

WEST LOVINGTON (STRAWN) UNIT AREA
LEA COUNTY, NEW MEXICO

Ownership as to the Strawn Formation

FEDERAL LANDS:

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
<u>STATE LANDS:</u>							
2.	<u>T16S-R35E, N.M.P.M.</u> Sec. 1: Lots 1,2,7,8	182.42	E-9116 Effective 6-21-55 HBP	State of New Mexico - All (12.5% royalty)	Charles B. Gillespie, Jr. 100%	Ernestine W. Gillespie 5.46875%	Charles B. Gillespie, Jr. 50% Energen Resources Corporation 50%
3.	<u>T15S-R35E, N.M.P.M.</u> Sec. 34: N/2NW/4, SE/4NW/4, E/2SW/4	200.00	VA-644 Effective 12-1-91 HBP	State of New Mexico - All (12.5% royalty)	Charles B. Gillespie, Jr. 100%	None	Charles B. Gillespie, Jr. 50% Energen Resources Corporation 50%
4.	<u>T15S-R35E, N.M.P.M.</u> Sec. 33: N/2NW/4, SW/4NW/4	120.00	V-4065 Effective 9-1-92 HBP	State of New Mexico - All (16.666667% royalty)	Charles B. Gillespie, Jr. 100%	None	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation 50% William R. Crow 2.5%
3	STATE TRACTS	TOTALING	502.42	ACRES	OR	34.44%	OF UNIT AREA

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PATENTED LANDS:

5.	T16S-R35E, N.M.P.M. Sec. 1: Lots 3,4,5,6	182.06	HBP	June Dangle Speight 43.75% (25% royalty)	Charles B. Gillespie, Jr. Energen Resources Corporation 47.5%	Lawrence J. Seright .009375%	Charles B. Gillespie, Jr. Energen Resources Corporation 47.5%
			HBP	Dorothy Lee Lusk 9.271978% (16.667% royalty)	Energen Resources Corporation 47.5%		ADIA Enterprises Inc. 3.75%
			HBP	Marjorie Smart, Trustee of Marjorie C. Smart Revoc- able Trust dated 5/9/90 6.25% (16.667% royalty)			
			HBP	Clarence V. Shelfer 3.296703% (16.667% royalty)			
			HBP	Annie Laura Sturdivant 5.494505% (16.667% royalty)			
			HBP	Teddie D. Shelfer 3.296703% (16.667% royalty)			

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5. cont'd

HBP	Roy G. Barton, Jr., Trustee of the Roy G. Barton, Sr. and Opal Barton Revocable Trust 3.125% (25% royalty)						
HBP	Richard H. Power 2.747253% (16.667% royalty)						
HBP	Jean Benson 2.747253% (16.667% royalty)						
HBP	Betty Louise Pieper 2.08333% (18.75% royalty)						
HBP	Robert L. Brown 2.083333% (18.75% royalty)						
HBP	Douglas M. Shelfer 1.648352% (16.667% royalty)						
HBP	James Darrell Shelfer 1.648352% (16.667% royalty)						
HBP	Jane Bowers Stoneman 1.25% (18.75% royalty)						

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5. cont'd

HBP	Rickie Don Thompson 1.098901% (16.667% royalty)
HBP	Penelope Louise Holcomb 1.041667% (18.75% royalty)
HBP	Monty D. McLane .694445% (16.667% royalty)
HBP	Laverne W. Colby .416667% (18.75% royalty)
HBP	Lester F. Colby .416667% (18.75% royalty)
HBP	Dorothy C. Feltz .416667% (18.75% royalty)
HBP	Mary Ann Haug .416666% (16.667% royalty)
HBP	Patrick J. Cesarano Revocable Trust .354167% (16.667% royalty)

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5. cont'd			HBP	States Inc. .347222% (16.667% royalty)			
			HBP	Francis J. Moynihan, Jr. .208334% (18.75% royalty)			
			HBP	Berkeley N. Moynihan .208334% (18.75% royalty)			
			HBP	Barbara M. Gallagher .208334% (18.75% royalty)			
			HBP	Suzanne M. Chambers .138889% (16.667% royalty)			
			HBP	Katherine McDonald Wenig .138889% (16.667% royalty)			
			HBP	Anita M. McDonald .138889% (16.667% royalty)			
			HBP	Rost Energy Company .0625% (16.667% royalty)			

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S. cont'd			HBP	Henry W. Lawton .625% (20% royalty)			
			HBP	Joan Sermak .625% (20% royalty)			
			HBP	Nancy O'Connor .625% (20% royalty)			
			HBP	Lewis E. McLaughlin .3125% (20% royalty)			
			HBP	Lois M. McLaughlin .3125% (20% royalty)			
			HBP	Michael Stadwick .133928% (25% royalty)			
			HBP	Cherie Weichel .133928% (25% royalty)			
			HBP	Lois H. Stadwick .3125% (25% royalty)			
			HBP	Robert Stadwick .133928% (25% royalty)			

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5. cont'd.

