

**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

NMOCD – ACOI- 2016-007

IN THE MATTER OF LINN OPERATING, INC.

**INACTIVE WELL
AGREED COMPLIANCE ORDER**

Pursuant to the New Mexico Oil and Gas Act, NMSA 1978, Sections 70-2-1 through 70-2-38 as amended (Act), and OCD rules, the Director of the Oil Conservation Division (OCD) and Linn Operating, Inc. (Operator), enter into this Agreed Compliance Order (Order or ACOI) under which Operator agrees to the schedule and procedures provided in this Order for bringing its wells into compliance, and understands that the OCD may seek additional enforcement of this Order should the Operator fail to meet the deadlines established herein.

FINDINGS

1. The OCD is the state division charged with administration and enforcement of the Act, and rules and orders adopted pursuant to the Act.
2. Operator is a Incorporated Company doing business in the State of New Mexico and is registered with the OCD under Oil and Gas Reporting Identification (OGRID) No. 269324.
3. Operator is the operator of record under OGRID 269324 for the wells identified in Exhibit "A", attached.
4. 19.15.25.8 NMAC states, in relevant part:
 - "A. The operator of wells drilled for oil or gas or services wells including seismic, core, exploration or injection wells, whether cased or uncased, shall plug the wells as Subsection B of 19.15.25.8 NMAC requires.
 - B. The operator shall either properly plug and abandon a well or place the well in approved temporary abandonment in accordance with 19.15.25 NMAC within 90 days after:
 - ...
 - (3) a period of one year in which a well has been continuously inactive."
5. The wells identified in Exhibit "A"
 - a. have been (or soon will be) continuously inactive for a period of one year plus 90 days;
 - b. are not plugged or abandoned in accordance with 19.15.25.9 NMAC through 19.15.25.11 NMAC; and

- c. are not in approved temporary abandonment status in accordance with 19.15.25.12 NMAC through 19.15.25.14 NMAC.
6. *(Use only if they have enough wells not in compliance with 19.15.25.8 NMAC to be out of compliance with 19.15.5.9 NMAC)* As the operator of record of _____ wells, to be in compliance with 19.15.5.9.A(4) NMAC, Operator may have no more than _____ wells out of compliance with 19.15.25.8 NMAC. See 19.15.5.9.A(4) NMAC.
7. Pursuant to 19.15.5.10.E NMAC, the OCD and Operator wish to enter into this ACOI to resolve violations of the Act and its rules.

CONCLUSIONS

1. The OCD has jurisdiction over the parties and subject matter in this proceeding.
2. The wells identified in Exhibit "A" are out of compliance, or soon will be out of compliance, with 19.15.25.8 NMAC.
3. As Operator of the wells identified in Exhibit "A", Operator is responsible for bringing those wells into compliance with 19.15.25.8 NMAC.
4. The OCD and Operator are entering into this ACOI, which sets a schedule for Operator to return the wells identified in Exhibit "A" to compliance.

ORDER

1. Operator agrees to bring the wells listed in Exhibit "A" into compliance with 19.15.25.8 NMAC within 36 months following the date the well became inactive as defined by 19.15.25.8 NMAC, and is provided in Exhibit "A", by either:
 - a. restoring the well to production or other OCD-approved beneficial use and filing a C-115 documenting such production or use;
 - b. causing the well to be plugged and abandoned in accordance with 19.15.25.10 NMAC and filing the C-105 as provided in 19.15.25.11 NMAC;
 - c. or placing the well in approved temporary abandonment pursuant to 15.15.25 NMAC.
2. Operator also agrees that it will perform a test for each well on Exhibit "A" one year from the effective date of this Order, and then again two years from the effective date of this Order for each well in Exhibit "A", and shall provide results of each test to OCD's Enforcement and Compliance Manager at 1220 S. St. Francis Drive, Santa Fe, NM 87505 within 30 days of completion of the test.
3. If Operator has additional wells that become out of compliance, or will soon be out of compliance, with 19.15.25.8 NMAC, Exhibit "A" may be amended to include such wells if the OCD approves the amendment. For the additional wells, Operator

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shall conduct the tests required in Ordering Paragraph 2 above on or before the dates specified in Exhibit "A".

