N.M. Oil Cons. DIV-Dist. 2 1301 W. Grand Avenue Artesia, NM 88210

| Form 3160-3 (September 2001) | IITED STATES | RECEIV | ED | OMB No | APPROVED D. 1004-0136 nuary 31, 2004 |
|--|--|--|-----------------------|---|---|
| DEPARTMI BUREAU O | ENT OF THE INTERIOR FLAND MANAGEMENT | JUN 1 8 7 | l | 5. Lease Serial No. | |
| APPLICATION FOR F | PERMIT TO DRILL OR I | REENPERD-AH | ESIA | 6. If Indian, Allotte | e or Tribe Name |
| la. Type of Work: DRILL | ☐ REENTER | | | 7. If Unit or CA Agr | eement, Name and No. |
| 1b. Type of Well: 🔀 Oil Well 🗖 Gas Well | Other : | Single Zone | ple Zone | 8. Lease Name and V | Vell No. FED'BO'# (|
| 2. Name of Operator GP II ENERGY | INC | | | 9. API Well No. | 33623 |
| POBox 50687 MIDLAND. 4. Location of Well (Report location clearly and | TX 79710 432 | 10. (include area code) - 684 - 474 uirements.*) | 8 | 10, Field and Pool, or UNDES. Beau 11. Sec., T., R., M., or | Exploratory SHYDPAW DF Blk. and Survey or Area |
| At surface At proposed prod. zone Z150'F | | (VERT) | | Sec 34 TZ | .65 , RZ9 E |
| | | OF MUAGA, N | M | 12. County or Parish EDDY | 13. State |
| 15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) | 16. No. of | Acres in lease | 17. Spacing | Unit dedicated to this Z4.36 | ACRES |
| 18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. | 330' 19. Propos | l OO | 20. BLM/B | A Bond No. on file | |
| 21. Elevations (Show whether DF, KDB, RT, GL, Z858 C1 L CARLSBAD CONTROLLED WA | 1 Dan | ximate date work will sta APPZOVA achments | rr* | 23. Estimated duration | DAYS |
| The following, completed in accordance with the req | | | tached to this | Form: | |
| Well plat certified by a registered surveyor. A Drilling Plan. A Surface Use Plan (if the location is on Nations SUPO shall be filed with the appropriate Forest Supposed S | | Item 20 above). 5. Operator certific | ation. specific infor | | existing bond on file (see |
| 25. Signature Portland | Nam Q | corse / | TiTches | U FF | Date 17-72-03 |
| Tresi Dent | | | | | ı |
| Approved by (Signature) /s/ Leslie A. | Theiss Nam | e (Printed/Typed) /S/ I | eslie A | Theiss | Date 16 JUN 2004 |
| Title FIELD MANAC | | CARLS | | ELD OFFIC | |
| Application approval does not warrant or certify the toperations thereon. Conditions of approval, if any, are attached. | he applicant holds legal or equita | ble title to those rights in | _ | | or 1 YEAR |
| Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Se States any false, fictitious or fraudulent statements or | ction 1212, make it a crime for a representations as to any matter v | ny person knowingly an within its jurisdiction. | d willfully to | make to any departme | nt or agency of the United |

*(Instructions on reverse)

NSP -1869

Witness Surface Casing

APPROVAL SUBJECT TO GENERAL REQUIREMENTS AND SPECIAL STIPULATIONS ATTACHED DISTRICT I
1625 N. French Dr., Hobbs, NM 88240

DISTRICT II
1301 W. Grand Avenue, Artesia, NM 88210

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico

Energy, Minerals, and Natural Resources Department

OIL CONSERVATION DIVISION

1220 South St. Francis Dr.

Santa Fe, New Mexico 87505

Form C-102

Revised August 15, 2000 Submit to Appropriate District Office

State Lease - 4 copies
Fee Lease - 3 copies

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

| ¹ API Number ² Poo | | , , | Pool Name |
|--|----|--|----------------|
| ⁴ Property Code | LI | * Property Name TTLEFIELD FEDERAL "BO" | 6 Well Number |
| ⁷ OGRID №. | | GP II ENERGY, INC. | Security 2858' |

¹⁰ Surface Location

| 1 | UL or lot no. | Section | Township | Range | Lot Idn | Feet from the | North/South line | Feet from the | East/West line | County |
|---|---------------|---------|----------|-------------------|---------|---------------|------------------|---------------|----------------|--------|
| | 10 | 34 | 26 SOUTH | 29 EAST, N.M.P.M. | | 423' | SOUTH | 2150' | WEST | EDDY |

" Bottom Hole Location If Different From Surface

| | | | | | | . a vall is the a large | | | |
|--------------------|---------|---------------|----------------------------------|------------|---------------|-------------------------|---------------|----------------|--------|
| UL or lot no. | Section | Township | Range | Lot Idn | Feet from the | North/South line | Feet from the | East/West line | County |
| 12 Dedicated Acres | 13 16 | ant or Infill | ¹⁴ Consolidation Code | 15 Order N | 0. | | | | |
| 24.50 | 4 | | | | • | | | | |

NO ALLOWABLE WELL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

| 16 | | | | "OPERATOR CERTIFICATION |
|---------|--------------|------------------|----------|---|
| | j | | | I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, |
| 8 | 7 | 6 | 5 | The L COMPTON |
| 9 2150' | 10 423 | 11 NEW MEXICO | 12 | Title Jine 16, 2004 |
| | | | | Date |
| | | TEXAS ST | ATE LINE | *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 helief. |
| | | | | NOVEMBER 26, 2003 |
| | | | | Date of Survey |
| | • | | | Signature and Seal of Professional Surveyor **DETNER 3-03 Certifical Number 74 V. L. BEZNER R.P.S. #7920 JOB #91662 / 23 SW / J.C.P. |

District I 1625 N. French Dr., Hobbs, NM 88240 District III
1301 W. Grand Avenue, 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

For drilling and production facilities, submit to appropriate NMOCD District Office.
For downstream facilities, submit to Santa Fe office

Form C-144

June 1, 2004

Oil Conservation Division 1220 South St. Francis Dr. Santa Fe, NM 87505

| Pit or Below-Grade Tank Registration or Closure | |
|---|--|
| Is pit or below-grade tank covered by a "general plan"? Yes ⊠ No □ | |
| of action: Registration of a pit or below-grade tank 🗵 Closure of a pit or below-grade tank [| |

| | Telephone:432 - 684 - 4748 | e-mail address: |
|---|--|--|
| Address: _P.O.Box 50682 Midland TX 79710 | | |
| Facility or well name: _Littlefield "BO" #6 API #: | U/L or Qtr/Qtr Lot 10 | Sec_ 34 T_ 26S R_ 29E |
| County: _Eddy Latitude Longitude | NAD: 1927 1983 Surface Owner F | ederal 🗵 State 🗆 Private 🗀 Indian 🗔 |
| Pit Type: Drilling ☑ Production ☐ Disposal ☐ | Below-grade tank Volume:bbl Type of fluid: | |
| Workover ☐ Emergency ☐ Lined ☑ Unlined ☐ | Construction material: Double-walled, with leak detection? Yes leavest leave | |
| Liner type: Synthetic ☑ Thickness 12 mil Clay ☐ Pit Volume 7124 bbl | | RECEIVED |
| Depth to ground water (vertical distance from bottom of pit to seasonal high water elevation of ground water.) | Less than 50 feet 50 feet or more, but less than 100 feet 100 feet or more ⊠ | (20 points) SEP 0 8 2004 (10 points) SEP - APTESIA |
| Wellhead protection area: (Less than 200 feet from a private domestic water source, or less than 1000 feet from all other water sources.) | Yes No 🗵 | (20 points) (0 points) |
| Distance to surface water: (horizontal distance to all wetlands, playas, irrigation canals, ditches, and perennial and ephemeral watercourses.) | Less than 200 feet 200 feet or more, but less than 1000 feet 1000 feet or more ⊠ | (20 points) (10 points) (0 points) |
| If this is a pit closure: (1) attach a diagram of the facility showing the pit your are burying in place) onsite offsite offsite, name of facility | (3) Attach a gene | eral description of remedial action taken including |
| | t's relationship to other equipment and tanks. (2) Ir (3) Attach a gene Yes If yes, show depth below ground surface | eral description of remedial action taken including |
| your are burying in place) onsite offsite for If offsite, name of facility remediation start date and end date. (4) Groundwater encountered: No Attach soil sample results and a diagram of sample locations and excavation | t's relationship to other equipment and tanks. (2) Ir (3) Attach a gene Yes If yes, show depth below ground surface | eral description of remedial action taken including |
| your are burying in place) onsite offsite If offsite, name of facility remediation start date and end date. (4) Groundwater encountered: No Attach soil sample results and a diagram of sample locations and excavational Comments: | t's relationship to other equipment and tanks. (2) Ir (3) Attach a gene l Yes If yes, show depth below ground surface ons. | ral description of remedial action taken includingft. and attach sample results. (5) |
| your are burying in place) onsite offsite If offsite, name of facility_remediation start date and end date. (4) Groundwater encountered: No Attach soil sample results and a diagram of sample locations and excavational Comments: I hereby certify that the information above is true and complete to the best been/will be constructed or closed according to NMOCD guidelines Date: _September 7, 2004 | t's relationship to other equipment and tanks. (2) Ir (3) Attach a gene l Yes If yes, show depth below ground surface ons. | ft. and attach sample results. (5) |
| your are burying in place) onsite offsite If offsite, name of facility_remediation start date and end date. (4) Groundwater encountered: No Attach soil sample results and a diagram of sample locations and excavational Comments: I hereby certify that the information above is true and complete to the best been/will be constructed or closed according to NMOCD guidelines Date: _September 7, 2004 | of my knowledge and belief. I further certify tha general permit , or an (attached) alternation of relieve the operator of liability should the conter | t the above-described pit or below-grade tank he oCD-approved plan. |

