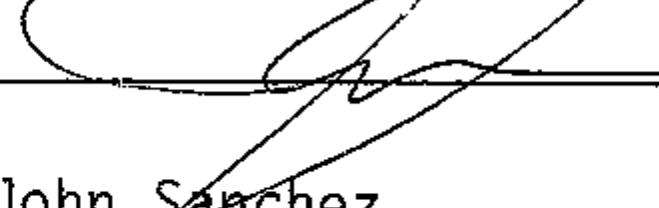



District I1625 N. French Dr., Hobbs, NM
88240**State of New Mexico**
Energy, Minerals and Natural ResourcesForm C-104A
Permit 1117**Oil Conservation Division****1220 S. St Francis Dr.****Santa Fe, NM 87505****Change of Operator****Previous Operator Information**OGRID: 23230
Name: TOM BROWN INC
Address: 508 W. Wall, Suite 500
Address: _____
City, State, Zip: Midland, TX 79701**New Operator Information**Effective Date: 08/01/2004
OGRID: 162683
Name: GRUY PETROLEUM MANAGEMENT CO.
Address: PO Box 140907
Address: _____
City, State, Zip: Irving, TX 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 certified list of wells is true to the best of my knowledge and belief.

Previous OperatorSignature: 
Printed Name: John Sanchez
Title: Vice-President
Date: 7-30-04 Phone: 214-987-3650**New Operator**Signature: 
Printed Name: Richard S. Farrell
Title: Vice-President-Land (Onshore)
Date: 7-30-04 Phone: 817-424-0400**NMOCD Approval**Electronic Signature: Chris Williams, District I
Electronic Signature: Tim Gum, District II
Date: August 12, 2004