

District I
1625 N. French Dr., Hobbs, NM 88240

District II
811 South First, Artesia, NM 88210

District III
1000 Rio Brazos Road, Aztec, NM 87410

District IV
2040 South Pacheco, Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505

Form C-104A
August 11, 2000

Submit 1 copy of the final affected wells
list along with 2 copies of this form per
number of wells on that list to
appropriate District Office

Change of Operator

Previous Operator Information:

OGRID: 014591
Name: Merit Energy Company
Address: 12222 Merit Dr., Suite 1500
Address: _____
City, State, Zip: Dallas, TX. 75251

New Operator Information:

Effective Date: 9-30-2000
New Ogrid: 190667
New Name: Journey Operating, L.L.C.
Address: 1201 Louisiana, Suite 1040
Address: _____
City, State, Zip: Houston, TX. 77002

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.

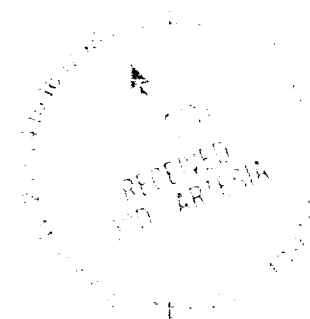
New Operator

Signature: Brian A. Baer

Printed name: Brian A. Baer

Title: President

Date: 10/6/00 Phone: (713) 655-0595



Previous operator complete below:

Previous

Operator: Merit Energy Company

Previous

OGRID: 014591

Signature: Arlene Valliquette

Printed

Name: Arlene Valliquette, Mgr. Regulatory Affairs

NMOCD Approval

Signature: Jim W. Baum

Printed

Name: District Supervisor

District: _____

Date: OCT 30 2000