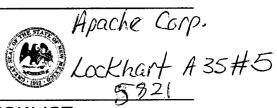
ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION

- Engineering Bureau -

1220 South St. Francis Drive, Santa Fe, NM 87505



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JAMES BRUCE ATTORNEY AT LAW

POST OFFICE BOX 1056 SANTA FE, NEW MEXICO 87504

369 MONTEZUMA, NO. 213 SANTA FE, NEW MEXICO 87501

(505) 982-2043 (Phone) (505) 660-6612 (Cell) (505) 982-2151 (Fax)

jamesbruc@aol.com

March 24, 2008

Hand Delivered

Mark E. Fesmire, P.E. Oil Conservation Division 1220 South St. Francis Drive Santa Fe. New Mexico 87505

Dear Mr. Fesmire:

Pursuant to Division Rule 104.F(2), Apache Corporation applies for administrative approval of an unorthodox oil well location for the following well:

Well Name:

Lockhart A 35 Well No. 5

Well Location:

1330 feet FNL & 1650 feet FWL

Well Unit:

SE¼NW¼ of Section 35, Township 21 South, Range 37 East,

N.M.P.M., Lea County, New Mexico

The well will test the Blinebry (Blinebry Oil and Gas Pool), Tubb (Tubb Oil and Gas Pool), and Drinkard (Drinkard Pool) formations, and applicant requests unorthodox location approval in all three zones. The Blinebry, Tubb, and Drinkard zones are expected to be oil productive, and thus are spaced on 40 acres.

The application is based on geological and engineering reasons. A complete discussion, with exhibits, is attached as Exhibit A. The well is in the approximate center of existing Blinebry, Tubb, and Drinkard wells, and the proposed location will drain additional undrained reserves.

Exhibit B is a land plat. The N½ of Section 35, except the SW¼NW¼, is a single fee lease operated by ConocoPhillips Company. Applicant is a co-working interest owner with the operator, but will be drilling the well before turning over operations. Nonetheless, ConocoPhillips Company has been notified of this application. Exhibit C. (The well does not encroach on the SW¼NW¼ of Section 35, so the operator (John H. Hendrix Corp.) has not been notified.)

Please call me if you need any further information on this matter.

Very truly yours.

James Bruce

Attorney for Apache Corporation

Application of Apache Corporation for administrative approval of an unorthodox well location:

40 acres - 1330' FNL & 1650' FWL Section 35, Township 21 South, Range 37 East, NMPM Lea County, New Mexico

PRIMARY OBJECTIVES:

Blinebry, Tubb, and Drinkard

In support:

- 1. ConocoPhillips is operator and Apache Corporation (Apache) is acting as interim operator of the proposed **Lockhart A-35 #5** well (**Exhibit 1**).
- 2. The proposed unorthodox location encroaches toward the following wells which are, or have been, productive from various combinations of the Blinebry, Tubb, and Drinkard (Exhibit 2). Exhibit 2 displays wells with a total depth equal to, or greater than, 5500', sufficient to penetrate at least part of the Blinebry, Tubb, and Drinkard interval
- 3. Production from the three reservoirs is assigned to individual Blinebry Oil and Gas, Tubb Oil and Gas, and Drinkard Pools, but downhole commingling is pre-approved pending submission of allocations to the Hobbs District Office. The cumulative and daily production values displayed on **Exhibit 2** are only for the Blinebry, Tubb, and Drinkard reservoirs.

API					Cum	Daily
30025	Op.	Well	Loc	Pool	O/G/W	O/G/W
07032	ConocoPhillips	Lockhart A-35 #3	35-C	Blinebry Oil (06660)	49/1617/8	1/26/1
07032	ConocoPhillips	Lockhart A-35 #3	35-C	Tubb Oil (60240)	23/2715/4	0/13/0
07032	ConocoPhillips	Lockhart A-35 #3	35-C	Drinkard (19190)	170/2954/9	0/4/0
07030	ConocoPhillips	Lockhart A-35 #1	35-D	Blinebry Oil (06660)	38/3251/51	2/14/13
07030	ConocoPhillips	Lockhart A-35 #1	35-D	Drinkard (19190)	211/888/2	0/0/0
07036	Hendrix Corp	EM Elliott #1	35-E	Blinebry Oil (06660)	52/5048/16	0.5/42/1
07036	Hendrix Corp	EM Elliott #1	35-E	Drinkard (19190)	226/2029/16	0.5/167/1
07031	ConocoPhillips	Lockhart A-35 #2	35-F	Blinebry Oil (06660)	74/677/19	0.8/7/1
07031	ConocoPhillips	Lockhart A-35 #2	35-F	Tubb Oil (60240)	6/243/3	0.8/27/2
07031	ConocoPhillips	Lockhart A-35 #2	35-F	Drinkard (19190)	192/0/0	0/0/0
07031	ConocoPhillips	Lockhart A-35 #2	35-F	Wantz Abo	64/562/10	0/0/0

