Form 3160-5 (Aug ist 2007)

(Instructions on page 2)

UNITED STATES DEPARTMENT OF THE INTERIOR

BUREAU OF LAND MANAGEMENT

Expires: July 31, 2010 Lease Serial No. NMLC029395A

6. If Indian, Allottee or Tribe Name

FORM APPROVED

OMB No. 1004-0137

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill or to re-enter an

abandoned well. Use Form 3160-3 (APD) for such proposals. 7. If Unit of CA/Agreement, Name and/or No. SUBMIT IN TRIPLICATE - Other instructions on page 2. 1. Type of Well 8. Well Name and No. Oil Well Gas Well Other Turner A Lease - See attached 9. API Well No See Attached 2. Name of Operator LINN OPERATING, INC. 3b. Phone No. (include area code) 10. Field and Pool or Exploratory Area 3a. Address 600 TRAVIS, SUITE 5100 HOUSTON, TEXAS 77002 **GRAYBURG** 281-874-4266 4. Location of Well (Footage, Sec., T., R., M., or Survey Description) SEC 19 T17S R31E NENW 975FRL 1450FWL 11. Country or Parish, State EDDY COUNTY, NM 12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA TYPE OF SUBMISSION TYPE OF ACTION Acidize Water Shut-Off Deepen Production (Start/Resume) Notice of Intent Alter Casing Fracture Treat Reclamation Well Integrity Other CHANGE OF Casing Repair New Construction Recomplete ✓ Subsequent Report **OPERATOR** Plug and Abandon Change Plans Temporarily Abandon Final Abandonment Notice Convert to Injection ___ Plug Back Water Disposal 13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.) THE UNDERSIGNED ACCEPTS ALL APPLICABLE TERMS, CONDITIONS, STIPULATIONS, AND RESTRICTIONS CONCERNING OPERATIONS CONDUCTED ON THE LEASED LAND OR PORTIONS THEREOF, AS DESCRIBED BELOW, ABOVE, OR PER ATTACHED SHEET; NATIONWIDE BLM BOND: NMB=000501 APPROVED EFFECTIVE DATE: 11/01/2009 Accepted for record NMOCD (18/2011 MAY 1 1 2011 /s/ JD Whitlock J MAY 17 2011 SEE ATTACHED FOR **BUREAU OF LAND MANAGEMENT** NMOCD ARTESIA CARLSBAD FIELD OFFICE CONDITIONS OF APPROVAL 14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) THOMAS BELSHA Title PRODUCTION MANAGER - HOUSTON DIVISION Date 05/05/2011 THIS SPACE FOR FEDERAL OR STATE OFFICE USE Approved by Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would Office entitle the applicant to conduct operations thereon. 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.

Lease NMLC029395A
Eddy County NM
Sundry Notice for change of Operator from Merit to LINN effective November 1, 2009

API	Well Name	Well Number	Туре	Lease	Section	Township	Range
30-015-05227	TURNER A	#002	Injection	Federal	18	175	31E
30-015-05211	TURNER A	#003	Injection	Federal	18	17S	31E
30-015-05234	TURNER A	#005	Injection	Federal	19	17S	31E
30-015-05237	TURNER A	#009	Injection	Federal	19	17S	31E
30-015-05214	TURNER A	#010	Injection	Federal	18	17S	31E
30-015-05215	TURNER A	#011	Injection	Federal	18	17S	31E
30-015-05238	TURNER A	#012	Injection	Federal	19	17S	31E
30-015-05216	TURNER A	#013	Injection	Federal	18	17S	31E
30-015-05240	TURNER A	#015	Injection	Federal	19	17S	31E
30-015-05275	TURNER A	#024	Oil	Federal	19	17S	31E
30-015-05230	TURNER A	#032	Oil	Federal	18	17S	31E
30-015-05231	TURNER A	#033	Oil	Federal	18	17S	31E
30-015-05232	TURNER A	#034	Oil	Federal	18	17S	31E
30-015-20097	TURNER A	#035	Injection	Federal	19	17S	31E
30-015-20098	TURNER A	#036	Injection	Federal	19	17S	31E
30-015-28769	TURNER A	#038	Oil	Federal	18	17S	31E
30-015-28770	TURNER A	#039	Oil	Federal	18	17S	31E
30-015-28792	TURNER A	#040	Oil	Federal	18	17S	31E
30-015-28836	TURNER A	#041	Oil	Federal	18	17S	31E
30-015-28916	TURNER A	#042	Oil	Federal	18	17S .	31E
30-015-28793	TURNER A	#043	Oil	Federal	18	17S	31E
30-015-28771	TURNER A	#044	Oil '	Federal	18	17S	31E
30-015-28890	TURNER A	#045	Oil	Federal	19	17S	31E
30-015-28891	TURNER A	#046	Oil	Federal	19	17S	31E
30-015-28917	TURNER A	#047	Oil	Federal	19	17S	31E
30-015-28869	TURNER A	#048	Oil	Federal	19	17S	31E
30-015-28837	TURNER A	#049	Oil	Federal	19	17S	31E
30-015-28772	TURNER A	#050	Oil	Federal	19	17S	31E
30-015-28758	TURNER A	#051	Oil	Federal		17S	31E
30-015-28795	TURNER A	#052	Oil	Federal		17S	31E
30-015-28773	TURNER A	#053	Oil	Federal		175	31E
30-015-28918	TURNER A	#055	Oil	Federal	18	17S	31E
30-015-29009	TURNER A	#056	Injection	Federal		17\$	31E
30-015-29000	TURNER A	#057	Injection	Federal		17S	31E
30-015-29001	TURNER A	#058	Injection	Federal	18	17S	31E
30-015-29761	TURNER A	#060	Oil	Federal	18	17S	31E

BUREAU OF LAND MANAGEMENT Carlsbad Field Office 620 East Greene Street Carlsbad, New Mexico 88220 575-234-5972

Conditions of Approval

Linn Operating, Inc.

- 1. Tank battery must be bermed/diked (must be able to contain 1 1/2 times the volume of the largest tank).
- 2. All above ground structures and equipment on the lease shall be painted Shale Green (5Y 4/2). This is to be done within 90 days, if you have not already done so.
- 3. Submit for approval of water disposal method.
- 4. Submit updated facility diagrams as per Onshore Order #3
- 5. This agency shall be notified of any spill or discharge as required by NTL-3A.
- 6. All outstanding environmental issue must be addressed within 90 days. Contact Jim Amos for inspection and to resolve environmental issues. 575-234-5909
- 7. Subject to like approval by NMOCD.