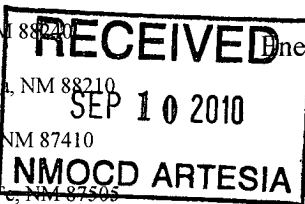


District I
1625 N French Dr, Hobbs, NM 88240
District II
1301 W Grand Avenue, Artesia, NM 88210
District III
1000 Rio Brazos Road, Aztec, NM 87410
District IV
1220 S St Francis Dr, Santa Fe, NM 87505



State of New Mexico
Energy Minerals and Natural Resources
Oil Conservation Division
1220 South St. Francis Dr.
Santa Fe, NM 87505

Form C-101
June 16, 2001

Submit to appropriate District Office

☐ AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL, RE-ENTER, DEEPEN, PLUGBACK, OR ADD A ZONE

¹ Operator Name and Address Lime Rock Resources A, L P 1111 Bagby St, Suite 4600 Houston, TX 77002		² OGRID Number 255333
³ Property Code 306812 306811		³ API Number 30-015-38190
⁵ Property Name Aid 24 State		⁶ Well No 11
⁹ Proposed Pool 1 Empire, Glorieta-Yeso (96210)		¹⁰ Proposed Pool 2

⁷ Surface Location

UL or lot no	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
N	24	17S	28E		990	South	2310	West	Eddy

⁸ Proposed 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

Additional Well Information

¹¹ Work Type Code N	¹² Well Type Code O	¹³ Cable/Rotary R	¹⁴ Lease Type Code S	¹⁵ Ground Level Elevation 3692'
¹⁶ Multiple N	¹⁷ Proposed Depth 5,500'	¹⁸ Formation Glorieta-Yeso	¹⁹ Contractor United	²⁰ Spud Date 11/15/10

²¹ Proposed Casing and Cement Program

Hole Size	Casing Size	Casing weight/foot	Setting Depth	Sacks of Cement	Estimated TOC
12 1/4"	8 5/8"	24#	350'	350 sx "C" + add	Surface
7 7/8"	5 1/2"	17#	5,500'	550 sx 35/65 Poz/C	Lead
				600 sx C	Tail to surface

²² Describe the proposed program If this application is to DEEPEN or PLUG BACK, give the data on the present productive zone and proposed new productive zone

Describe the blowout prevention program, if any Use additional sheets if necessary

Lime Rock Resources A, L P proposes to drill/test the Empire formation Approximately 350 feet will be drilled with fresh water, then set and cement 8 5/8" surface casing to 350 feet

Drill 7 7/8" hole to T D at approx 5,500' Run O/H logs Set 5 1/2" casing to T D and cement will be circulated back to surface

Will perforate the Empire formation and stimulate, as necessary, for optimum production Produce well by flowing or pumping

H2S levels are not expected to be high enough to require an H2S contingency program

See exhibit "A" for BOP

²³ I hereby certify that the information given above is true and complete to the best of my knowledge and belief

Signature

George R. Smith

Printed name
George R Smith

Title
POA agent for Lime Rock Resources A, L P

E-mail Address
gr.smith1@hotmail.com

Date
9/09/10

Phone
575-623-4940

OIL CONSERVATION DIVISION

Approved by

Title

Approval Date

Expiration Date

Conditions of Approval Attached ☐

DISTRICT I
1625 N. FRENCH DR., HOBBS, NM 88240

State of New Mexico
Energy, Minerals and Natural Resources Department

Form C-102

DISTRICT II
1301 W. GRAND AVENUE, ARTESIA, NM 88210

OIL CONSERVATION DIVISION
1220 SOUTH ST. FRANCIS DR.
Santa Fe, New Mexico 87505

Revised October 12, 2005
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

DISTRICT III
1000 Rio Brazos Rd., Aztec, NM 87410

DISTRICT IV
1220 S ST FRANCIS DR., SANTA FE, NM 87505

WELL LOCATION AND ACREAGE DEDICATION PLAT

☐ AMENDED REPORT

API Number 70-015-38190	Pool Code 96210	Pool Name Empire; Glorieta-Yeso
Property Code 306812 306811	Property Name AID 24 STATE	Well Number 11
OGRID No. 255333	Operator Name LIMEROCK RESOURCES A, L.P.	Elevation 3692'

Surface Location

UL or lot No	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
N	24	17-S	28-E		990	SOUTH	2310	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
Dedicated Acres 40	Joint or Infill	Consolidation Code	Order No.						

