

RECEIVED: <u>02/15/2019</u>	REVIEWER:	TYPE: <u>SWD</u>	APP NO: <u>PMAM19119 36697</u>
--------------------------------	-----------	---------------------	-----------------------------------

ABOVE THIS TABLE FOR OCD DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
 - Geological & Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



ADMINISTRATIVE APPLICATION CHECKLIST

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Applicant: Goodnight Midstream Permian, LLCOGRID Number: 372311Well Name: TED 28 SWD 1API: 30-025-44386Pool: SWD; San Andres-GlorietaPool Code: 96127

SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED BELOW

1) **TYPE OF APPLICATION:** Check those which apply for [A]

A. Location - Spacing Unit - Simultaneous Dedication

☐ NSL☐ NSP (PROJECT AREA)☐ NSP (PRORATION UNIT)☐ SD

B. Check one only for [I] or [II]

[I] Commingling - Storage - Measurement

☐ DHC☐ CTB☐ PLC☐ PC☐ OLS☐ OLM

[II] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery

☐ WFX☐ PMX☒ SWD☐ IPI☐ EOR☐ PPR2) **NOTIFICATION REQUIRED TO:** Check those which apply.A. ☒ Offset operators or lease holdersB. ☐ Royalty, overriding royalty owners, revenue ownersC. ☒ Application requires published noticeD. ☒ Notification and/or concurrent approval by SLOE. ☒ Notification and/or concurrent approval by BLMF. ☒ Surface ownerG. ☒ For all of the above, proof of notification or publication is attached, and/or,H. ☐ No notice required**FOR OCD ONLY**☐

Notice Complete

☐Application
Content
Complete

3) **CERTIFICATION:** I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

2/12/2019

Rich Rehm COO

Date

Print or Type Name

(214) 391 2039

Phone Number

Signature

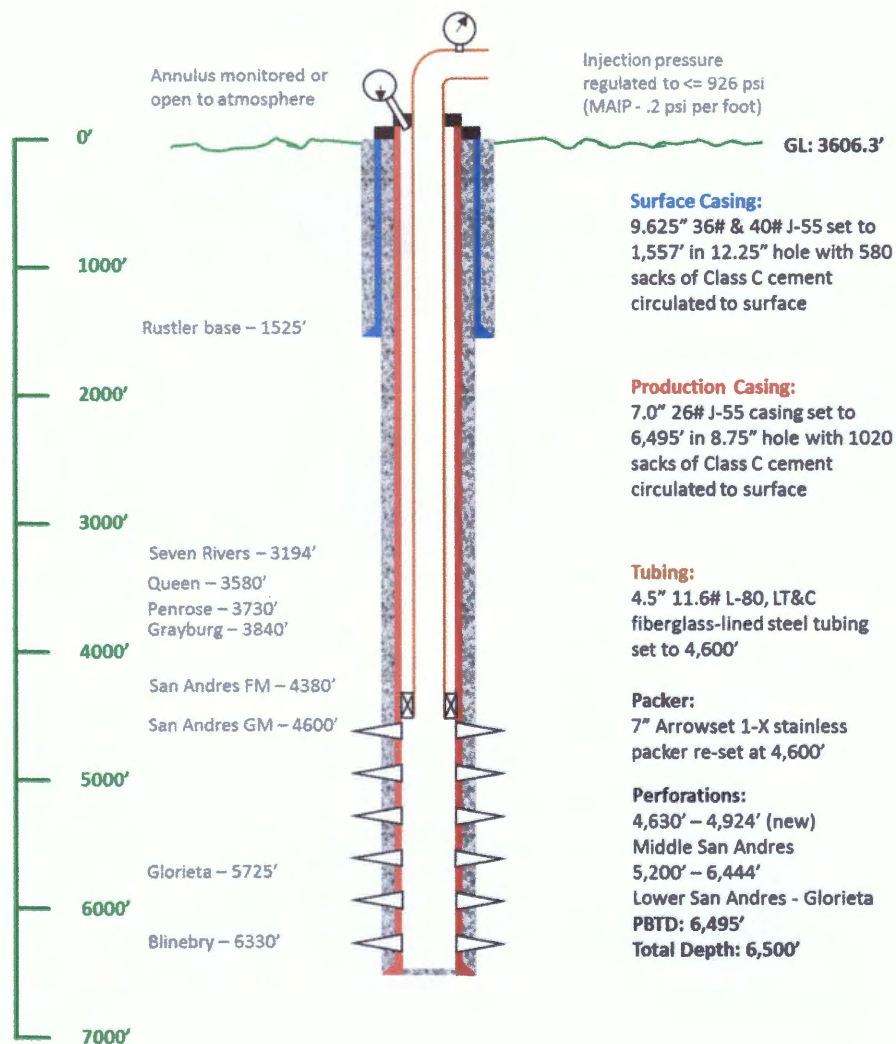
rrehm@goodnightmidstream.com

e-mail Address

INJECTION WELL DATA SHEET

OPERATOR: Goodnight Midstream Permian, LLCWELL NAME & NUMBER: TED 28 SWD #001 (API# 30-025-44386)

WELL LOCATION: 2402' FNL & 1911' FWL F 28 21S 36E
 FOOTAGE LOCATION UNIT LETTER SECTION TOWNSHIP RANGE

WELLBORE SCHEMATICWELL CONSTRUCTION DATASurface CasingHole Size: 12-1/4" Casing Size: 9-5/8"Cemented with: 580 sx. or ft³Top of Cement: 0' Method Determined: CirculatedIntermediate CasingHole Size: Casing Size: Cemented with: sx. or ft³Top of Cement: Method Determined: Production CasingHole Size: 8-3/4" Casing Size: 7"Cemented with: 1020 sx. or ft³Top of Cement: 0' Method Determined: Circulated & CBLTotal Depth: Injection Interval (Proposed)4630' feet to 6444'

(Perforated or Open Hole; indicate which)

INJECTION WELL DATA SHEETTubing Size: 4-1/2" Lining Material: FiberglassType of Packer: 7" Arrowset 1-X Stainless SteelPacker Setting Depth: Current-5,170'/Proposed-4,600'

Other Type of Tubing/Casing Seal (if applicable): _____

Additional Data

1. Is this a new well drilled for injection? X Yes No

If no, for what purpose was the well originally drilled? _____

2. Name of the Injection Formation: Middle/lower San Andres & Glorieta

3. Name of Field or Pool (if applicable): SWD; San Andres-Glorieta (96127)

4. Has the well ever been perforated in any other zone(s)? List all such perforated intervals and give plugging detail, i.e. sacks of cement or plug(s) used. No

5. Give the name and depths of any oil or gas zones underlying or overlying the proposed injection zone in this area: _____

Over: Yates~ (3130'); Seven Rivers (3194'); Queen (3580')Under: None

APPLICATION FOR AUTHORIZATION TO INJECT

TED 28 SWD #001 – API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico

- I. **BACKGROUND:** The original TED 28 SWD 1 application was protested by Penroc Oil Corporation. The objection was resolved by negotiated settlement to limit disposal to the lower San Andres & Glorieta and the well was approved and completed within the 5200' – 6500' interval. Penroc has subsequently signed an agreement with Goodnight Midstream Permian, LLC (Goodnight) to withdraw their right to protest intervals deeper than 4600'. The signed agreement is included as Attachment I-1.

PURPOSE: The purpose of this application is to gain approval to recomplete the TED 28 SWD 1 saltwater disposal well to include the middle San Andres interval from 4630' - 4924'. This application DOES qualify for administrative approval.

Operator Restriction Agreement— Attachment I-1 (5 pages)

TED 28 SWD #001 – API# 30-025-44386
2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E
Lea County, New Mexico

OPERATING RESTRICTIONS AGREEMENT

This Operating Restrictions Agreement (this "**Agreement**") is made and entered into on this 29th day of October 2018 (the "**Effective Date**") between **PENROC OIL CORPORATION**, whose address is 1515 Calle Sur, Suite 174, Hobbs, New Mexico 88240 ("**Penroc**") and **GOODNIGHT MIDSTREAM PERMIAN, LLC**, whose address is 5910 North Central Expressway, Suite 850, Dallas, Texas 75206, ("**Goodnight**") (Penroc and Goodnight may referred to individually as a "**Party**" or collectively as the "**Parties**").

RECITALS

1. Goodnight plans to operate additional saltwater disposal injection wells in Section 28, Township 21S, Range 36E, Lea County, New Mexico (the "**Subject Area**").
2. Penroc is the operator of oil and gas wells currently producing from the Arnott, Ramsey, Lockhart and Felton formations in areas offsetting the Subject Area (each a "**Penroc Well**", and collectively, the "**Penroc Wells**").
3. Penroc and Goodnight desire to enter into this separate Agreement to govern the rights and obligations of the Parties with respect to each Party's operations in and around the Subject Area.

Accordingly, for an in consideration of the mutual benefits derived and to be derived from this Agreement and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1. **Goodnight Injection Permits.** Goodnight has or will make application to the New Mexico Oil Conservation Division seeking permits to conduct commercial saltwater disposal activities by injecting saltwater into saltwater disposal wells located within the Subject Area. Neither Penroc, nor any of its affiliates, employees, agents, officers, directors or representatives (nor anyone on their respective behalf) shall protest any such application made by Goodnight, provided that any such application by Goodnight be limited to an injection intervals at depths which are at least 4600 feet below the surface of the Earth and deeper.

2. **Injection Pressures.** Goodnight further agrees that the injection pressures with respect to any injection well drilled and operated by Goodnight in the Subject Area (each, an "**Injection Well**") shall be limited to not more than 0.2 psi/ft. This pressure limitation shall be monitored by SCADA systems, installed by Goodnight at its expense. For a period of two (2) years preceding the date of request, but only with respect to any Injection Well which is located within one-half (1/2) mile from any Penroc Well which is producing or capable of producing in commercial quantities (each such Penroc Well, a "**Proximity Well**"), Penroc shall be entitled to receive from Goodnight, upon written request, during normal business hours, access to the data collected by the SCADA monitoring systems installed on each Injection Well. If at any time, the casing/tubing annulus pressure for any Injection Well which is located within one-half (1/2) mile of a Proximity Well exceeds 400 psig, Goodnight shall promptly notify Penroc of such occurrence.

3. **Protection of Proximity Wells.** With respect to each Proximity Well, Penroc and Goodnight shall have the following additional obligations:

- a. Penroc shall monitor hydrocarbon and produced water production from each Proximity Well for the purposes of comparing such data to hydrocarbon and produced water production prior to the commencement of Goodnight's injection operations. Upon written request from Goodnight, Penroc shall deliver its collected data to Goodnight, or provide Goodnight access, during normal business hours, to such information.
- b. If, based upon the data collected pursuant to Section 3(a), Penroc concludes that that an Injection Well(s) has reduced the profitability of a Proximity Well, Penroc shall promptly notify Goodnight and provide Goodnight with (or afford Goodnight reasonable access to) information supporting Penroc's conclusion that an Injection Well has negatively impacted a Proximity Well. Upon its receipt of any such notice, Goodnight shall have a period of time, not to exceed sixty (60) days within which to utilize downhole tracer materials (in a type and in a manner agreed to by the Parties; provided however, that if the Parties are unable to agree on the manner in which to employ tracer materials within thirty (30) days, the Parties will select a mutually agreeable petroleum engineer as an expert to determine the method for testing Penroc's conclusion, and if the Parties cannot agree upon an expert, each Party shall select an expert, and the experts shall select a single expert) for the purposes of attempting confirm or disprove Penroc's determination that a Proximity Well is negatively affected by an Injection Well.
- c. If the results of testing performed pursuant to Section 3(b) conclusively show that a Proximity Well was negatively impacted by an Injection Well (each such Proximity Well that is negatively impacted, an "*Affected Well*"), then in such case (i) Goodnight agrees to accept and dispose of produced water from the Affected Well at no cost to Penroc; and (ii) Goodnight shall have a period of not more than six (6) months from the date it is conclusively shown by the testing performed pursuant to Section 3(b) that a Proximity Well is an Affected Well (the "*Repair Period*"), to undertake operations designed to remedy the negative impacts to the Affected Well.
- d. If, despite its efforts during the Repair Period, Goodnight is unable to eliminate conditions affecting an Affected Well or to repair an Affected Well as nearly as possible to the condition it was in prior to it becoming an Affected Well, then Goodnight agrees that it shall reimburse to Penroc the net present value of recoverable hydrocarbons which would have otherwise been recovered but for the impacts of an Injection Well on such Affected Well (such amount, the "*Impact Value*"). The Impact Value shall be determined by an independent, expert valuation. The Parties shall each select an experienced oil and gas valuation expert, who shall thereafter attempt to establish the Impact Value. If the experts chosen by each Party are unable to agree upon the Impact Value,

10/11

then the experts shall mutually agree upon a third expert to establish the Impact Value. The Parties agree that the determination of Impact Value shall be completed reasonably promptly following the end of the Repair Period, but in no event longer than ninety (90) days following the end of the Repair Period. The determination of Impact Value by the third party expert shall be binding upon all Parties. The expenses of the experts shall be borne by the Party selecting such expert. The expenses associated with the third party expert shall be borne equally by the Parties.

4. **Indemnity.** Penroc, its affiliates, heirs, assigns and other working interest owners in the Subject Area will not be responsible for any legal, land, surface and subsurface claims brought against Penroc, et al., as a result of any and all activities performed by Goodnight or any of its contractors. Goodnight hereby indemnifies Penroc, et al., in the event of any such claims.

