

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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.
NMNM70945X

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE – Other instructions on page 2.

7. If Unit of CA/Agreement, Name and/or No.

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

8. Well Name and No.
See Attached (Empire Abo Unit)

2. Name of Operator
Apache Corporation

9. API Well No.
See Attached

3a. Address
303 Veterans Airpark Lane, Suite 3000
Midland, TX 79705

3b. Phone No. (include area code)
432/818-1062

10. Field and Pool or Exploratory Area
See Attached

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
See Attached

11. Country or Parish, State
Eddy Co., NM

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

TYPE OF SUBMISSION	TYPE OF ACTION			
☐ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
☒ Subsequent Report	☐ Alter Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Final Abandonment Notice	☐ Casing Repair	☐ New Construction	☐ Recomplete	☒ Other Change of Operator
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
	☐ Convert to Injection	☐ Plug Back	☐ 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.)

As required by 43 CFR 3100.0-5(a) and 43 CFR 3162.3, we are notifying you of a change of operator on the above referenced lease.

Apache Corporation as new operator, accepts all applicable terms, conditions, stipulations, and restrictions concerning operations conducted on the lease portion of lease described.

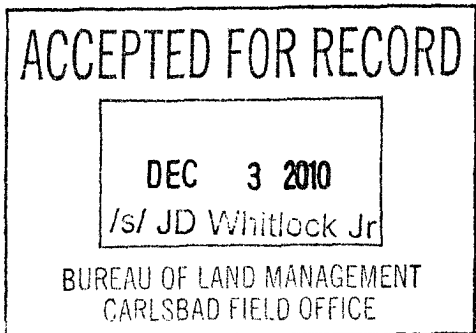
Apache Corporation meets federal bonding requirements as follows (43 CFR 3104):

Bond Coverage: Individually Bonded
BLM Bond File No.: CO1463 / 6166312

Effective Date: December 1, 2010

See Attached

*Attached Designation of Successor Unit
Operator Required Prior to Approval*



14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

Reesa Holland

Title Sr. Engr Tech

Signature

Reesa Holland

Date 11/30/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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

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.

(Instructions on page 2)

WZ

Lease Name & No.	Field	Horizon/Reservoir	Federal Lease No.	County	Well Type	Prod. Meth./ Status	API Well No.	Legal Description
EMPIRE ABO UNIT PH-2 B48	EMPIRE ABO	ABO	NMNM70945X	Eddy	WI	SW	3001503195	H 2310 FNL 0990 FEL 30-17S-29E
EMPIRE ABO UNIT PH-2 B49	EMPIRE ABO	ABO	NMNM70945X	Eddy	WI	SW	3001503180	E 1980 FNL 0330 FWL 29-17S-29E
EMPIRE ABO UNIT PH-2 C47	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001503193	J 2150 FSL 2310 FEL 30-17S-29E
EMPIRE ABO UNIT PH-2 C48	EMPIRE ABO	ABO	NMNM70945X	Eddy	WI	SW	3001503192	I 1980 FSL 0990 FEL 30-17S-27E
EMPIRE ABO UNIT PH-2 C50	EMPIRE ABO	ABO	NMNM70945X	Eddy	WI	SW	3001503184	K 2310 FSL 1650 FWL 29-17S-29E
EMPIRE ABO UNIT PH-2 H12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500609	P 0330 FSL 0330 FEL 34-17S-27E
EMPIRE ABO UNIT PH-2 I11	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500751	B 0971 FNL 1547 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 I12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500749	A 0982 FNL 0330 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 I19	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500708	B 0660 FNL 1980 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 I20	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001501215	A 0667 FNL 0666 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J11	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500748	G 2310 FNL 1650 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 J12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500755	H 1980 FNL 0660 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 J18	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500706	F 2310 FNL 1980 FWL 01-18S-27E
EMPIRE ABO UNIT PH-2 J19	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500709	G 1980 FNL 1980 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J191	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001521552	G 2500 FNL 2500 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J20	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500711	H 1980 FNL 0660 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J202	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001521783	H 2490 FNL 1299 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J203	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001522656	H 2400 FNL 0700 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 J9	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500750	E 2310 FNL 0990 FWL 03-18S-27E
EMPIRE ABO UNIT PH-2 K10	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001501210	K 1650 FSL 2310 FWL 03-18S-27E
EMPIRE ABO UNIT PH-2 K12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500754	I 1980 FSL 0660 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 K18	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500707	K 1980 FSL 1980 FWL 01-18S-27E
EMPIRE ABO UNIT PH-2 K182	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001521792	K 1533 FSL 2370 FWL 01-18S-27E
EMPIRE ABO UNIT PH-2 K184	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001522559	K 2290 FSL 2445 FWL 01-18S-27E
EMPIRE ABO UNIT PH-2 K19	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001500696	J 1980 FSL 1980 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 K191	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001521873	J 1526 FSL 1470 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 K7	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500776	J 1582 FSL 1645 FEL 04-18S-27E
EMPIRE ABO UNIT PH-2 K8	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500774	I 1650 FSL 0330 FEL 04-18S-27E
EMPIRE ABO UNIT PH-2 K9	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500760	L 1650 FSL 0990 FWL 03-18S-27E
EMPIRE ABO UNIT PH-2 L10	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500756	N 0660 FSL 1980 FWL 03-18S-27E
EMPIRE ABO UNIT PH-2 L11	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500758	O 0610 FSL 1980 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 L111	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001521852	O 0020 FSL 2485 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 L12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500757	P 0660 FSL 0660 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 L121	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522062	P 1188 FSL 0200 FEL 03-18S-27E
EMPIRE ABO UNIT PH-2 L133	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001522824	M 0800 FSL 0950 FWL 02-18S-27E
EMPIRE ABO UNIT PH-2 L143	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	NF	3001522609	N 1200 FSL 1900 FWL 02-18S-27E
EMPIRE ABO UNIT PH-2 L171	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522815	M 0670 FSL 0300 FWL 01-18S-27E
EMPIRE ABO UNIT PH-2 L20	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500699	P 0940 FSL 0330 FEL 01-18S-27E
EMPIRE ABO UNIT PH-2 L6	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PG	3001500769	N 0430 FSL 2310 FWL 4-18S-27E
EMPIRE ABO UNIT PH-2 L9	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500753	L 0660 FSL 0660 FWL 03-18S-27E
EMPIRE ABO UNIT PH-2 M12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500852	A 0660 FNL 0560 FEL 10-18S-27E

