

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

OMB No. 1004-0136
Expires November 30, 2000

5. Lease Serial No.

NM-14768A

6. If Indian, Allottee or Tribe Name

Not Applicable

7. If Unit or CA Agreement, Name and No.

Not Applicable

8. Lease Name and Well No. **28053**
PHOENIX FEDERAL COM #1

9. API Well No.

30-015-31775

10. Field and Pool, or Exploratory

Carlsbad Morrow, East

11. Sec., T., R., M., or Blk. and Survey or Area

Section 26, T21S-R27E NMPM

12. County or Parish

Eddy

13. State

New Mexico

1a. Type of Work: ☒ DRILL

☐ REENTER

b. Type of Well: ☐ Oil Well ☒ Gas Well ☐ Other ☐ Single Zone ☐ Multiple Zone

2. Name of Operator

Myco Industries, Inc.

3A. Address P.O. Box 840

Artesia, New Mexico 88210

3b. Phone No. (include area code)

(505) 746-0246

4. Location of Well (Report location clearly and in accordance with any State requirements.)*

At surface

1980' FNL & 2024' FWL

At proposed prod. Zone

Unit F

1980' FNL & 2024' FWL

14. Distance in miles and direction from nearest town or post office*

Inside Carlsbad city limits

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)

616'

16. No. of Acres in lease

320-acres

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft.

2000'

19. Proposed Depth

12,100'

20. BLM/BIA Bond No. on file

Nationwide Bond #NM-58 59 71

21. Elevations (Show whether DF, KDB, RT, GL, etc.)

3169' GR

22. Approximate date work will start*

May 1, 2001

23. Estimated duration

35 Days

24. Attachments

Carlsbad Controlled Water Basin

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification.
- Such other site specific information and/or plans as may be required by the authorized office.

25. Signature

N. A. Muncy, PECS

Name (Printed/Typed)

Nelson A. Muncy

Date

3/30/2001

Title:

Operations and Engineer Manager

Approved by (Signature)

/S/ Mary J. Bugwell

Name (Printed/Typed)

/S/ Mary J. Bugwell

Date

MAY 09 2001

Title

FIELD MANAGER

Office

CARLSBAD FIELD OFFICE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001a
States any false, fictitious or fr

**NOTIFY OCD SPUD & TIME TO WITNESS
WATER PROTECTION STRING**

son knowingly and willfully to make to any department or agency of the United
n its jurisdiction.

*(Instructions on reverse)

**APPROVAL SUBJECT TO
ORIGINAL REQUIREMENTS AND
SPECIAL STIPULATIONS
ATTACHED**

RECEIVED
2001 APR -3 AM 9:08
FBI - NEW YORK
APR 3 2001

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

☐ Oil Well ☒ Gas Well ☐ Other

2. Name of Operator

MYCO INDUSTRIES, INC.

3a. Address

POB 840 ARTESIA, NM 88210

3b. Phone No. (include area code)

(505)

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

1890' FNL ; 2017' FWL

S26-T21S-R27E (UNIT F), NMPM

5. Lease Serial No.

NM-14768A

6. If Indian, Allottee or Tribe Name

7. If Unit or CA Agreement, Name and/or No.

8. Well Name and No.

PHOENIX FED COM #1

9. API Well No.

10. Field and Pool, or Exploratory Area

CARLSBAD MORROW, E.

11. County or Parish, State

ENDU CO., NM

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other CORRECT
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	"TYPO" ON C-102
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	SURVEY PLAT

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

WELL WAS CORRECTLY SURVEYED AT 1890' FNL ; 2017' FWL AND FLAGGED - ARCH'D.

THE C-102 SURVEY PLAT (1-30-01) WAS ISSUED WITH A "TYPO" AT 1980' FNL ; 2024' FWL. THE "TYPO" PLAT FOOTAGES WERE USED ON THE APD AND THE ARCH STUDY.

THIS SUNDRY NOTICE AFFIRMS THAT THE RIGHT LOCATION WAS FLAGGED IN THE FIELD AND CORRECTS THE "TYPO" LOCATION AS NOTED ABOVE

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

A.N. MUNCY

Title **ENGR-OPER MGR**

Signature

A.N. Muncy, PELS

Date

05/09/2001

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

/S/ Mary J. Pugh

Field Manager

Date **MAY 09 2001**

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office **CARLSBAD FIELD OFFICE**

DISTRICT I
P.O. Box 1980, Hobbs, NM 88241-1980

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised February 10, 1994
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT II
P.O. Drawer DD, Artesia, NM 88211-0719

OIL CONSERVATION DIVISION
P.O. Box 2088
Santa Fe, New Mexico 87504-2088

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
P.O. BOX 2088, SANTA FE, N.M. 87504-2088

WELL LOCATION AND ACREAGE DEDICATION PLAT

☐ AMENDED REPORT

API Number	Pool Code	Pool Name
Property Code	Property Name PHOENIX FEDERAL	Well Number 1
OGRD No.	Operator Name MYCO INDUSTRIES, INC.	Elevation 3169'

