Form 3160-3 (July 1992)

FORM APPROVED OMB NO. 1004-0136 Expires: February 28, 1995

, 19	UNITED STATED STATES	TE	S	(1)		
//[[DEPARTMENT OF TH	ΙE	INT	ERI	OR	7

5. LEASE DESIGNATION AND SERIAL N
NM-048344

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APPLIC	ATION FOR PERI			N	46. IF INDIAN, ALLOTTEE OR	TRIBE NAME	
	RILL 🛛	DEEPEN []		7. UNIT AGREEMENT NAME	27A	
b. TYPE OF WELL OIL WELL 2. NAME OF OPERATOR SDX Resources, In	GAS OTHER		SINGLE X	MULTIPLE ZONE	8. FARM OR LEASE NAME, Williams A Fed	eral #4	
3. ADDRESS AND TELEPHONE			168	4 2	30-01	5-3246	
PO Box 5061, Mid	land, TX 79704 915/68	85-1761	/8 ³	0°	10. FIELD AND POOL, OR V	VILDÇAT	
	t location clearly and in accordance	with any State requirem	ients.*)	2002 5	Red Lake, QN-	GB-SA	
At surface 1650' FSL	, 330' FWL, Unit L		la i HI	`^~.	11. SEC., T., R., M., OR BLK AND SURVEY OR AREA		
At proposed prod. zone Same			CO.	ARTESIA 6	Sec 29, T17S,	R28E	
14. DISTANCE IN MILES AND	DIRECTION FROM NEAREST TOW	N OR POST OFFICE*	C.	70	12. COUNTY OR PARISH	13. STATE	
10 miles East of Ar	tesia, NM		ELL	1\>/	Eddy	NM	
15. DISTANCE FROM PROPOS LOCATION TO NEAREST PROPERTY OR LEASE LIN (Also to nearest drig. unit line	E ET (3	<i>30'</i>)	16. NO. OF ACRES IN LEA 200	TO THIS	ACRES ASSIGNED S WELL 40		
18. DISTANCE FROM PROPOS TO NEAREST WELL, DRILL OR APPLIED FOR, ON THIS	SED LOCATION* LING, COMPLETED, 47	006'	19. PROPOSED DEPTH 3500'	20 . ROTAR	y or cable tools Rotary		
21. ELEVATIONS (Show wheth 3623' GR		K CE	well Controlled 🕏	cher Gorin	22. APPROX. DATE WORK 11/01/02	(WILL START*	
23.		PROPOSED CAS	ING AND CEMENTING F	PROGRAM			
SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FO	OT SETTING D	ЕРТН	QUANTITY OF CEMEN	NT	
12-1/4"	8-5/8" J-55	24#	450	'	325 sx		
7-7/8"	4-1/2 - 5-1/2 J-55	9.5# - 17#	3500	0,	700 sx		

Plan to drill a 12-1/4" hole to 450'. Set 24# 8-5/8" csg & cmt to surf. Drill 7-7/8" hole to 3500'. Run LDT-CNL-GR & DLL-GR OH logs. Run 5-1/2" J-55 14# csg & cmt to surf.

Will perf & stimulate the San Andres as necessary for optimum production

Surface Use & Operations Plan **Drilling Program** H2S Plan

EXHIBITS:

- 1: BOP Diagram
- 2: Survey Plat (Original on file)
- 3: Access Maps

APPROVED BY

- 4: One Mile Radius Map
- 5: Rig Orientation Diagram
- 6: Letter of Responsibility

APPROVAL SUBJECT TO GENERAL REQUIREMENTS AND SPECIAL STIPULATIONS ATTACHED

IN ABOVE SPACE DESCRIBE PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or

deepen directionally, give pertinent data on subsurface locations and i	measured and true vertical depths. Give blowout p	reventer program, if any.
signed Bonnie Atwater	TITLE Regulatory Tech	DATE 08/21/02
(This space for Federal or State office use)		
PERMIT NO.	APPROVAL DATE	
Application approval does not warrant or certify that the applicant holds legal or CONDITIONS OF APPROVAL, IF ANY:	r equitable title to those rights in the subject lease which wo	ould entitle the applicant to conduct operations thereon.
	FOD	

