

FROM MEWBOURNE OIL CO.

MEMPHIS 1 2000 10122/011 10121/101 1000201110 1

MEWBOURNE OIL COMPANY

500 W. TEXAS, SUITE 1020
MIDLAND, TEXAS 79701

(432) 682-3715
FAX (432) 685-4170

RECEIVED

SEP 17 2008

HOBBS (11)

VIA FAX AT (405) 552-8113 AND
CERTIFIED MAIL-RETURN RECEIPT NO. 3718

April 7, 2008

Devon Energy Production Company, LP
20 N. Broadway, Suite 1500
Oklahoma City, OK 73102
Attn: Mrs. Meg Muhlinghouse

Re: Upland "23" Fed COM #1 Well
W/2 Section 23, T-20-S, R-35-E
Lea County, New Mexico
MOC's Upland Prospect

30-025-39153

Ladies and Gentlemen:

Mewbourne Oil Company (Mewbourne) is preparing to drill its Upland "23" State COM #1 well as a 13,550' Morrow test at a location 990' FNL & 660' FWL of Section 23, T20S, R35E, Lea County, New Mexico. If successfully completed in the Morrow formation, this well will be the second Morrow well in the existing W/2 communitized spacing unit currently dedicated to the Watkins "B" Gas COM #1 well located 1,980' FSL & 1,980' FWL of said Section 23 which is operated by Devon Energy Production Company, LP (Devon).

Mewbourne will be drilling this well pursuant to the terms of that certain Letter Agreement dated March 31, 2008 and the pending Farmout Agreement between Devon, as Farmor, and Mewbourne, as Farmee (the "Agreements"). Per the terms of the Agreements Mewbourne will be the operator of the wells it drills on lands covered thereby and Devon will remain the designated operator of any of its existing wells including the Watkins "B" Gas COM #1 Well.

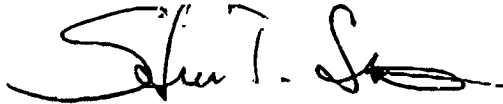
NMOCD Rule 104 (E) provides for multiple operators within an existing spacing unit. In order to facilitate the permitting and application process, Mewbourne respectfully requests Devon's waiver and approval for Mewbourne Oil Company to be named as Operator of the captioned well pursuant to NMOCD Rule 104 (F). Please indicate your waiver and approval by signing both copies of this letter and returning one copy to the undersigned.

Devon Energy Production Company, LP
Upland "23" Fed COM #1
April 7, 2008
Page 2 of 2

Thank you for your cooperation in this matter

Sincerely,

MEWBOURNE OIL COMPANY



Steven J. Smith
Senior Landman

The undersigned approves Mewbourne Oil Company being named as Operator of the Upland "23" State COM #1 well pursuant to OCD Rule 104(E).

DEVON ENERGY PRODUCTION COMPANY, LP

By: _____

Title: Chuck Lundeen, Permian Land Supervisor

Date: April 10, 2008