

JUN 05 2013

Surface Use Plan of Operations

CONOCOPHILLIPS COMPANY
Ruby Federal # 24
2310' FSL & 1650' FWL of Section 18-17S-32E
Federal Lease No: NM LC029405B
Lea County, New Mexico

RECEIVED
ELG 6-5-2013

ConocoPhillips Company respectfully requests that this APD serve as the application for right of way for use of an existing lease road that travels off lease from Ruby Federal #48. The BLM form SF-299 was submitted in conjunction with Ruby Federal #48 APD.

This location was finalized during an onsite visit conducted August 1, 2012 with BLM representatives.

1. Access Road - Existing

- A. From mile marker 143 of Highway 82, go southwesterly on Highway 82 for 0.4 miles to an existing lease road. Turn southeast and travel on lease road for 0.1 miles to well pad for HT Federal No. 8 (API # 30-025-39976). Turn east and travel 1126' to Ruby Federal #48 location. Proposed new well location is approximately 2140' south.
- B. Proposed route to location - **See enclosed county map & vicinity map.**
- C. ConocoPhillips Company (COP) intends to use the existing lease road for access to wells drilled on this part of our lease. Our intent is to enter into a cooperative road maintenance agreement with the operator of HT Federal No. 8 (API # 30-025-39976).
- D. The existing road will be maintained, including Dust Suppression, in the same or better condition as existed prior to the commencement of operations and said maintenance will continue until final abandonment and reclamation of this drilling location.

2. Planned Access Roads

- A. Approximately 3475' of new access road is needed between the HT Federal #8 and this location (3275' not including portion of Ruby #36 well pad). The majority of this new road will be shared with Ruby #48, Ruby #36 and Ruby #35. The access point is on the location's west side. A 20' construction right of way will be needed and a minimum travel way width of 14'. All access road is on federal surface.

3. Location of Existing Wells within a One-Mile Radius.

- A. There are no water wells within a one-mile radius
- B. There is one dry hole located within a one-mile radius.
- C. There are no plugged and abandoned wells within a one-mile radius.
- D. There are no saltwater disposal wells within a one-mile radius.
- E. There are at least 4 proposed drill wells within a one-mile radius.
- F. There are at least 8 producing/recently drilled wells within a one-mile radius.
- G. There are no shut-in wells within a one-mile radius.
- H. There are no injection wells within a one-mile radius.
- I. There are no monitoring or observation wells within a one-mile radius.
- J. There is no water source well within a one-mile radius.

JUN 06 2013

4. Location of existing and/or Proposed Facilities

A. Proposed Well Pad

1. A well pad will be constructed to accommodate the new well and associated production equipment. Planned dimensions are approximately 260 feet by 260 feet of working surface. Interim reclamation will be deferred until after the completion of Ruby Federal #23, #24, #35, and other future wells needing drilling rig access via this well pad. Our intent is to perform interim reclamation to reduce the pad footprint after initial development phase is complete. **See map titled "Interim Reclamation"**.
2. Topsoil will be stored to the south in a manner that avoids sand dunes.
3. About 1.0 miles of above ground new power line will be installed to connect to existing power source at Mitchell B-13 location (requested in APD for Ruby Federal #48). About 150' of power line will be installed (buried) for this well location to tie into the source.
4. Fresh water, above ground, flow line (approximately 8900') will be installed following lease roads to the old Mitchell B-7 location (1980' FSL and 660' FWL; Section 17, T17S, R32E) during completion operations. A portion of the corridor will not have road access so the flow lines will be installed via field personnel or small utility vehicles.
5. This well will be placed on oil production. Production will be through the Ruby Facility #1 until the Ruby Central Tank Battery is operational. The Ruby Facility #1 is located in the SW Qtr of the SW Qtr (Unit M) of Section 17, T17S, R32E. Approximately 7,650' of flow line will be installed between the well and Ruby Facility #1 (See enclosed map titled, "**Option to Existing Ruby Facility #1, Gemstone Development Map**").

B. Ruby Central Tank Battery (proposed with Ruby #32 or newly constructed)

1. Produced fluid will utilize a flow line to Ruby Central Tank Battery (CTB) /Ruby Facility #2. The enclosed map titled, "**Option to New Ruby CTB, Gemstone Development Map**" shows approximately 7400' of above ground new flow line following the proposed lease access road, to the proposed Ruby CTB located in Unit J of Section 18, T17S, R32E. The portion of flow line corridor between Ruby #23 and Ruby #12 will be without road access. This will be walked for monitoring purposes. A utility corridor 20' wide is needed for flow lines.

C. Facilities Paint Color

1. All above ground existing facilities are painted an earth tone color that blends with the surrounding area. Any proposed new facilities, not including flow and power lines, will be painted Shale Green.

5. Location and Type of Water Supply

- A. Fresh water will be obtained from an approved source.
- B. No water well will be drilled on this location.

6. Source of Construction Materials

- A. Any materials needed in addition to what can be used from location and access road will be hauled in from a supplier having a permitted source of materials.
- B. If production is established, any additional construction materials required for the surfacing of the access road and for installation of the production facilities will be purchased from a supplier having a permitted source of materials.
- C. No construction materials will be taken from Federal lands without a prior approval from the appropriate Surface Management Agency.

7. Methods for Handling Waste Disposal

- A. Hazardous substances as listed as hazardous under the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) of 1980, as amended, 42 U.S.C. 9601 et seq. and the regulations issued under CERCLA, will be disposed of in the appropriate pit.
- B. Any spills of oil or any other potentially hazardous material will be cleaned up and removed immediately to an approved disposal site.
- C. Sewage will be disposed of according to county and state requirements in a portable chemical toilet(s). Other waste and chemicals may not be disposed of on location. Waste will not be burned on location.
- D. Garbage and trash will be contained in portable trash cages. The contents of the trash cages will be disposed of according to county and state regulations at an approved facility. Disposal of it or burning it will not be allowed on the well location.
- E. After drilling rig has moved out of area, any scattered trash and litter will be removed from location.
- F. All potentially hazardous areas will be fenced and will remain in this condition until entire area can be rehabilitated.

8. Ancillary Facilities

The production facilities are discussed under Item 4.

9. Well Site Layout

- A. **See Enclosed Well Location Plat.**
- B. Well Site Layout – **See Enclosed Well Pad Detail.**
- C. Topsoil will be stripped from the location and access roads to be stockpiled, on the south side of the new location, and deposited apart from other excavated material.
- D. There will be no reserve pit on location. This well will be drilled via a closed loop system and the contents will be taken to an approved disposal site.

