STATE OF ALASKA

ONY KNOWLES, GOVERNOR

DEPARTMENT OF NATURAL RESOURCES

DIVISION OF OIL AND GAS

550 WEST 7TH AVENUE, SUITE 800
ANCHORAGE, ALASKA 99501-3560
PHONE: (907) 269-8800
FAX: (907) 269-8938

November 15, 2002

ConocoPhillips Alaska, Inc.
PO Box 100360
Anchorage, Alaska 99510-0360

Via Fax (265-1515) and Mail

Attn: Mark M. Ireland
Manager, Alpine Subsurface Development

Re: Colville River Unit
Second Plan of Development and First Revision of the Alpine Participating Area

On September 16, 2002, ConocoPhillips Alaska, Inc. (ConocoPhillips), as the unit operator of the Colville River Unit (CRU), requested the Division of Oil & Gas' (Division) approval of the proposed Second CRU Plan of Development (Second CRU POD). In its review of the proposed Second CRU POD, the Division considered the information provided at the CRU Section 3.9.8 Review Meeting held on September 26, 2002. The Division also considered the criteria in 11 AAC 83.303 and finds that the Second CRU POD protects the public interest. In accordance with Article 8.1 of the CRU Agreement, the Division approves the Second CRU POD.

ConocoPhillips, under 11 AAC 83.351 and Article 9 of the CRU Agreement, filed an Application for the First Revision of the Alpine Participating Area (APA) within the CRU (Application), dated October 15, 2002. The revised APA includes certain lands not encompassed within the current boundaries of the APA and excludes certain lands currently within the APA. The Application also includes a revised division of interest allocating Unit Tract Participation among the CRU Tracts within the revised APA (See attached Exhibit C to the CRU Agreement). In accordance with Article 9.5 and 10.1 of the CRU Agreement, the Application is approved effective December 1, 2002.

Sincerely,

Mark D. Myers
Director

cc: Pat Pourchot w/o Attachment
Cammi Taylor, AOGCC

Attachment

CRU2ndPOD_RevisedAPA_Approval

Exhibit C

Alpine Participating Area Tract Participation
Attached to and made a part of the Colville River Unit Agreement

Tract No.	ADL No./ AAI AK No.	Legal Description	Acres	Royalty (%)	NPSL (%)	Owners	Working Interest %	Tract Allocation
23	ASRC ALK-4743	T11N,R4E-U.M.		16.667		COPAI	56.00	0.02300308
		Sec. 4: E½, NW¼, E½SW¼, NW¼SW¼	600.00			PAA	22.00	
		Sec. 9: NE¼, E½SE¼, NE¼NW¼	280.00			APC	22.00	
		TOTAL	880.00					
MDK 6-18-04		T12N, R4E, U.M.						
		~~T11N,R4E-U.M.~~				COPAI	56.00	
		Sec 28: E½SE¼, SW¼SE¼	120.00			PAA	22.00	
		Sec 33: E½, SW¼, E½NW¼, SW¼NW¼	600.00			APC	22.00	
		TOTAL	720.00					
24	387212 4834 (Alpine 1-A)	T12N,R4E-U.M.				COPAI	56.00	0.00171961
		Sec 27: S½, S½NE¼, NE¼NE¼, SE¼NW¼, all within NPRA	approx.406.68	16.66667		PAA	22.00	
		TOTAL	406.68	Sliding Scale		APC	22.00	
25	25530 4714	T12N,R4E-U.M.		12.5		COPAI	56.00	0.00002743
		Sec 27: E½SE¼, S½NE¼, NE¼NE¼, excl. NPRA	approx.73.29			PAA	22.00	
		TOTAL	73.29			APC	22.00	
26	387212 4834	T12N,R4E-U.M.				COPAI	56.00	0.00029931
		Sec 26: ALL within NPRA	17.36	16.66667		PAA	22.00	
		TOTAL	17.36	Sliding Scale		APC	22.00	
27	25530 4714	T12N,R4E-U.M.		12.5		COPAI	56.00	0.00454498
		Sec 26: ALL excl. NPRA	622.64			PAA	22.00	
		TOTAL	622.64			APC	22.00	
28	25530 4714 (Alpine 3)	T12N,R4E-U.M.		12.5		COPAI	56.00	0.01104021
		Sec. 25: ALL	640.00			PAA	22.00	
		TOTAL	640.00			APC	22.00	
29	25558 4716 Brgschr 1	T12N-R5E,U.M.		5		COPAI	56.00	0.06939546
		Sec. 29: S½, S½N½	480.00	Disc.		PAA	22.00	
		Sec. 30: ALL	588.00	Royalty		APC	22.00	
		Sec. 31: ALL	591.00	(10 yrs.)				
		Sec. 32: ALL	640.00	12.5				
		TOTAL	2,299.00	there-after 12.5				

Exhibit C

Alpine Participating Area Tract Participation
Attached to and made a part of the Colville River Unit Agreement

Tract No.	ADL No./ AAI AK No.	Legal Description	Acres	Royalty (%)	NPSL (%)	Owners	Working Interest %	Tract Allocation
30	25557 4718	T12N-R5E,U.M. Sec. 27: S½SW¼ Sec. 28: SW¼, SW¼NW¼, S½SE¼, NW¼ SE¼ Sec. 33: ALL Sec. 34: W½, SE¼, W½NE¼, SE¼NE¼ TOTAL	 80.00 320.00 640.00 600.00 1,640.00	12.5		COPAI PAA APC	56.00 22.00 22.00	0.04142757
34	372108 4559	T12N,R5E-U.M. Sec. 35: SW¼SW¼ TOTAL	 40.00 40.00	12.5		COPAI PAA APC	56.00 22.00 22.00	0.00000627
35	380096 4622	T12N,R4E-U.M. Sec. 36: ALL TOTAL	 640.00 640.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.04013952
36	25530 4714 (Alpine 1A)	T12N,R4E-U.M. Sec. 35: ALL excl. NPRA TOTAL	 596.62 596.62	12.5		COPAI PAA APC	56.00 22.00 22.00	0.01726024
37	387212 4834	T12N,R4E-U.M. Sec. 35: ALL within NPRA TOTAL	 43.38 43.38	16.66667 Sliding Scale		COPAI PAA APC	56.00 22.00 22.00	0.00124906
38	387212 4834	T12N,R4E-U.M. Sec. 34: ALL within NPRA TOTAL	 640.00 640.00	16.66667 Sliding Scale		COPAI PAA APC	56.00 22.00 22.00	0.01810013
39	387207 4830	T11N,R4E-U.M. Sec. 3: ALL within NPRA TOTAL	 588.85 588.85	16.66667 Sliding Scale		COPAI PAA APC	56.00 22.00 22.00	0.03955566
40	380075 4608	T11N-R4E- U.M. Sec. 3: ALL excl. NPRA TOTAL	 51.15 51.15	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00397023
42	380075 4608	T11N-R4E, U.M. Sec. 2: ALL TOTAL	 640.00 640.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.05003722

Exhibit C

Alpine Participating Area Tract Participation
Attached to and made a part of the Colville River Unit Agreement

Tract No.	ADL No./ AAI AK No.	Legal Description	Acres	Royalty (%)	NPSL (%)	Owners	Working Interest %	Tract Allocation
43	380075	T11N-R4E,U.M.		16.667		COPAI	56.00	0.04892581
	4608	Sec. 1: ALL	640.00			PAA	22.00	
	(Alpine 1)	TOTAL	640.00			APC	22.00	
44	25559	T11N,R5E-U.M.		12.5		COPAI	56.00	0.17692456
	4717	Sec. 5: ALL	640.00			PAA	22.00	
		Sec. 6: ALL	593.00			APC	22.00	
		Sec. 7: ALL	596.00					
		Sec. 8: ALL	640.00					
		TOTAL	2,469.00					
45	372095	T11N,R5E-U.M.		12.5		COPAI	56.00	0.14617439
	4551	Sec. 3: ALL	640.00			PAA	22.00	
	(Bergschrund 2 & 2A Wells)	Sec. 4: ALL	640.00			APC	22.00	
		Sec. 9: ALL	640.00					
		Sec. 10: ALL	640.00					
		TOTAL	2,560.00					
46	25560	T11N,R5E-U.M.		12.5		COPAI	56.00	0.00122446
	4719	Sec. 2: W½, W½SE¼	400.00			PAA	22.00	
		TOTAL	400.00			APC	22.00	
49	25560	T11N,R5E-U.M.		12.5		COPAI	56.00	0.00034954
	4719	Sec 11: NW¼, W½NE¼, W½SW¼,				PAA	22.00	
		NE¼SW¼ 14	360.00			APC	22.00	
		TOTAL	360.00					
50	380075	T11N-R4E, U.M.		16.667		COPAI	56.00	0.06703031
	4608	Sec. 12: ALL	640.00			PAA	22.00	
	(Alpine 1B)	TOTAL	640.00			APC	22.00	
51	380075	T11N-R4E, U.M.		16.667		COPAI	56.00	0.06584382
	4608	Sec. 11: ALL excl. NPRA	594.02			PAA	22.00	
		TOTAL	594.02			APC	22.00	
52	387207	T11N,R4E-U.M.		16.66667		COPAI	56.00	0.00392815
	4830	Sec. 11: ALL within NPRA	45.98	Sliding		PAA	22.00	
		TOTAL	45.98	Scale		APC	22.00	
53	380075	T11N-R4E, U.M.		16.667		COPAI	56.00	0.00016327
	4608	Sec. 10: ALL excl. NPRA	5.83			PAA	22.00	
		TOTAL	5.83			APC	22.00	

