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August 7, 2007

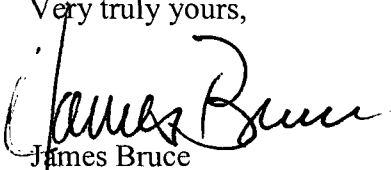
Via fax and U.S. Mail

Florene Davidson
Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, New Mexico 87505

Dear Florene:

Enclosed for filing, on behalf of Pride Energy Company, are an original and one copy of an application to reinstate an order for compulsory pooling regarding the S½NE¼ §9-11S-33E, together with a proposed advertisement. The advertisement was previously e-mailed to the Division. Please set this matter for the September 6, 2007 Examiner hearing. Thank you.

Very truly yours,


James Bruce

Attorney for Pride Energy Company

PERSONS BEING POOLED

Yeager Resources, a Partnership
P.O. Box 990
Midland, TX 79702-0990

Seven Ways Minerals, Ltd.
214 W. Texas Ave., Suite 200
Midland, TX 79702-3142

Patsy Hinchey Family Partnership
P.O. Box 3142
Midland, TX 79702-3142

Chisos, Ltd.
670 Dona Ana Road, SW
Deming, NM 88030

Edge Petroleum Exploration Co.
1301 Travis St., Suite 2000
Houston, TX 77002

Pure Energy Group, Inc.
153 Treeline Park, Suite 220
San Antonio, TX 78209

F. Ferrell Davis
P.O. Box 3061
Midland, TX 79702

Paul Davis Ltd.
P.O. Box 871
Midland, TX 79702

Collins Partners, Ltd.
5000 Burnet Road
Austin, TX 78756

Sealy & Company
6100 Western Place
Ft. Worth, TX 76107

Virginia R. Glenn, Trustee of the
Virginia Glenn Trust
P.O. Box 663
Midland, TX 79702

Judith A. Bench, a/k/a Judith A. Moseley Bench
P.O. Box 733
Brownwood, TX 76804

Deborah Bench, a/k/a Deborah Smith
5003 Brunswick Circle
Midland, TX 79705-2607

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BEFORE THE NEW MEXICO OIL CONSERVATION DIVISION

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**APPLICATION OF PRIDE ENERGY COMPANY
TO REINSTATE ORDER NO. R-12,713 FOR
COMPULSORY POOLING, LEA COUNTY,
NEW MEXICO.**

Case No. 13,825 (reopened)

APPLICATION

Pride Energy Company applies for an order pooling all mineral interests from the surface to the base of the North Bagley-Permo Pennsylvanian Pool underlying the S $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 9, Township 11 South, Range 33 East, N.M.P.M., Lea County, New Mexico, and in support thereof, states:

1. Applicant is an interest owner in the S $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 9, and has the right to drill a well thereon.
2. Applicant has proposed its Bagley Well No. 2, at an approved location 1905 feet from the north line and 2130 feet from the east line of Section 9, to a depth sufficient to test the North Bagley-Permo Pennsylvanian Pool, and seeks to dedicate the following acreage to the well:
 - (a) the SW $\frac{1}{4}$ NE $\frac{1}{4}$ to form a standard 40 acre oil and spacing and proration unit for any formations and/or pools developed on 40 acre spacing within that vertical extent; and
 - (b) the S $\frac{1}{2}$ NE $\frac{1}{4}$ to form a standard 80 acre oil and spacing and proration unit for any formations and/or pools developed on 80 acre spacing within that vertical extent, including the North Bagley-Permo Pennsylvanian Pool.
3. Applicant has in good faith sought to obtain the voluntary joinder of all other mineral interest owners in the S $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 9 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 S½NE¼ of Section 9, pursuant to NMSA 1978 §70-2-17.

5. The pooling of all mineral interests underlying the S½NE¼ of Section 9 will prevent the drilling of unnecessary wells, prevent waste, and protect correlative rights.

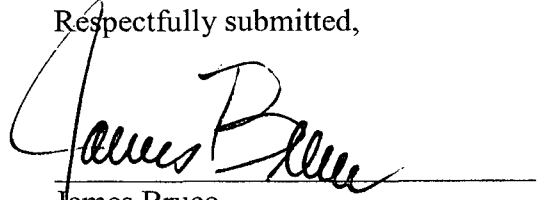
6. Order No. R-12,713 was previously issued for the well, but expired due to failure to comply with deadlines in the order. Therefore, applicant seeks to re-instate the order.

WHEREFORE, applicant requests that, after notice and hearing, the Division enter its order:

- A. Pooling all mineral interests in the S½NE¼ of Section 9, from the surface to the base of the North Bagley-Permo Pennsylvanian Pool;
- 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.

APPLICANT REQUESTS THAT, IN THE ABSENCE OF OBJECTION, THIS MATTER BE TAKEN UNDER ADVISEMENT.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "James Bruce", is written over a horizontal line.

James Bruce
Post Office Box 1056
Santa Fe, New Mexico 87504
(505) 982-2043

Attorney for Pride Energy Company

PROPOSED ADVERTISEMENT

Case No. 13825 (reopened): Application of Pride Energy Company to reinstate Order No. R-12,713 for compulsory pooling, Lea County, New Mexico: Applicant seeks an order pooling all mineral interests from the surface to the base of the North Bagley-Permo Pennsylvanian Pool underlying the following described acreage in Section 9, Township 11 South, Range 33 East, N.M.P.M., and in the following manner: The S/2NE/4 to form a standard 80 acre oil spacing and proration unit for all formations developed on 80 acre spacing within that vertical extent, including the North Bagley-Permo Pennsylvanian Pool; and the SW/4NE/4 to form a standard 40-acre oil spacing and proration unit for all formations developed on 40 acre spacing within that vertical extent. The units are to be dedicated to the Bagley Well No. 2, to be drilled at an approved unorthodox oil well location 1905 feet from the north line and 2130 feet from the east line of Section 9. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost thereof, as well as actual operating costs and charges for supervision, designation of applicant as operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The units are located approximately 5-1/2 miles east-southeast of Caprock, New Mexico.