Form 3160-5 (April 2004)

3a. Address

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

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ULD	Artesia	

FORM APPROVED OM B No. 1004-0137 Expires: March 31, 2007

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5.	Lease Serial	No.

LC-065108 SUNDRY NOTICES AND REPORTS ON WELLS 6. If Indian, Allottee or Tribe Name Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals. 7. If Unit or CA/Agreement, Name and/or No. SUBMIT IN TRIPLICATE- Other instructions on reverse side. Öil Well 🗆 🗆 Gas Well□□ Other 8. Well Name and No. Leonard Federal #3 2. Name of Operator SPY LLC 9. API Well No. 30-015-03770 3b. Phone No. (include area code) P.O. Box 1020, Artesia, NM 88210 575-748-8661 10. Field and Pool, or Exploratory Area Graybur Jackson 7RVS QN SA 4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 11. County or Parish, State 2310' FSL & 990'FWL Section 34-17S-29E **Eddy County, NM**

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA								
TYPE OF SUBMISSION	TYPE OF ACTION							
Notice of Intent Subsequent Report Final Abandonment Notice	Acidize Alter Casing Casing Repair Change Plans Convert to Injection	Deepen Fracture Treat New Construction Plug and Abandon Plug Back	Production (Start/Resume) Reclamation Recomplete Temporarily Abandon Water Disposal	Water Shut-Off Well Integrity ✓ Other Change of Operator				

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 recomplete 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 recompletion 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.)

Effective 10/1/2010

Change of Operator

Yates Drilling Company 105 South 4th Street Artesia, NM 88210 SPY LLC P.O. Box 1020 Artesia, NM 88210

Bond #NMB000710

FEB 2 2011 s/ JD Whitlock Jr

BUREAU OF LAND MANAGEMENT CARLSBAD FIELD OFFICE

Accepted for record - NMOCD

SPY LLC accepts all applicable terms, conditions, stipulations and restrictions concerning operations conducted on this lease or portion described.

I hereby certify that the foregoing is true and correct Name (Printed/Typed)					
Tobin L. Rhodes	Title Agent				
Signature Toli Ruden	Date	09/24/2010			
THIS SPACE FOR FEDERAL OR STATE OFFICE USE					
Approved by	Title	Date			
Conditions of approval, if any, are attached. Approval of this notice does not warran certify that the applicant holds legal or equitable title to those rights in the subject lear which would entitle the applicant to conduct operations thereon.	I	/LL			
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any States any false, fictitious or fraudulent statements or representations as to any matter	person knowingly and within its jurisdiction	willfully to make to any departme	nt or agency of the United		
(Instructions on page 2)			\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\		