

APPLICATION FOR PERMIT TO:

1. **Drill,** Deepen, Re-enter, Recomplete and Operate

2. TYPE OF WELL
 OIL GAS COALBED OTHER _____
 SINGLE ZONE MULTIPLE COMMINGLE

Refiling
 Sidetrack

Document Number:
 400222065
 PluggingBond SuretyID
 20030107

3. Name of Operator: WILLIAMS PRODUCTION RMT COMPANY LLC 4. COGCC Operator Number: 96850
 5. Address: 1001 17TH STREET - SUITE #1200
 City: DENVER State: CO Zip: 80202
 6. Contact Name: Greg Davis Phone: (303)606-4071 Fax: (303)629-8268
 Email: Greg.J.Davis@Williams.com
 7. Well Name: Williams Well Number: GM 424-34
 8. Unit Name (if appl): _____ Unit Number: _____
 9. Proposed Total Measured Depth: 6688

WELL LOCATION INFORMATION

10. QtrQtr: NESW Sec: 34 Twp: 6S Rng: 96W Meridian: 6
 Latitude: 39.478656 Longitude: -108.096206
 Footage at Surface: 1960 feet FSL 2167 feet FWL
 11. Field Name: Grand Valley Field Number: 31290
 12. Ground Elevation: 25355 13. County: GARFIELD

14. GPS Data:
 Date of Measurement: 06/02/2009 PDOP Reading: 2.3 Instrument Operator's Name: Robert Kay

15. If well is Directional Horizontal (highly deviated) **submit deviated drilling plan.**
 Footage at Top of Prod Zone: FNL/FSL _____ FEL/FWL _____ Bottom Hole: FNL/FSL _____ FEL/FWL _____
647 FSL 1488 FWL 647 FSL 1488 FWL
 Sec: 34 Twp: 6S Rng: 96W Sec: 34 Twp: 6S Rng: 96W

16. Is location in a high density area? (Rule 603b)? Yes No
 17. Distance to the nearest building, public road, above ground utility or railroad: 293 ft
 18. Distance to nearest property line: 360 ft 19. Distance to nearest well permitted/completed in the same formation(BHL): 1224 ft

LEASE, SPACING AND POOLING INFORMATION

| Objective Formation(s) | Formation Code | Spacing Order Number(s) | Unit Acreage Assigned to Well | Unit Configuration (N/2, SE/4, etc.) |
|------------------------|----------------|-------------------------|-------------------------------|--------------------------------------|
| Williams Fork | WFMK | 479-11 | 160 | SW/4 |

21. Mineral Ownership: Fee State Federal Indian Lease #: _____
 22. Surface Ownership: Fee State Federal Indian
 23. Is the Surface Owner also the Mineral Owner? Yes No Surface Surety ID#: _____
 23a. If 23 is Yes: Is the Surface Owner(s) signature on the lease? Yes No
 23b. If 23 is No: Surface Owners Agreement Attached or \$25,000 Blanket Surface Bond \$2,000 Surface Bond \$5,000 Surface Bond

24. Using standard QtrQtr, Sec, Twp, Rng format enter entire mineral lease description upon which this proposed wellsite is located (attach separate sheet/map if you prefer):

T6S-R96W: Section 29: SESE; Section 33: N/2NW, SENW, SE; Section 34: SW; T7S-R96W: Section 4: Lot 1

25. Distance to Nearest Mineral Lease Line: 647 ft 26. Total Acres in Lease: 520

DRILLING PLANS AND PROCEDURES

27. Is H2S anticipated? Yes No If Yes, attach contingency plan.

28. Will salt sections be encountered during drilling? Yes No

29. Will salt (>15,000 ppm TDS CL) or oil based muds be used during drilling? Yes No

30. If questions 28 or 29 are yes, is this location in a sensitive area (Rule 901.e)? Yes No

31. Mud disposal: Offsite Onsite

If 28, 29, or 30 are "Yes" a pit permit may be required.

Method: Land Farming Land Spreading Disposal Facility Other: Re-use and evaporation

Note: The use of an earthen pit for Recompletion fluids requires a pit permit (Rule 905b). If air/gas drilling, notify local fire officials.

| Casing Type | Size of Hole | Size of Casing | Wt/Ft | Csg/Liner Top | Setting Depth | Sacks Cmt | Cmt Btm | Cmt Top |
|-------------|--------------|----------------|-------|---------------|---------------|-----------|---------|---------|
| CONDUCTOR | 24 | 18 | 48# | 0 | 45 | 25 | 45 | 0 |
| SURF | 13+1/2 | 9+5/8 | 32.3# | 0 | 918 | 320 | 918 | 0 |
| 1ST | 7+7/8 | 4+1/2 | 11.6# | 0 | 6,688 | 541 | 6,688 | |

32. BOP Equipment Type: Annular Preventer Double Ram Rotating Head None

33. Comments Closed Loop. Williams owns the surface where the subject well will be drilled. Production csg cement will be 200' above the uppermost mvrd sand. Location is presently under construction. No Rig on location. An active Form 2A is currently on file with COGCC. There have been no changes to lease conditions or drilling plans.

34. Location ID: 335302

35. Is this application in a Comprehensive Drilling Plan? Yes No

36. Is this application part of submitted Oil and Gas Location Assessment? Yes No

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Signed: _____ Print Name: Greg Davis

Title: Supervisor Permits Date: 11/8/2011 Email: Greg.J.Davis@Williams.com

Based on the information provided herein, this Application for Permit-to-Drill complies with COGCC Rules and applicable orders and is hereby approved.

COGCC Approved: _____ Director of COGCC Date: _____

API NUMBER

05 045 19306 00

Permit Number: _____ Expiration Date: _____

CONDITIONS OF APPROVAL, IF ANY:

All representations, stipulations and conditions of approval stated in the Form 2A for this location shall constitute representations, stipulations and conditions of approval for this Form 2 Permit-to-Drill and are enforceable to the same extent as all other representations, stipulations and conditions of approval stated in this Permit-to-Drill.

Attachment Check List

| Att Doc Num | Name |
|-------------|------------------|
| 400222065 | FORM 2 SUBMITTED |

Total Attach: 1 Files

General Comments

| <u>User Group</u> | <u>Comment</u> | <u>Comment Date</u> |
|-------------------|----------------|---------------------|
| | | |

Total: 0 comment(s)

BMP

| <u>Type</u> | <u>Comment</u> |
|-------------|----------------|
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Total: 0 comment(s)