

RAILROAD COMMISSION OF TEXAS

Tracking No.: 20494

Oil and Gas Division

Status: Work in Progress

This facsimile W-2 was generated electronically
from data submitted to the RRC.

API No. **42- 461-36966**

7. RRC District No.
7C

8. RRC Lease No.
17308

9. Well No.
3

10. County of well site
UPTON

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 UNIVERSITY "3-11A"			
3. OPERATOR'S NAME (Exactly as shown on Form P-5, Organization Report) PIONEER NATURAL RES. USA, INC.		RRC Operator No. 665748			
4. ADDRESS ATTN CINDY WHIDDON P O BOX 3178 MIDLAND, TX 79702-0000				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) 11 , 3 , UNIVERSITY LAND		6b. Distance and direction to nearest town in this county. 6.7 MILES NE FROM RANKIN			
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	
N/A					
13. Type of electric or other log run Acceptable cased hole logs		14. Completion or recompletion date 05/09/2011			

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

15. Date of test 06/05/2011		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 68.0		Gas - MCF 60		Water - BBLS 88		Gas - Oil Ratio 882	
								Flowing Tubing Pressure PSI	
20. Calculated 24-Hour Rate		Oil - BBLS 68.0		Gas - MCF 60		Water - BBLS 88		Oil Gravity-API-60° 43.8	
								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) 1373.0			23. Injection Gas-Oil Ratio 882.0		
REMARKS: NEW WELL - LOG BEING MAILED TO AUSTIN RRC									

INSTRUCTIONS: File an original and one copy of the completed FormW-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.

PIONEER NATURAL RES. USA, INC.

Type or printed name of operator's representative

(972) 969-3963

Telephone: Area Code

Number

06/08/2011

Month Day Year

SR STAFF ENGINEERING TECH

Title of Person

JEAN TILLERY

Signature

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 09/08/2010 PERMIT NO. 701588 Rule 37 Exception CASE NO.				
26. Notice of Intention to Drill this well was filed in Name of PIONEER NATURAL RES. USA, INC.					Water Injection Permit PERMIT NO. Salt Water Disposal Permit PERMIT NO. Other PERMIT NO.				
27. Number of producing wells on this lease in this field (reservoir) including this well 2			28. Total number of acres in this lease 329.85						
29. Date Plug Back, Deepening, Workover or Drilling Operations: 12/23/2010		Completed 01/06/2011		30. Distance to nearest well, Same Lease & Reservoir 2692.0					
31. Location of well, relative to nearest lease boundaries 660.0 Feet From North Line and 647.0 Feet from East Line of the UNIVERSITY "3-11A" Lease									
32. Elevation (DF, RKB, RT, GR ETC.) 2691 GL				33. Was directional survey made other than inclination (Form W-12)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
34. Top of Pay 6775		35. Total Depth 10304		36. P. B. Depth 10279		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 09/03/2010	
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-G Gas-G	
40. Intervals Drilled by: Rotary Tools <input checked="" type="checkbox"/> Cable Tools <input type="checkbox"/>						41. Name of Drilling Contractor PATTERSON-UTI DRILLING COMPANY LLC			
						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	23.0 32.0	523		CLASS C 290	11	SURFACE	495.9		
4 1/2	11.6	10297		CLASS H 50/50 POZ 1150	7 7/8	5660	1561.8		
44. LINER RECORD									
Size	Top	Bottom	Sacks Cement	Screen					
N/A									
45. TUBING RECORD									
Size	Depth Set	Packer Set	From	To					
2 3/8	6653		6775	7642					
			8147	8226					
			8416	9914					
			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						
6775.0			7642.0 195,530G 15# & 18# X-LINK, 435,396# 20/40 MSD, 4500G 15% HCL						
8147.0			8226.0 64,150G 15# X-LINK, 147,022# 20/40 MSD, 1500G 15% HCL						
8416.0			9914.0 920,982G 10# LINEAR GEL, 666,034# 20/40 & 30/50 MSD, 9000G 15% HCL						
48. FORMATION RECORD (LIST DEPTHS OF PRINCIPAL GEOLOGICAL MARKERS AND FORMATION TOPS)									
Formations	Depth	Formations	Depth						
TOP UPPER SPRABERRY	6755.0	TOP WOLFCAMP	8271.0						
TOP LOWER SPRABERRY	7327.0								
TOP DEAN	8094.0								
REMARKS: NEW WELL - LOG BEING MAILED TO AUSTIN RRC									

