

ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
- Engineering Bureau -
1220 South St. Francis Drive, Santa Fe, NM 87505



Williams Production
Co. LLC
Rosa Unit #381A

ADMINISTRATIVE APPLICATION CHECKLIST

Rio Arriba,

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

- [NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
[DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
[PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
[WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
[SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
[EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

NSL 5883

[1] **TYPE OF APPLICATION** - Check Those Which Apply for [A]

- [A] Location - Spacing Unit - Simultaneous Dedication
 NSL NSP SD

Check One Only for [B] or [C]

- [B] Commingling - Storage - Measurement
 DHC CTB PLC PC OLS OLM

- [C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
 WFX PMX SWD IPI EOR PPR

- [D] Other: Specify _____

[2] **NOTIFICATION REQUIRED TO:** - Check Those Which Apply, or Does Not Apply

- [A] Working, Royalty or Overriding Royalty Interest Owners
[B] Offset Operators, Leaseholders or Surface Owner
[C] Application is One Which Requires Published Legal Notice
[D] Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
[E] For all of the above, Proof of Notification or Publication is Attached, and/or,
[F] Waivers are Attached

2008 JUN 20 AM 11:40
RECEIVED

[3] **SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.**

[4] **CERTIFICATION:** I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

Heather Riley
Print or Type Name

Heather Riley
Signature

Regulatory Specialist 6/18/08
Title Date

heather.riley@williams.com
e-mail Address



P. O. Box 640
Aztec, NM 87410
(505) 634-4222
(505) 634-4205 (fax)
Heather.riley@williams.com

June 18, 2008

Mark E. Fesmire
NEW MEXICO OIL CONSERVATION DIVISION
1220 South Saint Francis Drive
Santa Fe, NM 87505

Re: *Request for Administrative Approval for Non-standard Fruitland Coal Location
Rosa Unit #381A
API # 30-039-30236
SE4 Sec. 10, T31N, R6W
660' FSL & 50' FEL*

Dear Mr. Fesmire:

Williams Production Co., LLC, is requesting administrative approval to construct the Rosa Unit #381A as a single Fruitland Coal in a non-standard location. Pursuant to Order No. R-8768-B, spacing requirements state that the wells shall be located not closer than 660 feet to any outer boundary of the proration unit nor closer than 10 feet to any interior quarter or quarter-quarter section line or subdivision inner boundary. Given these requirements, this location is non-standard to the east by 610 feet.

Due to topographical constraints (Navajo Lake takes up the entirety of the east half of section 10), we had to locate the surface location in the W2 of section 11 and directionally drill to SE4 of Section 10. Given the distance limitations for directional drilling and concerns of drainage interference from the existing and proposed wells, i.e. the Rosa Unit #216, the Rosa Unit #216A, the Rosa Unit #222, and the Rosa Unit #214A, the above described bottom hole location was chosen.

As the Unit Operator of the Rosa Unit, Williams Production is the only offset operator, thereby this proposed non-standard location would not affect any other operators.

The offset unit's working interest owners to the east are uncommon with the subject unit but there are no unleased minerals. The well is encroaching on the W2 of section 11 which is in the Fruitland PA. Therefore, notice will be given to those owners and a list is attached hereto.

Mark E. Fesmire
June 18, 2008
Page 2 of 2

Enclosed for your reference are copies of the Participating Area maps for the Fruitland Formation. As you can see, section 10 is not in the PA.

The spacing unit for the Fruitland is the east half and the other Fruitland well in the spacing unit is the Rosa Unit #381.

Should you have any questions or concerns, please don't hesitate to contact me at the phone numbers listed above. You can also contact Vern Hansen at our Tulsa office at (918) 573-6169.

Sincerely,



Heather Riley
Regulatory Specialist

Enc.: 1st page of the APD
Plat
Topographic map
Drainage Map
PA Map (FT)
List of affected persons

U. 1K
C: File
C: M Lane - TL
C: WFS
C: NCI
C: Gray

C. Drt
C: Zig

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

APPLICATION FOR PERMIT TO DRILL OR REENTER

2007 MAR 30 11:12

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. NMSF-078765	
1b. Type of Well: <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allocated or Tribe Name	
2. Name of Operator Williams Production Company, LLC		7. If Unit or CA Agreement, Name and No. Rosa Unit	
3a. Address P.O. Box 640 Aztec, NM 87410		8. Lease Name and Well No. 381A	
3b. Phone No. (include area code) (505) 634-4208		9. API Well No. 30-039-30236	
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface: 430'-E-SL & 1120'-FWL, Section 11, T-31N, R-6W. At proposed prod. zone: 660'-FSL & 50' FEL, Section 10, T-31N, R-6W. BML		10. Field and Pool, or Exploratory Basin-Fruitland-Coal	
14. Distance in miles and direction from nearest town or post office* approximately 24 miles northeast of Blanco, New Mexico		11. Sec., T., R., M., or Blk. and Survey or Area Section 11, 31N, 6W surface	
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 50'	16. No. of Acres in lease 2460.230	12. County or Parish Rio Arriba	
17. Spacing Unit dedicated to this well 320.0 (E/2)	13. State NM	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1500'	
19. Proposed Depth 3622'	20. BLM/BIA Bond No. on file UT0847	21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6,388' GR	
22. Approximate date work will start* April 1, 2007	23. Estimated duration 1 month	24. Attachments	

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification.
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature <i>Larry C. Higgins</i>	Name (Printed Typed) Larry Higgins	Date 3-30-07
Title Drilling COM		
Approved by (Signature) <i>[Signature]</i>	Name (Printed Typed) AFM	Date 9/4/07
Title AFM	Office FFO	

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

Williams Exploration and Production Company, LLC, proposes to develop the Basin Fruitland Coal formation at the above described location in accordance with the attached drilling and surface use plans.

The well pad surface is under jurisdiction of the BLM.

This location has been archaeologically surveyed by La Plata Archaeological Consultants. Copies of their report have been submitted directly to the BLM.

An access road to the Rosa #9C (1950 feet) would also be used to access this well pad. A pipeline tie of 73.1 feet would be required for this well. The proposed pipeline would also be located on public lands.

District I
1625 N. French Dr., Hobbs, NM 88240

District II
1301 W. Grand Avenue, Artesia, NM 88210

District III
1000 Rio Brazos Rd., Aztec, NM 87410

District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy, Minerals & Natural Resources Department

Form C-102
Revised October 12, 2005
Instructions on back
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

2007 MAR 23 PM 12:09

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

*API Number		*Pool Code 71629	*Pool Name BASIN FRUITLAND COAL
*Property Code 17033	*Property Name ROSA UNIT		*Well Number 381A
*OGRID No. 120782	*Operator Name WILLIAMS PRODUCTION COMPANY		*Elevation 6388'

¹⁰ Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
M	11	31N	6W		430	SOUTH	1120	WEST	RIO ARRIBA

¹¹ Bottom Hole Location If Different From Surface

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
P	10	31N	6W		660	SOUTH	50	EAST	RIO ARRIBA

¹² Dedicated Acres 320.0 Acres - (E/2)	¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.
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NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

¹⁷ OPERATOR CERTIFICATION

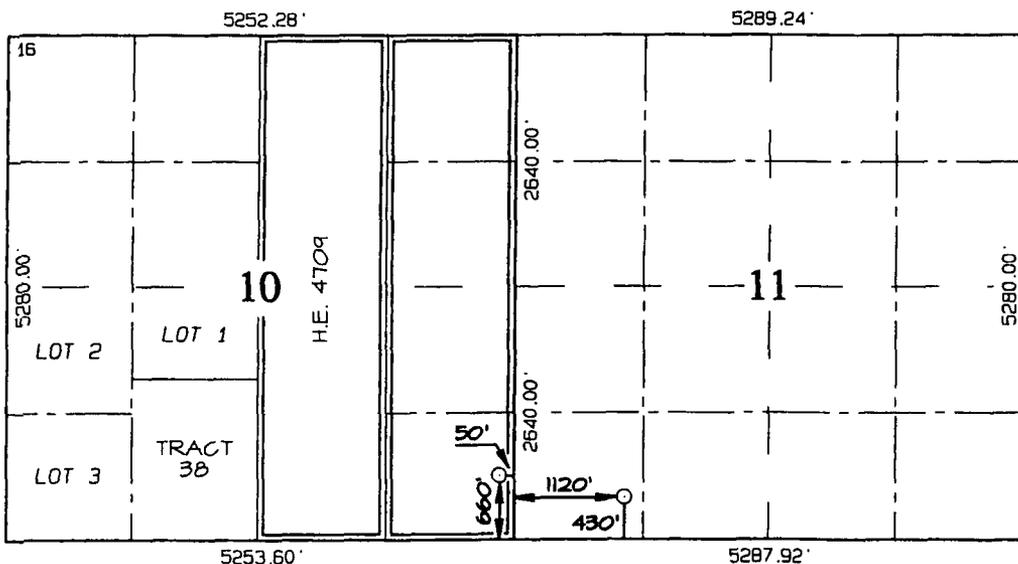
I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom-hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

Larry Higgins 3-30-07
Signature Date
LARRY HIGGINS
Printed Name

¹⁸ SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.

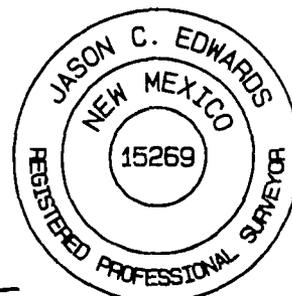
Survey Date: DECEMBER 7, 2006
Signature and Seal of Professional Surveyor



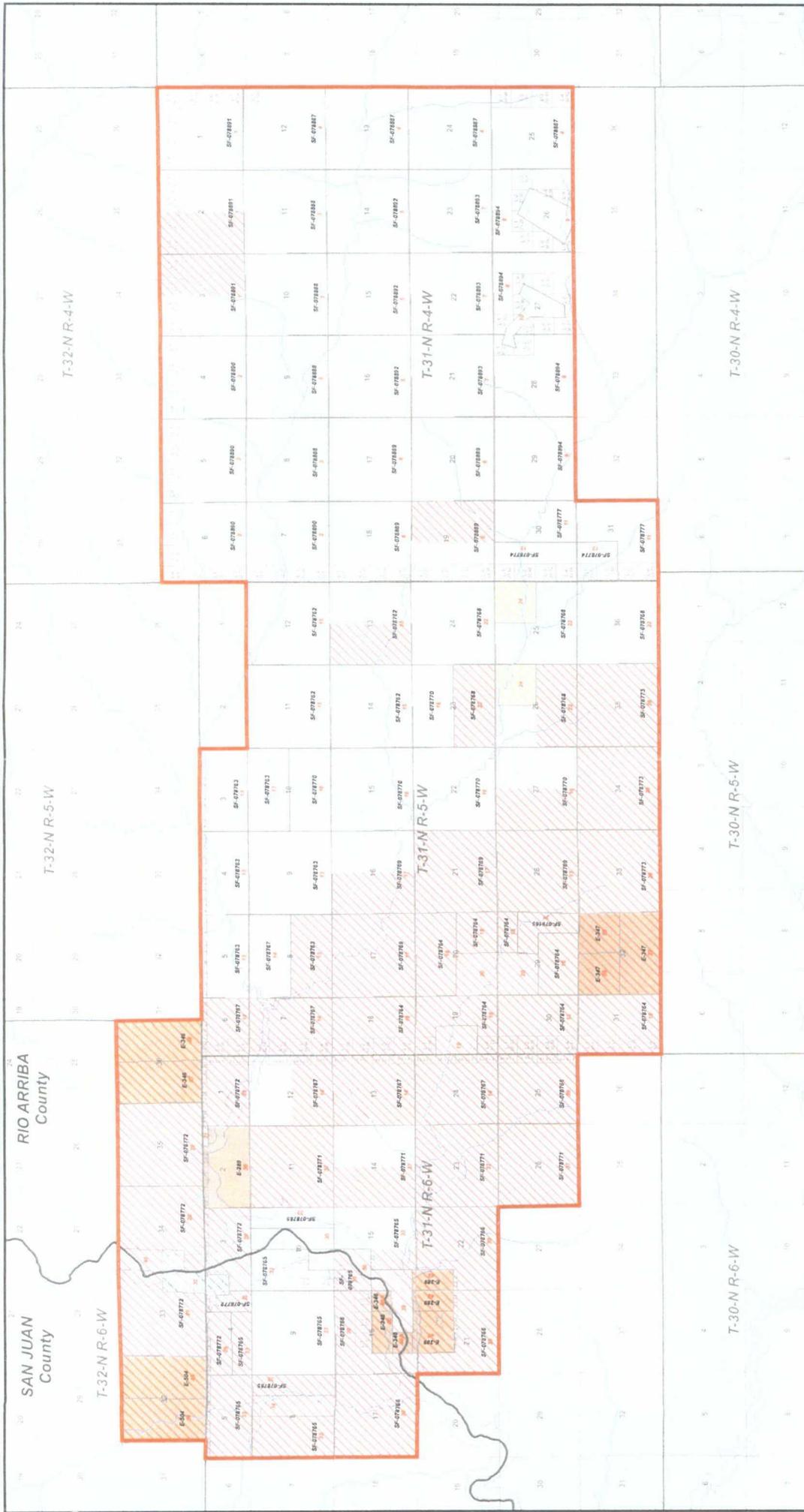
BOTTOM-HOLE
LAT: 36.90871°N
LONG: 107.44080°W
DATUM: NAD1983

NTD: 49.3°N 1144.5'

SURFACE LOCATION
LAT: 36.90807°N
LONG: 107.45740°W
DATUM: NAD1983



JASON C. EDWARDS
Certificate Number 15269



Williams Exploration & Production **Williams**

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

Scale: 1:72,000 Projection: NAD 1983 State Plane (N.M. West)
 Date: 3/7/2007 Author: SA

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

Rosa Unit Tract No: XX

Map Document: G:\Project\San_Juan\Rosa_Unit\Participating_Areas\rosa_unit_ft_pa.mxd
 3/7/2007 - 11:06:50 AM

June 18, 2008

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

AFFECTED INTEREST OWNERS

Re: Application of Williams Production Company, LLC for administrative approval of an unorthodox well location for its proposed Rosa Unit #381A Fruitland formation well to be drilled at a location of 660' FSL & 50' FEL, Section 10, T31N, R6W, N.M.P.M., Rio Arriba County, New Mexico

Ladies and Gentlemen:

Enclosed is a copy of the above-referenced application which was filed with the New Mexico Oil Conservation Division on this date by Williams Production Company, LLC for administrative approval of an unorthodox well location for its Rosa Unit #381A, to be drilled to the Fruitland formation at a location of 660' FSL & 50' FEL, Section 10, T31N, R6W, N.M.P.M., Rio Arriba County, New Mexico. In the east half of Section 10, T31N, R6W a standard 320.00 acre spacing unit is dedicated to the well.

As an owner of an interest that may be affected by the proposed well, you may object to this application. Objections must be filed in writing within twenty days from this date at the Division's Santa Fe office that is located at 1220 South Saint Francis Drive, Santa Fe, New Mexico 87505. If no objection is received within this twenty-day period, this application for an unorthodox well location may be approved.

Sincerely,

Vern Hansen
Senior Staff Landman

Rosa Unit #381A Fruitland Formation Well
Affected Interest Owners
(Rosa Unit Fruitland PA Owners)

BP AMERICA PRODUCTION CO.
ATTN: JOHN LARSON
P.O. BOX 3092
HOUSTON, TX 77253

MR. FRED E. TURNER, L.L.C.
4925 GREENVILLE AVENUE, SUITE 852
DALLAS, TX 75206-4079

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

MR. J. GLENN TURNER, JR., L.L.C.
3838 OAK LAWN, SUITE 1450
DALLAS, TX 75219

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

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

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

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

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