Form \$160-5 (February 2005)

UNITED STATES DEPARTMENT OF THE INTERIOR

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

BURI	5. Lease Serial No		
SUNDRY	NM-85891		
Do not use this	6 If Indian, Allottee or Tribe Name		
abandoned well.	Use Form 3160-3 (APD) fo	or such proposals.	
SUBMIT IN TR	7. If Unit or CA/Agreement, Name and/o		
1. Type of Well		40.000	
Oil Well Gas Well	Other FF	3 19 2008	8. Well Name and No.
 Name of Operator Yates Petroleum Corporation 	n 025575 OC I)-artesia	Knoll AOK Federal #2H 9. API Well No.
3a. Address	31	o. Phone No. (include area code)	730015 35/08
105 South Fourth Street, Art	esia, NM 88210 (5	505) 748-1471	10. Field and Pool, or Exploratory Area
4 Location of Well (Footage, Sec,			Wildcat Bone Spring
330' FNL a	and 480' FEL Surface Ho	le Location	11. County or Parish, State
660' FNL a	and 330' FWL Bottom Ho	le Location	511 0 1 N M
	Section 3, T24S-R29E		Eddy County, New Mexico
12. CHECK THE APPE	COPRIATE BOX(ES) TO INC	OICATE NATURE OF NOTICE	, REPORT, OR OTHER DATA
TYPE OF SUBMISSION		TYPE OF ACTION	I
Notice of Intent	Acidize	= : =	tion (Start/Resume) Water Shut-Off nation Well Integrity
Subsequent Report	Casing Repair	Fracture Treat Reclam New Construction Recom	plete
Final Abandonment Notice	Change Plans Convert to Injection		rarily Abandon Change of Plans. Disposal
Attach the Bond under which the work w following completion of the involved oper	vill be performed or provide the Bond N rations. If the operation results in a mul onment Notices must be filed only after	o on file with BLM/BIA. Required subs	depths of all pertinent markers and zones. equent reports must be filed within 30 days interval, a Form 3160-4 must be filed once ave been completed, and the operator has
Yates Petroleum Corporation	n wishes to change the na	ame of the captioned well t	from the Knoll AOK Federal #2
to the Knoll AOK Federal #2	H.		
Attached is a revised drilling	plan and supporting infor	rmation making the change	e from a vertically drilled well to a
horizontally drilled well.			
This APD was originally approv	ed 11/1/07 as the Knoll AO		
Thank you.	ne change	SEE AT	FACHED FOR
	ECT TO LIKE OVAL BY STATE	CONDIT	TONS OF APPROVAL
AFFR	JVALDI SIA	CONDI	TOTAL OF THE TROUBLE
14. I hereby certify that the foregoing	r is true and correct		
Name (Printed/Typed)	, is true and correct	Title	
	owan	Regulatory Ag	gent / Land Department
Signature Ma	uary 16, 2008		
	APPROVED		
Approved by	Date		
Carlotte of the control of the contr	Annual of the state of	0.00	EED 1 4 2000
Conditions of approval, if any, are attached certify that the applicant holds legal or equivalent would entitle the applicant to conduct the conduction of t	itable title to those rights in the subjec		FEB 1 4 2008
	te it a crime for any person kno	owingly and willfully to make to any matter within its jurisdiction	any department of agency of the Hayled
States ally		,	PETROLEUM ENGINEER

PECOS DISTRICT CONDITIONS OF APPROVAL

OPERATOR'S NAME: Yates Petroleum Corporation

LEASE NO.: | NMNM - 85891

WELL NAME & NO.: Knoll AOK Federal 2H SURFACE HOLE FOOTAGE: 0330' FNL & 0480' FEL BOTTOM HOLE FOOTAGE 0660' FNL & 0330' FWL

LOCATION: Section 3, T. 24 S., R 29 E., NMPM

COUNTY: | Eddy County, New Mexico

I. DRILLING

A. DRILLING OPERATIONS REQUIREMENTS

The BLM is to be notified a minimum of 4 hours in advance for a representative to witness:

- a. Spudding well
- b. Setting and/or Cementing of all casing strings
- c. BOPE tests

Eddy County

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

- 1. Although Hydrogen Sulfide has not been reported in the area, it is always a potential hazard. If Hydrogen Sulfide is encountered, please report measured amounts 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.
- 3. Floor controls are required for 3M or Greater systems. These 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.

