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

#### APPLICATION OF RILEY PERMIAN OPERATING CO., LLC FOR COMPULSORY POOLING, LEA AND ROOSEVELT COUNTIES, NEW MEXICO

Case No. 21332

# RILEY PERMIAN OPERATING CO., LLC'S HEARING EXHIBITS

Compulsory Pooling Application Checklist

Exhibit A	Self-Affirmed Statement of Ty Edelen
A-1	Application
A-2	Resume
A-3	General Location Map
A-4	Form C-102
A-5	Summary of Tracts and Tract Interests, Recapitulation, Locatable and Unlocatable Pooled Parties
A-6	Well Proposal Letter
A-7	Summary of Contacts with Uncommitted Interests
A-8	Proposed Notice of Hearing
A-9	Hearing Notice Letter and Return Receipts
A-10	Affidavits of Publication
A-11	Authorization for Expenditure
Exhibit B	Self-Affirmed Statement of Daniel Osborne
B-1	Resume
B-2	General Location Map

B-3 Structure Map

B-4 Cross Section

B-5 Well Planning Report

# COMPULSORY POOLING APPLICATION CHECKLIST (pdf)

# ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS

Case: #21332	APPLICANT'S RESPONSE
Date: July 7, 2020	
Applicant	Riley Permian Operating Co., LLC
Designated Operator & OGRID (affiliation if applicable)	Riley Permian Operating Co., LLC, OGRID 372290
Applicant's Counsel:	Hinkle Shanor LLP, Dana S. Hardy
Case Title:	APPLICATION OF RILEY PERMIAN OPERATING CO., LLC FOR COMPULSORY POOLING, LEA AND ROOSEVELT COUNTIES, NEW MEXICO
Entries of Appearance/Intervenors:	None
Well Family	Torino
Formation/Pool	
Formation Name(s) or Vertical Extent:	San Andres Formation
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	San Andres Formation
Pool Name and Pool Code:	CLR; San Andres Code: 12450
Well Location Setback Rules:	Standard Oil, 100' setback
Pool Spacing Unit Size:	40 acres
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	240 acres
Building Blocks:	40 acres
Orientation:	South to North
Description: TRS/County	W/2 W/2 of Section 4-T9S-R34E, Lea County W/2 SW/4 of Section 33-T8S-R34E, Roosevelt County
Standard Horizontal Well Spacing Unit (Y/N), If No, describe	Yes
Other Situations	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	No
Proximity Defining Well: if yes, description	No
Applicant's Ownership in Each Tract	Exhibit A-5
Well(s)	
Name & API (if assigned), surface and bottom hole location, footages, completion target, orientation, completion status (standard or non-standard)	

Well #1	Torino 4-33 #3H (API # 30-025-47244 ); SHL: 700' FNL & 880' FWL (Sec. 9); BHL: 2628' FSL & 880' FWL (Sec. 33); stand-up; standard				
Well #2					
Horizontal Well First and Last Take Points	FTP: 100' FSL & 878' FWL (Sec. 4); LTP: 2546' FSL & 880' FWL (Sec. 33)				
Completion Target (Formation, TVD and MD)	San Andres Formation; TVD: 4,662'; MD: 14,000'				
AFE Capex and Operating Costs					
Drilling Supervision/Month \$	\$7,000, Exhibit A				
Production Supervision/Month \$	\$700, Exhibit A				
Justification for Supervision Costs	Exhibit A				
Requested Risk Charge	200%, Exhibit A				
Notice of Hearing					
Proposed Notice of Hearing	Exhibit A-8				
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit A-9				
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit A-10				
Ownership Determination					
Land Ownership Schematic of the Spacing Unit	Exhibit A-5				
Tract List (including lease numbers and owners)	Exhibit A-5				
Pooled Parties (including ownership type)	Exhibit A-5				
Unlocatable Parties to be Pooled	Exhibit A-5				
Ownership Depth Severance (including percentage above & bel	lov N/A				
Joinder					
Sample Copy of Proposal Letter	Exhibit A-6				
List of Interest Owners (ie Exhibit A of JOA)	Exhibit A-5				
Chronology of Contact with Non-Joined Working Interests	Exhibit A-7				
Overhead Rates In Proposal Letter	Exhibits A, A-5				

Cost Estimate to Drill and Complete	Exhibit A-11
Cost Estimate to Equip Well	Exhibit A-11
Cost Estimate for Production Facilities	Exhibit A-11
Geology	
Summary (including special considerations)	Exhibit B
Spacing Unit Schematic	Exhibits B-2, B-3
Gunbarrel/Lateral Trajectory Schematic	Exhibit B-5
Well Orientation (with rationale)	Exhibit B
Target Formation	Exhibit B
HSU Cross Section	Exhibit B-4
Depth Severance Discussion	Exhibit B
Forms, Figures and Tables	
C-102	Exhibit A-4
Tracts	Exhibit A-5
Summary of Interests, Unit Recapitulation (Tracts)	Exhibits A-5
General Location Map (including basin)	Exhibits A-3, B-2
Well Bore Location Map	Exhibits B-2, B-3
Structure Contour Map - Subsea Depth	Exhibit B-3
Cross Section Location Map (including wells)	Exhibit B-3
Cross Section (including Landing Zone)  Additional Information	Exhibit B-4
CERTIFICATION: I hereby certify that the information	provided in this checklist is complete and accurate.
Printed Name (Attorney or Party Representative):	Dana S. Hardy
Signed Name (Attorney or Party Representative):	World & Housey
Date:	7-Jul-20

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

APPLICATION OF RILEY PERMIAN
OPERATING CO., LLC FOR COMPULSORY POOLING,
LEA AND ROOSEVELT COUNTIES, NEW MEXICO

Case No. 21332

#### SELF-AFFIRMED STATEMENT OF TY EDELEN

- I am over 18 years of age and am competent to provide this Self-Affirmed
   Statement. I have personal knowledge of the matters addressed herein.
- 2. I am a landman for Riley Permian Operating Co., LLC ("Riley"). I have had direct involvement with Riley's development of the 240-acre, more or less, standard horizontal spacing unit ("HSU") that is the subject of Riley's application in this case. A copy of the application is attached as Exhibit A-1.
- 3. I have not previously testified before the Division. A copy of my resume is attached as Exhibit A-2.

## A. Proposed Horizontal Spacing Unit

- 4. The proposed HSU is comprised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County, New Mexico. A map depicting the proposed HSU is attached as Exhibit A-3.
- Riley seeks to pool all uncommitted interests in the San Andres formation underlying the HSU.
- 6. The HSU will be dedicated to the Torino 4-33 #3H well, which will be horizontally drilled from a surface location in Unit D in Section 9, Township 9 South, Range 34 East in Lea

Case No. 21332
RILEY PERMIAN
Exhibit A

County to a bottom hole location in Unit L in Section 33, Township 8 South, Range 34 East in Roosevelt County.

- 7. The first take point for the Torino 4-33 #3H well is 100' FSL and 878' FWL of Section 4, and the last take point is 2,546' FSL and 880' FWL of Section 33. The target interval is the San Andres Formation at 4,662' TVD and 14,000' TMD.
- The proposed well will be completed from South to North, and the completed interval of the well will be orthodox.
- 9. The proposed well is located in the CLR; San Andres Pool, Code 12450. The primary product in the pool is oil. With respect to well setback requirements, this pool is subject to the statewide horizontal well rules set out in NMAC 19.15.16.15. Spacing in this pool is based on quarter-quarter sections, and the HSU is constructed based on quarter-quarter sections.
  - 10. The C-102 for the proposed well is attached as Exhibit A-4.

### B. Ownership Determination

- 11. A plat of the tracts included in the HSU and the associated ownership interests (including ownership percentages, tract ownership, parties to be pooled, ownership type, any unlocatable owners and a recapitulation) is attached as Exhibit A-5.
  - 12. There is no depth severance in the San Andres formation in the proposed HSU.
  - 13. Riley has the right to pool any overriding royalty owners in the HSU.

#### C. Joinder

14. Riley sent well proposal letters to the uncommitted interests on May 21, 2020 and subsequently had follow-up communications with them. Riley's well proposal letter is attached as Exhibit A-6. A summary of Riley's contacts with the uncommitted interests is attached as Exhibit A-7.

- 15. A list of interest owners is included in Exhibit A-5.
- 16. 68% of the working interests are committed to the proposed well.
- 17. In my opinion, Riley has made a good faith effort to obtain the voluntary joinder of uncommitted interests in the proposed wells.

## D. Notice of Hearing

- 18. Riley's proposed notice of hearing is attached as Exhibit A-8.
- 19. At my direction, notice of Riley's application and the Division hearing was provided to the uncommitted interests at least 20 days prior to the hearing date. A sample of the notice letter and the associated certified mail receipts are attached as Exhibit A-9.
- 20. Notice of Riley's application and the Division hearing was published at least ten business days prior to the hearing date. The affidavits of publication are attached as Exhibit A-10.
- 21. Riley conducted a diligent, good-faith effort to identify the correct addresses of persons entitled to notice and has complied with the Division's notice requirements.

## E. Drilling and Operating Costs

- 22. The AFEs for the proposed well are attached as Exhibit A-11. The estimated cost of the well is fair and reasonable and is comparable to the cost of other wells of similar depth and length drilled in Lea and Roosevelt Counties.
- 23. Riley requests overhead and administrative rates of \$7,000 per month while the well is being drilled and \$700 per month while the well is producing. These rates are fair and are comparable to the rates charged by Riley and by other operators in the vicinity. They are also the rates set forth in the Joint Operating Agreement for the HSU. Riley further requests that the rates be adjusted periodically in accordance with the COPAS Accounting Procedure.
  - 24. Riley requests that it be designated the operator of the well.

25. Riley also requests that a 200% risk charge be assessed against the uncommitted interests if they are non-consenting working interest owners.

26. The attached exhibits attached were either prepared by me or under my supervision, or were compiled from company business records.

27. In my opinion, the granting of Riley's application would serve the interests of conservation, the prevention of waste, and the protection of correlative rights.

28. I understand that this Self-Affirmed Statement will be used as written testimony in this case. I affirm that my testimony in paragraphs 1 through 27 above is true and correct and is made under penalty of perjury under the laws of the State of New Mexico. My testimony is made as of the date handwritten next to my signature below.

/s/ Ty Edelen
Ty Edelen

July 7, 2020 Date

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

APPLICATION OF RILEY PERMIAN
OPERATING CO., LLC FOR COMPULSORY POOLING,
LEA AND ROOSEVELT COUNTIES, NEW MEXICO

Case No. 21332

#### APPLICATION

Pursuant to NMSA § 70-2-17, Riley Permian Operating Co., LLC ("Riley") applies for an order pooling all uncommitted mineral interests in the San Andres formation in a 240-acre, more or less, standard horizontal spacing unit comprised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County, New Mexico. In support of its application, Riley states the following.

- Riley (OGRID No. 372290) is a working interest owner in the proposed horizontal spacing unit and has the right to drill a well thereon.
- 2. The horizontal spacing unit will be dedicated to the Torino 4-33 #3H well, which will be horizontally drilled from a surface location in Unit D in Section 9, Township 9 South, Range 34 East in Lea County to a bottom hole location in Unit L in Section 33, Township 8 South, Range 34 East in Roosevelt County.
  - 3. The completed interval for the well will be orthodox.
- 4. Riley has undertaken diligent, good-faith efforts to obtain voluntary agreements from all mineral interest owners to participate in the drilling of the well but has been unable to obtain voluntary agreements from all of the mineral interest owners.
- 5. The pooling of all uncommitted mineral interests in the San Andres formation underlying the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the

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RILEY PERMIAN

Exhibit A-1

W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County will avoid the drilling of unnecessary wells, prevent waste, and protect correlative rights.

 In order to allow Riley to obtain its just and fair share of the oil and gas underlying the subject lands, all uncommitted mineral interests in the horizontal spacing unit should be pooled.

WHEREFORE, Riley requests that this application be set for hearing on July 9, 2020 and that, after notice and hearing, the Division enter an order:

- A. Pooling all uncommitted mineral interests in the San Andres formation underlying the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County;
  - B. Designating Riley as the operator of the Torino 4-33 #3H well;
- C. Authorizing Riley to recover its costs of drilling, equipping, and completing the Torino 4-33 #3H well and allocating the costs among the well's working interest owners;
- D. Approving the actual operating charges and costs of supervision during drilling and after completion, together with a provision for adjusting the rates pursuant to the COPAS accounting procedure; and
- E. Imposing a 200% penalty for the risk assumed by Riley in drilling and completing the Torino 4-33 #3H well against any mineral interest owner who does not voluntarily participate in the drilling of the well.

Respectfully submitted,

HINKLE SHANOR LLP

Dana S. Hardy P.O. Box 2068

Santa Fe, NM 87504-2068 Phone: (505) 982-4554

Facsimile: (505) 982-8623 dhardy@hinklelawfirm.com

Counsel for Riley Permian Operating Co., LLC

Ty C. Edelen

1333 High Ridge Dr. • Blanchard, OK 73010 acecole3@gmail.com • Cell: (405) 513-2512

# Case No. 21332 RILEY PERMIAN Exhibit A-2

#### PETROLEUM LANDMAN

Motivated team player, who eagerly accepts new challenges, is adaptable and flexible in new situations, effectively meets deadlines, and is committed to a professional standard of performance. Eager to utilize competitive nature, communicative skills and business experience for a team that welcomes ideas, initiative and integrity.

Leadership/Teamwork	<ul> <li>Negotiating/Communication</li> </ul>	<ul> <li>Leasing/Title/HBP</li> </ul>
Microsoft Office proficiency	<ul> <li>Management of personnel and project completion</li> </ul>	Field Landman Experience
Easements/Rights of Way	<ul> <li>Contracts/Agreements</li> </ul>	<ul> <li>Permitting/Encroachments</li> </ul>

#### PROVEN METHODOLOGY:

- Effectively utilized interpersonal skills, organizational skills, and industry knowledge to meet land department deadlines associated with leasehold acquisitions, multi-rig schedules, multi-million dollar right of way acquisition and surface use/ damage settlement projects
- Proficient at developing and implementing project plans based on budgets, market trends and company or client demands
- Utilized industry expertise to effectively convey proposals through presentations, negotiate deals and complete projects
- Ensured company and/or client representation and satisfaction was given highest attention and priority
- Team player who also works well independently, encompassing energy, honesty, integrity, organization and a dedication to quality work

#### ACHIEVEMENTS:

- Baseball Scholarships received from Seward County Community College, University of Texas-Arlington, Southern Nazarene University
- All-Conference Selection 1997-98: 99-2000

#### EXPERIENCE

Sr. Landman Landman

Riley Exploration - Permian, LLC Riley Exploration Group, Inc.

