



P. O. Box 640  
Aztec, NM 87410  
(505) 333-1822  
(505) 333-1805 (fax)  
Heather.riley@williams.com

November 16, 2011

David Neslin  
Bill Yokley  
COGCC  
1120 Lincoln Street, Suite 801  
Denver, CO 80203

Re: *Bondad 33-10 #27*  
*API #05-067-07949*  
*Sec. 12, T33N, R10W*  
*1184' FSL and 1484' FEL*  
*La Plata County, Colorado*

Dear Mr. Neslin and Mr. Yokley:

Williams Production Company, LLC (WPX) submitted a Form 2 and Form 4 with plans to recompleat the above referenced well to the Mancos formation. The Mancos formation has not been spaced yet so we are subject to COGCC Rule 318 which states:

All wells drilled for oil or gas to a common source of supply shall have the following setbacks:

- a. **Wells 2,500 feet or greater in depth.** A well to be drilled two thousand five hundred (2,500) feet or greater shall be located not less than six hundred (600) feet from any lease line, and shall be located not less than one thousand two hundred (1,200) feet from any other producible or drilling oil or gas well when drilling to the same common source of supply, unless authorized by order of the Commission upon hearing.

This proposed wellbore recompleat would be located within 600' from 2 leases to the east causing it to be non-standard.

Pursuant to Rule 502(b), WPX respectfully requests the Commission issue a variance to Rule 318(b) without going to hearing. WPX sent notification letters to the offset mineral owners of the adjacent leases via certified mail. Attached are copies of the letters as well as plats showing the location of the well to the leases.

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To date we have received 9 waivers out of 11 letters sent. Of the 2 outstanding, one has been mailed (according to royalty owner Allen McCulloch) and should be received by Williams by 11/28/11 and there was no response by the other (Betty Pennington) We will email a copy of Mr. McCulloch's waiver as soon as it is received.

The 10 waivers represent 99.75% owner approval from tract 1 and 100% owner approval from tract 2.

Thank you for your consideration of this request. Please let me know if you need any additional information.

Sincerely,



Heather Riley  
Regulatory Specialist, Sr.  
Encl (as stated)