

DISTRICT I

1625 N. French Dr., Hobbs, NM 88240

DISTRICT II

811 South First, Artesia, NM 88210

DISTRICT III

1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV

2040 South Pacheco, Santa Fe, NM 87501

State of New Mexico

Energy, Minerals and Natural Resources Department

OIL CONSERVATION DIVISION

PO BOX 2088

Santa Fe, NM 87504-2088

c157
BLM
SLD
AP

Form C-101

Revised March 17, 1999

Instructions on back

Submit to appropriate District Office

State Lease - 6 Copies

Fee Lease - 5 Copies

☐ AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL, RE-ENTER, DEEPEN, PLUGBACK, OR ADD A ZONE

¹ Operator Name and Address Yates Petroleum Corporation 105 South Fourth Street Artesia, New Mexico 88210		² OGRID Number 025575
⁴ Property Code 22552	⁵ Property Name Jacque "AQJ" State	³ API Number 30- OIS-3224 30636
		⁶ Well No. 2

⁷ Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South Line	Feet from the	East/West Line	County
L	34	21S	31E		1650'	South	330'	West	Eddy

⁸ Proposed Bottom Hole Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North	County
⁹ Proposed Pool 1 West Tank 88182							

NOTIFY OCD SPUD & TIME TO WITNESS
CEMENTING OF ALL CASING STRINGS

¹¹ Work Type Code N	¹² Well Type Code O	¹³ Cable/Rotary R	¹⁴ Lease Type Code S	¹⁵ Ground Level Elevation 3462'
¹⁶ Multiple N	¹⁷ Proposed Depth 8150'	¹⁸ Formation Delaware	¹⁹ Contractor Undesignated	²⁰ Spud Date ASAP

²¹ Proposed Casing and Cement Program

Hole Size	Casing Size	Casing weight/feet	Setting Depth	Sacks of Cement	Estimated TOC
17 1/2"	13 3/8"	54.5#	850'	850 sx	Circulate
11"	8 5/8"	32#	4100'	2500 sx	Circulate
7 7/8"	5 1/2"	15.5# & 17#	TD	As Warranted	Circulate

²² Describe the proposed program. If this application is to DEEPEN or PLUG BACK give the data on the present productive zone and proposed new productive zone. Describe the blowout prevention program, if any. Use additional sheets if necessary.

Yates Petroleum Corporation proposes to drill and test the Delaware and intermediate formations. Approximately 850' of surface casing will be set and cement circulated. Approximately 4100' of intermediate casing will be set and cemented circulated. If commercial, production casing will be run and cemented to tie-back to the 8 5/8" casing. Will perforate and stimulate as needed for production.

MUD PROGRAM: 0-850' Native Mud; 850'-4100' Brine; 4100'-TD Cut Brine.

BOPE PROGRAM: A 3000# BOPE will be installed on the 13 3/8" casing and tested daily.

ENCLOSED IS A POTASH AGREEMENT LETTER.

²³ I hereby certify that the information given above is true and complete to the best of my knowledge and belief.
Signature: *Cy Cowan*

Printed name: **Cy Cowan**Title: **Regulatory Agent**

Date:

03/28/02

Phone:

(505) 748-1471

OIL CONSERVATION DIVISION
APPROVED BY: **ORIGINAL SIGNED BY TIM W. GUM**
DISTRICT II SUPERVISOR

Title:

Approval Date:

APR 02 2002

Expiration Date:

APR 02 2003

Conditions of Approval

Attached ☐

DISTRICT I
1695 E. French Dr., Hobbs, NM 88240

DISTRICT II
811 South First, Artesia, NM 88210

DISTRICT III
1900 Elie Brasas Rd., Aztec, NM 87410

DISTRICT IV
2040 South Pacheco, Santa Fe, NM 87506

State of New Mexico
Energy, Minerals and Natural Resources Department.

Form C-102
Revised March 17, 1999
Instruction on back
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

OIL CONSERVATION DIVISION
P.O. Box 2088
Santa Fe, New Mexico 87504-2088

☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number	Pool Code	Pool Name
		West Lost Tank
Property Code	Property Name	Well Number
	JACQUE "AQJ" STATE	2
OCRD No.	Operator Name	Elevation
025575	Yates Petroleum Corporation	3462

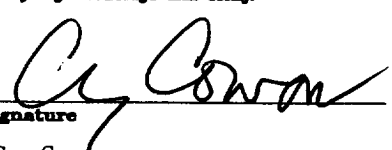
Surface Location

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
L	34	21S	31E		1650'	South	330'	West	Eddy

Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
Dedicated Acres	Joint or Infill	Consolidation Code	Order No.						
40									

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED
OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

				OPERATOR CERTIFICATION <i>I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief.</i>  Signature Cy Cowan Printed Name Regulatory Agent Title 03/28/02 Date
				SURVEYOR CERTIFICATION <i>I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.</i> REFER TO ORIGINAL PLAT Date Surveyed Signature & Seal of Professional Surveyor
V-4100 330' 1650'				Certificate No. Herschel L. Jones RLS 3640 GENERAL SURVEYING COMPANY

DISTRICT I
P.O. Box 1980, Hobbs, NM 88240

State of New Mexico
Energy, Minerals and Natural Resources Department

FORM O-100
Revised February 10, 1994
Instruction on back
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT II
P.O. Drawer DD, Artesia, NM 88210

OIL CONSERVATION DIVISION

P.O. Box 2088

Santa Fe, New Mexico 87504-2088

DISTRICT III
P.O. Box 1000 Rio Brazos Rd., Aztec, NM 87410

☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number	Pool Code	Pool Name
		West Lost Tank
Property Code 22552	Property Name JACQUE "AQJ" STATE	Well Number 2
OGRID No. 025575	Operator Name YATES PETROLEUM CORPORATION	Elevation 3462

Surface Location

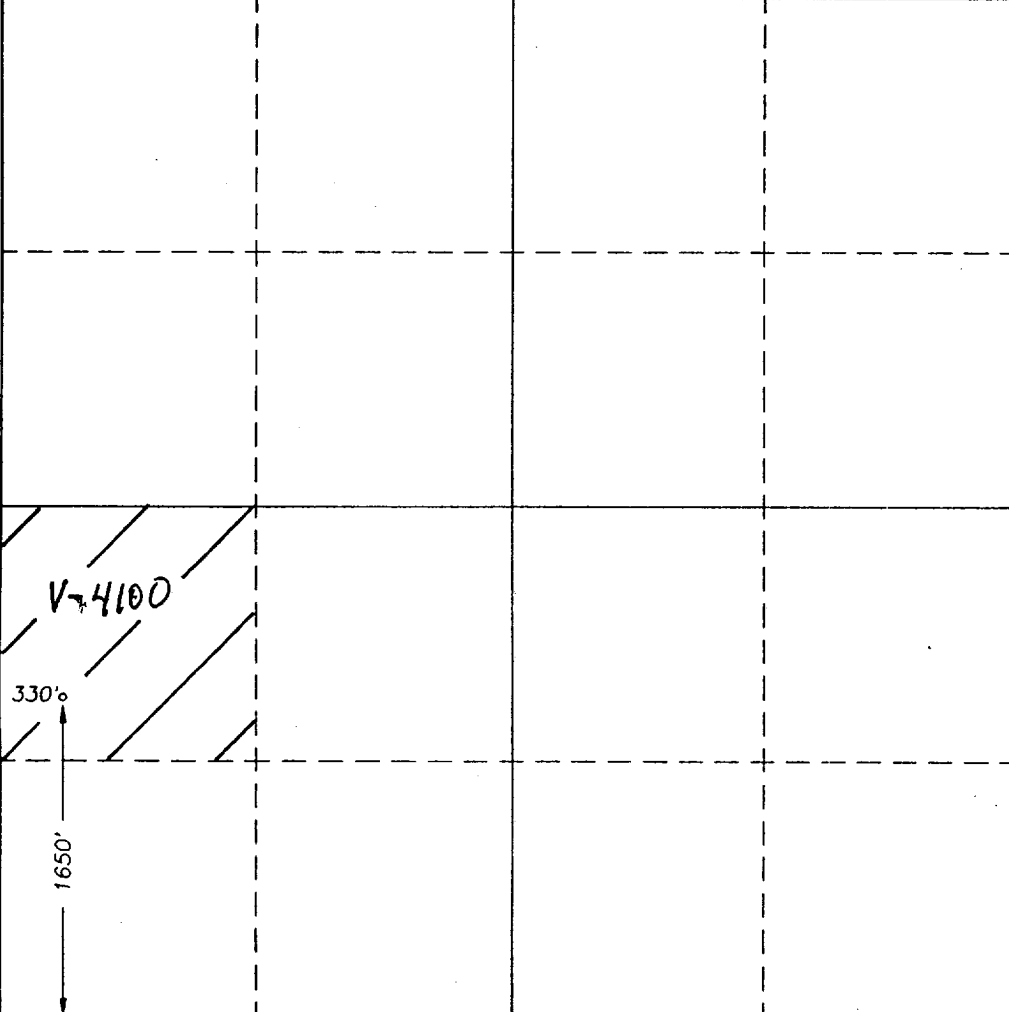
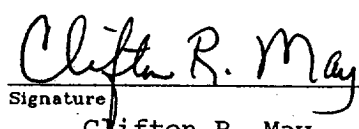
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
L	34	21S	31E		1650	SOUTH	330	WEST	EDDY

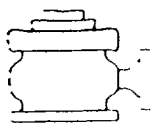
Bottom Hole Location If Different From Surface

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County

Dedicated Acres 40	Joint or Infill	Consolidation Code	Order No.
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NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED
OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

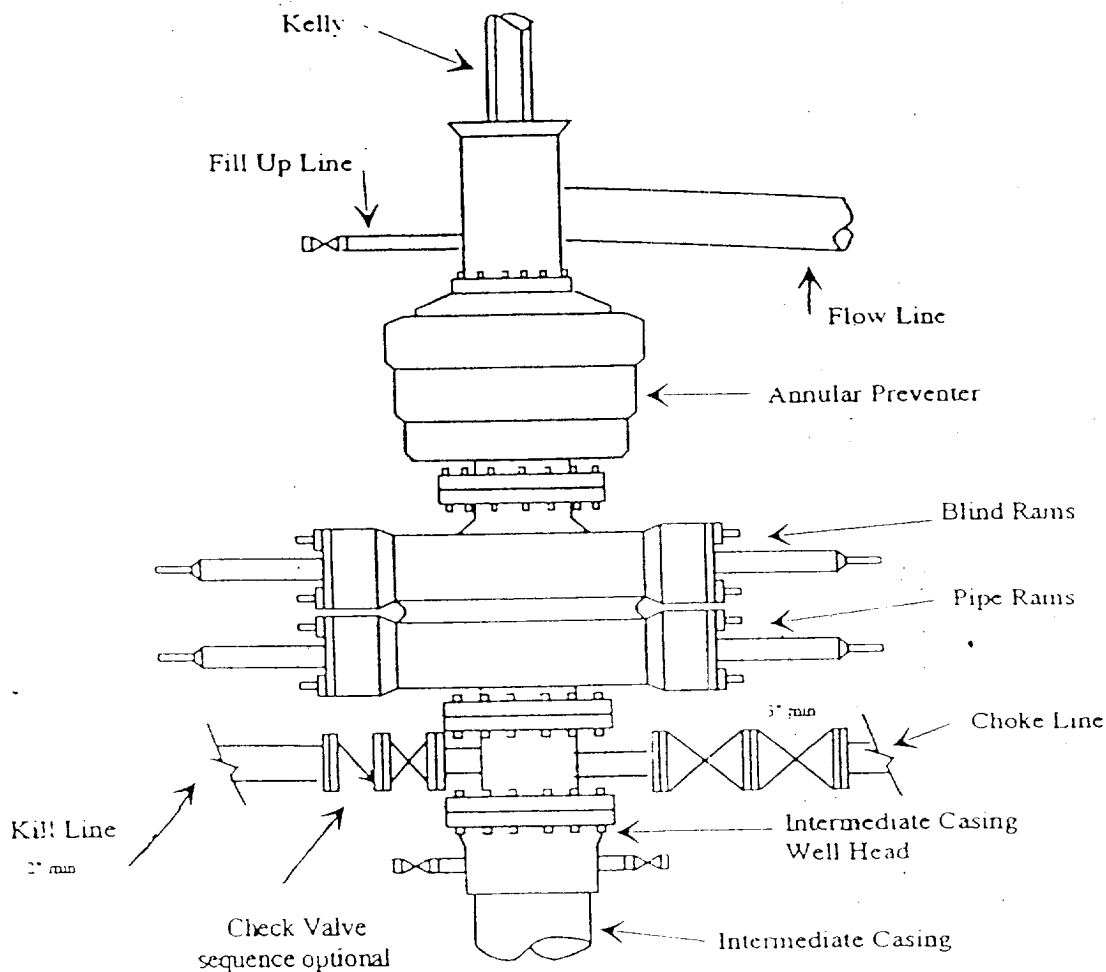
	OPERATOR CERTIFICATION I hereby certify the the information contained herein is true and complete to the best of my knowledge and belief.  Signature Clifton R. May Printed Name Regulatory Agent Title April 29, 1999 Date
	SURVEYOR CERTIFICATION I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief. 10/04/97 Date Surveyed Signature of Surveyor Professional Seal of Herschel E. Jones, New Mexico, License No. 3640 Certificate No. Herschel E. Jones RLS 3640 J. C. Jones & Sons, Inc. 2 GSC District 5 Herschel E. Jones Company



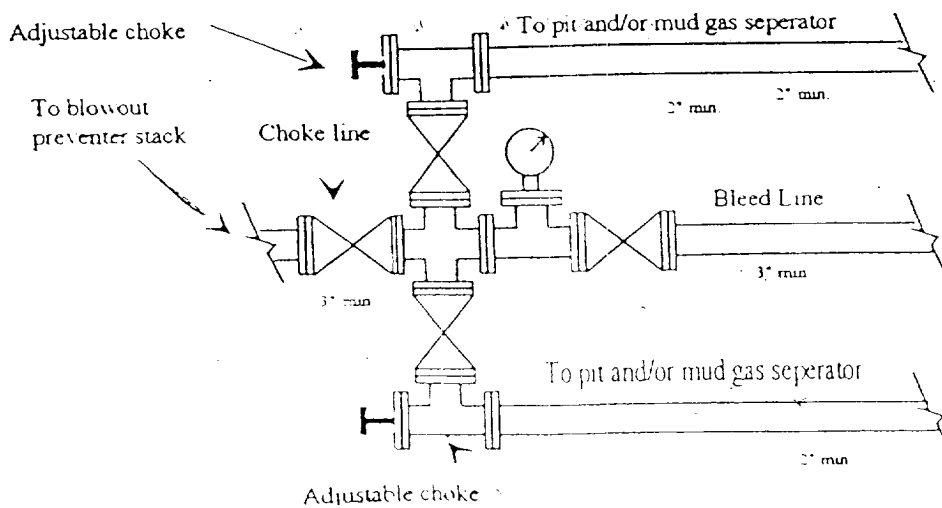
ates Petroleum Corpora n

Typical 3,000 psi Pressure System Schematic Annular with Double Ram Preventer Stack

BOP-3



Typical 3,000 psi choke manifold assembly with at least these minimum features



AGREEMENT

This Agreement is entered into effective June 16, 2000 by Mississippi Potash, Inc. ("MPI"), whose address is P.O. Box 101, Carlsbad, New Mexico 88221, Pogo Producing Company ("Pogo"), whose address is P.O. Box 10340, Midland, Texas 79702, and Yates Petroleum Corporation ("Yates"), whose address is 105 South Fourth Street, Artesia, New Mexico 88210.