B. CASING

- 1. The 13-3/8 inch surface casing shall be set at approximately 650 feet (a minimum of 25 feet into the Rustler Anhydrite and 25 feet 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 a surface log readout will be used or a cement bond log shall be run to verify the top of the cement.
 - b. Wait on cement (WOC) time for a primary cement job will be a minimum 18 hours for a water basin, 24 hours in the potash area, or 500 pounds compressive strength, whichever is greater. (This is to include the lead cement). Please provide WOC times to inspector for cement slurries.
 - 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 action will be done prior to drilling out that string.
- 2. The minimum required fill of cement behind the 9-5/8 inch intermediate casing is:
 - □ Cement to surface. If cement does not circulate see B.1.a-d above. Please provide WOC times to inspector for cement slurries.

185' plug required at bottom of pilot hole (approximate depth 8500'). Plug to be tagged.

- 3. The minimum required fill of cement behind the 5-1/2 inch production casing is:
 - Cement to surface. If cement does not circulate, contact the appropriate BLM office. Both stages to circulate, DV tool set at 7500'.
- 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 RP 53 Sec. 17.
- 2. 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.
- 3. Minimum working pressure of the blowout preventer (BOP) and related equipment (BOPE) required for drilling below the 9-5/8" intermediate casing shoe shall be 3000 (3M) psi.
- 4. The appropriate BLM office shall be notified a minimum of 4 hours in advance for a representative to witness the tests.
 - a. The tests shall be done by an independent service company.
 - b. The results of the test shall be reported to the appropriate BLM office.
 - c. 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.
 - d. 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.
 - e. A variance to test the surface casing and BOP/BOPE to the reduced pressure of **1000** psi with the rig pumps is approved.

D. DRILL STEM TEST

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

WWI 021408

DISTRICT I
1826 N. Prench Dr., Hobbs, NM 88240
DISTRICT II

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102 Revised October 12, 2005

Submit to Appropriate District Office

State Lease - 4 Copies Fee Lease - 3 Copies

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

1000 Rio Brazos Rd., Aztec, NM 87410 DISTRICT IV 1220 S. St. Francis Dr., Santa Pe, NM 87600 OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, New Mexico 87505

■ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number	Pool Code	Pool Name	
		Wildcat Bor	ne Spring
Property Code	Property Name KNOLL "AOK" FEDERAL		Well Number 2 H
OGRID No. 025575	Operator Name YATES PETROLEUM CORP.		Rievation 3083

Surface Location

1	UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
	Α	3	24 S	29 E		330	NORTH	480	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
D	3	24 S	29 E		660	NORTH	330	WEST	EDDY
Dedicated Acres Joint or Infill Consolidation Code				Code Or	der No.				
320									

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

			3091' 3082'	
	<u> </u>		330	OPERATOR CERTIFICATION
330	BOTTOM HOLE LOCATION Lat - N32*15*08.06" Long - W103*58*47.72' SPC - N.: 455677.774 E.: 650590.162 (NAD-83)	SURFACE LOCATION Lat - N32"15'11.1" Long - W103"57'55.6" SPC- N.: 456000.9 E.: 655066.6 (NAD-83)	PRODUCING AREA	I hereby certify that the information contoined 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 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 heretofore entered by the division. Signature Date Cy Cowan, Regulatory Printed Name Agent
	Gunnamanna Gunnamanna		Annum PRO	SURVEYOR CERTIFICATION
	Producing Area			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 supervison and that the same is true and correct to the best of my belief. APRIL 27 2006
	<u> </u>			Date Survey of to
	Project			W. Certificate No. Gary L. Jones 7977 Basin surveyS

YATES PETROLEUM CORPORATION Knoll AOK Federal #2H

330' FNL & 480' FEL Surface Hole Location 660' FNL and 330' FWL Bottom Hole Location Section 3-T24S-R29E Eddy County, New Mexico

1. The estimated tops of geologic markers are as follows:

Rustler	312' None	Brushy Canyon Marker	6560' Oil Pay
Top of Salt	700' None	Bone Spring	6830' Oil Pay
Base of Salt	3060' None	1 st Bone Spring Sand	7890' Oil Pay
Bell Canyon	3170' Oil Pay	TD (TVD)	8400' Oil Pay
Cherry Canyon	4092' Oil Pay	TD (MD)	12205' Oil Pay
Brushy Canyon	5200' Oil Pay	,	•

2. The estimated depths at which anticipated water, oil or gas formations are expected to be encountered:

Water:

Approx 150'

Oil or Gas:

All potential zones.

3. Pressure Control Equipment: BOPE will be installed on the 13 3/8" casing and rated for 3000 BOP systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings, which are set and cemented in place. Blowout Preventor controls will be installed prior to drilling the surface plug and will remain in use until the well is completed or abandoned. Preventors will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. See Exhibit B.

