

District I - (575) 393-6161
1625 N. French Dr., Hobbs, NM 88240
District II - (575) 748-1283
811 S. First St., Artesia, NM 88203
District III - (505) 334-6178
1000 Rio Brazos Rd., Aztec, NM 87410
District IV - (505) 476-3460
1220 S. St. Francis Dr., Santa Fe, NM 87505

HOBBS OCD
JUN 16 2014
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OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

WELL API NO. 30-005-29210
5. Indicate Type of Lease STATE [X] FEE []
6. State Oil & Gas Lease No.
7. Lease Name or Unit Agreement Name ROCK QUEEN UNIT
8. Well Number 319
9. OGRID Number 240974
10. Pool name or Wildcat CAPROCK; QUEEN
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 4388' GL

SUNDRY NOTICES AND REPORTS ON WELLS
(DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)
1. Type of Well: Oil Well [X] Gas Well [] Other []
2. Name of Operator LEGACY RESERVES OPERATING LP
3. Address of Operator PO BOX 10848, MIDLAND, TX 79702
4. Well Location Unit Letter J : 2280 feet from the SOUTH line and 1906 feet from the EAST line
Section 36 Township 13S Range 31E NMPM County CHAVES
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 4388' GL

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO:
PERFORM REMEDIAL WORK [] PLUG AND ABANDON []
TEMPORARILY ABANDON [] CHANGE PLANS [X]
PULL OR ALTER CASING [] MULTIPLE COMPL []
DOWNHOLE COMMINGLE []
CLOSED-LOOP SYSTEM []
OTHER: [X]
SUBSEQUENT REPORT OF:
REMEDIAL WORK [] ALTERING CASING []
COMMENCE DRILLING OPNS. [] P AND A []
CASING/CEMENT JOB []
OTHER: []

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

Legacy Reserves Operating LP would like to amend the surface casing setting depth and cement program to the following:

8-5/8" surface casing will be set at 1480' in an 11" hole. A DV tool will be installed at 300'-350', and the cement volume will change from 300 sx to a total of 700 sx.

Attached is a copy of the approved APD.

Spud Date: []

Rig Release Date: []

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE [Signature] TITLE: REGULATORY TECH DATE: 06/13/2014

Type or print name LAURA PINA E-mail address: lpina@legacylp.com PHONE: 432-689-5200

For State Use Only

APPROVED BY: [Signature] TITLE: Petroleum Engineer DATE: 06/26/14

Conditions of Approval (if any):

JUL 01 2014

District I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720
District II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1283 Fax: (575) 748-0710
District III
1000 Rio Demos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170
District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico

Form C-101
Revised November 14, 2012

Energy Minerals and Natural Resources

Oil Conservation Division

AMENDED REPORT

1220 South St. Francis Dr.

Santa Fe, NM 87505

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APPLICATION FOR PERMIT TO DRILL, RE-ENTER, DEEPEN, PLUGBACK, OR ADD A ZONE

Operator Name and Address Celero Energy II, LP 400 W. Illinois, Ste. 1601 Midland, TX 79701		OGRID Number 247128
Property Code 303735	Property Name Rock Queen Unit	API Number 30-005-29210 Well No. 319

7. Surface Location									
UL - Lot	Section	Township	Range	Lot Idn	Feet from	N/S Line	Feet From	E/W Line	County
J	36	13S	31E		2280	S	1906	E	Chaves

8. Proposed Bottom Hole Location									
UL - Lot	Section	Township	Range	Lot Idn	Feet from	N/S Line	Feet From	E/W Line	County

9. Pool Information	
Pool Name	Pool Code
Caprock; Queen	8559

Additional Well Information					
11. Work Type	12. Well Type	13. Cable/Rotary	14. Lease Type	15. Ground Level Elevation	
New Well	Oil	R	S	4388'	
16. Multiple	17. Proposed Depth	18. Formation	19. Contractor	20. Spud Date	
N	3100'	Queen	TBD	12/28/2013	
Depth to Ground water		Distance from nearest fresh water well		Distance to nearest surface water	

* We will use a closed - loop system

21. Proposed Casing and Cement Program						
Type	Hole Size	Casing Size	Casing Weight/ft	Setting Depth	Sacks of Cement	Estimated TOC
Surf	11"	8 5/8"	24	350'	300	Surf
Prod	7 7/8"	5 1/2"	15.5	3100'	600	Surf

Casing/Cement Program: Additional Comments

22. Proposed Blowout Prevention Program			
Type	Working Pressure	Test Pressure	Manufacturer
Double Ram	5000	5000	TBD

23. I hereby certify that the information given above is true and complete to the best of my knowledge and belief. I further certify that I have complied with 19.15.14.9 (A) NMAC <input type="checkbox"/> and/or 19.15.14.9 (B) NMAC <input type="checkbox"/> , if applicable. Signature: <i>Lisa Hunt</i> Printed name: Lisa Hunt Title: Regulatory Analyst E-mail Address: lhunt@celeroenergy.com Date: 11/25/2013 Phone: (432)686-1883	OIL CONSERVATION DIVISION	
	Approved By: <i>[Signature]</i>	
	Title: <i>Petroleum Engineer</i>	
	Approved Date: 11/27/13	Expiration Date: 11/27/15
	Conditions of Approval Attached	

DEC 02 2013