

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: 162683
Name: Gruy Petroleum Management Co.
Address: P. O. Box 14097
Address: _____
City, State, Zip: Irving, TX 75014

New Operator Information:

Effective Date: SEPTEMBER 1, 2002
New Ogrid: 012444
New Name: KELTON OPERATING CORP
Address: 202 NORTH MAIN STREET
Address: _____
City, State, Zip: ANDREWS, TX 79714-6503

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

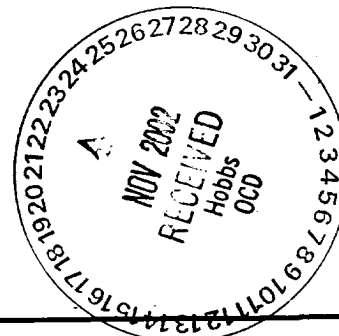
Signature: C. Dale Kelton

Printed name: C. Dale Kelton

Title: PRESIDENT

Date: 8-15-02

Phone: 915.524.6400



Previous operator complete below:

Previous Operator: Gruy Petroleum Management Co.
Previous OGRID: 162683
Signature: Joel Ward
Printed Name: JOEL WARD - REGULATORY CONSULTANT

NMOCD Approval

Signature: Gary W. Wink

Printed Name: GARY W. WINK

OC FIELD REPRESENTATIVE II/STAFF MANAGER
District: _____

Date: JAN 02 2003

176-35

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.

NOV 14, 2002

PREVIOUS OPERATOR: 162683 GRUY PETROLEUM MANAGEMENT CO.		NEW OPERATOR: 012444 KELTON OPERATING CORPORATION	
OCD DISTRICT: HOBBS			
PROPR- ERTY	WELL NAME	UNIT	LAST PROD/INJ
ULSTR	WELL TYPE	ID POOL NAME	
M10-258-37E	I	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
N10-258-37E	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
G10-258-37E	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
O10-258-37E	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
P10-258-37E	P	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
P10-258-37E	P	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
L11-258-37E	L	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
M11-258-37E	M	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
D14-258-37E	D	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
D14-258-37E	D	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
M14-258-37E	M	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
D14-258-37E	D	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
C15-258-37E	C	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
B15-258-37E	B	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
A15-258-37E	A	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
F15-258-37E	F	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
J15-258-37E	J	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
N15-258-37E	N	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
K15-258-37E	K	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
O15-258-37E	O	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
A15-258-37E	A	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
B22-258-37E	B	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
A22-258-37E	A	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
G22-258-37E	G	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
H22-258-37E	H	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
G22-258-37E	G	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG
E23-258-37E	E	37240	LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG

