

RAILROAD COMMISSION OF TEXAS

Oil and Gas Division

Tracking No.: 90474

Status: Submitted

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API No. **42- 003-45184**

7. RRC District No.
08

8. RRC Lease No.

Oil Well Potential Test, Completion or Recompletion Report, and Log

1. FIELD NAME (as per RRC Records or Wildcat) SPRABERRY (TREND AREA)		2. LEASE NAME TCU UNIVERSITY		9. Well No. 2
3. OPERATOR'S NAME (Exactly as shown on Form P-5, Organization Report) FIVESTONES ENERGY LLC			RRC Operator No. 271567	10. County of well site ANDREWS
4. ADDRESS PO BOX 51082 MIDLAND, TX 79710-0000				11. Purpose of filing Initial Potential <input checked="" type="checkbox"/> Retest <input type="checkbox"/> Reclass <input type="checkbox"/> Well record only (Explain In remarks) <input type="checkbox"/>
5. If Operator has changed within last 60 days, name former operator				
6a. Location (Section, Block, and Survey) 27 , 5 , UL , A-U131		6b. Distance and direction to nearest town in this county. 14.5 MILES NE OF ANDREWS		
12. If workover or reclass, give former field (with reservoir) & Gas ID or oil lease no. FIELD & RESERVOIR			GAS ID or OIL LEASE #	Oil-0 Gas-G
N/A				Well #
13. Type of electric or other log run Neutron/Density logs (combo of tools)			14. Completion or recompletion date 09/19/2013	

SECTION I- POTENTIAL TEST DATA IMPORTANT: Test should be for 24 hours unless otherwise specified infield rules.

15. Date of test 10/26/2013	16. No. of hours tested 24	17. Production method (Flowing, Gas Lift, Jetting, Pumping- Size & Type of pump) Pumping			18. Choke size
19. Production during Test Period	Oil - BBLs 80.0	Gas - MCF 184	Water - BBLs 465	Gas - Oil Ratio 2300	Flowing Tubing Pressure PSI
20. Calculated 24-Hour Rate	Oil - BBLs 80.0	Gas - MCF 184	Water - BBLs 465	Oil Gravity-API-60° 41.0	Casing Pressure 90.0 PSI
21. Was swab used during this test? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>		22. Oil produced prior to test (New & Reworked wells) 497.0		23. Injection Gas-Oil Ratio	
REMARKS: N/A					

INSTRUCTIONS: File an original and one copy of the completed Form W-2 in the appropriate RRC District Office within 30 days after completing a well and within 10 days after a potential test. If an operator does not properly report the results of a potential test within the 10-day period, the effective date of the allowable assigned to the well will not extend back more than 10 days before the W-2 was received in the District Office. (Statewide Rules 16 and 51) To report a completion or recompletion, fill in both sides of this form. To report a retest, fill in only the front side.

▶	<p>WELL TESTERS CERTIFICATION</p> <p>I declare under penalties prescribed in Sec. 91.143, Texas Natural Resources Code, that I conducted or supervised this test by observation of (a) meter readings or (b) the top and bottom gauges of each tank into which production was run during the test. I further certify that the potential test data shown above is true, correct, and complete, to the best of my knowledge.</p>	
<p>_____ Signature: Well Tester</p>	<p>_____ Name of Company</p>	<p>_____ RRC Representative</p>

▶	<p>OPERATOR'S CERTIFICATION</p> <p>I declare under penalties prescribed in Sec. 91.143, Texas Natural Resources Code, that I am authorized to make this report, that this report was prepared by me or under my supervision and direction, and that data and facts stated therein are true, correct and complete, to the best of my knowledge.</p>
<p>FIVESTONES ENERGY LLC Type or printed name of operator's representative (432) 618-9929 EXT 1105 Telephone: Area Code Number</p>	<p>Operations & Engineering Assistant Title of Person Lisa Mewhorter Signature</p>
<p>11/26/2013 Month Day Year</p>	

SECTION III DATA ON WELL COMPLETION AND LOG (Not Required on Retest)			
24. Type of Completion New Well <input checked="" type="checkbox"/> Deepening <input type="checkbox"/> Plug Back <input type="checkbox"/> Other <input type="checkbox"/>		25. Permit to Drill, Plug Back or Deepen DATE 02/25/2013 PERMIT NO. 756932 Rule 37 Exception CASE NO.	
26. Notice of Intention to Drill this well was filed in Name of FIVESTONES ENERGY LLC			
27. Number of producing wells on this lease in this field (reservoir) including this well 1		28. Total number of acres in this lease 323.6	
29. Date Plug Back, Deepening, Workover or Drilling Operations: Commenced 07/01/2013 Completed 07/19/2013		30. Distance to nearest well, Same Lease & Reservoir 0.0	
29. Date Plug Back, Deepening, Workover or Drilling Operations:		30. Distance to nearest well, Same Lease & Reservoir	

