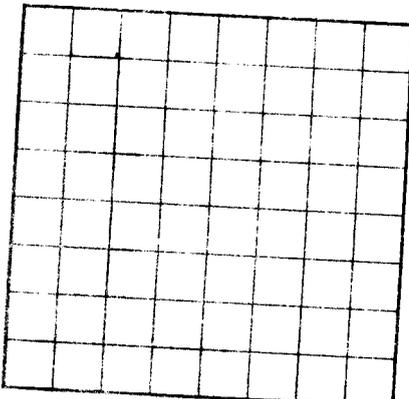


Effective September 1, 1964, Tenneco
Oil Company purchased this well from
Delhi-Taylor Oil Corporation

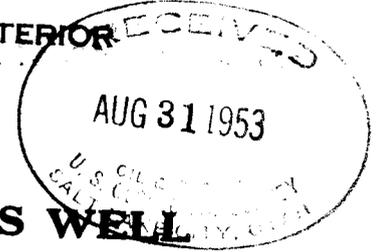
4-1-77 - Cordillera Corp assumed operations



LOCATE WELL CORRECTLY **R 7 E**

U. S. LAND OFFICE
SERIAL NUMBER **None (fee Land)**
LEASE OR PERMIT TO PROSPECT _____

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY



LOG OF OIL OR GAS WELL

Company **Three States Natural Gas Company** Address **P.O. Box 730 Price, Utah**
Lessor or Tract **Utah Fuel Company** Field **Clear Creek** State **Utah**
Well No. **4** Sec. **30** T. **13** R. **7 E** Meridian **Salt Lake** County **Carbon**
Location **1130** ft. N. of **S** Line and **972** ft. E. of **W** Line of **Sec 30** Elevation **9305** DE
(Derrick floor relative to sea level)

The information given herewith is a complete and correct record of the well and all work done thereon so far as can be determined from all available records.

Date **December 9, 1952** Signed _____ Title _____

The summary on this page is for the condition of the well at above date.

Commenced drilling **8/19**, 19 **52** Finished drilling **11/13**, 19 **52**

OIL OR GAS SANDS OR ZONES
(Denote gas by G)

No. 1, from _____ to _____ No. 4, from _____ to _____
No. 2, from _____ to _____ No. 5, from _____ to _____
No. 3, from _____ to _____ No. 6, from _____ to _____

IMPORTANT WATER SANDS

No. 1, from _____ to _____ No. 3, from _____ to _____
No. 2, from _____ to _____ No. 4, from _____ to _____

CASING RECORD

Size casing	Weight per foot	Threads per inch	Make	Amount	Kind of shoe	Cut and pulled from	Perforated		Purpose
							From—	To—	
10 3/4	32	8 rnd	JAL	2000.00	Guide (?)	13 Jts.			Surface
7"	23	8 rnd	JAL	1200.00	Pack off	30 Jts.		Rig 3 on bottom	
7"	20	8 rnd	JAL	1073.30		39 Jts.		Rig 3 all short T & C	
2 7/8	6.5	8 rnd	JAL	577.96(?)				15' KB to Casing hanger	

MUDDING AND CEMENTING RECORD

Size casing	Where set	Number sacks of cement	Method used	Mud gravity	Amount of mud used
10 3/4	445 KB	50	Halliburton		
7"	5366	150 Bridgton 50 Bag	Halliburton		
2 7/8	5806.62				

PLUGS AND ADAPTERS

WORLD MARK

SHOOTING RECORD

Size	Shell used	Explosive used	Quantity	Date	Depth shot	Depth cleaned out

TOOLS USED

Rotary tools were used from **0** feet to **5820** feet, and from _____ feet to _____ feet

Cable tools were used from _____ feet to _____ feet, and from _____ feet to _____ feet

DATES

Nov. 13, _____, 19 **52** Put to producing _____, 19

The production for the first 24 hours was _____ barrels of fluid of which _____ % was oil, _____ % emulsion; _____ % water; and _____ % sediment. Gravity, °Bé _____

If gas well, cu. ft. per 24 hours **3,000 MCF** Gallons gasoline per 1,000 cu. ft. of gas

Rock pressure, lbs. per sq. in. _____ **1,000 MCF Deliverable**

EMPLOYEES

Frank Veterans _____, Driller **Andy Hendricks** _____, Driller

Jess Robertson _____, Driller **Jay Hendricks** _____, Driller

FORMATION RECORD

FROM -	TO -	TOTAL FEET	FORMATION
0	260	260	No samples
260	370	110	Interbedded hard very fine grained, gray sandstone and fissile dark gray calcareous shale.
370	380	10	Coal
380	790	410	Interbedded sandstone and shale as above
790	840	50	Sandstone-hard gray fine grained shaly carbonaceous calcareous - salt & pepper.
840	890	50	Shale-silty dark gray
890	960	70	Sandstone - as above
960	1150	190	Shale - hard brittle dark gray carbonaceous silty shale
1150	1320	170	Sandstone - as above
1320	1380	60	Shale - hard dark gray silty shale
1380	2060	680	Sandstone-hard light gray with dark shale streaks.
2060	3500	1440	Emery Sandstone - interbedded sandstone shale and coal.
3500	4040	540	Sandstone-very very fine grained very shale with dark gray shale stringers.
4040	5350	1310	Shale-hard, dark gray black silty calcareous carbonaceous.
5350	5800	450	Sandstone -(ferron) V. hard light gray cal. very fine grained, sandstone with dark gray black shale stringers.
5800	5820 T.D.	20	Shale - soft dark gray black

(OVER)

16-43094-2

MARK
JC IV

HISTORY OF OIL OR GAS WELL

It is of the greatest importance to have a complete history of the well. Please state in detail the dates of re-drilling, together with the reasons for the work and its results. If there were any changes made in the casing, state fully, and if any casing was "sidetracked" or left in the well, give its size and location. If the well has been dynamited, give date, size, position, and number of shots. If plugs or bridges were put in to test for water, state kind of material used, position, and results of pumping or bailing.

SEE FORMATION RECORD FOR CORE NO. #3

Lost Circulation @ 1513 1513 cemented 150 Sacks

Cores Utah Fuel No. 4

Core No. 1 5366-37 Rec 21'

5366-69 Hard, greenish gray, non-calcareous, slightly micaceous, silty sand with some pyrite and many vertical fractures with some calcite lined veins. Some darker greenish gray bentonitic shale inclusions within the zone.

5369-71 1/2 Hard, grayish green, slightly calcareous, slightly bentonitic silty shale with many vertical fractures lined with calcite. Bottom 1 1/2' lighter colored and more silty.

5371 1/2-77 Hard to brittle, dark greenish gray, calcareous, silty bentonitic shale with numerous vertical fractures; becoming more bentonitic and crumbly from 5374-76. More highly fractured from 5376-77.

5377-85 Hard, greenish gray, granular silty shale, slightly calcareous very highly fractured. Becoming harder and more sandy at 5384-85

5385-87 Sandy impure Coal.

Core No. 2 5389-5396 Rec. 3 1/2'

Hard light gray very fine grained tight calcareous sandstone with dark green biotite and traces of pale green shale.

Sandstone interbedded with dark brown-black shale laminae which give the rock a tendency toward horizontal fractures.

Core No. 4 5426-5435 Rec 5'

Hard, greenish gray calcareous silty shale with some calcite lined fractures. Highly fractured in random directions.

Core No. 5 5558-5586 Rec 0'

Stuck at 5579'

Samples from:

- 5367
- 5371
- 5374
- 5379
- 5384
- 5390
- 5391
- 5392

Drilling with Gas:

- 5389-5391
- 5391-5396
- 5396-5424
- 5424-5426

Core No. 2

Core No. 3

went in w/6 1/2" bit and junk basket to run hole.

- 5426-5435
- 5435-5458
- 5558

Core No. 4

Drilling w/6 1/2" Bit

Core No. 5

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

LAND OFFICE Utah
LEASE NUMBER _____
UNIT Clear Creek Unit



LESSEE'S MONTHLY REPORT OF OPERATIONS

State Utah County Carbon & Emery Field Clear Creek

The following is a correct report of operations and production (including drilling and producing wells) for the month of September, 1975

Agent's address 1200 Lincoln Tower Bldg. Company Tenneco Oil Company
Denver, Colorado 80203

Signed [Signature] Agent's title Production Clerk

Phone 292-9920

SEC. AND 1/4 OF 1/4	TWP.	RANGE	WELL NO.	DAYS PRODUCED	BARRELS OF OIL	GRAVITY	Cu. Ft. of Gas (in thousands)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (if none, so state)	REMARKS (If drilling, depth; if shut down, cause; date and result of test for gasoline content of gas)
<u>SW SE 8</u>	<u>14S</u>	<u>7E</u>	<u>1</u>				<u>10,746</u>		<u>150</u>	<u>P</u>
							<u>Geo. W. Deck "A"</u>			
<u>NW SW 32</u>	<u>14S</u>	<u>7E</u>	<u>1</u>							<u>SI</u>
							<u>T. F. Kearns Jr. "A"</u>			
<u>NW NE 17</u>	<u>14S</u>	<u>7E</u>	<u>1</u>				<u>9,803</u>		<u>150</u>	<u>P</u>
							<u>H. B. Walton</u>			
<u>NE SW 30</u>	<u>14S</u>	<u>7E</u>	<u>3</u>							<u>SI</u>
							<u>H. B. Walton "A"</u>			
<u>SE SW 19</u>	<u>14S</u>	<u>7E</u>	<u>1X</u>							<u>SI</u>
							<u>P. T. Walton</u>			
<u>SE SW 5</u>	<u>14S</u>	<u>7E</u>	<u>1</u>							<u>SI</u>
							<u>Utah Fuel</u>			
<u>SW SW 32</u>	<u>13S</u>	<u>7E</u>	<u>2</u>							<u>SI</u>
<u>NW SE 32</u>	<u>13S</u>	<u>7E</u>	<u>3</u>							<u>P</u>
<u>SW SW 30</u>	<u>13S</u>	<u>7E</u>	<u>4</u>							<u>SI</u>

NOTE.—There were _____ runs or sales of oil; _____ M cu. ft. of gas sold; _____ runs or sales of gasoline during the month. (Write "no" where applicable.)

NOTE.—Report on this form is required for each calendar month, regardless of the status of operations, and must be filed in duplicate with the supervisor by the 6th of the succeeding month, unless otherwise directed by the supervisor.

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

LAND OFFICE Utah
LEASE NUMBER _____
UNIT Clear Creek Unit

RECEIVED
JAN 21 1976

LESSEE'S MONTHLY REPORT OF OPERATIONS

State Utah County Carbon & Emery Field Clear Creek

The following is a correct report of operations and production (including drilling and producing wells) for the month of Dec., 1975,

Agent's address 1200 Lincoln Tower Bldg. Company Tenneco Oil Company
Denver, Colorado 80203 Signed [Signature]

Phone 292-9920 Agent's title Production Clerk

SEC. AND 1/4 OF 1/4	TWP.	RANGE	WELL NO.	DAYS PRODUCED	BARRELS OF OIL	GRAVITY	CU. FT. OF GAS (In thousands)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (If none, so state)	REMARKS (If drilling, depth; if shut down, cause; date and result of test for gasoline content of gas)
<u>SW SE</u> <u>8</u>	<u>14S</u>	<u>7E</u>	<u>1</u>			<u>Geo. W. Deck "A"</u>	<u>12,916</u>			<u>P</u>
<u>NW SW</u> <u>32</u>	<u>14S</u>	<u>7E</u>	<u>1</u>			<u>T. F. Kearns Jr. "A"</u>				<u>SI</u>
<u>NW NE</u> <u>17</u>	<u>14S</u>	<u>7E</u>	<u>1</u>			<u>H. E. Walton</u>	<u>12,153</u>			<u>P</u>
<u>NE SW</u> <u>30</u>	<u>14S</u>	<u>7E</u>	<u>3</u>			<u>H. E. Walton "A"</u>				<u>SI</u>
<u>SE SW</u> <u>19</u>	<u>14S</u>	<u>7E</u>	<u>1X</u>			<u>P. T. Walton</u>				<u>SI</u>
<u>SE SW</u> <u>5</u>	<u>14S</u>	<u>7E</u>	<u>1</u>			<u>Utah Fuel</u>				<u>SI</u>
<u>SW SW</u> <u>32</u>	<u>13S</u>	<u>7E</u>	<u>2</u>							<u>SI</u>
<u>NW SE</u> <u>32</u>	<u>13S</u>	<u>7E</u>	<u>3</u>							<u>P</u>
<u>SW SW</u> <u>30</u>	<u>13S</u>	<u>7E</u>	<u>4</u>							<u>SI</u>

NOTE.—There were _____ runs or sales of oil; _____ M cu. ft. of gas sold;

_____ runs or sales of gasoline during the month. (Write "no" where applicable.)
NOTE.—Report on this form is required for each calendar month, regardless of the status of operations, and must be filed in duplicate with the supervisor by the 6th of the succeeding month, unless otherwise directed by the supervisor.

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

LAND OFFICE Utah
LEASE NUMBER _____
UNIT Clear Creek Well

LESSEE'S MONTHLY REPORT OF OPERATIONS

State Utah County Carbon & Blaine Field Clear Creek

The following is a correct report of operations and production (including drilling and producing wells) for the month of March, 1977,

Agent's address 1200 Lincoln Tower Bldg. Company Tenneco Oil Company
Denver, Colorado 802 Signed [Signature]
Agent's title Administrative Supervisor

Phone 292-9920

SEC. AND 1/4 OF 1/4	TWP.	RANGE	WELL No.	DAYS PRODUCED	BARRELS OF OIL	GRANITY	CU. FT. OF GAS (24 HOURS)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (If none, so state)	REMARKS (If drilling, depth of shut down, exact date and result of test for gasoline content of gas)
<u>SW SE 8</u>	<u>14S</u>	<u>7E</u>	<u>1</u>	<u>28</u>	<u>0</u>	<u>Geo. W. Deak "A"</u>	<u>11,286</u>	<u>0</u>	<u>0</u>	<u>P</u>
<u>NW SW 32</u>	<u>14S</u>	<u>7E</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>T. E. Hearn Jr. "A"</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>
<u>NE NE 17</u>	<u>14S</u>	<u>7E</u>	<u>1</u>	<u>28</u>	<u>0</u>	<u>H. B. Walton</u>	<u>10,888</u>	<u>0</u>	<u>0</u>	<u>P</u>
<u>NE SW 30</u>	<u>14S</u>	<u>7E</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>H. B. Walton "A"</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>
<u>SE SW 19</u>	<u>14S</u>	<u>7E</u>	<u>1X</u>	<u>0</u>	<u>0</u>	<u>P. E. Walton</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>
<u>SE SW 5</u>	<u>14S</u>	<u>7E</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>Utah Fuel</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>
<u>SW SW 32</u>	<u>13S</u>	<u>7E</u>	<u>2</u>	<u>0</u>	<u>0</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>
<u>NE SE 32</u>	<u>13S</u>	<u>7E</u>	<u>3</u>	<u>0</u>	<u>0</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>P</u>
<u>SW SW 30</u>	<u>13S</u>	<u>7E</u>	<u>4</u>	<u>0</u>	<u>0</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>SI</u>

NOTE.—There were no runs or sales of oil; 22,174 M cu. ft. of gas sold;

NOTE.—Report on this form is required for each calendar month, regardless of the status of operations, and must be filed in duplicate with the supervisor by the 6th of the succeeding month, unless otherwise directed by the supervisor.

RESIGNATION OF UNIT OPERATOR

Clear Creek Unit Area
Counties of Carbon and Emery
State of Utah
Unit Agreement No. 14-08-001-3512

Under and pursuant to the provisions of Section 5 of the Unit Agreement for the Development and Operation of the Clear Creek Unit Area, Carbon and Emery Counties, Utah, Cordillera Corporation the designated Unit Operator under said Unit Agreement, does hereby resign as Unit Operator, effective upon the selection and approval of a successor Unit Operator.

EXECUTED with effect as aforesaid the 4th day of October, 1995.

Attest:

CORDILLERA CORPORATION

Rethi S. Flower

John E. Jones
John E. Jones, Executive Vice President

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
 355 West North Temple, 3 Triad, Suite 350, Salt Lake City, UT 84180-1203

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

LETTIE FLOWER
 CORDILLERA CORPORATION
 5000 S QUEBEC ST #450
 DENVER CO 80237

UTAH ACCOUNT NUMBER: N0270

REPORT PERIOD (MONTH/YEAR): 12 / 95

AMENDED REPORT **(Highlight Changes)**

Well Name			Producing Zone	Well Status	Days Oper	Production Volumes		
API Number	Entity	Location				OIL(BBL)	GAS(MCF)	WATER(BBL)
<input checked="" type="checkbox"/>	UTAH FUEL #1							
4300716009	02550	14S 07E 5	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #2							
4300716010	02550	13S 07E 32	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #3							
4300716011	02550	13S 07E 32	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #4							
4300716012	02550	13S 07E 30	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #5							
4300716013	02550	13S 07E 31	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #8							
00716015	02550	13S 07E 19	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL #10							
4300716016	02550	14S 07E 5	FRSD					
<input checked="" type="checkbox"/>	H.E. WALTON #1							
4300716017	02550	14S 07E 17	FRSD					
<input checked="" type="checkbox"/>	UTAH MINERAL STATE							
4300730102	02550	13S 07E 29	FRSD					
<input checked="" type="checkbox"/>	UTAH FUEL A-1							
4301516021	02550	14S 07E 6	FRSD					
TOTALS								

COMMENTS: _____

I hereby certify that this report is true and complete to the best of my knowledge. Date: _____

Name and Signature: _____ Telephone Number: _____

DESIGNATION OF SUCCESSOR UNIT OPERATOR

Clear Creek Unit Area
Counties of Carbon and Emery
State of Utah
Unit Agreement No. 14-08-001-3512

THIS INDENTURE, dated as of the fourth day of October 1995, by and between Anschutz Exploration Corporation, hereinafter designated as "First Party," and the owners of unitized working interests, hereinafter designated as "Second Parties,"

WITNESSETH:

WHEREAS, under the provisions of the Act of February 25, 1920, 41 Stat. 437, 30 U. S. C. Secs. 181, et seq., as amended by the Act of August 8, 1946, 60 Stat. 950, the Secretary of the Interior, on the 13th day of March 1957, effective January 1, 1957, approved a Unit Agreement for the Clear Creek Unit Area, wherein Cordillera Corporation is designated as Unit Operator, and

WHEREAS said, Cordillera Corporation has resigned as such Operator and the designation of a successor Unit Operator is now required pursuant to the terms thereon; and

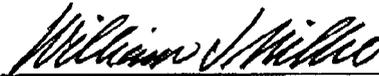
WHEREAS the First Party has been and hereby is designated by Second Parties as Unit Operator, and said First Party desires to assume all the rights, duties, and obligations of Unit Operator under the said Unit Agreement;

NOW, THEREFORE, in consideration of the premises hereinbefore set forth and the promises hereinafter stated, the First Party hereby covenants and agrees to fulfill the duties and assume the obligations of Unit Operator under and pursuant to all the terms of the Clear Creek Unit Agreement, and the Second Parties covenant and agree that, effective upon approval of this indenture by the Chief, Branch of Fluid Minerals, Bureau of Land Management, First Party shall be granted the exclusive right and privilege of exercising any and all rights and privileges as Unit Operator, pursuant to the terms and conditions of said Unit Agreement; said Unit Agreement being hereby incorporated herein by reference and made a part hereof as fully and effectively as though said Unit Agreement were expressly set forth in this instrument.

IN WITNESS WHEREOF, the parties hereto have executed this instrument as of the date hereinabove set forth.

FIRST PARTY

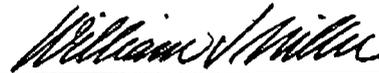
ANSCHUTZ EXPLORATION CORPORATION



William J. Miller, Vice President-Operations

SECOND PARTIES

ANSCHUTZ WESTERN CORPORATION



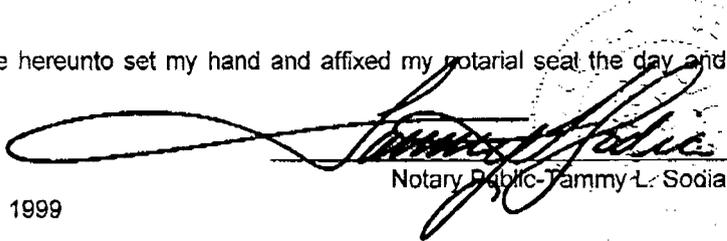
William J. Miller, Vice President-Operations

Execution Date:

STATE OF COLORADO)
) ss.
 COUNTY OF DENVER)

On this 14th day of FEBRUARY 1996, personally appeared before me William J. Miller, who, being by me duly sworn did say that he is the Vice President-Operations of **Anschutz Exploration Corporation** and that said instrument was signed on behalf of said Corporation by authority of its by-laws, and said William J. Miller acknowledged to me that said Corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

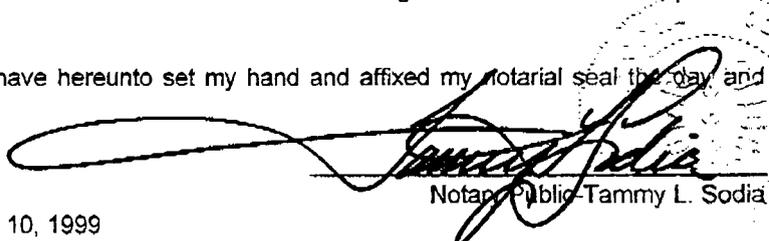

 Notary Public-Tammy L. Sodia

My commission expires: May 10, 1999

STATE OF COLORADO)
) ss.
 COUNTY OF DENVER)

On this 14th day of FEBRUARY 1996, personally appeared before me William J. Miller, who, being by me duly sworn did say that he is the Vice President-Operations of **Anschutz Western Corporation** and that said instrument was signed on behalf of said Corporation by authority of its by-laws, and said William J. Miller acknowledged to me that said Corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.


 Notary Public-Tammy L. Sodia

My commission expires: May 10, 1999

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1- VLC 7-SJ
2- BT 8-FILE
3- VLD
4- RJF
5- LEC
6- FILM ✓

Attach all documentation received by the division regarding this change.
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold) Designation of Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 3-20-96)

TO (new operator)	<u>ANSCHUTZ EXPLORATION CORP.</u>	FROM (former operator)	<u>CORDILLERA CORPORATION</u>
- (address)	<u>555 17TH ST #2400</u>	(address)	<u>5000 S QUEBEC ST #450</u>
	<u>DENVER CO 80202</u>		<u>DENVER CO 80237</u>
	<u>phone (303) 298-1000</u>		<u>phone (303) 779-8811</u>
	<u>account no. N 7940</u>		<u>account no. N0270</u>

Well(s) (attach additional page if needed): *CLEAR CREEK UNIT

Name: **SEE ATTACHED**	API: <u>11111111</u>	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec. _____	Twp. _____	Rng. _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- lec 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Reg. 3-25-96) (Rec'd 3-27-96)*
- lec 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Rec'd 3-29-96)*
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) _____ If yes, show company file number: _____.
- lec 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of **Federal and Indian** well operator changes should take place prior to completion of steps 5 through 9 below.
- lec 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(3-27-96)*
- lec 6. Cardex file has been updated for each well listed above. *(3-27-96)*
- lec 7. Well file labels have been updated for each well listed above. *(3-27-96)*
- lec 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(3-27-96)*
- lec 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- Yes* 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes no) (If entity assignments were changed, attach copies of Form 6, Entity Action Form). Entity 2550 "Clear Creek Unit / FRSD P.A."
- N/A* 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only) #10-42-53 (\$80,000) National Union Fire Ins. Co.
**Trust Lands (\$80,000) eff. 4-6-95 #10-42-54 "Nat'l Union Fire Ins. Co."*

- Yes* 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
2. A copy of this form has been placed in the new and former operators' bond files. ** Upon compl. of routing.*
- Yes* 3. The former operator has requested a release of liability from their bond (yes no) _____. Today's date March 27, 1996. If yes, division response was made by letter dated _____ 19____.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- N/A* 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated _____ 19____, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested. *no longer done per RUP directive*
- STS* 2. Copies of documents have been sent to State Lands for changes involving State leases. *Sent to Ed Banner 4/8/96*

FILMING

1. All attachments to this form have been microfilmed. Date: _____ 19____.

FILING

1. Copies of all attachments to this form have been filed in each well file.
2. The original of this form and the original attachments have been filed in the Operator Change file.

COMMENTS

960327 BLM/SL Appr. eff. 3-20-96.

WELL STATUS REPORTS
UTAH STATE OFFICE

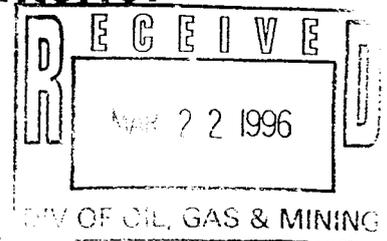
INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003512A		CLEAR CREEK FE							
891003512A	430071601700S1	1	NWNE	17	14S	7E	PGW	UTU02354	CORDILLERA CORPORATION
891003512A	430071600900S1	1	SESW	5	14S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430071601600S1	10	NWNE	5	14S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430073010200S1	12561	SWNW	29	13S	7E	GSI	FEE mL-1256	CORDILLERA CORPORATION
891003512A	430151601800X1	16	NESW	29	14S	7E	ABD	UTU02353	CORDILLERA CORPORATION
891003512A	430153005300X1	17	SWNE	20	14S	7E	ABD	UTU02353	CORDILLERA CORPORATION
891003512A	430151602100S1	1A	SWSW	6	14S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430151602400X1	1X	NESW	19	14S	7E	ABD	UTU01740	CORDILLERA CORPORATION
891003512A	430071601000S1	2	SWSW	32	13S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430071601100S1	3	NWSE	32	13S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430071601200S1	4	SWSW	30	13S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430071601300S1	5	SWSW	31	13S	7E	GSI	FEE	CORDILLERA CORPORATION
891003512A	430071601400X1	7	SESW	17	13S	7E	ABD	FEE	CORDILLERA CORPORATION
891003512A	430071601500S1	8	NENW	19	13S	7E	PGW	FEE	CORDILLERA CORPORATION
891003512A	430151121700X1	A1	NWSW	32	14S	7E	ABD	UTU01481	CORDILLERA CORPORATION
891003512A	430151030600X1	A1	NESW	5	15S	7E	P+A	FEE H-01339	CORDILLERA CORPORATION
891003512A	430151602300X1	A3	NESW	30	14S	7E	ABD	UTU02353	CORDILLERA CORPORATION

COPY

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155



March 20, 1996

Anschutz Exploration Corporation
2400 Anaconda Tower
555 Seventeen Street
Denver, Colorado 80202

Re: Clear Creek Unit
Carbon & Emery Counties, Utah

Gentlemen:

On March 15, 1996, we received an indenture whereby Cordillera Corporation resigned as Unit Operator and Anschutz Exploration Corporation was designated as Successor Unit Operator for the Clear Creek Unit, Carbon & Emery Counties, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby accepted effective March 20, 1996. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Clear Creek Unit Agreement.

Your nationwide (Colorado) oil and gas bond No. 1040 will be used to cover all operations within the Clear Creek Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: District Manager - Moab (w/enclosure)
~~Division of Oil, Gas & Mining~~
Division of Lands and Mineral Operations U-942
File - Clear Creek Unit (w/enclosure)
MMS - Data Management Division
Agr. Sec. Chron
Fluid Chron

U-922:TAThompson:tt:03-20-96

Cordillera Corporation

(619) 455-4683

Fax: (619) 455-2643

FAX TRANSMISSION COVER SHEET

Date: 3-27-96

To: Lisha Cordova

Fax: 8013593940

Subject: Resignation of Unit Operator

Sender: Lettie Flower

YOU SHOULD RECEIVE 2 PAGE(S), INCLUDING THIS COVER SHEET. IF YOU DO NOT RECEIVE ALL THE PAGES, PLEASE CALL (619) 455-4683.

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Clear Creek
2. NAME OF OPERATOR: Anschutz Exploration Corporation		8. WELL NAME and NUMBER: Utah Fuel #4
3. ADDRESS OF OPERATOR: 555 17th St., Ste. 2400 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4300716012
		10. FIELD AND POOL, OR WILDCAT: Clear Creek
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130' FSL and 972' FWL		COUNTY: Carbon
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Plan of Operations</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Anschutz Exploration Corporation has an active exploration program in the Clear Creek Unit where this well is located.

We have delayed any action on the inactive wells in the Unit until we determine if it may be feasible to re complete these wells in the Upper Ferron. We plan to gather data to determine feasibility during the drilling and completion of our exploration well.

We plan to make a decision by September 15, 2000 to either drill an exploratory well in the Unit or abandon the location. If we elect to abandon our location, then we will also elect to plug and abandon the Utah Fuel #4 well. If we drill the exploratory well and are successful, then we will submit a Sundry Notice of our plans for the Utah Fuel #4 well at that time.

NAME (PLEASE PRINT) <u>Hal B. Koerner, Jr.</u>	TITLE <u>General Manager, Drilling & Production</u>
SIGNATURE <u><i>Hal B Koerner</i></u>	DATE <u>8/4/2000</u>

(This space for State use only)

Accepted for the
UNIT OF THE STATE OF
Oil, Gas and Mining
FOR RECORD ONLY



EXPLORATION CORPORATION

555 SEVENTEENTH STREET • SUITE 2400 • DENVER, COLORADO 80202 • 303-298-1000 • FAX 303-298-8881

August 8, 2000

Via Federal Express

State of Utah
Division of Oil, Gas and Mining
1594 W. North Temple
Salt Lake City, Utah 84114-5801
Attn: Mr. Bob Kruger, Petroleum Engineer

Re: Clear Creek Field, Carbon and Emery Counties, Utah
Sundry Notices – Plan of Operations

Dear Mr. Kruger:

Enclosed please find Sundry Notices denoting Anschutz' plan of operations for each of the following wells:

Utah Fuel A-1
Utah Fuel #1
Utah Fuel #2
Utah Fuel #3
Utah Fuel #4
Utah Fuel #5
Utah Fuel #10
Utah Mineral State

Please contact the undersigned if you have any questions and thank you for your cooperation.

Sincerely,

ANSCHUTZ EXPLORATION CORPORATION

Susan M. Miller
Operations Technician

SMM
Enclosures

RECEIVED

AUG 09 2000

DIVISION OF
OIL, GAS AND MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Anschutz Exploration Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 555 17th St., Ste. 2400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Clear Creek
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130' FSL and 972' FWL		8. WELL NAME and NUMBER: Utah Fuel #4
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E		9. API NUMBER: 4300716012
COUNTY: Carbon		10. FIELD AND POOL, OR WILDCAT: Clear Creek
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
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	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Plan of Operations</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Anschutz Exploration Corporation has an active exploration program in the Clear Creek Unit where this well is located.
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RECEIVED

AUG 09 2000

DIVISION OF
OIL, GAS AND MINING

NAME (PLEASE PRINT) <u>Hal B. Koerner, Jr.</u>	TITLE <u>General Manager, Drilling & Production</u>
SIGNATURE <u><i>Hal B. Koerner</i></u>	DATE <u>8/4/2000</u>

(This space for State use only)



State of Utah
 DEPARTMENT OF NATURAL RESOURCES
 DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
 Governor
 Kathleen Clarke
 Executive Director
 Lowell P. Braxton
 Division Director

1594 West North Temple, Suite 1210
 PO Box 145801
 Salt Lake City, Utah 84114-5801
 801-538-5340
 801-359-3940 (Fax)
 801-538-7223 (TDD)

August 21, 2000

CERTIFIED MAIL NO.: Z 350 464 804

Hal B. Koerner, Jr.
 Anschutz Exploration Corporation
 555 17th Street, Suite 2400
 Denver, CO 80202

Re: Non-Compliance of Shut-in Wells in the Clear Creek Field

Dear Mr. Koerner:

In a letter dated February 17, 1999, the Utah Division of Oil, Gas and Mining (the "Division") notified the Anschutz Exploration Corporation ("Anschutz") of non-compliance of eight wells in the Clear Creek Field in Carbon and Emery Counties. In accordance with Oil and Gas Conservation General Rule R 649-3-36, Shut-in and Temporarily Abandoned Wells, this notification requested specific and detailed information regarding why these wells should not be plugged and evidence as to their mechanical integrity. The notification requested a response within 30 days. A response was not received from Anschutz within the requested time frame.

On May 25, 1999 the Division initiated a follow-up telephone conversation with Anschutz. During this conversation, Anschutz indicated to the Division that sundry notices would be forthcoming concerning the wells in question. The Division did not receive the documents following this conversation. Recent conversations with Anschutz have resulted in the August 9, 2000 filing of sundry notices for the subject wells. The submitted sundry notices do not fully address the requirements outlined in our February 17, 1999 compliance notification and are therefore being returned unapproved. Furthermore, since our initial correspondence one additional well, the Oman 2-20, has also remained inactive for longer than five years.

Wells that currently do not meet the requirements of R 649-3-36 include:

Lease Type	Well API #	Well Name	Well Status	Completion Date	Years Inactive
Fee	007-16009	Utah Fuel 1	SI	1951	>16
Fee	007-16010	Utah Fuel 2	SI	1952	>16
Fee	007-16011	Utah Fuel 3	SI	1952	>16
Fee	007-16012	Utah Fuel 4	SI	1952	>16
Fee	007-16013	Utah Fuel 5	SI	1953	>16
Fee	007-16016	Utah Fuel 10	SI	1954	>16
Fee	015-16021	Utah Fuel A1	SI	1955	>16
State	007-30102	Utah Mineral State	SI	1954	>16
State	007-30289	Oman 2-20	SI	1996	>5

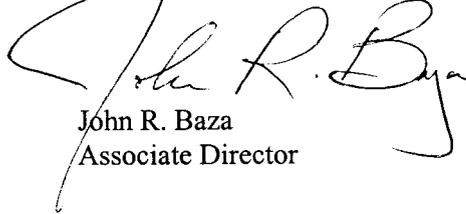
Page Two
Hal B. Koerner, Jr.
August 21, 2000

Therefore, the Division has determined that good cause has not been shown for extended shut-in of the subject wells, and Anschutz should proceed to file appropriate plans for approval by the Division to either recomplete the wells for production or to plug and abandon the wells in accordance with Rule R649-3-24, Plugging and Abandonment of Wells. Such plans should be submitted within 90 days of your receipt of this correspondence.

Recognizing that the wells are located in mountainous terrain and that inclement weather may commence in the area within the next few months, the Division will allow Anschutz a period of one year from the date of this letter to accomplish necessary operations to either produce or plug and abandon the subject wells. If Anschutz has accomplished neither activity by the required date, the Division may file a Notice of Agency Action for adjudication to determine whether Anschutz should be subject to bond forfeiture for failure to properly plug and abandon the subject wells.

I request that you give this matter your immediate attention. If you have any questions, please contact Robert J. Krueger, Petroleum Engineer at (801) 538-5274 or myself at (801) 538-5334.

Sincerely,



John R. Baza
Associate Director

er

Attachments

cc: Robert J. Krueger, Petroleum Engineer
Elaine Zieroth, Forest Supervisor, Manti-La Sal National Forest
Utah School and Institutional Trust Lands Administration
Well files

LAW OFFICES OF
VAN COTT, BAGLEY, CORNWALL & M^CCARTHY

A PROFESSIONAL CORPORATION
ESTABLISHED 1874

50 SOUTH MAIN STREET, SUITE 1600
POST OFFICE BOX 45340
SALT LAKE CITY, UTAH 84145-0340
TELEPHONE (801) 532-3333
FACSIMILE (801) 534-0058

SUITE 900
2404 WASHINGTON BOULEVARD
OGDEN, UTAH 84401
(801) 394-5783
FACSIMILE (801) 627-2522

BUILDING C, SUITE 200-A
2200 PARK AVENUE
PARK CITY, UTAH 84060
(435) 649-3889
FACSIMILE (435) 649-3373

BENNETT, HARKNESS & KIRKPATRICK
1874-1890

BENNETT, MARSHALL & BRADLEY
1890-1896

BENNETT, HARKNESS, HOWAT
SUTHERLAND & VAN COTT
1896-1902

SUTHERLAND, VAN COTT & ALLISON
1902-1907

VAN COTT, ALLISON & RITER
1907-1917

VAN COTT, RITER & FARNSWORTH
1917-1947

(801) 237-0352

January 19, 2001

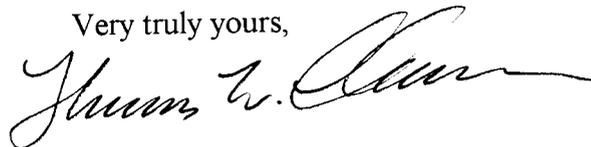
Mr. Jim Thompson
UTAH DIVISION OF OIL, GAS AND MINING
1594 West North Temple, Ste. 1210
Salt Lake City, Utah 84114-5801

Re: *Edward Mike Davis*
Registration with Utah Department of Commerce

Dear Jim

We represent Edward Mike Davis with respect to certain oil and gas properties associated with the Clear Creek Unit located in Carbon and Emery Counties. Steve Chamberlain asked me to contact you regarding the Utah Department of Commerce's rejection of Mr. Davis's Business Name Registration Application. For your convenience, I have enclosed copies of the documents that we filed with the Department of Commerce on Mr. Davis's behalf. As you can see, the Department is of the view that, since Mr. Davis will be operating under his own name, he does not need to register with the state. We were informed by the Department that Mr. Davis can do business in the state under his social security number. If you have any questions or need further information, please do not hesitate to contact me.

Very truly yours,



Thomas W. Clawson

Enclosures

cc: Steve Chamberlain (via fax (713) 629-4364, w/encl.)



Documents and Services Return Notice

We apologize for having to return your document or request for service for the reason(s) indicated below:
 Please make the necessary correction(s) and return your document. You will have thirty (30) days to re-submit this Return Notice. If this is not received within the prescribed time a new processing fee will be due.

- Fee Payment:**
 - The required document or service fee is \$ _____. Please send \$ _____ payable to the State of Utah.
 - Your paperwork was not returned within the time prescribed, thirty(30) days, a new processing fee is due.
- Business Name Conflict:**
 - The name is not available in Utah (see transcript of conflict enclosed).
 - The name is the same as owner/applicant.
 - The requested business name is the same as your qualified entity.
- Registered Agent:**
 - Require name of Registered Agent.
 - Require Utah street address for Registered Agent.
 - Address of Registered Agent and Registered Office must be the same.
- Required Signatures From:**

<input type="checkbox"/> Registered agent.	<input type="checkbox"/> General Partner(s).
<input type="checkbox"/> Incorporators.	<input type="checkbox"/> Applicant/Owner.
<input type="checkbox"/> Member/Manager.	
- Articles/Application Require:**
 - Business Purpose.
 - Street address for principal office.
 - Duration.
 - Names and addresses of :

<input type="checkbox"/> Three (3) Trustees	<input type="checkbox"/> Managers.
<input type="checkbox"/> Members.	
 - The company listed as the owner must be qualified in Utah.
- Foreign (Non-Utah) Application:**
 - Must provide a certificate of existence from home state. Certificates older than 90 days will not be accepted.
 - Must register under the same name in Utah as in the home state.
 - Registration date on application doesn't match the date of incorporation on the existence.
- Other:** If you are doing business and under your own name, does not need to be registered with the State.

STATE OF UTAH
 DIVISION OF CORPORATIONS AND
 COMMERCIAL CODE
 In person: 160 East 300 South, Main Floor
 Mail: 160 East 300 South, 2nd Floor, Box 146705
 Salt Lake City, Utah 84114-6705
 Service Center: (801)530-4849
 Fax: (801)530-6111
 Web Site: <http://www.commerce.state.ut.us>





Check Here If:	Non-Refundable Fee
<input checked="" type="checkbox"/> New Name	\$20.00
<input type="checkbox"/> Applicant/Owner Change	N/A
<input checked="" type="checkbox"/> Expedited Fee	\$75.00

Business Name Registration / DBA Application

The filing of this application and its approval by the Division of Corporations and Commercial Code does not authorize the use in the State of Utah of an assumed name in violation of the rights of another under federal, state, or common law (U.C.A. Section 42-2-5 Et seq.). You may file this paperwork in person or mail or fax to the Division of Corporations (Please file in duplicate). If mailing, please include one (1) self addressed envelope with application. If you are faxing you must include, on a cover sheet, the number of a VISA/MasterCard with the date of expiration. Other means of payment are check or cash. If hand written, must be legible.

●When approved, your business name is registered for 3 years (U.C.A. 42-2-8)●

Do not use this form for changes other than Applicant/Owner change

Do not use this form if this business will need a new state tax registration

If you want a new name, (adding or changing the existing name) a new DBA filing is required.

BUSINESS INFORMATION

1. Requested Business Name: Edward Mike Davis
2. Purpose of the Business: Oil, Gas and Minerals; Exploration and Production
3. Business address: 5177 Richmond Avenue, Suite 740, Houston Texas 77056
Street address City State Zip
4. REGISTERED AGENT (Required Information):
 - 4a. Thomas W. Clawson
Print the Registered Agent Name
 - 4b. 
Signature of Accepting Agent
 - (801) 532-3333
Daytime Phone Number
 - 4d. 50 South Main, Suite 1600
Street Address ONLY
 - Salt Lake City, UTAH 84144
City State Zip

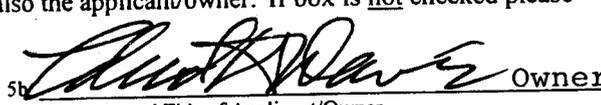
INFORMATION ABOUT YOU, THE APPLICANT / OWNER:

- I. If the applicant/owner is a business, the business entity must be in good standing and incorporated, or be registered or qualified in the state of Utah.
- II. When changing applicant(s) / owner(s) a letter of transfer must be attached.

5. APPLICANT/OWNER INFORMATION:

Is the applicant/owner a registered business in the state of Utah? Yes No

Check this box if the name of the registered agent listed above is also the applicant/owner. If box is not checked please complete 5a through 6b.

- 5a. Edward Mike Davis
Print Person or Business Name
- 5b. 
Signature and Title of Applicant/Owner
- 5c. 5177 Richmond Avenue, Suite 740,
Address Houston Texas 77056
City State Zip
6. 6a. _____
Print Person or Business Name
- 6b. _____
Signature and Title of Applicant/Owner
- 6c. _____
Address _____ City _____ State _____ Zip

IF NEEDED, YOU MAY USE AN ATTACHED SHEET FOR ADDITIONAL APPLICANTS.

