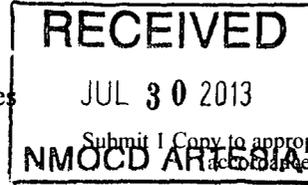


District I
1625 N. French Dr., Hobbs, NM 88240
District II
1301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

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



Form C-141
Revised August 8, 2011

Submit 1 Copy to appropriate District Office in accordance with 19.15.29 NMAC

Release Notification and Corrective Action

NAB1510641866 **OPERATOR** Initial Report Final Report

Name of Company: LINN Energy 264324	Contact: Joe Hernandez
Address: 2130 W Bender Blvd. - Hobbs, NM	Telephone No.: 575-942-8675
Facility Name: JL Keel B 69	Facility Type: Producing Well

Surface Owner: BLM	Mineral Owner: BLM	API No.: 3001529820
--------------------	--------------------	---------------------

LOCATION OF RELEASE

Unit Letter K	Section 5	Township 17S	Range 31E	Feet from the 2630	North/South Line S	Feet from the 2620	East/West Line W	County Eddy
------------------	--------------	-----------------	--------------	-----------------------	-----------------------	-----------------------	---------------------	----------------

Latitude: Longitude:

NATURE OF RELEASE

Type of Release: Produced Water & Oil	Volume of Release: 5	Volume Recovered: 0
Source of Release: Wellhead stuffing box packing failure	Date and Hour of Occurrence: 12/1/2011	Date and Hour of Discovery: 12/1/2011
Was Immediate Notice Given? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not Required	If YES, To Whom? M. Bratcher - OCD, T. Gregston - BLM	
By Whom? Joe Hernandez	Date and Hour: 12/1/2011	
Was a Watercourse Reached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	If YES, Volume Impacting the Watercourse.	

If a Watercourse was Impacted, Describe Fully.*:

Describe Cause of Problem and Remedial Action Taken.*: Wellhead stuffing box packing failure. Well was shut in and packing replaced.

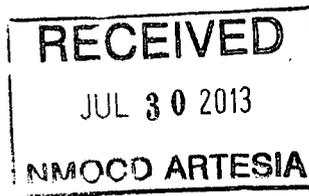
Describe Area Affected and Cleanup Action Taken.*: The impacted area was approx. 220' long x 10' wide on the production pad and trailed out into the pasture. Impacted soils above regulatory threshold levels were manually and mechanically excavated from the spill area. During the course of excavation soil samples were screened on site to determine the progress of the remediation. Impacted soils were transported off-site to Lea Land Landfill. Once the impacted soils were removed to acceptable levels, the production pad and the pasture areas were backfilled with like materials and smoothed to grade, then seeded with a BLM mix #2 & #4. Water bars were installed to prevent wind and water erosion.

I hereby certify that the information given above is true and complete to the best of my knowledge and understand that pursuant to NMOCD rules and regulations all operators are required to report and/or file certain release notifications and perform corrective actions for releases which may endanger public health or the environment. The acceptance of a C-141 report by the NMOCD marked as "Final Report" does not relieve the operator of liability should their operations have failed to adequately investigate and remediate contamination that pose a threat to ground water, surface water, human health or the environment. In addition, NMOCD acceptance of a C-141 report does not relieve the operator of responsibility for compliance with any other federal, state, or local laws and/or regulations.

Signature:	OIL CONSERVATION DIVISION	
Printed Name: Jose Hernandez	Approved by District Supervisor:	
Title: Foreman	Approval Date: 4/16/15	Expiration Date: N/A
E-mail Address: jhernandez@linneenergy.com	Conditions of Approval: FINAL	Attached <input type="checkbox"/>
Date: 10/17/2012 Phone: 575-738-1739		

* Attach Additional Sheets If Necessary

2RP 2956



Remediation Summary Report Form

General Information

This section provides general information about the operator and the site where the spill occurred.

Date: October 17, 2012

Client: LINN Energy

Site Name: JL Keel B 69

County: Eddy

State: NM

Site Coordinates Latitude: N32.8635044°
Longitude: W103.8920174°

Property Owner: BLM

State Report No.: NU12038TG

Release Description and Assessment

The information below is related to the spill (Date, Type, Cause and Quantity) and the area impacted.

Date of Spill: 12/1/11

Type of Spill: Oil Produced Water Condensate Other (Specify):

Cause of Spill: Equipment Failure Valve Failure Line Rupture Leaking Tank Tank Overfill
 Other (List): Well Head Stuffing Box

Other Contributing Factors or Comments:

Quantity Spilled: 5 bbls. Quantity Recovered: 0 bbls. Total Released: 5 bbls.

Method of Recovery: Vacuum Truck Other (Specify):

OCD Notified: Yes No C-141 Completed and Submitted: Yes No

Spill Area Impacted: Inside Firewall On Production Pad In Pasture In Cultivated Land
 Other (List):

Total Square Footage Impacted: 2700 Estimated Depth: 1-5' Volume (Cu. Yds): 100

Other Comments:

Remediation Activity Summary

The following summarizes the activities used to remediate the spill.

Impacted soils above regulatory threshold levels were manually and mechanically excavated from the spill area. During the course of excavation soil samples were screened on site to determine the progress of the remediation.

Impacted soils were transported off-site to Lea Land Landfill. Once the impacted soils were removed to acceptable levels, the production pad and the pasture areas were backfilled with like materials and smoothed to grade, then seeded with a BLM mix #2 & #4. Water bars were installed to prevent wind and water erosion.

*Final -
Hard file for
This Release?
DOR 12/1/2011*

Analytical Summary

Results of analyses following remediation activities are as follows:

Summary of Remediation Sampling Analytical Results Total Petroleum Hydrocarbons - [TPH (mg/kg)] & Chlorides [Chl (mg/kg)]						
Sample #	Depth (ft)	Date	TPH C6-C10	TPH C10-C28	Total TPH	Chl
SP1 West Wall	3	2/3/12				128
SP1 East Wall	4	2/3/12				432
SP2 Bottom	6	2/3/12				48
SP3 Bottom Side	1	2/3/12				16
SP4 Bottom Side	4	2/15/12				32
SP5 West Wall	7	2/3/12				<16.0
SP5 East Wall	7	2/3/12				48
SP5 Bottom	7	2/3/12				48
SP4 Bottom	4	2/15/12				32
SP4 East Wall	4	2/15/12				32

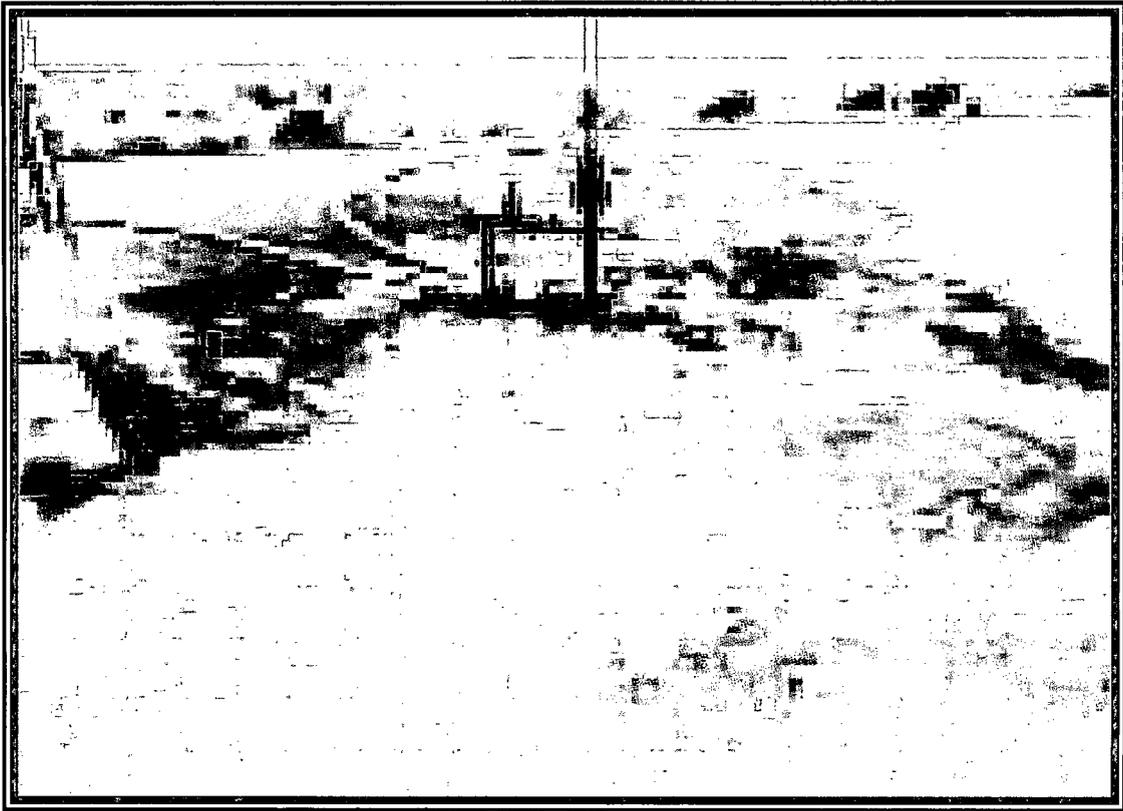
* ND = Non-Detect; concentration below mg/kg.

