

Form 3160-3
(April 2004)

372

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

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

1a. Type of work <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5 Lease Serial No NM-0311499
1b. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6 If Indian, Allottee or Tribe Name
2 Name of Operator Devon Energy Production Company, LP		7 If Unit or CA Agreement, Name and No
3a. Address 20 North Broadway Oklahoma City, Oklahoma City 73102-8260		8 Lease Name and Well No Burton Flat Deep Unit 45 ✓
3b. Phone No. (include area code) 405-552-7802		9 API Well No. 30-015-37218
4. Location of Well (Report location clearly and in accordance with any State requirements *) At surface SESE 1160' FSL & 670' FEL At proposed prod zone SESE 1160' FSL & 670' FEL		10 Field and Pool, or Exploratory Burton Flat; Morrow ✓
14 Distance in miles and direction from nearest town or post office* Approximately 6 miles northeast of Carlsbad, NM		11 Sec, T, R, M. or Blk and Survey or Area Lot P Sec 34, T20S R28E
15 Distance from proposed* location to nearest property or lease line, ft (Also to nearest drig unit line, if any) 670'	16 No. of acres in lease 160	12 County or Parish Eddy County
17 Spacing Unit dedicated to this well 320	13 State NM	
18 Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft 1400'	19 Proposed Depth 11,700'	20 BLM/BIA Bond No. on file CO-1104
21 Elevations (Show whether DF, KDB, RT, GL, etc) 3201' GL	22 Approximate date work will start* 03/15/2009	23 Estimated duration 45 days

24. Attachments

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

- | | |
|---|---|
| 1 Well plat certified by a registered surveyor. | 4 Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2 A Drilling Plan | 5. Operator certification |
| 3 A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office) | 6. Such other site specific information and/or plans as may be required by the authorized officer |

25 Signature 	Name (Printed/Typed) Stephanie A. Ysasaga	Date 02/02/2009
Title Sr. Staff Engineering Technician		
Approved by (Signature) /s/ Don Peterson	Name (Printed/Typed)	Date AUG 14 2009
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 USC Section 1001 and Title 43 USC 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)

Capitan Controlled Water Basin

JWR

**SEE ATTACHED FOR
CONDITIONS OF APPROVAL****Approval Subject to General Requirements
& Special Stipulations Attached**

DISTRICT I

1625 N. French Dr., Hobbs, NM 88240

DISTRICT II

1501 W. Grand Avenue, Artesia, NM 88210

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

Form C-102

Revised October 12, 2005

Submit to Appropriate District Office

State Lease - 4 Copies

Fee Lease - 3 Copies

OIL CONSERVATION DIVISION

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

WELL LOCATION AND ACREAGE DEDICATION PLAT

☐ AMENDED REPORT

API Number 30-015-37218	Pool Code 73280	Pool Name BURTON FLAT; MORROW ✓
Property Code 302209	Property Name BURTON FLAT DEEP UNIT	Well Number 45
OGRID No. 6137	Operator Name DEVON ENERGY PRODUCTION COMPANY LP	Elevation 3201'

Surface Location

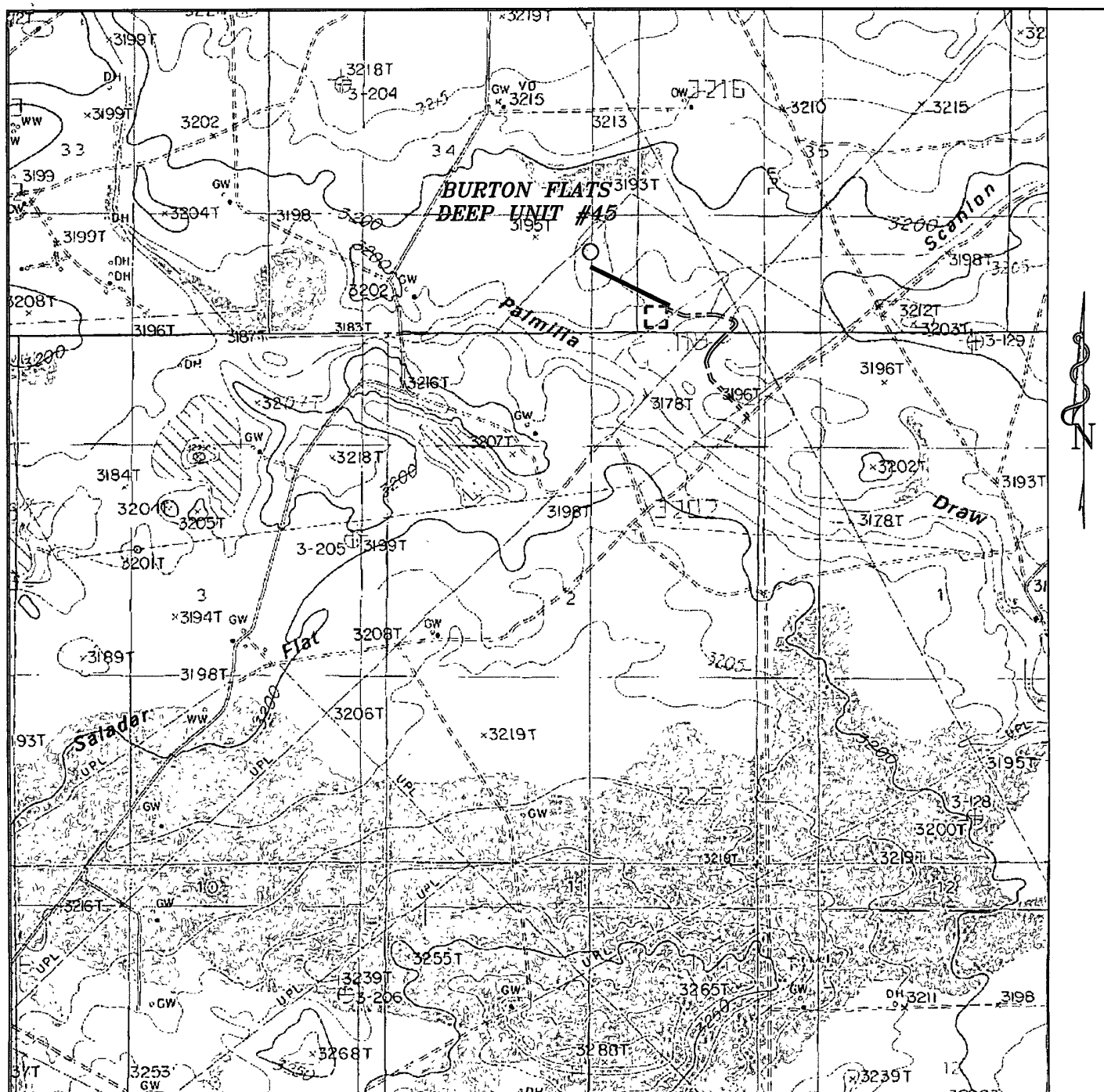
UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
P	34	20 S	28 E		1160	SOUTH	670	EAST	EDDY

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
Dedicated Acres 320	Joint or Infill	Consolidation Code	Order No.						

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 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 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: <i>[Signature]</i> Date: 01/29/09 Printed Name: STEPHANIE A. YSASAGA
	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. Date Surveyed: JANUARY 20, 2009 Signature & Seal: <i>[Signature]</i> Professional Surveyor: W.S. Jones Certificate No. Gary L. Jones 7977 BASIN SURVEYS
	SURFACE LOCATION Lat - N32°31'33.15" Long - W104°09'33.76" SPC- N.: 555087.9 E.: 594952.1 (NAD-83)
	3205.3' 3209.0' 3205.2' 3202.5' 1160' 670'



BURTON FLATS DEEP UNIT #45
 Located at 1160' FSL AND 670' FEL
 Section 34, Township 20 South, Range 28 East,
 N.M.P.M., Eddy County, New Mexico.

basin
surveys
 focused on excellence
 in the oilfield

P.O. Box 1786
 1120 N. West County Rd.
 Hobbs, New Mexico 88241
 (575) 393-7316 - Office
 (575) 392-2206 - Fax
basinsurveys.com

W.O. Number: JMS 21044

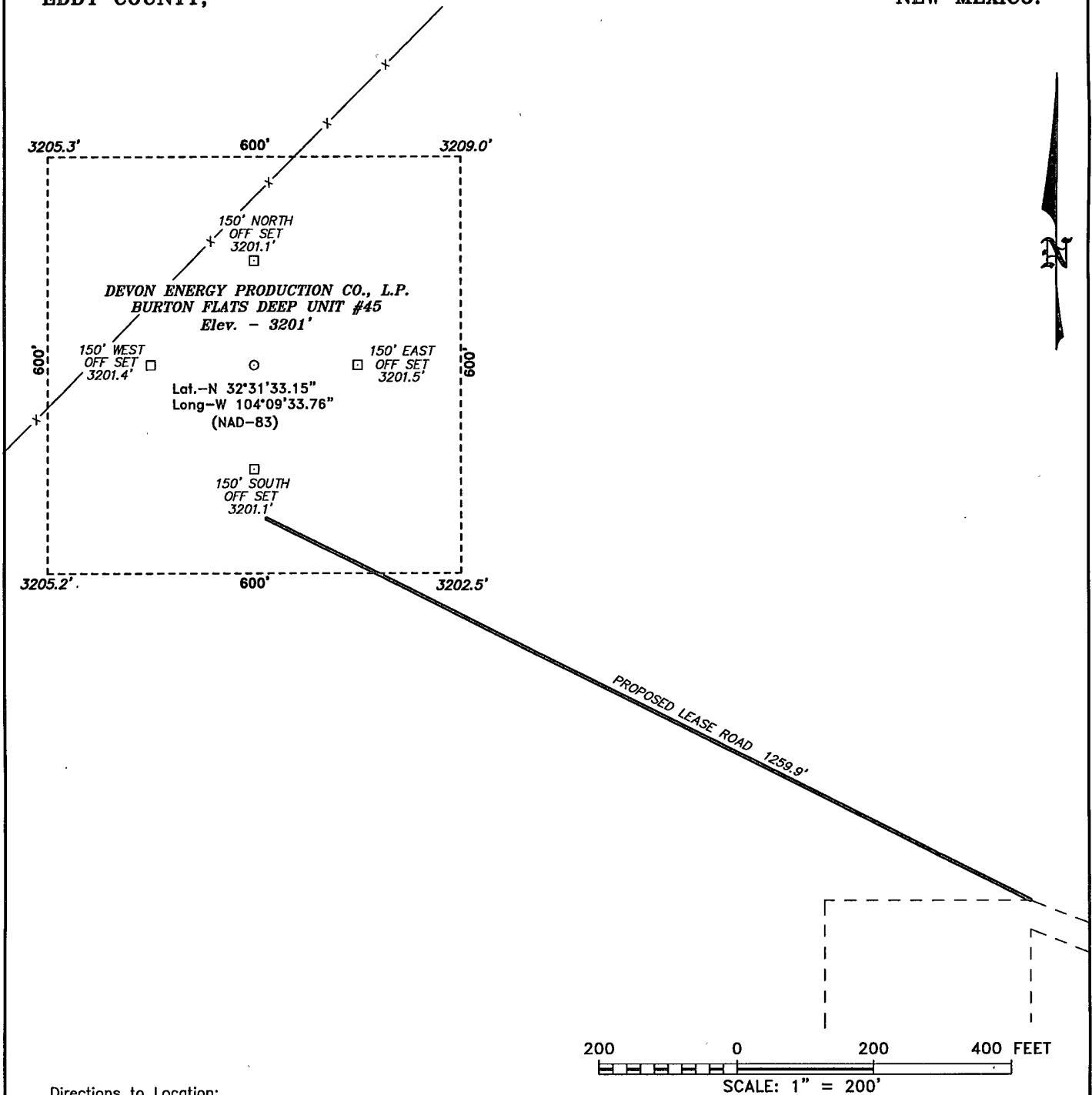
Survey Date: 01-20-2009

Scale: 1" = 2000'

Date: 01-22-2009

DEVON ENERGY
PROD. CO., L.P.

SECTION 34, TOWNSHIP 20 SOUTH, RANGE 28 EAST, N.M.P.M.,
EDDY COUNTY, NEW MEXICO.



Directions to Location:

FROM THE JUNCTION OF RAINS AND ILLINOIS CAMP ROAD, GO EAST 2.2 MILES TO LEASE ROAD, ON LEASE ROAD GO NORTHEASTERLY 1.4 MILES TO LEASE ROAD, ON LEASE ROAD CONTINUE NORTHEASTERLY 1.2 MILES TO LEASE ROAD, ON LEASE ROAD GO NORTHERLY 0.6 MILES TO LEASE ROAD WINDING WESTERLY 0.2 MILES TO PROPOSED LEASE ROAD.

BASIN SURVEYS P.O. BOX 1786-HOBBS, NEW MEXICO

W.O. Number: 21044

Drawn By: J. M. SMALL

Date: 01-22-2009

Disk: 21044 JMS

DEVON ENERGY PROD. CO., L.P.

REF: BURTON FLATS DEEP UNIT #45 / WELL PAD TOPO

THE BURTON FLATS DEEP UNIT #45 LOCATED 1160' FROM

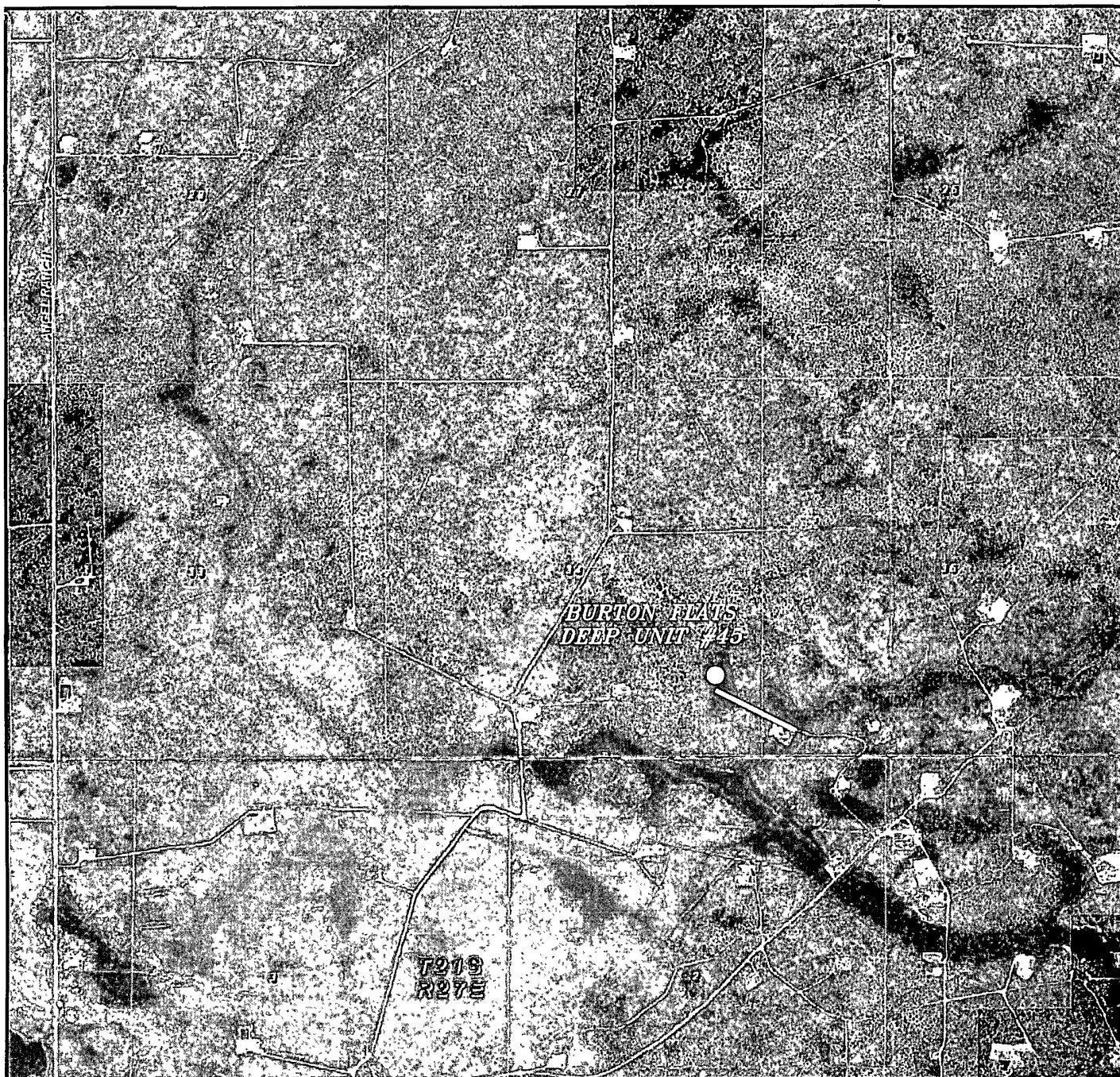
THE SOUTH LINE AND 670' FROM THE EAST LINE OF

SECTION 34, TOWNSHIP 20 SOUTH, RANGE 28 EAST,

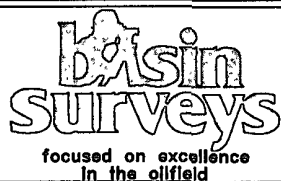
N.M.P.M., EDDY COUNTY, NEW MEXICO.

