

Copy #2

18359

GAS POOLING AGREEMENT

WHEREAS, under the terms of presently valid and subsisting oil and gas leases, a well for oil and gas production has heretofore been drilled in the center of the

Northeast Quarter of Northwest Quarter
(NE $\frac{1}{4}$ of NW $\frac{1}{4}$) of Section 14, Township
24 South, Range 36 East, Lea County,
New Mexico,

which well has been completed for the production of gas from the Yates Sand found in said well between the depths below surface of 3023 and 3135 feet; and

WHEREAS, the minerals were separately owned and separately leased under the tracts hereinafter described, to-wit:

TRACT 1: Northeast Quarter of Northwest Quarter
(NE $\frac{1}{4}$ of NW $\frac{1}{4}$) and North half of Northeast
Quarter (N $\frac{1}{2}$ of NE $\frac{1}{4}$) of Section 14,
Township 24 South, Range 36 East, Lea
County, New Mexico.

TRACT 2: Northwest Quarter of Northwest Quarter
(NW $\frac{1}{4}$ of NW $\frac{1}{4}$) of Section 14, Township
24 South, Range 36 East, Lea County,
New Mexico;

and

WHEREAS, it appears desirable to all parties hereto to consolidate the two tracts above described for the production of gas in order to make up a 160 acre leasehold tract for the allowable of gas production:

NOW, THEREFORE, conditioned that the approval of the Department of the Interior of the United States, through the Bureau of Land Management, be obtained for such consolidation and pooling, the undersigned do hereby agree that the presently valid and subsisting oil and gas mining leases covering, and the mineral interests in and under, the

North half of Northwest Quarter (N $\frac{1}{2}$ of NW $\frac{1}{4}$)
and North half of Northeast Quarter (N $\frac{1}{2}$ of NE $\frac{1}{4}$)
of Section 14, Township 24 South, Range 36 East,
Lea County, New Mexico,

for the purpose only of gas production and for the purpose only of operating wells classified by the Oil and Gas Conservation Commission of the State of New Mexico as gas wells, and limited to producing formations above the depth of 4000 feet, shall be hereafter produced and operated as one consolidated oil and gas leasehold, and the proceeds of the production of gas therefrom, regardless of the location of the well from which such gas is produced, shall be distributed to the parties hereto in the ratio indicated in the following schedule:

This pooling agreement
applies to N $\frac{1}{2}$ -T-576 and
N $\frac{1}{2}$ -T-533 & A thru O, insofar
as leases cover an int. in
N $\frac{1}{2}$ of N $\frac{1}{2}$ of Sec. 14, T-24-S,

Before THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico

Case No. 12839 Exhibit No. 5

Submitted by: Lewis Burleson, Inc.

Hearing Date: March 21, 2002

SCHEDULE
OWNERS UNDER NE $\frac{1}{4}$ NW $\frac{1}{4}$ and N $\frac{1}{2}$ NE $\frac{1}{4}$
SECTION 14:

PROPORTION OF GAS PRODUCTION FROM
 N $\frac{1}{4}$ NW $\frac{1}{4}$ AND N $\frac{1}{2}$ NE $\frac{1}{4}$ OF SECTION 14-
 248-362, LEA COUNTY, NEW MEXICO,
 TO BE RECEIVED BY THE PARTY WHOSE
 NAME IS SET OPPOSITE THE INDICATED
INTEREST.

