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SANTA FE	
FILE	
U.S.G.S.	
LAND OFFICE	
OPERATOR	

3a. Indicate Type of Lease
State Fee

3. State Oil & Gas Lease No.

SUNDRY NOTICES AND REPORTS ON WELLS

DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT -" (FORM C-101) FOR SUCH PROPOSALS.

1. <input type="checkbox"/> OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER- CHANGE OF OPERATOR	7. Unit Agreement Name Burton Flat
2. Name of Operator UMC Petroleum Corporation	8. Farm or Lease Name 16895 Burton Flat DEEP UNIT
3. Address of Operator 410 17th Street, Suite 1400, Denver, Colorado 80202	9. Well No. 38
4. Location of Well UNIT LETTER _____ 467 FEET FROM THE South LINE AND 467 FEET FROM THE East LINE, SECTION 2 TOWNSHIP 21S RANGE 27E NMPM.	10. Field and Pool, or Whidcat N.W. FENTON Delaware
15. Elevation (Show whether DF, RT, CR, etc.)	12. County Eddy

16. Check Appropriate Box To Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	COMMENCE DRILLING OPER. <input type="checkbox"/>	PLUG AND ABANDONMENT <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	OTHER <input type="checkbox"/>	CASING TEST AND CEMENT JOB <input type="checkbox"/>	OTHER CHANGE OF OPERATOR <input checked="" type="checkbox"/>

17. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work) SEE RULE 1503.

Change of Operator Notice: Effective Date: January 1, 1995

Change From: General Atlantic Resources, Inc.
410 17th Street, Suite 1400
Denver, Colorado 80202

Change To: UMC Petroleum Corporation
410 17th Street, Suite 1400
Denver, Colorado 80202

RECEIVED
MAR 31 1995
OIL CON. DIV.
DIST. 2

New Mexico Bond Numbers:
BO 1633 - New Mexico Blanket Plugging and Abandonment, \$50,000
BO 1271 - New Mexico Blanket Surface Damage, \$20,000

18. I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNED [Signature] TITLE Vice President Operations DATE 3/20/95

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY: