

DATE IN 7/20/09	SUSPENSE	ENGINEER Brooks	LOGGED IN 7/20/09	TYPE NSL	PT&W APP NO. 0920156681
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ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
 - Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



30-039-30699
 Rosa Unit #12D
 Williams (120782)
 Rosa Unit #012D
 6067

ADMINISTRATIVE APPLICATION CHECKLIST

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

- [NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
- [DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
- [PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
- [WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
- [SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
- [EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

[1] TYPE OF APPLICATION - Check Those Which Apply for [A]

- [A] Location - Spacing Unit - Simultaneous Dedication
 NSL NSP SD

Check One Only for [B] or [C]

- [B] Commingling - Storage - Measurement
 DHC CTB PLC PC OLS OLM

- [C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
 WFX PMX SWD IPI EOR PPR

[D] Other: Specify _____

[2] NOTIFICATION REQUIRED TO: - Check Those Which Apply, or Does Not Apply

- [A] Working, Royalty or Overriding Royalty Interest Owners
- [B] Offset Operators, Leaseholders or Surface Owner
- [C] Application is One Which Requires Published Legal Notice
- [D] Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
- [E] For all of the above, Proof of Notification or Publication is Attached, and/or,
- [F] Waivers are Attached

[3] SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.

[4] CERTIFICATION: I hereby certify that the information submitted with this application for administrative approval is accurate and complete to the best of my knowledge. I also understand that no action will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

Heather Riley
 Print or Type Name

Heather Riley
 Signature

Regulatory Specialist 7/15/09
 Title Date

heather.riley@williams.com
 e-mail Address

RECEIVED OGD
 2009 JUL 20 A 9:25

10/30



P. O. Box 640
Aztec, NM 87410

(505) 634-4222

(505) 634-4205 (fax)

Heather.riley@williams.com

July 15, 2009

Mark E. Fesmire
NEW MEXICO OIL CONSERVATION DIVISION
1220 South Saint Francis Drive
Santa Fe, NM 87505

*Re: Request for Administrative Approval of a Non-Standard Basin Mancos and Basin Dakota BHL
Rosa Unit #012D
API # 30-039-30699
SHL: 1905' FNL & 595' FEL, Sec. 15, T31N, R6W
BHL: 2494' FNL & 623' FEL, Sec. 15, T31N, R6W*

Dear Mr. Fesmire:

Williams Production Co., LLC ("Williams"), pursuant to the provisions of Division Rule 104, hereby seeks administrative approval of an unorthodox location for the Basin Mancos (97232) and the Basin Dakota (71599) formations in Rosa Unit Well #012D. This is a directional well with a bottom hole location of 2494' FNL & 623' FEL, Sec. 15, T31N, R6W. This well will be a triple completion in the Mesaverde, Basin Mancos and Basin Dakota formations and is part of the Pilot Project pursuant to Order No. R-13123 which allows for one additional Mesaverde infill well on each standard 320-acre gas proration unit. This well was originally staked to a standard bottom hole location; however, during drilling operations the wellbore deviated to the east causing it to become non-standard. See As Drilled Plat attached hereto.

Pursuant to Order No. R-12984, spacing requirements allow for up to 4 Basin Mancos wells in a standard spacing unit and for wells inside a federal exploratory unit and in a non-participating spacing unit they shall not be closer than 660 feet to the outer boundary of its spacing unit. Additionally, pursuant to Order No. R-10987-B(2), spacing requirements allow for up to 4 Dakota wells in a standard GPU and they shall be located not closer than 660 feet to the outer boundary of the GPU and not closer than 10 feet to any interior quarter or quarter-quarter section line or subdivision inner boundary. Given these requirements, this location is encroaching to the east (Section 14) by 37 feet.

Williams intends to capture the reserves from the Mesaverde, Basin Mancos and Dakota formations with a single well bore. Not only will the multiple completion help capture additional reserves that otherwise would not be able to be economically developed, but utilizing a single well bore for a triple completion will also negate the need for additional disturbance of another wellpad, road, and pipeline.

Mark E. Fesmire

July 15, 2009

Page 2 of 2

The surface for this well is being located on a multi-well pad, therefore, we will be utilizing existing surface disturbance. The bottom hole location was chosen by considering drainage patterns from the existing Mesaverde wells in that spacing unit, i.e. the Rosa Unit #012, #012A, #012B, and #012C. Further, drainage patterns from the other offset Mesaverde wells were also considered. They are the Rosa Unit #025A, #025B, and the #025C in the West half of 15, the Rosa Unit #016, #016A, #016B, #016C, and #016D in the West half of 14, the Rosa Unit #181A, #181B, and #181D in the SE of 10, and the Rosa Unit #009 and the #009C in the SW of 11. See attached drainage map.

