

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-104A
March 19, 2001

Submit 1 copy of the final affected wells
list along with 1 copy of this form per
number of wells on that list to appropriate
District Office

Change of Operator

Previous Operator Information:

OGRID: 008359
Name: GP II Energy, Inc.
Address: PO Box 50682
Address:
City, State, Zip: Midland, Texas 79710

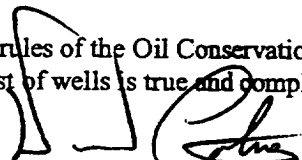
New Operator Information:

Effective Date: SEPTEMBER 1, 2002
New Ogrid: 216852
New Name: CBS OPERATING CORP.
Address: P.O. BOX 2236
Address:
City, State, Zip: MIDLAND, TX 79702

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information on this form and the attached list of wells is true and complete to the best of my knowledge and belief.

New Operator

Signature:



Printed name:

DAVID COTNER

Title:

PRESIDENT

Date:

10/24/02

Phone:

915-682-5671



Previous operator complete below:

Previous

Operator:

GP II Energy, Inc.

Previous

OGRID:

008359

Signature:

Printed

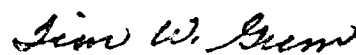
Name:

George P. Mitchell II



NMOCD Approval

Signature:



Printed

Name:

District Supervisor

District:

Date:

NOV 12 2002