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March 1, 2019

R-340

Bureau of Land Management
Farmington Resource Area
6251 College Blvd., Suite A
Farmington, NM 87402

Commissioner of Public Lands
State of New Mexico
P. O. Box 1148
Santa Fe, NM 87501-1148

Oil Conservation Division
State of New Mexico
1220 S. Saint Francis Drive
Santa Fe, NM 87505

**2019 PLAN OF DEVELOPMENT
FOR THE SAN JUAN 28-4 UNIT
NO. 14-08-001-933
RIO ARRIBA COUNTY, NEW MEXICO**

Pursuant to Section 10 of the San Juan 28-4 Unit Agreement, Hilcorp Energy Company ("Hilcorp"), as Unit Operator, hereby submits the proposed 2019 Plan of Development and Operations ("POD").

I. PERIOD

This plan will be effective from April 1, 2019 through March 31, 2020. The 2020 Plan will be submitted on or before March 1, 2020.

II. 2018 PLAN REVIEW OF OPERATIONS

A. Production History: During 2018, cumulative production from the San Juan 28-4 Unit was 1.2 BCF gas; 2.7 MBO oil; and 7.5 MBW produced water. Refer to Exhibit A attached for a listing of all wells in the San Juan 28-4 Unit.

B. Participating Areas: The Participating Areas currently established in the San Juan 28-4 Unit are as follows:

FORMATION	EXPANSION	EFFECTIVE DATE
DAKOTA	007	01-DEC-73
MESAVERDE	013	01-OCT-06
PICTURED CLIFFS	001	01-DEC-55

C. Drilling Program: The 2018 POD, as approved, provided for no drilling activity. No additional drilling projects were undertaken by Hilcorp during this period.

D. Workovers/Recompletion Program: During 2018, Hilcorp undertook and completed the

following projects:

Well Name	API	Sec.	Twp	Rng	Formation	Type
SAN JUAN 28-4 UNIT 31	3003920084	32	028N	004W	MESAVERDE /DAKOTA	TUBING REPAIR

- E. Facility Program:** The 2018 POD, as approved, provided for no additional facilities. No additional facility projects were undertaken by Hilcorp during this period.
- F. Plugging & Abandonment Program:** The 2018 POD, as approved, provided for no planned P&A activity. No additional projects were undertaken by Hilcorp during this period.

III. 2019 PLAN OF DEVELOPMENT AND OPERATIONS

- A. Drilling Program:** Hilcorp does not anticipate drilling any new wells in the San Juan 28-4 Unit during 2019. However, new drill opportunities will be evaluated and executed as they arise.
- B. Workovers/Recompletion Program:** Hilcorp does not anticipate any recompletion projects in the Unit during 2019. Additional workovers, rate adds and optimization projects will be evaluated and executed as they arise.
- C. Facility Program:** Throughout 2019, Hilcorp will conduct routine repairs and replacement of facilities required to maintain and increase field production, including construction of additional gas lift lines and/or gas flow lines, expansion of production facilities (including electrical and piping upgrades), and construction of additional water disposal, injection or processing equipment.
- D. Plugging & Abandonment Program:** Hilcorp does not anticipate plugging/abandoning any wells in the Unit at this time. Hilcorp will evaluate and implement additional P&A projects as they arise.

In accordance to Section 10 of the Unit Agreement, please provide your approvals by executing and returning a copy of this letter to the undersigned.

Please contact me at (832) 839-4601 if there are any questions regarding this letter.

Sincerely,
HILCORP ENERGY COMPANY



Chuck Creekmore,
Division Landman

San Juan 28-4 Unit
2019 Plan of Development

cc: Working Interest Owners

*CRITCHFIELD SANTA FE LLC
CROSS TIMBERS ENERGY LLC
HILCORP SAN JUAN, LP*

**SAN JUAN 28-4 UNIT
2019 PLAN OF DEVELOPMENT APPROVALS**

Bureau of Land Management

Date

New Mexico Oil Conservation Division

Date

New Mexico Commissioner of Public Lands

Date



San Juan 28-4 Unit Exhibit "A"

