March 2012) HÖBBS OCD

UNITED STATES

HOBBS OCD

FORM APPROVED OMB No. 1004-0137 Expires October 31, 2014

JAN 11 2013

RECEIVED

DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

OCD Hobbs

5. Lease Serial No. NM-57274

APPLICATION	FOR PERMIT TO DRILL O	OR REFENTER 2013	6. If Indian, Allotee or Tribe Name N/A
✓ DRILL	REENTER	RECEIVED	7 If Unit or CA Agreement, Name and No. N/A

ia. Type of work.		RECEIVED)	N/A	
lb. Type of Well: Oil Well	Gas Well Other	Single Zone Multi	ple Zone	8. Lease Name and Well No. Haracz "AMO"" Federal #	
2. Name of Operator YATES PE	TROLEUM CORPORATION	\ \2557	5>	9. API Well No.	40918
3a. Address 105 South Fourth 8 Artesia, NM 88210		3b. Phone No. (include area code) 575-748-4347		10 Fight Ind Roof on Explorate Undesignated Bone Spring	<u> </u>
4. Location of Well (Report location	clearly and in accordance with ar	ty State requirements.*)		11. Sec., T. R. M. or Blk.and S	urvey or Area
At surface 200' FNL and 198 At proposed prod. zone 330' F3	110.	n-Standard Location	-	Section 19 T24S-R32E	
14. Distance in miles and direction from approximately 30 miles east o	•		···	12. County or Parish Lea County	13. State NM
15. Distance from proposed* 200' location to nearest property or lease line, ft. (Also to nearest drig. unit line, if	any)	16. No. of acres in lease NM-57274 1743.52 acres		ng Unit dedicated to this well Sec.19,T24S-R32E	
 Distance from proposed location* to nearest well, drilling, complete applied for, on this lease, ft. 	, Approximately 950'	19. Proposed Depth Pilot Hole 11950' 10708' TVD 15256' MD	Nationw	BIA Bond No. on file vide Bond #NM-B000434 aal Bond#NM-B000920	

24. Attachments

09/10/2012

22. Approximate date work will start⁴

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, must be attached to this form:

1. Well plat certified by a registered surveyor.

Elevations (Show whether DF, KDB, RT, GL, etc.)

2. A Drilling Plan.

3569' GL

- 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO must be filed with the appropriate Forest Service Office).
- 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).

70 Days

23. Estimated duration

- 5. Operator certification
- Such other site specific information and/or plans as may be required by the

25. Signature	Name (Printed/Typed) Cy Cowan	Date 4/12
Title Land Regulatory Agent		VI
Approved by (Signature)	Name (Printed/Typed)	Date JAN 8 2013
Title FIELD MANAGED	Office CARLS	RAD FIELD OFFICE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to

APPROVAL FOR TWO YEARS

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 agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

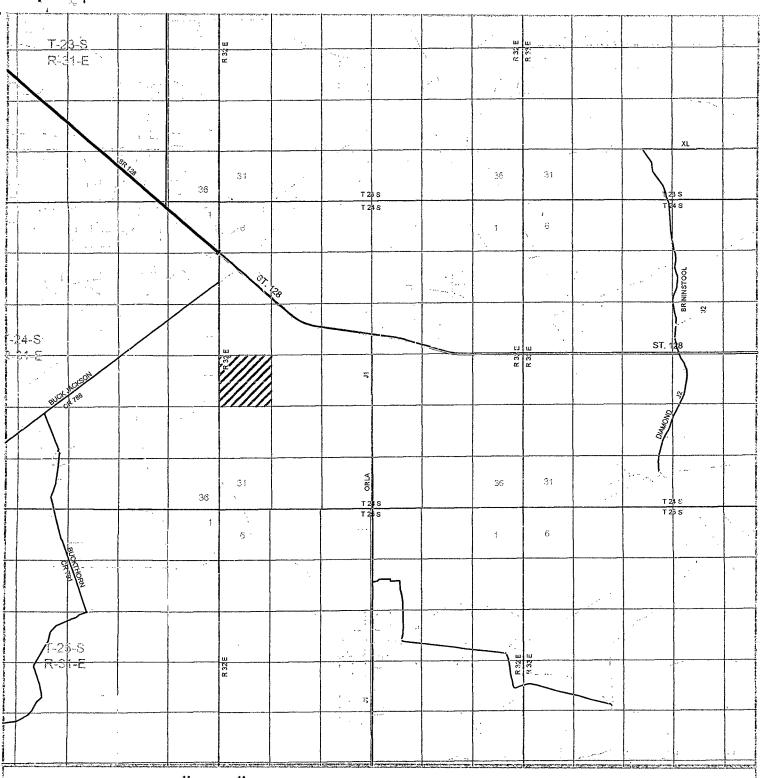
(Continued on page 2)