MBO BOPD MMCFG MCFGPD MBW BWPD

3. The proposed **Lockhart A-35 #5** location of 1330' from north line and 1650' from west line is based upon drainage considerations. It was designed to be a "true" 20 Acre infill location, but moved due to leaseline considerations.



a. Geology

The Blinebry, Tubb, and Drinkard Formations are members of the Yeso Group, Permian Leonardian in age. All three formations are shallow marine carbonates, consisting primarily of dolomite. The Tubb has appreciable clastic content and the Drinkard can become limey toward its base. Anhydrite can occur throughout the interval. Pay zones are thin, erratically distributed, and separated by thick impermeable intervals. Porosity and permeability are low.

The geological environment of deposition of the Blinebry, Tubb, and Drinkard was prone to the creation of compartmentalized reservoirs. Cross section analysis and mapping of "continuous pay" also indicates lack of reservoir continuity between 40 A wellbores. Volumetric calculations indicate that wells do not usually drain a full 40 Acre spacing unit. In fact, drainage is often less than 20 Acres.

Apache routinely fracture stimulates perforations in each of the three formations then produces them commingled and allocates production based upon well tests. At this stage in the history of all three pools, economics do not generally permit development of individual reservoirs. Thus, pay from all three reservoirs must be considered for well proposals. A combined Blinebry, Tubb, Drinkard map extracted from a larger area map is, therefore, presented (**Exhibit 3**).

The reservoir was analyzed by mapping the product of pay zone thickness (H) times average porosity (PhiA) (Exhibit 3) of the entire Blinebry, Tubb, and Drinkard interval. This value (PhiH) was obtained as follows:

- 1. Thickness (H) was read from modern neutron-density logs from which cross-plotted porosity can be calculated (XPhi).
- 2. A subtidal environment of deposition fraction of porosity was identified using a minimum of 5% to a maximum of 20% porosity and gamma ray from 0 APIU to a maximum 35 APIU.
- 3. The Tubb was deposited in a more tidal flat environment, so H in this formation only also includes that fraction of porosity with a minimum 10% to maximum 30% and gamma ray from a minimum 35 APIU to a maximum 75 APIU.
- 4. These values were then added to arrive at an H value for the entire Blinebry, Tubb, and Drinkard interval.

This analysis requires modern neutron-density logs. Use of older total count gamma ray neutron logs or sonic logs produced isopach maps that were not geologically reasonable. PhiH isopach lines were modeled after cumulative production isopach lines where new well control is lacking. This procedure has proved successful for Apache in recent drilling in the area.

b. Drainage

The following table provides drainage areas calculated from the PhiH map and reserves of the offsetting wells. PhiH values are either from modern logs, or estimated from the grid. Wells with values determined from modern logs are in **bold**.

				PhiH	Area	EUR	EUR
Op.	Well	Loc	Reservoir	FT	Α	MBO	MMCFG
ConocoPhillips	Lockhart A-35 #3	35-C	BTD	36.00	16.12	242	7430
ConocoPhillips	Lockhart A-35 #1	35-D	BTD	21.38	27.91	249	4150
Hendrix Corp	EM Elliott #1	35-E	BTD	30.86	21.58	278	7425
ConocoPhillips	Lockhart A-35 #2	35-F	BTD	17.30	13.71	99	1050

The proposed **Lockhart A-35 #5** was planned as a "true" 20 Acre infill location between existing Blinebry, Tubb, and Drinkard producers. The location was placed in the center of the vacant area between the existing wells, and then moved due to leaseline considerations.

