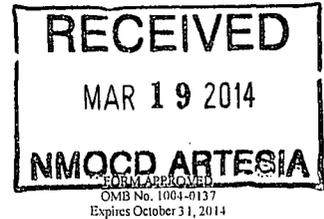


OCD Artesia

**UNORTHODOX
LOCATION**
UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT



APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. SHL: NMNM117116; BHL: NMNM120350	
1b. Type of Well <input checked="" type="checkbox"/> Oil Well <input 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 Cimarex Energy Co.		7. If Unit or CA Agreement, Name and No.	
3a. Address 202 S. Cheyenne Ave., Ste 1000, Tulsa, OK 74103		8. Lease Name and Well No. Hornsby 35 Federal Com #3H <40444>	
3b. Phone No. (include area code) 918-585-1100		9. API Well No. 30-015-42208	
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At Surface 210 FSL & 1310 FWL; Sec. 35, 26S, 27E At proposed prod. Zone 330 FNL & 790 FWL; Sec. 26, 26S, 27E Bone Spring		10. Field and Pool, or Exploratory HAY Hollow; B.S. - 20215 Windcat Bone Springs	
14. Distance in miles and direction from nearest town or post office* White City NM is +/- 17 miles Northwest of location		11. Sec. T. R. M. or Blk. and Survey and Area 35, 26S, 27E	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line if any) 210		12. County or Parish Eddy	
16. No of acres in lease NMNM117116=1365.00 acres NMNM120350=1560.00 acres		13. State NM	
18. Distance from proposed* location to nearest well, drilling, completed, applied for, on this lease, ft. 40' from the Hornsby 35 Federal Com 2H		17. Spacing Unit dedicated to this well 224.02	
19. Proposed Depth Pilot Hole TD: 8,200 14,406 MD 7,734 TVD		20. BLM/BIA Bond No. on File NM2575; NMB000835	
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 3274 GR		22. Approximate date work will start* 2/15/14	
		23. Estimated duration 35 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:

- | | |
|--|--|
| <ul style="list-style-type: none"> 1. Well plat certified by a registered surveyor 2. A Drilling Plan 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). | <ul style="list-style-type: none"> 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). 5. Operator Certification 6. Such other site specific information and/or plans as may be required by the authorized officer. |
|--|--|

25. Signature 		Name (Printed/Typed) Terri Stathem	Date 11/4/13
Title Regulatory Compliance			
Approved By (Signature) 		Name (Printed/Typed) STEPHEN J. CAFFEY	Date MAR 17 2014
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 U.S.S. 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.

(Continued on page 2)

Approval Subject to General Requirements & Special Stipulations Attached

**SEE ATTACHED FOR NSL-
CONDITIONS OF APPROVAL** Carlsbad Controlled Water Basin

*(Instructions on page 2)

Operator Certification Statement

Hornsby 35 Federal Com #3H

Cimarex Energy Co.

UL: 4, Sec. 35, 26S, 27E

Eddy Co., NM

Operator's Representative

Cimarex Energy Co. of Colorado

600 N. Marienfeld St., Ste. 600

Midland, TX 79701

Office Phone: (432) 571-7800

CERTIFICATION: I hereby certify that I, or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently 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 the company I represent, 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.

Executed this 4 day of November, 2013

NAME:


Aricka Easterling

TITLE: Regulatory Compliance

ADDRESS: 202 S. Cheyenne Ave., Ste 1000, Tulsa, OK 74103

TELEPHONE: 918-585-1100

EMAIL: AEasterling@cimarex.com

Field Representative: Same as above

DISTRICT I
1685 N. French Dr., Hobbs, NM 88240
Phone (575) 393-8161 Fax (575) 393-8720

DISTRICT II
811 S. First St., Artesia, NM 88210
Phone (575) 748-1828 Fax (575) 748-9720

DISTRICT III
Rio Bravo Rd., Aztec, NM 87410
Phone (505) 884-8178 Fax (505) 884-8170

DISTRICT IV
S. St. Francis Dr., Santa Fe, NM 87505
Phone (505) 476-3480 Fax (505) 476-3488

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102
Revised August 1, 2011

Submit one copy to appropriate
District Office

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

WELL LOCATION AND ACREAGE DEDICATION PLAT

AMENDED REPORT

API Number 30015- 42208	Section 30215	Well Name Wildcat Bone Spring, Hay Hollow, BS.
Property Code 40444	Property Name HORNSBY 35 FEDERAL COM	Well Number 3H
OGRID No. 215099	Operator Name CIMAREX ENERGY CO.	Elevation 3274'

Surface Location

UL or lot No.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
LOT 4	35	26 S	27 E		210	SOUTH	1310	WEST	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
D	26	26 S	27 E		330	NORTH	790	WEST	EDDY

Dedicated Acres 224.02	Joint or Infill	Consolidation Code	Order No. NSL
---------------------------	-----------------	--------------------	-------------------------

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

PROPOSED BOTTOM HOLE LOCATION
Lat - N 32°01'09.92"
Long - W 104°10'00.43"
NMSPC E - N 370844.847
E 592954.181
(NAD-83)

SURFACE LOCATION
Lat - N 32°00'02.08"
Long - W 104°09'53.99"
NMSPC E - N 363991.264
E 593519.582
(NAD-83)

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 or has a right to drill this well at this 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.

Hope Knauls 11/4/13
Signature Date

Hope Knauls
Printed Name
hknauls@cimarex.com
Email Address

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
Signature
Professional Surveyor

Certificate No. Gary L. Jones 7977

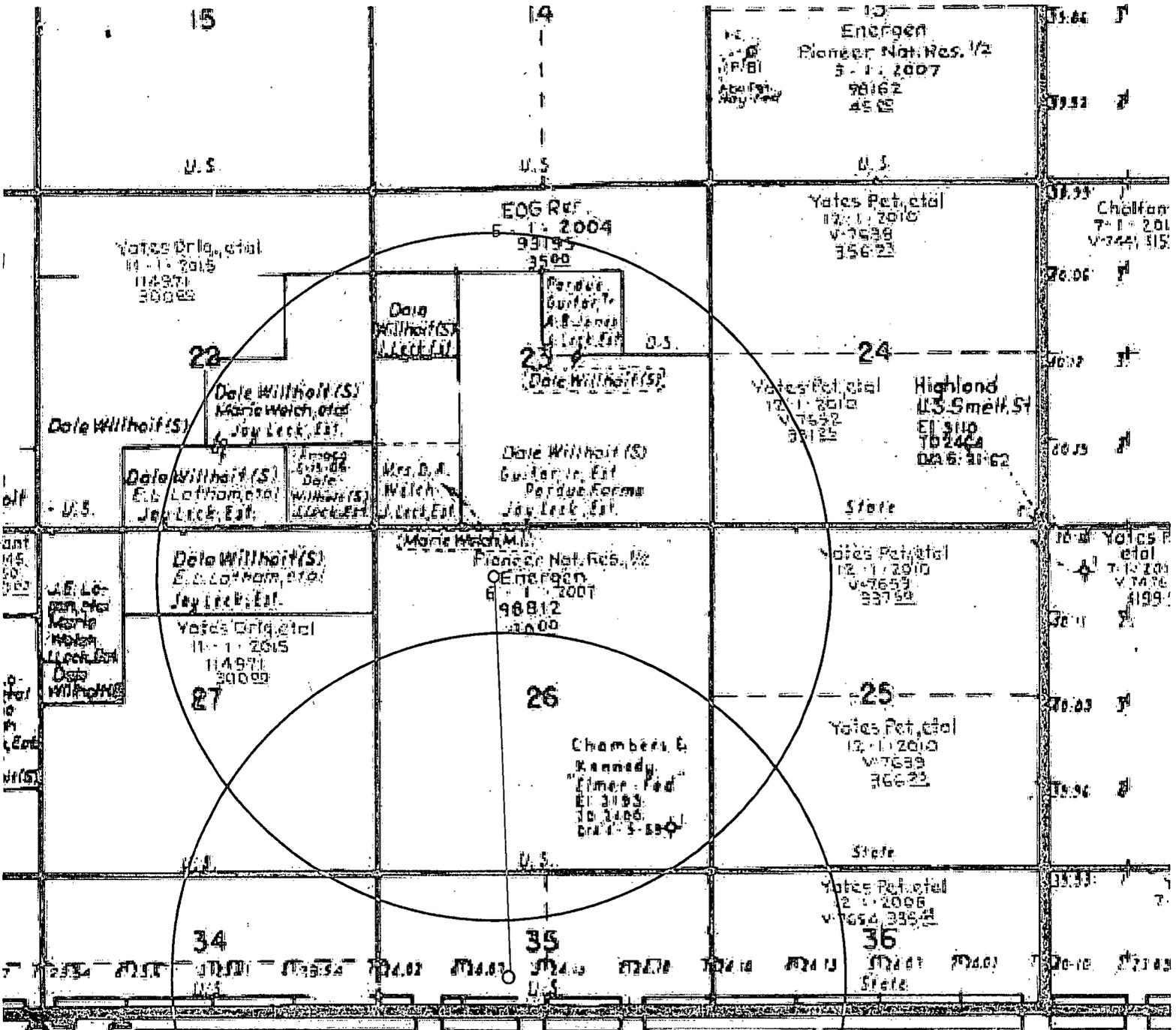
BASIN SURVEYS 29239

OPERATOR CERTIFICATION

SURVEYOR CERTIFICATION

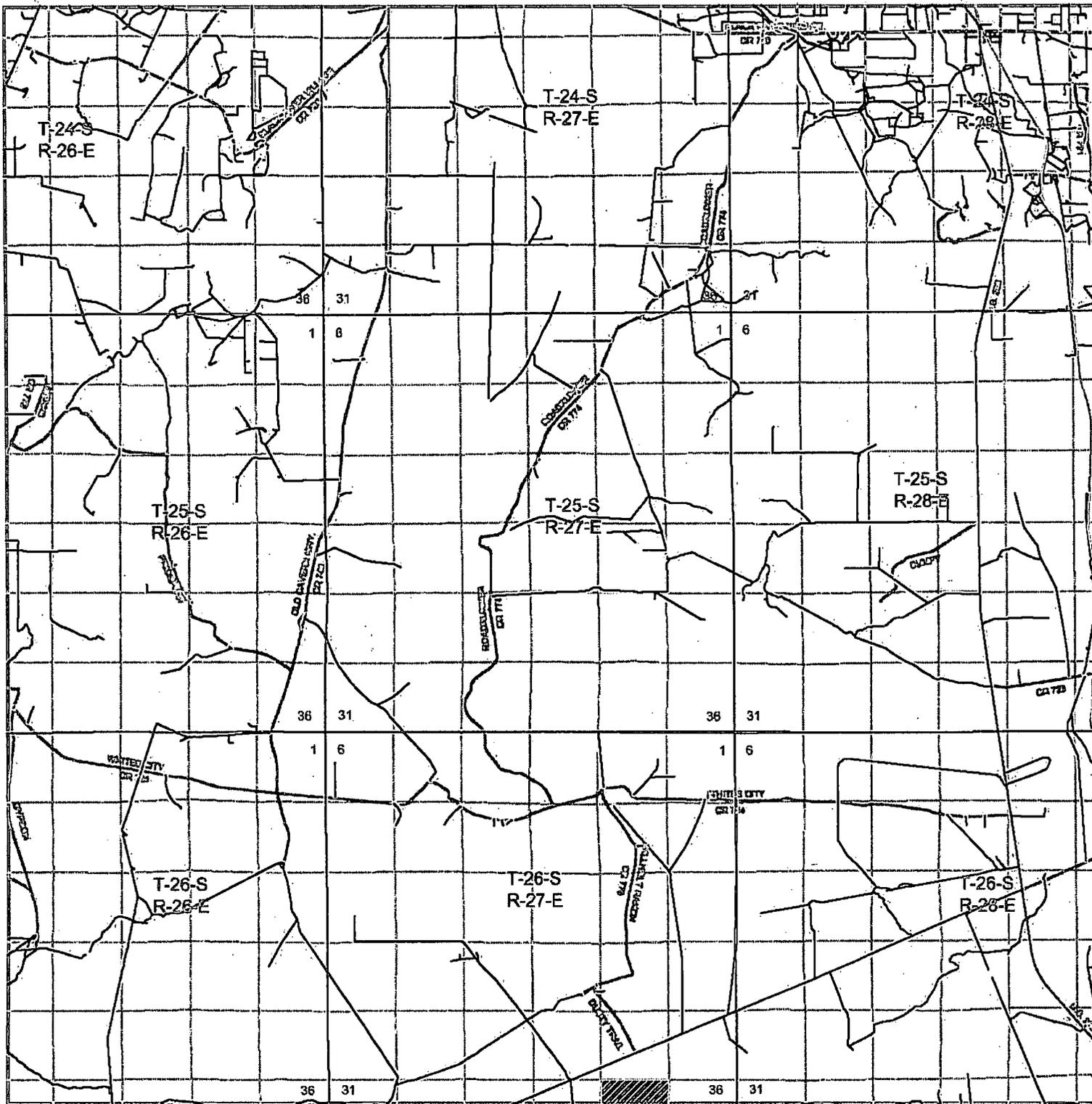
Certificate No. Gary L. Jones 7977

BASIN SURVEYS 29239

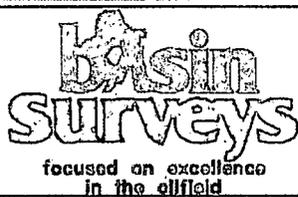


-27-E

Exhibit A – One Mile Radius Map
 Hornsby 35 Federal Com 3H
 Cimarex Energy Co.
 35-26S-27E
 SHL 210 FSL & 1310 FWL
 BHL 330 FNL & 790 FWL
 Eddy County, NM



HORNSBY 35 FEDERAL COM #3H
 Located 210' FSL and 1310' FWL
 Section 35, Township 26 South, Range 27 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

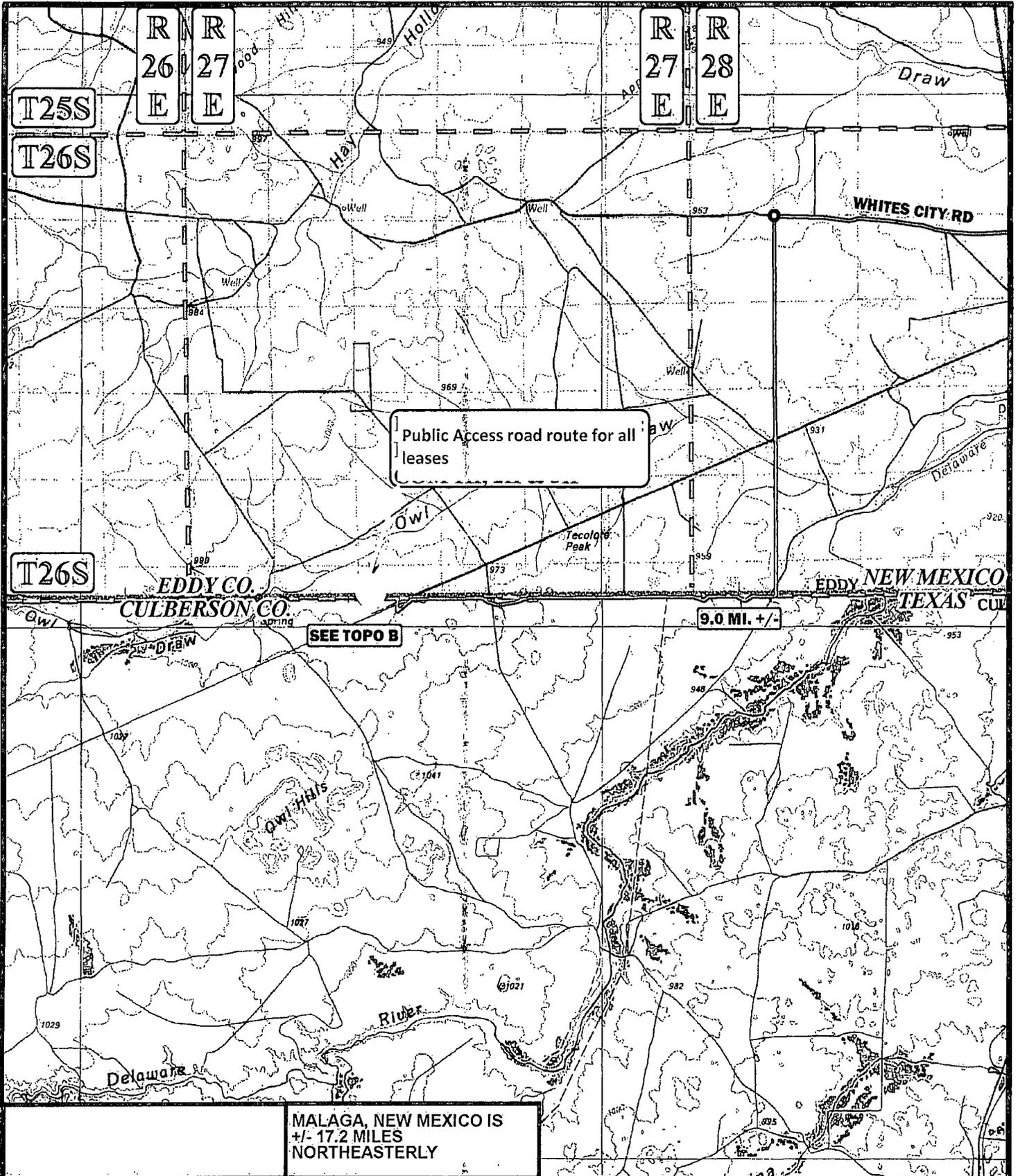
W.O. Number: 29238

Survey Date: 8-23-2013

Scale: 1" = 2 Miles

Date: 9-3-2013

**CIMAREX
 ENERGY CO.**



Public Access road route for all leases

SEE TOPO B

9.0 MI. +/-

MALAGA, NEW MEXICO IS +/- 17.2 MILES NORTHEASTERLY

SCALE: 1:100,000	REVISED: 9-23-13
DRAWN BY: J.L.H.	REV:10-16-13J.L.G.
DATE DRAWN: 09-04-13	



CIMAREX CIMAREX ENERGY CO.