*(Instructions on page 2)

Carlsbad Controlled Water Basin

Approval Subject to General Requirements & Special Stipulations Attached

SEE ATTACHED FOR CONDITIONS OF APPROVAL



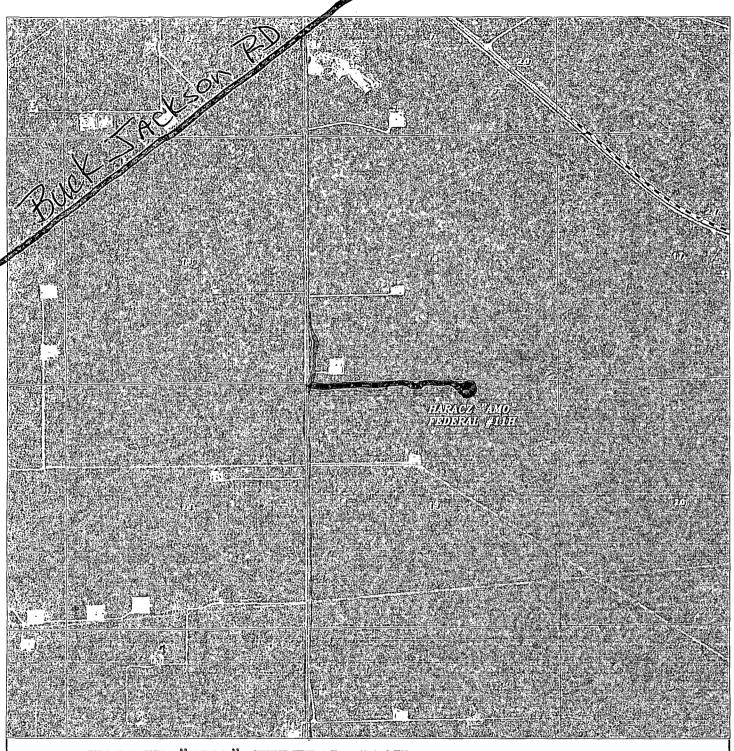
HARACZ "AMO" FEDERAL #11H Located 200' FNL and 1980' FEL Section 19, Township 24 South, Range 32 East, N.M.P.M., LEA County, New Mexico.



P.O. Box 1786
1120 N. West County Rd.
Habbs, New Mexico 88241
(575) 393—7316 — Office
(575) 392—2206 — Fax
basinsurveys.com

W.O. Number:	DAJ 26952	d
Survey Date:	06-21-2012	3
Scale: 1" = 2	2 Miles	W
Date: 06-28	-2012	1

YATES PETROLEUM CORP.



HARACZ "AMO" FEDERAL #11H Located 200' FNL and 1980' FEL Section 19, Township 24 South, Range 32 East, N.M.P.M., LEA County, New Mexico.



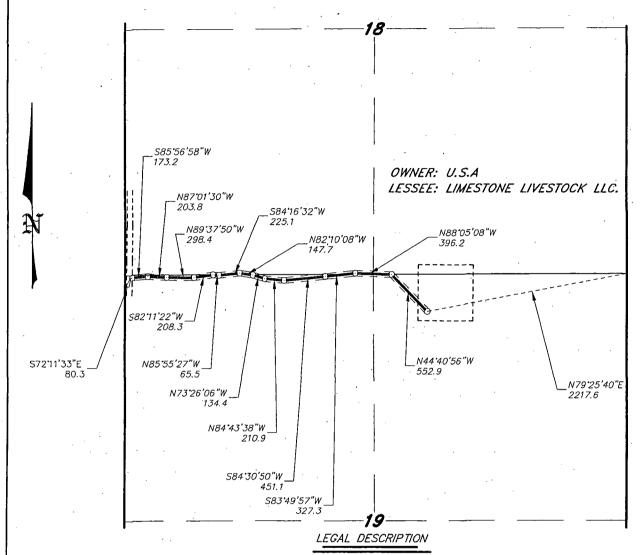
P.O. Box 1786 1120 N. West County Rd. Hobbs, New Mexico 88241 (575) 393-7316 - Office (575) 392-2206 - Fax basinsurveys.com W.O. Number: DAJ 26952