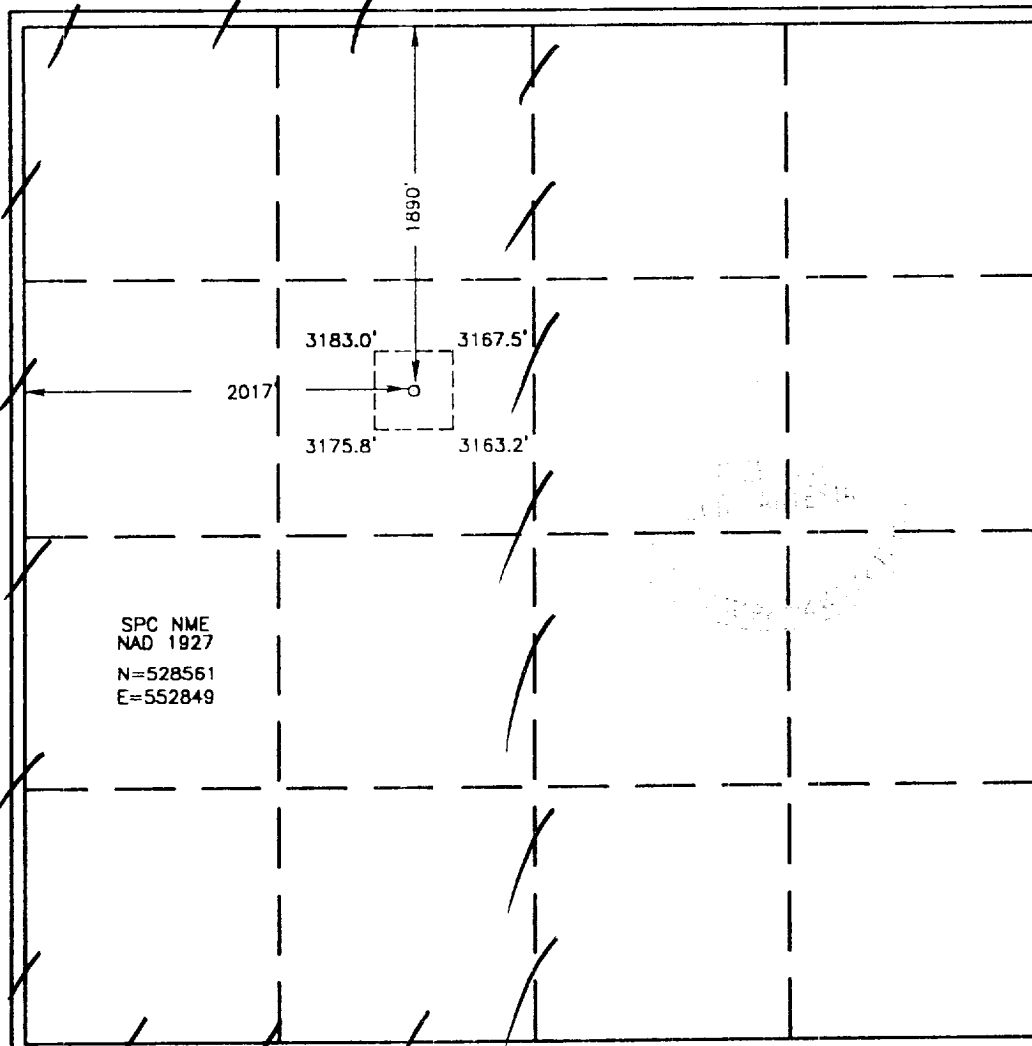
Surface Location

UL or lot No. F	Section 26	Township 21-S	Range 27-E	Lot Idn	Feet from the 1890	North/South line NORTH	Feet from the 2017	East/West line WEST	County EDDY
--------------------	---------------	------------------	---------------	---------	-----------------------	---------------------------	-----------------------	------------------------	----------------

Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
					Dedicated Acres	Joint or Infill	Consolidation Code	Order No.	

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED
OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION



OPERATOR CERTIFICATION

I hereby certify the the information contained herein is true and complete to the best of my knowledge and belief.

A.N. MUNCY, PELS
Signature

A.N. MUNCY
Printed Name

ENGR-OPER MGR
Title

05-08-01
Date

SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.

