

BEFORE THE OIL & GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF)
BP AMERICA PRODUCTION COMPANY AND)
THE SOUTHERN UTE INDIAN TRIBE, D/B/A)
RED WILLOW PRODUCTION COMPANY FOR) CAUSE NO. 112
AN ORDER ALLOWING AN OPTIONAL)
SECOND WELL IN ESTABLISHED 320-ACRE) Docket No. _____
DRILLING AND SPACING UNITS COVERING)
THE FRUITLAND COAL SEAM FORMATION,)
IGNACIO-BLANCO FIELD, LA PLATA)
COUNTY, COLORADO)

APPLICATION

BP America Production Company and the Southern Ute Indian Tribe, d/b/a Red Willow Production Company (referred to herein as “Applicants”), by and through their undersigned attorneys, makes application to the Oil and Gas Conservation Commission of the State of Colorado, for an order to permit an optional second well in established 320-acre drilling and spacing units for the Fruitland Coal Seam formation. In support thereof, the Applicants state and allege as follows:

1. That the Applicants are the owners of numerous leasehold interests in La Plata County, Colorado, located within the area requested for infill drilling.
2. That the Applicants are requesting that an optional second infill well be permitted in each existing drilling and spacing unit of 320 acres for the Fruitland Coal Seam formation covering the lands described on Exhibit A attached hereto and incorporated by reference. A reference map of the lands is attached hereto.
3. That insofar as this Application concerns lands within the jurisdiction of the Southern Ute Indian Tribe, it is submitted to this Commission in accordance with the terms of the Memorandum of Understanding dated August 22, 1991 between the Bureau of Land Management (“BLM”) and this Commission and separate Memorandum of Understanding dated August 22, 1991 between the Bureau of Indian Affairs, the BLM and the Southern Ute Indian Tribe. In certain of the lands described on Exhibit A, the Southern Ute Indian Tribe owns surface interests, mineral interests and leasehold interests underlying such lands.
4. On June 15, 1988, the Commission issued Order No. 112-60 which established 320-acre drilling and spacing units for production of gas from the Fruitland Coal Seam Formations with 990’ setback to the outer boundary of each unit and a 130’ setback to the interior quarter section line.
5. On December 17, 1990, the Commission issued Order No. 112-85 which amended Order No. 112-61 (which originally amended Order No. 112-60) for other reasons and confirmed the established 320-acre drilling and spacing units for production of gas from the Fruitland Coal Seam formations. The units consisted of the N½ and S½ or the E½ and W½ of a full section with the one (1) permitted well located, when north of the north line of Township 32 North, in the NW¼ and SE¼ of the section, and when south of the north line of Township 32 North, in the NE¼ and SW¼ of the section, and no closer than 990 feet to any outer boundary of the unit, nor closer than 130 feet to any interior quarter section line. Said units shall remain as previously established.
6. Applicants propose that an additional optional well in each 320-acre unit be drilled, completed or recompleted in the operator's discretion with bottomhole no closer than 990 feet to any outer boundary of the unit and that any interior quarter section setback be eliminated.
7. In support of the requested order, Applicants assert that one well previously authorized will not efficiently and economically drain each of the 320-acre drilling and spacing units described in Exhibit A, and that an additional well is necessary to prevent waste, protect correlative rights and to recover gas and associated hydrocarbons from the Fruitland coal formation all in accordance with the Colorado statutes, the rules and

regulations of this Commission and, with respect to Tribal lands, applicable rules and regulations of the BLM.

8. With respect to lands not within the jurisdiction of the Southern Ute Indian Tribe, the Director may, after notice and hearing, approve exceptions to permitted well locations due to topography or surface hazards or the recompletion of wells previously drilled at permitted locations, provided that appropriate notice of such exception location is afforded to offset owners as required by Commission rules.

9. Exhibit B attached hereto and made part hereof is the list of the names of "Owners" required to be notified in accord with Commission Rule 508(a), including within the areas covered by this Application. To the best of Applicants' knowledge and belief, Exhibit B contains the names of all such Owners.

WHEREFORE, Applicants respectfully request that this matter be set for hearing, that notice thereof be given as required by law and that upon such hearing this Commission enter its order:

A. Establishing that one (1) additional Fruitland Coal well (for a total of up to two (2) Fruitland Coal wells) may be completed in each 320-acre drilling and spacing unit for gas and associated hydrocarbons from the Fruitland Coal Seam formation underlying the lands set forth on Exhibit A with the second well being an optional well in the discretion of the operator located as provided in paragraph 4 and 5 above subject to the Director approving exceptions for the permitted well locations as provided in paragraph 7 above.

B. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this _____ day of October, 2010.

