



March 24, 2008

VIA HAND-DELIVERY

Mark Fesmire, P. E.
Director
Oil Conservation Division
New Mexico Department of Energy,
Minerals and Natural Resources
1220 South Saint Francis Drive
Santa Fe, New Mexico 87505

Re: Application of Williams Production Company for administrative approval of an unorthodox well location for its Rosa Unit Well No. 60B in Irregular Section 4, Township 31 North, Range 6 West, NMPM, San Juan County, New Mexico.

Dear Mr. Fesmire:

Williams Production Company ("Williams"), pursuant to the provisions of Division Rule 104, hereby seeks administrative approval of an unorthodox well location for the Rosa Unit Well No. 60B to be drilled to test the Mancos formation at a location 275 feet from the South line and 1450 feet from the West line in Irregular Section 4, Township 31 North, Range 6 West, N.M.P.M., San Juan County, New Mexico.

Williams will test the Mancos formation in the Basin Mancos Gas Pool (97232). This new pool has been proposed -- but not yet approved -- by the Division along with special pool rules which require wells to be located 660 feet from the outer boundary of a standard 320-acre spacing unit. This well will also be completed in the Mesaverde and Dakota formations. Administrative Order NSL-5693 approved of the non-standard location for the Dakota formation.

Williams intends to capture the reserves from the Mesaverde, Dakota and Mancos in a single wellbore. Williams expects marginal reserves from the Mancos and this multiple completion helps capture additional reserves that otherwise would not be able to be economically developed.

Attached hereto as **Exhibit A** is the C-102 showing the subject spacing unit. **Exhibit B** is a plat showing the offsetting spacing unit and Rosa Unit boundary. As operator of the



Rosa Unit, Williams is also the offsetting operator upon which the well encroaches. Also, working interest ownership is common in each spacing unit. Further, there is no Participating Area for the Mancos. Therefore, there are no affected parties as defined by Rule 1210(A)(2) and no notice is required.

The proposed location is the most efficient and reasonable way to develop these potential reserves and would be in the best interest of conservation and the prevention of waste.

Your attention to this application is appreciated.

Very truly yours,

A handwritten signature in black ink that reads "Ocean Munds-Dry".

Ocean Munds-Dry
Attorney for Williams Production Co.

cc: OCD - Aztec
Mr. Vern Hansen

District I
1625 N. French Dr., Hobbs, NM 88240

District II
1301 W. Grand Avenue, Artesia, NM 88210

District III
1000 Rio Brazos Rd., Aztec, NM 87410

District IV
1220 S. St. Francis Dr., Santa Fe, NM 87505

State of New Mexico
Energy, Minerals & Natural Resources Department

Form C-102
Revised October 12, 2005
Instructions on back
Submit to Appropriate District Office
State Lease - 4 Copies
Fee Lease - 3 Copies

OIL CONSERVATION DIVISION
1220 South St. Francis Dr.
Santa Fe, NM 87505

AMENDED REPORT

Tw. WELL LOCATION AND ACREAGE DEDICATION PLAT

*API Number 30-045-34251	*Pool Code 97232 / 72319 / 71599	NC *Pool Name BASIN MANCOS / BLANCO MESAVERDE / BASIN DAKOTA	72319 71599
*Property Code 17033	*Property Name ROSA UNIT COM		*Well Number 60B
*OGRID No. 120782	*Operator Name WILLIAMS PRODUCTION COMPANY		*Elevation 6416'

¹⁰ Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
N	4	31N	6W		275	SOUTH	1450	WEST	SAN JUAN

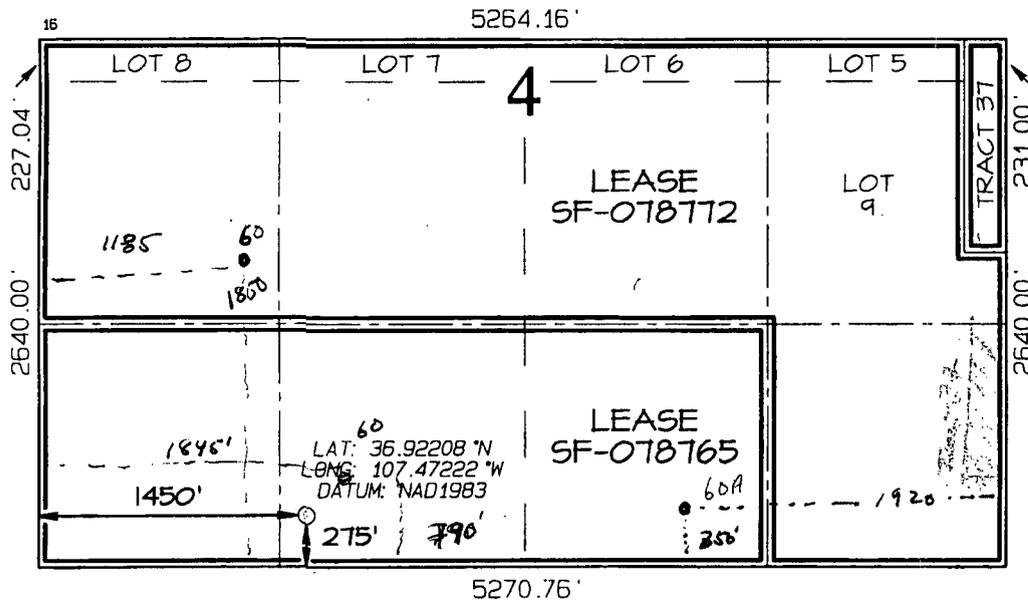
¹¹ Bottom Hole Location If Different From Surface

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
¹² Dedicated Acres ~ SEE NOTE BELOW ~					¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.		

346.29 Acres (MV) - Entire Section
343.23 Acres (MN, DK) - Entire Section except Tract 37

3'06"

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION
UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A
NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION



¹⁷ OPERATOR CERTIFICATION

I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or has a mineral interest in the land including the proposed bottom-hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

Signature _____ Date _____

Printed Name _____

¹⁸ SURVEYOR CERTIFICATION

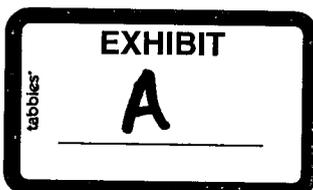
I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.

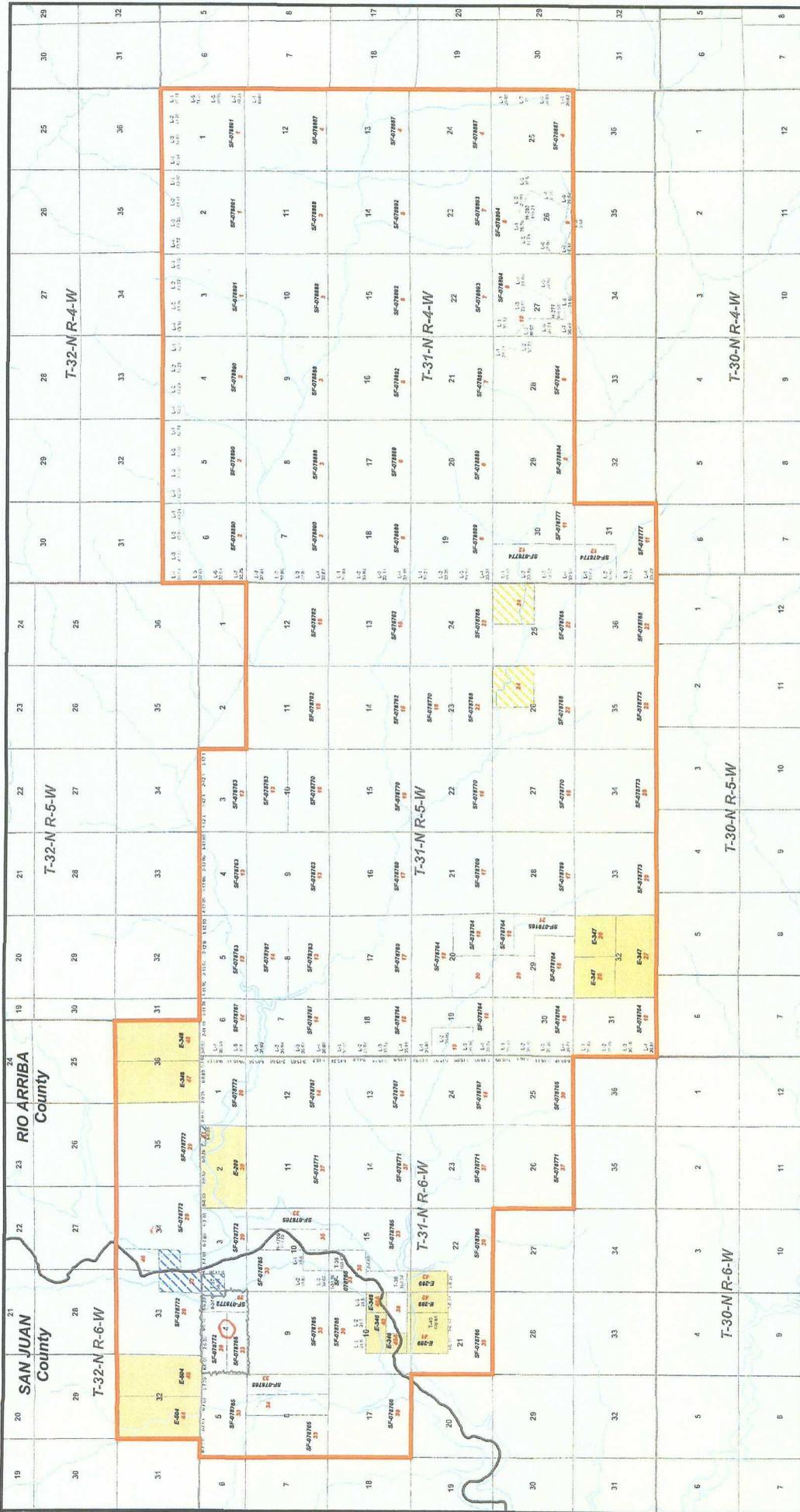
Date Revised: MARCH 11, 2008
Date of Survey: MAY 15, 2006

Signature and Seal of Professional Surveyor



JASON C. EDWARDS
Certificate Number 15269





Williams Exploration & Production **Williams**

Rosa Unit

San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000
Date: 3/5/2008
Projection: NAD 1983 State Plane NM West
Author: TJ

6,000 3,000 0 3,000 6,000 12,000 Feet

EXHIBIT
B
tables

Rosa Unit Tract No: XX

Map Document: (G:\Project\San_Juan\Rosa_Unit\rosa-unit.mxd)
3/5/2008 - 1:10:48 PM