A review of the analytical data indicated the sample is within the Oil Conservation Division (OCD) regulatory threshold limits. Based upon this information it has been determined that remediation of the site is complete. Copies of analytical reports, seed tickets, photographs, BLM closure and final C-141 are attached.

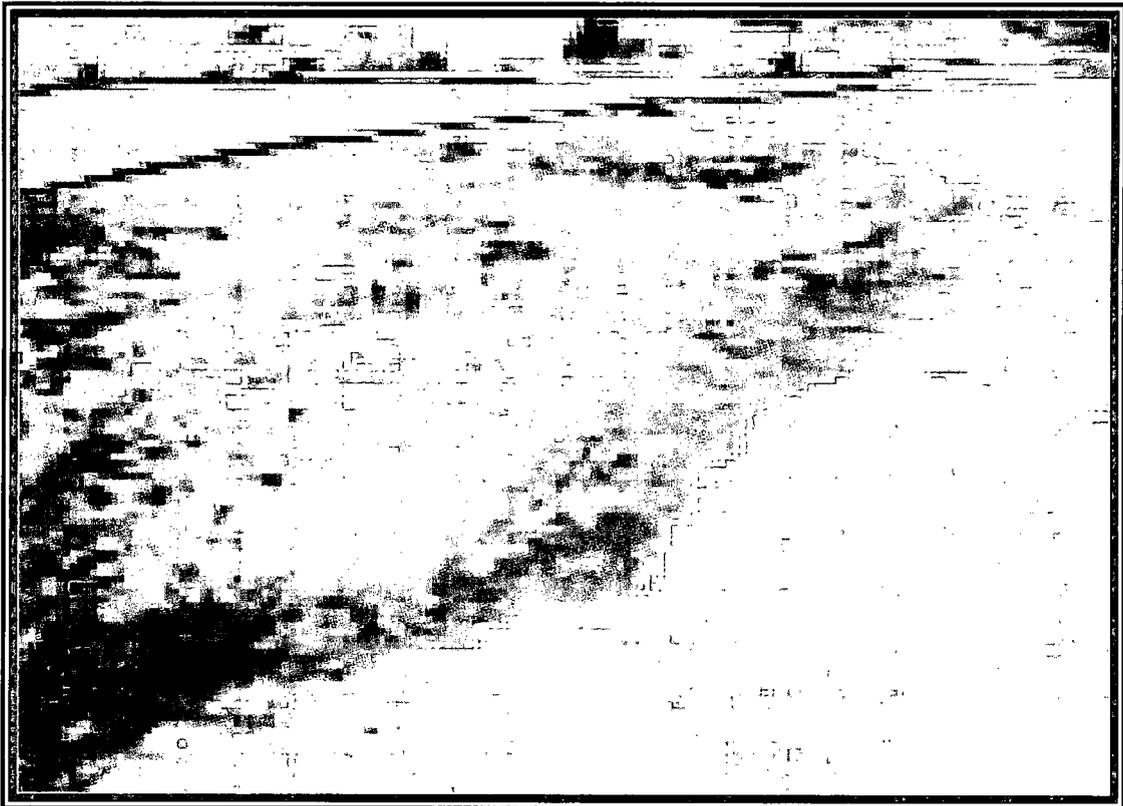
Prepared by:



Kit Prichard
Etech Environmental & Safety Solutions, Inc.



View of the well head spill area before excavation.



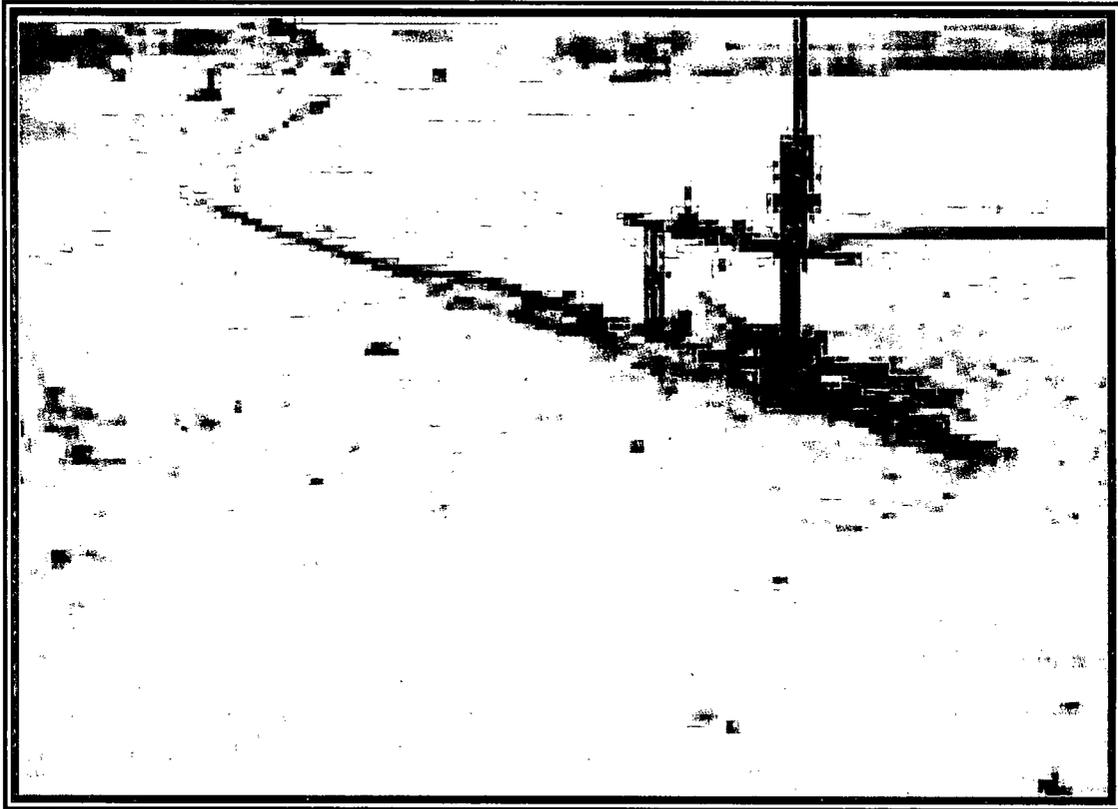
View of the spill area from pad to pasture before excavation.



