District I 1625 N. French Dr., Hobbs, NM 88240 District II 1301 W. Grand Avenue, Artesia, NM 88210 District III 1000 Rio Brazos Road, Aztec, NM 87410 **District IV** 1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico **Energy Minerals and Natural Resources**

Oil Conservation Division 1220 South St. Francis Dr. Santa Fe, NM 87505

Submit 1 copy of the final affected wells

Form C-104A

March 19, 2001

list along with 1 copy of this form per number of wells on that list to appropriate District Office

Change of Operator

Previous Operator Information:		New Operator Information:	
		Effective Date:	2-1-2004
OGRID	: 21355	New Ogrid:	153427
Name	: Southwest Royalties Inc.	New Name:	Guadalupe Operating L.L.P.
Address		Address:	1407 West Cuthbert
Address		Address:	
City, State, Zip	: Midland, Tx. 79702	City, State, Zip:	Midland, Tx. 79701
hereby certify that the rules of the Oil Conservation Division have been complied with and that the information on this form and the attached list of wells is true and complete to the best of my knowledge and belief. New Operator Signature: Printed name: John H. Breddove Title: Managing Partner Date: 3-3-2004 Phone: 432-686-8632			
Previous operator complete below:			NMOCD Approval
Previous			er en
Operator:	Southwest Royalties Inc.	Signature:	Faul 3 March
Previous		Printed	Pau E V
OGRID:	21355	Name:	AUL F KANTE
Signature: Printed Name:	Bill E. Coggin-Wee President	<i></i> -	ETROLEUM ENGINEER APR 1 5 2004