+Submit 3 Copies to Appropriate District Office	esources Department Form C 103 Revised 1-1-89						
DISTRICT I P.O. Box 1980, Hobbs, NRI, S8240 DISTRICT II Santa Fe, New Mexico	88 WELL API NO. 20.026 AIST AD THE						
P.O. Drawer DD, Artesia, AM 88210RECEV	5. Indicate Type of Lease STATE FEE						
1000 Rio Brazos Rd., Azter AM 87410	6. State Oil& Gas Lease No.						
SUNDRY NOTICES AND REPORTS ON WE (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN DIFFERENT RESERVOIR. USE "APPLICATION FOR PE (FORM C-101) FOR SUCH PROPOSALS.)	OR PLUG BACK TO A						
I. Type of Well: Oil Gas Oil Well OTHER Injection	n X Artesia Unit						
2. Name of Operator Melrose Operating Company	8. Well No. Order WFX-768 for Wells #23 & 29						
3. Address of Operator c/o P.O. Box 953, , Midland, TX, 79702	9. Pool name or Wildcat Artesa, Queen-Grayburg-San Andres(03230)						
4. Well Location Unit Letter	Line and Feet From The Line						
	nge 28E NMPM Eddy County						
10. Elevation (Show whether	DF, RKB. RT, GR, etc.)						
Check Appropriate Box to Indicate Nature of Notice, Report, or Other Data NOTICE OF INTENTION TO: SUBSEQUENT REPORT OF:							
PERFORM REMEDIAL WORK PLUG AND ABANDON	REMEDIAL WORK						
TEMPORARILY ABANDON CHANGE PLANS	COMMENCE DRILLING OPNS.						
PULL OR ALTER CASING							
OTHER:	OTHERCompliance as per Administrative Order WFX-768						

12. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work) SEE RULE 1103.

As per administrative Order WFX-768 - this Sundry Notice is submitted to comply with the requirement as stated:

"Prior to commencing injection operations into the subjects wells(s)...(Order No. WFX 768 permits the Artesia Unit Well #23 & #29 for injection)....,the Empire Abo Unit G Well NO. 38, located 2310' FSL & 1650' FWL of Section 35, T17S, R28E, NMPM, the operator (Melrose) shall either provide evidence that the top of cement in the 5 1/2" production casing is above approximately 1700 feet, or the operator shall cement squeeze this well to obtain such result."

Please see attached the NMOCD "Miscellaneous Reports on Wells" filed by Hondo-Western-Yates for the State A #39 which is now, after unitization of the Empire Abo Unit, the BP Amoco, Empire Abo Unit, Well #38, API #30 015 01739. Also attached is the current wellbore diagram that reflects the top of cement at surface behind the 5 1/2" casing set @ 6378' - cemented to surface with 150 sx 2% gel incor (estimated TOC/incor @ 5253'-see diagram) and cemented with 170 sx HYS-400 cement (TOC @ surface-see diagram). Data submitted with this SundryNotice is the exact information submitted by the initial operator in compliance with NMOCD rule 107 (107.A). Copy of Order WFX-768 attached. Initial Notices submitted on 8-29-01 and 10-23-01 did not contain sufficient data.

	formation above is true and complete the best of my	knowledge and belief.	11-19-01
SIGNATURE	nn E. Ritchie	TITLE	TELEPHONE NO. 915 684-6381
(this space for State Use)	192	1.ild Les	
APPROVED BY			DATE 11-27-01



NEW 'EXICO ENERGY, MI ERALS and NATURAL RESOURCES DEPARTMENT

GARY E. JOHNSON Governor Jennifer A. Salisbury Cabinet Secretary

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Lori Wrotenbery Director Oil Conservation Division

ADMINISTRATIVE ORDER NO. WFX-768

APPLICATION OF MELROSE OPERATING COMPANY TO EXPAND ITS WATERFLOOD PROJECT IN THE ARTESIA QUEEN-GRAYBURG-SAN ANDRES POOL IN EDDY COUNTY, NEW MEXICO

ADMINISTRATIVE ORDER OF THE OIL CONSERVATION DIVISION

Under the provisions of Division Orders No. R-3311, Melrose Operating Company has made application to the Division on October 16, 2000 for permission to expand its Artesia Unit Waterflood Project in the Artesia Queen-Grayburg-San Andres Pool in Eddy County, New Mexico.

THE DIVISION DIRECTOR FINDS THAT:

(1) The application has been filed in due form.

(2) Satisfactory information has been provided that all offset operators have been duly notified of the application.

(3) No objection has been received within the waiting period as prescribed by Rule 701(B).

(4) The proposed injection well(s) are eligible for conversion to injection under the terms of Rule 701.

(5) The proposed expansion of the above referenced Waterflood Project will not cause waste nor impair correlative rights.

(6) The application should be approved.

Administrative Order WFX-768 Melrose Operating Company November 28, 2000 Page 2

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IT IS THEREFORE ORDERED THAT:

The applicant, Melrose Operating Company be and the same is hereby authorized to inject water into the Queen, Grayburg and San Andres formations at approximately 2,082 feet to approximately 2,467 feet through 2 3/8-inch plastic lined tubing set in a packer located within 100 feet of the uppermost injection perforations in the following described well(s) for purposes of secondary recovery to wit:

Artesia Unit Well No. 23 API No. 30-015-01746 1980 FSL & 660 FWL, Unit 'L', Section 35 Township 17 South, Range 28 East, NMPM Injection Interval: 2,082 feet to 2,378 feet (Perforated) Maximum Injection Pressure: (.2 psi/ft) 416 psig

Artesia Unit Well No. 29 API No. 30-015-01742 990 FSL & 1650 FWL, Unit 'N', Section 35 Township 17 South, Range 28 East, NMPM Injection Interval: 2,454 feet to 2,467 feet (Perforated) Maximum Injection Pressure: (.2 psi/ft) 491 psig

Eddy County, New Mexico.

