

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:

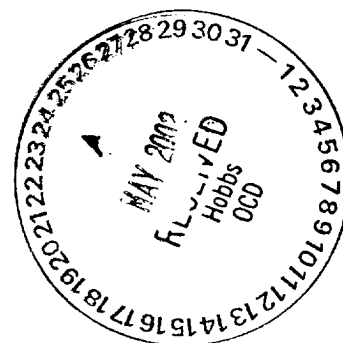
OGRID: 022351
Name: TEXACO EXPLORATION &
PRODUCING INC.
Address: 15 Smith Rd
Address: _____
City, State, Zip: Midland, Texas 79705

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 KAVIER
District: PETROLEUM ENGINEER
Date: AUG 01 2002

SEP 18, 2001

WELLS INVOLVED IN OPERATOR CHANGE
INITIAL LIST FOR OPERATOR VALIDATION

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If all wells and completions on this list are not part of this transfer, send this list to the appropriate OGD 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 OGD in Santa Fe for a final list to submit to the OGD District with your C-104A.

PREVIOUS OPERATOR: 22351 TEXACO EXPLORATION & PRODUCTION INC

NEW OPERATOR:

OGD DISTRICT: HOBBS

PROP- WELL NAME	UNIT	ULSTR	OGD UNIT	WELL TYPE	ID POOL NAME	LAST ADDITIONAL ADV. DISTRICT PROD/INT BOND REQD OF WELL D	MINIMUM IF INDICATED
30359 11226 C V SHEPHERD A FEDERAL #003		I-01-265-37E	I	30-025-32027	O 30250 YATES, YATES-SEVEN RIVERS	06-2001	
30360 11226 C V SHEPHERD B FEDERAL #005		I-01-265-37E	I	30-025-09839	S 96141 FWD, YATES-SEVEN RIVERS	06-1998	5,000
30361 11226 C V SHEPHERD C FEDERAL #001		J-27-265-37E	J	30-025-32095	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30362 11226 C V SHEPHERD D FEDERAL #002		G-27-265-37E	G	30-025-32096	O 52250 RHODES, YATES-SEVEN RIVERS	08-2000	
30363 11226 C V SHEPHERD E FEDERAL #003		B-27-265-37E	B	30-025-32126	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30364 11226 C V SHEPHERD F FEDERAL #004		E-27-265-37E	E	30-025-32357	O 52250 RHODES, YATES-SEVEN RIVERS	10-1999	
30365 11226 C V SHEPHERD G FEDERAL #005		L-27-265-37E	L	30-025-32094	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30366 11226 C V SHEPHERD H FEDERAL #006		I-21-265-37E	I	30-025-32460	O 52250 RHODES, YATES-SEVEN RIVERS	02-2000	
30367 11226 C V SHEPHERD I FEDERAL #007		D-27-265-37E	D	30-025-32379	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30368 11226 C V SHEPHERD J FEDERAL #008		D-27-265-37E	D	30-025-32378	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30369 11226 C V SHEPHERD K FEDERAL #009		C-27-265-37E	C	30-025-32377	O 52250 RHODES, YATES-SEVEN RIVERS	06-2001	
30370 11226 C V SHEPHERD L FEDERAL #010		I-21-265-37E	I	30-025-12033	I 52250 RHODES, YATES-SEVEN RIVERS	02-1998	5,000
30371 11226 C V SHEPHERD M FEDERAL #011		P-21-265-37E	P	30-025-24575	I 52250 RHODES, YATES-SEVEN RIVERS	02-1998	5,000
30372 11226 C V SHEPHERD N FEDERAL #012		B-28-265-37E	B	30-025-12076	I 52250 RHODES, YATES-SEVEN RIVERS	01-1995	5,000
30373 11226 C V SHEPHERD O FEDERAL #013		A-28-265-37E	A	30-025-25217	I 52250 RHODES, YATES-SEVEN RIVERS	10-1998	5,000
30374 11226 C V SHEPHERD P FEDERAL #014		D-27-265-37E	D	30-025-12072	I 52250 RHODES, YATES-SEVEN RIVERS	02-1998	5,000
30375 11226 C V SHEPHERD Q FEDERAL #015		F-27-265-37E	F	30-025-12063	I 52250 RHODES, YATES-SEVEN RIVERS	05-2001	5,000
30376 11226 C V SHEPHERD R FEDERAL #016		E-27-265-37E	E	30-025-12064	O 52250 RHODES, YATES-SEVEN RIVERS	07-1998	5,000
30377 11226 C V SHEPHERD S FEDERAL #017		H-28-265-37E	H	30-025-12059	I 52250 RHODES, YATES-SEVEN RIVERS	10-1998	5,000
30378 11226 C V SHEPHERD T FEDERAL #018		L-27-265-37E	L	30-025-12058	I 52250 RHODES, YATES-SEVEN RIVERS	01-2001	5,000
30379 11226 C V SHEPHERD U FEDERAL #019		K-27-265-37E	K	30-025-12066	I 52250 RHODES, YATES-SEVEN RIVERS	05-1997	5,000
30380 11226 C V SHEPHERD V FEDERAL #020		N-27-265-37E	N	30-025-12062	I 52250 RHODES, YATES-SEVEN RIVERS	06-1998	5,000
30381 11226 C V SHEPHERD W FEDERAL #021		M-27-265-37E	M	30-025-25693	I 52250 RHODES, YATES-SEVEN RIVERS	02-1993	5,000
30382 11226 C V SHEPHERD X FEDERAL #022		P-27-265-37E	P	30-025-31731	O 52250 RHODES, YATES-SEVEN RIVERS	06-1998	5,000
30383 11226 C V SHEPHERD Y FEDERAL #023		K-27-265-37E	K	30-025-31757	O 52250 RHODES, YATES-SEVEN RIVERS	03-2000	5,000
30384 11226 C V SHEPHERD Z FEDERAL #024						06-2001	

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WELLS INVOLVED IN OPERATOR CHANGE

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SEP 18, 2001