FOR DIVISION USE ONL

NEW MEXICO OIL CONSERVATION DIVISION

- Engineering Bureau -

ADMINISTRATIVE APPLICATION COVERSHEET

THIS COVERSHEET IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS

Applic	(F	[NSP-Non-Standard Proration Unit] [NSL-Non-Standard Location] [DD-Directional Drilling] [SD-Simultaneous Dedication] 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] -Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]
[1]	TYPE OF A [A]	PPLICATION - Check Those Which Apply for [A] □ <td< th=""></td<>
	Checl [B]	Cone Only for [B] or [C] Commingling - Storage - Measurement DHC CTB PLC PC OLS OLM
	[C]	Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
[2]	NOTIFICAT	TION REQUIRED TO: - Check Those Which Apply, or D Does Not Apply
[4]	[A]	U Working, Royalty or Overriding Royalty Interest Owners
	[B]	I Offset Operators, Leaseholders or Surface Owner
	[C]	Application is One Which Requires Published Legal Notice
	[D]	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]	S Waivers are Attached

[3] INFORMATION / DATA SUBMITTED IS COMPLETE - Statement of Understanding

I hereby certify that I, or personnel under my supervision, have read and complied with all applicable Rules and Regulations of the Oil Conservation Division. Further, I assert that the attached application for administrative approval is accurate and complete to the best of my knowledge and where applicable, verify that all interest (WI, RI, ORRI) is common. I further verify that all applicable API Numbers are included. I understand that any omission of data, information or notification is cause to have the application package returned with no action taken.

JAMES BRUCE P.O. BOX 1056 SANTA FE, NM 87504	Note: Statement must be a	completed by an individual w > AMMC	vith supervisory capacity.	Applicant	4/6/98
Print or Type Name	Signature		Title	¥ <i>V</i>	Date

JAMES BRUCE

ATTORNEY AT LAW

POST OFFICE BOX 1056 SANTA FE, NEW MEXICO 87504

SUITE B 612 OLD SANTA FE TRAIL SANTA FE, NEW MEXICO 87501

(505) 982-2043 (505) 982-2151 (FAX)

April 6, 1998

Hand Delivered

Michael E. Stogner Oil Conservation Division 2040 South Pacheco Street Santa Fe, New Mexico 87505

Dear Mr. Stogner:

Pursuant to Division Rules 104.F.(1) and 104.F.(2), The Wiser Oil Company ("Wiser") hereby applies for administrative approval of the following two unorthodox oil well locations:

Caprock Maljamar Unit Well No. 400 1330 feet FSL & 110 feet FEL NE¼SE¼ §17, Township 17 South, Range 33 East, NMPM

Caprock Maljamar Unit Well No. 401 110 feet FSL & 110 feet FEL SE¼SE¼ §17, Township 17 South, Range 33 East, NMPM

(These applications may have been previously submitted to you. See Exhibit A.)

The wells will be drilled to test the Maljamar Grayburg-San Andres Pool, and are necessary to permit the completion of an efficient production and injection pattern for a secondary recovery project. Copies of the Form C-101, Form C-102, and related documents for each well are attached as Exhibits B and C.

Also included in Exhibits B and C are waivers from the offset operator, Shahara Oil, L.L.C. ("Shahara"). As a result, notice of this application has not been mailed to anyone. These wells, and several Shahara wells, are being drilled as part of a cooperative lease line agreement.¹ Portions of the agreement, and the

¹The agreement has been signed by Wiser and all working interest owners in the Shahara acreage.

operating agreement incorporated therein, are attached as Exhibit D. Pursuant to that agreement, production from the above two wells will be allocated as follows:

Well	Wiser	<u>Shahara</u>
CMU No. 400	0 50%	50%
CMU No. 401	1 75%	25%

We ask that the order approving the locations require that production be allocated per the agreement.

Please call me if you need anything further on this matter.

Very truly yours,

٠,

James Bruce

Attorney for The Wiser Oil Company

December 9, 1997

Mr. William Lemay New Mexico OCD 2040 South Pacheco Santa Fe, New Mexico 87505

RE: Application for Administrative Approval Non-Standard Location Caprock Maljamar Unit # 400 & 401 Unit I & P Section 17-T17S-R33E Lea County, New Mexico

Dear Mr. Lemay

Please find enclosed copies of approved Applications to Drill the above captioned wells with attached waiver letter from the offset operator. This application has been approved to drill only and we herein seek your approval to produce same. Upon review, should you have any questions or need additional information, please feel free to give me a call. Thank you for your attention to this request.

Sincerely, J. O. Easley, Inc. Agent for The Wiser Oil Company

Michael R. Burch, CPL

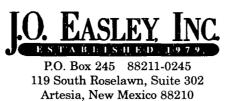
mrb/s enclosures





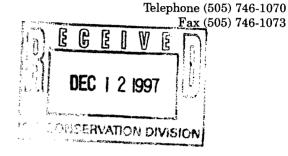
1/2/98 NSL





December 9, 1997

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Sincerely, J. O. Easley, Inc. Agent for The Wiser Oil Company

Michael R. Burch, CPL

mrb/s enclosures

District I P. O. Box 1580 District II P. O. Drawer I District III 1000 Rio Braz District IV P. O. Box 2084)D, Artesia, N os Rd., Aztec	NM 88211-07 , NM 87410		OIL CO	ONSERVA P. O. Bo	al Resources Depa TION DIVI	SION	Si		I Approp Sta	Form C-101 d February 10, 1994 instructions on back priate District Office ate Lease - 6 Copies See Lease - 5 Copies
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Date: 12-09-97		 	Phone: 505-7	746-1070		Conditions of Ar	proval:	0 1331			
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DISTRICT I

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P.O. Box 1980, Hobbs, NM 88241-1980

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DISTRICT II P.O. Drawer DD, Artenia, NM 58211-0719

DISTRICT III 1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV P.O. Box 2088, Santa Fe, NM 87504-2088

State of New Mexico

Energy, Minerals and Natural Resources Department

Form C-102 Revised February 10, 1994 Submit to Appropriate District Office State Lease - 4 Copies Fee Lease - 3 Copies

OIL CONSERVATION DIVISION P.O. Box 2088

Santa Fe, New Mexico 87504-2088

WELL LOCATION AND ACREAGE DEDICATION PLAT

□ AMENDED REPORT

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					Surfac	ce Loc	ation			
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December 4, 1997

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Shahara Qil L.I.C. Attention: Mr. Penry Hughes 207 W. McKay Carlsbud, NM 88220

RE: Unorthodox Locations CMU #400 &#401 Caprock Maljamar Unit Lea County, New Mexico

Gentlemen:

The Wiser Oil Company, as operator of the Caprock Maljamar Unit, shall apply to the New Mexico Oil Conservation Division for administrative approval of the following unorthodox well locations.

	Surface Location & BHI.
CMU #400	1330' FSL and 110' FEL
CMU #401	110° FSL and 110° FEL

Section 17-17S-33E Section 17-17S-33E

In accordance with Article 7 of our Cooperative Unit Line Injection Well and Unit Line Infill Drilling Agreement effective November 1, 1997, please indicate yoar waiver, as offset operator, of the above unorthodox locations by signing and returning one copy of this letter as soon as possible.

Yours very truly, THE WISER OIL COMPANY Lauri Block

Sr. Landman

Agreed to accept this **3TH** day of December, 1997.

SHAHARA OIL, L.L.C. By: Name: Title:

8115 Preston Road 7 Suite 400 7 Dallas. Texas 75225 7 Tel. 214 265 0080 7 Fax: 214 373 3610 7 Web: http://www.wiseroil.com

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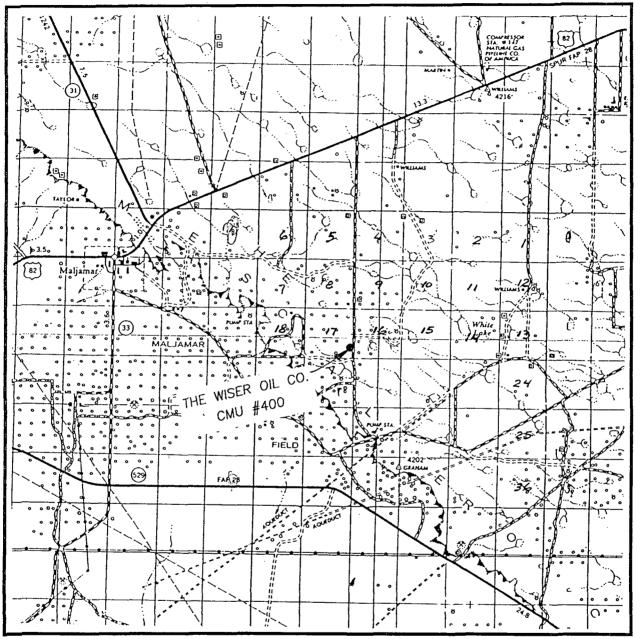
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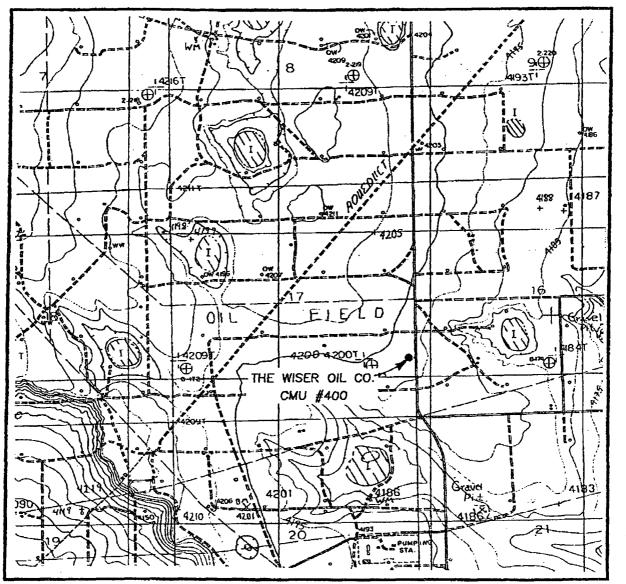
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VICINITY MAP



SCALE: 1'' = 2 MILES

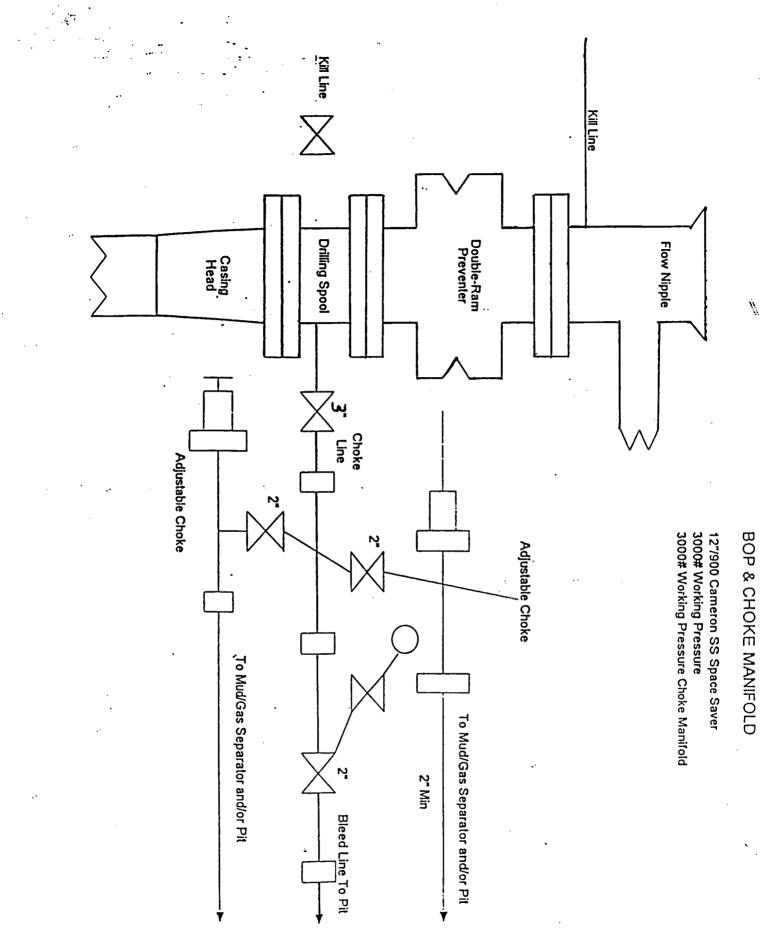
SEC. <u>17</u> TWP.<u>17</u>–S RGE.<u>33</u>–E SURVEY N.M.P.M. COUNTY LEA DESCRIPTION <u>1330' FSL & 110' FEL</u> ELEVATION <u>4197'</u> OPERATOR <u>THE WISER OIL CO.</u> LEASE CAPROCK MALJAMAR UNIT



SCALE:  $1^{"} = 2000^{\circ}$ 

SEC. 17 TWP. 17-S RGE. 33-E SURVEY N.M.P.M. COUNTY LEA DESCRIPTION 1330' FSL & 110' FEL ELEVATION 4197' OPERATOR THE WISER OIL CO. LEASE CAPROCK MALJAMAR UNIT U.S.G.S. TOPOGRAPHIC MAP DOG LAKE, N.M.

CONTOUR INTERVAL - 10' SUPPLEMENTAL CONTOUR INTERVAL - 5'



District F P. O. Box 1980 District II P. O. Drawer I District III 1000 Rio Braz District IV P. O. Box 2083	DD, Artesia, N xos Rd., Aztec	VM 88211- , NM 8741	0719 0	OIL C	ONSERVA P. O. Bo	al Resources Depa TION DIVI	SION	√ Si		Iı Appropi Sta	Form C-101 February 10, 1994 Instructions on back riate District Office te Lease - 6 Copies te Lease - 5 Copies
									· ·	AMI	ENDED REPORT
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Describe the blo	wout prevent	ion program	1, if any. Use ad	ditional she	ets if necessary.	give the data on the	e present	t productive zoi	ne and prop	osed new j	productive zone.
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Santa Fe				_		until Nor	n-Sta	andard Lo	ocatior	n is a	pproved in
²³ I hereby certif my knowledge a		ermation gi	ven above is true	and comple	te to the best of			ONSERV		DIVI	SION
Signature: W	ichal	RI	Sund			Approved ORI	GINAL	SIGNED	BY		
Printed name: M	Aichael R. Bu	rch, CPL				Title:	GAH	Y WINK			
Title: Agent fo	r The Wiser (	Dil Compan				Approval Dat	EC O	9 1997	Expirat	ion Date:	
Date: 12-09-97			Phone: 505-7	746-1070		Conditions of Ap Attached	proval:				

DISTRICT I P.O. Box 1980, Hobbs, NM 88241-1980 :

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DISTRICT II P.O. Drawer DD, Artesia, NM 86211-0719

DISTRICT III 1000 Rio Brazos Rd., Astec, NM 87410 State of New Mexico

Energy, Minerals and Natural Resources Department

Form C-102 Revised February 10, 1994 Submit to Appropriate District Office State Lease - 4 Copies Fee Lease - 3 Copies

# OIL CONSERVATION DIVISION

P.O. Box 2088

Santa Fe, New Mexico 87504-2088

AMENDED REPORT

DISTRICT IV P.O. Box 2088, Santa Fe, NM 87604-2088

WELL LOCATION AND ACREAGE DEDICATION PLAT

AP 30-0	Number	4225	423	Pool Code		This ND GODA	Pool Name			
Property	Code		Property Name Well Number							
0145 OGRID			CAPROCK MALJAMAR UNIT 401							
0229				THE	WISER OIL			4193		
					Surface Loca	ation				
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County	
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	I		····				OPERATO	R CERTIFICAT	TION	
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					Ì		1 Michael	Michael R. Bund		
	 +			<u> </u>	<del>-</del>		Signature			
	ŀ				i		Printed Name		<u> </u>	
	1						AGENT FOR	THEWSER	DILCO.	
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							SURVEYO	R CERTIFICAT	TION	
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December 4, 1997

Shahara Qil L.I.C. Attention: Mr. Peary Hughes 207 W. McKay Carlsbad, NM 88220

RE: Unorthodox Locations CMU #400 &#401 Caprock Maljamar Unit Les County, New Mexico

Gentlemen:

The Wiser Oil Company, as operator of the Caprock Maljamar Unit, shall apply to the New Mexico Oll Conservation Division for administrative approval of the following unorthodox well locations.

	<u>S</u>
CMU #400	13
CMU #401	- 11

Surface Location & BHL 1330' FSL and 110' FEL 110' FSL and 110' FEL

Section 17-17S-33E Section 17-17S-33E

In accordance with Article 7 of our Cooperative Unit Line Injection Well and Unit Line Infill Dritting Agreement effective November 1, 1997, please indicate your waiver, as offset operator, of the above unorthodox locations by signing and returning one copy of this letter as soon as possible.

Yours very truly, THE WISER OIL COMPANY

**Lauri** Block

Sr. Landman

Agreed to accept this gth day of December, 1997.

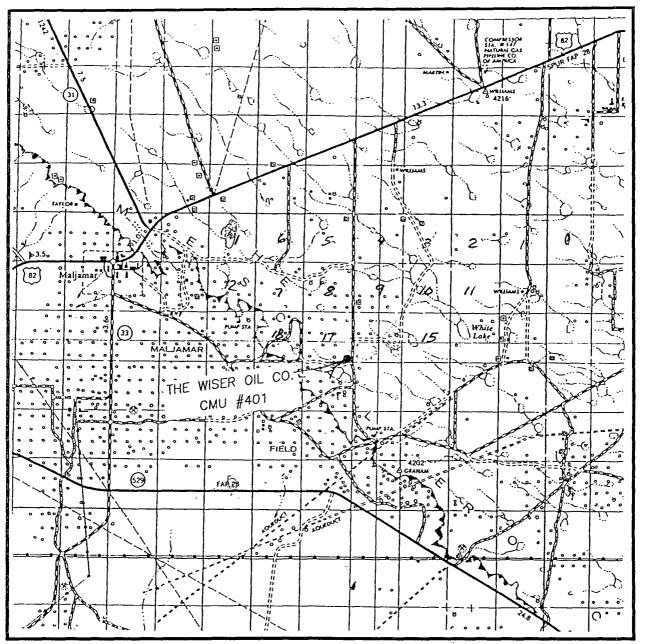
SHAHARA OIL. L.L.C. By: Name: Title:

#### The Wheer Oil Company

8115 Preston Road / Sulte 400 / Dallas. Texas 75225 / Tel. 214 265 0080 / Pax: 214 373 3610 / Web: http://www.wiseroil.com

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VICINITY MAP



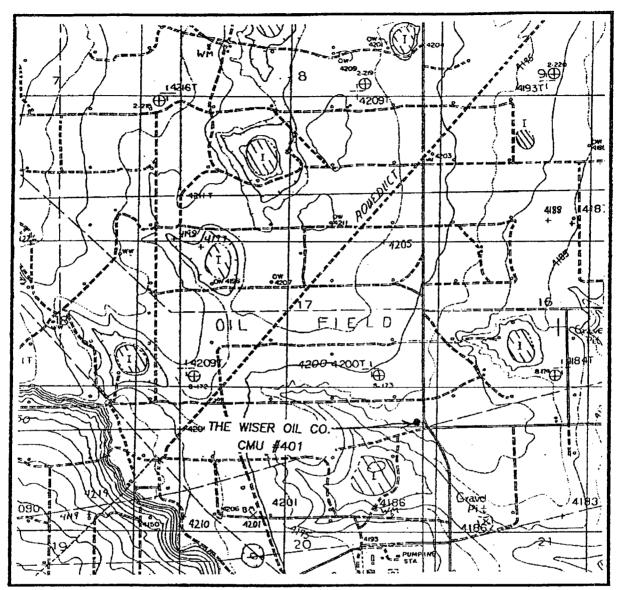
SCALE: 1'' = 2 MILES

SEC. <u>17</u> TWP. <u>17-S</u> RGE. <u>33-E</u>
SURVEYN.M.P.M.
COUNTYLEA
DESCRIPTION 110' FSL & 110' FEL
ELEVATION 4193'
OPERATOR <u>THE WISER OIL CO.</u> LEASE <u>CAPROCK MALJAMAR UNIT</u>

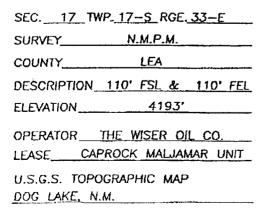
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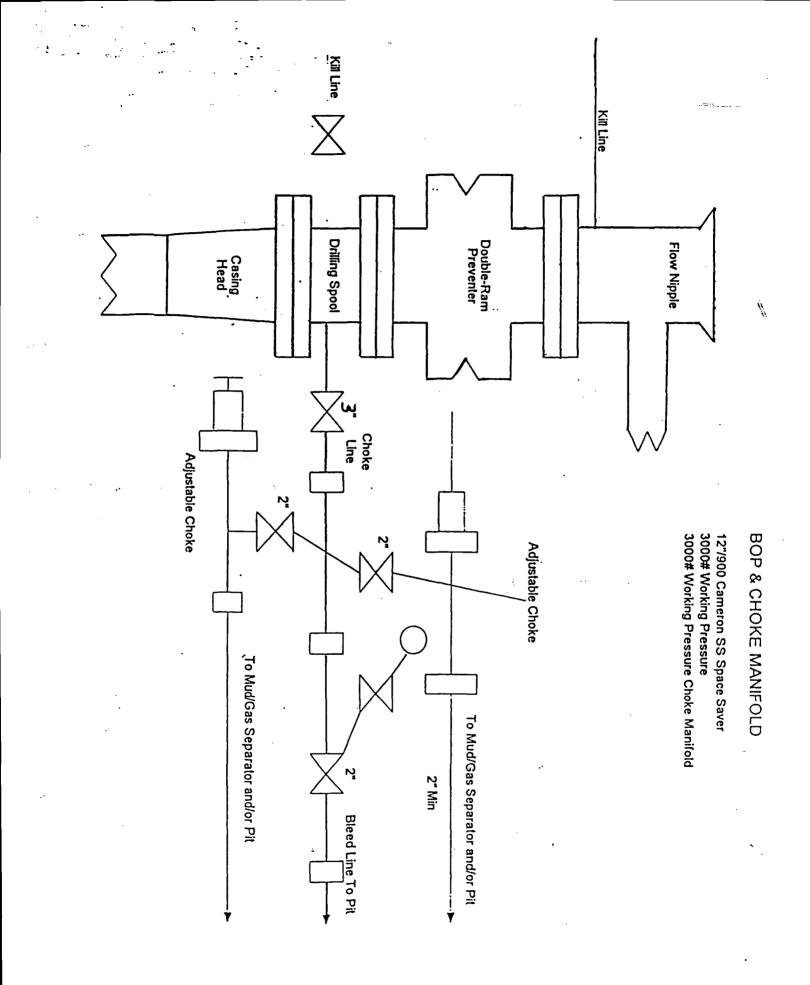
LOCATION VERIFICATION MAP



SCALE: 1'' = 2000'



CONTOUR INTERVAL - 10' SUPPLEMENTAL CONTOUR INTERVAL - 5"



District III 1000 Rio Braz District IV P. O. Box 208:	DD, Artesia, 1 cos Rd., Aztec 8, Santa Fe, 1 <u>ATION</u> r Oil Cor	NM 88211-071 NM 87410 NM 87504-208 FOR PE	8 RMIT T	OIL CO Sa O DRI	ONSERVA P. O. Bo nta Fe, NM	al Resources Depa TION DIVI ox 2088 87504-2083	SION B			In Appropr Stat Fe AME OR A	Form C-101 February 10, 1994 Istructions on back iate District Office te Lease - 6 Copics te Lease - 5 Copies ENDED REPORT DD A ZÓNE OGRID Number 022922 API Number
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²³ I hereby certif		ormation given	above is true	and comple	ete to the best of			NSERV			
my knowledge a Signature:		RR		•							
Printed name: N	Printed name: Michael R. Burch, CPL Approved by ORIGINAL SIGNED BY Title: GARY WINK										
Title: Agent fo	r The Wiser (	Oil Company				Approval Date:		9-1997		ion Date:	
Date: 12-09-97			Phone: 505-	746-1070		Conditions of Ap Attached	proval:	·····		F Y	
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DISTRICT I P.0. Box 1980, Robbs, NN 88341-1980 ....

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DISTRICT II P.O. Drawer BD, Artenia, NM 55211-0719

DISTRICT III 1000 Rio Brazos Rd., Artec, NM 87410

DISTRICT IV P.O. Box 2065, Santa Fe, NN 57504-2068

#### State of New Mexico

Energy, Minerals and Natural Resources Department

Form C-102 Revised February 10, 1994 Submit to Appropriate District Office State Lease - 4 Copies Fee Lease - 3 Copies

#### OIL CONSERVATION DIVISION P.O. Box 2088 Santa Fe, New Mexico 87504-2088

AMENDED REPORT

## WELL LOCATION AND ACREAGE DEDICATION PLAT

						HOE DEDICAT			
	API Number Pool Code Pool Name 30-025-34224 43329 MALJAMAR GRAYBURG SAN							NDRES	
Property (	Property Code Property Name 014578 CAPROCK MALJAMAR UNIT						Well Nur 40		
					Operator Nar			Elevatio	
1 .	THE WISER OIL COMPANY							4197	
					Surface Loc	ation			
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ENT BY: THE WISER OIL COMPANY ; 12- 8-97; 5:29PM; WISER OIL COMPANY + 1 505 746 1073 ;# 2/11



December 4, 1997

Shahara Oil L.I.C. Attention: Mr. Perry Hughes 207 W. McKay Carlabad, NM 88220

RE: Unorthodox Locations CMU #400 & #401 Caprock Maljamar Unit Les County, New Mexico

Gentlemen:

The Wiser Oil Company, as operator of the Caprock Maljamar Unit, shall apply to the New Mexico Oil Conservation Division for administrative approval of the following anorthodox well locations.

	<b>SUL</b>
CMU #400	1330
CMU #401	- 110° 1

Surface Location & BHL 1330' FSL and 110' FEL 110' FSL and 110' FEL

Section 17-178-33E Section 17-178-33E

In accordance with Article 7 of our Cooperative Unit Line Injection Well and Unit Line Infill Drilling Agreement effective November 1, 1997, please indicate yoar waiver, as offset operator, of the above morthodox locations by signing and returning one copy of this letter as soon as possible.

Yours very truly, THE WISER OIL COMPANY

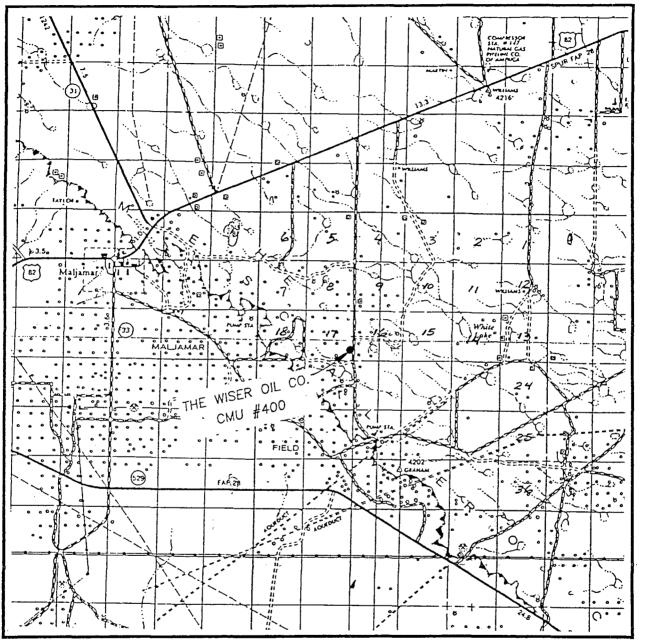
auri Block

Sr. Landman

Agreed to accept this _____ day of December, 1997.

SHAHARA OIL LL.C. By: Nane: Title: 1

The When Oil Company 8115 Preston Road / Sulte 400 / Dallas. Texes 75225 / Tel. 214 205 0080 / Fax: 214 313 3610 / Web: http://www.wiseroil.com VICINITY MAP



SCALE: 1'' = 2 MILES

SEC. <u>17</u> TWP. <u>17-S</u> RGE. <u>33-E</u>							
SURVEYN.M.P.M.							
COUNTYLEA							
DESCRIPTION 1330' FSL &	110' FEL						
ELEVATION 4197'							
OPERATOR THE WISER OIL CO.							
LEASE CAPROCK MALJAM	AR UNIT						

LOCATION VERIFICATION MAP



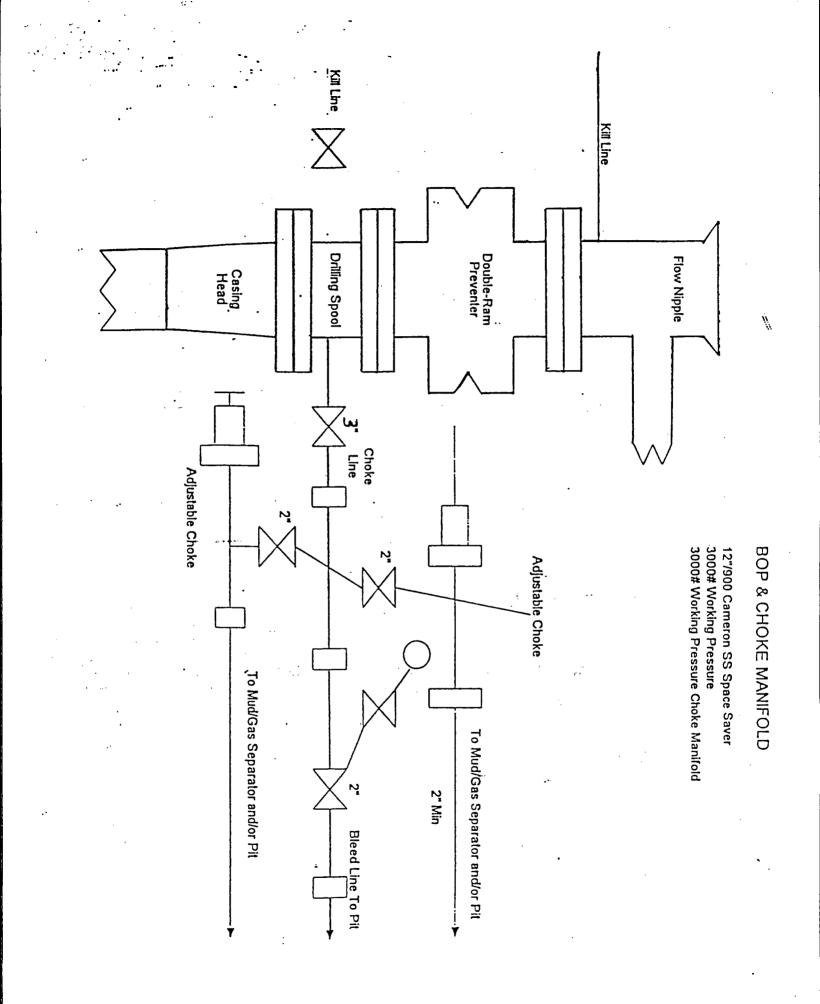
SCALE:  $1^{"} = 2000'$ 

SEC. 17 TWP. 17-S RGE. 33-E SURVEY_____N.M.P.M. COUNTY____LEA DESCRIPTION 1330' FSL & 110' FEL ELEVATION 4197' OPERATOR _____ THE WISER OIL CO, LEASE CAPROCK MALJAMAR UNIT U.S.G.S. TOPOGRAPHIC MAP DOG LAKE, N.M.

CONTOUR INTERVAL - 10' SUPPLEMENTAL CONTOUR INTERVAL - 5'

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DISTRICT II P.O. Drawer DD, Artesia, NM 85211-0719

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DISTRICT III 1000 Rio Brazos Rd., Artec, NM 87410

DISTRICT IV P.D. Box 2068, Santa Fe, NM 87504-2088

## State of New Mexico

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Energy, Minerals and Natural Resources Department

Form C-102 Revised February 10, 1994 Submit to Appropriate District Office State Lease - 4 Copies Fee Lease - 3 Copies

## OIL CONSERVATION DIVISION P.O. Box 2088 Santa Fe, New Mexico 87504-2088

□ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT									
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December 4, 1997

Shahara Oil L.I.C. Attention: Mr. Perry Hughas 207 W. McKay Carlsbad, NM 88220

RE: Unorthodox Locations CMU #400 &#401 Caprock Maljamar Unit Les County, New Mexico

Gentlemen:-

The Wiscr Oil Company, as operator of the Caprock Maljamar Unit, shall apply to the New Mexico Oil Conservation Division for administrative approval of the following unorthodox well locations.

CMU #400 CMU #401

Surface Location & BHL 1330' FSL and 110' FEL 110' FSL and 110' FEL

Section 17-178-33E Section 17-178-33E

In accordance with Article 7 of our Cooperative Unit Line Injection Well and Unit Line Infill Drilling Agreement effective November 1, 1997, please indicate your waiver, as offset operator, of the above unorthodox locations by signing and returning one copy of this letter as soon as possible.

Yours very truly, THE WISER OIL COMPANY

ann Block

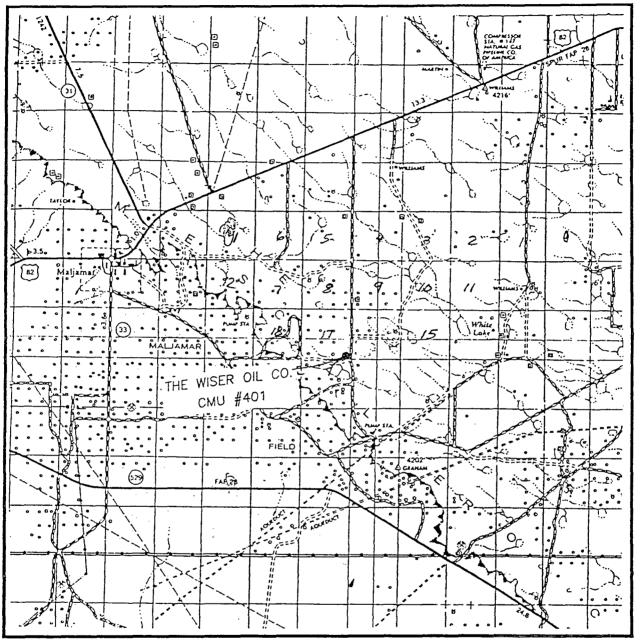
St. Landman

Agreed to accept this _____ day of December, 1997.

SHAHARA OIL, L.L.C. By: Name Title:

The When Oil Company 8115 Preston Road / Sulte 400 / Dallas. Texes 75225 / Tel. 214 265 0080 / Fax: 214 373 3610 / Web: http://www.wiseroil.com VICINITY MAP

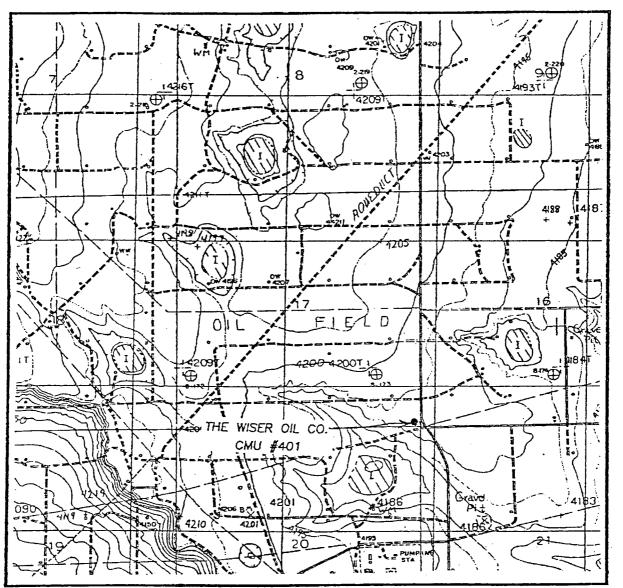
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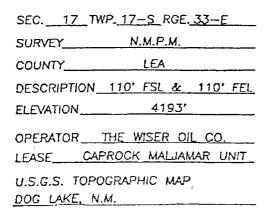
SCALE: 1'' = 2 MILES

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COUNTY	LEA						
DESCRIPTION	FSL & 110' FEL						
ELEVATION							
OPERATOR <u>THE</u>							

# LOCATION VERIFICATION MAP



SCALE: 1'' = 2000'

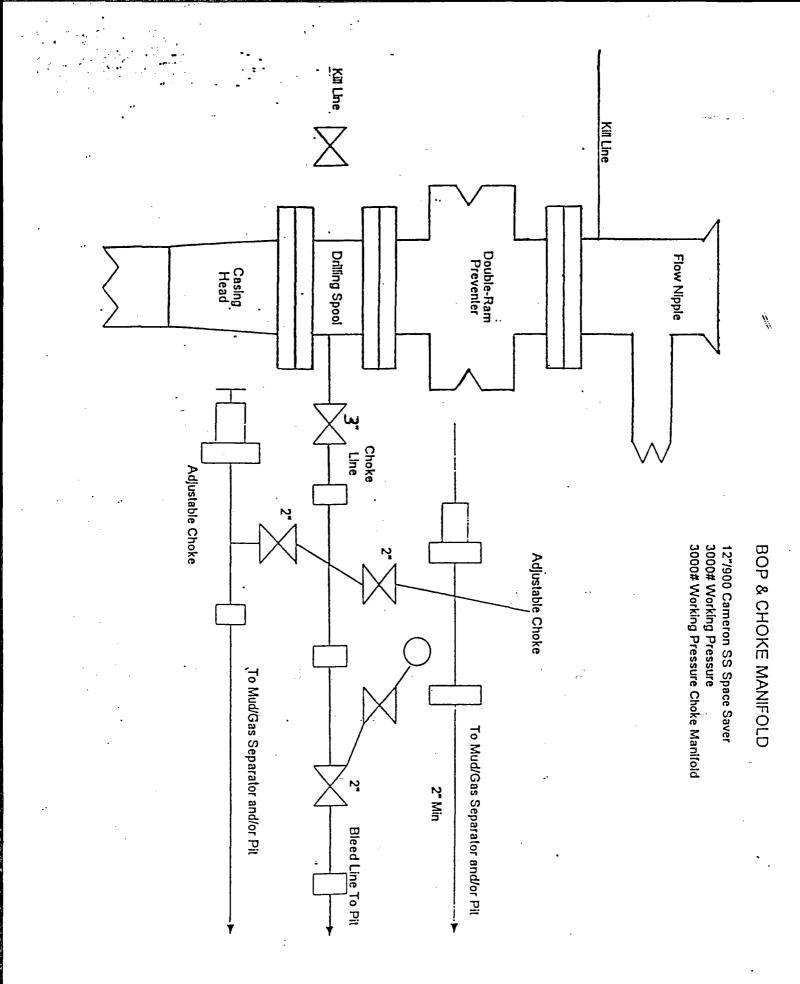


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# COOPERATIVE UNIT LINE INJECTION WELL AND UNIT LINE INFILL DRILLING AGREEMENT

# CAPROCK MALJAMAR UNIT PHILLIPS STATE WATERFLOOD PROJECT

THIS AGREEMENT is entered into by The Wiser Oil Company as Operator of the Caprock Maljamar Unit, hereafter referred to as "Wiser", and Shahara Oil, L.L.C., as Operator of the Phillips State Project, hereafter referred to as "Shahara".

# RECITALS:

1. Wiser is the Operator of the Caprock Maljamar Unit under the terms of the applicable Unit Agreement and the Unit Operating Agreement for said Unit (the "Unit") and the owner of 100% working interest therein.

2. Shahara is the Operator of the Phillips State Lease NM-2148 (the "Project") and Shahara, et al are the owners of 100% working interest therein.

3. The Unit Area of the Caprock Maljamar Unit includes, among other lands, the E/2 of Section 17, the NE/4 of Section 20 and the NW/4 NW/4 of Section 21, all in Township 17 South, Range 33 East, Lea County, New Mexico, and the Project Area for the Phillips State Project, includes the W/2 of Section 16, in Township 17 South, Range 33 East, Lea County, New Mexico.

4. Wiser and Shahara desire to enter into an agreement to provide for the continued operation of existing injection wells, the reactivation of existing shut-in injection wells, and the conversion of additional wells to injection as provided in Article 1, along the common boundary of the above described lands for the injection of water into one or more of the Grayburg and San Andres formations underlying said lands in order to enhance the recovery of hydrocarbons from their respective Unit/Project. Wiser and Shahara also desire to enter into an agreement to drill up to four infill producing wells on 20 acre spacing units along the common boundary line of the Caprock Maljamar Unit and the Phillips State Project in accordance with Article 7 below.

NOW, THEREFORE, in consideration of the mutual benefits to be derived from the covenants and obligations herein contained, Wiser and Shahara agree as follows:

# ARTICLE 1

## **INJECTION WELLS**

1.1 Wiser currently operates the following active injection wells:

Caprock Maljamar Unit #6 Located in NE/4 NE/4 of Section 17-T17S-R33E Caprock Maljamar Unit #12 Located in SE/4 NE/4 of Section 17-T17S-R33E Caprock Maljamar Unit #22 Located in NE/4 SE/4 of Section 17-T17S-R33E Caprock Maljamar Unit #32 Located in SE/4 SE/4 of Section 17-T17S-R33E Caprock Maljamar Unit #44 Located in NE/4 NE/4 of Section 20-T17N-R33E Caprock Maljamar Unit #45 Located in NW/4 NW/4 of Section 21-T17N-R33E

These wells shall be equipped, maintained and operated under this agreement, and the covenants of Wiser under this agreement shall be performed at the expense of Wiser as an item of unit expense under the Unit Operating Agreement for the Caprock Maljamar Unit.

1.2 Shahara, within thirty (30) days after execution of this agreement, shall make application before the New Mexico Oil Conservation Division to convert to injection or reactivate existing shutin injection wells as follows:



Phillips State #2 Located in NW/4 NW/4 of Section 16-T17S-R33E Phillips State #1 Located in SW/4 NW/4 of Section 16-T17S-R33E Phillips State #5 Located in NW/4 SW/4 of Section 16-T17S-R33E Phillips State #8 Located in SW/4 SW/4 of Section 16-T17S-R33E

Within one hundred twenty (120) days of receipt of approval by the New Mexico Oil Conservation Division, Shahara shall convert, reactivate, and equip the above wells as necessary, for the injection of water into one or more of the Seven Rivers, Queen, Grayburg, and San Andres formations. These wells shall be equipped, maintained and operated under this agreement, and the covenants of Shahara under this agreement shall be performed at the sole expense and risk of Shahara.

1.3 <u>Well Log</u>: Upon execution of this agreement and upon request, each party shall provide the other party with a copy of a porosity log on each of the wells contemplated by this agreement, indicating perforation depth. Each party, upon request, shall also provide the other party with details of workover operations on each of the wells, including stimulation and squeezing operations.

1.4 <u>Replacement and Substitute Wells</u>: It is recognized by the parties that the incremental recovery of hydrocarbons reasonably expected from each Unit/Project Area as a result of the injection operations contemplated by this agreement may not justify the drilling of a replacement well in the event a party is unable to continue operations of existing injection wells or is unable to convert its well to an injection well or to obtain governmental authorization to inject fluids into the well. If, as a result of a lack of wellbore integrity or other condition in the hole or formations penetrated, either party is unable after exercising reasonable diligence as would a prudent operator to continue operations of existing injection wells or to convert the wells described in Articles 1.1, 1.2 and 1.2.1 herein to inject formations, said party shall, within thirty (30) days, notify the other party hereto in writing of the condition of such well and shall have the option but not the obligation to propose either to substitute an existing well therefor, or to drill a replacement well at a location within three hundred (300) feet of the well to be replaced.

If the notifying party has elected to drill a replacement well, it shall, within a reasonable time after giving the above described notice, begin operations for the drilling of the replacement well. If it has chosen to propose a substitute well, the remaining party hereto may either accept or reject the proposed substitute well. If the notifying party proposes a substitute well that is acceptable to the remaining party hereto, the notifying party shall drill and equip said well within one hundred twenty (120) days after receiving the remaining party's written acceptance thereof. If the remaining party hereto rejects the proposed substitute well, such remaining party shall have the option to cease operating any adjacent injection well covered by this agreement.

# **ARTICLE 2**

## **OPERATION**

2.1 <u>Water Supply</u>: Each party either has constructed or shall construct and maintain facilities necessary for delivery of water to its injection wells and shall furnish water suitable for injection therein. Each party, upon request, shall provide the other party with a water analysis of its injection water.

2.2 Injection: Except as otherwise provided in Article 1.4 herein ("Replacement and Substitute Wells"), water injection into each of the proposed conversion injection wells and re-activated injection wells shall commence within one hundred twenty (120) days after receipt of approval by the New Mexico Oil Conservation Division. Injection of water into each injection well covered by this agreement, shall be at rates and pressures mutually agreed upon, preferably below the fracturing pressure of the formation as determined by periodic step-rate injectivity tests. Prior to running a step-rate test, the operating pressure on the well shall be set at a level lower than the lowest fracturing pressures measured by step-rate tests in nearby injection wells completed in the formation. If the rates and pressures cannot be mutually agreed upon, the rate shall be at least 200 barrels of water a day, provided the rate does not result in a bottomhole pressure which is greater than the formation fracturing pressure. Each party, upon request, shall provide the other party details of the

the execution thereof. This agreement may be modified or amended only by an instrument in writing signed by both parties.

10.2 <u>Captions</u>: Captions have been inserted for reference purposes only and shall not define or limit the terms of this agreement.

10.3 <u>Binding Effect</u>: This agreement shall be binding upon and shall inure to the benefit of the parties hereto and to their respective successors, legal representatives and assigns. This agreement may be executed in any number of counterparts, each of which shall be deemed an original instrument, but all of which together shall constitute one and the same instrument.

WITNESS EXECUTION this 19th day of NOUENBER, 1997.

THE WISER OIL COMPANY

By: Phillips Title: W. 6 Altomey-In-Fact

SHAHARA OIL, L.L.C.

By: Title:

LOMETA HUDNALL COX TRUST #2

By: Someta Hickned Car Lometa Hudnall Cox, Trustee

**OGDEN SHARON HUDNALL TRUST #2** 

By:

LOMETA ANNE COX

neta In Lometa Anne Cox

OGDEN SHARON HUDNALL

DALE McCARTER

the execution thereof. This agreement may be modified or smended only by an instrument in writing signed by both parties.

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WITNESS EXECUTION this 19th day of NEVEMBER, 1997.

THE WISER OIL COMPANY

By: Title: Attorney-In-

SHAHARA OIL, L.L.C. By: Title:

LOMETA HUDNALL COX TRUST #2

By:_

OGDEN SHARON HUDNALL TRUST #2

mon Huluell By:

LOMETA ANNE COX

OGDEN SHARON HUDNALL

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DALE MCCARTER

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WITNESS EXECUTION this 19th day of NOUENBER, 1997.

THE WISER OIL COMPANY

By: Title: Phillips Attorney-in-Fact

SHAHARA OIL, L.L.C.

By: Title:

LOMETA HUDNALL COX TRUST #2

By:_____

OGDEN SHARON HUDNALL TRUST #2

By:

LOMETA ANNE COX

OGDEN SHARON HUDNALL

DALE McCARTER

# EXHIBIT "B"

Attached to and made a part of that certain Cooperative Unit Line Injection Well and Unit Line Infill Drilling Agreement dated November 1, 1997 by and between The Wiser Oil Company, and Shahara Oil, L.L.C.

# A.A.P.L. FORM 610-1982

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# MODEL FORM OPERATING AGREEMENT

## **OPERATING AGREEMENT**

### DATED

<u>November 1</u>, 19 <u>97</u>,

OPERATOR _See Exhibit "A"

CONTRACT AREA Limited to the infill development wells as set

forth in Exhibit "A" attached hereto.

COPYRIGHT 1982 — ALL RIGHTS RESERVED AMERICAN ASSOCIATION OF PETROLEUM LANDMEN, 4100 FOSSIL CREEK BLVD. FORT WORTH, TEXAS 76137, APPROVED FORM. A.A.P.L. NO. 610 - 1982 REVISED

## OPERATING AGREEMENT

referred to as "Operator", and the signatory parties other than Operator, sometimes hereinafter referred to individually herein as "Non-Operator", and collectively as "Non-Operators", in accordance with Exhibit "A" attached hereto.

#### WITNESSETH:

WHEREAS, the parties to this agreement are owners of oil and gas leases and/or oil and gas interests in the land identified in Exhibit "A", and the parties hereto have reached an agreement to explore and develop these leases and/or oil and gas interests for the production of oil and gas to the extent and as hereinafter provided,

NOW, THEREFORE, it is agreed as follows:

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#### ARTICLE I. DEFINITIONS

As used in this agreement, the following words and terms shall have the meanings here ascribed to them:

A. The term "oil and gas" shall mean oil, gas, casinghead gas, gas condensate, and all other liquid or gaseous hydrocarbons and other marketable substances produced therewith, unless an intent to limit the inclusiveness of this term is specifically stated.

B. The terms "oil and gas lease", "lease" and "leasehold" shall mean the oil and gas leases covering tracts of land lying within the Contract Area which are owned by the parties to this agreement.

C. The term "oil and gas interests" shall mean unleased fee and mineral interests in tracts of land lying within the Contract Area which are owned by parties to this agreement.

D. The term "Contract Area" shall mean all of the lands, oil and gas leasehold interests and oil and gas interests intended to be developed and operated for oil and gas purposes under this agreement. Such lands, oil and gas leasehold interests and oil and gas interests are described in Exhibit "A".

E. The term "drilling unit" shall mean the area fixed for the drilling of one well by order or rule of any state or federal body having authority. If a drilling unit is not fixed by any such rule or order, a drilling unit shall be the drilling unit as established by the pattern of drilling in the Contract Area or as fixed by express agreement of the Drilling Parties.

F. The term "drillsite" shall mean the oil and gas lease or interest on which a proposed well is to be located.

G. The terms "Drilling Party" and "Consenting Party" shall mean a party who agrees to join in and pay its share of the cost of any operation conducted under the provisions of this agreement.

H. The terms "Non-Drilling Party" and "Non-Consenting Party" shall mean a party who elects not to participate in a proposed operation.

Unless the context otherwise clearly indicates, words used in the singular include the plural, the plural includes the singular, and the neuter gender includes the masculine and the feminine.

#### ARTICLE II. EXHIBITS

The following exhibits, as indicated below and attached hereto, are incorporated in and made a part hereof:

- A. Exhibit "A", shall include the following information:
  - (1) Identification of lands subject to this agreement,
  - (2) Restrictions, if any, as to depths, formations, or substances,
  - (3) Percentages or fractional interests of parties to this agreement,
  - (4) Oil and gas leases and/or oil and gas interests subject to this agreement,
  - (5) Addresses of parties for notice purposes.
- B. Exhibit "B", Form of Lease.
- C. Exhibit "C", Accounting Procedure.
- D. Exhibit "D", Insurance.
- X E. Exhibit "E", Gas Balancing Agreement.
- X F. Exhibit "F", Non-Discrimination and Certification of Non-Segregated Facilities.

G. Exhibit "G", Tax Partners"

If any provision of any exhibit, except Exhibits "E" and "G", is inconsistent with any provision contained in the body of this agreement, the provisions in the body of this agreement shall prevail.

- 1 -

# A.A.P.L. FORM 610 - MODEL FORM OPERATING AGREEMENT - 1982

# ARTICLE III. INTERESTS OF PARTIES

#### A. Oil and Gas Interests:

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 If any party owns an oil and gas interest in the Contract Area, that interest shall be treated for all purposes of this agreement and during the term hereof as if it were covered by the form of oil and gas lease attached hereto as Exhibit "B", and the owner thereof shall be deemed to own both the royalty interest reserved in such lease and the interest of the lessee thereunder.

#### B. Interests of Parties in Costs and Production:

Unless changed by other provisions, all costs and liabilities incurred in operations under this agreement shall be borne and paid, and all equipment and materials acquired in operations on the Contract Area shall be owned, by the parties as their interests are set forth in Exhibit "A". In the same manner, the parties shall also own all production of oil and gas from the Contract Area subject to the payment of royalties to the extent of <u>total burdens due</u> which shall be borne as hereinafter set forth.

Regardless of which party has contributed the lease(s) and/or oil and gas interest(s) hereto on which royalty is due and mayable, each party entitled to receive a share of production of oil and gas from the Contract Area shall bear and shall pay or deliver, or cause to be paid or delivered, to the extent of its interest in such production, the royalty amount stipulated hereinabove and shall hold the other parties free from any liability therefor. No party shall ever be responsible, however, on a price basis higher than the price received by such party, to any other party's lessor or royalty owner, and if any such other party's lessor or royalty burden attributable to such higher price.

Nothing contained in this Article III.B. shall be deemed an assignment or cross-assignment of interests covered hereby.

#### C. Excess Royalties, Overriding Royalties and Other Payments:

Unless changed by other provisions, if the interest of any party in any lease covered hereby is subject to any royalty, overriding royalty, production payment or other burden on production in excess of the amount stipulated in Article III.B., such party so burdened shall assume and alone bear all such excess obligations and shall indemnify and hold the other parties hereto harmless from any and all claims and demands for payment asserted by owners of such excess burden.

#### D. Subsequently Created Interests:

If any party should hereafter create an overriding royaity, production payment or other burden payable out of production attributable to its working interest hereunder, or if such a burden existed prior to this agreement and is not set forth in Exhibit "A", or was not disclosed in writing to all other parties prior to the execution of this agreement by all parties, or is not a jointly acknowledged and accepted obligation of all parties (any such interest being hereinatter referred to as "subsequently created interest" irrespective of the timing of its creation and the party out of whose working interest the subsequently created interest is derived being hereinafter referred to as "burdened party"), and:

1. If the burdened party is required under this agreement to assign or relinquish to any other party, or parties, all or a portion of its working interest and/or the production attributable thereto, said other party, or parties, shall receive said assignment and/or production free and clear of said subsequently created interest and the burdened party shall indemnify and save said other party, or parties, harmless from any and all claims and demands for payment asserted by owners of the subsequently created interest: and,

2. If the burdened party fails to pay, when due, its share of expenses chargeable hereunder, all provisions of Article VII.B, shall be enforceable against the subsequently created interest in the same manner as they are enforceable against the working interest of the burdened party.

#### ARTICLE IV. TITLES

#### A. Title Examination:

Title examination shall be made on the drillsite of any proposed well prior to commencement of drilling operations or, if the Drilling Parties so request, title examination shall be made on the leases and/or oil and gas interests included, or planned to be included, in the drilling unit around such well. The opinion will include the ownership of the working interest, minerals, royalty, overriding royalty and production payments under the applicable leases. At the time a well is proposed, each party contributing leases and/or oil and gas interests to the drillsite, or to be included in such drilling unit, shall furnish to Operator all abstracts (including federal lease status reports), title opinions, title papers and curative material in its possession free of charge. All such information not in the possession of or made available to Operator by the parties, but necessary for the examination of the title, shall be obtained by Operator. Operator shall cuuse title to be examined by attorneys on its statt or by outside attorneys. Copies of all title opinions shall be turnished to each party nereto. The cost incurred by Operator in this title program shall be borne as tollows:

68 Deption No. 1: Costs incurred by Operator in procuring abstracts and title examination (including preliminary, supplemental, 69 shut-in gas royalty opinions and division order title opinions) shall be a part of the administrative overhead as provided in Exhibit "C", 70 und shall not be a direct charge, whether performed by Operator's staff attorneys or by outside attorneys.

# ARTICLE V. OPERATOR

# A. Designation and Responsibilities of Operator:

#### See Exhibit "A'

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shall be the

Operator of the Contract Area, and shall conduct and direct and have full control of all operations on the Contract Area as permitted and required by, and within the limits of this agreement. It shall conduct all such operations in a good and workmanlike manner, but it shall have no liability as Operator to the other parties for losses sustained or liabilities incurred, except such as may result from gross negligence or willful misconduct.

#### B. Resignation or Removal of Operator and Selection of Successor:

1. Resignation or Removal of Operator: Operator may resign at any time by giving written notice thereof to Non-Operators. If Operator terminates its legal existence, no longer owns an interest hereunder in the Contract Area, or is no longer capable of serving as Operator, Operator shall be deemed to have resigned without any action by Non-Operators, except the selection of a successor. Operator may be removed if it fails or refuses to carry out its duties hereunder, or becomes insolvent, bankrupt or is placed in receivership, by the affirmative vote of two (2) or more Non-Operators owning a majority interest based on ownership as shown on Exhibit "A" remaining after excluding the voting interest of Operator. Such resignation or removal shall not become effective until 7:00 o'clock A.M. on the first day of the calendar month following the expiration of ninety (90) days after the giving of notice of resignation by Operator or action by the Non-Operators to remove Operator, unless a successor Operator has been selected and assumes the duties of Operator at an earlier date. Operator, after effective date of resignation or removal, shall be bound by the terms hereof as a Non-Operator. A change of a corporate name or structure of Operator or transfer of Operator's interest to any single subsidiary, parent or successor corporation shall not be the basis for removal of Operator.

2. Selection of Successor Operator: Upon the resignation or removal of Operator, a successor Operator shall be selected by the parties. The successor Operator shall be selected from the parties owning an interest in the Contract Area at the time such successor Operator is selected. The successor Operator shall be selected by the affirmative vote of two (2) or more parties owning a majority interest based on ownership as shown on Exhibit "A"; provided, however, if an Operator which has been removed fails to vote or votes only to succeed itself, the successor Operator shall be selected by the affirmative vote of two (2) or more parties owning a majority interest based on ownership as shown on Exhibit "A" remaining after excluding the voting interest of the Operator that was removed.

#### C. Employees:

The number of employees used by Operator in conducting operations hereunder, their selection, and the hours of labor and the compensation for services performed shall be determined by Operator, and all such employees shall be the employees of Operator.

#### D. Drilling Contracts:

All wells drilled on the Contract Area shall be drilled on a competitive contract basis at the usual rates prevailing in the area. If it so desires, Operator may employ its own tools and equipment in the drilling of wells, but its charges therefor shall not exceed the prevailing rates in the area and the rate of such charges shall be agreed upon by the parties in writing before drilling operations are commenced, and such work shall be performed by Operator under the same terms and conditions as are customary and usual in the area in contracts of independent contractors who are doing work of a similar nature.

### ARTICLE VI. DRILLING AND DEVELOPMENT

#### A. Initial Well:

_____, 19_____, Operator shall commence the drilling of a well for On or before the_ ____day of_ oil and gas at the following location:

Four (4) infill development wells to be drilled in accordance with the terms of the Cooperative Unit Line Injection Well and Unit Line Infill Drilling Agreement dated November 1, 1997 between The Wiser Oil Company and Shahara Oil, L.L.C.

and shall thereafter continue the drilling of the well with due diligence to

unless granite or other practically impenetrable substance or condition in the hole, which renders further drilling impractical, is encountered at a lesser depth, or unless all parties agree to complete or abandon the well at a lesser depth.

Operator shall make reasonable tests of all formations encountered during drilling which give indication of containing oil and 68 gas in quantities sufficient to test, unless this agreement shall be limited in its application to a specific formation or formations, in which 69 event Operator shall be required to test only the formation or formations to which this agreement may apply.

OPERATOR:

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tached to and made a part of that certain Joint Operating Agreement dated November 1, 1997 by and between The Wiser Oil ompany and Shahara Oil, L.L.C.

# CONTRACT AREA:

CMU #400	1330' FSL & 110' FEL Sec. 17-T17S-R33E	Wiser
CMU #401	110' FSL & 110' FEL Sec. 17-T17S-R33E	Wiser
PHILLIPS STATE #100	1320' FNL & 10' FWL Sec. 16-T17S-R33E	Shahara
PHILLIPS STATE #101	2640' FNL & 10' FWL Sec. 16-T17S-R33E	Shahara

## ADDRESSES FOR NOTICE PURPOSES:

*

The Wiser Oil Company			Shahara Oil, L.L.C.			
8115 Preston Road, Ste. 400			207 W. McKay			
Dallas,	Texas 75225		Carlsba	id, NM 88220		
Attn:	Matt Eagleston		Attn:	Perry Hughes		
	Project Manager					

# I. PERCENTAGE WORKING INTERESTS OF THE PARTIES:

Vells	Parties 1		Percentage Working Interest in Contract Area
2MU #400	The Wiser Oil Company		50.00% 50.00%
	Shahara Oil, L.L.C.	Total	_ <u></u> 100.00%
CMU #401	The Wiser Oil Company		75.00%
	Shahara Oil, L.L.C.	Totals	<u>25.00%</u> 100.00%
HILLIPS STATE #100	The Wiser Oil Company		50.00%
	Shahara Oil, L.L.C.		<u>_50.00%</u>
		Totals	100.00%
PHILLIPS STATE #101	The Wiser Oil Company		50.00%
	Shahara Oil, L.L.C.		_50.00%
	·	Totals	100.00%

#### V. DESCRIPTION OF COMMITTED LEASEHOLD:

# A. Leases committed by The Wiser Oil Company (100%):

	LESSOR	LESSEE	LEASE DATE	LESSOR ROY.
	NM-B-2148	Phillips Petroleum	9-11-33	12.5%
	NM-B-2148-03 NM-B-2148-04			
В.	Leases committed by Shahara Oil, L.L.C. (100%):			
	LESSOR	LESSEE	LEASE DATE	LESSOR ROY.
	NM-B-2148	Phillips Petroleum	9-11-31	12.5%