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

<p>GEODETIC COORDINATES NAD 27 NME</p> <p>Y=660827.4 N X=562344.5 E</p> <p>LAT.=32 816538" N LONG =104 130400" W</p> <p>2310'</p> <p>990'</p>	<p>OPERATOR CERTIFICATION</p> <p>I hereby certify that the information 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 mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division</p> <p><i>George R. Smith</i> 9/9/10 Signature Date</p> <p>George R. Smith, agent Printed Name</p> <p>SURVEYOR CERTIFICATION</p> <p>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</p> <p>RONALD J. EIDSON Date Surveyed 9/28/2010 Signature & Seal of Professional Surveyor Certificate No. GARY EIDSON 12641 RONALD J EIDSON 3239</p>
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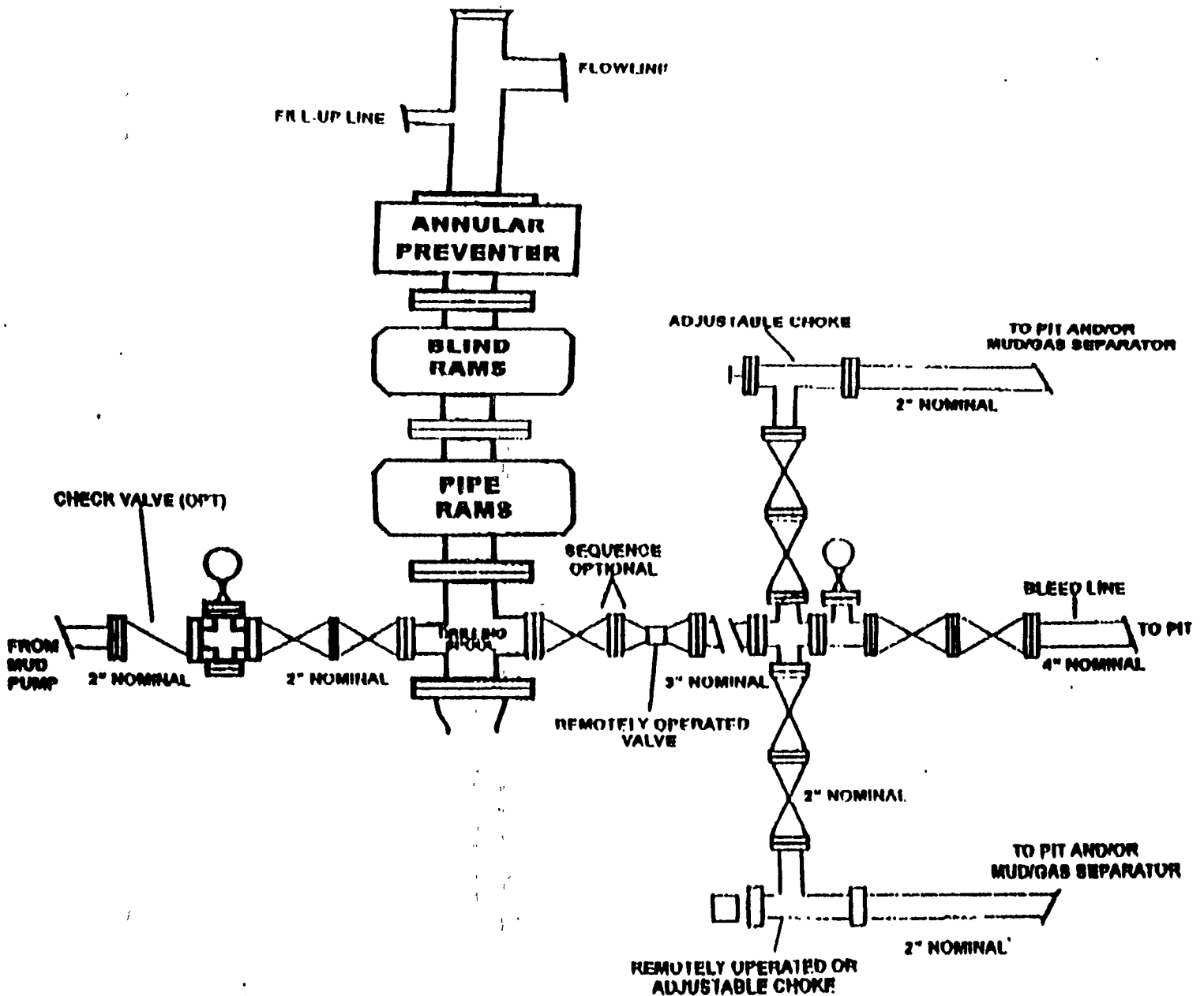
**BOP DIAGRAM
3000# SYSTEM**

EXHIBIT "A"
LIME ROCK RESOURCES A, L.P.
Aid 24 State, Well No. 11
BOP Specifications

Lime Rock Resources A, L.P., AID 24 STATE, WELL NO. 11
API: 30-

Sec. 24, T17S-R28E, 990' FSL & 2310' FWL Eddy Co., NM

DESIGN: Closed Loop System with roll-off steel bins (pits)

CLS/Carlsbad will supply (2) bins () volume, rails and transportation relating to the Close Loop system. Specifications of Close Loop System attached.

