



ConocoPhillips
San Juan Business Unit
P.O. Box 4289
Farmington, NM 87499-4289
Burlington Resources Oil & Gas Co LP
"an affiliate of ConocoPhillips Company"

August 25, 2008

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- 2008 Plan of Development
SAN JUAN 28-5 UNIT 14-08-001-949
RIO ARRIBA COUNTY, NEW MEXICO

Ladies and Gentlemen:

By letter dated February 15, 2008, 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 28-5 UNIT 73P	MV S/2 35-028N-005W DK E/2 35-028N-005W	Mesaverde/Dakota Commingle
SAN JUAN 28-5 UNIT 84N	MV N/2 16-028N-005W DK E/2 16-028N-005W	Mesaverde/Dakota Commingle
SAN JUAN 28-5 UNIT 92N	MV N/2 24-028N-005W DK W/2 24-028N-005W	Mesaverde/Dakota Commingle
SAN JUAN 28-5 UNIT 101P	MV N/2 13-028N-005W DK W/2 13-028N-005W	Mesaverde/Dakota Commingle
SAN JUAN 28-5 UNIT 104B	MV N/2 25-028N-005W DK W/2 25-028N-005W	Mesaverde/Dakota Commingle

The working interest owners on the attached listing are being furnished a copy of this letter. Burlington Resources Oil & 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 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/pml

xc: San Juan 28-5 Unit, 3.0 (2008)
San Juan 28-5 Unit Working Interest Owners

SAN JUAN 28-5 UNIT
2008 PLAN OF DEVELOPMENT
FIRST AMENDMENT
August 25, 2008

SAN JUAN 28-5 UNIT
2008 PLAN OF DEVELOPMENT APPROVALS
FIRST AMENDMENT

Bureau of Land Management

Date



New Mexico Oil Conservation Division



Date

SAN JUAN 28-5 UNIT
2008 PLAN OF DEVELOPMENT
FIRST AMENDMENT
August 25, 2008

WORKING INTEREST OWNERS SAN JUAN 28-5 UNIT

LORRAYN GAY HACKER
DUGAN PRODUCTION CORPORATION
MAR OIL AND GAS CORP INC
BOLACK MINERALS COMPANY
VAUGHAN MCELVAIN ENERGY INC
TAMACAM LLC
KATHLEEN QUINN
WILLIAMS PRODUCTION COMPANY
T H MCELVAIN OIL & GAS LTD
XTO ENERGY INC
CONOCOPHILLIPS COMPANY
CHARLES W GAY
LANGDON D HARRISON REVOC TRUST B
PROVIDENCE MINERALS LLC
THE TINMIL
THOMAS P TINNIN
BP AMERICA PRODUCTION COMPANY
J&M RAYMOND LTD
JABCO LLP
RIO ARIBAGAS LTD
NAVATEX ENERGY LP
MCELVAIN OIL COMPANY
RUTH ZIMMERMAN TRUST