

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

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| 1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER | | 5. Lease Serial No. COC07506 |
| 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 PROD.RMT CO. LLC Contact: GREG DAVIS E-Mail: greg.j.davis@williams.com | | 7. If Unit or CA Agreement, Name and No. COC53640 |
| 3a. Address 1001 17TH STREET, SUITE 1200 DENVER, CO 80202 | 3b. Phone No. (include area code) Ph: 303-606-4071 Fx: 303-629-8268 | 8. Lease Name and Well No. HOEPPLI RWF 314-36 |
| 4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SENW 2653FNL 2597FWL 39.482190 N Lat, 107.836780 W Lon At proposed prod. zone SWSW Lot 4 215FSL 1371FWL | | 9. API Well No. |
| 14. Distance in miles and direction from nearest town or post office* APPROXIMATELY 5 MILES SOUTHWEST OF RIFLE, CO | | 10. Field and Pool, or Exploratory RULISON |
| 15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) LEASE LINE APPROX 5' BHL, PROP LINE 991 | 16. No. of Acres in Lease SF@595.00 | 11. Sec., T., R., M., or Blk. and Survey or Area Sec 36 T6S R94W Mer 6PM |
| 18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 756' | 19. Proposed Depth 9421 MD 8730 TVD | 12. County or Parish GARFIELD |
| 21. Elevations (Show whether DF, KB, RT, GL, etc.) 6528 GL | 22. Approximate date work will start 09/15/2012 | 13. State CO |
| | | 17. Spacing Unit dedicated to this well 640.00 |
| | | 20. BLM/BIA Bond No. on file NMB000396 |
| | | 23. Estimated duration 120 DAY |

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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| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an 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 authorized officer. |

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|--|---|--------------------|
| 25. Signature (Electronic Submission) | Name (Printed/Typed) GREG DAVIS Ph: 303-606-4071 | Date 04/09/2012 |
| Title SUPERVISOR PERMITS | | |
| Approved by (Signature) | Name (Printed/Typed) | Date |
| Title | Office | |

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct 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.

Additional Operator Remarks (see next page)

Electronic Submission #134907 verified by the BLM Well Information System
For WILLIAMS PROD.RMT CO. LLC, sent to the Glenwood Springs

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

Additional Operator Remarks:

Operator requests permission to drill the subject well. This well will be drilled directionally from an existing well pad. Please see version: November 01, 2009 Williams Production RMT Company Master APD Standard Operating Practices for 10 Point Drilling plan and 13 Point Surface Use Plan for further information. See attached Plats, Directional Plan and Geological Prognosis for the subject well.

Surface is owned by Susanna Hoeppli, and minerals are owned by the United States Government.

If additional information is required, please contact :

Mr Scott Brady

1058 County Road #215

P.O. Box 370

Parachute, Colorado 81635

Office: (970) 285-9377 Cell: (970) 250-3680