

Surface Use Plan
Perry 22 Federal Com #3H
Cimarex Energy Co.
UL: C, Sec. 22, 20S, 34E
Lea Co., NM

OCD
JAN 15 2014

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The following surface use plan of operations will be followed and carried out once the APD is approved. No other disturbance will be created other than what is submitted in this surface use plan without approval. If any other disturbance is needed after the APD is approved, a BLM approved sundry notice or right of way application will be submitted for approval prior to any new surface disturbance.

1. Existing Roads:

Area maps: Exhibit "B" - reproduction of Eddy Co. General Highway Map. Exhibit "C" - reproduction of a USGS Topographic Map. Exhibit "C-1" - well site layout map. Exhibits "C," "C-1" - existing roads map.

The maximum width of the driving surface will be 14.' The road will be crowned and 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 and compacted caliche.

Existing access road route to the proposed project is depicted on the public access point map if applicable. Improvements to the driving surface will be done where necessary. No new surface disturbance will be done, unless otherwise noted in the New or Reconstructed Access Roads section of the surface use plan.

From the junction of Marathon Rd and Lynch go West on lease road for 2.0 miles to proposed well location.

If existing roads are used, the operator will improve or maintain existing roads in a condition the same as or better than before the operations began. The operator will repair pot holes, etc. All existing structures on the entire access route such as cattleguards, other range improvement projects, culverts, etc. will be properly repaired or replaced if they are damaged or have deteriorated beyond practical use.

The operator will prevent and abate fugitive dust as needed, whether created by vehicular traffic, equipment operations, or other events.

2. New or Reconstructed Access Roads:

No new access road planned.

3. Planned Electric Line:

Cimarex Energy plans to construct a new on lease electric line to service the well.

Cimarex Energy plans to install an on lease overhead electric line from the proposed well to an existing overhead electric line at the Perry 22 Federal Com #2H. The proposed electric line will be 1323' in length. 3-40' poles, 480 volt, 4 wire, 3 phase. The electric line will exit off the East side of the well location and travel East for 1323' along the access road until it would intercept the existing electric line. The electric line will be routed on the south side of the access road and 10-20' from and parallel to the access road. Please see Exhibit G for proposed route information.

4. Location of Existing Well in a One-Mile Radius -Exhibit A:

- Water Wells - None known
- Disposal Wells - None known
- Drilling Wells - None known
- Producing Wells - As shown on Exhibit A
- Abandoned Wells - As shownd on Exhibit A

JAN 21 2014

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5. Location of Existing or Proposed Production Facilities:

If on completion this well is a producer, a tank battery will be used and the necessary production equipment will be installed and production will be sent to the Perry 22 Federal Com #1 Bty. Cimarex Energy proposes to install two 4 inch buried HP polylines down existing lease road to the Perry 22 Federal Com #1 Bty battery.

Cimarex Energy plans to construct flowlines to service the well.

Specifications of Polyline: 1 HP polyline for oil, gas, and water production. 1 HP polyline for gas lift.

Both lines will be buried 25'-35' North of the access road.

Length: 2964'

MAOP: 1500 psi. Anticipated working pressure: 200-300 psi.

Allocation will be based on well test. Route is within lease boundaries, please see Exhibit G-1. Any changes to flowline route will be submitted via sundry notice.

6. Location and Type of Water Supply:

Water will be purchased locally from a commercial source and trucked over the access roads.

7. Source of Construction Material:

If possible, native caliche will be obtained from the excavation of drill site. The primary way of obtaining caliche will be by "turning over" the location. This means caliche will be obtained from the actual well site. A caliche permit will be obtained from BLM prior to pushing up any caliche. 2400 cu yds is the max amount of caliche needed for pad and roads. Amount will vary for each pad. The procedure below has been approved by BLM personnel:

- The top 6 inches of topsoil is pushed off and stockpiled along the side of the location.
- An approximate 120' x 120' area is used within the proposed well site to remove caliche.
- Subsoil is removed and piled alongside the 120' by 120' area within the pad site.
- When caliche is found, material will be stockpiled within the pad site to build the location and road.
- Then subsoil is pushed back in the hole and caliche is spread accordingly across entire location and road.
- Once well is drilled, the stockpiled top soil will be used for interim reclamation and spread along areas where caliche is picked up and the location size is reduced. Neither caliche nor subsoil will be stockpiled outside of the well pad. Topsoil will be stockpiled along the edge of the pad as depicted in Exhibit D – Rig Layout Diagram.

In the event that no caliche is found onsite, caliche will be hauled in from a BLM-approved caliche pit.

8. Ancillary Facilities:

No camps or airstrips to be constructed.

9. Well Site Layout:

- Exhibit "D" shows location and rig layout.
- Mud pits in the closed circulation system will be steel pits and the cuttings will be stored in steel containment pits.
- Cuttings will be stored in steel pits until they are hauled to a state-approved disposal facility.
- If the well is a producer, those areas of the location not essential to production facilities will be reclaimed and seeded per BLM requirements.

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10. Plans for Restoration of Surface:

Rehabilitation of the location will start in a timely manner after all drilling operations cease. The type of reclamation will depend on whether the well is a producer or a dry hole.

In areas planned for interim and final reclamation, surfacing materials will be removed and returned to a mineral pit or recycled to repair or build roads and well pads.

Drainage systems, if any, will be reshaped to the original configuration with provisions made to alleviate erosion. These may need to be modified in certain circumstances to prevent inundation of the location's pad and surface facilities. After the area has been shaped and contoured, topsoil from the spoil pile will be placed over the disturbed area to the extent possible. Revegetation procedures will comply with BLM standards.

If the well is a dry hole, the pad and road area will be recontoured to match the existing terrain. Topsoil will be spread to the extent possible. Revegetation will comply with BLM standards.

Should the well be producer, those areas of the location not essential to production facilities and operations will be reclaimed and seeded per BLM requirements. Please see Production Facilities Layout Diagram, exhibit D-1

11. Methods of Handling Waste

- Drilling fluids, produced oil, and water from the well during drilling and completion operations will be stored safely and disposed of properly in a NMOCD approved disposal facility.
- Garbage and trash produced during drilling and completion operations will be collected in a trash container and disposed of properly at a state approved disposal facility. All trash on and around well site will be collected for disposal.
- Human waste and grey water will be properly contained and disposed of properly at a state approved disposal site.
- After drilling and completion operations, trash, chemicals, salts, frac sand and other waste will be removed and disposed of properly at a state approved disposal site.
- The well will be drilled utilizing a closed loop system. Drill cuttings will be properly disposed of into steel tanks and taken to an NMOCD approved disposal facility.

12. Other Information:

- Topography consists of a sloping plane with loose tan sands. Vegetation is mainly yucca, mesquite and shin oak.
- The wellsite is on surface owned by ^{Danny Berry Landowner/Operator Agreement Attached.} Department of the Interior, Bureau of Land Management. The land is used mainly for farming, cattle ranching, recreational use, and oil and gas production.
- An archaeological survey will be conducted on the location and proposed roads and this report will be filed with the Bureau of Land Management in the Carsbad BLM office.
- There are no known dwellings within 1½ miles of this location.

13. On Site Notes and Information:

On Site results: Barry Hunt, Trish Badbear, Danny Berry, and Basin Surveys on location 2/14/13. Moved 122 ft. north to get closer to road. V-Door West. Top soil east. Interim reclamation: All 4 sides. Access road from the northeast corner, east, to northwest corner of the #2H. (2 cattleguards-NE corner & NW corner)

Operator Certification Statement

Perry 22 Federal Com #3H

Cimarex Energy Co.
UL: C, Sec. 22, 20S, 34E
Lea Co., NM

Operator's Representative

Cimarex Energy Co. of Colorado
600 N. Marienfeld St., Ste. 600
Midland, TX 79701
Office Phone: (432) 571-7800

CERTIFICATION: I hereby 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 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 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 20 day of August, 2013

NAME: _____


Terri Stathem

TITLE: Regulatory Compliance

ADDRESS: 202 S. Cheyenne Ave., Ste 1000, Tulsa, OK 74102

TELEPHONE: 918-585-1100

EMAIL: TStathem@cimarex.com

Field Representative: Same as above

1H - 335N + 330E

level, sandy

mesquite, yucca, dropsud, sand sage, shimmering

v-door W

topsoil E

IR S.

pd 380 x 320

rd NE corner - upgrade old two track

btg N

* pads up to two-trackish per landowner



2H -

level, sandy

mesquite, yucca, dropsud, sand sage, shimmering

v-door W

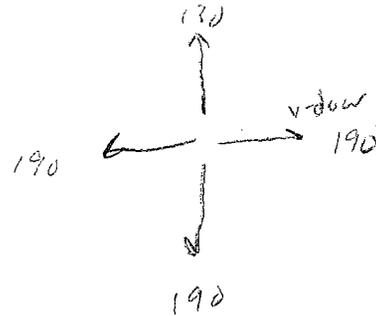
topsoil E

IR N, E, SW

202N + 1980E

pd 380 x 320

rd NE corner



3H -

level, sandy

mesquite, yucca, dropsud, sand sage, shimmering

v-door W

topsoil E

IR N, E, S, W

205N + 1980W

pd 380 x 320

rd NE corner

4H -

level, sandy
v-door W
topsoil E

mesquite, yucca, dropsud, sand sage, shimmering

pd 380 x 320

October 13, 2013

Bureau of Land Management
Carlsbad Field Office
620 E. Greene St.
Carlsbad, New Mexico 88220

VIA CERTIFIED MAIL RETURN RECEIPT NO.

Re: 3H – Perry 22 Federal Com, Lease LC061144
Township 20 South, Range 34 East, N.M.P.M.
Section 22: E/2W/2
Lea County, New Mexico

Gentlemen:

Per the Bureau of Land Management's ("BLM") letter dated, September 5, 2013, regarding Cimarex's Application for Permit to Drill ("APD") for the above captioned well, the BLM cited the following deficiency regarding the APD:

- "1-Operator does not appear to have operating rights on the bottom hole lease:"

Cimarex owns 100% of Lease NMNM 124662, covering the E/2NW/4 and NE/4SW/4. Apache Corporation, et al owns the SE/4SW/4 (NMNM 082). All parties have received a well proposal and proposed joint Operating Agreement and have indicated that pending the finalizing of a joint development agreement, this deficiency will be cured.

Please let this letter serve as notice for curing the deficiency cited above in Cimarex's APD for the Perry 22 Fed Com #3H.

If you should have any questions, please contact the undersigned directly at (432) 571-7896 or by email at mcompton@cimarex.com.

Sincerely,

Cimarex Energy Co.

Mark Compton
Landman

Operator - Land Owner Agreement

HOBBS OCD

JAN 15 2014

Company: Cimarex Energy Co.

Proposed Well: Perry 22 Federal Com #3H

Federal Lease Number: NMNM124622

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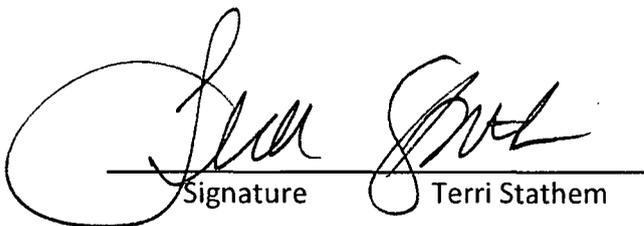
Please be advised that Cimarex Energy Co. has an agreement with the surface owner, listed below, concerning entry and surface restoration after completion of drilling operations at the above described well.

