

Submit 1 Copy To Appropriate District Office
 District I
 1625 N. French Dr., Hobbs, NM 88240
 District II
 1301 W Grand Ave., Artesia, NM 88210
 District III
 1000 Rio Brazos Rd., Aztec, NM 87401
 District IV
 1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 October 13, 2009

RECEIVED
 CONSERVATION DIVISION
 JUN 04 2010
 HOBSOCD

1220 South St. Francis Dr.
 Santa Fe, NM 87505

WELL API NO. ✓ 30-025-39654
5. Indicate Type of Lease STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name Merit ✓
8. Well Number 003 ✓
9. OGRID Number 873 ✓
10. Pool name or Wildcat House-Blinebry, House-Tubb & House-Drinkard Pools ✓

SUNDRY NOTICES AND REPORTS ON WELLS
 (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
Apache Corporation ✓

3. Address of Operator
6120 S. Yale, Suite 1500, Tulsa, Oklahoma 74136

4. Well Location
 Unit Letter: O 37 feet from the South line and 2260 feet from the East line
 Section: 11 Township: 20 South Range: 38 East NMPM Lea County ✓

11. Elevation (Show whether DR, RKB, RT, GR, etc.)
3572 GR

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	CHANGE PLANS <input checked="" type="checkbox"/>	COMMENCE DRILLING OPNS. <input type="checkbox"/>	P AND A <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	MULTIPLE COMPL <input type="checkbox"/>	CASING/CEMENT JOB <input type="checkbox"/>	
DOWNHOLE COMMINGLE <input type="checkbox"/>			
OTHER: <input type="checkbox"/>		OTHER: <input type="checkbox"/>	

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

The original APD for the Merit Well No. 3 was approved by the Division on 1/26/2010. The well was originally to be drilled as a directional well at a surface location 313' FSL & 1705' FEL (O) and a bottomhole location 380' FSL & 2260' FEL (O) in Section 11, T-20 South, R-38 East.

Apache Corporation hereby requests approval of an amended surface and bottomhole well location as follows:

* Surface Location: 37' FSL & 2260' FEL (Unit O) *
 Bottomhole Location: 330' FSL & 2310' FEL (Unit O)

As originally permitted, the Merit No. 3 will be completed in the House-Blinebry (33230), House-Tubb (78760) and House-Drinkard (33250) Pools.

Attached is new C-102 Acreage Dedication Plats showing the amended well location and pool completion data.

Spud Date: Rig Release Date:

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

SIGNATURE David Catanach TITLE: Agent for Apache Corporation DATE 6/2/2010

Type or print name David Catanach E-mail address: drctanach@netscape.com PHONE: (505) 690-9453

For State Use Only

APPROVED BY: [Signature] TITLE PETROLEUM ENGINEER DATE JUN 07 2010

Conditions of Approval (if any): [Signature]