

PTCW

ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
 - Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



Alamo Per. Res.
274841

ADMINISTRATIVE APPLICATION CHECKLIST *3 wells*

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

- [NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
- [DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
- [PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
- [WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
- [SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
- [EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

[1] TYPE OF APPLICATION - Check Those Which Apply for [A]

- [A] Location - Spacing Unit - Simultaneous Dedication
 NSL NSP SD

Check One Only for [B] or [C]

- [B] Commingling - Storage - Measurement
 DHC CTB PLC PC OLS OLM

- [C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
 WFX PMX SWD IPI EOR PPR

- [D] Other: Specify _____

30-015
Cedar Lake 34 - 05477
State BK 3 - 05273
State BK 5 - 10167

State/Eddy

[2] NOTIFICATION REQUIRED TO: - Check Those Which Apply, or Does Not Apply

- [A] Working, Royalty or Overriding Royalty Interest Owners
- [B] Offset Operators, Leaseholders or Surface Owner
- [C] Application is One Which Requires Published Legal Notice
- [D] Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
- [E] For all of the above, Proof of Notification or Publication is Attached, and/or,
- [F] Waivers are Attached

[3] SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.

[4] CERTIFICATION: I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

CARIE STOKER _____ *Carie Stoker* _____ Regulatory Affairs Coordinator _____ *2/6/12* _____
 Print or Type Name Signature Title Date

 E-mail Address *cstoker@alamoresources.com*

CTB - 40

RECEIVED OCD

February 6, 2012

2012 FEB -9 A 10:15

State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
District II
811 S. First St.
Artesia, NM 88210

RE: Alamo Permian Resources, LLC, wholly owned operating company for
Alamo Resources II, LLC, the title holding company for properties
Application for Approval of Surface Commingling
Part of Section 19, T17S, R31E,
State BK #3, State BK #5, Cedar Lake #3Y
Eddy County, New Mexico

Dear Sirs:

Please be advised that Alamo Resources II, LLC ("Alamo") has notified every individual who has been identified as owning an interest within the above described properties of Alamo's requested approval for surface commingling application for the properties. Attached and labeled Exhibit "A" is the list of notified individuals. Enclosed for your review, is a copy of the correspondence and copies of the certified receipts green cards.

Do not hesitate to contact us should you have any questions or need further data. Thank you for your attention in this matter.

Sincerely,



Carie Stoker
Regulatory Affairs Coordinator

CC: State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, NM 87505

Attachment

Enclosures

DATE: Mon Jan 30, 2012
TIME: 10:42:52

HOLLYFRONTIER REFINING & MARKETING LLC
Division of Interest - Exhibit A

REPORT: DC3
PAGE: 1 of 1

Lease 00014062 Sub Name STATE BK
G/L Comp 66 Division 48 Period 01-2012 Username diane
Operator 064025 Name ALAMO PERMIAN RESOURCESI, LLC

Owner	Name	Division Of Interest	Type	Tax ID #	Type ID	Pay Code
000001	COMMISSIONER OF PUBLIC LANDS P O BOX 1148 SANTA FE, NM 87504-1148	0.05000000	RI	856000565	E	GS
001669	PEGGY S RUNYAN PO BOX 869 KAPAA, HI 967460869	0.06250000	OR	585180058	S	PA
001670	VICKY JANE MOSER 3555 COMAL SPRINGS CANYON LAKE, TX 78133	0.06250000	OR	585483093	S	AC
005038	JAMES WARREN HANSON PO BOX 9 GLENCOE, NM 88324-0009	0.02500000	OR	525782249	S	AC
020620	CHASE OIL CORPORATION P O BOX 1767 ARTESIA, NM 88211-1767	0.01000000	OR	850403681	E	SW
064004	ALAMO RESOURCES II LLC 820 GESSNER SUITE 1650 HOUSTON, TX 77024	0.79000000	WI	272826975	E	AC

Interest Total 1.00000000

Lease 00013466 Sub Name CEDAR LAKE
G/L Comp 66 Division 48 Period 01-2012 Username diane
Operator 064025 Name ALAMO PERMIAN RESOURCESI, LLC

