

JAMES BRUCE
ATTORNEY AT LAW

POST OFFICE BOX 1056
SANTA FE, NEW MEXICO 87504

3304 CAMINO LISA
HYDE PARK ESTATES
SANTA FE, NEW MEXICO 87501

(505) 982-2043
(505) 982-2151 (FAX)

September 12, 2000

Case 12500

OL CONSERVATION DIV
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Hand Delivered

Florene Davidson
Oil Conservation Division
2040 South Pacheco Street
Santa Fe, New Mexico 87505

Dear Florene:

Enclosed are an original and one copy of a compulsory pooling application, together with a proposed advertisement, filed on behalf of Southwestern Energy Production Company. Please set this matter for the October 5, 2000 Examiner hearing. Thank you.

The application and proposed advertisement are also on the enclosed disk under "SWEP-APP.FP3" and "SWEP-PAD.FP3."

Very truly yours,



James Bruce

Attorney for Southwestern
Energy Production Company

PARTIES BEING POOLED

Atlantic Richfield Company
Marbob Energy Corporation
Pitch Energy Corporation
Marathon Oil Company
Louis Dreyfus Natural Gas Corp.
Yates Petroleum Corporation
Bellwether Exploration Company
Pure Energy Group, Inc.
Clayton Williams Energy, Inc.
Mark B. Heinen and wife Janet L. Heinen
Occidental Permian Ltd.
OXY USA Inc.
Scott E. Wilson
Richard K. Barr
Sharon Aston Olsen, Trustee U/T/A dated 7/31/81
Charles A. Aston, III
Valerie Kobal
Ellen Paull
Audrey Bean
Aston Family Limited Partnership
The First National Bank of Chicago,
Agent for the Aston Partnership
EOG Resources, Inc.
Sacramento Partners Limited Partnership
c/o Yates Petroleum Corporation
Pan American Bank (Brownsville, Texas),
Trustee for Vilas P. Sheldon
Joan A. Hudson
Jonel Susan Grasso Howard
Jane Ann Hudson Davis