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 District I
 1625 N French Dr., Hobbs, NM 88240
 District II
 1301 W Grand Ave., Artesia, NM 88201
 District III
 1000 Rio Brazos Rd., Aztec, NM 87410
 District IV
 1220 S. St Francis Dr., Santa Fe, NM 87505

RECEIVED

MAR 20 2009

HOBBS

State of New Mexico
 Energy, Minerals and Natural Resources
 CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

Form C-103
 May 27, 2004

WELL API NO. 30-025-38613	<input checked="" type="checkbox"/>
5. Indicate Type of Lease STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>	
6. State Oil & Gas Lease No. LC 060967	
7. Lease Name or Unit Agreement Name SEMGS AU	<input checked="" type="checkbox"/>
8. Well Number 147	<input checked="" type="checkbox"/>
9. OGRID Number 5380	<input checked="" type="checkbox"/>
10. Pool name or Wildcat Maljamar; Grayburg San Andres	

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 Gas Well Other

2. Name of Operator
XTO ENERGY INC

3. Address of Operator
200 N. LORAIN ST., STE. 800
MIDLAND, TX 79701

4. Well Location
Unit Letter P : 334 feet from the SOUTH line and 1180 feet from the EAST line
Section 30 Township 17S Range 33E NMPM County LEA

11. Elevation (Show whether DR, RKB, RT, GR, etc.)
4037'

Pit or Below-grade Tank Application or Closure

Pit type _____ Depth to Groundwater _____ Distance from nearest fresh water well _____ Distance from nearest surface water _____

Pit Liner Thickness: _____ mil Below-Grade Tank: Volume _____ bbls; Construction Material _____

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

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	CHANGE PLANS <input checked="" type="checkbox"/>	COMMENCE DRILLING OPNS. <input type="checkbox"/>	P AND A <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	MULTIPLE COMPL <input type="checkbox"/>	CASING/CEMENT JOB <input type="checkbox"/>	
OTHER: <input type="checkbox"/>		OTHER: <input type="checkbox"/>	

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 1103. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

3/16/09: CHANGING FROM RESERVE PIT TO CLOSED LOOP SYSTEM:

Design Plan, Operating & Maintenance Plan, and Closure plan for SEMGS AU #147 (API: 30-025-38613)

Design Plan:

Fluid & cuttings coming from drilling operations will first pass over the Shale Shaker with the cuttings going to the CRI haul off bin and the cleaned fluid returning to the steel rig pit. The fluids from the sand trap of the steel rig pit will then be transferred to the steel settling pits where an auger will dispose of finer cuttings into the CRI haul off bin. The remaining clean fluid will have sufficient time to further settle out any remaining solids in the settling pits before being circulated back to the steel rig pit and reused for drilling operations. Any solids left in the steel settling pits after drilling has been completed will be hauled off to CRI.

Equipment includes:

- | | |
|---------------------------------|--|
| 1 – 400 bbl steel rig pit | 1 – Shale Shaker |
| 2 – 300 bbl steel settling pits | 1 – 20 cu yards steel CRI haul off bin on location (calc'd cuttings are 100 cu yards, plus fluids) |
| 3 – 4x3 centrifugal pumps | 2 – Mud Pumps |
| 1 – Auger in steel settling pit | |

Operating and Maintenance Plan:

Inspection to occur every tour for proper operation of system and individual components. If any problems are found they will be repaired and/or corrected immediately.

Closure Plan

All haul bins containing cuttings will be removed from location and hauled to Controlled Recovery, Inc's (#R9166) disposal site located near mile marker 66 on Highway 62/180.

3/16/2009: CEMENTING CHANGE:

Rising Star:

Surface – Lead: 400 sx Class C w/4% gel, 2% CaCl2, 0.25 pps celloflake (13.5 ppg, 1.69 yld, 8.90 gal wtr/sk)

Compressive strength: 650 psi – 12 hrs, 1085 psi – 24 hrs.

Tail: 200 sx Class C w/2% CaCl2 (14.8 ppg, 1.32 yld, 6.3 gal wtr/sk)

Compressive strength: 877 psi – 12 hrs, 1368 psi – 24 hrs

Production – Lead: 600 sx 50:50: Poz C w/10% gel, 5% salt, 3 pps gilsonite, 0.25 pps celloflake (12.0 ppg, 2.32 yld, 12.59 gal wtr/sk)

Tail: 200 sx 50:50: Poz C w/2% gel, 3% KCL, 0.25 pps celloflake, 0.6% C16A (14.4 pps, 1.29 yld, 5.75 gal wtr/sk)

3/16/2009: BOP

Original drilling rig had 3000 psi BOP stack w/3000 psi choke manifold assembly; New rig, JW #4, will have 5000 psi BOP stack and 5000 psi choke manifold assembly. Although a 5000 psi system will be installed, a 2000 psi wellhead (Larkin Fig. 92) is being used and the system will be tested to 2000 psi. This is the lowest rated component. (Don't anticipate BHP to exceed 1300 psi). Will use Man Welding with test plug to test BOPE to 250 psi low and 2000 psi High prior to drilling out surface casing.