Scale: 1" = 2000'

YELLOW TINT — USA LAND
BLUE TINT — STATE LAND
NATURAL COLOR — FEE LAND

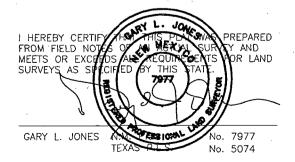
F

YATES PETROLEUM CORP. SECTIONS 18&19, TOWNSHIP 24 SOUTH, RANGE 32 EAST, N.M.P.M., LEA COUNTY.



A STRIP OF LAND 20.0 FEET WIDE, LOCATED IN SECTIONS 18&19, TOWNSHIP 24 SOUTH, RANGE 32 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO AND BEING 10.0 FEET LEFT AND RIGHT OF THE ABOVE PLATTED CENTERLINE SURVEY.

SECTION 18 = 704.0 FEET = 42.6 RODS = 0.13 MILES = 0.32 ACRES SECTION 19 = 2690.8 FEET = 163.07 RODS = .50 MILES = 1.23 ACRES TOTAL = 3394.8 FEET = 205.74 RODS = 0.64 MILES = 1.55 ACRES



BASIN SURVEYS P.O. BOX 1786-HOBBS, NEW MEXICO

W.O. Number: 27088 Drawn By: D. JONES

Date: 07-24-2012 Disk: DAJ 26952

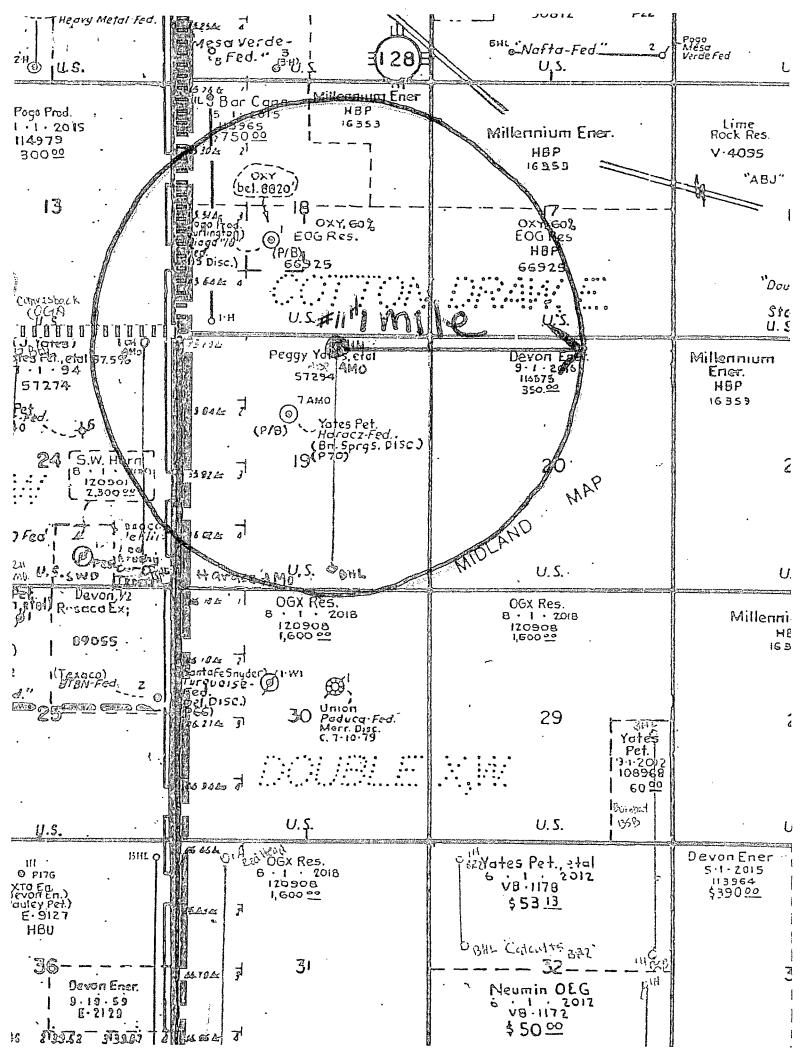
1000 0 1000 2000 FEET

YATES PETROLEUM CORP.