Contacts: Tommy Wilson 575-748-6367 Cell Office # 575-885-3996

Closed Loop Specialties: Supervisor: Curtis: 575-706-4605 - Carlsbad Cell

Monitoring 24 hour service

Equipment:

2-Centrifuges (brand): Swaco

2-Rig Shakers (brand): Mongoose

Air pumps on location for immediate remediation process

Layout of Close Loop System with bins, centrifuges and shakers attached.

Cuttings and associated liquids will be hauled to a State regulated third party disposal site: CRI (Controlled Recovery, Inc) Disposal Facility Permit # R-9166

2- CLS Bins with track system

1 500 bbl tank for fresh water

OPERATIONS:

Closed Loop equipment will be inspected daily by each tour and any necessary maintenance performed.

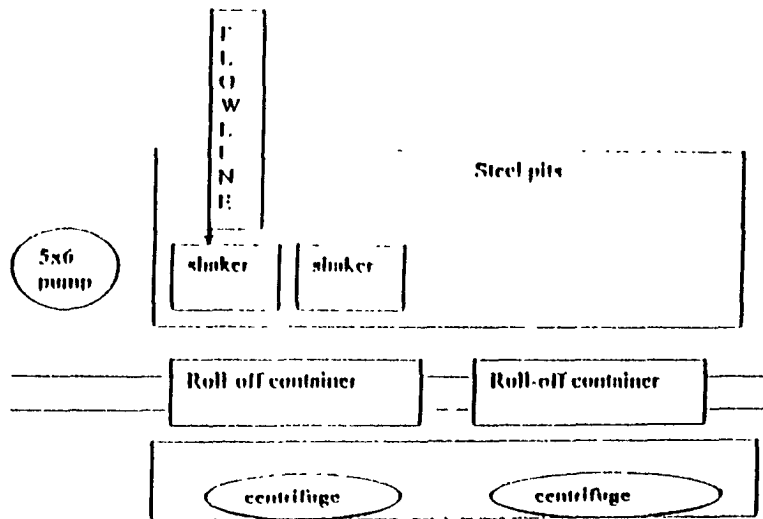
Any leak in system will be repaired and or/contained immediately

OCD will be notified within 48 hours of the spill.

Remediation process started immediately

CLOSURE:

During drilling operations all liquids, drilling fluids and cuttings will be hauled off by CLS (Closed Loop Specialties) to disposal facility, Controlled Recovery, Inc. Permit # R-9166



This will be maintained by 24 hour solids control personnel that stay on location.

TOMMY WILSON



**CLOSED LOOP
SPECIALTY**

Office: 975.746.1689

Cell: 975.748.6367

POWER OF ATTORNEY**DESIGNATION OF AGENT**

LIME ROCK RESOURCES A, L.P. hereby names the following person as its agent:

Name of Agent: George R. Smith d/b/a/ Energy Administrative Services Company

Agent's Address: P.O. Box 458, Roswell, NM 88202

Agent's Telephone Number: (575) 623-4940

GRANT OF SPECIAL AUTHORITY

LIME ROCK RESOURCES A, L.P. grants its agent the authority to act for it with respect to the following only:

1. Executing forms required to be filed with the Oil Conservation Division of the New Mexico Energy, Minerals and Natural Resources Department.
2. Executive forms required to be filed with the Bureau of Land Management of the Department of Interior of the United States of America.

EFFECTIVE DATE

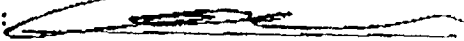
This power of attorney is effective immediately.

RELIANCE ON THIS POWER OF ATTORNEY

Any person, including the agent, may rely upon the validity of this power of attorney or a copy of it unless that person knows it has terminated or is invalid.

SIGNATURE AND ACKNOWLEDGMENT

LIME ROCK RESOURCES A, L.P.

By: 

Name: Charles Adcock

Title: Managing Director - Lime Rock Resources, G.P.

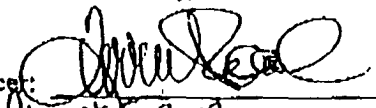
Date: 10/27/2008

Address: 1111 Bagby Street, Suite 4600, Houston, TX 77002

Telephone Number: (713) 292-9512

State of TEXAS
County of HARRIS

This instrument was acknowledged before me on October 27, 2008 by Charles Adcock,
Managing Director of LIME ROCK RESOURCES A, L.P. acting on behalf of said limited
partnership.

Signature of notarial officer: My commission expires: August 05, 2012