NAME

✓ Magnolia Petroleum Company	1/16 of 3/4 ✓
✓ H. R. Stroube Box 881, Corsicana, Texas	1/20 of 3/32 ✓
W. C. Stroube Box 881, Corsicana, Texas	1/20 of 3/32 ✓
✓ J. L. Collins Box 881, Corsicana, Texas	1/20 of 3/32 ✓
R. L. Wheelock Box 981, Corsicana, Texas	1/20 of 3/32 ✓
Edith M. Fuller 1645 S. 29th Street Kansas City 6, Kansas	1/20 of 3/32 ✓
✓ General Crude Oil Company Houston 1, Texas	1/16 of 3/32 ✓
Federal Royalties Company, Inc Ft. Worth National Bank Building Ft. Worth, Texas	3/16 of 3/4 ✓
✓ Samuel R. Cooper Star Route, Jal New Mexico	1/72 of 3/32 ✓
Edna F. Kilburn 4932 Rose Avenue Arlington, California	1/72 of 3/32 ✓
James N. Cooper General Delivery, Salem, Arkansas	1/72 of 3/32 ✓
Josephine P. Cooper, Adm. Estate of Lee M. Cooper Hardesty, Oklahoma	1/72 of 3/32 ✓
Mr. Elsie E. Cooper 213 S. Alameda, Carlsbad, New Mexico	1/72 of 3/32 ✓
Mrs. Jimmie Cooper 1514 Bell Plain, Brownwood, Texas	1/72 of 3/32 ✓
✓ George E. Cooper 305 S. Alameda, Carlsbad, New Mexico	1/72 of 3/32 ✓
✓ John A. Cooper 501 N. 8th, Carlsbad, New Mexico	1/72 of 3/32 ✓

PROPORTION OF GAS PRODUCTION FROM N $\frac{1}{2}$ NW $\frac{1}{4}$ and N $\frac{1}{2}$ NE $\frac{1}{4}$ of
SECTION 14-24S-36E, IEA COUNTY, NEW MEXICO, TO BE RECEIVED
BY THE PARTY WHOSE NAME IS SET OPPOSITE THE INDICATED
INTEREST.

NAME

Elva Simpson Tate C/o Charles Owen, 410 Caplas Bldg., El Paso, Texas	1/432 of 3/32
Pearl Simpson Sherman 403 Davis Street Clovis, New Mexico	1/432 of 3/32
Mrs. Robbie Lynn Simpson Williams Route 2, Box 1913 Roseville, California	1/432 of 3/32
Leslie Farris Simpson 208 N. Guadalupe St., Carlsbad, New Mexico	1/432 of 3/32
Robert E. Simpson RA 18253450, Co. "B" 38th Inf. Regt. Ft. Lewis, Washington	1/432 of 3/32
Ruby Lee Simpson Todd Route 2, Box 1913 Roseville, California	1/432 of 3/32

OWNERS UNDER NW $\frac{1}{4}$ NW $\frac{1}{4}$
SECTION 14:

Daniel Vaughn Department of Interior of United States -	3/40 of 1/4 1/20 of 1/4
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AS LESSEES OF BOTH TRACTS:

R. Olsen Oil Company Apco Tower Oklahoma City, Oklahoma	1/2 of 379/512
George P. Bauerdorf 450 N. Rossmore Avenue Los Angeles 4, California	1/4 of 379/512
Charlton H. Lyons Giddens-Lane Building Shreveport 4, Louisiana	1/5 of 379/512
W. P. Prentiss Giddens-Lane Building Shreveport 4, Louisiana	1/20 of 379/512

This agreement for pooling, when executed by all of the parties hereto and approved by the Bureau of Land Management, shall be effective as of the first day of July, 1950, and shall control the distribution of proceeds from gas and proceeds from the sale of production from gas wells, sold on and after that date, and shall continue for so long as the oil and gas lease now in full force and effect on said tracts remain valid and subsisting.

No party hereto makes any representation as to the ownership of minerals of any other party to this Gas Pooling Agreement.

Except as herein expressly modified, each of the lease agreements now force and effect and covering the tracts above described shall govern the rights of the parties.

This agreement has been prepared in multiple copies and the execution by any of the parties hereto on any counterpart hereof shall effectively bind that party.

IN WITNESS WHEREOF, this instrument has been executed by

the several parties hereto on and after this 15th Day of July, 1990.

E. H. [unclear]

W. G. [unclear]

J. L. [unclear]

L. E. [unclear]
CENTRAL OIL COMPANY,

W. H. [unclear]

By _____
President

ATTEST: _____

Secretary

FEDERAL SECURITIES COMPANY, INC.,

By _____
President

ATTEST: _____

Secretary

✓ *Samuel R Cooper*

Samuel R. Cooper

Samuel R. Cooper

James H. Cooper

James F. Cooper,
Administrator of the Estate of Lee H. Cooper.

