

Academic Component Institutions:
The University of Texas at Arlington
The University of Texas at Austin
The University of Texas at Dallas
The University of Texas at El Paso
The University of Texas Pan American
The University of Texas-Pan American at Brownsville
The University of Texas of the Permian Basin
The University of Texas at San Antonio
The University of Texas Institute of Texas Cultivates at San Antonio
The University of Texas at Tyler



Health Component Institutions:
The University of Texas Southwestern Medical Center at Dallas
The University of Texas Medical Branch at Galveston
The University of Texas Health Science Center at Houston
The University of Texas Health Science Center at San Antonio
The University of Texas M.D. Anderson Cancer Center
The University of Texas Health Center at Tyler

51
A-FILE

THE UNIVERSITY OF TEXAS SYSTEM

P.O. BOX 579 AUSTIN, TEXAS 78767 -0579

Bryce Bales, CPA
Manager

May 9, 1994

University Lands Accounting Office
(512) 499-4700
FAX (512) 499-4792

Att'n: Land/Lease Records

Las Animas Production Company
1031 Andrews Hwy., Suite 209
Midland, Texas 79701

RE: UT Leases #54186 & #54230, NE/4 & SE/4 of Sec. 1, Blk. 31, Crockett County, TX Univ. "1" #1 & #2 gas wells - RRC #041556 & #071938, Howard Draw (Grayburg San Andres) field, Bill J. Graham Susita Grayburg Unit #2

Dear Supervisor:

Our records indicate that the captioned leases have terminated effective midnight, 11/29/93 due to sixty (60) consecutive days of non-production. The termination of these two leases also results in the termination of the captioned unit agreement. If you are in disagreement with this conclusion, please advise us of your position.

Termination of these leases does not relieve you of any rentals, royalties, or financial obligations which may have accrued during the term of said leases. Please comply with all plugging provisions as required by the rules of the Texas Railroad Commission.

As set out in the Bill J. Graham Susita Grayburg Unit #2 agreement, after cessation of production on said unit a certified copy of a recorded Dissolution of Unit should be filed with this office.

Thank you for your past cooperation and we shall look forward to working with you again. If we can be of any further assistance, please do not hesitate to contact us at (512) 499-4712.

Sincerely,

Handwritten signature of Grace Crum in cursive script.

Grace Crum, Lease Analyst
Land Records & Revenues Section

/gc/

(1814)

c Pinnacle Natural Gas Company, 223 W. Wall, Suite 400, Midland, Texas 79701
Bill J. Graham Oil & Gas Corporation, P. O. Box 50550, Midland, Texas 79710

letter returned 5/16/94 - no forwarding address. gc

DATE: May 19, 1994 A-FILE

TO: Lia Shivers
 FROM: Grace Crum
 SUBJECT: Rescinding & Invalidating Termination of Leases #54186 + #54230

Bobbie Killiard of Las Animas Production Co. called this date, wanting to know if there was some way to reinstate these leases. I told her the termination facts would have to be reviewed by you + by James in our Midland office, and if the termination is upheld the only thing would be to nominate the tracts for inclusion in the next lease sale and they would have to bid on them.

She also said one of these wells had been improperly plugged and wanted to know if they would be held responsible for clearing the well bore and replugging?

Her phone number is (915) 689-4456

attached are copies of my Termination materials.
 5/25/94 - Shivers agreed that these leases should be terminated. He advised Ms. Killiard by phone to plug wells properly + nominate for next lease sale to lease again.
 gc



LAS ANIMAS NATURAL GAS COMPANY

3000 N. GARFIELD, STE. 105
MIDLAND, TEXAS 79708
TELEPHONE (817) 682-1008
FAX (817) 682-1088

April 25, 1995

APR 25 1995

U.T. LANDS

James Holtzclaw
University Lands
808 West Wall
Midland, Texas 79701

Re: Crockett County, Texas wells
(1) University 1-1, RRC No. 041556 - #54186
(2) University 1-2, RRC No. 071938 - #54230
(3) University 12-1, RRC No. 041291 - #54231
(4) University 12-1, RRC No. 074870 - #54187

Dear James;

With regards to our conversation concerning the status of the above wells we have done the following:

Corrected P-2s have been prepared (according to the best of my knowledge of all information available) and filed with the Railroad Commission as of this date. Copies are attached for your review.

