RECEIVED

Barn

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

Form 3160-3

NOV 1 0 2003

(August 1999) OCD-ARTESIA

UNITED STATES

DEPARTMENT OF THE INTERIOR

BUREAU OF LAND MANAGEMENT

5.	Lease Serial No.

NM-21012

0

OMB No. 1004-0136

Expires November 30, 2000

6. If Indian, Allottee or Tribe Name

APPLICATION FOR PERIVIT TO DI	RILL OR REENTER		Not Applica	ble
1a. Type of Work: X DRILL REI	ENTER		7. If Unit or CA Agreement, Not Applica	
b. Type of Well: Oil Well Gas Other Well	Single Zone	Multiple Zone	8. Lease Name and Well No. Federal HQ #2	
2. Name of Operator			9. API Well No.	
Yates Petroleum Corporation			30-015-310	786
3A. Address 105 South Fourth Street	3b. Phone No. (include area code	2)	Field and Pool, or Explora	itory
Artesia, New Mexico 88210	(505) 748-147	1	Wildcat Mississippia	n
4. Location of Well (Report location clearly and in accordance with any	State requirements.*)		11. Sec., T., R., M., or Blk, at	nd Survey or Area
At surface 860' FSL an	id 760' FWL			
At proposed prod. Zone same a		Section 5, T21S-R22E		
14. Distance in miles and direction from nearest town or post office*	:	12. County or Parish	13. State	
46 miles Southwest of Artesia, New Mexico			Eddy	NM
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 320.00	17. Spacing Un	it dedicated to this well 320 S/2	
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1/2 mile	19. Proposed Depth 8500'	I		
21. Elevations (Show whether DF, KDB, RT, GL, etc.)	22. Approximate date work will:	ate work will start* 23. Estimated duration		
4329' ASAP		30 Days		
	24. Attachments	ROSWEI	L CONTROLLED WATE	R BASIN
The following, completed in accordance with the requirements of Onshor	e Oil and Gas Order No. 1, shall be	attached to this	form:	
1. Well plat certified by a registered surveyor.		•	unless covered by an existing be	ond on file (see
 A Drilling Plan. A Surface Use Plan (if the location is on National Forest System Lands, the Operator certification. 				
3. A Surface Use Plan (if the location is on National Forest System Land	fication.			
SUPO shall be filed with the appropriate Forest Service Office.	6. Such other sit authorized off	•	ation and/or plans as may be req	uired by the

25. Signature Name (Printed/Typed)
Cy Cowan 9/29/03

Title:

Regulatory Agent

Approved by (Signature) /s/ Joe G. Lara Name (Printed/Typed) /s/ Joe G. Lara

/s/ Joe G. Lara 6 NOV 2008

ACTINGFIELD MANAGER CARLSBAD FIELD OFFICE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

APPROVAL FOR 1 YEAR

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

PREVIOUSLY APPROVED

APPROVAL SUBJECT TO
GENERAL REQUIREMENTS
AND SPECIAL STIPULATIONS
ATTACHED

District F.

1625 N. French Dr., Hobbs, NM 88240

State of New Mexico Energy, Minerals & Natural Resources Department

Form C-102 Revised August 15, 2000

District.II

OIL CONSERVATION DIVISION

Submit to Appropriate District Office

811 South First, Artesia, NM 88210 District III

⁴ Property Code

7 OGRID No.

025575

1220 South St. Francis Dr.

1000 Rio Brazos Rd., Aztec, NM 87410

State Lease - 4 Copies

Fee Lease - 3 Copies

Well Number

2

⁹ Elevation

4329'

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

¹ API Number

Santa Fe, NM 87505

⁵ Property Name

Federal HQ

⁸ Operator Name

Yates Petroleum Corporation

² Pool Code

AMENDED REPORT WELL LOCATION AND ACREAGE DEDICATION PLAT

³ Pool Name Wildcat Mississippian

					¹⁰ Surface	Location			
UL, or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
M	5	215	22E		860	South	760	West	Eddy
¹¹ Bottom Hole Location If Different From Surface									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
<u> </u>									CICN
12 Dedicated Acres	13 Joint o	r Infill 14	Consolidation	Code 15 C	order No.	r			SIGIA
320									HERE
NO ALLOW	NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION 17 OPERATOR CERTIFIC ATION.								
							i i	certify that the information complete to the best of the	18/18/2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
							Signature Cy C: Printed Na Regul Title	owan Indony Agent	
	·						Date	/2003	
NM - 2101	2						l hereby : was plott me or un and corre	CVEYOR CERT certify that the well locat ed from field notes of act der my supervision, and ect to the best of my belie TO ORIGINAL PLAT	ion shown on this plat rual surveys made by that the same is true
760° ———(860,							and Seal of Professional Sur	veyor.

