

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

5. Lease Designation and Serial No.
ML-45691

6. If Indian, Allottee or Tribe Name

7. Unit Agreement Name
N/A

8. Farm or Lease Name
UTAH

9. Well No.
36-109

10. Field and Pool, or Wildcat
WILDCAT

11. Q. Sec., T., R., M., or Blk. and Survey or Area
SE/NW SEC. 36, T15S, R09E

12. County or Parrish
Carbon

13. State
Ut.

1a. Type of Work
DRILL DEEPEN PLUG BACK

b. Type of Well
Oil Well Gas Well Other Coalbed Methane Single Zone Multiple Zone

2. Name of Operator
River Gas Corporation

3. Address of Operator
511 Energy Center Boulevard Northport, Al 35476

4. Location of Well (Report location clearly and in accordance with any State requirements.)*
At surface 1800' FWL, 1800' FNL Sec. 36, T15S, R09E
At proposed prod. zone same

14. Distance in miles and direction from nearest town or post office*
8.5 miles south-southeast of Price, Utah

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. line, if any) 1800'

16. No. of acres in lease 1120

17. No. of acres assigned to this well 40

18. Distance from proposed* location to nearest well, drilling, completed, or applied for, on this lease, ft. 11,500'

19. Proposed depth 2600'

20. Rotary or cable tools Rotary

21. Elevations (Show whether DF, RT, GR, etc.) 5967' GR Surveyed

22. Approx. date work will start* May 22, 1995

23. **PROPOSED CASING AND CEMENTING PROGRAM**

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
11"	8 5/8"	24#	300'	110 sx
7 7/8"	5 1/2"	17#	2570'	265 sx

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

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

Signed: Terry D. Burns *Terry D. Burns* Title: Geologist Date: 04-27-95

(This space for Federal or State office use)

API NO. _____ Approval Date _____

Approved by: _____ Title: _____ Date: _____

Conditions of approval, if any: _____

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work
 DRILL DEEPEN PLUG BACK

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 8.5 miles south-southeast of Price, Utah

15. Distance from proposed location* to nearest property or lease line, ft. (Also to nearest date line, if any) 1800'
 16. No. of acres in lease 1120

13. Distance from proposed location* to nearest well, drilling, completed, or applied for, on this lease, ft. 11,500'
 19. Proposed depth 2600'
 20. Rotary or cable tools Rotary

21. Elevations (Show whether DF, RT, GR, etc.) 5967' GR Sealed
 22. Approx. date work will start* May 22, 1995

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11"	8 5/8"	24#	300'	110 sx
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5. Lease Designation and Serial No.
 ML-45691

6. If Indian, Allottee or Tribe Name

7. Unit Agreement Name
 N/A

8. Farm or Lease Name
 UTAH

9. Well No.
 36-109

10. Field and Pool, or Wildcat
 WILDCAT

11. 09, Sec. 1, R., M., or S.W. and Survey or Area
 SE/NW SEC. 36, T15S, R09E

12. County or Parish
 Carbon

13. State
 Ut.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout prevention program, if any.

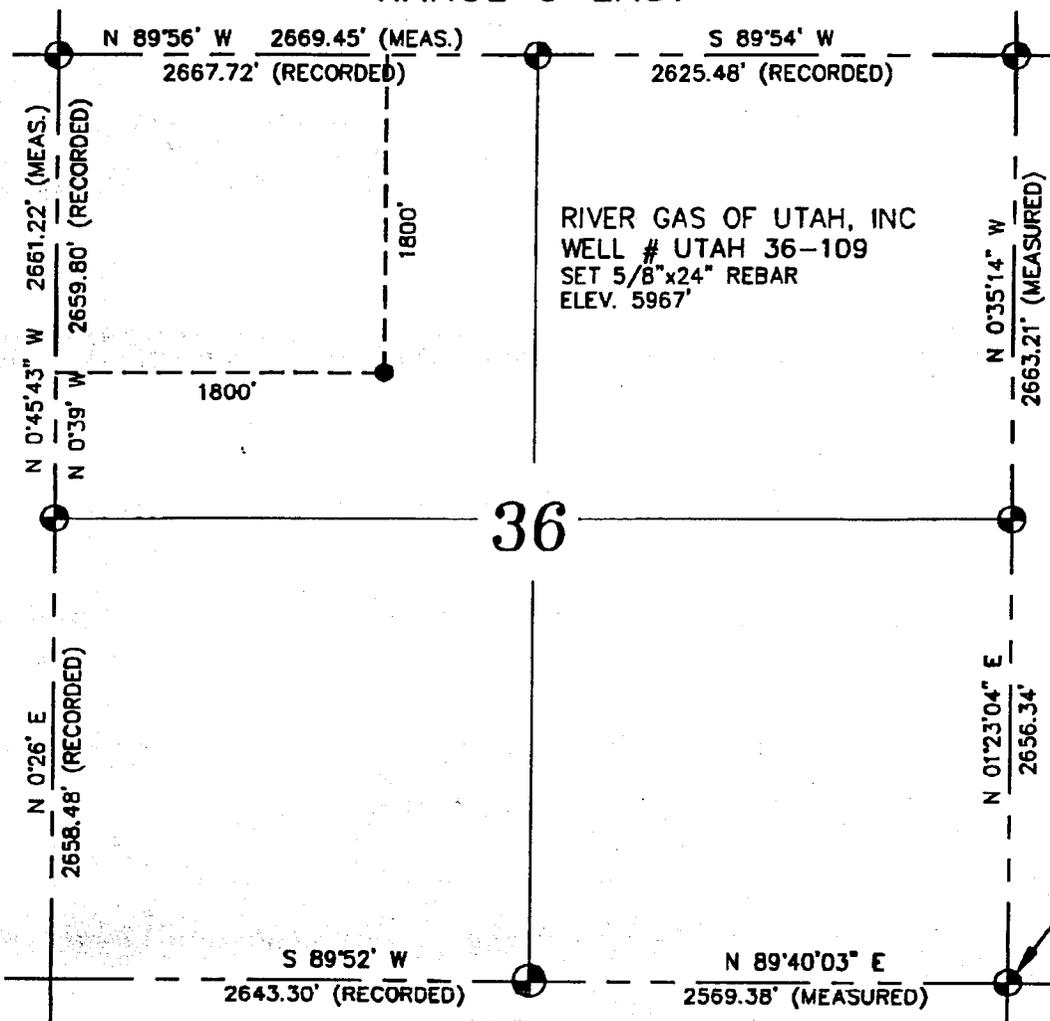
24. I hereby certify that this report is true and complete to the best of my knowledge.
 Signed: Terry D. Burns *Terry D. Burns* Geologist Date: 04-27-95

(This space for Federal or State office use)
 API NO. 43-007-30268
 Approved by: *JAN Mathews* Petroleum Engineer Date: 5/22/95
 Conditions of approval, if any:

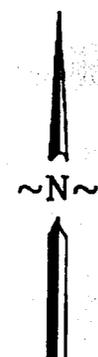
*See Instructions On Reverse Side

RANGE 9 EAST

TOWNSHIP 15 SOUTH



RIVER GAS OF UTAH, INC
 WELL # UTAH 36-109
 SET 5/8"x24" REBAR
 ELEV. 5967'



BASIS OF ELEVATION

OF 5898 AS INDICATED ON THE
 NE CORNER OF SECTION 36,
 T 15 S, R 9 EAST,
 THE PRICE QUADRANGLE 7.5
 MINUTE SERIES MAP.

LEGEND

- FOUND BRASS CAP
- SEARCHED FOR BUT NOT FOUND
- ◊ FOUND ROCK CORNER

BASIS OF BEARING

BASIS OF BEARING N 89°56' W MEASURED
 BETWEEN THE NW CORNER AND THE N1/4 CORNER
 OF SECTION 36, TOWNSHIP 15 SOUTH, RANGE 9
 EAST, SALT LAKE BASE AND MERIDIAN.

ENGINEER'S CERTIFICATE

I, EVAN E. HANSEN, DO HEREBY CERTIFY THAT I AM A
 REGISTERED LAND SURVEYOR AND PROFESSIONAL ENGINEER
 HOLDING CERTIFICATE NO. 145656 AS PRESCRIBED UNDER
 THE LAWS OF THE STATE OF UTAH. I FURTHER CERTIFY
 THAT I HAVE MADE A SURVEY OF THE TRACT OF GROUND
 SHOWN AND THAT IT IS TRUE AND CORRECT TO THE BEST
 OF MY KNOWLEDGE.

Evan E. Hansen
 EVAN E. HANSEN

4/24/95
 DATE

REVISED: 4-24-95

NW1/4 SEC. 36, T 15 S, R 9 E, S.L.B. & M.

Empire Engineering

1665 E. Sogewood Rd. Price, Utah 84501

RIVER GAS OF UTAH, INC.
 WELL # UTAH 36-109

Drawn By:
 THK

Approved By:
 EEH

Drawing No.

EEOG-9508

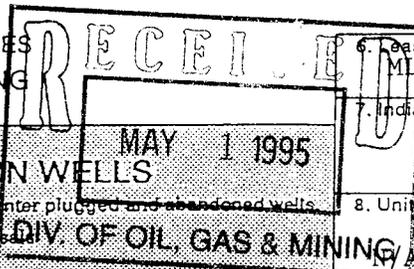
Date:
 3-25-95

Scale:
 1"=1000'

SHEET 1 OF 2

C:\EMP\ENGINEERING\95-9008 03/25/95 2:51 P

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



6. Lease Designation and Serial Number
ML-45691
7. Indian Allottee or Tribe Name
8. Unit or Communitization Agreement

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT for such proposals.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify) Coalbed Methane		9. Well Name and Number Utah 36-109
2. Name of Operator River Gas Corporation		10. API Well Number 43-007-30268
3. Address of Operator 511 Energy Center Boulevard Northport, Al	4. Telephone Number 205-759-3282	11. Field and Pool, or Wildcat Wildcat
5. Location of Well 35476 Footage : 1800' FWL, 1800' FNL County : Carbon QQ, Sec. T., R., M. : SE/NW Sec. 36, T15S, R09E State : UTAH		

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandonment	<input type="checkbox"/> Abandonment *
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Casing Repair
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Change of Plans
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Conversion to Injection
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Fracture Treat
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Other _____
<input checked="" type="checkbox"/> Other <u>Re-locating well site</u>	
Approximate Date Work Will Start _____	Date of Work Completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.
* Must be accompanied by a cement verification report.

13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

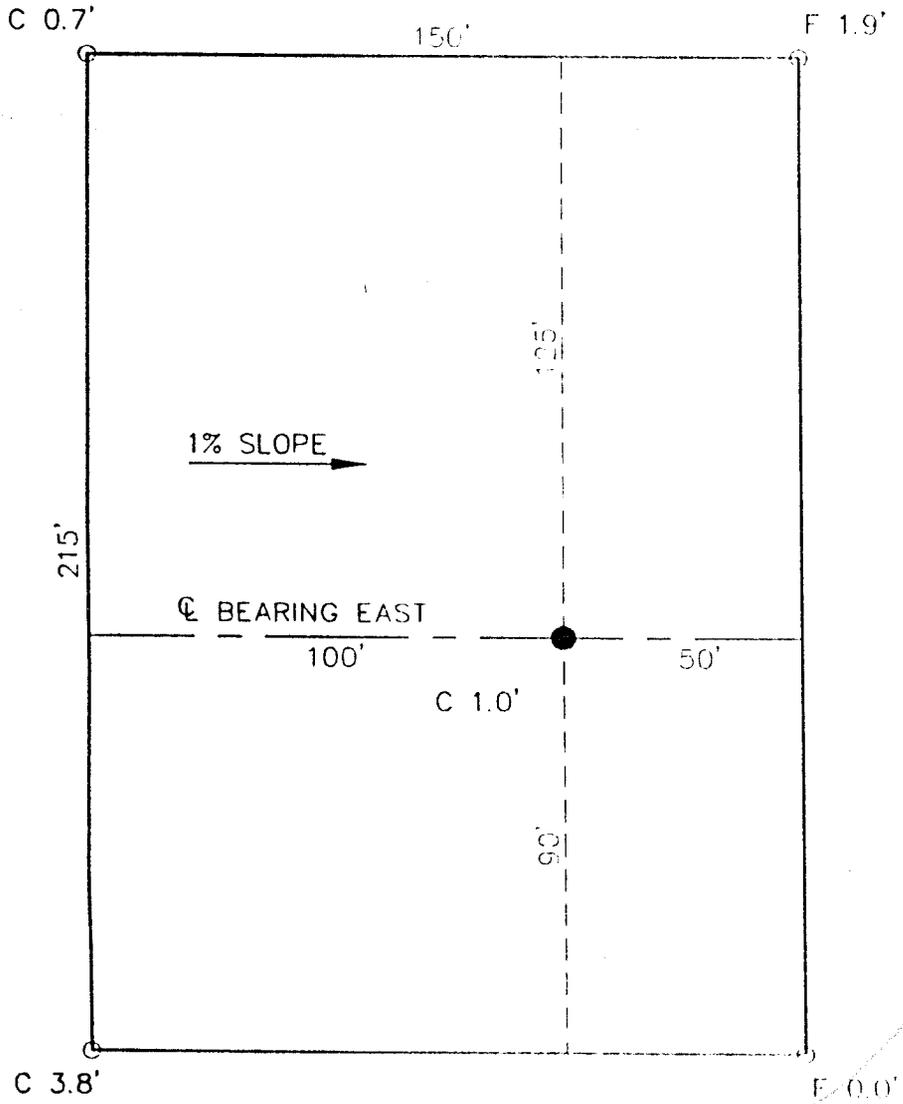
Well # Utah 36-109 is being moved from 1800' FEL, 800' FSL to location stated above because of DOT's limited access off of state Highway 10.

I hereby certify that the foregoing is true and correct:

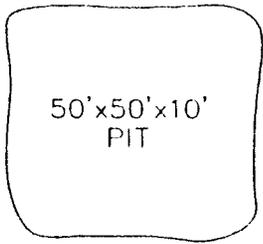
Name & Signature: Terry D. Burns *Terry D. Burns* Title: Geologist Date: 04-25-95
(State Use Only)

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

DATE: 5/19/95
BY: *[Signature]*
Petroleum Engineer



SCALE: 1" = 40'



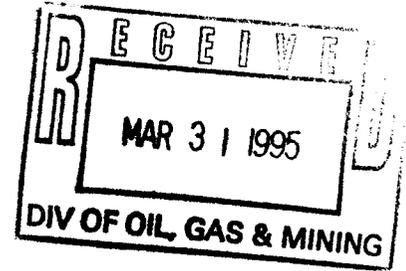
○ INDICATES 1"x2"x24" WOOD STAKE

SE1/4 SEC. 36, T 15 S, R 9 E, S.L.B. & M.		
Empire Engineering		
1665 E. Sagewood Rd. Price, Utah 84501		
RIVER GAS CORPORATION		
WELL # UTAH 36-109		
Drawn By: THK	Approved By: EEH	Drawing No.
Date: 4-15-95	Scale: 1" = 40'	EEOG-95-08
		Cheet: 2 of 2



RIVER GAS CORPORATION

511 Energy Center Blvd.
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 759-3188



March 28, 1995

Mr. Mike Hebertson
Utah Board of Oil, Gas, and Mining
Suite 350, 3 Triad Center
355 West North Temple
Salt Lake City, Utah 84180-1203

RE: Application for Permit to Drill -
Utah 36-109, SW 1/4 of SE 1/4, Sec. 36, T15S, R09E
S.L.B. & M., Carbon County, Utah

Dear Mr. Hill:

Enclosed is an original and one copy of an "Application for Permit to Drill" the well described above. Attached to the APD is the following information:

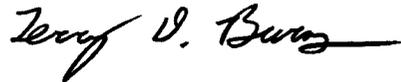
- Attachment #1 - Copy of survey plat of proposed well site
- Attachment #2 - Information regarding use of water at the site
- Attachment #3 - Schematic of B.O.P.
- Attachment #4 - Portion of topographic map indicating proposed well site (diagonal lines denote Federal mineral)
- Attachment #5 - Additional drilling information furnished according to State regulations
- Attachment #6 - Typical road cross-section
- Attachment #7 - Evidence of bond sent to State Lands and Forestry Division

Page Two

Also, please accept this letter as our request that all information regarding this permit be kept confidential, if said information is eligible for such consideration. This request is made in accordance with State of Utah Oil and Gas rule # R649-2-11.

Thank you for your assistance. Please feel free to contact me if you have questions.

Sincerely,



Terry D. Burns

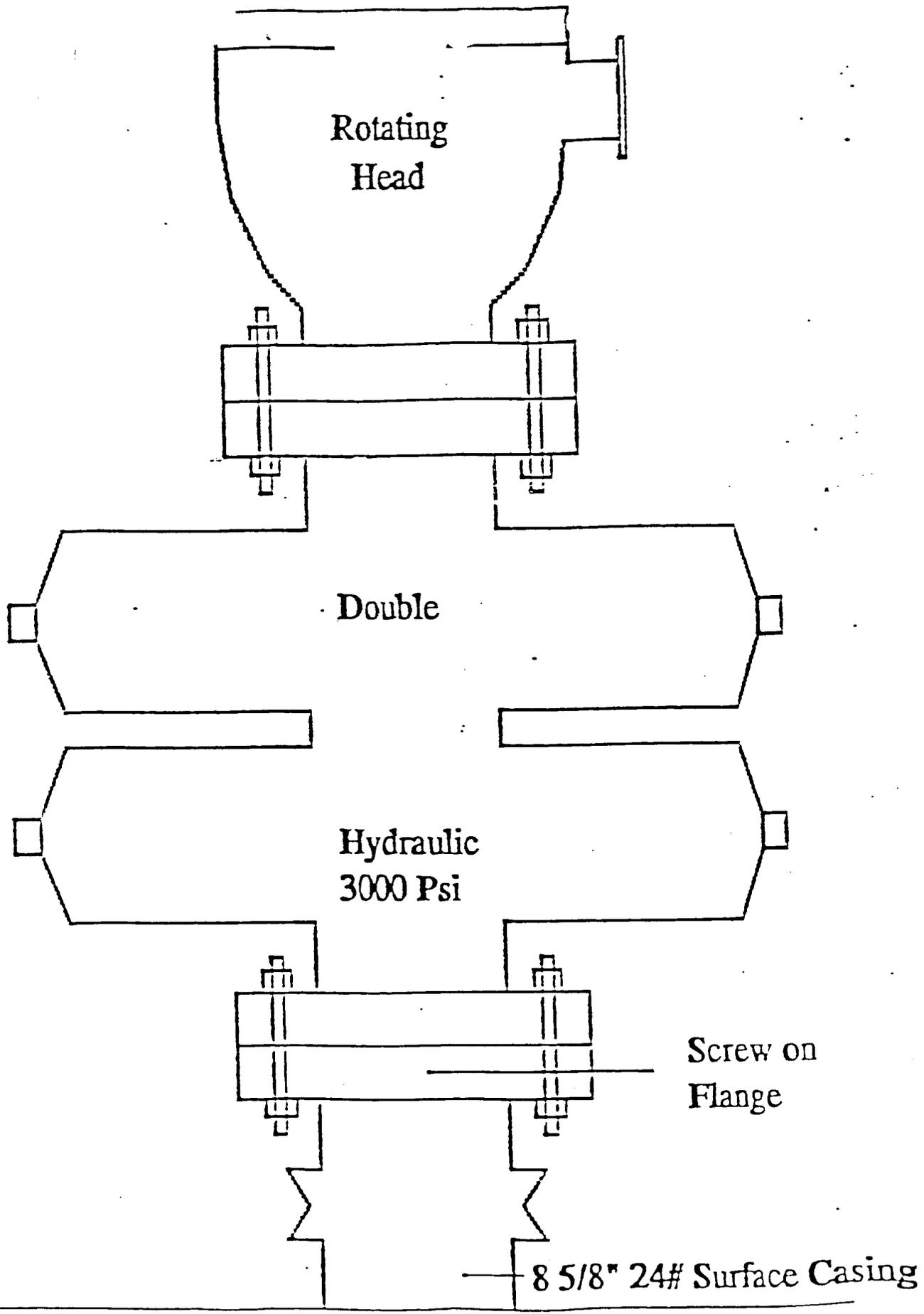
Geologist

cc: Mr. Edward W. Bonner, Utah Department of Natural Resources
Mr. Eric Jones, BLM in Moab, Utah
Mr. Dean Nyffler, BLM in Price, Utah
Mr. Robert A. Hendricks, BLM in Salt Lake City, Utah
Mr. J.R. French, Texaco
Mr. R.A. Lamarre, Texaco
Mr. Gee Lake, Jr., Dominion Reserves

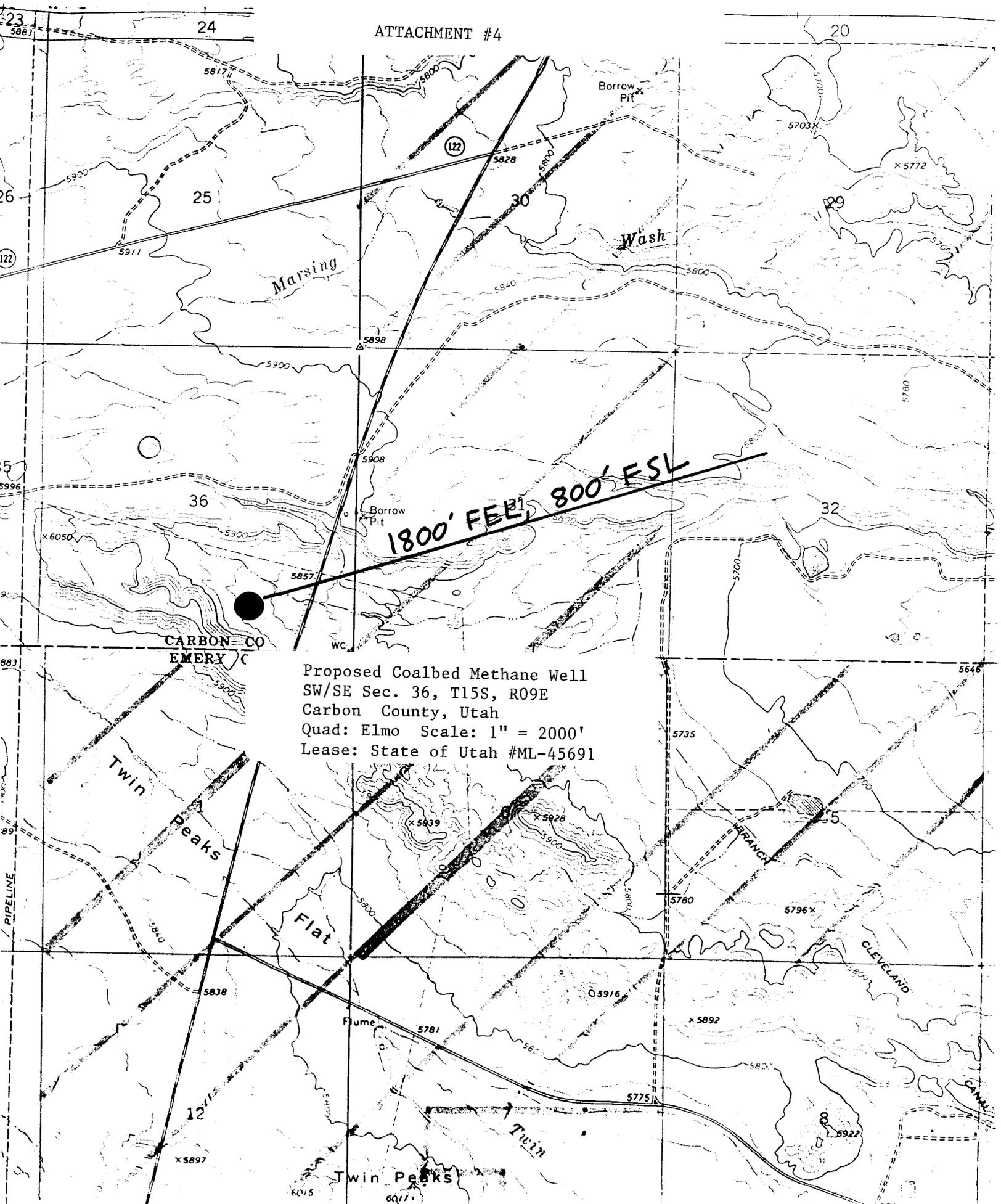
— RIVER GAS OF UTAH, INC. —
ATTACHMENT #2

RE: Use of Water During Drilling Operations

As stated, water which we will be using is to be purchased from the Price River Water Improvement District (Tel. 801-637-6350). This has been arranged by Mr. Michael J. Farrens, Drilling Supervisor for River Gas of Utah, Inc. He has been in contact with Mr. Phillip Palmer. Mr. Farrens has discussed this arrangement with Mark Page of the Division of Water Rights (Tel. 801-637-1303) over the telephone. The Division of Water Rights is to furnish the Oil & Gas Division with a letter of approval concerning this matter.



ATTACHMENT #4



Proposed Coalbed Methane Well
SW/SE Sec. 36, T15S, R09E
Carbon County, Utah
Quad: Elmo Scale: 1" = 2000'
Lease: State of Utah #ML-45691

CARBON CO
EMERY C

Twin Peaks

Flat

Flume

Twin Peaks

PERANCY

CLEVELAND

CANAL

RIVER GAS OF UTAH, INC.
Additional Drilling Information

Utah 36-109

1800' FEL & 800' FSL
Section 36, Township 15 South, Range 09 East

R649-3-4 Permitting of Wells to be Drilled, Deepened or Plugged Back

2.1 Telephone numbers for additional information:

Steven L. Prince Operations Manager	(801)637-8876 Office (801)650-1211 Mobile
--	--

Fred Passarella Pumper	(801)637-8876 Office (801)650-1296 Mobile
---------------------------	--

Randy Nairemore	(801)637-8876 Office (801)650-1210 Mobile
-----------------	--

Michael J. Farrens Vice President	(205)759-3282 Office (205)758-8535 Home (801)650-1162 Mobile
--------------------------------------	--

2.2 Lease: State of Utah ML-45691

2.3 This gas well will be drilled approx. 3 miles outside the southeast boundary of the Drunkards Wash Unit (UTU 67921X).

2.4 Survey Plat: See Attachment #1

2.5 Water will be purchased from Price River Water Improvement District:
See Attachment #2.

2.6 Drilling program.

2.6.1 The following geologic units are expected to be penetrated in the well.

<u>Formation/Unit</u>	<u>Depth (ft)</u>
Upper Mancos Shale	Surface
Blue Gate/Ferron Sandstone	1660
Ferron/Tununk Shale	1915
TD	2600

2.6.2 The coals within the Ferron Sandstone will be the target gas and water bearing formations at approx. 1685' and 1800'. 5-1/2" 17# WC75 casing will be run and cemented with approximately 200 sacks 50/50 Pozmix cement and tail-in with 65 sacks "RFC".

2.6.3 A double gate 3000 psi BOPE will be used with a rotating head. This equipment will be tested to 2100 psi or 70% of the minimum internal yield pressure. All tests will be recorded in a Driller's Report Book. Physical operation of BOP's will be checked on each trip. See Attachment #3 for Schematic.

2.6.4 None.

2.6.5 Mud Program:

Depth

0-300	11" hole	Drill with air, will mud-up if necessary.
300-2600	7-7/8" hole	Drill with air. 400 psi @ 1500-1800 Scf.

2.6.6 Coring Program: The Ferron coal interval, estimated at 1685-1800, will be cored with a light-weight mud. 2.4" cores will be recovered.

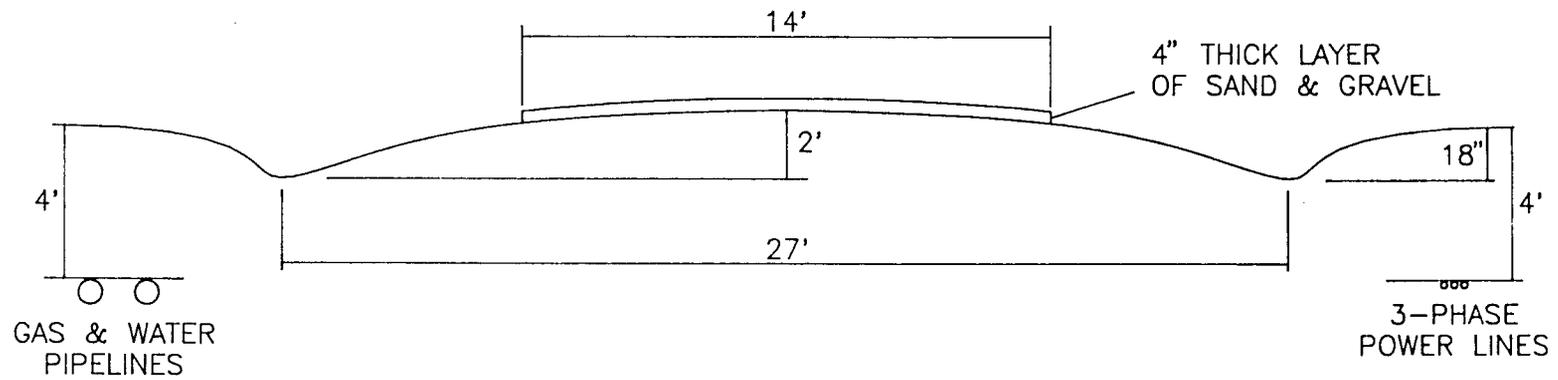
Logging Program:

Depth

0-300	Gamma Ray
300-2600	Gamma Ray, High Resolution Density, Compensated Density, Neutron porosity, Induction, Caliper

2.6.7 We expect 1100 psi for bottom hole pressure.
No hazards are expected.

RIVER GAS CORPORATION



TYPICAL ROAD CROSS-SECTION

NOT TO SCALE

3/23/95

ATTACHMENT #6

AmSouth Bank N.A.
1900 5th Avenue North
Birmingham, Alabama 35203-2610 USA

International Department

TELEX: 6827189
Cable: AMSOUBKBHM
S.W.I.F.T. AMSB US 44

AMENDMENT NUMBER: 003
TO LETTER OF CREDIT NUMBER: 5304606
DATE: DECEMBER 29, 1993

BENEFICIARY:
STATE OF UTAH, DEPARTMENT OF
NATURAL RESOURCES, DIVISION OF
STATE LANDS AND FORESTRY
#3 TRIAD CENTER SUITE 400
355 WEST TEMPLE
SALT LAKE CITY, UTAH 84160-1204

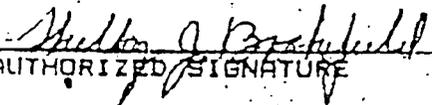
AT THE REQUEST OF RIVER GAS OF UTAH, INC.
AND FOR THE ACCOUNT OF SAME
WE HEREBY AMEND OUR LETTER OF CREDIT NUMBER 5304606
DATED DECEMBER 14, 1990
OPENED IN YOUR FAVOR AS FOLLOWS:

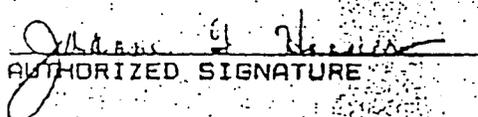
ACCOUNT PARTY'S ADDRESS IS NOW TO READ:
3600 WATERMELON ROAD, SUITE 204, NORTHPORT, ALABAMA 35476.

-LATEST NEGOTIATION DATE IS EXTENDED TO DECEMBER 13, 1994.

-ADD: THIS LETTER OF CREDIT WILL BE AUTOMATICALLY RENEWED
WITHOUT AMENDMENT FOR SUCCESSIVE PERIODS OF ONE (1) YEAR EACH,
UNLESS AT LEAST 60 DAYS PRIOR TO THE INITIAL EXPIRATION DATE
OR ANY SUCCESSIVE EXPIRATION DATE THE ISSUING BANK GIVES THE
BENEFICIARY NOTICE BY REGISTERED LETTER TO THE ADDRESS ABOVE
THAT THE ISSUING BANK ELECTS NOT TO HAVE THIS LETTER OF CREDIT
RENEWED FOR SUCH ADDITIONAL ONE YEAR PERIOD.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.
THIS AMENDMENT BECOMES AN INTEGRAL PART OF THE ORIGINAL LETTER OF
CREDIT AND IS TO BE ATTACHED THERETO.


AUTHORIZED SIGNATURE


AUTHORIZED SIGNATURE

RIVER GAS OF UTAH, INC.

ATTACHMENT #7

AmSouth Bank N.A.
1900 5th Avenue North
Birmingham, Alabama 35203-2610 USA

International Department

TELEX: 6827189
Cable: AMSOUBKBHM
S.W.I.F.T. AMSB US 44

AMENDMENT NUMBER: 004
TO LETTER OF CREDIT NUMBER: S304606
DATE: JANUARY 24, 1995

BENEFICIARY:
STATE OF UTAH, DEPARTMENT OF
NATURAL RESOURCES, DIVISION OF
STATE LANDS AND FORESTRY
#3 TRIAD CENTER SUITE 400
355 WEST TEMPLE
SALT LAKE CITY, UTAH 84180-1204

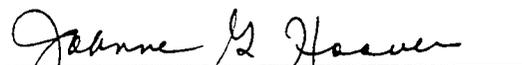
AT THE REQUEST OF RIVER GAS OF UTAH, INC. 3600 WATERMELON ROAD
SUITE 204 NORTHPORT, ALABAMA 35476
AND FOR THE ACCOUNT OF SAME
WE HEREBY AMEND OUR LETTER OF CREDIT NUMBER S304606
DATED DECEMBER 14, 1990
OPENED IN YOUR FAVOR AS FOLLOWS:

★ -ACCOUNT PARTY'S NAME IS NOW CHANGED TO:
RIVER GAS CORPORATION

-THE NAME OF THE ISSUING BANK IS CHANGED FROM AMSOUTH BANK N.A.
TO AMSOUTH BANK OF ALABAMA.

**REFERENCES HEREIN TO AMSOUTH BANK N.A. SHALL BE DEEMED TO REFER
TO AMSOUTH BANK OF ALABAMA.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.
THIS AMENDMENT BECOMES AN INTEGRAL PART OF THE ORIGINAL LETTER OF
CREDIT AND IS TO BE ATTACHED THERETO.



AUTHORIZED SIGNATURE

Form 9

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

6. Lease Designation and Serial Number ML-45691
7. Indian Allottee or Tribe Name
8. Unit or Communitization Agreement N/A
9. Well Name and Number UTAH 36-109
10. API Well Number
11. Field and Pool, or Wildcat WILDCAT

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT-- for such proposals.

1. Type of Well
 C.V.
 Gas Well
 Other (specify) **COALBED METHANE**

2. Name of Operator
RIVER GAS CORPORATION

3. Address of Operator
511 ENERGY CENTER BLVD. NORTHPORT, AL. 35476

4. Telephone Number
205-759-3282

5. Location of Well
 Footage : **1800' FEL, 800' FSL,** County : **CARBON**
 QQ, Sec. T., R., M. : **SEC. 36, T15S, R9E** State : **UTAH**

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

NOTICE OF INTENT
(Submit in Duplicate)

<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Other <u>ADDENDUM TO APD ATTACHED</u>	

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Other _____	

Date of Work Completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.
 * Must be accompanied by a cement verification report.

13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

I hereby certify that the foregoing is true and correct.

Name & Signature **TERRY D. BURNS** *Terry D. Burns* Title **GEOLOGIST** Date **4-18-95**
 (State Use Only)

**ADDENDUM TO APPLICATION FOR
PERMIT TO DRILL:**

**UTAH 36-109
1800' FEL, 800' FSL, SEC. 36, T15S, R09E
Selected Points to be Addressed in On-site Pre-drill Evaluation**

Drilling Program

- Point #2. Expected Depths of Water and Gas Zones - The only water and gas - bearing zones expected in the well will be from the sandstones and coals within the Ferron Sandstone member of the Mancos Shale. Expected interval: 1660-1800'. No near - surface water is expected to be encountered.
- Point #4. Cement used for surface casing will be Class "G" with 2% Calcium Chloride. Density: 15.80 lbs/gal

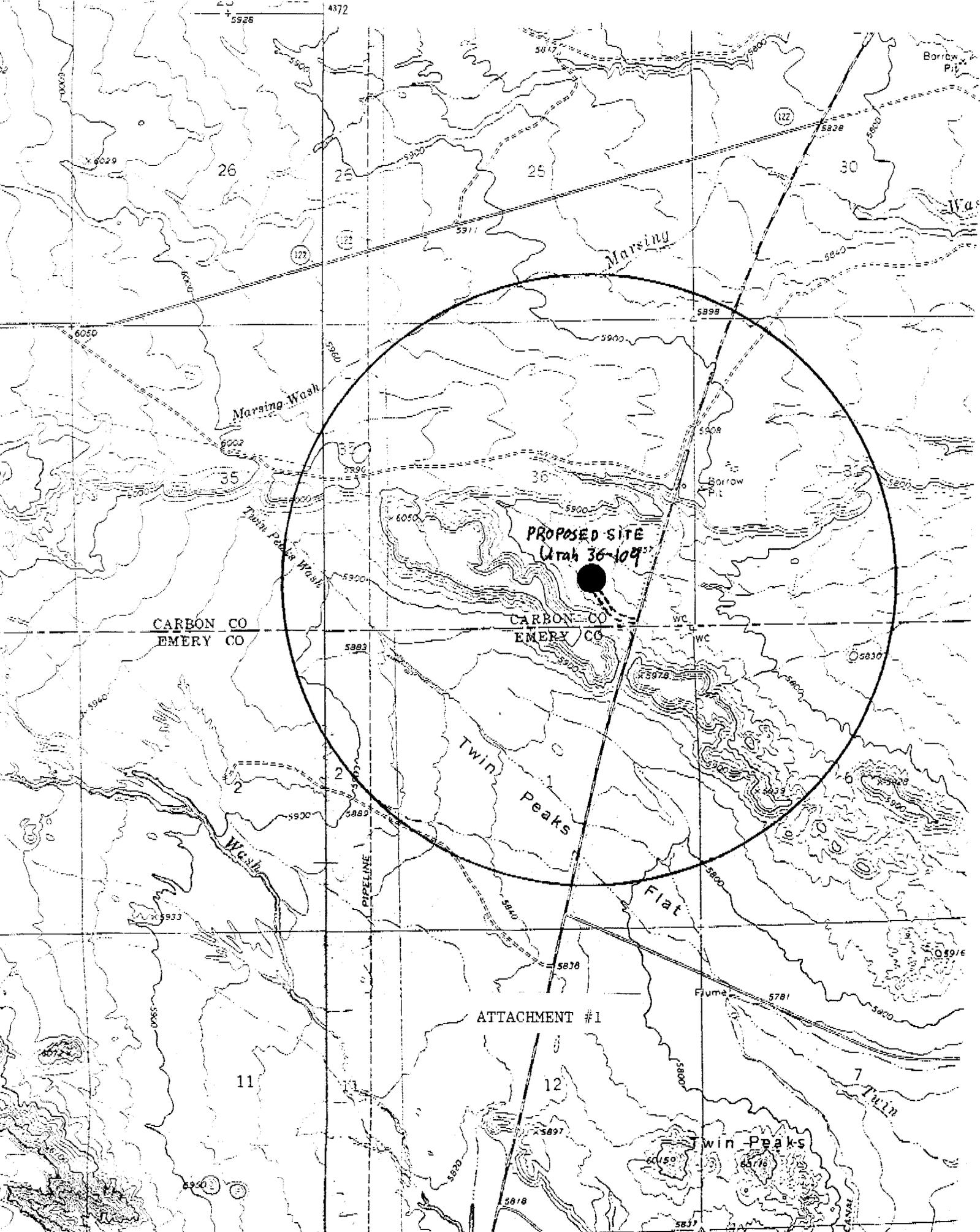
Surface Use Plan

Current Surface Use - Grazing permit # GP 21308 Leased to Boyd Marsing

- Point #2 Planned Access Roads - A new road will be constructed directly off of state Highway 10. This road will be approximately 1200' in length (Attachment #1). Discussions are underway with DOT to receive permission for access off of Highway 10 at this location.
- Point #3 No wells exist within one-mile radius of the proposed location. See attcht #1
- Point #4 Location of Production Facilities and Pipelines - This well is being drilled primarily as a stratigraphic test. There are no plans for pipeline construction at this time.
- Point #6 Source of Construction Material - In-place residual of Mancos Shale
- Point #7 Waste Management Plan - All drill cuttings will be diverted to pit, as well as fluids encountered. Afterwards, the fluids will be allowed to evaporate and cuttings will be buried. Also, a portable bathroom facility will be provided during drilling operations
- Point #9 Well Site Layout - A separator will be installed on the "cut" side of the location (See attcht #2)

Other Observations

Archeological/Paleontological Report - see Attachment #3



PROPOSED SITE
Utah 36-109

CARBON CO
EMERY CO

CARBON CO
EMERY CO

ATTACHMENT #1

Fume

Twin Peaks

PRELIMINARY REPORT

A CULTURAL/PALEONTOLOGICAL INVENTORY OF CORE WELLS 16-110 IN EMERY COUNTY AND 36-109 IN CARBON COUNTY, UTAH

INTRODUCTION

During the period of April 10-17, Baseline Data, Inc., completed a cultural and paleontological resource inventory of 31 well locations, with associated access and gas/water pipeline corridors. The inventory was requested by River Gas of Utah and is part of a long-term drilling program in Carbon and Emery counties, Utah. At the request of Mr. Terry Burns, this preliminary report focuses on Core Wells 16-110 and 36-109. There is a need for expedited review of these two wells. The results of the inventory of the two wells will be included in more detail in the final report for the larger project and is scheduled for submission to the appropriate agencies in about 10 days.

Both well locations and access were examined for cultural resources by V. Garth Norman of Baseline. Dr. Wade Miller, of Miller Consulting, examined the locations and access for paleontological remains.

LOCATION

Core Well 16-110 is on Poison Spring Bench, about eight miles north of Huntington, Emery county, Utah. Specifically, the well is in the SW1/4 NE1/4 SE1/4 SW1/4, Section 16, T.16S R.9E (Figure 1-Poison Spring Bench Quadrangle Utah). Access to the well is from an existing, graded road. The access to the well extends about 100 m northeast to the road. The well and access are lands administered by the State of Utah.

Core Well 36-109 is about 9 miles southwest of Price in Carbon County, and is just north of the Carbon/Emery county boundary. Specifically, it is in the SW1/4 NE1/4 SW1/4 SE1/4 of Section 36, T.15S R.9E (Figure 2-Elmo Quadrangle Utah).

There are two possible access routes to Core Well 36-109. The shortest and most direct route is from Highway 10 just south of the County boundary, and would extend about .22 miles northwest to the well. The Utah Department of Transportation has limited access restrictions in this area and may not allow access to the well from this point.

The alternative access incorporates portions of an existing two-track and would require development of additional new access from the Section 31/36 line to the well. A total distance of about 1 mile of access would be required. The well and the alternative access are found on land administered by the State of Utah. The short, direct route from Highway 10 begins on the surface easement of Highway 10 which is controlled by the State of Utah. The proposed access then crosses about 150 feet (in Section 1) of land controlled by the Price Resource Area Bureau of Land Management. It then crosses over the County line into Section 36, administered by the State of Utah.

Both well locations and the associated access roads are on surfaces dominated by older Quaternary Alluvium derived from surrounding members of the Cretaceous Mancos Shale. Core Well 16-110 is in a transition zone between the Pinyon/Juniper Woodland and open Sagebrush plant communities. Core Well 36-109 is in an open low sage and shadscale plant community.

INVENTORY RESULTS

Paleontological The Mancos Shale Formation contains several sub-members with reported significant (sensitive) paleontological remains. Both of the wells and the access roads are dominated on the surface by reworked older Quaternary alluvium and no sensitive paleontological remains were noted within the well pad locations or along the access roads.

Cultural No significant cultural resources were noted at the well locations or along the access roads. Two isolated solder-sealed cans were found at Core Well 16-110. An old core hole is found near Core Well 16-110 and the two cans are probably related to the earlier coring activity. A single solder-sealed evaporated milk can was noted on the access route between Core Well 36-109 and Highway 10. A single light amber colored bottle associated with four crushed cans were noted on the edge of the ridge north of Core Well 36-109 on the alternative access road. None of this material is significant.

Baseline completed a Class I file search for all of the well and excess roads involved in this phase of the project. There are no previously reported cultural or paleontological sites within or in close proximity of the core well locations and access roads. There are no sites currently listed on the National Register of Historic Sites within close proximity of either well location or access roads.

RECOMMENDATIONS

It is the opinion of Baseline that the proposed core well drilling and access road activity will have no effect on the region's cultural or paleontological resource data base. No further research or mitigation is warranted at these locations.

Onsite Participants: MIKE FARRENS RIVER GAS, STEVE PRINCE
RIVER GAS, MIKE HEBERTSON DOGM.

Regional Setting/Topography: NORTHWEST FLANK OF THE SAN RAFAEL SWELL AND EAST OF THE CENTRAL UTAH THRUST BELT. MANCOS BADLANDS WITH OVERLYING SANDSTONE CLIFFS OF MESA VERDE FORMATION. AREA IS DOMINATED BY ROLLING HILL LOWLANDS, STEEP SIDED MODERATELY INCISED GULLIES, AND WELL DEFINED SANDSTONE CLIFFS.

DRILLING PROGRAM:

1. Surface Formation and Estimated Tops/Geologic Markers

<u>MANCOS SHALE</u>	<u>SURFACE</u>	<u>- 1500'</u>
<u>BLUE GATE/FERRON SS</u>	<u>1500'</u>	<u>- 1750'</u>
<u>FERRON/TUNUNK SHALE</u>	<u>1750'</u>	<u>- 2600'</u>
<u>T.D.</u>	<u>2600'</u>	

2. Estimated Depths of Anticipated Water, Oil, Gas or other Mineral Bearing Zones

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
<u>Oil/Gas</u>	<u>BLUE GATE/FERRON</u>	<u>1660 - 1800'</u>
<u>Oil</u>		
<u>Water</u>	<u>BLUE GATE/FERRON</u>	<u>1660 - 1800'</u>
<u>Other</u>		

All fresh water sands encountered during drilling shall be recorded and reported to the Division on Form 7.