Thank you for your help in this matter.

Sincerely,

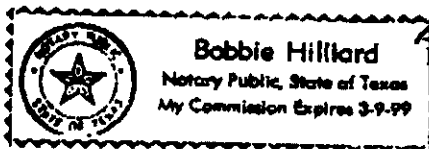
Lelan Mermis

LM:bh

Encl.

STATE OF TEXAS
COUNTY OF MIDLAND

Before me, on this day personally appeared Lelan Mermis and acknowledged to me that he executed the foregoing instrument. Given under my hand and seal this the 25th day of April, 1995.



Notary Public

P.O. Box 2007
Ozona, Texas 76943
April 12, 1995

Mr. Lee Mermis
Las Animas Production Company
3000 North Garfield, Suite 165
Midland, Texas 79705

Re: University 1-1

Dear Mr. Mermis:

This letter is to inform you that the well identified as University 1-1 and previously owned by Mr. Bill J. Graham has been producing since I began overseeing the equipment and production in April of 1993.

Sincerely,

Allen Leroy Adcock
Allen Leroy Adcock
for Adcock Pumping Service

THE STATE OF TEXAS *
*
COUNTY OF CROCKETT *

The foregoing instrument was acknowledged before me on the 13th day of April, A.D. 1995, by Allen Leroy Adcock.



Nealla J. St. Clair
Nealla J. St. Clair
Notary Public for the State of Texas

TYPE OR PRINT USING BLACK OR DARK BLUE INK

PRODUCER'S MONTHLY REPORT OF GAS WELLS

(GAS WELL GAS AND CONDENSATE)

RAILROAD COMMISSION OF TEXAS

Oil and Gas Division

(1701 N. Congress)

P.O. Drawer 12007 - Capital Station

Austin, Texas 78711-2007

READ INSTRUCTIONS ON BACK

P-2
Rev. 9/1/80

Las Animas Production Company

3000 N. Garfield, Suite 165

Midland TX 79705

City State Zip

487393

7C

P-1 Operator No RRC Dist No

April 19 93

Production Month

Check here if CORRECTED REPORT Page 1 of 1

EXACTLY AS SHOWN ON RRC PROPRATION SCHEDULE

GAS - MCF (thousand cubic feet) Total for Month

CONDENSATE - (whole barrels) Total for Month

Field Name (list alphabetically) Lease Name (list lease name in numerical order of Gas ID no.)	Gas Well Number	Gas RRC Identification Number	Com- mingle Permit No., if assigned	Formation Production	Gas Lift Gas Injected	DISPOSITION		On hand, beginning of month	Production	DISPOSITION		On hand, end of month
						Volume	C O D E			Volume	C O D E	
1	2	3	4	5	6	7	8	9	10	11	12	13
Howard Draw (Grayburg S.A.)												
University 1	1	041556		56		56	3					
University 1	2	071938										
University 12	2	074870		150		150	3					
University 12	1	041291		280		269	3					
University 12	1	041291				11	9	47	1			48

GAS DISPOSITION CODES

- 1 lease or field fuel use
- 2 transmission line
- 3 processing plant
- 4 vented or flared
- 5 gas lift
- 6 repressure and pressure maintenance
- 7 carbon black
- 8 underground storage
- 9 well separation

CONDENSATE DISPOSITION CODES

- 0 pipeline
- 1 truck
- 2 tank car or barge
- 3 tank cleaning
- 4 circulating oil
- 5 lost or stolen
- 6 sedimentation
- 7 other
- 8 other liquid hydrocarbons

SEE BACK FOR EXPLANATION OF DISPOSITION CODES

CERTIFICATION

Name (type or print) Robbie Hilliard

Signature *Robbie Hilliard*

Title Production Clerk

Phone (915) 682-1008

Signature Date 4/25/95

I certify that I am authorized to make this report, that it was prepared by me or under my supervision and direction, and that the information stated herein is true, correct, and complete to the best of my knowledge.

