



File: WID# 2005, 2004, 2003, 2041, 2002, 1753
8 February 2011

Mr. Brad Scott
Paramount Resources Ltd.
4700 Bankers Hall West
888 3rd Street SW
Calgary, AB T2P 5C5

Dear Mr. Scott:

Approval to Alter Condition of a Well (ACW) for Para et al Cameron O-19, Para et al Cameron K-19, Para et al Cameron F-19, Para et al Cameron L-29, Para et al Cameron B-38, Paramount et al Cameron N-28

Thank you for your submission of the ACW applications and supporting data for the above referenced wells. Please find attached "Approval to Alter Condition of a Well" forms for the proposed work. Any changes or deviation from the approved programs will require the additional specific approval of the Chief Conservation Officer.

Please note that the well approvals are granted under OA-1221-002 and are subject to the terms and conditions of that OA.

Please be reminded that all oil and gas activities are to meet the requirements of the *Canada Oil and Gas Drilling and Production Regulations*, the *Oil and Gas Occupational Safety and Health Regulations* and *Canada Labor Code, Part II*. Please note terms and conditions on the attachment.

If you have any questions, please contact Saadat Javeed at 403-221-3033.

Yours truly,

John McCarthy
John McCarthy
Chief Conservation Officer

Attachment

Attachment

**Approval to Alter Condition of a Well Terms and Conditions for:
Para et al Cameron O-19, Para et al Cameron K-19, Para et al Cameron F-19,
Para et al Cameron L-29, Para et al Cameron B-38, Paramount et al Cameron N-28**

1. Daily reports are to be emailed to dailyreports@neb-one.gc.ca or faxed daily by 8:30 am to the attention of the Chief Conservation Officer (fax number 403-292-5876). Please contact Lori Ann Sharp at 403-299-1994 should there be any difficulty in delivery of the daily drilling reports.
2. Paramount Resources Ltd. shall implement or cause to be implemented all of the policies, practices, mitigative measures, recommendations and procedures for the protection of the environment referred to in its application, subsequent filings and environmental protection plan.
3. A copy of the *Canada Oil and Gas Drilling and Production Regulations* as well as the *Oil and Gas Occupational Safety and Health Regulations* are to be kept at the well site and available on request by any person at the well site (section 17 of the *Canada Oil and Gas Drilling and Production Regulations* and paragraph 125.(1)(e) of the *Canada Labour Code*, Part II, respectively).
4. Paramount Resources Ltd. shall inform the Board of any key personnel and field personnel updates to the contact list as they become available or are changed.
5. Well completion, suspension or abandonment operations are required to meet the requirements of the *Canada Oil and Gas Drilling and Production Regulations*. Upon program termination, a "Well Operation Report" is to be submitted within 30 days from the rig release.
6. If the well is put into a suspended state, Paramount shall ensure that the well is monitored and inspected annually to maintain its continued integrity and to prevent pollution.



JAN 28 2011

APPROVAL TO ALTER CONDITION OF A WELL

APPLICATION

This application is submitted under Section 10 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315). When granted under Section 13 of the Regulations, this form is the requisite approval for the commencement of well operations. An approved copy of this notice is to be posted at each drill site.

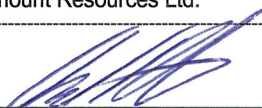
Well Name	Para et al Cameron O-19		
Well Identifier	2005	Operations Authorization No.	OA-1221-002
Operator	Paramount Resources Ltd.	Current Depth	1659m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 005
Contractor	Concord Well Servicing	Drilling Rig or Unit	41
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended	Anticipated Well Status Change	Producer Oil
Land Use Permit No.	MV2006A0033	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0010	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit O	Section 19	Grid 60°10'117°30'
Coordinates (NAD 27)	Surface	Lat 60 ° 8 ' 46.8 "	Long 117 ° 32 ' 40.2 "
	Bottom Hole	Lat 60 ° 8 ' 46.8 "	Long 117 ° 32 ' 40.2 "
Ground Level / Seafloor	793.38 m	Elevation KB/RT	797.98 m
Approximate Date of Commencement	8-Feb-11	Est. Days on Location	3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Recompletion	1447.0-1449.0	Perforate new interval and evaluate to recomplate or abandon
Abandonment	1447.0-1463.0	Abandon all perforations if evaluation of new perfs is negative
Select	-	
Select	-	
Select	-	