3. Well Control Equipment & Testing Procedures

DOUBLE GATE 3000 PSI BOPE TESTED TO 2100 PSI.
SEE ATTACHED DIAGRAM.

4. Proposed Casing and Cementing Program

<u>8 5/8</u>	<u>24#/FT</u>	<u>300'</u>	<u>110 SX CLASS G NEAT 2% CaCl</u>
<u>5 1/2</u>	<u>17#/FT</u>	<u>2570'</u>	<u>200 SX 50/50 POS LEAD</u>
		<u>65 SX RFC</u>	<u>TAIL</u>
<u>ALL CEMENT WILL HAVE A 15.8 LB/GAL WEIGHT</u>			

5. Mud Program and Circulating Medium - include mud components and weights, when drilling with air also include length and location of blooie line

<u>0 - 300'</u>	<u>AIR OR AIR MIST, NATURAL MUD IF NECESSARY.</u>
<u>300 - 2600'</u>	<u>AIR OR AIR MIST @ 400 PSI 1500 - 1800 CFM.</u>

6. Coring, Logging, and Testing Program
THIS WELL WILL BE CORED THROUGH THE FERRON SS FOR
PLUS OR MINUS 100'

0 - 300' GAMMA RAY
300 - 2600' GAMMA RAY, DENSITY, PORPSITY, INDUCTION

7. Abnormal Conditions, Bottom Hole Pressures and Potential Hazards, also list anticipated lost circulation zones, abnormal temperature zones and possible hydrogen sulfide bearing zones
BOTTOM HOLE PRESSURE WILL BE ABOUT 1100 PSI.

NO HAZARDS ARE EXPECTED.

SURFACE USE PLAN:

Current Surface Use: CATTLE GRAZING, LAND IS NORMALLY NOT IN USE.
UNDER PERMIT NO. GP 21308

Proposed Surface Disturbance: A LOCATION OF 265 X 150 INCLUDING
PIT AND ANCHORS FOR WORKOVER PLUS THE UPGRADED ROAD FOR ABOUT
ONE HALF MILE.

1. Existing Roads
MAIN SURFACE ROADS TO THE LOCATION ARE STATE ROAD 10
AND SEVERAL UNMAINTAINED DIRT ROADS (TWO TRACK) SOUTH
OF THE CITY OF PRICE.

2. Planned Access Roads - include length of new road, length of existing road to be upgraded, maximum disturbed and travel surface widths, maximum grades, turnouts, surface materials, drainage, cattleguards
A NEW ROAD WILL BE UPGRADED ABOUT 1/2 MILE FROM STATE
ROAD 10 TO THE LOCATION. THE ROAD RUNS IN A GENERALLY
WEST NORTHWEST DIRECTION. SEE MAP.

3. Location of existing wells within one-mile radius of proposed location, include water, injection, producing, drilling with present status of each well
SEE THE ATTACHED MAP INCLUDED WITH THE APD.
NO WELLS EXIST WITHIN ONE MILE OF THE LOCATION.

4. Location of Production Facilities and Pipelines
THIS WELL WILL BE A TEST THAT WILL BE USED WHEN THE FIELD EXPANDS TO THE THE SOUTH. FOR THE IMMEDIATE FUTURE THE WELL WILL BE USED TO DELINEATE THE SOUTH EXPANSION. OF THE PLAY.

5. Location and Type of Water Supply (include Division of Water Rights approval or identifying number)
CITY OF PRICE

6. Source of Construction Material
NATURAL SOILS AND SPOIL AT THE WELL SITE. RIG WILL BE PLACED ON CUT MATERIAL AND THE TOP SOIL WILL BE STOCK PILED ON THE SOUTH AND EAST OF THE LOCATION.

7. Waste Management Plan
ALL DRILL CUTTINGS WILL DIVERTED TO THE PIT ALONG WITH ANY FLUIDS USED OR ENCOUNTERED WHILE DRILLING. THE CUTTINGS WILL BE BURIED AFTER THE PIT IS DRY. A PORTA-POTTY AND TRASH BASKET WILL BE USED FOR HUMAN AND OTHER SOLID WASTES.

8. Ancillary Facilities
NONE

9. Well Site Layout
SEE ATACHMENT 2 OF THE SUNDRY NOTICE.

10. Surface Restoration Plans

UNLESS OTHERWISE AGREED TO THE SURFACE WILL BE RESTORED AS FOUND & REVEGETATED WITH NATIVE SPECIES AS DICTATED BY CURRENT PRACTICES AT THE TIME OF ABANDONMENT.

ENVIRONMENTAL PARAMETERS:

Affected Floodplain and/or Wetlands:

Is a 404 dredge and fill permit required? (Any activity which will change the bottom elevation of the "waters of the United States" including wetlands, natural and artificially created waters, and even some drainages may require a permit from the Army Corps of Engineers) NONE

Flora/Fauna:

Briefly describe the flora found on the proposed site and the fauna evidenced or sighted on or near the proposed location SERVES TO SOME EXTENT AS DEER AND ELK WINTER RANGE. SOME RAPTOR SPECIES, COYOTE, RABBITS, LIZARDS, CATTLE, SNAKES, OTHER UPPER SONORAN TRANSITIONAL FLORA & FAUNA. SAGE BRUSH AND GRASSES OF VARIOUS TYPES.

SURFACE GEOLOGY

Soil Type and Characteristics: DECOMPOSED CLAYS AND SANDS OF THE MANCOS SHALE AND THE OVERLYING MESA VERDE SANDSTONE CLIFFS. WEATHERS TO A LIGHT TAN WITH GYPSUM FLAKES AND SMALL PEBBLES OF CHERT.

Surface Formation & Characteristics: LIGHT TAN CLAY AND SAND ABOUT 75% CLAY AND 25% OTHER. VERY LOW POROSITY DUE TO THE CLAY CONTENT BUT MEDIUM PERMEABILITY DUE TO FRACTURES AND SURFACE JOINTING.

Erosion/Sedimentation/Stability: THIS AREA IS NOT HIGHLY ACTIVE WITH WATER AND EROSION FROM RUNOFF, HOWEVER MANY SMALL DRAINAGES EXIST AND RUNOFF IS OF A SHEETING NATURE THAT WILL BE ACTIVE DURING THUNDER STORMS OR HIGH WATER.

Paleontological Potential Observed: NONE

RESERVE PIT

Characteristics: THE RESERVE PIT WILL BE PLACED ON THE EAST OF THE LOCATION. THE LOCATION WILL BE EXPANDED TO INCLUDE THE PIT AND ALLOW AN AREA FOR TOP SOILS TO BE STORED.

Lining (Site ranking form attached): NONE WILL BE REQUIRED

OTHER OBSERVATIONS

Cultural Resources/Archaeology (if proposed location is on State land, has an archaeology clearance been obtained?): NO CULTURAL ARCHAEOLOGIC/PALEOLOGIC RESOURCES EXIST.

Comments: AT THE PRE-SITE IT WAS DECIDED TO MOVE THE PIT AND INCLUDE IT AS PART OF THE LOCATION PAD RATHER THAN A SEPARATE ITEM OF THE PAD LAY OUT.

K. MICHAEL HEBERTSON

27-APR-1995 12:00PM

OGM Representative

Date and Time

STATEMENTS OF BASIS

OGM Review of Application for Permit to Drill (APD)

ENGINEERING/LOCATION and SITING:

The proposed location meets the location and siting requirements of R649-3-2. The application and proposed casing and drilling plan appear to be consistent with accepted industry standards of practice and sound engineering design. A casing design safety check is attached. Blow out prevention equipment plans are adequate.

Signature F. R. Matthews Date 05/05/95

GEOLOGY/GROUND WATER:

Weathered clays of the Mancos shale are on the surface. There are no USDW's in the area. Water may be encountered at approximately 1600 feet in the Ferron Sandstone, which is anticipated to be a gas bearing zone.

Signature Dan Jarvis Date 5-2-95

SURFACE:

THE PRE-SITE INVESTIGATION OF THE SURFACE HAS BEEN PERFORMED BY FIELD PERSONNEL. DEFICIENCIES IN THE APD HAVE BEEN ADDRESSED AND THE FIELD REVIEW HAS BEEN COMPLETED ACCORDING TO DIVISION POLICY THE PROPOSED PLAN FOR CONSTRUCTION OF THE LOCATION APPEARS TO BE ENVIRONMENTALLY SOUND. THE LOCATION WAS ENLARGED TO INCLUDE THE PIT AND A STORAGE AREA FOR THE TOP SOIL. PREVIOUS TO THIS TIME THE PIT WAS SEPARATE FROM THE LOCATION AND WAS ALSO IN THE WRONG PLACE.

Signature K. MICHAEL HEBERTSON Date 27-APR-95

STIPULATIONS for APD Approval:

1. MOVE THE PIT TO THE EAST SIDE OF THE PAD.
2. ENLARGE THE PAD TO INCLUDE THE PIT 265 X 150 FEET.
3. STORE TOP SOIL AND SPOIL ON THE PAD NEXT TO THE PIT.

ATTACHMENTS:

PICTURES TAKEN.

Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements

Site-Specific Factors	Ranking Score	Final Ranking Score
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Distance to Groundwater (feet) >200 100 to 200 75 to 100 25 to 75 <25 or recharge area	0 5 10 15 20	0
Distance to Surf. Water (feet) >1000 300 to 1000 200 to 300 100 to 200 < 100	0 2 10 15 20	0
Distance to Nearest Municipal Well (feet) >5280 1320 to 5280 500 to 1320 <500	0 5 10 20	0
Distance to Other Wells (feet) >1320 300 to 1320 <300	0 10 20	0
Native Soil Type Low permeability Mod. permeability High permeability	0 10 20	10
Fluid Type Air/mist Fresh Water TDS >5000 and <10000 TDS >10000 or Oil Base Mud Fluid containing significant levels of hazardous constituents	0 5 10 15 20	0
Drill Cuttings Normal Rock Salt or detrimental	0 10	0

Annual Precipitation (inches) <10 10 to 20 >20	0 5 10	0
Affected Populations <10 10 to 30 30 to 50 >50	0 6 8 10	0
Presence of Nearby Utility Conduits Not Present Unknown Present	0 10 15	0
Final Score		10

The summation of all of the above ranking scores will yield one value which shall be used to determine the appropriate type of containment, on a case-by-case basis. The sensitivity levels are as follows:

- Level I Sensitivity: For scores totaling ≥ 20
- Level II Sensitivity: For scores totaling 15 to 19
- Level III Sensitivity: For scores totaling < 15

Containment Requirements According to Sensitivity Level

- Level I: Requires total containment by synthetic liner, concrete structure or other type of total containment structure or material.
- Level II: Bentonite or other compatible lining is discretionary depending on the fluid to be contained and environmental sensitivity.
- Level III: No specific lining requirements.

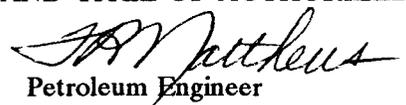
OTHER GUIDELINES FOR PITS

1. Unlined pits shall not be constructed on areas of fill materials.
2. A pit shall not be constructed in a drainages or floodplain of flowing or intermittent streams.
3. Synthetic liners used for lining reserve pits, shall be of 12 mil thickness or greater and shall be compatible with the fluid to be contained. Synthetic liners used for lining onsite pits with a longer expected life shall be a minimum of 30 mil thickness or as approved by the Division.
4. Synthetic liners shall be installed over smooth fill material which is free of pockets, loose rocks or other materials which could damage the liner.
5. Monitoring systems for pits or closed mud systems may be required for drilling in sensitive areas.

KMA

STATE ACTIONS

Mail to:
RDCC Coordinator
116 State Capitol
Salt Lake City, Utah 84114

-
1. ADMINISTERING STATE AGENCY
OIL, GAS AND MINING
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
2. STATE APPLICATION IDENTIFIER NUMBER:
(assigned by State Clearinghouse)
-
3. APPROXIMATE DATE PROJECT WILL START:
Upon approval
-
4. AREAWIDE CLEARING HOUSE(S) RECEIVING STATE ACTIONS:
(to be sent out by agency in block 1)
Southeastern Utah Association of Local Governments
-
5. TYPE OF ACTION: Lease Permit License Land Acquisition
 Land Sale Land Exchange Other _____
-
6. TITLE OF PROPOSED ACTION:
Application for Permit to Drill
-
7. DESCRIPTION:
River Gas Corporation proposes to drill the Utah #36-109 well (wildcat) on state lease ML-45691, Carbon County, Utah. This action is being presented to RDCC for consideration of resource issues affecting state interests. The Division of Oil, Gas and Mining is the primary administrative agency in this action and must issue approval before operations commence.
-
8. LAND AFFECTED (site location map required) (indicate county)
SE NW, Section 36, Township 15 South, Range 9 East, Carbon County, Utah
-
9. HAS THE LOCAL GOVERNMENT(S) BEEN CONTACTED?
-
10. POSSIBLE SIGNIFICANT IMPACTS LIKELY TO OCCUR:
Degree of impact is based on the discovery of oil or gas in commercial quantities.
-
11. NAME AND PHONE NUMBER OF DISTRICT REPRESENTATIVE FROM YOUR AGENCY NEAR PROJECT SITE, IF APPLICABLE:
-
12. FOR FURTHER INFORMATION, CONTACT: 13. SIGNATURE AND TITLE OF AUTHORIZED OFFICIAL:
Frank R. Matthews
PHONE: 538-5340
- 
Petroleum Engineer
- DATE: 4-27-95
-



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

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
James W. Carter
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340
801-359-3940 (Fax)
801-538-5319 (TDD)

May 22, 1995

River Gas Corporation
511 Energy Center Boulevard
Northport, Alabama 35476

Re: Utah 36-109 Well, 1800' FNL, 1800' FWL, SE NW, Sec. 36, T. 15 S., R. 9 E.,
Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-30268.

Sincerely,

A handwritten signature in black ink, appearing to read "R. J. BIRTH".

R. J. BIRTH
Associate Director

ldc

Enclosures

cc: Carbon County Assessor
Bureau of Land Management, Salt Lake District Office
WAPD



Operator: River Gas Corporation
Well Name & Number: Utah 36-109
API Number: 43-007-30268
Lease: ML-45691
Location: SE NE Sec. 36 T. 15 S., R. 9 E.

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. Notification Requirements

Notify the Division within 24 hours following spudding the well or commencing drilling operations. Contact Jimmie Thompson at (801)538-5340.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Frank Matthews or Mike Hebertson at (801)538-5340.

3. Reporting Requirements

All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Onsite Inspection

Compliance with the requirements and stipulations of the On-site Predrill Evaluation and Review.

STATE OF ALABAMA)
)
) :ss.
COUNTY OF TUSCALOOSA)

**AFFIDAVIT CONCERNING NOTIFICATION
TO GRAZING PERMITTEE**

JOSEPH L. STEPHENSON, being first duly sworn upon his oath, deposes and states:

1. I am Vice President - Land of River Gas Corporation ("RGC"), an Alabama corporation duly authorized to transact business in the State of Utah, and am authorized to execute this Affidavit on behalf of said corporation.

2. As Vice President - Land, I am responsible for supervision of lease records and reviewing title records and legal opinions affecting lands where RGC proposes to conduct operations.

3. RGC owns an interest in Oil, Gas and Hydrocarbon Lease ML-45691 on which RGC proposes to drill a coalbed methane gas well named the Utah 36-109, the surface of said lands being owned by the School and Institutional Trust Lands Administration.

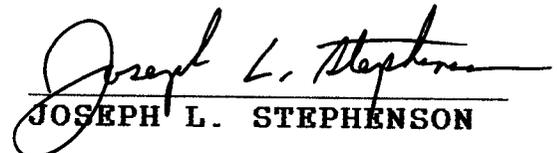
4. While reviewing title records associated with the above described Oil, Gas and Hydrocarbon Lease, it was noted that RGC's proposed well and its access road and associated production facilities would affect lands which were subject to Grazing Permit GP-21308 held by Boyd Marsing.

5. As evidenced by copy of letter dated February 21, 1995 attached hereto as Exhibit "A", and by this reference incorporated herein, RGC notified the above described grazing permittee of RGC's proposed activities and requested the grazing permittee to contact RGC if the proposed activity would conflict with his present use of the surface.

6. To the best of my knowledge, the grazing permittee has not contacted RGC regarding any conflict that the proposed activity has with his use of the surface.

7. The matters stated herein are true of my own knowledge, except to any matters stated herein upon information and belief, and, as to those matters, I believe them to be true.

DATED this 16th day of May, 1995.


JOSEPH L. STEPHENSON

Subscribed, sworn and acknowledged to and by Joseph L. Stephenson before me this 16th day of May, 1995.



RIVER GAS CORPORATION

511 Energy Center Blvd.
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 759-3188

February 21, 1995

EXHIBIT "A"
Page 1 of 3

Mr. Boyd Marsing
P. O. Box 806
Price, UT 84501

RE: Grazing Permit-21308

Dear Mr. Marsing:

Attached is a map which shows a couple of well locations we propose to drill this year where you have a grazing permit with the State. I don't know if the proposed sites have been staked in the field yet.

We are in the process of having the wells we propose to drill surveyed now. We would then submit APDs to the Division of Oil, Gas and Mining ("DOGM"). When DOGM conducts their field inspection of the proposed sites, we may have to make changes in the locations due to topography, etc. in the process of obtaining approval for the drilling permits.

This year, we hope to begin site construction work around April 1 with drilling activity starting around June 1.

If this 1995 plan conflicts with your present use of the surface under your grazing permit, please contact Mr. Michael J. Farrens or Mr. Steven Prince at our office in Price. That telephone number is 637-4455. They could meet you on the property for a more detailed explanation of the proposed development.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Joseph L. Stephenson", is written over a horizontal line. The signature is fluid and cursive.

Joseph L. Stephenson, RLP
Vice President - Land

Enc.

cc: Mr. Edward W. Bonner, SITLA
Mr. Michael J. Farrens, RGC

PROPOSED ROAD

SCALE: 1"=200'

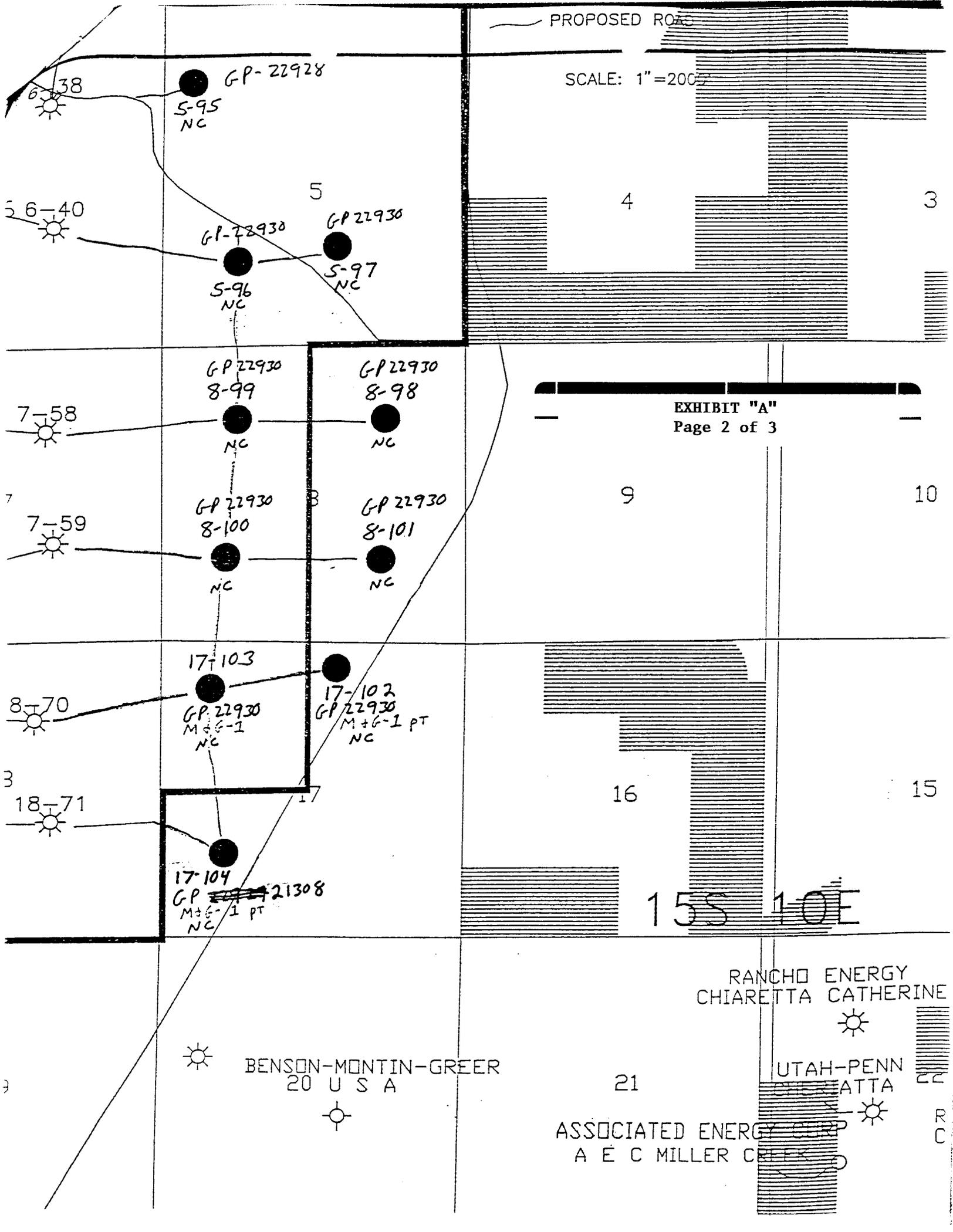


EXHIBIT "A"
Page 2 of 3

RANCHO ENERGY
CHIARETTA CATHERINE

BENSON-MONTIN-GREER
20 U S A

UTAH-PENN
CHIARETTA

ASSOCIATED ENERGY CORP
A E C MILLER CREEK

15S 10E

16

15

9

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3

5

38

40

58

59

70

71

17-103

17-104

GP 22930

8-98

GP 22930

8-101

17-102

GP 22930
M+G-1 PT
NC

GP 22930

8-99

GP 22930

8-100

GP 22930
M+G-1
NC

GP ~~22930~~ 21308
M+G-1 PT
NC

S-96
NC

S-97
NC

GP-22928

S-95
NC

GP-22930

GP 22930



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EXHIBIT "A"
Page 3 of 3

RGY
ERAL

36-109

GP-21308
M&G
NC

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35

36

CARBON

COUNTY

6-INCH

TISS, R9E

EMERY

COUNTY

QUESTAR

3

2

1

9E

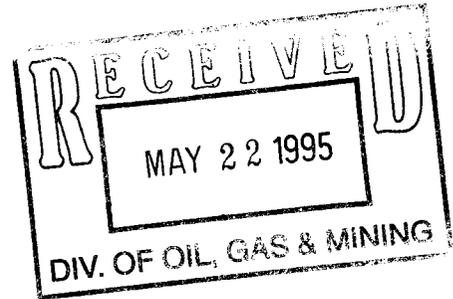


RIVER GAS CORPORATION

511 Energy Center Blvd.
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 759-3188

May 17, 1995

Mr. Michael Hebertson
Utah Board of Oil, Gas, and Mining
Suite 350, 3 Triad Center
355 West North Temple
Salt Lake City, Utah 84180-1203



Dear Mr. Hebertson:

Enclosed are affidavits concerning our notification to grazing lessees about our development plan this summer. Please call me if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads 'Terry Burns'.

Terry D. Burns

Geologist

30100000
30100000

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: RIVER GAS CORP.

Well Name: UTAH 36-109

Api No. 43-007-30268

Section 36 Township 15S Range 9E County CARBON

Drilling Contractor PENSE BROS.

Rig # 11

SPUDDED: Date 6/4/95

Time 2:00 AM

How ROTARY

Drilling will commence _____

Reported by GREG MULLEN

Telephone # _____

Date: 6/6/95 Signed: FRM

OPERATOR River Gas Corporation
ADDRESS 511 Energy Center Blvd.
Northport, AL 35476

OPERATOR ACCT. NO. H 11000

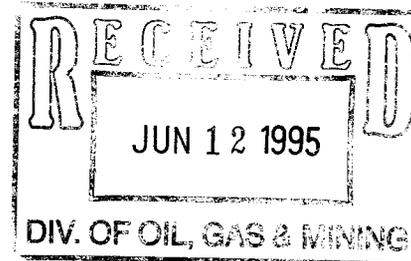
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	11777	43-007-30268	Utah 36-109	SE/NW 36	15S	9E	Carbon	06/04/95		
WELL 1 COMMENTS: <i>Entity added 6-12-95. JLC</i>											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

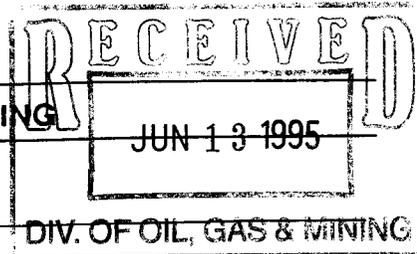
NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)



Dennis Plowman
Signature Dennis Plowman
Reservoir Technician 6/6/95
Title Date
Phone No. (205) 759-3282

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING



REPORT OF WATER ENCOUNTERED DURING DRILLING

1. Well name and number: Utah 36-109

API number: 43-007-30268

2. Well Location: QQ SE/NW Section 36 Township 15S Range 9E County Carbon

3. Well operator: River Gas Corporation

Address: 511 Energy Center Blvd.

Northport, AL 35476

Phone: (205) 759-3282

4. Drilling contractor: Pense Brothers Drilling Co.

Address: 800 Newberry Street, P.O. Box 551

Frederick, MO 63645

Phone: (314) 783-3347

5. Water encountered (attach additional pages as needed):

DEPTH		VOLUME (FLOW RATE OR HEAD)	QUALITY (FRESH OR SALTY)
FROM	TO		
1960'		2 gpm	salty

6. Formation tops: _____

If an analysis has been made of the water encountered, please attach a copy of the report to this form.

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

Date: June 9, 1995

Name & Signature: Dennis Plowman *Dennis Plowman*

Title: Reservoir Technician

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

6. Lease Designation and Serial Number
ML 45691

7. Indian Allottee or Tribe Name

N/A

8. Unit or Communitization Agreement

N/A

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT— for such proposals

1. Type of Well

Oil Well Gas Well Other (specify) Coalbed Methane

9. Well Name and Number

Utah 36-109

2. Name of Operator

River Gas Corporation

10. API Well Number

43-007-30268

3. Address of Operator

511 Energy Center Blvd.; Northport, AL 35476

4. Telephone Number

(205) 759-3282

11. Field and Pool, or Wildcat

wildcat

5. Location of Well

Footage : 1800' FNL & 1800' FWL

County : Carbon

CO, Sec. T., R., M. : SE/NW Sec 36, T15S, R9E

State : UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandonment
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Multiple Completion
- Other _____
- New Construction
- Pull or Alter Casing
- Recompletion
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandonment *
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Other Weekly Progress Report
- New Construction
- Pull or Alter Casing
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

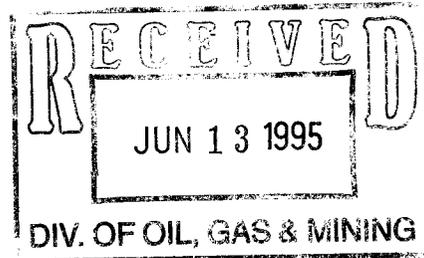
Date of Work Completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.

* Must be accompanied by a cement verification report.

13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

See attachments



14. I hereby certify that the foregoing is true and correct

Name & Signature Dennis Plowman

Title Reservoir Technician Date 6/9/95

(State Use Only)

DAILY WELL REPORT

RIVER GAS CORPORATION

UTAH 36-109

1800' FWL & 1800' FNL

SW/4 OF SE/4, SEC 36, T15S, R09E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 5859'

API #: 43-007-?????

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY

PAGE 1

- 06/05/95 Day 1. Present Operation: RU to drill surface. Current Depth: 30'. Depth drilled in 24 hrs: 30'. Drilling fluid: Air, 150 psi, 1800 cfm. Drilled to 30' w/14-3/4" Hughes bit in 2 Hrs. Total rotating hours: 2. **Spud Well at 2:00AM, 06/04/95.** Set 2 jnts w/12 3/4 P.E. conductor csg @ 30' in 14 3/4 conductor borehole.
- 06/05/95 Day 2. Present Operation: Testing BOP. Current Depth: 320'. Depth drilled in 24 hrs: 290'. Drilling fluid: Air, 350 PSI, 1800cfm. Drilled from 30' to 320' w/11" Hammer bit in 5 hrs. Total rotating hrs: 7. Plug DN: 5:00PM 06/04/95. drilled from 30' to 320' in 11" surface borehole & **set surface Csg @ 312.6'. Pumped 135 sks Class G + 2% S-1 + 1/4#/sk, D-29.**
- 06/06/95 Day 3. Present Operation: Tripping out to Core. Current Depth: 2000'. Depth drilled in 24 hrs: 1680'. Drilling fluid: Air, 350 PSI, 1800cfm. drilled from 320' to 2000' w/7-7/8" Hammer bit in 14 hrs. Total rotating hrs: 21. Water-2gpm around 1960'. tripping out to start coring procedure.
- 06/07/95 Day 4. Present Operation: Running HQ core rods. Current Depth: 2002'. Depth drilled in 24 hrs: 2. Drilling fluid: Mud & 0-400PSI. drilled 2000' to 2002' w/HWT core in 1 hr. Total rotating hrs: 22. drilled HW csg in to 2002'.
- 06/08/95 Day 5. Present Operation: Coring. Current Depth: 2056'. Depth drilled in 24 hrs: 54'. Drilling fluid: Water-EZ Mud & 50-500PSI. drilled 2002' & out w/#5 HQ Longyear-core in 16 hrs. 3 deg. @ 500', 3-1/2 deg. @ 1000', 4 deg. @ 1500', & 4 deg. @ 2000'.

SOUTHEASTERN UTAH ASSOCIATION OF LOCAL GOVERNMENTS

WILLIAM D. HOWELL
Executive Director

P. O. Drawer
1106

• Price, Utah 84501 • Telephone 637-5444

AREAWIDE CLEARINGHOUSE A-95 REVIEW

14 01 07

NOI ___ Preapp ___ App ___ State Plan ___ State Action X Subdivision ___ (ASP # 5-52-4)

Other (indicate) _____ SAI Number UT950502-030

Applicant (Address, Phone Number):

Oil, Gas and Mining
355 West North Temple
3 Triad Center Ste 350
Salt Lake City, Utah 84180-1203

Federal Funds:

Requested: _____

Title:

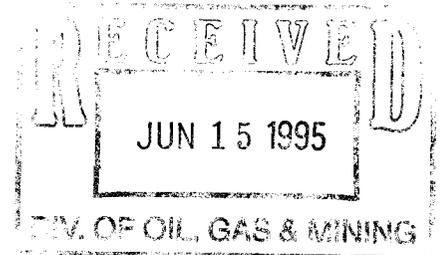
APPLICATION FOR PERMIT TO DRILL

- No comment
- See comments below
- No action taken because of insufficient information
- Please send your formal application to us for review. Your attendance is requested

The applicant should forward any written review comments to the funding agency. Any written response to those comments should be forwarded to the State Clearinghouse and also to the funding agency.

Comments:

43-007-30268



Marilyn Ann Wagoner
Authorizing Official

6-13-95
Date

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

6. Lease Designation and Serial Number
ML 45691
7. Indian Allottee or Tribe Name
N/A
8. Unit or Communitization Agreement
N/A

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT— for such proposals

1. Type of Well
 Oil Well Gas Well Other (specify) **Coalbed Methane**

9. Well Name and Number
Utah 36-109

2. Name of Operator
River Gas Corporation

10. API Well Number
43-007-30268

3. Address of Operator
511 Energy Center Blvd.; Northport, AL 35476

4. Telephone Number
(205) 759-3282

11. Field and Pool, or Wildcat
wildcat

5. Location of Well
Footage : **1800' FNL & 1800' FWL** County : **Carbon**
QQ, Sec, T., R., M. : **SE/NW Sec 36, T15S, R9E** State : **UTAH**

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandonment
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Multiple Completion
- Other _____
- New Construction
- Pull or Alter Casing
- Recompletion
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

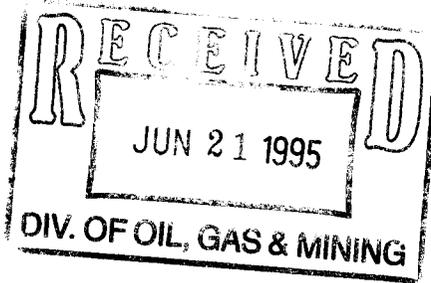
- Abandonment *
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Other **Weekly Progress Report**
- New Construction
- Pull or Alter Casing
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Date of Work Completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.
* Must be accompanied by a cement verification report.

13. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

See attachments



14. I hereby certify that the foregoing is true and correct

Name & Signature **Dennis Plowman** *Dennis Plowman*

Title **Reservoir Technician** Date **6/16/95**

(State Use Only)

RIVER GAS CORPORATION
UTAH 36-109
1800' FNL & 1800' FWL
SW/4 OF SE/4, SEC 36, T15S, R09E
CARBON COUNTY, UTAH
SURVEYED ELEVATION: 5859'
API #: 43-007-30268
DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY

PAGE 2

06/09/95 Day 6. Present Operation: Coring. Current Depth: 2126'. Depth drilled in 24 hrs: 70'. Drilling fluid: Wtr-EZ Mud & 50-500 PSI. drilled 2002' w/#5 HQ Longyear bit in 24 hrs. Total rotating hrs: 62.
[REDACTED]

06/12/95 Day 7. Present Operation: Tripping hammer in to beam. Current Depth: 2135'. Depth drilled in 24 hrs: 9'. Drilling fluid: Air, 350psi, 1700 cfm. drilled 2002' to 2135' w/#5 HQ Longyear bit in 6 hrs. Total rotating hrs: 68. finished coring- Tripping hammer in to drill rat hole.
[REDACTED]

06/12/95 Day 8. Present Operation: Mudding hole up. Current Depth: 2270'. Depth drilled in 24 hrs: 135'. Drilling fluid: Air, 300psi, 1700 cfm. drilled 2002' to 2270' w/#4 7-7/8" Smith F4H?? in 13 hrs. Total rotating hrs: 81. TD 5:30am, 6-11-95, 2270'. Hammer wouldn't drill, bentonite kept squeezing off, ran tricone & collars in to finish drilling.
[REDACTED]

06/12/95 Day 9. Present Operation: Done-Rig Released. cleaned hole w/mud, circulated for 1 hr, tripped out & Schlumberger logged hole. Rig Released @ 7:00pm-6/11/95.
[REDACTED]

06/14/95 Day 10. Present Operation: Run 5-1/2" Csg. Ran 106 jnts of 5-1/2" csg into 7-7/8 production borehole from 312' to 2270' & set @ 2258'.
[REDACTED]

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-45691

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
Drunkards Wash UTU67921X

8. Well Name and Number:
Utah 36-136

9. API Well Number:
43-007-30344

10. Field or Pool, or Wildcat:
Wildcat

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435)637-8876

4. Location of Well
Footages: 456' FSL, 660' FWL
QQ, Sec., T., R., M.: SW/4, SW/4, SEC. 36, T15S, R9E, SLB&M

County: CARBON
State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other _____
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Weekly Report
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

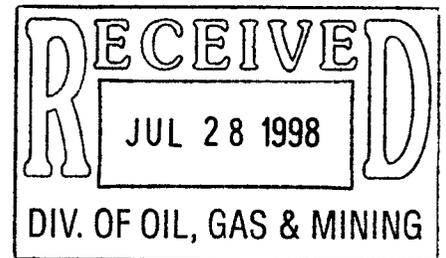
Date of work completion _____

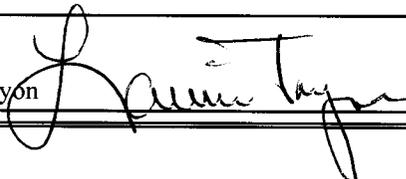
Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

SEE ATTACHED

CONFIDENTIAL



13. Name & Signature: Laurie Tryon  Title: Administrative Asst. Date: 7/24/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 36-136
465' FSL, 660' FWL
SW//4, SW/4 Sec.36,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION: 5909 '
API# 43-007-30343
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

Day 1. 7/18/98. Current Depth: 350'. Present Operations: Nippling to drill 7 7/8" hole. Drilled from 0' to 18' with 14" tri-cone bit#1. Drilled from 18' to 350' with 11" hammer bit#2. Total rotating hrs: 4. 7a.m. to 7a.m. Move rig & set up to spud. **Spud @1p.m. 7/17/98.** Drill & set 18' 12 3/4" conductor pipe. Drill 11" surface hole. Trip out of hole. Run 319.1' of 8 5/8" J-55 surface casing. Rig up cementers & cement surface casing. Plug down @8:30p.m. 7/17/98. Rig down cementers. Waiting on cement. Nipple up BOP. Test BOP's. Nipple up to drill 7 7/8" hole. [REDACTED]

Day 2. 7/19/98. Current Depth: 2189'. Present Operations: Rig down & move. Drilled from 350' to 2189' with 7 7/8" air bit#3. 7a.m to 7a.m. Drilling 7 7/8" hole @860'. Drilling @1880'. Drilling T.D. @2189' @10:30p.m. 7/18/98. Circulate & clean hole. Trip out of hole. Rig up loggers. Log well. Rig down loggers. Release rig @5a.m. 7/19/98. Rig down and move to next location. [REDACTED]

7/20/98. Present Operations: Move rig in. Rigged up. Spot catwalk & pipe racks. Unloaded 5 1/2" casing & tally. Trip in hole. Hang off @2161.52'. Rig up Dowell & cemented long string. Rig down Dowell. Closed well in. [REDACTED]

7/21/98. Present Operations: Moved pipe racks & catwalk & nipple down BOP. Spot tubing trailer & tally tubing. Trip in hole with 5 1/2" casing scraper to 2160'. Trip out. Laid tubing down on trailer. Rig down. [REDACTED]

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-45691

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
N/A

8. Well Name and Number:
Utah 36-109

9. API Well Number:
43-007-30268

10. Field or Pool, or Wildcat:
Wildcat

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: **OIL** **GAS** **OTHER**

2. Name of Operator:
River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435)637-8876

4. Location of Well
Footages: **1800' FNL & 1800' FWL**
QQ, Sec., T., R., M.: **SE/4, SW/4, SEC. 36, T15S, R9E, SLB&M**

County: **CARBON**
State: **UTAH**

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

NOTICE OF INTENT
(Submit in Duplicate)

Abandon New Construction
 Repair Casing Pull or Alter Casing
 Change of Plans Recomplete
 Convert to Injection Reperforate
 Fracture Treat or Acidize Vent or Flare
 Multiple Completion Water Shut-Off
 Other _____

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

Abandon * New Construction
 Repair Casing Pull or Alter Casing
 Change of Plans Reperforate
 Convert to Injection Vent or Flare
 Fracture Treat or Acidize Water Shut-Off
 Other Weekly Report

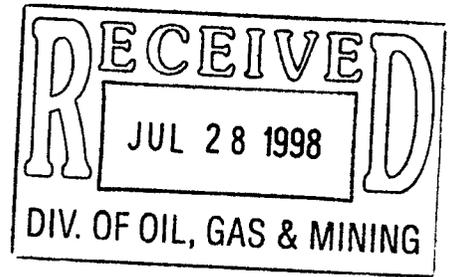
Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

SEE ATTACHED

CONFIDENTIAL



13. Name & Signature: Laurie Tryon *Laurie Tryon* Title: Administrative Assistant Date: 7/24/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 36-109
1800' FWL, 1800' FNL
SE/4, SW/4 Sec.36,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION: 5859 '
API# 43-007-30268
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

WELL DRILLED IN 1995-

7/21/98. Rig up Halliburton & Computalog. Frac three zones. Total pumped 750 gal 15% acid, 90,735 gal gel, 90,000#20/40 sand, 145,210 #12/20. Lower Ferron-After shut down, pump 500 gal fluid to clean pipe of sand. Plug to be set close between zones. Middle and Upper Ferron-good job. [REDACTED]

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-45691

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
N/A

8. Well Name and Number:
Utah 36-109

9. API Well Number:
43-007-30268

10. Field or Pool, or Wildcat:
Wildcat

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: **OIL** **GAS** **OTHER:** _____

2. Name of Operator:
River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435)637-8876

4. Location of Well
Footages: **1800' FNL & 1800' FWL**
QQ, Sec., T., R., M.: **SE/4, SW/4, SEC. 36, T15S, R9E, SLB&M**

County: **CARBON**
State: **UTAH**

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____ Approximate date work will start _____	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>Weekly Report</u> Date of work completion _____ <small>Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.</small>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

SEE ATTACHED

CONFIDENTIAL

13. Name & Signature: Laurie Tryon  Title: Administrative Assistant Date: 7/31/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 36-109
1800' FWL, 1800' FNL
SE/4, SW/4 Sec.36, T15S, R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION: 5859 '
API# 43-007-30268
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

WELL DRILLED IN 1995-

7/21/98. Rig up Halliburton & Computalog. Frac three zones. Total pumped 750 gal 15% acid, 90,735 gal gel, 90,000#20/40 sand, 145,210 #12/20. Lower Ferron-After shut down, pump 500 gal fluid to clean pipe of sand. Plug to be set close between zones. Middle and Upper Ferron-good job. [REDACTED]

7/23/98. Moved rig in. Rig up. Spot pump & tank & tubing trailer & tally. Trip in hole with catch tool. Tag sand @1945'. Wash to 1965'. Pull plug. Trip out. Laid down plug. Trip in hole. Tag sand @2034'. Wash to plug @2054'. Pull plug. Trip out. Laid down. Plug. Closed well in. [REDACTED]

7/24/98. Trip in hole with notch collar. Tag sand @2221'. Wash to TD @ 2250'. Circulated clean. Trip out. Made up mud anchor & seating nipple & perf sub. Trip in hole. Hung off @2125'. Nipple down BOP. Made up tubinghead. Put on rod guides. Trip in hole with pump & rods. Space out pump. Clamp off polish rod. Rig down. [REDACTED]

WELL COMPLETION OR RECOMPLETION REPORT AND LOG		5. LEASE DESIGNATION AND SERIAL NO. ML-45691
---	--	---

1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> DRY <input type="checkbox"/> Other _____		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
---	--	---

b. TYPE OF COMPLETION: NEW WELL <input checked="" type="checkbox"/> WORK OVER <input type="checkbox"/> DEEP-EN <input type="checkbox"/> PLUG BACK <input type="checkbox"/> DIFF RESVR. <input type="checkbox"/> Other _____		7. UNIT AGREEMENT NAME N/A
---	--	-------------------------------

2. NAME OF OPERATOR RIVER GAS CORPORATION		8. FARM OR LEASE NAME Utah
--	--	-------------------------------

3. ADDRESS OF OPERATOR 1305 South 100 East, Price, UT 84501 (435) 637-8876		9. WELL NO. 36-109
---	--	-----------------------

4. LOCATION OF WELL (Report clearly and in accordance with any State requirements)		10. FIELD AND POOL, OR WILDCAT WILDCAT
--	--	---

At surface 1800' FWL & 1800' FNL—Sec.36, T15S,R9E		11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA SW/SE, Sec 36, T15S, R09E, SLB&M
---	--	---

At top prod. interval reported below		12. COUNTY Carbon	13. STATE Utah
--------------------------------------	--	----------------------	-------------------

14. API NO. 43-007-30268	DATE ISSUED 5/22/95
-----------------------------	------------------------

15. DATE SPUDED 6/4/95	16. DATE T.D. REACHED 6/11/95	17. DATE COMPL. (Ready to prod. or Plug & Abd.) 8/4/98	18. ELEVATIONS (DF, REB, RT, GR, ETC.) 5859 GR	19. ELEV. CASINGHEAD N/A
---------------------------	----------------------------------	---	---	-----------------------------

20. TOTAL DEPTH, MD & TVD 2270'	21. PLUG BACK T.D., MD & TVD 2257.88'	22. IF MULTIPLE COMPL., HOW MANY	23. INTERVALS DRILLED BY 0-2270'	ROTARY TOOLS —	CABLE TOOLS —
------------------------------------	--	----------------------------------	-------------------------------------	-------------------	------------------

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD) Ferron 1918'-2066'		25. WAS DIRECTIONAL SURVEY MADE
--	--	---------------------------------

26. TYPE ELECTRIC AND OTHER LOGS RUN Dual Induction SFE, GR, Caliper, Comp. Density, & Neutron		27. WAS WELL CORED YES <input checked="" type="checkbox"/> NO <input type="checkbox"/> DRILL STEM TEST YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> (Submit analysis) (See reverse side)
---	--	--

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
12 3/4"	Conductor	30'	14 3/4"		
8 5/8"	24#/ft	312.66'	11"	135 sks G+ 2% CaCl, +1/4#sk celloflake	
5 1/2"	17#/ft	2257.88'	7 7/8"	200 sks 50/50 POZ G +8% Gel 10% extender+ 2%CaCl	
				60 sks "G" Thixotropic	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-7/8"	2125'	

31. PERFORATION RECORD (Interval, size and number)

Upper-1918-26', 1946-49'	8spf .78"
Middle-1996-99', 2044-50'	8 spf .78"
Lower 2058-66',	8 spf .78

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
Upper 1918-49'	25,000#20/40 45,000#12/20 27,526 gal fluid
Middle 1996-2050'	30,000 #20/40 47,000#12/20 34,408 gal fluid
Lower 2058-66'	35,000#20/40 45,000#12/20 34,376 gal fluid
	250 gal acid (all intervals)

33. PRODUCTION

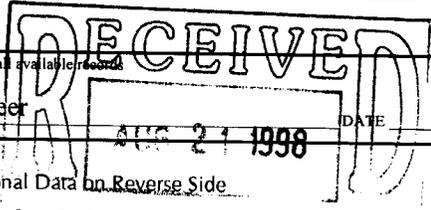
DATE FIRST PRODUCTION 8/4/98		PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) Pumping				WELL STATUS (Producing or shut-in) Producing	
DATE OF TEST 8/4/98	HOURS TESTED 24	CHOKE SIZE N/A	PROD'N. FOR TEST PERIOD	OIL---BBL. N/A	GAS---MCF. 0	WATER---BBL. 253	GAS-OIL RATIO N/A
FLOW. TUBING PRESS. 50	CASING PRESSURE 50	CALCULATED 24-HOUR RATE	OIL---BBL. N/A	GAS---MCF. 0	WATER---BBL. 253	OIL GRAVITI - API (CORR.) N/A	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD	TEST WITNESSED BY Jerry Dietz
--	----------------------------------

35. LIST OF ATTACHMENTS

36 I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED Greg Mueller TITLE Drilling Engineer DATE August 14, 1998



ORIGINAL

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:
ML - 45691

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
UTU67921X Drunkards Wash

8. Well Name and Number:
Utah 36-109

9. API Well Number:
43-007-30268

10. Field or Pool, or Wildcat:
Drunkards Wash

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435) 637-8876

4. Location of Well
Footages: 1800' FWL, 1800' FNL
County: Carbon County
QQ, Sec., T., R., M.: SW/SE SEC. 36, T15S, R09E, SLB & M
State: Utah

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____ Approximate date work will start _____	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>Chemical/Flush Treatment</u> Date of work completion <u>December 18, 1998</u> <small>Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form. * Must be accompanied by a cement verification report.</small>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 12/18/98.