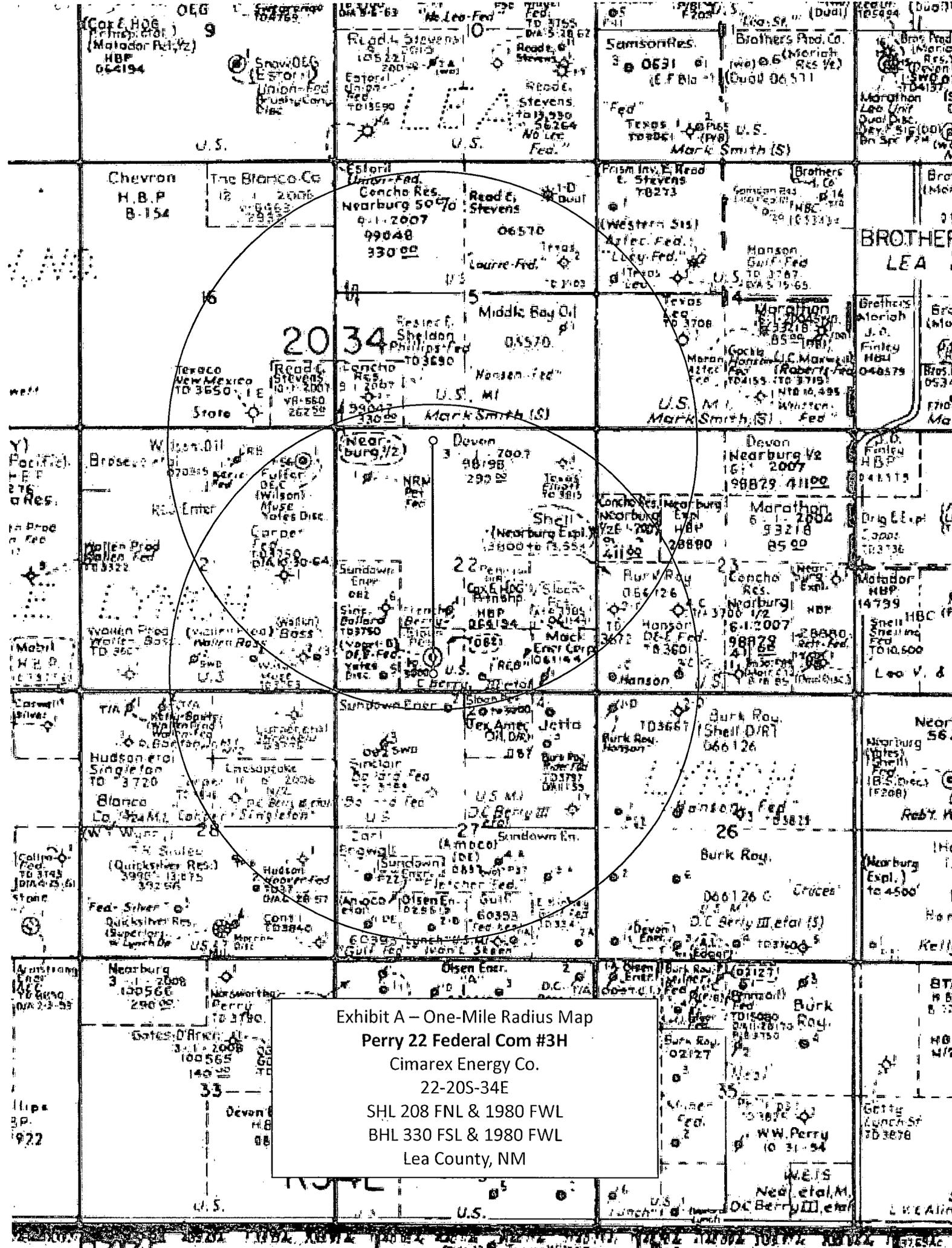
**Mr. Danny Berry
Berry Ranch, Box 160
Eunice, NM 88231
575-369-5266**

