STATE OF NEW MEXICO DEPARTMENT OF ENERGY, MINERALS AND NATURAL RESOURCES OIL CONSERVATION DIVISION

APPLICATION OF CIMAREX ENERGY CO. FOR A NON-STANDARD OIL SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO

CASE NO. 15755

CIMAREX EXHIBITS

District I 1625 N. French Dr., Hobbs, NM 88240 Phone: (575) 393-6161 Fax: (575) 393-0720 District II 811 S. First St., Artesia, NM 88210 Phone: (575) 748-1283 Fax: (575) 748-9720

District III 1000 Rio Brazos Road, Aztec, NM 87410 Phone: (505) 334-6178 Fax: (505) 334-6170 District IV 1220 S. St. Francis Dr., Santa Fe, NM 87505

Phone: (505) 476-3460 Fax: (505) 476-3462

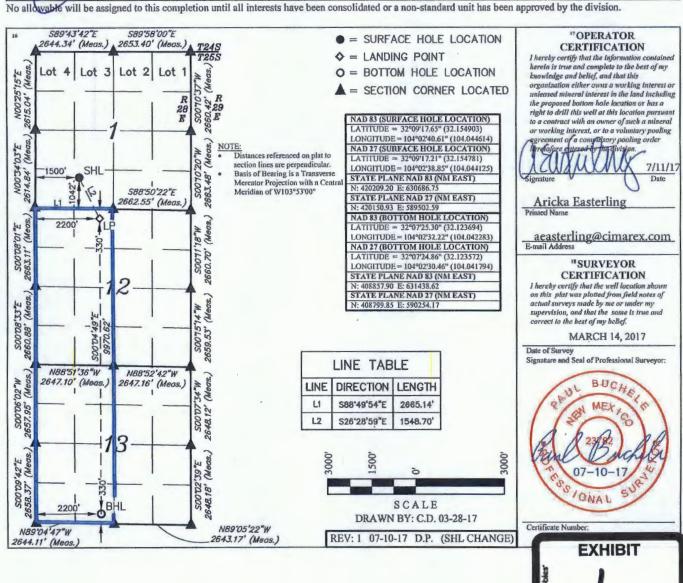
State of New Mexico Energy, Minerals & Natural Resources Department OIL CONSERVATION DIVISION 1220 South St. Francis Dr. Santa Fe, NM 87505

Form C-102 Revised August 1, 2011 Submit one copy to appropriate District Office

MENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

	30-015 98220					Purple Sage Wolfcamp gas								
4 Property C	ode			RIVE	5 Property N ERBEND 12-13 I	fame FEDERAL COM			6 Well Number 29H					
215099	0.				*Operator N CIMAREX ENI				⁹ Elevation 2939.5					
					·· Surface	Location								
UL er let no. N	Section 1	Township 25S	Range 28E	Lot Idu	Feet from the 1042	North/South line SOUTH	Feet from the 1500	East/West line WEST	County EDDY					
			11	Bottom Ho	ole Location I	f Different From	Surface							
UL or lot no.	Section 13	Township 25S	Range 28E	Lot Idn	Feet from the 330	North/South line SOUTH	Feet from the 2200	East/West line WEST	County EDDY					
Dedicated Act	es 13 J	oint or Infill	14 Consc	lidation Code	15 Order No.		•							



Riverbend 12 - 13 29H - Pooled Interests

W/2 of Section 12 & W/2 of Section 13, Township 25 South, Range 28 East, Eddy County, New Mexico

OWNER	Tract	TYPE	NET ACRES
RKI Exploration & Production, LLC	2, 4, 5	Leasehold	3.71878125
CWPLCO, Inc.	2	Unleased Minerals	20.00000000
EOG Resources, Inc.	1	Leasehold	29.30232600
Devon Energy Production, LP	1, 4, 3	Leasehold, Contractual	4.03872631
Total		-	57.05983356

Tract 4: NW/4NW/4 Fee	Tract 5: NE/4NW/4 Fee
Tract 3: SW/4NW/4, NW/4SW/4 Fee	Tract 1: E/2SW/4, SE/4NW/4 of Section 12 NMNM 06104
Tract 2: SW/4SW/4 Fee	Section 12
	Section 13
	Tract 1: NW/4SW/4, E/2SW/4 of Section 13

revised exhibit show

EXHIBIT 2

Cimarex Energy Co.

600 N Marienfeld St

Suite 600

Midland, TX 79701

February 8, 2017

Devon Energy Production Company, LP Attn: Katie Dean 333 West Sheridan Avenue Oklahoma City, Oklahoma 73102

Re:

Proposal to Drill

Riverbend Federal Com 12-13 3H

W/2 of Section 12 & 13, Township 25 South, Range 28 East, Eddy County, NM

Dear Working Interest Owner,

Cimarex Energy Co. hereby proposes to drill the Riverbend Federal Com 12-13 3H well at a legal location in Section 12, Township 25 South, Range 28 East, NMPM, Eddy Co., NM.

The intended surface hole location for the well is 330' FNL and 2200' FWL of Section 12, Township 25 South, Range 28 East, and the intended bottom hole location is 330' FSL and 2200' FWL of Section 13, Township 25 South, Range 28 East. The well is proposed to be drilled vertically to a depth of approximately 10,750' to the Wolfcamp formation and laterally in a southerly direction within the formation to the referenced bottom hole location. Total measured depth of the well is proposed to be approximately 21,000' feet from surface to terminus.

It should be understood that compliance with topography or cultural or environmental concerns, among others, might require modification of Cimarex's intended procedure. Cimarex will advise you of any such modifications.

Enclosed, in duplicate, is (i) our detailed AFE reflecting estimated costs associated with this proposal, and; (ii) our proposed form of Operating Agreement to govern operations of the Riverbend Federal Com 12-13 3H well. If you intend to participate, please approve and return one (1) original of the enclosed AFE, one (1) original of the signature page to the Operating Agreement, along with the contact information to receive your well data, to the undersigned within thirty (30) days of receipt of this proposal. If you elect to purchase your own well control insurance, you must provide a certificate of such insurance to Cimarex prior to commencement of drilling operations; otherwise, you will be covered by insurance procured by Cimarex and will be responsible for your share of the cost.

Please call the undersigned with any questions or comments.

Respectfully

Kelly Reese, CPL 432.620.1966

EXHIBIT 3

CIMARE

ELECTION TO PARTICIPATERiverbend Federal Com 12-13 3H

	Riverbend Federal Com 12-13 3H well.
	Devon Energy Production Company, LP elects NOT to participate in the proposed Riverbend Federal Com 12-13 3H well.
Dated this day of	, 2017.
Signature:	
Title:	
If your election above i	s TO participate in the proposed Riverbend Federal Com 12-13 3H well, then:
	Devon Energy Production Company, LP elects TO be covered by well control insurance procured by Cimarex Energy Co.
	Devon Energy Production Company, LP elects NOT to be covered by well contro insurance procured by Cimarex Energy Co. and agrees to provide Cimarex Energy Co. with a certificate of insurance prior to commencement of drilling operations or be deemed to have elected to be covered by well control insurance procured by Cimarex Energy Co.



