

Submit 1 Copy To Appropriate District Office
 District I - (575) 393-6161
 1625 N. French Dr., Hobbs, NM 88240
 District II - (575) 748-1283
 811 S. First St., Artesia, NM 88210
 District III - (505) 334-6178
 1000 Rio Brazos Rd., Aztec, NM 87410
 District IV - (505) 476-3460
 1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 Revised August 1, 2011

OIL CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

WELL API NO.
5. Indicate Type of Lease STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name D State Battery
8. Well Number
9. OGRID Number 873
10. Pool name or Wildcat Yeso
11. Elevation (Show whether DR, RKB, RT, GR, etc.)

SUNDRY NOTICES AND REPORTS ON WELLS
 (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
Apache Corporation

3. Address of Operator
303 Veterans Airpark Lane, Suite 3000 Midland, TX 79705

4. Well Location
 Unit Letter _____ : _____ feet from the _____ line and _____ feet from the _____ line
 Section 36 Township 17S Range 28E NMPM County Eddy

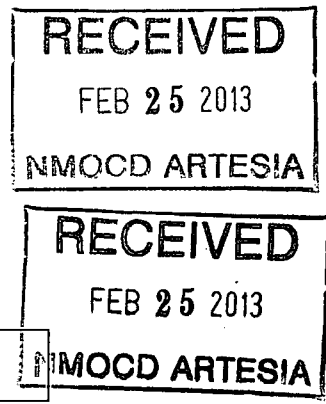
12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO: PERFORM REMEDIAL WORK <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> CHANGE PLANS <input type="checkbox"/> PULL OR ALTER CASING <input type="checkbox"/> MULTIPLE COMPL <input type="checkbox"/> DOWNHOLE COMMINGLE <input type="checkbox"/>		SUBSEQUENT REPORT OF: REMEDIAL WORK <input type="checkbox"/> ALTERING CASING <input type="checkbox"/> COMMENCE DRILLING OPNS. <input type="checkbox"/> P AND A <input type="checkbox"/> CASING/CEMENT JOB <input type="checkbox"/>	
OTHER: Flare Gas <input checked="" type="checkbox"/>		OTHER: <input type="checkbox"/>	

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Apache is requesting permission to temporarily flare the D State Battery. The API# for each well are as follows:

- | | | | |
|--------------|--------------|--------------|--------------|
| 30-015-31257 | 30-015-32490 | 30-015-38411 | 30-015-39069 |
| 30-015-31421 | 30-015-32483 | 30-015-38412 | 30-015-39743 |
| 30-015-30976 | 30-015-32491 | 30-015-38414 | 30-015-39742 |
| 30-015-32649 | 30-015-30975 | 30-015-38585 | 30-015-39921 |
| 30-015-31422 | 30-015-31390 | 30-015-38469 | 30-015-39922 |
| 30-015-32482 | 30-015-31586 | 30-015-38471 | 30-015-39923 |
| 30-015-31423 | 30-015-31939 | 30-015-38588 | 30-015-40310 |
| 30-015-31424 | 30-015-32484 | 30-015-38470 | 30-015-40311 |
| 30-015-31425 | 30-015-38408 | 30-015-38589 | 30-015-40313 |
| 30-015-31165 | 30-015-38409 | 30-015-39068 | 30-015-40314 |
| 30-015-32489 | | | |



Spud Date:

Rig Release Date:

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE TITLE Regulatory Tech I DATE 02/22/2013

Type or print name Fatima Vasquez E-mail address: Fatima.Vasquez@apachecorp.com PHONE: (432) 818-1015

For State Use Only
 APPROVED BY: TITLE Dr. P. Spewison DATE 2/27/13
 Conditions of Approval (if any):

District I
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State of New Mexico
Energy Minerals and Natural Resources

FEB 25 2013

Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-129
Revised August 1, 2011
Submit one copy to appropriate
District Office

NFO Permit No. _____
(For Division Use Only)

APPLICATION FOR EXCEPTION TO NO-FLARE RULE 19.15.18.12

(See Rule 19.15.18.12 NMAC and Rule 19.15.7.37 NMAC)

- A. Applicant Apache Corporation,
whose address is 1945 Bluestem Road, Artesia, NM 88210,
hereby requests an exception to Rule 19.15.18.12 for 90 days or until _____, Yr _____, for the following described tank battery (or LACT):
Name of Lease D State Battery Name of Pool Yeso
Location of Battery: Unit Letter _____ Section 36 Township 17S Range 28E
Number of wells producing into battery 41
- B. Based upon oil production of 700 barrels per day, the estimated * volume of gas to be flared is 2.3M MCF; Value _____ per day.
- C. Name and location of nearest gas gathering facility:
DCP Artesia
- D. Distance _____ Estimated cost of connection _____
- E. This exception is requested for the following reasons: Frontier Gas has shut Apache out of their gas line as a secondary selling point. Our primary buyer is DCP. We need a way of relief if DCP slam valve shuts, which would be to flare.

OPERATOR

I hereby certify that the rules and regulations of the Oil Conservation Division have been complied with and that the information given above is true and complete to the best of my knowledge and belief.

Signature [Signature]

Printed Name & Title Fatima Vasquez - Regulatory Tech I

E-mail Address Fatima.Vasquez@apachecorp.com

Date 02/22/2013 Telephone No. (432) 818-1015

OIL CONSERVATION DIVISION

Approved Until May 31 - 2013

By [Signature]

Title Dist II Supervisor

Date 02/27/2013

* Gas-Oil ratio test may be required to verify estimated gas volume.