Survey Date: 01-20-2009

Sheet 1 of 1 Sheets



BURTON FLATS DEEP UNIT #45
Located at 1160' FSL AND 670' FEL
Section 34, Township 20 South, Range 28 East,
N.M.P.M., Eddy County, New Mexico.



P.O. Box 1786
1120 N. West County Rd.
Hobbs, New Mexico 88241
(575) 393-7316 - Office
(575) 392-2206 - Fax
basinsurveys.com

W.O. Number: JMS 21044

Scale: 1" = 2000'

YELLOW TINT - USA LAND
BLUE TINT - STATE LAND
NATURAL COLOR - FEE LAND

DEVON ENERGY
PROD. CO., L.P.

27E

Wells_TD_gt 11000 <BURTON FLAT>

Straight hole well

Well Status

☀ 2GAS

⊙ D&A

D&A-G

D&A-OG

D&AW

D&AWG

D&AWO

P&A

○ D&AWOG

SERW

W-INJ

☀ GAS

GAS-WO

☀ INA-GAS

● INA-OIL

○ J&AW

○ LOC

● OIL

OIL-WO

⊙ TAW

Deviated well - Wellbore path

— Deviated well - Wellbore path

Deviated well - Surface location

○ Deviated well - Surface locat

Deviated well - Bottom hole location

Well Status

☀ 2GAS

☀ GAS

GAS-WO

○ LOC

The Devon logo, featuring the word "devon" in a stylized, lowercase, serif font. Above the logo, there are three small rectangular boxes containing text: "STRAIGHT HOLE", "DEVIATED HOLE", and "WELL STATUS".

SENM Morrow/Strawn Project
Burton Flat Unit
Devon Burton Flat Deep Unit 45 One Mile Radius Plat

Author: CDM	Isopach C I 5 ft Structure C I 20 ft	Date: 12 Decem ber, 2008
BFDU 45 OMR gmp	Scale: 1 2000	Burton Flat AOI

DRILLING PROGRAM

Devon Energy Production Company, LP

Burton Flat Deep Unit 45

Surface Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM

Bottom hole Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM

1. Geologic Name of Surface Formation

a. Quaternary

2. Estimated Tops of Geological Markers & Depths of Anticipated Fresh Water, Oil or Gas:

a. Alluvium/Tansil	Surface	Fresh Water
b. Capitan Reef	900'	
c. Lamar	2675'	
d. Delaware Sd	2750'	Oil
e. Bone Spring	5300'	Oil
f. 1 st Bone Spring Sd	6490'	Oil
g. 3 rd Bone Spring Lm	7630'	Oil
h. 3 rd Bone Spring Sd	8500'	Oil
i. Wolfcamp	8940'	Gas
j. Lower Wolfcamp	9340'	Gas
k. Penn Shale	9560'	Gas
l. Canyon	9810'	Gas
m. Strawn	10070'	Gas
n. Atoka	10520'	Gas
o. Morrow	10960'	Gas
p. Morrow Clastics	11070'	Gas
q. Middle Morrow Lm	11100'	Gas
r. Middle Morrow Shale	11300'	Gas
s. Lower Morrow	11350'	Gas
t. Barnett Shale	11600'	Gas
u. Total Depth	11700'	

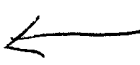
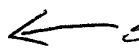
No other formations are expected to yield oil, gas or fresh water in measurable volumes. The surface fresh water sands will be protected by setting 13 3/8" casing at 630' and circulating cement back to surface. Fresh water sands will be protected by setting 9 5/8" casing at 2650' and circulating cement to surface. The Morrow intervals will be isolated by setting 5 1/2" casing to total depth and circulating cement above the base of the 9 5/8" casing.

3. Casing Program:

<u>Hole</u> <u>Size</u>	<u>Hole</u> <u>Interval</u>	<u>OD Csg</u>	<u>Casing</u> <u>Interval</u>	<u>Weight</u>	<u>Collar</u>	<u>Grade</u>
17 1/2"	0' - 630'	13 3/8"	0' - 630'	48#/ft	ST&C	H-40
12 1/4"	630' - 2650'	9 5/8"	0' - 2650'	40#/ft	LT&C	K-55
8 3/4"	2650' - 11700'	5 1/2"	0' - 11700'	17#/ft	LT&C	P-110

Design Parameter Factors:

<u>Casing Size</u>	<u>Collapse Design</u>	<u>Burst Design</u>	<u>Tension Design</u>
	<u>Factor</u>	<u>Factor</u>	<u>Factor</u>
13 3/8"	2.64	1.67	2.42
9 5/8"	1.85	1.77	1.89
5 1/2"	1.93	1.66	1.57

4. **Cement Program:**  *see COA*
- a. 13 3/8" Surface **Cement Lead Slurry:** Lead: 360 sacks (35:65) Poz (Fly Ash):Premium Plus C Cement + 5% bwow Sodium Chloride + 0.125 lbs/sack Cello Flake + 4% bwoc Bentonite + 0.8% bwoc Sodium Metasilicate + 5% bwoc MPA-5 + 101.1% Fresh Water **Yield:** 1.83 cf/sack. **Tail:** 250 sacks Premium Plus C Cement + 2% bwoc Calcium Chloride + 0.125 lbs/sack Cello Flake + 56.3% Fresh Water **Yield:** 1.35 cf/sack. TOC to surface.
- b. 9 5/8" Intermediate **Cement Lead Slurry:** Lead: 900 sacks (35:65) Poz (Fly Ash):Premium Plus C Cement + 5% bwow Sodium Chloride + 0.125 lbs/sack Cello Flake + 6% bwoc Bentonite + 107.8% Fresh Water **Yield:** 2.04 cf/sack. TOC @ surface. **Tail:** 350 sacks (60:40) Poz (Fly Ash):Premium Plus C Cement + 5% bwow Sodium Chloride + 0.125 lbs/sack Cello Flake + 0.4% bwoc Sodium Metasilicate + 4% bwoc MPA-5 + 64.7% Fresh Water **Yield:** 1.37 cf/sack. TOC to surface.
- c. 5 1/2" Production **2 Stage with DV Tool @ 8000'**
Stage 1:
Cement Slurry: 875 sacks Class C Cement + 0.35% bwoc R-3 + 0.4% bwoc CD-32 + 1.4% bwoc FL-62 + 0.1% bwoc ASA-301 + 0.2% bwoc Sodium Metasilicate + 20 lbs/sack ASCA-1 + 72.3% Fresh Water. **Yield:** 1.57 cf/sack
Stage 2
Lead Slurry: LEAD: 820 sacks (35:65) Poz (Fly Ash): + 0.35% bwoc R-3 + 0.4% bwoc CD-32 + 1.4% bwoc FL-62 + 0.1% bwoc ASA-301 + 0.2% bwoc Sodium Metasilicate + 20 lbs/sack ASCA-1 + 52.9% Fresh Water
Yield: 1.95 cf/sack.
Tail Slurry: 510 sacks 40:60 Cement + 0.35% bwoc R-3 + 0.4% bwoc CD-32 + 1.4% bwoc FL-62 + 0.1% bwoc ASA-301 + 0.2% bwoc Sodium Metasilicate + 20 lbs/sack ASCA-1. **Yield:** 1.35 cf/sk. TOC @ 2100'.  *see COA*

The above cement volumes could be revised pending the caliper measurement from the open hole logs. All casing is new and API approved.

