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November 13, 2007

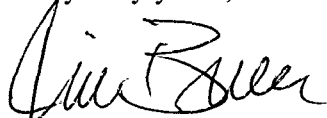
Florene Davidson
Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, New Mexico 87505

Case 14046

Dear Florene:

Enclosed for filing, on behalf of Cimarex Energy Co., are an original and one copy of an application for compulsory pooling, together with a proposed advertisement. The advertisement has also been e-mailed to the Division. Please set this matter for the November 13, 2007 Examiner hearing. Thank you.

Very truly yours,



James Bruce

Attorney for Cimarex Energy Co.

**HUMBOLDT 6-1, LEA COUNTY, NEW MEXICO
FORCE POOLING**

NW/4SW/4 SECTION 6

OWNER NAME	NET MINERAL ACRES
Frank Lilley 325 Lakeside Drive Littleton, NC 27850	1.17246
Gayle Lilley c/o Frank Lilley 325 Lakeside Drive Littleton, NC 27850	1.17246
Jessie L. Wissler, Agent for Frank Free 7 N. Calvert Street Baltimore, MD 21202	1.0005
Thomas F. McMahon P.O. Box 94 Olean, NY 14760	1.0005
Betty & M.L. Tieche 38 Lotta Avenue Battle Creek, MI 49014	0.4547726
Ben & Kay Wicker 349 Walnut Wyandotte, MI 48192	0.4547726
Dan & Alice Wicker 12603 Farrell Drive Silver Springs, MD 20901	0.4547726
James Wicker 2755 Fourth Street Wyandotte, MI 48192	0.2273863
Ms. Henrietta B. Schenck Rt. 1, 339 Halama St. Kihei, Maui, HA 96753	5.0025
John Millard Wicker 1496 23 rd Street Wyandotte, MI 48192	0.4547726
Mary S. William 11 West 42 nd Street New York, NY 10095	1.0005
Rose Berger c/o Henry Kemp 480 Lexington New York, NY 10167	1.50075

Vanda Dale Byars 8900 Comanche Olivette, MO 63132	2.12606
Dorothy Davis c/o D. A. Carey 2 Rector St. – Room 910 New York, NY 10006	0.50025
Stewart Mott Davis c/o D. A. Carey 2 Rector St. – Room 910 New York, NY 10006	0.50025
Jean and Orville Morris 655 Plum Avenue Wyandotte, MI 48192	0.4547726
James E. O'Brien & Robert E. O'Brien, Trustees u/w/o Frank O. Doyle, Deceased 1724 Adams Dunmore, PA 18509-2008	2.50125
Marjorie M. Olds 1004 Rogue Valley Manor Medford, OR 97501	0.50025
Loleita Fay Patterson c/o Marco and Ruby Fox 1402 West Clayton Avenue Lovington, New Mexico 88250	1.25062
Elaine and James Wolf 403 Arbana Avenue Ann Arbor, MI 48103	0.4547726
Hollis G. Gerrish c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	3.0015
Maurice and Bernard Krasner c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005

Ralph H. Coburn c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005
Eugene F. Arnold c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005
R. E. Carter c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005
Helen Pape c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	2.50125
C. H. Stevenson c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.50075
Jennie Spack c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005
Virginia Fulton Gaussa 79 Dosoris Lane Glen Cove, NY 11542	2.34492
T. D. Fussell c/o Marguerite C. Buckley 9446 Litzsingle Road St. Louis, MO 63144	1.0005

Marie A. Gass
address unknown

Annie or Byron Abell
address unknown

Zilpha S. Todd
address unknown

Al McInnis
address unknown

Marrion E. and Fred A. Dushane
address unknown

John W. or Jennie E. Rheinhardt
address unknown

Natalie Swan Baron Abbot
address unknown

Jason P. and Mary E. Phelps
address unknown

Joshua F. and Ruth E. Cockey
address unknown

Elizabeth Northrup
address unknown

Aubrey Eugene Edwards, Deceased
address unknown

A.W. Hasselburg
address unknown

Sophie B. Schenck, Deceased
address unknown
(Probable heir is Henrietta Schenck)

Nannie Allen Edwards, Deceased
(Probable heir that is unleased is
Aubrey Eugene Edwards)

Willie Frances Lilley, Deceased
(Probable heirs are Gayle Fulton
Lilley & Frank Lilley)

Elizabeth Fulton, Deceased
(Probable heirs are Willie Frances
Lilley and Virginia Fulton Gaussa)

