API No. 42-255-31786

Drilling Permit # 704808

SWR Exception Case/Docket No. 0268129 (R37)

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 A

5. Well No.: 1

GENERAL INFORMATION

6. Purpose of filing (mark ALL appropriate boxes): [X] New Drill [ ] Recompletion [ ] Reclass [ ] Field Transfer [ ] Re-Enter [X] 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: 13100

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)? [X] Yes [ ] 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 1.4 miles in a SW direction from HELENA which is the nearest town in the county of the well site.

15. Section:

16. Block:

17. Survey: ELLIOTT, P S

18. Abstract No.: A-108

19. Distance to nearest lease line: 22 ft.

20. Number of contiguous acres in lease, pooled unit, or unitized tract: 320

21. Lease Perpendiculars: 765 ft from the SW line and 311 ft from the NW line.

22. Survey Perpendiculars: 1522 ft from the NW line and 1919 ft from the NE 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	27135500	EAGLEVILLE (EAGLE FORD)	Oil Well	12400	0.00	1
02	27135750	EAGLEVILLE (EAGLE FORD-2)	Oil or Gas Well	12400	0.00	1

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

Remarks

[FILER Aug 11, 2011 12:37 PM]: Adding Eagleville (Eagle Ford-2) to this well, so we can work the completions.; [RRC STAFF Aug 15, 2011 2:08 PM]: There have been problems identified with this permit (see problem letter attachment). Notification sent.; [RRC STAFF Aug 17, 2011 1:42 PM]: Problems identified with this permit are resolved.; [RRC STAFF Aug 17, 2011 1:42 PM]: Calls corrected for the Eagleville (Eagle Ford-2) field per Larry Smith.

Certificate:

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

Larry Smith, Regulatory Specialist — Name of filer

Aug 11, 2011 — Date submitted

(832)4862590 — Phone

Larry.R.Smith@conocophillips.com — E-mail Address (OPTIONAL)

RRC Use Only Data Validation Time Stamp: Aug 17, 2011 1:44 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 # 704808

Approved Date: Aug 17, 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 A	1

Lateral Drainhole Location Information

5. Field as shown on Form W-1: EAGLEVILLE (EAGLE FORD) (Field # 27135500, RRC District 02)

6. Section	7. Block	8. Survey	9. Abstract	10. County of BHL
		SOTO, A	260	KARNES

11. Terminus Lease Line Perpendiculars
22 ft. from the SE line. and 1014 ft. from the SW line

12. Terminus Survey Line Perpendiculars
1089 ft. from the NE line. and 1047 ft. from the NW line

13. Penetration Point Lease Line Perpendiculars
765 ft. from the SW line. and 486 ft. from the NW line

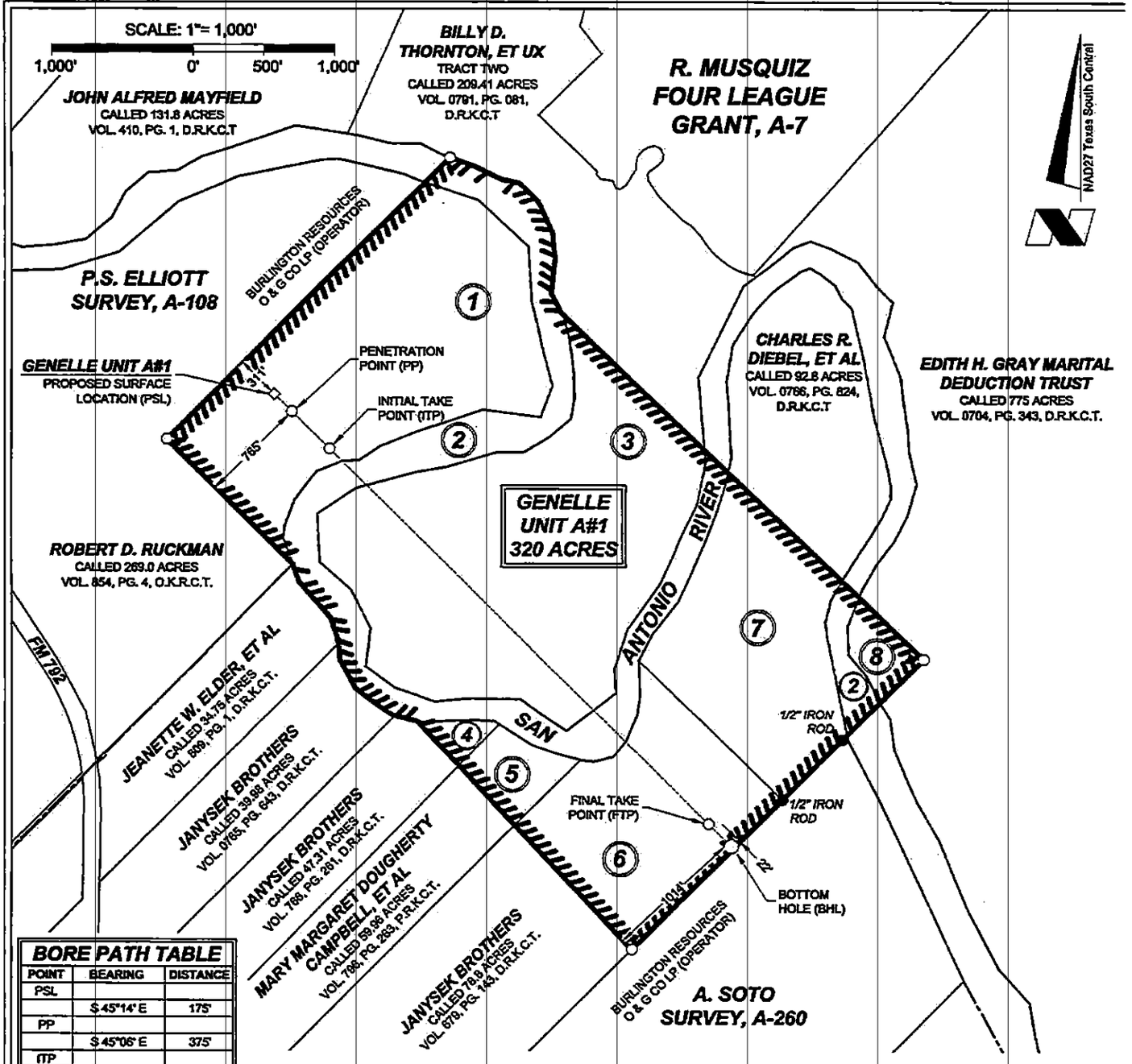
5. Field as shown on Form W-1: EAGLEVILLE (EAGLE FORD-2) (Field # 27135750, RRC District 02)

6. Section	7. Block	8. Survey	9. Abstract	10. County of BHL
		SOTO, A	260	KARNES

11. Terminus Lease Line Perpendiculars
246 ft. from the SE line. and 1006 ft. from the SW line

12. Terminus Survey Line Perpendiculars
1089 ft. from the NE line. and 1047 ft. from the NW line

13. Penetration Point Lease Line Perpendiculars
765 ft. from the SW line. and 861 ft. from the NW line



BORE PATH TABLE

POINT	BEARING	DISTANCE
PSL		
	S 45°14' E	175'
PP		
	S 45°06' E	375'
ITP		
	S 45°08' E	3,777'
FTP		
	S 45°00' E	225'
BHL		

TRACT NO.	LESSOR	VOL / PG	CALLED ACREAGE	ACRES IN UNIT
1	ROBERT D. RUCKMAN	854/4	269.0	76.736
2	SAN ANTONIO RIVER	GLO		49.161
3	BILLY D. THORNTON, ET UX	0791/081	209.41	97.081
4	JANYSEK BROTHERS	766/261	47.31	2.168
5	MARY MARGARET DOUGHERTY CAMBELL, ET AL	796/263	59.96	6.747
6	VINCENT JANYSEK, ET UX	541/285	40.931	40.172
7	CHARLES R. DIEBEL, ET AL	0766/824	92.8	43.397
8	EDITH H. GRAY MARITAL DEDUCTION TRUST	0704/343	775	4.538
TOTAL				320.000

PROPOSED
SURFACE LOCATION:
BURLINGTON RESOURCES
O & G CO LP
GENELLE UNIT A#1
X = 2,375,648' (NAD27 TxSC)
Y = 402,039'
LAT 28° 56' 02.00" N (NAD27)
LONG 97° 49' 31.96" W
LAT 28° 56' 02.90" N (NAD83 HARN)
LONG 97° 49' 32.99" W
Elev. 254.8' (NAVD 1988)
Unit: 765' FSWL & 311' FNWL
Survey: 1,522'± FNWL & 1,919'± FNEL
Bears: S05°W 1.4 Miles from Helena, TX

PROPOSED
PENETRATION:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT A#1
X = 2,375,772' (NAD27 TxSC)
Y = 401,916'
Unit: 765' FSWL & 486' FNWL

PROPOSED
INITIAL TAKE POINT:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT A#1
X = 2,376,036' (NAD27 TxSC)
Y = 401,651'
Unit: 766' FSWL & 861' FNWL

PROPOSED
FINAL TAKE POINT:
BURLINGTON RESOURCES
O & G GAS CO LP
GENELLE UNIT A#1
X = 2,378,715' (NAD27 TxSC)
Y = 398,987'
Unit: 246' FSEL & 1,006' FSWL

PROPOSED
BOTTOM HOLE:
BURLINGTON RESOURCES
O & G CO LP
GENELLE UNIT A#1
X = 2,378,674' (NAD27 TxSC)
Y = 398,828'
Unit: 22' FSEL & 1,014' FSWL
Survey: 1,089'± FNEL & 1,047'± 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.

STATE OF TEXAS
REGISTERED
JUAN G. TIJERINA
5051
PROFESSIONAL
LAND SURVEYOR
11/02/10

EXCLUSIVE USE OF
BURLINGTON RESOURCES O & G CO LP

I, Juan G. Tijerina, Registered Professional Land Surveyor, do hereby certify the above plat to be true and correct to the best of my knowledge.

Juan G. Tijerina
Registered Professional Land Surveyor
Registration No. 5051
Phone: 713-840-9995

REVISIONS	
TPF	10/29/2010
LL	11/02/2010 APPROVED
DRAWN BY: CCS	PROJ. MGR.: JT
10/22/2010	
JOB#: 2108537.00C	SHEET 1 OF 1

FILENAME: T:\2010\2108537\DWG\GENELLE_UNIT_A#1_LOCATION_Revised by Tim F.dwg

FENSTERMAKER

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

320 ACRE UNIT
SITUATED IN THE
RAMON MUSQUIZ GRANT, A-7
P.S. ELLIOTT SURVEY, A-108,
& A. SOTO SURVEY, A-260
KARNES COUNTY, TEXAS

PREPARED BY: C.H. FENSTERMAKER & ASSOCIATES INC., LAFAYETTE, & NEW ORLEANS, LOUISIANA, & HOUSTON, TEXAS