

APPLICATION FOR PERMIT TO DRILL OR RE-ENTER

APPLICATION TO DRILL

RE-ENTER OLD WELL

NAME OF COMPANY OR OPERATOR

Southwest Exploration / Passport Potash

Address

City

State

Phone Number

3266 W. Galveston Dr. #101

Apache Junction

Arizona

480-288-6530

Drilling Contractor

Boart Longyear 7773 W. Seldon Lane Peoria, AZ 85345

Address

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-2010 #3

Elevation (ground)

5566'

Nearest distance from proposed location to property or lease line:

2650.4' FWL

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 (approx.)

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

N/A

Address

Well location (give footage from section lines)

2735.9' FNL + 2650.4 FWL

Section - Township - Range or Block and Survey

S14 - 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

Proposed depth:

1600'

Rotary or cable tools

Rotary / Core

Approximate date work will start

September 2010

Bond status On File

Amount \$25,000

Organization Report

On file X

Or attached

Filing Fee of \$25.00

Attached X

Remarks

API # 02-017-20030

CERTIFICATE: I, the undersigned, under the penalty of perjury, state that I am the Agent of the Southwest Exploration / 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

June 28, 2010

Date

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

Permit Number: 994

Approval Date: 7-7-2010

Approved By: SL Raiz

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

7/11 994

- 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 S14 - T17N - R23E
CERTIFICATION	
I hereby certify that the information above is true and complete to the best of my knowledge and belief.	
Name Joshua Bleak	Position Agent
Company Southwest / Passport	
Date June 28, 2010	
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 6/9/10	
Registered Land Surveyor Gerald K. Wood	
Certificate No. LS 22290	

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	5566'	1600' TD	50' Plug at Fresh / Salt Interval	6-9 Bags for Surface Casing	Driller Supplied