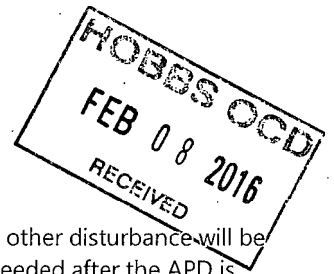


Surface Use Plan
Southern California 29 Federal 19H
Cimarex Energy Co.
UL: L, Sec. 29, 19S, 32E
Lea Co., NM



The following surface use plan of operations will be followed and carried out once the APD is approved. No other disturbance will be created other than what is submitted in this surface use plan without approval. If any other disturbance is needed after the APD is approved, a BLM approved sundry notice or right of way application will be submitted for approval prior to any new surface disturbance.

1. Existing Roads:

- Please see Exhibit B and C-1 for existing access road planned to be used to access the proposed project.
- Cimarex Energy will improve or maintain existing roads in a condition the same as or better than before the operations began. Cimarex Energy will repair pot holes, etc. All existing structures on the entire access route such as cattleguards, other range improvement projects, culverts, etc. will be properly repaired or replaced if they are damaged or have deteriorated beyond practical use.
- Cimarex Energy will prevent and abate fugitive dust as needed, whether created by vehicular traffic, equipment operations, or other events.
- Cimarex Energy will obtain written BLM approval prior to the application of surfactants, binding agents, or other dust suppression chemicals on the roadways.
- The maximum width of the driving surface will be 14'. The road will be crowned and ditched with a 2% slope from the tip of the crown to the edge of the driving surface. The ditches will be 1' deep with 3:1 slopes. The driving surface will be made of 6" rolled and compacted caliche.
- Existing access road route to the proposed project is depicted on the public access point map if applicable. Improvements to the driving surface will be done where necessary. No new surface disturbance will be done, unless otherwise noted in the New or Reconstructed Access Roads section of the surface use plan.
Beginning at the intersection of Highway 180 and Buffalo Grass road to the northeast (located in the SW ¼ of Section 36, T20S, R31E, N.M.P.M), Proceed in a northeasterly, then easterly direction approximately 3.8 miles to the junction of this road and County Road 126A to the north; Turn left and proceed in a northerly direction approximately 3.9 miles to the junction of this road and an existing road to the east; Turn right and proceed in an easterly direction approximately 0.1 miles to the beginning of the proposed access road to the north; follow road flags in a northerly direction approximately 1,188' to the proposed location.

2. New of Reconstructed Access Roads:

- A new road will be constructed for this project.
- Cimarex Energy plans to construct 1187.69' of new on-lease access road to service the well. The planned access road does not cross lease boundaries, a right of way grant will not be acquired from the BLM.
- The maximum width of the driving surface will be 14'. The road will be crowned and ditched with a 2% slope from the tip of the crown to the edge of the driving surface. The ditches will be 1' deep with 3:1 slopes. The driving surface will be made of 6" rolled and compacted caliche.
- Proposed and existing access road route to the proposed wellsite is depicted on Exhibit C-2. Improvements to the driving surface will be done where necessary. No new surface disturbance will be done without prior approval from the BLM.
- The operator will prevent and abate fugitive dust as needed, whether created by vehicular traffic, equipment operations, or other events.

3. Well Radius Map

Please see Exhibit A for wells within one mile of the proposed well SHL and BHL.

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4. Proposed or Existing Production Facilities:

- If on completion this well is a producer, a tank battery will be used and the necessary production equipment will be installed and production will be sent to the Southern California 29 Federal #15H.
- Allocation will be based on well test. Route is on lease, please see Exhibit G. Any changes to on lease route will be submitted via sundry notice. If route is off lease, a right of way will be submitted to the BLM for approval.

5. Gas Pipeline

- No pipeline proposed.

6. Flowlines

- Cimarex Energy plans to construct on lease flowlines to service the well.
- Specifications of Polyline: 1 HP polyline for oil, gas, and water production. 1 HP polyline for gas lift.
- Both lines will be buried 10'-20' West of the access road.
- Length of Gas Lift Line: 682.1'
- Length of Flowlines: 682.1'
- MAOP: 1500 psi.
- Anticipated working pressure: 200-300 psi.

7. Salt Water Disposal

- No pipeline proposed.

8. Electric Lines

- Cimarex Energy plans to construct a new on lease electric line to service the well.
- Cimarex Energy plans to install and overhead electric line from the proposed well to an existing overhead electric line located in SW of section 29. The proposed electric line will be 164.76' in length, 1-40 poles, 480 volt, 4 wire, 3 phase. The electric line will exit off the SE side of the well location and travel South 164.76' until it would intercept the existing electric line.
- The electric line will be routed on the East side of lease road and 25-35' from and parallel to lease road.
- Route is within lease boundaries, a right of way grant will not be acquired from the BLM. Please see Exhibit H. Any changes to E-Line route will be submitted via sundry notice.

9. Water

Cimarex Energy plans to purchase fresh water from a 3rd party company. A local commercial source will truck water utilizing the access road. Please see Exhibit C-1 for access road route.