01/2017-Present 06-2015-12/2016

- Coordinate daily tasks associated with the continued development of Permian assets within guidelines of a quarterly budget
- Direct lease negotiations between the property owner and broker/field agent in order to gain increased position in asset
- Coordinate the title efforts between broker and attorney in order to provide timely Title Opinions prior to spud and production
- Prepare agreements and contracts that satisfy requirements relating to right of way, drilling, completion, facility and operations
- Negotiate Joint Operating Agreements and acreage trades with other leasehold and working interest owners
- Assist other land personnel in their efforts to ensure proper maintenance of lease obligations, requirements and additional agreement data utilizing land software systems
- Work together with management and team members in other disciplines to plan operational infrastructure and acquire acreage for facilities, pipelines and electrical lines to accommodate producing leasehold
- Work with Geology and Engineering personnel to develop single and multi-rig schedules based on combined information related to land obligations, subsurface science data and operational infrastructure
- Negotiate Gas Purchase Agreements and work closely with Permian midstream companies to ensure efficient use of acquired property and synergies exist between companies and property owners
- Direct survey companies in their efforts to obtain proper plats/maps/sketches of well locations, pipeline/electric line routes, facility infrastructure
- Gather and prepare pertinent data and obtain the necessary permits relating to the operations involving governmental/environmental agencies and railroad/utility companies

#### Mid-Continent

- Managed title due diligence tasks for A&D department including current leasehold/working interest reports, maps & power point presentations
- Implemented and maintained workover schedule for numerous wells in ~20k acre Mid-Continent Asset
- Communicated with other operator and non-operator partners concerning new well proposals, trade agreements, workovers and P&A proposals through completion of each project
- Helped lead and complete due diligence efforts required for divestiture of Mid-Continent asset

#### Right of Way Acquisition & Surface Use Coordinator

- Responsible for coordinating the Mid-Continent acquisition of over 70 miles of multi-line pipeline easements and facility locations at an average of <\$25k per mile prior to production phase of well; 55 miles of electrical easements averaging <\$7.5k per mile; 90 single and/or multi well locations all being prior to scheduled spud dates
- Ensure all surface use and right of way objectives are met for capital projects while assisting and supervising field agents, field landmen, survey companies and field associates.
- Prepare agreements and contracts that satisfy requirements relating to right of way, drilling, completion, facility and operations
- Locate and gather data from printed and visual (e.g., photographs, maps, surveys) sources in order to obtain information used to determine surface locations, pipeline routes, etc.
- Direct survey companies in their efforts to obtain proper plats/maps/sketches of well locations, pipeline/electric line routes, facility areas
- Direct leasing efforts and negotiations between the property owner and broker/field agent in order to facilitate the project's completion. Negotiate agreements with oil and gas companies, government agencies, railroads, utilities, counties, cities and municipalities in order to insure that adjustments of proposed lease agreements, construction/maintenance projects are reasonable, adequate, and in compliance with company objectives and associated standards and policies.
- Gather pertinent data and obtain permits relating to the operations involving government/environmental/railroad/utility companies. Create databases and document all phases of the right of way acquisition and surface use in order to indicate the status of the acquisitions, property management, title and closing by recording all conveyance and title instruments, writing various narrative reports, and filing data and materials gathered into parcel and project files.

#### Founder/Volunteer

#### The Googlehopper Foundation

10/08-Current

Working directly with the President of the Googlehopper Foundation to coordinate special fundraising events that allow us to stay dedicated to helping childhood cancer patients and their families to endure and overcome the daily physical, emotional and financial effects this disease has on a child and his/her family.

#### Project Manager: Right of Way Acquisition & Surface Damage Settlements

07/09-11/12

- Responsible for managing over a thousand miles of pipeline and electrical right of way acquisitions and numerous acres of surface projects for multiple clients in the E&P, Midstream and Electrical industries situated over areas across the Permian and Mid-Continent regions
- Examine surface title, locate and gather data from printed and visual (e.g., photographs, maps, surveys) sources in order to obtain information used in estimating the market value or in the acquisition of the title of the property.
- Work closely with Survey Company to inform of proposed pipeline/electric line routes, well locations and potential obstructions or deviations from original plan; Monitor progress and efficiency of Survey Company to produce detailed survey plats
  - Serve as a liaison between the property owner and Client Company in order to facilitate the project's completion
  - Prepare and/or revise contracts in order to purchase property rights in conformance with the project's plans
- Create databases and document all phases of the right of way acquisition in order to indicate the status of the acquisitions, property management, title and closing by recording all conveyance and title instruments, writing various narrative reports, and filing data and materials gathered into parcel and project files.
  - Gather pertinent data relating to railroads/utilities companies affecting potential lands involved in project
- Negotiate agreements with railroads, utilities, counties, cities and municipalities in order to insure that adjustments resulting from proposed highway construction/maintenance projects are reasonable, adequate, and in compliance with associated standards and policies

#### Manager - Mineral Title & Lease Acquisition:

07/07-07/09

- Manage work flow of client's land projects from the beginning cursory title efforts through leasing, drilling and production phases of well.
- Management of the client company land budgets associated with the work provided by field landmen, leasing agents and lease bonus payments from Lease/Right of Way/Mineral acquisitions and amendments.
- Extensive title experience including curative in Oklahoma, Texas and Kansas involving research of the official public records in a
  County Clerk's office and Federal lands to compile a "chain of title" and examination of surface and/or mineral rights.
- Efficient and accurate in the completion of due diligence projects needed for company A&D projects and ownership reports involving sections that are held by production.
- Extensive experience in lease acquisition with a strong ability to negotiate details of lease contracts and mineral purchases or settle damages with land owners.
- Preparing numerous wells for drilling while adhering to Texas Railroad Commission and Oklahoma Corporation Commission policies and standards.
- Ordering and updating Division Orders and DOTO's
- Review and analyze various contracts such as OGL's, JOA's, well proposals and pooling elections as well as various addendums and clauses associated with each contract.
- Testified before the Oklahoma Corporation Commission for unit spacings, poolings, well location exceptions, emergency applications and protested hearings.

#### Sales Representative/Consultant

#### John Deere Golf and Turf, Ft. Worth, TX

03/05-07/07

04/03-02/05

Service a territory of existing and potential customers in the golf course turf care industry by selling products and building professional, trustworthy relationships with customers; Examine arbor and turf grass areas on golf courses affected by disease pressure, insect damage and other environmental issues; Make recommendations for cultural or chemical treatment of affected areas based on experience, scientific knowledge and research.

#### 2<sup>nd</sup> Assistant Superintendent

#### The Greens Golf & Racquet Club, Oklahoma City, OK

Involved in approval meetings of annual golf course maintenance budget. Responsible for implementation of maintenance plan through supervision of a crew of laborers and participation in working together to maintain golf course grounds through cultural procedures, pesticide and fertilizer applications and proper irrigation techniques. Coordinated and participated in aesthetic improvement projects.

#### MEMBERSHIPS/CERTIFICATION/EDUCATION

RPL Certification
Member AAPL, OCAPL, IRWA

September 2014

BS Degree: Marketing/Finance AS Degree: Turf Management

Southern Nazarene University, Oklahoma City, OK Oklahoma State University, Oklahoma City, OK December 2000 December 2005

					1	1	23	30	29	28	27	26	25	30	29	28	*
_	LEGEND  TORINO 4-33 3H  PROPOSED HSU		34	35	36	31	32	33	34	35	36	31	32	33	34		
		TY LINE		4	3	2	1	6	5	4	3	2	1	6	5	4	3
11	12	7	8	9	10	11	12	7	В	9	Ro	os	e <sub>2</sub> V	e,It	8	9	10
14	13	18	17	16	15	14	13	18	17	16	15	14	13	16	17	16	15
23	hac	19	20	8S 21	33E-	23	24	19	20	8S 21	34E-	23	24	19	20	8S 21	35E
26	25	30	29	28	27	26	25	30	29	26	27	26	25	30	29	28	27
35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34
2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3
11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10
14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15
23	24	19	20	9S	33E -	23	24	19	20	9S 21	34E	23	24	19	20	9S 21	35E 22
6	25	30	29	25	27	26	25	30	29	28	27	26	25	30	29	-	1
	36	31	32	33	34	35	36	31	32	33	34	35	<b>8</b> 9	31	32	RIL	Annual Property lies and Publishers
	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5		4-33 3H
	12	7	8	108	33E	11	12	7	8							-	199

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RILEY PERMIAN
Exhibit A-3

District I 1625 N. French Dr., Hobbs, NM 88240 Phone: (575) 393-6161 Fax: (575) 393-0720 District II 811 S. First St., Artesia, NM 88210 Phone: (575) 748-1283 Fax: (575) 748-9720 District III 1000 Rio Brazos Road, Aztec, NM 87410 Phone: (505) 334-6178 Fax: (505) 334-6170 District IV 1220 S. St. Francis Dr., Santa Fe, NM 87505

Phone: (505) 476-3460 Fax: (505) 476-3462

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

Case No. 21332

RILEY PERMIAN

Exhibit A-4

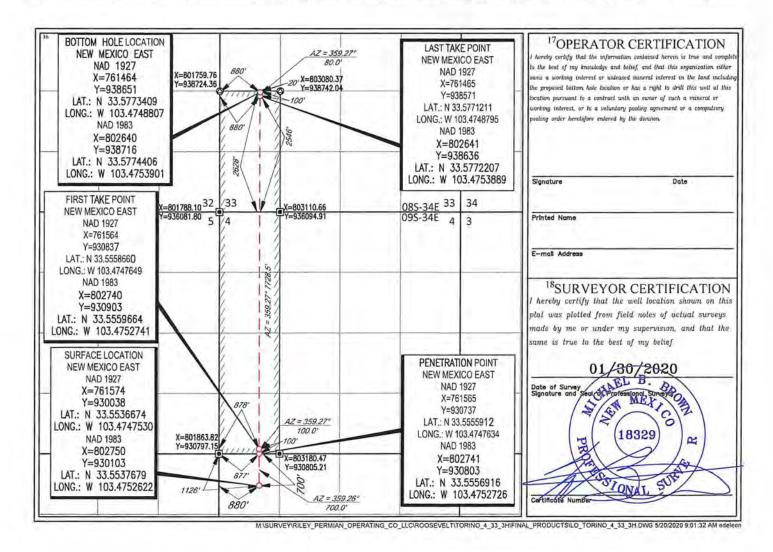
ppropriate

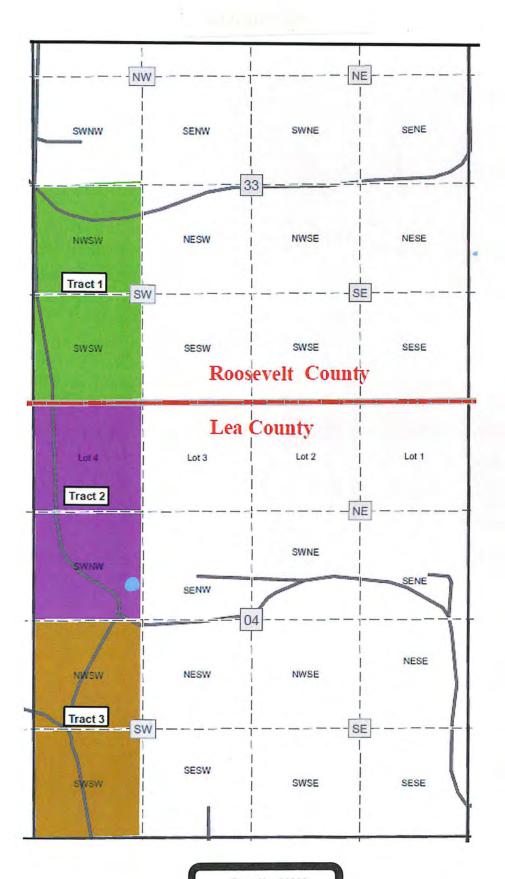
District Office

AMENDED REPORT

			WELL LO	CATION	AND ACRE	AGE DEDICA	TION PLAT	•				
	API Number	per <sup>2</sup> Pool Code				<sup>3</sup> Pool Name						
<sup>4</sup> Property C	Code	<sup>5</sup> Property Name TORINO 4-33										
<sup>7</sup> OGRID	<sup>7</sup> OGRID No.		RIL		*Operator Name RILEY PERMIAN OPERATING CO, LLC							Elevation 4285'
					10 Surface Loc	ation		,				
UL or lot no.	Section 9	Township 9-S	Range 34-E	Lot Idn	Feet from the 700'	North/South line NORTH	Feet from the 880'	East/West line WEST	LEA			
			11Be	ottom Hole	Location If Di	fferent From Surf	ace					
UL or lot no.	Section 33	Township 8-S	Range 34-E	Lot Idn	Feet from the 2628'	North/South line SOUTH	Feet from the 880'	East/West line WEST	ROOSEVELT			
<sup>12</sup> Dedicated Acres 240	<sup>13</sup> Joint or J	nfill 140	Consolidation Code	15Order	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.





