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May 28, 2013

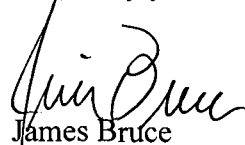
Florene Davidson
Oil Conservation Division
1220 South St. Francis Drive
Santa Fe, New Mexico 87505

Case 15008

Dear Florene:

Enclosed for filing, on behalf of CML Exploration, LLC, are an original and one copy of an application for compulsory pooling, *etc.*, together with a proposed advertisement. The advertisement has also been e-mailed to the Division. Please set the application for the June 27, 2013 Examiner hearing. Thank you. The parties being pooled are highlighted in yellow on the attached list.

Very truly yours,


James Bruce

Attorney for CML Exploration, LLC

Parties Being Pooled

Prospect Name	County	Township	Range	Sec	Legal	Working Int.	Miscellaneous Ownership
Moth Prospect	Lea	10	38	8	N2S2		Harris Family Living Trust 2075 Sheppard-Reese Rd. Kerrville, TX 78028
Moth Prospect	Lea	10	38	8	N2S2		Harris, Lloyd Bartel ssp 1525 Camino Alto El Paso, TX 79902-2807
Moth Prospect	Lea	10	38	8	N2S2		Daugherty, Marza Letu Harris 5345 Waddell Ave. Colorado Springs, CO 80915
Moth Prospect	Lea	10	38	8	S2S2		Renfro Del Spear LP PO Box 1684 Midland, TX 79702
							Showlter 1993 Trust, Charles C. & Louise B. Tst. 569 C. Avenida Sevilla Laguna Hills, CA 92655
Moth Prospect	Lea	10	38	8	S2S2		Harper, Terry Renee Rosemark ssp PO Box 1804 Kalihoo, HI 96736
Moth Prospect	Lea	10	38	8	S2S2		Kinchloe, Cherie Dee ssp PO Box 1219 Kalahou, HI 96741
Moth Prospect	Lea	10	38	8	S2S2		Jones Rev. Tst., Marianne M. Marianne M Jones & Robert A. Jones, Tst. 4100 N. Charles St. Unit 702 Baltimore, MD 31218
Moth Prospect	Lea	10	38	8	S2S2		Day Rev. Tst. Norma Jean Morris, Tst. 1403 Shalcrest Ave. 203 Wilmington, DE 19806
Moth Prospect	Lea	10	38	8	S2S2		Dean, Truman W. ssp 2540 Walsh Court Fort Worth, TX 76109
Moth Prospect	Lea	10	38	8	S2S2		Schroder Trust, Anna Sue Schroeder, Tst. PO Box 33208 Reno, NV 89533
Moth Prospect	Lea	10	38	8	S2S2		American State Bank, Tst. for Bertha Lee Ford PO Box 1401 Lubbock, TX 79408
Moth Prospect	Lea	10	38	8	S2S2		Hull, Jeffrey Glenn 618 Quail Run Road Ofallon, IL 62269
Moth Prospect	Lea	10	38	8	S2S2		Miller Estate, Ben, Monty Miller Adm., PO Box 66273 Lubbock, TX 79467
Moth Prospect	Lea	10	38	8	S2S2		NM Boys & Girls Ranches, Inc. 6209 Hendrix NE, Albuquerque, NM 87110
Moth Prospect	Lea	10	38	8	S2S2		Ellis, Deborah PO Box 1149 Dripping Springs, TX 78620
Moth Prospect	Lea	10	38	8	S2S2		Ellis III, C.D. ssp 2530 S. Congress Apt 200 Austin, TX 78704
Moth Prospect	Lea	10	38	8	S2S2		Alexander, Cynthia Ann Ellis
Moth Prospect	Lea	10	38	8	S2S2		White, S.F. 116 Boca Ciega Rd. Cocoa Beach, FL
Moth Prospect	Lea	10	38	8	S2S2		Brett Estate, W.L. - Alice Brett 5259 Meadowbrook Dr. Fort Worth, TX 76112
Moth Prospect	Lea	10	38	8	S2S2		Haug, Mary Ann 1200 Humboldt #915 Denver, CO 80218
Moth Prospect	Lea	10	38	8	S2S2		McDonald, John William ssp 1301 Sunny Hill Court Bettendorf, IA 51722
