

District I

1625 N. French Dr., Hobbs, NM 88240

District II

811 South First, Artesia, NM 88210

District III

1000 Rio Brazos Road, Aztec, NM 87410

District IV

2040 South Pacheco, Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Submit to appropriate District Office

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505**Change of Operator**

Previous Operator Information:

OGRID 025788Name: Paloma Blanca Well Service Inc.Address: P.O. Box 6261

Address: _____

City, State, Zip: Roswell, NM 88201

New Operator Information:

Effective Date: 07/01/02New OGRID: 211128New Name: Tipton Oil & Gas AcquisitionsAddress: P.O. Box 1234

Address: _____

City, State, Zip: Lovington, NM 88260

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information given to the new operator on this form and the attached list of wells is true and complete to the best of my knowledge and belief.

Signature: _____

Printed name: Clay TiptonTitle: Secretary-TreasurerDate: 9-9-02Phone: 505-631-4121

Previous operator complete below:

Previous Operator: Paloma Blanca Well Service Inc.Previous OGRID: 025788

Signature: _____

Printed Name: Mary Sustenantes, Vice President**NMOCD Approval**Signature: Jim W. LammPrinted Name: District Supervisor

District: _____

Date: SEP 20 2002