RECEIVED
BEFORE THE NEW MEXICO OIL CONSERVATION DIVISION

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

Case No. 14046

APPLICATION

Cimarex Energy Co. applies for an order (i) approving a non-standard oil spacing and proration unit in the Wolfcamp formation comprised of the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6, Township 15 South, Range 38 East, N.M.P.M., Lea County, New Mexico, and (ii) 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 $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6, and has the right to drill a well thereon.
2. Applicant proposes to drill its Humboldt 6 State Com. Well No. 1, to a depth sufficient to test the Wolfcamp formation, and seeks to dedicate the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6 to the well to form a non-standard 80 acre oil spacing and proration unit (project area) for any formations and/or pools developed on 40 acre spacing within that vertical extent, including the Denton-Wolfcamp Pool. The well is horizontal well, with a surface location 430 feet from the south line and 430 feet from the west line of Section 6, and a terminus 2310 feet from the south line and 430 feet from the west line of Section 6.
3. Applicant has in good faith sought to obtain the voluntary joinder of all other mineral interest owners in the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6 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.

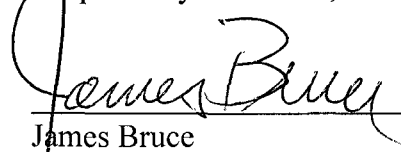
Therefore, applicant seeks an order pooling all mineral interest owners in the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6, pursuant to NMSA 1978 §70-2-17.

5. The approval of the non-standard unit and the pooling of all mineral interests underlying the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6 will prevent the drilling of unnecessary wells, prevent waste, and protect correlative rights.

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

- A. Approving a non-standard oil spacing and proration unit (project area) in the Wolfcamp formation comprised of the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6;
- B. Pooling all mineral interests in the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 6 in the Wolfcamp formation;
- C. Designating applicant as operator of the well;
- D. Considering the cost of drilling and completing the well, and allocating the cost among the well's working interest owners;
- 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,


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

Attorney for Cimarex Energy Co.

DISTRICT I
1626 N. French Dr., Hobbs, NM 88240

DISTRICT II
1301 W. Grand Avenue, Artesia, NM 88210

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
1220 S. St. Francis Dr., Santa Fe, NM 87503

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised October 12, 2006

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

OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, New Mexico 87505

☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number 30-025-38603	Pool Code 17290	Pool Name Denton; Wolfcamp
Property Code 36828	Property Name HUMBOLDT "6" STATE COM	Well Number 1
OCRID No. 215099	Operator Name CIMAREX ENERGY CO.	Elevation 3782'

Surface Location

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
M	6	15 S	38 E		430	SOUTH	430	WEST	LEA

Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
L	6	15 S	38 E		2310	SOUTH	430	WEST	LEA
Dedicated Acres 80	Joint or Infill	Consolidation Code P	Order 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

	<p>BOTTOM HOLE LOCATION Lat - N33°02'43.6" Long - W103°08'37.1" NMSPCE - N 746129.576 E 905897.817 (NAD-83)</p>			<p>OPERATOR CERTIFICATION</p> <p>I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, 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.</p> <p><i>Zeno Farris</i> 11-12-07 Signature Date</p> <p>Zeno Farris Printed Name</p>
	<p>SURFACE LOCATION Lat - N33°02'24.95" Long - W103°08'37.05" NMSPCE - N 744249.7 E 905919.4 (NAD-83)</p>			<p>SURVEYOR CERTIFICATION</p> <p>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 supervision, and that the same is true and correct to the best of my belief.</p> <p>OCTOBER 27, 2007 Date Surveyed</p> <p>GARY L. JONES Signature Professional Surveyor</p> <p>W.C. Jones Certificate No. Gary L. Jones 7977</p> <p>BASIN SURVEYS</p>

PROPOSED ADVERTISEMENT

Case No. 14046 : **Application of Cimarex Energy Co. for a non-standard oil spacing and proration unit and compulsory pooling, Lea County, New Mexico.** Cimarex Energy Co. seeks an order approving a non-standard oil spacing and proration unit (project area) comprised of the W/2SW/4 of Section 6, Township 15 South, Range 38 East, NMPM, to form a non-standard 80-acre oil spacing and proration unit (project area) for any and all formations or pools developed on 40-acre spacing within that vertical extent, including the Denton-Wolfcamp Pool, and pooling all mineral interests in the Wolfcamp formation underlying the non-standard unit. The unit is to be dedicated to the Humboldt 6 State Com. Well No. 1, a horizontal well to be drilled at a surface location 430 feet from the south line and 430 feet from the west line of Section 6, with a terminus 2310 feet from the south line and 430 feet from the west line of Section 6. 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 unit is located approximately 4-1/2 miles southeast of Prairieview, New Mexico.

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