HBP	Todd Stadwick .133929% (25% royalty)						
HBP	Harvard Stadwick, Jr. .133929% (25% royalty)						
HBP	John Stadwick .133929% (25% royalty)						
HBP	Keith Stadwick .133929% (25% royalty)						
Unleased	Geraldine Anderson Hill .625% (12.5% royalty)			Unleased	100%	None	Geraldine Anderson Hill .625%
Unleased	Leonardo S. Anderson, Jr. .625% (12.5% royalty)			Unleased	100%	None	Leonardo S. Anderson, Jr. .625%

6. <u>T15S-R35E, N.M.P.M.</u> Sec. 34: W/2SW/4, SW/4NW/4	254.47	HBP	Snyder Ranches, Inc. 100% (20% royalty)	Charles B. Gillespie, Jr. Energen Resources Corporation 50%	None		Charles B. Gillespie, Jr. Energen Resources Corporation 50%
<u>T16S-R36E, N.M.P.M.</u> Sec. 6: Lots 3,4,5							

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7. T15S-R35E, N.M.P.M.
Sec. 33: SE/4NW/4

40.00	HBP	Norvest Bank New Mexico N.A. Trustee of the L. Jay Root Royalty Trust Agreement dated 4/28/83 100% (18.75% royalty)	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 50% 2.5%	None	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 50% 2.5%
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8. T15S-R35E, N.M.P.M.
Sec. 33: SW/4NE/4

40.00	HBP	United Bank of Lea County, Trustee for Chad L. and Norma B. Wiley 50% (18.75% royalty)	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 50% 2.5%	None	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 50% 2.5%
	HBP	Mary Katherine Garrett Noble 25% *(12.5% royalty)			
	HBP	Billie Garrett Lytle 25% *(18.75% royalty)			

*Subject to the following
Non-Participating
Royalty Owner:
Charles B. Gillespie,
Jr. 3.125%

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9. T15S-R35E, N.M.P.M.
Sec. 33: SE/4NE/4

40.00	HBP	Joseph E. & Twila M. Goodding Living Trust 75% *(12.5% Royalty)	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation 50% William R. Crow 2.5%	None	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation 50% William R. Crow 2.5%
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25%
*(12.5% royalty)

*Subject to the following

Non-Participating

Royalty Owners:

Parallel Petroleum Corporation

.9375%

Rebel Oil Company .78125%

Robert H. Hannifin .78125%

Eva H. Matson & Ephraim G.

Matson J/T .78125%

Emily Irene Park & Thomas

S. Park .625%

Winfield S. Carson .625%

Wilbur W. Irvin & Jamaeah S.

Irvin J/T .46875%

Roy G. Barton, Jr., Trustee of

the Roy G. Barton, Sr. and

Opal Barton Revocable Trust

.3125%

Lanis Palmer

.3125%

Selma Paulk

.3125%

Ruby Gibson Corley

.3125%

C. R. Alderson & Arlene

Alderson (h&w) .3125%

Total: 6.5625%

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10.	T15S-R35E, N.M.P.M. Sec. 33: NW/4NE/4	40.00	HBP	Roy G. Barton, Jr., Trustee of the Roy G. Barton, Sr. and Opal Barton Revocable Trust 40% (25% royalty)	Charles B. Gillespie, Jr. Energen Resources Corporation William R. Crow	None	Charles B. Gillespie, Jr. Energen Resources Corporation William R. Crow
				Faye L. Lipsett Klein 25% (16.667% royalty)	47.5% 50% 2.5%		47.5% 50% 2.5%
				Grace Starmer 5% (18.75% royalty)			
				Mary Ann Haug 4.166667% (18.75% royalty)			
				The Grooms Trust u/a dated 12/15/82 3.75% (18.75% royalty)			
				Charles B. Gillespie, Jr. 3.315429% (12.5% royalty)			
				Vance Lee Mason 2.5% (18.75% royalty)			

