

Submit 3 Copies To Appropriate District Office
 District I
 1625 N. French Dr., Hobbs, NM 88240
 District II
 1301 W. Grand Ave., Artesia, NM 88210
 District III
 1000 Rio Brazos Rd., Aztec, NM 87410
 District IV
 1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 June 19, 2008

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

WELL API NO. 30-015-10178
5. Indicate Type of Lease STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name BRAINARD GAS COM
8. Well Number #1
9. OGRID Number 277558
10. Pool name or Wildcat Atoka, Penn Gas (70800)

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

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
LIME ROCK RESOURCES II-A, L.P.

3. Address of Operator
c/o Mike Pippin LLC, 3104 N. Sullivan, Farmington, NM 87401

4. Well Location
 Unit Letter P : 990 feet from the SOUTH line and 990 feet from the EAST line
 Section 11 Township 18-S Range 26-E NMPM Eddy County

11. Elevation (Show whether DR, RKB, RT, GR, etc.)
 3320' DF

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

NOTICE OF INTENTION TO:		SUBSEQUENT PERMITS	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input checked="" type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	COMMENTS <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	CASING/ <input type="checkbox"/>	OTHER: <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	MULTIPLE COMPL <input type="checkbox"/>	www.emnrd.state.nm.us Current forms are available on our website and should be used when filing regulatory documents.	
DOWNHOLE COMMINGLE <input type="checkbox"/>			
OTHER: P&A <input checked="" type="checkbox"/>		OTHER: <input type="checkbox"/>	

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 1103. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

LIME ROCK would like to P&A this well as follows: MIRUSU. **NOTE: BAD CSG @ 1628'-1754'**. TOH w/tbg & pkr. TIH w/tbg open ended & tag fish @ ~8982' (fish is 2-3/8" tbg). **Plug #1, (8659'-8982') 2-3/8" tbg stub & top Morrow @ 8780'**. Spot 25 sx cmt (323') @ 8982'. WOC. Tag cmt. Circ hole w/P&A mud (25 sx gel/100 bbis water). **Plug #2 (4492'-5975'), top of Wolfcamp @ 5925' & top of Abo @ 4542'**. Pump a balanced 120 sx (1553') cmt plug @ 5975'. WOC. Tag cmt. **Plug #3 (2316'-3047'), SQed perfs @ 2997' & top of Glorieta @ 2366'**. Pump a balanced 60 sx (776') cmt plug @ 3047'. WOC. Tag cmt. **Plug #4 (1485'-1810'), SQed perfs @ 1760', Bad Csg @ 1628'-1754', SQed perfs @ 1535'**. Pump a balanced 26 sx (336') cmt plug @ 1810'. WOC. Tag cmt. **Plug #5 (1206'-1306'), 8-5/8" csg shoe @ 1256'**. Pump a balanced 25 sx (323') cmt plug @ 1306'. WOC. Tag cmt. **Plug #6 (60'-Surface)**. W/tbg @ 60', circ cmt to surface (~5 sx). TOH. Cut off csg below surface csg flange. Top off csqs w/cmt. Install P&A marker with cmt to comply with government specs. RD move off location, cut off anchors and restore location. See attached wellbore diagrams.

Spud Date: 10/27/62 Drilling Rig Release Date: 10/29/62

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

SIGNATURE Mike Pippin TITLE Petroleum Engineer - Agent DATE 4/16/14
 Type or print name Mike Pippin E-mail address: mike@pippinllc.com PHONE: 505-327-4573

For State Use Only

APPROVED BY: [Signature] TITLE Dist. Rep. Supervisor DATE 5/9/2014

Conditions of Approval (if any):

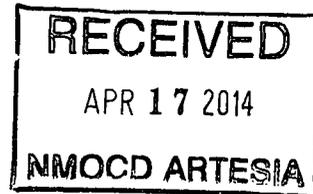
CONDITIONS OF APPROVAL ATTACHED

Approval Granted providing work is Completed by

May 9, 2015

★ See Attached COA's

Approved for plugging of well bore only. Liability under bond is retained pending receipt of C-103 (Subsequent Report of Well Plugging) which may be found at OCD Web Page under Forms, www.emnrd.state.nm.us/oed.