*WTC
3-30-99
RMC*

13.
Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant Date: 01/04/99

(This space for state use only)

OPERATOR RIVER GAS CORPORATION
 ADDRESS 511 Energy Center Blvd
Northport, Alabama 35476

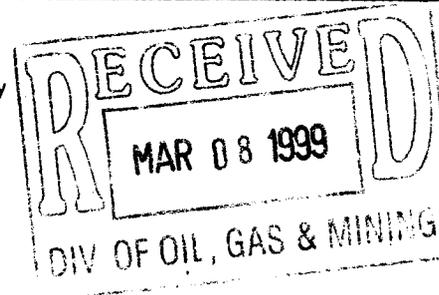
OPERATOR ACCT. NO. N 10058

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
C	12363	11256	4300730341	Utah 36-135	NWNE	36	15S	9E	Carbon		8/1/98
WELL 1 COMMENTS: <i>990408 entity changed; (Drunkards wash w/Fer "A-C") KDK</i>										CONFIDENTIAL	
C	11777	11256	4300730268	Utah 36-109	SENE	36	15S	9E	Carbon		8/1/98
WELL 2 COMMENTS: <i>990408 entity changed; (Drunkards wash w/Fer "A-C") KDK</i>										CONFIDENTIAL	
C	12434	11256	4300730343	Utah 36-136	SWSW	36	15S	9E	Carbon		8/1/98
WELL 3 COMMENTS: <i>990408 entity changed; (Drunkards wash w/Fer "A-C") KDK</i>										CONFIDENTIAL	
C	12364	11256	4300730342	Utah 36-137	NWSE	36	15S	9E	Carbon		8/1/98
WELL 4 COMMENTS: <i>990408 entity changed; (Drunkards wash w/Fer "A-C") KDK</i>										CONFIDENTIAL	
C	12425	11256	4300730403	USA 30-251	NWSW	30	15S	10E	Carbon		8/1/98
WELL 5 COMMENTS: <i>990408 entity changed; (Drunkards wash w/Fer "A-C") KDK</i>										CONFIDENTIAL	

- ACTION CODES (See Instructions on back of form)
- A - Establish new entity for new well (single well only)
 - B - Add new well to existing entity (group or unit well)
 - C - Re-assign well from one existing entity to another existing entity
 - D - Re-assign well from one existing entity to a new entity
 - E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)



Joegui S. Hyche
 Signature
 Production Tech. 3/1/99
 Title Date
 Phone No. 205 759-3282

ORIGINAL

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:

ML - 45691

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU67921X Drunkards Wash

8. Well Name and Number:

Utah 36-109

9. API Well Number:

43-007-30268

10. Field or Pool, or Wildcat:

Drunkards Wash

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:

River Gas Corporation

3. Address and Telephone Number:

1305 South 100 East, Price, UT 84501 (435) 637-8876

4. Location of Well

Footages: 1800' FWL, 1800' FNL

County: Carbon County

QQ, Sec., T., R., M.: SW/SE SEC. 36, T15S, R09E, SLB & M

State: Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other _____
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Chemical/Flush Treatment
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

Date of work completion 9/28/99

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

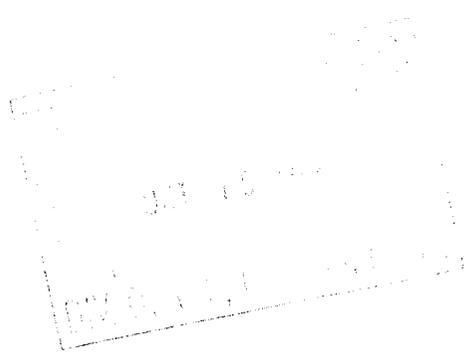
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 9/28/99.

13.

Name & Signature: Rochelle Crabtree per Jerry H. Dietz  Title: Field Supervisor/Engineer Date: 10/07/99

(This space for state use only)



ORIGINAL
COPY

SUNDRY NOTICES AND REPORTS ON WELLS

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1. Type of Well: **OIL** **GAS** **OTHER:** _____

2. Name of Operator:
River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435) 637-8876

4. Location of Well
Footages: 1800' FWL, 1800' FNL
QQ, Sec., T., R., M.: SW/SE SEC. 36, T15S, R09E, SLB & M

County: Carbon County
State: Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

Abandon
 Repair Casing
 Change of Plans
 Convert to Injection
 Fracture Treat or Acidize
 Multiple Completion
 Other _____

New Construction
 Pull or Alter Casing
 Recomplete
 Reperforate
 Vent or Flare
 Water Shut-Off

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

Abandon *
 Repair Casing
 Change of Plans
 Convert to Injection
 Fracture Treat or Acidize
 Other Chemical/Flush Treatment

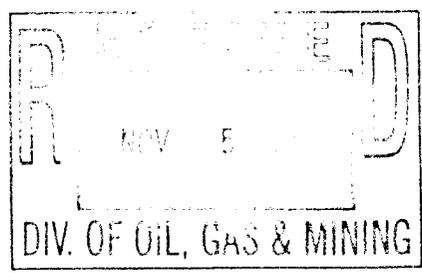
New Construction
 Pull or Alter Casing
 Reperforate
 Vent or Flare
 Water Shut-Off

Date of work completion 9/28/99

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

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Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 9/28/99.



13. Name & Signature: Rochelle Crabtree per Jerry H. Diehl *Rochelle Crabtree* Title: Field Supervisor/Engineer Date: 10/07/99

(This space for state use only)

*WTC
12-14-99
Roh*

THOMAS W BACHTELL
A JOHN DAVIS, III
JOHN W ANDERSON
FREDERICK M MACDONALD
GEORGE S YOUNG
ANGELA L FRANKLIN
JOHN S FLITTON
MICHAEL S JOHNSON
WILLIAM E WARD

LAW OFFICES
PRUITT, GUSHEE & BACHTELL
SUITE 1850 BENEFICIAL LIFE TOWER
SALT LAKE CITY, UTAH 84111-1495
(801) 531-8446
TELECOPIER (801) 531-8468
E-MAIL: mail@pgblaw.com

SENIOR COUNSEL:
ROBERT G PRUITT, JR
OLIVER W GUSHEE, JR

OF COUNSEL:
ROBERT G PRUITT, III
BRENT A BOHMAN

January 29, 2001

HAND DELIVERED

Mr. Jim Thompson
Utah Division of Oil, Gas & Mining
1594 W. North Temple
Salt Lake City, UT 84116

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

As you may know, River Gas Corporation ("RGC") merged into Phillips Petroleum Company ("Phillips") effective December 31, 2000 at 11:59 p.m. I have enclosed a Certificate of Articles of Merger issued by the Utah Department of Commerce and, although duplicative, a sundry notice formally evidencing the merger for your records, and a list of all wells, including injection wells, formerly operated by RGC.

Please change the Division's records to reflect the change in operator of these wells from RGC to Phillips. All operational questions should be directed to Phillips at the following address:

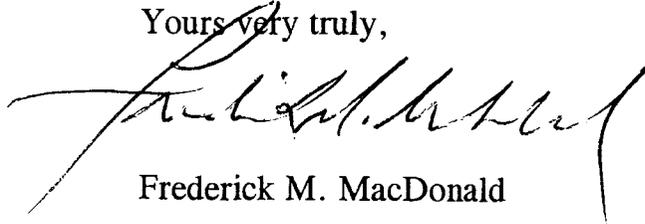
Phillips Petroleum Company
Attn: Billy Stacy, Operations Manager
P.O. Box 3368
Englewood, CO 80155-3368
Telephone No.: (720) 344-4984

Phillips currently has a bond on file with the Division (a copy of which is enclosed for your reference), but I understand an \$80,000 Letter of Credit is in the process of being substituted.

Mr. Jim Thompson
January 29, 2001
Page 2

On behalf of Phillips, I thank you for your cooperation. Should you have any further questions or concerns, please do not hesitate to contact me.

Yours very truly,

A handwritten signature in black ink, appearing to read "Frederick M. MacDonald". The signature is fluid and cursive, with a long, sweeping tail on the right side.

Frederick M. MacDonald

FMM:cs
2078.16
Enclosures
cc: W. H. Rainbolt
Billy Stacy



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, Box 146705
Salt Lake City, UT 84114-6705
Phone: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web site: <http://www.commerce.state.ut.us>

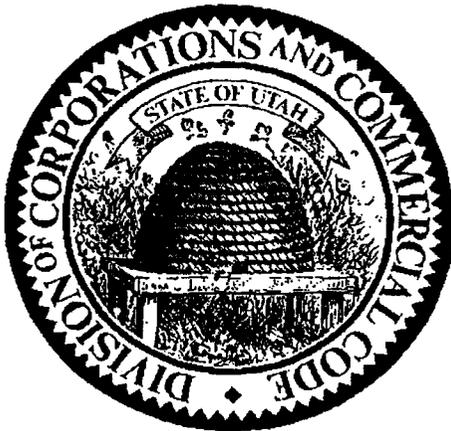
Registration Number: 562960-0143
Business Name: PHILLIPS PETROLEUM COMPANY
Registered Date: JUNE 14, 1946

01/12/01

CERTIFICATE OF ARTICLES OF MERGER

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT

ARTICLES OF MERGER WERE FILED WITH THIS OFFICE ON DECEMBER 12, 2000 MERGING RIVER GAS CORPORATION, A CORPORATION OF THE STATE OF ALABAMA, INTO PHILLIPS PETROLEUM COMPANY, THE SURVIVING CORPORATION WHICH IS OF THE STATE OF DELAWARE, AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Ric Campbell

Ric Campbell
Acting Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601

GRV NUMBER
0017119

Office of the Secretary of State

ts

12/13/2000
Receipt Number: 188532
Amount Paid: \$145.00

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"RIVER GAS CORPORATION", A ALABAMA CORPORATION,
WITH AND INTO "PHILLIPS PETROLEUM COMPANY" UNDER THE NAME OF "PHILLIPS PETROLEUM COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 11:59 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

12-12-00P04:02 RCVD

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed and approved on this 12 day of Dec 20 2000 in the office of this Division and hereby issue this Certificate thereof.

Examiner RC Campbell Date 12/13/00
RC CAMPBELL
ACTING DIRECTOR



Edward J. Freel

Edward J. Freel, Secretary of State
AUTHENTICATION: 0837738



TAF
FILED

DEC 12 2000

Under Div. Of Corp. & Comm. Code

0064324 8100M

001609453

DATE: 12-07-00

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RIVER GAS CORPORATION

(an Alabama corporation)

into

Phillips Petroleum Company

(a Delaware corporation)

It is hereby certified that:

1. Phillips Petroleum Company [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of each class of stock of River Gas Corporation, which is a business corporation of the State of Alabama.

3. The laws of the jurisdiction of organization of River Gas Corporation permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges River Gas Corporation into the Corporation.

5. The following is a copy of the resolutions adopted on November 21, 2000 by the Board of Directors of the Corporation to merge the said River Gas Corporation into the Corporation:

"1. Phillips Petroleum Company, which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of River Gas Corporation, which is a business corporation of the State of Alabama, hereby merges River Gas Corporation into Phillips Petroleum Company pursuant to the provisions of the Alabama Business Corporation Act and pursuant to the

12-12-00P04:02 RCVD

provisions of Section 253 of the General Corporation Law of Delaware.

"2. The separate existence of River Gas Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Alabama Business Corporation Act; and Phillips Petroleum Company shall continue its existence as the surviving corporation pursuant to the provisions of Section 253 of the General Corporation Law of Delaware.

"3. The Articles of Incorporation of Phillips Petroleum Company are not amended in any respect by this Plan of Merger.

"4. The issued shares of River Gas Corporation shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

"5. Each share of Phillips Petroleum Company outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding share of Phillips Petroleum Company at the effective time and date of the merger.

"6. No shares of Phillips Petroleum Company and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.

"7. The Board of Directors and the proper officers of Phillips Petroleum Company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for. "

" This Company approves that the effective time and date of the merger herein provided for in the State of Alabama shall be 11:59 p.m. on December 31, 2000."

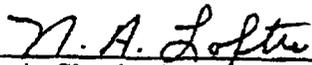
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of these resolutions and to do or cause to be done all such acts as are necessary to give effect to the purpose and intent of the approval herein set forth."

6. This Certificate of Ownership and Merger shall be effective at 11:59 p.m. on December 31, 2000.

Executed on November 27, 2000

Phillips Petroleum Company



N. A. Loftis, Assistant Secretary 

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5 Lease Designation and Serial Number:
6 If Indian, Allottee or Tribe Name:
7 Unit Agreement Name:
8 Well Name and Number:
9 API Well Number:
10 Field or Pool, or Wildcat:

SUNDRY NOTICES AND REPORTS ON WELLS

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Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals

1 Type of Well: OIL GAS OTHER:
2 Name of Operator: River Gas Corporation
3 Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

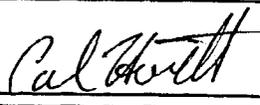
4 Location of Well Footages: County: Carbon County
QQ, Sec., T., R., M.: SLB & M State: Utah

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input checked="" type="checkbox"/> Other <u>Change of Operator</u> Approximate date work will start _____	<input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other _____ Date of work completion _____ Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form * Must be accompanied by a cement verification report

12 DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that River Gas Corporation is transferring ownership of the attached list of wells to Phillips Petroleum Company 9780 Mt. Pyramid Court, Englewood, CO 80112.
Please direct all correspondence and reports to: Phillips Petroleum Company P.O. Box 3368, Englewood, CO 80155-3368.
Effective 1/1/01

13
Name & Signature: Cal Hurtt  Title: Development Manager Date: 12/19/00

(This space for state use only)

Drunkards Wash Total Well Count

(Through 2000 Drilling Season)

Well #	API #	Location	Section	Tship	Range
Utah 25-09-01	4300730130	1683 FSL, 877 FEL	25	14S	09E
Utah 36-01-02	4300730178	600 FNL, 620 FEL	36	14S	09E
Utah 31-03-03	4300730143	740 FNL, 1780 FWL	31	14S	10E
Utah 36-03-04	4300730142	822 FNL, 2176 FWL	36	14S	09E
Utah 36-09-05	4300730144	2050 FSL, 700 FEL	36	14S	09E
Utah 25-07-06	4300730156	2599 FNL, 1902 FEL	25	14S	09E
Utah 25-11-07	4300730157	1718 FSL, 2210 FWL	25	14S	09E
Utah 26-16-08	4300730181	800 FSL, 750 FEL	26	14S	09E
Utah 35-01-09	4300730180	650 FNL, 850 FEL	35	14S	09E
Utah 31-12-10	4300730183	1995 FSL, 745 FWL	31	14S	10E
Utah 36-11-11	4300730184	1837 FSL, 1903 FWL	36	14S	09E
Utah 19-14-12	4300730182	860 FSL, 1780 FWL	19	14S	10E
Utah 30-05-13	4300730179	1493 FNL, 728 FWL	30	14S	10E
Utah 30-13-14	4300730185	612 FSL, 670 FWL	30	14S	10E
Utah 24-01-15	4300730191	1320 FNL, 1320 FEL	24	14S	09E
Utah 24-03-16	4300730187	1310 FNL, 1525 FWL	24	14S	09E
Utah 24-12-17	4300730208	1320 FSL, 1320 FWL	24	14S	09E
Utah 24-16-18	4300730192	482 FSL, 940 FEL	24	14S	09E
Utah 23-02-19	4300730207	963 FNL, 1470 FEL	23	14S	09E
Utah 23-04-20	4300730194	1291 FNL, 1257 FWL	23	14S	09E
Utah 23-14-21	4300730200	739 FSL, 1716 FWL	23	14S	09E
Utah 23-09-22	4300730201	1320 FSL, 1320 FEL	23	14S	09E
Utah 26-01-23	4300730205	1320 FNL, 1320 FEL	26	14S	09E
Utah 26-06-24	4300730202	1480 FNL, 2000 FWL	26	14S	09E
Utah 26-11-25	4300730204	1500 FSL, 1500 FWL	26	14S	09E
Utah 35-03-26	4300730203	1085 FNL, 1805 FWL	35	14S	09E
Utah 35-10-27	4300730197	2567 FSL, 2151 FEL	35	14S	09E
Utah 35-13-28	4300730198	1236 FSL, 1152 FWL	35	14S	09E
Utah 27-08-29	4300730193	2134 FNL, 753 FEL	27	14S	09E
Utah 27-09-30	4300730186	1359 FSL, 707 FEL	27	14S	09E
Utah 34-01-31	4300730196	464 FNL, 540 FEL	34	14S	09E
Utah 34-09-32	4300730195	1938 FSL, 435 FEL	34	14S	09E
Utah 25-04-33	4300730206	920 FNL, 780 FWL	25	14S	09E
Prettyman 10-15-34	4300730211	842 FSL, 1419 FEL	10	14S	09E
Utah 10-36	4300730302	1213 FNL, 469 FEL	10	15S	09E
Utah 12-15-37	4300730210	1158 FSL, 1494 FEL	12	15S	09E
Utah 06-38	4300730217	899 FNL, 1730 FEL	6	15S	10E
Utah 06-39	4300730218	934 FNL, 819 FWL	6	15S	10E
Utah 06-40	4300730219	2180 FSL, 1780 FEL	6	15S	10E
Utah 06-41	4300730254	2124 FSL, 1054 FWL	6	15S	10E
Utah 01-42	4300730220	860 FNL, 1780 FEL	1	15S	09E
Utah 01-43	4300730221	808 FNL, 1451 FWL	1	15S	09E
Utah 01-44	4300730222	860 FSL, 1320 FWL	1	15S	09E
Utah 01-45	4300730223	1219 FSL, 1318 FEL	1	15S	09E
Utah 02-46	4300730224	860 FNL, 860 FEL	2	15S	09E

Utah 02-47	4300730225	1318 FNL, 1791 FWL	2	15S	09E
Utah 02-48	4300730226	1780 FSL, 860 FEL	2	15S	09E
Utah 02-49	4300730227	1320 FSL, 2080 FWL	2	15S	09E
Utah 11-50	4300730228	860 FNL, 860 FEL	11	15S	09E
Utah 11-51	4300730229	1000 FNL, 1900 FWL	11	15S	09E
Utah 11-52	4300730230	1400 FSL, 1100 FEL	11	15S	09E
Utah 11-53	4300730231	1780 FSL, 1800 FWL	11	15S	09E
Utah 12-54	4300730232	875 FNL, 1015 FWL	12	15S	09E
Utah 12-55	4300730233	1500 FNL, 1320 FEL	12	15S	09E
Utah 12-56	4300730234	1500 FSL, 1320 FWL	12	15S	09E
Utah 07-57	4300730235	1421 FNL, 1003 FWL	7	15S	10E
Utah 07-58	4300730236	1495 FNL, 2006 FEL	7	15S	10E
Utah 07-59	4300730237	1400 FSL, 2100 FEL	7	15S	10E
Utah 07-60	4300730238	954 FSL, 1256 FWL	7	15S	10E
Utah 14-61	4300730239	1386 FNL, 931 FEL	14	15S	09E
Utah 14-62	4300730240	980 FNL, 1385 FWL	14	15S	09E
Utah 14-63	4300730241	1780 FSL, 1320 FEL	14	15S	09E
Utah 14-64	4300730242	907 FSL, 1392 FWL	14	15S	09E
Utah 13-65	4300730243	1320 FNL, 1200 FEL	13	15S	09E
Utah 13-66	4300730244	1276 FNL, 1301 FWL	13	15S	09E
Utah 13-67	4300730245	1800 FSL, 1500 FEL	13	15S	09E
Utah 13-68	4300730246	1320 FSL, 1320 FWL	13	15S	09E
Utah 18-69	4300730427	1320 FNL, 1320 FWL	18	15S	10E
Utah 18-70	4300730248	1110 FNL, 2127 FEL	18	15S	10E
Utah 18-71	4300730249	1764 FSL, 1767 FEL	18	15S	10E
Utah 18-72	4300730250	2100 FSL, 1100 FWL	18	15S	10E
USA 19-73	4300730392	1664 FNL, 1412 FEL	19	15S	10E
Utah 14-74	4300730529	1365 FSL, 1988 FEL	14	14S	09E
Utah 14-75	4300730263	1036 FSL, 1622 FWL	14	14S	09E
Utah 22-76	4300730251	1320 FNL, 660 FEL	22	14S	09E
Utah 19-77	4300730252	1780 FSL, 660 FWL	19	14S	10E
Williams 30-78	4300730279	460 FNL, 660 FEL	30	14S	10E
Utah 31-79	4300730253	1780 FSL, 1780 FEL	31	14S	10E
Utah 24-80	4300730255	590 FNL, 1612 FWL	24	15S	09E
Utah 24-81	4300730256	1067 FNL, 1361 FEL	24	15S	09E
Utah 32-82	4300730257	600 FNL, 2028 FEL	32	15S	09E
Utah 21-83	4300730259	1780 FNL, 460 FWL	21	15S	10E
H&A 07-84	4300730258	1780 FSL, 1780 FWL	7	15S	09E
Utah 27-85	4300730261	2173 FNL, 676 FWL	27	14S	08E
Utah 24-86	4300730267	1788 FSL, 1677 FEL	24	15S	09E
Utah 24-87	4300730375	1780 FSL, 1333 FWL	24	15S	09E
USA 15-88	4300730264	872 FSL, 875 FEL	15	14S	09E
Telonis 22-89	4300730266	836 FNL, 1766 FWL	22	14S	09E
Telonis 21-90	4300730328	1272 FNL, 1188 FEL	21	14S	09E
USA 13-91	4300730568	1443 FSL, 1017 FWL	13	14S	09E
Utah 13-92	4300730439	624 FSL, 899 FEL	13	14S	09E
Utah 18-93	4300730587	556 FSL, 673 FWL	18	14S	10E
Utah 05-95	4300730269	640 FNL, 580 FWL	5	15S	10E
Utah 05-94	4300730270	1520 FSL, 1320 FWL	5	15S	10E