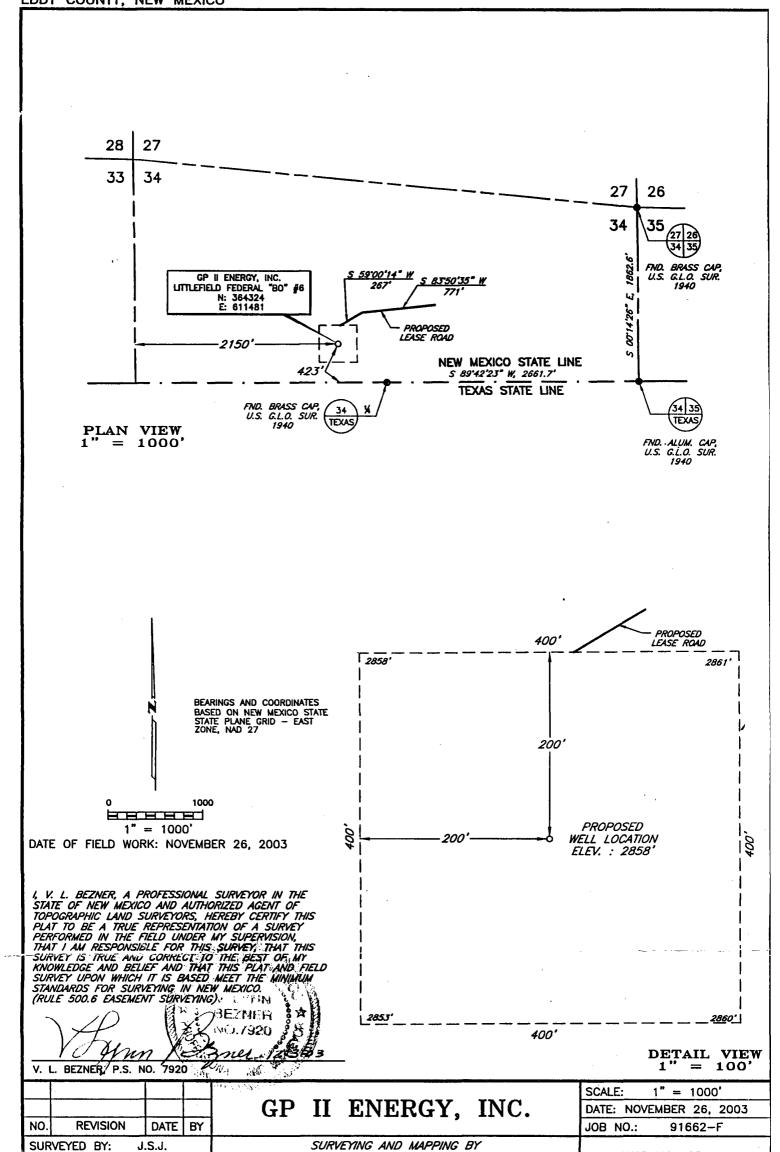
TLAT SHOWING PROPOSED
WELL LOCATION AND LEASE ROAL IN
SECTION 34, T-26-S, R-29-E, N.M.P.M.
EDDY COUNTY, NEW MEXICO

DRAWN BY:

APPROVED BY:

J.C.P.