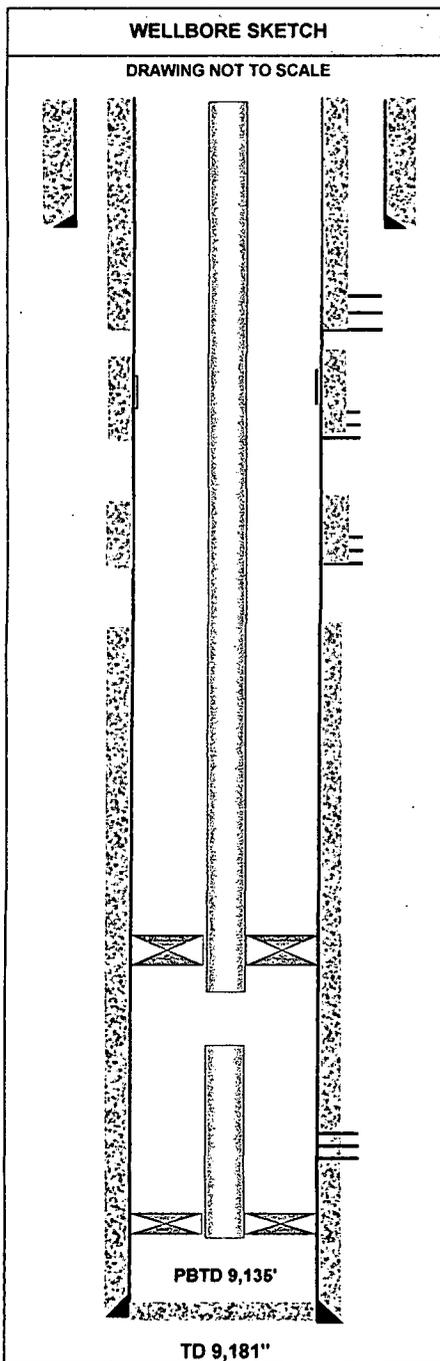
OPERATOR: Lime Rock Resources	LEASE / WELL: Brainard Gas Com #1	SURVEY:	Property No.
COMPLETION RIG:	COUNTY / STATE: Eddy County, New Mexico	SURFACE LOCATION: Sec 11, T18S, R26E	FIELD: East Artesia

DIRECTIONAL DATA		
KOP:	STRAIGHT HOLE	
MAX DEV:	deg @	MD
DEV @ PERFS:	deg @	MD
DEV @ PERFS:	deg @	MD
DEV @ PERFS:	deg @	MD

TUBULAR DATA							
Tubulars	Size	Weight	Grade	Thread	Top	MD	SKS
DRIVE PIPE							
CONDUCTOR							
SURFACE	8 5/8"	24#	J-55	STC	0	1256'	1,600
INTERMEDIATE							
PRODUCTION	4 1/2"	11.6#9.5#	J-55/N-80	LTC	0	9181'	1,100
PROD TIEBACK							
PROD LINER							
PROD LINER							
TUBING	2 3/8"	4.7#	L-80	8rd	0	8902'	
COILED TUBING							

WELLHEAD DATA	
TYPE	
WP	
T	FLANGE: THREAD:
R	
E	
E	
TUBING HANGER:	
BTM FLANGE:	
BPV PROFILE:	
ELEVATIONS:	GROUND ELEVATION
RKB-DF:	
RKB-ELEV:	3310'

DRILLING / COMPLETION FLUID	
DRILLING FLUID:	ppg -
DRILLING FLUID:	ppg -
DRILLING FLUID:	ppg -
COMPLETION FLUID:	ppg -
PACKER FLUID:	ppg -



