

0145
UNITED STATE
DEPARTMENT OF THE
BUREAU OF LAND MANAGEMENT

If earthen pits are used in association with the drilling of this well, an OCD pit permit must be obtained prior to pit construction.

2

FORM APPROVED
OMB NO. 1004-0136
Expires: February 28, 1995

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK

DRILL ☒DEEPEN ☐

1b. TYPE OF WELL

OIL ☐GAS ☒SINGLE ☒MULTIPLE ☐

WELL

WELL

OTHER

ZONE

ZONE

2. NAME OF OPERATOR

Gruy Petroleum Management Co.

3. ADDRESS AND TELEPHONE NO.

P.O. Box 140907 Irving TX 75014 972-401-3111

4. LOCATION OF WELL

(Report location clearly and in accordance with any State requirements.)

SHL: 480' FSL & 2180' FEL

BHL: 862' FSL & 1755' FEL

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

2 Miles East of Loco Hills

15. DISTANCE FROM PROPOSED*
LOCATION TO NEAREST
PROPERTY OR LEASE LINE, T.O.
(Also to nearest drlg. unit line, if any)

1640'

16. NO. OF ACRES IN LEASE

320

17. NO. OF ACRES ASSIGNED
TO THIS WELL

320

18. DISTANCE FROM PROPOSED LOCATION*
TO NEAREST WELL, DRILLING COMPLETED,
OR APPLIED FOR, ON THIS LEASE, FT.

N/A

19. PROPOSED DEPTH

11500'

20. ROTARY OR CABLE TOOLS

Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)

3652' GR

22. APPROX. DATE WORK WILL START*

02-01-06

PROPOSED CASING AND CEMENTING PROGRAM

| SIZE OF HOLE | GRADE, SIZE OF CASING | WEIGHT PER FOOT | SETTING DEPTH | QUANTITY OF CEMENT |
|--------------|-----------------------|-----------------|-----------------------|--------------------|
| 17-1/2" | H-40 13 3/8" | 48 # | 500' * WITNESS | 490 sx circulate |
| 12-1/4" | J-55 9 5/8" | 40 # | 4000' | 1200 sx circulate |
| 7-7/8" | P-110 5 1/2" | 17 # | 11500' | 1620 sx TOC 2700' |

*Set surface casing 25' into the top of the Rustler, which is estimated to be between 350' and 500'.

From the base of the surface pipe through the running of production casing, the well will be equipped with a 5000 - psi BOP system. We are requesting a variance for the 13 3/8" surface casing and BOP testing from Onshore Order No. 2, which states all casing strings below the conductor shall be pressure tested to .22 psi per foot or 1500#, whichever is greater, but not to exceed 70% of the manufacturer's stated maximum internal yield. During the running of the surface pipe and the drilling of the intermediate hole we do not anticipate any pressures greater than 1000#, and we are requesting a variance to test the 13 3/8" casing and BOP system to 1000# psi and use rig pumps instead of an independent service company.

IN ABOVE SPACE, DESCRIBE PROPOSED PROGRAM:

If proposal is to deepen, give data on present productive zone and proposed new productive zone.

If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24

SIGNED

Zeno Farris

TITLE

Mgr. Ops. Admin

DATE

11-07-05

(This space for Federal or State office use)

PERMIT No.

APPROVAL DATE

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:

APPROVED BY

/s/ Joe G. Lara

TITLE

ACTING FIELD MANAGER

DATE

DEC 15 2005

*See Instructions On Reverse Side

APPROVAL FOR 1 YEAR

Approval Subject to
GENERAL REQUIREMENTS AND
SPECIAL STIPULATIONS
ATTACHED

Title 18 U.S.C. Section 1001, makes 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.

Roswell Controlled Water Basin

DISTRICT I
1625 N. FRENCH DR., HOBBES, NM 86240

DISTRICT II
1301 W. GRAND AVENUE, ARTESIA, NM 86210

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
1220 S. ST. FRANCIS DR., SANTA FE, NM 87505

State of New Mexico
Energy, Minerals and Natural Resources Department

OIL CONSERVATION DIVISION
1220 SOUTH ST. FRANCIS DR.
Santa Fe, New Mexico 87505

Form C-102
Revised JUNE 10, 2003
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

WELL LOCATION AND ACREAGE DEDICATION PLAT

☐ AMENDED REPORT

| | | |
|---------------------|--|--------------------------------|
| API Number | Pool Code 74560 | Pool Name Cedar Lake Morrow |
| Property Code | Property Name ARNOLD DEEP 23 FEDERAL COM | Well Number 1 |
| OGRID No. 162683 | Operator Name GRUY PETROLEUM MANAGEMENT COMPANY | Elevation 3652' |

Surface Location

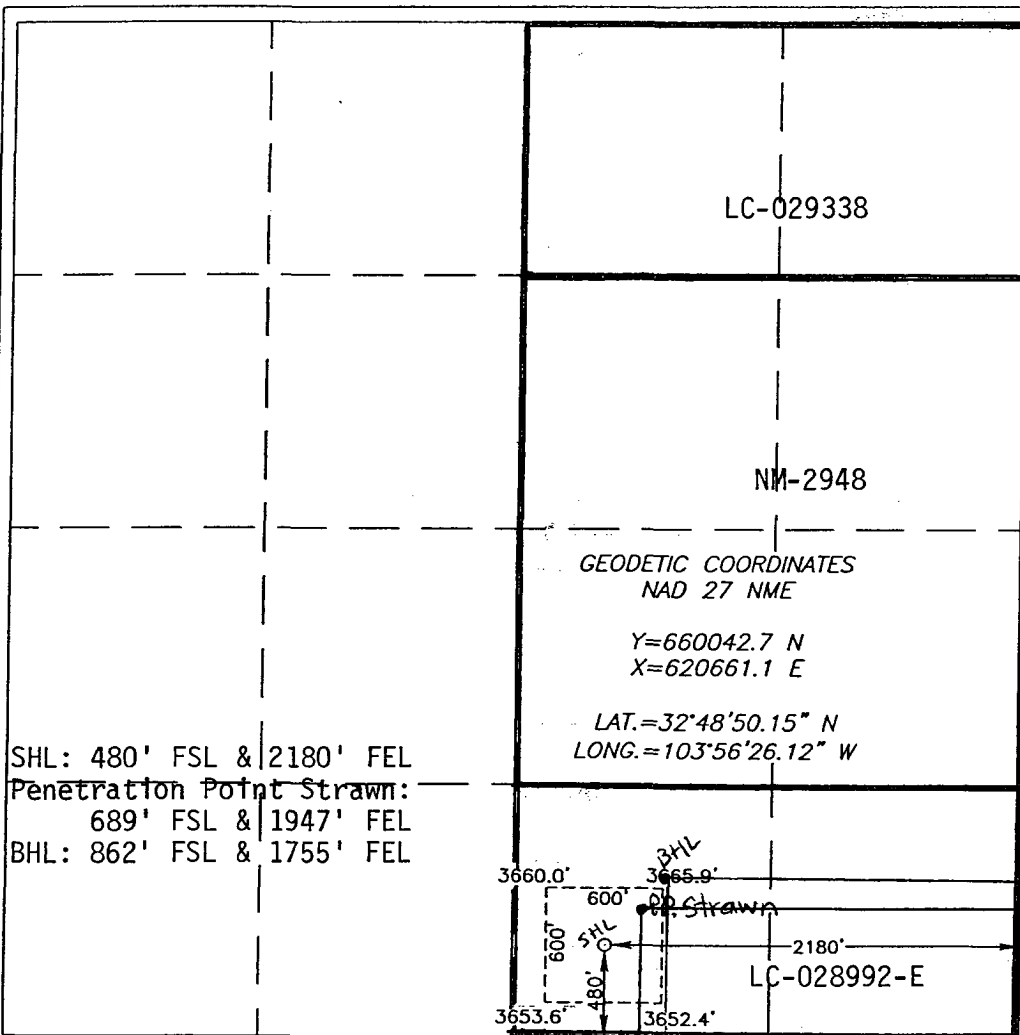
| UL or lot No. | Section | Township | Range | Lot Idn | Feet from the | North/South line | Feet from the | East/West line | County |
|---------------|---------|----------|-------|---------|---------------|------------------|---------------|----------------|--------|
| 0 | 23 | 17-S | 30-E | | 480 | SOUTH | 2180 | EAST | EDDY |

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 |
|---------------|---------|----------|-------|---------|---------------|------------------|---------------|----------------|--------|
| 0 | 23 | 17-S | 30-E | | 862 | SOUTH | 1755 | EAST | EDDY |

| Dedicated Acres | Joint or Infill | Consolidation Code | Order No. |
|-----------------|-----------------|--------------------|-----------|
| 320 | N | C | |

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



OPERATOR CERTIFICATION

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

Zeno Farris

Signature

Zeno Farris

Printed Name

Mgr Operations Admin

Title

November 7, 2005

Date

SURVEYOR CERTIFICATION

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.

