

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
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.

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. NMLC029435B
2. Name of Operator LINN OPERATING, INC.		6. If Indian, Allottee or Tribe Name
Contact: TERRY B CALLAHAN E-Mail: tcallahan@linnenergy.com		7. If Unit or CA/Agreement, Name and/or No.
3a. Address 600 TRAVIS STREET, SUITE 5100 HOUSTON, TX 77002	3b. Phone No. (include area code) Ph: 281-840-4272	8. Well Name and No. J L KEEL B 027
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 8 T17S R31E Mer NMP NWSE 1980FSL 1980FEL 32.847290 N Lat, 103.888980 W Lon		9. API Well No. 30-015-10372
		10. Field and Pool, or Exploratory GRAYBURG JACKSON;SR-Q-G-S
		11. County or Parish, and State EDDY COUNTY, NM

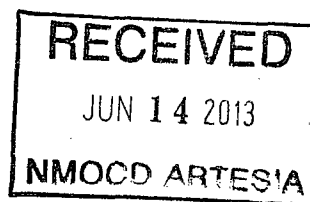
12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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
	<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 recomple 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 shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomple in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

LINN WOULD LIKE TO CONSTRUCT A FLARE STACK LOCATED IN N/2 NW/4 OF SECTION 8, T17S, R31E, EDDY COUNTY, NM. IN ADDITION, LINN WOULD LIKE TO LAY A 2" POLY STEEL LINE FROM THE FLARE STACK TO THE J L KEEL B BATTERY.

API Well Name Well Number Type Lease Status
30-015-10372 J L KEEL B #027 Oil Federal Active
30-015-25980 J L KEEL B #041 Oil Federal Active
30-015-26061 J L KEEL B #044 Oil Federal Active
30-015-26100 J L KEEL B #046 Oil Federal Active
30-015-31192 J L KEEL B #048Q Oil Federal Active
30-015-29880 J L KEEL B #049 Oil Federal Active
30-015-28096 J L KEEL B #050 Oil Federal Active



Accepted for record
NMOCD

14. I hereby certify that the foregoing is true and correct: Electronic Submission #207577 verified by the BLM Well Information System For LINN OPERATING, INC., sent to the Carlsbad Committed to AFMSS for processing by KURT SIMMONS on 05/20/2013 ()	
Name (Printed/Typed) TERRY B CALLAHAN	Title REG COMPLIANCE SPECIALIST III
Signature (Electronic Submission)	Date 05/15/2013

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By <u>/s/ James Stovall</u>	Title FIELD MANAGER	Date JUN 7 2013
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.		Office CARLSBAD FIELD OFFICE

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 to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