API #	WELL NAME	POOL/FORMATION	STATUS	ST	COUNTY	SEC	TWP	RGE	QTR	OPERATOR
3003907443	San Juan 28-4 Unit 001	Blanco-Mesaverde	Flowing	NM	Rio Arriba	18	028N	018W	NENE	Hilcorp Energy Company
3003926465	San Juan 28-4 Unit 001A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	18	028N	018W	SENE	Hilcorp Energy Company
3003930730	San Juan 28-4 Unit 001B	Blanco-Mesaverde	Flowing	NM	Rio Arriba	18	028N	004W	NWNW	Hilcorp Energy Company
3003907419	San Juan 28-4 Unit 002	Blanco-Mesaverde	Flowing	NM	Rio Arriba	17	028N	017W	NESW	Hilcorp Energy Company
3003907415	San Juan 28-4 Unit 003	Blanco Pictured Cliffs	Perm Abandoned	NM	Rio Arriba	14	028N	004W		Hilcorp Energy Company
3003907285	San Juan 28-4 Unit 004	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	26	028N	004W		Hilcorp Energy Company
3003907255	San Juan 28-4 Unit 005	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	SENE	Hilcorp Energy Company
3003926289	San Juan 28-4 Unit 005B	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	NWNE	Hilcorp Energy Company
3003926288	San Juan 28-4 Unit 005C	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	SWNW	Hilcorp Energy Company
3003907456	San Juan 28-4 Unit 006	Choza Mesa Pictured Cliffs	Perm Abandoned	NM	Rio Arriba	11	028N	004W		Hilcorp Energy Company
3003907453	San Juan 28-4 Unit 007	Choza Mesa Pictured Cliffs	Perm Abandoned	NM	Rio Arriba	12	028N	004W		Hilcorp Energy Company
3003907218	San Juan 28-4 Unit 008	Blanco-Mesaverde	Flowing	NM	Rio Arriba	36	028N	004W	SESW	Hilcorp Energy Company
3003907233	San Juan 28-4 Unit 009	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	004W	SESW	Hilcorp Energy Company
3003907256	San Juan 28-4 Unit 011	Blanco-Mesaverde	Flowing	NM	Rio Arriba	31	028N	031W	SWNE	Hilcorp Energy Company
3003907245	San Juan 28-4 Unit 012	Blanco-Mesaverde	Flowing	NM	Rio Arriba	33	028N	033W	NESW	Hilcorp Energy Company
3003907357	San Juan 28-4 Unit 013	Blanco-Mesaverde	Flowing	NM	Rio Arriba	20	028N	020W	SESW	Hilcorp Energy Company
3003907319	San Juan 28-4 Unit 014	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	29	028N	004W		Hilcorp Energy Company
3003927627	San Juan 28-4 Unit 014A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	29	028N	029W	NENW	Hilcorp Energy Company
3003907293	San Juan 28-4 Unit 015	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	29	028N	004W		Hilcorp Energy Company
3003907327	San Juan 28-4 Unit 016	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	30	028N	004W		Hilcorp Energy Company
3003927820	San Juan 28-4 Unit 016R	Basin Dakota	Flowing	NM	Rio Arriba	30	028N	030W	SENE	Hilcorp Energy Company
3003927820	San Juan 28-4 Unit 016R	Blanco-Mesaverde	Flowing	NM	Rio Arriba	30	028N	030W	SENE	Hilcorp Energy Company
3003907395	San Juan 28-4 Unit 017	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	20	028N	004W		Hilcorp Energy Company
3003930619	San Juan 28-4 Unit 017A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	20	028N	004W	NENW	Hilcorp Energy Company
3003930382	San Juan 28-4 Unit 017M	Basin Dakota	Flowing	NM	Rio Arriba	20	028N	020W	SENE	Hilcorp Energy Company
3003930382	San Juan 28-4 Unit 017M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	20	028N	020W	SENE	Hilcorp Energy Company
