



New Mexico Energy, Minerals and Natural Resources Department

Bill Richardson
Governor

Joanna Prukop
Cabinet Secretary

Mark Fesmire
Division Director
Oil Conservation Division



June 1, 2009

Williams Production Company, LLC
Attn: Ms. Heather Riley
P.O. Box 640
Aztec, NM 87410

RCVD JUN 15 '09
OIL CONS. DIV.
DIST. 3

Administrative Order NSL-5673-A

Re: Rosa Unit Well No. 168-C
API No. 30-039-30003
1275 feet FNL and 280 feet FEL
Unit A, Section 28-31N-5W
Rio Arriba County, New Mexico

Dear Ms. Riley:

Reference is made to the following:

(a) your application (**administrative application reference No. pKAA09-12647413**) submitted to the New Mexico Oil Conservation Division (the Division) in Santa Fe, New Mexico on May 6, 2009, and

(b) the Division's records pertinent to this request.

Williams Production Company, LLC (Williams) has requested to complete the above-referenced well in the Mancos formation at an unorthodox gas well location, described above in the caption of this letter. The E/2 of Section 28 will be dedicated to this well in order to form a standard 320-acre, more or less, spacing unit in the Basin Mancos Gas Pool (97232). Spacing in this pool is governed by the Special Rules for the Basin-Mancos Gas Pool, as promulgated in Order R-12984, issued on September 3, 2008, which provide for 320-acre units, with wells located at least 660 feet from a unit outer boundary. This location is less than 660 feet from the eastern unit boundary.

Your application has been duly filed under the provisions of Division Rules 15.13 and 4.12.A(2).

It is our understanding that you are seeking this location in order to utilize an existing wellbore completed in other formations.



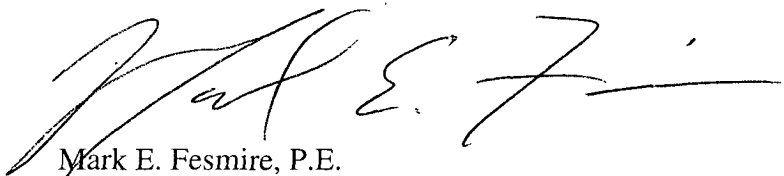
It is also understood that notice of this application to offsetting operators or owners is unnecessary because of common ownership.

Pursuant to the authority conferred by Division Rule 15.13.B, the above-described unorthodox location is hereby approved.

This approval is subject to your being in compliance with all other applicable Division rules, including, but not limited to Division Rule 5.9

Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mark E. Fesmire', with a long horizontal stroke extending to the right.

Mark E. Fesmire, P.E.
Director

MEF/db

cc: New Mexico Oil Conservation Division - Aztec
United States Bureau of Land Management - Farmington