4. If the Operator returns a well to compliance with 19.15.25.8 NMAC the well shall no longer be considered part of Exhibit "A".
5. Operator shall file a compliance report identifying each well returned to compliance, stating the date it was returned to compliance, and describing the work performed to return the well to compliance, in addition to any other forms or documentation required by OCD rules for the work performed. The written compliance report must be mailed to the attention of OCD's Enforcement and Compliance Manager and to the Office of General Counsel at 1220 S. St. Francis Drive, Santa Fe, NM 87505, so that it is **received within 10 business days** after return to compliance.
6. By signing this Order, Operator expressly:
 - a. acknowledges the correctness of the Findings and Conclusions set forth in this Order;
 - b. agrees to meet the deadlines established in Ordering Paragraphs 1 through 5 above;
 - c. agrees to perform the tests and submit test results as required in Ordering Paragraph 2;
 - d. agrees to submit compliance reports as required in Ordering Paragraph 5;
 - e. waives any right, pursuant to the Oil and Gas Act to an appeal from this Order, or to a hearing either prior to or subsequent to the entry of this Order regarding the matters resolved hereby; and
 - f. agrees that the Order may be enforced by OCD or Oil Conservation Commission Order, by suit or otherwise to the same extent and with the same effect as a final Order of the OCD or Oil Conservation Commission entered after notice and hearing in accordance with all terms and provisions of the Oil and Gas Act.
7. Operator understands that if it fails to meet the terms of this Order, the OCD may seek enforcement pursuant to the New Mexico Oil and Gas Act, including monetary penalties as authorized under NMSA 1978, § 70-2-31.
8. If a well poses a risk relating to the conservation of oil and gas or the protection of public health and the environment, the OCD reserves the right to file an application for hearing to require Operator to plug any well identified in Exhibit "A", or if the Operator fails to plug the well to obtain authority to plug the well and forfeit the applicable financial assurance.

9. Operator understands and agrees that, except as expressly provided in this Order, nothing in this Order exempts Operator from complying with all statutes, rules, and orders Operator is otherwise subject to, and the failure to comply with any applicable statute(s), rule(s), and/or order(s) may result in OCD pursuing any remedies available under the law. Further, Operator's failure to comply with other applicable statute(s), rule(s), and/or order(s) may, in OCD's sole discretion, result in termination of this Order.

Done at Santa Fe, New Mexico this 5th day of May, 2016

By: David Catanach
David Catanach
Director, Oil Conservation Division

ACCEPTANCE

Linn Operating, Inc. hereby accepts the foregoing Order, and agrees to all of the terms and provisions set forth in that Order.

By: Jamin McNeil
(Please print name) Jamin McNeil
Title: SVP, Operations
Date: May 3, 2016

djg
5/3/16

EXHIBIT "A"

