Form 3160-5 (August 2007)

(Instructions on page 2)

UNITED STATES OCD-ARTESIA

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED OMB No 1004-0137 Expires: July 31, 2010

5. Lease Serial No. NMNM-048344

6. If Indian, Allottee or Tribe Name

7. If Unit of CA/Agreement, Name and/or No.

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1 Type of Well 8. Well Name and No Oil Well Gas Well Other Williams A Federal #3 2 Name of Operator LRE Operating, LLC 9 API Well No. 30-015-34614 3a. Address 3b. Phone No. (include area code) 10. Field and Pool or Exploratory Area Artesia; Glorieta-Yeso (96830) 713-292-9510 1111 Bagby Street, Suite 4600, Houston, Texas 77002 4. Location of Well (Footage, Sec., T,R,M., or Survey Description) 11. Country or Parish, State Eddy County, New Mexico 1400' FSL and 1150' FWL, Sec. 29, T17S, R28E, Unit L 12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA TYPE OF SUBMISSION TYPE OF ACTION Acidize Deepen Deepen Water Shut-Off Production (Start/Resume) ✓ Notice of Intent Alter Casing Fracture Treat Reclamation Well Integrity Other Add Perforations to Casing Repair New Construction Recomplete Subsequent Report current Perforations Change Plans Plug and Abandon Temporarily Abandon Final Abandonment Notice Convert to Injection Plug Back Water Disposal 13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection) LRE Operating, LLC (current operator of well was formerly operated by Lime Rock Resources A, L.P.), requests approval to add the following perforations: 3,330', 3332', 3340', 3343', 3346', 3349', 3351', 3356', 3360', 3409', 3466', 3468', 3471', 3480', 3484', 3488', 3496', 3498' (1 spf, 0.41" or 0.43" holes, 18 perforations), to existing perforations in the Yeso from 3377' to 3458' (31perforations in place), and fracture stimulate the Yeso with about: 3500 gal 7-1/5% acid, 48000 gal 20# Borate X-linked gel, 85000#'s 16/30 Brady sand and 22500#'s 16/30 resin coated sand at 55 BPM. Following the fracture stimulation treatment, the well will be cleaned out to a PBTD of 3545' MD. Once the wellbore is free of frac sand, the tubing will be run back to 3225', a pump will be added on rods, and the well will be placed back on production. Accepted for record 14. I hereby certify that the foregoing is true and correct Name (Printed/Typed) Robert S. (Sid) Ashworth Title Production Engineer Date 12/08/2011 Signature THIS SPACE FOR FEDERAL OR STATE OFFICE Approved by 2 8 2012 Conditions of approval, if any, are attached Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would Office entitle the applicant to conduct operations thereon Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false fictitious or fraudulent statements or representations as to any matter within its jurisdiction

Williams A Federal #3 Sec 29-17S-28E (L) 1400' FSL, 1150' FWL Elevation – 3,653' API #: 30-015-34614 Eddy County, NM

LRE Operating, LLC PayAdd Workover: Add Yeso Perforations and Frac AFE W11091

- •TOH w/ rods, pump. N/U BOP.
- •TIH w/ 2-7/8" tubing Tag PBTD TOOH and clean out wellbore to PBTD is necessary.
- •POOH / LD tubing.
- •MIRU WLU and add perfs from 3,330' 3498' (see detail below) in the Yeso
- •Breakdown perfs w/ about 3500 gal 7.5% acid and ball sealers.
- •Frac w/about 85000# 16/30 sand & 22500# 16/30 RC sand in 48k gal of 20# X-linked Borate gel
- •PU 2-7/8" tubing and RIH.
- •Run 2-7/8" tbg & tag bottom. Clean out if necessary and POOH.
- •TIH w/ tubing and production equipment to 3,225'.
- •Run pump, & rods & initiate producing load water.

GEOLOGY	
<u>Zone</u>	<u>Тор</u>
Yates	600,
7 Rivers	900'
Queen	1,080'
Grayburg	1,588'
San Andres	1,848'
Glorietta	3,240'
Yeso	3,330'

SURVEYS	
<u>Degrees</u>	<u>Depth</u>
0°	460'
1/2°	1,001'
3/4°	1,536'
1/2°	2,034'
1/2°	2,531'
1/2°	2,997'
1/2°	3,550'

2-7/8"; 6.5#, J-55 Tubing @ 3,225' after frac

Proposed Additional Perfs: 3,330', 3332', 3340', 3343', 3346', 3349', 3351', 3356', 3360', 3409', 3466', 3468', 3471', 3480', 3484', 3488', 3496', 3498' (1 SPF, 18 holes, ≥ 0.4" to 0 43" EHD w/ 29" or > penetration)

Proposed Stimulation: 3500 gals 7-1/2% HCL acid at 20 BPM, 48000 gal 25# (pad) and 20# X-linked Borate gel with 85000 lbs 16/30 Brady sand and 22500 lbs 16/30 resin coated sand with sand staged from 1.5 to 5 ppg Frac will be pumped at 55 BPM and max pressure of 4500 psig.

Perfs: 3377', 79, 85, 86, 87, 88, 91, 92, 93, 96, 97, 98, 99, 3400, 15, 16, 19, 22, 26, 37, 38, 39, 44, 45, 30k gal h 46, 50, 51, 53, 54, 57, 58 (1 SPF, 31 holes)

Stim Info: 3000 gal 15% NEFE; 20k gal htd 20% HCl, 30k gal htd 40# gel. (6/6/06)

PBTD @ 3,545'

5-1/2"; 14#; J-55; ST&C Casing @ 3,547'. Circulated 91 sx to surface. (4/14/2006)

TD @ 3,550'

8-5/8", 24#, K-55, ST&C Casing @ 452'. Circulated 87 sx to surface.