

NM OIL CONSERVATION

ARTESIA DISTRICT

OCD Artesia

APR 23 2015

Form 3160-3
(March 2012)

ATS-11-1068

FORM APPROVED
OMB No. 1004-0137
Expires October 31, 2014

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
NMLC-028784C

6. If Indian, Allottee or Tribe Name
N/A

7. If Unit or CA Agreement, Name and No.
NMNM-88525X; Burch Keely Unit

8. Lease Name and Well No.
BURCH KEELY UNIT #506

9. API Well No.
30-015- 43056

10. Field and Pool, or Exploratory
Burch Keely; Glorieta-Upper Yeso

11. Sec., T. R. M. or Blk. and Survey or Area
Sec 13 T17S R29E

12. County or Parish
EDDY

13. State
NM

1a. Type of work: ☒ DRILL ☐ REENTER

1b. Type of Well: ☒ Oil Well ☐ Gas Well ☐ Other ☒ Single Zone ☐ Multiple Zone

2. Name of Operator COG Operating LLC

3a. Address One Concho Center, 600 W. Illinois Ave
Midland, TX 79701

3b. Phone No. (include area code)
432-685-4384

4. Location of Well (Report location clearly and in accordance with any State requirements.)*

At surface SHL: 250' FNL & 990' FWL, Unit D

At proposed prod. zone BHL: 330' FNL & 990' FWL, Unit D

14. Distance in miles and direction from nearest town or post office*
2 miles from Loco Hills, NM

UNORTHODOX
LOCATION

15. Distance from proposed*
location to nearest
property or lease line, ft.
(Also to nearest drg. unit line, if any)
250'

16. No. of acres in lease
1440

17. Spacing Unit dedicated to this well
40

18. Distance from proposed location*
to nearest well, drilling, completed,
applied for, on this lease, ft.
487.9'

19. Proposed Depth
TVD: 4650' MD: 4651'

20. BLM/BIA Bond No. on file
NMB000740; NMB000215

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
3638' GL


22. Approximate date work will start*
11/30/2014

23. Estimated duration
15 Days

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, must be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO must be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the BLM.

25. Signature 

Name (Printed/Typed)
Kelly J. Holly

Date
09/04/2014

Title
Permitting Tech

Approved by (Signature)
Steve Caffey

Name (Printed/Typed)

Date
APR 20 2015

Title
FIELD MANAGER

Office
CARLSBAD FIELD OFFICE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

APPROVAL FOR TWO YEARS

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.

(Continued on page 2)

*(Instructions on page 2)

Roswell Controlled Water Basin

ARD
4/23/15

Approval Subject to General Requirements
& Special Stipulations Attached

SEE ATTACHED FOR
CONDITIONS OF APPROVAL

District I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720

District II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1233 Fax: (575) 748-9720

District III
1000 Rio Brazos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170

District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico
Energy, Minerals & Natural Resources Department
OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-102
Revised August 1, 2011
Submit one copy to appropriate
District Office
☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

¹ API Number 30-015- 43056	² Pool Code 97918	³ Pool Name Burch Keely; Glorieta Upper Veso
⁴ Property Code 308086	⁵ Property Name BURCH KEELY UNIT	
⁷ OGRID No. 229137	⁸ Operator Name COG OPERATING, LLC	⁶ Well Number 506
		⁹ Elevation 3638'

¹⁰ Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
D	13	17-S	29-E		250	NORTH	990	WEST	EDDY

¹¹ Bottom Hole Location If Different From Surface

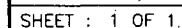
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
D	13	17-S	29-E		330	NORTH	990	WEST	EDDY

¹² Dedicated Acres 40	¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.
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No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.

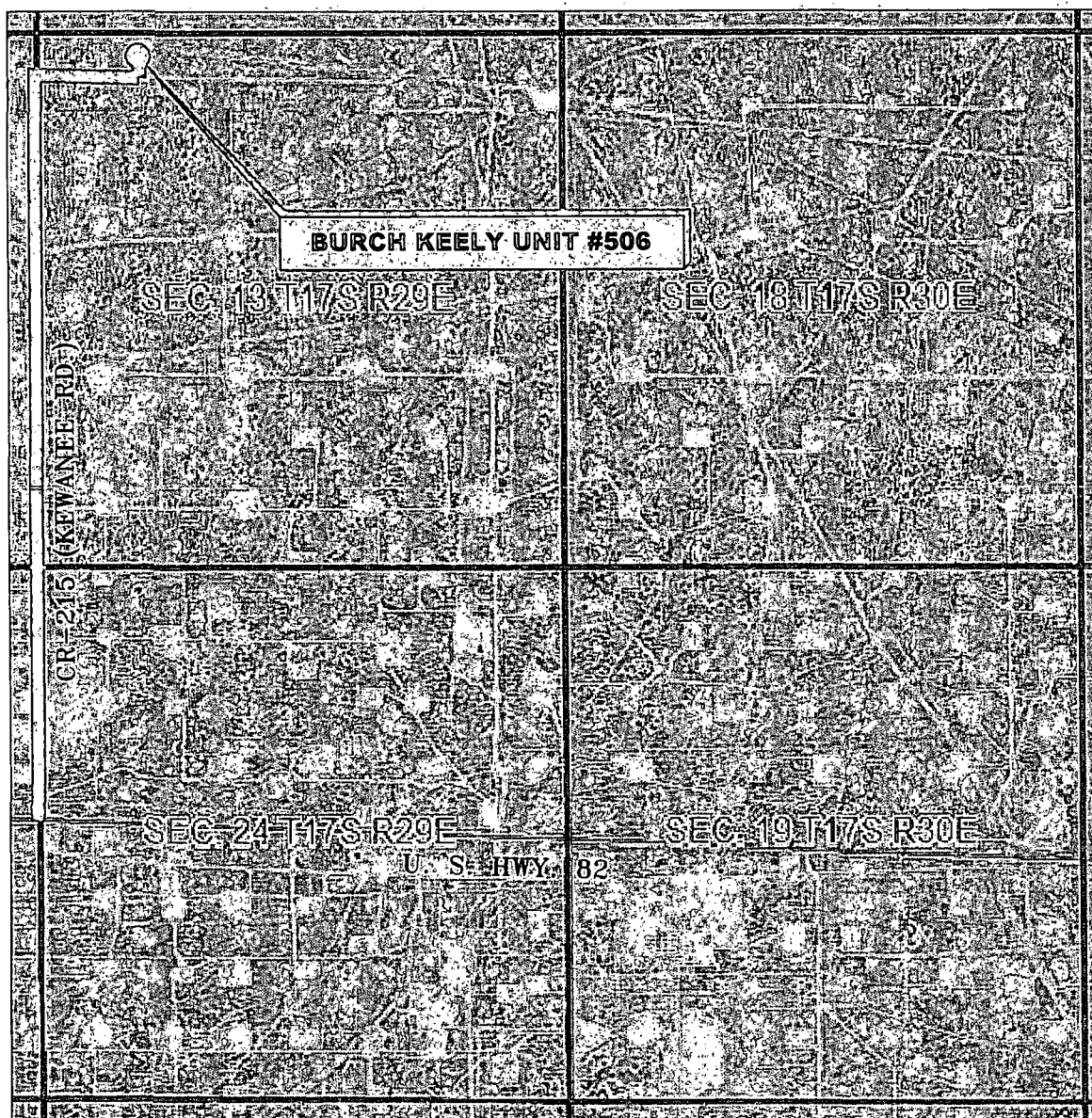
<p>Estimated Completed Interval: 330 FNL 981 FWL</p> <p>CORNER DATA</p> <p>A: FND 1" STEEL PIPE W/1/2" RBR INSIDE N 664765.2 - E 591228.9</p> <p>B: FND 1 1/2" STL PIPE BENT OVER W/BRASS CAP BROKE OFF N 667403.0 - E 591222.1</p> <p>C: FND USGLO BRASS CAP 1914 N 670041.9 - E 591216.3</p> <p>D: FND USGLO BRASS CAP 1914 N 670048.4 - E 593857.0</p> <p>E: FND USGLO BRASS CAP 1914 N 670054.6 - E 596494.2</p> <p>F: FND USGLO BRASS CAP 1914 N 667417.3 - E 596503.3</p> <p>G: FND USGLO BRASS CAP 1914 N 664777.0 - E 596506.9</p> <p>GEODETIC DATA NAD 27 GRID - NM EAST SURFACE LOCATION N 669794.3 - E 592206.7 LAT: 32.84098981° N LONG: 104.03311534° W BOTTOM HOLE N 669714.4 - E 592206.8</p>	<p>¹⁷ OPERATOR CERTIFICATION</p> <p>I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order to be entered by the division.</p> <p><i>[Signature]</i> Signature</p> <p>8-26-14 Date</p> <p>Kelly J. Holly Printed Name</p> <p>kholly@concho.com E-mail Address</p> <p>¹⁸ SURVEYOR CERTIFICATION</p> <p>I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.</p> <p>7/2/13 Date of Survey</p> <p><i>[Signature]</i> Signature and Seal of Professional Surveyor</p> <p>19680 Certificate Number</p> <p>Revised 24 Sept. 2013 BH Loc.</p>
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Burch Keely Unit #506
(250' FNL & 990' FWL)
Section 13, T-17-S, R-29-E,
N. M. P. M., Eddy Co., New Mexico



VICINITY MAP

NOT TO SCALE



SECTION 13, TWP. 17 SOUTH, RGE. 29 EAST,
N. M. P. M., EDDY COUNTY, NEW MEXICO

OPERATOR: COG Operating, LLC
LEASE: Burch Keely Unit
WELL NO.: 506

LOCATION: 250' FNL & 990' FWL
ELEVATION: 3638'

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NO.	REVISION	DATE
JOB NO.: LS130294		
DWG. NO.: 130294VM		

PROSPERITY CONSULTANTS, LLC

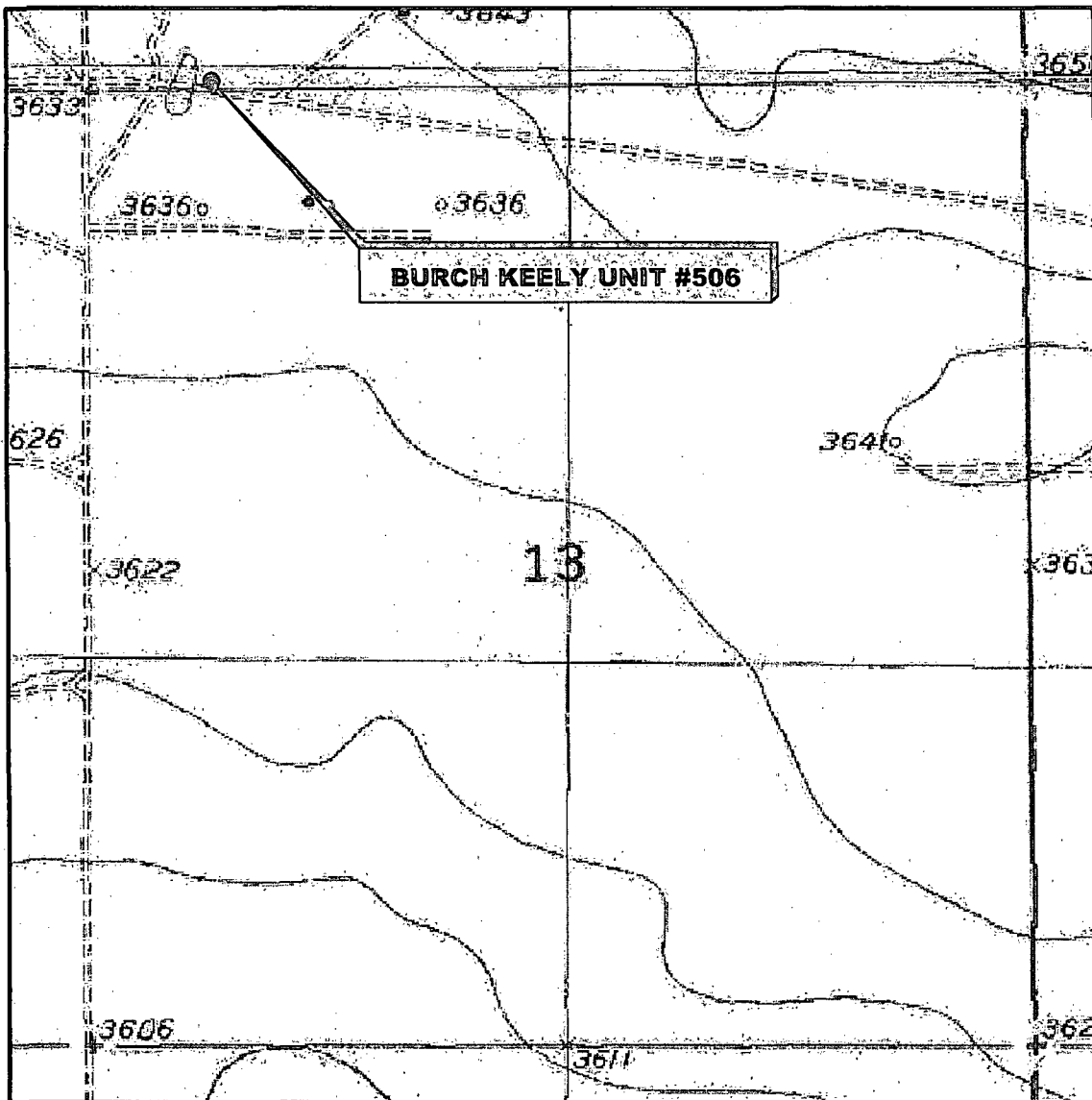


2251 Double Creek Drive, Suite 602, Round Rock, Texas 78664

o (512) 992-2087 f (512) 251-2518

SCALE: NOT TO SCALE
DATE: 7/2/13
SURVEYED BY: BK/IE
DRAWN BY: DR
APPROVED BY: LWB
SHEET : 1 OF 1

LOCATION VERIFICATION MAP



SECTION 13, TWP. 17 SOUTH, RGE. 29 EAST,
N. M. P. M., EDDY COUNTY, NEW MEXICO

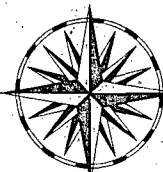
OPERATOR: COG Operating, LLC
LEASE: Burch Keely Unit
WELL NO.: 506
ELEVATION: 3638'

LOCATION: 250' FNL & 990' FWL
CONTOUR INTERVAL: 10'
USGS TOPO: SOURCE MAP:
Red Lake SE, NM (1955)

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NO.	REVISION	DATE
JOB NO.:	LS130294	
DWG. NO.:	130294LVM	

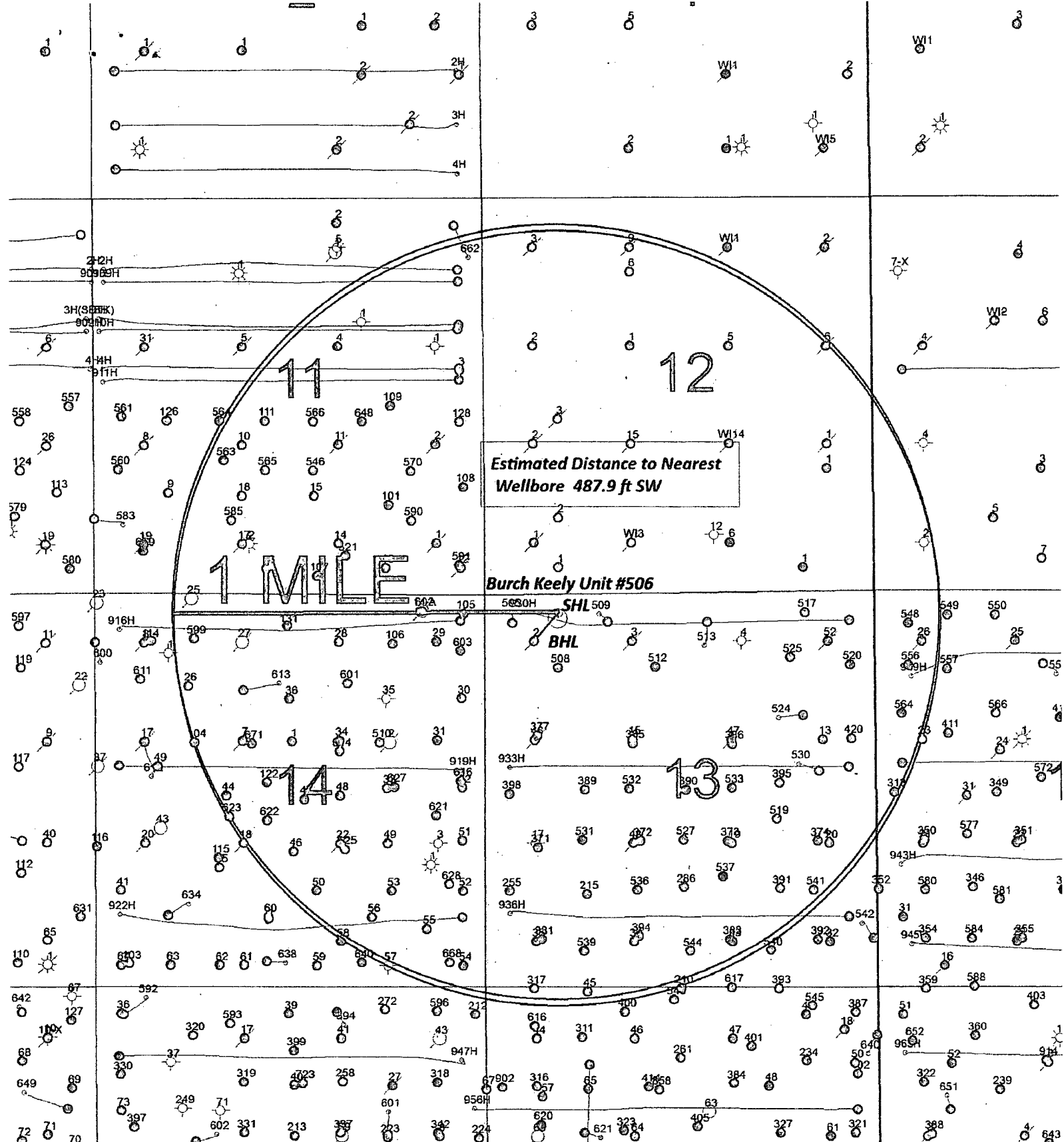
PROSPERITY CONSULTANTS, LLC



2251 Double Creek Drive, Suite 602, Round Rock, Texas 78664

o (512) 992-2087 f (512) 251-2518

SCALE: 1" = 1000'
DATE: 7/2/13
SURVEYED BY: BK/IE
DRAWN BY: DR
APPROVED BY: LWB
SHEET : 1 OF 1



SENM Shelf Area
Burch Keely Unit #506

SEC. 13, T17S - R29E SHL 250 FNL 990 FWL, UNIT D
SEC. 13, T17S - R29E BHL 330 FNL 990 FWL, UNIT D



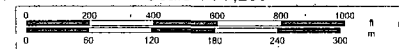
Data use subject to license.

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www.delorme.com



Scale 1 : 7,200



1" = 600.0 ft

Data Zoom 14-7

**COG Operating LLC
Burch Keely Unit #506**

1. Geologic Formations

TVD of target	4650	Pilot hole depth	N/A
MD at TD:	4651	Deepest expected fresh water:	110

Back Reef

Formation	Depth (TVD) from KB	Water/Mineral Bearing/ Target Zone?	Hazards*
Quaternary Fill	Surface	Fresh Water	
Rustler	270	Water	
Top of Salt	480	Salt	
Tansill/Btm of Salt	970	Barren	
Yates	1080	Gas	
Seven Rivers	1365	Oil/Gas	
Queen	1965	Oil/Gas	
Grayburg	2370	Oil/Gas	
San Andres	2670	Oil/Gas	
Glorieta	4085	Oil/Gas	
Paddock	4155	Target Zone	
Blinberry	4630	Oil/Gas	

*H2S, water flows, loss of circulation, abnormal pressures, etc.

2. Casing Program

See COA

Hole Size	Casing Interval		Csg. Size	Weight (lbs)	Grade	Con- n.	SF Collapse	SF Burst	SF Tension
	From	To							
17.5"	0	295	13.375"	48	H40/J55 Hybrid	STC	5.68	3.36	26.13
11"	0	990 1055'	8.625"	24	J55	STC	2.66	1.33	12.12
7.875"	0	TD	5.5"	15.5	J55	LTC	2.83	1.33	4.97
BLM Minimum Safety Factor							1.125	1	1.6 Dry 1.8 Wet

All casing strings will be tested in accordance with Onshore Oil and Gas Order #2 III.B.1.h

Must have table for contingency casing

	Y or N
Is casing new? If used, attach certification as required in Onshore Order #1	Y
Is casing API approved? If no, attach casing specification sheet.	Y
Is premium or uncommon casing planned? If yes attach casing specification sheet.	N
Does the above casing design meet or exceed BLM's minimum standards? If not provide justification (loading assumptions, casing design criteria).	Y

**COG Operating LLC
Burch Keely Unit #506**

Will the pipe be kept at a minimum 1/3 fluid filled to avoid approaching the collapse pressure rating of the casing?	Y
Is well located within Capitan Reef?	N
If yes, does production casing cement tie back a minimum of 50' above the Reef?	
Is well within the designated 4 string boundary.	
Is well located in SOPA but not in R-111-P?	N
If yes, are the first 2 strings cemented to surface and 3 rd string cement tied back 500' into previous casing?	
Is well located in R-111-P and SOPA?	N
If yes, are the first three strings cemented to surface?	
Is 2 nd string set 100' to 600' below the base of salt?	
Is well located in high Cave/Karst?	N
If yes, are there two strings cemented to surface?	
(For 2 string wells) If yes, is there a contingency casing if lost circulation occurs?	
Is well located in critical Cave/Karst?	N
If yes, are there three strings cemented to surface?	

3. Cementing Program

Casing	#Sks	Wt. lb/ gal	Yld ft3/ sack	H ₂ O gal/sk	500# Comp. Strength (hours)	Slurry Description
Surf.	400	14.8	1.32	6.3	6	Class C w/2% CaCl ₂ + 0.25 pps CF
Inter. <i>See COA</i>	200	11.8	2.45	14.4	24	Lead: 50:50:10 C:Poz:Gel w/ 5% Salt+ 0.25% CF
	200	14.8	1.32	6.3	6	Tail: Class C w/2% CaCl ₂
	Multi-stage Contingency: DV/ECP Tool +/-340' <i>345' (50' below previous shoe)</i>					
	25	11.8	2.45	14.4	24	1 st stage Lead: 50:50:10 C:Poz:Gel w/ 5% Salt+ 0.25% CF
	200	14.8	1.32	6.3	6	1 st stage Tail: Class C w/2% CaCl ₂
	175	11.8	2.45	14.4	11	2 nd stage: 50:50:10 C:Poz:Gel w/5% salt + 0.25% CF
Prod.	500	12.5	2.01	11.4	22	Lead: 35:65:6 C:Poz Gel w/5% salt+ 5 pps LCM+ 0.2 % SMS+ 1% FL-25+ 1% BA-58+0.3% FL-52A+ 0.125 pps CF
	400	14.0	1.37	6.4	10	Tail: 50:50:2 C:Poz Gel w/5% salt+ 3 pps LCM+ 0.6 % SMS + 0.3% FL-52A + 0.125 pps CF + 1% FL-25 + 1% BA-58

**COG Operating LLC
Burch Keely Unit #506**

Multi-stage Contingency: DV/ECP Tool +/-2500'						
	250	11.8	2.01	11.4	22	1 st stage Lead: 35:65:6 C:Poz Gel w/5% salt + 5 pps LCM + 0.2 % SMS + 1% FL-25 + 1% BA-58 + 0.3% FL-52A + 0.125 pps CF
	200	14.8	1.32	6.4	10.0	1 st stage Tail: 50:50:2 C:Poz Gel w/5% salt + 3 pps LCM + 0.6 % SMS + 1% FL-25 + 1% BA-58 + 0.3% FL-52A + 0.125 pps CF
	150	12.5	2.01	11.4	22	2 nd stage Lead: 35:65:6 C:Poz Gel w/5% salt + 5 pps LCM + 0.2 % SMS + 1% FL-25 + 1% BA-58 + 0.3% FL-52A + 0.125 pps CF
	250	16.8	1.02	5.8	6	2 nd stage Tail: Class C w/0.3% R-3 + 1.5% CD-32

Assumption for DV Tool is water flow. This dense cement is used to combat water flows if they are encountered. This cement recipe also has a right angle set time and is mixed a little under saturated so the water flow will be absorbed by the cement. DV tool depth(s) are based on hole conditions and cement volumes and will be adjusted proportionally. DV tool will be set a minimum of 50 feet below previous casing and a minimum of 200 feet above current shoe.

Casing String	TOC	% Excess
Surface	0'	102%
Intermediate	0'	Lead:146% Tail:157%
Production	4650'	Lead:65% Tail:129%

200' tie back minimum

4. Pressure Control Equipment

BOP installed and tested before drilling which hole?	Size?	System Rated WP	Type	✓	Tested to:
11"	13-5/8" or 11"	2M	Annular	X	Rated working pressure
			Blind Ram		
			Pipe Ram		
			Double Ram	X	
			Other*		
7 7/8"	13 5/8" or 11"	2M	Annular	X	Rated working pressure
			Blind Ram		
			Pipe Ram		
			Double Ram	X	
			Other*		
			Annular		
			Blind Ram		
			Pipe Ram		
			Double Ram		
			Other*		

*Specify if additional ram is utilized.

COG Operating LLC
Burch Keely Unit #506

BOP/BOPE will be tested by an independent service company to 250 psi low and the high pressure indicated above per Onshore Order 2 requirements. The System may be upgraded to a higher pressure but still tested to the working pressure listed in the table above. If the system is upgraded all the components installed will be functional and tested.

If double ram BOPS are used pipe rams will be operationally checked each 24 hour period. Blind rams will be operationally checked on each trip out of the hole. These checks will be noted on the daily tour sheets. Other accessories to the BOP equipment will include a Kelly cock and floor safety valve (inside BOP) and choke lines and choke manifold. See attached schematics Exhibits 9 & 10.

N/A	Formation integrity test will be performed per Onshore Order #2. On Exploratory wells or on that portion of any well approved for a 5M BOPE system or greater, a pressure integrity test of each casing shoe shall be performed. Will be tested in accordance with Onshore Oil and Gas Order #2 III.B.1.i.	
N/A	A variance is requested for the use of a flexible choke line from the BOP to Choke Manifold. See attached for specs and hydrostatic test chart.	
	Y / N	Are anchors required by manufacturer?
N/A	A multibowl wellhead is being used. The BOP will be tested per Onshore Order #2 after installation on the surface casing which will cover testing requirements for a maximum of 30 days. If any seal subject to test pressure is broken the system must be tested. <ul style="list-style-type: none"> Provide description here See attached schematic.	

5. Mud Program

Depth		Type	Weight (ppg)	Viscosity	Water Loss
From	To				
0	Surf. shoe	FW Gel	8.3-8.5	28-36	N/C
Surf csg	Int shoe	Saturated Brine	9.8-10.0	28-32	N/C
Int shoe	TD	Cut Brine	8.5-9.2	28-34	N/C

Sufficient mud materials to maintain mud properties and meet minimum lost circulation and weight increase requirements will be kept on location at all times.

What will be used to monitor the loss or gain of fluid?	PVT/Pason/Visual Monitoring
---	-----------------------------

**COG Operating LLC
Burch Keely Unit #506**

6. Logging and Testing Procedures

Logging, Coring and Testing.	
X	Will run GR/CNL from TD to surface (horizontal well – vertical portion of hole). Stated logs run will be in the Completion Report and submitted to the BLM.
	No Logs are planned based on well control or offset log information.
	Drill stem test? If yes, explain
	Coring? If yes, explain

Additional logs planned	Interval
X	Resistivity
X	Density
X	CBL
X	Mud log
	PEX

7. Drilling Conditions

Condition	Specify what type and where?
BH Pressure at deepest TVD	2013 psi
Abnormal Temperature	No

Mitigation measure for abnormal conditions. Describe. Lost circulation material/sweeps/mud scavengers.