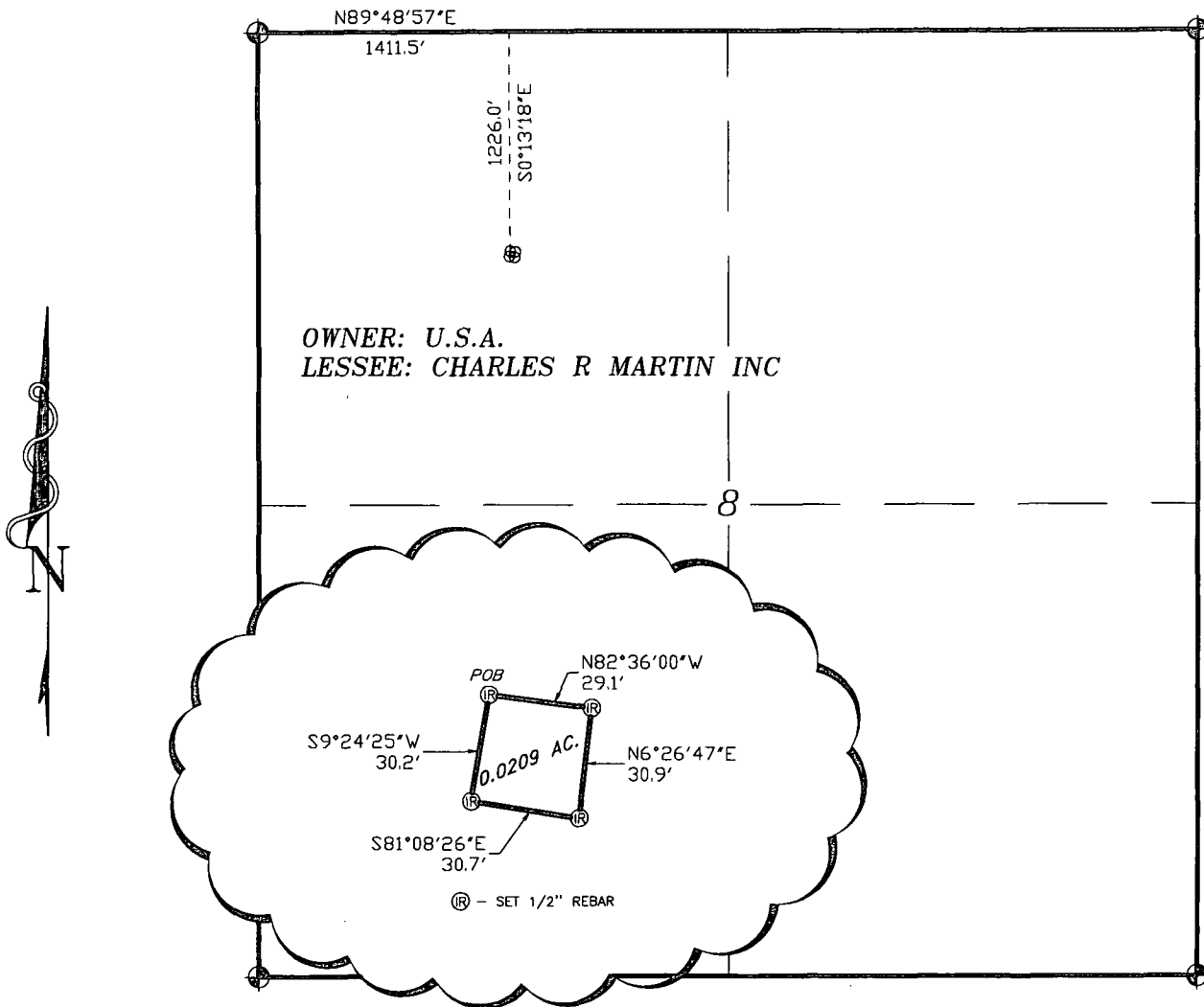
**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

Additional data for EC transaction #207577 that would not fit on the form

32. Additional remarks, continued

30-015-28097 J L KEEL B #051 Oil Federal Active
30-015-28098 J L KEEL B #052 Oil Federal Active
30-015-28092 J L KEEL B #054 Oil Federal Active
30-015-28291 J L KEEL B #055 Oil Federal Active
30-015-28100 J L KEEL B #056 Oil Federal Active
30-015-28079 J L KEEL B #057 Oil Federal Active
30-015-28077 J L KEEL B #058 Oil Federal Active
30-015-28101 J L KEEL B #059 Oil Federal Active
30-015-28223 J L KEEL B #060 Oil Federal Active
30-015-28292 J L KEEL B #061 Oil Federal Active
30-015-28293 J L KEEL B #062 Oil Federal Active
30-015-28224 J L KEEL B #064 Oil Federal Active
30-015-28317 J L KEEL B #067 Oil Federal Active
30-015-28225 J L KEEL B #068 Oil Federal Active
30-015-29820 J L KEEL B #069 Oil Federal Active
30-015-28290 J L KEEL B #070 Oil Federal Active
30-015-28250 J L KEEL B #071 Oil Federal Active
30-015-28571 J L KEEL B #073 Oil Federal Active
30-015-28593 J L KEEL B #074 Oil Federal Active
30-015-28579 J L KEEL B #075 Oil Federal Active
30-015-28296 J L KEEL B #078 Oil Federal Active
30-015-28253 J L KEEL B #080 Oil Federal Active
30-015-28252 J L KEEL B #081 Oil Federal Active
30-015-28307 J L KEEL B #082 Oil Federal Active
30-015-28308 J L KEEL B #083 Oil Federal Active
30-015-28551 J L KEEL B #084 Oil Federal Active
30-015-28297 J L KEEL B #085 Oil Federal Active
30-015-28484 J L KEEL B #086 Oil Federal Active
30-015-28249 J L KEEL B #087 Oil Federal Active
30-015-28441 J L KEEL B #088 Oil Federal Active
30-015-28261 J L KEEL B #089 Oil Federal Active
30-015-28248 J L KEEL B #090 Oil Federal Active
30-015-28442 J L KEEL B #091 Oil Federal Active
30-015-28256 J L KEEL B #092 Oil Federal Active
30-015-28251 J L KEEL B #094 Oil Federal Active

