District L 1625 N. French Dr., Hobbs, NM 88240 Phone: (575) 393-6161 Fax: (575) 393-0720					State of New Mexico EnergyMinerals and Natural Resources					Form C-101 Revised July 18, 2013		
District II 811 S. First St., A Bhanna (575) 748				,						AMENDED Report		
District III						servation D outh St. Fran		NM	NM OIL CONSERVATION			
Phone: (505) 334- District IV						ta Fe, NM 87505						
1220 S. St. Franci Phone: (505) 476-									OCT 3	0 2014		
AF	PLICAT	TION FO	R PERM	ГТ ТО) DRILL, R	E-ENTER	, DEEPE	N, PLUGBA	СКгФВ	TADD A ZONE		
	<u>.</u>		¹ Onerator Nam	ne and Add	ress		<u> </u>		OGRID Number 28199	94		
		1111 Bagb	LRE Ope	-	LC ouston, Texas 7700	i2		30-01	³ API Number	221		
4 P	roperty Code				⁵ Property		10		• w	ell No.		
	309874					ey State				#27		
UL - Lot	Section	Township	Range		Surfa	ce Locatio	n N/S Line	Feet From	E/W Line	County		
J	30	175	28E		2	254	s	2104	E	Eddy		
					oposed Bot							
UL - Lot J	Section 30	Township 17S	Range 28E			t From 1 210	N/S Line S	Feet From 1650	E/W Line E	County Eddy		
L	1 - 1			I		nformatio	I	·····				
										0(82)		
Red Lake; Gl	orieta-Yeso N	IE		A	dditional W	Vell Inform	nation			96836		
° Wo	ork Tvpe		¹⁰ Well Type		¹¹ Cable/	Rotary ¹² Lease Type ¹³ Groun				Ground Level Elevation		
14 N	N Aultiple		O 15 Proposed Depth		R 16 Formation			S Contractor	3594.2 ¹⁸ Spud Date			
Depth to Grou	N	5142	' MD / 5100' T'		Yeso			United Drilling, Inc.		After 12/10/2014		
	ind water.	40	Ft.	ce nom		er well: 0.73 Miles Distance from nearest surface water:			ce water: 6.5 Miles			
X We wil	I be using a cl	losed-loop sys	stem in lieu of l	ined pits	3							
			19	Prop	osed Casing	g and Cem	ent Progr	am				
Туре	Hole	Size (Casing Size	0	Casing Weight/ft	Settir	ng Depth	Sacks of Ce	ement	Estimated TOC		
Conducto	r 20)"	14"		68.7		40	40		Surface		
Surface	11	"	8-5/8"	ļ	24		425	250		Surface		
Productio	n 7-7	/8"	5-1/2"		17	5	142	· 955		Surface		
r			Casir	ng/Ce	ment Progr	am: Addit	ional Cor	nments				
<u>.</u>												
[<u> </u>				sed Blowout	Prevention	0					
	Туре	<u> </u>	· · · · · · · · · · · · · · · · · · ·	Working	, Pressure		Test Pressur	e	N	1anufacturer		
XLT 11" 5000				000		2000		Na	ational Varco			
of my knowled	lge and belief.	_	above is true and th 19.15.14.9 (A				OIL CO	NSERVATI	ON DIVI	SION		
19.15.14.9 (B) NMAC 0, if applicable.						Approved By	1. C.I	Wasan d				
Printed Name	Printed Name: Eric McClusky							"Geol		88		
Title: Produ	ction Engince	r				Approved Dat	° 18-3/-0		.	10-31-2016		
E-mail Addre	ss: emcclus	ky@limerock	resources.com							, -		
Date: 10/28	/2014		Phone: 713-36	50-5714		Conditions of	f Approval Atta	ached				

I hereby certify that the information g of my knowledge and belief. I further certify that I have complie	wer above is true and complete to the best with 19.15.14.9 (A) NMAC	oIL CONSERVATION DIVISION			
19.15.14.9 (B) NMAC 0, if applicab Signature: En P. Puet		Approved By: 1. C. Shapand			
Printed Name: Eric McClusky		Title: Geologist"			
Title: Production Engineer		Approved Date: 18-31-2014 Expiration Date: 18-31-2016			
E-mail Address: emcclusky@lime	erockresources.com				
Date: 10/28/2014	Phone: 713-360-5714	Conditions of Approval Attached			