EMPIRE ABO UNIT PH-2 M121	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001521555	A 0010 FNL 0900 FEL 10-18S-27E
EMPIRE ABO UNIT PH-2 M122	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522098	A 0990 FNL 1300 FEL 10-18S-27E
EMPIRE ABO UNIT PH-2 M123	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522812	A 0450 FNL 0100 FEL 10-18S-27E
EMPIRE ABO UNIT PH-2 M133	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522833	D 0450 FNL 1175 FWL 11-18S-27E
EMPIRE ABO UNIT PH-2 M141	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001522834	C 0225 FNL 2280 FWL 11-18S-27E
EMPIRE ABO UNIT PH-2 M7	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500847	B 0986 FNL 1645 FEL 09-18S-27E
EMPIRE ABO UNIT PH-2 M8	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500842	A 0660 FNL 0660 FEL 09-18S-27E
EMPIRE ABO UNIT PH-2 M9	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500858	D 0660 FNL 0660 FWL 10-18S-27E
EMPIRE ABO UNIT PH-2 N12	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500855	H 1616 FNL 0330 FEL 10-18S-27E
EMPIRE ABO UNIT PH-2 N5	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500840	E 2310 FNL 0990 FWL 09-18S-27E
EMPIRE ABO UNIT PH-2 N7	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001520141	G 2300 FNL 1642 FEL 09-18S-27E
EMPIRE ABO UNIT PH-2 N801	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500843	H 1980 FNL 0560 FEL 9-18S-27E
EMPIRE ABO UNIT PH-2 O4	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500825	I 1650 FSL 0330 FEL 08-18S-27E
EMPIRE ABO UNIT PH-2 O5	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500841	L 1650 FSL 0990 FWL 09-18S-27E
EMPIRE ABO UNIT PH-2 O6	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500835	K 1980 FSL 1980 FWL 09-18S-27E
EMPIRE ABO UNIT PH-2 O7	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500845	J 1980 FSL 1980 FEL 09-18S-27E
EMPIRE ABO UNIT PH-2 O8	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500844	I 1980 FSL 0660 FEL 09-18S-27E
EMPIRE ABO UNIT PH-2 P4	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500824	P 0660 FSL 0330 FEL 08-18S-27E
EMPIRE ABO UNIT PH-2 P5	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500839	M 0330 FSL 0990 FWL 09-18S-27E
EMPIRE ABO UNIT PH-2 Q9	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500898	D 0330 FNL 0330 FWL 15-18S-27E
EMPIRE ABO UNIT PH-2 R3	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500914	G 1980 FNL 1980 FEL 17-18S-27E
EMPIRE ABO UNIT PH-2 S2	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500919	K 2310 FSL 2310 FWL 17-18S-27E
EMPIRE ABO UNIT PH-2 S3	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500917	J 2310 FSL 1650 FEL 17-18S-27E
EMPIRE ABO UNIT PH-2 S4	EMPIRE ABO	ABO	NMNM70945X	Eddy	PO	PE	3001500918	I 2314 FSL 0330 FEL 17-18S-27E