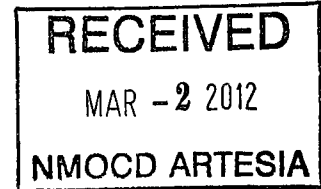




February 29, 2012

Mr. Mike Bratcher
NMOCD District 2
811 S. 1st Street
Artesia, NM 88210



Subject: **Remediation and Closure Report**
Lime Rock Resources II-A, LP
Stirling 7 C No. 4
30-015-34838 – 2RP-894

AMARILLO
921 North Bivins
Amarillo, Texas 79107
Phone 806.467.0607
Fax 806.467.0622

ARTESIA
408 West Texas Ave.
Artesia, New Mexico 88210
Phone 575.746.8768
Fax 575.746.8905

AUSTIN
911 West Anderson Lane
Suite 202
Austin, Texas 78757
Phone 512.989.3428
Fax 512.989.3487

HOBBS
318 East Taylor Street
Hobbs, New Mexico 88240
Phone 575.393.4261
Fax 575.393.4658

MIDLAND
2901 State Hwy 349
Midland, Texas 79706
Phone 432.522.2133
Fax 432.522.2180

SAN ANTONIO
11 Commercial Place
Schertz, Texas 78154
Phone 210.265.8025
Fax 210.568.2191

TULSA
525 South Main Street
Suite 535
Tulsa, Oklahoma 74103
Phone 918.742.0871
Fax 918.382.0232

ENVIRONMENTAL CONSULTING
ENGINEERING
DRILLING
CONSTRUCTION
SPILL MANAGEMENT
GENERAL CONTRACTING

Dear Mr. Bratcher,

Lime Rock Resources II-A, LP (Lime Rock) has contracted Talon/LPE (Talon) to perform soil assessment and remediation services at the referenced Stirling 7 C No. 4. The results of our soil assessment, completed remediation activities and closure request are submitted herein.

Incident Date

January 18, 2011

Background Information

The Stirling 7 C No. 4 is located approximately twelve (12) miles southeast of Artesia, New Mexico. The legal location for the site is Section 8, Township 18 South and Range 27 East in Eddy County, New Mexico. More Specifically the latitude and longitude for the release are 32.76700 North and -104.321001 West.

According to the soil survey provided by the United States Department of Agriculture National Resources Conservation Services, the soil in this area is made up of the Arno-Harkey complex, saline, 0 to 1 percent slopes. The local surface and shallow geology, Paleozoic Age sedimentary deposits, is comprised of the Guadeloupien Artesia Group, Tansil and Yates formations which includes silty soils underlain by gypsum and silty clay. The New Mexico State Engineer web site indicates the nearest ground water data to be in S1-T18S-R26E. The ground water in the area is reported to be at an average of 8' below ground surface (bgs). The referenced groundwater data is presented in Appendix I.

The ranking for this site is 20 based on the as following:

Depth to ground water	<50'
Wellhead Protection Area	>1000'
Distance to surface water body	>1000'

Toll Free: 866.742.0742
www.talonlpe.com

Incident Description

On January 18, 2011 a 3" poly flow line split inside the berm at the Stirling 7 C No. 4 tank battery. The flow line was taken out of service, repaired and placed back into service. Approximately 4 barrels of hydrocarbons and 83 barrels of produced water were released. A vacuum truck was brought to the location and recovered 2 barrels of hydrocarbons and 68 barrels of produced water. The impacted area was within the berms of the unlined tank battery.

Remedial Actions

On November 30, 2011 Mr. Bratcher of the OCD granted approval of the work plan. On December 19, 2011 Talon personnel mobilized to the site to begin excavation of the chloride impacted area. The impacted soil within the area of the release was removed to an average depth of 4-feet deep and transported to a NMOCD approved solid waste disposal facility, Lea Land, LLC pursuant to the work plan. The excavated area was left open until approval for installation of a 20 Mil liner was obtained from NMOCD.

On January 12, 2012 Talon personnel mobilized to the site to begin closure soil sampling activities on the sidewalls of the excavation per NMOCD requirements. Grab soil samples were collected and submitted for laboratory analysis.