Hydrogen Sulfide (H₂S) monitors will be installed prior to drilling out the surface shoe. If H₂S is detected in concentrations greater than 100 ppm, the operator will comply with the provisions of Onshore Oil and Gas Order #6. Remote operated choke will be installed. If Hydrogen Sulfide is encountered, measured values and formations will be provided to the BLM.

X	H ₂ S is present
X	H ₂ S Plan attached

8. Other facets of operation

Attachments

- X Directional Plan
- X Other, describe: BOPE Schematics



COG Operating LLC

Eddy County, NM (NAD27 NME)

Burch Keely Unit

#506

WB1

Plan: Plan #2 08-27-14

Surface: 250' FNL, 990' FWL, Sec 13, T17S, R29E, Unit D

PP: 330' FNL, 981' FWL, Sec 13, T17S, R29E, Unit D

BHL: 340' FNL, 980' FWL, Sec 13, T17S, R29E, Unit D

Standard Planning Report

27 August, 2014



PHOENIX
TECHNOLOGY SERVICES



Phoenix Technology Services Planning Report



Database:	GCR DB	Local Co-ordinate Reference:	Well #506
Company:	COG Operating LLC	TVD Reference:	KB @ 3647.00usft (Silver Oak 3)
Project:	Eddy County, NM (NAD27 NME)	MD Reference:	KB @ 3647.00usft (Silver Oak 3)
Site:	Burch Keely Unit	North Reference:	Grid
Well:	#506	Survey Calculation Method:	Minimum Curvature
Wellbore:	WB1		
Design:	Plan #2 08-27-14		

Project	Eddy County, NM (NAD27 NME)		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	New Mexico East 3001		

Site	Burch Keely Unit		
Site Position:	Map	Northing:	666,591.10 usft
From:		Easting:	596,305.50 usft
Position Uncertainty:	0.00 usft	Slot Radius:	13-3/16 "
		Latitude:	32° 49' 55.74916 N
		Longitude:	104° 1' 11.28420 W
		Grid Convergence:	0.17 °

Well	#506		
Well Position	+N/-S	3,203.20 usft	Northing:
	+E/-W	-4,098.80 usft	Easting:
Position Uncertainty	0.00 usft	Wellhead Elevation:	Ground Level:
			3,629.00 usft

Wellbore	WB1		
Magnetics:	Model Name	Sample Date	Declination
			(°)
	IGRF2010_14	08/27/14	7.45
			Dip Angle
			(°)
			60.60
			Field Strength
			(nT)
			48,615

Design	Plan #2 08-27-14		
Audit Notes:			
Version:	Phase:	PLAN	Tie On Depth:
			0.00
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W
	(usft)	(usft)	(usft)
	0.00	0.00	0.00
			Direction
			(°)
			186.28

Plan Sections										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,150.00	0.00	0.00	1,150.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,237.43	1.75	186.28	1,237.42	-1.33	-0.15	2.00	2.00	0.00	186.28	
4,113.94	1.75	186.28	4,112.58	-88.57	-9.75	0.00	0.00	0.00	0.00	
4,201.37	0.00	0.00	4,200.00	-89.90	-9.90	2.00	-2.00	0.00	180.00	TG1-BKU #506
4,651.37	0.00	0.00	4,650.00	-89.90	-9.90	0.00	0.00	0.00	0.00	PBHL-BKU #506 v2



Phoenix Technology Services
Planning Report



Database: GCR DB
Company: COG Operating LLC
Project: Eddy County, NM (NAD27 NME)
Site: Burch Keely Unit
Well: #506
Wellbore: WB1
Design: Plan #2 08-27-14

Local Co-ordinate Reference
TVD Reference: KB @ 3647.00usft (Silver Oak 3)
MD Reference: KB @ 3647.00usft (Silver Oak 3)
North Reference: Grid
Survey Calculation Method: Minimum Curvature

Planned Survey									
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,050.00	0.00	0.00	1,050.00	0.00	0.00	0.00	0.00	0.00	0.00
8 5/8"									
1,150.00	0.00	0.00	1,150.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP, Start 2°/100' Build									
1,200.00	1.00	186.28	1,200.00	-0.43	-0.05	0.44	2.00	2.00	0.00
1,237.43	1.75	186.28	1,237.42	-1.33	-0.15	1.33	2.00	2.00	0.00
Hold 1.75° Inc, 186.28° Azm									
1,300.00	1.75	186.28	1,299.96	-3.22	-0.36	3.24	0.00	0.00	0.00
1,400.00	1.75	186.28	1,399.91	-6.26	-0.69	6.29	0.00	0.00	0.00
1,500.00	1.75	186.28	1,499.86	-9.29	-1.02	9.35	0.00	0.00	0.00
1,600.00	1.75	186.28	1,599.82	-12.32	-1.36	12.40	0.00	0.00	0.00
1,700.00	1.75	186.28	1,699.77	-15.36	-1.69	15.45	0.00	0.00	0.00
1,800.00	1.75	186.28	1,799.72	-18.39	-2.03	18.50	0.00	0.00	0.00
1,900.00	1.75	186.28	1,899.68	-21.42	-2.36	21.55	0.00	0.00	0.00
2,000.00	1.75	186.28	1,999.63	-24.46	-2.69	24.60	0.00	0.00	0.00
2,100.00	1.75	186.28	2,099.58	-27.49	-3.03	27.65	0.00	0.00	0.00
2,200.00	1.75	186.28	2,199.54	-30.52	-3.36	30.71	0.00	0.00	0.00
2,300.00	1.75	186.28	2,299.49	-33.56	-3.70	33.76	0.00	0.00	0.00
2,400.00	1.75	186.28	2,399.45	-36.59	-4.03	36.81	0.00	0.00	0.00
2,500.00	1.75	186.28	2,499.40	-39.62	-4.36	39.86	0.00	0.00	0.00
2,600.00	1.75	186.28	2,599.35	-42.65	-4.70	42.91	0.00	0.00	0.00
2,700.00	1.75	186.28	2,699.31	-45.69	-5.03	45.96	0.00	0.00	0.00
2,800.00	1.75	186.28	2,799.26	-48.72	-5.37	49.02	0.00	0.00	0.00
2,900.00	1.75	186.28	2,899.21	-51.75	-5.70	52.07	0.00	0.00	0.00
3,000.00	1.75	186.28	2,999.17	-54.79	-6.03	55.12	0.00	0.00	0.00
3,100.00	1.75	186.28	3,099.12	-57.82	-6.37	58.17	0.00	0.00	0.00
3,200.00	1.75	186.28	3,199.07	-60.85	-6.70	61.22	0.00	0.00	0.00
3,300.00	1.75	186.28	3,299.03	-63.89	-7.04	64.27	0.00	0.00	0.00
3,400.00	1.75	186.28	3,398.98	-66.92	-7.37	67.32	0.00	0.00	0.00
3,500.00	1.75	186.28	3,498.93	-69.95	-7.70	70.36	0.00	0.00	0.00
3,600.00	1.75	186.28	3,598.89	-72.99	-8.04	73.43	0.00	0.00	0.00
3,700.00	1.75	186.28	3,698.84	-76.02	-8.37	76.48	0.00	0.00	0.00
3,800.00	1.75	186.28	3,798.79	-79.05	-8.71	79.53	0.00	0.00	0.00
3,900.00	1.75	186.28	3,898.75	-82.09	-9.04	82.58	0.00	0.00	0.00
4,000.00	1.75	186.28	3,998.70	-85.12	-9.37	85.63	0.00	0.00	0.00
4,100.00	1.75	186.28	4,098.65	-88.15	-9.71	88.68	0.00	0.00	0.00
4,101.35	1.75	186.28	4,100.00	-88.19	-9.71	88.73	0.00	0.00	0.00
Top of Paddock									
4,113.94	1.75	186.28	4,112.59	-88.57	-9.75	89.11	0.00	0.00	0.00
Begin 2°/100' Drop									
4,200.00	0.03	186.28	4,198.63	-89.90	-9.90	90.44	2.00	-2.00	0.00
4,201.37	0.00	0.00	4,200.00	-89.90	-9.90	90.44	2.00	-2.00	0.00
Begin Vertical Hold									
4,651.37	0.00	0.00	4,650.00	-89.90	-9.90	90.44	0.00	0.00	0.00
TD at 4651.37									



Phoenix Technology Services
Planning Report



Database:	CCR DB	Local Co-ordinate Reference:	Well #506
Company:	COG Operating LLC	TVD Reference:	KB @ 3647.00usft (Silver Oak 3)
Project:	Eddy County, NM (NAD27 NME)	MD Reference:	KB @ 3647.00usft (Silver Oak 3)
Site:	Burch Keely Unit	North Reference:	Grid
Well:	#506	Survey Calculation Method:	Minimum Curvature
Wellbore:	WB1		
Design:	Plan #2 08-27-14		

Design Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (usft)	+N-S (usft)	+E-W (usft)	Northing (usft)	Easting (usft)	Latitude	Longitude
- hit/miss target									
- Shape									
PP-BKU #506	0.00	0.00	3,830.04	-80.00	-8.81	669,714.30	592,197.89	32° 50' 26.77209 N	104° 1' 59.32146 W
- plan hits target center									
- Point									
TG1-BKU #506	0.00	0.00	4,200.00	-89.90	-9.90	669,704.40	592,196.80	32° 50' 26.67416 N	104° 1' 59.33457 W
- plan hits target center									
- Point									
PBHL-BKU #506 v2	0.00	0.00	4,650.00	-89.90	-9.90	669,704.40	592,196.80	32° 50' 26.67416 N	104° 1' 59.33457 W
- plan hits target center									
- Circle (radius 10.00)									

Casing Points

Measured Depth (usft)	Vertical Depth (usft)	Name	Casing Diameter (")	Hole Diameter (")
1,050.00	1,050.00	8 5/8"	8-5/8	12-1/4

Formations

Measured Depth (usft)	Vertical Depth (usft)	Name	Lithology	Dip (°)	Dip Direction (°)
4,101.35	4,100.00	Top of Paddock		0.00	0.01

Plan Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N-S (usft)	+E-W (usft)	
1,150.00	1,150.00	0.00	0.00	KOP, Start 2°/100' Build
1,237.43	1,237.42	-1.33	-0.15	Hold 1.75° Inc, 186.28 ° Azm
4,113.94	4,112.59	-88.57	-9.75	Begin 2°/100' Drop
4,201.37	4,200.00	-89.90	-9.90	Begin Vertical Hold
4,651.37	4,650.00	-89.90	-9.90	TD at 4651.37



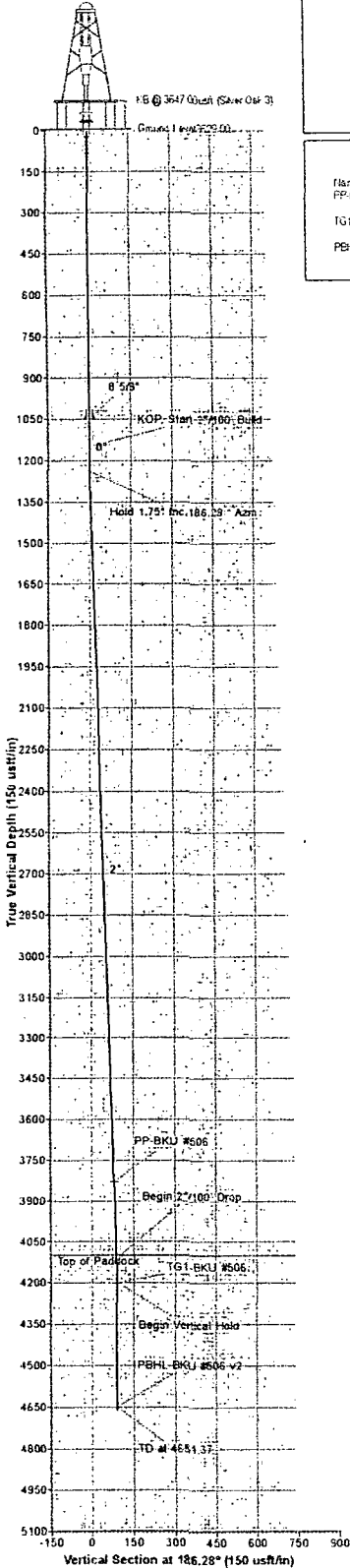
Project: Eddy County, NM (NAD27 NME)
Site: Burch Keely Unit
Well: #506
Wellbore: WB1
Design: Plan #2 08-27-14
Rig: Silver Oak 3



PHOENIX
TECHNOLOGY SERVICES



Azimuths to Grid North
True North: -0.16°
Magnetic North: 7.20°
Magnetic Field
Strength: 48614.8 nT
Dip Angle: 60.60°
Date: 08/27/2014
Model: IGRF2010_14



WELL DETAILS											
	-E-W	-E-W	North	Ground Elev	3629.00	Latitude	Longitude				
	0.00	0.00	669794.30	Easting	592196.70	32° 50' 27.56347 N	104° 1' 59.21554 W				

SECTION DETAILS											
Sec	MD	Inc	Az	TVD	-E-W	-E-W	Depth	Tface	Vsect	Target	Annotation
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		KOP: Start 2°/100° Build
2	1150.00	0.00	0.00	1150.30	0.00	0.00	0.00	0.00	0.00		Hold 1.75° Inc. 186.28° Azim
3	1237.43	1.75	186.28	1237.42	-1.33	-0.15	2.00	185.38	1.23		Begin 2°/100° Drop
4	4113.94	1.75	186.28	4112.58	-86.57	-5.75	0.00	0.00	83.11		Begin Vertical Hold
5	4201.37	0.00	0.00	4200.00	-89.90	-9.90	2.00	180.00	90.44	TG1-BKU #506	TD at 4551.37
6	4551.37	0.00	0.00	4550.00	-89.90	-9.90	0.00	0.00	90.44	PBHL-BKU #506 v2	