5. **Miscellaneous.**

- a. *Notices.* Any notice required or permitted under this Agreement must be in writing. Any notice required by this Agreement will be deemed to be delivered (whether actually received or not) when deposited with the United States Postal Service, postage prepaid, certified mail, return receipt requested, and addressed to the intended recipient at the address shown in this Agreement. Notice may also be given by regular mail, personal delivery, courier delivery, facsimile transmission or other commercially reasonable means and will be effective when actually received.
- b. *Alternative Dispute Resolution.* The Parties agree to mediate in good faith before filing a suit for damages.
- c. *Attorney's Fees.* In any action brought to enforce or contest any provision of this Agreement, or to obtain a declaration of the rights or responsibilities of any Party hereunder, the prevailing Party shall be entitled to recover all costs and expenses (including reasonable attorney's fees) incurred by such Party in connection with such action.
- d. *Governing Law and Venue.* This Agreement shall be governed by the Laws of the State of New Mexico without giving effect to any choice or conflict of law provision or rule that would cause the application of the laws of any jurisdiction other than the State of New Mexico. Venue for any action brought with respect to this Agreement or any matter arising hereunder shall be in Lea County, New Mexico.
- e. *Successors and Assigns.* This Agreement shall be binding upon the Parties and their respective successors and assigns.
- f. *Severability.* In the event any one or more of the provisions contained in this Agreement shall for any reason be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any

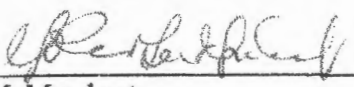
other provision, and this Agreement shall be construed as if such invalid, illegal, or unenforceable provision had never been contained herein.

- g. *Counterparts.* This Agreement may be executed in separate counterparts, and the executed counterparts shall together constitute one instrument and shall have the same force and effect as if each of the Parties had executed the same instrument. Electronic signatures or scans of executed signatures (in portable document format) shall constitute originals for all purposes.
- h. *Entire Agreement.* This Agreement fully sets forth the terms and conditions mutually agreed to by the Parties and there are no other oral or written agreements between the Parties which modify, alter or amend this Agreement. This Agreement may not be modified or amended except by a written instrument executed by all Parties.

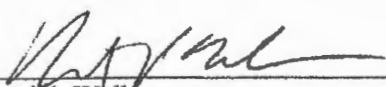
[Signature Page to Follow]

This Agreement has been executed as of the dates set out in the acknowledgements below to be effective for all purposes as of the Effective Date.

PENROC OIL CORPORATION

By: 
Name: M. Merchant
Title: President

GOODNIGHT MIDSTREAM PERMIAN, LLC

By: 
Name: Patrick Walker
Title: CEO

[signature page]

II. OPERATOR: Goodnight Midstream Permian, LLC (OGRID 372311)
ADDRESS: 5910 N Central Expressway, Suite 850 Dallas, TX 75206 OPERATOR PHONE: (214) 891-2039
AGENT: Midcon Resource Group, LLC – Thomas Schumacher
AGENT PHONE: (701) 400-9909 AGENT EMAIL: tom@midcongroup.com

III. WELL DATA: Well data for this recompletion is listed below and detailed on the Current and Proposed Wellbore Schematics that are included as Attachments III-1 & III-2.

A. The following well data must be submitted for each injection well covered by this application. The data must be both in tabular and schematic form and shall include:

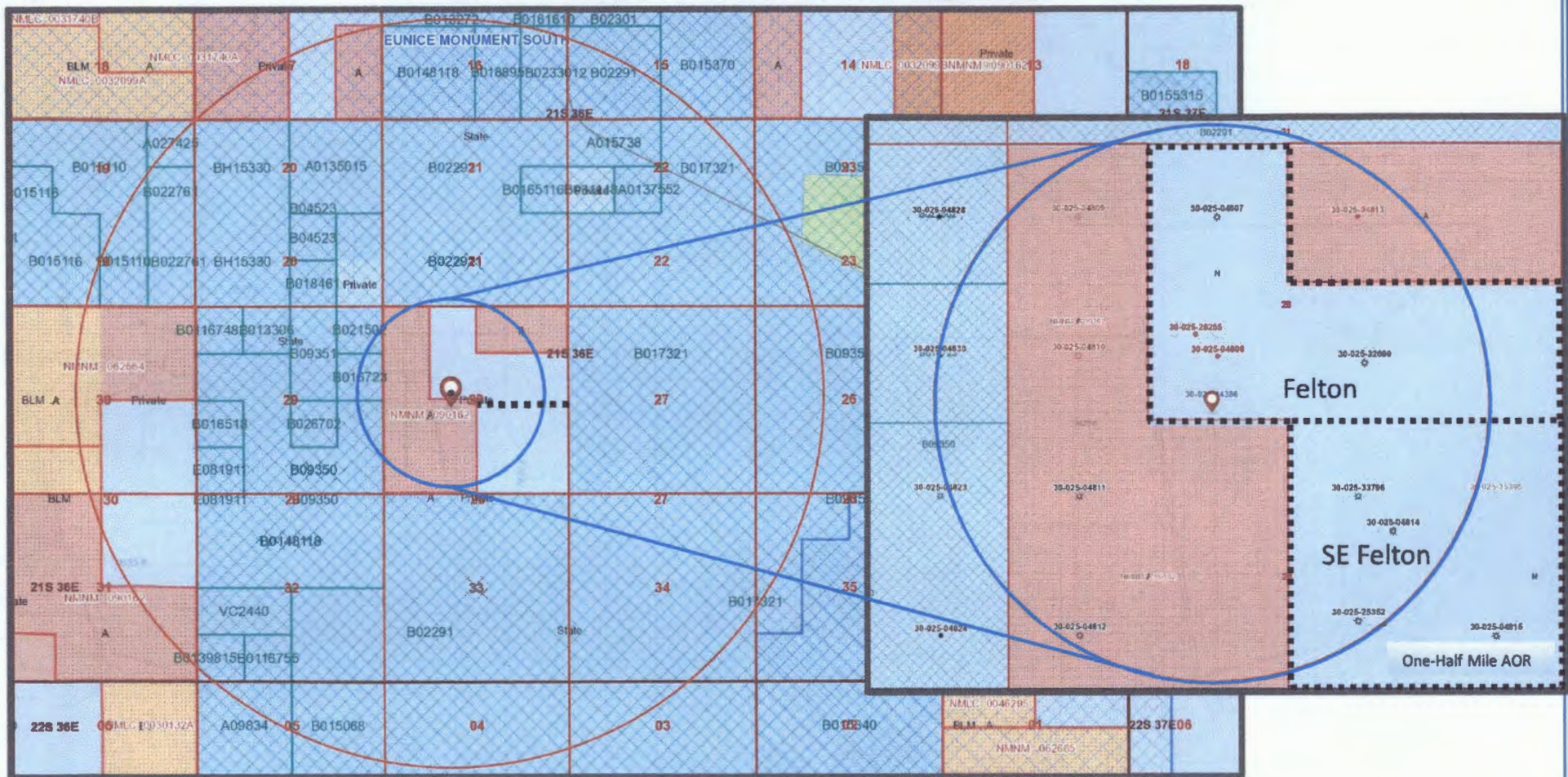
- (1) LEASE NAME: TED 28 SWD LEASE TYPE: Fee
WELL NAME & NO.: TED 28 SWD #001
LOCATION: 2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E
- (2) SURFACE CASING: The 9.625" 36# & 40# J-55 was set to 1,557' in 12.25" hole and cemented with 580 sacks of Class C cement that was circulated to surface.
PRODUCTION CASING: The 7" 26# J-55 production casing was set to 6,495' in an 8.75" hole and cemented with 1020 sacks of Class C cement that was circulated to surface and confirmed with CBL.
- (3) TUBING: The 4.5" 11.6# L-80, LT&C fiberglass-lined steel tubing will be re-set to ~4,600'.
- (4) PACKER: The 7" Arrowset 1-X stainless packer will be re-set to ~4,600'.

B. The following must be submitted for each injection well covered by this application. All items must be addressed for the initial well.

- (1) INJECTION FORMATION: SWD; San Andres-Glorieta (96127)
- (2) INJECTION INTERVAL: The current perforated injection interval is from 5200' – 6444'. This application is to recomplete the well and perforate the middle San Andres interval from 4630' - 4924'.
- (3) WELL'S ORIGINAL PURPOSE: The well was drilled as a saltwater disposal well and will continue to operate as such.
- (4) CURRENT PERFORATED INTERVAL STATUS: Current perforated interval is from 5200' – 6444' and will remain open for disposal.
- (5) NEXT HIGHER OIL/GAS ZONE: Queen (3580'-3730')
NEXT LOWER OIL/GAS ZONE: None

- IV. **EXPANSION PROJECT STATUS:** This is not an expansion of an existing project. It is a request to recomplete the well to include the middle San Andres interval from 4630' - 4924'.
- V. **AREA OF REVIEW MAPS:** Updated maps that identify leases and wells within two miles of the TED 28 SWD 1 with finer detail inset maps detailing the well's one-half mile area of review (AOR) are included as Attachments V-1 and V-2. Additionally, Attachment V-3 is a plat that maps the tracts within the AOR and Attachment V-4 details their lessor, lease, lessee of record and operators.

AOR & All Leases Within 2 Miles - Attachment V-1



LEGEND TO MAP

PLSS First Division

PLSS Townships

NMSLO Oil and Gas Leases (Updated Weekly)

BLM Fluid Min Units (Updated 6-1-2017)

BLM Fluid Min Leases (Updated 6-1-2017)

Comm Agreements (Updated 6-1-2017)

Participating Areas (Updated 6-1-2017) Mineral Ownership

New Mexico Counties

New Mexico Towns

NMDOT GPS ROADS

NMDOT Railroads

<all other values>

A-All minerals are owned by U.S.

C-Only coal is owned by the U.S.

G-Only oil, gas and coal are owned by the U.S.

N-No minerals are owned by the U.S.

O-Only oil and gas are owned by the U.S.

T-Other minerals are owned by the U.S.

Land Ownership

BLM

BOR

DOD

DOE

FS

FWS

I

NPS

P

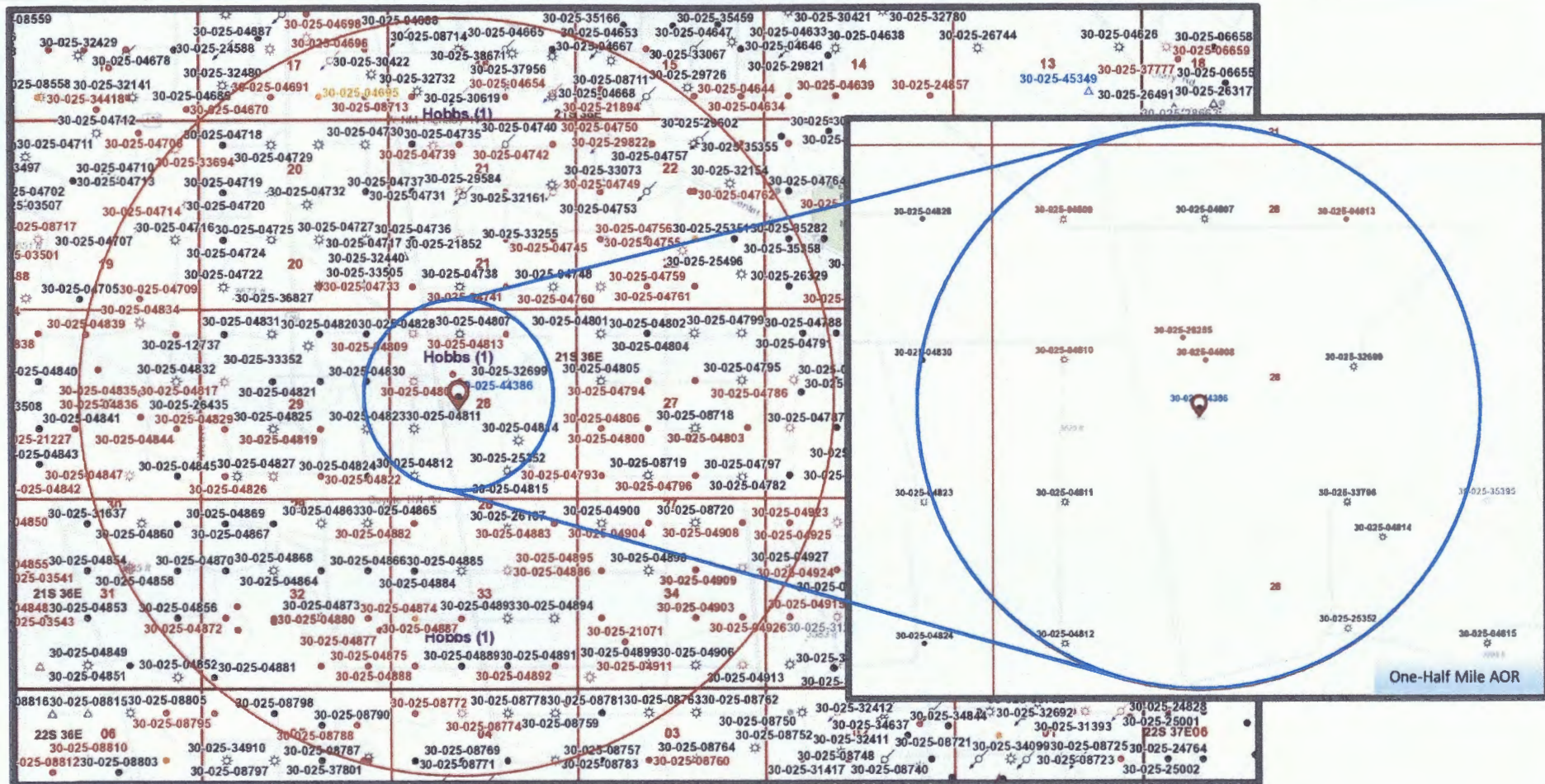


US Census Bureau, NMDOT, U.S. BLM, Bureau of Land Management, Texas Parks & Wildlife, Earl. HERE, Garmin, INCREMENT P, USGS, METI/NASA, NGA, EPA, USDA, BLM

New Mexico Oil Conservation Division

NM OCD Oil and Gas Map. <http://nm-emnd.maps.arcgis.com/apps/webappviewer/> New Mexico Oil Conservation Division

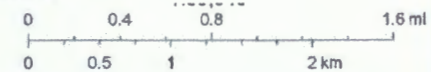
AOR & All Wells Within 2 Miles - Attachment V-2