**SECTION 8, TOWNSHIP 17 SOUTH, RANGE 31 EAST, N.M.P.M.,
EDDY COUNTY, NEW MEXICO.**

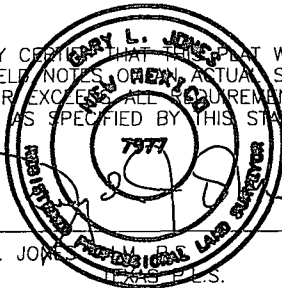


LEGAL DESCRIPTION

A TRACT OF LAND LOCATED IN SECTION 8, TOWNSHIP 17 SOUTH, RANGE 31 EAST, N.M.P.M., EDDY COUNTY, NEW MEXICO AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH LIES N89°48'57"E., 1411.5 FEET AND S0°13'18"E., 1226.0 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 8; THENCE S9°24'25"W., 30.2 FEET; THENCE S81°08'26"E., 30.7 FEET; THENCE N6°26'47"E., 30.9 FEET; THENCE N82°36'00"W., 29.1 FEET TO THE POINT OF BEGINNING. SAID TRACT OF LAND CONTAINS 0.0209 ACRES, MORE OR LESS.

I HEREBY CERTIFY THAT THIS PLAT WAS PREPARED FROM FIELD NOTES OF AN ACTUAL SURVEY AND MEETS OR EXCEEDS ALL REQUIREMENTS FOR LAND SURVEYS AS SPECIFIED BY THIS STATE.



GARY L. JONES

No. 7977
No. 5074

BASIN SURVEYS P.O. BOX 1786 - HOBBS, NEW MEXICO

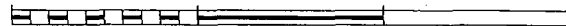
W.O. Number: 28572

Drawn By: J. GOAD

Date: 4-22-2013

Disk: JG- 28572T

1000 0 1000 2000 FEET



LINN OPERATING, INC.

REF: JL KEEL B FLARE TRACT

A TRACT OF LAND IN
SECTION 8, TOWNSHIP 17 SOUTH, RANGE 31 EAST,
N.M.P.M., EDDY COUNTY, NEW MEXICO.

