

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

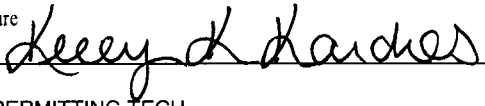
FORM APPROVED
OMB No. 1004-0137
Expires July 31, 2010

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. BIA 142015114
1b. Type of Well: <input type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input checked="" type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name SOUTHERN UTE INDIAN TRIBE
2. Name of Operator XTO ENERGY INC.		7. If Unit or CA Agreement, Name and No. COC 69556
3a. Address 382 ROAD 3100	3b. Phone No. (include area code) 505-333-3145	8. Lease Name and Well No. ZELLITTI 34-9 #34-4
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface 1166' FSL & 1990' FWL At proposed prod. zone 778' FSL & 879' FWL, BHL: 660' FSL & 660' FWL		9. API Well No.
14. Distance in miles and direction from nearest town or post office* Aprox 10+ miles southeast of Durango, CO		10. Field and Pool, or Exploratory IGNACIO BLANCO FRUITLAND COAL
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 611'	16. No. of acres in lease 2638.27	11. Sec., T. R. M. or Blk. and Survey or Area SESW SEC. 34, T34N, R9W
18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 1220'	19. Proposed Depth 3678'	12. County or Parish LA PLATA
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6692' GL	22. Approximate date work will start* 08/15/2010	13. State NM
17. Spacing Unit dedicated to this well S/320		
20. BLM/BIA Bond No. on file UTB000138		
23. Estimated duration 2 WEEKS		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, must be attached to this form:

- | | |
|--|---|
| 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 must be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the BLM. |

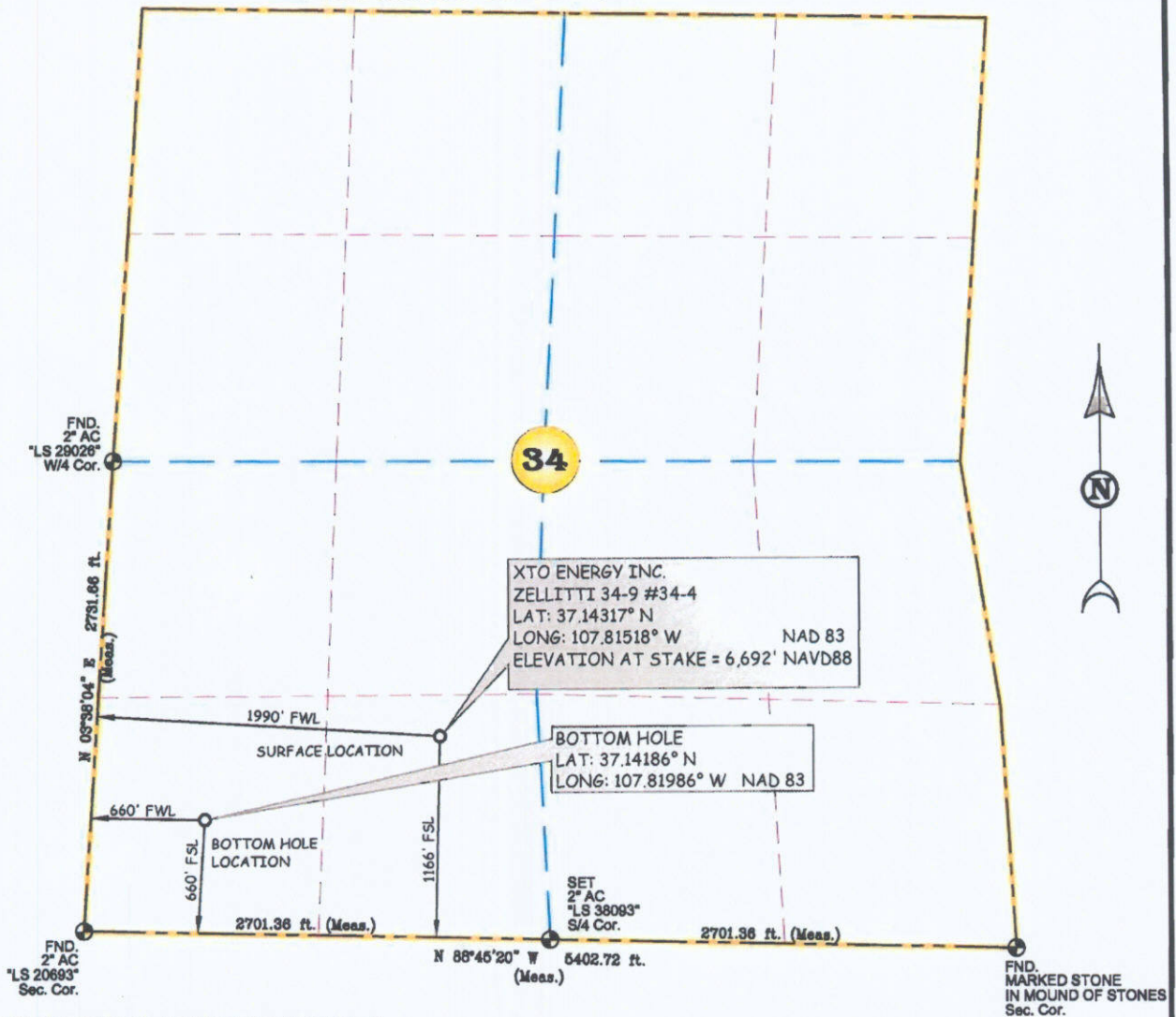
25. Signature 	Name (Printed/Typed) KELLY K. KARDOS	Date 05/26/2010
Title SR. PERMITTING TECH		
Approved by (Signature)	Name (Printed/Typed)	Date
Title	Office	

Application approval does not warrant or certify that 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.

**XTO ENERGY INC.
ZELLITTI 34-9 #34-4**

SURFACE HOLE: 1166' FSL, 1990' FWL,
LAT: 37.14317° N LONG: 107.81518° W NAD 83
LAT: 37.14317° N LONG: 107.81456° W NAD 27
BOTTOM HOLE LOCATION: 660' FSL, 660' FWL,
LAT: 37.14186° N LONG: 107.81986° W NAD 83
SECTION 34, T-34-N, R-09-W, N.M.P.M.,
LA PLATA COUNTY, COLORADO
ELEVATION AT STAKE = 6,692' NAVD 88

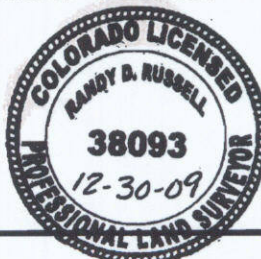


NOTES:

1. SURFACE USE IS EXISTING WELL LOCATION AND AGRICULTURAL.
2. SEE ATTACHED ADDENDUM FOR IMPROVEMENTS, AND PROPERTY LINES WITHIN 200' OF BORE.
3. THERE ARE NO PUBLIC ROADS OR PROPERTY BOUNDARY LINES WITHIN 150' OF THE ACTUAL WELL BORE LOCATION - SEE ADDENDUM.
4. DATE OF SURVEY 12/16/09
5. BASIS OF ELEVATION = NAVD88 AS PREDICTED BY GEIOD03.
6. GPS POSITIONING COLLECTED BY PDOP VALUE OF 6 OR LESS.
7. LOCATION OFFSETS TO SECTION LINE MEASURED AT 90° TO SECTION LINE.
8. THERE ARE NO DWELLING STRUCTURES WITHIN 400' OF THE PERIMETER OF THE WELL PAD - SEE ADDENDUM.
9. THERE ARE NO PLATTED SUBDIVISION LOT LINES WITHIN 200' OF THE PERIMETER - SEE ADDENDUM.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Randy D. Russell
RANDY D. RUSSELL LICENSE NO. 38093 DATE
STATE OF COLORADO



500' 0 500' 1000'
1 inch equals 1,000 feet

BASIS OF BEARING = BETWEEN MONUMENTS FOUND AT THE SOUTHEAST CORNER AND THE SOUTHWEST CORNER OF SECTION 34, T-34-N, R-09-W, N.M.P.M., COLORADO, LINE BEARS N 88°45' 20" W BY GPS MEASUREMENT.

Russell Surveying, Inc.
1409 W. Aztec Blvd. #2
Aztec, New Mexico 87410
(505) 334-8637
JOB# XT0035 DATE: 12/29/09 BY: GRR

SURFACE USE PLAN

**XTO Energy Inc.
Zellitti 34-9 #34-4
1166' FSL x 1990' FWL
Section 34, T34N, R9W
La Plata County, Colorado**

TWELVE POINT SURFACE USE PLAN

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. Proposed route to location is shown on the USGS quadrangle map:
See Exhibit "A".
- b. Location of proposed well in relation to town or other reference point:
From the intersection of HWY 172 and CR307 south of Durango, CO., go south on CR 307 3.5 miles to a private road. Go east and travel through gravel pit 1.8 miles to "T". Turn left and travel 0.1 mile. Turn right and follow 1685 feet of new access to existing dirt road. Turn left and travel 230 feet to the existing Zellitti 34-9 #34-2 well location.
- c. All existing roads within 1 mile of the drill site are shown on Exhibit "A". **If necessary, all existing roads that will be used for access to the well location will be maintained to their current condition or better unless BLM approval or consent is given to upgrade the existing road(s).**

2. Planned Access Roads:

- a. Location (centerline): **Starting from a point along an existing road in the NESE of Sec 35, T34N, R6W.**
- b. Length of new access to be constructed: **Approx 1685 feet of new access will be constructed in order to accommodate the Hocker Gravel Pit expansion. See Exhibit "A"**
- c. Length of existing roads to be upgraded: **None**
- d. Maximum total disturbed width: **Typically both existing roads and new access roads require up to 40' of disturbed width in order to obtain a 20' driving surface. If both the road and pipeline are capable of sharing the ROW, then only 50' of disturbed width may be needed.**
- e. Maximum travel surface width: **25' or less**
- f. Maximum grades: **Maximum grades will not exceed 10% after construction.**
- g. Turnouts: **No turnouts are planned at this time. Turnouts may be specified in the approved APD.**

- h. Surface materials: **Only native materials will be used during construction. If necessary, gravel or rock maybe purchased and used to improve road conditions and travel.**
- i. Drainage (crowning, ditching, culverts, etc): **Roads will be crowned and bar ditches will be located along either side. 18-24" dia CMP culverts will be installed as necessary.**
- j. Cattleguards: **No cattle guards are planned at this time. Cattle guards will be specified in the stipulations if necessary.**
- k. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.
- l. Length of new and/or existing roads which lie outside the lease or unit boundary for which a BLM/state/fee right-of-way is required: **None**
- m. Other: **See general information below.**

Surface disturbance and vehicular travel will be limited to the approved location and access road only. Any additional surface area needed must be approved by BLM in advance.

If any additional right-of-way is necessary, no surface disturbing activities shall take place on the subject right-of-way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any right-of-way facilities.

If a right-of-way is secured, boundary adjustments in the lease or unit shall automatically amend this right-of-way to include that portion of the facility no longer contained within the lease or unit. In the event of an automatic amendment to this right-of-way grant, the prior on-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.

If at any time the facilities located on public lands authorized by the terms of the lease are no longer included in the lease (due to a contraction in the unit or other lease or unit boundary change) the BLM will process a change in authorization to the appropriate statute. The authorization will be subject to appropriate rental, or other financial obligations as determined by the BLM.

If the well is productive, the access road will be rehabilitated as needed and brought to Resource (Class III) Road Standards within a time period specified by the BLM. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Field Office Manager will be notified so that temporary drainage control can be installed along the access road.

3. Location of Existing Wells within a one mile radius of the proposed well:
See attached Exhibit "B".

4. Location of Production Facilities:

- a. On-site facilities: **Typical on-site facilities will consist of a wellhead, flow lines (typ 3" dia.), artificial lifting system (if necessary), wellhead compression (if necessary), gas/oil/water separator (3 phase), gas measurement and water measurement equipment, and a heated enclosure/building for weather and environmental protection. The tank battery will typically be constructed and surrounded by a berm of sufficient capacity to contain 1½ times the storage capacity of the largest tank(s). The tanks typically necessary for the production of this well will be 1 – 210 bbl steel, above ground tank for oil/condensate and 1 – 100 bbl steel, below grade tank for produced water. All loading lines and valves for these tanks will be placed inside the berm surrounding the tank battery.**

All oil/condensate production and measurement shall conform to the provisions of 43 CFR § 3162.7 and Onshore Oil and Gas Order No. 4, if applicable. Other on-site equipment and system may include methanol injection and winter weather protection.

All permanent (in place for six months or longer) structures constructed or installed on the well site location will be painted a flat, nonreflective color to match the standard environmental colors, as specified by the COA's in the APD. All facilities will be painted within six months of installation. Facilities required by comply with the Occupational Safety and Health Act (OSHA) may be excluded.

- b. Off-site facilities: **N/A**
- c. Pipelines: **The well will be produced into a 4" steel gas pipeline and transported to either an existing pipeline ROW (3rd party transporter) or gas gathering facility. See Exhibit "C" for the proposed pipeline route.**
- d. Powerlines: **There are no plans to include powerlines in this application. In the event power is required, a ROW application will be submitted to the appropriate agencies.**

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from (describe location and/or show on a map): **Water will be purchased from a commercial water source and trucked via third party to the location over approved access roads.**

Water obtained on private land, or land administered by another agencies, will require approval from the owner or agency for use of said water.