All soil samples were collected by Talon personnel wearing clean nitrile gloves. The soil samples were placed in laboratory provided sample containers, iced and transported to Cardinal Laboratories in Hobbs, New Mexico for analysis. The samples were tested for Chlorides using method SM4500Cl-B, TPH (Total Petroleum Hydrocarbons) using EPA Method 8015M, and volatile organics (BTEX) using EPA Method 8021B. The complete laboratory report is attached as Appendix II.

Analytical Results

Analytical results received from Cardinal Laboratories are summarized below:

January 17, 2012

<u>Sample</u>	<u>Chlorides</u>	<u>BTEX</u>	<u>TPH</u>
S-1, North side wall	272 mg/kg	<0.150 mg/kg	<10 mg/kg
S-2, East side wall	752	<0.150	<10
S-3, South side wall	720	<0.150	<10
S-4, West side wall	112	<0.150	<10

For this site's ranking, New Mexico Oil Conservation District action level criterion for BTEX is 50 mg/kg, Benzene is 10 mg/kg and TPH is 100 mg/kg.

On January 18, 2012 the NMOCD granted approval for the installation of a 20 Mil liner. The excavated area was subsequently backfilled to grade using new material backhauled from Lea Land, LLC.

Summary and Conclusion

- Groundwater in the project vicinity is less than 50-feet below land surface per the New Mexico State Engineer Database.
- The impacted soil within the tank battery was excavated to approximately 4-feet deep. The excavated soil was transported to an NMOCD approved solid waste disposal facility.
- A 20 Mil liner was installed into the bottom of the excavated area within the tank battery. The excavated area was backfilled to grade using new material transported from a local borrow pit.
- Based on the depth to groundwater and the remedial actions implemented, it is unlikely that the impacts identified from this release will pose a threat to groundwater.

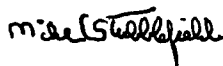
Closure

Therefore, on behalf of Lime Rock Resources, we respectfully request that no further actions be required and that closure with respect to this release and that site closure be granted.

If we can provide additional information or be of further assistance please contact our office at 575.746.8768.

Respectfully submitted,

TALON/LPE



Mike Stubblefield
Project Manager



David J. Adkins
District Manager

APPENDIX I
GROUNDWATER DATA



New Mexico Office of the State Engineer

Water Column/Average Depth to Water

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

(quarters are smallest to largest)

(NAD83 UTM in meters)

(In feet)

POD Number	Sub basin	Use	County	Q Q Q 64 16 4	Sec	Tws	Rng	X	Y	Distance	Depth Well	Depth Water	Water Column
RA 05989	PRO	ED		3 2 4	01	18S	26E	562774	3626466*	857	72	8	64
RA 02432	DOM	ED		2 3 1	12	18S	26E	561764	3625443*	1667	100		

Average Depth to Water: 8 feet

Minimum Depth: 8 feet

Maximum Depth: 8 feet

Record Count: 2

UTMNAD83 Radius Search (in meters):

Easting (X): 563379

Northing (Y): 3625859

Radius: 2000

*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.

8/31/11 12:10 PM

Page 1 of 1

WATER COLUMN/ AVERAGE
DEPTH TO WATER

APPENDIX II
LABORATORY RESULTS



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

January 17, 2012

MIKE STUBBLEFIELD

TALON LPE

408 W. TEXAS AVE.

ARTESIA, NM 88210

RE: STERLING 7 C NO 4 RELEASE

Enclosed are the results of analyses for samples received by the laboratory on 01/12/12 16:10.

Cardinal Laboratories is accredited through Texas NELAP under certificate number T104704398-11-3. Accreditation applies to drinking water, non-potable water and solid and chemical materials. All accredited analytes are denoted by an asterisk (*). For a complete list of accredited analytes and matrices visit the TCEQ website at www.tceq.texas.gov/field/qa/lab_accred_certif.html.