DESIGN TARGET DETAILS											
Name	TVD	-E-W	-E-W	North	Easting	Latitude	Longitude	Shape			
PP-BKU #506	3630.00	-80.00	-8.81	669714.20	592197.65	32° 50' 25.7203 N	104° 1' 59.32145 W	Point			
- planfile target center											
TG1-BKU #506	4200.00	-89.90	-9.90	669794.30	592196.80	32° 50' 25.67416 N	104° 1' 59.32457 W	Point			
- planfile target center											
PBHL-BKU #506 v2	4550.00	-89.90	-9.90	669794.30	592196.30	32° 50' 25.67415 N	104° 1' 59.32457 W	Circle (Radius 10.00)			
- planfile target center											

LEGEND

— Plan #2 08-27-14

Map System: US State Plane 1927 (Exact solution)
Datum: NAD 1927 (NADCON CONUS)
Ellipsoid: Clarke 1866
Zone Name: New Mexico East 3001
Local Origin: Well #506, Grid North

Latitude: 32° 50' 27.56347 N
Longitude: 104° 1' 59.21554 W

Grid East: 592206.70
Grid North: 669794.30
Scale Factor: 1.000

Geomagnetic Model: IGRF2010_14
Sample Date: 27-Aug-14

Magnetic Declination: 7.45°
Dip Angle from Horizontal: 60.60°
Magnetic Field Strength: 48615

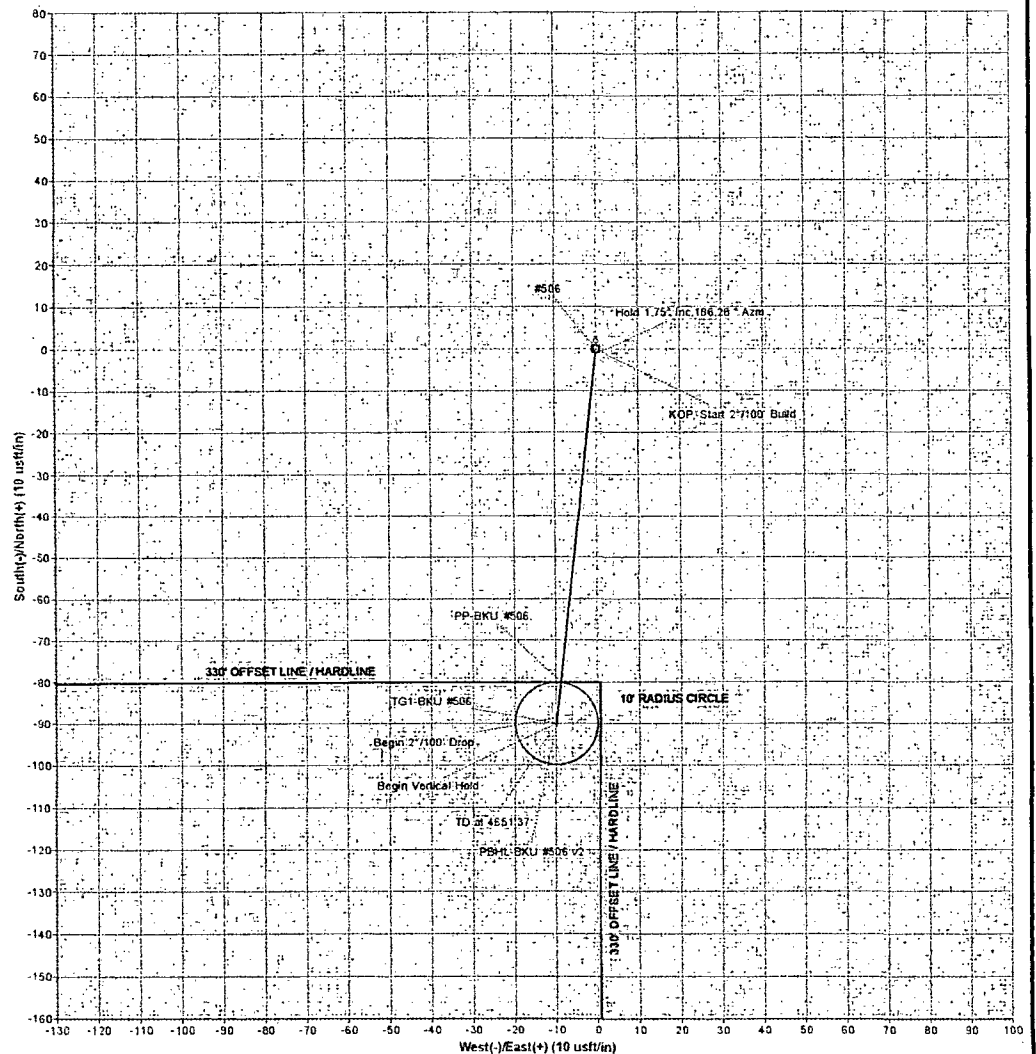
To convert a Magnetic Direction to a Grid Direction, Add 7.39°
To convert a Magnetic Direction to a True Direction, Add 7.45° East
To convert a True Direction to a Grid Direction, Subtract 0.16°

FORMATION TOP DETAILS

IVDPath	MDPath	Formation	CycAngle	DipDir
4100.00	4101.25	Top of Padlock	0.00	0.00

CASING DETAILS

TVD	MD	Name	Size
1050.00	1050.00	2.50"	8.50"



Created By: Juko P-4 Date: 10:50 August 27, 2014

COG OPERATING LLC

600 W Illinois Ave
Midland, TX 79701

DIRECTIONAL PLAN VARIANCE REQUEST

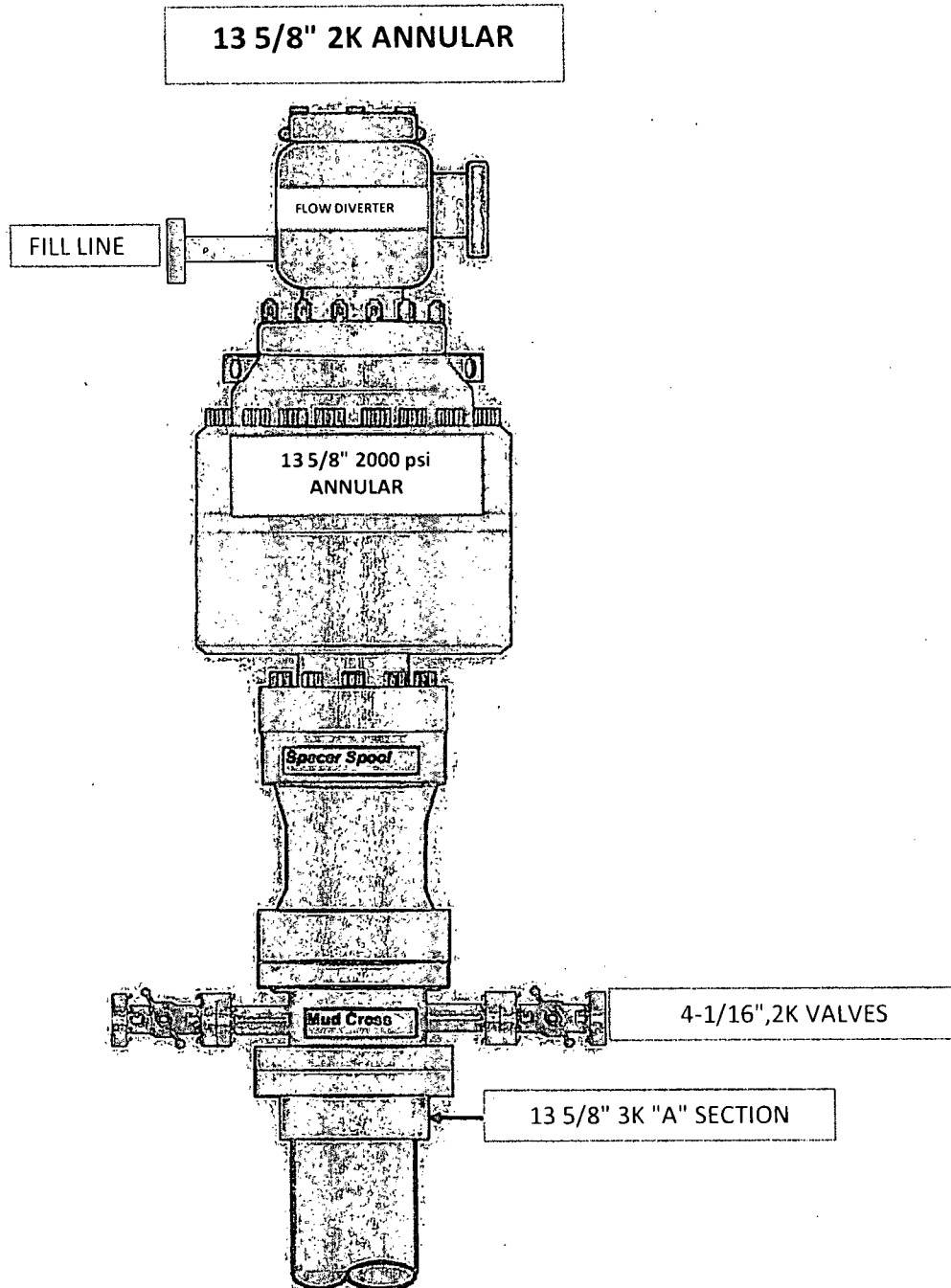
Burch Keely Unit #506 EDDY, NM

SHL	250' FNL & 990' FWL	Sec 13, T17S, R29E, Unit D
BHL	330' FNL & 990' FWL	Sec 13, T17S, R29E, Unit D

COG Operating LLC, as Operator, desires that the APD reflect the footages as stated on the surveyor's plat. However, Operator also desires to avoid inadvertently drilling the well to a non-standard location. Therefore, due to the proximity of the plat bottom hole location to the pro-ration unit hard line(s), the attached directional plan is designed to avoid the hard lines by as much as fifty feet; said fifty feet being in either (or both) the north-south and/or east-west directions as applicable.

Exhibit #10

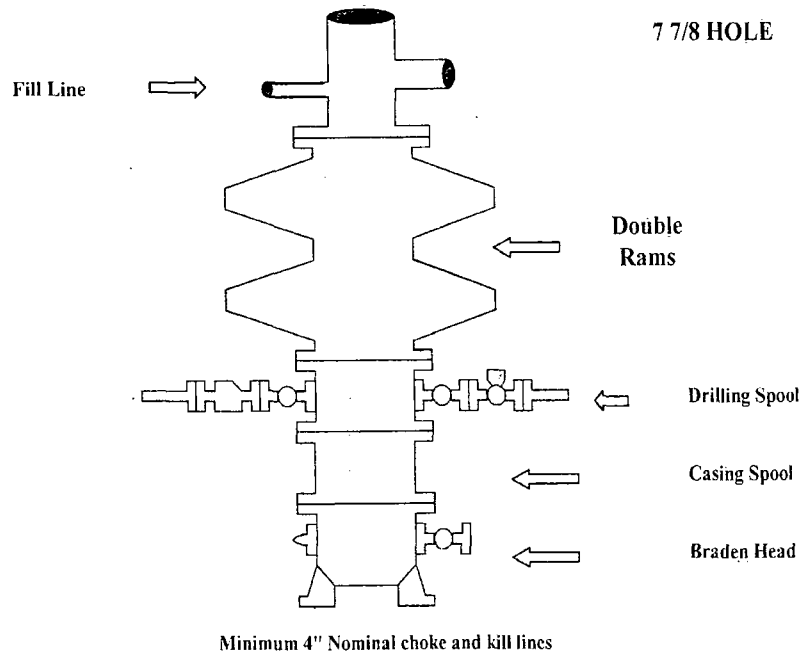
(Choke Manifold Schematic same as Exhibit #9)



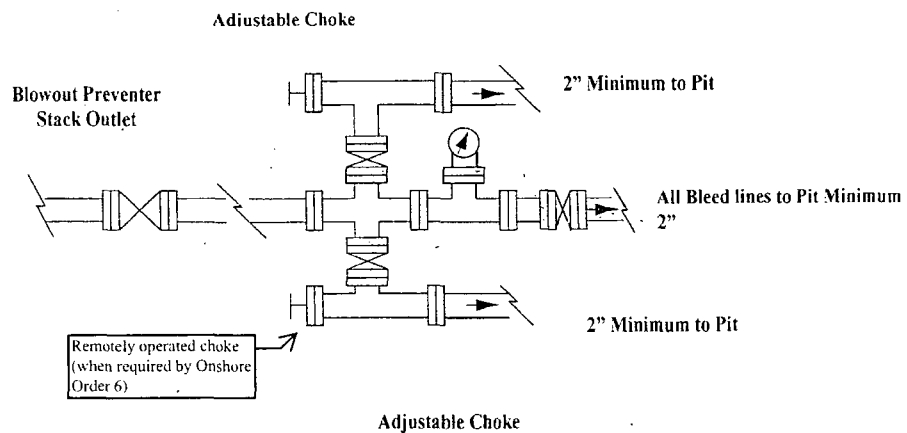
COG Operating LLC

Exhibit #9

BOPE and Choke Schematic



Choke Manifold Requirement (2000 psi WP)
No Annular Required



NOTES REGARDING THE BLOWOUT PREVENTERS

**Master Drilling Plan
Eddy County, New Mexico**

1. Drilling nipple to be so constructed that it can be removed without use of a welder through rotary table opening, with minimum I.D. equal to preventer bore.
2. Wear ring to be properly installed in head.
3. Blow out preventer and all fittings must be in good condition, 2000 psi WP minimum.
4. All fittings to be flanged.
5. Safety valve must be available on rig floor at all times with proper connections, valve to be full 2000 psi WP minimum.
6. All choke and fill lines to be securely anchored especially ends of choke lines.
7. Equipment through which bit must pass shall be at least as large as the diameter of the casing being drilled through.
8. Kelly cock on Kelly.
9. Extension wrenches and hands wheels to be properly installed.
10. Blow out preventer control to be located as close to driller's position as feasible.
11. Blow out preventer closing equipment to include minimum 40-gallon accumulator, two independent sources of pump power on each closing unit installation all API specifications.

Closed Loop Operation & Maintenance Procedure

All drilling fluid circulated over shaker(s) with cuttings discharged into roll off container.

