

RAILROAD COMMISSION OF TEXAS

Tracking No.: 42294
 Status: Submitted

Oil and Gas Division
 This facsimile W-2 was generated electronically
 from data submitted to the RRC.

API No. 42- 105-41318

7. RRC District No.
7C

8. RRC Lease No.

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

1. FIELD NAME (as per RRC Records or Wildcat) HOLT RANCH (CONSOLIDATED)		2. LEASE NAME UNIVERSITY "45 E"		9. Well No. 2004	
3. OPERATOR'S NAME (Exactly as shown on Form P-5, Organization Report) APPROACH OPERATING LLC			RRC Operator No. 028625		10. County of well site CROCKETT
4. ADDRESS ONE RIDGMAR CENTRE 6500 WEST FREEWAY SUITE 800 FORT WORTH, TX 76116-0000					
5. If Operator has changed within last 60 days, name former operator					
6a. Location (Section, Block, and Survey) 20 , 45 , UL			6b. Distance and direction to nearest town in this county. 16 MILES N OF OZONA		
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
13. Type of electric or other log run Neutron/Density logs (combo of tools)				14. Completion or recompletion date 12/13/2011	
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"/>					

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

15. Date of test 03/16/2012	16. No. of hours tested 24	17. Production method (Flowing, Gas Lift, Jetting, Pumping- Size & Type of pump) Gas Lift			18. Choke size
19. Production during Test Period	Oil - BBLS 10.0	Gas - MCF 0	Water - BBLS 5	Gas - Oil Ratio 0	Flowing Tubing Pressure 640.0 PSI
20. Calculated 24-Hour Rate	Oil - BBLS 10.0	Gas - MCF 0	Water - BBLS 5	Oil Gravity-API-60° 43.3	Casing Pressure 700.0 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) 394.0			23. Injection Gas-Oil Ratio
REMARKS: WELL IS ON PLUNGER LIFT					

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.

WELL TESTERS CERTIFICATION

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.

Signature: Well Tester

Name of Company

RRC Representative

OPERATOR'S CERTIFICATION

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.

Type or printed name of operator's representative

(817) 989-9000 EXT 2143

04/11/2012

Telephone: Area Code

Number

Month Day Year

Regulatory Manager

Title of Person

James Melear

Signature

SECTION III DATA ON WELL COMPLETION AND LOG (Not Required on Retest)

24. Type of Completion
 New Well Deepening Plug Back Other

25. Permit to Drill, Plug Back or Deepen
 DATE 08/19/2011 PERMIT NO. 722459
 Rule 37 Exception CASE NO.
 Water Injection Permit PERMIT NO.
 Salt Water Disposal Permit PERMIT NO.
 Other PERMIT NO.

26. Notice of Intention to Drill this well was filed in Name of
 APPROACH OPERATING LLC

27. Number of producing wells on this lease in this field (reservoir) including this well: 6
 28. Total number of acres in this lease: 1350.6

29. Date Plug Back, Deepening, Workover or Drilling Operations: Commenced 10/30/2011 Completed 11/07/2011
 30. Distance to nearest well, Same Lease & Reservoir: 1247.0

31. Location of well, relative to nearest lease boundaries
 593.0 Feet From South Line and 734.0 Feet from West Line of the UNIVERSITY "45 E" Lease

32. Elevation (DF, RKB, RT, GR ETC.)
 2632 GL
 33. Was directional survey made other than inclination (Form W-12)? Yes No

34. Top of Pay: 5598
 35. Total Depth: 8100
 36. P. B. Depth: 8038
 37. Surface Casing Determined by: Field Rules Recommendation of T.D.W.R. Railroad Commission (Special)
 Dt. of Letter 08/26/2011
 Dt. of Letter

38. Is well multiple completion? Yes No

39. If multiple completion, list all reservoir names (completions in this well) and Oil Lease or Gas ID No.
 FIELD & RESERVOIR

FIELD & RESERVOIR	GAS ID or OIL LEASE #	Oil-G Gas-G	Well #
N/A			

40. Intervals Drilled by: Rotary Tools Cable Tools
 41. Name of Drilling Contractor: RINGO
 42. Is Cementing Affidavit Attached? Yes No

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	48.0	853		C 685	17 1/2	SURFACE	2040.0
8 5/8	32.0	2054		C 685	12 1/4	SURFACE	2359.0
5 1/2	17.0	8095		H 700	7 7/8	1551	1134.0

