



Before the Oil Conservation Division
Examiner Hearing November 2, 2023

Compulsory Pooling

Case No. 23619: Gold State Com 701H
Gold State Com 801H

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

IN THE MATTER OF THE APPLICATION OF

FRANKLIN MOUNTAIN ENERGY 3, LLC
FOR COMPUSLORY POOLING,
LEA COUNTY, NEW MEXICO.

CASE NO. 23619

TABLE OF CONTENTS

Tab A: Compulsory Pooling Checklist

Tab B: Self Affirmed Declaration of Don Johnson, Land Professional

- Exhibit B-1: Application for case 23619
- Exhibit B-2: C-102s
- Exhibit B-3: Lease Tract Maps/Parties to Be Pooled
- Exhibit B-4: Summary of Contacts
- Exhibit B-5 : Proposal Letter
- Exhibit B-6 : AFE
- Exhibit B-7: Notice Affidavit

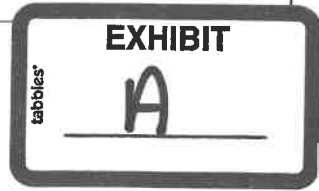
Tab C: Self Affirmed Declaration of Ben Kessel, Geologist

- Exhibit C-1: Locator Map
- Exhibit C-2: WellBore Schematic
- Exhibit C-3: Wolfcamp Structure Map
- Exhibit C-4: Wolfcamp Cross-Section Reference Map
- Exhibit C-5: Wolfcamp Stratigraphic Cross-Section
- Exhibit C-6: Wolfcamp Isopach Map
- Exhibit C-7: Wolfcamp B Structure Map
- Exhibit C-8: Wolfcamp B Cross-Section Reference Map
- Exhibit C-9: Wolfcamp B Stratigraphic Cross-Section
- Exhibit C-10: Wolfcamp B Isopach Map
- Exhibit C-11: Regional Stress Orientation Justification

COMPULSORY POOLING APPLICATION CHECKLIST

ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS

Case: 23619	APPLICANT'S RESPONSE
Date	November 2, 2023
Applicant	Franklin Mountain Energy 3, LLC
Designated Operator & OGRID (affiliation if applicable)	Franklin Mountain Energy 3, LLC OGRID No. 331595
Applicant's Counsel:	Modrall, Sperling, Roehl, Harris, & Sisk, P.A.
Case Title:	Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico.
Entries of Appearance/Intervenors:	COG Operating LLC
Well Family	Gold State
Formation/Pool	
Formation Name(s) or Vertical Extent:	Wolfcamp
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	Wolfcamp
Pool Name and Pool Code:	Airstrip; Wolfcamp Pool (Code 970) and the Airstrip; Wolfcamp, North Pool (Code 990)
Well Location Setback Rules:	State-Wide Rules Apply to Each Pool
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	280-acres
Building Blocks:	40-Acres
Orientation:	North/South
Description: TRS/County	W/2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico.
Standard Horizontal Well Spacing Unit (Y/N), If No, describe and is approval of non-standard unit requested in this application?	Yes.
Other Situations	
Depth Severance: Y/N. If yes, description	N/A
Proximity Tracts: If yes, description	N/A
Proximity Defining Well: if yes, description	N/A
Applicant's Ownership in Each Tract	See Exhibit B.3
Well(s)	
Name & API (if assigned), surface and bottom hole location, footages, completion target, orientation, completion status (standard or non-standard)	Add wells as needed
Well #1: Gold State Com 701H	SHL: 1025' FNL & 875' FWL, Section 35, T18S, R34E BHL: 2510' FSL & 900' FWL, Section 23, T18S, R34E Completion Target: Wolfcamp (Approx. 10,999' TVD)



Well #2: Gold State Com 801H	SHL: 1025' FNL & 900' FWL, Section 35, T18S, R34E BHL: 2510' FSL & 360' FWL, Section 23, T18S, R34E Completion Target: Wolfcamp B (Approx. 11,742' TVD)
Horizontal Well First and Last Take Points	See Exhibit B.2
Completion Target (Formation, TVD and MD)	See Exhibit B.6
AFE Capex and Operating Costs	
Drilling Supervision/Month \$	\$9,000.00
Production Supervision/Month \$	\$900.00
Justification for Supervision Costs	See Exhibit B Paragraph 23
Requested Risk Charge	200%
Notice of Hearing	
Proposed Notice of Hearing	Exhibit B.7
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit B.7
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit B.7
Ownership Determination	
Land Ownership Schematic of the Spacing Unit	Exhibit B.3
Tract List (including lease numbers and owners)	Exhibit B.3
If approval of Non-Standard Spacing Unit is requested, Tract List (including lease numbers and owners) of Tracts subject to notice requirements.	N/A
Pooled Parties (including ownership type)	Exhibit B.3
Unlocatable Parties to be Pooled	N/A
Ownership Depth Severance (including percentage above & below)	N/A
Joinder	
Sample Copy of Proposal Letter	Exhibit B.5
List of Interest Owners (ie Exhibit A of JOA)	Exhibit B.3
Chronology of Contact with Non-Joined Working Interests	Exhibit B.4
Overhead Rates In Proposal Letter	Exhibit B.5
Cost Estimate to Drill and Complete	Exhibit B.6
Cost Estimate to Equip Well	Exhibit B.6
Cost Estimate for Production Facilities	Exhibit B.6
Geology	
Summary (including special considerations)	Exhibit C
Spacing Unit Schematic	Exhibit C.1
Gunbarrel/Lateral Trajectory Schematic	Exhibit C.1
Well Orientation (with rationale)	Exhibit C.11
Target Formation	Exhibit C.3 to C.6 / Exhibit C.7 to C.9
HSU Cross Section	Exhibit C.5 / Exhibit C.9
Depth Severance Discussion	N/A
Forms, Figures and Tables	

OCD Examiner Hearing 11-2-23

C-102	See Exhibit B.4
Tracts	Exhibit B.5
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit B.5
General Location Map (including basin)	Exhibit C.1
Well Bore Location Map	Exhibit C.2
Structure Contour Map - Subsea Depth	Exhibit C.3 / Exhibit C.7
Cross Section Location Map (including wells)	Exhibit C.4 / Exhibit C.8
Cross Section (including Landing Zone)	Exhibit C.5 / Exhibit C.9
Additional Information	
Special Provisions/Stipulations	N/A
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Deana M. Bennett
Signed Name (Attorney or Party Representative):	/s/ Deana M. Bennett
Date:	10/31/2023

**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

**APPLICATION OF FRANKLIN MOUNTAIN
ENERGY3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO.**

CASE NO. 23619

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

AFFIDAVIT OF DON JOHNSON

Don Johnson, being duly sworn, deposes and states as follows:

1. I am over the age of 18, I am a landman for Franklin Mountain Energy 3, LLC (“Franklin”), and I have personal knowledge of the matters stated herein. I have previously testified before the Oil Conservation Division (“Division”) and my credentials as an expert petroleum landman were accepted by the Division as a matter of record.

2. My area of responsibility at Franklin includes the area of Lea County in New Mexico.

3. I am familiar with the application filed by Franklin in this case, which is attached as **Exhibit B.1**.

4. I am familiar with the status of the lands that are subject to the application.

5. I submit the following information pursuant to NMAC 19.15.4.12.A(1) in support of the above referenced compulsory pooling application.

6. The purpose of the application is to force pool all uncommitted interests into the horizontal spacing unit described below, and in the wells to be drilled in the unit.



7. No opposition is expected because the interest owners being pooled have been contacted regarding the proposed wells, but have failed or refused to voluntarily commit their interests in the wells.

8. In this case, Franklin seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W/2 SW/4 of Section 23, W/2 W/2 of Section 26, and the NW/4 NW/4 of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico.

9. This spacing unit will be dedicated to the **Gold State Com 701H and Gold State 801H wells**, to be horizontally drilled.

10. Attached as **Exhibit B.2** is the proposed C-102s for the wells.

11. The C-102s identify the proposed surface hole locations and the bottom hole locations, and the first take points. The C-102s also identify the pool and pool code.

12. The well will develop two pools: The Airstrip; Wolfcamp, North Pool (Pool Code 990) and the Airstrip; Wolfcamp (Pool Code 970).

13. Each of these pools is an oil pool with 40-acre building blocks.

14. Each of these pools is governed by the state-wide horizontal well rules.

15. The producing areas for the wells is expected to be orthodox.

16. There are no depth severances within the proposed spacing unit.

17. **Exhibit B.3** includes a lease tract map outlining the unit being pooled. Exhibit B.3 also includes the parties being pooled, the nature, and the percent of their interests.

18. I have conducted a diligent search of the public records in the county where the wells are located, and conducted phone directory and computer searches to locate contact

information for parties entitled to notification, and mailed the working interest owners well proposals, including an Authorization for Expenditure.

19. In my opinion, Franklin has made a good faith effort to obtain voluntary joinder of the working interest owners in the proposed wells.

20. **Exhibit B.4** is a summary of my contacts with the working interest owners.

21. **Exhibit B.5** is a sample of the well proposal letter that was sent to all working interest owners. The proposal letter identifies the proposed surface hole and bottom hole locations and approximate TVD/MD for the wells.

22. **Exhibit B.6** contains the Authorization for Expenditure for the proposed wells. The estimated cost of the wells set forth therein is fair and reasonable, and is comparable to the costs of other wells of similar depths and length drilled in this area of New Mexico.

23. Franklin requests overhead and administrative rates of \$9000.00/month for drilling a well and \$900.00/month for a producing well. These rates are fair, and comparable to the rates charged by other operators for wells of this type in this area of Southeastern, New Mexico. Franklin requests that these rates be adjusted periodically as provided in the COPAS Accounting Procedure.

24. Franklin requests the maximum cost plus 200% risk charge be assessed against non-consenting working interest owners.

25. Franklin requests that it be designated operator of the wells.

26. The parties Franklin is seeking to pool were notified of this hearing.

27. Franklin seeks to pool overriding royalty interest owners, and they were also provided notice of this hearing.

28. **Exhibit B.7** is an affidavit of notice prepared by counsel for Franklin that shows the parties who were notified of this hearing, the status of whether they received notice, and an


affidavit of publication from the Hobbs News-Sun newspaper, showing that notice of this hearing was published on June 20, 2023.

29. The attachments to this affidavit were prepared by me, or compiled from company business records, or were prepared at my direction.

30. In my opinion, the granting of this application is in the interests of conservation and the prevention of waste.

[Signature page follows]

Dated: October 30th, 2023



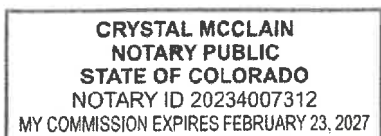
Don Johnson

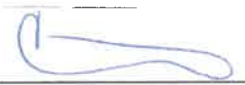
State of Colorado

County of Denver

This record was acknowledged before me on October 30th, 2023, by _____
Don Johnson

[Stamp]





Notary Public in and for the
State of Colorado
Commission Number: 20234007312

My Commission Expires: 2/23/27

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO

CASE NO. 23619

APPLICATION

Franklin Mountain Energy 3, LLC (“Franklin”), OGRID Number 331595, through its undersigned attorneys, hereby files this application with the Oil Conservation Division (“Division”) pursuant to the provisions of NMSA 1978, § 70-2-17, for an order pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. In support of this application, Franklin states as follows:

1. Franklin has an interest in the subject lands and has a right to drill and operate a well thereon.
2. Franklin seeks to dedicate W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico to form a standard 280-acre, more or less, Wolfcamp horizontal spacing unit.
3. Franklin plans to drill the **Gold State Com 701H and the Gold State Com 801H wells** to a depth sufficient to test the Wolfcamp formation. The wells will be horizontally drilled, and the producing area for the wells is expected to be orthodox.



4. Franklin sought, but has been unable to obtain, a voluntary agreement from all interest owners in the Wolfcamp formation underlying the proposed spacing unit to participate in the drilling of the wells or to otherwise commit their interests to the well.

5. The pooling of all interests in the Wolfcamp formation underlying the proposed unit will prevent the drilling of unnecessary wells, prevent waste and protect correlative rights.

6. Franklin is requesting a hearing on July 6, 2023 due to rig availability, *i.e.*, a rig has unexpectedly become available and Franklin's goal is to use that rig to drill the Gold State Com wells.

WHEREFORE, Franklin requests this application be set for hearing before an Examiner of the Oil Conservation Division on July 6, 2023 and after notice and hearing as required by law, the Division enter its order:

A. Pooling all uncommitted interests in the Wolfcamp formation underlying a horizontal spacing unit within the W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico;

B. Designating Franklin as operator of this unit and the wells to be drilled thereon;

C. Authorizing Franklin to recover its costs of drilling, equipping and completing the wells;

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 wells in the event a working interest owner elects not to participate in the wells.

Respectfully submitted,

MODRALL, SPERLING, ROEHL, HARRIS
& SISK, P.A.