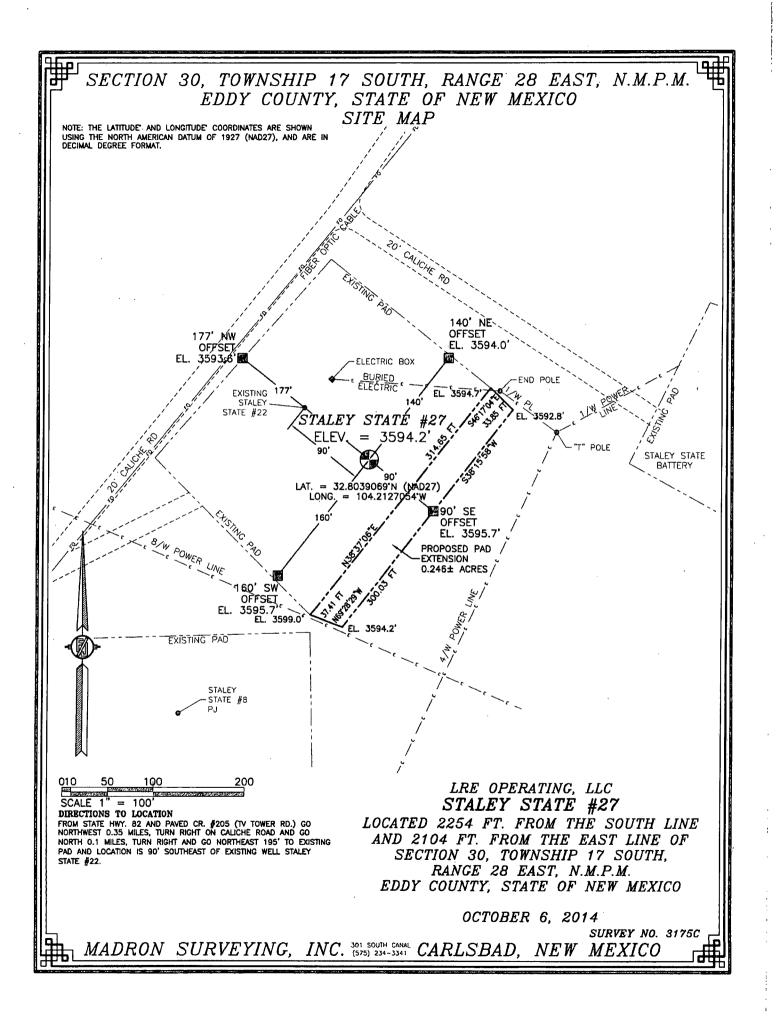
District 1 1625 N. French Dr., Hobbs, NM \$8240 Phone: (575) 393-6161 Fax: (575) 393-0720 <u>District III</u> 811 S. First St., Artesia, NM \$8210 Phone: (575) 748-1283 Fax: (575) 748-9720 <u>District III</u> 1000 Rio Brazos Road, Aztec, NM \$7410 Phone: (505) 334-6178 Fax: (505) 334-6170 <u>District IV</u> 1220 S. St. Francis Dr., Santa Fe, NM \$7505 Phone: (505) 476-3460 Fax: (505) 476-3462 State of New Mexico Energy, Minerals & Natural Resources Department OIL CONSERVATION DIVISION 1220 South St. Francis Dr. Santa Fe, NM 87505 Form C-102 Revised August 1, 2011 Submit one copy to appropriate District Office