6. Source of Construction Material:

Pad construction material will be obtained from (if the material source is Federally owned, a map will be included showing the location of the material): **All construction material will be purchased from private landowners and or from a commercial gravel/materials pit. All material will be trucked to location via third party trucking using only approved access roads.**

The use of materials under BLM jurisdiction will conform to 43 CFR § 3610.2-3, if applicable.

7. Methods of Handling Waste Disposal:

Describe the methods and locations proposed for safe containment and disposal of waste material, e.g. cuttings, produced water, garbage, sewage, chemicals, etc.

Drill fluid will be maintained in a closed loop mud system and may be reused for drilling activities on the next location or disposed of at an approved Waste Disposal Facility. The dry drill cuttings will be disposed of at Bondad Landfill. A reserve pit will not be utilized.

Trash must be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations.

Sewage from trailers and chemical portable toilets will be removed on a regular basis by a third party contractor and disposed of at an authorized sanitary waste facility.

Any and all chemicals used during the drilling and completion of the well will be kept to a minimum and stored within the boundaries of the well pad. The third party chemical contractor will be responsible for containment and clean-up and removal of all spilled chemicals on location.

8. Ancillary Facilities: **No ancillary facilities will be required during the drilling or completion of the well.**

9. Well Site Layout -depict the pit, rig, cut and fill, topsoil, etc. on a plat with a scale of at least 1"=50'. **See Exhibit "D".**

10. Plans for Restoration of the Surface: (Interim Reclamation and Final Reclamation)
Interim reclamation will be conducted on areas not required for ongoing production operations. **See Exhibit "E".**

Prior to disturbance, the topsoil will be separately removed and segregated from other materials.

Topsoil along the access road will be reserved in place adjacent to the road as indicted

Reclaimed roads will have the berms and cuts reduced and will be closed to vehicle use.

All disturbed areas will be re-contoured to replicate the natural slope.

The stockpiled topsoil will be evenly distributed over the disturbed area.

Reseeding of the site will be conducted using a seed mix appropriate to the area reclaimed as directed by the surface owner. *CDOW recommended wildlife appropriate seed mixes will be used if acceptable to the surface owner.*

The operator will control non-native, invasive species (noxious weeds) in accordance with the Federal Noxious Weed Act. Control of non-native, invasive species will be completed on all disturbed sites associated with the development and final reclamation of well pads, access roads and pipelines.

A field wide storm water management plan has been developed and site specific best management practices will be utilized as appropriate.

Upon final abandonment, reclamation will be conducted as stipulated in the original conditions of approval contained in the approved APD.

If necessary, an abandonment marker will be one of the following, as specified by BLM:

- 1) at least four feet above ground level,
- 2) at restored ground level, or
- 3) below ground level.

In any case the marker shall be inscribed with the following: operator name, lease number, well name and surveyed description (township, range, section and either quarter-quarter or footages).

Additional requirements: **None**

11. Surface and Mineral Ownership: **The surface owners are Anthony & Marilyn Zellitti, 2001 CR 300, Durango, CO 81303 and Hocker Construction, LLP, PO Box 627, Ignacio, CO 81137. The minerals are owned by the Southern Ute Mineral Tribe, PO Box 737, Ignacio, CO 81137**

12. Other Information:

- a. Archeological Concerns: **A BLM approved contractor has submitted the appropriate reports to the agency as required. Special stipulations will be included in the COA's of the approved APD.**

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the appropriate BLM Field Office for further instructions.

- b. Threatened and Endangered Species Concerns: **A BLM approved contractor has submitted the appropriate reports to the agencies as required. Special stipulation will be included in the COA's of the approved APD.**
- c. Wildlife Seasonal Restrictions: **Current wildlife restrictions and closure dates, if applicable, will be specified in the approved APD.**
- d. **On-site took place on December 2, 2009 Tom Johnson-BLM, Paul Lehrman-XTO, Dennis Elrod-XTO, Dusty Mecham-XTO, Kelly Kardos-XTO, Ben Schmidt-XTO, Brent Beaty-Rosenbaum Const., Randy Russell-Russell Surveying, Rob Johnston-Johnston Land, SWCA Environmental consultants, Anthony Zellitti-Landowner, Roy Hocker-Landowner**
- e. Memorandum of Surface Use Agreement. **See Exhibit "F".**

Operator Certification:

a. Permitting and Compliance:

Kelly Kardos
Sr. Permitting Tech.
XTO Energy Inc.
382 CR 3100
Aztec NM 87410
505-333-3100

b. Drilling and Completions:

Justin Niederhofer
XTO Energy Inc.
382 CR 3100
Aztec, NM 87410
505-333-3100

c. Certification:

I hereby certify that, I or someone under my direct supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or XTO Energy Inc., are responsible for the operations conducted under this application. These statements are subject to the provisions of 18 U.S.C. 1001 for the filing of false statements.

Executed this **25th** day of May 2010.

Signature: _____


Kelly Kardos

XTO ENERGY INC.

Zellitti 34-9 #34-4

APD Data

May 10, 2010

Location: 1166' FSL x 1990' FWL Sec 34, T34N, R09W County: LaPlata

State: CO

Bottomhole Location: 660' FSL x 660' FWL Sec 34, T34N, R09W

GREATEST PROJECTED TD: 3678' MD, 3250 TVD
APPROX GR ELEV: 6692'

OBJECTIVE: Fruitland Coal
Est KB ELEV: 6704' (12' AGL)

Please note attached directional program.

1. MUD PROGRAM:

INTERVAL	0' to 225'	200' to 3678'
HOLE SIZE	12.25"	7.875"
MUD TYPE	FW/Spud Mud	FW/Polymer
WEIGHT	8.6-9.0	8.4-9.2
VISCOSITY	28-32	28-32
WATER LOSS	NC	NC

Remarks: Use fibrous materials as needed to control seepage and lost circulation. Pump high viscosity sweeps as needed for hole cleaning. Raise viscosity at TD for logging. Reduce viscosity after logging for cementing purposes.

2. CASING PROGRAM:

Surface Casing: 8.625" casing to be set at $\pm 225'$ in a 12-1/4" hole filled with 8.50 ppg mud

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-225'	225'	24.0#	J-55	ST&C	1370	2950	244	8.097	7.972	13.78	29.66	45.19

Production Casing: 5.5" casing to be set at TD ($\pm 3678'$) in 7-7/8" hole filled with 9.20ppg mud.

Interval	Length	Wt	Gr	Cplg	Coll Rating (psi)	Burst Rating (psi)	Jt Str (M-lbs)	ID (in)	Drift (in)	SF Coll	SF Burst	SF Ten
0'-3678	3678'	15.5#	J-55	ST&C	4040	4810	202	4.950	4.825	2.59	3.09	3.54

Note: Safety factors are calculated based on a 9.2 ppg mwe with no backup using measured depth assumed to be in a vertical wellbore.

3. WELLHEAD:

- Casing Head: Larkin Fig 92 (or equivalent), 9" nominal, 2,000 psig WP (4,000 psig test) with 8-5/8" 8rnd thread on bottom and 11-3/4" 8rnd thread on top.
- Tubing Head: Larkin Fig 612 (or equivalent), 6.456" nominal, 2,000 psig WP (4,000 psig test), 5-1/2" 8rnd female thread on bottom (or slip-on, weld-on), 8-5/8" 8rnd thread on top.

4. CEMENT PROGRAM (Slurry design may change slightly, but the plan is to circulate cement to surface on both casing strings):

A. Surface: 8.625", 24.0#, J-55, ST&C casing to be set at $\pm 225'$ in 12-1/4" hole.

134 sx of Type III cement (or equivalent) typically containing accelerator and LCM, mixed at 14.5 ppg, 1.39 ft³/sk, & 6.70 gal wtr/sk.

Total slurry volume is 186 ft³, 100% excess of calculated annular volume to 225'.

B. Production: 5.5", 15.5#, J-55 (or K-55), ST&C casing to be set at $\pm 3678'$ in 7.875" hole.

LEAD:

± 362 sx of Premium Lite HS (Type III/Poz/Gel) or equivalent, with dispersant, fluid loss, accelerator, & LCM mixed at 12.5 ppg, 2.01 ft³/sk, 10.55 gal wtr/sx.

TAIL:

± 100 sx Type III or equivalent cement with bonding additive, LCM, dispersant, & fluid loss mixed at 14.2 ppg, 1.54 cuft/sx, 8.00 gal/sx.

Total estimated slurry volume for the 5-1/2" production casing is 881 ft³.

Note: The slurry design may change slightly based upon actual conditions. Final cement volumes will be determined from the caliper logs plus 40%. It will be attempted to circulate cement to the surface.

5. LOGGING PROGRAM:

A. Mud Logger: If requested by Fort Worth Geology, the mud logger will come on at 1,500' and will remain on the hole until TD. The mud will be logged in 10' intervals.

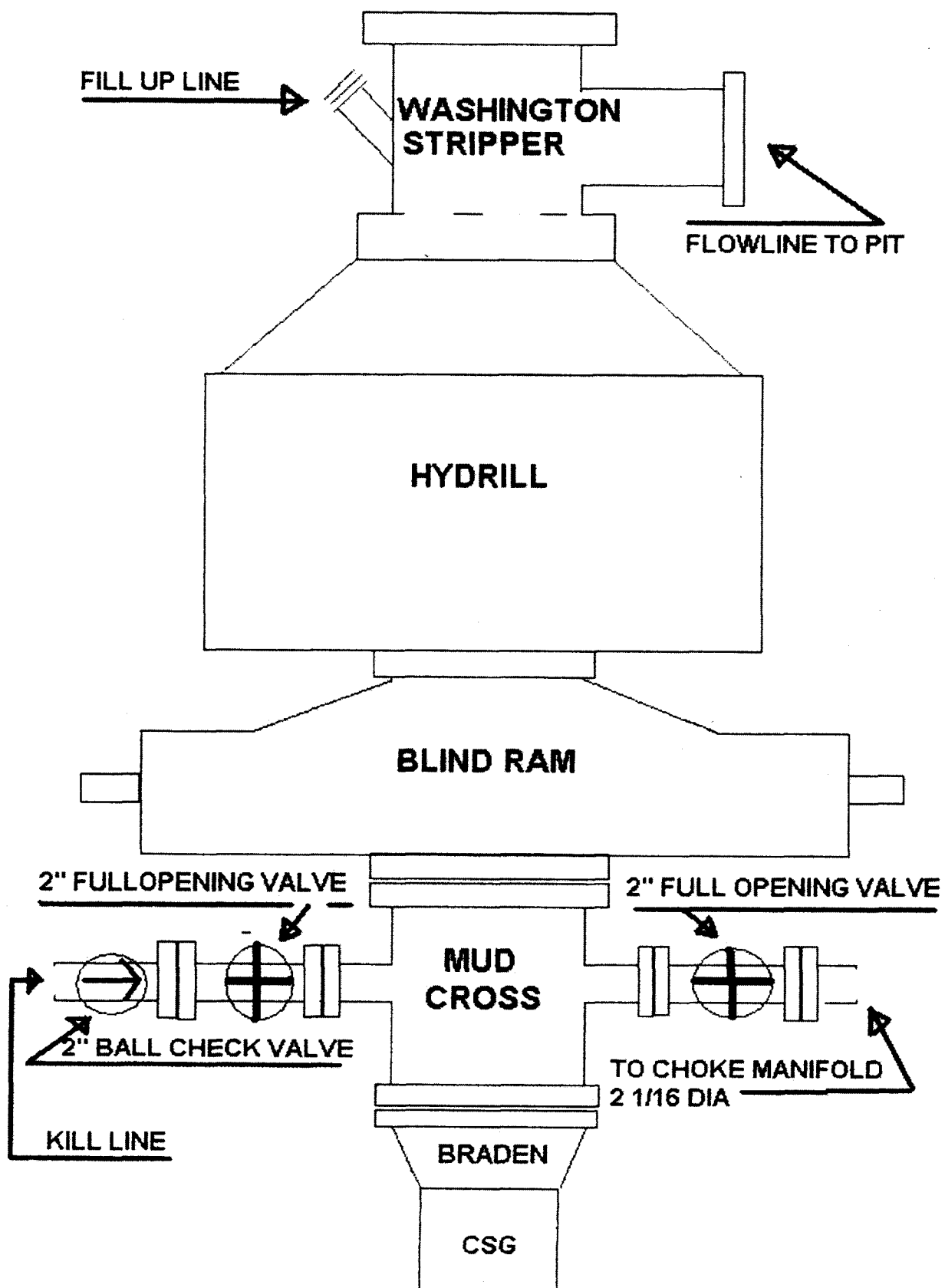
B. Open Hole Logs as follows: Run Array Induction/SFL/GR/SP fr/TD (3678') to the bottom of the surface csg. Run Neutron/Lithodensity/Pe/GR/Cal from TD (3678') to the projected top of the Fruitland Formation.