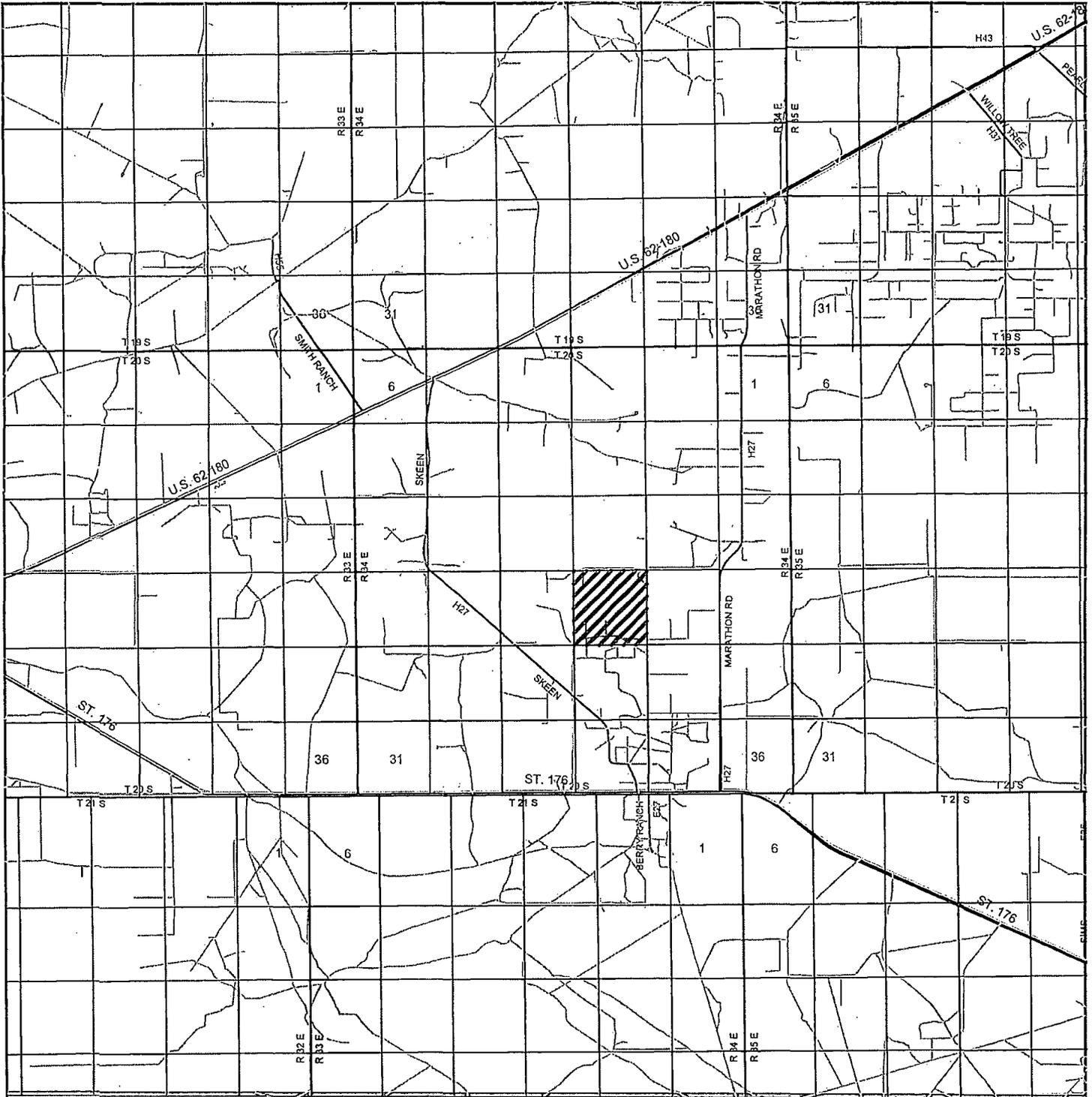
After abandonment of the well, all pits will be filled and levelled and all equipment and trash will be removed from the well site. No other requirements were made concerning restoration of the well site.

8-20-13

Date


Signature Terri Stathem





PERRY 22 FEDERAL COM 3H
 Located 208' FNL and 1980' FWL
 Section 22, Township 20 South, Range 34 East,
 N.M.P.M., Lea County, New Mexico.

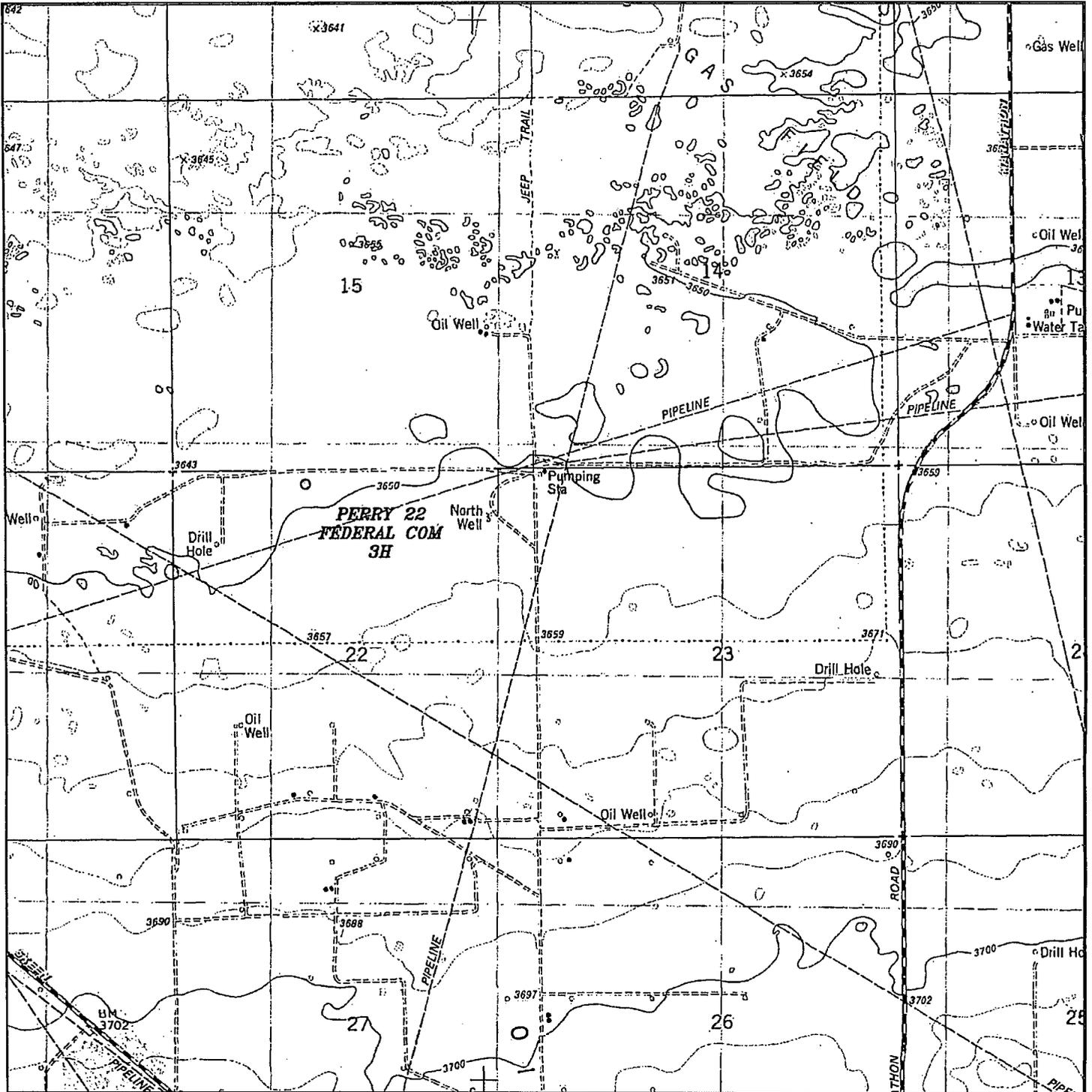
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surveys
 focused on excellence
 in the oilfield

