March 12, 2010

VIA EMAIL

Mr. Shannon Moss
Devon Energy Production Company, L.P.
6488 Seven Rivers Highway
P.O. Box 250
Artesia, NM 88210

Re: Remediation Work Plan
Devon Energy,
Joell 6 #2 Battery,
Unit Letter G (SW/4, NE/4), Section 6, Township 23 South, Range 27 East,
Eddy County, New Mexico (Latitude: N 32°, 20.210', Longitude: W 104°, 13.484')

Dear Mr. Moss:

Devon Energy Production Company, L.P. (Devon) has retained Ocotillo Environmental, LLC (Ocotillo) to remediate impacts to soil from a spill that occurred at the Joell 6 #2 tank battery (Site) on January 16, 2010. Approximately 33 barrels of oil and produced water were spilled from the water tank located in the southwest quarter (SW/4) of the northeast quarter (NE/4), Section 6, Township 23 South, Range 27 East, Eddy County, New Mexico, and no fluid was recovered from the site. The spill was partially contained within the firewall. A C-141 was submitted to the New Mexico Oil Conservation Division (NMOCD) on January 20, 2010, a copy of which is attached. Figure 1 shows the site location.

Based on published literature (1961), well records of the New Mexico State Engineer (NMSE), and well records from the United States Geological Service (USGS) database, groundwater occurs at approximately 120 feet below ground surface (bgs) at the nearest well. A domestic water well is located approximately 800 feet northwest of the Site. The NMOCD has established RRALs for benzene, total BTEX and TPH resulting from spills of natural gas liquids ("Guidelines for Remediation of Leaks, Spills and Releases, August 13, 1993"). Remediation levels for benzene, total BTEX and TPH were calculated using the following NMOCD criteria:

Criteria	Result	Ranking Score
Depth-to-Groundwater	>100 Feet	0
Wellhead Protection Area	No	0
Distance to Surface Water Body	>1000 Horizontal Feet	0
		Total: 0

The following RRALs have been assigned based on NMOCD criteria:

Benzene	**10 mg/kg**
Total BTEX	**50 mg/kg**
TPH	**5,000 mg/kg**

Remediation Proposal

The spill at the Joell 6 #2 battery released approximately 33 bbl of produced water and 2 bbl of oil into the lined tank battery area. Holes present in the liner allowed for fluids to migrate outside the firewall. Figure 2 shows the spill area. Devon will remove the two 500 bbl tanks, the liner and fencing prior to remediation efforts.

Initial soil samples will be collected from the spill area and analyzed by an NMOCD approved laboratory for TPH and chloride. Duplicates of the soil samples will be tested with a PID meter. If the PID readings are above 100 ppm, soil samples will also be analyzed for BTEX. Visibly impacted soil within the spill area will be excavated and hauled to an NMOCD approved disposal facility.

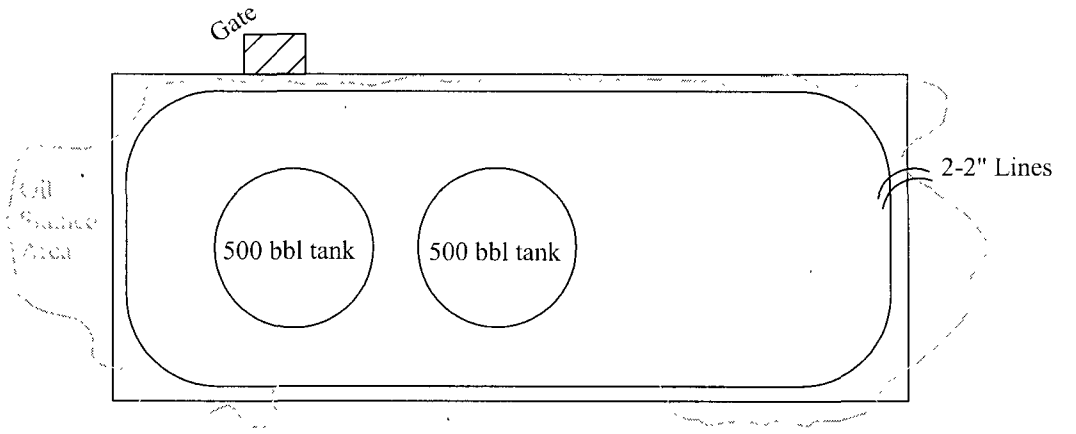
Following removal of visibily impacted soil, samples will be collected and field tested with a PID meter. If PID readings from the samples are below 100 ppm, final confirmation samples will be collected for laboratory analysis of TPH and chloride. Soil will be excavated from the spill area until all confirmation soil samples report concentrations below the NMOCD standards. The excavated areas will be backfilled with clean soil and the battery will be re-constructed per SPCC plan guidance.

If you should have any questions, please contact me at (575) 441-7244. I can also be reached by e-mail at cindy.crain@gmail.com.

Sincerely,
Ocotillo Environmental, LLC.

Cindy K. Crain, P.G.
Environmental Manager

FIGURES



Graphic Scale in Feet

0' 25' 50'

FIGURE # 2

Eddy County, NM

Devon Energy

Joell 6 #2 Battery

UL-G, Sec. 6, T23S, R27E

Site Drawing 2-25-10

N W E S

DATE:	03-10-10
NAME:	JTC
PROJECT NO. :	XXXX-XXXX

Ocotillo

C141 DOCUMENTATION