TYPE OR PRINT USING BLACK OR DARK BLUE INK

PRODUCER'S MONTHLY REPORT OF GAS WELLS

P-2

TYPE OR PRINT USING BLACK OR DARK BLUE INK

PRODUCER'S MONTHLY REPORT OF GAS WELLS

P-2
Rev. 9/1/97

Las Animas Production Company

(GAS WELL GAS AND CONDENSATE)

RAILROAD COMMISSION OF TEXAS

487393

7C

P-S Operator No. ARC D-U No.

3000 N. Garfield, Suite 165

Oil and Gas Division

May 19 93

Midland TX 79705

(1701 N. Congress)

Production Month

P.O. Drawer 12007 - Capital Station
Austin, Texas 78711-2007

XX Check here if CORRECTED REPORT Page 1 of 1

READ INSTRUCTIONS ON BACK

EXACTLY AS SHOWN ON RRC PRORATION SCHEDULE

GAS - MCF (thousand cubic feet) Total for Month

CONDENSATE - (whole barrels) Total for Month

Field Name (first alphabetically) Lease Name (first lease name in numerical order of Gas ID no.)	Gas Well Number	Gas RRC Identification Number	Com-mingle Permit No., if assigned	Formation Production	Gas Lift Gas Injected	DISPOSITION		On hand, beginning of month	Production	DISPOSITION		On hand end of month
						Volume	CODE			Volume	CODE	
	2	3	4	5	6	7	8	9	10	11	12	13
Howard Draw (Grayburg S.A.)												
University 1	1	041556		159		159	3					
University 1	2	071938										
University 12	2	074870		176		176	3					
University 12	1	041291		159		159	3	48				48

GAS DISPOSITION CODES
 1 lease or field fuel use 7 carbon black
 2 transmission line 8 underground storage
 3 processing plant

CONDENSATE DISPOSITION CODES
 0 pipeline 5 lost or stolen
 1 truck 6 sedimentation
 2 tank car or other

CERTIFICATION
 Name (type or print) Bobbie Hilliard Signature Bobbie Hilliard

TYPE OR PRINT USING BLACK OR DARK BLUE INK

PRODUCER'S MONTHLY REPORT OF GAS WELLS (GAS WELL GAS AND CONDENSATE)

P-2
Rev 9/1/95

Las Animas Production Company

RAILROAD COMMISSION OF TEXAS

Oil and Gas Division
(1761 H. Congress)

P.O. Drawer 12667 - Capitol Station
Austin, Texas 78711-2667

487393

7C

P-5 Operator No. ARC Div. No.

June

1995

Production Month

Check here if
CORRECTED REPORT Page 1 of 1

READ INSTRUCTIONS ON BACK

EXACTLY AS SHOWN ON ARC PRODUCTION SCHEDULE

Well Name (list alphabetically) Lease Name (list lease name in numerical order of Gas ID no.)	Gas Well Number	Gas RRC Identification Number	Com-mingle Permit No., if assigned	Formation Production	Gas Lift Gas Injected	GAS - MCF (thousand cubic feet) Total for Month		CONDENSATE - (whole barrels) Total for Month					
						DISPOSITION		On hand, beginning of month	Production	DISPOSITION		On hand, end of month	
						Volume	CODE			Volume	CODE		
	2	3	4	5	6	7	8	9	10	11	12	13	
Howard Draw (Grayburg S.A.)													
University 1	1	041556		159		159	3						
University 1	2	071938											
University 12	2	074870											
University 12	1	041291		282		282	3	48					48

GAS DISPOSITION CODES

- 1 lease or hold fuel use
- 2 transmission line
- 3 processing plant
- 4 vented or flared
- 5 gas lift
- 6 repressure and pressure maintenance
- 7 carbon black
- 8 underground storage
- 9 well separation

CONDENSATE DISPOSITION CODES

- 0 pipeline
- 1 truck
- 2 tank car or barge
- 3 tank cleaning
- 4 circulating oil
- 5 lost or stolen
- 6 sedimentation
- 7 other
- 8 slim liquid hydrocarbons

SEE BACK FOR EXPLANATION OF DISPOSITION CODES

CERTIFICATION

Name (type or print) Bobbie Hilliard

Signature *Bobbie Hilliard*

Title Production Clerk

Phone (915) 682-1008

Signature Date 4/25/95

I certify that I am authorized to make this report, that it was prepared by me or under my supervision and direction, and that the information stated herein is true, correct, and complete to the best of my knowledge.

