API No. 42-255-31861

Drilling Permit # 709467

SWR Exception Case/Docket No.

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER

This facsimile W-1 was generated electronically from data submitted to the RRC.
A certification of the automated data is available in the RRC's Austin office.

FORM W-1 07/2004

Permit Status: Approved

1. RRC Operator No.: 109333

2. Operator's Name (as shown on form P-5, Organization Report): BURLINGTON RESOURCES O & G CO LP

3. Operator Address (include street, city, state, zip):

4. Lease Name: GENELLE UNIT C

5. Well No.: 1

GENERAL INFORMATION

6. Purpose of filing (mark ALL appropriate boxes): [X] New Drill [ ] Recompletion [ ] Reclass [ ] Field Transfer [ ] Re-Enter [ ] Amended [ ] Amended as Drilled (BHL) (Also File Form W-1D)

7. Wellbore Profile (mark ALL appropriate boxes): [ ] Vertical [X] Horizontal (Also File Form W-1H) [ ] Directional (Also File Form W-1D) [ ] Sidetrack

8. Total Depth: 13000

9. Do you have the right to develop the minerals under any right-of-way ? [X] Yes [ ] No

10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? [ ] Yes [X] No

SURFACE LOCATION AND ACREAGE INFORMATION

11. RRC District No.: 02

12. County: KARNES

13. Surface Location [X] Land [ ] Bay/Estuary [ ] Inland Waterway [ ] Offshore

14. This well is to be located 1.8 miles in a SE direction from Helena which is the nearest town in the county of the well site.

15. Section	16. Block	17. Survey	18. Abstract No.	19. Distance to nearest lease line:	20. Number of contiguous acres in lease, pooled unit, or unitized tract:
		MUSQUIZ, R	A-7	115 ft.	320

21. Lease Perpendiculars: 888 ft from the NE line and 140 ft from the SE line.

22. Survey Perpendiculars: 801 ft from the SW line and 29493 ft from the NW line.

23. Is this a pooled unit? [X] Yes [ ] No

24. Unitization Docket No:

25. Are you applying for Substandard Acreage Field? [ ] Yes (attach Form W-1A) [X] No

FIELD INFORMATION List all fields of anticipated completion including Wildcat. List one zone per line.

26. RRC District No.	27. Field No.	28. Field Name (exactly as shown in RRC records)	29. Well Type	30. Completion Depth	31. Distance to Nearest Well in this Reservoir	32. Number of Wells on this lease in this Reservoir
02	86950600	SUGARKANE (EAGLE FORD)	Gas Well	12500	0.00	1
02	27135750	EAGLEVILLE (EAGLE FORD-2)	Oil or Gas Well	12500	0.00	1

BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS (see W-1H attachment)

Remarks

Certificate:

I certify that information stated in this application is true and complete, to the best of my knowledge.

Richard Noble, Sr. Regulatory Specialist — Name of filer

Jan 31, 2011 — Date submitted

(832)486-2282 — Phone

richard.a.noble@conocophillips.com — E-mail Address (OPTIONAL)

RRC Use Only Data Validation Time Stamp: Feb 2, 2011 3:38 PM('As Approved' Version)

Permit Status: Approved

The RRC has not approved this application. Duplication or distribution of information is at the user's own risk.

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER

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Form W-1H 07/2004
Supplemental Horizontal Well Information

Permit # 709467

Approved Date: Feb 02, 2011

1. RRC Operator No.	2. Operator's Name (exactly as shown on form P-5, Organization Report)	3. Lease Name	4. Well No.
109333	BURLINGTON RESOURCES O & G CO LP	GENELLE UNIT C	1

