

**State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 S. St Francis Dr.
Santa Fe, NM 87505**

1. WELL API NO:
30-025-403752. Well Name:
LIGHTNING P-38 STATE #003H3. Well Number:
003H**HYDRAULIC FRACTURING FLUID DISCLOSURE** Original Amendment

4. Surface Hole Location:

Unit: L Lot: L Section: 1 Township: 21S Range: 33E
Feet from: 1980 N/S Line: S
Feet from: 330 E/W Line: E

5. Bottom Hole Location:

Unit: L Lot: L Section: 1 Township: 21S Range: 33E
Feet from: 1951 N/S Line: S
Feet from: 329 E/W Line: W

6. Latitude: 32.5059895703408 Longitude: 103.51849716497

7. County:
Lea8. Operator Name and Address:
COG OPERATING LLC
550 W TEXAS
SUITE 1300
MIDLAND 797019. OGRID:
22913710. Phone
Number:

11. Last Fracture Date: 5/13/2012 Frac Performed by: Halliburton

12. Production Type:
O13. Pool Code(s):
553514. Gross Fractured Interval:
10,971 ft to 15,231 ft15. True Vertical Depth (TVD):
10,780 ft16. Total Volume of Fluid Pumped:
67,490 bbls**17. HYDRAULIC FLUID COMPOSITION AND CONCENTRATION:**

Trade Name	Supplier	Purpose	Ingredients	(CAS #) Chemical Abstract Service #	Maximum Ingredient Concentration in Additive (% by mass)	Maximum Ingredient Concentration in HF Fluid (% by mass)
30/50 SDC	Halliburton				0%	0%
SP BREAKER	Halliburton	Breaker	Sodium persulfate	7775-27-1	100%	0.24364%
CL-22 UC	Halliburton	Crosslinker	Potassium formate	590-29-4	60%	0.38444%
CL-31 CROSSLINKER	Halliburton	Crosslinker	Potassium hydroxide	1310-58-3	5%	0.01296%
			Potassium metaborate	13709-94-9	60%	0.15556%
FR-38	Halliburton	Friction Reducer	Acetic acid	64-19-7	5%	0.00489%
			Ammonium sulfate Inorganic Salt	Confidential Business Information	30%	0.02932%
CLA-STA XP ADDITIVE	Halliburton	Clay Stabilizer	Polyepichlorohydrin, trimethyl amine quaternized	51838-31-4	60%	0.1298%
CLA-WEB™	Halliburton	Additive	Ammonium salt	Confidential Business Information	50%	0.18061%
D-AIR 3000L	Halliburton	Defoamer	Alkenes	Confidential Business Information	100%	0.11366%
			Silica, amorphous precipitated	67762-90-7	30%	0.0341%
BE-9	Halliburton	Biocide	Tributyl tetradecyl phosphonium chloride	81741-28-8	10%	0.03333%
LoSurf-300D	Halliburton	Non-ionic Surfactant	1,2,4 Trimethylbenzene	95-63-6	1%	0.00605%
			Ethanol	64-17-5	60%	0.36298%
			Heavy aromatic petroleum naphtha	64742-94-5	30%	0.18149%
			Naphthalene	91-20-3	5%	0.03025%
SALT	Halliburton	Additive	Sodium chloride	7647-14-5	100%	0.34318%
			Sodium hydroxide	1310-73-2	30%	0.04919%
MO-67	Halliburton	pH Control Additive				
WG-36 GELLING AGENT	Halliburton	Gelling Agent	Guar gum	9000-30-0	100%	1.49236%
OPTIFLO-III DELAYED RELEASE BREAKER	Halliburton	Breaker	Ammonium persulfate	7727-54-0	100%	0.07103%
			Crystalline silica, quartz	14808-60-7	30%	0.02131%
OptiKleen-WF™	Halliburton	Concentrate	Sodium perborate tetrahydrate	10486-00-7	100%	0.01089%
Scalechek® SCP -2 Scale Inhibitor	Halliburton	Scale Preventer	Glassy calcium magnesium phosphate	65997-17-3	100%	0.15785%
Parasorb	Operator	3 rd Party Additive	Sodium chloride	7647-14-5	100%	0.15785%
Ingredients Listed Below This Line Are Part of the			Acrylamide copolymer	Proprietary	0%	0%
			Acrylate Polymer	Confidential Business Information	0%	0%
			Amine Salt	Confidential Business Information	0%	0%
			Amine Salts	Confidential Business Information	0%	0%
			Amine Salts	Confidential Business Information	0%	0%
			Bentonite, benzyl (hydrogenated tallow alkyl) dimethylammonium stearate complex	121888-68-4	0%	0%
			Borate salts	Confidential Business Information	0%	0%
			Crystalline silica, quartz	14808-60-7	0%	0%
			Cured Acrylic Resin	Confidential Business Information	0%	0%
			Defoamer	Proprietary	0%	0%
			Glycerine	56-81-5	0%	0%
			Modified acrylamide copolymer	Proprietary	0%	0%
			Modified acrylate polymer	Proprietary	0%	0%
			Oxyalkylated Phenolic Resin	Confidential Business Information	0%	0%
			Oxyalkylated Phenolic Resin	Confidential Business Information	0%	0%
			Polypropylene glycol	25322-69-4	0%	0%
			Quaternary Amine	Confidential Business Information	0%	0%
			Quaternary Amine	Confidential Business Information	0%	0%
			Quaternary Amine	Confidential Business Information	0%	0%
			Silica gel	112926-00-8	0%	0%
			Silica, amorphous - fumed	7631-86-9	0%	0%
			Sodium acetate	127-09-3	0%	0%
			Sodium carboxymethyl cellulose	9004-32-4	0%	0%
Sodium chloride	7647-14-5	0%	0%			
Sodium glycollate	2836-32-0	0%	0%			
Sodium sulfate	7757-82-6	0%	0%			
Surfactant Mixture	Confidential Business Information	0%	0%			
Surfactant Mixture	Confidential Business Information	0%	0%			
Trimethylamine, N-oxide	1184-78-7	0%	0%			
Water	7732-18-5	0%	0%			

18. I, as Operator, hereby certify that the information shown on this disclosure form is true and complete to the best of my knowledge and belief.

Signature: Signed Electronically Printed Name: Monti Sanders Title: Permitting / ROW TechnicianDate: 6/12/2012E-mail Address: msanders@concho.com

NMOCD does not require the reporting of information beyond MSDS data as described in 29 CFR 1910.1200. NMOCD does not require the reporting or disclosure of proprietary, trade secret or confidential business information.