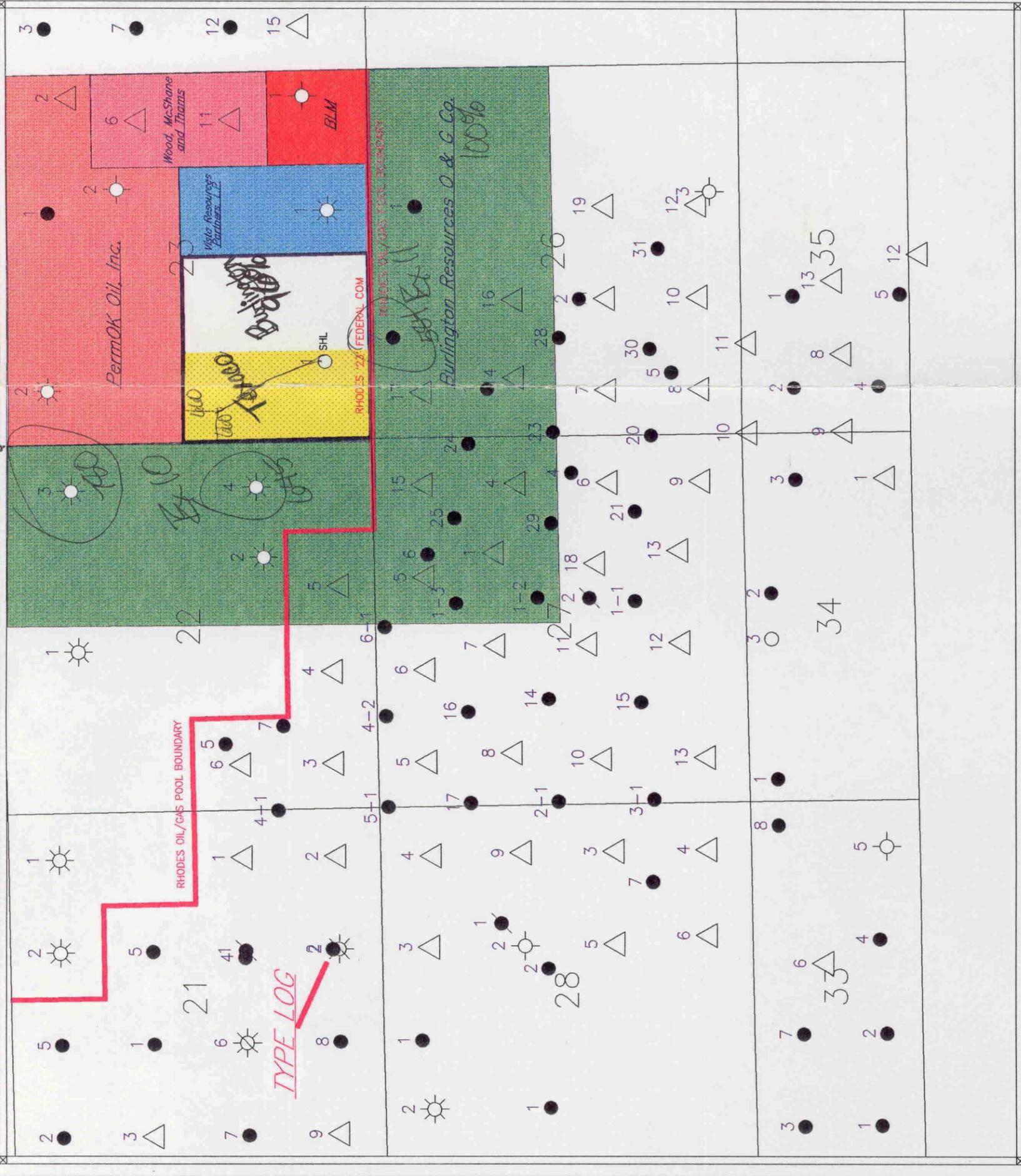


Est. 1



LEGEND

- Oil Producer
- ⊙ P&A Oil Producer
- ⊛ Gas Producer
- ⊛ P&A Gas Producer
- △ Water Injector
- ◇ Water Supply Well
- ⊘ Junked & Abandoned
- ⊙ Dry & Abandoned

Rhodes Oil Pool
Gas Pool
600 setbacks



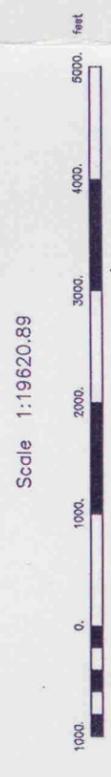
BEFORE THE
OIL CONSERVATION DIVISION
 Santa Fe, New Mexico

Case No. 11656 Exhibit No. 1

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996

Texaco Exploration & Production, Inc.	
RHODES YATES SEVEN RIVERS GAS POOL	
BASE MAP	
Scale 1:19620.89	11/19/96



W/2 SW/4 of Section 23, T26S, R37E

Texaco Exploration and Production Inc. 100.00000%

E/2 SW/4 of Section 23, T26S, R37E

Burlington Resources Oil & Gas Company 96.09375% or 76.875 acres
Larry A. Nermyr 1.56250% or 1.250 acres
James E. Burr 1.56250% or 1.250 acres
Ruth Sutton 0.78125% or 0.625 acres