Reserves for the proposed location were calculated by planimetering the undrained area of the PhiH isopach which lies under a drainage circle (the size of which is the average of the direct offset drainage areas) centered on the proposed location. Any competitive drainage is shared between the proposed well and the existing offset wells. The results are as follows:

				PhiH	Area	EUR	EUR
Op.	Well	Loc	Reservoir	Ft	Α	MBO	MMCFG
Apache	Lockhart A-35 #5	35-F	BTD	21.65	16.33	147.5	1475

4. Notice

Lockhart A-35 #5 encroaches toward wells operated by ConocoPhillips and John H Hendrix Corporation. Parties to be notified of this application are:

ConocoPhillips Company 600 N. Dairy Ashford, 3WL-14066 Houston, Texas 77079 Attn: Tom Scarbrough

5. Approval of this application will afford the interest owners in these spacing units an opportunity to recover oil and gas which would not otherwise be recovered and to do so without violating correlative rights.

OK

DISTRICT I 1825 N. French Dr., Hobbs, NM 88240 DISTRICT II 1301 W. Grand Avenue, Artesla, NM 88210

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102 Revised October 12, 2005

DISTRICT III 1000 Rio Brazos Rd., Aztec, NM 87410 OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, New Mexico 87505

Submit to Appropriate District Office State Lease - 4 Copies Fee Lease - 3 Copies

DISTRICT IV 1220 S. St. Francis Dr., Santa Fe, NM 87506

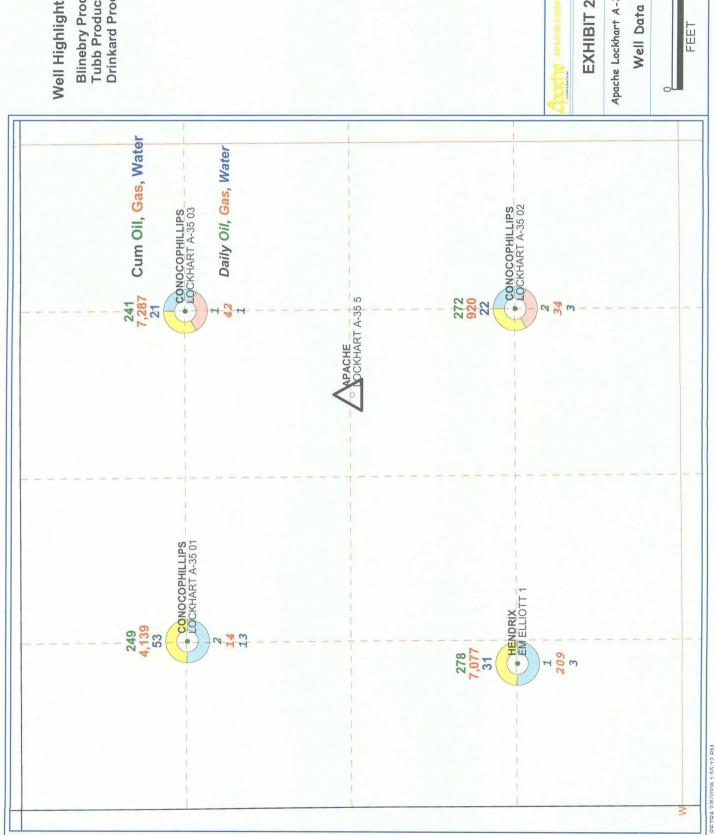
☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number)	Pool Code	Pool Name				
Property (Well Number					
OGRID N	0.			Elevation 3381'					
					Surface Loc	ation			
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
F	35	21 S	37 E		1330	NORTH	1650	WEST	LEA
	L		Bottom	Hole Loc	cation If Diffe	erent From Sur	face		
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
Dedicated Acre	s Joint o	or Infill Co	nsolidation	Code Or	der No.				