6. FORMATION TOPS:

Please see directional plan for estimated formation tops. BHP anticipated to be less than 1,500 psi.

7. COMPANY PERSONNEL:

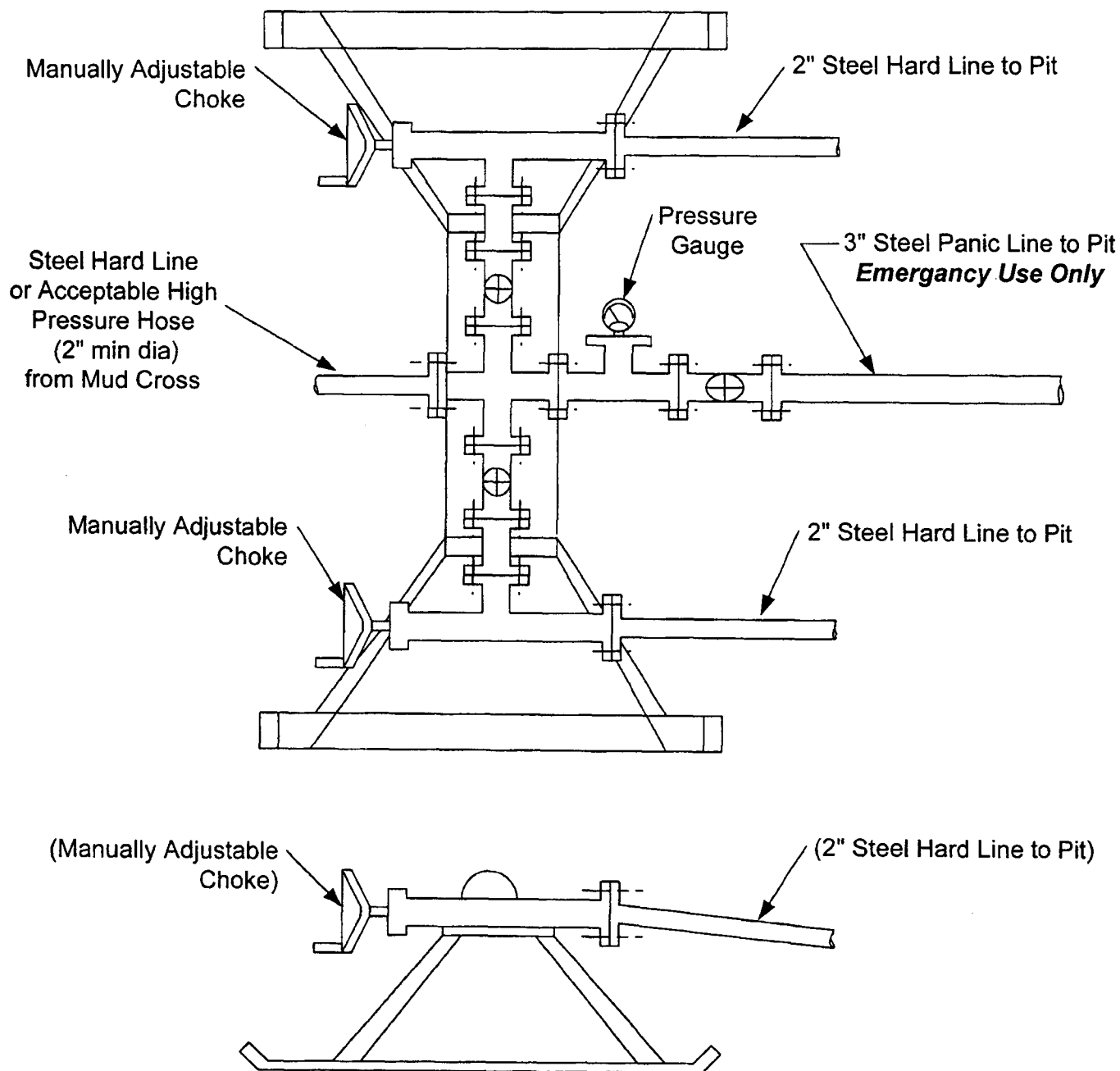
Name	Title	Office Phone	Home Phone
Justin Niederhofer	Drilling Engineer	505-333-3199	505-320-0158
Bobby Jackson	Drilling Superintendent	505-333-3224	505-486-4706
John Baker	Operations Engineer	505-333-3193	N/A
Matthew Yarnall	Reservoir Engineer	817-885-2800	N/A
John Klutsch	Project Geologist	817-885-2800	N/A



CHOKE MANIFOLD SCHEMATIC FOR DRILLING OPERATIONS CLASS 1 (2M) NORMAL PRESSURE

1. Stake all lines from choke manifold to pit.
2. Pressure test choke manifold after installation.
3. Pressure test manifold at the same time with the BOP Stack. Test manifold to the same test pressures.

TESTING PROCEDURE



XTO Energy

LaPlata County Directionals

Zellitti 34-9 #34-4

Zellitti 34-9 #34-4

Zellitti 34-9 #34-4

Plan: Permitted Wellbore

Standard Planning Report

26 January, 2010

XTO Energy Inc.

Planning Report

Database: EDM 2003.21 Single User Db
Company: XTO Energy
Project: LaPlata County Directionals
Site: Zellitti 34-9 #34-4
Well: Zellitti 34-9 #34-4
Wellbore: Zellitti 34-9 #34-4
Design: Permitted Wellbore

Local Co-ordinate Reference: Well Zellitti 34-9 #34-4
TVD Reference: Rig KB @ 6704.0ft (Aztec 507)
MD Reference: Rig KB @ 6704.0ft (Aztec 507)
North Reference: True
Survey Calculation Method: Minimum Curvature

Project	LaPlata County Directionals, LaPlata County, Colorado, Directional Fruitland Coal Wells		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		Using Well Reference Point
Map Zone:	Colorado Southern Zone		

Site	Zellitti 34-9 #34-4, T34N, R9W		
Site Position:		Northing:	360,234.09 m
From:	Lat/Long	Easting:	708,728.25 m
Position Uncertainty:	0.0 ft	Slot Radius:	in
		Latitude:	37° 8' 35.412 N
		Longitude:	107° 48' 54.648 W
		Grid Convergence:	-1.42 °

Well	Zellitti 34-9 #34-4, S-well to top of FC		
Well Position	+N/-S	0.0 ft	Northing: 360,234.09 m
	+E/-W	0.0 ft	Easting: 708,728.25 m
Position Uncertainty		0.0 ft	Wellhead Elevation: 6,692.0 ft
			Latitude: 37° 8' 35.412 N
			Longitude: 107° 48' 54.648 W
			Ground Level: 6,692.0 ft

Wellbore	Zellitti 34-9 #34-4				
Magnetics	Model Name	Sample Date	Declination	Dip Angle	Field Strength
	IGRF200510	5/15/2009	(°)	(°)	(nT)
			10.21	63.86	51,243

Design	Permitted Wellbore			
Audit Notes:				
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.0	0.0	0.0	250.73

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
300.0	0.00	0.00	300.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,800.0	45.00	250.73	1,650.5	-184.6	-528.0	3.00	3.00	0.00	250.73	
2,234.4	45.00	250.73	1,957.7	-286.0	-818.0	0.00	0.00	0.00	0.00	
3,401.1	10.00	250.73	2,976.5	-461.0	-1,318.7	3.00	-3.00	0.00	180.00	
3,678.8	10.00	250.73	3,250.0	-477.0	-1,364.2	0.00	0.00	0.00	0.00	Proposed BHL-- Zellitti

XTO Energy Inc.

Planning Report

Database: EDM 2003.21 Single User Db
Company: XTO Energy
Project: LaPlata County Directionals
Site: Zellitti 34-9 #34-4
Well: Zellitti 34-9 #34-4
Wellbore: Zellitti 34-9 #34-4
Design: Permitted Wellbore

Local Co-ordinate Reference: Well Zellitti 34-9 #34-4
TVD Reference: Rig KB @ 6704.0ft (Aztec 507)
MD Reference: Rig KB @ 6704.0ft (Aztec 507)
North Reference: True
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
225.0	0.00	0.00	225.0	0.0	0.0	0.0	0.00	0.00	0.00
8 5/8"									
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
1,223.6	27.71	250.73	1,188.0	-72.3	-206.7	219.0	3.00	3.00	0.00
Ojo Alamo SS									
1,286.3	29.59	250.73	1,243.0	-82.2	-235.1	249.0	3.00	3.00	0.00
Kirtland Shale									
1,800.0	45.00	250.73	1,650.5	-184.6	-528.0	559.4	3.00	3.00	0.00
2,234.4	45.00	250.73	1,957.7	-286.0	-818.0	866.6	0.00	0.00	0.00
2,748.0	29.59	250.73	2,365.0	-388.4	-1,110.9	1,176.8	3.00	-3.00	0.00
Fruitland Formation									
3,195.2	16.18	250.73	2,776.0	-445.7	-1,274.7	1,350.3	3.00	-3.00	0.00
Upper Fruitland Coal									
3,401.1	10.00	250.73	2,976.5	-461.0	-1,318.7	1,396.9	3.00	-3.00	0.00
3,422.9	10.00	250.73	2,998.0	-462.3	-1,322.3	1,400.7	0.00	0.00	0.00
Middle Fruitland Coal									
3,511.3	10.00	250.73	3,085.0	-467.4	-1,336.7	1,416.1	0.00	0.00	0.00
Lower Fruitland Coal									
3,542.8	10.00	250.73	3,116.0	-469.2	-1,341.9	1,421.5	0.00	0.00	0.00
Pictured Cliffs SS									
3,678.8	10.00	250.73	3,250.0	-477.0	-1,364.2	1,445.2	0.00	0.00	0.00
5 1/2"									

Design Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (m)	Easting (m)	Latitude	Longitude
- hit/miss target									
- Shape									
Proposed BHL-- Zellitti 3	0.00	0.00	3,250.0	-477.0	-1,364.2	360,099.06	708,308.97	37° 8' 30.696 N	107° 49' 11.496 W
- plan hits target									
- Rectangle (sides W20.0 H20.0 D0.0)									

Casing Points

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (in)	Hole Diameter (in)
225.0	225.0	8 5/8"	8.625	12.250
3,678.8	3,250.0	5 1/2"	5.500	7.875

XTO Energy Inc.

Planning Report

Database: EDM 2003.21 Single User Db
Company: XTO Energy
Project: LaPlata County Directionals
Site: Zellitti 34-9 #34-4
Well: Zellitti 34-9 #34-4
Wellbore: Zellitti 34-9 #34-4
Design: Permitted Wellbore

Local Co-ordinate Reference: Well Zellitti 34-9 #34-4
TVD Reference: Rig KB @ 6704.0ft (Aztec 507)
MD Reference: Rig KB @ 6704.0ft (Aztec 507)
North Reference: True
Survey Calculation Method: Minimum Curvature

Formations

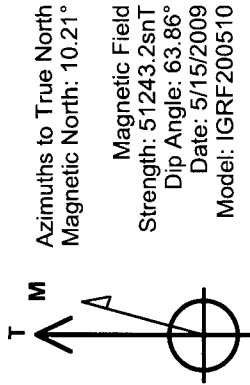
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
1,223.6	1,188.0	Ojo Alamo SS		0.00	
1,286.3	1,243.0	Kirtland Shale		0.00	
2,748.0	2,365.0	Fruitland Formation		0.00	
3,195.2	2,776.0	Upper Fruitland Coal		0.00	
3,422.9	2,998.0	Middle Fruitland Coal		0.00	
3,511.3	3,085.0	Lower Fruitland Coal		0.00	
3,542.8	3,116.0	Pictured Cliffs SS		0.00	



Well Name: Zellitti 34-9 #34-4

San Juan Division
Drilling Department

Calculation Method: Minimum Curvature
Geodetic Datum: North American Datum 1983
Lat: 37° 8' 35.412 N
Long: 107° 48' 54.648 W

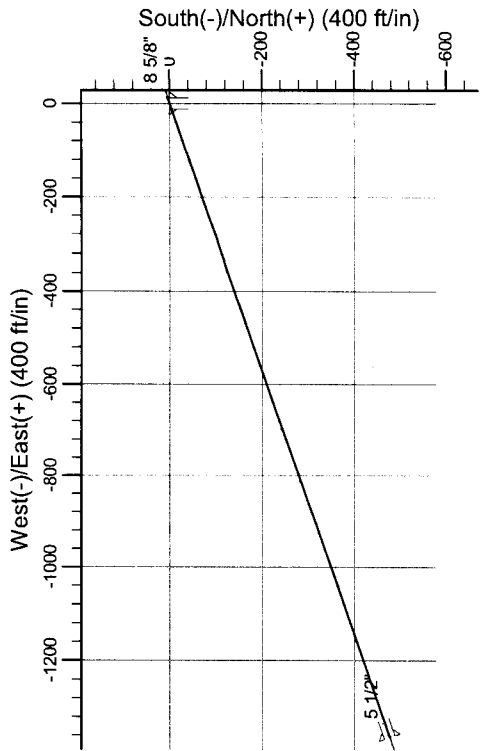
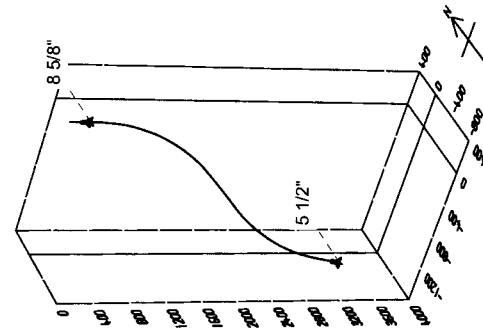
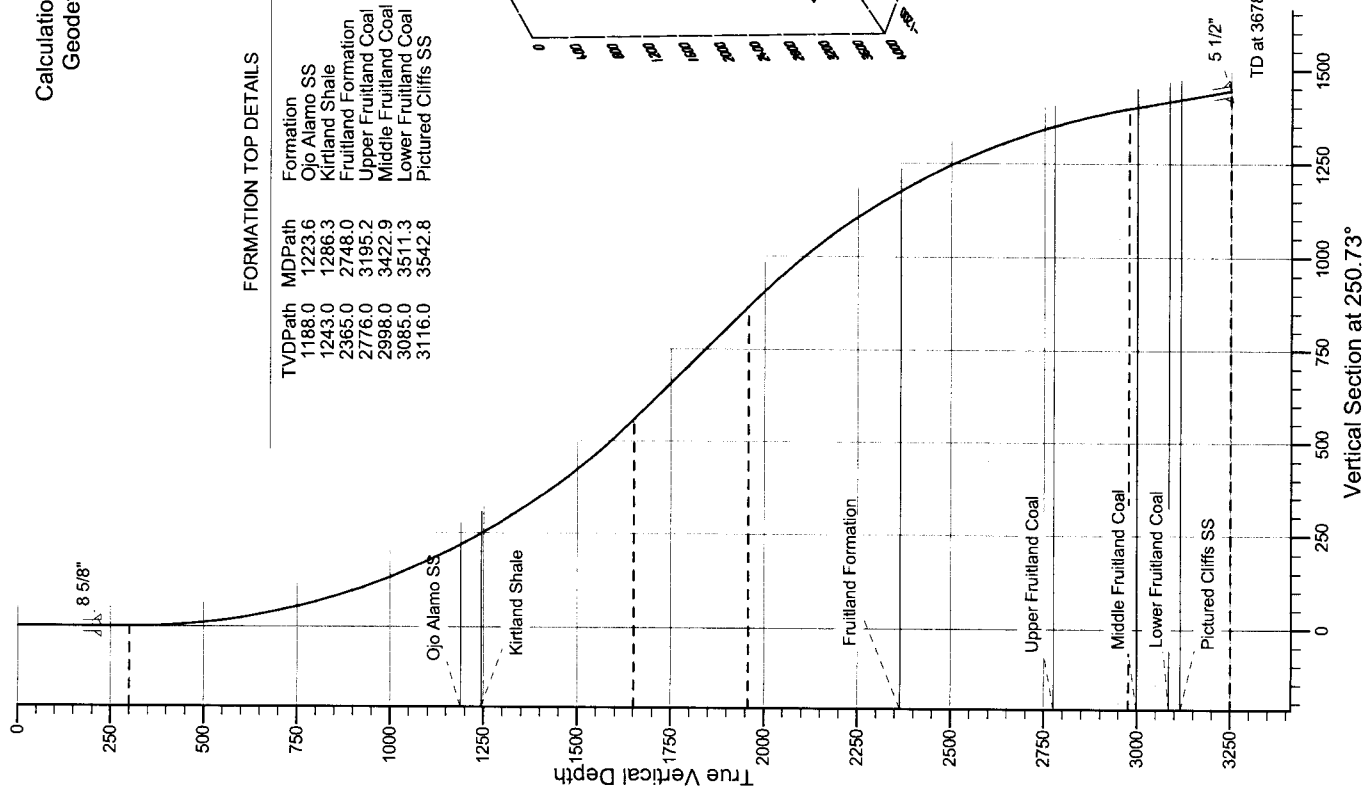


FORMATION TOP DETAILS

TVDPATH	MDPATH	FORMATION
1188.0	1223.6	Ojo Alamo SS
1243.0	1286.3	Kirtland Shale
2365.0	2748.0	Fruitland Formation
2776.0	3195.2	Upper Fruitland Coal
2998.0	3422.9	Middle Fruitland Coal
3085.0	3511.3	Lower Fruitland Coal
3116.0	3542.8	Pictured Cliffs SS

CASING DETAILS

TVD	MD	Name	Size
225.0	225.0	8 5/8"	8.625
3250.03678.8		5 1/2"	5.500



SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	300.0	45.00	250.73	300.0	0.0	0.0	0.00	0.00	0.0	
3	1800.0	45.00	250.73	1650.5	-184.6	-528.0	3.00	250.73	559.4	
4	2234.4	45.00	250.73	1957.7	-286.0	-818.0	0.00	0.00	866.6	
5	3401.1	10.00	250.73	2976.5	-461.0	-1318.7	3.00	180.00	1396.9	
6	3678.8	10.00	250.73	3250.0	-477.0	-1364.2	0.00	0.00	1445.2	

Proposed BHL-- Zellitti 34-9 #34-4

LA PLATA COUNTY, COLORADO

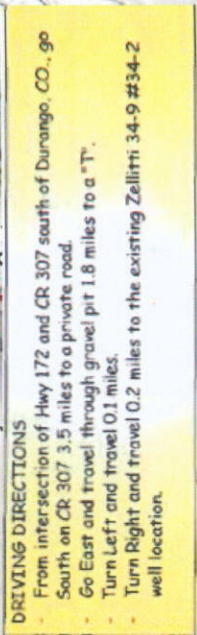
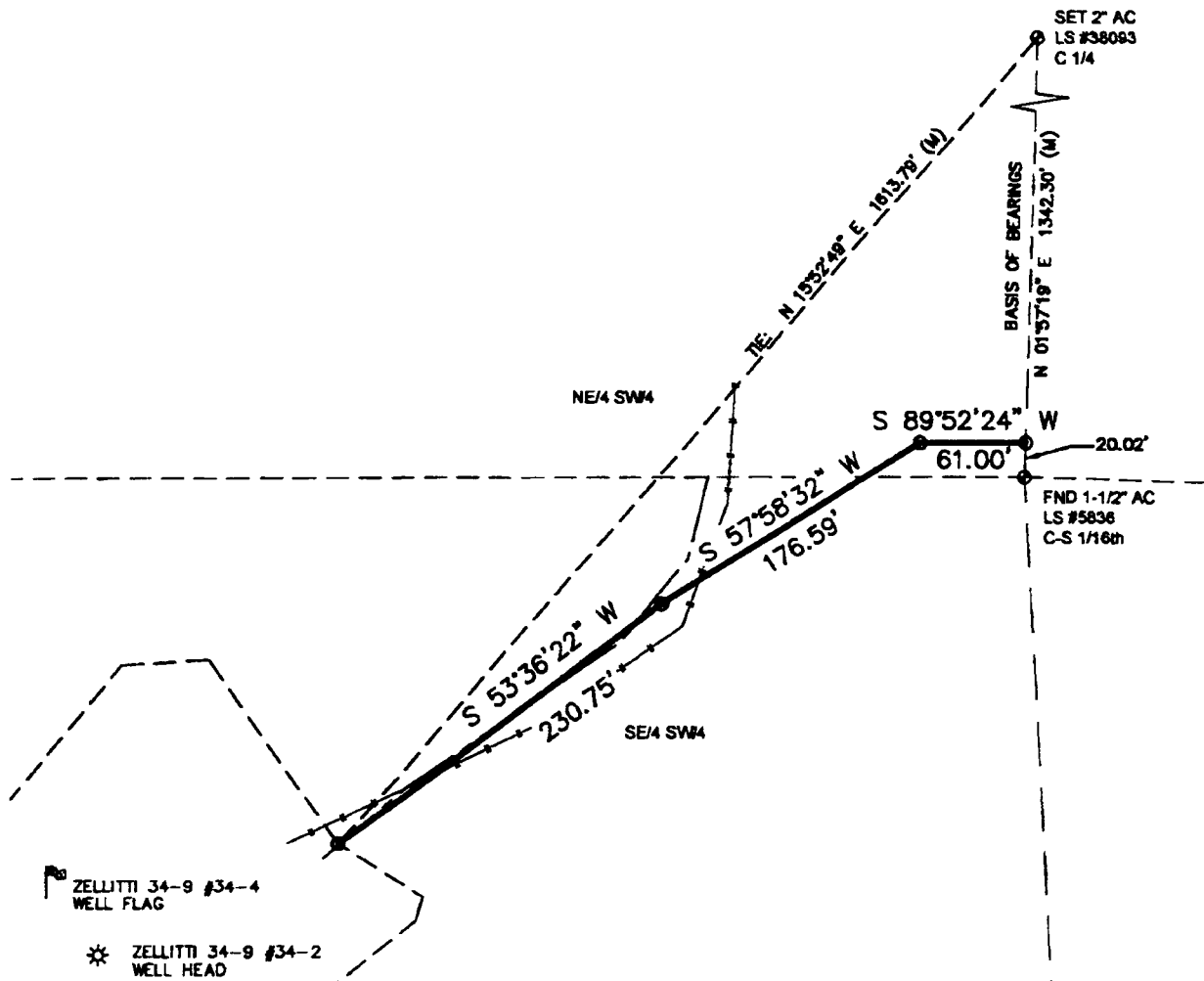
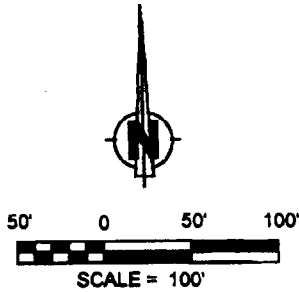


EXHIBIT "A"
ROAD RIGHT OF WAY AND EASEMENT
 SITUATED WITHIN LANDS OF ZELLITTI PROPERTIES
 AND ZELLITTI, ET UX
 WHICH LIES WITHIN THE SW/4 OF SECTION 34,
 TOWNSHIP 34 NORTH, RANGE 9 WEST,
 OF THE NEW MEXICO PRINCIPAL MERIDIAN,
 LA PLATA COUNTY, COLORADO
 PAGE 2 OF 2

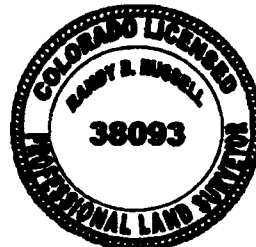


NOTES:

1.) BASIS OF BEARING: BETWEEN A FOUND MONUMENT AT THE CENTER-TOOTH ONE-EIGHTYTH CORNER AND A SET MONUMENT OF THE CENTER QUARTER CORNER OF SECTION 34, TOWNSHIP 34 NORTH, RANGE 9 WEST, N.M.P.M., LA PLATA COUNTY, COLORADO. LINE BEARING: N 01°57'19" E A DISTANCE OF 1342.30 FEET AS MEASURED BY G.P.S.

2.) LOCATION OF UNDERGROUND UTILITIES DEPICTED ARE APPROXIMATE. PRIOR TO EXCAVATION UNDERGROUND UTILITIES SHOULD BE FIELD LOCATED. ALL CONSTRUCTION ACTIVITIES SHOULD BE FIELD VERIFIED WITH COLORADO ONE-CALL AUTHORITIES AT LEAST 48 HOURS PRIOR TO CONSTRUCTION.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Randy E. Russell
 RANDY E. RUSSELL, PLS
 COLORADO L.S. #38093

DATE: 12-17-08

SURFACE OWNERSHIP	
ZELLITTI PROPERTIES	
488.34 FT/ 28.38 ACROSS	
DATE OF SURVEY 12/10/08	RR

RXS

Russell Surveying
 1409 W. Aztec Blvd. #3
 Aztec, New Mexico 87410
 (505) 334-8637

JOB No.: XTO031

DATE: 12/12/08

EXHIBIT. **A**

EXHIBIT "A"
ROAD RIGHT OF WAY AND EASEMENT
SITUATED WITHIN LANDS OF ZELLITTI PROPERTIES
AND ZELLITTI, ET UX
WHICH LIES WITHIN THE SW/4 OF SECTION 34,
TOWNSHIP 34 NORTH, RANGE 9 WEST,
OF THE NEW MEXICO PRINCIPAL MERIDIAN,
LA PLATA COUNTY, COLORADO
PAGE 1 OF 2

A non-exclusive, perpetual, twenty-five (25) foot wide Right of Way and Easement, located in the Northeast Quarter of the Southwest Quarter (NE/4 SW/4) and the Southeast Quarter of the Southwest Quarter (SE/4 SW/4) of Section Thirty-Five (34), Township Thirty-Four (34) North, Range Nine (9) West, N.M.P.M., La Plata County, Colorado. Said Right of Way and Easement lying twelve and one half feet (12.5') on each side of the following described Centerline:

Beginning, for a tie, at a 1-1/2" AC stamped "LS 5836" found at the Center-South One-Sixteenth Corner of said Section 34;

Thence, North 01°57'19" East, along the North/South Center Section Line of said Section 34, a distance of 20.02 feet to the True Point of Beginning for the herein described Centerline;

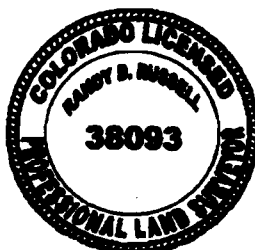
Thence: South 89°52'24" West, a distance of 61.00 feet;

Thence: South 57°58'32" West, a distance of 176.59 feet;

Thence: South 53°36'22" West, a distance of 230.75 feet, to the Terminus Point for the herein described Easement.