Respectfully submitted,

BP AMERICA PRODUCTION COMPANY
AND THE SOUTHERN UTE INDIAN TRIBE,
D/B/A RED WILLOW PRODUCTION
COMPANY

By: _____
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Jamie L. Jost
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VERIFICATION

STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)

_____, of lawful age, being first duly sworn upon oath, deposes and says that she is the _____ for BP America Production Company and that she has read the foregoing Application and that the matters therein contained are true to the best of my knowledge, information and belief.

Subscribed and sworn to before this ____ day of October, 2010.

Witness my hand and official seal.

My commission expires:

Notary Public

STATE OF COLORADO)
) ss.
LA PLATA COUNTY)

_____, of lawful age, being first duly sworn upon oath, deposes and says that he/she is the _____ of Red Willow Production Company and that he/she has read the foregoing Application and that the matters therein contained are true to the best of my knowledge, information and belief.

Robert Voorhees

Subscribed and sworn to before this ____ day of October, 2010.

Witness my hand and official seal.

My commission expires:

Notary Public

Exhibit A
Legal Description
160-acre Infill Application Area
BP America Production Company

T32N-R9W

Section 5: E/2
Section 6: E/2
Section 7: E/2
Section 8: W/2

T32N-R10W

Section 2: All
Section 3: E/2
Section 4: S/2
Section 5: N/2
Section 6: N/2

T33N-R10W

Section 22: S/2
Section 23: S/2
Section 26-27: All
Section 31-32: All
Section 33: W/2
Section 34-35: All

