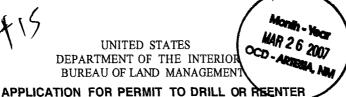
OCD-ARTESIA

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT



FORM APPROVED OMB No. 1004-0137 Expires March 31, 2007

Lease Serial No. LC-065928-A

If Indian, Allotee or Tribe Name

la. Type of work: DRILL REENTE	7 If Unit or CA Agreement, Name and No. 34290						
		T T	8. Lease Name and V	Well No.	1112	11	
lb. Type of Well: Oil Well Gas Well Other	Littlefield "BO FED" #8						
2. Name of Operator GP II Energy, Inc. 835	9. API Well No.						
3a. Address PO Box 50682, Midland, TX 79710		10. Field and Pool, or Exploratory					
· ·		Undes. Brushy Draw Delaware 8080					
4. Location of Well (Report location clearly and in accordance with any	V State requirements.*)		11. Sec., T. R. M. or Bl	lk. and Survey o	эг Агеа		
At surface 400' FNL & 2141' FEL Lot 6							
At proposed prod. zone Vertical			Sec. 33, T26S, 1	R29E			
14. Distance in miles and direction from nearest town or pur bine AD	CONTROLLED WATE	RASI	v12. County or Parish	13.	State		
16 air miles South-Southeast of Malaga, NM	Wille	M DAON	Eddy		NM		
15. Distance from proposed* 400' FNL location to nearest	16. No. of acres in lease	17. Spacing	cing Unit dedicated to this well				
property or lease line, ft. (Also to nearest drig. unit line, if any) 400' FNL	419.41 Acres 40 A		.cres				
18. Distance from proposed location*	19. Proposed Depth 20. BLM/		/BIA Bond No. on file				
to nearest well, drilling, completed, applied for, on this lease, ft.	5100'	NM -	1913				
21. Elevations (Show whether DF, KDB, RT, GL, etc.)	22 Approximate date work will sta	rt*	23. Estimated duration				
2865 GL	03/15/2007			30 Days			
•	24. Attachments						
The following, completed in accordance with the requirements of Onshor	re Oil and Gas Order No.1, must be a	ttached to thi	s form:				
Well plat certified by a registered surveyor. A Drilling Plan.	4. Bond to cover t Item 20 above).	he operation	ns unless covered by an	existing bond	on file (see		
3. A Surface Use Plan (if the location is on National Forest System	Lands, the 5. Operator certific	cation					
SUPO must be filed with the appropriate Forest Service Office).		specific info	ormation and/or plans as	may be requir	ed by the		
25. Signature	Name (Printed/Typed)		Date				
Jed Complen	Joe L Compton		01/18/2007				
Title Agent							
Approved by (Signature) Is Don Peterson	Name (Printed/Typed)			Date MA	AR 22	2	
Title ACTING FIELD MANAGER	Office CARLS	BADI	FIELD OFFI	CE		•	
Application approval does not warrant or certify that the applicant hold	ls legal or equitable title to those righ	nts in the sub	ject lease which would e	entitle the appli	cant to		
conduct operations thereon. Conditions of approval, if any, are attached.		APF	ROVAL FO	R 1 YE	AR		

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.

*(Instructions on page 2)

Conditions of approval, if any, are attached.

SEE ATTACHED FOR CONDITIONS OF APPROVAL

APPROVAL SUBJECT TO **GENERAL REQUIREMENTS AND** SPECIAL STIPULATIONS ATTACHED

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

DISTRICT I 1\$25 N. French Dr., Hobbs, NM 88240

1000 Rio Brazos Rd., Aztec, NM 87410

State of New Mexico

Form C-102 Revised August 15, 2000

DISTRICT II 1301 W. Grand Avenue, Artesia, NM 88210

Energy, Minerals, and Natural Resources Department

Revised August 15, 2000 Submit to Appropriate District Office

210

OIL CONSERVATION DIVISION

State Lease - 4 copies Fee Lease - 3 copies

DISTRICT IV

DISTRICT III

1220 S. St. Francis Dr., Santa Fe, NM 87505

1220 South St. Francis Dr. Santa Fe, New Mexico 87505

AMENDED REPORT

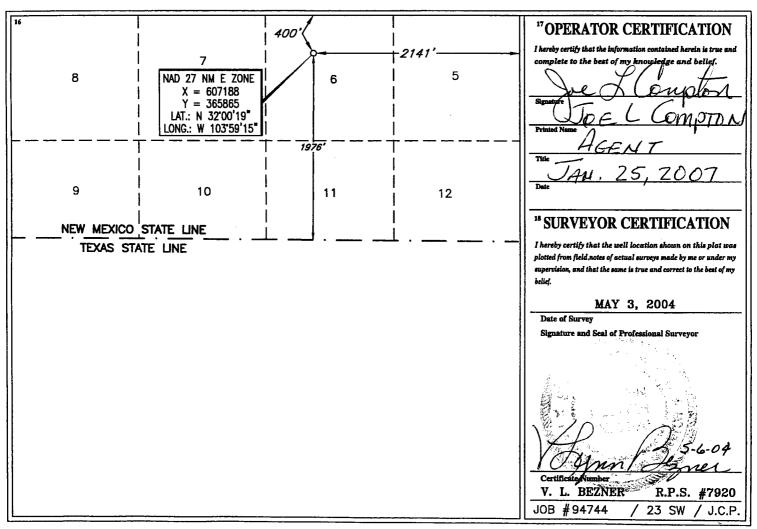
	WELL LOCATION AND	ACREAGE DEL	DICATIO	N PLAT		
¹ API Number	2 Pool Code	Pool Code 3 Pool Name				
	8080	Brushy	Draw:	Delavare		
⁴ Property Code						
	8					
OGRID No. Operator Name				⁹ Elevation		
	GP II I	ENERGY, INC.		· ·	2865'	

¹⁰ Surface Location Lot Idn Feet from the North/South line Feet from the East/West line UL or lot no. Section Township Range County 400' 26 SOUTH 29 EAST, N.M.P.M. NORTH 2141' EAST **EDDY** 6 33

¹¹ Bottom Hole Location If Different From Surface

Doublin Hote Doublen in Different 110m burinee									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
12 Dedicated Acres	Dedicated Acres 13 Joint or Infill 14 Consolidation Code 1		15 Order No.						

NO ALLOWABLE WELL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION



DRILLING PLAN GP II ENERGY, INC. LITTLEFIELD FEDERAL "BO" #8 Sec. 33, T26S, R29E Eddy County, New Mexico

1. SURFACE FORMATION: Quaternary

2. ESTIMATED GEOLOGIC TOPS:

Bell Canyon 2825 Ramsey Sand 2860 Cherry Canyon 3920 Brushy Canyon 4970

3. ANTICIPATED HYDROCARBON BEARING ZONES:

Delaware Sand (oil) Cherry Canyon (oil)

4. PROPOSED CASING AND CEMENTING PROGRAM:

Holesizk	ECASING SIZE	FROM	TO	WEIGHT	GRADE	JOINT
12/4	8 5/8" WITNESS	0	375'	24#	K-55	STC
7%	4 1/2"	0	5100	9.5#	K-55	STC
	or 5 1/2"	0	5100'	14#	K-55	STC

Production casing will be either 4 1/2" OD or 5 1/2" OD depending on shows encountered while drilling.

8 5/8" casing will be cemented with approximately 150 sacks of Class "C" with 2% CaCl. Cement will be circulated.

5 1/2" casing will be cemented with sufficient Light cement, tailed in with 200 sacks of POZMIX A, to fill back to the base of the salt section at approximately 2675'.

5. PRESSURE CONTROL EQUIPMENT:

A 3000 psi working pressure, double ram blow out preventer will be used while drilling below the surface casing. (see Exhibit "E")

6. CIRCULATING MEDIUM:

Surface to 375 feet:

Fresh water with lime or gel as needed to maintain a viscosity of 28 to 30.

375 feet to 4800 feet:

Brine conditioned to control seepage, pH, and maintain a viscosity of 28 to 32.

4800 feet to 5100 feet:

Brine conditioned to control seepage, pH, and maintain a viscosity of 35 to 40.

7. AUXILIARY EQUIPMENT:

Drill string safety valves will be maintained on the rig floor while drilling operations are in progress.