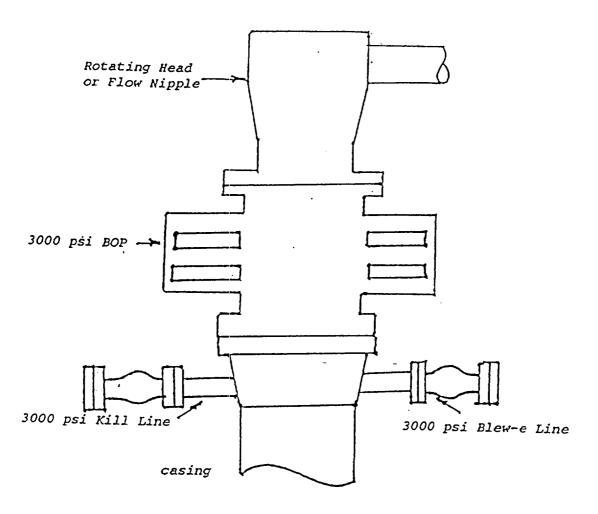
/s/ Mary J. Rugwell

FIELD MANAGER

SEP 26 2002

*See Instructions On Reverse Side APPROVAL FOR 1 VEAR Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of time. United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Blow Out Preventor Schematic

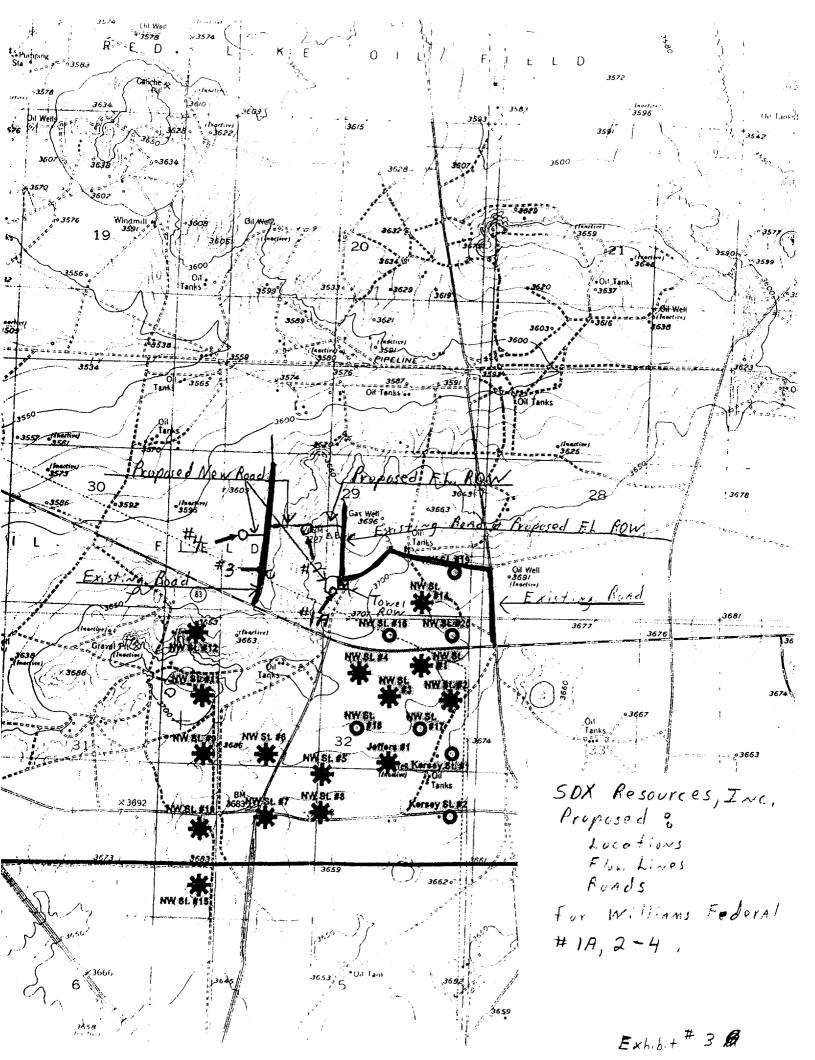


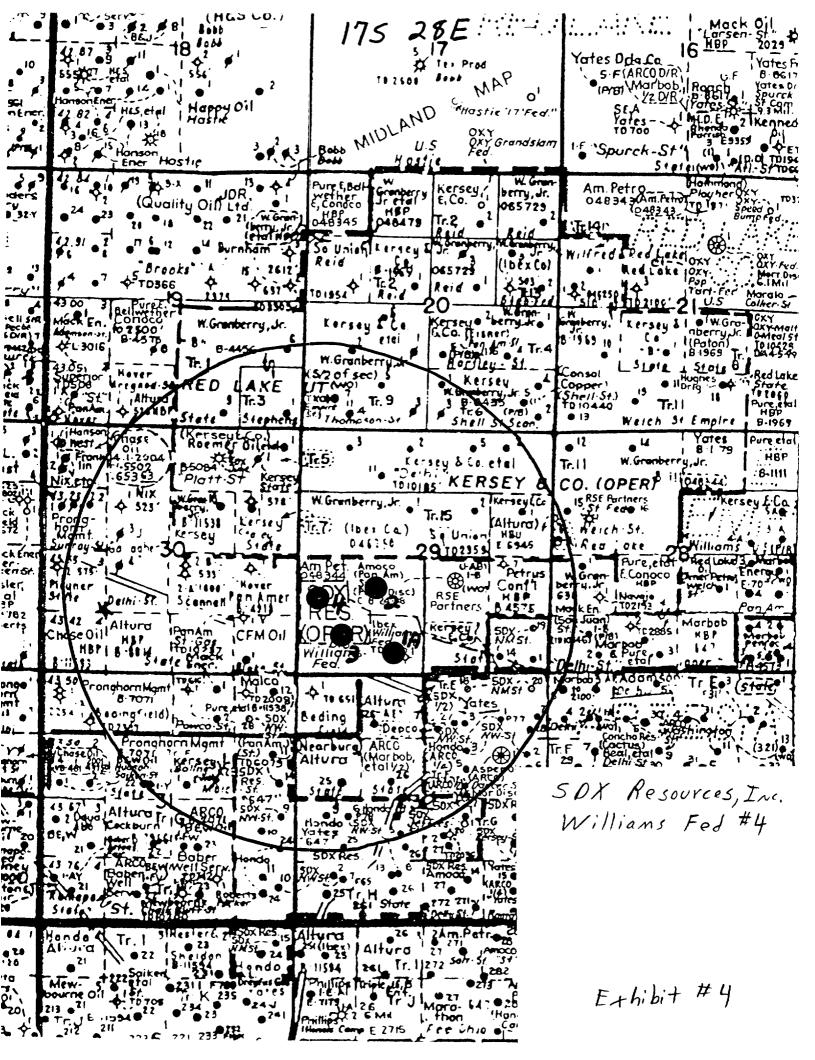
SDX RESOURCES, INC.