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10. cont'd

HBP	Mary Randall Fredrickson & Norah Baker (J/T)	2.5% (25% royalty)					
Unleased	Energen Resources Corporation	2.050781% (12.5% royalty)					
HBP	Dorothy Fuller Lundeen	1.822916% (18.75% royalty)					
HBP	Russell Pang & Ann Pang (h&w)	1.5625% (18.75% royalty)					
HBP	Anita McDonald	1.38889% (18.75 % royalty)					
HBP	Katherine McDonald Wenig	1.38889% (18.75% royalty)					
HBP	Suzanne M. Chambers	1.38889% (18.75% royalty)					

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10. cont'd							
			HBP	Heidi C. Barton 1.215278% (25% royalty)			
			HBP	Brett C. Barton 1.215278% (25% royalty)			
			HBP	Roy G. Barton, III 1.215278% (25% royalty)			
			HBP	Rost Energy Company .416667% (18.75% royalty)			
			Unleased	William R. Crow .102539% (12.5% royalty)			
11. T15S-R35E, N.M.P.M. Sec. 33: NE/4NE/4		40.00	HBP	Roy G. Barton, Jr., Trustee of the Roy G. Barton, Sr. and Opal Barton Revocable Trust 25% (25% royalty)	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 2.5%	None	Charles B. Gillespie, Jr. 47.5% Energen Resources Corporation William R. Crow 50% 2.5%
			HBP	Faye L. Lipsett Klein (16.667% royalty)			
			HBP	Roy G. Barton, Jr. 12.5% (25% royalty)			

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11. cont'd

HBP	Norma J. Chanley 12.5% (25% royalty)
HBP	Joan L. Yarnell Rine 12.5% (12.5% royalty)
HBP	William Robert Yarnell 12.5% (18.75% royalty)

7	PATENTED	TRACTS	TOTALING	636.53	ACRES	OR	43.63%	OF	UNIT	AREA
11	TRACTS	TOTALING	1,458.95	ACRES	IN	UNIT	AREA			

EXHIBIT "B"
SCHEDULE SHOWING THE PERCENTAGE AND KIND OF OWNERSHIP OF OIL AND GAS INTERESTS
WEST LOVINGTON (STRAWN) UNIT AREA
LEA COUNTY, NEW MEXICO
EXPANSION NO. 1
(REVISED 7-20-2000)
Ownership as to the Strawn Formation

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
<u>STATE LANDS:</u>							
12.	T15S-R35E,N.M.P.M. Sec. 34: NW/4SE/4	40.00	VA-644 Effective 12-1-91 HBP	State of New Mexico - All (12.5% royalty)	Charles B. Gillespie, Jr. 100%	None	Energen Resources Corporation 50% Charles B. Gillespie, Jr. 47.5% William R. Crow 2.5%
13.	T15S-R35E,N.M.P.M. Sec. 34: SW/4SE/4	40.00	VC-11 Effective 9-1-90 HBP	State of New Mexico - All (20.00% royalty)	Energen Resources Corporation 100%	Titan Resources, L.P. .837946% Lawrence J. Seright .502768% Wyllie G. Basham .05% Stanley H. Fox .05% Marvin E. Kraft .025% Charles T. Slack .0125%	Energen Resources Corporation 16.758928% Charles B. Gillespie, Jr. 15.9209816% Viersen & Cochran 11.60268% Yates Petroleum Corporation 11% Lario Oil & Gas Company 10% ABO Petroleum Corporation 4.142856%

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13. Cont'd.

MYCO Industries, Inc.
4.142856%
Yates Drilling Company
4.142856%
Cannon Exploration
Company 4%
Pathfinder Exploration
Company 4%
Hollyhock Corporation
2%
Roger T. & Holly L. Elliott
(h/w) 2%
Rio Pecos Corporation
4%
TARA-JON Corporation
4%
Visa Industries of Arizona
1.450896%
William R. Crow
.8379464%

2	STATE	TRACTS	TOTALING	80.00	ACRES	OR	50%	OF	EXPANDED	UNIT	AREA
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PATENTED LANDS:

14.	T15S-R35E,N.M.P.M. Sec. 28: S/2SE/4	80.00	HBP	NationsBank of Texas, N.A., Trustee of the Marilyn Maxwell Chandler Trust #8436-00 100% *(18.75% royalty)	Hanley OAD, Ltd., II 100%	James W. Rogers .5% Brett K. Bracken .25%	Hanley OAD, Ltd. II 100%
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*Subject to the following