5. **Pressure Control Equipment:**

← see COA

The blowout preventor equipment (BOP) shown in Exhibit #1 will consist of a (5M system) double ram type (5000 psi WP) preventor and a bag-type (Hydril) preventor (3000-psi WP) and rotating head. Both units will be hydraulically operated and the ram type preventor will be equipped with blind rams on top and 4 1/2" drill pipe rams on bottom. An annular and rotating head will be installed on the 13 3/8" surface casing and utilized to setting depth of the 9 5/8" intermediate casing. The annular and associated equipment will be tested to 1000 psi with the rig pump before drilling out the 13 3/8" casing shoe. The BOPE will be installed on the 9 5/8" intermediate casing and utilized continuously until total depth is reached. Prior to drilling out the 9-5/8" casing shoe, the BOP's and Hydril will be tested as per BLM Drilling Operations Order #2.

Pipe rams will be operated and checked each 24-hour period and each time the drill pipe is out of the hole. These functional tests will be documented on the daily drillers log. A 2" kill line and 3" choke line will be incorporated in the drilling spool below the ram-type BOP. Other accessory BOP equipment will include a Kelly cock, floor safety valve, choke lines and choke manifold having 5000 psi WP rating.

6. **Proposed Mud Circulation System**

<u>Depth</u>	<u>Mud Wt.</u>	<u>Visc</u>	<u>Fluid Loss</u>	<u>Type System</u>
0' - 630'	8.4-9.4	32-34	NC	FW/Gel
630' - 2650'	9.7-10.0	28-30	NC	Brine
2650' - 11700'	8.3-10.5	28-40	NC/9cc	Fresh Water

Fresh water

per operator

The necessary mud products for weight addition and fluid loss control will be on location at all times. 8/8/09

7. **Auxiliary Well Control and Monitoring Equipment:**

- A Kelly cock will be in the drill string at all times.
- A full opening drill pipe stabbing valve having the appropriate connections will be on the rig floor at all times.
- Hydrogen Sulfide detection equipment will be in operation after drilling out the 13 3/8" casing shoe until the 5 1/2" casing is cemented. Breathing equipment will be on location upon drilling the 13 3/8" shoe until total depth is reached.

8. **Logging, Coring, and Testing Program:**

← see COA

- Drill stem tests will be based on geological sample shows.
- If a drill stem test is anticipated; a procedure, equipment to be used and safety measures will be provided via sundry notice to the BLM.
- The open hole electrical logging program will be:
 - Total Depth to Intermediate Casing
Dual Laterolog-Micro Laterolog with SP and Gamma Ray. Compensated Neutron - Z Density log with Gamma Ray and Caliper.
 - Total Depth to Surface
Compensated Neutron with Gamma Ray
 - No coring program is planned
 - Additional testing will be initiated subsequent to setting the 5 1/2" production casing. Specific intervals will be targeted based on log evaluation, geological sample shows and drill stem tests.

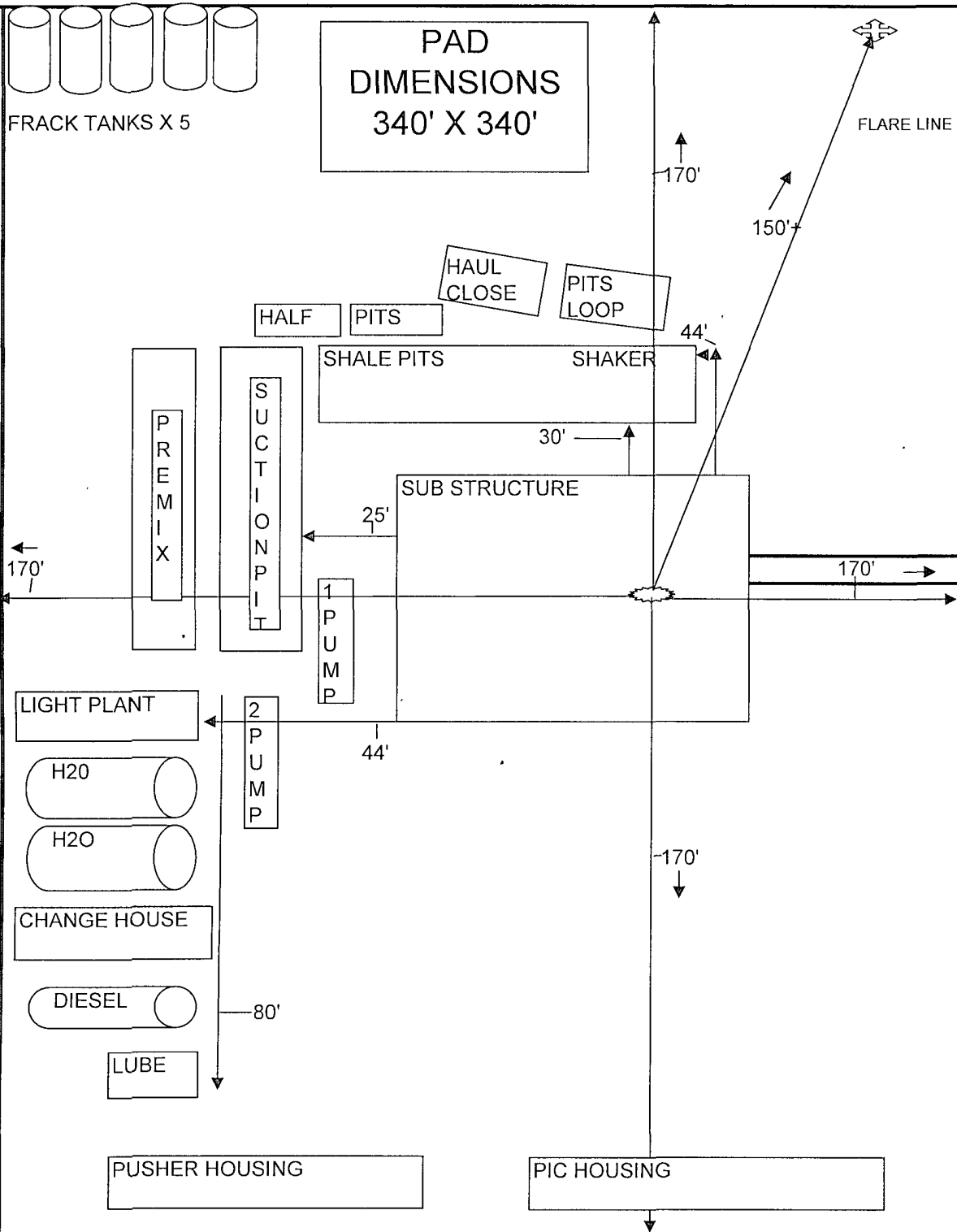
9. Potential Hazards:

- a. No abnormal pressures or temperatures are expected. There is no known presence of H₂S in this area. If H₂S is encountered the operator will comply with the provisions of Onshore Oil and Gas Order No. 6. No lost circulation is expected to occur. All personnel will be familiar with all aspects of safe operation of equipment being used to drill this well. Estimated BHP 5000 psi and Estimated BHT 180°. No H₂S is anticipated to be encountered.

