

District I
1625 N. French Dr., Hobbs, NM 88240
District II
811 South First, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
2040 South Pacheco, Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Form C-104A
August 11, 2000

Oil Conservation Division
2040 South Pacheco
Santa Fe, NM 87505

Submit 1 copy of the final affected wells
list along with 2 copies of this form per
number of wells on that list to
appropriate District Office

Change of Operator

Previous Operator Information:

OGRID: 000873
Name: Apache Corporation
Address: 2000 Post Oak Blvd, Ste. 100
Address: _____
City, State, Zip: Houston, Texas 77056-4497

New Operator Information:

Effective Date: March 1, 2001
New Ogrid: 181403
New Name: Prize Energy Corp.
Address: 3500 William D. Tate Ave., Ste 200
Address: _____
City, State, Zip: Grapeview, TX 76051

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: Don Aldridge

Printed name: Don Aldridge

Title: Regulatory Analyst

Date: 2-27-01

Phone: 517-424-0454

Previous operator complete below:

Previous

Operator: Apache Corporation

Previous

OGRID: 000873

Signature: [Signature]

Printed

Douglas E. O'Neil

Name: Production Manager

NMOCD Approval

Signature: Chris Williams

Printed

Name: CHRIS WILLIAMS

District: Hobbs

Date: 2/2/01

EXTRA BONDING
REC. DATE _____

POOL NAME	WELL NAME	API	DIRE	STATUS	POOL	POOL NAME	WELL	GAS	UNIT	SEC	TRP	RANGE	COUNTY	STATE
KELLY PENROSE -A- UNIT #35-4	LANGLIE MATTX	3002510621	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	O	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #36-4	LANGLIE MATTX	3002510620	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			P	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #37-3	LANGLIE MATTX	3002510609	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	M	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #38-3	LANGLIE MATTX	3002510608	PO	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	N	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #39-3	LANGLIE MATTX	3002510604	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806318	O	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #40-3	LANGLIE MATTX	3002510599	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			P	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #41-1	LANGLIE MATTX	3002510694	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	A	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #42-1	LANGLIE MATTX	3002510706	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			B	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #43-1	LANGLIE MATTX	3002510702	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806320	C	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #44-1	LANGLIE MATTX	3002510703	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			D	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #45-9	LANGLIE MATTX	3002510691	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806320	A	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #46-9	LANGLIE MATTX	3002510692	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			B	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #47-9	LANGLIE MATTX	3002510682	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806320	G	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #48-9	LANGLIE MATTX	3002510693	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			H	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #49-10	LANGLIE MATTX	3002510705	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806320	E	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #50-1	LANGLIE MATTX	3002510704	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU								NEW MEXICO
KELLY PENROSE -A- UNIT #51-1	LANGLIE MATTX	3002510696	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	G	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #52-1	LANGLIE MATTX	3002510695	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			H	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #53-1	LANGLIE MATTX	3002510698	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			J	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #54-1	LANGLIE MATTX	3002510699	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	K	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #55-1	LANGLIE MATTX	3002510701	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			L	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #56	LANGLIE MATTX	3002510681	PO	A	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			I	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #57	LANGLIE MATTX	3002510678	IW	A	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			J	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #58-9	LANGLIE MATTX	3002510680	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	O	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #59-9	LANGLIE MATTX	3002510679	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			P	9	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #60	LANGLIE MATTX	3002510700	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			M	10	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #61-4	LANGLIE MATTX	3002523082	IW	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			F	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #62	LANGLIE MATTX	3002510610	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			K	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #63-3	LANGLIE MATTX	3002524685	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	M	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #64-3	LANGLIE MATTX	3002524773	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	L	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #65-3	LANGLIE MATTX	3002524819	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	K	33	22S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #66-4	LANGLIE MATTX	3002524820	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2480830	O	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #68-3	LANGLIE MATTX	3002530167	IW	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU			N	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #71-3	LANGLIE MATTX	3002532179	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806321	N	3	22S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #77-3	LANGLIE MATTX	3002533937	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	D	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #78-3	LANGLIE MATTX	3002533913	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	E	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #79-3	LANGLIE MATTX	3002533938	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	B	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #80-3	LANGLIE MATTX	3002533783	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	C	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #81-4	LANGLIE MATTX	3002533784	PO	S	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	A	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #84-3	LANGLIE MATTX	3002533788	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806318	I	4	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #85-3	LANGLIE MATTX	3002533787	PO	T	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806322	E	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #86-3	LANGLIE MATTX	3002533785	PO	P	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806319	J	3	23S	37E	LEA	NEW MEXICO
KELLY PENROSE -A- UNIT #87-3	LANGLIE MATTX	3002534016	PO	T	37240	LANGLIE MATTX 7 RVRs Q GRAYBU	2480810	2806318	O	3	23S	37E	LEA	NEW MEXICO