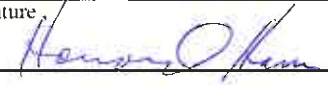


UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT  
APPLICATION FOR PERMIT TO DRILL OR REENTER

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

1a. Type of Work <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. COC66586
1b. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator Williams Production RMT Company LLC		7. If Unit or CA Agreement, Name and No.
3a. Address 1001 17th Street., Suite 1200 Denver, CO 80202	3b. Phone No. (include area code) (303) 606-4086	8. Lease Name and Well No. Federal RG 524-14-298 (RG 24-14-298 Pad )
4. Location of well (Report location clearly and in accordance with any State requirements. *) At surface 268' FSL 1986' FWL SESW  At proposed prod. zone 293' FSL 1886' FWL SESW Sec 14 T2S-R98W		9. API Well No.
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* Approximately 20.0 miles Southwest of White River City, Colorado		10. Field and Pool, or Exploratory Sulphur Creek
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drlg unit line, if any) Lease Line 293' BHL Prop Line 4441 SHL		11. Sec., T., R., M., or Blk. And Survey or Area 14 T2S-R98W 6th PM
16. No. of Acres in lease 666	17. Spacing Unit dedicated to this well Unspaced	12. County or Parish Rio Blanco
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. Approx 598'	19. Proposed Depth MD 10919' TVD 10918'	13. State Colorado
20. BLM/ BIA Bond No. on file NMB000396	21. Elevations (Show whether DF, RT, GR, etc.) 6685' Ground	22. Aproximate date work will start* 3/1/12
23. Estimated Duration 45 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:	

- |                                                                                                                                                  |                                                                                                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| 1. Well plat certified by a registered surveyor.                                                                                                 | 4. Bond to cover the operations unless covered by existing bond on file (see item 20 above).          |
| 2. A Drilling Plan.                                                                                                                              | 5. Operator certification.                                                                            |
| 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). | 6. Such other site specific information and/ or plans as may be required by the a authorized officer. |

25. Signature 	Name (Printed/ Typed) Howard Harris	Date 9/23/11
Title Sr. Regulatory Specialist		
Approved By (Signature)	Name (Printed/ Typed)	Date
Title Office		

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, 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 United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

\*(Instructions on reverse)

**Additional Operator Remarks**

Williams requests permission to drill the subject well. The well will be drilled from the existing RG 24-14-298 well pad. See attached Survey Plats, Directional Plot and Plan, Geological Prognosis and Casing and Cement plan for further information.

Drilling will conform to all the stipulations specified in the Williams Production LLC Master APD 10 Point drilling plan, as approved March 24, 2011.

Surface and minerals are owned by the United States Government.  
Bureau of Land Management, 220 East Market St. Meeker, Colorado 81641, (970) 878-3800

If additional information is required, please contact:

Mr. Scott Brady  
1058 County Road #215  
P.O. Box 370  
Parachule, CO 81635  
Office: (970) 285-9377 Cellular: (970) 250-3680