Authorization For Expenditure

Company Entity					Date Prepare	od	
Cimarex Energy Co					Date (reptive	January 30, 2016	
Region	Well Name	Prospect or FI	eld Name	Property Number		Drilling AFE No.	
PERMIAN	Riverbend						
Location		Count	٧	State		Type Well	
					Oil	X Expl	×
		Eddy		NM	Gas	Prod	
Estimate Type	-	Est.Start Date	E	it. Comp Date	Forma		Depth
Original Estimate Revised Estimate	×				WOLFCA	21,000	o ath
Supplemental Estimate					WULFCA	MP D Tri Vertical C	epm
Jappic mentar Estimate						10,130	
Project Description					4 4 4		
Drill a 2 Mile WCMP D well.							
							1
	11 12 14 14 14 14 14 14						
Intangibles		Dry Hole	Cort	After Casing Po	olet	Completed Well Co.	. 1
Drilling Costs		\$2,708,6		Aiter Casing F	2007400	\$2,708,000	
Completion Costs		00000000	1202211111111	\$7,693,502		\$7,693,502	
Total Intangible Costs		\$2,708,		\$7,693,502		\$10,401,502	
Tangibles							
Well Equipment		\$368,0	00	\$364,000		\$732,000	
Lease Equipment				\$1,547,791		\$1,547,791	
Total Tangible Well Cost		\$368,0	00	\$1,911,791		\$2,279,791	
Plug and Abandon Cost		50		50		\$0	
Total Well Cost		\$3,076,	100	\$9,605,293		612 601 202	
Total Well Cost		33,070,	700	93/609/63		\$12,681,293	
Comments on Well Costs	Children Committee	NUMBER OF STREET		Second Second	STORES OF STREET	nice to encary a	Real Property
1. All tubulars, well or lease equ	inment is priced by	COPAS and CEPS guidelines usi	ne the Historic	Price Multiplier.			
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					Company of the last of the las		
Well Control Insurance					11 11		Mar. I
Unless otherwise indicated below							
long as Operator conducts opera you must provide a certificate of							
commencement of drilling opera							
procured by Operator.	Ton age of	and the property of the same		.,		and the second second second	
elect to purchase my	in to store Hunts about	sectiones molicie					
	.,						
Well control insurance procured					_	erage for well control and	
related redrilling and clean-up/p	ollution expense co	wering drilling (through comple	tion) with a \$1,	000,000 (100% W.I.) de	ductible.		
Marketing Election		Control of the Contro	ALL DANKS	Witness and The Loc	- Complete	PARTY NAME AND ADDRESS OF	PERSONAL PROPERTY.
Cimarex sells its gas under arm's	length contracts wi	ith third party purchasers. Such	contracts may	include fees. In additi	on, penalties	may be incurred for insuf	licient
volumes delivered over time. Sh							
request to Cimarex's Marketing I							
shall be deemed an election to n	narket your gas with	Cimarex under the terms and	conditions set f	orth above.			-
				+			
l elect to take my gas	in kind.						
	3- 4						
l elect to market my g	as with Cimarex pu	rsuant to the terms and condit	ons of its cont	fact.			
Comments on AFE		ATTENDED OF THE STATE OF	and the second		T. III S. C.	Manufacture design	Corpo.
Comments on AFE. The above costs are estimates or	nly and anticipate tr	ouble free operations without	ny foreseeable	change in plans. The	actual costs n	nay exceed the estimated	costs
		herein granted. By approval of					
		of the laint execution zero ame					actual
legal, curative, regulatory and w		or rue long oberating agreeme	nt, regulatory	order or other applicab	te agreement		actual
		of the joint operating agreeme	nt, regulatory	order or other applicab	ie agreement		actuai
		or the joint operating agreeme	nt, regulatory (order or other applicab	ie agreement		actuai
					ie agreement		actuai
legal, curative, regulatory and w	ell costs under term	Cimarex Energ	y Ca. Appro	val			actuai
	ell costs under term		y Ca. Appro				actual
legal, curative, regulatory and w	ell costs under term	Cimarex Energ	y Ca. Appro	val			actual
legal, curative, regulatory and w	ell costs under term	Cimarex Energ	y Ca. Appro	val			actual
legal, curative, regulatory and w	ell costs under term	Cimarex Energ Drilling and Completion Manag	y Ca. Appro	val			actual
legal, curative, regulatory and w	ell costs under term	Cimarex Energ Drilling and Completion Manag	y Ca. Appro	val			actuai



					NCP - Drilling (Dry Hole Cost)		ACP - Drilling	VI.	Completion / Stimulation	COL	Production Equipment/	81=	Post Completion	Total We
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its .				SOC 125	510,000	DICC. 175	50	5718.225	50	111111	umanin	PC05K 135		\$86
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Cimarex Energy Co.

600 N. Marienfeld St

Suite 600

Midland, TX 79701

February 8, 2017

EOG Resources

Attn: Land Department 5509 Champions Drive Midland, Texas 79706

Re:

Proposal to Drill

Riverbend Federal Com 12-13 3H

W/2 of Section 12 & 13, Township 25 South, Range 28 East, Eddy County, NM

CIMARE

Dear Working Interest Owner,

Cimarex Energy Co. hereby proposes to drill the Riverbend Federal Com 12-13 3H well at a legal location in Section 12, Township 25 South, Range 28 East, NMPM, Eddy Co., NM.

The intended surface hole location for the well is 330' FNL and 2200' FWL of Section 12, Township 25 South, Range 28 East, and the intended bottom hole location is 330' FSL and 2200' FWL of Section 13, Township 25 South, Range 28 East. The well is proposed to be drilled vertically to a depth of approximately 10,750' to the Wolfcamp formation and laterally in a southerly direction within the formation to the referenced bottom hole location. Total measured depth of the well is proposed to be approximately 21,000' feet from surface to terminus.

It should be understood that compliance with topography or cultural or environmental concerns, among others, might require modification of Cimarex's intended procedure. Cimarex will advise you of any such modifications.

Enclosed, in duplicate, is (i) our detailed AFE reflecting estimated costs associated with this proposal, and; (ii) our proposed form of Operating Agreement to govern operations of the Riverbend Federal Com 12-13 3H well. If you intend to participate, please approve and return one (1) original of the enclosed AFE, one (1) original of the signature page to the Operating Agreement, along with the contact information to receive your well data, to the undersigned within thirty (30) days of receipt of this proposal. If you elect to purchase your own well control insurance, you must provide a certificate of such insurance to Cimarex prior to commencement of drilling operations; otherwise, you will be covered by insurance procured by Cimarex and will be responsible for your share of the cost.

Please call the undersigned with any questions or comments.

Respectfully.

Kelly Reese, CPL 432,620,1966

ELECTION TO PARTICIPATE Riverbend Federal Com 12-13 3H

	Com 12-13 3H well.
	EOG Resources, Inc. elects NOT to participate in the proposed Riverbend Federal Com 12-13 3H well.
Dated this day o	f, 2017.
Signature:	
Title:	
If your election above	is TO participate in the proposed Riverbend Federal Com 12-13 3H well, then:
	EOG Resources, Inc. elects TO be covered by well control insurance procured by Cimarex Energy Co.
	EOG Resources, Inc. elects NOT to be covered by well control insurance procured by Cimarex Energy Co. and agrees to provide Cimarex Energy Co. with a certificate of insurance prior to commencement of drilling operations or be deemed to have elected to be covered by well control insurance procured by Cimarex Energy Co.



Authorization For Expenditure

Company Entity					Date Prepared	
Cimarex Energy Co					Janu	ary 30, 2016
Region	Well Name	Prospect or Field	Name	Property Number	Del	long AFE No.
PERMIAN		Topper of the		repetty (variety)	Din	ing Mee nu.
PERMIAN	Riverbend					
No. of the last of		6				
Eccation		County		State	Oil X	Vpe Well Expl x
		Eddy		NM	Gas	Expl x Prod
Estimate Type		Est Start Date	Est. (Comp Date	Formation	Ttl Measured Depth
Original Estimate	X				MINITERAL D	21,000
Revised Estimate Supplemental Estimate					WOLFCAMP D	Ttl Vertical Depth
Copplemental Estimate						20,730
Project Description	The state of the s					
Drill a 2 Mile WCMP D well						