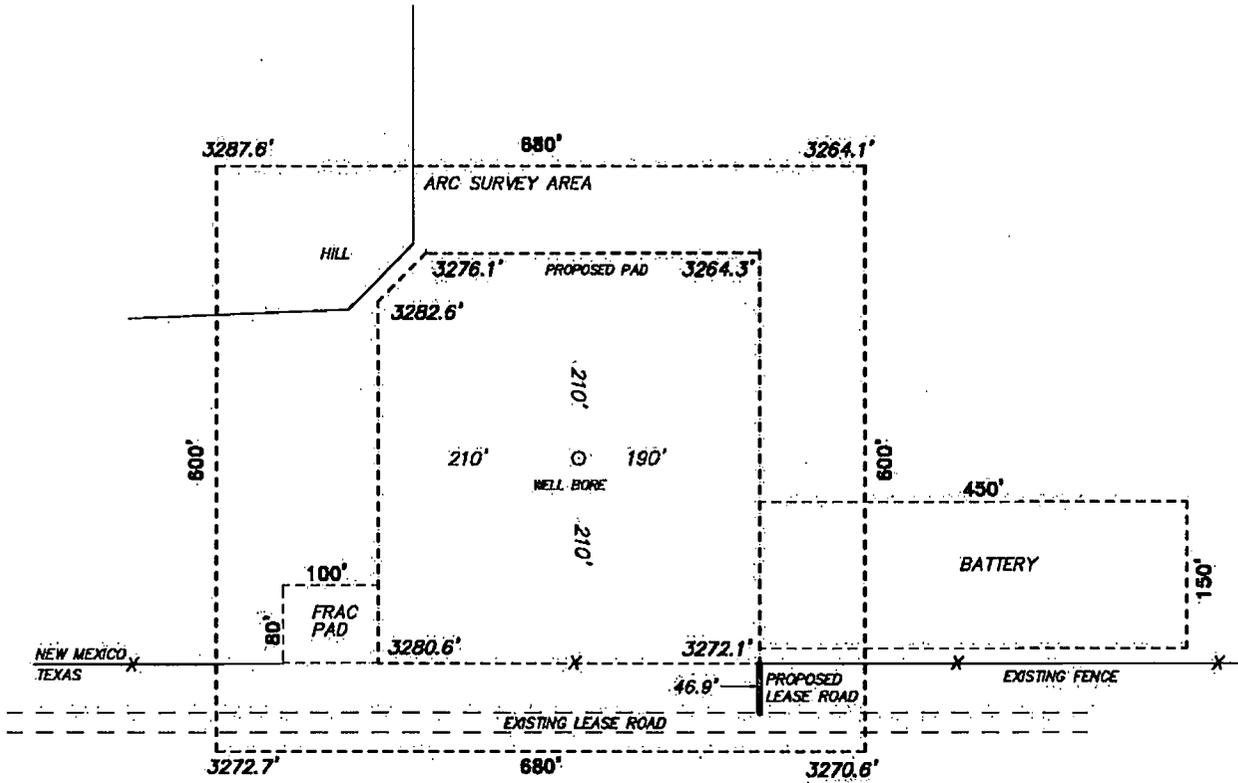


Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

ACCESS ROAD MAP TOPO A

Exhibit B

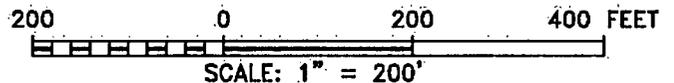
SECTION 35, TOWNSHIP 26 SOUTH, RANGE 27 EAST, N.M.P.M.,
 EDDY COUNTY, NEW MEXICO.



CIMAREX ENERGY CO.
HORNSBY 35 FEDERAL COM #3H
ELEV. - 3274'

Lat - N 32°00'02.08"
 Long - W 104°09'53.89"
 NMSPC - N 363991.264
 E 593519.582
 (NAD-83)

WHITES CITY NM IS ±17 MILES NORTHWEST OF LOCATION.



Directions to Location:

FROM HIGHWAY 285 AND WHITES CITY GO WEST 3.1 MILES TURN SOUTH AND GO 4.5 MILES THEN GO WEST 3.0 MILES TO PROPOSED ROAD.

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

W.O. Number: 29239 Drawn By: J. GOAD

Date: 9-3-2013 Disk: JG. - 29237-29238-29239

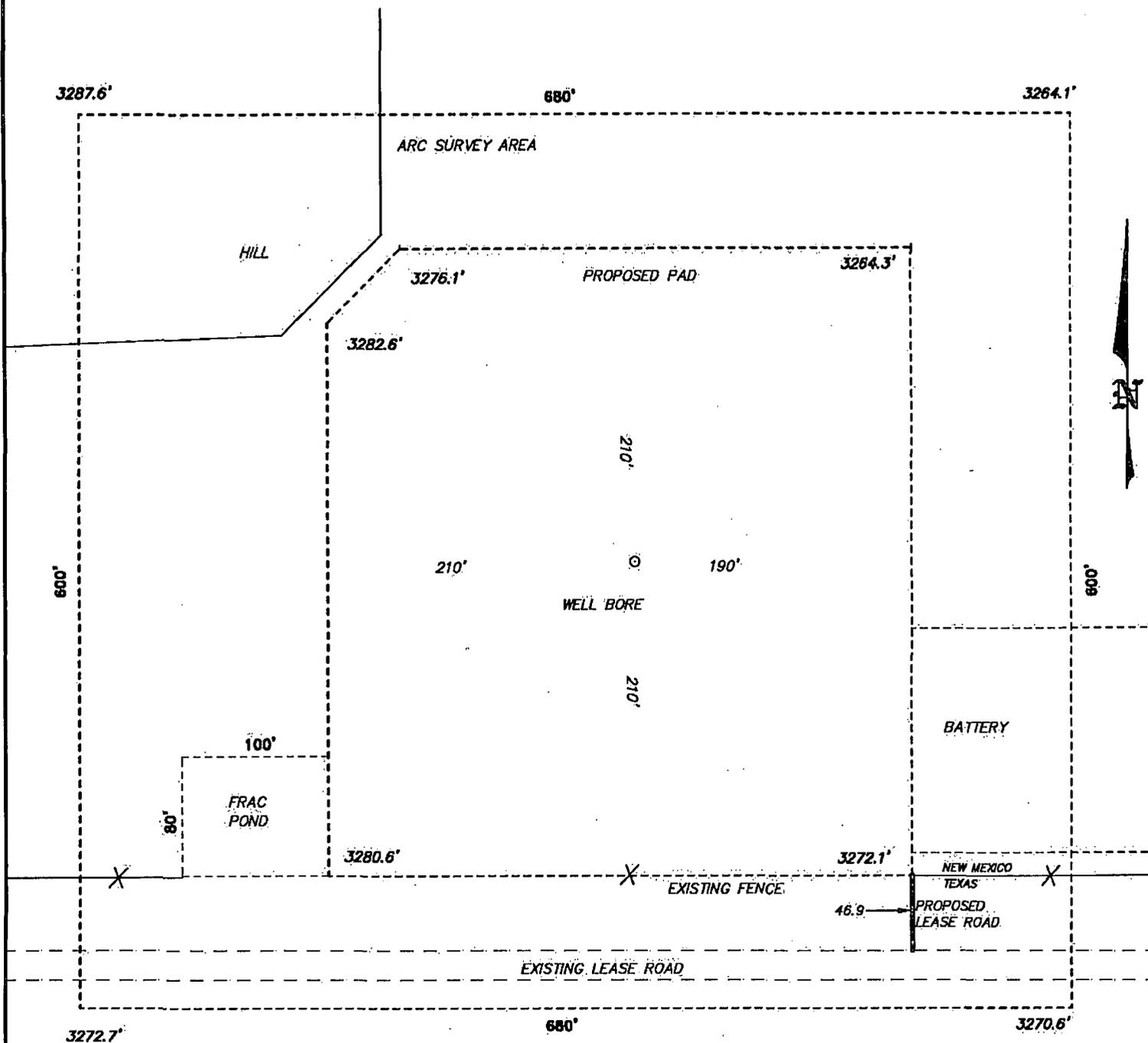
CIMAREX ENERGY CO.

REF: HORNSBY 35 FEDERAL COM #3H

THE HORNSBY 35 FEDERAL COM #3H LOCATED 210'
 FROM THE SOUTH LINE AND 1310' FROM THE WEST LINE OF
 SECTION 35, TOWNSHIP 26 SOUTH, RANGE 27 EAST,
 N.M.P.M., EDDY COUNTY, NEW MEXICO.

Survey Date: 8-23-2013 Sheet 1 of 1 Sheets

**SECTION 35, TOWNSHIP 26 SOUTH, RANGE 27 EAST, N.M.P.M.,
EDDY COUNTY, NEW MEXICO.**



SCALE: 1" = 100'

CIMAREX ENERGY CO.

REF: HORNSBY 35 FEDERAL COM #3H

THE HORNSBY 35 FEDERAL COM #3H LOCATED 210'
FROM THE SOUTH LINE AND 1310' FROM THE WEST LINE OF
SECTION 35, TOWNSHIP 26 SOUTH, RANGE 27 EAST,
N.M.P.M., EDDY COUNTY, NEW MEXICO.

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

W.O. Number: 29239

Drawn By: J. GOAD

Date: 9-3-2013

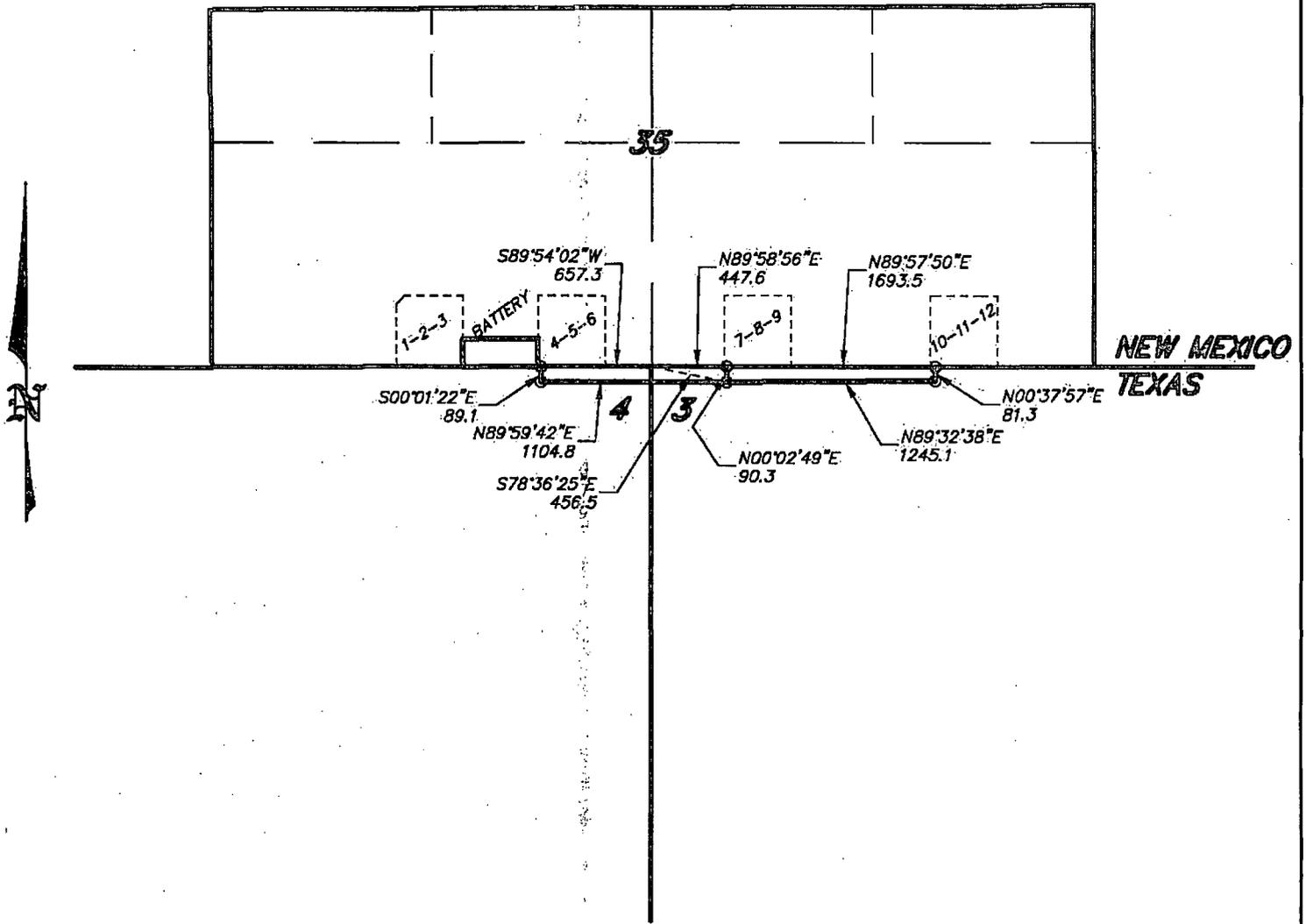
Disk: JG - 29237-29238-29239

Survey Date: 8-23-2013

Sheet 1 of 1 Sheets

Exhibit C-1

SECTIONS 3&4, BLOCK 59, TOWNSHIP 1 SOUTH, T&P RR SURVEY
CULBERSON COUNTY, TEXAS.

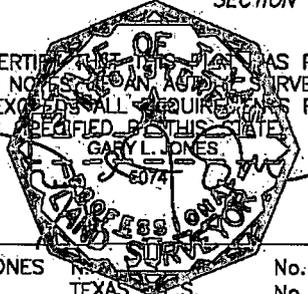


LEGAL DESCRIPTION

A STRIP OF LAND 30.0 FEET WIDE, LOCATED IN SECTIONS 3&4, TOWNSHIP 1 SOUTH, T&P RR CO SURVEY, CULBERSON COUNTY, TEXAS AND BEING 15.0 FEET LEFT AND RIGHT OF THE FOLLOWING DESCRIBED CENTERLINE SURVEY:
 BEGINNING AT A POINT WHICH LIES S.89°54'02"W., 657.3 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 4;
 THENCE S.00°01'22"E., 89.1 FEET; THENCE N.89°59'42"E., 1104.8 FEET; THENCE N.89°32'38"E., 1245.1 FEET;
 THENCE N.00°37'57"E., 81.3 FEET TO THE END OF THIS LINE WHICH LIES N.89°57'50"E. 1693.5 FEET FROM THE
 NORTHWEST CORNER OF SAID SECTION 3; THENCE BEGINNING AGAIN AT A POINT ON THE PROPOSED PIPELINE
 WHICH LIES S.78°36'25"E., 456.5 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 3; THENCE N.00°02'49"E.,
 90.3 FEET TO THE END OF THIS LINE WHICH LIES N.89°58'56"E., 447.6 FEET FROM THE NORTHWEST CORNER OF
 SAID SECTION 3. SAID STRIP OF LAND BEING 2610.6 FEET OR 158.22 RODS IN LENGTH.

SECTION 3 CONTAINING: 1864.2 FEET OR 112.98 RODS IN LENGTH.
 SECTION 4 CONTAINING: 746.4 FEET OR 45.24 RODS IN LENGTH.

I HEREBY CERTIFY THAT THIS PLAN WAS PREPARED FROM FIELD NOTES AND AN ACCURATE SURVEY AND MEETS OR EXCEEDS ALL REQUIREMENTS FOR LAND SURVEYS AS SPECIFIED IN THIS STATE.



GARY L. JONES No. 7977
 TEXAS SURV. No. 5074



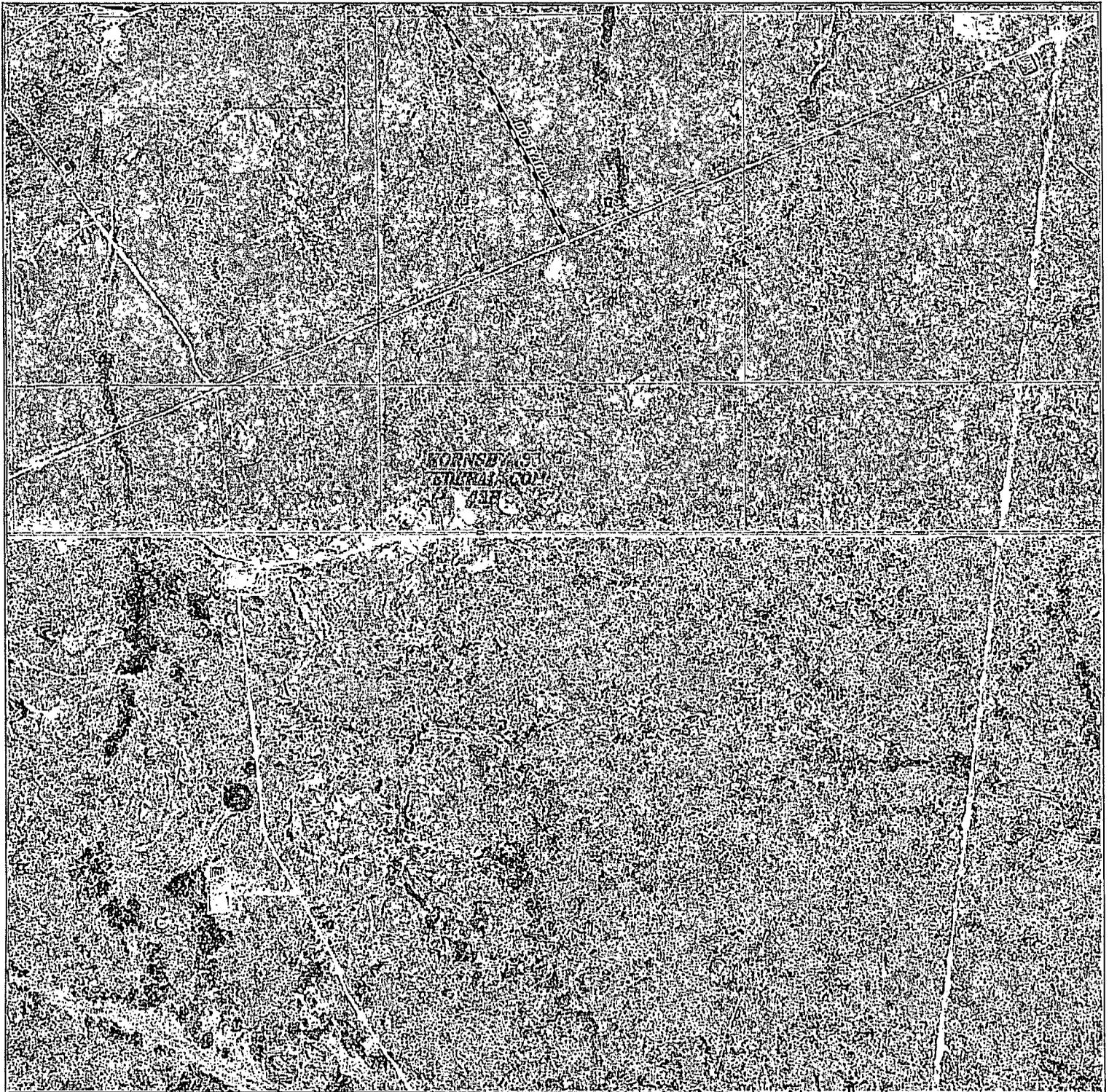
CIMAREX ENERGY CO.

REF: PROPOSED PIPELINE ROW FOR THE HORNSBY 35 WELLS

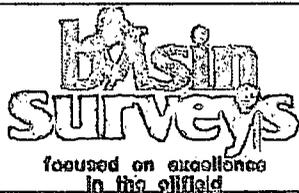
A PIPELINE CROSSING FEE LAND IN
 SECTIONS 4&5, BLOCK 59, TOWNSHIP 1 SOUTH,
 T&P RR CO SURVEY., CULBERSON COUNTY, TEXAS.