The above described Centerline being 468.34 feet in length.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED
FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR
UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE
AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Randy D. Russell DATE: 12-17-08
RANDY D. RUSSELL, PLS
COLORADO L.S. #38093

JOB No.: XTO031

DATE: 12/09/08

EXHIBIT.

ARXS

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

EXHIBIT "A"

ROAD RIGHT OF WAY AND EASEMENT

SITUATED WITHIN LANDS OF BYRON R. AND KRISTIN Q. HILLIARD

Deed filed on December 3, 1986, Reception No. 540797

WHICH LIES WITHIN THE N/2 OF THE SE/4 OF SECTION 34,

TOWNSHIP 34 NORTH, RANGE 9 WEST,

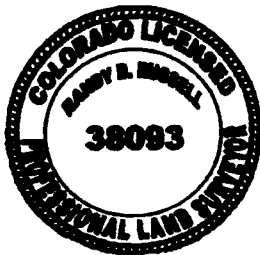
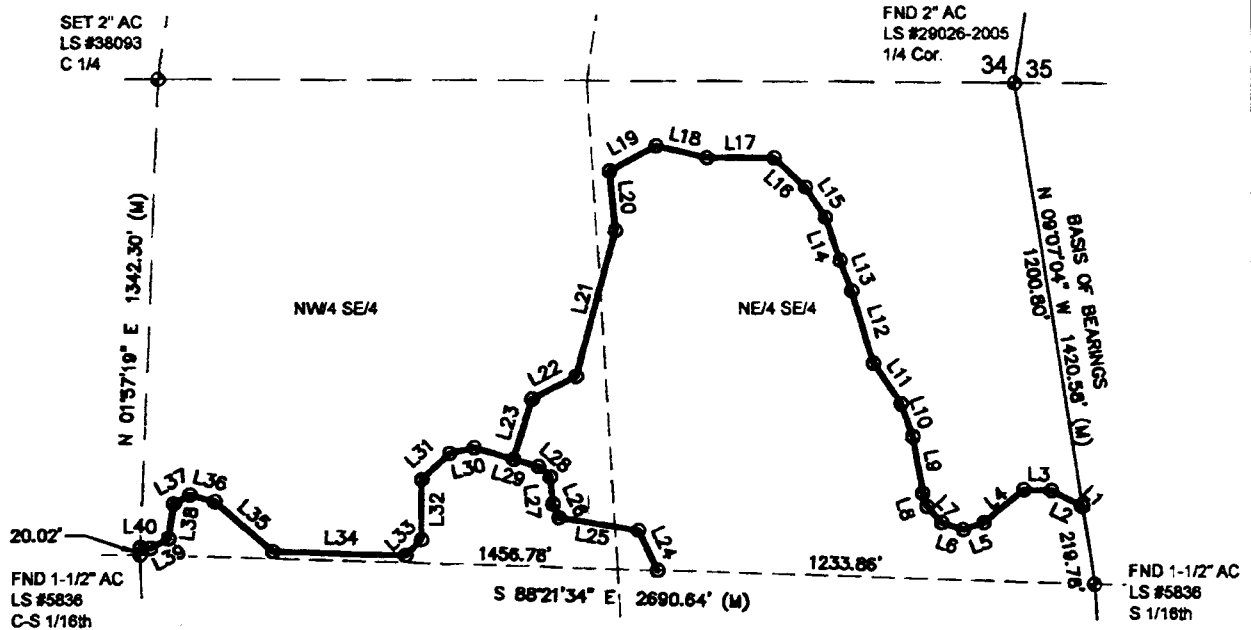
OF THE NEW MEXICO PRINCIPAL MERIDIAN,

LA PLATA COUNTY, COLORADO

PAGE 2 OF 2



250' 0 250' 500'
SCALE = 500'



NOTES:

1.) BASIS OF BEARING: BETWEEN FOUND MONUMENTS AT THE EAST QUARTER CORNER AND THE SOUTH SIXTEENTH CORNER OF SECTION 34, TOWNSHIP 34 NORTH, RANGE 9 WEST, N.M.P.M. LA PLATA COUNTY, COLORADO.
LINE BEARS S 09°07'04" W A DISTANCE OF 1420.56 FEET AS MEASURED BY G.P.S.

2.) LOCATION OF UNDERGROUND UTILITIES DEPICTED ARE APPROXIMATE. PRIOR TO EXCAVATION UNDERGROUND UTILITIES SHOULD BE FIELD VERIFIED. ALL CONSTRUCTION ACTIVITIES SHOULD BE FIELD VERIFIED WITH COLORADO ONE-CALL AUTHORITIES AT LEAST 48 HOURS PRIOR TO CONSTRUCTION.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Randy D. Russell DATE: 12-9-08
RANDY D. RUSSELL, PLS
COLORADO L.S. #38093

JOB No.: XTO031

DATE: 12/09/08

-- SURFACE OWNERSHIP --	
BYRON & KRISTIN HILLIARD	
5004.47 FT/ 303.30 ROODS	
DATE OF SURVEY 11/24/08	RR

EXHIBIT. A

RXS

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

LINE TABLE					
LINE	LENGTH	BEARING	LINE	LENGTH	BEARING
L1	3.62	N46°00'35"W	L21	423.59	S15°06'51"W
L2	93.60	N63°49'52"W	L22	140.44	S62°49'42"W
L3	77.88	N88°13'02"W	L23	173.86	S17°02'13"W
L4	144.66	S50°34'42"W	L24	125.16	N25°30'13"W
L5	61.39	S71°10'23"W	L25	226.33	N81°08'16"W
L6	63.31	N72°01'56"W	L26	41.68	N23°30'46"W
L7	61.88	N42°40'56"W	L27	76.18	N06°02'35"W
L8	38.52	N18°10'13"W	L28	45.08	N49°12'55"W
L9	160.65	N10°15'36"W	L29	190.32	N73°58'46"W
L10	97.21	N20°11'23"W	L30	71.90	S76°46'00"W
L11	136.35	N34°41'13"W	L31	107.70	S47°08'53"W
L12	210.69	N16°59'33"W	L32	169.34	S00°00'25"W
L13	91.73	N20°33'14"W	L33	63.57	S45°53'34"W
L14	128.15	N19°13'39"W	L34	375.19	N88°21'40"W
L15	103.03	N33°02'56"W	L35	213.41	N48°26'34"W
L16	122.09	N47°19'44"W	L36	72.24	N75°24'43"W
L17	193.02	N89°37'11"W	L37	50.77	S60°57'35"W
L18	145.94	N76°50'16"W	L38	99.78	S08°02'34"W
L19	147.91	S61°36'43"W	L39	56.64	S61°57'25"W
L20	170.98	S05°35'05"E	L40	28.67	N88°23'03"W

EXHIBIT "A"
ROAD RIGHT OF WAY AND EASEMENT
SITUATED WITHIN LANDS OF BYRON R. AND KRISTIN Q. HILLIARD
Deed filed on December 3, 1986, Reception No. 540797
WHICH LIES WITHIN THE N/2 OF THE SE/4 OF SECTION 34,
TOWNSHIP 34 NORTH, RANGE 9 WEST,
OF THE NEW MEXICO PRINCIPAL MERIDIAN,
LA PLATA COUNTY, COLORADO
PAGE 1 OF 2

A non-exclusive, perpetual, thirty (30) foot wide Right of Way and Easement, located in the North Half of the Southeast Quarter (N/2 SE/4) of Section Thirty-Five (34), Township Thirty-Four (34) North, Range Nine (9) West, N.M.P.M., La Plata County, Colorado. Said Right of Way and Easement lying fifteen feet (15') on each side of the following described Centerline:

Beginning, for a tie, at a 2" AC stamped "LS 29026" found at the East Quarter Corner of said Section 34;
Thence, South 09°07'04" East, along the west line of said Section 34, a distance of 1200.80 feet to the True Point of Beginning for the herein described Centerline;

Thence: North 46°00'35" West, a distance of 3.62 feet;
Thence: North 63°49'52" West, a distance of 93.60 feet;
Thence: North 88°13'02" West, a distance of 77.88 feet;
Thence: South 50°34'42" West, a distance of 144.66 feet;
Thence: South 71°10'23" West, a distance of 61.39 feet;
Thence: North 72°01'56" West, a distance of 63.31 feet;
Thence: North 42°40'58" West, a distance of 61.88 feet;
Thence: North 18°10'13" West, a distance of 38.52 feet;
Thence: North 10°15'36" West, a distance of 160.65 feet;
Thence: North 20°11'23" West, a distance of 97.21 feet;
Thence: North 34°41'13" West, a distance of 136.35 feet;
Thence: North 16°59'33" West, a distance of 210.69 feet;
Thence: North 20°33'14" West, a distance of 91.73 feet;
Thence: North 19°13'39" West, a distance of 128.15 feet;
Thence: North 33°02'56" West, a distance of 103.03 feet;
Thence: North 47°19'44" West, a distance of 122.09 feet;
Thence: North 89°37'11" West, a distance of 193.02 feet;
Thence: North 76°50'16" West, a distance of 145.94 feet;
Thence: South 61°36'43" West, a distance of 147.91 feet;
Thence: South 05°35'05" East, a distance of 170.98 feet;
Thence: South 15°06'51" West, a distance of 423.59 feet;
Thence: South 62°49'42" West, a distance of 140.44 feet;
Thence: South 17°02'13" West, a distance of 173.86 feet, to the Terminus Point for this portion of the herein described Easement being 2990.50 feet in length;

continuing as an easement from a Point on the South Line of said North Half of the Southeast Quarter of Section 34, from Whence the South One-Sixteenth Corner of said Section 34 bears South 88°21'34" East, a distance of 1233.86 feet,

Thence: North 25°30'13" West, a distance of 125.16 feet;
Thence: North 81°08'16" West, a distance of 226.33 feet;
Thence: North 23°30'46" West, a distance of 41.68 feet;
Thence: North 06°02'35" West, a distance of 76.18 feet, to the aforementioned Terminus Point;
Thence: North 49°12'55" West, a distance of 45.08 feet;
Thence: North 73°58'46" West, a distance of 190.32 feet;
Thence: South 76°46'00" West, a distance of 71.90 feet;
Thence: South 47°08'53" West, a distance of 107.70 feet;
Thence: South 00°00'25" West, a distance of 169.34 feet;
Thence: South 45°53'34" West, a distance of 63.57 feet;
Thence: North 88°21'40" West, a distance of 375.19 feet;
Thence: North 48°26'34" West, a distance of 213.41 feet;
Thence: North 75°24'43" West, a distance of 72.24 feet;
Thence: South 60°57'35" West, a distance of 50.77 feet;
Thence: South 08°02'34" West, a distance of 99.78 feet;
Thence: South 61°57'25" West, a distance of 56.64 feet;
Thence: North 88°23'03" West, a distance of 28.67 feet, to the Terminus Point for this portion of the herein described Easement, being 2013.97 feet in length, from whence the Center-South One-Sixteen Corner of Section 34 bears South 01°57'10" West, a distance of 20.02 feet.