Owner	Name	Division Of Interest	Type	Tax ID #	Type ID	Pay Code
000001	COMMISSIONER OF PUBLIC LANDS P O BOX 1148 SANTA FE, NM 87504-1148	0.12500000	RI	856000565	E	GS
000524	MARSHALL & WINSTON INC P O BOX 50880 MIDLAND, TX 79710-0880	0.05468750	OR	950976450	E	SW
005038	JAMES WARREN HANSON PO BOX 9 GLENCOE, NM 88324-0009	0.02500000	OR	525782249	S	AC
064004	ALAMO RESOURCES II LLC 820 GESSNER SUITE 1650 HOUSTON, TX 77024	0.79531250	WI	272826975	E	AC

Interest Total 1.00000000

2009 3420 0000 0946 8959

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Restricted Delivery Fee (Endorsement Required)
Total Postage & Fees \$

Sent To: Peggy S Runyan
 Street, Apt. No.: P.O. BOX 869
 or PO Box No. Kapaa, HI 96746-0869
 City, State, ZIP+4: PS Form 3800

MIDLAND TX DOWNTOWN STA 7
 FEB 6 2012
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Sent To: James Warren Hanson
 Street, Apt. No.: P.O. BOX 9
 or PO Box No. Glencoe, NM 88324-0009
 City, State, ZIP+4: PS Form 3800

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Total Postage & Fees \$

Sent To: Vicky Jane Moser
 Street, Apt. No.: 3555 Comal Springs
 or PO Box No. Canyon Lake, TX 78133
 City, State, ZIP+4: PS Form 3800

MIDLAND TX DOWNTOWN STA
 FEB 6 2012
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Total Postage & Fees \$

Sent To: Chase Oil Corporation
 Street, Apt. No.: P.O. Box 1767
 or PO Box No. Artesia, NM 88211-1767
 City, State, ZIP+4: PS Form 3800

MIDLAND TX DOWNTOWN STA 792
 FEB 6 2012
 Postmark Here

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Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	\$



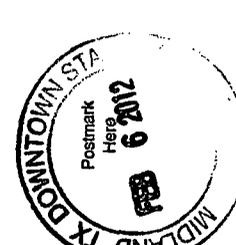
Sent To
 State land Office
 Street, Apt. No.
 or PO Box No. P.O. Box 1148
 City, State, ZIP Santa Fe, NM 87504
 PS Form 3800

2009 3410 0000 0946 9017

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Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	\$



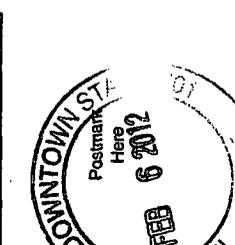
Sent To
 Commissioner of Public Lands
 Street / P.O. Box 1148
 or PO B Santa Fe, NM 87504-1148
 City, Sta
 PS Form 3800

2009 3410 0000 0946 9972

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Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	\$



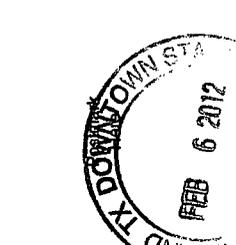
Sent To
 Marshall & Winston Inc
 Street, Apt. No. P.O. Box 50880
 or PO Box No. Midland, TX 79710-0880
 City, State, ZIP
 PS Form 3800

2009 3410 0000 0946 9000

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Postage	\$
Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	\$



Sent To
 Alamo Resources II, LLC
 Street, Apt. No.; 820 Gessner Suite 1650
 or PO Box No. Houston, TX 77024
 City, State, ZIP
 PS Form 3800

2009 3410 0000 0946 8972

February 6, 2012

To: Surface & Interest Owners:

-Re: Alamo Resources II, LLC
Application for Approval of Surface Commingling
Part of Section 19, T17S, R31E,
State BK #3, State BK #5, Cedar Lake #3Y
Eddy County, New Mexico

Ladies and gentlemen:

Please be advised that Alamo Resources II, LLC ("Alamo") has requested approval for a surface commingling application. You have been identified as a surface or interest owner in the above referenced lands therefore, requiring notification of this application. Enclosed for your review, is a copy of the submitted application. Please be advised that any objections must be made in writing to the New Mexico Oil Conservation Division, 1220 S. St. Francis Drive, Santa Fe, NM 87504 within twenty (20) days of this applications filing date.

Please do not hesitate to contact us should you have any questions. Thank you for your attention to this matter.

Sincerely,



Carie Stoker
Regulatory Affairs Coordinator

District I
1625 N. French Drive, Hobbs, NM 88240
District II
811 S. First St., Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St Francis Dr, Santa Fe, NM
87505

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-107-B
Revised August 1, 2011

OIL CONSERVATION DIVISION
1220 S. St Francis Drive
Santa Fe, New Mexico 87505

Submit the original application to the Santa Fe office with one copy to the appropriate District Office.

