

APPLICATION FOR PERMIT TO DRILL OR RE-ENTER

APPLICATION TO DRILL

RE-ENTER OLD WELL

NAME OF COMPANY OR OPERATOR

Southwest Exploration, Inc. / Passport Potash, Inc.

Address

City

State

Phone Number

3266 W. Galveston #101

Apache Junction

Arizona

480-288-6530

Drilling Contractor

K & M Drilling

Address 2432 Private Drive, Camp Verde, Arizona 86322

DESCRIPTION OF WELL AND LEASE

Federal, State or Indian Lease Number, or if fee lease, name of lessor

ASLD 08-113254

Well number

PP-2011-02

Elevation (ground)

5413.0 ✓

Nearest distance from proposed location to property or lease line:

2010
~~E-2576.4~~

feet

Distance from proposed location to nearest drilling, completed or applied-for well on the same lease:

N/A

feet

Number of acres in lease

640

Number of wells on lease, including this well, completed in or drilling to this reservoir:

0

If lease purchased with one or more wells drilled, from whom purchased.

Name

Address

Well location (give footage from section lines)

~~N 2607.4' E 2576.4'~~ 2010' fs 2418' fe 1

Section - Township - Range or Block and Survey

S16 - T16N - R23E

Dedication per A.A.C. R12-7-104(A)(3)

N/A

Field and reservoir (if wildcat, so state)

Wildcat - Stratigraphic - Potash

County

Navajo

Distance in miles and direction from nearest town or post office

Approx. 15 miles SE of Holbrook, AZ

Proposed depth:

1450'

Rotary or cable tools

Rotary / Core

Approximate date work will start

February 2011

Bond status

On File

Organization Report

On file X

Or attached

Filing Fee of \$25.00

Attached X

Remarks

Amended location

API 02-017-20036

CERTIFICATE: I, the undersigned, under the penalty of perjury, state that I am the:

Agent

of the

Southwest Exploration, Inc. / Passport Potash, Inc.

(company), and that I am authorized by said company to make this report; and that this

report was prepared under my supervision and direction and that the facts stated therein are true, correct and complete to the best of my knowledge.

Signature

Date

Mail completed form to:
Oil and Gas Program Administrator
Arizona Geological Survey
416 W. Congress, #100
Tucson, AZ 85701-1315

Permit Number:

1020

Approval Date:

2-4-2011

Approved By:

SL Rainey

NOTICE: Before sending in this form be sure that you have given all information requested. Much unnecessary correspondence will thus be avoided.

**STATE OF ARIZONA
OIL & GAS CONSERVATION COMMISSION**

Application to Drill or Re-enter
File Two Copies

Form No. 3

PN 1020

- Operator shall outline on the plat the acreage dedicated to the well in compliance with A.A.C. R12-7-107.
- A registered surveyor shall show on the plat the location of the well and certify this information in the space provided.
- ALL DISTANCES SHOWN ON THE PLAT MUST BE FROM THE OUTER BOUNDARIES OF THE SECTION.
- Is the operator the only owner in the dedicated acreage outlined on the plat below ? YES NO
- If the answer to question four is no, have the interests of all owners been consolidated by communitization agreement or otherwise? YES NO If answer is yes, give type of consolidation _____
- If the answer to question four is no, list all the owners and their respective interests below:

Owner Southwest Exploration, Inc. / Passport Potash, Inc.	Land Description S16 -T16N - R23E
<p style="font-size: 24px; font-weight: bold;">See Amended Location Plat</p>	
<p style="text-align: center;">CERTIFICATION</p> <p>I hereby certify that the information above is true and complete to the best of my knowledge and belief.</p>	
<p>Name Joshua Bleak</p>	
<p>Position Agent</p>	
<p>Company Southwest / Passport</p>	
<p>Date _____</p>	
<p>I hereby certify that the well location shown on the plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my knowledge and belief.</p>	
<p>Date Surveyed 11/09/2011</p>	
<p>Registered Land Surveyor Gerald K. Wood</p>	
<p>Certificate No. LS 22290</p>	

PROPOSED CASING PROGRAM

Size of Casing	Weight	Grade & Type	Top	Bottom	Cementing Depths	Sacks Cement	Type
6.625"	20.1	PWT	5413'	1450' TD	50' Plug at	6-9 Bags for	Driller Supplied
4.5"	11.8	HWT			Fresh / Salt Interval	Surface Casing	
	lbs / ft						

Location Change Only

APPLICATION FOR PERMIT TO DRILL OR RE-ENTER

APPLICATION TO DRILL

RE-ENTER OLD WELL

NAME OF COMPANY OR OPERATOR
Southwest Exploration, Inc. / Passport Potash, Inc.