Proration Unit: SW/4 of Section 23, T26S, R37E

Texaco Exploration and Production Inc. 50.000000% ✓
Burlington Resources Oil & Gas Company 48.046875%
Larry A. Nermyr 0.781250%
James E. Burr 0.781250 % ✓
Ruth Sutton 0.390625% ✓

✓ = approved Texaco AFE

**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 2

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996



Texaco Exploration
and Production Inc

500 North Loraine
Midland TX. 79701

P O Box 3109
Midland TX. 79702

October 9, 1996

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

**TO: ALL WORKING INTEREST OWNERS
(See Attached Addressee List)**

NM206621 - Rhodes "23" Federal Com. No. 1
Lea County, New Mexico

Ladies and Gentlemen:

Texaco Exploration and Production Inc. (TEPI) proposes the drilling of the captioned horizontal well at a surface location 660' FSL and 1100' FWL of Section 23, T-26-S, R-37-E and a bottom hole location of 1980' FSL and 660' FWL of Section 23, T-26-S, R-37-E. Vertical depth will be approximately 3,200 feet. We anticipate a lateral in Sand 4 of the Middle Yates of approximately 500 feet. We plan an additional lateral in Sand 6 of the Middle Yates of approximately 1400 feet. The proration unit for the well will be the SW/4 of Section 23. TEPI owns the W/2 SW/4 and our records reflect that you are an owner in the E/2 SW/4 as set out in the attachment hereto.

If you would like to join us in the drilling of this well, please execute one original of the attached AFE and return it to me at your earliest convenience. I will then forward an Operating Agreement for your review. If you elect not to join in the drilling of the well, please consider the following options:

- TEPI will purchase your interest for a cash consideration of \$300 per net acre.
- TEPI will purchase a one year term assignment of your interest for \$100 per net acre assuming you can deliver a 75% net revenue interest. You would in turn retain an overriding royalty equal to the difference between 75% and existing burdens.

Please let me hear from you as soon as possible regarding your decision. We anticipate filing a force pooling action with the New Mexico Oil Conservation Division in the very near future.

Please give me a call at (915) 688-4445 if you have any questions.

Very truly yours,

Ronald W. Lanning

**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 3

Submitted by: Texaco Exploration and Production Inc.

RWL:

Hearing Date: December 19, 1996

ADDRESS LIST

**Ms. Leslyn M. Swierc
Burlington Resources Oil & Gas Company
P.O. Box 51810
Midland, Texas 79710**

**Larry A. Nermyr
HC-57
Box 4106
Sidney, Montana 59270**

**James E. Burr
3803 Wedgewood Ct.
Midland, Texas 79707**

**Ruth Sutton
2826 Moss
Midland, Texas 79705**

Oil and Gas Leasehold Estate

W/2 SW/4 of Section 23, T26S, R37E

Texaco Exploration and Production Inc.	100.00000%
--	------------

E/2 SW/4 of Section 23, T26S, R37E

Burlington Resources Oil & Gas Company	96.09375% or 76.875 acres
Larry A. Nermyr	1.56250% or 1.250 acres
James E. Burr	1.56250% or 1.250 acres
Ruth Sutton	0.78125% or 0.625 acres

Proration Unit: SW/4 of Section 23, T26S, R37E

Texaco Exploration and Production Inc.	50.000000%
Burlington Resources Oil & Gas Company	48.046875%
Larry A. Nermyr	0.781250%
James E. Burr	0.781250 %
Ruth Sutton	0.390625%



Texaco Exploration
and Production Inc

500 North Loraine
Midland TX 79701

P O Box 3103
Midland TX 79702

November 21, 1996

Ms. Leslyn M. Swierc
Burlington Resources Oil & Gas Company
P.O. Box 51810
Midland, Texas 79710

NM206621 - Rhodes '23' Fed. Com. No. 1 Well

Lea County, New Mexico
SW/4 Section 23, T26S, R37E

Dear Leslyn:

We have reviewed your November 19, 1996 letter regarding our proposal to drill the captioned well and your counter proposal. We have the following comments:

- Meridian Oil Inc., your predecessor in title, acquired its interest in this proration unit effective April 1, 1996 in conveyances from Doyle Hartman, et al. At that time, the acreage was subject to an Operating Agreement dated April 1, 1996 between Doyle Hartman, as Operator, and Texaco Exploration and Production Inc., et al, as Non-Operators. The agreement provided for the drilling of the Dublin Rhodes Fed. Com. with a commencement date on or before August 1, 1996. This well was never drilled by Hartman or Meridian and the Operating Agreement is no longer in effect.
- We met with you and other representatives from Burlington on August 14, 1996 regarding the drilling of a well(s) in this proration unit. At that meeting and in a subsequent telephone call we agreed to give Burlington until September 13, 1996 to propose the drilling of one horizontal or two vertical wells in the proration unit. We never heard from you regarding a proposal.
- We then proceeded with our own plans and proposed the captioned well to you and the other working interest owners on October 9, 1996.
- If Burlington does not wish to join us in the drilling of this well, we are still interested in acquiring your interest as set out in our letter of October 9, 1996. If these options are not acceptable, we will discuss any other type of trade with you.

Texaco has been attempting to get a well drilled on this acreage since August of 1995. We have given you and your predecessors in title numerous opportunities to drill and operate a well on this

Leslyn M. Swierc
Burlington Resources Oil & Gas Company
November 21, 1996
Page 2

acreage. We now intend to proceed as necessary with our plans to drill and operate the captioned well.

