

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:

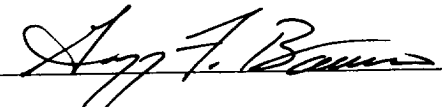
OGRID: 185433
Name: KENSON OPERATING CO INC.
Address: P. O. BOX 3531
Address: _____
City, State, Zip: MIDLAND TX 79702

New Operator Information:

Effective Date: October 1, 2002
New Ogrid: 188483
New Name: PHOENIX HYDROCARBONS OPER CORP
Address: P. O. BOX 3638
Address: _____
City, State, Zip: MIDLAND TX 79702

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: 

Printed name: GREGORY F. BAIANO

Title: PRESIDENT

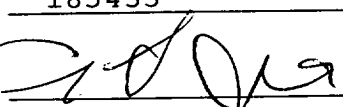
Date: 10/1/02 Phone: 915/686-9869

Previous operator complete below:

Previous
Operator: KENSON OPERATING CO INC.

Previous

OGRID: 185433

Signature: 

Printed

Name: A. LEE JORDEN

NMOCD Approval

Signature: 

Printed

Name: PAUL F. KAUTZ

District: PETROLEUM ENGINEER

Date: NOV 15 2002

PREVIOUS OPERATOR: 185433 KENSON OPERATING COMPANY INC
NEW OPERATOR: 188483 PHOENIX HYDROCARBONS OPERATING CORP.

PHOENIX HYDROCARBONS OPERATING CORP.

OCD DISTRICT: HOBBS

PROP- ERTY	WELL NAME	ULSTR	UNIT		API	WELL		POOL	ID	POOL NAME	LAST PROD/INJ
			LTR	API		TYPE	TYPE				
30802	LANGLIE JAL UNIT #099	K-32-24S-37E	K	30-025-27844	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			02-1985
	LANGLIE JAL UNIT #100	L-32-24S-37E	L	30-025-27845	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #101	L-32-24S-37E	L	30-025-28404	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2001
	LANGLIE JAL UNIT #102	K-32-24S-37E	K	30-025-28405	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #104	M-32-24S-37E	M	30-025-28407	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			05-1999
	LANGLIE JAL UNIT #106	A-32-24S-37E	A	30-025-28963	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			06-1998
	LANGLIE JAL UNIT #039	4-04-25S-37E	D	30-025-11442	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			12-1992
	LANGLIE JAL UNIT #040	3-04-25S-37E	C	30-025-11436	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #041	2-04-25S-37E	B	30-025-11437	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #042	G-04-25S-37E	G	30-025-11438	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #043	F-04-25S-37E	F	30-025-23882	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #044	E-04-25S-37E	E	30-025-11443	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			11-1997
	LANGLIE JAL UNIT #061	L-04-25S-37E	L	30-025-11435	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #062	M-04-25S-37E	M	30-025-24880	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			04-1999
	LANGLIE JAL UNIT #105	4-04-25S-37E	D	30-025-28454	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #107	3-04-25S-37E	C	30-025-29044	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #035	4-05-25S-37E	D	30-025-11455	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #036	3-05-25S-37E	C	30-025-11452	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #037	2-05-25S-37E	B	30-025-11456	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #038	1-05-25S-37E	A	30-025-24484	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #045	H-05-25S-37E	H	30-025-11461	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #046	G-05-25S-37E	G	30-025-11453	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #047	F-05-25S-37E	F	30-025-23883	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #048	E-05-25S-37E	E	30-025-11457	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			01-2001
	LANGLIE JAL UNIT #057	L-05-25S-37E	L	30-025-23884	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #058	K-05-25S-37E	K	30-025-11464	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #059	J-05-25S-37E	J	30-025-11454	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
	LANGLIE JAL UNIT #060	I-05-25S-37E	I	30-025-24879	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			12-1995
	LANGLIE JAL UNIT #063	P-05-25S-37E	P	30-025-11451	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			05-1999
	LANGLIE JAL UNIT #064	O-05-25S-37E	O	30-025-11450	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002
LANGLIE JAL UNIT #065	N-05-25S-37E	N	30-025-23885	I	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #066	M-05-25S-37E	M	30-025-11463	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #108	I-05-25S-37E	I	30-025-29447	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #109	I-05-25S-37E	I	30-025-29448	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #110	J-05-25S-37E	J	30-025-29449	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #111	O-05-25S-37E	O	30-025-29450	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	
LANGLIE JAL UNIT #113	G-05-25S-37E	G	30-025-30871	O	37240	LANGLIE MATTIX; 7	RVRS-Q-GRAYBURG			07-2002	