31. Location of well, relative to nearest lease boundaries 561.0 Feet From South Line and 467.0 Feet from West Line of the TCU UNIVERSITY Lease
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32. Elevation (DF, RKB, RT, GR ETC.) 3004 GL	33. Was directional survey made other than inclination (Form W-12)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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34. Top of Pay 7950	35. Total Depth 12312	36. P. B. Depth 12225	37. Surface Casing Determined by Field Rules <input type="checkbox"/> Recommendation of T.D.W.R. <input checked="" type="checkbox"/> Railroad Commission (Special) <input type="checkbox"/>	Dt. of Letter 02/25/2013 Dt. of Letter
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38. Is well multiple completion? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

39. If multiple completion, list all reservoir names (completions in this well) and Oil Lease or Gas ID No. FIELD & RESERVOIR N/A	GAS ID or OIL LEASE #	Oil-0 Gas-G	Well #
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40. Intervals Drilled by: Rotary Tools <input checked="" type="checkbox"/> Cable Tools <input type="checkbox"/>	41. Name of Drilling Contractor PROPETRO SERVICES, INC.	42. Is Cementing Affidavit Attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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43. CASING RECORD (Report All Strings Set in Well)							
CASING SIZE	WT #/FT.	DEPTH SET	MULTISTAGE TOOL DEPTH	TYPE & AMOUNT CEMENT (sacks)	HOLE SIZE	TOP OF CEMENT	SLURRY VOL. cu. ft.
13 3/8	47.0	367		CLASS C 400	17 1/2	SURFACE	528.0
8 5/8	32.0	5700		CLASS C 2200	11	SURFACE	5013.0
5 1/2	20.0	12310		CLASS H 1700	7 7/8	3705	2381.0

44. LINER RECORD					
Size	Top	Bottom	Sacks Cement	Screen	
N/A					

45. TUBING RECORD			46. Producing Interval (this completion) Indicate depth of perforation or open hole		
Size	Depth Set	Packer Set	From	To	
2 3/8	7849	7854	From 7950	To 12078	
			From	To	
			From	To	

47. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.		
Depth Interval		Amount and Kind of Material Used
7950.0	8191.0	44 BBLS 15% HCL & 3454 BBLS 12# GEL WITH 184281# 20/40 OTTAWA
8310.0	8555.0	72 BBLS 15% HCL & 3776 BBLS 12# GEL WITH 146678# 20/40 OTTAWA
8712.0	8859.0	75 BBLS 15% HCL & 2001 BBLS 12# GEL WITH 118358# 20/40 OTTAWA
8954.0	9171.0	75 BBLS 15% HCL & 2808 BBLS 12# GEL WITH 169524# 20/40 OTTAWA
9402.0	9476.0	73 BBLS 15% HCL & 2014 BBLS 12# GEL WITH 118129# 20/40 OTTAWA
9617.0	9717.0	78BBLS 15% HCL & 2261 BBLS 12# GEL WITH 147733 # 20/40 OTTAWA
9872.0	9957.0	48 BBLS 15% HCL & 3170 BBLS 12# GEL WITH 131958# 20/40 OTTAWA
10065.0	10203.0	48 BBLS 15% HCL & 3032 BBLS 12# GEL WITH 27000# 30/50 MG LITE
10742.0	10920.0	67 BBLS 15% HCL & 4265 BBLS 12# GEL WITH 149284# 30/50 MG LITE

47. ACID, SHOT, FRACTURE, CEMENT SQUEEZE. ETC.		
Depth Interval		Amount and Kind of Material Used
11026.0	11180.0	67 BBLS 15% HCL & 2635 BBLS 12# GEL WITH 83367# 30/50 MG LITE
11322.0	11538.0	94 BBLS 15% HCL & 5694 BBLS 12# GEL WITH 111362# 30/50 MG LITE
11672.0	11758.0	69 BBLS 15% HCL & 2928 BBLS 12# GEL WITH 76166# 30/50 MG LITE
11854.0	11898.0	97BBLS 15% HCL & 2166BBLS 12# GEL WITH 56588# 30/50 MG LITE
11993.0	12078.0	95 BBLS 15% HCL & 2984 BBLS 12# GEL WITH 75203# 30/50 MG LITE

48. FORMATION RECORD (LIST DEPTHS OF PRINCIPAL GEOLOGICAL MARKERS AND FORMATION TOPS)			
Formations	Depth	Formations	Depth
CLEARFORK	6974.0	WOLFCAMP	9872.0
SPRABERRY	8586.0	STRAWN	11019.0
DEAN	9726.0	ATOKA	11382.0
REMARKS: N/A			

Cementer: Fill in shaded areas.
Operator: Fill in other items.

