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Governor  
Betty Rivera  
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*Paul J. L. Ltr*

Lori Wrotenbery  
Director  
Oil Conservation Division

07-Nov-02

HILLSIDE OIL & GAS, LLC  
PO BOX 8911  
MIDLAND TX 79702

Dear Operator:

A review of our records and recent inspection(s) indicate that the subject well(s) has been shut-in for an extended period of time. Rule 201 of the Rules and Regulation of the Oil Conservation Division provides that a well may be shut-in no longer than sixty days after suspension of drilling operations, upon determining that the well is no longer usable (e.g., a dry hole), or one year after last production. To comply with guidelines as established in the Rules and Regulations, corrective actions must be taken immediately and the situation brought into compliance.

The detail section below indicates preliminary findings and/or probable nature of the violation. This is a subjective determination based on one or more factors of the results of the inspection.

The following options are available:

1. Immediately restore the well(s) to production, injection or disposal as applicable.
2. Request 'Temporary Abandoned' status pursuant to Rule 203, which requires that you set a plug and conduct a mechanical integrity test.
3. Submit a proposal to 'Plug and Abandon' the well(s) pursuant to Rule 202, proceed with plugging procedures on a timely basis after the proposal has been evaluated, amended and/or approved.

To avoid further action, we request that you exercise one of the above options no later than the "Corrective Action" due date indicated below.

Please be advised that this Notice of Direction may be followed by an application for an order to Show Cause why the bond should not be forfeited, the well plugged and civil penalties assessed. Please notify this office at least 24 hours prior to any repair and/or plugging, subsequent mechanical integrity test, or to request TA status for the well(s).

**IDLE WELL INSPECTION DETAIL SECTION**

<b>FEDELL 003</b>	<b>A-35-18S-26E</b>	<b>30-015-24628-00-0</b>	<b>Inspection No. iGEG0231148274</b>
<b>Inspection Date:</b>	<b>11/7/2002 1:24:27 PM</b>	<b>Corrective Action Due by:</b>	<b>02/10/03</b>
<b>Type Inspection</b>	<b>Inspector</b>	<b>Violation?</b>	<b>*Significant Non-Compliance?</b>
<b>Routine/Periodic</b>	<b>Gerry Guye</b>	<b>Yes</b>	<b>No</b>
<b>Comments on Inspection:</b>	<b>Last reported production July 1999. Violation of Rule 201.</b>		