

Submit 3 Copies To Appropriate District Office
 District I
 1625 N. French Dr., Hobbs, NM 88240
 District II
 1301 W. Grand Ave., Artesia, NM 88210
 District III
 1000 Rio Brazos Rd., 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-103
 June 19, 2008

OIL CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

WELL API NO.
5. Indicate Type of Lease STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name D State Battery
8. Well Number
9. OGRID Number 873
10. Pool name or Wildcat Yeso

SUNDRY NOTICES AND REPORTS ON WELLS
 (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG-BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)

1. Type of Well: Oil Well Gas Well Other:

2. Name of Operator
Apache Corporation

3. Address of Operator
303 Veterans Airpark Lane, Suite 3000 Midland, TX 79705

4. Well Location
 Unit Letter E feet from the _____ line and _____ feet from the _____ line
 Section 36 Township 17S Range 28E NMPM. County Eddy

11. Elevation (Show whether DR, RKB, RT, GR, etc.)

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO: PERFORM REMEDIAL WORK <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> CHANGE PLANS <input type="checkbox"/> PULL OR ALTER CASING <input type="checkbox"/> MULTIPLE COMPL. <input type="checkbox"/> DOWNHOLE COMMINGLE <input type="checkbox"/>		SUBSEQUENT REPORT OF: REMEDIAL WORK <input type="checkbox"/> ALTERING CASING <input type="checkbox"/> COMMENCE DRILLING OPNS. <input type="checkbox"/> P AND A <input type="checkbox"/> CASING/CEMENT JOB <input type="checkbox"/>	
OTHER: Flare Gas <input checked="" type="checkbox"/>	OTHER: <input type="checkbox"/>		

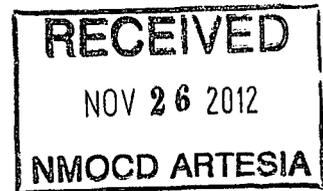
13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 1103. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Apache is requesting permission to temporarily flare gas from the D State wells due to DCP shutting us in because of gas plant capacity issues. Gas will be measured prior to flaring.

I spoke with Mr. Randy Dade today and got verbal approval to flare.

The last 5 digits of the API #'s to the 17 wells that go to the D State 49 Battery are:

- | | | |
|--------------------|--------------------|--------------------|
| D State #11 -32487 | D State #49 -38413 | D State #66 -39739 |
| D State #12 -32488 | D State #54 -38586 | D State #67 -39740 |
| D State #22 -31966 | D State #55 -38587 | D State #68 -39741 |
| D State #25 -35869 | D State #61 -38969 | D State #74 -39924 |
| D State #29 -31940 | D State #62 -39067 | D State #75 -39925 |
| D State #46 -38410 | D State #65 -39738 | |



Spud Date:

Rig Release Date:

Thereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE [Signature] TITLE Regulatory Tech I DATE 11/26/2012

Type or print name: Fatima Vasquez E-mail address: Fatima.Vasquez@apachecorp.com PHONE: (432) 818-1015

For State Use Only

APPROVED BY: [Signature] TITLE District Supervisor DATE 11/26/2012

Conditions of Approval (if any):

District I
1625 N. French Dr., Hobbs, NM 88240
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State of New Mexico
Energy Minerals and Natural Resources
Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-129
Revised August 1, 2011

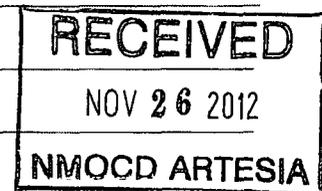
Submit one copy to appropriate
District Office

NFO Permit No. _____
(For Division Use Only)

APPLICATION FOR EXCEPTION TO NO-FLARE RULE 19.15.18.12

(See Rule 19.15.18.12 NMAC and Rule 19.15.7.37 NMAC)

- A. Applicant Apache Corporation,
whose address is 1945 Bluestem Road, Artesia, NM 88210,
hereby requests an exception to Rule 19.15.18.12 for 90 days or until
February 26, Yr 2013, for the following described tank battery (or LACT):
Name of Lease D State #49 Battery Name of Pool Yeso
Location of Battery: Unit Letter E Section 36 Township 17S Range 28E
Number of wells producing into battery 17
- B. Based upon oil production of 1550 barrels per day, the estimated * volume
of gas to be flared is 1.6M MCF; Value \$4000 per day.
- C. Name and location of nearest gas gathering facility:
Artesia DCP
- D. Distance _____ Estimated cost of connection _____
- E. This exception is requested for the following reasons: DCP shut Apache in today due to
the gas plant capacity issue.



OPERATOR
I hereby certify that the rules and regulations of the Oil Conservation
Division have been complied with and that the information given above
is true and complete to the best of my knowledge and belief.

Signature [Signature]

Printed Name & Title Fatima Vasquez - Regulatory Tech I

E-mail Address Fatima.Vasquez@apachecorp.com

Date 11/26/2012 Telephone No. (432) 818-1015

OIL CONSERVATION DIVISION
Approved Until Feb 28th 2013

By [Signature]

Title DIST # SUPERVISOR

Date 11/26/2012

* Gas-Oil ratio test may be required to verify estimated gas volume.