AMENDED REPORT

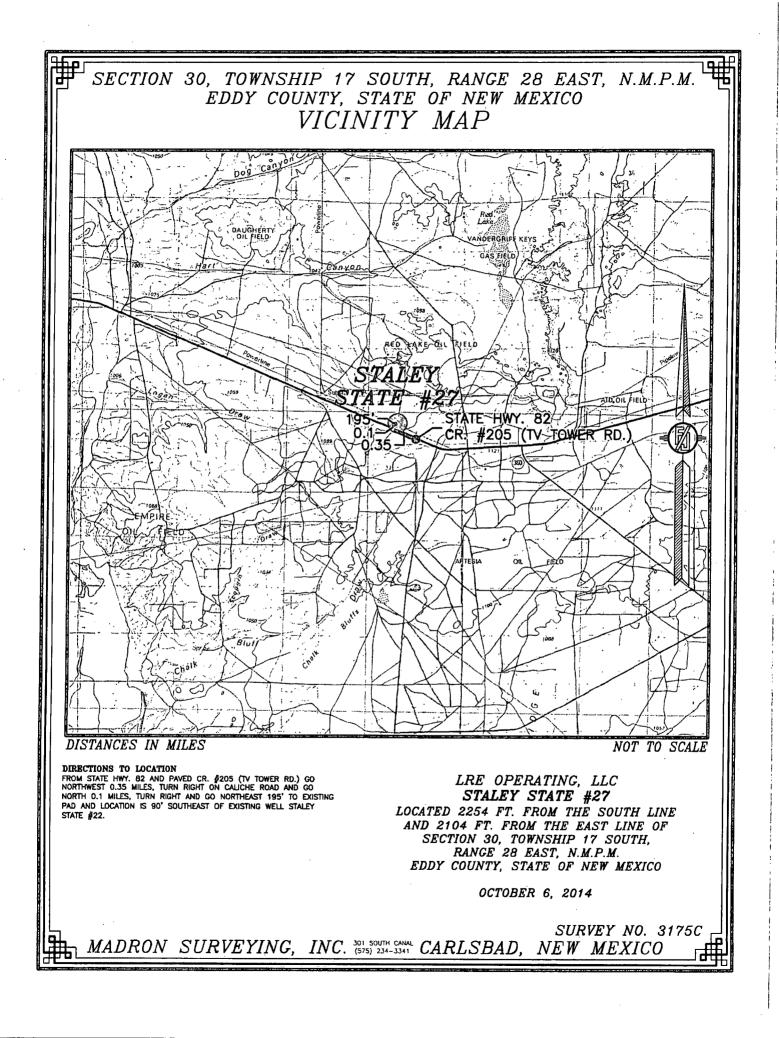
		W	ELL LO	DCATIO	N AND AC	REAGE DEDI	CATION PLA	٨T		
30-01	2711	9	5876 Red Lake; Glorieta - Yero				ume Y <i>eso</i> 1	rE		
⁴ Property	Code	,			⁵ Propert	y Naime				⁶ Well Number
3098	74				STALEY	STATE				27
⁷ OGRID	No.				* Operate	r Name				⁹ Elevation
28199	4			1	LRE OPERA	TING, LLC				3594.2
<u> </u>					¹⁰ Surface	Location		•		
UL or lot no.	Section	Township	Range	• Lot Idn	Feet from the	North/South line	Feet from the	East/We	st line	County
J	. 30	17 S	28 E		2254	SOUTH	2104	EAS	ST	EDDY
			" Bo	ttom Ho	e Location	If Different From	m Surface			<u></u>
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/We	st line	County
J	30	17 S 28 E 2210 SOUTH 1650 EAST EDDY							EDDY	
12 Dedicated Acre	² Dedicated Acres ¹³ Joint or Infill ¹⁴ Consolidation Code ¹⁵ Order No.									
40										

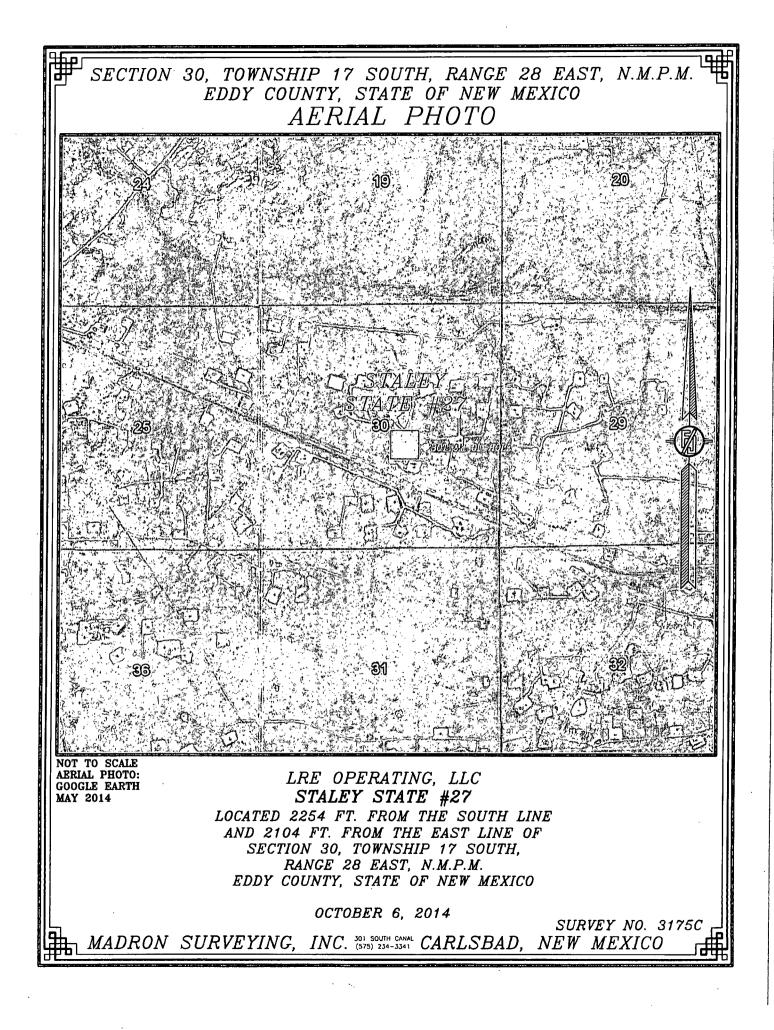
No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.