LINN OPERATING SHUT IN WELLS									
API #	WELL NAME / #	LEASE	WELL	LAST PROD	15 MO SINCE	1st TEST	2nd TEST	3 YR + 15 MONTH	
		TYPE	TYPE		LAST PROD	SINCE LAST PROD			
30-015-29683	BARCLAY FEDERAL #002	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-29786	BARCLAY FEDERAL #008	F	O	Sep-15	Dec-16	Dec-17	Dec-18		Dec-19
30-015-30239	BARCLAY FEDERAL #010	F	O	Sep-15	Dec-16	Dec-17	Dec-18		Dec-19
30-015-30090	BARCLAY FEDERAL #013	F	O	Dec-15	Mar-17	Mar-18	Mar-19		Mar-20
30-015-30065	BARCLAY FEDERAL #014	F	O	Mar-16	Jun-17	Jun-18	Jun-19		Jun-20
30-025-31981	CAPROCK MALJAMAR UNIT #128	S	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-025-32924	CAPROCK MALJAMAR UNIT #143	S	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-025-32042	CAPROCK MALJAMAR UNIT #152	S	O	Mar-15	Jun-16	Jun-17	Jun-18		Jun-19
30-025-32927	CAPROCK MALJAMAR UNIT #160	S	O	Mar-16	Jun-17	Jun-18	Jun-19		Jun-20
30-025-32043	CAPROCK MALJAMAR UNIT #166	S	O	Aug-13	Nov-14	Nov-15	Nov-16		Nov-17
30-025-32550	CAPROCK MALJAMAR UNIT #193	S	O	Nov-15	Feb-17	Feb-18	Feb-19		Feb-20
30-025-32840	CAPROCK MALJAMAR UNIT #194	S	O	Feb-16	May-17	May-18	May-19		May-20
30-025-33723	CAPROCK MALJAMAR UNIT #281	S	O	Apr-16	Jul-17	Jul-18	Jul-19		Jul-20
30-025-39125	CAPROCK MALJAMAR UNIT #501	S	O	Apr-15	Jul-16	Jul-17	Jul-18		Jul-19
30-015-32480	COLLATT #002	P	G	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-025-24919	DOWNES B #003	P	O	Mar-15	Jun-16	Jun-17	Jun-18		Jun-19
30-025-06955	DOWNES D #002	P	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-025-06956	DOWNES D #003	P	O	Jun-15	Sep-16	Sep-17	Sep-18		Sep-19
30-025-24568	DOWNES D #004	P	O	Aug-15	Nov-16	Nov-17	Nov-18		Nov-19
30-025-34578	EAST HOBBS SAN ANDRES UNIT #408	P	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-025-34012	EAST HOBBS SAN ANDRES UNIT #604	P	O	Feb-16	May-17	May-18	May-19		May-20
30-025-37817	EAST HOBBS SAN ANDRES UNIT #605	P	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-025-37527	EAST HOBBS SAN ANDRES UNIT #808	P	O	Apr-16	Jul-17	Jul-18	Jul-19		Jul-20
30-015-26791	H E WEST B #049	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-27564	H E WEST B #062	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-28535	H E WEST B #069	F	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-015-28315	H E WEST B #079	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-28300	H E WEST B #084	F	O	Aug-15	Nov-16	Nov-17	Nov-18		Nov-19
30-015-28387	H E WEST B #085	F	O	Sep-15	Dec-16	Dec-17	Dec-18		Dec-19
30-015-28468	H E WEST B #087	F	O	Dec-15	Mar-17	Mar-18	Mar-19		Mar-20
30-025-39785	HALE STATE #004	S	O	Jul-15	Oct-16	Oct-17	Oct-18		Oct-19
30-015-30995	HUDSON FEDERAL #013	F	O	Feb-16	May-17	May-18	May-19		May-20
30-025-21196	HUMPHREY QUEEN UNIT #21	P	O	Dec-15	Mar-17	Mar-18	Mar-19		Mar-20
30-025-23899	HUMPHREY QUEEN UNIT #28	P	O	Apr-16	Jul-17	Jul-18	Jul-19		Jul-20
30-015-28059	J L KEEL A #020	F	O	Sep-15	Dec-16	Dec-17	Dec-18		Dec-19
30-015-28234	J L KEEL A #025	F	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-015-28262	J L KEEL A #033	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-28098	J L KEEL B #052	F	O	Jul-15	Oct-16	Oct-17	Oct-18		Oct-19
30-015-28291	J L KEEL B #055	F	O	Nov-15	Feb-17	Feb-18	Feb-19		Feb-20
30-015-28223	J L KEEL B #060	F	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-015-28250	J L KEEL B #071	F	O	Apr-16	Jul-17	Jul-18	Jul-19		Jul-20
30-015-28442	J L KEEL B #091	F	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-025-11517	LANGLIE MATTIX QUEEN UNIT #006	P	O	Jul-15	Oct-16	Oct-17	Oct-18		Oct-19
30-025-23863	LANGLIE MATTIX QUEEN UNIT #009	P	O	Dec-15	Mar-17	Mar-18	Mar-19		Mar-20
30-025-20378	LEA 403 STATE #004	S	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-015-29703	LEA D #023	F	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-025-21386	MALJAMAR GRAYBURG UNIT #041	P	O	Jan-16	Apr-17	Apr-18	Apr-19		Apr-20
30-025-33481	MALJAMAR GRAYBURG UNIT #081	F	O	Feb-16	May-17	May-18	May-19		May-20
30-025-33358	MALJAMAR GRAYBURG UNIT #091	F	O	Feb-16	May-17	May-18	May-19		May-20
30-025-33039	MALJAMAR GRAYBURG UNIT #106	F	O	Mar-16	Jun-17	Jun-18	Jun-19		Jun-20
30-015-26882	MAX FRIESS MA #006	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-26883	MAX FRIESS MA #007	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-10370	MCCLAY FEDERAL #007	F	O	Apr-15	Jul-16	Jul-17	Jul-18		Jul-19
30-015-21674	MCCLAY FEDERAL #010	F	O	Mar-16	Jun-17	Jun-18	Jun-19		Jun-20
30-015-23125	MCCLAY FEDERAL #012	F	O	Apr-15	Jul-16	Jul-17	Jul-18		Jul-19
30-015-23126	MCCLAY FEDERAL #013	F	O	Feb-16	May-17	May-18	May-19		May-20
30-015-10208	NORTH BENSON QUEEN UNIT #022	F	O	Aug-15	Nov-16	Nov-17	Nov-18		Nov-19
30-015-10535	NORTH BENSON QUEEN UNIT #032	S	O	May-15	Aug-16	Aug-17	Aug-18		Aug-19
30-015-10846	NORTH BENSON QUEEN UNIT #043	S	O	Jun-15	Sep-16	Sep-17	Sep-18		Sep-19
30-025-02155	PHILLIPS LEA #03	S	O	Apr-16	Jul-17	Jul-18	Jul-19		Jul-20
30-015-25747	RED LAKE UNIT #003	S	O	Feb-15	May-16	May-17	May-18		May-19
30-015-22920	RED LAKE UNIT #020	S	O	Jul-15	Oct-16	Oct-17	Oct-18		Oct-19
30-025-28195	SCHARB 9 #002	P	O	Jan-15	Apr-16	Apr-17	Apr-18		Apr-19
30-025-09054	SEVEN RIVERS QUEEN UNIT #010	P	O	Apr-15	Jul-16	Jul-17	Jul-18		Jul-19
30-025-09061	SEVEN RIVERS QUEEN UNIT #012	P	O	Nov-15	Feb-17	Feb-18	Feb-19		Feb-20