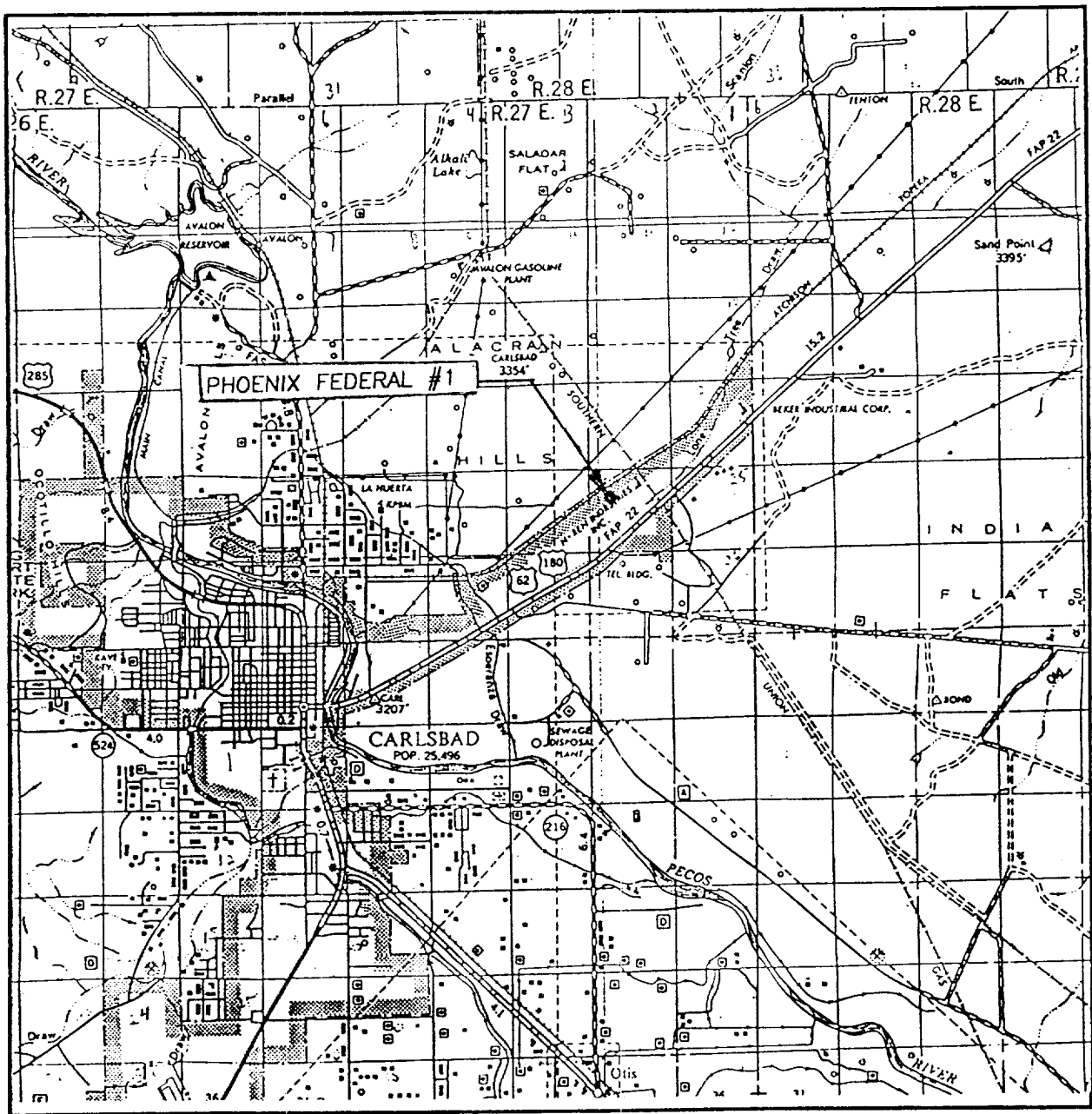
JANUARY 30, 2001

Date Surveyed
Signature & Seal of Professional Surveyor

Ronald J. Edson 5/07/01
01-11-0003

Certificate No. RONALD J. EDSON 3239
GARY EDSON 12841

VICINITY MAP



SCALE: 1" = 2 MILES

SEC. 26 TWP. 21S RGE. 27-E

SURVEY N.M.P.M.

COUNTY EDDY

DESCRIPTION 1890' FNL & 2017' FWL

ELEVATION 3169'

OPERATOR MYCO INDUSTRIES, INC.

LEASE PHOENIX FEDERAL

JOHN WEST SURVEYING
HOBBS, NEW MEXICO
(505) 393-3117

MYCO INDUSTRIES, INC.
PHOENIX FEDERAL COM #1
1980' FNL & 2024' FWL
Section 26 –T21S-R27E Unit Letter F (W/2)
Eddy County, New Mexico

1. The estimated tops of geologic markers are as follows:

Bell Canyon	2650'	Atoka	11,000'
Brushy Canyon	3980'	Morrow "A"	11,400'
Bone Spring LS	5500'	Morrow "B"	11,500'
Wolfcamp	9050'	Morrow "C"	11,750'
Strawn	10,400'	TD	12,100'

2. The estimated depths at which anticipated water, oil or gas formations are expected to be encountered:

Water: 350' – 400'
Oil or Gas: 9,700' -11,950'

3. Pressure Control Equipment: BOPE will be installed on the 9-5/8" casing and rated for 5000 BOP. Systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout Preventor controls will be installed prior to drilling the surface plug and will remain in use until the well is completed or abandoned. Preventors will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. See Exhibit B.

- A. Auxiliary Equipment: Kelly cock, pit level indicators, flow sensor equipment and a sub with full opening valve to fit the drill pipe and collars will be available on the rig floor in the open position at all times for use when kelly is not in use.

4. THE PROPOSED CASING AND CEMENTING PROGRAM:

- A. Casing Program: (All New)

<u>Hole Size</u>	<u>Casing Size</u>	<u>Wt./Ft.</u>	<u>Grade</u>	<u>Thread</u>	<u>Coupling</u>	<u>Interval</u>	<u>Length</u>
17 1/2"	13 3/8"	48.0#	H-40	8R	ST&C	0-475'	475'
12 1/4"	9 5/8"	36.0#	J-55	8R	LT&C	0-2,500'	2,500'
8 3/4"	5 1/2"	17.0#	K/N-80	8R	LT&C	0-12,100'	12,100'

Minimum Casing Design Factors: Collapse 1.125, Burst 1.0, Tensile Strength 1.8

B. CEMENTING PROGRAM:

Surface Casing: 13 3/8" casing circulate cement 550 sacks.

Intermediate Casing: 9 5/8" casing circulate cement 900 sacks.

Production Casing: 5 1/2" casing circulate cement 900 sacks, (Est. TOC @ 8100').

5. MUD PROGRAM AND AUXILIARY EQUIPMENT:

<u>Interval</u>	<u>Type</u>	<u>Weight</u>	<u>Viscosity</u>	<u>FluidLoss</u>
Spud to 475'	FW	8.6- 9.8	32-40	N/C
475'-2500'	Cut Brine	10.0 -10.3	28	N/C
2500'-TD	SW Gel/Starch	9.4-9.8	32-40	10cc

Sufficient mud material(s) to maintain mud properties, control lost circulation and contain available at the well site during drilling operations. Mud will be checked hourly by rig personnel.