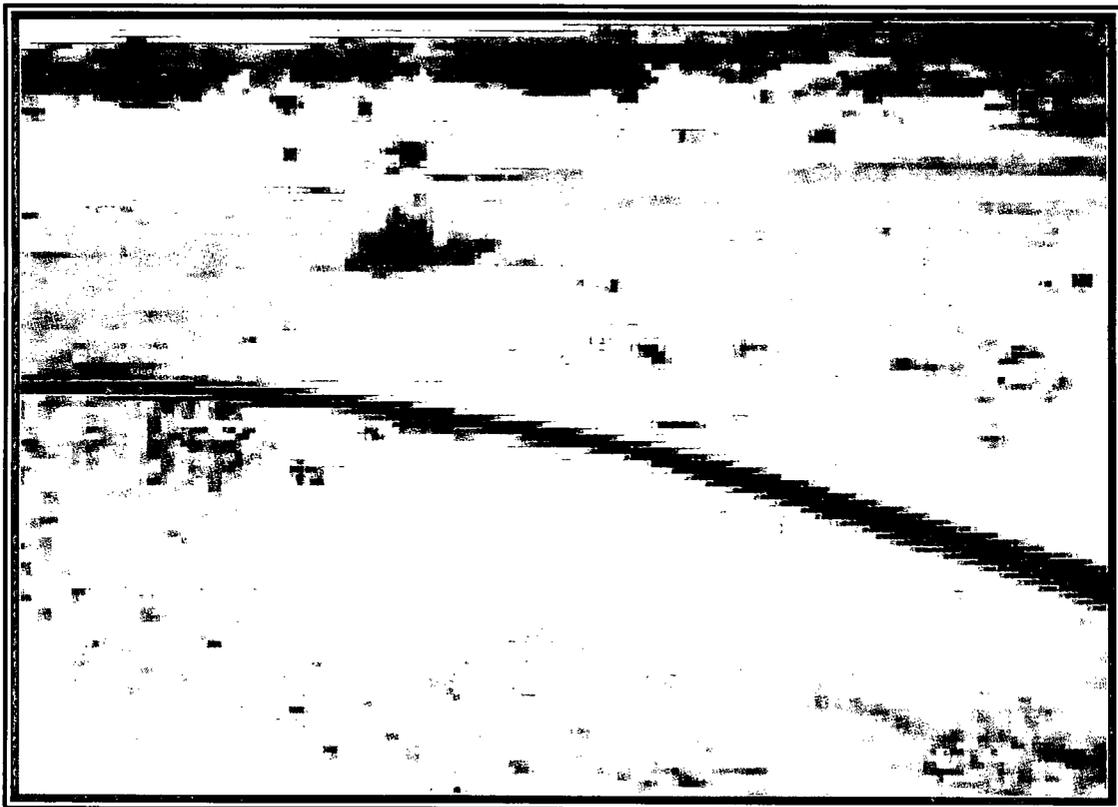
View of the well head during the excavation.



View of the spill area from the production pad to the pasture during the excavation.



View of the well head spill area after backfill during the seeding process.



View of the pasture area after backfill during the seeding process.

February 20, 2012

FRED HOLMES

ETECH Environmental & Safety Solutions, Inc.

P. O. BOX 8469

MIDLAND, TX 79708

RE: J. L. KEEL B #69

Enclosed are the results of analyses for samples received by the laboratory on 02/15/12 15:50.

Cardinal Laboratories is accredited through Texas NELAP under certificate number T104704398-11-3. Accreditation applies to drinking water, non-potable water and solid and chemical materials. All accredited analytes are denoted by an asterisk (*). For a complete list of accredited analytes and matrices visit the TCEQ website at www.tceq.texas.gov/field/qa/lab_accred_certif.html.

Cardinal Laboratories is accredited through the State of Colorado Department of Public Health and Environment for:

Method EPA 552.2	Haloacetic Acids (HAA-5)
Method EPA 524.2	Total Trihalomethanes (TTHM)
Method EPA 524.4	Regulated VOCs (V1, V2, V3)

Accreditation applies to public drinking water matrices.

This report meets NELAP requirements and is made up of a cover page, analytical results, and a copy of the original chain-of-custody. If you have any questions concerning this report, please feel free to contact me.