Mail In: 160 East 300 South, 2nd Fl, Box 146705
 Salt Lake City, UT 84114-6705
Walk In: 160 East 300 South, Main Floor
Corporation's Information Center: (801)530-4849
Toll Free: (877)526-3994 (Utah Residents)
Fax: (801)530-6111
Web Site: <http://www.commerce.state.ut.us>



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

RECEIVED

JAN 25 2001

DIVISION OF
OIL, GAS AND MINING

IN REPLY REFER TO
UT-931

January 25, 2001

Edward Mike Davis
5177 Richmond Avenue, Suite 740
Houston, Texas 77056

Re: Clear Creek Unit
Carbon and Emery Counties, Utah

Gentlemen:

On January 17, 2001, we received an indenture dated December 31, 2000 whereby Anschutz Exploration Corporation resigned as Unit Operator and Edward Mike Davis was designated as Successor Unit Operator for the Clear Creek Unit, Carbon and Emery Counties, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective January 25, 2001. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Clear Creek Unit Agreement.

Your statewide (Utah) oil and gas bond No. 1205 will be used to cover all operations within the Clear Creek Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Moab (w/enclosure)
Division of Oil, Gas & Mining
Minerals Adjudication Group U-932
File - Clear Creek Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron

UT931:TAThompson:tt:1/25/01

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

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Edward Mike Davis

3. ADDRESS OF OPERATOR: 5177 Richmond Avenue, Suite 740, Houston, TX 77056
PHONE NUMBER: (713) 629-9550

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

5. LEASE DESIGNATION AND SERIAL NUMBER:
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:
Clear Creek
8. WELL NAME and NUMBER:
9. API NUMBER:
10. FIELD AND POOL, OR WILDCAT:
Clear Creek

COUNTY:
STATE: UTAH

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Transfer of wells</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective December 31, 2000, Anschutz Exploration Corporation has resigned as Unit Operator and Edward Mike Davis is now designated as the successor Operator of the Clear Creek Unit covering Lands and Leases situated in Carbon and Emery Counties, Utah.

Attached to this Sundry Notice is a Schedule of Wells in the Clear Creek Unit area which are being transferred to Edward Mike Davis.

ANSCHUTZ EXPLORATION CORPORATION

By: Todd R. Kalstrom **RECEIVED**
Todd R. Kalstrom
Land Manager

Execution Date: JANUARY 25, 2001 JAN 29 2001
DIVISION OF OIL, GAS AND MINING

NAME (PLEASE PRINT) Steve Chamberlain TITLE Agent for Edward Mike Davis
SIGNATURE Steve Chamberlain DATE JANUARY 26, 2001

EXHIBIT "A"

SCHEDULE OF WELLS

<u>Well No.</u>	<u>Description</u>	<u>API No.</u>	<u>County</u>	<u>Lease Type</u>
Utah Fuel #A-1	<u>Township 14 South, Range 7E</u> Section 6: SW/4 SW/4	43-015-16021	Emery	Fee
Utah Fuel #1	<u>Township 14 South, Range 7E</u> Section 5: SE/4 SW/4	43-007-16009	Carbon	Fee
Utah Fuel #2	<u>Township 13 South, Range 7E</u> Section 32: SW/4 SW/4	43-007-16010	Carbon	Fee
Utah Fuel #3	<u>Township 13 South, Range 7E</u> Section 32: NW/4 SE/4	43-007-16011	Carbon	Fee
Utah Fuel #4	<u>Township 13 South, Range 7E</u> Section 30: SW/4 SW/4	43-007-16012	Carbon	Fee
Utah Fuel #5	<u>Township 13 South, Range 7E</u> Section 31: SW/4 SW/4	43-007-16013	Carbon	Fee
Utah Fuel #8	<u>Township 13 South, Range 7E</u> Section 19: NE/4 NW/4	43-007-16015	Carbon	Fee
Utah Fuel #10	<u>Township 14 South, Range 7E</u> Section 5: NW/4 NE/4	43-007-16016	Carbon	Fee
Utah State Mineral #1	<u>Township 13 South, Range 7E</u> Section 29: SW/4 NW/4	43-007-30102	Carbon	State
H. E. Walton #1	<u>Township 14 South, Range 7E</u> Section 17: NW/4 NE/4	43-007-11179	Carbon	Federal
Oman #2-20	<u>Township 13 South, Range 7E</u> Section 20: NW/4 NE/4	43-007-30289	Carbon	State

RECEIVED

JAN 29 1981

DIVISION OF
OIL, GAS AND MINING

Results of query for MMS Account Number 891003512A

API Number	Operator	Well Name	Well Status	Lease or CA Number	Inspection Item	Township	Range	Section	Quarter/Quarter	Field Name	Product Zone
4300716009	ANSCHUTZ EXPLORATION CORP	1 UTAH FUEL	GSI	FEE	891003512A	14S	7E	5	SESW	CLEAR CREEK	FERROM SANDST
4300716010	ANSCHUTZ EXPLORATION CORP	2 UTAH FUEL	GSI	FEE	891003512A	13S	7E	32	SWSW	CLEAR CREEK	FERROM SANDST
4300716011	ANSCHUTZ EXPLORATION CORP	3 UTAH STATE	GSI	FEE	891003512A	13S	7E	32	NWSE	CLEAR CREEK	FERROM SANDST
4300716012	ANSCHUTZ EXPLORATION CORP	4 UTAH FUEL	GSI	FEE	891003512A	13S	7E	30	SWSW	CLEAR CREEK	FERROM SANDST
4300716013	ANSCHUTZ EXPLORATION CORP	5 UTAH STATE	GSI	FEE	891003512A	13S	7E	31	SWSW	CLEAR CREEK	FERROM SANDST
4300716014	ANSCHUTZ EXPLORATION CORP	7 UTAH FUEL	ABD	FEE	891003512A	13S	7E	17	SESW	CLEAR CREEK	FERROM SANDST
4300716015	ANSCHUTZ EXPLORATION CORP	8 UTAH FUEL	PGW	FEE	891003512A	13S	7E	19	NENW	CLEAR CREEK	FERROM SANDST
4300716016	ANSCHUTZ EXPLORATION CORP	10 UTAH FUEL	GSI	FEE	891003512A	14S	7E	5	NWNE	CLEAR CREEK	FERROM SANDST
4300716017	ANSCHUTZ EXPLORATION CORP	1 HELEN E WALTON	PGW	UTU02354	891003512A	14S	7E	17	NWNE	CLEAR CREEK	FERROM SANDST
4300730102	ANSCHUTZ EXPLORATION CORP	1 UTAH STATE	GSI	FEE	891003512A	13S	7E	29	SWNW	CLEAR CREEK	FERROM SANDST

4300730289	ANSCHUTZ EXPLORATION CORP	2-20	GSI	STATE	891003512A	13S	7E	20	NWNE	CLEAR CREEK	FERRON SANDST
4301510306	ANSCHUTZ EXPLORATION CORP	1-A C K STEINER	P+A	FEE	891003512A	15S	7E	5	NESW	CLEAR CREEK	FERRON SANDST
4301511217	ANSCHUTZ EXPLORATION CORP	1 T F KEARNS JR A	ABD	UTU01481	891003512A	14S	7E	32	NWSW	CLEAR CREEK	FERRON SANDST
4301516018	ANSCHUTZ EXPLORATION CORP	16 CLEAR CREEK UNIT	ABD	UTU02353	891003512A	14S	7E	29	NESW	CLEAR CREEK	FERRON SANDST
4301516021	ANSCHUTZ EXPLORATION CORP	1-A UTAH FUEL	GSI	FEE	891003512A	14S	7E	6	SWSW	CLEAR CREEK	FERRON SANDST
4301516023	ANSCHUTZ EXPLORATION CORP	3-A H E WALTON	ABD	UTU02353	891003512A	14S	7E	30	NESW	CLEAR CREEK	FERRON SANDST
4301516024	ANSCHUTZ EXPLORATION CORP	1-X PAUL WATSON	ABD	UTU01740	891003512A	14S	7E	19	SESW	CLEAR CREEK	FERRON SANDST
4301530053	ANSCHUTZ EXPLORATION CORP	17 CLEAR CREEK UNIT	ABD	UTU02353	891003512A	14S	7E	20	SWNE	CLEAR CREEK	

DISCLAIMER for online data: No warranty is made by the BLM for use of the data for purposes not intended by the BLM.

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS	<input checked="" type="checkbox"/>
2. CDW	<input checked="" type="checkbox"/>	5-SP	<input checked="" type="checkbox"/>
3. JLT		6-FILE	

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective: **12-31-2000**

FROM: (Old Operator):
ANSCHUTZ EXPLORATION CORPORATION
Address: 555 17TH STREET STE 2400
DENVER, CO 80202
Phone: 1-(303)-298-1000
Account No. N7940

TO: (New Operator):
EDWARD MIKE DAVIS
Address: 5177 RICHMOND AVE STE 740
HOUSTON, TX 77056
Phone: 1-(713)-629-9550
Account No. N1545

CA No.

Unit: CLEAR CREEK

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH FUEL 8	43-007-16015	2550	19-13S-07E	FEE	GW	P
OMEN 2-20	43-007-30289	11875	20-13S-07E	STATE	GW	S
UTAH MINERAL STATE	43-007-30102	2550	29-13S-07E	STATE	GW	S
UTAH FUEL 4	43-007-16012	2550	30-13S-07E	FEE	GW	S
UTAH FUEL 5	43-007-16013	2550	31-13S-07E	FEE	GW	S
UTAH FUEL 2	43-007-16010	2550	32-13S-07E	FEE	GW	S
UTAH FUEL 3	43-007-16011	2550	32-13S-07E	FEE	GW	S
UTAH FUEL 1	43-007-16009	2550	05-14S-07E	FEE	GW	S
UTAH FUEL 10	43-007-16016	2550	05-14S-07E	FEE	GW	S
H E WALTON 1	43-007-16017	2550	17-14S-07E	FEDERAL	GW	S
UTAH FUEL 1-A	43-015-16021	2550	06-14S-07E	FEE	GW	S

OPERATOR CHANGES DOCUMENTATION

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 01/22/2001
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 01/29/2001
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 01/31/2001
- Is the new operator registered in the State of Utah: YES Business Number: SSN
- If **NO**, the operator was contacted on: N/A
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: N/A

7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: 01/25/2001
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC") Prog:** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 01/31/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 01/31/2001
3. Bond information entered in RBDMS on: 01/31/2001
4. Fee wells attached to bond in RBDMS on: 01/31/2001

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: RLB 0002757

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond No: RLB 0002728
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 01/31/2001

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 2-21-01

FILING:

1. **ORIGINALS/COPIES** of all attachments pertaining to each individual well have been filled in each well file on: _____

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: <i>Fee</i>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Clear Creek Unit
2. NAME OF OPERATOR: Edward Mike Davis		8. WELL NAME and NUMBER: Utah Fuel #4
3. ADDRESS OF OPERATOR: 5177 Richmond Ave. CITY Houston STATE TX ZIP 77056	PHONE NUMBER: 713-629-9550	9. API NUMBER: 43-007-16012
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130' FSL & 972' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW Sec.30 ¹³⁵ T17S R7E U.P.M.		10. FIELD AND POOL, OR WILDCAT: Ferron Formation COUNTY: Carbon STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT <small>(Submit in Duplicate)</small> Approximate date work will start: <i>August 2, 2001</i>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT <small>(Submit Original Form Only)</small> Date of work completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Schematic attached
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

- 1) Notify B.L.M., Forest Service, and/or fee owner as required.
- 2) Move in and rig up service unit-Set steel swab tanks-Obtain necessary safety equipment. (BOP's,etc.)
- 3) Conduct safety meeting and discuss workover procedure with crew.
- 4) Blow well down-Nipple down wellhead and swab test well to tank. Evaluate.
- 5) If no gas-Pull tubing and check TD. Clean out to TD and test.
- 6) Depending on results, turn in line or prepare to abandon.

COPY SENT TO OPERATOR
 Date: 7-10-01
 Initials: CHC

APPROVED BY THE STATE OF UTAH DEPARTMENT OF OIL, GAS AND MINING
 DATE: 7/05/01
Dan R Dent

NAME (PLEASE PRINT) <u>Steve Chamberlain</u>	TITLE <u>Agent</u>
SIGNATURE <u>Steve Chamberlain</u>	DATE <u>June 27, 2001</u>

(This space for State use only)

***CONDITIONS OF APPROVAL
TO WORKOVER WELL***

Well Name and Number:	Utah Fuel #4
API Number:	43-007-16012
Operator:	Edward Mike Davis
Type of Approval Requested:	Workover well
Reference Document:	Sundry notice dated June 27, 2001, received by DOGM on June 29, 2001

Approval Conditions:

1. Notify the Division at least 24 hours prior to conducting workover operations. Please call Dustin Doucet at 801-538-5281.
2. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.



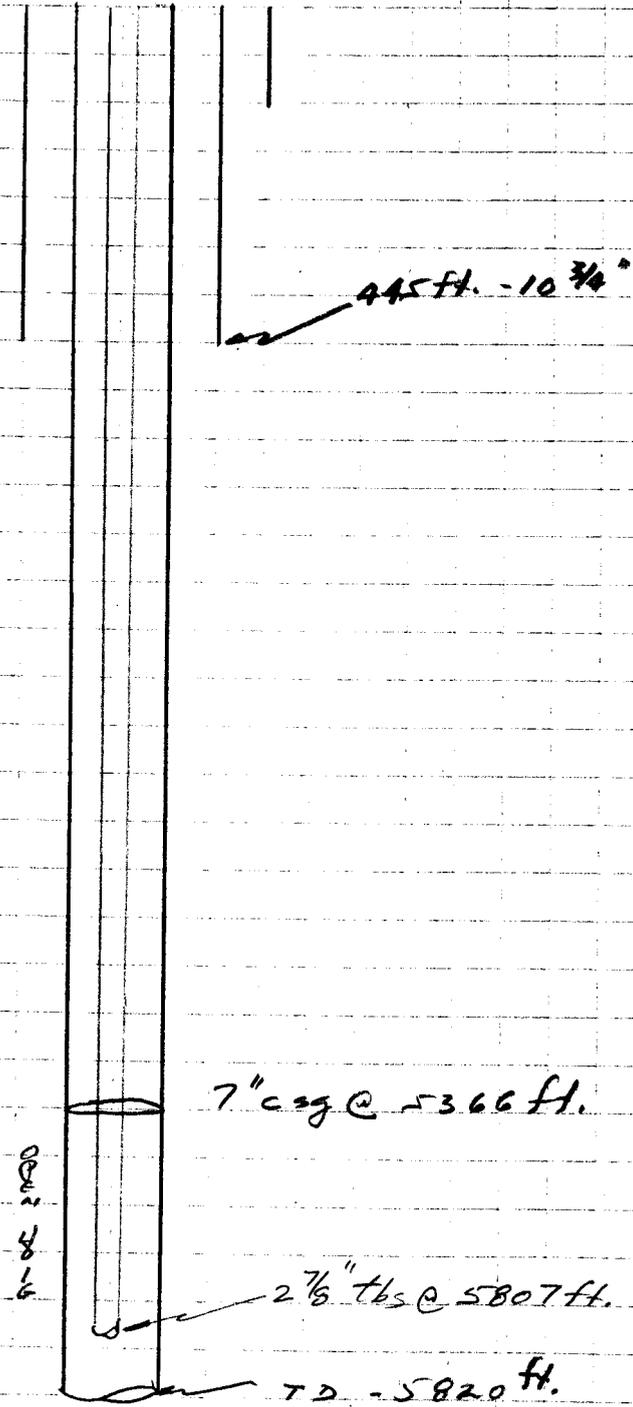
Dustin K. Doucet
Petroleum Engineer

July 5, 2001
Date

Csg. Schematic

Well Name: Utah Fuel #4

Grd. Elev. 9295 ft.