APPLICATION FOR SURFACE COMMINGLING (DIVERSE OWNERSHIP)

OPERATOR NAME: Alamo Permian Resources, LLC
OPERATOR ADDRESS: 415 W. Wall Street, Suite 500 Midland, TX 79701
APPLICATION TYPE:

Pool Commingling Lease Commingling Pool and Lease Commingling Off-Lease Storage and Measurement (Only if not Surface Commingled)

LEASE TYPE: Fee State Federal

Is this an Amendment to existing Order? Yes No If "Yes", please include the appropriate Order No. _____
Have the Bureau of Land Management (BLM) and State Land office (SLO) been notified in writing of the proposed commingling
 Yes No

(A) POOL COMMINGLING
Please attach sheets with the following information

(1) Pool Names and Codes	Gravities / BTU of Non-Commingled Production	Calculated Gravities / BTU of Commingled Production		Calculated Value of Commingled Production	Volumes

(2) Are any wells producing at top allowables? Yes No
(3) Has all interest owners been notified by certified mail of the proposed commingling? Yes No.
(4) Measurement type: Metering Other (Specify)
(5) Will commingling decrease the value of production? Yes No If "yes", describe why commingling should be approved

(B) LEASE COMMINGLING
Please attach sheets with the following information

(1) Pool Name and Code. GRAYBURG JACKSON; SR-Q-G-SA; 28509
(2) Is all production from same source of supply? Yes No
(3) Has all interest owners been notified by certified mail of the proposed commingling? Yes No
(4) Measurement type: Metering Other (Specify)) See attached- Commingled Battery testing & allocation procedures

(C) POOL and LEASE COMMINGLING
Please attach sheets with the following information

(1) Complete Sections A and E.

(D) OFF-LEASE STORAGE and MEASUREMENT
Please attached sheets with the following information

(1) Is all production from same source of supply? Yes No
(2) Include proof of notice to all interest owners.

(E) ADDITIONAL INFORMATION (for all application types)
Please attach sheets with the following information

(1) A schematic diagram of facility, including legal location.
(2) A plat with lease boundaries showing all well and facility locations. Include lease numbers if Federal or State lands are involved.
(3) Lease Names, Lease and Well Numbers, and API Numbers.

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE: Carie Stoker TITLE: Regulatory Affairs Coordinator DATE: 2/10/12

TYPE OR PRINT NAME Carie Stoker TELEPHONE NO.: 432.897.0673
E-MAIL ADDRESS: cstoker@alamoresources.com



ALAMO PERMIAN RESOURCES, LLC
Commingled Battery Testing & Allocation Procedures

Eddy County, NM

Alamo Permian Resources, LLC ("Alamo Permian Resources") proposes the surface commingling of its wells on the State BK and one offset adjacent producing lease, the Cedar Lake, into a single Commingled Battery (the "Battery") ~~located on the State BK located at the~~ NW/4 SW/4 UL-L, Section 19, Township 17S, Range 31E in Eddy County, New Mexico. The following discussion outlines the basic equipment that will be installed in the Commingled Battery, as well as the basic procedures that will be instituted by Alamo Permian Resources to test producing wells and equitably allocate monthly oil and water production to each well based on well test results.

Battery Equipment & Vessels

A Commingled Battery permitted and constructed by Alamo Permian Resources with the basic equipment, vessels, and facilities in its design in order to test producing wells on a regular basis and equitably allocate oil and water production between all wells producing into the Battery. This Battery equipment will include:

- Inlet Well Header(s) which allow the switching of each well tied into the Battery from production to the Test Tank(s) individually;
- Test Tank(s) for the isolation and testing of each well. The number of Test Tanks will be dependent on the number of wells producing into the Battery;
- At least 2 steel Oil Tanks where total oil production is gauged and oil is sold;
- One to two fiberglass Water Tanks, depending on the amount of water produced on a daily basis from the wells and how it is handled;
- A Gun Barrel as a secondary separation vessel to separate the remaining water from the oil and send the oil to the Oil Tanks; and
- A Circulating Pump to allow for transfer of oil and water between Test Tanks, separation vessels, Oil Tanks, and Water Tanks in the Battery.