Cardinal Laboratories is accredited through the State of Colorado Department of Public Health and Environment for:

Method EPA 552.2	Haloacetic Acids (HAA-5)
Method EPA 524.2	Total Trihalomethanes (TTHM)
Method EPA 524.4	Regulated VOCs (V1, V2, V3)

Accreditation applies to public drinking water matrices.

This report meets NELAP requirements and is made up of a cover page, analytical results, and a copy of the original chain-of-custody. If you have any questions concerning this report, please feel free to contact me.

Sincerely,

Celey D. Keene

Lab Director/Quality Manager

Analytical Results For:

TALON LPE
 MIKE STUBBLEFIELD
 408 W. TEXAS AVE.
 ARTESIA NM, 88210
 Fax To: (575) 745-8905

Received: 01/12/2012
 Reported: 01/17/2012
 Project Name: STERLING 7 C NO 4 RELEASE
 Project Number: NOT GIVEN
 Project Location: SEC.8-T18S-27E

Sampling Date: 01/12/2012
 Sampling Type: Soil
 Sampling Condition: Cool & Intact
 Sample Received By: Celey D. Keene

Sample ID: S-1 NORTHSIDE WALL (H200069-01)

BTEX 8021B			mg/kg		Analyzed By: AP				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Benzene*	<0.050	0.050	01/13/2012	ND	2.09	104	2.00	2.07	
Toluene*	<0.050	0.050	01/13/2012	ND	2.20	110	2.00	2.39	
Ethylbenzene*	<0.050	0.050	01/13/2012	ND	2.22	111	2.00	2.53	
Total Xylenes*	<0.150	0.150	01/13/2012	ND	6.94	116	6.00	3.78	

Surrogate: 4-Bromofluorobenzene (PIL) 110 % 64 4-134

Chloride, SM4500Cl-B			mg/kg		Analyzed By: AP				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Chloride	272	16.0	01/13/2012	ND	416	104	400	0.00	

TPH 8015M			mg/kg		Analyzed By: MS				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
GRO C6-C10	<10.0	10.0	01/16/2012	ND	219	109	200	6.11	
DRO >C10-C28	<10.0	10.0	01/16/2012	ND	203	101	200	10.3	

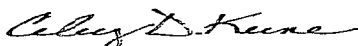
Surrogate: 1-Chlorooctane 123 % 55 5-154

Surrogate: 1-Chlorooctadecane 138 % 57.6-158

Cardinal Laboratories

* = Accredited Analyte

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Celey D. Keene, Lab Director/Quality Manager

Analytical Results For:

TALON LPE
MIKE STUBBLEFIELD
408 W. TEXAS AVE.
ARTESIA NM, 88210
Fax To: (575) 745-8905

Received: 01/12/2012
Reported: 01/17/2012
Project Name: STERLING 7 C NO 4 RELEASE
Project Number: NOT GIVEN
Project Location: SEC.8-T18S-27E

Sampling Date: 01/12/2012
Sampling Type: Soil
Sampling Condition: Cool & Intact
Sample Received By: Celey D. Keene

Sample ID: S-2 EASTSIDE WALL (H200069-02)

BTEX 8021B		mg/kg		Analyzed By: AP					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Benzene*	<0.050	0.050	01/13/2012	ND	2.09	104	2.00	2.07	
Toluene*	<0.050	0.050	01/13/2012	ND	2.20	110	2.00	2.39	
Ethylbenzene*	<0.050	0.050	01/13/2012	ND	2.22	111	2.00	2.53	
Total Xylenes*	<0.150	0.150	01/13/2012	ND	6.94	116	6.00	3.78	

Surrogate: 4-Bromofluorobenzene (PIL) 112 % 64 4-134

Chloride, SM4500Cl-B		mg/kg		Analyzed By: AP					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Chloride	752	16.0	01/13/2012	ND	416	104	400	0.00	
TPH 8015M		mg/kg		Analyzed By: MS					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
GRO C6-C10	<10.0	10.0	01/16/2012	ND	219	109	200	6.11	
DRO >C10-C28	<10.0	10.0	01/16/2012	ND	203	101	200	10.3	

