

DEC 15 1996

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

5. Lease Designation and Serial Number: Patented

6. Indian, Allottee or Tribe Name:

7. Unit Agreement Name: Drunkards Wash UTU-67921X

8. Farm or Lease Name: Telonis

9. Well Number: 30-156

10. Field and Pool, or Wildcat: Undesignated

11. Qtr/Qtr, Section, Township, Range, Meridian: NE/NE, Sec. 30, T14S, R9E

12. County: Carbon 13. State: UTAH

14. Distance in miles and direction from nearest town or post office: 7.4 miles west of Price, UT

15. Distance to nearest property or lease line (feet): 520'

16. Number of acres in lease: 400

17. Number of acres assigned to this well: 160

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): 1400'

19. Proposed Depth: 3243'

20. Rotary or cable tools: Rotary

21. Elevations (show whether DF, RT, GR, etc.): 6393' GR

22. Approximate date work will start: April 1996

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
11"	8 5/8"	24#	300'	110 sx Class G, 15.8 ppg
7 7/8"	5 1/2"	17#	3213'	50/50 Pozmix, tail RFC
	SEE EXHIBIT "B"			

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, 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.

EXHIBITS ATTACHED:

- EXHIBIT "A" Location Plat
- EXHIBIT "B" Drilling Program
- EXHIBIT "C" BOPE Diagram
- EXHIBIT "D" Surface Use Plan
- EXHIBIT "E" Proposed Location/Access
- EXHIBIT "F" Typical Road X-section
- EXHIBIT "G" Location Layout
- EXHIBIT "H" Well Site Layout
- EXHIBIT "I" Evidence of Bond

24. Name & Signature: Janet Watson Title: Agent for River Gas Corp. Date: 12/12/95

(This space for State use only)

API Number Assigned: 43-007-30301

Approval: Petroleum Engineer 4/23/96

RANGE 9 EAST

TOWNSHIP 14 SOUTH

RIVER GAS CORP.  
WELL TELONIS #30-156  
SET 5 FT FENCE POST W/LATH  
ELEV. 6401'

S 89°55'30" E 2653.48

910'

868'

5270.33'

30

N 0°01'00" W

BASIS OF ELEVATION  
OF 6370 AS INDICATED AT THE  
NE CORNER OF SECTION 30, T14S,  
R9E, S.L.B. & M. AS SHOWN ON  
THE PINNACLE PEAK QUADRANGLE 7.5  
MINUTE SERIES MAP

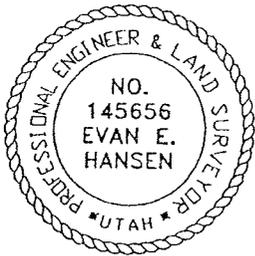


LEGEND

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

BASIS OF BEARING

BASIS OF BEARING N 00°01'00" W MEASURED  
BETWEEN THE SE CORNER AND THE NE CORNER  
OF SECTION 30, TOWNSHIP 14 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  
APRIL 23, 1996  
DATE

NE1/4 NE1/4 SEC. 30, T 14 S, R 9 E, S.L.B. & M.

**Empire Engineering**

1665 E. Sagewood Rd. Price, Utah 84501

RIVER GAS CORP.  
WELL TELONIS # 30-156

Drawn By: RH	Approved By: EEH	Drawing No. EEOG-96-12
Date: 4-23-96	Scale: 1"=1000'	SHEET 1 OF 2

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

RECEIVED  
DEC 11 1995

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J. Matthews

Approval:

Petroleum Engineer

4/23/96

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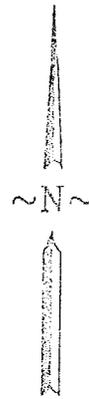
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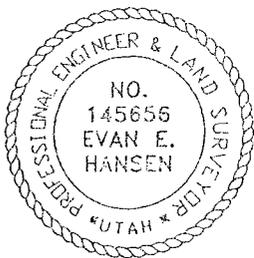


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*Evan E. Hansen* APRIL 23, 1996  
EVAN E. HANSEN DATE

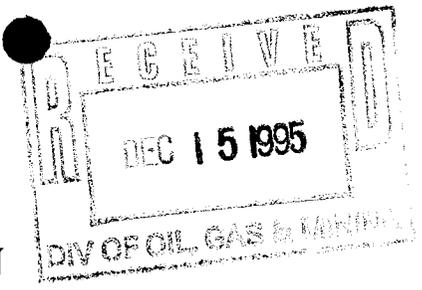
NE1/4 NE1/4 SEC. 30, T 14 S, R 9 E, S.L.B. & M.

**Empire Engineering**

1665 E. Sagewood Rd. Price, Utah 84501

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WELL TELONIS # 30-156

Drawn By: RH	Approved By: EEH	Drawing No. EEOG-96-12
Date: 4-23-96	Scale: 1"=1000'	SHEET 1 OF 2



**RIVER GAS CORPORATION**

511 Energy Center Blvd.  
Northport, Alabama 35476  
Phone (205) 759-3282  
Fax (205) 759-3188 (Accounting)  
Fax (205) 758-5309 (Corporate)

December 8, 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

RE: Application for Permit to Drill -  
Telonis 30-156, NE 1/4 of NE 1/4 of Sec. 30, T14S, R9E  
S.L.B. & M., Carbon County, Utah

Dear Mr. Hebertson:

Enclosed is an original and one copy of an "Application for Permit to Drill" for the well named above. Attached to the APD is the following information, as prepared by Powers Elevation Co., Inc:

- Exhibit "A": - Copy of survey plat of proposed well site
- Exhibit "B": - Drilling Program
- Exhibit "C": - B.O.P. Diagram
- Exhibit "D": - Surface Use Plan
- Exhibit "E": - Proposed Location/Access
- Exhibit "F": - Typical Road X-Section
- Exhibit "G": - Location Layout
- Exhibit "H": - Well Site Layout
- Exhibit "I": - Evidence of Bond

A surface land use agreement will be negotiated at a later date, and will be submitted to you.

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

EXHIBIT "B"DRILLING PROGRAM

Attached to Form 3  
 River Gas Corp.  
 #30-156 Telonis  
 NE/4 NE/4 Sec. 30, T14S, R9E  
 860' FNL & 800' FEL  
 Carbon County, Utah

1. The Geologic Surface Formation

Upper Mancos Shale

2. Estimated Tops of Important Geologic Markers.

Blue Gate/Ferron	2830'
Ferron/Tununk	3113'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones - 2823' to 2993'

No groundwater is expected to be encountered.

Casing & cementing will be done to protect potentially productive hydrocarbons, lost circulation zones, abnormal pressure zones, and prospectively valuable minerals deposits. All indications of usable water will be reported.

Surface casing will be tested to 2000 psi.

4. The Proposed Casing and Cementing Programs

<u>HOLE SIZE</u>	<u>SETTING DEPTH (INTERVAL)</u>	<u>SECTION LENGTH</u>	<u>SIZE (OD)</u>	<u>WEIGHT, GRADE &amp; JOINT</u>	<u>NEW, USED</u>
11	300'	300'	8 5/8	24#	new
7 7/8	3213	3213	5 1/2	17#	new

Cement Program

Surface Casing: 110 sx Class G, 15.8 ppg cement

Production Casing: 50/50 Pozmix and tail in with RFC. The 50/50 Pozmix accounts for 75% total cement, RFC 25%.

Total sx cement 361.  
Cement volumes will vary depending on formations encountered and hole conditions.

The following shall be entered in the driller's log:

- (1) Blowout preventer pressure tests, including test pressures and results;
- (2) Blowout preventer tests for proper functioning;
- (3) Blowout prevention drills conducted;
- (4) Casing run, including size, grade, weight, and depth set;
- (5) How the pipe was cemented, including amount of cement, type, whether cement circulated, location of the cementing tools, etc.;
- (6) Waiting on cement time for each casing string;
- (7) Casing pressure tests after cementing, including test pressures and results.

5. The Operator's Minimum Specifications for Pressure Control

EXHIBIT "C" is a schematic diagram of the blowout preventer equipment. A double gate 3000 psi BOPE will be used with a rotating head. This equipment will be tested to 2000 psi. All tests will be recorded in a Driller's Report Book. Physical operation of BOP's will be checked on each trip.

6. The Type and Characteristics of the Proposed Circulating Muds

0-300	11" hole	Drill with air, will mud-up if necessary
300-3243	7 7/8" hole	Drill with air. 400 psi @ 1500-1800 Scf.

7. The Testing, Logging and Coring Programs to be Followed

0-300	Gamma Ray			
300-TD	Gamma Ray,	Density,	Neutron Porosity,	
	Induction,	Caliper		

Any Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is 1557 psi maximum.

No hydrogen sulfide or other hazardous gases or fluids have been found, reported or are known to exist at these depths in the area.

8. Anticipated Starting Date and Duration of the Operations.

The well will be drilled in April 1996.

Verbal and/or written notifications listed below shall be submitted in accordance with instructions from the Division of Oil, Gas & Mining:

- (a) prior to beginning construction;
- (b) prior to spudding;
- (c) prior to running any casing or BOP tests;
- (d) prior to plugging the well, for verbal plugging instructions.

Spills, blowouts, fires, leaks, accidents or other unusual occurrences shall be reported to the Division of Oil, Gas & Mining immediately.

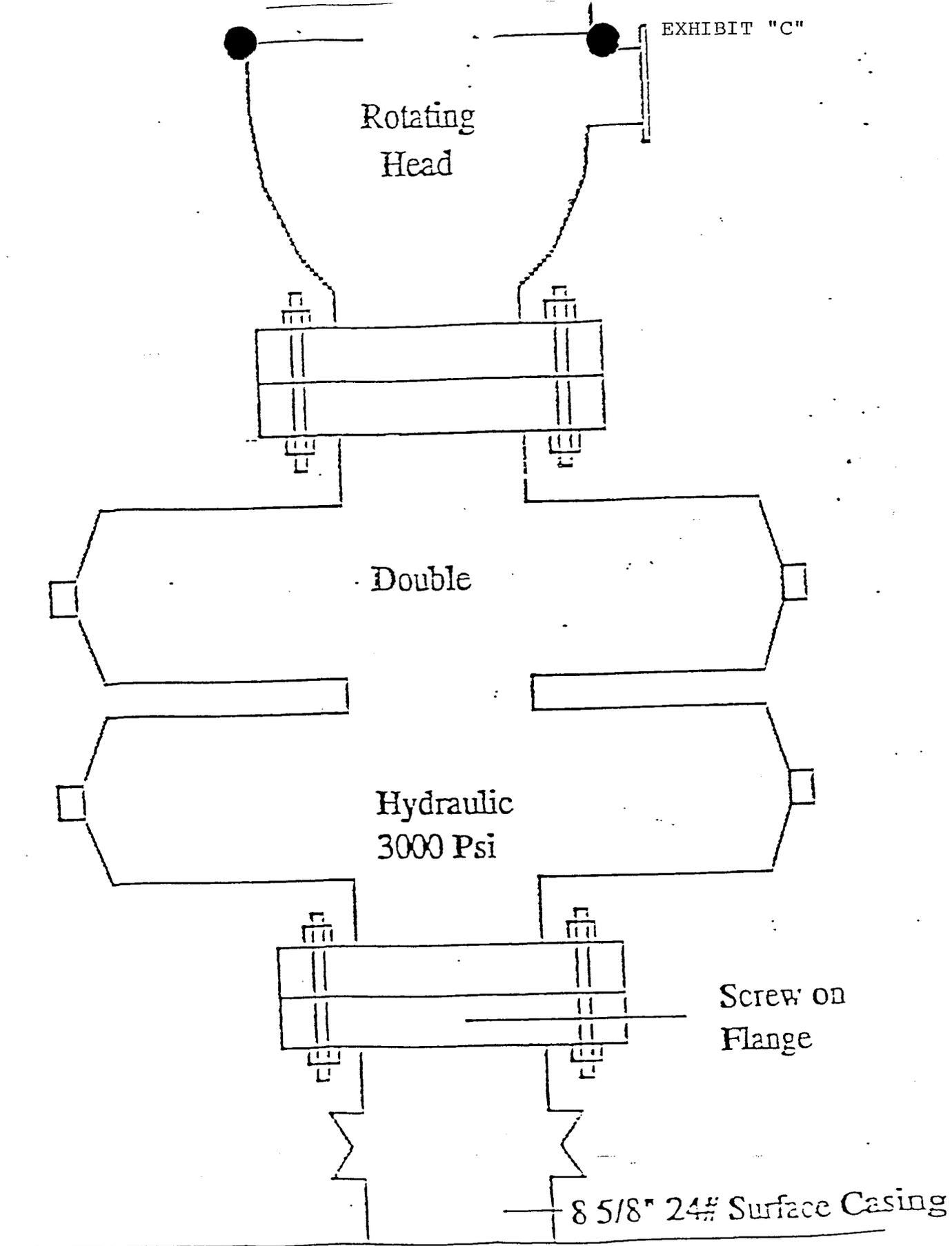


EXHIBIT "D"MULTIPOINT SURFACE USE PLAN

Attached to Form 3  
River Gas Corp.  
#30-156 Telonis  
NE/4 NE/4, Sec. 30, T14S, R9E  
860' FNL & 800' FEL  
Carbon County, Utah

## 1. EXISTING ROADS

- A. See Exhibit "E". We do not plan to change, alter or improve upon any existing state or county roads. Existing roads will be maintained in same or better condition.
- B. From underpass beneath Hwy. 6, travel west on Westbrook .6 mile to four-way stop, thence right on Fairground Rd. 0.7 mile, turns into Gordon Creek Rd., follow to three-way stop. Go right (northwest) on Gordon Creek Rd. .45 mile to gravel County road on left, then westerly on County road 6.0 miles to dirt road on left, then southerly 0.4 mile to new access.

## 2. PLANNED ACCESS

See Exhibit "E". .05 mile new access is required.

- A. Maximum Width: 14' travel surface with 27' base
- B. Maximum grade: 2%
- C. Turnouts: None
- D. Drainage design: Natural drainage will be retained. Water will be diverted around well pad as necessary.
- E. Cuts and fills: None
- F. Surfacing materials: 4" sand and gravel if necessary.
- G. Gates, cattleguards, fence cuts: None

If well is productive, road will be surfaced and maintained as necessary to prevent soil erosion and accommodate year-round traffic.

## 3. LOCATION OF EXISTING WELLS

- A. See Exhibit "E". There are 3 shut-in wells and 1 P&A'd well within one mile of the proposed location.

#### 4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

- A. If the well is a producer, installation of production facilities will be as shown on EXHIBIT "H". Buried powerlines run along access on the east or north, gathering lines on the south or west.
- B. Rehabilitation of all pad areas not used for production facilities will be made in accordance with landowner stipulations.

#### 5. LOCATION AND TYPE OF WATER SUPPLY

- A. Water to be used for drilling will be purchased from the Price River Water Improvement District (tel. 801-637-6350). This has been arranged by Mr. Michael J. Farrens, Vice President of River Gas Corp. - Utah Operations. 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.
- B. Water will be transported by truck over approved access roads.
- C. No water well is to be drilled for this location.

#### 6. SOURCE OF CONSTRUCTION MATERIALS

- A. Any construction materials needed will be obtained locally and hauled to the location on existing roads.
- B. No construction or surfacing materials will be taken from Federal/Indian land.

#### 7. METHODS FOR HANDLING WASTE DISPOSAL

- A. As the well will be air drilled, a small reserve pit will be constructed with a minimum of one-half the total depth below the original ground surface on the lowest point within the pit. The pit will not be lined unless conditions encountered during construction warrant it. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operations cease with four strands of barbed wire, or woven wire topped with barbed wire to a height of not less than four feet. The

fence will be kept in good repair while the pit is drying.

- B. Following drilling, the liquid waste will be evaporated from the pit and the pit backfilled and returned to natural grade.

No liquid hydrocarbons will be discharged to the reserve pit or location.

- C. In the event fluids are produced, any oil will be retained in tankage until sold and any water produced will be retained until its quality can be determined. The quality and quantity of the water will determine the method of disposal.
- D. Trash will be contained in a portable metal container and will be hauled from location periodically and disposed of at an approved disposal site. Chemical toilets will be placed on location and sewage will be disposed of at an appropriate disposal site.

#### 8. ANCILLARY FACILITIES

- A. We anticipate no need for ancillary facilities with the exception of three trailers to be located on the drill site.

#### 9. WELLSITE LAYOUT

- A. Available topsoil will be removed from the location and stockpiled. If ground frost prevents the segregation and removal of the topsoil material from the less desirable subsoil material, cross-ripping to the depth of the topsoil material may be necessary. Location of mud tanks, reserve and burn pits, and soil stockpiles will be located as shown on the attachments.
- B. A blooie pit will be located 150' diagonally from the drill hole. A line will be placed on the surface from the center hole to the burn pit. Burn pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.
- C. Access to the well pad will be as shown on Exhibit "G".
- D. Natural runoff will be diverted around the well pad.

## 10. PLANS FOR RESTORATION OF SURFACE

- A. All surface areas not required for producing operations will be graded to as near original condition as possible and contoured to maintain possible erosion to a minimum.
- B. Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas and the area will be reseeded as prescribed by the landowner.
- C. Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.
- D. Any oil accumulation on the pit will be removed or overhead flagged as dictated by then existing conditions.
- E. Date of commencement will be April, 1996. Rehabilitation will commence following completion of the well. Rat and mouse holes will be filled immediately upon release of the drilling rig from the location. If the wellsite is to be abandoned, all disturbed areas will be recontoured to the natural contour as is possible.

## 11. SURFACE OWNERSHIP

- A. The wellsite and access road will be constructed on lands owned by the Telonis family represented by Nick Sampinos, attorney, 80 West Main, Ste. 201, Price, UT 84501. The operator shall contact the landowner and the Division of Oil, Gas & Mining 48 hours prior to beginning construction activities.

## 12. OTHER INFORMATION

The surface is vacant. The nearest dwelling is in Price, Utah. Nearest live water is ±7.0 miles east (Price River).

If there is snow on the ground when construction begins, it will be removed before the soil is disturbed, and piled downhill from the topsoil stockpile location.

The backslope will be constructed no steeper than 4:1, the foreslope no steeper than 4:1.

All equipment and vehicles will be confined to the access road and well pad.

A complete copy of the approved Application for Permit to Drill (APD) including conditions and stipulations, shall be on the wellsite during construction and drilling operations.

There will be no deviation from the proposed drilling and/or workover program without prior approval from the Division of Oil, Gas & Mining.

13. COMPANY REPRESENTATIVE

THROUGH A.P.D. APPROVAL

Janet Watson  
Agent/Consultant for  
River Gas Corp.  
P. O. Box 440889  
Aurora, Co. 80044  
(303) 321-2217

MAIL APPROVED A.P.D. TO

Terry Burns  
River Gas Corp.  
511 Energy Cntr. Blvd.  
Northport, AL 35476  
(205) 759-3282

FIELD REPRESENTATIVE

Steve Prince  
(801) 637-8876  
M-(801) 636-5256

DIRT CONTRACTOR

NELCO  
Larry Jensen  
(801) 637-3495  
M-(801) 636-5268

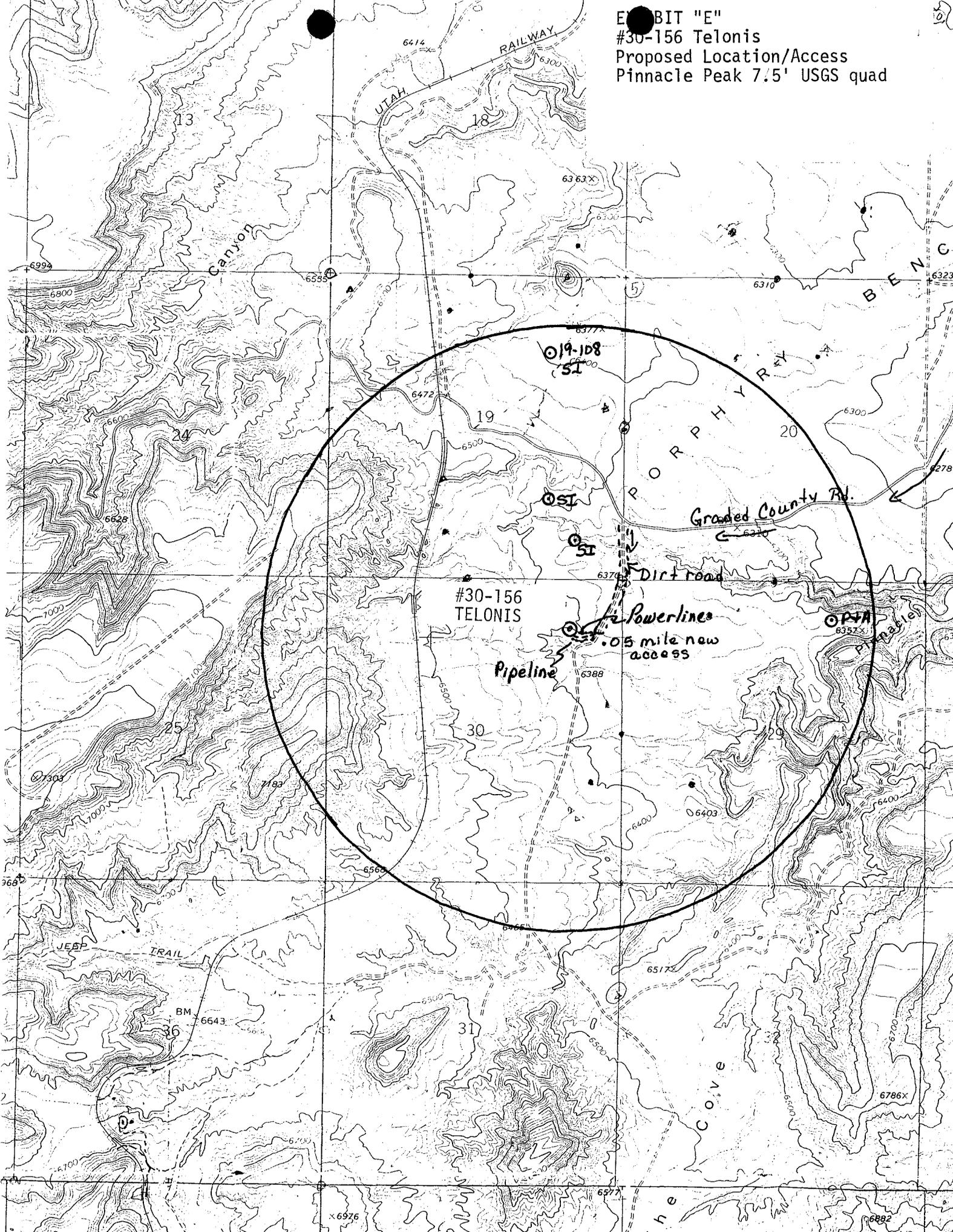
14. CERTIFICATION

I hereby certify that I, or persons under my direct supervision have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct, and that the work associated with the operations proposed herein will be performed by River Gas Corp. and its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

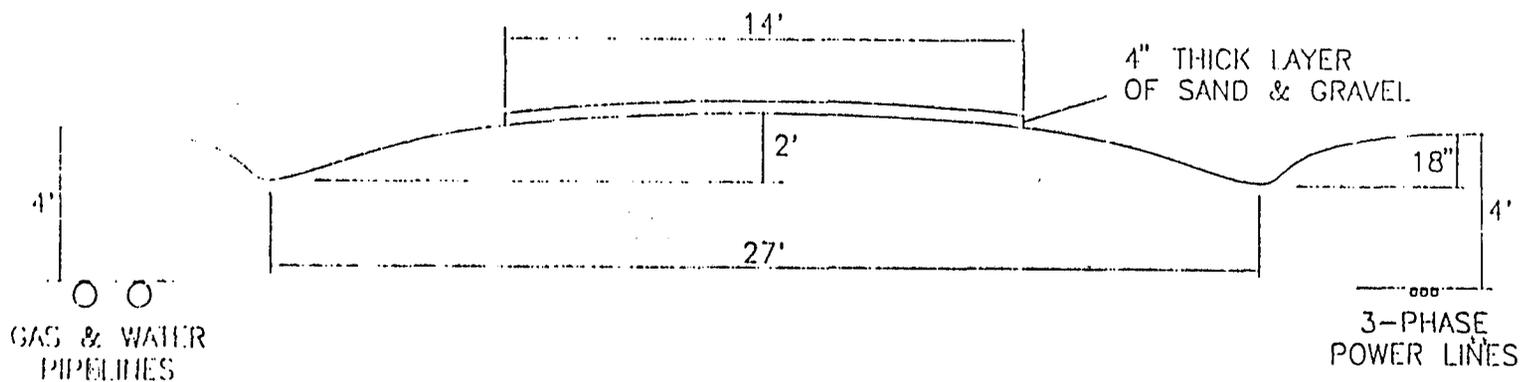
12/12/95  
Date

Janet Watson  
Janet Watson  
Agent for River Gas Corp.

ORBIT "E"  
#30-156 Telonis  
Proposed Location/Access  
Pinnacle Peak 7.5' USGS quad



# RIVER GAS CORPORATION



## TYPICAL ROAD CROSS-SECTION

NOT TO SCALE

3/23/95

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

APR 1 1996

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B. Type of Well: OIL  GAS  OTHER: SINGLE ZONE  MULTIPLE ZONE

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Drunkards Wash UTU-67921X

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2. Name of Operator:

River Gas Corp.

9. Well Number:

30-156

3. Address and Telephone Number:

511 Energy Center Blvd., Northport, AL 35476

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Undesignated

4. Location of Well (Footages)

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NE/NE, Sec. 30,  
T14S, R9E

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API Number Assigned: \_\_\_\_\_

ACCEPTED

Branch of Fluid Minerals  
Moab District

ACCEPT for unit purposes: 2/1/96

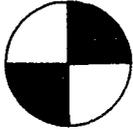
DEC 15 1995

DOAN

FORM PS 102B

POWERS ELEVATION CO., INC.  
P.O. Box 440889  
Aurora, CO 80044  
(303)321-2217

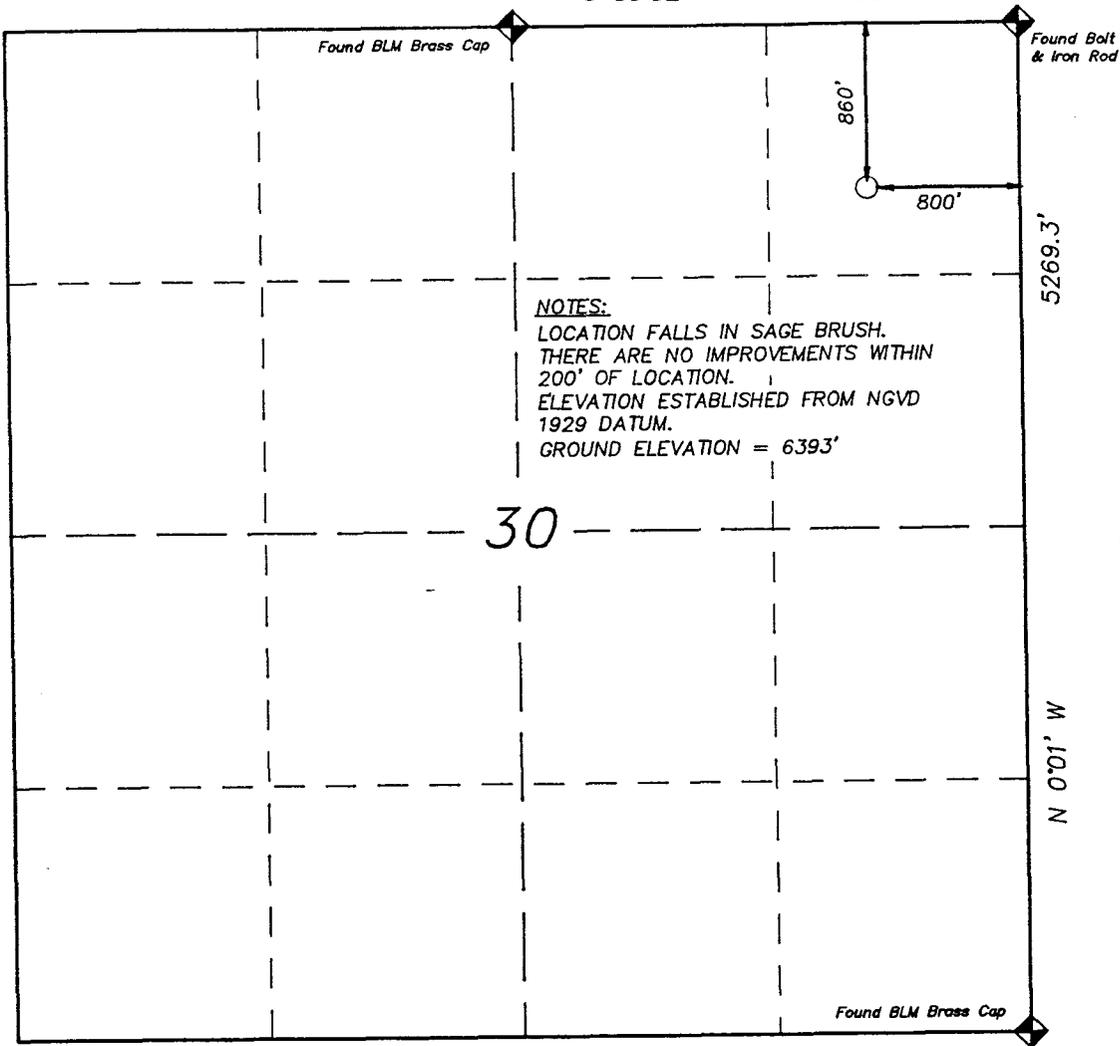
ALL POWERS ELEVATION CO., INC.  
elevations originate from  
accepted U.S. Benchmarks.



R9E

S 89°52' W

2674.6'

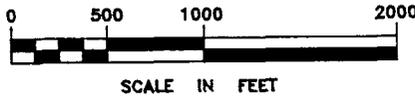


NOTES:  
 LOCATION FALLS IN SAGE BRUSH.  
 THERE ARE NO IMPROVEMENTS WITHIN  
 200' OF LOCATION.  
 ELEVATION ESTABLISHED FROM NGVD  
 1929 DATUM.  
 GROUND ELEVATION = 6393'



T  
14  
S

Basis of Bearing: East line of Section 30, T14S, R9E,  
bears N 0°01' W (GLO).



Powers Elevation Co., Inc. of Denver, Colorado has in accordance with a request from Charles Willis for River Gas Corporation determined the proposed location of TELONIS #30-156 to be 860' FNL & 800' FEL, Section 30, Township 14 South, Range 9 East, Salt Lake Meridian, Carbon County, Utah.

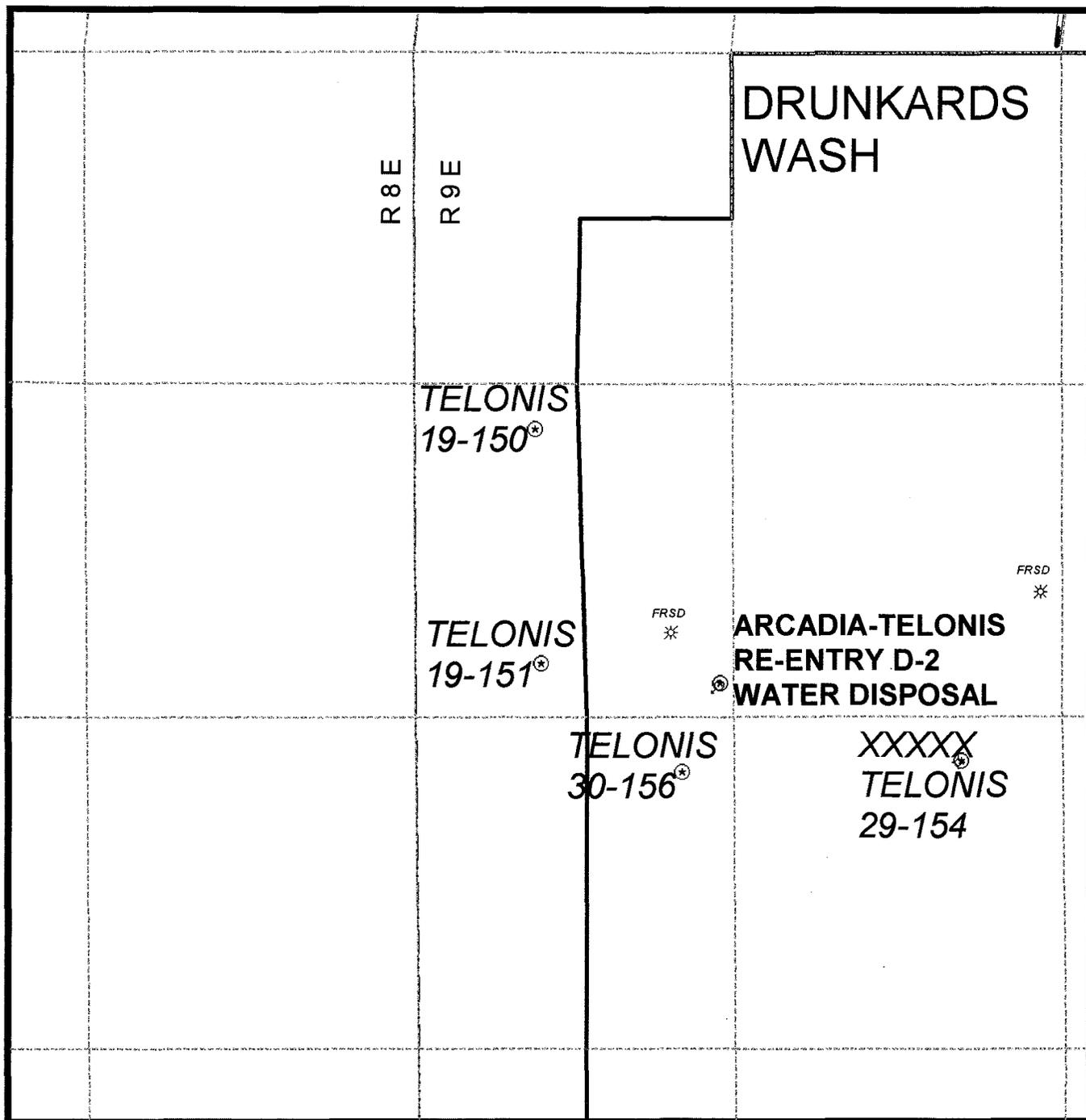
I hereby state that this plat is an accurate representation of a correct survey showing the proposed location of TELONIS #30-156.

Date: October 14, 1995

*E. Nelson*  
 Licensed Land Surveyor No. 22-140833-2201  
 State of Utah

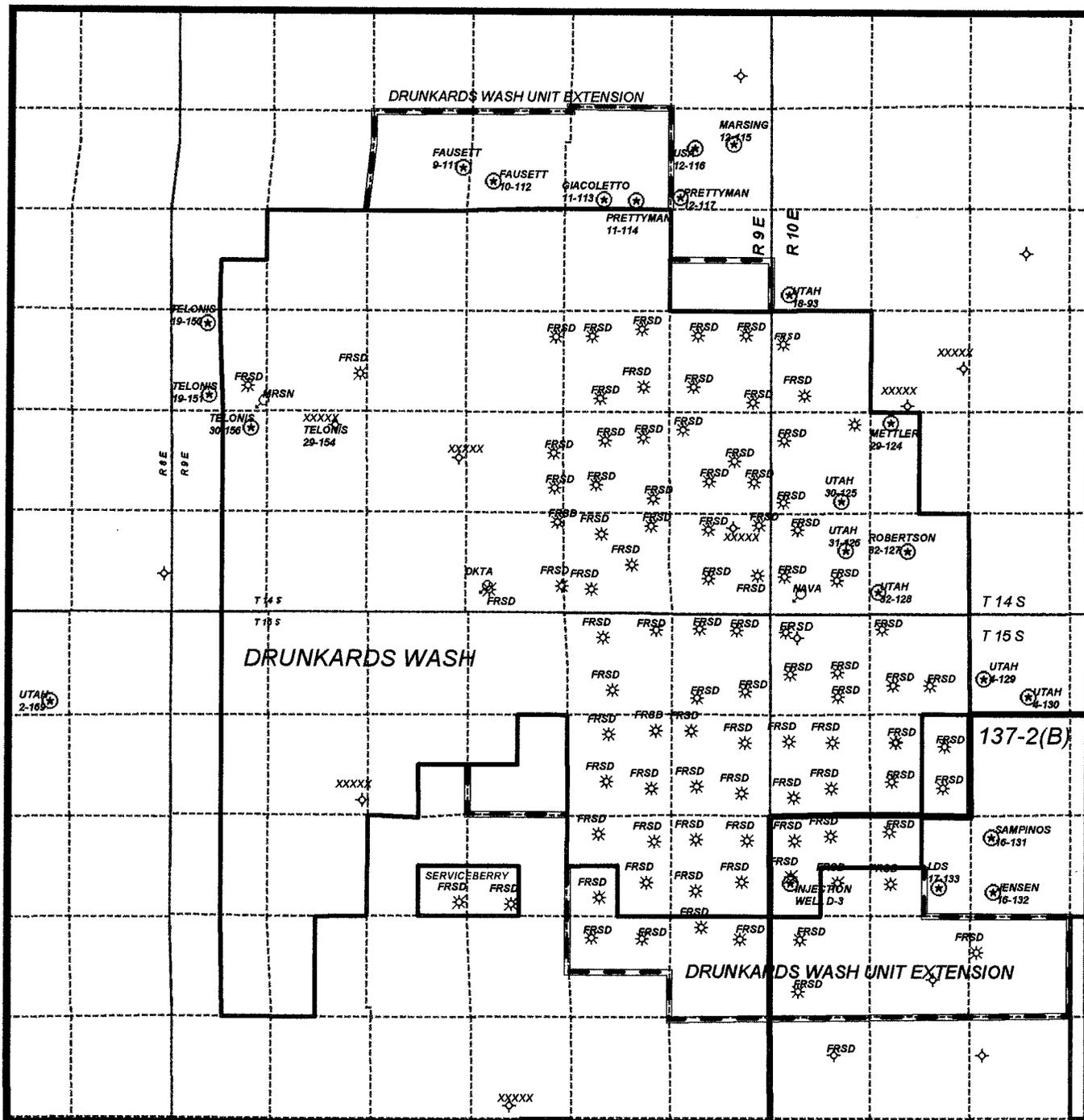
SURVEYED & DRAWN BY: ED AMMERMAN  
 FILE: \RGC\30-156

RIVER GAS CORPORATION  
WATER DISPOSAL WELL  
PROPOSED SITE SEC. 19, T14S, R9E  
CARBON, COUNTY



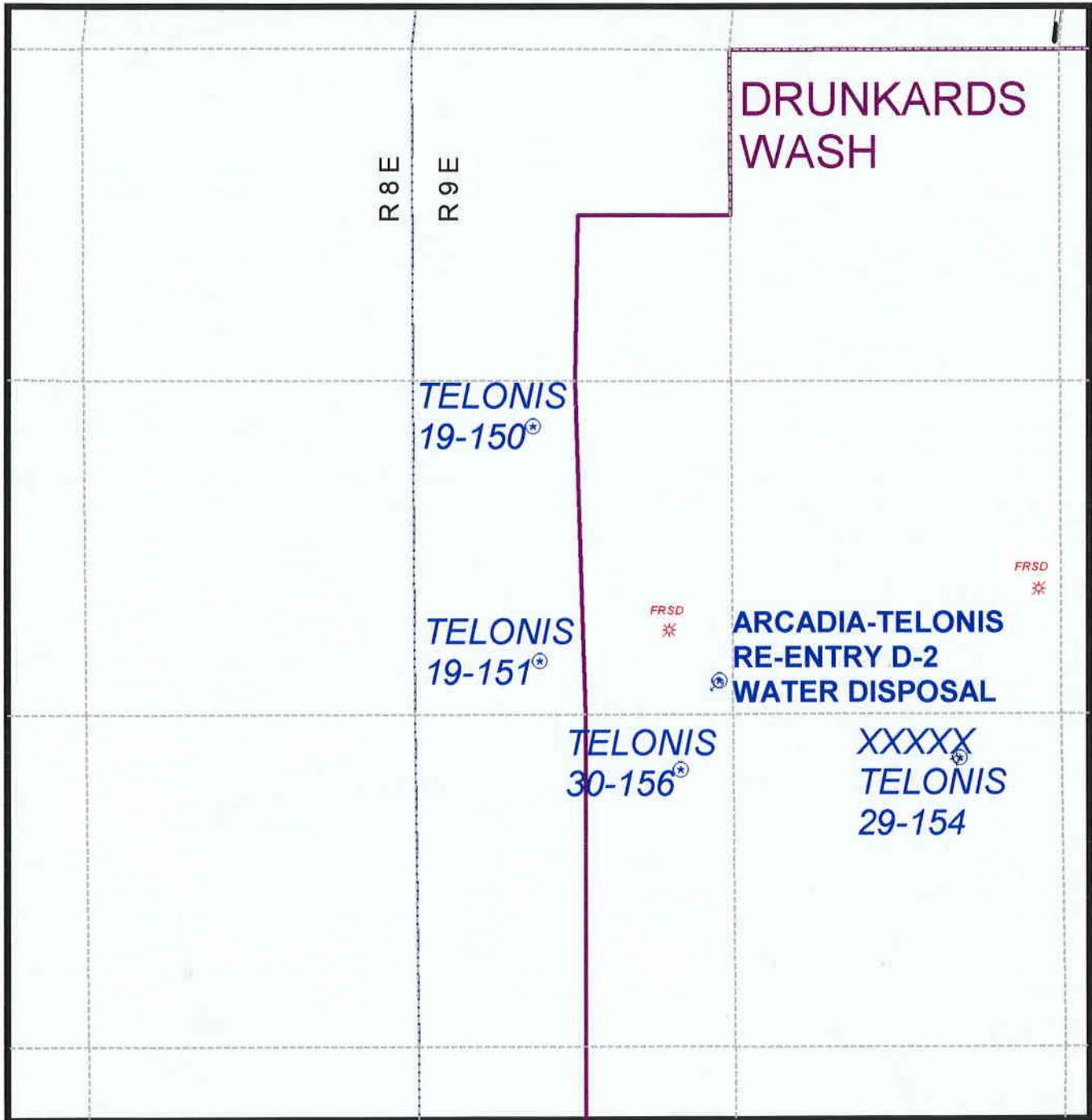
PREPARED:  
DATE: 4-APR-96

# RIVER GAS CORPORATION DEVELOPMENT & EXTENSION DRILLING CARBON COUNTY UAC R649-2-3. R649-3-3, & R649-3-2



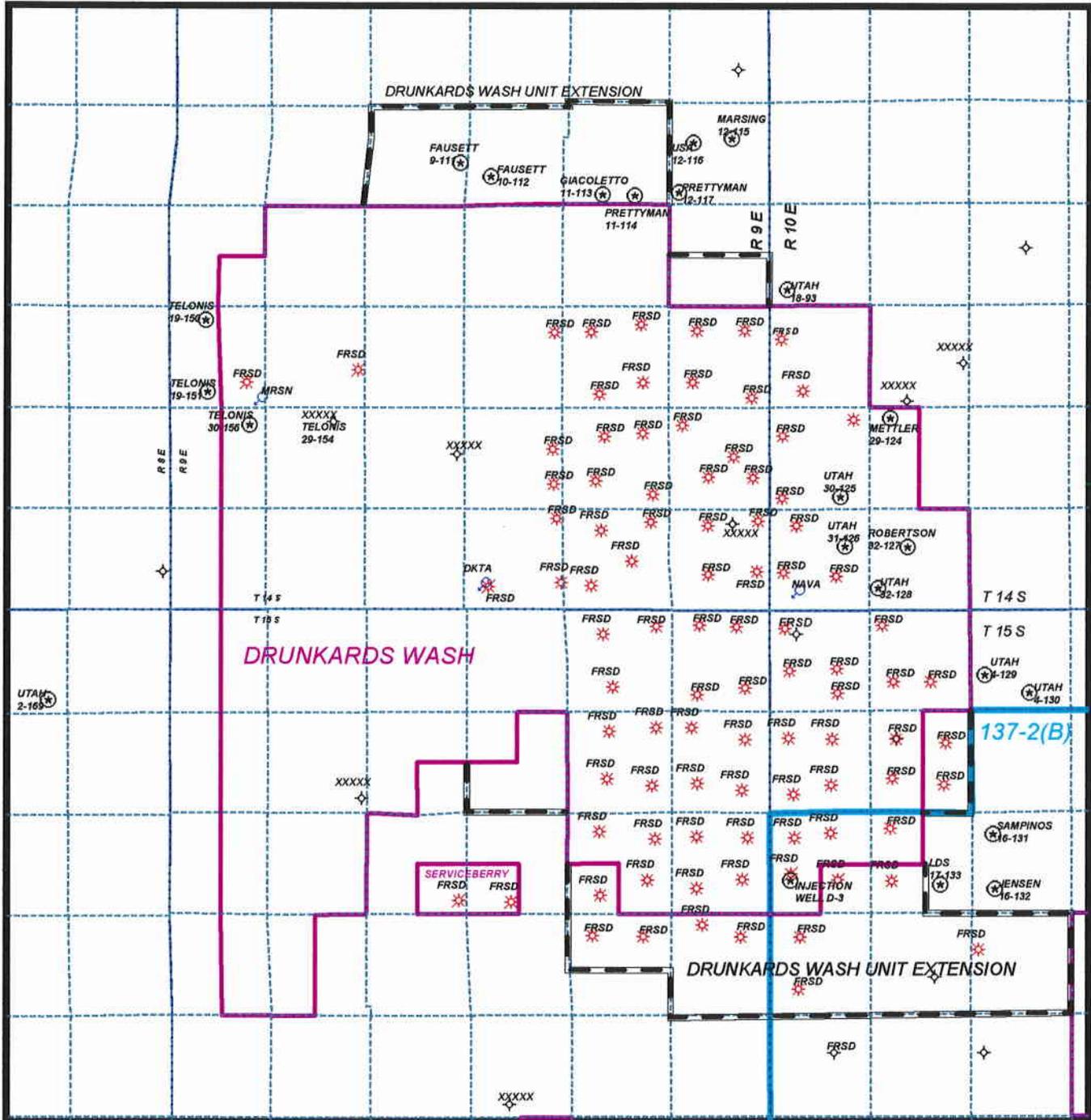
**PREPARED:**  
**DATE: 20-FEB-96**

RIVER GAS CORPORATION  
WATER DISPOSAL WELL  
PROPOSED SITE SEC. 19, T14S, R9E  
CARBON, COUNTY



PREPARED:  
DATE: 4-APR-96

# RIVER GAS CORPORATION DEVELOPMENT & EXTENSION DRILLING CARBON COUNTY UAC R649-2-3. R649-3-3, & R649-3-2



PREPARED:  
DATE: 20-FEB-96





State of Utah  
Division of Oil, Gas & Mining (OGM)

**ON-SITE PREDRILL EVALUATION AND REVIEW  
FOR  
APPLICATION FOR PERMIT TO DRILL (APD)**

OPERATOR: River Gas Corporation			
WELL NO: Telonis 30-156		LEASE NO: Fee	
API No: 43-007-30301		LEASE TYPE: State <input type="checkbox"/> Fee <input checked="" type="checkbox"/>	
PROPOSED LOCATION			
1/4/1/4: NE NE	SECTION: 30	TOWNSHIP: 14 S	RANGE: 9 E
COUNTY: Carbon		FIELD: Drunkards Wash (048)	
SURFACE: 910 FNL 868 FEL			
BOTTOM HOLE: Same as the surface location			
GPS COORDINATES: 504328 E 4381377 N			
SURFACE OWNER: Private (Telonis) A surface use agreement is in place.			
SURFACE AGREEMENT: Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>		CONFIDENTIAL: Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	
LOCATING AND SITING:			
<input checked="" type="checkbox"/>	UAC R649-2-3.	Unit	Drunkards Wash
<input type="checkbox"/>	UAC R649-3-2.	General	
<input type="checkbox"/>	UAC R649-3-3.	Exception	
<input type="checkbox"/>	UCA 40-6-6.	Drilling Unit	-- Cause No. <input type="text"/>

**DRILLING PROGRAM:**

The following information is included in the Application for Permit to Drill submitted.

1. Surface Formation and Estimated Tops/Geologic Markers
2. Estimated Depths and Names of Anticipated Water, Oil, Gas or other Mineral Bearing Formations  
  
(All fresh water sands encountered during drilling shall be recorded and reported to the Division on Form 7.)
3. Well Control Equipment & Testing Procedures
4. Proposed Casing and Cementing Program
5. Mud Program, Circulating Medium, and Monitoring equipment
6. Coring, Testing, and Logging Program
7. Expected Bottom Hole Pressures and any anticipated Abnormal Pressures, Temperatures or Potential Hazards such as hydrogen sulfide, expectations and contingency plans for mitigating identified hazards
8. Any other information relative to the proposed operation.

**Onsite Participants:**

Larry Jensen Nalor Construction, Steve Prince River Gas, Bill Bates Division of Wildlife, Jimmie Thompson and Mike Hebertson DOGM.

**Regional Setting/Topography:.**

This area is dominated by high tree covered mesas, vertical sandstone cliffs, steep talus slopes and broad rolling valleys which are incised by washes and drainages. The major geologic formations involved are the Castlegate Sandstone, and the Mancos Shale. On the west the Wasatch mountains rise to above 9,000' and on the southeast the north flank of the San Rafael Swell dominates the landscape.

**SURFACE USE PLAN:**

Current Surface Use:.. This area is currently used as grazing lands for livestock and wildlife on a very limited basis.

Proposed Surface Disturbance:.. The location and the access road will not exceed a total disturbed area of 2 acres.

1. Existing Roads. The major roads to this site are Carbon County roads which Access the Pinnacle Peak Canyon.
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. No new roads will be Required for this location .
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 map attached to the APD showing this information.
4. Location of Production Facilities and Pipelines See the map attached to the APD showing this information.
5. Location and Type of Water Supply (include Division of Water Rights approval or identifying number). Water will be purchased from the City of Price.
6. Source of Construction Material. Borrowed from the location at the time of construction.
7. Waste Management Plan. The waste management plan filed with the APD is sufficient for this location.
8. Ancillary Facilities. None are required.

9. Well Site Layout. See the plat included as part of the APD.
10. Surface Restoration Plans. The surface will be restored according to the accepted practices at the time of abandonment, and will be as near to original grade as possible.

**ENVIRONMENTAL PARAMETERS:**

**Affected Floodplain and/or Wetlands:**

A 404 dredge and fill permit may be required if this site is in or adjacent to a wetland or other established drainage or floodplain. (Contact the Army Corps of Engineers if there are concerns of this nature). See the attached letter from the State Engineer. No permit is required.

**Flora/Fauna:**

Briefly describe the flora found on the proposed site and the fauna evidenced or sighted on or near the proposed location. Pinion/juniper, shadscale, cheat grass and other varieties. Sage & rabbit brush, Deer & Elk, coyote, raptors

**SURFACE GEOLOGY**

Soil Type and Characteristics: Sandy clay, light tan to buff in color fine grained

Surface Formation & Characteristics: Mancos shale, weathers to a light tan to buff soil with high clay content, sand is intermixed from the overlying Castlegate sand.

Erosion/Sedimentation/Stability: None.

Paleontological Potential Observed: None

**RESERVE PIT**

Characteristics: 50' X 50' X 6' placed on the east side of the location.

Lining (Site ranking form attached): No liner is required.

**OTHER OBSERVATIONS**

Cultural Resources/Archaeology (if proposed location is on State land, has an archaeology clearance been obtained?): None

Comments: It was requested that the site be moved about 100' West and 100' South of the staked location, in order to lessen the impact of the view for the wildlife. The location was also rotated from the layout plat about 40 degrees in order to accommodate the drainage and the road that will cross the location.

Jimmie Thompson & Mike Hebertson  
**OGM Representative**

9-Apr-1996 2:00 PM  
**Date and Time**

**STATEMENTS OF BASIS**

**OGM Review of Application for Permit to Drill (APD)**

Company: River Gas Corporation Well Name: Telonis 30-156

**ENGINEERING/LOCATING and SITING:**

The proposed location meets the location and siting requirements of R649-2-3.  
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 and monitoring/contingency  
plans are adequate.

Signature: F. R. Matthews Date: 4/23/96

**GEOLOGY/GROUND WATER:**

Ground water in the vicinity of the proposed well is probably non-existent. The  
proposed casing and cement program will adequately protect any water encountered.

Signature: D. Jarvis Date: 04/23/96

**SURFACE:**

This location was inspected according to Division Policy. In order to lessen the  
visual impact the location was moved 100' to the South and West, then rotated 40  
degrees to the East in order to place the pit in cut material. The remainder of  
the remainder of the surface use plan will suffice for this location.

Signature: K. Michael Hebertson Date: 10-Apr-96

**STIPULATIONS for APD Approval:**

1. The location will be rotated 40 degrees to the East.
2. A berm will be placed around the outside edge of the location.
3. An overflow ditch on the West of the location will be moved in accordance with  
landowner requirements.
4. The access road to location will be rerouted to the southwest corner.
5. No construction will be allowed during any year from Dec. 1 thru Apr. 15

**ATTACHMENTS:**

1. Pictures were taken and will be placed on file.

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

Site-Specific Factors	Ranking Score	Final Ranking Score
<b>Distance to Groundwater (feet)</b> >200 100 to 200 75 to 100 25 to 75 <25 or recharge area	0 5 10 15 20	0
<b>Distance to Surf. Water (feet)</b> >1000 300 to 1000 200 to 300 100 to 200 < 100	0 2 10 15 20	15
<b>Distance to Nearest Municipal Well (feet)</b> >5280 1320 to 5280 500 to 1320 <500	0 5 10 20	0
<b>Distance to Other Wells (feet)</b> >1320 300 to 1320 <300	0 10 20	0
<b>Native Soil Type</b> Low permeability Mod. permeability High permeability	0 10 20	0

<b>Fluid Type</b> 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
<b>Drill Cuttings</b> Normal Rock Salt or detrimental	0 10	0
<b>Annual Precipitation (inches)</b> <10 10 to 20 >20	0 5 10	0
<b>Affected Populations</b> <10 10 to 30 30 to 50 >50	0 6 8 10	0
<b>Presence of Nearby Utility Conduits</b> Not Present Unknown Present	0 10 15	0

<b>Final Score</b>	15
--------------------	----

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  $\geq 20$
- 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.

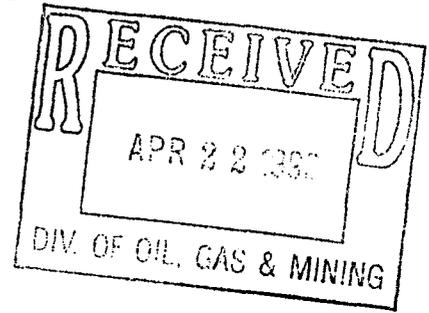
OTHER GUIDELINES FOR PITS

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.



RIVER GAS CORPORATION

UTAH OPERATIONS  
1305 South 100 East  
Price, Utah 84501  
Bus. (801) 637-8876  
FAX (801) 637-8924



April 18, 1996

Mike Hebertson  
Division of Oil Gas & Mining  
State of Utah  
3 Triad Center, Suite 350  
Salt Lake City, UT 84108

Dear Mike:

*Sec. 20 T 145, R 9E  
43-007-30301*

Attached are corrected copies of the site layout plats which were not included in the APD's for the three wells we looked at last week: Telonis 19-150, Telonis 19-151, and Telonis 30-156. Please attach these to the respective APD's.

Thank you for the time you and Jim took to come to Price to examine our well sites. Please let us know when you will be sending someone down to do additional pre-site inspections. Also, please contact me if you have any questions concerning the attached plats.

Sincerely,

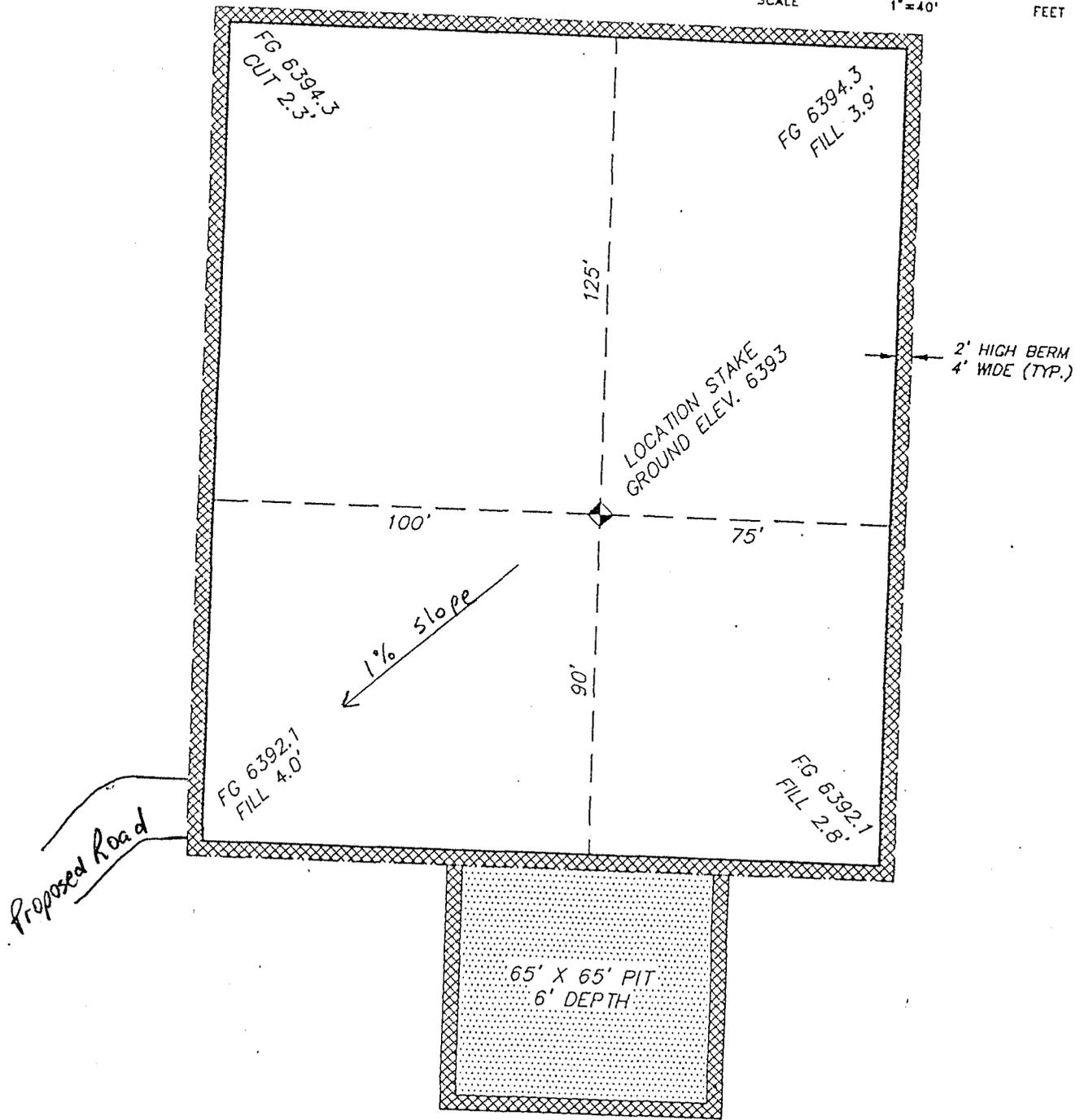
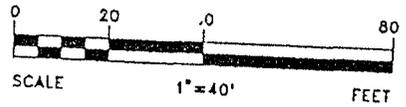
A handwritten signature in cursive script that reads 'Steven L. Prince'.

Steven L. Prince  
Utah Regulatory Manager

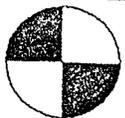
cc: Billy Stacy  
File

Attachments

# RIVER GAS CORPORATION TELONIS #30-156 LOCATION PIT & PAD LAYOUT



FG = FINISHED GRADE



**Powers Elevation  
Co., Inc.**  
OIL FIELD ENGINEERS ■ SURVEYORS  
13900 E. HARVARD AVE., SUITE 113  
AURORA, CO. 80014  
(303) 321-2217 FAX (303) 321-2218

Scale : 1"=40' Date : 10-21-95

Surveyed & Drawn by: AMMERMAN

Checked : AMMERMAN

Dwg. File : \DWGR12\RGC\30-156P

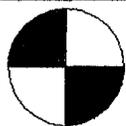
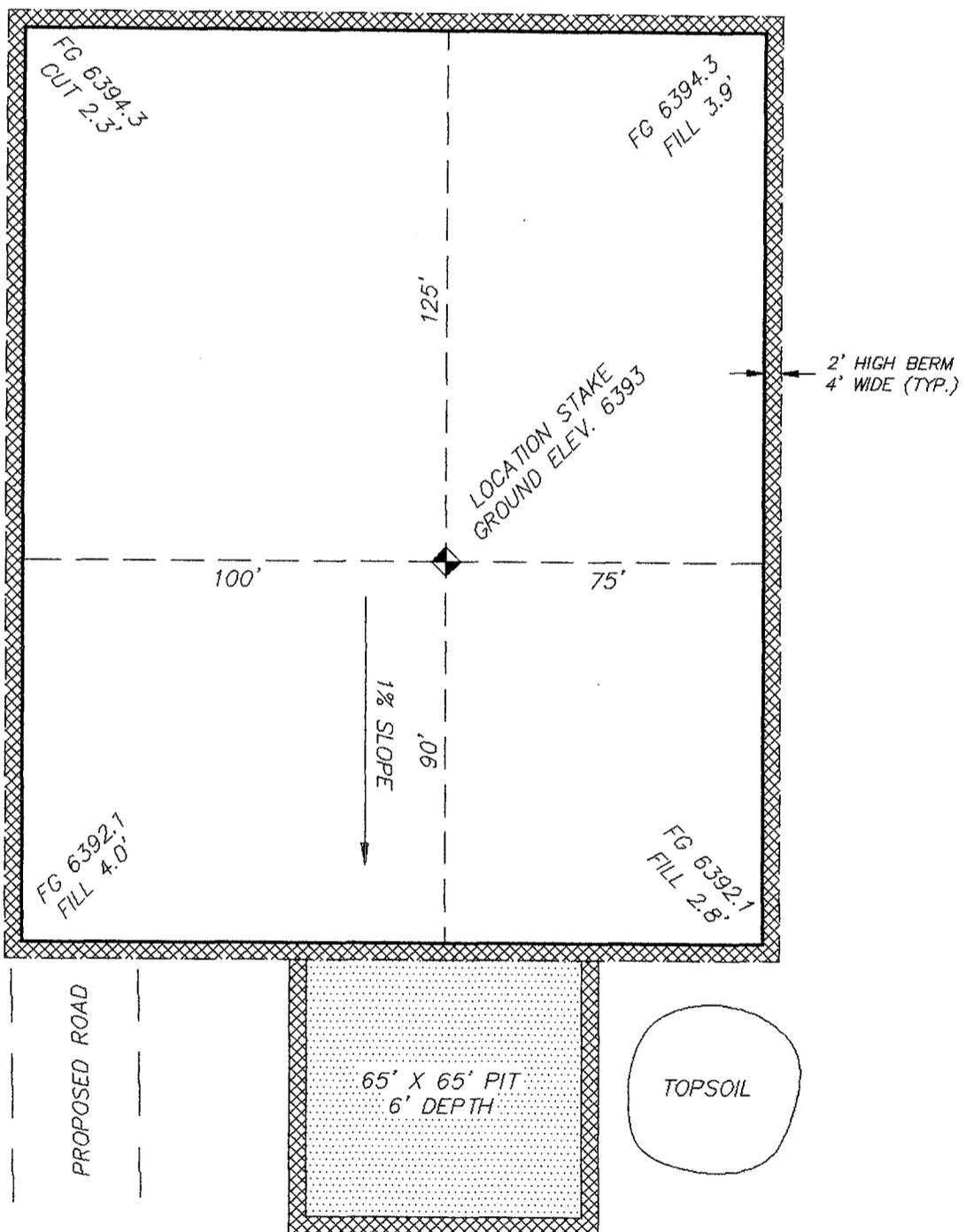
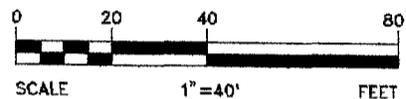
CLIENT:

RIVER GAS CORPORATION  
290 South Highway 55, Box 638  
Price, Utah 84501-0638  
(801) 637-8876/(801) 637-6835

PIT & PAD LAYOUT  
TELONIS #30-156 WELL LOCATION  
NE 1/4 SECTION 30  
T 14 S, R 9 E  
SALT LAKE MERIDIAN  
CARBON COUNTY, UTAH

SHEET  
2  
OF  
2

# RIVER GAS CORPORATION TELONIS #30-156 LOCATION PIT & PAD LAYOUT



**Powers Elevation  
Co., Inc.**

OIL FIELD ENGINEERS ■ SURVEYORS  
13900 E. HARVARD AVE., SUITE 113  
AURORA, CO. 80014  
(303) 321-2217 FAX (303) 321-2218

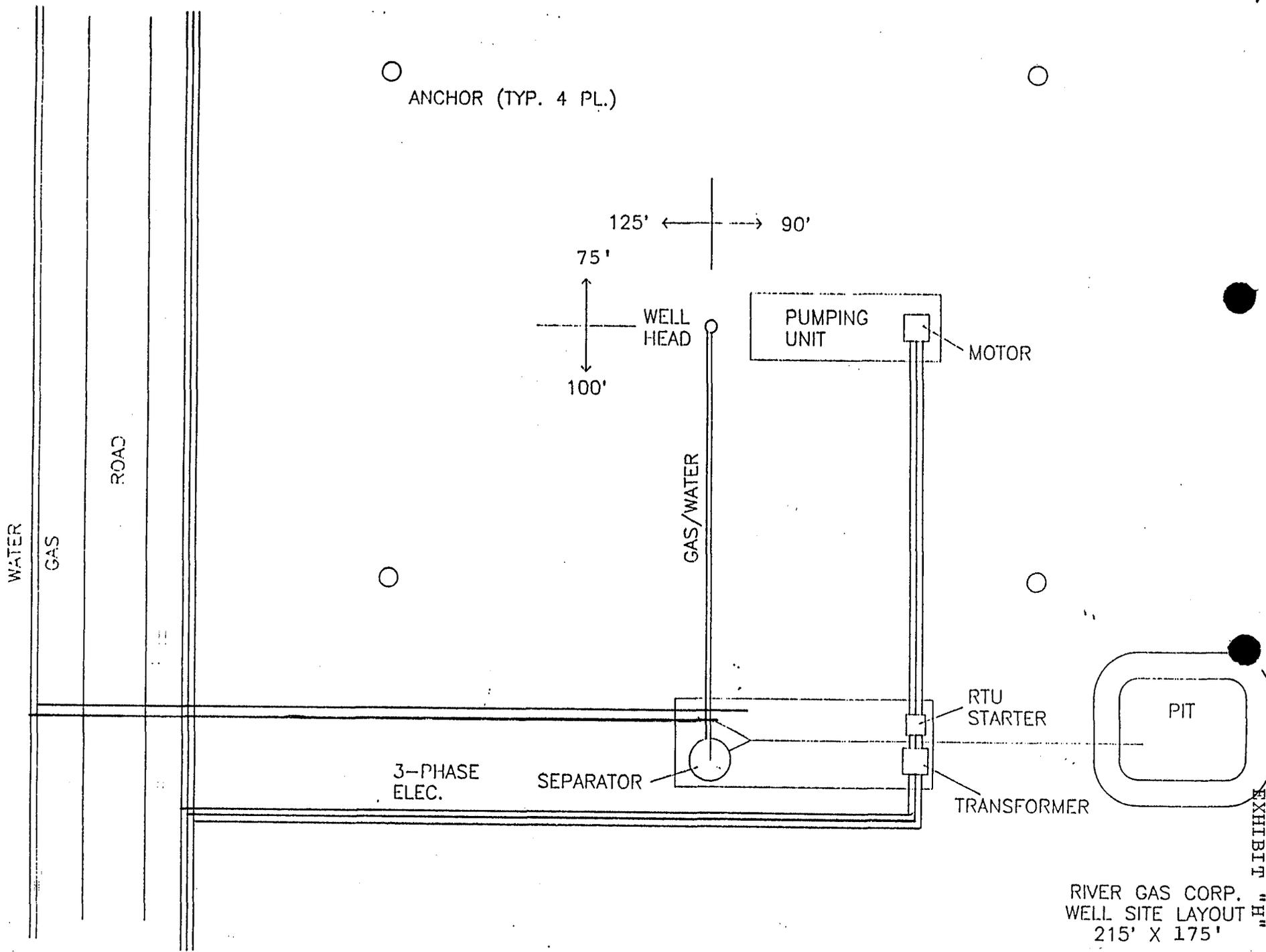
FG = FINISHED GRADE

Scale : 1"=40'      Date : 10-21-95  
Surveyed & Drawn by: AMMERMAN  
Checked : AMMERMAN  
Dwg. File : \DWGR12\RG\30-156P

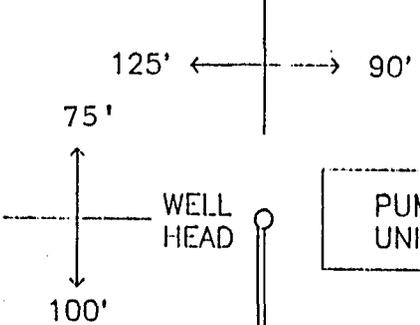
CLIENT:  
RIVER GAS CORPORATION  
290 South Highway 55, Box 638  
Price, Utah 84501-0638  
(801) 637-8876/(801) 637-6835

PIT & PAD LAYOUT  
TELONIS #30-156 WELL LOCATION  
NE 1/4 SECTION 30  
T 14 S, R 9 E  
SALT LAKE MERIDIAN  
CARBON COUNTY, UTAH

SHEET  
2  
OF  
2



○ ANCHOR (TYP. 4 PL.)



PUMPING UNIT MOTOR

WELL HEAD

GAS/WATER

ROAD

WATER

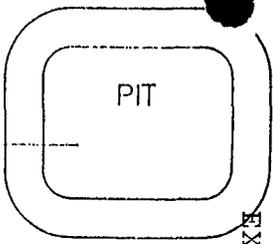
GAS

3-PHASE ELEC.

SEPARATOR

RTU STARTER

TRANSFORMER



RIVER GAS CORP.  
 WELL SITE LAYOUT "H"  
 215' X 175'

EXHIBIT "H"

AmSouth Bank

EXHIBIT "I"

Birmingham:

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

AMSOUTH BANK OF ALABAMA  
1900 FIFTH AVENUE NORTH  
BIRMINGHAM, ALABAMA 35203 USA  
OUR REFERENCE NUMBER: S308586

**International Services**

Mobile:

TELEX: 6821116  
Cable: AMSOMBL  
S.W.I.F.T. AMSB US 44

AMENDMENT NUMBER: 002  
TO LETTER OF CREDIT NUMBER: S308586  
DATE: NOVEMBER 13, 1995

BENEFICIARY:  
STATE OF UTAH  
DEPT. OF NATURAL RESOURCES  
DIV. OF OIL, GAS AND MINING  
355 WEST TEMPLE 3 TRIAD CENTER  
SUITE 350  
SALT LAKE CITY, UTAH 84180-1203

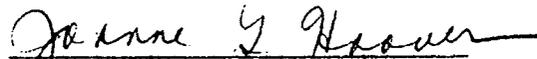
AT THE REQUEST OF RIVER GAS CORPORATION 3600 WATERMELON ROAD  
SUITE 204 NORTHPORT, ALABAMA 35476 AND FOR THE ACCOUNT OF SAME

WE HEREBY AMEND OUR LETTER OF CREDIT NUMBER S308586 DATED  
DECEMBER 3, 1993 OPENED IN YOUR FAVOR AS FOLLOWS:

-ACCOUNT PARTY'S ADDRESS IS CHANGED  
TO: 511 ENERGY CENTER BLVD  
NORTHPORT, ALABAMA 35476

\*\*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

**AmSouth Bank**

EXHIBIT "I"

Birmingham:

AMSOUTH BANK OF ALABAMA  
1900 FIFTH AVENUE NORTH  
BIRMINGHAM, ALABAMA 35203 USA  
OUR REFERENCE NUMBER: S304606

International Services

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

Mobile:

TELEX: 6821116  
Cable: AMSOMBL  
S.W.I.F.T. AMSB US 44

AMENDMENT NUMBER: 005  
TO LETTER OF CREDIT NUMBER: S304606  
DATE: NOVEMBER 13, 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

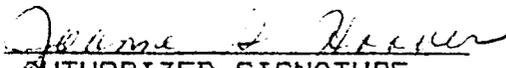
AT THE REQUEST OF RIVER GAS CORPORATION 511 ENERGY CENTER BLVD  
NORTHPORT, ALABAMA 35476

WE HEREBY AMEND OUR LETTER OF CREDIT NUMBER S304606 DATED  
DECEMBER 14, 1990 OPENED IN YOUR FAVOR AS FOLLOWS:

-ACCOUNT PARTY'S ADDRESS IS CHANGES TO:  
511 ENERGY CENTER BLVD.  
NORTHPORT, ALABAMA 35476.

\*\*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.

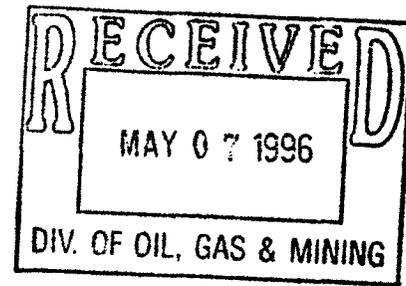
  
AUTHORIZED SIGNATURE



RIVER GAS CORPORATION

UTAH OPERATIONS  
1305 South 100 East  
Price, Utah 84501  
Bus. (801) 637-8876  
FAX (801) 637-8924

May 1, 1996



Mike Hebertson  
Division of Oil Gas & Mining  
State of Utah  
3 Triad Center, Suite 350  
Salt Lake City, UT 84108

Dear Mike:

Attached are copies of the new location and site layout plats for the Telonis 30-156, which was relocated per request by DWR officer Bill Bates. The relocation was approved the day after the presites (and reconfirmed on 4/30/96) by Nick Sampinos, who represents the Telonis family. In addition, I am including a site layout plat for the D2 (Arcadia Telonis) well. Also included are maps showing the access routes for the Telonis wells we inspected at the presites.

Thank you for the time you take to process our APDs in a timely manner. Please contact me if you have any questions concerning the attached plats.

Sincerely,

A handwritten signature in cursive script that reads 'Steven L. Prince'.

Steven L. Prince  
Utah Regulatory Manager

cc: Billy Stacy  
File

Attachments

RANGE 9 EAST

S 89°55'30" E 2653.48

910'

868'

5270.33'

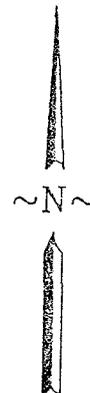
N 00°01'00" W

TOWNSHIP 14 SOUTH

RIVER GAS CORP.  
WELL TELONIS #30-156  
SET 5 FT FENCE POST W/LATH  
ELEV. 6401'

30

BASIS OF ELEVATION  
OF 6370 AS INDICATED AT THE  
NE CORNER OF SECTION 30, T14S,  
R9E, S.L.B. & M. AS SHOWN ON  
THE PINNACLE PEAK QUADRANGLE 7.5  
MINUTE SERIES MAP

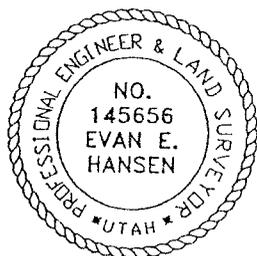


LEGEND

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

BASIS OF BEARING

BASIS OF BEARING N 00°01'00" W MEASURED  
BETWEEN THE SE CORNER AND THE NE CORNER  
OF SECTION 30, TOWNSHIP 14 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* APRIL 23, 1996  
EVAN E. HANSEN DATE

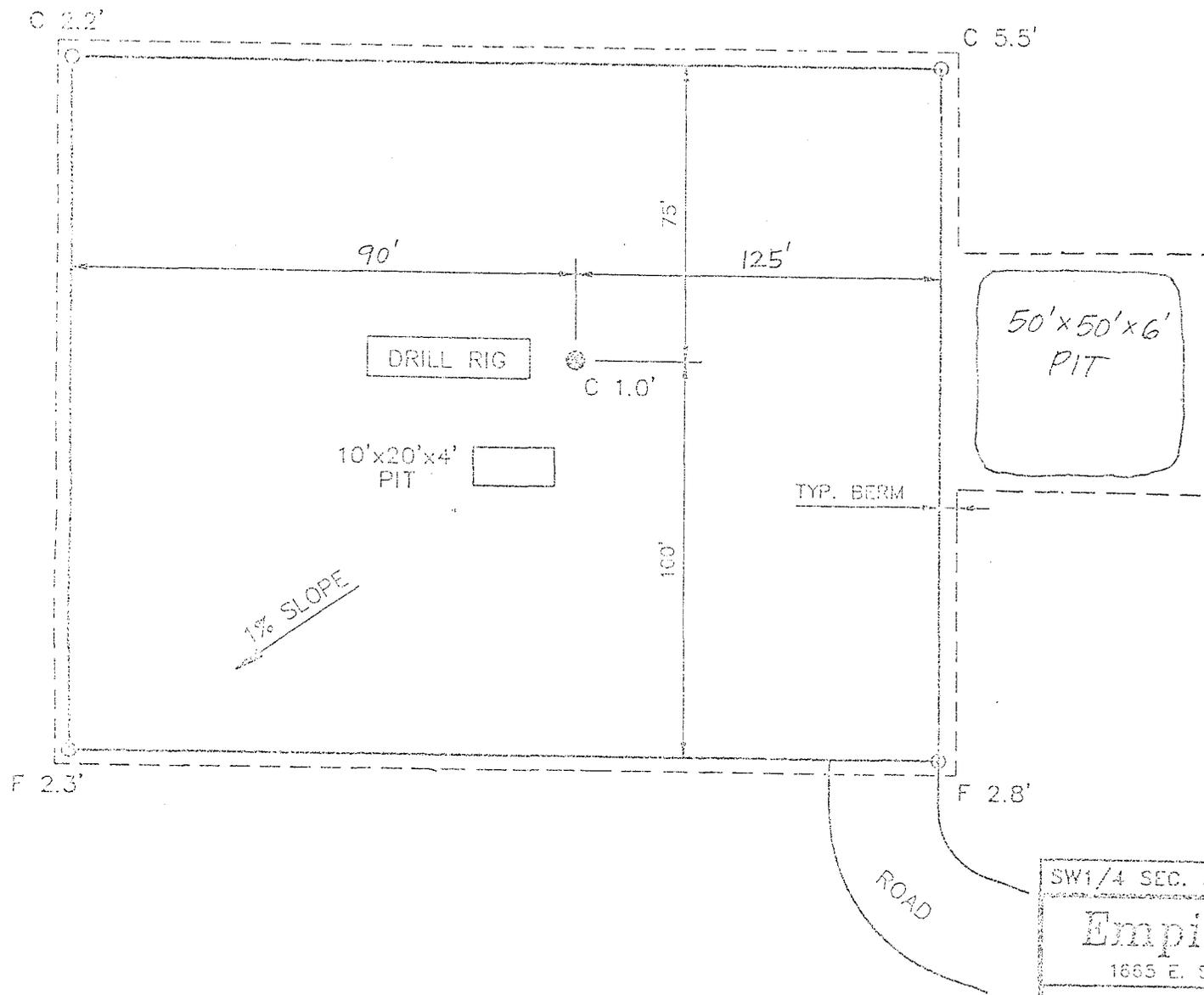
NE1/4 NE1/4 SEC. 30, T 14 S, R 9 E, S.L.B. & M.

**Empire Engineering**

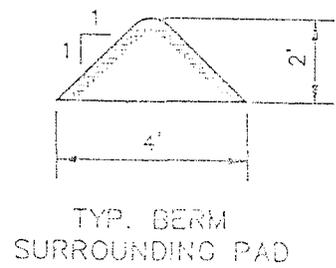
1665 E. Sagewood Rd. Price, Utah 84501

RIVER GAS CORP.  
WELL TELONIS # 30-156

Drawn By: RH	Approved By: EEH	Drawing No. EEOG-96-12
Date: 4-23-96	Scale: 1"=1000'	SHEET 1 OF 2



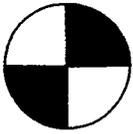
SCALE: 1" = 40'



○ INDICATES 1"x2"x24" WOOD STAKE

REVISED BY: SLP 5/1/96

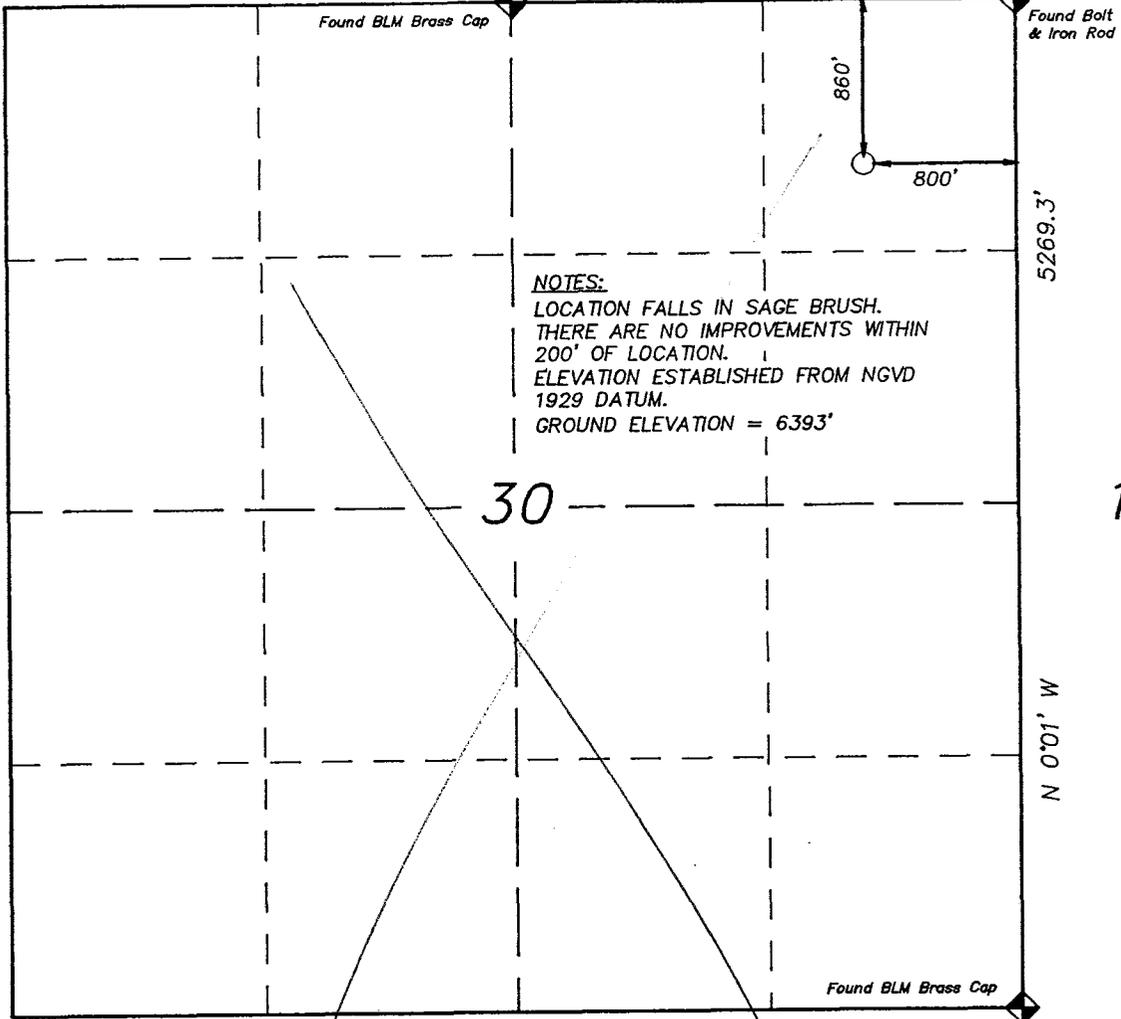
SW1/4 SEC. 30, T 15 S, R 10 E, S.L.B. & M.		
<b>Empire Engineering</b> 1665 E. Sagewood Rd. Priceton, Utah 84501		
RIVER GAS CORPORATION WELL # UTAH 30-156		
Drawn By: THK	Approved By: EEH	Drawing No.
Date: 4-20-96	Scale: 1" = 40'	EEOG-96-30 Sheet: 3 of 2



R9E

S 89°52' W

2674.6'

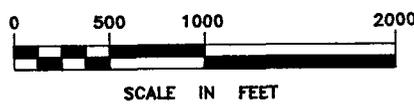


Basis of Bearing: East line of Section 30, T14S, R9E,  
bears N 0°01' W (GLO).

NOTES:  
LOCATION FALLS IN SAGE BRUSH.  
THERE ARE NO IMPROVEMENTS WITHIN  
200' OF LOCATION.  
ELEVATION ESTABLISHED FROM NGVD  
1929 DATUM.  
GROUND ELEVATION = 6393'

30

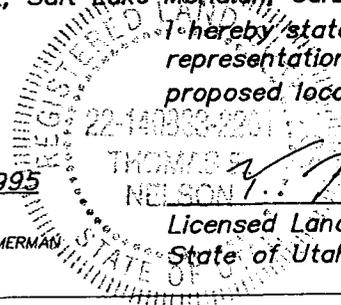
T  
14  
S



Powers Elevation Co., Inc. of Denver, Colorado has in accordance with a request from Charles Willis for River Gas Corporation determined the proposed location of TELONIS #30-156 to be 860' FNL & 800' FEL, Section 30, Township 14 South, Range 9 East, Salt Lake Meridian, Carbon County, Utah.

I hereby state that this plat is an accurate representation of a correct survey showing the proposed location of TELONIS #30-156.

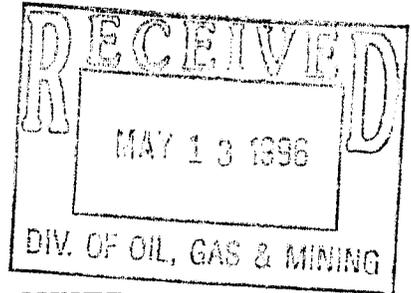
Date: October 14, 1995



Nelson  
Licensed Land Surveyor No. 22-140833-2201  
State of Utah

SURVEYED & DRAWN BY: ED AMMERMAN  
FILE: \RGC\30-156

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



**AFFIDAVIT CONCERNING SURFACE OWNER  
CONSENT REGARDING WELL SITE CONSTRUCTION**

**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.

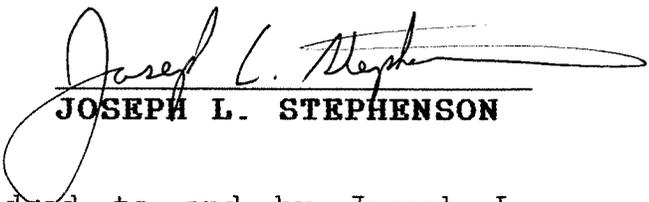
2. As Vice President - Land, I am responsible for supervision of lease records and reviewing title records and legal opinions affecting lands where RGC proposes to conduct operations, and obtaining surface land use agreements associated with the development of leased mineral rights.

3. RGC proposes to drill a coalbed methane gas well named the RGC/Telonis 30-156 located in the NE1/4 of NE1/4 of Section 30, T14S, R9E, Carbon County, Utah, the surface area affected by the proposed well site being owned by the Telonis family and managed by NICK SAMPINOS, Attorney-in-Fact for the owners, Evangelos G. Telonis a/k/a Evangelos George Telonis and Angelo G. Telonis, Thomas G. Telonis a/k/a Thomas George Telonis and Athanasios G. Telonis, John G. Telonis a/k/a John George Telonis, and Fotini Telonis (hereafter called "fee owners").

4. As evidenced by copy of MEMORANDUM OF SURFACE LAND USE AGREEMENT dated February 15, 1996 attached hereto as Exhibit "A", and by this reference incorporated herein, the above described fee owners of the RGC/Telonis 30-156 well site agreed to certain surface use as described therein.

5. 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 9th day of May, 1996.

  
**JOSEPH L. STEPHENSON**

Subscribed, sworn and acknowledged to and by Joseph L. Stephenson before me this 9th day of May, 1996.

(SEAL)

My Commission Expires: 3/8/98

  
NOTARY PUBLIC

Residing at:  
1429 20th Avenue East  
Tuscaloosa, AL 35404

**WHEN RECORDED RETURN TO:**

William L. Kirk, Jr. - Land Department  
River Gas Corporation  
511 Energy Center Blvd.  
Northport, AL 35476

EXHIBIT "A"

## MEMORANDUM OF SURFACE LAND USE AGREEMENT

**THIS MEMORANDUM OF SURFACE LAND USE AGREEMENT**, dated effective the 15th day of February, 1996, is by and between **Nick Sampinos, Attorney-in-Fact for Evangelos G. Telonis a/k/a Evangelos George Telonis a/k/a Angelo G. Telonis, Thomas G. Telonis a/k/a Thomas George Telonis a/k/a Athanasios G. Telonis, John G. Telonis a/k/a John George Telonis, and Fotini Telonis** (collectively, "**the Telonises**") whose address is 80 West Main, Suite 201, Price, Utah 84501, (hereinafter referred to as "**Grantor**"), and **RIVER GAS CORPORATION**, an Alabama corporation authorized to conduct to business in the state of Utah, with an address of 511 Energy Center Blvd. Northport, Alabama 35476 (hereinafter referred to as "**Grantee**").

Grantor, in consideration of the covenants and agreements contained in that certain unrecorded Surface Land Use Agreement (the "Agreement") dated February 15, 1996, granted, and does hereby grant unto Grantee certain rights to enter upon and use certain lands (the "Lands") located in the County of Carbon, State of Utah, as described on **Exhibit "A"** attached hereto and made a part of this Memorandum of Surface Land Use Agreement, for the purpose of building access roads, pipelines and appurtenances thereto, power lines, and well sites for the drilling of a coalbed degasification wells on said property until such time as Grantee abandons said lands in accordance with the terms and conditions specified in said Agreement.

The Lands are subject to all of the terms and conditions of the Agreement, reference to which may be made for a complete statement of rights and obligations of Grantor and Grantee. Copies of the Agreement may be found at the above indicated addresses of the parties and are available for review during regular business hours by any party having a vested interest in the Agreement.

This Memorandum of Surface Land Use Agreement may be executed in any number of counterparts and shall be binding upon all parties executing the same or a counterpart hereof.

This Memorandum of Surface Land Use Agreement is to be placed of record to serve as notice of the execution and existence of said Agreement, and is in no way to supersede, abrogate, change or modify any of the terms, conditions, rights or obligations of any of the parties, all of which are set forth in detail in said Agreement. The terms and conditions of said Agreement are made a part hereof by reference for all purposes, to be the same effect as though written in extenso herein. All the terms, conditions and covenants of the Agreement shall be binding upon and shall inure to the benefit of the successors and assigns, respectively, of each of the parties hereto.

**IN WITNESS WHEREOF**, Grantor and Grantee have executed this Memorandum of Surface Land Use Agreement as of the dates of the respective acknowledgments.

Dated: 2/15/96

Grantor:

Nick Sampinos, Attorney-in-Fact for Evangelos G. Telonis a/k/a Evangelos George Telonis a/k/a Angelo G. Telonis, Thomas G. Telonis a/k/a Thomas George Telonis a/k/a Athanasios G. Telonis, John G. Telonis a/k/a John George Telonis, and Fotini Telonis (collectively, "the Telonises")

Nick Sampinos  
Nick Sampinos

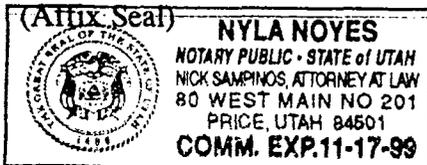
\*\*\*\*\*

STATE OF UTAH

COUNTY OF CARBON

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Nick Sampinos, Attorney-in-Fact for Evangelos G. Telonis a/k/a Evangelos George Telonis a/k/a Angelo G. Telonis, Thomas G. Telonis a/k/a Thomas George Telonis a/k/a Athanasios G. Telonis, John G. Telonis a/k/a John George Telonis, and Fotini Telonis (collectively, "the Telonises") to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he duly executed the same as his free and voluntary act and deed for and on behalf of "the Telonises" in his capacity as Attorney-in Fact for the uses and purposes therein set forth.

Given under my hand and seal, this 15 day of February, 1996.



Nyla Noyes  
Notary Public  
Residing at:  
Price, Utah

My Commission Expires: 11-17-99

Dated: February 21, 1996

Grantee:

**RIVER GAS CORPORATION**

By: Joseph L. Stephenson  
Joseph L. Stephenson  
Its Vice President - Land

\*\*\*\*\*

STATE OF ALABAMA

COUNTY OF TUSCALOOSA

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Joseph L. Stephenson, whose name as Vice President - Land of River Gas Corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this the 21 day of February, 1996.

(Affix Seal)

Dana Campbell  
Notary Public  
Residing at:  
1429 20th Ave. East  
Tuscaloosa, AL 35404

My Commission Expires: 3-8-98

**EXHIBIT "A"**  
**SURFACE OWNERSHIP OF TELONISES.**  
**Page 1 of 3**

Attached to and made a part of that certain Memorandum of Surface Land Use Agreement effective the 15th day of February, 1996 by and between Nick Sampinos, Attorney-in-Fact for Evangelos G. Telonis a/k/a Evangelos George Telonis a/k/a Angelo G. Telonis, Thomas G. Telonis a/k/a Thomas George Telonis a/k/a Athanasios G. Telonis, John G. Telonis a/k/a John George Telonis, and Fotini Telonis (collectively, "the Telonises") as Grantors and River Gas Corporation as Grantee.

**Carbon County, Utah**

1-A. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the SW/4 of SW/4, Section 15, T14s-R9e, SLM. (RGC/Telonis 15-142).

1-B. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the SW/4, Section 16, T14s-R9e, SLM. (RGC/Telonis 16-145).

1-C. An existing well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the center of the SE/4, Section 19, T14s-R9e, SLM. (Texaco-RGC/Pinnacle Peak #2).

1-D. An existing well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the SE/4 of SE/4, Section 19, T14s-R9e, SLM. (Texaco-RGC/Arcadia-Telonis Disposal Well).

1-E. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of NW/4, Section 19, T14s-R9e, SLM. (RGC/Telonis 19-150).

1-F. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the SE/4 of SW/4, Section 19, T14s-R9e, SLM. (RGC/Telonis 19-151).

1-G. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4, Section 20, T14s-R9e, SLM. (RGC/Telonis 20-152).

1-H. An existing well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of SE/4, Section 20, T14s-R9e, SLM. (Texaco-RGC/E. G. Telonis #1).

1-I. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of NE/4, Section 21, T14s-R9e, SLM. (RGC/Telonis 21-90).

1-J. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of NW/4, Section 21, T14s-R9e, SLM. (RGC/Telonis 21-153).

1-K. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of NW/4 Section 29, T14s-R9e, SLM. (RGC/Telonis 29-154).

1-L. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NW/4 of SW/4, Section 29, T14s-R9e, SLM. (RGC/Telonis 29-155).

**Exhibit "A"**  
**Page 2 of 3**

1-M. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of NE/4, Section 30, T14s-R9e, SLM. (RGC/Telonis 30-156).

1-N. A well location approximately two hundred foot (200') by two hundred fifty foot (250') (1.15 acres) in the NE/4 of SE/4, Section 30, T14s-R9e, SLM. (RGC/Telonis 30-157).

1-O. A road/pipeline/powerline right-of-way forty foot (40') wide by one thousand foot (1000') long (61 rods) (0.92 acre), more or less, in the SW/4 of SW/4, Section 15, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 14-142 Well (Well location 1-A).

1-P. A road/pipeline/powerline right-of-way forty foot (40') wide by nine thousand two hundred forty foot (9,240) long (560 rods) (8.50 acres), more or less, running through the southern portion of the SW/4 of SW/4 Section 15, T14s-R9e, SLM (appx 1320'), also running along the north section line of the entirety of Section 21, T14s-R9e, SLM (appx 5,280') and running along the north section line of the NE/4 of Section 20-T14s-R9e, SLM (appx 2,640') which is needed for access to various wells in the Porphyry Bench area.

1-Q. A road/pipeline/powerline right-of-way forty foot (40') wide by two thousand nine hundred seventy five foot (2,975') long (181 rods) (2.73 acres), more or less, running through the W/2 of SW/4 Section 16, T14s-R9e, SLM, which is needed for access to various wells in the Porphyry Bench area.

1-R. A road/pipeline/powerline right-of-way forty foot (40') wide by one thousand foot (1,000') long (61 rods) (.92 acres) more or less, located in the W/2 of SW/4 Section 16, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 16-145 Well (Well location 1-B).

1-S. A road/pipeline/powerline right-of-way forty foot (40') wide by one thousand three hundred twenty foot (1,320') long (80 rods) (1.21 acres) more or less, located in the N/2 of NE/4 Section 21, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 21-90 Well (Well location 1-I).

1-T. A road/pipeline/powerline right-of-way forty foot (40') wide by one thousand foot (1,000') long (61 rods) (.92 acres) more or less, located in the N/2 of NW/4 Section 21, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 21-153 Well (Well location 1-J).

1-U. A road/pipeline/powerline right-of-way forty foot (40') wide by one thousand three hundred twenty foot (1,320') long (80 rods) (1.21 acres) more or less, located in the W/2 of NE/4 Section 20, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 20-152 Well (Well location 1-G).

1-V. A pipeline/powerline only right-of-way thirty foot (30') wide by three thousand six hundred thirty feet (3,630') long (220 rods) (2.50 acres) more or less, running along the eastern most portion of Section 20, T14s-R9e, SLM, which is needed for infrastructure connection to the Texaco-RGC/E. G. Telonis #1 Well (Well location 1-H).

1-W. A pipeline/powerline only right-of-way thirty foot (30') wide by four thousand three hundred foot (4,300') long (261 rods) (2.96 acres) more or less, running through the SE/4 of Section 20, T14s-R9e, SLM and running through the N/2 of NW/4 of Section 29, T14s-R9e, SLM, which is needed for infrastructure connection for the Texaco-RGC/E. G. Telonis #1 Well (Well location 1-H) and the RGC/Telonis 29-154 Well (Well location 1-K).

**Exhibit "A"**  
**Page 3 of 3**

1-X. A pipeline/powerline only right-of-way thirty foot (30') wide by four thousand three hundred foot (4,300') long (261 rods) (2.96 acres) more or less, running along an existing county road through the E/2 of NE/4 and the N/2 of SE/4 Section 30, T14s-R9e, SLM, which is needed for infrastructure connection for various wells in the Porphyry Bench area.

1-Y. A road/pipeline/powerline right-of-way forty foot (40') wide by two thousand six hundred forty foot (2,640') long (160 rods) (2.43 acres) more or less, running along the eastern most portion of the SE/4 Section 19, T14s-R9e, SLM, which is needed for infrastructure connection for various wells in the Porphyry Bench area.

1-Z. A road/pipeline/powerline right-of-way forty foot (40') wide by two thousand six hundred forty foot (2,640') long (160 rods) (2.43 acres) more or less, running through the NE/4 of SE/4 Section 30, T14s-R9e, SLM and through the NW/4 of SW/4 Section 29, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 30-157 Well (Well location 1-N) and the RGC/Telonis 29-155 Well (Well location 1-L).

1-AA. A road/pipeline/powerline right-of-way forty foot (40') wide by two thousand six hundred forty foot (2,640') long (160 rods) (2.43 acres) more or less, running through the NE/4 of NE/4 Section 30, T14s-R9e, SLM and through the N/2 of NW/4 Section 29, T14s-R9e, SLM which is needed for access to the RGC/Telonis 30-156 Well (Well location 1-M) and the RGC/Telonis 29-154 Well (Well location 1-K).

1-BB. A road/pipeline/powerline right-of-way forty foot (40') wide by three thousand five hundred foot (3,500') long (212 rods) (3.22 acres) more or less, running through the SE/4 of SW/4 and the S/2 of SE/4 Section 19, T14s-R9e, SLM, which is needed for access to the RGC/Telonis 19-151 Well (Well location 1-F) and the Texaco-RGC/Pinnacle Peak #2 Well (Well location 1-C).

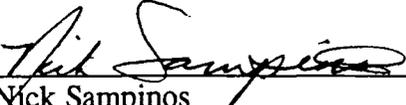
1-CC. A road/pipeline/powerline right-of-way forty foot (40') wide by six hundred sixty foot (660') long (40 rods) (.60 acres) more or less, located in the SE/4 of SE/4 Section 19, T14s-R9e, SLM, which is needed for access to the Texaco-RGC/Arcadia-Telonis Disposal Well (Well location 1-D).

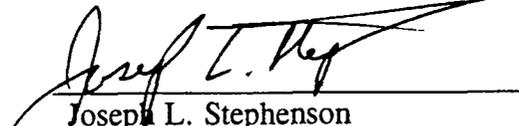
1-DD. A road/pipeline/powerline right-of way forty foot (40') wide by five hundred foot (500') long (31 rods) (.46 acres) more or less, located in the NE/4 of NW/4 Section 19, T14s-R9e, SLM which is needed for access to the RGC/Telonis 19-150 Well (Well location 1-E).

1-EE. A road/pipeline/powerline right of way forty foot (40') wide by two hundred seventy five foot (275') long (16.67 rods) (.25 acres) more or less, located in the NE/4 of NE/4 Section 30, T14s-R9e, SLM, which is needed for access to the RRC/Telonis 30-156 Well (Well location 1-M).

Signed for Identification

Signed for Identification

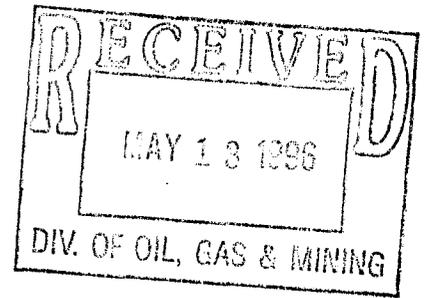
  
\_\_\_\_\_  
Nick Sampinos

  
\_\_\_\_\_  
Joseph L. Stephenson



**RIVER GAS CORPORATION**

511 Energy Center Blvd.  
Northport, Alabama 35476  
Phone (205) 759-3282  
Fax (205) 759-3188 (Accounting)  
Fax (205) 758-5309 (Corporate)



May 9, 1996

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 for your review is a copy of the surface land use agreement RGC has negotiated with Nick Sampinos, legal representative of the Telonis family, regarding the Telonis 30-156 well site.

Sincerely,

A handwritten signature in cursive script, appearing to read "Terry Burns".

Terry Burns



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)

April 23, 1996

River Gas Corporation  
511 Energy Center Blvd.  
Northport, Alabama 35476

Re: Telonis 30-156 Well, 910' FNL, 868' FEL, NE NE, Sec. 30,  
T. 14 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 43-007-30301.

Sincerely,

A handwritten signature in black ink, appearing to read 'R. J. Firth'.

R. J. Firth  
Associate Director

lwp

Enclosures

cc: Carbon County Assessor

Bureau of Land Management, Moab District Office

WAPD



Operator:                     River Gas Corporation                      
Well Name & Number:           Telonis 30-156                      
API Number:                     43-007-30301                      
Lease:                             FEE                              
Location:   NE NE   Sec.   30   T.   14 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. Mitigation Requirements

A berm should be constructed around the exterior boundary of the location.

The overflow ditch located west of the location should be moved in accordance with landowner requirements.

The access road should be rerouted to the southwest corner of the location.

CONFIDENTIAL  
7/29/96

SPUDDING INFORMATION

Name of Company: RIVER GAS CORP.

Well Name: TELONIS 30-156

Api No. 43-007-30301

Section 30 Township 14S Range 9E County CARBON

Drilling Contractor PENSE BROS.

Rig #: 11

SPUDDED:

Date: 7/29/96

Time: 6:00 AM

How: ROTARY

Drilling will commence: \_\_\_\_\_

Reported by: GREG MUELLER

Telephone #: \_\_\_\_\_

Date: 7/29/96 Signed: FRM

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:  
**PATENTED**

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

7. Unit Agreement Name:  
**UTU-67921X**

8. Well Name and Number:  
**Telonis 30-156**

9. API Well Number:  
**43-007-30301**

10. Field or Pool, or Wildcat:  
**UNDESIGNATED**

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

2. Name of Operator:  
**RIVER GAS CORPORATION**

3. Address and Telephone Number:  
**1305 SOUTH 100 EAST, PRICE, UTAH 84501 (801) 637-8876**

4. Location of Well  
Footages: **910' FNL, 868' FEL** County: **CARBON**  
QQ, Sec., T., R., M.: **NE/NE, SEC. 30, T14S, R09E** 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"/> 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. * 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.)

SEE ATTACHED



13. Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Office Coordinator Date: 8/2/96

(This space for state use only)

## DAILY WELL REPORT

RIVER GAS CORPORATION

**TELONIS 30-156**

910' FNL & 868' FEL

NE/4 OF NE/4, SEC 30, T14S, R9E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 6393'

API #: 43-007-30301

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY, INC.

PAGE 1

07/29/96 Day 1. Present Operations: Set conductor. Current Depth: 14'. Depth drilled in 24 hrs: 14'. Drilling fluid: Air, 300psi, & 1700 cfm. Drilled 14' w/#1 14 3/4" hammer bit in 1 hr. Total rotating hrs: 1. **Spud Well 6:00am, 7/28/96. Set 1 jnt @ 14' in 12 3/4" P.E. conductor csg in 14 3/4" conductor borehole. Daily Costs: \$1702.10. Cumulative Costs: \$1702.10.**

07/29/96 Day 2. Present Operations: NU flowline. Current Depth: 340'. Depth drilled in 24 hrs: 326'. Drilling fluid: Air, 350psi, & 1700 cfm. Drilled 14' to 340' w/#2 11" hammer bit in 5 hrs. Total rotating hrs: 6. **Plug DN 7:00pm, 7/28/96. Set 11 jnts 8 5/8" surface csg @ 320.7' in 11" surface borehole using 135 sks "G" + 2% S-1 + 1/4#/sk D-29. Daily Costs: \$11946.68. Cumulative Costs: \$13648.78.**

07/30/96 Day 3. Present Operations: POOH. Current Depth: 2510'. Depth drilled in 24 hrs: 2170'. Drilling fluid: Air, 350psi, & 1700 cfm. Drilled 320.7' to 2510' w/#3 7 7/8" hammer bit in 18 hrs. Total rotating hrs: 24. **Daily Costs: \$27888.02. Cumulative Costs: \$41536.80.**

07/31/96 Day 4. Present Operations: Repairing Rig. Current Depth: 2510'. Pulled hammer out @ 2510'. Left bit in hole. Fished bit out & ran tricone in. Doing repairs on compressor. **Daily Costs: \$330.00. Cumulative Costs: \$41866.80.**

08/01/96 Day 5. Present Operations: Drilling. Current Depth: 3060'. Depth drilled in 24 hrs: 560'. Drilling fluid: Air, 350psi, & 1700 cfm. Drilled 2510' w/#4 7 7/8" tricone bit in 18 hrs. Total rotating hrs: 42. **Daily Costs: \$17545.95. Cumulative Costs: \$59412.75.**

08/02/96 Day 6. Present Operations: Circulate & Condition. Current Depth: 3250'. Depth drilled in 24hrs: 190'. Drilling fluid: Gel, 9.3#/gal 75 vis. Drilled 2510' to 3250' TD w/#4 7 7/8" tricone bit in 12 hrs. Total rotating hrs: 54. **TD 6:30pm 8/1/96, 3250'. Daily Costs: \$8463.86. Cumulative Costs: \$67876.61.**

STATE OF UTAH  
 DIVISION OF OIL, GAS AND MINING  
 ENTITY ACTION FORM - FORM 6

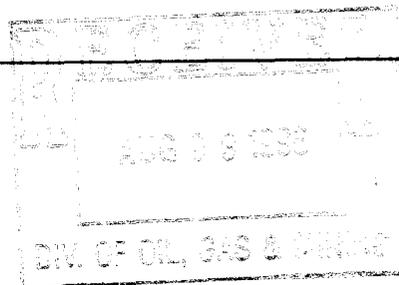
OPERATOR River Gas Corporation  
 ADDRESS 1305 South 100 East  
Price, UT 84501

N1605  
 OPERATOR ACCT. NO. N

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
B	11256	→	43-007-30301	Telonis 30-156	NE/NE	30	14S	9E	CARBON	7/28/96	
WELL 1 COMMENTS: <i>Entity added 8-14-96. (Brackards Wash Unit) L</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.



Rochelle Crabtree *Rochelle Crabtree*  
 Signature  
 Office Coordinator Aug. 02, 1996  
 Title Date  
 Phone No. (801)637-8876

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.

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator: River Gas Corporation

3. Address and Telephone: 1305 South 100 East, Price, UT 84501 (801)637-8876

4. Location of Well Footages: 910' FNL, 868' FEL

QQ, Sec., T., R., M.: NE/NE, SEC. 30, T14S, R09E, SLB&M

5. Lease Designation and Serial Number:

PATENTED

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU-67921X

8. Well Name and Number:

Telonis 30-156

9. API Well Number:

43-007-30301

10. Field or Pool, or Wildcat:

UNDESIGNATED

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.

\* 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.)

SEE ATTACHED



13.

Name & Signature: Rochelle Crabtree

Title: Office Coordinator

Date: 08/09/96

(This space for state use only)

## DAILY WELL REPORT

RIVER GAS CORPORATION

**TELONIS 30-156**

910' FNL & 868' FEL

NE/4 OF NE/4, SEC 30, T14S, R9E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 6393'

API #: 43-007-30301

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY, INC.

PAGE 1

07/29/96 Day 1. Present Operations: Set conductor. Current Depth: 14'. Depth drilled in 24 hrs: 14'. Drilling fluid: Air, 300psi, & 1700 cfm. Drilled 14' w/#1 14 3/4" hammer bit in 1 hr. Total rotating hrs: 1. **Spud Well 6:00am, 7/28/96. Set 1 jnt @ 14' in 12 3/4" P.E. conductor csg in 14 3/4" conductor borehole. Daily Costs: \$1702.10. Cumulative Costs: \$1702.10.**

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07/30/96 Day 3. Present Operations: POOH. Current Depth: 2510'. Depth drilled in 24 hrs: 2170'. Drilling fluid: Air, 350psi, & 1700 cfm. Drilled 320.7' to 2510' w/#3 7 7/8" hammer bit in 18 hrs. Total rotating hrs: 24. **Daily Costs: \$27888.02. Cumulative Costs: \$41536.80.**

07/31/96 Day 4. Present Operations: Repairing Rig. Current Depth: 2510'. Pulled hammer out @ 2510'. Left bit in hole. Fished bit out & ran tricone in. Doing repairs on compressor. **Daily Costs: \$330.00. Cumulative Costs: \$41866.80.**

08/01/96 Day 5. Present Operations: Drilling. Current Depth: 3060'. Depth drilled in 24 hrs: 560'. Drilling fluid: Air, 350psi, & 1700 cfm. Drilled 2510' w/#4 7 7/8" tricone bit in 18 hrs. Total rotating hrs: 42. **Daily Costs: \$17545.95. Cumulative Costs: \$59412.75.**

08/02/96 Day 6. Present Operations: Circulate & Condition. Current Depth: 3250'. Depth drilled in 24hrs: 190'. Drilling fluid: Gel, 9.3#/gal 75 vis. Drilled 2510' to 3250' TD w/#4 7 7/8" tricone bit in 12 hrs. Total rotating hrs: 54. **TD 6:30pm 8/1/96, 3250'. Daily Costs: \$8463.86. Cumulative Costs: \$67876.61.**

08/06/96 Day 7. Present Operations: Done - Rig Released. Current Depth: 3250'. Rig Released @ 5:00pm 8/2/96. Circulate & condition mud, POOH & RU Halliburton Logging Service. Ran dual induction log & spectral density log. RD Service unit. **Daily Costs: \$7596.21. Cumulative Costs: \$75472.82.**

08/06/96 8/4/96-Ran density, gamma, caliper, & neutron logs. Set 78jnts of 5 1/2" production csg @ 3228.10' in 7 7/8" production borehole using 217sks 50/50 POZ G + 8% D-20 + 10% D-44 + 2% S-1 & 136sks 10-1 RFC. **Daily Costs: \$31303.45. Cumulative Costs: \$106776.27.**



## DAILY WELL REPORT

RIVER GAS CORPORATION

**TELONIS 30-156**

910' FNL & 868' FEL

NE/4 OF NE/4, SEC 30, T14S, R9E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 6393'

API #: 43-007-30301

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY, INC.

PAGE 1

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- 08/16/96 8/5/96-wait on tbg head. MU tbg head. RU floor. PU & RIH w/4 3/4" bit 5 1/2" csg scraper. X.o. 100 jnts tbg. To 3100'. POOH & LD 100 jnts tbg. X.o. csg scraper & bit. RD floor. NU wellhead. RD Service unit. **Daily Costs: \$958.75. Cumulative Costs: \$107735.02.**

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.

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 (801)637-8876

5. Lease Designation and Serial Number: PATENTED
6. If Indian, Allottee or Tribe Name: N/A
7. Unit Agreement Name: UTU-67921X
8. Well Name and Number: Telonis 30-156
9. API Well Number: 43-007-30301
10. Field or Pool, or Wildcat: UNDESIGNATED

4. Location of Well
Footages: 910' FNL, 868' FEL
County: CARBON
QQ, Sec., T., R., M.: NE/NE, SEC. 30, T14S, 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 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.
\* 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.)

SEE ATTACHED



13. Name & Signature: Steven L. Prince [Signature] Title: Regulatory/Engineering Manager Date: 09/20/96

(This space for state use only)

RIVER GAS CORPORATION

**TELONIS 30-156**

910' FNL & 868' FEL

NE/4 OF NE/4, SEC 30, T14S, R9E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 6393'

API #: 43-007-30301

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY, INC.

PAGE 2

09/20/96

**Frac Job completed by Halliburton and Mitch Mitchell. SEE ATTACHED. Daily  
Costs: \$56954.32. Cumulative Costs: \$164689.34.**

DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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5. Lease Designation and Serial Number:  
**PATENTED**

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

7. Unit Agreement Name:  
**UTU-67921X**

8. Well Name and Number:  
**Telonis 30-156**

9. API Well Number:  
**43-007-30301**

10. Field or Pool, or Wildcat:  
**UNDESIGNATED**

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 (801)637-8876

4. Location of Well

Footages:

910' FNL, 868' FEL

County: CARBON

QQ, Sec, T., R., M.:

NE/NE, SEC. 30, T14S, 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 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

13.

Name & Signature:

Rochelle Crabtree

*Rochelle Crabtree*

Title:

Administrative Assistant -  
Production

Date: 10/17/96

(This space for state use only)

RIVER GAS CORPORATION

**TELONIS 30-156**

910' FNL & 868' FEL

NE/4 OF NE/4, SEC 30, T14S, R9E

CARBON COUNTY, UTAH

SURVEYED ELEVATION: 6393'

API #: 43-007-30301

DRILLING CONTRACTOR: PENSE BROS. DRILLING COMPANY, INC.

PAGE 2

08/16/96                    8/5/96-wait on tbg head. MU tbg head. RU floor. PU & RIH w/4 3/4" bit 5 1/2" csg scraper. X.o. 100 jnts tbg. To 3100'. POOH & LD 100 jnts tbg. X.o. csg scraper & bit. RD floor. NU wellhead. RD Service unit. **Daily Costs: \$958.75. Cumulative Costs: \$107735.02.**

09/20/96                    **Frac Job completed by Halliburton and Mitch Mitchell. SEE ATTACHED. Daily Costs: \$56954.32. Cumulative Costs: \$164689.34.**

10/17/96                    9/18/96-RU Pool Company & floor. PU & RIH w/4 3/4" mill x.o., 6-3 1/8" DC's x.o., 86 jnts tbg, tagged sand @ 2801'. PU P.S., NU S.H., & HU pump lines. Drill DN thru sand w/1 jnt tbg, tagged CIP @ 2888'. Drill out plug & DN thru sand w/2 jnts tbg, drill out 2nd CIP @ 2956'. Drill DN thru sand & pieces of plug w/10 jnts tbg to 3217'. PBTD circulate well clean. LD P.S., POOH & LD 13 jnts tbg. Bottom @ 2821'. SWIFN. **Daily Costs: \$1989.00. Cumulative Costs: \$166678.34.** 9/19/96-LD P.S., ND S.H., & RU lubricator & swab. Made 18 runs, fluid level when started was @ 500' & @ 600' when finished. Recovered a total of 180 bbls water. RD lubricator. POOH w/ 86 jnts tbg LD x.o., 6-3 1/8" DC's x.o., & 4 3/4" mill. RIH w/taped bull plug, 1 jnt tbg, 4' perf sub, SN, 99 jnts tbg. MU hanger & land tbg w/EOT @ 3115', SN @ 3073'. RD floor, ND BOP's, & NU Wellhead. Change over to rod equip. PU & RIH w/2 1/2" x 2" x 16' THD pump, 71-3/4" rods & 10-7/8" rods. PU polish rod. SWIFN. **Daily Costs: \$1988.00. Cumulative Costs: \$168666.34.** 9/20/96-PU & RIH w/40-7/8" rods, 1-2' 7/8" pony rod, & 1/4" x 22' polish rod. Space out & clamp rods off. PU pump lines & tbg equip. RD Service unit. **Daily Costs: \$493.00. Cumulative Costs: \$169159.34.**

DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NUMBER  
PATENTED

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

6. IF INDIAN, ALLOTTEE OR TRIBE NAME  
N/A

1a. TYPE OF WELL: OIL WELL  GAS WELL  DRY  Other \_\_\_\_\_  
b. TYPE OF COMPLETION: NEW WELL  WORK OVER  DEEP-EN  PLUG BACK  DIFF. RESVR.  Other \_\_\_\_\_

7. UNIT AGREEMENT NAME  
UTU-67921X

8. FARM OR LEASE NAME  
TELONIS

2. NAME OF OPERATOR  
River Gas Corporation

9. WELL NUMBER  
30-156

3. ADDRESS OF OPERATOR  
1305 South 100 East, Price, UT 84501 (801)637-8876

10. FIELD AND POOL, OR WILDCAT:  
UNDESIGNATED

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)  
At surface 910' FNL, 868' FEL  
At top prod. interval reported below  
At total depth

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA  
NE/NE, SECT.30, T14S, R9E, SLB & M

14. API NO. 43-007-30301 | DATE ISSUED 4/23/96 | 12. COUNTY Carbon | 13. STATE UTAH

15. DATE SPUNDED 7/28/96 | 16. DATE T.D. REACHED 8/1/96 | 17. DATE COMPL. (Ready to prod.) 12/13/96 | 18. ELEVATIONS (DF, REB, RT, GR, ETC.) 6393' GR | 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD 3250' | 21. PLUG BACK T.D., MD & TVD 3217' | 22. IF MULTIPLE COMPL., HOW MANY N/A | 23. INTERVALS DRILLED BY ROTARY TOOLS to TD | CABLE TOOLS N/A

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD)  
2848'-2880' UPPER FERRON, 2898'-2946' MIDDLE FERRON, 2693'-3032 LOWER FERRON | 25. WAS DIRECTIONAL SURVEY MADE NO

26. TYPE ELECTRIC AND OTHER LOGS RUN  
DENSITY, GAMMA, BOND AND NEUTRON (DUAL INDUCTION) | 27. WAS WELL CORED YES  NO  (Submit analysis) | DRILL STEM TEST YES  NO  (See reverse side)

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

Table with 5 columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED. Rows include 12-3/4" conductor, 8-5/8" 135 SX "G" +2% S-1 + 1/4#SK D-29, and 5-1/2" 217 SX 50/50 POZ G + 8% D-20 + 10% D-44 +2% S-1 & 136 SX 10-1 RF.

29. LINER RECORD and 30. TUBING RECORD tables. LINER RECORD columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT, SCREEN (MD). TUBING RECORD columns: SIZE, DEPTH SET (MD), PACKER SET (MD). Tubing size is 2-7/8" and depth set is 3115'.

31. PERFORATION RECORD (Interval, size and number) and 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC. Perforation intervals: 2848'-56', 2868'-80-, 2898'-2905', 2915'-19', 2944'-46', 2963'-65', 2970'-74', 2995'-97', 3002'-04', 3019'-32'. Acid treatments: 2848'-2880' (30,000# 20/40; 51,000# 12/20; 40,726 GAL), 2898'-2946' (40,000# 20/40; 40,000# 12/20; 35,439 GAL), 2963'-3032' (30,000# 20/40; 50,000# 12/20; 35,224 GAL).

33. PRODUCTION

DATE FIRST PRODUCTION 12/13/96 | PRODUCTION METHOD (Flowing, gas lift, pumping---size and type of pump) Pumping - 2 1/2" x 2 x 16' THD | WELL STATUS (Producing or shut-in) PRODUCING  
DATE OF TEST 12/13/96 | HOURS TESTED 224.6 | CHOKE SIZE | PROD'N. FOR TEST PERIOD | OIL---BBL. N/A | GAS---MCF. 215 | WATER---BBL. 4408 | GAS-OIL RATIO N/A  
FLOW, TUBING PRESS. 55 psi | CASING PRESSURE | CALCULATED 24-HOUR RATE | OIL---BBL. N/A | GAS---MCF. 23 | WATER---BBL. 471 | OIL GRAVITY - API (CORR.) N/A

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) Flared | TEST WITNESSED BY MITCH MITCHELL

35. LIST OF ATTACHMENTS  
LOGS; CBL W/GR, DUAL INDUCTION, SPECTRAL DENSITY/ DUAL SPACED NEUTRON

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records  
SIGNED Steven L. Prince (Steven L. Prince) TITLE Regulatory Manager DATE 12/30/96

See Spaces for Additional Data on Reverse Side

## INSTRUCTIONS

This form should be completed in compliance with the Utah Oil and Gas Conservation General Rules. If not filed prior to this time, all logs, tests, and directional surveys as required by Utah Rules should be attached and submitted with this report.

ITEM 18: Indicate which elevation is used as reference for depth measurements given in other spaces on this form and on any attachments.

ITEMS 22 AND 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottoms(s) and names(s) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

ITEM 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

ITEM 33: Submit a separate completion report on this form for each interval to be separately produced (see instruction for items 22 and 24 above).

37. SUMMARY OF POROUS ZONES:		38. GEOLOGIC MARKERS	
Formation	Top	Bottom	Description, contents, etc.
FERRON	2842	3025	FG SANDSTONE & COAL
Blue Gate Bentonite Top			
		Meas. Depth	Top
		2670	True Vert. Depth
		2670	

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:  
**PATENTED**

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

7. Unit Agreement Name:  
**UTU67921X**

8. Well Name and Number:  
**Telonis 30-156**

9. API Well Number:  
**43-007-30301**

10. Field or Pool, or Wildcat:  
**UNDESIGNATED**

**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 (801)637-8876**

4. Location of Well  
Footages: **910' FNL, 868' FEL**

County: **CARBON**

State: **UTAH**

QQ, Sec., T., R., M.: **NE/NE, SEC. 30, T14S, R09E, SLB&M**

**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 Treatment</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.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of low pH fluid on 03/27/97.

13.

Name & Signature: **Jerry H. Dietz**  Title: **Production Engineer** Date: **04/02/97**

(This space for state use only)



STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

ORIGINAL

**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:  
PATENTED

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

7. Unit Agreement Name:  
UTU67921X Drunkards Wash

8. Well Name and Number:  
Telonis 30-156

9. API Well Number:  
43-007-30301

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: 910' FNL, 868' FEL  
QQ, Sec., T., R., M.: NE/NE SEC. 30, T14S, 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)	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"/> 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>11/05/99</u>  Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.
<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"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off

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 11/05/99.

13. Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant - Production Date: 12/06/99

(This space for state use only)

**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: 910' FNL, 868' FEL  
QQ, Sec., T., R., M.: NE/NE SEC. 30, T14S, R09E, SLB & M

5. Lease Designation and Serial Number:

PATENTED

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU67921X Drunkards Wash

8. Well Name and Number:

Telonis 30-156

9. API Well Number:

43-007-30301

10. Field or Pool, or Wildcat:

Drunkards Wash

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 11/05/99

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 11/05/99.

13.

Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant - Production Date: 12/06/99

(This space for state use only)

JAN 11 2000

*WTC*  
*1-20-00*  
*RJK*

ORIGINAL

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.

1. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER:		5. Lease Designation and Serial Number: Patented
2. Name of Operator: River Gas Corporation		6. If Indian, Allottee or Tribe Name: N/A
3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777		7. Unit Agreement Name: UTU67921X Drunkards Wash
4. Location of Well Footages: 910' FNL, 868' FEL QQ, Sec., T., R., M.: NE/NE SEC. 30, T14S, R09E, SLB & M		8. Well Name and Number: Telonis 30-156
		9. API Well Number: 43-007-30420 30301
		10. Field or Pool, or Wildcat: Drunkards Wash
		County: Carbon County 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"/> 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>03/27/2000</u>
<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"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> 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 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 03/27/00.

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING  
APR 10 2000  
SUNDRY NOTICE AND REPORT ON WELLS

13.

Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant Date: 04/10/2000

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ORIGINAL

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.

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator: River Gas Corporation

3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777

4. Location of Well Footages: 910' FNL, 868' FEL  
QQ, Sec., T., R., M.: NE/NE SEC. 30, T14S, R09E, SLB & M

5. Lease Designation and Serial Number:

Patented

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU67921X Drunkards Wash

8. Well Name and Number:

Telonis 30-156

9. API Well Number:

43-007-30420

10. Field or Pool, or Wildcat:

Drunkards Wash

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  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 Chemical/Flush Treatment
Date of work completion 03/27/2000

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 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 03/27/00.

13.

Name & Signature: Rochelle Crabtree

Title: Administrative Assistant

Date: 04/10/2000

(This space for state use only)

WTC 5-2-00

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: \_\_\_\_\_  
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: \_\_\_\_\_

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: \_\_\_\_\_  
QQ, Sec., T., R., M.: 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)

- |   |   |
|---|---|
| <input type="checkbox"/> Abandon                                    | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Repair Casing                              | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans                            | <input type="checkbox"/> Recomplete           |
| <input type="checkbox"/> Convert to Injection                       | <input type="checkbox"/> Reperforate          |
| <input type="checkbox"/> Fracture Treat or Acidize                  | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Multiple Completion                        | <input type="checkbox"/> Water Shut-Off       |
| <input checked="" type="checkbox"/> Other <u>Change of Operator</u> |   |
| Approximate date work will start _____                              |   |

**SUBSEQUENT REPORT**  
(Submit Original Form Only)

- |  |   |
|--|---|
| <input type="checkbox"/> Abandon *                 | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Repair Casing             | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans           | <input type="checkbox"/> Reperforate          |
| <input type="checkbox"/> Convert to Injection      | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Fracture Treat or Acidize | <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 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
Faussett 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

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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:

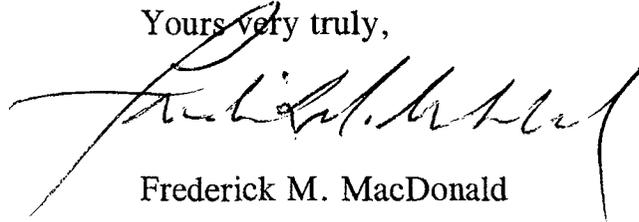
Phillips Petroleum Company  
Attn: Billy Stacy, Operations Manager  
P.O. Box 3368  
Englewood, CO 80155-3368  
Telephone No.: (720) 344-4984

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 cursive script, appearing to read "Frederick M. MacDonald". The signature is written in dark ink and is positioned above the printed name.

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

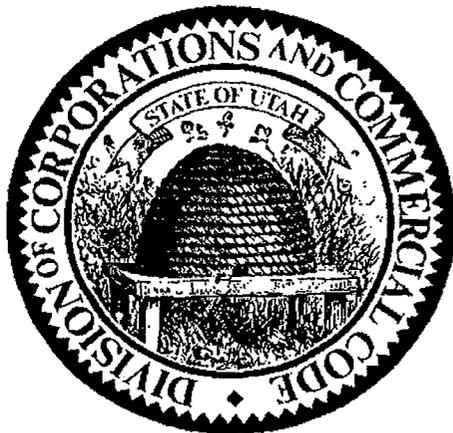
01/12/01

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## 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
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6277 001102  
00171191

Office of the Secretary of State

TS

12/13/2000  
Date:  
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 [Signature] Date 12/13/00  
[Signature]  
RIC CAMPBELL  
ACTING DIRECTOR



[Signature]  
Edward J. Freel, Secretary of State  
AUTHENTICATION: 0837738



TAP  
FILED

DEC 12 2000

Utah 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."

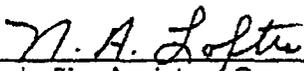
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

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 



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 2 2001

DIVISION OF  
OIL, GAS AND MINING

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, 8<sup>th</sup> 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-SJ
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**

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

<b>TO:</b> ( 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
PINNACLE PEAK 19-171	43-007-30117	11256	19-14S-09E	FEE	GW	P
BIRKINSHAW 19-108	43-007-30284	11256	19-14S-09E	FEE	GW	P
TELONIS 19-150	43-007-30300	11256	19-14S-09E	FEE	GW	P
TELONIS 19-151	43-007-30299	11256	19-14S-09E	FEE	GW	P
TELONIS 20-152	43-007-30327	11256	20-14S-09E	FEE	GW	P
TELONIS 21-90	43-007-30328	11256	21-14S-09E	FEE	GW	P
TELONIS 21-153	43-007-30329	11256	21-14S-09E	FEE	GW	P
TELONIS 22-89	43-007-30266	11256	22-14S-09E	FEE	GW	P
TELONIS 29-154	43-007-30330	11256	29-14S-09E	FEE	GW	P
TELONIS 29-155	43-007-30331	11256	29-14S-09E	FEE	GW	P
TELONIS 30-156	43-007-30301	11256	30-14S-09E	FEE	GW	P
TELONIS 30-157	43-007-30332	11256	30-14S-09E	FEE	GW	P
WILLIAMS 30-78	43-007-30279	11256	30-14S-10E	FEE	GW	P
ROBERTSON 32-127	43-007-30374	11256	32-14S-10E	FEE	GW	P
HELPER & ASSOCIATES 7-84	43-007-30258	11256	07-15S-09E	FEE	GW	P
HELPER & ASSOCIATES 07-307	43-007-30487	11256	07-15S-09E	FEE	GW	P
HELPER & ASSOCIATES 08-232	43-007-30412	11256	08-15S-09E	FEE	GW	P
HELPER & ASSOCIATES 18-236	43-007-30459	11256	18-15S-09E	FEE	GW	P
WOOLSTENHULME 05-266	43-007-30481	11256	05-15S-10E	FEE	GW	P
JENSEN 16-132	43-007-30588	11256	16-15S-10E	FEE	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 Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC")** 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: 03/05/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 03/05/2001
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.: 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: P-207328
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: 05/08/2001

**FILMING:**

1. All attachments to this form have been **MICROFILMED** on: 3-23-01

**FILING:**

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

**COMMENTS:**

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

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.

1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER <input checked="" type="checkbox"/>		5. Lease Designation and Serial Number: <u>Patented</u>
2. Name of Operator: <u>Phillips Petroleum Company</u>		6. If Indian, Allottee or Tribe Name: <u>N/A</u>
3. Address and Telephone Number: <u>6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777</u>		7. Unit Agreement Name: <u>UTU67921X Drunkards Wash</u>
4. Location of Well Footages: 910' FNL, 868' FEL QQ, Sec., T., R., M.: <u>NE/NE, SEC. 30, T14S, R09E, SLB &amp; M</u>		8. Well Name and Number: <u>Telonis 30-156</u>
		9. API Well Number: <u>43-007-30301</u>
		10. Field or Pool, or Wildcat: <u>Drunkards Wash</u>
		County: <u>Carbon County</u>
		State: <u>Utah</u>

**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 Csg <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>02/09/2001</u>
	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 02/09/01.

13.

Name & Signature: Rochelle Crabtree *Rochelle Crabtree* Title: Administrative Assistant Date: 02/26/2001

(This space for state use only)

### 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 <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: <input checked="" type="checkbox"/>	5. Lease Designation and Serial Number: Patented
2. Name of Operator: Phillips Petroleum Company	6. If Indian, Allottee or Tribe Name: N/A
3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777	7. Unit Agreement Name: UTU67921X Drunkards Wash
4. Location of Well Footages: 910' FNL, 868' FEL QQ, Sec., T., R., M.: NE/NE, SEC. 30, T14S, R09E, SLB & M	8. Well Name and Number: Telonis 30-156 9. API Well Number: 43-007-30301 10. Field or Pool, or Wildcat: Drunkards Wash
	County: Carbon County 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"/> 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>06/14/02</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>
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Csg <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Csg <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off

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 & 300 gallons of 4% HCL on 06/14/2002.

13.

Name & Signature: Lynnette Allred  Title: Operations Clerk—Production Date: 07/31/2002

(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,

*William Rainbat*

**RECEIVED**

DEC 02 2002

DIVISION OF  
OIL, GAS AND MINING

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

		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: <b>See Attached List</b>
2. NAME OF OPERATOR: <b>Phillips Petroleum Company</b>		9. API NUMBER: <b>See List</b>
3. ADDRESS OF OPERATOR: <b>980 Plaza Office</b> CITY <b>Bartlesville</b> STATE <b>OK</b> ZIP <b>74004</b>		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>See Attached List</b>		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: <b>UTAH</b>

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

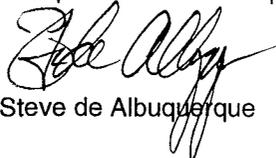
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate)  Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	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

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

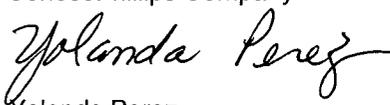
Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned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

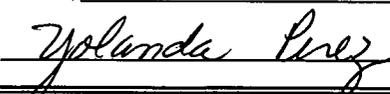
New Operator  
ConocoPhillips Company

  
Yolanda Perez

**RECEIVED**

**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)

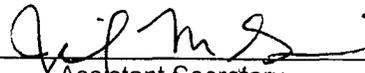


## SECRETARY'S CERTIFICATE

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 12<sup>th</sup> 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 12<sup>th</sup> 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       §

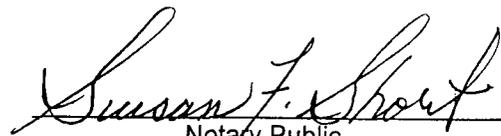
This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.



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JAN 08 2003

DIV. OF OIL, GAS & MINING

  
 Notary Public

# Delaware

PAGE 1

*The First State*

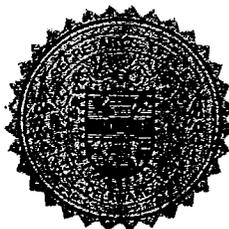
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE 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



0064324 8100

030002793

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

**CERTIFICATE OF AMENDMENT**  
**to the**  
**RESTATED CERTIFICATE OF INCORPORATION**  
**of**  
**PHILLIPS PETROLEUM COMPANY**  
**(to be renamed ConocoPhillips Company)**

Phillips Petroleum Company ("Phillips"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

1. The amendments to Phillips' Restated Certificate of Incorporation set forth below were duly adopted in accordance with the provisions of Section 242 of the DGCL and have been consented to in writing by the sole stockholder of Phillips in accordance with Section 228 of the DGCL.

2. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Article I thereof and replacing in lieu thereof a new Article I reading in its entirety as follows:

"The name of the corporation (which is hereinafter referred to as the "Corporation") is ConocoPhillips Company."

3. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Section 1 of Article IV thereof and replacing in lieu thereof a new Section 1 reading in its entirety as follows:

"Section 1. The Corporation shall be authorized to issue 2,100 shares of capital stock, of which 2,100 shares shall be shares of Common Stock, \$.01 par value ("Common Stock")."

4. Pursuant to Section 103(d) of the DGCL, this amendment will become effective at 11:00 p.m., Eastern time, on December 31, 2002.

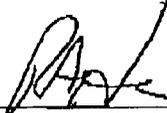
FROM RL&F#1

(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

W3

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

HOU03:884504.1

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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:

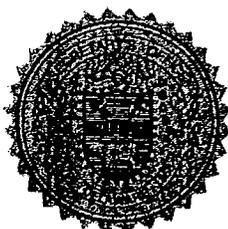
"CONOCO INC.", A DELAWARE CORPORATION,  
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

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;

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JAN 08 2003

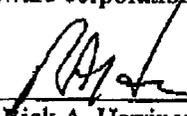
**Sixth:** A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

**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)

727

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

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

Corporation - Foreign - Profit  
562960-0143

CONOCOPHILLIPS COMPANY

EFFECTIVE  
06/14/1946

EXPIRATION  
\*RENEWAL

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	Twps	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**

**ROUTING**

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**

<b>FROM:</b> (Old Operator):	<b>TO:</b> ( 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 26-16-8	26-14S-09E	43-007-30181	11256	STATE	GW	P
UTAH 26-6-24	26-14S-09E	43-007-30202	11256	STATE	GW	P
UTAH 26-11-25	26-14S-09E	43-007-30204	11256	STATE	GW	P
UTAH 26-1-23	26-14S-09E	43-007-30205	11256	STATE	GW	P
UTAH 27-9-30	27-14S-09E	43-007-30186	11256	STATE	GW	P
UTAH 27-8-29	27-14S-09E	43-007-30193	11256	STATE	GW	P
UTAH 27-188	27-14S-09E	43-007-30292	11256	STATE	GW	P
UTAH 27-187	27-14S-09E	43-007-30395	11256	STATE	GW	P
UTAH 34-210	27-14S-09E	43-007-30429	11256	STATE	GW	P
UTAH 28-189	28-14S-09E	43-007-30396	11256	STATE	GW	P
UTAH 28-190	28-14S-09E	43-007-30397	11256	STATE	GW	P
UTAH 28-191	28-14S-09E	43-007-30293	11256	STATE	GW	P
UTAH 28-192	28-14S-09E	43-007-30294	11256	STATE	GW	P
TELONIS 29-154	29-14S-09E	43-007-30330	11256	FEE	GW	P
TELONIS 29-155	29-14S-09E	43-007-30331	11256	FEE	GW	P
UTAH 29-193	29-14S-09E	43-007-30405	11256	STATE	GW	P
UTAH 29-194	29-14S-09E	43-007-30427	11256	STATE	GW	P
UTAH 30-195	30-14S-09E	43-007-30265	11256	STATE	GW	P
TELONIS 30-156	30-14S-09E	43-007-30301	11256	FEE	GW	P
TELONIS 30-157	30-14S-09E	43-007-30332	11256	FEE	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: 02/07/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/07/2003

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:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_