Tank Gauging

Each day, each Oil Tank, Water Tank, and Test Tank in the Battery will be gauged by the Alamo Permian Resources Pumper using a steel tape line. The amount of oil and water is measured by using water-finding paste ("color-cut") on the steel tape line. The gauge levels of oil and water in the battery tanks are recorded in the daily field gauge report and used to calculate the total daily and monthly oil and water production volumes for the Battery. The daily Battery oil and water production are sent to the Alamo Permian Resources – Midland, Texas office each day and are used at the end of each month to determine the Total Monthly Battery Production – oil and water production volumes.

Additionally, a record is kept of the number of Producing Days each month for each well. This information is recorded by the Pumper each day on a monthly "Days On and Off Report" form which tracks the days on production and the days off production for each well over the course of the month. This report is sent to the Alamo Permian Resources – Midland, Texas office at the end of each month to be used in the allocation process.

Well Testing

Prior to each Well Test, the Test Tank is emptied using Circulating Pump to move contents to the FWKO. The remaining volume in the Test Tank, if any, is gauged and color-cut to determine the oil and water volumes in the tank at the start of the Well Test.

- At the Well Header at the entry to the Battery, the well selected to be tested is switched from Production to Test by opening and closing the appropriate valves on the header manifold to route the produced fluids from the well to a Test Tank.
- Each well producing into the Battery is to be tested at least once per month, but will be tested as many times as practical.
- The well will be left "on test" until a stabilized daily production rate is established, with a minimum test time of 48 hours.
- After the well has been on test a minimum of 24 hours, the produced fluids in the Test Tank will be gauged and color-cut. If the color-cut demarcation between oil and water is not clear, a fluid sample will be taken from the Test Tank using a "thief" sample catcher which allows the sampling of fluids in the tank at any desired depth in order to verify the composition of the produced fluids in the tank, both oil and water.
- Once the volumes of oil and water in the Test Tank have been determined, the well's Test Volumes over the preceding 24 hours are determined by subtracting the Test Tank volumes at the start of the test period from the Test Tank volumes recorded at the end of the period.
- The 24-hour Test Volumes of Oil and Water production from the well are recorded and sent to the Alamo Permian Resources – Midland, Texas office.
- At the conclusion of each Well Test, the produced oil and water volumes in the Test Tank are sent to the Battery FWKO by Circulating Pump.

Monthly Production Allocations

Each month, the Total Monthly Battery oil and water production volumes are allocated to each producing well producing into the Battery based on the well's Well Tests during the month and its number of Producing Days during the month. The Monthly Production Allocations methodology is as follows:

- The Total Monthly Battery Production (oil and water) is determined from the daily field gauge reports from the Pumper.
- The representative Well Test for each well is selected from the Well Tests run during the month. If more than one Well Test is run on a well during the month and all are determined to be representative, then the arithmetic average of the individual Well Tests is used as the Well Test for the well during the month.

- For each well producing into the Battery, the Well Test for the month is multiplied by the well's Producing Days during the month to calculate the Well Pseudo-Production for the month.
- The Well Pseudo-Production for each well is calculated and then all are summed for the month to calculate the Total Battery Pseudo-Production for the month.
- The Monthly Well Allocation Factor is then calculated for each well by dividing the Well Pseudo-Production for the month by the Total Battery Pseudo-Production for the month. Individual allocation factors are determined for both oil and water production for each well in the Battery by this method.
- The Monthly Allocated Production for each well is then calculated by multiplying the well's Monthly Well Allocation Factor by the Total Monthly Battery Production. Individual monthly oil and water allocated production volumes for each well in the Battery are determined by this method.
- Monthly Oil Sales for each well are also determined using the Monthly Well Allocation Factors and the Total Monthly Battery Oil Sales volumes for the Battery.

