



30-025-41445

HOBBS OCD

SEP 26 2013

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SURFACE USE PLAN OF OPERATIONS

ELLIOTT EM 20 FEDERAL #5 Lease #: NMNM-0557256
1750' FNL & 2185' FEL UL: G SEC: 20 T22S R37E
Lea County, NM

EXISTING ROADS

- A. Proposed Well Site Location:
 - a. The well site & elevation plat for the proposed well are reflected on the well site layout (form C-102). Well staked by Basin Surveys.
- B. Existing Roads:
 - a. From Junction of Delaware Basin Rd & St Hwy 207, go West 2.4 miles, then South 1.3 miles, then East 1.2 miles to proposed lease road.
- C. Route Location
 - a. No new road is expected to be constructed. The existing lease road will be used to the extent possible. If a lease/access road needs to be constructed, all lease roads will be graded in compliance with BLM standards. See E (a).
- D. Existing Road Maintenance or Improvement Plan
 - a. *EXHIBIT 1* is a portion of a topo map showing the well & roads in the vicinity of the proposed location. The proposed well site & access route to the location are indicated in BLUE on *EXHIBIT 1*. Right of way using this proposed route will be requested if necessary.
 - b. Routing grading & maintenance of existing roads will be conducted as necessary to maintain their condition as long as any operations continue on this lease. Roads will be maintained according to specifications in "EXISTING ROADS Section E (a)" of this Surface Use Plan.
- E. Width, Max Grade, Turnout Ditches, Culverts, Cattle Guards, & Surface Equipment
 - a. All lease roads will be graded in compliance with BLM standards. All new & reconstructed roads will have a width & "crown design" (i.e. The max width of the driving surface will be 14'. The road will be crowned & ditched with a 2% slope from the tip of the crown to the edge of the driving surface. The ditches will be 1' deep with 3:1 slopes. The driving surface will be made of 6" rolled & compacted caliche.) If required, culverts and cattle guards will be set per BLM Specs.

LOCATION OF EXISTING WELLS

- A. "EXHIBIT 2" indicates existing wells within a one mile radius of the proposed location.

LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

- A. Production facilities will be located at the Elliott EM 20 Federal Battery at the Elliott EM 20 Federal #1.
- B. New Facilities in the Event of Production

In the event well is productive, APACHE will install a new 3" NUPI rated 250# surface flow line, approx. 3100' in length, to the Elliott EM 20 Federal Battery following lease roads. Apache also plans to install approx. 3200' of new electrical line to disconnect at the Elliott EM 20 Federal Battery. "SEE EXHIBIT 1".
- C. Rehabilitation of Disturbed Areas Unnecessary for Production

Following the construction, those access areas required for continued production will be graded to provide drainage and minimize erosion. The areas unnecessary for use will be graded to blend in with the surrounding topography "SEE PLANS FOR RESTORATION OF THE SURFACE"

OCT 15 2013

LOCATION AND TYPE OF WATER SUPPLY

- A. All water (fresh or otherwise) needed for the drilling and completion of this well will be purchased from a commercial source and trucked to the location via existing and/or proposed access roads. No water source wells will be drilled and no surface water will be utilized.

CONSTRUCTION MATERIALS

- A. Materials

On-site caliche will be used for any required access road and/or well site pad. If necessary, caliche will be hauled from a BLM approved pit. No surface materials will be disturbed except those necessary for actual grading and construction of the drill site and access road.

METHODS FOR HANDLING WASTE DISPOSAL

- A. Cuttings

Cuttings will be contained in roll off bins and disposed of hauled to a state approved disposal facility.

- B. Drilling Fluids

Drilling fluids will be contained in steel pits, frac tanks and disposed at licensed disposal sites and/or will be cleaned and reused.

- C. Produced Fluids

Water production will be contained in steel pits. Fluids may be cleaned and reused and/or disposed at a state approved facility. Hydrocarbon fluid or other fluids that may be produced during testing will be retained in test tanks until sold and hauled from site.

- D. Salts

Salts remaining after completion will be picked up by supplier, including broken sacks.

- E. Sewage

Current laws and regulations pertaining to the disposal of human waste will be complied with. A Port-a-John will be provided for the crews. This will be properly maintained during the drilling operations and removed upon completion of the well. Port-a-John will be cleaned out periodically.

- F. Garbage

Receptacles for garbage disposal during the drilling of this well will be provided and equipped to prevent scattering by wind, animals, etc. This waste will be hauled to an approved landfill site.

- G. Cleanup of Well Site

Upon release of the drilling rig, the surface of the drilling pad will be graded to accommodate a completion rig if electric log analysis indicates potential productive zones. Reasonable cleanup will be performed prior to the final restoration of the site.

ANCILLARY FACILITIES

- A. Upon completion, and/or testing of this well, rental tank facilities will be utilized until permanent storage is established. No camps, airstrips or staging are anticipated to be constructed.

WELLSITE LAYOUT

- A. Rig Orientation and Layout

"EXHIBIT 5" shows the dimensions of the well pad, closed loop system and the location of the major rig components. Only minor leveling of the well site will be required. No significant cuts or fills will be necessary.

- B. Closed Loop System

A Closed Loop System will be used. Cuttings will be stored in steel roll off bins until they are hauled to a state approved disposal facility. A C-144 has been submitted to the appropriate OCD district office for approval.
"SEE EXHIBIT 4"

- C. Location of Access Road

"SEE EXHIBIT 5"

PLANS FOR SURFACE RECLAMATION

- A. Reserve Pit Cleanup
Not applicable. Closed Loop System will be used.
- B. Restoration Plans (Production Developed) *"SEE EXHIBIT 6"*
Those areas not required for production will be graded & recontoured to match surrounding topography and surfacing material will be removed. Topsoil from the soil pile will be loaded over the disturbed area to the extent possible and will be seeded. The portion of the site required for production will be graded to minimize erosion and provide access during inclement conditions. This may need to be modified in certain circumstances to prevent inundation of the locations' pad and surface facilities. Due to the topography of the area, no problems are anticipated and no erosion or other detrimental effects are expected as a result of this operation. Following depletion and abandonment of the site, restoration procedures will be those that follow under *"ITEM C"* of *"PLANS FOR SURFACE RECLAMATION"*.
- C. Restoration Plans (No Production Developed)
With no production developed, the entire surface disturbed by construction of the well site will be restored as closely as possible to its pre-operation appearance, including re-vegetation. Surfacing material will be removed & the site will be recontoured to match surrounding topography with provisions made to minimize erosion. The topsoil, as available, shall be placed in a uniform layer and seeded according to the Bureau of Land Management's stipulations. Due to the topography of the area, no problems are anticipated and no erosion or other detrimental effects are expected as a result of this operation.
- D. Rehabilitation's Timetable
Upon completion of drilling operations, the initial cleanup of the site will be performed as soon as weather and site conditions allow economic execution of the work.

SURFACE OWNERSHIP

- A. Surface Ownership of drill site & access routes:
The Millard Deck Estate, c/o Bank of America, N.A., Trustee of the Millard Deck Testamentary Trust under the Last Will and Testament of Millard Deck.

OTHER INFORMATION

- A. Terrain, Soil, Vegetation, Wildlife, Surface Use
The vegetation at the well site is grassland. The topsoil is very sandy in nature. Plants are sparse which may include Plains Lovegrass, Sand Dropseed and Sideoats Grama . No wildlife was observed but it is likely that deer, rabbits, coyotes & rodents traverse the area, which are all typical of the semi-arid desert land. Land primarily used for grazing.
- B. Surface Water
There are no ponds, lakes, streams or rivers within several miles of the proposed location.
- C. Water Wells
No known water wells within 1-1/2 miles of the proposed location.
- D. Residences and Buildings
No dwellings within the immediate vicinity of the proposed location.
- E. Historical Sites
None observed.
- F. Archeological Resources
An archeological survey will be performed and submitted to the BLM by Boone Archeological Services LLC. Any location or construction conflicts will be resolved before construction begins.
- G. Onsite: Onsite by Trish Badbear, BLM Specialist.
- H. Well Signs: Well signs will be in compliance per State requirements & specifications.
- I. Drilling Contractor: Pending

OPERATOR'S FIELD REPRESENTATIVE

(Field personnel responsible for compliance with development plan for surface use)

DRILLING

Danny Laman
Drilling Superintendent
303 Veterans Airpark Ln #3000
Midland, TX 79705
432-818-1022 - office
432-634-0288 – cell

PRODUCTION

James Pyle
Sr. Production Foreman
8 Ellison Lane
Eunice, NM 88231
575-394-2733 – w
432-661-9341 – c

Devalle Trammell
Production Foreman
8 Ellison Lane
Eunice, NM 88231
575-394-1503 – w
432-208-3318 – c

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
CARLSBAD FIELD OFFICE
620 E. GREENE STREET
CARLSBAD, NM 88220

OPERATOR CERTIFICATION

I HEARBY CERTIFY THAT I, OR SOMEONE UNDER MY DIRECT SUPERVISION, HAVE INSPECTED THE DRILL SITE AND ACCESS ROUTE PROPOSED HEREIN; THAT I AM FAMILIAR WITH THE CONDITIONS WHICH CURRENTLY EXIST; THAT I HAVE FULL KNOWLEDGE OF STATE AND FEDERAL laws applicable to this operation; that the statements made in the 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 in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filing of false statements.

Executed this 18TH day of April, 2013

Well: ELLIOTT EM 20 FEDERAL #5

Operator Name: APACHE CORPORATION

Signature: Terry West Printed Name: TERRY WEST

Title: Drilling Engineer Date: 4/18/13

Email (optional): terry.west@apachecorp.com

Street or Box: 303 Veterans Airpark Ln., Ste. 3000

City, State, Zip Code: Midland, TX 79705

Telephone: 432-818-1114

Field Representative (if not above signatory): _____

Address (if different from above): _____

Telephone (if different from above): _____

Email (optional): _____

Agents not directly employed by the operator must submit a letter from the operator authorizing that the agent to act or file this application on their behalf.

PRIVATE SURFACE OWNER AGREEMENT

OPERATOR: APACHE CORPORATION

WELL NAME: ELLIOTT EM 20 FEDERAL #5

UL: G SECTION: 20 TOWNSHIP: 22S RANGE: 37E

LOCATION: 1750' FNL & 2185' FEL COUNTY: LEA STATE: NM

LEASE NUMBER: NMNM - 0557256

STATEMENT OF SURFACE USE

The surface to the subject land is owned by THE MILLARD DECK ESTATE,
c/o BANK OF AMERICA, N.A., TRUSTEE of the MILLARD DECK TESTAMENTARY TRUST
under the LAST WILL and TESTAMENT of MILLARD DECK.

The surface owner has been contacted regarding the drilling of the subject well, and an agreement for surface use has been negotiated.

CERTIFICATION: I hereby certify that the statements made in this statement are to the best of my knowledge, true and correct.

NAME: TERRY WEST

SIGNATURE: *Terry West*

DATE: 4/18/13

TITLE: DRILLING ENGINEER

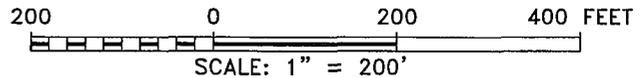
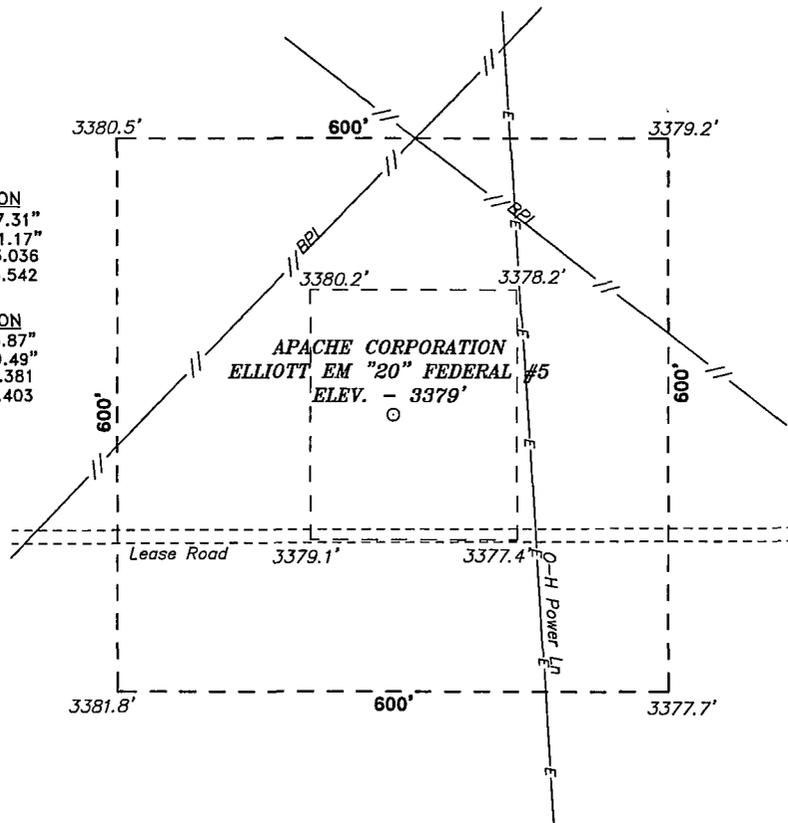
To expedite your Application to Drill please fax the completed form to the
Bureau of Land Management (575) 234-5927 or (575) 885-9264
Attn: Legal Instruments Examiner
620 E. Green Street
Carlsbad, NM 88220

The original document with signature should be mailed as soon as possible.

**SECTION 20, TOWNSHIP 22 SOUTH, RANGE 37 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.**

SURFACE LOCATION
 Lat - N 32°22'47.31"
 Long - W 103°11'01.17"
 NMSPCE- N 503813.036
 E 896256.542
 (NAD-83)

SURFACE LOCATION
 Lat - N 32°22'46.87"
 Long - W 103°10'59.49"
 NMSPCE- N 503763.381
 E 855071.403
 (NAD-27)



Directions to Location:

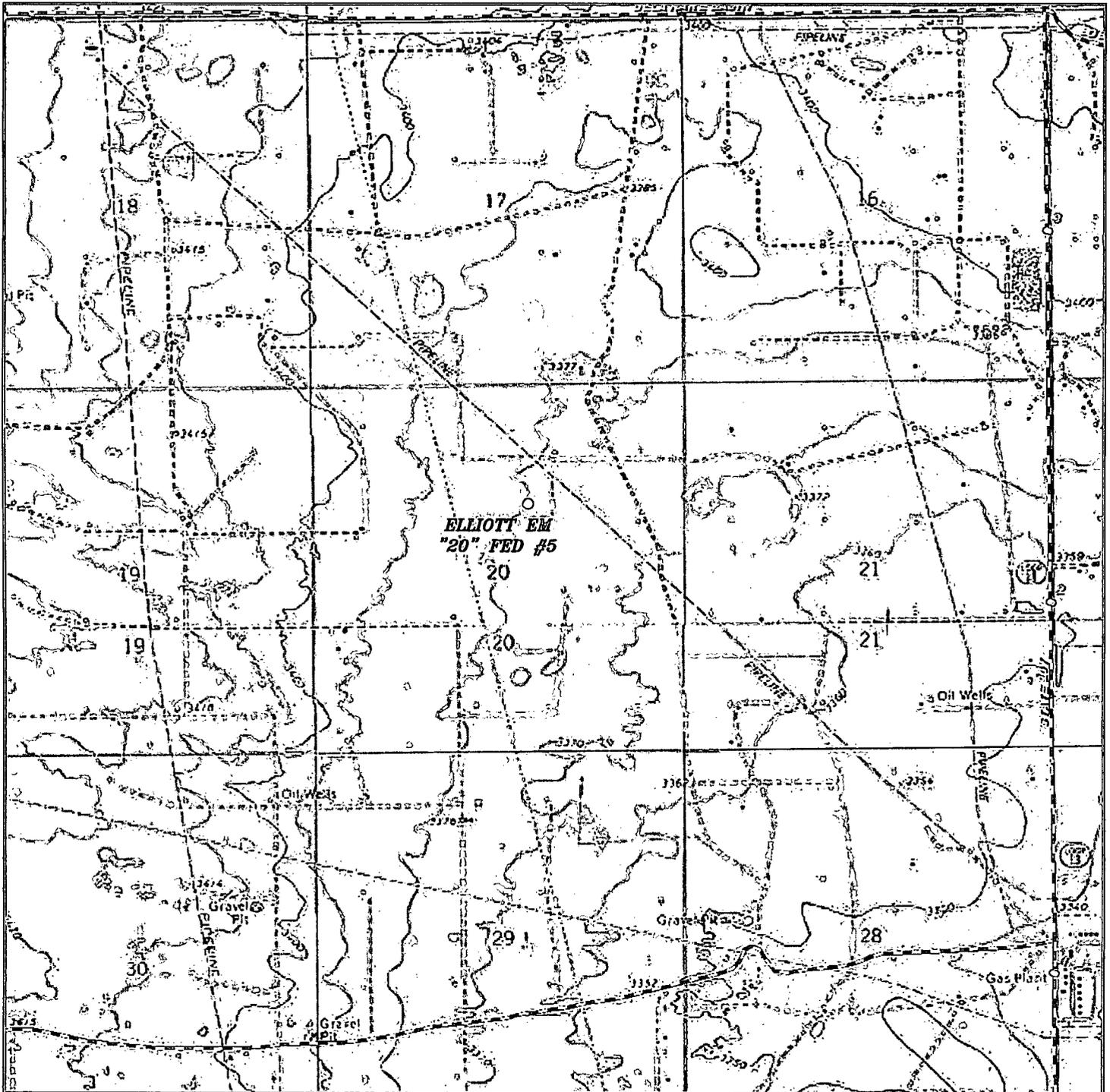
FROM THE JUNCTION OF DELAWARE BASIN RD AND STATE HWY 207, GO WEST 2.4 MILES, THEN SOUTH 1.3 MILES, THEN EAST 1.2 MILES TO PROPOSED LEASE ROAD.

BASIN SURVEYS P.O. BOX 1786 - HOBBS, NEW MEXICO

W.O. Number: 26496 Drawn By: K. GOAD

Date: 04-17-2012 Disk: KJG - 26496WELL.DWG

APACHE CORPORATION
REF: ELLIOTT EM "20" FEDERAL #5 / WELL PAD TOPO
THE ELLIOTT EM "20" FEDERAL #5 LOCATED 1750' FROM THE NORTH LINE AND 2185' FROM THE EAST LINE OF SECTION 20, TOWNSHIP 22 SOUTH, RANGE 37 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO.
Survey Date: 04-13-2012 Sheet 1 of 1 Sheets



ELLIOTT EM "20" FEDERAL #5
 Located 1750' FNL and 2185' FEL
 Section 20, Township 22 South, Range 37 East,
 N.M.P.M., Lea County, New Mexico.