Basin Surveys P.O. BOX 1786 - HOBBS, NEW MEXICO

W.O. Number: 29243	Drawn By: J. M. SMALL.
Date: 09-06-2013	Disk: JMS 29243
Survey Date: 08-26-2013	Sheet 1 of 1 Sheets



HORNSBY 35 FEDERAL COM #3H
Located 210' FSL and 1310' FWL
Section 35, Township 26 South, Range 27 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) 392-2208 - Fax
basinsurveys.com

W.O. Number: 29238

Scale: 1" = 2000'

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

**CIMAREX
ENERGY CO.**

Application to Drill
Hornsby 35 Federal Com #3H

Cimarex Energy Co.
 UL: 4, Sec. 35, 26S, 27E
 Eddy Co., NM

In response to questions asked under Section II B of Bulletin NTL-6, the following information is provided for your consideration:

1. **Location:** SHL 210 FSL & 1310 FWL, Sec. 35, 26S, 27E
 BHL 330 FNL & 790 FWL, Sec. 26, 26S, 27E
2. **Elevation Above Sea Level:** 3,274' GR
3. **Geologic Name of Surface Formation:** Quaternary Alluvium Deposits
4. **Drilling Tools and Associated Equipment:** Conventional rotary drilling rig using fluid as a circulating medium for solids removal
5. **Proposed Drilling Depth:** 14,406 MD 7,734 TVD Pilot Hole TD: 8,200
6. **Estimated Tops of Geological Markers:**

Formation	Est Top	Bearing
Rustler		0 N/A
Salado	1627	N/A
Castille	2106	N/A
Bell Canyon	2284	Hydrocarbons
Cherry Canyon	3291	Hydrocarbons
Brushy Canyon	4425	Hydrocarbons
Brushy Canyon Lower	5709	Hydrocarbons
Bone Spring	5941	Hydrocarbons
Bone Spring "A" Shale	6044	N/A
Bone Spring "C" Shale	6574	N/A
1st Bone Spring Ss	6881	Hydrocarbons
2nd Bone Spring Ss	7349	Hydrocarbons
2nd Bone Spring Ss Horizontal Target	7734	Hydrocarbons
3rd Bone Spring Limestone	7836	Hydrocarbons
TD (Pilot Hole)	8200	Hydrocarbons

7. **Possible Mineral Bearing Formation:** Shown above

7A. **OSE Ground Water Estimated Depth:** 100'

8. **Casing Program:**

See COA

Name	Casing Depth From (ft)	Casing Setting Depth (ft) MD	Casing Setting Depth (ft) TVD	Open Hole Size (inches)	Casing Size (inches)	Casing Weight (lb/ft)	Casing Grade	Thread	Condition	BHP (psig)	Anticipated Mud Weight (ppg)	Collapse SF at Full Evacuation(1.125)	Collapse SF at 1/3 Evacuation(1.125)	Burst SF (1.125)	Cumulative Air Weight	Cumulative Bouyed Weight (lbs)	Bouyant Tension SF (1.8)
Surface	0	400	400	17 1/2	13-3/8"	48.00	H-40	ST&C	New	172	8.3	4.29		10.02	19,200	16,767	19.20
Intermediate	0	2260 2300	2260	12 1/4	9-5/8"	36.00	J-55	LT&C	New	1175	10.0		1.72	3.00	81,360	68,939	6.57
Production	0	7257	7257	8 3/4	5-1/2"	17.00	L-80	LT&C	New	3396	9.0	1.85		2.28	131,478	113,412	2.98
Production	7257	14406	7734	8 3/4	5-1/2"	17.00	L-80	BT&C	New	3619	9.0	1.74		2.14	8,109	6,995	56.76

Note: Operator may drill a 8-1/2" OH from end of curve to TD of the well. This is to reduce the need to ream the conventionally drilled curve to run a RSS assembly into the lateral.

Application to Drill
Hornsby 35 Federal Com #3H
 Cimarex Energy Co.
 UL: 4, Sec. 35, 26S, 27E
 Eddy Co., NM

8A. Casing Design and Casing Loading Assumptions:

Surface	Tension	A 1.8 design factor with effects of buoyancy: 8.30 ppg.
	Collapse	A 1.125 design factor with full internal evacuation and a collapse force equal to a 8.30 ppg mud gradient.
	Burst	A 1.125 design with a surface pressure equal to the fracture gradient at setting depth less gas gradient to surface.
Intermediate	Tension	A 1.8 design factor with effects of buoyancy: 10.00 ppg.
	Collapse	A 1.125 design factor evacuated 1/3 TVD of next casing string with a collapse force equal to a 10.00 ppg mud gradient.
	Burst	A 1.125 design with a surface pressure equal to the fracture gradient at setting depth less gas gradient to surface.
Production and/or Production Completion System	Tension	A 1.8 design factor with effects of buoyancy: 9.00 ppg.
	Collapse	A 1.125 design factor with full internal evacuation of next casing string with a collapse force equal to a 9.00 ppg mud gradient.
	Burst	A 1.125 design with a surface pressure equal to the fracture gradient at setting depth less gas gradient to surface.

9. Cementing Program:

Casing Type	Type	Sacks	Yield	Weight	Cubic Feet	Cement Blend
Surface	Lead	79	1.75	13.50		138 Class C + Bentonite + Calcium Chloride + LCM, 8.829 gps water
	Tail	195	1.34	14.80		260 Class C + LCM, 6.32 gps water
	TOC: 0		44% Excess			Centralizers per Onshore Order 2.III.B.1f
Intermediate	Lead	537	1.88	12.90		1008 35:65 (poz/C) + Salt + Bentonite + LCM + retarder, 9.65 gps water
	Tail	132	1.34	14.80		176 Class C + retarder + LCM, 6.32 gps water
	TOC: 0		82% Excess			
Production	Lead	613	2.40	11.90		1471 35:65 (poz/H) + salt + Sodium Metasilicate + Bentonite + Fluid Loss + Dispersant + LCM + Retarder, 13.80 gps water
	Tail	1949	1.24	14.50		2416 50:50 (poz/H) + Bentonite + Salt + Fluid Loss + Dispersant + LCM + Retarder, 5.55 gps water
	TOC: 2060		25% Excess			No centralizers planned in the lateral section. 1 every jt from EOC to KOP. 1 every 4th joint from KOP to 500' inside previous casing.

Cement volumes will be adjusted depending on hole size

9a. Proposed Drilling Plan:

Pilot Hole TD: 8,200' KOP: 7,257' EOC: 8,007'

Set OH mechanical whipstock w/ 893 ft of 2.875 tubing and pump 30 bbls of Mudpush @ 12 ppg, followed by 419 sks Type H cement, dispersant 0.080 gals/sk, retarder 0.045 gals/sk @ 17.50 ppg, 0.94 cuft/sk, & 0% excess from pilot hole TD to KOP. KO lateral and drill through the curve to TD. Run production csg to TD and cement.

Application to Drill
Hornsby 35 Federal Com #3H
Cimarex Energy Co.
UL: 4, Sec. 35, 26S, 27E
Eddy Co., NM

10. Pressure Control Equipment:

Exhibit "E-1". A BOP consisting of two rams with blind rams and pipe rams, and one annular preventer. Below the surface casing, a 2M system will be used. Below the intermediate casing, a 3M system will be used. See attachments for BOP and choke manifold diagrams. An accumulator that meets the requirements in Onshore Order #2 for the pressure rating of the BOP stack. A Rotating head may be installed as needed. A kelly cock will be installed and maintained in operable condition and a drill string safety valve in the open position will be available on the rig floor.

BOP and associated equipment will be installed, used, maintained, and tested in a manner necessary to assure well control and shall be in place and operational prior to drilling the surface casing shoe. The Annular Preventer shall be functioned at least weekly. The pipe and blind rams will be operated each trip. No abnormal pressure or temperature is expected while drilling.

BOPS will be tested by an independent service company. The ram preventers, choke manifold, and safety valves will be tested as follows: On the surface casing, pressure tests will be made to 250 psi low and 2000 psi high. On the intermediate casing, pressure tests will be made to 250 psi low and 3000 psi high.

The Annular Preventer will be tested to 250 psi low and 1000 psi high on the surface casing, and 250 low and 1500 high on the intermediate casing.

See COA
Cimarex Energy Co. of Colorado requests a variance to drill this well using a co-flex line between the BOP and choke manifold. Certification for proposed co-flex hose is attached (please see Exhibit F, F-1, F-2, F-3). The hose is not required by the manufacturer to be anchored. In the event the specific hose is not available, one of equal or higher rating will be used.

See COA
11. Proposed Mud Circulating System:

Depth	Mud Weight	Visc	Fluid Loss	Type Mud
0' to 400'	8.30	28	NC	FW Spud Mud
400' to 2260'	10.00	30-32	NC	Brine Water
2260' to 14406'	9.00	30-32	NC	FW/Cut Brine

Sufficient mud materials will be kept on location at all times in order to combat lost circulation or unexpected kicks. In order to run DSTs, open hole logs, and casing, the viscosity and water loss may have to be adjusted in order to meet these needs.

The Mud Monitoring System is an electronic Pason System satisfying requirements of Onshore Order 1.

12. Testing, Logging and Coring Program:

- A. Mud logging program: 2 man unit from 2260 to TD
- B. Electric logging program: CNL / LDT / CAL / GR, DLL / GR -- Inter. Csg to TD
CNL / GR -- Surf to Inter. Csg
- C. No DSTs or cores are planned at this time
- D. CBL w/ CCL from as far as gravity will let it fall to TOC

13. Potential Hazards:

No abnormal pressures or temperatures are expected. In accordance with Onshore Order 6, Cimarex does not anticipate that there will be enough H₂S from the surface to the Bone Spring formations to meet the BLM's minimum requirements for the submission of an "H₂S Drilling Operation Plan" or "Public Protection Plan" for the drilling and completion of this well. Since we have an H₂S Safety package on all wells, attached is an "H₂S Drilling Operations Plan." Adequate flare lines will be installed off the mud / gas separator where gas may be flared safely. All personnel will be familiar with all aspects of safe operation of equipment being used.

Estimated BHP: 3690 psi

Estimated BHT: 142°

14. Construction and Drilling:

Road and location construction will begin after BLM approval of APD. Anticipated spud date as soon as approved. Drilling expected to take: 35 days.

If production casing is run an additional 30 days will be required to complete and construct surface facilities.

15. Other Facets of Operations:

If production casing is run an additional 30 days will be required to complete and construct surface facilities.

2nd Bone Spring Ss Horizontal Target pay will be perforated and stimulated.

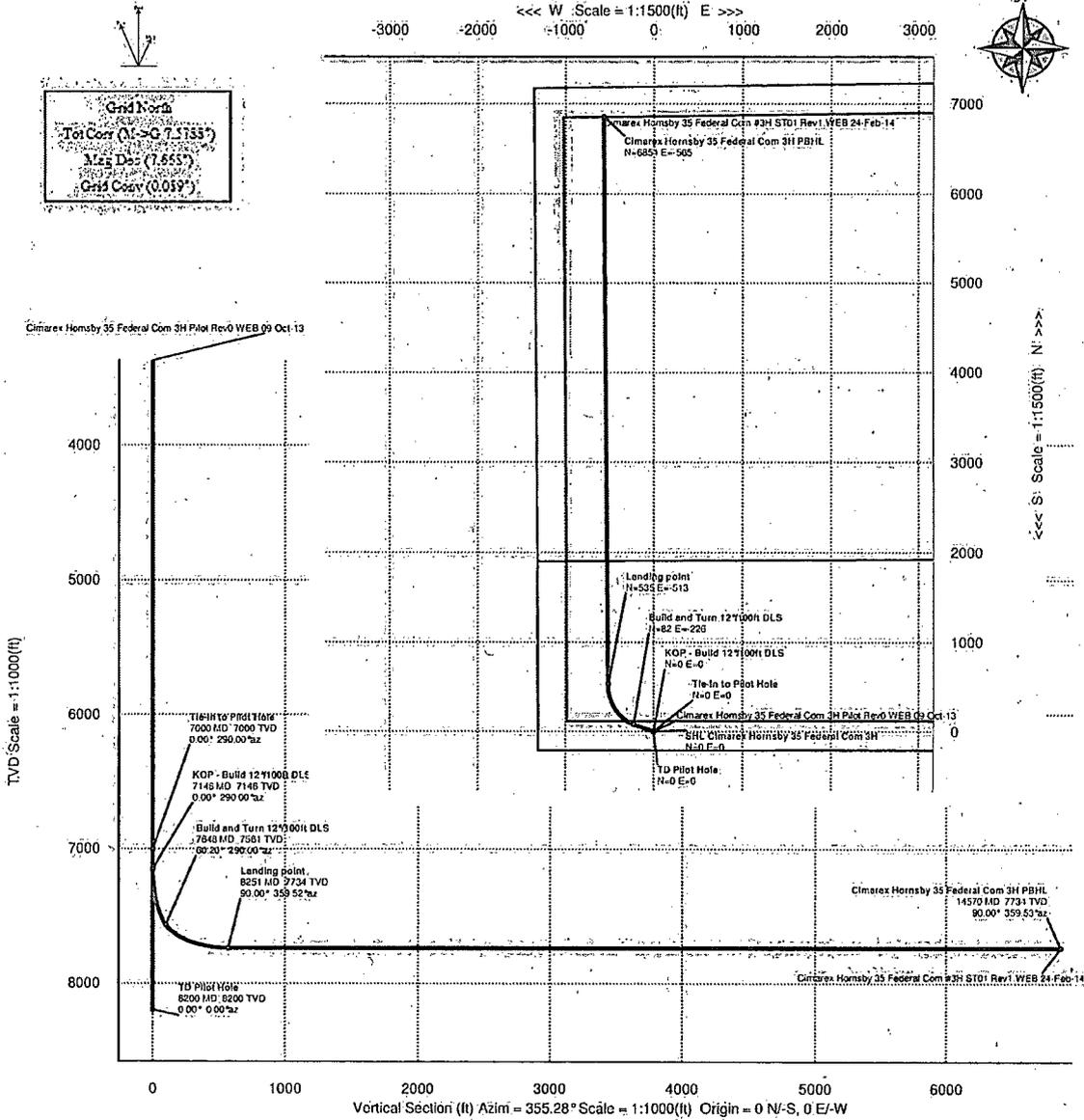
The proposed well will be tested and potentialized as **Oil**



Cimarex



WELL	Hornsby 35 Federal Com 3H	FIELD	NM Eddy County (NAD 83)	GEOMETRY	TBD
Magnetics Parameters	Corr: 53801 Mag Dec: 7.668	Date:	October 05, 2013	Surface Location	UACN 1306 Merco Data Plane, Easton Zone, US Feet Lat: N 32° 45' 2.628" W 104° 53' 48.3" E Easting: 53919.24105 Sounding: 1046 (497) 50811
Block:	BCGV 2013	Operator:	Hornsby 35 Federal Com 3H TVD Plot - Original (05/11/14) (05/14)	Plot:	8101 Rev 1 WEB 21 Feb 14 - Eng Data - October 05, 2013



Critical Points

Critical Point	MD	INCL	AZIM	TVD	VSEC	N(+)/S(-)	E(+)/W(-)	DLS
Tie-In to Pilot Hole	7000.00	0.00	290.00	7000.00	0.00	0.00	0.00	
KOP - Build 12°/100ft DLS	7146.20	0.00	290.00	7146.20	0.00	0.00	0.00	0.00
Build and Turn 12°/100ft DLS	7647.87	60.20	290.00	7560.53	100.42	82.15	-225.69	12.00
Landing point	8250.71	90.00	359.53	7734.00	575.17	534.79	-513.22	12.00
Cimarex Hornsby 35 Federal Com 3H PBHL	14570.34	90.00	359.53	7734.00	6877.48	6854.20	-565.45	0.00



**Cimarex Hornsby 35 Federal Com #3H ST01 Rev1 WEB 24-Feb-14 Proposal
Geodetic Report 100' Interpolated
(Non-Def Plan)**



Report Date: February 24, 2014 - 05:17 PM
 Client: Cimarex
 Field: NM Eddy County (NAD.83)
 Structure / Slot: Cimarex Hornsby 35 Federal Com 3H / Cimarex Hornsby 35 Federal Com 3H
 Well: Cimarex Hornsby 35 Federal Com 3H
 Borehole: ST01 Borehole
 UWI / API#: Unknown / Unknown
 Survey Name: Cimarex Hornsby 35 Federal Com #3H ST01 Rev1 WEB 24-Feb-14
 Survey Date: October 09, 2013
 Tort / AHD / DDI / ERD Ratio: 132.532° / 7129.573 ft / 6.250 / 0.922
 Coordinate Reference System: NAD83 New Mexico State Plane, Eastern Zone, US Feet
 Location Lat / Long: N 32° 0' 2.08923", W 104° 9' 53.98777"
 Location Grid N/E Y/X: N 363991.264 ftUS, E 593519.582 ftUS
 CRS Grid Convergence Angle: 0:0892°
 Grid Scale Factor: 0.99991221

Survey / DLS Computation: Minimum Curvature / Lubinski
 Vertical Section Azimuth: 355:284° (Grid North)
 Vertical Section Origin: 0:000 ft; 0:000 ft
 TVD Reference Datum: Ground level
 TVD Reference Elevation: 3274.000 ft above
 Seabed / Ground Elevation: 3274.000 ft above
 Magnetic Declination: 7.668°
 Total Gravity Field Strength: 998:4812mgn (9.80665 Based)
 Total Magnetic Field Strength: 48163.510 nT
 Magnetic Dip Angle: 59.801°
 Declination Date: October 09, 2013
 Magnetic Declination Model: BGGM 2013
 North Reference: Grid North
 Grid Convergence Used: 0:0892°
 Total Corr Mag North -> Grid North: 7:5788°
 Local Coord Referenced To: Structure Reference Point

