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JUL 02 2007 :

Oil Conservation Division
1220 S. St. Francis Drive
Santa Fe, NM 87505

WILLIAMS PRODUCTION COMPANY, LLC
One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
918/573-6169

June 29, 2007

Assistant District Manager, Minerals
Bureau of Land Management
Farmington Resource Area
1235 LaPlata Highway
Farmington, New Mexico 87401

State of New Mexico
Oil Conservation Commission
1220 South St. Francis Drive
Santa Fe, New Mexico 87505-4000

State of New Mexico
Commissioner of Public Lands
310 Old Santa Fe Trail
Santa Fe, New Mexico 87504-1148

Re: Rosa Unit I, Sec.No.587
San Juan & Rio Arriba Counties, New Mexico
Second Supplemental 2007 Plan of Development

Gentlemen:

By letters dated March 7, and June 13, 2007, Williams Production Company as Unit Operator filed the 2007 Plan of Development and the First Supplemental for the Rosa Unit.

Subsequent to filing the 2007 Plan of Development, it has been proposed that the following wells be dually completed in the Dakota formation with the Mesaverde completion as indicated in the 2007 Plan of Development filed by letters dated March 7, and June 13, 2007.

<u>Well Name</u>	<u>Formation</u>	<u>Spacing</u>
Rosa Unit COM #60B	Mesaverde Dakota	ALL Sec.4, T31N, R6W ALL Sec.4, T31N, R6W, LESS HES Survey in Sec. 4 pursuant to NMOCD Spacing Order R-2046
Rosa Unit #186	Mesaverde Dakota	N/2 Sec.27, T31N, R5W N/2 Sec.27, T31N, R5W

Williams Production Company, as Unit Operator, will drill any offset wells that may be required to prevent drainage of unitized substances and any other wells deemed necessary or which are requested by the Unit Operator or Working Interest Owners.

If this Second Supplemental Plan of Development is acceptable, please signify your approval as required under Section 9 of the Unit Agreement in the space provided on the enclosed sheet and return an approved copy to Williams Production Company.

Copies of this Plan of Development are being sent to the Working Interest Owners as shown on the enclosed sheets.

Sincerely yours,

A handwritten signature in black ink, appearing to read "M. Vern Hansen", with a long, sweeping underline.

M. Vern Hansen
Senior Landman

cc: Working Interest Owners
Mike Turnbaugh
Tracy Ross
Kris Russell

APPROVED: _____
Assistant District Manager, Mineral
Bureau of Land Management
Subject to like approval by the
Commissioner of Public Lands and
the Oil Conservation Commission

DATE: _____

APPROVED: _____
Commissioner of Public Lands
Subject to like approval by the
Area Oil and Gas Supervisor and
the Oil Conservation Commission

DATE: _____

APPROVED: _____
Oil Conservation Commission
Subject to like approval by the
Area Oil and Gas Supervisor and
the Commissioner of Public Lands

DATE: _____

The foregoing approvals are for the Second Supplemental 2007 Plan of Development for the Rosa Unit I, Sec.No.587.

WORKING INTEREST OWNERS
ROSA UNIT

BP AMERICA PRODUCTION CO.
ATTN: JOHN LARSON, WL1 RM 19.158
501 WESTLAKE BOULEVARD
HOUSTON, TX 77079-3092

SCHULTZ MANAGEMENT, LTD.
500 N. AKARD, SUITE 2940
DALLAS, TX 75201

MS. ELIZABETH T. CALLOWAY
P.O. BOX 191767
DALLAS, TX 75219-1767

FRED E. TURNER, LLC
4925 GREENVILLE AVE., SUITE 852
DALLAS, TX 75206-4079

J. GLENN TURNER, JR. LLC
3838 OAK LAWN
SUITE 1450
DALLAS, TX 75219

XTO ENERGY, INC.
ATTN: EDWIN S. RYAN, JR.
810 HOUSTON STREET, STE 2000
FORT WORTH, TX 76102-6298

MARY FRANCES TURNER, JR TRUST
ATTN: BARRY L. DOMINICK
TX1-2931
P O BOX 660197
DALLAS, TX 75266-0197

MR. JOHN TURNER
PMB 285
317 SIDNEY BAKER SOUTH #400
KERRVILLE, TX 78028

PATRICIA P. SCHIEFFER TRUST, BANK OF AMERICA, N.A. AGT
ATTN: JEFF ANDERSON
P.O. BOX 2546
FORT WORTH, TX 76113-2546

FOREST OIL CORPORATION
ATTN: KEN MCPHEE
707 17th STREET
DENVER, CO 80202

MS. VICTORIA WEBB
806 CORDOVA
DALLAS, TX 75223

HENRIETTA E. SCHULTZ, TRUSTEE
500 NORTH AKARD, SUITE 2940
DALLAS, TX 75201

SACRAMENTO MUNICIPAL UTILITIES DISTRICT
ATTN: THOMAS INGWERS
P. O. BOX 15830
SACRAMENTO, CA 95852-1830

CONOCOPHILLIPS COMPANY
ATTN: CHIEF LANDMAN, SAN JUAN/ROCKIES
P. O. BOX 4289
FARMINGTON, NM 87499-4289