Sincerely,



Ronald W. Lanning

RWL:

cc: William F. Carr

BEFORE THE
OIL CONSERVATION DIVISION
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 4

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996

EXHIBIT A

James E. Burr
3803 Wedgewood Ct.
Midland, TX 79707

Ruth Sutton
2826 Moss
Midland, TX 79705

Larry A. Nermyr
HC-57
Box 4106
Sidney, Montana 59270

Ms Leslyn M. Swierc
Burlington Resources Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

Burlington Resources Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

PermOK Oil, Inc.
4050 Pennsylvania, Suite 340
Kansas City, Missouri 64111

Wood, McShane and Thams
Post Office Box 968
Monahans, TX 79756

Vista Resources Partners, L.P.
415 West Wall
Suite 1620
Midland, TX 79701

Bureau of Land Management
Post Office Box 27115
Santa Fe, New Mexico 87502

**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 5

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

James E. Burr
3803 Wedgewood Ct.
Midland, TX 79707

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Dear Mr. Burr:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

This matter has been set for hearing before a Division Examiner on November 21, 1996. You are not required to attend this hearing, but as an owner of an interest that may be affected by the order entered in this case, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

James E. Burr
October 31, 1996
Page 2

Parties appearing in cases have been requested by the Division (Memorandum 2-90) to file a Prehearing Statement substantially in the form prescribed by the Division. Prehearing statements should be filed by 4:00 o'clock p.m. on the Friday before a scheduled hearing.

Very truly yours,

A handwritten signature in cursive script, appearing to read "W. Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

James E. Burr
3803 Wedgewood Ct.
Midland, TX 79707

4a. Article Number

P087492279

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

X

PS Form 3817, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 087 492 279



Receipt for Certified Mail

No Insurance Coverage Provided

James E. Burr
3803 Wedgewood Ct.
Midland, TX 79707

Postage	\$ 1.55
Service Fee	1.10
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	1.10
Return Receipt of Sender to Whom Date and Addressee's Address	
TOTAL Postage & Fees	\$ 2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

Ruth Sutton
2826 Moss
Midland, TX 79705

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Dear Ms Sutton:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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Ruth Sutton
October 31, 1996
Page 2

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Very truly yours,

A handwritten signature in cursive script, appearing to read "Wm F Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

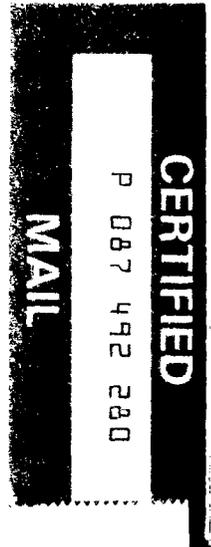
cc: Ronald W. Lanning

CAMPBELL, CARR, BERGE & SHERIDAN, P.A.

LAWYERS

POST OFFICE BOX 2208

SANTA FE, NEW MEXICO 87504-2208



PAID 9/17/1996
1st Notice
2nd Notice
Return

Ruth Sutton
2826 Moss
Midland, TX 79705



P 087 492 280



Receipt for
Certified Mail

No Insurance Coverage Provided

Ruth Sutton
2826 Moss
Midland, TX 79705

PS Form 3800, June 1991

	\$
	\$ 2.75
001 31 1996	



CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Larry A. Nermyr
HC-57
Box 4106
Sidney, Montana 59270

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Dear Mr. Nermyr:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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Larry A. Nermyr
October 31, 1996
Page 2

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Very truly yours,

A handwritten signature in cursive script, appearing to read "William F. Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Larry A. Nemyr
 HC-57
 Box 4106
 Sidney, Montana 59270

4a. Article Number

1087 492 278

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

11-15-96

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature: (Addresser or Agent)

X *[Signature]*

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 087 492 278



Receipt for Certified Mail

No Insurance Coverage Provided

Larry A. Nemyr
 HC-57
 Box 4106
 Sidney, Montana 59270

Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, and Addressee's Address	
*OT At Postage & Fees	\$2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Ms Leslyn M. Swierc
Burlington Resources Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Dear Ms Swierc:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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Ms Leslyn M. Swierc
Burlington Resources
Oil & Gas Company
October 31, 1996
Page 2

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Very truly yours,

A handwritten signature in cursive script, appearing to read "Wm F Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

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SENDER:

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- Print your name and address on the reverse of this form so that we can return the card to you.
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I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Ms Leslyn M. Swierc
Burlington Resources
Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

4a. Article Number

P 087 492 277

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

PS Form 3811, December 1994

8. Addressee's Address (Only if requested and fee is paid)

Domestic Return Receipt

P 087 492 277



Receipt for Certified Mail

No Insurance Coverage Provided for International Mail

Ms Leslyn M. Swierc
Burlington Resources
Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

Postage	\$
Postnet Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, and Addressee's Address	
TOTAL Postage & Fees	\$ 2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

Thank you for using Return Receipt Service.

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Burlington Resources
Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Gentlemen:

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Burlington Resources
Oil & Gas Company
October 31, 1996
Page 2

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Very truly yours,

A handwritten signature in cursive script, appearing to read "William F. Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.
WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your RETURN ADDRESS completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
 - 2. Restricted Delivery
- Consult postmaster for fee.