10. Plans for Reclamation of the Surface

- A. If this well is a producer, all site rehabilitation shall be completed within six months. Under normal weather conditions, the timetable for rehab will allow two months for backfill settling and two months to complete final re-contouring, and top-soiling. In the event of winter freeze-up, reclamation will be put on hold as determined by the BLM.
- B. At such time as the well is abandoned, ConocoPhillips Company will contact the BLM for development of the final rehabilitation plan. Upon abandonment, an erect dry hole marker welded to surface casing four feet below ground level will be installed. It will contain the same information as the well sign as directed by 43 CFR 3162.6 (30 CFR 221.22). The dry hole marker sealing the casing will have an 1/8" to 1/4" weep hole which will allow pressure to dissipate and make detection of any fluid seepage easier.
- C. If this well site is constructed and not drilled, the site and access road will be reclaimed or BLM approved special erosion control measures implemented within 90 days of site construction unless otherwise approved in writing by sundry notice.
- D. The unused portion of the site will be ripped prior to replacing the topsoil. The soil-banked material will be spread over the area. Reseeding will be an approved mixture by the BLM. If the broadcast method is utilized, the seed mixture shall be doubled. There shall be no primary or secondary noxious weed seed in the native seed mixture.
- E. The entire disturbed location shall be fenced after seeding. When the location has been rehabilitated and vegetation re-established, the fence shall be removed or the fenced area reduced as required by the landowner or BLM.

- F. Weeds will be controlled on disturbed areas within the exterior limits of the well pad. The control methods will be in accordance with guidelines established by EPA, BLM, state, and local authorities.
- G. A pre-work onsite with the BLM and ConocoPhillips Company may be held for all phases of reclamation.

11. Surface Ownership
Bureau of Land Management
620 E. Greene Street
Carlsbad, NM 88220-6292

12. Other Information

- A. The area that would be impacted by the well site and access road has been surveyed for cultural resources. ConocoPhillips Company respectfully requests that this well location be covered under the BLM MOA NM-930-2008-003. This request will be submitted under separate cover.
- B. ConocoPhillips Company will be responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts. If historic or archaeological materials are uncovered, ConocoPhillips Company will suspend all operations that might further disturb such materials and immediately contact the Authorized Officer, Bureau of Land Management.

Within five (5) working days the Authorized Officer will inform ConocoPhillips Company as to whether the materials appear eligible for the National Register of Historic Places; the mitigation measures the operator will likely have to undertake before the site can be used (assuming in site preservation is not necessary); and a time frame for the Authorized

Officer to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the Authorized Officer are correct and that mitigation is appropriate.

- C. ConocoPhillips Company will protect, in place, all public land survey monuments, private property corner, and Forest service boundary markers. In the event that any such land markers or monuments are destroyed in the exercise of their rights, depending on the type of monument destroyed, the operator shall see that they are reestablished or referenced in accordance with (1) the procedures outlined in the "Manual of Instructions for the Survey of the Public Land of the United States", (2) the specifications of the county surveyor, or (3) the specification of the BLM.
- D. ConocoPhillips Company will comply with additional Conditions of Approval provided by BLM.

Operator Certification

ConocoPhillips

Certification:

- I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access rout; that I am familiar with the conditions which presently exist; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by ConocoPhillips Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application with bond coverage provided by Nationwide Bond ES-0085. This statement is subject to the provisions of 18 U.S.C. 1001 for filing a false statement.



Susan B. Maunder
Senior Regulatory Specialist
PO Box 51810
Midland, TX 79710

Date: 2-20-2013

Field Representative: (If not above signatory) Rudy Quiroz, Production Supervisor
Address: 1410 NW CR, Hobbs, NM 88240
575-391-3147

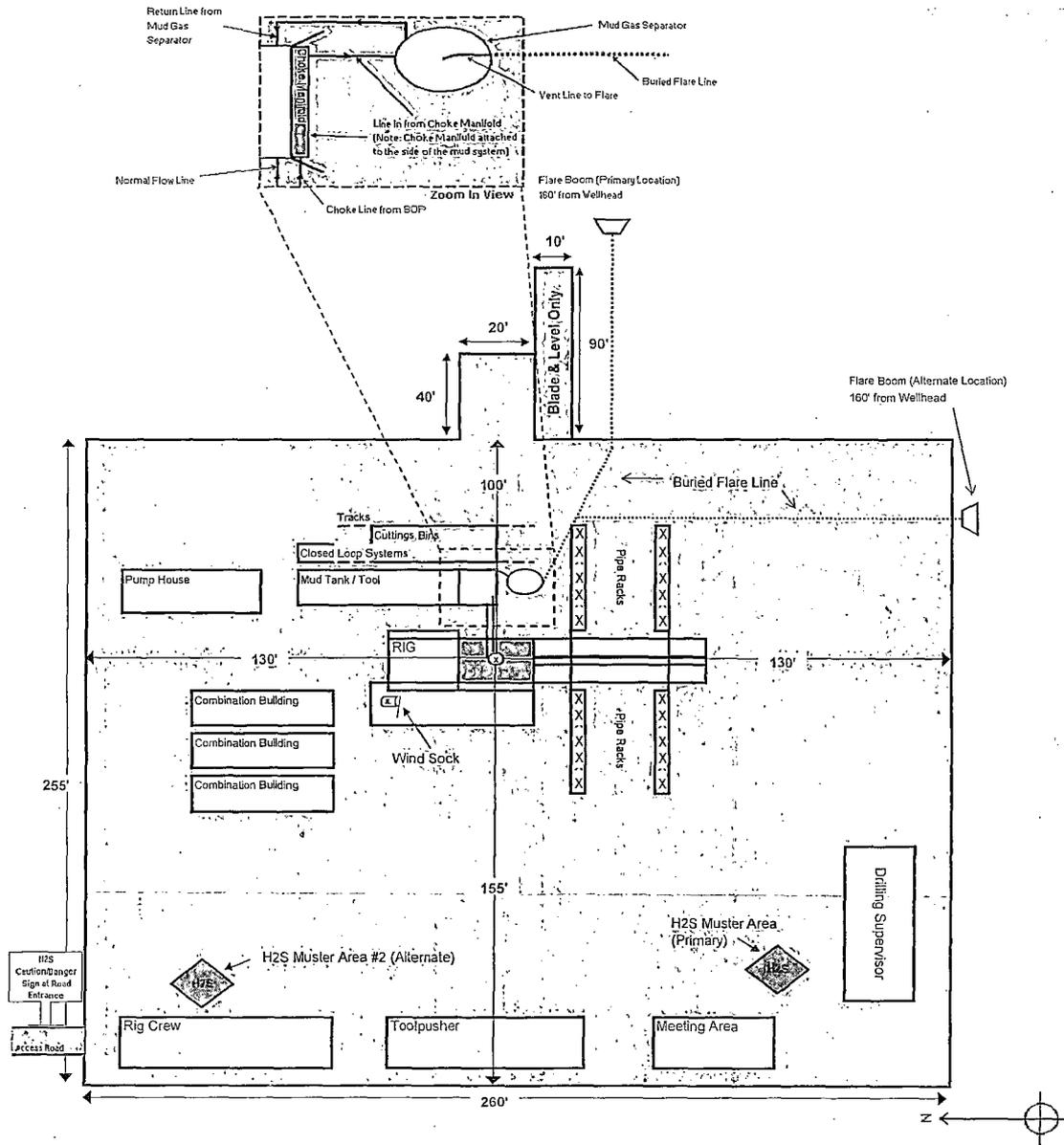
**RIG LAYOUT
ConocoPhillips**

Location Schematic and Rig Layout
for Closed Loop System

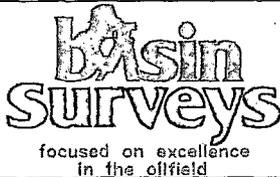
(PICTURE NOT TO SCALE)

Lease Number: LC 029405B
Ruby Federal #24
2310' FSL & 1650' FWL;
Sec 18, T17S, R32E

Drawn by:
James Chen
Drilling Engineer, ConocoPhillips Company
Date: 12-November-2012



RUBY FEDERAL #24
 Located 2310' FSL and 1650' FWL
 Section 18, Township 17 South, Range 32 East,
 N.M.P.M., Lea County, New Mexico.



