

361

RECEIVED

2009 MAR 27 PM 1 13

March 25, 2009



WILLIAMS PRODUCTION COMPANY, LLC
 One Williams Center
 P.O. Box 3102
 Tulsa, OK 74101-3102
 918/573-2878

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

Re: Cox Canyon Unit I, Sec. No. 946
 San Juan County, New Mexico
 2009 Plan of Development

Gentlemen:

By letter dated March 5, 2008 Williams Production Company, as Cox Canyon Unit Operator, filed the 2008 Plan of Development for the referenced Unit. Following is a summary of operations proposed under the 2008 Plan of Development:

<u>Well Name</u>	<u>Formation</u>	<u>Operation Status</u>
Cox Canyon Unit #3C	Mesaverde	Carry over to 2009 POD
(Mesaverde/Dakota Dual)	Dakota	Carry over to 2009 POD
Cox Canyon Unit #4C	Mesaverde	Carry over to 2009 POD
(Mesaverde/Dakota Dual)	Dakota	Carry over to 2009 POD
Cox Canyon Unit #5C	Mesaverde	Drilled and Completed
Cox Canyon Unit #7B	Mesaverde	Carry over to 2009 POD
(Mesaverde/Dakota Dual)	Dakota	Carry over to 2009 POD
Cox Canyon Unit #7C	Mesaverde	Drilled and Completed
(Mesaverde/Dakota Dual)	Dakota	Drilled and Completed

Cox Canyon
2009 Plan of Development
March 25, 2009

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 1, 1977
Mesaverde	Initial	July 20, 1953
Fruitland Coal	First	November 1, 1990

Attached are maps of each of the producing formations within the Cox Canyon Unit showing the boundaries of the Participating Areas as applicable. The Cox Canyon Unit #7C Mesaverde/Dakota and the Cox Canyon #5B Mesaverde/ Dakota well were commingled in 2008.

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 2009:

<u>Well Name</u>	<u>Drilling Block</u>	<u>Formation</u>
Cox Canyon Unit #3C	All Sec.09, T32N, R11W	Mesaverde
(Mesaverde/Dakota Dual)	All Sec.09, T32N, R11W	Dakota
Cox Canyon Unit #4C	E/2 Sec.21, T32N, R11W	Mesaverde
(Mesaverde/Dakota Dual)	E/2 Sec.21, T32N, R11W	Dakota
Cox Canyon Unit #7B	W/2 E/2 & E/2 W/2 Sec.17, T32N, R11W	Mesaverde
(Mesaverde/Dakota Dual)	W/2 E/2 & E/2 W/2 Sec.17, T32N, R11W	Dakota

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.

Cox Canyon
2009 Plan of Development
March 25, 2009

Copies of this Plan of Development are being sent to the Working Interest Owners as shown on the enclosed sheet.

Sincerely,

A handwritten signature in black ink, appearing to read "Brennan West", with a horizontal line extending from the end of the signature.

Brennan West
Landman

Enclosures

cc: Working Interest Owners
Ken McQueen
Bobby Goodwin
Kris Russell
Bryan Holmes
Gary Sizemore
Ralph Hawks
Kirk Place
Larry Higgins

Cox Canyon
2009 Plan of Development
March 25, 2009

APPROVED: _____
Assistant District Manager, Minerals
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 2009 Plan of Development for the Cox Canyon Unit I, Sec.
No. 946, San Juan County, New Mexico.