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

Form W-15
Cementing Report
Rev. 4/1/83
483-045

1. Operator's Name (As shown on Form P-5, Organization Report) FIVE STONES ENERGY LLC	2. RRC Operator No. 271567	3. RRC District No. 08	4. County of Well Site ANDREWS
5. Field Name (Wildcat or exactly as shown on RRC Records) SPRABERRY (TRENDO AREA)	6. API No. 42-003-45184	7. Drilling Permit No. 756932	
8. Lease Name TCU UNIVERSITY	9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. #2

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date		7-1-2013					
13. • Drilled Hole Size		17 1/2"					
• Est. % wash or hole enlargement		30%					
14. Size of casing (in. O.D.)		13 3/8"					
15. Top of liner (ft.)		—					
16. Setting depth (ft.)		367'					
17. Number of centralizers used		4					
18. Hrs. Waiting on cement before drill-out		12					
1 st Slurry	19. API cement used: No. of sacks ▶	400					
	Class ▶	C					
	Additives ▶	REMARKS1					
2 nd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
3 rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1 st	20. Slurry pumped: Volume (cu. ft.) ▶	528					
	Height (ft.) ▶	760					
2 nd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
3 rd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu. ft.) ▶	528					
	Height (ft.) ▶	760					
21. Was cement circulated to ground surface (or bottom of cellar) outside casing ?		YES					
(22).Remarks #1 - C+2%CACL2+ .25#/SK FLOCELE Remarks #2 -							

CEMENTING TO PLUG AND ABANDON	PLUG #1	PLUG #2	PLUG #3	PLUG #4	PLUG #5	PLUG #6	PLUG #7	PLUG #8
23. Cementing date								
24. Size of hole or pipe plugged (in.)								
25. Depth to bottom of tubing or drill pipe (ft.)								
26. Sacks of cement used (each plug)								
27. Slurry volume pumped (cu. ft.)								
28. Calculated top of plug (ft.)								
29. Measured top of plug, if tagged (ft.)								
30. Slurry wt. (lb/gal)								
31. Type cement								

CEMENTER'S CERTIFICATE: I declare under penalties in Sec. 91.143, Texas Natural Resources Code, that I am authorized to make this Certification, that the cementing of casing and/or the placing of cement plugs in this well as shown in the report was performed by me or under my Supervision, and that the cementing data and facts presented on both sides of this form are true, correct, and complete, to the best of my knowledge. This certification covers cementing data only.

Jason Avera—Service Supervisor

Name and title of cementer's representative

PROPETRO SERVICES INC.

Cementing Company


Signature

P.O. Box 10688

Address

Midland,

City,

Texas

State,

79702

Zip Code

(432) 685-1765

Tel: Area Code

Number

7-1-2013

Date: mo. Day

yr.

OPERATOR'S CERTIFICATE: I declare under penalties prescribed in Sec. 91.143, Texas Natural Resources Code, that I am authorized to make this Certification, that I have knowledge of the well data and information presented in this report, and that data and facts presented on both sides of this form are true, correct, and complete, to the best of my knowledge. This certification covers all well data.

EARL LEVEA

Typed or printed name of operator's representative

EXECUTIVE V.P.

Title


Signature

P.O. Box 51082

Address

MIDLAND TX

City,

79710

State,

432-618-9929

Tel: Area Code

Number

11-25-2013

Date: mo. day

yr.

Instructions to Form W-15, Cementing Report

IMPORTANT: Operators and cementing companies must comply with the requirements of the Commission's Statewide Rules 8 (Water Protection), 13 (Casing, Cementing, Drilling, and Completion), and 14 (Well Plugging). For offshore operations, see the requirements of Rule 13 (c).

- A. What to file. An operator should file an original and one copy of the completed Form W-15 for each cementing company used on a well. The cementing of different casing strings on a well by one cementing company may be reported on one form. Form W-15 should be filed with the following.
- An initial oil or gas completion report, Form W-2 or G-1, as required by Statewide or special field rates;
 - Form W-4, Application for Multiple Completion, if the well is a multiple parallel casing completion; and
 - Form W-3, Plugging Record, unless the W-3 is signed by the cementing company representative. When reporting dry holes, operators must complete Form W-15, in addition to Form W-3, to show any casing cemented in the hole.
- B. Where to file. The appropriate Commission District Office for the county in which the well is located.
- C. Surface Casing. An operator must set and cement sufficient surface casing to protect all usable-quality water strata, as defined by the Texas Department of Water Resources, Austin. Before drilling a well in any field or area in which no field rules are in effect or in which surface casing requirements are not specified in the applicable rules, an operator must obtain a letter from the Department of Water Resources stating the protection depth. Surface casing should not be set deeper than 200 feet below the specified depth without prior approval from the Committee.
- D. Centralizers. Surface Casing must be centralized at the shoe, above and below a stage collar or diverting tool, if run, and through usable-quality water zones. In Non-deviated holes, a centralizer must be placed every fourth joint from the cement shoe to the ground surface or to the bottom of the cellar. All centralizers must meet API specifications.
- E. Exceptions and alternative casing programs. The District Director may grant an exception to the requirements of Statewide Rule 13. In a written application, an operator must state the reason for the requested exception and outline an alternate program for casing and cementing through the protection depth for strata containing usable-quality water. The District Director may approve, modify, or reject a proposed program. An operator must obtain approval of any exception before beginning casing and cementing operations.
- F. Intermediate and production casing. For specific technical requirements, operators should consult Statewide Rule 13 (3) and (4).
- G. Plugging and abandoning. Cement plugs must be placed in the wellbore as required by Statewide Rule 14. The District Director may require additional cement plugs. For onshore or inland wells, a 10-foot cement plug must be placed in the top of the well, and the casing must be cut off three feet below the ground surface. All cement plugs, except the top plug, must have sufficient slurry volume to fill 100 feet of hole, plus ten percent for each 1,000 feet of depth from the ground surface to the bottom of the plug.