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

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

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

1. Operator's Name (As shown on Form P-5, Organization Report) Pioneer Natural Resources 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. 42-461-36966	7. Drilling Permit No. 701588
8. Lease Name University 3-11A"		9. Rule 37 Case No.	10. Oil Lease/Gas ID No. 17308	11. Well No. 3

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date		12/24/2010					
13. ●Drilling 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.)		523'					
17. Number of centralizers used		5					
18. Hrs. waiting on cement before drill-out		12					
1st Slurry	19. API cement used: No. of sacks	290					
	Class	C					
	Additives	Remarks					
2nd Slurry	No. of sacks	0					
	Class	C					
	Additives	Remarks					
3rd Slurry	No. of sacks	0					
	Class	C					
	Additives	None					
1st	20. Slurry pumped: Volume (cu. ft.)	496					
	Height (ft.)	1951					
2nd	Volume (cu. ft.)	0					
	Height (ft.)	0					
3rd	Volume (cu. ft.)	0					
	Height (ft.)	0					
Total	Volume (cu. ft.)	495.9	0			0	0
	Height (ft.)	1951	0			0	0
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?		Yes					
1st	Class "C" + 4% D20 + 2% S1						
2nd	0						
3rd	0						
4th	0						
Circulated 40 Sks to Surface							

OVER ➔

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. (lbs/gal)								
31. Type cement								

CEMENTER'S CERTIFICATE: I declare under penalties prescribed 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.

Johnny M. Mares, FS2

Name and title of cementer's representative

Dowell Schlumberger

Cementing Company

Signature

32 E. Industrial Loop

Address

Midland, Texas 79701

City, State, Zip Code

(432) 683-1887

Tel.: Area Code Number

24-Dec-10

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.

F. JEAN TILLEY

Typed or printed name of operator's representative

SR. STAFF ENGINEERING TECH

Title

Signature

5205 N. D'CONNOR BLVD., #200, ROUNDBAY, TX 75089

Address

City, State, Zip Code

972/969-3963 6/8/11

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 State 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 rules;
- 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 Commission.

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 nondeviated 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 (b) (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.

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

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

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

1. Operator's Name (As shown on Form P-5, Organization Report) Pioneer Natural Resources 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. 42-461-36966	7. Drilling Permit No. 701588
8. Lease Name University 3-11A"		9. Rule 37 Case No.	10. Oil Lease/Gas ID No. 17308	11. Well No. # 3

CASING CEMENTING DATA:		SURFACE CASING	INTER-MEDIATE CASING	PRODUCTION CASING		MULTI-STAGE CEMENTING PROCESS	
				Single String	Multiple Parallel Strings	Tool	Shoe
12. Cementing Date				1/6/2011			
13. ●Drilling 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.)				10,297'			
17. Number of centralizers used				21			
18. Hrs. waiting on cement before drill-out							
1st Slurry	19. API cement used: No. of sacks ▶			625			
	Class ▶			Poz/H			
	Additives ▶			REMARKS			
2nd Slurry	No. of sacks ▶			525			
	Class ▶			Poz/H			
	Additives ▶			REMARKS			
3rd Slurry	No. of sacks ▶			0			
	Class ▶						
	Additives ▶			REMARKS			
1st	20. Slurry pumped: Volume (cu. ft.) ▶			868.8			
	Height (ft.) ▶			3813.7			
2nd	Volume (cu. ft.) ▶			693			
	Height (ft.) ▶			3042.2			
3rd	Volume (cu. ft.) ▶			0			
	Height (ft.) ▶			0			
Total	Volume (cu. ft.) ▶	0	0	1561.8		0	0
	Height (ft.) ▶	0	0	6855.9		0	0
21. Was cement circulated to ground surface (or bottom of cellar) outside casing?				NO			
1st 50:50/Poz:H+ .2%D800+ 0.2%D207+ 3pps D42+ .1%D65+ 3%D20							
2nd 50:50/Poz:H+ 2%D174+ .3%D800+ 0.2%D207+ .2%D65+ 3%D20+ 3%D44							
3rd 0							
4th 0							

OVER ➡

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. (lbs/gal)								
31. Type cement								

CEMENTER'S CERTIFICATE: I declare under penalties prescribed 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.