Fluid and fines below shaker(s) are circulated with transfer pump through centrifuge(s) or solids separator with cuttings and fines discharged into roll off container.

Fluid is continuously re-circulated through equipment with polymer added to aid separation of cutting fines.

Roll off containers are lined and de-watered with fluids re-circulated into system.

Additional tank is used to capture unused drilling fluid or cement returns from casing jobs.

This equipment will be maintained 24 hrs./day by solids control personnel and or rig crews that stay on location.

Cuttings will be hauled to either:

CRI (permit number R9166)

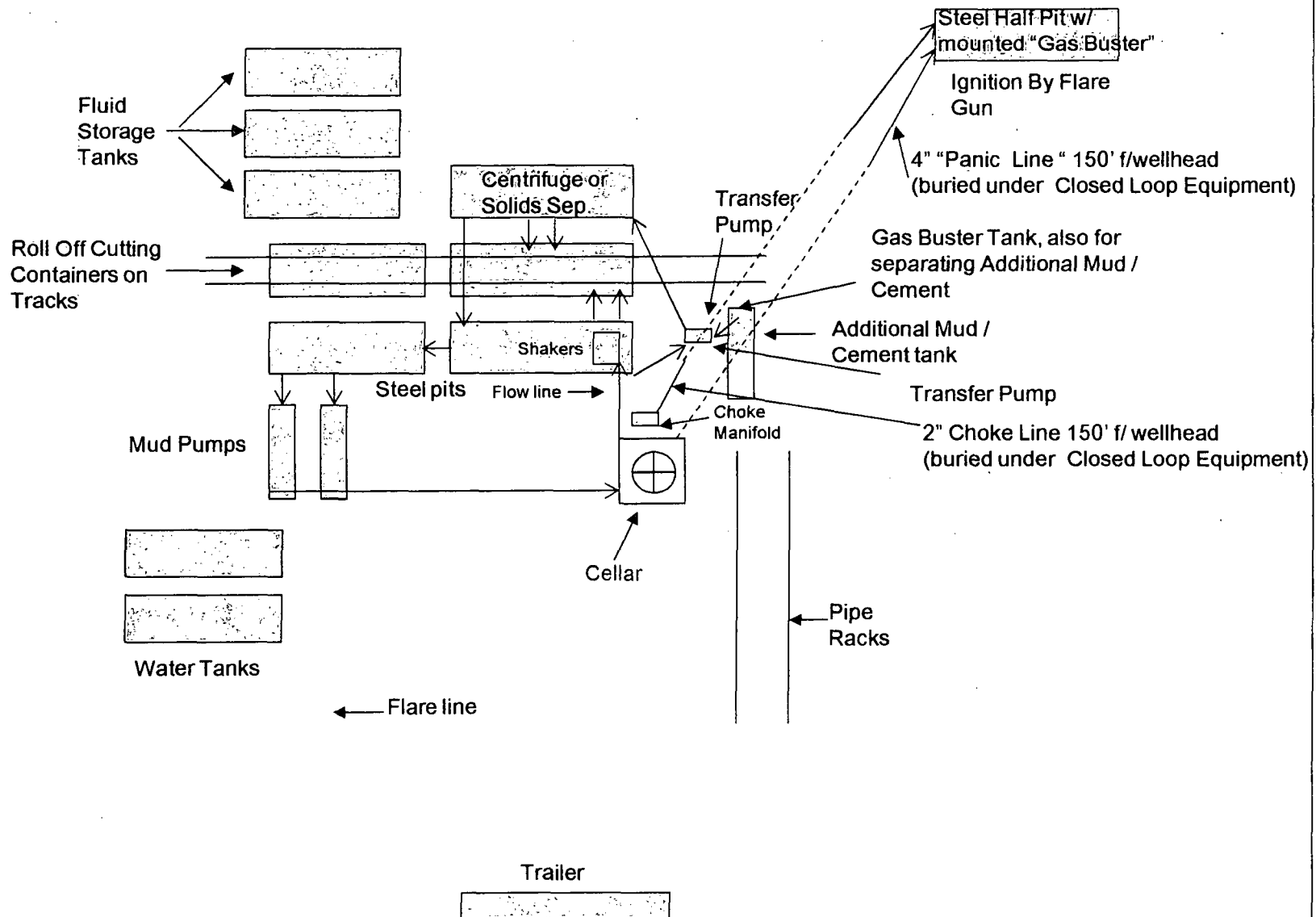
or

GMI (permit number 711-019-001)

dependent upon which rig is available to drill this well.

COG Operating LLC

Closed Loop Equipment Diagram



COG Operating LLC

Hydrogen Sulfide Drilling Operation Plan

I. HYDROGEN SULFIDE TRAINING

All personnel, whether regularly assigned, contracted, or employed on an unscheduled basis, will receive training from a qualified instructor in the following areas prior to commencing drilling operations on this well:

1. The hazards and characteristics of hydrogen sulfide (H₂S)
2. The proper use and maintenance of personal protective equipment and life support systems.
3. The proper use of H₂S detectors, alarms, warning systems, briefing areas, evacuation procedures, and prevailing winds.
4. The proper techniques for first aid and rescue procedures.

In addition, supervisory personnel will be trained in the following areas:

1. The effects of H₂S on metal components. If high tensile tubular are to be used, personnel will be trained in their special maintenance requirements.
2. Corrective action and shut-in procedures when drilling or reworking a well and blowout prevention and well control procedures.
3. The contents and requirements of the H₂S Drilling Operations Plan and Public Protection Plan.

There will be an initial training session just prior to encountering a known or probable H₂S zone (within 3 days or 500 feet) and weekly H₂S and well control drills for all personnel in each crew. The initial training session shall include a review of the site specific H₂S Drilling Operations Plan and the Public Protection Plan. **The concentrations of H₂S of wells in this area from surface to TD are low enough that a contingency plan is not required.**

II. H2S SAFETY EQUIPMENT AND SYSTEMS

Note: All H2S safety equipment and systems will be installed, tested, and operational when drilling reaches a depth of 500 feet above, or three days prior to penetrating the first zone containing or reasonable expected to contain H2S.

1. Well Control Equipment:

- A. Flare line.
- B. Choke manifold with minimum of one remotely operated choke.
- C. Closed Loop Blow Down Tank
- D. Blind rams and pipe rams to accommodate all pipe sizes with properly sized closing unit.
- E. Auxiliary equipment may include if applicable: mud-gas separator, annular preventer & rotating head.

2. Protective equipment for essential personnel:

- A. SCBA (Self contained breathing apparatus) 30-minute units located in the doghouse and at briefing areas, as indicated on well site diagram.

3. H2S detection and monitoring equipment:

- A. Portable H2S monitors positioned on location for best coverage and response. These units have warning lights and audible sirens when H2S levels of 20 PPM are reached.

4. Visual warning systems:

- A. Wind direction indicators as shown on well site diagram.
- B. Caution/Danger signs (Exhibit #7) shall be posted on roads providing direct access to location. Signs will be painted a high visibility yellow with black lettering of sufficient size to be readable at a reasonable distance from the immediate location. Bilingual signs will be used, when appropriate. See example attached.

5. Mud program:

- A. The mud program has been designed to minimize the volume of H2S circulated to surface. Proper mud weight, safe drilling practices, and the use of H2S scavengers will minimize hazards when penetrating H2S bearing zones.
-

6. Metallurgy:

- A. All drill strings, casings, tubing, wellhead, blowout preventer, drilling spool, kill lines, choke manifold and lines, and valves shall be suitable for H₂S service.
- B. All elastomers used for packing and seals shall be H₂S trim.

7. Communication:

- A. Radio communications in company vehicles including cellular telephone and 2-way radio.
- B. Land line (telephone) communication at Office.

8. Well testing:

- A. Drill stem testing will be performed with a minimum number of personnel in the immediate vicinity, which are necessary to safely and adequately conduct the test. The drill stem testing will be conducted during daylight hours and formation fluids will not be flowed to the surface. All drill-stem-testing operations conducted in an H₂S environment will use the closed chamber method of testing.
- B. There will be no drill stem testing.

EXHIBIT #7

WARNING
YOU ARE ENTERING AN H₂S
AUTHORIZED PERSONNEL ONLY

- 1. BEARDS OR CONTACT LENSES NOT ALLOWED
- 2. HARD HATS REQUIRED
- 3. SMOKING IN DESIGNATED AREAS ONLY
- 4. BE WIND CONSCIOUS AT ALL TIMES
- 5. CHECK WITH COG OPERATING FOREMAN AT

COG OPERATING LLC
1-432-683-7443
1-575-746-2010

EDDY COUNTY EMERGENCY NUMBERS

ARTESIA FIRE DEPT. 575-746-5050
ARTESIA POLICE DEPT. 575-746-5000
EDDY CO. SHERIFF DEPT. 575-746-9888

LEA COUNTY EMERGENCY NUMBERS

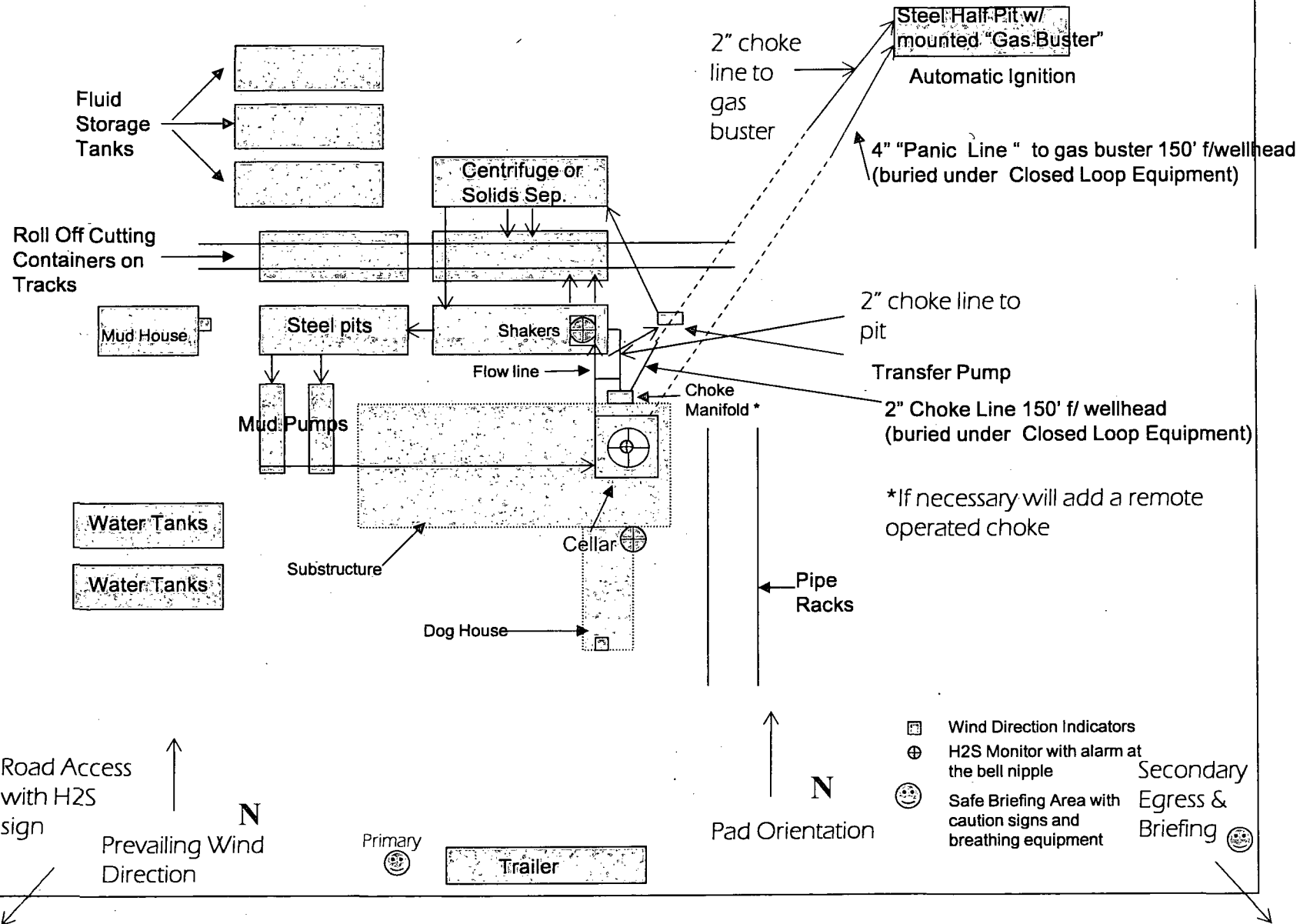
HOBBS FIRE DEPT. 575-397-9308
HOBBS POLICE DEPT. 575-397-9285
LEA CO. SHERIFF DEPT. 575-396-1196

