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JUL 02 2007 :

Oil Conservation Division  
1220 S. St. Francis Drive  
Santa Fe, NM 87505

WILLIAMS PRODUCTION COMPANY, LLC  
One Williams Center  
P.O. Box 3102  
Tulsa, OK 74101-3102  
918/573-6169

June 29, 2007

Assistant District Manager, Minerals  
Bureau of Land Management  
Farmington Resource Area  
1235 LaPlata Highway  
Farmington, New Mexico 87401

State of New Mexico  
Oil Conservation Commission  
1220 South St. Francis Drive  
Santa Fe, New Mexico 87505-4000

State of New Mexico  
Commissioner of Public Lands  
310 Old Santa Fe Trail  
Santa Fe, New Mexico 87504-1148

Re: Rosa Unit I, Sec.No.587  
San Juan & Rio Arriba Counties, New Mexico  
Second Supplemental 2007 Plan of Development

Gentlemen:

By letters dated March 7, and June 13, 2007, Williams Production Company as Unit Operator filed the 2007 Plan of Development and the First Supplemental for the Rosa Unit.

Subsequent to filing the 2007 Plan of Development, it has been proposed that the following wells be dually completed in the Dakota formation with the Mesaverde completion as indicated in the 2007 Plan of Development filed by letters dated March 7, and June 13, 2007.

<u>Well Name</u>	<u>Formation</u>	<u>Spacing</u>
Rosa Unit COM #60B	Mesaverde Dakota	ALL Sec.4, T31N, R6W ALL Sec.4, T31N, R6W, LESS HES Survey in Sec. 4 pursuant to NMOC D Spacing Order R-2046
Rosa Unit #186	Mesaverde Dakota	N/2 Sec.27, T31N, R5W N/2 Sec.27, T31N, R5W

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 Second Supplemental Plan of Development is acceptable, please signify your approval as required under Section 9 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 sheets.

Sincerely yours,

A handwritten signature in black ink, appearing to read "M. Vern Hansen", with a long, sweeping horizontal stroke extending to the right.

M. Vern Hansen  
Senior Landman

cc: Working Interest Owners  
Mike Turnbaugh  
Tracy Ross  
Kris Russell

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: \_\_\_\_\_

The foregoing approvals are for the Second Supplemental 2007 Plan of Development for the Rosa Unit I, Sec.No.587.

WORKING INTEREST OWNERS  
ROSA UNIT

BP AMERICA PRODUCTION CO.  
ATTN: JOHN LARSON, WL1 RM 19.158  
501 WESTLAKE BOULEVARD  
HOUSTON, TX 77079-3092

SCHULTZ MANAGEMENT, LTD.  
500 N. AKARD, SUITE 2940  
DALLAS, TX 75201

MS. ELIZABETH T. CALLOWAY  
P.O. BOX 191767  
DALLAS, TX 75219-1767

FRED E. TURNER, LLC  
4925 GREENVILLE AVE., SUITE 852  
DALLAS, TX 75206-4079

J. GLENN TURNER, JR. LLC  
3838 OAK LAWN  
SUITE 1450  
DALLAS, TX 75219

XTO ENERGY, INC.  
ATTN: EDWIN S. RYAN, JR.  
810 HOUSTON STREET, STE 2000  
FORT WORTH, TX 76102-6298

MARY FRANCES TURNER, JR TRUST  
ATTN: BARRY L. DOMINICK  
TX1-2931  
P O BOX 660197  
DALLAS, TX 75266-0197

MR. JOHN TURNER  
PMB 285  
317 SIDNEY BAKER SOUTH #400  
KERRVILLE, TX 78028

PATRICIA P. SCHIEFFER TRUST, BANK OF AMERICA, N.A. AGT  
ATTN: JEFF ANDERSON  
P.O. BOX 2546  
FORT WORTH, TX 76113-2546

FOREST OIL CORPORATION  
ATTN: KEN MCPHEE  
707 17<sup>th</sup> STREET  
DENVER, CO 80202

MS. VICTORIA WEBB  
806 CORDOVA  
DALLAS, TX 75223

HENRIETTA E. SCHULTZ, TRUSTEE  
500 NORTH AKARD, SUITE 2940  
DALLAS, TX 75201

SACRAMENTO MUNICIPAL UTILITIES DISTRICT  
ATTN: THOMAS INGWERS  
P. O. BOX 15830  
SACRAMENTO, CA 95852-1830

CONOCOPHILLIPS COMPANY  
ATTN: CHIEF LANDMAN, SAN JUAN/ROCKIES  
P. O. BOX 4289  
FARMINGTON, NM 87499-4289