By: /s/ Deana M. Bennett

Earl E. DeBrine, Jr.
Deana M. Bennett
Post Office Box 2168
500 Fourth Street NW, Suite 1000
Albuquerque, New Mexico 87103-2168
Telephone: 505.848.1800
Attorneys for Applicant

CASE NO. 23619 : Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Gold State Com 701H and Gold State 801H wells**, to be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

District I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720
District II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1283 Fax: (575) 748-9720
District III
1000 Rio Brazos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico
Energy, Minerals & Natural Resources Department
OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-102
Revised August 1, 2011
Submit one copy to appropriate
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

¹ APT Number	² Pool Code 990 & 970	³ Pool Name [990] AIRSTRIP; WOLFCAMP, NORTH, [970] AIRSTRIP; WOLFCAMP
⁴ Property Code	⁵ Property Name GOLD STATE COM	⁶ Well Number 701H
⁷ OGRID No. 331595	⁸ Operator Name FRANKLIN MOUNTAIN ENERGY 3, LLC	⁹ Elevation 3990.0'

¹⁰ Surface Location

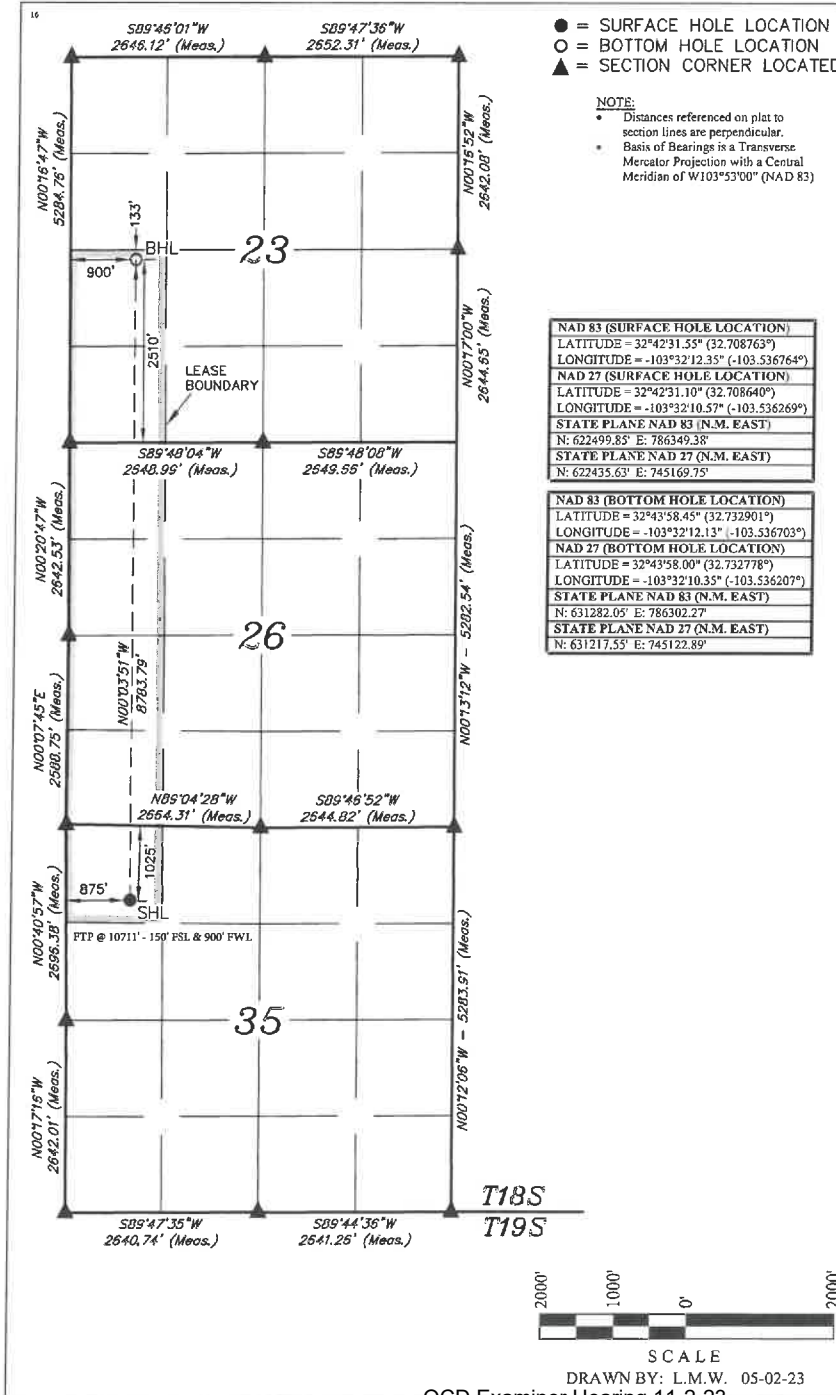
UL or lot no. D	Section 35	Township 18S	Range 34E	Lot Idn	Feet from the 1025	North/South line NORTH	Feet from the 875	East/West line WEST	County LEA
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¹¹ Bottom Hole Location If Different From Surface

UL or lot no. L	Section 23	Township 18S	Range 34E	Lot Idn	Feet from the 2510	North/South line SOUTH	Feet from the 900	East/West line WEST	County LEA
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¹² Dedicated Acres 280	¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.
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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.



- = SURFACE HOLE LOCATION
- = BOTTOM HOLE LOCATION
- ▲ = SECTION CORNER LOCATED

NOTE:
• Distances referenced on plat to section lines are perpendicular.
• Basis of Bearings is a Transverse Mercator Projection with a Central Meridian of W103°53'00" (NAD 83)

NAD 83 (SURFACE HOLE LOCATION)	
LATITUDE = 32°42'31.55" (32.708763°)	LONGITUDE = -103°32'12.35" (-103.536764°)
NAD 27 (SURFACE HOLE LOCATION)	
LATITUDE = 32°42'31.10" (32.708640°)	LONGITUDE = -103°32'10.57" (-103.536269°)
STATE PLANE NAD 83 (N.M. EAST)	
N: 622499.83' E: 786349.38'	STATE PLANE NAD 27 (N.M. EAST)
N: 622435.63' E: 745169.75'	
NAD 83 (BOTTOM HOLE LOCATION)	
LATITUDE = 32°43'58.45" (32.732901°)	LONGITUDE = -103°32'12.13" (-103.536703°)
NAD 27 (BOTTOM HOLE LOCATION)	
LATITUDE = 32°43'58.00" (32.732778°)	LONGITUDE = -103°32'10.35" (-103.536207°)
STATE PLANE NAD 83 (N.M. EAST)	
N: 631282.05' E: 786302.27'	STATE PLANE NAD 27 (N.M. EAST)
N: 631217.55' E: 745122.89'	

OPERATOR CERTIFICATION

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 or has a right to drill this well at this 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 approved by the division.

Signature: *Rachael Overbey* Date: 5/16/2023
Printed Name: Rachael Overbey

Signature: *Rachael Overbey* Date: 5/16/2023
Printed Name: rachael@fmellc.com
E-mail Address: rachael@fmellc.com

SURVEYOR CERTIFICATION

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.

Date of Survey: April 27, 2023
Signature and Seal of Professional Surveyor:



Certificate Number:

EXHIBIT
B-2

District I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720
District II
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Phone: (575) 748-1283 Fax: (575) 748-9720
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Form C-102
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⁴ Property Code	⁵ Property Name GOLD STATE COM	
⁷ OGRID No. 331595	⁸ Operator Name FRANKLIN MOUNTAIN ENERGY 3, LLC	⁶ Well Number 801H ⁹ Elevation 3989.9'

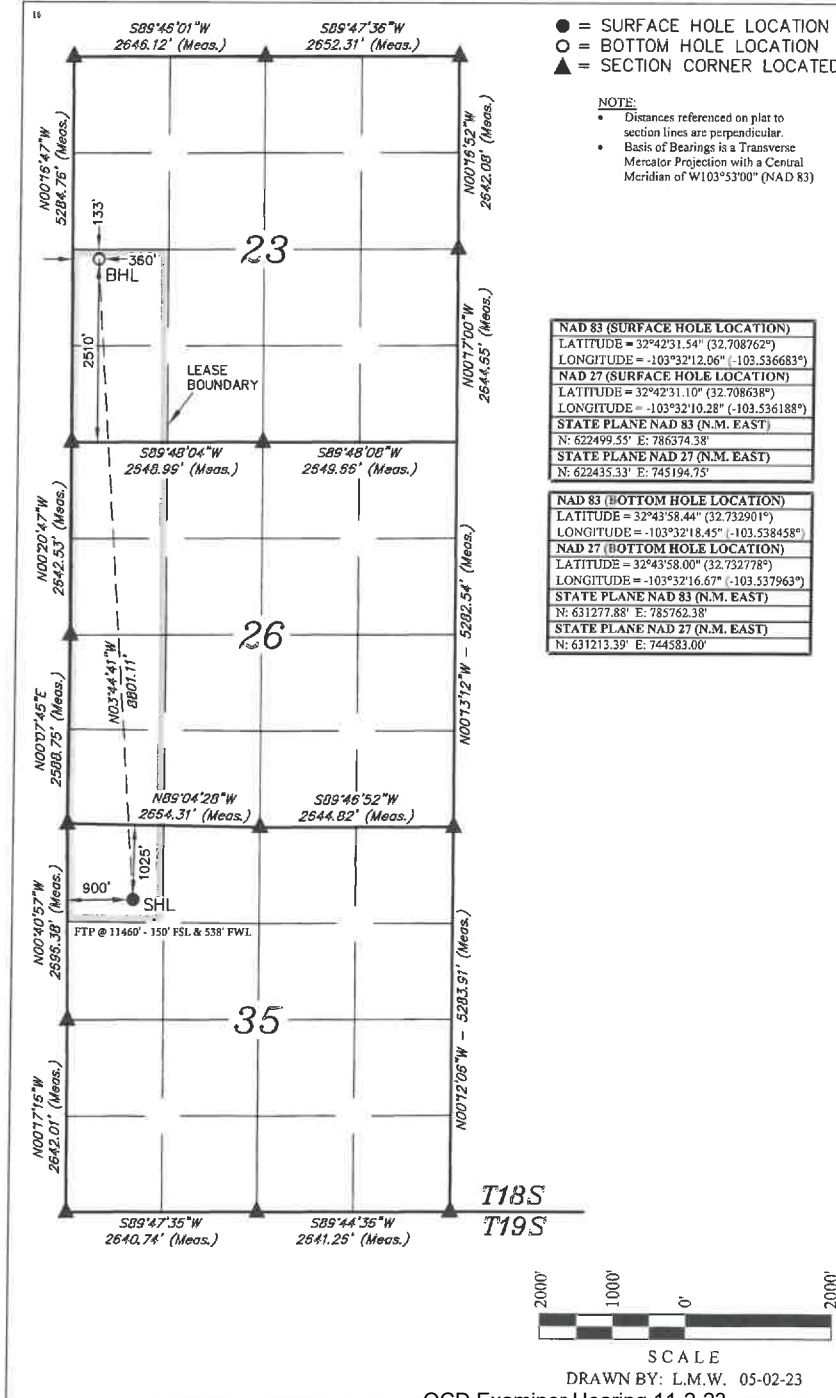
¹⁰ Surface Location

UL or lot no. D	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
	35	18S	34E		1025	NORTH	900	WEST	LEA

¹¹ Bottom Hole Location If Different From Surface

UL or lot no. L	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
	23	18S	34E		2510	SOUTH	360	WEST	LEA
¹² Dedicated Acres 280		¹³ Joint or Infill		¹⁴ Consolidation Code		¹⁵ 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.



- = SURFACE HOLE LOCATION
- = BOTTOM HOLE LOCATION
- ▲ = SECTION CORNER LOCATED

NOTE:

- Distances referenced on plat to section lines are perpendicular.
- Basis of Bearings is a Transverse Mercator Projection with a Central Meridian of W103°53'00" (NAD 83)

NAD 83 (SURFACE HOLE LOCATION)
LATITUDE = 32°42'31.54" (32.708762°)
LONGITUDE = -103°32'12.06" (-103.536683°)
NAD 27 (SURFACE HOLE LOCATION)
LATITUDE = 32°42'31.10" (32.708638°)
LONGITUDE = -103°32'10.28" (-103.536188°)
STATE PLANE NAD 83 (N.M. EAST)
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STATE PLANE NAD 27 (N.M. EAST)
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NAD 83 (BOTTOM HOLE LOCATION)
LATITUDE = 32°43'58.44" (32.732901°)
LONGITUDE = -103°32'18.45" (-103.538458°)
NAD 27 (BOTTOM HOLE LOCATION)
LATITUDE = 32°43'58.00" (32.732778°)
LONGITUDE = -103°32'16.67" (-103.537963°)
STATE PLANE NAD 83 (N.M. EAST)
N: 631277.88' E: 785762.38'
STATE PLANE NAD 27 (N.M. EAST)
N: 631213.39' E: 744583.00'

"OPERATOR CERTIFICATION"
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 or has a right to drill this well at this 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 approved by the division.

Signature: *Rachael Overbey* Date: 5/16/2023
Printed Name: Rachael Overbey
E-mail Address: roverbey@fmllc.com

"SURVEYOR CERTIFICATION"
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.

April 27, 2023
Date of Survey
Signature and Seal of Professional Surveyor:



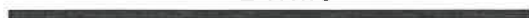
SCALE
DRAWN BY: L.M.W. 05-02-23
OCD Examiner Hearing 11-2-23

Development Overview

Case Nos. 23619, 23620

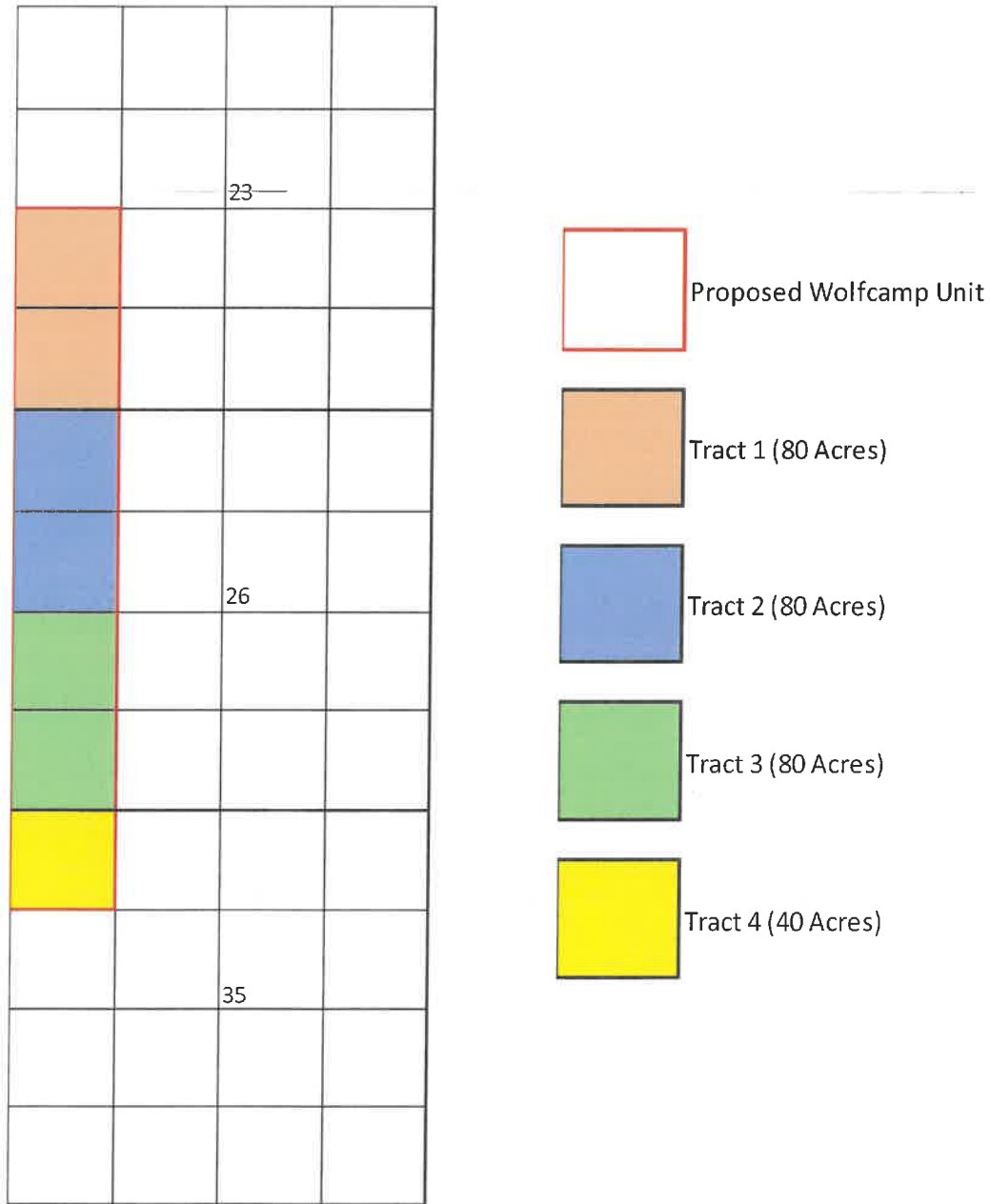


1 Mile



Lease Tract Map

Case No. 23619
W2SW of Section 23, W2W2 of Section 26 & NWNW of
Section 35-T18S-R34E, 280 Acres
Gold State Com 701H
Gold State Com 801H



