

API No. <u>42-003-46000</u> Drilling Permit # <u>779313</u> SWR Exception Case/Docket No. <u>0287622</u> (R37)		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	
1. RRC Operator No. 559624		2. Operator's Name (as shown on form P-5, Organization Report) MEMORIAL PRODUCTION OPER. LLC		3. Operator Address (include street, city, state, zip): 1301 MCKINNEY ST STE 2100 HOUSTON, TX 77010			
4. Lease Name WEMAC, SOUTH (WOLFCAMP) UNIT		5. Well No. 7					
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 8900		9. Do you have the right to develop the minerals under any right-of-way ? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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>6.5</u> miles in a <u>SE</u> direction from <u>Andrews</u> which is the nearest town in the county of the well site.							
15. Section 1		16. Block 1		17. Survey UL		18. Abstract No. A-U1	
				19. Distance to nearest lease line: 706 ft.		20. Number of contiguous acres in lease, pooled unit, or unitized tract: 596.88	
21. Lease Perpendiculars: <u>706</u> ft from the <u>NE CORNER</u> line and <u>2224</u> ft from the <u>E</u> line. 22. Survey Perpendiculars: <u>184</u> ft from the <u>N</u> line and <u>2224</u> ft from the <u>E</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	
08	96296500	WEMAC, SOUTH (WOLFCAMP)		Oil Well	8900	920.00	
BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS							
Remarks [RRC STAFF Feb 25, 2014 1:59 PM]: The number #4 was later recompleted to be the #6 under api:003-30172.				Certificate: I certify that information stated in this application is true and complete, to the best of my knowledge. <div style="display: flex; justify-content: space-between;"> <div> <u>Adonya Dryden</u> Name of filer </div> <div> <u>Feb 07, 2014</u> Date submitted </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> <u>(318)4292277</u> Phone </div> <div> <u>adonya.dryden@brammer.com</u> E-mail Address (OPTIONAL) </div> </div>			
RRC Use Only							
Data Validation Time Stamp: Mar 6, 2014 12:47 PM ('As Approved' Version)							

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

PERMIT TO DRILL, DEEPEN, PLUG BACK, OR RE-ENTER ON A REGULAR OR ADMINISTRATIVE EXCEPTION LOCATION

PERMIT NUMBER 779313	DATE PERMIT ISSUED OR AMENDED Mar 06, 2014	DISTRICT * 08																	
API NUMBER 42-003-46000	FORM W-1 RECEIVED Feb 07, 2014	COUNTY ANDREWS																	
TYPE OF OPERATION NEW DRILL	WELLBORE PROFILE(S) Vertical	ACRES 596.88																	
OPERATOR MEMORIAL PRODUCTION OPER. LLC 1301 MCKINNEY ST STE 2100 HOUSTON, TX 77010		NOTICE This permit and any allowable assigned may be revoked if payment for fee(s) submitted to the Commission is not honored. District Office Telephone No: (432) 684-5581																	
LEASE NAME WEMAC, SOUTH (WOLFCAMP) UNIT		WELL NUMBER 7																	
LOCATION 6.5 miles SE direction from ANDREWS		TOTAL DEPTH 8900																	
Section, Block and/or Survey SECTION 1 BLOCK 1 ABSTRACT U1 SURVEY UL																			
DISTANCE TO SURVEY LINES 184 ft. N 2224 ft. E		DISTANCE TO NEAREST LEASE LINE 706 ft.																	
DISTANCE TO LEASE LINES 706 ft. NE CORNER 2224 ft. E		DISTANCE TO NEAREST WELL ON LEASE See FIELD(s) Below																	
FIELD(s) and LIMITATIONS: <p align="center">* SEE FIELD DISTRICT FOR REPORTING PURPOSES *</p> <p align="center">** THIS PERMIT IS GRANTED PURSUANT TO STATEWIDE RULE 37(h)(2)(B) **</p> <p align="center">CASE NO. 0287622</p> <table border="1"> <thead> <tr> <th>FIELD NAME LEASE NAME</th> <th>ACRES NEAREST LEASE</th> <th>DEPTH</th> <th>WELL # NEAREST WE</th> <th>DIST</th> </tr> </thead> <tbody> <tr> <td>** WEMAC, SOUTH (WOLFCAMP)</td> <td>596.88</td> <td>8,900</td> <td>7</td> <td>08</td> </tr> <tr> <td>WEMAC, SOUTH (WOLFCAMP) UNIT</td> <td>706</td> <td></td> <td>920</td> <td></td> </tr> </tbody> </table> <p>' ** ' PRECEDING FIELD NAME INDICATES RULE (R37)</p> <p align="center">THE FOLLOWING RESTRICTIONS APPLY TO ALL FIELDS</p> <p>This well shall be completed and produced in compliance with applicable special field or statewide spacing and density rules. If this well is to be used for brine mining, underground storage of liquid hydrocarbons in salt formations, or underground storage of gas in salt formations, a permit for that specific purpose must be obtained from Environmental Services prior to construction, including drilling, of the well in accordance with Statewide Rules 81, 95, and 97.</p> <p>This well must comply to the new SWR 3.13 requirements concerning the isolation of any potential flow zones and zones with corrosive formation fluids. See approved permit for those formations that have been identified for the county in which you are drilling the well in.</p>					FIELD NAME LEASE NAME	ACRES NEAREST LEASE	DEPTH	WELL # NEAREST WE	DIST	** WEMAC, SOUTH (WOLFCAMP)	596.88	8,900	7	08	WEMAC, SOUTH (WOLFCAMP) UNIT	706		920	
FIELD NAME LEASE NAME	ACRES NEAREST LEASE	DEPTH	WELL # NEAREST WE	DIST															
** WEMAC, SOUTH (WOLFCAMP)	596.88	8,900	7	08															
WEMAC, SOUTH (WOLFCAMP) UNIT	706		920																

**RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION
SWR #13 Formation Data**

ANDREWS (003) County

Formation	Shallow Top	Deep Top	Remarks	Geological Order	Effective Date
YATES	2,500	3,200		1	12/17/2013
SEVEN RIVERS	3,000	3,000		2	12/17/2013
QUEEN	3,600	4,800		3	12/17/2013
GRAYBURG	3,100	5,000		4	12/17/2013
SAN ANDRES	3,700	5,300	CO2 flood, high flows, H2S, corrosive	5	12/17/2013
HOLT	5,000	5,500		6	12/17/2013
GLORIETA	5,100	6,000		7	12/17/2013
TUBB	6,100	6,300		8	12/17/2013
CLEARFORK	5,600	7,600		9	12/17/2013
PERMIAN DETRITAL	7,800	7,900		10	12/17/2013
LEON	7,900	7,900		11	12/17/2013
WICHITA ALBANY	6,500	8,100		12	12/17/2013
SPRABERRY	7,300	8,600		13	12/17/2013
DEAN	9,200	9,500		14	12/17/2013
WOLFCAMP	7,500	9,900		15	12/17/2013
CANYON	8,600	10,200		16	12/17/2013
PENNSYLVANIAN	8,700	10,200		17	12/17/2013
MCKEE	8,300	10,600		18	12/17/2013
STRAWN	8,800	11,000		19	12/17/2013
FUSSELMAN	8,400	11,900		20	12/17/2013
DEVONIAN	7,600	12,500		21	12/17/2013
SILURIAN	8,000	12,500		22	12/17/2013
ELLENBURGER	7,900	13,900		23	12/17/2013

This is a dynamic table that will be updated continuously. It is the operators responsibility to make sure that at time of spudding the well the most current table is being referenced.