EQUIPMENT DESCRIPTION	ID	OD	DEPTH TVD	DEPTH MD
SI - Producing Well				
12-1/4" hole				
8 5/8" 24# surface csg @ 1256' - cmt'd to surface w/1600 sx				
11/1970: Perf'd SQ holes @ 1535' & SQ w/275 sx cmt. Circ to surface.				
BAD CSG: In Oct.2012, swedged 4-1/2" csg 1628'-1754'.				
11/1970: Perf'd SQ holes @ 1760' & SQ w/300 sx cmt. TOC @ ????				
Glorieta @ 2366'				
11/1970: Perf'd SQ holes @ 2997' & SQ w/430 sx cmt. TOC @ 2810' - Temp Survey				
Abo @ 4542'				
TOC @ 4730' - Temp Survey				
Wolfcamp @ 5925'				
10/2012: 4-1/2" pkr on 280 jts 2 3/8" 4.7# L-80 tbg				
Morrow @ 8780'				
4 1/2" AS-1X pkr @ 8903' 20K# comp w/On/off tool w/1.87" profile stinger				
Pkr on bottom - could not fish; backed off tbg collar @ 8982'				
9046'-9074', 9080'-9084', & 9092'-9102' (Morrow); re-perf 9042'-9066' (10/2012)				
7-7/8" hole				
4 1/2" 9.5&11.6# prod csg @ 9181' - cmt'd w/1100 sx				
COMMENTS:	Working Interest:	PLUG BACK DEPTH:		
API #	Net Revenue Interest:	TOTAL WELL DEPTH:		
Property#		PREPARED OR	DATE:	
Spud Date:		REVISED BY:		
Completed in		pmp	4/16/2014	

CURRENT

DIRECTIONS TO LOCATION: Directions to well needed.

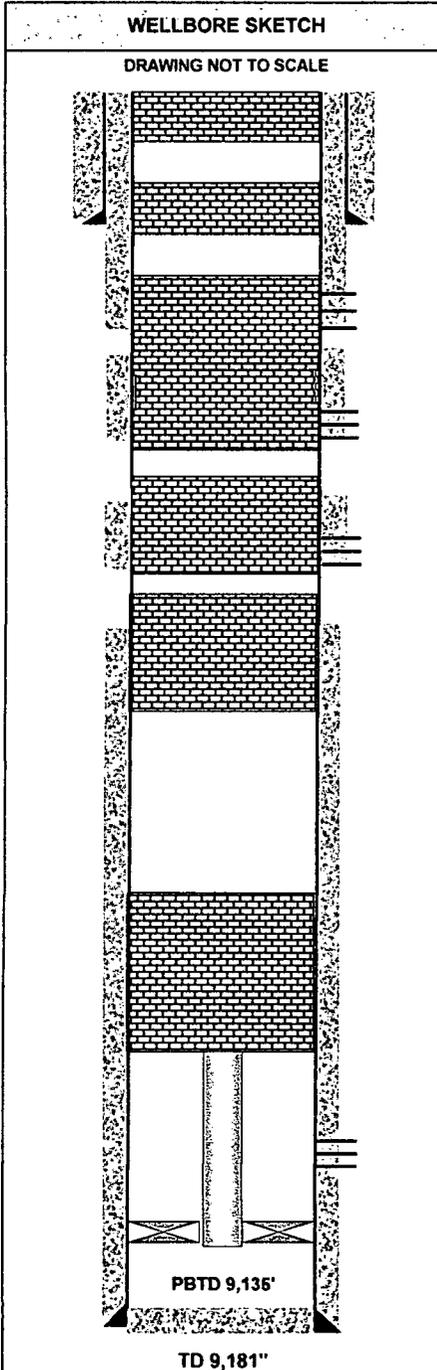
OPERATOR: Lime Rock Resources	LEASE / WELL: Brainard Gas Com #1	SURVEY:	Property No.
COMPLETION RIG:	COUNTY / STATE: Eddy County, New Mexico	SURFACE LOCATION: Sec 11, T18S, R26E	FIELD: East Artesia

DIRECTIONAL DATA		
KOP:	STRAIGHT HOLE	
MAX DEV:	deg @	MD
DEV @ PERFS:	deg @	MD
DEV @ PERFS:	deg @	MD
DEV @ PERFS:	deg @	MD

