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November 7, 2007

Richard W. Revels, Jr.
rwrevels@liskow.com

Honorable James H. Welsh
Commissioner of Conservation
Office of Conservation
P. O. Box 94275
Baton Rouge, LA 70804-4275

Re: Application for Alternate Unit Well Designation
T Sand, Reservoir B, Sand Unit A
Kings Bayou Field, Cameron Parish, Louisiana
Applicant: Red Willow Offshore, LLC

Dear Commissioner Welsh:

Application is hereby made on behalf of **RED WILLOW OFFSHORE, LLC** for the calling of a public hearing, after ten (10) days legal notice, to consider evidence relative to the issuance of an Order pertaining to the following matters:

1. To permit the applicant to drill, designate and utilize an alternate unit well for the T RB SUA, at the location shown on the plat attached hereto and made a part hereof, in accordance with the spacing provisions of Office of Conservation Order No. 638-Q-1, effective September 27, 2006.

2. To find that the proposed alternate unit well is necessary to efficiently and economically drain that portion of the reservoir covered by the T RB SUA.

3. To continue in effect the existing designation and use of the present unit well for said unit.

4. To permit the operator to produce the unit allowable from the existing unit well, the proposed alternate unit well, or both, in any combination at the discretion of the operator.

5. Except to the extent herein set forth, to continue in full force and effect the provisions of Office of Conservation Order No. 638-Q, effective January 25, 1978, as amended and supplemented by the 638-Q Series of Order, the units created thereby, and applicable statewide orders.

6. To consider such other matters as may be pertinent.

The T Sand, Reservoir B, in the Kings Bayou Field, Cameron Parish, Louisiana, was previously defined in Office of Conservation Order No. 638-Q-1, effective September 27, 2006, and was further defined in Office of Conservation Order No. 638-Q-2, effective March 27, 2007.

The applicant is requesting permission to drill, designate and utilize an alternate unit well for the T RB SUA at the location shown on the attached plat. This well will permit efficient and economic recovery of hydrocarbons underlying the T RB SUA, will not adversely affect the adjacent offsetting unit, and is needed to satisfy the market demand for gas and condensate from the field.

Attached hereto and made a part hereof is a plat outlining the applicant's proposal along with a list of the names and addresses of the Interested Owners, Represented Parties and Interested Parties to whom a copy of this application is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation; however, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Interested Parties and Represented Parties.

Finally, enclosed herewith is our check on behalf of the applicant in the amount of $755.00 **made payable to the Office of Conservation** and representing the required hearing application fee.