To plug and abandon a well, operators must use only cementers approved by the Director of Field Operations, Cementing companies, service companies or operators

Cementer: Fill in shaded areas
Operator: Fill in other items

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

1. Operator's Name (As Shown on Form P-5, Organization Report) FIVESTONES ENERGY LLC	2. RRC Operator No. 271567	3. RRC District No. 08	4. County of Well Site ANDREWS
5. Field Name (Wildcat or Exactly as Shown on RRC Records) SPRABERRY (TREND AREA)	6. API No. 42-008-45184	7. Drilling Permit No. 756932	
8. Lease Name TCU UNIVERSITY	9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. 2

	CASING CEMENTING DATA:	SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date			7/6/2013				
13. *Drilled hole size			11"				
*Est. % wash or hole enlargement			30%				
14. Size of casing (in. O.D.)			8 5/8"				
15. Top of liner (ft)			SURFACE				
16. Setting depth (ft)			5700'				
17. Number of centralizers used			20				
18. Hrs. waiting on cement before drill-out			20				
1st Slurry	19. API cement used: No. of sacks ▶		1900				
	Class ▶		C				
	Additives ▶		Remarks				
2nd Slurry	No. of sacks ▶		300				
	Class ▶		C				
	Additives ▶		Remarks				
3rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1st	20. Slurry pumped: Volume (cu.ft.) ▶		4560				
	Height (ft.) ▶		17938				
2nd	Volume (cu.ft.) ▶		402				
	Height (ft.) ▶		1581				
3rd	Volume (cu.ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu.ft.) ▶		4962				
	Height (ft.) ▶		19519				
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?			YES				
22. Remarks 50/50/10, 25 # FLSL, 3% FL160, 1% CD35, .25 # PDEF 3% FL160, 1% CD35, .25 # PDEF CIRCULATED 128 BBLS (300 SX) TO SURFACE						Ticket # MIT13070530 Company 5 Stones Lease TCU University Well Number #2 County Andrews	

Cementer: Fill in shaded areas
Operator: Fill in other items

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

1. Operator's Name (As Shown on Form P-5, Organization Report) FIVESTONES ENERGY LLC	2. RRC Operator No.	3. RRC District No. 08	4. County of Well Site ANDREWS
5. Field Name (Wildcat or Exactly as Shown on RRC Records) SPRABERRY (TREND AREA)	6. API No. 42-003-45184	7. Drilling Permit No.	
8. Lease Name TCU UNIVERSITY	9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. 2

	CASING CEMENTING DATA:	SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date				7/18/2013			
13. *Drilled hole size				7 7/8"			
*Est. % wash or hole enlargement				30%			
14. Size of casing (in. O.D.)				5 1/2"			
15. Top of liner (ft)				—			
16. Setting depth (ft)				12310'			
17. Number of centralizers used				55			
18. Hrs. waiting on cement before drill-out				—			
1st Slurry	19. API cement used: No. of sacks ▶			300			
	Class ▶			H			
	Additives ▶			REMARKS			
2nd Slurry	No. of sacks ▶			700			
	Class ▶			H			
	Additives ▶			REMARKS			
3rd Slurry	No. of sacks ▶			700			
	Class ▶			H			
	Additives ▶			REMARKS			
1st	20. Slurry pumped: Volume (cu.ft.) ▶			645			
	Height (ft.) ▶			3722			
2nd	Volume (cu.ft.) ▶			868			
	Height (ft.) ▶			5010			
3rd	Volume (cu.ft.) ▶			868			
	Height (ft.) ▶			5010			
Total	Volume (cu.ft.) ▶			2381			
	Height (ft.) ▶			13742			
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?				NO			
22. Remarks 35/65/6, 2%KCL, .5%CR20 50/50/2, .5% FL25, .3CD35, .3%CR20, 2#KOLS, .25#FLSL 50/50/2, .5% FL25, .3CD35, .3%CR20, 2#KOLS, .25#FLSL, .4%EXAT						Ticket # MIT13071867 Customer Name FIVESTONES ENERGY LLC Lease TCU UNIVERSITY Well Number 2 ANDREWS County	