10. Anticipated Starting Date and Duration of Operations:

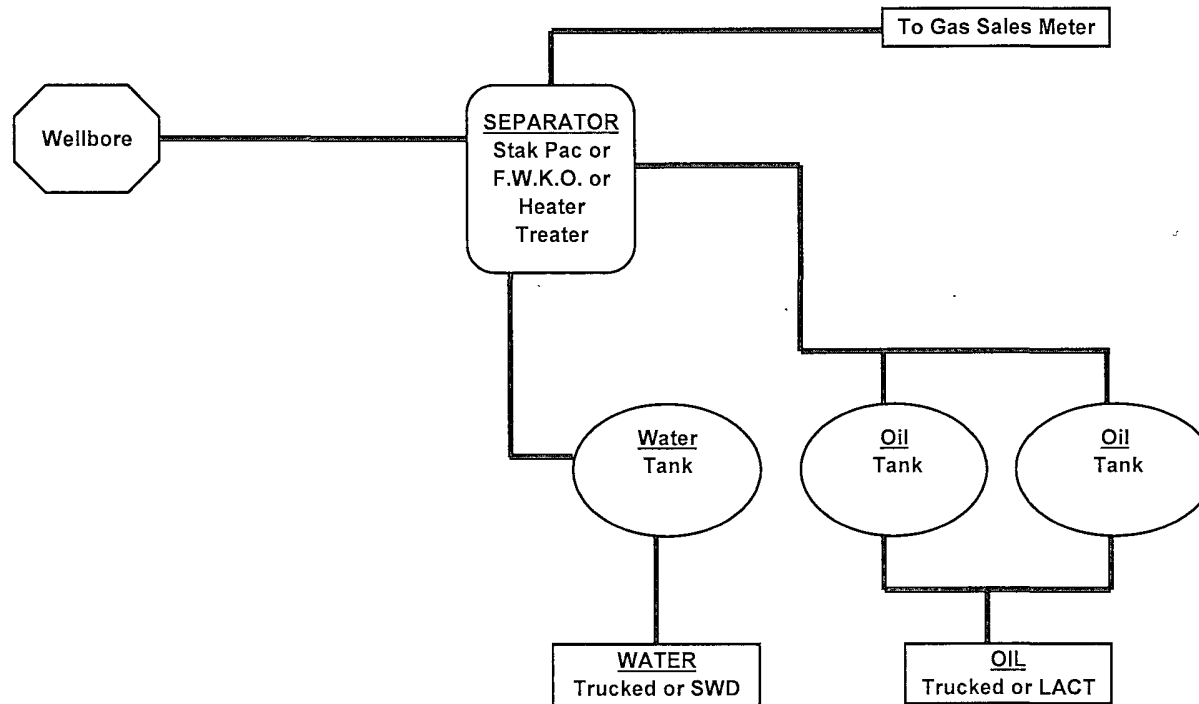
- a. Road and location construction will begin after the BLM has approved the APD. Anticipated spud date will be as soon after BLM approval and as soon as a rig will be available. Move in operations and drilling is expected to take 32 days. If production casing is run then an additional 30 days will be needed to complete well and construct surface facilities and/or lay flow lines in order to place well on production.

MCVAY RIG #7
GENERAL RIG LAY OUT



DEVON ENERGY PRODUCTION COMPANY LP

General Production Facilities Diagram

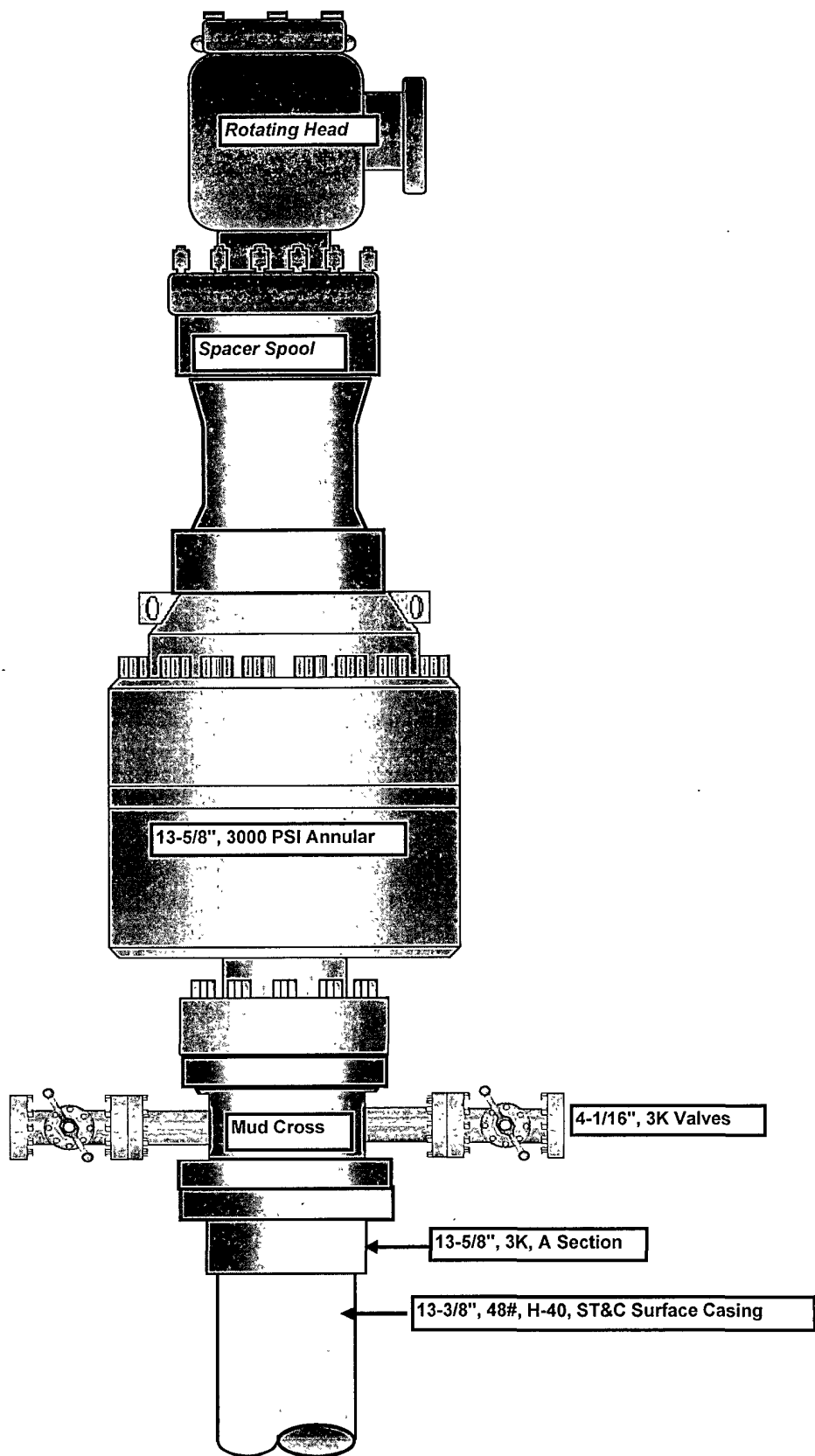


Attachment to Exhibit #1
NOTES REGARDING BLOWOUT PREVENTERS
Devon Energy Production Company, LP
Burton Flat Deep Unit 45