6. EVALUATION PROGRAM:

Samples: 2500' to TD (12,100').

Logging: Mud Logger (1-man); 2500'- TD * GR 0'-TD, Porosity & Resistivity 2500'- TD.

Coring: None anticipated

DST's: None anticipated

7. ABNORMAL CONDITIONS, BOTTOM HOLE PRESSURE, AND POTENTIAL HAZARDS:

Anticipated BHP:

From: 0 TO: 450' Anticipated Max. BHP: 200 PSI

From: 450' TO: 2500' Anticipated Max. BHP: 500 PSI

From: 2500' TO: TD Anticipated Max. BHP: 5000 PSI

Abnormal Pressures Anticipated: None

Lost Circulation Zones Anticipated: None

H2S Zones Anticipated: None

Maximum Bottom Hole Temperature: 170 Degrees F

8. ANTICIPATED STARTING DATE:

Plans are to drill this well as soon as possible after receiving approval. It should take approximately 40 days to drill the well with completion taking another 10-20 days.

MULTI-POINT SURFACE USE AND OPERATIONS PLAN
Myco Industries, Inc.
Phoenix Federal Com #1
1980' FNL & 2024' FWL
Section 26, T21S-R27E Unit Letter F (W/2)
Eddy County, New Mexico

This plan is submitted with Form 3160-3, Application for Permit to Drill, covering the above described well. The purpose of this plan is to describe the location of the proposed well, the proposed construction activities and operations plan, the magnitude of the surface disturbance involved and the procedures to be followed in rehabilitating the surface after completion of the operations, so that a complete appraisal can be made of the environmental effect associated with the operations.

1. **EXISTING ROADS:**

Exhibit A is a portion of the BLM map showing the well and roads in the vicinity of the proposed location. The proposed wellsite is located approximately 2.5 miles east of Carlsbad, New Mexico. The access route to the location is indicated on Exhibit A.

DIRECTIONS Turn north on first road west of old SAF Energy office (east side Carlsbad – in city limits) and go 600' NW, 800' W, 1300' N and 171' East to location.

2. **PLANNED ACCESS ROAD:**

- A. The proposed new access will be approximately 2871 Ft. in length south from the point of origin off the Hobbs Hwy to the drilling pad. The road will be an improvement of an existing road.
- B. The new road will be 14 feet in width (driving surface) and will be adequately drained to control runoff and soil erosion.
- C. The new road will be bladed with drainage on one side. Some traffic turnouts will be built.
- D. The route of the road is visible because it follows an existing road.

3. **LOCATION OF EXISTING WELL:**

- A. There is drilling activity within a one-mile radius of the wellsite. The well site is inside the Carlsbad city limits.
- B. Exhibit D shows existing wells within a one-mile radius of the proposed wellsite.

4. **LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:**

- A. There are no production facilities on this lease at the present time.
- B. In the event that the well is productive, the necessary production facilities will be installed on the drilling pad. If the well is productive oil, a gas or diesel self-contained unit will be used to provide the necessary power. No power will be required if the well is productive of gas.

5. LOCATION AND TYPE OF WATER SUPPLY:

- A. It is planned to drill the proposed well with a fresh water system. The water will be obtained from commercial sources and will be hauled to the location by truck over the existing and proposed roads shown in Exhibit A.

6. SOURCE OF CONSTRUCTION MATERIALS:

Dirt contractor will locate nearest pit and obtain any permits and materials needed for construction.

7. METHODS OF HANDLING WASTE DISPOSAL:

- A. Drill cuttings will be disposed of in the reserve pits.
- B. Drilling fluids will be allowed to evaporate in the reserve pits until the pits are dry.
- C. Water produced during operations will be collected in tanks until hauled to an approved disposal system, or separate disposal application will be submitted.
- D. Oil produced during operations will be stored in tanks until sold.
- E. Current laws and regulations pertaining to the disposal of human waste will be complied with.
- F. All trash, junk, and other waste materials will be contained in trash cages or bins to prevent scattering and will be removed and deposited in an approved sanitary land fill. Burial on site is not approved.

8. ANCILLARY FACILITIES: None

9. WELLSITE LAYOUT:

- A. Exhibit C shows the relative location and dimensions of the well pad, the reserve pits, the location of the drilling equipment, rig orientation and access road approach.
- B. The reserve pits will be plastic lined.
- C. A 400' x 400' area has been staked and flagged.

10. PLANS FOR RESTORATION:

- A. After finishing drilling and/or completion operations, all equipment and other material not needed for further operations will be removed. The location will be cleaned of all trash and junk to leave the wellsite in as aesthetically pleasing a condition as possible.
- B. Unguarded pits, if any, containing fluids will be fenced until they have dried and been leveled.
- C. If the proposed well is non-productive, all rehabilitation and/or vegetation requirements of the Bureau of Land Management will be complied with and will be accomplished as expeditiously as possible. All pits will be filled level within 90 days after abandonment.

11. SURFACE OWNERSHIP: BLM

12. OTHER INFORMATION

- A. Topography: Refer to the existing archaeological report for a description of the topography, flora, fauna, soil characteristics, dwellings, historical and cultural sites.
- B. The primary surface use is for grazing.