REF: PROP. LEASE ROAD TO HARACZ "AMO" FEDERAL #11H

A LEASE ROAD CROSSING USA LAND IN
SECTIONS 18&19, TOWNSHIP 24 SOUTH, RANGE 32 EAST,
N.M.P.M., LEA COUNTY, NEW MEXICO.

Survey Date: 07-20-2012 Sheet 1 of 1 Sheets



YATES PETROLEUM CORPORATION

Haracz "AMO" Federal #11H 200' FNL & 1980' FEL, Surface Hole 330'FSL & 1980' FEL, Bottom Hole Section 19 –T24S-R32-E Lea County, New Mexico

1. THE ESTIMATED TOPS OF GEOLOGIC MARKERS ARE AS FOLLOW:

Rustler	768'	Lower Avalon	9238'Oil	
Top of Salt	1088'	Bone Springs 1/SD/	9633'Oil	
Base of Salt	4393'	Bone Springs 2/SD/	10223'Oil	
Lamar	4618'	Kick Off Point	10231'	
Bell Canyon	4658'	Target SBSG	10708'Oil	10981' MD
Cherry Canyon	5538'Oil	Base SBSG	10728'Oil	
Brushy Canyon	6848'Oil	Harky/Harky/SD/	10948'	
Bone Springs LM	8483'	Bone Springs 3/SD/	11493'	
Avalon Sand	8618'Oil	Base TBSG	11843'	
Middle Avalon	8968'Oil	TD Pilot Hole	11950'	
		TD Lateral	10708' TVD	15256' MD

2. THE ESTIMATED DEPTHS AT WHICH ANTICIPATED WATER, OIL OR GAS FORMATIONS ARE EXPECTED TO

Water: Approx 250' - 350'

Oil or Gas: See above--All Potential Zones

3. PRESURECONTROL EQUIPMENT: GUE CON

A BOP with a minimum opening of 13 5/8" will be installed on the 13 3/8" rated for 3000# BOP systems and a 5000# BOP system with a minimum opening of 13 5/8" will be installed on the 9 5/8" casing and will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout Preventer controls will be installed prior to drilling the surface plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report.

See Exhibit B.

A Auxiliary Equipment:

Kelly cock, pit level indicators, flow sensor equipment and a sub with full opening valve to fit the drill pipe and collars will be available on the rig floor in the open position at all times for use when Kelly is not in use.

4. THE PROPOSED CASING AND CEMENTING PROGRAM:

A. Casing Program: (All New)

HOLE SIZE	CASING SIZE	WT./FT.	GRADE	COUPLING	INTERVAL	LENGTH
17 ½"	13 3/8"	48#	J-55-Hybrid	ST&C	0'-795'	7 95'
12 1/4"	9 5/8"	40#	HCK-55	LT&C	0'-80'	80'
12 1/4"	9 5/8"	36#	J-55	LT&C	80'-3200'	3120'
12 1/4"	9 5/8"	40#	HCK_55	LT&C	3200'-4630'	1430'
8 3/4"	5 1/2"	17#	P-110	LT&C	0'-10200'	10200'
8 1/2"	5 ½"	17#	P-110	Buttress	10200'-15256'	5056'

Minimum Casing Design Factors: Burst 1.0, Tensile 1.8, Collapse 1.125

SecA

Isolation Plug: 200' plug with Class H cement with fresh water=3.352 gal/sack, D080-dispersant=.030 gal/sack, D197-Retarder=0.070 gal/sk, D206-Antifoam=0.20 gal/sack (Wt. 17.5 Yld. 0.94). Cement designed with 35% excess. TOC-11720"

See COX

Kick-Off Plug: 600' plug from 10530' to 9930' with 360 sacks Class H cement with fresh water=3.352 gal/sack, D080-Dispersant=.030 gal/sack, D197-Retarder=0.060 gal/sack, D206-Antifoam=0.020 gal/sack (Wt.17.5 Yld. 0.94). Cement designed with 35% excess. TOC-9880".