District i

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1625 N. French Dr., Hobbs, NM 88249

District II

811 South First, Artesia, NM 88210

District III

1000 Rio Brazos Rd., Aztec, NM 87419

District IV

2040 South Pacheco, Santa Fe, NM 87505

Property Code

OGRID No.

025575

API Number

State of New Mexico Energy, Minerals & Natural Resources

Revised March 17, 1999

OIL CONSERVATION DIVISION 2040 South Pacheco Santa Fe. NM 87505 Submit to Appropriate District Office

State Lease - 4 Copies

Form C-102

Fee Lease - 3 Copies

WELL LOCATION AND ACREAGE DEDICATION PLAT

Property Name

PEDERAL HQ

AMENDED REPORT

AMENDED REPORT

Property Name

Wildcat Mississippian

Well Number

2

Operator Name Elevation
YATES PETROLEUM CORPORATION 4329.

10 Surface Location Feet from the North/South line Feet from the East/West line UL or lot no. Lot Ida Section Township Range County M 21-S 22-E 860 SOUTH 760 WEST **EDDY** 11 Bottom Hole Location If Different From Surface

UL or lot no. Section Township Range Lot Idn Feet from the North/South line Feet from the East/West line County

Dedicated Acres

Joint or Infill Consolidation Code County

Order No.

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL AL INTERESTS HAVE BEEN CONSOLIDATED OR A

	MON-31 AINL	DARD UNIT HAS BEE	N AFFROVED BI II	IE DI VISION
16				"OPERATOR CERTIFICATION
				I hereby certify that the information contained herein is true and
				complete to the best of my knowledge and belief
				Ces Coven
				00/0000
				Signature Cy Cowan
				Princed Name Regulatory Agent
				Title January 18, 2000
				Date
				18SURVEYOR CERTIFICATION
				I hereby certify that the well location shown on this plat was
				ploned from field notes of actual surveys made by me
NM-	171817			or under my supervision, and that the same is true and correct
NN1	121012			
				to the best of my belief.
				DECOMER R. R.F. D 2000
•	į			Date of Survey W MEX/ Signature and Setable professional by Perc
/				
760'				5412 BURNES AND SURVES
ω				MANTER
ورحور الجزيدات الماكا	in Terretain de la completa de la c La completa de la co		Section to the most of the property of the con-	CONMARKAPS NO. 5412

YATES PETROLEUM CORPORATION

Federal HQ #2 860' FSL and 760' FWL Section 5-T21S-R22E Eddy County, New Mexico

1. The estimated tops of geologic markers are as follows:

Glorieta	1460'
Tubb	2890'
Abo	3530'
Wolfcamp	4370'
Cisco	6320'
Strawn	7620'
Atoka	7820'
Morrow	8170'
Chester	8380'
TD	8500'

2. The estimated depths at which anticipated water, oil or gas formations are expected to be encountered:

Water:

250'-350'

Oil or Gas: All potential zones.

3. Pressure Control Equipment: BOPE will be installed on the 8 5/8" casing and rated for 3000 BOP systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout Preventor controls will be installed prior to drilling the surface plug and will remain in use until the well is completed or abandoned. Preventors will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. See Exhibit B.

Auxiliary Equipment:

- A. Auxiliary Equipment: Kelly cock, pit level indicators, flow sensor equipment and a sub with full opening valve to fit the drill pipe and collars will be available on the rig floor in the open position at all times for use when kelly is not in use.
- 4. THE PROPOSED CASING AND CEMENTING PROGRAM:
 - A. Casing Program: (All New)

Hole Size	Casing Size	Wt./Ft	<u>Grade</u>	Coupling	<u>Interval</u>	Length
17 ½"	13 3/8"	48#	H-40	ST&C	0-350	350'
12 ¼"	8 5/8"	24#	J-55	LT&C	0-15001/8501	1500 1850
7 7/8"	5 ½"	17#	J-55	LT&C	0-100'	100'
7 7/8"	5 ½"	15.5#	J-55	LT&C	100'-6800'	6700'
7 7/8"	5 ½"	17#	S-95	Lt&C	6800'-8500'	1700'

Minimum Casing Design Factors: Collapse 1.125, Burst 1.0, Joint Strength 1.8

Federal HQ #2

Page 2

B. CEMENTING PROGRAM:

Surface casing: 400 sx "C" + 2% CaCL2 (YLD 1.32 WT 15.6).