State of Utah
 DEPARTMENT OF NATURAL RESOURCES
 DIVISION OF OIL, GAS AND MINING

operator file

Michael O. Leavitt
 Governor
 Kathleen Clarke
 Executive Director
 Lowell P. Braxton
 Division Director

1594 West North Temple, Suite 1210
 PO Box 145801
 Salt Lake City, Utah 84114-5801
 801-538-5340
 801-359-3940 (Fax)
 801-538-7223 (TDD)

November 6, 2001

Certified Mail 7000 0520 0023 0993 8266

Edward Mike Davis
 5177 Richmond Avenue, Suite 740
 Houston, Texas 77056

Re: Notice of Violation of Shut-in and Temporarily Abandoned Wells in the Clear Creek Field, Carbon County, Utah

Dear Mr. Davis:

By letter dated August 21, 2000, the Division of Oil, Gas and Mining ("the Division") required Anschutz Corporation ("Anschutz") to comply with Rule R649-3-36, Shut-in and Temporarily Abandoned Wells (SI/TA), (copies of letter and rule are attached) for nine wells within the Clear Creek Field of Carbon County, Utah. The Division specifically required Anschutz to either produce or plug and abandon the subject wells within one year of the date of the original letter. During early calendar year 2001, the wells at issue transferred to your company, and the Division subsequently notified you that you would be subject to the original compliance deadline that was established for Anschutz of August 21, 2001. The Division has received reports that you have plugged one of the wells on the original list; however, for the remaining wells, **your company did not perform the required work by the original deadline, and this letter serves as a Notice of Violation ("NOV") that eight of the original subject wells remain in violation of Rule R649-3-36.**

The Division recognizes that you recently attempted to begin work on the nine original wells by plugging the Utah Fuel #A1 well and by submitting plans to plug one other well on the list. As a result of these recent efforts, the Division will allow you to enter a consent order to resolve this NOV. In summary, the consent order is a contractual agreement by which the Division agrees to defer its enforcement action against you as long as you comply with the terms of the agreement. The terms of the consent agreement will require you to strictly adhere to deadlines, which show diligent progress to resolving the violations. If you comply with all terms of the agreement within the specified deadlines, the violations will be deemed fully resolved. However, if you do not fully comply with the terms of the agreement, the Division will continue its enforcement action against you under the terms of the order, including payment of civil penalties described in the agreement. **Please be aware**

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Page Two
November 6, 2001
Edward Mike Davis

that, in order to enter the consent agreement, you will be required to waive some of your due process rights under the law thereby making it easier for the Division to seek and obtain civil penalties against you if you do not comply with the terms of the consent agreement.

The general terms of the consent agreement would require you to comply with a Corrective Action Plan ("Plan") to progressively plug or return to production the remaining eight wells in the Clear Creek Field (listed below) that are currently in violation of the SI/TA rule. You are responsible for preparing the proposed Plan, which shall be submitted to the Division by November 30, 2001, and the Plan shall include the following for each well:

1. A detailed description of the work to be performed.
2. The anticipated duration and date of completion for the proposed work that shall include:
 1. The date the well is put on production, or;
 2. The date the plugging and abandonment procedures are completed.

Upon submittal of the Plan, the Division will determine if the Plan is reasonable and the Division will either approve or deny the proposal. At that time you will be asked to enter the consent order, a copy of which will be provided to you. If a Plan is not submitted by the above deadline, the Division will assume you do not wish to pursue negotiation of a consent agreement.

If you do not wish to enter the consent agreement, the Division shall schedule an adjudicative hearing to order the performance of the necessary work for each well and to establish an appropriate deadline for completing the work. Strict adherence to all deadlines shall be enforced. If any deadline is missed, whether according to the voluntary Plan or according to an order of the Division, you will be subject to appropriate enforcement action that can include:

1. The Board of Oil, Gas and Mining ("Board") levying fines up to \$10,000.00 per day for every well in violation given the authority provided under U.C.A. 40-6-11, part 4, and/or
2. The forfeiture of your posted bond.

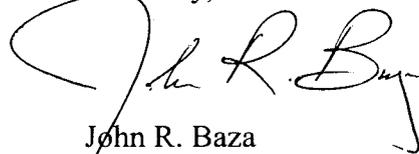
Page Three
November 6, 2001
Edward Mike Davis

The wells currently in violation are as follows:

Lease Type	Well API #	Well Name	Well Status	Completion Date	Years Inactive
Fee	43-007-16009	Utah Fuel 1	SI	1951	>17
Fee	43-007-16010	Utah Fuel 2	SI	1952	>17
Fee	43-007-16011	Utah Fuel 3	SI	1952	>17
Fee	43-007-16012	Utah Fuel 4	SI	1952	>17
Fee	43-007-16013	Utah Fuel 5	SI	1953	>17
Fee	43-007-16016	Utah Fuel 10	SI	1954	>17
State	43-007-30102	Utah Mineral St	SI	1954	>17
State	43-007-30289	Oman 2-20	SI	1996	>5

If you have any questions concerning this matter, please contact Dustin Doucet, Petroleum Engineer for the Division at (801) 538-5281.

Sincerely,



John R. Baza
Associate Director

er
cc: L. Braxton
D. Doucet
G. Hunt
Steve Chamberlin, Agent for Edward Mike Davis
Well File

1.6. Any other information deemed relevant by the applicant or requested by the division.

2. Information derived from well logs, including certain information in completion reports, stratigraphic cross sections, bottomhole pressure data, and other appropriate data provided in R649-3-35-1 will be held confidential in accordance with R649-2-11 at the request of the operator.

3. The division shall review the submitted information and advise the operator and the State Tax Commission of its decision regarding the wildcat well designation as related to Section 59-5-102(2)(d).

4. The division is responsible for approval of a request for designation of a well as a wildcat well. If the operator disagrees with the decision of the division, the decision maybe appealed to the board. Appeals of all other tax-related decisions concerning wildcat wells should be made to the State Tax Commission.

R649-3-36. Shut-in and Temporarily Abandoned Wells.

1. Wells may be initially shut-in or temporarily abandoned for a period of twelve (12) consecutive months. If a well is to be shut-in or temporarily abandoned for a period exceeding twelve (12) consecutive months, the operator shall file a Sundry Notice providing the following information:

1.1. Reasons for shut-in or temporarily abandonment of the well,

1.2. The length of time the well is expected to be shut-in or temporarily abandoned, and

1.3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment.

2. After review the Division will either approve the continued shut-in or temporarily abandoned status or require remedial action to be taken to establish and maintain the well's integrity.

3. After five (5) years of nonactivity or nonproductivity, the well shall be plugged in accordance with R649-3-24, unless approval for extended shut-in time is given by the Division upon a showing of good cause by the operator.

4. If after a five (5) year period the well is ordered plugged by the Division, and the operator does not comply, the operator shall forfeit the drilling and reclamation bond and the well shall be properly plugged and abandoned under the direction of the Division.

R649-3-37. Enhanced Recovery Project Certification.

1. In order for incremental production achieved from an enhanced recovery project to qualify for the severance tax rate reduction provided under U.C.A. 59-5-102 (4), the operator on



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

Michael O. Leavitt
Governor
Lowell P. Braxton
Division Director

November 13, 2001

Edward Mike Davis
5177 Richmond Ave, Suite 740
Houston, TX 77056

Re: Notice of Violation of Shut-in and Temporarily Abandoned Wells in the Clear Creek Field, Carbon County, Utah

Dear Mr. Davis:

In the letter of November 6, 2001, enclosures were referenced but not included. You accepted the referenced (certified mail) letter on November 9, 2001. I am attaching them at this mailing. Sorry for my oversight.

Sincerely,

A handwritten signature in cursive script that reads "Earlene Russell".

Earlene Russell
Executive Secretary

Enclosures (2)

Cc: Lowell Braxton
John Baza
Dustin Doucet
Gil Hunt
Steve Chamberlin, Agent for Edward Mike Davis
Well Files

LAW OFFICES OF
VAN COTT, BAGLEY, CORNWALL & M^CCARTHY

A PROFESSIONAL CORPORATION
ESTABLISHED 1874

50 SOUTH MAIN STREET, SUITE 1600
POST OFFICE BOX 45340
SALT LAKE CITY, UTAH 84145-0340
TELEPHONE (801) 532-3333
FACSIMILE (801) 534-0058
DIRECT DIAL: (801) 237-0352

SUITE 900
2404 WASHINGTON BOULEVARD
OGDEN, UTAH 84401
(801) 394-5783
FACSIMILE (801) 627-2522

BUILDING C, SUITE 200-A
2200 PARK AVENUE
PARK CITY, UTAH 84060
(435) 649-3889
FACSIMILE (435) 649-3373
TCLAWSON@VANCOTT.COM

BENNETT, HARKNESS & KIRKPATRICK
1874-1890
BENNETT, MARSHALL & BRADLEY
1890-1896
BENNETT, HARKNESS, HOWAT
SUTHERLAND & VAN COTT
1896-1902
SUTHERLAND, VAN COTT & ALLISON
1902-1907
VAN COTT, ALLISON & RITER
1907-1917
VAN COTT, RITER & FARNSWORTH
1917-1947
THOMAS W. CLAWSON

July 22, 2002

VIA HAND DELIVERY

Mr. John Baza
Associate Director Oil and Gas
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, UT 84114-5801

Re: *Change of Operator
Clear Creek Unit
Carbon and Emery Counties, Utah*

Dear John:

As we have previously discussed, I am delivering for filing (in duplicate) a Sundry Notice – Notice of Change of Operator, whereby Edward Mike Davis transfers the operatorship of the listed wells to Mid-Power Resource Corporation.

If you have any questions or need further information, please do not hesitate to contact me.

Sincerely yours,

Thomas W. Clawson
Thomas W. Clawson *by cw*

TWC:cw
Enclosures

cc: Edward Mike Davis (via fax: (702) 877-0272 w/o enc.)
Mark Davis (via fax: (702) 214-3865, w/o enc.)

RECEIVED

JUL 22 2002

DIVISION OF
OIL, GAS AND MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS
NOTICE OF CHANGE OF OPERATOR

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: _____

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: _____

7. UNIT or CA AGREEMENT NAME:
Clear Creek Unit

8. WELL NAME and NUMBER:
See Below

9. API NUMBER:
See Below

10. FIELD AND POOL, OR WILDCAT: _____

TYPE OF WELL OIL WELL GAS WELL OTHER _____

NAME OF OPERATOR:
Edward Mike Davis

ADDRESS OF OPERATOR: 200 Rancho Circle, Las Vegas, NV 89107 PHONE NUMBER: (702) 877-5678

LOCATION OF WELL See Below COUNTY: _____

FOOTAGES AT SURFACE: _____ STATE: UTAH

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
] NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
] SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Utah Fuel 1	43-007-16009	14S-07E-05
Utah Fuel 2	43-007-16010	13S-07E-32
Utah Fuel 3	43-007-16011	13S-07E-32
Utah Fuel 4	43-007-16012	13S-07E-30
Utah Fuel 8	43-007-16015	13S-07E-19
Utah Fuel 10	43-007-16016	14S-07E-05
Utah Mineral State	43-007-30102	13S-07E-29
Onan 2-20	43-007-30289	13S-07E-20
Ridge Runner 13-17	43-015-30269	14S-07E-17
Ridge Runner 11-20	43-015-30271	14S-07E-20
Ridge Runner 4-28	43-015-30347	14S-07E-28
Ridge Runner 6-33	43-015-30348	14S-07E-33

PREVIOUS OPERATOR:

NEW OPERATOR:

EDWARD MIKE DAVIS

MID-POWER RESOURCE CORPORATION

MAILED 7/18/02

XEROX

KENNETH M. EMER

STAMPED

DATE: 7-18-02

XEROX

SECRETARY-TREASURER

DATE: 7-18-02

space for State use only)

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JUL 22 2002

DIVISION OF
OIL, GAS AND MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

IN REPLY REFER TO
UT-922

August 14, 2002

Mid-Power Resource Corporation
3800 Howard Hughes Parkway #860
Las Vegas, Nevada 89109

Re: Clear Creek Unit
Carbon and Emery Counties, Utah

Gentlemen:

On July 22, 2002, we received an indenture dated July 19, 2002, whereby Edward Mike Davis resigned as Unit Operator and Mid-Power Resource Corporation was designated as Successor Unit Operator for the Clear Creek Unit, Carbon and Emery Counties, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 14, 2002. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Clear Creek Unit Agreement.

Your statewide (Utah) oil and gas bond No. 1274 will be used to cover all operations within the Clear Creek Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Moab (w/enclosure)
Division of Oil, Gas & Mining
Minerals Adjudication Group U-934
File - Clear Creek Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron
UT922:TAThompson:tt:8/14/02

RECEIVED
AUG 15 2002
DIVISION OF
OIL, GAS AND MINING

AUG 15 2002

DIVISION OF
OIL, GAS AND MINING**Results of query for MMS Account Number 891003512A**

Production	API Number	Operator	Well Name	Well Status	Lease or CA Number	Inspection Item	Township	Range	Section	Quarter/Qua
Production	4300716009	DAVIS EDWARD MIKE	1 UTAH FUEL	GSI	FEE	891003512A	14S	7E	5	SESW
Production	4300716010	DAVIS EDWARD MIKE	2 UTAH FUEL	GSI	FEE	891003512A	13S	7E	32	SWSW
Production	4300716011	DAVIS EDWARD MIKE	3 UTAH STATE	GSI	FEE	891003512A	13S	7E	32	NWSE
Production	4300716012	DAVIS EDWARD MIKE	4 UTAH FUEL	GSI	FEE	891003512A	13S	7E	30	SWSW
Production	4300716013	DAVIS EDWARD MIKE	5 UTAH STATE	GSI	FEE	891003512A	13S	7E	31	SWSW
Production	4300716014	ANSCHUTZ EXPLORATION CORP	7 UTAH FUEL	ABD	FEE	891003512A	13S	7E	17	SESW
Production	4300716015	DAVIS EDWARD MIKE	8 UTAH FUEL	PGW	FEE	891003512A	13S	7E	19	NENW
Production	4300716016	DAVIS EDWARD MIKE	10 UTAH FUEL	GSI	FEE	891003512A	14S	7E	5	NWNE
Production	4300716017	DAVIS EDWARD MIKE	1 HELEN E WALTON	PGW	UTU02354	891003512A	14S	7E	17	NWNE
Production	4300730102	DAVIS EDWARD MIKE	1 UTAH STATE	GSI	FEE	891003512A	13S	7E	29	SWNW
Production	4300730289	EDWARD MIKE DAVIS	2-20	GSI	STATE	891003512A	13S	7E	20	NWNE

Production	4301510306	ANSCHUTZ EXPLORATION CORP	1-A C K STEINER	P+A	FEE	891003512A	15S	7E	5	NESW
Production	4301511217	ANSCHUTZ EXPLORATION CORP	1 T F KEARNS JR A	ABD	UTU01481	891003512A	14S	7E	32	NWSW
Production	4301516018	ANSCHUTZ EXPLORATION CORP	16 CLEAR CREEK UNIT	ABD	UTU02353	891003512A	14S	7E	29	NESW
Production	4301516021	DAVIS EDWARD MIKE	1-A UTAH FUEL	GSI	FEE	891003512A	14S	7E	6	SWSW
Production	4301516023	ANSCHUTZ EXPLORATION CORP	3-A H E WALTON	ABD	UTU02353	891003512A	14S	7E	30	NESW
Production	4301516024	ANSCHUTZ EXPLORATION CORP	1-X PAUL WATSON	ABD	UTU01740	891003512A	14S	7E	19	SESW
Production	4301530053	ANSCHUTZ EXPLORATION CORP	17 CLEAR CREEK UNIT	ABD	UTU02353	891003512A	14S	7E	20	SWNE

DISCLAIMER for online data: No warranty is made by the BLM for use of the data for purposes not intended by the BLM.

RECEIVED

AUG 15 2002

DIVISION OF
OIL, GAS AND MINING

6. (R649-9-2)Waste Management Plan has been received on: IN PLACE

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 08/14/2002

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 08/14/2002

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: N/A

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 12/23/2002

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/23/2002

3. Bond information entered in RBDMS on: N/A

4. Fee wells attached to bond in RBDMS on: N/A

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: N/A

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: N/A

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: _____

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 3052850

2. The **FORMER** operator has requested a release of liability from their bond on: 12/18/2002

The Division sent response by letter on: 12/23/2002

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/23/2002

COMMENTS:

**MID-
POWER**
SERVICE CORPORATION

May 29, 2003

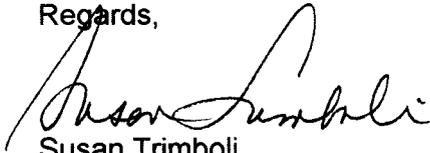
Ms. Carol Daniels
State of Utah
Department of Natural Resources
Division of Oil, Gas & Mining
1594 West North Temple, Ste. 1210
Salt Lake City, Utah 84114

Re: Mid-Power Resource Corporation / Clear Creek Unit

Dear Ms. Daniels:

Enclosed is a Sundry Notice for Utah Fuel #4. Please feel free to contact me if you have any questions regarding the proposed work.

Regards,



Susan Trimboli
Vice President

Attachment

3753 200
~~3880~~ Howard Hughes Parkway, Suite ~~860-A~~ Las Vegas, Nevada 89109
(702) ~~214-3815~~ (702) ~~214-3865~~ Fax
784-7683 784-7679

RECEIVED

JUN 02 2003

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: MID-POWER RESOURCE CORP.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Clear Creek Unit
3. ADDRESS OF OPERATOR: 3753 Howard Hughes, CITY Las Vegas STATE NV ZIP 89109		7. UNIT or CA AGREEMENT NAME: Utah Fuel #4
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130' ^{SL} FLS & 972' FWL		8. WELL NAME and NUMBER: Utah Fuel #4
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 ¹³ R7E M		9. API NUMBER: 4300716012
COUNTY: Carbon		10. FIELD AND POOL, OR WILDCAT: Ferron Formation
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input checked="" type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Schematic attached</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Well Status:

10-3/4" ⁵Csg. 445'; 7" ⁵Csg - 5366' T.D. 5820' K.B. 9308'
Hole open 5366' to T.D. No perforations 2-7/8 Tbg. set at 5706'. Tubing restriction at 3750'.

Proposed Work:

1. Check well head for pressure and gas flow. If commercial rates produced, re-connect to gas shipping line and return well to production.
2. If no commercial production, pull tubing and clean well to bottom. Test Ferron sand zone. If water produced, run open hole log to confirm gas zones. If log positive, run 5" casing to T.D. and selectively perforate gas zones.

COPY SENT TO OPERATOR
Date: 6-3-03
Initials: _____

NAME (PLEASE PRINT) <u>LARRY ROWLAND</u>	TITLE <u>Representative</u>
SIGNATURE <u>[Signature]</u>	DATE <u>5-29-03</u>

(This space for State use only)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

(5/2000)

DATE: 6/2/2003
BY: [Signature]

(See Instructions on Reverse Side)

RECEIVED
JUN 02 2003
DIV. OF OIL, GAS & MINING

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 5/9/2006 BIA n/a

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 5/18/2006
2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 5/18/2006
3. Bond information entered in RBDMS on: 5/18/2006
4. Fee/State wells attached to bond in RBDMS on: 5/18/2006
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 5/9/2006

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000179

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: n/a

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number B002775

2. The FORMER operator has requested a release of liability from their bond on: 5/12/2006
The Division sent response by letter on: n/a all wells covered on bond transferred

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The FORMER operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 5/18/2006

COMMENTS:

Marion Energy has assumed liability of the Board ordered Edward Mike Davis wells from Mid-Power Resources



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155



IN REPLY REFER TO
3180
UT-922

May 9, 2006

Marion Energy Inc.
119 South Tennessee, Suite 200
McKinney, Texas 75069

Re: Clear Creek Unit
Carbon & Emery Counties, Utah

Gentlemen:

On May 8, 2006, we received an indenture dated April 28, 2006, whereby Mid-Power Resource Corporation resigned as Unit Operator and Marion Energy Inc. was designated as Successor Unit Operator for the Clear Creek Unit, Carbon & Emery Counties, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective May 9, 2006. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Clear Creek Unit Agreement.

Your Utah statewide oil and gas bond No. UTB000179 will be used to cover all federal operations within the Clear Creek Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ James A. Fouts

for Douglas F. Cook
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Moab (w/enclosure)
SITLA
Division of Oil, Gas & Mining
File - Clear Creek Unit (w/enclosure)
Agr. Sec. Chron
Reading File
Central Files

RECEIVED
MAY 11 2006

UT922:TAThompson:tt:5/9/06

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-063018X
2. NAME OF OPERATOR: Mid-Power Resource Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 8290 W. SAHARA AVE, #186 CITY LAS VEGAS STATE NV ZIP 89117		7. UNIT OR CA AGREEMENT NAME: CLEAR CREEK UNIT
4. LOCATION OF WELL FOOTAGES AT SURFACE: NA		8. WELL NAME and NUMBER:
QTR/CTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NA		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT: CLEAR CREEK FEDERAL UNIT
		COUNTY: CARBON AND EMERY
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Mid-Power Resource Corporation, the designated operator of the unit, resigns as unit operator, effective upon the approval of the successor unit operator, MARION ENERGY Inc. Mid-Power Resource Acknowledges AND Approves this change.

Please refer to ALL Documents Submitted by MARION ENERGY AS successor unit operator AND ON BEHALF of Mid-Power Resource regarding this change.

NAME (PLEASE PRINT) <u>SUSAN TRIMBOLI</u>	TITLE <u>Company Representative</u>
SIGNATURE <u>Susan Trimboli</u>	DATE <u>May 9, 2006</u>

(This space for State use only)

APPROVED 5718106

(5/2000)

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED

MAY 12 2006

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-063018X
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Clear Creek Unit
2. NAME OF OPERATOR: Marion Energy Inc. (N2740)		8. WELL NAME and NUMBER: See Attachment "A"
3. ADDRESS OF OPERATOR: 119 S Tennessee Ste #200 CITY McKinney STATE TX ZIP 75069		9. API NUMBER:
4. LOCATION OF WELL FOOTAGES AT SURFACE: N/A QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: N/A		10. FIELD AND POOL, OR WLD/CAT: Clear Creek Federal unit COUNTY: Carbon and Emery STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Marion Energy Inc. will take over operation of the Clear Creek Federal Unit which is currently operated by Mid-Power Resource Corporation, and is located in both Carbon and Emery Counties Utah.

N2215

Please See attachment "A" for well Names, API numbers, and legal descriptions

*BLM Bond = UTB000179
Special Bond = B002775
State + Fee Bond = B001617
Effective 4/28/2006*

NAME (PLEASE PRINT) <u>Keri Clarke</u>	TITLE <u>Vice President Land (Marion Energy Inc)</u>
SIGNATURE	DATE <u>5/4/06</u>

(This space for State use only)

APPROVED 5/18/06
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(5/2000)

(See Instructions on Reverse Side)

DIV. OF OIL, GAS & MINING

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**Attachment A
Marion Energy Inc.**

**Clear Creek Unit
Carbon and Emery Counties, Utah**

Wells

<u>Well Name</u>	<u>API Number</u>	<u>Status</u>	<u>Section Township Range</u>
Utah Fuel No. 1	43-007-16009-00-00	Shut-in	S. 5 T14S R7E
Utah Fuel No. 2	43-007-16010-00-00	Shut-in	S. 32 T13S R7E
Utah Fuel No. 3	43-007-16011-00-00	Shut-in	S. 32 T13S R7E
Utah Fuel No. 4	43-007-16012-00-00	Shut-in	S. 30 T13S R7E
Utah Fuel No. 5	43-007-16013-00-00	Plugged and Abandoned	S. 31 T13S R7E
Utah Fuel No. 8	43-007-16015-00-00	Shut-in	S. 19 T13S R7E
Utah Fuel No. 10	43-007-16016-00-00	Shut-in	S. 5 T14S R7E
Utah State M.L. 1256-1	43-007-30102-00-00	Shut-in	S. 29 T13S 7E
Oman 2-20	43-007-30289-00-00	Shut-in	S. 20 T13S R7E
Utah Fuel A-1	43-015-16021-00-00	Plugged and Abandoned	S. 6 T14S R7E
Alpine School District #6-17	43-007-31181-00-00	Permit not yet Approved	S. 17 T13S R7E
Alpine School District #3-17	43-007-31182-00-00	Permit not yet Approved	S. 17 T13S R7E
Ridge Runner 11-20	43-015-30271-00-00	Shut-in	S. 20 T14S R7E
Ridge Runner 13-17	43-015-30269-00-00	Shut-in	S. 17 T14S R7E
Ridge Runner #1-30	43-015-30680-00-00	Approved APD (NYS)*	S. 20 T14S R7E
Ridge Runner #7-20	43-015-30681-00-00	Approved APD (NYS)*	S. 20 T14S R7E
Ridge Runner #8-19	43-015-30682-00-00	Approved APD (NYS)*	S. 20 T14S R7E
Ridge Runner #2-18	43-015-30683-00-00	Approved APD (NYS)*	S. 17 T14S R7E
Ridge Runner #11-18	43-015-30684-00-00	Approved APD (NYS)*	S. 17 T14S R7E
Ridge Runner #11-17	43-015-30685-00-00	Approved APD (NYS)*	S. 17 T14S R7E

* Not Yet Spudded

Plugged Wells or Abandoned Well Sites in area (noted but not changed)

Clear Creek 1	43-007-20068-00-00	Plugged and Abandoned	S. 17 T14S R7E
Clear Creek Unit No. 16	43-015-16018-00-00	Plugged and Abandoned	S. 29 T14S R7E
Clear Creek Unit No. 17	43-015-30053-00-00	Plugged and Abandoned	S. 20 T14S R7E
G W Deck A-1	43-007-16008-00-00	Plugged and Abandoned	S. 8 T14S R7E
Gov't 1-17	43-007-11179-00-00	Plugged and Abandoned	S.17 T14S R7E
Kearns A-1	43-015-11217-00-00	Plugged and Abandoned	S. 32 T14S R7E
Kemmerer Coal 1	43-015-10897-00-00	Plugged and Abandoned	S. 24 T14S R6E
Kemmerer Coal 2	43-015-10304-00-00	Plugged and Abandoned	S. 24 T14S R6E
C. K. Steiner A-1	43-015-10306-00-00	Plugged and Abandoned	S. 5 T15S R7E
Utah Fuel No. 7	43-007-16014-00-00	Plugged and Abandoned	S. 17 T13S R7E
H. E. Walton No. 1	43-007-16017-00-00	Plugged and Abandoned	S. 17 T14S R7E
H.E. Walton A-3	43-015-16023-00-00	Plugged and Abandoned	S. 30 T14S R7E
P. T. Walton No. 1-X	43-015-16024-00-00	Plugged and Abandoned	S. 19 T14S R7E
Clear Creek Water Well 1	43-007-20119-00-00	Plugged and Abandoned	S. 17 T14S R7E
Deck 1	43-007-20356-00-00	Location Abandoned	S. 8 T14S R7E
Clear Creek U 18	43-007-30043-00-00	Location Abandoned	S. 20 T13S R7E
1-18	43-015-20300-00-00	Location Abandoned	S. 18 T14S R7E
P.T. Walton 1	43-015-20302-00-00	Plugged and Abandoned	S. 19 T14S R7E
Clear Creek Unit 1	43-015-30090-00-00	Plugged and Abandoned	S. 19 T14S R7E
Clear Creek (Deep) 2	43-015-30307-00-00	Location Abandoned	S. 19 T14S R7E