Case No. 21332

RILEY PERMIAN

Exhibit A-5

Tract 1 (W/2 SW/4 Sec. 33, T8S-34E, being 80.065 Acres)

Owners	Type	Ownership	Status
LFN Cone Properties, LLC	Mineral Interest	2.5000%	Leased
Richard Alan Miller, as his sole and separate property	Mineral Interest	4.1667%	Leased
Brad E. Miller, as his sole and separate property	Mineral Interest	4.1667%	Leased
Jon Chris Miller, as his sole and separate property	Mineral Interest	4.1667%	Leased
Linda Ann Miller, a single woman	Mineral Interest	12,5000%	Leased
Pamela O. Stoker	Mineral Interest	12.5000%	Leased
Susan Stanton	Mineral Interest	12.5000%	Leased
Jim Elyce Wade, Trustee of the Family Trust	Mineral Interest	12.5000%	Leased
created by the Charles and Jim Elyce Wade Revocable Trust Agreement dated July 20, 2008			
Charles L. Smith, as his sole and separate property	Mineral Interest	6.2500%	Leased
Stephen W. Smith, as his sole and separate property	Mineral Interest	6.2500%	Leased
Cathie Cone McCown	Mineral Interest	2.5000%	Pool
Kenneth G. Cone	Mineral Interest	2.5000%	Pool
Metcalfe Oil LP	Mineral Interest	0.0250%	Pool
BDT Oil & Gas, LP	Mineral Interest	0.0500%	Pool
Grassland Energy, LP	Mineral Interest	0.0250%	Pool
Finley Production Co., LP	Mineral Interest	1.5667%	Pool
Tom R. Cone	Mineral Interest	2.5000%	Pool
Auvenshine Children's Trust	Mineral Interest	2.5000%	Pool
Billy Glenn Spradlin	Mineral Interest	0.4125%	Commit
The Long Trusts	Mineral Interest	9.5875%	Pool
Randy Lee Cone	Mineral Interest	0.8333% 100%	Pool
Riley Exploration-Permian, LLC	Working Interest	69.7500%	

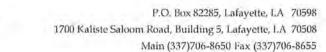
<u>Tract 2</u> (Lot 4, SW/4 NW/4 Sec. 4, T9S-34E, being 80.065 Acres)

Owner	Type	Ownership	Status
Charlene E. Allmon, a single woman	Mineral Interest	2.7778%	Leased
Wesley Alan Dunn, as his sole and separate property	Mineral Interest	0.9259%	Leased
Ronald Clark Dunn, as his sole and separate property	Mineral Interest	0.9259%	Leased
Mark Henry Denton, as his sole and separate property	Mineral Interest	0.9259%	Leased
Robert Dale Tinker, as his sole and separate property	Mineral Interest	0.6945%	Leased
Kenneth Terrell Tinker, as his sole and separate			Leased
property	Mineral Interest	0.6944%	
Randy George Tinker, as his sole and separate property	Mineral Interest	0.6944%	Leased
Terry Tinker, as his sole and separate property	Mineral Interest	0.3472%	Leased
Lora Lee Tyson, as her sole and separate property	Mineral Interest	0.3472%	Leased
Judy Van Gilder	Mineral Interest	3.6458%	Leased
Robert Dale Evans	Mineral Interest	6.2500%	Leased
Anita Rose Evans	Mineral Interest	2.0834%	Leased
Loretta Mildred Wilson, as her sole and separate			
property	Mineral Interest	1.5625%	Leased

Thomas IIII as fractally and assessed assessed	A Company of the Comp	1.57050/	Leased
Theresa Hill, as her sole and separate property	Mineral Interest	1.5625%	Leased
Dixie Eileen Mathews	Mineral Interest	1.5625%	070.1717
Chisos, Ltd.	Mineral Interest	6.2500%	Leased
Black Shale Minerals, LLC	Mineral Interest	6.2500%	Leased
Elliott Industries	Mineral Interest	12.5000%	Leased
Elliott-Hall Company Limited Partnership	Mineral Interest	12.5000%	Leased
Redmark, LLC	Mineral Interest	2.6786%	Leased
Apache Corporation	Mineral Interest	12.5000%	Commit
Susan Nordan (widow of Royce Nordan)	Mineral Interest	0.8929%	Pool
Donald Marshall Markham and wife, La Donna Rieger Markham, Trustees of the Donald Marshall Markham Family Trust created by instrument dated the 12th day of April 1995 Clarence Richard Markham and wife Joyce Stanley Markham, Trustees of the Clarence Richard Markham Family Trust created by trust instrument dated the 12th day of April, 1995	Mineral Interest  Mineral Interest	1.7858% 1.7857%	Leased
Albert David White, Jr., as his sole and separate	* *************************************		
property	Mineral Interest	3.5714%	Leased
Hasson Properties, LLC	Mineral Interest	1.7857%	Leased
Chaco Properties, LLC	Mineral Interest	1.7857%	Leased
James Russell Proctor, as his sole and separate property	Mineral Interest	1.7857%	Leased
William R. Proctor, as his sole and separate property	Mineral Interest	1.7857%	Leased
Bill J. Markham and Rosemarie Markham, Co-Trustees of the Bill J. Markham Estate Trust dated May 21, 1986	Mineral Interest	7.1429% 100%	Leased
Riley Exploration-Permian, LLC	Working Interest	84.6596%	

<u>Tract 3</u> (W/2 SW/4 of Sec. 4, T9S-R34E, being 80.065 Acres)

<u>Owner</u>	Type	Ownership	Status
Jerry Wayne Lemmon	Mineral Interest	18.7500%	Leased
Veda Mae Rives	Mineral Interest	31.2500%	Leased
Meda Rae Rives	Mineral Interest	31.2500%	Leased
Sidney Robert Lemmon	Mineral Interest	4.6875%	Leased
John W. Lemmon	Mineral Interest	4.6875%	Leased
George W. Lemmon	Mineral Interest	4.6875%	Leased
Beverly G. Daniel	Mineral Interest	1.5625%	Leased
EMT, LLC	Mineral Interest	1.5625%	Leased
Heirs or Devisees of Ella B. Lemmon, a single woman,			
Deceased	Mineral Interest	1.5625%	Leased
		100%	
Riley Exploration-Permian, LLC	Working Interest	90.3125%	





May 21, 2020

Via: Certified Mail Return Receipt Requested

Apache Corporation 303 Veterans Airpark Lane Suite 1000 Midland, TX 79705

Re: Torino 4-33 3H Well

W/2 W/2 of Section 4, Township 9S, Range 34E, Lea County, New Mexico and W/2 SW/4 of Section 33, Township 8S, Range 34E, Roosevelt County, New Mexico

#### Dear Interest Owner:

Please be advised that on March 23, 2020 Riley Exploration - Permian, LLC ("Riley") proposed the drilling of a horizontal well to the San Andres formation in the W/2 of Section 4, Township 9 South, Range 34 East, Lea County, New Mexico and SW/4 of Section 33, Township 8 South, Range 34 East, Roosevelt County, New Mexico ("the Well"). Contained within that proposal was a plat depicting the proposed location of the Well and the Unit, being a 480-acre unit. It is the intent, through this letter, that Riley revise said proposal so as to amend the lands covered by said unit and attach a corrected plat reflecting those lands.

Therefore, Riley does hereby propose the subject horizontal well to be drilled to the San Andres formation in the W/2 W/2 of Section 4, Township 9 South, Range 34 East, Lea County, New Mexico and W/2 SW/4 of Section 33, Township 8 South, Range 34 East, Roosevelt County, New Mexico ("the Well"). Attached for your review is a revised plat depicting the proposed location of the Well and the Unit, as well as an Authorization for Expenditure ("AFE") showing a projected cost summary for the Well.

Based on a title examination, we understand that you may own an interest that may be affected by the Well and the Unit; therefore, Riley Exploration - Permian, LLC, hereby requests your participation in the drilling of the Well and the Unit by offering the following options for your consideration:

• Agree to Participate. You agree to participate in the cost and risk of the well by agreeing to pay your proportionate share of the actual cost to drill, complete, and operate the well. You agree to execute and return the enclosed AFE. You agree to execute and return an Operating Agreement (A.A.P.L. 610 - 1989 Model Form), which we will prepare and submit for your review and acceptance. The Operating Agreement will include, among other terms and conditions, the following: (1) A 200% / 500% non-consent penalty; (2) a prepayment provision (advanced billing) which provides that all actual costs must be pre-paid within twenty (20) days of the receipt of such request to pay (unless a drilling rig is on location) or said owners shall be subject to the Operator's right and remedies under the Operating Agreement and applicable law; (3) and a 2005 COPAS Accounting Procedure providing for a monthly fixed overhead rate per well equal to \$7,000.00 for a drilling well and \$700.00 for a producing well. The estimated cost to drill, test, complete and equip the Well is approximately \$4,604,300.00. The Well's total estimated dry hole cost is

Case No. 21332

RILEY PERMIAN

Exhibit A-6

approximately \$1,263,300.00. Please note that these costs are estimates only and should you agree to participate in the well, you shall be responsible and agree to pay for your proportionate share of all of the actual costs incurred.

- Agree to Lease. If you elect not to participate in the drilling of said well, Riley Exploration –
  Permian, LLC request to lease your mineral interest in the proposed well unit on the following
  terms: \$250/nma, 3-Year Primary Term, 18.75% Royalty. Upon your selection of this option,
  we will prepare a lease for your review and acceptance.
- Choose to Not Participate or Lease. Riley Exploration Permian, LLC plans to pursue compulsory pooling for the Unit with the New Mexico Oil Conservation Division ("OCD"). Riley Exploration Permian, LLC will request the OCD compulsory pooling of all non-consenting owners in the Unit with alternate risk charges as provided by the applicable statutes of the State of New Mexico. This will apply to those who have chosen to not participate or who have not responded to this letter.

On the attached election page, please indicate your election of either to participate or not to participate in the drilling of this well and return one (1) copy of this letter to the undersigned at the letterhead address using the enclosed self-addressed, stamped envelope.

Please acknowledge your election by signing and indicating your chosen option on the attached election page and returning one original of this letter to the attention of the undersigned at the letterhead address in the enclosed self-addressed and stamped envelope. Since time is of the essence in preparation to drill the Well, if you have not promptly responded in writing, Riley Exploration - Permian, LLC will consider you a non-consenting owner who does not agree to participate, to farmout or lease and will proceed with compulsory pooling of your interest.

Should you have any questions regarding this matter, please do not hesitate to contact the undersigned at (405) 315-2738 or via email at dgagliardi@penterraservices.com.

Sincerely,

PENTERRA SERVICES, LLC

Drew Gagliardi, RPL

As Agent for Riley Exploration - Permian, LLC

Enclosures

#### ELECTION

PLEASE SELECT ONE OPTION.
I agree to PARTICIPATE in the Well under the terms and conditions stated in the foregoing letter under the option entitled "Agree to Participate". (Enclosed is an approved copy of my AFE relating to the Well). I hereby contractually agree to pay my pro-rata share of the actual cost to drill the Well.
I agree to LEASE my unleased mineral interest in the Unit under the terms and conditions stated in the foregoing letter under the option entitled "Agree to Lease".
I choose to NOT PARTICIPATE OR LEASE my unleased mineral interest in the Unit under the terms and conditions stated in the foregoing letter, and I acknowledge that Riley Exploration - Permian, LLC may pursue compulsory pooling of my interest.
Acceptance of any of the above options constitutes a binding contract between the parties hereto for valid and sufficient consideration.
Executed this day of, 2020.
(Signature)
(Signature)

(Printed Name)

District 1
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720
District II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1283 Fax: (575) 748-9720
District III
1000 Rio Brazos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

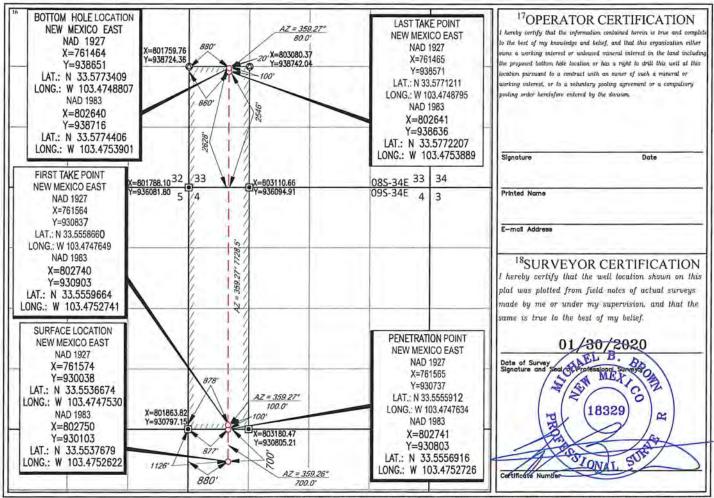
# State of New Mexico Energy, Minerals & Natural Resources Department OIL CONSERVATION DIVISION 1220 South St. Francis Dr. Santa Fe, NM 87505

FORM C-102 Revised August 1, 2011 Submit one copy to appropriate District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT API Number Property Code Property Name Well Number TORINO 4-33 3HOGRID No. Operator Name Elevation RILEY PERMIAN OPERATING CO, LLC 4285 <sup>10</sup>Surface Location UL or lot no. Feet from the North/South line Feet from the East/West line County Township Range Lot Idr D 9 9-S34-E700 NORTH 880 WEST LEA <sup>11</sup>Bottom Hole Location If Different From Surface UL or lot no. Feet from the North/South line Feet from the East/West line Section Township Rang Lot Id 880 33 8-S 34-E 2628 SOUTH WEST ROOSEVELT  $_{\rm L}$ 12 Dedicated Acres Consolidation Code Order No. 240

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.





#### **AUTHORITY FOR EXPENDITURE**

Riley Permian Operating Company WELL NAME & NUMBER Torino 4-33 3H

STATE Lea NM LOCATION 9-9S-34E

AFE NO.