Total length of the herein described easement being 5004.47 feet in length.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED
FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR
UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE
AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF

Randy D. Russell
RANDY D. RUSSELL, L.S. 38093
DATE: 12-9-08

JOB No.: XTO031

DATE: 12/09/08



RXS

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

EXHIBIT. A

CENTERLINE OF 40' WIDE ROAD RIGHT OF WAY AND EASEMENT

SITUATED WITHIN LANDS OF BYRON R. AND KRISTIN Q. HILLIARD

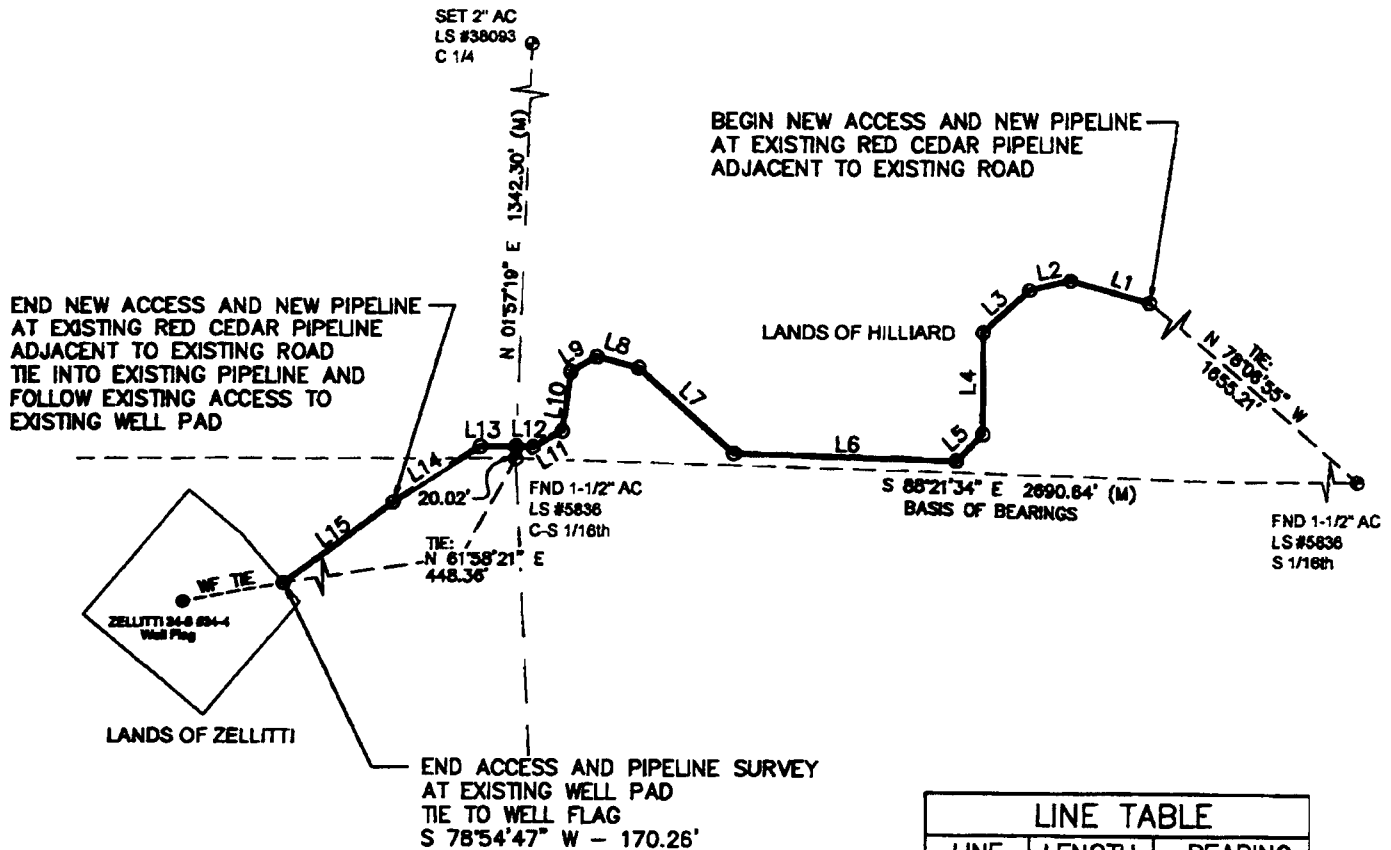
Deed filed on December 3, 1986, Reception No. 540797

WHICH LIES WITHIN THE N/2 OF THE SE/4 OF SECTION 34,
AND WITHIN LANDS OF ZELLITTI PROPERTIES AND ZELLITTI, ET UX

WHICH LIES WITHIN THE SW/4 OF SECTION 34,
TOWNSHIP 34 NORTH, RANGE 9 WEST,
OF THE NEW MEXICO PRINCIPAL MERIDIAN,
LA PLATA COUNTY, COLORADO



150' 0 150' 300'
SCALE = 300'



LINE TABLE		
LINE	LENGTH	BEARING
L1	138.25'	N73°57'00\"W
L2	71.90'	S76°46'00\"W
L3	107.70'	S47°08'53\"W
L4	189.34'	S00°00'25\"W
L5	63.57'	S45°53'34\"W
L6	375.19'	N88°21'40\"W
L7	213.41'	N48°26'34\"W
L8	72.24'	N75°24'43\"W
L9	50.77'	S60°57'35\"W
L10	99.78'	S08°02'34\"W
L11	56.64'	S61°57'25\"W
L12	28.67'	N88°23'03\"W
L13	81.00'	S89°52'24\"W
L14	176.59'	S57°58'32\"W
L15	230.75'	S53°36'22\"W

NOTES:

1.) BASIS OF BEARING: BETWEEN FOUND MONUMENTS AT THE CORNER, SOUTH ONE-EIGHTH CORNER AND THE SOUTH-EAST CORNER OF SECTION 34, TOWNSHIP 34 NORTH, RANGE 9 WEST, LA PLATA COUNTY, COLORADO. LINE BEARS S 88°21'34\" E A DISTANCE OF 2890.84 FEET AS MEASURED BY GPS.

2.) LOCATION OF UNDERGROUND UTILITIES DEPICTED ARE APPROXIMATE. PRIOR TO EXCAVATION UNDERGROUND UTILITIES SHOULD BE FIELD VERIFIED. ALL CONSTRUCTION ACTIVITIES SHOULD BE FIELD VERIFIED WITH COLORADO ONE-CALL AUTHORITIES AT LEAST 48 HOURS PRIOR TO CONSTRUCTION.

~ SURFACE OWNERSHIP ~	
BYRON & KRISTIN HILLIARD	
1447.47 FT/ 87.73 RODS	
~ SURFACE OWNERSHIP ~	
ZELLITTI PROPERTIES, ET UX	
488.34 FT/ 28.38 RODS	
TOTAL ACCESS LENGTH	
1935.81 FT/ 116.11 RODS	
DATE OF SURVEY	06/30/09
BY	RS

EXHIBIT.

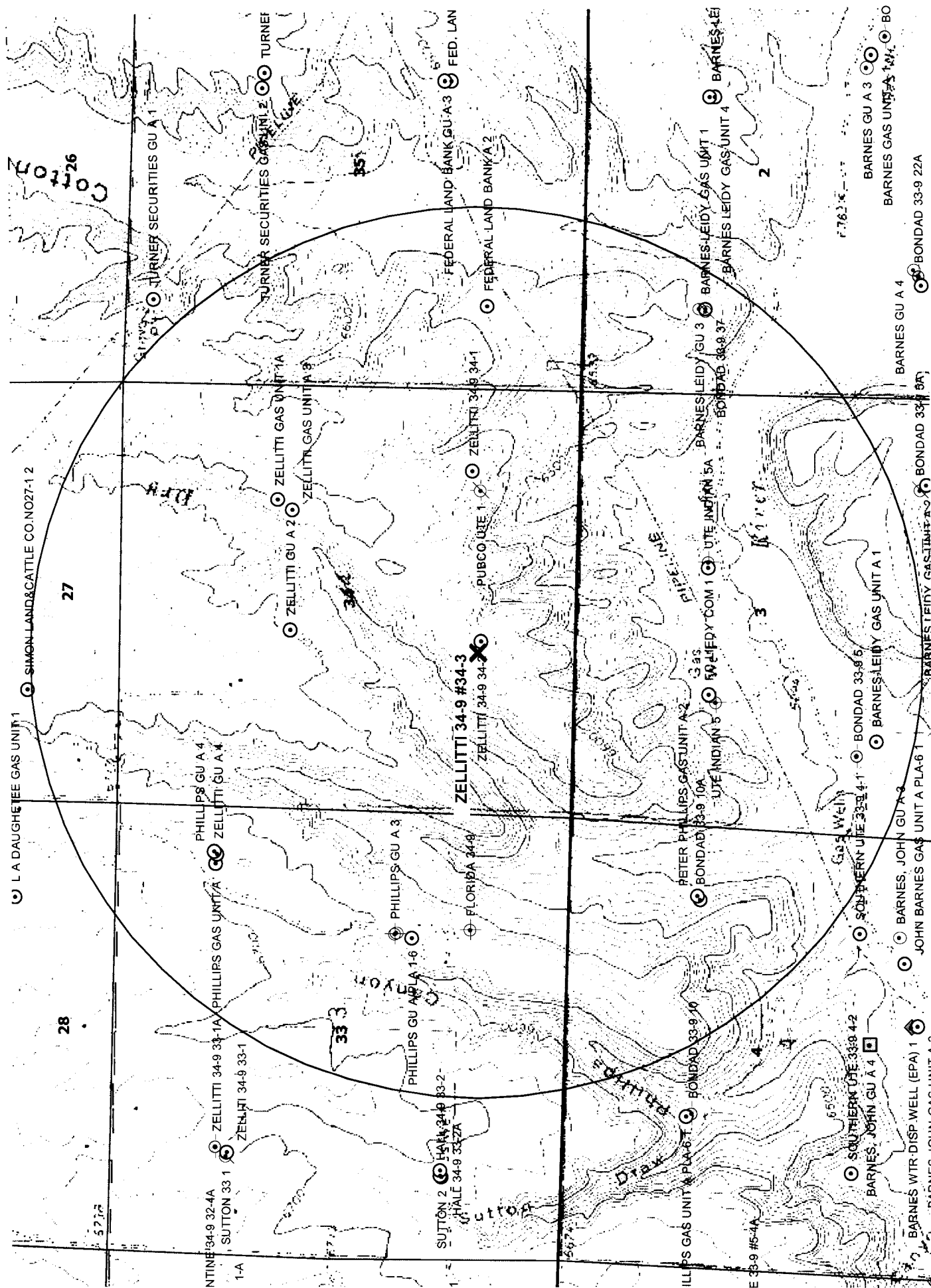
A
R X S

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

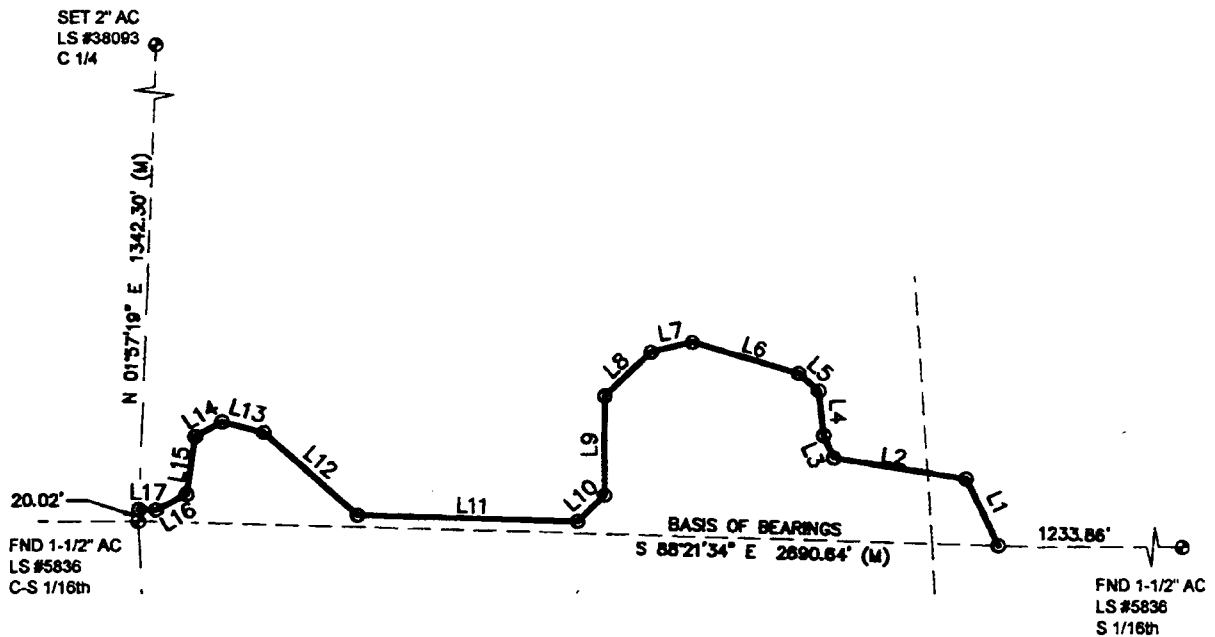
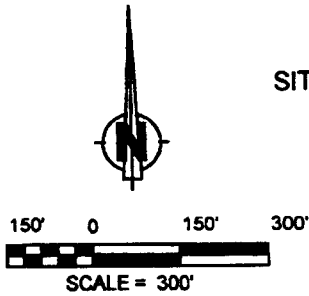
JOB No.: XTO031

DATE: 10/09/09

EXISTING WELLS MAP



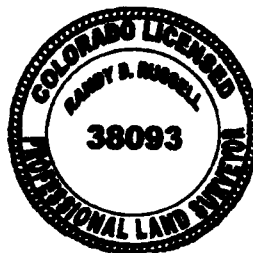
PIPELINE(S) RIGHT OF WAY AND EASEMENT
SITUATED WITHIN LANDS OF BYRON R. AND KRISTIN Q. HILLIARD
 Deed filed on December 3, 1986, Reception No. 540797
 WHICH LIES WITHIN THE N/2 OF THE SE/4 OF SECTION 34,
 TOWNSHIP 34 NORTH, RANGE 9 WEST,
 OF THE NEW MEXICO PRINCIPAL MERIDIAN,
 LA PLATA COUNTY, COLORADO
 PAGE 2 OF 2



NOTES:

1.) BASIS OF BEARING: BETWEEN FOUND MONUMENTS AT THE CENTER-SOUTH LINE-SOUTHWEST CORNER AND THE SOUTH-SIXTEENTH CORNER OF SECTION 34, TOWNSHIP 34 NORTH, RANGE 9 WEST, ALPABA, LA PLATA COUNTY, COLORADO. LINE BEARS S 85°21'34\" E A DISTANCE OF 2890.64 FEET AS MEASURED BY GPS.

