

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: _____

Rickey Smith

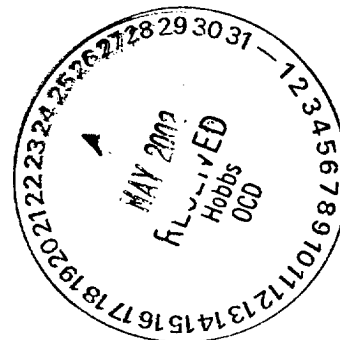
Printed name: _____

President

Title: _____

Date: 5-22-02

Phone: 915-586-3076



Previous operator complete below:

Previous Operator: TEXACO EXPLORATION &
PRODUCING INC.

Previous OGRID: 022351

Signature: _____

Printed Name: _____

G. P. Hild

NMOCD Approval

Signature: _____

Printed

Name: _____

PAUL F. KAUTZ
PETROLEUM ENGINEER

District: _____

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 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- WELL NAME	UNIT	ULSTR	OCN UNIT	WELL TYPE	ID POOL NAME	LAST ADDITIONAL ADV. DISTP	MINIMUM IF INDICATED, PROD/ING BOND REQD OF WELL D.
30359 11076 C V SHEPHERD A FEDERAL #003	H-01-265-37E	H	30-025-09837	O	33420 JALMAT,YATES-7 RIVERS (OIL)	06-2001	
30360 11278 C V SHEPHERD B FEDERAL #005	I-01-265-37E	I	30-025-09839	S	96141 SMD;YATES-SEVEN RIVERS	06-1998	5,400
30361 13391 RHODES NCT COOP FEDERAL COM 1 #001	J-27-265-37E	J	30-025-32095	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30362 RHODES NCT COOP FEDERAL COM 1 #002	G-27-265-37E	G	30-025-32096	O	52250 RHODES;YATES-SEVEN RIVERS	08-2000	
30363 RHODES NCT COOP FEDERAL COM 1 #003	B-27-265-37E	B	30-025-32126	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30364 11187 RHODES YATES COOP FED COM 2 #001	E-27-265-37E	E	30-025-32357	O	52250 RHODES;YATES-SEVEN RIVERS	10-1999	
30365 14244 RHODES YATES COOP FED COM 3 #001	L-27-265-37E	L	30-025-32094	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30366 13392 RHODES YATES COOP FED COM 4 #001	I-21-265-37E	I	30-025-32460	O	52250 RHODES;YATES-SEVEN RIVERS	02-2000	
30367 13393 RHODES YATES COOP FED COM 4 #002	D-27-265-37E	D	30-025-32379	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30368 13394 RHODES YATES COOP FED COM 5 #001	D-27-265-37E	D	30-025-32378	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30369 13395 RHODES YATES COOP FED COM 6 #001	C-27-265-37E	C	30-025-32377	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	
30370 11077 RHODES YATES UNIT #001	I-21-265-37E	I	30-025-12033	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998	5,000
30371 11078 RHODES YATES UNIT #002	P-21-265-37E	P	30-025-24575	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998	5,000
30372 11079 RHODES YATES UNIT #003	B-28-265-37E	B	30-025-12076	I	52250 RHODES;YATES-SEVEN RIVERS	01-1995	5,000
30373 11080 RHODES YATES UNIT #004	A-28-265-37E	A	30-025-25217	I	52250 RHODES;YATES-SEVEN RIVERS	10-1998	5,000
30374 11081 RHODES YATES UNIT #005	D-27-265-37E	D	30-025-12072	I	52250 RHODES;YATES-SEVEN RIVERS	02-1998	5,000
30375 11082 RHODES YATES UNIT #006	C-27-265-37E	C	30-025-12065	I	52250 RHODES;YATES-SEVEN RIVERS	05-2001	
30376 11083 RHODES YATES UNIT #007	F-27-265-37E	F	30-025-12063	I	52250 RHODES;YATES-SEVEN RIVERS	07-1998	5,000
30377 11084 RHODES YATES UNIT #008	K-27-265-37E	K	30-025-12064	O	52250 RHODES;YATES-SEVEN RIVERS	10-1998	5,000
30378 11085 RHODES YATES UNIT #009	H-28-265-37E	H	30-025-12059	I	52250 RHODES;YATES-SEVEN RIVERS	01-2001	
30379 11086 RHODES YATES UNIT #010	L-27-265-37E	L	30-025-12058	I	52250 RHODES;YATES-SEVEN RIVERS	05-1997	5,000
30380 11087 RHODES YATES UNIT #011	K-27-265-37E	K	30-025-12066	I	52250 RHODES;YATES-SEVEN RIVERS	06-1998	5,000
30381 11088 RHODES YATES UNIT #012	N-27-265-37E	N	30-025-12062	I	52250 RHODES;YATES-SEVEN RIVERS	02-1993	5,000
30382 11089 RHODES YATES UNIT #013	M-27-265-37E	M	30-025-25693	I	52250 RHODES;YATES-SEVEN RIVERS	06-1998	5,000
30383 11090 RHODES YATES UNIT #014	P-27-265-37E	P	30-025-31731	O	52250 RHODES;YATES-SEVEN RIVERS	03-2000	5,400
30384 11091 RHODES YATES UNIT #015	K-27-265-37E	K	30-025-31757	O	52250 RHODES;YATES-SEVEN RIVERS	06-2001	

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WELLS INVOLVED IN OPERATOR CHANGE

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SEP 18, 2001