Moth Prospect	Lea	10	38	8	S2S2		McDonald, Katherine Louise 3908 Franklin Ave. Des Moines, IA 50310
Moth Prospect	Lea	10	38	8	S2S2		Chamber, David Royce 314 Mantz Ave. Audubon, IA 50025
Moth Prospect	Lea	10	38	8	S2S2		Baxter Estate, Ashley Elizabeth Baxter, Adm. PO Box 16491 Austin, TX 78767
Moth Prospect	Lea	10	38	8	S2S2		Sawyer Rev. Tst. Shirley Scott Sawyer, Tst. 55 Hillside Terrace Stillman, NJ 08558
Moth Prospect	Lea	10	38	8	S2S2		Crawford, Bruce W. ssp 111 Compass Lane #209 Foster City, CA 94404
Moth Prospect	Lea	10	38	8	S2S2		Crawford, Catherine A. ssp 8660 B Bodega Hwy. Sebastopol, CA 95005
Moth Prospect	Lea	10	38	8	S2S2		Stone, Allison Crawford, ssp 17618 N. Ranchette Colbert, WA 99005
Moth Prospect	Lea	10	38	8	S2S2		Clay, Dale A. ssp 330 Canumonn Apt. #6 Coos-Bay, OR 97420
Moth Prospect	Lea	10	38	8	S2S2		Kline, Julianne Clay ssp 1025 Springfield Modesto, CA 95350
Moth Prospect	Lea	10	38	8	S2S2		Barnes, Marianne Clay ssp #417 Wematchee Dr. El Cajon, CA 92021
Moth Prospect	Lea	10	38	8	S2S2		Clay, Carolyn Sue ssp 1043 Chadwick Circle Pittsburg, CA 94565
Moth Prospect	Lea	10	38	8	S2S2		Clay, Lawrence John ssp 3404 Dorothy Road Tempe, CA 90290
Moth Prospect	Lea	10	38	8	S2S2		McCluskey, Rosalind Grace Clay ssp 16529 Calle Ana Pkwy, CA 92064
Moth Prospect	Lea	10	38	8	S2S2		Horton Rev. Tst., Opal & Roy G. Jr. - Tst. 1919 N. Turner St. Hobbs, NM 88240
Moth Prospect	Lea	10	38	8	S2S2		Horton Jr. III, Roy G.
Moth Prospect	Lea	10	38	8	S2S2		Horton Heidi
Moth Prospect	Lea	10	38	8	S2S2		Horton, Bret
Moth Prospect	Lea	10	38	8	S2S2		Sabine, Agnes G. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Gilroy, Wm. B. & Marjorie I. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Norris, Grace E. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Smith, Jessie M. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Fitzgerald, Annette LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Eyman, Philip II & Erna A. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Grant, Katherine E. LA County, CA
Moth Prospect	Lea	10	38	8	S2S2		Lamb, Marie L. n/a
Moth Prospect	Lea	10	38	8	S2S2		Neusladter, Max & Sara Jane U/A
Moth Prospect	Lea	10	38	8	S2S2		Beatty, Marcia U/A
Moth Prospect	Lea	10	38	8	S2S2		Elison, Miriam U/A
Moth Prospect	Lea	10	38	8	S2S2		Gartich, Nena U/A
Moth Prospect	Lea	10	38	8	S2S2		Brown, Honor A. U/A
Moth Prospect	Lea	10	38	8	S2S2		Tobias, Nora J. U/A
Moth Prospect	Lea	10	38	8	S2S2		Ascher, Oleana U/A
Moth Prospect	Lea	10	38	8	S2S2		Haidinam, Susan V. U/A
Moth Prospect	Lea	10	38	8	S2S2		Heap, Jennie & Annie Heap U/A
Moth Prospect	Lea	10	38	8	S2S2		Reese, Salina S. U/A
Moth Prospect	Lea	10	38	8	S2S2		Souther, Sarah D. U/A
Moth Prospect	Lea	10	38	8	S2S2		Woodworth, Hedwig Clara U/A
Moth Prospect	Lea	10	38	8	S2S2		Freudenberger, Herman U/A
Moth Prospect	Lea	10	38	8	S2S2		McKee, Nellie K. U/A
Moth Prospect	Lea	10	38	8	S2S2		Chichester, A.J. & Ida U/A
Moth Prospect	Lea	10	38	8	S2S2		Herg, Alvina U/A