8. TESTING, LOGGING, AND CORING PROGRAMS:

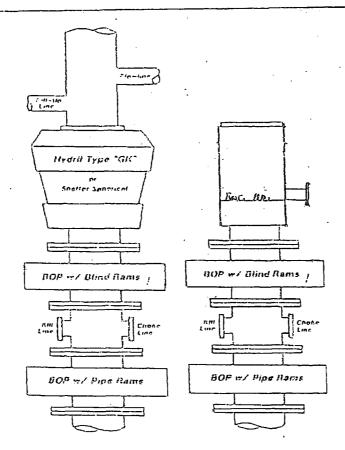
No drillstem tests are planned. Electric logs will include GR-CNL-FDC GR-DLL with MSFL. No coring is planned.

9. ABNORMAL PRESSURES, TEMPERATURE, OR HYDROGEN SULFIDE GAS:

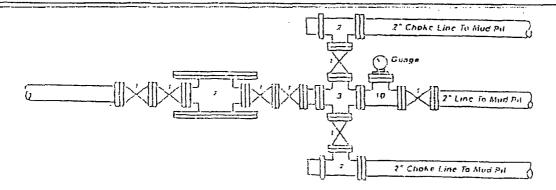
No abnormal pressures or temperatures are anticipated.

10. ANTICIPATED START DATE:

The well is anticipated to commence on or about March 15, 2007 with drilling, completion, and testing operations to last about 30 days.



A 17 raise will be installed on the closing line to the flydell. This waise will be on a short nightle next to the flydell. The closing line must be equipped m/ a 11-3000 not WE plug valto on the ripple into the Hydell.



Legend

- 2" Report all steel enter must be either Cameron (E) Mathebution for forme, or Sharrer Fla-Seat
- 7. 2" Hamper adjustable chibes, one. 1" full opening a counted of hard from
- 3 A' + 2" Hanged Meet coass
- 4 4 Upaged steel for
- 5 S' Hanned All stort enter (Fyor as in no. 1)
- G. Drilling speak mr. 2" s. 4". Hongod steel police
- 7. Delling spool =/ 2" : 2" Handed nulle.
- D 2" x 2" Unnged atect cross
- O A processie outraled gala telev
- G 2" Hanned stort ton

EXHIBIT E

BOP ARRANGEMENT ROD-RIC DRILLING -- RIG 9 OR 10

SURFACE USE AND OPERATIONS PLAN GP II ENERGY, INC. LITTLEFIELD FEDERAL "BO" #8

Sec. 33, T26S, R29E

Eddy County, New Mexico

LOCATED:

16 air miles south-southeast of Malaga, NM

FEDERAL LEASE NUMBER: LC-065928-A

DATE OF ISSUE:

Lease issued July 1, 1951

LEASE AREA:

419.41 Acres

SURFACE OWNERSHIP:

Federal

POOL DESIGNATION:

Brushy Draw Delaware

POOL RULES:

Statewide - 40 Acre spacing for oil

EXHIBITS:

A. Road Map

B. Plat with existing wells and roads

C. **Drilling Rig Layout**

D. Topographic Plat

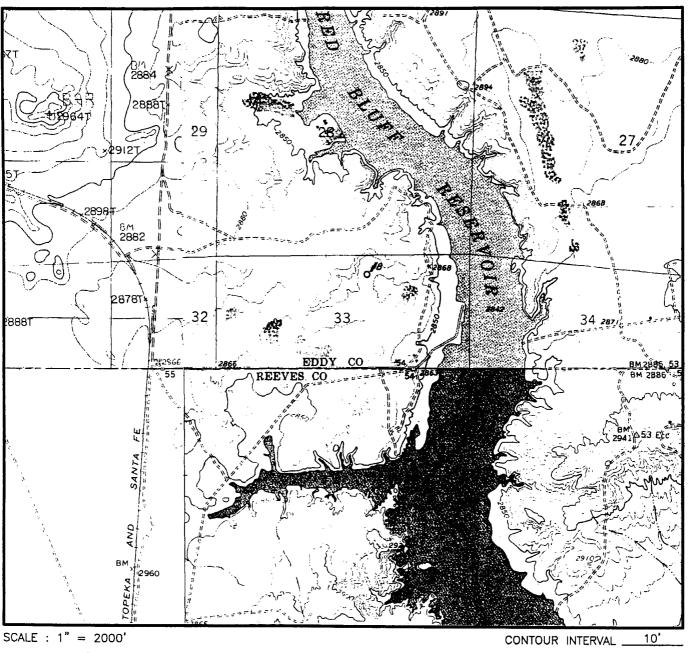
E. **BOP** Arrangement

EXISTING ROADS:

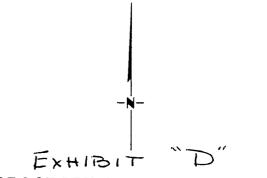
A. Exhibit "A" is a portion of a road map showing the location of the proposed well as staked. Point "A" on the plat is on US 285 at a point near the Texas -New Mexico state line where a county maintained caliche road (Eddy County 726) goes east. From the intersection of US 285 and Eddy County 726 go east 2.6 miles. The location is about 1976 feet north of this point

B. Exhibit "B" is a plat showing existing and proposed roads in the vicinity of the proposed well site.

LOCATION & ELEVATION VERIFICATION MAP



LONG. LONG.: W 103*59'15"



TOPOGRAPHIC LAND SURVEYORS

Surveying & Mapping for the Oil & Gas Industry

2903 N. BIG SPRING MIDLAND, TX. 79705 (800) 767-1653

Conditions of Approval Cave and Karst

EA#: NM-080-07-0415 Lease #: LC-065928A GP II Energy, Inc. Littlefield BO Fed. #7 & #8

Cave/Karst Surface Mitigation

The following stipulations will be applied to minimize impacts during construction, drilling and production.

Berming:

Any tank batteries will be constructed and bermed large enough to contain any spills that may occur.

Bermed areas will be lined with rip-stop padding to prevent tears or punctures in liners and lined with a permanent 20 mil plastic liner.

Closed Mud System with Cuttings Pit and Cuttings Removed:

A closed mud system or steel tanks will be utilized to drill the well. All fluids and cuttings will be hauled off site for disposal.

Cave/Karst Subsurface Mitigation

The following stipulations will be applied to protect cave/karst and ground water concerns:

Rotary Drilling with Fresh Water:

Rotary drilling techniques in cave or karst areas will include the use of fresh water as a circulating medium in zones where caves or karst features are expected. See geologist report for depth.

Casing:

All casing will meet or exceed National Association of Corrosion Engineers specifications pertaining to the geology of the location and be run to American Petroleum Institute and BLM standards.

Cementing:

All casing strings will be cemented to the surface. A third casing string will be added from surface to the beyond the cave bearing units, if lost circulation (75 percent loss of drilling fluid) occurs.

Lost Circulation:

ALL lost circulation zones from the surface to the base of the cave occurrence zone will be logged and reported.

Regardless of the type of drilling machinery used, if a bit drops of four feet or more and circulation losses greater then 75 percent occur simultaneously while drilling in any cavebearing zone, drilling operations will immediately stop and the BLM will be notified by the operator. The BLM will assess the consequences of the situation and work with operator on corrective actions to resolve the problem.

Delayed Blasting:

Any blasting will be a phased and time delayed.

Abandonment Cementing:

Upon well abandonment the well bore will be cemented completely from 100 feet below the bottom of the cave bearing zone to the surface.

Pressure Tests:

Annual pressure tests will be performed by the Operator on all casing annuli. If the test results indicated a casing failure, remedial actions approved by the BLM will be undertaken to correct the problem.

Differential Shut-off Systems:

A leak detection system and differential shut off systems will be installed for pipelines and tanks used in production or drilling.

Record Keeping:

The Operator will track customary drilling activities, including the rate of penetration, pump pressure, weight on bit, bit drops, percent of mud returns, and presence of absence of cuttings returning to the surface. As part of customary record keeping, each detectable void or sudden increase in the rate of penetration not attributable to a change in the formation type should be documented and evaluated as it is encountered.

CONDITIONS OF APPROVAL - DRILLING

Operator's Name: Well Name & No.