Exhibit C

Alpine Participating Area Tract Participation
Attached to and made a part of the Colville River Unit Agreement

Tract No.	ADL No./ AAI AK No.	Legal Description	Acres	Royalty (%)	NPSL (%)	Owners	Working Interest %	Tract Allocation
54	387207 4830	T11N,R4E-U.M. Sec. 10: ALL within NPRA TOTAL	 634.17 634.17	16.66667 Sliding Scale		COPAI PAA APC	56.00 22.00 22.00	0.04234603
57	387208 4831	T11N,R4E-U.M. Sec. 15: N½ within NPRA TOTAL	 100.19 100.19	16.66667 Sliding Scale		COPAI PAA APC	56.00 22.00 22.00	0.00035327
58	380075 4608	T11N,R4E-U.M. NE/4SW/4 Sec. 15: N½, SE¼, ~~NE¼SW¼~~, ~~all excl. NPRA~~ TOTAL	 419.81 419.81	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00259662
59	380075 4608	T11N-R4E-U.M. Sec. 14: ALL TOTAL	 640.00 640.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.02965317
60	380075 4608	T11N-R4E-U.M. Sec. 13: ALL TOTAL	 640.00 640.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.04051437
61	372097 4553	T11N,R5E-U.M. Sec. 17: ALL Sec. 18: ALL TOTAL	 640.00 599.00 1,239.00	12.5		COPAI PAA APC	56.00 22.00 22.00	0.03560058
62	372096 4552	T11N-R5E-U.M. Sec 16: W½, NE¼, W½SE¼, NE¼SE¼ TOTAL	 600.00 600.00	12.5		COPAI PAA APC	56.00 22.00 22.00	0.01222278
63	384210 4701	T11N-R5E-U.M. Sec 15: NW¼, NW¼NE¼, NW¼SW¼ TOTAL	 240.00 240.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00038191
70	384211 4702	T11N-R5E-U.M. Sec 20: N½N½ TOTAL	 160.00 160.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00008389
71	384211 4702 (Nanuk #1)	T11N-R5E-U.M. Sec 19: N½ TOTAL	 approx.300.29 300.29	16.667 300.50		COPAI PAA APC	56.00 22.00 22.00	0.00000637
72	380077 4609	T11N-R4E-U.M. Sec 24: N½, N½S½ TOTAL	 480.00 480.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00371045

Exhibit C

Alpine Participating Area Tract Participation
Attached to and made a part of the Colville River Unit Agreement

Tract No.	ADL No./ AAI AK No.	Legal Description	Acres	Royalty (%)	NPSL (%)	Owners	Working Interest %	Tract Allocation
73	380077 4609	T11N-R4E-U.M. Sec 23: NE¼, N½SE¼, N½NW¼, SE¼NW¼	360.00	16.667		COPAI PAA APC	56.00 22.00 22.00	0.00019024
		TOTAL	360.00					

KEY:

COPA: ConocoPhillips Alaska, Inc.
PAA Phillips Alpine Alaska, Inc.
APC: Anadarko Petroleum Corporation

****
*** TX REPORT ***
****

TRANSMISSION OK

TX/RX NO	1930
CONNECTION TEL	92651515
SUBADDRESS	
CONNECTION ID	
ST. TIME	11/15 15:01
USAGE T	00'25
PGS. SENT	2
RESULT	OK

State of Alaska
Department of Natural Resource
Division of Oil & Gas
550 West 7th Avenue, Suite 800
Anchorage, AK 99501-3560
(907) 269-8800

Fax Cover Sheet

TO:	Mark Ireland / Alpine Development	PHONE:	
COMPANY:	Conoco Phillips	FAX NO.:	265-1515
FROM:	Mike Kotowski	PHONE:	269-8812

