

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

Form C-104A
March 19, 2001

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

Submit 1 copy of the final affected wells
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:

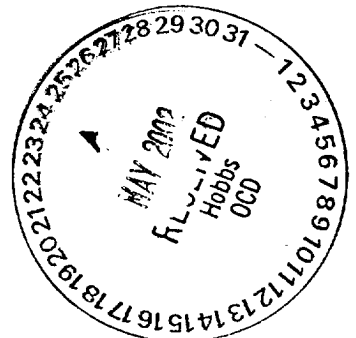
OGRID: 022351
Name: TEXACO EXPLORATION &
PRODUCING INC.
Address: 15 Smith Rd
Address: _____
City, State, Zip: Midland, Texas 79705

New Operator Information:

Effective Date: 8/31/2001
New Ogrid: 020989
New Name: SMITH & MARRS INC
Address: BOX 919
Address: _____
City, State, Zip: Kermit, Texas 79745

I 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: [Signature]
Printed name: Rickey Smith
Title: President
Date: 5-22-02 Phone: 915-586-3076



Previous operator complete below:

Previous Operator: TEXACO EXPLORATION &
PRODUCING INC.
Previous OGRID: 022351
Signature: [Signature] 5/16/02
Printed Name: G. P. Hild

NMOCD Approval

Signature: [Signature]
Printed Name: PAUL F KAUTZ
PETROLEUM ENGINEER
District: _____
Date: AUG 01 2002

PAGE 1

WELLS INVOLVED IN OPERATOR CHANGE
INITIAL LIST FOR OPERATOR VALIDATION

SEP 18, 2001

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: 22351 TEXACO EXPLORATION & PRODUCTION INC

NEW OPERATOR:

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	UNIT LTR API	WELL TYPE	ID POOL NAME	PROD/INJ	BOND REQ OF WELL D1	MINIMUM IF INDICATED, LAST ADDITIONAL ADV. D1STY
30359 11228 C V SHEPHERD A FEDERAL #003	H-01-36S-37E	H 30-025-09837	O	33820 JALMARTAN-YATES-7 RVERS (OIL)	06-2001		
30360 11228 C V SHEPHERD B FEDERAL #005	I-01-36S-37E	I 30-025-09839	S	96141 SMD-YATES-SEVEN RIVERS	06-1998		5,000
30361 11229 RHODES NCT COOP FEDERAL COM 1 #001	J-27-36S-37E	J 30-025-32095	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30362 11229 RHODES NCT COOP FEDERAL COM 1 #002	G-27-36S-37E	G 30-025-32096	O	52250 RHODES;YATES-SEVEN RIVERS	08-2000		
30363 11229 RHODES NCT COOP FEDERAL COM 1 #003	B-27-36S-37E	B 30-025-32116	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30364 11229 RHODES YATES COOP FED COM 2 #001	E-27-36S-37E	E 30-025-32357	O	52250 RHODES;YATES-SEVEN RIVERS	10-1999		
30365 11229 RHODES YATES COOP FED COM 2 #001	L-27-36S-37E	L 30-025-32094	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30366 11229 RHODES YATES COOP FED COM 3 #001	I-21-36S-37E	I 30-025-32460	O	52250 RHODES;YATES-SEVEN RIVERS	02-2000		
30367 11229 RHODES YATES COOP FED COM 4 #002	D-27-36S-37E	D 30-025-32379	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30368 11229 RHODES YATES COOP FED COM 5 #001	D-27-36S-37E	D 30-025-32378	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30369 11229 RHODES YATES COOP FED COM 6 #001	C-27-36S-37E	C 30-025-32377	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		
30370 11229 RHODES YATES UNIT #001	I-21-36S-37E	I 30-025-12033	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998		5,000
30371 11229 RHODES YATES UNIT #002	P-21-36S-37E	P 30-025-24575	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998		5,000
30372 11229 RHODES YATES UNIT #003	B-28-36S-37E	B 30-025-12076	I	52250 RHODES;YATES-SEVEN RIVERS	01-1995		5,000
30373 11229 RHODES YATES UNIT #004	A-28-36S-37E	A 30-025-25217	I	52250 RHODES;YATES-SEVEN RIVERS	10-1998		5,000
30374 11229 RHODES YATES UNIT #005	D-27-36S-37E	D 30-025-12072	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998		5,000
30375 11229 RHODES YATES UNIT #006	C-27-36S-37E	C 30-025-12065	I	52250 RHODES;YATES-SEVEN RIVERS	05-2001		5,000
30376 11229 RHODES YATES UNIT #007	F-27-36S-37E	F 30-025-12063	I	52250 RHODES;YATES-SEVEN RIVERS	07-1998		5,000
30377 11229 RHODES YATES UNIT #008	E-27-36S-37E	E 30-025-12064	O	52250 RHODES;YATES-SEVEN RIVERS	10-1998		5,000
30378 11229 RHODES YATES UNIT #009	H-28-36S-37E	H 30-025-12059	I	52250 RHODES;YATES-SEVEN RIVERS	01-2001		5,000
30379 11229 RHODES YATES UNIT #010	L-27-36S-37E	L 30-025-12058	I	52250 RHODES;YATES-SEVEN RIVERS	05-1997		5,000
30380 11229 RHODES YATES UNIT #011	K-27-36S-37E	K 30-025-12062	I	52250 RHODES;YATES-SEVEN RIVERS	06-1998		5,000
30381 11229 RHODES YATES UNIT #012	N-27-36S-37E	N 30-025-12062	I	52250 RHODES;YATES-SEVEN RIVERS	02-1993		5,000
30382 11229 RHODES YATES UNIT #013	M-27-36S-37E	M 30-025-25693	I	52250 RHODES;YATES-SEVEN RIVERS	06-1998		5,000
30383 11229 RHODES YATES UNIT #014	P-27-36S-37E	P 30-025-31731	O	52250 RHODES;YATES-SEVEN RIVERS	03-2000		5,000
30384 11229 RHODES YATES UNIT #015	K-27-36S-37E	K 30-025-31757	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001		5,000

WELLS INVOLVED IN OPERATOR CHANGE

AGE 2

60

SEP 18, 2001