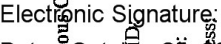


District I
1625 N. French Dr., Hobbs, NM 88240
Phone:(505) 393-6161 Fax:(505) 393-0720
District III
1000 Rio Higos Rd., Aztec, NM 87410
Phone:(505) 334-6178 Fax:(505) 334-6170

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 82676

Change of Operator

Previous Operator Information		New Operator Information	
Electronic Signature:		Effective Date:	10/1/2008
Electronic Signature:		OGRID:	247692
Date:	October 2, 2008	Name:	JAY MANAGEMENT COMPANY, LLC
OGRID:	138483	Address:	4801 WOODWAY AVE.
Name:	PHOENIX HYDROCARBONS OPERATING CORP	Address:	SUITE 711
Address:	PO BOX 3638	City, State, Zip:	HOUSTON, TX 77056
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 certified list of wells is true to the best of my knowledge and belief.

Previous Operator

New Operator

Signature:

Signature:

Printed Name:

Printed Name:

Title:

Title:

Date:

Date:

9/29/08 Phone: 432-686-9869

9-29-08 Phone: 713-621-6785