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom hole depth, reenter plugged wells, or to 2 3/8 horizontal wells. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER FEE
2. NAME OF OPERATOR Manon Energy, Inc		6. IF Indian, ALLOTTEE OR TRUST NAME
3. ADDRESS OF OPERATOR 119 S Tennessee McKinney TX 75069		7. UNIT OR AGREEMENT NAME Clear Creek
4. LOCATION OF WELL FOOTAGES AT SURFACE 1130 R FSL & 972 R FWL COUNTY Carbon		8. WELL NAME AND NUMBER Utah Fuels # 4
PHONE NUMBER (972) 540-2967		9. API NUMBER 4300716012
10. FIELD AND POOL OR WFLD CAT Ferron Formation		
5. LOCATION OF WELL QUAD/CTR SECTION TOWNSHIP RANGE WFR/MAN SWSW 30 13S 7E STATE UTAH		

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT <small>(Submit in Duplicate) Approximate date work will start</small>	<input type="checkbox"/> ADJUST	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT <small>(Submit Original Form Only) Date of each completion</small>	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TURNING BEHIND
	<input type="checkbox"/> CHANGE TUBING	<input checked="" type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT OFF
	<input type="checkbox"/> CUMULATIVE PRODUCTION FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

11. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Manon Energy, Inc proposes to plug and abandon the Utah Fuels # 4 in the following manner:

1. Pump cement through 2 3/8" tbg setting plug from 5570' to +/- 5166', approximately 200' into 7" intermediate casing.
2. WOC. TIH hole to tag cement plug
3. Pump gel/water to 100' below surface
4. Set 100' cement plug w/ TOC +/- 1500'
5. WOC. TIH hole to tag cement plug
6. Set 100' cement plug to surface
7. Pump cement through 1" pipe into 7" x 10 3/4" annulus. Fill to surface
8. Install identification marker
9. Approximately 455' of 10 3/4" csg, 5366' of 7" csg and 230' 2 7/8" tbg will be left in hole. The location will not be reclaimed as we are permitting a directional well from this site. We anticipate P & A to begin sometime in November 2007

10-10-07
Rm

NAME (PLEASE PRINT) Doug Endsley TITLE VP Operations
SIGNATURE *Doug Endsley* DATE 10/4/2007

(This space for State use only)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

DATE: 10/8/07
BY: *D. Endsley*

*See conditions of Approval (Attached)

RECEIVED
OCT 05 2007
DIV. OF OIL, GAS & MINING



State of Utah

Department of
Natural Resources

MICHAEL R. STYLER
Executive Director

Division of
Oil, Gas & Mining

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

CONDITIONS OF APPROVAL TO PLUG AND ABANDON WELL

Well Name and Number: Utah Fuel 4
API Number: 43-007-16012
Operator: Marion Energy, Inc.
Reference Document: Original Sundry Notice dated October 4, 2007,
received by DOGM on October 5, 2007.

Approval Conditions:

1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dan Jarvis at 801-538-5338.
2. **Add Plug #3 (500' to 400' inside and outside):** Plug #3 shall be added as an inside/outside 100' plug. RIH w/WL and perf squeeze holes at $\pm 500'$. RIH w/CICR and set at $\pm 450'$. Establish injection. M&P 50 sx cement and squeeze 40 sx below CICR, sting out of CICR and dump 10 sx on top of CICR.
3. Surface reclamation shall be done in accordance with R649-3-34 – Well Site Restoration. Evidence of compliance with this rule should be supplied to the Division upon completion of reclamation.
4. Balance plugs shall be tagged to ensure they are at the depths specified in the proposal.
5. All annuli shall be cemented from a minimum depth of 100' to the surface.
6. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.
7. If there are any changes to the plugging procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (ofc) or 801-733-0983 (home) prior to continuing with the procedure.
8. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.

Dustin K. Doucet
Petroleum Engineer

October 8, 2007

Date

Wellbore Diagram

API Well No: 43-007-16012-00-00

Permit No:

Well Name/No: UTAH FUEL 4

Company Name: MARION ENERGY, INC.

Location: Sec: 30 T: 13S R: 7E Spot: SWSW

Coordinates: X: 483985 Y: 4389423

Field Name: CLEAR CREEK

County Name: CARBON

String Information

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)
HOL1	445	12.25		
SURF	445	10.75	32	1.765
HOL2	5820	8.75		
PROD	5366	7	20	4.399

8 3/4" x 7" (208)

8 3/4" x 7" (08)

10 3/4" x 7"

2-9935
6-6522
3,341

Plug #4

100' = 205K
Annular 100' = 255K

Surface: 10.75 in. @ 445 ft.

Hole: 12.25 in. @ 445 ft.

* Add Plug #3

inside, outside
Perf @ 500', cure 450'

Below cure outside below shoe 50' / (1.15) (29935) = 155K

outside Above shoe 50' / (1.15) (3341) = 135K

Inside 50' = 105K (Max below) 10 3/4" Circ to surface

Above cure 50' = 105K

50' Total

Cement Information

TO C

0

208
3846'

08

1990'

Plug #2

100' / (1.15) (4399) = 205K min.

2993' 1347' 382' 172'

150 Brk, 50 Reg.
Assume 3 1/2" 1.15' 1.15' 1.15' 1.15'

Perforation Information

Formation Information

Formation	Depth
EMEY	2060
FRSD	5350

Plug #1

100' / (1.15) (4399) = 805K min req.

Production: 7 in. @ 5366 ft.

Hole: Unknown

5570'

Hole: 8.75 in. @ 5820 ft.

TD: 5820 TVD: PBTD:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
2. NAME OF OPERATOR: Marion Energy, Inc.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 119 S. Tennessee CITY McKinney STATE TX ZIP 75069		7. UNIT or CA AGREEMENT NAME: Clear Creek
PHONE NUMBER: (972) 540-2967		8. WELL NAME and NUMBER: Utah Fuels # 4
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130 ft FSL & 972 ft FWL		9. API NUMBER: 4300716012
CTR/CTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E		10. FIELD AND POOL, OR WLD/CAT: Ferron Formation
COUNTY: Carbon		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input checked="" type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Marion Energy, Inc. proposes to plug and abandon the Utah Fuels # 4 in the following manner:

1. Pump cement through 2 3/8" tbg setting plug from 5570' to +/- 5166', approximately 200' into 7" intermediate casing.
2. WOC. TIH hole to tag cement plug.
3. Pump gel/water to 100' below surface.
4. Set 100' cement plug w/ TOC +/- 1500'.
5. WOC. TIH hole to tag cement plug.
6. Set 100' cement plug to surface.
7. Pump cement through 1" pipe into 7" x 10 3/4" annulus. Fill to surface.
8. Install identification marker.
9. Approximately 455' of 10 3/4" csg, 5366' of 7" csg and 230' 2 7/8" tbg will be left in hole. The location will not be reclaimed as we are permitting a directional well from this site. We anticipate P & A to begin sometime in November 2007.

COPY SENT TO OPERATOR
Date: 10-24-07
Initials: RM

NAME (PLEASE PRINT) <u>Doug Endsley</u>	TITLE <u>VP Operations</u>
SIGNATURE <u><i>Doug Endsley</i></u>	DATE <u>10/4/2007</u>

(This space for State use only)

Emailed copy approved w/conditions 10/8/07 DKD

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OCT 12 2007

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
2. NAME OF OPERATOR: Marion Energy, Inc.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 119 S. Tennessee CITY McKinney STATE TX ZIP 75069		7. UNIT or CA AGREEMENT NAME: Clear Creek
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130 ft FSL & 972 ft FWL COUNTY: Carbon		8. WELL NAME and NUMBER: Utah Fuels # 4
CTRACTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E STATE: UTAH		9. API NUMBER: 4300716012
PHONE NUMBER: (972) 540-2967		10. FIELD AND POOL, OR WILDCAT: Ferron Formation

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 11/15/2007	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: P & A Update
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 As of 11-15-07 access issues have been resolved on this well. Nelco Contractors Inc. are blading the road in to location and Hurricane Well Service is standing by. We intend to MIRU Hurricane by the afternoon of 11-16-07.

NAME (PLEASE PRINT) <u>Doug Endsley</u>	TITLE <u>VP Operations</u>
SIGNATURE	DATE <u>11/15/2007</u>

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NOV 19 2007
 DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: Clear Creek
2. NAME OF OPERATOR: Marion Energy, Inc.		8. WELL NAME and NUMBER: Utah Fuels # 4
3. ADDRESS OF OPERATOR: 119 S. Tennessee CITY McKinney STATE TX ZIP 75069		9. API NUMBER: 4300716012
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130 ft FSL & 972 ft FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E		10. FIELD AND POOL, OR WILDCAT: Ferron Formation COUNTY: Carbon STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 11/21/2007	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input type="checkbox"/> OTHER: _____

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

11/19/2007-MIRU Hurricane Well Service

11/20/2007-PU 2 3/8" tbg. TIH and tag up @ 5365' KB. WO cementers

11/21/2007- As of report time (7:00 am) BJ Services was in Schofield headed for location

NAME (PLEASE PRINT) <u>Doug Endsley</u>	TITLE <u>VP Operations</u>
SIGNATURE	DATE <u>11/21/2007</u>

(This space for State use only)

RECEIVED
NOV 30 2007
DIV. OF OIL, GAS & MINING

UTAH DIVISION OF OIL, GAS AND MINING
NOTICE OF REPORTING PROBLEMS

Operator: Marion Energy, Inc. Account: N2740 Today's Date: 09/16/2008

Problems:

- Late Report(s)
- Inaccurate Report(s)
- Incomplete Report(s)
- Other: No Subsequent Report

Failure to submit reports in a timely, accurate, and complete manner may result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

To avoid compliance action, these reporting problems should be resolved within 7 days.

Send reports to:

Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 P.O. Box 145801
 Salt Lake City, Utah 84114-5801

Fax to:

(801) 359-3940

*43 007 16012
 Utah Fuel 4
 13S 7E 30*

Type of Report	Month(s) of Problem Report		
<input type="checkbox"/> Production – Form 10 <input type="checkbox"/> Disposition – Form 11 <input type="checkbox"/> Gas Plant – Form 13 <input type="checkbox"/> Enhanced Recovery – UIC Form 2 <input type="checkbox"/> Injection – UIC Form 3 <input type="checkbox"/> Other _____			
Type of Report	Well Name(s)	API Number(s)	Drilling Commenced
<input type="checkbox"/> Spud Notice – Form 9 <input type="checkbox"/> Drilling Reports – Form 9 <input type="checkbox"/> Well Completion Report – Form 8 <input checked="" type="checkbox"/> Other <u>Subsequent Sundry</u>	<input checked="" type="checkbox"/> List Attached		

Description of Problem:

Operator has submitted sundry of intents on the following wells that have been approved by DOGM. Per Rule 649-3-23, a subsequent report shall be submitted on Form 9, Sundry Notice, with in 30 days after completion. The report should show workover results, well status, work completion date, new perforation depths, etc.

If you have questions or concerns regarding this matter, please contact Rachel Medina at (801) 538-5260 .

cc: Compliance File
 RAM
 Well File
 CHD



May 12, 2009

Utah Division of Oil Gas and Mining
ATTN: Clint Dworshak
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

RECEIVED
MAY 14 2009
DIV. OF OIL, GAS & MINING

RE: Board Cause 250-01, Clear Creek Field Operations Update

Dear Mr. Dworshak,

Marion Energy is writing today to update the Utah Department of Oil, Gas and Mining in regards to Board Cause 250-01. Please find below a schedule for work to be completed on the wells in Clear Creek Utah pertaining to the Cause 250-01:

43 007 16012 13 S 7E 30

- 1) **Utah Fuel #4:** The Utah Fuel # 4 was Plugged and Abandoned in **December 2007**.
- 2) **Utah Fuel #10:** Marion Energy plans to enter the Utah Fuel #10 pad site this summer and Plug and Abandon this well and location. Marion Energy estimated date of P&A is **August 2009**.
- 3) **Utah Mineral State 1256-1 a/k/a Utah Mineral State 1-A:** Marion Energy has re-entered this well and found the well capable of producing gas. We are currently in negotiations with the Surface Owner to purchase and easement down his road to run a gas and water line. Marion Energy has recently completed an infrastructure overhaul and is now ready to tie the well in. We have been in negotiations with the Surface Owner for over a year. Once an easement agreement has been reached, Marion Energy estimates 100 days of construction time. Estimated date of tie-in: **October 2009**.
- 4) **Utah Fuel #8:** Marion Energy recently re-entered the Utah Fuel #8 and has deemed this well economic. We have currently run a temporary gas line to our new infrastructure and will be completing a permitted gas and water line this summer. Currently this well is producing.
- 5) **Oman 2-20:** Marion Energy has recently re-entered the Oman 2-20 and has deemed this well economic. Marion Energy has tied this well into our new infrastructure and it is currently producing.



- 6) **Utah Fuel #2:** Marion Energy recently completed an easement agreement with the Clear Creek Home Owners Association to run a new gas and water line from the Utah Fuel #2 to new pipelines. Marion Energy intends to start work on the new pipeline in summer of 2009. We are estimating sixty (60) days for pipeline work to be completed. Once completed Marion Energy will move a work over rig onto the Utah Fuel #2 to place the well back onto production. Estimated date of tie-in is **November 2009**.

- 7) **Utah Fuel #3:** Marion Energy plans on clearing the pad site of the Utah Fuel #3 of the temporary compressor and water storage tanks being used while Marion was completing its infrastructure overhaul. Once the items have been removed, Marion Energy intends to move a work over rig onto location. Marion Energy intends to bring the Utah Fuel #3 back online. Estimated date of tie-in is **November 2009**.

- 8) **Utah Fuel #1:** Marion Energy plans on leaving the Utah Fuel #1 shut in while drilling operations are being conducted on the pad site to drill and complete the Jacob 5-5 and Jacob 4-8. Marion Energy plans on drilling the aforementioned wells during the calendar year of 2009. Once the wells have been drilled, Marion intends to bring the Utah Fuel #1 back on-line. Marion Energy has recently completed a gas gathering system overhaul, and the infrastructure is now in place and ready to receive gas from the Utah Fuel #1, once drilling operations have been completed on the pad site.

If you have any further questions or concerns please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Keri Clarke", written over a horizontal line.