V.L.B.



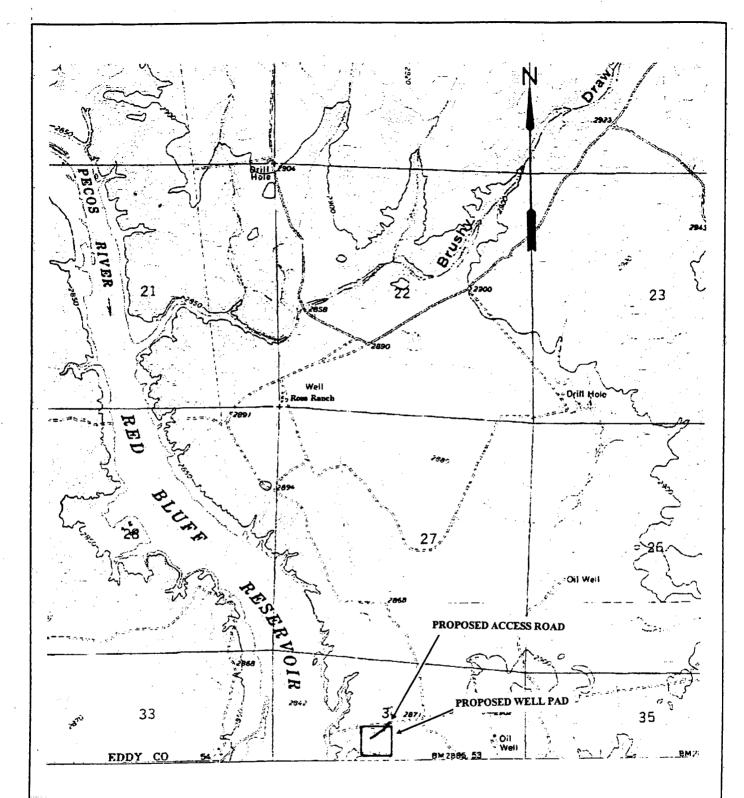
TOPOGRAPHIC LAND SURVEYORS

MIDLAND, TEXAS

QUAD NO.: 23 SW

1 OF 1

SHEET :



Location Map: Class III Archaeological Survey for GP II Energy, Inc.'s Proposed Well Pad and Access Road to Serve Littlefield Federal "BO" No.6 Well in Section 34, T 26S, R 29E, NMPM, Eddy County, New Mexico. Map Reference: USGS 7.5' Series, Ross Ranch, NM (1968) 32103-A8

| 1 | • | 1/2 | • | SCA | ALE 1:24 | 000 | | | | · 1 MILE |
|---|-----------------|-----|------|------|----------|-------------|------|------|-----------|----------|
| | 1000 | 0· | 1000 | 2000 | 3000 | 4000 | 5000 | 6000 | 7000 FEET | === |
| - | (21. | . 1 | .5 | | 0 | | | 1 K | LOMETER | |
| | - | | | | | | | | | 2 |

DRILLING PLAN GP II ENERGY, INC. LITTLEFIELD FEDERAL "BO" #6 Sec. 34, T26S, R29E Eddy County, New Mexico

1. SURFACE FORMATION: Quaternary

2. ESTIMATED GEOLOGIC TOPS:

Bell Canyon 2850 Ramsey Sand 2880 Cherry Canyon 3920 Brushy Canyon 4995

3. ANTICIPATED HYDROCARBON BEARING ZONES:

Delaware Sand (oil) Cherry Canyon (oil)

4. PROPOSED CASING AND CEMENTING PROGRAM:

| CASING SIZE | FROM | TO | WEIGHT | GRADE | JOINT |
|----------------|----------------|-------|--------|-------|-------|
| 8 5/8" WITNESS | 0 | 375' | 24# | K-55 | STC |
| 4 1/2" | Q _p | 5100 | 9.5# | K-55 | STC |
| or 5 1/2" | 0 | 5100' | 14# | K-55 | STC |

Production casing will be either 4 1/2" OD or 5 1/2" OD depending on shows encountered while drilling.