TUBULAR DATA							
Tubulars	Size	Weight	Grade	Thread	Top	MD	SKS
DRIVE PIPE							
CONDUCTOR							
SURFACE	8 5/8"	24#	J-55	STC	0	1256'	1,600
INTERMEDIATE							
PRODUCTION	4 1/2"	11.6#9.5#	J-55/N-80	LTC	0	9181'	1,100
PROD TIEBACK							
PROD LINER							
PROD LINER							
TUBING	2 3/8"	4.7#	L-80	8rd	0	8902'	
COILED TUBING							

WELLHEAD DATA	
TYPE	
WP	
T R E E	FLANGE: THREAD:
TUBING HANGER:	
BTM FLANGE:	
BPV PROFILE:	
ELEVATIONS:	GROUND ELEVATION
RKB-DF:	
RKB-ELEV:	3310'

DRILLING / COMPLETION FLUID	
DRILLING FLUID:	ppg -
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DRILLING FLUID:	ppg -
COMPLETION FLUID:	ppg -
PACKER FLUID:	ppg -



EQUIPMENT DESCRIPTION	ID	OD	DEPTH TVD	DEPTH MD
Proposed P&A				
PLUG#6: 60'-Surface w/5 sx cmt.				
12-1/4" hole				
8 5/8" 24# surface csg @ 1256' - cmt'd to surface w/1600 sx				
PLUG#5: 1206'-1306' W/25 SX CMT.				
11/1970: Perf'd SQ holes @ 1535' & SQ w/275 sx cmt. Circ to surface.				
BAD CSG: In Oct.2012, swedged 4-1/2" csg 1628'-1754'.				
11/1970: Perf'd SQ holes @ 1760' & SQ w/300 sx cmt. TOC @ ????				
PLUG #4: 1485'-1810' W/26 SX CMT.				
Glorieta @ 2366'				
PLUG #3: 2316'-3047' W/60 SX CMT.				
11/1970: Perf'd SQ holes @ 2997' & SQ w/430 sx cmt. TOC @ 2810' - Temp Survey				
Abo @ 4542'				
TOC @ 4730' - Temp Survey				
Wolfcamp @ 5925'				
PLUG#2: 4492'-5975' W/120 SX CMT.				
10/2012: 4-1/2" pkr on 280 jts 2 3/8" 4.7# L-80 tbg				
Morrow @ 8780'				
4 1/2" AS-1X pkr @ 8903' 20K# comp w/On/off tool w/1.87" profile stinger				
PLUG#1: 8659'-8982' W/25 SX CMT				
Pkr on bottom - could not fish; backed off tbg collar @ 8982'				
9046'-9074', 9080'-9084', & 9092'-9102' (Morrow); re-perf 9042'-9066' (10/2012)				
7-7/8" hole				
4 1/2" 9.5&11.6# prod csg @ 9181' - cmt'd w/1100 sx				
COMMENTS:	Working Interest:	PLUG BACK DEPTH:		
API #	Net Revenue Interest:	TOTAL WELL DEPTH:		
Property#		PREPARED OR	DATE:	
Spud Date:		REVISED BY:	4/16/2014	
Completed in		pmp		

PROPOSED

DIRECTIONS TO LOCATION: Directions to well needed.

API#: 30-015-41370

Customer: Lime Rock Resources	Rig: UDI#33	SHL X:
Lease, Well No.: Logan 35 Federal #17	Job No.: CD-14021	SHL Y:
County or Parrish: Eddy County	Location or Area: New Mexico	Mag.Decl.: 7.59



Calculated f/ Targets		Sensor		
KBTVD (@ 0' VS)		TVD		
Dip Angle (+Dn/-Up)		N/S		
		E/W		