T33N-R11W

Section 13: S/2
Section 23: All
Section 24: E/2
Section 26: All
Section 36: E/2

Exhibit B
Interested Parties

ILENE OBRIEN 723 8TH AVE DURANGO, CO 81301-5533	IDA E CONWAY PO BOX 1483 BAYFIELD, CO 81122-1483	MILDRED MARIE COX 2900 MORRIS RD SAVANNAH, TN 38372-6929
NEUHOFF TAYLOR ROYALTY COMPANY PO BOX 9 ALEDO, TX 76008-0009	PATRICIA P SMITH 1100 ROSEVILLE PKWY APT#1512 ROSEVILLE, CA 95678	MARY WOUNITA CURRY 8070 COUNTY RD 45 WATERLOO, AL 35677-3015
ANGELA L HARRIS 690 SERLES ROAD MIDDLETON, TN 38052	RUTH HODGES COSSEY 1703 FLORENCE LN SAVANNAH, TN 38372-3317	VIRGINIA LAVELLE LARD 4260 CO RD 3 WATERLOO, AL 35677-3003
JERRY L HODGES 25 HUNTER HILL DR, APT #12 SAVANNAH, TN 38372	E B MCCRORY 302 N 4TH APT 317 ARTESIA, NM 88210-2156	JEANNE SCOTT MAPP 120 SUNLIT COVE DR NE ST PETERSBURG, FL 33702-3228
ASHER BERRY STONE 1816 FAIRVIEW RD SEARCY, AR 72143	LAURA HODGES SMITH 408 CATHEY ST LEWISBURG, TN 37091-3902	REEDER MORRIS 1319 CHISHOLM RD CYPRESS INN, TN 38452-4433
ACCORD DU LAC PARTNERSHIP LLLP ATTN: FRANK A POTENZIANI PO BOX 676281 RANCHO SANTA FE, CA 92067-6281	T AND C MINERAL TRUST M T TUFFLI AND E T CLAYTON, TRSTEES ACCT #153-027-841 1412 LOWER PASEO LA CRESTA PALO VERDES ESTATES, CA 90274	WILLODEAN MORRIS COMBS 70 BAIN RD SAVANNAH, TN 38372-2609
ROBERT UMBACH CANCER FOUNDATION WELLS FARGO OGM OPERATIONS AU 10291 ACCT#11221601 PO BOX 5383 DENVER, CO 80217	AGNES HODGES WHITE PO BOX 512 SAVANNAH, TN 38372-0512	RAYMOND G MORRIS , JR 20751 ROYCROFT DR SOUTH BEND, IN 46614-4816
MARGERY CLEVINGER SAMPLES ESTATE JOSEPH R MARTIN EXECUTOR PO BOX 7110 MIDLAND, TX 79708-	FRED A OVERLY 8610 N NEW BRAUNFELS SUITE 615 SAN ANTONIO, TX 78217-6359	JAMES M AND CONSTANCE T EARL JOINT TENANTS 5990 US HWY 550 S DURANGO, CO 81301-7318 ECAP III AND COMPANY 420 THROCKMORTON STE 710 FORT WORTH, TX 76102-3724
JOE E LOPEZ , JR 110 S EL RANCHO RD SANTA FE, NM 87501-1720	JEAN H SMITH 12151 DALE ST C214 STANTON, CA 90680	THOMAS MITCHELL PAYNE PO BOX 6611 GRANBURY, TX 76049
ICARMEN ORTIZ 2112 CALLE AZULEJO SANTA FE, NM 87505-5706	LEO COLE 206 CANAAN RD MOUNT PLEASANT, TN 38474	JC PACE LTD A TEXAS LIMITED PARTNERSHIP 420 THROCKMORTON ST STE 710 FORT WORTH, TX 76102-3724
LEVI LOPEZ P O BOX 4517 SANTA FE, NM 87502-4517	CHARLES COLE 114 BISHOP RD LAWRENCEBURG, TN 38464-6223	BRETT G TAYLOR ROYALTY TRUST PO BOX 9 ALEDO, TX 76008
MICHAEL J FINNEY DBA FIRST TRAX LLC PO BOX 2471 DURANGO, CO 81301	GLENN COLE RT 1 BELFAST, TN 37019-9801	HAROLD E OCONNOR LIFE ESTATE 3601 TURTLE CREEK APT 904 DALLAS, TX 75219
BILLY CLARK ALLEN 880 ALLEN DR SALTILLO, TN 38370	HAYZELL COLE POPE 234 MOCKINGBIRD DR COLUMBIA, TN 38401	CAPROCK MINERALS A TEXAS GENERAL PARTNERSHIP PO BOX 17418 FORT WORTH, TX 76102
HELEN NEUHOFF BUTLER 5440 BOCA RATON DR DALLAS, TX 75229	ARCH CLEVINGER MARTIN TRUST ARCH C MARTIN TRUSTEE PO BOX 7110 MIDLAND, TX 79708-0110	GARY H PACE 420 THROCKMORTON ST, STE 710 FORT WORTH, TX 76102-3724
GEORGE WILLIAM UMBACH BANK OF OKLAHOMA N A AGT PO BOX 1588 TULSA, OK 74101	JOSEPH RABB MARTIN TRUST ARCH C MARTIN TRUSTEE PO BOX 7110 MIDLAND, TX 79708-0110	SARAH SYKES LAMENSDORF 420 THROCKMORTON ST SUITE 710 FORT WORTH, TX 76102-3724
CAROLYN NIELSEN SEDBERRY LITTLE OIL & GAS INC AGENT PO BOX 1258 FARMINGTON, NM 87499	E P AND J L CAUGHREN REV TRUST 8901 PRINCESS JEANNE NE ALBUQUERQUE, NM 87112-3939	LEIGH SYKES TAYLOR 420 THROCKMORTON ST STE 710 FORT WORTH, TX 76102-3724
JUDITH ANN STRAUGHAN PILCHER 3874 KENWOOD ODESSA, TX 79762-7018	DOUGLAS CAMERON MCLEOD C/O PETROGULF CORPORATION DENVER CLUB BLDG STE 1455 518 17TH STREET DENVER, CO 80202-4102	MACLONDON ENERGY LP PO BOX 14230 ODESSA, TX 79768
	BOYCE FAY SCOTT RT 1 BOX 137 SAVANNAH, TN 38372-9737	JON KEVIN ADAMS 2005 TRUST JON KEVIN ADAMS TRUSTEE 100 PEABODY PL, SUITE 1200 MEMPHIS, TN 38103