Well Locations - Small Scale	Well Locations - Large Scale	CO2, Temporarily Abandoned	Injection, Active	Oil, Cancelled	Salt Water Injection, New
• Active	• Miscellaneous	• Gas Active	• Injection, Cancelled	• Oil, New	• Salt Water Injection, Plugged
• New	• CO2 Active	• Gas, Cancelled, Never Drilled	• Injection, New	• Oil, Plugged	• Salt Water Injection Temporarily Abandoned
• Plugged	• CO2 Cancelled	• Gas, New	• Injection, Plugged	• Oil, Temporarily Abandoned	• Water, Active
• Cancelled	• CO2 New	• Gas, Plugged	• Injection, Temporarily Abandoned	• Salt Water Injection, Active	• Water, Cancelled
• Temporarily Abandoned	• CO2, Plugged	• Gas, Temporarily Abandoned	• Oil, Active	• Salt Water Injection, Cancelled	• Water, New

One-Half Mile AOR

Two Mile Radius

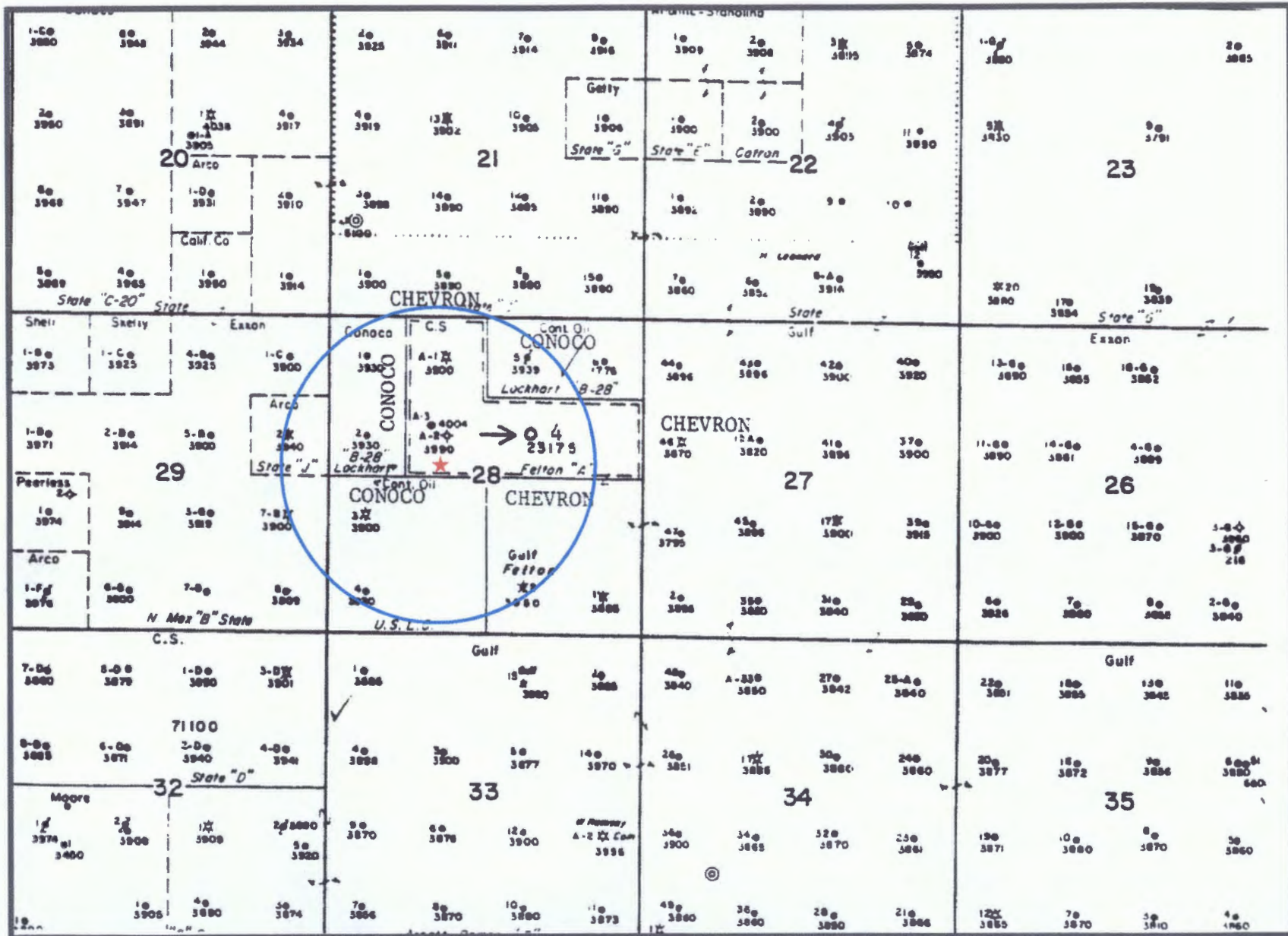


OCD, Bureau of Land Management, Texas Parks & Wildlife, Eari, HERE, Garmin, INCREMENT P, USGS, METI/NASA, NGA, EPA, USDA, BLM

New Mexico Oil Conservation Division
NM OCD Oil and Gas Map. <http://nm-emrtd.maps.arcgis.com/apps/webappviewer/> New Mexico Oil Conservation Division

GOODNIGHT
MIDSTREAM

Lease Tracts Within AOR – Attachment V-3



○ One-Half Mile AOR

GOODNIGHT
MIDSTREAM

★ Location of TED 28 SWD 1

Lease Details Within AOR – Attachment V-4

LEASE DETAILS WITHIN AOR - ATTACHMENT V-4				
Lease Area in AOR	Lessor	Lease	Lessee(s) of Record	Well Operator(s)
SWSW (M) Sec-21	NMSLO	B002290001	Chevron USA Inc.	P&A (Gulf)
SESW (N) Sec-21				Penroc Oil Corp
SWSE (O) Sec-21				P&A (Chevron)
NENE Sec-28	BLM	NMNM 090162	Apache, Burleson, Chevron USA, ConocoPhillips	none
NWNE Sec-28				P&A (Continental)
W2NW4; SW4 Sec-28				Penroc Oil Corp
E2NW; S2NE Sec-28	Private	Felton	Oxy USA WTP	Oxy USA WTP
SE Sec-28	Private	Felton SE	ConocoPhillips	Penroc Oil Corp
NENE Sec-29	NMSLO	B021500002	John H Hendrix Corp	Southwest Royalties
SENE Sec-29		B016720003	ZPZ Delaware I LLC	Southwest Royalties
E2SE Sec-29		B009350000	ExxonMobil	XTO Energy

***VI. DATA ON WELLS IN AOR:** There are 13 existing vertical wells within the one-half mile AOR consisting of 8 producers and 5 P&A's. None of these wells intersect the San Andres-Glorieta Injection Zone. An updated tabulation of data on all wells of public record within the AOR is attached as Exhibit VI-1. It includes each well's API #, operator, spud date, location, construction, record of completion, type, status, and TVD. No new wells have been permitted or drilled within the AOR since injection was originally approved. Detailed wellbore illustrations are not required as none of these wells penetrate the proposed middle/lower San Andres or Glorieta intervals.

Data on Wells in AOR – Attachment VI-1

DATA ON WELLS IN AOR OF TED 28 SWD #001										
#	API	Operator	Well Name	Spud Date	Unit-Section (T21S-R36E)	D/V	Pool ID	Type	Status	TVD
1	30-025-04808	EMPIRE GAS & FUEL	FELTON #002	2/25/1935	F-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL)	Oil	P&A (SR)	3990
2	30-025-28255	OXY USA WTP LP	FELTON #003	8/18/1983	F-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL)	Oil	P&A (NR)	4004
3	30-025-04810	CONOCOPHILLIPS COMPANY	LOCKHART B 28 #002	< 2/13/1936	E-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL); [76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	P&A (SR)	3930
4	30-025-04811	PENROC OIL CORP	LOCKHART B 28 #003	2/19/1936	L-28	V	[76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3900
5	30-025-32699	OXY USA WTP LP	FELTON #004	11/3/1994	G-28	V	[76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	4000
6	30-025-33796	PENROC OIL CORP	S E FELTON #005	3/10/1997	J-28	V	[76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3803
7	30-025-04807	OXY USA WTP LP	FELTON #001	12/12/1935	C-28	V	[76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3900
8	30-025-04809	CONOCOPHILLIPS COMPANY	LOCKHART B 28 #001	2/24/1981	D-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL); [76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	P&A (SR)	3930
9	30-025-04814	PENROC OIL CORP	LOCKHART B 28 #006	4/6/1958	A-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL); [76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3950
10	30-025-04813	CONTINENTAL OIL CO	LOCKHART B 28 #005	No Record	B-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL)	Oil	P&A (SR)	3939
11	30-025-25352	PENROC OIL CORP	S E FELTON #002	1/28/1977	O-28	V	[76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3950
12	30-025-04812	PENROC OIL CORP	LOCKHART B 28 #004	2/19/1936	M-28	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL); [76480] EUMONT, YATES-7 RVRS-QUEEN (GAS)	Gas	Active	3900
13	30-025-04830	SOUTHWEST ROYALTIES INC	STATE J #001	06/14/1954	H-29	V	[22800] EUMONT, YATES-7 RVRS-QUEEN (OIL)	Oil	Active	3940

**** No new wells have been permitted or drilled within the AOR since injection was originally approved. Detailed wellbore illustrations or TOC's are not required as none of these wells penetrate the proposed Middle/Lower San Andres or Glorieta intervals.

VII. OPERATIONAL DATA: The proposed operation data was included with the original application and is again detailed below. The proposed Maximum Injection Pressure (MIP) has been amended to reflect the decreased depth of the top perforation and the Maximum Daily Rate is proposed to be limited by the MIP only.

- (1) PROPOSED AVERAGE & MAXIMUM DAILY RATE: Average Daily Rate ~15,000 bpd/Maximum Daily Rate - Limited by MIP (926 psi) only.
- (2) SYSTEM OPEN/CLOSED: System will be open and closed. Goodnight Midstream Permian, LLC is building a several dozen mile gathering system across multiple townships.
- (3) PROPOSED AVERAGE & MAXIMUM INJECTION PRESSURE: Average Injection Pressure will be ~750 psi. Maximum Injection Pressure will be 926 psi based on the proposed depth to top perf.
(0.2 psi/foot X 4630' = 926 psi)
- (4) INJECTION FLUID ANALYSIS: Injection fluid will be produced water from Permian Basin wells including Yates, Seven Rivers, Queen, Grayburg, San Andres, Delaware, Blinberry, Drinkard, Tubb, Bone Spring, Wolfcamp, Strawn, Pennsylvanian, and Morrow. Attachment VII-4.1 details water analysis data from the NM Produced Water Quality Database V.2 for many of these zones. Attachment VII-4.2 is a recent analysis of typical produced water that is currently being disposed through Goodnight's pipeline/disposal system in this area.

COMPATABILITY – EOG's RED HAT STATE SWD #001 is another SWD; San Andres-Glorieta disposal well in Lea County. A total of 2,242,837 barrels have been disposed through this well with no reported problems.

- (5) DISPOSAL ZONE FORMATION WATER: The San Andres is productive within a mile through the EUNICE MONUMENT SOUTH UNIT #456 (API# 30-025-04736). This well is 4557' NNW, located in Unit L of Section 21-21S-36E and produces from the upper San Andres through perforations at a depth of 3912'-4018'. It has a TD of 4104'.

The Glorieta has not been found productive within a mile. Attachment VII-5.1 details water analysis data from the NM Produced Water Quality Database V.2 for two Glorieta wells in township 20S-36E. TDS ranges from 19,087 to 135,670mg/l.

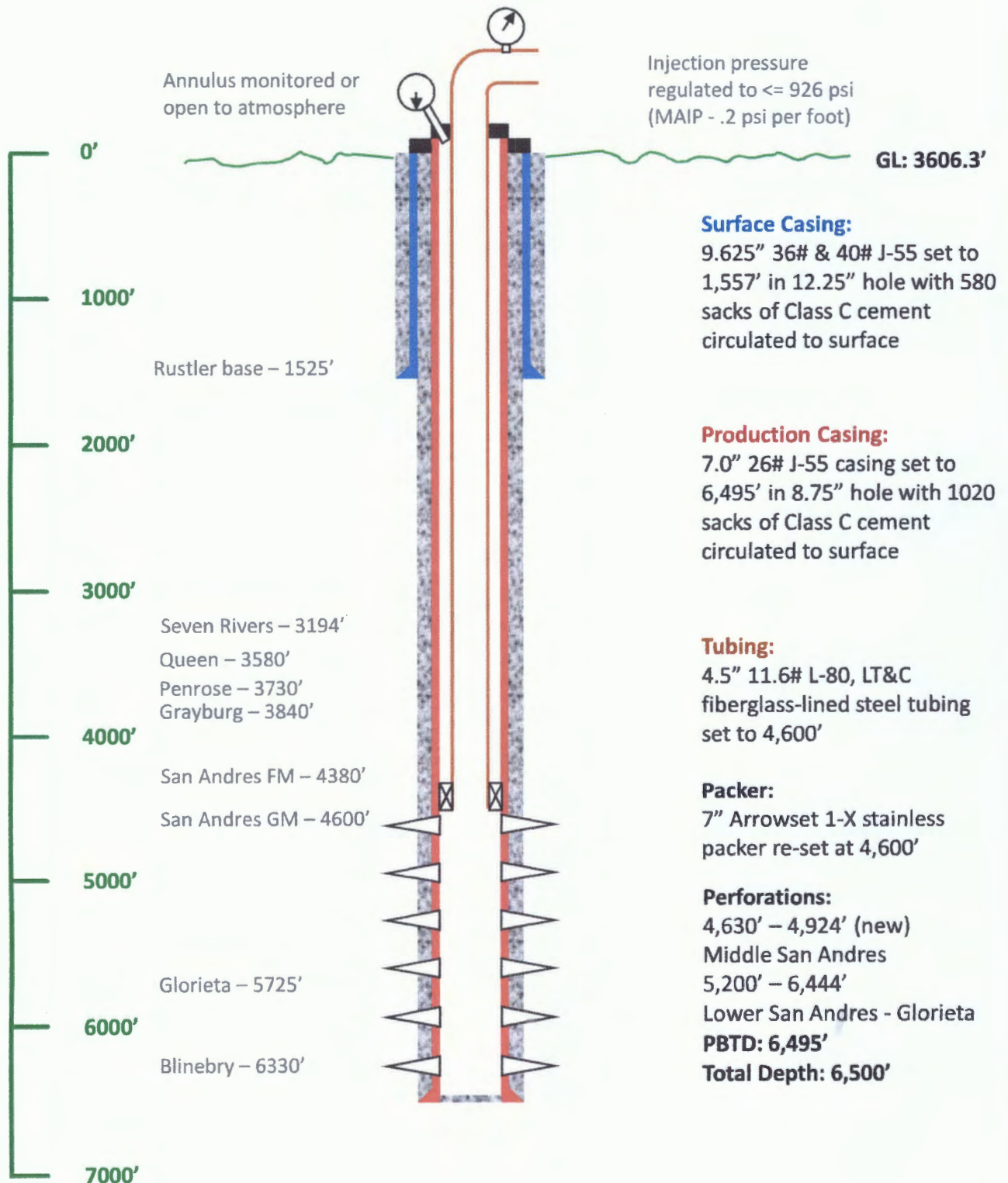
Formation water was swabbed during the original completion of the TED 28 SWD 1, analyzed, and results submitted to the OCD. Those results are included as Attachment VII-5.2

