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New Mexico Energy, Minerals and Natural Resources Department

Susana Martinez
Governor

John H. Bemis
Cabinet Secretary-Designate

Brett F. Woods, Ph.D.
Deputy Cabinet Secretary

Jami Bailey
Division Director
Oil Conservation Division



August 19, 2011

Lime Rock Resources A, L.P.
Attn: Mr. David Catanach
1111 Bagby Street, Suite 4600
Houston, TX 77002

Administrative Order NSL-6440
Administrative Application Reference No. pTWG11-20341171

Lime Rock Resources A, L.P.
OGRID 255333
Falcon 3 D Federal Well No. 30
API No. 30-015 - 39451

Proposed Location:

Footages	Unit	Section	Township	Range	County
250 FNL & 1300 FWL	D(Lot4)	3	18-S	27-E	Eddy

Proposed Unit:

Description	Acres	Pool	Pool Code
NW/4 NW/4 (Lot 4) Sec. 3	40	Northeast Red Lake; Glorieta-Yeso	96836

Reference is made to your application received on July 22, 2011.

You have requested to drill or re-complete this well at an unorthodox oil well location described above, in the referenced pool or formation. This location is governed by statewide Rule 15.9.A [19.15.15.9.A NMAC], which provides for 40-acre units, with wells located at least 330 feet from a unit outer boundary. This location is less than 330 feet from unit boundaries.

Your application has been duly filed under the provisions of Division Rules 15.13 [19.15.15.13 NMAC] and 4.12.A(2) [19.15.4.12.A(2) NMAC].

It is our understanding that you are seeking this location to comply with United States Bureau of Land Management surface siting requirements.

Oil Conservation Division
1220 South St. Francis Drive • Santa Fe, New Mexico 87505
Phone (505) 476-3440 • Fax (505) 476-3462 • www.emnrd.state.nm.us/OCD



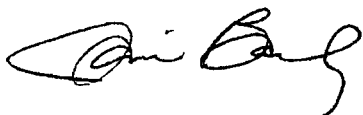
It is also understood that you have given due notice of this application to all operators or owners who are "affected persons," as defined in Rule 4.12.A(2), in all adjoining units towards which the proposed location encroaches.

Pursuant to the authority conferred by Division Rule 15.13.B, the above-described unorthodox location is hereby approved.

This approval is subject to your being in compliance with all other applicable Division rules, including, but not limited to Division Rule 5.9 [19.15.5.9 NMAC].

Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

Sincerely,

A handwritten signature in black ink, appearing to read "Jami Bailey", with a stylized, cursive script.

Jami Bailey
Director

JB/db

cc: New Mexico Oil Conservation Division – Artesia
United States Bureau of Land Management