Auxiliary Equipment:

- A. Auxiliary Equipment: Kelly cock, pit level indicators, flow sensor equipment and a sub with full opening valve to fit the drill pipe and collars will be available on the rig floor in the open position at all times for use when kelly is not in use.
- 4. THE PROPOSED CASING AND CEMENTING PROGRAM:
 - A. Casing Program: (All New)

<u>Hole Size</u>	<u>Casing Size</u>	<u>Wt./Ft</u>	<u>Grade</u>	Coupling	<u>Interval</u>	Length	l
17 1/2"	13 3/8"	48#	H-40	ST&C	0-700'	700'	
12 1/4"	9 5/8"	36#	J-55	ST&C	0-3150'	3150'	
*8 3/4"	Pilot Hole	Open H	ole		0-8400'	8400'	
Lateral Hol	e:						
8 3/4"	5 1/2"	17#	HCP-110	LT&C	0-8075'	8075'	
7 7/8"	5 1/2"	17#	HCP-110	LT&C	8075'-12205'	4130'	

> * Pilot hole will be drilled to 8400'. Will plug back and kick off at approximately 7450' at 12 degrees per 100' with an 8 3/4" hole to 8075'MD. Hole size will be reduced to 7 7/8" and drilled to 12,205'. 5 1/2" casing will then be run and cemented back to the surface.

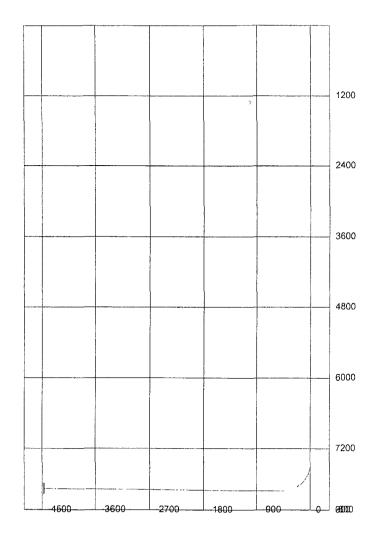
Yates Petroleum Corporation requests a variance to install a rotating head on the surface casing strings when intermediate casing will be set. If a BOP system is required then we wish to install a 2M system and receive a variance to test the system to 1000# using the rig pumps. The test will be held for 30 minutes on each system component. Components to be tested include pipe rams, blind rams, and annular preventer.

Gee COA

	M.D. [ft]	Inclination [°]	Azimuth [°]	T.V.D. [ft]	N+/S- [ft]	E+/W- [ft]	D.L.S. [°/100ft]	ToolFace [°]	T.F. Ref. [HS/GN]
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00		
2	7450.00	0.00	0.00	7450.00	0.00	0.00	12.00	266	GN
3	7475.00	3.00	265.78	7474.99	-0.05	-0.65	12.00	0	HS
4	7500.00	6.00	265.78	7499.91	-0.19	-2.61	12.00	360	HS
5	7525.00	9.00	265.78	7524.69	-0.43	-5.86	12.00	0	HS
6	7550.00	12.00	265.78	7549.27	-0.77	-10.41	12.00	0	HS
7	7575.00	15.00	265.78	7573.58	-1.20	-16.22	12.00	0	HS
8	7600.00	18.00	265.78	7597.55	-1.72	-23.31	12.00	0	HS
9	7625.00	21.00	265.78	7621.11	-2.33	-31.63	12.00	0	HS
10	7650.00	24.00	265.78	7644.20	-3.04	-41.17	12.00	360	HS
11	7675.00	27.00	265.78	7666.76	-3.83	-51.90	12.00	0	HS
12	7700.00	30.00	1 265.78	7688.73	-4.71	-63.79	12.00	360	HS
13	7725.00	33.00	265.78	7710.05	-5.67	-76.82	12.00	360	HS
14	7750.00	36.00	265.78	7730.65	-6.71	-90.94	12.00	0	HS
15	7775.00	39.00	265.78	7750.48	-7.83	-106.12	12.00	0	HS
16	7800.00	42.00	265.78	7769.49	-9.03	-122.31	12.00	360	HS
17	7825.00	45.00	265.78	7787.62	-10.30	-139.47	12.00	0	HS
18	7850.00	48.00	265.78	7804.83	-11.63	-157.55	12.00	0	HS
19	7875.00	51.00	265.78	7821.06	-13.03	-176.51	12.00	360	HS
20	7900.00	54.00	265.78	7836.28	-14.49	-196.28	12.00	360	HS
21	7925.00	57.00	265.78	7850.44	-16.01	-216.83	12.00	0	HS
22	7950.00	60.00	265.78	7863.50	-17.58	-238.08	12.00	0	HS
23	7975.00	63.00	265.78	7875.43	-19.19	-259.99	12.00	360	HS
24	8000.00	66.00	265.78	7886.19	-20.86	-282.49	12.00	0	HS
25	8025.00	69.00	265.78	7895.75	-22.56	-305.53	12.00	360	HS
26	8050.00	72.00	265.78	7904.10	-24.29	-329.02	12.00	0	HS
27	8075.00	75.00	265.78	7911.20	- 26.06	-352.93	12.00	0	HS
28	8100.00	78.00	265.78	7917.03	-27.84	-377.17	12.00	360	HS
29	8125.00	81.00	265.78	7921.59	-29.65	-401.68	12.00	0	HS
30	8150.00	84.00	265.78	7924.85	-31.48	-426.40	12.00	0 .	HS
31	8175.00	87.00	265.78	7926.81	-33.31	-451.25	12.00	0	HS
32	8200.00	90.00	265.78	7927.47	-35.15	-476.17	12.00	0	HS
33	8204.47	90.54	265.78	7927.44	-35.48	-480.63	12.00	360	HS
34	12204.88	90.54	265.78	7890.00	-330.00	-4470.00	0.00		