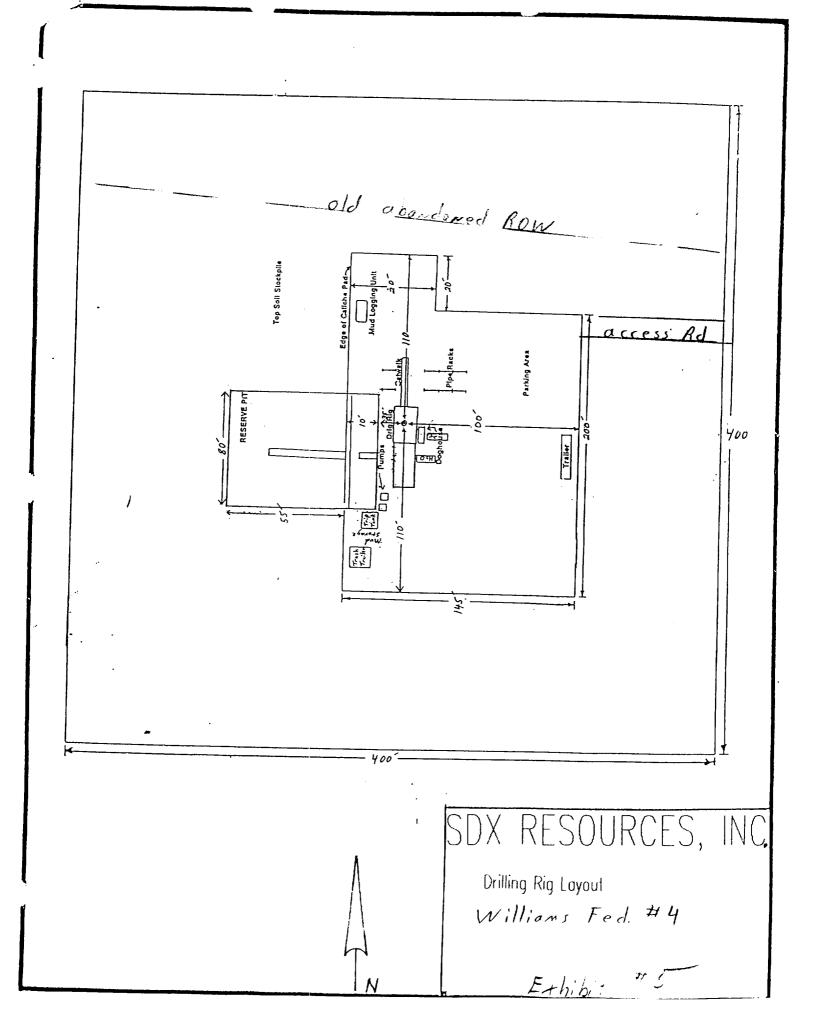
Lease:	Well:
Lease:	Well:

<u>District 1</u> 1625 N. French D District II	r., Hobbs, 1	KM 88240		Energ	State of I W. Minerals	New M & Natu	exico ral Resource	ECEL	VEI	Revised	Form C-102 i March 17, 1999
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			51	300			Lake QN	I-GB-SA			
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NO ALLOW	ABLE W	ILL BE AS N	SIGNED ON-STAN	TO THIS	COMPLET	ION UN BEEN AF	TIL AL INT	ERESTS HAV Y THE DIVISION	E BEEN ON	CONSOI	LIDATED OR A
16									that the infor	mation conta	IFICATION uned herein is true and t belief
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l					1500	A	المراقعة المراقع المرا	Date	4/28/	00	
					22 23 24 2) 100 E	SEP 200 RECEIVED - ART		18SURV I hereby certify	that the well aid notes of ac	location sho tual surveys	IFICATION wm on this plat was made by me me is true and correct
<i>∃30</i> ′0							2137	to the best of n		_	
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Original on file Exhibit #2







SURFACE USE AND OPERATIONS PLAN SDX RESOURCES, INC.

Williams A Federal # 4

1650' FSL, 330' FWL Unit L, Sec. 29, T17S, R28E Eddy Co., NM

1. Existing Roads:

- A. The well site and elevation plat for the proposed well is shown in Exhibit #2. It was staked by Dan Reddy, Carlsbad, New Mexico.
- B. All roads to the location are shown in Exhibit #3A. The existing rods are labeled and upgrading of the road prior to drilling will be done where necessary as determined during the onsite inspection.
- C. Directions to location: E. of Artesia on Hwy. 82 ~ 10 miles . Turn left and go .25 M and turn left to location.
- D. Routine grading and maintenance of existing roads will be conducted as necessary to maintain their condition as long as any operations continue on this lease.

2. Proposed Access Road:

Exhibit #3A shows the existing road.

~500' of new road will be needed. It is shown on Exhibit #3 A & B.

3. Location of Existing Wells:

Exhibit #4 shows all existing wells within a one-mile radius of this well.

