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

NMOCD ACOI 181-B

IN THE MATTER OF CELERO ENERGY II, LP,

Respondent.

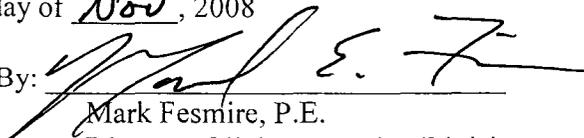
AMENDED
AGREED COMPLIANCE ORDER

Pursuant to the New Mexico Oil and Gas Act, NMSA 1978, Sections 70-2-1 through 70-2-38, as amended ("Act"), the Director of the Oil Conservation Division ("OCD") and Celero Energy II, LP, ("Operator") hereby enter into this agreement to amend inactive well agreed compliance order 181 to add the following wells to the wells in Exhibit "A:"

- Angel No. 002 30-025-07136
- Buckley B No. 002 30-025-05125
- Byars No. 001 30-025-27493
- Clovis Kendrick No. 002 30-025-07153
- Cone No. 004 30-025-31882
- Lawrence No. 001 30-025-32737
- State H No. 002 30-025-05243
- TD Pope 26 No. 012 30-025-05146

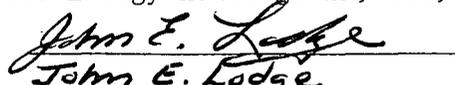
In all other respects ACOI 181 remains in full force and effect.

Done at Santa Fe, New Mexico this 14th day of Nov, 2008

By: 
Mark Fesmire, P.E.
Director, Oil Conservation Division

ACCEPTANCE

Celero Energy II, LP, hereby accepts the foregoing Amendment to ACOI 181.

Celero Energy II, LP
By: Celero Energy Holdings II, LLC, General Partner
By: 
John E. Lodge
Title: Vice President - Land
Date: November 4, 2008