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

IN THE MATTER OF THE HEARING CALLED BY THE OIL CONSERVATION DIVISION FOR THE PURPOSE OF CONSIDERING:

APPLICATION OF COG OPERATING LLC FOR A NON-STANDARD OIL SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO.

CASE NO. 15339

AFFIDAVIT

STATE OF NEW MEXICO)

() ss

(COUNTY OF SANTA FE)

Gabrielle A. Gerholt, attorney in fact and authorized representative of COG Operating LLC, the Applicant herein, being first duly sworn, upon oath, states that the above-reference Application was provided under the notice letter and proof of receipt attached hereto.

Halrulla (Utennol Gabrielle A. Gerholt

SUBSCRIBED AND SWORN to before me this 8^{th} day of July 2015 by Gabrielle A. Gerholt.

OFFICIAL SEAL

Marian Higgins-Oliver

NOTARY PUBLIC

STATE OF NEW MEXICO

My Commission Expires: 4-14-19

Marian Higgins-Oliver

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico

Case No. 15339 Exhibit 5

Submitted by: COG OPERATING LLC

Hearing Date: July 9, 2015

EXHIBIT A APPLICATION OF COG OPERATING LLC ICE DANCER 30 FEDERAL COM 2H

POOLED INTERESTS:

Khody Land & Minerals Co. 210 Park Ave Suite 900 Oklahoma City, OK 7312

ConocoPhillips Company P.O. Box 2197 Houston, TX 77252

Worrall Investment Corporation P.O. Box 1834 Roswell, NM 88202

OFFSET_INTERESTS:

Khody Land & Minerals Co. 210 Park Ave Suite 900 Oklahoma City, OK 7312

ConocoPhillips Company P.O. Box 2197 Houston, TX 77252

Worrall Investment Corporation P.O. Box 1834 Roswell, NM 88202

Devon Energy Production Company, LP 333 West Sheridan Avenue Oklahoma City, OK 73102

BEPCO LP 201 Main St., Suite 2600 Fort Worth, TX 76102

BMT O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

Chevron USA, Inc. 1400 Smith Street Houston, TX 77002

LMBI 0&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102 SRBI O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

Thru Line O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

Keystone O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

XTO Energy Inc. 810 Houston Street Fort Worth, TX 76102

Rex Energy I, LLC Windmere Centre 366 Walker Drive State College, PA 16801



June 19, 2015

VIA CERTIFIED MAIL CERTIFIED RECEIPT REQUESTED

TO: ALL INTEREST OWNERS SUBJECT TO POOLING PROCEEDINGS:

RE: Application of COG Operating LLC for a non-standard spacing and

proration unit and compulsory pooling, Eddy County, New Mexico.

ice Dancer 30 Federal Com 2H Well

Ladies & Gentlemen:

This letter is to advise you that COG Operating LLC, has filed the enclosed application with the New Mexico Oil Conservation Division. This application will be set for hearing before a Division Examiner at 8:15 a.m. on July 9, 2015. The hearing will be held in Porter Hall in the Oil Conservation Division's Santa Fe Offices located at 1220 South Saint Francis Drive, Santa Fe, New Mexico 87505. You are not required to attend this hearing, but as an owner of an interest that may be affected by this application, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

Parties appearing in cases are required by Division Rule 19.15.4.13.B to file a Pre-hearing Statement four days in advance of a scheduled hearing, but at least on the Thursday preceding the hearing. This statement must be filed at the Division's Santa Fe office at the above specified address and should include: the names of the parties and their attorneys; a concise statement of the case; the names of all witnesses the party will call to testify at the hearing; the approximate time the party will need to present its case; and identification of any procedural matters that are to be resolved prior to the hearing.

If you have any questions about this matter please contact Aaron Myers, at (432) 688-6674 or amyers@concho.com.

Sincerely,

Gabrielle A. Gerholt

ATTORNEY FOR COG OPERATING LLC

Enclosure: Application

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

2015 JUN -8 P 1:53

IN THE MATTER OF THE APPLICATION OF COG OPERATING LLC FOR A NON-STANDARD OIL SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO.

CASE NO. 15339

APPLICATION

COG Operating LLC ("COG") through its undersigned attorneys, hereby files this application with the Oil Conservation Division pursuant to the provisions of NMSA 1978, Section 70-2-17, for an order (1) creating a non-standard 160-acre, more or less, oil spacing and proration unit in the Bone Spring formation, comprised of the W/2E/2 of Section 30, Township 23 South, Range 30 East, N.M.P.M., Eddy County, New Mexico; and (2) pooling all mineral interests in the Bone Spring formation underlying this proposed non-standard spacing and proration unit. In support of this application COG states:

- 1. COG Operating LLC (OGRID No. 229137) is a working interest owner in the subject lands and has the right to drill a well thereon.
- 2. COG proposes to dedicate the above-referenced spacing and proration unit as the project area for its proposed Ice Dancer 30 Federal Com 2H Well, which will be horizontally drilled from a surface location in the SW/4SE/4 (Unit O) of Section 30 to a standard bottom hole location in the NW/4NE/4 (Unit B) of Section 30.
- 3. This project area is located within the Forty-Niner Ridge Bone Spring, West (Pool Code 96526). The completed interval for this well will remain within the 330-foot standard offset required by the Statewide Rules set forth in 19.15.15 NMAC.
- 4. COG has sought but been unable to obtain a voluntary agreement for the development of these lands from all of the working interest owners in the subject spacing unit.
- 5. The pooling of interests will avoid the drilling of unnecessary wells, will prevent waste and will protect correlative rights.

6. In order to permit COG to obtain it's just and fair share of the oil and gas underlying the subject lands, all mineral interests in this non-standard spacing unit should be pooled and COG Operating LLC should be designated the operator of this proposed horizontal well and spacing unit.

WHEREFORE, COG requests that this application be set for hearing before an Examiner of the Oil Conservation Division on July 9, 2015, and, after notice and hearing as required by law, the Division enter its order:

- A. Creating a 160-acre, more or less, non-standard oil spacing and proration unit in the Bone Spring formation comprised of the W/2E/2 of Section 30, Township 23 South, Range 30 East, N.M.P.M., Eddy County, New Mexico;
- B. Pooling all mineral interests in the Bone Spring formation underlying this nonstandard spacing and proration unit;
- C. Designating COG Operating LLC as operator of this unit and the well to be drilled thereon;
- D. Authorizing COG Operating LLC to recover its costs of drilling, equipping and completing the well;
- E. Approving actual operating charges and costs charged for supervision, together with a provision adjusting the rates pursuant to the COPAS accounting procedure; and
- F. 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,

Gabrielle A. Gerboli

Gabrielle A. Gerholt Ocean Munds-Dry 1048 Paseo de Peralta

1046 Paseo de Perana Santa Es. Mouy Movigo 2º

Santa Fe; New Mexico 87505

Phone: (505) 780-8000 Facsimile: (505) 983-6043 ggerholt@concho.com omundsdry@concho.com

Attorneys for COG Operating LLC

CASÉ ____:

Application of COG Operating LLC for a non-standard spacing and proration unit and compulsory pooling, Eddy County, New Mexico. Applicant in the above-styled cause seeks an order (1) creating a non-standard, 160-acre, more or less, spacing and proration unit comprised of the W/2E/2 of Section 30, Township 23 South, Range 30 East, N.M.P.M., Eddy County, New Mexico and (2) pooling all mineral interests in the Bone Spring formation underlying this acreage. Said non-standard unit is to be dedicated to applicant's proposed Ice Dancer Fed Com 2H Well, which will. be horizontally drilled from a surface location in the SW/4SE/4 (Unit O) of Section 30 to a standard bottom hole location in the NW/4NE/4 (Unit B) of Section 30. The completed interval for this well will remain within the 330-foot standard offset required by the rules. Also to be considered will be the cost of drilling and completing said well and the allocation of the cost thereof as well as actual operating costs and charges for supervision, designation of COG Operating LLC. as operator of the well and a 200% charge for risk involved in drilling said well. Said area is located approximately 10 miles southeast of Loving, NM.

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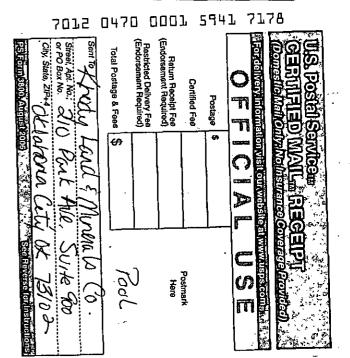
1048 Paseo De Peralta Santa Fe, New Mexico 87501

7012 0470 0001 5941 7178



Khody Land & Minerals Company 210 Park Avenue, Suite 900 Oklahoma City, OK 73102

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Complete items 1; 2, and 3. Also complete item 4 if Restricted Delivery is desired.	A. Signature
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ConocoPhillips Company P.O. Box 2197 Houston, TX 77252

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Worrall Investment Corporation P.O. Box 1834 Roswell, NM 88202

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June 19, 2015

VIA CERTIFIED MAIL CERTIFIED RECEIPT REQUESTED

TO: OFFSETTING OPERATORS AND LESSEES:

RE:

Application of COG Operating LLC for a non-standard spacing and proration unit and compulsory pooling, Eddy County, New Mexico

Ice Dancer 30 Federal Com 2H Well

Ladies & Gentlemen:

This letter is to advise you that COG Operating LLC has filed the enclosed application with the New Mexico Oil Conservation Division. Your interests are not being pooled under this application, but as a lessee or operator in an offsetting tract, you are entitled to notice of this application.