2.) LOCATION OF UNDERGROUND UTILITIES DEPICTED ARE APPROXIMATE. PRIOR TO EXCAVATION UNDERGROUND UTILITIES SHOULD BE FIELD VERIFIED. ALL CONSTRUCTION ACTIVITIES SHOULD BE FIELD VERIFIED WITH COLORADO ONE-CALL AUTHORITIES AT LEAST 48 HOURS PRIOR TO CONSTRUCTION.



LINE TABLE		
LINE	LENGTH	BEARING
L1	125.16	N25°30'13\" W
L2	226.33	N81°08'16\" W
L3	41.68	N23°30'46\" W
L4	76.18	N06°02'35\" W
L5	45.08	N49°12'55\" W
L6	190.32	N73°58'46\" W
L7	71.90	S76°46'00\" W
L8	107.70	S47°08'53\" W
L9	169.34	S00°00'25\" W
L10	63.57	S45°53'34\" W
L11	375.19	N88°21'40\" W
L12	213.41	N48°26'34\" W
L13	72.24	N75°24'43\" W
L14	50.77	S60°57'35\" W
L15	99.78	S08°02'34\" W
L16	56.64	S81°57'25\" W
L17	28.67	N88°23'03\" W

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Randy D. Russell DATE: 12-9-08
 RANDY D. RUSSELL, PLS
 COLORADO L.S. #38093

~ SURFACE OWNERSHIP ~	
BYRON & KRISTIN HILLIARD	
2013.97 FT/ 122.06 ROOS	
DATE OF SURVEY 11/24/08	NR

RXS

Russell Surveying
 1409 W. Aztec Blvd. #3
 Aztec, New Mexico 87410
 (505) 334-8837

JOB No.: XTO031

DATE: 12/05/08

EXHIBIT C

PIPELINE(S) RIGHT OF WAY AND EASEMENT
SITUATED WITHIN LANDS OF BYRON R. AND KRISTIN Q. HILLIARD
Deed filed on December 3, 1986, Reception No. 540797
WHICH LIES WITHIN THE N/2 OF THE SE/4 OF SECTION 34,
TOWNSHIP 34 NORTH, RANGE 9 WEST,
OF THE NEW MEXICO PRINCIPAL MERIDIAN,
LA PLATA COUNTY, COLORADO
PAGE 1 OF 2

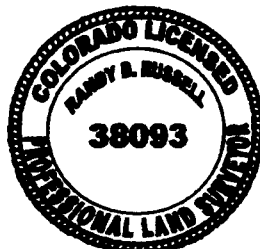
A non-exclusive, perpetual, forty (40) foot wide Right of Way and Easement, located in the North Half of the Southeast Quarter (N/2 SE/4) of Section Thirty-Five (34), Township Thirty-Four (34) North, Range Nine (9) West, N.M.P.M., La Plata County, Colorado. Said Right of Way and Easement lying twenty feet (20') on each side of the following described Centerline:

Beginning, for a tie, at a 1-1/2" AC stamped "LS 5836" found at the South One-Sixteenth Corner of said Section 34;
Thence, North 88°21'34" West, a distance of 1233.86 feet to the True Point of Beginning for the herein described Centerline;

Thence: North 25°30'13" West, a distance of 125.16 feet;
Thence: North 81°08'16" West, a distance of 226.33 feet;
Thence: North 23°30'46" West, a distance of 41.68 feet;
Thence: North 06°02'35" West, a distance of 76.18 feet;
Thence: North 49°12'55" West, a distance of 45.08 feet;
Thence: North 73°58'46" West, a distance of 190.32 feet;
Thence: South 76°46'00" West, a distance of 71.90 feet;
Thence: South 47°08'53" West, a distance of 107.70 feet;
Thence: South 00°00'25" West, a distance of 169.34 feet;
Thence: South 45°53'34" West, a distance of 63.57 feet;
Thence: North 88°21'40" West, a distance of 375.19 feet;
Thence: North 48°26'34" West, a distance of 213.41 feet;
Thence: North 75°24'43" West, a distance of 72.24 feet;
Thence: South 60°57'35" West, a distance of 50.77 feet;
Thence: South 08°02'34" West, a distance of 99.78 feet;
Thence: South 61°57'25" West, a distance of 56.64 feet;
Thence: North 88°23'03" West, a distance of 28.67 feet, from whence the Center-South One-Sixteen Corner of Section 34 bears South 01°57'19" West, a distance of 20.02 feet.

Described easement being 2013.97 feet in length.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED
FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR
UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE
AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Randy D. Russell
RANDY D. RUSSELL, PLS
COLORADO L.S. #38093

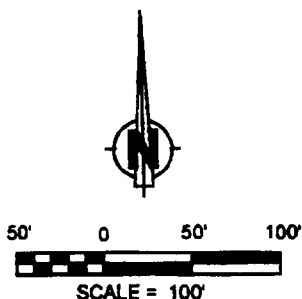
JOB No.: XTO031

DATE: 12/09/08

R X S

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

EXHIBIT. C



PIPELINE(S) RIGHT OF WAY AND EASEMENT

SITUATED WITHIN LANDS OF ZELLITTI PROPERTIES

AND ZELLITTI, ET UX

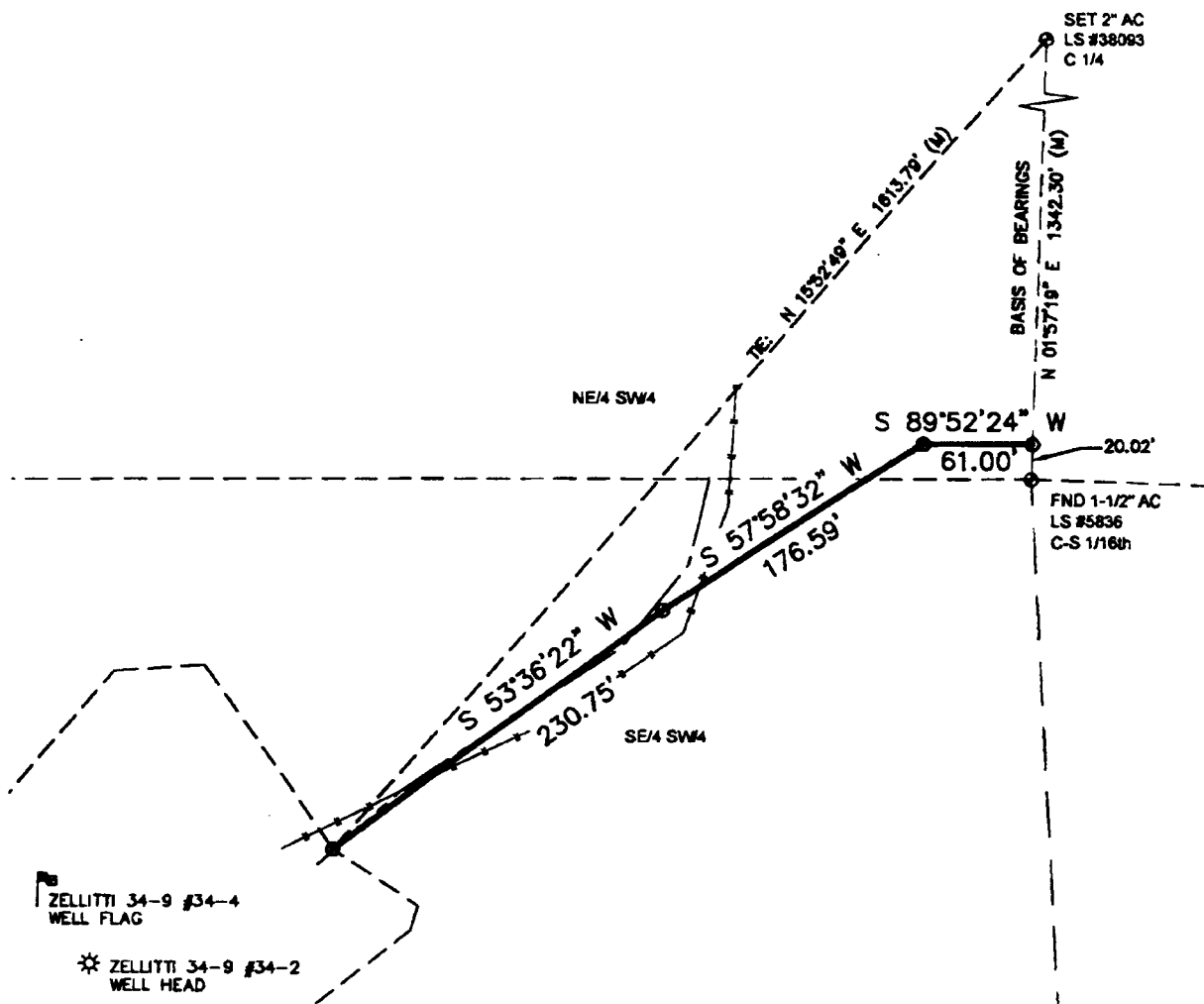
WHICH LIES WITHIN THE SW/4 OF SECTION 34,

TOWNSHIP 34 NORTH, RANGE 9 WEST,

OF THE NEW MEXICO PRINCIPAL MERIDIAN,

LA PLATA COUNTY, COLORADO

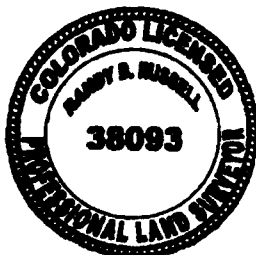
PAGE 2 OF 2



NOTES:

1.) BASIS OF BEARINGS: BETWEEN A FOUND MONUMENT AT THE CORNER SOUTH ONE-EIGHTEENTH CORNER AND A SET MONUMENT OF THE CORNER SOUTHWEST CORNER OF SECTION 34, TOWNSHIP 34 NORTH, RANGE 9 WEST, PLATA CO., LA PLATA COUNTY, COLORADO. THE BEARING IS 01°57'19" E A DISTANCE OF 1342.30 FEET AS MEASURED BY G.P.S.

2.) LOCATION OF UNDERGROUND UTILITIES SHOWN ARE APPROXIMATE. PRIOR TO EXCAVATION UNDERGROUND UTILITIES SHOULD BE FIELD VERIFIED. ALL CONSTRUCTION ACTIVITIES SHOULD BE FIELD VERIFIED WITH COLORADO ONE-CALL AUTHORITIES AT LEAST 48 HOURS PRIOR TO CONSTRUCTION.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Randy B. Russell
RANDY D. RUSSELL, P.L.S.
COLORADO L.S. #38093

DATE: 12-17-08

~ SURFACE OWNERSHIP ~		
ZELLITTI PROPERTIES		
488.34 FT / 28.38 ACROSS		
DATE OF SURVEY	12/16/08	BY

RXS

Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

JOB No.: XTO031

DATE: 12/12/08

EXHIBIT. C

PIPELINE(S) RIGHT OF WAY AND EASEMENT
SITUATED WITHIN LANDS OF ZELLITTI PROPERTIES
AND ZELLITTI, ET UX
WHICH LIES WITHIN THE SW/4 OF SECTION 34,
TOWNSHIP 34 NORTH, RANGE 9 WEST,
OF THE NEW MEXICO PRINCIPAL MERIDIAN,
LA PLATA COUNTY, COLORADO
PAGE 1 OF 2

A non-exclusive, perpetual, forty (40) foot wide Pipeline(s) Right of Way and Easement, located in the Northeast Quarter of the Southwest Quarter (NE/4 SW/4) and the Southeast Quarter of the Southwest Quarter (SE/4 SW/4) of Section Thirty-Five (34), Township Thirty-Four (34) North, Range Nine (9) West, N.M.P.M., La Plata County, Colorado. Said Right of Way and Easement lying twenty feet (20') on each side of the following described Centerline:

Beginning, for a tie, at a 1-1/2" AC stamped "LS 5836" found at the Center-South One-Sixteenth Corner of said Section 34;

Thence, North 01°57'19" East, along the North/South Center Section Line of said Section 34, a distance of 20.02 feet to the True Point of Beginning for the herein described Centerline;

Thence: South 89°52'24" West, a distance of 61.00 feet;

Thence: South 57°58'32" West, a distance of 176.59 feet;

Thence: South 53°36'22" West, a distance of 230.75 feet, to the Terminus Point for the herein described Easement.