focused on excellence
in the oilfield

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

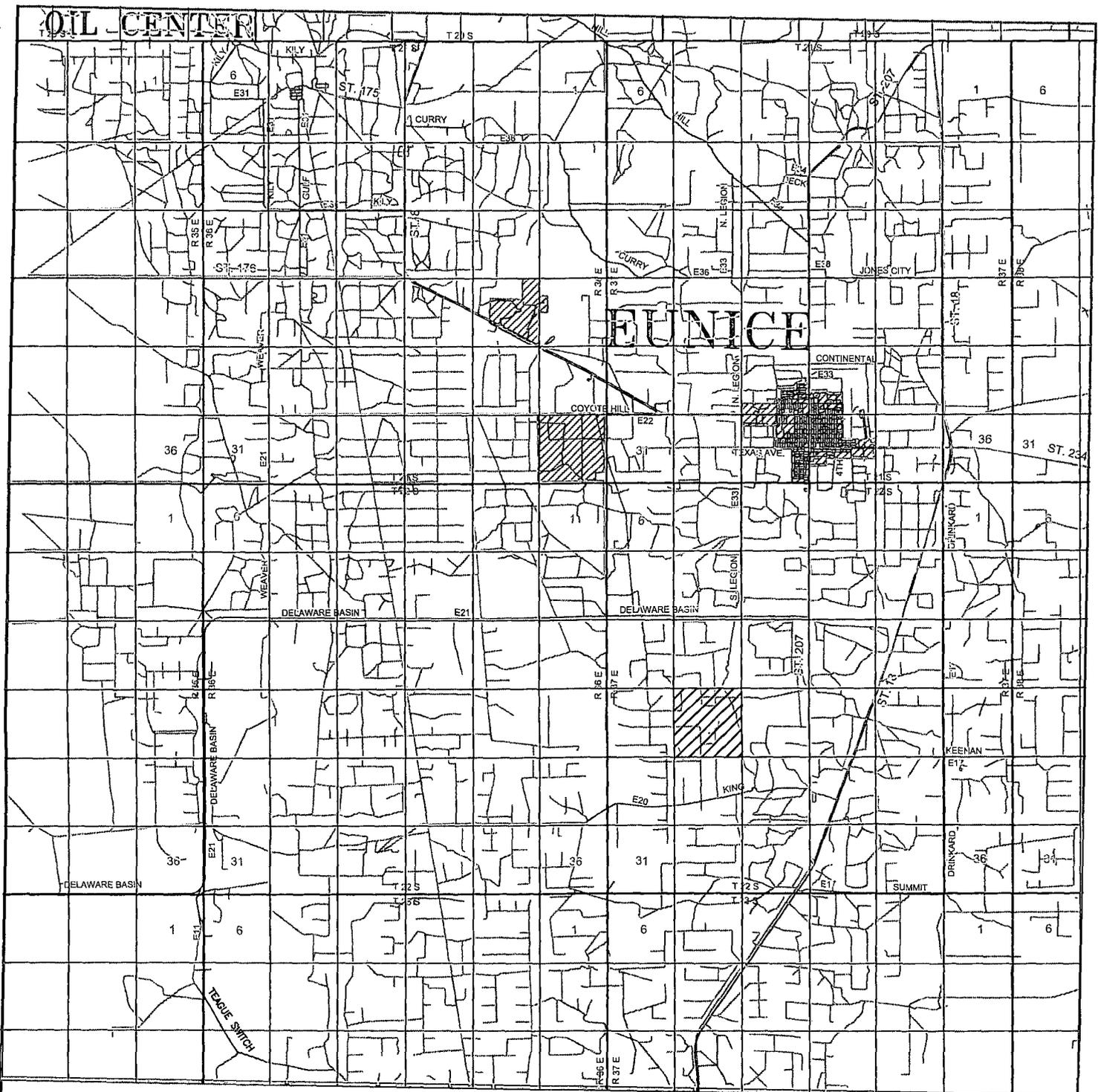
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Survey Date: 04-13-2012

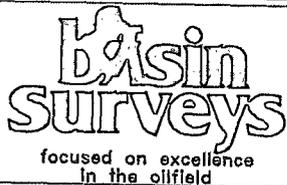
Scale: 1" = 2000'