IT IS FURTHER ORDERED THAT:

Prior to commencing injection operations into the subject well(s), the Artesia Unit Well No. 12, located 1980 feet from the North line and 660 feet from the West line of Section 35, Township 17 South, Range 28 East, NMPM, the operator shall cement squeeze the production casing from the top of cement, as determined by a cement bond log, to the surface.

Prior to commencing injection operations into the subject well(s), the Artesia Unit Well No. 13, located 1980 feet from the North line and 1980 feet from the West line of Section 35, Township 17 South, Range 28 East, NMPM, the operator shall either provide evidence that the surface casing is adequately cemented so as to effectively isolate and protect fresh water, or cement squeeze the production casing from the top of cement, as determined by a cement bond log, to the surface.

Prior to commencing injection operations into the subject well(s), the Empire Abo Unit G Well No. 38, located 2310 Feet from the South Line and 1650 Feet from the West Line of Section 35, Township 17 South, Range 28 East, NMPM, the operator shall either provide evidence that the top of cement in the 5 ½ production casing is above approximately 1700 feet, or the operator shall cement squeeze this well to obtain such results.

Administrative Order WFX-768 Melrose Operating Company November 28, 2000 Page 3

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The Division's Artesia District Office shall be notified of the date and time that the cement bond logs are to be run. Copies of the logs shall be submitted to the Artesia District Office.

The operator shall take all steps necessary to ensure that the injected water enters only the proposed injection interval and is not permitted to escape to other formations or onto the surface.

Prior to commencing injection operations into the well(s), the casing shall be pressure tested from the surface to the packer setting depth to assure the integrity of said casing.

The casing-tubing annulus shall be loaded with an inert fluid and equipped with a pressure gauge at the surface or left open to the atmosphere to facilitate detection of leakage in the casing, tubing or packer.

The injection well(s) or systems shall be equipped with a pressure limiting device which will limit the wellhead pressure on the injection well(s) to .2 psi per foot of depth to the uppermost injection perforation.

The Director of the Division may authorize an increase in injection pressure upon a proper showing by the operator of said well(s) that such higher pressure will not result in migration of the injected fluid from the Queen, Grayburg and San Andres formations. Such proper showing shall consist of a valid step-rate test run in accordance with and acceptable to this office.

The operator shall notify the supervisor of the Artesia district office of the Division of the date and time of the installation of injection equipment and of the mechanical integrity tests so that the same may be inspected and witnessed.

The operator shall immediately notify the supervisor of the Artesia district office of the Division of the failure of the tubing, casing or packer in said well(s) and shall take such steps as may be timely and necessary to correct such failure or leakage.

The subject well(s) shall be governed by all provisions of Division Orders No. R-3311 and Rules 702-706 of the Division Rules and Regulations not inconsistent herewith.

<u>PROVIDED FURTHER THAT</u>, jurisdiction is retained by the Division for the entry of such further orders as may be necessary for the prevention of waste and/or protection of correlative rights or upon failure of the operator to conduct operations (1) to protect fresh water or (2) consistent with the requirements in this order, whereupon the Division may, after notice and hearing, terminate the injection authority granted herein.

The injection authority granted herein shall terminate one year after the effective date of this order if the operator has not commenced injection operations into the subject well(s), provided however, the Division, upon written request by the operator, may grant an extension thereof for good cause shown.

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	4. 	NEW ML		ONSERV	ATION	COMMISS	NIC	29 1961	FORM C-103 (Rev 3-55)	
		MISC	ELLANEOU	S REPO	ORTS O	N WELL	.s Aug	61		
		(Submit to app	ropriate Distric			mission R	Rule 1106)). C. C.)E	
Name of Co		lestern-Yates		Add		120 4	ctesia, Ne			
Lease			Well No.	Unit Lette	r Section	Township		Range		
Date Work I	State	Pool	39	K	35		17-9	28	<u></u>	
			Empire A		h	County	Eddy -			
Begin	ing Drilling O		Casing Test and			Other ((Euclaria)			
Diuggi		n n n	Remedial Work	a comune j		M Other (Cxplainj:			
		lone, nature and quanti				· · · ·				
 8-9-61 Ran 757' of 8-5/8% OD 28# used casing, set and cemented with 350 sks. 8-23-61 Ran 6378' of 5-1/2" casing as follows: 821' of 5-1/2" OD 17# N-80 2100' of 5-1/2" OD 17# J-55 3457' of 5-1/2" OD 15.5# J-55 Cemented casing with 170 Units of HIS 400 plus 150 sks. 8-23-61 Ran 6170' of 2" EUE 4.70# J-55 smls. tubing. Packer set at 6170 Perforations: 6297 - 6308 2/ft. Treated formation thru perforations with 1000 gallons 15% regular acid with D8-50 added. 										
Witnessed by	A. J. De		Position	D		Company	······································	91.SI.*		
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Open Hole In	terval			Produc	Producing Formation(s)					
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DIL AND GAS INSPECTION				osition Dist. Prod. Supt.						
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\neg SP AMOCO \rangle ARCO PERMIAN OPERATING CURRENT CONFIGURATION

WELL: EMPIRE ABO UNIT G-38 FIELD: EMPIRE ABO INTERVAL: ABO COMP: 8/21/61 IP: 130 BOPD SPUDDED: 8/9/61

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LOCATION: 2310' FSL & 1650' FWL SEC 35, T-17-S, R-28-E EDDY COUNTY, NM

API #: 30-015-01739



5/16/01