

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:

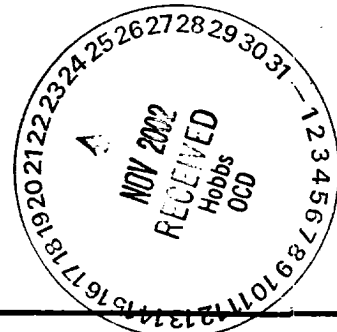
OGRID: 162683
Name: Gruy Petroleum Management Co.
Address: P. O. Box 14097
Address: _____
City, State, Zip: Irving, TX 75014

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

<u>NMOCD Approval</u>	
Signature: <u>Gary W. Wink</u>	
Printed Name: <u>GARY W. WINK</u>	
OC FIELD REPRESENTATIVE II/STAFF MANAGER	
District: _____	
Date: <u>1 JAN 02 2003</u>	

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.

PREVIOUS OPERATOR: 162683 GRUY PETROLEUM MANAGEMENT CO.

NEW OPERATOR: 012444

KELTON OPERATING CORPORATION

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OCD LTR	UNIT API	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
29904 LANGLEIE MATTIX QUEEN UNIT #003	M10-258-37E	M	30-025-23306	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	04-1996
29905 LANGLEIE MATTIX QUEEN UNIT #004	N10-258-37E	N	30-025-11522	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	05-2000
29906 LANGLEIE MATTIX QUEEN UNIT #005	O10-258-37E	O	30-025-11521	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	01-2002
29907 LANGLEIE MATTIX QUEEN UNIT #006	O10-258-37E	O	30-025-11517	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29908 LANGLEIE MATTIX QUEEN UNIT #007	P10-258-37E	P	30-025-11518	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	12-1998
29909 LANGLEIE MATTIX QUEEN UNIT #008	L11-258-37E	L	30-025-23863	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	01-2002
29910 LANGLEIE MATTIX QUEEN UNIT #009	L11-258-37E	L	30-025-23298	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	03-1994
29911 LANGLEIE MATTIX QUEEN UNIT #010	M11-258-37E	M	30-025-11539	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	04-2000
29912 LANGLEIE MATTIX QUEEN UNIT #011	D14-258-37E	D	30-025-11580	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29913 LANGLEIE MATTIX QUEEN UNIT #012	D14-258-37E	D	30-025-23449	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	03-2002
29914 LANGLEIE MATTIX QUEEN UNIT #013	M14-258-37E	M	30-025-11596	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	03-1995
29915 LANGLEIE MATTIX QUEEN UNIT #014	D14-258-37E	D	30-025-30750	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29916 LANGLEIE MATTIX QUEEN UNIT #015	C15-258-37E	C	30-025-11603	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	02-2000
29917 LANGLEIE MATTIX QUEEN UNIT #016	B15-258-37E	B	30-025-11607	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	12-1998
29918 LANGLEIE MATTIX QUEEN UNIT #017	A15-258-37E	A	30-025-11609	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29919 LANGLEIE MATTIX QUEEN UNIT #018	F15-258-37E	F	30-025-21960	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-1996
29920 LANGLEIE MATTIX QUEEN UNIT #019	J15-258-37E	J	30-025-11601	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29921 LANGLEIE MATTIX QUEEN UNIT #020	N15-258-37E	N	30-025-11599	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29922 LANGLEIE MATTIX QUEEN UNIT #021	O15-258-37E	O	30-025-11600	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	11-1994
29923 LANGLEIE MATTIX QUEEN UNIT #022	K15-258-37E	K	30-025-23780	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2001
29924 LANGLEIE MATTIX QUEEN UNIT #023	O15-258-37E	O	30-025-23766	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29925 LANGLEIE MATTIX QUEEN UNIT #024	A15-258-37E	A	30-025-30747	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29926 LANGLEIE MATTIX QUEEN UNIT #025	B22-258-37E	B	30-025-11695	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	11-2001
29927 LANGLEIE MATTIX QUEEN UNIT #026	A22-258-37E	A	30-025-11694	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	03-1991
29928 LANGLEIE MATTIX QUEEN UNIT #027	G22-258-37E	G	30-025-23300	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002
29929 LANGLEIE MATTIX QUEEN UNIT #028	H22-258-37E	H	30-025-11689	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	04-2002
29930 LANGLEIE MATTIX QUEEN UNIT #029	G22-258-37E	G	30-025-11688	O	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	03-2002
29931 LANGLEIE MATTIX QUEEN UNIT #030	E23-258-37E	E	30-025-11705	I	37240	LANGLIE MATTIX;7 RVRQ-Q-GRAYBURG	08-2002

