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| API No. <u>42-003-42376</u> Drilling Permit # <u>707068</u> SWR Exception Case/Docket No. _____ | RAILROAD COMMISSION OF TEXAS OIL & GAS DIVISION APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER <i>This facsimile W-1 was generated electronically from data submitted to the RRC.</i> <i>A certification of the automated data is available in the RRC's Austin office.</i> | FORM W-1 07/2004 Permit Status: Approved |
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| 1. RRC Operator No. 172232 | 2. Operator's Name (as shown on form P-5, Organization Report) CONOCOPHILLIPS COMPANY | 3. Operator Address (include street, city, state, zip): |
| 4. Lease Name UNIVERSITY ANDREWS | | 5. Well No. 163 |

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|--|---|--|--|-----------------------------------|
| GENERAL INFORMATION | | | | |
| 6. Purpose of filing (mark ALL appropriate boxes): | | | | |
| <input checked="" type="checkbox"/> New Drill | <input type="checkbox"/> Recompletion | <input type="checkbox"/> Reclass | <input type="checkbox"/> Field Transfer | <input type="checkbox"/> Re-Enter |
| <input type="checkbox"/> Amended | <input type="checkbox"/> Amended as Drilled (BHL) (Also File Form W-1D) | | | |
| 7. Wellbore Profile (mark ALL appropriate boxes): | | | | |
| <input checked="" type="checkbox"/> Vertical | <input type="checkbox"/> Horizontal (Also File Form W-1H) | <input type="checkbox"/> Directional (Also File Form W-1D) | <input type="checkbox"/> Sidetrack | |
| 8. Total Depth 7330 | 9. Do you have the right to develop the minerals under any right-of-way ? | | 10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? | |
| | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

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|---|------------------------------|----------------------------|--|--|
| SURFACE LOCATION AND ACREAGE INFORMATION | | | | |
| 11. RRC District No. 08 | 12. County ANDREWS | | 13. Surface Location | |
| | | | <input checked="" type="checkbox"/> Land | <input type="checkbox"/> Bay/Estuary <input type="checkbox"/> Inland Waterway <input type="checkbox"/> Offshore |
| 14. This well is to be located <u>16</u> miles in a <u>SW</u> direction from <u>Andrews</u> which is the nearest town in the county of the well site. | | | | |
| 15. Section 19 | 16. Block 10 | 17. Survey UL | 18. Abstract No. A- | 19. Distance to nearest lease line: 820 ft. |
| 20. Number of contiguous acres in lease, pooled unit, or unitized tract: 4223.2 | | | | |
| 21. Lease Perpendiculars: <u>820</u> ft from the <u>NORTH</u> line and <u>1980</u> ft from the <u>EAST</u> line. | | | | |
| 22. Survey Perpendiculars: <u>820</u> ft from the <u>NORTH</u> line and <u>1980</u> ft from the <u>EAST</u> line. | | | | |
| 23. Is this a pooled unit? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 24. Unitization Docket No: | | 25. Are you applying for Substandard Acreage Field? <input type="checkbox"/> Yes (attach Form W-1A) <input checked="" type="checkbox"/> No |

| FIELD INFORMATION List all fields of anticipated completion including Wildcat. List one zone per line. | | | | | | |
|---|---------------|--|---------------|----------------------|--|---|
| 26. RRC District No. | 27. Field No. | 28. Field Name (exactly as shown in RRC records) | 29. Well Type | 30. Completion Depth | 31. Distance to Nearest Well in this Reservoir | 32. Number of Wells on this lease in this Reservoir |
| 08 | 28843666 | EMBAR (PERMIAN) | Oil Well | 7200 | 1125.00 | 130 |
| | | | | | | |
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| BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS | |
| Remarks [FILER Dec 14, 2010 3:08 PM]: W-1 filed to re-permit, previous permit (667781) had expired. | Certificate: I certify that information stated in this application is true and complete, to the best of my knowledge. <u>Alva Franco, Regulatory Specialist</u> <u>Dec 14, 2010</u> Name of filer Date submitted <u>(432)6886906</u> <u>Alva.Franco@conocophillips.com</u> Phone E-mail Address (OPTIONAL) |
| RRC Use Only | Data Validation Time Stamp: Dec 21, 2010 10:42 AM(Current Version) |

DEPTH OF USABLE-QUALITY GROUND WATER TO BE PROTECTED

PLEASE READ ALL INSTRUCTIONS

The information requested is essential in order for this agency to provide an appropriate response. Please allow for receipt of this form in our offices at least two weeks before your operation begins. Due to the volume of these requests, at times, it may be difficult for us to handle telephone inquiries. Complete, keep the bottom sheet (goldenrod) for your files, and mail the top 3 sheets of the 4-sheet set of carbon-backed forms with a map to the address below. One sheet bearing our response will be returned to you. Another will be sent to the appropriate district office of the Railroad Commission. Individuals are entitled to request and review their personal information that the agency gathers on its forms. They may also have any errors in their information corrected. To review such information, contact us at 512/239-3282. If you have questions on how to fill out this form or about the Surface Casing program, please contact us at 512/239-0515.