Utah 05-96	4300730271	1780 FSL, 2180 FEL	5	15S	10E
Utah 08-97	4300730272	1495 FNL, 1273 FEL	8	15S	10E
Utah 08-98X	4300730285	1341 FNL, 1319 FWL	8	15S	10E
Utah 08-99	4300730274	1500 FSL, 1120 FWL	8	15S	10E
Utah 08-100	4300730275	1500 FSL, 1400 FEL	8	15S	10E
Utah 17-101	4300730416	460 FNL, 2180 FEL	17	15S	10E
Utah 17-102	4300730277	810 FNL, 910 FWL	17	15S	10E
Utah 17-103	4300730278	1520 FSL, 1120 FWL	17	15S	10E
Powell 19-104	4300730282	1327 FNL, 1458 FWL	19	15S	10E
Powell 19-105	4300730283	1239 FSL, 1325 FWL	19	15S	10E
Utah 23-106	4300730280	150 FNL, 1400 FEL	23	15S	09E
Utah 23-107	4300730281	1252 FNL, 1255 FWL	23	15S	09E
Birkinshaw 19-108	4300730284	1305 FNL, 1192 FEL	19	15S	09E
Utah 36-109	4300730268	1800 FNL, 1800 FWL	36	15S	09E
Utah 16-110	4301530250	860 FSL, 2000 FWL	16	16S	09E
Fausett 09-111	4300730428	2215 FSL, 354 FEL	9	14S	09E
Fausett 10-112	4300730415	1590 FSL, 1342 FWL	10	14S	09E
Giacoletto 11-113	4300730335	500 FSL, 2070 FWL	11	14S	09E
Prettyman 11-114	4300730340	471 FSL, 1828 FEL	11	14S	09E
Giacoletto 13-120	4300730407	1200 FNL, 1219 FWL	13	14S	09E
Giacoletto 14-121	4300730345	1200 FNL, 1060 FEL	14	14S	09E
USA 14-122	4300730404	1500 FNL, 1039 FWL	14	14S	09E
Utah 30-125	4300730262	630 FSL, 1627 FEL	30	14S	10E
Utah 31-126	4300730305	1954 FNL, 1291 FEL	31	14S	10E
Robertson 32-127	4300730374	646 FNL, 349 FWL	32	14S	10E
Utah 04-129	4300730309	700 FWL, 1850 FSL	4	15S	10E
Utah 04-130	4300730519	860 FSL, 2150 FEL	4	15S	10E
Sampinos 16-131	4300730610	1201 FNL, 1016 FWL	16	15S	10E
Jensen 16-132	4300730588	1206 FSL, 1240 FWL	16	15S	10E
LDS 17-133	4300730296	1500 FSL, 1700 FEL	17	15S	10E
Utah 25-134	4300730399	745 FNL, 1482 FWL	25	15S	09E
Utah 36-135	4300730341	850 FNL, 850 FEL	36	15S	09E
Utah 36-136	4300730343	465 FSL, 660 FWL	36	15S	09E
Utah 36-137	4300730342	2180 FSL, 1800 FEL	36	15S	09E
Utah 02-138	4301530288	638 FNL, 1865 FEL	2	16S	09E
Utah 02-139	4301530289	1890 FNL, 850 FWL	2	16S	09E
Utah 02-140	4301530290	850 FSL, 1800 FWL	2	16S	09E
Utah 02-141	4301530291	1800 FSL, 1950 FEL	2	16S	09E
Telonis 15-142	4300730319	1320 FSL, 860 FWL	15	14S	09E
Fausett 16-143	4300730320	1320 FNL, 1320 FEL	16	14S	09E
Fausett 16-144	4300730321	1800 FNL, 860 FWL	16	14S	09E
Telonis 16-145	4300730322	1320 FSL, 1320 FWL	16	14S	09E
Paar 16-146	4300730323	843 FSL, 2157 FEL	16	14S	09E
Christiansen 17-147	4300730324	860 FSL, 1800 FWL	17	14S	09E
Christiansen 17-148	4300730325	1250 FSL, 1100 FEL	17	14S	09E
Birkinshaw 18-149	4300730326	500 FSL, 500 FEL	18	14S	09E
Telonis 19-150	4300730300	751 FNL, 1840 FWL	19	14S	09E
Telonis 19-151	4300730299	860 FSL, 2000 FWL	19	14S	09E
Telonis 20-152	4300730327	1320 FNL, 1900 FEL	20	14S	09E

Telonis 21-153	4300730329	860 FNL, 1800 FWL	21	14S	09E
Telonis 29-154	4300730330	800 FNL, 1500 FWL	29	14S	09E
Telonis 29-155	4300730331	1800 FSL, 1250 FWL	29	14S	09E
Telonis 30-156	4300730301	910 FNL, 868 FEL	30	14S	09E
Telonis 30-157	4300730332	1800 FSL, 580 FEL	30	14S	09E
Utah 32-158	4300730333	1038 FNL, 1768 FEL	32	14S	09E
Utah 32-159	4300730334	2011 FNL, 1426 FWL	32	14S	09E
Utah 32-160	4300730398	1500 FSL, 1780 FWL	32	14S	09E
Utah 32-161	4300730336	415 FSL, 1408 FEL	32	14S	09E
Utah 36-162	4300730315	2053 FNL, 685 FEL	36	14S	08E
Utah 36-163	4300730316	860 FNL, 2100 FWL	36	14S	08E
Utah 36-164	4300730317	1070 FSL, 2000 FWL	36	14S	08E
Utah 36-165	4300730318	1100 FSL, 1500 FEL	36	14S	08E
Utah 02-166	4300730337	1219 FNL, 1738 FEL	2	15S	08E
Utah 02-167	4300730338	660 FNL, 2075 FWL	2	15S	08E
Utah 02-168	4300730339	1800 FSL, 2100 FWL	2	15S	08E
Utah 02-169	4300730308	754 FSL, 1000 FEL	2	15S	08E
Seamons 32-170	4300730291	700 FNL, 500 FWL	32	13S	09E
Pinnacle Peak 19-171	4300730117	1320 FSL, 1320 FEL	19	14S	09E
Telonis 20-172	4300730107	1980 FSL, 660 FEL	20	14S	09E
Powell 30-173	4300730346	1200 FNL, 1200 FWL	30	15S	10E
Stella-Hamaker 10-174	4300730116	852 FNL, 1971 FWL	10	15S	08E
Utah 31-175	4301530317	897 FNL, 1731 FWL	31	16S	09E
USA 15-176	4300730450	2588 FNL, 1155 FEL	15	14S	09E
USA 09-178	4300730419	428 FSL, 2527 FWL	9	14S	09E
USA 17-180A	4300730622	2563 FNL, 1383 FWL	17	14S	09E
USA 18-182	4300730417	1068 FSL, 1972 FWL	18	14S	09E
USA 24-183	4300730469	828 FNL, 624 FEL	24	14S	08E
Utah 27-187	4300730395	1400 FNL, 1400 FWL	27	14S	09E
Utah 27-188	4300730292	477 FSL, 518 FWL	27	14S	09E
Utah 28-189	4300730396	1707 FNL, 868 FEL	28	14S	09E
Utah 28-190	4300730397	1969 FNL, 1324 FWL	28	14S	09E
Utah 28-191	4300730293	693 FSL, 1623 FWL	28	14S	09E
Utah 28-192	4300730294	1407 FNL, 1940 FWL	28	14S	09E
Utah 29-193	4300730405	693 FNL, 1029 FEL	29	14S	09E
Utah 29-194	4300730427	951 FSL, 370 FEL	29	14S	09E
Utah 30-195	4300730265	1407 FNL, 1940 FWL	30	14S	09E
Utah 30-196	4300730344	1056 FSL, 1984 FWL	30	14S	09E
Kakatsidas 31-197	4300730420	619 FNL, 1361 FEL	31	14S	09E
Utah 31-198	4300730406	1403 FNL, 1540 FWL	31	14S	09E
Utah 31-199	4300730480	1125 FSL, 928 FWL	31	14S	09E
Utah 31-200	4300730385	2118 FSL, 549 FEL	31	14S	09E
Utah 33-201	4300730386	317 FNL, 1815 FEL	33	14S	09E
Utah 33-202	4300730387	1939 FNL, 1593 FWL	33	14S	09E
Utah 33-203	4300730388	1373 FSL, 1140 FWL	33	14S	09E
Utah 33-204	4300730389	2024 FSL, 1525 FEL	33	14S	09E
Utah 05-205	4300730384	1485 FNL, 760 FEL	5	15S	09E
Utah 05-206	4300730390	1300 FNL, 1352 FWL	5	15S	09E
Utah 06-207	4300730391	825 FNL, 928 FEL	6	15S	08E

Utah 01-208	4300730464	1246 FNL, 1831 FEL	1	15S	09E
Utah 01-209	4300730467	2271 FSL, 1251 FEL	1	15S	09E
Utah 34-211	4300730114	1181 FSL, 1005 FWL	34	14S	09E
Utah 03-212	4300730468	1187 FNL, 1761 FEL	3	15S	09E
Utah 03-213	4300730381	1466 FNL, 2041 FWL	3	15S	09E
Utah 03-214	4300730295	813 FSL, 966 FWL	3	15S	09E
Utah 03-215	4300730297	988 FSL, 604 FEL	3	15S	09E
Utah 04-216	4300730382	1610 FNL, 810 FEL	4	15S	09E
Utah 04-217	4300730383	1343 FNL, 1119 FWL	4	15S	09E
Utah 04-218	4300730418	1084 FSL, 509 FEL	4	15S	09E
Utah 10-219	4300730298	805 FNL, 756 FWL	10	15S	09E
Utah 10-220	4300730432	474 FSL, 372 FWL	10	15S	09E
Utah 10-221	4300730303	1602 FSL, 2032 FEL	10	15S	09E
USA 19-222	4300730393	1574 FSL, 1647 FEL	19	15S	10E
Utah 06-223	4300730430	1636 FSL, 1085 FEL	6	15S	09E
Utah 05-225	4300730440	421 FSL, 498 FEL	5	15S	09E
Utah 04-226	4300730408	571 FSL, 2331 FWL	4	15S	09E
Utah 09-227	4300730449	652 FNL, 1331 FEL	9	15S	09E
Utah 09-228	4300730413	1444 FNL, 1520 FWL	9	15S	09E
Utah 09-229	4300730414	1595 FSL, 2051 FWL	9	15S	09E
Utah 08-230	4300730410	2003 FNL, 960 FEL	8	15S	09E
Utah 08-231	4300730411	1321 FNL, 1738 FWL	8	15S	09E
H&A 08-232	4300730412	1135 FSL, 1497 FWL	8	15S	09E
Utah 08-233	4300730488	468 FSL, 2030 FEL	8	15S	09E
Utah 07-234	4300730409	1876 FNL, 875 FEL	7	15S	09E
Utah 07-235	4300730421	2098 FSL, 510 FEL	7	15S	09E
H&A 18-236	4300730459	896 FNL, 1511 FEL	18	15S	09E
Utah 18-237	4300730485	1867 FSL, 1920 FEL	18	15S	09E
Utah 17-238	4300730510	677 FNL, 1321 FEL	17	15S	09E
Utah 17-239	4300730511	1383 FNL, 1576 FWL	17	15S	09E
Utah 17-240	4300730512	1977 FSL, 1394 FWL	17	15S	09E
Utah 17-241	4300730513	1668 FSL, 2222 FEL	17	15S	08E
USA 12-242	4300730482	1738 FNL, 1505 FEL	12	15S	08E
USA 12-243	4300730486	950 FNL, 232 FWL	12	15S	08E
USA 11-244	4300730463	1151 FNL, 1690 FEL	11	15S	08E
USA 11-245	4300730462	1234 FNL, 1743 FWL	11	15S	08E
Utah 01-246	4300730566	1619 FNL, 170 FWL	1	15S	09E
Utah 01-247	4300730465	594 FSL, 266 FWL	1	15S	08E
USA 35-248	4300730582	828 FSL, 1245 FEL	35	15S	09E
USA 30-251	4300730403	1169 FSL, 913 FWL	30	15S	10E
Utah 25-252	4300730400	1937 FNL, 1416 FEL	25	15S	09E
Utah 25-253	4300730401	809 FSL, 899 FWL	25	15S	09E
Utah 25-254	4300730402	1787 FSL, 1954 FEL	25	15S	09E
Utah 26-255	4300730446	1209 FNL, 755 FEL	26	15S	09E
Utah 26-256	4300730445	1274 FSL, 1351 FWL	26	15S	09E
Utah 26-257	4300730444	1263 FSL, 1368 FEL	26	15S	09E
Utah 34-258	4300730552	1198 FNL, 1880 FEL	34	15S	09E
Utah 34-259	4300730456	1662 FSL, 2046 FEL	34	15S	09E
Utah 35-260	4300730447	814 FNL, 1900 FEL	35	15S	09E

Utah 35-261	4300730442	615 FNL, 818 FWL	35	15S	09E
Utah 35-262	4300730443	1657 FSL, 1850 FWL	35	15S	09E
Utah 35-263	4300730441	1785 FSL, 946 FEL	35	15S	09E
USA 01-264	4301530336	1055 FNL, 441 FWL	1	16S	09E
USA 01-265	4301530337	1739 FSL, 636 FWL	1	16S	09E
Woolstenhulme 05-266	4300730481	1389 FNL, 2179 FEL	5	15S	10E
Utah 26-267	4300730514	1836 FNL, 2130 FWL	26	15S	09E
Utah 27-268	4300730457	1125 FSL, 1682 FWL	26	15S	09E
Utah 27-269	4300730458	1661 FSL, 795 FEL	27	15S	09E
Utah 34-270	4300730347	774 FNL, 756 FWL	34	15S	09E
Utah 34-271	4300730496	1693 FSL, 965 FWL	34	15S	09E
Utah 33-272	4300730502	694 FNL, 2034 FEL	33	15S	09E
Utah 33-273	4300730493	1922 FNL, 328 FWL	33	15S	09E
Utah 33-274	4300730494	1098 FSL, 1673 FWL	33	15S	09E
Utah 33-275	4300730495	1401 FSL, 1029 FEL	33	15S	09E
Utah 32-276	4300730483	738 FL, 1318 FWL	32	15S	09E
Utah 32-277	4300730484	1613 FSL, 1931 FEL	32	15S	09E
Utah 05-278	4301530278	1665 FNL, 1923 FEL	5	15S	09E
Utah 04-279	4301530340	1020 FNL, 1757 FEL	4	16S	09E
Utah 04-280	4301530341	2087 FNL, 1627 FWL	4	16S	09E
Utah 04-281	4301530399	999 FSL, 896 FWL	4	16S	09E
Utah 04-282	4301530342	2188 FSL, 911 FEL	4	16S	09E
Utah 03-283	4301530349	461 FNL, 1772 FEL	3	16S	09E
Utah 03-284	4301530346	1218 FNL, 753 FWL	3	16S	09E
Utah 03-285	4301530345	1917 FSL, 546 FWL	3	16S	09E
Utah 03-286	4301530344	1690 FSL, 1958 FEL	3	16S	09E
USA 20-287	4300730448	1395 FNL, 979 FWL	20	15S	10E
USA 20-288	4300730451	1566 FSL, 1125 FWL	20	15S	10E
USA 30-289	4300730452	1184 FNL, 1353 FEL	30	15S	10E
USA 30-290	4300730453	1080 FSL, 1508 FEL	30	14S	10E
USA 11-291	4300730501	2609 FNL, 1994 FEL	11	14S	09E
USA 11-292	4300730500	2483 FNL, 664 FWL	11	14S	09E
USA 10-293	4300730498	2011 FNL, 847 FEL	10	14S	09E
USA 10-294	4300730497	1750 FNL, 769 FWL	10	14S	09E
USA 09-295	4300730499	696 FNL, 1198 FEL	9	14S	09E
Fausett 09-296	4300730455	2072 FNL, 798 FWL	9	14S	09E
USA 08-297	4300730491	789 FNL, 958 FEL	8	14S	09E
Ritzakis 08-298	4300730475	798 FNL, 2018 FWL	8	14S	09E
Ritzakis 08-299	4300730479	2187 FSL, 1885 FWL	8	14S	09E
Ritzakis 08-300	4300730476	2485 FSL, 1522 FEL	8	14S	09E
USA 04-302	4300730489	1076 FSL, 1860 FWL	4	14S	09E
USA 04-303	4300730490	597 FSL, 984 FEL	4	14S	09E
Ritzakis 05-304	4300730473	688 FSL, 1888 FWL	5	14S	09E
Ritzakis 05-305	4300730474	1104 FSL, 1196 FEL	5	14S	09E
USA 06-306	4300730492	399 FSL, 306 FEL	6	14S	09E
Helper 07-307	4300730487	672 FNL, 962 FWL	7	15S	09E
USA 31-310	4300730516	624 FNL, 1238 FWL	31	15S	10E
USA 31-311	4300730517	1934 FSL, 973 FWL	31	15S	10E
USA 01-312	4301530350	1453 FNL, 1881 FEL	1	16S	09E

USA 11-314	4301530353	1262 FNL, 1136 FWL	11	16S	09E
USA 10-317	4301530352	1221 FNL, 1104 FEL	10	16S	09E
USA 12-322	4300730576	492 FSL, 495 FWL	10	15S	08E
USA 12-323	4300730577	540 FSL, 784 FEL	12	15S	08E
USA 11-324	4300730575	732 FSL, 1763 FEL	11	15S	08E
USA 14-325	4300730579	890 FNL, 1469 FEL	14	15S	08E
USA 13-326	4300730581	1065 FNL, 1563 FEL	13	15S	08E
USA 13-327	4300730578	1092 FNL, 941 FWL	13	15S	08E
USA 35-328	4300730583	964 FSL, 1999 FWL	35	14S	08E
Utah 09-329	4300730561	884 FSL, 1324 FEL	9	15S	09E
Utah 06-330	4300730562	938 FNL, 1564 FWL	6	15S	09E
Utah 20-333	4300730669	1069 FNL, 1460 FEL	20	15S	09E
Utah 20-334	4300730625	932 FNL, 1655 FWL	20	15S	09E
Utah 20-335	4300730626	2152 FSL, 1716 FWL	20	15S	09E
Utah 19-337	4300730623	926 FNL, 768 FEL	19	15S	09E
Utah 19-338	4300730624	1789 FSL, 1426 FEL	19	15S	09E
Utah 05-343	4301530400	1795 FNL, 1431 FWL	5	16S	09E
Utah 05-344	4301530401	1316 FSL, 1343 FWL	5	16S	09E
Utah 05-345	4301530402	908 FSL, 1449 FEL	5	16S	09E
Utah 08-354	4301530395	1073 FNL, 1914 FEL	8	16S	09E
Utah 08-355	4301530378	1673 FNL, 850 FWL	8	16S	09E
Utah 08-356	4301530379	1701 FSL, 799 FWL	8	16S	09E
Utah 08-357	4301530380	1722 FSL, 1599 FEL	8	16S	09E
Utah 09-358	4301530300	2097 FNL, 1634 FEL	9	16S	09E
Utah 09-359	4301530407	1787 FNL, 871 FWL	9	16S	09E
Utah 09-360	4301530397	1323 FSL, 881 FWL	9	16S	09E
Utah 09-361	4301530408	1564 FSL, 1998 FEL	9	16S	09E
USA 10-362	4301530424	2225 FNL, 494 FWL	10	16S	09E
USA 14-386	4300730634	592 FNL, 2236 FWL	14	15S	08E
USA 24-387	4300730612	1243 FSL, 2306 FWL	10	14S	08E
USA 24-388	4300730613	1177 FSL, 612 FEL	24	14S	08E
Utah 25-389	4300730600	737 FNL, 1976 FEL	25	14S	08E
Utah 25-390	4300730599	1540 FNL, 1354 FWL	25	14S	08E
Utah 25-391A	4300730658	1264 FSL, 1573 FWL	25	14S	08E
Utah 25-392	4300730602	2045 FSL, 1718 FEL	25	14S	09E
USA 26-393	4300730614	1666 FNL, 874 FEL	26	14S	08E
USA 26-394	4300730615	856 FSL, 2377 FWL	26	14S	08E
USA 26-395	4300730616	1927 FSL, 830 FEL	26	14S	08E
USA 35-396	4300730584	616 FNL, 1896 FEL	35	14S	08E
USA 35-397	4300730585	949 FNL, 1264 FWL	35	14S	08E
USA 20-398	4300730590	1374 FNL, 1387 FEL	20	15S	10E
USA 20-399	4300730591	1445 FSL, 1128 FEL	20	15S	10E
Utah 09-412	4300730580	1102 FSL, 1018 FWL	9	15S	10E
Utah 09-413	4300730605	1007 FNL, 1197 FWL	9	15S	10E
Utah 10-415	4301530391	1090 FNL, 557 FEL	10	16S	08E
USA 14-416	4300730646	892 FSL, 1311 FWL	14	15S	08E
USA 14-417	4300730647	1741 FSL, 1054 FEL	14	15S	09E
USA 13-418	4300730645	737 FSL, 793 FEL	13	15S	08E
USA 13-419	4300730631	2617 FSL, 1958 FEL	13	15S	08E

USA 23-423	4300730611	408 FSL, 924 FEL	23	14S	08E
USA 34-434	4300730621	1342 FSL, 922 FEL	34	14S	08E
USA 18-435	4300730619	1868 FNL, 793 FWL	18	14S	09E
USA 07-436	4300730630	3121 FNL, 871 FEL	7	14S	09E
USA 03-442	4300730710	899 FNL, 553 FEL	3	15S	08E
USA 24-443	4300730651	1780 FNL, 2247 FEL	24	15S	08E
USA 24-444	4300730648	1338 FNL, 1153 FWL	24	15S	08E
USA 24-446	4300730708	1377 FNL, 2340 FWL	24	14S	08E
USA 13-447	4300730707	2044 FSL, 741 FEL	13	14S	08E
USA 24-448	4300730652	2146 FSL, 2021 FEL	24	15S	08E
Utah 34-456	4300730713	755 FNL, 1377 FEL	34	14S	08E
USA 13-470	4300730706	1741 FNL, 554 FEL	13	14S	08E
Utah 06-483	4300730716	2456 FSL, 988 FWL	6	15S	09E
American Quasar D1	4300730040	999 FSL, 1552 FWL	31	14S	10E
Arcadia-Telonis D2	4300730093	465 FSL, 560 FEL	19	14S	09E
Utah D3	4300730290	1600 FSL, 1530 FEL	18	15S	10E
Utah D4	4300730314	600 FNL, 500 FWL	24	14S	09E
Fausett D5	4300730351	467 FNL, 1461 FWL	16	14S	09E
Drew D6	4300730100	1300 FSL, 830 FWL	34	14S	09E
Utah D7	4301530338	1371 FSL, 1530 FEL	2	14S	09E
Utah D8	4300730431	1342 FNL, 350 FWL	12	15S	09E
Utah D9	4300730438	1960 FNL, 1487 FWL	32	14S	09E
RGC D10	4300730520	162 FNL, 1557 FEL	28	15S	09E
USA D11	4301530356	1513 FNL, 2437 FEL	13	16S	09E
Sampinos D14	4300730567	1695 FSL, 2133 FEL	16	15S	10E



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:
3106
UTU-47157 et al
(UT-932)

JAN 30 2001

NOTICE

Phillips Petroleum Company : Oil and Gas
Attn: W. H. Rainbolt, Rocky Mtn. Region-Land :
Box 1967 :
Houston, TX 77251-1967 :

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of River Gas Corporation into Phillips Petroleum Company with Phillips Petroleum Company being the surviving entity.