4. Location of Existing and/or Proposed Facilities and ROW's:

- A. If the well is productive:
 - 1. The well will be tested and if commercial production exist, a battery will be constructed on the existing well pad. Depending on production rates, it should consist of 2-500 bbl. Steel stock tanks, a 500 bbl. FG brine tank, and a 4X20 heater treater.
 - 2. A Power line will be built to location and will be permitted by Central Valley Electric Company.
- B. If the well is productive, rehabilitation plans are as follows:
 - 1. The reserve pit will be back-filled after the contents of the pit are dry (within 120 days after the well is complete).
 - 2. Topsoil removed from the drill site will be used to raconteur the pit area to the original natural level, as nearly as possible, and reseeded as per BLM specifications.

5. <u>Location and Type of Water Supply:</u>

The well will be drilled with a combination brine and fresh water mud systems as outlined in the drilling program. The brine and fresh water will be obtained from commercial water stations in the area and hauled to roads shown in Exhibit #3. No water well will be drilled on the location.

6. Source of Construction Materials:

All caliche required for construction of the drill pad and any new access road will be obtained from the drilling pits and/or on site when possible. Any additional caliche will be obtained from approved caliche pits. All roads and pads will be constructed of 6" rolled and compacted caliche.

7. <u>Methods of Handling Water Disposal:</u>

- A. Drill cuttings not retained for evaluation purposes will be disposed into the reserve pit.
- B. Drilling fluids will be contained in plastic lined pits. The reserve pit will contain any excess drilling fluid or flow from the well during drilling, cementing and completion operations. The reserve pit will be an earthen pit, approximately 80' x 55' x 6' deep, fenced, and plastic-lined (5-7 mil thickness).
- C. Water produced from the well during completion may be disposed into the reserve pit. After the well is permanently placed on production, produced water will be trucked to an approved disposal site.
- D. Garbage and trash produced during drilling or completion operations will be collected in a trash trailer by a contractor. All water and fluids will be disposed of into the reserve pit. Salts and other chemicals produced during drilling or testing will be disposed into the reserve pit. No toxic waste or hazardous chemicals will be produced by this operations.
- E. After the rig is moved out and the well is either completed or abandoned, all waste materials will be cleaned-up within 90 days. No adverse materials will be left on the location. The reserve pit will be completely fenced and kept closed until it has dried. When the reserve pit is dry enough to breakout and fill and as weather permits the unused portion of the well site will be leveled and reseeded as per BLM specifications. Only that part of the pad required for production facilities will be kept in use.

8. Ancillary Facilities:

None

9. Well Site Layout:

A. The drill pad layout is shown in Exhibit #5. Dimensions of the pad and pits and location of major rig components are shown. Top soil, if available, will be stockpiled per BLM specifications as determined at the on-site inspection. Because the pad is almost level no major cuts will be required.

- B. Exhibit #5 shows the planned orientation for the rig and associated drilling equipment, reserve pit, trash pit, pipe racks, turn-around, parking areas and access road. No permanent living facilities are planned but a temporary foreman/toolpusher's trailer will be on location during the drilling operations.
- C. The reserve pit will be lined with high-quality plastic sheeting (5-7 mil thickness).

10. Plan for Restoration of the Surface:

A. Upon completion of the proposed operation, if the well is to be abandoned, the pit area, after allowing to dry, will be broken out and leveled. The original top soil will be returned to the entire location which will be leveled and contoured to as nearly the original topography as possible.

All trash and garbage will be hauled away in order to leave the location in an anesthetically pleasing condition. All pits will be filled and the location leveled within 120 days after abandonment.

- B. The disturbed area will be revegetated by reseeding during the proper growing season with a seed mixture of native grasses as recommended by the BLM.
- C. The reserve pit will be fenced prior to and during drilling operations. The fencing will remain in place until the pit area is cleaned-up and leveled. No oil will be left on the surface of the fluid in the pit.
- D. Upon completion of the proposed operations, if the well is completed, the reserve pit area will be treated as outlined above within the same prescribed time. The caliche from any area of the original drill site not needed for production operations or facilities will be removed and used for construction of thicker pads. Any additional caliche required for facilities will be obtained from an approved caliche pit. Topsoil removed from the drill site will be used to raconteur the pit area and any unused portions of the drill pad to the original natural level and reseeded as per BLM specifications.

11. Surface Ownership:

BLM

Grazing Leased to Bogle, LTD

Surface leasee has been notified.