intangibles		Dry Hote Cos	it	After Casing Po	int C	ompleted Well Cost
Drilling Costs		\$2,708,000	8		20000013	\$2,708,000
Completion Costs		AC TOO		\$7,693,502		\$7,693,502
Total Intangible Costs		\$2,708,000		\$7,693,502		\$10,401,502
Tangibles						
Well Equipment		\$368,000		\$364,000		\$732,000
Lease Equipment			SX 1737	\$1,547,791		\$1,547,791
Total Tangible Well Cost		\$368,000		\$1,911,791		\$2,279,791
E		1		4.0		
Plug and Abandon Cost		\$0		\$0		\$0
Total Well Cost		\$3,076,000		\$9,605,293		\$12,681,293
Total Well Cost		93/070/000		20/10/2/22		314,001,233
Well-Control (self-spec						
Well Control Insurance	below, you, as a non-operating we	orking Interest owner, ag	rea to be rover	ad by Operator's we	Il control insurance	procured by Operator so
	operations hereunder and to pay y					
you must provide a certific	ate of such insurance acceptable to	Operator, as to form an	d limits, at the	ime this AFE is retur	ned, if available, bu	it in no event later than
	operations. You agree that failure	to provide the certificate	of Insurance, a	s provided herein, v	vill result in your be	ing covered by Insurance
procured by Operator.						
l elect to purcha	se my own well control insurance	policy.				
Well control insurance pro	cured by Operator, provides, amon	ng other terms, for \$20,00	0,000 (100% W	.i.) of Combined Sing	gle Limit coverage f	or well control and
related redrilling and clean	-up/pollution expense covering dri	illing (through completion) with a \$1,000	,000 (100% W.I.) de	ductible.	
Marketing Election						COMPANY AND ADDRESS OF THE PARK AND ADDRESS OF THE PAR
	arm's-length contracts with third p	arty purchasers. Such co	ntracts may inc	lude fees. In addition	n, penalties may be	incurred for insufficient
	ne. Should you choose to market yo					
A COUNTY OF THE PARTY OF THE PA	eting Department, we will share wi				e sold. Failure to m	aké an election below
shall be deemed an electio	n to market your gas with Cimarex	under the terms and con	ditions set forti	i above.		
The state of the state of	country to helpful.					
I elect to take m	(Bas in aine:					
I elect to market	my gas with Cimaren pursuant to	the terms and conditions	of its contract			
Comments on AFE						COLUMN TO SECURE
	ites only and anticipate trouble free	e operations without any	foreseeable ch	ange in plans. The a	ctual costs may exc	eed the estimated costs
	orization for expenditure herein gra					
legal, curative, regulatory a	and well costs under term of the joi	nt operating agreement,	regulatory orde	er or other applicable	e agreement coveri	ng this well.
	Matthews 1997 - 1997 - Walleton 1997 - 1997					
		Cimarex Energy C	o. Approval			
Prepared by	Dolling as	nd Completion Manager	7,7,4,4,4	Regional Ma	парет	
		Bankara A. A. A	St. on the state of the last			
Сотралу		Joint Interest	Approval	Date		



March States Agent Agent States Stat				3		SCP - Drilling	100	ACP Dilling	Completion/	Equipment / Com	ost Josef Wed signes Cost
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		1 100	I de la constant						man so Mills		
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Company Solid					10000		Section .		\$3,768,000		\$3,768,0
Section Sect	timulation Water / Water Transfer / Water Storage				0139111				\$706,000		\$708.0
Value Company St. St. Value St.					THE REAL PROPERTY.			STAM NOS			\$40,0
Dec.	egal / Regulatory / Curative						3330		CON 300	\$0	\$10.0
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Cimarex Energy Co.

600 N. Marienfeld St.

Suite 600

Midfand, DC 79701

February 8, 2017

Clayton W. Williams, Jr. Attn: James Maybin #6 Desta Drive, Suite 3700 Midland, Texas 79705

Re:

Proposal to Drill

Riverbend Federal Com 12-13 3H

W/2 of Section 12 & 13, Township 25 South, Range 28 East, Eddy County, NM

CIMARE

Dear Working Interest Owner,

Cimarex Energy Co. hereby proposes to drill the Riverbend Federal Com 12-13 3H well at a legal location in Section 12, Township 25 South, Range 28 East, NMPM, Eddy Co., NM.

The intended surface hole location for the well is 330' FNL and 2200' FWL of Section 12, Township 25 South, Range 28 East, and the intended bottom hole location is 330' FSL and 2200' FWL of Section 13, Township 25 South, Range 28 East. The well is proposed to be drilled vertically to a depth of approximately 10,750' to the Wolfcamp formation and laterally in a southerly direction within the formation to the referenced bottom hole location. Total measured depth of the well is proposed to be approximately 21,000' feet from surface to terminus.

It should be understood that compliance with topography or cultural or environmental concerns, among others, might require modification of Cimarex's intended procedure. Cimarex will advise you of any such modifications.

Enclosed, in duplicate, is (i) our detailed AFE reflecting estimated costs associated with this proposal, and; (ii) our proposed form of Operating Agreement to govern operations of the Riverbend Federal Com 12-13 3H well. If you intend to participate, please approve and return one (1) original of the enclosed AFE, one (1) original of the signature page to the Operating Agreement, along with the contact information to receive your well data, to the undersigned within thirty (30) days of receipt of this proposal. If you elect to purchase your own well control insurance, you must provide a certificate of such insurance to Cimarex prior to commencement of drilling operations; otherwise, you will be covered by insurance procured by Cimarex and will be responsible for your share of the cost.

Please call the undersigned with any questions or comments.

Respectfully,

Kelly Reese, CPL 432.620.1966

ELECTION TO PARTICIPATE Riverbend Federal Com 12-13 3H

	Federal Com 12-13 3H well.
	Clayton W. Williams, Jr. elects NOT to participate in the proposed Riverbend Federal Com 12-13 3H well.
Dated this day o	f, 2017.
Signature:	·
Title:	·
If your election above	is TO participate in the proposed Riverbend Federal Com 12-13 3H well, then:
	Clayton W. Williams, Jr. elects TO be covered by well control insurance procured by Cimarex Energy Co.
	Clayton W. Williams, Jr. elects NOT to be covered by well control insurance procured by Cimarex Energy Co. and agrees to provide Cimarex Energy Co. with a certificate of insurance prior to commencement of drilling operations or be deemed to have elected to be covered by well control insurance procured by Cimarex Energy Co.



Authorization For Expenditure

		-				
Company Entity Cimarex Energy Co					Date Prepared Jan	nuary 30, 2016
Region	Well Name	Prospect or Field	Name	Property Number	Di	illing AFE No.
PERMIAN	Riverbend					
In Man		Country		(Parks)		Time Wall
Location		County		State	Oil)	Type Well Expl x
		Eddy		INIVI	Gas	Prod
Estimate Type		Est.Start Date	Es	t. Comp Date	Formation	Ttl Measured Depth
Original Estimate Revised Estimate	X				WOLFCAMP	21,000' Til Vertical Depth
Supplemental Estimate					110000	10,750'
Project Description	SERVICE PROPERTY.					
Drill a 2 Mile WCMP D well.						
Intangibles		Dry Hale Cos \$2,708,000		After Casing P	oint	Completed Well Cost
Orilling Casts Completion Costs		\$2,708,000	1238925	\$7,693,502	The state of the s	\$2,708,000 \$7,693,502
Total Intangible Costs		\$2,708,000		\$7,693,502		\$10,401,502
Tangibles						
Well Equipment		\$368,000		\$364,000		\$732,000
Lease Equipment Total Tangible Well Cost		\$368,000		\$1,547,791 \$1,911,79 1		\$1,547,791 \$2,279,791
Plug and Abandon Cost		\$0		50		\$0
Total Well Cost		\$3,076,000		\$9,605,293		\$12,681,293
long as Operator conducts ope you must provide a certificate	low, you, as a non-operating wo rations hereunder and to pay yo of such insurance acceptable to rations. You agree that failure t	our prorated share of the Operator, as to form an	premiums t d limits, at th	therefore. If you elect ne time this AFE is retu	to purchase your med, if available,	own well control insurance, but in no event later than
I eject to purchase n	ny own well control insurance p	olicy.				
	ed by Operator, provides, among /pollution expense covering drill					for well control and
Marketing Election	Super Administration	Mark Towns				Combination of the second second
Cimarex sells its gas under arm volumes delivered over time. I request to Cimarex's Marketin shall be deemed an election to	's-length contracts with third pa Should you choose to market yo g Department, we will share with market your gas with Cimarex to as In kind.	ur share of gas with Cim h you the terms and con under the terms and con	arex, you wi ditions pursi ditions set fo	If be subject to all of the uant to which gas will on orth above.	ne terms of such co	ontracts. Upon written
			m 23-75		-	
without affecting the authoriza	only and anticipate trouble free ation for expenditure herein grau well costs under term of the join	nted. By approval of this	AFE, the wo	orking interest owner	agrees to pay its pr	roportionate share of actual
		Cimarex Energy C	o. Approv	al		
Prepared by	Dr Yng an	d Completino Manager		Regional A	enager	
		Joint Interest	Approval			
Company	Ву			Date		



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Cimarex Energy Co.