GP II Energy, Inc. Littlefield BO Fed # 8

Location:

400'FNL, 2141'FEL, SEC33, T26S, R29E, Eddy County, NM

Lease:

LC-065928-A

I. DRILLING OPERATIONS REQUIREMENTS:

A. The Bureau of Land Management (BLM) is to be notified a minimum of 4 hours in advance, at the Carlsbad Field Office, 620 East Greene St., Carlsbad, NM 88220, (505) 361-2822 - for wells in Eddy County; and the Hobbs Field Station, 414 West Taylor, Hobbs NM 88240, (505) 393-3612 for wells in Lea County, in sufficient time for a representative to witness:

- 1. Spudding
- 2. Cementing casing: 8.625 inch 4.5 or 5.5 inch; alternatively 9.625 inch, 7 inch, 4.5 or 5.5 inch
- 3. BOP tests
- B. A Hydrogen Sulfide (H2S) Drilling Plan is N/A.
- C. 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.
- D. Gamma-Ray/Neutron logs shall be run from the base of the Salado Formation to the surface; cable speed not to exceed 30 feet per minute. (R-111-P area only)
- E. If floor controls are required, (3M or Greater) controls will be on the rig floor, unobstructed, readily accessible to the driller and will be operational at all times during drilling and/or completion activities. Rig floor is defined as the area immediately around the rotary table; the area immediately above the substructure on which the draw works are located, this does not include the dog house or stairway area.

II. CASING:

- A. Because this well is located in a high cave / karst potential area and close to the Red Bluff Reservoir, it may become necessary to run a third casing string if circulation is lost while drilling the surface well bore. If this situation does occur, the alternative 9.625 inch and 7 inch casing strings will be run. The 8.625 or alternative 9.625 inch surface casing shall be set at 375 feet and cement circulated to the surface.
 - 1. 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 a surface log readout will be used or a cement bond log shall be run to verify the top of the cement.
 - 2. Wait on Cement (WOC) time for a primary cement job will be a minimum of 12 hours for a non-water basin, 18 hours for a water basin, 24 hours in the potash area, or 500 pounds compression strength, which ever is greater. (This is to include the lead cement)
 - 3. WOC time for a remedial job will be a minimum of 4 hours after bringing cement to surface or 500 pounds of compression strength, which ever is greater.
 - 4. If cement falls back, Remedial cementing shall be completed prior to drilling out that string.
- B. The minimum required fill of cement behind the <u>alternative 7</u> inch intermediate casing is <u>circulate</u> cement to the surface. <u>If this casing string becomes necessary it will be set below the salt @ approximately 2700 feet.</u> If cement does not circulate see A.1 thru 4.
- C. The minimum required fill of cement behind the <u>5.5 or 4.5</u> inch production casing is <u>cement shall</u> <u>circulate to the surface, or if the alternative casing program is run, cement shall extend upward a minimum of 200 feet above the base of the intermediate casing string.</u>
- D. 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.

III. PRESSURE CONTROL:

- A. All blowout preventer (BOP) and related equipment (BOPE) shall comply with well control requirements as described in Onshore Oil and Gas Order No. 2.
- B. Minimum working pressure of the blowout preventer and related equipment (BOPE) required for drilling below the <u>8.625 or alternative 9.625</u> inch casing shall be <u>2000</u> psi.
- C. The appropriate BLM office shall be notified a minimum of 4 hours in advance for a representative to witness the tests.
- 1. The tests shall be done by an independent service company.
- 2. The results of the test shall be reported to the appropriate BLM office.
- 3. All tests are required to be recorded on a calibrated test chart. A copy of the BOP/BOPE test chart and a copy of the independent service company test will be submitted to the appropriate BLM office.
- 4. The BOP/BOPE test shall include a low pressure test from 250 to 300 psi in accordance with API RP 53. The test will be held for a minimum of 10 minutes if the test is done with a test plug and 30 minutes without a test plug.
- 5. A variance to test the _____ to the reduced pressure of ___psi with the rig pumps is approved the BOP/BOPE must be tested by an independent service company.

IV. Hazards:

- 1. Our geologist has indicated that there is a high potential for cave / karst features at this location.
- 2. Our geologist has indicated that there is potential for lost circulation in the Redbeds, Delaware, Castile and Bone Spring.

Engineering may be contacted at 505-706-2779 for variances if necessary.

FWright 3/6/07