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

| |
|-------------------------|
| W.O. Number: JMS 28176 |
| Survey Date: 02-15-2013 |
| Scale: 1" = 2 Miles |
| Date: 02-20-2013 |

CIMAREX
ENERGY CO.

Exhibit B



PERRY 22 FEDERAL COM 3H
 Located 208' FNL and 1980' FWL
 Section 22, Township 20 South, Range 34 East,
 N.M.P.M., Lea County, New Mexico.

basin surveys
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 in the oilfield

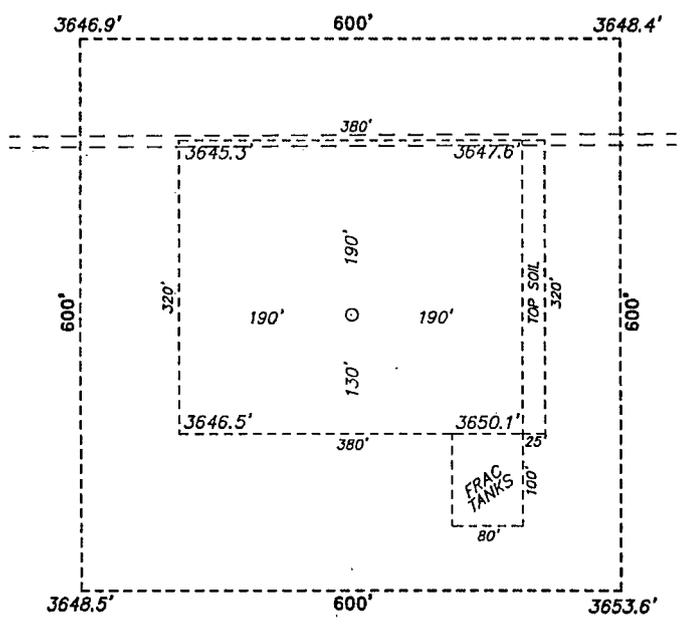
P.O. Box 1786
 1120 N. West County Rd.
 Hobbs, New Mexico 88241
 (575) 393-7316 - Office
 (575) 392-2206 - Fax
 basin-surveys.com

| |
|-------------------------|
| W.O. Number: JMS 28176 |
| Survey Date: 02-15-2013 |
| Scale: 1" = 2000' |
| Date: 02-20-2013 |

CIMAREX ENERGY CO.

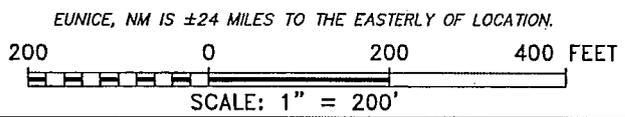
Exhibit C

SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.



CIMAREX ENERGY CO.
PERRY 22 FEDERAL COM 3H
ELEV. - 3648'

Lat - N 32°33'55.07"
Long - W 103°33'00.85"
NMSPCE- N 570273.8
E 782590.1
(NAD-83)



Directions to Location:

FROM THE JUNCTION OF MARATHON ROAD AND LYNCH, GO WEST ON LEASE ROAD FOR 2.0 MILES TO PROPOSED WELL LOCATION.

CIMAREX ENERGY CO.

REF: PERRY 22 FEDERAL COM 3H / WELL PAD TOPO

THE PERRY 22 FEDERAL COM 3H LOCATED 208'

FROM THE NORTH LINE AND 1980' FROM THE WEST LINE OF SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO.

