



FRANKLIN MOUNTAIN ENERGY

Before the Oil Conservation Division
Examiner Hearing October 5th, 2020

Compulsory Pooling

Case No. 23830: Satellite State Com 702H
Satellite State Com 802H

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

IN THE MATTER OF THE APPLICATION OF

**FRANKLIN MOUNTAIN ENERGY 3, LLC
FOR COMPUSLORY POOLING AND NOTICE
OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO.**

CASE NO. 23830

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COMPULSORY POOLING APPLICATION CHECKLIST**ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS**

Case: 23830	APPLICANT'S RESPONSE
Date	October 5, 2023
Applicant	Franklin Mountain Energy 3, LLC
Designated Operator & OGRID (affiliation if applicable)	Franklin Mountain Energy 3, LLC OGRID No. 331595
Applicant's Counsel:	Modrall, Sperling, Roehl, Harris, & Sisk, P.A.
Case Title:	Application of Franklin Mountain Energy 3, LLC for Compulsory Pooling and Notice of Overlapping Spacing Unit, Lea County, New Mexico.
Entries of Appearance/Intervenors:	None.
Well Family	Satellite State
Formation/Pool	
Formation Name(s) or Vertical Extent:	Wolfcamp
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	Wolfcamp
Pool Name and Pool Code:	Airstrip; Wolfcamp Pool (Code 970)
Well Location Setback Rules:	State-Wide Rules Apply to Each Pool
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	360-acres
Building Blocks:	40-Acres
Orientation:	North/South
Description: TRS/County	E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico.
Standard Horizontal Well Spacing Unit (Y/N), If No, describe <u>and is approval of non-standard unit requested in this application?</u>	Yes.
Other Situations	
Depth Severance: Y/N. If yes, description	N/A
Proximity Tracts: If yes, description	N/A
Proximity Defining Well: if yes, description	N/A
Applicant's Ownership in Each Tract	See Exhibit B.5
Well(s)	
Name & API (if assigned), surface and bottom hole location, footages, completion target, orientation, completion status (standard or non-standard)	Add wells as needed
Well #1: Satellite State Com 702H	API (Not yet assigned) SHL: 1065' FNL & 2270' FWL, Section 36, T18S, R34E BHL: 130' FNL & 2300' FWL, Section 24, T18S, R34E Completion Target: Wolfcamp A (Approx. 10,924' TVD)

Exhibit A

Well #2: Satellite State Com 802H	API (Not yet assigned) SHL: 1065' FNL & 2220' FWL, Section 36, T18S, R34E BHL: 130' FNL & 1660' FWL, Section 24, T18S, R34E Completion Target: Wolfcamp B (Approx. 11,597' TVD)
Horizontal Well First and Last Take Points	See Exhibit B.4
Completion Target (Formation, TVD and MD)	See Exhibit B.7
AFE Capex and Operating Costs	
Drilling Supervision/Month \$	\$9,000.00
Production Supervision/Month \$	\$900.00
Justification for Supervision Costs	See Exhibit B Paragraph 31
Requested Risk Charge	200%
Notice of Hearing	
Proposed Notice of Hearing	Exhibit B.10
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit B.10
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit B.10
Ownership Determination	
Land Ownership Schematic of the Spacing Unit	Exhibit B.5
Tract List (including lease numbers and owners)	Exhibit B.5
If approval of Non-Standard Spacing Unit is requested, Tract List (including lease numbers and owners) of Tracts subject to notice requirements.	N/A
Pooled Parties (including ownership type)	See Exhibit B.5 & Exhibit B.9
Unlocatable Parties to be Pooled	See Exhibit B.5 & Exhibit B.9
Ownership Depth Severance (including percentage above & below)	N/A
Joinder	
Sample Copy of Proposal Letter	Exhibit B.7
List of Interest Owners (ie Exhibit A of JOA)	Exhibit B.5
Chronology of Contact with Non-Joined Working Interests	Exhibit B.6
Overhead Rates In Proposal Letter	Exhibit B.7
Cost Estimate to Drill and Complete	Exhibit B.8
Cost Estimate to Equip Well	Exhibit B.8
Cost Estimate for Production Facilities	Exhibit B.8
Geology	
Summary (including special considerations)	Exhibit C
Spacing Unit Schematic	Exhibit C.1
Gunbarrel/Lateral Trajectory Schematic	Exhibit C.1
Well Orientation (with rationale)	Exhibit C.11
Target Formation	Exhibit C.3 to C.6 & Exhibit C.7 to C.9
HSU Cross Section	Exhibit C.5 & Exhibit C.9
Depth Severance Discussion	N/A
Forms, Figures and Tables	

Tracts	Exhibit B.5
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit B.5
General Location Map (including basin)	Exhibit C.1
Well Bore Location Map	Exhibit C.2
Structure Contour Map - Subsea Depth	Exhibit C.3 & Exhibit C.7
Cross Section Location Map (including wells)	Exhibit C.4 & Exhibit C.8
Cross Section (including Landing Zone)	Exhibit C.5 & Exhibit C.9
Additional Information	
Special Provisions/Stipulations	N/A
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Deana M. Bennett
Signed Name (Attorney or Party Representative):	/s/ Deana M. Bennett
Date:	10/3/2023

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

**APPLICATIONS OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING
AND NOTICE OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO.**

**CASE NOS. 23829 & 23830
(Satellite W/2 Wolfcamp)**

SELF AFFIRMED DECLARATION OF DON JOHNSON

Don Johnson hereby states and declares as follows:

1. I am over the age of 18, I am a landman for Franklin Mountain Energy 3, LLC (“Franklin”), and I have personal knowledge of the matters stated herein. I have previously testified before the Oil Conservation Division (“Division”) and my credentials as an expert petroleum landman were accepted by the Division as a matter of record.
2. My area of responsibility at Franklin includes the area of Lea County in New Mexico.
3. I am familiar with the applications filed by Franklin in these cases, which are attached as **Exhibit B.1**.
4. I am familiar with the status of the lands that are subject to the applications.
5. I submit the following information pursuant to NMAC 19.15.4.12.A(1) in support of the above referenced applications.
6. The purpose of the applications is to force pool all uncommitted interests into the horizontal spacing units described below, and in the wells to be drilled in the units.

7. No opposition is expected because the interest owners being pooled have been contacted regarding the proposed wells, but have failed or refused to voluntarily commit their interests in the wells.

8. The spacing units and wells that Franklin is proposing in these cases are part of a comprehensive development plan, covering portions of multiple sections. Franklin's Development Overview is attached as **Exhibit B.2**. It is Franklin's intent to fully and efficiently develop all of the acreage included in its comprehensive development plan.

9. Exhibit B.2 identifies Franklin's plans to develop four well groups, the Gold wells, Satellite wells, Parallel wells, and the Cross wells. Exhibit B.2 also shows the overlapping areas between the four development areas. Franklin's acreage across these sections is identified by yellow shading.

10. As shown on Exhibit B.2, the Satellite wells and the Cross wells overlap in the N/2 of Section 36, Township 18 South, Range 34 East. Franklin's applications for the Satellite wells and the Cross wells identified on Exhibit B.2 included notice regarding the overlap of the units. There are no existing wells in Section 36 or existing units that encompass Section 36. However, to the extent notice to operators and working interest owners is required, Franklin satisfied the notice requirements of Rule 19.15.16.15(B)(9), which requires notice to "all operators and working interest owners of record or known to the applicant in the existing and new well's spacing units." Franklin's applications were sent to the working interest owners in each of the proposed Satellite and Cross units identified on Exhibit B.2. There are no operators of any wells in the N/2 of Section 36.

11. Franklin's overlapping development plans are intentionally designed to maximize the efficient production of hydrocarbons, prevent waste, and protect correlative rights. The plan

will allow oil and gas reserves located in the N/2 of Section 35 that could otherwise be unrecoverable due to drilling constraints and set-back requirements to be developed. Additionally, the proposed development will allow for consolidated well pads, facilities, and infrastructure, significantly minimizing surface disturbances and impacts to rangeland and habitat. Franklin has analyzed this concept internally, from both the drilling engineer perspective and reservoir engineer perspective, and Franklin's team has concluded that this layout will not result in waste or negatively impact correlative rights.

12. **Exhibit B.3** is a wellbore schematic showing Franklin's development plan for the Satellite wells, which involve Sections 24, 25 and 36, Township 18 South, Range 34 East. Franklin has submitted a total of four applications to cover these sections as follows: Case Nos. 23829 and 23830 (W/2 Wolfcamp wells) and Case Nos. 23831 and 23832 (E/2 Wolfcamp wells).

13. In these two cases, Franklin is proposing four Wolfcamp wells as follows: Case No. 23829—Satellite State Com 701H and Satellite State Com 801H (W/2/W/2) and Case No. 23830— Satellite State Com 702H and Satellite State Com 802H (E/2W/2).

14. In Case No. 23829, Franklin seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the W/2W/2 of Sections 24 and 25, and the NW/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico.

15. This spacing unit will be dedicated to the Satellite State Com 701H and Satellite State Com 801H wells, to be horizontally drilled.

16. In Case No. 23830, Franklin seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit

comprising the E/2W/2 of Sections 24 and 25, and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico

17. This spacing unit will be dedicated to the Satellite State Com 702H and Satellite State Com 802H wells, to be horizontally drilled.

18. Attached as **Exhibit B.4** are the proposed C-102s for the wells.

19. The C-102s identify the proposed surface hole locations and the bottom hole locations, as well as the first and last take points. The C-102s also identify the pool and pool code.

20. The wells will develop the AIRSTRIP; WOLFCAMP POOL [CODE 970].

21. This is an oil pool with 40-acre building blocks.

22. This pool is governed by the state-wide horizontal well rules.

23. The producing areas for the wells are expected to be orthodox.

24. There are no depth severances within the proposed spacing units.

25. **Exhibit B.5** includes a lease tract map outlining the units being pooled. Exhibit B.5 also includes a unit recapitulation for each unit.

26. I have conducted a diligent search of the public records in the county where the wells are located, and conducted phone directory and computer searches to locate contact information for parties entitled to notification, and mailed the unleased mineral interest owners well proposals, including an Authorization for Expenditure.

27. In my opinion, Franklin has made a good faith effort to obtain voluntary joinder of the unleased mineral interest owners in the proposed well.

28. **Exhibit B.6** is a summary of my contacts with the working interest owners.

29. **Exhibit B.7** are sample well proposal letters that were sent to all working interest owners. The proposal letters identify the proposed surface hole and bottom hole locations and approximate TVD/MD for the wells.

30. **Exhibit B.8** contains the Authorization for Expenditure for the proposed wells. The estimated costs of the wells set forth therein is fair and reasonable, and is comparable to the costs of other wells of similar depths and length drilled in this area of New Mexico.