W.B. Page, Field Specialist II Schlumberger W. Bryan Page
Name and title of cementer's representative Cementing Company Signature

32 E. Industrial Loop Midland, Texas 79701 (432) 683-1887 6-Jan-11
Address City, State, Zip Code 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.

F. JEAN TILLEY SR. STAFF ENGINEERING TECH F. Jean Tilley
Typed or printed name of operator's representative Title Signature

5205 N. DONOR BLVD., #200, RUING, TX 75039 972/969-3963 6/8/11
Address City, State, Zip Code Tel.: Area Code Number Date: mo. day yr.

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- 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 (b) (3) and (4).
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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.

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

Form W-12
(1-1-71)

RIG #: 430

6. RRC District 7C
7. RRC Lease Number (Oil completions only) 17308
8. Well Number 3
9. RRC Identification Number (Gas completions only)
10. County Upton

INCLINATION REPORT
(One Copy Must Be Filed With Each Completion Report)

1. FIELD NAME (as per RRC Records or Wildcat) SPRABERRY (TREND AREA)	2. LEASE NAME University "3-11A"
3. OPERATOR PIONEER NATURAL RESOURCES USA, INC.	
4. ADDRESS 5205 N. O'CONNER # 1400, IRVING, TEXAS 75039	
SEC. 11, BLK. 3, UNIVERSITY LAND	

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 X 100)	15. Course Displacement (feet)	16. Accumulative Displacement (feet)
500	5.00	1.25	2.18	10.91	10.91
750	7.50	0.25	0.44	3.27	3.27
1258	7.58	0.50	0.87	6.61	17.52
1722	4.64	0.63	1.10	5.10	22.62
2197	4.75	0.67	1.17	5.55	28.18
2683	4.86	0.50	0.87	4.24	32.42
3180	4.97	0.47	0.82	4.08	36.50
3654	4.74	0.88	1.54	7.28	43.78
4171	5.17	0.50	0.87	4.51	48.29
4667	4.96	0.71	1.24	6.15	54.43
5183	5.16	0.76	1.33	6.84	61.28
5659	4.76	0.80	1.40	6.65	67.92
6155	4.96	0.66	1.15	5.71	73.64
6628	4.73	0.75	1.31	6.19	79.83
7104	4.76	0.56	0.98	4.65	84.48
7604	5.00	0.82	1.43	7.16	91.64
8268	6.64	0.50	0.87	5.79	97.43

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 10168 feet = 131.83 feet.

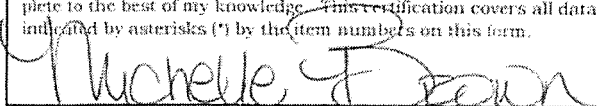
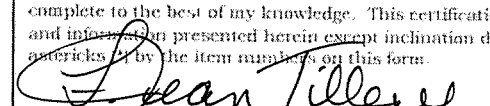
*19. Inclination measurements were made in ☐ Tubing ☒ Drill Pipe

20. Distance from surface location of well to the nearest lease line 647 feet.

21. Minimum distance to lease line as prescribed by field rules 467 feet.

22. Was the subject well at any time intentionally deviated from the vertical in any manner whatsoever? NO

(If the answer to above question is "yes," attach written explanation of the circumstances.)