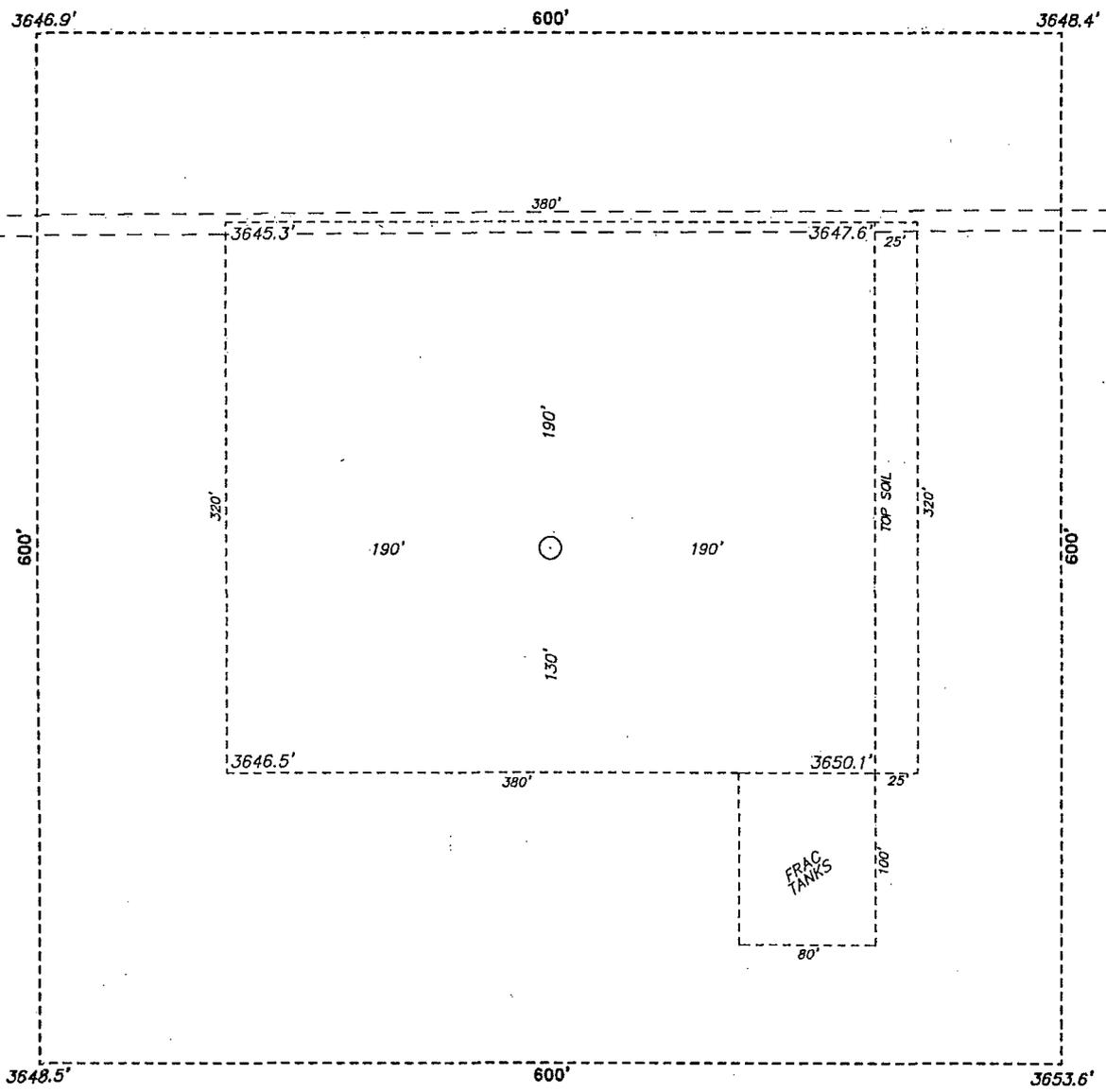
BASIN SURVEYS P.O. BOX 1786-HOBBS, NEW MEXICO

W.O. Number: 28176 Drawn By: J. SMALL

Date: 02-20-2013 Disk: JMS 28176 Survey Date: 02-15-2013 Sheet 1 of 1 Sheets

Exhibit C-1

SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.



EUNICE, NM IS ±24 MILES TO THE EASTERLY OF LOCATION.
 200 0 200 400 FEET
 SCALE: 1" = 200'

CIMAREX ENERGY CO.

REF: PERRY 22 FEDERAL COM 3H / WELL PAD TOPO
 THE PERRY 22 FEDERAL COM 3H LOCATED 208'
 FROM THE NORTH LINE AND 1980' FROM THE WEST LINE OF
 SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST,
 N.M.P.M., LEA COUNTY, NEW MEXICO.

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

W.O. Number: 28176 Drawn By: J. SMALL

Date: 02-20-2013 Disk: JMS 28176

Survey Date: 02-15-2013 Sheet 1 of 1 Sheets

Exhibit C-1



PERRY 22 FEDERAL COM 3H — Public Access Route
 Located 208' FNL and 1980' FWL
 Section 22, Township 20 South, Range 34 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 28176

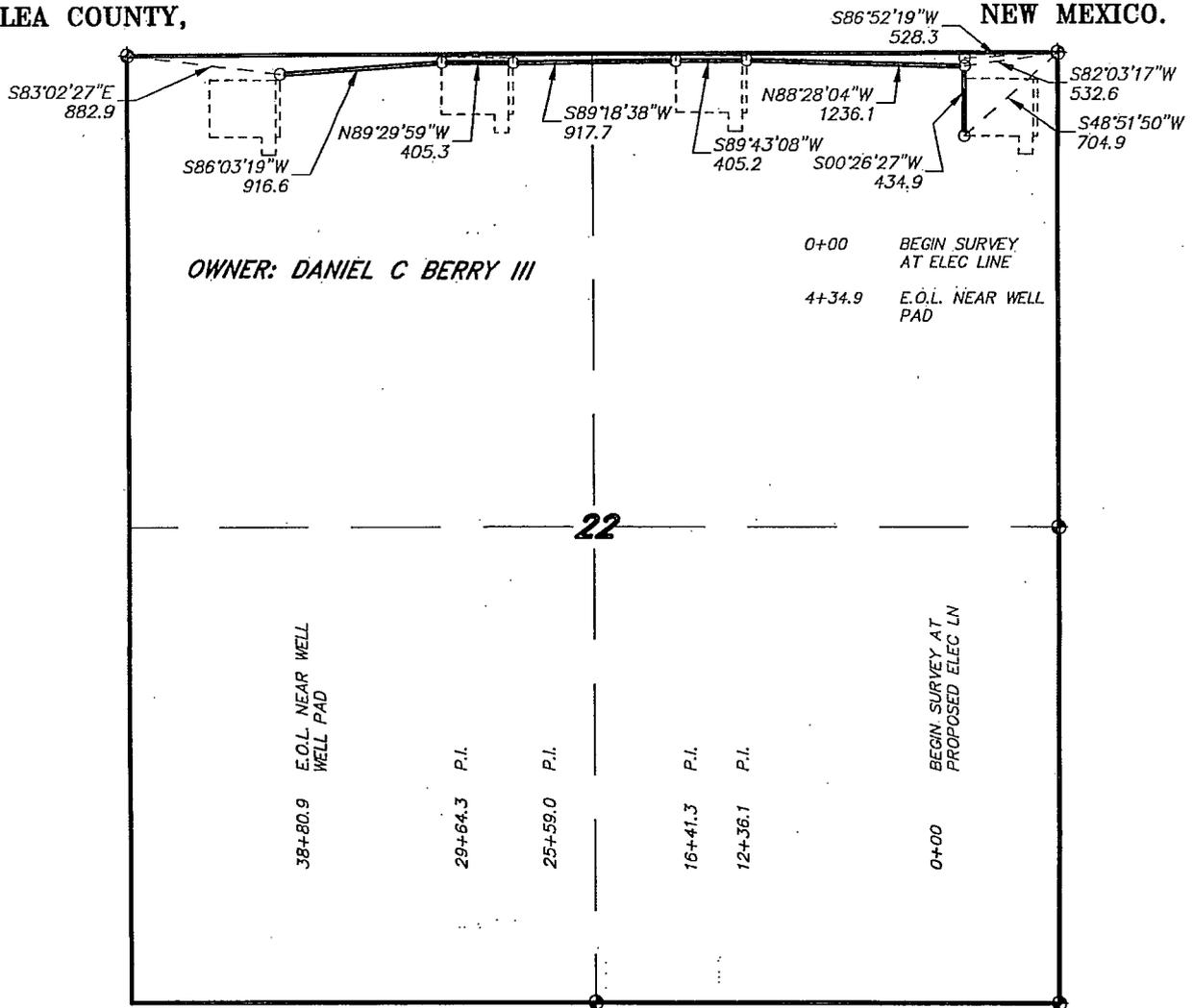
Scale: 1" = 2000'