OCTOBER 17, 2005

Date Surveyed LA

Signature & Seal of
Professional Surveyor

Ronald E. Eidson
205 11 1543

Certificate No. RONALD EIDSON 3239

French Dr., Hobbs, NM 88240
District II
301 W. Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy Minerals and Natural Resources

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-144
March 12, 2004

For drilling and production facilities, submit to appropriate NMOCD District Office.
For downstream facilities, submit to Santa Fe office

Pit or Below-Grade Tank Registration or Closure

Is pit or below-grade tank covered by a "general plan"? Yes ☐ No ☒

Type of action: Registration of a pit or below-grade tank ☒ Closure of a pit or below-grade tank ☐

Operator: Gruy Petroleum Management Co. Telephone: 972-443-6489 e-mail address: zfarris@cimarex.com

Address: P.O. Box 140907, Irving, Tx 75014-0907

Facility or well name: Arnold Deep 23 Federal Com No. 1 API #: 30-015- U/L or Qtr/Qtr^O Sec 23 T 17S R 30E

County: Eddy Latitude 324850.15N Longitude 1035626.12W NAD: 1927 ☒ 1983 ☐ Surface Owner Federal ☐ State ☐ Private ☐ Indian ☐

Pit

Type: Drilling ☒ Production ☐ Disposal ☐

Workover ☐ Emergency ☐

Lined ☒ Unlined ☐

Liner type: Synthetic ☒ Thickness 12 mil Clay ☐ Volume

12000 bbl

Below-grade tank

Volume: _____ bbl Type of fluid: _____

Construction material: _____

Double-walled, with leak detection? Yes ☐ If not, explain why not.

Depth to ground water (vertical distance from bottom of pit to seasonal high water elevation of ground water.)

Less than 50 feet

(20 points)

50 feet or more, but less than 100 feet

(10 points)

100 feet or more

(0 points)

Wellhead protection area: (Less than 200 feet from a private domestic water source, or less than 1000 feet from all other water sources.)

Yes

(20 points)

No

(0 points)

Distance to surface water: (horizontal distance to all wetlands, playas, irrigation canals, ditches, and perennial and ephemeral watercourses.)

Less than 200 feet

(20 points)

200 feet or more, but less than 1000 feet

(10 points)

1000 feet or more

(0 points)

Ranking Score (Total Points)

-0-

If this is a pit closure: (1) attach a diagram of the facility showing the pit's relationship to other equipment and tanks. (2) Indicate disposal location:

onsite ☐ offsite ☐ If offsite, name of facility _____ (3) Attach a general description of remedial action taken including remediation start date and end date. (4) Groundwater encountered: No ☐ Yes ☐ If yes, show depth below ground surface _____ ft. and attach sample results. (5) Attach soil sample results and a diagram of sample locations and excavations.

I hereby certify that the information above is true and complete to the best of my knowledge and belief. I further certify that the above-described pit or below-grade tank has been/will be constructed or closed according to NMOCD guidelines ☒ a general permit ☐ or an (attached) alternative OCD-approved plan ☐.

Date: 11-04-05

Printed Name/Title Zeno Farris Manager Operations Administration

Signature *Zeno Farris*

Your certification and NMOCD approval of this application/closure does not relieve the operator of liability should the contents of the pit or tank contaminate ground water or otherwise endanger public health or the environment. Nor does it relieve the operator of its responsibility for compliance with any other federal, state, or local laws and/or regulations.

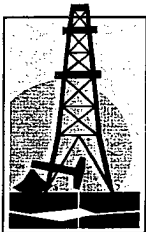
Approval: NOV 16 2005

Date: _____

Printed Name/Title _____

Field Supervisor

Signature *[Signature]*



Gruy Petroleum Management Co.

600 East Las Colinas Blvd. • Suite 1100 • Irving, TX 75039 • (972) 401-3111 • Fax (469) 420-2710

Mailing Address: P.O. Box 140907 • Irving, TX 75014-0907

A wholly-owned subsidiary of Cimarex Energy Co., a NYSE Listed Company, "XEC"

STATEMENT ACCEPTING RESPONSIBILITY FOR OPERATIONS

Bureau of Land Management
2909 West Second Street
Roswell, New Mexico 88201
Attn: Ms. Linda Askwig

Gruy Petroleum Management Co. accepts all applicable terms, conditions, stipulations and restrictions concerning operations conducted on the leased land, or portion thereof, as described below:

Lease No.: LC-028992-E – SE/4 Sec 23-T17S-R30E, containing 80 acres
Lease No.: NM-2948 – S/2 SNE/4 Sec 23-T17S-R30E, containing 160 acres
Lease No.: LC-029338 – N/2 NE/4 Sec 23-T17S-R30E, containing 80 acres

County: Eddy County, New Mexico

Formation (S): Morrow

Bond Coverage: Statewide BLM Bond

BLM Bond File No.: NM 2575

Authorized Signature: Zeno Farris
Representing Gruy Petroleum Management Co.

Name: Zeno Farris

Title: Manager, Operations Administration

Date: November 7, 2005

Application to Drill

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

In response to questions asked under Section II B of Bulletin NTL-6 the following information is provided for your consideration:

1 Location: SHL: 480' FSL & 2180' FEL
BHL: 862' FSL & 1755' FEL

2 Elevation above sea level: GR 3652'

3 Geologic name of surface formation: Quaternary Alluvium Deposits

4 Drilling tools and associated equipment: Conventional rotary drilling rig using fluid as a circulating medium for solids removal.

5 Proposed drilling depth: 11500'

6 Estimated tops of geological markers:

| | |
|------------|--------|
| Rustler | 500' |
| San Andres | 3400' |
| Wolfcamp | 8000' |
| Atoka | 10600' |
| Morrow | 11000' |

7 Possible mineral bearing formation:

| | |
|--------|-----|
| Strawn | Gas |
| Morrow | Gas |

8 Casing program:

| Hole Size | Interval | Casing OD | Weight | Thread | Collar | Grade |
|-----------|----------|-----------|--------|--------|--------|-------|
| 17 1/2" | 0-500' | 13 3/8" | 48# | 8-R | ST&C | H-40 |
| 12 1/4" | 0-4000' | 9 5/8" | 40# | 8-R | LT&C | J-55 |
| 7 7/8" | 0-11500' | 5 1/2" | 17# | 8-R | LT&C | P-110 |

Application to Drill

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

9 Cementing & Setting Depth:

| | | |
|---------|--------------|---|
| 13 3/8" | Surface | Set 500' of 13 3/8" J-55 48# ST&C casing to a depth of 25' into the Rustler. Cement with 490 Sx. Of Class "C" cement + additives, circulate cement to surface. |
| 9 5/8" | Intermediate | Set 4000' of 9 5/8" J-55 40# LT&C casing. Cement lead with 1000 Sx. Of Class POZ/C Cement + additives, tail with 200 Sx. Of Class "C" + additives, circulate cement to surface. |
| 5 1/2" | Production | Set 11500' of 5 1/2" P-110 17# LT&C casing. Cement in two stages, first stage cement with 1020 Sx. of Class POZ/C Cement + additives. Second stage cement with 600 Sx of Class "C" Estimated top of cement 2700'. |

10 Pressure control Equipment:

Exhibit "E". A 13 3/8" 5000 PSI working pressure B.O.P. consisting of one set of blind rams and one set of pipe rams and a 5000 # annular type preventer. A choke manifold and 120 gallon accumulator with floor and remote operating stations and auxiliary power system. Rotating head below 6000'. A kelly cock will be installed and maintained in operable condition and a drill string safety valve in the open position will be available on the rig floor. BOP unit will be hydraulically operated. BOP will be nipped up on the 9 5/8" casing and will be operated at least once a day while drilling and the blind rams will be operated when out of hole during trips. No abnormal pressure or temperature is expected while drilling.

11 Proposed Mud Circulating System:

| Depth | Mud Wt | Viscosity | Fluid Loss | Type Mud |
|-----------------|------------|-----------|----------------|---|
| 0 - 500' | 8.4 - 8.6 | 30 - 32 | May lose circ. | Fresh water spud mud add paper to control seepage and high viscosity sweeps to clean hole. |
| 500' - 4000' | 9.7 - 10.0 | 28 - 29 | May lose circ. | Brine water. Add paper as needed to control seepage and add lime to control pH (9-10). Use high viscosity sweeps to clean hole. |
| 4000' - 8300' | 8.4 - 9.9 | 28 - 29 | NC | Brine water. Paper for seepage. Lime for PH (9 - 9.5) |
| 8300' - 10000' | 8.45 - 8.9 | 28 - 29 | NC | Cut brine. Caustic for pH control. |
| 10000' - 11500' | 8.9 - 9.7 | 29 - 45 | NC | XCD Polymer mud system. |

Sufficient mud materials will be kept on location at all times in order to combat lost circulation, or unexpected kicks. In order to run DSTs, open hole logs, and casing, the viscosity and water loss may have to be adjusted in order to meet these needs. Mud system monitoring equipment with derrick floor indicators and visual/audio alarms shall be installed and operative prior to drilling into the Wolfcamp formation. This equipment will remain in use until production casing is run and cemented.