3. Article Addressed to:

Burlington Resources
Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

4a. Article Number

PO87492272

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

NOV - 4 1996

8. Addressee's Address (Only if requested and fee is paid)

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

X *[Signature]*

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 087 492 272



Receipt for Certified Mail

No Insurance Coverage Provided

Burlington Resources
Oil & Gas Company
Post Office Box 51810
Midland, TX 79710

Postage	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, and Addressee's Address	
TOTAL Postage & Fees	\$ 2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

MICHAEL B. CAMPBELL
WILLIAM F. CARR
BRADFORD C. BERGE
MARK F. SHERIDAN

MICHAEL H. FELDEWERT
TANYA M. TRUJILLO
PAUL R. OWEN

JACK M. CAMPBELL
OF COUNSEL

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

PermOK Oil, Inc.
4050 Pennsylvania, Suite 340
Kansas City, Missouri 64111

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Gentlemen:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

This matter has been set for hearing before a Division Examiner on November 21, 1996. You are not required to attend this hearing, but as an owner of an interest that may be affected by the order entered in this case, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

PermOK Oil, Inc.
October 31, 1996
Page 2

Parties appearing in cases have been requested by the Division (Memorandum 2-90) to file a Prehearing Statement substantially in the form prescribed by the Division. Prehearing statements should be filed by 4:00 o'clock p.m. on the Friday before a scheduled hearing.

Very truly yours,

A handwritten signature in cursive script, appearing to read "William F. Carr".

WILLIAM F. CARR
ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

P 087 492 273



**Receipt for
Certified Mail**

No Insurance Coverage Provided
Do not use for International Mail

PermOK Oil, Inc.
4050 Pennsylvania, Suite 340
Kansas City, Missouri 64111

PS Form 3800, June 1991

Postage	\$
Quantity Fee	
Special Services Fee	
Restricted Delivery Fee	
Return Receipt showing to Whom & Date Delivered	
Return Receipt showing to Whom Date, and Addressee's Address	
TOTAL Postage & Fees	\$ 2.75
Postmark or Date OCT 31 1996	

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

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MARK F. SHERIDAN

MICHAEL H. FELDEWERT
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JACK M. CAMPBELL
OF COUNSEL

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

Wood, McShane and Thams
Post Office Box 968
Monahans, TX 79756

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Gentlemen:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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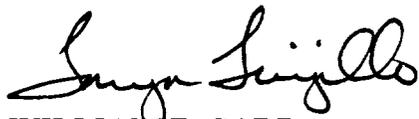
Wood, McShane and Thams

October 31, 1996

Page 2

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Very truly yours,

A handwritten signature in black ink, appearing to read "William F. Carr". The signature is fluid and cursive, with the first name "William" and last name "Carr" clearly distinguishable.

WILLIAM F. CARR

ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your RETURN ADDRESS completed on the reverse side?

SENDER:

- Complete items 1 and/or 2 for additional services.
- Complete items 3, 4a, and 4b.
- Print your name and address on the reverse of this form so that we can return this card to you.
- Attach this form to the front of the mailpiece, or on the back if space does not permit.
- Write "Return Receipt Requested" on the mailpiece below the article number.
- The Return Receipt will show to whom the article was delivered and the date delivered.

I also wish to receive the following services (for an extra fee):

- 1. Addressee's Address
- 2. Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:

Wood, McShane and Thams
Post Office Box 968
Monahans, TX 79756

4a. Article Number

POST 492 274

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

NOV 4 1996

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature (Addressee or Agent)

X *[Signature]*

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 087 492 274



Receipt for Certified Mail

No Insurance Coverage Provided

Wood, McShane and Thams
Post Office Box 968
Monahans, TX 79756

Postage	\$
Registration Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Addressee & Agent Delivered	
Return Receipt Showing to Addressee's Address	
TOTAL Postage & Fees	\$2.75
Postmark or Date	OCT 31 1996

PS Form 3800 June 1991

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

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JEFFERSON PLACE
SUITE 1 - 110 NORTH GUADALUPE
POST OFFICE BOX 2208
SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Vista Resources Partners, L.P.
415 West Wall
Suite 1620
Midland, TX 79701

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Gentlemen:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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Vista Resources Partners, L.P.

October 31, 1996

Page 2

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Very truly yours,

A handwritten signature in cursive script, appearing to read "Wm F Carr".

WILLIAM F. CARR

ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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2. Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:

Vista Resources Partners, L.P.
 415 West Wall
 Suite 1620
 Midland, TX 79701

4a. Article Number

PO87 492 275

4b. Service Type

- Registered
- Express Mail
- Return Receipt for Merchandise
- COD
- Certified
- Insured

7. Date of Delivery

11/4

5. Received By: (Print Name)

8. Addressee's Address (Only if requested and fee is paid)

6. Signature: (Addressee or Agent)

X

PS Form 3811, December 1994

Domestic Return Receipt

Thank you for using Return Receipt Service.