Lateral Drainhole Location Information

5. Field as shown on Form W-1: SUGARKANE (EAGLE FORD) (Field # 86950600, RRC District 02)

6. Section	7. Block	8. Survey	9. Abstract	10. County of BHL
		MUSQUIZ, R	7	KARNES

11. Terminus Lease Line Perpendiculars
249 ft. from the SW line. and 4748 ft. from the NW line

12. Terminus Survey Line Perpendiculars
347 ft. from the SW line. and 24807 ft. from the NW line

13. Penetration Point Lease Line Perpendiculars
115 ft. from the SE line. and 572 ft. from the SW line

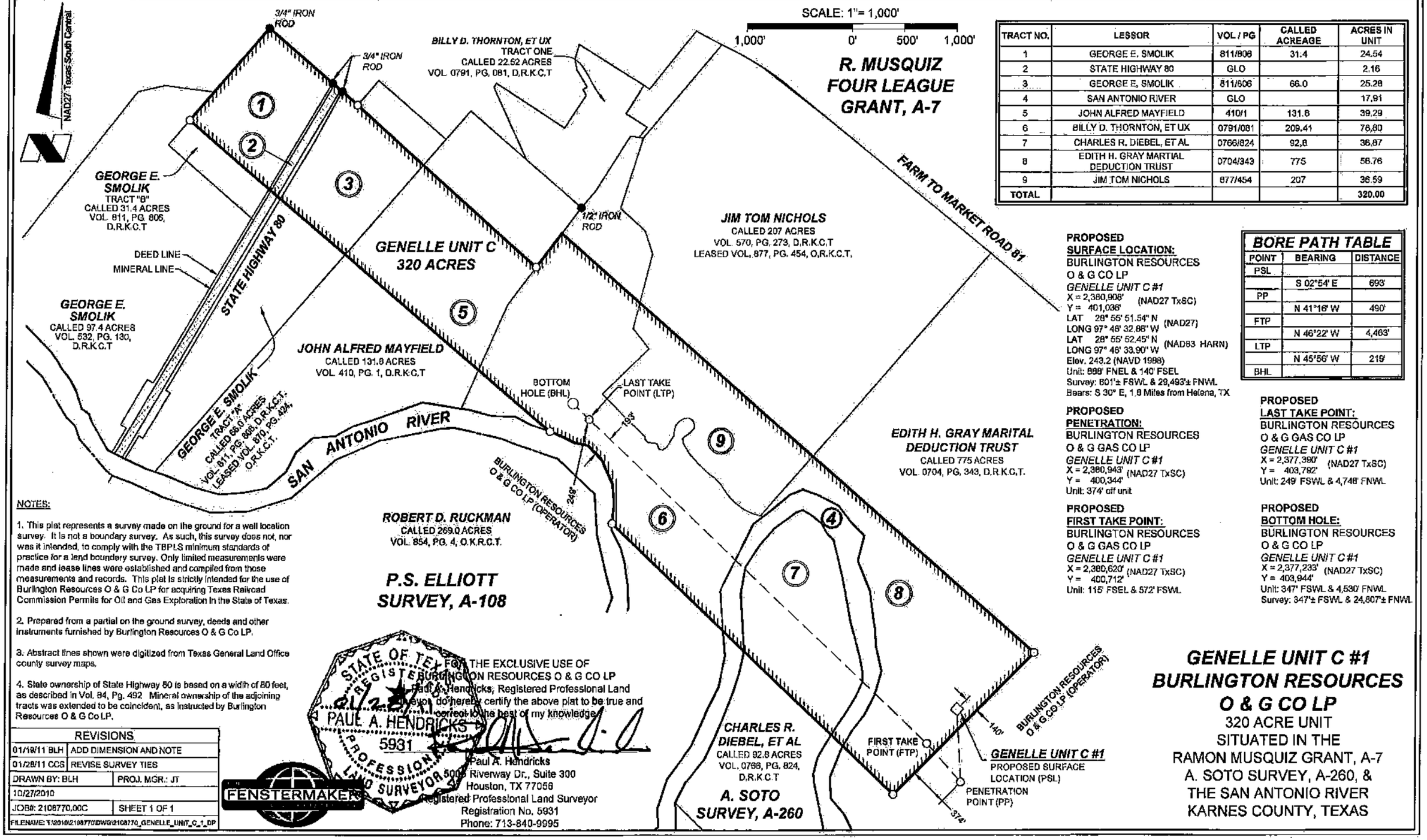
5. Field as shown on Form W-1: EAGLEVILLE (EAGLE FORD-2) (Field # 27135750, RRC District 02)

6. Section	7. Block	8. Survey	9. Abstract	10. County of BHL
		MUSQUIZ, R	7	KARNES

11. Terminus Lease Line Perpendiculars
249 ft. from the SW line. and 4748 ft. from the NW line

12. Terminus Survey Line Perpendiculars
347 ft. from the SW line. and 24807 ft. from the NW line

13. Penetration Point Lease Line Perpendiculars
115 ft. from the SE line. and 572 ft. from the SW line



TRACT NO.	LESSOR	VOL / PG	CALLED ACREAGE	ACRES IN UNIT
1	GEORGE E. SMOLIK	811/806	31.4	24.54
2	STATE HIGHWAY 80	GLO		2.16
3	GEORGE E. SMOLIK	811/806	66.0	25.28
4	SAN ANTONIO RIVER	GLO		17.91
5	JOHN ALFRED MAYFIELD	410/1	131.8	39.29
6	BILLY D. THORNTON, ET UX	0791/081	209.41	76.80
7	CHARLES R. DIEBEL, ET AL	0766/824	92.8	36.87
8	EDITH H. GRAY MARTIAL DEDUCTION TRUST	0704/343	775	56.76
9	JIM TOM NICHOLS	877/454	207	36.59
TOTAL				320.00