RECEIVED
AUG 6 2013

OVER ►

RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION

Form W-12
(1-1-71)
FOD1296

INCLINATION REPORT (One Copy Must Be Filed With Each Completion Report)		6. RRC District 08
1. FIELD NAME (as per RRC Records or Wildcat) SPRABERRY (TREND AREA)		7. RRC Lease Number. (Oil completions only)
2. LEASE NAME TCU University		8. Well Number #2
3. OPERATOR FiveStones Energy, LLC		9. RRC Identification Number (Gas completions only)
4. ADDRESS P.O. Box 51082 Midland, TX 79710		10. County Andrews
5. LOCATION (Section, Block, and Survey) SECTION 27, BLOCK 5, UNIVERSITY LANDS SURVEY		

RECORD OF INCLINATION

* 11. Measured Depth (feet)	12. Course Length (Hundreds of feet)	* 13. Angle of Inclination (Degrees)	14. Displacement per Hundred Feet (Sine of Angle X100)	15. Course Displacement (feet)	16. Accumulative Displacement (feet)
360	3.6	0.8	1.40	5.03	5.03
800	4.4	0.9	1.57	6.91	11.94
2178	13.78	0.7	1.22	16.83	28.77
2640	4.62	0.8	1.40	6.45	35.22
3070	4.3	0.7	1.22	5.25	40.47
3513	4.43	0.7	1.22	5.41	45.88
3977	4.64	0.2	0.35	1.62	47.50
4455	4.78	0.4	0.70	3.34	50.84
4915	4.6	0.3	0.52	2.41	53.25
5347	4.32	0.3	0.52	2.26	55.51
5700	3.53	0.3	0.52	1.85	57.36

If additional space is needed, use the reverse side of this form.

17. Is any information shown on the reverse side of this form? yes no
18. Accumulative total displacement of well bore at total depth 12,312 feet = 174.64 feet.
- *19. Inclination measurements were Tubing Casing Open hole Drill Pipe
20. Distance from surface location of well to the nearest lease line N/A feet.
21. Minimum distance to lease line as prescribed by field rules N/A feet.
22. Was the subject well at any time intentionally deviated from the vertical in any manner? NO

<p>INCLINATION DATA CERTIFICATION</p> <p>I declare under penalties prescribed in Sec. 91.143, Texas Natural Resources Code, that I am authorized to make this certification, that I have personal knowledge of the inclination data and facts placed on both sides of this form and that such data and facts are true, correct, and complete to the best of my knowledge. This certification covers all data as indicated by asterisks (*) by the item numbers on this form.</p> <p><u>Kirk Wade</u> Signature of Authorized Representative</p> <p>Kirk Wade, Drilling Division Manager Name of Person and Title (type or print)</p> <p>ProPetro Services Inc. Name of Company</p> <p>Telephone: <u>(432) 688-0012</u> Area Code</p>	<p>OPERATOR CERTIFICATION</p> <p>I declare under penalties prescribed in Sec. 91.143, Texas Natural Resources Code, that I am authorized to make this certification, that I have personal knowledge of all information presented in this report, and that all data presented on both sides of this form are true, correct, and complete to the best of my knowledge. This certification covers all data and information presented herein except inclination data as indicated by asterisks (*) by the item numbers on this form.</p> <p><u>Earl Levea / lgn</u> Signature of Authorized Representative</p> <p>EARL LEVEA, EXECUTIVE V.P. Name of Person and Title (type or print)</p> <p>FIVESTONES ENERGY LLC Operator</p> <p>Telephone: <u>432-618-9929</u> Area Code</p>
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Railroad Commission Use Only:

Approved By: _____ Title: _____ Date: _____

* Designates items certified by company that conducted the inclination surveys.

RECORD OF INCLINATION (Continued from reverse side)

* 11. Measured Depth (feet)	12. Course Length (Hundreds of feet)	* 13. Angle of Inclination (Degrees)	14. Displacement per Hundred Feet (Sine of Angle X100)	15. Course Displacement (feet)	16. Accumulative Displacement (feet)
6140	4.4	0.4	0.70	3.07	60.43
6614	4.74	0.2	0.35	1.65	62.08
7040	4.26	0.4	0.70	2.97	65.06
7505	4.65	0.5	0.87	4.06	69.11
8362	8.57	0.4	0.70	5.98	75.10
8798	4.36	0.4	0.70	3.04	78.14
9220	4.22	0.4	0.70	2.95	81.08
9696	4.76	1.5	2.62	12.46	93.54
10160	4.64	1.7	2.97	13.76	107.31
11065	9.05	1.5	2.62	23.69	130.99
11490	4.25	1.5	2.62	11.12	142.12
11920	4.3	1.6	2.79	12.00	154.12
12310	3.9	3	5.23	20.41	174.53
12312	0.02	3	5.23	0.10	174.64

If additional space is needed, attach separate sheet and check here.