Proposed Wellbore Schematic – Attachment III-2

TED 28 SWD #001 – API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico

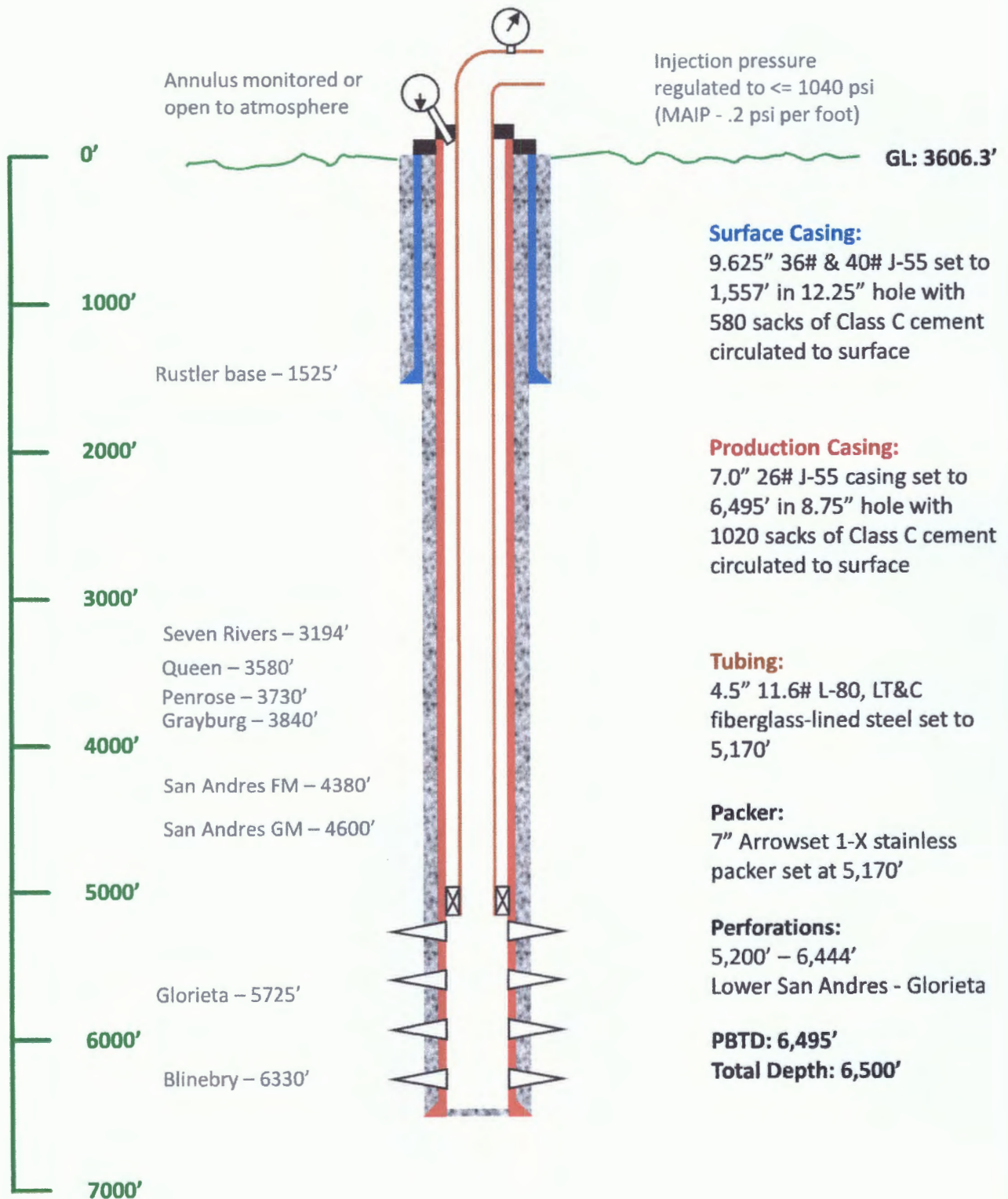


Current Wellbore Schematic – Attachment III-1

TED 28 SWD #001 – API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico

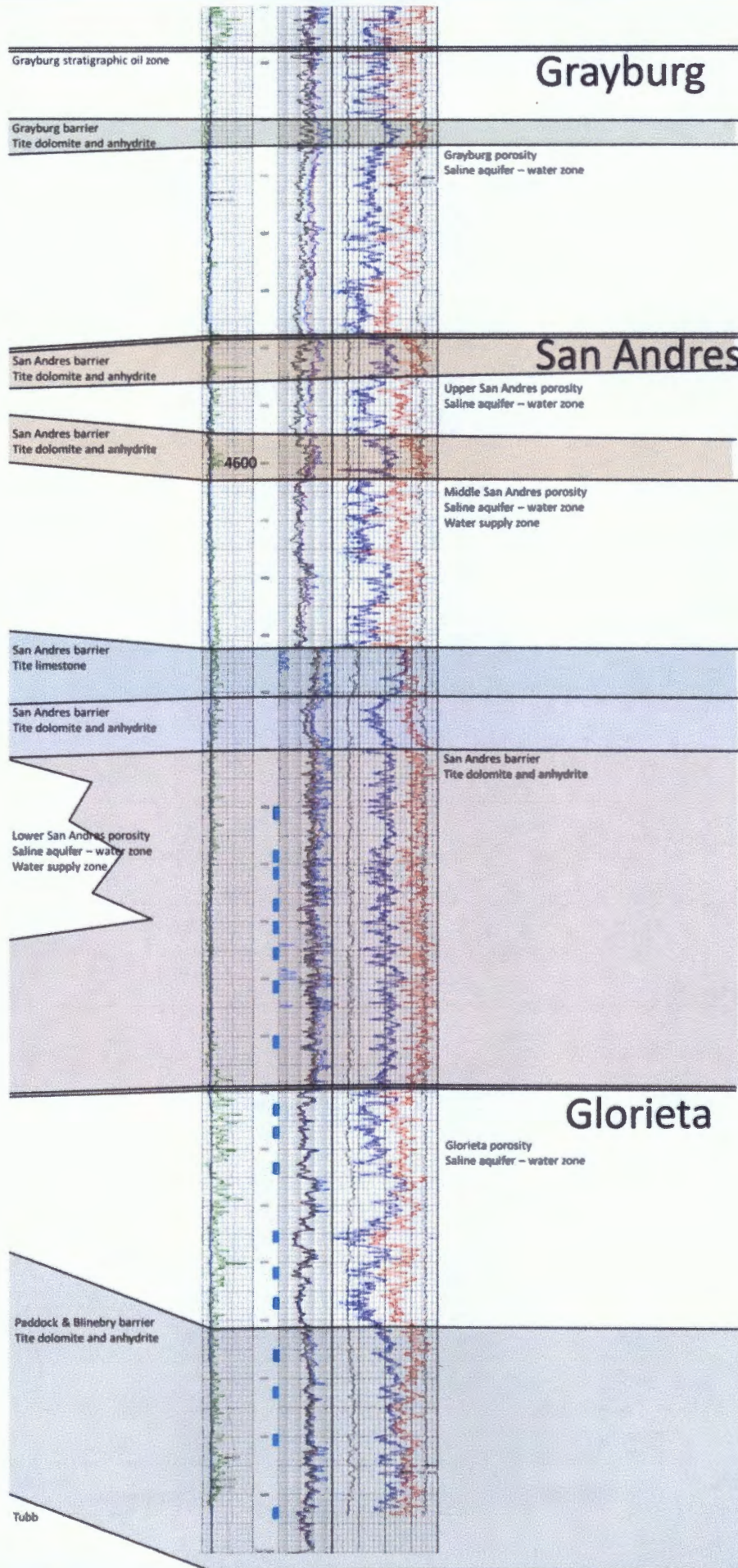


Appropriate Geologic Data- Attachment VIII-3

TED 28 SWD #001 - API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico



Water Analysis Data for Potential Permian Basin Source Water– Attachment VII-4.1

TED 28 SWD #001 – API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico

WATER ANALYSIS DATA FOR POTENTIAL PERMIAN BASIN SOURCE WATER - ATTACHMENT VII-4.1								
API	SECTION	TOWNSHIP	RANGE	FORMATION	tds mg/l	chloride mg/L	bicarbonate mg/L	sulfate mg/L
3002502424	11	20S	34E	BONE SPRING	29436	16720	634	1142
3002502427	12	20S	34E	BONE SPRING	15429			
3002502427	12	20S	34E	BONE SPRING	180701	108300	1016	670
3002502429	12	20S	34E	BONE SPRING	202606	118100	5196	992
3002502429	12	20S	34E	BONE SPRING	121800			
3002502431	12	20S	34E	BONE SPRING	147229	89640	108	1038
3002531696	2	20S	34E	DELAWARE	152064	102148	404	691
3002532105	2	20S	34E	DELAWARE	296822	215237	143	294
3002532466	2	20S	34E	DELAWARE	340838	245270	229	147
3002502427	12	20S	34E	DELAWARE	214787	132700	208	1816
3002502431	12	20S	34E	DEVONIAN	33414	18570	227	1961
3002502432	13	20S	34E	DEVONIAN	45778	26440	1145	729
3002501912	16	16S	34E	WOLFCAMP	164004	102500	4204	1249
3002501922	20	16S	34E	WOLFCAMP	104541	64290	280	541
3002501922	20	16S	34E	WOLFCAMP	104033	64080	268	515
3002501922	20	16S	34E	WOLFCAMP	105175	65570	207	192
3002501925	21	16S	34E	WOLFCAMP	86355	51800	610	665
3002501928	21	16S	34E	WOLFCAMP	119102	73300	227	454
3002501928	21	16S	34E	WOLFCAMP	35422	19170	979	1949
3002501930	22	16S	34E	WOLFCAMP	30015	14800	750	3300
3002501931	22	16S	34E	WOLFCAMP	87680	53000	301	681
3002501933	28	16S	34E	WOLFCAMP	59960	35100	515	1500
3002501933	28	16S	34E	WOLFCAMP	60309	35350	586	1297
3002501940	30	16S	34E	WOLFCAMP	82422	49890	361	787
3002501944	30	16S	34E	WOLFCAMP	83960	51410	418	641
3002502022	27	16S	34E	WOLFCAMP	85457	51020	544	1201
3001542895	2	23S	31E	WOLFCAMP	119472	73173		1036

Analytical Results For:

 Etech Environmental & Safety Solutions
 P.O. Box 301
 Lovington NM, 88260

 Project: GOODNIGHT MIDSTREAM
 Project Number: NONE GIVEN
 Project Manager: LANCE CRENSHAW
 Fax To: (575) 396-1429

 Reported:
 05-Feb-19 17:18

FENWAY
H900304-03 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories
Inorganic Compounds

Alkalinity, Bicarbonate	1630		5.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Alkalinity, Carbonate	<1.00		1.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Chloride*	73000		4.00	mg/L	1	9012811	AC	31-Jan-19	4500-Cl-B	
Conductivity*	146000		1.00	uS/cm	1	9013002	AC	30-Jan-19	120.1	
pH*	7.25		0.100	pH Units	1	9013002	AC	30-Jan-19	150.1	
Resistivity	0.0684			Ohms/m	1	9013002	AC	30-Jan-19	120.1	
Specific Gravity @ 60° F	1.076		0.000	[blank]	1	9013007	AC	30-Jan-19	SM 2710F	
Sulfate*	1810		250	mg/L	25	9013006	AC	30-Jan-19	375.4	
TDS*	107000		5.00	mg/L	1	9012801	AC	31-Jan-19	160.1	
Alkalinity, Total*	1340		4.00	mg/L	1	9012407	AC	30-Jan-19	310.1	

Green Analytical Laboratories
Total Recoverable Metals by ICP (E200.7)

Barium*	<10.0		10.0	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	
Calcium*	1730		20.0	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	
Iron*	10.2		10.0	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	
Magnesium*	271		20.0	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	
Potassium*	1100		200	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	
Sodium*	48600		200	mg/L	200	B901226	AES	04-Feb-19	EPA200.7	

Cardinal Laboratories

* = Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.