12. Other Information:

- A. The area around the well site is grassland. The vegetation is native scrub grasses with abundant catclaw and mesquite.
- B. There is no permanent or live water in the immediate area.

B. An archaeological survey is on file.

13. Lessee's and Operator's Representative:

The SDX Resources Inc. representative for assuring compliance with the surface use plan is as follows:

Chuck Morgan SDX Resources Inc. PO Box 5061 Midland, TX 79704 915/685-1761 Office 915/685-0533 Fax

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are to the best of my knowledge, true and correct; and the work associated with the operations proposed herein will be performed by SDX Resources Inc. and its contractors and subcontractors in conformity with this plan and the terms and conditions which it is approved.

SDX Resources Inc.

Vice-President

DRILLING PROGRAM SDX Resources Inc.

Williams A Federal # 4

1650' FSL, 330' FWL Unit L, Sec. 29, T17S, R28E Eddy Co., NM

1. Geologic Name of Surface Formation:

Permian

2. Estimated Tops of Important Geologic Markers:

Yates	600
7- Rivers	900'
Queen	1200'
Grayburg	1600'
San Andres	1950'

3. Estimated Depth of Anticipated Fresh Water, Oil or Gas:

Water Sand	150' – 200'	Fresh Water
Yates	650	Oil & Gas
7-Rivers	950	Oil & Gas
Queen	1400'	Oil & Gas
Grayburg	1880'	Oil & Gas
San Andres	2800'	Oil & Gas

Fresh water sands will be protected by running 8-5/8" casing to a minimum depth of 400' and circulating cement. All other zones will be isolated by running 4-1/2" or 5-1/2" production casing and circulating cement.

4. Casing Program:

Hole Size	<u>Interval</u>	OC Csg	Weight Grade Jt Cond Type
12-1/4"	0 – 450	8-5/8"	24#, J55, New
7-7/8"	O - TD	4-1/2" - 5-1/2"	9.5# - 17#, J55, Used

Cement Program:

8-5/8" Surface Casing:	Cemented to surface with 325 sx of Class C with 2% CaCl and ¼#/sx Flocele.		
5-1/2" Production Casing:	Cemented with 300 sx of Class C and 400 sx of Lite C with 6# salt/sx and ½#/sx Flocele. This should circulate cement to the surface.		

5. <u>Minimum Specifications for Pressure Control:</u>

The blowout preventer equipment (BOP) shown in Exhibit #1 will consist of an double ram type preventer (2000 psi WP). Unit will be hydraulically operated. BOP will be nippled up on the 8-5/8" surface csg and used continuously until TD is reached. BOP and accessory equipment will be tested to 1000 psi before drilling out of surface casing. A 2" kill line and a 2" choke line will be included in the drilling spool. Other accessories to the BOP equipment will include a kelly cock.

6. Types and Characteristics of the Proposed Mud System:

The well will be drilled to TD with a combination of fresh water and brine water mud system. The applicable depth and properties of this system are as follows:

<u>Depth</u>	<u>Type</u>	Weight _(ppg)	Viscosity (sec)	Waterloss (cc)
0 – 400	Fresh Water (spud)	8.5	40 – 45	N/C
400 – TD	Brine water, SWG Starch	10.0	30	24

Sufficient mud materials to maintain mud properties and meet minimum lost circulation and weight increase requirements will be kept at the wellsite at all times.

7. Auxiliary Well Control and Monitoring Equipment:

- A. A kelly cock will be kept in the drill string at all times.
- B. A mud logging unit complete with H2S detector will be continuously monitoring drilling penetration rate and hydrocarbon shows from 1000' to TD.

8. <u>Logging, Testing and Coring Program:</u>

- A. Drillstem tests will be run on the basis of drilling shows.
- B. The electric logging program will consist of GR-Dual Laterolog and GR-Compensated Neutron-Density from TD to surface casing.
- C. Conventional coring may be performed in select intervals if deemed necessary.
- D. Further testing procedures will be determined after the production casing has been cemented at TD based on drill shows and log evaluation.

