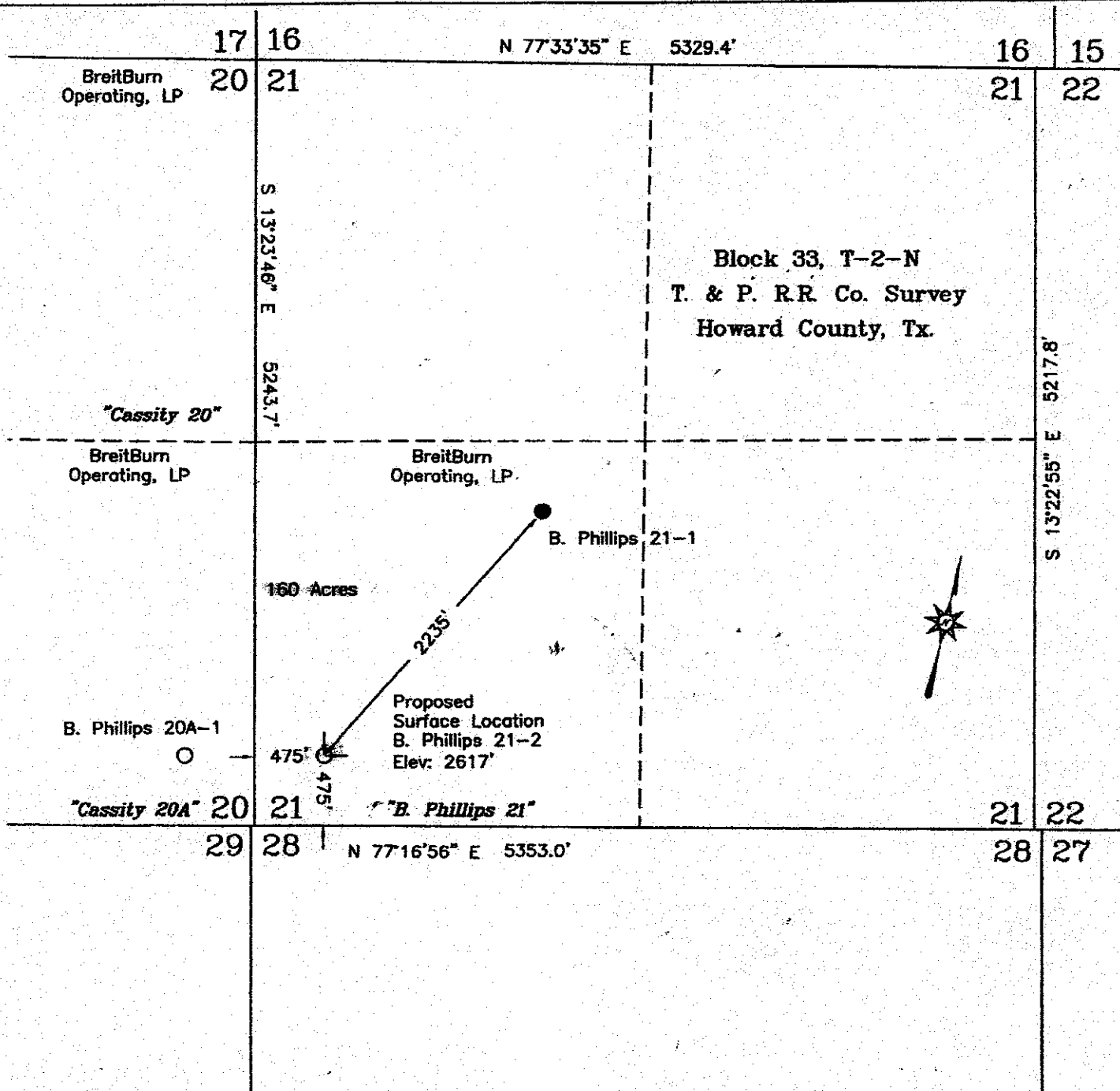


API No. <u>42-227-38376</u> Drilling Permit # <u>799822</u> SWR Exception Case/Docket No. _____		<b>RAILROAD COMMISSION OF TEXAS</b> <b>OIL &amp; GAS DIVISION</b> <b>APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER</b> <small>This facsimile W-1 was generated electronically from data submitted to the RRC.          A certification of the automated data is available in the RRC's Austin office.</small>				<b>FORM W-1</b> 07/2004 Permit Status: <b>Approved</b>	
1. RRC Operator No. <b>090732</b>		2. Operator's Name (as shown on form P-5, Organization Report) <b>BREITBURN OPERATING L.P.</b>			3. Operator Address (include street, city, state, zip): <b>600 TRAVIS STREET STE 4800</b> <b>HOUSTON, TX 77002-0000</b>		
4. Lease Name <b>B. PHILLIPS '21'</b>			5. Well No. <b>2</b>				
<b>GENERAL INFORMATION</b>							
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 <b>12000</b>		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			
<b>SURFACE LOCATION AND ACREAGE INFORMATION</b>							
11. RRC District No. <b>08</b>		12. County <b>HOWARD</b>		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>12.8</u> miles in a <u>NW</u> direction from <u>Big Spring</u> which is the nearest town in the county of the well site.							
15. Section <b>21</b>	16. Block <b>33 T2N</b>	17. Survey <b>T&amp;P RR CO</b>		18. Abstract No. <b>A-328</b>	19. Distance to nearest lease line: <u>475</u> ft.	20. Number of contiguous acres in lease, pooled unit, or unitized tract: <b>160</b>	
21. Lease Perpendiculars: <u>475</u> ft from the <u>W</u> line and <u>475</u> ft from the <u>S</u> line. 22. Survey Perpendiculars: <u>475</u> ft from the <u>W</u> line and <u>475</u> ft from the <u>S</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			
<b>FIELD INFORMATION    List all fields of anticipated completion including Wildcat.    List one zone per line.</b>							
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	85280300	SPRABERRY (TREND AREA)		Oil or Gas Well	8000	2235.00	
08	71021430	PETTY 48 (UPPER STRAWN)		Oil Well	10600	2235.00	
08	16559500	CEDAR FLATS (MISS.)		Oil Well	12000	0.00	
08	69765200	PAUL PAGE (ATOKA)		Oil or Gas Well	11000	0.00	
<b>BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS</b>							
<u>Remarks</u> [FILER Nov 6, 2014 3:36 PM]: Correct lease name is B. Phillips "21"				<u>Certificate:</u> 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>Linda Derryberry, Consultant</u>            Name of filer         </div> <div> <u>Nov 06, 2014</u>            Date submitted         </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> <u>(512)6945691</u>            Phone         </div> <div> <u>lrderryberry@yahoo.com</u>            E-mail Address (OPTIONAL)         </div> </div>			
RRC Use Only    Data Validation Time Stamp:    Nov 6, 2014 5:00 PM( 'As Approved' Version )							



THE B. PHILLIPS 21-2 IS LOCATED APPROXIMATELY 12.8 MILES NORTHWEST OF BIG SPRINGS, TEXAS

Driving Directions:

From the intersection of Highway 87 and Interstate 20, in Big Springs, Texas; Drive North on Highway 87 a distance of 12.1 miles to (Lat: 32°24'54.07"N, Lon: 101°34'59.43"W) Farm to Market road 846. Turn West(left) drive a distance of 1.5 miles to (Lat:32°24'24.17"N, Lon: 101°36'30.08"W) to N. CR 17. Turn South (left) drive a distance of .9 miles to ( Lat:32°23'51.80"N, Lon:101°36'15.41"W), location is 475 feet to the East(Left).

Date Surveyed: Oct 30, 2014  
Weather:

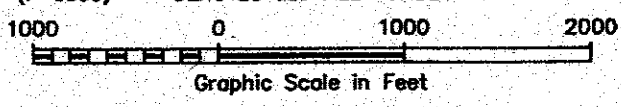
NOTE:

- 1) Coordinates, Bearings, Distances and Areas shown hereon are Lambert Grid and Conform to the "Texas Coordinate System", Texas North Central Zone, North American Datum of 1983.
- 2) THIS PLAT IS PROVIDED FOR RAILROAD COMMISSION FILING PURPOSES ONLY AND SHOULD NOT BE CONSTRUED AS A BOUNDARY SURVEY.
- 3) Acreage as provided by Client.

PROPOSED SURFACE LOCATION  
Plane Coordinate (NAD '83)  
X = 1,011,121.07  
Y = 6,841,680.19  
Plane Coordinate (NAD '27)  
X = 734,248.60  
Y = 290,540.07  
Geodetic Coordinate (NAD '83)  
Latitude = 32°23'50.88" N  
Longitude = 101°36'08.13" W  
Geodetic Coordinate (NAD '27)  
Latitude = 32°23'50.46" N  
Longitude = 101°36'06.66" W

LEGEND

- - DENOTES PROPOSED WELL LOCATION
- - DENOTES WELL LOCATION
- ⊙ - DENOTES FOUND MONUMENT AS DESCRIBED
- (F-0000) - DENOTES GLO FILE NUMBER



Lease acreage shown as per Breitburn Operating LP

I HEREBY CERTIFY THAT THIS PLAT WAS MADE FROM NOTES TAKEN IN THE FIELD IN A BONA FIDE SURVEY MADE UNDER MY SUPERVISION.

MARCUS HOSTAS TEXAS R.P.L.S. NO. 5643

**WEST COMPANY**  
Lead Surveyors & Civil Engineers  
SURVEYORS - ENGINEERS - PLANNERS  
ENGINEERING REGISTRATION: FIRM 2184  
SURVEYING REGISTRATION: FIRM 100682-00  
110 W. LOUISIANA AVE., SUITE 110  
MIDLAND, TEXAS 79701  
(432) 887-0865 - FAX (432) 887-0868

Breitburn Operating LP

Proposed Well Location of the:  
**B. Phillips 21-2**  
475' FWL, 475' FSL,  
Section 21, Block 33, T-2-N,  
T. & P. RR. Company Survey  
Howard County, Texas

Date of Plat: 11/3/2014	Drawn By: B. Davis
Date of Field Work: 10/30/2014	Scale: 1"=1000'
Field Book: Breitburn 1/57-59	Revision Date:
T: \BreitBurn\2014-1484\2014-1484-B Phillips 21-2.dwg	