Survey Date: 4-17-2013

Sheet 1 of 1 Sheets

OWNER: U.S.A.
LESSEE: CHARLES R MARTIN INC

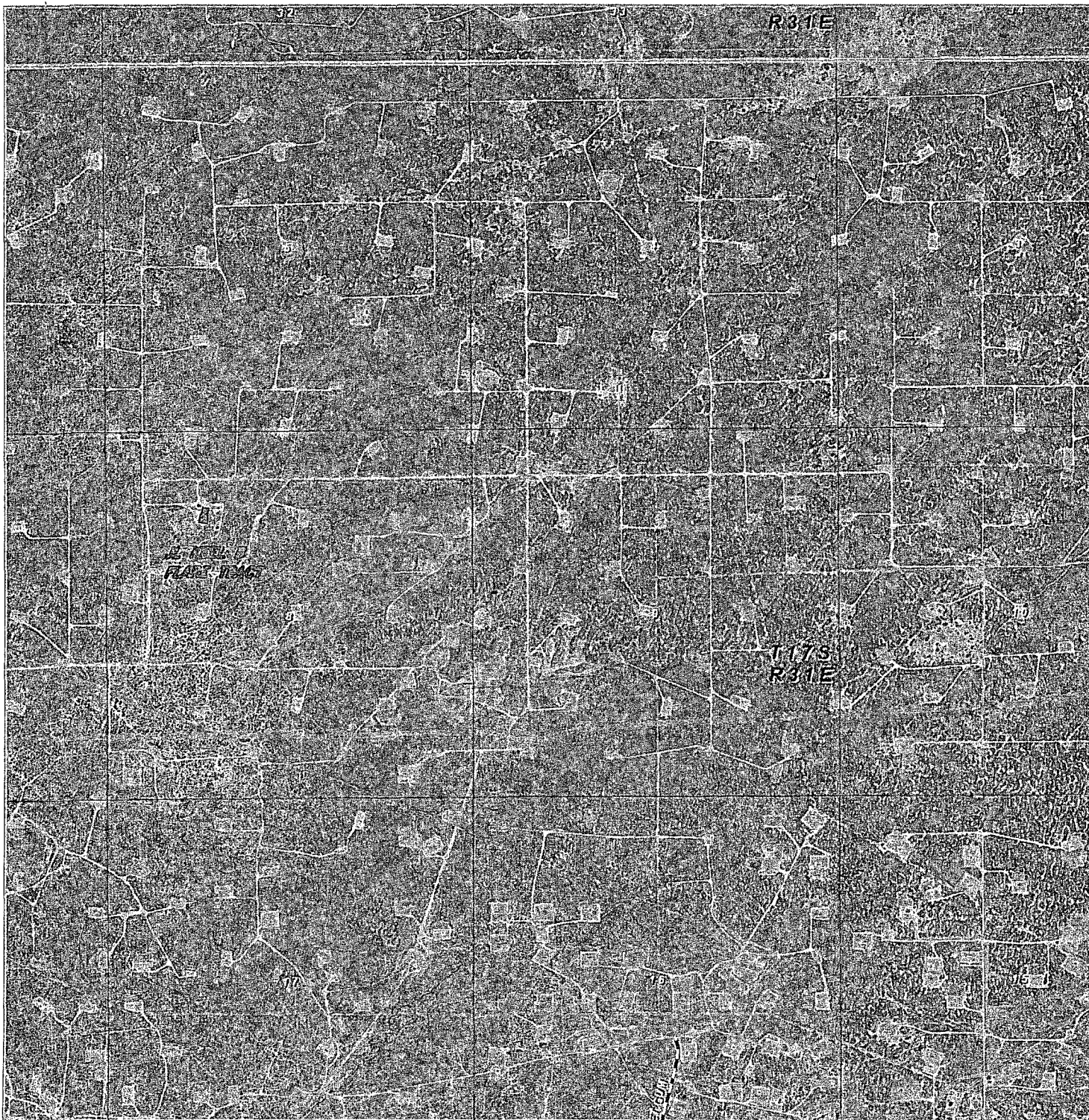
0+00 BEGIN SURVEY AT
METER RUN
N32°51'11.96" W103°53'44.65"
1+51.7 END OF SURVEY AT
NORTH EDGE OF PAD
N32°51'10.49" W103°53'45.03"

Sheet 1 of 1 Sheets

LIAM OPERATING, INC.

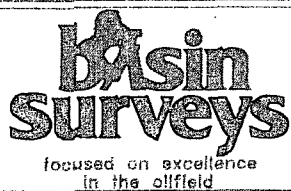
REF: JL KEEL B FLARE TRACT

A PIPELINE CROSSING USA LAND IN
SECTION 8, TOWNSHIP 17 SOUTH, RANGE 31 EAST,
N.M.P.M., EDDY COUNTY, NEW MEXICO.



JL KEEL B FLARE TRACT

Section 8, Township 17 South, Range 31 East,
N.M.P.M., Eddy County, New Mexico.



