

Submit 1 Copy To Appropriate District
Office
District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W Grand Ave., Artesia, NM 88210
District III
1000 Rio Brazos Rd., Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM
87505

State of New Mexico
Energy, Minerals and Natural Resources

Form C-103
October 13, 2009

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

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)		WELL API NO. 30-015-39542
1. Type of Well: Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/>		5. Indicate Type of Lease STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
2. Name of Operator COG Production LLC		6. State Oil & Gas Lease No.
3. Address of Operator 2208 W. Main Street, Artesia, NM 88210		7. Lease Name or Unit Agreement Name Copperhead 30 Fee
4. Well Location Unit Letter <u>A</u> : <u>480</u> feet from the <u>North</u> line and <u>480</u> feet from the <u>East</u> line Section <u>30</u> Township <u>26S</u> Range <u>29E</u> NMPM <u>Eddy</u> County		8. Well Number 1H
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 2948		9. OGRID Number 217955
		10. Pool name or Wildcat WC; Bone Spring

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

NOTICE OF INTENTION TO:

PERFORM REMEDIAL WORK ☐ PLUG AND ABANDON ☐
TEMPORARILY ABANDON ☐ CHANGE PLANS ☐
PULL OR ALTER CASING ☐ MULTIPLE COMPL ☐
DOWNHOLE COMMINGLE ☐
OTHER: ☒

SUBSEQUENT REPORT OF:

REMEDIAL WORK ☐ ALTERING CASING ☐
COMMENCE DRILLING OPNS. ☐ P AND A ☐
CASING/CEMENT JOB ☐
OTHER: ☐

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 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

COG Operating LLC respectfully requests approval for the following change to the original APD:

Intermediate Casing:

Run 9-5/8" 36# J-55 STC csg to 2625'

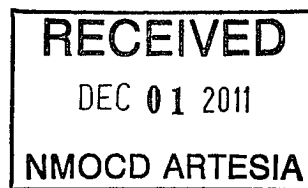
Cmt to surface in 1 stg with:

Lead: 600 sx Class C + 4% Gel + 2% CaCl₂ @ 13.5 ppg/1.75 yield

Tail: 250 sx Class C + 2% CaCl₂ @ 14.8/1.35 yield

Pilot Hole:

Drill 7-7/8" pilot hole to 7500'. Log well, plug back and drill lateral to originally approved TVD & BHL.



Spud Date:

Rig Release Date:

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE Mayte Reyes TITLE: Regulatory Analyst DATE: 11/30/11

Type or print name: Mayte Reyes E-mail address: mreyes1@conchoresources.com PHONE: (575) 748-6945

For State Use Only

APPROVED BY: JL Shepard TITLE: Geologist DATE: DEC 01 2011

Conditions of Approval (if any):



Office of the Secretary of State

November 21, 2011

Capitol Services Inc
P O Box 1831
Austin, TX 78767 USA

RE: COG Production LLC
File Number: 800112004

It has been our pleasure to file the Restated Certificate of Formation for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF FILING OF

COG Production LLC
800112004

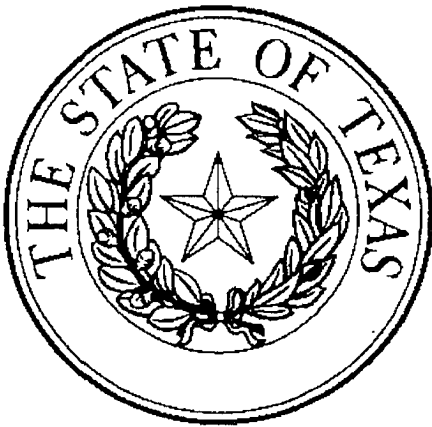
[formerly: OGX Resources LLC]

The undersigned, as Secretary of State of Texas, hereby certifies that a Restated Certificate of Formation for the above named domestic limited liability company (llc) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 11/18/2011

Effective: 11/18/2011



A handwritten signature in cursive script, reading "Hope Andrade".

Hope Andrade
Secretary of State

**RESTATED
CERTIFICATE OF FORMATION
OF OGX RESOURCES LLC
WITH NEW AMENDMENTS**

FILED
In the Office of the
Secretary of State of Texas
NOV 18 2011
Corporations Section

ARTICLE 1.

The name of the filing entity is OGX Resources LLC.

The filing entity is a limited liability company.

The file number issued to the filing entity by the secretary of state is 800112004.

The date of formation of the filing entity is August 15, 2002.

ARTICLE 2.

