

MAR 02 2015

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-
abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
NMLC063105

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
NMNM101360X

8. Well Name and No.
NORTH SQUARE LAKE UNIT #046

9. API Well No.
30-015-04899

10. Field and Pool, or Exploratory Area
Square Lake; Grayburg-San Andres

11. County or Parish, State
EDDY COUNTY, NEW MEXICO

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Memorial Production Operating LLC

3a. Address
1301 McKinney Street; Suite 2100, Houston, Texas 77010

3b. Phone No. (include area code)
713-588-8300

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SEC 28 T16S R31E
1980' FNL & 1650' FEL

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomple horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomple in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

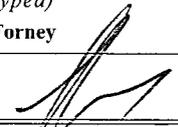
This Sundry Notice is to hereby notify and reflect, effective October 1, 2013, a merger of Boaz Energy, LLC ("Boaz") with Memorial Production Operating LLC ("Memorial"). A copy of the Certificate of Merger is enclosed and has been recorded in each applicable county. As a result of the merger of Boaz and Memorial, Memorial owns one hundred percent (100%) of the record, beneficial and equitable title in and to the properties owned previously by Boaz. Operations conducted by Memorial shall be covered under Statewide BLM Bond **NM8001131**

Memorial's primary place of business is 1301 McKinney, Suite 2100, Houston, TX 77010, business telephone number (713) 588-8300 and fax number (713) 588-8301.

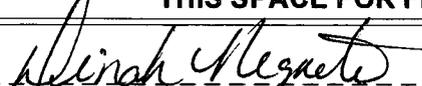
ADD 3/2/15
Accepted for record
3/2/15

14. I hereby certify that the foregoing is true and correct

Name (Printed/Typed) Larry Forney Title Vice President and Chief Operating Officer

Signature  Date 1/3/14

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by  Title PAT Date 2/23/2015

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease... which would entitle the applicant to conduct operations thereon.

Office CFO

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.