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EXPLORATION & PRODUCTION

One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
918/573-2000

Assistant District Manager, Minerals (3 copies)
Bureau of Land Management
Farmington Resources Area
Attn: Mr. Wayne Townsend
1235 La Plata Highway
Farmington, NM 87401

State of New Mexico (2 copies)
Commissioner of Public Lands
Attn: Mr. Pete Martinez
P.O. Box 1148
Santa Fe, NM 87504-1148

State of New Mexico (2 copies)
Oil Conservation Division
Attn: Roy Johnson
1220 S. St. Francis
Santa Fe, NM 87505

Re: Rosa Unit I - Sec. 587
San Juan and Rio Arriba Counties, New Mexico
Pictured Cliffs Participating Area

Eighth Expansion – Effective 6/1/2000

Ladies & Gentlemen:

Pursuant to the provisions of Section 10 of the Rosa Unit Agreement I – Section Number 587, approved January 24, 1948, Williams Production Company, LLC, as Unit Operator, hereby respectfully requests approval of the referenced participating area for the Pictured Cliffs Formation. Pursuant to the BLM letter, attached is a list of the well that have been deemed commercial.

Eighth Expansion – Effective 6/1/2000

Total acres brought in to PA = 112.32

<u>Wells/No./Dedication</u>	<u>Tract #</u>	<u>Tract Description</u>	<u>Tract Acres</u>	<u>Lease No</u>
Rosa Unit #160	39	T31N R6W Sec. 25: SE/4	112.32	SF078766

Attached hereto is the schedule for the Eighth expansion for the Pictured Cliffs Participating Area. The schedule describes the Participating Area, show the percentages of ownership in the tracts, and show the percentages of unitized substances allocated to each unitized tract. Also included is a map reflecting the current participating area and the Eighth expansion.

If this proposed Participating Area as set forth herein meets with your approval, please indicate such approval in the space provided on the attached sheet and return an approved copy for our files.

Copies of this application are being sent to the Working Interest Owners shown on the attached sheet. If you have any questions or need any additional information, please contact the undersigned at (918) 573-6181.

Sincerely,

A handwritten signature in cursive script, reading "Kristine Russell".

Kristine Russell
Senior Contract Administrator

Cc: Working Interest Owners

Donnie Suter-Levin
Vern Hansen
Mike Turnbaugh
Chuck Keller
Susan Croley
Mark Beach
Sheryl Marcum
Ken McQueen
Danny Holland
Curtis Hill
Tony Scheiper
PC File

Bureau of Land Management
Commissioner of Public Lands
Oil Conservation Commission

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 & Gas Supervisor
And the Oil Conservation Commission

APPROVED Ed Martin _____ DATE 7/12/07 _____
Oil Conservation Commission
Subject to like approval by the Area Oil & Gas Supervisor
And the Commissioners of Public Lands

The foregoing are approvals for the Eighth Participating Area in the Pictured Cliffs formation of the Rosa Unit I
- Sec. 587.

WORKING INTEREST OWNERS
ROSA UNIT

BP AMERICA PRODUCTION CO.
ATTN: JOHN LARSON, WL1 RM 19.158
501 WESTLAKE BOULEVARD
HOUSTON, TX 77079-3092

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
3838 OAK LAWN
SUITE 1450
DALLAS, TX 75219

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

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

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

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

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

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: THOMAS INGWERS
P. O. BOX 15830
SACRAMENTO, CA 95852-1830