COG Operating LLC

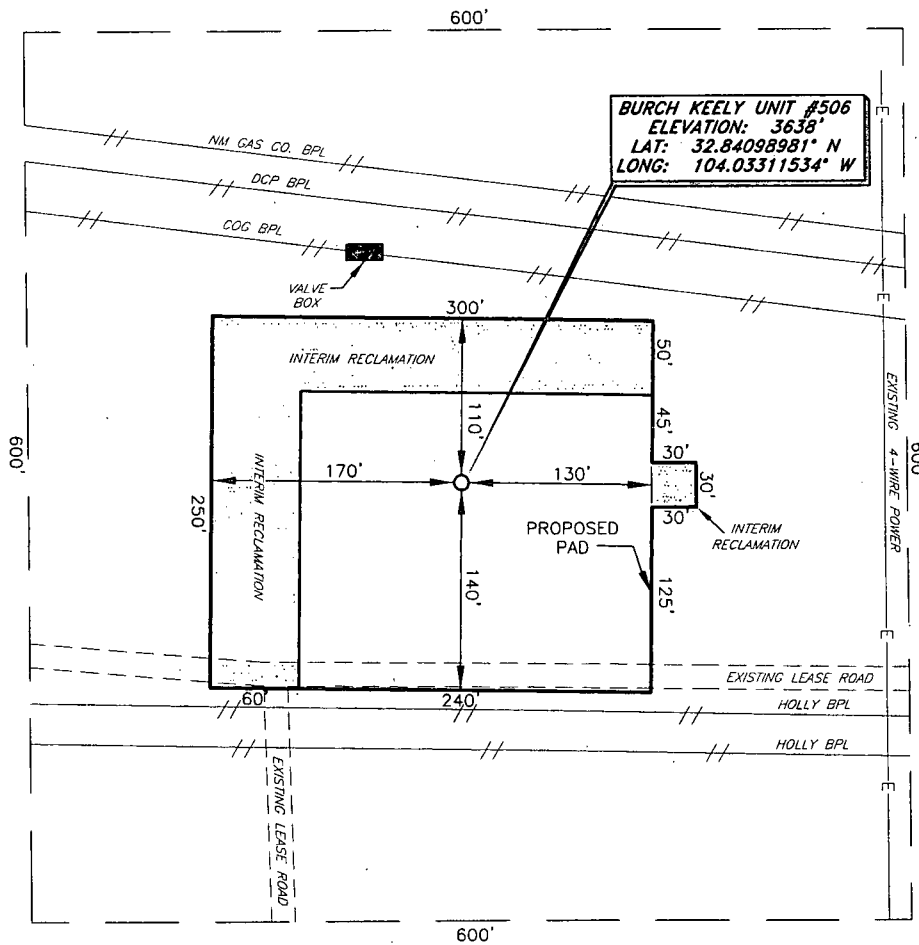
Drilling Location - H2S Safety Equipment Diagram

EXHIBIT 8-

BKU 506



COG OPERATING, LLC
Interim Reclamation
Burch Keely Unit #506
(250' FNL & 990' FWL)
Section 13, T-17-S, R-29-E,
N. M. P. M., Eddy Co., New Mexico



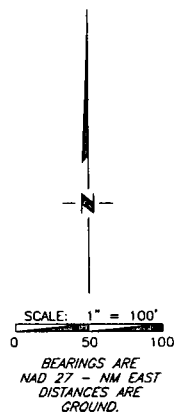
DIRECTIONS TO LOCATION

From the intersection of U. S. Hwy. No. 82 and County Road No. 215 (Kewanee):

Go North on County Road 215 approx. 1.3 mile;

Turn right on a lease road and go East approx. 0.19 mile;

Proposed well pad is on the left.



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2251 Double Creek Drive, Suite 602, Round Rock, Texas 78664

o (512) 992-2087 f (512) 251-2518

Surface Use & Operating Plan

Burch Keely Unit 506

- Surface Tenant: Bogle Farms, Lewis Derrick, P O Box 441, Artesia, NM 88211.
- New Road: approx. 0'
- Flow Line: approx. 1.0 mile
- Facilities: BKU 13-A Federal Tank Battery

Well Site Information

V Door: East

Topsoil: West

Interim Reclamation: West/North

Notes

-N/A

Onsite: 6/20/2013

Legion(BLM/), Curtis Griffin(COG), Gary Box (P.C.)

SURFACE USE AND OPERATING PLAN

1. Existing & Proposed Access Roads

- A. The well site survey and elevation plat for the proposed well is attached with this application. It was staked by Prosperity Consultants, LLC, Midland, TX.
- B. All roads to the location are shown in the Vicinity Map. The existing lease roads are illustrated and are adequate for travel during drilling and production operations. Upgrading existing roads prior to drilling the well will be done where necessary. The road route to the well site is depicted in Vicinity Map. The road highlighted in the Vicinity Map will be used to access the well.
- C. Directions to location: See Vicinity Map.
- D. Routine grading and maintenance of existing roads will be conducted as necessary to maintain their condition as long as any operations continue on this lease. Roads will be maintained according to specifications in section 2A of this Surface Use and Operating Plan.

2. Proposed Access Road:

The Elevation Plat shows that 0' of new road will be required for this location. If any road is required it will be constructed as follows:

- A. The maximum width of the running surface will be 14'. The road will be crowned, ditched and constructed of 6" rolled and compacted caliche. Ditches will be at 3:1 slope and 4 feet wide. Water will be diverted where necessary to avoid ponding, prevent erosion, maintain good drainage, and to be consistent with local drainage patterns.
- B. The average grade will be less than 1%.
- C. No turnouts are planned.
- D. No culverts, cattleguard, gates, low water crossings or fence cuts are necessary.
- E. Surfacing material will consist of native caliche. Caliche will be obtained from the actual well site if available. If not available onsite, caliche will be hauled from the nearest BLM approved caliche pit.

3. Location of Existing Well:

The 1-mile Map shows all existing wells within a one-mile radius of this well.

As shown on this plat there are numerous wells producing from the San Andres and Yeso formations.

4. Location of Existing and/or Proposed Facilities:

A. COG Operating LLC does operate a production facility on this lease.

B. If the well is productive, contemplated facilities will be as follows:

- 1) Production will be sent to the BKU 13-A Production Facility located in section 13 at the Burch Keely Unit #386 located in T17S R29E at 2010' FNL & 1980' FEL. The facility location is shown in Exhibit #1.
- 2) The tank battery and facilities including all flow lines and piping will be installed according to API specifications.
- 3) Any additional caliche will be obtained from the actual well site. If caliche does not exist or is not plentiful from the well site, the caliche will be hauled from a BLM approved caliche pit. Any additional construction materials will be purchased from contractors.
- 4) Proposed flow lines, will follow an archaeologically approved route to the BKU 13-A Production Facility located in section 13 at the Burch Keely Unit #386 located in T17S R29E at 2010' FNL & 1980' FEL. The flowline will be SDR 7 3" poly line laid on the surface and will be approximately 1.0 mi in length. See Exhibit #1.
- 5) It will be necessary to run electric power if this well is productive. Power will be provided by CVE and they will submit a separate plan and ROW for service to the well location.
- 6) If the well is productive, rehabilitation plans will include the following:
 - The original topsoil from the well site will be returned to the location, and the site will be re-contoured as close as possible to the original site.

5. Location and Type of Water Supply:

The well will be drilled with combination brine and fresh water mud system as outlined in the drilling program. The water will be obtained from commercial water stations in the area and hauled to location by transport truck over the existing and proposed access roads shown in Vicinity Map. If a commercial fresh water source is nearby, fast line may be laid along existing road ROW's and fresh water pumped to the well. No water well will be drilled on the location.

6. Source of Construction Materials and Location "Turn-Over" Procedure:

Obtaining caliche: The primary way of obtaining caliche to build locations and roads will be by "turning over" the location. This means, caliche will be obtained from the actual well sight. A caliche permit will be obtained from BLM prior to pushing up any caliche. 2400 cu. Yards is max amount of caliche needed for pad and roads. Amount will vary for each pad. The procedure below has been approved by BLM personnel:

- A. The top 6 inches of topsoil is pushed off and stockpiled along the side of the location.**
- B. An approximate 120' X 120' area is used within the proposed well site to remove caliche.**
- C. Subsoil is removed and piled alongside the 120' by 120' area within the pad site.**
- D. When caliche is found, material will be stock piled within the pad site to build the location and road.**
- E. Then subsoil is pushed back in the hole and caliche is spread accordingly across entire location and road.**
- F. Once well is drilled, the stock piled top soil will be used for interim reclamation and spread along areas where caliche is picked up and the location size is reduced. Neither caliche nor subsoil will be stock piled outside of the well pad. Topsoil will be stockpiled along the edge of the pad as depicted in attached plat.**
 - In the event that no caliche is found onsite, caliche will be hauled in from a BLM approved caliche pit.

7. Methods of Handling Water Disposal:

- A. The well will be drilled utilizing a closed loop mud system. Drill cuttings will be held in roll-off style mud boxes and taken to an NMOCD approved disposal site.
- B. Drilling fluids will be contained in steel mud pits.
- C. Water produced from the well during completion will be held temporarily in steel tanks and then taken to an NMOCD approved commercial disposal facility.
- D. Garbage and trash produced during drilling or completion operations will be collected in a trash bin and hauled to an approved landfill. No toxic waste or hazardous chemicals will be produced by this operation.
- E. Human waste and grey water will need to be properly contained and disposed of. Proper disposal and elimination of waste and grey water may include but are not limited to portable septic systems and/or portable waste gathering systems (i.e. portable toilets).
- F. After the rig is moved out and the well is either completed or abandoned, all waste materials will be cleaned up within 30 days. In the event of a dry hole only a dry hole marker will remain.

8. Ancillary Facilities:

No airstrip, campsite or other facilities will be built as a result of the operation on this well.

9. Well Site Layout:

- A. The drill pad layout, with elevations staked by Prosperity Consultants, LLC, is shown in the Elevation Plat. Dimensions of the pad and pits are shown on the Rig Layout. V door direction is East. Topsoil, if available, will be stockpiled per BLM specifications. Because the pad is almost level no major cuts will be required.
- B. The Rig Layout Closed-Loop exhibit shows the proposed orientation of closed loop system and access road. No permanent living facilities are planned, but a temporary foreman/toolpusher's trailer will be on location during the drilling operations.

10. Plans for Restoration of the Surface:

- A. Interim Reclamation will take place after the well has been completed. The pad will be downsized by reclaiming the areas not needed for production operations. The portions of the pad that are not needed for production operations will be re-contoured to its original state as much as possible. The caliche that is removed will be reused to either build another pad site or for road repairs within the lease. The stockpiled topsoil will then be spread out reclaimed area and reseeded with a BLM approved seed mixture. In the event that the well must be worked over or maintained, it may be necessary to drive, park, and/or operate machinery on reclaimed land. This area will be repaired or reclaimed after work is complete.
- B. Final Reclamation: Upon plugging and abandoning the well all caliche for well pad and lease road will be removed and surface will be recontoured to reflect its surroundings as much as possible. Caliche will be recycled for road repair or reused for another well pad within the lease. If any topsoil remains, it will be spread out and the area will be reseeded with a BLM approved mixture and re-vegetated as per BLM orders.

11. Surface Ownership:

- A. The surface is owned by the U.S. Government and is administered by the Bureau of Land Management. The surface is multiple uses with the primary uses of the region for grazing of livestock and the production of oil and gas.
- B. The surface tenant is Bogle Farms, Lewis Derrick, P.O. Box 441, Artesia, NM 88211.
- C. The proposed road routes and surface location will be restored as directed by the BLM

Surface Use Plan
COG Operating, LLC
Burch Keely Unit 506
SL: 250' FNL & 990' FWL *UL D*
Section 13, T-17-S, R-29-E
BHL: 330' FNL & 990' FWL *UL D*
Eddy County, New Mexico

12. Other Information:

- A. The area around the well site is grassland and the topsoil is sandy. The vegetation is moderately sparse with native prairie grasses, some mesquite and shinnery oak. No wildlife was observed but it is likely that mule deer, rabbits, coyotes and rodents traverse the area.
- B. There is no permanent or live water in the immediate area.
- C. There are no dwellings within 2 miles of this location.
- D. If needed, a Cultural Resources Examination is being prepared by Boone Arch Services of New Mexico, LLC. Carlsbad, NM, 88220. 506 E Chapman Rd. , phone # 575.887.7667 and the results will be forwarded to your office in the near future. Otherwise, **COG will be participating in the Permian Basin MOA Program.**

13. Bond Coverage:

Bond Coverage is Nationwide Bond # 000215

14. Lessee's and Operator's Representative:

The COG Operating LLC representative responsible for assuring compliance with the surface use plan is as follows:

Jim Evans	Ray Peterson
Drilling Superintendent	Drilling Manager
COG Operating LLC	COG Operating LLC
One Concho Center	One Concho Center
600 W. Illinois	600 W. Illinois
Midland, TX 79701	Midland, TX 79701
Phone (432) 685-4304 (office)	Phone (432) 685-4304 (office)
(432) 221-0346 (business)	(432) 818-2254 (business)

Surface Use Plan
COG Operating, LLC
Burch Keely Unit 506
SL: 250' FNL & 990' FWL UL D
Section 13, T-17-S, R-29-E
BHL: 330' FNL & 990' FWL UL D
Eddy County, New Mexico

I hereby certify that I, or persons under my direct supervision, have inspected the drill site and access road proposed herein; that I am familiar with the conditions that presently exist; that I have full knowledge of State and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or COG Operating, LLC, am responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filing of false statements. Executed this 14th day of October, 2013.

Signed: Carl Bird

Printed Name: Carl Bird

Position: Sr. Drilling Engineer

Address: One Concho Center, 600 W. Illinois, Midland, Texas 79701

Telephone: (432) 683-7443

Field Representative (if not above signatory): Same

E-mail: cbird@concho.com

PECOS DISTRICT CONDITIONS OF APPROVAL

OPERATOR'S NAME:	COG Operating, LLC
LEASE NO.:	NMLC-028784C
WELL NAME & NO.:	Burch Keely Unit 506
SURFACE HOLE FOOTAGE:	0250' FNL & 0990' FWL
BOTTOM HOLE FOOTAGE:	0330' FNL & 0990' FWL
LOCATION:	Section 13, T. 17 S., R 29 E., NMPM
COUNTY:	Eddy County, New Mexico

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Standard Conditions of Approval (COA) apply to this APD. If any deviations to these standards exist or special COAs are required, the section with the deviation or requirement will be checked below.

- ☐ **General Provisions**
- ☐ **Permit Expiration**
- ☐ **Archaeology, Paleontology, and Historical Sites**
- ☐ **Noxious Weeds**
- ☒ **Special Requirements**
 - Lesser Prairie-Chicken Timing Stipulations
 - Ground-level Abandoned Well Marker
 - Unit Well Sign Specs
- ☐ **Construction**
 - Notification
 - Topsoil
 - Closed Loop System
 - Federal Mineral Material Pits
 - Well Pads
 - Roads
- ☐ **Road Section Diagram**
- ☒ **Drilling**
 - Cement Requirements
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 - Logging Requirements
 - Waste Material and Fluids
- ☐ **Production (Post Drilling)**
 - Well Structures & Facilities
 - Pipelines
- ☐ **Interim Reclamation**
- ☐ **Final Abandonment & Reclamation**

I. GENERAL PROVISIONS

The approval of the Application For Permit To Drill (APD) is in compliance with all applicable laws and regulations: 43 Code of Federal Regulations 3160, the lease terms, Onshore Oil and Gas Orders, Notices To Lessees, New Mexico Oil Conservation Division (NMOCD) Rules, National Historical Preservation Act As Amended, and instructions and orders of the Authorized Officer. Any request for a variance shall be submitted to the Authorized Officer on Form 3160-5, Sundry Notices and Report on Wells.