Example Monthly Well Allocation

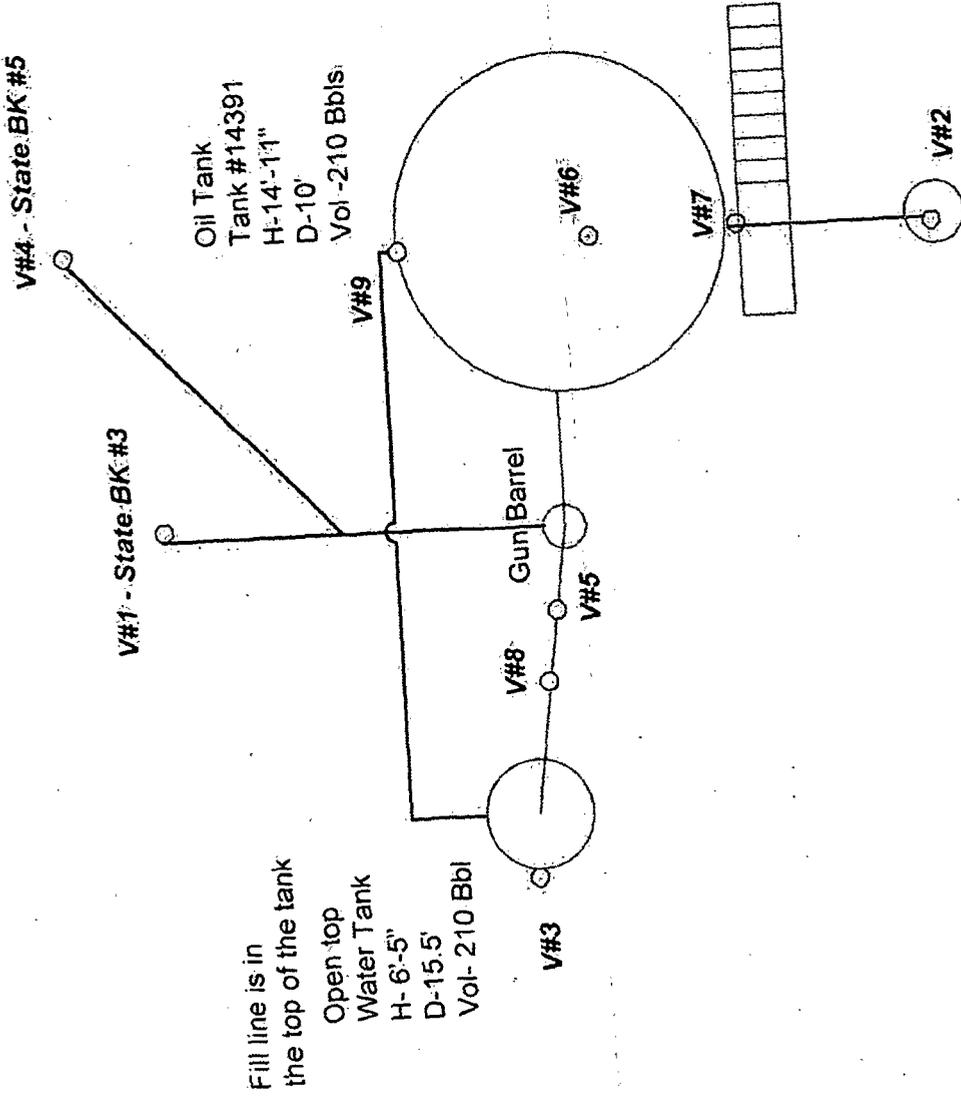
The Gusher #1 well is producing into the Battery. Determine the Monthly Allocated Production (oil and water) for the Gusher #1:

- Total Monthly Battery Production: 4,500 BO & 3,000 BW
- Gusher #1 Well Test for the month: 20 BOPD & 10 BWPD
- Gusher #1 Producing Days in the month: 25 Days
- Gusher #1 Well Pseudo-Production: (20 BOPD x 25 Days) = 500 PBO
(10 BWPD x 25 Days) = 250 PBW
- Total Battery Pseudo-Production: 6,250 PBO & 5,000 PBW
- Gusher #1 Monthly Well Allocation Factor: (500 PBO / 6,250 PBO) = 0.08 for Oil
(250 PBW / 5,000 PBW) = 0.05 for Water
- Gusher #1 Monthly Allocated Production: (0.08 x 4,500 BO) = 360 BO
(0.05 x 3,000 BW) = 150 BW

*Permalink
Monthly
Left*

Alamo Permian Resources
 State BK Lease
 T17 S R31E Section 19 Unit Letter L
 Well #3 (API: #30-015-05273), #5 (API 30-015-10167)
 Eddy County, New Mexico