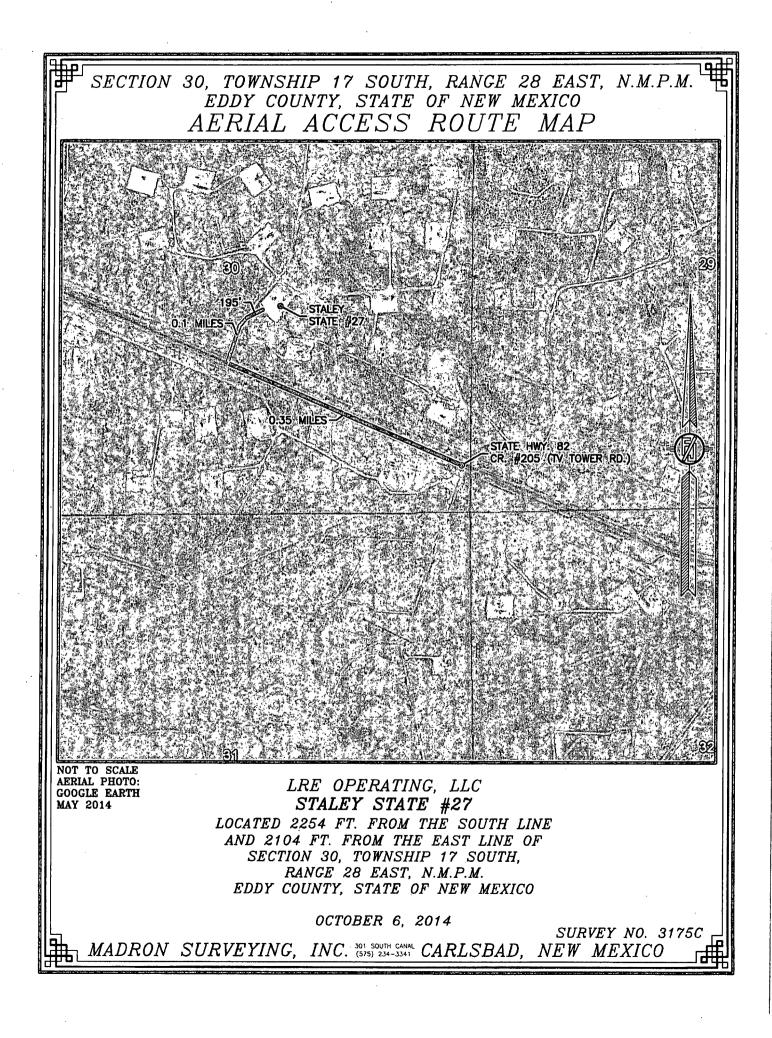
	2722.64 FT	N89'30'51"E 2621.96 FT	"OPERATOR CERTIFICATION
NW CORNER SEC. 30	N/4 CORNER SEC. 30	NE CORNER SEC. 30	I hereby certify that the information contained herein is true and complete
LAT. = 32.8121896'N	LAT. = 328122404 N	LAT. = 32.8122931'N	to the best of my knowledge and belief, and that this organization either
LONG. = 104.2231638'W	LONG. = 104.2143045 'W	LONG. = 104.2057728'W	owns a working interest or unleased mineral interest in the land including
· •		I	the proposed bottom hole location or has a right to drill dis well at this
N	Ì		location pursuant to a contract with an owner of such a mineral or working
	1		interest, or to a voluntary pooling agreement or a compulsory pooling
'29	1	2647.	order heretofore entered by the division.
642.01 F	IOTE: ATTUDE AND LONGITUDE CORDINATES ARE SHOWN SING THE NORTH MERICAN DATUM OF 1927 NAD27), AND ARE IN		<u>Etin M. an Elucly</u> 10/28/14 Signature Date <u>Eric McClusky</u>
W/4_CORNER_SEC_30	ECIMAL DEGREE FORMAT.	E/4 CORNER SEC. 30 LAT. = 32.8050190'N LONG. = 104.2058486'W	Email Address
LONG. = 104.2231191'W		2104'	¹⁸ SURVEYOR CERTIFICATION I hereby certify that the well location shown on this
G LAT. = 32	STALEY STATE #27 ELEV. = 3594.2' .8039069'N (NAD27) 3. = 104.2127054'W	OF HOLE	plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct fullie best of my belief. OCTOBER632014
	BOTTOM OF HOLE AT. = 32.8037944'N C. = 104.2112302'W	<u>M, £0, £2,00S</u>	Date of Stirver (12797)
	S/4 CORNER SEC. 30 LAT. = 32.7977048'N LONG. = 104.2143104'W	SE CORNER SEC. 30 LAT. = 32.7977451'N LONG. = 104.2059167'W	Signature and Scal of Professional Storeyor. Certificate Number 2 BILIN 18: F: JARAMILLO, PLS 12707
\$89'39'25''W 20	694.96 FT	589'36'26"W 2579.94 FT	SURVEY NO. 3175C