44. LINER RECORD

Size	Top	Bottom	Sacks Cement	Screen
N/A				

45. TUBING RECORD

Size	Depth Set	Packer Set	From	To
2 3/8	7771		7818	7950
			From	To
			From	To
			From	To

46. Producing Interval (this completion) Indicate depth of perforation or open hole

47. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

Depth Interval	Amount and Kind of Material Used
7818.0 - 7950.0	18 BBLs 10% HCL & FRAC W/ CO2 FOAM & 88,430 # 20/40 MESH PROP

48. FORMATION RECORD (LIST DEPTHS OF PRINCIPAL GEOLOGICAL MARKERS AND FORMATION TOPS)

Formations	Depth	Formations	Depth
L-5 MARKER	4132.0		
L-4 MARKER	4592.0		
WOLFCAMP	5598.0		
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) APPROACH OPERATING LLC	2. RRC Operator No. 028625	3. RRC District No. 7C	4. County of Well Site CROCKETT
5. Field Name (Wildcat or exactly as shown on RRC Records) HOLT RANCH (CONSOLIDATED)		6. API No. 105-41318	7. Drilling Permit No. 722459
8. Lease Name UNIVERSITY '45 E'	9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. 2004

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date		11/1/11					
13. • Drilled Hole Size		17-1/2"					
• Est. % wash or hole enlargement							
14. Size of casing (in. O.D.)							
15. Top of liner (ft.)							
16. Setting depth (ft.)		853'					
17. Number of centralizers used		6					
18. Hrs. Waiting on cement before drill-out		13					
1 st Slurry	19. API cement used: No. of sacks ▶	350					
	Class ▶	"C"					
	Additives ▶	#22					
2 nd Slurry	No. of sacks ▶	335					
	Class ▶	"C"					
	Additives ▶	#22					
3 rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1 st	20. Slurry pumped: Volume (cu. ft.) ▶	794					
	Height (ft.) ▶	1143					
2 nd	Volume (cu. ft.) ▶	452					
	Height (ft.) ▶	650					
3 rd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu. ft.) ▶	1246					
	Height (ft.) ▶	1793					
21. Was cement circulated to ground surface (or bottom of cellar) outside casing ?		NO					
Remark: 1 st slurry - "C" 65/35 POZ + 6% Gel+ 3% SMS+ 2% CaCl2+ 3pps A-10+ 5pps Kolsal+ .25pps Cello+ .01% Static Free 2 nd slurry- "C + 2% CaCl2 + 2pps Kolsal+.01% Static Free TOPPED OUT CELLAR WITH 100 SACKS (24 BBLs) AT 14.8 PPG AFTER TEMP SURVEY							

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.

Robert J. Carles, Service Supervisor

BJ Services Company

Name and title of cementer's representative

Cementing Company

Signature

P.O. Box 1135

Eldorado Texas 76936
City, State, Zip Code

(325) 853-2553

11/1/2011

Address

Tel.: Area Code Number

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.

JAMES C. MELEAR

REGULATORY MANAGER

Typed or printed name of operator's representative

Title

Signature

6500 WEST FREEWAT SUITE 800

FT. WORTH, TX 76116

(817) 546-8483

04/09/2012

Address

City, State, Zip Code

Tel.: Area Code Number

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 can qualify as approved cementers by demonstrating that they are able to mix and pump cement in compliance with Commission rules and regulations.

Cementor: 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) APPROACH OPERATING LLC	2. RRC Operator No. 028625	3. RRC District No. 7C	4. County of Well Site CROCKETT
5. Field Name (Wildcat or exactly as shown on RRC Records) HOLT RANCH (CONSOLIDATED)		6. API No. 105-41318	7. Drilling Permit No. 722459
8. Lease Name UNIVERSITY 45 E	9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. 2004