600 N. Marienfeld St.

Suite 600

Midland, TX 79701

MAIN 432.571.7800 February 8, 2017

WPX Energy Attn: Greg Geist One Williams Center Tulsa, Oklahoma 74103



Re:

Proposal to Drill

Riverbend Federal Com 12-13 3H

W/2 of Section 12 & 13, Township 25 South, Range 28 East, Eddy County, NM

Dear Working Interest Owner,

Cimarex Energy Co. hereby proposes to drill the Riverbend Federal Com 12-13 3H well at a legal location in Section 12, Township 25 South, Range 28 East, NMPM, Eddy Co., NM.

The intended surface hole location for the well is 330' FNL and 2200' FWL of Section 12, Township 25 South, Range 28 East, and the intended bottom hole location is 330' FSL and 2200' FWL of Section 13, Township 25 South, Range 28 East. The well is proposed to be drilled vertically to a depth of approximately 10,750' to the Wolfcamp formation and laterally in a southerly direction within the formation to the referenced bottom hole location. Total measured depth of the well is proposed to be approximately 21,000' feet from surface to terminus.

It should be understood that compliance with topography or cultural or environmental concerns, among others, might require modification of Cimarex's intended procedure. Cimarex will advise you of any such modifications.

Enclosed, in duplicate, is (i) our detailed AFE reflecting estimated costs associated with this proposal, and; (ii) our proposed form of Operating Agreement to govern operations of the Riverbend Federal Com 12-13 3H well. If you intend to participate, please approve and return one (1) original of the enclosed AFE, one (1) original of the signature page to the Operating Agreement, along with the contact information to receive your well data, to the undersigned within thirty (30) days of receipt of this proposal. If you elect to purchase your own well control insurance, you must provide a certificate of such insurance to Cimarex prior to commencement of drilling operations; otherwise, you will be covered by insurance procured by Cimarex and will be responsible for your share of the cost.

Please call the undersigned with any questions or comments.

Respectfully

Kelly Reese, CPL 432,620,1966

ELECTION TO PARTICIPATE Riverbend Federal Com 12-13 3H

	WPX Energy elects TO participate in the proposed Riverbend Federal Com 12-13 3H well.
	WPX Energy elects NOT to participate in the proposed Riverbend Federal Com 12-13 3H well.
Dated this day of	, 2017.
Signature:	
Title:	
If your election above is	TO participate in the proposed Riverbend Federal Com 12-13 3H well, then:
	WPX Energy elects TO be covered by well control insurance procured by Cimarex Energy Co.
	WPX Energy elects NOT to be covered by well control insurance procured by Cimarex Energy Co. and agrees to provide Cimarex Energy Co. with a certificate of insurance prior to commencement of drilling operations or be deemed to have elected to be covered by well control insurance procured by Cimarex Energy Co.



Authorization For Expenditure

Company Entity					Date Prep	avo.d		
Cimarex Energy Co					Date Frep		y 30, 2016	
					-			
Region	Well Name	Prospect or Field	Name	Property Number	-	Unilin	g AFE No.	
PERMIAN	Riverbend							
Location		County	-1-1	State	Oil	X	e Well	×
		Eddy		NM	Gas		Prod	-
Estimate Type Original Estimate	×	EstiStart Date	E7	t, Comp Date	Forn	nation		ored Depth .000°
Revised Estimate					WOLF	CAMP D		cal Depth
Supplemental Estimate								,750'
Project Description		9.76			112726-1			
Drill a 2 Mile WCMP D well.								
			- Name of the second					
Intangibles		Dry Hole Cos		After Casing P	oint	Con	npleted Wel	l Cost
Drilling Costs		\$2,708,000			Simple		\$2,708,000	
Completion Costs		63 700 600	STATE OF THE PARTY.	\$7,693,502			\$7,693,502	
Total Intangible Costs		\$2,708,000		\$7,693,502	!		\$10,401,50	2
Tangibles								
Well Equipment	March Control of the	\$368,000		\$364,000			\$732,000	
Lease Equipment		The state of the s	4 3	\$1,547,791			\$1,547,793	1
Total Tangible Well Cost		\$368,000		\$1,911,791			\$2,279,791	1
Plug and Abandon Cost		\$0		\$0			\$0	
Total Well Cost		\$3,076,000		\$9,605,293).		\$12,681,29	3
Comments on Well Costs					O Paris I			
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Well Control Insurance				11	13	20/98/30		
Unless otherwise indicated below, long as Operator conducts operation								
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legal, curative, regulatory and well					_	-		
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Authorization For Expenditure

Company Entity Cimarex Energy Co				Date Prepared Janua	ry 30, 2016
Region	Well Name	Prospect or Fleld Name	Property Number	Dalli	ng AFE No.
PERMIAN	Riverbend				
Location		County	State	Ty	pe Well
# 50 Care (* 10) *		Eddy	NM	OH X	Expl x
				Gas	Prod
Estimate Type Original Estimate	x	Est.Start Date	Est. Comp Date	Formation	Til Measured Dopti 21,000*
Revised Estimate				WOLFCAMP D	Till Vertical Depth
Supplemental Estimate					10,750
Project Description Orill a 2 Mile WCMP D well.					
Intangibles		Dry Hole Cost	After Casing P	oint Co	impleted Well Cost
Drilling Costs		\$2,708,000	Street Street Control		\$2,708,000
Completion Costs Total Intangible Costs		\$2,708,000	\$7,693,502 \$7,693,502		\$7,693,502 \$10,401,502
Tangibles Well Equipment		\$368,000	\$364,000		\$732,000
Lease Equipment		\$259.000	\$1,547,791		\$1,547,791
Total Tangible Well Cost		\$368,000	\$1,911,791		\$2,279,791
Plug and Abandon Cost		\$0	\$0		50
Comments on Well Costs 1. All tubulars, well or lease eq Well Control Insurance		\$3,076,000 OPAS and CEPS guidelines using the Histo			\$12,661,793
Well Control Insurance Unless otherwise indicated belong as Operator conducts ope you must provide a certificate commencement of drilling ope procured by Operator. Lefect to purchase in Well control insurance procure related redrilling and clean-up, Marketing Election Cimarex sells its gas under arm	iow, you, as a non-oper- rations hereunder and of such insurance accep- rations. You agree that ny own well control insurance of your well control insurance of /pollution expense cover- i's-length contracts with	OPAS and CEPS guidelines using the History and CEPS guidelines using the History ating working interest owner, agree to be to pay your prorated share of the premiurable to Operator, as to form and limits, if allure to provide the certificate of insurance policy. Is, among other terms, for \$20,000,000 (1 ering drilling (through completion) with a party purchasers. Such contracts of third party purchasers.	ric Price Multiplier. e covered by Operator's w ms therefore. If you elect at the time this AFE is rett ance, as provided herein, 00% W.I.) of Combined Sit \$1,000,000 (100% W.I.) di	ell control insurance i to purchase your ow irned, if available, bu will result in your bei ngle Limit coverage fo eductible.	procured by Operator so in well control Insurance t in no event later than ing covered by Insurance or well control and incurred for insufficien
Well Control Insurance Well Control Insurance Unless otherwise indicated beliong as Operator conducts ope you must provide a certificate commencement of drilling ope procured by Operator. I elect to purchase in Well control insurance procure related redrilling and clean-up. Marketing Election Cimarex sells its gas under arm volumes delivered over time. Sequest to Cimarex's Marketing shall be deemed an election to	iow, you, as a non-oper- reations hereunder and of such insurance accep- reations. You agree that my own well control insurance accept and operator, provide /pollution expense cover in the control in t	ating working interest owner, agree to be to pay your prorated share of the premiurable to Operator, as to form and limits, if allure to provide the certificate of insurtrance policy. s, among other terms, for \$20,000,000 (1 pering drilling (through completion) with a	ric Price Multiplier. covered by Operator's w ms therefore. If you elect at the time this AFE is rett ance, as provided herein, 00% W.I.) of Combined Sis \$3,000,000 {100% W.I.} do may include fees. In addit u will be subject to all of to bursuant to which gas will	ell control insurance is to purchase your ow irrned, if available, but will result in your beingle Limit coverage for eductible.	procured by Operator so in well control Insurance t in no event later than ing covered by Insurance or well control and incurred for insufficien racts. Upon written
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Joint Interest Approval



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STATE OF NEW MEXICO DEPARTMENT OF ENERGY, MINERALS AND NATURAL RESOURCES OIL CONSERVATION DIVISION

APPLICATION OF CIMAREX ENERGY CO. FOR A NON-STANDARD OIL SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO

CASE NO. 15755

AFFIDAVIT OF NOTICE

COUNTY OF SANTA FE	E)	SS.					
J. Scott Hall, atte	orney	and	authorized	representative	of	Cimarex	Energy

J. Scott Hall, attorney and authorized representative of Cimarex Energy Co., the Applicant in this matter, being first duly sworn, upon oath states that he sent copies of the Application in this matter to the parties as specified on the attached Exhibit A.