The oil and gas lease files and rights-of-way files identified on the enclosed exhibit have been noted as to the merger. The exhibit is the list supplied by the representative of the companies, and verified by our computerized records. We have not adjudicated the case files to determine if the entity affected by the merger holds an interest in the leases identified, nor have we attempted to identify leases where the entity is the operator on the ground, maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable BLM offices of the merger by a copy of this notice. If additional documentation for a change of operator is required by our Field Offices, you will be contacted by them.

By recognition of the merger the obligor is automatically changed by operation of law from River Gas Corporation to Phillips Petroleum Company on Letter of Credit No. P-207337 (BLM Bond No. UT0829). A rider to BLM Bond No. ES0048 assuming any and all liabilities of BLM Bond No. UT0829 must be submitted for approval to the Eastern States Office, Attn: Bill Forbes, 7450 Boston Boulevard, Springfield, VA 22153. After the rider is approved, the Letter of Credit will be returned to the financial institution that issued it.

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

RECEIVED

JAN 30 2001

DIVISION OF
OIL, GAS AND MINES

cc: Moab Field Office
Vernal Field Office
Price Field Office
MMS—Reference Data Branch, MS 3130, P.O. Box 5860, Denver, CO 80217
State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114
The Chase Manhattan Bank, Attn: Standby Letter of Credit Dept., 4 Chase Metrotech Center, 8th Floor
Brooklyn, NY 11245
Teresa Thompson (UT-931)
LaVerne Steah (UT-942)
Pruitt, Gushee & Bachtell, Attn: Frederick M. MacDonald, Suite 1850 Beneficial Life Tower,
Salt Lake City, Utah 84111-1495
BLM, Eastern States Office (Attn: Bill Forbes)

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS
2. CDW		5- SPD
3. JLT		6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

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

FROM: (Old Operator):
RIVER GAS CORPORATION
Address: 6825 S. 5300 W. P. O. BOX 851
PRICE, UT 84501
Phone: 1-(435)-613-9777
Account N1605

TO: (New Operator):
PHILLIPS PETROLEUM COMPANY
Address: P. O. BOX 3368
ENGLEWOOD, CO 80155-3368
Phone: 1-(720)-344-4984
Account N1475

CA No.

Unit: DRUNKARDS WASH

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH 34-258	43-007-30552	11256	34-15S-09E	STATE	GW	P
UTAH 34-259	43-007-30456	11256	34-15S-09E	STATE	GW	P
UTAH 34-270	43-007-30347	11256	34-15S-09E	STATE	GW	P
UTAH 34-271	43-007-30496	11256	34-15S-09E	STATE	GW	P
UTAH 35-260	43-007-30447	11256	35-15S-09E	STATE	GW	P
UTAH 35-261	43-007-30442	11256	35-15S-09E	STATE	GW	P
UTAH 35-262	43-007-30443	11256	35-15S-09E	STATE	GW	P
UTAH 35-263	43-007-30441	11256	35-15S-09E	STATE	GW	P
UTAH 36-109	43-007-30268	11256	36-15S-09E	STATE	GW	P
UTAH 36-135	43-007-30341	11256	36-15S-09E	STATE	GW	P
UTAH 36-136	43-007-30343	11256	36-15S-09E	STATE	GW	P
UTAH 36-137	43-007-30342	11256	36-15S-09E	STATE	GW	P
UTAH 04-129	43-007-30309	11256	04-15S-10E	STATE	GW	P
UTAH 04-130	43-007-30519	11256	04-15S-10E	STATE	GW	P
UTAH 5-94	43-007-30269	11256	05-15S-10E	STATE	GW	P
UTAH 5-95	43-007-30270	11256	05-15S-10E	STATE	GW	P
UTAH 5-96	43-007-30271	11256	05-15S-10E	STATE	GW	P
UTAH 6-38	43-007-30217	11256	06-15S-10E	STATE	GW	P
UTAH 6-39	43-007-30218	11256	06-15S-10E	STATE	GW	P
UTAH 6-40	43-007-30219	11256	06-15S-10E	STATE	GW	P

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 01/29/2001
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 01/29/2001
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 02/15/2001

4. Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5. If **NO**, the operator was contacted on: _____
6. **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: 01/30/2001
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communitization 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") Proj:** 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: _____

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 03/01/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 03/01/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: 5952189
N/A

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: N/A
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: N/A

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 3.46.01

FILING:

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

COMMENTS:

ORIGINAL

FORM 9

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:
ML - 45691

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
UTU67921X Drunkards Wash

8. Well Name and Number:
Utah 36-109

9. API Well Number:
43-015-30268

10. Field or Pool, or Wildcat:
Drunkards Wash

1. Type of Well: OIL GAS OTHER:
2. Name of Operator: Phillips Petroleum Company
3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777

4. Location of Well Footages: 1800' FWL, 1800' FNL County: Carbon County
QQ, Sec., T., R., M.: SW/SE, SEC. 36, T15S, R09E, SLB & M State: Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other _____
- Approximate date work will start _____
- New Construction
- Pull or Alter Csg
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Chemical/Flush Treatment
- Date of work completion 03/13/2001
- New Construction
- Pull or Alter Csg
- Reperforate
- Vent or Flare
- Water Shut-Off

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4,000 gallons of low Ph fluid & 250 gallons of 7 1/2% HCL on 03/13/01.

RECEIVED

APR 25 2001

DIVISION OF
OIL, GAS AND MINING

13.
Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant Date: 04/20/2001

(This space for state use only)

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.

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>All</u>		8. WELL NAME and NUMBER: See Attached List
2. NAME OF OPERATOR: Phillips Petroleum Company		9. API NUMBER: See List
3. ADDRESS OF OPERATOR: 980 Plaza Office CITY Bartlesville STATE OK ZIP 74004		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached List		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

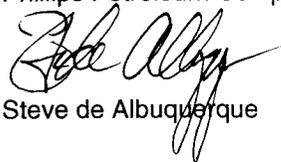
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input 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 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 checked="" 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 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.

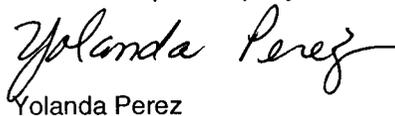
Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned to ConocoPhillips Company.

Please send production reporting forms to Herb Henderson at ConocoPhillips Company, 315 S. Johnstone, 980 Plaza Office, Bartlesville, OK 74004. Herb's phone number is 918-661-4415.

Current Operator
Phillips Petroleum Company


Steve de Albuquerque

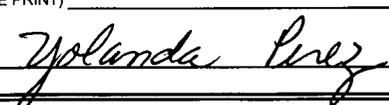
New Operator
ConocoPhillips Company


Yolanda Perez

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JAN 08 2003

DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Yolanda Perez</u>	TITLE <u>Sr. Regulatory Analyst</u>
SIGNATURE 	DATE <u>12/30/2002</u>

(This space for State use only)



Re: Notice of Address Change, Merger and Name Change
Address Change effective **December 2, 2002**
Merger and Name Change effective **December 31, 2002**

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

Gentlemen:

1. Effective December 2, 2002, Phillips Petroleum Company will close its Englewood, Colorado Rocky Mountain Region office. After that time, all correspondence, notices and invoice for Land related matters should be directed to the address(es) noted below. Note that until December 31, 2002, all properties in which Phillips held an interest will continue to be operated by Phillips Petroleum Company, a wholly-owned subsidiary of ConocoPhillips.

2. On December 31, 2002, Phillips Petroleum Company and Conoco Inc. will merge, and the surviving corporation will be renamed "ConocoPhillips Company".

In accordance with the notice provisions of the Operating Agreements and other agreements, if any, between our companies, please adjust your company/organization records, effective for address purposes as of December 2, 2002, and for company name purposes, as of January 1, 2003, to reflect the following information for addressing and delivery of notices, invoicing and payment, and communications with ConocoPhillips Company. This will also apply to Lease Sale notices and other lease-related correspondence and notifications.

U.S. Mail Address:

ConocoPhillips Company
P.O. Box 2197
Houston, Texas 77252
Attn: Chief Landman,
San Juan/Rockies

Physical Address & Overnight Delivery:

ConocoPhillips Company
550 Westlake Park Blvd.
Three Westlake Park
3WL, Room WL 9000
Houston, Texas 77079
Attn: Chief Landman,
San Juan/Rockies

All ballots and official notices/responses sent by facsimile transmission should be sent to the following contact:

**Attn: Chief Landman,
San Juan/Rockies**

**Fax No.: 832-486-2688 or
832-486-2687**

Please contact the undersigned immediately if you have any questions. This notice does not apply to royalty inquiries, joint interest billings, or revenue remittances. Please continue to use the same addresses you are currently using for these matters

Sincerely, 

RECEIVED

DEC 02 2002

DIVISION OF
OIL, GAS AND MINING



SECRETARY'S CERTIFICATE

I, the undersigned, Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, formerly Phillips Petroleum Company, organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), hereby certify that:

1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.


 Assistant Secretary
 ConocoPhillips Company

STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

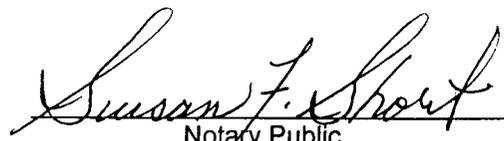
This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.



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JAN 08 2003

DIV. OF OIL, GAS & MINING


 Notary Public

Delaware

PAGE 1

The First State

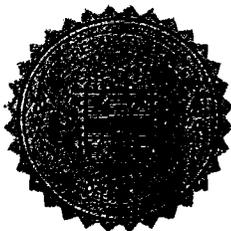
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK P.M.

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

0064324 8100

030002793

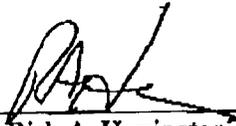
DATE: 01-02-03

FROM RL&F#1

(THU) 12.12'02 13:32/ST. 13:31/NO. 4864756279 P 6

IN WITNESS WHEREOF, Phillips has caused this certificate to be executed this
12th day of December, 2002.

PHILLIPS PETROLEUM COMPANY

By: 
Name: Rick A. Harrington
Title: Senior Vice President, Legal,
and General Counsel

WJ

HOU03:884504.1

RECEIVED
JAN 08 2003
DIV. OF OIL, GAS & MINING

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

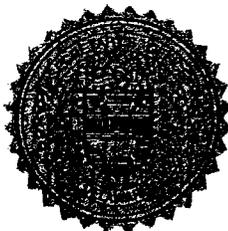
"CONOCO INC.", A DELAWARE CORPORATION,
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100M

030002793

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

CERTIFICATE OF MERGER

of

Conoco Inc.
(a Delaware corporation)

with and into

ConocoPhillips Company
(a Delaware corporation)

Phillips Petroleum Company, a Delaware corporation to be renamed ConocoPhillips Company prior to the effective time of this certificate of merger (the "Surviving Corporation"), in compliance with the requirements of the General Corporation Law of the State of Delaware (the "DGCL") and desiring to effect a merger of Conoco Inc., a Delaware corporation formerly incorporated under the name Du Pont Holdings, Inc. (the "Merging Corporation," and together with the Surviving Corporation, the "Constituent Corporations"), with and into the Surviving Corporation, and acting by its duly authorized officer, DOES HEREBY CERTIFY that:

First: As of the date hereof, the name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
PHILLIPS PETROLEUM COMPANY	Delaware
CONOCO INC.	Delaware

Second: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL;

Third: The name of the Surviving Corporation will be ConocoPhillips Company;

Fourth: The Certificate of Incorporation of ConocoPhillips Company immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation until such time as it may be amended in accordance with applicable law and the provisions thereof;

Fifth: The executed agreement and plan of merger is on file at an office of the Surviving Corporation, the address of which is 600 North Dairy Ashford, Houston, Texas 77079;

RECEIVED

JAN 08 2003

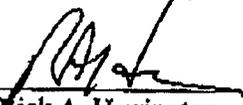
DIV. OF OIL, GAS & MINING

Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

Seventh: Pursuant to Section 103(d) of the DGCL, this certificate of merger will become effective at 11:59 p.m., Eastern time, on December 31, 2002.

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY
(a Delaware corporation)

By: 
Name: Rick A. Harrington
Title: Senior Vice President, Legal,
and General Counsel

RECEIVED
JAN 08 2003
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF COMMERCE
REGISTRATION

CONOCOPHILLIPS COMPANY

EFFECTIVE
06/14/1946

EXPIRATION
*RENEWAL

REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

Corporation - Foreign - Profit
562960-0143

UNITED STATES CORP CO
CONOCOPHILLIPS COMPANY
GATEWAY TOWER EAST STE 900
10 EAST SOUTH TEMPLE
SLC UT 84133

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS & COMMERCIAL CODE
REGISTRATION

EFFECTIVE DATE: 06/14/1946
EXPIRATION DATE: *RENEWAL
ISSUED TO: CONOCOPHILLIPS COMPANY



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

562960-0143 Corporation - Foreign - Profit

*RENEWAL

You will need to renew your registration each anniversary date of the effective date.

Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30887-00-00	ANDREEN 32-529	Gas Well	APD	32	14	S	10	E
43-007-30865-00-00	COTNER 29-549	Gas Well	APD	29	14	S	10	E
43-007-30837-00-00	DALLIN 32-615	Gas Well	APD	32	13	S	9	E
43-047-34551-00-00	FED 43-24-3 #1	Gas Well	APD	24	10	S	17	E
43-047-33982-00-00	FEDERAL 12-17 #1	Gas Well	APD	17	10	S	18	E
43-047-34471-00-00	FEDERAL 12-29-7 1	Gas Well	APD	29	9	S	19	E
43-047-34472-00-00	FEDERAL 31-31-6 1	Gas Well	APD	31	9	S	19	E
43-007-30864-00-00	MCKENDRICK 29-548	Gas Well	APD	29	14	S	10	E
43-015-30512-00-00	PPCO 19-379	Gas Well	APD	19	16	S	9	E
43-015-30515-00-00	PPCO 24-562	Gas Well	APD	24	16	S	8	E
43-015-30548-00-00	PPCO 30-605	Gas Well	APD	30	16	S	9	E
43-007-30888-00-00	PRICE 32-438	Gas Well	APD	32	14	S	10	E
43-007-30813-00-00	RITZAKIS 33-514	Gas Well	APD	33	13	S	9	E
43-007-30766-00-00	RITZAKIS 33-516	Gas Well	APD	33	13	S	9	E
43-007-30838-00-00	ROWLEY 32-616	Gas Well	APD	32	13	S	9	E
43-007-30863-00-00	SCHMIDT 29-531	Gas Well	APD	29	14	S	10	E
43-007-30797-00-00	SEELY 15-498	Gas Well	APD	15	14	S	8	E
43-007-30798-00-00	SEELY 15-499	Gas Well	APD	15	14	S	8	E
43-007-30799-00-00	SEELY 15-500	Gas Well	APD	15	14	S	8	E
43-007-30796-00-00	SEELY 22-492	Gas Well	APD	22	14	S	8	E
43-007-30801-00-00	SEELY 22-502	Gas Well	APD	22	14	S	8	E
43-007-30802-00-00	SEELY 22-503	Gas Well	APD	22	14	S	8	E
43-007-30711-00-00	USA 09-452	Gas Well	APD	9	15	S	8	E
43-015-30351-00-00	USA 11-313	Gas Well	APD	11	16	S	9	E
43-015-30398-00-00	USA 12-385	Gas Well	APD	12	16	S	9	E
43-015-30409-00-00	USA 12-426	Gas Well	APD	12	16	S	9	E
43-007-30805-00-00	USA 14-490	Gas Well	APD	14	14	S	8	E
43-007-30806-00-00	USA 14-491	Gas Well	APD	14	14	S	8	E
43-007-30676-00-00	USA 15-421	Gas Well	APD	15	15	S	8	E
43-015-30417-00-00	USA 21-427	Gas Well	APD	21	16	S	9	E
43-015-30416-00-00	USA 21-428	Gas Well	APD	21	16	S	9	E
43-015-30415-00-00	USA 21-429	Gas Well	APD	21	16	S	9	E
43-007-30515-00-00	USA 31-309	Gas Well	APD	31	15	S	10	E
43-007-30835-00-00	USA 33-515	Gas Well	APD	33	13	S	9	E
43-007-30836-00-00	USA 33-624	Gas Well	APD	33	13	S	9	E
43-007-30803-00-00	USA 34-518	Gas Well	APD	34	14	S	8	E
43-007-30478-00-00	UTAH 05-224	Gas Well	APD	5	15	S	9	E
43-015-30411-00-00	UTAH 16-365	Gas Well	APD	16	16	S	9	E
43-015-30412-00-00	UTAH 16-366	Gas Well	APD	16	16	S	9	E
43-015-30413-00-00	UTAH 16-430	Gas Well	APD	16	16	S	9	E
43-015-30299-00-00	UTAH 18-374	Gas Well	APD	18	16	S	9	E
43-015-30420-00-00	UTAH 19-377	Gas Well	APD	19	16	S	9	E
43-015-30492-00-00	UTAH 19-378	Gas Well	APD	19	16	S	9	E
43-007-30891-00-00	UTAH 19-533	Gas Well	APD	19	14	S	10	E
43-015-30414-00-00	UTAH 20-381	Gas Well	APD	20	16	S	9	E
43-015-30421-00-00	UTAH 20-382	Gas Well	APD	20	16	S	9	E
43-015-30518-00-00	UTAH 25-576	Gas Well	APD	25	16	S	8	E
43-015-30539-00-00	UTAH 25-578	Gas Well	APD	25	16	S	8	E
43-015-30540-00-00	UTAH 25-579	Gas Well	APD	25	16	S	8	E
43-007-30817-00-00	UTAH 25-618	Gas Well	APD	25	13	S	9	E
43-015-30543-00-00	UTAH 26-582	Gas Well	APD	26	16	S	8	E
43-015-30547-00-00	UTAH 29-608	Gas Well	APD	29	16	S	9	E
43-007-30889-00-00	UTAH 32-128	Gas Well	APD	32	14	S	10	E
43-007-30814-00-00	UTAH 35-506	Gas Well	APD	35	13	S	9	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-047-33750-00-00	FEDERAL 34-29	Gas Well	P	29	9	S	19	E
43-007-30782-00-00	GAROFOLA 26-482	Gas Well	P	26	15	S	8	E
43-007-30335-00-00	GIACOLETTO 11-113	Gas Well	P	11	14	S	9	E
43-007-30407-00-00	GIACOLETTO 13-120	Gas Well	P	13	14	S	9	E
43-007-30345-00-00	GIACOLETTO 14-121	Gas Well	P	14	14	S	9	E
43-007-30487-00-00	HELPER & ASSOC 07-307	Gas Well	P	7	15	S	9	E
43-007-30459-00-00	HELPER & ASSOC 18-236	Gas Well	P	18	15	S	9	E
43-007-30720-00-00	HELPER & ASSOC 18-308	Gas Well	P	18	15	S	9	E
43-007-30412-00-00	HELPER & ASSOC 8-232	Gas Well	P	8	15	S	9	E
43-007-30258-00-00	HELPER & ASSOCIATES 7-84	Gas Well	P	7	15	S	9	E
43-007-30588-00-00	JENSEN 16-132	Gas Well	P	16	15	S	10	E
43-007-30420-00-00	KAKATSIDES 31-197	Gas Well	P	31	14	S	9	E
43-007-30296-00-00	LDS 17-133	Gas Well	P	17	15	S	10	E
43-007-30323-00-00	PAAR 16-146	Gas Well	P	16	14	S	9	E
43-047-34286-00-00	PETES WASH 23-12 #1	Gas Well	P	12	10	S	17	E
43-007-30748-00-00	PIERUCCI 25-461	Gas Well	P	25	15	S	8	E
43-007-30749-00-00	PIERUCCI 25-462	Gas Well	P	25	15	S	8	E
43-007-30754-00-00	PIERUCCI 26-463	Gas Well	P	26	15	S	8	E
43-007-30755-00-00	PIERUCCI 26-464	Gas Well	P	26	15	S	8	E
43-007-30745-00-00	PIERUCCI 26-481	Gas Well	P	26	15	S	8	E
43-007-30117-00-00	PINNACLE PEAK 19-171	Gas Well	P	19	14	S	9	E
43-007-30845-00-00	PMC 10-526	Gas Well	P	10	15	S	8	E
43-007-30282-00-00	POWELL 19-104	Gas Well	P	19	15	S	10	E
43-007-30283-00-00	POWELL 19-105	Gas Well	P	19	15	S	10	E
43-007-30346-00-00	POWELL 30-173	Gas Well	P	30	15	S	10	E
43-015-30279-00-00	PPCO 10-557	Gas Well	P	10	16	S	8	E
43-015-30494-00-00	PPCO 15-555	Gas Well	P	15	16	S	8	E
43-007-30211-00-00	PRETTYMAN 10-15-34	Gas Well	P	10	14	S	9	E
43-007-30340-00-00	PRETTYMAN 11-114	Gas Well	P	11	14	S	9	E
43-007-30653-00-00	RGC 21-331	Gas Well	P	21	15	S	9	E
43-007-30743-00-00	RGC 21-332	Gas Well	P	21	15	S	9	E
43-007-30747-00-00	RGC 25-460	Gas Well	P	25	15	S	8	E
43-007-30559-00-00	RGC 28-318	Gas Well	P	28	15	S	9	E
43-007-30518-00-00	RGC 28-319	Gas Well	P	28	15	S	9	E
43-007-30509-00-00	RITZAKIS 03-408	Gas Well	P	3	14	S	9	E
43-007-30473-00-00	RITZAKIS 5-304	Gas Well	P	5	14	S	9	E
43-007-30474-00-00	RITZAKIS 5-305	Gas Well	P	5	14	S	9	E
43-007-30475-00-00	RITZAKIS 8-298	Gas Well	P	8	14	S	9	E
43-007-30479-00-00	RITZAKIS 8-299	Gas Well	P	8	14	S	9	E
43-007-30476-00-00	RITZAKIS 8-300	Gas Well	P	8	14	S	9	E
43-007-30374-00-00	ROBERTSON 32-127	Gas Well	P	32	14	S	10	E
43-007-30610-00-00	SAMPINOS 16-131	Gas Well	P	16	15	S	10	E
43-007-30723-00-00	SAMPINOS 16-454	Gas Well	P	16	15	S	10	E
43-007-30765-00-00	SAMPINOS 16-521	Gas Well	P	16	15	S	10	E
43-007-30800-00-00	SEELY 22-501	Gas Well	P	22	14	S	8	E
43-007-30130-00-00	ST OF UT 25-9-1	Gas Well	P	25	14	S	9	E
43-007-30142-00-00	ST OF UT 36-3-4	Gas Well	P	36	14	S	9	E
43-007-30116-00-00	STELLA-HAMAKER 10-174	Gas Well	P	10	15	S	8	E
43-007-30746-00-00	TABOR 23-468	Gas Well	P	23	15	S	8	E
43-007-30319-00-00	TELONIS 15-142	Gas Well	P	15	14	S	9	E
43-007-30322-00-00	TELONIS 16-145	Gas Well	P	16	14	S	9	E
43-007-30300-00-00	TELONIS 19-150	Gas Well	P	19	14	S	9	E
43-007-30299-00-00	TELONIS 19-151	Gas Well	P	19	14	S	9	E
43-007-30327-00-00	TELONIS 20-152	Gas Well	P	20	14	S	9	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30631-00-00	USA 13-419	Gas Well	P	13	15	S	8	E
43-007-30707-00-00	USA 13-447	Gas Well	P	13	14	S	8	E
43-007-30706-00-00	USA 13-470	Gas Well	P	13	14	S	8	E
43-007-30789-00-00	USA 13-474	Gas Well	P	13	14	S	8	E
43-007-30790-00-00	USA 13-475	Gas Well	P	13	14	S	8	E
43-007-30568-00-00	USA 13-91	Gas Well	P	13	14	S	9	E
43-007-30404-00-00	USA 14-122	Gas Well	P	14	14	S	9	E
43-015-30418-00-00	USA 1-425	Gas Well	P	1	16	S	9	E
43-007-30579-00-00	USA 14-325	Gas Well	P	14	15	S	8	E
43-007-30634-00-00	USA 14-386	Gas Well	P	14	15	S	8	E
43-007-30646-00-00	USA 14-416	Gas Well	P	14	15	S	8	E
43-007-30647-00-00	USA 14-417	Gas Well	P	14	15	S	8	E
43-007-30791-00-00	USA 14-476	Gas Well	P	14	14	S	8	E
43-007-30792-00-00	USA 14-477	Gas Well	P	14	14	S	8	E
43-007-30529-00-00	USA 14-74	Gas Well	P	14	14	S	9	E
43-007-30263-00-00	USA 14-75	Gas Well	P	14	14	S	9	E
43-007-30450-00-00	USA 15-176	Gas Well	P	15	14	S	9	E
43-007-30423-00-00	USA 15-177	Gas Well	P	15	14	S	9	E
43-007-30690-00-00	USA 15-420	Gas Well	P	15	15	S	8	E
43-007-30691-00-00	USA 15-422	Gas Well	P	15	15	S	8	E
43-007-30264-00-00	USA 15-88	Gas Well	P	15	14	S	9	E
43-007-30422-00-00	USA 17-179	Gas Well	P	17	14	S	9	E
43-007-30622-00-00	USA 17-180A	Gas Well	P	17	14	S	9	E
43-007-30618-00-00	USA 18-181	Gas Well	P	18	14	S	9	E
43-007-30417-00-00	USA 18-182	Gas Well	P	18	14	S	9	E
43-007-30619-00-00	USA 18-435	Gas Well	P	18	14	S	9	E
43-007-30393-00-00	USA 19-222	Gas Well	P	19	15	S	10	E
43-007-30392-00-00	USA 19-73	Gas Well	P	19	15	S	10	E
43-007-30448-00-00	USA 20-287	Gas Well	P	20	15	S	10	E
43-007-30451-00-00	USA 20-288	Gas Well	P	20	15	S	10	E
43-007-30590-00-00	USA 20-398	Gas Well	P	20	15	S	10	E
43-007-30591-00-00	USA 20-399	Gas Well	P	20	15	S	10	E
43-007-30424-00-00	USA 21-184	Gas Well	P	21	14	S	9	E
43-007-30425-00-00	USA 21-35	Gas Well	P	21	14	S	9	E
43-007-30426-00-00	USA 22-185	Gas Well	P	22	14	S	9	E
43-007-30477-00-00	USA 22-186	Gas Well	P	22	14	S	9	E
43-007-30700-00-00	USA 22-466	Gas Well	P	22	15	S	8	E
43-007-30611-00-00	USA 23-423	Gas Well	P	23	14	S	8	E
43-007-30650-00-00	USA 23-445	Gas Well	P	23	15	S	8	E
43-007-30704-00-00	USA 23-451	Gas Well	P	23	15	S	8	E
43-007-30503-00-00	USA 23-467	Gas Well	P	23	15	S	8	E
43-007-30793-00-00	USA 23-478	Gas Well	P	23	14	S	8	E
43-007-30794-00-00	USA 23-479	Gas Well	P	23	14	S	8	E
43-007-30795-00-00	USA 23-480	Gas Well	P	23	14	S	8	E
43-007-30469-00-00	USA 24-183	Gas Well	P	24	14	S	8	E
43-007-30612-00-00	USA 24-387	Gas Well	P	24	14	S	8	E
43-007-30613-00-00	USA 24-388	Gas Well	P	24	14	S	8	E
43-007-30651-00-00	USA 24-443	Gas Well	P	24	15	S	8	E
43-007-30648-00-00	USA 24-444	Gas Well	P	24	15	S	8	E
43-007-30708-00-00	USA 24-446	Gas Well	P	24	14	S	8	E
43-007-30652-00-00	USA 24-448	Gas Well	P	24	15	S	8	E
43-007-30705-00-00	USA 24-449	Gas Well	P	24	15	S	8	E
43-007-30505-00-00	USA 25-459	Gas Well	P	25	15	S	8	E
43-007-30614-00-00	USA 26-393	Gas Well	P	26	14	S	8	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30430-00-00	UTAH 06-223	Gas Well	P	6	15	S	9	E
43-007-30562-00-00	UTAH 06-330	Gas Well	P	6	15	S	9	E
43-007-30716-00-00	UTAH 06-483	Gas Well	P	6	15	S	9	E
43-007-30409-00-00	UTAH 07-234	Gas Well	P	7	15	S	9	E
43-007-30421-00-00	UTAH 07-235	Gas Well	P	7	15	S	9	E
43-007-30411-00-00	UTAH 08-231	Gas Well	P	8	15	S	9	E
43-007-30488-00-00	UTAH 08-233	Gas Well	P	8	15	S	9	E
43-015-30464-00-00	UTAH 08-354	Gas Well	P	8	16	S	9	E
43-015-30378-00-00	UTAH 08-355	Gas Well	P	8	16	S	9	E
43-015-30379-00-00	UTAH 08-356	Gas Well	P	8	16	S	9	E
43-015-30380-00-00	UTAH 08-357	Gas Well	P	8	16	S	9	E
43-007-30449-00-00	UTAH 09-227	Gas Well	P	9	15	S	9	E
43-007-30561-00-00	UTAH 09-329	Gas Well	P	9	15	S	9	E
43-015-30300-00-00	UTAH 09-358	Gas Well	P	9	16	S	9	E
43-015-30407-00-00	UTAH 09-359	Gas Well	P	9	16	S	9	E
43-015-30397-00-00	UTAH 09-360	Gas Well	P	9	16	S	9	E
43-015-30408-00-00	UTAH 09-361	Gas Well	P	9	16	S	9	E
43-007-30580-00-00	UTAH 09-412	Gas Well	P	9	15	S	10	E
43-007-30605-00-00	UTAH 09-413	Gas Well	P	9	15	S	10	E
43-007-30657-00-00	UTAH 09-450	Gas Well	P	9	15	S	10	E
43-007-30722-00-00	UTAH 09-453	Gas Well	P	9	15	S	10	E
43-007-30302-00-00	UTAH 10-01-36	Gas Well	P	10	15	S	9	E
43-007-30298-00-00	UTAH 10-219	Gas Well	P	10	15	S	9	E
43-007-30432-00-00	UTAH 10-220	Gas Well	P	10	15	S	9	E
43-007-30303-00-00	UTAH 10-221	Gas Well	P	10	15	S	9	E
43-007-30228-00-00	UTAH 11-50	Gas Well	P	11	15	S	9	E
43-007-30229-00-00	UTAH 11-51	Gas Well	P	11	15	S	9	E
43-007-30230-00-00	UTAH 11-52	Gas Well	P	11	15	S	9	E
43-007-30231-00-00	UTAH 11-53	Gas Well	P	11	15	S	9	E
43-007-30467-00-00	UTAH 1-209	Gas Well	P	1	15	S	8	E
43-007-30210-00-00	UTAH 12-15-37	Gas Well	P	12	15	S	9	E
43-007-30232-00-00	UTAH 12-54	Gas Well	P	12	15	S	9	E
43-007-30233-00-00	UTAH 12-55	Gas Well	P	12	15	S	9	E
43-007-30234-00-00	UTAH 12-56	Gas Well	P	12	15	S	9	E
43-015-30493-00-00	UTAH 13-376	Gas Well	P	13	16	S	8	E
43-015-30301-00-00	UTAH 13-550	Gas Well	P	13	16	S	8	E
43-007-30243-00-00	UTAH 13-65	Gas Well	P	13	15	S	9	E
43-007-30244-00-00	UTAH 13-66	Gas Well	P	13	15	S	9	E
43-007-30245-00-00	UTAH 13-67	Gas Well	P	13	15	S	9	E
43-007-30246-00-00	UTAH 13-68	Gas Well	P	13	15	S	9	E
43-007-30439-00-00	UTAH 13-92	Gas Well	P	13	14	S	9	E
43-007-30220-00-00	UTAH 1-42	Gas Well	P	1	15	S	9	E
43-007-30221-00-00	UTAH 1-43	Gas Well	P	1	15	S	9	E
43-007-30222-00-00	UTAH 1-44	Gas Well	P	1	15	S	9	E
43-007-30223-00-00	UTAH 1-45	Gas Well	P	1	15	S	9	E
43-015-30330-00-00	UTAH 14-551	Gas Well	P	14	16	S	8	E
43-015-30331-00-00	UTAH 14-552	Gas Well	P	14	16	S	8	E
43-007-30239-00-00	UTAH 14-61	Gas Well	P	14	15	S	9	E
43-007-30240-00-00	UTAH 14-62	Gas Well	P	14	15	S	9	E
43-007-30241-00-00	UTAH 14-63	Gas Well	P	14	15	S	9	E
43-007-30242-00-00	UTAH 14-64	Gas Well	P	14	15	S	9	E
43-015-30334-00-00	UTAH 15-553	Gas Well	P	15	16	S	8	E
43-007-30416-00-00	UTAH 17-101	Gas Well	P	17	15	S	10	E
43-007-30277-00-00	UTAH 17-102	Gas Well	P	17	15	S	10	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30255-00-00	UTAH 24-80	Gas Well	P	24	15	S		9 E
43-007-30256-00-00	UTAH 24-81	Gas Well	P	24	15	S		9 E
43-007-30267-00-00	UTAH 24-86	Gas Well	P	24	15	S		9 E
43-007-30375-00-00	UTAH 24-87	Gas Well	P	24	15	S		9 E
43-007-30227-00-00	UTAH 2-49	Gas Well	P	2	15	S		9 E
43-007-30157-00-00	UTAH 25-11-7	Gas Well	P	25	14	S		9 E
43-007-30399-00-00	UTAH 25-134	Gas Well	P	25	15	S		9 E
43-007-30400-00-00	UTAH 25-252	Gas Well	P	25	15	S		9 E
43-007-30401-00-00	UTAH 25-253	Gas Well	P	25	15	S		9 E
43-007-30402-00-00	UTAH 25-254	Gas Well	P	25	15	S		9 E
43-007-30600-00-00	UTAH 25-389	Gas Well	P	25	14	S		8 E
43-007-30599-00-00	UTAH 25-390	Gas Well	P	25	14	S		8 E
43-007-30658-00-00	UTAH 25-391	Gas Well	P	25	14	S		8 E
43-007-30602-00-00	UTAH 25-392	Gas Well	P	25	14	S		8 E
43-007-30206-00-00	UTAH 25-4-33	Gas Well	P	25	14	S		9 E
43-015-30519-00-00	UTAH 25-577	Gas Well	P	25	16	S		8 E
43-007-30156-00-00	UTAH 25-7-6	Gas Well	P	25	14	S		9 E
43-007-30204-00-00	UTAH 26-11-25	Gas Well	P	26	14	S		9 E
43-007-30205-00-00	UTAH 26-1-23	Gas Well	P	26	14	S		9 E
43-007-30181-00-00	UTAH 26-16-8	Gas Well	P	26	14	S		9 E
43-007-30446-00-00	UTAH 26-255	Gas Well	P	26	15	S		9 E
43-007-30445-00-00	UTAH 26-256	Gas Well	P	26	15	S		9 E
43-007-30444-00-00	UTAH 26-257	Gas Well	P	26	15	S		9 E
43-007-30514-00-00	UTAH 26-267	Gas Well	P	26	15	S		9 E
43-015-30541-00-00	UTAH 26-580	Gas Well	P	26	16	S		8 E
43-015-30542-00-00	UTAH 26-581	Gas Well	P	26	16	S		8 E
43-015-30544-00-00	UTAH 26-583	Gas Well	P	26	16	S		8 E
43-007-30202-00-00	UTAH 26-6-24	Gas Well	P	26	14	S		9 E
43-007-30395-00-00	UTAH 27-187	Gas Well	P	27	14	S		9 E
43-007-30292-00-00	UTAH 27-188	Gas Well	P	27	14	S		9 E
43-007-30457-00-00	UTAH 27-268	Gas Well	P	27	15	S		9 E
43-007-30458-00-00	UTAH 27-269	Gas Well	P	27	15	S		9 E
43-007-30712-00-00	UTAH 27-457	Gas Well	P	27	14	S		8 E
43-007-30714-00-00	UTAH 27-458	Gas Well	P	27	14	S		8 E
43-007-30777-00-00	UTAH 27-520	Gas Well	P	27	14	S		8 E
43-015-30545-00-00	UTAH 27-584	Gas Well	P	27	16	S		8 E
43-007-30193-00-00	UTAH 27-8-29	Gas Well	P	27	14	S		9 E
43-007-30186-00-00	UTAH 27-9-30	Gas Well	P	27	14	S		9 E
43-007-30396-00-00	UTAH 28-189	Gas Well	P	28	14	S		9 E
43-007-30397-00-00	UTAH 28-190	Gas Well	P	28	14	S		9 E
43-007-30293-00-00	UTAH 28-191	Gas Well	P	28	14	S		9 E
43-007-30294-00-00	UTAH 28-192	Gas Well	P	28	14	S		9 E
43-007-30551-00-00	UTAH 28-320	Gas Well	P	28	15	S		9 E
43-007-30560-00-00	UTAH 28-321	Gas Well	P	28	15	S		9 E
43-007-30405-00-00	UTAH 29-193	Gas Well	P	29	14	S		9 E
43-007-30427-00-00	UTAH 29-194	Gas Well	P	29	14	S		9 E
43-007-30739-00-00	UTAH 29-339	Gas Well	P	29	15	S		9 E
43-007-30740-00-00	UTAH 29-340	Gas Well	P	29	15	S		9 E
43-007-30741-00-00	UTAH 29-341	Gas Well	P	29	15	S		9 E
43-007-30742-00-00	UTAH 29-342	Gas Well	P	29	15	S		9 E
43-007-30262-00-00	UTAH 30-125	Gas Well	P	30	14	S		10 E
43-007-30185-00-00	UTAH 30-13-14	Gas Well	P	30	14	S		10 E
43-007-30265-00-00	UTAH 30-195	Gas Well	P	30	14	S		9 E
43-007-30344-00-00	UTAH 30-196	Gas Well	P	30	14	S		9 E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30178-00-00	UTAH 36-1-2	Gas Well	P	36	14	S	9	E
43-007-30341-00-00	UTAH 36-135	Gas Well	P	36	15	S	9	E
43-007-30343-00-00	UTAH 36-136	Gas Well	P	36	15	S	9	E
43-007-30342-00-00	UTAH 36-137	Gas Well	P	36	15	S	9	E
43-007-30315-00-00	UTAH 36-162	Gas Well	P	36	14	S	8	E
43-007-30316-00-00	UTAH 36-163	Gas Well	P	36	14	S	8	E
43-007-30317-00-00	UTAH 36-164	Gas Well	P	36	14	S	8	E
43-007-30318-00-00	UTAH 36-165	Gas Well	P	36	14	S	8	E
43-007-30144-00-00	UTAH 36-9-5	Gas Well	P	36	14	S	9	E
43-015-30341-00-00	UTAH 4-280	Gas Well	P	4	16	S	9	E
43-015-30342-00-00	UTAH 4-282	Gas Well	P	4	16	S	9	E
43-007-30384-00-00	UTAH 5-205	Gas Well	P	5	15	S	9	E
43-007-30269-00-00	UTAH 5-94	Gas Well	P	5	15	S	10	E
43-007-30270-00-00	UTAH 5-95	Gas Well	P	5	15	S	10	E
43-007-30271-00-00	UTAH 5-96	Gas Well	P	5	15	S	10	E
43-007-30217-00-00	UTAH 6-38	Gas Well	P	6	15	S	10	E
43-007-30218-00-00	UTAH 6-39	Gas Well	P	6	15	S	10	E
43-007-30219-00-00	UTAH 6-40	Gas Well	P	6	15	S	10	E
43-007-30254-00-00	UTAH 6-41	Gas Well	P	6	15	S	10	E
43-007-30235-00-00	UTAH 7-57	Gas Well	P	7	15	S	10	E
43-007-30236-00-00	UTAH 7-58	Gas Well	P	7	15	S	10	E
43-007-30237-00-00	UTAH 7-59	Gas Well	P	7	15	S	10	E
43-007-30238-00-00	UTAH 7-60	Gas Well	P	7	15	S	10	E
43-007-30275-00-00	UTAH 8-100	Gas Well	P	8	15	S	10	E
43-007-30410-00-00	UTAH 8-230	Gas Well	P	8	15	S	9	E
43-007-30272-00-00	UTAH 8-97	Gas Well	P	8	15	S	10	E
43-007-30285-00-00	UTAH 8-98X	Gas Well	P	8	15	S	10	E
43-007-30274-00-00	UTAH 8-99	Gas Well	P	8	15	S	10	E
43-007-30413-00-00	UTAH 9-228	Gas Well	P	9	15	S	9	E
43-007-30414-00-00	UTAH 9-229	Gas Well	P	9	15	S	9	E
43-007-30279-00-00	WILLIAMS 30-78	Gas Well	P	30	14	S	10	E
43-007-30481-00-00	WOOLSTENHULME 05-266	Gas Well	P	5	15	S	10	E
43-015-30250-00-00	UTAH 16-110	Gas Well	Shut In	16	16	S	9	E



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office
7450 Boston Boulevard
Springfield, Virginia 22153

IN REPLY REFER TO
3106.8(932.34)WF

January 16, 2003

NOTICE

ConocoPhillips Company	:	Oil & Gas Leases
P.O. Box 7500	:	
Bartlesville, Oklahoma 74005	:	

Merger/Name Change Recognized

Acceptable evidence was received in this office on January 14, 2003, concerning the change of name of Phillips Petroleum Company to **ConocoPhillips Company** and the merger of **Conoco Incorporated** into **ConocoPhillips Company** on Federal oil and gas leases, with **ConocoPhillips Company being the surviving entity.**

The Secretary of the State of Delaware certified the effective date of this merger effective December 31, 2002.

The oil and gas lease files identified on the enclosed exhibit have been noted to the merger. The exhibit was compiled from a list of leases obtained from your list of leases. Eastern States has not abstracted the lease files to determine if the entities affected by this merger hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of this merger and name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

By Operation of law the name of the principal on Nationwide Oil and Gas Bond held by Conoco Incorporated (ES0085) has been changed to ConocoPhillips Company.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/ Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning, Use
and Protection

bc: JFO, BLM State Offices, MMS. ES RF. 930 RF. ES-932:
Bforbes:wbf:01/16/03:440-1536/ConocoPhillips Co

OPERATOR CHANGE WORKSHEET

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed, effective: **12-31-02**

FROM: (Old Operator):	TO: (New Operator):
PHILLIPS PETROLEUM COMPANY	CONOCOPHILLIPS COMPANY
Address: 980 PLAZA OFFICE	Address: P O BOX 2197, WL3 4066
BARTLESVILLE, OK 74004	HOUSTON, TX 77252
Phone: 1-(918)-661-4415	Phone: 1-(832)-486-2329
Account No. N1475	Account No. N2335

CA No. Unit: DRUNKARDS WASH

WELL(S)						
NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH 35-261	35-15S-09E	43-007-30442	11256	STATE	GW	P
UTAH 35-262	35-15S-09E	43-007-30443	11256	STATE	GW	P
UTAH 35-260	35-15S-09E	43-007-30447	11256	STATE	GW	P
UTAH 36-109	36-15S-09E	43-007-30268	11256	STATE	GW	P
UTAH 36-135	36-15S-09E	43-007-30341	11256	STATE	GW	P
UTAH 36-137	36-15S-09E	43-007-30342	11256	STATE	GW	P
UTAH 36-136	36-15S-09E	43-007-30343	11256	STATE	GW	P
UTAH 04-129	04-15S-10E	43-007-30309	11256	STATE	GW	P
UTAH 04-130	04-15S-10E	43-007-30519	11256	STATE	GW	P
UTAH 5-94	05-15S-10E	43-007-30269	11256	STATE	GW	P
UTAH 5-95	05-15S-10E	43-007-30270	11256	STATE	GW	P
UTAH 5-96	05-15S-10E	43-007-30271	11256	STATE	GW	P
WOOLSTENHULME 5-266	05-15S-10E	43-007-30481	11256	FEE	GW	P
UTAH 6-38	06-15S-10E	43-007-30217	11256	STATE	GW	P
UTAH 6-39	06-15S-10E	43-007-30218	11256	STATE	GW	P
UTAH 6-40	06-15S-10E	43-007-30219	11256	STATE	GW	P
UTAH 6-41	06-15S-10E	43-007-30254	11256	STATE	GW	P
UTAH 7-57	07-15S-10E	43-007-30235	11256	STATE	GW	P
UTAH 7-58	07-15S-10E	43-007-30236	11256	STATE	GW	P
UTAH 7-59	07-15S-10E	43-007-30237	11256	STATE	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 01/08/2003
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 01/08/2003
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 02/03/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5. If **NO**, the operator was contacted on: _____

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: 01/14/2003

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003

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: 02/11/2003
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/11/2003
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: 8140-60-24

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 8015-16-69

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 6196922
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

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: N/A

COMMENTS:
