

Submit 1 Copy To Appropriate District Office
 District I - (575) 393-6161
 1625 N. French Dr., Hobbs, NM 88240
 District II - (575) 748-1283
 811 S. First St., Artesia, NM 88210
 District III - (505) 334-6178
 1000 Rio Brazos Rd., Aztec, NM 87410
 District IV - (505) 476-3460
 1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 Revised August 1, 2011

OIL CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

RECEIVED
 MAR 14 2013
 NM OOD ARTESIA

WELL API NO.
 See Attached List

5. Indicate Type of Lease
 STATE FEE

6. State Oil & Gas Lease No.
 648

SUNDRY NOTICES AND REPORTS ON WELLS
 (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT"(FORM C-101) FOR SUCH PROPOSALS.)

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
 Stephens & Johnson Operating Co.

3. Address of Operator
 P.O. Box 2249, Wichita Falls, TX 76307-2249

4. Well Location
 Unit Letter _____ feet from the _____ line and _____ feet from the _____ line
 Section _____ Township _____ Range _____ NMPM _____ County _____

7. Lease Name or Unit Agreement Name:
 East Millman Unit

8. Well Number
 See List

9. OGRID Number
 019958

10. Pool name or Wildcat
 Millman Yates-SR-QN-GB-SA, East

11. Elevation (Show whether DR, RKB, RT, GR, etc.)

12. Check Appropriate Box to Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

- PERFORM REMEDIAL WORK PLUG AND ABANDON
 TEMPORARILY ABANDON CHANGE PLANS
 PULL OR ALTER CASING MULTIPLE COMPL
 DOWNHOLE COMMINGLE

SUBSEQUENT REPORT OF:

- REMEDIATION WORK ALTERING CASING
 COMMENCE DRILLING OPNS. P AND A
 CASING/CEMENT JOB

OTHER: OTHER: Exception to No Flare Rule 19.15.18.12

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7,14 NMAC.. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

The gas production from the East Millman Unit is being sold to DCP Midstream, LP who has notified us that we will be put on a rolling curtailment cycle where the gas production will need to be flared for 2 weeks followed by 6 weeks of normal production and sale of gas. This curtailment cycle will be for an indefinite period of time and will start March 15, 2013. Stephens & Johnson Operating Co. plans to install a treating facility so that we can treat the gas and not be curtailed. We estimate that it will take 3 to 6 months to install the necessary treating equipment. Attached is a list of the producing wells that are affected and a form C-129 Application for Exception to No Flare Rule 19.15.18.12

Spud Date:

Rig Release Date:

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE William M. Kincaid TITLE Petroleum Engineer DATE 3/13/2013
 Type or print name William M. Kincaid E-mail address: mkincaid@sjoc.net PHONE (940) 723-2166

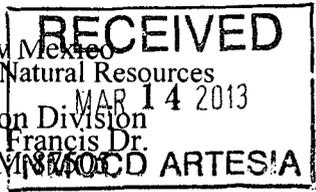
For State Use Only
 APPROVED BY J R Wade TITLE Dist #2 Supervisor DATE 3/18/2013
 Conditions of Approval (if any):