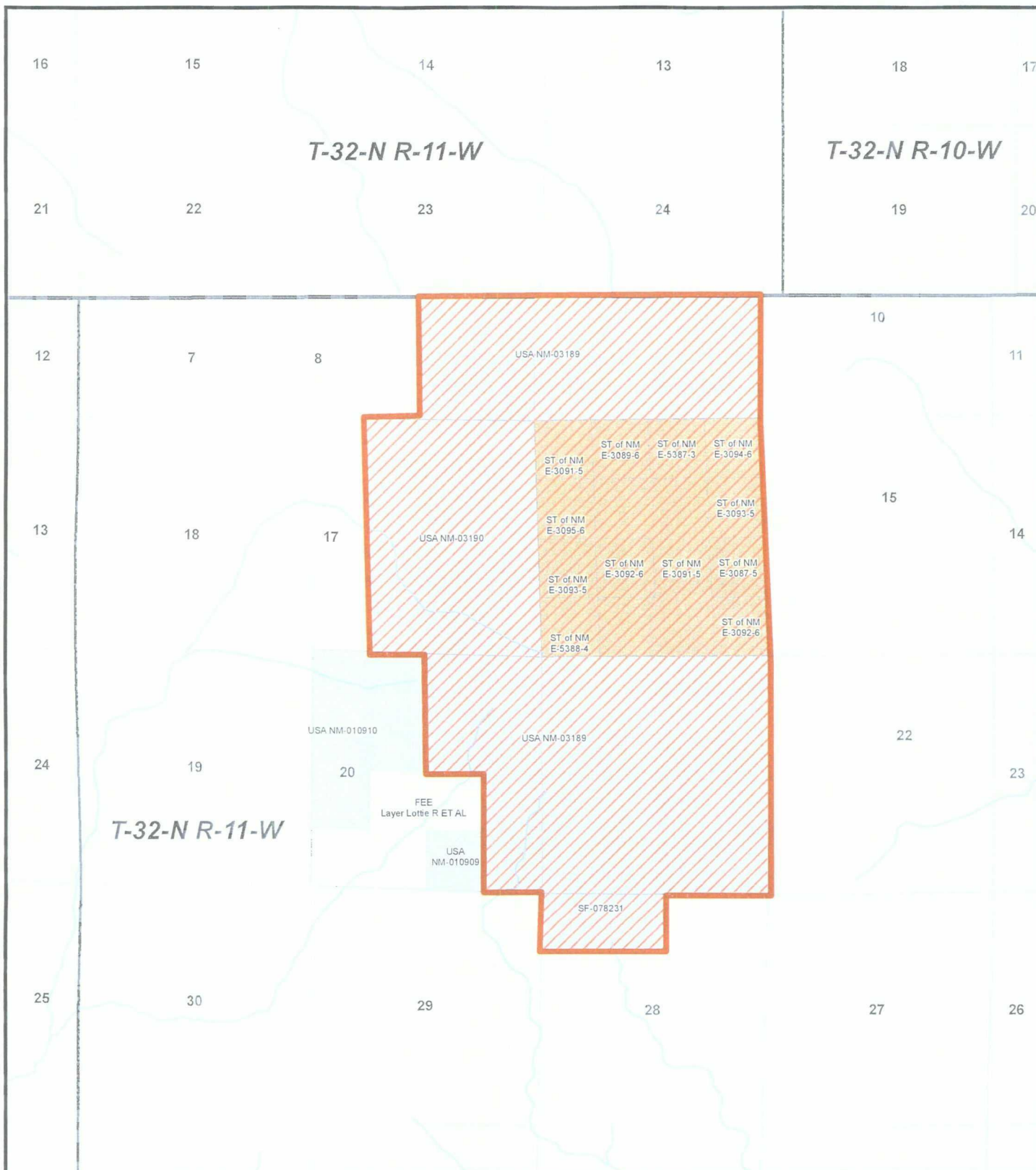
Cox Canyon
2009 Plan of Development
March 25, 2009

