

BURLINGTON

RESOURCES

San Juan Division

March 24, 2005

Bureau of Land Management
Farmington Resource Area
1235 La Plata Highway
Farmington, NM 87401

Commissioner of Public Lands
State of New Mexico
P. O. Box 1148
Santa Fe, NM 87501-1148

Oil Conservation Division
State of New Mexico
1220 S. Saint Francis Drive
Santa Fe, NM 87505-4000

498
R-309

RE: First Amendment
2005 Plan of Development
San Juan 32-9 Unit 14-08-001-569
San Juan County, New Mexico

Ladies and Gentlemen:

By letter dated February 28, 2005, the 2005 Plan of Development for the referenced unit was submitted for your approval. Subsequently it has been determined that the following wells should be included:

| Well Name | Formation | Type | Dedication |
|-------------------------|----------------|--------------------|---|
| San Juan 32-9 Unit 242 | Fruitland Coal | New Drill - Single | W2 014-032N-009W |
| San Juan 32-9 Unit 251S | Fruitland Coal | New Drill - Single | W2 004-031N-009W |
| San Juan 32-9 Unit 252S | Fruitland Coal | New Drill - Single | E2 005-031N-009W |
| San Juan 32-9 Unit 253S | Fruitland Coal | New Drill - Single | W2 005-031N-009W |
| San Juan 32-9 Unit 255S | Fruitland Coal | New Drill - Single | W2 006-031N-009W |
| San Juan 32-9 Unit 268S | Fruitland Coal | New Drill - Single | E2 001-031N-010W |
| San Juan 32-9 Unit 104S | Fruitland Coal | New Drill - Single | E2 024-032N-010W |
| San Juan 32-9 Unit 226S | Fruitland Coal | New Drill - Single | E2 032-032N-009W |
| San Juan 32-9 Unit 229S | Fruitland Coal | New Drill - Single | E2 036-032N-010W |
| San Juan 32-9 Unit 230S | Fruitland Coal | New Drill - Single | W2 036-032N-010W |
| San Juan 32-9 Unit 259S | Fruitland Coal | New Drill - Single | W2 009-031N-009W |
| San Juan 32-9 Unit 272S | Fruitland Coal | New Drill - Single | E2 021-032N-009W |
| San Juan 32-9 Unit 278S | Fruitland Coal | New Drill - Single | E2 031-032N-009W |
| San Juan 32-9 Unit 297S | Fruitland Coal | New Drill - Single | W2 035-032N-010W |
| San Juan 32-9 Unit 285S | Fruitland Coal | New Drill - Single | W2 013-032N-010W |
| San Juan 32-9 Unit 288S | Fruitland Coal | New Drill - Single | E2 023-032N-010W |
| San Juan 32-9 Unit 292S | Fruitland Coal | New Drill - Single | E2 025-032N-010W |
| San Juan 32-9 Unit 262S | Fruitland Coal | New Drill - Single | E2 015-031N-009W |
| San Juan 32-9 Unit 260S | Fruitland Coal | New Drill - Single | E2 010-031N-009W |
| San Juan 32-9 Unit 215S | Fruitland Coal | New Drill - Single | ALL 010-031N-009W * Location correction from original POD |

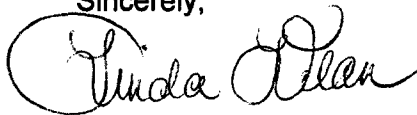
San Juan 32-9 Unit
2005 Plan of Development
First Amendment
March 24, 2005

The working interest owners are being furnished a copy of this letter. Burlington Resources Oil and Gas Company LP, as Unit Operator, will drill any offset wells required to prevent drainage of unitized substances and any other wells deemed necessary by the working interest owners or Unit Operator.

In accordance with Section 10 of the Unit Agreement, please provide your approvals by executing and returning a copy of this letter to the attention of the undersigned.

Please contact me at (505) 326-9760 if there are any questions regarding this letter.

Sincerely,



Linda Dean
Land Advisor

LKD/JPP

xc: San Juan 32-9 Unit, 3.0 (2005 POD)

**SAN JUAN 32-9 UNIT
2005 PLAN OF DEVELOPMENT
FIRST AMENDMENT
APPROVALS**

Bureau of Land Management



New Mexico Oil Conservation Division

Date

4/1/05

Date

New Mexico Commissioner of Public Lands

Date

WORKING INTEREST OWNERS SAN JUAN 32-9 UNIT

JOHN S BROWN JR

BP AMERICA PRODUCTION COMPANY

BURLINGTON RESO O&G (SJB)

BURLINGTON RESOURCES O&G CO LP

CONOCOPHILLIPS COMPANY

DEVON ENERGY PRODUCTION CO LP

ENERGEN RESOURCES CORP

BOLACK MINERALS CO

J & M RAYMOND LTD

XTO ENERGY INC

JRP SAN JUAN LP

PHILLIPS-SAN JUAN PARTNERS

PRODUCTION GATHERING CO LP

ROBERT UMBACH CANCER FOUNDATION

T H MCELVAIN OIL & GAS LTD

WILLIAMS PRODUCTION COMPANY

FOUR STAR OIL & GAS COMPANY