I hereby certify that the information above is true and complete to the best of my knowledge and belief. I further certify that any pit or below-grade tank has been/will be constructed or closed according to NMOCD guidelines , a general permit or an (attached) alternative OCD-approved plan .

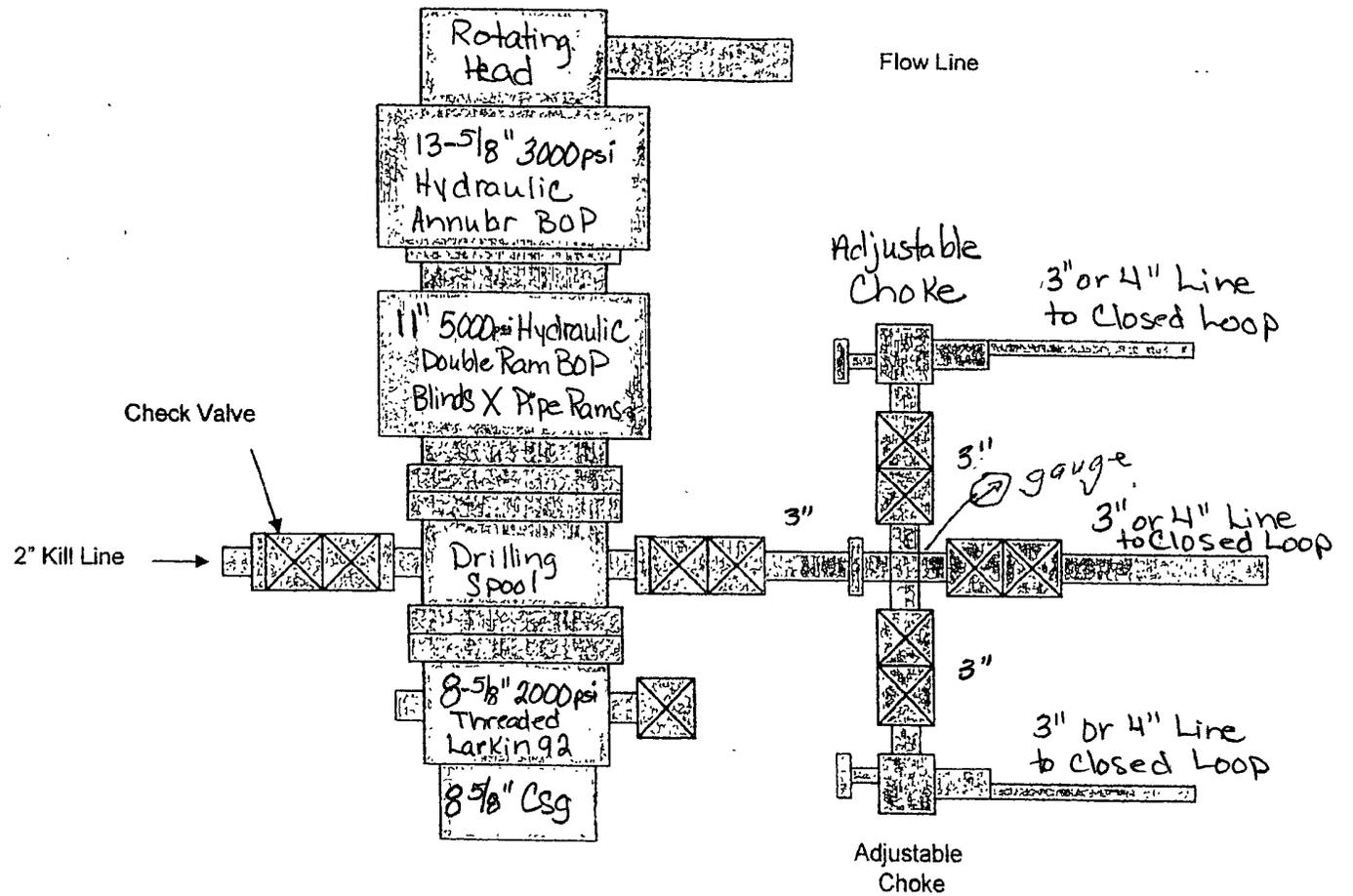
SIGNATURE *Sorina L. Flores* TITLE DRILLING TECH DATE 3/16/2009

Type or print name SORINA L. FLORES E-mail address: sorina_flores@xtoenergy.com Telephone No. (432) 620-6749

For State Use Only

APPROVED BY: *Terry W. Hill* TITLE DISTRICT 1 SUPERVISOR DATE MAY 05 2009

Conditions of Approval (if any): *KR*



3000 psi Working Pressure
 BOPE Configuration
 And Choke Manifold