| Form 3160 OBBS OCD (June 2015) SEP 2 8 2016 UNITED STAT. DEPARTMENT OF THE REPLICATION FOR PERMIT TO | INTERIOR NAGEMENT | | | FORM APPROOMB No. 1004 Expires: January 3 5. Lease Serial No. NM-128370 VB-2076, N 6. If Indian, Allotee or Trib | OVED I-0137 31, 2018 |
|---|---------------------------------------|---|-------------|--|----------------------------|
| 1a. Type of work: | REENTER Other | | | 7. If Unit or CA Agreement, Name and No. | |
| 1c. Type of Completion: Hydraulic Fracturing | Single Zone | Multiple Zone | | Lease Name and Well Noterminator BWV State C | |
| Name of Operator Yates Petroleum Corporation | | | | 9. API Well No. 43 | 436 |
| 3a. Address 105 S. Fourth St., Artesia, NM | | | | | |
| Location of Well (Report location clearly and in accordance At surface 75' FSL & 1980' FWL Section 7 At proposed prod. zone 2310' FSL & 1980' FWL Section 14. Distance in miles and direction from nearest town or post of the section from the section | on 6 | requirements.*) | | 11. Sec., T. R. M. or Blk. and Section 6 and 7, T23S - I | |
| 19 miles Southwest of Eunice, NM 15. Distance from proposed* 75' location to nearest property or lease line, ft. (Also to nearest drig, unit line, if any) | 16. No of ac | | | Lea County ng Unit dedicated to this wel ection 7, E2SW4 Section 6 | |
| 18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. | | | | 1/BIA Bond No. in file 00434, NMB-000920 | |
| 21. Elevations (Show whether DF, KDB, RT, GL, etc.) 3341' NAD-83 | 22. Approximate date work will start* | | | 23. Estimated duration 45 days, 30 for completions | |
| | 24. Attac | hments | | | |
| The following, completed in accordance with the requirements (as applicable) | of Onshore Oil | and Gas Order No. 1 | , and the I | Hydraulic Fracturing rule per | 43 CFR 3162.3-3 |
| Well plat certified by a registered surveyor. A Drilling Plan. | | 4. Bond to cover th Item 20 above). | e operation | ns unless covered by an existir | ng bond on file (see |
| A Surface Use Plan (if the location is on National Forest Sys SUPO must be filed with the appropriate Forest Service Office | | 5. Operator certific 6. Such other site sp | | rmation and/or plans as may be | requested by the |

| 25. Signature | Name (Printed/Typed) | Date |
|---------------|----------------------|----------|
| Jah | Travis Hahn | 1/5/2016 |
| Title | | |

Land Regulatory Agent

DatSEP 2 0 2016 Approved by (Signature) /s/Cody Layton Name (Printed/Typed) Title Office CARLSBAD FIELD OFFICE FIELD MANAGER Land Regulatory Agent

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the APPROVAL FOR TWO YEARS applicant to conduct operations thereon. Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Capitan Controlled Water Basin

SEE ATTACHED FOR CONDITIONS OF APPROVAL

Approval Subject to General Requirements
& Special Stipulations Attached

YATES PETROLEUM CORPORATION

Verminator BWV State Com #1H
75' FSL & 1980' FWL, Section 7 –T23S-R35E, Surface Hole
2310' FSL & 1980' FWL, Section 6 – T23S-R35E, Bottom Hole
Lea County, New Mexico

1. The estimated tops of geologic markers are as follows:

| Rustler | 1710' | Bone Spring Lime | 8710' |
|---------------|-----------|------------------------------------|----------------|
| Salado | 2130' | Avalon Sand | 8760' Oil |
| Base of Salt | 3650' | 1 st Bone Spring Sand | 9780' Oil |
| Tansill | 4010' | 2 nd Bone Spring Sand | 10290' Oil |
| Capitan Reef | 4515' | 3 rd Bone Spring Carbon | ate 10700' Oil |
| Delaware | 5480' Oil | 3 rd Bone Spring Sand | 11226' Oil |
| Cherry Canyon | 6100' | Target 3 rd BS/SD | 11702' Oil |
| Brushy Canyon | 7720' Oil | TD | 18733' |

2. The estimated depths at which anticipated water, oil or gas formations are expected to be encountered:

Water: Approximately: 0' - 1735'

Oil or Gas: See above--All Potential Zones

- 3. Pressure Control Equipment: A 3000 PSI BOP with a 13 5/8" opening will be installed on the 13 3/8" casing and a 5000 PSI BOP will be installed on the 9 5/8" casing. Test will be conducted by an independent tester, utilizing a test plug in the well head. BOP/BOPE test shall include a low pressure test from 250 to 300 psi. The test will be held for a minimum of 10 minutes on each segment of the system tested if test is done with a test plug and 30 minutes without a test plug. Blind rams and pipe rams will be tested to the rated pressure of the BOP. Any leaks will be repaired at the time of the test. Annular preventers will be tested to 50% of rated pressure. Accumulator system will be inspected for correct pre charge pressures, and proper functionality, prior to connection to the BOP system. Tests will be conducted before drilling out from under all casing strings, which are set and cemented in place. Blowout Preventer controls will be installed prior to drilling the surface plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. See Exhibit.
- 4. Auxiliary Equipment:
 - A. Auxiliary Equipment: Kelly cock, pit level indicators, flow sensor equipment and a sub with full opening valve to fit the drill pipe and collars will be available on the rig floor in the open position at all times for use when kelly is not in use.
- 5. THE PROPOSED CASING AND CEMENTING PROGRAM:

See COA A.

Casing Program: (All New) 13 3/8" will be H-40/J-55 Hybird

| Hole Size | Casing Size | Wt./Ft | Grade | Coupling | Interval | Length |
|------------------|-------------|--------|--------|-----------------|---------------|--------|
| 30" | 20" | 94# | H-40 | ST&C | 0'-85' | 85' |
| 17.5" | 13.375" | 54.5# | J-55 | ST&C | 0'-80' | 80' |
| 17.5" | 13.375" | 48# | J-55 | ST&C | 80'-1300' | 1220' |
| 17.5" | 13.375" | 54.5# | J-55 | ST&C | 1300'-1735'93 | 435' |
| 12.25" | 9.625" | 40# | J-55 | LT&C | 0'-80' | 80' |
| 12.25" | 9.625" | 36# | J-55 | LT&C | 80'-3200' | 3120' |
| 12.25" | 9.625" | 40# | J-55 | LT&C | 3200'-4200' | 1000' |
| 12.25" | 9.625" | 40# | HCK-55 | LT&C | 4200'-5550" | 1350' |
| 8.75" | 5.5" | 17# | P-110 | Buttress Thread | 5550°-11702° | 6152' |
| 8.5" | 5.5" | 17# | P-110 | Buttress Thread | 11702'-18733' | 7031' |

B. CEMENTING PROGRAM:

Conductor Cement (0'-85'): Lead with Ready Mix cement.

Surface Cement (0'-1735'): Lead with 1060 sacks of Class PozC 35:65:6 (WT 12.5, YLD 2.0, H2O gal/sack 11.0). Tail with 220 sacks of Class PozC 50/50 (WT 14.2, YLD 1.34, H2O gal/sack 6.2) designed with 100% excess, TOC is surface.

Intermediate 1 Cement (0'-5550'): Lead with 1600 sacks of Class PozC 35:65:6 (WT 12.5, YLD 2.0, H2O gal/sack 11.0); tail in with 210 sacks of Class PozC 50/50 (WT 14.2, YLD 1.34, H2O gal/sack 6.2). Designed with 100% excess, TOC is surface.

Production Cement (5050'-18733'): Lead with 535 sacks of Lite Crete (WT. 9.5, YLD 2.85, H2O gal/sack 12) with the additives being 0.03 gal/sack retarder, 0.2% Anti foam, 0.1% Dispersant, and 39 lbs/sack Extender; tail in with 1600 sacks of Pecos Valley Lite (WT. 13, YLD 1.83, H2O gal/sack 9.3). 30% CaCO3 Weight, 3.2% Expansion additive, 2% Antifoam, .8% Retarder, 15 Fluid loss. TOC is surface, designed with 35% excess.

Well will be drilled vertically depth to 10944' well will then be kicked off and directionally drilled at 12 degrees per 100' with an 8.75" hole to 11702' MD (11422' TVD). Hole size will then be reduced to 8.5" and drilled to 18733' MD (11300' TVD) where 5.5" casing will be set and cemented to surface in a single stage. Penetration point of producing zone will be encountered at 561' FNL & 1980' FEL, Section 7-T23S-R35E. Deepest TVD is 11422' in the lateral.

Mud Program and Auxiliary Equipment:

| Interval 103/ | Туре | Weight | Viscosity | Fluid Loss | |
|----------------|-------------|-----------|-----------|------------|--|
| 0'-1785 540 | Fresh Water | 8.6-9.2 | 32-34 | N/C | |
| 30 4735'-5550' | Brine Water | 10.0-10.2 | 28-29 | N/C | |
| 5550'-18733' | Cut Brine | 8.8-9.2 | 28-32 | N/C | |

Sufficient mud material(s) to maintain mud properties, control lost circulation and contain a blow out will be available at the well site during drilling operations. After surface casing is set an electronic PVT system will be installed as our primary mud level monitoring system. A secondary system will also be implemented as to insure the PVT system is functioning properly. The secondary system will be comprised of a derrick hand checking the fluid level in the pits hourly using a nut on the end of a rope hanging just above the fluid level in the pit.

EVALUATION PROGRAM:

Samples: 30' samples to 5550'. 10' samples 5550' to TD.

Logging: Horizontal - MWD - GR - Curve & Lateral

Coring: None. DST's: None.

Mudlogging: On after surface casing

7. Abnormal Conditions, Bottom hole pressure and potential hazards:

Anticipated BHP:

From: 0 TO: 1735' Anticipated Max. BHP: 830 PSI From: 1735' TO: 5550' Anticipated Max. BHP: 2944 PSI TO: 11422' From: 5550' Anticipated Max. BHP: 5464 PSI

No abnormal pressures or temperatures are anticipated.

H2S Zones Not Anticipated

8. ANTICIPATED STARTING DATE:

Plans are to drill this well as soon as possible after receiving approval. It should take approximately 65 days to drill the well with completion taking another 30 days.

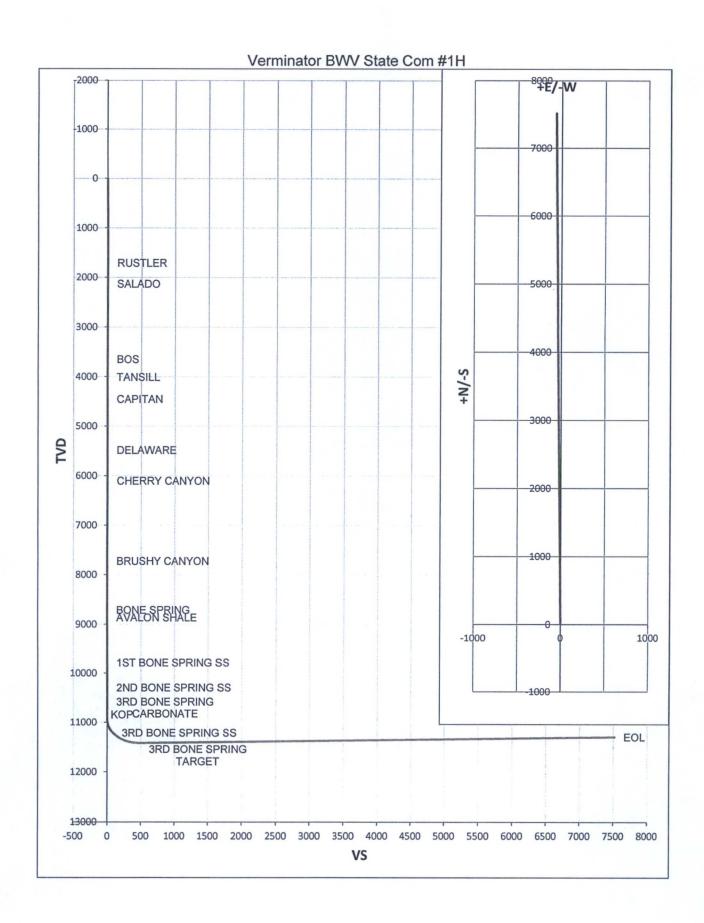
 Well Name:
 Verminator BWV State Com #1H
 Tgt N/-S:
 7516.30

 Tgt E/-W:
 -65.40
 EOC TVD/MD:
 11421.60 / 11702.46

 Surface Location:
 Section 7 , Township 23S Range 35E
 VS:
 7516.58

 Bottom Hole Location:
 Section 6 , Township 23S Range 35E
 VS Az:
 359.50
 EOL TVD/MD:
 11300.00 / 18733.33

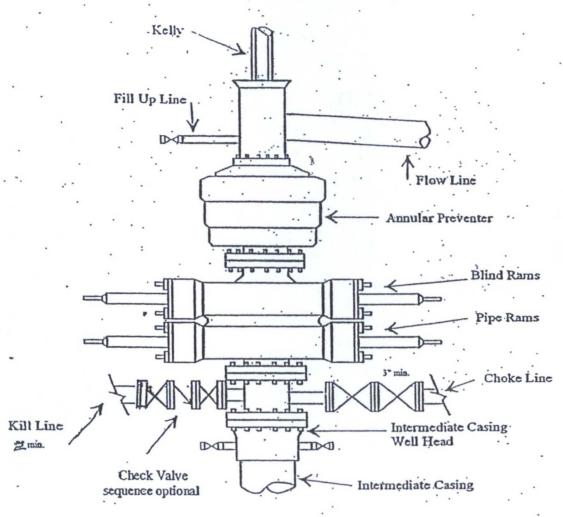
| MD | Inc. | Azi. | TVD | +N/-S | +E/-W | VS | DLS | Comments |
|----------|-------|--------|----------|---------|--------|---------|-------|---------------------------|
| 0 | 0 | 0 | 0 | . 0 | 0 | 0 | 0 | |
| 1710.00 | 0.00 | 0.00 | 1710.00 | 0.00 | 0.00 | 0.00 | 0.00 | RUSTLER |
| 2130.00 | 0.00 | 0.00 | 2130.00 | 0.00 | 0.00 | 0.00 | 0.00 | SALADO |
| 3650.00 | 0.00 | 0.00 | 3650.00 | 0.00 | 0.00 | 0.00 | 0.00 | BOS |
| 4010.00 | 0.00 | 0.00 | 4010.00 | 0.00 | 0.00 | 0.00 | 0.00 | TANSILL |
| 4515.00 | 0.00 | 0.00 | 4515.00 | 0.00 | 0.00 | 0.00 | 0.00 | CAPITAN |
| 5480.00 | 0.00 | 0.00 | 5480.00 | 0.00 | 0.00 | 0.00 | 0.00 | DELAWARE |
| 6100.00 | 0.00 | 0.00 | 6100.00 | 0.00 | 0.00 | 0.00 | 0.00 | CHERRY CANYON |
| 7720.00 | 0.00 | 0.00 | 7720.00 | 0.00 | 0.00 | 0.00 | 0.00 | BRUSHY CANYON |
| 8710.00 | 0.00 | 0.00 | 8710.00 | 0.00 | 0.00 | 0.00 | 0.00 | BONE SPRING |
| 8760.00 | 0.00 | 0.00 | 8760.00 | 0.00 | 0.00 | 0.00 | 0.00 | AVALON SHALE |
| 9780.00 | 0.00 | 0.00 | 9780.00 | 0.00 | 0.00 | 0.00 | 0.00 | 1ST BONE SPRING SS |
| 10290.00 | 0.00 | 0.00 | 10290.00 | 0.00 | 0.00 | 0.00 | 0.00 | 2ND BONE SPRING SS |
| 10700.00 | 0.00 | 0.00 | 10700.00 | 0.00 | 0.00 | 0.00 | 0.00 | 3RD BONE SPRING CARBONATE |
| 10944.21 | 0.00 | 0.00 | 10944.21 | 0.00 | 0.00 | 0.00 | 0.00 | KOP |
| 10950.00 | 0.70 | 359.50 | 10950.00 | 0.04 | 0.00 | 0.04 | 12.00 | |
| 10975.00 | 3.70 | 359.50 | 10974.98 | 0.99 | -0.01 | 0.99 | 12.00 | |
| 11000.00 | 6.70 | 359.50 | 10999.87 | 3.26 | -0.03 | 3.26 | 12.00 | |
| 11025.00 | 9.70 | 359.50 | 11024.61 | 6.82 | -0.06 | 6.82 | 12.00 | |
| 11050.00 | 12.70 | 359.50 | 11049.14 | 11.67 | -0.10 | 11.67 | 12.00 | |
| 11075.00 | 15.70 | 359.50 | 11073.37 | 17.80 | -0.15 | 17.80 | 12.00 | |
| 11100.00 | 18.70 | 359.50 | 11097.25 | 25.19 | -0.22 | 25.19 | 12.00 | |
| 11125.00 | 21.70 | 359.50 | 11120.71 | 33.82 | -0.29 | 33.82 | 12.00 | |
| 11150.00 | 24.70 | 359.50 | 11143.69 | 43.67 | -0.38 | 43.67 | 12.00 | |
| 11175.00 | 27.70 | 359.50 | 11166.12 | 54.70 | -0.48 | 54.70 | 12.00 | |
| 11200.00 | 30.70 | 359.50 | 11187.94 | 66.89 | -0.58 | 66.90 | 12.00 | |
| 11225.00 | 33.70 | 359.50 | 11209.09 | 80.21 | -0.70 | 80.21 | 12.00 | |
| 11225.68 | 33.41 | 359.50 | 11210.00 | 79.76 | -0.69 | 79.77 | 12.00 | 3RD BONE SPRING SS |
| 11250.00 | 36.70 | 359.50 | 11229.52 | 94.62 | -0.82 | 94.62 | 12.00 | |
| 11275.00 | 39.70 | 359.50 | 11249.16 | 110.07 | -0.96 | 110.08 | 12.00 | |
| 11300.00 | 42.70 | 359.50 | 11267.97 | 126.54 | -1.10 | 126.54 | 12.00 | |
| 11325.00 | 45.70 | 359.50 | 11285.90 | 143.96 | -1.25 | 143.97 | 12.00 | |
| 11350.00 | 48.70 | 359.50 | 11302.88 | 162.30 | -1.41 | 162.31 | 12.00 | |
| 11375.00 | 51.70 | 359.50 | 11318.88 | 181.50 | -1.58 | 181.51 | 12.00 | |
| 11400.00 | 54.70 | 359.50 | 11333.86 | 201.52 | -1.75 | 201.53 | 12.00 | |
| 11425.00 | 57.70 | 359.50 | 11347.77 | 222.29 | -1.93 | 222.30 | 12.00 | |
| 11450.00 | 60.70 | 359.50 | 11360.57 | 243.76 | -2.12 | 243.77 | 12.00 | |
| 11475.00 | 63.70 | 359.50 | 11372.23 | 265.87 | -2.31 | 265.88 | 12.00 | |
| 11500.00 | 66.70 | 359.50 | 11382.72 | 288.56 | -2.51 | 288.57 | 12.00 | |
| 11525.00 | 69.70 | 359.50 | 11392.00 | 311.77 | -2.71 | 311.78 | 12.00 | |
| 11550.00 | 72.70 | 359.50 | 11400.06 | 335.43 | -2.92 | 335.44 | 12.00 | |
| 11575.00 | 75.70 | 359.50 | 11406.87 | 359.48 | -3.13 | 359.49 | 12.00 | |
| 11600.00 | 78.70 | 359.50 | 11412.41 | 383.85 | -3.34 | 383.87 | 12.00 | |
| 11625.00 | 81.70 | 359.50 | 11416.66 | 408.49 | -3.55 | 408.50 | 12.00 | |
| 11650.00 | 84.70 | 359.50 | 11419.63 | 433.31 | -3.77 | 433.32 | 12.00 | |
| 11675.00 | 87.70 | 359.50 | 11421.28 | 458.25 | -3.99 | 458.26 | 12.00 | |
| 11700.00 | 90.70 | 359.50 | 11421.64 | 483.24 | -4.20 | 483.26 | 12.00 | |
| 11702.46 | 90.99 | 359.50 | 11421.60 | 485.70 | -4.23 | 485.72 | 12.00 | 3RD BONE SPRING TARGET |
| 18733.33 | 90.99 | 359.50 | 11300.00 | 7516.30 | -65.40 | 7516.58 | 0.00 | EOL |