3003925381	San Juan 28-4 Unit 017R	Basin Fruitland Coal	Perm Abandoned	NM	Rio Arriba	20	028N	004W		Hilcorp Energy Company
3003925381	San Juan 28-4 Unit 017R	Choza Mesa Pictured Cliffs	Perm Abandoned	NM	Rio Arriba	20	028N	004W		Hilcorp Energy Company
3003907225	San Juan 28-4 Unit 018	Blanco-Mesaverde	Flowing	NM	Rio Arriba	31	028N	031W	SWSW	Hilcorp Energy Company
3003907281	San Juan 28-4 Unit 020	Blanco-Mesaverde	Flowing	NM	Rio Arriba	30	028N	030W	SWSW	Hilcorp Energy Company
3003907462	San Juan 28-4 Unit 021	Blanco-Mesaverde	Flowing	NM	Rio Arriba	7	028N	007W	SESW	Hilcorp Energy Company
3003907420	San Juan 28-4 Unit 026	Blanco-Mesaverde	Flowing	NM	Rio Arriba	18	028N	018W	NWSW	Hilcorp Energy Company
3003927636	San Juan 28-4 Unit 026A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	18	028N	018W	NESE	Hilcorp Energy Company
3003907359	San Juan 28-4 Unit 027	Blanco-Mesaverde	Flowing	NM	Rio Arriba	19	028N	019W	SESW	Hilcorp Energy Company
3003926785	San Juan 28-4 Unit 027A	Basin Dakota	Flowing	NM	Rio Arriba	19	028N	019W	SWSE	Hilcorp Energy Company
3003926785	San Juan 28-4 Unit 027A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	19	028N	019W	SWSE	Hilcorp Energy Company
3003930378	San Juan 28-4 Unit 027M	Basin Dakota	Flowing	NM	Rio Arriba	19	028N	019W	NESW	Hilcorp Energy Company
3003930378	San Juan 28-4 Unit 027M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	19	028N	019W	NESW	Hilcorp Energy Company
3003907388	San Juan 28-4 Unit 028	Blanco-Mesaverde	Flowing	NM	Rio Arriba	19	028N	019W	SENE	Hilcorp Energy Company
3003927626	San Juan 28-4 Unit 028A	Basin Dakota	Flowing	NM	Rio Arriba	19	028N	019W	NWNW	Hilcorp Energy Company
3003927626	San Juan 28-4 Unit 028A	Blanco-Mesaverde	Flowing	NM	Rio Arriba	19	028N	019W	NWNW	Hilcorp Energy Company
3003920070	San Juan 28-4 Unit 029	Basin Dakota	Flowing	NM	Rio Arriba	31	028N	031W	SWSW	Hilcorp Energy Company
3003920078	San Juan 28-4 Unit 030	Basin Dakota	Perm Abandoned	NM	Rio Arriba	31	028N	004W		Hilcorp Energy Company
3003920175	San Juan 28-4 Unit 0303	Basin Dakota	Perm Abandoned	NM	Rio Arriba	33	028N	004W		Hilcorp Energy Company
3003920175	San Juan 28-4 Unit 0303	Blanco Mesaverde	Perm Abandoned	NM	Rio Arriba	33	028N	004W		Hilcorp Energy Company
3003929433	San Juan 28-4 Unit 030E	Basin Dakota	Perm Abandoned	NM	Rio Arriba	31	028N	004W		Hilcorp Energy Company
3003925945	San Juan 28-4 Unit 030M	Basin Dakota	Flowing	NM	Rio Arriba	31	028N	031W	SWSE	Hilcorp Energy Company
3003925945	San Juan 28-4 Unit 030M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	31	028N	031W	SWSE	Hilcorp Energy Company
3003920084	San Juan 28-4 Unit 031	Basin Dakota	Flowing	NM	Rio Arriba	32	028N	004W	SWSW	Hilcorp Energy Company
3003920084	San Juan 28-4 Unit 031	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	004W	SWSW	Hilcorp Energy Company
3003925921	San Juan 28-4 Unit 031M	Basin Dakota	Flowing	NM	Rio Arriba	32	028N	032W	SENE	Hilcorp Energy Company
3003925921	San Juan 28-4 Unit 031M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	SENE	Hilcorp Energy Company
3003920174	San Juan 28-4 Unit 032	Basin Dakota	Perm Abandoned	NM	Rio Arriba	32	028N	004W		Hilcorp Energy Company
3003926009	San Juan 28-4 Unit 032M	Basin Dakota	Flowing	NM	Rio Arriba	32	028N	032W	NWSE	Hilcorp Energy Company

