

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:

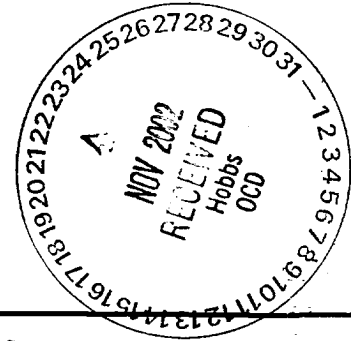
OGRID: 162683
Name: Gruy Petroleum Management Co.
Address: P. O. Box 14097
Address: _____
City, State, Zip: Irving, TX 75014

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 79714-6543

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 JOEL WARD - REGULATORY
Name: CONSULTANT

NMOCD Approval	
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

WELLS INVOLVED IN OPERATOR CHANGE
FINAL LIST WITH G104A

This is a final list of wells being transferred. If all bonding requirements are satisfied, submit this list to the OCD District with your G104A.

PREVIOUS OPERATOR: 162683 GRUY PETROLEUM MANAGEMENT CO. NEW OPERATOR: 012444 KELTON OPERATING CORPORATION

OCD DISTRICT: HOBBS

PROP- ERTY WELL NAME	ULSTR	OCD UNIT	WELL TYPE	POOL ID	POOL NAME	LAST PROD/INJ
31006 29802 FEDERAL X #002 FEDERAL X #003	M-15-25S-37E L15-25S-37E	M L	30-025-26084 30-025-26085	O O	37240 LANGLIE MATTIX; 7 37240 LANGLIE MATTIX; 7 RVR-S-Q-GRAYBURG RVR-S-Q-GRAYBURG	08-2002 08-2002