API No. 42-003-47444

Drilling Permit # 821057

SWR Exception Case/Docket No.

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER

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.

FORM W-1 07/2004

Permit Status: Approved

1. RRC Operator No.: 945936

2. Operator's Name (as shown on form P-5, Organization Report): XTO ENERGY INC.

3. Operator Address (include street, city, state, zip):
ATTN DEEANN KEMP
500 WEST ILLINOIS STE 100
MIDLAND, TX 79701-0000

4. Lease Name: FULLERTON CLEARFORK UNIT

5. Well No.: 7520

GENERAL INFORMATION

6. Purpose of filing (mark ALL appropriate boxes): [X] New Drill [ ] Recompletion [ ] Reclass [ ] Field Transfer [ ] Re-Enter [ ] Amended [ ] Amended as Drilled (BHL) (Also File Form W-1D)

7. Wellbore Profile (mark ALL appropriate boxes): [X] Vertical [ ] Horizontal (Also File Form W-1H) [ ] Directional (Also File Form W-1D) [ ] Sidetrack

8. Total Depth: 7550

9. Do you have the right to develop the minerals under any right-of-way ? [X] Yes [ ] No

10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? [X] Yes [ ] No

SURFACE LOCATION AND ACREAGE INFORMATION

11. RRC District No.: 08

12. County: ANDREWS

13. Surface Location [X] Land [ ] Bay/Estuary [ ] Inland Waterway [ ] Offshore

14. This well is to be located 16.4 miles in a NW direction from ANDREWS which is the nearest town in the county of the well site.

15. Section: 7

16. Block: 13

17. Survey: UL

18. Abstract No.: A-

19. Distance to nearest lease line: 10522 ft.

20. Number of contiguous acres in lease, pooled unit, or unitized tract: 29541.59

21. Lease Perpendiculars: 10522 ft from the SOUTH line and 13511 ft from the WEST line.

22. Survey Perpendiculars: 1406 ft from the NORTH line and 2398 ft from the EAST line.

23. Is this a pooled unit? [ ] Yes [X] No

24. Unitization Docket No:

25. Are you applying for Substandard Acreage Field? [ ] Yes (attach Form W-1A) [X] No

FIELD INFORMATION 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	32. Number of Wells on this lease in this Reservoir
08	33230001	FULLERTON	Oil Well	7350	1080.00	734

BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS

Remarks

Certificate:

I certify that information stated in this application is true and complete, to the best of my knowledge.

Jessica Bonilla — Name of filer

Dec 07, 2016 — Date submitted

(432)6206704 — Phone

Jessica_Bonilla@xtoenergy.com — E-mail Address (OPTIONAL)

RRC Use Only Data Validation Time Stamp: Jan 9, 2017 11:05 AM(Current Version)

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

PERMIT TO DRILL, DEEPEN, PLUG BACK, OR RE-ENTER ON A REGULAR OR ADMINISTRATIVE EXCEPTION LOCATION

PERMIT NUMBER	DATE PERMIT ISSUED OR AMENDED	DISTRICT
821057	Dec 28, 2016	* 08
API NUMBER	FORM W-1 RECEIVED	COUNTY
42-003-47444	Dec 07, 2016	ANDREWS
TYPE OF OPERATION	WELLBORE PROFILE(S)	ACRES
NEW DRILL	Vertical	29541.59

OPERATOR 945936

XTO ENERGY INC.

ATTN DEEANN KEMP
500 WEST ILLINOIS STE 100
MIDLAND, TX 79701-0000

NOTICE
This permit and any allowable assigned may be revoked if payment for fee(s) submitted to the Commission is not honored.
District Office Telephone No:
(432) 684-5581

LEASE NAME	WELL NUMBER
FULLERTON CLEARFORK UNIT	7520
LOCATION	TOTAL DEPTH
16.4 miles NW direction from ANDREWS	7550

Section, Block and/or Survey

SECTION 7 BLOCK 13 ABSTRACT

SURVEY UL

DISTANCE TO SURVEY LINES	DISTANCE TO NEAREST LEASE LINE
1406 ft. NORTH 2398 ft. EAST	10522 ft.
DISTANCE TO LEASE LINES	DISTANCE TO NEAREST WELL ON LEASE
10522 ft. SOUTH 13511 ft. WEST	See FIELD(s) Below