13. OPERATOR'S REPRESENTATIVE:

Nelson Muncy, PELS
Operations and Engineering Manager
Myco Industries, Inc.
P.O. Box 840
Artesia, New Mexico 88210
Phone: (505)746-0246 / (505)746-0247 / (505) 365-8840

14. CERTIFICATION:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route, that I am familiar with the conditions which presently exist; that the statements made in this plan are to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Myco Industries, Inc. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

03/30/01

Nelson Muncy, PELS
OPERATIONS MANAGER

DISTRICT I
P.O. Box 1980, Hobbs, NM 88241-1980

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised February 10, 1994
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT II
P.O. Drawer DD, Artesia, NM 88211-0719

OIL CONSERVATION DIVISION

P.O. Box 2088
Santa Fe, New Mexico 87504-2088

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
P.O. BOX 2088, SANTA FE, N.M. 87504-2088

WELL LOCATION AND ACREAGE DEDICATION PLAT

☐ AMENDED REPORT

API Number	Pool Code	Pool Name
Property Code	Property Name PHOENIX FEDERAL	Well Number 1
OGRID No.	Operator Name MYCO INDUSTRIES, INC.	Elevation 3169'

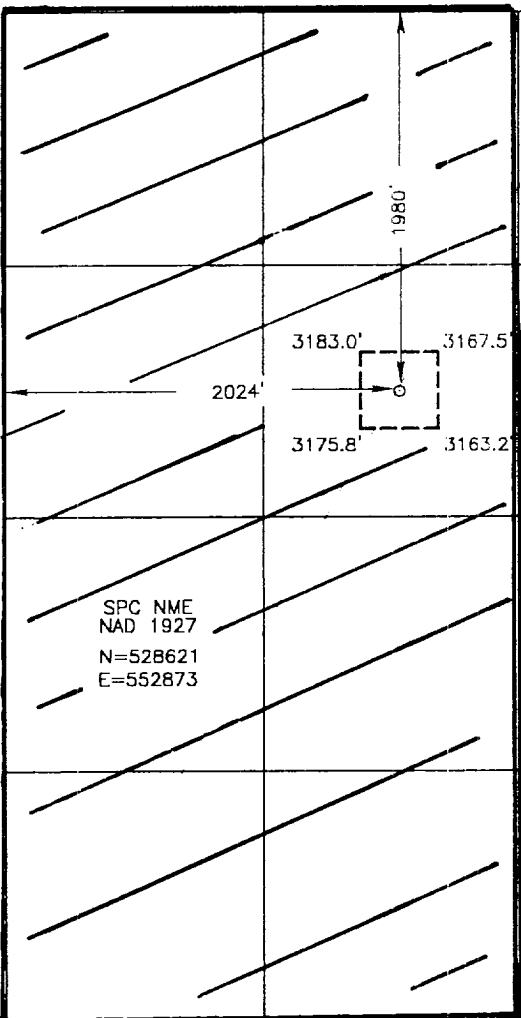
Surface Location

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
F	26	21-S	27-E		1980	NORTH	2024	WEST	EDDY

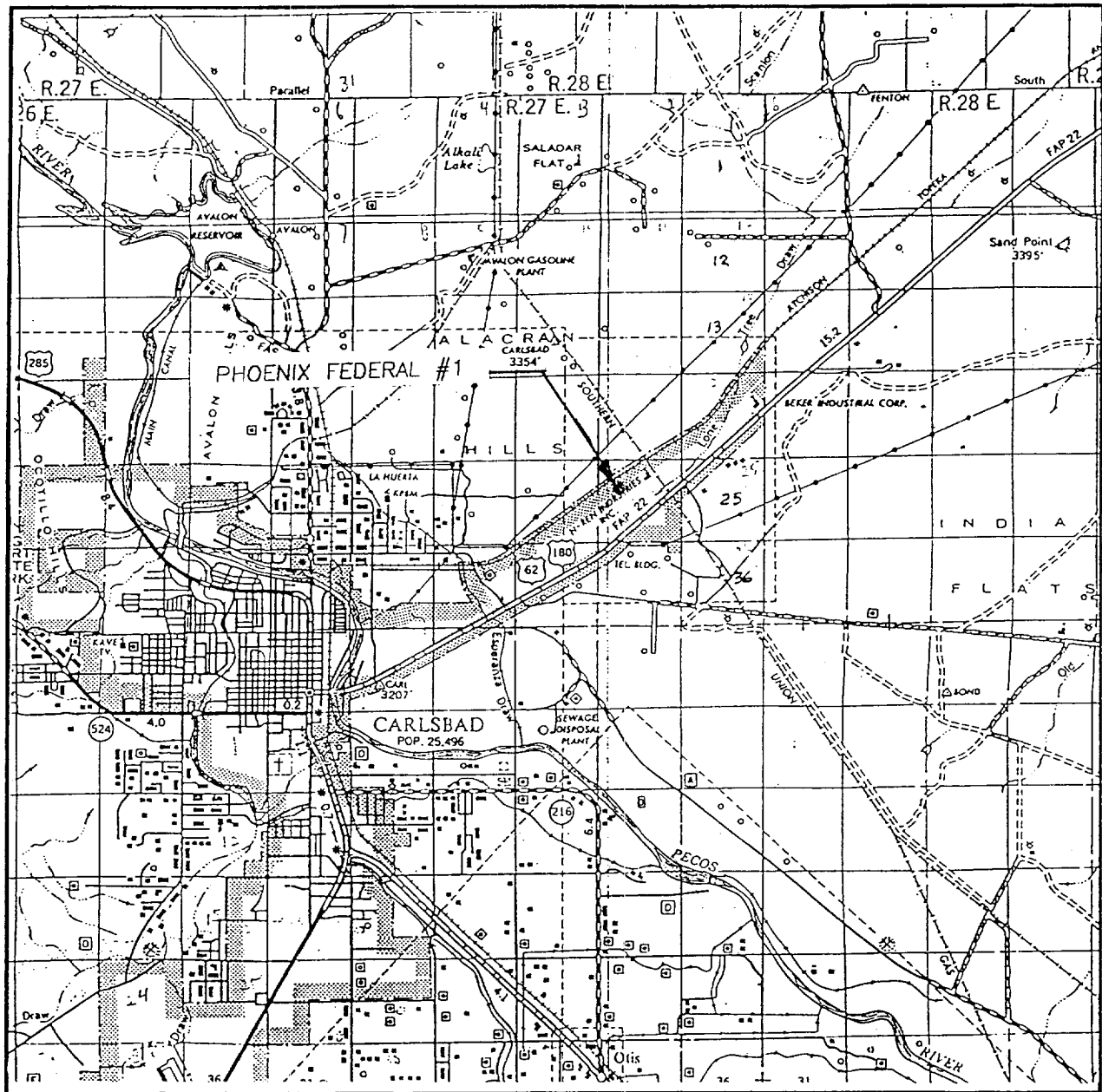
Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
Dedicated Acres	Joint or Infill	Consolidation Code	Order No.						