8 5/8" casing will be cemented with approximately 150 sacks of Class "C" with 2% CaCl. Cement will be circulated. WITNESS

5 1/2" casing will be cemented with sufficient Light cement, tailed in with 200 sacks of POZMIX A, to fill back to the base of the salt section at approximately 2675'.

5. PRESSURE CONTROL EQUIPMENT:

A 3000 psi working pressure, double ram blow out preventer will be used while drilling below the surface casing. (see Exhibit "E")

6. CIRCULATING MEDIUM:

Surface to 375 feet:

Fresh water with lime or gel as needed to maintain a viscosity of 28 to 30.

375 feet to 4800 feet:

Brine conditioned to control seepage, pH, and maintain a viscosity of 28 to 32.

4800 feet to 5100 feet:

Brine conditioned to control seepage, pH, and maintain a viscosity of 35 to 40.

7. AUXILIARY EQUIPMENT:

Drill string safety valves will be maintained on the rig floor while drilling operations are in progress.

8. TESTING, LOGGING, AND CORING PROGRAMS:

No drillstem tests are planned. Electric logs will include GR-CNL-FDC GR-DLL with MSFL. No coring is planned.

9. ABNORMAL PRESSURES, TEMPERATURE, OR HYDROGEN SULFIDE GAS:

No abnormal pressures or temperatures are anticipated.

10. ANTICIPATED START DATE:

The well is anticipated to commence on or about February 1, 2004 with drilling, completion, and testing operations to last about 30 days.

SURFACE USE AND OPERATIONS PLAIN GP II ENERGY, INC. LITTLEFIELD FEDERAL "BO" #6 Sec. 34, T26S, R29E Eddy County, New Mexico

LOCATED:

16 air miles south-southeast of Malaga, NM

FEDERAL LEASE NUMBER: LC-065928-A

DATE OF ISSUE:

Lease issued July 1, 1951

LEASE AREA:

419.41 Acres

SURFACE OWNERSHIP:

Federal

POOL DESIGNATION:

Brushy Draw Delaware

POOL RULES:

Statewide - 40 Acre spacing for oil

EXHIBITS:

Α. Road Map

B. Plat with existing wells and roads

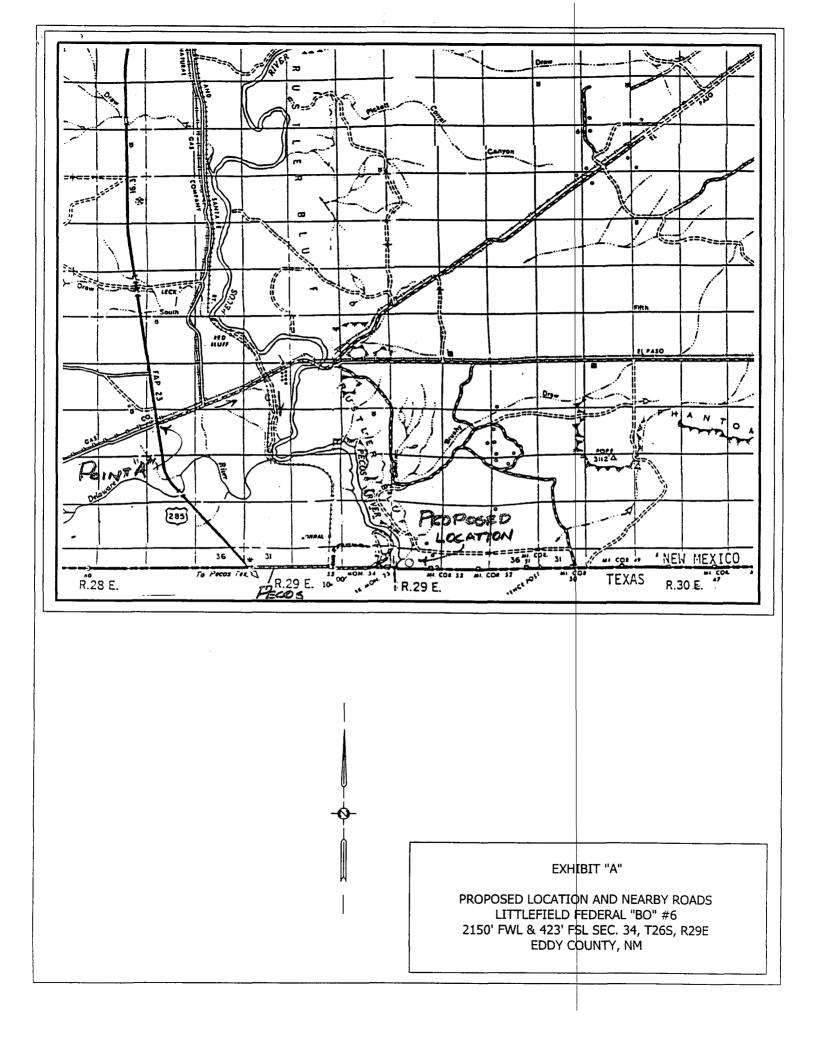
C. **Drilling Rig Layout**

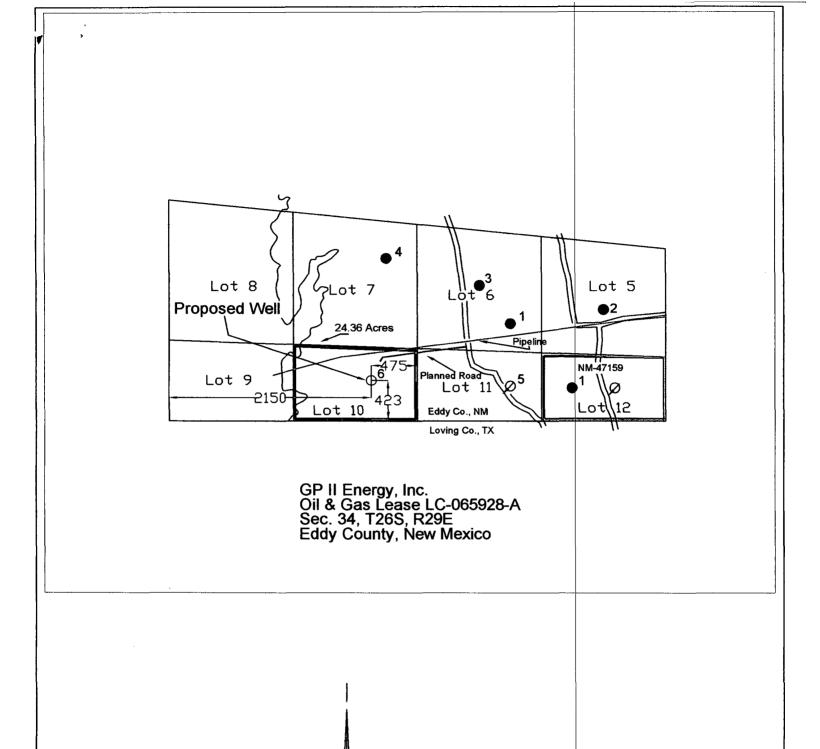
D. Topographic Plat

E. **BOP** Arrangement

EXISTING ROADS:

- Α. Exhibit "A" depicts the road map and shows the location of the proposed well as staked. Point "A" on the plat is on US 285 at milepost 3.8, approximately 12 miles south of Malaga, New Mexico, where a paved road goes east. Exit US 285 at this point and go east 3.7 miles to the Pecos River low water crossing. Cross the river and continue southerly on Eddy County 725 for 3.4 miles where the county road turns east. Continue south 0.1 miles to a caliche road. Turn west and continue 1.4 miles to a pumping well on the east side of the road. Continue south 0.7 miles, just past the GP II Federal Littlefield BO #3, where a pipeline crosses the road; the proposed well site is about 1100 feet west of this point.
- B. Exhibit "B" shows existing pertinent roads in the vicinity of the proposed well site. The planned access road is color coded.