3D³ Directional Drilling Planner - 3D View

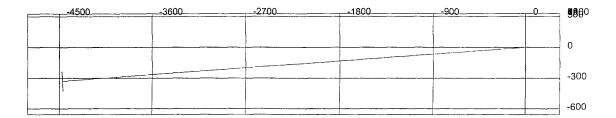
Company: Yates Petroleum Corporation Well: Knoll AOK Federal #2h



File: C:\Program Files\Drilling Toolbox 2001\Templates\Visual Wellbore\Horizontal\knoll2h (12degrees).wpp

3D³ Directional Drilling Planner - 3D View

Company: Yates Petroleum Corporation Well: Knoll AOK Federal #2h



File: C:\Program Files\Drilling Toolbox 2001\Templates\Visual Wellbore\Horizontal\knoll2h (12degrees).wpp

Knoll AOK Federal #2H Page 2

Minimum Casing Design Factors: Collapse 1.125, Burst 1.0, Joint Strength 1.8

B. CEMENTING PROGRAM:

Surface casing: 350 sx Lite "C" + 2% CaCl2 (YLD 2.00 WT 12.4); Tail in w/ 200 sx Class "C" + 2% CaCl2 (YLD 1.34 WT 14.8). TOC Surface.

Intermediate Casing: 830 sx Lite "C" (YLD 2.00 WT 12.4); Tail in w/ 200 sx "C" + 2%

CaCl2 (YLD 1.32 WT. 14.8). TOC Surface.

Production Casing: Stage I: 950 sx Super C (YLD 1.76 WT 13.0). TOC 7500'. DV7

Stage II: 2150 sx Super C (YLD 1.76 WT 13.0). TOC Surface.

5. Mud Program and Auxiliary Equipment:

<u>Interval</u>	<u>Type</u>	<u>Weight</u>	<u>Viscosity</u>	Fluid Loss
0-700'	Fresh Water	8.6-9.2	29-32	N/C
700'-3150'	Brine	10.0-10.2	. 28	N/C
3150'-8400'	Cut Brine	8.9-9.1	28	N/C
Lateral Section				
7450'-12205'	Cut Brine	8.8-9.1	28	<15cc

Sufficient mud material(s) to maintain mud properties, control lost circulation and contain a blow out will be available at the well site during drilling operations. Mud will be checked hourly by rig personnel.

6. EVALUATION PROGRAM:

Samples: 30' samples surface to 3000'; 10' samples 3000'-TD.

Logging: Platform HALS; CMR. Coring: None Anticipated. As warranted.

7. Abnormal Conditions, Bottom hole pressure and potential hazards: Anticipated BHP:

From:	Ο	TO:	700'	Anticipated Max.	BHP:	330	PSI
From:	700'	TO:	3150'	Anticipated Max.	BHP:	1670	PSI
From:	3150'	TO:	9250'	Anticipated Max.	BHP:	3975	PSI

No abnormal pressures or temperatures are anticipated.

Lost Circulation Zones Anticipated: None.

H2S Zones Anticipated: None

Maximum Bottom Hole Temperature: 168 F

8. ANTICIPATED STARTING DATE:

Plans are to drill this well as soon as possible after receiving approval. It should take approximately 30 days to drill the well with completion taking another 15 days.

CERTIFICATION YATES PETROLEUM CORPORATION

I hereby certify that I, or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; and an someone under employment of Yates Petroleum Corporation has 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 the company I represent, 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	<u> 16th</u> day of	January	, 2008	
Signature	3 ama		,	
Name Cy C	owan			
Position Title	Regulatory Agent			
Address105 S	South Fourth Street,	Artesia, New Me	exico 88210	
Telephone(505)	748-4372	-		
Field Representative	e (if not above signat	tory) <u>Tim</u>	Bussell, Drilling Supervisor	
Address (if different	from above) Sar	me as above.		
Telephone (if differe	ent from above) <u>(50</u>	05) 748-4221		
E-mail (optional)				