Summary of Interests

Case No. 23619
W2SW of Section 23, W2W2 of Section 26 & NWNW of
Section 35-T18S-R34E, 280 Acres
Gold State Com 701H
Gold State Com 801H

Committed Working Interest	
Franklin Mountain Energy 3, LLC	50.3571428%
TH McElvain	1.0714286%
Uncommitted Working Interest	
EG3 Development	1.7857143%
Allar Development	5.3571429%
COG Operating	41.4285714%
Total:	100.0000000%



Unit Recapitulation

Case No. 23619
 W2SW of Section 23, W2W2 of Section 26 & NWNW of
 Section 35-T18S-R34E, 280 Acres
 Gold State Com 701H
 Gold State Com 801H

		23	
		26	
		35	

Committed Working Interest	
Franklin Mountain Energy 3, LLC	50.3571428%
TH McElvain	1.0714286%
Uncommitted Working Interest	
EG3 Development	1.7857143%
Allar Development	5.3571429%
COG Operating	41.4285714%
Total:	100.0000000%

Tract	Lease
1	E0-5014
2	VB-1406
3	L0-3674
4	VB-1199



Summary of Contacts (Gold Units)

- Franklin retained a broker who conducted extensive title work to determine the working interest owners and other interest owners.
- Franklin searched public records, phone directory, and various different types of internet searches.
- Franklin sent well proposal letters to the working interest owners on or around May 18, 2023.
- Franklin proposed general terms of a Joint Operating Agreements (JOA) within the well proposal letters.
- Franklin had multiple communications with the uncommitted working interest owners, which I have outlined in the chart below.
- In those communications, Franklin notified the uncommitted working interest owners that it was seeking a July 6, 2023 hearing due to rig availability. No one informed me of any concerns with the July 6, 2023 hearing date.
- Franklin filed the application to force pool uncommitted working interest owners who had not entered in to an agreement.
- Franklin’s counsel sent notices of the force pooling applications to the addresses of record for the uncommitted working interest owners and also for overriding royalty interest owners.
- Franklin also published notice in a newspaper of general circulation in the county where the wells will be located.

Name	Ownership Type	Date Proposal Letter Sent	Proposal Letter Received	Follow Up
ALLAR DEVELOPMENT, LLC	WIO	5/18/2023	5/22/2023	Email correspondence, forwarded JOA on 9/21/23
COG OPERATING, LLC	WIO	5/18/2023	5/22/2023	Exchanged emails on 6/5/23 and 6/14/2023 requesting information about well interest and timing. Sent JOA on 10/23/2023
EG3 DEVELOPMENT, LLC	WIO	5/18/2023	5/22/2023	Email correspondence, forwarded JOA on 9/21/23
MARATHON OIL PERMIAN, LLC	WIO	5/18/2023	5/22/2023	Exchanged emails on 6/5/23 about well interest and timing. Term Assignment closed 9/20/2023
T.H. MCELVAIN OIL & GAS, LLLP	WIO	5/18/2023	5/31/2023	Exchanged email correspondence, received election and JOA on 9/12/2023





Sent via USPS: 9405 5036 9930 0546 9779 40

May 18, 2023

COG Operating, LLC
 600 West Illinois Ave
 Midland, TX 76450
 Attn: Land Dept, Permian Basin

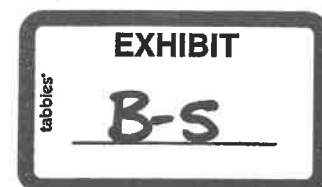
RE: **Well Proposals**
 Township 18 South, Range 34 East:
 Section 23: S2, Section 26: W2W2, & Section 35: NWNW
 Lea County, New Mexico
 280.00 acres, more or less

Dear Working Interest Owner:

Franklin Mountain Energy 3, LLC (“FME3”), as Operator, hereby proposes the drilling and completion of the following wells:

Well Name	Target Formation	Total Vertical Depth	Measured Depth	SHL	BHL	Total AFE	Order
Gold State Com 301H	1st Bone Spring	9,150'	18,150'	Sec. 35-T18S-R34E: 1025' FNL, 825' FWL	Sec. 23-T18S-R34E: 2510' FSL, 360' FWL	\$11,355,549.08	N/A
Gold State Com 601H	3rd Bone Spring	10,496'	19,496'	Sec. 35-T18S-R34E: 1025' FNL, 850' FWL	Sec. 23-T18S-R34E: 2510' FSL, 360' FWL	\$11,650,592.43	N/A
Gold State Com 701H	Wolfcamp A	10,999'	19,999'	Sec. 35-T18S-R34E: 1025' FNL, 875' FWL	Sec. 23-T18S-R34E: 2510' FSL, 900' FWL	\$11,650,592.43	N/A
Gold State Com 801H	Wolfcamp B	11,742'	20,742'	Sec. 35-T18S-R34E: 1025' FNL, 900' FWL	Sec. 23-T18S-R34E: 2510' FSL, 360' FWL	\$11,783,083.07	N/A

FME3 reserves the right to modify the locations and drilling plans described above in order to comply with any requirements from a governing regulatory agency or to address any topography, environmental and/or cultural concerns.





FME3 is proposing to drill and complete the aforementioned wells under the terms of a modified, wellbore specific 1989 AAPL form Operating Agreement with the following general provisions:

- 100/300% Non-Consenting Penalty
- \$9,000/\$900 Drilling and Producing Rate
- Franklin Mountain Energy 3, LLC designated as Operator

Should you be interested in participating under an Operating Agreement, with your working interest, FME3 will send you our proposed form.

Please indicate your election in the space provided on the following page, sign and return this letter, along with a signed copy of the enclosed AFE. If you do not wish to participate, FME3 proposes a term assignment at the following terms:

-

-

The forgoing offer is non-binding in nature until a definitive agreement and/or conveyance documents are negotiated and agreed to by each party. FME3 is under no obligation to negotiate, lease or purchase your interest.

Please return your signed documents to Don Johnson at djohnson@fmellc.com or to the address provided below at your earliest convenience.

FME3 looks forward to working with you or your company on this proposed development and encourages you to call with any questions pertaining to these plans. However, please be advised that, in the near term, FME3 will file an application for compulsory pooling to pool any uncommitted owners.

Should you have any questions, please do not hesitate to contact the undersigned at (720) 414-7863.

Respectfully,

Franklin Mountain Energy 3, LLC

A handwritten signature in blue ink, appearing to read "D. Johnson", with a long horizontal line extending to the right.

Don Johnson
Sr. Land Analyst



Gold State Com 301H:

_____ I/We hereby elect to participate in the **Gold State Com 301H** well.
 _____ I/We hereby elect **NOT** to participate in the **Gold State Com 301H** well.

Gold State Com 601H:

_____ I/We hereby elect to participate in the **Gold State Com 601H** well.
 _____ I/We hereby elect **NOT** to participate in the **Gold State Com 601H** well.

Gold State Com 701H:

_____ I/We hereby elect to participate in the **Gold State Com 701H** well.
 _____ I/We hereby elect **NOT** to participate in the **Gold State Com 701H** well.

Gold State Com 801H:

_____ I/We hereby elect to participate in the **Gold State Com 801H** well.
 _____ I/We hereby elect **NOT** to participate in the **Gold State Com 801H** well.

Owner: COG Operating, LLC

By: _____

Printed Name: _____

Title: _____

Date: _____



June 2, 2023

COG Operating, LLC
600 West Illinois Ave
Midland, TX 76450

RE: Well Proposals
Township 18 South, Range 34 East:
Sections 23: W2SW, Section 26: W2W2, & Section 35: NWNW
Lea County, New Mexico
280.00 acres, more or less

Dear Working Interest Owner

Franklin Mountain Energy 3, LLC ("FME3") mailed out well proposals on May 18th for the Gold State Com 301H, Gold State Com 601H, Gold State Com 701H, and Gold State Com 801H. The proposal letter sent for the Gold State Com wells contained a minor typo: The correct tract for Section 23 is the W2SW. Based on the description of the unit in the proposal letter, it is clear that FME3 intended to include the W2SW of Section 23 and not the S2 of Section 23. We are sending this letter to clarify any ambiguity. There are no other changes to this letter.

Should you have any questions, please contact Don Johnson at (720) 414-7868 or djohnson@fmellc.com.

Respectfully,

Franklin Mountain Energy, LLC



Don Johnson
Sr. Land Analyst



Franklin Mountain Energy 3, LLC
 44 Cook Street, Suite 1000
 Denver, CO 80206
 Phone: 720-414-7868
 franklinmountainenergy.com

Well Name: Gold State Com 701H
Well #: 701H
Location: SHL: Sec 35-T18S-R34E 1025 FNL 875 FWL
 BHL: Sec 23-T18S-R34E 2510 FSL 900 FWL
County/State: Lea Co., NM
Operator: Franklin Mountain Energy 3, LLC
Date Prepared: 4/28/2023
Purpose: Drill and complete a 9,000' WCA well.
 TVD 10,999', MD 19,999'
AFE #: DCE230403

Intangible Drilling Costs				Intangible Completion Costs			
Major	Minor	Description	Amount	Major	Minor	Description	Amount
225	5	ADMINISTRATIVE OVERHEAD	\$4,500	240	5	ADMINISTRATIVE OVERHEAD	\$8,200
225	10	CASING CREW & EQPT	\$30,000	240	10	CASED HOLE LOGS & SURVEYS	\$6,635
225	15	CEMENTING INTERMEDIATE CASING	\$40,000	240	15	CASING CREW & EQPT	\$0
225	16	CEMENTING PRODUCTION CASING	\$80,000	240	20	COILED TUBING/SNUBBING UNIT	\$194,313
225	20	CEMENTING SURFACE CASING	\$36,000	240	25	COMMUNICATIONS	\$1,896
225	25	COMMUNICATIONS	\$21,000	240	30	COMPANY DIRECT LABOR	\$0
225	30	COMPLETION FLUIDS	\$6,000	240	35	COMPLETION/WORKOVER RIG	\$75,000
225	34	CONSTRUCTION/LOCATION & ROAD	\$45,000	240	45	CONTRACT LABOR/ROUSTABOUTS	\$23,697
225	40	CONTRACT LABOR	\$55,000	240	50	DAMAGES/RECLAMATION	\$1,896
225	45	DAMAGES	\$15,000	240	55	DISPOSAL SOLIDS	\$2,844
225	50	DAYWORK CONTRACT	\$585,000	240	60	ELECTRICAL POWER/GENERATION	\$0
225	55	DRILLING - DIRECTIONAL	\$220,000	240	62	ENGINEERING	\$5,687
225	60	DRILLING - FOOTAGE	\$90,000	240	65	ENVIRONMENTAL/CLEANUP	\$0
225	65	DRILLING BITS	\$100,000	240	70	FISHING TOOLS / SERVICES	\$0
225	70	ELECTRICAL POWER/GENERATION	\$0	240	71	FLUIDS/HAULING/DISPOSAL	\$180,000
225	75	ENGINEERING	\$21,000	240	72	FRAC WATER/COMPLETION FLUID	\$470,000
225	80	ENVIRONMENTAL SERVICES	\$210,000	240	75	FUEL, POWER/DIESEL	\$550,000
225	84	EQUIPMENT RENTAL DOWNHOLE	\$50,000	240	80	HEALTH & SAFETY	\$4,700
225	85	EQUIPMENT RENTAL	\$50,000	240	85	HOUSING AND SUPPORT SERVICES	\$14,000
225	90	FISHING TOOLS/SERVICES	\$0	240	90	MATERIALS & SUPPLIES	\$0
225	95	HEALTH & SAFETY	\$9,000	240	95	MISCELLANEOUS	\$0
225	100	HOUSING AND SUPPORT SERVICES	\$19,000	240	100	MUD & CHEMICALS	\$10,000
225	105	INSURANCE	\$1,900	240	110	P&A/TA COSTS	\$0
225	106	INSPECTIONS	\$17,000	240	115	PERFORATING/WIRELINE SERVICE	\$265,403
225	110	LEGAL, TITLE SERVICES	\$6,000	240	120	PIPE INSPECTION	\$0
225	115	MATERIALS & SUPPLIES	\$5,000	240	125	ROAD, LOCATIONS REPAIRS	\$2,000
225	120	MISCELLANEOUS	\$5,000	240	130	STIMULATION	\$2,616,000
225	125	MOUSE/RATHOLE/CONDUCT PIPE	\$31,000	240	135	SUBSURFACE EQUIPMENTAL RENTAL	\$37,915
225	130	MUD & CHEMICALS	\$190,000	240	140	SUPERVISION	\$90,047
225	140	OPENHOLE LOGGING	\$0	240	145	SURFACE EQUIP RENTAL	\$189,573
225	141	CASED HOLE LOGGING	\$0	240	150	TRANSPORTATION/TRUCKING	\$2,844
225	145	PERMITS, LICENSES, ETC	\$20,000	240	155	WATER TRANSFER	\$56,872
225	150	POWER FUEL & WATER HAULING	\$170,000	240	160	WELDING SERVICES	\$0
225	155	RIG MOVE & RACKING COSTS	\$130,000	240	165	WELL TESTING/FLOWBACK	\$165,000
225	160	RIG UP TEAR OUT & STANDBY	\$0	240	148	TAXES	\$273,599
225	163	SITE RESTORATION	\$10,000	240	40	CONTINGENCY COSTS 5%	\$248,726
225	165	STAKING & SURVEYING	\$6,000			Total Intangible Completion Costs:	\$5,495,245
225	170	SUPERVISION	\$75,600				
225	175	SUPERVISION - GEOLOGICAL	\$41,400				
225	180	TRANSPORTATION/TRUCKING	\$22,000				
225	178	TAXES	\$134,057				
225	35	CONTINGENCY COSTS 5%	\$121,870				
		Total Intangible Drilling Costs:	\$3,693,127				