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



**CIMAREX
 ENERGY CO.**

SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.



OWNER: DANIEL C BERRY III

0+00 BEGIN SURVEY AT ELEC LINE
4+34.9 E.O.L. NEAR WELL PAD

38+80.9 E.O.L. NEAR WELL WELL PAD

29+64.3 P.I.

25+59.0 P.I.

16+41.3 P.I.

12+36.1 P.I.

0+00 BEGIN SURVEY AT PROPOSED ELEC LN

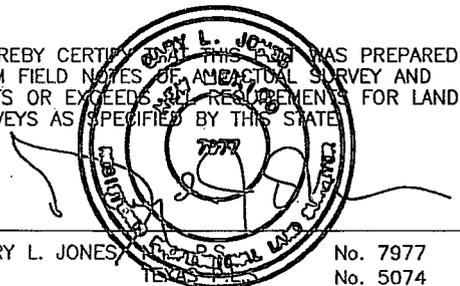
22

LEGAL DESCRIPTION

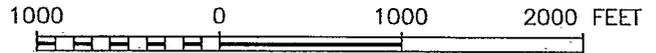
A STRIP OF LAND 30.0 FEET WIDE, LOCATED IN SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO AND BEING 15.0 FEET LEFT AND RIGHT OF THE FOLLOWING DESCRIBED CENTERLINE SURVEY.

BEGINNING AT A POINT WHICH LIES S.86°52'19"W., 528.3 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 22; THENCE S.00°26'27"W., 434.9 FEET TO THE END OF THIS LINE WHICH LIES S.48°51'50"W., 704.9 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 22; THENCE BEGINNING AGAIN AT A POINT WHICH LIES S.82°03'17"W., 532.6 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 22; THENCE N.88°28'04"W., 1236.1 FEET; THENCE S.89°43'08"W., 405.2 FEET; THENCE S.89°18'38"W., 917.7 FEET; THENCE N.89°29'59"W., 405.3 FEET; THENCE S.86°03'19"W., 916.6 FEET TO THE END OF THIS LINE WHICH LIES S.83°02'27"E., 882.9 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 22. SAID STRIP OF LAND BEING 4315.8 FEET OR 261.56 RODS IN LENGTH.

I HEREBY CERTIFY THAT THIS SURVEY WAS PREPARED FROM FIELD NOTES OF AN ACTUAL SURVEY AND MEETS OR EXCEEDS ALL REQUIREMENTS FOR LAND SURVEYS AS SPECIFIED BY THIS STATE.



GARY L. JONES, No. 7977
No. 5074



CIMAREX ENERGY COMPANY

REF: PROPOSED ELECTRIC LINE TO THE PERRY 22 WELLS

AN ELECTRIC LINE CROSSING FEE LAND IN
SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST,
N.M.P.M., LEA COUNTY, NEW MEXICO.