30-025-09146	SEVEN RIVERS QUEEN UNIT #020	P	O	Jul-15	Oct-16	Oct-17	Oct-18	Oct-19
30-025-09147	SEVEN RIVERS QUEEN UNIT #024	P	O	Jan-15	Apr-16	Apr-17	Apr-18	Apr-19
30-025-09168	SEVEN RIVERS QUEEN UNIT #028	P	O	Apr-16	Jul-17	Jul-18	Jul-19	Jul-20
30-025-09158	SEVEN RIVERS QUEEN UNIT #040	P	O	Feb-15	May-16	May-17	May-18	May-19
30-025-28120	SEVEN RIVERS QUEEN UNIT #058	P	O	Feb-16	May-17	May-18	May-19	May-20
30-025-28121	SEVEN RIVERS QUEEN UNIT #059	P	O	Aug-15	Nov-16	Nov-17	Nov-18	Nov-19
30-025-29190	SEVEN RIVERS QUEEN UNIT #067	S	O	Aug-15	Nov-16	Nov-17	Nov-18	Nov-19
30-025-29594	SEVEN RIVERS QUEEN UNIT #072	P	O	May-15	Aug-16	Aug-17	Aug-18	Aug-19
30-025-30161	SEVEN RIVERS QUEEN UNIT #075	P	O	Oct-15	Jan-16	Jan-17	Jan-18	Jan-19
30-025-38161	SEVEN RIVERS QUEEN UNIT #087Y	P	O	Mar-16	Jun-17	Jun-18	Jun-19	Jun-20
30-025-38074	SEVEN RIVERS QUEEN UNIT #092	P	O	Feb-15	May-16	May-17	May-18	May-19
30-015-05327	SKELLY UNIT #007	F	O	Jan-16	Apr-17	Apr-18	Apr-19	Apr-20
30-015-20549	SKELLY UNIT #112	F	O	Jan-15	Apr-16	Apr-17	Apr-18	Apr-19
30-015-21090	SKELLY UNIT #116	F	O	Jan-16	Apr-17	Apr-18	Apr-19	Apr-20
30-015-22258	SKELLY UNIT #124	F	O	Jan-16	Apr-17	Apr-18	Apr-19	Apr-20
30-015-29204	SKELLY UNIT #182	F	O	Jul-15	Oct-16	Oct-17	Oct-18	Oct-19
30-015-29312	SKELLY UNIT #191	F	O	Apr-16	Jul-17	Jul-18	Jul-19	Jul-20
30-015-28998	SKELLY UNIT #200	F	O	Nov-15	Feb-17	Feb-18	Feb-19	Feb-20
30-015-29031	SKELLY UNIT #212	F	O	Oct-15	Jan-16	Jan-17	Jan-18	Jan-19
30-015-28789	SKELLY UNIT #252	F	O	Jan-16	Apr-17	Apr-18	Apr-19	Apr-20
30-015-29210	SKELLY UNIT #274	F	O	Feb-16	May-17	May-18	May-19	May-20
30-015-29227	SKELLY UNIT #283	F	O	Feb-16	May-17	May-18	May-19	May-20
30-015-28836	TURNER A #041	F	O	Mar-16	Jun-17	Jun-18	Jun-19	Jun-20
30-015-28918	TURNER A #055	F	O	Feb-16	May-17	May-18	May-19	May-20
30-015-26620	TURNER B #098	F	O	Mar-16	Jun-17	Jun-18	Jun-19	Jun-20
30-015-29187	TURNER B #114	F	O	Mar-16	Jun-17	Jun-18	Jun-19	Jun-20
30-015-29646	V L FOSTER #009	F	O	Feb-16	May-17	May-18	May-19	May-20

By: Laura Moreno
Title: Regulatory Advisor
Date: April 27, 2016