Non-Participating
Royalty Owner:
J.Hiram Moore, Ltd.
2.00%
Acorn Resources, Inc.
1.5%
Parallel Petroleum
Corporation
.85416%
Donald S. Mullins,
Smith Barney, Inc.
IRA Custodian,
#216-62697-1-8-791
.33334%
Total 4.6875%

1	PATENTED	TRACT	TOTALING	80.00	ACRES	OR	50%	OF	EXPANDED	UNIT	AREA
3	TRACTS	TOTALING	160.00		ACRES	IN				UNIT	AREA

EXHIBIT "B"
SCHEDULE SHOWING THE PERCENTAGE AND KIND OF OWNERSHIP OF OIL AND GAS INTERESTS
WEST LOVINGTON (STRAWN) UNIT AREA
LEA COUNTY, NEW MEXICO
EXPANSION NO. 2

Ownership as to the Strawn Formation

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
15.	<u>T15S-R35E, N.M.P.M.</u> Sec. 28: S/2SW/4	80.00	VA-880	State of New Mexico - All (royalty 12.5%)	Hanley Exploration Inc. 100%	Brett K. Bracken James W. Rogers .25% .5%	Hanley OAD, Ltd. II 100%
16A.	<u>T16S-R36E, N.M.P.M.</u> Sec. 6: Lot 2	50.89	HBP	Snyder Ranches, Inc. 100% (royalty 18.75%)	Charles B. Gillespie, Jr. 95% William R. Crow 5%	Earnestine W. Gillespie, Estate 5.07812%	Charles B. Gillespie, Jr. 95% William R. Crow 5%
16B.	<u>T16S-R36E, N.M.P.M.</u> Sec. 6: Lot 7	40.00	HBP	Snyder Ranches, Inc. 100% (royalty 15.625%)	Charles B. Gillespie, Jr. 95% William R. Crow 5%	Earnestine W. Gillespie, Estate 5.2734375%	Charles B. Gillespie, Jr. 95% William R. Crow 5%
17.	<u>T16S-R36E, N.M.P.M.</u> Sec. 6: Lots 1 and 8	90.91	HBP	Snyder Ranches, Inc. 100% (royalty 15.625%)	Charles B. Gillespie, Jr. 100%	Earnestine W. Gillespie, Estate 5.2734375%	Charles B. Gillespie, Jr. 100%

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18A. T15S-R35E, N.M.P.M. Sec. 34: SW/4NE/4		40.00	HBP	Julia Culp 31.25% (royalty 18.75%)	Energien Resources Corporation 22.65625%	George D. Zimmerman & Patricia C. Zimmerman 3%	Energien Resources Corporation 22.65625%
			HBP	Energien Resources Corporation 18.75% (royalty 18.75%)	Charles B. Gillespie, Jr. 22.65625% Vierson Oil & Gas Company 15.608476% Lario Oil & Gas Company 13.501829% Visa Industries of Arizona 6.25%	Ernest L. Marks .400024% James H. Garner .400024% BTA Oil Producers .328125% Rio Pecos Corporation .160010% Pathfinder Exploration Company .160010% Cannon Exploration Company .160010% Hollyhock Corporation .160010% Tara-Jon Corporation .160010% Bill Mathis & Betty Lou Mathis .125% Olser C. Hutson .125% Richard F. Spencer .125%	Charles B. Gillespie, Jr. 22.65625% Vierson Oil & Gas Company 15.608476% Lario Oil & Gas Company 13.501829% Visa Industries of Arizona 6.25% Yates Petroleum Corporation 4.050549% Yates Drilling Company 4.050549% ABO Petroleum Corporation 4.050549% MYCO Industries, Inc. 4.050549% Marks and Garner Production Limited Company 3.125%
			HBP	June D. Speight 12.5% (royalty 25%)			
			HBP	Mary Ruth McCrory & William Thomas Reed, Ind. executors of the Estate of J.L. Reed, dec. 6.25% (royalty 18.75%)	Yates Petroleum Corporation 4.050549% Yates Drilling Company 4.050549% ABO Petroleum Corporation 4.050549% MYCO Industries, Inc. 4.050549% Marks and Garner Production Limited Company 3.125%		
			HBP	Zena Ruth Pearce 6.25% (royalty 18.75%)			
			HBP	Leora Culp Lee 6.25% (royalty 18.75%)			
			HBP	Nelson H. James & Virginia H. James, Eunice Gray & Wailes Gray 6.25% (royalty 18.75%)			
			HBP	Bradford A. Christmas 4.0625% (royalty 18.75%)			