J. Scott HALL

SUBSCRIBED AND SWORN to before me this 19th day of December, 2017

Notary Public

My Commission Expires:

STATE OF NEW MEXICO)

EXHIBIT 5

EXHIBIT A

WORKING INTEREST OWNERS

EOG Resources

Attn: Land Department 5509 Champions Drive Midland, Texas 79706

COG Acreage Fund LP c/o COG Operating LLC Attn: Ryan Owen

One Concho Center-600 W. Illinois

Midland, Texas 79701

Chevron U.S.A. Inc. Attn: Amber DeLach 1400 Smith Street Houston, Texas 77002

RKI Exploration & Production LLC c/o WPX Energy Attn: Greg Geist One Williams Centere

CWM 2000-B Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

Tulsa, Oklahoma 74103

3 MG Corporation c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

Pioneer Natural Resources USA Inc. Attn: Land Department P.O. Box 3178 Midland, Texas 79702 Devon Energy Production Co., LP Attn: Katie Dean 333 West Sheridan Avenue Oklahoma City, Oklahoma 73102

COG Production LLC c/o COG Operating LLC Attn: Ryan Owen One Concho Center-600 W. Illinois Midland, Texas 79701

CWPLCO Inc. c/o Clayton W. Williams, Jr. Attn: James Maybin #6 Desta Drive, Suite 3700 Midland, Texas 79705

Mewbourne Energy Partners 12-A LP - c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

CWM 2000-BII, Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

Mewbourne Development Corp. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

R.F. Hare, Trustee u/w/o Albert A. Adkisson 6300 Ridglea Place Fort Worth, Texas 76116

EXHIBIT A

ALL OFFSETTING OPERATORS

Endeavor Energy Resources, LP 110 North Marienfeld Suite 200 Midland, Texas 79701

Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701 EOG Resources Attn: Land Department 5509 Champions Drive Midland, Texas 79706

Matador Production Company MRC Permian Company 5400 LBJ Freeway – Suite 1500 Dallas, Texas 75240



J. SCOTT HALL
Cell: (505) 670-7362
Email: shall@montand.com
www.montand.com

June 29, 2017

CERTIFIED MAIL RETURN RECEIPT REQUESTED

TO: ALL INTEREST OWNERS TO BE POOLED ON THE ATTACHED LIST

Re: Application of Cimarex Energy Co. for a Non-Standard Oil Spacing and

Proration Unit and Compulsory Pooling, Eddy County, New Mexico

OCD Case No. 15755

Ladies and Gentlemen:

This will advise that Cimarex Energy Co. has filed an Application with the New Mexico Oil Conservation Division for an order approving a non-standard oil spacing and proration unit comprised of the W/2 of Sections 12 and 13, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220), underlying the non-standard unit. The unit will be dedicated to Applicant's proposed Riverbend 12-13 Fed Com 29H well (formerly named the Riverbend Federal Com 12-13 3H well) to be drilled from an approximate surface location 330 feet from the south line and 2200 feet from the west line of Section 1, Township 25 South, Range 28 east, to a bottomhole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East, NMPM. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost, the designation of Applicant and Operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well and lands are located approximately eight miles southeast of Malaga, New Mexico.

A copy of the Application for hearing is enclosed. You are being notified in your capacity as an owner whose interest may be pooled.

This Application will be set for hearing before a Division Examiner on July 20, 2017, at 8:15 a.m. at the New Mexico Oil Conservation Division, 1220 South St. Francis Drive, Santa Fe, New Mexico. You are not required to attend this hearing, but as an owner of an interest that may be affected, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging this application at a later time. If you intend to attend the hearing and present testimony or evidence, you must enter your appearance and serve the Division, counsel for the Applicant and other parties with a pre-hearing statement at

To All Interest Owners to Be Pooled on the Attached List June 29, 2017 Page 2

least four business days before the scheduled hearing date in accordance with Division Rule 19.15.4.13.

Very truly yours,

1. Swordall

J. Scott Hall

Enclosures

cc: Cody Elliott, CPL, Cimarex (via email, w/encs.)

CIMAREX/RIVERBEND

INTEREST OWNERS TO BE POOLED

EOG Resources Attn: Land Department 5509 Champions Drive Midland, Texas 79706

COG Acreage Fund LP c/o COG Operating LLC Attn: Ryan Owen One Concho Center-600 W. Illinois Midland, Texas 79701

Chevron U.S.A. Inc. Attn: Amber DeLach 1400 Smith Street Houston, Texas 77002

RKI Exploration & Production LLC c/o WPX Energy
Attn: Greg Geist
One Williams Centere
Tulsa, Oklahoma 74103

CWM 2000-B Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

3 MG Corporation c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

Pioneer Natural Resources USA Inc. Attn: Land Department P.O. Box 3178 Midland, Texas 79702 Devon Energy Production Co., LP Attn: Katie Dean 333 West Sheridan Avenue Oklahoma City, Oklahoma 73102

COG Production LLC c/o COG Operating LLC Attn: Ryan Owen One Concho Center-600 W. Illinois Midland, Texas 79701

CWPLCO Inc. c/o Clayton W. Williams, Jr. Attn: James Maybin #6 Desta Drive, Suite 3700 Midland, Texas 79705

Mewbourne Energy Partners 12-A LP - c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

CWM 2000-BII, Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

Mewbourne Development Corp. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701

R.F. Hare, Trustee u/w/o Albert A. Adkisson 6300 Ridglea Place Fort Worth, Texas 76116

DEPARTMENT OF ENERGY, MINERALS AND NATURAL RESOURCES OIL CONSERVATION DIVISION

APPLICATION OF CIMAREX ENERGY CO. FOR A NON-STANDARD OIE SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO

APPLICATION

Cimarex Energy Co. ("Cimarex") applies for an order approving a non-standard spacing and proration unit comprised of the W/2 of Sections 12 and 32, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation underlying the non-standard unit, and in support thereof, states:

- 1. Applicant is an interest owner in the W/2 of Sections 12 and 32, and has the right to drill thereon.
- 2. Applicant proposes to drill its Riverbend 12-13 Fed Com 29H well to a depth sufficient to test the Wolfcamp formation. Applicant seeks to dedicate the W/2 of Sections 12 and 32 to the well to form a non-standard 640-acre oil spacing and proration unit (project area) in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220; Order No. R-14262). The well is a horizontal well, with an approximate surface location 330 feet from the south line and 2200 feet from the west line of Section 1, Township 25 South, Range 28 East, and a bottom hole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East.
- 3. Applicant has in good faith sought to obtain the voluntary joinder of all other mineral interest owners in the Wolfcamp formation in the proposed project area for the purposes set forth herein.

- 4. Although Applicant attempted to obtain voluntary agreements from all mineral interest owners to participate in the drilling of the well or to otherwise commit their interests to the well, certain interest owners have failed or refused to join in dedicating their interests. Therefore, applicant seeks an order pooling all mineral interest owners in the Wolfcamp formation. Applicant seeks to dedicate the W/2 of Sections 12 and 13 pursuant to NMSA 1978, §§ 70-2-17, 18.
- 5. Approval of the non-standard unit and the pooling of all mineral interests in the Wolfcamp formation underlying the W/2 of Sections 12 and 13 will prevent the drilling of unnecessary wells, prevent waste, and protect correlative rights.

WHERFORE, Applicant requests that this application be set for hearing on July 20, 2017 and that, following notice and hearing, the Division enter its order:

- A. Approving a non-standard oil spacing and proration unit and pooling all mineral interests in the Wolfcamp formation in the W/2 of Sections 12 and 13, Township 25 South, Range 28 East;
 - B. Designating Applicant as operator of the well;
- C. Considering the cost of drilling and completing the well, and allocating the cost among the well's working interest owners;
- D. Approving actual operating charges and costs charged for supervision, together with a provision adjusting the rates pursuant to the COPAS accounting procedure; and
- E. Setting a 200% charge for the risk involved in drilling and completing the well in the event a working interest owner elects not to participate in the well.

