Form 3160-5 (April 2004)

1. Type of Well

3a. Address

Öil Well 🗆 🛭

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

FORM APPROVED Expires: March 31, 2007

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.

Gas Well □□

2. Name of Operator SandRidge Exploration and Production, LLC

123 Robert S. Kerr Ave, Oklahoma City, OK 73102

2030' FNL &660' FWL, Sec. 34; T-18S; R-30E

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

5. Lease Serial No. NMLC028978B					
6. If Indian, Allottee or Tribe Name					
 7. If Unit or CA/Agreement, Name and/or No.					
8 Well Name and No					
 Benson Deep AAS Federal #1					
9. API Well No.					
3001523371					
10. Field and Pool, or Exploratory Area					
Leo; Bone Spring, South					
11. County or Parish, State					

			Eddy,	NM			
12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA							
TYPE OF SUBMISSION	YPE OF SUBMISSION TYPE OF ACTION						
Notice of Intent Subsequent Report Final Abandonment Notice	Acidize Alter Casing Casing Repair Change Plans Convert to Injection	Deepen Fracture Treat New Construction Plug and Abandon Plug Back	Production (Start/Resume) Reclamation Recomplete Temporarily Abandon Water Disposal	Water Shut-Off Well Integrity ✓ Other change of operator			

3b. Phone No. (include area code)

405-429-5682

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 recomplete 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 recompletion 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.)

SandRidge Exploration and Production, LLC respectfully request a change of operator from Arena Resources, Inc. for the above referenced lease to SandRidge Exploration and Production, LLC.

The undersigned accepts all applicable terms, conditions, stipulations, and restrictions concerning operations on the leased land or portion thereof, as described below:

Lease No.: NMLC 028978B Well: Benson Deep AAS Federal #1

Legal Description: 2030' FNL &660' FWL, Sec. 34; T-18S; R-30E

Formatoins: Leo; Bone Spring, South

BLM Bond #: NMB00548

SEE ATTACHED FOR CONDITIONS OF APPROVAL

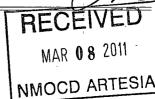
MAR 2 201 /s/ JD Whitlock

BUREAU OF LAND MANAGEMENT

14. I hereby certify that the foregoing is true and correct Name (Printed/Typed)		CARESBAD FIELD OFFICE
Terri Stathem	Title Regulatory N	Manager
Signature JMW TML	Date	08/17/2010
THIS SPACE FOR FEDERAL	OR STATE O	FFICE USE
Approved by	Title	Date
Conditions of approval, if any, are attached. Approval of this notice does not warracertify that the applicant holds legal or equitable title to those rights in the subject lewhich would entitle the applicant to conduct operations thereon.		101
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212 make it a crime for any	nerson knowingly and	willfully to make to any department or agreey of

States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on page 2)



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

Conditions of Approval

SandRidge Exploration and Production, LLC. Benson Deep AAS Federal #1

- 1. Tank battery must be bermed/diked (must be able to contain 1 1/2 times the volume of the largest tank).
- 2. All above ground structures and equipment on the lease shall be painted Shale Green (5Y 4/2). This is to be done within 90 days, if you have not already done so.
- 3. Submit for approval of water disposal method.
- 4. Submit updated facility diagrams as per Onshore Order #3
- 5. This agency shall be notified of any spill or discharge as required by NTL-3A.
- 6. All outstanding environmental issue must be addressed within 90 days. Contact Jim Amos for inspection and to resolve environmental issues. 575-234-5909
- 7. Subject to like approval by NMOCD.