INCLINATION DATA CERTIFICATION 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 side 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.  Signature of Authorized Representative MICHELLE BROWN, ADMINISTRATIVE ASST. Name of Person and Title (type or print) PATTERSON-UTI DRILLING COMPANY LLC Name of Company Telephone: <u>432</u> <u>561-9382</u> Area Code	OPERATOR CERTIFICATION 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 is presented on both sides of this forms 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.  Signature of Authorized Representative F. JEAN STILLER - SR. STAFF ENG TECH Name of Person and Title (type or print) PIONEER NATURAL RESOURCES USA, INC. Operator Telephone: <u>972</u> <u>969-3963</u> Area Code
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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 (foot)	12. Course Length (Hundreds of feet)	*13. Angle of Inclination (Degrees)	14. Displacement per (Hundred Feet (Sine of Angle X 100)	15. Course Displacement (feet)	16. Accumulative Displacement (feet)
8743	4.75	0.98	1.71	8.12	105.56
9218	4.75	0.66	1.15	5.47	111.03
9693	4.75	1.42	2.48	11.77	122.80
10168	4.75	1.09	1.90	9.04	131.83

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.



Texas Commission
on Environmental Quality
Surface Casing Program

DEPTH OF USABLE-QUALITY GROUND WATER TO BE PROTECTED

Date September 3, 2010

TCEQ File No.: SC- 8290

***** EXPEDITED APPLICATION *****

API Number 46100000

Attention: F JEAN TILLERY

RRC Lease No. 000000

SC_665748_46100000_000000_8290.pdf

PIONEER NATURAL RESOURCES USA
5205 N OCONNOR BLVD
IRVING TX 75039

--Measured--

2050 ft FWL

660 ft FNL

MRL: SECTION

Digital Map Location:

X-coord/Long 1525561

Y-coord/Lat 592910

Datum 27 Zone C

P-5# 665748

County UPTON

Lease & Well No. UNIVERSITY -3-11A- #3

Purpose ND

Location SUR-UL,BLK-3,SEC-11,--[TD=10700],[RRC 7C],

To protect usable-quality ground water at this location, the Texas Commission on Environmental Quality recommends:

The interval from the land surface to a depth of 425 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. Approval of the well completion methods for protection of this groundwater falls under the jurisdiction of the Railroad Commission of Texas. **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 512-239-0515, sc@tceq.state.tx.us, or by mail MC-151.

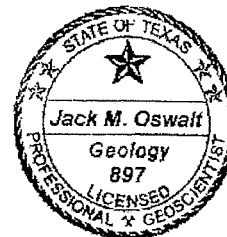
Sincerely,

Digitally signed by Jack M Oswalt
DN: c=US, st=Texas, l=Austin,
cn=Jack M Oswalt,
email=joswalt@tceq.state.tx.us
Date: 2010.09.03 10:30:06 -05'00'

Jack M. Oswalt, P.G.

Geologist, Surface Casing Team
Waste Permits Division

GEOLOGIST SEAL



The seal appearing on this document was authorized by Jack M. Oswalt on 9/3/2010
Note: Alteration of this electronic document will invalidate the digital signature.

RAILROAD COMMISSION OF TEXAS
Oil and Gas Division

ELECTRIC LOG
STATUS REPORT

FORM L-1

Tracking No.: 20494

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: PIONEER NATURAL RES. USA, INC.	District No. 7C	Completion Date: 05/09/2011
Field Name SPRABERRY (TREND AREA)	Drilling Permit No. 701588	
Lease Name UNIVERSITY "3-11A"	Lease/ID No. 17308	Well No. 3
County UPTON	API No. 42- 461-36966	

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). _____

JEAN TILLERY

Signature

PIONEER NATURAL RES. USA, INC.

Name (print)

SR STAFF ENGINEERING TECH

Title

(972) 969-3963

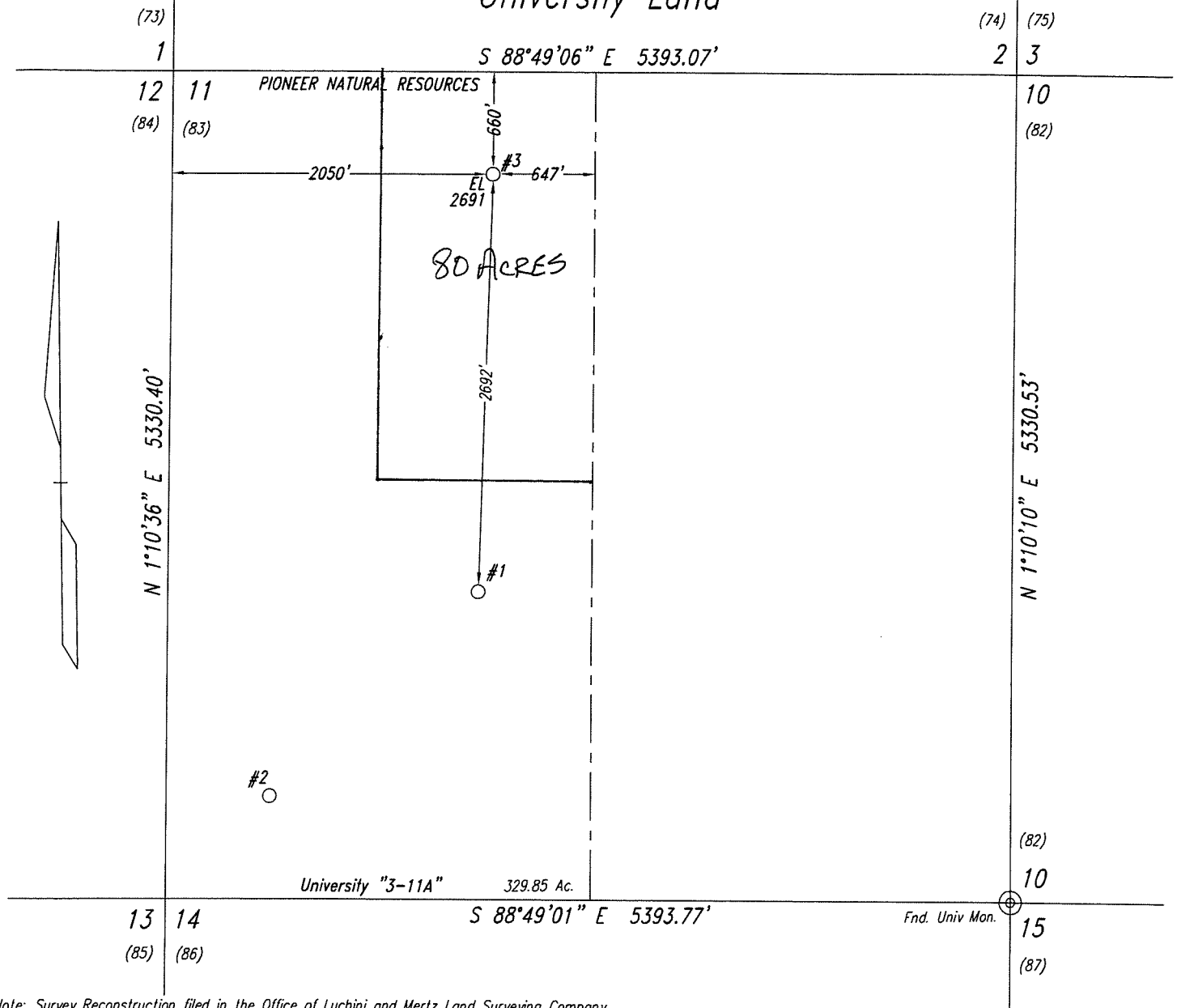
Phone

06/08/2011

Date

-FOR RAILROAD COMMISSION USE ONLY-

Block 3, University Land



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 0.999765495 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 11.

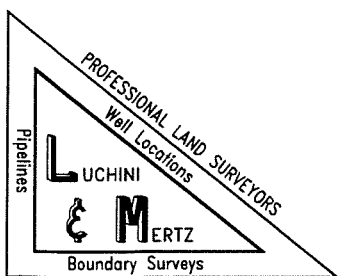
Note: Well location is approximately 6.7 miles northeast of Rankin.

#3
X: 1525561.60 Latitude- 31.288040695°N
Y: 592910.69 Longitude- 101.852257677°W
Latitude- 31°17'16.95"N Longitude- 101°51'08.13"W

Railroad Commission Permit Plat

PIONEER NATURAL RESOURCES USA, Inc.
University "3-11A" Lease
W/2 of
Section 11, Block 3,
University Land,
Upton County, Texas

Scale: 1" = 1000'



Steven L. Prewit

August 25, 2010

100825D1