Comments	MD (ft)	Incl (°)	Azim Grid (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (°/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S ° ' ")	Longitude (E/W ° ' ")
Tie-in to Pilot Hole	7000.00	0.00	290.00	7000.00	0.00	0.00	0.00	N/A	363991.26	593519.58	N 32 0 2.09 W 104 9 53.99	
	7100.00	0.00	290.00	7100.00	0.00	0.00	0.00	0.00	363991.26	593519.58	N 32 0 2.09 W 104 9 53.99	
KOP - Build 12"/100ft DLS	7146.20	0.00	290.00	7146.20	0.00	0.00	0.00	0.00	363991.26	593519.58	N 32 0 2.09 W 104 9 53.99	
	7200.00	8.46	290.00	7199.89	1.27	1.04	-2.85	12.00	363992.30	593516.74	N 32 0 2.10 W 104 9 54.02	
	7300.00	18.46	290.00	7297.35	10.27	8.40	-23.08	12.00	363999.66	593496.51	N 32 0 2.17 W 104 9 54.26	
	7400.00	30.46	290.00	7388.22	27.55	22.53	-61.91	12.00	364013.79	593457.68	N 32 0 2.31 W 104 9 54.71	
	7500.00	42.46	290.00	7468.50	52.35	42.82	-117.64	12.00	364034.08	593401.95	N 32 0 2.51 W 104 9 55.35	
	7600.00	54.46	290.00	7534.70	83.58	68.37	-187.85	12.00	364059.63	593331.75	N 32 0 2.77 W 104 9 56.17	
Build and Turn 12"/100ft DLS	7647.87	60.20	290.00	7560.53	100.42	82.15	-225.69	12.00	364073.40	593293.91	N 32 0 2.91 W 104 9 56.61	
	7700.00	61.53	297.00	7585.93	121.95	100.30	-267.41	12.00	364091.56	593252.20	N 32 0 3.09 W 104 9 57.09	
	7800.00	65.02	309.86	7631.06	177.07	149.48	-341.63	12.00	364140.73	593177.99	N 32 0 3.57 W 104 9 57.95	
	7900.00	69.54	321.92	7669.79	248.26	215.65	-405.54	12.00	364206.89	593114.07	N 32 0 4.23 W 104 9 58.69	
	8000.00	74.85	333.23	7700.45	332.42	295.90	-456.36	12.00	364287.14	593063.26	N 32 0 5.02 W 104 9 59.28	
	8100.00	80.68	343.96	7721.70	425.87	386.74	-491.87	12.00	364377.97	593027.76	N 32 0 5.92 W 104 9 59.69	
	8200.00	86.83	354.33	7732.60	524.53	484.19	-510.50	12.00	364475.41	593009.12	N 32 0 6.89 W 104 9 59.91	
Landing point	8250.71	90.00	359.53	7734.00	575.17	534.79	-513.22	12.00	364526.00	593006.41	N 32 0 7.39 W 104 9 59.94	
	8300.00	90.00	359.53	7734.00	624.33	584.08	-513.63	0:00	364575.29	593006.00	N 32 0 7.88 W 104 9 59.94	
	8400.00	90.00	359.53	7734.00	724.05	684.07	-514.46	0:00	364675.28	593005.17	N 32 0 8.87 W 104 9 59.95	
	8500.00	90.00	359.53	7734.00	823.78	784.07	-515.29	0:00	364775.26	593004.34	N 32 0 9.86 W 104 9 59.96	
	8600.00	90:00	359.53	7734.00	923.51	884.07	-516.11	0:00	364875.25	593003.51	N 32 0 10.85 W 104 9 59.97	

Comments	MD (ft)	Incl (°)	Azim Grid (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (%/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S ° ' ")	Longitude (E/W ° ' ")
	8700.00	90.00	359:53	7734.00	1023.23	984.06	-516.94	0.00	364975.24	593002.68	N 32° 0' 11.83"	W 104° 9' 59.97"
	8800.00	90.00	359:53	7734.00	1122.96	1084.06	-517.77	0.00	365075.23	593001.86	N 32° 0' 12.82"	W 104° 9' 59.98"
	8900.00	90.00	359:53	7734.00	1222.69	1184.06	-518.60	0.00	365175.21	593001.03	N 32° 0' 13.81"	W 104° 9' 59.99"
	9000.00	90.00	359:53	7734.00	1322.41	1284.05	-519.43	0.00	365275.20	593000.20	N 32° 0' 14.80"	W 104° 10' 0.00"
	9100.00	90.00	359:53	7734.00	1422.14	1384.05	-520.26	0.00	365375.19	592999.37	N 32° 0' 15.79"	W 104° 10' 0.00"
	9200.00	90.00	359:53	7734.00	1521.86	1484.05	-521.09	0.00	365475.18	592998.54	N 32° 0' 16.78"	W 104° 10' 0.01"
	9300.00	90.00	359:53	7734.00	1621.59	1584.04	-521.91	0.00	365575.16	592997.71	N 32° 0' 17.77"	W 104° 10' 0.02"
	9400.00	90.00	359:53	7734.00	1721.32	1684.04	-522.74	0.00	365675.15	592996.89	N 32° 0' 18.76"	W 104° 10' 0.03"
	9500.00	90.00	359:53	7734.00	1821.04	1784.03	-523.57	0.00	365775.14	592996.06	N 32° 0' 19.75"	W 104° 10' 0.04"
	9600.00	90.00	359:53	7734.00	1920.77	1884.03	-524.40	0.00	365875.13	592995.23	N 32° 0' 20.74"	W 104° 10' 0.04"
	9700.00	90.00	359:53	7734.00	2020.49	1984.03	-525.23	0.00	365975.11	592994.40	N 32° 0' 21.73"	W 104° 10' 0.05"
	9800.00	90.00	359:53	7734.00	2120.22	2084.02	-526.05	0.00	366075.10	592993.58	N 32° 0' 22.72"	W 104° 10' 0.06"
	9900.00	90.00	359:53	7734.00	2219.95	2184.02	-526.88	0.00	366175.09	592992.75	N 32° 0' 23.71"	W 104° 10' 0.07"
	10000.00	90.00	359:53	7734.00	2319.67	2284.02	-527.71	0.00	366275.08	592991.92	N 32° 0' 24.70"	W 104° 10' 0.07"
	10100.00	90.00	359:53	7734.00	2419.40	2384.01	-528.54	0.00	366375.06	592991.09	N 32° 0' 25.69"	W 104° 10' 0.08"
	10200.00	90.00	359:53	7734.00	2519.12	2484.01	-529.36	0.00	366475.05	592990.27	N 32° 0' 26.68"	W 104° 10' 0.09"
	10300.00	90.00	359:53	7734.00	2618.85	2584.01	-530.19	0.00	366575.04	592989.44	N 32° 0' 27.67"	W 104° 10' 0.10"
	10400.00	90.00	359:53	7734.00	2718.58	2684.00	-531.02	0.00	366675.03	592988.61	N 32° 0' 28.66"	W 104° 10' 0.11"
	10500.00	90.00	359:53	7734.00	2818.30	2784.00	-531.85	0.00	366775.01	592987.78	N 32° 0' 29.65"	W 104° 10' 0.11"
	10600.00	90.00	359:53	7734.00	2918.03	2884.00	-532.67	0.00	366875.00	592986.96	N 32° 0' 30.64"	W 104° 10' 0.12"
	10700.00	90.00	359:53	7734.00	3017.75	2983.99	-533.50	0.00	366974.99	592986.13	N 32° 0' 31.63"	W 104° 10' 0.13"
	10800.00	90.00	359:53	7734.00	3117.48	3083.99	-534.33	0.00	367074.98	592985.30	N 32° 0' 32.61"	W 104° 10' 0.14"
	10900.00	90.00	359:53	7734.00	3217.21	3183.99	-535.15	0.00	367174.97	592984.48	N 32° 0' 33.60"	W 104° 10' 0.15"
	11000.00	90.00	359:53	7734.00	3316.93	3283.98	-535.98	0.00	367274.95	592983.65	N 32° 0' 34.59"	W 104° 10' 0.15"
	11100.00	90.00	359:53	7734.00	3416.66	3383.98	-536.81	0.00	367374.94	592982.82	N 32° 0' 35.58"	W 104° 10' 0.16"
	11200.00	90.00	359:53	7734.00	3516.38	3483.98	-537.64	0.00	367474.93	592982.00	N 32° 0' 36.57"	W 104° 10' 0.17"
	11300.00	90.00	359:53	7734.00	3616.11	3583.97	-538.46	0.00	367574.92	592981.17	N 32° 0' 37.56"	W 104° 10' 0.18"
	11400.00	90.00	359:53	7734.00	3715.84	3683.97	-539.29	0.00	367674.90	592980.34	N 32° 0' 38.55"	W 104° 10' 0.18"
	11500.00	90.00	359:53	7734.00	3815.56	3783.97	-540.11	0.00	367774.89	592979.52	N 32° 0' 39.54"	W 104° 10' 0.19"
	11600.00	90.00	359:53	7734.00	3915.29	3883.96	-540.94	0.00	367874.88	592978.69	N 32° 0' 40.53"	W 104° 10' 0.20"
	11700.00	90.00	359:53	7734.00	4015.01	3983.96	-541.77	0.00	367974.87	592977.86	N 32° 0' 41.52"	W 104° 10' 0.21"
	11800.00	90.00	359:53	7734.00	4114.74	4083.96	-542.59	0.00	368074.85	592977.04	N 32° 0' 42.51"	W 104° 10' 0.22"
	11900.00	90.00	359:53	7734.00	4214.47	4183.95	-543.42	0.00	368174.84	592976.21	N 32° 0' 43.50"	W 104° 10' 0.22"
	12000.00	90.00	359:53	7734.00	4314.19	4283.95	-544.25	0.00	368274.83	592975.38	N 32° 0' 44.49"	W 104° 10' 0.23"
	12100.00	90.00	359:53	7734.00	4413.92	4383.95	-545.07	0.00	368374.82	592974.56	N 32° 0' 45.48"	W 104° 10' 0.24"
	12200.00	90.00	359:53	7734.00	4513.64	4483.94	-545.90	0.00	368474.80	592973.73	N 32° 0' 46.47"	W 104° 10' 0.25"
	12300.00	90.00	359:53	7734.00	4613.37	4583.94	-546.72	0.00	368574.79	592972.91	N 32° 0' 47.46"	W 104° 10' 0.25"
	12400.00	90.00	359:53	7734.00	4713.10	4683.94	-547.55	0.00	368674.78	592972.08	N 32° 0' 48.45"	W 104° 10' 0.26"
	12500.00	90.00	359:53	7734.00	4812.82	4783.93	-548.38	0.00	368774.77	592971.26	N 32° 0' 49.44"	W 104° 10' 0.27"
	12600.00	90.00	359:53	7734.00	4912.55	4883.93	-549.20	0.00	368874.75	592970.43	N 32° 0' 50.43"	W 104° 10' 0.28"
	12700.00	90.00	359:53	7734.00	5012.27	4983.93	-550.03	0.00	368974.74	592969.61	N 32° 0' 51.42"	W 104° 10' 0.29"
	12800.00	90.00	359:53	7734.00	5112.00	5083.92	-550.85	0.00	369074.73	592968.78	N 32° 0' 52.41"	W 104° 10' 0.29"
	12900.00	90.00	359:53	7734.00	5211.73	5183.92	-551.68	0.00	369174.72	592967.95	N 32° 0' 53.40"	W 104° 10' 0.30"
	13000.00	90.00	359:53	7734.00	5311.45	5283.92	-552.50	0.00	369274.70	592967.13	N 32° 0' 54.38"	W 104° 10' 0.31"
	13100.00	90.00	359:53	7734.00	5411.18	5383.91	-553.33	0.00	369374.69	592966.30	N 32° 0' 55.37"	W 104° 10' 0.32"
	13200.00	90.00	359:53	7734.00	5510.90	5483.91	-554.15	0.00	369474.68	592965.48	N 32° 0' 56.36"	W 104° 10' 0.32"
	13300.00	90.00	359:53	7734.00	5610.63	5583.91	-554.98	0.00	369574.67	592964.65	N 32° 0' 57.35"	W 104° 10' 0.33"
	13400.00	90.00	359:53	7734.00	5710.36	5683.90	-555.80	0.00	369674.66	592963.83	N 32° 0' 58.34"	W 104° 10' 0.34"
	13500.00	90.00	359:53	7734.00	5810.08	5783.90	-556.63	0.00	369774.64	592963.00	N 32° 0' 59.33"	W 104° 10' 0.35"

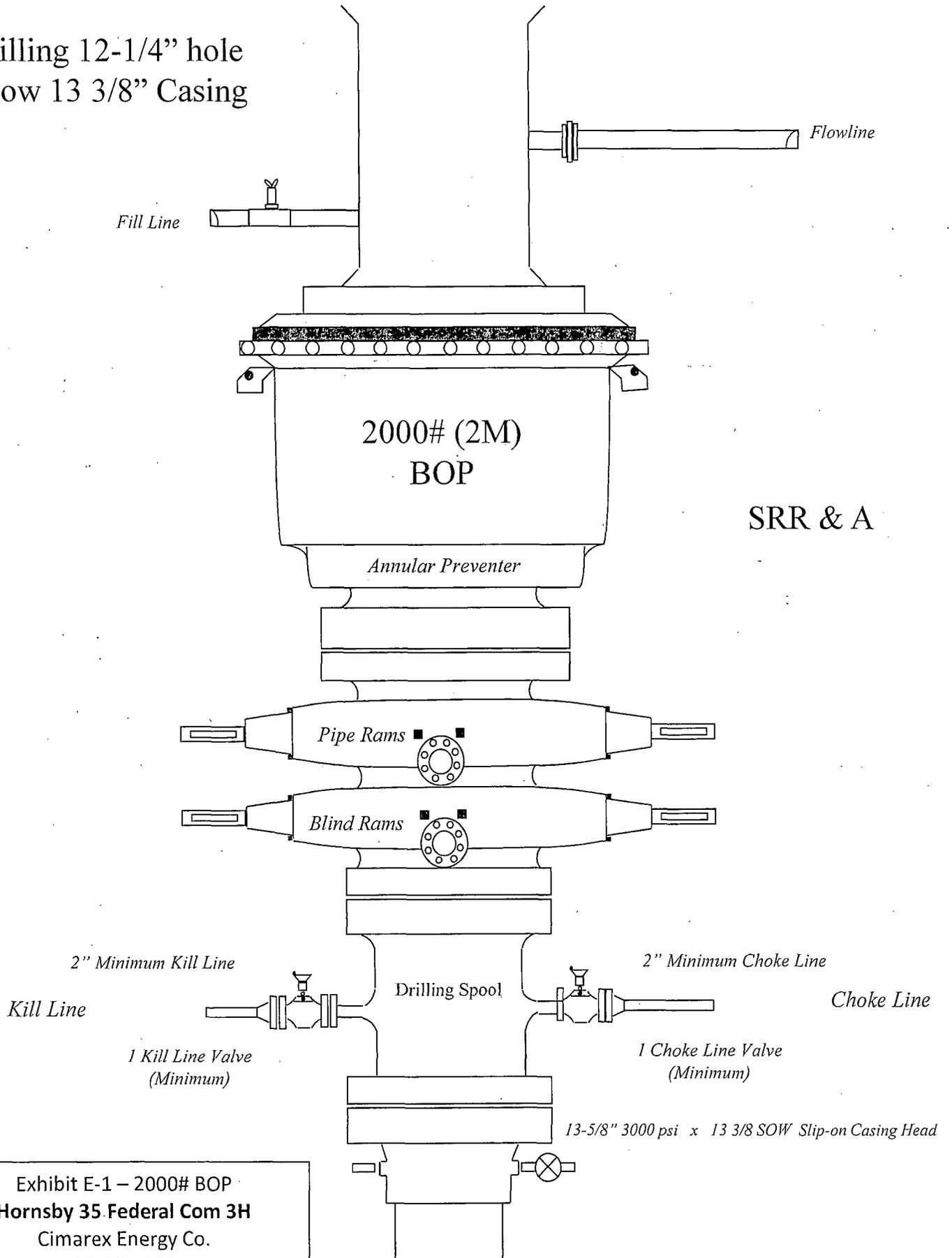
Comments	MD (ft)	Incl (°)	Azim Grid (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (*/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S ° ' ")	Longitude (E/W ° ' ")
	13600.00	90.00	359.53	7734.00	5909.81	5883.89	-557.45	0.00	369874.63	592962.18	N 32 1 0.32	W 104 10 0.36
	13700.00	90.00	359.53	7734.00	6009.53	5983.89	-558.28	0.00	369974.62	592961.35	N 32 1 1.31	W 104 10 0.36
	13800.00	90.00	359.53	7734.00	6109.26	6083.89	-559.10	0.00	370074.61	592960.53	N 32 1 2.30	W 104 10 0.37
	13900.00	90.00	359.53	7734.00	6208.98	6183.88	-559.93	0.00	370174.59	592959.71	N 32 1 3.29	W 104 10 0.38
	14000.00	90.00	359.53	7734.00	6308.71	6283.88	-560.75	0.00	370274.58	592958.88	N 32 1 4.28	W 104 10 0.39
	14100.00	90.00	359.53	7734.00	6408.44	6383.88	-561.58	0.00	370374.57	592958.06	N 32 1 5.27	W 104 10 0.39
	14200.00	90.00	359.53	7734.00	6508.16	6483.87	-562.40	0.00	370474.56	592957.23	N 32 1 6.26	W 104 10 0.40
	14300.00	90.00	359.53	7734.00	6607.89	6583.87	-563.22	0.00	370574.54	592956.41	N 32 1 7.25	W 104 10 0.41
	14400.00	90.00	359.53	7734.00	6707.61	6683.87	-564.05	0.00	370674.53	592955.58	N 32 1 8.24	W 104 10 0.42
	14500.00	90.00	359.53	7734.00	6807.34	6783.86	-564.87	0.00	370774.52	592954.76	N 32 1 9.23	W 104 10 0.43
Cimarex Hornsby 35 Federal Com 3H / PBHL	14570.34	90.00	359.53	7734.00	6877.48	6854.20	-565.45	0.00	370844.85	592954.18	N 32 1 9.92	W 104 10 0.43

Survey Type: Non-Def Plan

Survey Error Model: ISCWSA Rev 0 *** 3-D:95.000% Confidence 2.7955:sigma
Survey Program:

Description	MD From (ft)	MD To (ft)	EOU Freq (ft)	Hole Size (in)	Casing Diameter (in)	Survey Tool Type	Borehole / Survey
	0.000	7000.000	1/100.000	30.000	30.000	SLB_MWD-POOR	Pilot Borehole / Cimarex Hornsby 35 Federal Com 3H: Pilot Rev 0
	7000.000	14406.538	1/100.000	30.000	30.000	SLB_MWD-POOR	ST01 Borehole / Cimarex Hornsby 35: Federal Com #3H

Drilling 12-1/4" hole
below 13 3/8" Casing



SRR & A

Exhibit E-1 – 2000# BOP
Hornsby 35 Federal Com 3H
Cimarex Energy Co.
35-26S-27E
SHL 210 FSL & 1310 FWL
BHL 330 FNL & 790 FWL
Eddy County, NM

