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MAR 28 2005

OIL CONSERVATION
DIVISION

March 23, 2005



Williams Production Company, LLC
One Williams Center
P.O. Box 3102
Tulsa, Oklahoma 74101-3102
918/573-6169

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

Case 361

Re: Cox Canyon Unit I, Sec.No.946
San Juan County, New Mexico
2005 Plan of Development

Gentlemen:

By letter dated January 12, 2004, Williams Production Company, as Cox Canyon Unit Operator, filed the 2004 Plan of Development for the referenced Unit. Following is a summary of operations proposed under the 2004 Plan of Development:

<u>Well Name</u>	<u>Formation</u>	<u>Operation Status</u>
New Mexico 32-11 Com #1B (Mesaverde/Dakota Dual)	Mesaverde	Drilled, waiting on completion
Cox Canyon Unit #1C	Dakota	Drilled and completed
Cox Canyon Unit #4B	Mesaverde	Drilled and completed
Cox Canyon Unit #4C	Mesaverde	Drilled and completed
Cox Canyon Unit #5B	Mesaverde	Carry over to 2005 POD
(Mesaverde/Dakota Dual)	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit #5C	Dakota	Carry over to 2005 POD
Cox Canyon Unit #6B	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit #6C	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit #7B	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit #7C	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit #8B	Mesaverde	Carry over to 2005 POD
(Mesaverde/Dakota Dual)	Mesaverde	Drilled and completed
Cox Canyon Unit #8C	Dakota	Dropped from P.O.D
Cox Canyon Unit Com #9B	Mesaverde	Drilled and completed
Cox Canyon Unit Com #9C	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit Com #200A	Mesaverde	Carry over to 2005 POD
Cox Canyon Unit Com #204	Fruitland Coal	Drilled and completed
	Fruitland Coal	Carry over to 2005 POD

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 2, 1977
Mesaverde	Initial	July 23, 1953

Attached are maps of each of the producing formations within the Cox Canyon Unit showing the boundaries of the Participating Areas as applicable. There were no wells commingled, recompleted or abandoned within the Cox Canyon Unit during 2004.

Pursuant to Section 10 the Cox Canyon Unit Agreement, Williams Production Company, as Unit Operator, proposes a Plan of Development providing for the completion of the following wells during 2005:

<u>Well Name</u>	<u>Drilling Block</u>	<u>Formation</u>
New Mexico 32-11 Com #1C	S/2 Sec.20, T32N, R11W	Mesaverde
(Mesaverde/Dakota Dual)	S/2 Sec.20, T32N, R11W	Dakota
Cox Canyon Unit #3C	All Sec.09, T32N, R11W	Mesaverde
Cox Canyon Unit #4C	E/2 Sec.21, T32N, R11W	Mesaverde
Cox Canyon Unit #5B	W/2 Sec.21, T32N, R11W	Mesaverde
(Mesaverde/Dakota Dual)	W/2 Sec.21, T32N, R11W	Dakota
Cox Canyon Unit #5C	W/2 Sec.21, T32N, R11W	Mesaverde
Cox Canyon Unit #6B	E/2 Sec.16, T32N, R11W	Mesaverde
Cox Canyon Unit #6C	E/2 Sec.16, T32N, R11W	Mesaverde
Cox Canyon Unit #7B	W/2 E/2 & E/2 W/2 Sec.17, T32N, R11W	Mesaverde
Cox Canyon Unit #7C	W/2 E/2 & E/2 W/2 Sec.17, T32N, R11W	Mesaverde
Cox Canyon Unit Com #9B	N/2 Sec.20, T32N, R11W	Mesaverde
Cox Canyon Unit Com #9C	N/2 Sec.20, T32N, R11W	Mesaverde
Cox Canyon Unit Com #204	W/2 Sec. 21, T32N, R11W	Fruitland Coal

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,



M. Vern Hansen, CPL
Staff Landman

Cox Canyon
2005 Plan of Development
03/23/05

Enclosures

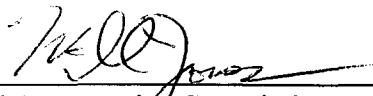
cc: Working Interest Owners
Mike Turnbaugh
Kris Russell
Mitch Reeves
Tracy Ross
Gary Sizemore
Ralph Hawks
Kirk Place
Larry Higgins

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

DATE: _____

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

DATE: _____

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

DATE: 3/29/05

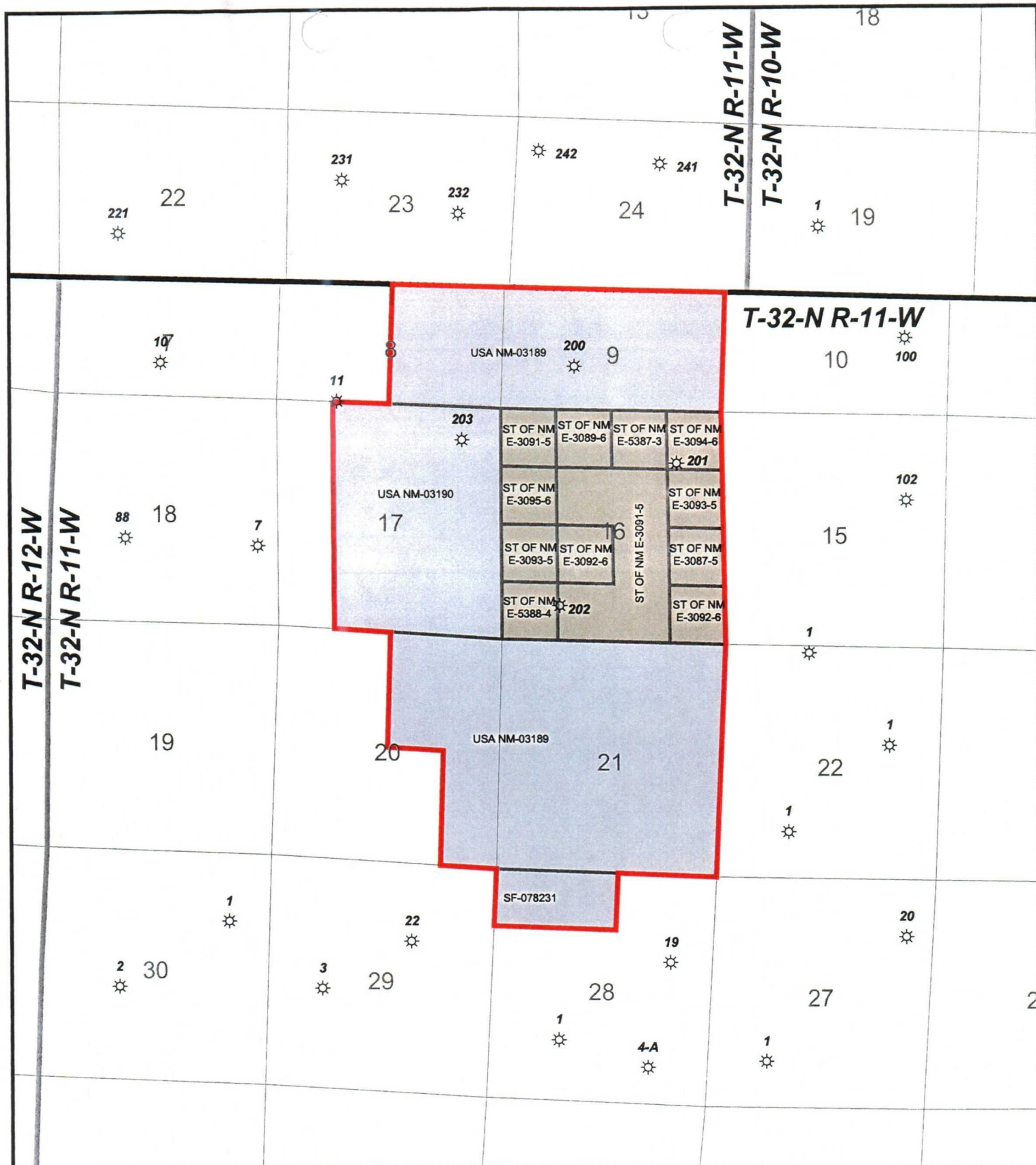
The foregoing approvals are for the 2005 Plan of Development for the Cox Canyon Unit I,
Sec.No.946, San Juan County, New Mexico.

**WORKING INTEREST OWNERS
COX CANYON UNIT**

BP America Production Company
Attn: John Larson
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: Chief Landman, San Juan/Rockies
P. O. Box 2197
Houston, TX 77252



- ☼ Fruitland Wells
- ☐ Cox Canyon Unit
- Mineral Ownership
- ☐ Federal
- ☐ State

2000 0 2000 4000 Feet



Williams

Exploration & Production

Williams

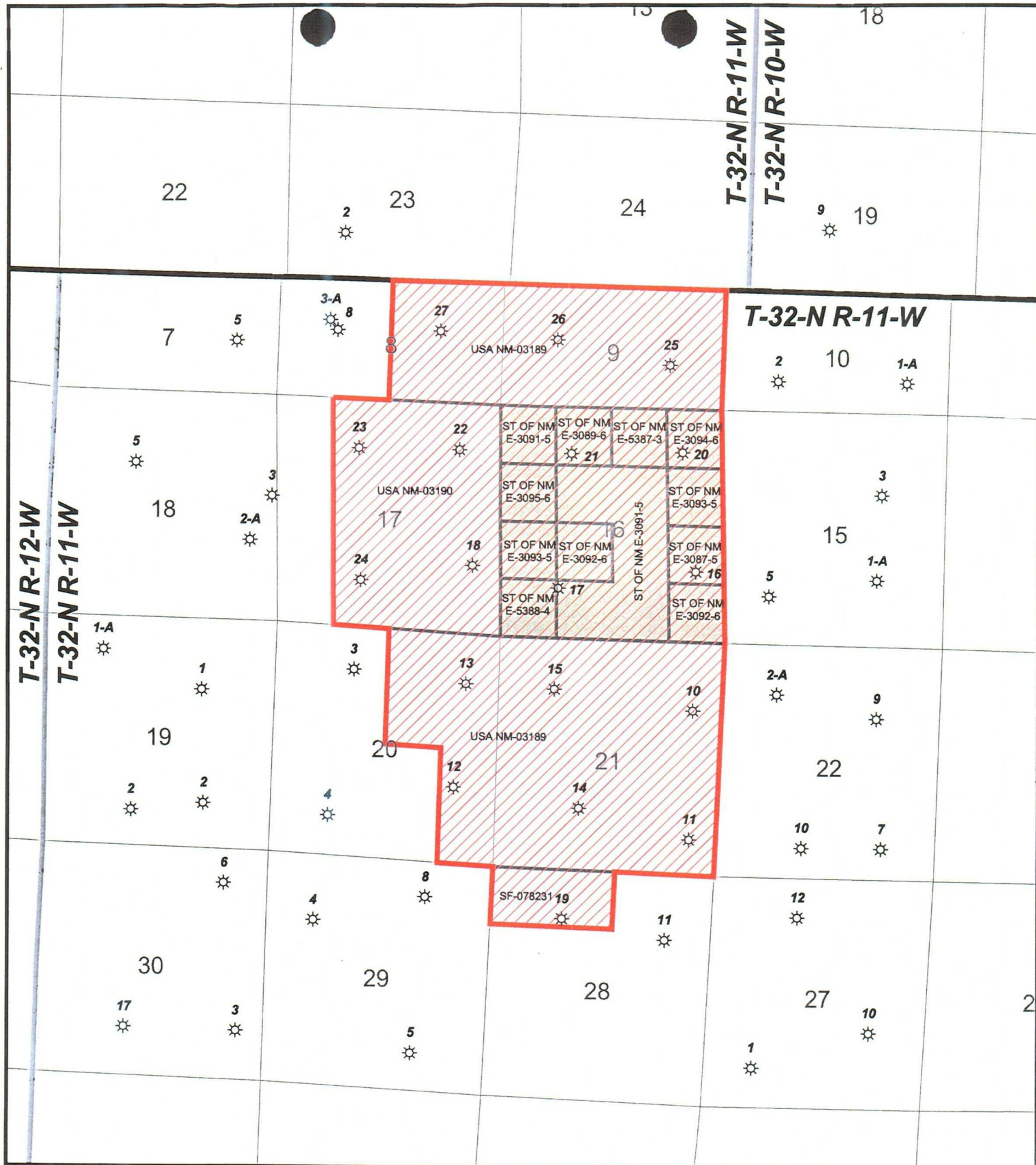
Cox Canyon Unit
San Juan County, New Mexico

Scale: 1:36000

Projection: UTM - 1983
Zone 13

Date: 01/09/2004

Author: Chuck Fessler



- ☆ Pictured Cliffs Wells
- ▨ Participating Area
- ▭ Cox Canyon Unit
- Mineral Ownership
- Federal
- ▭ State

2000 0 2000 4000 Feet



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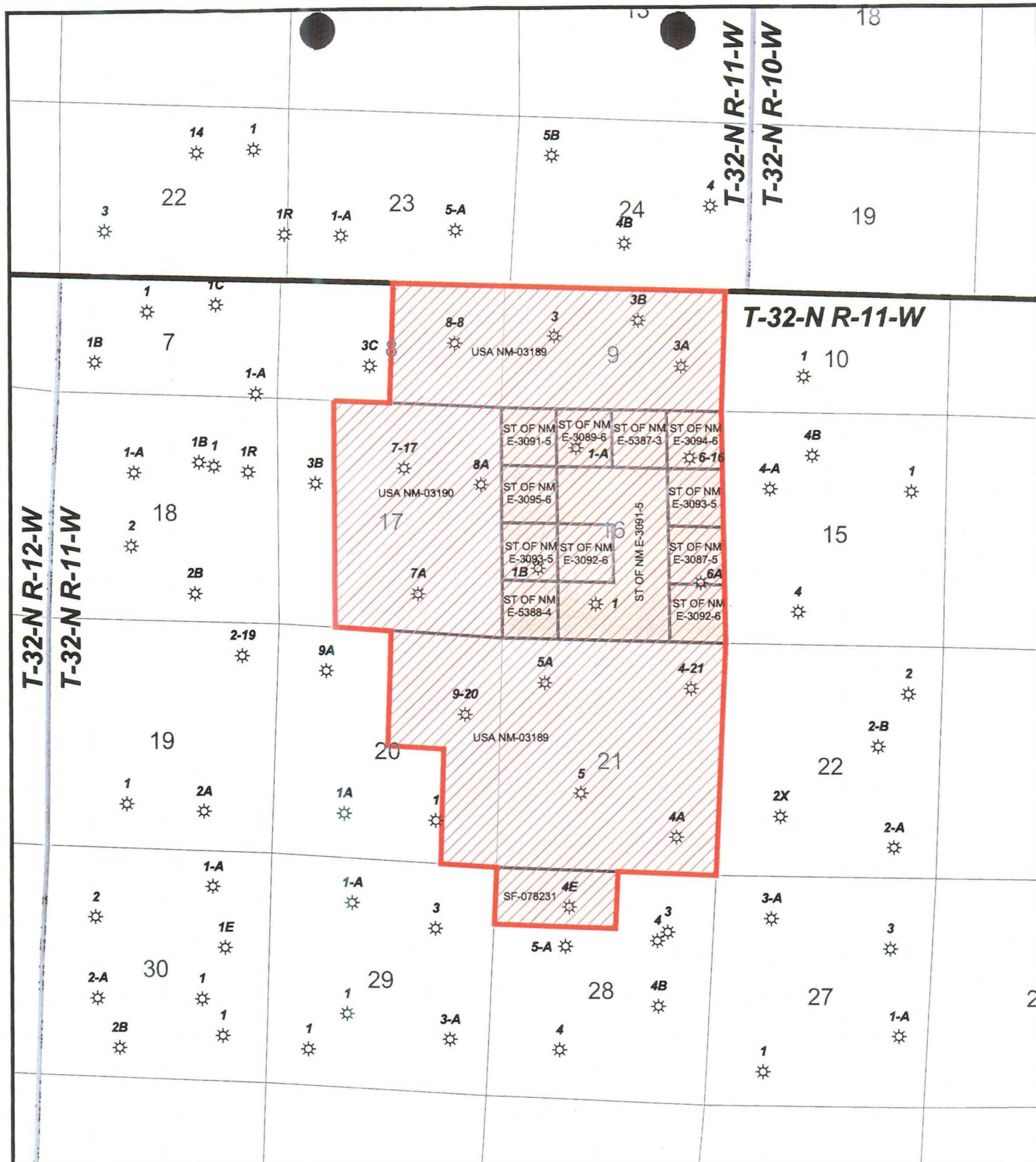
Cox Canyon Unit
San Juan County, New Mexico

Scale: 1:36000

Projection: UTM - 1983
Zone 13

Date: 01/09/2004

Author: Chuck Fessler



- ☼ Mesaverde Wells
- ▨ Participating Area
- ▭ Cox Canyon Unit
- Mineral Ownership
- ▭ Federal
- ▭ State

2000 0 2000 4000 Feet



Williams

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Cox Canyon Unit
San Juan County, New Mexico

Scale: 1:36000

Projection: UTM - 1983
Zone 13

Date: 01/09/2004

Author: Chuck Fessler