B. CEMENTING PROGRAM:

Surface casing: 645 sacks Class C with 2% CaCl2 (Wt. 13.50 Yld. 1.71). Cement designed with 100% excess. TOC-Surface.

Intermediate Casing: Lead with 1315 sacks 35:65:6PzC (Wt. 12.50 Yld. 2.00); tail in with 200 sacks Class C with 2% CaCl2 (Wt. 14,80 Yld. 1.34). Cement designed with 100% excess. TOC-Surface

Production Casing: Cement to be done in two stages with DV cementer tool will be set approximately at 7100'.

Stage 1 from 7100' to 15256; cement with 650 sacks 35:65:6PzC (Wt. 12.50 Yld. 2.00). Tail in 1053 sacks of PecosVILt with D112, Fluid Loss 0.4%; D151, Calcium Carbonate 22.5 lb/sack; D174, Extender 1.5 lb/sack; D177, Retarder 0.01 lb/sack; D800, Retarder 0.6 lb/sack; D46, Antifoam Agent(Wt. 13.00 Yld. 1.41. Cement designed with 35% excess. TOC-7100'

Stage 2 from 4100'-7100'; Lead with 375 sacks 35:65:6PzC (Wt. 12.50 Yld 2.00). Tail In with 200 sacks PecosVILt with D112, Fluid Loss 0.4%; D151, Calcium Carbonate 22.5 lb/sack; D174, Extender 1.5 lb/sack; D177, Retarder 0.01 lb/sack; D800, Retarder 0.6 lb/sack; D46, Antifoam Agent (Wt. 14.80 Yld 1.34). Cement designed with 35% excess. TOC- 4100'.

Secon.

Pilot hole drilled vertically to 11950' and kicked off at approximately 10231'. A 200' isolation plug will be set at pilot hole TD and a 600' plug from 10530' to 9930'. The well will then be directionally drilled at 12 degrees per 100' with an 8 3/4" hole to10981' MD (10708' TVD). At this point, reduce the hole size to 8 ½" and drill to 15256' MD (10708' TVD). 5 1/2" casing will then be set and cemented in two stages with a DV tool at approximately 7100'. Penetration point of producing zone will be encountered at 677' FNL & 1976' FEL, Section 19-24S-32E. Deepest TVD in the well will be 11950' in the pilot hole. Deepest TVD in the lateral is 10708'.

5. MUD PROGRAM AND EQUIPMENT::

See COA

INTERVAL	TYPE	WEIGHT	VISCOSITY	FLUID LOSS
0-7,95'	Fresh Water	8.60-9.20	28-34	N/C
795'-4630'	Brine Water	10.00-10.20	28-30	N/C
4630'11950	Cut Brine	8.80-9.20	30-36	N/C
10231'-15256'	Cut Brine (Lateral Section)	8.80-9.20	32-36	N/C

Sufficient mud material(s) to maintain mud properties, control lost circulation and contain a blow out will be available at the well site during drilling operations. Mud will be checked hourly by rig personnel.

6. EVALUATION PROGRAM: See COA

Samples: 30' samples from surface to 4600'. 10' samples from 4600' to TD.

Logging: Gamma Ray Neutron—TD to surface Density—TD to intermediate casing

Laterolog (Resistivity)—TD to intermediate casing

CMR—TD to intermediate casing

Coring: As warranted. DST's: As warranted.

Mudlogging from the 4600' to TD

Haracz "AMO" Federal #11H Page Three

7. ABNORMAL CONDITIONS, Bottom hole pressure and potential hazards:

Anticipated Bottom Hole Pressure: Depths are TVI)
From 0' to 795'	Anticipated Maximum BHP is 380 PSI
From 795' to 4630'	Anticipated Maximum BHP is 2456 PSI
From 4630' to11950'	Anticipated Maximum BHP is 5717 PSI

No abnormal pressures or temperatures are anticipated.

Lost Circulation Zones Anticipated: None.

H2S Zones Anticipated: None

B. ANTICIPATED STARTING DATE:

Plans are to drill this well as soon as possible after receiving approval. It should take approximately 60 days to drill the well with completion taking another 30 days.