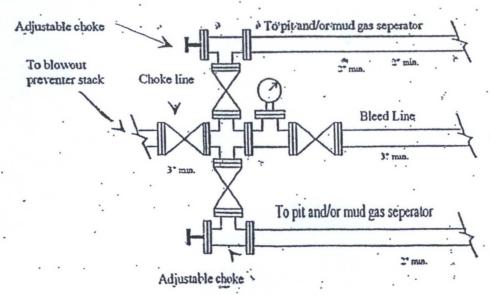


Yates Petroleum Corporation

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



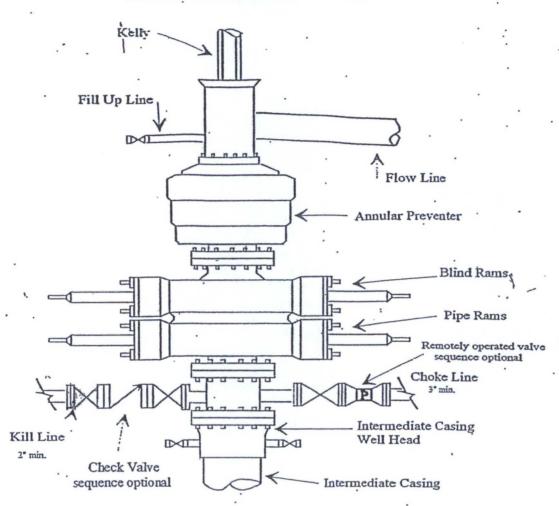
Typical 3,000 psi choke manifold assembly with at least these minimum features



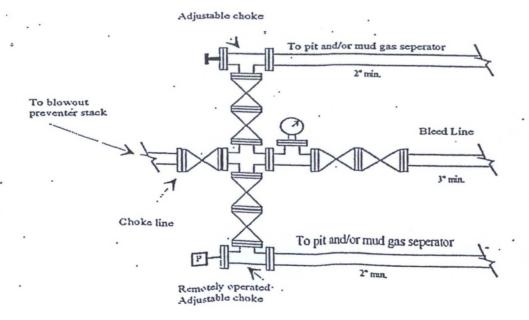


Yates Petroleum Corporation

Typical 5,000 psi Pressure System
Schematic
Annular with Double Ram Preventer Stack