31. Franklin requests overhead and administrative rates of \$9,000 month for drilling a well and \$900 month for a producing well. These rates are fair, and comparable to the rates charged by other operators for wells of this type in this area of Southeastern, New Mexico. Franklin requests that these rates be adjusted periodically as provided in the COPAS Accounting Procedure.

32. Franklin requests the maximum cost plus 200% risk charge be assessed against non-consenting unleased mineral interest owners.

33. Franklin requests that it be designated operator of the well.

34. The parties Franklin is seeking to pool were notified of this hearing.

35. Franklin seeks to pool overriding royalty interest owners, and they were also provided notice of this hearing.

36. **Exhibit B.9** is a list of the parties being pooled, for each case.

37. **Exhibit B.10** is an affidavit of notice prepared by counsel for Franklin that shows the parties who were notified of this hearing, the status of whether they received notice, and an affidavit of publication from the Hobbs News-Sun newspaper, showing that notice of this hearing was published on August 20, 2023.

38. The attachments to this declaration were prepared by me, or compiled from company business records, or were prepared at my direction.

39. In my opinion, the granting of this application is in the interests of conservation and the prevention of waste.

[Signature page follows]

I attest under penalty of perjury under the laws of the State of New Mexico that the information provided herein is correct and complete to the best of my knowledge and belief.

Dated: September 27, 2023



Don Johnson

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

**APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING
AND NOTICE OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO**

CASE NO. 23830

APPLICATION

Franklin Mountain Energy 3, LLC (“Franklin”), OGRID Number 331595, through its undersigned attorneys, hereby files this application with the Oil Conservation Division (“Division”) pursuant to the provisions of NMSA 1978, § 70-2-17, for an order pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. Franklin also hereby provides notice that the spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. In support of this application, Franklin states as follows:

1. Franklin has an interest in the subject lands and has a right to drill and operate a well thereon.
2. Franklin seeks to dedicate E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico to form a standard 360-acre, more or less, Wolfcamp horizontal spacing unit.

Exhibit B-1

3. Franklin plans to drill the **Satellite State Com 702H and Satellite State Com 802H wells** to a depth sufficient to test the Wolfcamp formation. The wells will be horizontally drilled, and the producing area for the wells is expected to be orthodox.

4. Franklin also hereby provides notice that the spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico.

5. Franklin sought, but has been unable to obtain, a voluntary agreement from all interest owners in the Wolfcamp formation underlying the proposed spacing unit to participate in the drilling of the wells or to otherwise commit their interests to the wells.

6. The pooling of all interests in the Wolfcamp formation underlying the proposed unit will prevent the drilling of unnecessary wells, prevent waste and protect correlative rights.

WHEREFORE, Franklin requests this application be set for hearing before an Examiner of the Oil Conservation Division on October 5, 2023 and after notice and hearing as required by law, the Division enter its order:

A. Pooling all uncommitted interests in the Wolfcamp formation underlying a horizontal spacing unit within the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico;

B. Approving, to the extent necessary, the proposed overlapping spacing unit;

C. Designating Franklin as operator of this unit and the wells to be drilled thereon;

D. Authorizing Franklin to recover its costs of drilling, equipping and completing the wells;

E. Approving actual operating charges and costs charged for supervision, together with a provision adjusting the rates pursuant to the COPAS accounting procedure; and

F. Setting a 200% charge for the risk involved in drilling and completing the wells in the event a working interest owner elects not to participate in the wells.

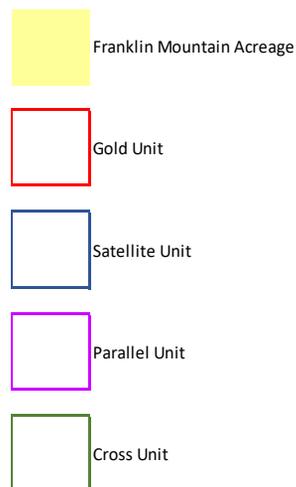
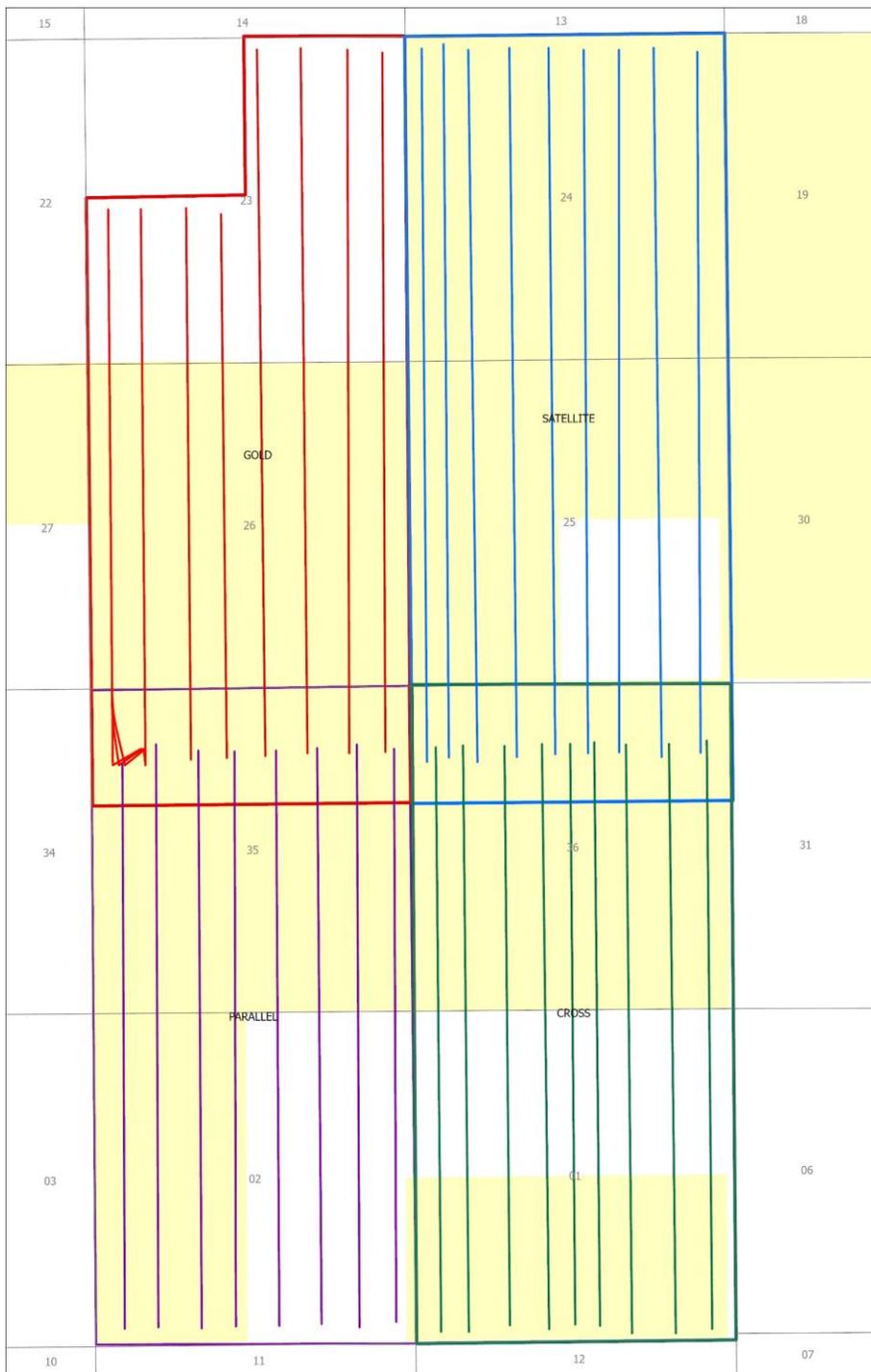
Respectfully submitted,

MODRALL, SPERLING, ROEHL, HARRIS
& SISK, P.A.

By: /s/ Deana M. Bennett
Earl E. DeBrine, Jr.
Deana M. Bennett
Post Office Box 2168
500 Fourth Street NW, Suite 1000
Albuquerque, New Mexico 87103-2168
Telephone: 505.848.1800
Attorneys for Applicant

CASE NO. 23830 : **Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico.** Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 702H and Satellite State Com 802H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