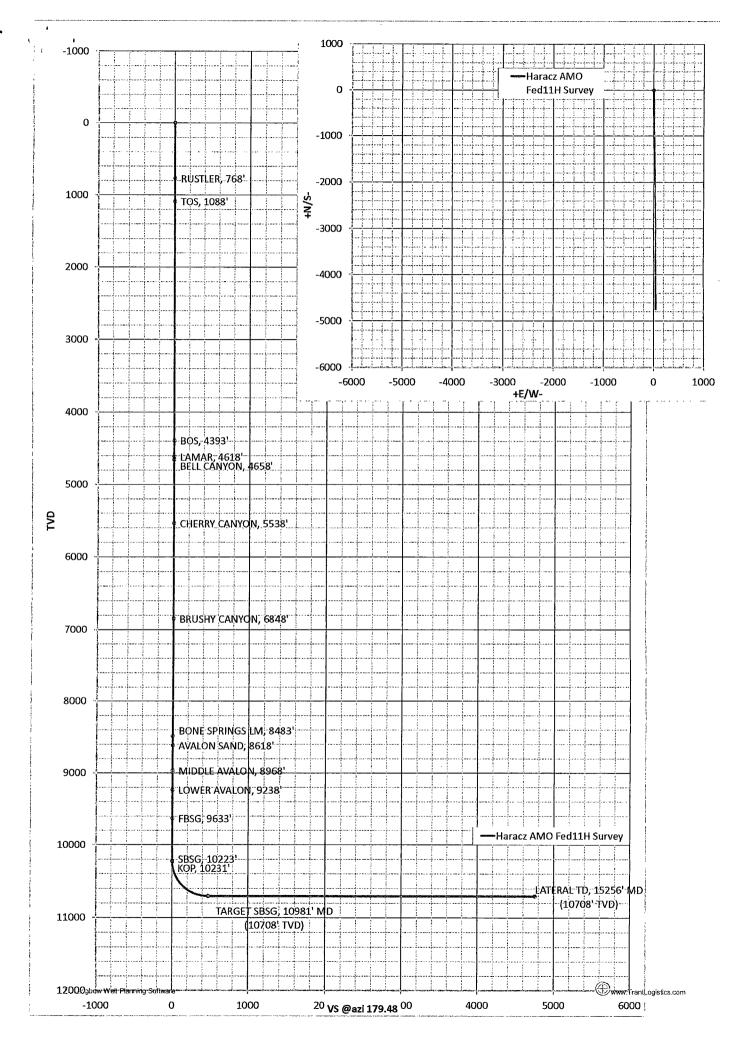
Operator Co.

Your Co.