Sincerely,



Hope Moreno

Inorganic Technical Director

Analytical Results For:

 ETECH Environmental & Safety Solutions, Inc.
 FRED HOLMES
 P. O. BOX 8469
 MIDLAND TX, 79708
 Fax To: (432) 563-2213

Received:	02/15/2012	Sampling Date:	02/15/2012
Reported:	02/20/2012	Sampling Type:	Soil
Project Name:	J. L. KEEL B #69	Sampling Condition:	** (See Notes)
Project Number:	NONE GIVEN	Sample Received By:	Jodi Henson
Project Location:	LOCO HILLS		

Sample ID: SP 4 BOTTOM 4' (H200412-01)

Chloride, SM4500CI-B		mg/kg		Analyzed By: HM						
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier	
Chloride	32.0	16.0	02/17/2012	ND	400	100	400	3.92		

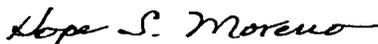
Sample ID: SP 4 EAST WALL 4' (H200412-02)

Chloride, SM4500CI-B		mg/kg		Analyzed By: HM						
Analyte	Result	Reporting Limit	Analyzed	Method Blank	BS	% Recovery	True Value QC	RPD	Qualifier	
Chloride	32.0	16.0	02/17/2012	ND	400	100	400	3.92		

Cardinal Laboratories

* = Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence and any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damages, including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.



Hope Moreno, Inorganic Technical Director

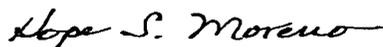
Notes and Definitions

- ND Analyte NOT DETECTED at or above the reporting limit
- RPD Relative Percent Difference
- ** Samples not received at proper temperature of 6°C or below.
- *** Insufficient time to reach temperature.
- Chloride by SM4500Cl-B does not require samples be received at or below 6°C
Samples reported on an as received basis (wet) unless otherwise noted on report

Cardinal Laboratories

*=Accredited Analyte

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising, whether based in contract or tort, shall be limited to the amount paid by client for analyses. All claims, including those for negligence and any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within thirty (30) days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damages, including, without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of the services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise. Results relate only to the samples identified above. This report shall not be reproduced except in full with written approval of Cardinal Laboratories.



Hope Moreno, Inorganic Technical Director



CHAIN-OF-CUSTODY AND ANALYSIS REQUEST

101 East Marland, Hobbs, NM 88240
 (575) 393-2326 FAX (575) 393-2476

Company Name: <u>Etech</u>		BILL TO		ANALYSIS REQUEST											
Project Manager: <u>Fred Helms</u>		P.O. #:													
Address:		Company:													
City: State: Zip:		Attn:													
Phone #: Fax #:		Address:													
Project #: Project Owner:		City:													
Project Name: <u>JL Keel B #69</u>		State: Zip:													
Project Location: <u>Loco Hills</u>		Phone #:													
Sampler Name: <u>Stephen McShane</u>		Fax #:													
FOR LAB USE ONLY															
Lab I.D.	Sample I.D.	(GRAB OR (C)OMP. # CONTAINERS)	MATRIX					PRESERV.			SAMPLING		clerks		
			GROUNDWATER	WASTEWATER	SOIL	SOIL	SLUDGE	OTHER:	ACID/BASE:	ICE / COOL	OTHER:	DATE			TIME
<u>H200412</u>															
	<u>1 SP4 Bottom 4'</u>											<u>2-15-12</u>	<u>1:00</u>		
	<u>2 SP4 EW 4'</u>											<u>2-15-12</u>	<u>1:00</u>		

PLEASE NOTE: Liability and Damages. Cardinal's liability and client's exclusive remedy for any claim arising whether based in contract or tort, shall be limited to the amount paid by the client for the analyses. All claims including those for negligence and any other cause whatsoever shall be deemed waived unless made in writing and received by Cardinal within 30 days after completion of the applicable service. In no event shall Cardinal be liable for incidental or consequential damages, including without limitation, business interruptions, loss of use, or loss of profits incurred by client, its subsidiaries, affiliates or successors arising out of or related to the performance of services hereunder by Cardinal, regardless of whether such claim is based upon any of the above stated reasons or otherwise.

