State of New Mexico Energy, Minerals and Natural Resources Department

Susana Martinez

Governor

John Bemis Cabinet Secretary

Brett F. Woods, Ph.D.
Deputy Cabinet Secretary

Jami Bailey
Division Director
Oil Conservation Division



March 1, 2013

ConocoPhillips Company Attn: Ms. Donna Williams

ADMINISTRATIVE NON-STANDARD LOCATION ORDER

Administrative Order NSL-6755 Administrative Application Reference No. pPRG1303657491

ConocoPhillips Company OGRID 217817 Buck 17 Federal Well No. 6H API No. 30-025-40901

Proposed Location:

| | Footages | Unit | Sec. | Twsp | Range | County_ |
|-------------------|--------------------|------|------|------|-------|---------|
| Surface | 28 FSL & 2604 FEL | 0 | 17 | 26S | 32E | Lea |
| Penetration Point | 330 FSL & 2604 FEL | O | 17 | 26S | 32E | Lea |
| Terminus | 330 FNL & 2340 FEL | В | 17 | 26S | 32E | Lea |

Proposed Project Area:

| Description | Acres | Pool | Pool Code |
|-----------------------|-------|-----------------------------------|-----------|
| W/2 E/2 of Section 17 | 160 | Jennings; Upper Bone Spring Shale | 97838 |

Reference is made to your application received on February 1, 2013.

You have requested to drill this horizontal well at an unorthodox oil well location described above in the referenced pool or formation. This location is governed by statewide Rule 15.9.A [19.15.15.9.A NMAC], which provides for 40-acre units, with wells located at least 330 feet from a unit outer boundary, and Rule 15.16.14.B(2) [19.15.16.14.B(2) NMAC] concerning directional wells in designated project areas. This location is unorthodox because portions of the proposed completed interval are less than 330 feet from an outer boundary of the project area.

Your application has been duly filed under the provisions of Division Rules 15.13 [19.15.15.13 NMAC] and 4.12.A(2) [19.15.4.12.A(2) NMAC].

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It is our understanding that you are seeking this location for engineering reasons, in order to effectively drain the hydrocarbons underlying this section.

It is also understood that you have given due notice of this application to all operators or owners who are "affected persons," as defined in Rule 4.12.A(2), in all adjoining units towards which the proposed location encroaches.

Pursuant to the authority conferred by Division Rule 15.13.B, the above-described unorthodox location is hereby approved.

This approval is subject to your being in compliance with all other applicable Division rules, including, but not limited to Division Rule 5.9 [19.15.15.9 NMAC].

Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

Sincerely,

Jami Bailey Director

JB/db

cc: New Mexico Oil Conservation Division – Hobbs United States Bureau of Land Management