Field Development Overview



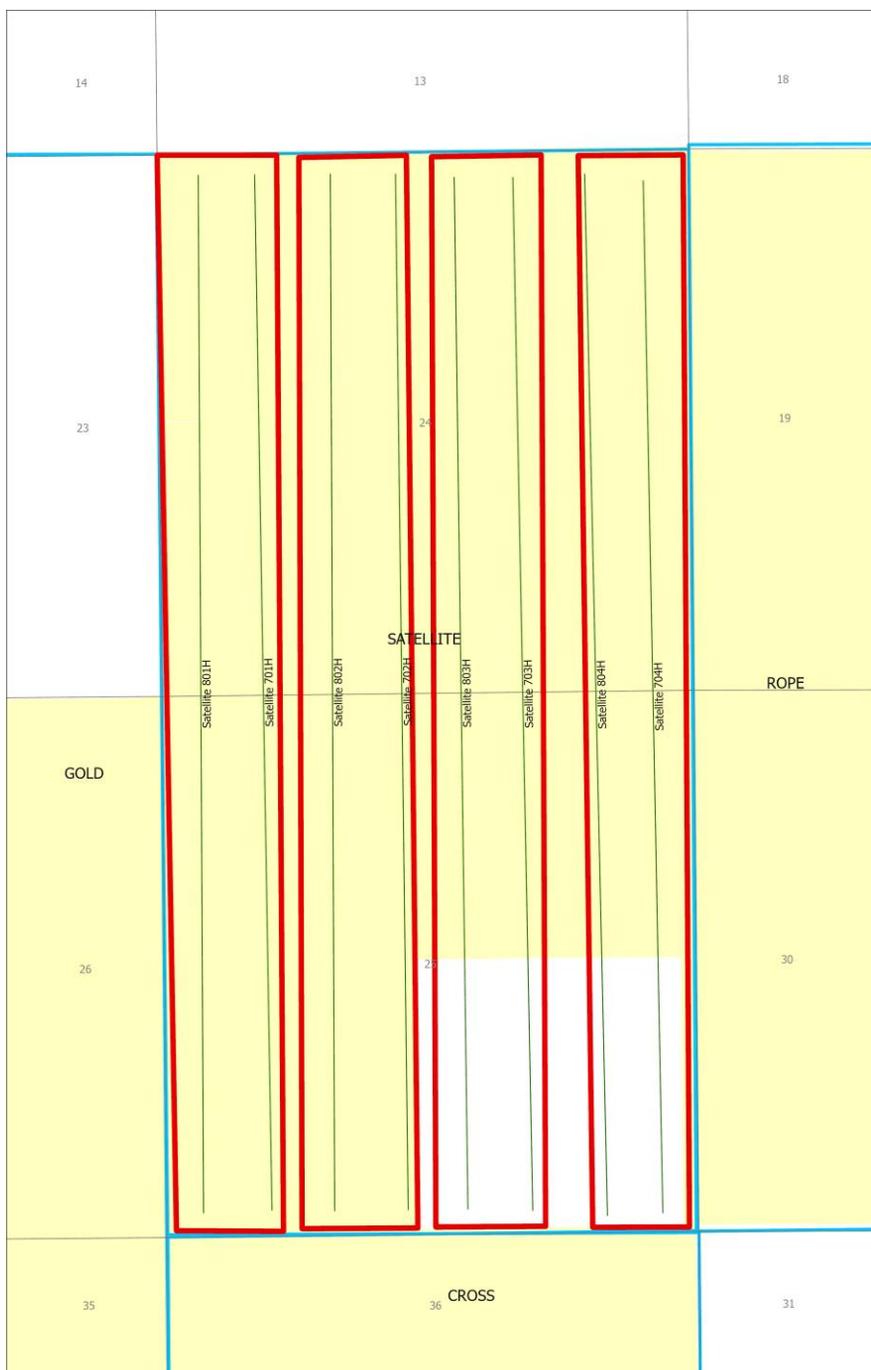
1 Mile

Exhibit B-2



Development Overview

Case Nos. 23829, 23830, 23831 & 23832



1 Mile

Exhibit B-3

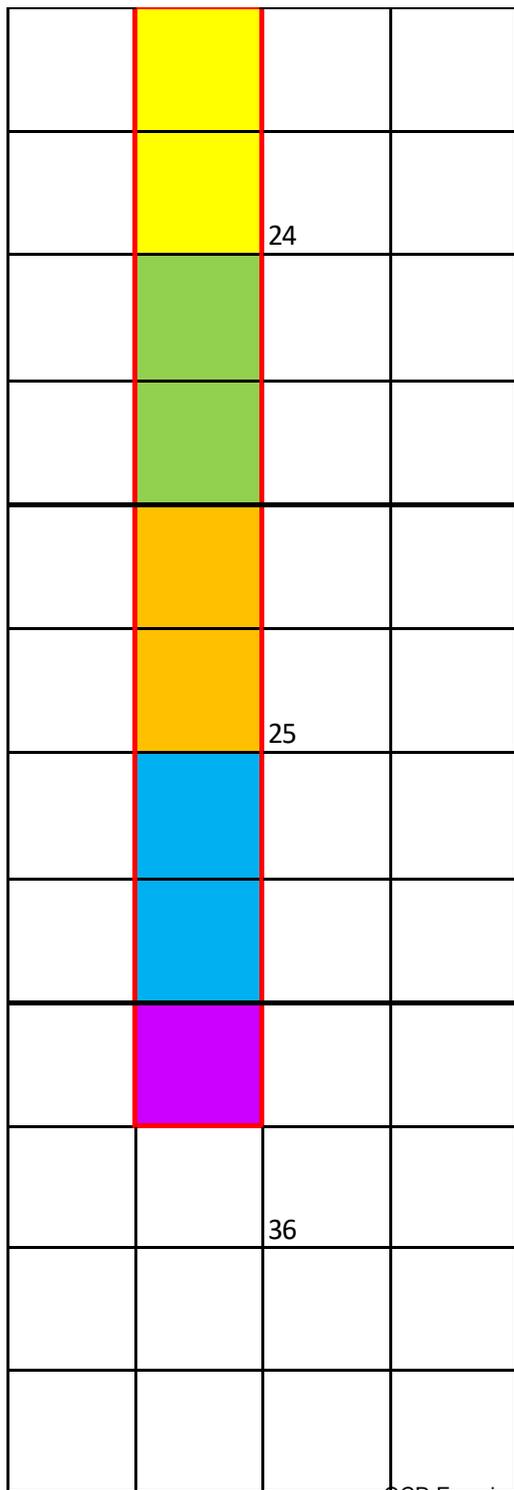
OCD Examiner Hearing 10-05-23

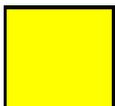
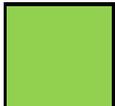
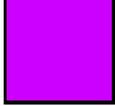
No. 23830

16



Lease Tract Map
Case No. 23830
E/2W/2 of Sections 24 & 25 NE/4NW/4 of Section 36 - T18S-R34E
360.00 Acres
Satellite State Com 702H
Satellite State Com 802H



-  Proposed Wolfcamp Unit
-  Tract 1 (80.00 Acres)
-  Tract 2 (80.00 Acres)
-  Tract 3 (80.00 Acres)
-  Tract 4 (80.00 Acres)
-  Tract 5 (40.00 Acres)

OCD Examiner Hearing (Open) **Exhibit B-5**

No. 23830



Summary of Interests
Case No. 23830
E/2W/2 of Sections 24 & 25 NE/4NW/4 of Section 36 -
T18S-R34E 360.00 Acres
Satellite State Com 702H
Satellite State Com 802H

Committed Working Interest	
Franklin Mountain Energy 3, LLC	86.111111%
Uncommitted Working Interest	
T.H. McElvain Oil & Gas, LLLP	13.888889%
Total:	100.000000%



Unit Recapitulation

Case No. 23830

E/2W/2 of Sections 24 & 25 NE/4NW/4 of Section 36 -T18S-R34E 360.00 Acres

Satellite State Com 702H

Satellite State Com 802H

Committed Working Interest	
Franklin Mountain Energy 3, LLC	86.111111%
Uncommitted Working Interest	
T.H. McElvain Oil & Gas, LLLP	13.888889%
Total:	100.000000%

		24	
		25	
		36	

Tract	Lease	%
1	VB-1876	22.2222%
2	VB-1877	22.2222%
3	VB-1049	22.2222%
4	VC-0809	22.2222%
5	LO-4883	11.1112%



Summary of Contacts (E/2W/2: Case Nos. 23830)

- Franklin retained a broker who conducted extensive title work to determine the working interest owners and other interest owners.
- Franklin searched public records, phone directory, and various different types of internet searches.
- Franklin sent well proposal letters to the working interest owners on or around July 18, 2023.
- Franklin proposed general terms of a Joint Operating Agreements (JOA) within the well proposal letters sent to working interest owners.
- Franklin had multiple communications with the uncommitted working interest owners, which I have outlined in the chart below.
- Franklin filed the application to force pool uncommitted working interest owners who had not entered in to an agreement.
- Franklin’s counsel sent notices of the force pooling applications to the addresses of record for the uncommitted interest owners and also for overriding royalty interest owners.
- Franklin also published notice in a newspaper of general circulation in the county where the wells will be located.

Name	Ownership Type	Date Proposal Letter Sent	Proposal Letter Received	Follow Up
T.H. McElvain Oil and Gas LLLP	WI	7/18/2023	7/20/2023	Communicating with TH McElvain, negotiating JOA



Sent via USPS: 9400109205568758357811

July 18, 2023

T.H. McElvain Oil & Gas LLLP
 1819 Denver West Drive, Suite 260
 Lakewood, CO 80401
 Attn: Land Dept, Permian Basin

RE: **Well Proposals**
 Township 18 South, Range 34 East
 Section 24: E2W2, Section 25: E2W2, Section 36: NENW
 Lea County, New Mexico
 360.00 acres, more or less

Dear Working Interest Owner:

Franklin Mountain Energy 3, LLC (“FME3”), as Operator, hereby proposes the drilling and completion of the following wells:

Well Name	Target Formation	Total Vertical Depth	Measured Depth	SHL	BHL	Total AFE	Order
Satellite State Com 702H	WCA	10924	20,924'	Sec 36-T18S-R34E 1065 FNL 2270 FWL	Sec 24-T18S-R34E 130 FNL 2300 FWL	\$11,650,592.43	N/A
Satellite State Com 802H	WCB	11597	21,597'	Sec 36-T18S-R34E 1065 FNL 2220 FWL	Sec 24-T18S-R34E 130 FNL 1660 FWL	\$11,783,083.07	N/A

FME3 reserves the right to modify the locations and drilling plans described above in order to comply with any requirements from a governing regulatory agency or to address any topography, environmental and/or cultural concerns.

FME3 is proposing to drill and complete the aforementioned wells under the terms of a modified, wellbore specific 1989 AAPL form Operating Agreement with the following general provisions:

- 100/300% Non-Consenting Penalty
- \$9,000/\$900 Drilling and Producing Rate
- Franklin Mountain Energy 3, LLC designated as Operator



Should you be interested in participating under an Operating Agreement, with your working interest, FME3 will send you our proposed form.

Please indicate your election in the space provided on the following page, sign and return this letter, along with a signed copy of the enclosed AFE. If you do not wish to participate, FME3 proposes a term assignment or lease at the following terms:

The foregoing offer is non-binding in nature until a definitive agreement and/or conveyance documents are negotiated and agreed to by each party. FME3 is under no obligation to negotiate, lease or purchase your interest.

Please return your signed documents to Don Johnson at djohnson@fmellc.com or to the address provided below at your earliest convenience.

FME3 looks forward to working with you or your company on this proposed development and encourages you to call with any questions pertaining to these plans. However, please be advised that, in the near term, FME3 will file an application for compulsory pooling to pool any uncommitted owners.

Should you have any questions, please do not hesitate to contact the undersigned at (720) 414-7863.

Respectfully,

Franklin Mountain Energy 3, LLC



Don Johnson
Sr. Land Analyst



Satellite State Com 702H:

_____ I/We hereby elect to participate in the **Satellite State Com 702H** well.
 _____ I/We hereby elect **NOT** to participate in the **Satellite State Com 702H** well.

Satellite State Com 802H:

_____ I/We hereby elect to participate in the **Satellite State Com 802H** well.
 _____ I/We hereby elect **NOT** to participate in the **Satellite State Com 802H** well.

Owner: T.H. McElvain Oil and Gas LLLP

By: _____
 Printed Name: _____
 Title: _____
 Date: _____

Parties to Be Pooled
Case No. 23830

TH McElvain Oil & Gas, LLLP	WIO
The Taurus Corporation	ORRI
Featherstone Development Corporation	ORRI
Broken Arrow Royalties LLC	ORRI
Brazos Limited Partnership	ORRI
Penroc Oil Corporation	ORRI
Rocking H. Holdings, Ltd.	ORRI
JKV Corporation	ORRI

Exhibit B-9

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

**APPLICATION OF FRANKLIN MOUNTAIN
ENERGY3, LLC FOR COMPULSORY POOLING,
AND NOTICE OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO**

CASE NO. 23830

SELF-AFFIRMED DECLARATION OF DEANA M. BENNETT

Deana M. Bennett, attorney in fact and authorized representative of Franklin Mountain Energy 3, LLC, the Applicant herein, declares as follows:

1) The above-referenced Application was provided under notice letter, dated September 14, 2023, and attached hereto, as Exhibit A.

2) Exhibit B is the mailing list, which show the notice letters were delivered to the USPS for mailing on September 14, 2023.

3) Exhibit C is the certified mailing tracking information, which is automatically complied by CertifiedPro, the software Modrall uses to track the mailings. This shows the names and addresses of the parties to whom notice was sent and proof of delivery.

4) Exhibit D is the Affidavit of Publication from the Hobbs News-Sun, confirming that notice of the October 5, 2023 hearing was published on September 20, 2023.

5) I attest under penalty of perjury under the laws of the State of New Mexico that the information provided herein is correct and complete to the best of my knowledge and belief.

Dated: October 2, 2023



Deana M. Bennett



MODRALL SPERLING
L A W Y E R S

September 14, 2023

Deana M. Bennett
505.848.1834
dmb@modrall.com

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

**Re: APPLICATION OF FRANKLIN MOUNTAIN ENERGY 3, LLC
FOR COMPULSORY POOLING AND NOTICE OF
OVERLAPPING SPACING UNIT, LEA COUNTY, NEW
MEXICO**

CASE NO. 23830

TO: AFFECTED PARTIES

This letter is to advise you that Franklin Mountain Energy 3, LLC ("Franklin Mountain Energy 3") has filed the enclosed application.

In Case No. 23830, Franklin Mountain Energy 3 seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 702H and Satellite State Com 802H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

The hearing will be conducted remotely on October 5, 2023 beginning at 8:15 a.m. To participate in the electronic hearing, see the posted on the docket for the hearing date: <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date.

Modrall Spierling
Roehl Harris & Sisk P.A.
500 Fourth Street NW
Suite 1000
Albuquerque,
New Mexico 87102

PO Box 2168
Albuquerque,
New Mexico 87103-2168
Tel: 505.848.1800
www.modrall.com



Page 2

As a party who may be affected by this application, we are notifying you of your right to appear at the hearing and participate in this case to the application. Failure to appear at the hearing may preclude you from any involvement in this case at a later date.

You are further notified that if you desire to appear in this case, then you are requested to file a Pre-Hearing Statement with the Division at least four business days in advance of a scheduled hearing before the Division or the Commission, but in no event later than 5:00 p.m. mountain time, on the Thursday preceding the scheduled hearing date, with a copy delivered to the undersigned.

Sincerely,



Deana M. Bennett

Attorney for Applicant

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

**APPLICATION OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING
AND NOTICE OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO**

CASE NO. 23830

APPLICATION

Franklin Mountain Energy 3, LLC (“Franklin”), OGRID Number 331595, through its undersigned attorneys, hereby files this application with the Oil Conservation Division (“Division”) pursuant to the provisions of NMSA 1978, § 70-2-17, for an order pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. Franklin also hereby provides notice that the spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. In support of this application, Franklin states as follows:

1. Franklin has an interest in the subject lands and has a right to drill and operate a well thereon.
2. Franklin seeks to dedicate E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico to form a standard 360-acre, more or less, Wolfcamp horizontal spacing unit.

3. Franklin plans to drill the **Satellite State Com 702H and Satellite State Com 802H wells** to a depth sufficient to test the Wolfcamp formation. The wells will be horizontally drilled, and the producing area for the wells is expected to be orthodox.

4. Franklin also hereby provides notice that the spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico.

5. Franklin sought, but has been unable to obtain, a voluntary agreement from all interest owners in the Wolfcamp formation underlying the proposed spacing unit to participate in the drilling of the wells or to otherwise commit their interests to the wells.

6. The pooling of all interests in the Wolfcamp formation underlying the proposed unit will prevent the drilling of unnecessary wells, prevent waste and protect correlative rights.

WHEREFORE, Franklin requests this application be set for hearing before an Examiner of the Oil Conservation Division on October 5, 2023 and after notice and hearing as required by law, the Division enter its order:

A. Pooling all uncommitted interests in the Wolfcamp formation underlying a horizontal spacing unit within the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico;

B. Approving, to the extent necessary, the proposed overlapping spacing unit;

C. Designating Franklin as operator of this unit and the wells to be drilled thereon;

D. Authorizing Franklin to recover its costs of drilling, equipping and completing the wells;

E. Approving actual operating charges and costs charged for supervision, together with a provision adjusting the rates pursuant to the COPAS accounting procedure; and

F. Setting a 200% charge for the risk involved in drilling and completing the wells in the event a working interest owner elects not to participate in the wells.

Respectfully submitted,

MODRALL, SPERLING, ROEHL, HARRIS
& SISK, P.A.

By: /s/ Deana M. Bennett

Earl E. DeBrine, Jr.
Deana M. Bennett
Post Office Box 2168
500 Fourth Street NW, Suite 1000
Albuquerque, New Mexico 87103-2168
Telephone: 505.848.1800
Attorneys for Applicant

CASE NO. 23830 : Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 702H and Satellite State Com 802H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

Released to Imaging: 10/3/2023 4:43:10 PM

Karlene Schuman
Modrall Sperlberg Roehl Harris & Sisk P.A.
500 Fourth Street, Suite 1000
Albuquerque NM 87102

PS Form 3877
Type of Mailing: CERTIFIED MAIL
09/14/2023



Firm Mailing Book ID: 252326

Received by OCD: 10/3/2023 4:04:57 PM

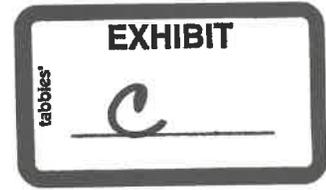
Line	USPS Article Number	Name, Street, City, State, Zip	Postage	Service Fee	RR Fee	Rest.Del.Fee	Reference Contents
1	9314 8699 0430 0112 1131 59	TH McElvain Oil & Gas, LLLP 1819 Denver West Dr, Ste 260 Lakewood CO 80401	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
2	9314 8699 0430 0112 1131 66	The Taurus Corporation PO BOX 1477 LITTLE ELM TX 75068	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
3	9314 8699 0430 0112 1131 73	Featherstone Development Corporation PO BOX 429 ROSWELL NM 88201	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
4	9314 8699 0430 0112 1131 80	Broken Arrow Royalties LLC 11344 LOVINGTON HIGHWAY ARTESIA NM 88210	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
5	9314 8699 0430 0112 1131 97	Brazos Limited Partnership PO BOX 911 BRECKENRIDGE TX 76424	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
6	9314 8699 0430 0112 1132 03	Penroc Oil Corporation PO BOX 2769 HOBBS NM 88241	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
7	9314 8699 0430 0112 1132 10	Rocking H. Holdings, Ltd. 3571 FAR WEST BOULEVARD, PMB 100 AUSTIN TX 78731	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
8	9314 8699 0430 0112 1132 27	JKV Corporation 8601 WEST CRPSS DROVE #F5-208 LITTLETON CO 80123	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
9	9314 8699 0430 0112 1132 34	State of New Mexico Commissioner of Public Lands PO BOX 1148 SANTA FE NM 87504	\$1.59	\$4.35	\$2.20	\$0.00	10154.01.23830. Notice
Totals:			\$14.31	\$39.15	\$19.80	\$0.00	
Grand Total:						\$73.26	

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 Name of receiving employee: [blank]
 Dated: [Signature]



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USPS Article Number	Date Created	Reference Number	Name 1	Name 2	City	State	Zip	Mailing Status	Service Options	Mail Delivery Date
9314869904300112113234	2023-09-14 12:43 PM	10154.01.23830.	State of New Mexico	Commissioner of Public Lands	SANTA FE	NM	87504	Delivered	Return Receipt - Electronic, Certified Mail	2023-09-18 10:34 AM
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9314869904300112113173	2023-09-14 12:43 PM	10154.01.23830.	Featherstone Development Corporation		ROSWELL	NM	88201	Delivered	Return Receipt - Electronic, Certified Mail	2023-09-18 12:00 AM
9314869904300112113166	2023-09-14 12:43 PM	10154.01.23830.	The Taurus Corporation		LITTLE ELM	TX	75068	Undelivered	Return Receipt - Electronic, Certified Mail	
9314869904300112113159	2023-09-14 12:43 PM	10154.01.23830.	TH McElvain Oil & Gas, LLLP		Lakewood	CO	80401	Delivered	Return Receipt - Electronic, Certified Mail	



LEGAL NOTICE
September 20, 2023

Affidavit of Publication

STATE OF NEW MEXICO
COUNTY OF LEA

I, Daniel Russell, Publisher of the Hobbs News-Sun, a newspaper published at Hobbs, New Mexico, solemnly swear that the clipping attached hereto was published in the regular and entire issue of said newspaper, and not a supplement thereof for a period of 1 issue(s).

Beginning with the issue dated
September 20, 2023
and ending with the issue dated
September 20, 2023.



Publisher

Sworn and subscribed to before me this
20th day of September 2023.



Business Manager

My commission expires
January 29, 2027

(Seal) STATE OF NEW MEXICO
NOTARY PUBLIC
GUSSIE RUTH BLACK
COMMISSION # 1087526
COMMISSION EXPIRES 01/29/2027

This newspaper is duly qualified to publish legal notices or advertisements within the meaning of Section 3, Chapter 167, Laws of 1937 and payment of fees for said publication has been made.

CASE NO. 23829: Notice to all affected parties, as well as heirs and devisees of: TH McElvain Oil & Gas, LLLP; Featherstone Development Corporation; Broken Arrow Royalties; State of New Mexico by and through its Commissioner of Public Lands of the Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on **October 5, 2023** to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the W/2W/2 of Sections 24 and 25 and the NW/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 701H and Satellite State Com 801H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

CASE NO. 23830: Notice to all affected parties, as well as heirs and devisees of: TH McElvain Oil & Gas, LLLP; The Taurus Corporation; Featherstone Development Corporation; Broken Arrow Royalties LLC; Brazos Limited Partnership; Penroc Oil Corporation; Rocking H. Holdings, Ltd.; JKV Corporation; State of New Mexico by and through its Commissioner of Public Lands of the Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on **October 5, 2023** to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2W/2 of Sections 24 and 25 and the NE/NW of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 702H and Satellite State Com 802H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

CASE NO. 23831: Notice to all affected parties, as well as heirs and devisees of: TH McElvain Oil & Gas, LLLP; Slash Exploration LP; Featherstone Development Corporation; Maroon Creek LLC; The Taurus Corporation; Broken Arrow Royalties LLC; Blue Ridge Royalties, LLC; Rocking H. Holdings, Ltd.; Armstrong Energy Corporation; Chimney Rock Oil & Gas, LLC; JKV Corporation; State of New Mexico, by and through its Commissioner of Public Lands of the Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on **October 5, 2023** to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the W/2E/2 of Sections 24 and 25 and the NW/NE of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 703H and Satellite State Com 803H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M. Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.

CASE NO. 23832: Notice to all affected parties, as well as heirs and devisees of: TH McElvain Oil & Gas, LLLP; Slash Exploration LP; Featherstone Development Corporation; Maroon Creek LLC; The Taurus Corporation; Broken Arrow Royalties LLC; Blue Ridge Royalties, LLC; Rocking H. Holdings, Ltd.; Armstrong Energy Corporation; Chimney Rock Oil & Gas, LLC; JKV Corporation; State of New Mexico, by and through its Commissioner of Public Lands of the Application of Franklin Mountain Energy 3, LLC for compulsory pooling and notice of overlapping unit, Lea County, New Mexico. The State of New Mexico through its Oil Conservation Division hereby gives notice that the Division will conduct a public hearing at 8:15 a.m. on **October 5, 2023** to consider this application. Information about accessing the electronic hearing is posted at "OCD NOTICES" at <https://www.emnrd.nm.gov/ocd/hearing-info/>. This hearing is subject to continuance by the Division to a subsequent docket date. Applicant seeks an order from the Division pooling all uncommitted mineral interests within a 360-acre, more or less, Wolfcamp horizontal spacing unit comprising the E/2E/2 of Sections 24 and 25 and the NE/NE of Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. This spacing unit will be dedicated to the **Satellite State Com 704H and Satellite State Com 804H wells**, to be horizontally drilled. The producing area for the wells is expected to be orthodox. The spacing unit proposed in this application will partially overlap a spacing unit in Section 36, Township 18 South, Range 34 East, N.M.P.M., Lea County, New Mexico. Also to be considered will be the cost of drilling and completing said wells, the allocation of these costs as well as the actual operating costs and charges for supervision, designation of Franklin Mountain Energy 3, LLC as operator of the wells, and a 200% charge for risk involved in drilling said wells. Said area is located approximately 24 miles west of Hobbs, New Mexico.
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EXHIBIT
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**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

**APPLICATIONS OF FRANKLIN MOUNTAIN
ENERGY 3, LLC FOR COMPULSORY POOLING
AND NOTICE OF OVERLAPPING SPACING UNIT,
LEA COUNTY, NEW MEXICO.**

**CASE NOS. 23829 & 23830
(Satellite W/2 Wolfcamp)**

SELF AFFIRMED DECLARATION OF BEN KESSEL

Ben Kessel hereby states and declares as follows:

1. I am over the age of 18, I am a geologist for Franklin Mountain Energy 3, LLC (“Franklin”), and have personal knowledge of the matters stated herein. I have previously testified before the Oil Conservation Division (“Division”) and my credentials as an expert petroleum geologist were accepted by the Division as a matter of record.

2. My area of responsibility at Franklin includes the area of Lea County in New Mexico.

3. I am familiar with the applications filed by Franklin in these cases.

4. **Exhibit C.1** is a locator map showing the approximate location of the proposed units in relation to the Capitan Reef.

5. **Exhibit C.2** is a wellbore schematic showing Franklin’s development plan for Sections 24, 25 and 36, Township 18 South, Range 34 East. Franklin has submitted a total of four applications to cover these sections as follows: Case Nos. 23829 and 23830 (W/2 Wolfcamp wells) and Case Nos. 23831 and 23832 (E/2 Wolfcamp wells).

6. In these two cases, Franklin is proposing four Wolfcamp wells as follows: Case No. 23829—Satellite State Com 701H and Satellite State Com 801H (W/2/W/2) and Case No. 23830—Satellite State Com 702H and Satellite State Com 802H (E/2W/2).

7. **Exhibit C.3** through **Exhibit C.6** are the geology study I prepared of the Wolfcamp A formation. The Satellite State Com 701H and Satellite State Com 702H wells are Wolfcamp A wells.

8. **Exhibit C.3** is a structure map of the Wolfcamp A formation. The proposed W/2W/2 unit is identified by a blue box and the proposed E/2W/2 unit is identified by a red box. The two Wolfcamp A wells proposed in these cases are the black-dashed lines. The contour interval used in this exhibit is 25 feet. This exhibit shows that the structure dips to the south.

9. **Exhibit C.4** is a cross-section reference map that identifies five wells in the vicinity of the proposed Wolfcamp A wells, shown by a line of cross-section running from A to A'.

10. **Exhibit C.5** is a stratigraphic cross-section, and the well logs shown on the cross-section give a representative sample of the Wolfcamp A formation in the area. The target zone is identified by a bracket and the words "Producing Interval". I have also identified where the proposed wells fall within the wells I used for the cross-section.

11. In my opinion, the gross interval thickness for the Wolfcamp A formation decreases slightly to the south.

12. **Exhibit C.6** is an Isopach map of the Wolfcamp A formation. The gross interval decreases slightly to the south.

13. **Exhibit C.7** through **Exhibit C.10** are the geology study I prepared of the Wolfcamp B formation. The Satellite State Com 801H and Satellite State Com 802H wells are Wolfcamp B wells.

14. **Exhibit C.7** is structure map of the Wolfcamp B formation. The proposed W/2W/2 unit is identified by a blue box and the proposed E/2W/2 unit is identified by a red box. The two Wolfcamp B wells proposed in these two case are the black-dashed lines. The contour interval used in this exhibit is 25 feet. This exhibit shows that the structure dips to the south.

15. **Exhibit C.8** is a cross-section reference map that identifies five wells in the vicinity of the proposed Wolfcamp B wells, shown by a line of cross-section running from A to A'.

16. **Exhibit C.9** is a stratigraphic cross-section, and the well logs on the cross-section give a representative sample of the Wolfcamp B formation in the area. The target zone is identified by a bracket and the words "Producing Interval". I have also identified where the proposed wells fall within the wells I used for the cross-section.

17. In my opinion, the gross interval thickness for the Wolfcamp B formation decreases slightly to the south.

18. **Exhibit C.10** is an Isopach map of the Wolfcamp B formation. The gross interval thickness decreases to the south.

19. I conclude from the geology studies referenced above that:

- a. The horizontal spacing unit is justified from a geologic standpoint.
- b. There are no structural impediments or faulting that will interfere with horizontal development.
- c. Each quarter-quarter section in the proposed unit will contribute more or less equally to production.

20. **Exhibit C.11** provides an overview of the stress orientation in the area based on the 2018 Snee-Zoback paper.

21. The preferred well orientation in this area is either north/south or south/north, nearly orthogonal to S_{Hmax} , optimal for induced fracture propagation. This is because the S_{Hmax} is at approximately 255 degrees ENE in this area of Lea County.

22. I attest that the information provided herein is correct and complete to the best of my knowledge and belief.

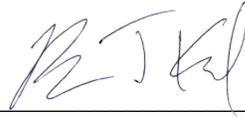
23. In my opinion, the granting of Franklin's application is in the interests of conservation and the prevention of waste.

24. The attachments to this declaration were prepared by me, or compiled from company business records, or were prepared at my direction.

[Signature page follows]

I attest under penalty of perjury under the laws of the State of New Mexico that the information provided herein is correct and complete to the best of my knowledge and belief.

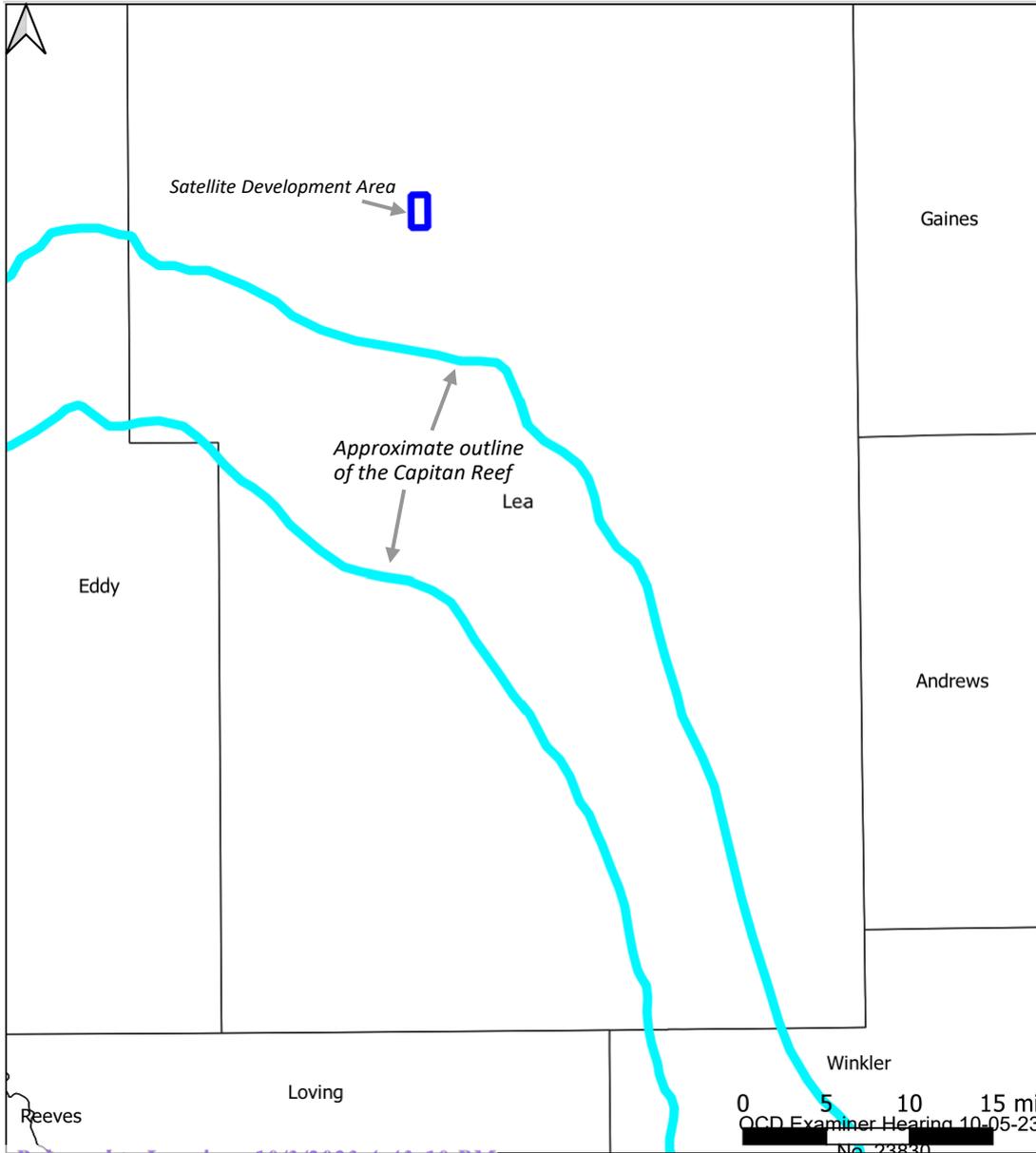
Dated: September 29th, 2023



Ben Kessel

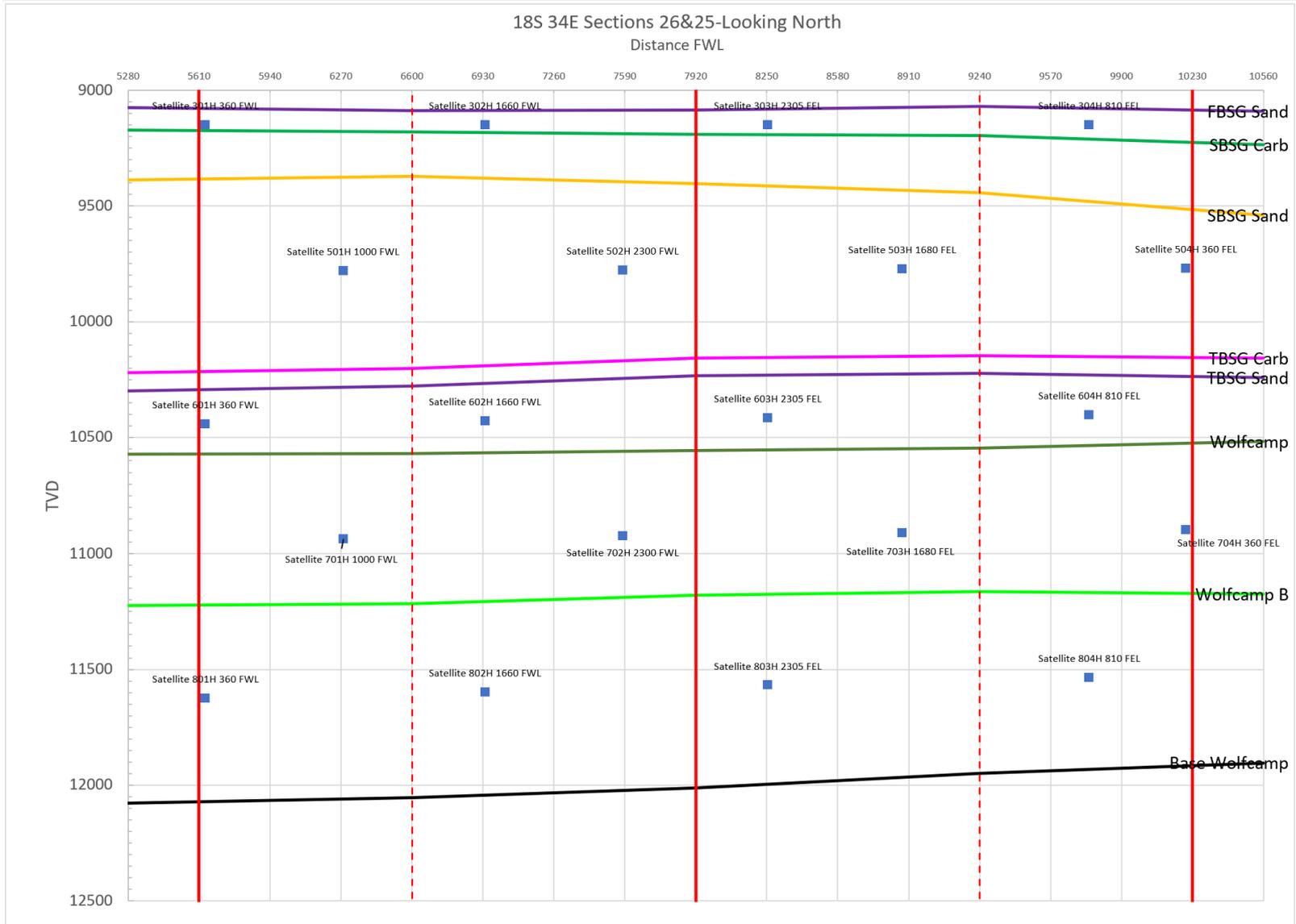
Satellite Development

Locator Map

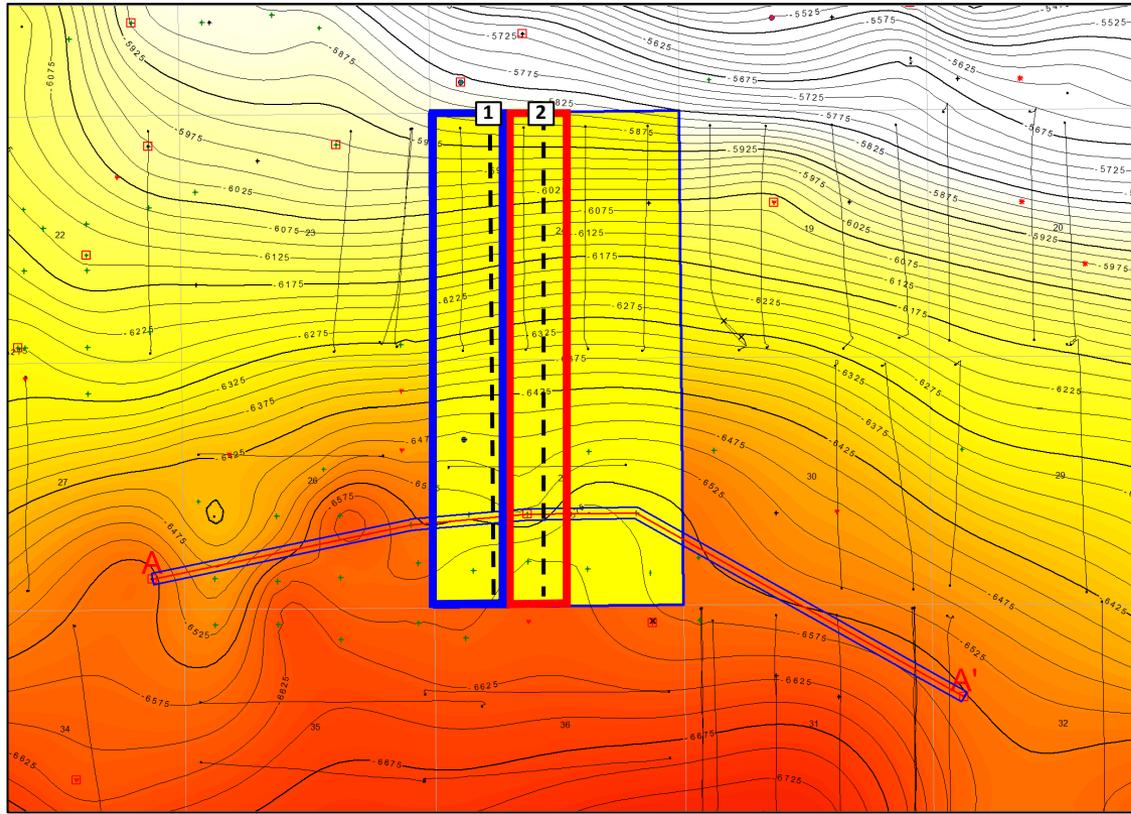


- Black box shows the location of Satellite development area
- Planned wells are located outside of the eastern edge of the Capitan Reef

Wellbore Schematic



OCD Examiner Hearing 10-05-23



-  Franklin Mountain Acreage
-  W2/W2 Wolfcamp Spacing Unit
-  E2/W2 Wolfcamp Spacing Unit

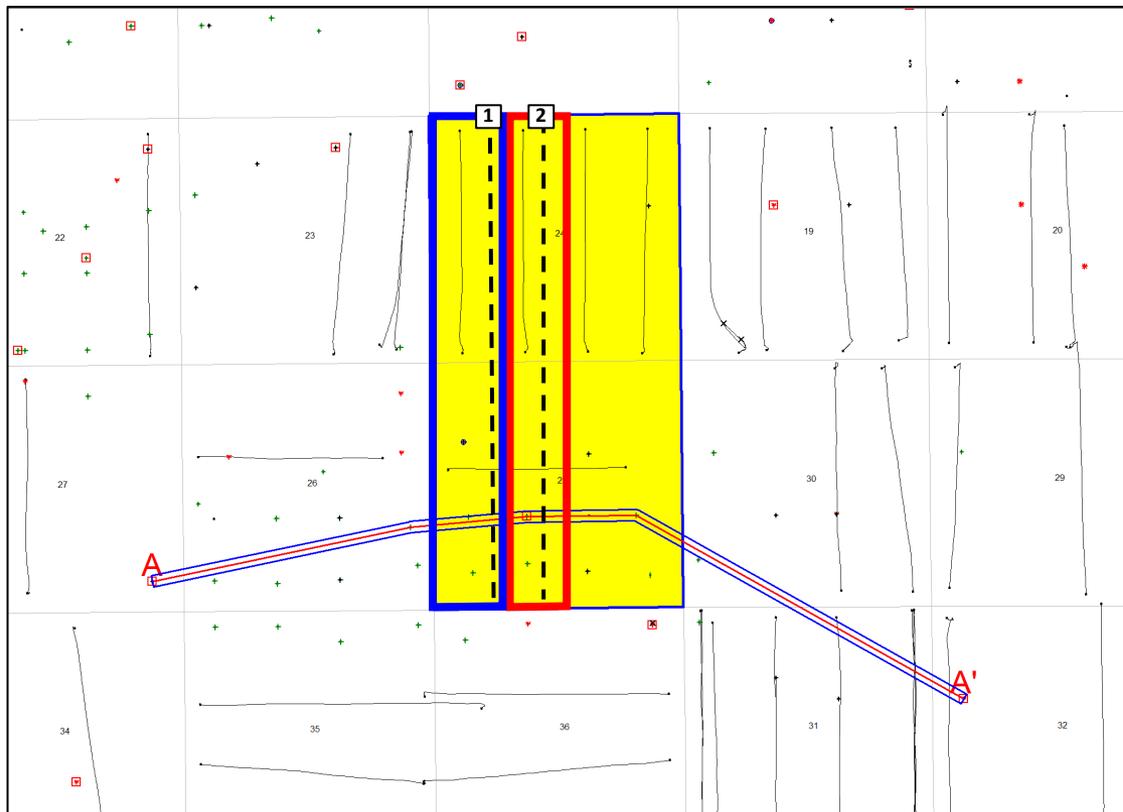
Proposed Horizontal Location

-  Satellite State Com 701H
-  Satellite State Com 702H

All wells shown

1 mile

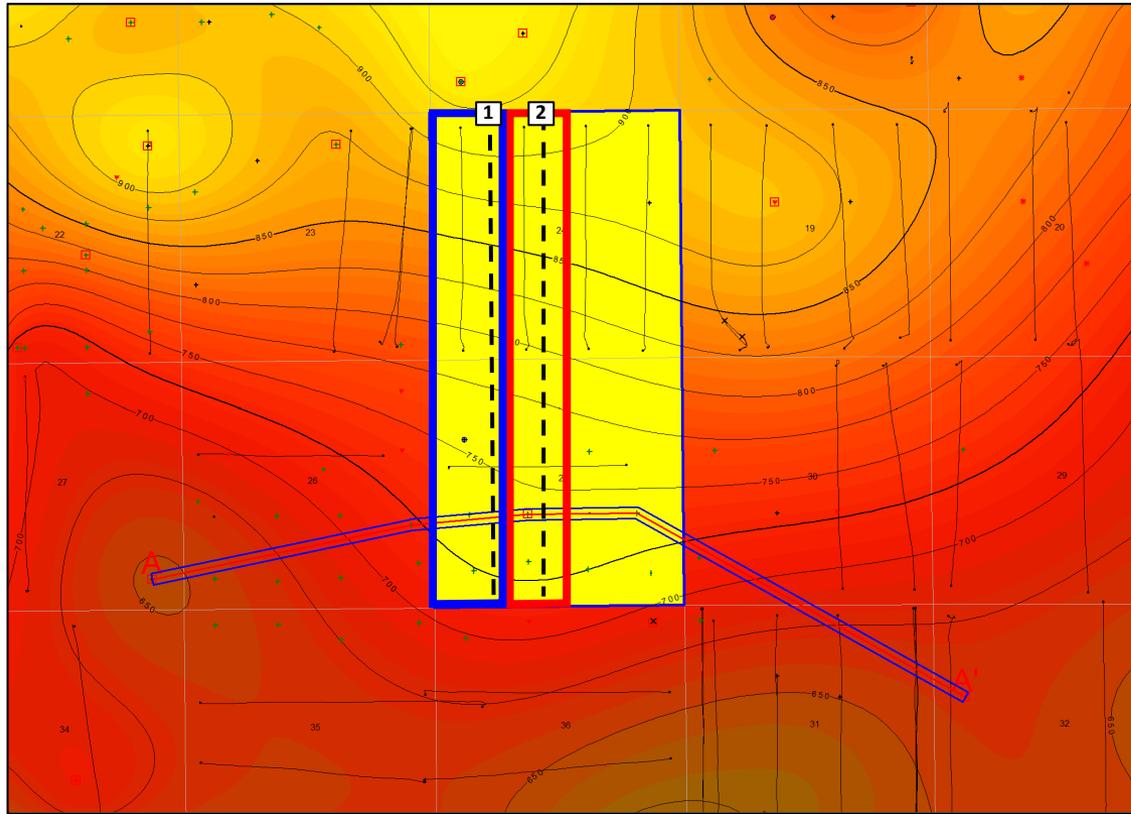
Cross Section Reference Map



-  Franklin Mountain Acreage
-  W2/W2 Wolfcamp Spacing Unit
-  E2/W2 Wolfcamp Spacing Unit
- Proposed Horizontal Location
- 
- 1** Satellite State Com 701H
- 2** Satellite State Com 702H

All wells shown

1 mile



-  Franklin Mountain Acreage
-  W2/W2 Wolfcamp Spacing Unit
-  E2/W2 Wolfcamp Spacing Unit

Proposed Horizontal Location

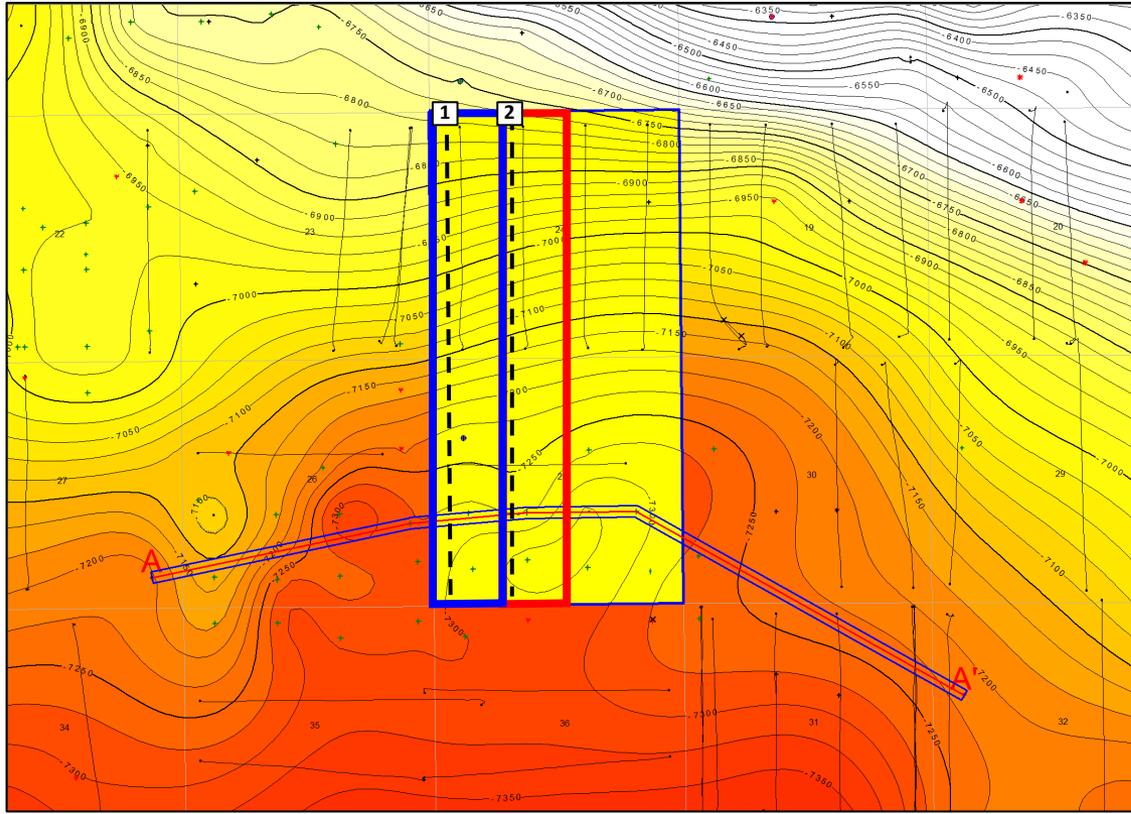
-  Satellite State Com 701H
-  Satellite State Com 702H

All wells shown

1 mile

Exhibit C-6

Wolfcamp B Structure Map



- Franklin Mountain Acreage
- W2/W2 Wolfcamp Spacing Unit
- E2/W2 Wolfcamp Spacing Unit

Proposed Horizontal Location

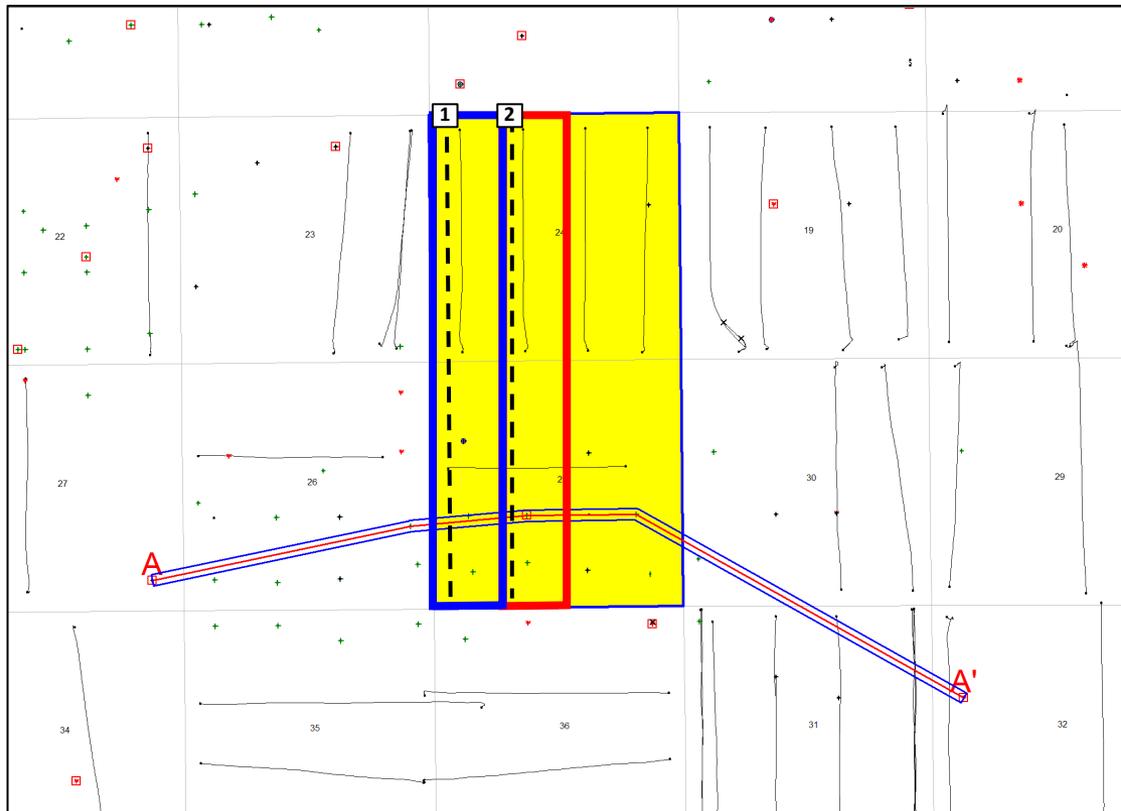
- 1 Satellite State Com 801H
- 2 Satellite State Com 802H

All wells shown

1 mile

Exhibit C-7

Cross Section Reference Map



-  Franklin Mountain Acreage
-  W2/W2 Wolfcamp Spacing Unit
-  E2/W2 Wolfcamp Spacing Unit

Proposed Horizontal Location

- 1** Satellite State Com 801H
- 2** Satellite State Com 802H

All wells shown

1 mile



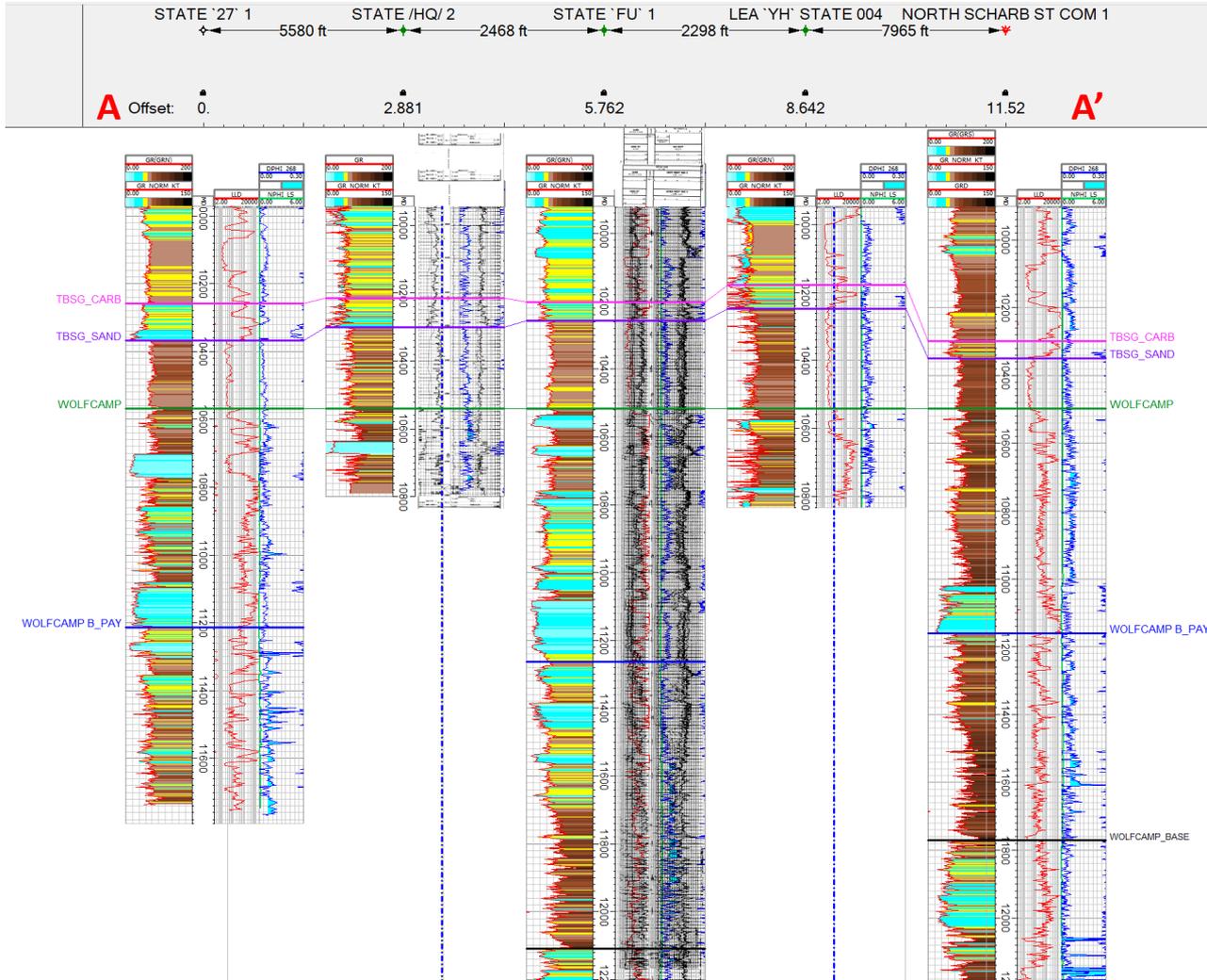
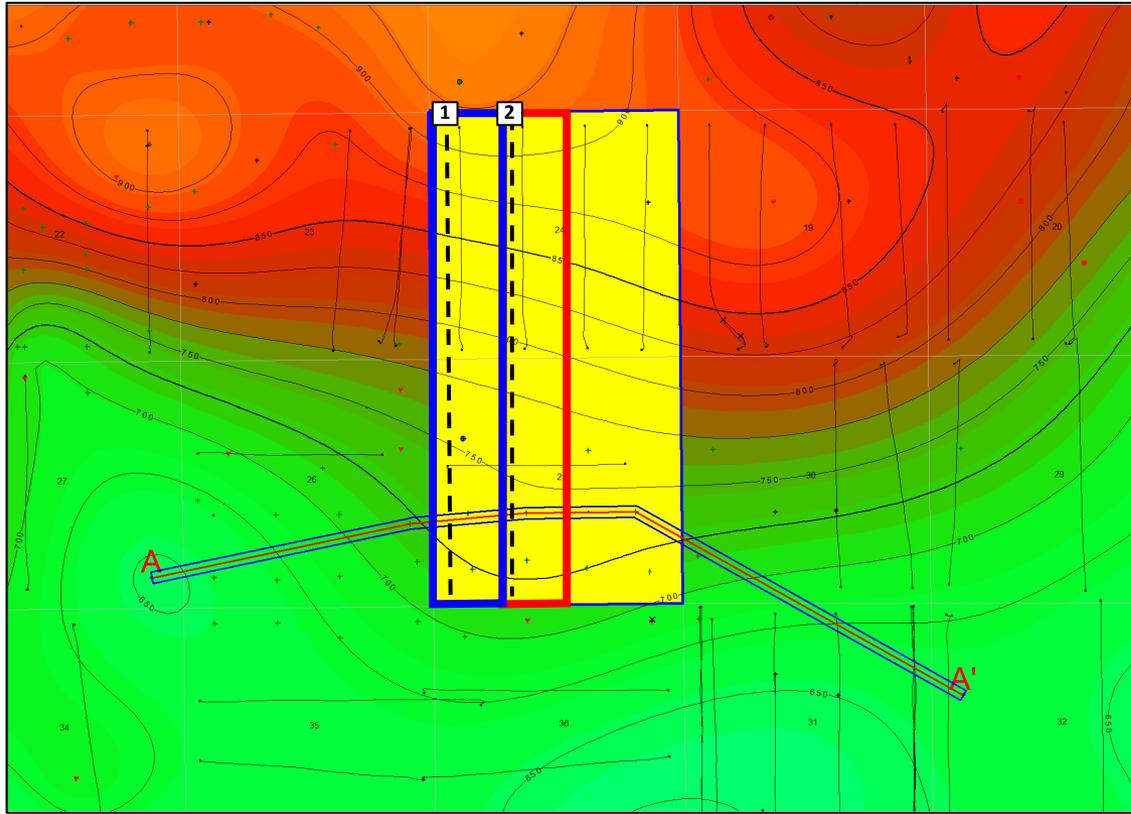


Exhibit C-9

801H & 802H

Wolfcamp B Isopach Map



- Franklin Mountain Acreage
- W2/W2 Wolfcamp Spacing Unit
- E2/W2 Wolfcamp Spacing Unit

Proposed Horizontal Location

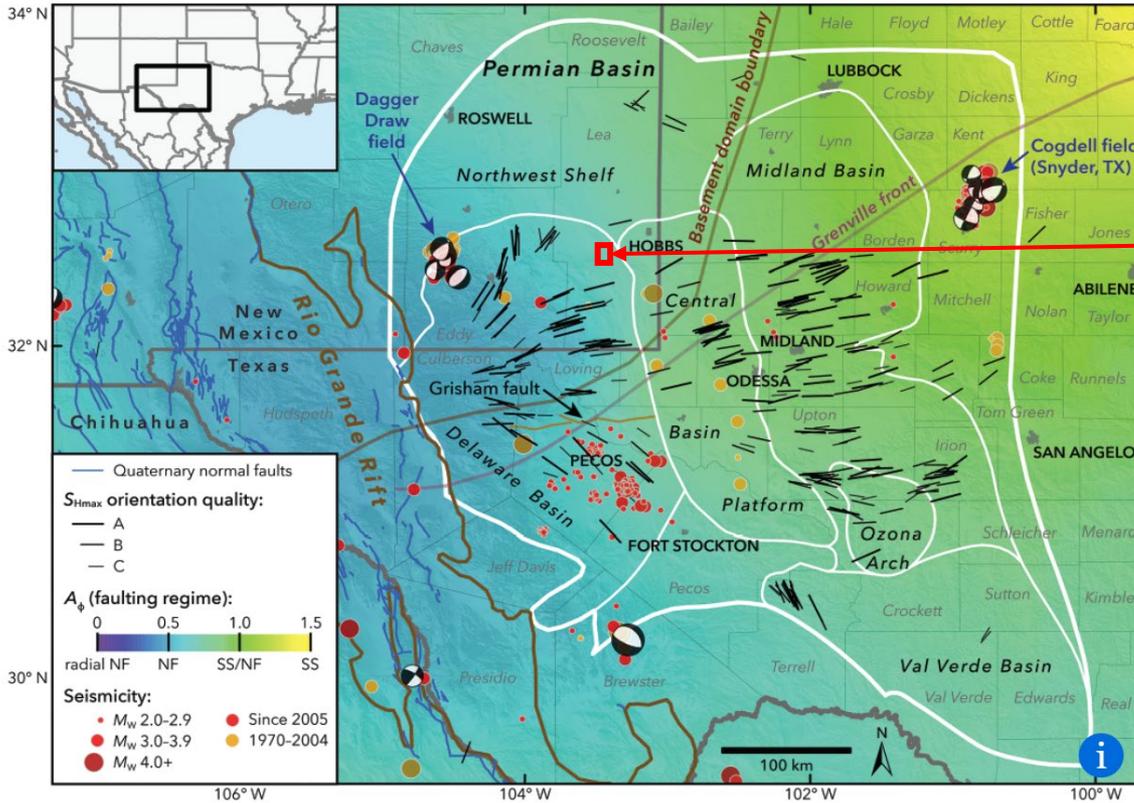
- 1 Satellite State Com 801H
- 2 Satellite State Com 802H

All wells shown

1 mile

Exhibit C-10

Regional Stress



- Red box shows the approximate location of the Satellite development
- Reported local S_{Hmax} (Snee and Zoback, 2018) direction is ENE, around 255°
- Wells in the Satellite development are planned to drill N-S, nearly orthogonal to S_{Hmax} , optimal for induced fracture propagation

Snee, J.L. and Zoback, M.D., 2018, State of stress in the Permian Basin, Texas and New Mexico: Implications for induced seismicity: The Leading Edge, 37, no. 2

http://www.tleonline.org/theleadingedge/february_2018/MobilePagedArticle.action?articleId=1331603#articleId1331603