PROPOSED
SURFACE LOCATION:
BURLINGTON RESOURCES
O & G CO LP
GENELLE UNIT C #1
X = 2,380,908' (NAD27 TxSC)
Y = 401,036'
LAT 28° 55' 51.54" N (NAD27)
LONG 97° 48' 32.88" W
LAT 28° 55' 52.45" N (NAD83 HARN)
LONG 97° 48' 33.90" W
Elev. 243.2 (NAVD 1988)
Unit: 888' FNEL & 140' FSEL
Survey: 801'± FSWL & 29,493'± FNWL
Bears: S 30° E, 1.8 Miles from Helena, TX

PROPOSED
PENETRATION:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT C #1
X = 2,380,943' (NAD27 TxSC)
Y = 400,344'
Unit: 374' off unit

PROPOSED
FIRST TAKE POINT:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT C #1
X = 2,380,620' (NAD27 TxSC)
Y = 400,712'
Unit: 115' FSEL & 572' FSWL

BORE PATH TABLE		
POINT	BEARING	DISTANCE
PSL		
	S 02°54' E	693'
PP		
	N 41°16' W	490'
FTP		
	N 46°22' W	4,463'
LTP		
	N 45°56' W	219'
BHL		

PROPOSED
LAST TAKE POINT:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT C #1
X = 2,377,390' (NAD27 TxSC)
Y = 403,782'
Unit: 249' FSWL & 4,748' FNWL

PROPOSED
BOTTOM HOLE:
BURLINGTON RESOURCES
O & G CO LP
GENELLE UNIT C #1
X = 2,377,233' (NAD27 TxSC)
Y = 403,944'
Unit: 347' FSWL & 4,530' FNWL
Survey: 347'± FSWL & 24,807'± FNWL

NOTES:

1. This plat represents a survey made on the ground for a well location survey. It is not a boundary survey. As such, this survey does not, nor was it intended, to comply with the TBPLS minimum standards of practice for a land boundary survey. Only limited measurements were made and lease lines were established and compiled from those measurements and records. This plat is strictly intended for the use of Burlington Resources O & G Co LP for acquiring Texas Railroad Commission Permits for Oil and Gas Exploration in the State of Texas.

2. Prepared from a partial on the ground survey, deeds and other instruments furnished by Burlington Resources O & G Co LP.

3. Abstract lines shown were digitized from Texas General Land Office county survey maps.

4. State ownership of State Highway 80 is based on a width of 80 feet, as described in Vol. 84, Pg. 492 Mineral ownership of the adjoining tracts was extended to be coincident, as instructed by Burlington Resources O & G Co LP.

REVISIONS	
01/18/11 BLH	ADD DIMENSION AND NOTE
01/28/11 CCS	REVISE SURVEY TIES
DRAWN BY: BLH	PROJ. MGR.: JT
10/27/2010	
JOB#: 2108770.00C	SHEET 1 OF 1
FILENAME: T:\2010\2108770\DWG\2108770_GENELLE_UNIT_C_1_DP	

FENSTERMAKER

STATE OF TEXAS
REGISTERED
PAUL A. HENDRICKS
5931
PROFESSIONAL
LAND SURVEYOR

FOR THE EXCLUSIVE USE OF BURLINGTON RESOURCES O & G CO LP
Paul A. Hendricks, Registered Professional Land Surveyor, do hereby certify the above plat to be true and correct to the best of my knowledge.

Paul A. Hendricks
5000 Riverway Dr., Suite 300
Houston, TX 77056
Registered Professional Land Surveyor
Registration No. 5931
Phone: 713-840-9995

GENELLE UNIT C #1
BURLINGTON RESOURCES O & G CO LP

320 ACRE UNIT
SITUATED IN THE
RAMON MUSQUIZ GRANT, A-7
A. SOTO SURVEY, A-260, &
THE SAN ANTONIO RIVER
KARNES COUNTY, TEXAS