Additional Information

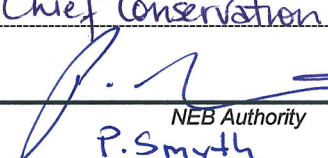
"I certify that the information provided on this form is true and correct"

Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	January 26, 2011
	Responsible Officer of Company		

NATIONAL ENERGY BOARD APPROVAL

(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-002.

Job Designation	Chief Conservation Officer	Well Identifier	2005	Unique Well Identifier	3000196010117302
Signature		Date	9 Feb 2011		
	NEB Authority P. Smyth				



JAN 31 2011

APPROVAL TO ALTER CONDITION OF A WELL

APPLICATION

This application is submitted under Section 10 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315). When granted under Section 13 of the Regulations, this form is the requisite approval for the commencement of well operations. An approved copy of this notice is to be posted at each drill site.

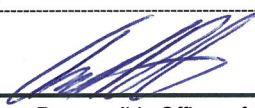
Well Name	Para et al Cameron L-29		
Well Identifier	2041	Operations Authorization No.	OA-1221-002
Operator	Paramount Resources Ltd.	Current Depth	1515m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 018
Contractor	Concord Well Servicing	Drilling Rig or Unit	41
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended Oil	Anticipated Well Status Change	Abandoned Oil
Land Use Permit No.	MV2006A0030	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0008	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit L	Section 29	Grid 60°10'117'30"
Coordinates (NAD 27)	Surface	Lat 60 ° 8 ' 41.3 "	Long 117 ° 35 ' 34.5 "
	Bottom Hole	Lat 60 ° 8 ' 41.3 "	Long 117 ° 35 ' 34.5 "
Ground Level / Seafloor	754.11 m	Elevation KB/RT	759.51 m
Approximate Date of Commencement	20-Feb-11	Est. Days on Location	3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Abandonment	1409.5-1426.5	Abandon Sulphur Pt. perforations with a bridge plug and cement.
Select	-	
Select	-	
Select	-	
Select	-	

Additional Information


"I certify that the information provided on this form is true and correct"

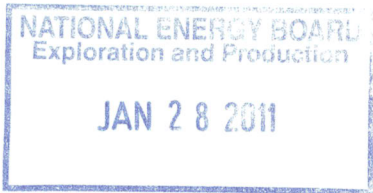
Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	January 26, 2011
	Responsible Officer of Company		

NATIONAL ENERGY BOARD APPROVAL

(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-002.

Job Designation	Chief Conservation Officer	Well Identifier	2041	Unique Well Identifier	300L296010117303
Signature		Date	9 Feb 2011		
	NEB Authority P. Smyth				



APPROVAL TO ALTER CONDITION OF A WELL

APPLICATION

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Well Name	Para et al Cameron K-19		
Well Identifier	2004	Operations Authorization No.	OA-1221-002
Operator	Paramount Resources Ltd.	Current Depth	1484m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 005
Contractor	Concord Well Servicing	Drilling Rig or Unit	41
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended	Anticipated Well Status Change	Abandoned Oil
Land Use Permit No.	MV2006A0033	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0010	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit K	Section 19	Grid 60°10'117°30"
Coordinates (NAD 27)	Surface	Lat 60 ° 8 ' 38.1 "	Long 117 ° 33 ' 6.9 "
	Bottom Hole	Lat 60 ° 8 ' 38.1 "	Long 117 ° 33 ' 6.9 "
Ground Level / Seafloor	786.32 m	Elevation KB/RT	790.92 m
Approximate Date of Commencement	12-Feb-11	Est. Days on Location	3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Abandonment	1443.0-1452.0	Abandon Sulphur Pt. perforations with a bridge plug and cement.
Select	-	
Select	-	
Select	-	
Select	-	

Additional Information

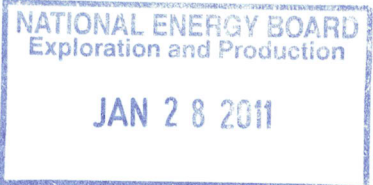
"I certify that the information provided on this form is true and correct"

Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	January 26, 2011
	Responsible Officer of Company		

NATIONAL ENERGY BOARD APPROVAL
(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-002

Job Designation	Chief Conservation Officer	Well Identifier	2004	Unique Well Identifier	300K196010117302
Signature		Date	9 Feb 2011		
	NEB Authority P. Smyth				

**APPROVAL TO ALTER CONDITION OF A WELL****APPLICATION**

This application is submitted under Section 10 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315). When granted under Section 13 of the Regulations, this form is the requisite approval for the commencement of well operations. An approved copy of this notice is to be posted at each drill site.

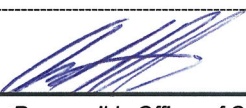
Well Name	Para et al Cameron F-19		
Well Identifier	2003	Operations Authorization No.	OA-1221-002
Operator	Paramount Resources Ltd.	Current Depth	1481m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 005
Contractor	Concord Well Servicing	Drilling Rig or Unit	41
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended	Anticipated Well Status Change	Abandoned Oil
Land Use Permit No.	MV2006A0033	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0010	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit F	Section 19	Grid 60°10'117°30"
Coordinates (NAD 27)	Surface	Lat 60 ° 8 ' 18.4 "	Long 117 ° 33 ' 15.5 "
	Bottom Hole	Lat 60 ° 8 ' 18.4 "	Long 117 ° 33 ' 15.5 "
Ground Level / Seafloor	783.74 m	Elevation KB/RT	788.34 m
Approximate Date of Commencement	16-Feb-11	Est. Days on Location	3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Abandonment	1439.0-1451.0	Abandon Sulphur Pt. perforations with a bridge plug and cement.
Select	-	
Select	-	
Select	-	
Select	-	

Additional Information


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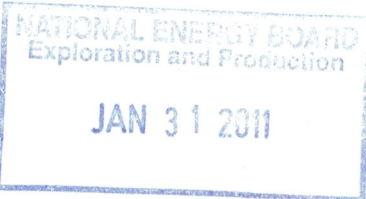
Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	January 26, 2011
	Responsible Officer of Company		

NATIONAL ENERGY BOARD APPROVAL

(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-002.

Job Designation	Chief Conservation Officer	Well Identifier	2003	Unique Well Identifier	300F196010117304
Signature		Date	9 Feb 2011		
	NEB Authority				

**APPROVAL TO ALTER CONDITION OF A WELL****APPLICATION**

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Well Name Paramount et al Cameron N-28

Well Identifier 1753 Operations Authorization No. OA-1221-002

Operator Paramount Resources Ltd. Current Depth 1590m KB

NEB Operating Licence No. 1221 Licence No. Production Licence 014

Contractor Concord Well Servicing Drilling Rig or Unit 41

Station Keeping Not Applicable Land Structure Conventional Land

Current Well Status Suspended Anticipated Well Status Change Producer Gas

Land Use Permit No. MV2006A0033 Issued by: Mackenzie Valley Land and Water Board

Water Licence No. MV2006L1-0010 Issued by: Mackenzie Valley Land and Water Board

Location Unit N Section 28 Grid 60°10'117°30"