P.O. Box 1786
 1120 N. West County Rd.
 Hobbs, New Mexico 88241
 (575) 393-7316 - Office
 (575) 392-2206 - Fax
 basinsurveys.com

W.O. Number: JMS 27135

Survey Date: 08-22-2012

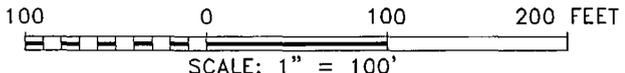
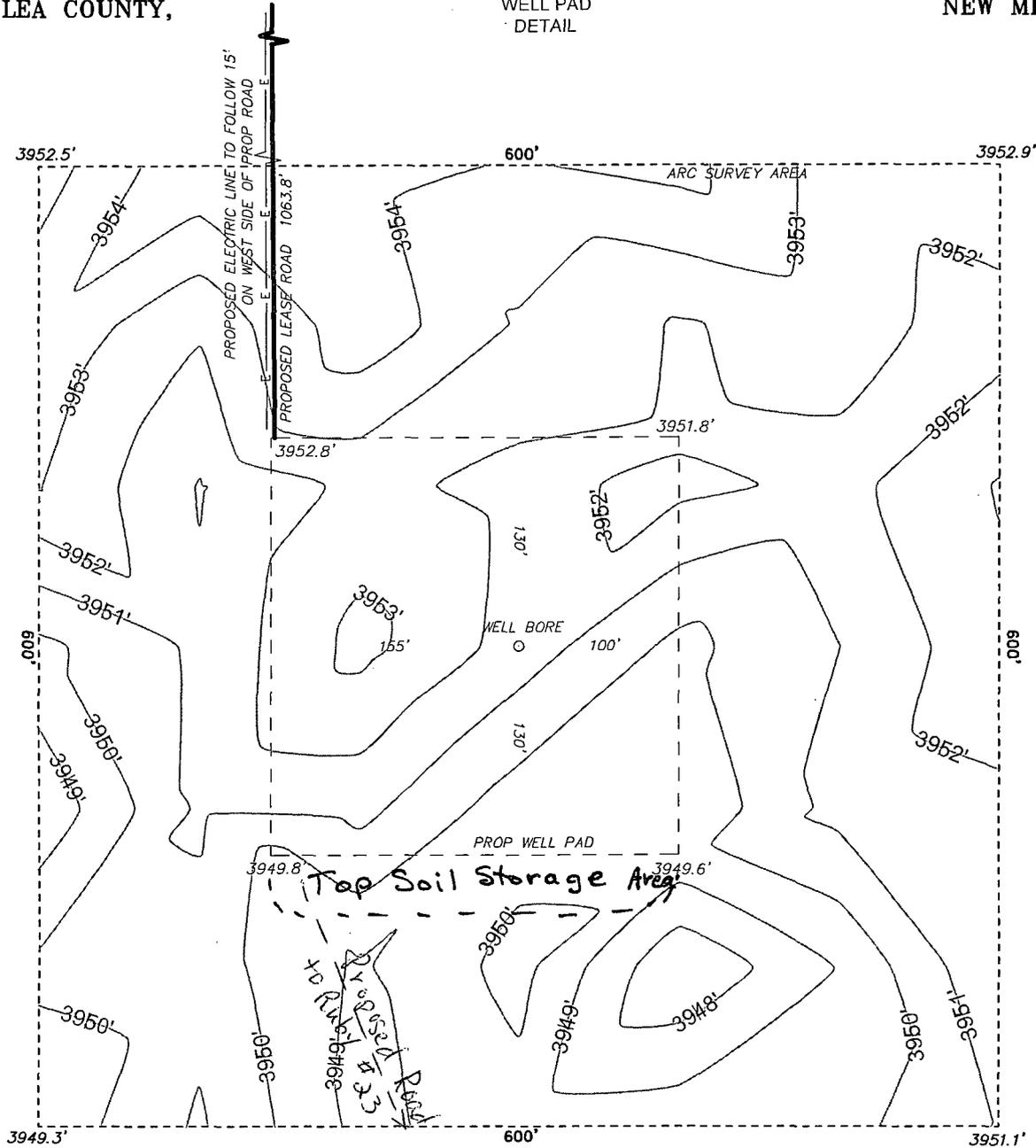
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Date: 09-11-2012



SECTION 18, TOWNSHIP 17 SOUTH, RANGE 32 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.