**WORKING INTEREST OWNERS
COX CANYON UNIT**

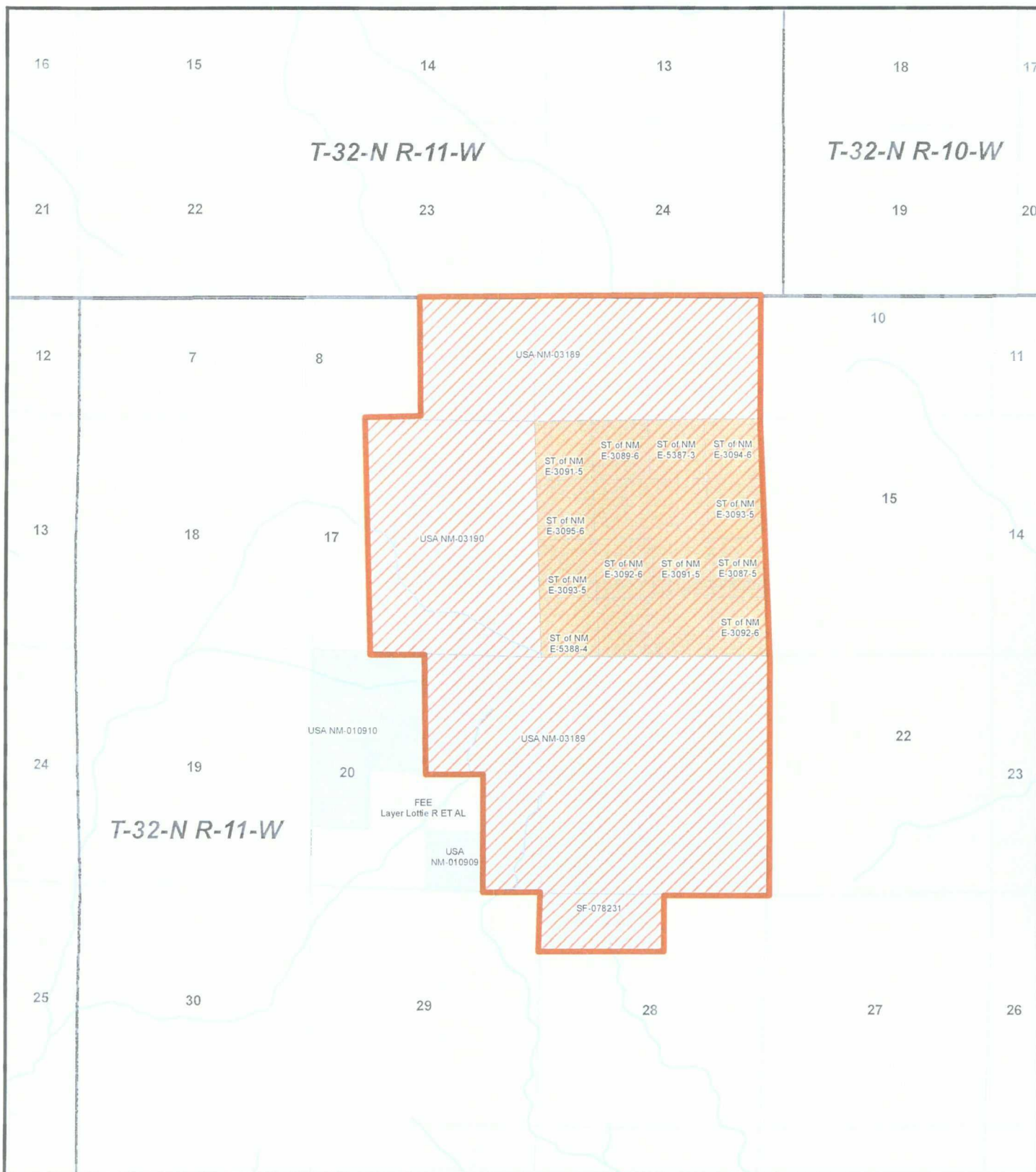
BP America Production Company
Attn: John Larson
501 Westlake Park Boulevard (77079)
P.O. Box 3092
Houston, TX 77253-3092

Burlington Resources
Attn: Land Department
P. O. Box 4289
Farmington, NM 87499-4289

