

District I
1625 N. French Dr., Hobbs, NM 88240
Phone:(505) 393-6161 Fax:(505) 393-0720

State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 S. St Francis Dr.
Santa Fe, NM 87505

Form C-145
Permit 28212

Change of Operator

Previous Operator Information

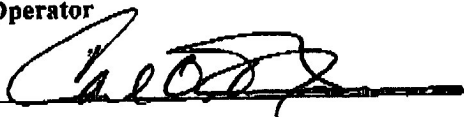
OGRID: 25482
Name: XERIC OIL & GAS CORP
Address: PO BOX 352
Address:
City, State, Zip: MIDLAND, TX 79702

New Operator Information

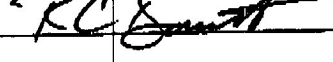
Effective Date: 4/1/2006
OGRID: 236790
Name: XOG OPERATING LLC
Address: 1801 W TEXAS
Address:
City, State, Zip: MIDLAND, TX 79701

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: 
Printed Name: Carl O. Brininstool
Title: Vice President
Date: 4/21/06 Phone: 432-683-3650

New Operator

Signature: 
Printed Name: R. C. Barnett
Title: Manager of Operations
Date: 4/21/06 Phone: 432-683-3171

NMOCD Approval

Electronic Signature: Paul Kautz, District 1
Date: April 24, 2006