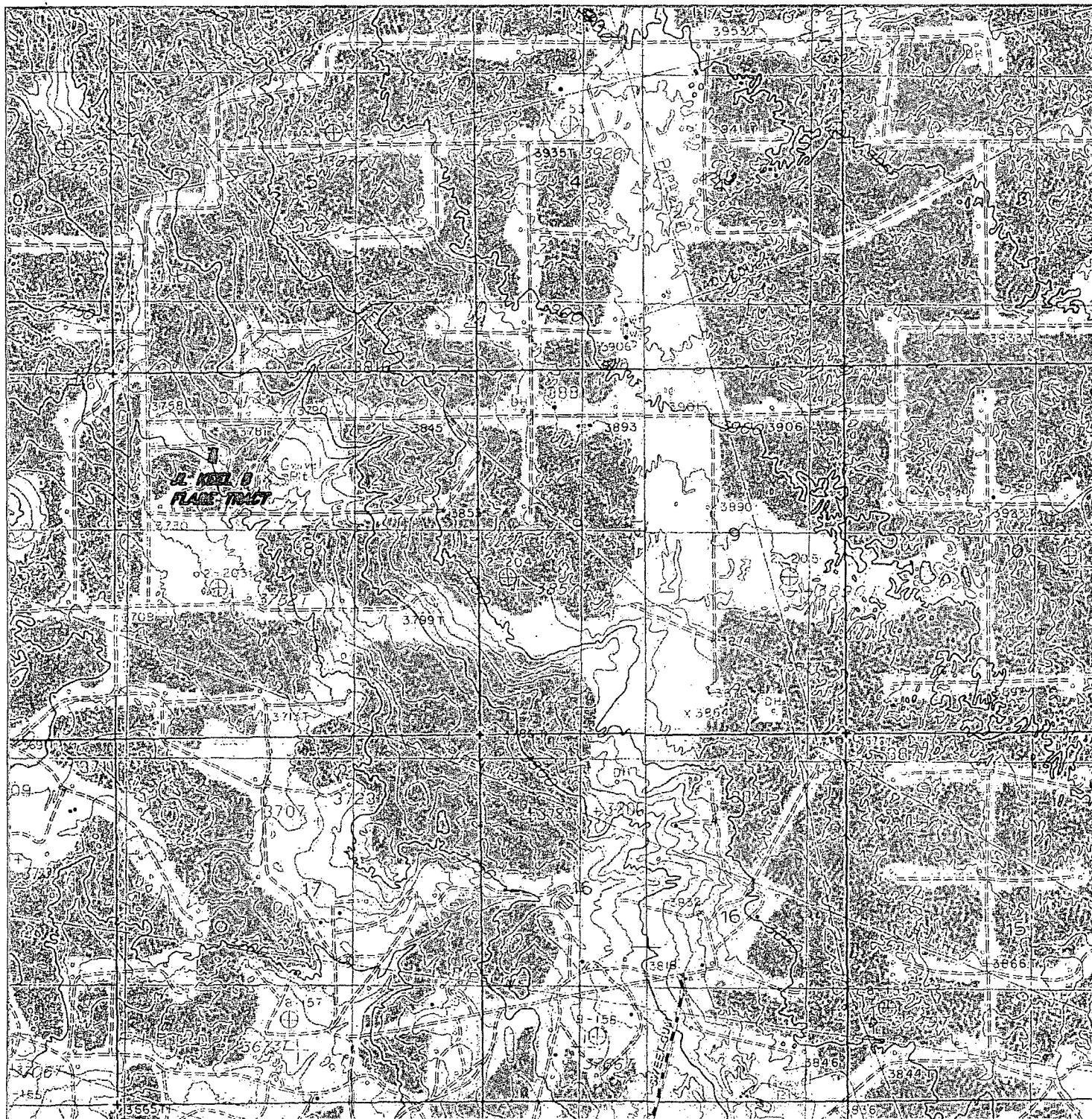
P.O. Box 1786
1120 N. West County Rd.
Hobbs, New Mexico 88241
(575) 393-7316 - Office
(575) 392-2208 - Fax
basinsurveys.com

W.O. Number: JG-- 28572T.

