

Richard Winchester Land Advisor Devon Energy Corporation 20 North Broadway Oklahoma City, Oklahoma 73102-8260

Phone: (405) 228-4415 Fax: (405) 552-8113

June 14, 2004

To Participating Working Interest Owners (See Attached List)

Via Certified Mail

Re:

JOINT OPERATING AGREEMENT E/2 of Section 15, 320-acre dedication Mad Dog "15" Federal Com # 1 Well 660' FSL & 660' FEL of Section 15 Township 23 South, Range 34 East Lea County, New Mexico

Gentlemen:

Having elected to participate in Devon Energy Production Company, L.P.'s AFE proposal dated April 7, 2004, to drill the Mad Dog "15" Federal Com # 1 well, enclosed for your review and execution is a Joint Operating Agreement covering the east half (E/2) of Section 15, Township 23 South, Range 34 East, limited to all depths below 13,374 feet.

Please execute and return the extra sets of signature pages in the envelope provided for your convenience. Should you have any questions please contact the undersigned at (405) 228-4415.

Sincerely,

DEVON ENERGY PRODUCTION COMPANY, L.P.

Richard C. Winchester

Land Advisor

BEFORE THE COMMISSION
OIL CONSERVATION CO
OIL CONSERVATION CO
Case No. 13286 Exhibit No. 2
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Submitted BY: Production
Case No. 13286 Exhibit No. 2
A. 2004

Devon Date: June 24, 2004

Hearing Date: June 24, 2004

Mad Dog "15" Federal Com # 1 Participating Working Interest Owners:

ABC Oil & Gas Properties C/O Darleen Cockburn 3208 Boyd Midland, TX 79705

Lorry Sharon Anderson Chapman C/O Walker & Armstrong, LLP 4000 N. Central Avenue, Ste. 1100 Phoenix, AZ 85012-1989

Axis Energy Corporation P.O. Box 219303 Houston, TX 77218-9303

Rex Tompkins 5184 Pinetree Drive Miami Beach, FL 33140