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date			11-2-11				
13. • Drilled Hole Size			12-1/4"				
• Est. % wash or hole enlargement							
14. Size of casing (in. O.D.)			8-5/8"				
15. Top of liner (ft.)							
16. Setting depth (ft.)			2054				
17. Number of centralizers used			15				
18. Hrs. Waiting on cement before drill-out			21-1/2				
1 st Slurry	19. API cement used: No. of sacks ▶		450				
	Class ▶		C				
	Additives ▶		#21				
2 nd Slurry	No. of sacks ▶		235				
	Class ▶		C				
	Additives ▶		#21				
3 rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1st	20. Slurry pumped: Volume (cu. ft.) ▶		1022				
	Height (ft.) ▶		2476				
2nd	Volume (cu. ft.) ▶		315				
	Height (ft.) ▶		763				
3rd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu. ft.) ▶		1337				
	Height (ft.) ▶		3239				
21. Was cement circulated to ground surface (or bottom of cellar) outside casing ?			YES				
Remark: LEAD - (65/35)Poz+6%Gel+3%SMS+2%CaCl2+5ppsKolSeal+3ppsA-10+.25ppsCelloflake TAIL - C+2%CaCl2+2ppsKolSeal Circulated 62 sacks							

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) Approach Operating LLC		2. RRC Operator No. 028625	3. RRC District No. 7C	4. County of Well Site crockett
5. Field Name (Wildcat or exactly as shown on RRC Records) HOLT RANCH (CONSOLIDATED)			6. API No. 105-41318	7. Drilling Permit No. 722459
8. Lease Name University '45 E'		9. Rule 37 Case No.	10. Oil Lease/Gas ID No.	11. Well No. 2004

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date				11-07-11			
13. • Drilled Hole Size				7-7/8"			
• Est. % wash or hole enlargement							
14. Size of casing (in. O.D.)				5-1/2"			
15. Top of liner (ft.)							
16. Setting depth (ft.)				8095'			
17. Number of centralizers used				.50			
18. Hrs. Waiting on cement before drill-out				N/A			
1 st Slurry	19. API cement used: No. of sacks ▶			700			
	Class ▶			"superH"			
	Additives ▶			#22			
2 nd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
3 rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1st	20. Slurry pumped: Volume (cu. ft.) ▶			1134			
	Height (ft.) ▶			6544			
2nd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
3rd	Volume (cu. ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu. ft.) ▶			1134			
	Height (ft.) ▶			6544			
21. Was cement circulated to ground surface (or bottom of cellar) outside casing ?				NO			

Remark: 1st slurry -"superH" +POZ +ces2+.6%FL25 +.6% FL-52 +.2%sms+.1%R21+2.73ppsalt+2ppskolseal+.01 Static Free

**RAILROAD COMMISSION OF TEXAS
OIL AND GAS DIVISION**

Form W-12
(1-1-71)

INCLINATION REPORT <small>(One Copy Must Be Filled With Each Completion Report)</small>		6 RRC District 7C
		7. RRC Lease Number (Oil completions only)
1 FIELD NAME (as per RRC Records or Wildcat) HOLT RANCH (CONSOLIDATED)	2 LEASE NAME UNIVERSITY 45' E	8 Well Number 2004
3 OPERATOR APPROACH OPERATING, LLC		9 RRC Identification Number (Gas completions only)
4 ADDRESS ONE RIDGMAR CENTRE, 6500 W. FRWY., STE. 800, FT WORTH, TEXAS 76116		10 County CROCKETT
5 LOCATION (Section, Block, and Survey) SEC 20 BLK 45 UNIVERSITY LANDS		

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)
500	500	1/2	0.87	4.36	4.36
1000	500	1 1/2	2.62	13.09	17.45
1500	500	1/2	0.87	4.36	21.82
2000	500	1/4	0.44	2.18	24.00
3000	1000	3/4	1.31	13.09	37.09
3500	500	3/4	1.31	6.54	43.63
4500	1000	1/2	0.87	8.73	52.36
5500	1000	3/4	1.31	13.09	65.45
6500	1000	1	1.75	17.45	82.90
7500	1000	1/2	0.87	8.73	91.63
	0		0.00	0.00	0.00
	0		0.00	0.00	0.00
	0		0.00	0.00	0.00
	0		0.00	0.00	0.00
	0		0.00	0.00	0.00
	0		0.00	0.00	0.00

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 of 7500 feet = 91.63 feet.
- *19. Inclination measurements were made in Tubing Casing Open Hole Drill Pipe
20. Distance from surface location of well to the nearest lease line 593 feet.
21. Minimum distance to lease line as prescribed by filed rules 330 feet.
22. Was the subject well at any time intentionally deviated from the vertical in any manner whatsoever? No
- (If the answer to the above question is "yes", attach written explanation of the circumstances.)

