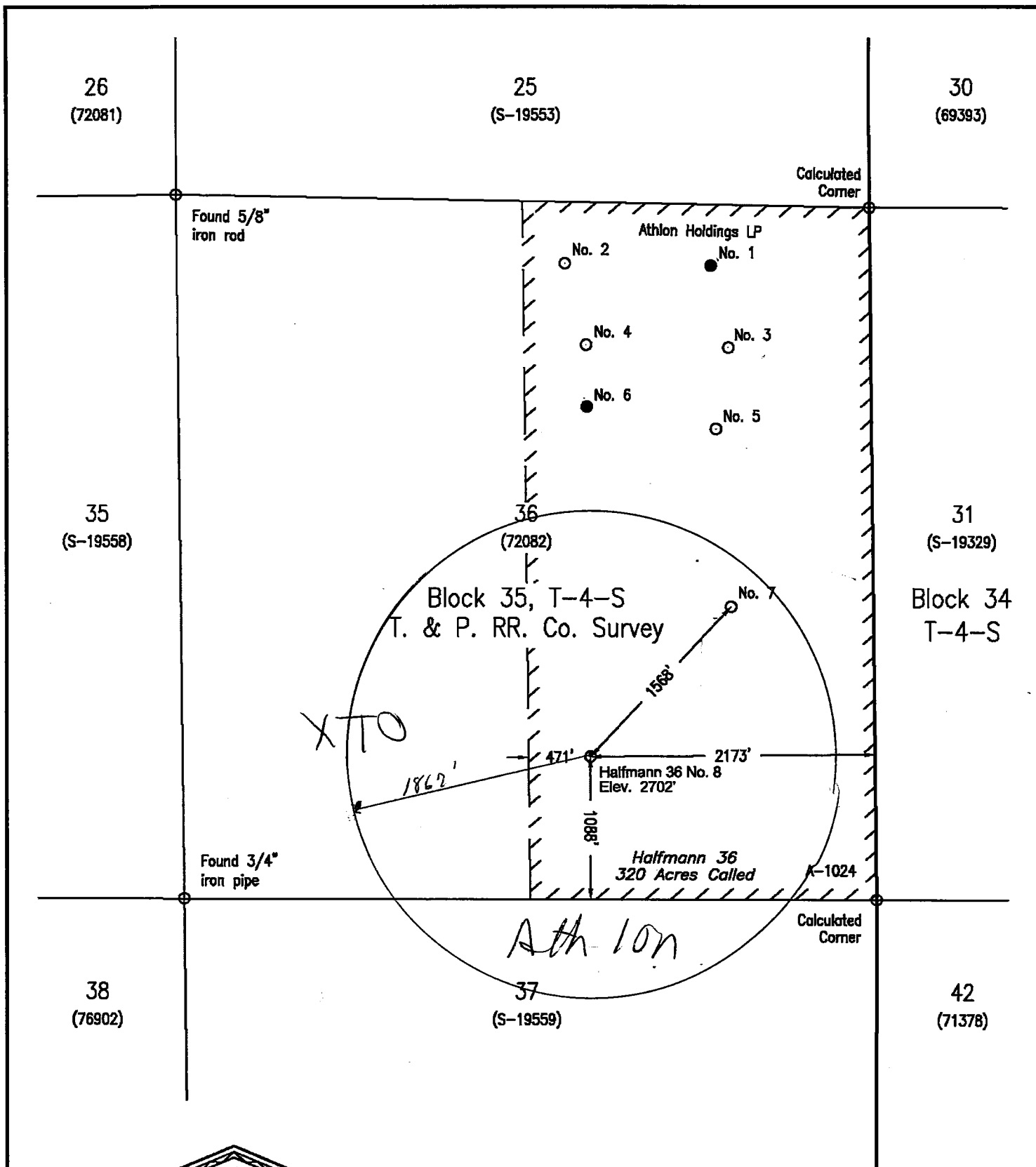


API No. <u>42-173-36470</u> Drilling Permit # <u>781660</u> SWR Exception Case/Docket No. _____		<b>RAILROAD COMMISSION OF TEXAS</b> <b>OIL &amp; GAS DIVISION</b> <b>APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER</b> <i>This facsimile W-1 was generated electronically from data submitted to the RRC.</i> <i>A certification of the automated data is available in the RRC's Austin office.</i>				<b>FORM W-1</b> 07/2004 Permit Status: <b>Approved</b>	
1. RRC Operator No. <b>036067</b>		2. Operator's Name (as shown on form P-5, Organization Report) <b>ATHLON HOLDINGS LP</b>			3. Operator Address (include street, city, state, zip):		
4. Lease Name <b>HALFMANN 36</b>			5. Well No. <b>8</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>10250</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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
<b>SURFACE LOCATION AND ACREAGE INFORMATION</b>							
11. RRC District No. <b>08</b>		12. County <b>GLASSCOCK</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>7.5</u> miles in a <u>SW</u> direction from <u>Garden City</u> which is the nearest town in the county of the well site.							
15. Section <b>36</b>		16. Block <b>35 T4S</b>		17. Survey <b>T&amp;P RR CO / LIVINGSTON, T</b>		18. Abstract No. <b>A-1024</b>	
				19. Distance to nearest lease line: <b>471</b> ft.		20. Number of contiguous acres in lease, pooled unit, or unitized tract: <b>320</b>	
21. Lease Perpendiculars: <u>471</u> ft from the <u>WEST</u> line and <u>1088</u> ft from the <u>SOUTH</u> line. 22. Survey Perpendiculars: <u>1088</u> ft from the <u>SOUTH</u> line and <u>2173</u> ft from the <u>EAST</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</b> 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	85280300	SPRABERRY (TREND AREA)		Oil or Gas Well	6400	1568.00	
08	33998500	GARDEN CITY, S. (WOLFCAMP)		Oil or Gas Well	9900	1568.00	
08	85448150	STA (ATOKA)		Oil Well	10100	1568.00	
<b>BOTTOMHOLE LOCATION INFORMATION</b> is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS							
<b>Remarks</b> [RRC STAFF Apr 4, 2014 4:20 PM]: Wells #4, 5, 7 all have SWR 38's on them. Well #2 has lease line Rule 37 only but it was ok for 38 purposes because it was the 3rd well filed. Wells 1,6,2,3 were all ok. Operator wants non-concurrent production on the #2 with the #8.				<b>Certificate:</b> 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>Ann Wiley, Regulatory Manager</u>            Name of filer         </div> <div> <u>Mar 10, 2014</u>            Date submitted         </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> <u>(817)984-8227</u>            Phone         </div> <div> <u>awiley@athlonenergy.com</u>            E-mail Address (OPTIONAL)         </div> </div>			
<b>RRC Use Only</b>							
Data Validation Time Stamp: Apr 4, 2014 4:21 PM( 'As Approved' Version )							



*Michael L. Stanford*

Date Well Location Staked February 17, 2014

NAD 27 X = 1619735.7

NAD 27 Y = 769581.1

EMERGENCY RESPONSE LOCATOR

NAD 27 Lat. = 31° 46' 36.86" / 31.776906

NAD 27 Long. = -101° 33' 25.22" / -101.557006

1000 0 1000 2000 3000 Feet

This plat is for Texas Railroad Commission Permit Purposes Only and is NOT a boundary survey and is NOT to be used to convey or establish interests in real property.

BASIS OF BEARINGS is the Texas State Plane Coordinate System  
Central Zone NAD 83.

Application for Well No. 8

7.5 Miles Southwest of Garden City, TX

Athlon Holdings LP  
Halfmann 36 No. 8 - 1088' FSL & 2173' FEL  
Section 36 (A-1024), Block 35, T-4-S, T. & P. RR. Co. Survey  
Glasscock County, Texas

STANFORD SURVEYING COMPANY  
P.O. BOX 8490  
MIDLAND, TEXAS 79708-8490  
432-699-5708

DRAWN BY Joe Casanova

DATE 3-6-2014

SCALE 1" = 1000'

FILE NAME A-8802