

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

Form C-104A

March 19, 2001

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: 185433Name: KENSON OPERATING CO INC.Address: P. O. BOX 3531

Address: _____

City, State, Zip: MIDLAND TX 79702

New Operator Information:

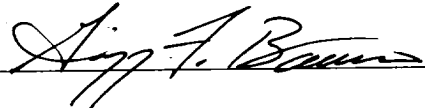
Effective Date: October 1, 2002New Ogrid: 188483New Name: PHOENIX HYDROCARBONS OPER CORPAddress: P. O. BOX 3638

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

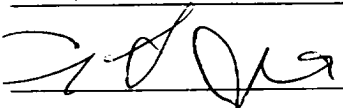
Signature: Printed name: GREGORY F. BAIANOTitle: PRESIDENTDate: 10/1/02 Phone: 915/686-9869

Previous operator complete below:

Previous

Operator: KENSON OPERATING CO INC.

Previous

OGRID: 185433Signature: 

Printed

Name: A. LEE JORDEN**NMOCD Approval**Signature: 

Printed

Name: PAUL F KARTZDistrict: PETROLEUM ENGINEERDate: NOV 15 2002

WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH C-104A

SEP 18, 2002

This is a final list of wells being transferred. If all bonding requirements are satisfied, submit this list to the OCD District with your C-104A.

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

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OC UNIT LTR	API	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
254TS LANGLIE JAL UNIT #114	2-05-25S-37E	B	30-025-30883	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #115	I-05-25S-37E	I	30-025-31014	W	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #126	D-05-25S-37E	D	30-025-35681	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #127	N-05-25S-37E	N	30-025-35749	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #031	4-06-25S-37E	D	30-025-11475	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	12-1992
LANGLIE JAL UNIT #032	3-06-25S-37E	C	30-025-11481	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #033	2-06-25S-37E	B	30-025-11480	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #034	1-06-25S-37E	A	30-025-24889	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #049	G-06-25S-37E	H	30-025-23868	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #050	H-06-25S-37E	G	30-025-24890	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-1996
LANGLIE JAL UNIT #053	6-06-25S-37E	L	30-025-11469	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	12-1992
LANGLIE JAL UNIT #055	J-06-25S-37E	J	30-025-11476	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #056	I-06-25S-37E	I	30-025-11479	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #067	P-06-25S-37E	P	30-025-11472	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	12-1995
LANGLIE JAL UNIT #068	O-06-25S-37E	O	30-025-11471	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	03-1999
LANGLIE JAL UNIT #069	N-06-25S-37E	N	30-025-11470	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	12-1992
LANGLIE JAL UNIT #070	7-06-25S-37E	M	30-025-24480	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	10-1975
LANGLIE JAL UNIT #071	D-08-25S-37E	D	30-025-23869	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	12-1999
LANGLIE JAL UNIT #072	C-08-25S-37E	C	30-025-11506	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	02-1995
LANGLIE JAL UNIT #073	B-08-25S-37E	B	30-025-11497	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #074	A-08-25S-37E	A	30-025-11496	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #077	H-08-25S-37E	H	30-025-11498	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #078	G-08-25S-37E	G	30-025-11499	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #079	F-08-25S-37E	F	30-025-23870	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #080	E-08-25S-37E	E	30-025-24849	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #081	J-08-25S-37E	J	30-025-11501	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #082	I-08-25S-37E	I	30-025-11495	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #085	P-08-25S-37E	P	30-025-11493	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #086	O-08-25S-37E	O	30-025-11500	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #112	C-08-25S-37E	C	30-025-29408	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #125	P-08-25S-37E	P	30-025-35649	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #075	D-09-25S-37E	D	30-025-11510	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #076	E-09-25S-37E	E	30-025-24881	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	04-1999
LANGLIE JAL UNIT #083	L-09-25S-37E	L	30-025-11513	I	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	05-1999
LANGLIE JAL UNIT #084	M-09-25S-37E	M	30-025-11512	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #087	B-17-25S-37E	B	30-025-11634	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	07-2002
LANGLIE JAL UNIT #088	A-17-25S-37E	A	30-025-11644	O	37240	LANGLIE MATTIX; 7 RVS-Q-GRAYBURG	01-1997