

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

Option to Purchase the Twin Buttes Ranch

Well number

TBR-2011 #10

Elevation (ground)

~~5650.0~~ 5641

Nearest distance from proposed location to property or lease line:

W 2573.2 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

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)

~~S 2680.7 - W 2573.2~~ 3250 feet 2440 feet

Section - Township - Range or Block and Survey

S11 - T17N - 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

Filing Fee of \$25.00

Amount

\$50,000

On file

Or attached

Attached

Remarks

Amended location

API 02-017-20045

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

1-21-2011

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

Permit Number:

1028

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

(Complete Reverse Side)

5/96

- 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 1028
- 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 S11 -T17N - R23E
<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 1/11/11</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 1/10/11</p>	
<p>Registered Land Surveyor Gerald K. Wood Certificate No. LS 22290</p>	

PROPOSED CASING PROGRAM

Size of Casing	Weight	Grade & Type	Top	Bottom	Cementing Depths	Sacks Cement	Type
6.625" 4.5"	20.1 11.8 lbs / ft	PWT HWT	5650'	1450' TD	50' Plug at Fresh / Salt Interval	6-9 Bags for Surface Casing	Driller Supplied

Location Change Only

APPLICATION FOR PERMIT TO DRILL OR RE-ENTER

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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 Option to Purchase the Twin Buttes Ranch	Well number TBR-2011 #10	Elevation (ground) 5641'
Nearest distance from proposed location to property or lease line: 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) Section - Township - Range or Block and Survey Dedication per A.A.C. R12-7-104(A)(3)
5 from N line 3250.4 W from E line 2442 **S11 - T17N - R23E** **N/A**

Field and reservoir (if wildcat, so state) County
Wildcat - Stratigraphic - Potash **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 02-017-20045

CERTIFICATE: I, the undersigned, under the penalty of perjury, state that I am the _____ of the _____ (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 **03/01/11**

Mail completed forms to:
Oil and Gas Program Administrator
Arizona Geological Survey
418 W. Congress, #100
Tucson, AZ 85701-1316

Permit Number: **1028**
Approval Date: **3-8-11**
Approved By: **SK Rainey**

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OIL & GAS CONSERVATION COMMISSION
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Owner Southwest Exploration, Inc. / Passport Potash, Inc.	Land Description S11 -T17N - R23E
<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 style="text-align: right;"><i>Joshua Bleak</i></p> <p>Name Joshua Bleak</p> <p>Position Agent</p> <p>Company Southwest / Passport</p> <p>Date 03/01/11</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 3/01/2011</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		1450' TD	50' Plug at	6-9 Bags for	Driller Supplied
4.5"	11.8	HWT			Fresh / Salt Interval	Surface Casing	
	lbs / ft						