

ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
 - Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



ADMINISTRATIVE APPLICATION CHECKLIST

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

- [NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
 [DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
 [PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
 [WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
 [SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
 [EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

- [1] **TYPE OF APPLICATION** - Check Those Which Apply for [A]
 [A] Location - Spacing Unit - Simultaneous Dedication
 NSL NSP SD
 Check One Only for [B] or [C]
 [B] Commingling - Storage - Measurement
 DHC CTB PLC PC OLS OLM
 [C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
 WFX PMX SWD IPI EOR PPR
 [D] Other: Specify _____

30-015-41131
 Apache Corp.
 A state 77

- [2] **NOTIFICATION REQUIRED TO:** - Check Those Which Apply, or Does Not Apply
 [A] Working, Royalty or Overriding Royalty Interest Owners
 [B] Offset Operators, Leaseholders or Surface Owner
 [C] Application is One Which Requires Published Legal Notice
 [D] Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
 [E] For all of the above, Proof of Notification or Publication is Attached, and/or,
 [F] Waivers are Attached

[3] **SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.**

[4] **CERTIFICATION:** I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

David Catanach
 Print or Type Name

David Catanach
 Signature

Agent for Apache Corporation
 Title

6/18/13
 Date

drcatanach@netscape.com
 E-Mail Address

June 18, 2013

Hand Delivered

New Mexico Oil Conservation Division
1220 S. St. Francis Drive
Santa Fe, New Mexico 87505

Attention: Ms. Jami Bailey, CPG
/ Division Director

Re: Application for Unorthodox Well Location
A State No. 77
API No. (30-015-41131)
1525' FSL & 2385' FWL (Unit K)
Section 26, T-17 South, R-28 East, NMPM,
Eddy County, New Mexico

Dear Ms. Bailey:

Pursuant to Division Rule 19.15.15.13, Apache Corporation ("Apache") respectfully requests administrative approval of an unorthodox oil well location for its proposed A State No. 77. This well will be drilled as a development oil well in the Artesia Glorieta-Yeso Pool (96830).

The proposed A State No. 77 will be dedicated to an existing spacing and proration unit in the Artesia Glorieta-Yeso Pool comprising the NE/4 SW/4 of Section 26. This unit is currently dedicated to Apache's: i) existing A State No. 42 (API No. 30-015-38578) located at an unorthodox well location 2310 feet from the South line and 2430 feet from the West line; ii) proposed A State No. 76 (API No. 30-015-41130) located at an unorthodox well location 1550 feet from the South line and 1575 feet from the West line; and iii) proposed A State No. 75 (API No. 30-015-41180) located at a standard well location 2310 feet from the South line and 1650 feet from the West line.

The Artesia Glorieta-Yeso Pool is currently governed by Division Rule 19.19.15.9 which requires standard 40-acre oil spacing and proration units with wells to be located no closer than 330 feet to the outer boundary of the spacing unit.

The proposed unorthodox well location is necessary in order to avoid existing pipelines and electric lines within the drill tract.

The affected offset tracts are the NW/4 SE/4, SW/4 SE/4 and SE/4 SW/4 of Section 26, Township 17 South, Range 28 East, NMPM. The NW/4 SE/4 of Section 26 is currently being developed in the Artesia Glorieta-Yeso Pool by numerous wells

operated by Apache. Please note that the working interest ownership between this affected offset tract and the drill tract is common. The SE/4 SW/4 and the SW/4 SE/4 of Section 26 are also being developed in the Artesia Glorieta-Yeso Pool by numerous wells operated by Apache. Please note that the working interest ownership between these two affected offset tracts and the drill tract is not common. Consequently, Apache is providing notice of this application to all working interest owners within the SW/4 SE/4 and SE/4 SW/4 of Section 26 in accordance with Division rules. These parties are shown on the notice list attached to this application.

Attached is a Form C-102 showing the proposed well, spacing unit, other existing and proposed wells in the spacing unit, and the affected offset acreage. Also attached is a vicinity map, notice list and notice letter.

In summary, approval of the application will provide Apache Corporation the opportunity to recover additional oil and gas reserves from the Artesia Glorieta-Yeso Pool underlying the NE/4 SW/4 of Section 26 that may otherwise not be recovered by the existing or proposed wells, thereby preventing waste, and will not violate correlative rights.

If you should have any questions, please call me at (505) 690-9453.