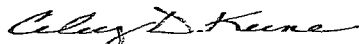
Surrogate: 1-Chlorooctane 129 % 55 5-154

Surrogate: 1-Chlorooctadecane 143 % 57.6-158

Cardinal Laboratories

*=Accredited Analyte

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Celey D. Keene, Lab Director/Quality Manager

Analytical Results For:

 TALON LPE
 MIKE STUBBLEFIELD
 408 W. TEXAS AVE.
 ARTESIA NM, 88210
 Fax To: (575) 745-8905

Received:	01/12/2012	Sampling Date:	01/12/2012
Reported:	01/17/2012	Sampling Type:	Soil
Project Name:	STERLING 7 C NO 4 RELEASE	Sampling Condition:	Cool & Intact
Project Number:	NOT GIVEN	Sample Received By:	Celey D. Keene
Project Location:	SEC.8-T18S-27E		

Sample ID: S-3 SOUTHSIDE WALL (H200069-03)

BTEX 8021B		mg/kg		Analyzed By: AP					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Benzene*	<0.050	0.050	01/13/2012	ND	2.09	104	2.00	2.07	
Toluene*	<0.050	0.050	01/13/2012	ND	2.20	110	2.00	2.39	
Ethylbenzene*	<0.050	0.050	01/13/2012	ND	2.22	111	2.00	2.53	
Total Xylenes*	<0.150	0.150	01/13/2012	ND	6.94	116	6.00	3.78	

Surrogate: 4-Bromofluorobenzene (PIL) 109 % 64 4-134

Chloride, SM4500Cl-B		mg/kg		Analyzed By: AP					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Chloride	720	16.0	01/13/2012	ND	416	104	400	0.00	

TPH 8015M		mg/kg		Analyzed By: MS					
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
GRO C6-C10	<10.0	10.0	01/16/2012	ND	219	109	200	6.11	
DRO >C10-C28	<10.0	10.0	01/16/2012	ND	203	101	200	10.3	

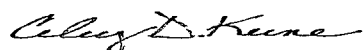
Surrogate 1-Chlorooctane 103 % 55.5-154

Surrogate: 1-Chlorooctadecane 108 % 57.6-158

Cardinal Laboratories

*=Accredited Analyte

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Celey D. Keene, Lab Director/Quality Manager

Analytical Results For:

TALON LPE
MIKE STUBBLEFIELD
408 W. TEXAS AVE.
ARTESIA NM, 88210
Fax To: (575) 745-8905

Received: 01/12/2012
Reported: 01/17/2012
Project Name: STERLING 7 C NO 4 RELEASE
Project Number: NOT GIVEN
Project Location: SEC.8-T18S-27E

Sampling Date: 01/12/2012
Sampling Type: Soil
Sampling Condition: Cool & Intact
Sample Received By: Celey D. Keene

Sample ID: S-4 WESTSIDE WALL (H200069-04)

BTEX 8021B			mg/kg		Analyzed By: AP				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Benzene*	<0.050	0.050	01/13/2012	ND	2.09	104	2.00	2.07	
Toluene*	<0.050	0.050	01/13/2012	ND	2.20	110	2.00	2.39	
Ethylbenzene*	<0.050	0.050	01/13/2012	ND	2.22	111	2.00	2.53	
Total Xylenes*	<0.150	0.150	01/13/2012	ND	6.94	116	6.00	3.78	

Surrogate 4-Bromofluorobenzene (PIL) 111 % 64 4-134

Chloride, SM4500Cl-B			mg/kg		Analyzed By: AP				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
Chloride	112	16.0	01/13/2012	ND	416	104	400	0.00	

TPH 8015M			mg/kg		Analyzed By: MS				
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier
GRO C6-C10	<10.0	10.0	01/16/2012	ND	219	109	200	6.11	
DRO >C10-C28	<10.0	10.0	01/16/2012	ND	203	101	200	10.3	

Surrogate 1-Chlorooctane 124 % 55 5-154

Surrogate 1-Chlorooctadecane 137 % 57 6-158

Cardinal Laboratories

*=Accredited Analyte

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Celey D. Keene, Lab Director/Quality Manager

