

Type or print only

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

Form W-2

Rev. 4/1/83

EAG0897

API No. 42- 461-35465				7. RRC District No. 7C
Oil Well Potential Test, Completion or Recompletion Report, and Log				8. RRC Lease No. New
1. FIELD NAME (as per RRC Records or Wildcat) Spraberry (Trend Area)		2. LEASE NAME University "3-13A"		9. Well No. 1
3. OPERATOR'S NAME (Exactly as shown on P-5, Organization Report) Pioneer Natural Resources USA, Inc.		RRC Operator No. 665748		10. County of well site Upton
4. ADDRESS 5205 N. O'Connor Blvd. Suite 1400, Irving, TX 75039				11. Purpose of filing Initial Potential <input checked="" type="checkbox"/>
5. If Operator has changed within the last 60 days, name the former operator				Retest <input type="checkbox"/>
6a. Location (Section, Block, and Survey) Sec. 13 Blk. 3 University Land		6b. Distance and direction to nearest town in this county. 5 miles NE from Rankin		Reclass <input type="checkbox"/>
12. If workover or reclass, give former field (with reservoir) & gas ID or oil lease no. FIELD & RESERVOIR		GAS ID or OIL LEASE #	Oil - O Gas - G	WELL NO. Well record only <input type="checkbox"/> (explain in Remarks)
13. Type of electric or other log run CN/GR/CCL			14. Completion or recompletion date 12/21/07	

SECTION I: POTENTIAL TEST DATA

IMPORTANT: Test should be for 24 hours unless otherwise specified in field rules.

15. Date of test 2/12/08	16. No. of hours tested 24	17. Production method (Flowing, Gas Lift, Jetting, Pumping - Size & Type of pump) pmpg 2"x1.25"x20' RHBC			18. Choke size
19. Production during Test Period	Oil - BBLS 70	Gas - MCF 66	Water - BBLS 192	Gas - Oil Ratio 943	Flowing Tubing Pressure PSI
20. Calculated 24- Hour Rate	Oil - BBLS 70	Gas - MCF 66	Water - BBLS 192	Oil Gravity - API - 60 ° 43.1	Casing Pressure 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) 593			23. Injection Gas-Oil Ratio

REMARKS: **New lease - Original P-4 sent to TRRC Austin and copy attached**

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 TESTER'S 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

Pioneer Natural Resources USA, Inc.

Name of Company

RRC Representative

OPERATOR'S CERTIFICATION

I declare under the 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 under my supervision and direction, and that data and facts stated therein are true, correct, and complete, to the best of my knowledge.

Rebecca Lackey

Typed or printed name of operator's representative

972.969.4466

Telephone: Area Code Number

Date: 2 / 28 / 08

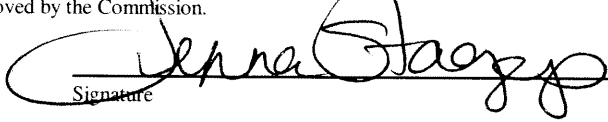
mo. day year

Engineering Tech

Title of Person

Signature

SECTION II										DATA ON WELL COMPLETION AND LOG (Not Required on									
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 8/24/07 PERMIT NO. 644958									
26. Notice of Intention to Drill this well was filed in Name of Pioneer Natural Resources USA, Inc.										Rule 37 Exception CASE NO.									
27. Number of producing wells on this lease in this field (reservoir) including this well 1					28. Total number of acres in this lease 320					Water injection Permit PERMIT NO.									
29. Date Plug Back, Deepening, Workover or Drilling Operations: Commenced 10/19/07 Completed 11/2/07					30. Distance to nearest well. Same Lease & Reservoir					Salt Water Disposal Permit PERMIT NO.									
31. Location of well, relative to nearest lease boundaries of lease on which this well is located 660 Feet from North Line and 660 Feet from East Line of the University "3-13A" Lease										32. Elevation (DF, RKB, RT, GR, ETC.) 2691' GL & 2704' KB									
33. Was directional survey made other than inclination (W-12)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No										34. Top of Pay 6781'									
35. Total Depth 10,351'			36. P. B. Depth 10,319'			37. Surface Casing Determined by: Field Rules <input checked="" type="checkbox"/>			Recommendation of T.D.W.R. Railroad Commission (Special) <input checked="" type="checkbox"/>			Dt. of Letter 8/24/07							
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						GAS ID or OIL LEASE #		Oil-O Gas-G		WELL #		40. Intervals Drilled by: Rotary Tools <input checked="" type="checkbox"/> Cable Tools				
41. Name of Drilling Contractor Lariat													42. Is Cementing Affidavit Attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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.					
8-5/8"		23#		520'				300 sx Prem+		11"		Surface		417'					
4-1/2"		11.6#		10343'				1090 sx Prem		7-7/8"		5666'		1466'					
								50/50 POZ											
44. LINER RECORD																			
Size		TOP				Bottom				Sacks Cement				Screen					
45. TUBING RECORD																			
Size		Depth Set				Packer Set				From 6781'				To 6790'					
2-3/8"		6552'								From 7471'				To 7639'					
										From 8146'				To 8264'					
										From 8384'				To 8587'					
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									
6781'-6790' 20 holes										31,017g 20#X-LinkBor 76,791# 20/40mBsd 1500g HCL									
7471'-7639' 30 holes										68,955g 20#X-LinkBor 183,876# 20/40mBsd 2000g HCL									
8146'-8264' 30 holes										56,639g 20#X-LinkBor 159,386# 20/40mBsd 1750g HCL									
8384'-8587' 75 holes										98,879g 10#Linear 72,022# 20/40mWsd 3000g HCL									
48. FORMATION RECORD (LIST DEPTHS OF PRINCIPAL GEOLOGICAL MARKERS AND FORMATION TOPS)																			
Formations					Depth					Formations					Depth				
Top Upper Spraberry					6766'					Top Lower Spraberry					7350'				
Top Dean					8093'					Base Dean					8266'				
REMARKS																			
8887'-9177' 60 holes 70,607g 10#Linear 42,350# 20/40mWsd 3000g HCL																			
9433'-9653' 72 holes 93,375g 10#Linear 63,126# 20/40mWsd 3000g HCL																			
9855'-9936' 60 holes 72,434g 10#Linear 43,134# 20/40mWsd 3000g HCL																			

1. Field name exactly as shown on proration schedule Spraberry (Trend Area)		2. Lease name as shown on proration schedule University "3-13A"			
3. Current operator name exactly as shown on P-5 Organization Report Pioneer Natural Resources USA, Inc.		4. Operator P-5 no. 665748	5. Oil Lse/Gas ID no. New	7. RRC district 7C	
8. Operator address including city, state, and zip code 5205 N. O'Connor Blvd., Suite 900 Irving, TX 75039		9. Well no(s) (see instruction E) 1			
		10. Classification <input checked="" type="checkbox"/> Oil <input type="checkbox"/> Gas <input type="checkbox"/> Other (see instruction A)		11. Effective date Feb 2008	
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 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"/> other well (specify) _____ <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	WGR, Inc.	0001	100%	
14. Authorized OIL or CONDENSATE Gatherer(s). (See instruction G).			RRC USE ONLY		
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	Reviewer's initials: _____		
			Approval date: _____		
Plains Marketing LP		100%			
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.					
Jenna Staggs		 Signature			
Name (print)					
Sr Engineering Tech		<input checked="" type="checkbox"/> Authorized Employee of current operator <input type="checkbox"/> Authorized agent of current operator (see instruction G)			
Title		Date		Phone with area code	
jenna.staggs@pxd.com		2/20/08		972.969.3971	
E-mail Address (optional)		Date		Phone with area code	

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 8
1. FIELD NAME (as per RRC Records or Wildcat) Spraberry (Trend Area)	2. LEASE NAME UNIVERSITY 3-13A	7. RRC Lease Number. (Oil completions only) New
3. OPERATOR PIONEER NATURAL RESOURCES USA, INC.		8. Well Number 1
4. ADDRESS 5205 N. O'CONNOR BLVD., SUITE 200 IRVING, TEXAS 75039-3647		9. RRC Identification Number (Gas completions only)
5. LOCATION (Section, Block, and Survey) Sec 13, Blk 3, University Land		10. County UPTON

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)
530	5.30	0.75	1.31	6.94	6.94
1009	4.79	0.25	0.44	2.10	9.04
1969	9.60	0.25	0.44	4.22	13.26
2469	5.00	0.50	0.87	4.35	17.61
2946	4.77	0.50	0.87	4.14	21.75
3441	4.95	0.50	0.87	4.30	26.05
3938	4.97	0.75	1.31	6.51	32.56
4406	4.68	0.75	1.31	6.13	38.69
4904	4.98	0.50	0.87	4.33	43.02
5400	4.96	0.75	1.31	6.49	49.51
5897	4.97	0.50	0.87	4.32	53.83
6393	4.96	0.50	0.87	4.31	58.14
7357	9.64	1.25	2.18	21.01	79.15
7999	6.42	1.00	1.75	11.23	90.38
8466	4.67	0.75	1.31	6.11	96.49

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 10,351 feet = 130.38 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..... 660 feet
21. Minimum distance to lease line as prescribed by field rules..... 660 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.)

INCLINATION DATA CERTIFICATION	OPERATOR CERTIFICATION
<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>Billy Jensen</u> Signature of Authorized Representative BILLY JENSEN, DRILLING MANAGER Name of Person and Title (type or print) LARIAT SERVICES, INC. Name of Company Telephone: <u>(432) 561-5510</u> Area Code</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>Rebecca Lackey</u> Signature of Authorized Representative Name of Person and Title (type or print) Pioneer Natural Res. USA, Inc. Operator Telephone: <u>972 969 4466</u> Area Code</p>

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)

[illegible]

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.

Cementor: 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) Pioneer Natural Res. USA, Inc.	2. RRC Operator No. 665748	3. RRC District No. 7C	4. County of Well Site Upton
5. Field Name (Wildcat or Exactly as Shown on RRC Records) Spraberry (Trend Area)		6. API No. 42-461-35465	7. Drilling Permit No. 644958
8. Lease Name University "3-13A"	9. Rule 37 Case No.	10. Oil Lease/Gas ID No. New	11. Well No. 1

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date		10/20/2007					
13. *Drilled hole size		11					
*Est. % wash or hole enlargement							
14. Size of casing (in. O.D.)		8 5/8					
15. Top of liner (ft)							
16. Setting depth (ft)		520					
17. Number of centralizers used		3					
18. Hrs. waiting on cement before drill-out		12					
1st Slurry	19. API cement used: No. of sacks ▶	300					
	Class ▶	C					
	Additives ▶	see remarks					
2nd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
3rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1st	20. Slurry pumped: Volume (cu.ft.) ▶	417					
	Height (ft.) ▶	520					
2nd	Volume (cu.ft.) ▶						
	Height (ft.) ▶						
3rd	Volume (cu.ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu.ft.) ▶	417					
	Height (ft.) ▶	520					
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?		YES					
22. Remarks PREMIUM PLUS CLASS C cement W/ 1.6% calcium chloride , 4% bentonite. APX. 10 BBL CEMENT CIRCULATED TO SURFACE (40 sks)						Sales Order 5427180 Customer Name PIONEER NATURAL RES USA INC E Lease University 3-13A Well Number 1 Upton County	

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

1. Operator's Name (As Shown on Form P-5, Organization Report) Pioneer Natural Res. USA, Inc.	2. RRC Operator No. 665748	3. RRC District No. 07c	4. County of Well Site Upton
5. Field Name (Wildcat or Exactly as Shown on RRC Records) Spraberry (Trend Area)		6. API No. 42-461-35465	7. Drilling Permit No. 644958
8. Lease Name University "3-13A"	9. Rule 37 Case No.	10. Oil Lease/Gas ID No. New	11. Well No. 1

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date				11/3/2007			
13. *Drilled hole size				7 7/8			
*Est. % wash or hole enlargement							
14. Size of casing (in. O.D.)				4 1/2			
15. Top of liner (ft)							
16. Setting depth (ft)				10343			
17. Number of centralizers used				21			
18. Hrs. waiting on cement before drill-out							
1st Slurry	19. API cement used: No. of sacks ▶			580			
	Class ▶			Poz Prem			
	Additives ▶			See Remarks			
2nd Slurry	No. of sacks ▶			510			
	Class ▶			Poz Prem			
	Additives ▶			See Remarks			
3rd Slurry	No. of sacks ▶						
	Class ▶						
	Additives ▶						
1st	20. Slurry pumped: Volume (cu.ft.) ▶			777			
	Height (ft.) ▶			3412			
2nd	Volume (cu.ft.) ▶			689			
	Height (ft.) ▶			3022			
3rd	Volume (cu.ft.) ▶						
	Height (ft.) ▶						
Total	Volume (cu.ft.) ▶	0	0	1466			
	Height (ft.) ▶	0	0	6434			
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?				No			
22. Remarks Lead Slurry - 3 lb/sk Phenoseal - .3% Halad 322 Tail Slurry - .3% Halad 322 - 8 lb/sk Microbond						Sales Order 5454651 Customer Name Pioneer Natural Resources Lease University 3-13A Well Number #1 Upton County	

Block 3 University Land

(1567)

(84)

(83)

6

12

11

N 88°49'02" W 5429.90'

5

Fnd. Conc. Mnt. (NE 5)

PIONEER NATURAL RESOURCES

(1566)

13

(85)

099

#1

EL
2691

660'

N 1°22'36" E 5329.94'

80 ac.

S 1°12'10" W 5329.38'

University "3-13A"

(86)

14

(1565) 4

N 88°49'22" W 5446.05'

24

23

(96)

(95)

Note: Survey Reconstruction filed in the Office of Luchini and Mertz Land Surveying Company.

Note: All bearings and coordinates shown are based on the Texas Coordinate System of 1927, Central Zone.

A combined grid factor of 0.9997709 must be divided into Section Line distances to obtain a true horizontal distance.

Note: Example: (S-99999) indicates General Land Office file number.

Note: NAD '27 Coordinates & Latitude/Longitude on well location in Section 13.

Note: Well location is approximately 5.3 miles northeast of Rankin.

#1

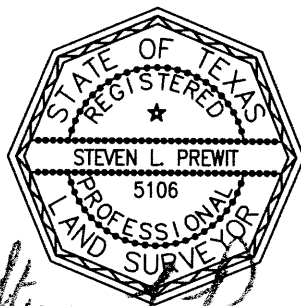
X: 1522742.40

Latitude - 31°16'24.373" N

Y: 587637.32

Longitude - 101°51'39.782" W

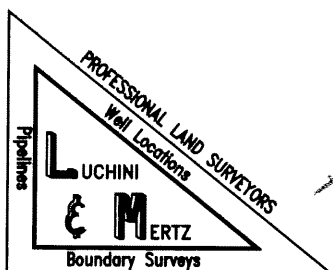
Railroad Commission Permit Plat



Steven L. Prewit

August 21, 2007

070821J1



PIONEER NATURAL RESOURCES USA, Inc.
University "3-13A" Lease
E/2 of
Section 13, Block 3,
University Land,
Upton County, Texas

Scale: 1" = 1000'