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WILLIAMS PRODUCTION COMPANY, LLC  
One Williams Center  
P.O. Box 3102  
Tulsa, OK 74101-3102  
918/573-2878  
918/573-1963 fax

January 10, 2011

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

Commissioner of Public Lands  
State of New Mexico  
P. O. Box 1148  
Santa Fe, New Mexico 87504-1148

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

Re: Cox Canyon Unit I, Sec. No. 946  
San Juan County, New Mexico  
2011 Plan of Development

Gentlemen:

By letter dated February 26, 2010 Williams Production Company, as Cox Canyon Unit Operator, filed the 2010 Plan of Development for the referenced Unit. Following is a summary of operations proposed under the 2010 Plan of Development:

<u>Well Name</u>	<u>Formation</u>	<u>Operation Status</u>
Cox Canyon Unit #3C	Mesaverde	Drilled and Completed in 2010
Cox Canyon Unit #4C	Mesaverde	Drilled and Completed in 2010
Cox Canyon Unit #7B	Mesaverde	Drilled and Completed in 2010

Cox Canyon  
2011 Plan of Development  
January 10, 2011

The Participating Areas, which have been established in the Cox Canyon Unit, are as follows:

<u>Formation</u>	<u>Revision</u>	<u>Effective</u>
Pictured Cliffs	Fifth	October 1, 1977
Mesaverde	Initial	July 20, 1953
Fruitland Coal	First	November 1, 1990

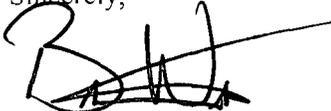
Attached are maps of each of the producing formations within the Cox Canyon Unit showing the boundaries of the Participating Areas as applicable.

**Pursuant to Section 10 of the Cox Canyon Unit Agreement, Williams Production Company, as Unit Operator, proposes that no wells will be drilled within the Cox Canyon Unit during 2011.** Williams Production Company, 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 Working Interest Owners.

If this Plan of Development is acceptable, please signify your approval, as required under Section 10 of the Unit Agreement, in the space provided on the enclosed sheet and return an approved copy to Williams Production Company.

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

Sincerely,



Brennan West  
Landman

Enclosures

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

Cox Canyon  
2011 Plan of Development  
January 10, 2011

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

DATE: \_\_\_\_\_

APPROVED: Ed Martin  
Commissioner of Public Lands  
Subject to like approval by the  
Area Oil and Gas Supervisor and  
The Oil Conservation Commission

DATE: 1/18/2011

APPROVED: \_\_\_\_\_  
Oil Conservation Commission  
Subject to like approval by the  
Area Oil and Gas Supervisor and  
The Commissioner of Public Lands

DATE: \_\_\_\_\_

The foregoing approvals are for the 2011 Plan of Development for the Cox Canyon Unit I, Sec. No. 946,  
San Juan County, New Mexico.