WHEREAS:

1. MPI is the lessee of State of New Mexico Potash Mining Lease M-4510, dated May 2, 1988, which covers, among other lands, the NE $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, and SE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 34 and All of Section 35, and State of New Mexico Potash Mining Lease MP-29 covering the W $\frac{1}{2}$ of said Section 34, all in Township 21 South, Range 31 East, N.M.P.M., Eddy County, New Mexico;

2. Pogo is a lessee and the operator of State of New Mexico Oil and Gas Lease V-3604, covering All of Section 35, Township 21 South, Range 31 East, N.M.P.M., Eddy County, New Mexico ("Section 35");

3. Yates is a lessee and the operator of State of New Mexico Oil and Gas Leases V-3850 and V-4100, collectively covering all of Section 34 (except the SW $\frac{1}{4}$ SE $\frac{1}{4}$), Township 21 South, Range 31 East, N.M.P.M., Eddy County, New Mexico ("Section 34");

4. Sections 34 and 35 are within the oil-potash area of southeast New Mexico as defined in New Mexico Oil Conservation Division ("OCD") Order No. R-111-P;

5. Pogo has filed with the OCD Applications for Permits to Drill ("APD") sixteen oil wells in Section 35, which MPI has objected to by letters dated in March 1998;

6. Pogo has applied to the OCD in Case No. 12406 for approval of four of the APD's described in paragraph 5 above, and that case is scheduled for hearing at 8:15 a.m. on June 19, 2000 at the OCD's offices in Santa Fe, New Mexico; and

7. MPI, Pogo, and Yates desire to settle their differences with respect to potash operations and oil development in Sections 34 and 35. MPI shall have the right to a corridor for mining, or drifts or tunnels, through Sections 34 and 35, and Pogo and Yates shall be allowed to drill oil wells in Sections 34 and 35.

NOW, THEREFORE, IT IS AGREED THAT:

A. MPI shall have a 1320 foot wide corridor through Sections 34 and 35, as platted on Exhibit A and described by legal subdivisions on Exhibit B;

B. Yates shall be allowed to drill oil wells in Section 34 and Pogo shall be allowed to drill oil wells in Section 35 at locations in their discretion so long as the wellbores are not within the corridor described in paragraph A above, and in Exhibits A and B, and Yates and Pogo agree not to file applications for permit to drill oil wells at locations within the corridor;

C. MPI hereby waives objection to any oil wells located in Sections 34 and 35 on oil and gas leases now owned by Yates or Pogo which comply with paragraph B above. For purposes of this Agreement, "oil well" shall mean a well drilled to a depth no deeper than 200 feet below the base of the Delaware formation. This waiver of objection by MPI shall satisfy any requirements set forth in Order No. R-111-P, and well operators shall not be required to obtain further waivers of objection from MPI with respect to oil wells in Sections 34 and 35, so long as the well locations comply with paragraph B above. In the event that the OCD requires a separate waiver for any specific location that complies with paragraph B above, MPI shall execute any such waiver consistent with the terms of this Agreement;

D. The prohibition of well locations described in paragraphs A and B above does not apply to well pads, surface facilities, gathering lines, pipelines and other facilities and equipment (except the well) that are on or near the surface;

E. Upon execution of this Agreement by all parties, Pogo shall dismiss OCD Case No. 12406;

F. This Agreement is executed by the duly authorized representatives of MPI, Pogo, and Yates, and is binding on their respective successors and assigns.