WELL PAD
DETAIL

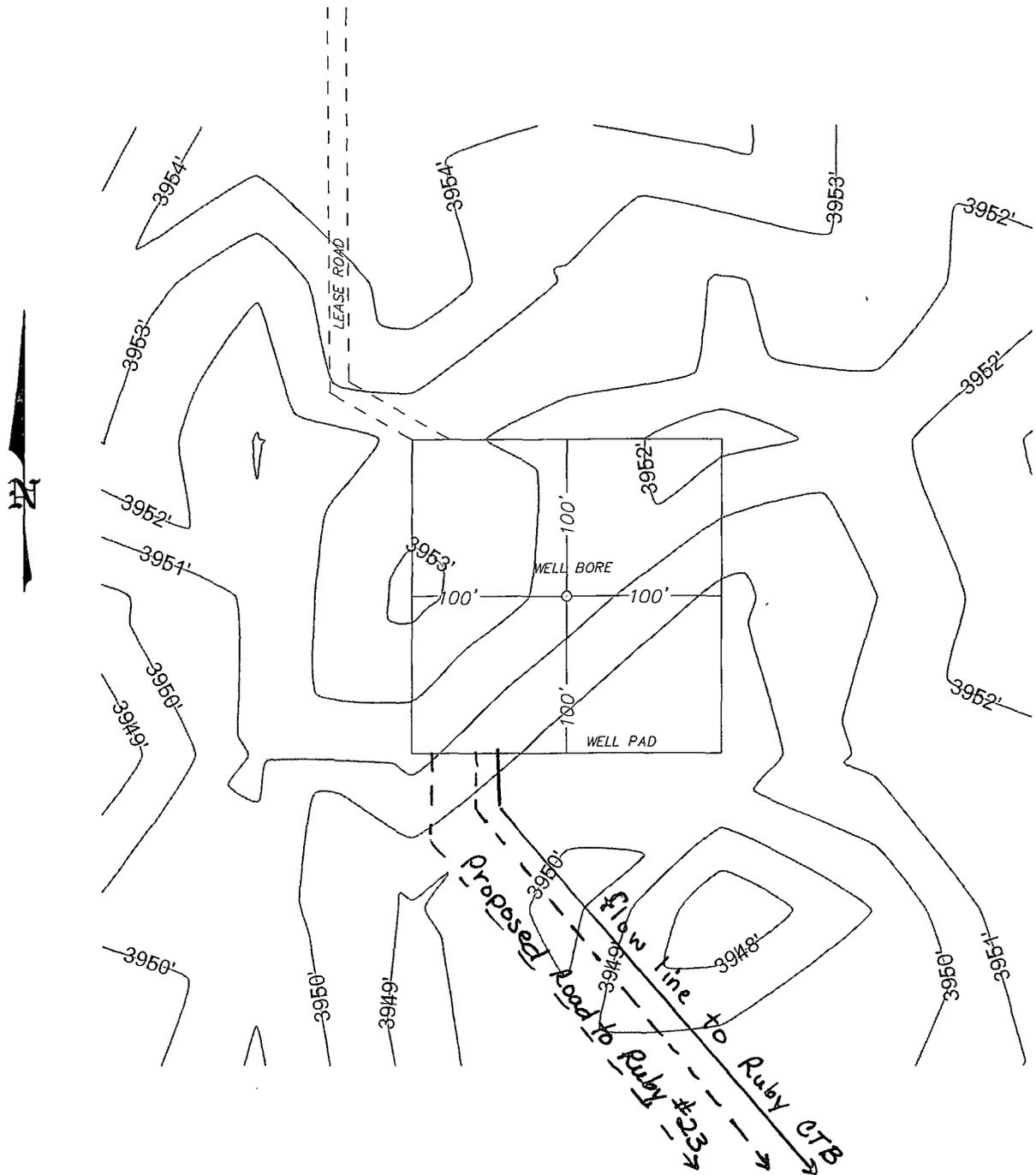


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ConocoPhillips	
REF: RUBY FEDERAL #24 / WELL PAD DETAIL	
THE RUBY FEDERAL #24 LOCATED 2310'	
FROM THE SOUTH LINE AND 1650' FROM THE WEST LINE OF	
SECTION 18, TOWNSHIP 17 SOUTH, RANGE 32 EAST,	
N.M.P.M., LEA COUNTY, NEW MEXICO.	
Survey Date: 08-22-2012	Sheet 3 of 9 Sheets

SECTION 18, TOWNSHIP 17 SOUTH, RANGE 32 EAST, N.M.P.M.,
 LEA COUNTY, INTERIM RECLAMATION, NEW MEXICO.



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ConocoPhillips	
REF: RUBY FEDERAL #24 / INTERIM RECLAMATION	
THE RUBY FEDERAL #24 LOCATED 2310' FROM THE SOUTH LINE AND 1650' FROM THE WEST LINE OF SECTION 18, TOWNSHIP 17 SOUTH, RANGE 32 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO.	
Survey Date: 08-22-2012	Sheet 4 of 9 Sheets

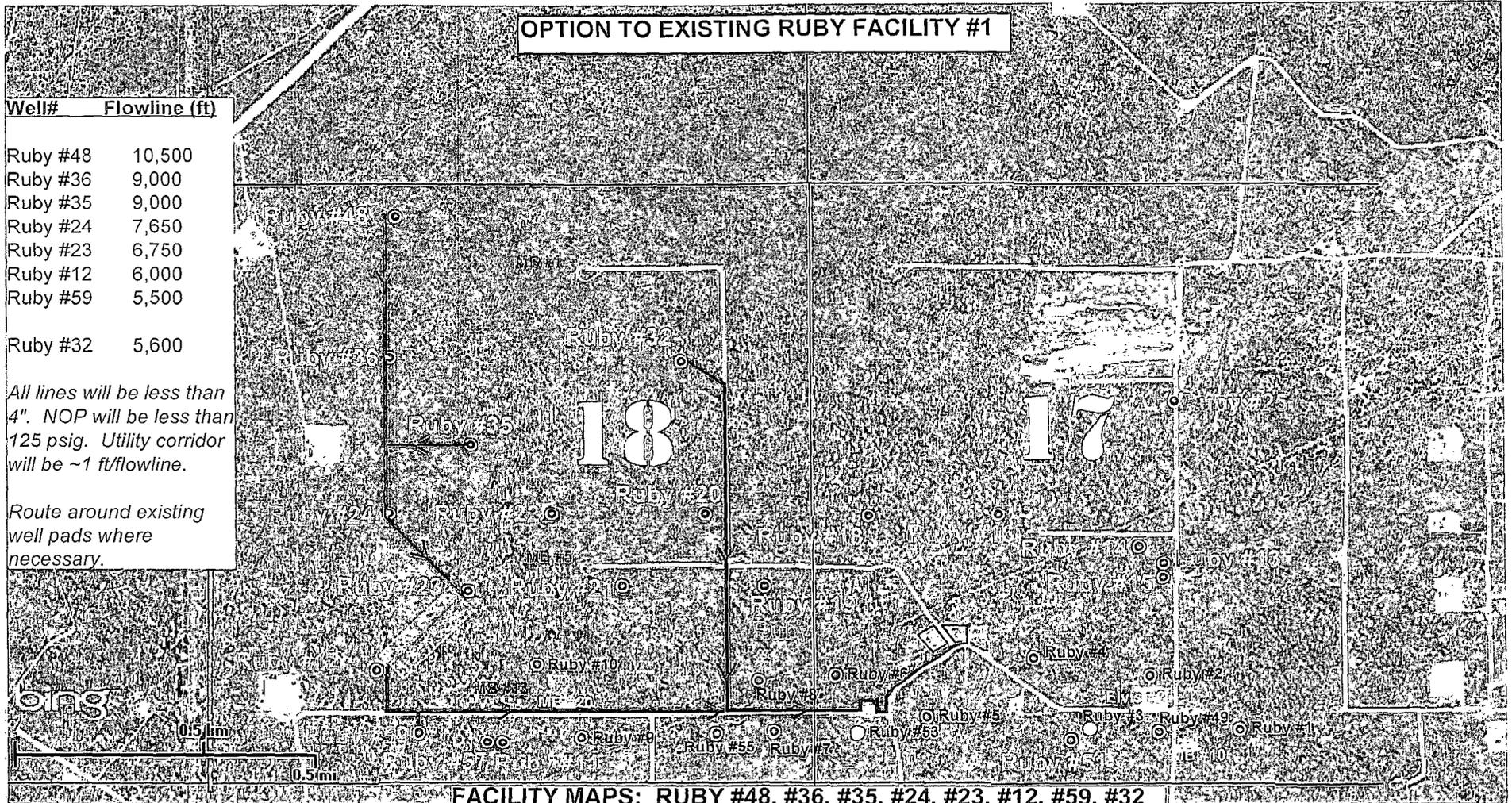
OPTION TO EXISTING RUBY FACILITY #1

Well# Flowline (ft)

Ruby #48	10,500
Ruby #36	9,000
Ruby #35	9,000
Ruby #24	7,650
Ruby #23	6,750
Ruby #12	6,000
Ruby #59	5,500
Ruby #32	5,600

All lines will be less than 4". NOP will be less than 125 psig. Utility corridor will be ~1 ft/flowline.