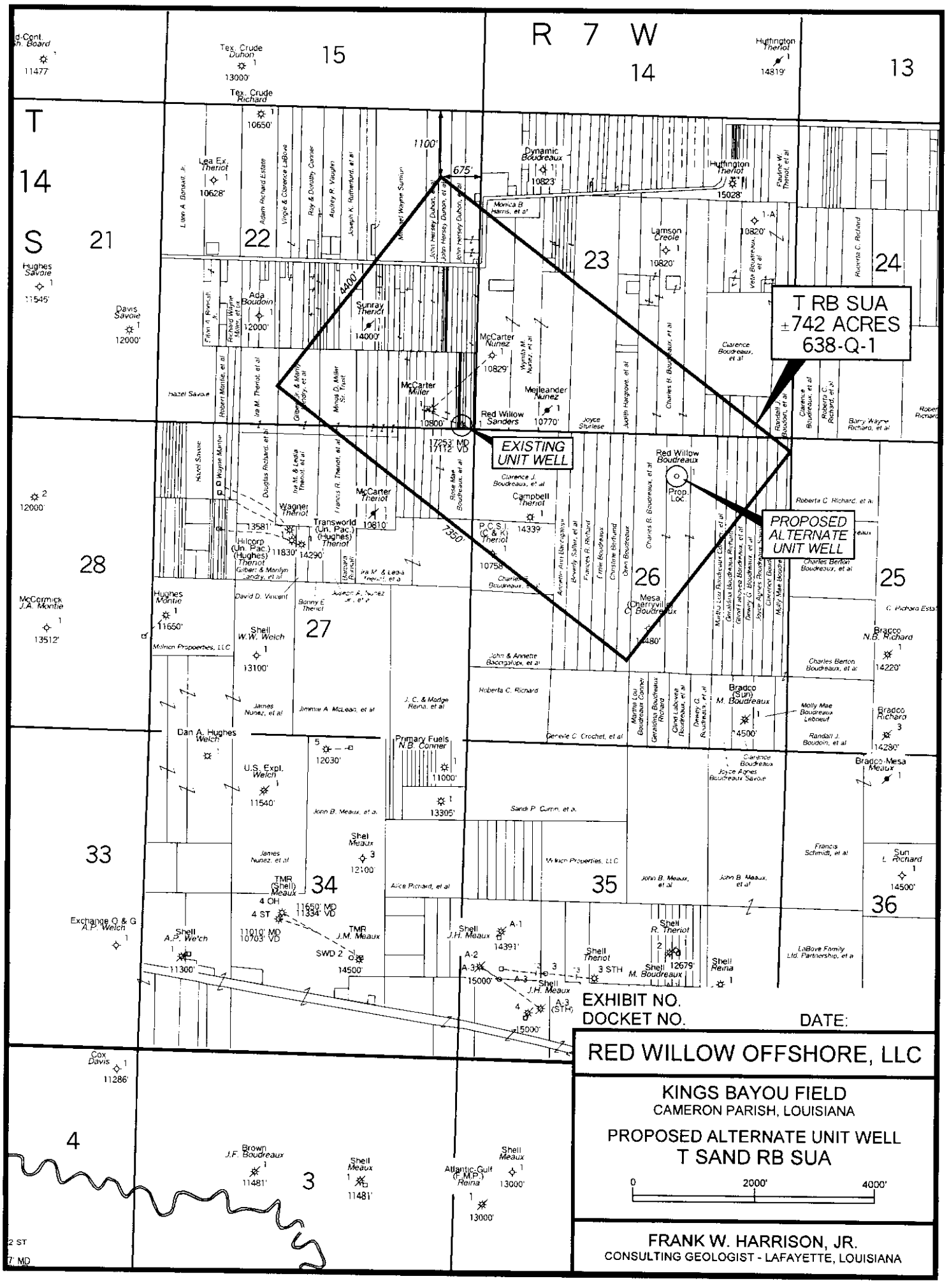
Sincerely,

LISKOW & LEWIS

Richard W. Revels, Jr.

RWRjr:dbf
Enclosures
207707_1
73688.0020

cc: Lafayette District Office of Conservation
Interested Owners, Represented Parties and Interested Parties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3
T RB SUA
±742 ACRES
638-Q-1
EXISTING UNIT WELL
PROPOSED ALTERNATE UNIT WELL
1100'
675'
4400'
7350'
Red Willow Sanders
Red Willow Boudreaux
Prop. Loc.
McCarter Miller
McCarter Nunez
McCarter Theriot
Sunray Theriot
Transworld (Un. Pac.) (Hughes) Theriot
Hilcorp (Un. Pac.) (Hughes) Theriot
Campbell Theriot
P.C.S.I. (C & K) Theriot
Mesa (Cherryville) C. Boudreaux
Bradco (Sun) M. Boudreaux
Primary Fuels N.B. Conner
TMR (Shell) Meaux
TMR J.M. Meaux
Shell J.H. Meaux
Shell R. Theriot
Shell M. Boudreaux
Shell Theriot
Shell Reina
Shell W.W. Welch
Shell A.P. Welch
Shell Meaux
Atlantic-Gulf (F.M.P.) Reina
Brown J.F. Boudreaux
Exchange O & G A.P. Welch
Davis Savoie
Hughes Savoie
McCormick J.A. Montie
Hughes Montie
Dan A. Hughes Welch
U.S. Expl. Welch
Lamson Creole
Dynamic Boudreaux
Huffington Theriot
Tex. Crude Richard
Tex. Crude Duhon
Lea Ex. Theriot
Ada Boudoin
Meileander Nunez
Wagner Theriot
Cox Davis
EXHIBIT NO.
DOCKET NO.
DATE:
RED WILLOW OFFSHORE, LLC
KINGS BAYOU FIELD
CAMERON PARISH, LOUISIANA
PROPOSED ALTERNATE UNIT WELL
T SAND RB SUA
0
2000'
4000'
FRANK W. HARRISON, JR.
CONSULTING GEOLOGIST - LAFAYETTE, LOUISIANA