P 087 492 275



Receipt for Certified Mail

No Insurance Coverage Provided
 for International Mail

Vista Resources Partners, L.P.
 415 West Wall
 Suite 1620
 Midland, TX 79701

Postage:	\$
Certified Fee	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, and Addressee's Address	
TOTAL Postage & Fees	\$2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

CAMPBELL, CARR, BERGE
& SHERIDAN, P.A.
LAWYERS

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SANTA FE, NEW MEXICO 87504-2208
TELEPHONE: (505) 988-4421
TELECOPIER: (505) 983-6043

October 31, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Bureau of Land Management
Post Office Box 27115
Santa Fe, New Mexico 87502

Re: Amended Application of Texaco Exploration and Production Inc. for compulsory pooling, an unorthodox surface location and directional drilling, Lea County, New Mexico

Gentlemen:

This letter is to advise you that Texaco Exploration and Production Inc. has filed the enclosed amended application with the New Mexico Oil Conservation Division seeking the force pooling of certain mineral interests in all formations from the surface to the base of the Yates formation, in and under the SW/4 of Section 23, Township 26 South, Range 37 East, N.M.P.M., Lea County, New Mexico. Texaco Exploration and Production Inc. proposes to dedicate the referenced pooled unit as a project area to its Rhodes "23" Fed Com No. 1 Well, which will be directionally drilled in a northwesterly direction as two high angle laterals in the Yates formation, Rhodes Yates-Seven Rivers Gas Pool, from an unorthodox surface location 660 feet from the South line and 1100 feet from the West line of said Section 23.

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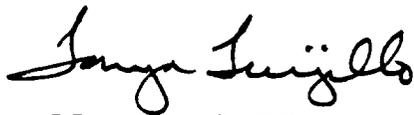
Bureau of Land Management

October 31, 1996

Page 2

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Very truly yours,

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WILLIAM F. CARR

ATTORNEY FOR TEXACO EXPLORATION AND PRODUCTION INC.

WFC:mlh

Enc.

cc: Ronald W. Lanning

Is your **RETURN ADDRESS** completed on the reverse side?

SENDER:

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1. Addressee's Address

2. Restricted Delivery

Consult postmaster for fee.

3. Article Addressed to:

Bureau of Land Management
 Post Office Box 27115
 Santa Fe, New Mexico 87502

4a. Article Number

4b. Service Type

Registered

Express Mail

Return Receipt for Merchandise

7. Date of Delivery

8. Addressee's Address (Only if requested and fee is paid)

4a. Article Number
 P087492276

4b. Service Type
 Certified
 Insured
 COD

11/1/96

Domestic Return Receipt

Thank you for using Return Receipt Service.