WITNESS latermediate Casing: 750 sx Lite (YLD 2.0 WT 12.2). Tail in w/200 sx "C" + 2% WITNESS

CACL2 (Yld 1.32 Wt. 15.6).

Production Casing: TOC=4200', 775 sx Super "C" modified (Yld 1.63 wt. 13.0).

5. MUD PROGRAM AND AUXILIARY EQUIPMENT:

<u>Interval</u>	Type	<u>Weight</u>	<u>Viscosity</u>	Fluid Loss
0-350'	Freshwater Air Mist	8.4	28	N/C
350'- <u>15</u> 00" <i>185</i> 0 '	Freshwater Air Mist	8.4	28	N/C
/855 ′ 1500'-7600'	Cut Brine	8.6-9.2	28	N/C
7600'-TD	Salt Gel/Starch	9.2-9.8	32-38	<10cc

Sufficient mud material(s) to maintain mud properties, control lost circulation and contain a blow out will be available at the well site during drilling operations. Mud will be checked hourly by rig personnel.

6. EVALUATION PROGRAM:

Samples: 10' samples out from under surface casing.

Logging: CNL/LDT, DLL w/RXD - TD to casing

Coring: None

DST's: As warranted.

7. ABNORMAL CONDITIONS, BOTTOM HOLE PRESSURE, AND POTENTIAL HAZARDS:

Anticipated BHP:

From: 0 TO: 350' Anticipated Max. BHP: 175 PSI From: 350' TO: 1500' Anticipated Max. BHP: 750 PSI From: 2050' TO: 8500' Anticipated Max. BHP: 3900 PSI

No abnormal pressures or temperatures are anticipated.

Lost Circulation Zones Anticipated: None

H2S Zones Anticipated: None Anticipated

8. ANTICIPATED STARTING DATE:

Plans are to drill this well as soon as possible after receiving approval. It should take approximately 20 days to drill the well with completion taking another 15 days.

MULTI-POINT SURFACE USE AND OPERATIONS PLAN YATES PETROLEUM CORPORATION

Federal HQ #2 860' FSL and 760' FWL Section 5,-T21S-R22E Eddy County, New Mexico

This plan is submitted with Form 3160-3, Application for Permit to Drill, covering the above described well. The purpose of this plan is to describe the location of the proposed well, the proposed construction activities and operations plan, the magnitude of the surface disturbance involved and the procedures to be followed in rehabilitating the surface after completion of the operations, so that a complete appraisal can be made of the environmental effect associated with the operations.

1. EXISTING ROADS:

Exhibit A is a portion of the BLM map showing the well and roads in the vicinity of the proposed location. The proposed wellsite is located approximately 46 miles Southwest of Artesia, New Mexico and the access route to the location is indicated in red and green on Exhibit A.

DIRECTIONS:

Go south of Artesia of Highway 285 for approximately 19 miles to Seven Rivers. Turn West on White Pine Road and go to the Marathon Plant Road. CR 401. Turn west on 401 and go 8 miles to CR 400 (old Car Body here) turn right on CR 400 and go approx. 8 miles. After crossing draw an old metal sign will be on the right. Turn right on lease road and 2.2 miles. Turn right here on lease road and go .4 miles to a gate. From here go 1.1 miles. Turn left and go approx. .5 of a mile to the Federal HQ #1. The new road will start going from the southwest corner of the HQ #1 for approx. .3 of a mile the road will then turn right and go approx. .1 of a mile to the southeast corner of the proposed well location.

2. PLANNED ACCESS ROAD:

- A. The proposed new access will be approximately .4 of a mile in length from point of origin to the southeast of the drilling pad. The road will lie in an east to west direction.
- B. The new road will be 14 feet in width (driving surface) and will be adequately drained to control runoff and soil erosion.
- C. The new road will be bladed with drainage on one side. Some traffic turnouts will be built.
- D The route of the road is visible.
- E Existing roads will be maintained in the same or better condition.

3. LOCATION OF EXISTING WELL:

- A. There is drilling activity within a one-mile radius of the wellsite.
- B. Exhibit D shows existing wells within a one-mile radius of the proposed wellsite.