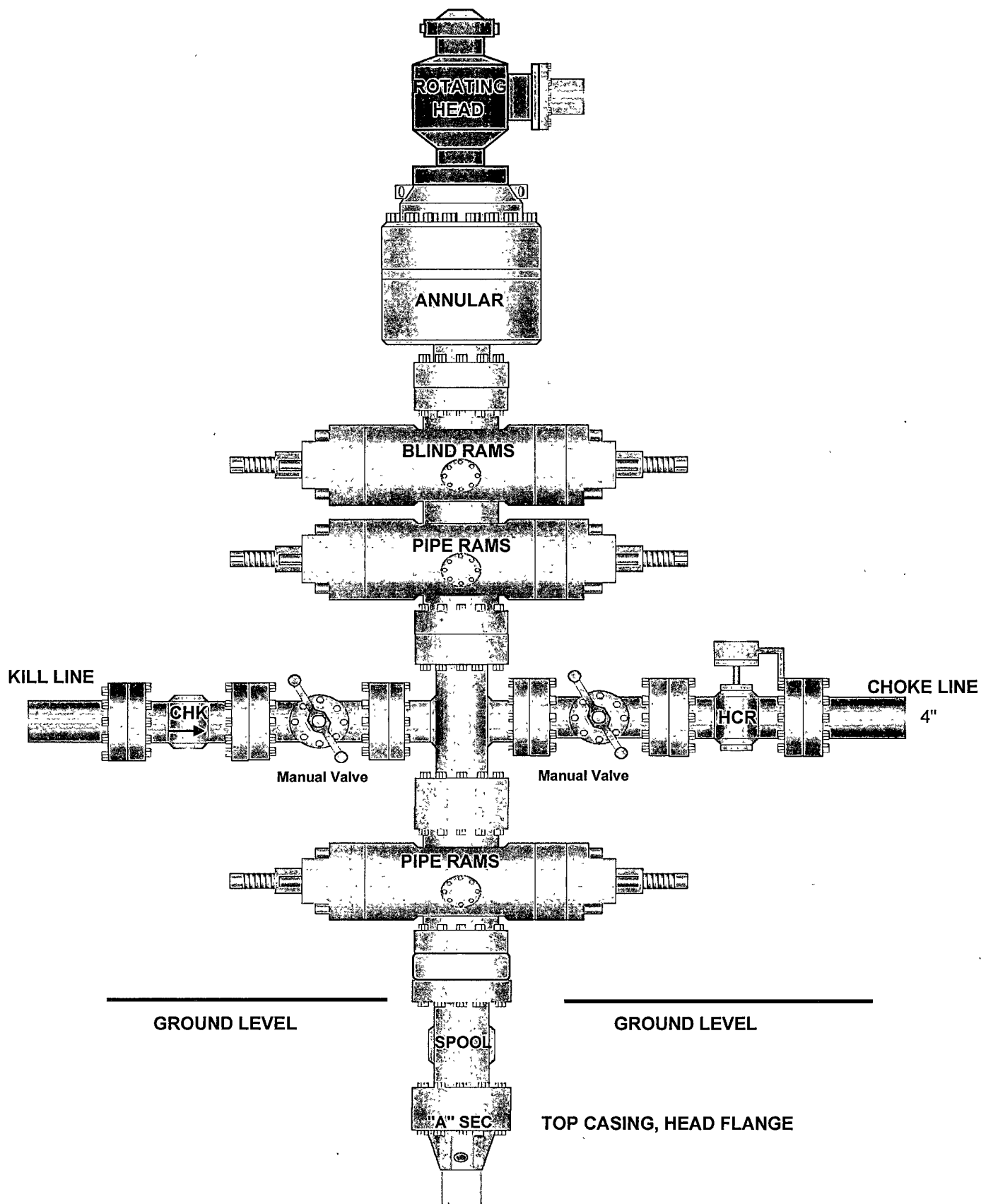
Surface Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM
Bottom hole Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM

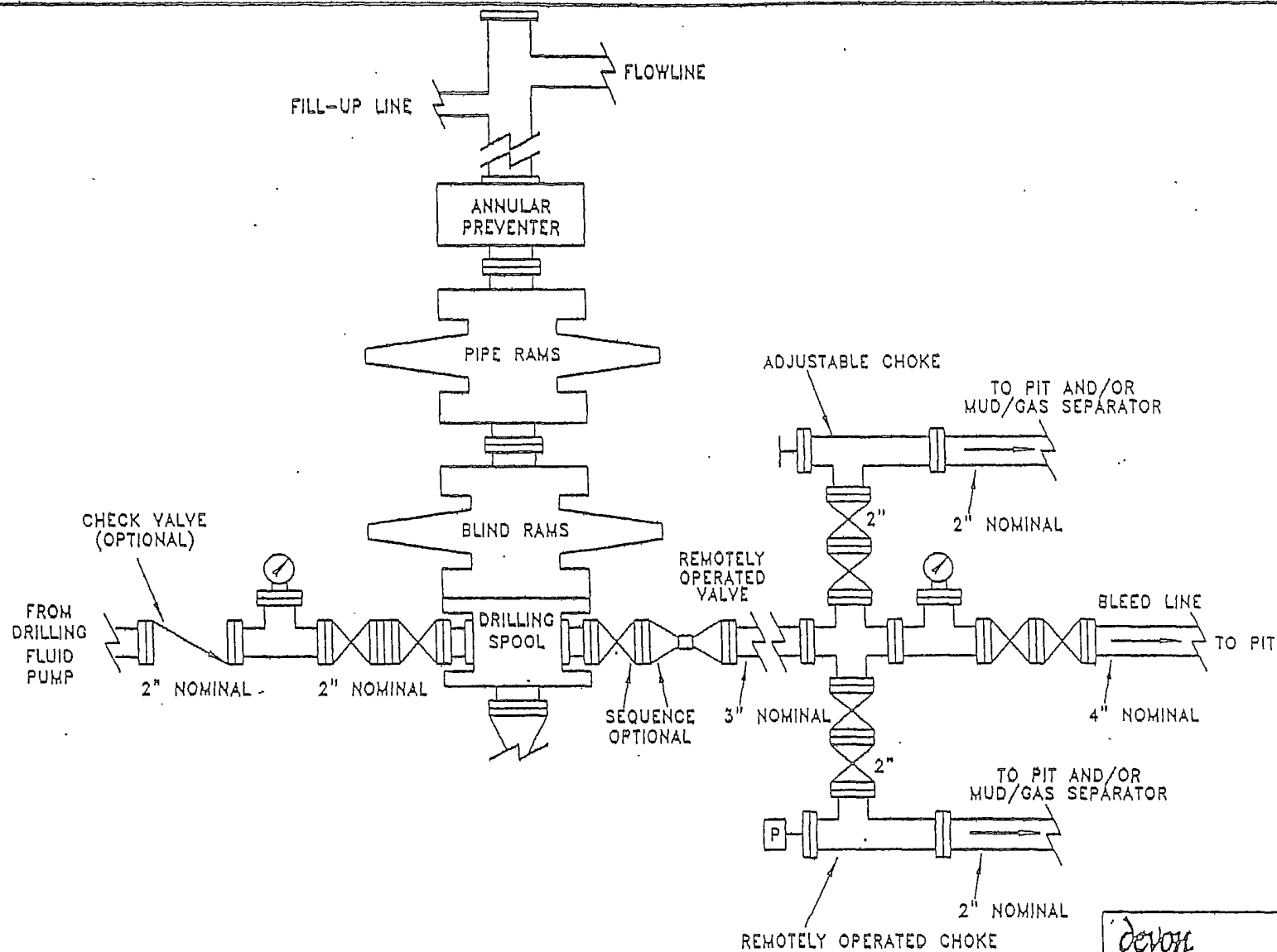
1. Drilling nipple will be constructed so it can be removed mechanically without the aid of a welder. The minimum internal diameter will equal BOP bore.
2. Wear ring will be properly installed in head.
3. Blowout preventer and all associated fittings will be in operable condition to withstand a minimum 5000 psi working pressure.
4. All fittings will be flanged.
5. A full bore safety valve tested to a minimum 5000 psi WP with proper thread connections will be available on the rotary rig floor at all times.
6. All choke lines will be anchored to prevent movement.
7. All BOP equipment will be equal to or larger in bore than the internal diameter of the last casing string.
8. Will maintain a kelly cock attached to the kelly.
9. Hand wheels and wrenches will be properly installed and tested for safe operation.
10. Hydraulic floor control for blowout preventer will be located as near in proximity to driller's controls as possible.
11. All BOP equipment will meet API standards and include a minimum 40 gallon accumulator having two independent means of power to initiate closing operation.

13-5/8" 3K Annular



13-5/8" x 5,000 psi BOP Stack





devon

EXHIBIT 1

PROPOSED 5-M BOPE
AND CHOKE ARRANGEMENT

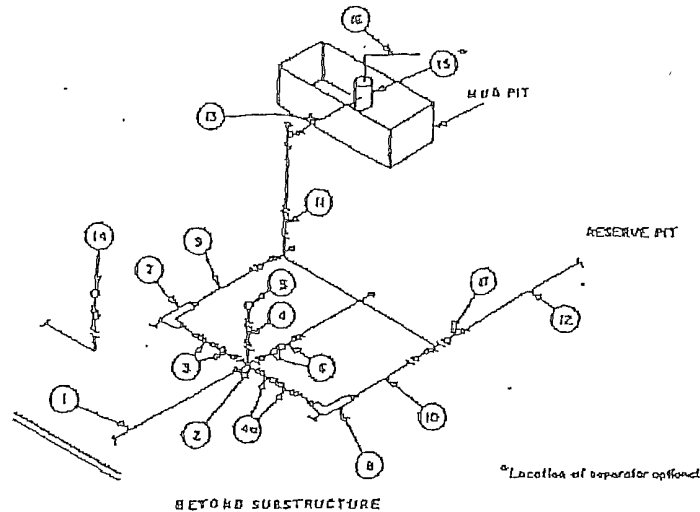
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SC

