

March 17, 2010

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

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

WILLIAMS PRODUCTION COMPANY, LLC
One Williams Center
P.O. Box 3102

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 and Rio Arriba Counties, New Mexico
2010 Plan of Development

Gentlemen:

By letters dated March 22, April 2, May 6, and September 3, 2009, Williams Production Company, LLC as Rosa Unit Operator filed the 2009 Plan of Development for the Rosa Unit. Following is a summary of the operations proposed under the 2009 Plan of Development:

<u>Well Name</u>	<u>Formation</u>	<u>Operations Status</u>
Rosa Unit #5C	Mesaverde	Drilled waiting on Completion
Rosa Unit #5D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #6C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
Rosa Unit #9C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #12D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #15C	Mesaverde	Carried over to 2010 P.O.D.
Rosa Unit #16D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #17C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #18C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #19D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #20D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed

<u>Well Name</u>	<u>Formation</u>	<u>Operations Status</u>
Rosa Unit #25C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #29C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #32D	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #35D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #36C	Mesaverde	Carried over to 2010 P.O.D.
Rosa Unit #40E	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #41C	Mesaverde	Drilled waiting on Completion
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #46B	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #46C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #48E	Dakota	Carried over to 2010 P.O.D.
Rosa Unit Com #60B	Mesaverde	Drilled and Completed
Rosa Unit Com #60C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #72B	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #75D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #77C	Mesaverde	Carried over to 2010 P.O.D.
Rosa Unit #79C	Mesaverde	Carried over to 2010 P.O.D.
Rosa Unit #80C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #85C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
Rosa Unit #88C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
Rosa Unit #89D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit Com #90C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #91D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #125A	Mesaverde	Carried over to 2010 P.O.D.
	Mancos	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit Com #129D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #137C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed

<u>Well Name</u>	<u>Formation</u>	<u>Operations Status</u>
Rosa Unit #138D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #145D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #146C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #147D	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit Com #148C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #149C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #152D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #153C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
Rosa Unit #154B	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #156D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #160D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #162C	Mesaverde	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #164C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #165D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #167D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #166B	Mesaverde	Drilled waiting on Completion
Rosa Unit #168B	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #168C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #168R	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit Com #169D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #180D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed

<u>Well Name</u>	<u>Formation</u>	<u>Operations Status</u>
Rosa Unit #181D	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #183C	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #185C	Mesaverde	Carried over to 2010 P.O.D.
Rosa Unit #186B	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #187C	Mesaverde	Drilled waiting on Completion
Rosa Unit #189	Mesaverde	Drilled and Completed
	Mancos	Drilled and Completed
	Dakota	Drilled and Completed
Rosa Unit #189A	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #189C	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #193	Mesaverde	Carried over to 2010 P.O.D.
	Dakota	Carried over to 2010 P.O.D.
Rosa Unit #280A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #282A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #283A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #284A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #285A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #287A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #288A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #293A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #294A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #309A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #347	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #364	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #364A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #365	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #365A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #367	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #367A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #368	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #368A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #369	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #369A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #370A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #371A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #373	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #373A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #374A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit Com #377	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #382A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #383A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #384	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #384A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #385	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #385A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #386	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #386A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #387	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #388	Fruitland Coal	Carried over to 2010 P.O.D.

<u>Well Name</u>	<u>Formation</u>	<u>Operations Status</u>
Rosa Unit #388A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #390	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #390A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #391	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #391A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #392	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #392A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #393	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #394	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #394A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #395	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #395A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #396	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #396A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #397	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #398	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #398A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #399	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #399A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #400A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #401A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #402	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #402A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #403	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #403A	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #404	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #405	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #406	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #408	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #409	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #410	Fruitland Coal	Carried over to 2010 P.O.D.
Rosa Unit #630	Mancos Dakota	Carried over to 2010 P.O.D. Carried over to 2010 P.O.D.

The Participating Areas that have been established in the Rosa Unit are as follows:

<u>Formation</u>	<u>Revision</u>	<u>Effective</u>
Fruitland Coal	Twenty First	October 1, 2006
Pictured Cliffs	Eighth	June 1, 2000
Mesaverde	Twenty Sixth	September 1, 2001
Dakota	Twenty Second	August 1, 2002

Attached are maps of the Rosa Unit showing the boundaries of the Participating Areas as applicable.