LRE Operating, LLC Drilling Plan

Staley State #27 2254' FSL 2104' FEL (J) 30-17S-28E Eddy County, NM

- 1. The elevation of the unprepared ground is 3594.2 feet above sea level.
- 2. The geologic name of the surface formation is Quaternary Alluvium.
- 3. A rotary rig will be utilized to drill the well to 5100' and run casing. This equipment will be rigged down and the well will be completed with a workover rig.
- 4. Well will be drilled to a total proposed depth of 5142' MD./ 5100' TVD. inside a 30' X 30' square target inside of 40 acre spacing regulatory quarter-quarter setback distances. The KOP for directional drilling will be at 600'. See directional plan for detail.
- 5. Estimated tops of geologic markers:

	MD	TVD
Quaternary – Alluvium	Surface	Surface
Yates	242	242
7 Rivers	464	464
Queen	1013	1019
Grayburg	1452	1466
Premier	1713	1732
San Andres	1752	1772
Glorieta	3151	3193
Yeso	3263	3305
Tubb	4635	4677
TD	5142	5100

7. Proposed Casing and Cement program is as follows:

6. Estimated depths at which anticipated oil, gas, or other mineral bearing formations are expected to be encountered:

	MD	TVD
Yates	242	242
7 Rivers	464	464
Queen	1013	1019
Grayburg	1452	1466
Premier	1713	1732
San Andres	1752	1772
Glorieta	3151	3193
Yeso	3263	3305
Tubb	4635	4677
TD	5142	5100

Туре	Hole	Casing	Ŵt	Grade	Thread	Depth	Sx	Density	Yield	Components
Conductor	20"	14"	68.7	В	Welded	40	40			Ready Mix
Surface	11"	8-5/8"	24	J-55	ST&C	425	250	14.8	1.35	CI C Cmt + 0.25 lbs/sk Ceilo Flake + 2% CaCl2
Intermediate										
Production	7-7/8"	5-1/2"	17	J-55	LT&C	5142	330	12.8	1.903	(35:65) Poz/CI C Cmt + 5% NaCl + 0.25 lbs/sk Cello Flake + 5 lbs/sk LCM-1 +0.2% R-3 + 6% Gel
							625	14.8	1.33	Class C w/ 0.6% R-3 and 1/4 pps cello flake

8. Proposed Mud Program is as follows

Depth	0-435	435-4950	4950-5142
Mud Type	Fresh Water Mud	Brine	Brine, Salt Gel, & Starch
Properties			
MW	8.4-9.2	9.8-10.1	9.9-10.1
pН	9.0-10.5	10.0-12.0	10.0-12.0
WL	NC	NC	20-30
Vis	28-34	28-29	32-34
МС	NC	NC .	<2
Solids	NC	<2%	<3%
Pump Rate	300-500 gpm	375-425 gpm	400-425 gpm
Special		Use Poymers sticks and MF-55 Hi-Vis Sweeps as necessary	Hi Vis Sweeps, add acid and starch as req. Raise Vis to 35 for log.

