

RAILROAD COMMISSION OF TEXAS
OFFICE OF GENERAL COUNSEL
OIL AND GAS SECTION

OIL AND GAS DOCKET No. 06-0229019

COMMISSION CALLED HEARING ON THE COMPLAINT OF THE LONG TRUSTS REGARDING WHETHER PROPER NOTICE WAS GIVEN BY UNION PACIFIC RESOURCES CO. OF ITS APPLICATION FOR AN EXCEPTION TO STATEWIDE RULE 37, BARKSDALE ESTATE GAS UNIT, WELL No. 8, OAK HILL (COTTON VALLEY) FIELD, RUSK COUNTY, TEXAS.

FINAL ORDER

The Commission finds that, after statutory notice in the above-numbered docket, heard on December 12, 13, and 14, 2002, the examiners have made and filed a report and proposal for decision containing findings of fact and conclusions of law, which was served on all parties of record, and that this proceeding was duly submitted to the Railroad Commission of Texas at conference held in its offices in Austin, Texas.

The Commission, after review and due consideration of the proposal for decision and the findings of fact and conclusions of law contained therein, and any exceptions and replies thereto, hereby adopts as its own the Findings of Fact and Conclusions of Law contained therein with the exception of Conclusion of Law No. 3 and Conclusion of Law No. 5, and incorporates said Findings of Fact and Conclusions of Law as if fully set out and separately stated herein.

The Commission declines to adopt Conclusion of Law No. 3 and Conclusion of Law No. 5 contained in the proposal for decision and alternatively adopts as its own the following Conclusion of Law:

ADDITIONAL CONCLUSIONS OF LAW

Conclusion of Law No. 3. The permit granted to UPRC to drill Well No. 8 on the Barksdale Estate Gas Unit was void ab initio due to the failure to provide notice of the application for an exception as required by Statewide Rule 37.

It is **DETERMINED** by the Railroad Commission of Texas that Permit No. 471699 issued by the Commission on February 2, 1998 to Union Pacific Resources Co. for the Barksdale Estate Gas Unit, Well No. 8 was **VOID AB INITIO** due to the failure to provide notice to the affected offset operator, the Long Trusts, prior to the issuance of the permit.

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It is further **ORDERED** that an exception to Statewide Rule 37 for a well at the applied-for location is necessary to prevent waste. Therefore, it is **ORDERED** by the Railroad Commission of Texas that the application for an exception to Statewide Rule 37 for the Barksdale Estate Gas Unit, Well No. 8, as shown by a plat submitted with the application filed on December 29, 1997 be and is hereby **APPROVED** effective on the date that this order becomes final at the following location:

LOCATION: 355' from the eastern lease line, 609' from the northernmost lease line, 1010' from the western survey line and 690' feet from the northern survey line, J. Dickerson Survey, A-256, Rusk County, Texas.

CONDITIONS

1. Fresh Water Sand Protection. The operator must set and cement sufficient surface casing to protect all usable-quality water as defined by the Texas Water Commission. Before drilling a well, the operator must obtain a letter from the Texas Water Commission stating the depth to which water needs protection. Write: Texas Water Commission, Surface Casing, P. O. Box 13087, Capitol Station, Austin, Texas 78711-3087. File a copy of the Water Commission letter with the appropriate district office.
2. Permit at Drilling Site. A copy of the Form W-1 (Drilling Permit Application), the location plat, a copy of Statewide Rule 13 alternate surface casing setting depth approval from the district office, if applicable, and this drilling permit must be kept at the permitted well site throughout the drilling operations.
3. Notification of Setting Casing. The operator **MUST** call in notification to the appropriate district office a minimum of eight (8) hours prior to the setting of surface casing, intermediate casing, **AND** production casing. The individual giving notification **MUST** be able to advise the district office of the docket number.
4. Producing Well. Statewide Rule 16 requires that the operator submit a Form W-2 (oil well) or Form G-1 (gas well) to the appropriate Commission district office within thirty (30) days after completion of such well. Completion of the well in a field authorized by this order voids the order for all other fields included in the order unless the operator indicates on the initial completion report that the well is to be a dual or multiple completion and promptly submits an application for multiple completion. All zones are required to be completed before the expiration date of this order.
5. Dry or Noncommercial Hole. Statewide Rule 14(b)(2) prohibits suspension of operations on each dry or noncommercial well without plugging unless the hole is cased and the casing is cemented in compliance with Commission rules. If properly cased, Statewide Rule 14(b)(2) requires that plugging operations must begin within a period of one (1) year after

drilling or operations have ceased. Plugging operations must proceed with due diligence until completed. An extension to the one year plugging requirement may be granted under the provisions stated in Statewide Rule 14(b)(2).

6. Intention to Plug. The operator must file a Form W-3A (Notice of Intention to Plug and Abandon) with the district office at least five (5) days prior to beginning plugging operations. If, however, a drilling rig is already at work on location and ready to begin plugging operations, the district director or the director's delegate may waive this requirement upon request, and verbally approve the proposed plugging procedures.
7. Notification of Plugging a Dry Hole. The operator MUST call to notify the appropriate district office a minimum of four (4) hours prior to beginning plugging operations. The individual giving notification MUST be able to advise the district office of the docket number and all water protection depths for that location as stated in the Water Commission letter.
8. Plugged Wells. Should this well ever be plugged and abandoned, the Commission will consider such plugging and abandonment as prima facie evidence that production from said well is no longer necessary to prevent confiscation of applicant's property or to prevent waste; and upon such plugging and abandonment, the authority for such well as granted under this permit shall cease.
9. Permit Expiration. This permit expires two (2) years from the date this order becomes administratively final, unless actual drilling operations have begun. The permit period will not be extended.

Each exception to the examiners' proposal for decision not expressly granted herein is overruled. All requested findings of fact and conclusions of law which are not expressly adopted herein are denied. All pending motions and requests for relief not previously granted or granted herein are denied.

It is further **ORDERED** by the Commission that this order shall not be final and effective until 20 days after it is actually mailed to the parties by the Commission. A party is presumed to have been notified of the Commission's order 3 days after the date on which the notice is actually mailed. If a timely motion for rehearing is filed by any party at interest within such 20-day period after the party's presumed notice, this order shall not become final and effective until such motion is overruled, or if such motion is granted, this order shall be subject to further action by the Commission. Pursuant to TEX. GOV'T CODE §2001.146(e), the time allotted for Commission action on a motion for rehearing in this case prior to its being overruled by operation of law, is hereby extended until 90 days from the date the order is served on the parties.

Done this 12th day of September, 2002.

RAILROAD COMMISSION OF TEXAS

CHAIRMAN MICHAEL L. WILLIAMS

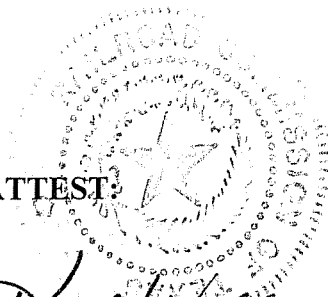
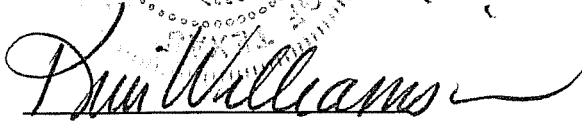


COMMISSIONER CHARLES R. MATTHEWS



COMMISSIONER TONY GARZA

ATTEST:

SECRETARY