G. This Agreement is being executed in three multiple counterparts so each party may retain an original executed Agreement. Each counterpart shall be deemed an original for all purposes. The signatures of the authorized representative of each party may appear on separate signature pages and the signature pages may be reassembled to form a complete original counterpart.

Pogo Producing Company

Jerry A. Cooper

Name: Jerry A. Cooper

Title: Senior Vice President

Mississippi Potash, Inc.

Timothy A. Dawson

Name: Timothy A. Dawson

Title: Vice President & Treasurer

Yates Petroleum Corporation

Randy G. Patterson

Name: Randy G. Patterson

Title: Attorney-in-Fact

STATE OF TEXAS

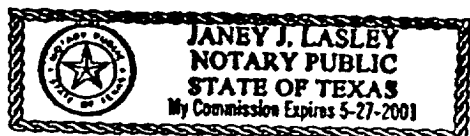
COUNTY OF MIDLAND

§
§
§

This instrument was acknowledged before me on this 28 day of June, 2000, by Jerry A. Cooper, Senior Vice President of Pogo Producing Company, a Delaware corporation, on behalf of said corporation.

My Commission Expires:

5-27-2001



Jane J. Lasley
NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS

STATE OF NEW MEXICO

COUNTY OF EDDY

§
§
§

This instrument was acknowledged before me on this 3 day of July, 2000, by Randy G. Patterson, Attorney-in-Fact of Yates Petroleum Corporation, a New Mexico corporation.

My Commission Expires:

3/1/02

William S. Morrow
NOTARY PUBLIC IN AND FOR THE
STATE OF NEW MEXICO

STATE OF MISSISSIPPI §
COUNTY OF YAZOO §
 §

This instrument was acknowledged before me on this 25th day of
July, 2000, by Timothy A. Dawson,
Vice President & Treasurer of Mississippi Potash, Inc.,
a Mississippi corporation.

My Commission Expires:

My Commission Expires
July 14, 2001

Oline Olivia Heigler
NOTARY PUBLIC IN AND FOR THE
STATE OF Mississippi

EXHIBIT "A"