9. Pressure Control Equipment: See Attached Description and diagram of Pressure Control Equipment.

10. Testing, Logging and Coring Program

Testing Program: No drill stem tests are anticipated **Electric Logging Program:** SGR-DLL-CDL-CNL Quad Combo from 5142 to surf. Csg. SGR-CNL to Surf. **Coring Program:** No full or sidewall cores are anticipated.

11. Potential Hazards:

No abnormal temperatures or pressures are expected. There is no known presence of H2S in this area. If H2S is encountered the operator will comply with the provisions of Onshore Oil and Gas Order No. 6. All personnel will be familiar with all aspects of safe operation of equipment being used to drill this well. Estimated BHP 2262.48 psi based on 0.44 x TD. The estimated BHT is 125 degrees F.

12. Duration of Operations:

Anticipated spud date will be soon after approval and as soon as a rig will be available. Move in operations and drilling is expected to take 10 days. An additional 14 days will be needed it complete the well and to construct surface facilities.

Hydrogen Sulfide Drilling Plan Summary

A. All personnel shall receive proper H2S training in accordance with Onshore Order 6 III.C.3.a.

B. Briefing Area: two perpendicular areas will be designated by signs and readily accessible.

C. Required Emergency Equipment:

Well control equipment

a. Flare line 150' from wellhead to be ignited by flare gun.

b. Choke manifold with a remotely operated choke.

c. Mud/gas separator

Protective equipment for essential personnel.

Breathing apparatus:

a. Rescue Packs (SCBA) — 1 unit shall be placed at each breathing area, 2 shall be stored in the safety trailer.

b. Work/Escape packs —4 packs shall be stored on the rig floor and contain sufficiently long air hoses as to not to restrict work activity.

c. Emergency Escape Packs -4 packs shall be stored in the doghouse for emergency evacuation.

Auxiliary Rescue Equipment:

a. Stretcher

b. Two OSHA full body harness

c. 100 ft 5/8 inch OSHA approved rope

d. 1-20# class ABC fire extinguisher

H2S detection and monitoring equipment:

The stationary detector with three sensors will be placed in the upper dog house if equipped, set to visually alarm @ 10 ppm and audible @ 14 ppm. Calibrate a minimum of every 30 days or as needed. The sensors will be placed in the following places: Rig floor / Bell nipple / End of flow line or where well bore fluid is being discharged.

(Gas sample tubes will be stored in the safety trailer)

Visual warning systems:

a. One color code condition sign will be placed at the entrance to the site reflecting the possible conditions at the site.

b. A colored condition flag will be on display, reflecting the current condition at the site at the time.

c. Two wind socks will be placed in strategic locations, visible from all angles.

Mud program:

The mud program has been designed to minimize the volume of H2S circulated to surface. The operator will have the necessary mud products to minimize hazards while drilling in H2S bearing zones.

Metallurgy:

a. All drill strings, casings, tubing, wellhead, blowout preventer, drilling spool, kill lines, choke manifold and lines, and valves shall be suitable for H2S service.

b. All elastomers used for packing and seals shall be H2S trim.

Communication:

Communication will be via two way radio in emergency and company vehicles. Cell phones and land lines where available.

H2S CONTINGENCY DRILLING PLAN EMERGENCY CONTACTS

Company Offices - Lime Rock Houston Office Answering Service (After Hours) Artesia, NM Office Roswell, NM

713-292-9510 713-292-9555 575-748-9724 575-623-8424

KEY PERSONNEL

Name	Title	Location	Office #	Cell #	Home #
Mike Loudermilk	Operations Manager	Houston	713-292-9526	832-331-7367	Same as Cell
Spencer Cox	Production Engineer	Houston	713-292-9528	432-254-5140	Same as Cell
Eric McClusky	Production Engineer	Houston	713-360-5714	405-821-0534	832-491-3079
Jerry Smith	Assistant Production Supervisor	Artesia	575-748-9724	505-918-0556	575-746-2478
Michael Barrett	Production Supervisor	Roswell	575-623-8424	505-353-2644	575-623-4707
Dalw Kennard	Well Site Supervisor	Rotates on Site	NA	575-420-1651	NA
Gary McCelland	Well Site Supervisor	Rotates on Site	NA	903-503-8997	NA
Brad Tate	Well Site Supervisor	Rotates on Site	NA	575-441-1966	NA
Dave Williamson	Well Site Supervisor	Rotates on Site	NA	575-308-9980	NA