Celey D. Keene, Lab Director/Quality Manager

CARDINAL LABORATORIES SCALE INDEX WATER ANALYSIS REPORT

Company : GOODNIGHT MIDSTREAM
Lease Name : LAB # H900304-03
Well Number : FENWAY
Location : 32.456025 -103.274594

Date Sampled : 01/28/19
Company Rep. : RALPH TIJERINA

ANALYSIS

1. pH	7.25	
2. Specific Gravity @ 60/60 F.	1.0760	
3. CaCO ₃ Saturation Index @ 80 F.	+1.103	'Calcium Carbonate Scale Possible'
@ 140 F.	+2.013	'Calcium Carbonate Scale Possible'

Dissolved Gasses

4. Hydrogen Sulfide	ND	PPM
5. Carbon Dioxide	ND	PPM
6. Dissolved Oxygen	ND	PPM

Cations

		/	Eq. Wt.	=	MEQ/L
7. Calcium (Ca++)	1,730.00	/	20.1	=	86.07
8. Magnesium (Mg++)	271.00	/	12.2	=	22.21
9. Sodium (Na+)	48,600	/	23.0	=	2,011.82
10. Barium (Ba++)	0.000	/	68.7	=	0.00

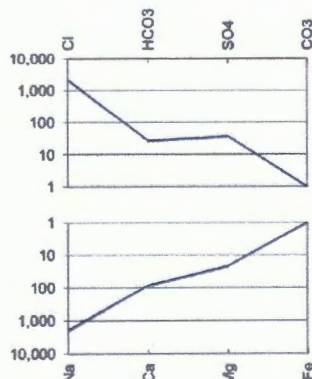
Anions

11. Hydroxyl (OH-)	0	/	17.0	=	0.00
12. Carbonate (CO ₃ =)	0	/	30.0	=	0.00
13. Bicarbonate (HCO ₃ -)	1,630	/	61.1	=	26.68
14. Sulfate (SO ₄ =)	1,810	/	48.8	=	37.09
15. Chloride (Cl-)	73,000	/	35.5	=	2,056.34

Other

16. Total Iron (Fe)	10.200	/	18.2	=	0.56
17. Total Dissolved Solids	107,000				
18. Total Hardness As CaCO ₃	5,436.0				
19. Calcium Sulfate Solubility @ 90 F.	5,879				
20. Resistivity (Measured)	0.068	Ohm/Meters	@ 77	Degrees (F)	

Logarithmic Water Pattern



PROBABLE MINERAL COMPOSITION

COMPOUND	Eq. Wt.	X	MEQ/L	=	mg/L
Ca(HCO ₃) ₂	81.04	X	26.68	=	2,162
CaSO ₄	68.07	X	37.09	=	2,525
CaCl ₂	55.50	X	22.30	=	1,238
Mg(HCO ₃) ₂	73.17	X	0.00	=	0
MgSO ₄	60.19	X	0.00	=	0
MgCl ₂	47.62	X	22.21	=	1,058
NaHCO ₃	84.00	X	0.00	=	0
NaSO ₄	71.03	X	0.00	=	0
NaCl	58.46	X	2,011.82	=	117,611

ND = Not Determined

Glorieta Disposal Zone Water in Township 20S-36E– Attachment VII-5.1

TED 28 SWD #001 – API# 30-025-44386

2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E

Lea County, New Mexico

GLORIETA DISPOSAL ZONE WATER in TOWNSHIP 20S-36E - ATTACHMENT VII-5.1									
WELL	API	SECTION	TOWNSHIP	RANGE	FORMATION	tds mgl	chloride mgl	bicarbonate mgl	sulfate mgl
CH WEIR A 7	3002506073	12	20S	37E	SKAGGS	135670	79600	1680	3100
APACHE STATE Q 1	3002506116	16	20S	37E	MONUMENT	19087	8250	430	3400



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

Sample ID	Laboratory ID	Matrix	Date Sampled	Date Received
LOWER ZONE # 1 SWAB	H802574-01	Water	10-Sep-18 08:50	11-Sep-18 16:43
LOWER ZONE # 2 SWAB	H802574-02	Water	10-Sep-18 09:05	11-Sep-18 16:43
LOWER ZONE # 3 SWAB	H802574-03	Water	10-Sep-18 09:25	11-Sep-18 16:43
LOWER ZONE # 4 SWAB	H802574-04	Water	10-Sep-18 09:40	11-Sep-18 16:43
UPPER ZONE # 1 SWAB	H802574-05	Water	10-Sep-18 12:15	11-Sep-18 16:43
UPPER ZONE # 2 SWAB	H802574-06	Water	10-Sep-18 12:29	11-Sep-18 16:43
UPPER ZONE # 3 SWAB	H802574-07	Water	10-Sep-18 12:42	11-Sep-18 16:43
UPPER ZONE # 4 SWAB	H802574-08	Water	10-Sep-18 12:55	11-Sep-18 16:43

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence in any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether any claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene, Lab Director/Quality Manager

Swabbed Formation Water Analyses– Attachment VII-5.2
Page 2 of 9



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

LOWER ZONE #1 SWAB

H802574-01 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	5300		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-CI-B	
TDS*	9400		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	0.067		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Toluene*	0.010		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	0.001		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	0.005		0.003	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total BTEX	0.083		0.006	mg/L	1	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID)			95.4 %	81.3-128		8091213	MS	13-Sep-18	8021B	
---------------------------------------	--	--	--------	----------	--	---------	----	-----------	-------	--

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence in any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene

Celey D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

**LOWER ZONE #2 SWAB
H802574-02 (Water)**

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	13300		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	19800		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	0.013		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Toluene*	0.003		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.001		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	<0.003		0.003	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total BTEX	0.016		0.006	mg/L	1	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID) 94.3 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analysis. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Coley D. Keene

Coley D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

LOWER ZONE #3 SWAB
H802574-03 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	8800		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	14200		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	0.045		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Toluene*	0.007		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.001		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	<0.003		0.003	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total BTEX	0.052		0.006	mg/L	1	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID) 93.1 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analysis. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of sale, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celest D. Keene

Celest D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

**LOWER ZONE #4 SWAB
H802574-04 (Water)**

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	23700		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	40100		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	2.78		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Toluene*	0.223		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.050		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	<0.150		0.150	mg/L	50	8091213	MS	13-Sep-18	8021B	
Total BTEX	3.00		0.300	mg/L	50	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID) 96.2 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analytes. All claims, including those for negligence in any other cases whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Coley D. Keene

Coley D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

**UPPER ZONE # 1 SWAB
H802574-05 (Water)**

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	48500		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	80100		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	0.380		0.010	mg/L	10	8091213	MS	13-Sep-18	8021B	
Toluene*	0.045		0.010	mg/L	10	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.010		0.010	mg/L	10	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	<0.030		0.030	mg/L	10	8091213	MS	13-Sep-18	8021B	
Total BTEX	0.425		0.060	mg/L	10	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID)

98.7 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence in any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable services. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene

Celey D. Keene, Lab Director/Quality Manager

Swabbed Formation Water Analyses – Attachment VII-5.2
Page 7 of 9



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
 703 East Clinton
 Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
 Project Number: CAM - 18-001
 Project Manager: Bob Allen
 Fax To: (575) 393-4388

Reported:
 21-Sep-18 08:43

UPPER ZONE # 2 SWAB

H802574-06 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	49500		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	81500		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	0.085		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Toluene*	0.014		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.001		0.001	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	0.004		0.003	mg/L	1	8091213	MS	13-Sep-18	8021B	
Total BTEX	0.103		0.006	mg/L	1	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID) 86.3 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

* = Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene

Celey D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

**UPPER ZONE #3 SWAB
H802574-07 (Water)**

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	21200		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	40400		5.00	mg/L	1	8090710	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	4.33		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Toluene*	0.551		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.050		0.050	mg/L	50	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	0.289		0.150	mg/L	50	8091213	MS	13-Sep-18	8021B	
Total BTEX	5.17		0.300	mg/L	50	8091213	MS	13-Sep-18	8021B	

Surrogate: 4-Bromofluorobenzene (PID) 95.1 % 81.3-128 8091213 MS 13-Sep-18 8021B

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether so claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene

Celey D. Keene, Lab Director/Quality Manager



PHONE (575) 393-2326 • 101 E. MARLAND • HOBBS, NM 88240

Analytical Results For:

Safety & Environmental Solutions
703 East Clinton
Hobbs NM, 88240

Project: TED WILLIAMS SWD #1
Project Number: CAM - 18-001
Project Manager: Bob Allen
Fax To: (575) 393-4388

Reported:
21-Sep-18 08:43

**UPPER ZONE # 4 SWAB
H802574-08 (Water)**

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories

Inorganic Compounds

Chloride*	9800		4.00	mg/L	1	8090703	AC	14-Sep-18	4500-Cl-B	
TDS*	16400		5.00	mg/L	1	8091202	AC	13-Sep-18	160.1	

Volatile Organic Compounds by EPA Method 8021

Benzene*	6.20		0.100	mg/L	100	8091213	MS	13-Sep-18	8021B	
Toluene*	0.664		0.100	mg/L	100	8091213	MS	13-Sep-18	8021B	
Ethylbenzene*	<0.100		0.100	mg/L	100	8091213	MS	13-Sep-18	8021B	
Total Xylenes*	<0.300		0.300	mg/L	100	8091213	MS	13-Sep-18	8021B	
Total BTEX	6.86		0.600	mg/L	100	8091213	MS	13-Sep-18	8021B	
Surrogate: 1-Bromofluorobenzene (PID)			94.7 %		81.3-128	8091213	MS	13-Sep-18	8021B	

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence in any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be held for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Coley D. Keene

Coley D. Keene, Lab Director/Quality Manager

*VIII.APPROPRIATE GEOLOGIC DATA: The red beds are the nearest underground source of drinking water above the proposed disposal interval. They are 355' deep in the FELTON #003 well (API# 30-025-28255) that is 670' north-northwest of the TED 28 SWD #001. Attachment VIII-1 is a NM State Engineer report that places the nearest freshwater well 8237' northeast of the TED 28 SWD #001 and an additional three wells within two miles. The deepest of the four is 305'. No underground source of drinking water is below the proposed disposal interval.

Formation tops are as follows:

Rustler Anhydrite ~ 1525'

Salt ~ 1575'

Tansill ~ 2900'

Yates ~ 3130'

Seven Rivers= 3194'

Queen= 3580'

Grayburg = 3840'

San Andres = 4380'

Glorieta = 5725

Blaine = 6330

There is more than 3,000' of vertical separation and approximately a thousand feet of anhydrite and salt between the bottom of the only likely underground water source (red beds) and the top of the San Andres. Furthermore, the Ogallala is 5-3/4 miles northeast of the TED 28 SWD #001 as detailed in Attachment VIII-2.

Updated appropriate geologic data on the confining zones and the San Andres-Glorieta injection zone is included as Attachment VIII-3. It describes lithologic detail, geologic name, thickness, and depth.

TED 28 SWD #001 – API# 30-025-44386
2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E
Lea County, New Mexico



9.

(A CLW^{Water} in the POD suffix indicates the POD has been replaced & no longer serves a water right file.)

(R=POD has been replaced,
O=orphaned,
C=the file is closed)

(quarters are 1=NW 2=NE 3=SW 4=SE)

(quarters are smallest to largest) (NAD83 UTM in meters)

(In fact)

POD Number	Code	POD Sub-basin	County	Q 64	Q 16	Q 4	Sec	Tws	Rng	X	Y	Distance	DepthWell	DepthWater	Water Column
CP 00941 POD1		CP	LE	3	2	22	21S	36E		664254	3593330	2506	257		
CP 00539		CP	LE	4	3	2	30	21S	36E	659663	3591676*	2705	270	240	30
CP 00281 POD1		CP	LE	3	1	1	20	21S	36E	660236	3593696*	2934	201		
CP 01485 POD1		CP	LE	4	4	3	17	21S	36E	660749	3594154	2958	305	246	59
Average Depth to Water:														243 feet	
Minimum Depth:														240 feet	
Maximum Depth:														246 feet	

Record Count: 4

UTM/NAD83 Radius Search (in meters):

Easting (X): 662368

Northing (Y): 3591679

Radius: 3220

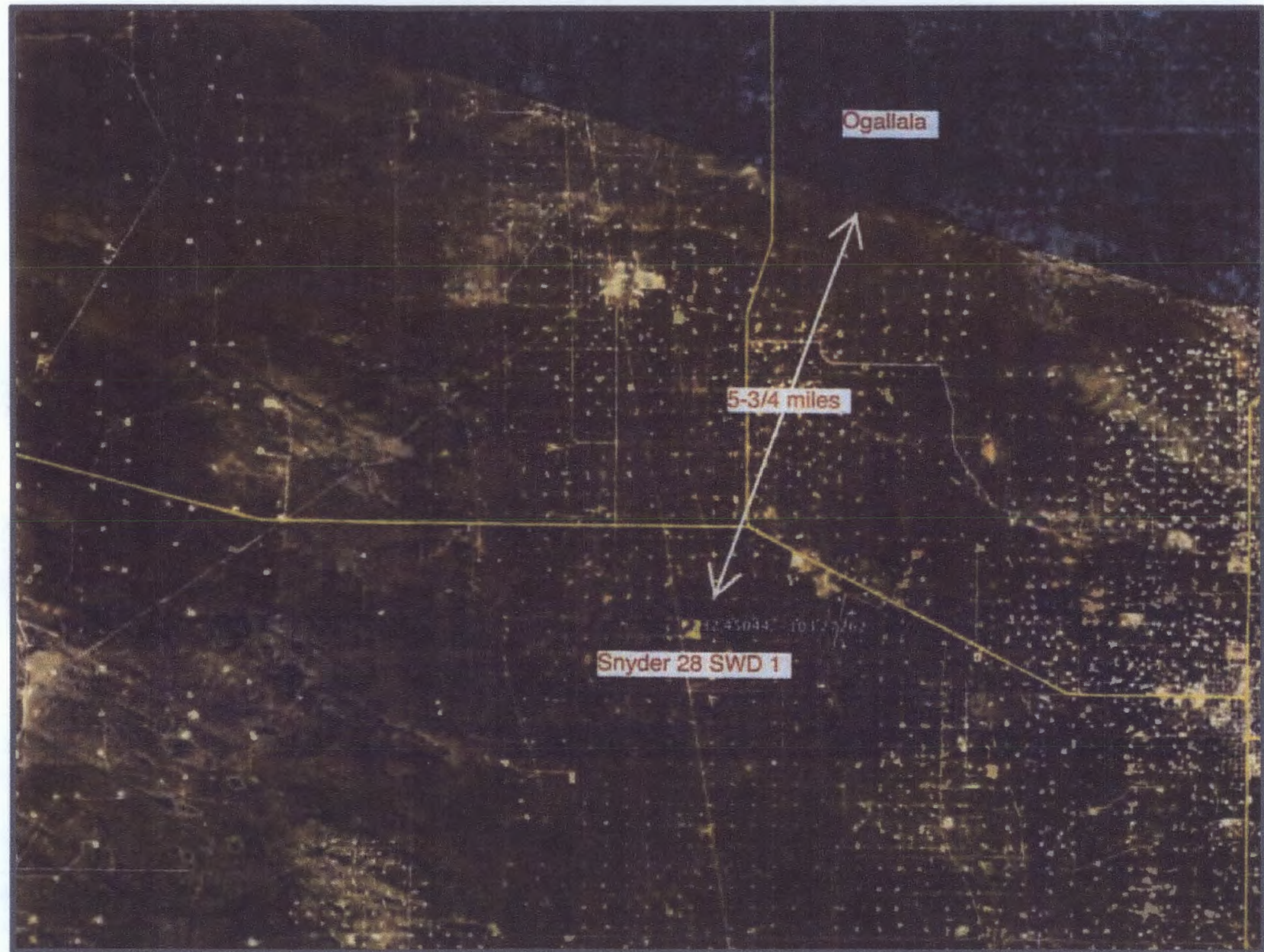
*UTM location was derived from PLSS - see Help

The data is furnished by the NMOSE ISC and is accepted by the recipient with the expressed understanding that the OSE ISC make no warranties, expressed or implied, concerning the accuracy, completeness, reliability, usability, or suitability for any particular purpose of the data.

