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FORM APPROVED
OMB NO. 1004-0136
Expires: January 31, 2004

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. COC24099
1b. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator Williams Production RMT Company		7. If Unit or CA Agreement, Name and No. COC50794
3a. Address 1515 Arapahoe St., Tower 3, #1000 Denver, CO 80202		8. Lease Name and Well No. Williams GM 312-33 (GM 214-33 Pad)
3b. Phone No. (include area code) (303) 606-4071		9. API Well No.
4. Location of well (Report location clearly and in accordance with any State requirements. *) At surface NWNW 33-T6S-R96W 1110' FNL 222' FWL At proposed prod. zone SWNW 33-T6S-R96W 1701' FNL 192' FWL <i>Lot 4</i>		10. Field and Pool, or Exploratory Grand Valley
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* Approximately 6 miles northwest of Parachute, CO		11. Sec., T., R., M., or Blk. And Survey or Area 33 6S, 96W 6th PM
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drlg unit line, if any) Approx 376' From Lease Line BHL, 192' Drlg Unit BHL	16. No. of Acres in lease 857.22	12. County or Parish Garfield
17. Spacing Unit dedicated to this well NW/4 160	13. State Colorado	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx 564' From BHL
19. Proposed Depth 6780' MD 6741' TVD	20. BLM/ BIA Bond No. on file NMB000396	21. Elevations (Show whether DF, RT, GR, etc.) 5725' GR
22. Aproximate date work will start* 1/15/2009	23. Estimated Duration 120 Days	

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1 shall be attached to this form:

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| <ol style="list-style-type: none"> 1. Well plat certified by a registered surveyor. 2. A Drilling Plan. 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | <ol style="list-style-type: none"> 4. Bond to cover the operations unless covered by existing bond on file(see item 20 above). 5. Operator certification. 6. Such other site specific information and/ or plans as may be required by the a authorized officer. |
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25. Signature	Name (Printed/ Typed) Greg Davis	Date 8/5/08
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Supervisor Permits Approved By (Signature)	Name (Printed/ Typed) Allen B. Crockett Office: Glenwood Springs Energy Office	Date OCT 28 2008
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Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to cc operations thereon.

"Conditions of Approval Attached"

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the Unite States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

* (Instructions on reverse)

"APPROVAL TO FLARE GRANTED WHILE DRILLING AND TESTING"

APPROVED FOR A PERIOD NOT TO EXCEED 2 YEARS