	Agency Call List					
City	Agency or Office	Telephone #				
Artesia	Ambulance	911				
Artesia	State Police	575-746-2703				
Artesia	Sherriff's Office	575-746-9888				
Artesia	City Police	575-746-2703				
Artesia	Fire Department	575-746-2701				
Artesia	Local Emergency Planning Committee	575-746-2122				
Artesia	New Mexico OCD District II	575-748-1283				
Carlsbad	Ambulance	911				
Carlsbad	State Police	575-885-3137				
Carlsbad	Sherriff's Office	575-887-7551				
Carlsbad	City Police	575-885-2111				
Carlsbad	Fire Department	575-885-2111				
Carlsbad	Local Emergency Planning Committee	575-887-3798				
Carlsbad	US DOI Bureau of Land Management	575-887-6544				
State Wide	New Mexico Emergency Response Commisssion ("NMERC")	505-476-9600				
State Wide	NMERC 24 Hour Number	505-827-9126				
State Wide	New Mexico State Emergency Operations Center	505-476-9635				
National	National Emergency Response Center (Washington D.C.)	800-424-8802				

	Emerge	ency Services			
Name	Service	Location	Telephone Number	Alternate Number	
Boots & Coots International Well Control	Well Control	Houston / Odessa	1-800-256-9688	281-931-8884	
Cudd Pressure Control	Well Control/Pumping	Odessa	915-699-0139	915-563-3356	
Baker Hughes Inc.	Pumping Services	Artesia, Hobbs & Odessa	575-746-2757	Same	
Total Safety	Safety Equipment & Personnel	Artesia	575-746-2847	Same	
Cutter Oilfirld Services	Drilling Systems Equipment	Midland	432-488-6707	Same	
Safety Dog	Safety Equipment & Personnel	Artesia	575-748-5847	575-441-1370	
Fighting for Life	Emergency Helicopter Evacuation	Lubbock	806-743-9911	Same	
Aerocare	Emergency Helicopter Evacuation	Lubbock	806-747-8923	Same	
Med Flight Air Ambulance	Emergency Helicopter Evacuation	Alburquerque	505-842-4433	Same	
Artesia General Hospital	Emergency Medical Care	Artesia	575-748-3333	702 North 13th Street	

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Pressure Control Equipment

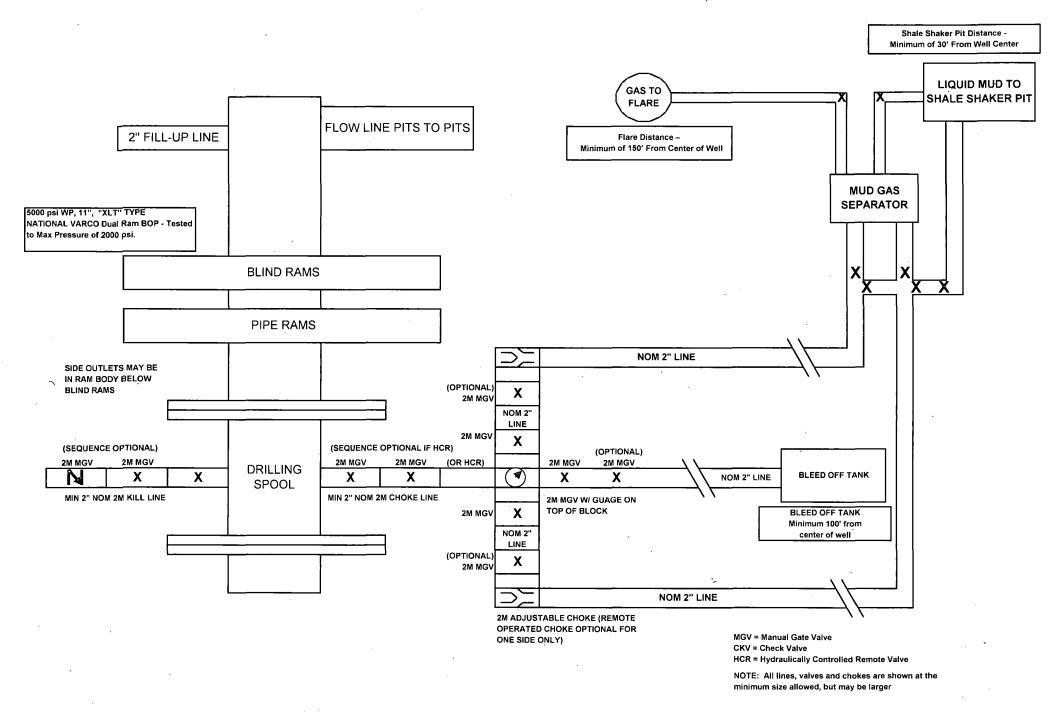
The blowout preventer equipment (BOP) will consist of a 5000 psi rated, "XLT" type, National VARCO double ram preventer that will be tested to a maximum pressure of 2000 psi. The unit will be hydraulically operated and the ram type preventer will be equipped with blind rams on top and drill pipe rams on bottom. The 2M BOP will be installed on the 8 5/8" surface casing and utilized continuously until total depth is reached. All casing strings will be tested as per Onshore Order #2. This also includes a thirty day (30) test, should the rig still be operating on the same well in thirty days.