Relinquished By: <u>Stephen McShane</u>	Date: <u>2-15-12</u> Time: <u>3:50</u>	Received By: <u>Jodi Benson</u>	Phone Result: <input type="checkbox"/> Yes <input type="checkbox"/> No	Add'l Phone #:
Relinquished By:	Date:	Received By:	Fax Result: <input type="checkbox"/> Yes <input type="checkbox"/> No	Add'l Fax #:
REMARKS:				
Delivered By: (Circle One) Sampler - UPS - Bus - Other:	Sample Condition Cool Intact <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	CHECKED BY: <u>[Signature]</u> (Initials)		

† Cardinal cannot accept verbal changes. Please fax written changes to 505-393-2476

#26

February 8, 2012

Fred Holmes
ETECH Environmental & Safety Solutions, Inc.
P.O. Box 8469
Midland, TX 79708

Re: J.L Keel B #69

Enclosed are the results of analyses for samples received by the laboratory on 02/03/12 16:40.

Cardinal Laboratories is accredited through Texas NELAP under certificate number T104704398-11-3. Accreditation applies to drinking water, non-potable water and solid and chemical materials. All accredited analytes are denoted by an asterisk (*). For a complete list of accredited analytes and matrices visit the TCEQ website at www.tceq.texas.gov/field/qa/lab_accred_certif.html.

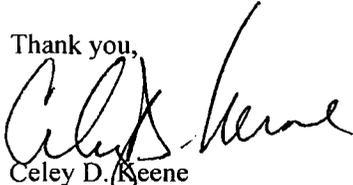
Cardinal Laboratories is accredited through the State of Colorado Department of Public Health and Environment for:

Method EPA 552.2	Haloacetic Acids (HAA-5)
Method EPA 524.2	Total Trihalomethanes (TTHM)
Method EPA 524.2	Regulated VOCs (V1, V2, V3)

Accreditation applies to public drinking water matrices.

This report meets NELAP requirements and is made up of a cover page, analytical results, and a copy of the original chain-of-custody. If you have any questions concerning this report, please feel free to contact me.

Thank you,



Celey D. Keene
Laboratory Director/Quality Manager

ANALYTICAL RESULTS FOR
 ETECH ENVIRONMENTAL & SAFETY SOLUTIONS, INC.
 ATTN: FRED HOLMES
 P.O. BOX 8469
 MIDLAND, TX 79708
 FAX TO: (432) 563-2213

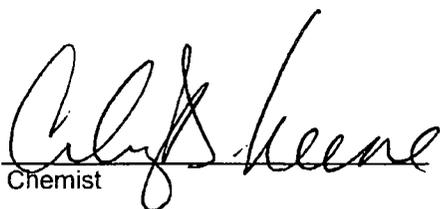
Receiving Date: 02/03/12
 Reporting Date: 02/08/12
 Project Number: NOT GIVEN
 Project Name: J.L. KEEL B #69
 Project Location: NOT GIVEN

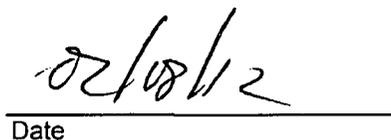
Analysis Date: 02/07/12
 Sampling Date: NOT GIVEN
 Sample Type: SOIL
 Sample Condition: INTACT @ 17°C
 Sample Received By: JH
 Analyzed By: HM

LAB NO.	SAMPLE ID	Cl ⁻ (mg/kg)
H200280-1	SP1 W WALL 3'	128
H200280-2	SP1 E WALL 4'	432
H200280-3	SP2	48
H200280-4	SP3 1'	16
H200280-5	SP4 2'	1,460
H200280-6	SP5 WEST WALL 7'	< 16
H200280-7	SP5 E. WALL 7'	48
H200280-8	SP5 BOTTOM 7'	48
Quality Control		416
True Value QC		400
% Recovery		104
Relative Percent Difference		3.8

METHOD: Standard Methods	4500-ClB
--------------------------	----------

Note: Analyses performed on 1:4 w:v aqueous extracts.


 Chemist


 Date

H200280 Etech

Etech Env.