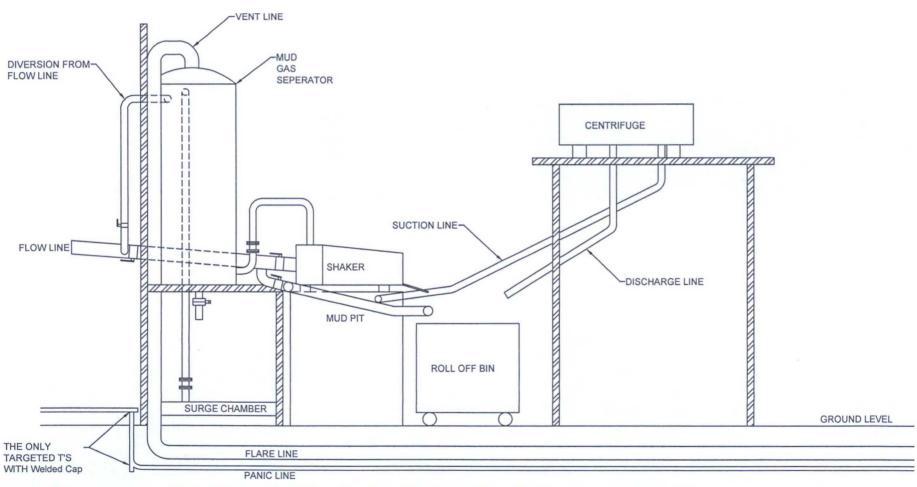


Typical 5,000 psi choke manifold assembly with at least these minimun features



YATES PETROLEUM CORPORATION

Piping from Choke Manifold to the Closed Loop Drilling Mud System



The flare discharge must be 100' from wellhead for non H2S wells and 150' from wellhead for wells expected to encounter H2S.

Yates Petroleum Corporation Closed Loop System

Equipment Design Plan

Closed Loop System will consist of:

1 - double panel shale shaker

1 – (minimum) Centrifuge, certain wells and flow rates may require 2 centrifuges On certain wells, the Centrifuge will be replaced by a Clackco Settling Tank System

1 – minimum centrifugal pump to transfer fluids

2-500 bbl. FW Tanks

1-500 bbl. BW Tank

1 - half round frac tank - 250 bbl. capacity as necessary to catch cement / excess mud returns generated during a cement job.

1 Set of rail cars / catch bins

Certain wells will use an ASC Auger Tank

Operation Plan

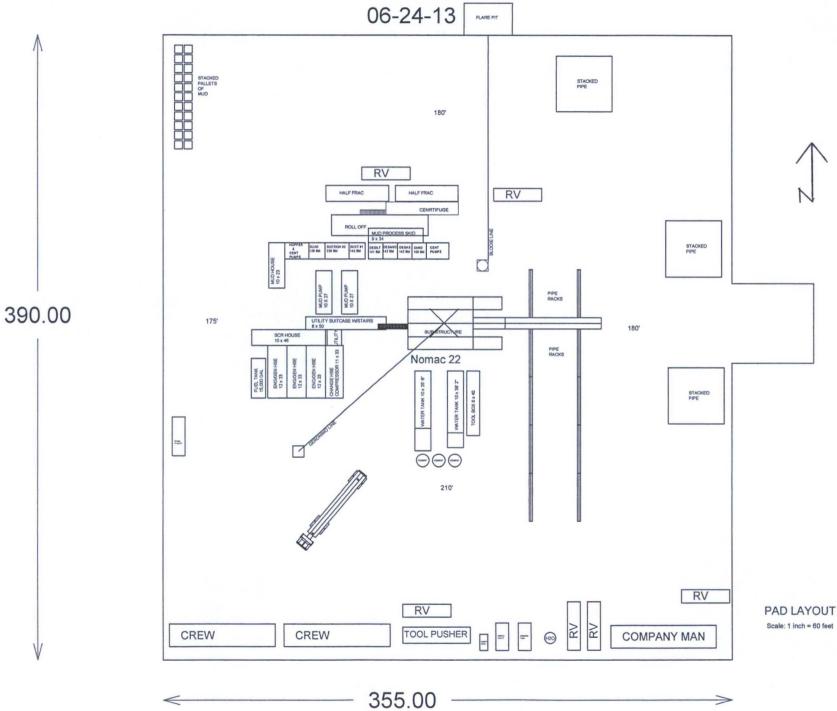
All equipment will be inspected at least hourly by rig personnel and daily by contractors' personnel.

Any spills / leaks will be reported to YPC, NMOCD, and cleaned up without delay.

Closure Plan

Drilling with Closed Loop System, haul off bins will be taken to Gandy Marley, Lea Land Farm, CRI or Sundance Services Inc.

YATES PETROLEUM CORPORATION Nomac 22



Audacious BTL Federal Com. #2H

Interim Reclamation Well Pad Layout Example*

*Not intended to be actual representation. Final interim reclamation will be finalized at of reclamation with BLM and Yates Petroleum Corporation.

North