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED
OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

	<p>OPERATOR CERTIFICATION</p> <p>I hereby certify the the information contained herein is true and complete to the best of my knowledge and belief.</p> <p><u>A. NELSON MUNCY</u> Signature <u>A. NELSON MUNCY</u> Printed Name <u>OPER. ENGR. MGR</u> Title <u>3/28/01</u> Date</p> <p>SURVEYOR CERTIFICATION</p> <p>I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision and that the same is true and correct to the best of my belief.</p> <p>JANUARY 30, 2001</p> <p>Date Surveyed Signature & Seal of Professional Surveyor <u>Ronald J. Edison</u> 61-11-0003 Certificate No. <u>RONALD J. EDISON</u> 3239 GARY EDISON 12641</p>
---	---

VICINITY MAP *EXHIBIT A*



* WELL PAD LOCATED
INSIDE CARLSBAD
CITY LIMITS.

SCALE: 1" = 2 MILES

SEC. 26 TWP. 21S RGE. 27-E

SURVEY N.M.P.M.

COUNTY EDDY

DESCRIPTION 1980'FNL & 2024'FWL

ELEVATION 3169'

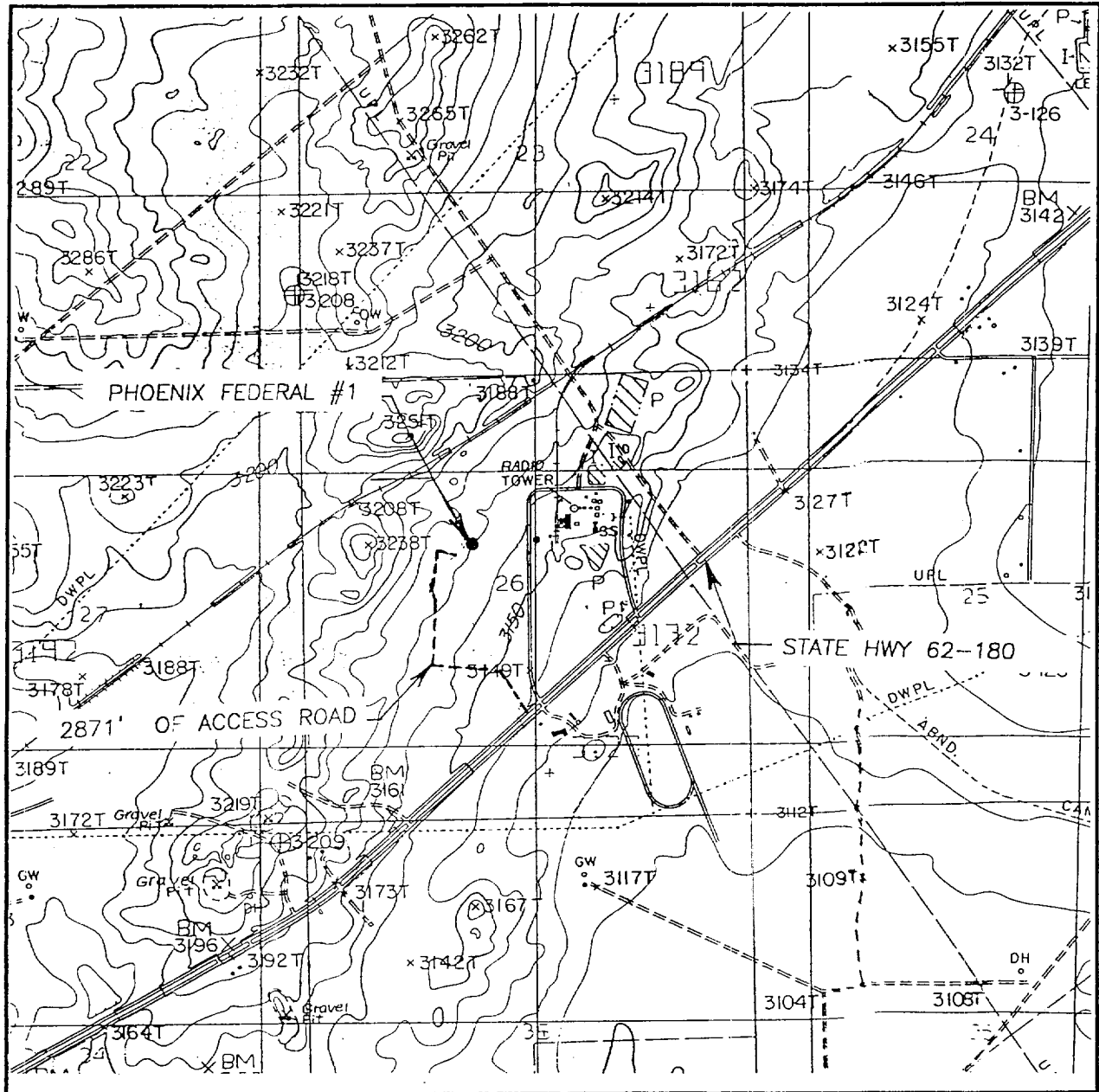
OPERATOR MYCO INDUSTRIES, INC.

