

DATE IN 2/21/13	SUSPENSE	ENGINEER HJ	LOGGED IN	TYPE SWD	APP NO. PWTJ 130785752
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ABOVE THIS LINE FOR DIVISION USE ONLY

1378-A

NEW MEXICO OIL CONSERVATION DIVISION
 - Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



ADMINISTRATIVE APPLICATION CHECKLIST

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

- [NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
- [DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
- [PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
- [WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
- [SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
- [EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

- [1] **TYPE OF APPLICATION** - Check Those Which Apply for [A]
- [A] Location - Spacing Unit - Simultaneous Dedication
 NSL NSP SD
- Check One Only for [B] or [C]
- [B] Commingling - Storage - Measurement
 DHC CTB PLC PC OLS OLM
- [C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
 WFX PMX SWD * IPI EOR PPR
- [D] Other: Specify *Application to Amend Order No. SWD-1378
- [2] **NOTIFICATION REQUIRED TO:** - Check Those Which Apply, or Does Not Apply
- [A] Working, Royalty or Overriding Royalty Interest Owners
- [B] Offset Operators, Leaseholders or Surface Owner
- [C] Application is One Which Requires Published Legal Notice
- [D] Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
- [E] For all of the above, Proof of Notification or Publication is Attached, and/or,
- [F] Waivers are Attached
- [3] **SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.**

[4] **CERTIFICATION:** I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

David Catanach
 Print or Type Name

David Catanach
 Signature

2/20/13
 Date

Agent-Apache Corporation
 Title

drccatanach@netscape.com
 E-Mail Address

February 20, 2013

Energy, Minerals and Natural Resources Department
Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, New Mexico 87505

Attention: Ms. Jami Bailey, CPG
Division Director

Re: Form C-108: Application to Amend Order No. SWD-1378
Apache Corporation
Geronimo 28 State SWD No. 2
API No. (30-015-40876)
2135' FSL & 690' FEL, (Unit I)
Section 28, T-17S, R-28E, NMPM,
Eddy County, New Mexico

Dear Ms. Bailey,

By Order No. SWD-1378 dated January 3, 2013 Apache Corporation ("Apache") was authorized to utilize its Geronimo 28 State SWD No. 2, which was initially proposed to be drilled 1655 feet from the South line and 800 feet from the East line (Unit I) of Section 28, Township 17 South, Range 28 East, NMPM, Eddy County, New Mexico, as a produced water disposal well, injection to occur into the Devonian and Ellenburger formations through the perforated interval from 11,404 feet to 12,500 feet.

Due to surface obstructions, Apache now proposes to drill the Geronimo 28 State SWD No. 2 at a surface location 2135 feet from the South line and 690 feet from the East line (Unit I) of Section 28. Consequently, Apache seeks to amend Order No. SWD-1378 to reflect the correct well location.

Attached to this amended application are the following documents:

1. Form C-108;
2. Form C-102 showing the new well location for the Geronimo 28 State SWD No. 2;
3. Injection Well Data Sheet and Wellbore Diagram (Revised as to well location only);
4. ½ Mile AOR map showing the previous and newly proposed well locations;
5. Revised AOR Well List. This list shows seven additional wells that were not included in the original application. These wells are now included due to the change in the AOR area. Please note that none of the additional AOR wells penetrate the proposed injection interval;
6. Notice Letter to Offset Operators/Leasehold Owners/Surface Owner;

7. Offset Leasehold Owner Identification Map;
8. Notice List;
9. Legal Notice to be published in the Artesia Daily Press
10. Copy of Order No. SWD-1378

Please note that Apache seeks to amend Order No. SWD-1378 with respect to the well location only. All wellbore configurations and operational data as contained in the original Form C-108 application will remain the same.

I believe that all the information necessary to approve the amendment is enclosed. If additional information is needed, please contact me at (505) 690-9453.

Sincerely,



David Catanach-Agent
Apache Corporation
303 Veterans Airpark Lane, Suite 3000
Midland, Texas 79705

Xc: OCD-Artesia

APPLICATION FOR AUTHORIZATION TO INJECT

- I. PURPOSE: _____ Secondary Recovery _____ Pressure Maintenance X Disposal _____ Storage
Application qualifies for administrative approval? X Yes _____ No
- II. OPERATOR: Apache Corporation (OGRID-873)
ADDRESS: 303 Veterans Airpark Lane, Suite 3000 Midland, Texas 79705
CONTACT PARTY: David Catanach-Agent PHONE: (505) 690-9453
- III. WELL DATA: Complete the data required on the reverse side of this form for each well proposed for injection.
Additional sheets may be attached if necessary.
- IV. Is this an expansion of an existing project? _____ Yes X No *
If yes, give the Division order number authorizing the project: Application is to amend Order No. SWD-1378
- V. Attach a map that identifies all wells and leases within two miles of any proposed injection well with a one-half mile radius circle drawn around each proposed injection well. This circle identifies the well's area of review.
- VI. Attach a tabulation of data on all wells of public record within the area of review which penetrate the proposed injection zone. Such data shall include a description of each well's type, construction, date drilled, location, depth, record of completion, and a schematic of any plugged well illustrating all plugging detail.
- VII. Attach data on the proposed operation, including:
1. Proposed average and maximum daily rate and volume of fluids to be injected;
 2. Whether the system is open or closed;
 3. Proposed average and maximum injection pressure;
 4. Sources and an appropriate analysis of injection fluid and compatibility with the receiving formation if other than reinjected produced water; and,
 5. If injection is for disposal purposes into a zone not productive of oil or gas at or within one mile of the proposed well, attach a chemical analysis of the disposal zone formation water (may be measured or inferred from existing literature, studies, nearby wells, etc.).
- *VIII. Attach appropriate geologic data on the injection zone including appropriate lithologic detail, geologic name, thickness, and depth. Give the geologic name, and depth to bottom of all underground sources of drinking water (aquifers containing waters with total dissolved solids concentrations of 10,000 mg/l or less) overlying the proposed injection zone as well as any such sources known to be immediately underlying the injection interval.
- IX. Describe the proposed stimulation program, if any.
- *X. Attach appropriate logging and test data on the well. (If well logs have been filed with the Division, they need not be resubmitted).
- *XI. Attach a chemical analysis of fresh water from two or more fresh water wells (if available and producing) within one mile of any injection or disposal well showing location of wells and dates samples were taken.
- XII. Applicants for disposal wells must make an affirmative statement that they have examined available geologic and engineering data and find no evidence of open faults or any other hydrologic connection between the disposal zone and any underground sources of drinking water.
- XIII. Applicants must complete the "Proof of Notice" section on the reverse side of this form.
- XIV. Certification: I hereby certify that the information submitted with this application is true and correct to the best of my knowledge and belief.
- NAME: David Catanach TITLE: Agent-Apache Corporation
SIGNATURE: David Catanach DATE: 2/20/13
E-MAIL ADDRESS: drccatanach@netscape.com
- * If the information required under Sections VI, VIII, X, and XI above has been previously submitted, it need not be resubmitted. Please show the date and circumstances of the earlier submittal: _____

III. WELL DATA

A. The following well data must be submitted for each injection well covered by this application. The data must be both in tabular and schematic form and shall include:

- (1) Lease name; Well No.; Location by Section, Township and Range; and footage location within the section.
- (2) Each casing string used with its size, setting depth, sacks of cement used, hole size, top of cement, and how such top was determined.
- (3) A description of the tubing to be used including its size, lining material, and setting depth.
- (4) The name, model, and setting depth of the packer used or a description of any other seal system or assembly used.

Division District Offices have supplies of Well Data Sheets which may be used or which may be used as models for this purpose. Applicants for several identical wells may submit a "typical data sheet" rather than submitting the data for each well.

B. The following must be submitted for each injection well covered by this application. All items must be addressed for the initial well. Responses for additional wells need be shown only when different. Information shown on schematics need not be repeated.

- (1) The name of the injection formation and, if applicable, the field or pool name.
- (2) The injection interval and whether it is perforated or open-hole.
- (3) State if the well was drilled for injection or, if not, the original purpose of the well.
- (4) Give the depths of any other perforated intervals and detail on the sacks of cement or bridge plugs used to seal off such perforations.
- (5) Give the depth to and the name of the next higher and next lower oil or gas zone in the area of the well, if any.

XIV. PROOF OF NOTICE

All applicants must furnish proof that a copy of the application has been furnished, by certified or registered mail, to the owner of the surface of the land on which the well is to be located and to each leasehold operator within one-half mile of the well location.

Where an application is subject to administrative approval, a proof of publication must be submitted. Such proof shall consist of a copy of the legal advertisement which was published in the county in which the well is located. The contents of such advertisement must include:

- (1) The name, address, phone number, and contact party for the applicant;
- (2) The intended purpose of the injection well; with the exact location of single wells or the Section, Township, and Range location of multiple wells;
- (3) The formation name and depth with expected maximum injection rates and pressures; and,
- (4) A notation that interested parties must file objections or requests for hearing with the Oil Conservation Division, 1220 South St. Francis Dr., Santa Fe, New Mexico 87505, within 15 days.

NO ACTION WILL BE TAKEN ON THE APPLICATION UNTIL PROPER PROOF OF NOTICE HAS BEEN SUBMITTED.

NOTICE: Surface owners or offset operators must file any objections or requests for hearing of administrative applications within 15 days from the date this application was mailed to them.

DISTRICT I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720

DISTRICT II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1283 Fax: (575) 748-9720

DISTRICT III
1000 Rio Brazos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170

DISTRICT IV
1220 S. St. Francis Dr., Santa Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico
Energy, Minerals & Natural Resources Department
OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, New Mexico 87505

Form C-102
Revised August 1, 2011
Submit one copy to appropriate
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number	Pool Code	Pool Name
Property Code	Property Name GERONIMO 28 STATE SWD	Well Number 2
OGRID No.	Operator Name APACHE CORPORATION	Elevation 3688'

Surface Location

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
I	28	17-S	28-E		2135	SOUTH	690	EAST	EDDY

Bottom Hole Location If Different From Surface

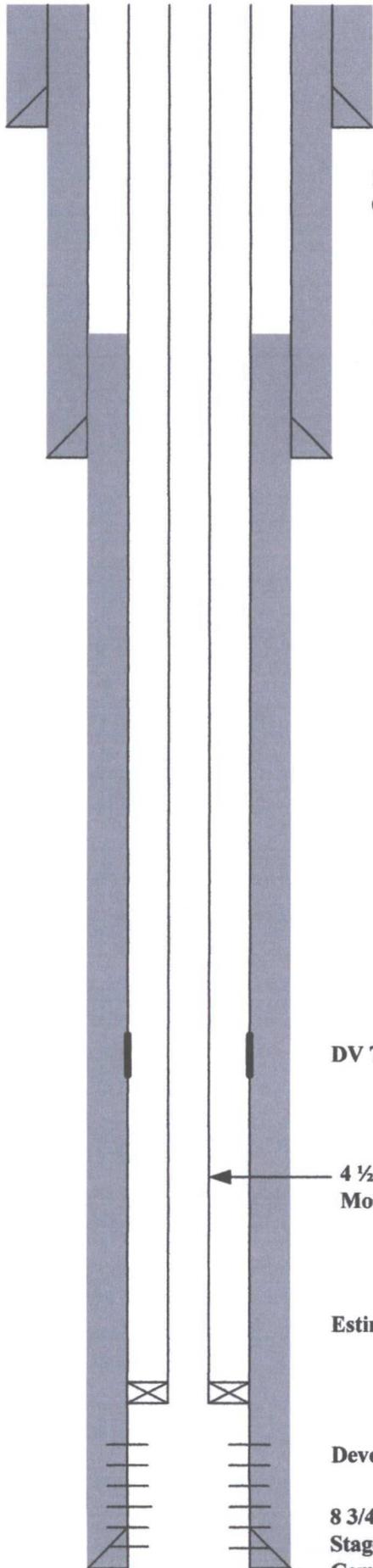
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
Dedicated Acres	Joint or Infill	Consolidation Code	Order No.						

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

<p>GEODETIC COORDINATES NAD 27 NME</p> <p>SURFACE LOCATION Y=656290.1 N X=548895.0 E</p> <p>LAT.=32.804130° N LONG.=104.174201° W</p> <p>LAT.=32° 48' 15" N LONG.=104° 10' 27" W</p>		<p>OPERATOR CERTIFICATION</p> <p><i>I hereby certify that the information herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location or has a right to drill this well at this location pursuant to a contract with an owner of such mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.</i></p> <p>Signature _____ Date _____</p> <p>Printed Name _____</p> <p>E-mail Address _____</p>
		<p>SURVEYOR CERTIFICATION</p> <p><i>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 belief.</i></p> <p>FEBRUARY 13, 2013</p> <p>Date of Survey _____ Signature & Seal of Professional Surveyor: </p> <p>Certificate Number Gary G. Eidson 12641 Ronald P. Eidson 3239</p> <p>ACR REL/NO. 0115231 WBC W.O.: 13.11.0206</p>

Proposed Wellbore Configuration

Apache Corporation
Geronimo 28 State SWD No. 2
API No. 30-015-40876
2135' FSL & 690' FEL (Unit I)
Section 28, T-17 South, R-28 East, NMPM



17 1/2" Hole; Set 13 3/8" 48# H-40 Csg @ 500'
Cement w/580 Sx. Circulate cement to surface.

TOC @ 3,000' (Proposed)

12 1/4" Hole; Set 9 5/8" 40# J-55 Csg @ 4,500'
Cement w/1400 Sx. Circulate cement to surface.

DV Tool @ 10,900'

4 1/2" Duo-Lined Injection Tubing set in a
Model A Lockset Packer @ 11,304'

Estimated Formation Tops: Devonian: 11,404'
Ellenburger: 12,404'

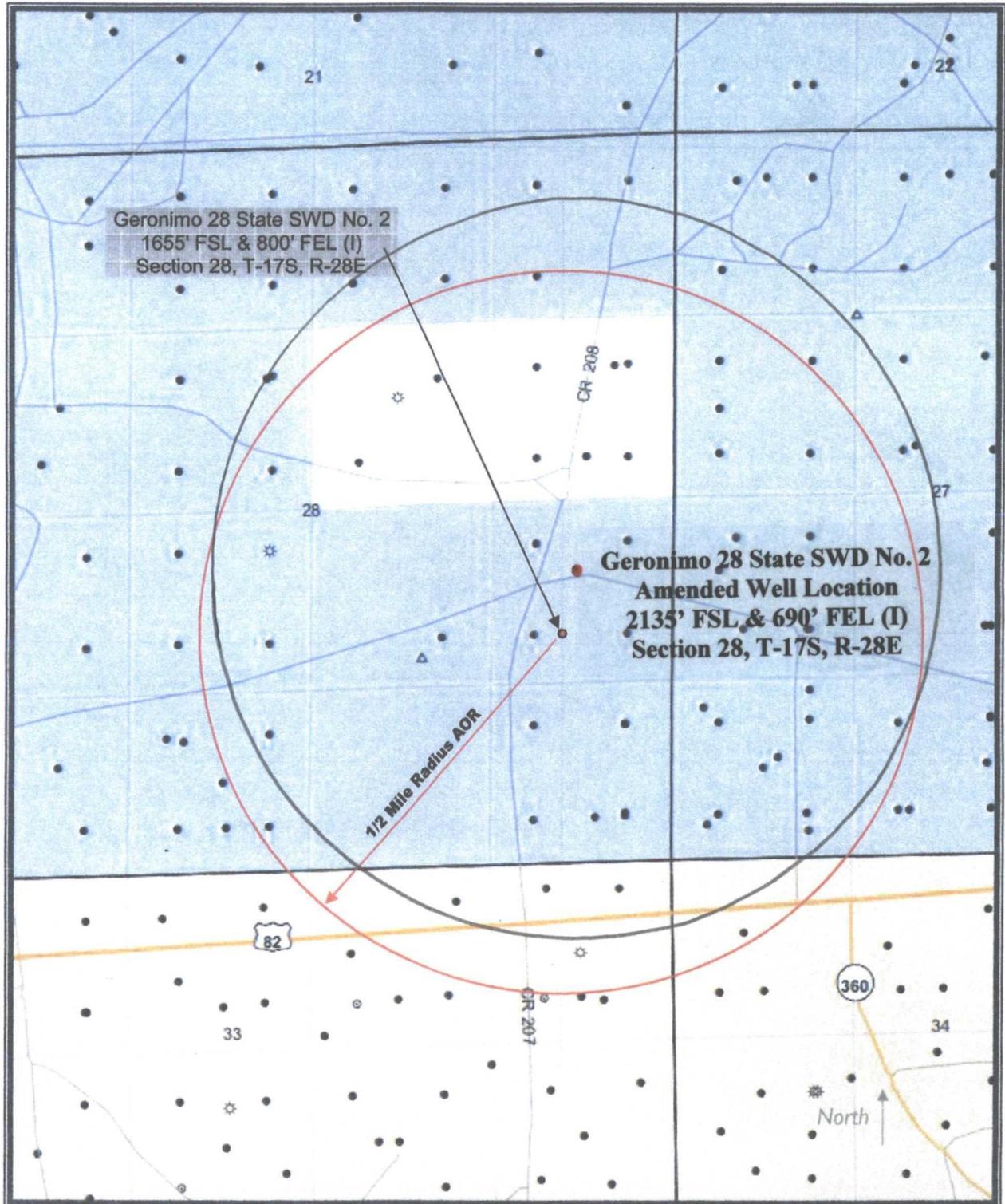
Devonian & Ellenburger Perforations: 11,404'-12,500'

8 3/4" Hole; Set 7" 26# L-80 & HCL-80 Csg. @ 12,500'
Stage Cement: 1st-270 Sx. 2nd-810 Sx. DV Tool @ 10,900'
Cement to a depth of 3,000'

T.D. 12,500'

C-108 - Item V
Area of Review Map

Geronimo 28 State SWD No. 2



APACHE CORPORATION

FORM C-108: APPLICATION TO AMEND ORDER SWD-1378

GERMONIMO 28 STATE SWD NO. 2

REVISED AREA OF REVIEW WELL LIST *

API NUMBER	OPERATOR	LEASE NAME	WELL NO.	WELL TYPE	STATUS	FTG. N/S	N/S	FTG. E/W	E/W	UNIT	SEC.	TSHP.	RNG.	TOTAL DEPTH
30-015-21903	CFM Oil, LLC	Gillespie State	3	P	Active	990'	N	330'	W	D	27	17S	28E	788'
30-015-21760	Marbob Energy Corp.	N G Phillips St.	17	P	PA	1650'	N	990'	W	E	27	17S	28E	831'
30-015-21632	COG Operating, LLC	N G Phillips St.	16	P	Active	2310'	N	1650'	W	F	27	17S	28E	845'
30-015-25513	COG Operating, LLC	N G Phillips St.	38	P	Active	2272'	N	1750'	W	F	27	17S	28E	3,100'
30-015-34111	LRE Operating, LLC	Wylie State	2	P	Active	990'	N	990'	E	A	28	17S	28E	3,575'
30-015-40063	LRE Operating, LLC	Welch RL State	17	P	NYD	990'	N	1650'	E	B	28	17S	28E	3,650'
30-015-40066	LRE Operating, LLC	Wylie State	5	P	NYD	990'	N	330'	E	A	28	17S	28E	3,650'
NYD-Not Yet Drilled;														
* Revised Area of Review Well List includes AOR wells that were not included in the original application. These wells are now included due to a change in the AOR area. (See attached AOR map).														

February 20, 2013

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

TO: OFFSET LEASEHOLD OWNERS & SURFACE OWNER

Re: Apache Corporation
Form C-108: Application to Amend Order No. SWD-1378
Geronimo 28 State SWD No. 2
API No. 30-015-40876
2135' FSL & 690' FEL, Unit I, Section 28, T-17S, R-28E, NMPM,
Eddy County, New Mexico

Ladies & Gentlemen:

By Order No. SWD-1378 dated January 3, 2013 Apache Corporation ("Apache") was authorized to utilize its Geronimo 28 State SWD No. 2, which was initially proposed to be drilled 1655 feet from the South line and 800 feet from the East line (Unit I) of Section 28, Township 17 South, Range 28 East, NMPM, Eddy County, New Mexico, as a produced water disposal well, injection to occur into the Devonian and Ellenburger formations through the perforated interval from 11,404 feet to 12,500 feet. As an offset operator/leasehold owner/surface owner, you were provided a copy of the C-108 application that was originally filed for this well on December 3, 2012.

Due to surface obstructions, Apache Corporation now proposes to drill the Geronimo 28 State SWD No. 2 at a surface location 2135 feet from the South line and 690 feet from the East line (Unit I) of Section 28. Consequently, Apache is seeking to amend Order No. SWD-1378 to approve the new well location.

Enclosed please find an amended C-108 application for the Geronimo 28 State SWD No. 2. Please be advised that Apache seeks to amend Order No. SWD-1378 only with respect to the well location. All wellbore configuration and operations as proposed in the original application will remain the same.

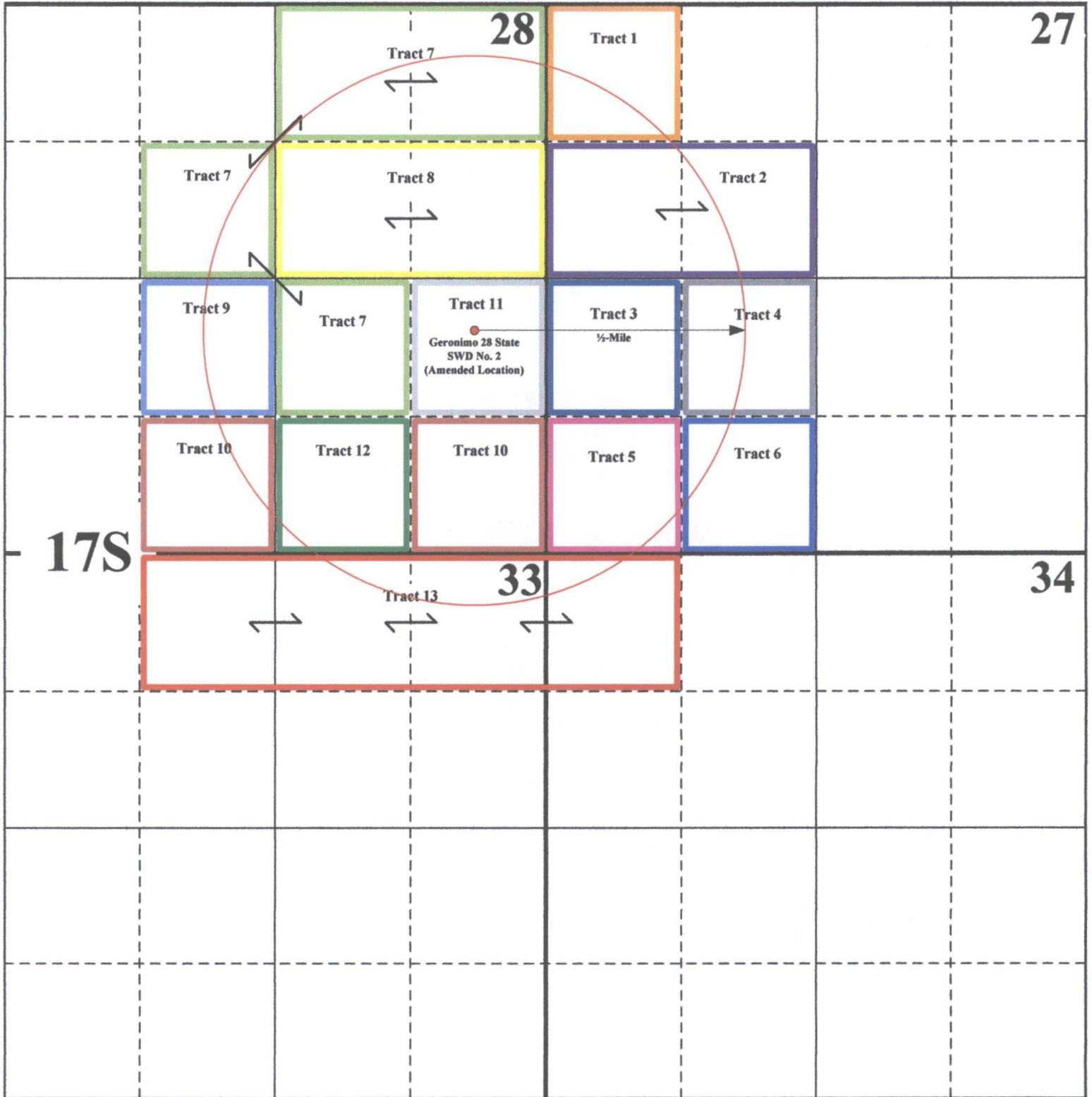
Objections must be filed with the Oil Conservation Division, 1220 South St. Francis Drive, Santa Fe, New Mexico 87505, within 15 days. If you should have any questions, please contact me at (505) 690-9453.

Sincerely,


David Catanach-Agent
Apache Corporation
303 Veterans Airpark Lane, Suite 3000
Midland, Texas 79705

Enclosure

28E



Apache Corporation
Form C-108: Application to Amend SWD-1378
Geronimo 28 State SWD No. 2
Offset Leasehold Owner Tract Identification

Apache Corporation
Form C-108: Application to Amend SWD-1378
Geronimo 28 State SWD No. 2
Section 28, T-17 South, R-28 East, NMPM
Eddy County, New Mexico

Offset Leasehold Owner Notification List (See Attached Map)

Tracts No. 1, 7 & 8

Leasehold Owners (All Depths below 3,500' **Less & Except** the Morrow Formation):

ConocoPhillips Company P.O. Box 7500 Bartlesville, Oklahoma 74005	RSE Partners I L.P. 3141 Hood Street, #350 Dallas, Texas 75219	Khody Land & Minerals Co. 210 Park Avenue, Suite 900 Oklahoma City, Oklahoma 73102
Marathon Oil Company P.O. Box 552 Midland, Texas 79702	Yates Petroleum Corporation 105 S. Fourth Street Artesia, New Mexico 88210	John A Yates, MSU 207 S. Fourth Street Artesia, New Mexico 88210
Trust Q U/W/O Peggy A. Yates, deceased 207 South 4 th Street Artesia, NM 88210	Sharbro Energy, LLC P.O. Box 840 Artesia, New Mexico 88211-0840	Yates Industries, LLC P.O. Box 1091 Artesia, New Mexico 88211-1091
Spiral, Inc. P.O. Box 1933 Roswell, New Mexico 88202-1933	Santo Legado, LLP P.O. Box 1020 Artesia, New Mexico 88211-1020	Tulipan, LLC P.O. Box 1020 Artesia, New Mexico 88211-1020
Marigold, LLLP P.O. Box 1290 Artesia, NM 88211-1290		

Tract No. 2

Leasehold Owner (All depths below 4,000'):

OXY USA WTP, Ltd. Partnership
P.O. Box 50250
Midland, TX 79710

Tract No. 3

Leasehold Owner (All depths below the base of the Abo Formation):

Khody Land & Minerals Company
210 Park Avenue, Suite 900
Oklahoma City, Oklahoma 73102

Apache Corporation
Form C-108: Application to Amend SWD-1378
Geronimo 28 State SWD No. 2
Section 28, T-17 South, R-28 East, NMPM
Eddy County, New Mexico

Offset Leasehold Owner Notification List (Page 2)

Tract No. 4

Leasehold Owner: (All depths)

Yates Petroleum Corporation 105 S. Fourth Street Artesia, New Mexico 88210	John A Yates, MSU 207 S. Fourth Street Artesia, New Mexico 88210	Marigold, LLLP P.O. Box 1290 Artesia, New Mexico 88211-1290
Trust Q U/W/O Peggy A. Yates, deceased 207 South 4 th Street Artesia, NM 88210	Sharbro Energy, LLC P.O. Box 840 Artesia, New Mexico 88211-0840	Yates Industries, LLC P.O. Box 1091 Artesia, New Mexico 88211-1091
Spiral, Inc. P.O. Box 1933 Roswell, NM 88202-1933	Santo Legado, LLP P.O. Box 1020 Artesia, New Mexico 88211-1020	Tulipan, LLC P.O. Box 1020 Artesia, New Mexico 88211-1020

Tract No. 5

Leasehold Owners (All depths below the base of the Abo Formation):

COG Operating, LLC 600 W. Illinois Ave. One Concho Center Midland, Texas 79701	Concho Oil & Gas Company 600 W. Illinois Ave. One Concho Center Midland, Texas 79701
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Tracts No. 6 & 9

Leasehold Owner (All depths below the base of the Yeso Formation):

ConocoPhillips Company P.O. Box 7500 Bartlesville, Oklahoma 74005	Chisos Ltd. 670 Donna Ana Road Deming, New Mexico 88030	Roca Exploration, Ltd. P.O. Box 1981 Midland, Texas 79702
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Tract No. 10

Leasehold Owners: (All depths):

ConocoPhillips Company P.O. Box 7500 Bartlesville, Oklahoma 74005	Chisos Ltd. 670 Donna Ana Road Deming, New Mexico 88030	Roca Exploration, Ltd. P.O. Box 1981 Midland, Texas 79702
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Apache Corporation
Form C-108: Application to Amend SWD-1378
Geronimo 28 State SWD No. 2
Section 28, T-17 South, R-28 East, NMPM
Eddy County, New Mexico

Offset Leasehold Owner Notification List (Page 3)

Tract No. 11

Leasehold Owners (All depths below 3,500’):

Oxy USA WTP, Ltd. Partnership
P.O. Box 50250
Midland, Texas 79710

McCombs Energy, LLC
5599 San Felipe, Suite 1200
Houston, Texas 77056-2794

Tract No. 12

Leasehold Owners (All depths below the base of the Morrow Formation):

Yates Petroleum Corporation
105 S. Fourth Street
Artesia, New Mexico 88210

Khody Land & Minerals Company
210 Park Avenue, Suite 900
Oklahoma City, Oklahoma 73102

Marathon Oil Company
P.O. Box 552
Midland, Texas 79702

ZPZ Delaware I, LLC
(Wholly owned subsidiary of
Apache Corporation)

Tract No. 13

Leasehold Owners (All depths):

ZPZ Delaware I, LLC
(Wholly owned subsidiary of
Apache Corporation)

Surface Owner

Commissioner of Public Lands
P.O. Box 1148
Santa Fe, New Mexico 87504-1148

Additional Notice

Oil Conservation Division
811 S. First Street
Artesia, New Mexico 88210

Form C-108: Application to Amend SWD-1378
Apache Corporation
Geronimo 28 State SWD No. 2
Section 28, T-17 South, R-28 East, NMPM,
Eddy County, New Mexico

The following-described legal notice will be published in the:

Artesia Daily Press
503 W. Main Street
Artesia, New Mexico 88210-2067

The Affidavit of Publication will be forwarded to the Division upon receipt by Apache Corporation.

LEGAL NOTICE

Apache Corporation, 303 Veterans Airpark Lane, Suite 3000, Midland, Texas 79705 has filed a Form C-108 (Application for Authorization to Inject) with the Oil Conservation Division ("Division") seeking to amend Order No. SWD-1378 dated January 3, 2013. This order authorized Apache Corporation to utilize its proposed Geronimo 28 State SWD No. 2 (API No. 30-015-40876), which was initially proposed to be drilled 1655 feet from the South line and 800 feet from the East line (Unit I) of Section 28, Township 17 South, Range 28 East, NMPM, Eddy County, New Mexico, as a produced water disposal well in the Devonian and Ellenburger formations. Injection was authorized to occur through the perforated interval from approximately 11,404 feet to 12,500 feet.

Produced water from the Glorieta & Yeso formations originating from Apache Corporation operated wells in this area will be injected into the Geronimo 28 State SWD No. 2 at average and maximum rates of 4,000 and 15,000 barrels of water per day, respectively. The initial surface injection pressure for the well is anticipated to be at or below 2,280 psi., which is in compliance with Division regulations. The maximum surface injection pressure will be determined by step rate injection test.

Due to surface obstructions, Apache Corporation now proposes to drill the Geronimo 28 State SWD No. 2 at a surface location 2135 feet from the South line and 690 feet from the East line (Unit I) of Section 28, Township 17 South, Range 28 East, NMPM, Eddy County, New Mexico.

The proposed amendment is to approve the new well location only and all other provisions of Order No. SWD-1378 will remain the same.

Interested parties must file objections with the New Mexico Oil Conservation Division, 1220 S. St Francis Drive, Santa Fe, New Mexico 87505, within 15 days of the date of this publication.

Additional information can be obtained by contacting Mr. David Catanach Agent-Apache Corporation at (505) 690-9453.

7012 2920 0002 1384 7211

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

ARTESIA, NM 88211

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
 Postmark Here

Sent To
Santo Legado, LLP
 Tulipan, LLC
 P.O. Box 1020
 Artesia, New Mexico 88211-1020

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7204

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

ARTESIA, NM 88211

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
 Postmark Here

Sent To
Marigold, LLP
 P.O. Box 1290
 Artesia, New Mexico 88211-1290

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7266

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ARTESIA, NM 88211

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
 Postmark Here

Sent To
Yates Industries, LLC
 P.O. Box 1091
 Artesia, New Mexico 88211-1091

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7228

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ROSWELL, NM 88202

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
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Sent To
Spiral, Inc.
 P.O. Box 1933
 Roswell, New Mexico 88202-1933

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7280

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ARTESIA, NM 88210

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
 Postmark Here

Sent To
John A Yates, MSU
 Trust Q, U/W/O Peggy A. Yates
 207 South Fourth Street
 Artesia, New Mexico 88210

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7273

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ARTESIA, NM 88211

Postage	\$ 1.52
Certified Fee	\$ 3.10
Return Receipt Fee (Endorsement Required)	\$ 2.55
Restricted Delivery Fee (Endorsement Required)	\$ 0.00
Total Postage & Fees	\$ 7.17

Santa Fe, NM 87501
 FEB 21 2013
 Postmark Here

Sent To
Sharbro Energy, LLC
 P.O. Box 840
 Artesia, New Mexico 88211-0840

PS Form 3800, August 2006 See Reverse for Instructions

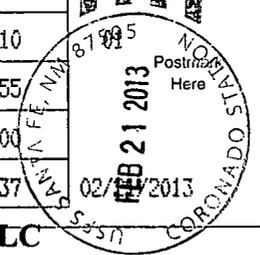
7012 2920 0002 1384 7150

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For delivery information visit our website at www.usps.com

HOUSTON TX 77056 **OFFICIAL USE**

Postage	\$	\$1.72
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.37



Sent To: **McCombs Energy, LLC**
5599 San Felipe, Suite 1200
Houston, Texas 77056-2794
PS Form 3800, August 2006 See Reverse for Instructions

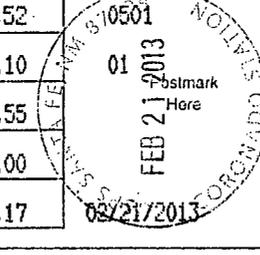
7012 2920 0002 1384 7167

U.S. Postal Service™
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For delivery information visit our website at www.usps.com

DEMING NM 88030 **OFFICIAL USE**

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17



Sent To: **Chisos, Ltd.**
670 Donna Ana Road
Deming, New Mexico 88030
PS Form 3800, August 2006 See Reverse for Instructions

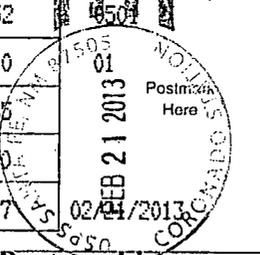
7012 2920 0002 1384 7198

U.S. Postal Service™
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For delivery information visit our website at www.usps.com

MIDLAND TX 79710 **OFFICIAL USE**

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17



Sent To: **Oxy USA WTP Ltd. Partnership**
P.O. Box 50250
Midland, Texas 79710
PS Form 3800, August 2006 See Reverse for Instructions

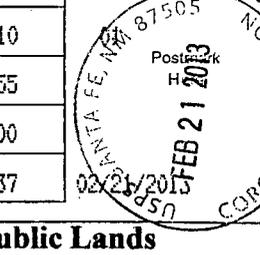
7012 2920 0002 1384 7143

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For delivery information visit our website at www.usps.com

SANTA FE NM 87504 **OFFICIAL USE**

Postage	\$	\$1.72
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.37



Sent To: **Commissioner of Public Lands**
P.O. Box 1148
Santa Fe, N.M. 87504-1148
PS Form 3800, August 2006 See Reverse for Instructions

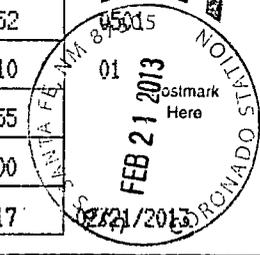
7012 2920 0002 1384 7174

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For delivery information visit our website at www.usps.com

MIDLAND TX 79702 **OFFICIAL USE**

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17



Sent To: **Roca Exploration, Ltd.**
P.O. Box 1981
Midland, Texas 79702
PS Form 3800, August 2006 See Reverse for Instructions

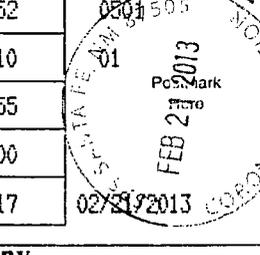
7012 2920 0002 1384 7181

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For delivery information visit our website at www.usps.com

MIDLAND TX 79701 **OFFICIAL USE**

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17



Sent To: **COG Operating, LLC**
Concho Oil & Gas Company
600 W. Illinois Ave.
One Concho Center
Midland, Texas 79701
PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7303

U.S. Postal Service™
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MIDLAND, TX 79702

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17

Postmark Here: FEB 21 2013

Sent To: **Marathon Oil Company**
P.O. Box 552
Midland, Texas 79702

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7297

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For delivery information visit our website at www.usps.com

ARTESIA, NM 88210

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17

Postmark Here: FEB 21 2013

Sent To: **Yates Petroleum Corporation**
105 S. Fourth Street
Artesia, New Mexico 88210

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7327

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For delivery information visit our website at www.usps.com

DALLAS, TX 75219

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17

Postmark Here: FEB 21 2013

Sent To: **RSE Partners I, L.P.**
3141 Hood, Street, #350
Dallas, Texas 75219

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7310

U.S. Postal Service™
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For delivery information visit our website at www.usps.com

OKLAHOMA CITY, OK 73102

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17

Postmark Here: FEB 21 2013

Sent To: **Khody Land & Minerals Co.**
210 Park Avenue, Suite 900
Oklahoma City, Oklahoma 73102

PS Form 3800, August 2006 See Reverse for Instructions

7012 2920 0002 1384 7334

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For delivery information visit our website at www.usps.com

BARTLESVILLE, OK 74005

Postage	\$	\$1.52
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total Postage & Fees	\$	\$7.17

Postmark Here: FEB 21 2013

Sent To: **ConocoPhillips Company**
P.O. Box 7500
Bartlesville, Oklahoma 74005

PS Form 3800, August 2006 See Reverse for Instructions

Injection Permit Checklist

First Email Date: _____ Final Reply Date: _____ Final Notice Date: ~~2/21/13~~

2/21/13

Issued Permit: WFX PMX SWD 1378-A Permit Date: ~~3/17/13~~ 3/17/13

Wells 1 Well Name(s): GERONIMO 28 STATE SWD #2

API Num: 30-015-~~40876~~ 40876 Spud Date: NOT YET New/Old: N (UIC CI II Primacy March 7, 1982)

Footages: 2135 FSL / 690 FEL Lot _____ Unit I Sec 28 Tsp 17S Rge 28E County EDDY

General Location or Pool Area: RED LAKE / OROONIA UMT area

Operator: APACHE CORP. Contact: DAVID CATANACH

OGRID: 873 RULE 5.9 Compliance (Wells) 2/21/23 (Finan Assur) OK IS 5.9 OK? OK

Well File Reviewed Current Status: Permitted NOT DRILLED

Planned Work to Well: DRILL/EQUIP/DISPOSE

Diagrams: Before Conversion _____ After Conversion Are Elogs in Imaging?: WILL BE FILED

Well Details:	Sizes		Setting Depths	Stage Tool	Cement Sx or Cf	Cement Top and Determination Method
	Hole.....	Pipe				
Planned <input checked="" type="checkbox"/> or Existing _____ Surface	<u>17 1/2</u>	<u>13 3/8</u>	<u>500'</u>	<u>-</u>	<u>580 SX</u>	<u>CIRC</u>
Planned <input checked="" type="checkbox"/> or Existing _____ Intern	<u>12 1/4</u>	<u>9 5/8</u>	<u>4500'</u>	<u>-</u>	<u>1400 SX</u>	<u>CIRC</u>
Planned <input checked="" type="checkbox"/> or Existing _____ LongSt	<u>8 3/4</u>	<u>7"</u>	<u>12,500'</u>	<u>TR 10900</u>	<u>270/810</u>	<u>3000' CALC</u>
Planned <input checked="" type="checkbox"/> or Existing _____ Liner						
Planned _____ or Existing _____ OpenHole						

Depths/Formations:	Depths, Ft.	Formation	Tops?
Above			
Above	<u>11404</u>	<u>DEV</u>	<input checked="" type="checkbox"/>
Proposed Interval TOP	<u>11404</u>	<u>Dar</u>	
Proposed Interval BOTTOM	<u>12500</u>	<u>Blent.</u>	
Below	<u>12404</u>	<u>EU.</u>	<input checked="" type="checkbox"/>
Below			

Max. PSI 2281 Open Hole _____ Perfs
 Tubing Size 4 1/2 Packer Depth 11304

Capitan Reef? (in _____) Potash? _____ Noticed? _____ (WIPP?) _____ Noticed? _____ Salado Top _____ Bot _____ Cliff House? _____

Fresh Water: MaxDepth: 300' FW Formation _____ Wells? None Analysis? _____ Affirmative Statement

Disposal Fluid: Formation Source (Analysis) GLOB/Y-200 (APACHE OPERATED WELLS)

Disposal Interval: Protectable Waters? NO H/C Potential: Log _____ /Mudlog _____ /DST _____ /Tested _____ /Depleted _____ Other NO PROD W/ 1 mi

Notice: Newspaper Post Date 12/21/12 Surface Owner S. LO. N. Date 12/21/13

RULE 26.7(A) Affected Persons See LIST N. Date 12/21/13

AOR: Maps? Well List? Producing in Interval? NO Wellbore Diagrams? _____

Penetrating _____ Active Wells Repairs? _____ Which Wells? _____

_____ P&A Wells Repairs? _____ Which Wells? _____

Permit Conditions: Normal Logging MUDLOG

Issues: Barnett Gas JUST TO NORTH / MISS OIL TO NW

Issues: _____