Scale: 1" = 2000'

YELLOW TINT -- USA LAND
BLUE TINT -- STATE LAND
NATURAL COLOR -- FEE LAND

**LINN
OPERATING,
INC.**



JL KEEL B FLARE TRACT
 Section 8, Township 17 South, Range 31 East,
 N.M.P.M., Eddy County, New Mexico.

basin
surveys
 focused on excellence
 in the oilfield

P.O. Box 1786
 1120 N. West County Rd.
 Hobbs, New Mexico 88241
 (575) 393-7316 - Office
 (575) 392-2206 - Fax
 basin-surveys.com

W.O. Number: JG- 28572T

Survey Date: 4-17-2013

Scale: 1" = 2000'

Date: 4-22-2013

LINN
OPERATING,
INC.

BLM LEASE NUMBER: NMLC 029435B
COMPANY NAME: LINN Operating, INC
ASSOCIATED WELL NAME: J L Keel B 27

STANDARD STIPULATIONS FOR SURFACE INSTALLED PIPELINES

A copy of the application (Grant, Sundry Notice, APD) and attachments, including stipulations, survey plat and/or map, will be on location during construction. BLM personnel may request to you a copy of your permit during construction to ensure compliance with all stipulations.

Holder agrees to comply with the following stipulations to the satisfaction of the Authorized Officer:

1. The holder shall indemnify the United States against any liability for damage to life or property arising from the occupancy or use of public lands under this grant.
2. The holder shall comply with all applicable Federal laws and regulations existing or hereafter enacted or promulgated. In any event, the holder shall comply with the Toxic Substances Control Act of 1976 as amended, 15 USC 2601 et seq. (1982) with regards to any toxic substances that are used, generated by or stored on the right-of-way or on facilities authorized under this right-of-way grant. (See 40 CFR, Part 702-799 and especially, provisions on polychlorinated biphenyls, 40 CFR 761.1-761.193.) Additionally, any release of toxic substances (leaks, spills, etc.) in excess of the reportable quantity established by 40 CFR, Part 117 shall be reported as required by the Comprehensive Environmental Response, Compensation, and Liability Act, section 102b. A copy of any report required or requested by any Federal agency or State government as a result of a reportable release or spill of any toxic substances shall be furnished to the authorized officer concurrent with the filing of the reports to the involved Federal agency or State government.
3. The holder agrees to indemnify the United States against any liability arising from the release of any hazardous substance or hazardous waste (as these terms are defined in the Comprehensive Environmental Response, Compensation and Liability Act of 1980, 42 U.S.C. 9601, et seq. or the Resource Conservation and Recovery Act, 42 U.S.C. 6901, et seq.) on the Right-of-Way (unless the release or threatened release is wholly unrelated to activity of the Right-of-Way holder's activity on the Right-of-Way), or resulting from the activity of the Right-of-Way holder on the Right-of-Way. This agreement applies without regard to whether a release is caused by the holder, its agent, or unrelated third parties.
4. The holder shall be liable for damage or injury to the United States to the extent provided by 43 CFR Sec. 2883.1-4. The holder shall be held to a standard of strict liability for damage or injury to the United States resulting from pipe rupture, fire, or spills caused or substantially aggravated by any of the following within the right-of-way or permit area:
 - a. Activities of the holder including, but not limited to construction, operation, maintenance,

and termination of the facility.

b. Activities of other parties including, but not limited to:

- (1) Land clearing.
- (2) Earth-disturbing and earth-moving work.
- (3) Blasting.
- (4) Vandalism and sabotage.

c. Acts of God.

The maximum limitation for such strict liability damages shall not exceed one million dollars (\$1,000,000) for any one event, and any liability in excess of such amount shall be determined by the ordinary rules of negligence of the jurisdiction in which the damage or injury occurred.

This section shall not impose strict liability for damage or injury resulting primarily from an act of war or from the negligent acts or omissions of the United States.

5. If, during any phase of the construction, operation, maintenance, or termination of the pipeline, any oil, salt water, or other pollutant should be discharged from the pipeline system, impacting Federal lands, the control and total removal, disposal, and cleaning up of such oil, salt water, or other pollutant, wherever found, shall be the responsibility of the holder, regardless of fault. Upon failure of the holder to control, dispose of, or clean up such discharge on or affecting Federal lands, or to repair all damages resulting therefrom, on the Federal lands, the Authorized Officer may take such measures as he deems necessary to control and clean up the discharge and restore the area, including, where appropriate, the aquatic environment and fish and wildlife habitats, at the full expense of the holder. Such action by the Authorized Officer shall not relieve the holder of any responsibility as provided herein.

