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ConocoPhillips
San Juan Business Unit
P.O. Box 4289
Farmington, NM 87499-4289
Burlington Resources Oil & Gas Co LP
"an affiliate of ConocoPhillips Company"

April 6, 2009

Bureau of Land Management
Farmington Resource Area
1235 La Plata Highway
Farmington, NM 87401

Commissioner of Public Lands
State of New Mexico
P. O. Box 1148
Santa Fe, NM 87501-1148

Oil Conservation Division
State of New Mexico
1220 S. Saint Francis Drive
Santa Fe, NM 87505

**RE: FIRST AMENDMENT- 2009 Plan of Development
SAN JUAN 28-6 UNIT 14-08-001-1051
RIO ARRIBA COUNTY, NEW MEXICO**

Ladies and Gentlemen:

By letter dated February 27, 2009 the San Juan 28-6 Unit Plan of Development was submitted for your approval. Subsequently it has been determined that the following wells should be included:

Well Name/Number	Dedicated Acreage	Formation
SAN JUAN 28-6 UNIT 165	E/2 30-028N-006W	Mesaverde Recomplete with Existing Dakota- Commingle

The working interest owners on the attached listing are being furnished a copy of this letter. ConocoPhillips, as Unit Operator, will drill any offset wells required to prevent drainage of unitized substances and any other wells deemed necessary by the working interest owners or Unit Operator.

In accordance to Section 10 of the Unit Agreement, please provide your approvals by executing and returning a copy of this letter to the undersigned.

Please contact me at (505) 326-9760 if there are any questions regarding this letter.

Sincerely,

Linda Dean

LKD/aer

xc: San Juan 28-6, 3.0 (2009)
San Juan 28-6 Working Interest Owners

SAN JUAN 28-6 UNIT
2009 PLAN OF DEVELOPMENT
FIRST AMENDMENT
April 6, 2009


SAN JUAN 28-6 UNIT
2009 PLAN OF DEVELOPMENT
FIRST AMENDMENT

Bureau of Land Management



New Mexico Oil Conservation Division

Date



Date

New Mexico Commissioner of Public Lands

Date

SAN JUAN 28-6 UNIT
2009 PLAN OF DEVELOPMENT
FIRST AMENDMENT
April 6, 2009

WORKING INTEREST OWNERS
SAN JUAN 28-6 UNIT

ATWELL & CO

BP AMERICA PRODUCTION COMPANY

BURLINGTON RESOURCES O&G CO LP

CAROLYN BEAMON TILLEY

CATHRYN BEAMON

CHARLES W GAY

CLAUDIA MARCIA LUNDELL GILMER

CONOCOPHILLIPS COMPANY

FOREST OIL CORPORATION

FOUR STAR OIL & GAS COMPANY

HARRINGTON ENERGY RESOURCES LP

HARRINGTON SOUTHWEST ENERGY LP

J&M RAYMOND LTD

JAMES R BEAMON

LINDA JEANNE LUNDELL LINDSEY

LORRAYN GAY HACKER

MESA ROYALTY TRUST

PIONEER NATURAL RESOURCES USA INC

ROBERT E BEAMON

ROBERT WALTER LUNDELL

SHARON BEAMON BURNS

SUSAN BEAMON PORTER

T H MCELVAIN OIL AND GAS PROP

TAMACAM LLC

WILLIAMS PRODUCTION COMPANY

XTO ENERGY INC