5. Received By: (Print Name)

6. Signature: (Addressee or Agent)

X

PS Form 3811, December 1994

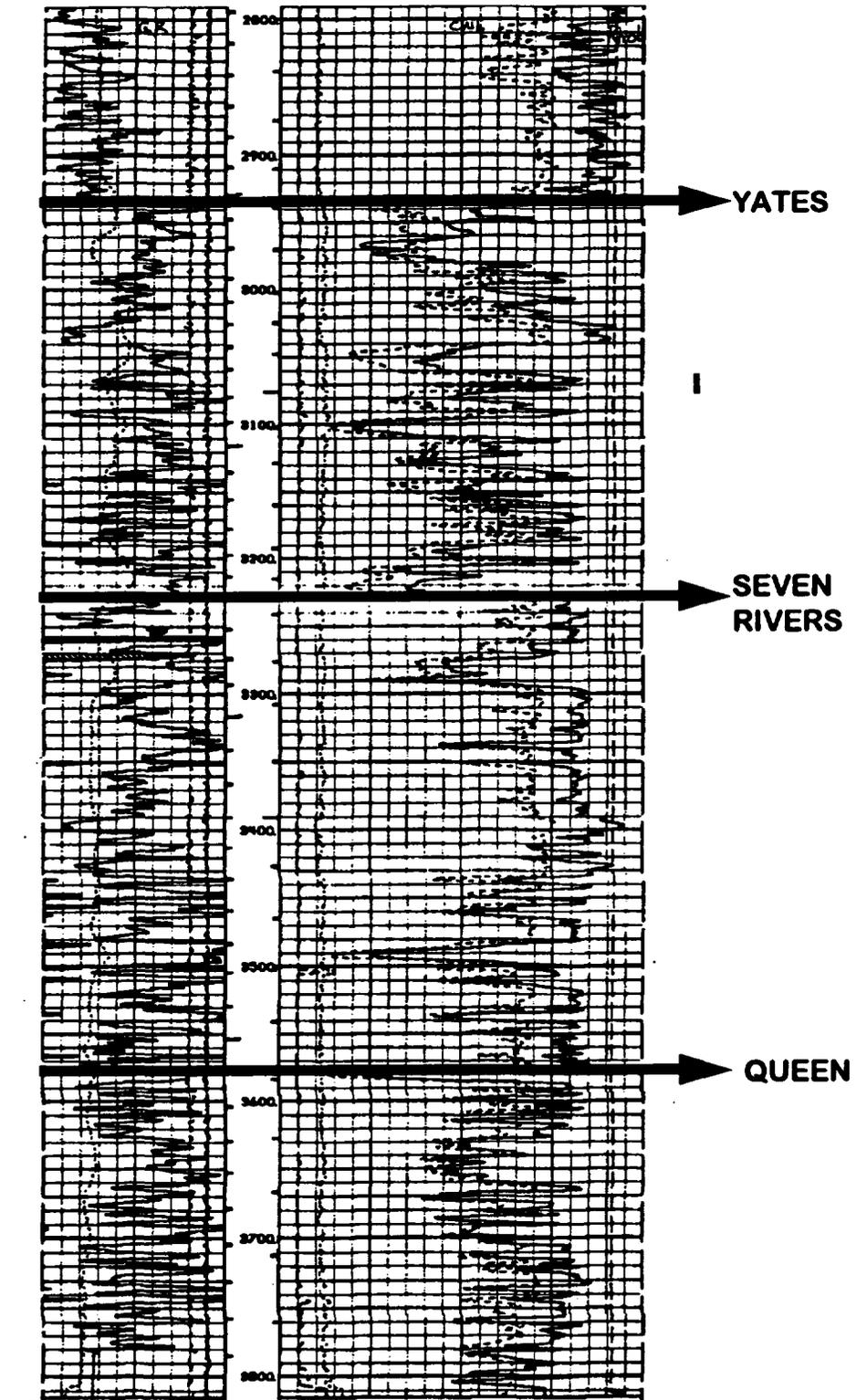


Bureau of Land Management
 Post Office Box 27115
 Santa Fe, New Mexico 87502

Postage	\$
Article Fee	
Special Service Fee	
Restricted Delivery Fee	
Return Receipt Showing to Whom & Date Delivered	
Return Receipt Showing to Whom, Date, and Addressee's Address	
TOTAL Postage & Fees	\$2.75
Postmark or Date	OCT 31 1996

PS Form 3800, June 1991

TYPE LOG
RHODES YATES SEVEN RIVERS (GAS) POOL
MERIDIAN OIL INC.
MOBERLY RHODES WATERFLOOD NO. 2
SECTION 21, T25S, R37E



**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 6

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996



LEGEND

- Oil Producer
- P&A Oil Producer
- ★ Gas Producer
- ★ P&A Gas Producer
- △ Water Injector
- ◇ Water Supply Well
- ⊗ Junked & Abandoned
- ⊙ Dry & Abandoned

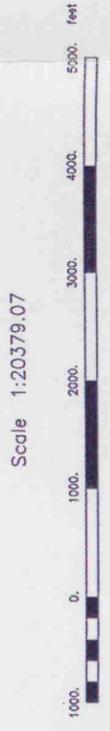


BEFORE THE
OIL CONSERVATION DIVISION
 Santa Fe, New Mexico

Case No. 11656 Exhibit No. 7

Submitted by: Texaco Exploration and Production Inc.
 Hearing Date: December 19, 1996

Texaco Exploration & Production, Inc.	
RHODES YATES SEVEN RIVERS GAS POOL YATES - SAND 6 STRUCTURE	
CI = 50'	Scale 1:20379.07
	11/14/96



**LARGE FORMAT
EXHIBIT HAS
BEEN REMOVED
AND IS LOCATED
IN THE NEXT FILE**



LEGEND

- Oil Producer
- ⊙ P&A Oil Producer
- ⊙ Gas Producer
- ⊙ P&A Gas Producer
- △ Water Injector
- ◇ Water Supply Well
- ⊘ Junked & Abandoned
- ⊘ Dry & Abandoned

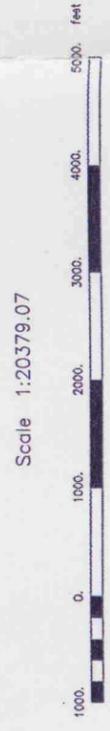


BEFORE THE
OIL CONSERVATION DIVISION
 Santa Fe, New Mexico

Case No. 11656 Exhibit No. 9

Submitted by: Texaco Exploration and Production Inc.
 Hearing Date: December 19, 1996

Texaco Exploration & Production, Inc.	
RHODES YATES SEVEN RIVERS GAS POOL YATES - SAND 4 ISOPACH POROSITY > 15%	
Scale 1:20379.07	11/14/96
CI = 10'	





LEGEND

- Oil Producer
- ⊙ P&A Oil Producer
- ⊛ Gas Producer
- ⊛ P&A Gas Producer
- △ Water Injector
- ◇ Water Supply Well
- ⊕ Junked & Abandoned
- ⊖ Dry & Abandoned

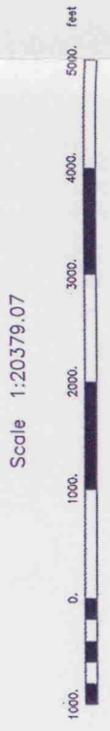


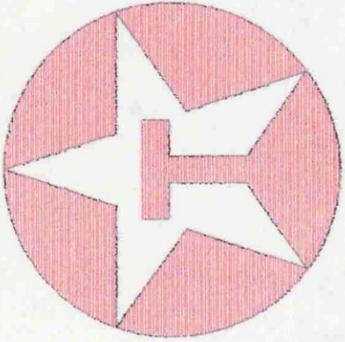
**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 111656 Exhibit No. 10