All Rosa Unit wells that were drilled in 2009 were drilled as commingles. The following existing Mesaverde/Dakota wells were also commingled in 2009:

- Rosa Unit #85
- Rosa Unit #32B

The following wells were plugged and abandoned in 2009:

- Rosa Unit #53
- Rosa Unit #59
- Rosa Unit #94 SWD

Pursuant to Section 9 of the Rosa Unit Agreement, Williams Production Company, LLC is submitting a Plan of Development providing for the drill and completion of the following wells during 2010:

<u>Well Name</u>	<u>Drill Block</u>	<u>Formation</u>
Rosa Unit SWD #2	NW/4 Sec.25, T31N, R5W	Entrada (Disposal well)
Rosa Unit #5C	E/2 Sec. 26, T31N, R6W	Mesaverde
Rosa Unit #15C	E/2 Sec. 29, T31N, R5W	Mesaverde
Rosa Unit #29C (Mesaverde/ Dakota Dual)	E/2 Sec. 32, T32N, R6W	Mesaverde
Rosa Unit #32D	E/2 Sec. 32, T32N, R6W	Dakota
	N/2 Sec. 21, T31N, R5W	Mesaverde
	N/2 Sec. 21, T31N, R5W	Dakota
Rosa Unit #36C	E/2 Sec. 11, T31N, R6W	Mesaverde
Rosa Unit #40E	W/2 Sec. 11, T31N, R5W	Dakota
Rosa Unit #41C	ALL Sec. 5, T31N, R5W	Mesaverde
Rosa Unit #46B (Mesaverde/ Dakota Dual)	E/2 Sec. 8, T31N, R5W	Mesaverde
	N/2 Sec. 8, T31N, R5W	Dakota
Rosa Unit #46C (Mesaverde/ Dakota Dual)	E/2 Sec. 8, T31N, R5W	Mesaverde
	S/2 Sec. 8, T31N, R5W	Dakota
Rosa Unit #48E	E/2 Sec. 11, T31N, R5W	Dakota
Rosa Unit Com #60C (Mesaverde/ Dakota Dual)	ALL Sec. 4, T31N, R6W	Mesaverde
	ALL Sec. 4, T31N, R6W	Dakota
Rosa Unit #77C	S/2 Sec. 33, T31N, R5W	Mesaverde
Rosa Unit #79C	W/2 Sec. 22, T31N, R6W	Mesaverde
Rosa Unit #80C (Mesaverde/ Dakota Dual)	W/2 Sec. 8, T31N, R5W	Mesaverde
	S/2 Sec. 8, T31N, R5W	Dakota
Rosa Unit #125A	E/2 Sec. 13, T31N, R6W	Mesaverde
	E/2 Sec. 13, T31N, R6W	Mancos
	E/2 Sec. 13, T31N, R6W	Dakota
Rosa Unit #146C (Mesaverde/ Dakota Dual)	W/2 Sec. 28, T31N, R5W	Mesaverde
	W/2 Sec. 28, T31N, R5W	Dakota
Rosa Unit #147D	N/2 Sec. 33, T31N, R5W	Mesaverde
	N/2 Sec. 33, T31N, R5W	Dakota
Rosa Unit Com #148C (Mesaverde/ Dakota Dual)	ALL Sec. 2, T31N, R6W	Mesaverde
	ALL Sec. 2, T31N, R6W	Dakota
Rosa Unit #162C	S/2 Sec. 30, T31N, R5W	Mancos
Rosa Unit #166B	N/2 Sec. 30, T31N, R5W	Mesaverde
Rosa Unit #168B (Mesaverde/ Dakota Dual)	E/2 Sec. 28, T31N, R5W	Mesaverde
	E/2 Sec. 28, T31N, R5W	Dakota
Rosa Unit #168R (Mesaverde/ Dakota Dual)	E/2 Sec. 28, T31N, R5W	Mesaverde
	E/2 Sec. 28, T31N, R5W	Dakota
Rosa Unit #185C	S/2 Sec. 16, T31N, R6W	Mesaverde
Rosa Unit #186B (Mesaverde/ Dakota Dual)	N/2 Sec. 27, T31N, R5W	Mesaverde
	N/2 Sec. 27, T31N, R5W	Dakota
Rosa Unit #187C	W/2 Sec. 21, T31N, R5W	Mesaverde
Rosa Unit #189A (Mesaverde/ Dakota Dual)	E/2 Sec. 21, T31N, R5W	Mesaverde
	E/2 Sec. 21, T31N, R5W	Dakota
Rosa Unit #189C (Mesaverde/ Dakota Dual)	E/2 Sec. 21, T31N, R5W	Mesaverde
	E/2 Sec. 21, T31N, R5W	Dakota
Rosa Unit #193 (Mesaverde/ Dakota Dual)	W/2 Sec. 35, T31N, R5W	Mesaverde
	W/2 Sec. 35, T31N, R5W	Dakota
Rosa Unit #280A	W/2 Sec. 1, T31N, R4W	Fruitland Coal
Rosa Unit #282A	W/2 Sec. 2, T31N, R4W	Fruitland Coal
Rosa Unit #283A	E/2 Sec. 2, T31N, R4W	Fruitland Coal
Rosa Unit #284A	W/2 Sec. 3, T31N, R4W	Fruitland Coal
Rosa Unit #285A	E/2 Sec. 3, T31N, R4W	Fruitland Coal