DATE

20DC0006 1/31/2020 FIELDPROSPECT

14,000 5,163 8,600

Milnesand West San Andres

CLASSIFICATION

9-9S-34E					_					Developme				
		F . T . S					DR	LLI	NG	CON	PLE	ETION		
		INTANG	SIBLES				ACCOUNT		AMOUNT	ACCOUNT		AMOUNT		TOTAL
Permits & Surveys						-	850,010	S	8.000	1			\$	8.00
Drilling Title Opinion							850.020	5	50,000				s	50.00
Location & Roads		Loc	Road, Pit F	Parlamating			850.030	S	80,000	855,030	s	10,000	s	90,00
Insurance & Bonds		LOC	, Road, Fit P	reciamation			850.030	5	4,000	855,040	S	10,000	S	4,00
								5		055,040	9			
Rig Mobilization							850.050	17	150,000				S	150,00
	14 days @	\$15500/day	/				850.060	5	217,800	855.060	S	31,000	S	248,80
Bits							850.090	5	27,000				\$	27,00
Directional Services							850.095	\$	125,000				S	125,00
Mud & Chemicals							850.100	S	55,000				\$	55,00
Solids Control Services							850.105	\$	60,000				\$	60,00
Fuel & Power	1500 gal/da	y @ \$2.50/	gal C	oil Tubing/5	Snubbing		850.110	S	52,500	855.110	S	200,000	\$	252,50
Water - Fresh							850.120	S	10,000	855,120	5	210,000	S	220,00
Water - Brine							850.125	S	17,000	0.000			S	17,00
Cementing Services							850,130	5	26,000	855,130	s	79,000	5	105,000
Casing Hardware							850,135	S	3,000	855.135	s	18,000	s	21,000
Open Hole Logs			Comet	etion Fluids			850.140	S	0,000	855,140	S	3,000	S	3,000
Cased Hole Logs			Compi	- ion r juid:			850.145	S	- 3	000.140	3	3,000	S	3,000
							850.150	S	12.000				S	12.000
Mud Logging							850,150	5	10-11-11-11	855,180	s	84,000	5	110,000
Surface Equip Rentals							2000000		26,000					
Downhole Equip Rentals							850.185	\$	40,000	855,185	5	60,000	\$	100,000
Transportation							850.190	\$	8,500	855,190	5	10,000	S	18,500
Living Quarters							850.200	\$	15,000	855.200	5	0.7	\$	15,000
Contract Services							850,210	S	35,000	855.210	\$	107,000	\$	142,000
Tubular Inspections							850.215	S	8,000	855.215	S		S	8,000
On-Site Supervision							850.225	S	50,000	855.225	5	41,000	\$	91,000
Payroll-Technical Svc							850,245	S		855,245	S	5,000	\$	5,000
Supplies & Materials							850,260	S	1,500	855,260	S		S	1,500
Surface Damages							850.280	S	25,000	4.836204			S	25,000
Fluid Haul & Disposal							850.290	S	80,000	855,290	s	30,000	s	110,000
Overhead							850,300	S	3,000	855.300	S	5,000	s	8,000
Completion Unit							000.000	9	5,000	855,310	5	12,000	s	12,000
										855.325	S	139,000	S	139,000
Cased Hole Wireline		n/ n	water.		423						5			
Fracturing	360	Stage Sp	acing		24	Stages				855.350	-	956,000	S	956,000
Flowback Services						and the same and				855,380	S	38,000	\$	38,000
					TOTAL IN	TANGIBLES			1,189,300		\$	2,038,000	\$	3,227,300
		TANG	BLES				DRI	LLI	NG	CON	PLE	TION		TOTAL
		SIZE	WEIGHT	GRADE	Cost/Ft.	LENGTH	ACCOUNT	1	AMOUNT	ACCOUNT		AMOUNT		
Conductor Pipe		16				90	860,010	S	19,500				5	19,500
Surface Casing		9 5/8	36.0	J-55	22.19	2.270	860,020	S	50,000				s	50.000
Production Casing		7	32.0	L-80	23,38	5,000		1	20,000	865,040	5	117,000	s	117,000
Production Casing		5 1/2	20.0	L-80	14.43	8,000				865.040	S	115,000	s	115,000
Production Tubing		2 7/8	6.5	J-55	4.55	5,000				865.120	S	23,000	S	23,000
The state of the s		2 /18	0.0	3-55	4.55	5,000					S			
Flowline & Connectors						-		1.	1.000	865.250		8,000	\$	8,000
Casing Head Spools							860.050	S	4,500	865.050	S	14,000	S	18,500
Production Tree										865,100	5	16,000	S	16,000
Tubing Head									7	865,130	\$	12,000	\$	12,000
Other Downhole Equipm	ent	Cap Strin	ng							865.140	S	200,000	\$	200,000
Production Facility										865.200	S	540,000	\$	540,000
ESP - Surface Equipmen	nt									865,155	S	70,000	\$	70,000
Submersible Pumps										865,160	S	138,000	S	138,000
Electrical										865,270	5	50,000	s	50,000
					TOTAL	TANGIBLES		s	74,000	440.214	S	1,303,000	\$	1,377,000
						WELL COST		_	1,263,300		5	3,341,000	5	4,604,300
prepared by Monnie														

Charles Pope	EVP Ops & Eng		
Printed Name / Title		Signature	Date
Corey Riley	EVP New Ventures		
Printed Name / Title		Signature	Date
Kevin Riley	President		
Printed Name / Title		Signature	Date
Jeff Gutman	CFO		
Printed Name / Title		Signature	Date
Bobby Riley	coo		
Printed Name / Title		Signature	Date

#### TORINO 4-33 WELL PROPOSAL LETTER TRACKING

Updated: 7/3/2	020 KRS																						
STR	NAME	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	UNIT INTEREST (% of 240 ac)	UNIT NMA	Part. Lease	PROF	OSAL SENT	TRACKING	RETURN RECEIPT	RESCISSION SENT	TRACKING	RETURN RECEIPT	PROPOSAL RE-ISSUE (dated 3/23/2020)	TRACKING	RETURN RECEIPT	REVISED PROPOSAL (dated 5/21/2020)	TRACKING	RETURN RECEIPT	NOTES
																							Limited to 100' b/l base of SA:
																							Mutually agreeable form
4-95-34F F	lliott-Hall Company Limited Partnership	PO Box 1231		Oeden	IIIT	84402	0.0416667	10.0000000	<sub>Y</sub>	3/	11/2020	7018 1130 0000 4191 8239	3/24/2020	3/17/2020	7019 2280 0000 9165 5771	3/26/2020	3/24/2020	7019 2280 0000 9165 5979	4/27/2020	5/22/2020	7019 2280 0000 9165 6198	5/29/2020	IN-HAND
4 33 342 2	more rion company contect i di energing	1 0 00x 1231		Ogucii	0.	04402	0.0420007	10.0000000	_ ^		11/1010	70101130 0000 4131 0133	3/24/2020	3/1//2020	70131100 0000 3103 3771	3/20/2020	3/24/2020	7013 1100 0000 3103 3373	4/2//2020	3/22/2020	70131100 0000 3103 0130	3/23/2020	Limited to 100' b/l base of SA:
																							Mutually agreeable form
4-95-34F R	Black Shale Minerals, LLC	PO Box 2243		Longview	TX	75606	0.0208333	5,0000000	x	3/	11/2020	7018 1130 0000 4191 8260	4/1/2020	3/17/2020	7019 2280 0000 9165 5740	3/24/2020	3/24/2020	7019 2280 0000 9165 5993	3/30/2020	5/22/2020	7019 2280 0000 9165 6211	5/29/2020	IN-HAND
				8		10000					.,		74,000	4,4.,4444		7,2,7200	-,-,		-,,	5,22,2320		0,00,000	
4-95-34F A	spache Corporation	303 Veterans Airpark Lane	Suite 1000	Midland	TY	79705	0.0416667	10.0000000		3/	11/2020	7018 1130 0000 4191 8253	4/1/2020	3/17/2020	7019 2280 0000 9165 5733	3/31/2020	3/24/2020	7019 2280 0000 9165 6006	3/31/2020	5/22/2020	7019 2280 0000 9165 6228	5/29/2020	Agreed to lease. Strike warranty
4 33 342 7	pacific corporation	303 Veteraris Air park care	Suite 1000	IVIIGIGIIG	100	75705	0.0420007	20.0000000	_ ^		12/2020	70101130000041310133	4/2/2020	3/1//2020	70131100 0000 3103 3733	3/32/2020	3/24/2020	70131100 0000 3103 0000	3/32/2020	3/22/2020	7013 2100 0000 3103 0210	3/23/2020	Limited to 100' b/l base of SA;
																							Mutually agreeable form
4-9S-34E E	lliott Industries Limited Partnership	PO Box 1328		Santa Fe	NM	87504	0.0416667	10.0000000	x	3/	11/2020	7018 1130 0000 4191 8246	3/24/2020	3/17/2020	7019 2280 0000 9165 5764	3/26/2020	3/24/2020	7019 2280 0000 9165 5986	4/13/2020	5/22/2020	7019 2280 0000 9165 6204	6/1/2020	IN-HAND
	usan Nordan	11834 FM 1511		Buffalo	TX	75831	0.0029762	0.7142857			11/2020	7018 1130 0000 4191 8222	3/18/2020	3/17/2020	7019 2280 0000 9165 5757	4/1/2020	3/24/2020	7019 2280 0000 9165 5962	3/30/2020	5/22/2020	7019 2280 0000 9165 6181	-, ,	No reply
	athie Cone McCown	PO Box 658		Dripping Springs	TX	78620	0.0083333	2.0000000			6/2020	7019 2280 0000 9165 5597	3/24/2020	3/17/2020	7019 2280 0000 9165 5702	3/30/2020	3/24/2020	7019 2280 0000 9165 5863	4/27/2020	5/22/2020	7019 2280 0000 9165 6150	6/8/2020	No reply
	enneth G. Cone	c/o Cathie Cone McCown. Trustee	PO Box 658	Dripping Springs	TX	78620	0.0083333	2.0000000			6/2020	7019 2280 0000 9165 5498	3/24/2020	3/17/2020	7019 2280 0000 9165 5641	3/30/2020	3/24/2020	7019 2280 0000 9165 5948	4/27/2020	5/22/2020	7019 2280 0000 9165 6099	5/29/2020	No reply
	Metcalfe Oil LP	1308 Lake Street		Fort Worth	TX	76102	0.0000833	0.0200000			6/2020	7019 2280 0000 9165 5504	3/24/2020	3/17/2020	7019 2280 0000 9165 5719	3/26/2020	3/24/2020	7019 2280 0000 9165 5856	3/30/2020	5/22/2020	7019 2280 0000 9165 6167	5/29/2020	No reply
33-85-34E R	landy Lee Cone (OLD ADDRESS - JAY,OK)	PO Box 552		Jav	OK	74346	0.0055556	1.3333334		3.	6/2020	7019 2280 0000 9165 5511	RETURNED 4/1	3/17/2020	7019 2280 0000 9165 5658	N/A	3/24/2020	7019 2280 0000 9165 5955	N/A	N/A	N/A	N/A	Randy Cone moved to Alaska
33-8S-34E B	IDT Oil & Gas, LP	1308 Lake Street		Fort Worth	TX	76102	0.0001667	0.0400000		3	6/2020	7019 2280 0000 9165 5535	3/24/2020	3/17/2020	7019 2280 0000 9165 5634	3/26/2020	3/24/2020	7019 2280 0000 9165 5931	3/30/2020	5/22/2020	7019 2280 0000 9165 6082	5/29/2020	No reply
																							4/14 - Countered w/\$50, 3 yr.,
33-8S-34E G	Grassland Energy, LP	1308 Lake Street		Fort Worth	TX	76102	0.0000833	0.0200000		3,	6/2020	7019 2280 0000 9165 5542	3/24/2020	3/17/2020	7019 2280 0000 9165 5689	3/26/2020	3/24/2020	7019 2280 0000 9165 5894	3/30/2020	5/22/2020	7019 2280 0000 9165 6136	6/8/2020	20%; declined
33-8S-34E F	inley Production Co., LP	1308 Lake Street		Fort Worth	TX	76102	0.0052222	1.2533333		3,	6/2020	7018 2280 0000 9165 5559	3/24/2020	3/17/2020	7019 2280 0000 9165 5672		3/24/2020	7019 2280 0000 9165 5900	4/27/2020	5/22/2020	7019 2280 0000 9165 6129	5/29/2020	No reply
33-8S-34E T	om R. Cone	PO Box 400		Southwest City	MO	64863	0.0083333	2.0000000		X 3,	6/2020	7018 2280 0000 9165 5566	3/24/2020	3/17/2020	7019 2280 0000 9165 5665	3/24/2020	3/24/2020	7019 2280 0000 9165 5917	4/27/2020	5/22/2020	7019 2280 0000 9165 6112	6/1/2020	Election Rec'd 6/17
33-8S-34E A	Luvenshine Children's Trust	c/o Cathie Cone McCown, Trustee	PO Box 658	Dripping Springs	TX	78620	0.0083333	2.0000000		3,	6/2020	7018 2280 0000 9165 5573	3/24/2020	3/17/2020	7019 2280 0000 9165 5627	3/30/2020	3/24/2020	7019 2280 0000 9165 5924	4/27/2020	5/22/2020	7019 2280 0000 9165 6075		No reply
																							Election Received 3/17 (DNU-
																							Rescinded proposal)
																							Election Rec'd 6/30
33-8S-34E B	Silly Glenn Spradlin	29 Rim Road		Kilgore	TX	75662	0.0013750	0.3300000	X	3,	6/2020	7018 2280 0000 9165 5580	3/24/2020	3/17/2020	7019 2280 0000 9165 5726	3/30/2020	3/24/2020	7019 2280 0000 9165 5849	3/30/2020	5/22/2020	7019 2280 0000 9165 6174	6/1/2020	OGL SENT 7/1
																							4/30 - Countered \$1500/ac, 3
																							yr., 1/4; declined
			1																1		1		1
			1																				7/2 - Countereed \$500/ac, 2 yr.,
33-8S-34E T	he Long Trusts	118 S. Kilgore St.	1	Kilgore	TX	75663	0.0319583	7.6700000		3/	11/2020	7018 1130 0000 4191 8215	3/18/2020	3/17/2020	7019 2280 0000 9165 5696	3/23/2020	3/26/2020	7019 2280 0000 9165 6013	4/27/2020	5/22/2020	7019 2280 0000 9165 6143	6/8/2020	1/4 - declined
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EXHIBIT A-7 Application of Riley Permian Operating Co., LLC for compulsory pooling, Lea and Roosevelt Counties, New Mexico. Applicant seeks an order pooling all uncommitted mineral interests in the San Andres formation in a 240-acre, more or less, standard horizontal spacing unit comprised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County, New Mexico. The horizontal spacing unit will be dedicated to the Torino 4-33 #3H well, which will be horizontally drilled from a surface location in Unit D in Section 9, Township 9 South, Range 34 East in Lea County to a bottom hole location in Unit L in Section 33, Township 8 South, Range 34 East in Roosevelt County. The completed interval for the well will be orthodox. Also to be considered will be the costs of drilling and completing the well and the allocation of the costs, the designation of Riley Permian Operating Co., LLC as the operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well is located approximately 8 miles west of Crossroads, New Mexico.

Case No. 21332
RILEY PERMIAN
Exhibit A-8



#### HINKLE SHANOR LLP

ATTORNEYS AT LAW PO BOX 2068 SANTA FE, NEW MEXICO 87504 505-982-4554 (FAX) 505-982-8623

WRITER

Dana S. Hardy, Partner dhardy@hinklelawfirm.com

June 16, 2020

#### VIA CERTIFIED MAIL

Apache Corporation 303 Veterans Airpark Lane, Suite 1000 Midland, TX 79705

> Re: Riley Permian Operating Co., LLC NMOCD Application

Dear Sir or Madam:

Enclosed is a copy of an application for compulsory pooling that Riley Permian Operating Co., LLC ("Riley") has filed with the New Mexico Oil Conservation Division ("the Division"). Riley's application (Case No. 21332) seeks an order pooling all uncommitted mineral interests in in the San Andres formation in a 240-acre, more or less, standard horizontal spacing unit comprised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Roosevelt County, New Mexico. The horizontal spacing unit will be dedicated to the Torino 4-33 #3H well.

