

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: 162683
Name: Gruy Petroleum Management Co.
Address: P. O. Box 14097
Address: _____
City, State, Zip: Irving, TX 75014

New Operator Information:

Effective Date: SEPTEMBER 1, 2002
New Ogrid: 012444
New Name: KELTON OPERATING CORP
Address: 202 NORTH MAIN STREET
Address: _____
City, State, Zip: ANDREWS, TX 79714-6503

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

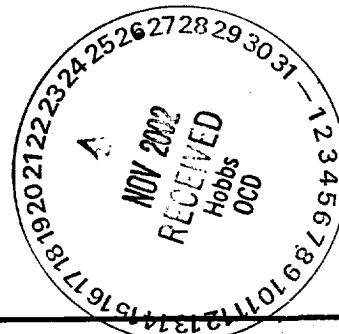
Signature: C. Dale Kelton

Printed name: C. Dale Kelton

Title: PRESIDENT

Date: 8-15-02

Phone: 915.524.6400



Previous operator complete below:

Previous Operator: Gruy Petroleum Management Co.
Previous OGRID: 162683
Signature: Joel Ward
Printed Name: JOEL WARD - REGULATORY CONSULTANT

<u>NMOCD Approval</u>	
Signature: <u>Gary W. Wink</u>	
Printed Name: <u>GARY W. WINK</u>	
District: _____	OC FIELD REPRESENTATIVE II/STAFF MANAGER
Date: <u>1 JAN 02 2003</u>	

176.35

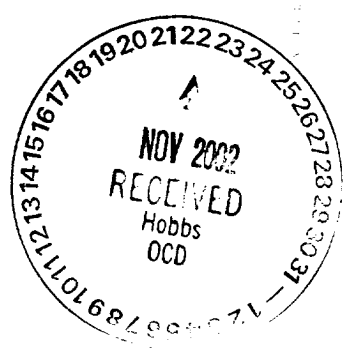
WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH C104A

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.

PREVIOUS OPERATOR: 162683 GRUY PETROLEUM MANAGEMENT CO. NEW OPERATOR: 012444 KELTON OPERATING CORPORATION

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OCN UNIT LTR	API	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
31008 29907 LANGLEIE MATTIX QUEEN UNIT #003	M10-258-37E	M	30-025-23306	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	04-1996
LANGLIE MATTIX QUEEN UNIT #004	N10-258-37E	N	30-025-11522	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	05-2000
LANGLIE MATTIX QUEEN UNIT #005	G10-258-37E	O	30-025-11521	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	01-2002
LANGLIE MATTIX QUEEN UNIT #006	G10-258-37E	O	30-025-11517	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #007	F10-258-37E	P	30-025-11518	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	12-1998
LANGLIE MATTIX QUEEN UNIT #009	P10-258-37E	P	30-025-23863	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	01-2002
LANGLIE MATTIX QUEEN UNIT #002	K11-258-37E	L	30-025-23298	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-1994
LANGLIE MATTIX QUEEN UNIT #008	M11-258-37E	M	30-025-11539	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	04-2000
LANGLIE MATTIX QUEEN UNIT #013	D14-258-37E	D	30-025-11580	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #014	D14-258-37E	D	30-025-23449	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-2002
LANGLIE MATTIX QUEEN UNIT #027	M14-258-37E	M	30-025-11596	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-1995
LANGLIE MATTIX QUEEN UNIT #044	D14-258-37E	D	30-025-30750	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #010	C15-258-37E	C	30-025-11603	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	02-2000
LANGLIE MATTIX QUEEN UNIT #011	B15-258-37E	B	30-025-11607	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	12-1998
LANGLIE MATTIX QUEEN UNIT #012	A15-258-37E	A	30-025-11609	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #015	F15-258-37E	F	30-025-21960	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-1996
LANGLIE MATTIX QUEEN UNIT #019	J15-258-37E	J	30-025-11601	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #020	I15-258-37E	I	30-025-11599	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #024	N15-258-37E	N	30-025-23186	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	11-1994
LANGLIE MATTIX QUEEN UNIT #024	O15-258-37E	O	30-025-11600	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2001
LANGLIE MATTIX QUEEN UNIT #037	K15-258-37E	K	30-025-23780	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-2000
LANGLIE MATTIX QUEEN UNIT #038	O15-258-37E	O	30-025-23766	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #041	A15-258-37E	A	30-025-30747	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #029	B22-258-37E	B	30-025-11695	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	11-2001
LANGLIE MATTIX QUEEN UNIT #030	A22-258-37E	A	30-025-11694	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-1991
LANGLIE MATTIX QUEEN UNIT #032	G22-258-37E	G	30-025-23300	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002
LANGLIE MATTIX QUEEN UNIT #034	H22-258-37E	H	30-025-11689	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	04-2002
LANGLIE MATTIX QUEEN UNIT #040	G22-258-37E	G	30-025-11688	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	03-2002
LANGLIE MATTIX QUEEN UNIT #035	E23-258-37E	E	30-025-11705	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG	08-2002