2/11/19 12:25 PM

WATER COLUMN AVERAGE DEPTH TO WATER

Map of Ogallala Aquifer – Attachment VIII-2



- IX. STIMULATION PROGRAM: A conventional acid job may be performed on the proposed middle San Andres perforated interval from 4630' - 4924' to clean and open the formation.
- *X. LOGGIN & TEST DATA: Cement Bond, Gamma-Ray/CCL, and Composite Logs have reportedly been filed with the OCD.
- *XI. FRESHWATER ANALYSES: Two freshwater wells, not in the state engineer's records, were found within two miles and were re-sampled on January 28, 2019. The Kily well is approximately 2300' east and the Phillips well is approximately 9000' northwest. Their revised analyses are included as Attachments XI-1 and XI-2. Attachment XI-3 is a map that details their locations.

**Analytical Results For:**

Etech Environmental & Safety Solutions
P.O. Box 301
Lovington NM, 88260

Project: GOODNIGHT MIDSTREAM
Project Number: NONE GIVEN
Project Manager: LANCE CRENSHAW
Fax To: (575) 396-1429

Reported:
05-Feb-19 17:18

KILY WELL & STOCK TANK
H900304-05 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories**Inorganic Compounds**

Alkalinity, Bicarbonate	220		5.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Alkalinity, Carbonate	<1.00		1.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Chloride*	88.0		4.00	mg/L	1	9012811	AC	31-Jan-19	4500-Cl-B	
Conductivity*	1080		1.00	uS/cm	1	9013002	AC	30-Jan-19	120.1	
pH*	7.75		0.100	pH Units	1	9013002	AC	30-Jan-19	150.1	
Resistivity	9.24			Ohms/m	1	9013002	AC	30-Jan-19	120.1	
Specific Gravity @ 60° F	0.9994		0.000	[blank]	1	9013007	AC	30-Jan-19	SM 2710F	
Sulfate*	272		50.0	mg/L	5	9013006	AC	30-Jan-19	375.4	
TDS*	584		5.00	mg/L	1	9012801	AC	01-Feb-19	160.1	
Alkalinity, Total*	180		4.00	mg/L	1	9012407	AC	30-Jan-19	310.1	

Green Analytical Laboratories**Total Recoverable Metals by ICP (E200.7)**

Barium*	<0.050		0.050	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Calcium*	74.4		0.100	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Iron*	<0.050		0.050	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Magnesium*	19.2		0.100	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Potassium*	3.85		1.00	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Sodium*	118		1.00	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.

Celey D. Keene, Lab Director/Quality Manager

Analytical Results For:

 Etch Environmental & Safety Solutions
 P.O. Box 301
 Lovington NM, 88260

 Project: GOODNIGHT MIDSTREAM
 Project Number: NONE GIVEN
 Project Manager: LANCE CRENSHAW
 Fax To: (575) 396-1429

 Reported:
 05-Feb-19 17:18

PHILLIPS WELL & STOCK TANK
H900304-04 (Water)

Analyte	Result	MDL	Reporting Limit	Units	Dilution	Batch	Analyst	Analyzed	Method	Notes
---------	--------	-----	-----------------	-------	----------	-------	---------	----------	--------	-------

Cardinal Laboratories
Inorganic Compounds

Alkalinity, Bicarbonate	224		5.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Alkalinity, Carbonate	<1.00		1.00	mg/L	1	9012407	AC	30-Jan-19	310.1	
Chloride*	176		4.00	mg/L	1	9012811	AC	31-Jan-19	4500-Cl-B	
Conductivity*	1200		1.00	uS/cm	1	9013002	AC	30-Jan-19	120.1	
pH*	8.87		0.100	pH Units	1	9013002	AC	30-Jan-19	150.1	
Resistivity	8.35			Ohms/m	1	9013002	AC	30-Jan-19	120.1	
Specific Gravity @ 60° F	1.002		0.000	[blank]	1	9013007	AC	30-Jan-19	SM 2710F	
Sulfate*	242		50.0	mg/L	5	9013006	AC	30-Jan-19	375.4	
TDS*	644		5.00	mg/L	1	9012801	AC	31-Jan-19	160.1	
Alkalinity, Total*	184		4.00	mg/L	1	9012407	AC	30-Jan-19	310.1	

Green Analytical Laboratories
Total Recoverable Metals by ICP (E200.7)

Barium*	<0.050		0.050	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Calcium*	69.8		0.100	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Iron*	0.097		0.050	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Magnesium*	36.1		0.100	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Potassium*	6.36		1.00	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	
Sodium*	119		1.00	mg/L	1	B901226	AES	04-Feb-19	EPA200.7	

Cardinal Laboratories

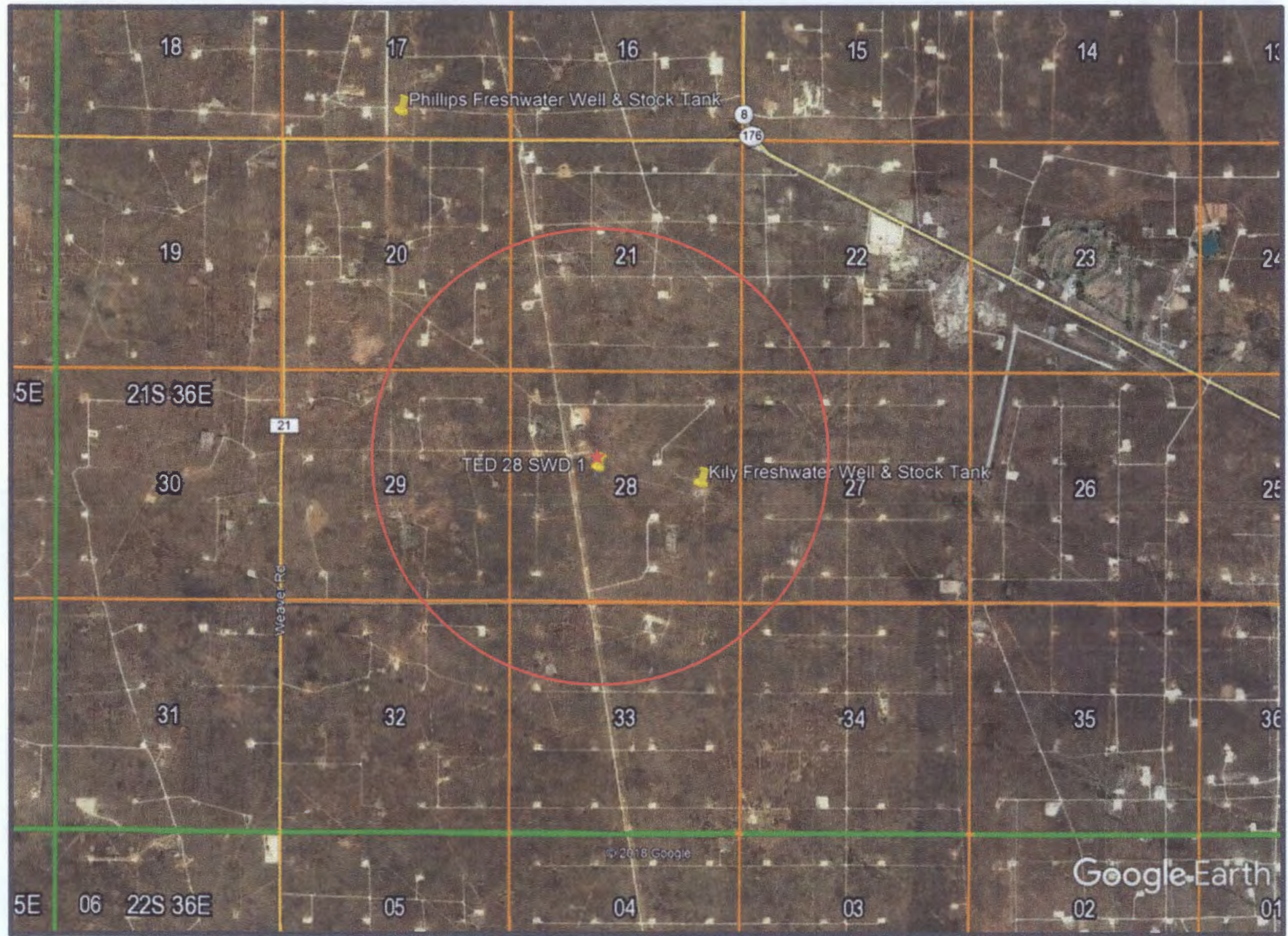
* = Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence or any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damage including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.



Celey D. Keene, Lab Director/Quality Manager

Map of Sampled Freshwater Wells – Attachment XI-3



○ One Mile AOR

GOODNIGHT
MIDSTREAM

★ Location of TED 28 SWD 1

XII. **AFFIRMATIVE STATEMENT:** A hydrogeologic study stating no evidence of faulting or communication was found is included as Attachment XII-1.



Hydrogeologic Investigation– Attachment XII-1

TED 28 SWD #001 – API# 30-025-44386
2402' FNL & 1911' FWL, Unit F of Sec 28-T21S-R36E
Lea County, New Mexico

Steve Drake
V.P. Geology and Reservoir Engineering
Goodnight Midstream, LLC
5910 North Central Expressway, Suite 850
Dallas, Texas 75206

RE: Goodnight Midstream, LLC Ted SWD well permit

Lot F, Section 28, Township 21S Range 36E
Lea County, New Mexico

Goodnight Midstream conducted a hydrogeologic investigation related to the existing injection well. The scope of the investigation was to determine if there is any hydrologic connection between the proposed injection interval and any sources of underground drinking water.

Goodnight geologist performed an analysis of subsurface well log data. It is our conclusion that there is no evidence of faulting in the data we evaluated at the depths that are being considered. There are small scale flexures which may or may not be associated with small scale faults. None of these flexures extend above the Wolfcamp unconformity and are not seen in the Leonard intervals.

Goodnight acquired and evaluated 3D seismic covering the lands that this salt water disposal well is located upon. This data shows the geologic setting in the area. No faults are seen in the Artesia Group, San Andres, Glorieta, or Leonard series.

We see no evidence of faulting that would extend to or form a connection between the injection zone and any underground sources of drinking water.

Steve Drake
V.P. Geology and Reservoir Engineering
Goodnight Midstream, LLC

Date

XIII. PROPER NOTICE: According to the NMOCD FAQ page,

“(i) If the injection interval within the Area of Review has not been assigned Division designated operator(s), then notify the Lessee(s). For areas without operators or Lessee(s), then notify the mineral interest owner(s).”

All operators and Lessees within tracts of the area of review have been accounted for and are detailed on Attachment V-4. An update list of the contact information for these operators, lessees and surface owner is included as Attachment XIII-1. A copy of the C-108 and proper notice of application for disposal into the middle/lower San Andres & Glorieta (4,630'– 6,500') was given via letter to all operators, lessees, and surface owner. A copy of a typical letter and certified mail receipts are included as Attachment XIII-2 & XIII-3 as proof of notice.

A legal notice was also published in the Hubb News-Sun. An affidavit of the published notice is included as Attachment XIII-4.

AFFECTED PARTIES LIST – Attachment XIII-1

Lessees of Record

CHEVRON USA INC
6301 DEAUVILL BLVD
MIDLAND TX 79706

APACHE CORPORATION
303 VETERANS AIRPARK LN
#1000
MIDLAND TX 79705

CONOCOPHILLIPS COMPANY
PO BOX 2197
OFFICE EC3-10-W285
Houston TX 77252

OXY USA WTP LP
PO BOX 4294
HOUSTON TX 77210-4294

JOHN H HENDRIX CORP
PO BOX 3040
MIDLAND TX 79702

EXXONMOBIL
PO BOX 4350
HOUSTON TX 77210

BURLESON PETROLEUM INC
PO BOX 2479
MIDLAND TX 79702

ZPZ DELAWARE I LLC
1209 ORANGE ST
WILMINGTON DE 19801

DASCO CATTLE CO LLC (grazing)
PO BOX 727
HOBBS NM 88241

Well Operators

PENROC OIL CORP
PO BOX 2769
HOBBS NM 88241-2769

OXY USA WTP LP
PO BOX 4294
HOUSTON TX 77210-4294

CONOCOPHILLIPS COMPANY
PO BOX 2197
OFFICE EC3-10-W285
Houston TX 77252

JOHN H HENDRIX CORP
PO BOX 3040
MIDLAND TX 79702

XTO ENERGY INC
6401 HOLIDAY HILL ROAD
BUILDING #5
MIDLAND TX 79707

SOUTHWEST ROYALTIES INC
PO BOX 53570
MIDLAND TX 79710

Other Affected Parties

STATE OF NEW MEXICO
OIL, GAS AND MINERALS DIVISION
310 OLD SANTA FE TRAIL
SANTA FE NM 87504

BLM
620 E GREENE
CARLSBAD NM 88220

FEDERAL LANDS
BUREAU OF LAND MANAGEMENT
301 DINOSAUR TRAIL
SANTA FE, NM 87508

DASCO CATTLE CO LLC (surface)
PO BOX 727
HOBBS NM 88241

Typical Notification Letter - Attachment XIII-2

February 14, 2019

NOTIFICATION TO INTERESTED PARTIES

Via U.S. Certified Mail – Return Receipt Requested

To whom it may concern:

This letter is to advise you that Goodnight Midstream Permian, LLC, 5910 N Central Expressway Suite 850, Dallas, TX 75206 is applying for a permit modification to expand the San Andres perforated interval at its TED 28 SWD #001 well. The attached Form C-108 is being filed with the New Mexico Oil Conservation Division in Santa Fe, NM and is included with this letter as part of the application process.