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18A. Continued

HBP	Bill Mathis & Betty Lou Mathis 2.734375% (royalty 18.75%)	
HBP	Joyce Ann Brown Sanders, Joyce Christmas Brown 2.1875% (royalty 18.75%)	
HBP	Sandra Lee Ponder Barbee 1.757813% (royalty 18.75%)	
HBP	William G. Ponder 1.757813% (royalty 18.75%)	

18B. T15S-R35E, N.M.P.M.
Sec. 34: SE/4NE/4,
E/2SE/4

HBP	120.00	Julia Culp (royalty 18.75%)	Energen Resources Corporation 29.407165%	George D. Zimmerman & Patricia C. Zimmerman 3%	Energen Resources Corporation 29.407165%
HBP		Energen Resources Corporation 18.75% (royalty 18.75%)	Charles B. Gillespie, Jr. 29.407165%	Ernest L. Marks .400024%	Charles B. Gillespie, Jr. 29.407165%
HBP		June D. Speight 12.5% (royalty 25%)	Vierson Oil & Gas Company 15.608476% Visa Industries of Arizona 6.25%	James H. Garner .400024%	Vierson Oil & Gas Company 15.608476%
			Yates Petroleum Corporation 4.050549%	BTA Oil Producers .328125%	Visa Industries of Arizona 6.25%
				Rio Pecos Corporation .160010%	Yates Petroleum Corporation 4.050549%
				Pathfinder Exploration Company .160010%	

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18B. Continued			HBP	Mary Ruth McCrory & William Thomas Reed, Ind. executors of the Estate of J.L. Reed, dec. 6.25% (royalty 18.75%)	Yates Drilling Company ABO Petroleum Corporation 4.050549% MYCO Industries, Inc. 4.050549%	Cannon Exploration Company .160010% Hollyhock Corporation .160010% Tara-Jon Corporation .160010% Bill Mathis & Betty Lou Mathis .125% Olser C. Hutson .125% Richard F. Spencer .125%	Yates Drilling Company 4.050549% ABO Petroleum Corporation 4.050549% MYCO Industries, Inc. 4.050549% Marks and Garner Production Limited Company 3.125%
			HBP	Zena Ruth Pearce 6.25% (royalty 18.75%)	Marks and Garner Production Limited Company 3.125%		
			HBP	Leora Culp Lee 6.25% (royalty 18.75%)			
			HBP	Nelson H. James & Virginia H. James, Eunice Gray & Wailes Gray 6.25% (royalty 18.75%)			
			HBP	Bradford A. Christmas 4.0625% (royalty 18.75%)			
			HBP	Bill Mathis & Betty Lou Mathis 2.734375% (royalty 18.75%)			
			HBP	Joyce Ann Brown Sanders, Joyce Christmas Brown 2.1875% (royalty 18.75%)			

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
18B.			HBP	Sandra Lec Ponder Barbee 1.757813% (royalty 18.75%)			
			HBP	William G. Ponder 1.757812% (royalty 18.75%)			
19.	<u>T16S-R35E, N.M.P.M.</u> Sec. 1: Lots 9, 10 (ada N/2SE/4)	80.00	E-9116-2 HBP	State of New Mexico - All (royalty 12.5%)	Charles B. Gillespie, Jr. 100%	Eamestine W. Gillespie, Estate 5.46875% Charles B. Gillespie, Jr. .65625%	Charles B. Gillespie, Jr. 100%
20A.	<u>T16S-R35E, N.M.P.M.</u> Sec. 1: Lot 12	40.00	E-9050 HBP	State of New Mexico - All (royalty 12.5%)	Charles B. Gillespie, Jr. 100%	Eamestine W. Gillespie, Estate 5.46875%	Charles B. Gillespie, Jr. 95% William R. Crow 5%
20B.	<u>T16S-R35E, N.M.P.M.</u> Sec. 1: Lot 11	40.00	E-9050 HBP	State of New Mexico - All (royalty 12.5%)	Charles B. Gillespie, Jr. 100%	Eamestine W. Gillespie, Estate 5.46875%	Charles B. Gillespie, Jr. 100%

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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21A. T15S-R35E, N.M.P.M.
Sec. 35: NW/4SW/4