✓ *Elsie E. Cooper*

Elsie E. Cooper

Mrs. Elsie Cooper

✓ *George E. Cooper*

George E. Cooper

✓ *John A. Cooper*

John A. Cooper

Miss [unclear]

✓ *Pearl Simpson Sherman*

Pearl Simpson Sherman

Mrs. Pearl Simpson Sherman
Williams

Pearl Simpson Sherman

Mary Lee Simpson Ford

Mary Lee Simpson Ford

✓ *[Signature]*

L. [unclear] OIL COMPANY,

By _____
President

✓ *[Signature]*

ATTEST: _____

Secretary

✓ *[Signature]*

V. F. [unclear]

Secretary

ATTEST: _____

4- MAGNOLIA PETROLEUM COMPANY

Secretary

By _____
President

Secretary

STATE OF _____ County of _____ ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____

personally appeared _____
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
_____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF Louisiana Parish of Cadeo ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 20 day of July 1950

personally appeared Charlton H. Lyons and A. P. Prentiss
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires at death _____ Notary Public

STATE OF California County of Los Angeles ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 14 day of August 1950

personally appeared Ann T. Bennett
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
she executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires Nov 15, 1952 _____ Notary Public

STATE OF New Mexico County of Curry ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 20 day of October 1950

personally appeared Paul Simpson Sherman
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
she executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires May 1, 1952 _____ Notary Public

STATE OF New Mexico County of Eddy ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 1st day of May 1951

personally appeared George E. Cooper
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires 10 April 1954 _____ Notary Public

STATE OF New Mexico County of Eddy ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 1st day of May 1951

personally appeared Elvie E. Cooper and John A. Cooper
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires 10 April 1954 _____ Notary Public

STATE OF New Mexico County of Sa ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this 13 day of June 1951

personally appeared Samuel R. Cooper
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires Sept 2, 1953 _____ Notary Public

STATE OF _____ County of _____ ss:

Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____

personally appeared _____
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
_____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____
COUNTY OF _____

ss

Before me, the undersigned, a Notary Public within and for said County and State, on this _____ day of _____, 1990, personally appeared _____, to me known to be the identical person who subscribed the name of _____ GENERAL OIL COMPANY, the maker thereof, to the foregoing instrument as its _____ President, and duly acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

In testimony whereof I have hereunto set my hand and official seal the day and year last above written.

Notary Public

My Commission Expires: _____

STATE OF _____
COUNTY OF _____

ss

Before me, the undersigned, a Notary Public within and for said County and State, on this _____ day of _____, 1990, personally appeared _____, to me known to be the identical person who subscribed the name of _____ ROYALTY COMPANY, INC., the maker thereof, to the foregoing instrument as its _____ President, and duly acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

In testimony whereof I have hereunto set my hand and official seal the day and year last above written.

Notary Public

My Commission Expires: _____

STATE OF OREGON }
COUNTY OF OREGON }

ss

Before me, the undersigned, a Notary Public within and for said County and State, on this 17th day of _____, 1990, personally appeared R. O. _____, to me known to be the identical person who subscribed the name of R. O. _____ OIL COMPANY, the maker thereof, to the foregoing instrument as its President, and duly acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

In testimony whereof I have hereunto set my hand and official seal the day and year last above written.

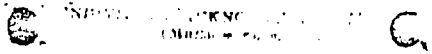
Notary Public

My Commission Expires: _____

FROM :

FAY NO. : 6835172

Feb. 25 2002 02:03PM '03



STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

My commission expires _____ Notary Public

STATE OF _____ County of _____ ss:
 Before me the undersigned, a Notary Public, in and for said County and State, on this _____ day of _____ 19____
 personally appeared _____
 to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that
 _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.
 Given under my hand and seal the day and year last above written.

State of New Mexico
 County of Lea
FILED FOR RECORD
 DEC 12 1952
 and Recorded in Book _____
 Page 349
 Notary Public
 By _____

FROM :

FAX NO. : 6835172

Feb. 25 2002 02:04PM P4

R. Olsen O:1 G
2011 Liberty Ave Bldg
Oklahoma City, Okla