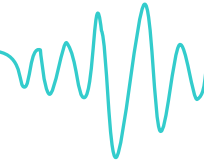


Behrens and Associates, Inc.

Acoustics, Noise and Vibration Consultants



January 20, 2012
Plains Exploration & Production
201 South Broadway
Orcutt, CA 93455

Attention: Gary Hertfelder, Rob Emslie
Subject: Well VIC1-635 High Volume Hydraulic Fracturing (HVHF)
Operation Ground-Borne Vibration Level Survey Report

Gentlemen,

Please find the attached results of the HVHF operation ground-borne vibration and sound level measurement program which was completed at the PXP Inglewood Field in California on January 6, 2012. The ground-borne vibration levels were measured at a distance of 50, 100, 150 and 200 feet to the south of the gravel pack operation site. The ground-borne vibration survey was completed while all associated equipment was operating under normal loads and conditions. The attached map and equipment layout show the measurement locations and surrounding area.

The ground-borne vibration level measurements were performed with a Profound VM Vibration Monitoring System which was programmed to continuously measure and record the vertical ground-borne vibration peak particle velocity (ppv) levels in three-second intervals.

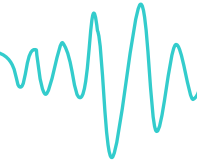
The measured peak particle velocity (ppv) vibration levels are reported in inches per second (ips) in the vertical direction. The results of the vibration level measurements are displayed in the attached graph. The maximum measured ground-borne vibration levels at 150 feet from the drilling rig are shown in the attached human and structural sensitivity graphs.

Based on the results of vibration level measurements, the vibration impact from the gravel pack operation activity are negligible beyond a distance of 150 feet from the gravel pack operation activity.

A Bruel & Kjaer Type 1 2250 Hand-held Analyzer sound level meter was calibrated and programmed to measure and calculate the equivalent sound level (L_{eq}) for the gravel pack sound level survey. Five-minute duration sound level measurements were conducted at 100 feet and 200 feet from the gravel packing equipment during the gravel pack operations. The measured noise level at 100 feet was measured 68.9 dBA and the noise level at 200 feet was 68.4 dBA. The measurement system microphone was positioned approximately 5 feet above the ground for the sound level measurements.

Behrens and Associates, Inc.

Acoustics, Noise and Vibration Consultants



January 20, 2012

Plains Exploration & Production

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Please contact me with any questions or comments which may arise.

Very truly yours,

Handwritten signature of Don Behrens in black ink.

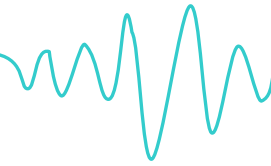
Don Behrens

President

95-4460624

Behrens and Associates, Inc.

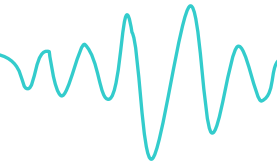
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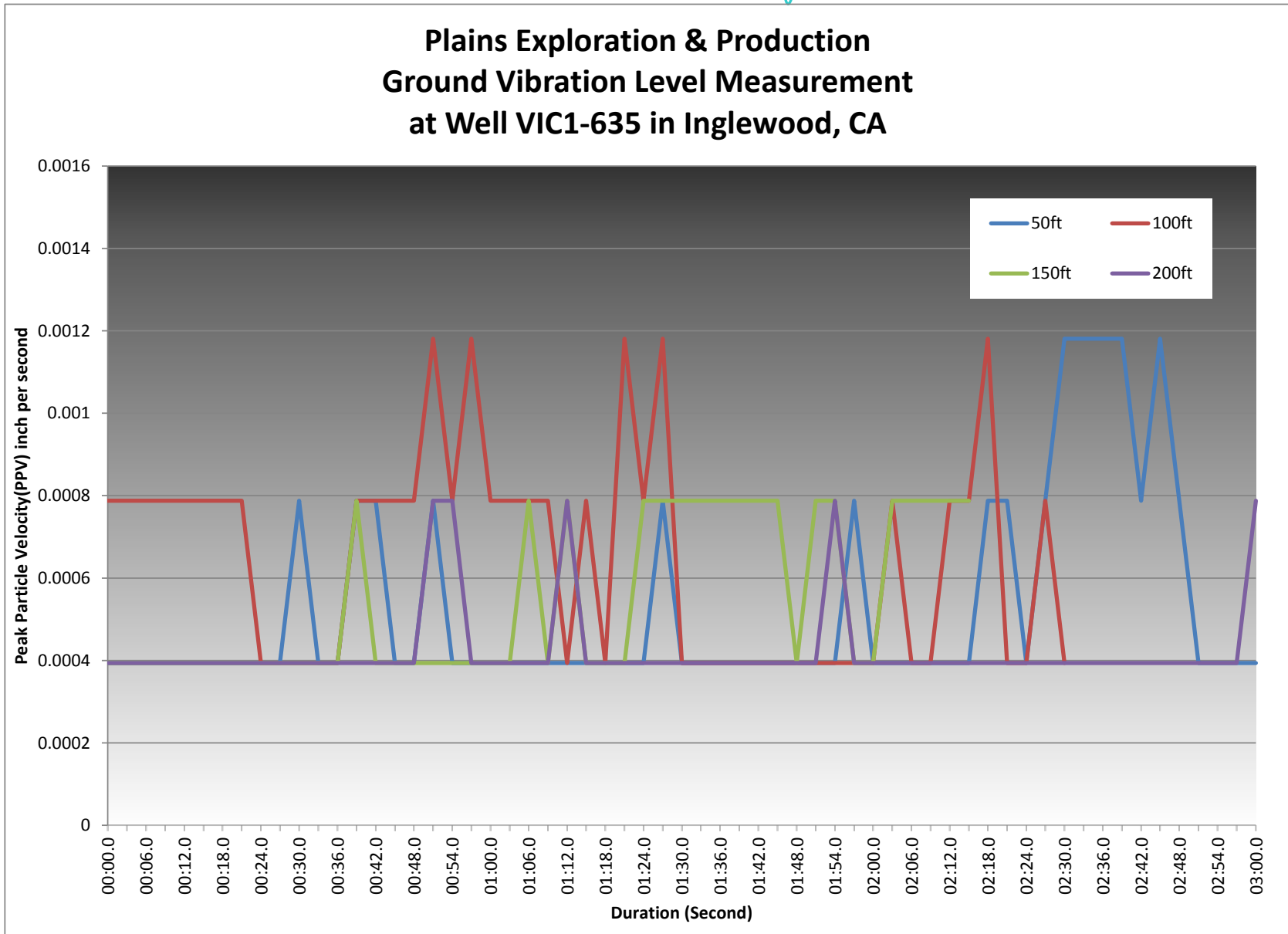
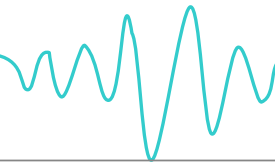
HVHF Operation Equipment Layout at VIC1-635 site

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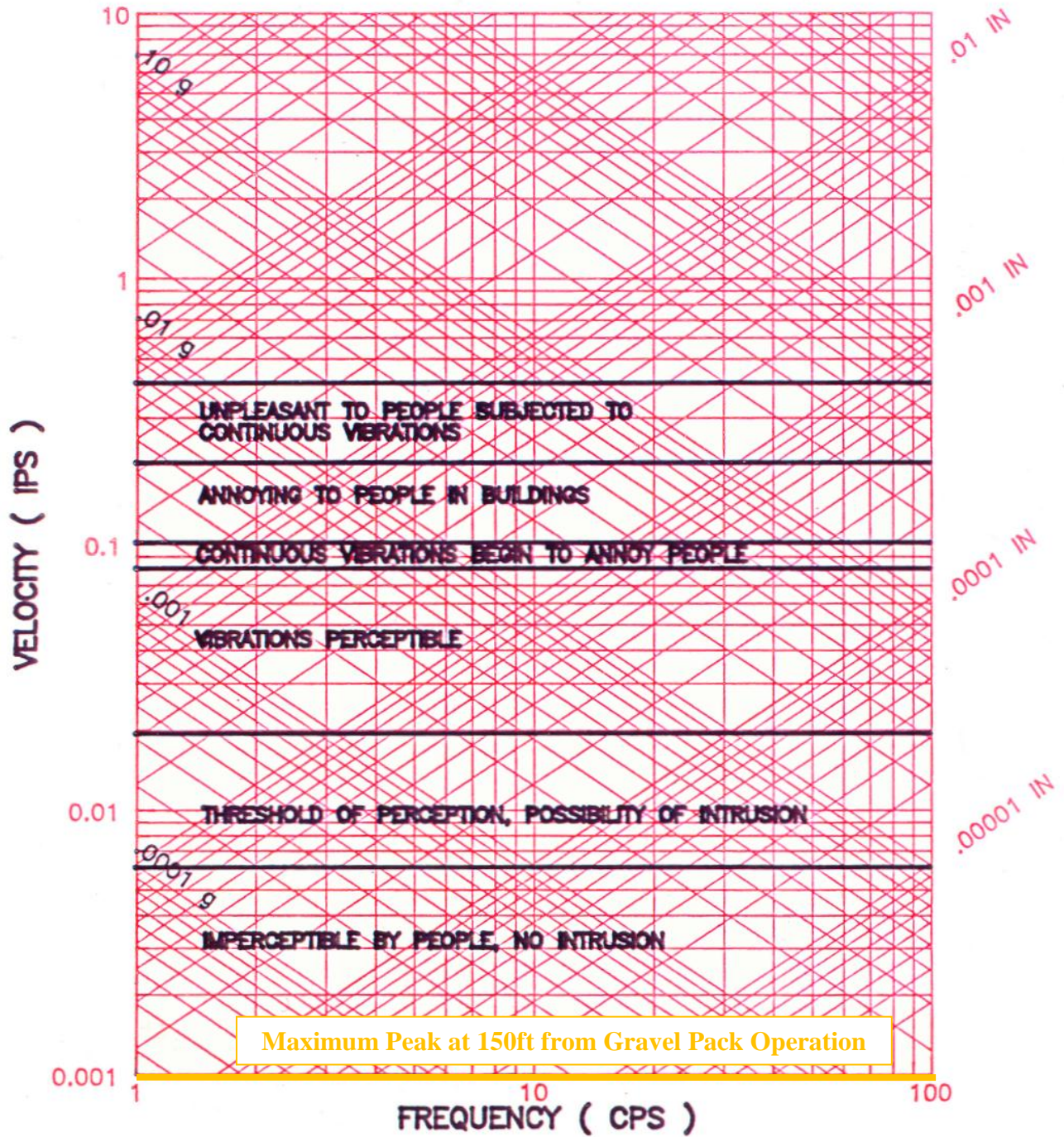
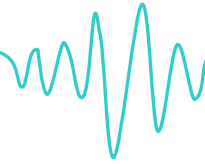
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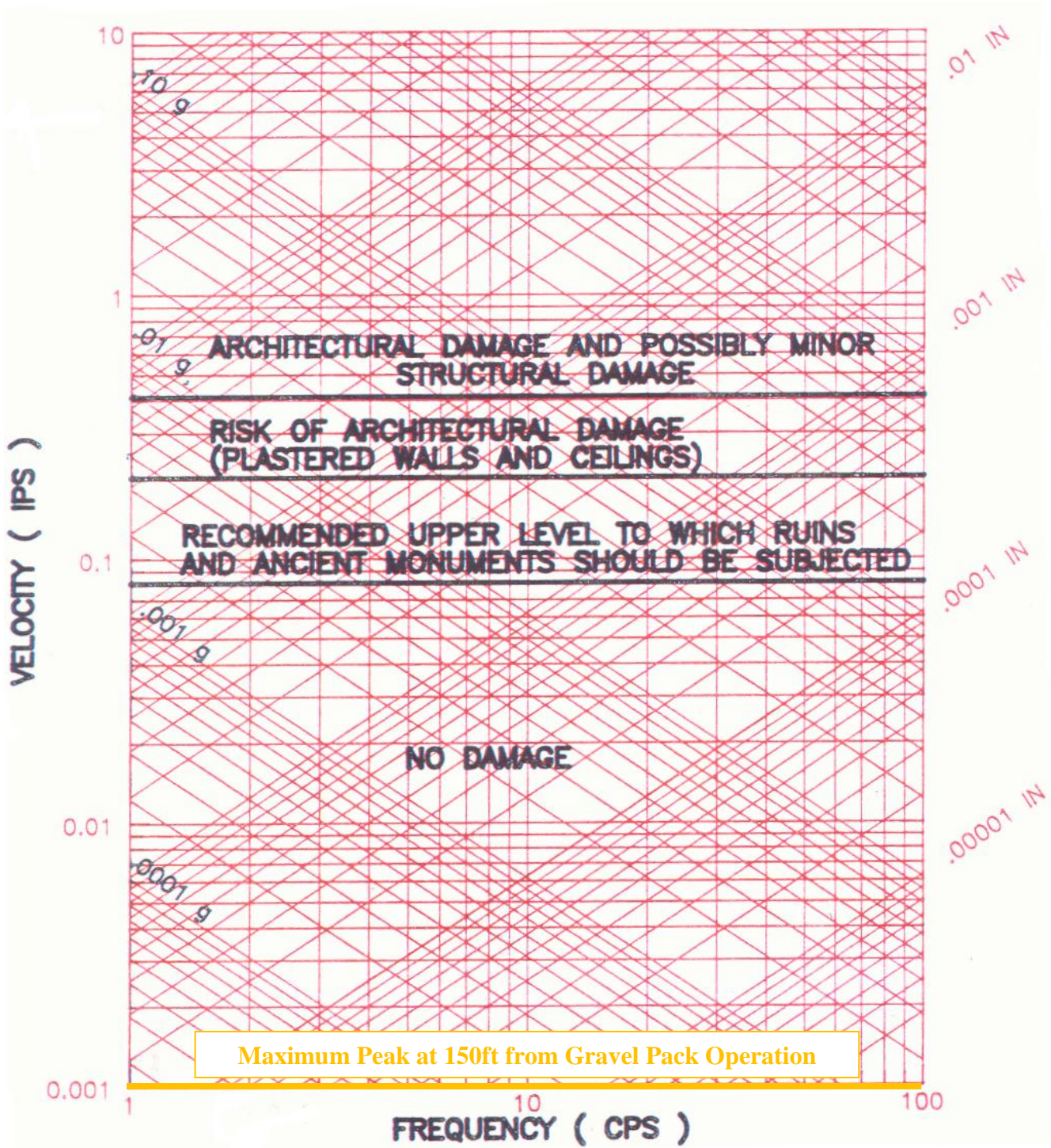
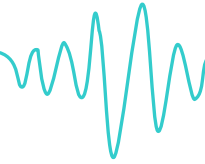
HVHF Operation Vibration Measurement Direction at VIC1-635 site



Vibration Levels by Distances from HVHF Operation at VIC1-635



Human Vibration Sensitivity Chart



Structural Vibration Sensitivity Chart