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

***************************************	047 24 11041 1041411	DAND ONLY MAS BEEN AFFROYED BY THE DIVISION
Lat - N32*26'20.41" Long - W103*08'13.09" SPC- N.: 525502.398 E.: 910434.913 (NAD-83)	1330′	OPERATOR CERTIFICATION I hereby certify that the information contained herein is true and complete to the best of my knowledge and beltaf, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.
		Signature Date Printed Name
		SURVEYOR CERTIFICATION I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervison, and that the same is true and correct to the best of my belief.
		Date Survey of the Signature & Sept Market Professional Serveyor
		Certificate No. Gary L. Jones 7977 BASIN SURVEYS



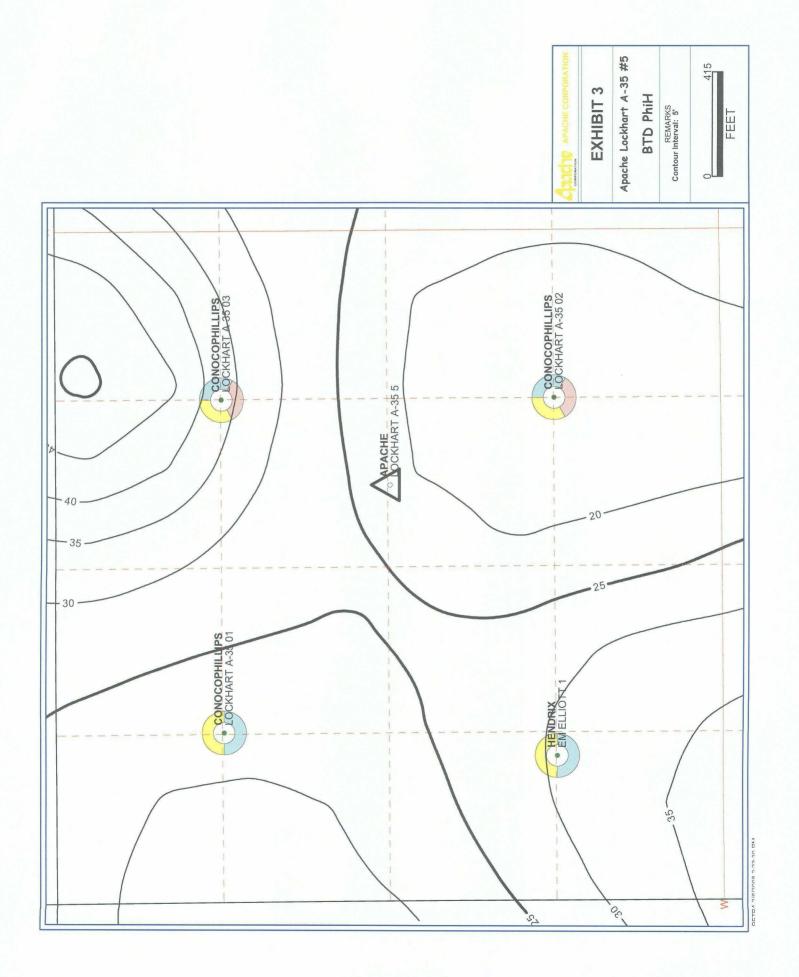
Well Highlights

Blinebry Production: Yellow Tubb Production: Red Drinkard Production: Blue

EXHIBIT 2

Apache Lockhart A-35 #5

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JAMES BRUCE ATTORNEY AT LAW

POST OFFICE BOX 1056 SANTA FE, NEW MEXICO 87504

369 MONTEZUMA, NO. 213 SANTA FE, NEW MEXICO 87501

(505) 982-2043 (Phone) (505) 660-6612 (Cell) (505) 982-2151 (Fax)

jamesbruc@aol.com

March 24, 2008

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

ConocoPhillips Company 600 North Dairy Ashford Houston, Texas 77079

Attention:

Tom Scarborough

3WL-14066

Ladies and gentlemen:

Apache Corporation has filed an application with the New Mexico Oil Conservation Division seeking an unorthodox oil well location in the Blinebry, Tubb, and Drinkard formations in the SE¼NW¼ of Section 35, Township 21 South, Range 37 East, NMPM, Lea County, New Mexico. A copy of the application is enclosed. If you object to the application, you must notify the Division in writing no later than Monday, April 14, 2008 (the Division's address is 1220 South St. Francis Drive, Santa Fe, New Mexico 87505). Failure to object will preclude you from contesting this matter at a latter date.

Very truly yours,

James Bruce

Attorney for Apache Corporation