During the COVID-19 Public Health Emergency, state buildings are closed to the public and hearings will be conducted remotely. The hearing will be conducted on July 9, 2020 beginning at 8:15 a.m. To participate in the electronic hearing, see the instructions posted on the Division's Hearings website: http://www.emnrd.state.nm.us/OCD/hearings.html. Apache Corporation ("Apache") is not required to attend the hearing, but as an owner of an interest that may be affected by Riley's application, it may appear at the hearing and present testimony. If Apache does not appear at that time and become a party of record, it will be precluded from contesting the matter at a later date.

A party appearing in a Division case is required by the Division's Rules to file a Pre-Hearing Statement, which in this matter must be filed no later than Thursday, July 2, 2020. The Pre-Hearing Statement must be filed with the Division and should include: the name of the party and the party's attorney; a concise statement of the case; the name(s) of the witness(es) the party will call to testify at the hearing; the approximate amount of time the party will need to present the party's case; and an identification of any procedural matters that need to be resolved prior to the hearing. The Pre-Hearing Statement must also be provided to me.

Thank you for your attention to this matter.

Enclosure

PO BOX 1720 575-622-6510 (FAX) 575-746-6316

PO BOX 2068 SANTA FE, NEW MEXICO 87504 505-982-4554 (FAX) 505-982-8623

7601 JEFFERSON ST NE . SUITE 180 ALBUQUERQUE, NEW MEXICO B7109 505-858-8320 (FAX) 505-858-8321

Case No. 21332 RILEY PERMIAN xhibit A-9

PO BOX 10 ROSWELL, NEW MEXICO 85202 575-622-6510 (FAX) 575-623-9332

ARTESIA, NEW MEXICO 88211

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul> <li>Complete items 1, 2, and 3.</li> <li>Print your name and address on the reverse so that we can return the card to you.</li> <li>Attach this card to the back of the mailpiece, or on the front if space permits.</li> <li>1. Article Addressed to:  Apache Corporation 303 Veterans Airpark Ln, Ste 1000 Midland, TX 79705</li> </ul>	A. Signature    Agent   Addressee   Addressee
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# Affidavit of Publication

STATE OF NEW MEXICO COUNTY OF LEA

I, Daniel Russell, Publisher of the Hobbs News-Sun, a newspaper published at Hobbs, New Mexico, solemnly swear that the clipping attached hereto was published in the regular and entire issue of said newspaper, and not a supplement thereof for a period of 1 issue(s).

> Beginning with the issue dated June 19, 2020 and ending with the issue dated June 19, 2020.

Publisher

Sworn and subscribed to before me this 19th day of June 2020.

Business Manager

My commission expires

January 29, 200 OFFICIAL SEAL SCALE GUSSIE BLACK

Notary Public State of New Mexic

My Commission Expires

This newspaper is duly qualified to publish legal notices or advertisements within the meaning of Section 3, Chapter 167, Laws of 1937 and payment of fees for said

# June 19, 2020

This is to notify all interested parties, including Elliott-Hall Company LP, Black Shale Minerals, LLC, Apache Corporation, Elliott Industries LP, Susan Nordan, Cathie Cone McCown, Kenneth G. Cone, Metcalfe Oil LP, BDT Oil & Gas, LP, Grassland Energy, LP, Finley Production Company, LP, Tom R. Cone, Auvenshine Children's Trust, Billy Glenn Spradlin, The Long Trusts, Randy Lee Cone, and their successors and assigns, that the New Mexico Oil Conservation Division will conduct a hearing on an application submitted by Riley Permian Operating Company, LLC (Case No. 21332). During the COVID-19 Public Health Emergency, state buildings are closed to the public and hearings will be conducted on July 9, 2020 beginning at 8:15 a.m. To participate in the electronic hearing, see the instructions posted on the OCD Hearings website: http://www.emnrd.state.nm.us/OCD/hearings.html. Applicant seeks an order pooling all uncommitted mineral interests in the San Andres formation in a 240-acre, more or less, standard horizontal spacing unit comprised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township 8 South, Range 34 East in Lea County drilled from a surface location in Unit D in Section 9, Township 9 South, Range 34 East in Lea County to a bottom hole location in Unit D in Section 33, Township 8 South, Range 34 East in Roosevelt County. The completed interval for the well will be orthodox. Also to be considered will be the costs of drilling and completing the well and the allocation of the costs, the designation of Riley Permian Operating Company, LLC as the operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The well is located approximately 8 miles west of Crossroads, New Mexico.

02107475

00243591

HINKLE, HENSLEY, SHANOR & MARTIN, LLP PO BOX 2068 SANTA FE. NM 87504

Case No. 21332

RILEY PERMIAN

Exhibit A-10

#### AFFIDAVIT OF LEGAL PUBLICATION

Legal 8729

STATE OF NEW MEXICO
COUNTIES OF CURRY
AND ROOSEVELT:
The undersigned, being dully sworn, says:
That she is a Legal Clerk of
The Eastern New Mexico News
Newspaper of general circulation,
Published in English at Clovis and Portales,
said counties and state, and that the
hereto attached

Notice of Hearing Case No. 21332 Legal 8729

was published in The Eastern New Mexico News a daily newspaper duly qualified for that purpose within the meaning of Chapter 167 of the 1937 Session Laws of the State of New Mexico for 1 Days/weeks on the same days as follows:

First Publication June 21, 2020 Second Publication Third Publication Fourth Publication

Subscribed and sworn to before me,

June 22, 2020

Notary Public

My commission expires on April 3, 2022



Legal 8729 June 21, 2020

THIS IS TO notify all interested parties, including Elliott-Hall Company Black Minerals, LLC, Apache Minerals, Corporation, LP, Elliott Susan Industries Cathie Nordan, Kenneth McCown. Cone, Metcalfe Oil LP, BDT Oil & Gas, LP, Grassland Energy, LP, Production Finley Company, LP, Tom R. Auvenshine Cone, Billy Children's Trust, Glenn Spradlin, Long Trusts, Randy Lee Cone, and their successors and assigns, that the New Mexico Division Conservation will conduct a hearing on an application submitted Riley Permian Company, Operating Company, LLC (Case No. 21332). During the COVID-19 Public Health Emergency, state build-ings are closed to the public and hearings will be conducted remotely. The hearing will be con-ducted on July 9, 2020 beginning at 8:15 a.m. To participate in the electronic hearing, see the instructions posted on the OCD Hearings website:

http://www.emnrd.state.n m.us/OCD/hearings.html . Applicant seeks an order pooling all uncommitted mineral interests in the San Andres formation in a 240-acre, more or less, standard hori-zontal spacing unit com-prised of the W/2 W/2 of Section 4, Township 9 South, Range 34 East in Lea County and the W/2 SW/4 of Section 33, Township B So Range 34 East South, Range Roosevelt County, New Mexico. The horizontal spacing unit will be dedicated to the Torino 4-33
#3H well, which will be horizontally drilled from a surface location in Unit D in Section 9, Township 9
South Pages 24 Fact. South, Range 34 East in Lea County to a bottom hole location in Unit L in Section 33, Township 8 South, Range 34 East in Roosevelt County. The completed interval the well will be orthodox. Also to be considered will be the costs of drilling and completing the well and the allocation of the costs, the designation of Biley Permian ignation of Riley Permian Operating Company, LLC as the operator of the well, and a 200% charge for the risk involved in drilling and the risk and completing the well. The well is located approximately 8 miles west of Crossroads, New Mexico.



#### **AUTHORITY FOR EXPENDITURE**

Riley Permian Operating Company WELL MAME & NUMBER Torino 4-33 3H

STATE COUNTY Lea

AFE NO.

DATE

20DC0006 1/31/2020

PROPOSED MD 14,000

Milnesand West PROPOSED FORMATION

PROPOSED TVD COMPLIATERAL 4,662 8,600 San Andres

CLASSIFICATION

9-9S-34E									Developme	ent			
						DR	ILLI	VG	CON	APLE	TION	Г	
	INTA	NGIBLES				ACCOUNT	-	MOUNT	ACCOUNT		AMOUNT		TOTAL
Permits & Surveys	2000	Ment to the				850,010	5	8,000	10.5550		100.000	5	8.00
Drilling Title Opinion						850.020	S	50,000				S	50,00
Location & Roads		Loc, Road, Pit	Paclamatic			850.030	5	80,000	855,030	s	10,000	5	90.00
Insurance & Bonds		LUC, ROBU, FII	Recialitatio			850.040	5	4,000	855.040	S	10,000	5	4,00
Rig Mobilization						850.050	S	150,000	655,040	3	1	S	150,00
		real.				100 000 000 000			200 000		24 222		
	days @ \$15500	/day				850.060	5	217,800	855.060	S	31,000	5	248,80
Bits						850.090	S	27,000				5	27,00
Directional Services						850.095	S	125,000				S	125,00
Mud & Chemicals						850.100	S	55,000				5	55,000
Solids Control Services			200			850.105	S	60,000	V. Take Market			\$	60,000
	0 gal/day @ \$2	.50/gal	Coil Tubing/	Snubbing		850.110	5	52,500	855.110	S	200,000	\$	252,50
Water - Fresh						850,120	\$	10,000	855,120	S	210,000	\$	220,000
Water - Brine						850.125	\$	17,000	10000			S	17,000
Cementing Services						850,130	5	26,000	855.130	S	79,000	S	105,000
Casing Hardware						850.135	\$	3,000	855.135	5	18,000	5	21,000
Open Hole Logs		Com	pletion Fluid	s		850,140	S		855,140	S	3,000	s	3,000
Cased Hole Logs						850.145	5		125			5	
Mud Logging						850,150	S	12,000				5	12,000
Surface Equip Rentals						850,180	S	26,000	855,180	S	84.000	5	110.000
Downhole Equip Rentals						850,185	S	40,000	855,185	5	60,000	5	100,000
Transportation						850,190	Š	8,500	855,190	S	10,000	S	18,500
Living Quarters						850.200	5	15,000	855.200	5	10,000	5	15,000
							7				107.000	100	
Contract Services						850,210	S	35,000	855.210	S	107,000	\$	142,000
Tubular Inspections			-			850.215	\$	8.000	855.215	5		5	8,000
On-Site Supervision						850.225	\$	50,000	855.225	5	41,000	S	91,000
Payroll-Technical Svc						850,245	S	- 15	855,245	S	5,000	S	5,000
Supplies & Materials						850.260	5	1,500	855.260	5	-	S	1,500
Surface Damages						850,280	\$	25,000	A			\$	25,000
Fluid Haul & Disposal						850,290	\$	80,000	855,290	5	30,000	5	110,000
Overhead						850.300	S	3,000	855,300	S	5,000	S	8,000
Completion Unit						12.45.50		0.303	855,310	S	12,000	S	12,000
Cased Hole Wireline									855,325	5	139,000	\$	139,000
Fracturing	360 Stage	Spacing		24	Stages	9 6			855,350	S	956,000	S	956,000
Flowback Services									855,380	S	38,000	s	38,000
				TOTAL IN	TANGIBLES		5	1,189,300	105355530	5	2,038,000	5	3,227,300
	TAI	NGIBLES				DR	LLI		CON	IPLE	TION		TOTAL
	SIZ		GRADE	Cost/Ft.	LENGTH	ACCOUNT		MOUNT	ACCOUNT		AMOUNT	1	, 0 , , , ,
Conductor Pipe	16	- WEIGHT	GHADE	South L	90	860,010	s	19,500				s	19.500
Surface Casing	9.5	/8 36.0	J-55	22.19	2,270	860,010	S	50,000				s	50,000
Production Casing	7	32.0	L-80	23.38		300.020	9	50,000	865,040	s	117,000	S	117,000
The state of the s					5,000				2.2.2.2.1.1.2.	-	1000		
Production Casing	5.1		L-80	14.43	8,000				865,040	5	115,000	\$	115,000
Production Tubing	27	/8 6,5	J-55	4.55	5,000				865,120	5	23,000	\$	23,000
Flowline & Connectors							1	0.00	865,250	\$	8,000	S	8,000
Casing Head Spools						860.050	\$	4,500	865.050	S	14,000	\$	18,500
Production Tree									865,100	\$	16,000	\$	16,000
Tubing Head									865.130	S	12,000	S	12,000
Other Downhole Equipment	Cap	String							865.140	5	200,000	\$	200,000
Production Facility		-							865,200	S	540,000	s	540,000
ESP - Surface Equipment									865,155	S	70,000	5	70,000
Submersible Pumps									865,160	5	138,000	5	138,000
Electrical									865.270	Š	50,000	s	50,000
ELECTION CONT.				TOTAL	TANGIBLES		5	74,000	SUSCIECU	\$	1,303,000	5	1,377,000
and and the state of the state	11				WELL COST	_	_	1,263,300		15	3,341,000	5	4,604,300
prepared by: Monnie Del													

Charles Pope	EVP Ops & Eng		
Printed Name / Title		Signature	Date
Corey Riley	EVP New Ventures		
Printed Name / Title		Signature	Date
Kevin Riley	President		
Printed Name / Title		Signature	Date
Jeff Gutman	CFO		
Printed Name / Title		Signature	Date
Bobby Riley	C00		
Printed Name / Title		Signature	Date

Case No. 21332

RILEY PERMIAN

Exhibit A-11

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

APPLICATION OF RILEY PERMIAN

OPERATING CO., LLC FOR COMPULSORY POOLING,

LEA AND ROOSEVELT COUNTIES, NEW MEXICO

Case No. 21332

### SELF-AFFIRMED STATEMENT OF DANIEL OSBORNE

- I am over 18 years of age and am competent to provide this Self-Affirmed
   Statement. I have personal knowledge of the matters addressed herein.
- I am a geologist for Riley Permian Operating Co., LLC ("Riley"). I am familiar
  with the geological matters that pertain to Riley's application.
- I have not previously testified before the Division. A copy of my resume is attached as Exhibit B-1.
- 4. A general location map of the proposed horizontal spacing unit ("HSU") is attached as Exhibit B-2. Exhibit B-2 also provides the location of the well bore and a schematic of the proposed spacing unit.
- A structure map of the PI Marker within San Andres formation is attached as Exhibit B-3. The map shows the structure dips. It also shows a line of cross section and the HSU for the proposed Torino 4-33 #3H well.
- 6. Attached as Exhibit B-4 is a south to north cross section. The well logs on the cross section provide a representative sample of the San Andres formation in the area. The target interval ("Target Line") for the proposed well is continuous across the HSU.