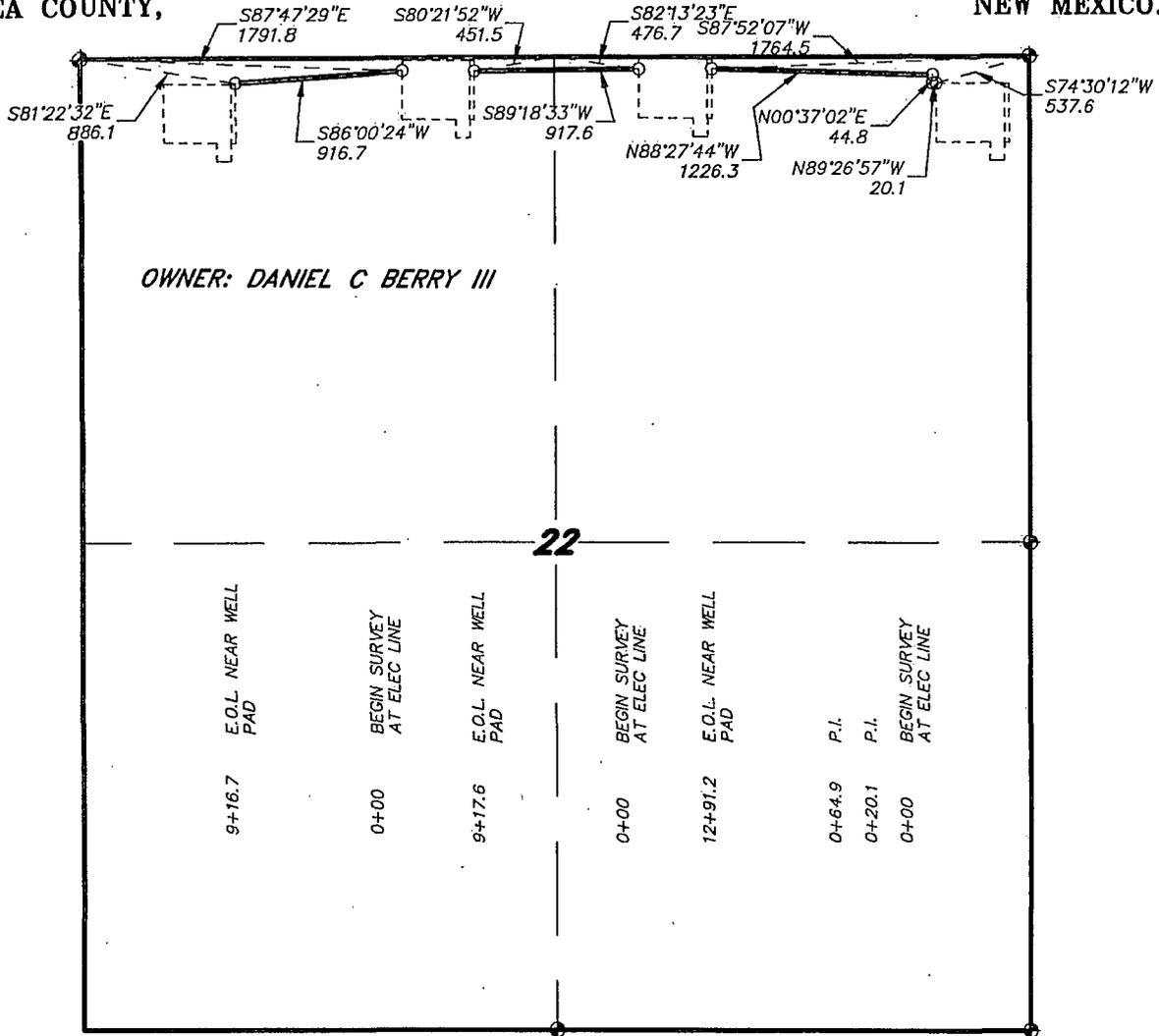
BASIN SURVEYS P.O. BOX 1786-HOBBS, NEW MEXICO

W.O. Number: 28178 Drawn By: J. M. SMALL

Date: 02-20-2013 Disk: JMS 28178

Survey Date: 02-15-2013 Sheet 1 of 1 Sheets

SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M.,
LEA COUNTY, NEW MEXICO.



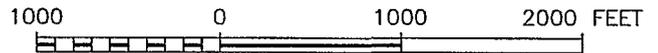
LEGAL DESCRIPTION

A STRIP OF LAND 30.0 FEET WIDE, LOCATED IN SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST, N.M.P.M., LEA COUNTY, NEW MEXICO AND BEING 15.0 FEET LEFT AND RIGHT OF THE FOLLOWING DESCRIBED CENTERLINE SURVEY.

BEGINNING AT A POINT WHICH LIES S.74°30'12\"W., 537.6 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 22; THENCE N.89°26'57\"W., 20.1 FEET; THENCE N.00°37'02\"E., 44.8 FEET; THENCE N.88°27'44\"W., 1226.3 FEET TO THE END OF THIS LINE WHICH LIES S.87°52'07\"W., 1764.5 FEET FROM THE NORTHEAST CORNER OF SAID SECTION 22; THENCE BEGINNING AGAIN AT A POINT WHICH LIES S.82°13'23\"E., 476.7 FEET FROM THE NORTH QUARTER CORNER OF SAID SECTION 22; THENCE S.89°18'33\"W., 917.6 FEET TO THE END OF THIS LINE WHICH LIES S.80°21'52\"W., 451.5 FEET FROM THE NORTH QUARTER CORNER OF SAID SECTION 22; THENCE BEGINNING AGAIN AT A POINT WHICH LIES S.87°47'29\"E., 1791.8 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 22; THENCE S.86°00'24\"W., 916.7 FEET TO THE END OF THIS LINE WHICH LIES S.81°22'32\"E., 886.1 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 22. SAID STRIP OF LAND BEING 3125.5 FEET OR 189.42 RODS IN LENGTH.

I HEREBY CERTIFY THAT THIS PLAN WAS PREPARED FROM FIELD NOTES OF AN ACTUAL SURVEY AND MEETS OR EXCEEDS ALL REQUIREMENTS FOR LAND SURVEYS AS SPECIFIED BY THIS STATE.

GARY L. JONES
 LEA COUNTY, NEW MEXICO
 No. 7977
 No. 5074



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

W.O. Number: 28178 Drawn By: J. M. SMALL

Date: 02-20-2013 Disk: JMS 28178

CIMAREX ENERGY COMPANY

REF: PROPOSED FLOWLINE TO THE PERRY 22 WELLS

A FLOWLINE CROSSING FEE LAND IN
 SECTION 22, TOWNSHIP 20 SOUTH, RANGE 34 EAST,
 N.M.P.M., LEA COUNTY, NEW MEXICO.

Survey Date: 02-15-2013 Sheet 1 of 1 Sheets