Route around existing well pads where necessary.

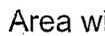


FACILITY MAPS: RUBY #48, #36, #35, #24, #23, #12, #59, #32



 Existing Facility

 Flowlines (NPS 4 in or less) to existing Ruby #1 Facility

 Area will be walked

MAY 2013

Gemstone Development Map



DISCLAIMER: This map is for informational purposes and has not been prepared for, nor is it suitable for legal, surveying, or engineering purposes. Users of this information should review and consult the primary data and information sources to ascertain the usability of the information. ConocoPhillips makes no warranty or guarantee as to the content, accuracy, timeliness, or completeness of any of the data provided and assumes no legal responsibility for the information contained herein.
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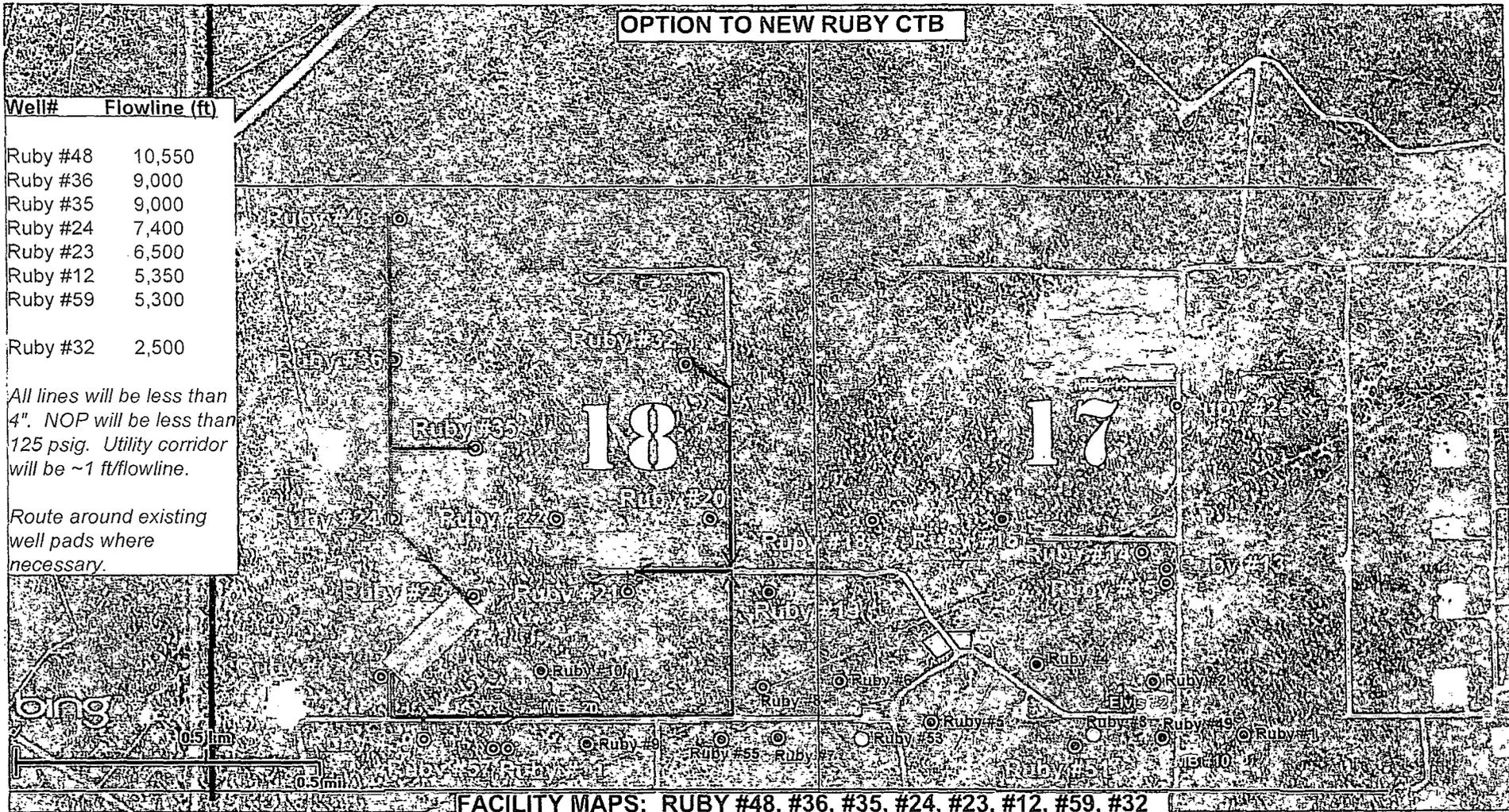
OPTION TO NEW RUBY CTB

Well# Flowline (ft)

Ruby #48	10,550
Ruby #36	9,000
Ruby #35	9,000
Ruby #24	7,400
Ruby #23	6,500
Ruby #12	5,350
Ruby #59	5,300
Ruby #32	2,500

All lines will be less than 4". NOP will be less than 125 psig. Utility corridor will be ~1 ft/flowline.

Route around existing well pads where necessary.



FACILITY MAPS: RUBY #48, #36, #35, #24, #23, #12, #59, #32



Proposed locations for new Ruby CTB (400'x300')



Existing Facility



Flowlines (NPS 4 in or less) to new Ruby CTB

Area will be walked

MAY 2013

Gemstone Development Map



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Well#	Flowline (ft)
Ruby #48	10,550
Ruby #36	9,000
Ruby #35	9,000
Ruby #24	7,400
Ruby #23	6,500
Ruby #32	2,300

All lines will be less than
 Normal operating
 pressure will be less than
 Utility corridor will
 be ~1 ft/flowline.

FACILITY MAPS: RUBY #48, #36, #35, #24, #23, and #32

2003.07 ft

- 20" well
- 30" well
- 36" well

- ▨ Proposed locations for new Ruby CTB
- ▭ Existing Facility

Gemstone Development Map

..... Powerline (follows roads)

▭ Area will be walked

--- Flowlines (NPS 6 in or less) to new Ruby CTB (follows roads)

— Completion flowline (follows road)

