

Dr., Hobbs, NM 88240

State of New Mexico
Energy Minerals and Natural Resources

Submit to appropriate District Office

Artesia, NM 88210

1000 Rio Brazos Road, Aztec, NM 87410

Oil Conservation Division

District IV

2040 South Pacheco

2040 South Pacheco, Santa Fe, NM 87505

Santa Fe, NM 87505

Change of Operator

Previous Operator Information:

New Operator Information:

OGRID 006550

Name: Dwight A. TiptonAddress: P.O. Box 1597

Address: _____

City, State, Zip: Lovington, NM 88260Effective Date: 08/01/02New 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: 7-18-02Phone: 505-631-4121

Previous operator complete below:

Previous Operator: Dwight A. TiptonPrevious OGRID: 006550

Signature: _____

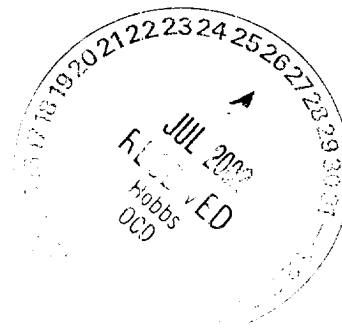
Printed Name: Clay TiptonDwight A. Tipton**NMOCD Approval**

Signature: _____

Printed Name: PAUL F. KAUFF

District: _____

PETROLEUM ENGINEER

Date: AUG 14 2002

WELLS INVOLVED IN OPERATOR CHANGE
INITIAL LIST FOR OPERATOR VALIDATION

JUL 15, 2000

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:

OCD DISTRICT: ARTESIA

21128

Tipton Oil & Gas Acquisition

PROP- ERTY WELL NAME	OCD UNIT	ULSTR	LTR AFI	WELL TYPE	POOL ID	POOL NAME	MINIMUM IF INDICATED	
							LAST PROD/INJ	ADDITIONAL ADV. DI: BOND REQD OF WELL D/H
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	
30406 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	
30405 ROBINSON UNIT 14 #001	P-14-098-33E P	30-025-29525	O 24640	FLYING M; SAN ANDRES, EAST			04-2002	