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RAILROAD COMMISSION OF TEXAS

OIL AND GAS DIVISION

May 08, 2013

CONOCOPHILLIPS COMPANY
ATTN: REGULATORY DEPARTMENT
PO BOX 2197
HOUSTON TX 77252-2197

RE: **APPLICATION FOR EXCEPTION TO SWR 10**
LEASE: UNIVERSITY ANDREWS
WELL NO. 236
ANDREWS COUNTY, DISTRICT 08, TEXAS
API NO. 003-45088

FIELD NAME	FIELD NO.	COMPLETION DEPTHS (FT)
EMBAR (PERMIAN)	28843666	5426-7255
EMBAR (ELLENBURGER)	28843222	7907-7827

HYDROGEN SULFIDE RESTRICTION: YES

The Commission has approved your application to down-hole commingle production within the above-referenced wellbore from the EMBAR (PERMIAN); and EMBAR (ELLENBURGER) fields in ANDREWS County, Texas. For allowable and reporting purposes, the well will be assigned to the **EMBAR (PERMIAN)** field. It will be necessary to have or obtain Commission authority to complete this well in each of the subject zones (Form W-1 approval). The effective date of this SWR 10 Exception is May 08, 2013. This exception to SWR 10 will expire if not used within two (2) years from the date of this permit. This expiration date is May 09, 2015.

Acreage assigned to the referenced well for allocation of allowable shall not be assigned to any other well or wells projected to or completed in the above-referenced fields; such duplicate assignment of acreage is not acceptable, provided, however, that this limitation shall not prevent the reformation of development or proration units so long as no duplicate assignment of acreage occurs, and further, that such reformation does not violate other conservation regulations.

The maximum daily allowable for the combined production will be limited to the top allowable for the **EMBAR (PERMIAN)** field and will become effective upon receipt of Form W-2 showing combined completion data and results of a 24-hour production test taken after the physical work of down hole commingling has been completed. Please indicate in "remarks" the reason for filing this report, giving date of Commission approval of this Rule 10 exception.

Should secondary recovery operations be initiated in either of these reservoirs, it may be necessary to segregate these zones. If surface-commingling authority has been granted, it may be necessary to amend or cancel this authority.

Permit conditions:

The commingled well will be subject to Statewide Rule 36 (operation in hydrogen sulfide areas) because at least one of the commingled fields requires a Certificate of Compliance for Statewide Rule 36. The well must be operated in accordance with Statewide Rule 36.

The completion of the commingled well must be a reasonable match with the wellbore diagram filed with the application. Variances in completion depths are acceptable provided that these completion depths remain within the designated correlative intervals for the commingled fields. A copy of this wellbore diagram must be filed with the completion report for the commingled well.

Note: The distribution of this document will be by E-MAIL ONLY. E-mail sent to g.fejevary@conocophilips.com.

If you have any questions, you may contact the engineering unit in the Austin office at 512-463-1126.