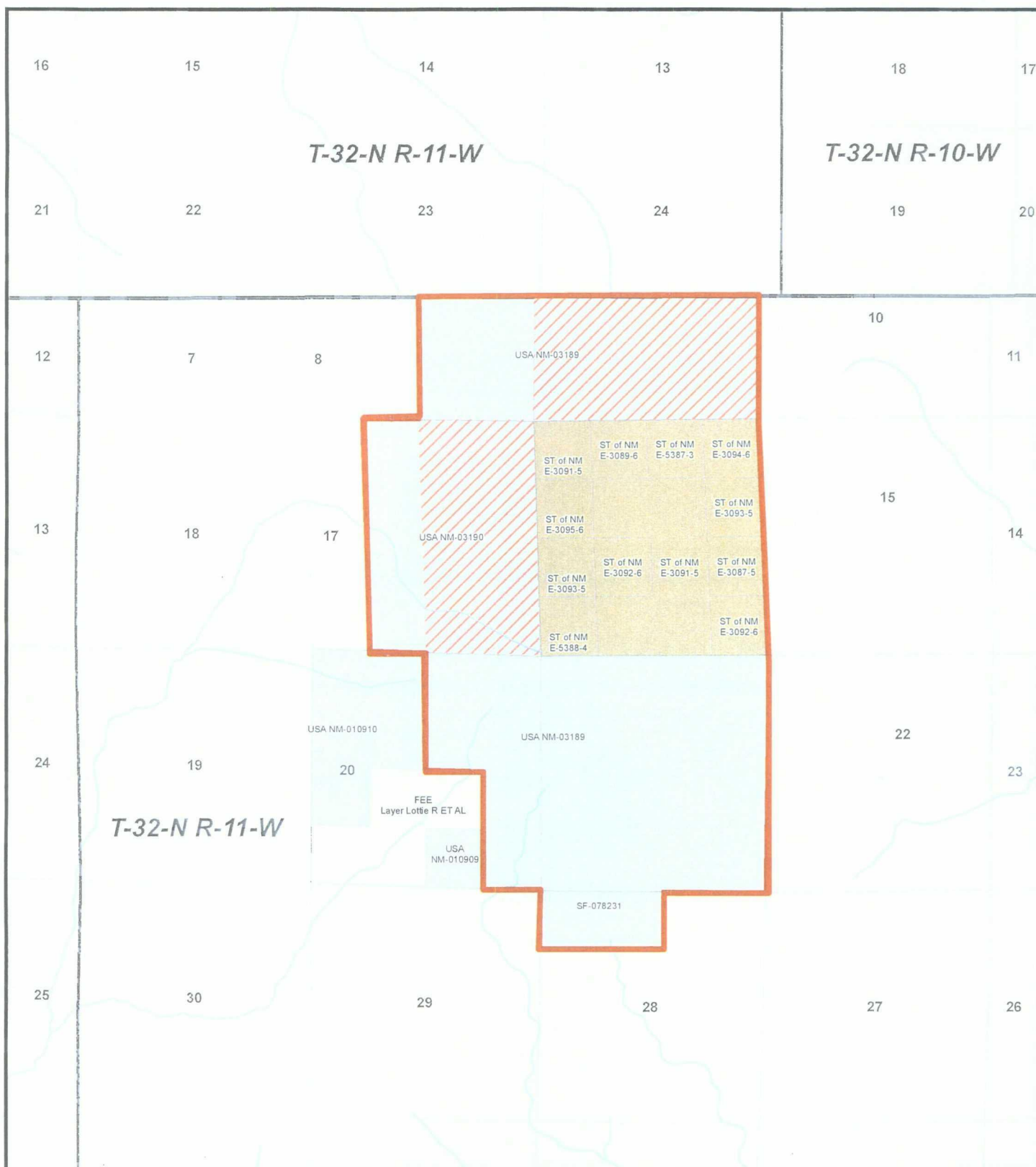
ConocoPhillips Company
Attn: Land Department
P. O. Box 4289
Farmington, NM 87499-4289



<p> Pictured Cliffs Participating Area</p> <p> Cox Canyon Unit</p> <p>Mineral Ownership</p> <p> Federal</p> <p> Fee</p> <p> State</p> <p>Scale: 2,000 0 2,000 4,000 Feet</p> <p>North Arrow</p>	<p>Williams Exploration & Production Williams</p> <p>Cox Canyon Pictured Cliffs Formation San Juan County, New Mexico</p> <p>Scale: 1:36,000 Projection: NAD 1983 State Plane NM West</p> <p>Date: 03/06/2009 Author: DH</p>
--	---



<p> Mesaverde Participating Area Cox Canyon Unit Mineral Ownership Federal Fee State </p>	<p> Williams <i>Exploration & Production</i> Williams </p>	
	<p align="center"> Cox Canyon Mesaverde Formation San Juan County, New Mexico </p>	
	<p>Scale: 1:36,000</p>	<p>Projection: NAD 1983 State Plane NM West</p>
<p>Date: 03/06/2009</p>		<p>Author: DH</p>



/// Fruitland Participating Area- Initial and 1st Expansion

□ Cox Canyon Unit

Mineral Ownership

□ Federal

□ Fee

□ State

2,000 0 2,000 4,000 Feet



Exploration & Production



**Cox Canyon
Fruitland Formation
San Juan County, New Mexico**

Scale: 1:36,000

Projection: NAD 1983 State Plane NM West

Date: 03/06/2009

Author: DH