As the Unit Operator of the Rosa Unit, Williams Production is the only offset operator, thereby this proposed non-standard location would not affect any other operators.

Enclosed for your reference are copies of the Participating Area maps for the Mesaverde and Dakota Formations. All of Sections 14 and 15 are in the PA in the Mesaverde Formation therefore no setback requirements apply. Sections 14 and 15 are not in a PA in the Dakota formation, therefore setback requirements do apply. There is no PA in the Mancos so setback requirements apply in that formation as well.

The offset unit's working interest and mineral interest owners to the east are common in both the Mancos and Dakota formations so notice is not required.

The spacing unit for all three formations is the east half. The other Mesaverde wells in the spacing unit are the Rosa Unit #012, #012A, #012B, and #012C. The Rosa Unit #012B is a Dakota well in the SE of 15. There are no other Mancos wells.

Should you have any questions or concerns, please don't hesitate to contact me at the phone numbers listed above. You can also contact Vern Hansen at our Tulsa office at (918) 573-6169.

Sincerely,



Heather Riley

Regulatory Specialist

Enc.: 1st page of APD
As Drilled Plat
Drainage Map
PA Maps (MV & DK)
Mineral ownership map

O:TK
C:File
C:MYKE-TL
C:WCI
C:WFS

O: Dirt
C: Rig/2
C: Sizemore

RECEIVED

FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

5. Lease Serial No. **NMSF-078765**
6. Name of Indian, Allottee or Tribe Name
Farmington Field Office

1a. Type of Work: DRILL REENTER

1b. Type of Well: Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
Williams Production Company, LLC

3a. Address **P.O. Box 640 Aztec, NM 87410** 3b. Phone No. (include area code) **(505) 634-4208**

4. Location of Well (Report location clearly and in accordance with any State requirements. *)
At surface **1905' FNL & 595' FEL**
At proposed prod. zone **1650' FNL & 1050' FEL**

7. If Unit or CA Agreement, Name and No.
Rosa Unit

8. Lease Name and Well No.
613

9. API Well No.
30-039-30699

10. Field and Pool, or Exploratory
Basin Mancos/Basin Dakota

11. Sec., T., R., M., or Bk. and Survey or Area
Section 15, 31N, 6W

12. County or Parish **Rio Arriba** 13. State **NM**

14. Distance in miles and direction from nearest town or post office*
approximately 31 miles northeast of Blanco, New Mexico

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) **595'**

16. No. of Acres in lease **2,460.230**

17. Spacing Unit dedicated to this well **320.0 - (E/2)**

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. **161' Rosa 222**

19. Proposed Depth **8,000'**

20. BLM/BIA Bond No. on file **UT0847 99**

21. Elevations (Show whether DF, KDB, RT, GL, etc.) **6299' GR**

22. Approximate date work will start* **April 1, 2009**

23. Estimated duration **1 month**

24. Attachments

- The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:
- Well plat certified by a registered surveyor.
 - A Drilling Plan.
 - A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
 - Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
 - Operator certification.
 - Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature *Larry Higgins* Name (Printed/Typed) **Larry Higgins** Date **3-2-09**

Title **Drilling COM**

Approved by (Signature) *[Signature]* Name (Printed/Typed) **AFM** Date **3/31/09**

Title **AFM** Office **FFO**

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on reverse)

Williams Production Company, LLC, proposes to develop the Basin Mancos and Basin Dakota formations at the above described location in accordance with the attached drilling and surface use plans.

The well pad surface is under jurisdiction of the Bureau of Land Management, Farmington Field Office (BLM/FFO).

This location has been archaeologically surveyed by La Plata Archaeological Consultants. Copies of their report have been submitted directly to the BLM.

No new access road will be required for this proposed well.

This APD is also serving as an application to obtain a pipeline right-of-way. An associated pipeline tie of 175.9 feet would be required for this well.