FIELD(s) and LIMITATIONS:

* SEE FIELD DISTRICT FOR REPORTING PURPOSES *

FIELD NAME / LEASE NAME	ACRES / NEAREST LEASE	DEPTH	WELL # / NEAREST WE	DIST
FULLERTON	29541.59	7,350	7520	08
FULLERTON CLEARFORK UNIT	10522		1080	

RESTRICTIONS: This is a hydrogen sulfide field. Hydrogen Sulfide Fields with perforations must be isolated and tested per State Wide Rule 36 and a Form H-9 filed with the district office. Fields with SWR 10 authority to downhole commingle must be isolated and tested individually prior to commingling production.

THE FOLLOWING RESTRICTIONS APPLY TO ALL FIELDS

This well shall be completed and produced in compliance with applicable special field or statewide spacing and density rules. If this well is to be used for brine mining, underground storage of liquid hydrocarbons in salt formations, or underground storage of gas in salt formations, a permit for that specific purpose must be obtained from Environmental Services prior to construction, including drilling, of the well in accordance with Statewide Rules 81, 95, and 97.

This well must comply to the new SWR 3.13 requirements concerning the isolation of any potential flow zones and zones with corrosive formation fluids. See approved permit for those formations that have been identified for the county in which you are drilling the well in.

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

SWR #13 Formation Data

ANDREWS (003) County

Formation	Shallow Top	Deep Top	Remarks	Geological Order	Effective Date
YATES	2,500	3,200		1	12/17/2013
SEVEN RIVERS	3,000	3,000		2	12/17/2013
QUEEN	3,600	4,800		3	12/17/2013
GRAYBURG	3,100	5,000		4	12/17/2013
SAN ANDRES	3,700	5,300	CO2 flood, high flows, H2S, corrosive	5	12/17/2013
HOLT	5,000	5,500		6	12/17/2013
GLORIETA	5,100	6,000		7	12/17/2013
TUBB	6,100	6,300		8	12/17/2013
CLEARFORK	5,600	7,600		9	12/17/2013
PERMIAN DETRITAL	7,800	7,900		10	12/17/2013
LEON	7,900	7,900		11	12/17/2013
WICHITA ALBANY	6,500	8,100		12	12/17/2013
SPRABERRY	7,300	8,600		13	12/17/2013
DEAN	9,200	9,500		14	12/17/2013
WOLFCAMP	7,500	9,900		15	12/17/2013
CANYON	8,600	10,200		16	12/17/2013
PENNSYLVANIAN	8,700	10,200		17	12/17/2013
MCKEE	8,300	10,600		18	12/17/2013
STRAWN	8,800	11,000		19	12/17/2013
FUSSELMAN	8,400	11,900		20	12/17/2013
DEVONIAN	7,600	12,500		21	12/17/2013
SILURIAN	8,000	12,500		22	12/17/2013
ELLENBURGER	7,900	13,900		23	12/17/2013

The above list may not be all inclusive, and may also include formations that do not intersect all wellbores. Formation "TOP" information listed reflects an estimated range based on geologic variances across the county. To clarify, the "Deep Top" is not the bottom of the formation; it is the deepest depth at which the "TOP" of the formation has been or might be encountered. This is a dynamic list subject to updates and revisions. It is the operator's responsibility to make sure that at the time of spudding the well the most current list is being referenced. Refer to the RRC website at the following address for the most recent information. http://www.rrc.texas.gov/oil-gas/compliance-enforcement/rule-13-geologic-formation-info

GROUNDWATER PROTECTION DETERMINATION

Form GW-2

Groundwater Advisory Unit

Date Issued:	07 December 2016	**GAU Number:**	164163

Attention:	XTO ENERGY INC. ATTN ALAN CODY FORT WORTH, TX 76102	**API Number:**	
		County:	ANDREWS
		Lease Name:	FULLERTON CLEARFORK UNIT
		Lease Number:	01770
Operator No.:	945936	**Well Number:**	7216
		Total Vertical Depth:	7500
		Latitude:	32.408185
		Longitude:	-102.823113
		Datum:	NAD27

Purpose: New Drill

Location: Survey-UL; Block-13; Section-6

To protect usable-quality groundwater at this location, the Groundwater Advisory Unit of the Railroad Commission of Texas recommends:

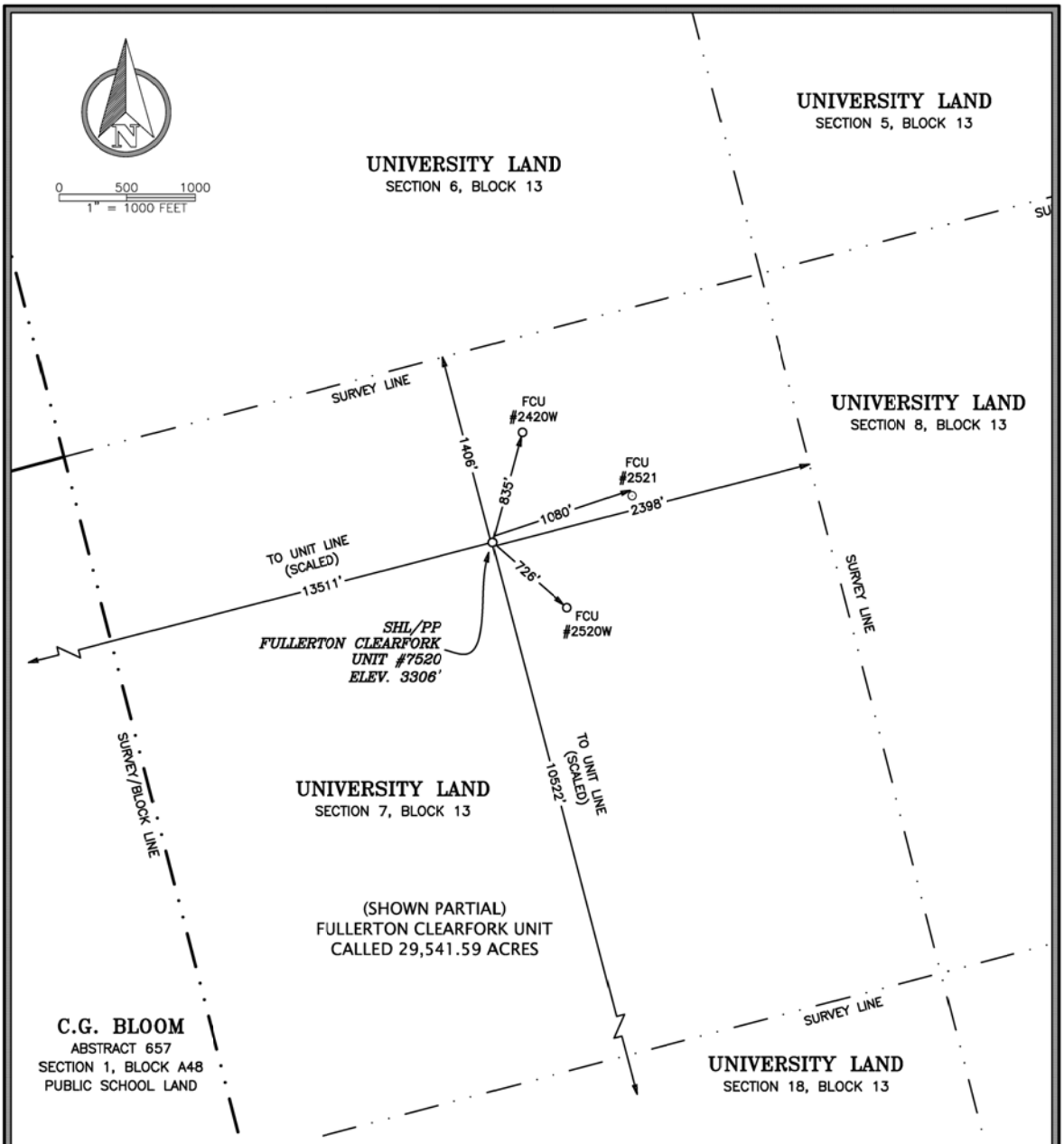
The interval from the land surface to a depth of 250 feet, and the zone from 1150 to 1550 feet must be protected.

This recommendation is applicable for all wells drilled in this Section 6.

Note: Unless stated otherwise, this recommendation is intended to apply only to the subject well and not for area-wide use. This recommendation is for normal drilling, production, and plugging operations only. It does not apply to saltwater disposal operation into a nonproductive zone (RRC Form W-14).

This determination is based on information provided when the application was submitted on 12/06/2016. If the location information has changed, you must contact the Groundwater Advisory Unit, and submit a new application if necessary. If you have questions, please contact us at 512-463-2741 or gau@rrc.texas.gov.

Groundwater Advisory Unit, Oil and Gas Division



GENERAL NOTES

1. COORDINATES SHOWN ARE BASED ON TEXAS PLANE COORDINATE SYSTEM OF NAD 27, TEXAS CENTRAL ZONE, 4203.
2. VERTICAL DATUM IS NAVD 88.
3. LATITUDE AND LONGITUDE ARE NAD 27 AS SHOWN.
4. AREA, DISTANCES, AND COORDINATES ARE "GRID".
5. UNITS ARE UNITED STATES SURVEY FOOT.
6. ALL LEASE AND TRACT INFORMATION SHOWN HERE ON IS DONE SO BY LIMITED DEED RECORD INFORMATION ONLY. ALL ACREAGES SHOWN ARE BY DEED AND LEASE CALL, EXCEPT WHERE NOTED. THIS IS NOT IN ANY WAY A "BOUNDARY SURVEY".

DRIVING DIRECTIONS TO LOCATION:
FROM THE INTERSECTION OF MAIN ST. AND BROADWAY ST. IN ANDREWS HEAD WEST ON BROADWAY ST. APPROX. 1.1 MILES. TAKE SLIGHT RIGHT ON RANCH ROAD 87 AND GO APPROX. 15.0 MILES. TURN RIGHT ON NW 7001 AND GO APPROX. 2.2 MILES. TURN RIGHT ON LEASE ROAD AND GO APPROX. 0.6 MILES. TURN RIGHT ON LEASE ROAD AND GO APPROX. 0.1 MILES AND ARRIVE AT THE LOCATION APPROX. 420' ON THE LEFT.

I HEREBY STATE THAT THIS PLAT SHOWS THE SUBJECT SURFACE LOCATION AS STAKED ON THE GROUND.

MARK DILLON HARP
REGISTERED PROFESSIONAL LAND SURVEYOR
STATE OF TEXAS NO. 6445

STATE OF TEXAS
REGISTERED
MARK DILLON HARP
6445
PROFESSIONAL
LAND SURVEYOR

WELL LOCATION INFORMATION:

SURFACE HOLE LOCATION/PP:
NAD 83, TEXAS CENTRAL ZONE COORD'S
Y = 10,845,159.16, X = 1,531,344.97
LAT: N 32.39977°, LONG: W 102.81229°
SHL: 1,406' FNL & 2,398' FEL
SHL: 10,522' FSLL & 13,511' FWLL

NAD 27, TEXAS CENTRAL ZONE COORD'S
Y = 1,002,582.50 , X = 1,234,885.24
LAT: N 32.39966°, LONG: W 102.81184°

FOR RRC PURPOSES ONLY:

NAD 27, TEXAS NORTH CENTRAL ZONE COORD'S
Y = 308,106.06, X = 361,194.53
LAT: N 32.39966°, LONG: W 102.81184°

PLAT OF:
A PROPOSED WELL LOCATION FOR:
XTO ENERGY INC.
FULLERTON CLEARFORK UNIT #7520

SITUATED IN UNIVERSITY LAND SURVEY, SECTION 7, BLOCK 13, LOCATED 16.4 MILES NORTHWEST OF ANDREWS, IN ANDREWS COUNTY, TEXAS

FSC INC
SURVEYORS+ENGINEERS
550 Bailey Ave., 205 - Fort Worth, TX 76107
Ph: 817.349.9800 - Fax: 979.732.5271
TBPE Firm 17957 | TBPLS Firm 10193887
www.fscinc.net
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DATE:	8-26-2016
DRAWN BY:	AI
CHECKED BY:	DH
FIELD CREW:	MC&MR
PROJECT NO:	2016080641
SCALE:	1" = 1000'
SHEET:	1 OF 1
REVISION:	1