CEEFAM LLC LITTLE OIL & GAS INC AGENT PO BOX 1258 FARMINGTON, NM 87499-1258	MARTHA A HOLLOWAY PO BOX 313 SUNDANCE, WY 82729-0313	ANN BRUCE KITCHER 31642 AVENIDA EVITA SAN JUAN CAPISTRANO, CA 92675
DOROTHY F WATSON TRUST 102 DOROTHY WATSON TRUSTEE 15363 S FIRST STREET DEKALB, IL 60115	LOUELLA J NOYES , LIVING TRUST U/A/D 02-25-00 LORY O NOYES TRUSTEE 963 20 RD FRUITA, CO 81521	JAMES C FOWLER 5249 OLD ALTON EDWARDSVILLE RD EDWARDSVILLE, IL 62025-7211
SHIRLEY SAVOY COMPANY LLC C/O JANE W BOX 8406 EAST LEHIGH AVE DENVER, CO 80237	ALBERT EARL METZ ESTATE DEBRA J DONOHUE PERS REPRESENTATIVE 1112 S CREST DRIVE LOS ANGELES, CA 90035	CARLA MARTIN REED 821 HILLSIDE AVE ALBANY, CA 94706
SCOTT SOLER TRUST PO BOX 7105 MAMMOTH LAKES, CA 93546	DOROTHY C BREWER PO BOX 7652 LOVELAND, CO 80537	BILL L KELLEY LIVING TRUST BILL L KELLEY TRUSTEE 15812 BRENNER PASS EDMOND, OK 73013
JRB INVESTMENTS LLC C/O REYNOLDS HIX & CO PA 6729 ACADEMY NE STE D ALBUQUERQUE, NM 87109	ANNA B EBERT 9686 VISTA CREST AVE LAS VEGAS, NV 89148	R D G INC PO BOX 367 BAYFIELD, CO 81122
THOMAS J LOPEZ #2 SHIPROCK PEAK SANTA FE, NM 87508	WILMA ROOT 11645 SW MILITARY LANE PORTLAND, OR 97219	DUQUE FAMILY TRUST DTE 6-7-68 JANE DUQUE AND KATHLEEN CARR CO TRUSTEES PO BOX 267 SANTA ANA, CA 92702
ROBIN AND ROD TURNER LLC ROD TURNER ROBIN TURNER JAMES TURNER AND LAUREL LAUREL TURNER MANAGERS PO BOX 3219 DURANGO, CO 81302	DONA LEA COWAN 1315 RAILROAD AVENUE SEDRO WOOLLEY, WA 98284	MIMI PETERS 1204 W CHASE LN CHICAGO, IL 60626-2227
JAYNE GRIFFITH 340 COUNTY RD 239 DURANGO, CO 81301	STUART M ELDRIDGE 805 RIDGEVIEW AVE SELAH, WA 98942-1531	JAMES G WHITE , JR 1447 GALAXY DR NEWPORT BEACH, CA 92660-4921
PERRY H POLLOCK PO BOX 950 ASPEN, CO 81612	PAUL ELDRIDGE 47851 MOEN RD CONCRETE, WA 98237	MILLER LIVING TRUST DATED 5-29-92 JACQUELYN H MILLER SURV TRUSTEE 140 COQUITO WAY PORTOLA VALLEY, CA 94028-7404
M H T PROPERTIES LTD 3840 WINDSOR LANE DALLAS, TX 75205	RAYMOND ELDRIDGE 5020 GREYBULL AVENUE CHEYENNE, WY 82009	LEONARD I LINKON 4751 BONITA BAY BLVD #1401 BONITA SPRINGS, FL 34134
SKLP LIMITED PARTNERSHIP 415 LOMBARDY EL PASO, TX 79922	ADA FAY HOYT PO BOX 168 SEDRO WOOLLEY, WA 98284-0168	TRINITY UNIVERSITY PO BOX 27 SAN ANTONIO, TX 78291-0027