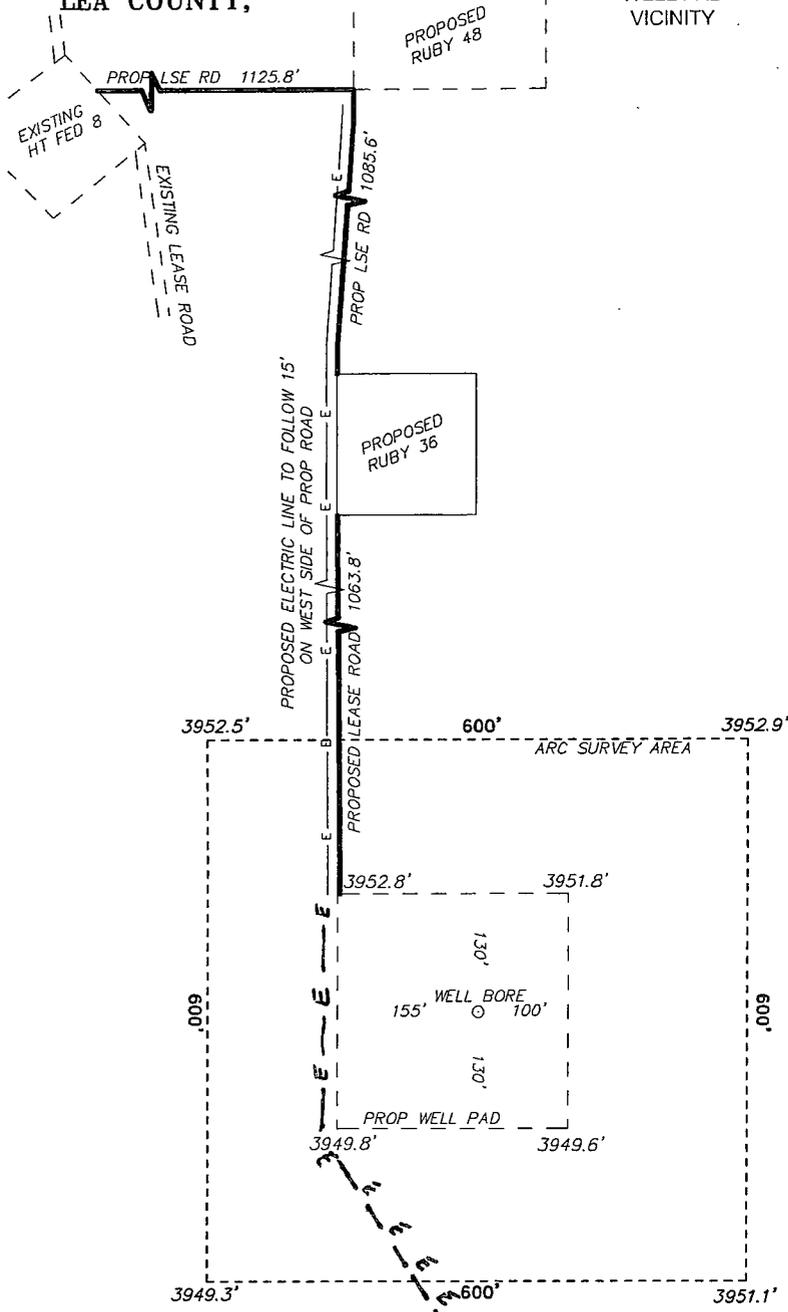


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SECTION 18, TOWNSHIP 17 SOUTH, RANGE 32 EAST, N.M.P.M.,
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WELL PAD
VICINITY

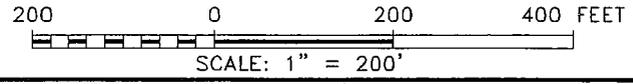


CONOCO PHILLIPS
RUBY FEDERAL #24
ELEV. - 3952'

Lat - N 32°50'01.58"
Long - W 103°48'32.87"
NMSPC E N 667458.398
E 702347.527
(NAD-83)

Lat - N 32°50'01.15"
Long - W 103°48'31.05"
NMSPC E N 667394.203
E 661169.108
(NAD-27)

Ruby Fed #23
Well Pad



TN
5/20/13

Directions to Location:

FROM MILE MARKER 143 OF HWY 82; GO
SOUTHWESTERLY ON HWY 82 FOR 0.4 MILES TO
LEASE ROAD, GO SOUTHEAST ON LEASE ROAD FOR
0.1 MILES TO WELL PAD AND PROPOSED LEASE
ROAD.

ConocoPhillips

REF: RUBY FEDERAL #24 / WELL PAD VICINITY

THE RUBY FEDERAL #24 LOCATED 2310'
FROM THE SOUTH LINE AND 1650' FROM THE WEST LINE OF
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N.M.P.M., LEA COUNTY, NEW MEXICO.

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RUBY FEDERAL #24

Located 2310' FSL and 1650' FWL

Section 18, Township 17 South, Range 32 East,
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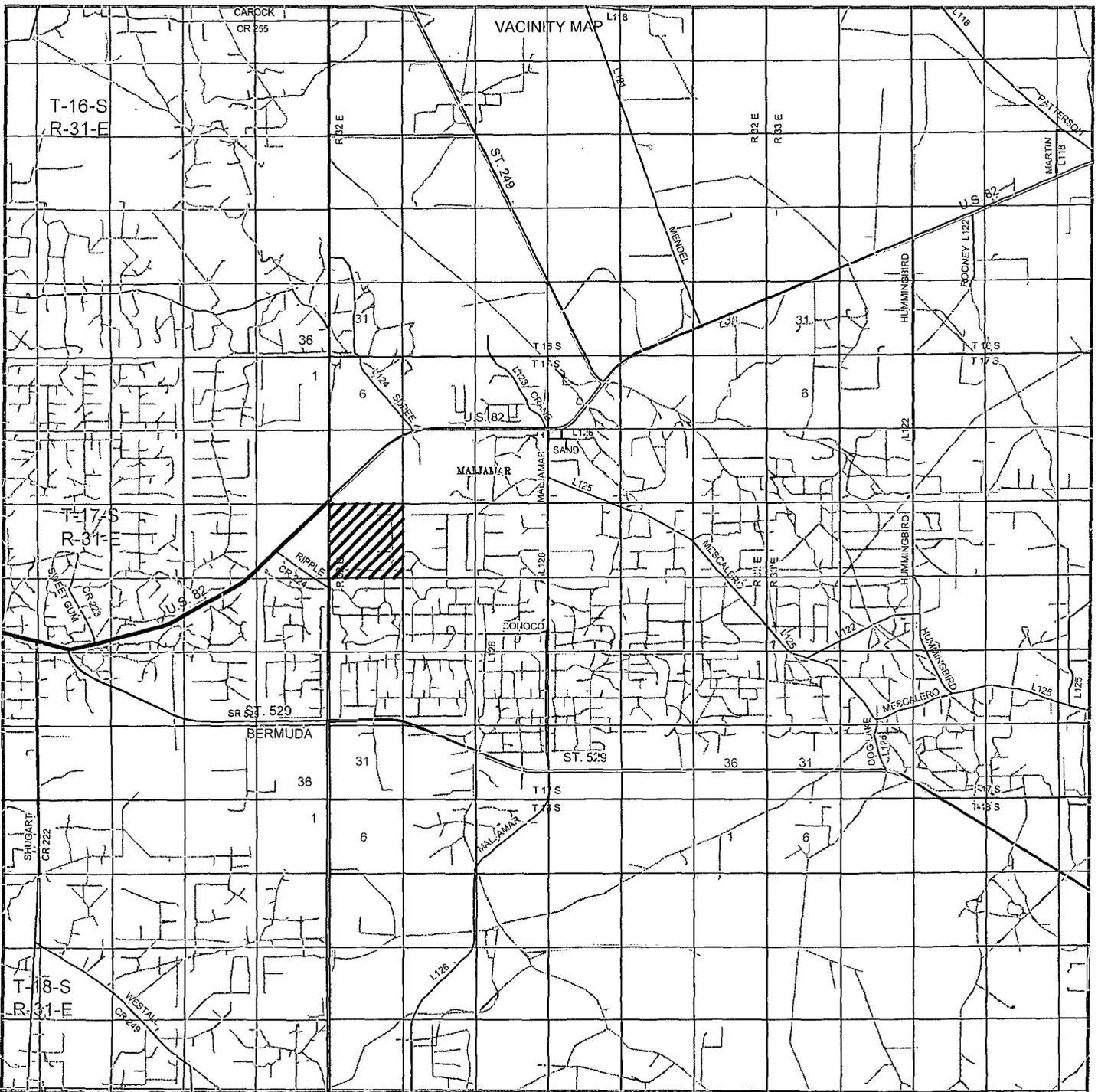
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Scale: 1" = 2000'