<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><i>Molly Bradshaw</i> Signature of Authorized Representative</p> <p>MOLLY BRADSHAW Name of Person and Title (type or print)</p> <p>RINGO DRILLING I, L.P. Name of Company</p> <p>Telephone 325-695-5600</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><i>James C. Melear</i> Signature of Authorized Representative</p> <p>JAMES C. MELEAR REGULATORY MANAGER Name of Person and Title (type or print)</p> <p>APPROACH OPERATING LLC Operator</p> <p>Telephone (817) 546-8483</p>
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Railroad Commission Use Only

Approved By: _____ Title: _____ Date: _____

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

HALLIBURTON

TRIPLE COMBO

COMPANY APPROACH OPERATING, LLC WELL UNIVERSITY 45 E No. 2004 FIELD HOLT RANCH (CONSOLIDATED) COUNTY CROCKETT STATE TEXAS	COMPANY APPROACH OPERATING, LLC WELL UNIVERSITY 45 E No. 2004 FIELD HOLT RANCH (CONSOLIDATED) COUNTY CROCKETT STATE TEXAS	API No 42-105-413180000 Location 593' FSL & 734' FWL OF UNIVERSITY LANDS SURVEY 20 BLOCK 45	Other Servi NONE
Permanent Datum	GL	Elev 2632 0 ft	Elev K B
Log measured from	KB	14 4 ft above perm Datum	D F
Drilling measured from	KB		G L
Date	06-Nov-11		
Run No	ONE		
Depth - Driller	8100 00 ft		
Depth - Logger	8090 0 ft		
Bottom - Logged Interval	8087 0 ft		
Top - Logged Interval	2050 0 ft		
Casing - Driller	8 625 in @ 2054 0 ft @		
Casing - Logger	2050 0 ft		
Bit Size	7 875 in @		
Type Fluid in Hole	BRINE		
Density	Viscosity	9 8 ppg	29 00 s/qt
PH	Fluid Loss	9 00 pH	11 0 cptm
Source of Sample	FLOWLINE		
Rm @ Meas Temperature	0 080 ohmm @ 76 00 degF @		
Rmf @ Meas Temperature	0 07 ohmm @ 76 00 degF @		
Rmc @ Meas Temperature	0 096 ohmm @ 76 00 degF @		
Source Rmf	Rmc	MEAS	MEAS
Rm @ BHT	0 04 ohmm @ 167 0 degF @		
Time Since Circulation	8 6 hr		
Time on Bottom	06-Nov-11 14 08		
Max Rec Temperature	167 0 degF @ 8090 0 ft @		
Equipment	Location	10549598	ODESSA, TX
Recorded By	VICTOR NWATU	RYAN PORUBENSKY	
Witnessed By	JOEL ROBLEDO	TED OLDHAM	

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.: 42294

1. Field name exactly as shown on proration schedule HOLT RANCH (CONSOLIDATED)		2. Lease name as shown on proration schedule UNIVERSITY "45 E"					
3. Current operator name exactly as shown on P-5 Organization Report APPROACH OPERATING LLC		4. Operator P-5 no. 028625	5. Oil Lse/Gas ID no.	6. County CROCKETT	7. RRC district 7C		
8. Operator address including city, state, and zip code ONE RIDGMAR CENTRE 6500 WEST FREEWAY SUITE 800 FORT WORTH, TX 76116		9. Well no(s) (see instruction E) 2004			11. Effective Date 12/13/2011		
		10. Classification <input checked="" type="checkbox"/> Oil <input type="checkbox"/> Gas <input type="checkbox"/> Other (see instruction A)					
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	WTG GAS PROCESSING, L.P.(945227)			0006	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
BML, INC. B(077542)							30.0
APPROACH SERVICES, LLC(028627)							30.0
EASTEX CRUDE COMPANY(239232)							20.0
SHELL TRADING (US) COMPANY(774715)							20.0
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) Regulatory Manager				Signature James Melear			
Title jmelear@approachresources.com				<input type="checkbox"/> Authorized Employee of current operator		<input type="checkbox"/> Authorized agent of current operator (see instruction G)	
E-mail Address (optional)				Date 04/11/2012		Phone with area code (817) 989-9000 EXT 2143	

STATEMENT OF PRODUCTIVITY OF ACREAGE
ASSIGNED TO PRORATION UNITS

Form P-15

Tracking No.: 42294

This facsimile P-15 was generated electronically
from data submitted to the RRC.

The undersigned states that he is authorized to make this statement; that he has knowledge of the facts concerning the APPROACH OPERATING LLC ,

UNIVERSITY "45 E" , No. 2004 ; that such well is
LEASE OPERATOR WELL

completed in the HOLT RANCH (CONSOLIDATED) Field, CROCKETT County,

Texas and that the acreage claimed, and assigned to such well for proration purposes as authorized by special rule and as shown on the attached certified plat embraces _____

93.0 acres which can reasonably be considered to be productive of hydrocarbons.

- CERTIFICATE -

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,

Date 04/11/2012 Signature James Melear

Telephone (817) 989-9000 EXT 2143 Title Regulatory Manager
AREA CODE

Groundwater
Advisory Unit

GROUNDWATER PROTECTION DETERMINATION

Date August 26, 2011

GAU File No.: SC- 14511

API Number 10500000

Attention: LAURA GILMORE

RRC Lease No. 000000

SC_028625_10500000_000000_14511.pdf

APPROACH OPERATING LLC
6500 WEST FRWY
STE 800
FORT WORTH TX 76116

--Measured--
734 ft FWL
593 ft FSL
MRL: SURVEY

Digital Map Location:	
X-coord/Long	1719676
Y-coord/Lat	464678
Datum	27
Zone	C

P-5# 028625

County CROCKETT Lease & Well No. UNIVERSITY-45E- #2004 Purpose ND

Location SUR-UL, BLK-45, SEC-20, -- [TD=9000], [RRC 7C],

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 20 feet below the base of Cretaceous-age beds must be protected. The base of the Cretaceous is estimated to occur at a depth of 775 feet.

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).

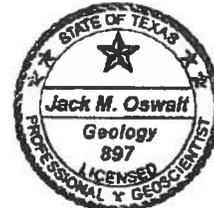
If you have any questions, please contact us at 512-463-2741, gau@rrc.state.tx.us, or by mail.

Sincerely,


Digitally signed by Jack Oswalt
 DN: cn=US, st=Texas, In Austin, ou=Surface
 Casing, o=Texas Commission on
 Environmental Quality, cn=Jack Oswalt,
 email=joswalt@tceq.state.tx.us
 Date: 2011.08.26 14:24:16 -0500

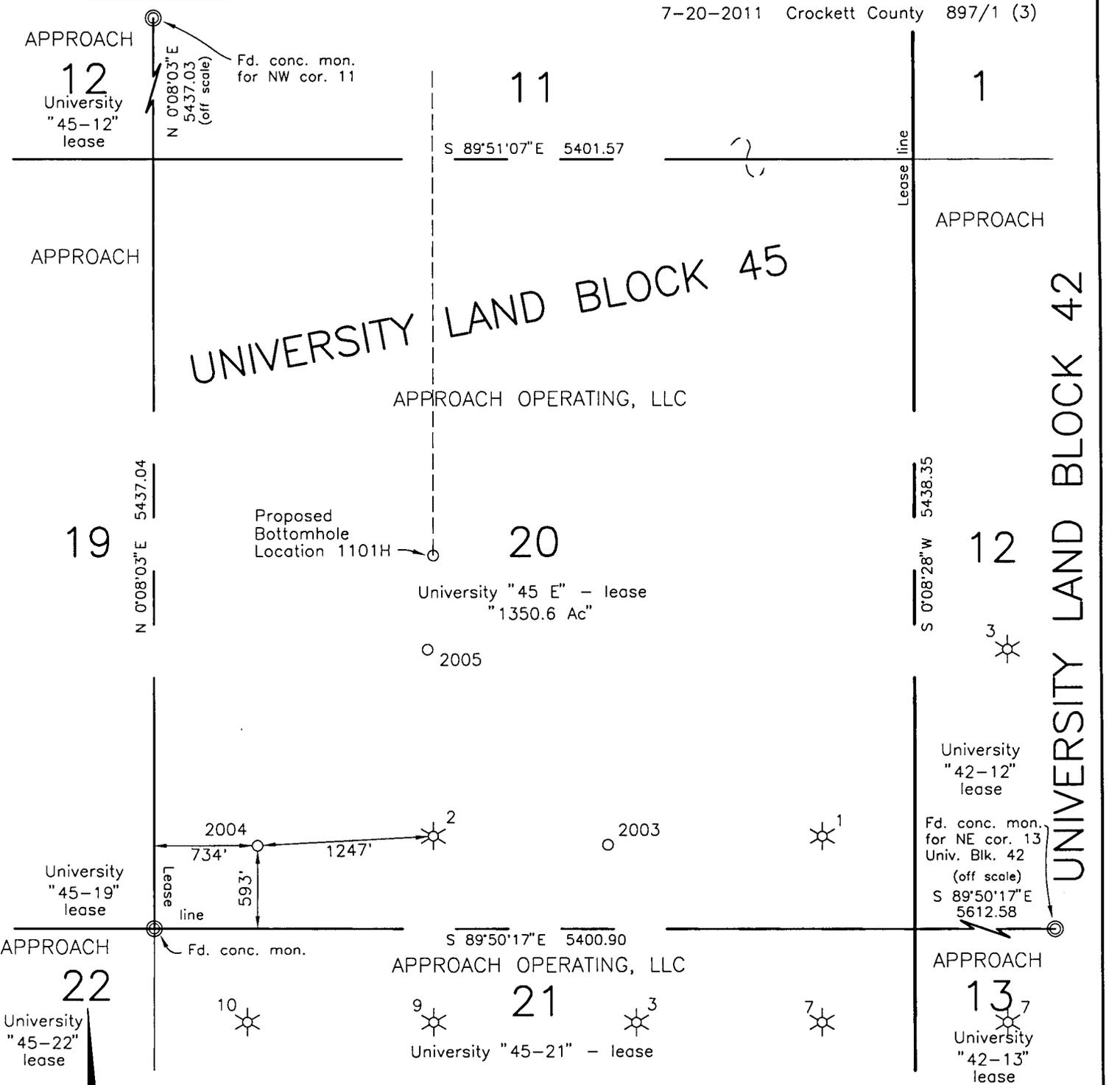
Jack M. Oswalt, P.G.

GEOLOGIST SEAL



Geologist, Groundwater Advisory Unit
Oil & Gas Division

The seal appearing on this document was authorized by Jack M. Oswalt on 8/26/2011
Note: Alteration of this electronic document will invalidate the digital signature.



" Ac" = Acreage claimed by operator to be in lease.

Located: N 5°W 16 miles from Ozona, Texas.



SCALE: 1" = 1000'

LOCATION
 Y = 464,678 ft.
 X = 1,719,674 ft.
 Latitude : 30.9413' N.
 Longitude : 101.2275' W.

FIELD :
 COUNTY : Crockett
 OPERATOR : Approach Operating, LLC
 LEASE : University "45 E"
 WELL NO. : 2004
 ELEVATION : 2632 ft. grd.
 LOCATION : 593 ft. FSL and 734 ft. FWL of University Land Survey 20, Block 45, Crockett County, Texas.

NOTES

Courses, distances and coordinates shown hereon are of the Texas Coordinate System of 1927 - Central Zone.

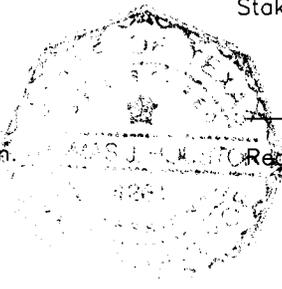
The survey construction shown hereon is sufficient for staking this location and no other purpose.

The lease information shown hereon is based on information provided by operator or its representatives and was relied upon by surveyor for the purpose of staking this location. Said surveyor was not requested to verify lease and accepts no responsibility for the accuracy or status of this information.

Position of surveys shown hereon is based on Frank Friends survey of University Lands Blocks 38 to 57 dated July 24, 1937 on file in the General Land Office.

The above sketch represents the location as staked on the ground and is for permit purposes only.

Staked the 28th day of April, 2011.



Thomas J. Houston
 Thomas J. Houston
 Registered Professional Land Surveyor No. 4261

OFFICE OF
WILSON LAND SURVEYING, INC.
 1514 W. BEAUREGARD AVE.
 P. O. BOX 3326 PH. 325-653-3916
 SAN ANGELO, TEXAS 76902