<u>Well Name</u>	<u>Drill Block</u>	<u>Formation</u>
Rosa Unit #287A	S/2 Sec. 4, T31N, R4W	Fruitland Coal
Rosa Unit #288A	N/2 Sec. 4, T31N, R4W	Fruitland Coal
Rosa Unit #293A	N/2 Sec. 10, T31N, R4W	Fruitland Coal
Rosa Unit #294A	S/2 Sec. 10, T31N, R4W	Fruitland Coal
Rosa Unit #309A	E/2 Sec. 26, T31N, R4W	Fruitland Coal
Rosa Unit #347	W/2 Sec. 11, T31N, R4W	Fruitland Coal
Rosa Unit #364	S/2 Sec. 5, T31N, R4W	Fruitland Coal
Rosa Unit #364A	S/2 Sec. 5, T31N, R4W	Fruitland Coal
Rosa Unit #365	E/2 Sec. 7, T31N, R4W	Fruitland Coal
Rosa Unit #365A	E/2 Sec. 7, T31N, R4W	Fruitland Coal
Rosa Unit #367	W/2 Sec. 9, T31N, R4W	Fruitland Coal
Rosa Unit #367A	W/2 Sec. 9, T31N, R4W	Fruitland Coal
Rosa Unit #368	E/2 Sec. 9, T31N, R4W	Fruitland Coal
Rosa Unit #368A	E/2 Sec. 9, T31N, R4W	Fruitland Coal
Rosa Unit #369	E/2 Sec. 11, T31N, R4W	Fruitland Coal
Rosa Unit #369A	E/2 Sec. 11, T31N, R4W	Fruitland Coal
Rosa Unit #370A	W/2 Sec. 19, T31N, R4W	Fruitland Coal
Rosa Unit #371A	W/2 Sec. 13, T31N, R5W	Fruitland Coal
Rosa Unit #373	W/2 Sec. 15, T31N, R5W	Fruitland Coal
Rosa Unit #373A	W/2 Sec. 15, T31N, R5W	Fruitland Coal
Rosa Unit #374A	E/2 Sec. 16, T31N, R5W	Fruitland Coal
Rosa Unit Com #377	N/2 Sec. 26, T31N, R5W	Fruitland Coal
Rosa Unit #382A	E/2 Sec. 12, T31N, R5W	Fruitland Coal
Rosa Unit #383A	E/2 Sec. 29, T31N, R4W	Fruitland Coal
Rosa Unit #384	E/2 Sec. 21, T31N, R4W	Fruitland Coal
Rosa Unit #384A	E/2 Sec. 21, T31N, R4W	Fruitland Coal
Rosa Unit #385	W/2 Sec. 21, T31N, R4W	Fruitland Coal
Rosa Unit #385A	W/2 Sec. 21, T31N, R4W	Fruitland Coal
Rosa Unit #386	N/2 Sec. 5, T31N, R4W	Fruitland Coal
Rosa Unit #386A	N/2 Sec. 5, T31N, R4W	Fruitland Coal
Rosa Unit #387	S/2 Sec. 10, T31N, R5W	Fruitland Coal
Rosa Unit #388	E/2 Sec. 1, T31N, R4W	Fruitland Coal
Rosa Unit #388A	E/2 Sec. 1, T31N, R4W	Fruitland Coal
Rosa Unit #390	E/2 Sec. 8, T31N, R4W	Fruitland Coal
Rosa Unit #390A	E/2 Sec. 8, T31N, R4W	Fruitland Coal
Rosa Unit #391	W/2 Sec. 8, T31N, R4W	Fruitland Coal
Rosa Unit #391A	W/2 Sec. 8, T31N, R4W	Fruitland Coal
Rosa Unit #392	E/2 Sec. 15, T31N, R4W	Fruitland Coal
Rosa Unit #392A	E/2 Sec. 15, T31N, R4W	Fruitland Coal
Rosa Unit #393	W/2 Sec. 15, T31N, R4W	Fruitland Coal
Rosa Unit #394	E/2 Sec. 24, T31N, R5W	Fruitland Coal
Rosa Unit #394A	E/2 Sec. 24, T31N, R5W	Fruitland Coal
Rosa Unit #395	N/2 Sec. 6, T31N, R4W	Fruitland Coal
Rosa Unit #395A	N/2 Sec. 6, T31N, R4W	Fruitland Coal
Rosa Unit #396	S/2 Sec. 6, T31N, R4W	Fruitland Coal
Rosa Unit #396A	S/2 Sec. 6, T31N, R4W	Fruitland Coal
Rosa Unit #397	E/2 Sec. 27, T31N, R4W	Fruitland Coal
Rosa Unit #398	W/2 Sec. 27, T31N, R4W	Fruitland Coal
Rosa Unit #398A	W/2 Sec. 27, T31N, R4W	Fruitland Coal
Rosa Unit #399	E/2 Sec. 31, T31N, R4W	Fruitland Coal
Rosa Unit #399A	E/2 Sec. 31, T31N, R4W	Fruitland Coal
Rosa Unit #400A	E/2 Sec. 9, T31N, R5W	Fruitland Coal
Rosa Unit #401A	E/2 Sec. 15, T31N, R5W	Fruitland Coal
Rosa Unit #402	E/2 Sec. 13, T31N, R5W	Fruitland Coal
Rosa Unit #402A	E/2 Sec. 13, T31N, R5W	Fruitland Coal
Rosa Unit #403	E/2 Sec. 14, T31N, R5W	Fruitland Coal