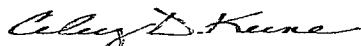
Notes and Definitions

ND	Analyte NOT DETECTED at or above the reporting limit
RPD	Relative Percent Difference
**	Samples not received at proper temperature of 6°C or below.
***	Insufficient time to reach temperature.
-	Chloride by SM4500Cl-B does not require samples be received at or below 6°C
	Samples reported on an as received basis (wet) unless otherwise noted on report

Cardinal Laboratories

* = Accredited Analyte

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Celey D. Keene, Lab Director/Quality Manager



Page 7 of 7

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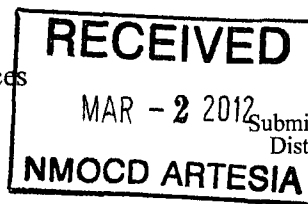
† Cardinal cannot accept verbal changes. Please fax written changes to 505-393-2476

26

FINAL C-141

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, 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-141
Revised October 10, 2003
Submit 2 Copies to appropriate
District Office in accordance
with Rule 116 on back
side of form

Release Notification and Corrective Action

OPERATOR

☐ Initial Report ☒ Final Report

Name of Company : LIME ROCK RESOURCES II-A, LP	Contact : Jerry Smith	
Address : 1111 Bagby Street Suite 4600, Houston, TX 77002	Telephone No. : 575-748-9724	
Facility Name : Stirling 7 C #4	Facility Type: Battery	
Surface Owner : Private	Mineral Owner: Federal	Lease No. : API #30-015-34838 2RP-894

LOCATION OF RELEASE

Unit Letter	Section	Township	Range	Feet from the	North/South Line	Feet from the	East/West Line	County
C	7	18S	27E	990	FNL	1650	FWL	Eddy

Latitude 32.76700 Longitude -104.321001

NATURE OF RELEASE

Type of Release : OIL & Produced Water	Volume of Release : 4 bbls oil & 83 bbls PW	Volume Recovered: 2 bbls oil & 68 bbl PW
Source of Release : flow line	Date and Hour of Occurrence: 1/18/11 am	Date and Hour of Discovery: 1/18/11 12:30 pm
Was Immediate Notice Given? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not Required	If YES, To Whom? BLM / Jim Amos	
By Whom? Steven Forister	Date and Hour : 1/19/11 11:15 am	
Was a Watercourse Reached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	If YES, Volume Impacting the Watercourse.	

If a Watercourse was Impacted, Describe Fully.*

Describe Cause of Problem and Remedial Action Taken.*

3" poly flow line split inside the berm at the tank battery. The flow line was isolated and repaired. A vacuum truck picked up 2 barrels of oil and 68 barrels of produced water immediately.

Describe Area Affected and Cleanup Action Taken.*

Talon/LPE was also contacted for the correction of the release. The impacted area was excavated to a depth of 4-foot deep in the tank battery, analytical testing was completed and the impacted soil was transported to Lea Land, LLC an approved disposal facility. A 20 Mil liner was installed and the excavated area was backfilled to grade with new material transported from a local borrow pit.

I hereby certify that the information given above is true and complete to the best of my knowledge and understand that pursuant to NMOCD rules and regulations all operators are required to report and/or file certain release notifications and perform corrective actions for releases which may endanger public health or the environment. The acceptance of a C-141 report by the NMOCD marked as "Final Report" does not relieve the operator of liability should their operations have failed to adequately investigate and remediate contamination that pose a threat to ground water, surface water, human health or the environment. In addition, NMOCD acceptance of a C-141 report does not relieve the operator of responsibility for compliance with any other federal, state, or local laws and/or regulations.

Signature:	OIL CONSERVATION DIVISION	
Printed Name: Jerry Smith	Approved by District Supervisor:	
Title: Assistant Production Supervisor	Approval Date:	Expiration Date:
E-mail Address: jsmith@limerockresources.com	Conditions of Approval:	Attached <input type="checkbox"/>
Date: 2/28/2012 Phone: 575-748-9724		

* Attach Additional Sheets If Necessary