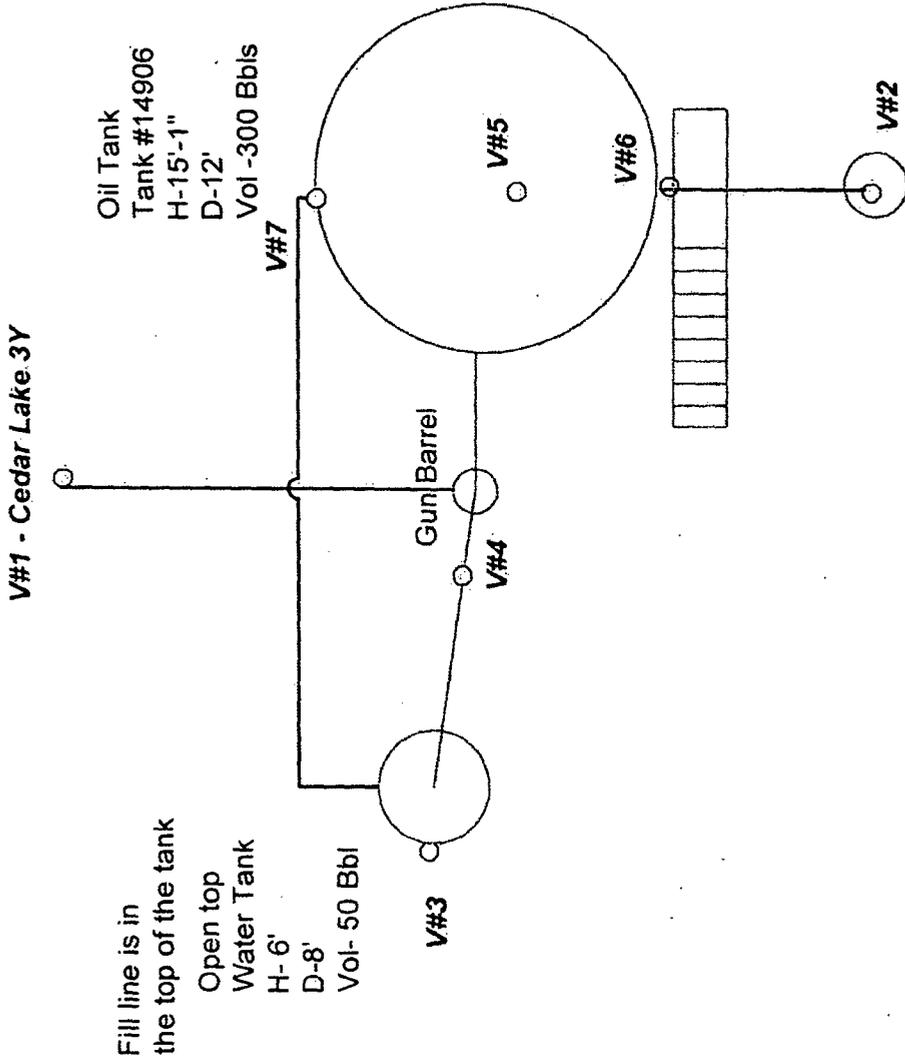
- I. Production Phase
 Open Valves # 1, 4, 6, 8
 Closed Valves # 5, 9
- II. Oil Sales Phase from Tank 14906
 Open Valves # 2, 7
 Closed Valves # 1, 3, 4, 5, 6, 8, 9
- III. Water Hauling
 Open Valves # 3
 Closed Valves # 1, 2, 4, 5, 6, 7, 8, 9



Alamo Permian Resources
 Cedar Lake Lease
 T17 S R31E Section 30 Unit Letter D
 Well #3Y (API: #30-015-05477)
 Proposed Abandon location
 Storage facility located at T17 S R31 E Section 19
 Eddy County, New Mexico

- I. Production Phase
 - Open Valves # 1, 4, 5
 - Closed Valves # 2, 3, 6, 7
- II. Oil Sales Phase from Tank 14906
 - Open Valves # 2, 6
 - Closed Valves # 1, 3, 4, 5, 7