				jurvey/Planni	Transfer and the second	No. of the second			4.7 Year
- 1	Yates Petroleum Corp. Yates Petroleum Corp. Haracz AMO Fed11H Survey			Northing				2-Aug-12	
ļ. <u></u>				Easting			System 2 - St. Plane Datum 1983 - NAD83		
_				Elevation					
Location	Sec. 19, 24S-32E		Latitude			Zone 4302 - Utah Central			
Rig				Longitude			Scale Fac.		
Job				Units			Converg.		
: MD		AZI	TVD .	+NS-		VS@179.48°	BR BR	- TR - '	DLS
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
768.00	0.00	0.00	768.00	0.00	0.00	0.00	0.00	0.00	0.00
768: RUSTLER, 7	68'							,	
1088.00	0.00	0.00	1088.00	0.00	0.00	0.00	0.00	0.00	0.00
1088: TOS, 1088'					•				
4393.00	0.00	0.00	4393.00	0.00	0.00	0.00	0.00	0.00	0.00
1393: BOS, 4393'	ı								
4618.00	0.00	0.00	4618.00	0.00	0.00	0.00	0.00	0.00	0.00
4618: LAMAR, 46			•						
4658.00	0.00	0.00	4658.00	0.00	0.00	0.00	0.00	0.00	0.00
1658: BELL CAN	YON, 4658	3'	****						
5538.00	0.00	0.00	5538.00	0.00	0.00	0.00	0.00	0.00	0.00
5538: CHERRY C			•				•		
6848.00	0.00	0.00	6848.00	0.01	0.00	-0.01	0.00	0.00	0.00
5848: BRUSHY C			14			e sa Tarak		*	
8483.00	0.00	0.00	8483.00	0.01	0.00	-0.01	0.00	0.00	0.00
3483: BÖNE SPR		and the second second							
8618.00	0.00	0.00	8618.00	0.01	0.00	-0.01	0.00	0.00	0.00
3618: AVALON S				717		,			
8968.00	0.00	0.00	8968.00	0.01	0.00	-0.01	0.00	0.00	0.00
3968: MIDDLE A\			0000.00		, , ,	0.01	0.00	0.00	0.00
9238.00	0.00	0.00	9238.00	0.01	0.00	-0.01	0.00	0.00	0.00
9238: LOWER AV			3230.00	0.01	0.00	, 0,01	0.00	0.00	0.00
9633.00	0.00	0.00	9633.00	0.01	0.00	-0.01	0.00	0.00	0.00
9633.00 9633: FBSG, 963		0.00	9033.00	0.01	0.00	-0.01	0.00	0.00	0.00
		0.00	10222.00	0.01	0.00	-0.01	0.00	0.00	0.00
10223.00	0.00	0.00	10223.00	0.01	0.00	-0.01	0.00	0.00	0.00
10223: SBSG, 10		170 40	10000 54	0.04	0.00	. 0.04	0.00	175	0.00
10230.54	0.00	179.48	10230.54	0.01	0.00	-0.01	0.00	1.75	0.00
10230.54: KOP, 1		470.40	10200 76	E 00	0.05	E 0.4	12.00	0.00	10.0
10300.00	8.34	179.48	10299.76	-5.03	0.05	5.04	12.00	0.00	12.0
10400.00	20.34	179.48	10396.46	-29.75	0.27	29.75	12.00	0.00	12.0
10500.00	32.34	179.48	10485.92	-74.03	0.67	74.03	12.00	0.00	12.0
10600.00	44.34	179.48	10564.22	-135.94	1.23	135.95	12.00	0.00	12.0
10700.00	56.34	179.48	10627.93	-212.78	1.92	212.78	12.00	0.00	12.0
10800.00	68.34	179.48	10674.27	-301.18	2.72	301.19	12.00	0.00	12.0
10900.00	80.34	179.48	10701.22	-397.29	3.59	397.30	12.00	0.00	12.0
10980.53	90.00	179.48	10708.00	- 477.44	4.31	477.46	12.00	0.00	12.0
	- i SBSG	10981' MD ((10708' TVD)						
15256.43	90.00	179.48	10708.01	-4753.16	42.90	4753.36	0.00	0.00	0.00



Dogg 1 of

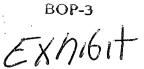


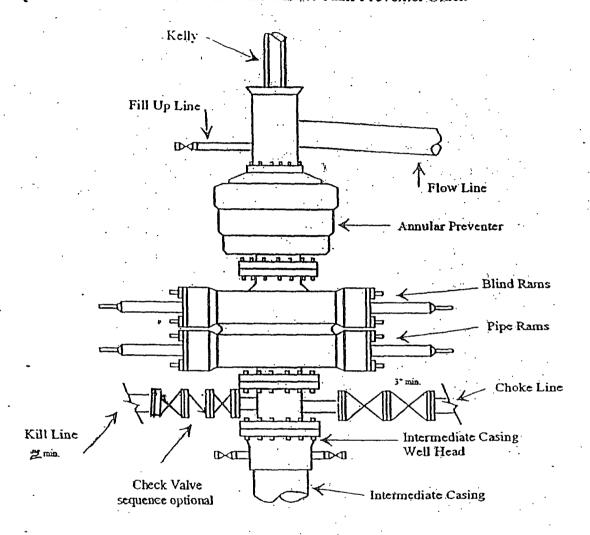


Yates Petroleum Corporation

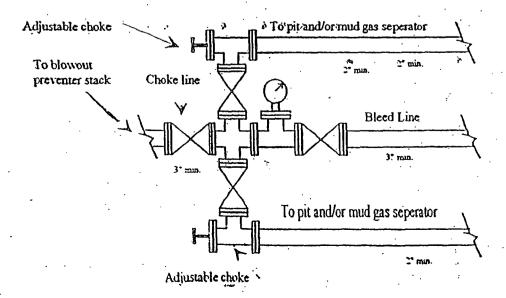
Typical 3.000 psi Pressure System
Schematic