Application to Drill

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

12 Testing, Logging and Coring Program:

- A. Mud logging program: One-man unit from 8000' to TD
- B. Electric logging program: CNL / LDT / CAL / GR, DLL / CAL / GR
- C. No DSTs or cores are planned at this time.

13 Potential Hazards:

No abnormal pressures or temperatures are expected. The area has a potential H2S hazard. An H2S drilling plan is attached. Adequate flare lines will be installed off the mud / gas separator where gas may be flared safely. All personnel will be familiar with all aspects of safe operation of equipment being used. Estimated BHP 4000 PSI, estimated BHT 175.

14 Anticipated Starting Date and Duration of Operations:

Road and location construction will begin after BLM approval of APD. Anticipated spud date as soon as approved. Drilling expected to take 35 - 45 days. If production casing is run an additional 30 days will be required to complete and construct surface facilities.

15 Other Facets of Operations:

After running casing, cased hole gamma ray neutron collar logs will be run from total depth over possible pay intervals. The Morrow pay will be perforated and stimulated. The well will be tested and potentialized as a gas well.

Hydrogen Sulfide Drilling Operations Plan

- 1 All Company and Contract personnel admitted on location must be trained by a qualified H2S safety instructor to the following:
 - A. Characteristics of H2S
 - B. Physical effects and hazards
 - C. Proper use of safety equipment and life support systems.
 - D. Principle and operation of H2S detectors, warning system and briefing
 - E. Evacuation procedure, routes and first aid.
 - F. Proper use of 30 minute pressure demand air pack.
- 2 H2S Detection and Alarm Systems
 - A. H2S detectors and audio alarm system to be located at bell nipple, end of flow line (mud pit) and on derrick floor or doghouse.
- 3 Windsack and/or wind streamers
 - A. Windsack at mudpit area should be high enough to be visible.
 - B. Windsack at briefing area should be high enough to be visible.
- 4 Condition Flags and Signs
 - A. Warning sign on access road to location.
 - B. Flags to be displayed on sign at entrance to location. Green flag, normal safe condition. Yellow flag indicates potential pressure and danger. Red flag, danger, H2S present in dangerous concentration. Only emergency
- 5 Well control equipment
 - A. See exhibit "E"
- 6 Communication
 - A. While working under masks chalkboards will be used for communication.
 - B. Hand signals will be used where chalk board is inappropriate.
 - C. Two way radio will be used to communicate off location in case of emergency help is required. In most cases cellular telephones will be available at most drilling foreman's trailer or living quarters.
- 7 Drillstem Testing not anticipated.

Hydrogen Sulfide Drilling Operations Plan

- 8 Drilling contractor supervisor will be required to be familiar with the effects H₂S has on tubular goods and other mechanical equipment.
- 9 If H₂S is encountered, mud system will be altered if necessary to maintain control of formation. A mud gas separator will be brought into service along with H₂S scavengers if

Surface Use Plan

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

- 1 Existing Roads: Area maps, Exhibit "B" is a reproduction of Lea Co. General Highway Map. Exhibit "C" is a reproduction of a USGS Topographic Map, showing existing roads and proposed roads. All existing roads will be maintained in a condition equal to or better than current conditions. Any new roads will be constructed to BLM specifications.
 - A. Exhibit "A" shows the proposed well site as staked.
 - B. From the intersection of US Hwy #82 (Lovington Hwy) and Co Rd #220 (Square Lake), go South approx 0.1 miles to a "Y" intersection. Turn right and go Southwest approx 0.1 miles to Asher Well. This location is Southwest approx 285 feet.
- 2 PLANNED ACCESS ROADS: No new access road will be constructed.
- 3 LOCATION OF EXISTING WELLS IN A ONE-MILE RADIUS EXHIBIT "A"
 - A. Water wells - None known
 - B. Disposal wells - None known
 - C. Drilling wells - None known
 - D. Producing wells - As shown on Exhibit "A"
 - E. Abandoned wells - As shown on Exhibit "A"

Surface Use Plan

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

- 4 If, on completion this well is a producer Gruy Petroleum Management Co. will furnish maps and/or plats showing on site facilities or off site facilities if needed. This will be accompanied with a Sundry Notice.

5 LOCATION AND TYPE OF WATER SUPPLY:

Water will be purchased locally from a commercial source and trucked over the access roads or piped in flexible lines laid on top of the ground.

6 SOURCE OF CONSTRUCTION MATERIAL:

If possible construction will be obtained from the excavation of drill site, if additional material is needed it will be purchased from a local source and transported over the access route as shown on Exhibit "C".

7 METHODS OF HANDLING WASTE MATERIAL:

- A. Drill cuttings will be disposed of in the reserve pit.
- B. All trash, junk and other waste material will be contained in trash cages or bins to prevent scattering. When the job is completed all contents will be removed and disposed of in a approved sanitary land fill.
- C. Salts remaining after completion of well will be picked up by supplier including broken sacks.
- D. Sewage from living quarters will drain into holding tanks and be cleaned out periodically. A Porta-John will be provided for the rig crews. This equipment will be properly maintained during the drilling operations and removed upon completion of the well.
- E. Remaining drilling fluids will be allowed to evaporate in the reserve pit until the pit is dry enough for breaking out. In the event that drilling fluids do not evaporate in a reasonable time they will be hauled off by transports and be disposed of at a state approved disposal facility. Later pits will be broken out to speed drying. Water produced during testing will be put in reserve pits. Any oil or condensate produced will be stored

8 ANCILLARY FACILITIES:

- A. No camps or airstrips to be constructed.

Surface Use Plan

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

9 WELL SITE LAYOUT

- A. Exhibit "D" shows location and rig layout.
- B. This exhibit indicates proposed location of reserve and trash pits; and living facilities.
- C. Mud pits in the active circulating system will be steel pits and the reserve pit is proposed to be unlined, unless subsurface condition encountered during pit construction indicate that lining is needed for lateral containment of fluids.
- D. If needed, the reserve pit is to be lined with PVC or polyethylene line. The pit liner will be 6 mils thick. Pit liner will extend a minimum, 2'00" over the reserve pits dikes where the liner will be anchored down.
- E. The reserve pit will be fenced on three sides with four strands of barbed wire during drilling and completion phases. The fourth side will be fenced after all drilling operations have ceased. If the well is a producer, the reserve pit fence will be torn down. The reserve pit and those areas of the location not essential to production facilities will be reclaimed and seeded per BLM requirements.

10 PLANS FOR RESTORATION OF SURFACE

Rehabilitation of the location and reserve pit will start in a timely manner after all drilling operations cease. The type of reclamation will depend on whether the well is a producer

However, in either event, the reserve pit will be allowed to dry properly, and fluid removed and disposed of in accordance with Article 7.B as previously noted. The pit area will then be leveled and contoured to conform to the original and surrounding area. Drainage systems, if any, will be reshaped to the original configuration with provisions made to alleviate erosion. These may need to be modified in certain circumstances to prevent inundation of the location's pad and surface facilities. After the area has been shaped and contoured, topsoil from the spoil pile will be placed over the disturbed area to the extent possible. Revegetation procedures will comply with BLM standards.

If the well is a dry hole, the pad and road area will be recountered to match the existing terrain. Topsoil will be spread to the extent possible. Revegetation will comply with BLM

Should the well be a producer, the previously noted procedures will apply to those areas which are not required for production facilities.

Surface Use Plan

Gruy Petroleum Management Co.
Arnold Deep 23 Federal Com No. 1
Unit O Section 23
T17S - R30E Eddy County, NM

11 OTHER INFORMATION:

- A. Topography consists of a sloping plane with loose tan sands. Vegetation is mainly yucca, mesquite and shin oak.
- B. The wellsite is on surface owned by The United States Department of the Interior, Bureau of Land Management. The land is used mainly for farming, cattle ranching, recreational use, and oil and gas production.
- C. An Archaeological survey will be conducted on the location and proposed roads, and this report will be filed with the Bureau of Land Management in the Carlsbad BLM office.