- III. Water Hauling
 - Open Valves # 3
 - Closed Valves # 1, 2, 4, 5, 6, 7

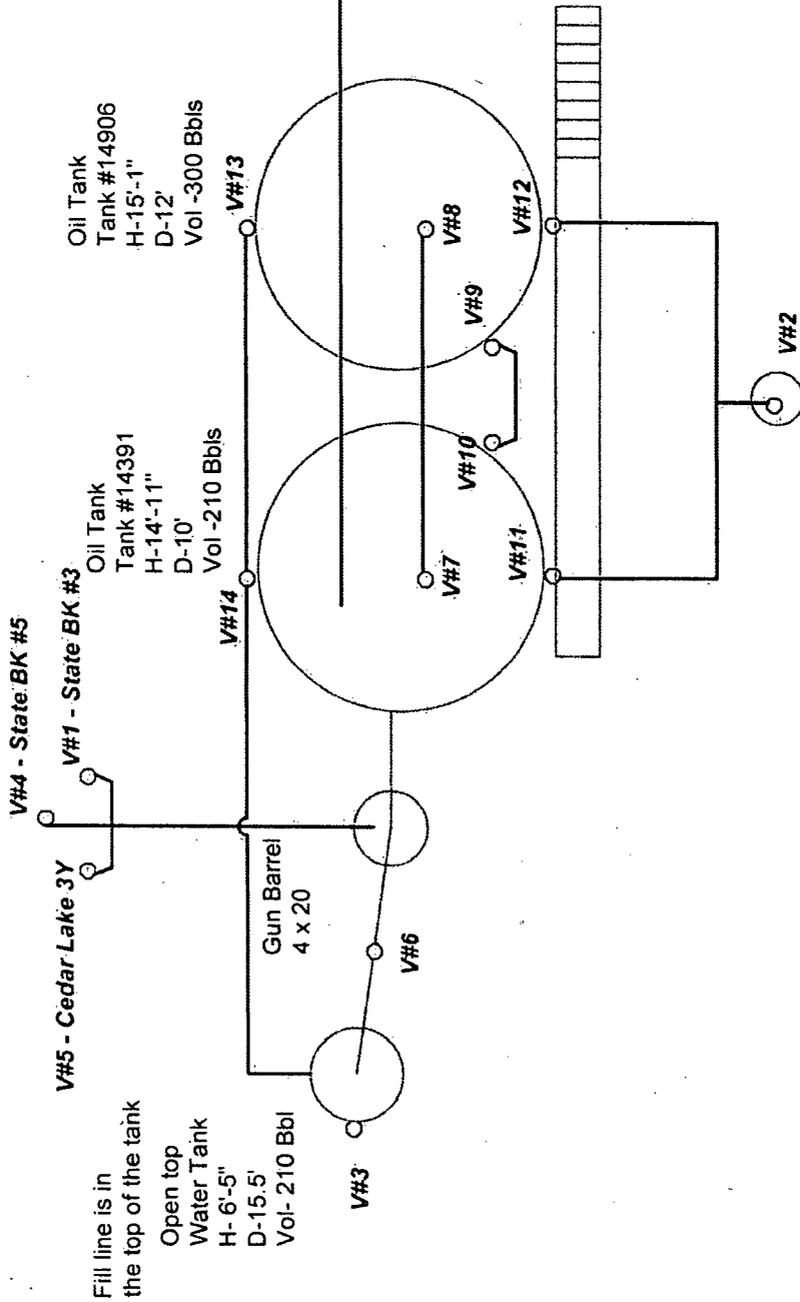


Alamo Permian Resources
 Cedar Lake & State BK Lease
 T17 S R31E Section 19 Unit Letter L
 Well #3 (API: #30-015-05273), #5 (API 30-015-10167)
 #3Y (API 30-015-05477)
 Eddy County, New Mexico

