

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

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**IN THE MATTER OF THE HEARINGS CALLED
BY THE OIL CONSERVATION DIVISION FOR
THE PURPOSE OF CONSIDERING:**

**APPLICATION OF LIME ROCK RESOURCES II-A,
L.P. FOR APPROVAL OF COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO.**

Case No. 14,820

**APPLICATION OF LIME ROCK RESOURCES II-A,
L.P. FOR APPROVAL OF COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO.**

Case No. 14,821

**APPLICATION OF LIME ROCK RESOURCES II-A,
L.P. FOR APPROVAL OF COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO.**

Case No. 14,822

**APPLICATION OF LIME ROCK RESOURCES II-A,
L.P. FOR APPROVAL OF COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO.**

Case No. 14,823

AMENDED PRE-HEARING STATEMENT

This pre-hearing statement is submitted by Mewbourne Oil Company ("Mewbourne") as required by the Oil Conservation Division.

APPEARANCES

APPLICANT

Lime Rock Resources II-A, L.P.

APPLICANT'S ATTORNEY

Ernest L. Padilla

OPPONENT

Mewbourne Oil Company
Suite 1020
500 West Texas
Midland, Texas 79701

OPPONENT'S ATTORNEYS

James Bruce
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Attention: Corey Mitchell
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Michael F. Shepard
General Counsel
Mewbourne Oil Company
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Tyler, Texas 75711
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Richard E. Olson
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P.O. Box 10
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STATEMENT OF THE CASE

APPLICANT

OPPONENT

Applicant seeks to, collectively, force pool the E½SW¼ of Section 7, Township 18 South, Range 27 East, N.M.P.M., Eddy County, New Mexico, to be dedicated to four glorieta-Yeso wells (two on each quarter-quarter section).

Mewbourne is the operator of the S½ of Section 7 under an Operating Agreement dated May 15, 1973. This agreement covers all depths in the S½ of Section 7 except (1) the Queen-Grayburg-San Andres formation in the E½SW¼ and NE¼SE¼ of Section 7, (2) surface to 1910 feet subsurface in the NW¼SW¼ of Section 7, (3) surface to the base of the San Andres formation in the W¼SE¼ of Section 7, and (4) surface to 1900 feet subsurface in the SW¼SW¼ of Section 7. All of the above excluded depths are above the top of the Glorieta-Yeso formation. Thus, there is a voluntary agreement between the working interest owners in the proposed wells, compulsory pooling is improper, and the cases must be dismissed.

Depending on the outcome of Mewbourne's motion to dismiss, Mewbourne may present testimony on comparative well costs and expected results. Lime Rock's aggregate cost for its four proposed wells, completed as producers, is \$4,718,460. Mewbourne has proposed a horizontal Yeso well with a completed well cost estimated at \$2,428,800, resulting in a substantial cost savings, especially considering that a horizontal well will recover substantially more reserves than the four vertical wells combined.

PROPOSED EVIDENCE

APPLICANT

WITNESSES

EST. TIME

EXHIBITS

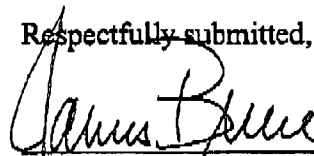
OPPONENT

<u>WITNESSES</u>	<u>EST. TIME</u>	<u>EXHIBITS</u>
Corey Mitchell (landman)	25 min.	Approx. 6
Bruce M. Kramer (Oil and Gas Legal Expert)	25 min.	Approx. 6
Drew Robison (engineer)	25 min.	Approx. 4

PROCEDURAL MATTERS

Mewbourne has filed (1) a motion to dismiss, and (2) a motion for leave to take deposition. In addition, Mewbourne has a subpoena *duces tecum* outstanding against Lime Rock. Mewbourne has requested that documents be produced, and the deposition of Lawrence Garcia be taken, before the hearing scheduled for July 12, 2012. Mewbourne has also filed a motion for continuance.

Respectfully submitted,



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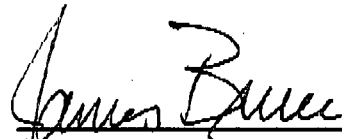
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Attorneys for Mewbourne Oil Company

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing pleading was served upon the following counsel of record this 5th day of July, 2012 by facsimile transmission and U.S. Mail:

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James Bruce