12 OPERATORS REPRESENTATIVE:

Gruy Petroleum Management Company
P.O. Box 14097
Irving, TX 75014
Office Phone: (972) 443-6489
Zeno Farris

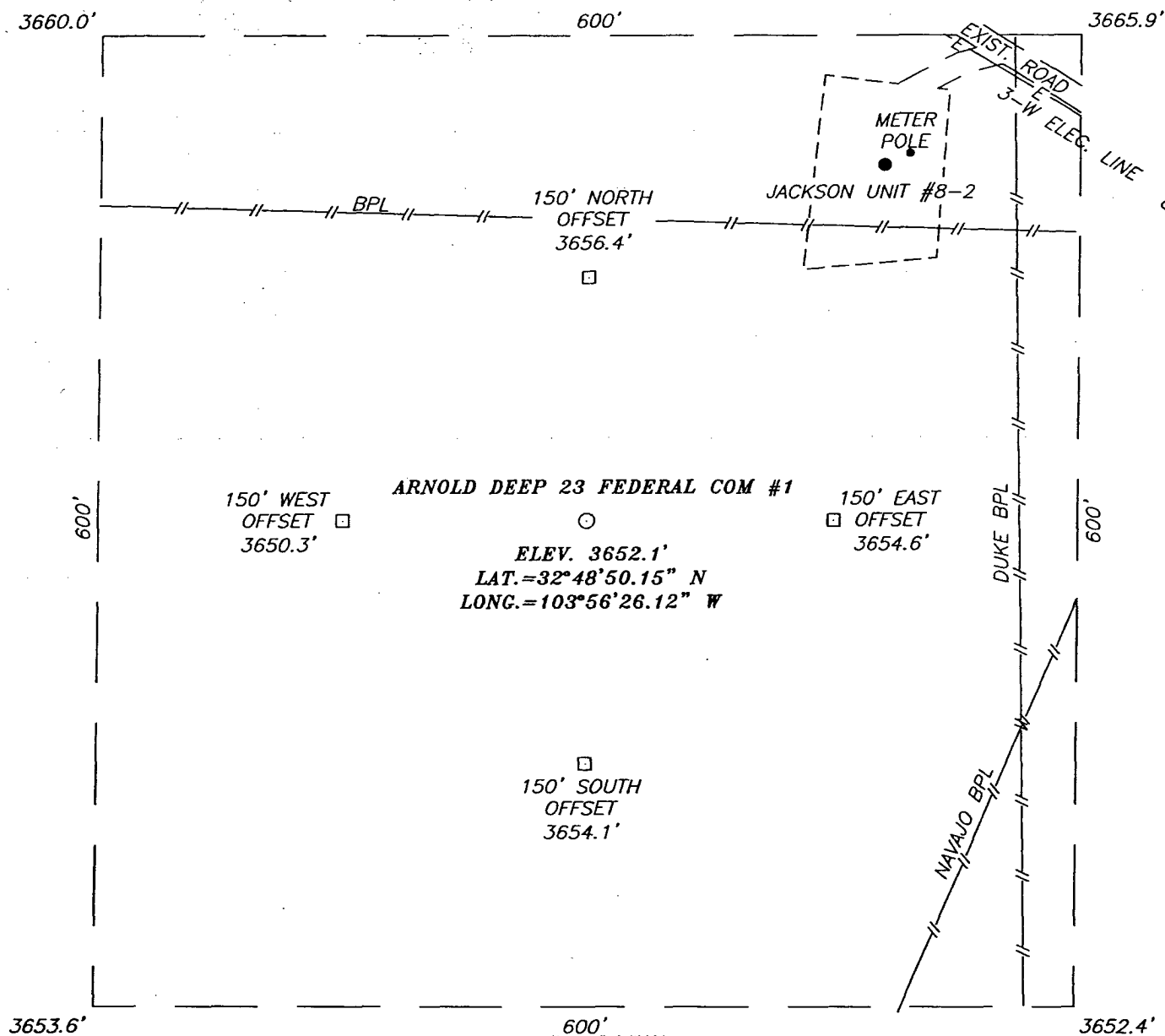
- 13 **CERTIFICATION:** I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Gruy Petroleum Management Company and/or its contractors/subcontractors and is in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provision of U.S.C. 1001 for the filing of a false statement.

NAME: Zeno Farris

DATE: 11/3/2005

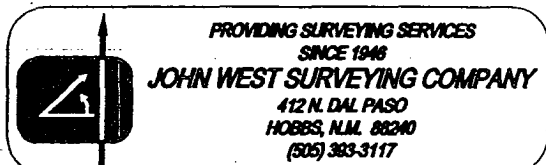
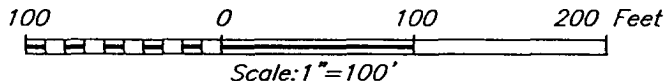
TITLE: Manager, Operations Administration

SECTION 23, TOWNSHIP 17 SOUTH, RANGE 30 EAST, N.M.P.M.,
EDDY COUNTY, NEW MEXICO



DIRECTIONS TO LOCATION

FROM THE INTERSECTION OF U.S. HWY. #82
 (LOVINGTON HWY.) AND CO. RD. #220 (SQUARE LAKE)
 GO SOUTH APPROX. 0.1 MILES TO A "Y"
 INTERSECTION. TURN RIGHT AND GO SOUTHWEST
 APPROX. 0.1 MILES TO ASHER WELL. THIS LOCATION
 IS SOUTHWEST APPROX. 285 FEET.

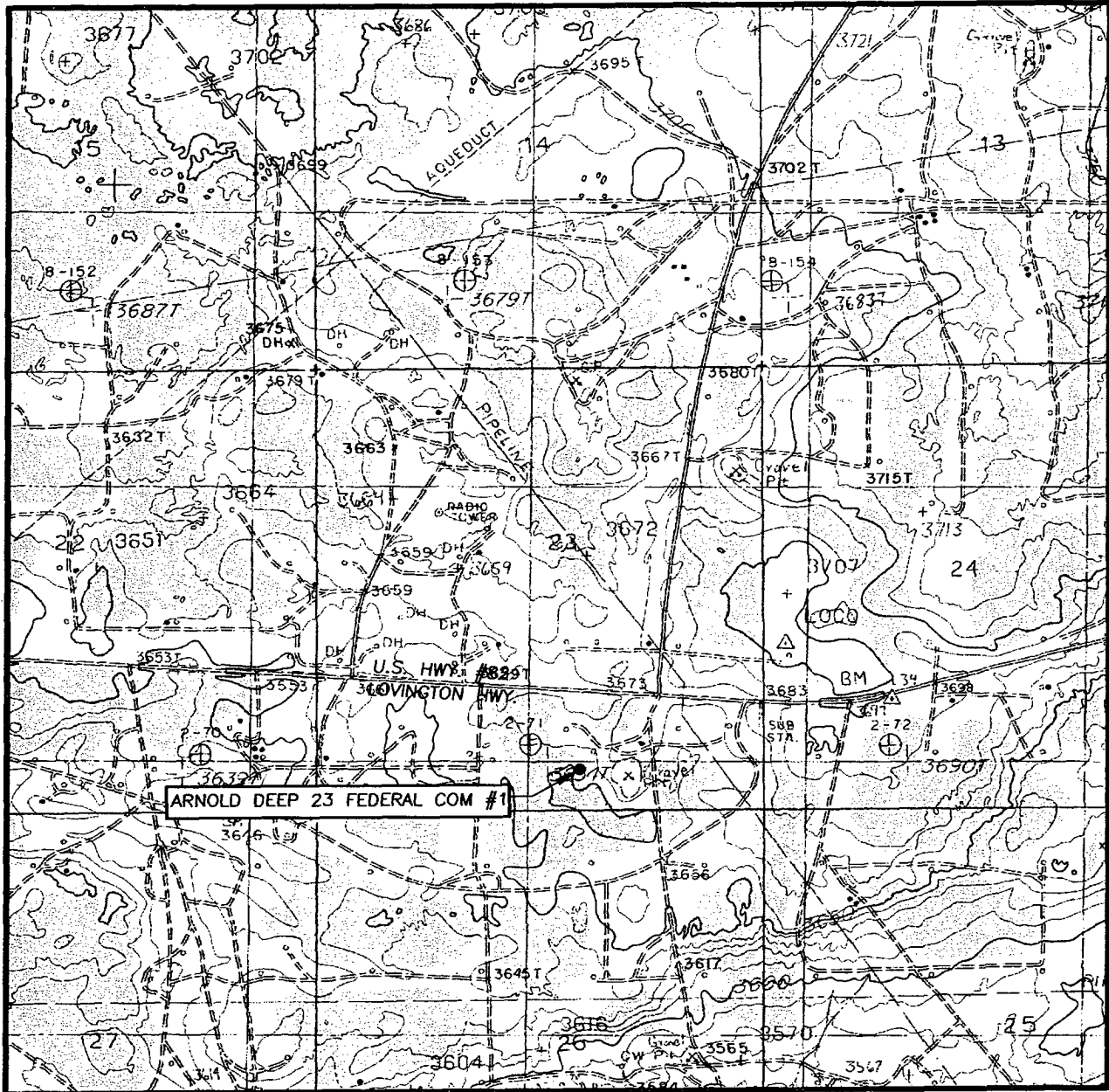


GRUY PETROLEUM MANAGEMENT COMPANY

ARNOLD DEEP 23 FEDERAL COM #1 WELL
 LOCATED 480 FEET FROM THE SOUTH LINE
 AND 2180 FEET FROM THE EAST LINE OF SECTION 23,
 TOWNSHIP 17 SOUTH, RANGE 30 EAST, N.M.P.M.,
 EDDY COUNTY, NEW MEXICO.

| | |
|-------------------------|---------------------|
| Survey Date: 10/17/05 | Sheet 1 of 1 Sheets |
| W.O. Number: 05.11.1543 | Dr By: LA |
| Date: 10/21/05 | Disk: CD#4 |
| 05111543 | Scale: 1"=100' |

LOCATION VERIFICATION MAP



SCALE: 1" = 2000'

CONTOUR INTERVAL:
LOCO HILLS, N.M. - 10'

SEC. 23 TWP. 17-S RGE. 30-E

SURVEY N.M.P.M.