Keri Clarke
Vice President – Land
Marion Energy
119 S. Tennessee
McKinney, TX 75069
Phone: 972-540-2967
Cell: 214-704-4377
E-mail: kclarke@marionenergy.com

119 South Tennessee, Suite 200, McKinney, Texas, 75069
Telephone: (972) 540-2967, Fax: (972) 547-0442

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS			5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____			7. UNIT or CA AGREEMENT NAME: Clear Creek Unit
2. NAME OF OPERATOR: Marion Energy, Inc.			8. WELL NAME and NUMBER: Utah Fuel #4
3. ADDRESS OF OPERATOR: 119 S. Tennessee CITY McKinney STATE TX ZIP 75069		PHONE NUMBER: (972) 540-2967	9. API NUMBER: 4300716012
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1130 FSL 972 FWL			10. FIELD AND POOL, OR WILDCAT: Clear Creek
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 30 13S 7E			COUNTY: Carbon
			STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Update</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Last Sundry dated 6/2/2003...this was submitted before Marion Energy took over operations. Marion does not know if the work was carried out. Marion Energy could not find any records indicating that the work had been completed. Marion Energy P&A this well and submitted a sundry notifying on 11/21/2007

NAME (PLEASE PRINT) <u>Scott Jacoby</u>	TITLE <u>Associate Landman</u>
SIGNATURE	DATE <u>7/22/2009</u>

(This space for State use only)

Division of Oil, Gas and Mining

Operator Change/Name Change Worksheet-for State use only

Effective Date: 6/1/2015

FORMER OPERATOR:	NEW OPERATOR:
Marion Energy, Inc 1415 N Loop West, Suite 1250 Houston, TX 77008 281-540-0028	Utah Gas Operating Solutision, LLC 1415 N Loop West, Suite 1250 Houston, TX 77008 281-540-0028
CA Number(s):	Unit(s): Clear Creek

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attache Listq									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 6/24/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 6/24/2015
3. New operator Division of Corporations Business Number: 9345770-0161

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: N/A
3. Reports current for Production/Disposition & Sundries: 6/25/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: 6/25/2015
5. UIC5 on all disposal/injection/storage well(s) approved on: 7/8/2015
6. Surface Facility(s) included in operator change: Clear Creek Tank Battery
7. Inspections of PA state/fee well sites complete on (only upon operators request): 6/25/2015

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: SU46335
2. Indian well(s) covered by Bond Number: N/A
3. State/fee well(s) covered by Bond Number(s): SU46334 and SU46341

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 7/9/2015
2. Entity Number(s) updated in **OGIS** on: 7/9/2015
3. Unit(s) operator number update in **OGIS** on: 7/9/2015
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 7/9/2015
6. Surface Facilities update in **RBDMS** on: 7/9/2015

LEASE INTEREST OWNER NOTIFICATION:

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 7/9/2015

COMMENTS:

Marion Energy, Inc to
Utah Gas Operating Solutions, LLC
Effective 6/1/2015

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status	Unit
ALPINE SCHOOL DIST 3-17	17	130S	070E	4300731182	2550	State	Fee	WD	A	CLEAR CREEK
RIDGE RUNNER 8-19	20	140S	070E	4301530682	2550	Federal	Federal	GW	OPS	CLEAR CREEK
RIDGE RUNNER 2-18	17	140S	070E	4301530683	16130	Federal	Federal	GW	OPS	CLEAR CREEK
UTAH FUEL 10	5	140S	070E	4300716016	2550	Fee	Fee	GW	P	CLEAR CREEK
RIDGE RUNNER 13-17	17	140S	070E	4301530269	2550	Federal	Federal	GW	P	CLEAR CREEK
UTAH FUEL 1	5	140S	070E	4300716009	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH FUEL 2	32	130S	070E	4300716010	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH FUEL 3	32	130S	070E	4300716011	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH FUEL 4	30	130S	070E	4300716012	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH FUEL 5	31	130S	070E	4300716013	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH MINERAL STATE	29	130S	070E	4300730102	2550	State	Fee	GW	PA	CLEAR CREEK
BALLPARK CYN 17-2	16	130S	100E	4300731169	15494	Fee	Fee	D	PA	
KENILWORTH RAILROAD 15-4	16	130S	100E	4300731170	15495	Federal	Fee	D	PA	
BALLPARK CYN 16-2	16	130S	100E	4300731171	15434	Fee	Fee	D	PA	
CORDINGLY CYN 10-1	15	130S	100E	4300731173	15435	Fee	Fee	D	PA	
BALLPARK CYN 16-2X	16	130S	100E	4300731207	15496	Fee	Fee	D	PA	
UTAH FUEL A-1	6	140S	070E	4301516021	2550	Fee	Fee	GW	PA	CLEAR CREEK
UTAH FUEL 8	19	130S	070E	4300716015	2550	Fee	Fee	GW	S	CLEAR CREEK
OMAN 2-20	20	130S	070E	4300730289	2550	State	Fee	GW	S	CLEAR CREEK
KENILWORTH RR #1	16	130S	100E	4300731006	14624	Fee	Fee	GW	S	
KENILWORTH RR #2	16	130S	100E	4300731007	14625	Fee	Fee	GW	S	
BALLPARK CANYON #1	16	130S	100E	4300731015	15159	Fee	Fee	GW	S	
CORDINGLY CYN 15-2	15	130S	100E	4300731064	15160	State	Fee	GW	S	
CORDINGLY CYN 15-1	15	130S	100E	4300731065	15161	State	Fee	GW	S	
CORDINGLY CYN 11-1	11	130S	100E	4300731070	15432	Fee	Fee	GW	S	
CORDINGLY CYN 15-5	15	130S	100E	4300731167	15433	State	Fee	GW	S	
KENILWORTH RAILROAD 15-3	16	130S	100E	4300731168	16041	Federal	Fee	GW	S	
ALPINE SCHOOL DIST 6-17	17	130S	070E	4300731181	2550	State	Fee	GW	S	CLEAR CREEK
OMAN 10-29	29	130S	070E	4300731210	2550	State	Fee	GW	S	CLEAR CREEK
KENILWORTH RR 1-A	16	130S	100E	4300731229	16456	Fee	Fee	GW	S	
RIDGE RUNNER 11-20	20	140S	070E	4301530271	2550	Federal	Federal	GW	S	CLEAR CREEK
RIDGE RUNNER 1-30	20	140S	070E	4301530680	2550	Federal	Federal	GW	S	CLEAR CREEK
RIDGE RUNNER 2-19	17	140S	070E	4301530684	2550	Federal	Federal	GW	S	CLEAR CREEK
RIDGE RUNNER 11-17	17	140S	070E	4301530685	2550	Federal	Federal	GW	S	CLEAR CREEK

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML-1257

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

7. UNIT or CA AGREEMENT NAME:
Clear Creek

1. TYPE OF WELL
OIL WELL GAS WELL OTHER Compressor

8. WELL NAME and NUMBER:

2. NAME OF OPERATOR:
Utah Gas Operating Solutions, LLC

9. API NUMBER:

3. ADDRESS OF OPERATOR:
1415 North Loop West, STE CITY **Houston** STATE **TX** ZIP **77008**

PHONE NUMBER:
(281) 540-0028

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL
FOOTAGES AT SURFACE: COUNTY: **Carbon**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: **NWNW 33 13S 7E** STATE: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/1/2015</u> <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please accept this as notice that as of June 1st, 2015, Marion Energy, Inc. is resigning as the operator of the "Clear Creek Compressor Station" and assigning Utah Gas Operating Solutions, LLC. as the successor of operator. This is in conjunction with Utah Gas Operating Solutions, LLC bond number 5040334.
"Clear Creek Compressor Station"
Sec 33 13S 7E NWNW

Marion Energy, Inc.

Signature: *Douglas Flannery*

Date: 6/1/15

Name: Douglas Flannery

Title: VP

Utah Gas Operating Solutions, LLC.

Signature: *Patrick W. Merritt*

Date: 6-15-2015

Name: Patrick W. Merritt

Title: AGENT-LIMITED ATTORNEY IN FACT

NAME (PLEASE PRINT) Patrick W. Merritt

TITLE AGENT-LIMITED ATTORNEY IN FACT

SIGNATURE *Patrick W. Merritt*

DATE 6-15-2015

(This space for State use only)

APPROVED

JUL 09 2015

DIV. OIL GAS & MINING
BY: Rachel Medina

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML-1257

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

7. UNIT or CA AGREEMENT NAME:
Clear Creek Unit

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

2. NAME OF OPERATOR:
Marion Energy, Inc

9. API NUMBER:

3. ADDRESS OF OPERATOR:
1415 N Loop W, STE 1250 CITY **Houston** STATE **TX** ZIP **77008**

PHONE NUMBER:
(281) 540-0028

10. FIELD AND POOL, OR WILDCAT:
Helper Field

4. LOCATION OF WELL
FOOTAGES AT SURFACE: _____ COUNTY: _____
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

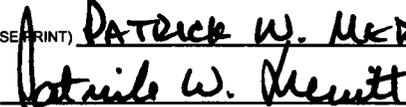
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/1/2015</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

As of June 1st, 2015, Marion Energy, Inc. resigns as Operator over its former Clear Creek Unit and Helper Field assets. In conjunction with this resignation, Utah Gas Operating Solutions, LLC. will be taking over as the Successor Operator upon your approval. Please refer to all documents submitted by Utah Gas Operating Solutions, LLC. as successor unit operator and on behalf of Marion Energy, Inc. regarding this change.

Please see the attached Appendix A below for a complete well and facility list that will be transferred upon governing approval. As the Vice President of Marion Energy, Inc. I ask that you accept this letter as Marion Energy's official resignation and request to transfer operating rights to Utah Gas Operating Solutions, LLC.

Signature:  Date: 6/11/15
Doug Flannery
Vice President

NAME (PLEASE PRINT) DATRICK W. MERRITT TITLE AGENT - CONTRACT OPERATOR
SIGNATURE  DATE 6-15-2015

(This space for State use only)

APPROVED

JUL 09 2015
DIV. OIL GAS & MINING
BY: Rachel Medina

APPENDIX A

Well List

Well Name	Sec	TWN	RNG	API	Status
ALPINE SCHOOL DIST 3-17	17	130S	070E	4300731182	A
KENILWORTH RAILROAD 9-1	16	130S	100E	4300731172	LA
JACOB 5-5	5	140S	070E	4300731190	LA
JACOB 4-8	5	140S	070E	4300731191	LA
OMAN 2-31	30	130S	070E	4300731246	LA
OMAN 3-32	29	130S	070E	4300731247	LA
MADSEN 11-20	19	130S	070E	4300731297	LA
OMAN 7-19	19	130S	070E	4300731298	LA
WOOLSEY 3-31	31	130S	070E	4300731305	LA
OLD RAIL ROAD GRADE 17-1	17	130S	100E	4300731354	LA
KENILWORTH WASH 18-1	18	130S	100E	4300731355	LA
ALRAD CYN 13-1	13	130S	100E	4300731357	LA
CORDINGLY CYN 15-6	15	130S	100E	4300731416	LA
RIDGE RUNNER 7-20	20	140S	070E	4301530681	LA
RIDGE RUNNER 8-19	20	140S	070E	4301530682	OPS
RIDGE RUNNER 2-18	17	140S	070E	4301530683	OPS
UTAH FUEL 10	5	140S	070E	4300716016	P
RIDGE RUNNER 13-17	17	140S	070E	4301530269	P
UTAH FUEL 1	5	140S	070E	4300716009	PA
UTAH FUEL 2	32	130S	070E	4300716010	PA
UTAH FUEL 3	32	130S	070E	4300716011	PA
UTAH FUEL 4	30	130S	070E	4300716012	PA
UTAH FUEL 5	31	130S	070E	4300716013	PA
UTAH MINERAL STATE	29	130S	070E	4300730102	PA
BALLPARK CYN 17-2	16	130S	100E	4300731169	PA
KENILWORTH RAILROAD 15-4	16	130S	100E	4300731170	PA
BALLPARK CYN 16-2	16	130S	100E	4300731171	PA
CORDINGLY CYN 10-1	15	130S	100E	4300731173	PA
BALLPARK CYN 16-2X	16	130S	100E	4300731207	PA
UTAH FUEL A-1	6	140S	070E	4301516021	PA
OMAN 14-20	29	130S	070E	4300731209	RET
CORDINGLY CYN 2-1	2	130S	100E	4300731236	RET
SWD 1	28	130S	100E	4300731417	RET
SHIMMIN 33-1	33	120S	110E	4300731431	RET
SEAMONS 5-8	8	130S	070E	4300731432	RET
CRITCHLOW 29-1	29	120S	110E	4300731433	RET
RADAKOVICH 12-5-1	5	130S	070E	4300731434	RET
ALLRED 10-1	10	120S	110E	4300731435	RET

RADAKOVICH 12-5	5	130S	070E	4300731436	RET
SEAMONS 5-8-2	8	130S	070E	4300731437	RET
WOOLSEY 3-31-1	31	130S	070E	4300731438	RET
ALLRED 13-1	13	120S	110E	4300731439	RET
JACOB 5-5	5	140S	070E	4300731513	RET
UTAH FUEL 8	19	130S	070E	4300716015	S
OMAN 2-20	20	130S	070E	4300730289	S
KENILWORTH RR #1	16	130S	100E	4300731006	S
KENILWORTH RR #2	16	130S	100E	4300731007	S
BALLPARK CANYON #1	16	130S	100E	4300731015	S
CORDINGLY CYN 15-2	15	130S	100E	4300731064	S
CORDINGLY CYN 15-1	15	130S	100E	4300731065	S
CORDINGLY CYN 11-1	11	130S	100E	4300731070	S
CORDINGLY CYN 15-5	15	130S	100E	4300731167	S
KENILWORTH RAILROAD 15-3	16	130S	100E	4300731168	S
ALPINE SCHOOL DIST 6-17	17	130S	070E	4300731181	S
OMAN 10-29	29	130S	070E	4300731210	S
KENILWORTH RR 1-A	16	130S	100E	4300731229	S
RIDGE RUNNER 11-20	20	140S	070E	4301530271	S
RIDGE RUNNER 1-30	20	140S	070E	4301530680	S
RIDGE RUNNER 2-19	17	140S	070E	4301530684	S
RIDGE RUNNER 11-17	17	140S	070E	4301530685	S

Facility List

Clear Creek Compressor Station	33	13S	7E
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