Michael Mark Estlack
(royalty 18.75%)
82.5%
Vera Dickson
1.25%
(royalty 25%)
David A. Hughes
1.25%
(royalty 25%)
Lillian Ruth Pritchard
1.25%
(royalty 18.75%)
Edwin Eugene Powell,
Estate
(royalty 18.75%)
1.25%
David L. Estlack, AIF
for Eugene H. Estlack
1.25%
(royalty 18.75%)
Lee Brixey Eastlake,
aka Lee Brixey Estlack
1.25%
(royalty 18.75%)
Ruby Dell Estlack
1.25%
(royalty 18.75%)

Energen Resources
Corporation
93.75%
David H. Arrington Oil and
Gas, Inc.
6.25%

The Monument Abo
Company
.265625
Dale Douglas
.0625%
Alpine Petroleum, Inc.
.0625%

Energen Resources
Corporation
93.75%
David H. Arrington Oil and
Gas, Inc.
6.25%

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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21A. Continued

HBP	Donna Estlack Hicks .625% (royalty 18.75%)						
HBP	Allen H. Estlack .625% (royalty 18.75%)						
HBP	Thomas W. Boyd .520834% (royalty 18.75%)						
HBP	Charles W. Boyd .520833% (royalty 18.75%)						
HBP	Opal N. Stout .520833% (royalty 18.75%)						
HBP	Jerry D. Boyd .520833% (royalty 18.75%)						
HBP	C.E. Boyd, Jr. .520833% (royalty 18.75%)						
HBP	Rose Mary Nicks .520833% (royalty 18.75%)						
HBP	Audry Shepard .520833% (royalty 18.75%)						

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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21A. Continued

HBP	Carolyn Sue Harris .520833% (royalty 18.75%)						
HBP	Dorothy Teague .416667% (royalty 18.75%)						
HBP	Norma Boyd .416667% (royalty 18.75%)						
HBP	Joe Boyd .416667% (royalty 18.75%)						
HBP	Gwendoly Dirickson .416667% (royalty 18.75%)						
HBP	Barbara Blackledge .416667% (royalty 18.75%)						
HBP	Ira Jean Estlack Chunn .3125% (royalty 18.75%)						
HBP	Patricia Estlack Sammons .3125% (royalty 18.75%)						

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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21A. Continued.

HBP	Dana Estlack Shea Estlack .3125% (royalty 18.75%)	
HBP	Barbara Estlack Brock .3125% (royalty 18.75%)	

21B. T15S-R35E, N.M.P.M.

Sec. 35: 20.0163 acres out of the SW/4SW/4 being all the SW/4SW/4 save and except a tract of land beginning at the SW corner of SW/4; thence North 933 feet, thence East 933 feet, thence South 933 feet, thence West 933 feet to the place of beginning.	20.02	HBP	Donna J. Adams & Phillip Glenn Adams, Sr. 50% (royalty 18.75%) Thelma Eva Gorney 25% (royalty 18.75%) Jay Neil Joiner 8.333334% (royalty 18.75%) Gary Nelson Joiner 8.333333% (royalty 18.75%) Barbara Gail Young 8.333333% (royalty 18.75%)	Energen Resources Corporation 41.667% David H. Arrington Oil and Gas, Inc. 58.333%	The Monument Abo Company 2.4792% Dale Douglas 5833% Alpine Petroleum, Inc. 5833%	Energen Resources Corporation 41.667% David H. Arrington Oil and Gas, Inc. 58.333%
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TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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21C. <u>T15S-R35E, N.M.P.M.</u>	19.98	HBP	Michael Mark Estlack	Energen Resources Corporation	None	Energen Resources Corporation	100%
Sec. 35: 19.9837 acres out of the SW/4SW/4, described as: Beginning at the SW corner of the SW/4; thence North 933 feet; thence east 933 feet; thence south 933 feet; thence west 933 feet to the place of beginning.			75% (royalty 18.75%)				
		HBP	Chester A. Beadle & Margaret Beadle				
			25% (royalty 18.75%)				

22. <u>T16S-R36E, N.M.P.M.</u>	101.53	HBP	Snyder Ranches, Inc.	Charles B. Gillespie, Jr.	Eamestine W. Gillespie Estate	Charles B. Gillespie, Jr.	100%
Sec. 5: Lots 3, 4			100% (royalty 25%)	100%	4.6875%		

23. <u>T16S-R36E, N.M.P.M.</u>	40.00	HBP	Snyder Ranches, Inc.	Charles B. Gillespie, Jr.	Eamestine W. Gillespie Estate	Charles B. Gillespie, Jr.	100%
Sec. 5: Lot 5			100% (royalty 15.625%)	100%	5.27344%		