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District Office

Change of Operator

Previous Operator Information:

OGRID: 181403
Name: Prize Operating Company
Address: 3500 William D. Tate
Address: Suite 200
City, State, Zip: Grapevine, Texas 76051

New Operator Information:

Effective Date: April 1, 2002
New Ogrid: 162683
New Name: Gruy Petroleum Management Co.
Address: P.O. Box 140907
Address: _____
City, State, Zip: Irving, Texas 75014-0907

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: Zeno Farris

Printed name: Zeno Farris

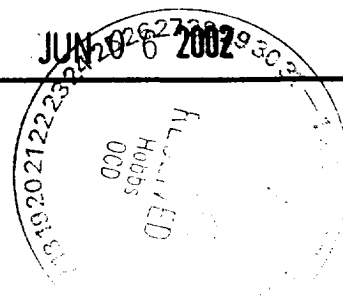
Title: Operations/Administration Manager

Date: 4-30-2002 Phone: 972-443-6489

Previous operator complete below:

Previous
Operator: Prize Operating Company
Previous
OGRID: 181403
Signature: Don Aldridge
Printed
Name: Don Aldridge / Regulatory Analyst

NMOCD Approval	
Signature: <u>[Signature]</u>	
Printed Name: <u>PAUL F KAUTZ</u>	
District: <u>PETROLEUM ENGINEER</u>	
Date: _____	



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

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PREVIOUS OPERATOR: 181403 PRIZE OPERATING COMPANY

NEW OPERATOR: 162683

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OCD UNIT LTR	API	WELL TYPE	POOL ID	POOL NAME	PROD/ INJ	LAST
29809 25498 LANGLIE MATTIX QUEEN UNIT #030	A-22-258-37E	A	30-025-11694	O	37240	LANGLIE MATTIX; 7 RVRs-Q-GRAYBURG	03-1991	
LANGLIE MATTIX QUEEN UNIT #032	G-22-258-37E	G	30-025-23300	I	37240	LANGLIE MATTIX; 7 RVRs-Q-GRAYBURG	01-2002	
LANGLIE MATTIX QUEEN UNIT #034	H-22-258-37E	H	30-025-11689	O	37240	LANGLIE MATTIX; 7 RVRs-Q-GRAYBURG	01-2002	
LANGLIE MATTIX QUEEN UNIT #040	G-22-258-37E	G	30-025-11688	O	37240	LANGLIE MATTIX; 7 RVRs-Q-GRAYBURG	01-2002	
LANGLIE MATTIX QUEEN UNIT #035	E-23-258-37E	E	30-025-11705	I	37240	LANGLIE MATTIX; 7 RVRs-Q-GRAYBURG	01-2002	
29817 25505 SOUTH LEA FEDERAL #001	K-17-268-36E	K	30-025-23197	G	97040	PANNEE; STRAWN, WEST (GAS)	01-2002	

