In Lieu of
Form 3160
(June 1990)

UNITED STATES
DEPARTMENT OF INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No 1004-0135
Expires March 31, 1993

SUNDRY NOTICE AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir. Use "APPLICATION TO DRILL" for permit for such proposals

5. Lease Designation and Serial No
NMSF-078772

6. If Indian, Allottee or Tribe Name

RECEIVED
AUG 26 2010
Farmington Field Office
Bureau of Land Management

SUBMIT IN TRIPLICATE

7. If Unit or CA, Agreement Designation
Rosa Unit

1. Type of Well
Oil Well Gas Well X Other

8 Well Name and No
Rosa Unit 164C

2. Name of Operator
WILLIAMS PRODUCTION COMPANY

9. API Well No.
30-039-30109

3. Address and Telephone No
PO Box 640 Aztec, NM 87410-0640

10 Field and Pool, or Exploratory Area
Blanco MV/Basin MC/ Basin DK

4. Location of Well (Footage, Sec., T., R , M , or Survey Description)
Sur: 1840' FSL & 865' FEL – BHL: 204' FSL & 929' FEL, SEC 1, 31N, 6W

11. County or Parish, State
Rio Arriba, New Mexico

CHECK APPROPRIATE BOX(s) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION	
Notice of Intent	Abandonment	Change of Plans
X Subsequent Report	Recompletion	New Construction
Final Abandonment	Plugging Back	Non-Routine Fracturing
	Casing Repair	Water Shut-Off
	Altering Casing	Conversion to Injection
	X Other Reallocation	Dispose Water
		(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work)*

Williams E&P has run Protechnic's Completion profiler tool for allocation purposes on the Rosa Unit #164C. Based on the results obtained, Williams proposes the following allocation:

Mesaverde	75%	457	Mcf/d
Mancos	9%	53	Mcf/d
Dakota	16%	93	Mcf/d
Total	**100%**	**603**	**Mcf/d**

DHC 3249 AZ

RCVD AUG 30 '10
OIL CONS. DIV.
DIST. 3

14. I hereby certify that the foregoing is true and correct

Signed Larry Higgins Title Permit Supervisor Date 8/25/10

(This space for Federal or State office use)

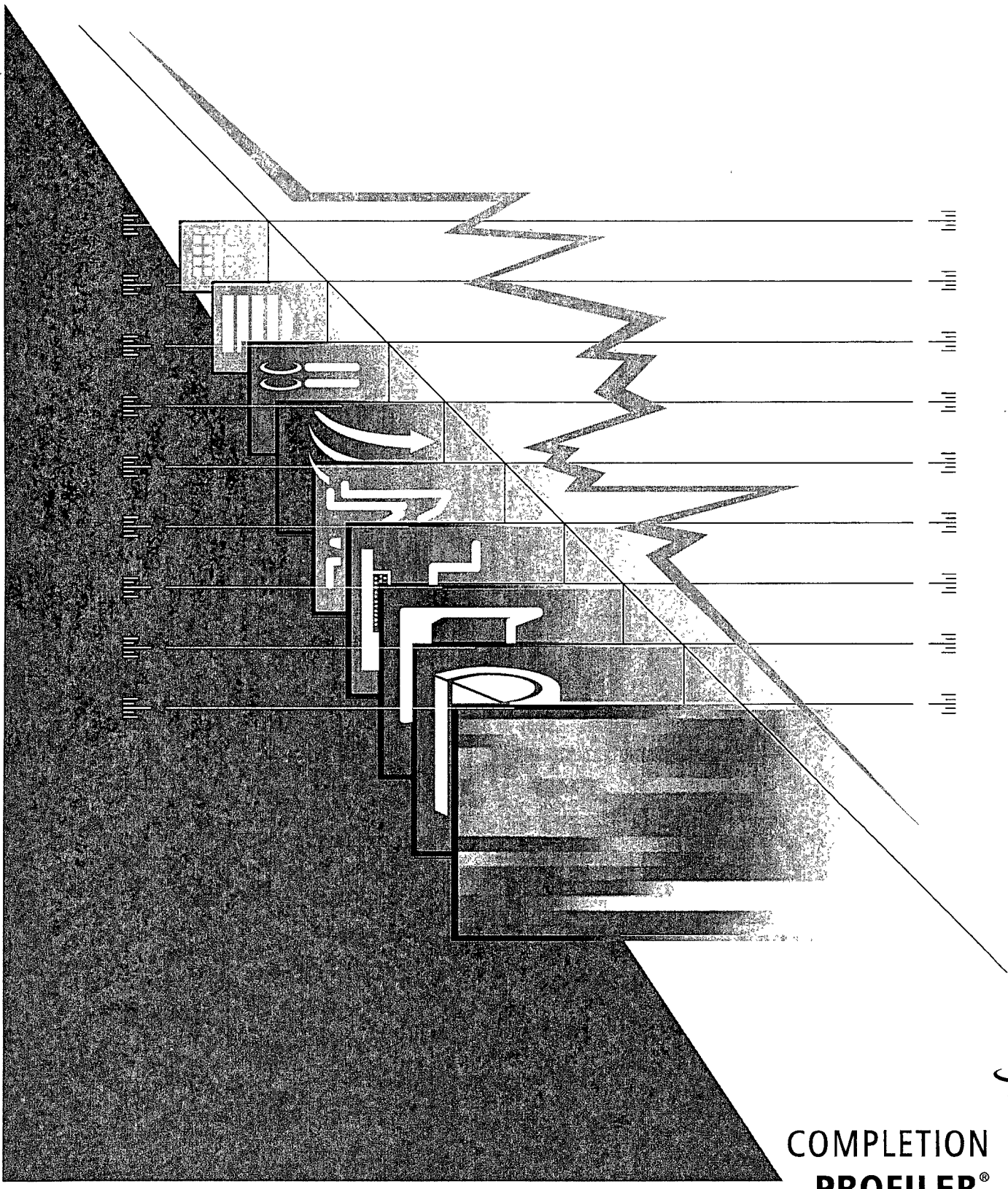
Approved by Joe Hewitt Title Geo Date 8-27-10

Conditions of approval, if any:

Title 18 U S.C Section 1001, makes 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

NMOCD

Williams Production Company
Rosa Unit #164C

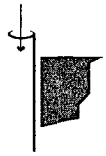


COMPLETION
PROFILER®

MEASUREDSOLUTIONS

ProTechnics
A CORE LABORATORIES COMPANY

Completion Profile Analysis



Company	*Williams Production Company*
Well Name	*Rosa Unit #164C*
Field	*Blanco Mesaverde/Basin Dakota*
Location	*Rio Arriba County, New Mexico*
Customer Name	*Justin Stolworthy*
Date of Survey	*August 4, 2010*
Date of Analysis	*August 17, 2010*
Logging Engineer	*Jeff White*
Analyst	*Derrick George*

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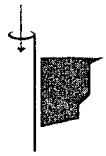


Survey Objectives

- Identify the source of water production.
- Identify gas producing intervals.
- Quantitative production profile.

Logging Procedures

Date	Time	Comment
08/04	14:15	Arrive on location
08/04	13:00	Gauge run start
08/04	14:00	Gauge run stop
08/04	14:57	Program Completion Profile String
08/04	15:09	Start GIH pass
08/04	15:30	Stop GIH pass
08/04	16:00	Start logging passes
08/04	19:33	Stop logging passes
08/04	19:41	Start out of well pass
08/04	20:02	Stop out of well pass
08/04	20:08	Start download
08/04	20:35	Stop download
08/04	21:00	Rig down

Interval Logged: [From 5,511 to 8,359 ft.]
60 ft/min
90 ft/min
120 ft/min

Well Information

Casing: 5.500" 17.0 lb/ft surface to 8,463 ft PBTD: 8,464 ft

Tubing: 2.375" 4.7 lb/ft surface to 5,441 ft

Perforations: 5,604; 5,606; 5,608; 5,650; 5,652; 5,684; 5,686; 5,706; 5,708; 5,716; 5,718; 5,720; 5,816; 5,818; 5,820; 5,822; 5,824; 5,850; 5,852; 5,854; 5,868; 5,870; 5,872; 5,874; 5,876; 5,878; 5,880; 5,882; 5,884; 5,886; 5,888; 5,890; 5,896; 5,898; 5,900; 5,902; 5,904; 5,906; 5,908; 5,910; 5,912; 5,914; 5,916; 5,964; 5,966; 5,968; 5,970; 5,972; 5,978; 5,980; 5,982; 5,990; 5,992; 5,994; 5,996; 5,998 ft (Stage 5 - Cliff House/Menefee)

6,044; 6,048; 6,052; 6,066; 6,070; 6,074; 6,078; 6,082; 6,086; 6,090; 6,094; 6,098; 6,102; 6,106; 6,110; 6,114; 6,118; 6,122; 6,126; 6,130; 6,134; 6,138; 6,142; 6,146; 6,150; 6,154; 6,158; 6,162; 6,166; 6,170; 6,174; 6,178; 6,182; 6,186; 6,190; 6,194; 6,198; 6,202; 6,206; 6,328; 6,330; 6,332; 6,334; 6,336; 6,348; 6,350; 6,352; 6,354; 6,358; 6,360; 6,362; 6,368; 6,370; 6,372; 6,408; 6,410; 6,412 ft
(Stage 4 - Point Lookout)

7,204; 7,214; 7,230; 7,259; 7,267; 7,282; 7,294; 7,309; 7,319; 7,329; 7,337; 7,347; 7,359; 7,369; 7,379; 7,389; 7,399; 7,409; 7,417; 7,429; 7,441; 7,448; 7,458; 7,466; 7,476 ft (Stage 3 - Upper Mancos)

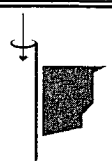
7,554; 7,560; 7,566; 7,579; 7,588; 7,594; 7,600; 7,606; 7,612; 7,618; 7,623; 7,632; 7,641; 7,649; 7,653; 7,660; 7,667; 7,677; 7,684; 7,690 ft
(Stage 2 - Lower Mancos)

8,303; 8,306; 8,309; 8,312; 8,315; 8,345; 8,348; 8,351; 8,354; 8,357; 8,360; 8,363; 8,366; 8,369; 8,372; 8,378; 8,386; 8,389; 8,392; 8,397; 8,400; 8,403; 8,411; 8,414; 8,417; 8,423; 8,426; 8,433; 8,438; 8,441 ft
(Stage 1 - Dakota)

Flowing tubing pressure at the time of logging: 240 psi

Daily average surface production reported at the time of logging:

gas: 600 Mscf/d water: 5 bpd



Tool String

The 1 11/16" Completion Profiler string comprised the following sensors:

Battery housing; RS-232/CCL; Memory/CPU; Pressure/Temperature Combo; Centralizer; Induction Collar Locator; Fluid Density; Centralizer; Spinner Flowmeter.

Results

The following table summarizes the production from each producing zone.

GAS / WATER PRODUCTION PROFILE Flow Rates Reported at STP						
Zone Intervals feet	Q-Water BFPD	Qp-Water BFPD	Percent of Total	Q-Gas MCFD	Qp-Gas MCFD	Percent of Total
Surface to 5604	5 bpd		100 %	604 Mcf/d		100 %
Stage 4 - Cliff House/Menefee			17 %			37 %
5604 to 5998	5 bpd	1 bpd		604 Mcf/d	226 Mcf/d	
Stage 4 - Point Lookout			15 %			38 %
6044 to 6412	4 bpd	1 bpd		378 Mcf/d	231 Mcf/d	
Stage 3 - Upper Mancos			45 %			7 %
7204 to 7476	3 bpd	2 bpd		147 Mcf/d	43 Mcf/d	
Stage 2 - Lower Mancos			4 %			2 %
7554 to 7690	1 bpd	0 bpd		103 Mcf/d	10 Mcf/d	
Stage 1 - Dakota			12 %			10 %
8303 to 8357	1 bpd	1 bpd		93 Mcf/d	59 Mcf/d	
Flow Contribution from Below Log Depth			7 %			6 %
8359 to Below	0 bpd		7 %	34 Mcf/d		6 %