

Submit 1 Copy To Appropriate District
Office
District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Ave., Artesia, NM 88210
District III
1000 Rio Brazos Rd., Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM
87505

State of New Mexico
Energy, Minerals and Natural Resources

Form C-103
October 13, 2009

OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

WELL API NO. 30-015-23470
5. Indicate Type of Lease STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
6. State Oil & Gas Lease No. B-11593
7. Lease Name or Unit Agreement Name EMPIRE SOUTH DEEP UNIT ✓
8. Well Number #21 ✓
9. OGRID Number 272295 ✓
10. Pool name or Wildcat EMPIRE; MORROW, SOUTH (GAS)
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 3678 GR

SUNDRY NOTICES AND REPORTS ON WELLS (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)	
1. Type of Well: Oil Well <input type="checkbox"/> Gas Well <input checked="" type="checkbox"/> Other	
2. Name of Operator THREE RIVERS OPERATING COMPANY LLC ✓	
3. Address of Operator 1122 SOUTH CAPITAL OF TEXAS HWY, SUITE 325, AUSTIN, TX 78746	
4. Well Location Unit Letter A : 660 feet from the NORTH line and 660 feet from the EAST line Section 36 Township 17S Range 28E NMPM EDDY County	
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 3678 GR	

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
TEMPORARILY ABANDON <input checked="" type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	COMMENCE DRILLING OPNS. <input type="checkbox"/>	P AND A <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	MULTIPLE COMPL <input type="checkbox"/>	CASING/CEMENT JOB <input type="checkbox"/>	
DOWNHOLE COMMINGLE <input type="checkbox"/>			
OTHER: <input type="checkbox"/>		OTHER: <input type="checkbox"/>	

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Three Rivers Operating Company LLC respectfully requests permission to run an MIT to extend the TA status of this well. Three Rivers took over operations from Chesapeake Operating Company on June 1, 2010. Three Rivers requests extending the TA status to evaluate any re-completion potential that may exist. Upon completion of evaluations, should results indicate, the well will be plugged and abandoned. Following is the procedure for performing the MIT:

- 1) Notify NMOCD 24 hours in advance of conducting the MIT
- 2) Conduct job safety meeting on location prior to conducting any procedure
- 3) Check casing and bradenhead for pressure (leave bradenhead valve open)
- 4) Rig up pump truck on casing, pump water and pressure to +/- 500 psi and hold
- 5) Monitor pressure with chart recorder (update calibration) for a minimum of 30 minutes
- 6) Release pressure, rig down, close well in

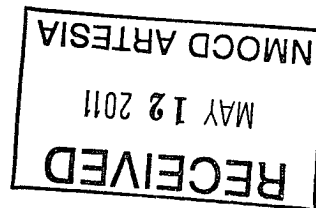
Upon permission, MIT will be tentatively scheduled for the week of May 9, 2011.

Spud Date: Rig Release Date:

LAST PRODUCTION REPORT 12/1/2008

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE James D. Wilson TITLE: Operations Manager DATE: 05/03/2011
Type or print name James D. Wilson E-mail address: jwilson@3rnrr.com PHONE: 512-600-3185
For State Use Only
APPROVED BY: Richard Innes TITLE: Compliance Officer DATE: 5/19/11
Conditions of Approval (if any):

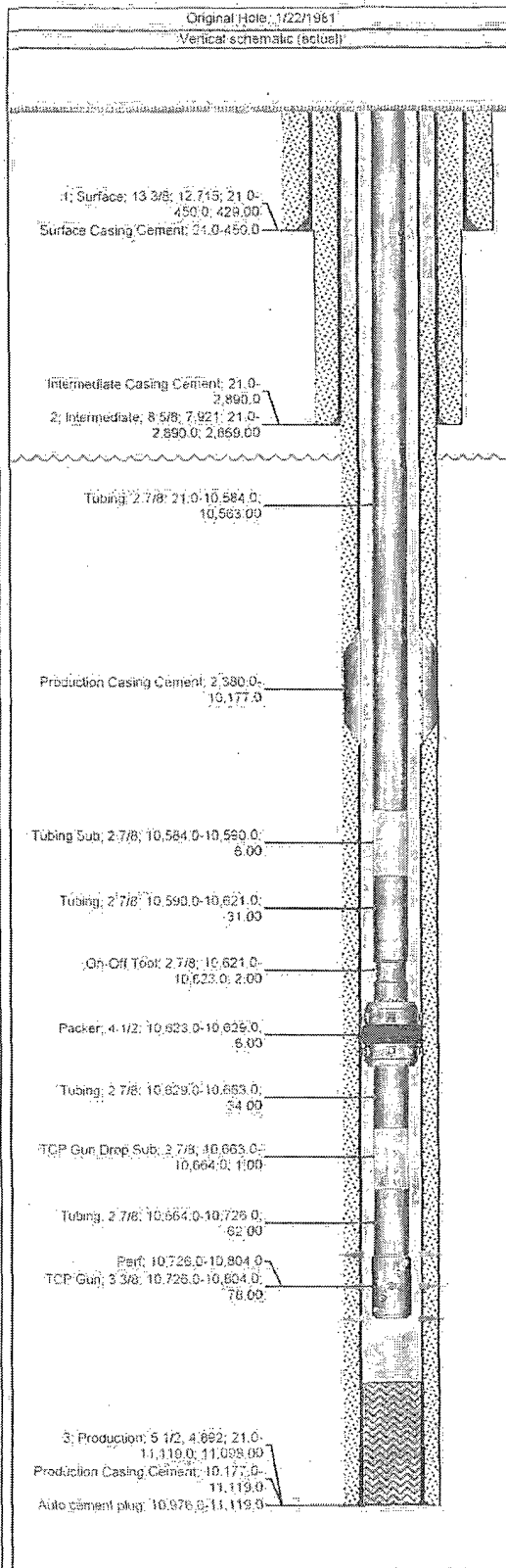




3ROC - Wellbore Schematic

Well Name: EMPIRE SDU 21

LP/UMI 3001523470	Surface Legal Location	Field Name	License #	State/Province NEW MEXICO	Well Configuration Type
Original KB Elevation (ft): 3,899.00	KB-Tubing Head Distance (ft)	Spud Date: 10/25/1980 00:00	Rig Release Date	RSTD (Alt) (ftKB) Original Hole - 10,976.0	Total Depth Alt (TVD) (ftKB)



Casing Strings

Csg Des	Set Depth (ftKB)	OD (in)	ID (in)	Wt/Len (lb/ft)	Grade	Len (ft)
Surface	450.0	13 3/8	12.715	48.00	H-40	429.00
Intermediate	2,890.0	8 5/8	7.921	32.00	K-55	2,869.00
Production	11,119.0	5 1/2	4.892	17.00	N-80	11,098.00

Cement

Des	Sig #	Top (ftKB)	Bot (ftKB)	Fluid	Class	Yield (ft/sack)	Dens (lb/gal)
Intermediate Casing Cement		21.0	2,890.0	Lead			
Surface Casing Cement		21.0	450.0		C		
Intermediate Casing Cement		21.0	2,890.0	Tail	C		
Production Casing Cement	2	2,380.0	10,177.0	Lead			
Production Casing Cement	2	2,380.0	10,177.0	Tail	H		
Production Casing Cement	1	10,177.0	11,119.0		H		

Tubing

Tubing Description				Set Depth (ftKB)		Run Date		Pull Date	
Tubing - Production				10,804.0		1/22/1981			
Jts	Item Des.	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top (ftKB)	Bot (ftKB)	
342	Tubing	2 7/8	2.441	6.50	N-80	10,563.00	21.0	10,584.0	
	Tubing Sub	2 7/8				6.00	10,584.0	10,590.0	
2	Tubing	2 7/8	2.441	6.50	N-80	31.00	10,590.0	10,621.0	
	On-Off Tool	2 7/8				2.00	10,621.0	10,623.0	
	Packer	4 1/2				6.00	10,623.0	10,629.0	
1	Tubing	2 7/8	2.441	6.50	N-80	34.00	10,629.0	10,663.0	
	TCP Gun Drop Sub	2 7/8				1.00	10,663.0	10,664.0	
2	Tubing	2 7/8	2.441	6.50	N-80	62.00	10,664.0	10,726.0	
	TCP Gun	3 3/8				78.00	10,726.0	10,804.0	

Stim/Treat Stages

Date	Type	Sig #	Stage Type	Top (ftKB)	Bot (ftKB)
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Perforations

Top (ftKB)	Bot (ftKB)	Shot Dens (shots/ft)
10,726.0	10,804.0	4.0

Jobs

Job Cat	Job Type	Start Date	End Date	Objective
Drilling	Drilling	10/25/1980	12/14/1980	Drilling
Workover	Completion	12/15/1980	12/31/2006	Completion & Historic Jobs