6. All construction and maintenance activity will be confined to the authorized right-of-way width of 20 feet. If the pipeline route follows an existing road or buried pipeline right-of-way, the surface pipeline must be installed no farther than 10 feet from the edge of the road or buried pipeline right-of-way. If existing surface pipelines prevent this distance, the proposed surface pipeline must be installed immediately adjacent to the outer surface pipeline. All construction and maintenance activity will be confined to existing roads or right-of-ways.

7. No blading or clearing of any vegetation will be allowed unless approved in writing by the Authorized Officer.

8. The holder shall install the pipeline on the surface in such a manner that will minimize suspension of the pipeline across low areas in the terrain. In hummocky or dune areas, the pipeline will be "snaked" around hummocks and dunes rather than suspended across these features.

9. The pipeline shall be buried with a minimum of 24 inches under all roads, "two-tracks," and trails. Burial of the pipe will continue for 20 feet on each side of each crossing. The condition of the road, upon completion of construction, shall be returned to at least its former state with no bumps or dips remaining in the road surface.

10. The holder shall minimize disturbance to existing fences and other improvements on public lands. The holder is required to promptly repair improvements to at least their former state. Functional use of these improvements will be maintained at all times. The holder will contact the owner of any improvements prior to disturbing them. When necessary to pass through a fence line, the fence shall be braced on both sides of the passageway prior to cutting of the fence. No permanent gates will be allowed unless approved by the Authorized Officer.

11. In those areas where erosion control structures are required to stabilize soil conditions, the holder will install such structures as are suitable for the specific soil conditions being encountered and which are in accordance with sound resource management practices.

12. Excluding the pipe, all above-ground structures not subject to safety requirement shall be painted by the holder to blend with the natural color of the landscape. The paint used shall be a color which simulates "Standard Environmental Colors" – **Shale Green**, Munsell Soil Color No. 5Y 4/2; designated by the Rocky Mountain Five State Interagency Committee.

13. The pipeline will be identified by signs at the point of origin and completion of the right-of-way and at all road crossings. At a minimum, signs will state the holder's name, BLM serial number, and the product being transported. Signs will be maintained in a legible condition for the life of the pipeline.

14. The holder shall not use the pipeline route as a road for purposes other than routine maintenance as determined necessary by the Authorized Officer in consultation with the holder. The holder will take whatever steps are necessary to ensure that the pipeline route is not used as a roadway.

15. Any cultural and/or paleontological resource (historic or prehistoric site or object) discovered by the holder, or any person working on his behalf, on public or Federal land shall be immediately reported to the authorized officer. Holder shall suspend all operations in the immediate area of such discovery until written authorization to proceed is issued by the authorized officer. An evaluation of the discovery will be made by the authorized officer to determine appropriate cultural or scientific values. The holder will be responsible for the cost of evaluation and any decision as to proper mitigation measures will be made by the authorized officer after consulting with the holder.

16. The operator shall be held responsible if noxious weeds become established within the areas of operations. Weed control shall be required on the disturbed land where noxious weeds exist, which includes the roads, powerline corridor, and adjacent land affected by the establishment of weeds due to this action. The operator shall consult with the Authorized Officer for acceptable weed control methods, which include following EPA and BLM requirements and policies.

17. Surface pipelines must be less than or equal to 4 inches and a working pressure below 125 psi.

18. Special Stipulations:

- a. **Lesser Prairie-Chicken:** Oil and gas activities will not be allowed in lesser prairie-chicken habitat during the period from March 1st through June 15th annually. During that period, other activities that produce noise or involve human activity, such as the maintenance of oil and gas facilities and pipeline, road, and well pad construction, will be allowed except between 3:00 am and 9:00 am. The 3:00 am to 9:00 am restriction will not apply to normal, around-the-clock operations, such as venting, flaring, or pumping, which do not require a human presence during this period. Normal vehicle use on existing roads will not be restricted.