LEASE PHOENIX FEDERAL

JOHN WEST SURVEYING
HOBBS, NEW MEXICO
(505) 393-3117

LOCATION VERIFICATION MAP

EXHIBIT A-1



SCALE: 1" = 2000'

CONTOUR INTERVAL: 10'
CARLSBAD EAST N.M.

SEC. 26 TWP. 21S RGE. 27-E

SURVEY N.M.P.M.

COUNTY EDDY

DESCRIPTION 1980'FNL & 2024'FWL

ELEVATION 3169'

OPERATOR MYCO INDUSTRIES, INC.

LEASE PHOENIX FEDERAL

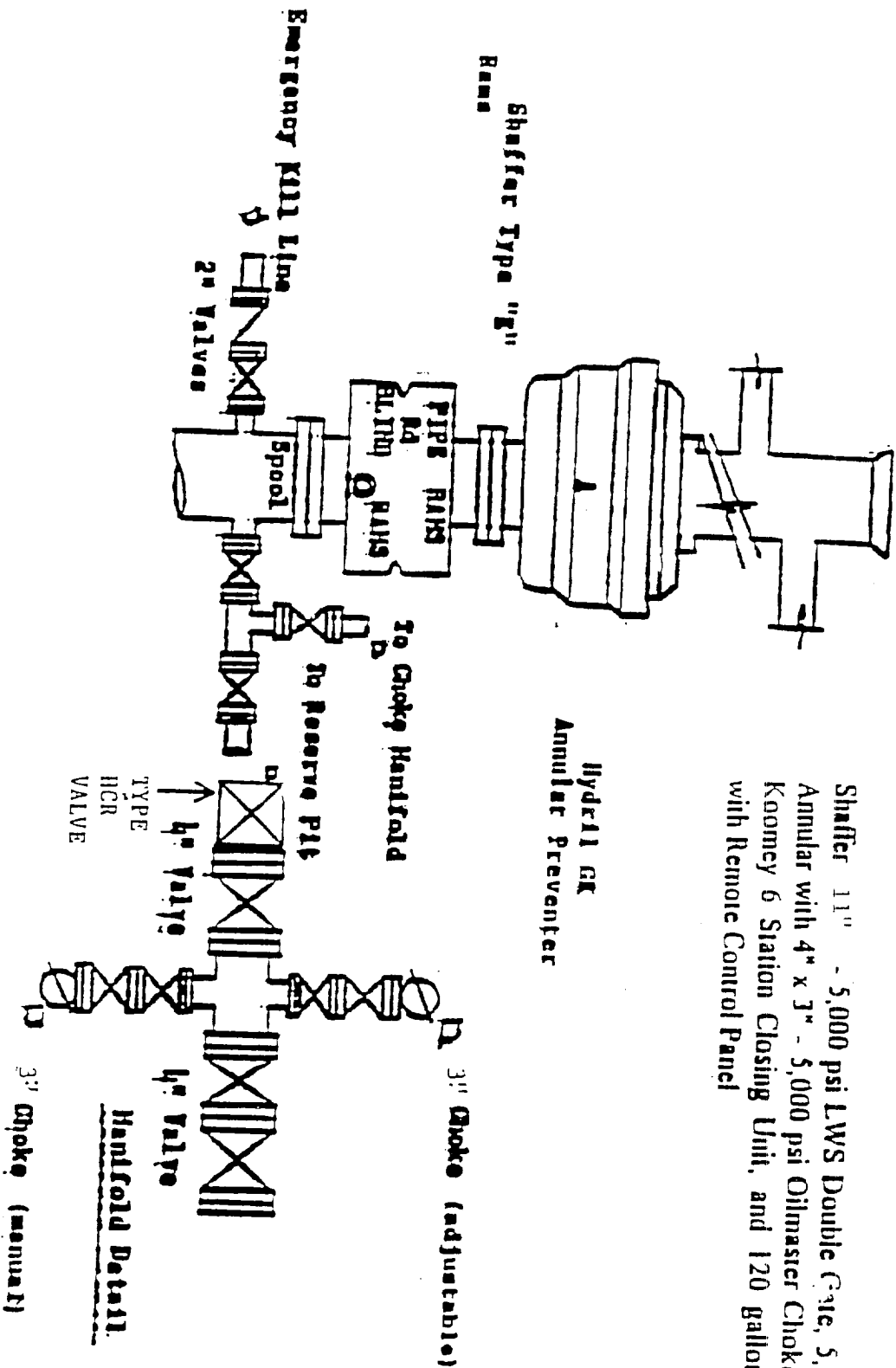
U.S.G.S. TOPOGRAPHIC MAP
CARLSBAD EAST N.M.

