RAILROAD COMMISSION OF TEXAS HEARINGS DIVISION

OIL AND GAS DOCKET NO. 08-0296549 IN THE PHANTOM (WOLFCAMP)
FIELD, LOVING AND REEVES
COUNTIES, TEXAS

FINAL ORDER
APPROVING THE APPLICATION OF
BHP BILLITON PET. CO. FOR AN EXCEPTION
TO STATEWIDE RULE 32 FOR VARIOUS WELLS,
PHANTOM (WOLFCAMP) FIELD, LOVING AND
REEVES COUNTIES, TEXAS

The Commission finds that after statutory notice in the above-numbered docket heard on August 3, 2015, the presiding Examiners have made and filed a report and recommendation containing findings of fact and conclusions of law, for which service was not required; that the proposed application is in compliance with all statutory requirements; and that this proceeding was duly submitted to the Railroad Commission of Texas at conference held in its offices in Austin, Texas.

The Commission, after review and due consideration of the Examiners' report and recommendation, the findings of fact and conclusions of law contained therein, and hereby adopts as its own the findings of fact and conclusions of law contained therein, and incorporates said findings of fact and conclusions of law as if fully set out and separately stated herein.

Therefore, it is **ORDERED** by the Railroad Commission of Texas that BHP Billiton Pet. Co. is hereby granted an exception to Statewide Rule 32 for the flare points listed in Attachment A. BHP Billiton Pet. Co. is authorized to flare up to the maximum monthly volume as listed in Attachment A, effective February 13, 2015 to July 31, 2016. The authority is granted, provided all production is reported on the appropriate Commission forms.

The operator shall file the Statewide Rule 32 Exception Data Sheet and, shall file at the same time, the appropriate Commission required administrative Statewide Rule 32 Exception gas flaring fee for each flare point.

Done this 20th day of October, 2015.

RAILROAD COMMISSION OF TEXAS

(Order approved and signatures affixed by Hearings Divisions' Unprotested Master Order dated October 20, 2015) Attachment A: BHP Billiton Pet. Co. Statewide Rule 32 Information (effective February 13, 2015 to July 31, 2016).

Lease/Plant Name of Flare Point Location	RRC ID No. for All Wells Connected to Flare Point	P-17 Permit (if Applicable)	Maximum Monthly Flare Volume (Mcf per month)
Bettye Hansard State 45-3	272207		16,000
Dela State 58-T2-48	267104		14,000
Diamond State 45-10	45589		5,800
Hubbard Enterprises 57-T1-32	273718, 271198	08-6899	28,500
Meeker 56-T2-22	270731		9,200
Hooton Etal State 57-T3-22	270685		14,200
State Caldwell 57-T2-26	785955, 276866	08-7246	14,400
State Caldwell 57-T2-26	785965, 791559	08-7245	11,900
State Desert 55-T2-18	787266		21,900
State Diamond Back 57-T3-4	275789		17,200
State Hanging H Ranch 56-T3-8	275255		17,400
State Olson 57-T2-8	783707		43,100
State Roberta Regan 57-T2-36	787502		59,300