PROPOSED ADVERTISEMENT

Case No. 15008 :

Application of CML Exploration, LLC for a nonstandard oil spacing and proration unit, unorthodox oil well location, and compulsory pooling, Lea County, New Mexico. Applicant seeks an order approving a non-standard oil spacing and proration unit comprised of the E/2SW/4 of Section 8, Township 10 South, Range 38 East, N.M.P.M., Lea County, New Mexico, approving an unorthodox oil well location, and pooling all mineral interests from the surface to the base of the Devonian formation underlying the non-standard unit. Applicant proposes to drill the Harris Well No. 1 at an unorthodox location 1357 feet from the south line and 1565 feet from the west line of Section 8, to a depth sufficient to test the Devonian formation, and will dedicate the E/2SW/4 of Section 8 to the well. Also to be considered will be the cost of drilling and completing the well and the allocation of the cost thereof, as well as actual operating costs and charges for supervision, designation of applicant as operator of the well, and a 200% charge for the risk involved in drilling and completing the well. The unit is located approximately 15-1/2 miles east-southeast of Crossroads, New Mexico.

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BEFORE THE NEW MEXICO OIL CONSERVATION DIVISION

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**APPLICATION OF CML EXPLORATION, LLC
FOR A NON-STANDARD OIL SPACING AND
PRORATION UNIT, UNORTHODOX OIL WELL
LOCATION, AND COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO.**

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Case No. 15008

APPLICATION

CML Exploration, LLC applies for an order approving a non-standard oil spacing and proration unit comprised of the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8, Township 10 South, Range 38 East, N.M.P.M., an unorthodox oil well location, and pooling all mineral interests from the surface to the base of the Devonian formation underlying the non-standard unit, and in support thereof, states:

1. Applicant is an interest owner in the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8, and has the right to drill a well thereon.
2. Applicant proposes to drill the Harris Well No. 1 at an unorthodox location 1357 feet from the south line and 1565 feet from the west line, to a depth sufficient to test the Devonian formation, and will dedicate the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8 to the well in all formations.
3. The target formations are developed on the Division's statewide rules, with 40 acre spacing and wells to be located no closer than 330 feet to a quarter-quarter section line.
4. One well will drain reserves underlying the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8. Therefore, applicant requests that a non-standard spacing and proration unit comprised of the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8 be dedicated to the well.
5. Applicant has in good faith sought to obtain the voluntary joinder of all other mineral interest owners in the E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 8 for the purposes set forth herein.

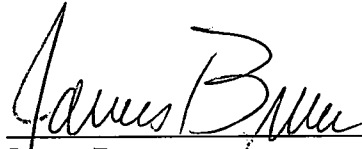
6. Although applicant attempted to obtain voluntary agreements from all mineral interest owners to participate in the drilling and completion of the well, or to otherwise commit their interests to the well, certain interest owners have failed or refused to join in dedicating their interests. Therefore, applicant seeks an order pooling all mineral interest owners underlying the E½SW¼ of Section 8, pursuant to NMSA 1978 §§70-2-17, 18.

7. The granting of this application will prevent the drilling of unnecessary wells, prevent waste, and protect correlative rights.

WHEREFORE, applicant requests that, after notice and hearing, the Division enter its order:

- A. Approving a non-standard oil spacing and proration unit comprised of the E½SW¼ of Section 8;
- B. Approving an unorthodox oil well location;
- C. Pooling all mineral interests from the surface to the base of the Devonian formation underlying the non-standard unit;
- D. Designating applicant as operator of the well;
- E. Considering the cost of drilling and completing the well, and allocating the cost thereof among the well's working interest owners;
- F. Approving actual operating charges and costs charged for supervision, together with a provision adjusting the rates pursuant to the COPAS accounting procedure; and
- G. Setting a 200% charge for the risk involved in drilling and completing the well in the event a working interest owner elects not to participate in the well.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "James Bruce", written over a horizontal line.

James Bruce
Post Office Box 1056
Santa Fe, New Mexico 87504
(505) 982-2043

Attorney for CML Exploration, LLC