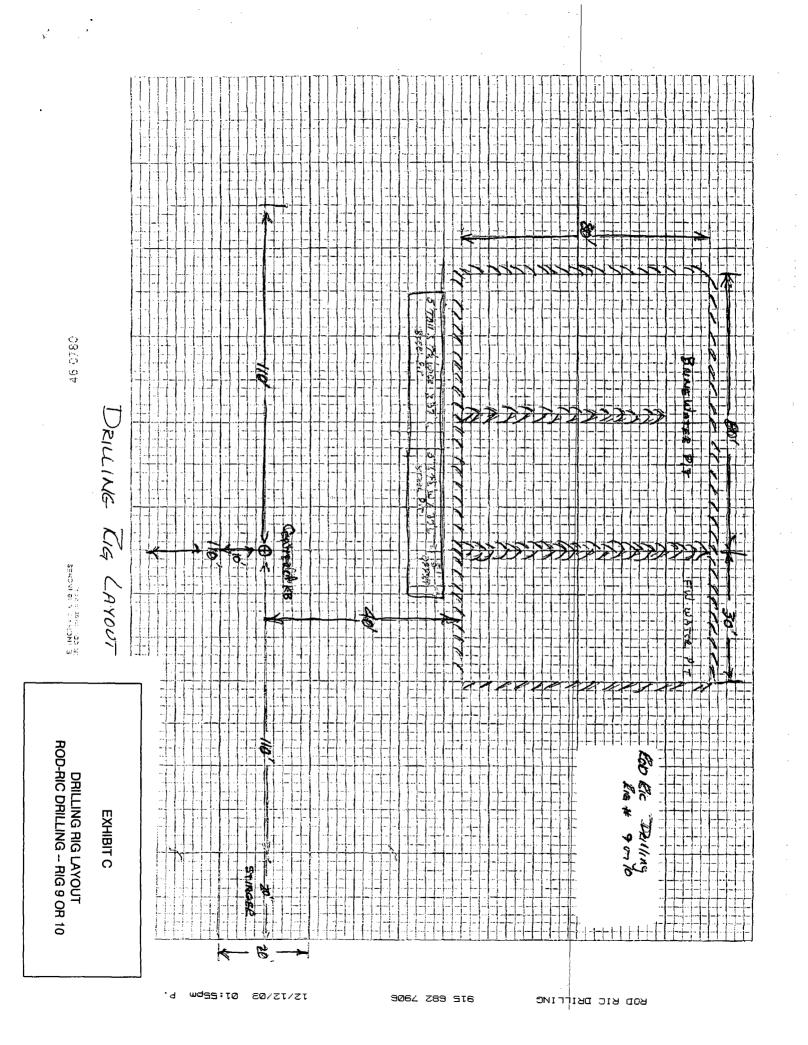




- Oil Well
- Disposal Well
- Proposed Well

EXHIBIT "B"

APPLICATION FOR NON STANDARD PRORATION UNIT LITTLEFIELD FEDERAL "BO" #6
2150' FWL & 423' FSL SEC. 34, T26S, R29E
EDDY COUNTY, NM



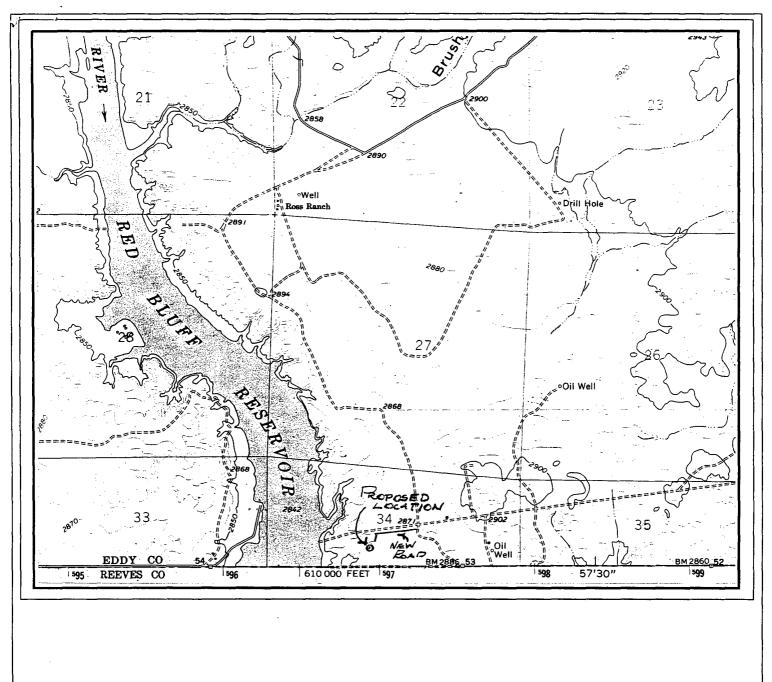


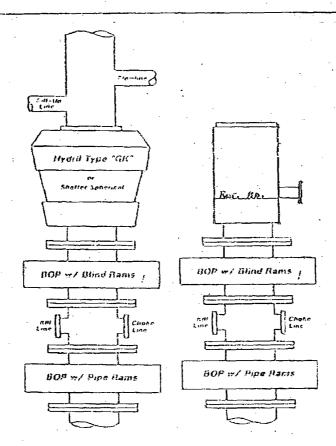


EXHIBIT "D"