BLM'S APPROVAL OR ACCEPTANCE OF THIS ACTION DOES NOT RELIEVE THE LESSEE AND OPERATOR FROM OBTAINING ANY OTHER AUTHORIZATION REQUIRED FOR OPERATIONS ON FEDERAL AND INDIAN LANDS

OPERATOR

RECEIVED
APR 01 2009

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

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

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

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

¹ API Number	² Pool Code 97232 / 72319 / 71599	³ Pool Name BASIN MANCOS / BLANCO MESAVERDE / BASIN DAKOTA
⁴ Property Code 17033	⁵ Property Name ROSA UNIT	⁶ Well Number 12D
⁷ OGRID No. 120782	⁸ Operator Name WILLIAMS PRODUCTION COMPANY	⁹ Elevation 6299'

¹⁰ Surface Location

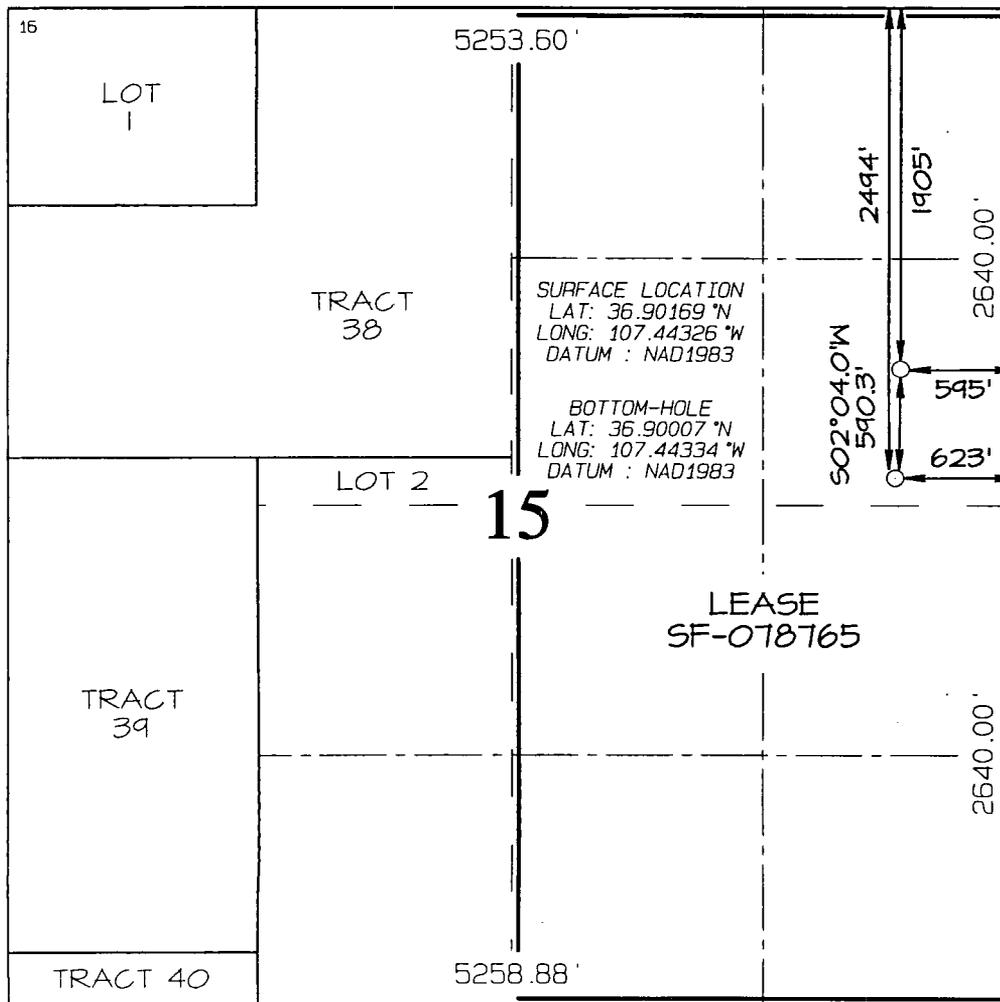
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
H	15	31N	6W		1905	NORTH	595	EAST	RIO ARRIBA

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
H	15	31N	6W		2494	NORTH	623	EAST	RIO ARRIBA

¹² Dedicated Acres 320.0 Acres - (E/2)	¹³ Joint or Infill	¹⁴ Consolidation Code	¹⁵ Order No.
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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 unleased 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

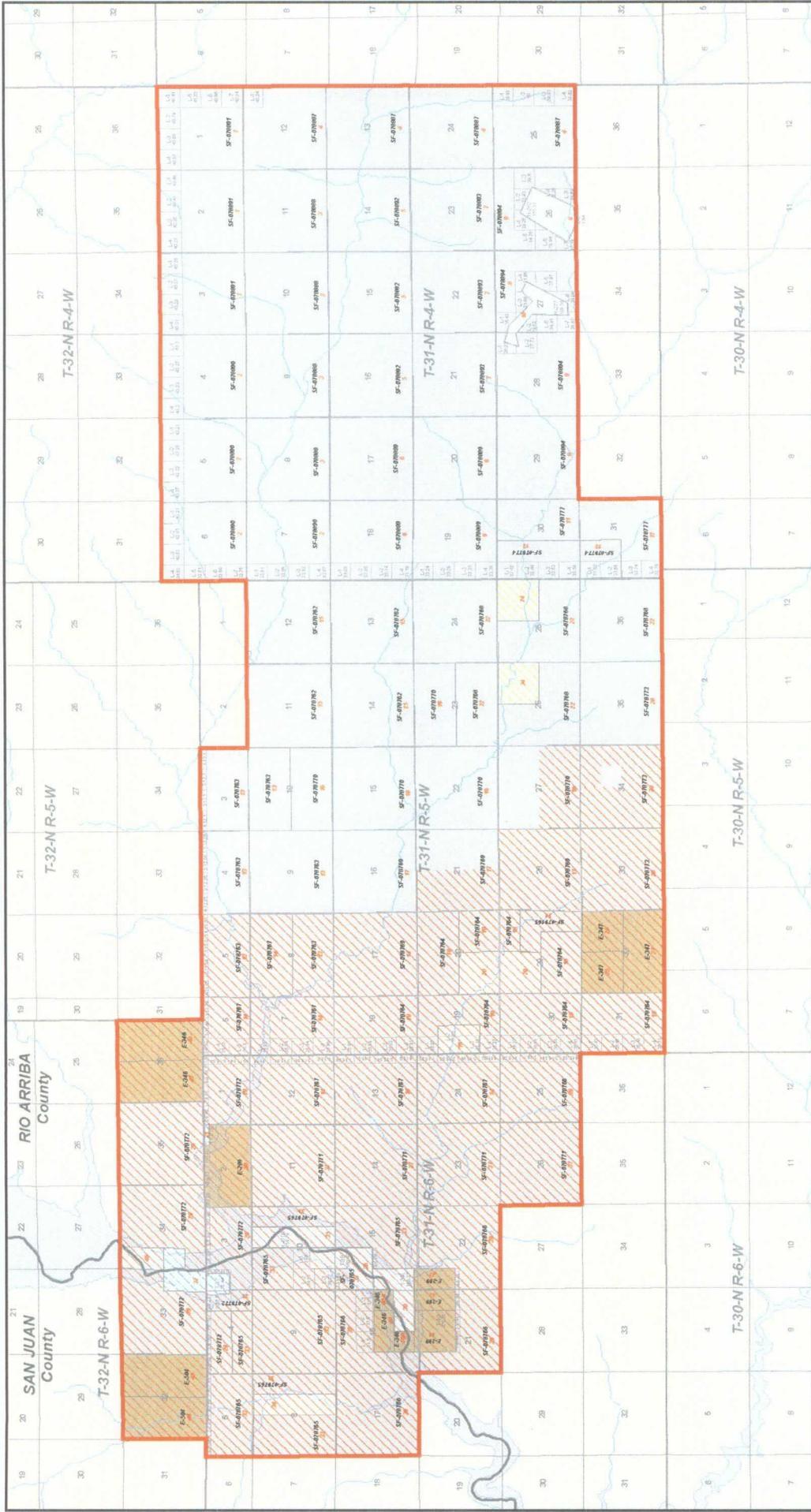
I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief

Survey Date: NOVEMBER 20, 2008

Signature and Seal of Professional Surveyor



JASON C. EDWARDS
Certificate Number 15269



Williams Exploration & Production

Rosa Unit
Mesaverde Formation
San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000
Date: 3/17/2007
Projection: UTM 18Q2 State Plane NAD West
Author: SA

Mesaverde Participating Area-26th Expansion

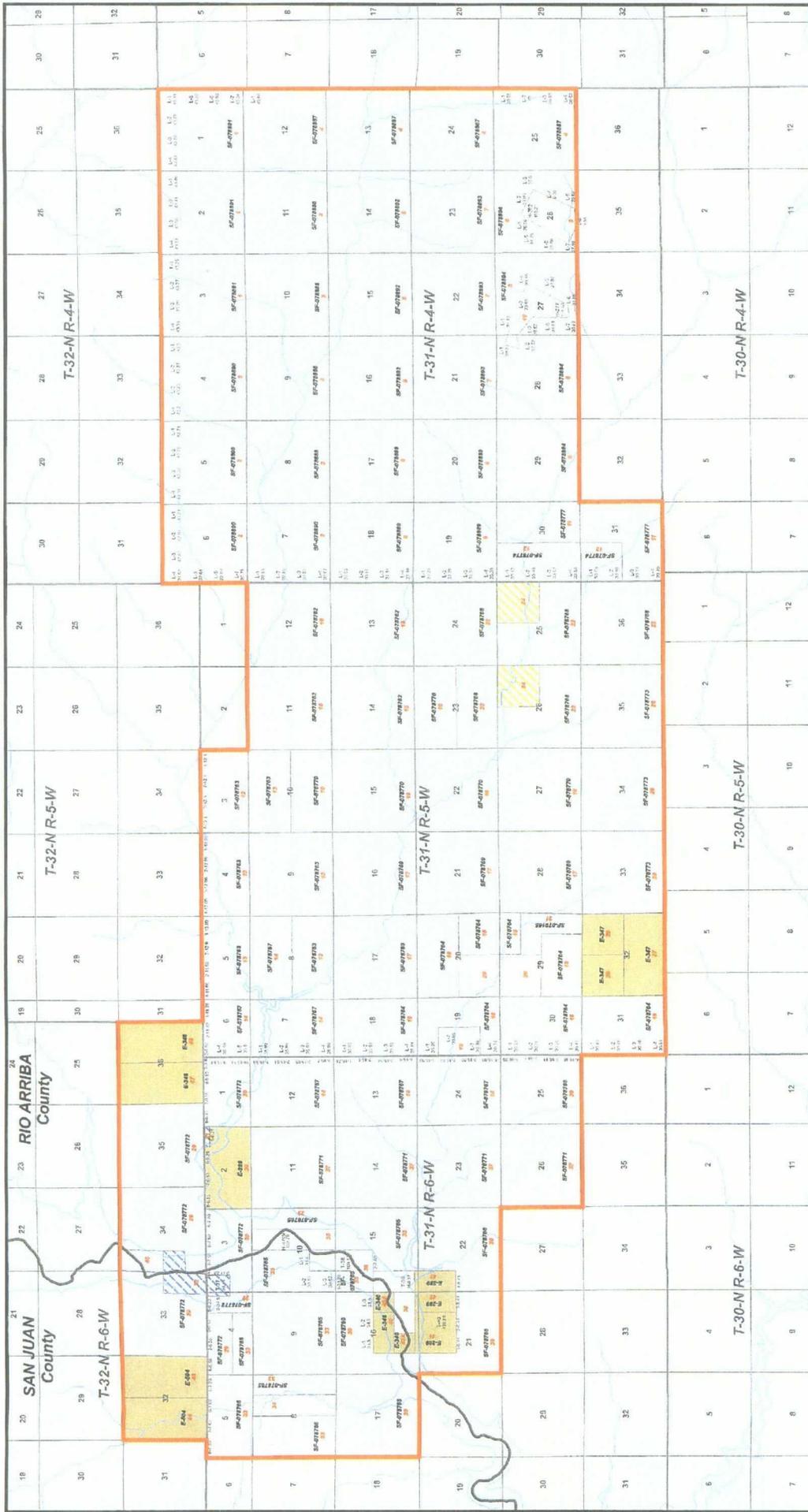
Mineral Ownership

- Federal
- Fee
- Partially Committed
- State
- Not Committed

Rosa Unit Tract No: **XX**

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

Mesa Document ID: ProjectSan_JuanRosa_UnitParticipating_Areas26th_Exp_06.mxd
3/17/2007 11:18:57 AM




 Exploration & Production


 Rosa Unit

San Juan and Rio Arriba Counties, New Mexico

Scale: 1:72,000 Projection: NAD 1983 State Plane N.M. Zone 1
 Date: 3/5/2008 Author: TJ

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

Rosa Unit Tract No: XX

Mineral Ownership:
 Federal
 State
 Private/Committed
 Not Committed

Map Document: C:\S:\Projects\San_Juan\Rosa_Unit\rose-unit.mxd
 3/5/2008 - 1:10:48 PM

NSL Application Drainage Map
Williams Production Company, LLC
Proposed Rosa Unit No. 12D
T31N, R06W, Section 15 NMPM
Rio Arriba County, New Mexico