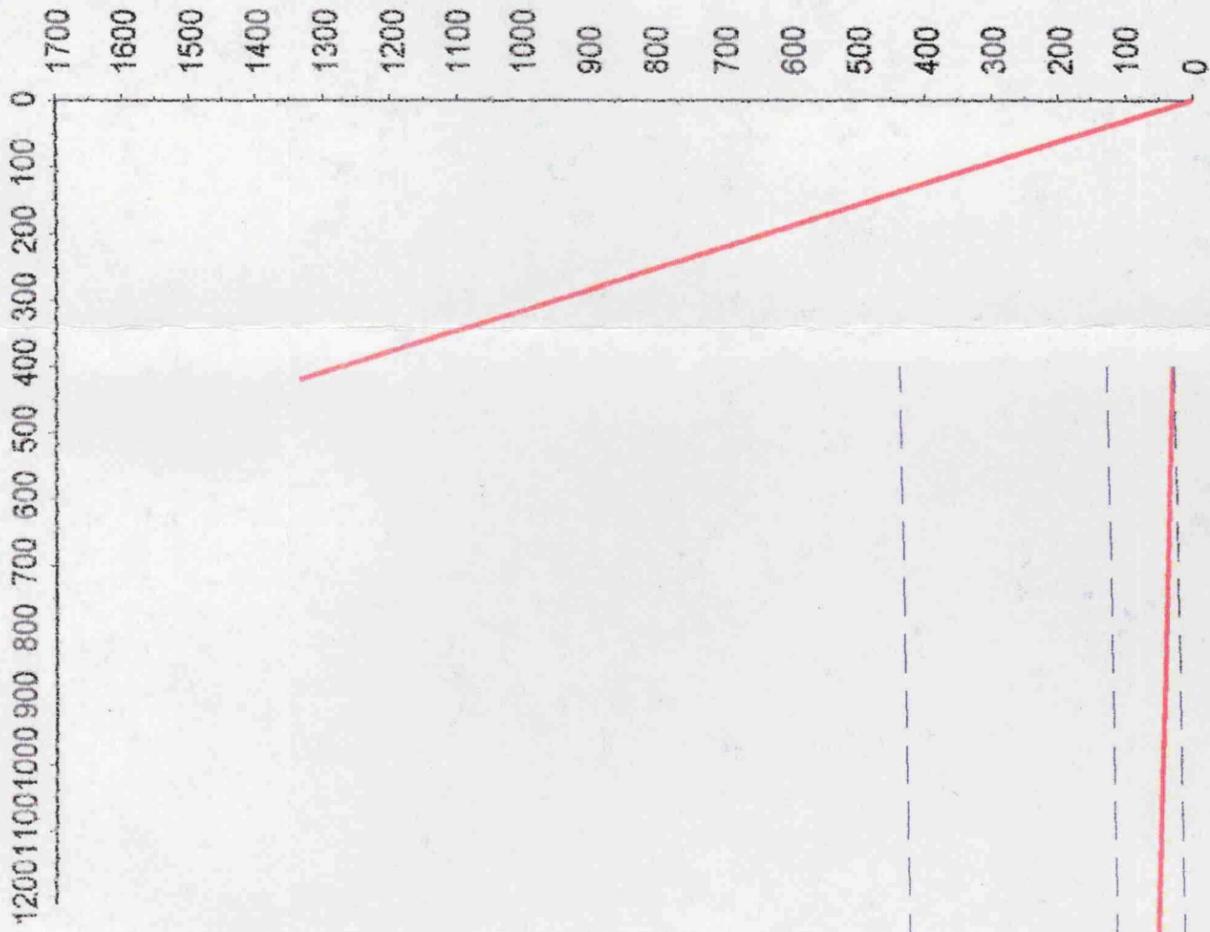
Submitted by: Texaco Exploration and Production Inc.
Hearing Date: December 19, 1996

Texaco Exploration & Production, Inc.	
RHODES YATES SEVEN RIVERS GAS POOL YATES - SAND 6 ISOPACH POROSITY > 15%	
CI = 10'	Scale 1:20379.07
	11/14/96





TEXACO EXPL & PROD
 RHODES 23 FED COM NO. 1
 LEA COUNTY, NM



2500
 2600
 2700
 2900
 2900
 3000
 3100
 3200
 3300

Proposed Kick Off Point :
 True Vertical Depth: 2,775 feet
 Measured Depth: 2,775 feet

Build 57.3 Deg/100 ft

Sidetrack at 2,895 ft MD @ 69 Degrees
 Build 10-Deg/100 ft

Top of Yates

Horizontal Displacement: 500 feet
 True Vertical Depth: 2,885 feet
 Measured Depth: 3,332 feet

Bottom of Yates

Proposed Bottom Hole Location
 from Surface Location:
 Proposed Direction: 342.56° Azimuth
 Horizontal Displacement: 1,400 feet
 True Vertical Depth: 2,935 feet
 Measured Depth: 4,236 feet

0 100 200 300 400 500 600 700 800 900 1000 1100 1200 1300 1400 1500

BEFORE THE
 OIL CONSERVATION DIVISION
 Santa Fe, New Mexico

Case No. 11656 Exhibit No. 11

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996

DISTRICT I
P. O. Box 1980, Hobbs, NM 88240

DISTRICT II
P. O. Drawer DD, Artesia, NM 88210

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
P. O. Box 2088, Santa Fe, NM 87504-2088

State of New Mexico
Energy, Minerals and Natural Resources Department

OIL CONSERVATION DIVISION
PO Box 2088
Santa Fe, NM 87504-2088

Form C-102
Revised February 10, 1994

Instructions on back

Submit to Appropriate District Office

State Lease-4 copies
Fee Lease-3 copies

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

¹ API Number		² Pool Code		³ Pool Name Rhodes Yates Seven Rivers (Gas)	
⁴ Property Code		⁵ Property Name Rhodes "23" Federal Com.			⁶ Well Number 1
⁷ OGRID No. 22351		⁸ Operator Name TEXACO EXPLORATION & PRODUCTION, INC.			⁹ Elevation 2984'

¹⁰Surface Location

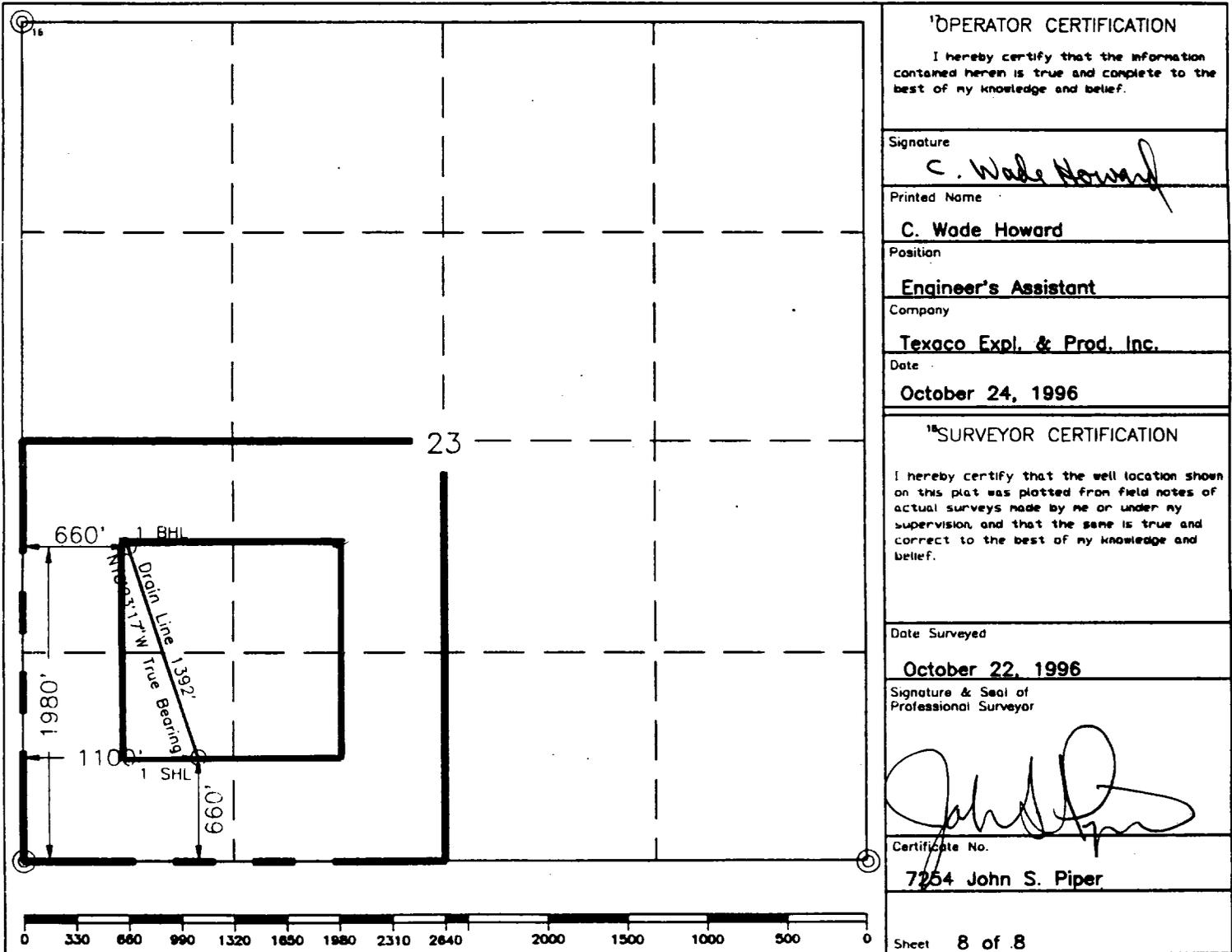
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	⁷ County
M	23	26-S	37-E		660'	South	1100'	West	Lea

¹¹Bottom Hole Location if Different From Surface

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	⁷ County
L	23	26-S	37-E		1980'	South	660'	West	Lea

¹² Dedicated Acres 160	¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.
--------------------------------------	-------------------------------	----------------------------------	-------------------------

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION.



¹⁰OPERATOR CERTIFICATION

I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief.

Signature: *C. Wade Howard*
Printed Name: C. Wade Howard
Position: Engineer's Assistant
Company: Texaco Expl. & Prod. Inc.
Date: October 24, 1996

¹¹SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my knowledge and belief.

Date Surveyed: October 22, 1996
Signature & Seal of Professional Surveyor: *John S. Piper*
Certificate No.: 7254 John S. Piper

Sheet 8 of 8

- = Staked Location ● = Producing Well = Injection Well ⊙ = Water Supply Well ◆ = Plugged & Abandon Well
⊙ = Found Section Corner, 2 or 5" Iron Pipe & GLO B.C. ○ = Found 1/4 Section Corner, 1" Iron Pipe & GLO B.C.

ADDITIONAL INFORMATION ON THE LOCATION

State Plane Coordinates			
Northing 374251.841 (SHL) 375567.824 (BHL)		Easting 911575.392 (SHL) 911121.706 (BHL)	
Latitude 32°01'23.777" (SHL) 32°01'36.848" (BHL)		Longitude 103°08'19.348" (SHL) 103°08'24.449" (BHL)	
Zone	North American Datum	Combined Grid Factor	Coordinate File
East	1983	0.9999245	Rhodes.CR5
Drawing File		Field Book	
RH23Fed1.dwg		Lea County 15. Pg. 74	

**BEFORE THE
OIL CONSERVATION DIVISION**
Santa Fe, New Mexico

Case No. 11656 Exhibit No. 12

Submitted by: Texaco Exploration and Production Inc.

Hearing Date: December 19, 1996