MINIMUM CHOKE MANIFOLD
3,000, 5,000 and 10,000 PSI Working Pressure

3 MWP - 5 MWP - 10 MWP

Exhibit E



MINIMUM REQUIREMENTS										
No.		3,000 MWP			5,000 MWP			10,000 MWP		
		I.D.	NOMINAL	RATING	I.D.	NOMINAL	RATING	I.D.	NOMINAL	RATING
1	Line from drilling spool		3"	3,000		3"	5,000		3"	10,000
2	Cross 3"x3"x3"x2" Cross 3"x3"x3"x3"			3,000			5,000			10,000
3	Valves (1) Gate <input type="checkbox"/> Plug <input type="checkbox"/> (2)	3-1/8"		3,000	3-1/8"		5,000	3-1/8"		10,000
4	Valve Gate <input type="checkbox"/> Plug <input type="checkbox"/> (2)	1-13/16"		3,000	1-13/16"		5,000	1-13/16"		10,000
4a	Valves (1)	2-1/16"		3,000	2-1/16"		5,000	3-1/8"		10,000
5	Pressure Gauge			3,000			5,000			10,000
6	Valves Gate <input type="checkbox"/> Plug <input type="checkbox"/> (2)	3-1/8"		3,000	3-1/8"		5,000	3-1/8"		10,000
7	Adjustable Choke (3)	2"		3,000	2"		5,000	2"		10,000
8	Adjustable Choke	1"		3,000	1"		5,000	2"		10,000
9	Line		3"	3,000		3"	5,000		3"	10,000
10	Line		2"	3,000		2"	5,000		3"	10,000
11	Valves Gate <input type="checkbox"/> Plug <input type="checkbox"/> (2)	3-1/8"		3,000	3-1/8"		5,000	3-1/8"		10,000
12	Lines		3"	1,000		3"	1,000		3"	2,000
13	Lines		3"	1,000		3"	1,000		3"	2,000
14	Remote reading compound standpipe pressure gauge			3,000			5,000			10,000
15	Gas Separator		2'x5'			2'x5'			2'x5'	
16	Line		4"	1,000		4"	1,000		4"	2,000
17	Valves Gate <input type="checkbox"/> Plug <input type="checkbox"/> (2)	3-1/8"		3,000	3-1/8"		5,000	3-1/8"		10,000

(1) Only one required in Class 3M.

(2) Gate valves only shall be used for Class 10M.

(3) Remote operated hydraulic choke required on 5,000 psi and 10,000 psi for drilling.

EQUIPMENT SPECIFICATIONS AND INSTALLATION INSTRUCTIONS

1. All connections in choke manifold shall be welded, studded, flanged or Cameron clamp of comparable rating.
2. All flanges shall be API 6B or 6BX and ring gaskets shall be API RX or BX. Use only BX for 10 MWP.
3. All lines shall be securely anchored.
4. Chokes shall be equipped with tungsten carbide seats and needles, and replacements shall be available.
5. Choke manifold pressure and standpipe pressure gauges shall be available at the choke manifold to assist in regulating chokes. As an alternate with automatic chokes, a choke manifold pressure gauge shall be located on the rig floor in conjunction with the standpipe pressure gauge.
6. Line from drilling spool to choke manifold should be as straight as possible. Lines downstream from chokes shall make turns by large bends or 90° bends using bull plugged tees.
7. Discharge lines from chokes, choke bypass and from top of gas separator should vent as far as practical from the 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 areas
 - e. Evacuation procedures, routes and first aid.
 - f. Proper use of 30-minute pressure demand air pack.
2. H2S Detection and Alarm System
 - a. H2S detectors and audio alarm system to be located at bell nipple, end of blooie line (mud pit) and on derrick floor or doghouse.
3. Windsock and/or wind streamers
 - a. Windsock at mud pit area should be high enough to be visible
 - b. Windsock at briefing area should be high enough to be visible
 - c. There should be a windsock at entrance to location
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 personnel admitted to location.
5. Well Control Equipment
 - a. See Exhibit "E" & "E-1"
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. Drill stem Testing
 - a. Exhausts will be watered
 - b. Flare line will be equipped with an electric igniter or a propane pilot light in case gas reaches the surface.
 - c. If the location is near to a dwelling a closed DST will be performed.
8. Drilling contractor supervisor will be required to be familiar with the effects H2S has on tubular goods and other mechanical equipment.

If H2S is encountered, mud system will be altered if necessary to maintain control or formation. A mud gas separator will be brought into service along with H2S scavengers if necessary.

Emergency Procedures

In the case of a release of gas containing H₂S, the first responder(s) must isolate the area and prevent entry by other persons into the 100 ppm ROE. Additionally the first responder(s) must evacuate any public places encompassed by the 100 ppm ROE. First responder(s) must take care not to injure themselves during this operation. Company and/or local officials must be contacted to aid in this operation. Evacuation of the public should be beyond the 100 ppm ROE.

All responders must have training in the detection of H₂S, measures for protection against the gas, equipment used for protection and emergency response. Additionally, responders must be equipped with H₂S monitors and air packs in order to control the release. Use the “buddy system” to ensure no injuries during the response.

Ignition of Gas Source

Should control of the well be considered lost and ignition considered, take care to protect against exposure to Sulfur Dioxide (SO₂). Intentional ignition must be coordinated with the NMOCD and local officials. Additionally the NM State Police may become involved. NM State Police shall be the Incident Command on scene of any major release. Take care to protect downwind whenever there is an ignition of the gas

Characteristics of H₂S and SO₂

Common Name	Chemical Formula	Specific Gravity	Threshold Limit	Hazardous Limit	Lethal Concentration
Hydrogen Sulfide	H ₂ S	1.189 Air = 1	10 ppm	100 ppm/hr	600 ppm
Sulfur Dioxide	SO ₂	2.21 Air = 1	2 ppm	N/A	1000 ppm

Contacting Authorities

Devon Energy Corp. personnel must liaison with local and state agencies to ensure a proper response to a major release. Additionally, the OCD must be notified of the release as soon as possible but no later than 4 hours. Agencies will ask for information such as type and volume of release, wind direction, location of release, etc. Be prepared with all information available. The following call list of essential and potential responders has been prepared for use during a release. Devon Energy Corp. Company response must be in coordination with the State of New Mexico’s ‘Hazardous Materials Emergency Response Plan’ (HMER)

Devon Energy Corp. Company Call List

<u>Artesia (575)</u>	<u>Cellular</u>	<u>Office</u>	<u>Home</u>
Foreman – BJ Cathey.....	390-5893	748-0176	887-6026
Asst. Foreman – Bobby Jones...	748-7447	748-0176	746-3194
Don Mayberry.....	748-7180	748-5235	746-4945
Montral Walker	(575) 390-5182	(575) 748-0193	
Linda Berryman	(575) 513-0534	(575) 748-0177	

Agency Call List

<u>Lea</u>	<u>Hobbs</u>
<u>County</u>	State Police..... 392-5588
<u>(505)</u>	City Police..... 397-9265
	Sheriff's Office..... 393-2515

Ambulance.....	911
Fire Department	397-9308
LEPC (Local Emergency Planning Committee).....	393-2870
NMOCD.....	393-6161
US Bureau of Land Management.....	393-3612

<u>Eddy</u>	<u>Carlsbad</u>
<u>County</u>	State Police 885-3137
<u>(505)</u>	City Police 885-2111
	Sheriff's Office 887-7551
	Ambulance..... 911
	Fire Department..... 885-2111
	LEPC (Local Emergency Planning Committee)..... 887-3798
	US Bureau of Land Management 887-6544
	New Mexico Emergency Response Commission (Santa Fe).... (575) 476-9600
	24 HR (575) 827-9126
	National Emergency Response Center (Washington, DC) (800) 424-8802

Emergency Services

	Boots & Coots IWC	1-800-256-9688 or (281) 931-8884
	Cudd Pressure Control.....	(915) 699-0139 or (915) 563-3356
	Halliburton	(575) 746-2757
	B. J. Services.....	(575) 746-3569
<i>Give</i>	Flight For Life - Lubbock, TX	(806) 743-9911
<i>GPS</i>	Aerocare - Lubbock, TX	(806) 747-8923
<i>position:</i>	Med Flight Air Amb - Albuquerque, NM	(575) 842-4433
	Lifeguard Air Med Svc. Albuquerque, NM	(575) 272-3115

SURFACE USE PLAN

Devon Energy Production Company, LP

Burton Flat Deep Unit 45

Surface Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM

Bottom hole Location: 1160' FSL & 670' FEL, Unit P, Sec 34 T20S R28E, Eddy, NM

1. Existing Roads:

- a. The well site and elevation plat for the proposed well are reflected on the well site layout; Form C-102. The well was staked by Basin Surveys.
- b. All roads into the location are depicted on Exhibit 3.
- c. Directions to Location: From the junction of Rains and Illinois Camp road, go east 2.2 miles to lease road, on lease road go northeasterly 1.4 miles to lease road, on lease road continue northeasterly 1.2 miles to lease road, on lease road go northerly 0.6 miles to lease road winding westerly 0.2 miles to proposed lease road.