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
24.	T15S-R35E, N.M.P.M. Sec. 32: E/2E/2	160.00	HBP	*Robert J. Baer & Karl E. Baer 87.5% (royalty 16.67%) June D. Speight 12.5% (royalty 25%) *Subject to the following Non-Participating Royalty Owners: Charles R. Wiggins 1.875% TCMap 1995-C 1.589844% Bayou Black Royalty Company, Inc. 1.125% Wilbur P. Davis 1% Mid Continent Energy Inc. .572917% W.K. Griffin, Jr., Trustee of the W.K. Griffin, Jr. Children's Irrevocable Trust .5% Barron J. O'Neal .4875% Donald F. Duncan .128906% Robert M. Key .0125%	Energren Resources Corporation 24.375% Charles B. Gillespie, Jr. 23.15625% Yates Petroleum Corporation 15% MYCO Industries, Inc. 7.5% Wood Oil Company 6.25% John A. Yates 5% Ramco Operating Company 4.671563% Yates Drilling Company 3.25% Sacramento Partners Limited Partnership 3.25% Los Chicos Philwell, Inc. 1.390625% Robert D. Snow & Bill Raymond Snow, Trustees of the Robert D. Snow Living Trust under Declaration of Trust dated 5-27-93 1.390625% William R. Crow 1.21875% Peyton Yates .5% Richard Yates .5% RB Operating Company .047187%	None	Energren Resources Corporation 24.375% Charles B. Gillespie, Jr. 23.15625% Yates Petroleum Corporation 15% MYCO Industries, Inc. 7.5% Wood Oil Company 6.25% John A. Yates 5% Ramco Operating Company 4.671563% Yates Drilling Company 3.25% Sacramento Partners Limited Partnership 3.25% Los Chicos Philwell, Inc. 1.390625% Robert D. Snow & Bill Raymond Snow, Trustees of the Robert D. Snow Living Trust under Declaration of Trust dated 5-27-93 1.390625% William R. Crow 1.21875% Peyton Yates .5% Richard Yates .5% RB Operating Company .047187%

TRACT NO.	DESCRIPTION OF LAND	NUMBER OF ACRES	SERIAL NUMBER AND EXPIRATION DATE OF LEASE	BASIC ROYALTY AND PERCENTAGE	LESSEE OF RECORD AND PERCENTAGE	OVERRIDING ROYALTY AND PERCENTAGE	WORKING INTEREST AND PERCENTAGE
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25. T16S-R36E, N.M.P.M.
 Sec. 6: Lot 6

40.00 Unleased Snyder Ranches, Inc.
 100%
 (royalty 12.5%)

100%
 Snyder Ranches, Inc.

4	STATE	TRACTS	TOTALING	240.00	ACRES	IN	SECOND	EXPANSION
12	PATENTED	TRACTS	TOTALING	763.33	ACRES	IN	SECOND	EXPANSION
16	TOTAL	TRACTS	TOTALING	1,003.33	ACRES	IN	SECOND	EXPANSION
30	TOTAL	TRACTS	TOTALING	2622.28	ACRES	IN	EXPANDED	UNIT AREA

ATTACHMENT B
Case No. 12289
Order No. R-10864-B

**UNIT AGREEMENT FOR THE DEVELOPMENT AND
OPERATION OF THE WEST LOVINGTON STRAWN UNIT AREA
LEA COUNTY, NEW MEXICO**

Revised Exhibit "C"

<u>TRACT NUMBER</u>	<u>PARTICIPATION</u>
1-11	85.08059334%
12	1.69116346%
13	2.86821633%
14	1.65551240%
15	1.59713840%
16A	1.37434967%
16B	0.12544864%
17	2.63287715%
18A	0.14670687%
18B	1.33867162%
19	0.33584307%
20	0.42036722%
21A	0.04141701%
21B	0.02072538%
21C	0.02069163%
22	0.24184715%
23	0.00244717%
24	0.33325506%
25	0.07272844%
	<u>100.00000000%</u>

WEST LOVINGTON STRAWN UNIT

Geologic Summary

The West Lovington Strawn Unit ("WLSU") is part of the Strawn Bioherm fairway in Eddy County and Lea County. In the fairway, buildups of Middle Pennsylvanian phylloid algal mounds commonly result in isolated structural-stratigraphic traps. The WLSU is one of the largest trap complexes in the area, resulting from a vertical, as well as lateral, series of cyclic, coalescing mounds that are over 300 feet thick and cover an area of approximately 2600 acres. The bioclastic mudstones and wackestones were formed on the shallow water shelf that was periodically subaerially exposed to vadose conditions.