Project JL Keel B 69

Project No. 293-3106-000

Date Started 6-18-12

Date Finished 6-18-12

Bamert Seed Company

1897 CR 1018
806-272-5506

Muleshoe, TX 79347
Texas Permit# 00905

Description	16 BAGS	43152		Dormant	Origin
		Pure Seed	Germs		
VNS PLAINS BRISTLEGRASS (<i>Setaria vulpina</i>)		49.36%	4.00%	84.00%	TX
BEND SAND LOVEGRASS (<i>Eragrostis trichodes</i>)		24.97%	89.00%	0.00%	TX
SAND DROPSEED VNS (<i>Sporobolus cryptandrus</i>)		24.63%	5.00%	88.00%	
Purity: 98.96%		Inert Matter: 0.63%		Other Crop Seed: 0.37%	
				Weed Seed: 0.02%	

Noxious Weeds: None

Test Date: 02-2012

Net Wt: 25#

BLM #4	Kind:	% Germ
% Pure Seed		
74.40%	4 Wing Saltbush	67%
7.63%	Alkali Sacaton	89%

RICHARDSON SEEDS, LTD.
VEGA, TX 79022

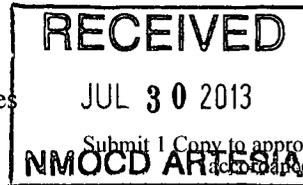
Test Date: 3/12
Purity: 82.04%
Inert: 17.92%
Other Crop: 0.01%
Weed: 0.03%
Noxious: None

Supervisor

Stephen M. [Signature]

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

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



Form C-141
Revised August 8, 2011

Release Notification and Corrective Action

OPERATOR

Initial Report Final Report

Name of Company: LINN Energy	Contact: Joe Hernandez
Address: 2130 W Bender Blvd. - Hobbs, NM	Telephone No.: 575-942-8675
Facility Name: JL Keel B 69	Facility Type: Producing Well

Surface Owner: BLM	Mineral Owner: BLM	API No.: 3001529820
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LOCATION OF RELEASE

Unit Letter K	Section 5	Township 17S	Range 31E	Feet from the 2630	North/South Line S	Feet from the 2620	East/West Line W	County Eddy
------------------	--------------	-----------------	--------------	-----------------------	-----------------------	-----------------------	---------------------	----------------

Latitude: Longitude:

NATURE OF RELEASE

Type of Release: Produced Water & Oil	Volume of Release: 5	Volume Recovered: 0
Source of Release: Wellhead stuffing box packing failure	Date and Hour of Occurrence: 12/1/2011	Date and Hour of Discovery: 12/1/2011
Was Immediate Notice Given? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not Required	If YES, To Whom? M. Bratcher - OCD, T. Gregston - BLM	
By Whom? Joe Hernandez	Date and Hour: 12/1/2011	
Was a Watercourse Reached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	If YES, Volume Impacting the Watercourse.	

If a Watercourse was Impacted, Describe Fully.*:

Describe Cause of Problem and Remedial Action Taken.*: Wellhead stuffing box packing failure. Well was shut in and packing replaced.

Describe Area Affected and Cleanup Action Taken.* : The impacted area was approx. 220' long x 10' wide on the production pad and trailed out into the pasture. Impacted soils above regulatory threshold levels were manually and mechanically excavated from the spill area. During the course of excavation soil samples were screened on site to determine the progress of the remediation. Impacted soils were transported off-site to Lea Land Landfill. Once the impacted soils were removed to acceptable levels, the production pad and the pasture areas were backfilled with like materials and smoothed to grade, then seeded with a BLM mix #2 & #4. Water bars were installed to prevent wind and water erosion.

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Signature:	OIL CONSERVATION DIVISION		
Printed Name: Jose Hernandez	Approved by District Supervisor:		
Title: Foreman	Approval Date:	Expiration Date:	
E-mail Address: jhernandez@linneenrgy.com	Conditions of Approval:		Attached <input type="checkbox"/>
Date: 10/17/2012	Phone: 575-738-1739		

* Attach Additional Sheets If Necessary