Tie-In Survey Co.:						Minimum Curvature Calculations				Rates / 100' M.D.			Dist f/ Target Line	
Surveying Company: Childress Directional						Proposed Azimuth: 124.89°				Build or	R or -L	Course	Above or	Right or
Survey No.	M.D.	INCL	AZM.	TVD	N / -S	E / -W	V. SECT.	DLS / 100'	-Drop	-Turn	Length	-Below	-Left	
Tie-In	0.00	0.00	0.00	0.00'	0.00'	0.00'	0.00'	0.00'						
1.	437.00	0.40	58.70	437.00'	0.79'	1.30'	0.62'	0.09°						
2.	469.00	0.20	352.10	469.00'	0.91'	1.39'	0.62'	1.15°						
3.	561.00	3.00	143.60	560.96'	-0.87'	2.80'	2.79'	3.45°						
4.	655.00	7.60	127.80	654.53'	-6.67'	9.17'	11.34'	5.09°						
5.	751.00	10.70	125.70	749.30'	-15.76'	21.43'	26.59'	3.25°						
6.	848.00	11.70	122.40	844.45'	-26.29'	37.05'	45.42'	1.22°						
7.	944.00	11.10	120.80	938.56'	-36.23'	53.20'	64.37'	0.71°						
8.	1041.00	10.10	118.50	1,033.90'	-45.07'	68.70'	82.13'	1.12°						
9.	1136.00	9.80	122.00	1,127.47'	-53.33'	82.88'	98.48'	0.71°						
10.	1232.00	8.30	128.90	1,222.28'	-62.01'	95.20'	113.56'	1.93°						
11.	1329.00	6.80	133.30	1,318.44'	-70.35'	104.83'	126.22'	1.66°						
12.	1424.00	4.90	140.50	1,412.94'	-77.34'	111.50'	135.70'	2.14°						
13.	1519.00	5.80	149.60	1,507.53'	-84.61'	116.51'	143.96'	1.30°						
14.	1615.00	5.10	142.60	1,603.09'	-92.18'	121.56'	152.44'	1.00°						
15.	1711.00	1.40	179.00	1,698.93'	-96.75'	124.17'	157.19'	4.23°						
16.	1807.00	1.80	261.60	1,794.90'	-98.14'	122.70'	156.78'	2.22°						
17.	1903.00	2.30	297.80	1,890.84'	-97.46'	119.50'	153.77'	1.42°						
18.	1999.00	1.80	329.80	1,986.78'	-95.26'	117.04'	150.49'	1.28°						
19.	2095.00	1.90	332.30	2,082.73'	-92.55'	115.54'	147.71'	0.13°						
20.	2197.00	2.00	321.20	2,184.68'	-89.66'	113.64'	144.50'	0.38°						
21.	2292.00	1.80	317.00	2,279.62'	-87.28'	111.59'	141.45'	0.26°						
22.	2388.00	2.00	347.20	2,375.57'	-84.54'	110.19'	138.74'	1.05°						
23.	2483.00	2.30	351.90	2,470.51'	-81.04'	109.55'	136.21'	0.37°						
24.	2579.00	2.20	350.00	2,566.43'	-77.32'	108.96'	133.60'	0.13°						
25.	2675.00	2.80	27.30	2,662.35'	-73.42'	109.71'	131.99'	1.77°						
26.	2771.00	2.80	27.60	2,758.23'	-69.26'	111.88'	131.38'	0.02°						
27.	2867.00	3.00	55.40	2,854.11'	-65.75'	115.03'	131.97'	1.46°						
28.	2963.00	2.90	86.50	2,949.99'	-64.18'	119.52'	134.75'	1.65°						
29.	3059.00	2.60	109.20	3,045.88'	-64.75'	124.00'	138.75'	1.17°						
30.	3155.00	2.10	111.80	3,141.80'	-66.12'	127.69'	142.56'	0.53°						
31.	3251.00	2.10	111.70	3,237.74'	-67.42'	130.96'	145.98'	0.00°						
32.	3348.00	2.00	108.50	3,334.68'	-68.61'	134.22'	149.34'	0.16°						
33.	3443.00	1.80	109.00	3,429.62'	-69.63'	137.20'	152.36'	0.21°						
34.	3540.00	1.80	171.60	3,526.59'	-71.63'	138.86'	154.87'	1.93°						
35.	3636.00	1.90	182.30	3,622.54'	-74.71'	139.02'	156.76'	0.37°						
36.	3732.00	2.70	256.00	3,718.48'	-76.85'	136.76'	156.13'	2.95°						
37.	3828.00	2.90	259.50	3,814.36'	-77.84'	132.18'	152.94'	0.27°						

38.	3888.00	3.30	287.10	3,874.28'	-77.61'	129.04'	150.23'	2.55°					
<u>PTB:</u>	3935.00	3.30	287.10	3,921.20'	-76.81'	126.45'	147.66'	0.00°					

The above survey data is true and correct, complete and within the limitations of the tool as set forth by Childress Directional Drilling, LLC; that I am authorized and qualified to make this report; that this survey was conducted at the request of Lime Rock Resources; that I reviewed these MWD Surveys and find they conform to the principles and procedures as set forth by Childress Directional Drilling.