Drilling 8-3/4" hole
below 9 5/8" Casing

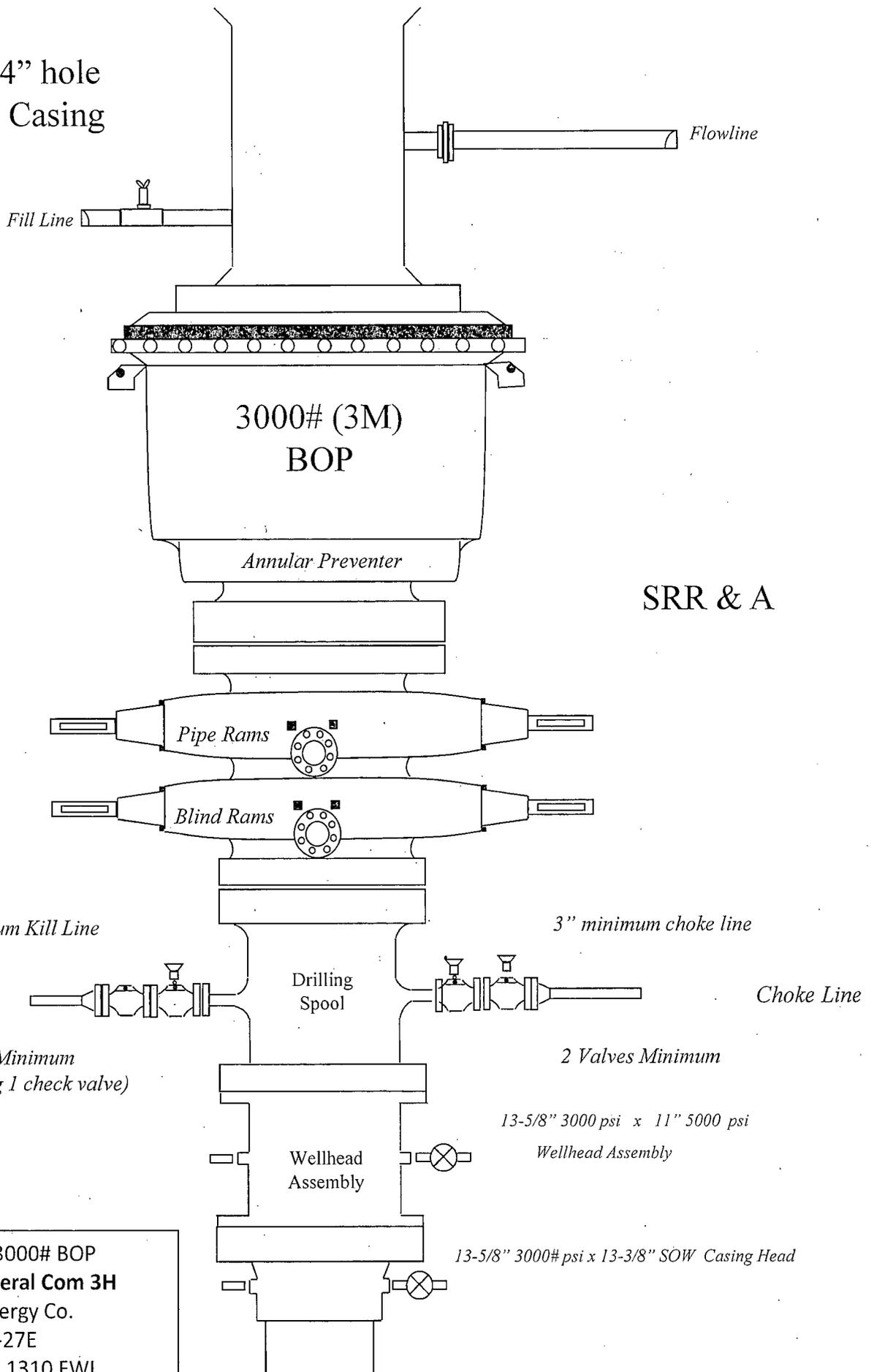
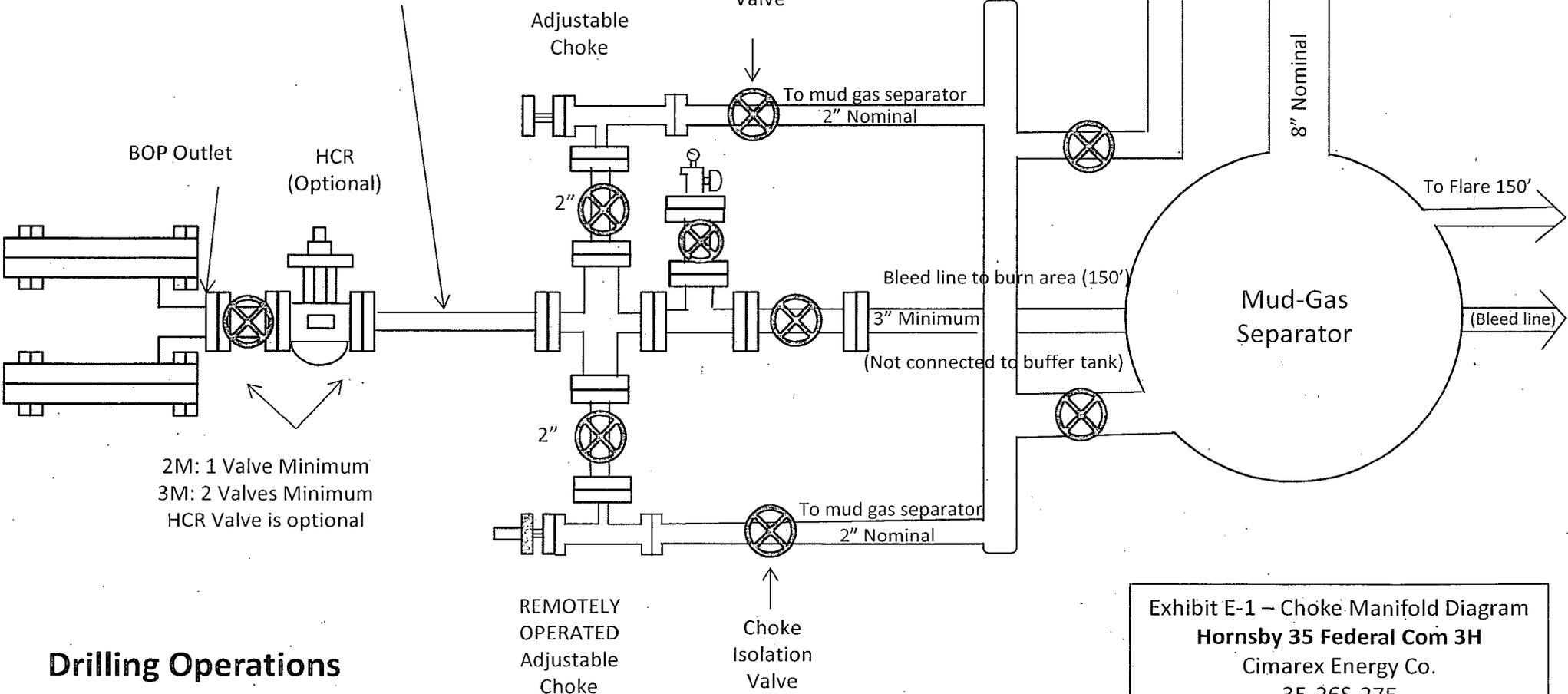


Exhibit E-1 – 3000# BOP
Hornsby 35 Federal Com 3H
Cimarex Energy Co.
35-26S-27E
SHL 210 FSL & 1310 FWL
BHL 330 FNL & 790 FWL
Eddy County, NM

Choke Line:
 2M System: 2" Minimum
 3M System: 3" Minimum
 OPTIONAL: 4" Flex Hose may be used if approved in APD



2M: 1 Valve Minimum
 3M: 2 Valves Minimum
 HCR Valve is optional

REMOTELY
 OPERATED
 Adjustable
 Choke

Choke
 Isolation
 Valve

**Drilling Operations
 Choke Manifold
 2M/3M Service**

Exhibit E-1 – Choke Manifold Diagram
Hornsby 35 Federal Com 3H
 Cimarex Energy Co.
 35-26S-27E
 SHL 210 FSL & 1310 FWL
 BHL 330 FNL & 790 FWL
 Eddy County, NM

Exhibit F – Co-Flex Hose
Hornsby 35 Federal Com 3H

Cimarex Energy Co.
35-26S-27E

SHL 210 FSL & 1310 FWL

BHL 330 FNL & 790 FWL

Eddy County, NM

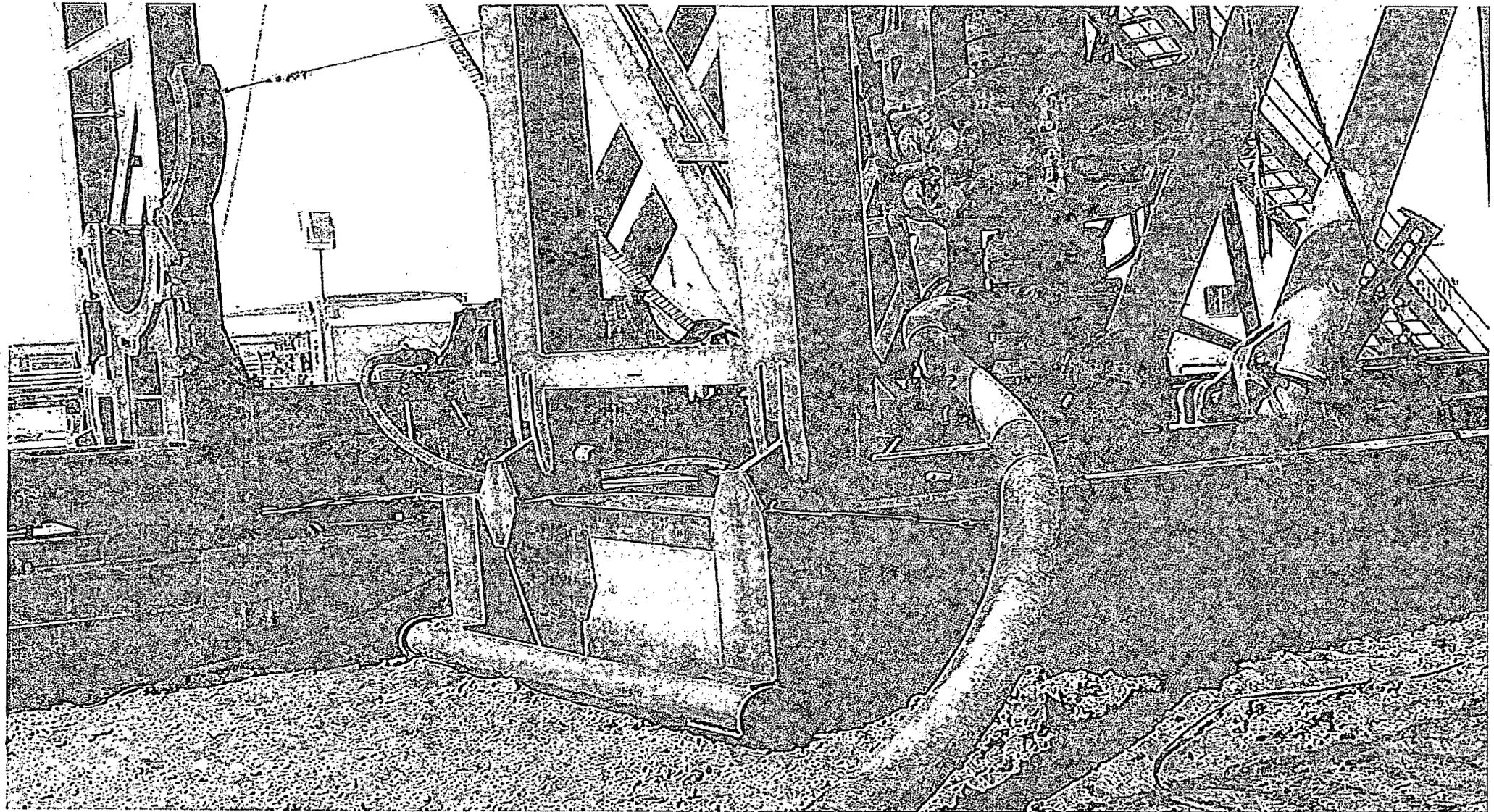


Exhibit F-1 – Co-Flex Hose Hydrostatic Test

Hornsby 35 Federal Com 3H

Cimarex Energy Co.

35-26S-27E

SHL 210 FSL & 1310 FWL

BHL 330 FNL & 790 FWL

Eddy County, NM



Midwest Hose & Specialty, Inc.

INTERNAL HYDROSTATIC TEST REPORT

Customer: Oderco Inc		P.O. Number: odyd-271	
HOSE SPECIFICATIONS			
Type: Stainless Steel Armor Choke & Kill Hose		Hose Length: 45'ft.	
I.D. 4 INCHES		O.D. 9 INCHES	
WORKING PRESSURE 10,000 PSI	TEST PRESSURE 15,000 PSI	BURST PRESSURE 0 PSI	
COUPLINGS			
Stem Part No.: OKC OKC		Ferrule No.: OKC OKC	
Type of Coupling: Swage-It			
PROCEDURE			
<i>Hose assembly pressure tested with water at ambient temperature.</i>			
TIME HELD AT TEST PRESSURE 15 MIN.		ACTUAL BURST PRESSURE: 0 PSI	
Hose Assembly Serial Number: 79793		Hose Serial Number: OKC	
Comments:			
Date: 3/8/2011	Tested: <i>A. James Jones</i>	Approved: <i>[Signature]</i>	



Midwest Hose & Specialty, Inc.

Internal Hydrostatic Test Graph

Customer: Houston

Pick Ticket #: 94260

Hose Specifications

Hose Type: C&K
 I.D.: 4"
 Working Pressure: 10000 PSI

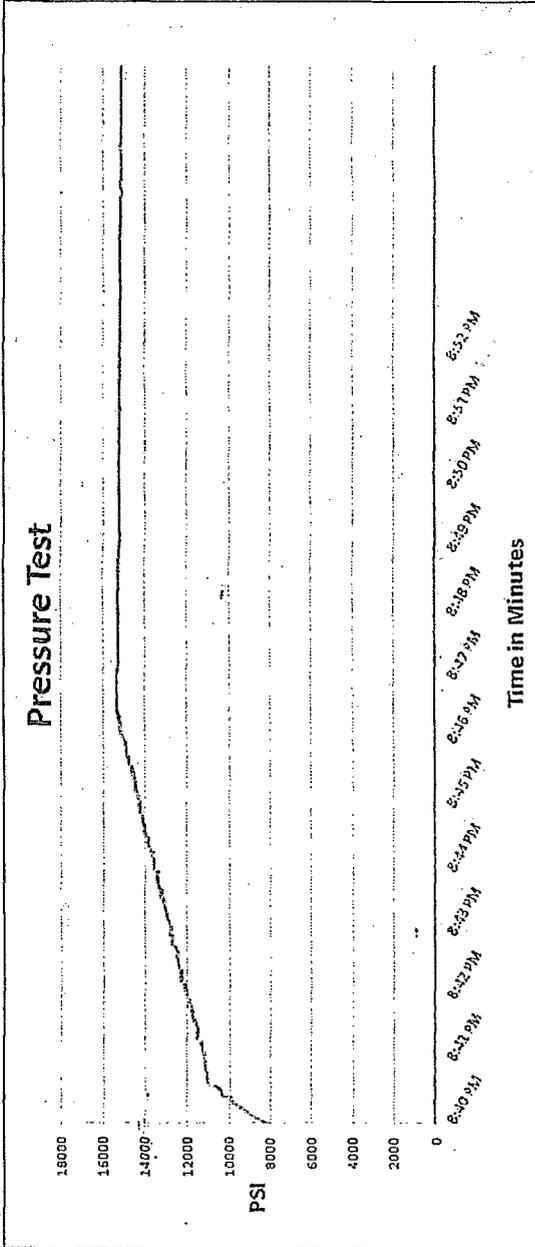
Length: 45'
 O.D.: 6.09"
 Burst Pressure: Standards Safety Multiplier Applict

Verification

Type of Fittings: 41/16 10K
 Die Size: 6.38"
 Hose Serial #: 5544

Coupling Method: Swage
 Final O.D.: 6.25"
 Hose Assembly Serial #: 79783

Exhibit F-1 – Co-Flex Hose Hydrostatic Test
Hornsby 35 Federal Com 3H
 Cimarex Energy Co.
 35-26S-27E
 SHL 210 FSL & 1310 FWL
 BHL 330 FNL & 790 FWL
 Eddy County, NM



Test Pressure: 15000 PSI
 Time Held at Test Pressure: 11 Minutes
 Actual Burst Pressure: 15483 PSI
 Peak Pressure: 15483 PSI

Comments: Hose assembly pressure tested with water at ambient temperature.

Tested By: Zac McConnell

Approved By: Kim Thomas

March 9, 2011

Exhibit F-2 – Co-Flex Hose
Hornsby 35 Federal Com 3H
Cimarex Energy Co.
35-26S-27E
SHL 210 FSL & 1310 FWL
BHL 330 FNL & 790 FWL
Eddy County, NM



Midwest Hose & Specialty, Inc.

Certificate of Conformity

Customer:		PO	
DEM		ODYD-271	
SPECIFICATIONS			
Sales Order		Dated:	
79793		3/8/2011	
<p>We hereby certify that the material supplied for the referenced purchase order to be true according to the requirements of the purchase order and current industry standards</p> <p>Supplier: Midwest Hose & Specialty, Inc. 10640 Tanner Road Houston, Texas 77041</p>			
Comments:			
Approved:		Date:	
<i>Joan Garcia</i>		3/8/2011	

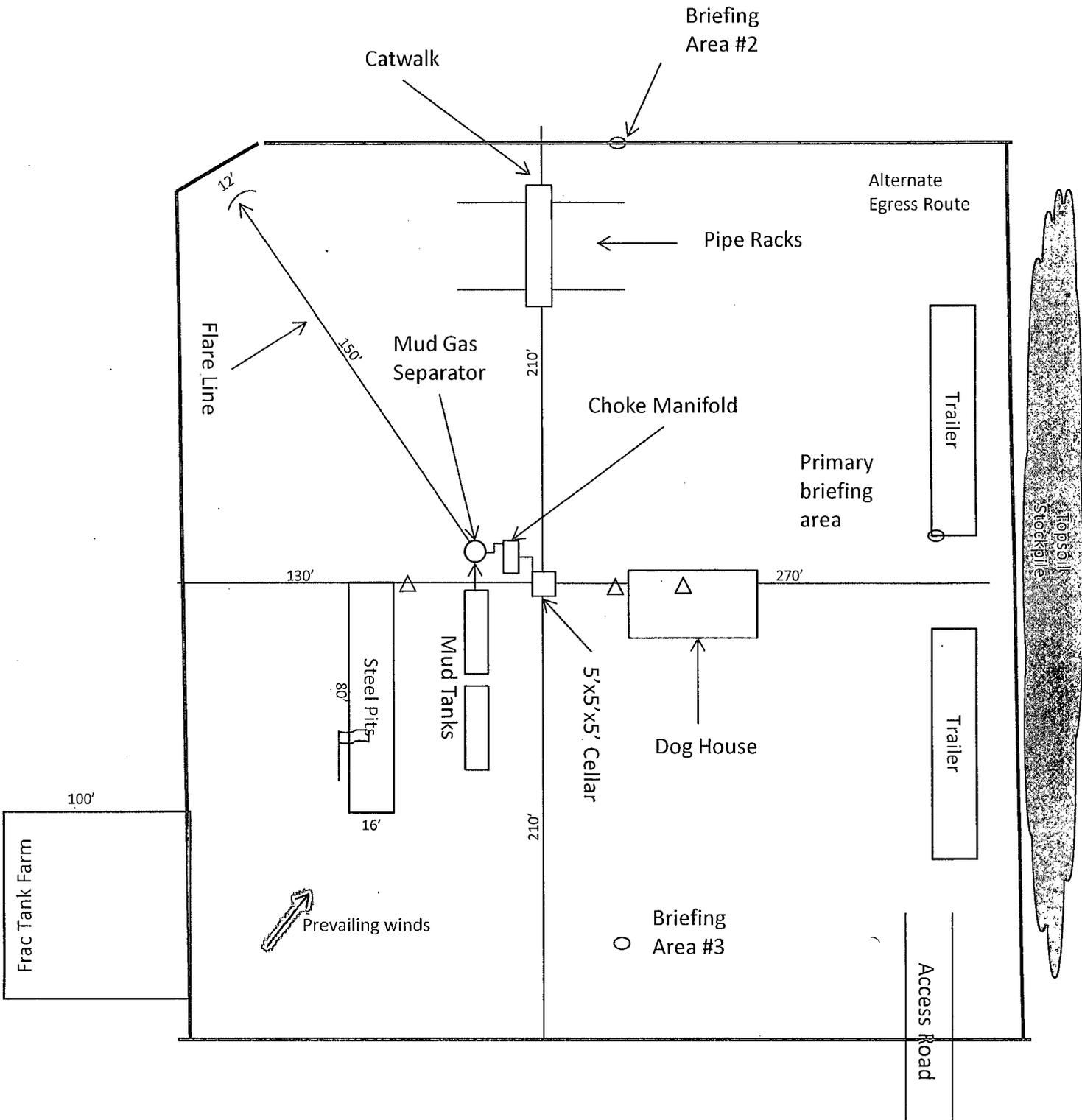


Exhibit F -3- Co-Flex Hose
Hornsby 35 Federal Com 3H
Cimarex Energy Co.
35-26S-27E
SHL 210 FSL & 1310 FWL
BHL 330 FNL & 790 FWL
Eddy County, NM

Specification Sheet Choke & Kill Hose

The Midwest Hose & Specialty Choke & Kill hose is manufactured with only premium componets. The reinforcement cables, inner liner and cover are made of the highest quality material to handle the tough drilling applications of today's industry. The end connections are available with API flanges, API male threads, hubs, hammer unions or other special fittings upon request. Hose assembly is manufactured to API 7K. This assembly is wrapped with fire resistant vermiculite coated fiberglass insulation, rated at 2000 degrees with stainless steel armor cover.