The TED 28 SWD #001, API 30-025-44386, is located 2402' FNL and 1911' FWL, Unit F of Section 28, T21S, R36E, Lea County, NM which is approximately 3 miles south-southwest of Oil Center, NM. This well is and will continue operating as a saltwater disposal well injecting produced water into the SWD; San Andres-Glorieta Pool. The current authorized perforated interval consists of the lower San Andres and Glorieta formations from 5200 feet to 6500 feet. The proposed expanded perforated interval will include the middle San Andres formation from 4630' to 4924'. Produced water will be disposed through the entire 4630'-6500' perforated interval at a maximum injection pressure of 926 psi and a rate limited only by such pressure.

This letter is a notice only. No action is needed unless you have questions or objections. You are entitled to a full copy of the application. For general inquiries or to receive a PDF file copy of the complete application, you may call the applicant's agent, MidCon Resource Group, LLC, at (701)400-9909 or email tom@midcongroup.com.

Interested parties wishing to object to the application or request a hearing must file with the New Mexico Oil Conservation Division at 1220 South St. Francis Dr., Santa Fe, NM 87505 within fifteen days.

Sincerely,



Thomas Schumacher
MidCon Resource Group, LLC
Agent for Goodnight Midstream Permian, LLC

Cc: Form C-108

MidCon Resource Group, LLC | 1515 Burnt Boat Dr | Suite C # 337 | Bismarck, ND 58503
(701) 400-9909



Certified Mail Receipts - Attachment XIII-3

7016 0910 0001 1895 9304

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

MIDLAND, TX 79706

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **CHEVRON USA INC**
6301 DEAUVILL BLVD
MIDLAND TX 79708

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4026

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

MIDLAND, TX 79705

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **APACHE CORPORATION**
303 VETERANS AIRPARK LN
#1000
MIDLAND TX 79705

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4217

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

HOUSTON, TX 77252

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **CONOCOPHILLIPS COMPANY**
PO BOX 2197
OFFICE EC3-10-W285
HOUSTON TX 77252

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4156

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

HOUSTON, TX 77210

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **OXY USA WTP LP**
PO BOX 4294
HOUSTON TX 77210-4294

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4224

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

MIDLAND, TX 79702

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **JOHN H HENDRIX CORP**
PO BOX 3040
MIDLAND TX 79702

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4163

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com

HOUSTON, TX 77210

OFFICIAL USE

Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85

Sent To: **EXXONMOBIL**
PO BOX 4350
HOUSTON TX 77210

City, State: _____

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7016 0910 0001 1895 4194

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

MIDLAND, TX 79702

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se BURLESON PETROLEUM INC
PO BOX 2479
MIDLAND TX 79702

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4279

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

WILMINGTON, DE 19801

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se ZPZ DELAWARE I LLC
1209 ORANGE ST
WILMINGTON DE 19801

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4262

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

HOBBS, NM 88241

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se DASCO CATTLE CO LLC
PO BOX 727
HOBBS NM 88241

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4187

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

HOBBS, NM 88241

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se PENROC OIL CORP
PO BOX 2769
HOBBS NM 88241-2769

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4231

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

MIDLAND, TX 79707

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se XTO ENERGY INC
6401 HOLIDAY HILL ROAD
BUILDING #5
MIDLAND TX 79707

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4248

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**

Domestic Mail Only

For delivery information, visit our website at www.usps.com™.

MIDLAND, TX 79710

Certified Mail Fee \$3.50

Extra Services & Fees (check box, add fee as appropriate)

☐ Return Receipt (hardcopy) \$2.80

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55

Total Postage and Fees \$6.85

Se SOUTHWEST ROYALTIES INC
PO BOX 53570
MIDLAND TX 79710

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions



7016 0910 0001 1895 4293

U.S. Postal Service™ CERTIFIED MAIL® RECEIPT Domestic Mail Only	
For delivery information, visit our website at www.usps.com ®.	
CARLSBAD, NM 88220	
Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85
Ser	BLM
Str	620 E GREENE
City	CARLSBAD NM 88220
PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions	



7016 0910 0001 1895 4255

U.S. Postal Service™ CERTIFIED MAIL® RECEIPT Domestic Mail Only	
For delivery information, visit our website at www.usps.com ®.	
SANTA FE, NM 87501	
Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85
Ser	STATE OF NEW MEXICO
Str	OIL, GAS & MINERALS DIVISION
City	310 OLD SANTA FE TRAIL SANTA FE NM 87501
PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions	



7016 0910 0001 1895 4286

U.S. Postal Service™ CERTIFIED MAIL® RECEIPT Domestic Mail Only	
For delivery information, visit our website at www.usps.com ®.	
SANTA FE, NM 87508	
Certified Mail Fee	\$3.50
Extra Services & Fees (check box, add fee as appropriate)	\$2.80
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$0.55
Total Postage and Fees	\$6.85
Ser	FEDERAL LANDS
Str	BUREAU OF LAND MNGMNT
City	301 DINOSAUR TRAIL SANTA FE, NM 87508
PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions	

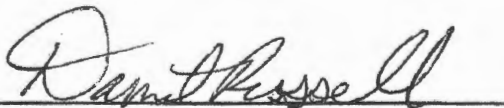


Affidavit of Publication

STATE OF NEW MEXICO
COUNTY OF LEA

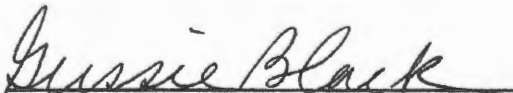
I, Daniel Russell, Publisher of the Hobbs News-Sun, a newspaper published at Hobbs, New Mexico, solemnly swear that the clipping attached hereto was published in the regular and entire issue of said newspaper, and not a supplement thereof for a period of 1 issue(s).

Beginning with the issue dated
February 14, 2019
and ending with the issue dated
February 14, 2019.



Publisher

Sworn and subscribed to before me this
14th day of February 2019.

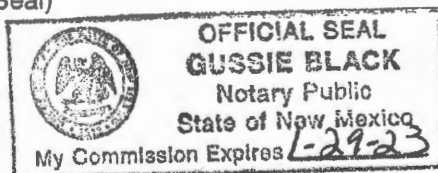


Business Manager

My commission expires

January 29, 2023

(Seal)



This newspaper is duly qualified to publish legal notices or advertisements within the meaning of Section 3, Chapter 167, Laws of 1937 and payment of fees for said

LEGAL

LEGAL

LEGAL NOTICE FEBRUARY 14, 2019

Notice is hereby given of the application by Goodnight Midstream Permian, LLC, 5910 N Central Expressway Suite 850, Dallas, TX 75206 for a permit modification to expand the San Andres perforated interval of its TED 28 SWD #001 well.

The TED 28 SWD #001, API 30-025-44386, is located 2402' FNL and 1911' FWL, Unit F of Section 28, T21S, R36E, Lea County, NM which is approximately 3 miles south-southwest of Oil Center, NM. This well is and will continue operating as a saltwater disposal well injecting produced water into the SWD; San Andres-Glorieta Pool. The current authorized perforated interval consists of the lower San Andres and Glorieta formations from 5200 feet to 6500 feet. The proposed expanded perforated interval will include the middle San Andres formation from 4630' to 4924'. Produced water will be disposed through the entire 4630' - 6500' perforated interval at a maximum injection pressure of 926 psi and a rate limited only by such pressure.

Interested parties wishing to object to the application must file with the New Mexico Oil Conservation Division at 1220 South St. Francis Drive, Santa Fe, NM 87505 within fifteen days. Other inquiries regarding this application should be directed to the applicant's agent, MidCon Resource Group, LLC, at (701) 400-9909 or by email at tom@midcongroup.com. #33741

67115619

00224532

TOM SCHUMACHER
MIDCON RESOURCE GROUP LLC,
1730 CONTESSA DR
BISMARCK, ND 58503

XIV. CERTIFICATION: Certification can be found on the original C-108 found at the beginning of this application.

XV. C-103: Sundry request to recomplete the TED 28 SWD #001 can be found on the next page of this application.

Submit 1 Copy To Appropriate District Office
District I - (575) 393-6161
1625 N. French Dr., Hobbs, NM 88240
District II - (575) 748-1283
811 S. First St., Artesia, NM 88210
District III - (505) 334-6178
1000 Rio Brazos Rd., Aztec, NM 87410
District IV - (505) 476-3460
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy, Minerals and Natural Resources

Form C-103
Revised July 18, 2013

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

WELL API NO.
30-025-44386

5. Indicate Type of Lease
STATE ☐ FEE ☒

6. State Oil & Gas Lease No.

7. Lease Name or Unit Agreement Name
TED 28 SWD

8. Well Number **001**

9. OGRID Number
372311

10. Pool name or Wildcat
SWD; SAN ANDRES-GLORIETA

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 **SWD**

2. Name of Operator
GOODNIGHT MIDSTREAM PERMIAN, LLC

3. Address of Operator
5910 N CENTRAL EXPRESSWAY SUITE 850 DALLAS, TX 75206

4. Well Location
Unit Letter **F** : **2402** feet from the **NORTH** line and **1911** feet from the **WEST** line
Section **28** Township **21S** Range **36E** NMPM County **LEA**

11. Elevation (Show whether DR, RKB, RT, GR, etc.)
3606' GL

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

NOTICE OF INTENTION TO:

PERFORM REMEDIAL WORK ☐ PLUG AND ABANDON ☐
TEMPORARILY ABANDON ☐ CHANGE PLANS ☐
PULL OR ALTER CASING ☐ MULTIPLE COMPL ☒
DOWNHOLE COMMINGLE ☐
CLOSED-LOOP SYSTEM ☐
OTHER: ☐

SUBSEQUENT REPORT OF:

REMEDIAL WORK ☐ ALTERING CASING ☐
COMMENCE DRILLING OPNS. ☐ P AND A ☐
CASING/CEMENT JOB ☐
OTHER: ☐

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 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Notify NMOCD Hobbs Office 48 hours prior to estimated start date of 3/21/2019. Move in rig up WSU. Nipple down WH, nipple up BOP. Release packer, trip out and lay down Arrowset 1-X packer and 4.5" injection string. Perforate Middle San Andres from 4630-4924'. Acid stimulate new perforations. TIH with Arrowset 1-X packer on 4-1/2" fiberglass-lined injection tubing, circulate packer fluid, set packer at ~4600'. Nipple down BOP, nipple up WH. Perform mechanical integrity test witnessed by NM OCD and with approval, return to injection. Submit C103 with details of recompletion reports to NM OCD Hobbs Office.

Spud Date:

Rig Release Date:

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

SIGNATURE  TITLE **COO** DATE **2/12/2019**

Type or print name **RICH REHM** E-mail address: **rrehm@goodnightmidstream.com** PHONE: **(214) 891-2039**

For State Use Only

APPROVED BY: _____ TITLE _____ DATE _____

Conditions of Approval (if any):

State of New Mexico
Energy, Minerals and Natural Resources Department

Susana Martinez
Governor

Ken McQueen
Cabinet Secretary

Matthias Sayer
Deputy Cabinet Secretary

Heather Riley, Division Director
Oil Conservation Division



Administrative Order SWD-1739
June 19, 2018

**ADMINISTRATIVE ORDER
OF THE OIL CONSERVATION DIVISION**

Pursuant to the provisions of Division Rule 19.15.26.8(B) NMAC, Goodnight Midstream Permian, LLC (the "operator") seeks an administrative order for its Snyder 28 SWD Well No. 1 ("subject well") with a location of 2402 feet from the North line and 1911 feet from the West line, Unit F of Section 28, Township 21 South, Range 36 East, NMPM, Lea County, New Mexico, for the purpose of commercial disposal of produced water.

THE DIVISION DIRECTOR FINDS THAT:

The application has been duly filed under the provisions of Division Rule 19.15.26.8(B) NMAC and satisfactory information has been provided that affected parties have been notified and received one protest within the prescribed waiting period. The protest was resolved by means of a negotiated settlement which has been included in this order. The applicant has presented satisfactory evidence that all requirements prescribed in Division Rule 19.15.26.8 NMAC have been met and the operator is in compliance with Division Rule 19.15.5.9 NMAC.

IT IS THEREFORE ORDERED THAT:

The applicant, Goodnight Midstream Permian, LLC (OGRID 372311), is hereby authorized to utilize its Snyder 28 SWD Well No. 1 (API 30-025-44386) with a location of 2402 feet from the North line and 1911 feet from the West line, Unit F of Section 28, Township 21 South, Range 36 East, NMPM, Lea County, for disposal of oil field produced water (UIC Class II only) through a perforated interval consisting of the San Andres and Glorieta formations from 5200 feet to 6500 feet. Injection will occur through internally-coated, 4½-inch or smaller tubing with a packer set within 100 feet of the top perforation of the disposal interval.

The operator shall complete the well with production casing set in cement for the entire length of the injection interval. The operator shall prepare a new well design that includes a cased injection interval and submit the design in a Form C-103 to the Division's District I supervisor for approval.

Prior to commencing disposal, the operator shall submit mudlog and geophysical logs information, to the Division's District geologist and Santa Fe Bureau Engineering office, showing evidence agreeable that only the permitted formation is open for disposal including a summary of depths (picks) for contacts of the formations which the Division shall use to amend this order for a final description of the depth for the injection interval. If significant hydrocarbon shows occur while drilling, the operator shall notify the Division's District I and the operator shall be required to receive written permission prior to commencing disposal.