Surface Casing - MC 151
TCEQ
P.O. Box 13087
Austin, TX 78711-3087

Date 9/13/06

TCEQ File No.: SC-

12037

Name of person preparing this request & phone No. (with area code)
Gay Thomas (432) 368-1217

Company (operator's name as on RRC form W-1)
ConocoPhillips Company

Mailing Address
3300 N. "A" St. Bldg. 6

City and State ZIP Code
Midland, TX 79705

FOR TCEQ USE ONLY

ALWAYS INCLUDE A MAP SHOWING YOUR WELL SITE AND ALL SURROUNDING SURVEYS

Form section containing well site information: COUNTY Andrews, Survey Name L.L., Block No. 10, Township, Section or Survey No. 19, LEASE Name University Andrews, Well No. 163, Distances in feet (820' North, 1980' East), and GPS coordinates (X: 383,544.2, Y: 216,014.9).

Form section containing well details: Elevation 3252', Total Depth 6850', Geologic Fm. at T.D. Embar (Permian), Purpose of the Request: New Drill, Previous File No. for this well: SC-

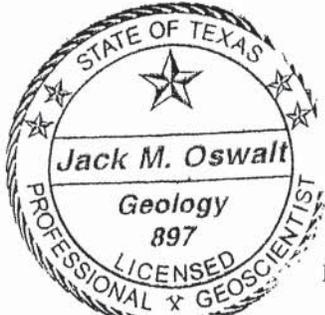
ALWAYS attach the electric log of any well that is to be reentered.

Additional remarks: please provide lease line recommendation (d)

To protect usable-quality ground water at this location, the TEXAS COMMISSION ON ENVIRONMENTAL QUALITY recommends:

CO-ANDREWS, SUR-UL, BLK-10, SEC-19, LSE-UNIVERSITY ANDREWS, #11, 39/250, ZONE, 925, 1200; ...
The interval from the land surface to a depth of 250 feet, and the ZONE from 925 to 1200 feet must be protected.
This recommendation is applicable for all wells drilled in this SECTION 19.

Very truly yours,
Jack M. Oswalt, P.G.



September 29, 2006

Geologist, Surface Casing, TCEQ
NOTE: Unless stated otherwise, this recommendation is intended to apply only to the subject well and not for area-wide use. Approval of the well-completion methods for protection of this ground water falls under the jurisdiction of the Railroad Commission of Texas. This recommendation is intended for normal drilling, production, and plugging operations only. It does not apply to saltwater disposal operations into a nonproductive zone (RRC Form W-14).

