

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

Form C-104A
March 19, 2001

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

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: _____

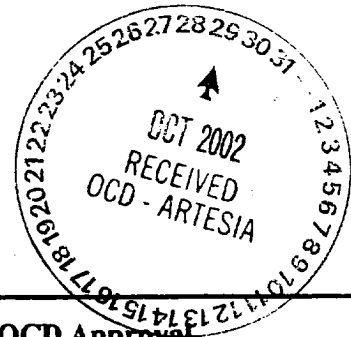
PRESIDENT

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: Jim W. Burns
Printed
Name: District Supervisor
District: _____
Date: NOV 12 2002