Tangible Drilling Costs				Tangible Completion Costs			
Major	Minor	Description	Amount	Major	Minor	Description	Amount
230	10	INTERMEDIATE CASING & ATTACHMENTS	\$173,758	245	5	ARTIFICIAL LIFT	\$175,000
230	20	PACKERS/SLEEVES/PLUGS	\$66,000	245	15	FLOWLINES	\$20,000
230	25	PRODUCTION CASING & ATTACHMENTS	\$1,144,050	245	25	FRAC STRING	\$0
230	35	SURFACE CASING & ATTACHMENTS	\$169,740	245	40	PACKERS/SLEEVES/PLUGS/GL MANDRELS	\$0
230	45	WELLHEAD EQUIPMENT/CASING BOWL	\$70,000	245	45	PRODUCTION LINER	\$0
230	40	TAXES	\$89,295	245	50	PRODUCTION PROCESSING FACILITY	\$0
		Total Tangible Drilling Costs:	\$1,711,843	245	55	PRODUCTION TUBING	\$150,000
				245	60	RODS/PUMPS	\$0
				245	65	SUBSURFACE EQUIPMENT	\$50,000
				245	75	WELLHEAD EQUIPMENT	\$125,000
				245	70	TAXES	\$28,500
						Total Tangible Completion Costs:	\$348,500

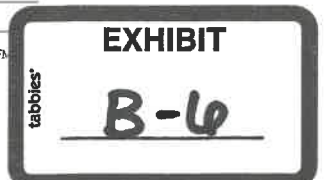
Tangible Facility Costs				Intangible Facility Costs			
Major	Minor	Description	Amount	Major	Minor	Description	Amount
270	10	FACILITY PIPE/VALVES/FITTINGS	\$180,000	265	5	CONSULTING	\$18,100
270	15	CONTAINMENT	\$0	265	12	COMPANY DIRECT LABOR	\$0
270	25	DEHYDRATION	\$0	265	20	DAMAGES/ROW/PERMITS, ETC	\$24,000
270	30	PRIMARY POWER MATERIALS	\$56,000	265	22	PAD/ROAD CONSTRUCTION	\$50,000
270	50	FLOWLINES / PIPELINE / HOOKUP	\$47,000	265	25	ENGINEERING / SCIENCE	\$22,000
270	60	H2S TREATING EQUIPMENT	\$0	265	40	HEALTH/SAFETY/ENVIRONMENTAL	\$0
270	65	SEPARATION EQUIPMENT	\$125,000	265	45	CONTRACT LABOR & SERVICES	\$0
270	66	ROAD/LOCATION/FENCING/REPAIRS	\$0	265	60	OVERHEAD	\$3,000
270	75	PRE-FABRICATED SKIDS	\$0	265	80	SURVEY / PLATS / STAKINGS	\$1,500
270	86	FACILITY SURFACE EQUIPMENT	\$137,000	265	85	TRANSPORTATION / TRUCKING	\$0
270	90	H2S SAFETY SYSTEM	\$4,000	265	83	TAXES	\$6,523
270	100	CONTROL / INSTRUMENT / METERS / SCADA	\$86,000	265	10	CONTINGENCY COSTS 5%	\$5,930
270	110	TANKS & WALKWAYS	\$90,000			Total Intangible Facility Costs:	\$131,023
270	130	MECHANICAL BATTERY BUILD	\$154,000				
270	132	EL&C BATTERY BUILD	\$45,000				
270	134	CONTROLS AND SCADA BATTERY BUILD	\$5,000				
270	136	PRIMARY POWER BUILD	\$56,000				
270	138	FLOWLINE INSTALLATION	\$27,000				
270	140	SIGNAGE	\$250				
270	125	TAXES	\$55,674				
		Total Tangible Facility Costs:	\$1,967,924				

Total Drill:	\$4,406,170.14
Total Completion:	\$6,045,445.34
Total Facility:	\$1,198,976.75
Total DC Intangible:	\$8,190,172.54
Total DC Tangible:	\$2,261,443.14
Total AFE:	\$11,650,592.43

THIS AUTHORITY FOR EXPENDITURE IS BASED ON COST ESTIMATES. BILLING WILL REFLECT YOUR PROPORTIONATE SHARE OF THE ACTUAL INVOICE COSTS.

Operator: Franklin Mountain Energy 3, LLC
 Approved By: [Signature] Date: 4/28/2023
 Craig Walters
 Chief Executive Officer
 WI Owner: _____
 Approved By: _____ Date: _____
 Printed Name: _____ Title: _____

ALL PARTICIPANTS MUST CARRY THEIR OWN CONTROL OF WELL INSURANCE AND ATTACH A CERTIFICATE OF INSURANCE TO THIS ELECTION OR INSURE WITH FR





Franklin Mountain Energy 3, LLC
44 Cook Street, Suite 1000
Denver, CO 80206
Phone: 720-414-7868
franklinmountainenergy.com

Well Name: Gold State Com 801H
Location: SHL: Sec 35-T18S-R34E 1025 FNL 900 FWL
BHL: Sec 23-T18S-R34E 2510 FSL 360 FWL
Operator: Franklin Mountain Energy 3, LLC
Purpose: Drill and complete a 9,000' WCB well.
TVD 11,742', MD 20,742'.
Well #: 801H
County/State: Lea Co., NM
Date Prepared: 4/28/2023
AFE #: DCE230404

Table with 3 columns: Major, Minor, Description, Amount. Section: Intangible Drilling Costs. Includes items like ADMINISTRATIVE OVERHEAD, CASING CREW & EQPT, CEMENTING INTERMEDIATE CASING, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Intangible Completion Costs. Includes items like ADMINISTRATIVE OVERHEAD, CASED HOLE LOGS & SURVEYS, CASING CREW & EQPT, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Tangible Drilling Costs. Includes items like INTERMEDIATE CASING & ATTACHMENTS, PACKERS/SLEEVES/PLUGS, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Tangible Completion Costs. Includes items like ARTIFICIAL LIFT, FLOWLINES, FRAC STRING, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Tangible Facility Costs. Includes items like FACILITY PIPE/VALVES/FITTINGS, CONTAINMENT, DEHYDRATION, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Intangible Facility Costs. Includes items like CONSULTING, COMPANY DIRECT LABOR, DAMAGES/ROW/PERMITS, etc.

Table with 3 columns: Major, Minor, Description, Amount. Section: Office Use Only. (Empty table)

Summary table with 2 columns: Description, Amount. Includes Total Drilling, Total Completion, Total Facility, Total DC Intangible, Total DC Tangible.

Total AFE: \$11,783,083.07

THIS AUTHORITY FOR EXPENDITURE IS BASED ON COST ESTIMATES. BILLING WILL REFLECT YOUR PROPORTIONATE SHARE OF THE ACTUAL INVOICE COSTS.

Operator: Franklin Mountain Energy 3, LLC
Approved By: [Signature]
Date: 4/28/2023
Title: Chief Executive Officer

WI Owner:
Approved By:
Date:
Printed Name:
Title:

ALL PARTICIPANTS MUST CARRY THEIR OWN CONTROL OF WELL INSURANCE AND ATTACH A CERTIFICATE OF INSURANCE TO THIS ELECTION OR INSURE WITH FME

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO

CASE NO. 23619

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO

CASE NO. 23620

SELF-AFFIRMED DECLARATION OF DEANA M. BENNETT

Deana M. Bennett, attorney in fact and authorized representative of Franklin Mountain Energy 3, LLC, the Applicant herein, declares as follows:

- 1) The above-referenced Applications were provided under notice letter, dated June 15, 2023, and attached hereto, as Exhibit A.
- 2) Exhibit B is the mailing list, which show the notice letters were delivered to the USPS for mailing on June 15, 2023.
- 3) Exhibit C is the certified mailing tracking information, which is automatically compiled by CertifiedPro, the software Modrall uses to track the mailings. This shows the names and addresses of the parties to whom notice was sent and proof of delivery.
- 4) Exhibit D is the Affidavit of Publication from the Hobbs News-Sun, confirming that notice of the July 6, 2023 hearing was published on June 20, 2023.
- 5) I attest under penalty of perjury under the laws of the State of New Mexico that the information provided herein is correct and complete to the best of my knowledge and belief.

Dated: June 30, 2023


Deana M. Bennett





MODRALL SPERLING
LAWYERS

June 15, 2023

Deana M. Bennett
505.848.1834
dmb@modrall.com

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

**Re: APPLICATION OF FRANKLIN MOUNTAIN ENERGY 3, LLC
FOR COMPULSORY POOLING, LEA COUNTY, NEW
MEXICO**

CASE NO. 23619

**APPLICATION OF FRANKLIN MOUNTAIN ENERGY 3, LLC
FOR COMPULSORY POOLING, LEA COUNTY, NEW
MEXICO**

CASE NO. 23620

TO: AFFECTED PARTIES

This letter is to advise you that Franklin Mountain Energy 3, LLC ("Franklin Mountain Energy 3") has filed the enclosed applications.

In Case No. 23619, Franklin Mountain Energy 3 seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W/2SW of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Gold State Com 701H and Gold State 801H wells**, to be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

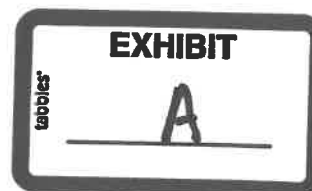
In Case No. 23620, Franklin Mountain Energy 3 seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Bone Spring horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Gold State Com 301H and Gold State 601H wells**, to

Modrall Spierling
Roehl Harris & Sisk P.A.

500 Fourth Street NW
Suite 1000
Albuquerque,
New Mexico 87102

PO Box 2168
Albuquerque,
New Mexico 87103-2168

Tel: 505.848.1800
www.modrall.com



Page 2

be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said well. Said area is located approximately 24 miles west of Hobbs, New Mexico.

The hearing will be conducted remotely on July 6, 2023 beginning at 8:15 a.m. To participate in the electronic hearing, see the posted on the docket for the hearing date: <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date.

As a party who may be affected by these applications, we are notifying you of your right to appear at the hearing and participate in these cases, including the right to present evidence either in support of or in opposition to the applications. Failure to appear at the hearing may preclude you from any involvement in these cases at a later date.

You are further notified that if you desire to appear in these cases, then you are requested to file a Pre-Hearing Statement with the Division at least four business days in advance of a scheduled hearing before the Division or the Commission, but in no event later than 5:00 p.m. mountain time, on the Thursday preceding the scheduled hearing date, with a copy delivered to the undersigned.

Sincerely,



Deana M. Bennett
Attorney for Applicant

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO

CASE NO. 23619

APPLICATION

Franklin Mountain Energy 3, LLC (“Franklin”), OGRID Number 331595, through its undersigned attorneys, hereby files this application with the Oil Conservation Division (“Division”) pursuant to the provisions of NMSA 1978, § 70-2-17, for an order pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. In support of this application, Franklin states as follows:

1. Franklin has an interest in the subject lands and has a right to drill and operate a well thereon.
2. Franklin seeks to dedicate W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico to form a standard 280-acre, more or less, Wolfcamp horizontal spacing unit.
3. Franklin plans to drill the **Gold State Com 701H and the Gold State Com 801H wells** to a depth sufficient to test the Wolfcamp formation. The wells will be horizontally drilled, and the producing area for the wells is expected to be orthodox.

4. Franklin sought, but has been unable to obtain, a voluntary agreement from all interest owners in the Wolfcamp formation underlying the proposed spacing unit to participate in the drilling of the wells or to otherwise commit their interests to the well.

5. The pooling of all interests in the Wolfcamp formation underlying the proposed unit will prevent the drilling of unnecessary wells, prevent waste and protect correlative rights.

6. Franklin is requesting a hearing on July 6, 2023 due to rig availability, *i.e.*, a rig has unexpectedly become available and Franklin's goal is to use that rig to drill the Gold State Com wells.

WHEREFORE, Franklin requests this application be set for hearing before an Examiner of the Oil Conservation Division on July 6, 2023 and after notice and hearing as required by law, the Division enter its order:

A. Pooling all uncommitted interests in the Wolfcamp formation underlying a horizontal spacing unit within the W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico;

B. Designating Franklin as operator of this unit and the wells to be drilled thereon;

C. Authorizing Franklin to recover its costs of drilling, equipping and completing the wells;

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 wells in the event a working interest owner elects not to participate in the wells.

Respectfully submitted,

MODRALL, SPERLING, ROEHL, HARRIS
& SISK, P.A.