2. New or Reconstructed Access Roads:

- a. The well site layout, Form C-102 shows the existing County Road. Approximately 1259' of new access road will be constructed as follows:
- b. The maximum width of the road will be 15'. It will be crowned and made of 6" of rolled and compacted caliche. Water will be deflected, as necessary, to avoid accumulation and prevent surface erosion.
- c. Surface material will be native caliche. This material will be obtained from a BLM approved pit nearest in proximity to the location. The average grade will be approximately 1%.
- d. No cattle guards, grates or fence cuts will be required. No turnouts are planned.

3. Location of Existing Wells:

1 Mile Radius Plat shows all existing and proposed wells within a one-mile radius of the proposed location. See attached plat.

4. Location of Existing and/or Proposed Production Facilities:

- a. In the event the well is found productive, the Burton Flat Deep 45 tank battery would be utilized and the necessary production equipment will be installed at the well site. See Production Facilities Layout diagram.
- b. If necessary, the well will be operated by means of an electric prime mover. Electric power poles will be set along side of the access road.
- c. All flow lines will adhere to API standards.
- d. If the well is productive, rehabilitation plans are as follows:
 - i. The reserve pit will be back-filled after the contents of the pit are dry (within 120 days after completion, weather permitting).
 - ii. The original topsoil from the well site will be returned to the location. The drill site will then be contoured as close as possible to the original state.

5. Location and Types of Water Supply:

This location will be drilled using a combination of water mud systems (outlined in the Drilling Program). The water will be obtained from commercial water stations in the area and hauled to location by transport truck using the existing and proposed roads shown in the C-102. On occasion, water will be obtained from a pre-existing water well, running a pump directly to the drill rig. In these cases where a poly pipeline is used to transport water for drilling purposes, proper authorizations will be secured. If a poly pipeline is used, the size, distance, and map showing route will be provided to the BLM via sundry notice.

6. Construction Materials:

All caliche utilized for the drilling pad and proposed access road will be obtained from an existing BLM approved pit or from prevailing deposits found under the location. All roads will be constructed of 6" rolled and compacted caliche. Will use BLM recommended use of extra caliche from other locations close by for roads, if available.

7. Methods of Handling Waste Material:

- a. Drill cuttings will be disposed of in the reserve pits.
- b. All trash, junk and other waste material will be contained in trash cages or trash bins to prevent scattering. When the job is completed all contents will be removed and disposed of in an approved sanitary landfill.
- c. The supplier, including broken sacks, will pick up salts remaining after completion of well.
- d. A Porto-john will be provided for the rig crews. This equipment will be properly maintained during the drilling and completion operations and will be removed when all operations are complete.
- e. Remaining drilling fluids will be allowed to evaporate in the reserve pits until the pits are dry enough to be broken out for further drying. If the drilling fluids do not evaporate in a reasonable time they will be hauled off by transports to a state approved disposal site. Later pits will be broken out to speed dry. Water produced during completion will be put in reserve pits. Oil and condensate produced will be put in a storage tank and sold.
- f. Disposal of fluids to be transported by the following companies:
 - i. American Production Service Inc, Odessa TX
 - ii. Gandy Corporation, Lovington NM
 - iii. I & W Inc, Loco Hill NM
 - iv. Jims Water Service of Co Inc, Denver CO

8. Ancillary Facilities: No campsite or other facilities will be constructed as a result of this well.

9. Well Site Layout

- a. Exhibit D shows the proposed well site layout with dimensions of the pad layout.
- b. This exhibit indicated proposed location of reserve and sump pits and living facilities.
- c. Mud pits in the active circulating system will be steel pits & the reserve pit will be lined.
- d. If needed, the reserve pit is to be lined with polyethylene. 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 to preclude endangering wildlife.
- f. If a pit or closed loop system is utilized Devon will comply with the NMOCD requirements 19.15.17 and submit form C-144 to the appropriate NMOCD District Office. Copy to be provided to the BLM; processing and approval by the OCD.

10. Plans for Surface Reclamation:

- a. After concluding the drilling and/or completion operations, if the well is found non-commercial, the caliche will be removed from the pad and transported to the original caliche pit or used for other drilling locations. The road will be reclaimed as directed by the BLM. The reserve pit area will be broken out and leveled after drying to a condition where these efforts are feasible. The original top soil will again be returned to the pad and contoured, as close as possible, to the original topography. Will close the pits per OCD compliance regulations.
- b. The pit lining will be buried or hauled away in order to return the location and road to their pristine nature. All pits will be filled and location leveled, weather permitting, within 120 days after abandonment.
- c. The location and road will be rehabilitated as recommended by the BLM.
- d. If the well is a producer, the reserve pit fence will be torn down after the pit contents have dried. The reserve pit and those areas of the location not essential to production facilities will be reclaimed and seeded per BLM requirements.
- e. If the well is deemed commercially productive, the reserve pit will be restored as described in 10(A) within 120 days subsequent to the completion date. Caliche from areas of the pad site not required for operations will be reclaimed. The original top soil will be returned to the area of the drill pad not necessary to operate the well. These unused areas of the drill pad will be contoured, as close as possible, to match the original topography.

11. Surface Ownership

- a. The surface is owned by the US Government and is administered by the Bureau of Land Management. The surface is multiple use with the primary uses of the region for the grazing of livestock and the production of oil and gas.
- b. The proposed road routes and the surface location will be restored as directed by the BLM.

12. Other Information:

- a. The area surrounding the well site is grassland. The topsoil is very sandy in nature. The vegetation is moderately sparse with native prairie grass, sagebush, yucca and miscellaneous weeds. No wildlife was observed but it is likely that deer, rabbits, coyotes, and rodents traverse the area.
- b. There is no permanent or live water in the general proximity of the location.
- c. There are no dwellings within 2 miles of location.
- d. A Cultural Resources Examination will be completed by Southern New Mexico Archaeological Services, Inc. and forwarded to the BLM office in Carlsbad, New Mexico.

13. Bond Coverage:

Bond Coverage is Nationwide; Bond # is CO-1104

Operators Representative:

The Devon Energy Production Company, L.P. representatives responsible for ensuring compliance of the surface use plan are listed below.

Greg McGowen
Operations Engineer Advisor

Don Mayberry
Superintendent

Devon Energy Production Company, L.P.
20 North Broadway, Suite 1500
Oklahoma City, OK 73102-8260

Devon Energy Production Company, L.P.
Post Office Box 250
Artesia, NM 88211-0250

(405) 228-8965 (office)
(405) 464-9769 (cell)

(505) 748-0164 (office)
(505) 748-5235 (cell)

Certification

I hereby certify that I, or persons under my direct supervision, have inspected the proposed 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 Devon Energy Production Company, L.P. 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.

I hereby also certify that I, or Devon Energy Production Company, L.P. have made a good faith effort to provide the surface owner with a copy of the Surface Use Plan of Operations and any Conditions of Approval that are attached to the APD.

Executed this 02nd day of February, 2008.

Printed Name: Stephanie A. Asaga

Signed Name: [Signature]

Position Title: Sr. Staff Engineering Technician

Address: 20 North Broadway, OKC OK 73102

Telephone: (405)-552-7802

Field Representative (if not above signatory): Don Mayberry (see above)

Address (if different from above):

Telephone (if different from above):

E-mail (optional):