I. Production Phase
 Open Valves # 1, 4, 5, 6, 7, 8, 9, 10
 Closed Valves # 13, 14

II. Oil Sales Phase from Tank 14906
 Open Valves # 2, 11, 12
 Closed Valves # 1, 3, 4, 5, 6, 7, 8, 9, 10,

III. Water Hauling
 Open Valves # 3
 Closed Valves # 1, 2, 4, 5, 6, 7, 8, 9, 10, 11, 12



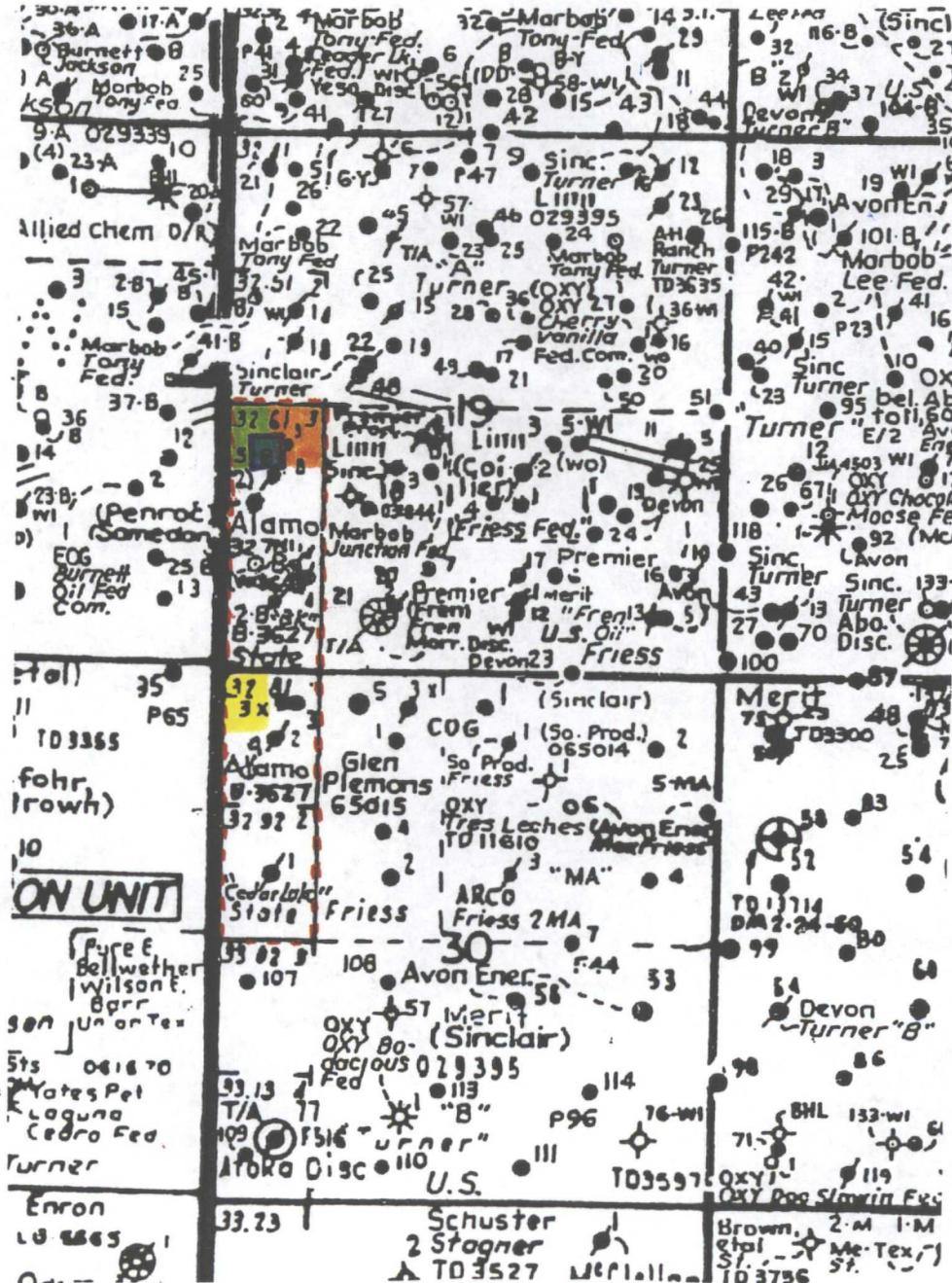
Fill line is in
 the top of the tank
 Open top
 Water Tank
 H-6'-5"
 D-15.5'
 Vol-210 Bbl

ALAMO

PERMIAN RESOURCES, LLC

415 W. Wall Street, Suite 500
Midland, TX 79701

OGRID 274841



CEDAR LAKE 3 Y

COMMINGLE PRODUCTION FACILITY

STATE BK 3

LEGAL LOCATION: NW/4 SW/4 UL-L, SEC 19, T17S, R31E, EDDY COUNTY, NM

STATE BK 5

COMMINGLING STORAGE FACILITY

LEASE BOUNDARY LINES

LEASE NAMES, LEASE & WELL NUMBERS, & API'S

API No. 14 Digit	API No. 10 Digit	OPERATOR NAME	LEASE NAME	WELL NUMBER	PROD ZONE NAME	Location									
						Lease SEC	TWP	RNG	E/W	N/S	Unit Letter	FOOTAGE CALLS	.LAT	LONG	
30-015-05477-0000	30-015-05477	ALAMO PERMIAN RESOURCES LLC	CEDAR LAKE	3Y	QUEEN/ SAN ANDRES	State	30	17	31	E	S	D	330 FNL 731 FWL	32.8118674	-103.9145052
30-015-05273-0000	30-015-05273	ALAMO PERMIAN RESOURCES LLC	STATE BK	3	QUEEN/ SAN ANDRES	State	19	17	31	E	S	L	2310 FSL 906 FWL	32.8191243	-103.9139426
30-015-10167-0001	30-015-10167	ALAMO PERMIAN RESOURCES LLC	STATE BK	5	QUEEN/ SAN ANDRES	State	19	17	31	E	S	L	1650 FSL 330 FWL	32.8173081	-103.9158239