



446

ConocoPhillips
San Juan Business Unit
P.O. Box 4289
Farmington, NM 87499-4289

February 27, 2012

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: **2012 Plan of Development
San Juan 32-8 Unit #14-08-001-446
San Juan County, New Mexico**

Ladies and Gentlemen:

The following Participating Areas currently exist in the SAN JUAN 32-8 UNIT:

FORMATION	EXPANSION	EFFECTIVE DATE
DAKOTA	005	01-SEP-08
FRUITLAND	032	01-DEC-05
MESAVERDE	022	01-DEC-08
PICTURED CLIFFS	002	01-SEP-06

The 2011 Plan of Development (or amendments thereto) provided for the following activity:

WELL NAME	FORMATION	DEDICATED ACREAGE	TYPE	STATUS
SAN JUAN 32-8 UNIT 7B	MESAVERDE/DAKOTA	NSP 22-031N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 11N	MESAVERDE/DAKOTA	E2 21-031N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 15N	MESAVERDE/DAKOTA	W2 24-031N-008W	New Drill-Commingle	COMPLETED
SAN JUAN 32-8 UNIT 19B	MESAVERDE/DAKOTA	W2 03-031N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 22B	MESAVERDE/DAKOTA	E2 04-031N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 23N	MESAVERDE/DAKOTA	W2 14-031N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 25A	MESAVERDE/DAKOTA	E2 33-032N-008W	New Drill-Commingle	COMPLETED
SAN JUAN 32-8 UNIT 30	MESAVERDE, DAKOTA & MANCOS	E2 14-031N-008W	New Drill-Trimingle	CARRYOVER
SAN JUAN 32-8 UNIT 51	MESAVERDE/DAKOTA	W2 33-032N-008W	New Drill-Commingle	CARRYOVER
SAN JUAN 32-8 UNIT 53	PICTURED CLIFFS	SE4 24-032N-008W	New Drill-Single	CARRYOVER

SAN JUAN 32-8 UNIT
2012 PLAN OF DEVELOPMENT



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Pursuant to Section 10 of the SAN JUAN 32-8 UNIT Agreement, ConocoPhillips Company, as Unit Operator, hereby submits the **2012 Plan of Development** as follows:

WELL NAME	FORMATION	DEDICATED ACREAGE	TYPE
SAN JUAN 32-8 UNIT 7B	MESAVERDE/DAKOTA	NSP 22-031N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 11N	MESAVERDE/DAKOTA	E2 21-031N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 19B	MESAVERDE/DAKOTA	W2 03-031N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 22B	MESAVERDE/DAKOTA	E2 04-031N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 23N	MESAVERDE/DAKOTA	W2 14-031N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 30	MESAVERDE, DAKOTA & MANCOS	E2 14-031N-008W	New Drill-Trimingle
SAN JUAN 32-8 UNIT 51	MESAVERDE/DAKOTA	W2 33-032N-008W	New Drill-Commingle
SAN JUAN 32-8 UNIT 53	PICTURED CLIFFS	SE4 24-032N-008W	New Drill-Single

The working interest owners are being furnished a copy of this letter, well status listing and enclosed map. 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) 326-9749 if there are any questions regarding this letter.

Sincerely,

Ben Malone
Land Supervisor, SJBUSSE

Note: Unit Map will be forwarded to Regulatory Agencies and Working Interest Owners by the end of the first quarter of 2012. We are currently updating software to assist in this mapping process.

WBM/vw

xc: San Juan 32-8 Unit, 3.0 (2012)
San Juan 32-8 Unit Working Interest Owners

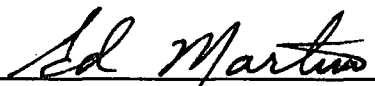
SAN JUAN 32-8 UNIT
2012 PLAN OF DEVELOPMENT



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SAN JUAN 32-8 UNIT
2012 PLAN OF DEVELOPMENT APPROVALS

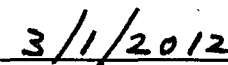
Bureau of Land Management



New Mexico Oil Conservation Division

New Mexico Commissioner of Public Lands

Date



Date

Date



ConocoPhillips
San Juan Business Unit
P.O. Box 4289
Farmington, NM 87499-4289

SAN JUAN 32-8 UNIT WORKING INTEREST OWNERS

AMELIA C KELLY
ANDREW B KELLY JR
BURLINGTON RESOURCES O&G CO LP
CONOCOPHILLIPS COMPANY
FOUR STAR OIL & GAS COMPANY
PHILLIPS NEW MEXICO PARTNERS LP
PHILLIPS SAN JUAN LTD PARTNERSHIP
SPEEREX LIMITED PARTNERSHIP
SUSANNA P KELLY
SUSANNA P KELLY JR
WILLIAMS PRODUCTION COMPANY
WINTERGREEN ENERGY CORP

SAN JUAN 32-8 UNIT - Well Status Report as of 02/08/12

SAN JUAN 32-8 UT 51 MV	33	32 N	8 W	NM	88	WO/API			A650117	01/2001			WI
SAN JUAN 32-8 UT 53 PC	24	32 N	8 W	NM	88	WO/API			A716174	01/2001			WI
SAN JUAN 32-8 UT 54 MV	10	31 N	8 W	NM	11	300453428600S01	S01	891000446A	A650117	01/2001	39297	39358	WI
SAN JUAN 32-8 UT 5 MV	10	31 N	8 W	NM	11	300451085001S01	S01	891000446A	A650117	01/2001	35377	35384	WI
SAN JUAN 32-8 UT 7A MV	22	31 N	8 W	NM	11	300452512300S01	S01	891000446A	A650117	01/2001			WI
SAN JUAN 32-8 UT 7B DK	22	31 N	8 W	NM	88	WO/API			A715084	01/2001			WI
SAN JUAN 32-8 UT 7B MV	22	31 N	8 W	NM	88	WO/API			A650117	01/2001			WI
SAN JUAN 32-8 UT 7M DK	22	31 N	8 W	NM	41	300453330701C01	C01	NMNM03402	A709920	01/2001	39351	39384	WI
SAN JUAN 32-8 UT 7M MV	22	31 N	8 W	NM	41	300453330701C02	C02	891000446A	A650117	01/2001	39351	39384	WI
SAN JUAN 32-8 UT 7 MV	22	31 N	8 W	NM	11	300456029700S01	S01	891000446A	A650117	01/2001	20282		WI
SAN JUAN 32-8 UT 8A MV	22	31 N	8 W	NM	41	300452512600S01	S01	891000446A	A650117	01/2001			WI
SAN JUAN 32-8 UT 8 MV	22	31 N	8 W	NM	11	300451057800S01	S01	891000446A	A650117	01/2001			WI
SAN JUAN 32-8 UT SWD 301	16	31 N	8 W	NM	31	300452795500S01	S01	891000446A	A065031	01/2001			WI
SAN JUAN 32-8 UT SWD 303	14	31 N	8 W	NM	31	300453879300S01	S01	NM45078047	A065031	01/2001		33883	WI

Production Status:
11 - Flowing Well
21 - Pumping Well
41 - Shut-in Well