The restated Certificate of Formation attached hereto makes new amendments to the Certificate of Formation. Provided below is an identification by reference of each added, altered or deleted provision.

1. The introductory paragraph has been altered to conform to the Texas Business Organizations Code (the "Code").
2. Article One has been altered to change the name of the filing entity.
3. Article Three has been altered to conform to the Code.
4. Article Four has been deleted and all subsequent Articles have been renumbered.
5. Article Five has been altered to change the name and address of the registered agent of the filing entity.
6. Article Six has been altered to identify that the filing entity will not have managers and to identify the name and address of its member.
7. Article Seven has been deleted and all subsequent Articles have been renumbered.
8. Article Eight has been altered to identify the indemnification of the members and officers of the filing entity.
9. Article Nine has been deleted.
10. Article Ten has been deleted.

ARTICLE 3.

Each new amendment has been made in accordance with the provisions of the Code. The amendments to the Certificate of Formation have been approved in the manner required by the Code and by the governing documents of the filing entity.

ARTICLE 4.

The restated Certificate of Formation, which is attached to this form, accurately states the text of the Certificate of Formation being restated and each amendment to the Certificate of Formation being restated that is in effect, and as further amended by the restated Certificate of Formation. The attached restated Certificate of Formation does not contain any other change in the Certificate of Formation being restated except for the information permitted to be omitted by the provisions of the Code applicable to the filing entity.

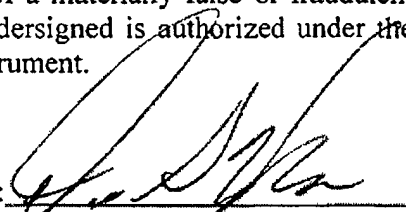
ARTICLE 5.

This document becomes effective when the document is filed by the secretary of state.

ARTICLE 6.

The undersigned affirms that the person designated as the registered agent in the restated Certificate of Formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: November 18, 2011

By: 
Name: Darin G. Holderness
Title: Senior Vice President, Chief
Financial Officer and
Treasurer

**RESTATED
CERTIFICATE OF FORMATION
OF
COG PRODUCTION LLC**

The undersigned, acting as an authorized person of a limited liability company under the Texas Business Organizations Code (the "*Code*"), does hereby adopt the following restated Certificate of Formation for COG Production LLC (the "*Company*"):

ARTICLE ONE

The name of the Company is COG Production LLC, a Texas limited liability company.

ARTICLE TWO

The period of duration of the Company is perpetual.

ARTICLE THREE

The purpose for which the Company is formed is for the transaction of any and all lawful business for which a limited liability company may be organized under the Code.

ARTICLE FOUR

The registered agent of the Company is Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company. The street address of the registered agent and the address of the registered office is 211 E. 7th Street, Suite 620, Austin, Texas 78701.

ARTICLE FIVE

The Company will not have managers. The Company will be governed by its members, and the name and address of its sole member is as follows:

<u>Name</u>	<u>Address</u>
COG Operating, LLC	550 West Texas Avenue Suite 100 Midland, Texas 79701

ARTICLE SIX

No officer or governing person (as such term is defined in Section 1.002 of the Code) shall be liable to the Company or its members for monetary damages for an act or omission in such person's capacity as an officer or governing person of the Company, except for liability (i) for any breach of such person's duty of loyalty to the Company or its members, (ii) for acts or

omissions not in good faith that constitute a breach of duty of such person to the Company or an act or omission that involves intentional misconduct or a knowing violation of law, (iii) for any transaction from which such person received an improper benefit, whether or not the benefit resulted from an act taken within the scope of such person's duties, and (iv) for acts or omissions for which the liability of such person, in the capacity of an officer or governing person, is expressly provided by statute. Any repeal or amendment of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of an officer or governing person (as such term is defined in Section 1.002 of the Code) of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which any officer or governing person (as such term is defined in Section 1.002 of the Code) of the Company is not personally liable as set forth in the preceding sentences, such persons shall not be liable to the fullest extent permitted by any amendment to the Code or other Texas statutes hereafter enacted that further limits the liability of such persons.

[Signature Page Follows]

IN WITNESS WHEREOF, this restated Certificate of Formation of COG Production LLC has been executed by the undersigned on this the 18th day of November, 2011.

The undersigned signs this restated Certificate of Formation subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty or perjury that the undersigned is authorized to execute the filing instrument.

AUTHORIZED PERSON:

COG OPERATING, LLC

By: 

Name: Darin G. Holderness

Title: Senior Vice President, Chief
Financial Officer and Treasurer