Case No. 21332
RILEY PERMIAN
Exhibit B

- 7. The preferred orientation for horizontal wells in the area is south to north or north to south because there is a stress regime that makes the orientation more optimal for completion purposes.
- 8. Exhibit B-5 is a Well Planning Report for the proposed well. The report contains plots and lateral trajectory schematics of the well bore. The well's producing interval will be orthodox.
- There are no depth severances within the San Andres formation in the proposed
   HSU.
  - 10. Based on the information discussed above, I am able to conclude that:
    - a) The HSU is justified from a geologic standpoint;
- b) I do not believe that faulting or any geologic impediment will adversely affect the outcome of the proposed well; and
- c) Each quarter-quarter section in the HSU will contribute more or less equally to production.
- 11. In my opinion, the granting of Riley's application will serve the interests of conservation and the prevention of waste.
- Exhibits B-1 through B-5 were either prepared by me or compiled from company records.
- 13. I understand that this Self-Affirmed Statement will be used as written testimony in this case. I affirm that my testimony in paragraphs 1 through 12 above is true and correct and is

made under penalty of perjury under the laws of the State of New Mexico. My testimony is made as of the date handwritten next to my signature below.

Daniel Osborne

6/16/20 Date

3710 MERLINGT • NEWGASTLE, OKLAHOMA 73065 (210) 859-2400 • DANIELOSBORNE43@GMAIL.COM

### DANIEL OSBORNE

OBJECTIVE

To help advance the goals and profitability of an exploration-energy based company by utilizing my education and extensive experience within the oil & gas industry.

#### RELEVANT WORK EXPERIENCE

6/18-Present Riley Permian Operating Co. Oklahoma City, Oklahoma Geologist

• Planning & Execution of Horizontal Well development in both Permian & Texas Gulf Coast Basins. Implement advanced logging programs for Vertical Science Wells, consisting of CMR, Dielectric, FMI, Dipole Sonic, Elemental Capture Sonde. Coordinate Whole Core Analysis including Dean Starke, XRD, Thin Section, SEM, SCAL, Electrical Properties, Rel Perm, Wettability, & Mercury Injection. Evaluate dynamic Archie Water Saturation models that account for variable m & n parameters. Conduct Acreage De-Risk Assessments including parameters of SOPHIH, Structure, Geo-Water Hazards, & Offset Operator Activity.

2/13-6/18 Riley Exploration Group Blanchard, Oklahoma

Exploration Geologist

Provided geological interpretations through subsurface mapping and data analysis. Create prospect area
maps, Cross-Sections, Geoprogs, and Presentations. Conduct Acquisition and Divestiture Acreage
Evaluations. Design large project development plans. Responsible for Geosteering, and Permitting of
wells. Handle Digitizing and Georeferencing. Interpret Crosswell, 2D, and 3D Seismic. Generate new
prospects in key geological locations throughout New Mexico, Oklahoma, and Texas.

6/12-2/13 Ingrain Inc. Geologist

Houston, Texas

 Applied a range of geologic knowledge and skills in sample preparation, X-ray CT, FIB-SEM imaging, Thin Section Analysis, data processing, and geologic interpretation.

10/09-1/12 Everest Resource Company Corpus Christi, Texas Sr. Geo-Tech

Collected data for Geo-Scientists through log library, and online sources. Used the programs Petra,
Global Mapper, and SMT on a daily basis. Correlated well logs to sub-surface conditions. Witnessed
log runs and well tests.

12/07-8/09 EControls Inc.

San Antonio, Texas

Assisted with setup and maintenance of internal combustion engine test-stands for durability testing.
 Helped manage engine warehouse and building maintenance.

### EDUCATION

8/08-5/12 Texas A&M at Corpus Christi, Texas

Bachelor of Science in Geology

8/06-5/08 San Antonio College

San Antonio, Texas

Geology Major

### EXTRACURRICULAR ACTIVITIES

- Member of the Texas A&M Corpus Christi Geology Club
- Member of the Corpus Christi Geological Society
- · Alumni of the Phi Delta Theta fraternity.

### COMPUTER SKILLS

 Proficient with Petra, SMT, Geographix, StarSteer, TerraVue, QGISArc Map, PowerLog, LandWorks, Greenbrier Deed Plot, and Microsoft Office.

### REFERENCES

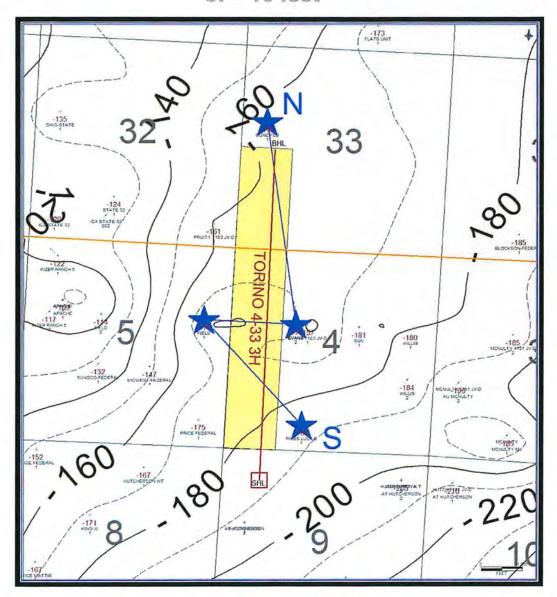
Available Upon Request

		END					25	30	29	28	27	26	25	30	29	28	**
_	TORING			33	34	35	36	31	32	33	34	35	36	31	32	33	34
		SED H		4	3	2	1	6	5	4	3	2	1	6	5	4	3
11	12	7	8	9	10	11	12	7	8	9	Ro	os	e <sub>2</sub> V	e,It	8	9	10
14	13	18	17	16	15	14	13	18	17	16	15 34E	14	13	18	17	16	15 35E
23	n a	19	20	21	33E	23	24	19	20	21	22 22	23	24	19	20	21	22
26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27
35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34
2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3
11	12	7	В	9	10	11	12	7	8	9	10	11	12	7	8	9	10
14	13	18	17	16 9S	15 23E	14	13	18	17	16	15 34E	14	13	18	17	16	15 35E
23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22
ő	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	-	1
	36	31	32	33	34	35	36	31	32	33	34	35	89	31	32	RILI PERMI	AND MA
	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	Torino	4-33 3H
	12	7	8	105	3E	11	12	7	p								EET

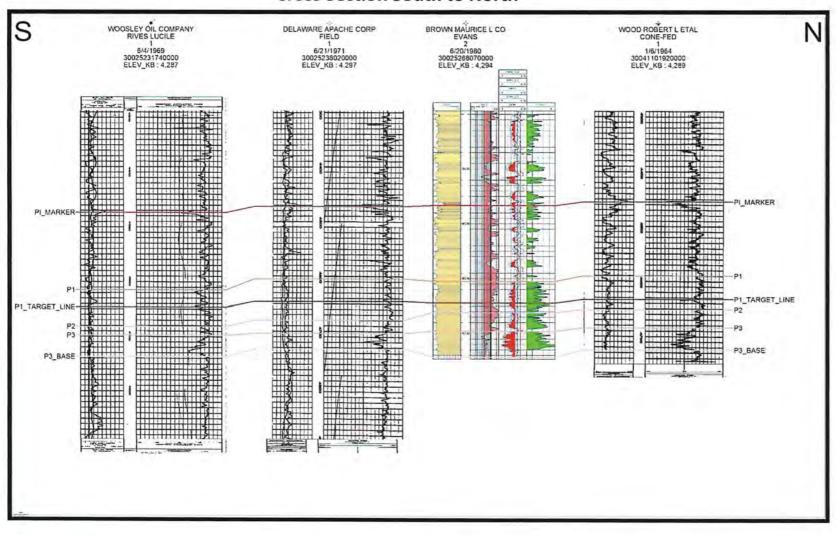
Exhibit B-3

### PI Marker Subsurface Structure

CI = 10 feet



### **Cross Section South to North**



# Riley Permian Operating Co., LLC

Lea County, NM Torino 4-33 3H

ОН

Plan: Plan 1

# **Standard Planning Report**

06 April, 2020

Planning Report

Database: Company:

Site:

EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Lea County, NM Torino 4-33

зн

ОН

Plan 1

Well: Wellbore: Design:

Local Co-ordinate Reference:

TVD Reference: MD Reference: North Reference:

Survey Calculation Method:

Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Minimum Curvature

Project

Lea County, NM

Map System: Geo Datum:

Map Zone:

Site

US State Plane 1927 (Exact solution) NAD 1927 (NADCON CONUS)

New Mexico East 3001

Torino 4-33

System Datum:

Mean Sea Level

Site Position: From:

Мар

Northing: Easting:

930.038.00 usft 761,574.00 usft

Latitude: Longitude:

33.553669 -103.474753

Position Uncertainty:

0.00 usft

Slot Radius:

13-3/16"

Grid Convergence:

0.47°

Well зн

**Well Position** 

+N/-S +E/-W

0.00 usft 0.00 usft Northing: Easting:

930,038.00 usft 761,574.00 usft Latitude: Longitude:

33.553669 -103.474753

**Position Uncertainty** 

0.00 usft

WMM2020

Wellhead Elevation:

4/6/2020

Ground Level:

4,285.00 usft

Wellbore

ОН

Magnetics

**Model Name** 

Plan 1

Sample Date

Declination (°)

Dip Angle (°)

Field Strength (nT)

48,409.41193566

Design

**Audit Notes:** 

Version:

1

**Vertical Section:** 

Phase: Depth From (TVD)

(usft)

0.00

PLAN +N/-S (usft) Tie On Depth: +E/-W (usft)

0.00

6.74

0.00

Direction (°) 359.27

61.15

Plan Survey Tool Program

Date 4/6/2020

**Depth From** (usft)

0.00

Depth To (usft)

12,914.47 Plan 1 (OH)

Survey (Wellbore)

**Tool Name** 

OWSG MWD - Standard

0.00

Remarks

MWD

Planning Report

Database: Company: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Lea County, NM
Site: Torino 4-33

 Well:
 3H

 Wellbore:
 OH

 Design:
 Plan 1

Local Co-ordinate Reference:

TVD Reference: MD Reference:

North Reference: Survey Calculation Method: Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

Plan Sections										
Measured Depth (usft)	Inclination (°)	Azimuth	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
3,844.51	0.00	0.00	3,844.51	0.00	0.00	0.00	0.00	0.00	0.00	
4,407.01	45.00	359.29	4,350.94	209.75	-2.59	8.00	8.00	0.00	359.29	
4,607.01	45.00	359.29	4,492.36	351.16	-4.34	0.00	0.00	0.00	0.00	
5,059.42	90.24	359.27	4,660.17	758.69	-9.48	10.00	10.00	-0.01	-0.04	
5,099.74	90.24	359.27	4,660.00	799.00	-10.00	0.00	0.00	0.00	0.00	FTP - Torino 4-33 3H
6,300.69	90.24	359.27	4,655.00	1,999.84	-25.38	0.00	0.00	0.00	177.15	2000'VS - Torino 4-3
6,307.90	90.34	359.27	4,654.96	2,007.05	-25.47	1.50	1.50	0.00	-0.17	
7,300.71	90.34	359.27	4,649.00	2,999.76	-38.19	0.00	0.00	0.00	0.00	3000'VS - Torino 4-3
7,343.67	89.70	359.27	4,648.98	3,042.72	-38.74	1.50	-1.50	0.00	-180.00	
8,300.71	89.70	359.27	4,654.00	3,999.67	-51.00	0.00	0.00	0.00	0.00	4000'VS - Torino 4-3
8,332.71	90.18	359,27	4,654.03	4,031.66	-51.41	1.50	1.50	0.00	0.00	
9,300.72	90.18	359.27	4,651.00	4,999.59	-63.81	0.00	0.00	0.00	0.00	5000'VS - Torino 4-3
9,319.48	90.46	359.27	4,650.90	5,018.35	-64.05	1.50	1.50	0.00	0.00	
10,300.76	90.46	359.27	4,643.00	5,999.51	-76.62	0.00	0.00	0.00	0.00	6000'VS - Troino 4-3
10,324.12	90.11	359.27	4,642.88	6,022.87	-76.92	1.50	-1.50	0.00	180.00	
11,300.76	90.11	359.27	4,641.00	6,999.43	-89.43	0.00	0.00	0.00	0.00	7000'VS - Torino 4-3
11,312.01	89.94	359.27	4,640.99	7,010.68	-89.57	1.50	-1.50	0.00	-180.00	
12,300.76	89.94	359.27	4,642.00	7,999.35	-102.24	0.00	0.00	0.00	0.00	8000'VS - Torino 4-3
12,315.75	89.72	359.28	4,642.04	8,014.33	-102.43	1.50	-1.50	0.06	177.55	
12,914.47	89.72	359.28	4,645.00	8,613.00	-110.00	0.00	0.00	0.00	0.00	BHL - Torino 4-33 3H

Planning Report

Database: Company: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Site: Riley Permian Operating Co. Lea County, NM Torino 4-33

 Well:
 3H

 Wellbore:
 OH

 Design:
 Plan 1

Local Co-ordinate Reference:

TVD Reference: MD Reference:

North Reference: Survey Calculation Method: Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

nned Survey									
Measured Depth (usft)	Inclination	Azimuth	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
3,800.00	0.00	0.00	3,800.00	0.00	0.00	0.00	0.00	0.00	0.00
3,844.51 Start Build	0.00	0.00	3,844.51	0.00	0.00	0.00	0.00	0.00	0.00
3,900.00	4.44	359.29	3,899.94	2.15	-0.03	2.15	8.00	8.00	0.00
4,000.00	12.44	359.29	3,998.78	16.81	-0.21	16.81	8.00	8.00	0.00
4,022.84	14.27	359.29	4,021.00	22.08	-0.27	22.09	8.00	8.00	0.00
Grayburg	13.21	000.20	4,021.00	22.00	0.27	22.00	0.00	0.00	0.00
4,100.00	20.44	359.29	4,094.62	45.09	-0.56	45.09	8.00	8.00	0.00
4,146.91	24.19	359.29	4,138.00	62.89	-0.78	62.90	8.00	8.00	0.00
San Andres									
4,200.00	28.44	359.29	4,185.58	86.42	-1.07	86.43	8.00	8.00	0.00
4,300.00	36.44	359.29	4,269.91	140.01	-1.73	140.03	8.00	8.00	0.00
4,400.00	44.44	359.29	4,345.96	204.82	-2.53	204.84	8.00	8.00	0.00
4,407.01	45.00	359.29	4,350.94	209.75	-2.59	209.77	8.00	8.00	0.00
45° at 4407.			10000000000		200		0.55	3.77	0.500.20
4,500.00	45.00	359.29	4,416.69	275.50	-3.40	275.52	0.00	0.00	0.00
4,600.00	45.00	359.29	4,487.40	346.21	-4.28	346.23	0.00	0.00	0.00
4,602.26	45.00	359.29	4,489.00	347.80	-4.30	347.83	0.00	0.00	0.00
Pi Marker									
4,607.01	45.00	359.29	4,492.36	351.16	-4.34	351.19	0.00	0.00	0.00
	OLS 10.00 TFO -0.		4,402.00	551.15	-1.01	551.10	0.00	0.00	0.00
4,700.00	54.30	359.28	4,552.50	421.95	-5.22	421.98	10.00	10.00	-0.01
4,800.00	64.30	359.28	4,603.49	507.82	-6.30	507.86	10.00	10.00	-0.01
4,873.38	71.64	359.27	4,631.00	575.79	-7.15	575.83	10.00	10.00	-0.01
P1									
4,900.00	74.30	359.27	4,638.80	601.23	-7.48	601.28	10.00	10.00	0.00
5,000.00	84.30	359.27	4,657.34	699.36	-8.73	699.42	10.00	10.00	0.00
5,059.42	90.24	359.27	4,660.17	758.69	-9.48	758.74	10.00	10.00	0.00
	5059.42 MD						- 000	2.2	242
5,099.74	90.24	359.27	4,660.00	799,00	-10.00	799.06	0.00	0.00	0.00
	.74 MD - FTP - To				-,066	222.00	0.22	242	0.50
5,100.00	90.24	359.27	4,660.00	799.26	-10.00	799.32	0.00	0.00	0.00
5,200.00	90.24	359.27	4,659.58	899.25	-11.28	899.32	0.00	0.00	0.00
5,300.00	90.24	359.27	4,659.16	999.24	-12.57	999.32	0.00	0.00	0.00
5,400.00	90.24	359.27	4,658.74	1,099.23	-13.85	1,099.32	0.00	0.00	0.00
5,500.00	90.24	359.27	4,658.32	1,199.22	-15.13	1,199.32	0.00	0.00	0.00
5,600.00	90.24	359.27	4,657.90	1,299.21	-16.41	1,299.32	0.00	0.00	0.00
5,700.00	90.24	359.27	4,657.49	1,399.21	-17.69	1,399.32	0.00	0.00	0.00
5,800.00	90.24	359.27	4,657.07	1,499.20	-18.97	1,499.32	0.00	0.00	0.00
5,900.00	90.24	359.27	4,656.66	1,599.19	-20.25	1,599.32	0.00	0.00	0.00
6,000.00	90.24	359.27	4,656.24	1,699.18	-21.53	1,699.31	0.00	0.00	0.00
6,100.00	90.24	359.27	4,655.83	1,799.17	-22.81	1,799.31	0.00	0.00	0.00
6,200.00	90.24	359.27	4,655.42	1,899.16	-24.09	1,899.31	0.00	0.00	0.00
6,300.00	90.24	359.27	4,655.00	1,999.15	-25.37	1,999.31	0.00	0.00	0.00
6,300.69	90.24	359.27	4,655.00	1,999.84	-25.38	2,000.00	0.00	0.00	0.00
2000'VS Sta	rt DLS 1.50 TFO	0.12 - 2000'VS -	Torino 4-33 3H						
6,307.90	90.34	359.27	4,654.96	2,007.05	-25.47	2,007.21	1.49	1.49	0.00
90.34° at 63	07.90 MD								
6,400.00	90.34	359.27	4,654.41	2,099.14	-26.65	2,099.31	0.00	0.00	0.00
6,500.00	90.34	359.27	4,653.81	2,199.13	-27.93	2,199.31	0.00	0.00	0.00
6,600.00	90.34	359.27	4,653.21	2,299.12	-29.21	2,299.31	0.00	0.00	0.00
6,700.00	90.34	359.27	4,652.61	2,399.11	-30.50	2,399.31	0.00	0.00	0.00
6,800.00	90.34	359.27	4,652.01	2,499.10	-31.78	2,499.30	0.00	0.00	0.00

Planning Report

Database: Company: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Lea County, NM
Site: Torino 4-33

 Well:
 3H

 Wellbore:
 OH

 Design:
 Plan 1

Local Co-ordinate Reference:

TVD Reference: MD Reference:

North Reference: Survey Calculation Method: Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

ned Survey							-		
med durity									
Measured			Vertical			Vertical	Dogleg	Build	Turn
Depth	Inclination	Azimuth	Depth	+N/-S	+E/-W	Section	Rate	Rate	Rate
(usft)	(°)	(°)	(usft)	(usft)	(usft)	(usft)	(°/100usft)	(°/100usft)	(°/100usft)
6,900.00	90.34	359.27	4,651.41	2,599.09	-33.06	2,599.30	0.00	0.00	0.00
7,000.00	90.34	359.27	4,650.81	2,699.08	-34.34	2,699.30	0.00	0.00	0.00
7,100.00	90.34	359.27	4,650.21	2,799.07	-35.62	2,799.30	0.00	0.00	0.00
7,200.00	90.34	359.27	4,649.61	2,899.06	-36.90	2,899.30	0.00	0.00	0.00
7,300.00	90.34	359.27	4,649.00	2,999.05	-38.18	2,999.29	0.00	0.00	0.00
7,300.71	90.34	359.27	4,649.00	2,999.76	-38.19	3,000.00	0.00	0.00	0.00
3000'VS Sta	rt DLS 1.50 TFO	-179.99 - 3000'\				2,000			
7,343.67	89.70	359.27	4,648.98	3,042.72	-38.74	3,042.96	1.50	-1.50	0.00
89.70° at 73	43.67 MD		********	2.200000		242.1510.5			
7,400.00	89.70	359.27	4,649.28	3,099.04	-39.46	3,099.29	0.00	0.00	0.00
7,500.00	89.70	359.27	4,649.80	3,199.03	-40.74	3,199.29	0.00	0.00	0.00
7,600.00	89.70	359.27	4,650.33	3,299.02	-42.02	3,299.29	0.00	0.00	0.00
7,700.00	89.70	359.27	4,650.85	3,399.01	-43.30	3,399.29	0.00	0.00	0.00
7,800.00	89.70	359.27	4,651.38	3,499.00	-44.59	3,499.29	0.00	0.00	0.00
7,900.00	89.70	359.27	4,651.90	3,598.99	-45.87	3,599.29	0.00	0.00	0.00
8,000.00 8,100.00	89.70 89.70	359.27 359.27	4,652.42 4,652.95	3,698.98 3,798.97	-47.15 -48.43	3,699.29 3,799.28	0.00	0.00	0.00
8,200.00	89.70	359.27	4,653.47	3,898.97	-49.71		0.00	0.00	0.00
8,300.00	89.70	359.27	4,654.00	3,998.96	-50.99	3,899.28 3,999.28	0.00	0.00	0.00
8,300.71	89.70	359.27	4,654.00	3,999.67	-51.00	4,000.00	0.00	0.00	0.00
	rt DLS 1.50 TFO	Mark and the second of the				1			
8,332.71	90.18	359.27	4,654.03	4,031.66	-51.41	4,031.99	1.50	1.50	0.00
90.18° at 83		250.07	4.050.00		50.07	4 000 00		0.00	0.00
8,400.00	90.18	359.27	4,653.82	4,098.95	-52.27	4,099.28	0.00	0.00	0.00
8,500.00 8,600.00	90.18 90.18	359.27 359.27	4,653.51 4,653.20	4,198.94	-53.55	4,199.28	0.00	0.00	0.00
				4,298.93	-54.83	4,299.28		0.00	0.00
8,700.00	90.18	359.27	4,652.88	4,398.92	-56.11	4,399.28	0.00	0.00	0.00
8,800.00	90.18	359.27	4,652.57	4,498.91	-57.40	4,499.28	0.00	0.00	0.00
8,900.00	90.18	359.27	4,652.26	4,598.90	-58.68	4,599.28	0.00	0.00	0.00
9,000.00	90.18	359.27	4,651.94	4,698.90	-59.96	4,699.28	0,00	0.00	0.00
9,100.00	90.18	359.27	4,651.63	4,798.89	-61.24	4,799.28	0,00	0.00	0.00
9,200.00	90.18	359.27	4,651.32	4,898.88	-62.52	4,899.28	0.00	0.00	0.00
9,300.00	90.18	359.27	4,651.00	4,998.87	-63.80	4,999.28	0.00	0.00	0.00
9,300.72	90.18	359.27	4,651.00	4,999.59	-63.81	5,000.00	0.00	0.00	0.00
	t DLS 1.50 TFO								
9,319.49	90.46	359.27	4,650.90	5,018.35	-64.05	5,018.76	1.50	1.50	0.00
90.46° at 931									
9,400.00	90.46	359.27	4,650.25	5,098.86	-65.08	5,099.27	0.00	0.00	0.00
9,500.00	90.46	359.27	4,649.44	5,198.85	-66.36	5,199.27	0.00	0.00	0.00
9,600,00	90.46	359.27	4,648.64	5,298.83	-67.64	5,299.27	0.00	0.00	0.00
9,700.00	90.46	359.27	4,647.83	5,398.82	-68.92	5,399.26	0.00	0.00	0.00
9,800.00	90.46	359.27	4,647.03	5,498.81	-70.21	5,499.26	0.00	0.00	0.00
9,900.00	90.46	359.27	4,646.22	5,598.80	-71.49	5,599.26	0.00	0.00	0.00
10,000.00	90.46	359.27	4,645.42	5,698.79	-72.77	5,699.25	0.00	0.00	0.00
10,100.00	90.46	359.27	4,644.62	5,798.78	-74.05	5,799.25	0.00	0.00	0.00
10,200.00	90.46	359.27	4,643.81	5,898.77	-75.33	5,899.25	0.00	0.00	0.00
10,300.00	90.46	359.27	4,643.01	5,998.75	-76.61	5,999.24	0.00	0.00	0.00
10,300.76	90.46	359.27	4,643.00	5,999.51	-76.62	6,000.00	0.00	0.00	0.00
	t DLS 1.50 TFO				313133	-1402122	2127		
10,324.12	90.11	359.27	4,642.88	6,022.88	-76.92	6,023.37	1.50	-1.50	0.00
90.11° at 103		555.27	1,012.00	0,022.00	10.02	0,020.07	1.50	-1.00	0.00
10,400.00	90.11	359.27	4,642.74	6,098.75	-77.89	6,099.24	0.00	0.00	0.00
10,500.00	90.11	359.27	4,642.54	6,198.74	-79.17	6,199.24	0.00	0.00	0.00

Planning Report

Database: Company: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Site: Lea County, NM Torino 4-33

Well: 3H Wellbore: OH Local Co-ordinate Reference:

TVD Reference: MD Reference:

North Reference: Survey Calculation Method: Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

nned Survey									
Measured			Vertical Depth			Vertical	Dogleg Rate	Build Rate	Turn Rate
Depth (usft)	Inclination (°)	Azimuth (°)	(usft)	+N/-S (usft)	+E/-W (usft)	Section (usft)	(°/100usft)	(°/100usft)	(°/100usft)
10,600.00	90.11	359.27	4,642.35	6,298.73	-80.45	6,299.24	0.00	0.00	0.00
10,700.00	90.11	359.27	4,642.16	6,398.72	-81.73	6,399.24	0.00	0.00	0.00
10,800.00	90.11	359.27	4,641.97	6,498.71	-83.02	6,499.24	0.00	0.00	0.00
10,900.00	90.11	359.27	4,641.77	6,598.70	-84.30	6,599.24	0.00	0.00	0.00
11,000.00	90.11	359.27	4,641.58	6,698.70	-85.58	6,699.24	0.00	0.00	0.00
11,100.00	90.11	359.27	4,641.39	6,798.69	-86.86	6,799.24	0.00	0.00	0.00
11,200.00	90.11	359.27	4,641.19	6,898.68	-88.14	6,899.24	0.00	0.00	0.00
11,300.00	90.11	359.27	4.641.00	6.998.67	-89.42	6.999.24	0.00	0.00	0.00
11,300.76	90.11	359.27	4,641.00	6,999.43	-89.43	7,000.00	0.00	0.00	0.00
	rt DLS 1.50 TFO								
11,312.01	89.94	359.27	4,640.99	7,010.68	-89.57	7,011.25	1.50	-1.50	0.00
89.94° at 11	312.01 MD			1.000					
11,400.00	89.94	359.27	4,641.08	7,098.66	-90.70	7,099.24	0.00	0.00	0.00
11,500.00	89.94	359.27	4,641.19	7,198.65	-91.98	7,199.24	0.00	0.00	0.00
11,600.00	89.94	359.27	4,641,29	7,298.65	-93.26	7,299.24	0.00	0.00	0.00
11,700.00	89.94	359.27	4,641.39	7,398.64	-94.54	7,399.24	0.00	0.00	0.00
11,800.00	89.94	359.27	4,641.49	7,498.63	-95.83	7,499.24	0.00	0.00	0.00
11,900.00	89.94	359.27	4,641.59	7,598.62	-97.11	7,599.24	0.00	0.00	0.00
12,000.00	89.94	359.27	4,641.69	7,698.61	-98.39	7,699.24	0.00	0.00	0.00
12,100.00	89.94	359.27	4,641.80	7.798.60	-99.67	7.799.24	0.00	0.00	0.00
12,200.00	89.94	359.27	4,641.90	7,898.60	-100.95	7,899.24	0.00	0.00	0.00
12,300.00	89.94	359.27	4,642.00	7,998.59	-102.23	7,999.24	0.00	0.00	0.00
12,300.76	89.94	359.27	4,642.00	7,999.35	-102.24	8,000.00	0.00	0.00	0.00
	rt DLS 1.50 TFO					14000000			
12,315.74	89.72	359.28	4,642.04	8,014.33	-102.43	8,014.98	1.50	-1.50	0.06
89.72° at 12	315.74 MD								
12,315.75	89.72	359.28	4.642.04	8.014.33	-102.43	8,014.99	1.50	-1.50	0.06
12,400.00	89.72	359.28	4,642.46	8,098.58	-103.50	8,099.24	0.00	0.00	0.00
12,500.00	89.72	359.28	4,642.95	8,198,57	-104.76	8,199.24	0.00	0.00	0.00
12,600.00	89.72	359.28	4,643.45	8,298.56	-106.02	8,299.24	0.00	0.00	0.00
12,700.00	89.72	359.28	4,643.94	8,398.55	-107.29	8,399.24	0.00	0.00	0.00
12,800.00	89.72	359.28	4,644.44	8,498.54	-108.55	8,499.24	0.00	0.00	0.00
12,834.46	89.72	359.28	4,644.44	8,533.00	-108.99	8,533.70	0.00	0.00	0.00
LTP - Toring		555,25	1,511.51	0,000.00	.50.03	5,550.75	0.00	0.00	0.00
12,900.00	89.72	359.28	4,644.93	8,598.53	-109.82	8,599.23	0.00	0.00	0.00
12,914.47	89.72	359.28	4,645.00	8,613.00	-110.00	8,613.70	0.00	0.00	0.00
	.47 - BHL - Torine		4,045.00	0,010.00	-110.00	0,010.70	0.00	0.00	0.00