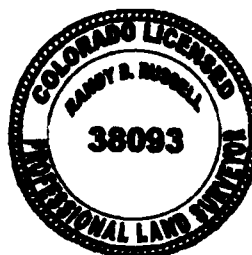
The above described Centerline being 468.34 feet in length.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED
FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR
UNDER MY DIRECT SUPERVISION AND THAT THE SAME ARE TRUE
AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Randy D. Russell DATE: 12-17-08
RANDY D. RUSSELL, PLS
COLORADO L.S. #38093

JOB No.: XTO031

DATE: 12/09/08



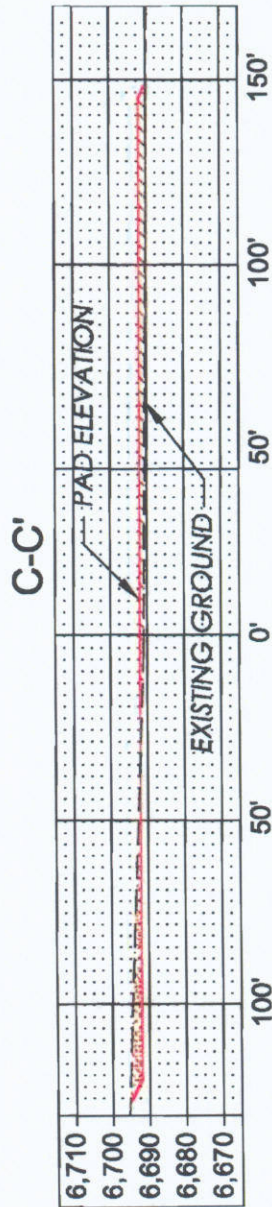
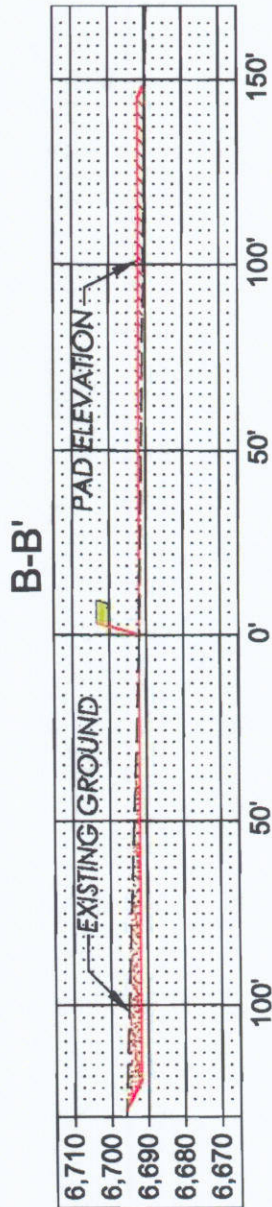
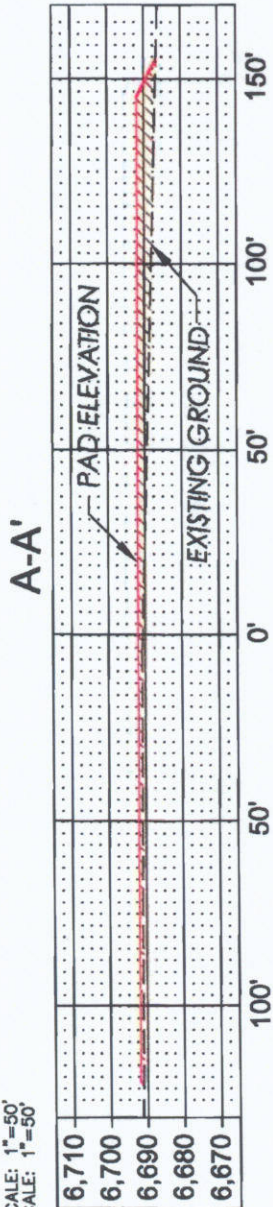
RX

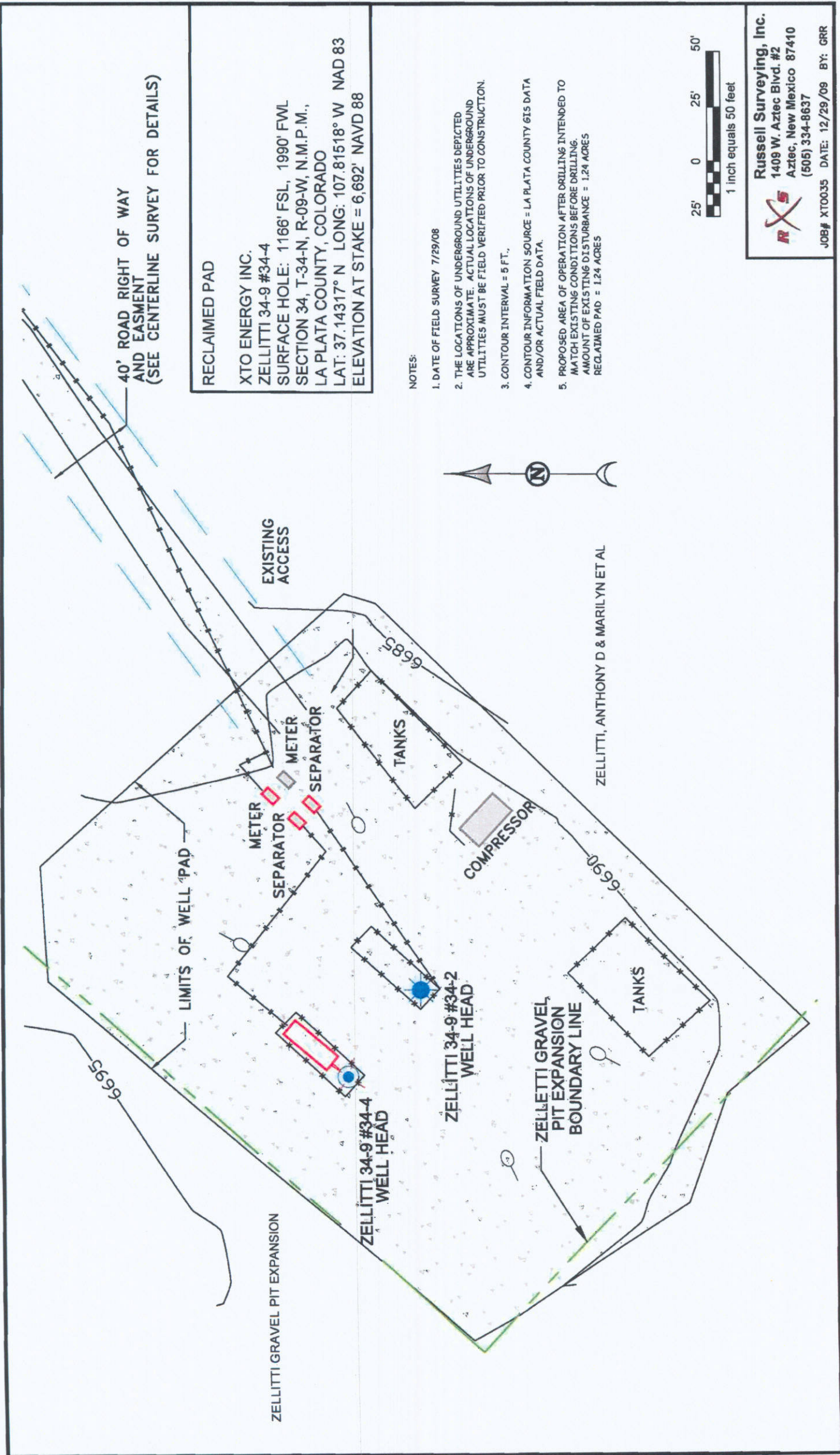
Russell Surveying
1409 W. Aztec Blvd. #3
Aztec, New Mexico 87410
(505) 334-8637

EXHIBIT. **C**

XTO ENERGY INC. - ZELLITTI 34-9 #34-4
 1166' FSL, 1990' FWL, SECTION 34, T-34-N, R-09-W, N.M.P.M.,
 LA PLATA COUNTY, COLORADO ELEVATION AT STAKE = 6,692' NAVD 88

HOR. SCALE: 1"=50'
 VER. SCALE: 1"=50'





MEMORANDUM OF SURFACE USE AGREEMENT

(Zellitti 34-9 #34-4 Well from Zellitti 34-9 #34-2 Well location)

This MEMORANDUM OF SURFACE USE AGREEMENT ("Memorandum"), is provided by XTO Energy Inc., a Delaware Corporation, the address of which is 810 Houston Street, Fort Worth, TX 76012-6298 ("XTO" or "Operator"), and Anthony D. Zellitti, individually and Anthony D. Zellitti and Marilyn G. Zellitti, as Joint Tenants ("Surface Owner"), whose address is 2001 CR 300, Durango, CO 81303 ("Surface Owner"). Notice is hereby given that XTO and Surface Owner have entered into a Surface Use Agreement dated the 3rd day of October, 2008, concerning a proposed gas well known as the Zellitti 34-9 #34-4 Well ("Additional Well") to be located on the well pad of an existing gas well known as the Zellitti 34-9 #34-2 Well ("Existing Well") or reasonable expansion or modification thereof, and the utilization of existing access roads. Both wells are or will be located on the below described property and will be or have been drilled pursuant to underlying oil and gas lease(s) and applicable permits. Under the Surface Use Agreement, Surface Owner and Operator have agreed to certain specific matters in connection with XTO's right to use the surface estate of the following property:

E1/2SW1/4 of Section 34, Township 34 North, Range 9 West, N.M.P.M., La Plata County, Colorado

This Memorandum constitutes notice to all interested parties of the existence of the Surface Use Agreement. Furthermore, any successor or assign of either XTO or Surface Owner shall be bound by the terms and conditions of the Surface Use Agreement. In the event that any party acquires any rights or interests in the surface estate of the Property, such rights or interests shall be subject to the terms and conditions set forth in the Surface Use Agreement. For more information, contact either XTO or Surface Owner.

SURFACE OWNER:

OPERATOR:

By: Anthony D. Zellitti
Anthony D. Zellitti, individually
and as Joint Tenant

XTO Energy Inc., a Delaware Corporation

By: _____
Name: Edwin S. Ryan, Jr.
Title: Senior Vice President – Land
Administration

By: Marilyn G. Zellitti
Marilyn G. Zellitti

STATE OF Colorado)
COUNTY OF LaPlata) ss.

The foregoing instrument was acknowledged before me this 3rd day of October, 2008, by Anthony D. Zellitti and Marilyn G. Zellitti, personally known to me.

[Signature]
Notary Public

WITNESS my hand and official seal.

My commission expires: 7-11-2010



STATE OF TEXAS)
COUNTY OF TARRANT) ss

The foregoing instrument was acknowledged before me this _____ day of _____, 2008, by Edwin S. Ryan, Jr., as Senior Vice President - Land Administration of XTO Energy Inc., on behalf of said corporation.

Notary Public

WITNESS my hand and official seal.

My commission expires: _____

MEMORANDUM OF SURFACE USE AGREEMENT

(Zellitti 34-9 #34-4 Well from Zellitti 34-9 #34-2 Well location)

This MEMORANDUM OF SURFACE USE AGREEMENT ("Memorandum"), is provided by XTO Energy Inc., a Delaware Corporation, the address of which is 810 Houston Street, Fort Worth, TX 76012-6298 ("XTO" or "Operator"), and Zellitti Properties, a partnership ("Surface Owner"), whose address is c/o Wilma I. Zellitti, 10751 West 34th Place, Wheat Ridge, CO 80033 ("Surface Owner"). Notice is hereby given that XTO and Surface Owner have entered into a Surface Use Agreement dated the 3rd day of October, 2008, concerning a proposed gas well known as the Zellitti 34-9 #34-4 Well ("Additional Well") to be located on the well pad of an existing gas well known as the Zellitti 34-9 #34-2 Well ("Existing Well") or reasonable expansion or modification thereof, and the utilization of existing access roads. Both wells are or will be located on the below described property and will be or have been drilled pursuant to underlying oil and gas lease(s) and applicable permits. Under the Surface Use Agreement, Surface Owner and Operator have agreed to certain specific matters in connection with XTO's right to use the surface estate of the following property:

E1/2SW1/4 of Section 34,
Township 34 North, Range 9 West, N.M.P.M.
All in La Plata County, Colorado
(the "Property")

This Memorandum constitutes notice to all interested parties of the existence of the Surface Use Agreement. Furthermore, any successor or assign of either XTO or Surface Owner shall be bound by the terms and conditions of the Surface Use Agreement. In the event that any party acquires any rights or interests in the surface estate of the Property, such rights or interests shall be subject to the terms and conditions set forth in the Surface Use Agreement. For more information, contact either XTO or Surface Owner.

SURFACE OWNER:

OPERATOR:

Zellitti Properties, a partnership

XTO Energy Inc., a Delaware Corporation

By: Wilma I. Zellitti
Wilma I. Zellitti as General Partner

By: _____
Name: Edwin S. Ryan, Jr.
Title: Senior Vice President - Land Administration

STATE OF Colorado)
COUNTY OF Jefferson) ss.

The foregoing instrument was acknowledged before me this 3rd day of October, 2008, by Wilma I. Zellitti as General Partner of Zellitti Properties, a partnership, personally known to me.

WITNESS my hand and official seal.

My commission expires: 09/08/2010

Wong Chong Wung

Notary Public

CHOI FUNG WONG
NOTARY PUBLIC
STATE OF COLORADO

My Commission Expires 09/08/2010

STATE OF TEXAS)
COUNTY OF TARRANT) ss

The foregoing instrument was acknowledged before me this _____ day of _____, 2008, by Edwin S. Ryan, Jr., as Senior Vice President – Land Administration of XTO Energy Inc., on behalf of said corporation.

Notary Public

WITNESS my hand and official seal.

My commission expires: _____