Annular with Double Ram Preventer Stack





Typical 3,000 psi choke manifold assembly with at least these minimum features

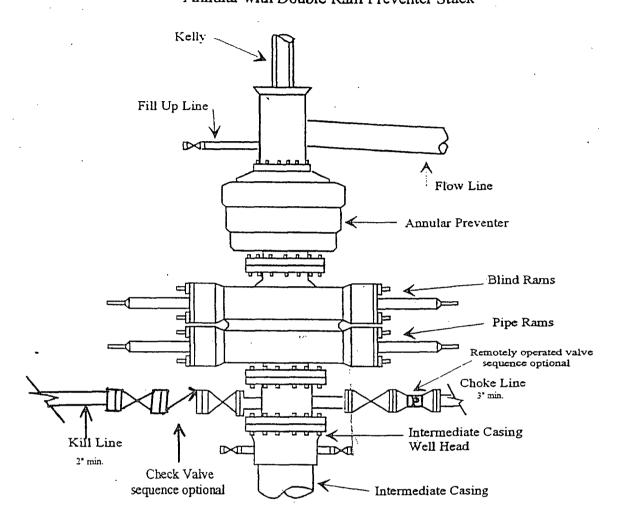




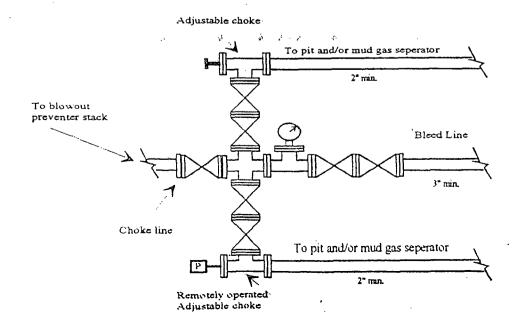
Yates Petroleum Corporation

Typical 5,000 psi Pressure System Schematic Annular with Double Ram Preventer Stack

EXhibit

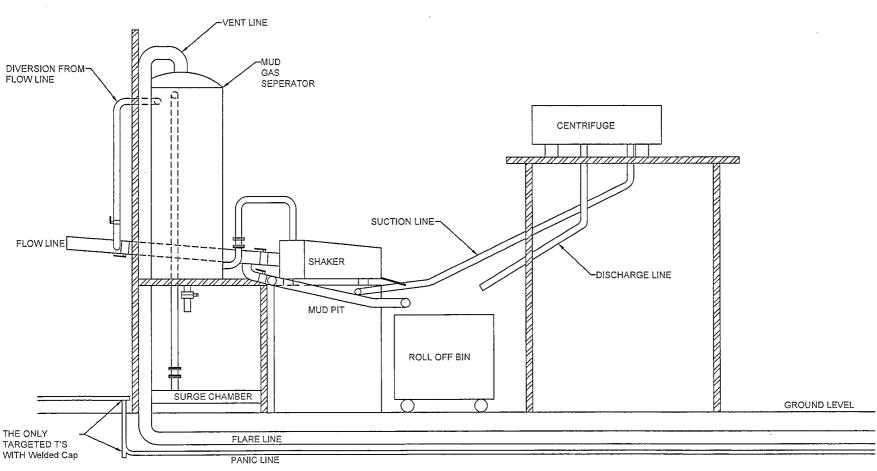


Typical 5,000 psi choke manifold assembly with at least these minimun features



YATES PETROLEUM CORPORATION

Piping from Choke Manifold to the Closed Loop Drilling Mud System



The flare discharge must be 100' from wellhead for non H2S wells and 150' from wellhead for wells expected to encounter H2S.

Yates Petroleum Corporation Closed Loop System

Equipment Design Plan

Closed Loop System will consist of:

- 1 double panel shale shaker
- 1 (minimum) Centrifuge, certain wells and flow rates may require 2 centrifuges On certain wells, the Centrifuge will be replaced by a Clackco Settling Tank System
- 1 minimum centrifugal pump to transfer fluids
- 2-500 bbl. FW Tanks
- 1 500 bbl. BW Tank
- 1 half round frac tank 250 bbl. capacity as necessary to catch cement / excess mud returns generated during a cement job.
- 1 Set of rail cars / catch bins

Certain wells will use an ASC Auger Tank

Operation Plan

All equipment will be inspected at least hourly by rig personnel and daily by contractors' personnel.

Any spills / leaks will be reported to YPC, NMOCD, and cleaned up without delay.

Closure Plan

Drilling with Closed Loop System, haul off bins will be taken to Gandy Marley, Lea Land Farm, CRI or Sundance Services Inc.