ANN UNDERWOOD PACE MARITAL TRST JC PACE & ALEXANDRA SCHNEIDER CO TRUSTEES 420 THROCKMORTON, SUITE 710 FORT WORTH, TX 76102-3724	ADA PAULINE HARKNESS TRUSTEE U/A DATED 10-6-82 500 N W PUGET DRIVE SEATTLE, WA 98177-4845	ANN HOWARD 717 PAVEY AVE MT VERNON, IL 62864-2837
CHIVOOIL LLC ATTN FERRELL DAVIS PO BOX 3061 MIDLAND, TX 79702	ROBERT O ELDRIDGE 10710 COUNTRY CLUB LN S SEATTLE, WA 98168-1709	HELEN MAKY GOODLOE 600 COVINGTON PLACE PASADENA, CA 91105
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NELLIE F HOWARD 920 JUDY ST BLOOMFIELD, NM 87413-5254	WAYNE G MITCHELL 9368 BLUE OAK DR ORANGEVALE, CA 95662	CARRIE DAVIES CHICAGO CHRISTIAN VILLAGE CROWN POINT, IN 46307
HOWARD E RHODES PO BOX 59 GENEVA, GA 31810	WARREN E AND BONNIE J MITCHELL FAMILY TRUST WARREN AND BONNIE MITCHELL TRUSTEES PO BOX 21 SYLVAN GROVE, KS 67481	JOHN WYATT 2341 BANNISTER ROAD SALEM, IL 62881
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MARIBEL ELLIS 81 FOLSOM PL DURANGO, CO 81301-4759	CARL LLOYD COLE 1325 OLD FLORENCE RD LAWRENCEBURG, TN 38464-6484	LOWRY ENERGY PARTNERS A TEXAS GENERAL PARTNERSHIP 1106 ASPEN CT ROCKWALL, TX 75087
ISABELLE DOOLITTLE 36 GENERAL SAGE DR SANTA FE, NM 87505-6395	EUGENE COLE 1703 OWEN AVE COLUMBIA, TN 38401-3506	ROACH FOUNDATION A TEXAS NON PROFIT CORP FT WORTH CLUB TOWER PENTHOUSE II J 777 TAYLOR STREET FORT WORTH, TX 76102
CARMEN ORTIZ 2112 CALLE AZULEJO SANTA FE, NM 87505-5706	GRADY COLE 1400 HOLLY GROVE ROAD LEWISBURG, TN 37091-7118	WATSON AND SONS FARMS INC 56 CR 1650 E VILLA GROVE, IL 61956
CLAUDETTE PIPER 6535 S HWY 28-84 LA MESA, NM 88044	ALICE PEARL HODGES 408 CATHEY ST LEWISBURG, TN 37091-3902	MARGARET PACE SYKES 420 THROCKMORTON ST STE 710 FORT WORTH, TX 76102-3724
SUZANNE MARTIN BRIAN TRUST ARCH C MARTIN TRUSTEE PO BOX 7110 MIDLAND, TX 79708-0110	JAMES CLEVINGER MARTIN , TRUST ARCH C MARTIN TRUSTEE PO BOX 7110 MIDLAND, TX 79708-7110	ALEXA PACE SCHNEIDER 420 THROCKMORTON ST STE 710 FORT WORTH, TX 76102-3724
CYRENE INMAN BANK OF AMERICA NA AGENT PO BOX 840738	ADELINE & GEORGE MCQUEEN, FDN ACCOUNT 1747 BANK ONE, NA TRUSTEE PO BOX 99084 FORT WORTH, TX 76199-0084	JENNIFER LEIGH PACE 420 THROCKMORTON #710 FORT WORTH, TX 76102-3724
DALLAS, TX 75284-0738 LAWRENCE BOYD NEUHOFF 4437 STANFORD AVENUE DALLAS, TX 75225	ELIZABETH W WILLIAMS 4800 HUD DR AMARILLO, TX 79124	PENNIES FROM HEAVEN LLC BANK OF AMERICA NA C/O TRUST OIL & GAS PO BOX 840738 DALLAS, TX 75284-0738