Respectfully submitted,

J. Scott Hall

Seth C. McMillan

Montgomery & Andrews, P.A.

Post Office Box 2307

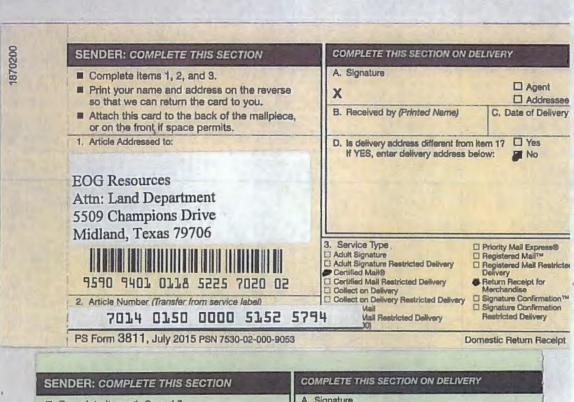
Santa Fe, NM 87504-2307

(505) 982-3873

Attorneys for Cimarex Energy Co.

case No. : Application of Cimarex Energy Co. for a Non-Standard Spacing and Proration Unit and Compulsory Pooling, Eddy County, New Mexico. Applicant seeks an order approving a non-standard oil spacing and proration unit comprised of the W/2 of Sections 12 and 13, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220), underlying the non-standard unit. The unit will be dedicated to Applicant's proposed Riverbend 12-13 Fed Com 29H well to be drilled from and approximate surface location 330 feet from the north line and 2200 feet from the west line of Section 12, Township 25 South, Range 28 east, to a bottomhole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East, NMPM. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost, the designation of Applicant and Operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well and lands are located approximately eight miles southeast of Malaga, New Mexico.





A. Signature Complete items 1, 2, and 3. ☐ Agent Print your name and address on the reverse ☐ Addressee so that we can return the card to you. B. Received by (Printed Name) C. Date of Delivery Attach this card to the back of the mallpiece, or on the front if space permits. 1. Article Addressed to: D. Is delivery address different from item 1? Yes If YES, enter delivery address below: **EOG Resources** Attn: Land Department 5509 Champions Drive Midland, Texas 79706 Priority Mail Express® Registered Mail™ Recistered Mail Restricted Delivery Recum Receipt for Merchandiss Service Type Adult Signature Adult Signature Restricted Delivery Certified Maik® Certified Mail Restricted Delivery 9590 9401 0118 5225 7020 02 ☐ Collect on Delivery ☐ Collect on Delivery Restricted Delivery ☐ Signature Confirmation™☐ Signature Confirmation 2. Article Number (Transfer from service label) Mail Restricted Delivery Restricted Delivery 7014 0150 0000 5152 5794

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Devon Energy Production Co., LP Attn: Katie Dean 333 West Sheridan Avenue Oklahoma City, Oklahoma 73102		
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Collect on Delivery Return Receipt for Merchandise 9590 9401 0118 5225 7020 26 Collect on Delivery Restricted Delivery ☐ Signature Confirmation™ ☐ Signature Confirmation 2. Article Number (Transfer from convine labor) 7014 0150 0000 5152 5817 Restricted Delivery all Restricted Delivery PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt COMPLETE THIS SECTION ON DELIVERY SENDER: COMPLETE THIS SECTION Complete items 1, 2, and 3. ☐ Agent Print your name and address on the reverse ☐ Addressee so that we can return the card to you. ate of Delivery Attach this card to the back of the mailpiece, or on the front if space permits. 1. Article Addressed to: If YES, enter delivery address below: COG Acreage Fund LP c/o COG Operating LLC Attn: Ryan Owen One Concho Center-600 W. Illinois Midland, Texas 79701 Service Type ☐ Priority Mail Express® Adult Signature Adult Signature Restricted Delivery Certified Mail® Registered Mail Restricted Delivery ☐ Certified Mail Restricted Delivery ☐ Collect on Delivery Return Receipt for 9590 9401 0118 5225 Merchandise

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1400 Smith Street Houston, Texas 77002	3. Sarvice Type
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Attn: James Maybin #6 Desta Drive, Suite 3700 Midland, Texas 79705	3. Service Type Certified Mail* Priority Mail Express** Registered Return Receipt for Merchandis Insured Mail Collect on Delivery 4. Restricted Delivery? (Extra Fee)
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SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. Print your name and address on the reverse	A. Signature X
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500 West Texas – Suite 1020 Midland, Texas 79701	3. Service Type Certified Mail* Priority Mail Express** Registered Insured Mail Collect on Delivery
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PS Form 3811, July 2013 SENDER: COMPLETE THIS SECTION Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailplece, or on the front if space permits. Article Addressed to: CWM 2000-B Ltd. c/o Mewbourne Oil Company	A Signature A Signature A Addresse B. Received by (Printed Name) C. Date of Deliver
PS Form 3811, July 2013 SENDER: COMPLETE THIS SECTION Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailplece, or on the front if space permits. Article Addressed to: CWM 2000-B Ltd.	A Signature A Signature A Signature A Signature A Agent Addresse B. Received by (Printed Name) C. Date of Deliver C. Date of Deliver C. Date of Deliver A Condition of the Condition of
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CWM 2000-BII, Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb	
500 West Texas – Suite 1020 Midland, Texas 79701	3. Service Type 1. Certified Mail®
	4. Restricted Delivery? (Extra Fee) Yes
2. Article Number 7014 01	50 0000 5152 5886
PS Form 3811, July 2013 Domestic	Return Receipt

Complete Items 1, 2, and 3. Also complete Item 4 if Restricted Delivery is desired. Print your name and address on the reverse ☐ Agent ☐ Addressee Date of Delivery so that we can return the card to you. Attach this card to the back of the maliplece, or on the front if space permits. D. Is delivery address different from tem 1? 1. Article Addressed to: If YES, enter delivery address below: CWM 2000-BII, Ltd. c/o Mewbourne Oil Company Attn: Mitch Robb 3. Service Type Certified Mail® 500 West Texas - Suite 1020 Priority Mail Express* Midland, Texas 79701 Return Receipt for Merchandise ☐ Registered Insured Mall ☐ Collect on Delivery 4. Restricted Delivery? (Extra Fee) ☐ Yes 2. Article Number 7014 0150 0000 5152 5886

(Transfer from service label)



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Mewbourne Development Corp. c/o Mewbourne Oil Company		
Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701	The state of the s	Mail Express** Receipt for Merchandise
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Mewbourne Development Corp. c/o Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701	3. Service Type Certified Mail* Registered Insured Mail Collect on Delivery
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City M	lidland, Texas 79702
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Pioneer Natural Resources USA Inc. Attn: Land Department P.O. Box 3178	If YES, enter delivery address below:
Midland, Texas 79702	3. Service Type Certified Mail* Priority Mail Express* Return Receipt for Merchandis Insured Mail
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R.F. Hare, Trustee u/w/o Albert A. Aakisson Fort Worth, Texas 76116 6300 Ridglea Place

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MONTGOMERY & ANDREWS, RA.

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Interd Name) C. Date of Delivery S different from Item 1? Tes Very address below: Ze No Priority Mail Express** Fetter Receipt for Merchandise Collect on Delivery Fetter Resej Tyes	ECITION ON DELINERY



J. SCOTT HALL
Cell: (505) 670-7362
Email: shall@montand.com
www.montand.com

June 29, 2017

CERTIFIED MAIL RETURN RECEIPT REQUESTED

TO: ALL OFFSET OPERATORS OR OWNERS ON THE ATTACHED LIST

Re: Application of Cimarex Energy Co. for a Non-Standard Oil Spacing and Proration Unit and Compulsory Pooling, Eddy County, New Mexico

OCD Case No. 15755

Ladies and Gentlemen:

This will advise that Cimarex Energy Co. has filed an Application with the New Mexico Oil Conservation Division for an order approving a non-standard oil spacing and proration unit comprised of the W/2 of Sections 12 and 13, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220), underlying the non-standard unit. The unit will be dedicated to Applicant's proposed Riverbend 12-13 Fed Com 29H well (formerly named the Riverbend Federal Com 12-13 3H well) to be drilled from an approximate surface location 330 feet from the south line and 2200 feet from the west line of Section 1, Township 25 South, Range 28 east, to a bottomhole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East, NMPM. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost, the designation of Applicant and Operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well and lands are located approximately eight miles southeast of Malaga, New Mexico.

