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OIL (CONSERVATION	DIVISION	
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	EXHIBIT	3	

NADEL AND GUSSMAN PERMIAN, L.L.C.

Ancell #1

S/2 Section 17-T19S-R24E

Scale 1 = 4000

Eddy Co., NM

SHG

EXHIBIT "A"

Attached to and made a part of that certain Joint Operating Agreement dated 1st day of August, 2001, between Nadel and Gussman Permian, L.L.C, as Operator and Yates Petroleum, et al as Non-Operator.

I. CONTRACT AREA:

T-19-S, R-24-E, N.M.P.M., Eddy County, New Mexico

Section: 17: S/2

II. PARTIES AND INTEREST:

Nadel and Gussman Permian, L.L.C. 37.5%

601 N. Marienfeld, Ste. 508 Midland, Texas 79701

Marathon Oil Company 6.1961875%

P.O. Box 552

Midland, Texas 79702

Ameristate Exploration, L.L.C. 3.09809375%

211 RR 620 South, Suite 130

Austin, Texas 78734

Oxy USA Inc. 7.5214%

6 Desta Drive, Suite 6000 Midland, Texas 79705

Devon Energy Production Company, L.P. 15.49046875%

20 North Broadway, Suite 1500 Oklahoma City, Oklahoma 73102

Yates Petroleum Corporation 17.69385%

105 South Fourth Street Artesia, New Mexico 88210

Joe and Billie Helm 12.5%

Bill and Clara Helm P.O. Box 1081