:</p> <p style="text-align: center;">Judy B. Gurley Oil & Gas 2005 Hemlock Borger, TX 79008-0710 Attn: Roy Gurley</p>	<p>4a. Article Number P11 333 647</p> <p>4b. Service Type <input type="checkbox"/> Registered <input type="checkbox"/> Express Mail <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> COD <input checked="" type="checkbox"/> Certified <input type="checkbox"/> Insured</p> <p>7. Date of Delivery 5-14-96</p>
<p>5. Received By (Print Name) <i>[Signature]</i></p> <p>6. Signature: (Addressee or Agent) X</p>	<p>8. Addressee's Address (Only if requested and fee is paid)</p>

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 647



Receipt for Certified Mail

No Insurance Coverage Provided

Judy B. Gurley Oil & Gas
2005 Hemlock
Borger, TX 79008-0710
Attn: Roy Gurley

	\$				
	\$				
<p>MAY 9 1996</p>					

CAMPBELL, CARR, BERGE

& SHERIDAN, P.A.

LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Aston Family Limited Partnership
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Bridgens:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

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Aston Family Limited Partnership
c/o NationsBank of Texas, NA, Agent
May 9, 1996
Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
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JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Aston Partnership
c/o The First National Bank of Chicago, Agent
8150 North Central Expressway
Suite 1211
Dallas, TX 75206
Attn: Gail Cotton

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Ms Cotton:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

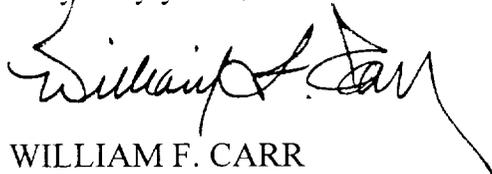
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Aston Partnership
c/o The First National Bank of Chicago, Agent
May 9, 1996
Page 2

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Very truly yours,

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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

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I also wish to receive the following services (for an extra fee):

1. Addressee's Address

2. Restricted Delivery

Consult postmaster for fee.

3. Aston Partnership
 c/o The First National Bank of
 Chicago, Agent
 8150 North Central Expressway
 Suite 1211
 Dallas, TX 75206
 Attn: Gail Cotton
 5. Received By: (Print Name)

4a. Article Number: P111 333 649

4b. Service Type:
 Registered Certified
 Express Mail Insured
 Return Receipt for Merchandise COD

7. Date of Delivery: 5-13-96

8. Addressee's Address (Only if requested and fee is paid)

6. Signature: (Addressee or Agent) *G. Bell*

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 649

Receipt for Certified Mail

Aston Partnership
 c/o The First National Bank of
 Chicago, Agent
 8 50 North Central Expressway
 Suite 1211
 Dallas, TX 75206
 Attn: Gail Cotton

\$									\$

MAY 9 1996

0085

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Lincoln Aston Estate
Post Office Box 457
Round Rock, TX 78680-0457

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Gentlemen:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

This application has been set for hearing before a Division Examiner on May 30, 1996. You are not required to attend this hearing, but as an owner of an interest that may be subject to pooling, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

Lincoln Aston Estate
May 9, 1996
Page 2

It is understood that you may be close to a voluntary agreement with Enron or simply lack the necessary paperwork be signed, Enron's intent is to dismiss this force pooling application as to your interest once the necessary paperwork is executed.

Parties appearing in cases have been requested by the Division (Memorandum 2-90) to file a Prehearing Statement substantially in the form prescribed by the Division. Prehearing statements should be filed by 4:00 o'clock p.m. on the Friday before a scheduled hearing.

Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is fluid and cursive, with a long horizontal stroke at the end.

WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANNIS L. FOX
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 1 0 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Charles A. Aston, III
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
County, New Mexico

Dear Mr. Bridgens:

This letter is to advise you that Enron Oil & Gas Company has filed the enclosed application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from 5000 feet to the base of the Morrow formation, in and under the S/2 of Section 5, Township 18 South, Range 28 East, N.M.P.M., Eddy County, New Mexico. Enron Oil & Gas Company proposes to dedicate the referenced pooled unit to its Empire 5 State Com No. 1 Well to be drilled at a standard location in the S/2 of Section 5.

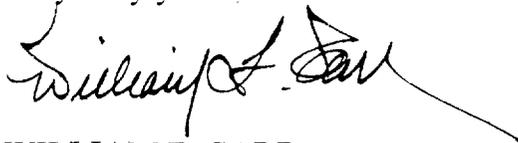
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Charles A. Aston, III
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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE

& SHERIDAN, P.A.

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May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Audrey Aston Bean
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

Re: Application of Enron Oil & Gas Company for Compulsory Pooling, Eddy
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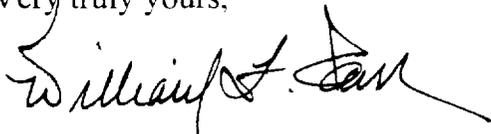
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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY
WFC:mlh
Enc.
cc: Patrick J. Tower

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

1. Addressee's Address
2. Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:

Audrey Aston Bean
 c/o NationsBank of Texas, NA, Agent
 Post Office Box 830308
 Dallas, TX 75283-0308
 Attn: Jerry Bridgens

4a. Article Number

P111333652

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery **13 1996**

8. Addressee's Address (Only if requested and fee is paid)

W. SINLEY
 N.Y.C.

6. Signature: (Addressee or Agent)

X

PS Form **3811**, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 111 333 652



Receipt for Certified Mail

No Insurance Coverage Provided

Audrey Aston Bean
 c/o NationsBank of Texas, NA, Agent
 Post Office Box 830308
 Dallas, TX 75283-0308
 Attn: Jerry Bridgens

Postage	\$
Registration Fee	
Express Mail Fee	
Return Receipt for Merchandise Fee	
Restricted Delivery Fee	
Insured Fee	
COD Fee	
Certified Fee	\$
Postage and Fees	

MAY - 9 1996

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CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
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May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Valerie Aston Kobal
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

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County, New Mexico

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Valerie Aston Kobal
c/o NationsBank of Texas, NA, Agent
May 9, 1996
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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

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WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

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May 9, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Ellen Hammond Paull
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

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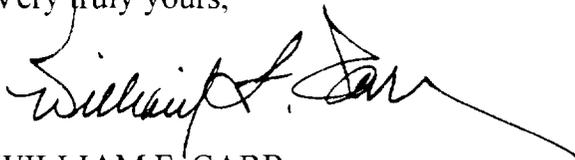
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Ellen Hammond Paull
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WILLIAM F. CARR
ATTORNEY FOR ENRON OIL & GAS COMPANY

WFC:mlh

Enc.

cc: Patrick J. Tower



P 111 333 654

**Receipt for
Certified Mail**

No Insurance Coverage Provided

Ellen Hammond Paul
c/o NationsBank of Texas, NA, Agent
Post Office Box 830308
Dallas, TX 75283-0308
Attn: Jerry Bridgens

PS Form 3800, June 1991

	\$
	\$
MAY - 9 1996	

**BEFORE THE
CIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11540 Exhibit No. 5

Submitted by: Enron Oil & Gas Company

Hearing Date: May 30, 1996

LARGE FORMAT
EXHIBIT HAS
BEEN REMOVED
AND IS LOCATED
IN THE NEXT FILE

LARGE FORMAT
EXHIBIT HAS
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IN THE NEXT FILE

LARGE FORMAT
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**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11540 Exhibit No. 8

Submitted by: Enron Oil & Gas Company

Hearing Date: May 30, 1996

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EXHIBIT HAS
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