

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

OCD Artesia

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
**Do not use this form for proposals to drill or to re-enter an
abandoned well. Use Form 3160-3 (APD) for such proposals.**

5. Lease Serial No. NMLC050158
6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other	7. If Unit of CA/Agreement, Name and/or No.
2. Name of Operator Lime Rock Resources II-A, L.P.	8. Well Name and No. Eagle 35 F Federal #12
3a. Address 1111 Bagby Street Suite 4600, Houston, TX 77002	9. API Well No. 30-015-32837
3b. Phone No. (include area code) 575-623-8424	10. Field and Pool or Exploratory Area Red Lake; Glorieta-Yeso, Northeast
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 2310' FNL 1750' FWL, Sec 35-17S-27E, Unit F	11. Country or Parish, State Eddy County, New Mexico

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Flaring Gas
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

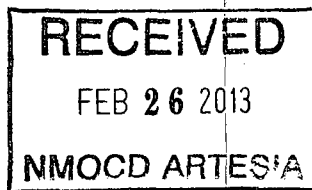
Requesting to flare gas due to DCP Artesia Plant keeping the Acid Gas Compressor under maximum operating volume.

Estimated Volume - 750 MCFPD

Estimated Time - 2 Weeks

Verbal approval has been given to flare gas by Jerry Blakely on 2-19-13.

**SEE ATTACHED FOR
CONDITIONS OF APPROVAL**



See attached list of wells in battery

Handwritten signature 2/27/13
Accepted for record
NMOCD

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) Michael Barrett	Title Production Supervisor
Signature <i>Michael Barrett</i>	Date 02/19/2013

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by <i>[Signature]</i>	Title Office	APPROVED FEB 23 2013 Date
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Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

BUREAU OF LAND MANAGEMENT
CARLSBAD FIELD OFFICE



**LIME ROCK
RESOURCES**

Eagle 35 Satellite Battery NMLC050158

Eagle 35 A Federal #19	30-015-33427
Eagle 35 A Federal #21	30-015-40810
Eagle 35 C Federal #16	30-015-33235
Eagle 35 C Federal #18	30-015-33266
Eagle 35 D Federal #6	30-015-33271
Eagle 35 D Federal #17	30-015-33267
Eagle 35 D Federal #22	30-015-40811
Eagle 35 E Federal #10	30-015-33035
Eagle 35 E Federal #11	30-015-33242
Eagle 35 E Federal #20	30-015-40809
Eagle 35 F Federal #12	30-015-32837
Eagle 35 F Federal #13	30-015-32838
Eagle 35 H Federal #14	30-015-33010
Eagle 35 H Federal #15	30-015-32978
Eagle 35 L Federal #4C	30-015-32836
Eagle 26 M Federal #1	30-015-34014
Eagle 26 N Federal #2	30-015-34007
Eagle 26 N Federal #6	30-015-39564
Eagle 26 P Federal #3	30-015-34082
Eagle 26 P Federal #5	30-015-39452

BUREAU OF LAND MANAGEMENT
Carlsbad Field Office
620 East Greene Street
Carlsbad, New Mexico 88220
575-234-5972

Limerock Resources II-A LP.
Eagle 35 Satellite Battery
LC050158
2/23/2013

Condition of Approval to Flare Gas

1. Report all volumes on OGOR reports.
2. Comply with NTL-4A requirements
3. Subject to like approval from NMOCD
4. **Flared volumes will still require payment of royalties**
5. Install gas meter on vent/flare line to measure gas prior to venting/flaring operations if it is not equipped as such at this time. Gas meter to meet all requirements for sale meter as Federal Regulations and Onshore Order #5.
6. This approval does not authorize any additional surface disturbance.
7. Submit updated facility diagram as per Onshore Order #3.
8. Approval not to exceed 90 days for date of approval.
9. Submit Subsequent Report with actual volumes of gas flared for each month gas is flared.
10. Submit the most recent gas analysis report.