OCD Hobbs FORM APPROVED Form 3160-5 OMB No. 1004-0137 (June 2015) Expires: January 31, 2018 BUREAU OF LAND MANAGEMENT 5. Lease Serial No. NM-86151 SUNDRY NOTICES AND REPORTS ON WELLS

DEC Do not use this form for proposals to drill or to re-enter an 6. If Indian, Allottee or Tribe Name abandoned well. Use Form 3160-3 (APD) for such proposals. 7. If Unit of CA/Agreement, Name and/or No. SUBMIT IN TRIPLICATE - Other instructions on page 2 1. Type of Well 8. Well Name and No. Blue Quail Federal 02 ✓ Oil Well Other Gas Well 9. API Well No. 30-025-35047 2. Name of Operator FOUNDATION ENERGY MANAGEMENT, LLC 3a. Address 16000 Dallas Parkway, Suite 875 3b. Phone No. (include area code) 10. Field and Pool or Exploratory Area (918) 526-5595 Sand Dunes 4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 11. Country or Parish, State SWSW of Section 7-T23S-R32E Lea county, NM 12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA TYPE OF SUBMISSION TYPE OF ACTION Acidize Deepen Production (Start/Resume) Water Shut-Off Notice of Intent Alter Casing Hydraulic Fracturing Reclamation Well Integrity **New Construction** Casing Repair Recomplete ✓ Other ✓ Subsequent Report Change Plans Plug and Abandon Temporarily Abandon Change of operator Final Abandonment Notice Plug Back Water Disposal Convert to Injection Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be perfonned or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has detennined that the site is ready for final inspection.) Please be advised that Foundation Energy Management, LLC will assume operation for the above referenced well, effective September 1st, 2015. Bond coverage is provided by Foundation Energy Management, LLC's Nationwide Bond No. COB000356. The former operator was Enervest. Foundation Energy Management, LLC is responsible under the terms and conditions of the leases for the operations conducted on the leased lands or portion therof. SEE ATTACHED FOR CONDITIONS OF APPROVAL 14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) Vice President of Land/Commercial Joel Sauer Title Signature THE SPACE FOR FEDERAL OR STATE OFICE USE Approved by PETROLEUM ENGINEER Charles Nimmer Date Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease Office BUREAU OF LAND MANAGEMENT which would entitle the applicant to conduct operations thereon. Title 18 U.S.C Section 1001 and Title 43 U.S.C Section 1212, make it a crime for any person knowingly and willfully to make to any department or agent

any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on page 2)

BUREAU OF LAND MANAGEMENT CARLSBAD FIELD OFFICE

620 E. Greene St Carlsbad, NM 88220 Ph: (575) 234-5972

Conditions of Approval for Change of Operator

- 1. Tank battery must be bermed/diked (must be able to contain 1 1/2 times the volume of the largest tank).
- 2. Submit for approval of water disposal method within 60 days, if changes have been made from previously approved disposal method.
- 3. Review facility diagram on file, and submit updated facility diagrams, as per Onshore Order #3 within 60 day.
- 4. This agency shall be notified of any spill or discharge as required by NTL-3A.
- 5. All outstanding environmental issue must be addressed within 90 days. Contact Jim Amos for inspection and to resolve environmental issues. 575-234-5909
- 6. Install legible well sign on location with operator name, well name and number, lease number, unit number, 1/4 1/4, section, township, and range. NMOCD requires the API number on well signs.
- 7. Subject to like approval by NMOCD.
- 8. All Reporting to ONRR (OGOR Reports) must be brought current within 30 days of this approval including any past history.
- 9. If this well is incapable of producing in paying quantities submit NOI to plug and abandon this well or obtain approval to do otherwise within 90 days.
- 10. Submit plan for approval of well operations for all TA/SI wells within 30 days of this approval to change operator.
- 11. If not in place acquire operating rights on this lease within 30 days with BLM office in Santa Fe, NM.