<u>Well Name</u>	<u>Drill Block</u>	<u>Formation</u>
Rosa Unit #403A	E/2 Sec. 14, T31N, R5W	Fruitland Coal
Rosa Unit #404	W/2 Sec. 14, T31N, R5W	Fruitland Coal
Rosa Unit #405	W/2 Sec. 12, T31N, R5W	Fruitland Coal
Rosa Unit #406	E/2 Sec. 36, T31N, R5W	Fruitland Coal
Rosa Unit #408	N/2 Sec. 18, T31N, R4W	Fruitland Coal
Rosa Unit #409	S/2 Sec. 18, T31N, R4W	Fruitland Coal
Rosa Unit #410	E/2 Sec. 20, T31N, R4W	Fruitland Coal
Rosa Unit #630	S/2 Sec. 7, T31N, R4W	Mesaverde
	S/2 Sec. 7, T31N, R4W	Mancos
	S/2 Sec. 7, T31N, R4W	Dakota
Rosa Unit #634B	N/2 Sec. 23, T31N, R6W	Mancos Horizontal
Rosa Unit #635C	N/2 Sec. 20, T31N, R5W	Mancos Horizontal

Williams Production Company, LLC, 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 the Working Interest Owners.

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

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

Sincerely,



Brennan West
Landman
Williams Production Company, LLC

Enclosures

cc: Working Interest Owners
Kris Russell
Bryan Holmes
Gary Sizemore
Ralph Hawks
Kirk Place
Bobby Goodwin
Larry Higgins
Ken McQueen

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

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

APPROVED: *Ed Martin* DATE: 3/29/10
Oil Conservation Commission
Subject to like approval by the Area
Oil and Gas Supervisor and the
Commissioner of Public Lands

The foregoing approvals are for the 2010 Plan of Development for the Rosa Unit I, Section No.587.

WORKING INTEREST OWNERS
ROSA UNIT

BP AMERICA PRODUCTION CO.
ATTN: DONNA JONES
P.O. BOX 3092
HOUSTON, TX 77253

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
4809 COLE AVE.
SUITE 212
DALLAS, TX 75205

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

MARY FRANCES TURNER, JR TRUST
ATTN: SHERI ANDERSON
TX1-2931
P O BOX 660197
DALLAS, TX 75266-0197

MR. JOHN TURNER
P.O. BOX 329
PORT ARANSAS, TX 78373

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

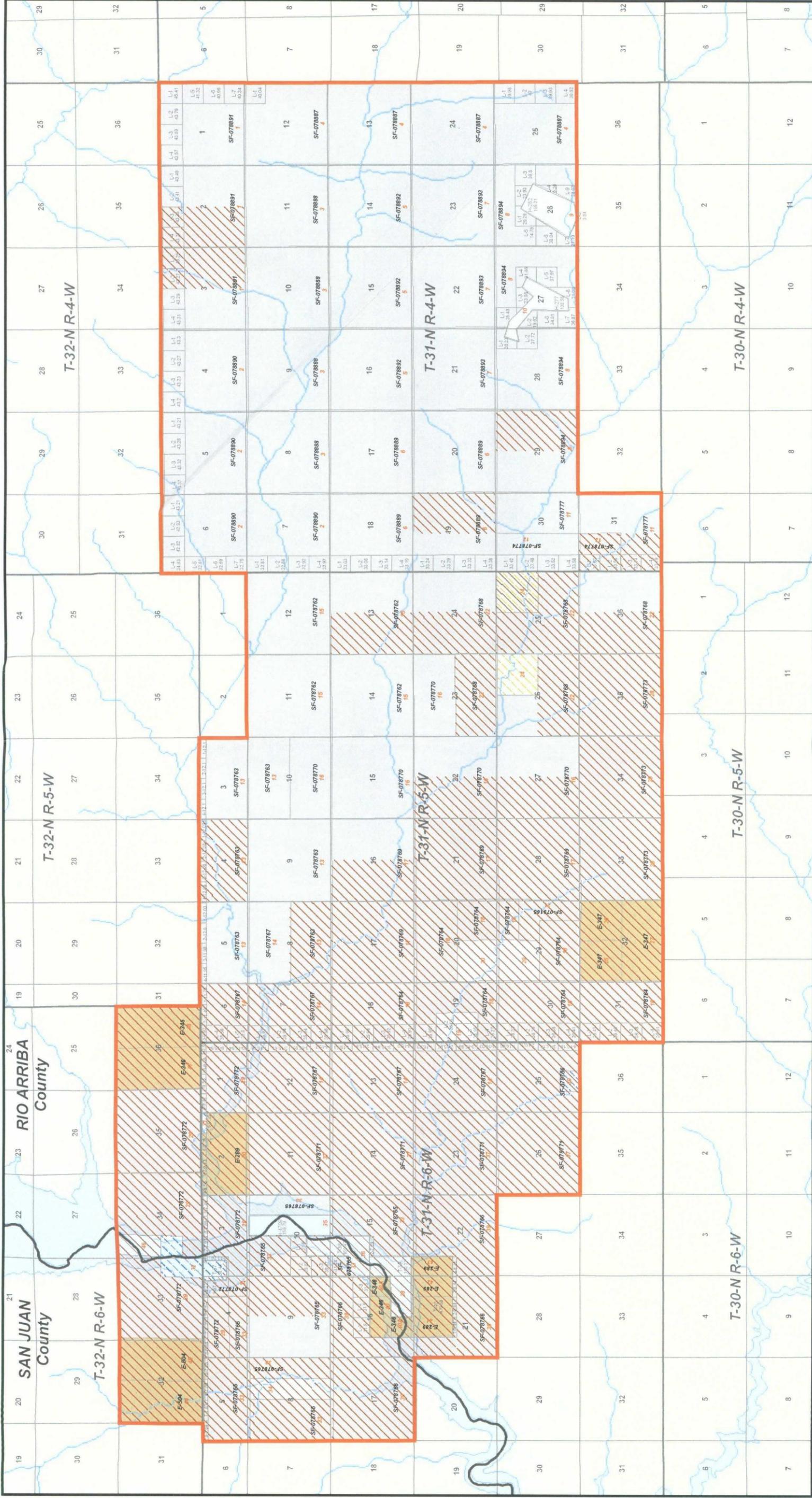
OMIMEX PETROLUEM, INC.
ATTN: CLARK P. STORMS
2001 BEACH ST., SUITE 810
FORT WORTH, TX 76103

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: BARRY BRUNELLE
P. O. BOX 15830
SACRAMENTO, CA 95852-1830

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



Williams Exploration & Production **Williams**

Rosa Unit
Fruitland Formation
San Juan and Rio Arriba Counties, New Mexico

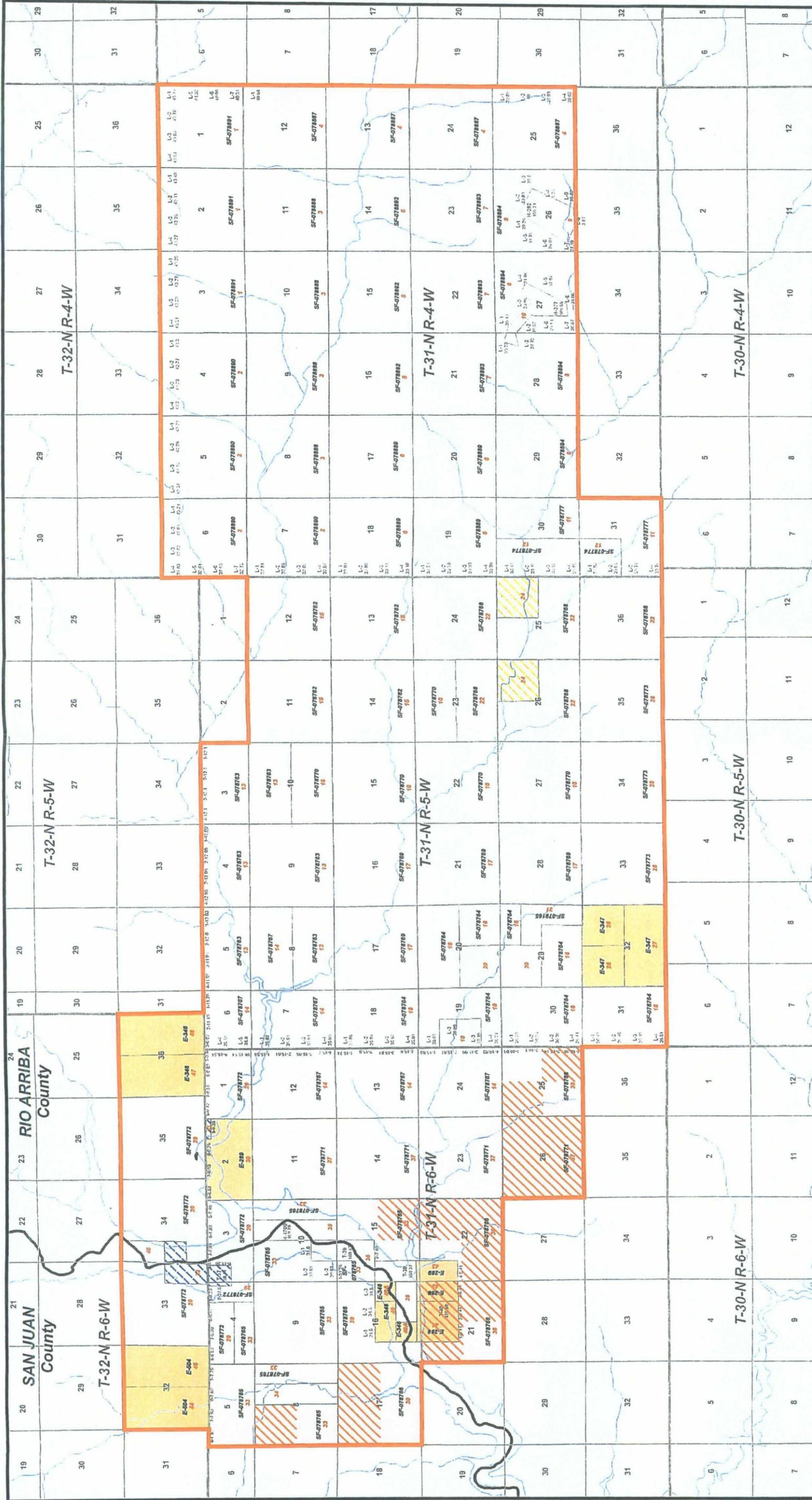
Scale: 1:72,000
 Date: 2/26/2010
 Projection: NAD 1983 State Plane NM West
 Author: TJ

6,000 3,000 0 6,000 12,000 Feet

Rosa Unit Tract No: XX

- Fruitland Participating Area Int - 21st Expansion
- Mineral Ownership
- Federal
- Fee
- Partially Committed
- State
- Not Committed

Map Document: (\\wms\stg01\gis\Project\San_Juan\Rosa_Unit\Participating_Areas\rosa_unit_rtr_pa_int-21.mxd)
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Williams Exploration & Production

Rosa Unit
Pictured Cliffs Formation
San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000
Projection: NAD 1983 State Plane NM West

Date: 7/2/2007
Author: SA

Williams Exploration & Production

Rosa Unit
Pictured Cliffs Formation
San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000
Projection: NAD 1983 State Plane NM West

Date: 7/2/2007
Author: SA

Williams Exploration & Production

Rosa Unit
Pictured Cliffs Formation
San Juan and Rio Arriba Counties, New Mexico

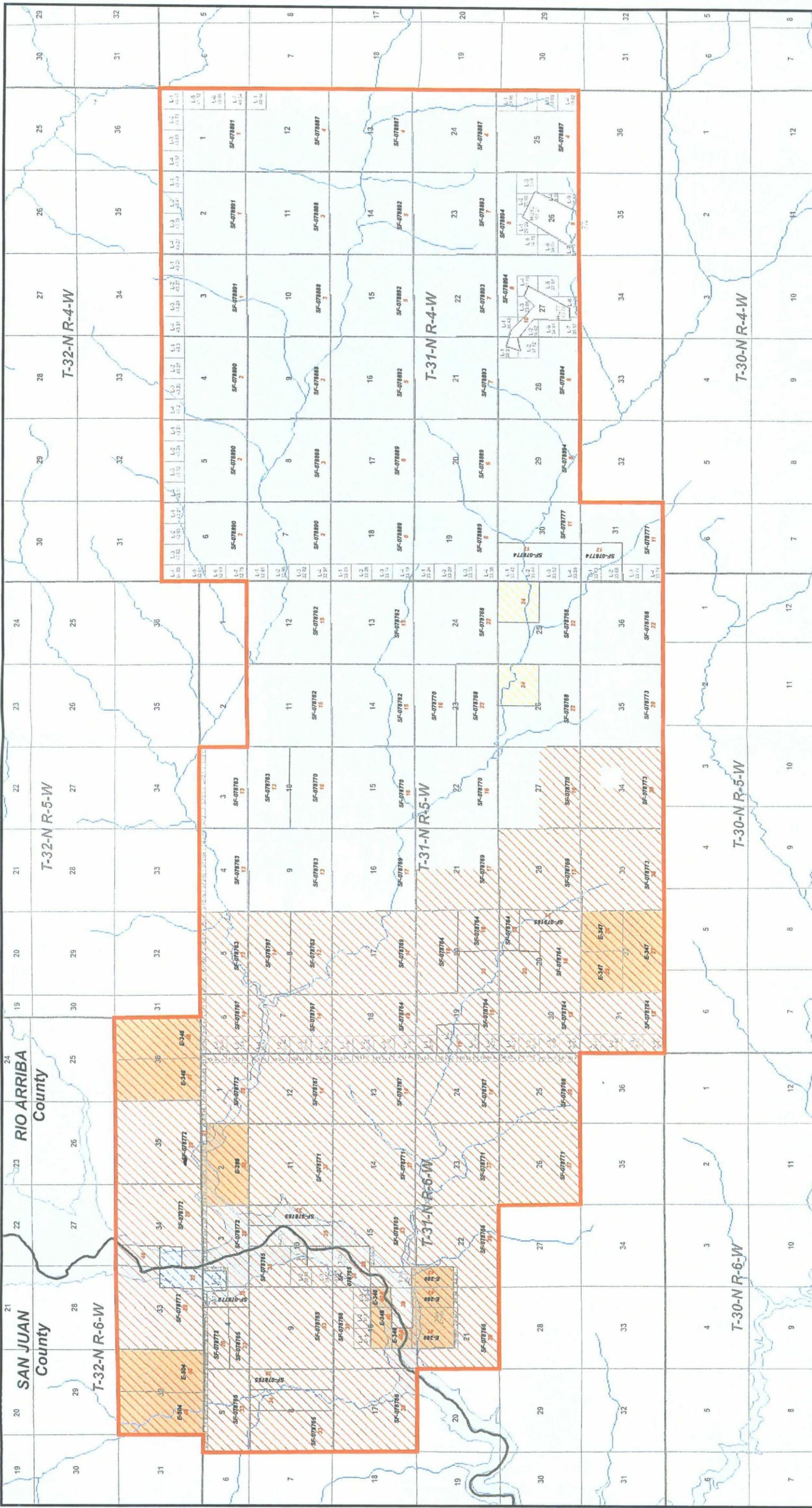
Scale: 1:72,000
Projection: NAD 1983 State Plane NM West

Date: 7/2/2007
Author: SA

- Pictured Cliffs Participating Area-8th Expansion
- Mineral Ownership
- Federal
- Fee
- Partially Committed
- State
- Not Committed

Rosa Unit Tract No: XX

6,000 3,000 0 6,000 12,000 Feet



Exporation & Production

Rosa Unit
Mesaverde Formation
San Juan and Rio Arriba Counties, New Mexico

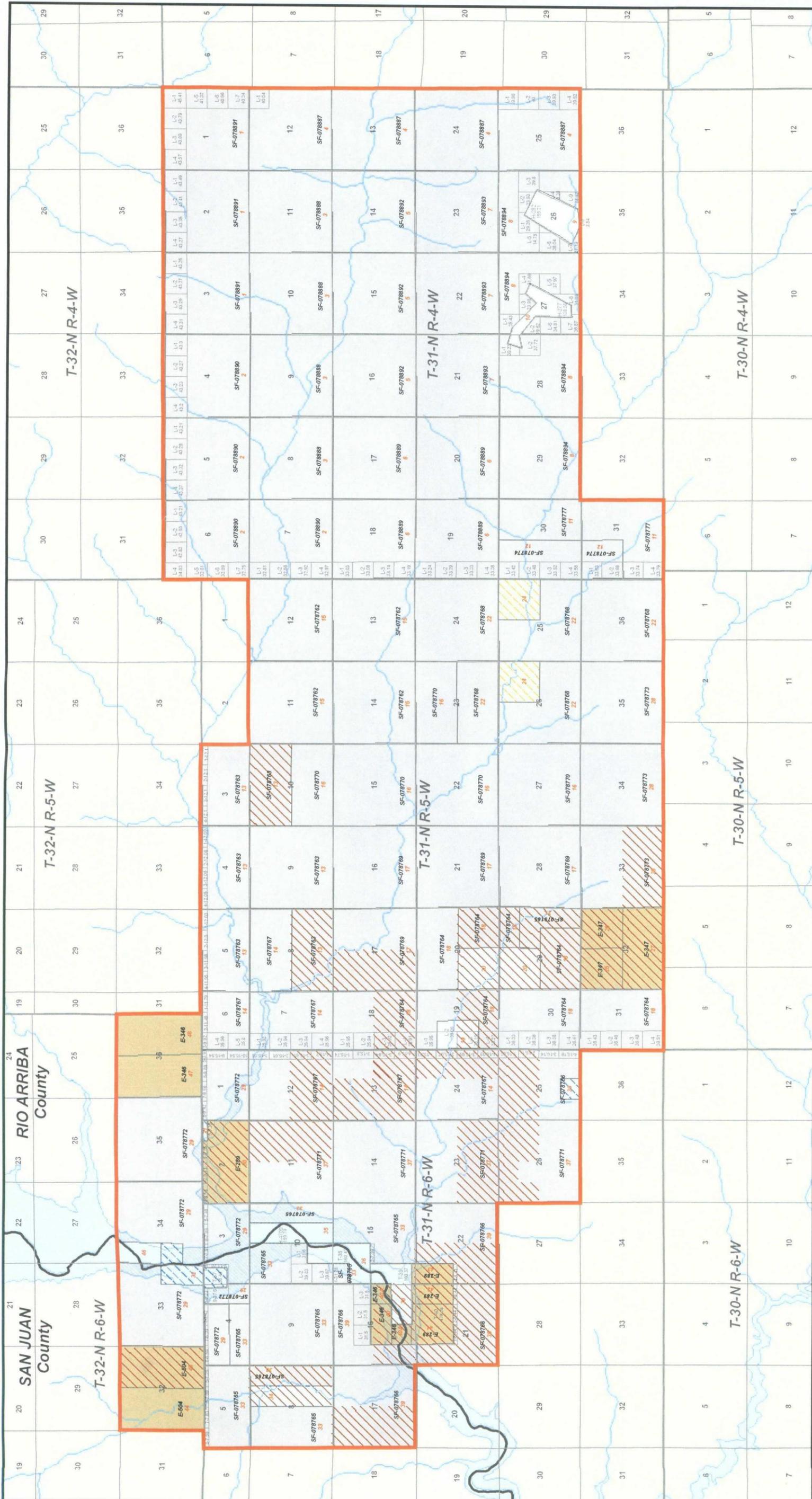
Scale: 1:72,000 Projection: NAD 1983 State Plane NM West
 Date: 3/7/2007 Author: SA

6,000 3,000 0 6,000 12,000 Feet

Mesaverde Participating Area-26th Expansion
 Mineral Ownership
 Federal
 Fee
 Partially Committed
 State
 Not Committed

Rosa Unit Tract No: XX

Map Document: (G:\Project\San_Juan\Rosa_Unit\Participating_Areas\rossa_unit_mv_pa.mxd)
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Exporation & Production

Rosa Unit
Dakota Formation
 San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000 Projection: NAD 1983 State Plane NM West
 Date: 2/26/2010 Author: TJ

12,000 Feet
 6,000 3,000 0 6,000

Rosa Unit Tract No: XX

Dakota Participating Area- Initial -22nd Expansion
 Mineral Ownership
 Federal
 Fee
 Partially Committed
 State
 Not Committed