

District II

1301 W. Grand Ave., Artesia, NM
88210State of New Mexico
Energy, Minerals and Natural ResourcesForm C-104A
Permit 1392

Oil Conservation Division

1220 S. St Francis Dr.
Santa Fe, NM 87505

Change of Operator

RECEIVED

JAN 11 2005

OCD-ARTESIA

Previous Operator Information

OGRID: 14021
Name: MARATHON OIL CO
Address: PO Box 552
Address:
City, State, Zip: Midland, TX 79701

New Operator Information

Effective Date: 12/22/2003
OGRID: 25575
Name: YATES PETROLEUM CORPORATION
Address: 105 South Fourth St.
Address:
City, State, Zip: Artesia, NM 88210

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 Operator

Signature: Charles E. Kendrick
Printed Name: Charles E. Kendrick
Title: Engineering Technician
Date: 12/22/04 Phone: 713-296-2096

New Operator

Signature: Peyton Yates
Printed Name: PEYTON YATES
Title: ATTORNEY-IN-FACT
Date: 1-5-05 Phone: 505 748 1471

NMOCD Approval

Burton Flat Federal Com #1
Section 11, T20S R29E
30-015-26289

Electronic Signature:

Tim Gum, District II

Date:

January 20, 2005