The operator shall obtain formation water samples from the injection interval for analysis. The conditions for the sampling are as follows:

- (a) Two discrete formation water samples shall be taken at depths (1) between approximately 5200 feet and 5800 feet below surface and (2) between 5900 feet and 6500 feet below surface.*
- (b) Each sample shall be analyzed for general water chemistry including major cations, major anions, and Total Dissolved Solids (TDS). The samples shall be collected and maintained following proper sampling protocols based on analytical methods selected to provide the analyses requested previously.*

The results of the formation water samples shall be provided to the Division's District I and the Santa Fe Bureau Engineering office prior to commencing injection. If either sample shows TDS concentrations of 10,000 milligrams per liter or less, the operator shall notify the Division's District I and the operator shall be required to receive written permission prior to commencing disposal.

If cement does not circulate on any casing string, the operator shall run a cement bond log (CBL) or other log to determine top of cement and shall notify the Hobbs District with the top of cement on the emergency phone number prior to continuing with any further cement activity with the subject well. If cement did not tie back in to next higher casing shoe, the operator shall perform remedial cement job to bring cement, at a minimum, 200 feet above the next higher casing shoe.

This order does not allow disposal into the Yeso formation (lower Permian) or lost circulation intervals directly on top and obviously connected to this formation.

Per the negotiated settlement with Penroc Oil Corporation ("Penroc"; OGRID 17213) dated April 2, 2018, the operator shall complete the following conditions:

- (a) If the operator makes application for an Injection Pressure Increase order, then the operator shall notify Penroc of the step-rate test along with the District office with a Form C-103 Sundry Notice of Intent;*
- (b) If the subject well fails the mandatory mechanical integrity test, the operator shall notice Penroc along with the District office; and*
- (c) The operator shall make available to Penroc any electronic data associated with the operation of the subject well obtained in the two (2) year period following the commencement of injection.*

IT IS FURTHER ORDERED THAT:

The operator shall take all steps necessary to ensure that the disposed water enters only the approved disposal interval and is not permitted to escape to other formations or onto the surface. This includes the completion and construction of the well as described in the application with the following modifications and, if necessary, as modified by the District Supervisor.

After installing tubing, the casing-tubing annulus shall be loaded with an inert fluid and equipped with a pressure gauge or an approved leak detection device in order to determine leakage in the casing, tubing, or packer. The casing shall be pressure tested from the surface to the packer setting depth to assure casing integrity.

The well shall pass an initial mechanical integrity test ("MIT") prior to initially commencing disposal and prior to resuming disposal each time the disposal packer is unseated. All MIT procedures and schedules shall follow the requirements in Division Rule 19.15.26.11(A) NMAC. The Division Director retains the right to require at any time wireline verification of completion and packer setting depths in this well.

The wellhead injection pressure on the well shall be limited to **no more than 1040 psi**. The Director of the Division may authorize an increase in tubing pressure upon a proper showing by the operator of said well that such higher pressure will not result in migration of the disposed fluid from the target formations. Such proper showing shall be demonstrated by sufficient evidence including but not limited to an acceptable Step-Rate Test.

In addition, the disposal well or system shall be equipped with a pressure limiting device in workable condition which shall, at all times, limit surface tubing pressure to the maximum allowable pressure for this well.

The operator shall notify the supervisor of the Division's District office of the date and time of the installation of disposal equipment and of any MIT so that the same may be inspected and witnessed. The operator shall provide written notice of the date of commencement of disposal to the Division's District I office. The operator shall submit monthly reports of the disposal operations on Division Form C-115, in accordance with Division Rules 19.15.26.13 and 19.15.7.24 NMAC.

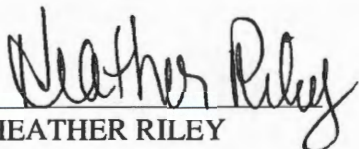
The disposal authority granted herein shall terminate one year after the effective date of this Order if the operator has not commenced injection operations into the subject well. One year after the last date of reported disposal into this well, the Division shall consider the well abandoned, and the authority to dispose will terminate *ipso facto*. The Division, upon written request mailed by the operator prior to the termination date, may grant an extension thereof for good cause.

Compliance with this Order does not relieve the operator of the obligation to comply with other applicable federal, state or local laws or rules, or to exercise due care for the protection of fresh water, public health and safety and the environment.

Jurisdiction is retained by the Division for the entry of such further orders as may be

Administrative Order SWD-1739
Goodnight Midstream Permian, LLC
June 19, 2018
Page 4 of 4

necessary for the prevention of waste and/or protection of correlative rights or upon failure of the operator to conduct operations (1) to protect fresh or protectable waters or (2) consistent with the requirements in this order, whereupon the Division may, after notice and hearing, terminate the disposal authority granted herein.


HEATHER RILEY
Director

HR/prg

cc: Oil Conservation Division – Hobbs District Office
Well File - 30-025-44386

Submit To Appropriate District Office Two Copies District I 1625 N. French Dr., Hobbs, NM 88240 District II 811 S. First St., 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 Oil Conservation Division 1220 South St. Francis Dr. Santa Fe, NM 87505				Form C-105 Revised April 3, 2017				
District I 1625 N. French Dr., Hobbs, NM 88240 District II 811 S. First St., Artesia, NM 88210 District III 1000 Rio Brazos Rd., Aztec, NM 87410 District IV 1220 S. St. Francis Dr., Santa Fe, NM 87505		HOBBBS OGD RECEIVED JAN 10 2019				1. WELL API NO 30-025-44386 2. Type of Lease <input type="checkbox"/> STATE <input checked="" type="checkbox"/> X FEE <input type="checkbox"/> FED/INDIAN 3. State Oil & Gas Lease No.				
WELL COMPLETION OR RECOMPLETION REPORT AND LOG										
4. Reason for filing: <input checked="" type="checkbox"/> COMPLETION REPORT (Fill in boxes #1 through #31 for State and Fee wells only) <input type="checkbox"/> C-144 CLOSURE ATTACHMENT (Fill in boxes #1 through #9, #15 Date Rig Released and #32 and/or #33; attach this and the plat to the C-144 closure report in accordance with 19.15.17.13.K NMAC)						5. Lease Name or Unit Agreement Name Ted 28 SWD 6. Well Number: 001				
7. Type of Completion: <input checked="" type="checkbox"/> NEW WELL <input type="checkbox"/> WORKOVER <input type="checkbox"/> DEEPENING <input type="checkbox"/> PLUGBACK <input type="checkbox"/> DIFFERENT RESERVOIR <input type="checkbox"/> OTHER										
8. Name of Operator Goodnight Midstream Permian, LLC						9. OGRID 372311				
10. Address of Operator 5910 North Central Expressway, Suite 580, Dallas, TX 75206						11. Pool name or Wildcat SWD; Grayburg-San Andres-Glorieta (96127)				
12. Location	Unit Ltr	Section	Township	Range	Lot	Feet from the	N/S Line	Feet from the	E/W Line	County
Surface:	F	28	21S	36E		2402	North	1911	West	Lea
BH:										
13. Date Spudded 07/22/2018	14. Date T.D. Reached 07/30/2018	15. Date Rig Released 08/06/2018		16. Date Completed (Ready to Produce) 08/30/2018		17. Elevations (DF and RKB, RT, GR, etc.) 3606 GL				
18. Total Measured Depth of Well 6500		19. Plug Back Measured Depth		20. Was Directional Survey Made? No		21. Type Electric and Other Logs Run RCBL/Composite/Caliper				
22. Producing Interval(s), of this completion - Top, Bottom, Name 5200-6444 Grayburg/San Andres/Glorieta						SWD-1739				
23. CASING RECORD (Report all strings set in well)										
CASING SIZE		WEIGHT LB./FT.		DEPTH SET		HOLE SIZE		CEMENTING RECORD		AMOUNT PULLED
9 5/8		36#		1557		12 1/4		580 sx Cl C circ to Surf		
7		26#		6495		8 3/4		1020 sx Cl circ to Surf		
24. LINER RECORD										
SIZE	TOP	BOTTOM	SACKS CEMENT	SCREEN		25. TUBING RECORD				
						SIZE	DEPTH SET	PACKER SET		
						4 1/2	3500	Arrowset 1X		
26. Perforation record (interval, size, and number) all zones 2 JSPF/40 perfs 6424-6444 6060-6080 5720-5740 5360-5380 6327-6347 6010-6030 5600-5620 5304-5324 6295-6315 5945-5965 5504-5524 5275-5295 6214-6234 5825-5845 5446-5466 5200-5220 6150-6170 5760-5780 5400-5420						27. ACID, SHOT, FRACTURE, CEMENT, SQUEEZE, ETC. DEPTH INTERVAL AMOUNT AND KIND MATERIAL USED 5200-6444 38,000 gal 15% HCL				
28. PRODUCTION										
Date First Production		Production Method (Flowing, gas lift, pumping - Size and type pump)				Well Status (Prod. or Shut-in)				
Date of Test	Hours Tested	Choke Size	Prod'n For Test Period	Oil - Bbl	Gas - MCF	Water - Bbl.	Gas - Oil Ratio			
Flow Tubing Press.	Casing Pressure	Calculated 24-Hour Rate	Oil - Bbl.	Gas - MCF	Water - Bbl.	Oil Gravity - API - (Corr.)				
29. Disposition of Gas (Sold, used for fuel, vented, etc.)						30. Test Witnessed By				
31. List Attachments										
32. If a temporary pit was used at the well, attach a plat with the location of the temporary pit.						33. Rig Release Date:				
34. If an on-site burial was used at the well, report the exact location of the on-site burial:										
Latitude				Longitude				NAD83		

I hereby certify that the information shown on both sides of this form is true and complete to the best of my knowledge and belief

Signature

Denise Jones

Printed
Name

Denise Jones

Title

Regulatory Analyst

Date

1-7-19

E-mail Address

djones@cambridgemanagement.com

INSTRUCTIONS

This form is to be filed with the appropriate District Office of the Division not later than 20 days after the completion of any newly-drilled or deepened well and not later than 60 days after completion of closure. When submitted as a completion report, this shall be accompanied by one copy of all electrical and radio-activity logs run on the well and a summary of all special tests conducted, including drill stem tests. All depths reported shall be measured depths. In the case of directionally drilled wells, true vertical depths shall also be reported. For multiple completions, items 11, 12 and 26-31 shall be reported for each zone.

INDICATE FORMATION TOPS IN CONFORMANCE WITH GEOGRAPHICAL SECTION OF STATE

Southeastern New Mexico		Northwestern New Mexico	
T. Anhy	T. Canyon	T. Ojo Alamo	T. Penn A"
T. Salt	T. Strawn	T. Kirtland	T. Penn. "B"
B. Salt	T. Atoka	T. Fruitland	T. Penn. "C"
T. Yates	T. Miss	T. Pictured Cliffs	T. Penn. "D"
T. 7 Rivers 3194	T. Devonian	T. Cliff House	T. Leadville
T. Queen 3580	T. Silurian	T. Menefee	T. Madison
T. Grayburg 3840	T. Montoya	T. Point Lookout	T. Elbert
T. San Andres 4380	T. Simpson	T. Mancos	T. McCracken
T. Glorieta 5725	T. McKee	T. Gallup	T. Ignacio Otzte
T. Paddock	T. Ellenburger	Base Greenhorn	T. Granite
T. Blinberry 6330	T. Gr. Wash	T. Dakota	
T. Tubb	T. Delaware Sand	T. Morrison	
T. Drinkard	T. Bone Springs	T. Todilto	
T. Abo	T.	T. Entrada	
T. Wolfcamp	T.	T. Wingate	
T. Penn	T.	T. Chinle	
T. Cisco (Bough C)	T.	T. Permian	

OIL OR GAS SANDS OR ZONES

No. 1, from.....to.....

No. 3, from.....to.....

No. 2, from.....to.....

No. 4, from.....to.....

IMPORTANT WATER SANDS

Include data on rate of water inflow and elevation to which water rose in hole.

No. 1, from.....to.....feet.....

No. 2, from.....to.....feet.....

No. 3, from.....to.....feet.....

LITHOLOGY RECORD (Attach additional sheet if necessary)

From	To	Thickness In Feet	Lithology	From	To	Thickness In Feet	Lithology
------	----	----------------------	-----------	------	----	----------------------	-----------

FEB 15 2019 10:30

February 14, 2019

New Mexico Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, New Mexico 87505

Attn: Mr. Phillip Goetze, P.G.

Re: Application of Goodnight Midstream Permian, LLC to recomplete the TED 28 SWD #001 well, located in Unit F of Section 24, Township 21 South, Range 36 East, Lea County, New Mexico and expand the perforated interval to include the middle San Andres at approximately 4,630' – 4,924'.

Dear Mr. Goetze,

Please find the enclosed Form C-108 Application for Authority to Inject and complete permit application with updated attachments supporting the above-referenced request to recomplete the TED 28 SWD #001.

As you may recall, the original application for this well was protested by Penroc Oil Corporation. The objection was resolved by negotiated settlement to limit disposal to the lower San Andres & Glorieta and the well was approved and completed within the 5200'- 6500' interval. Penroc has since signed an agreement to withdraw their right to protest intervals deeper than 4600'. A copy of this agreement is included for your perusal.

Recompleting this well within the middle San Andres interval will allow Goodnight to minimize its footprint and optimize efficiency of its operations in southeast New Mexico. Approval of this application is consistent with that goal as well as the NMOCD's mission of preventing waste and protecting correlative rights.

Please do not hesitate to contact me through one of the methods detailed in the letterhead below should you note any deficiencies or have questions or concerns.

Sincerely,



Thomas Schumacher
MidCon Resource Group, LLC
Agent for Goodnight Midstream Permian, LLC

MidCon Resource Group, LLC | 1515 Burnt Boat Drive | Bismarck, ND 58503
(701) 400-9909 | tom@midcongroup.com



McMillan, Michael, EMNRD

From: MidCon Resource Group, LLC <tom@midcongroup.com>
Sent: Monday, April 29, 2019 10:19 AM
To: McMillan, Michael, EMNRD
Subject: [EXT] TED 28 SWD 1

Mike,

Per our conversation, Goodnight Midstream Permian, LLC is requesting approval to inject through the TED 28 SWD 1 into the San Andres & Glorieta at an approximate perforated interval of 4630' to 6500'.

Tom Schumacher
MidCon Resource Group, LLC
701-400-9909

