

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 08-113270	Well number PP-2011-08	Elevation (ground) 5388.0 5374'
Nearest distance from proposed location to property or lease line: 2024 S-2583.2 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 671.78	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) 2024.1' fsl & 2621.5' fel	Section - Township - Range or Block and Survey S30 - T16N - R24E	Dedication per A.A.C. R12-7-104(A)(3) N/A
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Field and reservoir (if wildcat, so state) Wildcat - Stratigraphic - Potash	County Navajo Apache
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Distance in miles and direction from nearest town or post office
~~S-2583.2' E-2786.6'~~ **Approx. 15 miles SE of Holbrook, AZ**

Proposed depth: 1450'	Rotary or cable tools Rotary / Core	Approximate date work will start February 2011
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Bond status On File Amount \$50,000	Organization Report On file <input checked="" type="checkbox"/> Or attached	Filing Fee of \$25.00 Attached <input checked="" type="checkbox"/>
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Remarks
Amended location
API 02-001-20396

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

1-21-2011
Date

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

Permit Number: 1026
Approval Date: 2-4-2011
Approved By: SL Rainey

STATE OF ARIZONA
OIL & GAS CONSERVATION COMMISSION

Application to Drill or Re-enter
File Two Copies

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

Form No. 3

- 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. PN 1026
- 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 communization 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 S30 -T16N - R24E
<p style="font-size: small;">See amended location Plat</p> <p style="font-size: small;">E 2786.6' N 34° 45' 25.6" W 109° 50' 32.0" Elev. 5388</p> <p style="font-size: x-small;">REGISTERED LAND SURVEYOR CERTIFICATE NO. 22290 GERALD K. WOOD DATE SIGNED 1/11/11 ART. 15, U.S. PATENT</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 1/11/11</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	5388'	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

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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-2011-08

Elevation (ground)

5374'

Nearest distance from proposed location to property or lease line:

2024

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)

2024.1' FSL; 2621.5' FEL

Section - Township - Range or Block and Survey

S30 - T16N - R24E

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

N/A

Field and reservoir (if wildcat, so state)

Wildcat - Stratigraphic - Potash

County

~~Navajo~~ Apache

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

Filing Fee of \$25.00

Amount

\$50,000

On file

Or attached

Attached

Remarks

Amended location

API 02-001-20396

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

Date

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

Permit Number: 1026

Approval Date: 5-13-11

Approved By: SL Rainey

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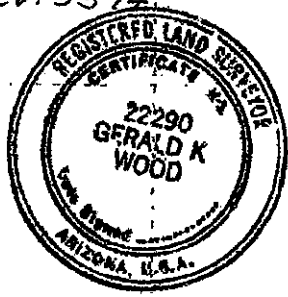

(Complete Reverse Side)

5/96

#1115

PIN
1026

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- If the answer to question four is no, list all the owners and their respective interests below:

Owner Southwest Exploration/Passport Potash	Land Description S30 T16N R24E
T16N R24E SEC 30	
N 34° 45' 18.5" W 109° 50' 30.0" Elev. 5374'	2621.5'
	2024.1'
	
CERTIFICATION I hereby certify that the information above is true and complete to the best of my knowledge and belief.	
ALLEN WEISS Name mine end Position Passport Potash Company 5/12/2011 Date	
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 5/01/2011 Registered Land Surveyor Gerald K. Wood Certificate No. 22290 LS	

PROPOSED CASING PROGRAM

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