ROGER B NIELSEN 1200 DANBURY DR MANSFIELD, TX 76063-3809	BETTY RUTH ATKINSON 5425 COUNTY RD 14 WATERLOO, AL 35677-3162	WINIFRED ADAMS RILEY 2005 TRUST WINIFRED ADAMS RILEY TRUSTEE 2402 VERANDA LN GREENSBORO, NC 27455
FRANK A POTENZIANI POTENZIANI FAMILY PARTNERSHIP PO BOX 676370 RANCHO SANTA FE, CA 92067-6370	JOYCE MAE WHITE 374 CO RD 8 WATERLOO, AL 35677-3403	JOE B NEUHOFF FAMILY PTNRSP LTD 10030 MEADOWBROOK DR DALLAS, TX 75229
HELEN LYNN STRAUGHAN PRATT 3342 E NIGHT HAWK WAY PHOENIX, AZ 85044-7800	CHARLES E SCOTT 59323 HOLLYWOOD SOUTH BEND, IN 46614-9732	OKERLENE N COLE 345 GERI ST APT 210 LAWRENCEBURG, TN 38464
ADELINE E BELLONI 2340 PLEASANT HILL ROAD NO 1 PLEASANT HILL, CA 94523-3177	HERMAN RAY SCOTT RT 1 BOX 504 WATERLOO, AL 35677-9787	UP AND DOWN OIL CO 410 17TH STREET #1180 DENVER, CO 80202
VIRGINIA C HODGES BOSS 708 E COMMERCE LEWISBURG, TN 37091-2819	JACK WATSON 15320 S 1ST ST DEKALB, IL 60115-9760	WILLIAM C BRIGGS WCB INVESTMENTS LLC 300 VALENCIA SE ALBUQUERQUE, NM 87108
WILLIE RAY HODGES 708 E COMMERCE LEWISBURG, TN 37091-2819	ROBERT PICKETT 1112 -18TH ST ANACORTES, WA 98221	RANDY BRIGGS RHB ENTERPRISES LLC 6729 ACADEMY RD NE STE D ALBUQUERQUE, NM 87109
MAXINE MELTON REDDEN 622 SANFORD ST HENDERSON, TN 38340-2514	MARIE MORRIS DANIEL RT 1 BOX 182 LUTTS, TN 38471-9748	ROBERT A LOPEZ 1551 KOKOSORI LN SANTA FE, NM 87507
BLAKE TOUCHSTONE , ESTATE HELEN MAKY TOUCHSTONE GOODLOE EXECUTRIX AND TRUSTEE 600 COVINGTON PLACE PASADENA, CA 91105	DOYLE MORRIS PO BOX 129 COLLINWOOD, TN 38450-0129	RICHARD W TURNER III REV TRUST RICHARD W TURNER III TRSTE PO BOX 2442 DURANGO, CO 81302
MABLE PEARL MELTON VARNER 3020 MARWOOD DR JACKSON, MS 39212-4030	RONALD MORRIS 12312 ROCKY RIDGE TRL GRANGER, IN 46530-9675	OTTERBELT LLC C/O SUZANNE BELT 6803 KYLE ROAD BIG SPRING, TX 79720
LYDIAN HALL WOODS ESTATE LAWREN LYDIAN HALL IND ADMIN 4701 CADUCEUS PLACE GALVESTON, TX 77551	ROBERT C GRABLE KELLY HART & HALLMAN PC 201 MAIN ST STE 2500 FORT WORTH, TX 76102	L GRADEN AND BETTY WEINLAND TR BETTY M WEINLAND TRUSTEE 1106 E NORTHLINE RD APT 7 TUSCOLA, IL 61953
MAURINE FRITZLER 105 SOUTH PARK NESS CITY, KS 67560	ROBERT M PAYNE III 6461 CALLE PLACIDO DRIVE EL PASO, TX 79912	
	MARY ELIZABETH POWELL LIFE ESTATE 913 BROADMOOR EL PASO, TX 79912	