Planning Report

Database: Company: Project: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Riley Permian Opera Lea County, NM

 Site:
 Torino 4-33

 Well:
 3H

 Wellbore:
 OH

 Design:
 Plan 1

Local Co-ordinate Reference:

TVD Reference: MD Reference:

North Reference: Survey Calculation Method: Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

Design Targets									
Target Name - hit/miss target - Shape	Dip Angle	Dip Dir.	TVD (usft)	+N/-S (usft)	+E/-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude
7000'VS - Torino 4-33 3F - plan hits target cen - Point	0.00 ter	359.92	4,641.00	6,999.43	-89.43	937,037.43	761,484.57	33.572906	-103.474856
8000'VS - Torino 4-33 3h - plan hits target cen - Point	0.00 ter	359.92	4,642.00	7,999.35	-102.24	938,037.35	761,471.76	33.575654	-103.474871
6000'VS - Troino 4-33 3l - plan hits target cen - Point	0.00 ter	359.92	4,643.00	5,999.51	-76.62	936,037.51	761,497.38	33.570158	-103.474841
LTP - Torino 4-33 3H - plan misses target - Point	0.00 center by 0.07	359.92 7usft at 1283	4,644.54 4.46usft MD	8,533.00 (4644.61 TVI	-109.00 D, 8533.00 N,	938,571.00 -108.99 E)	761,465.00	33.577121	-103.474879
BHL - Torino 4-33 3H - plan hits target cen - Point	0.00 ter	359.92	4,645.00	8,613.00	-110.00	938,651.00	761,464.00	33.577341	-103.474880
3000'VS - Torino 4-33 3h - plan hits target cen - Point	0.00 ter	359.92	4,649.00	2,999.76	-38.19	933,037.76	761,535.81	33.561913	-103.474797
5000'VS - Torino 4-33 3ł - plan hits target cen - Point	0.00 ter	359.92	4,651.00	4,999.59	-63.81	935,037.59	761,510.19	33.567410	-103.474827
4000'VS - Torino 4-33 3F - plan hits target cen - Point	0.00 ter	359.92	4,654.00	3,999.67	-51.00	934,037.67	761,523.00	33.564661	-103.474812
2000'VS - Torino 4-33 3F - plan hits target cen - Point	0.00 ter	359.93	4,655.00	1,999.84	-25.38	932,037.84	761,548.62	33.559165	-103.474782
FTP - Torino 4-33 3H - plan hits target cen - Point	0.00 ter	359.93	4,660.00	799.00	-10.00	930,837.00	761,564.00	33.555865	-103.474764

ormations							
	Measured Depth (usft)	Vertical Depth (usft)		Name	Lithology	Dip (°)	Dip Direction (°)
	2,195.00	2,195.00	Rustler			0.00	
	2,695.00	2,695.00	Yates			0.00	
	3,396.00	3,396.00	Queen			0.00	
	4,022.84	4,021.00	Grayburg			0.00	
	4,146.91	4,138.00	San Andres			0.00	
	4,602.26	4,489.00	Pi Marker			0.00	
	4,873.38	4,631.00	P1			0.00	

Planning Report

Database: Company: EDM 5000.14 Single User Db Riley Permian Operating Co., LLC

Project: Site:

Lea County, NM Torino 4-33

 Well:
 3H

 Wellbore:
 OH

 Design:
 Plan 1

Local Co-ordinate Reference:

TVD Reference: MD Reference: North Reference:

Survey Calculation Method:

Well 3H

GL 4285 + 17' KB @ 4302.00usft GL 4285 + 17' KB @ 4302.00usft

Grid

notations				
Measured	Vertical	Local Coor	dinates	
Depth (usft)	Depth (usft)	+N/-S (usft)	+E/-W (usft)	Comment
3,844.51	3,844.51	0.00	0.00	Start Build 8.00
4,407.01	4,350.94	209.75	-2.59	45° at 4407.01 MD
4,607.01	4,492.36	351.16	-4.34	KOP Start DLS 10.00 TFO -0.04
5,059.42	4,660.17	758.69	-9.48	LP 90.24° at 5059.42 MD
5,099.74	4,660.00	799.00	-10.00	FTP at 5099.74 MD
6,300.69	4,655.00	1,999.84	-25.38	2000'VS Start DLS 1.50 TFO 0.12
6,307.90	4,654.96	2,007.05	-25.47	90.34° at 6307.90 MD
7,300.71	4,649.00	2,999.76	-38.19	3000'VS Start DLS 1.50 TFO -179.99
7,343.67	4,648.98	3,042.72	-38.74	89.70° at 7343.67 MD
8,300.71	4,654.00	3,999.67	-51.00	4000'VS Start DLS 1.50 TFO 0.00
8,332.71	4,654.03	4,031.66	-51.41	90.18° at 8332.71 MD
9,300.72	4,651.00	4,999.59	-63.81	5000'VS Start DLS 1.50 TFO 0.00
9,319.49	4,650.90	5,018.35	-64.05	90.46° at 9319.48 MD
10,300.76	4,643.00	5,999.51	-76.62	6000'VS Start DLS 1.50 TFO 180.00
10,324.12	4,642.88	6,022.88	-76.92	90.11° at 10324.12 MD
11,300.76	4,641.00	6,999.43	-89.43	7000'VS Start DLS 1.50 TFO -180.00
11,312.01	4,640.99	7,010.68	-89.57	89.94° at 11312.01 MD
12,300.76	4,642.00	7,999.35	-102.24	8000'VS Start DLS 1.50 TFO 177.92
12,315.74	4,642.04	8,014.33	-102.43	89.72° at 12315.74 MD
12,914.47	4,645.00	8,613.00	-110.00	TD at 12914.47



Field Lea County, NM Location: Torino 4-33

Well: 3H OH

4200

5000

5200

4350.94

4400 4492.36

4649 00 4800

Plan Plan 1 GL 4285 + 17' KB @ 4302.00usft

Company: Riley Permian Operating Co., LLC

FORMATION TOP DETAILS

45° at 4407.01 MD

5000

FTP at 5099 74 MD

LP 90 24" at 5059 42 MD

KOP Star DLS 10.00 TFO -0.04



Azimuths to Grid North True North: -0.47\* Magnetic North: 6.27\*

Magnetic Field Strength: 48409.4nT Dip Angle: 61.15\* Date: 4/6/2020 Model: WMM2020

#### PROJECT DETAILS: Les County, NM

Geodetic System: US State Plane 1927 (Exact solution)
Datum: NAD 1927 (NADCON CONUS)
Ellipsoid: Clarke 1866
Zone: New Mexico East 3001
System Datum: Mean Sea Level

5000'VS Start DLS 1.50 TFO 0.00

90 46" at 9319.48 MD

6000 VS Start DLS 1.50 TFO 180.00

90 11° at 10324 2 MD



GL4285 + 17 KH a 4302.00ush 4285.00 Northing Easting Latitude Longitude 930038.00 761574.00 33.553669 -103.474753 Slot

WELL DETAILS: 311

Name	LAD	· N -5	-E -W	Northing	Easting	Latitude	Longitud
7000 VS - Tormo 4-33 3H	4641.00	6999.43	-89.43	937037.43	761484.57	33.572906	-103.47485
8000'VS - Torino 4-33 MI	4642.00	7999.35	-102.24	938037.35	761471.76	33.575654	-103.47487
6000'VS - Troino 4-33 311	4643.00	5999.51	-76.62	936037.51	761497.38	33.570158	-103.47484
LTP - Torino 4-33 311	4644.54	8533.00	-109.00	938571.00	761465:00	33.577121	-103.47487
BHIL - Torino 4-33 311	4645.00	8613.00	-110.00	938651.00	761464.00	33.577341	-103,47488
3000/VS - Torino 4-33 311	4649.00	2999.76	-38.19	933037.76	761535.81	33.561913	-103.47479
5000'VS - Torina 4-33 311	4651.00	4999.59	-63.81	935037.59	761510.19	33.567409	-103.47482
4000 VS - Torino 4-33 MI	4654.00	3999.67	-51.00	934037.67	761523.00	33.564661	-103.47481
2000rVS - Torino 4-33 MI	4655.00	1999.84	-25.3X	932037.84	761548.62	33.559165	-103.47478
FTP - Tormo 4-33 Mt	4660.00	799.00	-10.00	930837.00	761564.00	33 555865	-103.47476

MDPath 2195 00 2695 00 3395 00 4022 84 4146 91	Formation Rustler Yates Queen	~ <u>~</u>						SEC	TION DETA	II S							
3395.00 4022.84	Queen							111.5	Acres intra								
4022.84 4146.91			500	MD	In.	An	TVD	15.5	11-3	Dieg	Trace	VSect	Target				
	Grayburg San Andres		1	3644.51	9.00	0.00	3544.51	0.00	0.00	0.00	0.03	18 (8)					
4602.26	Pi Marker		3	4407/01	45 (0.0	359.29	4350.94	20.75	-2.59	8.00	159.20	209 77					
4873.38	P1		4	5059.42	9124	359 29	4492 36 4660 17	755 69	19.48	10.04	-0.04	151 19 758 74					
			6	5,999.74	91124	169 27	466(11))	799 (81	-10.00	10 19 1	0.03	709105	FIP - Tenns 4				
			7	630169	9124	359 27	4655 (1)	1999 84	-25 38	1 50	177.15		2011VS - Ton	ma 4.33.311			
			20	7300.71	9434	359 27	4649 (0)	2909 76	-38 19	9.00	10.00	lession.	Assrt's - Tree	ma-4-33-3H			
													ANTIN TO	10 EF-10			
			12	8332 71	90 18	349.27	4654 (13	4031 66	-51.41	1.50	18161	401 93					
											38.00	4118.76	Sant'S - Jon	mo 4-33-314			
					93.46	359.27	4641 00	5999 51	-76-62	1000	0.00		SCHITS - Trop	ma 4-13 3H			
					90.11	349.27	4641 (8)	6099 43	.89.43	0.00	0.00	7.002 (81	ZeerVS - Ton	m-4.55.311			
					89.94	159 27	4641199	7idusis	-59 57	1.50	-180 00		number To				
			20	12315 75	89.72	359.28	4642 04	5014 33	-102.43	1.50	177 55	8014 99					
			21	1291447	89.72	36926	4645 (1)	8611 00	-Hittin	11.151	17.163	8913 70	HIII - Tonna-	1-33 311			
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		4350.94	- 1		V				-			1		1			
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		2 4492 36				1	Pite	arker									
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	P2	14660 17									1000						5000
	1.7	4700						LP						1			
	descrow runestone								FTP a	1 5099.7	4 MD						
	Vates	Yates  Same P2 p3  F3 Base/SA Limestone	3900  Rustler 4000  Vales 5 400  Vales 6 4300  3900  4000  4100  8 4200  4400  4400  4400  4400  4400  4400  4400  4500  4400  4500  4700	7ates	# 65173   1	## 64790    1	### San Andres  ### San Andres	## 657-91   1915   1915   264-190   1915   1915   264-190   264-190	8 65/7 80 30 13 1 192 2 464 50 2 20 11 1 19 1 19 1 19 1 19 1 19 1 19	## Supplied   ##	## 6,000 0 0 100 0 100 200 300 400 500 600 700 600 100 600 6	\$ 60/7 60 \$13.14 \$19.27 \$2.64400 \$2.847 (\$1.54.47 \$1.56) \$41.77 \$1	### Spring   State   S	### Section   Se	### Supplemental S	## Surprise   \$1.5   \$1.5   \$2.5   \$4.5   \$2.5   \$2.5   \$4.5   \$2.5   \$2.5   \$4.5   \$2.5   \$2.5   \$4.5   \$2.5   \$2.5   \$4.5   \$2	### Supplemental S

Start CLS 1:50 TFO - 179:99

2000'VS Start DLS 1 50 TFO 0.12

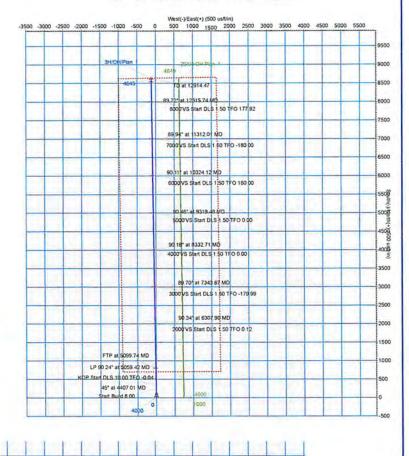
90.34° at 6307.90 MD

89.70° at 7343.67 MD

4000VS \$tart DL\$ 1.50 TFO 0.00

90 181 at 8332 71 MD

-400 -200 0 200 400 600 800 1000 1200 1400 1600 1800 2000 2200 2400 2600 2600 3000 3200 3400 3600 3600 3600 4000 4200 4400 4600 500 5200 5400 5600 5800 6000 6200 6400 6600 6800 7000 7200 7400 7600 7800 8000 8200 8400 8600 8800 9000 9200 Vertical Section at 359 27\* (200 usfuln)



8000 VS Start DLS 1 50 TFO 177 92

7000 VS Start DLS 1.50 FO -180.00

89.94° at 11312.01 MD