10. Construction Material

If possible, native caliche will be obtained from the excavation of drill site. The primary way of obtaining caliche will be by "turning over" the location. This means caliche will be obtained from the actual well site. A caliche permit will be obtained from BLM prior to pushing up any caliche. 2400 cu yds is the max amount of caliche needed for pad and roads. Amount will vary for each pad. The procedure below has been approved by BLM personnel:

- The top 6 inches of topsoil is pushed off and stockpiled along the side of the location.
- An approximate 120' x 120' area is used within the proposed well site to remove caliche.
- Subsoil is removed and piled alongside the 120' by 120' area within the pad site.
- When caliche is found, material will be stockpiled within the pad site to build the location and road.
- Then subsoil is pushed back in the hole and caliche is spread accordingly across entire location and road.
- Once well is drilled, the stockpiled top soil will be used for interim reclamation and spread along areas where caliche is picked up and the location size is reduced. Neither caliche nor subsoil will be stockpiled outside of the well pad. Topsoil will be stockpiled along the edge of the pad as depicted in Exhibit D – Rig Layout Diagram.

In the event that no caliche is found onsite, caliche will be hauled in from BLM-approved caliche pit.

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11. Methods of Handling Waste

- Drilling fluids, produced oil, and water from the well during drilling and completion operations will be stored safely and disposed of properly in a NMOCD approved disposal facility.
- Garbage and trash produced during drilling and completion operations will be collected in a trash container and disposed of properly at a state approved disposal facility. All trash on and around well site will be collected for disposal.
- Human waste and grey water will be properly contained and disposed of properly at a state approved disposal site.
- After drilling and completion operations, trash, chemicals, salts, frac sand and other waste will be removed and disposed of properly at a state approved disposal site.
- The well will be drilled utilizing a closed loop system. Drill cuttings will be properly disposed of into steel tanks and taken to an NMOCD approved disposal facility.

12. Ancillary Facilities:

No camps or airstrips to be constructed.

13. Well Site Layout:

- Exhibit D: Rig Layout
- Exhibit D-2: Well Site layout plat
- Mud pits in the closed circulation system will be steel pits and the cuttings will be stored in steel containment pits.
- Cuttings will be stored in steel pits until they are hauled to a state-approved disposal facility.
- If the well is a producer, those areas of the location not essential to production facilities will be reclaimed and seeded per BLM requirements. Exhibit D-1: Interim Reclamation Diagram.

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14. Interim and Final Reclamation

- Rehabilitation of the location will start in a timely manner after all drilling operations cease. The type of reclamation will depend on whether the well is a producer or a dry hole.
- In areas planned for interim and final reclamation, surfacing materials will be removed and returned to a mineral pit or recycled to repair or build roads and well pads.
- Drainage systems, if any, will be reshaped to the original configuration with provisions made to alleviate erosion. These may need to be modified in certain circumstances to prevent inundation of the location's pad and surface facilities. After the area has been shaped and contoured, topsoil from the spoil pile will be placed over the disturbed area to the extent possible. Revegetation procedures will comply with BLM standards.
- If the well is a dry hole, the pad and road area will be recountoured to match the existing terrain. Topsoil will be spread to the extent possible. Revegetation will comply with BLM standards.
- Should the well be a producer, those areas of the location not essential to production facilities and operations will be reclaimed and seeded per BLM requirements. Exhibit D-1 illustrates the proposed Interim Reclamation.

15. Surface Ownership:

- The wellsite is on surface owned by Bureau of Land Management, 620 E. Greene St. Carlsbad, NM 88220, 575-234-5972.
- A copy of Surface Use Agreement has been given to the surface owner.
- The land is used mainly for farming, cattle ranching, recreational use, and oil and gas production.

16. Other Information:

- Topography consists of a sloping plane with loose tan sands. Vegetation is mainly yucca, mesquite and shin oak.
- Archeological survey will be conducted for the well pad/location and proposed road and the arch report will be filed with the BLM.
- There are no known dwellings within 1½ miles of this location.

17. On Site Notes and Information:

Onsite 11/19/15 with Jeff Robertson & Bobby Ballard (BLM), CHEMM and Barry Hunt (Cimarex). Moved location 70 ft. north and 22 ft. west to fit between power lines to east and west. V-Door North. Frac pad Southwest corner (South). Top soil North. Interim reclamation: All sides. Access road and gas lift/production pipeline from southeast corner south to the Southern California 29 Federal #15H. E-line (one pole) from Southeast corner to the east.

Operator Certification Statement
Southern California 29 Federal 19H

Cimarex Energy Co.
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Operator's Representative

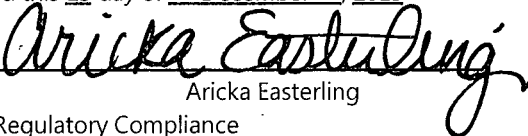
Cimarex Energy Co. of Colorado
600 N. Marienfeld St., Ste. 600
Midland, TX 79701
Office Phone: (432) 571-7800

CERTIFICATION: I hereby certify that I, or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filing of false statements.

I am responsible under the terms and conditions of the lease to conduct lease operations in conjunction with the application. Bond coverage pursuant to 43, 25 or 36 CFR for lease activities is being provided by Cimarex Energy Co. under their (Lease, Statewide, Nationwide, Unit or Permit) Bond, BLM/BIA/FS Bond No. NMB001187; NMB001188.

Executed this 15 day of December, 2015

NAME:


Aricka Easterling

TITLE: Regulatory Compliance

ADDRESS: 202 S. Cheyenne Ave., Ste 1000, Tulsa, OK 74103

TELEPHONE: 918-585-1100

EMAIL: AEasterling@cimarex.com

Field Representative: Same as above