Working Pressure:	5,000 or 10,000 psi working pressure
Test Pressure:	10,000 or 15,000 psi test pressure
Reinforcement:	Multiple steel cables
Cover:	Stainless Steel Armor
Inner Tube:	Petroleum resistant, Abrasion resistant
End Fitting:	API flanges, API male threads, threaded or butt weld hammer unions, unibolt and other special connections
Maximum Length:	110 Feet
ID:	2-1/2", 3", 3-1/2", 4"
Operating Temperature:	-22 deg F to +180 deg F (-30 deg C to +82 deg C)



NR

-  Wind Direction Indicators (wind sock or streamers)
-  • H2S Monitors (alarms at bell nipple and shale shaker)
-  Briefing Areas



Exhibit D – Rig Diagram
Hornsby 35 Federal Com 3H
 Cimarex Energy Co.
 35-26S-27E
 SHL 210 FSL & 1310 FWL
 BHL 330 FNL & 790 FWL
 Eddy County, NM

Hydrogen Sulfide Drilling Operations Plan

Hornsby 35 Federal Com 3H

Cimarex Energy Co.

UL: 4, Sec. 35-26S-27E

Eddy Co., NM

- 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. Principal and operation of H₂S detectors, warning system and briefing areas.
 - D. Evacuation procedure, routes and first aid.
 - E. Proper use of safety equipment & life support systems
 - F. Essential personnel meeting Medical Evaluation criteria will receive additional training on the proper use of 30 minute pressure demand air packs.
- 2 H₂S Detection and Alarm Systems:
 - A. H₂S sensors/detectors to be located on the drilling rig floor, in the base of the sub structure/cellar area, on the mud pits in the shale shaker area. Additional H₂S detectors may be placed as deemed necessary.
 - B. An audio alarm system will be installed on the derrick floor and in the top doghouse.
- 3 Windsock and/or wind streamers:
 - A. Windsock at mudpit area should be high enough to be visible.
 - B. Windsock on the rig floor and / or top doghouse should be high enough to be visible.
- 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 indicates normal safe condition. Yellow flag indicates potential pressure and danger. Red flag indicates danger (H₂S present in dangerous concentration). Only H₂S trained and certified personnel admitted to location.
- 5 Well control equipment:
 - A. See exhibit "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 Drillstem Testing:

No DSTs or cores are planned at this time.
- 8 Drilling contractor supervisor will be required to be familiar with the effects H₂S has on tubular goods and other mechanical equipment.
- 9 If H₂S is encountered, mud system will be altered if necessary to maintain control of formation. A mud gas separator will be brought into service along with H₂S scavengers if necessary.

H₂S Contingency Plan
Hornsby 35 Federal Com 3H
Cimarex Energy Co.
UL: 4, Sec. 35-26S-27E
Eddy Co., NM

Emergency Procedures

In the event 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.
- « Evacuate any public places encompassed by the 100 ppm ROE.
- « Be equipped with H₂S monitors and air packs in order to control the release.
- « Use the "buddy system" to ensure no injuries occur during the response.
- « Take precautions to avoid personal injury during this operation.
- « Contact operator and/or local officials to aid in operation. See list of phone numbers attached.
- « Have received training in the:
 - Detection of H₂S, and
 - Measures for protection against the gas,
 - Equipment used for protection and emergency 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

Please see attached International Chemical Safety Cards.

Contacting Authorities

Cimarex Energy Co. of Colorado's personnel must liaise 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 including directions to site. The following call list of essential and potential responders has been prepared for use during a release. Cimarex Energy Co. of Colorado's response must be in coordination with the State of New Mexico's "Hazardous Materials Emergency Response Plan" (HMER).

H₂S Contingency Plan Emergency Contacts

Hornsby 35 Federal Com 3H

Cimarex Energy Co.
 UL: 4, Sec. 35-26S-27E
 Eddy Co., NM

Company Office			
Cimarex Energy Co. of Colorado		800-969-4789	
Co. Office and After-Hours Menu			
Key Personnel			
Name	Title	Office	Mobile
Larry Seigrist	Drilling Manager	432-620-1934	580-243-8485
Doug McQuitty	Drilling Superintendent	432-620-1933	806-640-2605
Scott Lucas	Drilling Superintendent	432-620-1989	432-894-5572
Conner Cromeens	Construction Foreman		432-270-0313
Roy Shirley	Construction Superintendent		432-634-2136
Artesia			
Ambulance		911	
State Police		575-746-2703	
City Police		575-746-2703	
Sheriff's Office		575-746-9888	
Fire Department		575-746-2701	
Local Emergency Planning Committee		575-746-2122	
New Mexico Oil Conservation Division		575-748-1283	
Carlsbad			
Ambulance		911	
State Police		575-885-3137	
City Police		575-885-2111	
Sheriff's Office		575-887-7551	
Fire Department		575-887-3798	
Local Emergency Planning Committee		575-887-6544	
US Bureau of Land Management		575-887-6544	
Santa Fe			
New Mexico Emergency Response Commission (Santa Fe)		505-476-9600	
New Mexico Emergency Response Commission (Santa Fe) 24 Hrs		505-827-9126	
New Mexico State Emergency Operations Center		505-476-9635	
National			
National Emergency Response Center (Washington, D.C.)		800-424-8802	
Medical			
Flight for Life - 4000 24th St.; Lubbock, TX		806-743-9911	
Aerocare - R3, Box 49F; Lubbock, TX		806-747-8923	
Med Flight Air Amb - 2301 Yale Blvd S.E., #D3; Albuquerque, NM		505-842-4433	
SB Air Med Service - 2505 Clark Carr Loop S.E.; Albuquerque, NM		505-842-4949	
Other			
Boots & Coots IWC		800-256-9688	or 281-931-8884
Cudd Pressure Control		432-699-0139	or 432-563-3356
Halliburton		575-746-2757	
B.J. Services		575-746-3569	

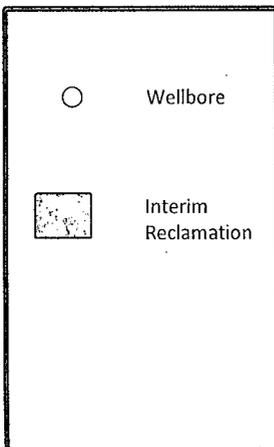
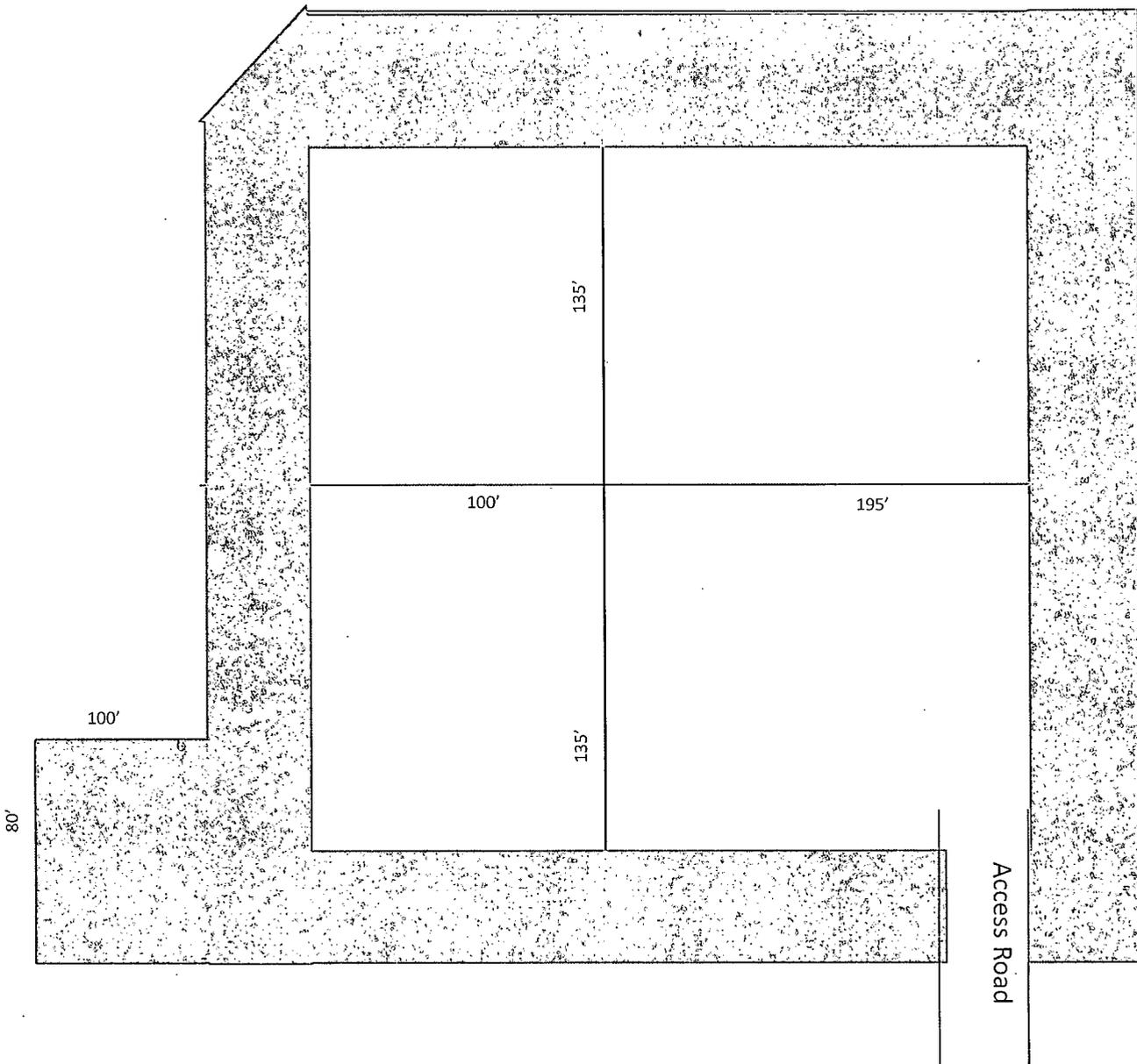


Exhibit D-1
 Interim Reclamation Diagram
Hornsby 35 Federal Com 3H
 Cimarex Energy Co.
 35-26S-27E
 SHL 210 FSL & 1310 FWL
 BHL 330 FNL & 790 FWL
 Eddy County, NM

Surface Use Plan
Hornsby 35 Federal Com #3H
Cimarex Energy Co.
UL: 4, Sec. 35, 26S, 27E
Eddy Co., NM

The following surface use plan of operations will be followed and carried out once the APD is approved. No other disturbance will be created other than what is submitted in this surface use plan without approval. If any other disturbance is needed after the APD is approved, a BLM approved sundry notice or right of way application will be submitted for approval prior to any new surface disturbance.

1. Existing Roads:

Area access roads and general road maps:

- Exhibit B: General Highway Map
- Exhibit C: USGS Topographic Map
- Exhibit C-1: Public Access Road Map
- Exhibit C-2: Existing and proposed access roads plat

The maximum width of the driving surface will be 14'. The road will be crowned and ditched with a 2% slope from the tip of the crown to the edge of the driving surface. The ditches will be 1' deep with 3:1 slopes. The driving surface will be made of 6" rolled and compacted caliche.

Existing access road route to the proposed project is depicted on the public access point map if applicable. Improvements to the driving surface will be done where necessary. No new surface disturbance will be done, unless otherwise noted in the New or Reconstructed Access Roads section of the surface use plan.

From Hwy 285 and White City go west 3.1 miles turn south and 4.5 miles then go west 3 miles to proposed road.

If existing roads are used, the operator will improve or maintain existing roads in a condition the same as or better than before the operations began. The operator will repair pot holes, etc. All existing structures on the entire access route such as cattleguards, other range improvement projects, culverts, etc. will be properly repaired or replaced if they are damaged or have deteriorated beyond practical use.

The operator will prevent and abate fugitive dust as needed, whether created by vehicular traffic, equipment operations, or other events. The operator will obtain written BLM approval prior to the application of surfactants, binding agents, or other dust suppression chemicals on the roadways.

2. New or Reconstructed Access Roads:

A new road will be constructed for this project.

Cimarex Energy plans to construct 46.9' of off-lease access road to service the well. The proposed access road does cross lease boundaries, a right of way grant will be submitted to and obtained from the BLM.

The maximum width of the driving surface will be 14'. The road will be crowned and ditched with a 2% slope from the tip of the crown to the edge of the driving surface. The ditches will be 1' deep with 3:1 slopes. The driving surface will be made of 6" rolled and compacted caliche.

Proposed and existing access road route to the proposed wellsite is depicted on Exhibit C-2. Improvements to the driving surface will be done where necessary. No new surface disturbance will be done without prior approval from the BLM.

The operator will prevent and abate fugitive dust as needed, whether created by vehicular traffic, equipment operations, or other events.

3. Planned Electric Line:

No new electric lines are planned.

4. Location of Existing Well in a One-Mile Radius -Exhibit A:

- Water Wells - None known
- Disposal Wells - None known
- Drilling Wells - None known
- Producing Wells - As shown on Exhibit A
- Abandoned Wells - As shownd on Exhibit A

Surface Use Plan
Hornsby 35 Federal Com #3H
Cimarex Energy Co.
UL: 4, Sec. 35, 26S, 27E
Eddy Co., NM

5. Location of Existing or Proposed Production Facilities:

If on completion this well is a producer, a tank battery will be used and the necessary production equipment will be installed and production will be sent to the Hornsby 35 Federal Com Battery. Cimarex Energy proposes to install two 4 inch buried HP polylines down existing lease road to the Hornsby 35 Federal Com Battery battery.

Cimarex Energy plans to construct on lease flowlines to service the well.

Specifications of Polyline: 1 HP polyline for oil, gas, and water production. 1 HP polyline for gas lift.

Both lines will be buried 25'-35' West of the access road.

Length: 190'

MAOP: 1500 psi. Anticipated working pressure: 200-300 psi.

Allocation will be based on well test. Route is on lease, please see Exhibit C-1. Any changes to on lease route will be submitted via sundry notice. If route is off lease, a right of way will be submitted to the BLM for approval.

6. Location and Type of Water Supply:

Water will be purchased locally from a commercial source and trucked over the access roads.

7. Source of Construction Material:

If possible, native caliche will be obtained from the excavation of drill site. The primary way of obtaining caliche will be by "turning over" the location. This means caliche will be obtained from the actual well site. A caliche permit will be obtained from BLM prior to pushing up any caliche. 2400 cu yds is the max amount of caliche needed for pad and roads. Amount will vary for each pad. The procedure below has been approved by BLM personnel:

- The top 6 inches of topsoil is pushed off and stockpiled along the side of the location.
- An approximate 120' x 120' area is used within the proposed well site to remove caliche.
- Subsoil is removed and piled alongside the 120' by 120' area within the pad site.
- When caliche is found, material will be stockpiled within the pad site to build the location and road.
- Then subsoil is pushed back in the hole and caliche is spread accordingly across entire location and road.
- Once well is drilled, the stockpiled top soil will be used for interim reclamation and spread along areas where caliche is picked up and the location size is reduced. Neither caliche nor subsoil will be stockpiled outside of the well pad. Topsoil will be stockpiled along the edge of the pad as depicted in Exhibit D – Rig Layout Diagram.

In the event that no caliche is found onsite, caliche will be hauled in from a BLM-approved caliche pit.

8. Methods of Handling Waste

- Drilling fluids, produced oil, and water from the well during drilling and completion operations will be stored safely and disposed of properly in a NMOCD approved disposal facility.
- Garbage and trash produced during drilling and completion operations will be collected in a trash container and disposed of properly at a state approved disposal facility. All trash on and around well site will be collected for disposal.
- Human waste and grey water will be properly contained and disposed of properly at a state approved disposal site.
- After drilling and completion operations, trash, chemicals, salts, frac sand and other waste will be removed and disposed of properly at a state approved disposal site.
- The well will be drilled utilizing a closed loop system. Drill cuttings will be properly disposed of into steel tanks and taken to an NMOCD approved disposal facility.

9. Ancillary Facilities:

No camps or airstrips to be constructed.

10. Well Site Layout:

- Exhibit D: Rig Layout
- Exhibit D-2: Well Site layout plat
- Mud pits in the closed circulation system will be steel pits and the cuttings will be stored in steel containment pits.
- Cuttings will be stored in steel pits until they are hauled to a state-approved disposal facility.
- If the well is a producer, those areas of the location not essential to production facilities will be reclaimed and seeded per BLM requirements. Exhibit D-1: Interim Reclamation Diagram.

Surface Use Plan
Hornsby 35 Federal Com #3H
Cimarex Energy Co.
UL: 4, Sec. 35, 26S, 27E
Eddy Co., NM

11. Plans for Restoration of Surface:

Rehabilitation of the location will start in a timely manner after all drilling operations cease. The type of reclamation will depend on whether the well is a producer or a dry hole.

In areas planned for interim and final reclamation, surfacing materials will be removed and returned to a mineral pit or recycled to repair or build roads and well pads.

Drainage systems, if any, will be reshaped to the original configuration with provisions made to alleviate erosion. These may need to be modified in certain circumstances to prevent inundation of the location's pad and surface facilities. After the area has been shaped and contoured, topsoil from the spoil pile will be placed over the disturbed area to the extent possible. Revegetation procedures will comply with BLM standards.