Date: 09-11-2012



Sheet 5 of 10 Sheets



RUBY FEDERAL #24
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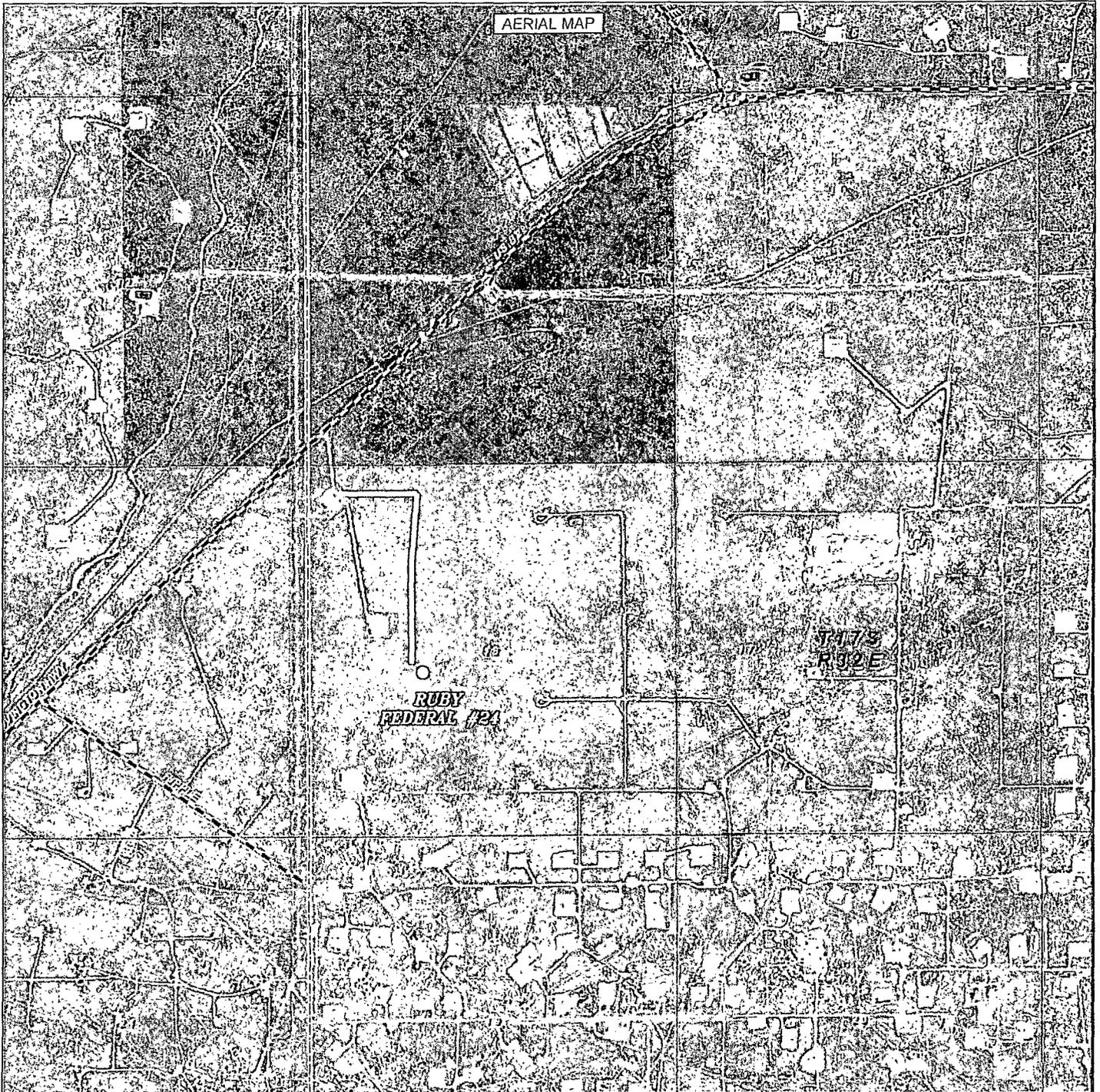
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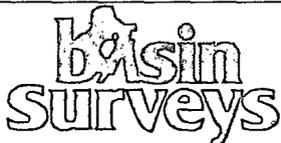
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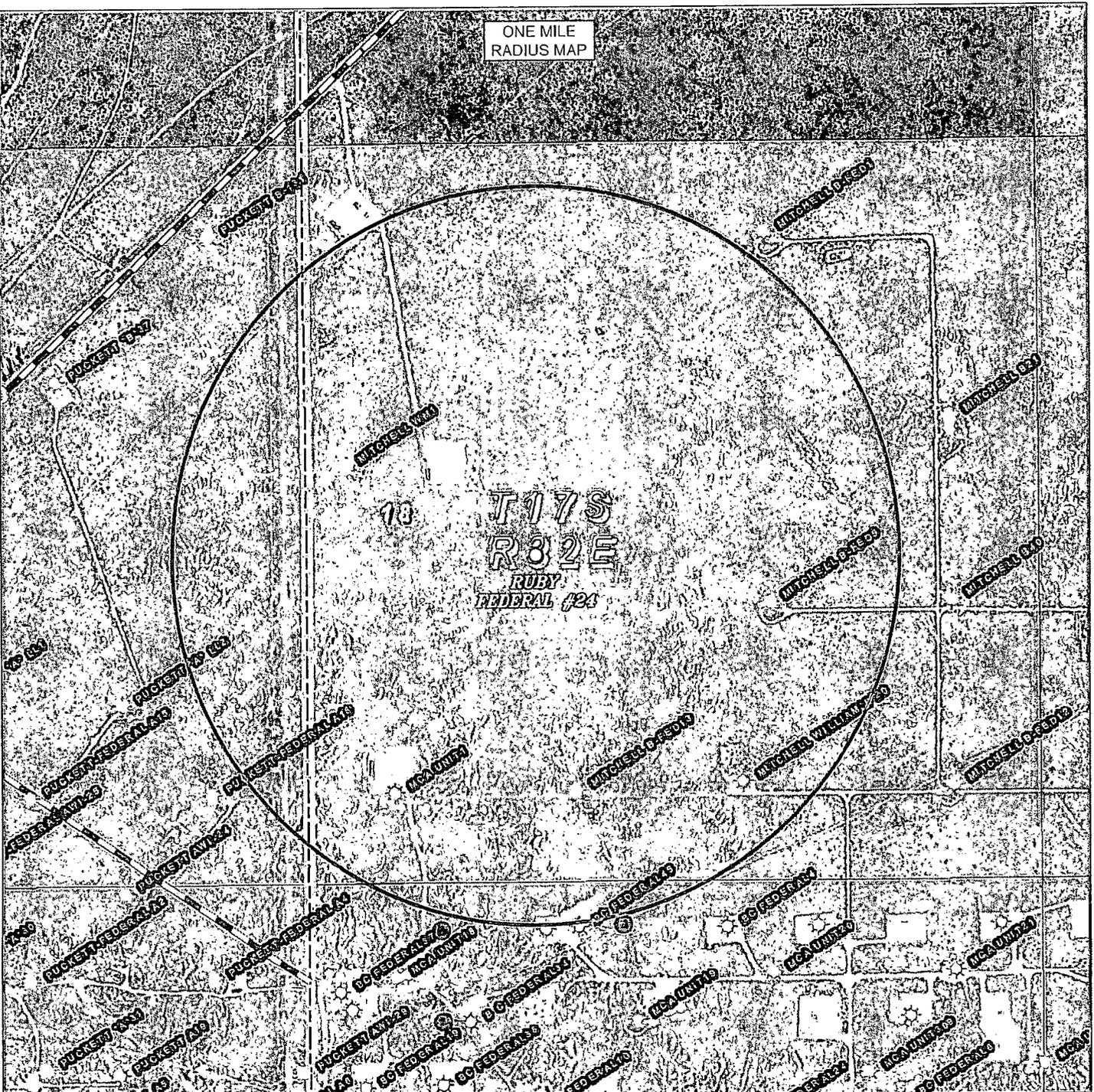
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YELLOW TINT - USA LAND
 BLUE TINT - STATE LAND
 NATURAL COLOR - FEE LAND

