

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources
Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-101
May 27, 2004

Submit to appropriate District Office

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL, RE-ENTER, DEEPEN, PLUGBACK, OR ADD A ZONE

| | | | |
|--|--|----------------------------|-------------|
| Operator Name and Address APPROACH OPERATING, LLC 6300 RIDGLEA PLACE, SUITE 1107 FORT WORTH, TX 76116 | | 248343 | GRID Number |
| Property Code 36701 | | API Number 30-039-30349 | |
| Property Name SULTEMEIER | | Well No. 1 | |
| Proposed Pool 1 UC; Menes | | Proposed Pool 2 | |

Surface Location: 19368' S5°E from Rio Arriba County Courthouse, Tierra Amarilla, NM

| UL or lot no | Section | Township | Range | Lot Idn | Feet from the | North/South line | Feet from the | East/West line | County |
|--------------|---------|----------|-------|---------|---------------|------------------|---------------|----------------|------------|
| | 19 | 28N | 4E | | 2322 | SOUTH | 489 | EAST | RIO ARRIBA |

Proposed 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 |
|--------------|---------|----------|-------|---------|---------------|------------------|---------------|----------------|--------|
| | | | | | | | | | |

Additional Well Information

| | | | | |
|---|-------------------------|---|-------------------------------------|--|
| Work Type Code N | Well Type Code O | Cable/Rotary ROTARY | Lease Type Code P | Ground Level Elevation 7590 73' LSD |
| Multiple NO | Proposed Depth 6680' | Formation PRE-CAMBRIAN | Contractor PATTERSON-UTI DRUG CO | Spud Date ASAP |
| Depth to Groundwater 23' / 100 | | Distance from nearest fresh water well 5150' / 1000 | | Distance from nearest surface water 3830' / 2200 |
| Pit: Liner Synthetic <input checked="" type="checkbox"/> 6' mils thick Clay <input type="checkbox"/> Pit Volume: 4000 bbls Drilling Method: | | | | |
| Closed-Loop System <input type="checkbox"/> Fresh Water <input type="checkbox"/> Brine <input type="checkbox"/> Diesel/Oil-based <input type="checkbox"/> Gas/Air <input checked="" type="checkbox"/> | | | | |

Proposed Casing and Cement Program

| Hole Size | Casing Size | Casing weight/foot | Setting Depth | Sacks of Cement | Estimated TOC |
|-----------|-------------|--------------------|---------------|-----------------|---------------|
| 12.25" | 9.625" | 32.3 # | 350' | 210 | SURFACE |
| 8.75" | 4.5" | 10.5 # | 6000' | 875 | 0 |
| | | | | | |
| | | | | | |

Describe the proposed program. If this application is to DEEPEN or PLUG BACK, give the data on the present productive zone and proposed new productive zone. Describe the blowout prevention program, if any. Use additional sheets if necessary. This well location is within the Tierra Amarilla Land Grant. Section Township and Range is based on the construction proposed by Aztec District office of NMOCD. See attached survey plat for metes and bounds description. Propose to drill to Basement exploring for oil or gas in all formations or zones encountered.

(1) Schaffer LWS BOP 11" x 3000# and 11" gate preventor. Equipped with 3" x 2" 3000 psi choke manifold and Kootney 4 station, 40 gal closing unit with remote

RCVD SEP 4 '07
OIL CONS. DIV.
DIST. 3

I hereby certify that the information given above is true and complete to the best of my knowledge and belief. I further certify that the drilling pit will be constructed according to NMOCD guidelines a general permit , or an (attached) alternative OCD-approved plan .

Signature: *Glean W. Reed*

Printed name: Glean W. Reed, P. E.
Title: Senior Vice President of Operations

E-mail Address: gureed@approachresources.com

Date: August 29, 2007

Phone: (817) 989-9000

OIL CONSERVATION DIVISION

Approved by: *[Signature]*
Title:

Approval Date: Expiration Date:

Conditions of Approval Attached

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

Form C-102
Revised October 12, 2005
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

| | | | | | |
|-------------------------------------|--|--|--|--|---------------------------------------|
| 1 API Number 30-039-30342 | | 2 Pool Code 97640 | | 3 Pool Name W.17N4E19; Mancos Oil and Strat Test | |
| 4 Property Code 36701 | | 5 Property Name Sultemeier Property | | | 6 Well Number Sultemeier #1 |
| 7 OGRID No. 248343 | | 8 Operator Name Approach Operating LLC | | | 9 Elevation 7590.73' |

10 Surface Location

| UL or lot no. | Section | Township | Range | Lot Ida | Feet from the | North/South line | Feet from the | East/West line | County |
|---------------|-------------|--------------|--------------|---------|---------------|------------------------------|---------------|----------------|-------------------|
| | **19 | **27N | **04E | | 2320 | NORTH SOUTH | 490 | EAST | RIO ARRIBA |

11 Bottom Hole Location If Different From Surface

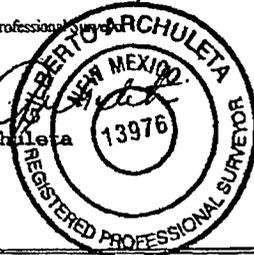
| UL or lot no. | Section | Township | Range | Lot Ida | Feet from the | North/South line | Feet from the | East/West line | County |
|---------------|---------|----------|-------|---------|---------------|------------------|---------------|----------------|--------|
| | | | | | | | | | |

| | | | |
|--------------------|--------------------|-----------------------|--------------|
| 12 Dedicated Acres | 13 Joint or Infill | 14 Consolidation Code | 15 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.

****Projection within the Tierra Amarilla Land Grant**

| | |
|-----------|---|
| <p>16</p> | <p>17 OPERATOR CERTIFICATION I hereby certify that the information contained 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 a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.</p> <p><i>James S. Scott</i> Signature Date 08-31-2007</p> <p>Printed Name JAMES S. SCOTT</p> |
| | <p>18 SURVEYOR CERTIFICATION 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.</p> <p>06 August 2007 Date of Survey</p> <p>Signature and Seal of Professional Surveyor <i>Gilberto Archuleta</i> Gilberto Archuleta No. 13976</p> <p>Certificate Number</p> |
| | <p>SULTEMEIER NO. 1</p> <p>Latitude - 36.642610227N Longitude - 106.547435219W</p> <p>New Mexico State Plane Coordinate System - Central Zone</p> <p>x - 413,104.715 y - 2,054,205.900</p> |



Submit 3 Copies To Appropriate District Office
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State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 May 27, 2004

OIL CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

| |
|---|
| WELL API NO. 30-039-30342 |
| 5. Indicate Type of Lease STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> |
| 6. State Oil & Gas Lease No. |
| 7. Lease Name or Unit Agreement Name SULTEMEIER |
| 8. Well Number 1 |
| 9. OGRID Number 248343 |
| 10. Pool name or Wildcat WILDCAT |

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

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
APPROACH OPERATING, LLC

3. Address of Operator
6300 RIDGLEA PLACE, SUITE 1107, FORT WORTH, TX 76116

4. Well Location
 Unit Letter _____ : 2322 feet from the SOUTH line and 489 feet from the EAST line
 Section 19 Township 29N Range 4E NMPM County RIO ARRIBA

11. Elevation (Show whether DR, RKB, RT, GR, etc.)
 7590.73' LSD

Pit or Below-grade Tank Application or Closure

Pit type reserve Depth to Groundwater 2100' Distance from nearest fresh water well >1000' Distance from nearest surface water >200'

Pit Liner Thickness: 6 mil Below-Grade Tank: Volume _____ bbls; Construction Material _____

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

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

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 1103. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Propose to build blooie line/reserve pit in process of drilling exploration well for oil or gas.

I hereby certify that the information above is true and complete to the best of my knowledge and belief. I further certify that any pit or below-grade tank has been built constructed or closed according to NMOCD guidelines , a general permit or an (attached) alternative OCD-approved plan .

SIGNATURE Gleam W. Reed TITLE Senior Vice President of Operations DATE August 28, 2007

Type or print name Gleam W. Reed, P. E. E-mail address: gwreed@approachresources.com Telephone No. (817) 989-9000
 For State Use Only Deputy Oil & Gas Inspector,

APPROVED BY: [Signature] TITLE District #3 DATE SEP 06 2007
 Conditions of Approval (if any):



SULTEMEIER 1



SULTEMEIER 1

Rio Arriba Co., NM

By: O. MELENDEZ

MAP PROJECTION

Datum: North American 1927 (NAD27)

State Plane: New Mexico Central (NAD27)

XY Units: FEET



June 18, 2008

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

Form C-144
June 16, 2008

For temporary pits, closed-loop systems, and below-grade tanks, submit to the appropriate NMOCD District Office.
For permanent pits and exceptions submit to the Santa Fe Environmental Bureau office and provide a copy to the appropriate NMOCD District Office.

Pit, Closed-Loop System, Below-Grade Tank, or
Proposed Alternative Method Permit or Closure Plan Application

Type of action: Permit of a pit, closed-loop system, below-grade tank, or proposed alternative method
 Closure of a pit, closed-loop system, below-grade tank, or proposed alternative method

Instructions: Please submit one application (Form C-144) per individual pit, closed-loop system, below-grade tank or alternative request

Please be advised that approval of this request does not relieve the operator of liability should operations result in pollution of surface water, ground water or the environment. Nor does approval relieve the operator of its responsibility to comply with any other applicable governmental authority's rules, regulations or ordinances.

Operator: Approach Operating, LLC OGRID #: 248343
Address: 6500 West Freeway, Suite 800 Fort Worth, TX 76116
Facility or well name: Sultemeier No. 1
API Number: 30-039-30342 OCD Permit Number: _____
U/L or Qtr/Qtr _____ Section 19 Township 28N Range 4E County: Rio Arriba
Center of Proposed Design: Latitude _____ Longitude _____ NAD: 1927 1983
Surface Owner: Federal State Private Tribal Trust or Indian Allotment

Pit: Subsection F or G of 19.15.17.11 NMAC
Temporary: Drilling Workover
Permanent Emergency Cavitation
 Lined Unlined
Liner type: Thickness _____ mil LLDPE HDPE PVC
 Other _____ String-Reinforced
Seams: Welded Factory Other _____
Volume: _____ bbl Dimensions: L _____ x W _____ x D _____

Closed-loop System: Subsection H of 19.15.17.11 NMAC
 Drying Pad Tanks Haul-off Bins Other _____
 Lined Unlined
Liner type: Thickness N/A mil LLDPE HDPE PVC
 Other _____
Seams: Welded Factory Other _____
Volume: N/A bbl N/A yd³
Dimensions: Length N/A x Width N/A

Below-grade tank: Subsection I of 19.15.17.11 NMAC
Volume: _____ bbl
Type of fluid: _____
Tank Construction material: _____
 Secondary containment with leak detection
 Visible sidewalls, liner, 6-inch lift and automatic overflow shut-off
 Visible sidewalls and liner
 Visible sidewalls only
 Other _____
Liner type: Thickness _____ mil HDPE PVC
 Other _____

Fencing: Subsection D of 19.15.17.11 NMAC
 Chain link, six feet in height, two strands of barbed wire at top
 Four foot height, four strands of barbed wire evenly spaced between one and four feet
Netting: Subsection E of 19.15.17.11 NMAC
 Screen Netting Other _____
 Monthly inspections
Signs: Subsection C of 19.15.17.11 NMAC
 12'x24', 2' lettering, providing Operator's name, site location, and emergency telephone numbers
 Signed in compliance with 19.15.3.103 NMAC

Alternative Method:
Submittal of an exception request is required. Exceptions must be submitted to the Santa Fe Environmental Bureau office for consideration of approval.

Administrative Approvals and Exceptions:
Justifications and/or demonstrations of equivalency are required. Please refer to 19.15.17 NMAC for guidance.
Please check a box if one or more of the following is requested, if not leave blank:
 Administrative approval(s): Requests must be submitted to the appropriate division district or the Santa Fe Environmental Bureau office for consideration of approval.
 Exception(s): Requests must be submitted to the Santa Fe Environmental Bureau office for consideration of approval.

Siting Criteria (regarding permitting): 19.15.17.10 NMAC

Instructions: The applicant must demonstrate compliance for each siting criteria below in the application. Recommendations of acceptable source material are provided below. Requests regarding changes to certain siting criteria may require administrative approval from the appropriate district office or may be considered an exception which must be submitted to the Santa Fe Environmental Bureau office for consideration of approval. Applicant must attach justification for request. Please refer to 19.15.17.10 NMAC for guidance. Siting criteria does not apply to drying pads or above-grade tanks associated with a closed-loop system.

- | | |
|--|---|
| Ground water is less than 50 feet below the bottom of the temporary pit, permanent pit, or below-grade tank. - NM Office of the State Engineer - iWATERS database search; USGS; Data obtained from nearby wells | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within 300 feet of a continuously flowing watercourse, or 200 feet of any other watercourse, lakebed, sinkhole, or playa lake (measured from the ordinary high-water mark). - Topographic map; Visual inspection (certification) of the proposed site | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within 300 feet from a permanent residence, school, hospital, institution, or church in existence at the time of initial application. (Applies to temporary, emergency, or cavitation pits and below-grade tanks) - Visual inspection (certification) of the proposed site; Aerial photo; Satellite image | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| Within 1000 feet from a permanent residence, school, hospital, institution, or church in existence at the time of initial application. (Applies to permanent pits) - Visual inspection (certification) of the proposed site; Aerial photo; Satellite image | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA |
| Within 500 horizontal feet of a private, domestic fresh water well or spring that less than five households use for domestic or stock watering purposes, or within 1000 horizontal feet of any other fresh water well or spring, in existence at the time of initial application. - NM Office of the State Engineer - iWATERS database search; Visual inspection (certification) of the proposed site | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within incorporated municipal boundaries or within a defined municipal fresh water well field covered under a municipal ordinance adopted pursuant to NMSA 1978, Section 3-27-3, as amended. - Written confirmation or verification from the municipality; Written approval obtained from the municipality | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within 500 feet of a wetland. - US Fish and Wildlife Wetland Identification map; Topographic map; Visual inspection (certification) of the proposed site | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within the area overlying a subsurface mine. - Written confirmation or verification or map from the NM EMNRD-Mining and Mineral Division | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within an unstable area. - Engineering measures incorporated into the design; NM Bureau of Geology & Mineral Resources; USGS; NM Geological Society; Topographic map | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Within a 100-year floodplain. - FEMA map | <input type="checkbox"/> Yes <input type="checkbox"/> No |

Temporary Pits, Emergency Pits, and Below-grade Tanks Permit Application Attachment Checklist: Subsection B of 19.15.17.9 NMAC

Instructions: Each of the following items must be attached to the application. Please indicate, by a check mark in the box, that the documents are attached.

- Hydrogeologic Report (Below-grade Tanks) - based upon the requirements of Paragraph (4) of Subsection B of 19.15.17.15 NMAC
- Hydrogeologic Data (Temporary and Emergency Pits) - based upon the requirements of Paragraph (2) of Subsection B of 19.15.17.15 NMAC
- Siting Criteria Compliance Demonstrations - based upon the appropriate requirements of 19.15.17.10 NMAC
- Design Plan - based upon the appropriate requirements of 19.15.17.11 NMAC
- Operating and Maintenance Plan - based upon the appropriate requirements of 19.15.17.12 NMAC
- Closure Plan - based upon the appropriate requirements of Subsection C of 19.15.17.9 NMAC and 19.15.17.13 NMAC

Previously Approved Design (attach copy of design) API Number: _____ or Permit Number: _____

Closed-loop Systems Permit Application Attachment Checklist: Subsection B of 19.15.17.9 NMAC

Instructions: Each of the following items must be attached to the application. Please indicate, by a check mark in the box, that the documents are attached.

- Geologic and Hydrogeologic Data (required for on-site closure) - based upon the requirements of Paragraph (3) of Subsection B of 19.15.17.15
- Siting Criteria Compliance Demonstrations (required for on-site closure) - based upon the appropriate requirements of 19.15.17.10 NMAC
- Design Plan - based upon the appropriate requirements of 19.15.17.11 NMAC
- Operating and Maintenance Plan - based upon the appropriate requirements of 19.15.17.12 NMAC
- Closure Plan - based upon the appropriate requirements of Subsection C of 19.15.17.9 NMAC and 19.15.17.13 NMAC

NMAC

Previously Approved Design (attach copy of design) API Number: _____

Permanent Pits Permit Application Checklist: Subsection B of 19.15.17.9 NMAC

Instructions: Each of the following items must be attached to the application. Please indicate, by a check mark in the box, that the documents are attached.

- Hydrogeologic Report - based upon the requirements of Paragraph (1) of Subsection B of 19.15.17.15 NMAC
- Siting Criteria Compliance Demonstrations - based upon the appropriate requirements of 19.15.17.10 NMAC
- Climatological Factors Assessment
- Certified Engineering Design Plans - based upon the appropriate requirements of 19.15.17.11 NMAC
- Dike Protection and Structural Integrity Design - based upon the appropriate requirements of 19.15.17.11 NMAC
- Leak Detection Design - based upon the appropriate requirements of 19.15.17.11 NMAC
- Liner Specifications and Compatibility Assessment - based upon the appropriate requirements of 19.15.17.11 NMAC
- Quality Control/Quality Assurance Construction and Installation Plan
- Operating and Maintenance Plan - based upon the appropriate requirements of 19.15.17.12 NMAC
- Freeboard and Overtopping Prevention Plan - based upon the appropriate requirements of 19.15.17.11 NMAC
- Nuisance or Hazardous Odors, including H₂S, Prevention Plan
- Emergency Response Plan
- Oil Field Waste Stream Characterization
- Monitoring and Inspection Plan
- Erosion Control Plan
- Closure Plan - based upon the appropriate requirements of Subsection C of 19.15.17.9 NMAC and 19.15.17.13 NMAC

Proposed Closure: 19.15.17.13 NMAC

Type: Drilling Workover Emergency Cavitation Permanent Pit Below-grade Tank Closed-loop System Alternative

Proposed Closure Method: Waste Excavation and Removal
 On-site Closure Method (only for temporary pits and closed-loop systems)
 In-place Burial On-site Trench Burial
 Alternative Closure Method (Exceptions must be submitted to the Santa Fe Environmental Bureau for consideration)

Siting Criteria (regarding on-site closure methods only): 19.15.17.10 NMAC

Instructions: Each siting criteria requires a demonstration of compliance in the closure plan. Recommendations of acceptable source material are provided below. Requests regarding changes to certain siting criteria may require administrative approval from the appropriate district office or may be considered an exception which must be submitted to the Santa Fe Environmental Bureau office for consideration of approval. Justifications and/or demonstrations of equivalency are required. Please refer to 19.15.17.10 NMAC for guidance.

- Ground water is less than 50 feet below the bottom of the buried waste.
- NM Office of the State Engineer - iWATERS database search; USGS; Data obtained from nearby wells Yes No NA
- Ground water is between 50 and 100 feet below the bottom of the buried waste
- NM Office of the State Engineer - iWATERS database search; USGS; Data obtained from nearby wells Yes No NA
- Ground water is more than 100 feet below the bottom of the buried waste.
- NM Office of the State Engineer - iWATERS database search; USGS; Data obtained from nearby wells Yes No NA
- Within 300 feet of a continuously flowing watercourse, or 200 feet of any other watercourse, lakebed, sinkhole, or playa lake (measured from the ordinary high-water mark).
- Topographic map; Visual inspection (certification) of the proposed site Yes No
- Within 300 feet from a permanent residence, school, hospital, institution, or church in existence at the time of initial application.
- Visual inspection (certification) of the proposed site; Aerial photo; Satellite image Yes No
- Within 500 horizontal feet of a private, domestic fresh water well or spring that less than five households use for domestic or stock watering purposes, or within 1000 horizontal feet of any other fresh water well or spring, in existence at the time of initial application.
- NM Office of the State Engineer - iWATERS database; Visual inspection (certification) of the proposed site Yes No
- Within incorporated municipal boundaries or within a defined municipal fresh water well field covered under a municipal ordinance adopted pursuant to NMSA 1978, Section 3-27-3, as amended.
- Written confirmation or verification from the municipality; Written approval obtained from the municipality Yes No
- Within 500 feet of a wetland.
- US Fish and Wildlife Wetland Identification map; Topographic map; Visual inspection (certification) of the proposed site Yes No
- Within the area overlying a subsurface mine.
- Written confirmation or verification or map from the NM EMNRD-Mining and Mineral Division Yes No
- Within an unstable area.
- Engineering measures incorporated into the design; NM Bureau of Geology & Mineral Resources; USGS; NM Geological Society; Topographic map Yes No
- Within a 100-year floodplain.
- FEMA map Yes No

Waste Excavation and Removal Closure Plan Checklist: (19.15.17.13 NMAC) *Instructions: Each of the following items must be attached to the closure plan. Please indicate, by a check mark in the box, that the documents are attached.*

- Protocols and Procedures - based upon the appropriate requirements of 19.15.17.13 NMAC
- Confirmation Sampling Plan (if applicable) - based upon the appropriate requirements of Subsection F of 19.15.17.13 NMAC
- Disposal Facility Name and Permit Number (for liquids, drilling fluids and drill cuttings)
- Soil Backfill and Cover Design Specifications - based upon the appropriate requirements of Subsection H of 19.15.17.13 NMAC
- Re-vegetation Plan - based upon the appropriate requirements of Subsection I of 19.15.17.13 NMAC
- Site Reclamation Plan - based upon the appropriate requirements of Subsection G of 19.15.17.13 NMAC

Waste Removal Closure For Closed-loop Systems That Utilize Haul-off Bins Only: (19.15.17.13.D NMAC) *Instructions: Please identify the facility or facilities for the disposal of liquids, drilling fluids and drill cuttings.*

Disposal Facility Name: Basin Disposal, Inc. Disposal Facility Permit Number: NM-01-0005

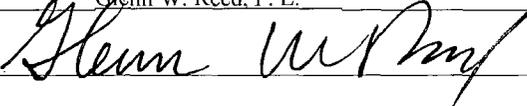
On-Site Closure Plan Checklist: (19.15.17.13 NMAC) *Instructions: Each of the following items must be attached to the closure plan. Please indicate, by a check mark in the box, that the documents are attached.*

- Siting Criteria Compliance Demonstrations - based upon the appropriate requirements of 19.15.17.10 NMAC
- Proof of Surface Owner Notice - based upon the appropriate requirements of Subsection F of 19.15.17.13 NMAC
- Construction and Design of Burial Trench (if applicable) based upon the appropriate requirements of 19.15.17.11 NMAC
- Protocols and Procedures - based upon the appropriate requirements of 19.15.17.13 NMAC
- Confirmation Sampling Plan (if applicable) - based upon the appropriate requirements of Subsection F of 19.15.17.13 NMAC
- Waste Material Sampling Plan - based upon the appropriate requirements of Subsection F of 19.15.17.13 NMAC
- Disposal Facility Name and Permit Number (for liquids, drilling fluids and drill cuttings or in case on-site closure standards cannot be achieved)
- Soil Cover Design - based upon the appropriate requirements of Subsection H of 19.15.17.13 NMAC
- Re-vegetation Plan - based upon the appropriate requirements of Subsection I of 19.15.17.13 NMAC
- Site Reclamation Plan - based upon the appropriate requirements of Subsection G of 19.15.17.13 NMAC

Operator Application Certification:

I hereby certify that the information submitted with this application is true, accurate and complete to the best of my knowledge and belief.

Name (Print): Glenn W. Reed, P. E. Title: Executive Vice President - Operations and Engineering

Signature:  Date: 6-18-08

e-mail address: gwreed@approachresources.com Telephone: 817-989-9000

D Approval: Permit Application (including closure plan) Closure Plan (only)

OCD Representative Signature: _____ Approval Date: _____

Title: _____ OCD Permit Number: _____

Closure Report (required within 60 days of closure completion): Subsection K of 19.15.17.13 NMAC
 Closure Completion Date: _____

Closure Method:

- Waste Excavation and Removal On-Site Closure Method Alternative Closure Method
- If different from approved plan, please explain.

Closure Report Attachment Checklist: *Instructions: Each of the following items must be attached to the closure report. Please indicate, by a check mark in the box, that the documents are attached.*

- Proof of Closure Notice
- Proof of Deed Notice (if applicable)
- Plot Plan
- Confirmation Sampling Analytical Results
- Waste Material Sampling Analytical Results
- Disposal Facility Name and Permit Number
- Soil Backfilling and Cover Installation
- Re-vegetation Application Rates and Seeding Technique
- Site Reclamation (Photo Documentation)

On-site Closure Location: Latitude _____ Longitude _____ NAD: 1927 1983

Operator Closure Certification:

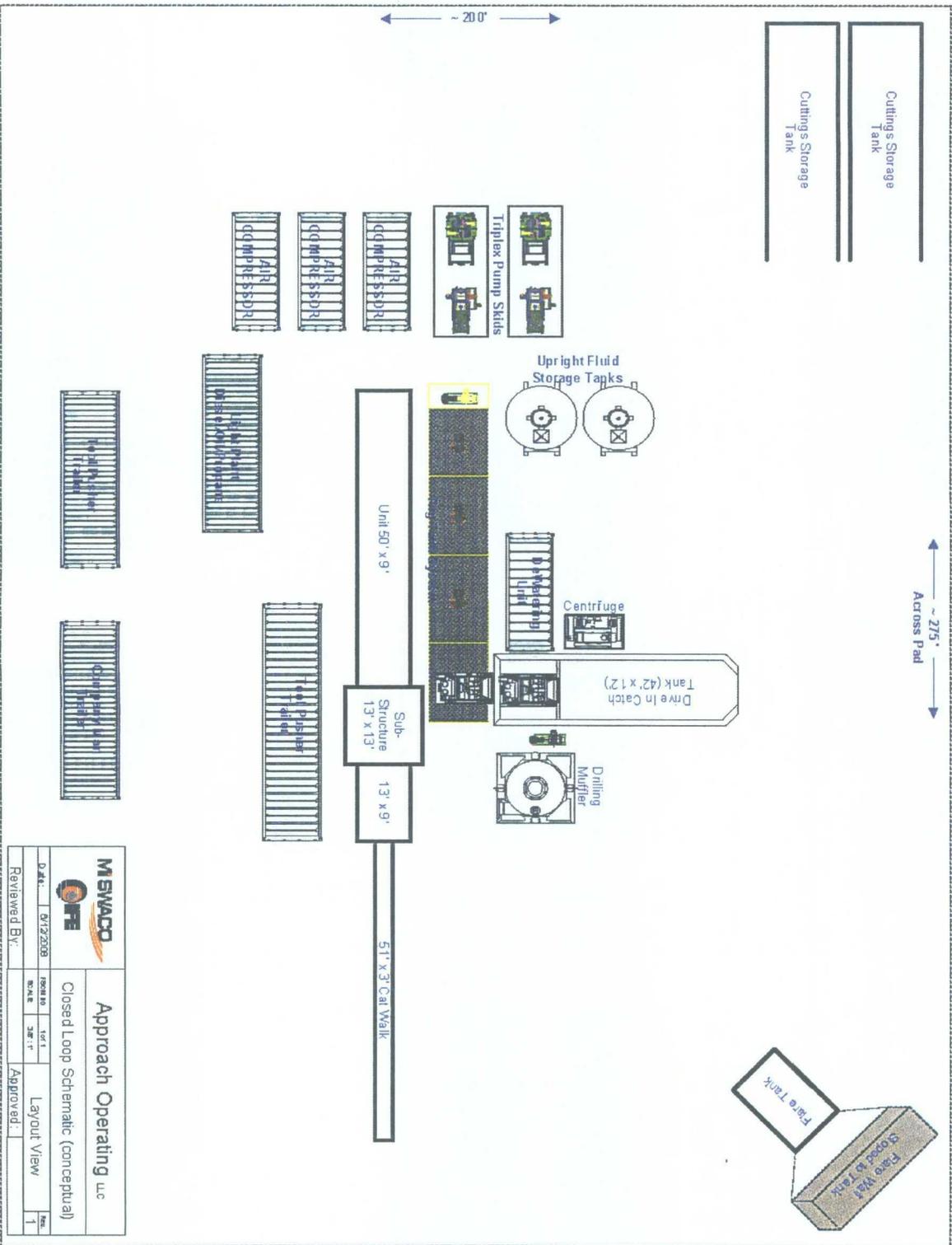
I hereby certify that the information and attachments submitted with this closure report is true, accurate and complete to the best of my knowledge and belief. I also certify that the closure complies with all applicable closure requirements and conditions specified in the approved closure plan.

Name (Print): _____ Title: _____

Signature: _____ Date: _____

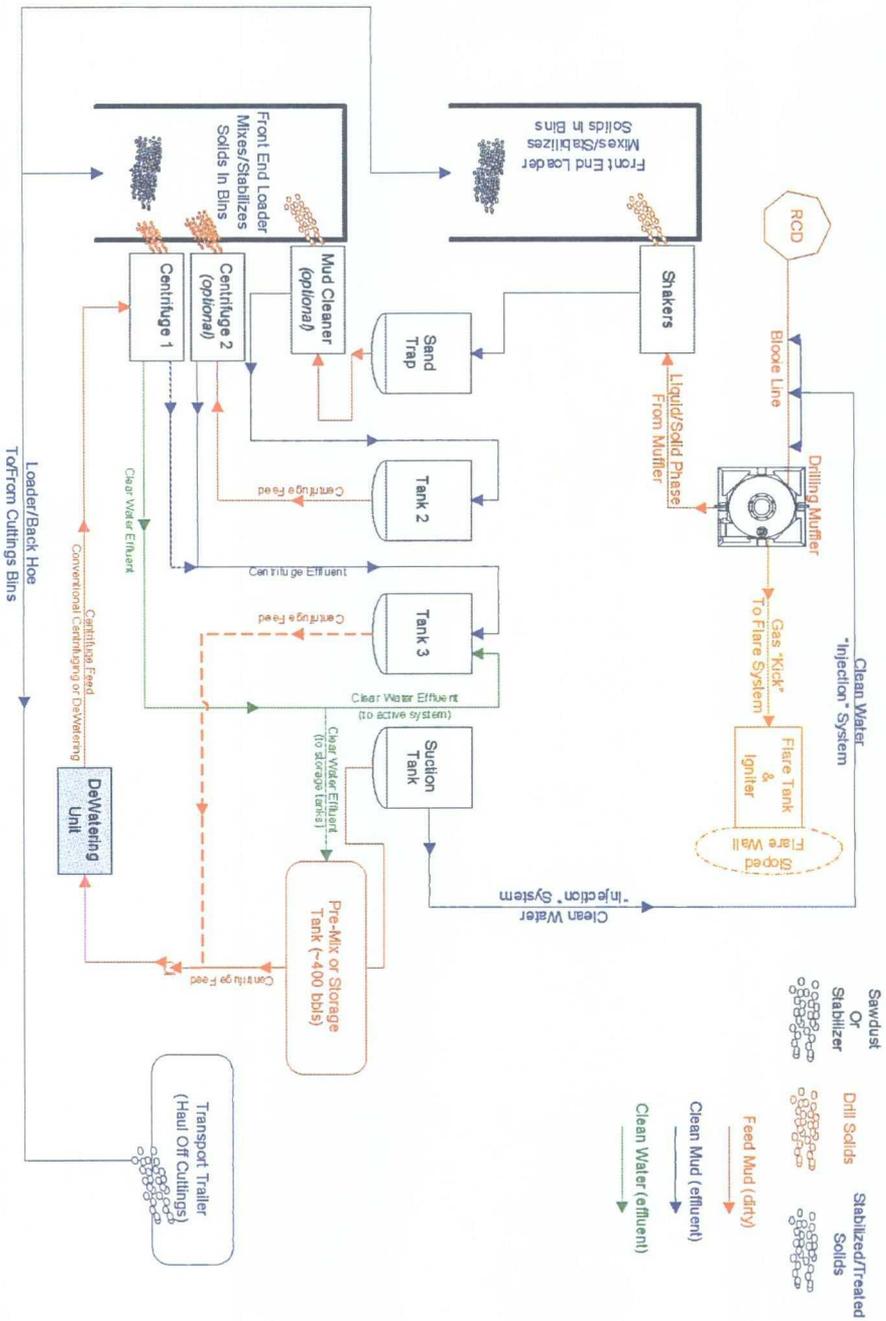
e-mail address: _____ Telephone: _____

Closed-Loop Schematic



| | | | |
|------------------------------------|---------------|--------------------------------|---|
| | | | |
| Approach Operating, Inc | | Approach Operating, Inc | |
| Closed Loop Schematic (conceptual) | | | |
| D. J. K. 01/22/08 | R. S. M. 10/1 | S. M. 1 | 1 |
| Reviewed By: | Layout View | Approved: | |

Closed-Loop Schematic



| | | | |
|------------------------------------|-----------|--------------|-----------|
| | | | |
| Approach Operating LLC | | | |
| Closed Loop Schematic (conceptual) | | | |
| Date: | 6/12/2009 | Scale: | 1" = 1' |
| Drawn By: | RESNAUD | Scale: | 3/8" = 1' |
| Reviewed By: | | Approved: | |
| | | Flow Process | |
| | | Rev: 1 | |

- a. Surface Casing: Notched collar on bottom and 3 centralizers on the bottom 3 joints.
- b. Production Casing: 4-1/2" whirler type cement nosed guide shoe and a float collar on top of the shoe joint. Centralized with bow spring centralizers

V. Cementing:

- Surface Casing: 9-5/8" 32.3 lb/ft H-40 set to 350'.

Cement 0-350'

Fluid 1: Water Based Spacer

| | | |
|---------|----------------|--------|
| Water | Fluid Density: | 8.330 |
| lbm/gal | | |
| | Fluid Volume: | 10 bbl |

Fluid 2: Lead Cement

| | | |
|---|---------------------|---------------------------|
| Premium Cement | Fluid Weight | 15.600 |
| lbm/gal | | |
| 94 lbm/sk Premium Cement (Cement) | Slurry Yield: | 1.180 ft ³ /sk |
| 0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive) | Total Mixing Fluid: | 5.238 |
| Gal/sk | | |
| 2 % Calcium Chloride (Accelerator) | Top of Fluid: | 0 ft |
| | Calculated Fill: | 350 ft |
| | Volume: | 42.139 bbl |
| | Calculated Sacks: | 200.503 sks |
| | Proposed Sacks: | 205 sks |

Fluid 3: Water Based Spacer

| | | |
|--------------------|----------------|-------|
| Water Displacement | Fluid Density: | 8.330 |
| lbm/gal | | |

Fluid Volume: 23.966 bbl

- Production Casing: 4-1/2" 10.5 lb/ft J-55 casing set to TD.

Cement

Fluid Instructions

Fluid 1: Water Based Spacer

| | | |
|---------|----------------|-------|
| Water | Fluid Density: | 8.330 |
| lbm/gal | | |

Fluid Volume: 20 bbl

Fluid 2: Lead Cement

| | | |
|---|---------------------|---------------------------|
| 50/50 Poz Premium | Fluid Weight | 13 lbm/gal |
| 0.4 % Halad(R)-344 (Low Fluid Loss Control) | Slurry Yield: | 1.436 ft ³ /sk |
| 0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive) | Total Mixing Fluid: | 6.193 |
| Gal/sk | | |
| 5 lbm/sk Gilsonite (Lost Circulation Additive) | Top of Fluid: | 0 ft |
| | Calculated Fill: | 2000 ft |
| | Volume: | 156.266 bbl |
| | Calculated Sacks: | 610.982 sks |
| | Proposed Sacks: | 615 sks |

| | |
|-----------------------------|--------------------------|
| Fluid 3: Water Based Spacer | |
| Water Displacement | Fluid Density: 8.330 |
| lbm/gal | Fluid Volume: 31.197 bbl |

- The wells will have 40' of 14" conductor set. Then a 12-1/4" hole will be drilled to about 350' when 9-5/8" surface casing will be set and cemented. We will drill out with a 8-3/4" bit using

MULTI-POINT SURFACE USE PLAN

1. Existing Roads:

When existing roads are used to access the proposed location they will be maintained in the same or better condition than presently found.

2. Planned Access Roads:

Some new access road will have to be constructed. If existing access road is also used, it will be maintained in at least the current condition and will be upgraded where necessary to provide uninterrupted access to the proposed well.

3. Location of Existing Wells:

Attached map (Plat # 1) shows existing wells within one mile radius of the proposed well. N/A

4. Location of Production Facilities:

In the event of production, production facilities will be located on the drill pad. The actual placement of this equipment will be determined when the well's production characteristics can be evaluated after completion.

To protect livestock and wildlife, equipment will be fenced. Any tanks will be enclosed by a dike.

Upon completion of drilling, the location and surrounding area will be cleared of all debris.

5. Water Supply:

Water for drilling and completion will be purchased from local sources.

6. Source of Construction Materials:

No additional construction materials will be required to build.

7. Methods of Handling Waste Disposal:

- a. The drill cuttings, fluids and completion fluids will be placed in the steel tanks. Upon completion, the pad will be leveled, contoured and reseeded with the appropriate seed mixture.
- b. All garbage and trash will be placed in a metal trash basket. It will be hauled off and dumped in an approved land fill upon completion of operations.
- c. Portable toilets will be provided and maintained during drilling operations.

8. Ancillary Facilities:

Ancillary facilities are to be based on well productivity.

9. Well Site Layout:

A plat of the drill pad with location of drilling equipment and rig orientations also attached.

10. Plans for Restoration of Surface:

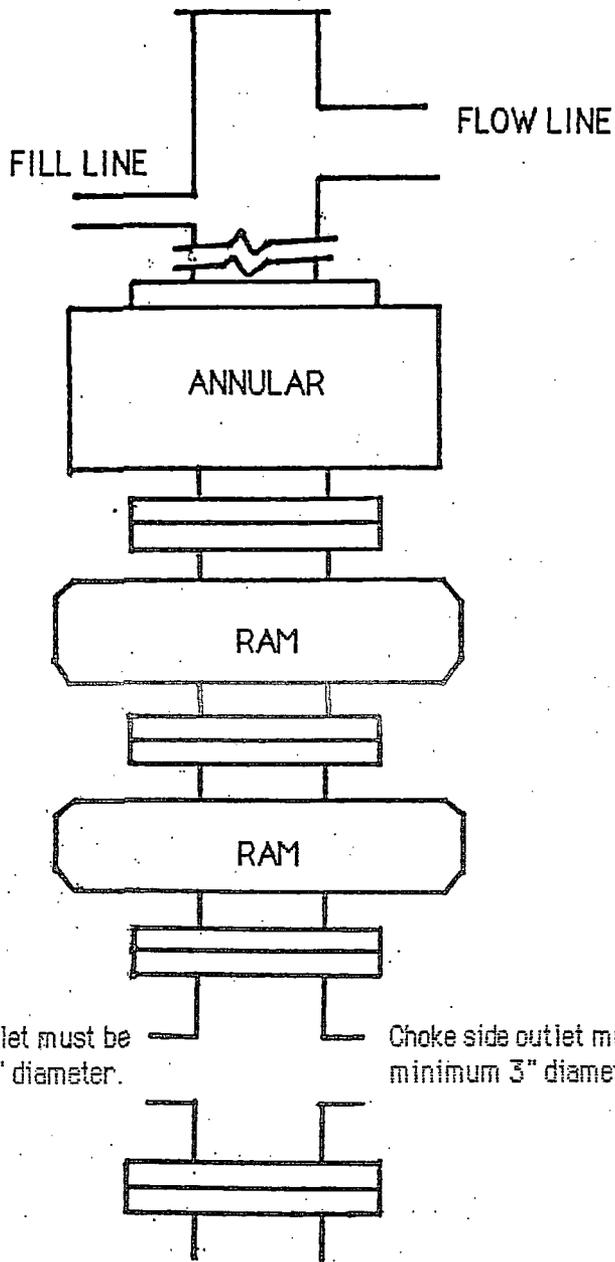
When the well is abandoned the location and access road will be cleaned and restored to the original topographical contours as much as possible. The area will be reseeded with appropriate seed mixture.

If the well is productive, areas not used in production will be contoured and seeded with stipulated seed mixture. Production equipment will be painted to blend with the natural color of the landscape.

11. Lessee's or Operator's Representative:

Glenn W. Reed, Executive Vice President – Engineering & Operations
Approach Resources
6500 West Freeway, Suite 800
Fort Worth, Texas 76116
Phone: (817) 989-9000

Glenn W. Reed
Executive Vice President – Engineering & Operations



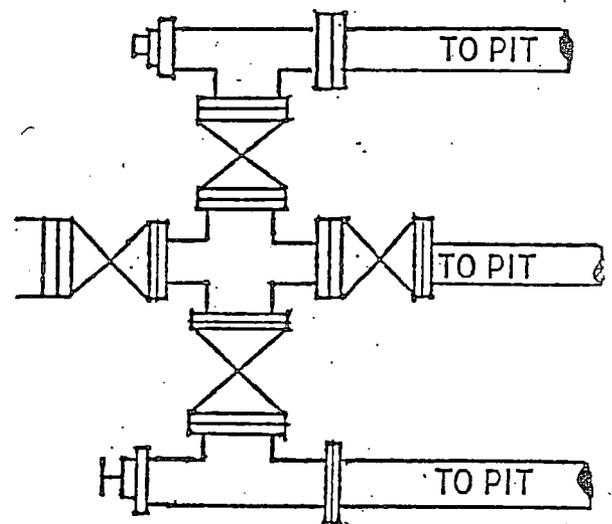
TYPICAL BOP STACK
& CHOKE MANIFOLD

There will be at least 2 chokes and 2 choke line valves (3" minimum). The choke line will be 3" in diameter. There will be a pressure gauge on the choke manifold.

Kill side outlet must be minimum 2" diameter.

Choke side outlet must be minimum 3" diameter.

Kill line will be minimum 2" diameter and have 2 valves, one of which shall be a minimum 2" check valve.



Upper kelly cock will have handle available.
Safety valve and subs will fit all drill string connections in use.
All BOPE connections subjected to well pressure will be flanged, welded, or clamped.

Approach Resources

Well Control Equipment Schematic for 3K Service

Attachment to Drilling Technical Program

Exhibit #1
Typical BOP setup