By: /s/ Deana M. Bennett

Earl E. DeBrine, Jr.
Deana M. Bennett
Post Office Box 2168
500 Fourth Street NW, Suite 1000
Albuquerque, New Mexico 87103-2168
Telephone: 505.848.1800
Attorneys for Applicant

CASE NO. 23619 : Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Gold State Com 701H and Gold State 801H wells**, to be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO

CASE NO. 23620

APPLICATION

Franklin Mountain Energy 3, LLC ("Franklin"), OGRID Number 331595, through its undersigned attorneys, hereby files this application with the Oil Conservation Division ("Division") pursuant to the provisions of NMSA 1978, § 70-2-17, for an order pooling all uncommitted mineral interests within a 280-acre, more or less, Bone Spring horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. In support of this application, Franklin states as follows:

1. Franklin has an interest in the subject lands and has a right to drill and operate a well thereon.
2. Franklin seeks to dedicate W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico to form a standard 280-acre, more or less, Bone Spring horizontal spacing unit.
3. Franklin plans to drill the **Gold State Com 301H and the Gold State Com 601H wells** to a depth sufficient to test the Bone Spring formation. The wells will be horizontally drilled, and the producing area for the wells is expected to be orthodox.

4. Franklin sought, but has been unable to obtain, a voluntary agreement from all interest owners in the Bone Spring formation underlying the proposed spacing unit to participate in the drilling of the wells or to otherwise commit their interests to the well.

5. The pooling of all interests in the Bone Spring formation underlying the proposed unit will prevent the drilling of unnecessary wells, prevent waste and protect correlative rights.

6. Franklin is requesting a hearing on July 6, 2023 due to rig availability, *i.e.*, a rig has unexpectedly become available and Franklin's goal is to use that rig to drill the Gold State Com wells.

WHEREFORE, Franklin requests this application be set for hearing before an Examiner of the Oil Conservation Division on July 6, 2023 and after notice and hearing as required by law, the Division enter its order:

A. Pooling all uncommitted interests in the Bone Spring formation underlying a horizontal spacing unit within the W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico;

B. Designating Franklin as operator of this unit and the wells to be drilled thereon;

C. Authorizing Franklin to recover its costs of drilling, equipping and completing the wells;

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 wells in the event a working interest owner elects not to participate in the wells.

Respectfully submitted,

MODRALL, SPERLING, ROEHL, HARRIS
& SISK, P.A.

By: /s/ Deana M. Bennett

Earl E. DeBrine, Jr.
Deana M. Bennett
Post Office Box 2168
500 Fourth Street NW, Suite 1000
Albuquerque, New Mexico 87103-2168
Telephone: 505.848.1800
Attorneys for Applicant

CASE NO. 23620: Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Bone Spring horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Gold State Com 301H and Gold State 601H wells**, to be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said well. Said area is located approximately 24 miles west of Hobbs, New Mexico.

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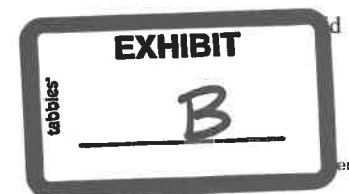
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2	9314 8699 0430 0109 0396 08	COG OPERATING, LLC 600 WEST ILLINOIS AVENUE MIDLAND TX 79701	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
3	9314 8699 0430 0109 0396 15	COLLINS AND JONES INVESTMENTS, LLC 508 WEST WALL STREET SUITE 1200 MIDLAND TX 79701	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
4	9314 8699 0430 0109 0396 22	CROWN PARTNERS II, LLC PO BOX 50820 MIDLAND TX 79710	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
5	9314 8699 0430 0109 0396 39	DAVID CROMWELL PO BOX 500820 MIDLAND TX 79710	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
6	9314 8699 0430 0109 0396 46	EG3 DEVELOPMENT, LLC PO BOX 1567 GRAHAM TX 76450	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
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8	9314 8699 0430 0109 0396 60	GMT NEW MEXICO ROYALTY COMPANY, LLC 1560 BROADWAY SUITE 2000 DENVER CO 80202	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
9	9314 8699 0430 0109 0396 77	GOOD NEWS MINERALS, LLC PO BOX 50820 MIDLAND TX 79710	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
10	9314 8699 0430 0109 0396 84	H. JASON WACKER 5601 HILLCREST MIDLAND TX 79707	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
11	9314 8699 0430 0109 0396 91	JOHN LAWRENCE THOMA, TRUSTEE OF THE Cornerstone Family Trust 10864 MCKISSICK ROAD PEYTON CO 80813	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
12	9314 8699 0430 0109 0397 07	MARATHON OIL PERMIAN, LLC 990 TOWN AND COUNTRY BOULEVARD HOUSTON TX 77024	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
13	9314 8699 0430 0109 0397 14	MCT ENERGY, LTD. 262 CARROLL STREET SUITE 100 FORT WORTH TX 76107	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice
14	9314 8699 0430 0109 0397 21	OAK VALLEY MINERAL AND LAND, LP 4000 NORTH BIG SPRING SUITE 310 MIDLAND TX 79705	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001gold Notice



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No. 23619

37



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Page 39 of 59

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20	9314 8699 0430 0109 0397 83	T.H. MCELVAIN OIL & GAS, LLLP 1819 DENVER WEST DR STE 260 LAKEWOOD CO 80401	\$1.50	\$4.15	\$2.10	\$0.00	10154.0001 gold Notice
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Firm Mailing Book ID: 247707

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June 21, 2023

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Recipient Name: THE ALLAR COMPANY

Shipment Details

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Street Address: PO BOX 1567
City, State ZIP Code: GRAHAM, TX 76450-7567

Recipient Signature

Signature of Recipient: *Melanie Barrett*
Melanie Barrett
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OCD Examiner Hearing 11-2-23

No. 23619

41

Affidavit of Publication

STATE OF NEW MEXICO
COUNTY OF LEA

I, Daniel Russell, Publisher of the Hobbs News-Sun, a newspaper published at Hobbs, New Mexico, solemnly swear that the clipping attached hereto was published in the regular and entire issue of said newspaper, and not a supplement thereof for a period of 1 issue(s).

Beginning with the issue dated
June 20, 2023
and ending with the issue dated
June 20, 2023.



Publisher

Sworn and subscribed to before me this
20th day of June 2023.



Business Manager

My commission expires
January 29, 2027

(Seal) STATE OF NEW MEXICO
NOTARY PUBLIC
GUSSIE RUTH BLACK
COMMISSION # 1087526
COMMISSION EXPIRES 01/29/2027

This newspaper is duly qualified to publish legal notices or advertisements within the meaning of Section 3, Chapter 167, Laws of 1937 and payment of fees for said

LEGAL NOTICE June 20, 2023

CASE NO. 23619: Notice to all affected parties, as well as heirs and devisees of: Allar Development, LLC; COG Operating, LLC; Collins and Jones Investments, LLC; Crown Partners II, LLC; David Cromwell; EG3 Development, LLC; EG3, Inc.; GMT New Mexico Royalty Company, LLC; Good News Minerals, LLC; H. Jason Wacker; John Lawrence Thoma, Trustee of the Cornerstone Family Trust; Marathon Oil Permian, LLC; MCT Energy, LTD.; Oak Valley Mineral and Land, LP; Penroc Oil Corporation; Post Oak Crown IV, LLC; Post Oak Mavros II, LLC; Sortida Resources, LLC; State of New Mexico, by and through its Commissioner of Public Lands; T.H. McElvain Oil & Gas, LLP; The Allar Company of Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on July 6, 2023 to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/oed/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Wolfcamp horizontal spacing unit comprising W/2SW of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the Gold State Com 701H and Gold State 801H wells, to be horizontally drilled. The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

CASE NO. 23620: Notice to all affected parties, as well as heirs and devisees of: Allar Development, LLC; COG Operating, LLC; Collins and Jones Investments, LLC; Crown Partners II, LLC; David Cromwell; EG3 Development, LLC; EG3, Inc.; GMT New Mexico Royalty Company, LLC; Good News Minerals, LLC; H. Jason Wacker; John Lawrence Thoma, Trustee of the Cornerstone Family Trust; Marathon Oil Permian, LLC; MCT Energy, LTD.; Oak Valley Mineral and Land, LP; Penroc Oil Corporation; Post Oak Crown IV, LLC; Post Oak Mavros II, LLC; Sortida Resources, LLC; State of New Mexico, by and through its Commissioner of Public Lands; T.H. McElvain Oil & Gas, LLP; The Allar Company of Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on July 8, 2023 to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/oed/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 280-acre, more or less, Bone Spring horizontal spacing unit comprising W2 SW/4 of Section 23, W/2W/2 of Section 26, and the NW/NW of Section 35, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the Gold State Com 301H and Gold State 601H wells, to be horizontally drilled.

The producing area for the well is expected to be orthodox. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said well. Said area is located approximately 24 miles west of Hobbs, New Mexico.
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DOLORES SERNA
MODRALL, SPERLING, ROEHL, HARRIS &
P. O. BOX 2168
ALBUQUERQUE, NM 87103-2168



STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

APPLICATION OF FRANKLIN MOUNTAIN
ENERGY, LLC FOR COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO.

CASE NO. 23619

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

AFFIDAVIT OF BEN KESSEL

Ben Kessel, being duly sworn, deposes and states as follows:

1. I am over the age of 18, I am a geologist for Franklin Mountain Energy, LLC (“Franklin”), and have personal knowledge of the matters stated herein. I have previously testified before the Oil Conservation Division (“Division”) and my credentials as an expert petroleum geologist were accepted by the Division as a matter of record.

2. My area of responsibility at Franklin includes the area of Lea County in New Mexico.

3. I am familiar with the application filed by Franklin in this case.

4. **Exhibit C.1** is a locator map showing the approximate location of the proposed unit in relation to the Capitan Reef.

5. **Exhibit C.2** is a wellbore schematic showing Franklin’s development plan.

6. **Exhibit C.3** through **Exhibit C.6** are the geology study I prepared for the **Gold State Com 701H** well, which will target the Wolfcamp formation.

7. **Exhibit C.3** is a structure map of the Wolfcamp formation. The proposed spacing unit is identified by a green box. The Wolfcamp well proposed in this case is the black-dashed



line. The contour interval used in this exhibit is 25 feet. This exhibit shows that the structure dips gently to the south.

8. **Exhibit C.4** is a cross-section reference map that identifies five wells in the vicinity of the Gold State Com 701H, shown by a line of cross-section running from A to A'.

9. **Exhibit C.5** is a stratigraphic cross-section, and the well logs shown on the cross-section give a representative sample of the Wolfcamp formation in the area. The target zone is identified by a bracket and the words "Producing Interval". I have also identified where the proposed well falls within the wells I used for the cross-section.

10. In my opinion, the gross interval thickness for the Wolfcamp formation increases slightly to the northwest.

11. **Exhibit C.6** is an Isopach map of the Wolfcamp formation. The gross interval thickness increases slightly to the northwest.

12. **Exhibit C.7** through **Exhibit C.10** are the geology study I prepared for the **Gold State 801H** well, which will target the Wolfcamp B formation.

13. **Exhibit C.7** is structure map of the Wolfcamp B formation. The proposed spacing unit is identified by a green box. The Wolfcamp B well proposed in this case is the black-dashed line. The contour interval used in this exhibit is 25 feet. This exhibit shows that the structure dips gently to the south.

14. **Exhibit C.8** is a cross-section reference map that identifies five wells in the vicinity of the proposed Wolfcamp B well, shown by a line of cross-section running from A to A'.

15. **Exhibit C.9** is a stratigraphic cross-section, and the well logs on the cross-section give a representative sample of the Wolfcamp B formation in the area. The target zone is identified by a bracket and the words "Producing Interval". I have also identified where the proposed Wolfcamp B well falls within the wells I used for the cross-section.

16. In my opinion, the gross interval thickness for the Wolfcamp B formation increases slightly to the north.

17. **Exhibit C.10** is an Isopach map of the Wolfcamp B formation. The gross interval thickness increases slightly to the north.

18. I conclude from the geology studies referenced above that:

- a. The horizontal spacing unit is justified from a geologic standpoint.
- b. There are no structural impediments or faulting that will interfere with horizontal development.
- c. Each quarter-quarter section in the proposed unit will contribute more or less equally to production.

19. **Exhibit C.11** provides an overview of the stress orientation in the area based on the 2018 Snee-Zoback paper.

20. The preferred well orientation in this area is either north/south or south/north, nearly orthogonal to S_{Hmax} , optimal for inducted fracture propagation. This is because the S_{Hmax} is at approximately 255 degrees ENE in this area of Lea County.

21. I attest that the information provided herein is correct and complete to the best of my knowledge and belief.

22. In my opinion, the granting of Franklin's application is in the interests of conservation and the prevention of waste.

23. The attachments to this affidavit were prepared by me, or compiled from company business records, or were prepared at my direction.