Sincerely,



David Catanach, Agent
Apache Corporation
303 Veterans Airpark Lane
Suite 3000
Midland, Texas 79705

Xc: OCD-Artesia

District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Rd., Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy, Minerals & Natural Resources Department
OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-102
Revised July 16, 2010
Submit one copy to appropriate
District Office
 AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number 30-015-41131	Pool Code 96830	Pool Name Artesia Glorieta-Yeso Pool
Property Code 308701	Property Name A State	Well Number 77
OGRID No. 873	Operator Name Apache Corporation	Elevation 3665

Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	26	17 South	28 East		1525	South	2385	West	Eddy

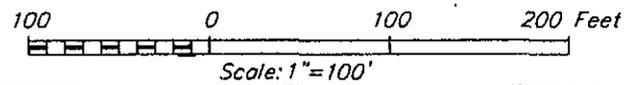
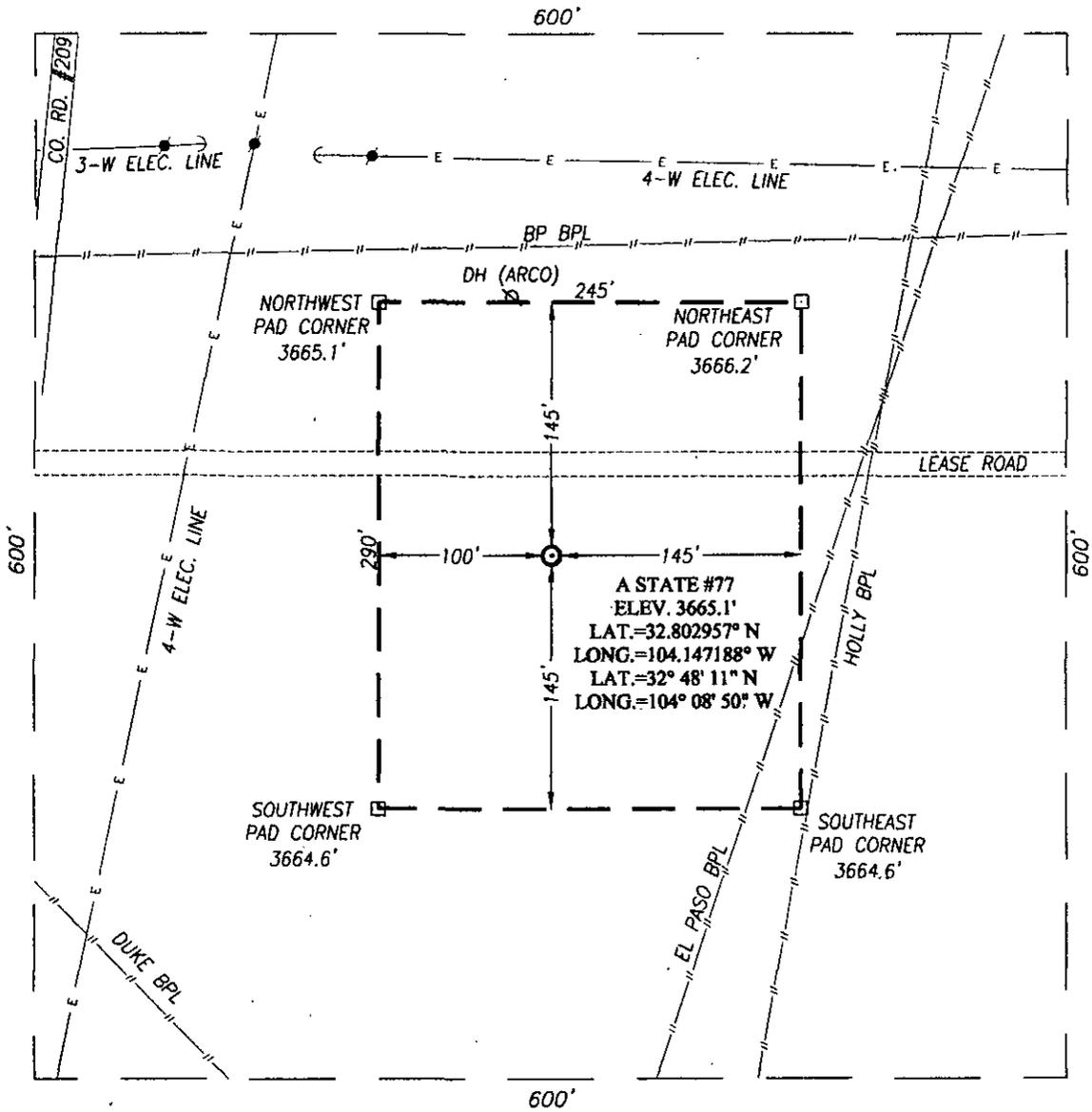
Bottom Hole Location If Different From Surface

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	Consolidate Code	Order No.						

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	
	<p><i>I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottomhole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the Division.</i></p>	
	Signature _____	Date _____
	Printed Name _____	
	E-mail Address _____	
	SURVEYOR CERTIFICATION	
	<p><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></p>	
	Date of Survey _____	
	Signature and Seal of Professional Surveyor: _____	
	Certificate Number _____	

SECTION 26, TOWNSHIP 17 SOUTH, RANGE 28 EAST, N.M.P.M.
EDDY COUNTY **NEW MEXICO**



DIRECTIONS TO LOCATION

FROM THE INTERSECTION OF U.S. HWY. #82 AND CO. RD. #209 (TURKEY TRACT) GO NORTH ALONG CO. RD. #209 APPROX. 0.2 MILES. TURN RIGHT AND GO EAST APPROX. 0.1 MILES. THIS LOCATION IS SOUTH APPROX. 50 FEET SOUTH.