A copy of the Application for hearing is enclosed. You are being notified in your capacity as an offsetting operator or interest owner.

This Application will be set for hearing before a Division Examiner on July 20, 2017, at 8:15 a.m. at the New Mexico Oil Conservation Division, 1220 South St. Francis Drive, Santa Fe, New Mexico. You are not required to attend this hearing, but as an owner of an interest that may be affected, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging this application at a later time. If you intend to attend the hearing and present testimony or evidence, you must enter your appearance and serve the Division, counsel for the Applicant and other parties with a pre-hearing statement at

To All Offset Operators on the Attached List June 29, 2017 Page 2

least four business days before the scheduled hearing date in accordance with Division Rule 19.15.4.13.

Very truly yours,

1. Scan-dall

J. Scott Hall

Enclosures

cc: Cody Elliott, CPL, Cimarex (via email, w/encs.)

CIMAREX/RIVERBEND

OFFSET OPERATORS

Endeavor Energy Resources, LP 110 North Marienfeld Suite 200 Midland, Texas 79701

Mewbourne Oil Company Attn: Mitch Robb 500 West Texas – Suite 1020 Midland, Texas 79701 EOG Resources Attn: Land Department 5509 Champions Drive Midland, Texas 79706

Matador Production Company MRC Permian Company 5400 LBJ Freeway – Suite 1500 Dallas, Texas 75240

STATE OF NEW MEXICO DEPARTMENT OF ENERGY, MINERALS AND NATURAL RESOURCES OIL CONSERVATION DIVISION

APPLICATION OF CIMAREX ENERGY CO. FOR A NON-STANDARD OIESPACING AND PRORATION UNIT AND COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO

APPLICATION

Cimarex Energy Co. ("Cimarex") applies for an order approving a non-standard spacing and proration unit comprised of the W/2 of Sections 12 and 32, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation underlying the non-standard unit, and in support thereof, states:

- 1. Applicant is an interest owner in the W/2 of Sections 12 and 32, and has the right to drill thereon.
- 2. Applicant proposes to drill its Riverbend 12-13 Fed Com 29H well to a depth sufficient to test the Wolfcamp formation. Applicant seeks to dedicate the W/2 of Sections 12 and 32 to the well to form a non-standard 640-acre oil spacing and proration unit (project area) in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220; Order No. R-14262). The well is a horizontal well, with an approximate surface location 330 feet from the south line and 2200 feet from the west line of Section 1, Township 25 South, Range 28 East, and a bottom hole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East.
- 3. Applicant has in good faith sought to obtain the voluntary joinder of all other mineral interest owners in the Wolfcamp formation in the proposed project area for the purposes set forth herein.

- 4. Although Applicant attempted to obtain voluntary agreements from all mineral interest owners to participate in the drilling of the well or to otherwise commit their interests to the well, certain interest owners have failed or refused to join in dedicating their interests. Therefore, applicant seeks an order pooling all mineral interest owners in the Wolfcamp formation. Applicant seeks to dedicate the W/2 of Sections 12 and 13 pursuant to NMSA 1978, §§ 70-2-17, 18.
- 5. Approval of the non-standard unit and the pooling of all mineral interests in the Wolfcamp formation underlying the W/2 of Sections 12 and 13 will prevent the drilling of unnecessary wells, prevent waste, and protect correlative rights.

WHERFORE, Applicant requests that this application be set for hearing on July 20, 2017 and that, following notice and hearing, the Division enter its order:

- A. Approving a non-standard oil spacing and proration unit and pooling all mineral interests in the Wolfcamp formation in the W/2 of Sections 12 and 13, Township 25 South, Range 28 East;
 - B. Designating Applicant as operator of the well;
- C. Considering the cost of drilling and completing the well, and allocating the cost among the well's working interest owners;
- D. Approving actual operating charges and costs charged for supervision, together
 with a provision adjusting the rates pursuant to the COPAS accounting procedure; and
- E. Setting a 200% charge for the risk involved in drilling and completing the well in the event a working interest owner elects not to participate in the well.

Respectfully submitted,

J. Scott Hall

Seth C. McMillan

Montgomery & Andrews, P.A.

Post Office Box 2307

Santa Fe, NM 87504-2307

(505) 982-3873

Attorneys for Cimarex Energy Co.

Case No.

: Application of Cimarex Energy Co. for a Non-Standard Spacing and Proration Unit and Compulsory Pooling, Eddy County, New Mexico. Applicant seeks an order approving a non-standard oil spacing and proration unit comprised of the W/2 of Sections 12 and 13, Township 25 South, Range 28 East NMPM, Eddy County, New Mexico, pooling all mineral interests in the Wolfcamp formation, Purple Sage Wolfcamp Gas Pool (98220), underlying the non-standard unit. The unit will be dedicated to Applicant's proposed Riverbend 12-13 Fed Com 29H well to be drilled from and approximate surface location 330 feet from the north line and 2200 feet from the west line of Section 12, Township 25 South, Range 28 east, to a bottomhole location 330 feet from the south line and 2200 feet from the west line of Section 13, Township 25 South, Range 28 East, NMPM. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost, the designation of Applicant and Operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well and lands are located approximately eight miles southeast of Malaga, New Mexico.



SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. Print your name and address on the reverse	A. Signature X
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. Article Addressed to:	D. Is delivery address different from item 1? Yes If YES, enter delivery address below:
Endeavor Energy Resources, LP	
Endeavor Energy Resources, LP 110 North Marienfeld Suite 200 Midland, Texas 79701	3. Service Type E Certified Mail® Priority Mail Express® Registered Return Receipt for Merchandis Insured Mail Collect on Delivery
110 North Marienfeld Suite 200 Midland, Texas 79701	☐ Certified Mail® ☐ Priority Mail Express®☐ Registered ☐ Return Receipt for Merchandis☐ Insured Mail ☐ Collect on Delivery 4. Restricted Delivery? (Extra Fee) ☐ Yes
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Midland, Texas 79706		
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SENDER: COMPLETE THIS SECTION COMPLETE THIS SECTION ON DELIVERY Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. ☐ Agent Print your name and address on the reverse ☐ Addressee so that we can return the card to you. C. Date of Delivery Attach this card to the back of the malipiece, trejavala Lux or on the front if space permits. D. Is delivery address different from item 1? 1. Article Addressed to: If YES, enter delivery address below: Mewbourne Oil Company Attn: Mitch Robb 500 West Texas - Suite 1020 Service Type Midland, Texas 79701 ☑ Certified Mali® ☐ Priority Mail Express™ ☐ Registered Return Receipt for Merchandise ☐ Collect on Delivery Insured Mall 4. Restricted Delivery? (Extra Fee) ☐ Yes 2. Article Number 7014 0150 0000 5152 5954 (Transfer from service label) PS Form 3811, July 2013 Domestic Return Receipt



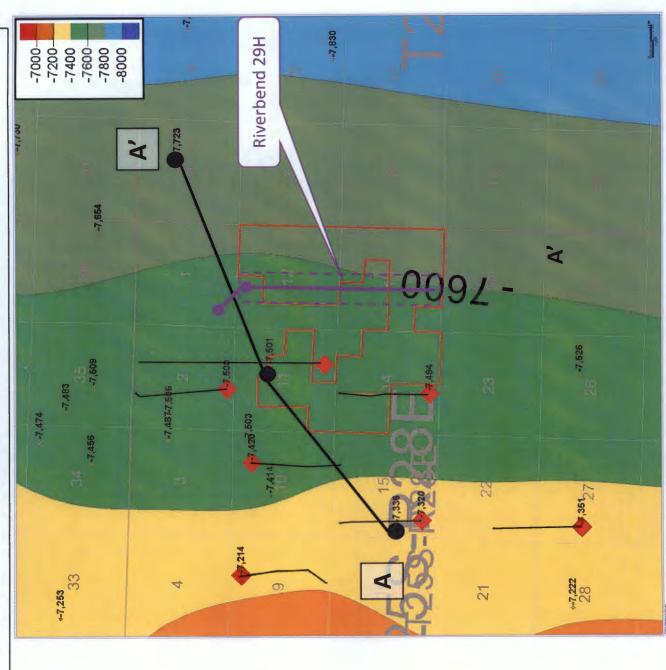
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5400 LBJ Freeway – Suite 1500 Dallas, Texas 75240	3. Service Type Certified Mail* Registered Return Re Insured Mail	eceipt for Merchandise
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Geology Riverbend