TYPE OR PRINT USING BLACK OR DARK BLUE INK

PRODUCER'S MONTHLY REPORT OF GAS WELLS (GAS WELL GAS AND CONDENSATE)

P-2
Rev 8/1/90

Las Animas Production Company

RAILROAD COMMISSION OF TEXAS

487393 7C
P-S Operator No RRC Dist No

3000 N. Garfield, Suite 165

Oil and Gas Division

July 19 93

Operator Address

(1701 H. Congress)

Production Month

Midland TX 79705

P.O. Drawer 12867 - Capital Station
Austin, Texas 78711-2867

XX Check here if CORRECTED REPORT Page 1 of 1

City State Zip

READ INSTRUCTIONS ON BACK

EXACTLY AS SHOWN ON RRC PRORATION SCHEDULE

GAS - MCF (thousand cubic feet) Total for Month

CONDENSATE - (whole barrels) Total for Month

Field Name (list alphabetically) Lease Name (list lease name in numerical order of Gas ID no.)	Gas Well Number	Gas RRC Identification Number	Com-mingle Permit No., if assigned	Formation Production	Gas LRV Gas Injected	DISPOSITION		On hand, beginning of month	Production	DISPOSITION		On hand, end of month
						Volume	C O D E			Volume	C O D E	
	2	3	4	5	6	7	8	9	10	11	12	13
Howard Draw (Grayburg S.A.)												
University 1	1	041556		100		100	3					
University 1	2	071938										
University 12	2	074870		161		161	3					
University 12	1	041291		186		186	3	48				48

GAS DISPOSITION CODES		CONDENSATE DISPOSITION CODES	
1 lease or field fuel use	7 carbon black	0 pipeline	5 lost or stolen
2 transmission line	8 underground storage	1 truck	6 sedimentation
3 processing plant		2 tank car or barge	7 other
4 vented or flared		3 tank cleaning	8 skim liquid hydrocarbons
5 gas lift		4 crusting oil	
6 pressure and pressure maintenance			

SEE BACK FOR EXPLANATION OF DISPOSITION CODES

CERTIFICATION

Name (type or print) Robbie Hilliard Signature Robbie Hilliard

Title Production Clerk Phone (915) 682-1008 Signature Robbie Hilliard Date 4/25/95

I certify that I am authorized to make this report, that it was prepared by me or under my supervision and direction, and that the information stated herein is true, correct, and complete to the best of my knowledge.

A-FILE
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Academic Component Institutions:
The University of Texas at Arlington
The University of Texas at Austin
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The University of Texas M. D. Anderson Cancer Center
The University of Texas Health Center at Tyler

THE UNIVERSITY OF TEXAS SYSTEM

P.O. BOX 579 AUSTIN, TEXAS 78767-0579

Bryce Bales, CPA
Manager
August 8, 1996

University Lands Accounting Office
(512) 499-4700
FAX (512) 499-4792

MEMORANDUM

To: Pam Bacon, Attorney, Office of General Counsel,
University of Texas System

From: Grace Crum, Lease Analyst, ULAO

Subject: UT Lease #54186, NE/4 of Section 1, Block 31, Crockett County, TX
Terminated effective 11/29/93 - operation of lease taken over from Las
Animas by Travers Resources, Inc. - continues to produce.

CC: Bryce Bales, Manager, ULAO & Patsy Neidig, Supervisor, Land Records &
Revenues, ULAO

Pam: Has a decision been made on whether to rescind the termination of this lease?

The records of this office show the working interest owners of this lease at the time it terminated to be as follows:

Pinnacle Natural Gas Co. — the NE/4 from the surface down to a depth of 1,323 ft.
Bill J. Graham Oil & Gas Corporation – the NE/4 below the depth of 1,323 ft.

The operator of the only well on this lease at the time of termination was Las Animas Production Company. The operator has since been changed to Travers Resources, Inc. effective 4/01/95. We have no record of any working interest being assigned to Las Animas or to Travers Resources.