REMARKS:

- INSTRUCTIONS -

An inclination survey made by persons or concerns approved by the Commission shall be filed on a form prescribed by the Commission for each well drilled or deepened with rotary tools or when, as a result of any operation, the course of the well is changed. No inclination survey is required on wells that are drilled and completed as dry holes that are plugged and abandoned. (Inclination surveys are required on re-entry of abandoned wells.) Inclination surveys must be made in accordance with the provisions of Statewide Rule 11.

This report shall be filed in the District Office of the Commission for the district in which the well is drilled, by attaching one copy to each appropriate completion for the well. (except Plugging Report)

The Commission may require the submittal of the original charts, graphs, or discs, resulting from the surveys.

Tracking No.: 90474

This facsimile L-1 was generated electronically from data submitted to the RRC.

Instructions

When to File Form L-1:

- with Forms G-1, W-2, and GT-1 for new and deepened gas, oil, and geothermal wells
- with Form W-3 for plugged dry holes
- when sending in a log which was held under a request for confidentiality and the period for confidentiality has not yet expired.

When is Form L-1 NOT required:

- with Forms W-2, G-1, and GT-1 filed for injection wells, disposal wells, water supply wells, service wells, re-test wells, re-classifications, and plugbacks of oil, gas or geothermal wells
- with Form W-3 for plugging of other than a dry hole

Where to File Form L-1:

- with the appropriate Commission district office

Filling out Form L-1:

- Section I and the signature section must be filled out for all wells
- complete only the appropriate part of Section II

Type of log required:

- any wireline survey run for the purpose of obtaining lithology, porosity, or resistivity information
- no more than one such log is required but it must be of the subject well
- if such log is NOT run on the subject well, do NOT substitute any other type of log; just select Section II, Part A below

SECTION I. IDENTIFICATION

Operator Name: FIVESTONES ENERGY LLC	District No. 08	Completion Date: 09/19/2013
Field Name SPRABERRY (TREND AREA)	Drilling Permit No. 756932	
Lease Name TCU UNIVERSITY	Lease/ID No.	Well No. 2
County ANDREWS	API No. 42- 003-45184	

SECTION II. LOG STATUS (Complete either A or B)

A. BASIC ELECTRIC LOG NOT RUN

B. BASIC ELECTRIC LOG RUN. (Select one)

- 1. Confidentiality is requested and a copy of the header for each log that has been run on the well is attached.
- 2. Confidentiality already granted on basic electric log covering this interval (applicable to deepened wells only).
- 3. Basic electric log covering this interval already on file with Commission (applicable to deepened wells only).
- 4. Log attached to (select one):

(a) Form L-1 (this form). If the company/lease name on log is different from that shown in Section I, please enter name on log here: _____

Check here if attached log is being submitted after being held confidential.

(b) Form P-7, Application for Discovery Allowable and New Field Designation.

(c) Form W-4, Application for Multiple Completion:

Lease or ID No(s). _____

Well No(s). _____

<u>Lisa Mewhorter</u> Signature	<u>Operations & Engineering Assistant</u> Title
<u>FIVESTONES ENERGY LLC</u> Name (print)	<u>(432) 618-9929 EXT 1105</u> <u>11/25/2013</u> Phone Date