If the well is a dry hole, the pad and road area will be recountoured to match the existing terrain. Topsoil will be spread to the extent possible. Revegetation will comply with BLM standards.

Should the well be a producer, those areas of the location not essential to production facilities and operations will be reclaimed and seeded per BLM requirements. Exhibit D-1 illustrates the proposed Interim Reclamation.

12. Other Information:

- Topography consists of a sloping plane with loose tan sands. Vegetation is mainly yucca, mesquite and shin oak.
- The wellsite is on surface owned by Bureau of Land Management. The land is used mainly for farming, cattle ranching, recreational use, and oil and gas production.
- An archaeological survey will be conducted on the location and proposed roads and this report will be filed with the Bureau of Land Management.
- There are no known dwellings within 1½ miles of this location.

13. On Site Notes and Information:

Onsite Results: 8/21/13 Barry Hunt, Jesse Rice-BLM, and Basin Surveys on location. Locations moved 520 ft. east due to excessive cut and fill due to large hill system along with deep drainages. V-Door North. Frac pad southwest corner (West). Top soil east. Interim reclamation: All sides. Access road from southeast corner, south to Blair road in Texas. Tank Battery is in between the #1,2,3 wells and the #4,5,6 wells (150' x 420' pad staked). The Tank Battery's northwest corner and southwest corner is at southeast corner of these 3 well and runs east to where the northeast corner and southeast corner of battery is at the southwest corner of the #4,5,6 wells.

PECOS DISTRICT CONDITIONS OF APPROVAL

OPERATOR'S NAME:	Cimarex Energy Co. of Colorado
LEASE NO.:	NMNM-120350
WELL NAME & NO.:	Hornsby 35 Federal Com 3H
SURFACE HOLE FOOTAGE:	0210' FSL & 1310' FWL
BOTTOM HOLE FOOTAGE:	0330' FNL & 0790' FWL Sec. 26, T. 26 S., R 27 E
LOCATION:	Section 35, T. 26 S., R 27 E., NMPM
COUNTY:	Eddy County, New Mexico

TABLE OF CONTENTS

Standard Conditions of Approval (COA) apply to this APD. If any deviations to these standards exist or special COAs are required, the section with the deviation or requirement will be checked below.

- General Provisions**
- Permit Expiration**
- Archaeology, Paleontology, and Historical Sites**
- Noxious Weeds**
- Special Requirements**
 - Fence Requirements
 - Communitization Agreement
- Construction**
 - Notification
 - Topsoil
 - Closed Loop System
 - Federal Mineral Material Pits
 - Well Pads
 - Roads
- Road Section Diagram**
- Drilling**
 - Cement Requirements
 - Medium Cave/Karst
 - Logging Requirements
 - Waste Material and Fluids
- Production (Post Drilling)**
 - Well Structures & Facilities
 - Pipelines
- Interim Reclamation**
- Final Abandonment & Reclamation**

I. GENERAL PROVISIONS

The approval of the Application For Permit To Drill (APD) is in compliance with all applicable laws and regulations: 43 Code of Federal Regulations 3160, the lease terms, Onshore Oil and Gas Orders, Notices To Lessees, New Mexico Oil Conservation Division (NMOCD) Rules, National Historical Preservation Act As Amended, and instructions and orders of the Authorized Officer. Any request for a variance shall be submitted to the Authorized Officer on Form 3160-5, Sundry Notices and Report on Wells.

II. PERMIT EXPIRATION

If the permit terminates prior to drilling and drilling cannot be commenced within 60 days after expiration, an operator is required to submit Form 3160-5, Sundry Notices and Reports on Wells, requesting surface reclamation requirements for any surface disturbance. However, if the operator will be able to initiate drilling within 60 days after the expiration of the permit, the operator must have set the conductor pipe in order to allow for an extension of 60 days beyond the expiration date of the APD. (Filing of a Sundry Notice is required for this 60 day extension.)

III. ARCHAEOLOGICAL, PALEONTOLOGY & HISTORICAL SITES

Any cultural and/or paleontological resource discovered by the operator or by any person working on the operator's behalf shall immediately report such findings to the Authorized Officer. The operator is fully accountable for the actions of their contractors and subcontractors. The operator shall suspend all operations in the immediate area of such discovery until written authorization to proceed is issued by the Authorized Officer. An evaluation of the discovery shall be made by the Authorized Officer to determine the appropriate actions that shall be required to prevent the loss of significant cultural or scientific values of the discovery. The operator shall be held responsible for the cost of the proper mitigation measures that the Authorized Officer assesses after consultation with the operator on the evaluation and decisions of the discovery. Any unauthorized collection or disturbance of cultural or paleontological resources may result in a shutdown order by the Authorized Officer.

IV. NOXIOUS WEEDS

The operator shall be held responsible if noxious weeds become established within the areas of operations. Weed control shall be required on the disturbed land where noxious weeds exist, which includes the roads, pads, associated pipeline corridor, and adjacent land affected by the establishment of weeds due to this action. The operator shall consult with the Authorized Officer for acceptable weed control methods, which include following EPA and BLM requirements and policies.

V. SPECIAL REQUIREMENT(S)

Fence Requirement

Where entry is granted across a fence line, the fence must be braced and tied off on both sides of the passageway with H-braces prior to cutting. Once the work is completed, the fence will be restored to its prior condition, or better. The operator shall notify the private surface landowner or the grazing allotment holder prior to crossing any fence(s).

Cattleguards

An appropriately sized cattleguard(s) sufficient to carry out the project shall be installed and maintained at road-fence crossing(s). Any existing cattleguard(s) on the access road shall be repaired or replaced if they are damaged or have deteriorated beyond practical use. The operator shall be responsible for the condition of the existing cattleguard(s) that are in place and are utilized during lease operations. A gate shall be constructed on one side of the cattleguard and fastened securely to H-braces.

Communitization Agreement

A Communitization Agreement covering the acreage dedicated to this well must be filed for approval with the BLM. The effective date of the agreement shall be prior to any sales. In addition, the well sign shall include the surface and bottom hole lease numbers. If the Communitization Agreement number is known, it shall also be on the sign. If not, it shall be placed on the sign when the sign is replaced.

VI. CONSTRUCTION

A. NOTIFICATION

The BLM shall administer compliance and monitor construction of the access road and well pad. Notify the Carlsbad Field Office at (575) 234-5909 at least 3 working days prior to commencing construction of the access road and/or well pad.

When construction operations are being conducted on this well, the operator shall have the approved APD and Conditions of Approval (COA) on the well site and they shall be made available upon request by the Authorized Officer.

B. TOPSOIL

The operator shall strip the top portion of the soil (root zone) from the entire well pad area and stockpile the topsoil along the edge of the well pad as depicted in the APD. The root zone is typically six (6) inches in depth. All the stockpiled topsoil will be redistributed over the interim reclamation areas. Topsoil shall not be used for berming the pad or facilities. For final reclamation, the topsoil shall be spread over the entire pad area for seeding preparation.

Other subsoil (below six inches) stockpiles must be completely segregated from the topsoil stockpile. Large rocks or subsoil clods (not evident in the surrounding terrain) must be buried within the approved area for interim and final reclamation.

C. CLOSED LOOP SYSTEM

Tanks are required for drilling operations: No Pits.

The operator shall properly dispose of drilling contents at an authorized disposal site.

D. FEDERAL MINERAL MATERIALS PIT

Payment shall be made to the BLM prior to removal of any federal mineral materials. Call the Carlsbad Field Office at (575) 234-5972.

E. WELL PAD SURFACING

Surfacing of the well pad is not required.

If the operator elects to surface the well pad, the surfacing material may be required to be removed at the time of reclamation. The well pad shall be constructed in a manner which creates the smallest possible surface disturbance, consistent with safety and operational needs.

F. EXCLOSURE FENCING (CELLARS & PITS)

Exclosure Fencing

The operator will install and maintain exclosure fencing for all open well cellars to prevent access to public, livestock, and large forms of wildlife before and after drilling operations until the pit is free of fluids and the operator initiates backfilling. (For examples of exclosure fencing design, refer to BLM's Oil and Gas Gold Book, Exclosure Fence Illustrations, Figure 1, Page 18.)

G. ON LEASE ACCESS ROADS**Road Width**

The access road shall have a driving surface that creates the smallest possible surface disturbance and does not exceed fourteen (14) feet in width. The maximum width of surface disturbance, when constructing the access road, shall not exceed twenty-five (25) feet.

Surfacing

Surfacing material is not required on the new access road driving surface. If the operator elects to surface the new access road or pad, the surfacing material may be required to be removed at the time of reclamation.

Where possible, no improvements should be made on the unsurfaced access road other than to remove vegetation as necessary, road irregularities, safety issues, or to fill low areas that may sustain standing water.

The Authorized Officer reserves the right to require surfacing of any portion of the access road at any time deemed necessary. Surfacing may be required in the event the road deteriorates, erodes, road traffic increases, or it is determined to be beneficial for future field development. The surfacing depth and type of material will be determined at the time of notification.

Crowning

Crowning shall be done on the access road driving surface. The road crown shall have a grade of approximately 2% (i.e., a 1" crown on a 14' wide road). The road shall conform to Figure 1; cross section and plans for typical road construction.

Ditching

Ditching shall be required on both sides of the road.

Turnouts

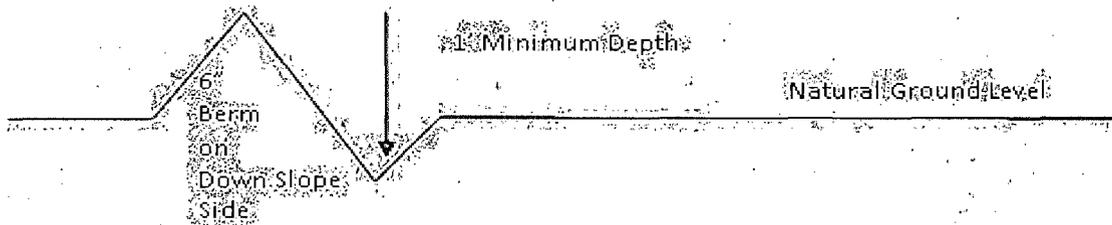
Vehicle turnouts shall be constructed on the road. Turnouts shall be intervisible with interval spacing distance less than 1000 feet. Turnouts shall conform to Figure 1; cross section and plans for typical road construction.

Drainage

Drainage control systems shall be constructed on the entire length of road (e.g. ditches, sidehill outsloping and insloping, lead-off ditches, culvert installation, and low water crossings).

A typical lead-off ditch has a minimum depth of 1 foot below and a berm of 6 inches above natural ground level. The berm shall be on the down-slope side of the lead-off ditch.

Cross Section of a Typical Lead-off Ditch



All lead-off ditches shall be graded to drain water with a 1 percent minimum to 3 percent maximum ditch slope. The spacing interval are variable for lead-off ditches and shall be determined according to the formula for spacing intervals of lead-off ditches, but may be amended depending upon existing soil types and centerline road slope (in %);

Formula for Spacing Interval of Lead-off Ditches

Example - On a 4% road slope that is 400 feet long, the water flow shall drain water into a lead-off ditch. Spacing interval shall be determined by the following formula:

$$400 \text{ foot road with } 4\% \text{ road slope: } \frac{400'}{4\%} + 100' = 200' \text{ lead-off ditch interval}$$

Cattleguards

An appropriately sized cattleguard sufficient to carry out the project shall be installed and maintained at fence/road crossings. Any existing cattleguards on the access road route shall be repaired or replaced if they are damaged or have deteriorated beyond practical use. The operator shall be responsible for the condition of the existing cattleguards that are in place and are utilized during lease operations.

Fence Requirement

Where entry is granted across a fence line, the fence shall be braced and tied off on both sides of the passageway prior to cutting. The operator shall notify the private surface landowner or the grazing allotment holder prior to crossing any fences.

Public Access

Public access on this road shall not be restricted by the operator without specific written approval granted by the Authorized Officer.

Construction Steps

1. Salvage topsoil
2. Construct road

3. Redistribute topsoil
4. Revegetate slopes

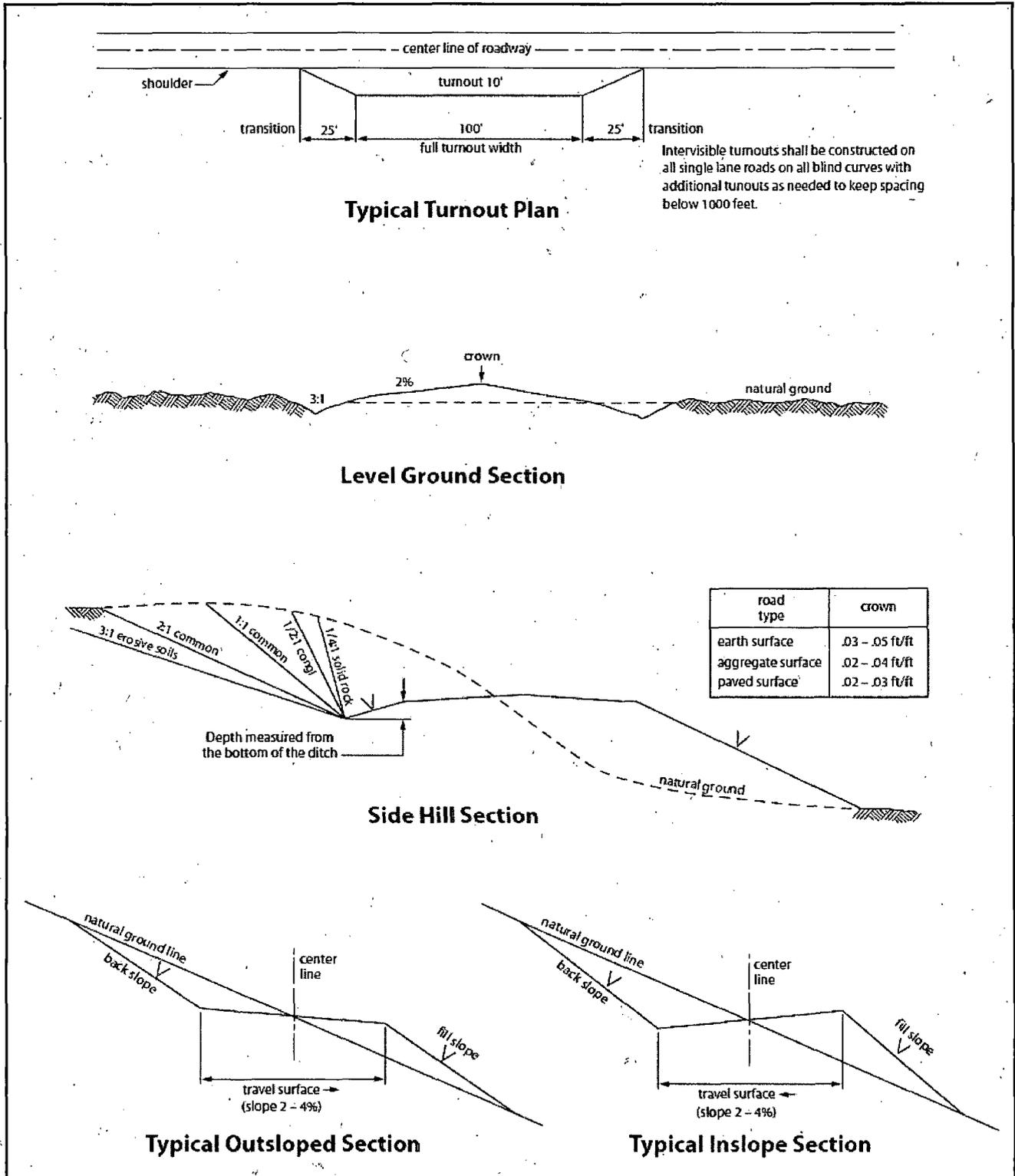


Figure 1. Cross-sections and plans for typical road sections representative of BLM resource or FS local and higher-class roads.

VII. DRILLING

A. DRILLING OPERATIONS REQUIREMENTS

The BLM is to be notified in advance for a representative to witness:

- a. Spudding well (minimum of 24 hours)
- b. Setting and/or Cementing of all casing strings (minimum of 4 hours)
- c. BOPE tests (minimum of 4 hours)

Eddy County

Call the Carlsbad Field Office, 620 East Greene St., Carlsbad, NM 88220,
(575) 361-2822

1. **Although Hydrogen Sulfide has not been reported in the area, it is always a potential hazard. If Hydrogen Sulfide is encountered, report measured amounts and formations to the BLM.**
2. Unless the production casing has been run and cemented or the well has been properly plugged, the drilling rig shall not be removed from over the hole without prior approval. **If the drilling rig is removed without approval – an Incident of Non-Compliance will be written and will be a “Major” violation.**
3. Floor controls are required for 3M or Greater systems. These controls will be on the rig floor, unobstructed, readily accessible to the driller and will be operational at all times during drilling and/or completion activities. Rig floor is defined as the area immediately around the rotary table; the area immediately above the substructure on which the draw works is located, this does not include the dog house or stairway area.
4. **The record of the drilling rate along with the GR/N well log run from TD to surface (horizontal well – vertical portion of hole) shall be submitted to the BLM office as well as all other logs run on the borehole 30 days from completion. If available, a digital copy of the logs is to be submitted in addition to the paper copies. The top and bottom of Salt are to be recorded on the Completion Report.**

B. CASING

Changes to the approved APD casing program need prior approval if the items substituted are of lesser grade or different casing size. The Operator can exchange the components of the proposal with that of superior strength (i.e. changing from J-55 to N-80, or from 36# to 40#). Changes to the approved cement program need prior approval if the altered cement plan has less volume or strength or if the changes are substantial (i.e. Multistage tool, ECP, etc.).

Centralizers required on surface casing per Onshore Order 2.III.B.1.f.

Wait on cement (WOC) time prior to drilling out for a primary cement job will be a minimum 18 hours for a water basin, 24 hours in the potash area, or 500 pounds compressive strength, whichever is greater for all casing strings. DURING THIS WOC TIME, NO DRILL PIPE, ETC. SHALL BE RUN IN THE HOLE. Provide compressive strengths including hours to reach required 500 pounds compressive strength prior to cementing each casing string. IF OPERATOR DOES NOT HAVE THE WELL SPECIFIC CEMENT DETAILS ONSITE PRIOR TO PUMPING THE CEMENT FOR EACH CASING STRING, THE WOC WILL BE 30 HOURS. See individual casing strings for details regarding lead cement slurry requirements.

No pea gravel permitted for remedial or fall back remedial without prior authorization from the BLM engineer.

Medium Cave/Karst

Possibility of water flows in the Castile and Delaware.

Possibility of lost circulation in the Salado and Delaware.