This well resumed production after the lease was terminated and continues production to this date. Adrian Chabarria is the ULAO accountant handling royalties on this lease; he has credited royalty payments from Travers Resources to this lease and has also computed what 100% of the royalty would be if the termination of this lease stands. Adrian's extension is 4727 should you need input from him.

Page Two - Memo on Lease #54186 - August 7, 1996

Addresses & Phone Numbers:

Travers Resources, Inc. — Thomas H. Weil, President
5100 Westheimer, Suite 320, Houston, TX 77056 Ph. - (281) 965-9151
Fax - 281 965 9156 -or-
74 N. Aurora Street, Lancaster, N.Y. 14086 Ph. - (716) 684-3800 Fax - 716 684 3802

Las Animas Production Company -- *Leland Mermis*
3000 N. Garfield Street, Suite 165, Midland, TX 79705 PH. - (915) 682-1008
Fax 915 682 1055 -or-
1031 Andrews Hwy., Suite 209, Midland, TX PH. - (915) 689-4456 -or- 687-0167

Pinnacle Natural Gas Company
5100 Westheimer, Suite 320, Houston, TX 77056 PH. - (281) 965-9151 -or-
1004 N. Big Springs, Midland, TX 79701 PH. - (915) 687-0167

Bill J. Graham Oil & Gas Corp.
P. O. Box 50550, 601 N. Mariefeld, Suite 200, Midland, TX 79701 PH. - (915) 684-6872

MEMORANDUM

DATE: August 28, 1996

TO: Pam Bacon, Attorney, OGC

FROM: Grace Crum, Lease Analyst, ULAO

SUBJECT: Lease #54186 - Las Animas/Travers Resources -
Request that Termination be Rescinded

Leases #54186 and #54230 made up the Bill J. Graham Susita Grayburg Unit #2 (#5010) covering production from the Grayburg Formation.

Zero production was reported on #54186 from May/93 through 12/94. Zero production was reported on #54230 from June/93 to date. Notice of termination of both leases and their unit effective 11/29/93 was mailed 5/09/94. In actuality, it now appears that this termination could have been effective around 8/01/93, but I don't have my working papers to review since I sent them to Linward Shivers on 5/19/94. James Holtzclaw says he forwarded some materials from Las Animas to me — I must have sent them to you — they are not in my possession. James says said materials were to prove production from Lease #54186 for the months reported as "0". James has copies of these materials if you need them, and he states that he would love to talk to you regarding this matter.

No further production was reported on Lease #54230 after May/93, and the only well on that lease was plugged 1/26/95.

Production resumed on Lease #54186 per our UT-2 reports effective January/95, as follows:

<u>Prod'n month</u>	<u>Mcf's produced</u>	<u>Prod'n month</u>	<u>Mcfs produced</u>
1/95	241	9/95	51
2/95	16	10/95	160
3/95	196	11/95	77
4/95	217	12/95	460
5/95	114	1/96	101
6/95	173	2/96	208
7/95	185	3/96	28
8/95	165	4/96	25

As you can see, some of these reports match up with the figures on the attached RRC ledger, and some do not. The attached RRC ledger shows production figures from August/94 through June/96 with the exception of January/95 which shows "0".

Our Oil and Gas Accounting Section reports no revised or corrected gas reports (UT-2A) have been received for Lease #54186.

Attachments

CRUM, GRACE

From: BACON, PAM
To: CRUM, GRACE
Subject: UT lease #54186; Las Animas/Travers
Date: Tuesday, August 27, 1996 5:08PM

What do your records show with regard to production. I assume that someone provided revised production reports at some time, is that correct? If so, based on these revised production reports, are there any periods of 60 days or more of non-production?

Memo to the file

CRUM, GRACE

From: BACON, PAM
To: CRUM, GRACE
Subject: RE: Las Animas/Travers Resources - Leases #54186 & #54230
Date: Monday, January 06, 1997 2:07PM

I understand, but I have many pressing matters. I will get to it when I can.