JOHN WEST SURVEYING
HOBBS, NEW MEXICO
(505) 393-3117

BLOWOUT PREVENTOR SCHEME

MYCO INDUSTRIES, INC.
 PHOENIX FEDERAL #1
 1980' FNL & 2024' FWL (UNIT F)
 SEC. 26-T21S-R27E NMPM
 EDDY CO, NM NM-14768A

FIGURE B

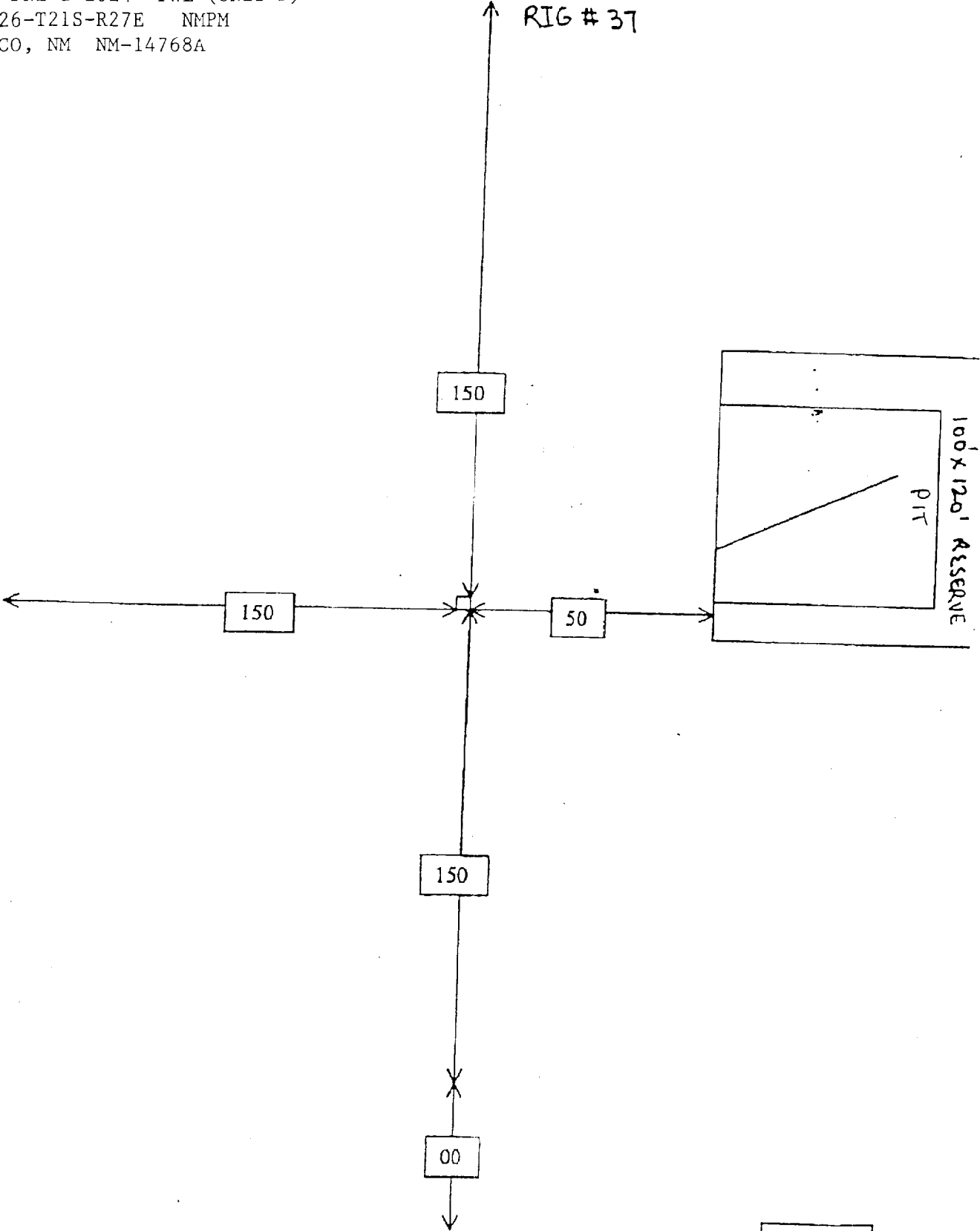


Shafter 11" - 5,000 psi LWS Double Cycle, 5,000 psi Shaft
 Annular with 4" x 3" - 5,000 psi Oilmaster Choke Manifold at
 Koomey 6 Station Closing Unit, and 120 gallon Accumulate
 with Remote Control Panel

MYCO INDUSTRIES, INC.
PHOENIX FEDERAL #1
1980' FNL & 2024' FWE (UNIT F)
SEC. 26-T21S-R27E NMPM
EDDY CO, NM NM-14768A

KEY ENERGY DRILLING

EXHIBIT C





MYCO INDUSTRIES, INC.
OIL PRODUCERS
POST OFFICE BOX 840
ARTESIA, NEW MEXICO 88211-0840
Phone (505) 748-1471

STATEMENT ACCEPTING RESPONSIBILITY FOR OPERATIONS

The undersigned accepts all applicable terms, conditions, stipulations, and restrictions concerning operations conducted on the leased land or portion thereof, as described below:

Lease No. NM-14768A

Bond Coverage: Individually Bonded

Legal Description of Land:
Township 21 South, Range 27 East
Section: 26: W/2
Eddy County, New Mexico

BLM Bond File No.: 58 59 71

Formation (s) (if applicable):

N/A

MYCO INDUSTRIES, INC.

Date: 2/10/2002

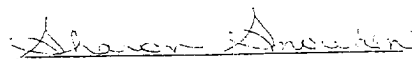

Corporate Secretary

EXHIBIT D