**STEPHENS & JOHNSON OPERATING CO.
EAST MILLMAN UNIT
MILLMAN, YATES-SR-QN-GB-SA, EAST FIELD
EDDY COUNTY, NEW MEXICO**

Property Name	Well No.	API No.		Well Type	Well Status	Location			
						UL	Sec	Twp	Rge
East Millman Unit	144	30015	02246	PROD	ACT	L	14	19S	28E
East Millman Unit	146	30015	02248	PROD	SI	F	14	19S	28E
East Millman Unit	150	30015	02257	PROD	ACT	P	15	19S	28E
East Millman Unit	154	30015	02288	PROD	ACT	B	22	19S	28E
East Millman Unit	155	30015	02215	PROD	ACT	N	11	19S	28E
East Millman Unit	157	30015	02260	PROD	ACT	H	15	19S	28E
East Millman Unit	159	30015	02253	PROD	ACT	D	14	19S	28E
East Millman Unit	165	30015	02262	PROD	ACT	J	15	19S	28E
East Millman Unit	167	30015	02291	PROD	ACT	A	22	19S	28E
East Millman Unit	183	30015	02242	PROD	ACT	N	14	19S	28E
East Millman Unit	185	30015	02244	PROD	ACT	H	14	19S	28E
East Millman Unit	191	30015	27297	PROD	SI	A	22	19S	28E
East Millman Unit	192	30015	27296	PROD	ACT	N	14	19S	28E
East Millman Unit	193	30015	27299	PROD	ACT	M	14	19S	28E
East Millman Unit	194	30015	27300	PROD	ACT	K	14	19S	28E
East Millman Unit	195	30015	27301	PROD	ACT	K	14	19S	28E
East Millman Unit	196	30015	27302	PROD	ACT	L	14	19S	28E
East Millman Unit	197	30015	27298	PROD	ACT	F	14	19S	28E
East Millman Unit	198	30015	27303	PROD	ACT	K	14	19S	28E
East Millman Unit	199	30015	27304	PROD	ACT	E	14	19S	28E
East Millman Unit	202	30015	22188	PROD	ACT	H	22	19S	28E
East Millman Unit	203	30015	27348	PROD	ACT	B	22	19S	28E
East Millman Unit	206	30015	27351	PROD	ACT	G	14	19S	28E
East Millman Unit	207	30015	27466	PROD	ACT	I	14	19S	28E
East Millman Unit	209	30015	27468	PROD	ACT	H	22	19S	28E
East Millman Unit	210	30015	27481	PROD	ACT	D	23	19S	28E
East Millman Unit	211	30015	27527	PROD	ACT	O	14	19S	28E
East Millman Unit	218	30015	22089	PROD	ACT	O	14	19S	28E
East Millman Unit	220	30015	27723	PROD	ACT	C	23	19S	28E
East Millman Unit	221	30015	27724	PROD	ACT	E	23	19S	28E
East Millman Unit	222	30015	27765	PROD	ACT	H	22	19S	28E
East Millman Unit	223	30015	27766	PROD	ACT	O	14	19S	28E
East Millman Unit	224	30015	27725	PROD	ACT	G	22	19S	28E
East Millman Unit	225	30015	28104	PROD	ACT	P	14	19S	28E
East Millman Unit	226	30015	33667	PROD	ACT	I	14	19S	28E
East Millman Unit	229	30015	34762	PROD	ACT	C	14	19S	28E
East Millman Unit	230	30015	34763	PROD	ACT	C	14	19S	28E
East Millman Unit	231	30015	34859	PROD	ACT	C	14	19S	28E
East Millman Unit	232	30015	34860	PROD	ACT	H	15	19S	28E
East Millman Unit	233	30015	38045	PROD	ACT	P	14	19S	28E
East Millman Unit	234	30015	38046	PROD	ACT	I	14	19S	28E
East Millman Unit	235	30015	38048	PROD	ACT	H	14	19S	28E
East Millman Unit	236	30015	38047	PROD	ACT	A	14	19S	28E
East Millman Unit	237	30015	39033	PROD	ACT	B	14	19S	28E
East Millman Unit	238	30015	39034	PROD	ACT	H	14	19S	28E
East Millman Unit	239	30015	39211	PROD	ACT	J	14	19S	28E
East Millman Unit	240	30015	39212	PROD	ACT	G	14	19S	28E
East Millman Unit	241	30015	39960	PROD	ACT	B	14	19S	28E
East Millman Unit	242	30015	39961	PROD	ACT	A	14	19S	28E
East Millman Unit	244	30015	40405	PROD	ACT	F	14	19S	28E
East Millman Unit	245	30015	40406	PROD	ACT	K	14	19S	28E
East Millman Unit	301	30015	28457	PROD	ACT	M	11	19S	28E
East Millman Unit	729	30015	34849	PROD	ACT	C	14	19S	28E

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State of New Mexico
Energy Minerals and Natural Resources
Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505



Form C-129
Revised August 1, 2011

Submit one copy to appropriate
District Office

NFO Permit No. _____
(For Division Use Only)

APPLICATION FOR EXCEPTION TO NO-FLARE RULE 19.15.18.12

(See Rule 19.15.18.12 NMAC and Rule 19.15.7.37 NMAC)

- A. Applicant Stephens & Johnson Operating Company,
whose address is P O Box 2249, Wichita Falls, Texas 76307-2249,
hereby requests an exception to Rule 19.15.18.12 for _____ days or until
September 30, Yr 2013, for the following described tank battery (or LACT):
Name of Lease East Millman Unit Name of Pool Millman Yates-SR-ON-GB-SA East
Location of Battery: Unit Letter P Section 15 Township 19S Range 28E
Number of wells producing into battery 51
- B. Based upon oil production of Gas Production is measured barrels per day, the estimated * volume
of gas to be flared is 390 MCF/day MCF; Value \$3,000.00 per day.
- C. Name and location of nearest gas gathering facility:
DCP Midstream, LP - Artesia Plant
- D. Distance ----- Estimated cost of connection Already connected
- E. This exception is requested for the following reasons: DCP has put us on a rolling curtailment cycle.
We will need to flare our gas for two weeks and then be able to produce and sale our gas for 6 weeks.
We plan to install a treating facility to treat the gas so we will not be curtailed and have to flare our
gas. The installation of the necessary equipment will take 3 to 6 months to complete.

OPERATOR

I hereby certify that the rules and regulations of the Oil Conservation Division have been complied with and that the information given above is true and complete to the best of my knowledge and belief.

Signature William M. Kincaid

Printed Name
& Title William M. Kincaid - Petroleum Engineer

E-mail Address mkincaid@sjoc.net

Date 3/13/2013 Telephone No. (940) 723-2166

OIL CONSERVATION DIVISION

Approved Until Sept 30 - 2013

By LR Dade

Title Dist P Supervisor

Date Mar 18 - 2013

* Gas-Oil ratio test may be required to verify estimated gas volume.