1. The 13-3/8 inch surface casing shall be set at approximately 400 feet and cemented to the surface. **If salt is encountered, set casing at least 25 feet above the salt. Excess calculates to 20% - Additional cement may be required.**

- a. If cement does not circulate to the surface, the appropriate BLM office shall be notified and a temperature survey utilizing an electronic type temperature survey with surface log readout will be used or a cement bond log shall be run to verify the top of the cement. Temperature survey will be run a minimum of six hours after pumping cement and ideally between 8-10 hours after completing the cement job.
- b. **Wait on cement (WOC) time for a primary cement job is to include the lead cement slurry.**
- c. Wait on cement (WOC) time for a remedial job will be a minimum of 4 hours after bringing cement to surface or 500 pounds compressive strength, whichever is greater.
- d. If cement falls back, remedial cementing will be done prior to drilling out that string.

2. The minimum required fill of cement behind the 9-5/8 inch intermediate casing, which shall be set at approximately 2200 feet, is:

- Cement to surface. If cement does not circulate see B.1.a, c-d above. **Wait on cement (WOC) time for a primary cement job is to include the lead cement slurry due to cave/karst.**

If 75% or greater lost circulation occurs while drilling the intermediate casing hole, the cement on the production casing must come to surface.

Centralizers approved as written.

The pilot hole plugging procedure is approved as written. Note plug top on Subsequent Report sundry of drilling activities.

3. The minimum required fill of cement behind the 5-1/2 inch production casing is:

- Cement should tie-back at least 200 feet into previous casing string. Operator shall provide method of verification. **Excess calculates to 24% - Additional cement may be required.**

4. If hardband drill pipe is rotated inside casing, returns will be monitored for metal. If metal is found in samples, drill pipe will be pulled and rubber protectors which have a larger diameter than the tool joints of the drill pipe will be installed prior to continuing drilling operations.

C. PRESSURE CONTROL

1. All blowout preventer (BOP) and related equipment (BOPE) shall comply with well control requirements as described in Onshore Oil and Gas Order No. 2 and API RP 53 Sec. 17.

2. Variance approved to use flex line from BOP to choke manifold. Check condition of flexible line from BOP to choke manifold, replace if exterior is damaged or if line fails test. Line to be as straight as possible with no hard bends and is to be anchored according to Manufacturer's requirements. The flexible hose can be exchanged with a hose of equal size and equal or greater pressure rating. **Anchor requirements, specification sheet and hydrostatic pressure test certification matching the hose in service, to be onsite for review. These documents shall be posted in the company man's trailer and on the rig floor.** If the BLM inspector questions the straightness of the hose, a BLM engineer will be contacted and will review in the field or via picture supplied by inspector to determine if changes are required (operator shall expect delays if this occurs).

3. Minimum working pressure of the blowout preventer (BOP) and related equipment (BOPE) required for drilling below the surface casing shoe shall be **2000 (2M) psi.**

- a. **For surface casing only:** If the BOP/BOPE is to be tested against casing, the wait on cement (WOC) time for that casing is to be met (see WOC statement at start of casing section). Independent service company required.

4. Minimum working pressure of the blowout preventer (BOP) and related equipment (BOPE) required for drilling below the 9-5/8 intermediate casing shoe shall be **3000 (3M) psi**.
5. The appropriate BLM office shall be notified a minimum of 4 hours in advance for a representative to witness the tests.
 - a. In a water basin, for all casing strings utilizing slips, these are to be set as soon as the crew and rig are ready and any fallback cement remediation has been done. The casing cut-off and BOP installation can be initiated four hours after installing the slips, which will be approximately six hours after bumping the plug. For those casing strings not using slips, the minimum wait time before cut-off is eight hours after bumping the plug. BOP/BOPE testing can begin after cut-off or once cement reaches 500 psi compressive strength (including lead when specified), whichever is greater. However, if the float does not hold, cut-off cannot be initiated until cement reaches 500 psi compressive strength (including lead when specified).
 - b. The tests shall be done by an independent service company utilizing a test plug **not a cup or J-packer**. The operator also has the option of utilizing an independent tester to test without a plug (i.e. against the casing) pursuant to Onshore Order 2 with the pressure not to exceed 70% of the burst rating for the casing. Any test against the casing must meet the WOC time for water basin (18 hours) or potash (24 hours) or 500 pounds compressive strength, whichever is greater, prior to initiating the test (see casing segment as lead cement may be critical item).
 - c. The test shall be run on a 5000 psi chart for a 2-3M BOP/BOP, on a 10000 psi chart for a 5M BOP/BOPE and on a 15000 psi chart for a 10M BOP/BOPE. If a linear chart is used, it shall be a one hour chart. A circular chart shall have a maximum 2 hour clock. If a twelve hour or twenty-four hour chart is used, tester shall make a notation that it is run with a two hour clock.
 - d. The results of the test shall be reported to the appropriate BLM office.
 - e. All tests are required to be recorded on a calibrated test chart. **A copy of the BOP/BOPE test chart and a copy of independent service company test will be submitted to the appropriate BLM office.**
 - f. The BOP/BOPE test shall include a low pressure test from 250 to 300 psi. The test will be held for a minimum of 10 minutes if test is done with a test plug and 30 minutes without a test plug. This test shall be performed prior to the test at full stack pressure.

D. DRILL STEM TEST

If drill stem tests are performed, Onshore Order 2.III.D shall be followed.

E. WASTE MATERIAL AND FLUIDS

All waste (i.e. drilling fluids, trash, salts, chemicals, sewage, gray water, etc.) created as a result of drilling operations and completion operations shall be safely contained and disposed of properly at a waste disposal facility. No waste material or fluid shall be disposed of on the well location or surrounding area.

Porto-johns and trash containers will be on-location during fracturing operations or any other crew-intensive operations.

JAM 021114

VIII. PRODUCTION (POST DRILLING)

A. WELL STRUCTURES & FACILITIES

Placement of Production Facilities

Production facilities should be placed on the well pad to allow for maximum interim recontouring and revegetation of the well location.

Exclosure Netting (Open-top Tanks)

Immediately following active drilling or completion operations, the operator will take actions necessary to prevent wildlife and livestock access, including avian wildlife, to all open-topped tanks that contain or have the potential to contain salinity sufficient to cause harm to wildlife or livestock, hydrocarbons, or Resource Conservation and Recovery Act of 1976-exempt hazardous substances. At a minimum, the operator will net, screen, or cover open-topped tanks to exclude wildlife and livestock and prevent mortality. If the operator uses netting, the operator will cover and secure the open portion of the tank to prevent wildlife entry. The operator will net, screen, or cover the tanks until the operator removes the tanks from the location or the tanks no longer contain substances that could be harmful to wildlife or livestock. Use a maximum netting mesh size of 1 ½ inches. The netting must not be in contact with fluids and must not have holes or gaps.

Chemical and Fuel Secondary Containment and Exclosure Screening

The operator will prevent all hazardous, poisonous, flammable, and toxic substances from coming into contact with soil and water. At a minimum, the operator will install and maintain an impervious secondary containment system for any tank or barrel containing hazardous, poisonous, flammable, or toxic substances sufficient to contain the contents of the tank or barrel and any drips, leaks, and anticipated precipitation. The operator will dispose of fluids within the containment system that do not meet applicable state or U. S. Environmental Protection Agency livestock water standards in accordance with state law; the operator must not drain the fluids to the soil or ground. The operator will design, construct, and maintain all secondary containment systems to prevent wildlife and livestock exposure to harmful substances. At a minimum, the operator will install effective wildlife and livestock exclosure systems such as fencing, netting, expanded metal mesh, lids, and grate covers. Use a maximum netting mesh size of 1 ½ inches.

Open-Vent Exhaust Stack Exclosures

The operator will construct, modify, equip, and maintain all open-vent exhaust stacks on production equipment to prevent birds and bats from entering, and to discourage perching, roosting, and nesting. (*Recommended exclosure structures on open-vent exhaust stacks are in the shape of a cone.*) Production equipment includes, but may not be limited to, tanks, heater-treaters, separators, dehydrators, flare stacks, in-line units, and compressor mufflers.

Containment Structures

Proposed production facilities such as storage tanks and other vessels will have a secondary containment structure that is constructed to hold the capacity of 1.5 times the

largest tank, plus freeboard to account for precipitation, unless more stringent protective requirements are deemed necessary.

Painting Requirement

All above-ground structures including meter housing that are not subject to safety requirements shall be painted a flat non-reflective paint color, **Shale Green** from the BLM Standard Environmental Color Chart (CC-001: June 2008).

B. PIPELINES

BURIED PIPELINE STIPULATIONS

A copy of the application (Grant, APD, or Sundry Notice) and attachments, including conditions of approval, survey plat and/or map, will be on location during construction. BLM personnel may request to you a copy of your permit during construction to ensure compliance with all stipulations.

Holder agrees to comply with the following stipulations to the satisfaction of the Authorized Officer:

1. The Holder shall indemnify the United States against any liability for damage to life or property arising from the occupancy or use of public lands under this grant.

2. The Holder shall comply with all applicable Federal laws and regulations existing or hereafter enacted or promulgated. In any event, the holder shall comply with the Toxic Substances Control Act of 1976 as amended, 15 USC 2601 et seq. (1982) with regards to any toxic substances that are used, generated by or stored on the right-of-way or on facilities authorized under this right-of-way grant. (See 40 CFR Part 702-799 and especially, provisions on polychlorinated biphenyls, 40 CFR 761.1-761.193.) Additionally, any release of toxic substances (leaks, spills, etc.) in excess of the reportable quantity established by 40 CFR Part 117 shall be reported as required by the Comprehensive Environmental Response, Compensation, and Liability Act, section 102b. A copy of any report required or requested by any Federal agency or State government as a result of a reportable release or spill of any toxic substances shall be furnished to the authorized officer concurrent with the filing of the reports to the involved Federal agency or State government.

3. The holder agrees to indemnify the United States against any liability arising from the release of any hazardous substance or hazardous waste (as these terms are defined in the Comprehensive Environmental Response, Compensation and Liability Act of 1980, 42 U.S.C. 9601, et seq. or the Resource Conservation and Recovery Act, 42 U.S.C. 6901, et seq.) on the Right-of-Way (unless the release or threatened release is wholly unrelated to the Right-of-Way holder's activity on the Right-of-Way), or resulting from the activity of the Right-of-Way holder on the Right-of-Way. This agreement applies without regard to whether a release is caused by the holder, its agent, or unrelated third parties.

4. If, during any phase of the construction, operation, maintenance, or termination of the pipeline, any oil or other pollutant should be discharged from the pipeline system, impacting Federal lands, the control and total removal, disposal, and cleaning up of such oil or other

pollutant, wherever found, shall be the responsibility of holder, regardless of fault. Upon failure of holder to control, dispose of, or clean up such discharge on or affecting Federal lands, or to repair all damages resulting therefrom, on the Federal lands, the Authorized Officer may take such measures as he deems necessary to control and clean up the discharge and restore the area, including where appropriate, the aquatic environment and fish and wildlife habitats, at the full expense of the holder. Such action by the Authorized Officer shall not relieve holder of any responsibility as provided herein.

5. All construction and maintenance activity will be confined to the authorized right-of-way.

6. The pipeline will be buried with a minimum cover of 36 inches between the top of the pipe and ground level.

7. The maximum allowable disturbance for construction in this right-of-way will be 30 feet:

- Blading of vegetation within the right-of-way will be allowed: maximum width of blading operations will not exceed 20 feet. The trench is included in this area. (*Blading is defined as the complete removal of brush and ground vegetation.*)
- Clearing of brush species within the right-of-way will be allowed: maximum width of clearing operations will not exceed 30 feet. The trench and bladed area are included in this area. (*Clearing is defined as the removal of brush while leaving ground vegetation (grasses, weeds, etc.) intact. Clearing is best accomplished by holding the blade 4 to 6 inches above the ground surface.*)
- The remaining area of the right-of-way (if any) shall only be disturbed by compressing the vegetation. (*Compressing can be caused by vehicle tires, placement of equipment, etc.*)

8. The holder shall stockpile an adequate amount of topsoil where blading is allowed. The topsoil to be stripped is approximately 6 inches in depth. The topsoil will be segregated from other spoil piles from trench construction. The topsoil will be evenly distributed over the bladed area for the preparation of seeding.

9. The holder shall minimize disturbance to existing fences and other improvements on public lands. The holder is required to promptly repair improvements to at least their former state. Functional use of these improvements will be maintained at all times. The holder will contact the owner of any improvements prior to disturbing them. When necessary to pass through a fence line, the fence shall be braced on both sides of the passageway prior to cutting of the fence. No permanent gates will be allowed unless approved by the Authorized Officer.

10. Vegetation, soil, and rocks left as a result of construction or maintenance activity will be randomly scattered on this right-of-way and will not be left in rows, piles, or berms, unless

otherwise approved by the Authorized Officer. The entire right-of-way shall be recontoured to match the surrounding landscape. The backfilled soil shall be compacted and a 6 inch berm will be left over the ditch line to allow for settling back to grade.

11. In those areas where erosion control structures are required to stabilize soil conditions, the holder will install such structures as are suitable for the specific soil conditions being encountered and which are in accordance with sound resource management practices.

12. The holder will reseed all disturbed areas. Seeding will be done according to the attached seeding requirements, using the following seed mix.

- | | |
|---|--|
| <input type="checkbox"/> seed mixture 1 | <input checked="" type="checkbox"/> seed mixture 3 |
| <input type="checkbox"/> seed mixture 2 | <input type="checkbox"/> seed mixture 4 |
| <input type="checkbox"/> seed mixture 2/LPC | <input type="checkbox"/> Aplomado Falcon Mixture |

13. All above-ground structures not subject to safety requirements shall be painted by the holder to blend with the natural color of the landscape. The paint used shall be color which simulates "Standard Environmental Colors" – **Shale Green**, Munsell Soil Color No. 5Y 4/2.

14. The pipeline will be identified by signs at the point of origin and completion of the right-of-way and at all road crossings. At a minimum, signs will state the holder's name, BLM serial number, and the product being transported. All signs and information thereon will be posted in a permanent, conspicuous manner, and will be maintained in a legible condition for the life of the pipeline.

15. The holder shall not use the pipeline route as a road for purposes other than routine maintenance as determined necessary by the Authorized Officer in consultation with the holder before maintenance begins. The holder will take whatever steps are necessary to ensure that the pipeline route is not used as a roadway. As determined necessary during the life of the pipeline, the Authorized Officer may ask the holder to construct temporary deterrence structures.

16. Any cultural and/or paleontological resources (historic or prehistoric site or object) discovered by the holder, or any person working on his behalf, on public or Federal land shall be immediately reported to the Authorized Officer. Holder shall suspend all operations in the immediate area of such discovery until written authorization to proceed is issued by the Authorized Officer. An evaluation of the discovery will be made by the Authorized Officer to determine appropriate actions to prevent the loss of significant cultural or scientific values. The holder will be responsible for the cost of evaluation and any decision as to proper mitigation measures will be made by the Authorized Officer after consulting with the holder.

17. The operator shall be held responsible if noxious weeds become established within the areas of operations. Weed control shall be required on the disturbed land where noxious weeds exist,

which includes associated roads, pipeline corridor and adjacent land affected by the establishment of weeds due to this action. The operator shall consult with the Authorized Officer for acceptable weed control methods, which include following EPA and BLM requirements and policies.

18. Escape Ramps - The operator will construct and maintain pipeline/utility trenches that are not otherwise fenced, screened, or netted to prevent livestock, wildlife, and humans from becoming entrapped. At a minimum, the operator will construct and maintain escape ramps, ladders, or other methods of avian and terrestrial wildlife escape in the trenches according to the following criteria:

- a. Any trench left open for eight (8) hours or less is not required to have escape ramps; however, before the trench is backfilled, the contractor/operator shall inspect the trench for wildlife, remove all trapped wildlife, and release them at least 100 yards from the trench.

For trenches left open for eight (8) hours or more, earthen escape ramps (built at no more than a 30 degree slope and spaced no more than 500 feet apart) shall be placed in the trench.

C. ELECTRIC LINES (Not Applied for in APD)

IX. INTERIM RECLAMATION

During the life of the development, all disturbed areas not needed for active support of production operations should undergo interim reclamation in order to minimize the environmental impacts of development on other resources and uses.

Within six (6) months of well completion, operators should work with BLM surface management specialists (Jim Amos: 575-234-5909) to devise the best strategies to reduce the size of the location. Interim reclamation should allow for remedial well operations, as well as safe and efficient removal of oil and gas.

During reclamation, the removal of caliche is important to increasing the success of revegetating the site. Removed caliche that is free of contaminants may be used for road repairs, fire walls or for building other roads and locations. In order to operate the well or complete workover operations, it may be necessary to drive, park and operate on restored interim vegetation within the previously disturbed area. Disturbing revegetated areas for production or workover operations will be allowed. If there is significant disturbance and loss of vegetation, the area will need to be revegetated. Communicate with the appropriate BLM office for any exceptions/exemptions if needed.

All disturbed areas after they have been satisfactorily prepared need to be reseeded with the seed mixture provided below.

Upon completion of interim reclamation, the operator shall submit a Sundry Notices and Reports on Wells, Subsequent Report of Reclamation (Form 3160-5).

X. FINAL ABANDONMENT & RECLAMATION

At final abandonment, well locations, production facilities, and access roads must undergo "final" reclamation so that the character and productivity of the land are restored.

Earthwork for final reclamation must be completed within six (6) months of well plugging. All pads, pits, facility locations and roads must be reclaimed to a satisfactory revegetated, safe, and stable condition, unless an agreement is made with the landowner or BLM to keep the road and/or pad intact.

After all disturbed areas have been satisfactorily prepared, these areas need to be revegetated with the seed mixture provided below. Seeding should be accomplished by drilling on the contour whenever practical or by other approved methods. Seeding may need to be repeated until revegetation is successful, as determined by the BLM.

Operators shall contact a BLM surface protection specialist prior to surface abandonment operations for site specific objectives (Jim Amos: 575-234-5909).

Seed Mixture 3, for Shallow Sites

The holder shall seed all disturbed areas with the seed mixture listed below. The seed mixture shall be planted in the amounts specified in pounds of pure live seed (PLS)* per acre. There shall be no primary or secondary noxious weeds in the seed mixture. Seed will be tested and the viability testing of seed will be done in accordance with State law(s) and within nine (9) months prior to purchase. Commercial seed will be either certified or registered seed. The seed container will be tagged in accordance with State law(s) and available for inspection by the authorized officer.

Seed will be planted using a drill equipped with a depth regulator to ensure proper depth of planting where drilling is possible. The seed mixture will be evenly and uniformly planted over the disturbed area (smaller/heavier seeds have a tendency to drop the bottom of the drill and are planted first). The holder shall take appropriate measures to ensure this does not occur. Where drilling is not possible, seed will be broadcast and the area shall be raked or chained to cover the seed. When broadcasting the seed, the pounds per acre are to be doubled. The seeding will be repeated until a satisfactory stand is established as determined by the authorized officer. Evaluation of growth will not be made before completion of at least one full growing season after seeding.

Species to be planted in pounds of pure live seed* per acre:

Species	lb/acre
Plains Bristlegrass (<i>Setaria magrostachya</i>)	1.0
Green Spangletop (<i>Leptochloa dubia</i>)	2.0
Side oats Grama (<i>Bouteloua curtipendula</i>)	5.0

*Pounds of pure live seed: Pounds of seed x percent purity x percent germination = pounds pure live seed