

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

OCD Artesia

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.1. Type of Well
☒ Oil Well ☐ Gas Well ☐ Other2. Name of Operator
Alamo Permian Resources, LLC3a. Address
415 W. Wall Street, Suite 500 Midland, TX 797013b. Phone No. (include area code)
432.897.06734. Location of Well (Footage, Sec., T., R., M., or Survey Description)
See Attached list5. Lease Serial No.
NM-56429

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No.
Travis D Federal; see attached list9. API Well No.
See attached list10. Field and Pool, or Exploratory Area
Loco Hills; QU-GB-SA11. County or Parish, State
Eddy County, NM**12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Change of Operator
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> 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 recompleat 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 recompleat 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.)

This is a notification of Change of Operator on the attached referenced wells.

Alamo Permian Resources, LLC, as new operator, accepts all applicable terms, conditions, stipulations and restrictions concerning operations conducted on this lease or portion of lease described.

Bond Coverage: BLM Bond File No.: NMB000709

Change of Operator effective: November 30, 2010

Former Operator: CBS Operating Corp. (ORGID No. 216852)

SEE ATTACHED FORM
CONDITIONS OF APPROVAL

Accepted for record
NMOCD *Redde* 10/30/12

APPROVED

OCT 26 2012

/s/ JD Whitlock Jr

BUREAU OF LAND MANAGEMENT
CARLSBAD FIELD OFFICE

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Joanne Keating

Title **Regulatory Affairs Coordinator**

Signature

Joanne Keating

Date

12/02/2010

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 entitle the applicant to conduct operations thereon.

Title

Date

Office

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)



Alamo Permian Resources, LLC (OGRID No. 274841)

CBS Operating Corp. (OGRID No. 216852) -- Eddy County, New Mexico

LEASE NAME	WELL No.	LEASE TYPE	LEASE NO.	WELL API NUMBER	FIELD; POOL(s)	LOCATION												WELL TYPE
						LOT	UNIT	SEC	TWNSHP	RANGE	Feet	N or S	Feet	E or W	CO	STATE		
TRAVIS D FEDERAL	12	F	NM-56429	30-015-03513	LOCO HILLS; QU-GB-SA		J	17	18S	29E	1980	S	1980	E	Eddy	NM	Oil	
TRAVIS D FEDERAL	18	F	NM-56429	30-015-22685	LOCO HILLS; QU-GB-SA		H	17	18S	29E	1980	N	660	E	Eddy	NM	Oil	
TRAVIS D FEDERAL	19	F	NM-56429	30-015-24160	LOCO HILLS; QU-GB-SA		K	17	18S	29E	1880	S	1980	W	Eddy	NM	Oil	
TRAVIS D FEDERAL	20	F	NM-56429	30-015-24441	LOCO HILLS; QU-GB-SA		H	18	18S	29E	1980	N	330	E	Eddy	NM	Oil	
TRAVIS D FEDERAL	21	F	NM-56429	30-015-24709	LOCO HILLS; QU-GB-SA		L	17	18S	29E	2030	S	760	W	Eddy	NM	Oil	

District II
1301 W. Grand Ave., Artesia, NM 88210
Phone (575) 748-1283 Fax (575) 748-9720

State of New Mexico
Energy, Minerals and Natural
Resources

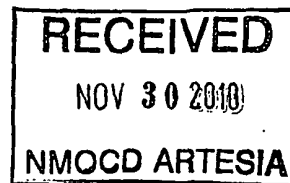
Form C-145
Permit 122303

Oil Conservation Division

1220 S. St Francis Dr.

Santa Fe, NM 87505

Change of Operator



Previous Operator Information

OGRID: 216852
Name: CBS OPERATING CORP
Address: PO BOX 2236
City, State, Zip: MIDLAND, TX 79702

New Operator Information

Effective Date: Effective on the date of approval by the OCD

OGRID: 274841
Name: ALAMO PERMIAN RESOURCES, LLC
Address: 820 Gessner Rd
Suite 1650
City, State, Zip: Houston, TX 77024

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information on this form and the certified list of wells is true to the best of my knowledge and belief.

Additionally, by signing below, ALAMO PERMIAN RESOURCES, LLC certifies that it has read and understands the following synopsis of applicable rules.

Previous Operator

Signature:
Printed Name: DAVID LOTNER
Title: PRESIDENT
Date: 11-30-2010 Phone: 432-682-9671

New Operator

Signature:
Printed Name: A. F. Pelletier
Title: President
Date: 30 Nov 10 Phone: 432 897-0673

NMOCD Approval

Electronic Signature: Randy Dade, District 2

Date: November 30, 2010

ALAMO PERMIAN RESOURCES, LLC certifies that all below-grade tanks constructed and installed prior to June 16, 2008 associated with the selected wells are in compliance with 19.15.17 NMAC, have been closed pursuant to 19.15.17.13 NMAC, or have been retrofitted to comply with Paragraphs (1) through (4) of Subsection I of 19.15.17.11 NMAC.

ALAMO PERMIAN RESOURCES, LLC understands that the OCD's approval of this operator change:

1. constitutes approval of the transfer of the permit for any permitted pit, below-grade tank or closed-loop system associated with the selected wells; and
2. constitutes approval of the transfer of any below-grade tanks constructed and installed prior to June 16, 2008 associated with the selected wells, regardless of whether the transferor has disclosed the existence of those below-grade tanks to the transferee or to the OCD, and regardless of whether the below-grade tanks are in compliance with 19.15.17 NMAC.

As the operator of record of wells in New Mexico, ALAMO PERMIAN RESOURCES, LLC agrees to the following statements:

1. I am responsible for ensuring that the wells and related facilities comply with applicable statutes and rules, and am responsible for all regulatory filings with the OCD. I am responsible for knowing all applicable statutes and rules, not just the rules referenced in this list. I understand that the OCD's rules are available on the OCD website under "Rules," and that the Water Quality Control Commission rules are available on the OCD website on the "Publications" page.
2. I understand that if I acquire wells from another operator, the OCD must approve the operator change before I begin operating those wells. See 19.15.9.9.B NMAC. I understand that if I acquire wells or facilities subject to a compliance order addressing inactive wells or environmental cleanup, before the OCD will approve the operator change it may require me to enter into an enforceable agreement to return those wells to compliance. See 19.15.9.9.C(2) NMAC.
3. I must file a monthly C-115 report showing production for each non-plugged well completion for which the OCD has approved an allowable and authorization to transport, and injection for each injection well. See 19.15.7.24 NMAC. I understand that the OCD may cancel my authority to transport from or inject into all the wells I operate if I fail to file C-115 reports. See 19.15.7.24.C NMAC.
4. I understand that New Mexico requires wells that have been inactive for certain time periods to be plugged or placed on approved temporary abandonment. See 19.15.25.8 NMAC. I understand the requirements for plugging and approved temporary abandonment in 19.15.25 NMAC. I understand that I can check my compliance with the basic requirements of 19.15.25.8 NMAC by using the "Inactive Well List" on OCD's website.
5. I must keep current with financial assurances for well plugging. I understand that New Mexico requires each state or fee well that has been inactive for more than two years and has not been plugged and released to be covered by a single-well financial assurance, even if the well is also covered by a blanket financial assurance and even if the well is on approved temporary abandonment status. See 19.15.8.9.C NMAC. I understand that I can check my compliance with the single-well financial assurance requirement by using the "Inactive Well Additional Financial Assurance Report" on the OCD's website.
6. I am responsible for reporting releases as defined by 19.15.29 NMAC. I understand the OCD will look to me as the operator of record to take corrective action for releases at my wells and related facilities, including releases that occurred before I became operator of record.
7. I have read 19.15.5.9 NMAC, commonly known as "Part 5.9," and understand that to be in compliance with its requirements I must have the appropriate financial assurances in place, comply with orders requiring corrective action, pay penalties assessed by the courts or agreed to by me in a settlement agreement, and not have too many wells out of compliance with the inactive well rule (19.15.25.8 NMAC). If I am in violation of Part 5.9, I may not be allowed to drill, acquire or produce any additional wells, and will not be able to obtain any new injection permits. See 19.15.16.19 NMAC, 19.15.26.8 NMAC, 19.15.9.9 NMAC and 19.15.14.10 NMAC. If I am in violation of Part 5.9 the OCD may, after notice and hearing, revoke my existing injection permits. See 19.15.26.8 NMAC.
8. For injection wells, I understand that I must report injection on my monthly C-115 report and must operate my wells in compliance with 19.15.26 NMAC and the terms of my injection permit. I understand that I must conduct mechanical integrity tests on my injection wells at least once every five years. See 19.15.26.11 NMAC. I understand that when there is a continuous one-year period of non-injection into all wells in an injection or storage project or into a saltwater disposal well or special purpose injection well,

