

BOPCO, L.P.
201 MAIN ST
FORT WORTH, TEXAS 76102-3131
817/390-8400

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July 22, 2011

FEDERAL EXPRESS

Bureau of Land Management
Carlsbad District Office
620 E. Green St.
Carlsbad, New Mexico 88220
Attn: Mr. Wesley Ingram

New Mexico State Land Office
Commissioner of Public Lands
310 Old Santa Fe Trail
Santa Fe, New Mexico 87501
Attention: Mr. Pete Martinez

New Mexico Oil Conservation Division
1220 St. Francis
Santa Fe, New Mexico 87505
Attention: Mr. William Jones

Re: 2011 Plan of Development Amendment
Poker Lake Unit
Eddy County, New Mexico

Gentlemen:

In accordance with Section 10 of the Poker Lake Unit Agreement dated March 18, 1952, BOPCO, L.P., Operator of the referenced unit, hereby submits an Amendment to our 2011 Plan of Development for the Poker Lake Unit.

FUTURE DEVELOPMENT

Poker Lake Unit #312H Eddy County, New Mexico - This well will be drilled at a legal location being 1,100' FNL & 1,750' FEL, Section 33, T24S-R31E, Eddy County, New Mexico to a proposed depth of 8,185' to test the Delaware Formation.

Poker Lake Unit #349H Eddy County, New Mexico - This well will be drilled at a legal location being 450' FNL & 1,850' FEL, Section 10, T25S-R30E, Eddy County, New Mexico to a proposed depth of 7,549' to test the Delaware Formation.

Poker Lake Unit #350H Eddy County, New Mexico - This well will be drilled at a legal location being 1,540' FNL & 2,200' FWL, Section 10, T25S-R30E, Eddy County, New Mexico to a proposed depth of 7,531' to test the Delaware Formation.

Poker Lake Unit #353H Eddy County, New Mexico - This well will be drilled at a legal location being 500' FNL & 2,140' FWL, Section 9, T25S-R31E, Eddy County, New Mexico to a proposed depth of 8,159' to test the Delaware Formation.

Poker Lake Unit #355H Eddy County, New Mexico - This well will be drilled at a legal location being 450' FSL & 1,900' FEL, Section 33, T24S-R31E, Eddy County, New Mexico to a proposed depth of 8,169' to test the Delaware Formation.

Poker Lake Unit #356H Eddy County, New Mexico - This well will be drilled at a legal location being 2,210' FSL & 1,850' FEL, Section 33, T24S-R31E, Eddy County, New Mexico to a proposed depth of 8,192' to test the Delaware Formation.

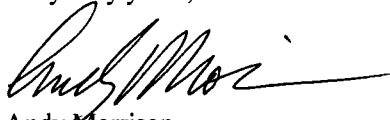
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EFFECTIVE DATE

This Plan of Development Amendment became effective on July 27, 2011.

If this Plan of Development meets with your approval, please so indicate by signing in the appropriate space provided below and return one (1) signed original to the undersigned for our records.

Very truly yours,



Andy Morrison

AM:ca

ACCEPTED AND AGREED this _____ day of _____, 2011.

BUREAU OF LAND MANAGEMENT

By: _____

COMMISSIONER OF PUBLIC LANDS

By: _____

NEW MEXICO OIL CONSERVATION DIVISION

By: _____