-FOR RAILROAD COMMISSION USE ONLY-

HALLIBURTON

**SPECTRAL DENSITY
DUAL SPACED NEUTRON
SPECTRAL GAMMA RAY
MICRO LOG**

FIVESTONES ENERGY LLC TEXAS TECH UNIVERISTY No. 2 SPRABERRY (TREND AREA) ANDREWS TEXAS	COMPANY FIVESTONES ENERGY LLC WELL TEXAS TECH UNIVERISTY No. 2 FIELD/BLOCK SPRABERRY (TREND AREA) COUNTY ANDREWS STATE TEXAS		
	API No. 42-003-45179 Location 1980' FSL & 1980' FWL SECTION 41, BLOCK 6 UL SURVEY ABSTRACT U145	Other Services: ACRT	
Permanent Datum Log measured from Drilling measured from	GL KB KB	Elev. 3026.0 ft 14.0 ft above perm. Datum	Elev.: K.B. 3040.0 ft D.F. 3039.0 ft G.L. 3026.0 ft
Date	28-Jun-13		
Run No.	ONE		
Depth - Driller	12215.00 ft		
Depth - Logger	12120.0 ft		
Bottom - Logged Interval	12091.0 ft		
Top - Logged Interval	200.0 ft		
Casing - Driller	8.625 in	@ 5795.0 ft	@
Casing - Logger	5787.0 ft		
Bit Size	7.875 in		@
Type Fluid in Hole	FRESH		
Density	Viscosity	9.1 ppg	32.00 s/qt
PH	Fluid Loss	12.00 pH	4.0 cpm
Source of Sample	FLOWLINE		
Rm @ Meas. Temperature	0.483 ohmm	@ 84.90 degF	@
Rmf @ Meas. Temperature	0.39 ohmm	@ 84.90 degF	@
Rmc @ Meas. Temperature	0.580 ohmm	@ 84.90 degF	@
Source Rmf	Rmc	MEAS	MEAS
Rm @ BHT	0.25 ohmm	@ 171.0 degF	@
Time Since Circulation	14.2 hr		
Time on Bottom	28-Jun-13 11:59		
Max. Rec. Temperature	171.0 degF	@ 12120.0 ft	@
Equipment	Location	12128583	ODESSA, TX
Recorded By	ALAN BENAVIDES		
Witnessed By	JACK ERWIN		

**CERTIFICATE OF COMPLIANCE
 AND TRANSPORTATION AUTHORITY**

This facsimile P-4 was generated electronically from data submitted to the RRC.
 A certification of the automated data is available in the RRC's Austin office.

Tracking No.: 90474

1. Field name exactly as shown on proration schedule SPRABERRY (TREND AREA)		2. Lease name as shown on proration schedule TCU UNIVERSITY			
3. Current operator name exactly as shown on P-5 Organization Report FIVESTONES ENERGY LLC		4. Operator P-5 no. 271567	5. Oil Lse/Gas ID no.	6. County ANDREWS	
8. Operator address including city, state, and zip code PO BOX 51082 MIDLAND, TX 79710		9. Well no(s) (see instruction E) 2			
		10. Classification <input checked="" type="checkbox"/> Oil <input type="checkbox"/> Gas <input type="checkbox"/> Other (see instruction A)		11. Effective Date 09/19/2013	
12. Purpose of Filing. (Complete section a or b below.) (See instructions B and G)					
a. Change of: <input type="checkbox"/> operator <input type="checkbox"/> oil or condensate gatherer <input type="checkbox"/> gas gatherer <input type="checkbox"/> gas purchaser <input type="checkbox"/> gas purchaser system code					
<input type="checkbox"/> field name from _____					
<input type="checkbox"/> lease name from _____					
- - - - - OR - - - - -					
b. New RRC Number for: <input checked="" type="checkbox"/> oil lease <input type="checkbox"/> gas well <input type="checkbox"/> other well (specify) _____					
Due to: <input checked="" type="checkbox"/> new completion or recompletion <input type="checkbox"/> reclass oil to gas <input type="checkbox"/> reclass gas to oil					
<input type="checkbox"/> consolidation, unitization, or subdivision (oil lease only)					
13. Authorized GAS WELL GAS or CASINGHEAD GAS Gatherer(s) and/or Purchaser(s). (See instruction G).					
Gatherer	Purchaser	Name of GAS WELL GAS or CASINGHEAD GAS Gatherer(s) or Purchaser(s) As Indicated in Columns to the Left (Attach an additional sheet in same format if more space is needed)	Purchaser's RRC Assigned System Code	Percent of Take	Full-well stream
X	X	ENERVEST OPERATING, L.L.C.(252131)	0001	100.0	
14. Authorized OIL or CONDENSATE Gatherer(s). (See instruction G).					
Name of OIL or CONDENSATE Gatherer(s) - List Highest Volume Gatherer First (Attach an additional sheet in same format if more space is needed)				Percent of Take	
BKEP CRUDE, L.L.C.(072624)				100.0	
RRC USE ONLY: Reviewer's initials: _____ Approval date: _____					
15. PREVIOUS OPERATOR CERTIFICATION FOR CHANGE OF OPERATOR P-4 FILING. Being the PREVIOUS OPERATOR, I certify that operating responsibility for the well(s) designated in this filing, located on the subject lease has been transferred in its entirety to the above named Current Operator. I understand, as Previous Operator, that designation of the above named operator as Current Operator is not effective until this certificate is approved by the Commission.					
Name of Previous Operator		Signature			
Name (print)		<input type="checkbox"/> Authorized Employee of previous operator		<input type="checkbox"/> Authorized agent of previous operator (see instruction G)	
Title		Date		Phone with area code	
16. CURRENT OPERATOR CERTIFICATION. By signing this certificate as the Current Operator, I certify that all statements on this form are true and correct and I acknowledge responsibility for the regulatory compliance of the subject lease including plugging of well(s) pursuant to Rule 14. I further acknowledge that I assume responsibility for the physical operation, control, and proper plugging of each well designated in this filing. I also acknowledge that I will remain designated as the Current Operator until a new certificate designating a new Current Operator is approved by the Commission.					
Name (print) FIVESTONES ENERGY LLC		Signature Lisa Mewhorter			
Title Operations & Engineering Assistant		<input checked="" type="checkbox"/> Authorized Employee of current operator		<input type="checkbox"/> Authorized agent of current operator (see instruction G)	
E-mail Address (optional) lisa@fivese.com		Date 11/25/2013		Phone with area code (432) 618-9929 EXT 1105	