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

SCHEDULE VIII EIGHTH PARTICIPATING AREA FOR THE PICTURED CLIFFS ROSA UNIT

SERIAL NUMBER	DESCRIPTION	NUMBER OF ACRES	TRACT OWNERSHIP	GW PERCENTAGE	NRI PERCENTAGE	PARTICIPATION FACTOR
SF-078765	31N R6W		<u>Tract 33</u>			12.737231%
	Sec 8: NW/4	320	WORKING INTEREST			
	Sec 15: SE/4		Williams Production Co. LLC	73.000000%	63.875000%	
	Wells: #12A, #88		SMUD	27.000000%	23.625000%	
			ROYALTY		12.500000%	
			ORRI		0.000000%	
				100.000000%	100.000000%	
SF-078771	T31N R6W		<u>Tract 37</u>			25.474462%
	Sec 26: SE/4	640	WORKING INTEREST			
	Sec 26: SW/4		Williams Production Co. LLC	73.000000%	63.875000%	
	Sec 26: NW/4		SMUD	27.000000%	23.625000%	
	Sec 26: NE/4		ROYALTY		12.500000%	
	Wells: #5A, #8, #8A, #144		ORRI		0.000000%	
				100.000000%	100.000000%	
SF-078766	T31N R6W		<u>Tract 39</u>			23.576614%
	Sec 22: SE/4	592.32	WORKING INTEREST			
	Sec 22 NE/4		Williams Production Co. LLC	73.000000%	63.875000%	
	Sec 25: NW/4, SE/4		SMUD	27.000000%	23.625000%	
	Wells: #18, #18A, #160, #165,		ROYALTY		12.500000%	
			ORRI		0.000000%	
				100.000000%	100.000000%	
SF-078766	T31N R6W		<u>Tract 39A</u>			29.666603%
	Sec 17: NW/4	745.32	WORKING INTEREST			
	Sec 17: NE/4		Williams Production Co. LLC	23.000000%	20.125000%	
	Sec 21: Lots 2 & 3		SMUD	27.000000%	23.625000%	
	Sec 21: Lot 1		Amoco Production Company	50.000000%	43.750000%	
	Sec 21: W/2NW/4		ROYALTY		12.500000%	
	Sec 21: SE/4		ORRI		0.000000%	
	Sec 22: SW/4			100.000000%	100.000000%	
	Wells: #32, #32A, #100E, #138A, #139, #140					

SCHEDULE VIII EIGHTH PARTICIPATING AREA FOR THE PICTURED CLIFFS ROSA UNIT

E-289-41	T31N R6W Sec 21: 71.56 acres out of the W/2NE/4 and 71.56 acres out of the E/2NW/4, formerly described as the SW/4 of Sec 16. Wells: #32, #32A	143.12	<u>TRACT 41</u> WORKING INTEREST The Wiser Oil Company ROYALTY ORRI	100.00000000% 87.50000000% 12.50000000% 0.00000000% 100.00000000%	5.6967277%
E-289-42	T31N R6W Sec 21: 71.56 acres out of the E/2NE/4, formerly described as the W/2SE/4 of Sec 16. Well: #32	71.56	<u>TRACT 42</u> WORKING INTEREST Williams Production Co. LLC SMUD Amoco Production Company ROYALTY ORRI	23.00000000% 27.00000000% 50.00000000% 12.50000000% 2.50000000% 100.00000000%	2.848363%
		2,512.32			1.00000000%