COUNTY EDDY

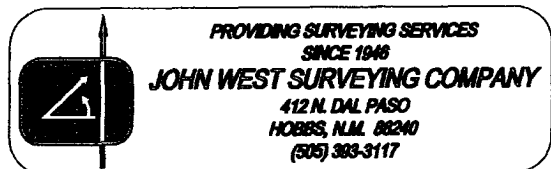
DESCRIPTION 480' FSL & 2180' FEL

ELEVATION 3652'

OPERATOR GRUY PETROLEUM
MANAGMENT COMPANY

LEASE ARNOLD DEEP 23 FEDERAL COM

U.S.G.S. TOPOGRAPHIC MAP
LOCO HILLS, N.M.



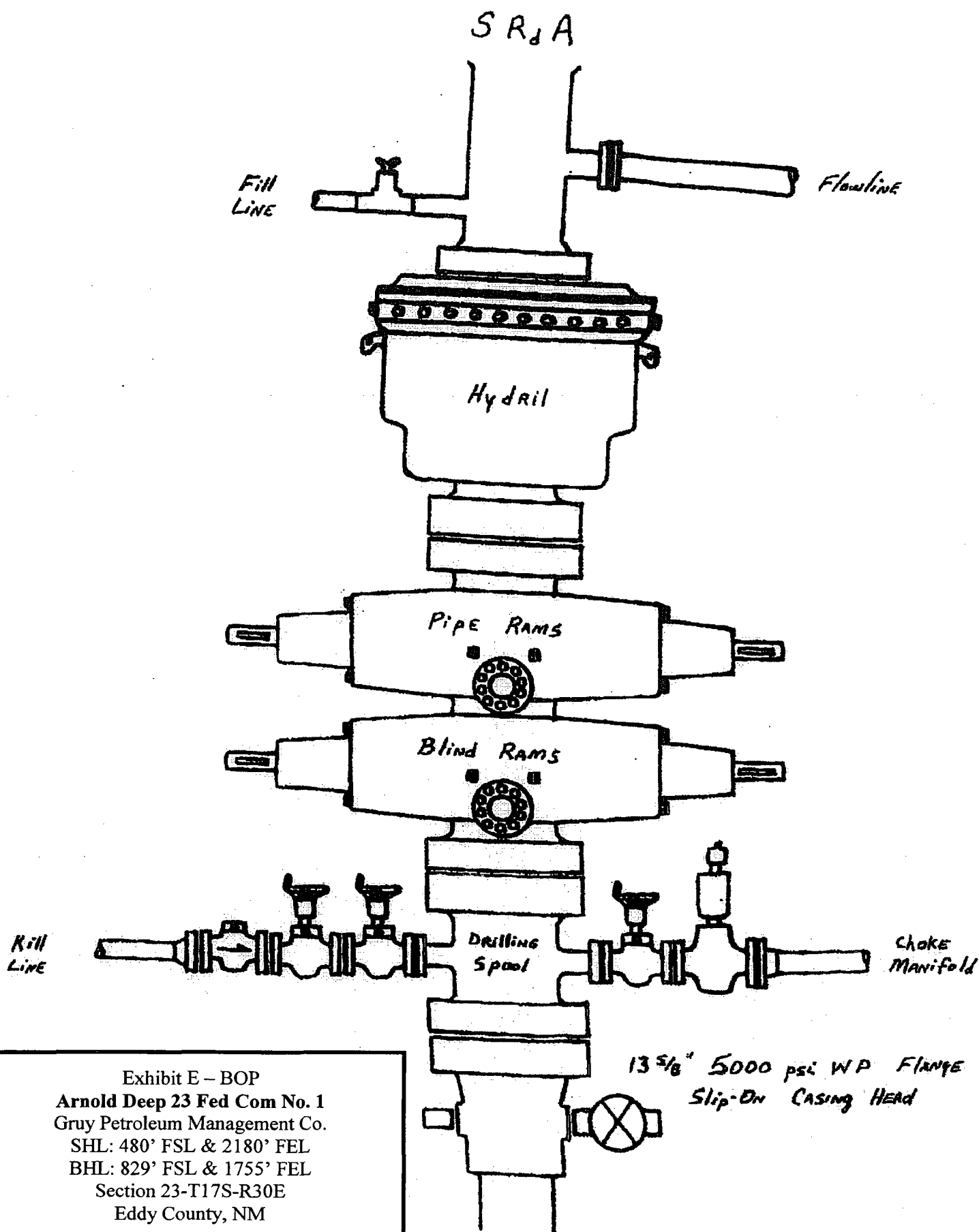


Exhibit E – BOP
 Arnold Deep 23 Fed Com No. 1
 Gruy Petroleum Management Co.
 SHL: 480' FSL & 2180' FEL
 BHL: 829' FSL & 1755' FEL
 Section 23-T17S-R30E
 Eddy County, NM

DRILLING OPERATIONS
CHOKE MANIFOLD
5M SERVICE

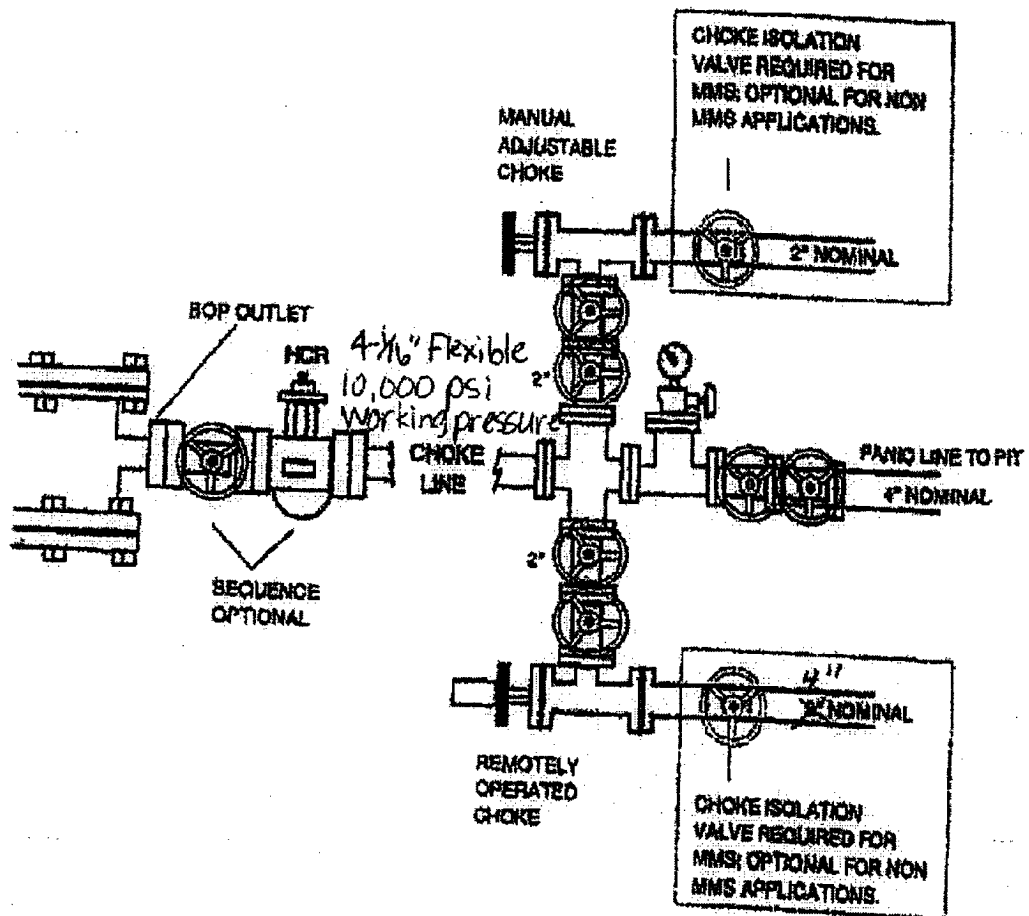


Exhibit E-1 – Choke Manifold Diagram
Arnold Deep 23 Federal Com No. 1
Gruy Petroleum Management Co.
SHL: 480' FSL & 2180' FEL
BHL: 862' FSL & 1755' FEL
Section 23-T17S-R30E
Eddy County, NM



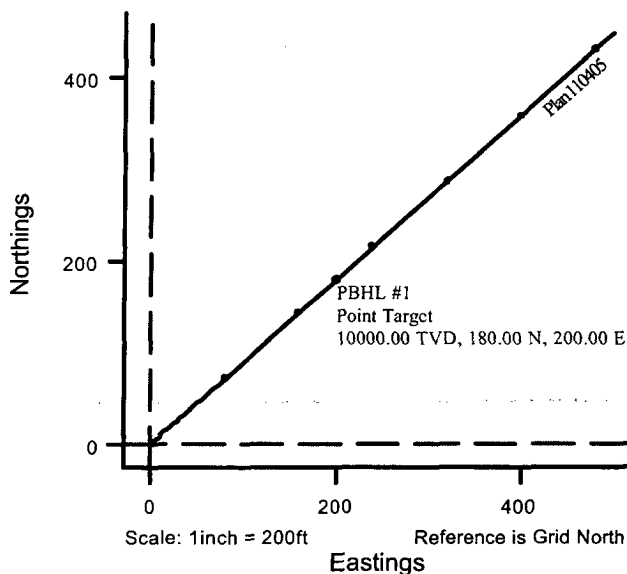
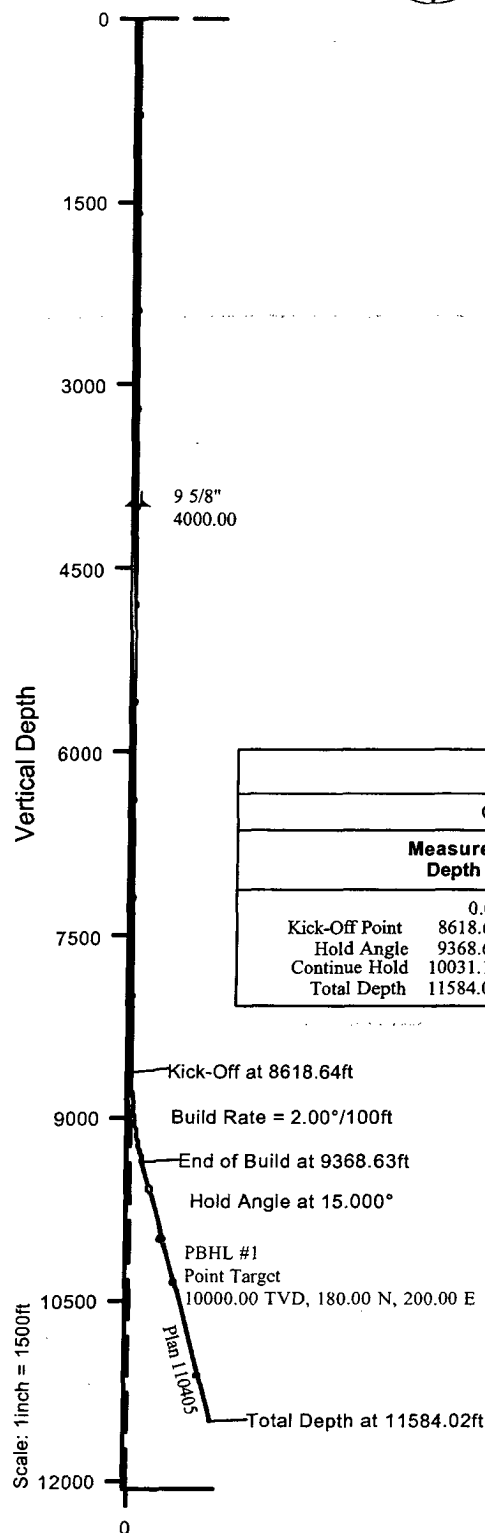
Midwest Hose
& Specialty, Inc.

Specification Sheet Choke & Kill Hose

The Midwest Hose & Specialty Choke & Kill hose is manufactured with only premium components. The reinforcement cables, inner liner and cover are made of the highest quality material to handle the tough drilling applications of today's industry. The end connections are available with API flanges, API male threads, hubs, hammer unions or other special fittings upon request. Hose assembly is manufactured to API 7K. This assembly is wrapped with fire resistant vermiculite coated fiberglass insulation, rated at 2000 degrees with stainless steel armor cover.

| | |
|-------------------------------|--|
| Working Pressure: | 5,000 or 10,000 psi working pressure |
| Test Pressure: | 10,000 or 15,000 psi test pressure |
| Reinforcement: | Multiple steel cables |
| Cover: | Stainless Steel Armor |
| Inner Tube: | Petroleum resistant, Abrasion resistant |
| End Fitting: | API flanges, API male threads, threaded or butt weld hammer unions, unbolt and other special connections |
| Maximum Length: | 110 Feet |
| ID: | 2-1/2", 3", 3-1/2", 4" |
| Operating Temperature: | -22 deg F to +180 deg F (-30 deg C to +82 deg C) |

New Mexico
Eddy County
Sec. 23-T17S-R30E
Arnold Deep 23 Fed 1
Plan 110405



Arnold Deep 23 Fed 1 Surface Location

RKB Elevation: 3672.00ft above Mean Sea Level
Ref. SE Cor Sec 23: 480.00 N, 2180.00 W
Ref. Global Coordinates: 660042.70 N, 620661.10 E
Ref. Geographical Coordinates: 32° 48' 50.1460" N, 103° 56' 26.1231" W

Plan 110405 Proposal Data

Coordinate System : NAD27 New Mexico State Planes, Eastern Zone

| | Measured Depth | Incl. | Azim. | Vertical Depth | Northings | Eastings | Vertical Section | Dogleg Rate |
|----------------|----------------|--------|--------|----------------|-----------|----------|------------------|-------------|
| Kick-Off Point | 0.00 | 0.000 | 0.000 | 0.00 | 0.00 N | 0.00 E | 0.00 | 0.00 |
| Hold Angle | 9368.63 | 15.000 | 48.013 | 9360.09 | 65.30 N | 72.55 E | 97.61 | 2.00 |
| Continue Hold | 10031.11 | 15.000 | 48.013 | 10000.00 | 180.00 N | 200.00 E | 269.07 | 0.00 |
| Total Depth | 11584.02 | 15.000 | 48.013 | 11500.00 | 448.87 N | 498.74 E | 670.99 | 0.00 |

Plan 110405 Bottom Hole Location

Ref. RKB(3652'+20'KB): 11500.00ft
Ref. Structure: 11480.00ft
Ref. Mean Sea Level: 7828.00ft
Ref. Wellhead: 448.87 N, 498.74 E
Ref. SE Cor Sec 23: 928.87 N, 1681.26 W
Ref. Center of County: 114878.81 N, 121159.84 E
Ref. Global Coordinates: 660491.57 N, 621159.84 E
Ref. Geographical Coordinates: 32° 48' 54.5693" N, 103° 56' 20.2594" W

Kick-Off at 8618.64ft
Build Rate = 2.00°/100ft
End of Build at 9368.63ft
Hold Angle at 15.000°
PBHL #1
Point Target
10000.00 TVD, 180.00 N, 200.00 E
Total Depth at 11584.02ft
Section Azimuth: 48.013° (Grid North)

Vertical Section

Prepared by:
Dennis Cook

Date/Time:
4 November, 2005 - 11:10

Checked:

Approved:



**Gruy Petroleum Management Co.
New Mexico
Eddy County
Sec. 23-T17S-R30E
Arnold Deep 23 Fed 1 - Plan 110405**

Revised: 4 November, 2005

Halliburton Sperry-Drilling Proposal Report

4 November, 2005

Data Source: Mr. Zeno Farris

Surface Coordinates: 660042.70 N, 620661.10 E (32° 48' 50.1460" N, 103° 56' 26.1231" W)

Grid Coordinate System: NAD27 New Mexico State Planes, Eastern Zone

Surface Coordinates relative to Center of County: 114429.94 N, 120661.10 E (Grid)

Surface Coordinates relative to SE Cor Sec 23: 480.00 N, 2180.00 W (Grid)

Kelly Bushing Elevation: 3672.00ft above Mean Sea Level

Kelly Bushing Elevation: 20.00ft above Structure

Proposal Ref: pro9467

HALLIBURTON

Sperry Drilling Services

Proposal Report for Sec. 23-T17S-R30E - Arnold Deep 23 Fed 1 - Plan 110405
Data Source: Mr. Zeno Farris
Revised: 4 November, 2005

| Measure Depth (ft) | Incl. Angle (Deg) | Drift Direction (Deg) | True Vertical Depth | Vertical Section (ft) | Local Coordinates N-S (ft) | Local Coordinates E-W (ft) | Dogleg Severit (°/100ft) | Lease Calls FNL-FSL (ft) | FEL-FWL (ft) | Global Coordinates Grid Y (ft) | Global Coordinates Grid X (ft) |
|----------------------------------|-------------------------|-----------------------------|---------------------------|-----------------------------|----------------------------------|----------------------------------|--------------------------------|--------------------------------|-----------------|--------------------------------------|--------------------------------------|
| 0.00 | 0.000 | 0.000 | 0.00 | 0.00 | 0.00 N | 0.00 E | 0.00 | 480.00 FSL | 2180.00 FEL | 660042.70 N | 620661.10 E |
| 9 5/8" Casing | | | | | | | | | | | |
| 4000.00 | 0.000 | 0.000 | 4000.00 | 0.00 | 0.00 N | 0.00 E | 0.00 | 480.00 FSL | 2180.00 FEL | 660042.70 N | 620661.10 E |
| Kick-Off at 8618.64ft | | | | | | | | | | | |
| 8618.64 | 0.000 | 0.000 | 8618.64 | 0.00 | 0.00 N | 0.00 E | 0.00 | 480.00 FSL | 2180.00 FEL | 660042.70 N | 620661.10 E |
| 8700.00 | 1.627 | 48.013 | 8699.99 | 1.16 | 0.77 N | 0.86 E | 2.00 | 480.77 FSL | 2179.14 FEL | 660043.47 N | 620661.96 E |
| 8800.00 | 3.627 | 48.013 | 8799.88 | 5.74 | 3.84 N | 4.27 E | 2.00 | 483.84 FSL | 2175.73 FEL | 660046.54 N | 620665.37 E |
| 8900.00 | 5.627 | 48.013 | 8899.55 | 13.81 | 9.24 N | 10.26 E | 2.00 | 489.24 FSL | 2169.74 FEL | 660051.94 N | 620671.36 E |
| 9000.00 | 7.627 | 48.013 | 8998.87 | 25.35 | 16.96 N | 18.84 E | 2.00 | 496.96 FSL | 2161.16 FEL | 660059.66 N | 620679.94 E |
| 9100.00 | 9.627 | 48.013 | 9097.74 | 40.35 | 26.99 N | 29.99 E | 2.00 | 506.99 FSL | 2150.01 FEL | 660069.69 N | 620691.09 E |
| 9200.00 | 11.627 | 48.013 | 9196.02 | 58.79 | 39.33 N | 43.70 E | 2.00 | 519.33 FSL | 2136.30 FEL | 660082.03 N | 620704.80 E |
| 9300.00 | 13.627 | 48.013 | 9293.59 | 80.65 | 53.95 N | 59.94 E | 2.00 | 533.95 FSL | 2120.06 FEL | 660096.65 N | 620721.04 E |
| End of Build at 9368.63ft | | | | | | | | | | | |
| 9368.63 | 15.000 | 48.013 | 9360.09 | 97.61 | 65.30 N | 72.55 E | 2.00 | 545.30 FSL | 2107.45 FEL | 660108.00 N | 620733.65 E |
| 9400.00 | 15.000 | 48.013 | 9390.39 | 105.73 | 70.73 N | 78.59 E | 0.00 | 550.73 FSL | 2101.41 FEL | 660113.43 N | 620739.69 E |
| 9500.00 | 15.000 | 48.013 | 9486.99 | 131.61 | 88.04 N | 97.83 E | 0.00 | 568.04 FSL | 2082.17 FEL | 660130.74 N | 620758.93 E |
| 9600.00 | 15.000 | 48.013 | 9583.58 | 157.49 | 105.36 N | 117.06 E | 0.00 | 585.36 FSL | 2062.94 FEL | 660148.06 N | 620778.16 E |
| 9700.00 | 15.000 | 48.013 | 9680.17 | 183.38 | 122.67 N | 136.30 E | 0.00 | 602.67 FSL | 2043.70 FEL | 660165.37 N | 620797.40 E |
| 9800.00 | 15.000 | 48.013 | 9776.76 | 209.26 | 139.99 N | 155.54 E | 0.00 | 619.99 FSL | 2024.46 FEL | 660182.69 N | 620816.64 E |
| 9900.00 | 15.000 | 48.013 | 9873.36 | 235.14 | 157.30 N | 174.78 E | 0.00 | 637.30 FSL | 2005.22 FEL | 660200.00 N | 620835.88 E |
| 10000.00 | 15.000 | 48.013 | 9969.95 | 261.02 | 174.61 N | 194.02 E | 0.00 | 654.61 FSL | 1985.99 FEL | 660217.31 N | 620855.12 E |
| 10031.11 | 15.000 | 48.013 | 10000.00 | 269.07 | 180.00 N | 200.00 E | 0.00 | 660.00 FSL | 1980.00 FEL | 660222.70 N | 620861.10 E |
| 10100.00 | 15.000 | 48.013 | 10066.54 | 286.90 | 191.93 N | 213.25 E | 0.00 | 671.93 FSL | 1966.75 FEL | 660234.63 N | 620874.35 E |

| Measure Depth (ft) | Incl. Angle (Deg) | Drift Direction (Deg) | True Vertical Depth | Vertical Section (ft) | Local Coordinates | | Dogleg Severit (°/100ft) | | Lease Calls | | Global Coordinates | |
|--|-------------------------|-----------------------------|---------------------------|-----------------------------|-------------------|-------------|--------------------------------|--|-----------------|-----------------|--------------------|----------------|
| | | | | | N-S (ft) | E-W (ft) | | | FNL-FSL (ft) | FEL-FWL (ft) | Grid Y (ft) | Grid X (ft) |
| 10200.00 | 15.000 | 48.013 | 10163.13 | 312.78 | 209.24 N | 232.49 E | 0.00 | | 689.24 FSL | 1947.51 FEL | 660251.94 N | 620893.59 E |
| 10300.00 | 15.000 | 48.013 | 10259.73 | 338.67 | 226.55 N | 251.73 E | 0.00 | | 706.55 FSL | 1928.27 FEL | 660269.25 N | 620912.83 E |
| 10400.00 | 15.000 | 48.013 | 10356.32 | 364.55 | 243.87 N | 270.97 E | 0.00 | | 723.87 FSL | 1909.03 FEL | 660286.57 N | 620932.07 E |
| 10500.00 | 15.000 | 48.013 | 10452.91 | 390.43 | 261.18 N | 290.20 E | 0.00 | | 741.18 FSL | 1889.80 FEL | 660303.88 N | 620951.30 E |
| 10600.00 | 15.000 | 48.013 | 10549.51 | 416.31 | 278.50 N | 309.44 E | 0.00 | | 758.50 FSL | 1870.56 FEL | 660321.20 N | 620970.54 E |
| 10700.00 | 15.000 | 48.013 | 10646.10 | 442.19 | 295.81 N | 328.68 E | 0.00 | | 775.81 FSL | 1851.32 FEL | 660338.51 N | 620989.78 E |
| 10800.00 | 15.000 | 48.013 | 10742.69 | 468.07 | 313.12 N | 347.92 E | 0.00 | | 793.12 FSL | 1832.08 FEL | 660355.82 N | 621009.02 E |
| 10900.00 | 15.000 | 48.013 | 10839.28 | 493.95 | 330.44 N | 367.15 E | 0.00 | | 810.44 FSL | 1812.85 FEL | 660373.14 N | 621028.25 E |
| 11000.00 | 15.000 | 48.013 | 10935.88 | 519.84 | 347.75 N | 386.39 E | 0.00 | | 827.75 FSL | 1793.61 FEL | 660390.45 N | 621047.49 E |
| 11100.00 | 15.000 | 48.013 | 11032.47 | 545.72 | 365.07 N | 405.63 E | 0.00 | | 845.07 FSL | 1774.37 FEL | 660407.77 N | 621066.73 E |
| 11200.00 | 15.000 | 48.013 | 11129.06 | 571.60 | 382.38 N | 424.87 E | 0.00 | | 862.38 FSL | 1755.13 FEL | 660425.08 N | 621085.97 E |
| 11300.00 | 15.000 | 48.013 | 11225.65 | 597.48 | 399.69 N | 444.10 E | 0.00 | | 879.69 FSL | 1735.90 FEL | 660442.39 N | 621105.20 E |
| 11400.00 | 15.000 | 48.013 | 11322.25 | 623.36 | 417.01 N | 463.34 E | 0.00 | | 897.01 FSL | 1716.66 FEL | 660459.71 N | 621124.44 E |
| 11500.00 | 15.000 | 48.013 | 11418.84 | 649.24 | 434.32 N | 482.58 E | 0.00 | | 914.32 FSL | 1697.42 FEL | 660477.02 N | 621143.68 E |
| Total Depth at 11584.02ft, 8 3/4" Open Hole | | | | | | | | | | | | |
| 11584.02 | 15.000 | 48.013 | 11500.00 | 670.99 | 448.87 N | 498.74 E | 0.00 | | 928.87 FSL | 1681.26 FEL | 660491.57 N | 621159.84 E |

All data is in Feet (US) unless otherwise stated. Directions and coordinates are relative to Grid North.
Vertical depths are relative to RKB(3652 +20' KB). Northings and Eastings are relative to Wellhead.