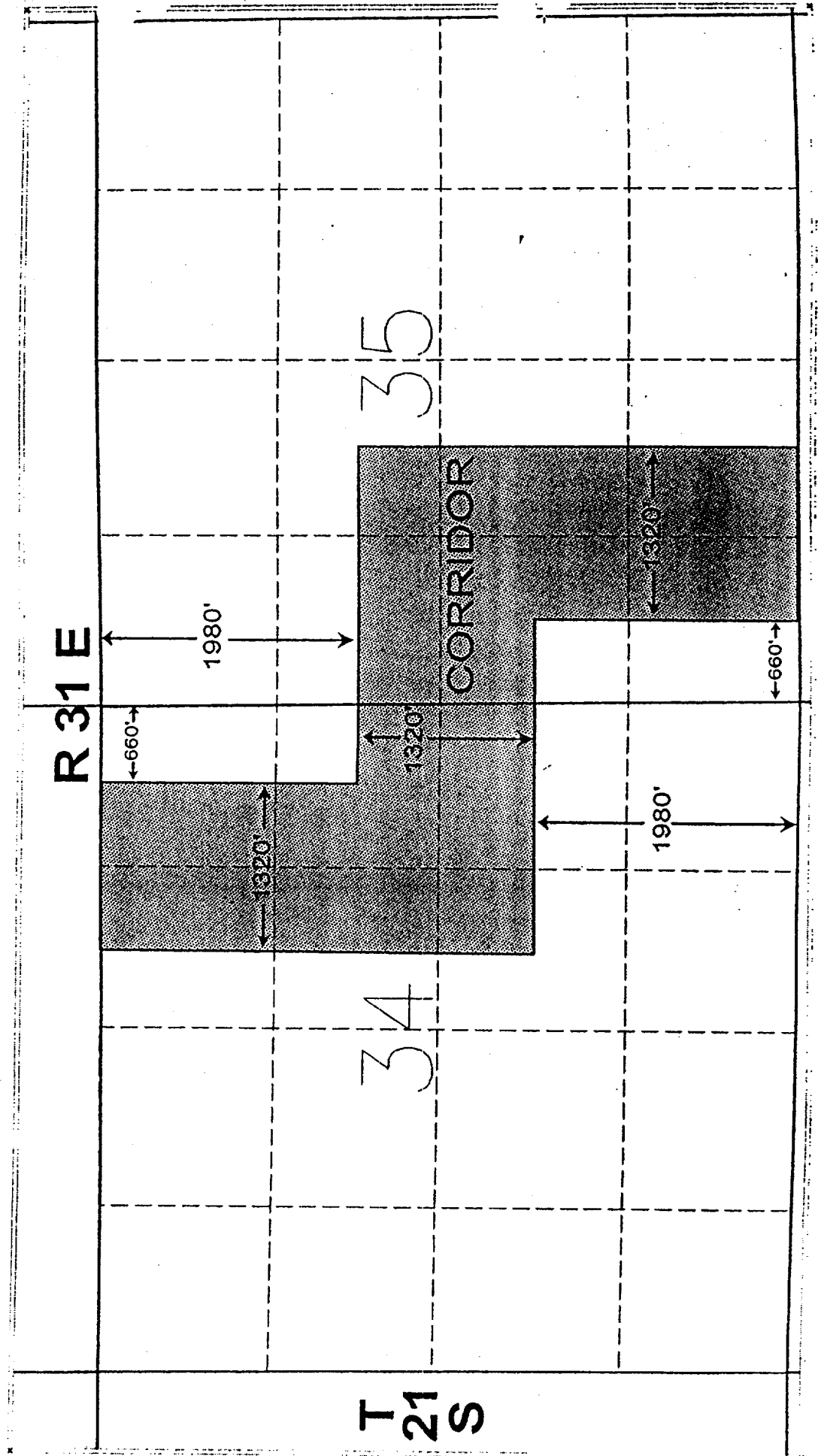


EXHIBIT B

Legal Description of Corridor

The following described lands located in Eddy County, New Mexico:

Township 21 South, Range 31 East, N.M.P.M.

Section 34: $W\frac{1}{2}NE\frac{1}{4}NE\frac{1}{4}$
 $E\frac{1}{2}NW\frac{1}{4}NE\frac{1}{4}$
 $W\frac{1}{2}SE\frac{1}{4}NE\frac{1}{4}$
 $E\frac{1}{2}SW\frac{1}{4}NE\frac{1}{4}$
 $SE\frac{1}{4}SE\frac{1}{4}NE\frac{1}{4}$
 $NE\frac{1}{4}NW\frac{1}{4}SE\frac{1}{4}$
 $N\frac{1}{2}NE\frac{1}{4}SE\frac{1}{4}$

Section 35: $S\frac{1}{2}SW\frac{1}{4}NW\frac{1}{4}$
 $SW\frac{1}{4}SE\frac{1}{4}NW\frac{1}{4}$
 $N\frac{1}{2}NW\frac{1}{4}SW\frac{1}{4}$
 $SE\frac{1}{4}NW\frac{1}{4}SW\frac{1}{4}$
 $W\frac{1}{2}NE\frac{1}{4}SW\frac{1}{4}$
 $E\frac{1}{2}SW\frac{1}{4}SW\frac{1}{4}$
 $W\frac{1}{2}SE\frac{1}{4}SW\frac{1}{4}$

For all depths from the surface down to the base of the Salado formation which is located at a subsurface depth of 2461 feet in the CNLD log (compensated neutron litho density log) of the Mary "AIV" State Well No. 5, located 660 feet FNL and 330 feet FEL of Section 36, T21S, R31E, N.M.P.M.