authority for that injection automatically terminates. See 19.15.26.12 NMAC. I understand that if I transfer operation of an injection well to another operator, the OCD must approve the transfer of authority to inject, and the OCD may require me to demonstrate the well's mechanical integrity prior to approving that transfer. See 19.15.26.15 NMAC.

9. I am responsible for providing the OCD with my current address of record and emergency contact information, and I am responsible for updating that information when it changes. See 19.15.9.8.C NMAC. I understand that I can update that information on the OCD's website under "Electronic Permitting."
10. If I transfer well operations to another operator, the OCD must approve the change before the new operator can begin operations. See 19.15.9.9.B NMAC. I remain responsible for the wells and related facilities and all related regulatory filings until the OCD approves the operator change. I understand that the transfer will not relieve me of responsibility or liability for any act or omission which occurred while I operated the wells and related facilities.

From Operator CBS OPERATING CORP OGRID 216852
To Operator ALAMO PERMIAN RESOURCES, LLC OGRID 274841
Wells Selected for Transfer, Permit 122303
Permit Status: APPROVED

OCD District: Artesia

Property Well	Lease Type	ULSTR	OCD Unit	API	Well Type	Pool ID	Pool Name
308876 ARTESIA STATE UNIT #001	S	D-13-18S-27E	D	30-015-00883	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #001A	S	M-13-18S-27E	M	30-015-21446	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #001B	S	H-14-18S-27E	H	30-015-00895	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #001C	S	I-14-18S-27E	I	30-015-21454	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #001D	S	A-23-18S-27E	A	30-015-21448	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #001E	S	B-23-18S-27E	B	30-015-21487	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #002	S	L-13-18S-27E	L	30-015-21486	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #002A	S	D-13-18S-27E	D	30-015-25370	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #002B	S	I-14-18S-27E	I	30-015-21447	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #002C	S	O-14-18S-27E	O	30-015-21485	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #002D	S	A-23-18S-27E	A	30-015-21449	I	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
ARTESIA STATE UNIT #005	S	A-23-18S-27E	A	30-015-21988	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
308877 CONSTATE #001	S	C-36-16S-31E	C	30-015-05017	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
CONSTATE #002	S	E-36-16S-31E	E	30-015-05020	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
CONSTATE #003	S	J-36-16S-31E	J	30-015-05019	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
308878 COWTOWN UNIT #101	S	K-13-18S-28E	K	30-015-01843	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
COWTOWN UNIT #102	S	L-13-18S-28E	L	30-015-01844	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
COWTOWN UNIT #201	S	M-13-18S-28E	M	30-015-01849	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
COWTOWN UNIT #301	S	N-13-18S-28E	N	30-015-01850	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
