

FAX COVER SHEET**ENERGY ADMINISTRATIVE SERVICES CO.**

P.O. Box 458
Roswell, NM 88202
(575) 623-4940

| | |
|--|--|
| Send to: New Mexico Oil Conservation Div. | From: George R. Smith Energy Administrative Services Co. |
| Attention: Gayle McQueston | Date: 10/23/08 |
| Office Location: Santa Fe, NM | Office Location: Roswell, NM |
| Fax Number: 505-476-3462 Ph. No. 505-476-3451 | Phone Number: 575-623-4940 Fax No.: 575-623-2556 |

- ☐ Urgent
- ☐ Reply ASAP
- ☐ Please comment
- ☐ Please Review
- ☒ For your information

Total pages, including cover: 3

Comments:

The attached copy of the Power of Attorney we discussed this morning is from Lime Rock Resources A, L.P. in Houston, TX. I hope this will help in making a favorable decision for those of us working in the New Mexico Oil Industry. I can sign any paperwork now except the plt applications. I certainly appreciate your taking the time to work on this problem. THANK YOU.

10/03/2008 02:38 7132929560

LIME ROCK

PAGE 02/03

NEW MEXICO
STATUTORY FORM POWER OF ATTORNEY
IMPORTANT INFORMATION

This power of attorney authorizes another person (your agent) to make decisions concerning your property for you (the principal). Your agent will be able to make decisions and act with respect to your property (including your money) whether or not you are able to act for yourself. The meaning of authority over subjects listed on this form is explained in the Uniform Power of Attorney Act.

This power of attorney does not authorize the agent to make health care decisions for you.

You should select someone you trust to serve as your agent. Unless you specify otherwise, generally the agent's authority will continue until you die or revoke the power of attorney or the agent resigns or is unable to act for you.

Your agent is entitled to reasonable compensation unless you state otherwise in the Special Instructions.

This form provides for designation of one agent. If you wish to name more than one agent, you may name a co-agent in the Special Instructions. Co-agents are not required to act together unless you include that requirement in the Special Instructions.

If your agent is unable or unwilling to act for you, your power of attorney will end unless you have named a successor agent. You may also name a second successor agent. This power of attorney becomes effective immediately unless you state otherwise in the Special Instructions.

If you have questions about the power of attorney or the authority you are granting to your agent, you should seek legal advice before signing this form.

DESIGNATION OF AGENT

LIME ROCK RESOURCES A, L. P. hereby names the following person as its agent:

Name of Agent: George R. Smith d/b/a Energy Administrative Services Company

Agent's Address: P.O. Box 458, Roswell, NM 88202

Agent's Telephone Number: (575) 623-4940

GRANT OF SPECIAL AUTHORITY

LIME ROCK RESOURCES A, L.P. grants its agent the authority to act for it with respect to the following only:

1. Executing forms required to be filed with the Oil Conservation Division of the New Mexico Energy, Minerals and Natural Resources Department.
2. Executing forms required to be filed with the Bureau of Land Management of the Department of Interior of the United States of America.

10/03/2008 02:38 7132929560

LIME ROCK

PAGE 03/03

EFFECTIVE DATE

This power of attorney is effective immediately.

RELIANCE ON THIS POWER OF ATTORNEY

Any person, including the agent, may rely upon the validity of this power of attorney or a copy of it unless that person knows it has terminated or is invalid.

SIGNATURE AND ACKNOWLEDGMENT

LIME ROCK RESOURCE A, L.P.

By: C. Tim MillerName: C. Tim MillerTitle: Vice President - OperationsDate: 10/6/08Address: 1111 Bosby Street, Suite 4600
Houston TX 77002Telephone Number: 713 292 9574State of TEXAS
County of HARRIS

This instrument was acknowledged before me on October 6
2008 by C. TIM MILLER, VICE PRESIDENT -
OPERATIONS of LIME ROCK RESOURCES A, L.P., acting on behalf of said limited
partnership.

Signature of notarial officer: [Signature]My commission expires: 8/5/2012