This application has been set for hearing before a Division Examiner at 8:15 AM on July 9, 2015. The hearing will be held in Porter Hall in the Oil Conservation Division's Santa Fe Offices located at 1220 South Saint Francis Drive, Santa Fe, New Mexico 87505. You are not required to attend this hearing, but as an owner of an interest that may be affected by this application, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

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Questions concerning this application should be directed to Aaron Myers, at (432) 688-6674 or amyers@concho.com.

Sincerely,

Gabrielle A. Gerholt

ATTORNEY FOR COG OPERATING LLC

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Enclosure: Application

STATE OF NEW MEXICO DEPARTMENT OF ENERGY, MINERALS AND THAT PRODUCES OIL CONSERVATION DIVISION

2015 JUN -8 P 1: 53

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- D. Authorizing COG Operating LLC to recover its costs of drilling, equipping and completing the well;
- Approving actual operating charges and costs charged for supervision, together **E**. · with a provision adjusting the rates pursuant to the COPAS accounting procedure; and
- F. 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,

Gabrielle A. Gerholt

Ocean Munds-Dry

1048 Paseo de Peralta

Santa Fe, New Mexico 87505

Phone: (505) 780-8000

Facsimile: (505) 983-6043

ggerholt@concho.com

omundsdry@concho.com

Attorneys for COG Operating LLC

CASE ____:

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1048 Paseo De Peralta Santa Fe, New Mexico 875i

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Rex Energy I, LLC Windmere Centre 366 Walker Drive State College, PA 16801

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ConocoPhillips Company P.O. Box 2197 Houston, TX 77252

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Worrall Investment Corporation P.O. Box 1834 Roswell, NM 88202

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Chevron USA, Inc. 1400 Smith Street Houston, TX 77002

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1048 Paseo De Peralta Santa Fe, New Mexico 87501

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Keystone O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

COMPLETE THIS SECTION ON DELIVERY SENDER: COMPLETE THIS SECTION ☐ Complete items 1, 2, and 3. Also complete A. Signature Item 4 if Restricted Delivery is desired:

Print your name and address on the reverse so that we can return the card to you.

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Thru Line O&G NM LLC
201 Main St., Suite 2600
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SRBI O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

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1048 Paseo De Peralta Santa Fe, New Mexico 87501

7012 0470 0001 5940 3225



LMBI O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

SENDER: COMPLETE THIS SECTION Complete items 1, 2, and 3. Also complete	COMPLETE THIS SECTION ON DELIVERY A. Signature
item 4 if Restricted Delivery is desired. Print your name and address on the reverse	X Addressee
so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits.	B. Received by (Printed Name) C. Date of Delivery JUN 2 2 2015
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Fort Worth TX 76102	3. Service Type ☑ Contified Mail® □ Priority Mail Express □ Registered ☑ Return Receipt for Merchandise □ Insured Mail □ Collect on Delivery
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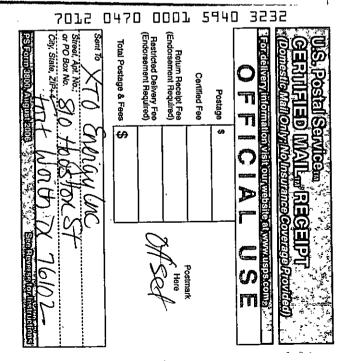
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XTO Energy Inc. 810 Houston Street Fort Worth, TX 76102

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Fort Worth 7X 76102	3. Service Type ☐ Certified Mail® ☐ Priority Mall Express™ ☐ Registered ☐ Return Receipt for Merchandise ☐ Insured Mail ☐ Collect on Delivery. 4. Restricted Delivery? (Extra Fee) ☐ Yes
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BMT O&G NM LLC 201 Main St., Suite 2600 Fort Worth, TX 76102

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201 Main St, Ste 2600	
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1048 Paseo De Peralta Santa Fe, New Mexico 87501

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BEPCO LP 201 Main St., Suite 2600 Fort Worth, TX 76102

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1048 Paseo De Peralta Santa Fe, New Mexico 87501

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Khody Land & Minerals Company 210 Park Avenue, Suite 900 Oklahoma City, OK 73102

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Khody Land & Minerals Co. 210 Park Ave, Ste 90.0 Oklahoma City OK 73102	3. Şepvice Type'
COMMUNICAL TOP 1	☐ Certified Mail® ☐ Priority Mail Express" ☐ Registered ☐ Return Receipt for Merchandise ☐ Insured Mail ☐ Collect on Delivery 4. Restricted Delivery? (Extra Fee) ☐ Yes
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Devon Energy Production Company, LP 333 West Sheridan Avenue Oklahoma City, OK 73102

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Oklahoma Co	y 0K-7302	☐ Registered	Priority Mail Exprice Return Receipt for Collect on Deliver	r Merchandise
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