Top of Wolfcamp D Structure Map (SSTVD)



Wolfcamp D Producers

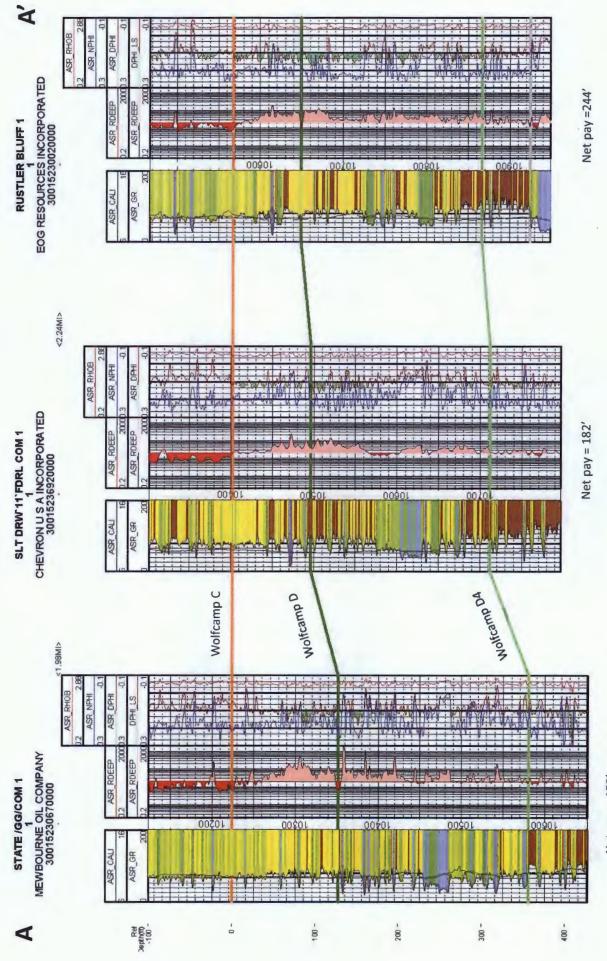
Proposed well

Top of Wolfcamp D Control (SSTVD)

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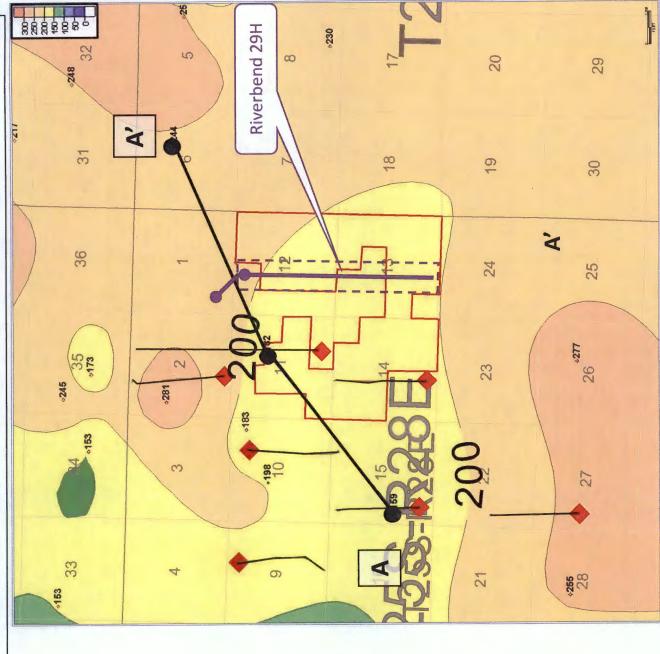
Cross-Section

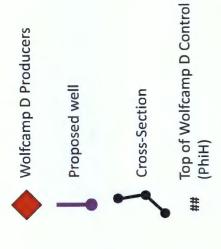
Wolfcamp Cross-Section



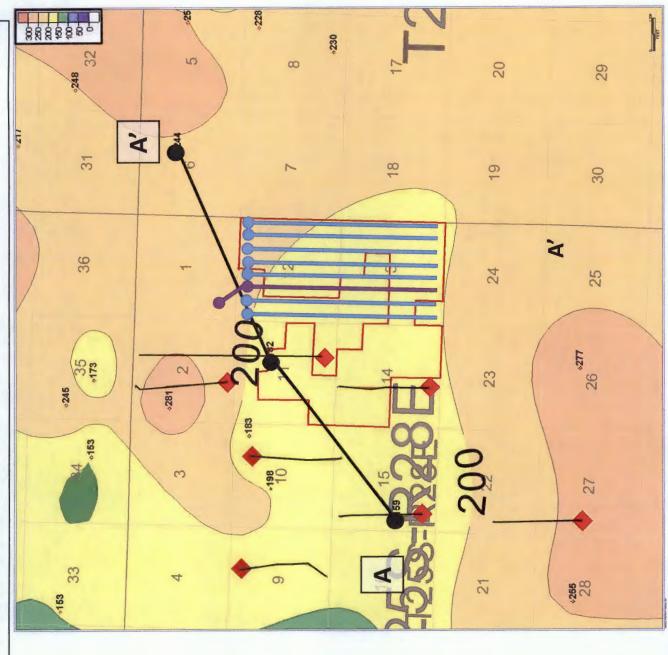
Net pay = 159'

Top of Wolfcamp Net Pay Map





Wolfcamp Development Plan



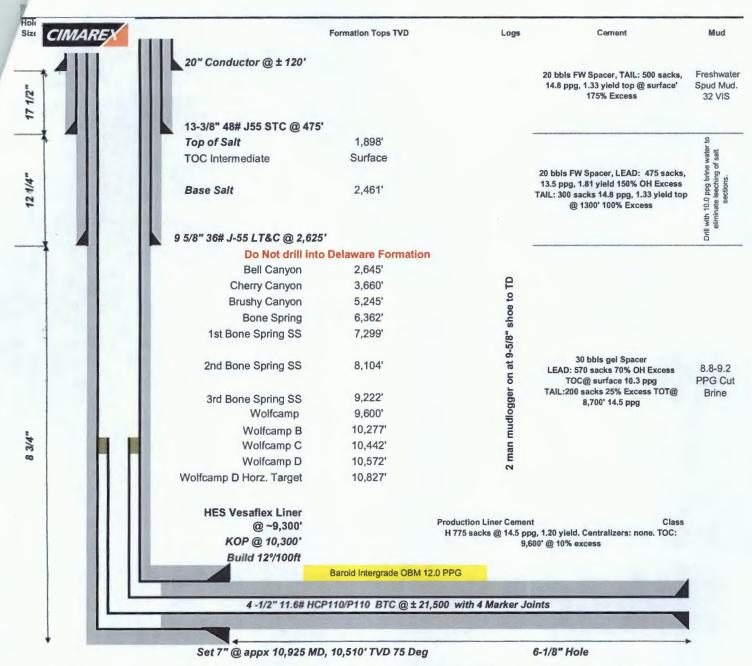
Wolfcamp D Producers

Proposed well



Top of Wolfcamp D Control (PhiH)

Cross-Section



No OH Logs 7" 29# P-110 MS LTC 0-9,200', 7" 26# N80 GB CD BTC 9,200 - Approx. 10,925' Place marker joint +/- 8,500'. Run bond coat from 1,800' to 5,550'

Top of 4.5" 11.60# HCP-110 BTC Casing must be set 100' to 150' above 7" BTC Casing *

7" Casing will be set at 75 degrees in the curve. We will drill out with lateral assembly and finish landing the curve on 4's. DO NOT DRILL MORE THAN 10 FEET PASSED WHERE 75 DEGREES IS PROJECTED AT THE BIT.