**8TH PARTICIPATING AREA FOR THE PICTURED CLIFFS
FORMATION
ROSA UNIT
RECAPITULATION**

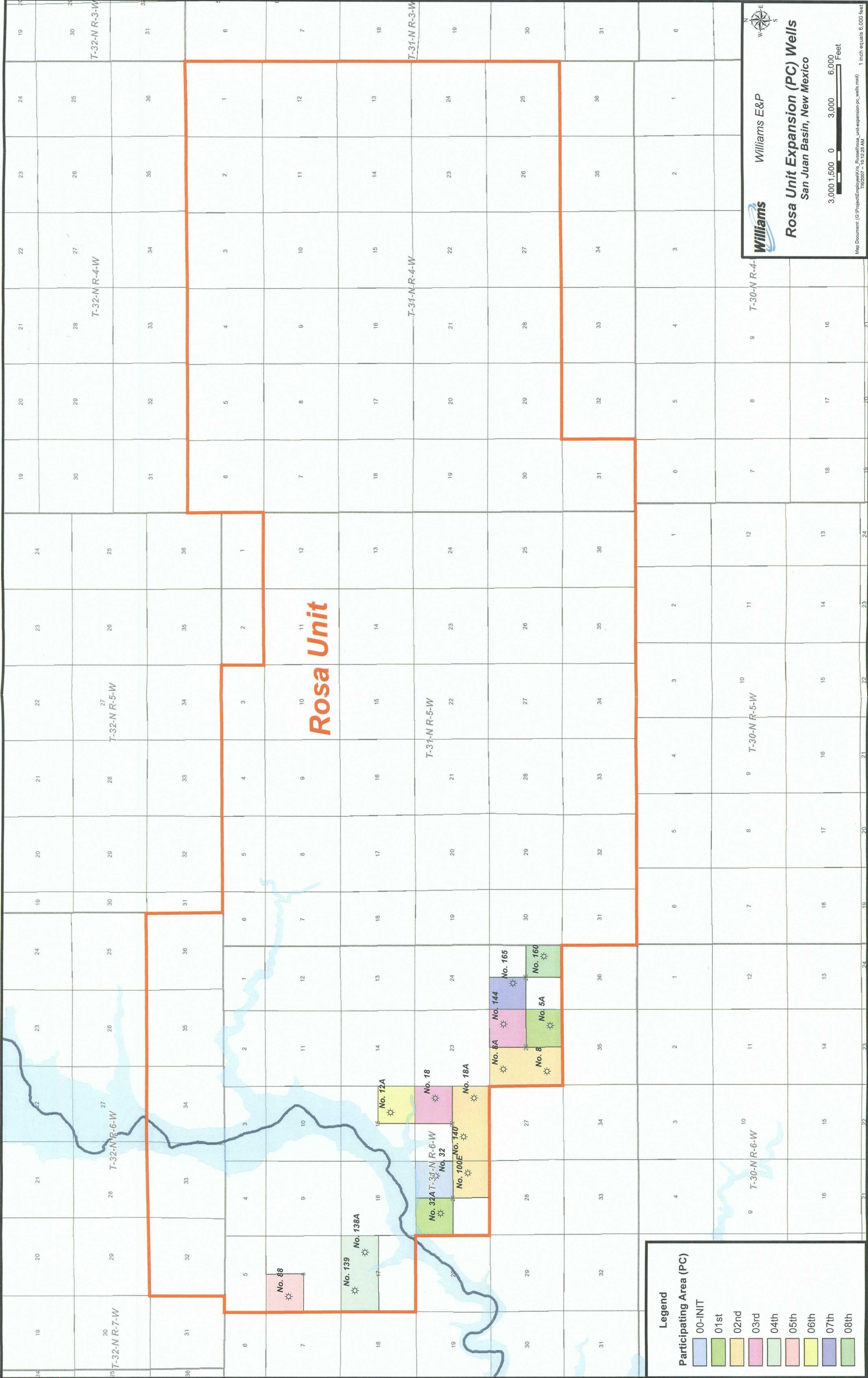
Description of lands in Pictured Cliffs Formation Participating Area:

Township 31North, Range 6 West, N.M.P.M.

Sec. 8: NW/4
Sec. 15: SE/4
Sec. 17: N/2
Sec. 21: W/2NE/4
E/2NW/4
E/2NE/4
W/2NW/4
LOT 1
LOT 2
LOT 3
SE/4
Sec. 22: SW/4
SE/4
NE/4
Sec. 25: NW/4
SE/4
Sec. 26: ALL

Total number of Acres in Participating Area:	2,512.32
Total number of Acres Committed to Participating Area:	2,512.32

Effective 6/1/2000





Rosa Unit Expansion (PC) Wells
San Juan Basin, New Mexico



Map Document: (G:\Project\Employee\Kris_Rizall\rosa_unit-expansion-pc_wells.mxd)
7/6/2007 - 10:12:25 AM
1 inch equals 6,000 feet