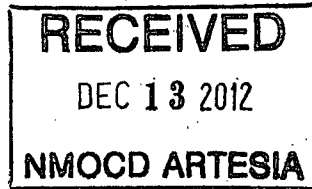


State of New Mexico
Energy, Minerals and Natural Resources Department

Susana Martinez
Governor

John Bemis
Cabinet Secretary

Brett F. Woods, Ph.D.
Deputy Cabinet Secretary



Jami Bailey
Division Director
Oil Conservation Division



December 7, 2012

Lime Rock Resources II A, L.P.
Attn: Mr. David Catanach

ADMINISTRATIVE NON-STANDARD LOCATION ORDER

Administrative Order NSL-6721
Administrative Application Reference No. pDKB1233832909

Lime Rock Resources II A, L.P.
OGRID 227558
Kaiser B 18B Well No. 13
API No. 30-015

Proposed Location:

Footages	Unit	Section	Township	Range	County
1080 FNL & 1650 FEL	B	18	18S	27E	Eddy

Proposed Unit:

Description	Acres	Pool	Pool Code
NW/4 NE/4 of Section 18	40	Red Lake; Glorieta-Yeso	51120
		Red Lake; Queen-Grayburg-San Andres	51300

Reference is made to your application received on November 30, 2012.

You have requested to drill or re-complete this well at an unorthodox oil well location described above, in the referenced pool or formation. This location is governed by statewide Rule 15.9.A [19.15.15.9.A NMAC], which provides for 40-acre units, with wells located at least 330 feet from a unit outer boundary. This location is less than 330 feet from a unit boundary.

Your application has been duly filed under the provisions of Division Rules 15.13 [19.15.15.13 NMAC] and 4.12.A(2) [19.15.4.12.A(2) NMAC].

It is our understanding that you are seeking this location due to proximity to an existing well.

It is also understood that notice of this application to offsetting operators or owners is unnecessary due to common ownership.

December 7, 2012

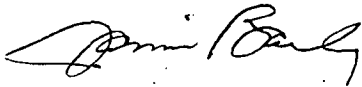
Page 2

Pursuant to the authority conferred by Division Rule 15.13.B, the above-described unorthodox location is hereby approved.

This approval is subject to your being in compliance with all other applicable Division rules, including, but not limited to Division Rule 5.9 [19.15.15.9 NMAC].

Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

Sincerely,

A handwritten signature in cursive script, appearing to read "Jami Bailey".

Jami Bailey
Director

JB/db

cc: New Mexico Oil Conservation Division – Artesia
New Mexico State Land Office