9. Abnormal Conditions, Pressures, Temperatures, & Potential Hazards:

No abnormal pressure or temperatures are anticipated. The estimated bottom hole temperature (BHT) at TD is 94° and estimated maximum bottom-hole pressure (BHP) is 1000 psig. No abnormal concentrations of hydrogen sulfide or other hazardous gases or fluids have been encountered, reported or are known to exist at this depth in this area. All H2S operation precautions will be followed (see attached H2S drilling operations plans). No major loss circulation zones have been reported in offsetting wells.

10. Anticipated Starting Date and Duration of Operations:

Road and location work will not begin until approval has been received from the BLM. The anticipated spud date is July 1, 2000. Once commenced, the drilling operation should be finished in approximately 10 days. If the well is productive, an additional 30 days will be required for completion and testing before a decision is made to install permanent facilities.

HYDROGEN SULFIDE DRILLING OPERATIONS PLAN

SDX Resources Inc.

Williams A Federal # 4

1650' FSL, 330' FWL Sec. 29, T17S, R28E, Unit L Eddy Co., NM

I. Hydrogen Sulfide Training

All personnel, whether regularly assigned, contracted, or employed on an unscheduled basis, will receive training from a qualified instructor in the following areas prior to commencing drilling operations on this well:

- 1. The hazards and characteristics of hydrogen sulfide (H2S).
- 2. The proper use and maintenance of personal protective equipment and life support system.
- 3. The proper use of H2S detectors, alarms, warning systems, briefing areas, evacuation procedures, and prevailing winds.
- 4. The proper techniques for first aid and rescue procedures.

In addition, supervisory personnel will be trained in the following areas:

- 1. The effects of H2S on metal components. If high tensile tubulars are to be used, personnel will be trained in their special maintenance requirements.
- 2. Corrective action and shut-in procedures when drilling or reworking a well and blowout prevention and well control procedures.
- 3. The contents and requirements of the H2S Drilling Operations Plan and the Public Protection Plan.

There will be an initial safety session just prior to commencing operations on the well. The initial session shall include a review of the site's specific H2S Drilling Operations Plan and the Public Protection Plan. This plan shall be available at the well site. All personnel will be required to carry documentation that they have received the proper training.

II. H2S SAFETY EQUIPEMNT AND SYSTEMS

Note: All H2S safety equipment and systems will be installed, tested, and operational when drilling reaches a depth of 500'.

- 1. Well Control Equipment:
 - A. Annular Preventer to accommodate all pipe sizes with properly sized closing unit.
- 2. Protective Equipment for Essential Personnel:
 - A. Mark II Surviveair 30-minute units located in the dog house.

- 3. H2S Detection and Monitoring Equipment:
 - A. 1 portable H2S monitor positioned on location for best coverage and response.
 - B. Mud logging trailer shall have H2S monitoring equipment.
- 4. Visual Warning Systems:
 - A. Guy lines will be flagged and a wind sock will be positioned on location.
 - B. Caution/Danger signs shall be posted on roads providing direct access to location.

5. Mud Program:

The mud program has been designed to minimize the volume of H2S circulated to the surface. Proper mud weight, safe drilling practices, will minimize hazards when penetrating H2S bearing zones.

6. Metallurgy:

All drill strings, casings, tubing, wellhead, blowout preventers, drilling spool, kill lines, choke manifold and lines, and valves shall be suitable for H2S service as necessary.

7. Communication:

Radio communications in company vehicles including cellular telephone and 2-way radio.

8. Well Testing:

No DST's are planned.

STATEMENT ACCEPTING RESPONSIBILITY FOR OPERATIONS

SDX Resources Inc. PO Box 5061 Midland, TX 79704

August 21, 2002

The undersigned accepts all applicable terms, conditions, stipulations and restrictions concerning operations conducted on the leased land or portion thereof, as described below:

Lease No.:

NM-048344)

Lease Name:

Williams A Federal #4

Legal Description of Land:

Unit L, 1650' FSL 330' FWL

Sec. 29, T17S, R28E

Eddy Co., NM

Formation (s):

Red Lake, QN-GB-SA

Bond Coverage:

Statewide Bond - State of New Mexico

BLM Bond File No.:

NM2307

Authorized Signature:

John Pool Vice-President