PROVIDING SURVEYING SERVICES
 SINCE 1946
JOHN WEST SURVEYING COMPANY
 412 N. DAL PASO
 HOBBS, N.M. 88240
 (575) 393-3117 www.jwsc.biz

APACHE CORPORATION

A STATE #77 WELL
LOCATED 1525 FEET FROM THE SOUTH LINE
AND 2385 FEET FROM THE WEST LINE OF SECTION 26,
TOWNSHIP 17 SOUTH, RANGE 28 EAST, N.M.P.M.,
EDDY COUNTY, NEW MEXICO

Survey Date: 1/28/13	CAD Date: 2/7/13	Drawn By: AF
W.O. No.: 13110028	Rev. :	Rel. W.O.:

June 18, 2013

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

TO: See Attached Notice List

Re: Apache Corporation
Unorthodox Oil Well Location
A State No. 77 (API No. 30-015-41131)
1525' FSL & 2385' FWL (Unit K)
Section 26, T-17 South, R-28 East, NMPM,
Artesia Glorieta-Yeso Pool
Eddy County, New Mexico

Ladies and Gentlemen:

Enclosed please find a copy of the application filed by Apache Corporation ("Apache") for authorization to drill it's A State No. 77 at an unorthodox oil well location in the Artesia Glorieta-Yeso Pool 1525 feet from the South line and 2385 feet from the West line (Unit K) of Section 26, Township 17 South, Range 28 East, NMPM, Eddy County, New Mexico. The well will be dedicated to an existing 40-acre spacing and proration unit in the Artesia Glorieta-Yeso Pool comprising the NE/4 SW/4 of Section 26. This unit is currently dedicated to Apache's existing A State Well No. 42 and Apache's proposed A State Wells No. 75 and 76. The unorthodox location is necessary in order to avoid existing pipelines and electric lines.

As the owner of an interest that may be affected by the proposed unorthodox oil well location, you are being provided notice as per Division rules and regulations. Objections must be filed in writing at the Division's Santa Fe office within 20 days from the date this notice was sent to you. If no objection is received within twenty days after the filing of this application and proof of notice with the Division, the application may be approved.

If you should have any questions, please call me at (505) 690-9453.

Sincerely,



David Catanach
Agent-Apache Corporation
303 Veterans Airpark Lane
Suite 3000
Midland, Texas 79705

Enclosure

Apache Corporation
Application for Unorthodox Well Location
A State No. 77
Section 26, T-17S, R-28E, NMPM,
Eddy County, New Mexico
Notice List

COG Operating, LLC
Attn: Brandon Gaynor
One Concho Center
600 W. Illinois Avenue
Midland, Texas 79701

Khody Land & Minerals Co.
Attn: Land Dept.
3817 NW Expressway Ave.
Suite 950
Oklahoma City, OK 73112

Marathon Oil Company
Attn: Land Dept.
200 North Loraine, Suite 1310
Midland, Texas 79702

Yates Petroleum Corporation
105 S. Fourth Street
Artesia, New Mexico 88210

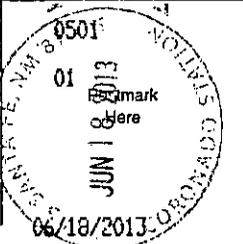
7013 0600 0001 8715 1271

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OKLAHOMA CITY, OK 73112 OFFICIAL USE

Postage	\$	\$1.12
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total		\$6.77



Khody Land & Minerals Co.
Attn: Land Dept.
3817 NW Expressway, Suite 950
Oklahoma City, OK 73112

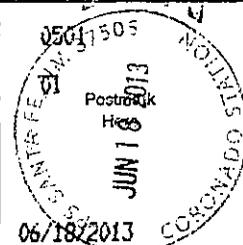
7013 0600 0001 8715 1251

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ARTESIA, NM 88210 OFFICIAL USE

Postage	\$	\$1.12
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total		\$6.77



Yates Petroleum Corporation
Attn: Land Department
105 S. Fourth Street
Artesia, New Mexico 88210

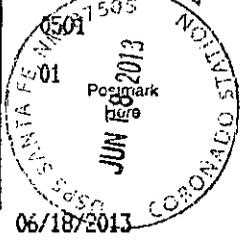
7013 0600 0001 8715 1288

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MIDLAND, TX 79701 OFFICIAL USE

Postage	\$	\$1.12
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total		\$6.77



COG Operating, LLC
Attn: Brandon Gaynor
One Concho Center
600 W. Illinois Avenue
Midland, Texas 79701

7013 0600 0001 8715 1254

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

MIDLAND, TX 79702 OFFICIAL USE

Postage	\$	\$1.12
Certified Fee		\$3.10
Return Receipt Fee (Endorsement Required)		\$2.55
Restricted Delivery Fee (Endorsement Required)		\$0.00
Total		\$6.77



Marathon Oil Company
Attn: Land Dept.
200 North Loraine, Suite 1310
Midland, Texas 79702