

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

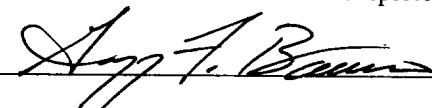
Previous Operator Information:

OGRID: 185433
Name: KENSON OPERATING CO INC.
Address: P. O. BOX 3531
Address: _____
City, State, Zip: MIDLAND TX 79702

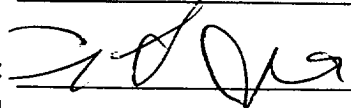
New Operator Information:


Effective Date: October 1, 2002
New Ogrid: 188483
New Name: PHOENIX HYDROCARBONS OPER CORP
Address: P. O. BOX 3638
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: GREGORY F. BAIANO
Title: PRESIDENT
Date: 10/1/02 Phone: 915/686-9869

Previous operator complete below:

Previous
Operator: KENSON OPERATING CO INC.
Previous
OGRID: 185433
Signature: 
Printed
Name: A. LEE JORDEN

<u>NMOCD Approval</u>	
Signature: <u></u>	
Printed Name: <u>PAUL F. KRUTZ</u>	
District: <u>PETROLEUM ENGINEER</u>	
Date: <u>NOV 15 2002</u>	

WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH C-104A

This is a final list of wells being transferred. If all bonding requirements are satisfied, submit this list to the OCD District with your C-104A.

PHOENIX HYDROCARBONS OPERATING CORP.

PREVIOUS OPERATOR: 185433 KENSON OPERATING COMPANY INC

NEW OPERATOR: 188483

OCD DISTRICT: HOBBS

PROPRTY WELL NAME	ULSTR	OCD UNIT LTR	API	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
30802 LANGLIE JAL UNIT #103	P-01-24S-37E	P	30-025-28406	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	08-1993
30803 LANGLIE JAL UNIT #001	B-31-24S-37E	B	30-025-11304	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	05-1999
30804 LANGLIE JAL UNIT #002	1-31-24S-37E	D	30-025-24837	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1992
30805 LANGLIE JAL UNIT #011	H-31-24S-37E	H	30-025-11293	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	08-1997
30806 LANGLIE JAL UNIT #012	G-31-24S-37E	G	30-025-11303	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-1996
30807 LANGLIE JAL UNIT #013	F-31-24S-37E	F	30-025-23865	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1995
30808 LANGLIE JAL UNIT #014	2-31-24S-37E	E	30-025-11296	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30809 LANGLIE JAL UNIT #015	3-31-24S-37E	L	30-025-11305	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1992
30810 LANGLIE JAL UNIT #016	K-31-24S-37E	K	30-025-11299	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30811 LANGLIE JAL UNIT #017	J-31-24S-37E	J	30-025-11301	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30812 LANGLIE JAL UNIT #018	I-31-24S-37E	I	30-025-11298	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1995
30813 LANGLIE JAL UNIT #027	P-31-24S-37E	P	30-025-11297	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30814 LANGLIE JAL UNIT #028	O-31-24S-37E	O	30-025-11302	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30815 LANGLIE JAL UNIT #029	N-31-24S-37E	N	30-025-23867	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30816 LANGLIE JAL UNIT #119	N-31-24S-37E	N	30-025-35576	O			
30817 LANGLIE JAL UNIT #120	O-31-24S-37E	O	30-025-35577	O			
30818 LANGLIE JAL UNIT #301	4-31-24S-37E	M	30-025-11306	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	09-1988
30819 LANGLIE JAL UNIT #003	D-32-24S-37E	D	30-025-11311	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1992
30820 LANGLIE JAL UNIT #004	C-32-24S-37E	C	30-025-24838	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30821 LANGLIE JAL UNIT #005	B-32-24S-37E	B	30-025-11320	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30822 LANGLIE JAL UNIT #006	A-32-24S-37E	A	30-025-11317	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30823 LANGLIE JAL UNIT #007	H-32-24S-37E	H	30-025-11314	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-1997
30824 LANGLIE JAL UNIT #008	G-32-24S-37E	G	30-025-24839	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30825 LANGLIE JAL UNIT #009	F-32-24S-37E	F	30-025-11310	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30826 LANGLIE JAL UNIT #010	E-32-24S-37E	E	30-025-11308	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1995
30827 LANGLIE JAL UNIT #019	L-32-24S-37E	L	30-025-11323	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30828 LANGLIE JAL UNIT #020	K-32-24S-37E	K	30-025-11313	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30829 LANGLIE JAL UNIT #021	J-32-24S-37E	J	30-025-11315	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30830 LANGLIE JAL UNIT #022	I-32-24S-37E	I	30-025-24478	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30831 LANGLIE JAL UNIT #023	P-32-24S-37E	P	30-025-23866	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30832 LANGLIE JAL UNIT #024	O-32-24S-37E	O	30-025-24479	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30833 LANGLIE JAL UNIT #025	N-32-24S-37E	N	30-025-11307	I	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30834 LANGLIE JAL UNIT #026	M-32-24S-37E	M	30-025-11322	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30835 LANGLIE JAL UNIT #095	M-32-24S-37E	M	30-025-27840	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002
30836 LANGLIE JAL UNIT #096	N-32-24S-37E	N	30-025-27841	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	12-1999
30837 LANGLIE JAL UNIT #097	P-32-24S-37E	P	30-025-27842	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	05-1997
30838 LANGLIE JAL UNIT #098	I-32-24S-37E	I	30-025-27843	O	37240	LANGLIE MATTIX;7 KVRS-Q-GRAYBURG	07-2002