The lithology is a light gray wackestone to packstone with a bioclastic fauna of disarticulated crinoids, brachipods, platy algae, and coralline fragments. A dense mudstone overlies porosity development. Petrophysical data is insufficient to delineate more than two or three mounds. However, there are undoubtedly several more. Concomitant diagenesis enhanced porosity by leaching predominantly algal skeletons. Because of the morphology of skeletal platelets, the petrophysical character of reservoirs exhibit low productive porosity (down to 3%), and high permeabilities (greater than 10 md). There is little primary porosity. Secondary diagenesis has created an irregular network that is somewhat enhanced by scattered fracturing which aids transmissibility in primary microporosity and secondary macroporosity. This bimodal porosity development allows an unusually low value of 3% porosity cut-off on the density electric log for calculating hydrocarbon pore volume.

A common pool-wide (unit-wide) oil-water contact is present at -7617 feet, and little water is produced from wells above this contact. The stratigraphic position of the top of the porosity varies from well to well, and is not necessarily coincident with the top of the Strawn mound. The WLSU Well No. 7 has the thickest porosity development: Over 130 feet thick with an average porosity of approximately 8%. It is also the structurally highest well completed in the WLSU. These reservoir properties make this well ideal for gas injection. Using natural gas for pressure maintenance has enhanced oil recovery, affecting oil production in wells located down-dip two miles away. The incorporation of these down-dip wells into the WLSU in the second unit expansion will facilitate higher ultimate volumes of oil and gas produced from the WLSU.

Dave Cromwell
Energen Resources Corporation

Revised Plan of Operations
Second Expansion
West Lovington Strawn Unit
Lea County, New Mexico

The second expansion of the West Lovington Strawn Unit (WLSU) effective April 1, 1999 will increase the total well count within the Unit to eighteen wells from the initial eleven wells. The expanded Unit (2nd) will continue to utilize the WLSU Well No. 7 as it's only gas injection well to maintain reservoir pressure. Bottom hole pressures have been monitored semi-annually in the past and will continue in the future. An infill well (WLSU Well No. 14) drilled and completed in November, 1999 indicated that additional development can be successful (lower gas/oil ratio's and water free). Continued evaluation of this infill well may lead to additional development within the expanded Unit. Gas injection costs (to maintain reservoir pressures) should be significantly reduced as a result of expanding the Unit (2nd) and therefore should allow the Unit's working interest owners to consider additional development drilling within the Unit.

07/17/00

WEST LOVINGTON STRAWN UNIT

West Lovinton Strawn Pool

Lea County, New Mexico

Original Well Name	API Number	Unit Well Designation
Hamilton Federal Well No. 1	30-025-31531	West Lovington Strawn Unit Well No. 1
Hamilton Federal Well No. 2	30-025-31767	West Lovington Strawn Unit Well No. 2
Hamilton Federal Well No. 3	30-025-32184	West Lovington Strawn Unit Well No. 3
Hamilton Federal Well No. 4	30-025-32230	West Lovington Strawn Unit Well No. 4
Earnestine State Well No. 1	30-025-31830	West Lovington Strawn Unit Well No. 5
Earnestine State Well No. 2	30-025-31831	West Lovington Strawn Unit Well No. 6
Speight Fee Well No. 1	30-025-31646	West Lovington Strawn Unit Well No. 7
Snyder "S" Com Well No. 1	30-025-32291	West Lovington Strawn Unit Well No. 8
Snyder "S" Com Well No. 2	30-025-32812	West Lovington Strawn Unit Well No. 9
Wiley Fee Well No. 1	30-025-32526	West Lovington Strawn Unit Well No. 10
Klein Fee Well No. 1	30-025-32852	West Lovington Strawn Unit Well No. 11
State "S" Well No. 1	30-025-33068	West Lovington Strawn Unit Well No. 12
Chandler Well No. 1	30-025-33175	West Lovington Strawn Unit Well No. 13
West Lovington Strawn Unit Well No. 14	30-025-34684	West Lovington Strawn Unit Well No. 14
Snyder "EC" Com Well No. 1	30-025-33219	West Lovington Strawn Unit Well No. 15
Snyder "C" Well No. 4	30-025-34282	West Lovington Strawn Unit Well No. 16
Beadle Well No. 1	30-025-34606	West Lovington Strawn Unit Well No. 17
Snyder "F" Well No. 3	30-025-34645	West Lovington Strawn Unit Well No. 18

07/17/00