COWTOWN UNIT #401	S	D-24-18S-28E	D	30-015-02037	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
COWTOWN UNIT #402	S	E-24-18S-28E	E	30-015-02032	O	3230	ARTESIA;QUEEN-GRAYBURG-SAN ANDRES
308454 FEATHERSTONE #002	S	F-2 -17S-31E	F	30-015-05037	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
FEATHERSTONE #003	S	2-2 -17S-31E	B	30-015-05038	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
FEATHERSTONE #004	S	4-2 -17S-31E	D	30-015-05039	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
308879 H G WATSON #006	P	K-4 -18S-29E	K	30-015-20312	O	39520	LOCO HILLS;QU-GB-SA
H G WATSON #008	P	O-4 -18S-29E	O	30-015-03294	O	39520	LOCO HILLS;QU-GB-SA
308880 HUSTATE #001	S	N-36-16S-31E	N	30-015-05021	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
HUSTATE #002	S	L-36-16S-31E	L	30-015-05018	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
HUSTATE #003	S	K-36-16S-31E	K	30-015-24935	O	28509	GRAYBURG JACKSON;SR-Q-G-SA
308881 J L LANGFORD #006	P	C-9 -18S-29E	C	30-015-03362	O	39520	LOCO HILLS;QU-GB-SA
308882 KEMPER STATE #001	S	E-16-18S-29E		30-015-03421	G	39520	LOCO HILLS;QU-GB-SA
308883 NEW MEXICO AF STATE #001	S	P-1 -18S-28E	P	30-015-25002	O	39520	LOCO HILLS;QU-GB-SA
308884 TRAVIS D FEDERAL #012	F	J-17-18S-29E	J	30-015-03513	O	39520	LOCO HILLS;QU-GB-SA
TRAVIS D FEDERAL #018	F	H-17-18S-29E	H	30-015-22685	O	39520	LOCO HILLS;QU-GB-SA
TRAVIS D FEDERAL #019	F	K-17-18S-29E	W	30-015-24160	O	39520	LOCO HILLS;QU-GB-SA

TRAVIS D FEDERAL #020	F	H-18-18S-29E	H	30-015-24441	O	39520 LOCO HILLS,QU-GB-SA
TRAVIS D FEDERAL #021	F	L-17-18S-29E	L	30-015-24709	O	39520 LOCO HILLS,QU-GB-SA
308885 WILSON #001	S	O-2 -17S-31E	O	30-015-05040	O	28509 GRAYBURG JACKSON;SR-Q-G-SA
WILSON #002	S	J-2 -17S-31E	J	30-015-05041	O	28509 GRAYBURG JACKSON;SR-Q-G-SA

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

Conditions of Approval

**Alamo Permian Resources, LLC
Travis D Federal 12, 18, 19, 20 & 21
Lease NM56429 3001503513, 3001522685, 3001524160, 3001524441 & 3001524709**

1. Tank battery must be bermed/diked (must be able to contain 1 1/2 times the volume of the largest tank).
2. Submit for approval of water disposal method.
3. Submit updated facility diagrams as per Onshore Order #3
4. This agency shall be notified of any spill or discharge as required by NTL-3A.
5. All outstanding environmental issue must be addressed within 90 days. Contact Jim Amos for inspection and to resolve environmental issues. 575-234-5909
6. Install legible well sign on location with operator name, well name and number, lease number, unit number, 1/4 1/4, section, township, and range. NMOC requires the API number on well signs.
7. Subject to like approval by NMOC.
8. **Submit plan for approval of well operations for all TA/SI wells within 30 days of this approval to change operator.**

43 CFR 3162.3-4 (C) requires that wells incapable of production in paying quantities be promptly plugged and abandoned....

Wells may not be producing in paying quantities.

9. If a well is not capable of production in paying quantities submit Notice of Intent to P&A or submit documentation proving that well is capable of production in paying quantities within 30 of approval of change of operator.