Coordinates (NAD 27) Surface Lat 60 ° 7 ' 59.2 " Long 117 ° 35 ' 7.6 "

Bottom Hole Lat 60 ° 7 ' 59.2 " Long 117 ° 35 ' 7.6 "

Ground Level / Seafloor 760.1 m Elevation KB/RT 764.1 m

Approximate Date of Commencement 20-Feb-11 Est. Days on Location 3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Workover	1341.5-1341.5	Pull tubing and retrieve bumper spring stuck in X nipple at 1341.5 m
Select	-	
Select	-	
Select	-	
Select	-	

Additional Information

"I certify that the information provided on this form is true and correct"

Name Andre Poitras Telephone (403) 206-3895 Ext

Job Designation Drilling and Completions Manager E-Mail andre.poitras@paramountres.com

Operator Paramount Resources Ltd.

Signature [Signature] Date January 26, 2011

Responsible Officer of Company

NATIONAL ENERGY BOARD APPROVAL

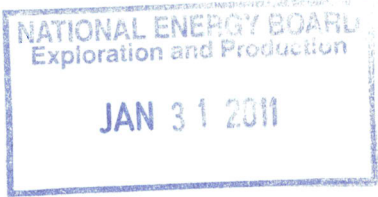
(Board Use Only)

This well approval is granted under section 13 of the *Canada Oil and Gas Drilling and Production Regulations* (SOR/2009-0315) and is subject to the terms and conditions attached to this approval and Operations Authorization No. OA-1221-002.

Job Designation Chief Conservation Officer Well Identifier 1753 Unique Well Identifier 300N286010117306

Signature [Signature] Date 9 Feb 2011

P. Smyth
NEB Authority



APPROVAL TO ALTER CONDITION OF A WELL

APPLICATION

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Well Name	Para et al Cameron B-38		
Well Identifier	2002	Operations Authorization No.	OA-1221-002
Operator	Paramount Resources Ltd.	Current Depth	1652m KB
NEB Operating Licence No.	1221	Licence No.	Production Licence 014
Contractor	Concord Well Servicing	Drilling Rig or Unit	41
Station Keeping	Not Applicable	Land Structure	Conventional Land
Current Well Status	Suspended	Anticipated Well Status Change	Abandoned Oil
Land Use Permit No.	MV2006A0033	Issued by:	Mackenzie Valley Land and Water Board
Water Licence No.	MV2006L1-0010	Issued by:	Mackenzie Valley Land and Water Board
Location	Unit B	Section 38	Grid 60°10'117°30'
Coordinates (NAD 27)	Surface	Lat 60 ° 7 ' 13.3 "	Long 117 ° 36 ' 19.1 "
	Bottom Hole	Lat 60 ° 7 ' 14.0 "	Long 117 ° 39 ' 51 "
Ground Level / Seafloor	725.29 m	Elevation KB/RT	729.89 m
Approximate Date of Commencement	25-Feb-11	Est. Days on Location	3 days

WELL OPERATION PROGRAM

Activity Type	Top to Bottom Interval (m KB)	Comments
Abandonment	1517.5-1525.5	Abandon perforations in the Sulphur Pt. with bridge plug and cement
Abandonment	1609.5-1613.0	Abandon perforations in the Keg Rvr with a bridge plug and cement
Select	-	
Select	-	
Select	-	

Additional Information

"I certify that the information provided on this form is true and correct"

Name	Andre Poitras	Telephone	(403) 206-3895 Ext
Job Designation	Drilling and Completions Manager	E-Mail	andre.poitras@paramountres.com
Operator	Paramount Resources Ltd.		
Signature		Date	January 26, 2011
	Responsible Officer of Company		

NATIONAL ENERGY BOARD APPROVAL
(Board Use Only)

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Job Designation	Chief Conservation Officer	Well Identifier	2002	Unique Well Identifier	300B386010117302
Signature		Date	9 Feb 2011		
	NEB Authority P. Smyth				