Pipe rams will be operated and checked each 24 hour period and each time the drill pipe is out of the hole. These functional tests will be documented on the daily drilling logs.

The BOP equipment will consist of the following:

- Double ram with blind rams (top) and pipe rams (bottom),
- Drilling spool, or blowout preventer with 2 side outlets (choke side shall be a 2" minimum diameter, kill side will be at least 2 inch diameter),
- Kill line (2 inch minimum),
- A minimum of 2 choke line valves (2 inch minimum),
- 2 inch diameter choke line,
- 2 kill valves, one of which will be a check valve (2 inch minimum),
- 2 chokes, one of which will be capable of remote operation,
- Pressure gauge on choke manifold,
- Upper Kelly cock valve with handle available,
- Safety valve and subs to fit all drill string connections in use,
- All BOPE connections subjected to well pressure will be flanged, welded, or clamped,
- A Fill-up line above the uppermost preventer.

2M BOP SCHEMATIC



LRE Operating, LLC

Staley State #27

Unit J, S30-T17S-R28E, Eddy County, NM

Design: Closed Loop System with roll-off steel bins (pits)

CRI/HOBBS will supply (2) bins (100 bbl) volume, rails and transportation relating to the Close Loop System. Specification of the Closed Loop System is attached.

Contacts: Gary Wallace (432) 638-4076 Cell (575) 393-1079 Office

Scomi Oil Tool: Supervisor – Armando Soto (432) 553-7979 Hobbs, NM

Monitoring 24 Hour service Equipment:

Centrifuges – Derrick Brand Rig Shakers – Brandt Brand D-watering Unit Air pumps on location for immediate remediation process Layout of Close Loop System with bins, centrifuges and shakers attached.

Cuttings and associated liquids will be hauled to a State regulated third party disposal site (CRI or Controlled Recovery, Inc.). The disposal site permit is DFP = #R9166.

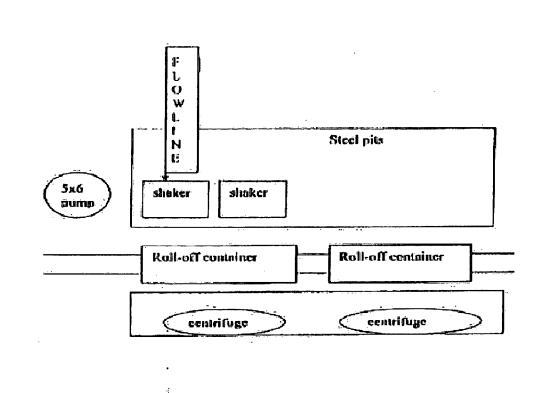
2- (250 bbl) tanks to hold fluid
2-CRI bins with track system
2-500 bbl frac tanks with fresh water
2-500 bbl frac tanks for brine water

Operations:

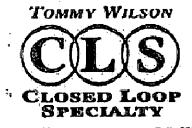
Closed Loop System equipment will be inspected daily by each tour and any necessary maintenance performed. leak in system will be repaired and/or contained immediately. OCD will be notified within 48 hours of any spill. Remediation process will start immediately.

<u>Closure:</u>

During drilling operations all liquids, drilling fluids and cuttings will be hauled off via CRI equipment to DFP #R9166.



This will be maintained by 24 hour solids control personnel that stay on location.



OMICe: 915.746.1689

Celli 575.748.6367