[Signature page follows]

Dated: October 30th 2023

[Signature]
Ben Kessel

State of Colorado

County of Denver

This record was acknowledged before me on October 30th, 2023 by Ben Kessel



[Signature]

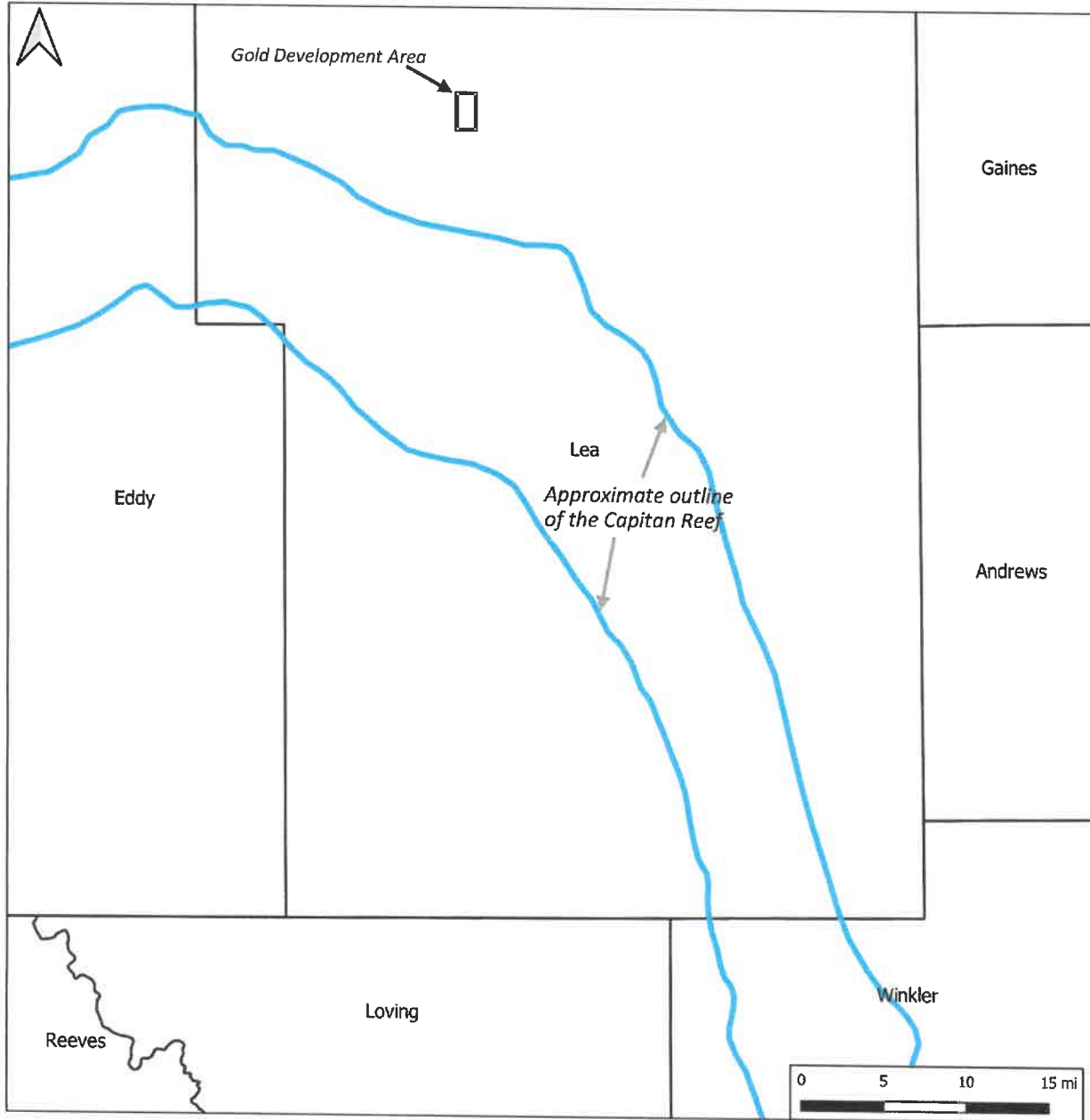
Notary Public in and for the
State of Colorado
Commission Number: 20084000193

My Commission Expires: 1/3/2024

Gold Development



Locator Map

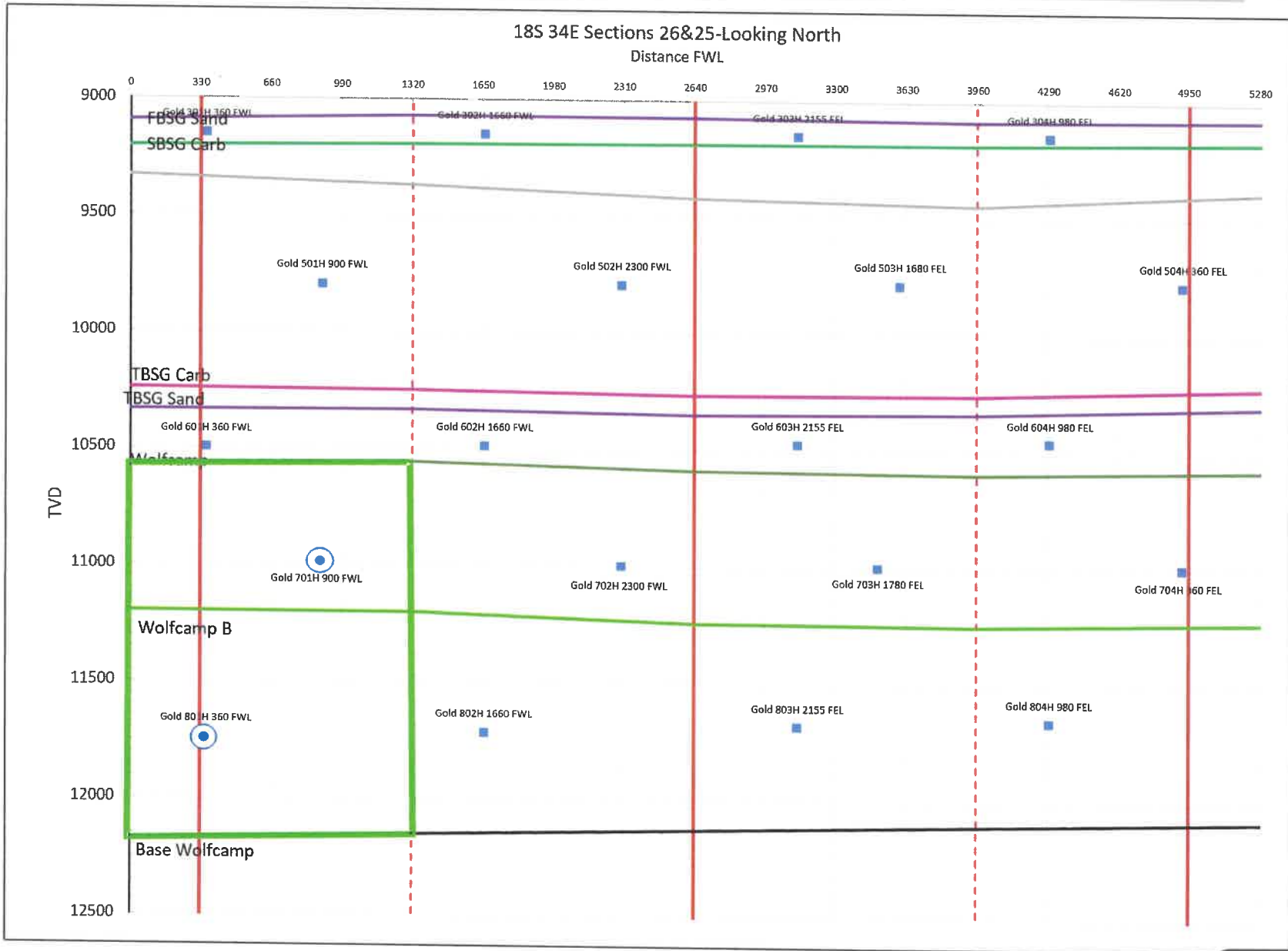


- Black box shows the location of the Gold development area
- Planned wells are located outside of the eastern edge of the Capitan Reef

https://www.twdb.texas.gov/publications/reports/contracted_reports/doc/0804830794CapitanReef/Final%20Revised%20Capitan%20PDF%20w_Seals.pdf

EXHIBIT
C-1
Page 49 of 59

Wellbore Schematic



Proposed Laterals

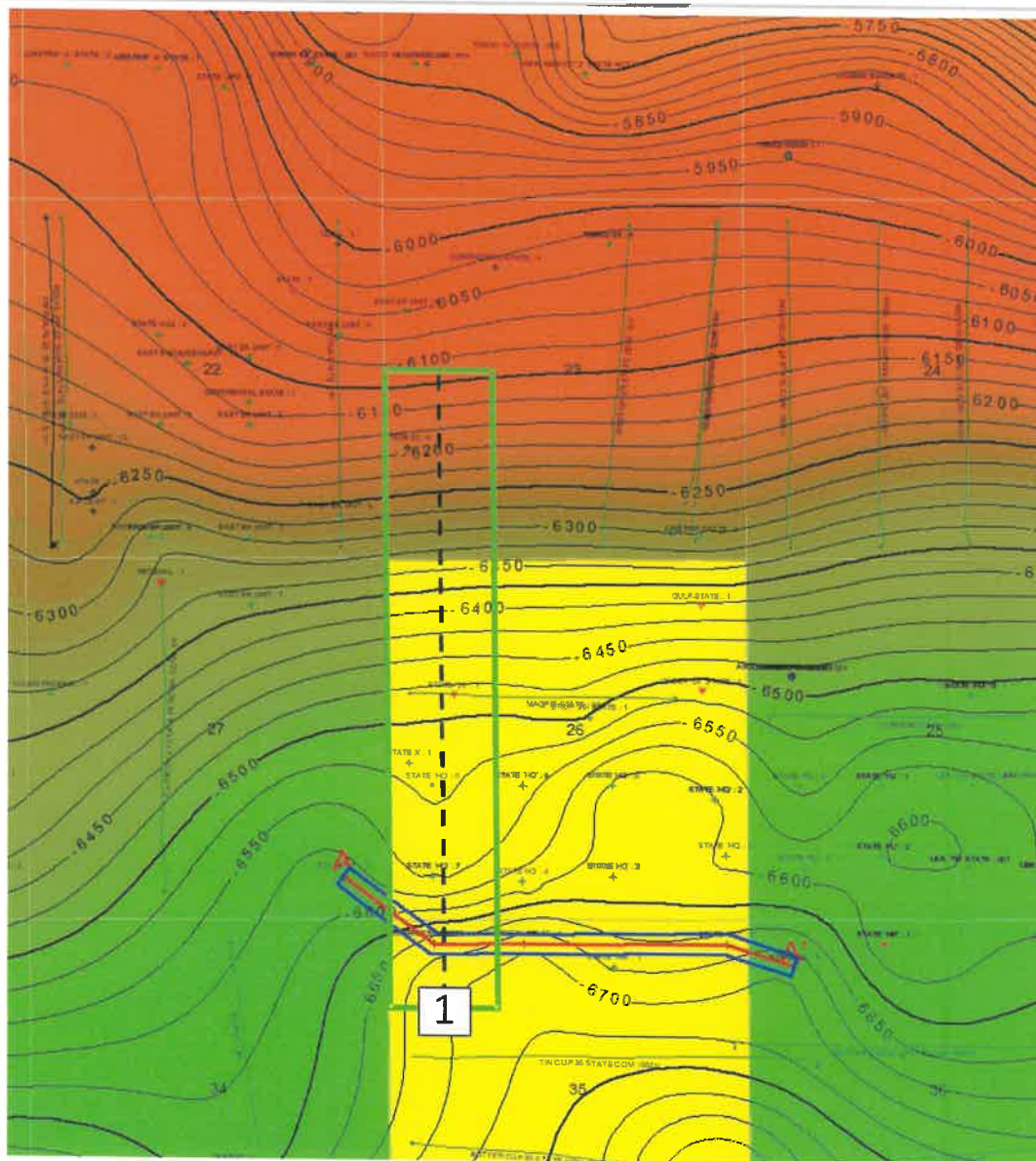
Wolfcamp Spacing Unit

OCD Examiner Hearing 11-2-23
No. 23619

EXHIBIT
C-2

tabbies®

Wolfcamp Structure



 Franklin Mountain Acreage

 Wolfcamp Spacing Unit

 Proposed Horizontal Location

 Gold State Com 701H

All wells shown

1 mile

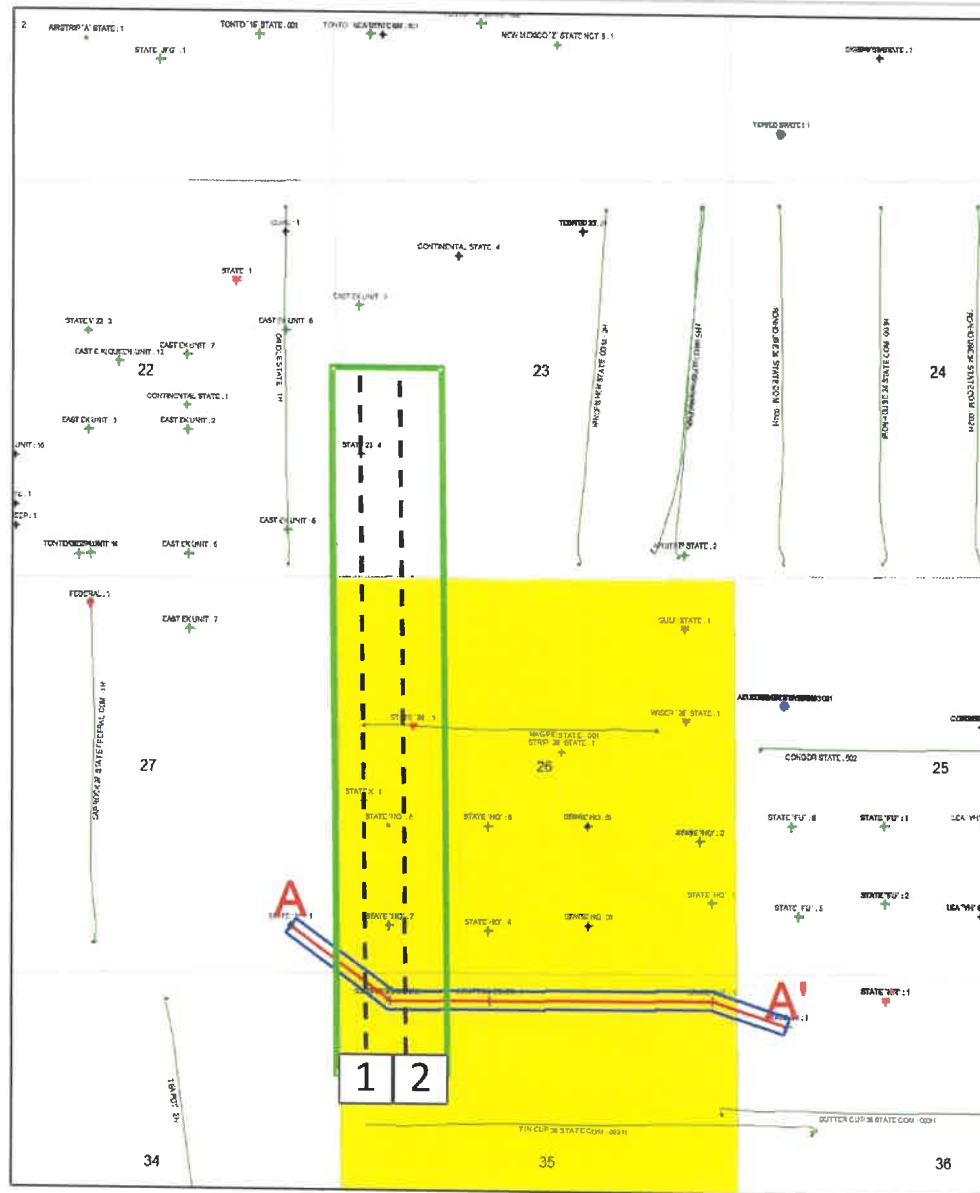
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EXHIBIT