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

- A. There are production facilities on this lease at the present time.
- B. In the event that the well is productive, the necessary production facilities will be installed on the drilling pad. If the well is productive oil, a gas or diesel self-contained unit will be used to provide the necessary power. No power will be required if the well is productive of gas.

5. LOCATION AND TYPE OF WATER SUPPLY:

A. It is planned to drill the proposed well with a fresh water system. The water will be obtained from commercial sources and will be hauled to the location by truck over the existing and proposed roads shown in Exhibit A.

6. SOURCE OF CONSTRUCTION MATERIALS:

Dirt contractor will locate nearest pit and obtain any permits and materials needed for construction.

7. METHODS OF HANDLING WASTE DISPOSAL:

A. Drill cuttings will be disposed of in the reserve pits.

B. Drilling fluids will be allowed to evaporate in the reserve pits until the pits are dry.

C. Water produced during operations will be collected in tanks until hauled to an approved disposal system, or separate disposal application will be submitted.

D. Oil produced during operations will be stored in tanks until sold.

E. Current laws and regulations pertaining to the disposal of human waste will be complied with.

F. All trash, junk, and other waste materials will be contained in trash cages or bins to prevent scattering and will be removed and deposited in an approved sanitary land fill. Burial on site is not approved.

8. ANCILLARY FACILITIES:

None

9. WELLSITE LAYOUT:

- A. Exhibit C shows the relative location and dimensions of the well pad, the reserve pits, the location of the drilling equipment, rig orientation and access road approach.
- B. The reserve pits will be plastic lined.
- C. A 400' x 400' area has been staked and flagged.

10. PLANS FOR RESTORATION:

- A. After finishing drilling and/or completion operations, all equipment and other material not needed for further operations will be removed. The location will be cleaned of all trash and junk to leave the wellsite in as aesthetically pleasing a condition as possible.
- B. Unguarded pits, if any, containing fluids will be fenced until they have dried and been leveled.
- C. If the proposed well is non-productive, all rehabilitation and/or vegetation requirements of the Bureau of Land Management will be complied with and will be accomplished as expeditiously as possible. All pits will be filled level after they have evaporated and dried.
- 11. SURFACE OWNERSHIP: Federal Surface, Administered by Bureau of Land Management, Carlsbad, New Mexico.

Federal HQ #2

Page 3

12. OTHER INFORMATION:

- A. Topography: Refer to the existing archaeological report for a description of the topography, flora, fauna, soil characteristics, dwellings, historical and cultural sites.
- B. The primary surface use is for grazing.

13. OPERATOR'S REPRESENTATIVE:

A. Through A.P.D. Approval:

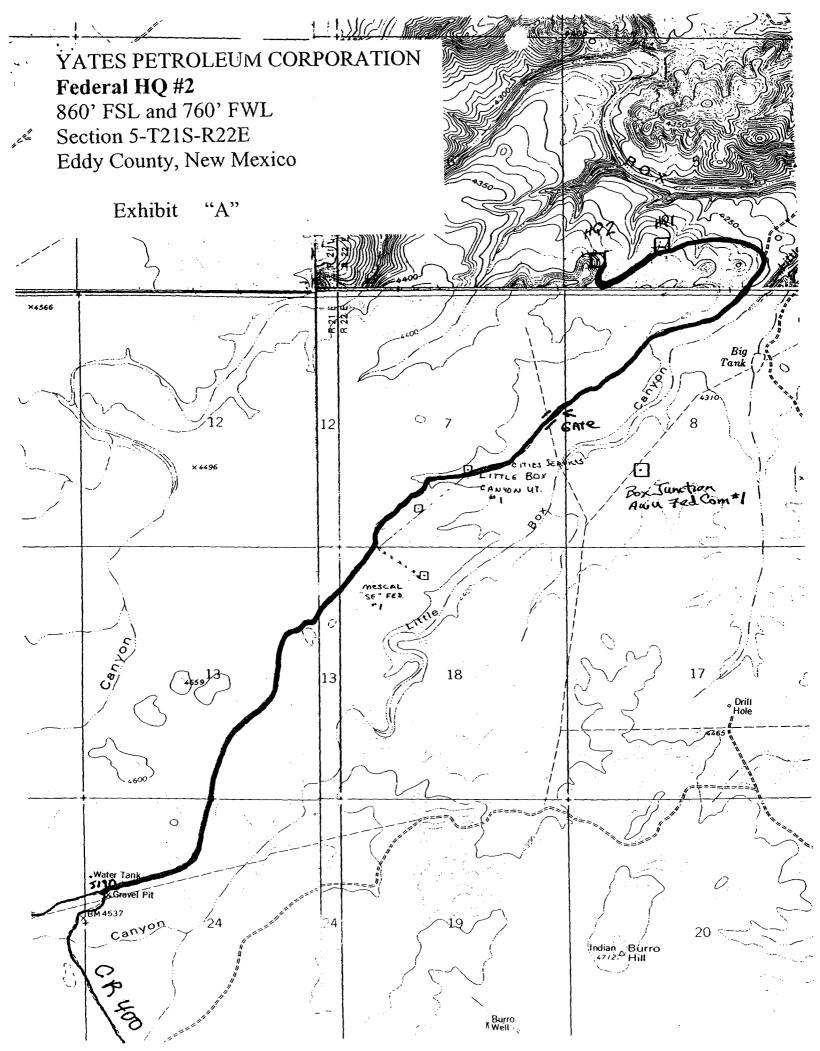
Cy Cowan, Regulatory Agent Yates Petroleum Corporation 105 South Fourth Street Artesia, New Mexico 88210 Phone (505) 748-1471 B. Through Drilling Operations, Completions and Production: Pinson McWhorter, Operations Manager Yates Petroleum Corporation 105 South Fourth Street Artesia, New Mexico 88210 Phone (505) 748-1471

