

EXHIBIT "A"

To that certain Operating Agreement dated August 1, 1990,
by and among Manzano Oil Corporation, as Operator, and Mitchell
Energy Corporation.

I. Contract Area:

The E/2 of Section 14, Township 19 South, Range 33 East,
N.M.P.M., Lea County, New Mexico.

II. Depth Limitations:

The E/2 SE/4 and SE/4 NE/4: All depths below 4950 feet
below the surface.

The W/2 E/2 and NE/4 NE/4: From a depth of 5470 feet below
the surface as found at a
marker in the Belco Petroleum
La-Rica Unit No. 1 Well located
1980 feet FSL and 660 feet FWL
of Section 13, T-19-S, R-33-E,
N.M.P.M., Lea County, New
Mexico, down to a depth of
13,750 feet below the surface.

III. Interests of the Parties in the Contract Area:

<u>Interest Owner</u>	<u>Before Payout of the Initial Test Well</u>	<u>After Payout of the Initial Test Well and on all Subsequent Wells*</u>
Manzano Oil Corporation\	.3710073	.2511042
Mitchell Energy Corporation\	.4047352	.2739318
Nearburg Producing Company	.0665231	.0665231
T. T. Sanders	.0234375	.0234375
Read & Stevens, Inc.	.0234375	.0234375
David J. Sorenson	.0375000	.0375000
Daniel W. Varel	.0234375	.0234375
Kenneth D. Reynolds	.0112500	.0112500
Arnold Newkirk	.0075000	.0075000
Williamson Enterprises	.0058594	.0058594
Harold Kious	.0046875	.0046875
Barbara Hannifin	.0018750	.0018750
Eloy S. Duran	.0187500	.0187500
Scott Exploration, Inc.	-0-	.0114745
S. H. Cavin	-0-	.0039844
Thomas Alden Ritch, M.D.	-0-	.0029297

Sealy H. Cavin, Jr.	-0-	.0028125
Robert W. Eaton	-0-	.0019533
Sealy Hutchings Cavin, Inc.	-0-	.0018750
MorOilCo, Inc.	-0-	.0018750
Warren Scott	-0-	.0018750
Susan Scott Murphy	-0-	.0018750
George L. Scott, III	-0-	.0018750
Stephen Mitchell	-0-	.0014063
Frank S. Morgan and Robin L. Morgan	-0-	.0009375
Red Oak Cattle Company	-0-	.0009375
Patrick J. Rogers	-0-	.0009375
John Heer	-0-	.0009375
Texaco Producing Inc.	-0-	<u>.2083333</u> 1.0000000

*Assuming that the parties listed below beginning with Scott Exploration, Inc. elect to convert their overriding royalty interests to a 25% working interest and Texaco Producing Inc. elects to convert its overriding royalty interest to a 1/3 working interest (proportionately reduced).

IV. Oil and Gas Leases Subject to this Operating Agreement.

- A. Federal Oil and Gas Lease NM 56749, dated September 1, 1983, from the United States of America, as Lessor, to Les Paul Maloney, as Lessee, insofar as it covers the W/2 E/2 and NE/4 NE/4 of said Section 14, subject to the depth limitations set forth above.
- B. Federal Oil and Gas Lease NM 56556, dated July 1, 1983, from the United States of America, as Lessor, to John A. Kochergen, as Lessee, covering the E/2 SE/4 and SE/4 NE/4 of said Section 14, subject to the depth limitations set forth above.

V. Addresses of the Parties: