



Debra P. Hicks, PE/LSI NM 10871

PREPARED FOR:

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LAB No. 14 7043 PROJECT No. 2014.1120

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This report is generated specifically for the purpose of providing design criteria for the All Thorn Multi-Well Fluid Management (MWFM) Pit – Section 36 T17S R27E, Eddy County, New Mexico. Under no circumstances shall it be used for any other project on or off the site. This report is meant to provide information that will inform Lime Rock Resources II-A, LP (LRRII) of appropriate design criteria for the planned use. The conditions encountered in field exploration and reported herein are accurate for the test location(s), time and conditions. It is not meant to eliminate the uncertainty regarding the potential for variation or changes in subsurface conditions at the site. Subsurface descriptions contained herein are of a generalized nature to provide highlights of major strata and conditions revealed in the soil samples, however, it represents only the conditions at the actual boring locations.

Debra P. Hicks, PE/LSI

Usm P. Hicks

NM 10871



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Lime Rock Resources proposes to construct the All Thorn MWFM Pit in Section 36, T17S R27E, Eddy County, NM. The site is approximately 2.6 acres. This investigation was performed at the direction and authorization of Mr. Randall Hicks of R.T. Hicks Consultants, Ltd.

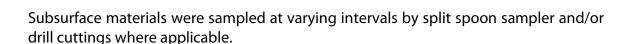
The purpose of this investigation is to determine the characteristics of the subsoils and provide recommendations for foundation design. This report provides an overview of existing geotechnical/geologic conditions at the proposed demonstration site and geotechnical design parameters for the proposed facilities. The geotechnical site conditions presented herein are based on our field exploration as well as literature review from available geotechnical/geologic reports in the project vicinity. This report does not include environmental site characterization, hazardous materials testing, or other environmental services.

The proposed development includes construction of one multi-well fluid management pit to facilitate the re-use of produced water for well stimulation and well drilling.

Four (4) exploratory borings were drilled on July 29, 2014. The exploratory borings were drilled to approximate depths listed in Table 1 of this Report. Boring locations are shown on the Boring Location Map. Drilling was carried out using a truck-mounted drill rig contracted with Enviro-Drill, Inc. – Albuquerque, New Mexico.

TABLE - 1 Boring Dates and Depths

BH-1	7/29/14	3684.05	41′9″
BH-2	7/29/14	3684.45	41′10″
BH-3	7/29/14	3682.83	51′0″
BH-4	7/29/14	3683.73	36′5″



Air-rotary/auger drilling methods were employed to cut the test borings. During the drilling, the soils encountered were continuously examined, visually classified and, where applicable, sampled.

Standard penetration tests (SPT) were performed at varying depths. Penetration resistance was measured in accordance with ASTM D 1586 by driving a standard 2" split tube sampler having a 30" free fall drop hammer weighing 140 pounds. The penetration resistance value is a useful index in estimating the consistency, relative density or hardness of the materials encountered.

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Representative samples were tested in the laboratory to determine certain engineering properties of the soils. Mechanical analysis and soil constant determinations were performed for classification and identification of each soil type encountered. Classifications are in accordance with the Unified Soil Classification System ASTM D 2487. The results of the laboratory tests are presented on the Logs.

The following tests were conducted on selected soil samples:

- Moisture Content
- Sieve Analysis
- Atterberg Limits

As previously described, the project site is located near the intersection of Arco and Hilltop Road, approximately 1.7 miles south of Highway 82, Eddy County, New Mexico. The topography of the site slopes mildly to the north. The vegetation consists of tall brush and short grasses.

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The proposed MWFM pit location is between the Mescalero rim, the western edge of the Ogallala formation, and the Pecos River. The above mentioned development of the Pecos Drainage removed and reworked the remnants of the Ogallala formation between the Mescalero rim and the Pecos River. This surface is called the Mescalero Plain and is composed of relatively thin pediment deposits and alluvium of fluvial and eolian origins deposited on top of weathered Triassic and Permian formations¹.

△ Stratum 1 is classified as silty sand (SM). These surface soils are very loose to medium dense. This stratum is present at approximately 0'0" to 0'6" +/- below ground surface (bgs). Soils are typically brown and moist.

purposes Stratum 2 was defined to include medium dense to very dense soils. This stratum is appears at a depth of 0'6" to 20'0" +/- bgs. The determination of the thickness was based mostly upon SPT blow count data, degree of cementation, plasticity and color of the soil samples. Soils in Stratum 2 are moist, non-plastic and tan in color.

₩₩₩₩ Ø – Stratum 3 is classified as clayey sand (SC) and fat clay (CL) interbedded with gypsum. Some gypsum layers are up to 3' thick. For engineering purposes Stratum 3 was defined to include very soft to hard soils in relative firmness. This stratum is appears at a depth of 20'0" to 51'0" +/- bgs. The determination of the thickness was based mostly upon SPT blow count data, degree of cementation, plasticity and color of the soil samples. Soils in Stratum 3 are moist, plastic and red in color.

¹ Hicks, RT, 2014, C-144 Permit Package for All Thorn MWFM Pit Section 36 T17S R27E Eddy County, pg.2.



TABLE - 2 Soil Parameters

	N NIKAKKA MANKA MKAMAKANAKA		KINDERICKI KIRKI KI KIRKIKIKI KI KIRKIKI KI KI KIRKIKI KI KI KIRKIKI KI KIRKIKI KI KI KI KIRKIKI KI KI KIRINI KIRIKI KI KIRIKI KIR	NAMANANA Namana		ANDRINGEN OF THE STATE OF THE S
S-1	SM	0'0"	131.2	0.80	30.8	445.6
S-2	SM	0′6″	136.9	0.00	42.1	355.1
S-3	SC/CL	20′0″	140.2	7.50	0.00	2906.0

Groundwater was not encountered in any of the borings.

In accordance with the 2009 International Building Code - Section 1803.5.3 Soil Classification in the bearing strata (Stratum 2) is not considered expansive.

Soils to depths explored of up to 51' +/- are damp to moist ranging from 1.7 to 12.4 percent in the samples tested. Subsurface soil and current groundwater conditions indicate that there is minimal potential for liquefaction to occur within the confined bearing stratum.

The following discussion and recommendations are based upon the results of field and laboratory testing, engineering analyses, experience with similar soil conditions, and our understanding of the proposed project.

In accordance with the 2009 International Building Code®, Section 1613.5.5, Site Class D is applicable.



In general, field test results indicate that the silty sands and clayey sands vary from very loose to very dense in relative density as indicated by measured SPT-N Values of 2 blows in 12" to 50 blows per 1". Very dense materials (N>30) were encountered at various depths.

Frost penetration approximates 15" to 18".

The MWFM Pit is anticipated to be below 10' to 15' below ground. The general contractor will excavate the insitu soils to the depths and grades shown on the construction plans. This material will be stockpiled for use in construction of roads, pads, etc.

- 2) MMMMM M MMMMMMThe MWFM Pit is anticipated to be approximately 10' to 15' below ground. The general contractor will excavate the insitu soils to the depths and grades shown on the construction plans. This material (caliche) will be stockpiled for use in construction of roads, pads, etc.
- 3) 🖾 🖾 🖂 🖂 🖂 🖂 🖂 🖎 All soils that are to receive foundation elements including primary liner and dike should be scarified a minimum of 10" and compacted, at approximately optimum moisture (plus 2% to minus 2%), to not less than 95% of Laboratory Density as determined by ASTM D 698. The entire site should then be proofrolled to observe for unsuitable or weak soils. At least five passes with a heavy vibratory roller should be made during proofrolling. Soft materials or loose soils indicated during proofrolling should be stripped or further compacted. Areas of subgrade in which pumping or significant deflections are observed should be removed or stabilized. Use of lime, fly ash, kilm dust, cement or geotextiles could be considered as a stabilization technique.
- 4) All fill and/or backfill be placed in lifts not to exceed 8" (loose), and compacted at approximately optimum moisture (plus 2% to minus 2%), to not less than 95% of Laboratory Density as determined by ASTM D 698.

5) Management Management Materials for Engineered Fill shall be composed of an appropriate combination of crushed stone, crushed or screened gravel, caliche, and/or sand to meet the specifications contained herein. Materials shall be free from vegetable matter and all other deleterious materials, including silt and clay balls.

2"	100
1/2"	30-80
#4	20-60
#200	5-20

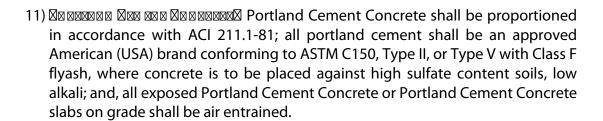
Liquid Limit Plasticity Index

35 max

4 min to 15 max

- 6) All imported fill material shall be from same source.
- 7) 🖾 🗷 🗷 🗷 🗷 🗷 🗷 🗷 🗷 🗷 The source of the specifications of the specifications

- 10) 🛮 🗷 MINION MINION MINION MINION Positive drainage should be established away from the pit during and after construction. The ground immediately adjacent to the pit shall be sloped away from the dike at a slope not less than 5% for a minimum of 10′. In no case should long-term ponding of water be allowed around the perimeter of the dike.





Pettigrew & Associates shall perform construction observation and testing of the following:

- Subgrade preparation and proof-rolling;
- Suitability of Engineered fill and controlled fill;
- Backfill and compaction of excavations;
- Fill placement and compaction; and
- Compliance with the geotechnical recommendations.

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Subgrade (Insitu soils) - One (1) soil density every 5,000 square feet of prepared surface for dike or pit bottom and side slopes (ASTM D 698 and ASTM D 2922)

Engineered Fill/Primary Liner Bedding - One (1) soil density every 5,000 square feet of prepared pit surface including bottom and side slopes per compacted lift (ASTM D 698 and ASTM D 2922)

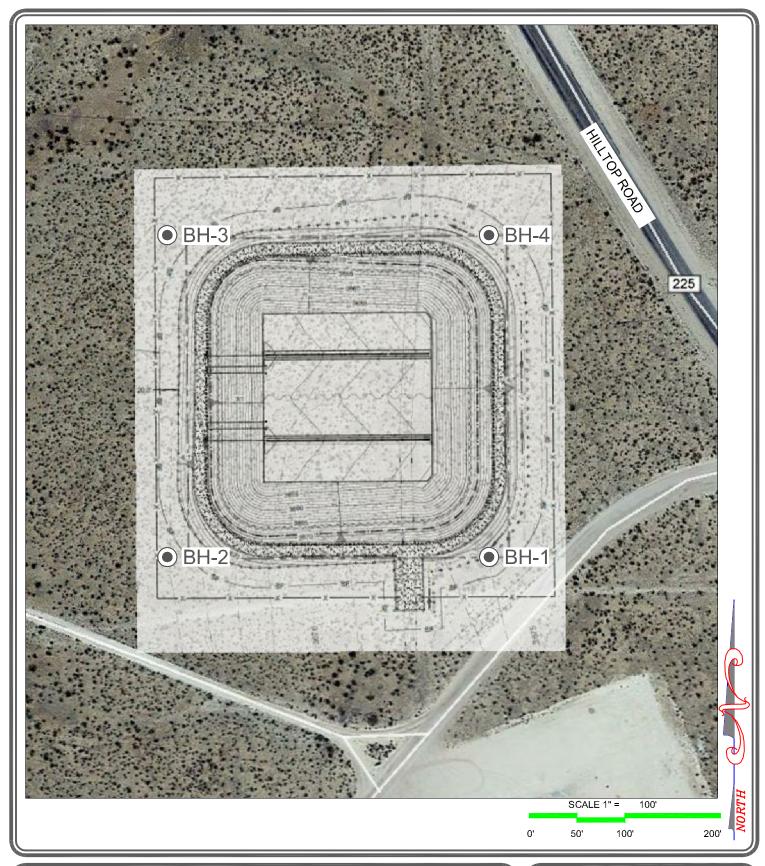
Controlled Fill - One (1) soil density every 300 lineal feet of dike per lift of compacted material (ASTM D 698 and ASTM D 2922)

One (1) sieve analysis and plasticity index per material (subgrade, engineered fill, controlled fill) (ASTM C 136 and ASTM D 4318)

One (1) moisture density determination (proctor) per each type of material (ASTM D 698)

Our conclusions, recommendations and opinions presented herein are based upon our evaluation and interpretation of the findings of the field and laboratory investigation. MANAMAN MAN





BOREHOLE MAP

PROJECT NAME: ALL THORN MWFM PIT

RT HICKS CONSULTANTS LTD CLIENT:

2014.1120 PROJECT NUMBER: PROJECT MANAGER: EH/DPH









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		3	(Topsoil)		3.6	34	- 00	73	71	30.0				0	
_			Dry Tan Silty Sand with Gravel (Caliche)												
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		15			4.0									2,510	
_															
		15			5.7									2,510	
⊠-	000	24			8.9									4,500	
_		23			8.9									4,280	
_		29												5,600	
_		57												>8,000	
_		51		SM	7.3	84	60	47	35	18.8	SNP	SNP		>8,000	
		60			7.3									>8,000	
		47			7.4									>8,000	
		46			7.4									>8,000	





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	50/9"	Moist Red Sandy Fat Clay with Gypsum	11.9					>8,000	





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	10/6"	Dry Brown Silty Sand			94	80	75	71	50.0				3,620		
	45/6"	(Topsoil) Dry Tan Silty Sand with											>8,000		
	72	Gravel (Caliche)											>8,000		
_	27			9.1									5,160		
_	16			9.1									2,730		
⊠−	18			9.2									3,180		
_	27			9.2									5,160		
_	41			10.6									>8,000		
_	50/6"			10.6									>8,000		
_	67/11"			9.3									>8,000		
	80/11"			8.8									>8,000		
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🛛			8/6"	Dry Brown Silty Sand	2.6	94	80	75	71	50.0				2,730	
			32	(Topsoil)	4.3									6,260	
_		-	50/6"	Dry Tan Silty Sand with Gravel (Caliche)	4.3									>8,000	
			37		3.6									7,360	
_	30	-													
			29		3.6									5,600	
			23		4.5	84	60	47	35	18.8	SNP	SNP	SNP	4,280	
_			24		4.5									4,500	
_			63		5.3									>8,000	
_			61		7.6									>8,000	
_			39		6.7									7,800	
			71		6.7									>8,000	
			83		4.2									>8,000	
			50/6"											>8,000	





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🛛		7/6"	Dry Brown Silty Sand (Topsoil)		2.8	94	80	75	71	50.0				2,290	
-		70	Dry Tan Silty Sand with Gravel (Caliche)		1.9									>8,000	
_		29			6.9									5,600	
		19			6.9									3,400	
—————————————————————————————————————		54			8.7	84	60	47	35	18.8	SNP	SNP	SNP	>8,000	
		92			8.7									>8,000	
		50/6"			6.9									>8,000	
_															
_		66		SM	12.4									>8,000	
		50/4"		Givi	12.4									>8,000	
		50/5"			9.6									>8,000	





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	50/3"	Dry to Moist Red Clayey Sand with Gravel and Gypsum	7.1	95	79	68	48	31.4	32	18		>8,000		





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-77		50/5"			10.3								>8,000	

TERMS DESCRIBING CONSISTENCY OR CONDITION

COARSE-GRANED SOILS (major portions retained on No. 200 sieve); includes (1) clean gravel and sands and (2) sity or clayery gravels and sands. Condition is rated according to relative density as determined by laboratory tests or standard penetration resistance tests.

Descriptive Terms	Relative Density	SPT Blow Count
Very loose	0 to 15 %	< 4
Loose	15 to 35 %	4 to 10
Medium dense	35 to 65 %	10 to 30
Dense	65 to 85 %	30 to 50
Very dense	85 to 100 %	> 50

FINE-GRAINED SOILS (major portions passing on No. 200 sieve); includes (1) inorganic and organic sits and clays, (2) gravelly, sandy, or sitly days, and (3) daysy sits. Consistency is railed according to shearing strength, as indicated by penetrometer readings. SPT blow count, or unconfined compression tests.

Ungoni	fined	Com	pressive

Descriptive Terms	Strength kPa	SPT Blow Count
Very soft	< 25	< 2
Soft .	25 to 50	2 to 4
Medium stiff	50 to 100	4 to 8
Stiff	100 to 200	8 to 15
Very Stiff	200 to 400	15 to 30
Hami	> 400	> 30

GENERAL NOTES

 Classifications are based on the United Soil Classification System and include consistency, moisture, and color. Field descriptions have been modified to reflect results of laboratory tests where deemed appropriate.

- Surface elevations are based on topographic maps and estimated locations.
- Descriptions on these boring logs apply only at the specific boring locations and at the time the borings were made, they are not guaranteed to be representative of subsurface conditions at other locations or times.

	Harri	> 400	> 30							
Major Divisions	Group Symbols	Typical Names	Laboratory Classification Orienia							٦
ve size) serve fraction is sleave size) Crean gravel	g GW	Well-graded gravels, gravel-sand mixtures, little or no fines	$C_U = \frac{D_{60}}{D_{10}}$ greater than 4; $C_c = \frac{(D_{30})^2}{D_{10} \times D_{60}}$ between 1 and 3		Sieve a tree	#200	000000000000000000000000000000000000000	# 40 to #10	\$4 of 019	
[5 S 5 7]	GP GP	Poorly-graded gravels, gravel-sand mixtures, little or no fines	Cu* Din greater than 4; Cc* Din between 1 and 3 Not meeting all gradation requirements for GW Attentions limits below "A" Above "A" line with P.J. In or P.J. hour from A between 4 and 7 are		Seve	3	900	3.40	910	
dsois er tran No. 200 a Grav in then half of larger than No. nel with free	g GW, q	Silty gravels, gravel-sand-silt mixures	E Built M F.I. Historia 4	Particle Size						_
arredsols arget tran No. 200 (more than half of larger than N Gravel with free	GC GC	Clayey gravels, gravel-sand-sit mixtures		Part			١,			
Coarse-Grandsols The material is larger transhal are fraction is (more than to lister size) (more than to lister size) (more with fit Chann simple	SW SW	Well-graded sands, gravelly sands, little or no fines	$ \begin{cases} \frac{1}{2} & \frac{1}{2} & \frac{1}{2} & \frac{1}{2} \\ \frac{1}{2} & \frac{1}{2} & \frac{1}{2} \\ \frac{1}{2} & \frac$		шш	< 0.074	074 80 0 60	0.42 to 200	2.00 to 4.75	
Coars Sands half of coarsefaction than No. 4 sieve sizely from Chean and	å SP	Poorly-graded sands, gravelly sands, little or no fines	S of the second				6	, 0	N	
Coarse- (more than half the material Sands and let han Na, 4 sieve szej sand sett fere Sands and here	(sau) o urrou SN" u	Silty sands, sand-silt mixtures	See a second of the second of	H,		Og.		E	61	\dashv
(more than 5 (more than half smaller than Sands with fine	SC SC	Clayey sands, sand-day mixtures	State of P.I. greater than 7 border-line cases requiring use of duel symbols	Moderal	2	SHorday	Sand	Medium	Coarse	
tion to the	NL	Inorganic sits and very fine sands, rock floor, sitty or deyey fine sands or clayey sitts with slight plasticity	8)			Г	_	₫ ,	_	4 8
Fine-Grand debt 200 sees size) Fine-Grand debt 200 sees size) Fight Sits and Clays (Liquidine) Sits and Clays (Liquidine) Sits and Clays (Liquidine) Size and Clays (Liquidine)	CL	Inorganic clays of low to medium plasticity, gravelly clays, sandy days, sity clays, lean clays	TO SO		Sinve		#4 to 3/4 m	<u> </u>	5	12 in to 38
Nanthan Nanthan Nanthan Nanthan	OL	Organic silts and organic silty days of low plesticity	90	Particle Size		L			1	-
Fine-Grained sols aterial is smaller th d Casys d limit than 60)	мн	Inorganic silts, micaceous or diato- maceious fine sandy or silty soils, organic silts	60 50 50 50 50 50 50 50 50 50 50 50 50 50	Pag			18.1	2 78.2		5 9 74.4
Fine-Gra Of the material is Sits and Cays (Liquidinit greater than 60)	СН	Inorganic clays of high plasticity, fet clays	10		MAN AND AND AND AND AND AND AND AND AND A		4.75 to 19.1	19.1 to 78.2	76.2 18	304.8 fo
# Sa _ W	ОН	Organic clays of medium to high plasticity, organic sits	0 10 20 30 40 80 60 70 80 60 100 110	-		Ţ	_	g .	+	ř
Highly Organio Sols	Pt	Peat and other highly organic soils	Plasticity Chart	Mahada		Gravel	Fig.	Coarse	COODIN	Boulder

- * Division of GM and SM groups into subdivisions of d and a are for roads and sinfeds only. Subdivision is based on Atterborg limits:
- suffix d used when LL is 20 or less; the suffix is used when LL is greater than 25.

 *** Bordenine classifications used for soils possessing characteristics of two groups are designed by combinators of groups. Symbols. For example; GW-OC, well-greated gravesi-send mixture with day bander.



TERMINOLOGY USED TO DESCRIBE THE RELATIVE DENSITY, CONSISTENCY, OR FIRMNESS OF SOILS

The terminology used on the boring logs to describe the relative density, consistency, or firmness of soils relative to the standard penetration resistance is presented below. The standard penetration resistance (N) in blows per foot is obtained by ASTM D1586 procedure using 2" O.D., 1-3/8" I.D. samplers.

1. Relative Density. Terms for description of relative density of cohesionless, uncemented sands and sand-gravel mixtures.

0 - 4	Very Loose
5 - 10	Loose
11 - 30	Medium Dense
31 - 50	Dense
50+	Very Dense

2. Relative Consistency. Terms for the description of clays which are saturated or near saturation.

×		
0 - 2	Very Soft	Easily penetrated several inches with fist
3 - 4	Soft	Easily penetrated several inches
5 - 8	Medium Stiff	Can be penetrated several inches with thumb with moderate effort
9 - 15	Stiff	Readily indented with thumb, but penetrated only with great effort
16 - 30	Very Stiff	Readily indented with thumbnail
30+	Hard	Indented only with difficulty with thumbnail

3. Relative Firmness. Terms for the description of partially saturated and/or cemented soils which commonly occur in the Southwest including clays cemented granular materials, silts, and silty and clayey granular soils.

0 - 4	Very Soft
5 - 8	Soft
9 - 15	Moderately Firm
16 - 30	Firm
31 - 50	Very Firm
50+	Hard