Address	City	State	Phone Number
3266 W. Galveston #101	Apache Junction	Arizona	480-288-6530

Drilling Contractor
K & M Drilling

Address
2432 Private Drive, Camp Verde, Arizona 88322

DESCRIPTION OF WELL AND LEASE

Federal, State or Indian Lease Number, or if fee lease, name of lessor Twin Buttes Ranch	Well number PP-2011-02	Elevation (ground) 5413'
Nearest distance from proposed location to property or lease line: 2010 feet	Distance from proposed location to nearest drilling, completed or applied-for well on the same lease: feet	
Number of acres in lease 640	Number of wells on lease, including this well, completed in or drilling to this reservoir: 1	

If lease purchased with one or more wells drilled, from whom purchased.	Name	Address
---	------	---------

Well location (give footage from section lines) 2010.4' FSL; 2417.9' FEL	Section - Township - Range or Block and Survey S16 - T16N - R23E	Dedication per A.A.C. R12-7-104(A)(3) N/A
--	--	---

Field and reservoir (if wildcat, so state) Wildcat - Stratigraphic - Potash	County Navajo
---	-------------------------

Distance in miles and direction from nearest town or post office
Approx. 15 miles SE of Holbrook, AZ

Proposed depth: 1450	Rotary or cable tools Rotary / Core	Approximate date work will start May, 2011
--------------------------------	---	--

Bond status On File	Organization Report On file <input checked="" type="checkbox"/> Or attached	Filing Fee of \$25.00 Attached <input checked="" type="checkbox"/>
-------------------------------	--	---

Remarks
Amended location
API 02-017-20036

CERTIFICATE: I, the undersigned, under the penalty of perjury, state that I am the: MINE END of the PASSPORT POTASH (company), and that I am authorized by said company to make this report; and that this report was prepared under my supervision and direction and that the facts stated therein are true, correct and complete to the best of my knowledge.

Signature
[Signature]
Date
5/12/2011

Mail completed form to:
Oil and Gas Program Administrator
Arizona Geological Survey
416 W. Congress, #100
Tucson, AZ 85701-1315

Permit Number: **1020**
Approval Date: **5-13-11**
Approved By: *SL Rainey*

NOTICE: Before sending in this form be sure that you have given all information requested. Much unnecessary correspondence will thus be avoided.

STATE OF ARIZONA
OIL & GAS CONSERVATION COMMISSION
Application to Drill or Re-enter
File Two Copies

Form No. 3

PIN
1020

- Operator shall outline on the plat the acreage dedicated to the well in compliance with A.A.C. R12-7-107.
- A registered surveyor shall show on the plat the location of the well and certify this information in the space provided.
- ALL DISTANCES SHOWN ON THE PLAT MUST BE FROM THE OUTER BOUNDARIES OF THE SECTION.
- Is the operator the only owner in the dedicated acreage outlined on the plat below? YES NO
- If the answer to question four is no, have the interests of all owners been consolidated by communitization agreement or otherwise? YES NO If answer is yes, give type of consolidation _____
- If the answer to question four is no, list all the owners and their respective interests below.

Owner Southwest Exploration/Passport Potash	Land Description S16 T16N R23E
T16N R23E SEC 16	
N134°47'02.7" W109°54'47.6" Elev. 5413	2417.9' 2010.4'
	CERTIFICATION I hereby certify that the information above is true and complete to the best of my knowledge and belief. ALLEN WELLS Name mine Eng. Position Passport Potash Company 5/12/2011 Date
0 300 600 900 1320 1800 2310 2640 2000 1500 1000 500 0	I hereby certify that the well location shown on the plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my knowledge and belief. Date Surveyed 4/28/2011 Registered Land Surveyor Gerald K. Wood Certificate No. LS 22290

PROPOSED CASING PROGRAM

Size of Casing	Weight	Grade & Type	Top	Bottom	Cementing Depth	Sacks Cement	Type
6.625" 4.5"	20.1 11.8 Lbs/ft	PWT HWT		1450 TD	50' Plug at Fresh/salt interval	6-9 Bags for surface casing	Driller Supplied