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San Juan Business Unit
PO Box 4289
Farmington NM 87499-4289
(505) 326-9700

Burlington Resources Oil & Gas Co LP
"a wholly owned subsidiary"

August 9, 2007

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

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

**RE: FIRST AMENDMENT-2007 Plan of Development
SAN JUAN 28-4 UNIT 14-08-001-933
RIO ARRIBA COUNTY, NEW MEXICO**

Ladies and Gentlemen:

By letter dated February 22, 2007, the 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	DEDICATION	FORMATION
SAN JUAN 28-4 UNIT 16M	E2 30-028N-004W	Mesaverde/Dakota- Commingle
SAN JUAN 28-4 UNIT 16N	(S2) MV (E2) DK 30-028N-004W	Mesaverde/Dakota- Commingle
SAN JUAN 28-4 UNIT 34N	(S2) MV (W2) DK 30-028N-004W	Mesaverde/Dakota- Commingle
SAN JUAN 28-4 UNIT 37M	E2 29-028N-004W	Mesaverde/Dakota- Commingle
SAN JUAN 28-4 UNIT 37N	(S2) MV (E2) DK 29-028N-004W	Mesaverde/Dakota- Commingle

The working interest owners are being furnished a copy of this letter, well status listing and enclosed map. Burlington, 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 to Section 10 of the Unit Agreement, please provide your approval by executing and returning a copy of the attached approval page to the undersigned.

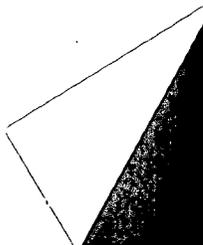
Please contact me at (505) 326-9760 if there are any questions regarding this letter.

Sincerely,

Linda Dean

LKD/aew

xc: San Juan 28-4 Unit, 3.0 (2007)
San Juan 28-4 Unit Working Interest Owners



SAN JUAN 28-4 UNIT
2007 PLAN OF DEVELOPMENT
FIRST AMENDMENT
August 9, 2007

**SAN JUAN 28-4 UNIT
2007 PLAN OF DEVELOPMENT APPROVALS
FIRST AMENDMENT**

Bureau of Land Management

Date

New Mexico Oil Conservation Division

Date

*WORKING INTEREST OWNERS
SAN JUAN 28-4 UNIT*

XTO ENERGY INC

WILLIAMS PRODUCTION COMPANY

ANADARKO E & P COMPANY LP

CONOCOPHILLIPS COMPANY

ROBERT CRITCHFIELD