LAS COLINAS MINERALS LP 125 E JOHN CARPENTER FWY- SUITE 600 IRVING, TX 75062	HAZEL ELDRIDGE GORMAN 11113 GAIRLOCK HAYDEN, ID 83835	M J FLORANCE , TRUST NORTHERN TRUST BANK OF TEXAS NA SUCCESSOR TRUSTEE #02-11301 PO BOX 226270 DALLAS, TX 75222-6270
JOE K PACE MANAGEMENT TRST JC PACE & ALEXANDRA SCHNEIDER CO TRUSTEES 420 THROCKMORTON SUITE 710 FORT WORTH, TX 76102-3724	DORIS ELDRIDGE RATHVON 8257 DISTRICT LINE RD BURLINGTON, WA 98233	GULF SOUTH ROYALTY PO BOX 571447 HOUSTON, TX 77257-1447
MARCIA L BERGER EDUCATIONAL FOUNDATION C/O PETRO ASSET MGMT LLC AGENT PO BOX 745 HOBBS, NM 88241	ALMA L GREER 320 TUTTLE RD WHITE OAK, TX 75693-1368	RONNA K NEWBURGER 554 FAIRCHILD COVE MEMPHIS, TN 38120-3016
PAUL W KAISER , JR REV TST DTD 8/11/98 PAUL W KAISER JR TRSTEE 425 GLENDENNING PL WAUKEGAN, IL 60087	CAROLYN K ELDRIDGE 28 HAPPY HOLLOW ROAD GRANGEVILLE, ID 83530	ALICE C CLARNO 1801 S MYRTH AV SUITE H MONROVIA, CA 91016
FLORENCE E KROULIK 126 E WALTANN LN PHOENIX, AZ 85022-3037	ELLEN J MORGAN RVCBLE TRUST ELLEN J MORGAN TRUSTEE 18138 PETERSON RD BURLINGTON, WA 98233	NANCY RUTLEDGE HAYWORTH PO BOX 526 PALISADE, CO 81526-0526
RANDY AND BONNIE JO MCKEE TENANTS IN COMMON 1653 CR 213 DURANGO, CO 81303	JUDITH GARUTTI 8470 DANBURY BLVD #203 NAPLES, FL 34120	BILL SOLDNER PO BOX 207 KINMUNDY, IL 62854
RAYMOND C RHODES 1512 MARTIN AVENUE AZTEC, NM 87410	ROBERT & PATSY BAUER FAM TRUST ROBERT & PATSY BAUER TRUSTEES 2063 DOE DR OAK HARBOR, WA 98277	DONALD HUDGENS 12442 BURNSIDE LANE RICHMOND, VA 23233
NANCY K HORTON FAMILY TRUST JACKSON R HORTON & JACKSON R HORTON, JR CO-TRUSTEES MAPLEWOOD, APT 2313 BETHESDA, MD 20814	CHARLES G MORAN 6716 KENT PL CASTLE ROCK, CO 80108-9054	JOHN MILES WYATT 1115 N SHOREWOOD DRIVE GRANITE SHOALS, TX 78654
MARY HELEN JUDD 10 EITZEN RD EDGEWOOD, NM 87015	SHIRLEY J HUDSON 1262 E CALUMET CENTRALIA, IL 62801-4306	EVANS S RUTLEDGE 209 SOUTH PIONEER DRIVE STE ONE ABILENE, TX 79605
MARVIN E NOYES LIVING TRUST U/A/D 2-5-00 LORY O NOYES TRUSTEE 963 20 RD FRUITA, CO 81521	CELIA MARTIN COLLINS 1009 BURGUNDY ST NEW ORLEANS, LA 70116	ELIZABETH W RUTLEDGE 6508 W COURTYARD AUSTIN, TX 78737
DONALD WILLIAM METZ #21 ROAD 2358 AZTEC, NM 87410	STARLIGHT ENERGY LLC 11133 QUAIL CREEK RD OKLAHOMA CITY, OK 73120	SANDRA K BARDESON 466 WEXFORD RD VALPARAISO, IN 46385-8045
THOMAS ELDRIDGE METZ 368 COUNTY ROAD 202 DURANGO, CO 81301	WILLIAMS PRODUCTION COMPANY ONE WILLIAMS CENTER MD 37-7 PO BOX 3102 TULSA, OK 74101-9827	ELMER M NOVAK RESIDUAL TRUST MARK S NOVAK AND MARILYN WOLMAN CO-TRUSTEES 16633 VENTURA BLVD STE1200 ENCINO, CA 91436
BERNA DEANE BRIGGS PO BOX 1403 DURANGO, CO 81302-1403	MARJORIE HENSHAW SKOPECEK TRUST DTD 3-2-89 MARJORIE HENSHAW SKOPECEK TR 3775 MODOC RD APT 294 SANTA BARBARA, CA 93105-5427	3H MINERAL LLC PO BOX 799 OKLAHOMA CITY, OK 73101
JANET ENGE PO BOX 1429 DURANGO, CO 81302-1429	ROBERTA LERMAN ROSENSTEIN 125 N BUFFALO GROVE RD # 409 BUFFALO GROVE, IL 60089	ILEAN P ALBERTI , LIVING TRUST ILEAN P ALBERTI TRUSTEE 772 GALE DR CAMPBELL, CA 95008
IRWIN LYNN BROOKS 2044 W 1900 S MAPLETON, UT 84664-4240	JOHN REZNICK 224 S HARVARD AVE ARLINGTON HEIGHTS, IL 60005-1646	CAROL I KICK W9526 ASPEN CT IRON MOUNTAIN, MI 49801-9411
JACKIE LEW ELDRIDGE 1226 S STARK AVE EAST WENATCHEE, WA 98802	ROBERT HENRY BRUNKER 13278 SCHELL RD OAKDALE, CA 95361-9523	CHARLOTTE E PEDDY 3773 WOODBARK CT SAN JOSE, CA 95117-3439
LESTER ELDRIDGE 517 SAPP ROAD #3 SEDRO WOOLLEY, WA 98284-9356	MURRAY D WILLIAMSON 424 KENDALE PL BUELLTON, CA 93427-9637	BERT L BIVENS 1851 TEVIS LONG BEACH, CA 90815
DONALD ELDRIDGE , JR 295 W CENTER STREET WILLARD, UT 84340-0302	ANNETTE PRINTZ 17047 BOCA CLUB BLVD #163B BOCA RATON, FL 33487-1253	WALTER RICHARD HOOVER , AND MARILYN V HOOVER 130 HARTJE LANE PINELAND, TX 75968
	CAROL ANDERSON 3832 HOLLINS AVE CLAREMONT, CA 91711	
		DONALD EUGENE HOOVER 46 LYDICK LN C R 502 BAYFIELD, CO 81122-9012

