

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL		1. WELL NAME and NUMBER Federal 9-8D-64
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		3. FIELD OR WILDCAT BRUNDAGE CANYON
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR LINN OPERATING, INC.		7. OPERATOR PHONE 303 999-4275
8. ADDRESS OF OPERATOR Rt. 2 Box 7735, Roosevelt, UT, 84066		9. OPERATOR E-MAIL rdescognets@linnenergy.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU77322	11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>	12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee')		14. SURFACE OWNER PHONE (if box 12 = 'fee')
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')		16. SURFACE OWNER E-MAIL (if box 12 = 'fee')
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')	18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input type="checkbox"/>	19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1755 FSL 757 FWL	NWSW	9	6.0 S	4.0 W	U
Top of Uppermost Producing Zone	226 FSL 470 FEL	NESE	8	6.0 S	4.0 W	U
At Total Depth	2083 FSL 567 FEL	NESE	8	6.0 S	4.0 W	U

21. COUNTY DUCHESNE	22. DISTANCE TO NEAREST LEASE LINE (Feet) 567	23. NUMBER OF ACRES IN DRILLING UNIT 640
25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 20	26. PROPOSED DEPTH MD: 6721 TVD: 6445	
27. ELEVATION - GROUND LEVEL 7296	28. BOND NUMBER RLB0015281	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-12400

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	12.25	8.625	0 - 350	24.0	J-55 ST&C	9.5	Class G	225	1.15	15.8
PROD	7.875	5.5	0 - 6721	15.5	N-80 LT&C	9.5	Type V	210	3.82	11.0
							Class G	430	1.7	13.1

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME	TITLE	PHONE
SIGNATURE	DATE 03/06/2014	EMAIL
API NUMBER ASSIGNED 43013528800000	APPROVAL  Permit Manager	

T6S, R4W, U.S.B.&M.

BERRY PETROLEUM COMPANY, LLC

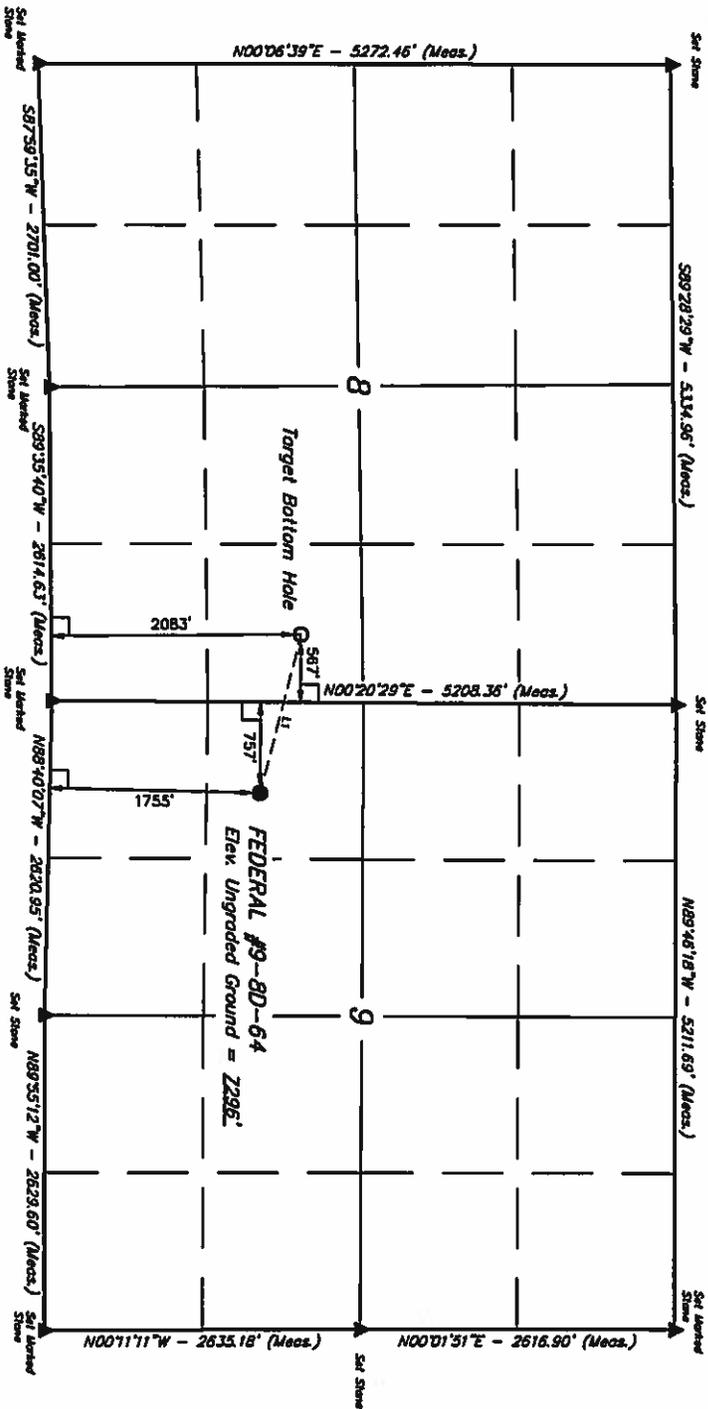
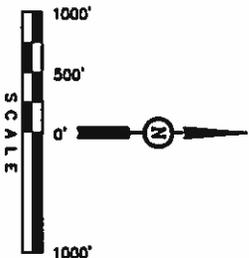
Well location, **FEDERAL #9-8D-64**, located as shown in the NW 1/4 SW 1/4 of Section 9, T6S, R4W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (487) LOCATED IN THE SW 1/4 OF SECTION 9, T6S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESE SE QUADRANGLE, UTAH, DUCHESE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N72°31'00\"/>	

- LEGEND:**
- 90° SYMBOL
 - PROPOSED WELL HEAD.
 - ▲ SECTION CORNERS LOCATED.

LINE	BEARING	LENGTH	SECTION
1	N00D6'39\"/>		

REV: 02-25-14 S.F.
 REV: 12-23-13 S.S.
 REV: 12-04-13 S.F.

UNITAH ENGINEERING & LAND SURVEYING
 65 SOUTH 200 EAST - VERNAL, UTAH 84078
 (436) 789-1017

SCALE	1" = 1000'
DATE SCHEDULED	8-30-13
DATE DRAWN	08-04-13
PARTY	M.P. C.A. C.A.G.
REVISIONS	
DATE	G.L.O. PLAT
FILE	BERRY PETROLEUM COMPANY, LLC

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE DESCRIBED LAND RECEIVED FROM THE STATE OF UTAH IS THE SAME AS SHOWN ON THE ORIGINAL SURVEY MAP AND THAT THE SAME IS NOT BEING USED FOR ANY OTHER PURPOSE OR BY ANY OTHER PARTY.

RECORDED AND FILED IN THE OFFICE OF THE CLERK OF THE STATE OF UTAH, SALT LAKE COUNTY, ON 08/04/13.

CLERK OF THE STATE OF UTAH