Date: 04-17-2012

**APACHE
CORPORATION**



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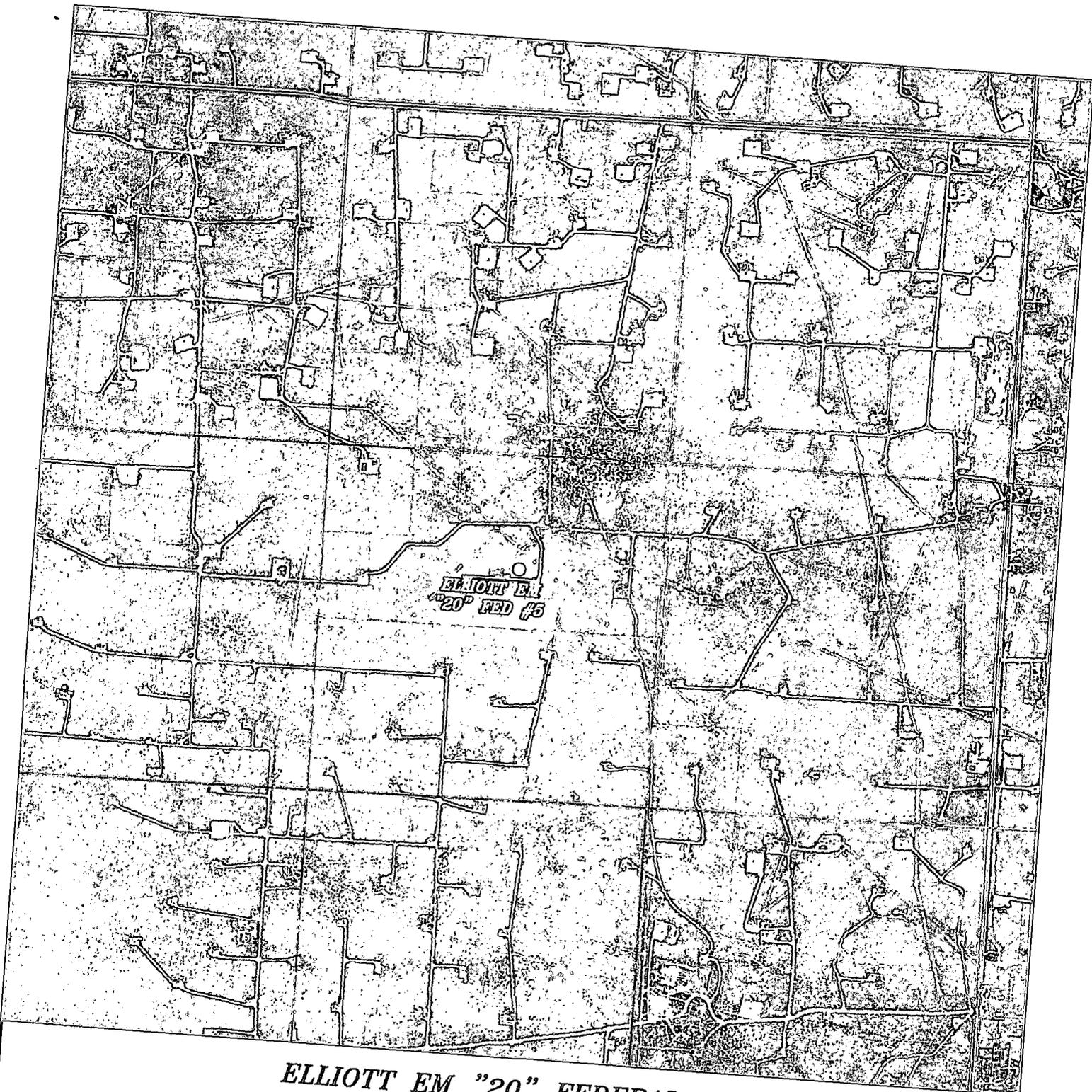
W.O. Number: KJG - 26496

Survey Date: 04-13-2012

Scale: 1" = 2 Miles

Date: 04-17-2012

**APACHE
CORPORATION**



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Scale: 1" = 2000'