Regards,



Art Poffenroth
MWD Manager
Childress Directional Drilling, LLC

NEW MEXICO OIL CONSERVATION DIVISION
DISTRICT 2 OFFICE
811 S. FIRST STREET
ARTESIA, NM 88210
(575)748-1283

CONDITIONS OF APPROVAL FOR PLUGGING & ABANDONMENT

Operator: Lime Rock Resources II

Well Name & Number: Barnard Gas Com #1

API #: 30-015-10178

1. Produced water **will not** be used during any part of the plugging & abandonment operation.
2. Notify NMOCD Dist. 2 office at least 24 hrs before beginning work.
3. Closed Loop System is to be used for entire plugging operation. Upon completion, contents of steel pit are to be hauled to a permitted disposal location.
4. Trucking companies being used to haul oilfield waste fluids to a disposal – commercial or private – shall have an approved NMOCD C-133 permit. A copy of this permit shall be available in each truck used to haul waste products. It is the responsibility of the operator, as well as the contractor, to verify that this permit is place prior to performing work. Drivers shall produce a copy upon request of NMOCD Field Inspectors.
5. A subsequent C-103 will serve as notification that the well bore has been plugged **ONLY**. A C-103 **FINAL** shall be filed before any bonding can be released on the well. Upon receipt of the Final, an inspection will be performed to verify that the location has been satisfactorily cleaned to NMOCD standards.
6. If work has not begun within 90 days of the approval of this procedure, an extension request must be filed, stating reason that well has not been plugged.
7. Every attempt must be made to clean the well bore out to below the perfs, before any plugs can be set, by whatever means possible.
8. **Cement Retainers may not be used.**

9. Squeeze pressures are not to exceed 500 PSI, unless approval is given by NMOCD.
10. Plugs may be combined after consulting with and getting approval from NMOCD.
11. Minimum WOC time for tag plugs will be 4 Hrs.

DATE: 5/9/2014

APPROVED BY:

A handwritten signature in black ink, appearing to be the initials 'AS' or similar, written in a cursive style.

GUIDELINES FOR PLUGGING AND ABANDONMENT

DISTRICT II / ARTESIA

- All cement plugs will be a minimum of 100' in length or a minimum of 25 sacks of cement, whichever is greater.
- Mud laden fluids must be placed between all cement plugs.
- Mud laden fluids must be mixed at 25 sacks of gel per 100 bbls of water.
- A cement plug is required to be set 50' below and 50' above all casing shoes and casing stub plugs. These plugs must be tagged.
- A CIBP with 35' of cement on top may be set in lieu of 100' cement plug.
- A plug as indicated above must be placed within 100' of top perforation. This plug must be tagged.
- Plugs set below and above salt zones must be tagged.
- No more than 2000' is to be allowed between cement plugs in open hole and no more than 3000' in cased hole.
- DV tools are required to have a 100' cement plug set 50' above and below the tool and must be tagged.

- Formations to be isolated with plugs placed at the top of each formation are:
 - Fusselman
 - Devonian
 - Morrow
 - Wolfcamp
 - Bone Spring
 - Delaware
 - Any Salt Section (Plug at top and bottom)
 - Abo
 - Glorieta
 - Yates (this plus is usually at base of salt section)

- If cement does not exist behind casing strings at recommended formation depths, the casing must be cut and pulled with plugs set at these depths or casing must be perforated and cement squeezed behind casing at the formation depths.
- In the R-111-P area (Potash Mine area) a solid cement plug must be set across the salt section. Fluid used to mix the cement shall be saturated with the salts common to the section penetrated and in suitable proportions, but not more than a 3% calcium chloride by weight of cement will be considered the desired mixture whenever possible (50' below and 50' above).