C-3

Page 51 of 59

Cross Section Reference Map



-  Franklin Mountain Acreage
-  Wolfcamp Spacing Unit
-  Proposed Horizontal Location
-  1 Gold State Com 801H
-  2 Gold State Com 701H

All wells shown

1 mile

EXHIBIT

C-4

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Page 52 of 59

Wolfcamp Cross Section

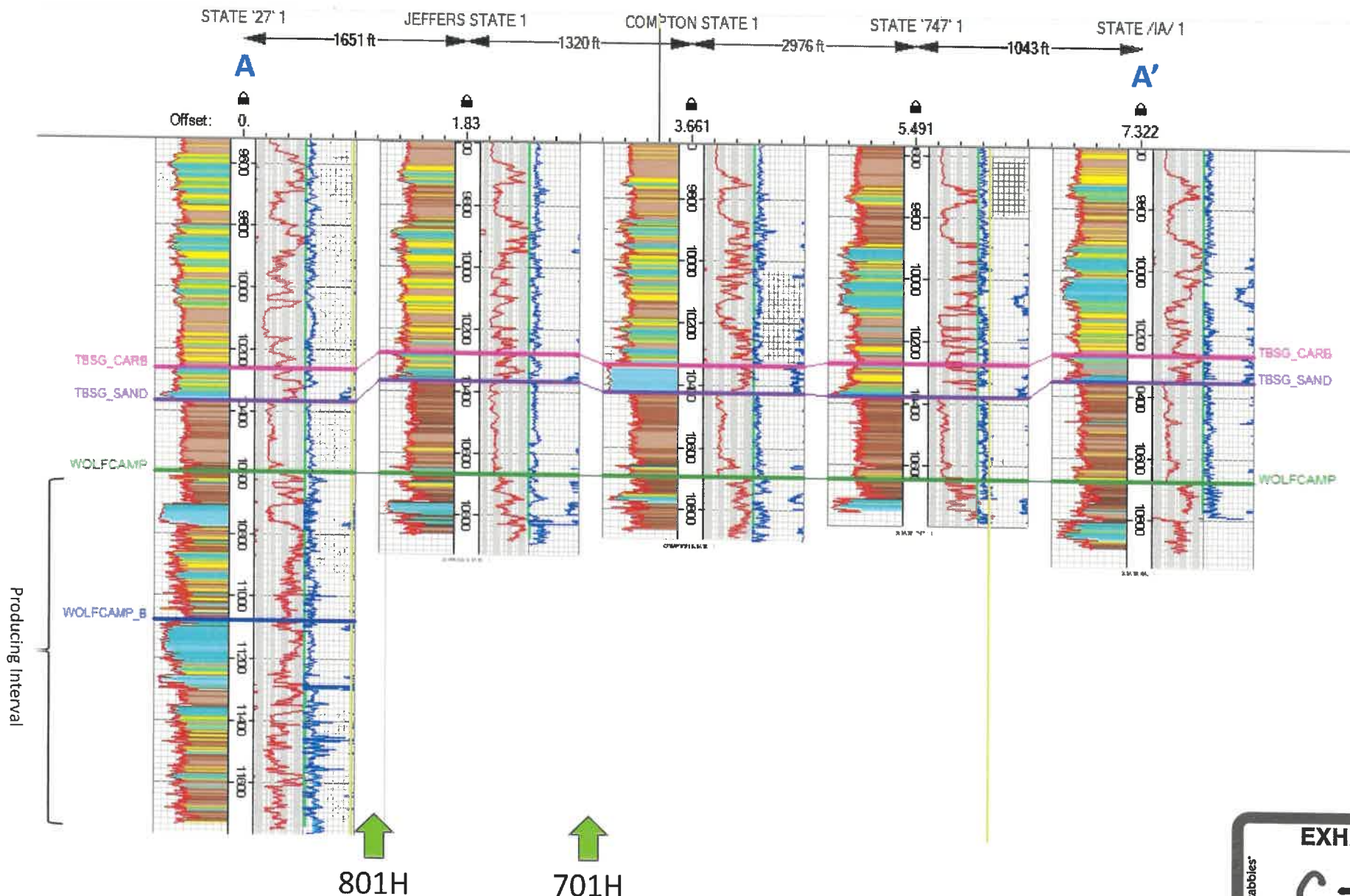
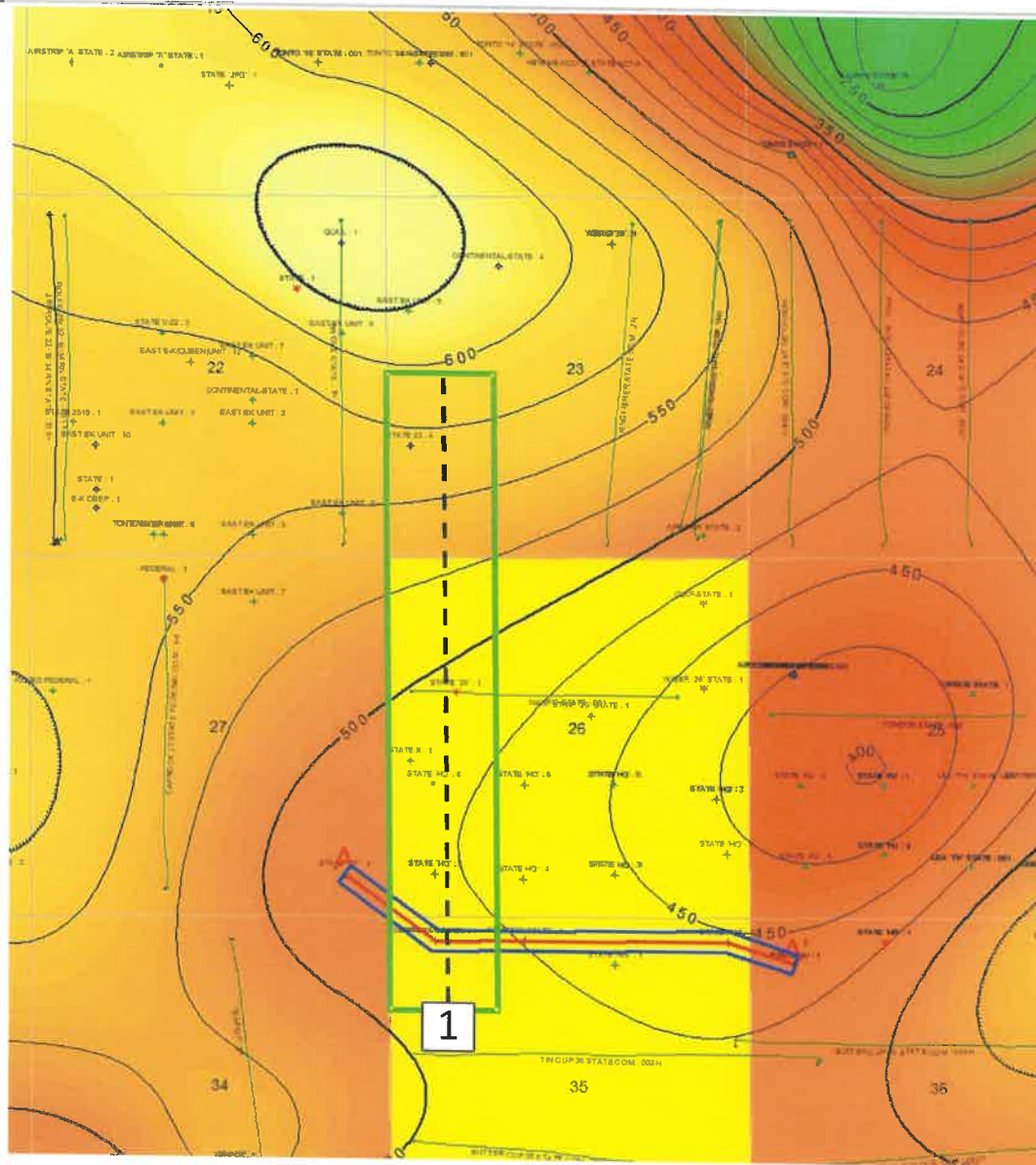


EXHIBIT
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Wolfcamp Isopach



- Franklin Mountain Acreage
- Wolfcamp Spacing Unit
- Proposed Horizontal Location
- 1 Gold State Com 701H

All wells shown

1 mile

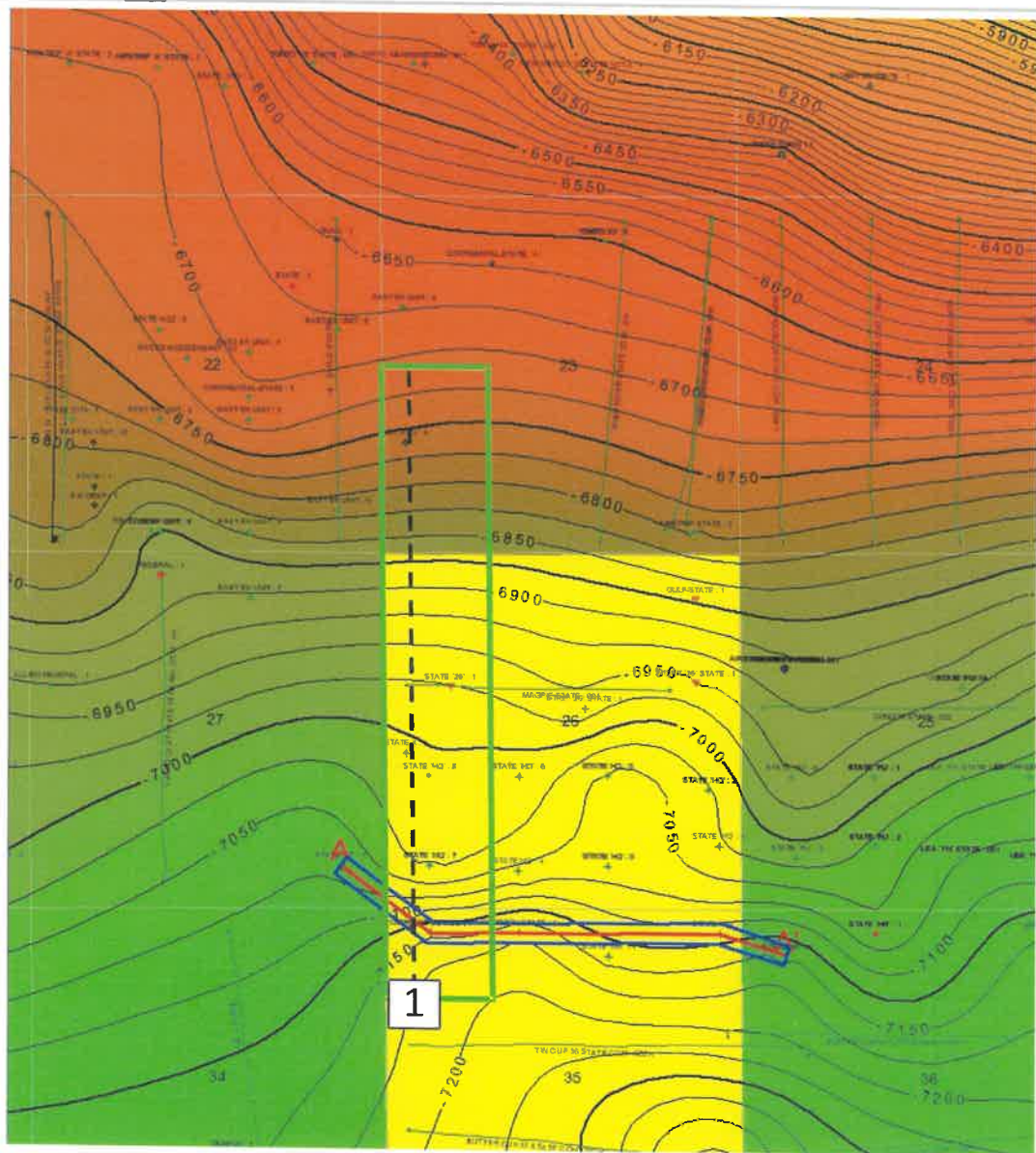
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C-6

