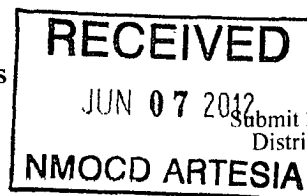


District I  
1625 N French Dr, Hobbs, NM 88240  
District II  
1301 W. Grand Avenue, Artesia, NM 88210  
District III  
1000 Rio Brazos Road, Aztec, NM 87410  
District IV  
1220 S. St. Francis Dr, Santa Fe, NM 87505

State of New Mexico  
Energy Minerals and Natural Resources  
Oil Conservation Division  
1220 South St. Francis Dr.  
Santa Fe, NM 87505



Form C-141  
Revised October 10, 2003  
Submit 2 Copies to appropriate  
District Office in accordance  
with Rule 116 on back  
side of form

**Release Notification and Corrective Action**

NMLB 1216747427

**OPERATOR**

☒ Initial Report ☐ Final Report

Name of Company	Lime Rock Resources II-A, LP 277558	Contact	Michael Barrett
Address	1111 Bagby St Suite 4600 Houston, Tx 77002	Telephone No.	575-623-8424
Facility Name	West Red Lake Unit #60	Facility Type	Battery

Surface Owner	BLM	Mineral Owner	BLM	Lease No.	API # 30-015-28781
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**LOCATION OF RELEASE**

Unit Letter	Section	Township	Range	Feet from the	North/South Line	Feet from the	East/West Line	County
N	5	18S	27E	50'	FSL	1930'	FWL	Eddy

Latitude 32.76944 Longitude 104.30223

**NATURE OF RELEASE**

Type of Release	Produced Water	Volume of Release	82 bbls	Volume Recovered	0 bbls
Source of Release	1/4" needle valve on filter pot @ wellhead	Date and Hour of Occurrence	5/28/12 am	Date and Hour of Discovery	5/28/12 @ 8 am
Was Immediate Notice Given?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not Required	If YES, To Whom?	Voice mail to OCD & BLM		
By Whom?	Michael Barrett w/ LRR	Date and Hour	5/28/12 @ 6pm		
Was a Watercourse Reached?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	If YES, Volume Impacting the Watercourse.			

If a Watercourse was Impacted, Describe Fully.\*


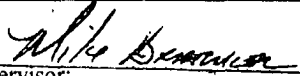
Describe Cause of Problem and Remedial Action Taken.\*

1/4" needle valve blew out of filter pot (threads eroded). Isolated well, plan to sample and submit work plan.

Describe Area Affected and Cleanup Action Taken.\*

Rock and Caliche. Talon LPE has been contracted to do a site assessment and formulate a work plan.

I hereby certify that the information given above is true and complete to the best of my knowledge and understand that pursuant to NMOCD rules and regulations all operators are required to report and/or file certain release notifications and perform corrective actions for releases which may endanger public health or the environment. The acceptance of a C-141 report by the NMOCD marked as "Final Report" does not relieve the operator of liability should their operations have failed to adequately investigate and remediate contamination that pose a threat to ground water, surface water, human health or the environment. In addition, NMOCD acceptance of a C-141 report does not relieve the operator of responsibility for compliance with any other federal, state, or local laws and/or regulations.

Signature: 	<b>OIL CONSERVATION DIVISION</b>	
Printed Name: Michael Barrett	Signed By  Approved by District Supervisor:	
Title: Production Supervisor	Approval Date: JUN 13 2012	Expiration Date:
E-mail Address: mbarrett@limerockresources.com	Conditions of Approval: Remediation per OCD Rules & Guidelines. <b>SUBMIT REMEDIATION</b> <b>PROPOSAL NOT LATER THAN:</b> 7/13/2012	Attached <input type="checkbox"/>
Date: 5/31/12	Phone: 575-623-8424	

\* Attach Additional Sheets If Necessary

2RA-1168