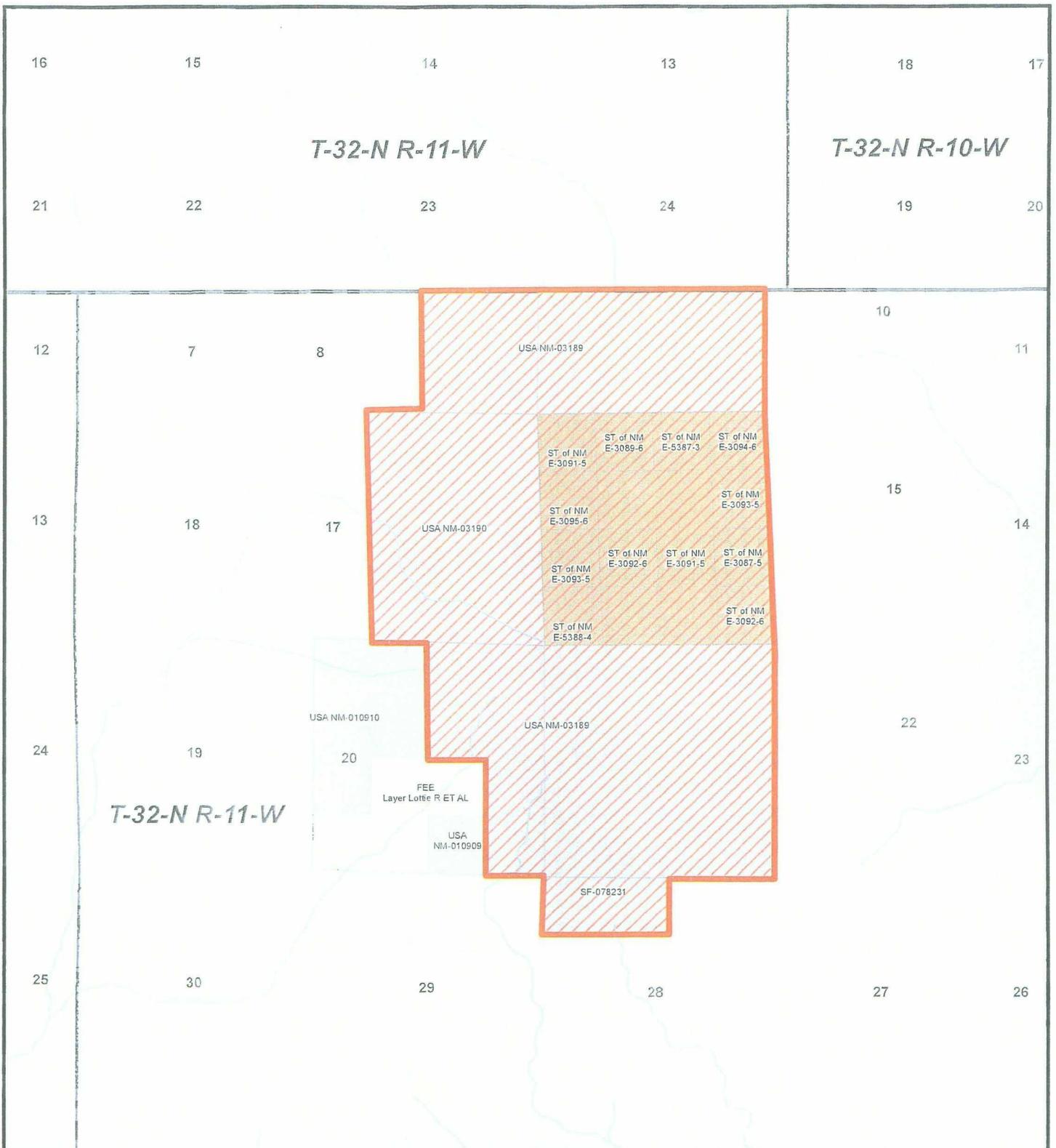
Cox Canyon  
2011 Plan of Development  
January 10, 2011

**WORKING INTEREST OWNERS  
COX CANYON UNIT**

BP America Production Company  
Attn: Donna Jones  
501 Westlake Park Boulevard (77079)  
P.O. Box 3092  
Houston, TX 77253-3092

Burlington Resources  
Attn: Land Department  
P. O. Box 4289  
Farmington, NM 87499-4289

ConocoPhillips Company  
Attn: Land Department  
P. O. Box 4289  
Farmington, NM 87499-4289



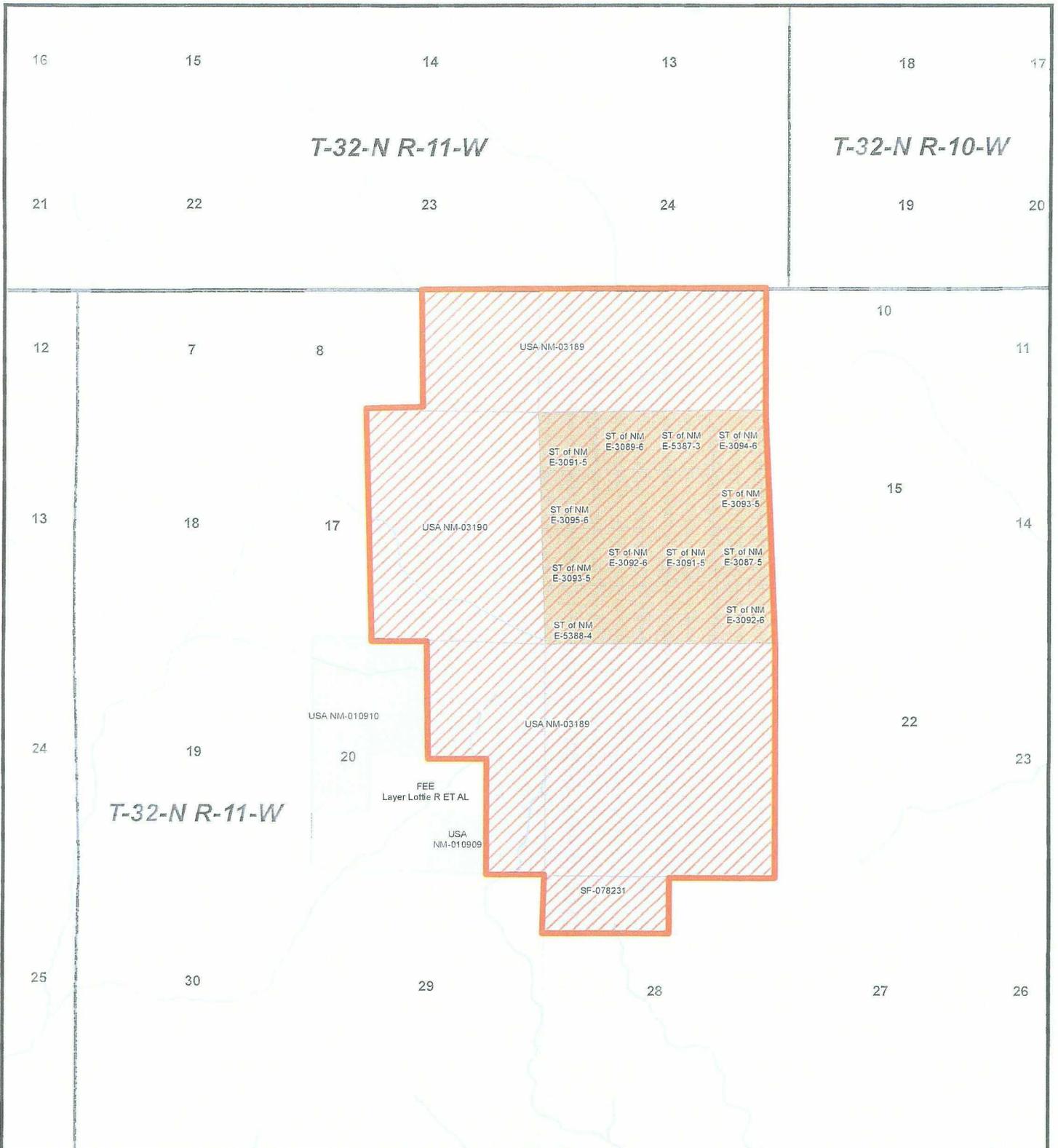
Pictured Cliffs Participating Area  
 Cox Canyon Unit  
**Mineral Ownership**  
 Federal  
 Fee  
 State

2,000 0 2,000 4,000  
 Feet

**Williams** *Exploration & Production* **Williams**

**Cox Canyon**  
**Pictured Cliffs Formation**  
**San Juan County, New Mexico**

Scale: 1:36,000	Projection: NAD 1983 State Plane NM West
Date: 03/06/2009	Author: DH



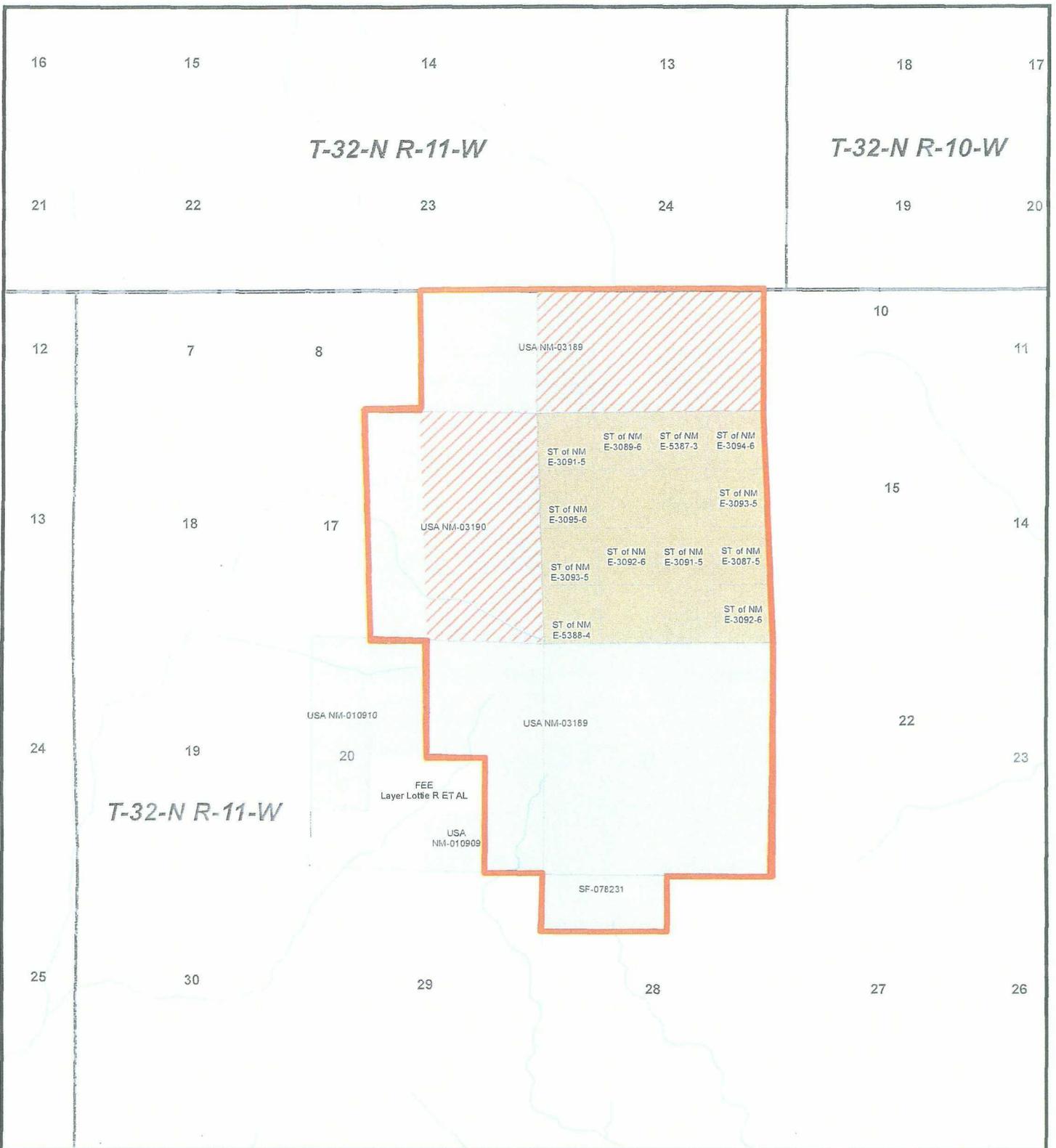
Mesaverde Participating Area  
 Cox Canyon Unit  
**Mineral Ownership**  
 Federal  
 Fee  
 State

2,000      0      2,000      4,000  
 Feet

**Williams**      *Exploration & Production*      **Williams**

**Cox Canyon**  
**Mesaverde Formation**  
**San Juan County, New Mexico**

Scale: 1:36,000	Projection: NAD 1983 State Plane NM West
Date: 03/06/2009	Author: DH



Fruitland Participating Area- Initial and 1st Expansion  
 Cox Canyon Unit  
**Mineral Ownership**  
 Federal  
 Fee  
 State

2,000 0 2,000 4,000  
 Feet

**Williams** *Exploration & Production* **Williams**

**Cox Canyon  
 Fruitland Formation  
 San Juan County, New Mexico**

Scale: 1:36,000	Projection: NAD 1983 State Plane NM West
Date: 03/06/2009	Author: DH