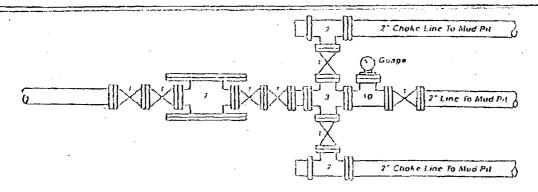
TOPOGRAPHIC PLAT

LITTLEFIELD FEDERAL "BO" #6 2150' FWL & 423' FSL SEC. 34, T26S, R29E EDDY COUNTY, NM

BLOWOUT PREVENTER - 3000 psi



A firstre will be installed on the closing line to the Hydelf.
This valve will be on a short impole next to the Hydelf.
The closing line must be equipped m/ a fi-3000 not NP plug valve on the impole into the Hydelf.



Legend

- 1, 2" Hanged all steel valve must be either Cameron 'F Mathburton Low Torque, or Shatter Flo-Scal
- 2. Manged adjustable choics, end, 11 full opening & counted or / hard from.
- 3 A's 2" Hanged steel cons
- 6 At Harman stanting
- 5 4" Hanned all stock entre (Fyne as in na. 1)
- 6. Uniting speal w/ 2" n 4" thoughd steel outlet
- F Delling sagat = / 2" s 2" Hagged outles
- B 2" + 2" Honged steet cross.
- 9. A pressure outrained gala before
- 10 2" Hanned stocking

EXHIBIT E

BOP ARRANGEMENT ROD-RIC DRILLING -- RIG 9 OR 10



NEW MEXICO ENERGY, MINERALS and NATURAL RESOURCES DEPARTMENT

BILL RICHARDSON
Governor

January 30, 2004

Lori Wrotenbery
Director
Oil Conservation Division

Joanna Prukop Cabinet Secretary GP II Energy, In-

GP II Energy, Inc. P. O. Box 50682 Midland, Texas 79710

RECEIVED

FEB 2 8 2004

Attention:

Joe L. Compton

OCD-ARTESIA

Administrative Order NSP-1869

Dear Mr. Compton:

Reference is made to the following: (i) your application dated December 18, 2003 (administrative application reference No. pLR0-336532092), which was received by the New Mexico Oil Conservation Division ("Division") in Santa Fe on December 30, 2003; and (ii) the Division's records in Santa Fe: all concerning GP II Energy, Inc.'s request for a non-standard 24.54-acre oil spacing and proration unit consisting of the following acreage in the Undesignated Brushy Draw-Delaware Pool (8080):

EDDY COUNTY, NEW MEXICO TOWNSHIP 26 SOUTH, RANGE 29 EAST, NMPM

Irregular Section 34:

Lot 10.

This application has been duly filed under the provisions of Division Rule 104.D (2), revised by Division Order No. R-11231, issued by the New Mexico Oil Conservation Commission in Case No. 12119 on August 12, 1999.

It is our understanding this unit is to be dedicated to GP II Energy Inc.'s proposed Littlefield "BO" Federal Well No. 6 to be drilled at a standard oil well location 423 feet from the South line and 2150 feet from the West line of irregular Section 34.

By the authority granted me under the provisions of Division Rule 104.D (2) (b), as revised, the above-described 24.54-acre non-standard Delaware oil spacing and proration unit is hereby approved. Further, in accordance with Division Rule 104.G (1), as revised, GP II Energy, Inc. is permitted to produce the allowable assigned this 24.54-acre unit (0.614 acreage factor) from this well.

Sincerely,

Lori Wrotenbery

Director

LW/mes

cc: New Mexico Oil Conservation Division - Artesia

U. S. Bureau of Land Management - Carlsbad