PLEASE DO NOT STAPLE

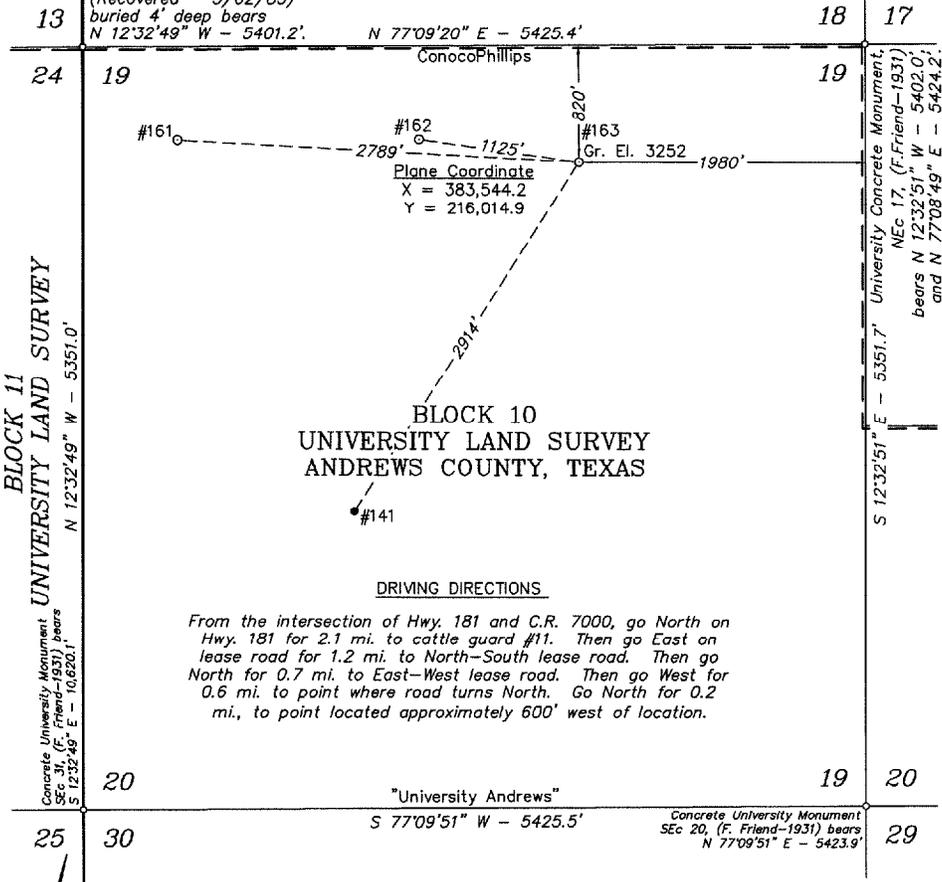
FOLD

TYPE OR PRINT IN INK

FOLD

DO NOT WRITE HERE FOR TCEQ USE ONLY

Found University Concrete Monument with 1" X 5' pipe set in 3" Iron Pipe (Recovered - 3/02/85) buried 4' deep bears N 12°32'49" W - 5401.2'.



BLOCK 10 UNIVERSITY LAND SURVEY ANDREWS COUNTY, TEXAS

DRIVING DIRECTIONS

From the intersection of Hwy. 181 and C.R. 7000, go North on Hwy. 181 for 2.1 mi. to cattle guard #11. Then go East on lease road for 1.2 mi. to North-South lease road. Then go North for 0.7 mi. to East-West lease road. Then go West for 0.6 mi. to point where road turns North. Go North for 0.2 mi., to point located approximately 600' west of location.

Date Surveyed: June 25, 2008
Weather: Hot & Clear

LEGEND

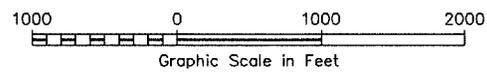
- - Denotes Proposed Well Location
- - Denotes Producing Well Location
- - Denotes Calculated Corner this Survey
- - Denotes Unit Boundary Line

The University Andrews #163 is located approximately 16 miles Southwest of Andrews, Texas.

NOTE:

- 1) Plane Coordinates and Bearings shown hereon are Lambert Grid and Conform to the "Texas Coordinate System", Texas North Central Zone, North American Datum of 1927. Distances shown hereon are mean horizontal surface values.
- 2) Geodetic Coordinate shown hereon references the North American Datum of 1927, (Clarke Spheroid of 1866). Reference Stations - "ROSWELL" - CORS (DG6517), "SUMMERFIELD 1" - CORS (AJ1814) and "JAYTON" - CORS (AF9637).
- 3) See information filed in the office of this Surveyor which describes the reconstruction of this Section.

Geodetic Coordinate
Latitude = 32°08'59.69" N
Longitude = 102°43'28.85" W



I HEREBY CERTIFY THAT THIS PLAN WAS MADE FROM NOTES TAKEN IN THE FIELD IN A BONA FIDE SURVEY MADE UNDER MY SUPERVISION.

J. FRANK NEWMAN
 MACON McDONALD
 R. CRAIG ALDERMAN

TEXAS R.P.L.S. No. 5017
 TEXAS R.P.L.S. No. 4398
 TEXAS R.P.L.S. No. 5285

WEST COMPANY of Midland, Inc.

110 W. LOUISIANA, STE. 110
MIDLAND TEXAS, 79701
(432) 687-0865 - (432) 687-0868 FAX

CONOCOPHILLIPS

Location of the UNIVERSITY ANDREWS #163
820' FNL & 1980' FEL
Section 19, Block 10,
University Land Survey
Andrews County, Texas

| | |
|--------------------|-----------------------------|
| Drawn By: ALC | Date: July 14, 2008 |
| Scale: 1"=1000' | Field Book: 405/ 44-47 |
| Revision Date: | Quadrangle: North Cowden NW |
| W.O. No: 2008-0747 | Dwg. No.: 2008-0747 |