

Dr., Hobbs, NM 88240

State of New Mexico
Energy Minerals and Natural Resources

Submit to appropriate District Office

Artesia, NM 88210

District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
2040 South Pacheco, Santa Fe, NM 87505

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505

Change of Operator

Previous Operator Information:

New Operator Information:

OGRID 006550
Name: Dwight A. Tipton
Address: P.O. Box 1597
Address: _____
City, State, Zip: Lovington, NM 88260

Effective Date: 08/01/02
New OGRID: 211128
New Name: Tipton Oil & Gas Acquisitions
Address: P.O. Box 1234
Address: _____
City, State, Zip: Lovington, NM 88260

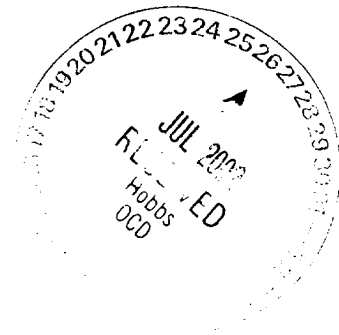
I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information given to the new operator on this form and the attached list of wells is true and complete to the best of my knowledge and belief.

Signature: [Handwritten Signature]
Printed name: Clay Tipton
Title: Secretary-Treasurer
Date: 7-18-02 Phone: 505-631-4121

Previous operator complete below:

Previous Operator: Dwight A. Tipton
Previous OGRID: 006550
Signature: [Handwritten Signature]
Printed Name: ~~Clay Tipton~~ Dwight A. Tipton

NMOCD Approval
Signature: [Handwritten Signature]
Printed Name: PAUL W. KAUF
District: PETROLEUM ENGINEER
Date: AUG 14 2002



WELLS INVOLVED IN OPERATOR CHANGE
INITIAL LIST FOR OPERATOR VALIDATION

If all wells and completions on this list are not part of this transfer, send this list to the appropriate OCD District Office with exceptions noted and supporting paperwork so corrections can be made. If this list agrees with your records and bonding requirements are satisfied, contact OCD in Santa Fe for a final list to submit to the OCD District with your C-104A.

PREVIOUS OPERATOR: 6550 DWIGHT A TIPTON
NEW OPERATOR: Tipton Oil & Gas Acquisition

OCD DISTRICT: ARTESIA

PROP-ERTY WELL NAME	ULSTR	OCD UNIT LTR API	WELL TYPE	POOL ID	POOL NAME	PROD/ING	MINIMUM IF INDI-ADDITIONAL ADV. DI. BOND REQD OF WELL DE
30404 CHAVEROO STATE #001	2-02-088-32E	B 30-005-20467	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #002	3-02-088-32E	C 30-005-20512	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #003	4-02-088-32E	D 30-005-20636	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #004	E-02-088-32E	E 30-005-20653	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #005	F-02-088-32E	F 30-005-20654	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #006	L-02-088-32E	L 30-005-20749	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #007	K-02-088-32E	K 30-005-20750	O	12049	CHAVEROO; SAN ANDRES	04-2002	
CHAVEROO STATE #008	M-02-088-32E	M 30-005-20751	O	12049	CHAVEROO; SAN ANDRES	04-2002	
ROBINSON UNIT #004	1-31-168-32E	D 30-025-00417	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON UNIT #005	2-31-168-32E	E 30-025-00416	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON UNIT #012	3-31-168-32E	L 30-025-00422	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON UNIT #013	4-31-168-32E	M 30-025-00419	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON UNIT #015	O-30-168-32E	O 30-025-00408	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON UNIT #016	P-31-168-32E	P 30-025-00425	O	43329	MALJAMAR; GRAYBURG-SAN ANDRES	04-2002	
ROBINSON 14 #001	P-14-098-33E	P 30-025-29525	O	24640	FLYING M; SAN ANDRES, EAST	04-2002	

Stamp: JUL 15 2000, OCC, Hobbs, NM