Page 54 of 59

Wolfcamp B Structure



Franklin Mountain Acreage



Wolfcamp Spacing Unit

Proposed Horizontal Location

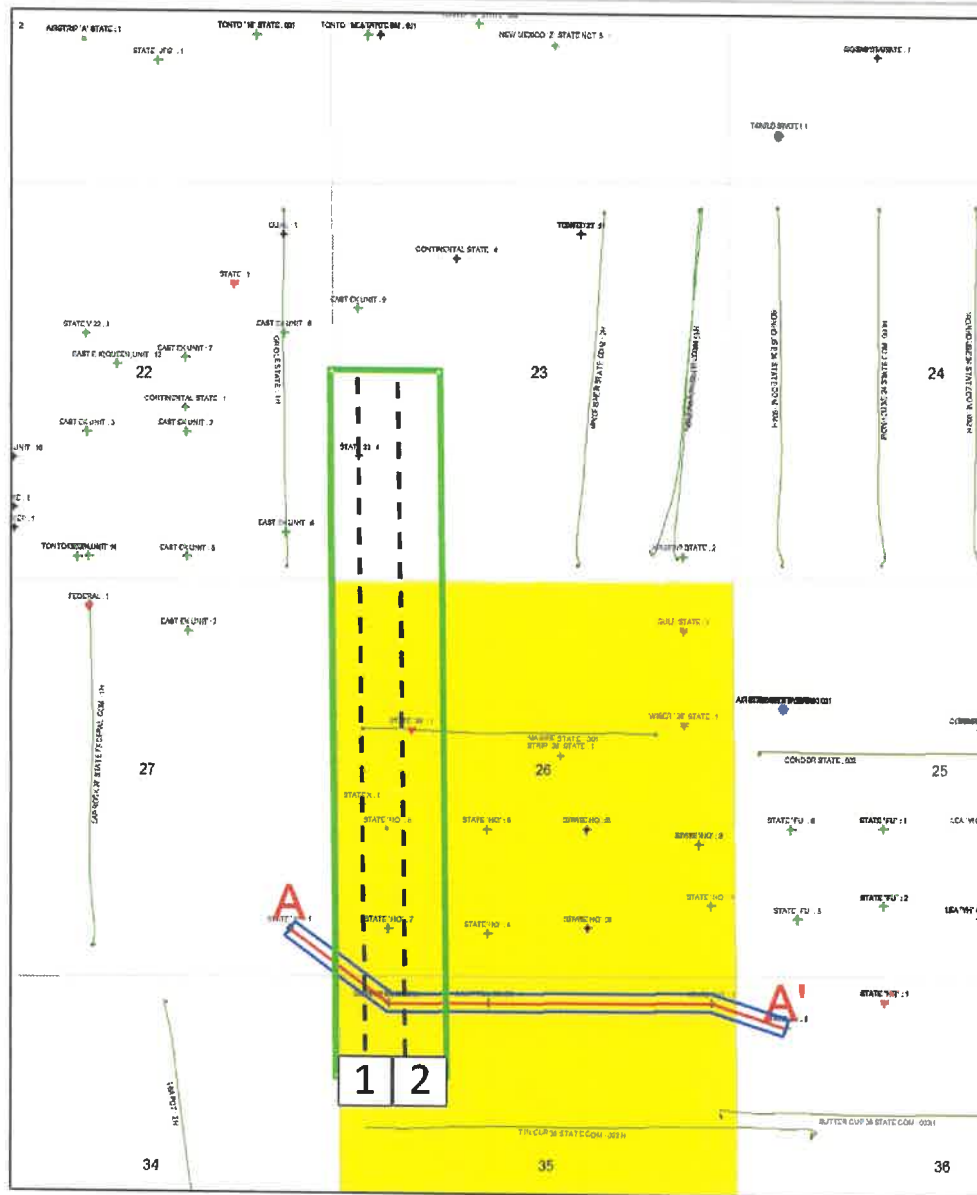
1 Gold State Com 801H

All wells shown

1 mile

EXHIBIT
C-7
Page 55 of 59

Cross Section Reference Map



- Franklin Mountain Acreage
- Wolfcamp Spacing Unit

Proposed Horizontal Location

- 1 Gold State Com 801H
- 2 Gold State Com 701H

All wells shown

1 mile

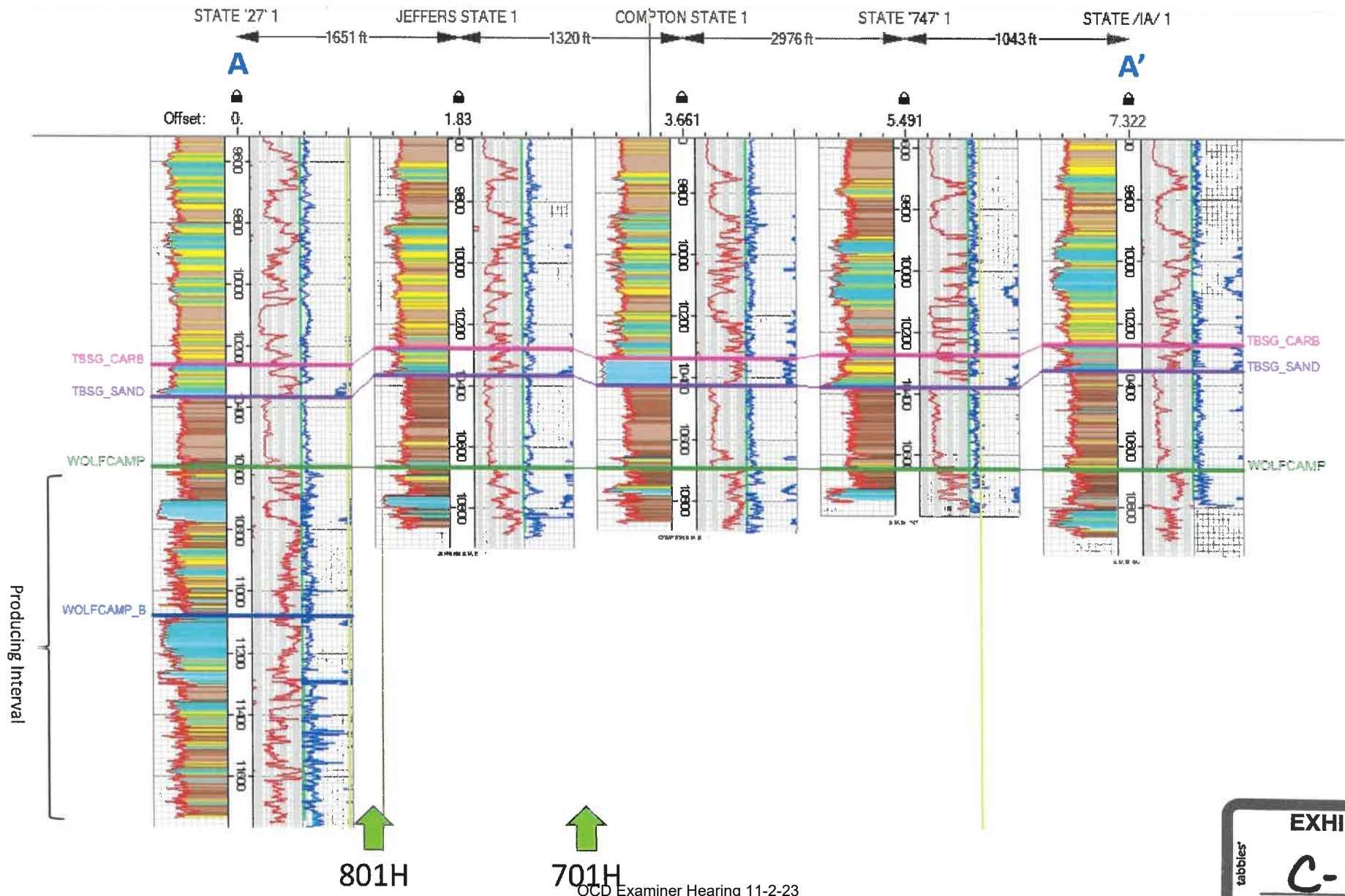
tabbles

EXHIBIT

C-8

Page 56 of 59

Wolfcamp Cross Section



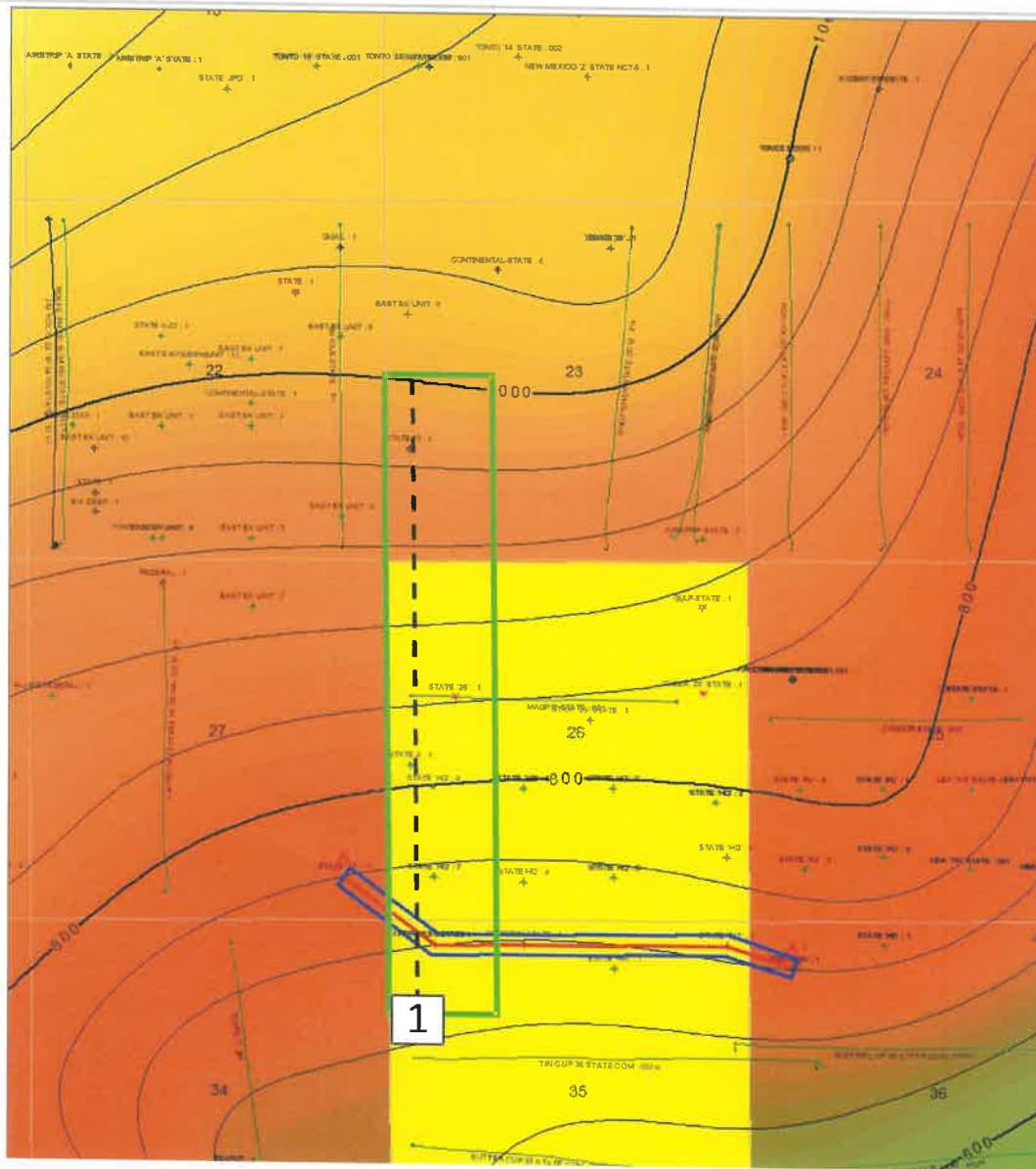
tabbies

EXHIBIT

C-9

Page 57 of 59

Wolfcamp B Isopach



- Franklin Mountain Acreage
- Wolfcamp Spacing Unit
- Proposed Horizontal Location

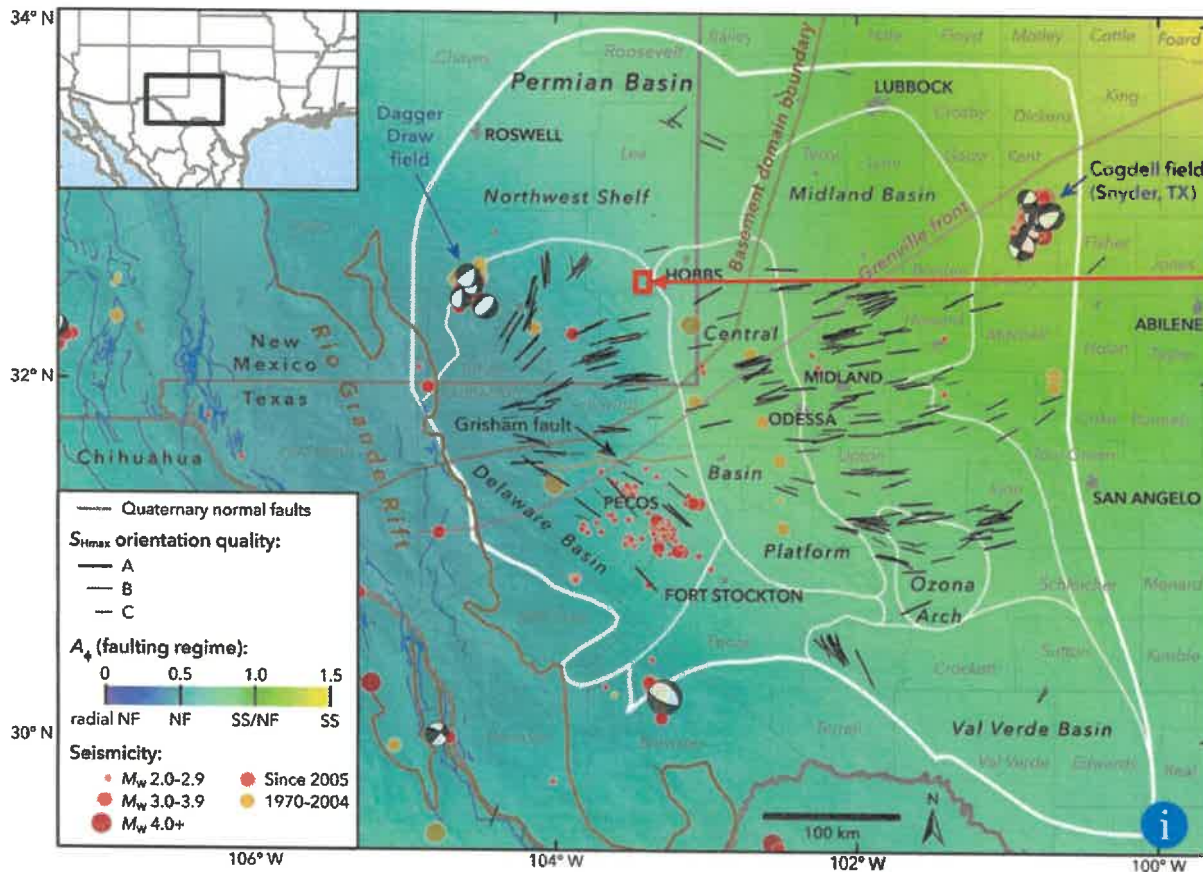
1 Gold State Com 801H

All wells shown

1 mile



Regional Stress



- Red box shows the approximate location of the Gold development
- Reported local S_{Hmax} (Snee and Zoback, 2018) direction is ENE, around 255°
- The Gold State Com 701H and 801H wells are planned to drill N-S, nearly orthogonal to S_{Hmax} , optimal for induced fracture propagation

Snee, J.L. and Zoback, M.D., 2018, State of stress in the Permian Basin, Texas and New Mexico: Implications for induced seismicity: The Leading Edge, 37, no. 2
http://www.tleonline.org/theleadingedge/february_2018/MobilePagedArticle.action?articleId=1331603#articleId1331603