II. PERMIT EXPIRATION

If the permit terminates prior to drilling and drilling cannot be commenced within 60 days after expiration, an operator is required to submit Form 3160-5, Sundry Notices and Reports on Wells, requesting surface reclamation requirements for any surface disturbance. However, if the operator will be able to initiate drilling within 60 days after the expiration of the permit, the operator must have set the conductor pipe in order to allow for an extension of 60 days beyond the expiration date of the APD. (Filing of a Sundry Notice is required for this 60 day extension.)

III. ARCHAEOLOGICAL, PALEONTOLOGY & HISTORICAL SITES

Any cultural and/or paleontological resource discovered by the operator or by any person working on the operator's behalf shall immediately report such findings to the Authorized Officer. The operator is fully accountable for the actions of their contractors and subcontractors. The operator shall suspend all operations in the immediate area of such discovery until written authorization to proceed is issued by the Authorized Officer. An evaluation of the discovery shall be made by the Authorized Officer to determine the appropriate actions that shall be required to prevent the loss of significant cultural or scientific values of the discovery. The operator shall be held responsible for the cost of the proper mitigation measures that the Authorized Officer assesses after consultation with the operator on the evaluation and decisions of the discovery. Any unauthorized collection or disturbance of cultural or paleontological resources may result in a shutdown order by the Authorized Officer.

IV. NOXIOUS WEEDS

The operator shall be held responsible if noxious weeds become established within the areas of operations. Weed control shall be required on the disturbed land where noxious weeds exist, which includes the roads, pads, associated pipeline corridor, and adjacent land affected by the establishment of weeds due to this action. The operator shall consult with the Authorized Officer for acceptable weed control methods, which include following EPA and BLM requirements and policies.

V. SPECIAL REQUIREMENT(S)

Timing Limitation Stipulation / Condition of Approval for lesser prairie-chicken:

Oil and gas activities including 3-D geophysical exploration, and drilling will not be allowed in lesser prairie-chicken habitat during the period from March 1st through June 15th annually. During that period, other activities that produce noise or involve human activity, such as the maintenance of oil and gas facilities, pipeline, road, and well pad construction, will be allowed except between 3:00 am and 9:00 am. The 3:00 am to 9:00 am restriction will not apply to normal, around-the-clock operations, such as venting, flaring, or pumping, which do not require a human presence during this period. Additionally, no new drilling will be allowed within up to 200 meters of leks known at the time of permitting. Normal vehicle use on existing roads will not be restricted. Exhaust noise from pump jack engines must be muffled or otherwise controlled so as not to exceed 75 db measured at 30 feet from the source of the noise.

Ground-level Abandoned Well Marker to avoid raptor perching: Upon the plugging and subsequent abandonment of the well, the well marker will be installed at ground level on a plate containing the pertinent information for the plugged well. For more installation details, contact the Carlsbad Field Office at 575-234-5972.

This authorization is subject to your Certificate of Participation and/or Certificate of Inclusion under the New Mexico Candidate Conservation Agreement. Because it involves surface disturbing activities covered under your Certificate, your Habitat Conservation Fund Account with the Center of Excellence for Hazardous Materials Management (CEHMM) will be debited according to Exhibit B Part 2 of the Certificate of Participation.

Unit Wells

The well sign for a unit well shall include the unit number in addition to the surface and bottom hole lease numbers.

VI. CONSTRUCTION

A. NOTIFICATION

The BLM shall administer compliance and monitor construction of the access road and well pad. Notify the Carlsbad Field Office at (575) 234-5909 at least 3 working days prior to commencing construction of the access road and/or well pad.

When construction operations are being conducted on this well, the operator shall have the approved APD and Conditions of Approval (COA) on the well site and they shall be made available upon request by the Authorized Officer.

B. TOPSOIL

The operator shall strip the top portion of the soil (root zone) from the entire well pad area and stockpile the topsoil along the edge of the well pad as depicted in the APD. The root zone is typically six (6) inches in depth. All the stockpiled topsoil will be redistributed over the interim reclamation areas. Topsoil shall not be used for berming the pad or facilities. For final reclamation, the topsoil shall be spread over the entire pad area for seeding preparation.

Other subsoil (below six inches) stockpiles must be completely segregated from the topsoil stockpile. Large rocks or subsoil clods (not evident in the surrounding terrain) must be buried within the approved area for interim and final reclamation.

C. CLOSED LOOP SYSTEM

Tanks are required for drilling operations: No Pits.

The operator shall properly dispose of drilling contents at an authorized disposal site.

D. FEDERAL MINERAL MATERIALS PIT

Payment shall be made to the BLM prior to removal of any federal mineral materials. Call the Carlsbad Field Office at (575) 234-5972.

E. WELL PAD SURFACING

Surfacing of the well pad is not required.

If the operator elects to surface the well pad, the surfacing material may be required to be removed at the time of reclamation. The well pad shall be constructed in a manner which creates the smallest possible surface disturbance, consistent with safety and operational needs.

F. EXCLOSURE FENCING (CELLARS & PITS)

Exclosure Fencing

The operator will install and maintain exclosure fencing for all open well cellars to prevent access to public, livestock, and large forms of wildlife before and after drilling operations until the pit is free of fluids and the operator initiates backfilling. (For examples of exclosure fencing design, refer to BLM's Oil and Gas Gold Book, Exclosure Fence Illustrations, Figure 1, Page 18.)

G. ON LEASE ACCESS ROADS**Road Width**

The access road shall have a driving surface that creates the smallest possible surface disturbance and does not exceed fourteen (14) feet in width. The maximum width of surface disturbance, when constructing the access road, shall not exceed twenty-five (25) feet.

Surfacing

Surfacing material is not required on the new access road driving surface. If the operator elects to surface the new access road or pad, the surfacing material may be required to be removed at the time of reclamation.

Where possible, no improvements should be made on the unsurfaced access road other than to remove vegetation as necessary, road irregularities, safety issues, or to fill low areas that may sustain standing water.

The Authorized Officer reserves the right to require surfacing of any portion of the access road at any time deemed necessary. Surfacing may be required in the event the road deteriorates, erodes, road traffic increases, or it is determined to be beneficial for future field development. The surfacing depth and type of material will be determined at the time of notification.

Crowning

Crowning shall be done on the access road driving surface. The road crown shall have a grade of approximately 2% (i.e., a 1" crown on a 14' wide road). The road shall conform to Figure 1; cross section and plans for typical road construction.

Ditching

Ditching shall be required on both sides of the road.

Turnouts

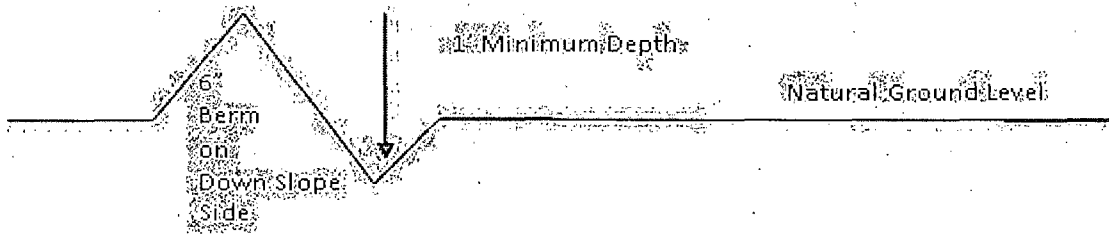
Vehicle turnouts shall be constructed on the road. Turnouts shall be intervisible with interval spacing distance less than 1000 feet. Turnouts shall conform to Figure 1; cross section and plans for typical road construction.

Drainage

Drainage control systems shall be constructed on the entire length of road (e.g. ditches, sidehill outslowing and insloping, lead-off ditches, culvert installation, and low water crossings).

A typical lead-off ditch has a minimum depth of 1 foot below and a berm of 6 inches above natural ground level. The berm shall be on the down-slope side of the lead-off ditch.

Cross Section of a Typical Lead-off Ditch



All lead-off ditches shall be graded to drain water with a 1 percent minimum to 3 percent maximum ditch slope. The spacing interval are variable for lead-off ditches and shall be determined according to the formula for spacing intervals of lead-off ditches, but may be amended depending upon existing soil types and centerline road slope (in %);

Formula for Spacing Interval of Lead-off Ditches

Example - On a 4% road slope that is 400 feet long, the water flow shall drain water into a lead-off ditch. Spacing interval shall be determined by the following formula:

$$400 \text{ foot road with } 4\% \text{ road slope: } \frac{400'}{4\%} + 100' = 200' \text{ lead-off ditch interval}$$

Cattleguards

An appropriately sized cattleguard sufficient to carry out the project shall be installed and maintained at fence/road crossings. Any existing cattleguards on the access road route shall be repaired or replaced if they are damaged or have deteriorated beyond practical use. The operator shall be responsible for the condition of the existing cattleguards that are in place and are utilized during lease operations.

Fence Requirement

Where entry is granted across a fence line, the fence shall be braced and tied off on both sides of the passageway prior to cutting. The operator shall notify the private surface landowner or the grazing allotment holder prior to crossing any fences.

Public Access

Public access on this road shall not be restricted by the operator without specific written approval granted by the Authorized Officer.

Construction Steps

1. Salvage topsoil
2. Construct road

3. Redistribute topsoil
4. Revegetate slopes

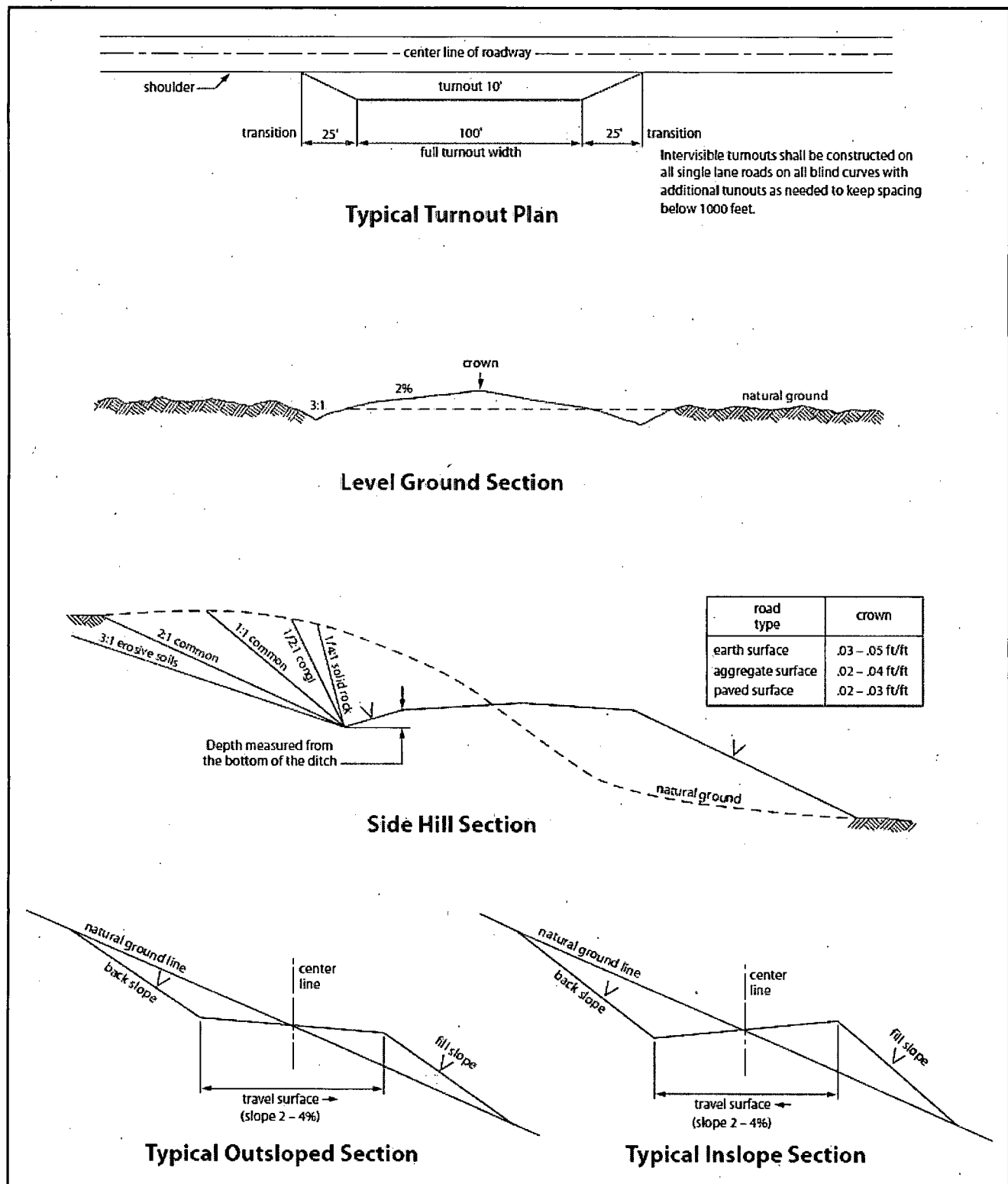


Figure 1. Cross-sections and plans for typical road sections representative of BLM resource or FS local and higher-class roads.