Groundwater
Advisory Unit

GROUNDWATER PROTECTION DETERMINATION

Date February 25, 2013

GAU File No.: SC- 15692

API Number 00300000

Attention: LISA MEWHORTER

RRC Lease No. 000000

SC_271567_00300000_000000_15692.pdf

--Measured--

Digital Map Location:

FIVESTONES ENERGY LLC
PO BOX 51082
MIDLAND TX 79710

467 ft FWL

X-coord/Long 102.34698

1880 ft FSL

Y-coord/Lat 32.44268

MRL: SECTION

Datum 83 Zone

P-5# 271567

County ANDREWS

Lease & Well No. TCU UNIVERSITY #2

Purpose ND

Location SUR-UL, BLK-5, SEC-27, -- [TD=13500] , [RRC 08] ,

To protect usable-quality groundwater at this location, the Groundwater Advisory Unit of the Texas Railroad Commission recommends:

The interval from the land surface to a depth of 275 feet and the ZONE from 1225 feet to 1775 feet must be protected.

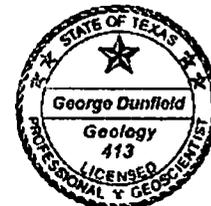
Note: Unless stated otherwise, this recommendation is intended to apply only to the subject well and not for area-wide use. This recommendation is intended for normal drilling, production, and plugging operations only. It does not apply to saltwater disposal operation into a nonproductive zone (RRC Form W-14).

If you have any questions, please contact us at 512-463-2741, gau@rrc.state.tx.us or by mail

Sincerely,

Digitally signed by George Dunfield
DN: cn=US, st=TEXAS, l=Austin,
o=Railroad Commission of Texas,
c=George Dunfield,
email=george.dunfield@rrc.state.tx.us
Date: 2013.02.25 08:46:26 -0600

GEOLOGIST SEAL



George Dunfield, P.G.

Geologist, Groundwater Advisory Unit
Oil & Gas Division

The seal appearing on this document was authorized by George Dunfield on 2/25/2013
Note: Alteration of this electronic document will invalidate the digital signature.

Block 5, University Lands Survey Andrews County, Texas

21 22
28 27

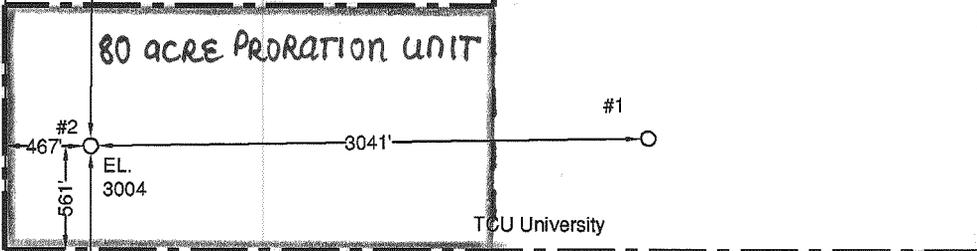
23
26

FIVESTONES ENERGY, LLC.

323.6 Acres

GRID N: 316762.491
GRID E: 505359.535
NAD'83 Lat/Long
Lat: +32.442681°
Long: -102.346980°

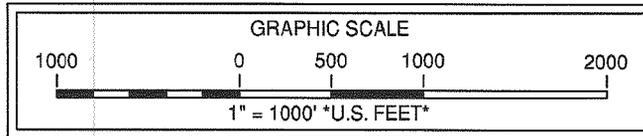
80 acre PRODRATION UNIT



1880'

33 34

35



Note: Well is located 14.5 miles Northeast of the city of Andrews, Texas.
Note: Survey Reconstruction filed in the Office of Pennell & Marlowe Land Surveyors, Inc.
Note: Coordinates shown herein are on The Texas Coordinate System of 1927, North Central Zone.

Revised 01/15/2013 (JFG)
USGS Quadrangle Sheet: Five Wells Ranch, Tex.

Railroad Commission Permit Plat

FIVESTONES ENERGY, LLC.
TCU University #2
1880' FROM SOUTH LINE
467' FROM WEST LINE
TCU University Lease
323.6 Acres being the NE 1/4 & N 1/2 S 1/2 of