Based upon Minimum Curvature type calculations, at a Measured Depth of 11584.02ft.,
The Bottom Hole Displacement is 670.99ft., in the Direction of 48.013° (Grid).

Proposal Report for Sec. 23-T17S-R30E - Arnold Deep 23 Fed 1 - Plan 110405
Data Source: Mr. Zeno Farris
Revised: 4 November, 2005

Comments

| Measured Depth (ft) | TVD (ft) | Station Coordinates | | Comment |
|---------------------------|-------------|---------------------|------------------|---------------------------|
| | | Northings (ft) | Eastings (ft) | |
| 8618.64 | 8618.64 | 0.00 N | 0.00 E | Kick-Off at 8618.64ft |
| 9368.63 | 9360.09 | 65.30 N | 72.55 E | End of Build at 9368.63ft |
| 11584.02 | 11500.00 | 448.87 N | 498.74 E | Total Depth at 11584.02ft |

Casing details

| From | | To | | Casing Detail |
|---------------------------|---------------------------|---------------------------|---------------------------|------------------|
| Measured Depth (ft) | Vertical Depth (ft) | Measured Depth (ft) | Vertical Depth (ft) | |
| <Surface> | <Surface> | 4000.00 | 4000.00 | 9 5/8" Casing |
| <Surface> | <Surface> | <Run-ID> | <Run-ID> | 8 3/4" Open Hole |

North Reference Sheet for Sec. 23-T17S-R30E - Arnold Deep 23 Fed 1

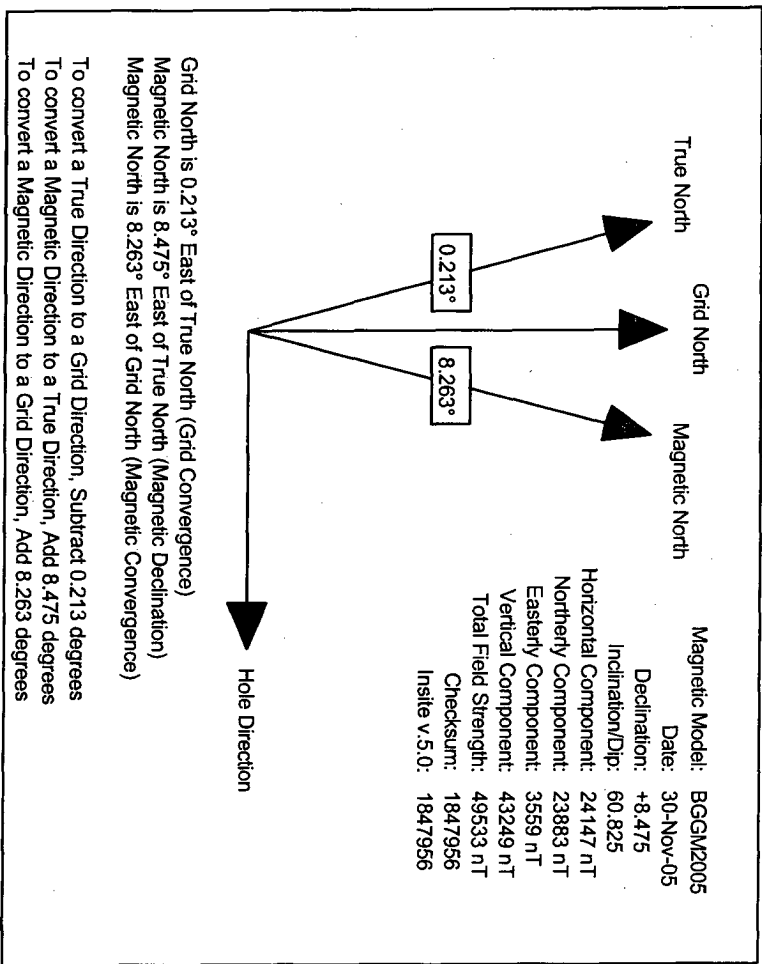
Coordinate System is NAD27 New Mexico State Planes, Eastern Zone, US Foot
Source: Snyder, J.P., 1987, Map Projections - A Working Manual

Datum is North American Datum of 1927 (US48, AK, HI, and Canada)

Spheroid is Clarke - 1866
Equatorial Radius: 6378206.400m.
Polar Radius: 6356583.800m.
Inverse Flattening: 294.978698213901

Projection method is Transverse Mercator or Gauss Kruger Projection
Central Meridian is -104.333°
Longitude Origin: 0.000°
Latitude Origin: 31.000°
False Easting: 152400.00m
False Northing: 0.00m
Scale Reduction: 0.99890909

Grid Coordinates of Well: 560042.70 N, 620661.10 E
Geographical Coordinates of Well: 32° 48' 50.1460" N, 103° 56' 26.1231" W
Surface Elevation of Well: 3672.00ft
Grid Convergence at Surface is +0.213°
Magnetic Convergence at Surface is -8.263° (30 November, 2005)



CONDITIONS OF APPROVAL - DRILLING

Operator's Name: Gruy Petroleum Management Co.
Well Name & No. ³⁴ Arnold Deep Federal Com #1
Surface Location: 480' FSL, 2180' FEL, Section 23, T. 17 S., R. 30 E., Eddy County, New Mexico
Bottom Location: 862' FSL, 1755' FEL, Section 23, T. 17 S., R. 30 E., Eddy County, New Mexico
Lease: LC-028992-E

I. DRILLING OPERATIONS REQUIREMENTS:

1. The Bureau of Land Management (BLM) is to be notified at the Carlsbad Field Office, 620 East Greene St., Carlsbad, NM 88220, (505) 361-2822 for wells in Eddy County in sufficient time for a representative to witness:

A. Well spud

B. Cementing casing: 13-3/8 inch 9-5/8 inch 5-1/2 inch

C. BOP tests

*Grayburg
San Andres*
2. A Hydrogen Sulfide (H₂S) Drilling Operation Contingency Plan shall be activated prior to drilling into the Wolfcamp formation. A copy of the plan shall be posted at the drilling site.

3. 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.

4. Submit a Sundry Notice (Form 3160-5, one original and five copies) for each casing string, describing the casing and cementing operations. Include pertinent information such as; spud date, hole size, casing (size, weight, grade and thread type), cement (type, quantity and top), water zones and problems or hazards encountered. The Sundry shall be submitted within 15 days of completion of each casing string. The reports may be combined into the same Sundry if they fall within the same 15-day time frame.

5. The API No. assigned to the well by NMOCD shall be included on the subsequent report of setting the first casing string.

6. A Communitization Agreement covering the acreage dedicated to this well must be filed for approval with the BLM. The effective date of the agreement shall be prior to any sales.

II. CASING:

1. The 13-3/8 inch surface casing shall be set at approximately 500 feet or 25 feet into the top of the Rustler Anhydrite and cement circulated to the surface. If cement does not circulate to the surface the appropriate BLM office shall be notified and a temperature survey or cement bond log shall be run to verify the top of the cement. Remedial cementing shall be completed prior to drilling out that string.

2. The minimum required fill of cement behind the 9-5/8 inch intermediate casing is to be circulated to the surface.

3. The minimum required fill of cement behind the 5-1/2 inch production casing is to reach at least 500 feet above the top of the uppermost hydrocarbon productive interval.

III. PRESSURE CONTROL:

1. All BOP systems and related equipment shall comply with well control requirements as described in Onshore Oil and Gas Order No. 2. The BOP and related equipment shall be installed and operational before drilling below the 13-3/8 inch casing shoe and shall be tested as described.

NOTE: A waiver to test the 13-3/8" casing to 1000# with the rig pumps is granted.

2. Minimum working pressure of the blowout preventer and related equipment (BOPE) shall be 5000 psi.
3. The appropriate BLM office shall be notified in sufficient time for a representative to witness the tests.
 - The tests shall be done by an independent service company.
 - The results of the test shall be reported to the appropriate BLM office.
 - Testing fluid must be water or an appropriate clear liquid suitable for sub-freezing temperatures. Use of drilling mud for testing is not permitted since it can mask small leaks.
 - Testing must be done in a safe workman-like manner. Hard line connections shall be required.

IV. DRILLING MUD:

Mud system monitoring equipment, with derrick floor indicators and visual and audio alarms, shall be operating before drilling into the Wolfcamp formation, and shall be used until production casing is run and cemented. Monitoring equipment shall consist of the following:

- Recording pit level indicator to indicate volume gains and losses.
- Mud measuring device for accurately determining the mud volumes necessary to fill the hole during trips.
- Flow-sensor on the flow-line to warn of abnormal mud returns from the well.

11/18/05

acs