From: CRUM, GRACE
To: BACON, PAM
Subject: Las Animas/Travers Resources - Leases #54186 & #54230
Date: Monday, January 06, 1997 1:54PM

Pam: I have never received any letter copy or memo to the files, etc., to justify rescinding the termination of one or both of these leases. We desperately need to get our records straightened out on this, since Lease #54186 shows up on our exceptions every month showing production from a terminated lease. Our accounting section is receiving reports and an edit on our computer system has to be lifted by our computer analyst every month in order to keep the entries from "kicking out".

You will recall these two leases formed the Susita Grayburg Unit #2, and both leases and the unit were terminated effective 11/93. Bryce says he thought the termination was rescinded on Lease #54186, but he doesn't recall anything about the other lease or the unit. Could you send an E-Mail memo to me (which I can place in the files) clarifying what decision was made in this matter and what the records should show regarding the status of both these leases and the unit? Thanks for your trouble.

DATE: January 21, 1997

TO: Lease Files for Leases #54186 & #54230, and
Unit File (#5010) - Bill J. Graham Susita Grayburg Unit #2

FROM: Patsy Neidig, Supervisor, Land Records & Revenue Section, and
Grace Crum, Lease Analyst *gc*

(Interpretation of penciled note on attached 8/08/96 memo)

Per telephone call to Pam Bacon on 8/09/96, she said these (leases #54186 & #54230, comprising the Bill J. Graham Susita Grayburg Unit #2) are not terminated, that James has found additional evidence; and to send a note to the files, but a rescind letter (letter rescinding the termination letter dated 5/09/94) not necessary.

Initialed by Bryce C. Bales, Manager, University Lands Accounting Office, on 8/09/96

This note is accepted as authority to rescind the termination of and reinstate the subject leases and unit.

P. Neidig
1-21-97

Bryce

Academic Component Institutions:
The University of Texas at Arlington
The University of Texas at Austin
The University of Texas at Dallas
The University of Texas at El Paso
The University of Texas-Pan American
The University of Texas-Pan American at Brownsville
The University of Texas of the Permian Basin
The University of Texas at San Antonio
The University of Texas Institute of Texan Cultures at San Antonio
The University of Texas at Tyler



Health Component Institutions:
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The University of Texas Medical Branch at Galveston
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The University of Texas M.D. Anderson Cancer Center
The University of Texas Health Center at Tyler

THE UNIVERSITY OF TEXAS SYSTEM

P.O. BOX 579 AUSTIN, TEXAS 78767 -0579

Bryce Bales, CPA
Manager
August 8, 1996

University Lands Accounting Office
(512) 499-4700
FAX (512) 499-4792

*Re: Tlc to
Pam Bacon
8/9/96, she said
these are not terminated, that James
has found add'l evidence & to send a
note to file
but remind letter
not necessary*

MEMORANDUM

To: Pam Bacon, Attorney, Office of General Counsel,
University of Texas System

From: Grace Crum, Lease Analyst, ULAO

Subject: UT Lease #54186, NE/4 of Section 1, Block 31, Crockett County, TX
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Animas by Travers Resources, Inc. - continues to produce.

CC: Bryce Bales, Manager, ULAO & Patsy Neidig, Supervisor, Land Records &
Revenues, ULAO

*BBB
8/9/96*

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Lease file

UNIVERSITY LANDS ACCOUNTING OFFICE * THE UNIVERSITY OF TEXAS SYSTEM

11

A-FILE

DATE: 5-10-94
TO: Lease File
FROM: Oil & Gas Revenue Section
SUBJECT: Review of Terminated Lease # 54186

	<u>Oil</u>	<u>GAS</u>
Analyst responsible for lease --	<u>K. Higa</u>	<u>B. Allen</u>
Have all the documents been received?	<u>Y</u>	<u>Y</u>
Has all the production been accounted for?	<u>Y</u>	<u>Y</u>
Has all the royalty been reported?	<u>Y</u>	<u>Y</u>
Has all the royalty/penalty been paid?	<u>Y</u>	<u>Y</u>
Are there any outstanding letters?	<u>N</u>	<u>N</u>
Has the RRC run been examined for discrepancies?	<u>✓</u>	<u>✓</u>
Date of termination letter --	<u>May 9, 1994</u>	<u>5-9-94</u>

for answers

w/o 54186 = FY93 14.72

FAUSERSLWEATHOIL_GAS/TERM_MEM.WK1

no FY 93 ledger