		FAX NO.:	(907) 269-8938
DATE:	11-15-02	TIME:	

CC:

Number of pages including cover sheet: 2

☐ Urgent ☐ For Review ☐ Please Comment ☐ As You Requested ☒ FYI

Message:

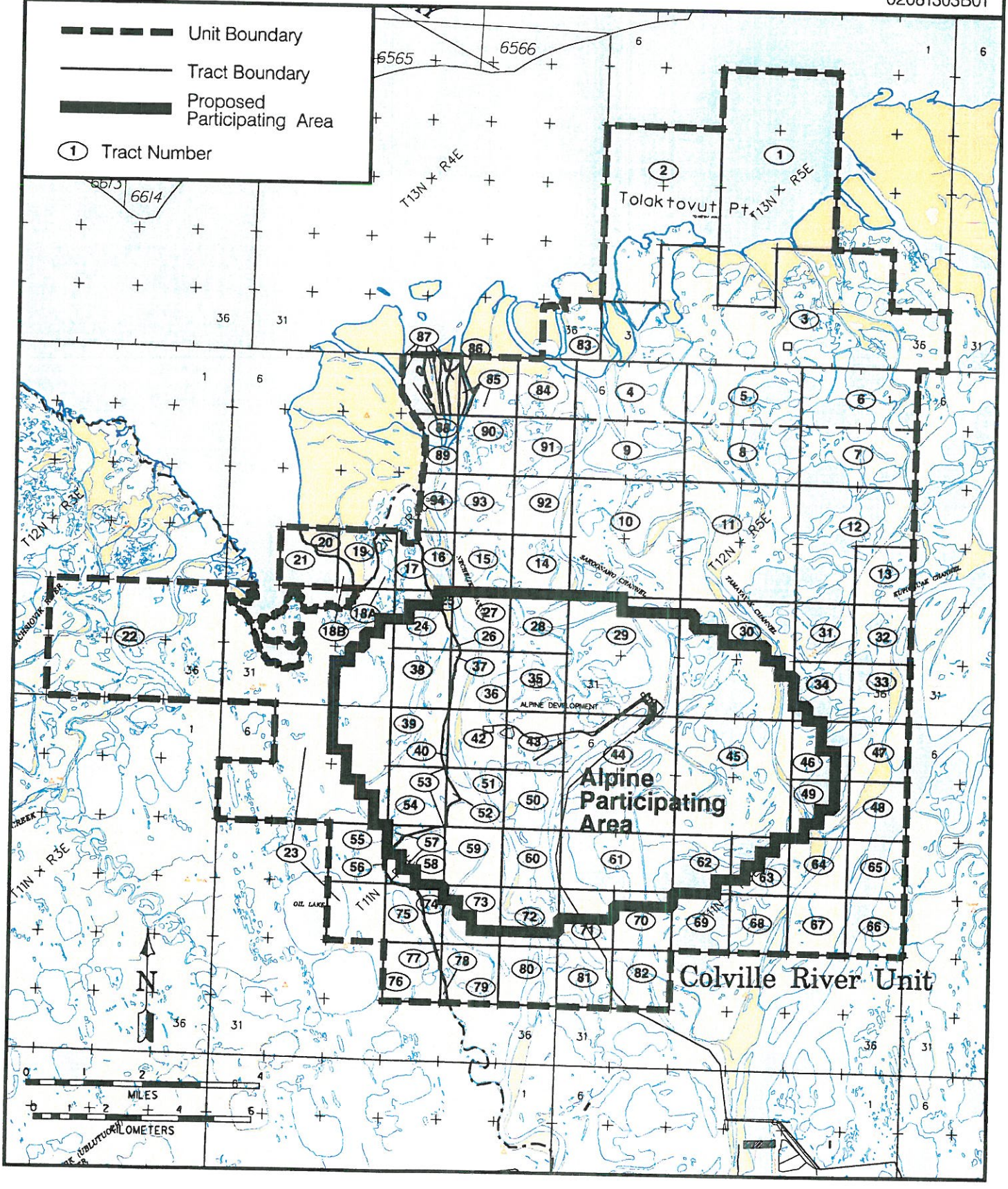
Attachment is Exh "C" Unit's w/ the mailed copy to follow.

MDK

ConocoPhillips
Alaska, Inc.

Exhibit D

Colville River Unit Agreement
Alpine Participating Area
Revised September 1, 2002

Scale: 1" = 12,000'

02081303B01