YELLOW TINT - USA LAND
 BLUE TINT - STATE LAND
 NATURAL COLOR - FEE LAND

APACHE
CORPORATION

APACHE CORPORATION

ELLIOTT EM 20 FEDERAL #5

1750' FNL & 2185' FEL

UL: G SEC: 20 T22S R37E

1 MILE RADIUS



POSTED WELL DATA

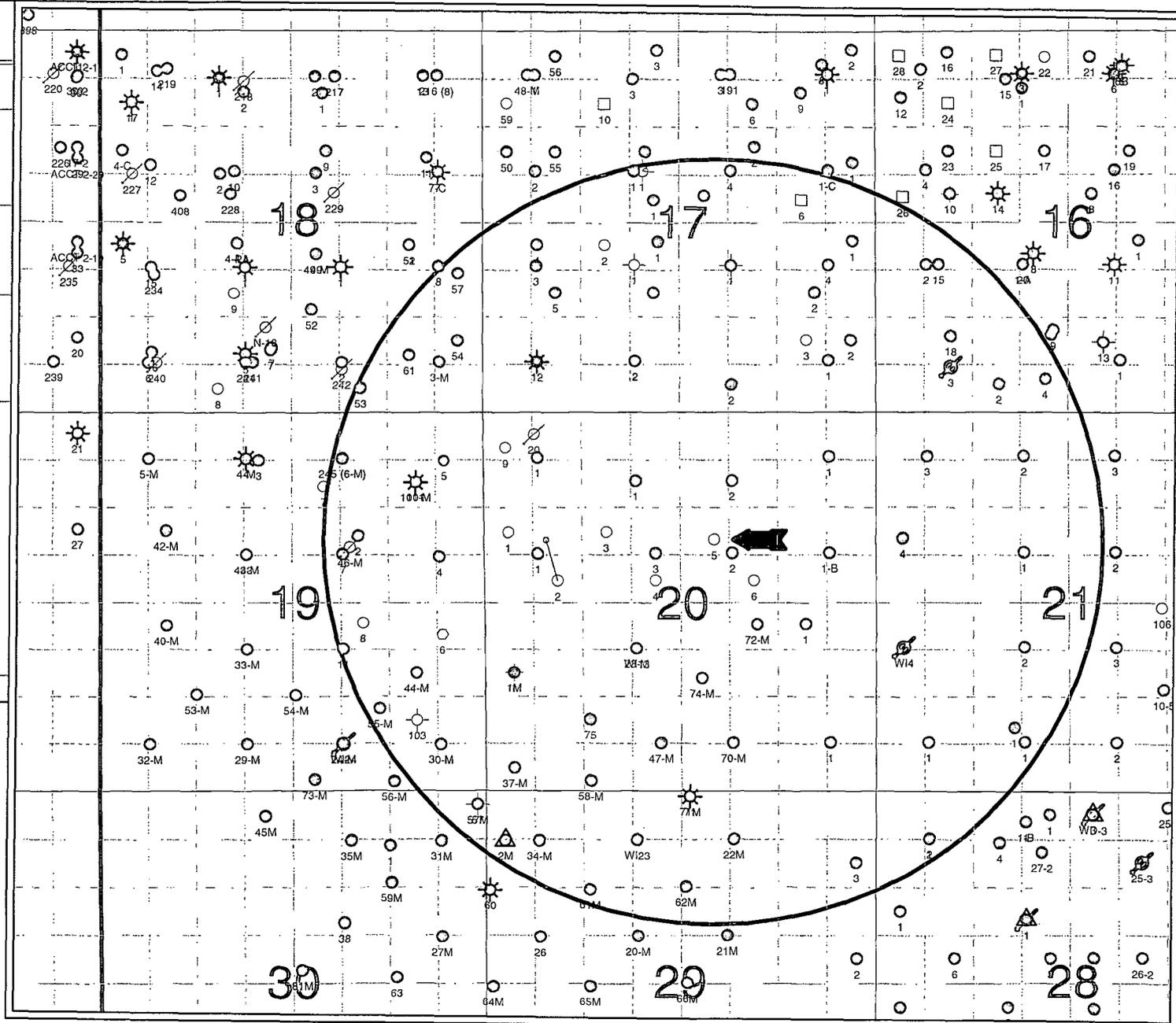
○
Well Number

WELL SYMBOLS

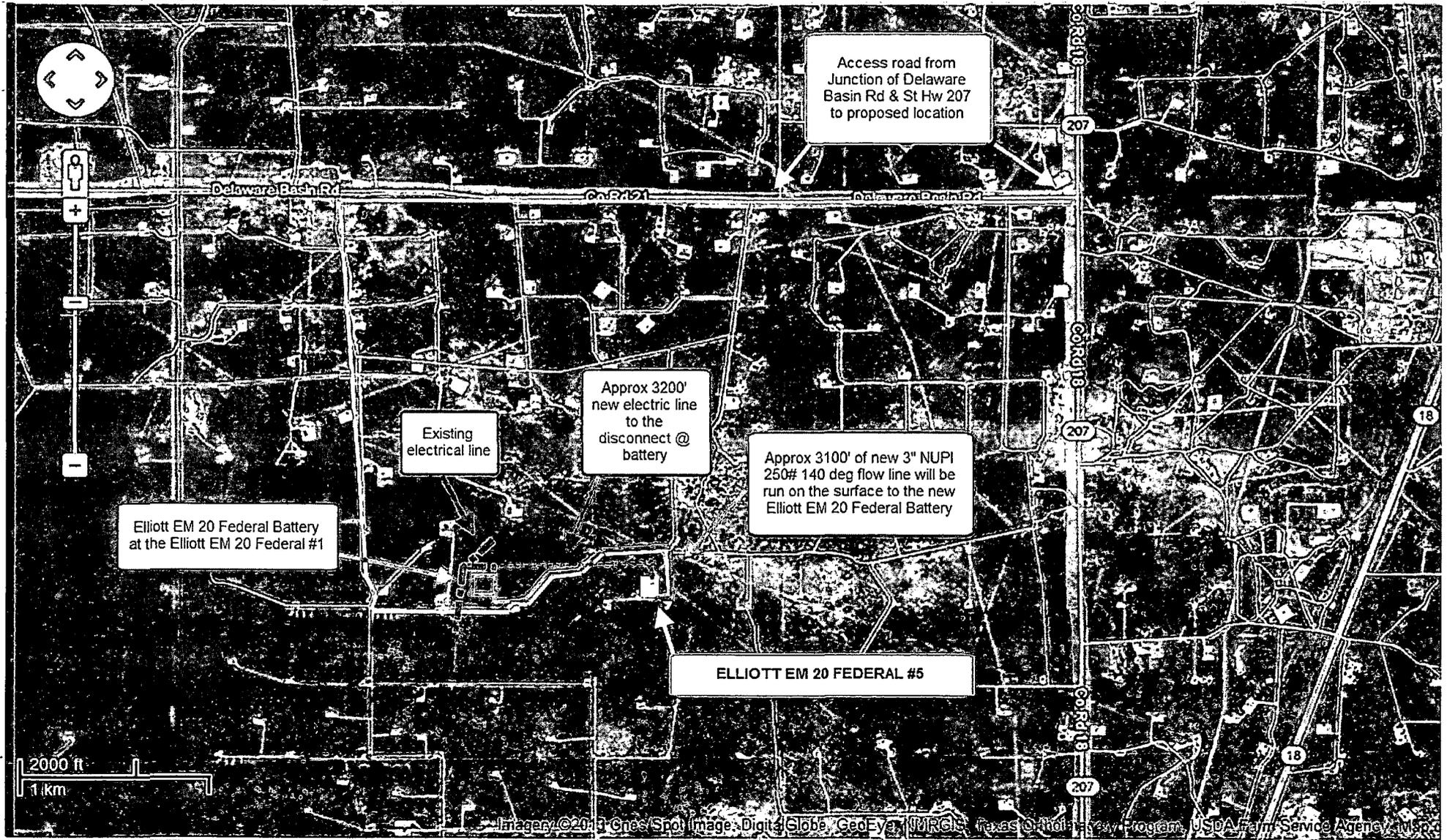
- ⊕ Abandoned Oil Well
- Dry Hole
- ☀ Gas Well
- ⊗ Injection Well
- Location Only
- Non Apache
- ☀ Oil & Gas Well
- Oil Well
- △ Service Well
- Drilling
- Active Producer
- ⊗ Active Injection