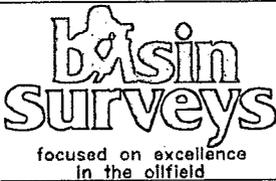


Sheet 7 of 10 Sheets

ONE MILE
RADIUS MAP



RUBY FEDERAL #24
 Located 2310' FSL and 1650' FWL
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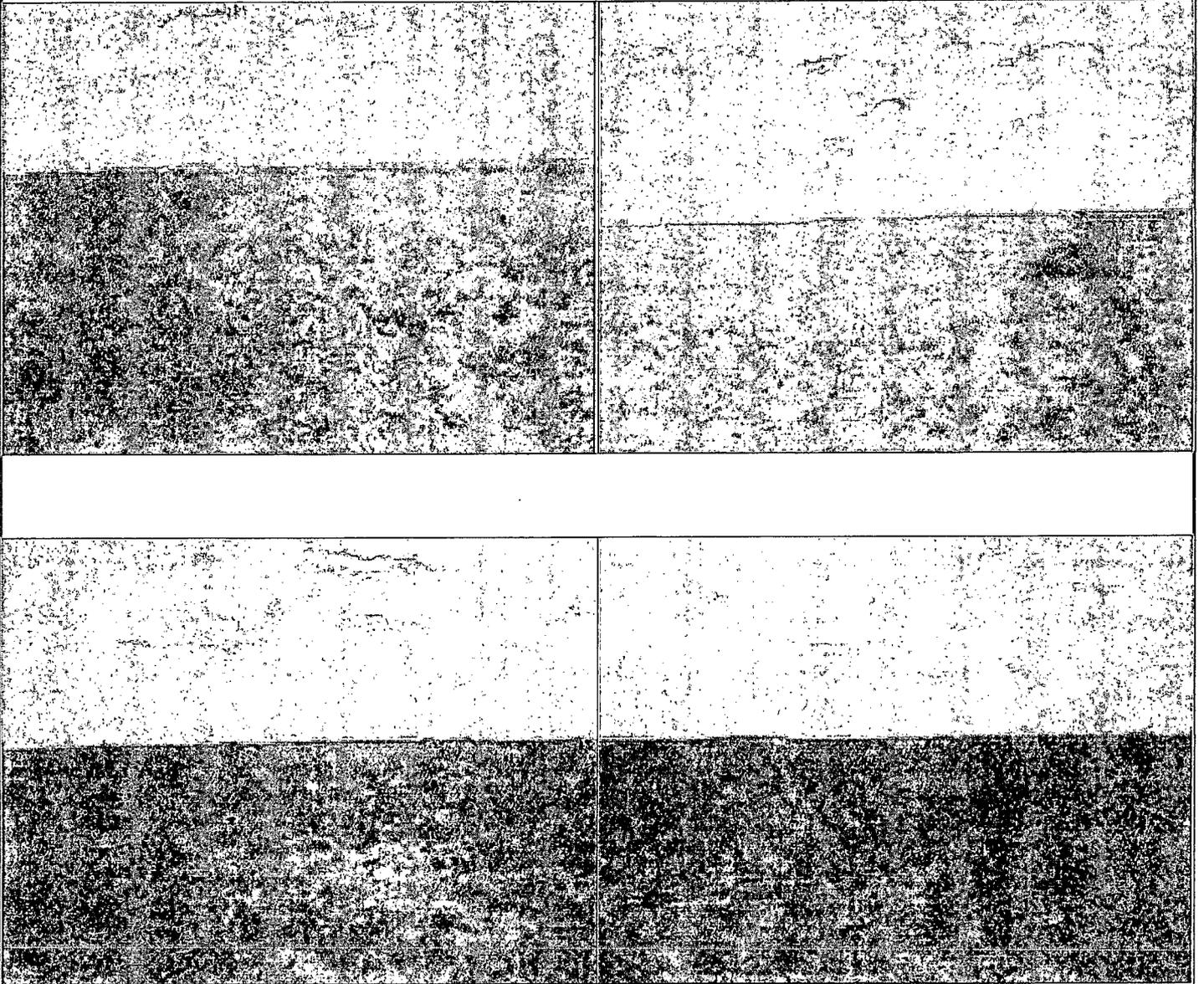


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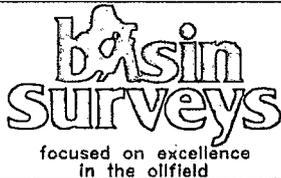
W.O. Number: JMS 27135
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Scale: NONE
Date: 09-11-2012



RECLAMATION
PHOTOS



RUBY FEDERAL #24
Located 2310' FSL and 1650' FWL
Section 18, Township 17 South, Range 32 East,
N.M.P.M., Lea County, New Mexico.



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basinsurveys.com

W.O. Number: JMS 27135

Survey Date: 08-22-2012

Scale: NONE

Date: 09-11-2012



Sheet 10 of 10 Sheets