

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 State Lease 08-113991	Well number PP-2011-47	Elevation (ground) 5719'
Nearest distance from proposed location to property or lease line: <p style="text-align: center;">75 feet</p>	Distance from proposed location to nearest drilling, completed or applied-for well on the same lease: <p style="text-align: center;">feet</p>	
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
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Well location (give footage from section lines) 75' FNL; 123' FEL	Section - Township - Range or Block and Survey S22 - T17N - R25E	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 Apache
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Distance in miles and direction from nearest town or post office
Approx. 30 miles SE of Holbrook, AZ

Proposed depth: 1450	Rotary or cable tools Rotary / Core	Approximate date work will start June, 2011
Bond status <u>On File</u> Amount \$50,000	Organization Report On file <input checked="" type="checkbox"/> Or attached	Filing Fee of \$25.00 Attached <input checked="" type="checkbox"/>

Remarks

APL # 02-001-20410

CERTIFICATE: I, the undersigned, under the penalty of perjury, state that I am the: Agent of the Southwest/Passport (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: 1059
Approval Date: 6-15-2011
Approved By: SL Rowing

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

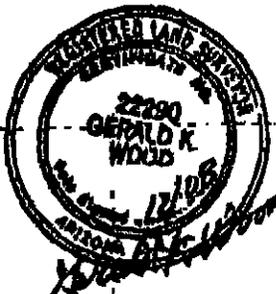
**STATE OF ARIZONA
OIL & GAS CONSERVATION COMMISSION**

Application to Drill or Re-enter
File Two Copies

Form No. 3

1059

1. Operator shall outline on the plot the acreage dedicated to the well in compliance with A.A.C. R12-F-107.
2. A registered surveyor shall show on the plot the location of the well and certify this information in the space provided.
3. ALL DISTANCES SHOWN ON THE PLAT MUST BE FROM THE OUTER BOUNDARIES OF THE SECTION.
4. Is the sponsor the only owner in the dedicated acreage outlined on the plat below? YES NO
5. 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 _____
6. If the answer to question four is no, list all the owners and their respective interests below: _____

Owner Southwest Exploration/Passport Potash		Land Description NE 1/4 S. 22 T. 11 N. R. 25 E
<p>75° 125° DNW</p>		<p>CERTIFICATION</p> <p>I hereby certify that the information shown is true and complete to the best of my knowledge and belief.</p> <p><i>Joshua Bleak</i></p> <p>Name Joshua Bleak</p> <p>Position Agent</p> <p>Company Southwest/Passport</p> <p>Date June 10, 2011</p>
<p>WGS 84 Section 22</p> <p>N 34° 51' 53.57"</p> <p>W 109° 40' 08.45"</p> <p>Elev. 5719 NAVD 83</p>		<p>I hereby certify that the well location shown on the plot 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 12-01-08</p> <p>Registered Land Surveyor <i>Gerald K. Wood</i></p> <p>Certificate No. RTS 22290</p>
		

PROPOSED CASING PROGRAM

Size of Casing	Weight	Grade & Type	Top	Bottom	Cementing Depth	Seals Cement	Type
6.625" 4.5"	20.1 11.8 lbs/ft	PWT HWT		1350' TD	50' Plug at Fresh/salt interval	6-9 Bags for Surface Casing	Driller Supplied