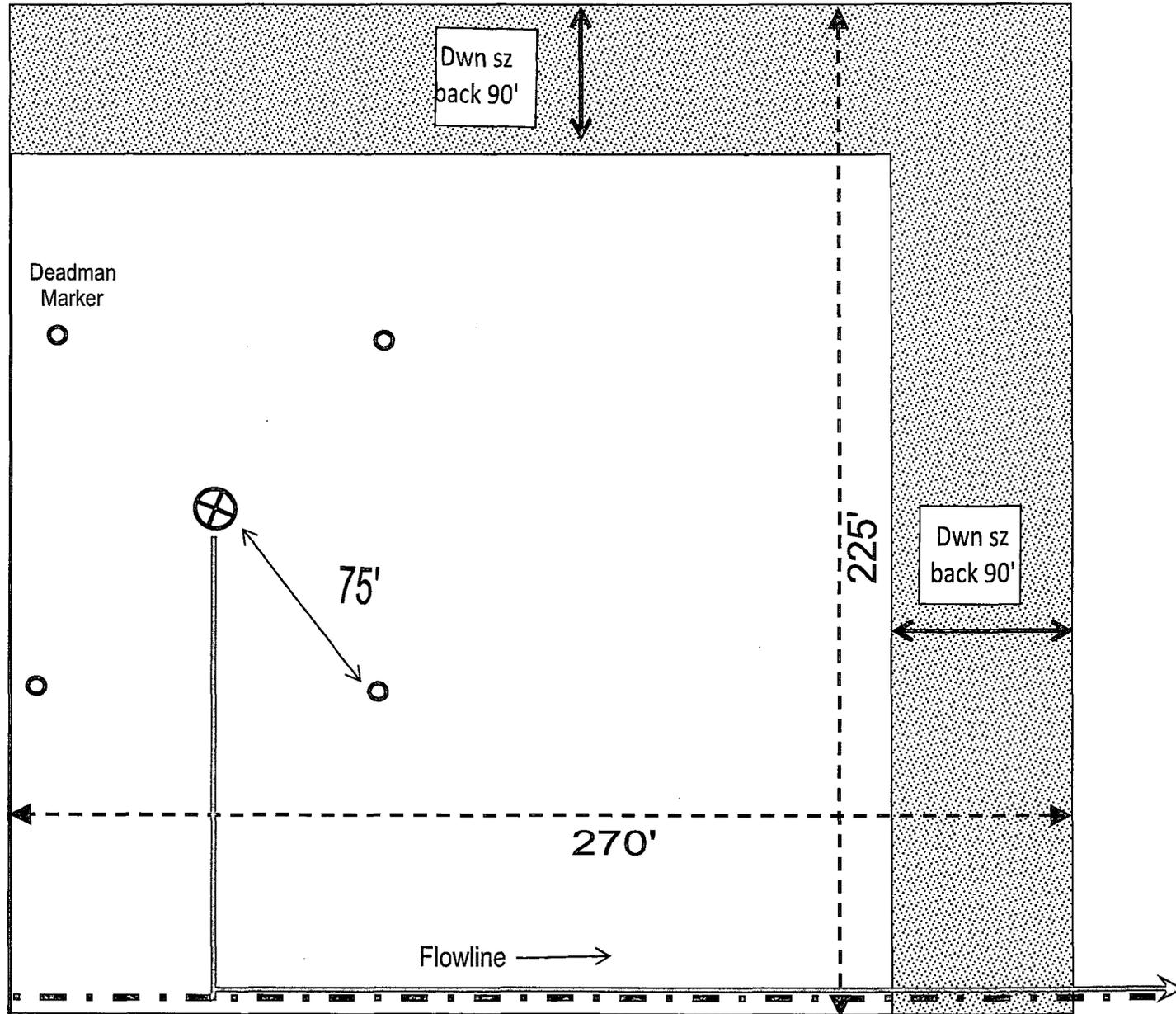
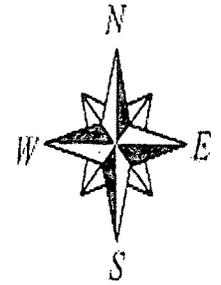
February 21, 2013

Exhibit #2



**ELLIOTT EM 20 FEDERAL #5
ACCESS ROAD / FLOWLINE PLAT
EXHIBIT #1**





Dwn sz
back 90'

Deadman
Marker

75'

225'

Dwn sz
back 90'

270'

Flowline →

Existing Road