3003926009	San Juan 28-4 Unit 032M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	NWSE	Hilcorp Energy Company
3003926596	San Juan 28-4 Unit 032N	Basin Dakota	Flowing	NM	Rio Arriba	32	028N	032W	NESE	Hilcorp Energy Company
3003926596	San Juan 28-4 Unit 032N	Blanco-Mesaverde	Flowing	NM	Rio Arriba	32	028N	032W	NESE	Hilcorp Energy Company
3003929370	San Juan 28-4 Unit 033E	Basin Dakota	Flowing	NM	Rio Arriba	33	028N	033W	SWNW	Hilcorp Energy Company
3003929370	San Juan 28-4 Unit 033E	Blanco-Mesaverde	Flowing	NM	Rio Arriba	33	028N	033W	SWNW	Hilcorp Energy Company
3003920489	San Juan 28-4 Unit 034	Basin Dakota	Flowing	NM	Rio Arriba	30	028N	030W	SWSW	Hilcorp Energy Company
3003927610	San Juan 28-4 Unit 034M	Basin Dakota	Flowing	NM	Rio Arriba	30	028N	030W	NWNW	Hilcorp Energy Company
3003927610	San Juan 28-4 Unit 034M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	30	028N	030W	NWNW	Hilcorp Energy Company
3003926473	San Juan 28-4 Unit 035B	Blanco-Mesaverde	Flowing	NM	Rio Arriba	33	028N	033W	NESE	Hilcorp Energy Company
3003925949	San Juan 28-4 Unit 035M	Basin Dakota	Flowing	NM	Rio Arriba	33	028N	033W	NWSE	Hilcorp Energy Company
3003925949	San Juan 28-4 Unit 035M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	33	028N	033W	NWSE	Hilcorp Energy Company
3003920674	San Juan 28-4 Unit 036	Basin Dakota	Flowing	NM	Rio Arriba	29	028N	029W	SESW	Hilcorp Energy Company
3003920674	San Juan 28-4 Unit 036	Blanco-Mesaverde	Flowing	NM	Rio Arriba	29	028N	029W	SESW	Hilcorp Energy Company
3003920673	San Juan 28-4 Unit 037	Basin Dakota	Flowing	NM	Rio Arriba	29	028N	029W	SENE	Hilcorp Energy Company
3003920673	San Juan 28-4 Unit 037	Blanco-Mesaverde	Flowing	NM	Rio Arriba	29	028N	029W	SENE	Hilcorp Energy Company
3003930377	San Juan 28-4 Unit 037M	Basin Dakota	Flowing	NM	Rio Arriba	29	028N	029W	SESE	Hilcorp Energy Company
3003930377	San Juan 28-4 Unit 037M	Blanco-Mesaverde	Flowing	NM	Rio Arriba	29	028N	029W	SESE	Hilcorp Energy Company
3003930361	San Juan 28-4 Unit 037N	Basin Dakota	Flowing	NM	Rio Arriba	29	028N	029W	SESE	Hilcorp Energy Company
3003930361	San Juan 28-4 Unit 037N	Blanco-Mesaverde	Flowing	NM	Rio Arriba	29	028N	029W	SESE	Hilcorp Energy Company
3003925431	San Juan 28-4 Unit 201	Gobernador Pictured Cliffs	Flowing	NM	Rio Arriba	18	028N	018W	NENE	Hilcorp Energy Company
3003925431	San Juan 28-4 Unit 201	Basin Fruitland Coal	Flowing	NM	Rio Arriba	18	028N	018W	NENE	Hilcorp Energy Company
3003925311	San Juan 28-4 Unit NP 225	Gobernador Pictured Cliffs	Flowing	NM	Rio Arriba	7	028N	007W	SESW	Hilcorp Energy Company
3003925311	San Juan 28-4 Unit NP 225	Basin Fruitland Coal	Flowing	NM	Rio Arriba	7	028N	007W	SESW	Hilcorp Energy Company
3003925286	San Juan 28-4 Unit NP 226	Chosa Mesa Pictured Cliffs	Flowing	NM	Rio Arriba	17	028N	017W	NESW	Hilcorp Energy Company
3003925286	San Juan 28-4 Unit NP 226	Basin Fruitland Coal	Flowing	NM	Rio Arriba	17	028N	017W	NESW	Hilcorp Energy Company