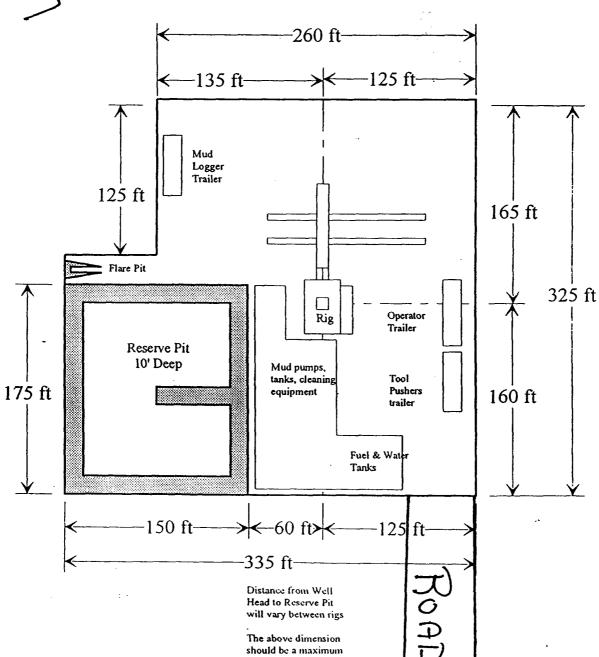
14. CERTIFICATION:

I hereby certify that I, or persons under my direct supervision, have inspected the property drill site and access route, that I am familiar with the conditions which presently exist the the statements made in this plan are to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Mates Petroleum Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is the provisions of 18 U.S.C. 1001 for the filing of a false statement.