STANLEY LEONARD HOOVER 67763 E LASALLE RD MONTROSE, CO 81401-7501	C/O FARMERS NATIONAL COMPANY AGENT PO BOX 209711 HOUSTON, TX 77216-9711	JOHN B ALLINSON JR PO BOX 21834 WACO, TX 76702
LARRY PERCELL 12929 CR 26 CORTEZ, CO 81321	A CHANCE TO CHANGE THE CHEMICAL DEPENDENCY INSTITUTE O OKLAHOMA INC 5228 CLASSEN BLVD OKLAHOMA CITY, OK 73118-4437	MARGARET ALLINSON LAYCOCK 2003 LOST CREEK BLVD AUSTIN, TX 78746
NEAL K PERCELL 2047 RIVER WEST DR WINDSOR, CO 80550	GUY KEMP 356 HORIZON DR DURANGO, CO 81303	RED WILLOW PROD. CO. (QUESTAR) PO BOX 369 IGNACIO, CO 81137
DEBBIE CHAVEZ 4620 CLAUDE CT DENVER, CO 80216	DANIEL G WELK 150 KELLEEN DRIVE VISTA, CA 92083-3018	TERESE T. HERSHEY 2121 SAN FELIPE, STE 124 HOUSTON, TX 77019
C W REIDER C/O RODNEY REIDER 211 COOK LANE MURRAY, KY 42071	EDWINA M FOSTER 4598 EDGEWARE RD SAN DIEGO, CA 92116-4723	THOMAS R LAVERTY 13601 PRESTON RD. #309 EAST DALLAS, TX 75240-4933
WILLARD REIDER 42434 COUNTY RD D 5 DEL NORTE, CO 81132	MARGARET MONTGOMERY FAMILY LLC 1886 LONDON PLANE RD HOLLADAY, UT 84124	JJ & IRA DELL MASEK FAMILY TRUST WELLS FARGO TRUST OIL & GAS ADMIN PO BOX 5383 C7300-07C DENVER, CO 80217
JUDY REIDER F/B/O HEATH AND DARVIE REIDER 111 LONG LANE CR 131 HESPERUS, CO 81326-9705	VIVIAN SWANN 203 WHITE RD CASTLE ROCK, WA 98611	CHARLES W JANKE 2147 DEL MONTE HOUSTON, TX 77019
SHERRYL LEA YERKES 1461 MARIPOSA DR CORONA, CA 92879	KAREN H MENZ 3822 TATTENHAM WAY BOISE, ID 83713	FRANK GRADY 103 PARKING WAY LAKE JACKSON, TX 77566
MARILYN R MARTINEZ 1307 YARNELL STREET WEST COVINA, CA 91790	DOROTHY H MULLINS , LIVING TRUST DOROTHY H MULLINS TRUSTEE 3330 TEMPLETON GAP RD #18 COLORADO SPRINGS, CO 80907-5701	L & L INVESTMENTS LTD P.O. BOX 1245 PASCAGOULA, MS 39568
SUSAN E UHL , AND KAREN LOUISE BRAY 135 TOAD ROAD DURANGO, CO 81301	HELEN KING MOORE 2001 COUNTY ROAD 542 PAGOSA SPRINGS, CO 81147-7698	RED WILLOW PRODUCTION COMPANY PO BOX 369 IGNACIO, CO 81137
DONALD E AND BERNA DEANE BRIGGS JOINT TENANTS PO BOX 1403 DURANGO, CO 81302-1403	SUNSHINE COTTAGE SCHOOL FOR DEAF CHILDREN PO BOX 15674 SAN ANTONIO, TX 78212-8874	SUE B LANE LIMITED PARTNERSHIP 11406 CHAUCER OAKS CT HOUSTON, TX 77082-6841
STATE OF TEXAS C/O COMMISSIONER OF TEXAS GENERAL LAND OFFICE 1700 NORTH CONGRESS AVE AUSTIN, TX 78701-1436	ALICE M RUTLEDGE 14132 SUNDANCE WICHITA, KS 67230	VICTORIA SCHMITT COMMUNITY DEVELOPMENT DEPT. LA PLATA COUNTY 1060 EAST 2ND AVENUE DURANGO, CO 81301
JOHN WILLIAM GARETT , TRUST B F GARRETT AND B J HANKINS TRS 1805 S BALSAM ST, UNIT #132 LAKEWOOD, CO 80232	BP AMERICA PRODUCTION COMPANY ATTN: BECKY L NOAH P O BOX 277897 ATLANTA, GA 30384-7897	JON HOLST COLORADO DIVISION OF WILDLIFE 6060 BROADWAY DENVER, CO 80216
O E BRADLEY TRUST WILBUR C BRADLEY TRUSTEE 110 S MAIN ST STE 500 WICHITA, KS 67202-3745	COMANCHE ENERGY PARTNERS, G.P. NANCY N. FORAN, AUTHORIZED MEMBER 3907 CARUTH BOULEVARD DALLAS, TX 75225-5402	KENT KUSTER COLORADO DEPARTMENT OF PUBLIC HEALTH & ENVIRONMENT 4300 CHERRY CREEK DRIVE SOUTH DENVER, CO 80246-1530
UNION PACIFIC RAILROAD COMPANY		

BEFORE THE OIL & GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF)
BP AMERICA PRODUCTION COMPANY AND)
THE SOUTHERN UTE INDIAN TRIBE, D/B/A)
RED WILLOW PRODUCTION COMPANY FOR) CAUSE NO. 112
AN ORDER ALLOWING AN OPTIONAL)
SECOND WELL IN ESTABLISHED 320-ACRE) Docket No. _____
DRILLING AND SPACING UNITS COVERING)
THE FRUITLAND COAL SEAM FORMATION,)
IGNACIO-BLANCO FIELD, LA PLATA)
COUNTY, COLORADO)

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

Jamie L. Jost, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is the attorney for BP AMERICA PRODUCTION COMPANY AND THE SOUTHERN UTE INDIAN TRIBE, D/B/A RED WILLOW PRODUCTION COMPANY and that on or before October __, 2010, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

Jamie L. Jost

Subscribed and sworn to before me October __, 2010.

Witness my hand and official seal.

My commission expires: _____.

Notary Public