RAILROAD COMMISSION OF TEXAS OFFICE OF GENERAL COUNSEL

OIL AND GAS DOCKET NO. 02-0241728 IN VARIOUS TOM O'CONNOR FIELDS, REFUGIO COUNTY, TEXAS

FINAL ORDER AMENDING/ADOPTING FIELD RULES FOR VARIOUS TOM O'CONNOR FIELDS REFUGIO COUNTY, TEXAS

The Commission finds that after statutory notice in the above-numbered docket heard on March 15, 2005, the presiding examiner has made and filed a report and recommendation containing findings of fact and conclusions of law, for which service was not required; that the proposed application is in compliance with all statutory requirements; and that this proceeding was duly submitted to the Railroad Commission of Texas at conference held in its offices in Austin, Texas.

The Commission, after review and due consideration of the examiner's report and recommendation, hereby adopts as its own the findings of fact and conclusions of law contained therein, and incorporates said findings of fact and conclusions of law as if fully set out and separately stated herein.

Therefore, it is ordered by the Railroad Commission of Texas that the field rules in effect for the following fields are amended to provide the following spacing, density and allowable rules. No other rules in effect for the fields are affected by this order.

Tom O'Connor Field	90534001
Tom O'Connor (4150) Field	90534312
Tom O'Connor (4200) Field	90534315
Tom O'Connor (4400) Field	90534325
Tom O'Connor (4500 Greta Mass) Field	90534350
Tom O'Connor (4600) Field	90534375
Tom O'Connor (5500 Sand) Field	90534725
Tom O'Connor (5800) Field	90534863
Tom O'Connor (5900 Sand) Field	90534875

- No well for oil or gas shall be drilled nearer than ONE HUNDRED FIFTY (150) feet to any property line, lease line, or subdivision line and no well shall be drilled nearer than THREE HUNDRED (300) feet to any applied for, permitted or completed well in the same reservoir on the same lease, pooled unit or unitized tract.
- 2. The density will not exceed one producing well for each 10 acres within the limits of each lease or pooled unit in the subject field. The filing of proration unit plats shall not be required.

3. The subject fields shall be classified as salvage, with no regulatory limitation on oil, casinghead gas, or gas well gas production.

Done this 10th day of May, 2005.

RAILROAD COMMISSION OF TEXAS

(Order approved and signatures affixed by OGC Unprotested Master Order dated May 10, 2005)