VII. DRILLING

A. DRILLING OPERATIONS REQUIREMENTS

The BLM is to be notified in advance for a representative to witness:

- a. Spudding well (minimum of 24 hours)
- b. Setting and/or Cementing of all casing strings (minimum of 4 hours)
- c. BOPE tests (minimum of 4 hours)

☒ **Eddy County**

Call the Carlsbad Field Office, 620 East Greene St., Carlsbad, NM 88220,
(575) 361-2822

1. A Hydrogen Sulfide (H₂S) Drilling Plan shall be activated 500 feet prior to drilling into the **Grayburg** formation. **As a result, the Hydrogen Sulfide area must meet Onshore Order 6 requirements, which includes equipment and personnel/public protection items. If Hydrogen Sulfide is encountered, please provide measured values and formations to the BLM.**
2. Unless the production casing has been run and cemented or the well has been properly plugged, the drilling rig shall not be removed from over the hole without prior approval. **If the drilling rig is removed without approval – an Incident of Non-Compliance will be written and will be a “Major” violation.**
3. **The record of the drilling rate along with the GR/N well log run from TD to surface shall be submitted to the BLM office as well as all other logs run on the borehole 30 days from completion. If available, a digital copy of the logs is to be submitted in addition to the paper copies. The Rustler top and top and bottom of Salt are to be recorded on the Completion Report.**

B. CASING

Changes to the approved APD casing program need prior approval if the items substituted are of lesser grade or different casing size or are Non-API. The Operator can exchange the components of the proposal with that of superior strength (i.e. changing from J-55 to N-80, or from 36# to 40#). Changes to the approved cement program need prior approval if the altered cement plan has less volume or strength or if the changes are substantial (i.e. Multistage tool, ECP, etc.). The initial wellhead installed on the well will remain on the well with spools used as needed.

Centralizers required on surface casing per Onshore Order 2.III.B.1.f.

Wait on cement (WOC) for Water Basin:

After cementing but before commencing any tests, the casing string shall stand cemented under pressure until both of the following conditions have been met: 1) cement reaches a minimum compressive strength of 500 psi at the shoe, 2) until cement has been in place at least 8 hours. WOC time will be recorded in the driller's log. See individual casing strings for details regarding lead cement slurry requirements.

No pea gravel permitted for remedial or fall back remedial without prior authorization from the BLM engineer.

Possibility of water flows in the Artesia Group and Salado.

Possibility of lost circulation in the Rustler, Artesia Group, and San Andres.

1. The 13-3/8 inch surface casing shall be set at approximately **295** feet (a minimum of 25 feet into the Rustler Anhydrite and above the salt) and cemented to the surface.
 - a. If cement does not circulate to the surface, the appropriate BLM office shall be notified and a temperature survey utilizing an electronic type temperature survey with surface log readout will be used or a cement bond log shall be run to verify the top of the cement. Temperature survey will be run a minimum of six hours after pumping cement and ideally between 8-10 hours after completing the cement job.
 - b. **Wait on cement (WOC) time for a primary cement job is to include the lead cement slurry.**
 - c. Wait on cement (WOC) time for a remedial job will be a minimum of 4 hours after bringing cement to surface or 500 pounds compressive strength, whichever is greater.
 - d. If cement falls back, remedial cementing will be done prior to drilling out that string.
2. The minimum required fill of cement behind the 8-5/8 inch intermediate casing, which shall be set at approximately **1055** feet (**base of the Tansill**), is:

Option #1(Single Stage):

- ☒ Cement to surface. If cement does not circulate see B.1.a, c-d above.

Option #2:

DV tool shall be set a minimum of 50' below previous shoe and a minimum of 200' above current shoe. Operator shall submit sundry if DV tool depth cannot be set in this range. If an ECP is used, it is to be set a minimum of 50' below the shoe to provide cement across the shoe. If it cannot be set below the shoe, a CBL shall be run to verify cement coverage.

- a. First stage to DV tool:
 - ☒ Cement to circulate. If cement does not circulate, contact the appropriate BLM office before proceeding with second stage cement job. Operator should have plans as to how they will achieve circulation on the next stage.
 - b. Second stage above DV tool:
 - ☒ Cement to surface. If cement does not circulate see B.1.a, c-d above.
3. The minimum required fill of cement behind the 5-1/2 inch production casing is:

Option #1(Single Stage):

- ☒ Cement should tie-back at least 200 feet into previous casing string. Operator shall provide method of verification.

Option #2:

Operator has proposed DV tool at depth of 2500', but will adjust cement proportionately if moved. DV tool shall be set a minimum of 50' below previous shoe and a minimum of 200' above current shoe. Operator shall submit sundry if DV tool depth cannot be set in this range.

- a. First stage to DV tool:
 - ☒ Cement to circulate. If cement does not circulate, contact the appropriate BLM office before proceeding with second stage cement job. Operator should have plans as to how they will achieve approved top of cement on the next stage.
- b. Second stage above DV tool:
 - ☒ Cement should tie-back at least 200 feet into previous casing string. Operator shall provide method of verification.

4. If hardband drill pipe is rotated inside casing, returns will be monitored for metal. If metal is found in samples, drill pipe will be pulled and rubber protectors which have a larger diameter than the tool joints of the drill pipe will be installed prior to continuing drilling operations.

C. PRESSURE CONTROL

1. All blowout preventer (BOP) and related equipment (BOPE) shall comply with well control requirements as described in Onshore Oil and Gas Order No. 2 and API 53.
2. **In the case where the only BOP installed is an annular preventer, it shall be tested to a minimum of 2000 psi (which may require upgrading to 3M or 5M annular).**
3. Minimum working pressure of the blowout preventer (BOP) and related equipment (BOPE) required for drilling below the surface casing shoe shall be **2000 (2M) psi**.
4. The appropriate BLM office shall be notified a minimum of 4 hours in advance for a representative to witness the tests.
 - a. In a water basin, for all casing strings utilizing slips, these are to be set as soon as the crew and rig are ready and any fallback cement remediation has been done. The casing cut-off and BOP installation can be initiated four hours after installing the slips, which will be approximately six hours after bumping the plug. For those casing strings not using slips, the minimum wait time before cut-off is eight hours after bumping the plug. BOP/BOPE testing can begin after cut-off or once cement reaches 500 psi compressive strength (including lead when specified), whichever is greater. However, if the float does not hold, cut-off cannot be initiated until cement reaches 500 psi compressive strength (including lead when specified).
 - b. The tests shall be done by an independent service company utilizing a test plug **not a cup or J-packer**.
 - c. The test shall be run on a 5000 psi chart for a 2-3M BOP/BOP, on a 10000 psi chart for a 5M BOP/BOPE and on a 15000 psi chart for a 10M BOP/BOPE. If a linear chart is used, it shall be a one hour chart. A circular chart shall have a maximum 2 hour clock. If a twelve hour or twenty-four hour chart is used, tester shall make a notation that it is run with a two hour clock.
 - d. The results of the test shall be reported to the appropriate BLM office.
 - e. All tests are required to be recorded on a calibrated test chart. **A copy of the BOP/BOPE test chart and a copy of independent service company test will be submitted to the appropriate BLM office.**

- f. The BOP/BOPE test shall include a low pressure test from 250 to 300 psi. The test will be held for a minimum of 10 minutes if test is done with a test plug and 30 minutes without a test plug. This test shall be performed prior to the test at full stack pressure.

D. DRILL STEM TEST

If drill stem tests are performed, Onshore Order 2.III.D shall be followed.

E. WASTE MATERIAL AND FLUIDS

All waste (i.e. drilling fluids, trash, salts, chemicals, sewage, gray water, etc.) created as a result of drilling operations and completion operations shall be safely contained and disposed of properly at a waste disposal facility. No waste material or fluid shall be disposed of on the well location or surrounding area.

Porto-johns and trash containers will be on-location during fracturing operations or any other crew-intensive operations.

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VIII. PRODUCTION (POST DRILLING)

A. WELL STRUCTURES & FACILITIES

Placement of Production Facilities

Production facilities should be placed on the well pad to allow for maximum interim recontouring and revegetation of the well location.

Exclosure Netting (Open-top Tanks)

Immediately following active drilling or completion operations, the operator will take actions necessary to prevent wildlife and livestock access, including avian wildlife, to all open-topped tanks that contain or have the potential to contain salinity sufficient to cause harm to wildlife or livestock, hydrocarbons, or Resource Conservation and Recovery Act of 1976-exempt hazardous substances. At a minimum, the operator will net, screen, or cover open-topped tanks to exclude wildlife and livestock and prevent mortality. If the operator uses netting, the operator will cover and secure the open portion of the tank to prevent wildlife entry. The operator will net, screen, or cover the tanks until the operator removes the tanks from the location or the tanks no longer contain substances that could be harmful to wildlife or livestock. Use a maximum netting mesh size of 1 ½ inches. The netting must not be in contact with fluids and must not have holes or gaps.

Chemical and Fuel Secondary Containment and Exclosure Screening

The operator will prevent all hazardous, poisonous, flammable, and toxic substances from coming into contact with soil and water. At a minimum, the operator will install and maintain an impervious secondary containment system for any tank or barrel containing hazardous, poisonous, flammable, or toxic substances sufficient to contain the contents of the tank or barrel and any drips, leaks, and anticipated precipitation. The operator will dispose of fluids within the containment system that do not meet applicable state or U. S. Environmental Protection Agency livestock water standards in accordance with state law; the operator must not drain the fluids to the soil or ground. The operator will design, construct, and maintain all secondary containment systems to prevent wildlife and livestock exposure to harmful substances. At a minimum, the operator will install effective wildlife and livestock exclosure systems such as fencing, netting, expanded metal mesh, lids, and grate covers. Use a maximum netting mesh size of 1 ½ inches.

Open-Vent Exhaust Stack Exclosures

The operator will construct, modify, equip, and maintain all open-vent exhaust stacks on production equipment to prevent birds and bats from entering, and to discourage perching, roosting, and nesting. (*Recommended exclosure structures on open-vent exhaust stacks are in the shape of a cone.*) Production equipment includes, but may not be limited to, tanks, heater-treaters, separators, dehydrators, flare stacks, in-line units, and compressor mufflers.

Containment Structures

Proposed production facilities such as storage tanks and other vessels will have a secondary containment structure that is constructed to hold the capacity of 1.5 times the

largest tank, plus freeboard to account for precipitation, unless more stringent protective requirements are deemed necessary.

Painting Requirement

All above-ground structures including meter housing that are not subject to safety requirements shall be painted a flat non-reflective paint color, **Shale Green** from the BLM Standard Environmental Color Chart (CC-001: June 2008).

B. PIPELINES

STANDARD STIPULATIONS FOR SURFACE INSTALLED PIPELINES

A copy of the application (Grant, Sundry Notice, APD) and attachments, including stipulations, survey plat and/or map, will be on location during construction. BLM personnel may request to you a copy of your permit during construction to ensure compliance with all stipulations.

Holder agrees to comply with the following stipulations to the satisfaction of the Authorized Officer:

1. The holder shall indemnify the United States against any liability for damage to life or property arising from the occupancy or use of public lands under this grant.
2. The holder shall comply with all applicable Federal laws and regulations existing or hereafter enacted or promulgated. In any event, the holder shall comply with the Toxic Substances Control Act of 1976 as amended, 15 USC 2601 et seq. (1982) with regards to any toxic substances that are used, generated by or stored on the right-of-way or on facilities authorized under this right-of-way grant. (See 40 CFR, Part 702-799 and especially, provisions on polychlorinated biphenyls, 40 CFR 761.1-761.193.) Additionally, any release of toxic substances (leaks, spills, etc.) in excess of the reportable quantity established by 40 CFR, Part 117 shall be reported as required by the Comprehensive Environmental Response, Compensation, and Liability Act, section 102b. A copy of any report required or requested by any Federal agency or State government as a result of a reportable release or spill of any toxic substances shall be furnished to the authorized officer concurrent with the filing of the reports to the involved Federal agency or State government.
3. The holder agrees to indemnify the United States against any liability arising from the release of any hazardous substance or hazardous waste (as these terms are defined in the Comprehensive Environmental Response, Compensation and Liability Act of 1980, 42 U.S.C. 9601, et seq. or the Resource Conservation and Recovery Act, 42 U.S.C. 6901, et seq.) on the Right-of-Way (unless the release or threatened release is wholly unrelated to activity of the Right-of-Way holder's activity on the Right-of-Way), or resulting from the activity of the Right-of-Way holder on the Right-of-Way. This agreement applies without regard to whether a release is caused by the holder, its agent, or unrelated third parties.

4. The holder shall be liable for damage or injury to the United States to the extent provided by 43 CFR Sec. 2883.1-4. The holder shall be held to a standard of strict liability for damage or injury to the United States resulting from pipe rupture, fire, or spills caused or substantially aggravated by any of the following within the right-of-way or permit area:

- a. Activities of the holder including, but not limited to construction, operation, maintenance, and termination of the facility.
- b. Activities of other parties including, but not limited to:
 - (1) Land clearing.
 - (2) Earth-disturbing and earth-moving work.
 - (3) Blasting.
 - (4) Vandalism and sabotage.
- c. Acts of God.

The maximum limitation for such strict liability damages shall not exceed one million dollars (\$1,000,000) for any one event, and any liability in excess of such amount shall be determined by the ordinary rules of negligence of the jurisdiction in which the damage or injury occurred.

This section shall not impose strict liability for damage or injury resulting primarily from an act of war or from the negligent acts or omissions of the United States.

5. If, during any phase of the construction, operation, maintenance, or termination of the pipeline, any oil, salt water, or other pollutant should be discharged from the pipeline system, impacting Federal lands, the control and total removal, disposal, and cleaning up of such oil, salt water, or other pollutant, wherever found, shall be the responsibility of the holder, regardless of fault. Upon failure of the holder to control, dispose of, or clean up such discharge on or affecting Federal lands, or to repair all damages resulting therefrom, on the Federal lands, the Authorized Officer may take such measures as he deems necessary to control and clean up the discharge and restore the area, including, where appropriate, the aquatic environment and fish and wildlife habitats, at the full expense of the holder. Such action by the Authorized Officer shall not relieve the holder of any responsibility as provided herein.

6. All construction and maintenance activity will be confined to the authorized right-of-way width of 20 feet. If the pipeline route follows an existing road or buried pipeline right-of-way, the surface pipeline must be installed no farther than 10 feet from the edge of the road or buried pipeline right-of-way. If existing surface pipelines prevent this distance, the proposed surface pipeline must be installed immediately adjacent to the outer surface pipeline. All construction and maintenance activity will be confined to existing roads or right-of-ways.

7. No blading or clearing of any vegetation will be allowed unless approved in writing by the Authorized Officer.