9/29/03

Regulatory Agent



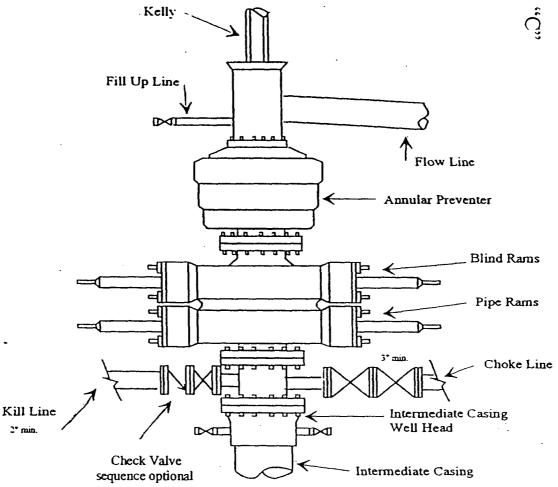




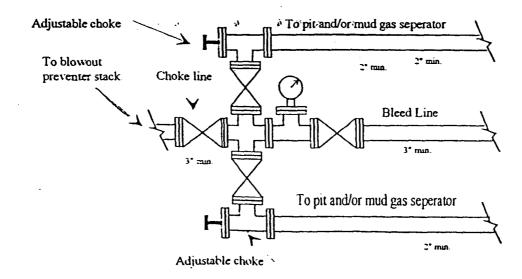
Yates Petroleum Corporation

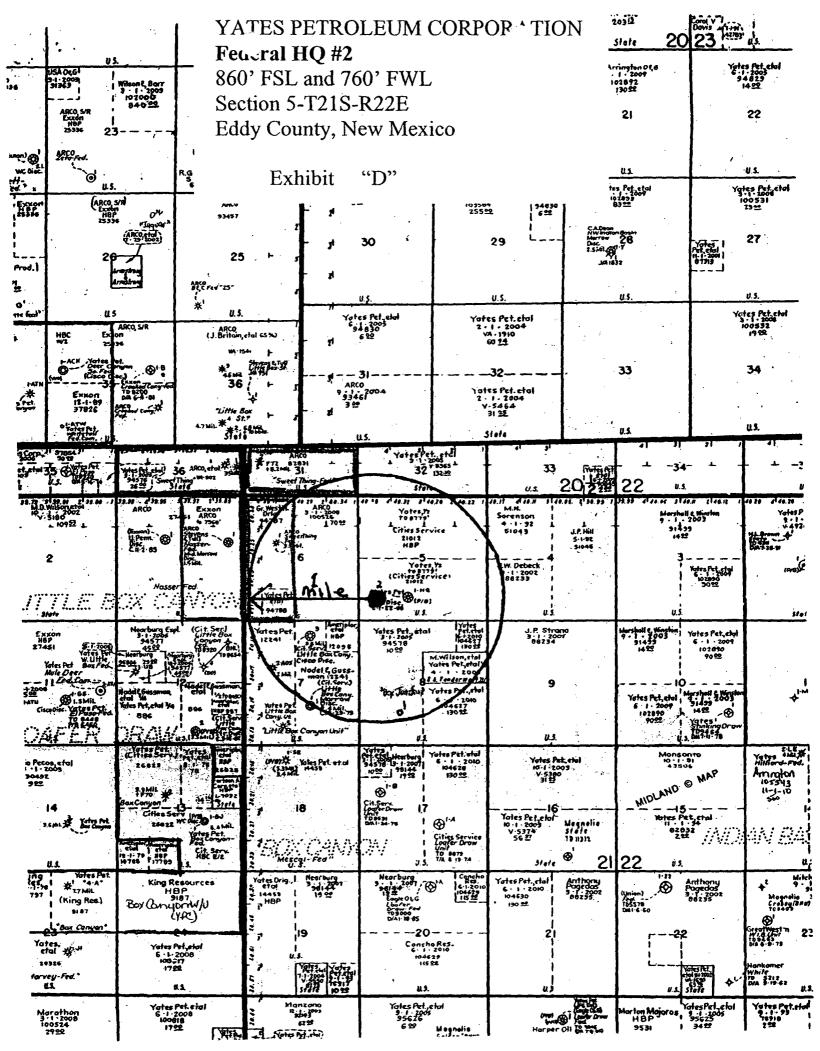
Typical 3,000 psi Pressure System
Schematic
Annular with Double Ram Preventer Stack

dy County, New Mexico

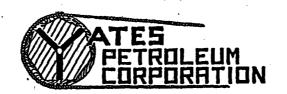


Typical 3,000 psi choke manifold assembly with at least these minimum features





MARTIN YATES, III 1912 - 1985 FRANK W. YATES 1936 - 1986



105 SOUTH FOURTH STREET ARTESIA, NEW MEXICO 88210 TELEPHONE (505) 748-1471

S. P. YATES
CHAIRMAN OF THE BOARD
JOHN A. YATES
PRESIDENT
PEYTON YATES
EXECUTIVE VICE PRESIDENT
RANDY G. PATTERSON
SECRETARY
DENNIS G. KINSEY
TREASURER

STATEMENT ACCEPTING RESPONSIBILITY FOR OPERATIONS

The undersigned accepts all applicable terms, conditions, stipulations, and restrictions concerning operations conducted on the leased land or portion thereof, as described below:

Lease No.: NM-21012

Bond Coverage: Individually Bonded

NM-2811

Legal Description of Land:

Federal HQ #2 860' FSL and 760' FWL S/2 Section 5, T21S-R22E Eddy County, New Mexico

Formation(s) (if applicable):

N/A

Date: October 20, 2003

YATES PETROLEUM CORPORATION

Regulatory Agent

BLM Bond File No.: