

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

5. LEASE DESIGNATION AND SERIAL NO
UTU 72351 ml-48213

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

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

1a. TYPE OF WORK

DRILL **DEEPEEN**

7. UNIT AGREEMENT NAME
Drunkards Wash UTU-67921X

b. TYPE OF WELL

OIL WELL GAS WELL OTHER
SINGLE ZONE MULTIPLE ZONE **Utah**

8. FARM OR LEASE NAME, WELL NO.
USA 10-220

2. NAME OF OPERATOR

RIVER GAS CORPORATION

9. API WELL NO.

3. ADDRESS AND TELEPHONE NO.

1305 So. 100 E. Price, Utah 84501 (801) 637-8876

10. FIELD AND POOL, OR WILDCAT
Drunkards Wash

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*

At surface **1717' FSL, 1641' FWL**

At proposed prod. zone

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11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
NE/4, SW/4, Sec. 10, T15S, R9E, SLB&M

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

6.8 miles southwest of Price, Utah

12. COUNTY OR PARISH **CARBON** 13. STATE **UTAH**

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any)

910'

16. NO. OF ACRES IN LEASE

486.18 acres

17. NO. OF ACRES ASSIGNED TO THIS WELL

160 acres

18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.

1920'

19. PROPOSED DEPTH

3235'

20. ROTARY OR CABLE TOOLS

Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)

GR 6255'

22. APPROX. DATE WORK WILL START*

July 1998

23. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
14"	12-3/4"	Conductor	25'	
11"	8-5/8"	24 #/ft	325'	137 sks. G+2% S-1+1/4# per sack D-29
7-7/8"	5-1/2"	17 #/ft	3235'	306 sks 50/50 poz +8%gel+2%CaCl+10%extender. 75 sks "G" thixotropic

AMENDED

Approved by the
Utah Division of
Oil, Gas and Mining

Federal Approval of this well necessary

Date: **3/22/00**
By: **Bradley Hill**

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IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data 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.

SIGNED Don S. Hamilton TITLE **Permit Specialist**

DATE **April 1, 1998**

(This space for Federal or State office use)

PERMIT NO. **43-0417-30432** APPROVAL DATE

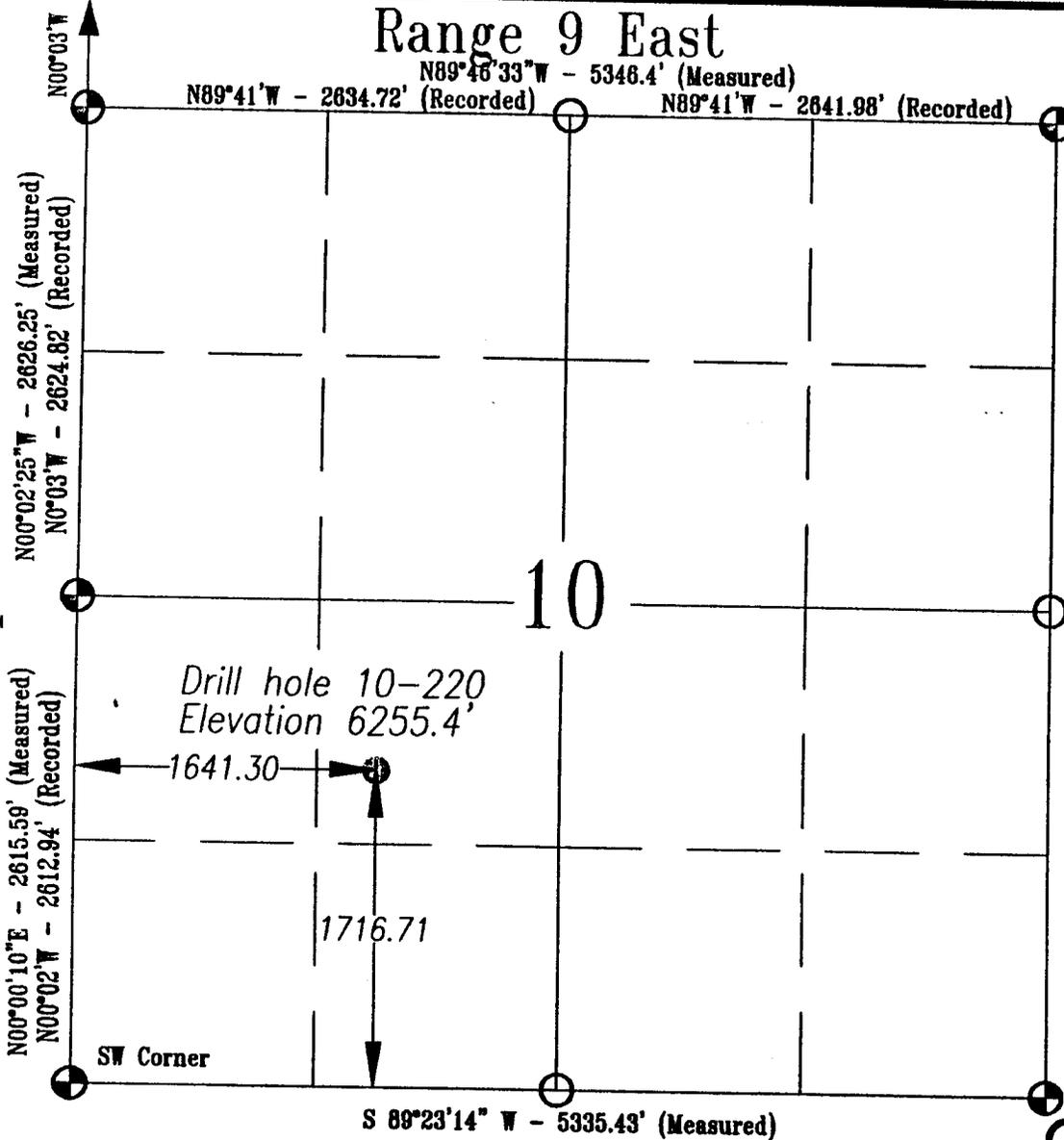
Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY Bradley Hill TITLE **BRADLEY G. HILL RECLAMATION SPECIALIST, II** DATE **4/9/98**
***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Range 9 East

Township 15 South



Basis of Bearing:

Basis of Bearing $N00^{\circ}03'W$ recorded between the SW Corner and the West Quarter Corner of Section 3, Township 15 South, Range 9 East, Salt Lake Base and Meridian.

Basis Of Elevation:

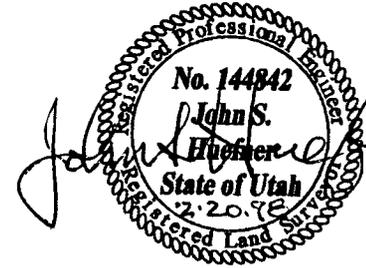
Basis of Elevation of 6327' as indicated in the NW Corner of Section 10, Township 15 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Pinnacle Peak Quadrangle 7.5 Minute Series Map.

Description of Location:

Proposed Drill Hole located in the NE 1/4 SW 1/4 of Section 10; 1716.7' North and 1641.3' East from the SW corner of Section 10, T15S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

I, John S. Huefner, a Registered Licensed Land Surveyor, holding Certificate #144842, State of Utah, do hereby certify that the information on this drawing is a true and accurate survey of the land, and was conducted under my personal supervision, as shown hereon.



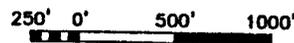
Attachment "A"
1 OF 3

LEGEND:

- Drill Hole Location
- ⊕ Brass Cap (Found)
- Brass Cap (Searched, Not Found)



SCALE:



DRAWN BY: P. BOYLEN
CHECKED BY: L.W.J.
DATE: 2/17/98
SCALE: 1"=1000'
JOB NO. 261
DRAWING NO. A-1
SHEET 1 OF 4

Castle Valley
 3284 South 125 West
 Price, Utah 84501
 (801) 637-8300
 FAX (801) 637-2833

Solutions

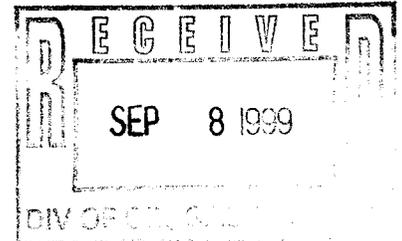
River Gas Corporation
 Well # 10-220
 Section 10, T15S, R9E, S.L.B.&M.
 Carbon County, Utah

GEO SCOUT LAND & TITLE COMPANY

P.O. BOX 11126 • SALT LAKE CITY, UTAH 84147 • (801) 364-7773

September 2, 1999

Mr. John Baza, Associate Director, Oil & Gas
Utah Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84180



Re: *River Gas Corporation
Utah 10-220 Well
Section 10, Township 15 South, Range 9 East, SLM
Carbon County, Utah
API No. 43-007-30432*

Dear Mr. Baza:

Reference is made to the pending application for permit to drill ("APD") for the captioned well filed by our client River Gas Corporation. As you may recall, this well was originally to be drilled on Federal lease UTU-72351. The APD was filed by River Gas Corporation in April, 1998. In the interim, the lands were transferred to the State of Utah in the Land Exchange Act of 1998. SITLA has redesignated the lease as ML-48213.

The lands on which this well is proposed to be located are currently subject to the Board's Order entered in Cause No. 243-2. Under that Order, no well may be located closer than 460 feet from the boundary of the Unit area or from the boundary of an uncommitted tract within the Unit area without administrative approval of the Division in accordance with Utah Admin. Code Rule R649-3-3. The captioned well is to be drilled at a location 1717' FSL and 1641' FWL in the NESW of Section 10. The distance from the well to the boundary of the Unit area and to the boundary of an uncommitted tract are greater than 460 feet. With the information provided with this letter and contained in your file for the pending APD, all requirements for approval of this well location have been satisfied. Your approval is therefore requested.

If you have any further questions or concerns regarding this application, please do not hesitate to call either me or Frederick M. MacDonald at Pruitt, Gushee & Bachtell (801)531-8446. Thank you for your attention to this matter.

Sincerely,

A handwritten signature in cursive script that reads "Sally M. Sullivan".

Sally M. Sullivan
GeoScout Land & Title Company



RIVER GAS CORPORATION

UTAH OPERATIONS

1305 South 100 East

Price, Utah 84501

Bus. (435) 637-8876

FAX (435) 637-8924

COPY

CONFIDENTIAL

April 1, 1998

Mr. Eric Jones
Petroleum Engineer
Bureau of Land Management
82 E. Dogwood
Moab, Utah 84532

RE: Application for Permit to Drill-
USA 10-220, NE/4,SW/4, Sect.10
T15S, R09E, SLB & M, Carbon County, Utah

Dear Eric:

Enclosed is the original of the *Application for Permit to Drill* (APD) for the above named well. Included with the APD is the following information:

- Exhibit "A"- Survey plat of the proposed well site;
- Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;
- Exhibit "C" - Drilling Site Layout;
- Exhibit "D" - On-site Inspection Checklist;
- Exhibit "E" - Production Site Layout;
- Exhibit "F" - Typical Road Cross-section;
- Exhibit "G" - BOP Diagram;
- Exhibit "H"- Typical Wellhead Manifold;

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,

Don S. Hamilton

Don S. Hamilton
Permit Specialist

cc: Mr. Don Stephens, BLM, Price, Utah
Mr. Chuck Snure, Texaco
Mr. R.A. Lamarre, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mr. John Baza, DOGM
Mr. Tammie Butts, River Gas Corporation
RGC Well File

UT-060-3160-1
December, 1992

Bureau of Land Management
Moab District
Application for Permit to Drill
On-Site Inspection Checklist

Company River Gas Corporation Well No. 10-220

Location: Sec. 10, T 15 S, R 9 E, Lease No. UTU-72351

On-Site Inspection Date: 10-2-97

All operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Orders, the approved plan of operations and the conditions of approval. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

A. DRILLING PROGRAM

1. Surface Formation and Estimated Formation Tops:

Surface formation: Upper Mancos Shale
Estimated top of Ferron Formation: 2,580'

2. Estimated Depth at Which Oil, Gas, Water or Other Mineral Bearing Zones are Expected to be Encountered

Depth Formation

Expected Oil Zones: none
Expected Gas Zones: Ferron Coal Interval: 2,605'-2,750'
Expected Water Zones: 2,605'-2,750'
Expected Mineral Zones: none

All fresh water and prospectively valuable minerals encountered during drilling will be recorded by depth and will be cased and cemented. When possible, water flow rates will be measured and samples will be taken and analyzed. All oil and gas shows will be tested to determine commercial potential.

3. Pressure Control Equipment- include schematics of the BOP and choke manifold, and describe testing procedures: Quick Test is contracted to test the manifold, blind rams, and B.O.P to 2000 psi. Surface casing is tested to 1 psi/ft. See attachment.

BOP systems will be consistent with API RP 53 and Onshore Oil and Gas Order No. 2. Pressure tests of the surface casing and all BOP equipment potentially subject to pressure will be conducted before drilling the surface casing shoe. Blowout preventer controls will be installed prior to drilling the surface casing shoe and will remain in use until the well is completed or abandoned. Ram preventers shall be inspected and operated each trip (no more than once a day is necessary), and annular preventers shall be inspected and operated weekly to ensure good mechanical working order. These inspections shall be recorded in the drilling log and in the daily drilling report.

4. Casing Program and Auxiliary Equipment - include casing size, weight, grade, thread and coupling, setting depth and condition (new or acceptably reconditioned): Approximately 3235' of 5 1/2", 17#/ft, N-80, LT&C production casing and approximately 10% of the above setting depth will be 8 5/8", 24#/ft J-55 surface casing.
5. Cement-include the cement type, density, yield, additives and amount used in setting each casing string. Also include the anticipated cement fill-up. If stage cementing, describe techniques: See cement design.
6. Mud Program and Circulating Medium- include mud components and weights. When air drilling, also include: length and location of bleed line; description of the auto ignitor; description of the deduster equipment; and amounts, types and characteristics of stand-by mud: Hole will be drilled with air.
7. Coring, Logging and Testing Program: Bulk Density, Gamma, Neutron Density, Resistivity and Caliper logs will be ran.
Initial opening of drill stem test tools will be restricted to daylight hours.
8. Abnormal Conditions, Bottom Hole Pressures and Potential Hazards- include anticipated bottomhole pressure and/or pressure gradient: No abnormal conditions are anticipated. Formation is slightly over-pressured. Estimated BHP: 1552 psi.
9. Any Other Aspects of this Proposal that should be Addressed:

B. THIRTEEN POINT SURFACE USE PLAN

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:
 - a. Proposed route to location (submit a map depicting access and well location).
 - b. Location of proposed well in relation to town or other reference point: 6.8 miles southwest of Price, Ut.
 - c. Contact the County Road Department for use of county roads. The use of San Juan County roads will require an encroachment permit from the San Juan Road Department.
 - d. Plans for improvement and/or maintenance of existing roads:
 - e. Other:
2. Planned Access Roads:
 - a. Location (centerline): Off of Horse Bench Road Approx:2600'FNL,1350'FWL
 - b. Length of new access to be constructed: Approx: 1200'
 - c. Length of existing roads to be upgraded: none
 - d. Maximum total disturbed width: 60'
 - e. Maximum travel surface width: 25'

- f. Maximum grades: 8%
- g. Turnouts: N/A
- h. Surface materials: In-place residual of Mancos Shale.
- i. Drainage (crowning, ditching, culverts, etc): Roads will be crowned with bar ditches on both sides & 4 culverts placed along new road.
- j. Cattleguards: N/A
- k. Length of new and/or existing roads which lie outside the lease boundary for which a BLM right-of-way is required: N/A
- l. Other:

Surface disturbance and vehicular travel will be limited to the approved location access road. Any additional area needed must be approved by the Area Manager advance.

If a right-a-way is necessary, no surface disturbing activities shall take place on the subject right-of-way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any right-of-way facilities.

If a right-of-way is secured, boundary adjustments in the lease or unit shall automatically amend this right-of-way to include that portion of the facility no longer contained within the lease or unit. In the event of an automatic amendment to this right-of-way grant, the prioron-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.

If the well is productive, the access road will be rehabilitated or brought to Resource (Class III) Road Standards within 60 days of dismantling the rig. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

- 3. Location of Existing Wells-on a map, show the location of all water, injection, disposal, producing and drilling wells within a one mile radius of the proposed well, and describe the status of each: See Attachment "B"
- 4. Location of Production Facilities:
 - a. On-site facilities: See Attachment "E"
 - b. Off-site facilities: none
 - c. Pipelines: N/A

All permanent (in place for six months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective color to match the standard environmental colors, as determined by the Rocky Mountain Five-State Interagency Committee. All facilities will be painted within six months of installation. Facilities required

by comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows:tan

All site security guidelines identified in 43 CFR § 3163.7-5 and Onshore Oil and Gas Order No. 3 Colors will be as follows: tan

If a gas meter run is constructed, it will be located on lease within 500 feet of the wellhead. The gas flowline will be buried from the wellhead to the meter and will be buried downstream of the meter until it leaves the pad. Meter runs will be housed and/or fenced. The gas meter shall be calibrated prior to first sales and shall be calibrated quarterly thereafter. All gas production and measurement shall comply with the provisions of 43 CFR § 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

If a tank battery is constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain 1 ½ times the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All oil production and measurement shall conform to the provisions of 43 CFR § 3162.7-3 and Onshore Oil and Gas Order No. 4

Production facilities on location may include a lined or unlined produced water pit as specified in NTL-2B. If water is produced from the well, an NTL-2B application must be submitted.

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from (describe location and/or show on a map): PRWID

6. Source of Construction Material:

Pad construction material will be obtained from (if the source is Federally owned, show location on a map): Private owner in East Price.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

7. Methods of Handling Waste Disposal:

Describe the methods and locations proposed for safe containment and disposal of waste material, e.g. cuttings, produced water, garbage, sewage, chemicals, etc.

The reserve pit will be lined with (native material, bentonite, synthetic material): Pit will be lined with native material unless designated otherwise by BLM officers prior to construction.

The reserve pit will be located: on the Northeast end of the location, and the pit walls will be sloped at no greater than 2 to 1.

The reserve pit shall be located in cut material, with at least 50% of the pit volume being below original ground level. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. As soon as the reserve pit has dried, all areas not needed for production will be rehabilitated.

Trash must be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations.

8. Ancillary Facilities: Garbage Containers and Portable Toilets.
9. Well Site Layout - depict the pit, rig, cut and fill, topsoil, etc. on a plat with a scale of at least 1" = 50'.

All well, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.6.

Access to the well pad will be from: Northwest

The blooie line will be located: on the Northeast end of the location, at least 100 feet from the well head.

To minimize the amount of fugitive dust and spray escaping from the blooie pit, the following blooie line deflection method will be employed: Water Injection.

10. Plans for Restoration of the Surface:

The top 6 inches of topsoil material will be removed from the location and stockpiled separately on: Adjacent land.

Topsoil along the access road will be reserved in place adjacent to the road.

Immediately upon completion of drilling, all equipment that is not necessary for production shall be removed.

The reserve pit and that portion of the location not needed for production will be reclaimed.

Before any dirt work to restore the location takes place, the reserve pit must be completely dry.

Reclaimed roads will have the berms and cuts reduced and will be closed to vehicle use.

All disturbed areas will be recontoured to replicate the natural slope.

The stockpiled topsoil will be evenly distributed over the disturbed area.

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

Seed will be broadcast or drilled between Sept and Nov., or at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage.

The following seed mixture will be used:

BLM-recommended mixture.

The abandonment marker will be one of the following, as specified by BLM:

- 1) at least four feet above ground level,
- 2) at restored ground level, or

3) below ground level.

In any case the marker shall be inscribed with the following: operator name, lease number, well name and surveyed description (township, range, section and either quarter-quarter or footages).

Additional requirements:

11. Surface and Mineral Ownership: BLM

12. Other Information:

a. Archeological Concerns: None that RGC is aware of.

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the authorized officer (AO). Within five (5) working days, the AO will inform the operator as to:

- whether the materials appear eligible for the National Register of Historic Places;
- the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
- a time frame for the AO to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that the required mitigation has been completed, the operator will then be allowed to resume construction.

b. Threatened and Endangered Species Concerns: Yes

c. Wildlife Seasonal Restrictions (yes/no): See EIS

d. Off Location Geophysical Testing: N/A

e. Drainage crossings that require additional State or Federal approval: N/A

f. Other: N/A

13. Lessee's or Operator's Representative and Certification

Representative:

Name: Don S. Hamilton

Title: Permit Specialist

Address: 1305 South 100 East
Price, Utah 84501

Phone No: (435)637-8876

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by RGC and its contractors and subcontractors in conformity with this APD package and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under BLM bond no. S304604. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Don S. Hamilton
Signature

Permit Specialist _____
Title

March 31, 1998 _____
Date

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

Building Location- Contact the Resource Area, Natural Resource Protection Specialist at least 24 hours prior to commencing construction of location.

Spud- The spud date will be reported to the Resource Area Office 24 hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted the District Office within 24 hours after spudding, regardless of whether spud was made with a dry hole digger or big rig.

Daily Drilling Reports- Daily drilling reports shall detail the progress and status of the well and shall be submitted to the District Office on a weekly basis.

Monthly Reports of Operations- In accordance with Onshore Oil and Gas Order No. 1, this well shall be reported on Minerals Management Service (MMS) Form 3160, "Monthly Report of Operations," starting the month in which operations commence and continuing each month until the well is physically plugged and abandoned. This report will be filed directly with MMS.

Sundry Notices- There will be no deviation from the proposed drilling and/or workover program without prior approval from the Assistant District Manager. "Sundry Notices and Reports on Wells: (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2. Safe drilling and operating practices must be observed.

Drilling Suspensions- Operations authorized by this permit shall not be suspended for more than 30 days without prior approval of the Authorized Officer. All conditions of this approval shall be applicable during any operations conducted with a replacement rig.

Undesirable Events- Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be immediately reported to the Resource Area in accordance with requirements of NTL-3A.

Cultural Resources- If cultural resources are discovered during construction, work that might disturb the resources is to stop, and the Area Manager is to be notified.

First Production- Should the well be successfully completed for production, the Assistant District Manager, Minerals Division will be notified when the well is placed in producing status. Such notification may be made by phone, but must be followed by a sundry notice or letter not later than five (5) business days following the date on which the well is placed into production.

A first production conference will be scheduled as soon as the productivity of the well is apparent. This conference should be coordinated through the Resource Area Office. The Resource Area Office shall be notified prior to the first sale.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, “Well Completion and Recompletion Report and Log” (Form 3160-4) will be submitted to the District Office not later than thirty (30) days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs, core descriptions, core analysis, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings and/or samples) will be submitted when requested by the Assistant District Manager.

Venting/Flaring of Gas-NTL-4A allows venting/flaring of gas during the initial well evaluation period not to exceed 30 days or 50 MMcf. Venting/flaring beyond the initial test period threshold must be approved by the District Office.

Produced Water- Produced waste water may be confined to an unlined pit for a period not to exceed 90 days after initial production. During the 90 day period, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted to the Assistant District Manager for approval pursuant to NTL-2B.

Off-Lease Measurement, Storage, Commingling- Prior approval must be obtained from the Assistant District Manager for off-lease measurement, off-lease storage and/or commingling (either down-hole or at the surface).

Plugging and Abandonment- If the well is completed as a dry hole, plugging instructions must be obtained from the BLM, Moab District Office prior to initiating plugging operations. Table 1 of this document provides the after-hours phone numbers of personnel who are authorized to give plugging instructions.

A “Subsequent Report of Abandonment” (Form 3160-5) will be filed with the Assistant District Manager, Minerals Divisions within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the Area Manager or his representative, or the appropriate surface managing agency.

TABLE 1
NOTIFICATIONS

Notify Don Stephens of the Price Resource Area, at (435)636-3608 for the following:

2 days prior to commencement of dirt work, construction or reclamation;

1 day prior to spudding;

50 feet prior to reaching surface and intermediate casing depths;

3 hours prior to testing BOPE;

12 hours prior to reaching kickoff point depth (if applicable).

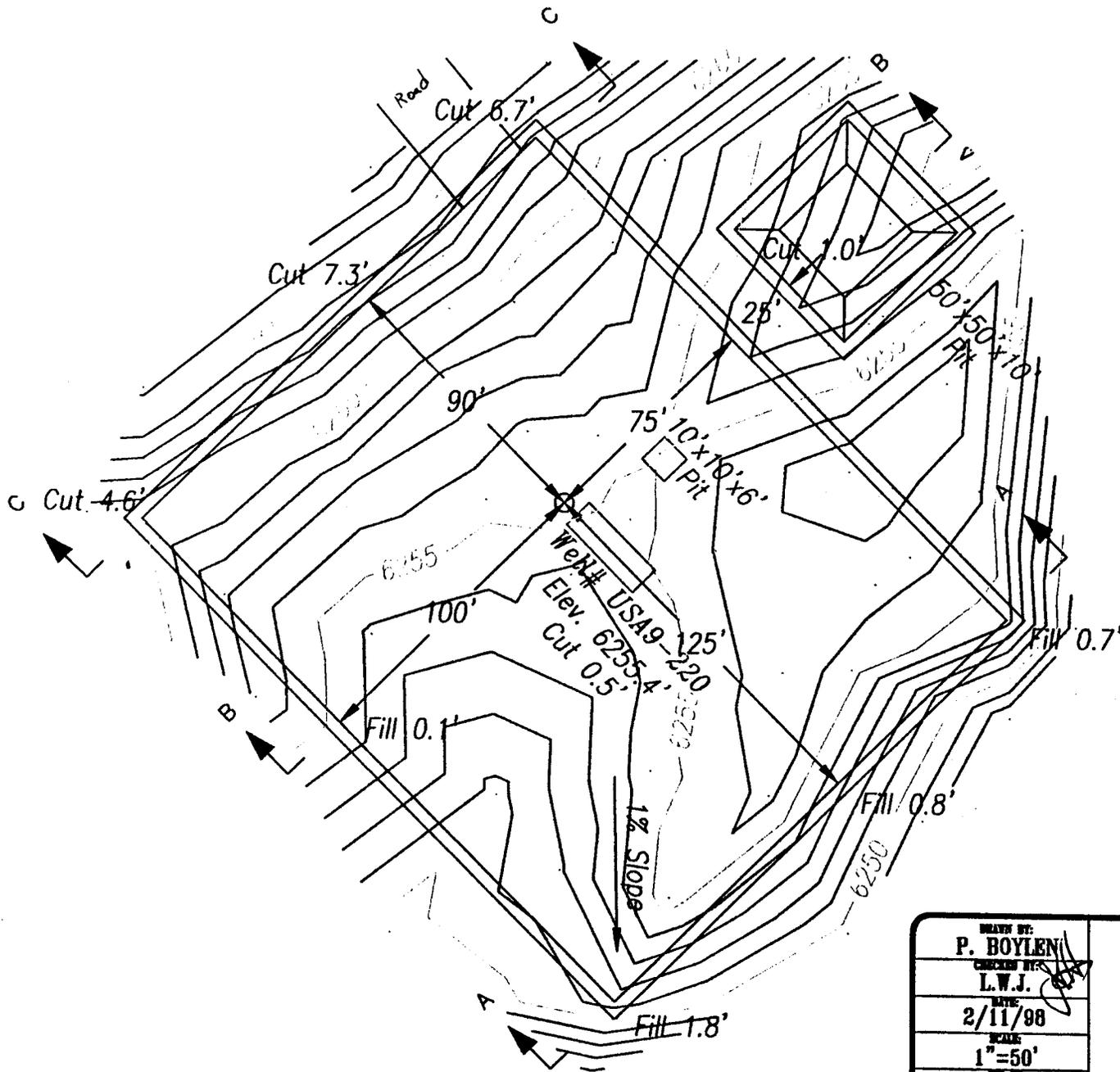
If the person at the above number cannot be reached, notify the Moab District Office at (435) 259-6111. If unsuccessful, notify one of the people listed below.

Well abandonment operations require 24 hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained by calling the Moab District Office, Branch of Fluid Minerals at (435) 259-6111. If approval is needed after work hours, you may contact the following:

Eric Jones, Petroleum Engineer Office: (435) 259-6111
Home: (435) 259-2214

If unable to reach the above individuals, please call:

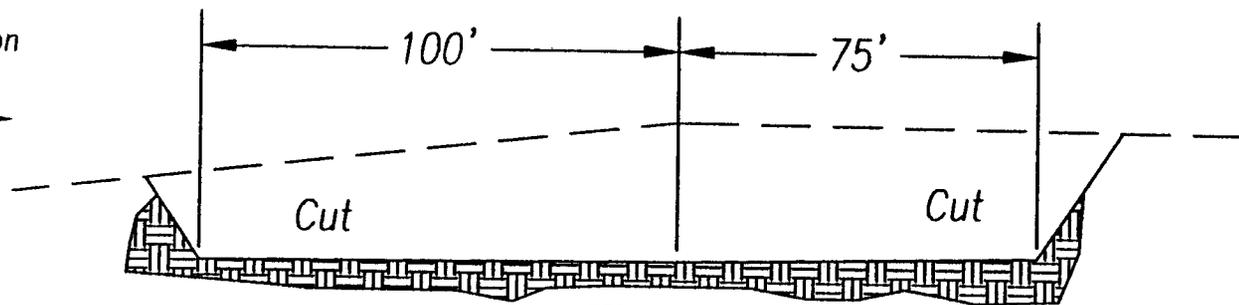
Lynn Jackson, Office: (435) 259-6111
Chief, Branch of Fluid Minerals Home: (435) 259-7990



Elevation Ungraded Ground at Location Stake = 6255.4'
Elevation Graded Ground at Location Stake = 6254.9'

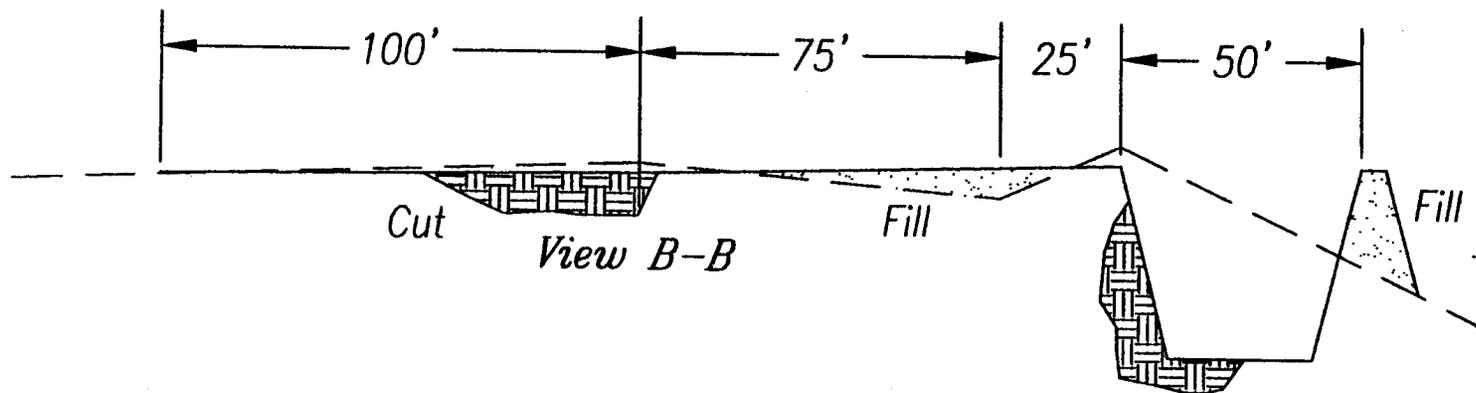
DRAWN BY: P. BOYLEN	
CHECKED BY: L.W.J.	
DATE: 2/11/98	3200 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833
SCALE: 1"=50'	Services River Gas Corporation Location Layout Section 10, T15S, R9E, S.L.B.&M. Well# USA9-220
JOB NO. 261	
DRAWING NO. A-2	
SHEET 2 OF 4	

1"=10'
X-Section
Scale
1"=40'

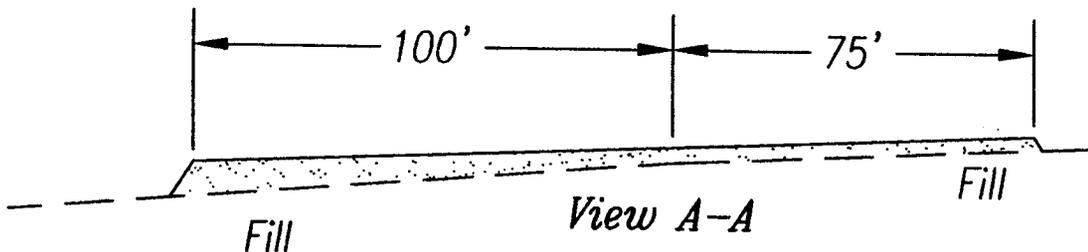


View C-C

Slope = 1 1/2 : 1
(Except Pit)
Pit Slope = 1 : 1



View B-B



View A-A

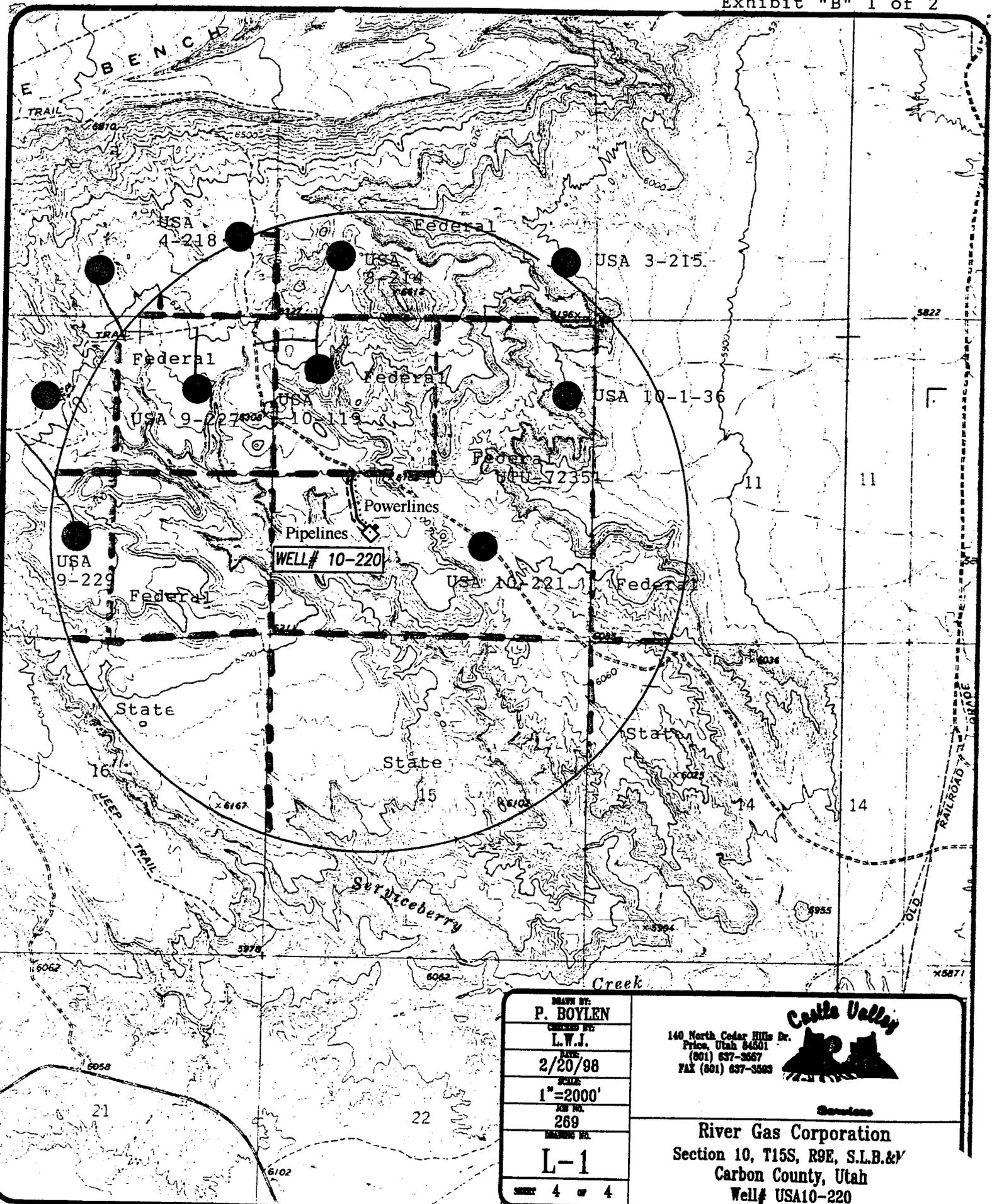
APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 750.0 Cu. Yds.
Remaining Location	= 2,262.1 Cu. Yds.
TOTAL CUT	= 3,012.1 Cu. Yds.
TOTAL FILL	= 935.1 Cu Yds.

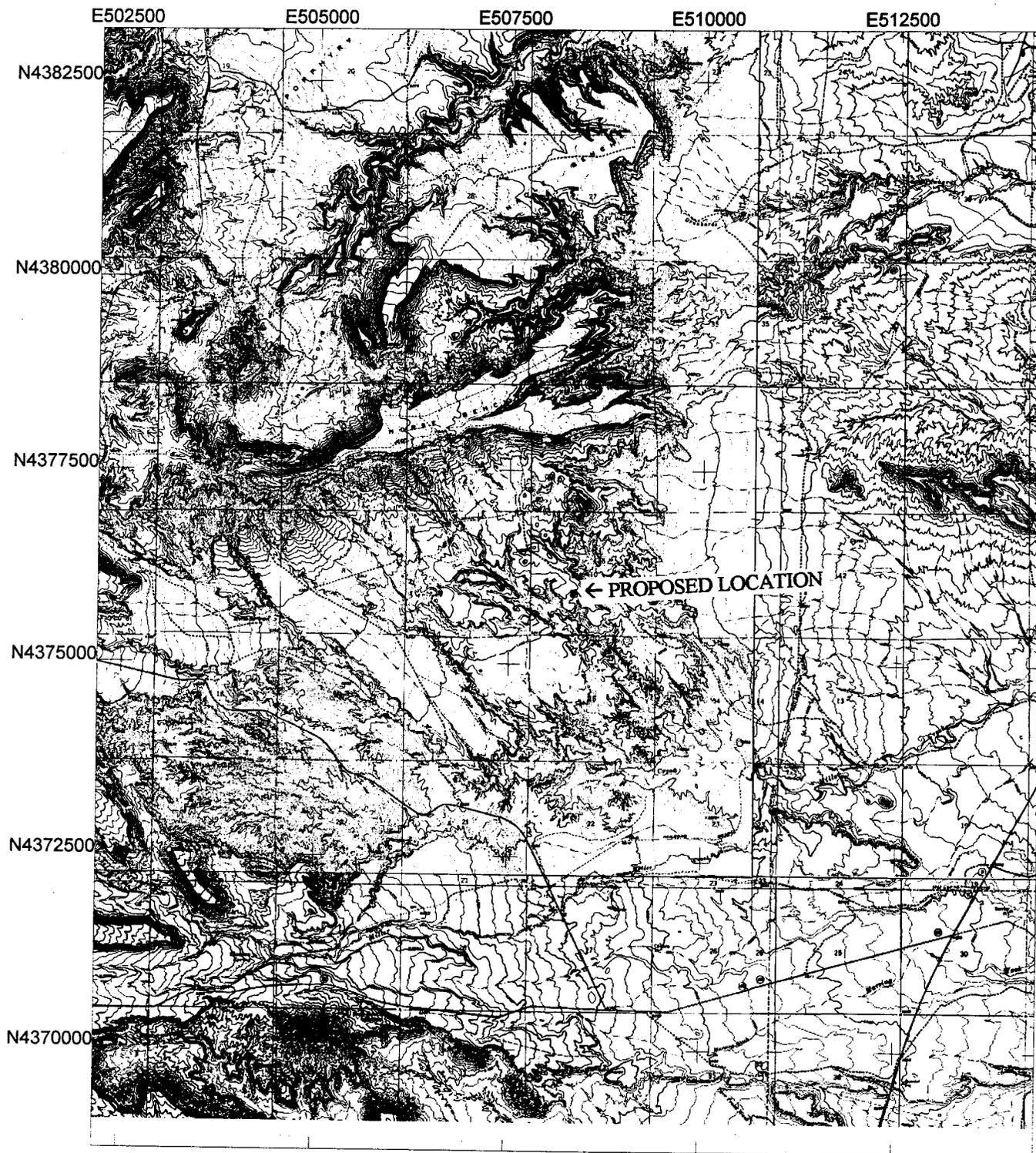
DRAWN BY:
P. BOYLEN
 CHECKED BY:
L.W.J.
 DATE:
2/11/98
 SCALE:
1"=50'
 SHEET NO:
261
 DRAWING NO.
A-2
 SHEET 2 OF 4

Castle Valley
 3204 South 125 West
 Prico, Utah 84501
 (801) 637-9300
 FAX (801) 637-2833

Sevens
River Gas Corporation
 Location Layout
 Section 10, T15S, R9E, S.L.B.&M.
 Well USA9-220

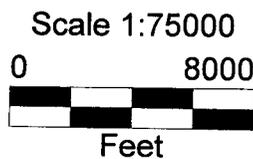


DRAWN BY: P. BOYLEN	
CHECKED BY: L.W.J.	
DATE: 2/20/98	140 North Cedar Hills Dr. Price, Utah 84501 (801) 637-3667 FAX (801) 637-3663
SCALE: 1" = 2000'	Sundance
JOB NO. 269	River Gas Corporation
DRAWING NO. L-1	Section 10, T15S, R9E, S.L.B.&V Carbon County, Utah
SHEET 4 OF 4	Well# USA10-220

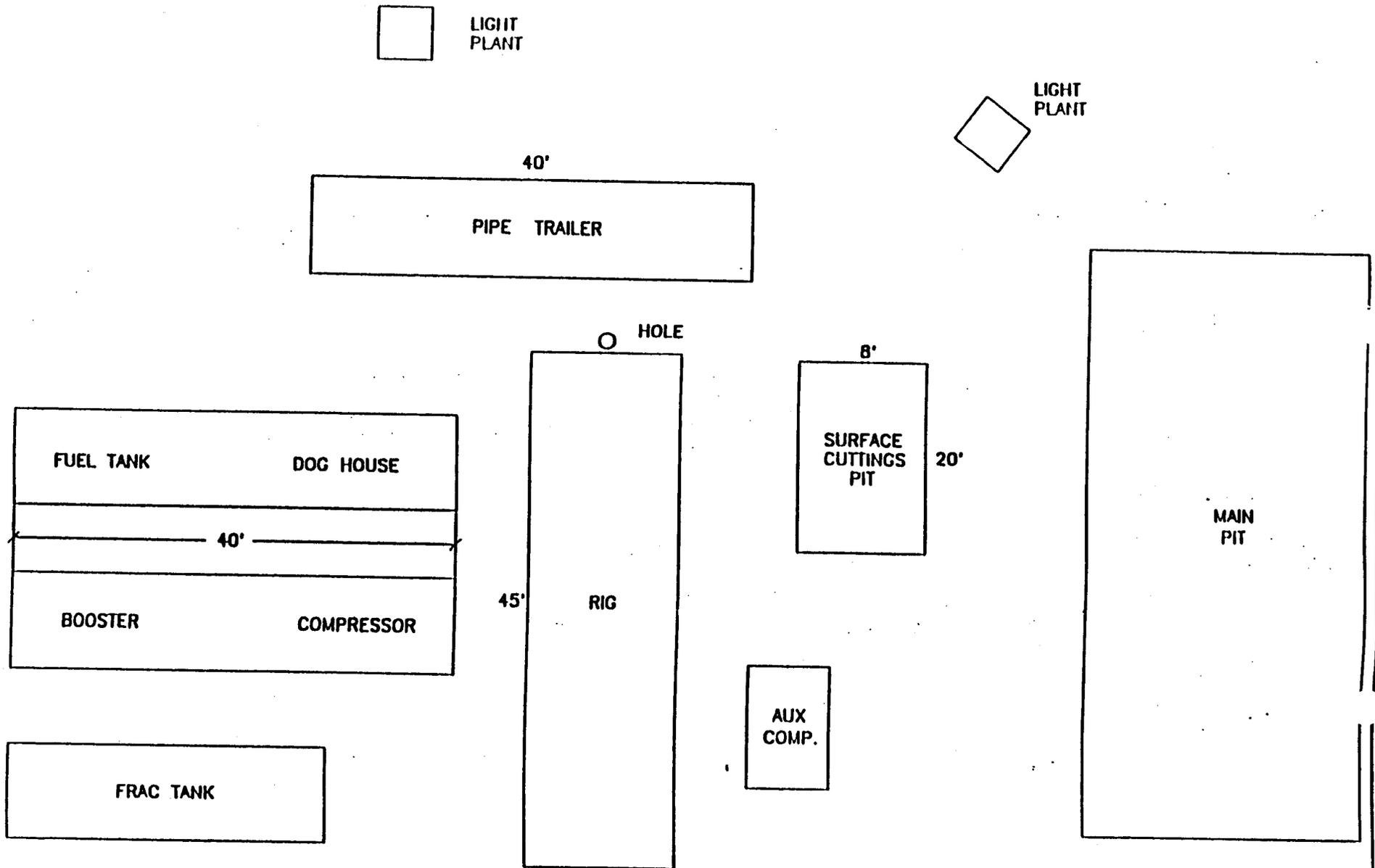


PROPOSED LOCATION - USA 10-220

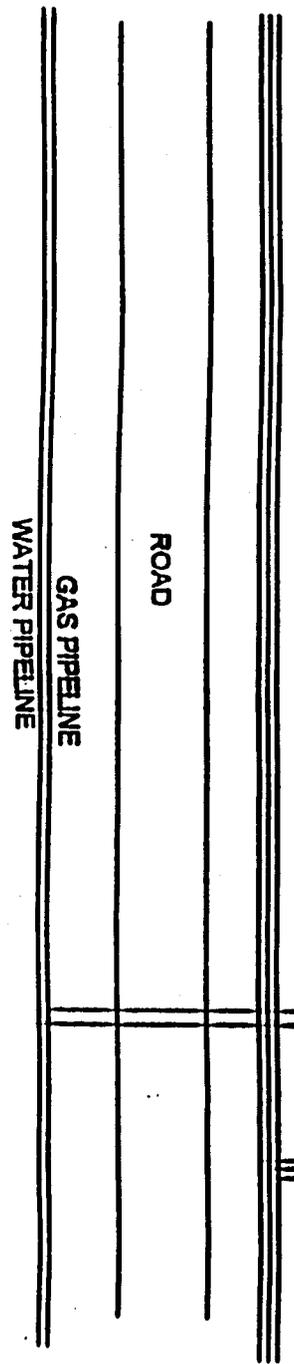
Universal Transverse Mercator
North 12
NAD83 (Conus)



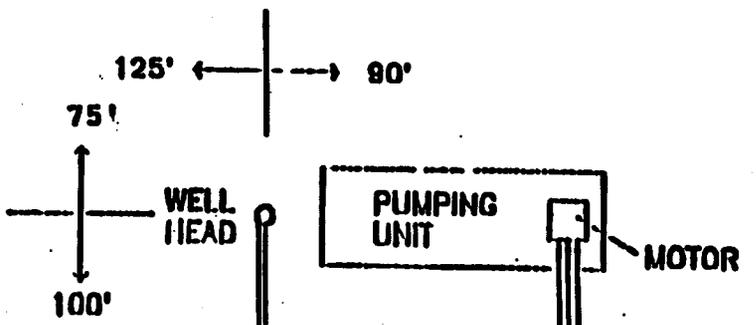
3/27/1998
Pathfinder Office™



APPROXIMATE LAYOUT OF RIG & EQUIPMENT
 (NOT TO SCALE)



○ ANCHOR (TYP. 4 PL.)



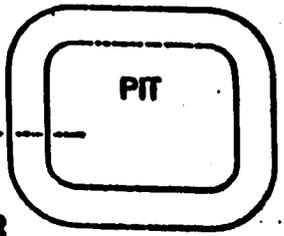
GAS/WATER

3-PHASE
ELEC.

SEPARATOR

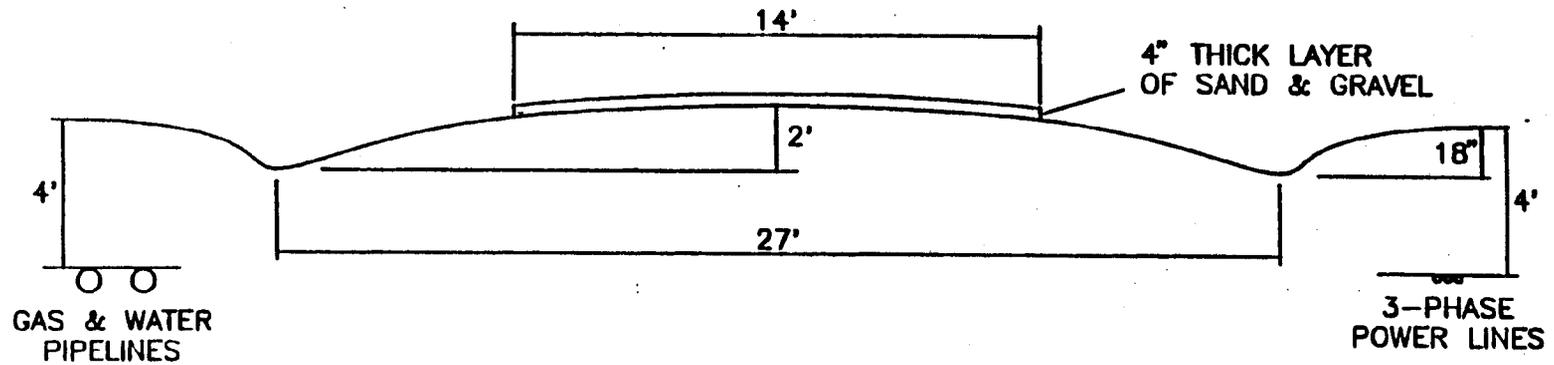
RTU
STARTER

TRANSFORMER



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

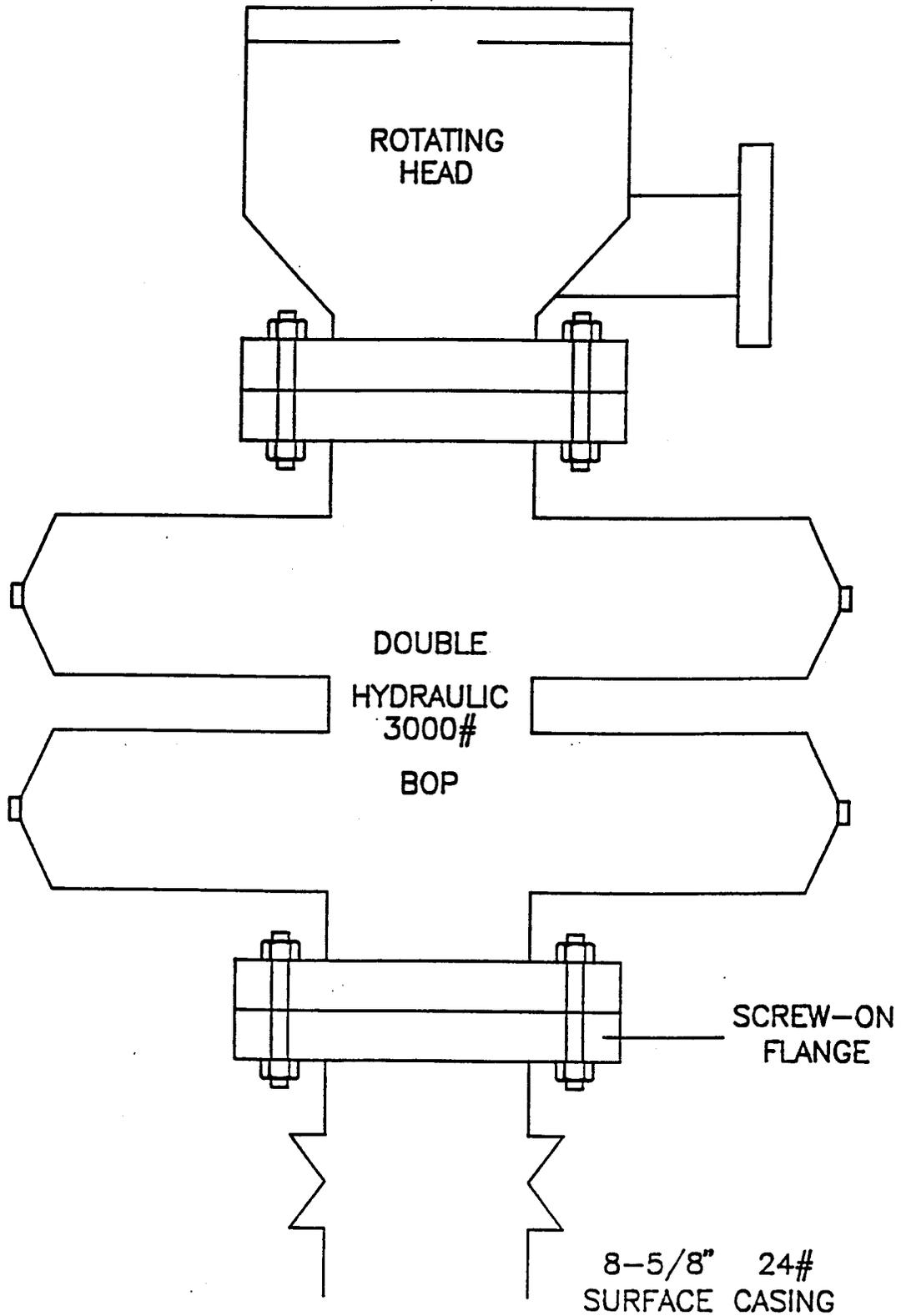
RIVER GAS CORPORATION



TYPICAL ROAD CROSS-SECTION

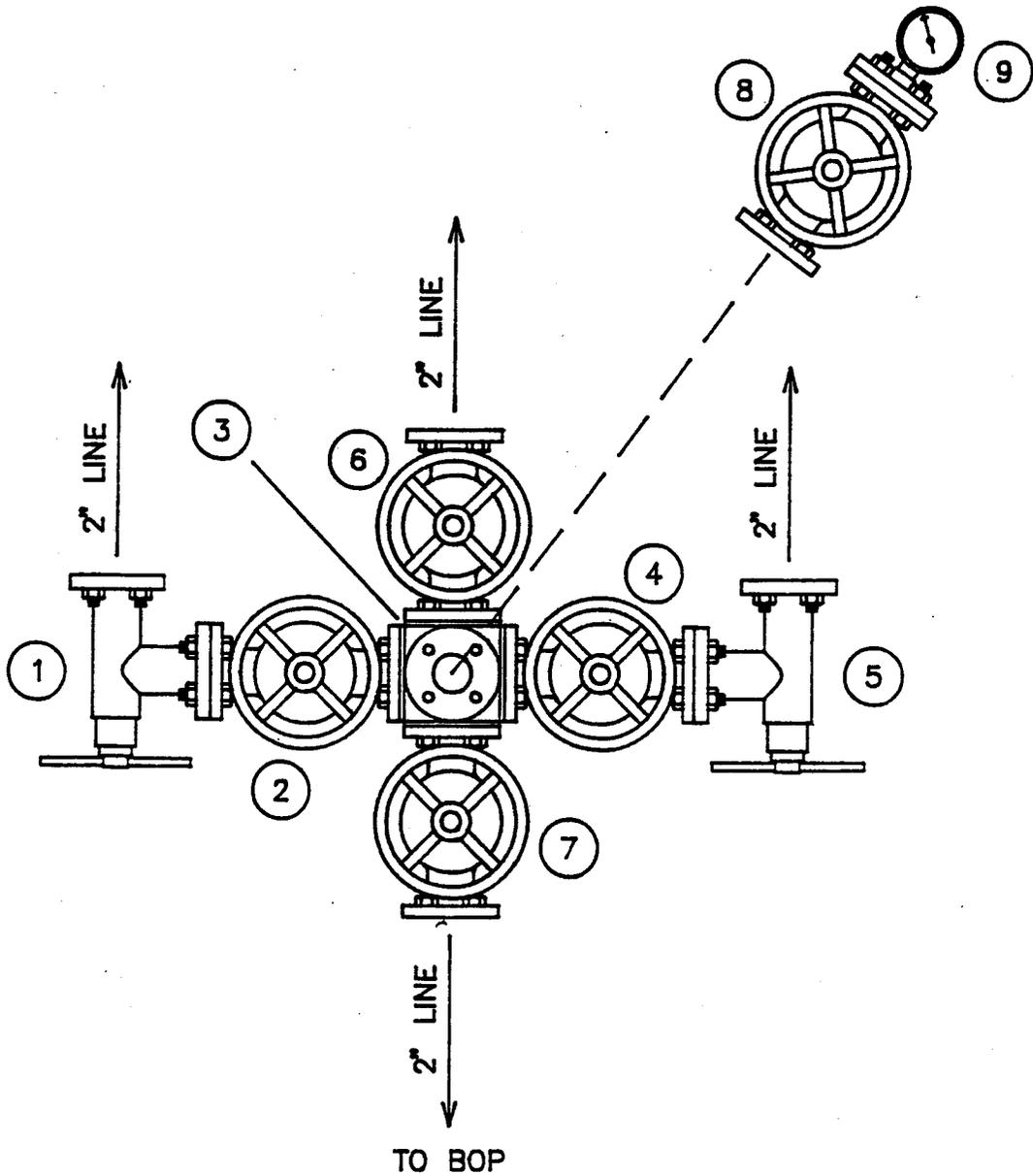
NOT TO SCALE

DIVERTER HEAD



- (1) 2" 5M FLANGED CHOKE
- (2) 2" 5M GATE VALVE (FLANGED)
- (3) 2" 5M STUDDED CROSS
- (4) 2" 5M GATE VALVE (FLANGED)
- (5) 2" 5M FLANGED CHOKE
- (6) 2" 5M GATE VALVE (FLANGED)
- (7) 2" 5M GATE VALVE (FLANGED)
- (8) 2" 5M GATE VALVE (FLANGED)
- (9) 3000# GAUGE

NOTE:
 NUMBER 8 GATE VALVE
 SITS ON TOP OF MANIFOLD
 BETWEEN STUDDED CROSS
 AND 3000# GAUGE.



MANIFOLD

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: / /

API NO. ASSIGNED: 43-007-30432

WELL NAME: UTAH 10-220
 OPERATOR: RIVER GAS CORPORATION (N1605)
 CONTACT: JEAN SEMBORSKI

AMENDED
 PHONE NUMBER: 435-613-9777

PROPOSED LOCATION:
 SWSW 10 150S 090E
 SURFACE: 0474 FSL 0372 FWL
 BOTTOM: 0474 FSL 0372 FWL
 CARBON
 DRUNKARDS WASH (48)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	<i>RSK</i>	10-2-00
Geology		
Surface		

LEASE TYPE: 3-State
 LEASE NUMBER: ML-48213
 SURFACE OWNER: 3-State

PROPOSED FORMATION: FRSD

RECEIVED AND/OR REVIEWED:

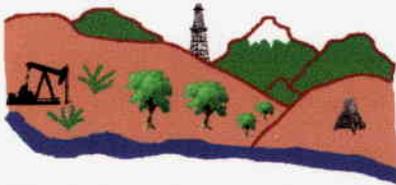
Plat
 Bond: Fed[] Ind[] Sta[3] Fee[]
 (No. 579333)
 Potash (Y/N)
 Oil Shale (Y/N) *190 - 5 (B)
 Water Permit
 (No. PRWID)
 RDCC Review (Y/N)
 (Date:)
 Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3. Unit Drunkards Wash
 R649-3-2. General
 Siting: _____
 R649-3-3. Exception
 Drilling Unit
 Board Cause No: 2432
 Eff Date: 7-13-99
 Siting: 460' fr. Unit Boundary E. Nicomm. Tract.
 R649-3-11. Directional Drill

COMMENTS: Need Presite. (Conducted 9-22-2000)

STIPULATIONS: ① STATEMENT OF BASIS



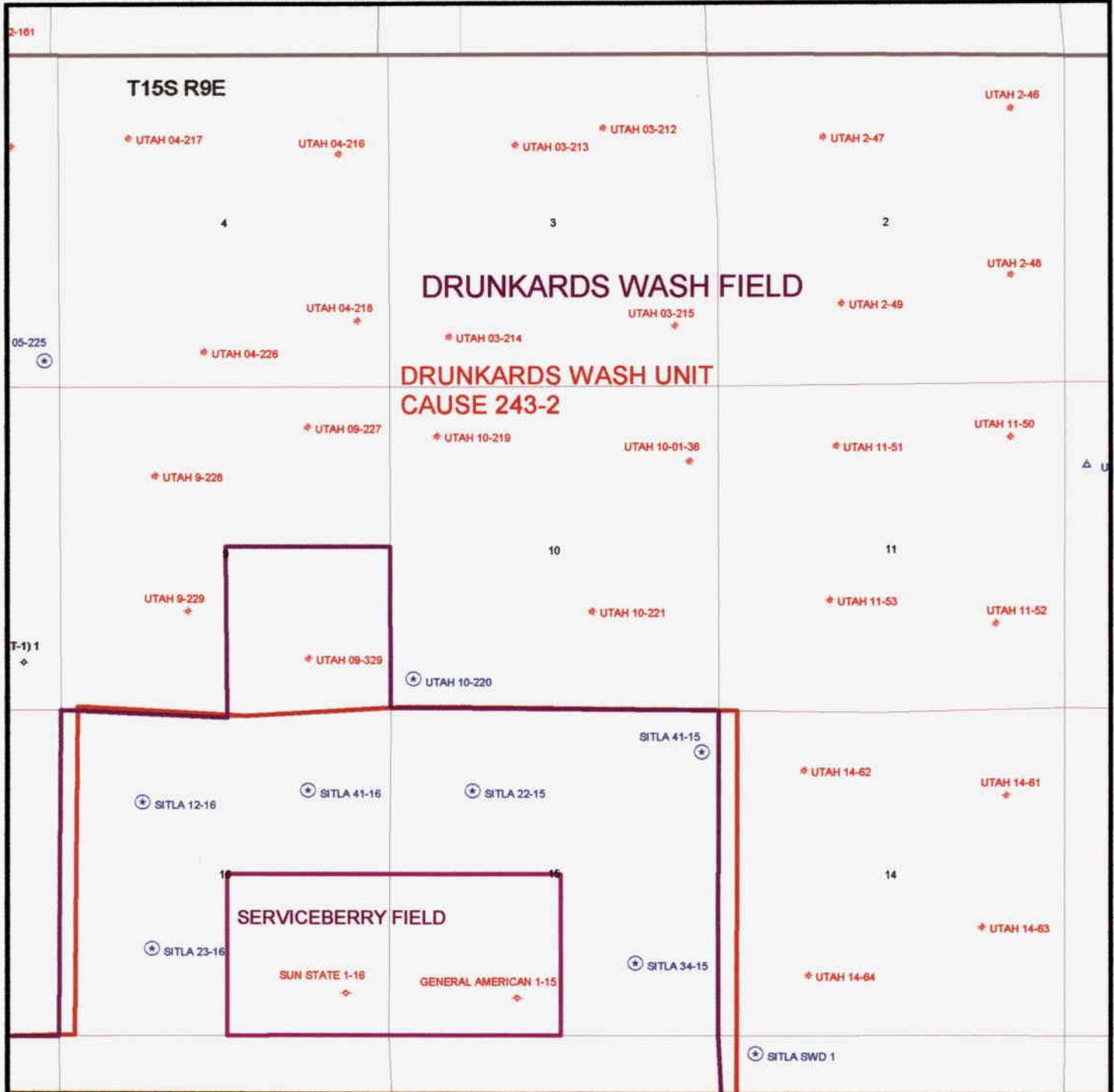
Utah Oil Gas and Mining

OPERATOR: RIVER GAS CORP (N1605)

FIELD: DRUNKARDS WASH (048)

SEC. 10, T15S, R9E,

COUNTY: CARBON UNIT: DRUNKARDS WASH
SPACING: CAUSE 243-2



DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL

STATEMENT OF BASIS

Operator Name: River Gas Corporation

Name & Number: Utah 10-220

API Number: 43-007-30432

Location: 1/4,1/4 SWSW Sec. 10 T. 15S R. 9E

Geology/Ground Water:

There are no aquifers with high quality ground water expected to be encountered. The proposed casing and cement program will adequately isolate any zones of water penetrated.

Reviewer: Christopher J. Kierst **Date:** 9/26/2000

Surface:

The nearest moving surface waters are at Serviceberry Creek (1 mile south). Precipitation will be deflected around the location with berms and culverts. There are no nearby culinary or irrigation water supply wells. The site was photographed and characterized on 9/22/2000. Provision was made to ensure site rehabilitation, litter and waste control, preservation of drainage patterns and the integrity of local infrastructure, groundwater and other resources. The well utilities and gas gathering system will follow the approach roadway.

Reviewer: Christopher J. Kierst **Date:** 9/26/2000

Conditions of Approval/Application for Permit to Drill:

- 1) Culverts sufficient to manage expected runoff, standing and surface water in crossed drainages.
- 2) Berm location and pit.
- 3) Site infrastructure as per amended drilling location plat.
- 4) Minimum 12 mil synthetic liner required.
- 5) Soil storage as per amended drilling location plat.

JN-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: River Gas Corporation

WELL NAME & NUMBER: Utah 10-220

API NUMBER: 43-007-30432

LEASE: State FIELD/UNIT: Drunkard's Wash

LOCATION: 1/4,1/4 SWSW Sec: 10 TWP: 15S RNG: 9E 474 FSL 372 FWL

LEGAL WELL SITING: 460' From a Unit Boundary and/or uncommitted tracts.

GPS COORD (UTM): X = 507,939; Y = 4,375,310 (UTM from surveyor) X = 507,956; Y = 4,375,313 (Garmin field reading)

SURFACE OWNER: SITLA

PARTICIPANTS

C. Kierst (DOG M), J. Semborski (RGC), L. Jensen (Nelco). DWR, SITLA and County personnel were unable to attend.

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Western margin of Colorado Plateau/~6 miles east of Wasatch Plateau on a low bench on the south rim of a drainage feeding into the Serviceberry Creek drainage. The location is about 6 miles southwest of Price, Utah, and ~6 miles east of Wattis, Utah. The pad is on moderately vegetated ground which generally slopes to the southeast. The nearby land surface about the bench is moderately incised terrain.

SURFACE USE PLAN

CURRENT SURFACE USE: Grazing, wildlife habitat

PROPOSED SURFACE DISTURBANCE: 215' X 175' pad with 50' X 50' X 10' attached pit. ~400' of new access is required.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 5 RGC CBM producers, 1 SGW status Marathon well (4300730075) and 4 Marathon DRL status CBM production wells.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: none nearby.

SOURCE OF CONSTRUCTION MATERIAL: Gravel location and approach road; soil stored in berm.

ANCILLARY FACILITIES: none

WASTE MANAGEMENT PLAN:

Portable chemical toilets, which will be emptied into the municipal waste treatment system; garbage cans on location will be emptied into centralized dumpsters which will be emptied into an approved landfill. Crude oil production is unlikely. Drilling fluid, completion / frac fluid and cuttings will be buried in the pit after evaporation and slashing the pit liner. Produced water will be gathered to the

evaporation pit and eventually injected into the Navajo Sandstone via a RGC-operated salt water disposal well. Used oil from drilling operations and support is hauled to a used oil recycler and reused.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: none - location is ~1 mile north of Serviceberry Creek and the Price River is ~6 miles northeast.

FLORA/FAUNA: Pinyon, juniper / birds, lizards, coyotes, rodents, raptors, priority elk and critical deer winter range, reptiles.

SOIL TYPE AND CHARACTERISTICS: Sandy, silty, moderately permeable soil on Quaternary / Tertiary Pediment Mantle.

SURFACE FORMATION & CHARACTERISTICS: Quaternary/Tertiary Pediment Mantle covering the Blue Gate Member (above Garley Canyon Beds) of Mancos Shale, light gray, bentonitic shale and sandstone ledges.

EROSION/SEDIMENTATION/STABILITY: stable

PALEONTOLOGICAL POTENTIAL: None observed

RESERVE PIT

CHARACTERISTICS: Dugout, earthen pit, as above.

LINER REQUIREMENTS (Site Ranking Form attached): Synthetic liner.

SURFACE RESTORATION/RECLAMATION PLAN

See SITLA Agreement.

SURFACE AGREEMENT: On File.

CULTURAL RESOURCES/ARCHAEOLOGY: Archaeological survey on file with state.

OTHER OBSERVATIONS/COMMENTS

Location moved for raptors. Location ~100' SW of shallow canyon.

ATTACHMENTS:

4 photographs taken.

Chris Kierst
DOGM REPRESENTATIVE

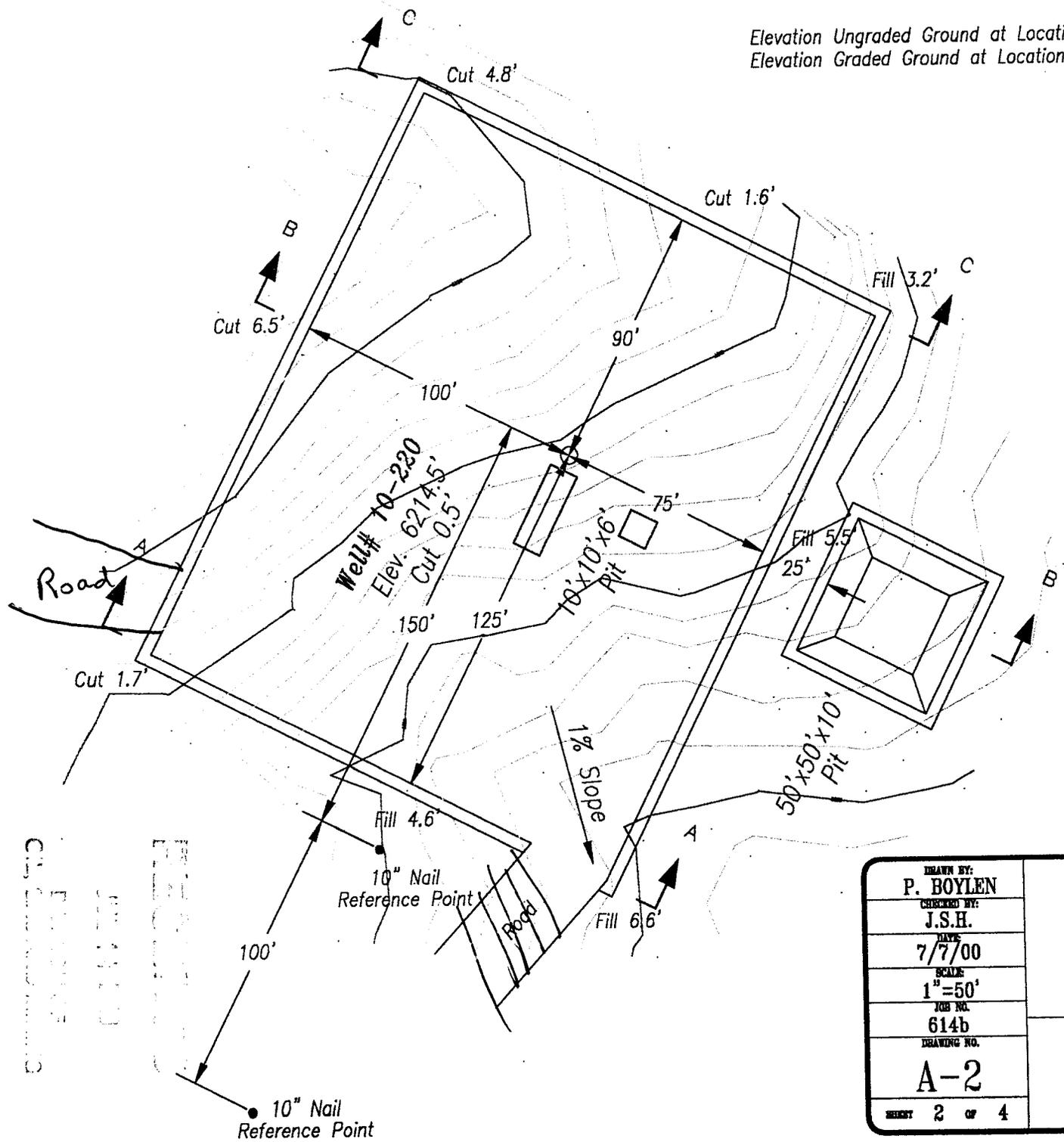
9/22/2000 / 11:00 AM
DATE/TIME

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

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of hazardous constituents	20	<u>0</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>5</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 15 (Level II Sensitivity)

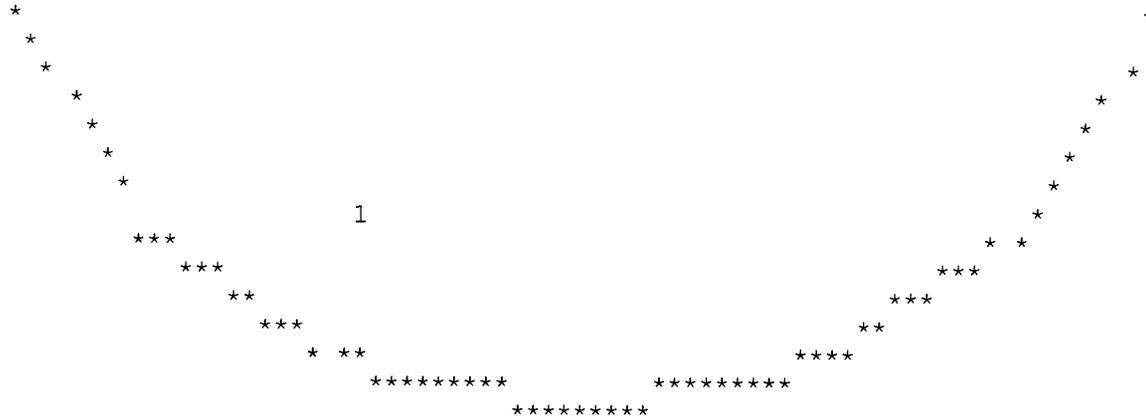
Elevation Ungraded Ground at Location Stake = 6214.5'
 Elevation Graded Ground at Location Stake = 6214.0'



DRAWN BY: P. BOYLEN	
CHECKED BY: J.S.H.	
DATE: 7/7/00	3286 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2839
SCALE: 1" = 50'	Sewless
JOB NO. 614b	River Gas Corporation Location Layout
DRAWING NO. A-2	Section 10, T15S, R9E, S.L.B.&M. Well #10-220
SHEET 2 OF 4	

C:\Users\pboyle\Documents\614b.dwg
 7/7/00 10:10:10 AM

ENVID 7 4/7



UTAH DIVISION OF WATER RIGHTS
NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	QUANTITY CFS	AND/OR AC-FT	SOURCE DESCRIPTION or WELL INFO	POINT OF DIVERSION DESCRIPTION
				DIAMETER DEPTH YEAR LOG	NORTH EAST CNR SEC TWN RNG B&M
0	91 4528	.0000	.00	Unnamed Trib. to Serviceberry	
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/19
				State of Utah School & Institutional Tru 675 East 500 South, Suite 500	Salt Lake City
1	91 4980	.0000	4.73	Unnamed Washes	N 2100 W 1500 SW 15 15S 9E SL
				WATER USE(S): STOCKWATERING	PRIORITY DATE: 01/26/19
				State of Utah School & Institutional Tru 675 East 500 South, 5th Floor	Salt Lake City

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 04/03/98

API NO. ASSIGNED: 43-007-30432

WELL NAME: ~~DRUNKARDS WASH USA~~ ^{Utah} 10-220
 OPERATOR: RIVER GAS CORPORATION (N1605)
 CONTACT: _____

AMENDED

PROPOSED LOCATION:
 NESW 10 - T15S - R09E
 SURFACE: 1717-FSL-1641-FWL
 BOTTOM: 1717-FSL-1641-FWL
 CARBON COUNTY
 DRUNKARDS WASH FIELD (048)

INSPECT LOCATION BY: / /		
TECH REVIEW	Initials	Date
Engineering	RSC	6/2/99
Geology		
Surface		

LEASE TYPE: ~~FED~~ State
 LEASE NUMBER: UTU-72351 ml-48213
 SURFACE OWNER: State

PROPOSED FORMATION: FRSD

RECEIVED AND/OR REVIEWED:

Plat

Bond: Federal State Fee
 (No. 579333)

Potash (Y/N)

Oil Shale (Y/N) *190-5(B)

Water Permit
 (No. _____)

RDCC Review (Y/N)
 (Date: _____)

St/Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3. Unit Drunkards Wash

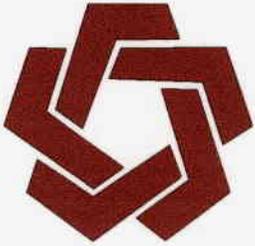
R649-3-2. General

~~R649-3-3. Exception~~

Drilling Unit
 Board Cause No: 243-2
 Date: 7-13-99
460' fr. Unit Boundary & Uncommitted Tract.

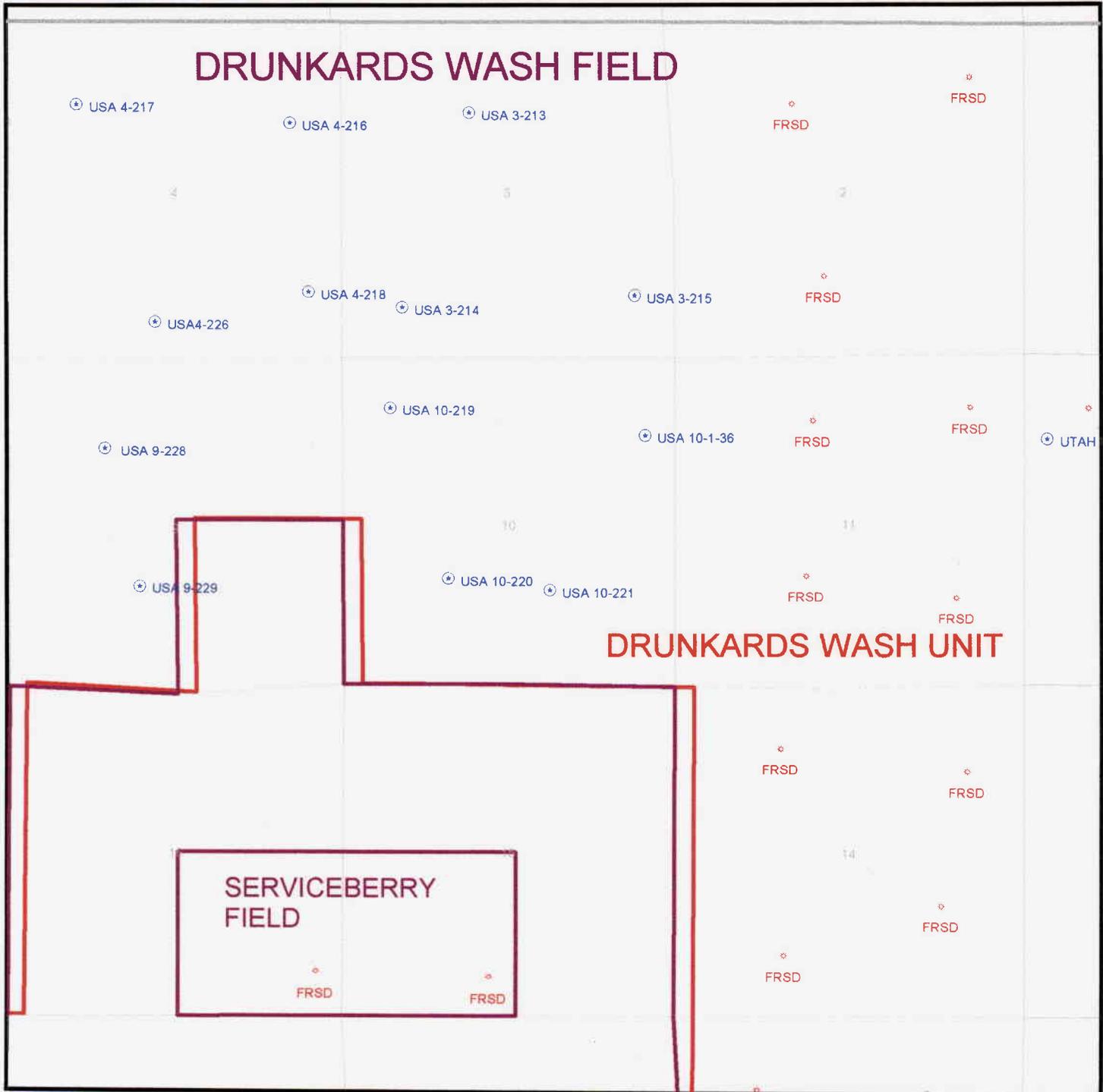
COMMENTS: Need Preside. (Conducted 5-20-99)
Need add'l info. "Except. Loc." (Rec'd 7-1-99) *waiting final order 243-2
that suspends R649-3-2 & allows permit aprvl. under R649-2-3/Unit.

STIPULATIONS: ~~① FEDERAL APPROVAL~~ ① Conductor &
 surface casing shall be cemented to surface.
 ② STATEMENT OF BASIS



DIVISION OF OIL, GAS & MINING

OPERATOR: RIVER GAS CORP. (N1605)
FIELD: DRUNKARDS WASH (048)
SEC. 10, TWP. 15S, RNG. 9E,
COUNTY: CARBON UAC: R649-2-3 DRUNKARDS WASH



DATE PREPARED:
6-APR-1998

DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL STATEMENT OF BASIS

Operator Name: River Gas Corporation

Name & Number: Utah 10-220

API Number: 43-007-30432

Location: 1/4, 1/4 NESW Sec. 10 T. 15S R. 9E

Geology/Ground Water:

There are no aquifers with high quality ground water expected to be encountered. The proposed casing and cement program will adequately isolate any zones of water penetrated.

Reviewer: Christopher J. Kierst **Date:** 5/21/99

Surface:

The nearest moving surface waters are at Serviceberry Creek (1 mile south). Precipitation will be deflected around the location with berms and culverts. There are no nearby culinary or irrigation water supply wells. The site was photographed and characterized on 5/20/99. Provision was made to ensure site rehabilitation, litter and waste control, preservation of drainage patterns and the integrity of local infrastructure, groundwater and other resources. The well utilities and gas gathering system will follow the approach roadway.

Reviewer: Christopher J. Kierst **Date:** 5/21/99

Conditions of Approval/Application for Permit to Drill:

- 1) Culverts sufficient to manage expected runoff, standing and surface water in crossed drainages.
- 2) Berm location and pit.
- 3) Site infrastructure as per drilling location plat.
- 4) Minimum 12 mil synthetic liner required.
- 5) Soil storage as per drilling location plat.

ON-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: River Gas Corporation

WELL NAME & NUMBER: Utah 10-220

API NUMBER: 43-007-30432

LEASE: State FIELD/UNIT: Drunkard's Wash

LOCATION: 1/4,1/4 NESW Sec: 10 TWP: 15S RNG: 9E 1717 FSL 1641 FWL

LEGAL WELL SITING: 660'F SEC. LINE; 660'F 1/4,1/4 LINE; 1320'F ANOTHER WELL.

GPS COORD (UTM): X = 508,258; Y = 4,375,679 (UTM calculated from corner)

SURFACE OWNER: SITLA

PARTICIPANTS

C. Kierst (DOGM), D. Hamilton, G. Vasquez, C. Anderson (RGC), L. Jensen (Nelco), SITLA and DWR personnel didn't attend.

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Western margin of Colorado Plateau/~6 miles east of Wasatch Plateau on a low bluff formed on resistant Garley Canyon Bed sandstones. The location is about 6 miles southwest of Price, Utah, and ~6 miles east of Wattis on the westward-dipping Blue Gate Member of the Mancos Shale. The pad is on moderately vegetated ground which generally slopes to the southeast. The nearby land surface on either side of the bluff is moderately incised terrain.

SURFACE USE PLAN

CURRENT SURFACE USE: Grazing, wildlife habitat

PROPOSED SURFACE DISTURBANCE: 215' X 175' pad with 50' X 50' X 10' attached pit and 2,000' of new approach road off existing road.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 6 RGC CBM producers, 1 PA'd well (4300730106), 2 approved APD locations and one unapproved Helper & Associates location.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: none nearby.

SOURCE OF CONSTRUCTION MATERIAL: Gravel location and approach road; soil stored in berm.

ANCILLARY FACILITIES: none

ANCILLARY FACILITIES: none

WASTE MANAGEMENT PLAN:

Portable toilets; garbage cans on location will be emptied into centralized dumpsters which will be emptied into an approved landfill.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: none - location is ~1 mile north of Serviceberry Creek and the Price River is ~6 miles northeast.

FLORA/FAUNA: Pinyon, juniper / birds, lizards, coyotes, rodents, raptors, priority elk and critical deer winter range, reptiles.

SOIL TYPE AND CHARACTERISTICS: Silty, sandy, cobbled - soil on pediment mantle or mobilized pediment mantle, moderately-permeable.

SURFACE FORMATION & CHARACTERISTICS: Quaternary/Tertiary Pediment Mantle (?) covering the Blue Gate Member (above Garley Canyon Beds) of Mancos Shale, light gray, bentonitic shale and sandstone ledges.

EROSION/SEDIMENTATION/STABILITY: stable

PALEONTOLOGICAL POTENTIAL: None observed

RESERVE PIT

CHARACTERISTICS: Dugout, earthen pit, as above.

LINER REQUIREMENTS (Site Ranking Form attached): Synthetic liner.

SURFACE RESTORATION/RECLAMATION PLAN

See SITLA Agreement.

SURFACE AGREEMENT: On File.

CULTURAL RESOURCES/ARCHAEOLOGY: Archaeological survey on file.

OTHER OBSERVATIONS/COMMENTS

Possible raptor nesting encumbrance.

ATTACHMENTS:

4 photographs taken. (45-48)

Chris Kierst
DOGM REPRESENTATIVE

5/20/99 / 11:51 AM
DATE/TIME

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

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of hazardous constituents	20	<u>0</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>5</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 15 (Level II Sensitivity)

699 RGC UT 10-220	
Well name:	
Operator:	River Gas Corp.
String type:	Surface
Location:	Carbon County
Project ID:	43-007-30432

Design parameters:

Collapse

Mud weight: 8.330 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 80 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 290 ft

Cement top: Surface

Burst

Max anticipated surface pressure: -3,506 psi
 Internal gradient: 11.221 psi/ft
 Calculated BHP 141 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on buoyed weight.
 Neutral point: 284 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 7,500 ft
 Next mud weight: 9.000 ppg
 Next setting BHP: 3,506 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 7,500 ft
 Injection pressure 7,500 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	325	8.625	24.00	J-55	ST&C	325	325	7.972	15.7
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	141	1370	9.74	141	2950	20.98	7	244	35.75 J

Prepared RJK
 by: Utah Dept. of Natural Resources

Date: June 2, 1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 325 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	699 RGC UT 10-220	
Operator:	River Gas Corp.	Project ID:
String type:	Production	43-007-30432
Location:	Carbon County	

Design parameters:

Collapse

Mud weight: 8.330 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 120 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 368 ft

Cement top: 726 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 1,400 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.
 Neutral point: 2,826 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	3235	5.5	17.00	N-80	LT&C	3235	3235	4.767	111.5
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1400	6290	4.49	1400	7740	5.53	48	348	7.24 J

Prepared by: RJK
 Utah Dept. of Natural Resources

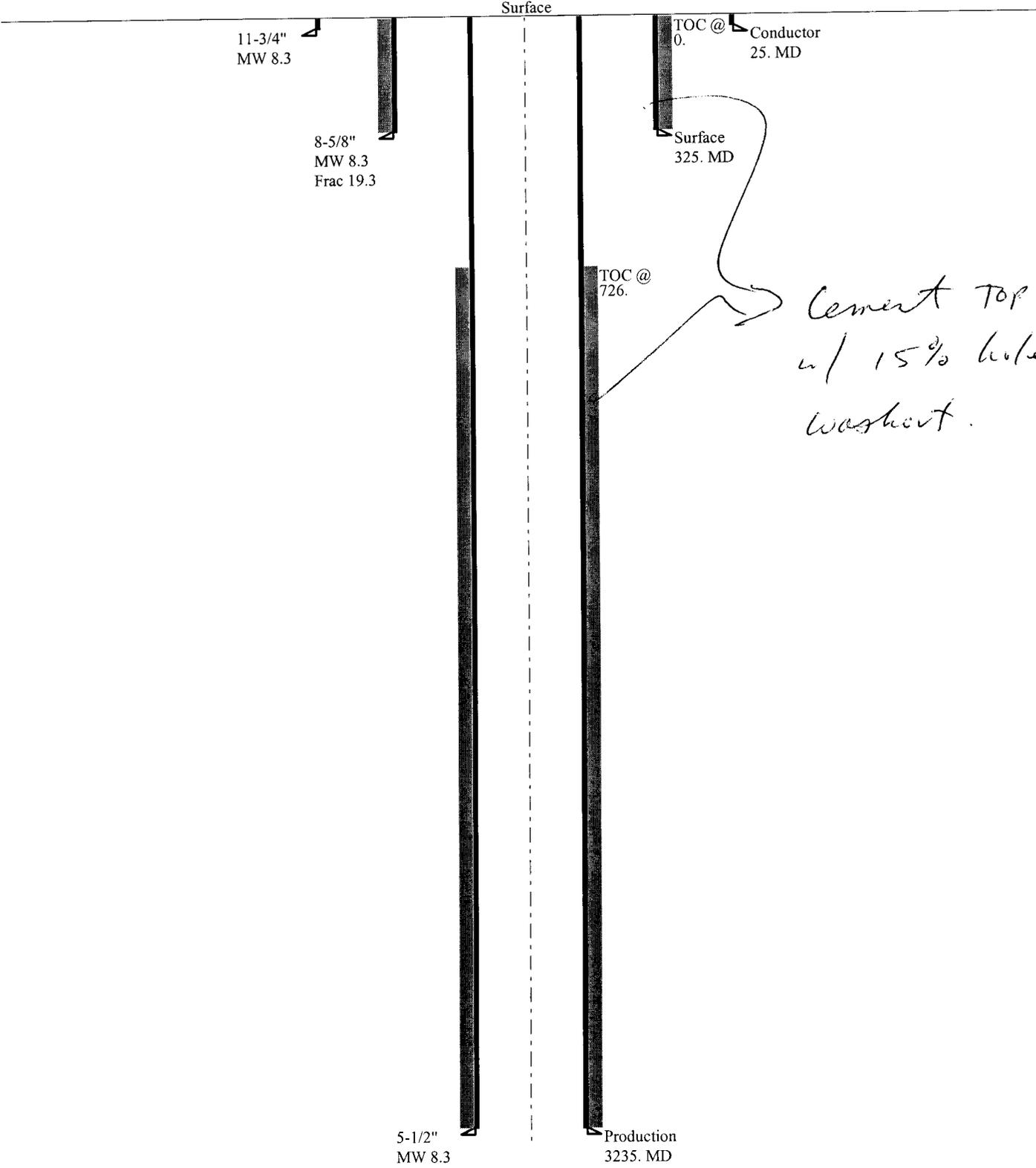
Date: June 2, 1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 3235 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

699 RGC UT 10-220

Casing Schematic



Well name: 10-00 RGC UT 10-220	
Operator: River Gas Corp.	Project ID: 43-007-30432
String type: Surface	
Location: Emery County	

Design parameters:

Collapse

Mud weight: 8.330 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 79 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 185 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 134 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on buoyed weight.
 Neutral point: 271 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 1,850 ft
 Next mud weight: 8.330 ppg
 Next setting BHP: 801 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 1,850 ft
 Injection pressure 1,850 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	310	8.625	24.00	J-55	ST&C	310	310	7.972	14.9
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	134	1370	10.21	134	2950	21.99	7	244	37.48 J

Prepared by: RJK
 Utah Dept. of Natural Resources

Date: October 2,2000
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 310 ft, a mud weight of 8.33 ppg The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	10-00 RGC UT 10-220	
Operator:	River Gas Corp.	Project ID:
String type:	Production	43-007-30432
Location:	Emery County	

Design parameters:

Collapse

Mud weight: 8.330 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 118 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 368 ft

Cement top: 295 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 1,337 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.
 Neutral point: 2,700 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	3090	5.5	17.00	N-80	LT&C	3090	3090	4.767	106.5
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1337	6290	4.70	1337	7740	5.79	46	348	7.58 J

Prepared RJK
 by: Utah Dept. of Natural Resources

Date: October 2,2000
 Salt Lake City, Utah

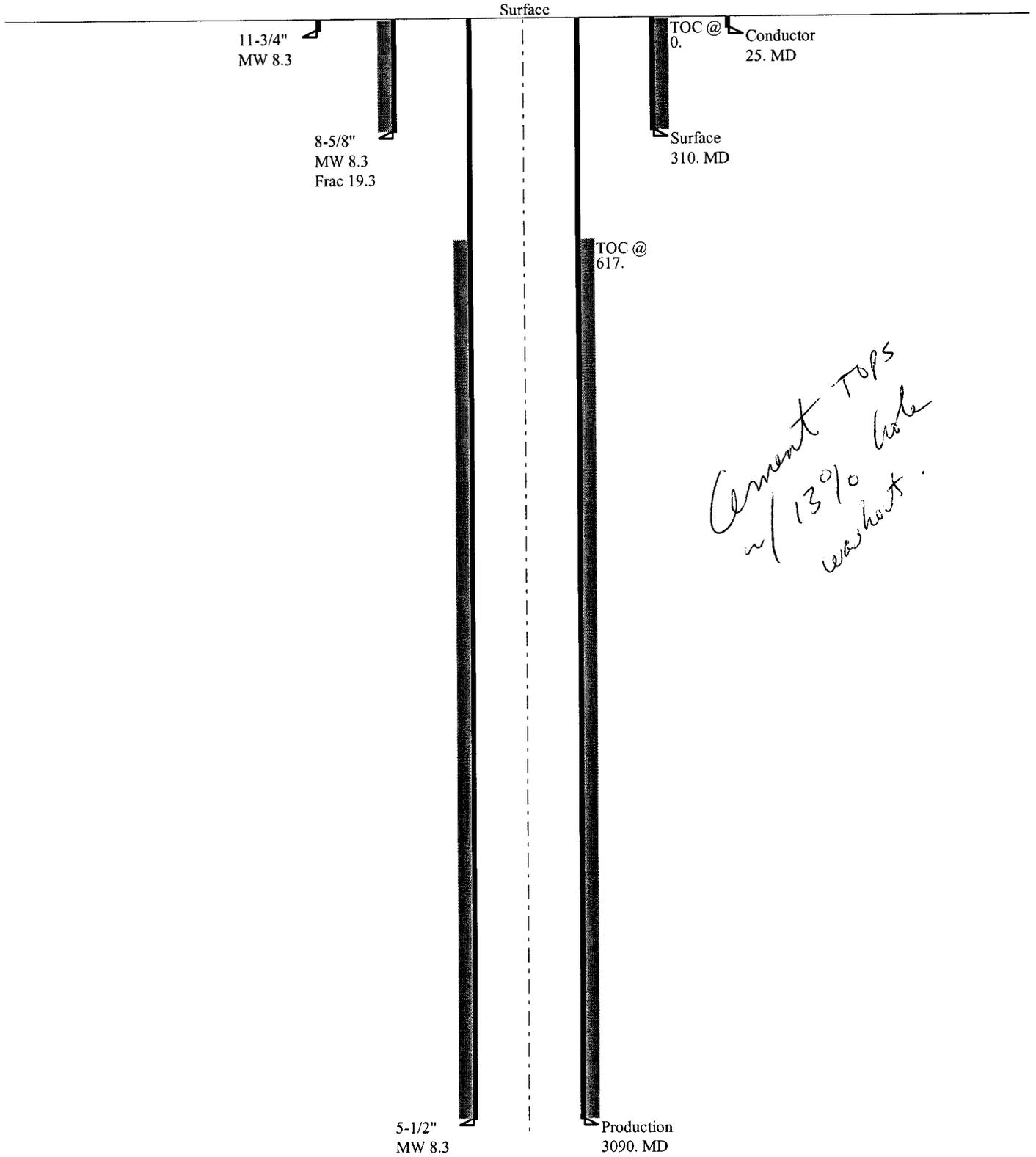
ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 3090 ft, a mud weight of 8.33 ppg The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

10-00 RGC UT 10-220

Casing Schematic





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

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
Lowell P. Braxton
Division Director

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

April 9, 1998

River Gas Corporation
1305 South 100 East
Price, Utah 84501

Re: USA 10-220 Well, 1717' FSL, 1641' FWL, NE SW, Sec. 10,
T. 15 S., R. 9 E., Carbon County, Utah

Gentlemen:

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-30432.

Sincerely,


for John R. Baza
Associate Director

lwp

Enclosures

cc: Carbon County Assessor,
Bureau of Land Management, Moab District Office

Operator: River Gas Corporation
Well Name & Number: USA 10-220
API Number: 43-007-30432
Lease: UTU-72351
Location: NE SW Sec. 10 T. 15 S. R. 9 E.

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours following spudding the well or commencing drilling operations. Contact Jim Thompson at (801)538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Dan Jarvis at (801) 538-5338 or John R. Baza at (801)538-5334.

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. State approval of this well does not supercede the required federal approval which must be obtained prior to drilling.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
UTU-7235T ML-48213

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.

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

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

1. Type of Well: OIL GAS OTHER:

8. Well Name and Number:
Utah 10-220

2. Name of Operator:
River Gas Corporation

9. API Well Number:
43-007-30432

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

10. Field or Pool, or Wildcat:
Drunkards Wash

4. Location of Well
Footages: 1717' FSL, 1641' FWL

County: CARBON

QQ, Sec., T., R., M.: NE/4, SW/4, SEC. 10, T15S, R09E, SLB&M

State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Name Change
- 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.)

Notice of Well Name Change from the USA 10-220 to the Utah 10-220 and lease change from Federal to State due to the recent Land Exchange.

ORIGINAL

CONFIDENTIAL

13.

Name & Signature:

Dawn J Wilson

Title: Administrative Asst.

Date: 1/20/99

(This space for state use only)

CONFIDENTIAL



RIVER GAS CORPORATION

January 15, 1999

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (435) 637-8876
FAX (435) 637-8924

Mr. John Baza
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
SLC, Utah 84114-5801

RE: Request for Approved APD's Expiration Date Extensions

Dear Mr. Baza:

River Gas Corporation (RGC) requests an expiration date extension for the approved APD's listed below. A one year extension would allow RGC to drill and complete these wells that have not been drilled to date, due to surface use restrictions.

<u>API Number</u>	<u>Well Name</u>	<u>Present Expiration Date</u>
43-007-30440	USA (Utah) 05-225	5-7-99
43-007-30432	USA (Utah) 10-220	4-9-99
43-007-30386	USA (Utah) 33-201	4-29-99

Thank you very much for your timely consideration of this request. Please feel free to contact me if you should have any questions or require additional clarification.

Sincerely,

Don S. Hamilton

Don S. Hamilton
Permit Specialist

cc: Mr. Eric Jones, BLM, Price, Utah
Mr. Chuck Snure, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mrs. Tammie Butts, RGC
RGC Well Files

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 1/27/99
By: [Signature]

COPY SENT TO OPERATOR
Date: 1-27-99
Initials: CHD

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

5. LEASE DESIGNATION AND SERIAL NO. UTU-72351

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

7. UNIT AGREEMENT NAME Drunkards Wash UTU-67921X

8. FARM OR LEASE NAME WELL NO. USA 10-220

9. API WELL NO.

10. FIELD AND POOL, OR WILDCAT Drunkards Wash

11. SEC. T. R. M., OR B.L.K. AND SURVEY OR ALGA NE/4, SW/4, Sec. 10, T15S, R9E, SLB&M

12. COUNTY OR PARISH CARBON 13. STATE UTAH

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK DRILL [X] DEEPEN [] 1b. TYPE OF WELL OIL WELL [] GAS WELL [X] OTHER [] SINGLE ZONE [X] MULTIPLE ZONE []

2. NAME OF OPERATOR RIVER GAS CORPORATION

3. ADDRESS AND TELEPHONE NO. 1305 So. 100 E. Price, Utah 84501 (801) 637-8876

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.) At surface 1717 FSL, 1641' FWL At proposed prod. zone

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* 6.8 miles southwest of Price, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drg, tank line, if any) 910'

16. NO. OF ACRES IN LEASE 486.18 acres

17. NO. OF ACRES ASSIGNED TO THIS WELL 160 acres

18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 1920'

19. PROPOSED DEPTH 3235'

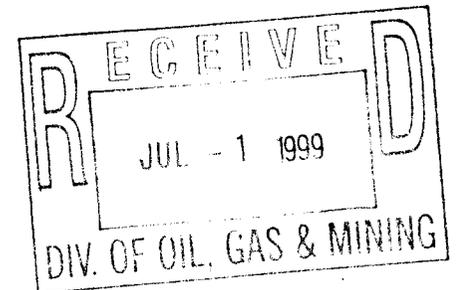
20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) GR 6255'

22. APPROX. DATE WORK WILL START* July 1998

PROPOSED CASING AND CEMENTING PROGRAM

Table with 5 columns: SIZE OF HOLE, GRADE, SIZE OF CASING, WEIGHT PER FOOT, SETTING DEPTH, QUANTITY OF CEMENT. Rows include 14" conductor, 11" 24#/ft, and 7-7/8" 17#/ft.



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

24. SIGNED Dan S. Hamilton TITLE Permit Specialist DATE April 1, 1998

(This space for Federal or State office use)

PERMIT NO. APPROVAL DATE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY: TITLE DATE

*See Instructions On Reverse Side

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Range 9 East

N89°48'39"W - 5346.4' (Measured)

N89°41'W - 2834.72' (Recorded)

N89°41'W - 2841.98' (Recorded)

Township 15 South

N00°02'25"W - 2828.25' (Measured)
N00°03'W - 2824.82' (Recorded)

N00°00'10"E - 2815.59' (Measured)
N00°02'W - 2812.94' (Recorded)

SW Corner

10

Drill hole 10-220
Elevation 6255.4'

1641.30

1716.71

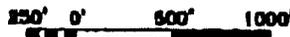
S 89°23'14" W - 5335.48' (Measured)

LEGEND:

- Drill Hole Location
- ⊕ Brass Cap (Found)
- Brass Cap (Searched, Not Found)



SCALE:



Basis of Bearing:

Basis of Bearing N00°03'W recorded between the SW Corner and the West Quarter Corner of Section 3, Township 15 South, Range 9 East, Salt Lake Base and Meridian.

Basis Of Elevation:

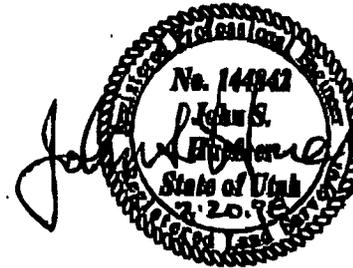
Basis of Elevation of 6327' as indicated in the NW Corner of Section 10, Township 15 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Pinnacle Peak Quadrangle 7.5 Minute Series Map.

Description of Location:

Proposed Drill Hole located in the NE 1/4 SW 1/4 of Section 10; 1716.7' North and 1641.3' East from the SW corner of Section 10, T15S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

I, John S. Huestner, a Registered Licensed Land Surveyor, holding Certificate #144842, State of Utah, do hereby certify that the information on this drawing is a true and accurate survey of the land, and was conducted under my personal supervision, as shown hereon.



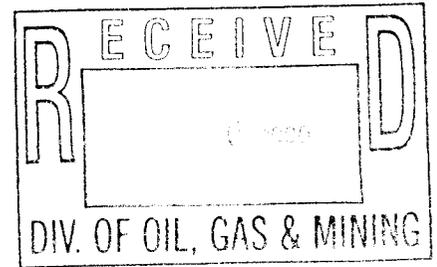
Attachment "A"
1 of 3

DRAWN BY P. BOYLEN CHECKED BY L.W.J. DATE 8/17/98 SCALE 1"=1000' JOB NO. 281 SHEET NO. A-1	<p>2815 SOUTH 100 WEST P.O. BOX 2420 (801) 897-0300 FAX (801) 897-0330</p>
River Gas Corporation Well # 10-220 Section 10, T15S, R9E, S.L.R.&M. Carbon County, Utah	



RIVER GAS CORPORATION

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (435) 637-8876
FAX (435) 637-8924



ORIGINAL

CONFIDENTIAL

June 3, 1999

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

RE: Exception location – Utah 10-220, Section 10, T15S, R9E, SLB&M
Carbon County, Utah

Dear Mr. Baza:

Please accept this letter as River Gas Corporation's (RGC's) request that this proposed well be approved as an exception location in accordance with Utah Administrative Code § R649-3-3 for topographical reasons. This proposed well site does not conform with the general state spacing rules that affects the subject SW/4.

RGC's contractor, GeoScout Land and Title Company, will send your office an affidavit describing the owners within a 460 foot radius of the well. Thank you for your timely consideration of this request, please feel free to contact me if you have any questions or need additional information.

Sincerely yours,

Don S. Hamilton

Don S. Hamilton
Permitting Specialist

cc: Tammie Butts, RGC
Sally Sullivan, Geoscout Land and Title Company
Randy Allen, RGC
Joey Stephenson, RGC
RGC well file

RGC

To: Lista Cordova From: Don Hamilton

Fax: 1-801-359-3940 Pages: 2

Phone: _____ Date: 3-2-99

Re: Updated Land Swap Leases CC: _____

Urgent

For Your Review

FYI

Please Reply

Please Recycle

From the Desk of.....

Don S. Hamilton -

Permit Specialist

FEDERAL LEASES INVOLVED IN THE TRANSFER FROM FED. TO STATE

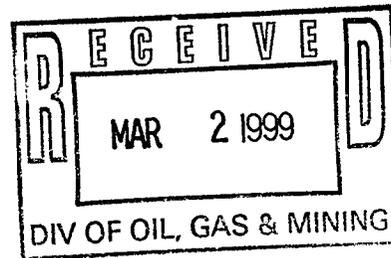
UTU#16172 - NEW ML#48174 - RGC L#UT001-096
UTU#49631 - NEW ML#48177 - RGC L#UT001-007FO
UTU#49931 - NEW ML#48178 - RGC L#UT001-026FO
UTU#50848 - NEW ML#48179 - RGC L#UT001-030FO
UTU#50941 - NEW ML#48180 - RGC L#UT001-033FO
UTU#51584 - NEW ML#48181 - RGC L#UT001-099FO
UTU#53872 - NEW ML#48182 - RGC L#UT001-135FO

UTU#60925 - NEW ML#48185 - RGC L#UT001-062AFO - 40.00 ACRES TRANSFERRED
UTU#60925 - NO NEW ML# - RGC L#UT001-062FO - 40.00 ACRES REMAIN

UTU#81154 - NEW ML#48186 - RGC L#UT001-071AFO - 640.00 ACRES TRANSFERRED
UTU#81154 - NO NEW ML# - RGC L#UT001-071FO - 4189.08 ACRES REMAIN

UTU#61155 - NEW ML#48187 - RGC L#UT001-070AFO - 632.58 ACRES TRANSFERRED
UTU#61155 - NO NEW ML# - RGC L#UT001-070FO - 1739.64 ACRES REMAIN

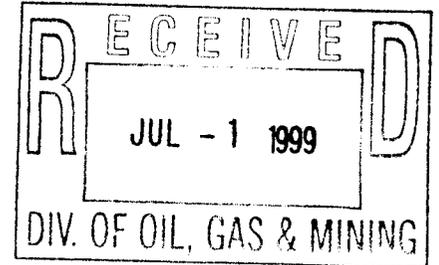
UTU#81156 - NEW ML#48188 - RGC L#UT001-073FO
UTU#62623 - NEW ML#48189 - RGC L#UT01-0103FO
UTU#65296 - NEW ML#48189 - RGC L#UT01-0124FO
UTU#65297 - NEW ML#48197 - RGC L#UT01-0125FO
UTU#85301 - NEW ML#48198 - RGC L#UT01-0128FO
UTU#65946 - NEW ML#48200 - RGC L#UT01-0133FO
UTU#68543 - NEW ML#48203 - RGC L#UT001-0022
UTU#69450 - NEW ML#48204 - RGC L#UT001-0026
UTU#69451 - NEW ML#48205 - RGC L#UT001-070
UTU#69452 - NEW ML#48206 - RGC L#UT001-0029
UTU#69453 - NEW ML#48207 - RGC L#UT001-0030
UTU#69454 - NEW ML#48208 - RGC L#UT001-071
UTU#72005 - NEW ML#48238 - RGC L#UT001-0230
UTU#72351 - NEW ML#48213 - RGC L#UT001-036
UTU#72378 - NEW ML#48215 - RGC L#UT001-041
UTU#72820 - NEW ML#48217 - RGC L#UT001-077
UTU#72624 - NEW ML#48219 - RGC L#UT001-076
UTU#72625 - NEW ML#48220 - RGC L#UT001-079
UTU#73003 - NEW ML#48222 - RGC L#UT001-093
UTU#73657 - NEW ML#48225 - RGC L#UT001-0201
UTU#73876 - NEW ML#48227 - RGC L#UT001-0152
UTU#75017 - NEW ML#48231 - RGC L#UT01-0124AFO
UTU#76333 - NEW ML#48233 - RGC L#UT001-0032A
UTU#77350 - NEW ML#48234 - RGC L#UT01-0125AFO
UTU#77352 - NEW ML#48235 - RGC L#UT001-093A



GEO SCOUT LAND & TITLE COMPANY

P.O. Box 11126 • SALT LAKE CITY, UTAH 84147 • (801) 364-7773

June 27, 1999



HAND DELIVERED

Mr. John Baza, Associate Director, Oil & Gas
Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84180

Re: *River Gas Corporation*
Utah 10-220 Well Exception Location
Section 10, Township 15 South, Range 9 East, SLM
Carbon County, Utah
API No. 43-007-304~~2~~
3

Dear Mr. Baza:

Reference is made to the pending application for permit to drill ("APD") for the captioned well filed by our client, River Gas Corporation ("RGC"). As you may recall, the well was originally to be drilled on Federal Lease UTU-72351. The APD was filed by RGC and received approval from your office on April 8, 1999 subject to BLM approval. In the interim, the lands were transferred to the State of Utah as part of the Land Exchange Act of 1998. SITLA has redesignated the lease as ML-48213.

The proposed location for this well is within the Drunkards Wash Federal Exploratory Unit and the lands are not subject to a spacing order, *i.e.* general state spacing under Utah Admin. Code Rule R649-3-2 applies (pursuant to your agency's recent policy change). The well is proposed at a location 1,717' FSL and 1,641' FWL in the NE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 10, which is outside of the "window" allowed under the general state spacing rule. The well cannot be located within the "window" because of topographical restraints. As a consequence, an exception location under Utah Admin. Code Rule R649-3-3-1.2 is now required.

As shown by the enclosed Affidavit, the "owners" within a 460 foot radius of the proposed location are River Gas Corporation ("RGC"), and Texaco Exploration and Production Inc. ("TEXEP"). RGC, by virtue of its application for the well, and TEXEP,

Mr. John Baza, Associate Director, Oil & Gas
June 27, 1999
Page 2

by virtue of the enclosed Consents, have approved the exception location. With the information provided with this letter and contained in your file for the pending APD, all requirements for approval of an exception location have been satisfied. Your prompt approval is therefore requested.

If you have any further questions or concerns regarding this application, please do not hesitate to contact either me or Fred MacDonald at Pruitt, Gushee & Bachtell (801) 531-8446. On behalf of RGC, I thank you for your immediate attention to this matter.

Yours very truly,


Sally M. Sullivan

SMS:se
1526.167
Enclosures
cc: Joseph L. Stephenson

AFFIDAVIT

STATE OF UTAH)
 :SS
COUNTY OF SALT LAKE)

Sally M. Sullivan, being duly sworn upon her oath, deposes and states:

I am the Vice President of GeoScout Land & Title Company ("GeoScout").

GeoScout is a company that specializes in mineral abstracts and mineral title searches, including searches of the oil and gas records at the School & Institutional Trust Lands Administration, State of Utah ("SITLA"), and at the United States Department of the Interior, Bureau of Land Management ("BLM"). I have performed such searches on behalf of GeoScout's clients for over nine years.

Based solely upon the following title data:

a) Drilling Title Opinion dated November 15, 1993 (effective October 27, 1993) covering Federal Lease UTU-72351 and Lots 1-7 and N½SW¼ of Section 10, Township 15 South, Range 9 East, SLM, among other lands, prepared by Pruitt, Gushee & Bachtell and provided to me by River Gas Corporation,

as supplemented by my search of the BLM and SITLA records on June 18, 1999, pertaining to said lands and lease (re-designated by SITLA as ML-48213 as a result of the Utah State Land Exchange Act of 1998), I have determined the following parties to be the "owners" (as that term utilized in the Utah Admin. Code Rule R649-3-3) within the 460' radius of the proposed Utah 10-220 well located in the NE¼SW¼ of Section 10, Township 15 South, Range 9 East, SLM:

TEXACO EXPLORATION AND PRODUCTION INC.

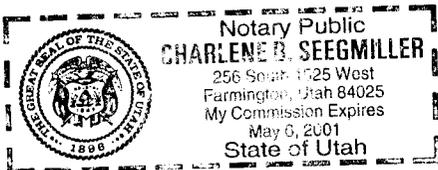
RIVER GAS CORPORATION

The matters stated herein are true of my own knowledge.

Dated this 29th day of June, 1999.


SALLY M. SULLIVAN

Subscribed, sworn and acknowledged to and by Sally M. Sullivan before me this 29th day of June, 1999.




NOTARY PUBLIC

CONSENT TO EXCEPTION LOCATION

TEXACO EXPLORATION AND PRODUCTION, INC., P.O. Box 2100, Denver, CO 80201, an "owner" (as that term is utilized in Utah Admin. Code Rule R649-3-3) within a 460' radius of the Utah 10-220 well proposed by River Gas Corporation, hereby, consents to the requested exception location of that well as shown on the attached application for permit to drill.

Dated this 11th day of June, 1999.

TEXACO EXPLORATION AND PRODUCTION, INC.

By: Chuck Snure
Chuck Snure, Land Representative



State of Utah

School and Institutional
TRUST LANDS ADMINISTRATION

Michael O. Leavitt
Governor

David T. Terry
Director

675 East 500 South, Suite 500
Salt Lake City, Utah 84102-2818
801-538-5100
801-355-0922 (Fax)
<http://www.trustlands.com>

July 8, 1999

Mr. Reed E. Harris
Field Supervisor
U.S. Fish and Wildlife Service
Utah Field Office
145 East 1300 South, Suite 404
Salt Lake City, UT 84102

Re: Proposal of River Gas Corporation
to Drill within 1/2 Mile of Raptor Nest
Utah 10-220 Well
Drunkards Wash Project, Carbon County, Utah

Dear Mr. Harris:

River Gas Corporation has proposed to drill a well in the SW/4 of Section 10, Township 15 South, Range 9 East, known as the Utah 10-220 well. The proposed location is within 1/2 mile of a red tail hawk nest located in the SW/4 of Section 10, Township 15 South, Range 9 East (Nest 501).

Nest 501 is approximately .13 mile from the proposed well site. Although Nest 501 was not located during the 1999 field survey conducted by the Utah Division of Wildlife Resources, the nest was located by UDWR personnel during an onsite inspection on June 16, 1999. At that time, the nest appeared to be active. Therefore, SITLA is recommending that this permit application be held in abeyance until the spring of 2000 to allow analysis of drilling impacts on raptor nests in the Drunkards Wash area before determining whether to approve the proposed 10-220 well. Please let me know if you have any additional information which might be useful in our analysis.

Sincerely,


James D. Cooper
Assistant Director

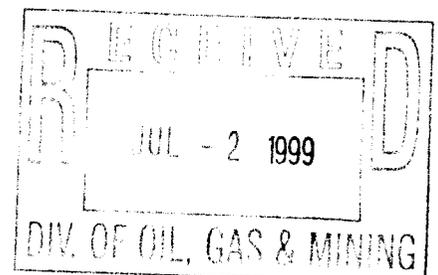
cc: David T. Terry
Chris Colt DWR
Brad Hill, DOGM
Randy Allen, RGC

Onsite Inspections 16 June, 1999

River Gas

- 10-220 This well is less than 1/4 mile of a redtail hawk nest (#501). We do not feel that this well could be drilled without affecting this raptor nest. The nest was active in 1998. During the 1999 helicopter raptor survey this nest was not located, however this site was visited on 6/16/99 and again on 6/29/99 and the nest was located. The nest was likely active this year as evidenced by the large amount of fresh whitewash, and territorial behavior of both the adults. The chicks were not seen, but they may have fledged and would be near by. Additionally, this well is within the critical big game winter range.
- 10-221 This well is within 1/2 mile of a redtail hawk nest (#501), however, it is greater than 1/4 mile, out of line of sight, and has existing road disturbance at the well location. We feel that this well could be drilled between July 15th and December 1st without affecting the success of this nest. This well location is within the critical big game winter range.
- 29-193 This well is within 1/2 mile of two golden eagle nests (#495 and #659), however, it is greater than 1/4 mile, out of line of sight from both nests. We feel that this well could be drilled between July 15th and December 1st without affecting the success of these nests. This well location is within the critical big game winter range.
- 29-194 At present, we are withholding a decision on this location because of it's proximity to four raptor nests (#492, 493, 494, 495) and due to the fact that Creutzfeldt-flower has been found at this location.
- 33-204 This well location is within 1/2 mile of four raptor nests (#155, 156, 157, 601), however, if this nest is moved at least 300' south, (to create a buffer distance of at least 1/4 mile) and a buffer of trees is left, we feel that this well could be drilled without negatively disturbing these nests, as they would all be out of line of sight. We request that all construction be conducted from July 15th to December 1st. Additionally, this location is within the critical big game winter range.
- 34-210 This well location is within 1/2 mile of six raptor nests. Many of the nests are within direct line of sight. We do not feel that this well could be drilled without negatively affecting these raptor nests.

C: Don Hamilton - River Gas Corp
Chris Kierst - DOGM





RIVER GAS CORPORATION

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (435) 637-8876
FAX (435) 637-8924

RECEIVED

JAN 13 2000

DIVISION OF OIL, GAS & MINING

January 6, 2000

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

CONFIDENTIAL

RE: Request for Approved APD's Expiration Date Extensions

Dear Mr. Baza:

River Gas Corporation (RGC) request an expiration date extension for the approved APD's listed on the attached sheet. A one year extension would allow RGC to drill and complete these wells that have not been drilled to date, due to surface use restrictions.

Thank you for your timely consideration of this request. Please feel free to contact me if you should have any questions regarding this matter.

Sincerely,

A handwritten signature in cursive script that reads "Jean Semborski".

Jean Semborski
Permit Specialist

cc: Mr. Eric Jone, BLM, Moab, Utah
Mr. Chuck Snure, Texaco
Mr. Joe Coughlin, Dominion Resources
Mrs. Tammie Butts, RGC
RGC Well Files

CONFIDENTIAL

APD Expiration Date Extension List

API Number Well Name Present Expiration Date

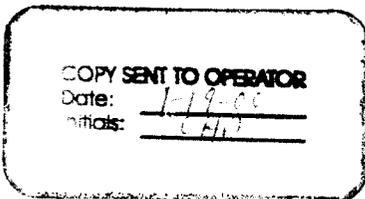
Carbon County

43-007-30486	USA 12-243	04/07/2000
43-007-30517	USA 31-311	04/08/2000
43-007-30440	Utah 05-225	05/07/2000
43-007-30432	Utah 10-220	04/09/2000

15; 91; 2000

Emery Co.

43-015-30353	USA 11-314	02/02/2000
43-015-30352	USA 10-317	02/02/2000
43-015-30354	USA 11-315	02/02/2000
43-015-30355	USA 11-316	02/02/2000



Approved by the
Utah Division of
Oil, Gas and Mining
Date: 1/16/00
By:



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

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

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

March 27, 2000

AMENDED PERMIT APPROVAL

River Gas Corporation
PO Box 851
Price, UT 84501

Re: Utah 10-220 Well, 1717' FSL, 1641' FWL, NE SW, Sec. 10, T. 15S, R. 9E, Carbon County, Utah

Gentlemen:

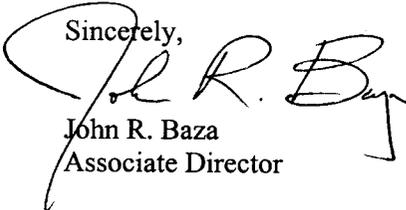
The above referenced well was permitted as a Federal location. In as much as the well was involved in the recent land exchange between the School and Institutional Trust Lands Administration (SITLA) and the Bureau of Land Management (BLM), this Application for Permit to Drill (APD) required additional review and approval. This approval letter serves as an amended and complete approval for the above referenced APD.

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 enclosed Conditions of Approval, approval to drill the referenced well is granted.

This permit does not supercede the need to comply with any and all stipulations which the School and Institutional Trust Lands Administration (SITLA) may impose due to obligations from the Federal-State land exchange and Environmental Impact Statement (EIS) requirements. It is the responsibility of the operator to be aware of and to comply with any drilling or surface restrictions which are under SITLA jurisdiction.

The original APD was approved on April 9, 1998 . This letter hereby extends the approval date to one year from the date of this letter. This approval will 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 43-007-30432.

Sincerely,


John R. Baza
Associate Director

er
Enclosures

cc: Carbon County Assessor
Bureau of Land Management, Moab District Office
SITLA

Operator: River Gas Corporation

Well Name & Number: Utah 10-220

API Number: 43-007-30432

Lease: ML-48213

Location: NE SW **Sec.** 10 **T.** 15S **R.** 9E

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 of the following actions during drilling of this well:

- . 24 hours prior to cementing or testing casing
- . 24 hours prior to testing blowout prevention equipment
- . 24 hours prior to spudding the well
- . within 24 hours of any emergency changes made to the approved drilling program
- . prior to commencing operations to plug and abandon the well

Division contacts (please leave a voice mail message if the person is not available to take the call):

- . Dan Jarvis at (801)538-5338
- . Robert Krueger at (801)538-5274 (plugging)
- . Carol Daniels at (801)538-5284 (spud)

3. Reporting Requirements

All required reports, forms and submittals will 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. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. Conductor and surface casing shall be cemented to the surface.



CONFIDENTIAL

RIVER GAS CORPORATION

UTAH OPERATIONS
6825 South 5300 West
P.O. Box 851
Price, Utah 84501
Bus. (435) 613-9777
FAX (435) 613-9782

April 26, 2000

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

RE: Request for Approved APD's Expiration Date Extensions

Dear Mr. Baza:

River Gas Corporation (RGC) would like to request an expiration date extension for the approved APD's listed on the attached sheet. A one year extension would allow RGC to drill and complete these wells that have not been drilled to date, due to surface use restrictions.

Thank you for your timely consideration of this request. Please feel free to contact me if you should have any questions regarding this matter.

Sincerely,

Jean Semborski
Permit Specialist

Approved by the
Utah Division of
Oil, Gas and Mining
Date: 5/4/00
By:

cc: Cal Hurtt, RGC
Greg Mueller, RGC-Corp.
RGC Well Files

COPY SENT TO OPERATOR
Date: 5-5-00
initials: C/H

RECEIVED
MAY 01 2000
DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

APD Expiration Date Extension List

API Number	Well Name	Present Expiration Date
------------	-----------	-------------------------

Carbon County (007)

43-007-30566	Utah 01-246	06/02/2000
43-007-30492	USA 06-306	04/08/2000
43-007-30461	USA 10-250	10/19/2000
43-007-30581	USA 13-326	06/23/2000
43-007-30582	USA 35-248	06/23/2000
43-007-30583	USA 35-328	06/23/2000
43-007-30584	USA 35-396	06/23/2000
43-007-30585	USA 35-397	06/23/2000
43-007-30478	Utah 05-224	09/15/1999
43-007-30423	USA 15-177	06/11/2000
43-007-30422	USA 17-179	06/11/2000
43-007-30432 ²⁵	USA 21-35	06/11/2000
43-007-30424	USA 21-184	06/11/2000
43-007-30426	USA 22-185	06/11/2000
43-007-30427	USA 29-194	06/11/2000
43-007-30429	USA 34-210	06/11/2000
43-007-30559	RGC 28-318	06/22/2000
43-007-30518	RGC 28-319	06/29/2000
43-007-30551	Utah 28-320	06/28/2000
43-007-30560	Utah 28-321	07/20/2000

J 145 R 09E S 21

Emery County (015)

43- 007 ⁰¹⁵ -30378	Utah 08-355	06/21/2000
43- 007 -30379	Utah 08-356	06/21/2000
43- 007 -30380	Utah 08-357	06/21/2000

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

5. Lease Designation and Serial Number: ML-48236

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

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

8. Farm or Lease Name: Utah

9. Well Number: 10-220

10. Field or Pool, or Wildcat: Drunkards Wash

11. Qtr/Qtr, Section, Township, Range, Meridian: SW/4 SW/4 Section 10, T15S, R09E, SLB&M

12. County: Carbon 13. State: UTAH

14. Distance in miles and direction from nearest town or post office: 7.1 Miles Southwest of Price, Utah

15. Distance to nearest property or lease line (feet): 372'

16. Number of acres in lease: 486 acres

17. Number of acres assigned to this well: 160 acres

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): 1750'

19. Proposed Depth: 3100'

20. Rotary or cable tools: Rotary

21. Elevations (show whether DF, RT, GR, etc.): 6214' GR

22. Approximate date work will start: August 2000

AMENDED

4375310 ✓
507939 E

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
14"	12 3/4"	Conductor	40'	
11"	J-55 8 5/8"	24#/ft	310'	120 sks G+2%CaCl+1/4#/sk floccel
7 7/8"	N-80 5 1/2"	17#/ft	3090'	265sks 50/50poz 8%gel+2%CaCl+10%extender 94sks "G" thixotropic

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.

ORIGINAL

CONFIDENTIAL

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 10/2/00
By: *[Signature]*

COPY SENT TO OPERATOR
Date: 10-3-00
Initial: *[Signature]*

24. Name & Signature: Jean Semborski *[Signature]* Title: Permit Specialist Date: 7/12/00

(This space for state use only)

API Number Assigned: 43-007-30432

Approval:

Range 9 East

N89°47'W - 2634.72' (Recorded)

N89°47'W - 2707.98' (Recorded)

Township 15 South

N00°03'W - 2624.82' (Recorded)
N00°05'27"W - 2625.86' (Measured)

N00°03'W - 2612.94' (Recorded)
N00°03'57"W - 2615.10' (Measured)

SW Corner

474.04' N89°50'W - 2674.32' (Recorded)

N88°37'W - 2656.50' (Recorded)

10

Drill hole 10-220
Elevation 6214.5'
N- 4375310.24
E- 507939.22

372.11'

LEGEND:

● Drill Hole Location

⊕ Found Section corner monumented w/ brass cap unless indicated otherwise.

○ Brass Cap (Searched, Not Found)



SCALE:

250' 0' 500' 1000'

Location

The Bearings Indicated are per the recorded plat obtained from the U.S. Land Office. The well location was determined using a Trimble 4400 GPS Unit.

Basis Of Elevation:

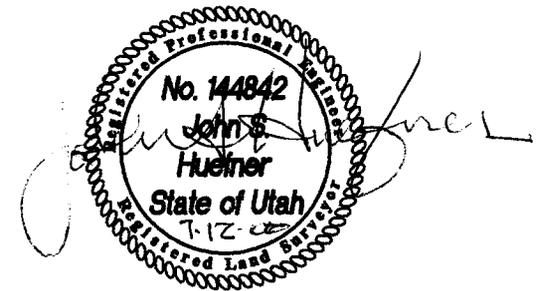
Basis of Elevation of 6211' as indicated in the SW corner of Section 10, Township 15 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Pinnacle Peak Quadrangle 7.5 Minute Series Map.

Description of Location:

Proposed Drill Hole located in the SW 1/4 SW 1/4 of Section 10; being 474.04' North and 372.11' East from the SW corner of Section 10, T15S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

I, John S. Huefner, a Registered Licensed Land Surveyor, holding Certificate #144842, State of Utah, do hereby certify that the information on this drawing is a true and accurate survey of the land, and was conducted under my personal supervision, as shown hereon.



DRAWN BY: P. Boylen
CHECKED BY: J.S.H.
DATE: 7/7/00
SCALE: 1" = 1000'
JOB NO. 614b
DRAWING NO. A-1
SHEET 1 OF 4

Castle Valley
3286 South 125 West
Preston, Utah 84501
(801) 637-9300
FAX (801) 637-2833

Services

River Gas Corporation
Well# 10-220
Section 10, T15S, R9E, S.L.B.&M.
Carbon County, Utah

EXHIBIT "A" 1/4

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.

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: 474' FSL, 372' FWL
QQ, Sec., T., R., M.: SW/4 SW/4 SEC. 10, T15S, R09E, SLB & M

5. Lease Designation and Serial Number:
ML-48236

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

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

8. Well Name and Number:
Utah 10-220

9. API Well Number:

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 Change Location
- 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.)

Please be advised that the APD for the Utah 10-220 well is being resubmitted to accomodate a change in location to avoid conflicts with raptor nests.

ORIGINAL

CONFIDENTIAL

13. Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 7/13/2000

(This space for state use only)



RIVER GAS CORPORATION

UTAH OPERATIONS
6825 South 5300 West
P.O. Box 851
Price, Utah 84501
Bus. (435) 613-9777
FAX (435) 613-9782

July 12, 2000

Mr. John Baza
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
SLC, Utah 84114-5801

RE: Application for Permit to Drill-
Utah 10-220, SW/4 SW/4 Sec.10
T15S, R09E, SLB & M, Carbon County, Utah

Dear Mr. Baza:

Enclosed is the original of the *Application for Permit to Drill (APD)*. Included with the APD is the following information:

- Exhibit "A"- Survey Plat of the Proposed Well Site;
- Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;
- Exhibit "C" - Drilling Site Layout;
- Exhibit "D" - Drilling Information
- Exhibit "E" - Multipoint Surface Use Plan
- Exhibit "F" - Typical Road Cross-section;
- Exhibit "G" - BOP Diagram;
- Exhibit "H" - Typical Wellhead Manifold;
- Exhibit "I" - Evidence of Bond;

This well is located more than 460' from the exterior boundary of the Drunkards Wash Federal Unit and from the boundary of any uncommitted tract within the Drunkards Wash Federal Unit and will not require administrative approval in accordance with Utah Administrative Code Rule R649-3-3.

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "Jean Semborski".

Jean Semborski
Permitting Specialist

cc: Mr. Eric Jones, BLM, Moab, Utah
Mr. Chuck Snure, Texaco
Mr. Robin Adams, Dominion Resources
Mr. Don Stephens, BLM, Price, Utah
Mr. Greg Mueller, River Gas Corporation
Mr. Dave Levanger, Carbon County Planning and Zoning
Mr. Edward Bonner, SITLA
RGC Well File

EXHIBIT "D"
DRILLING PROGRAM

Attached to Form 3
River Gas Corp.
Utah 10-220
SW/4, SW/4, Sec. 10, T15S, R09E, SLB & M
951' FSL, 370' FEL
Carbon County, Utah

1. The Surface Geologic Formation

Mancos Shale

2. Estimated Tops of Important Geologic Markers

Blue Gate/Ferron 2530'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones 2550' - 2660'

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 mineral deposits. All indications of usable water will be reported.

Surface casing will be tested to 1400 psi.

4. The Proposed Casing and Cementing Programs

<u>HOLE SIZE</u>	<u>SETTING DEPTH (INTERVAL)</u>	<u>SIZE (OD)</u>	<u>WEIGHT, GRADE & JOINT</u>	<u>NEW, USED</u>
14"	40'	12-3/4"	Conductor	New
11"	310'	8-5/8"	24#LT&C	New
7-7/8"	3090'	5-1/2"	17#LT&C	New

Cement Program -Every attempt will be made to bring cement back to surface.

Surface Casing: 120 sks G+2%CaCl+1/4#per sack flocel;15.8#/gal,density, 1.15 cu.ft/sk yield.

Production Casing: 265 sks 50/50 poz 8%gel +2%CaCl+10%extender;12.5#/gal, density, 1.92 cu.ft/sk yield.

94 sks "G" thixotropic, 14.2#/gal density, 1.61 cu.ft/sk yield

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 "G" 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-TD	7 7/8" hole	Drill with air. 400 psi @ 1500-1800 Scf.

7. The Testing, Logging and Coring Programs are as followed

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 1400 psi max. 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 around August 2000.

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 "E"
MULTIPOINT SURFACE USE PLAN

Attached to Form 3
River Gas Corp.
Utah 10-220
SW/4, SW/4, Sec. 10, T15S, R09E, SLB & M
474' FSL, 372' FWL
Carbon County, Utah

1. Existing Roads

- a. We do not plan to change, alter or improve upon any existing state or county roads.
- b. Existing roads will be maintained in the same or better condition. See Exhibit "B".

2. Planned Access

Approximately 0' of new access is required (See Exhibit "B")

- a. Maximum Width: 24' travel surface with 27' base
- b. Maximum grade: 8%
- c. Turnouts: None
- d. Drainage design: 4 culverts may be required. Water will be diverted around well pad as necessary.
- e. If the well is productive, the road will be surfaced and maintained as necessary to prevent soil erosion and accommodate year-round traffic.
- f. Pipe and Power lines will follow the proposed access road.

3. Location of Existing Wells

- a. See Exhibit "B". There are 0 proposed and 5 existing wells within a one- mile radius 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 and 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 (a local source of municipal water) (tel. 435-637-6350).
- 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 necessary 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 or if deemed necessary by the DOGM representative during the pre-site inspection. 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 operation cease with 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 back-filled 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 one trailer to be located on the drill site.

9. Wellsite Layout

- a. Available topsoil will be removed from the location and stockpiled. Location of mud tanks, reserve and berm pits, and soil stockpiles will be located as shown on the attachments.
- b. A blooie pit will be located 100' from the drill hole. A line will be placed on the surface from the center hole to the pit. The 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 "B".
- 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.

11. Surface Ownership:

- a. The wellsite and access road will be constructed on lands owned by the State of Utah, Schools. The operator shall contact the landowner representative and the Division of Oil, Gas and mining 48 hours prior to beginning construction activities.

12. **Other Information:**

- a. The primary surface use is farming and grazing. The nearest dwelling is approximately 11,000 feet Southwest
- b. Nearest live water is Serviceberry Creek, located 4500 feet South.
- c. 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.
- d. The backslope and foreslope will be constructed no steeper than 4:1.
- e. All equipment and vehicles will be confined to the access road and well pad.
- f. 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

Jean Semborski
Permitting Specialist
River Gas Corporation
6825 S. 5300 W. P.O. Box 851
Price, Utah 84501
(435) 613-9777
(435) 820-9807

Mail Approved A.P.D. To:

Company Representative

Excavation Contractor

Nelco Contractors Inc.
Larry Jensen
(435) 637-3495
(435) 636-5268

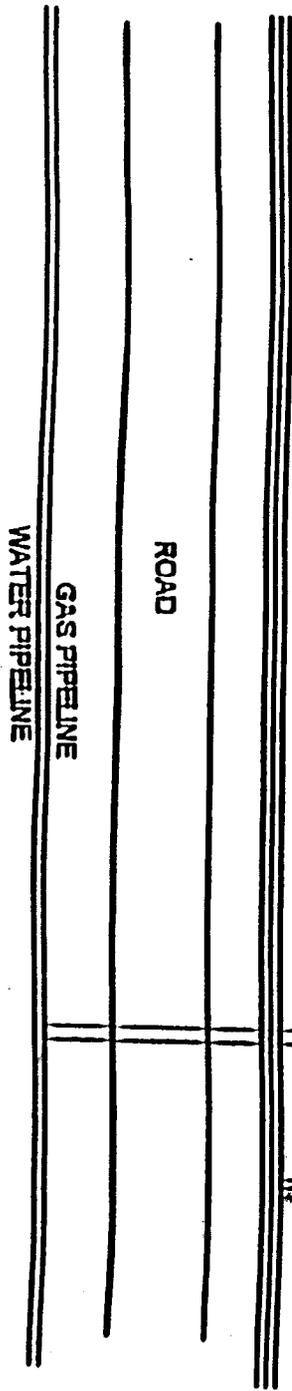
14. Certification

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.

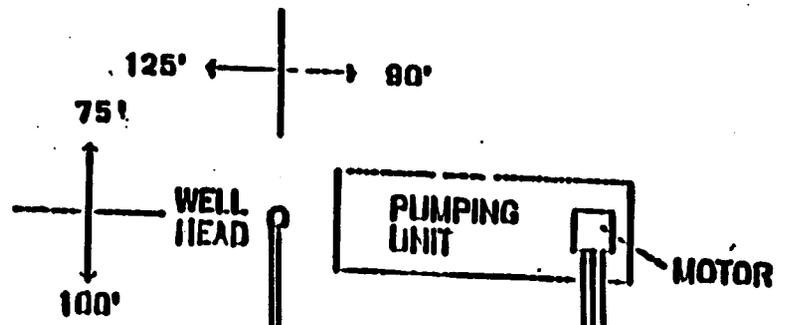
7/13/00
Date



Jean Semborski
Permitting Specialist
River Gas Corporation



○ ANCHOR (TYP. 4 PL.)



○

○

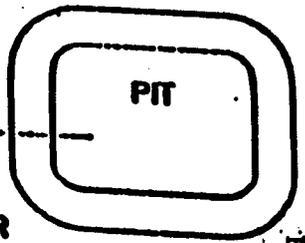
3-PHASE
ELEC.

SEPARATOR

GAS/WATER

RTU
STARTER

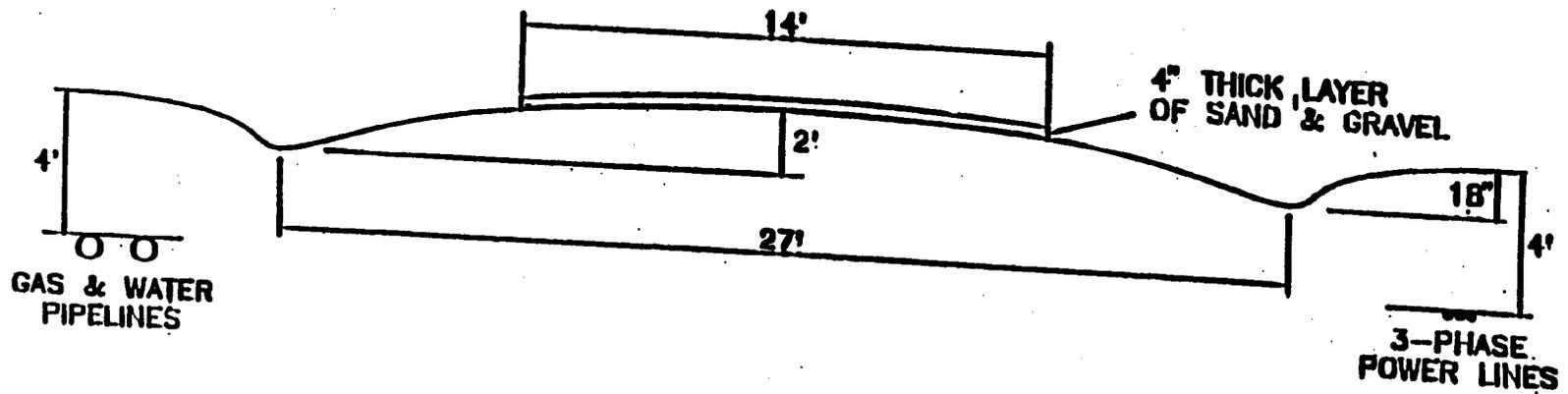
TRANSFORMER



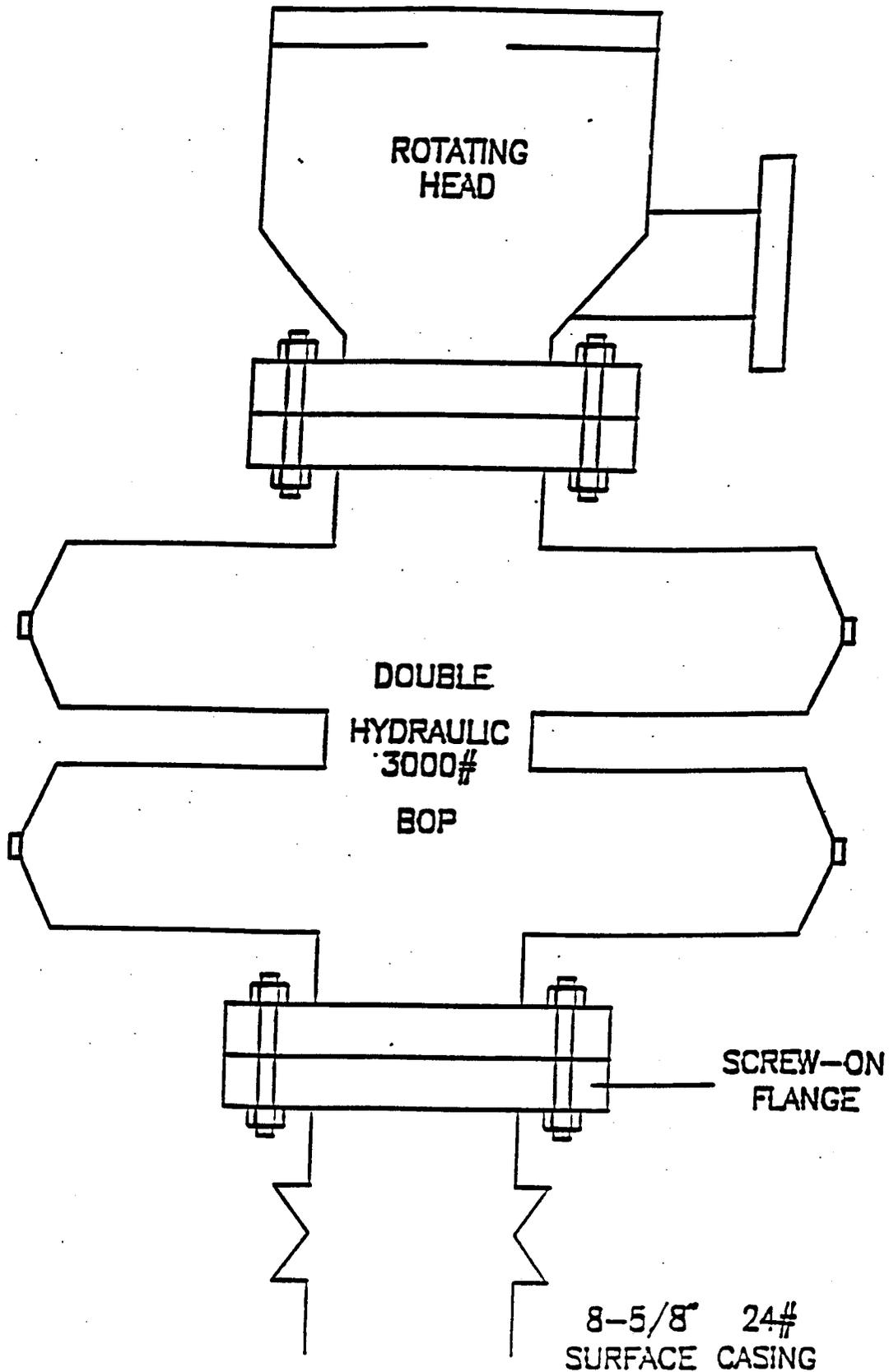
RIVER GAS CORP.
WELL SITE LAYOUT
215' X 175'

Exhibit "E"

TYPICAL ROAD CROSS-SECTION

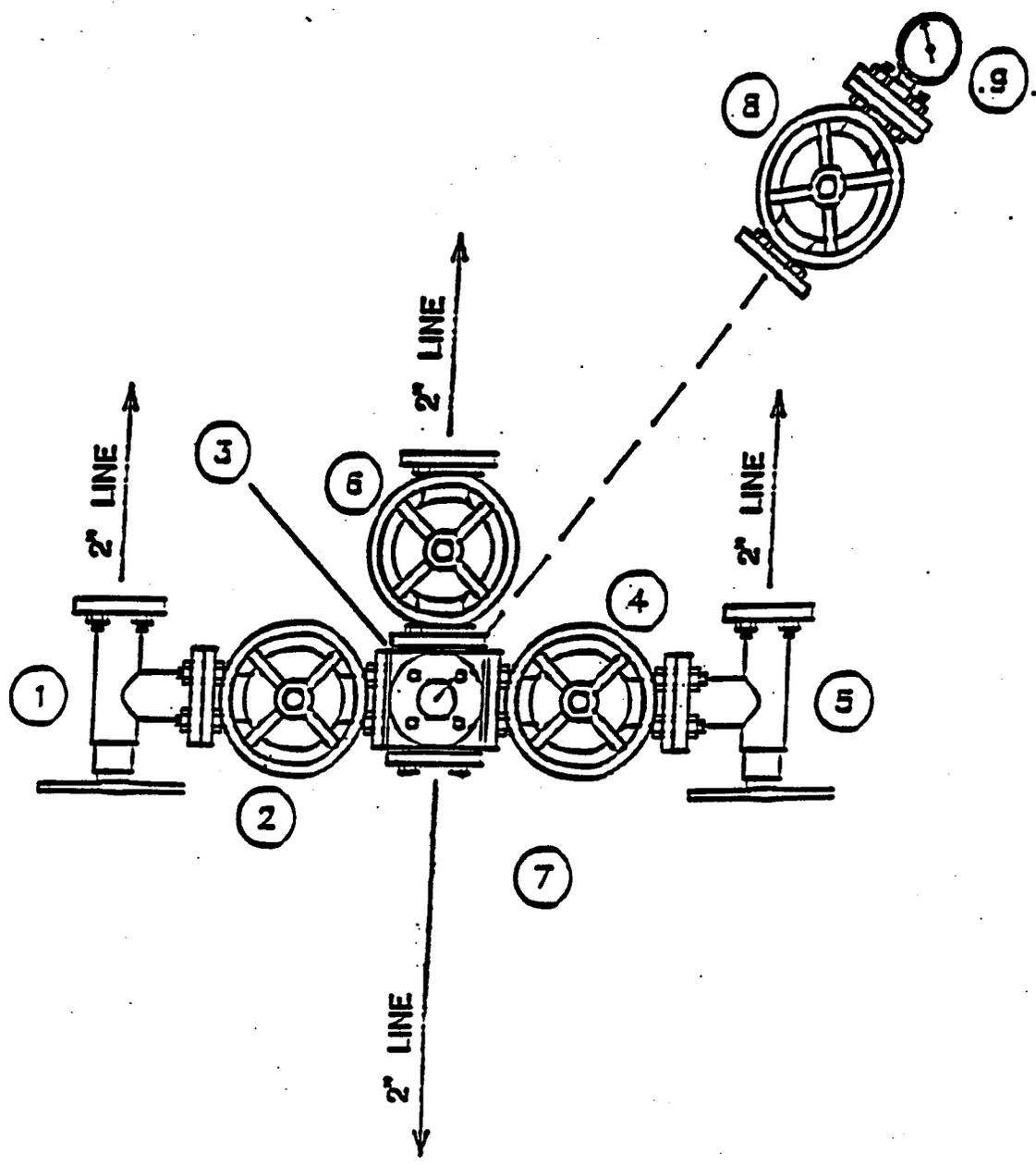


DIVERTER HEAD



- (1) 2" 5M FLANGED CHOKE
- (2) 2" 5M GATE VALVE (FLANGED)
- (3) 2" 5M STUDDED CROSS
- (4) 2" 5M GATE VALVE (FLANGED)
- (5) 2" 5M FLANGED CHOKE
- (6) 2" 5M GATE VALVE (FLANGED)
- (7) 2" LINE
- (8) 2" 5M GATE VALVE (FLANGED)
- (9) 3000# GAUGE

NOTE:
 NUMBER 8 GATE VALVE
 SITS ON TOP OF MANIFOLD
 BETWEEN STUDDED CROSS
 AND 3000# GAUGE.



TO BOP

AND A NEW 2" BALL VALVE
 FULL OPEN 5000PSI

MANIFOLD

STATE OF UTAH
BOND OF LESSEE

KNOW ALL MEN BY THESE PRESENTS, that we River Gas Corporation and Drunkards Wash
Joint Venture of 511 Energy Center Blvd. Northport, AL 35476 as principal and
GULF INSURANCE COMPANY, P.O. BOX 1771, DALLAS, TEXAS 75221 as surety, are held and firmly bound
unto the State of Utah in the sum of ^{two} Hundred Thousand Dollars (\$200,000.00) lawful money of the United States
to be paid to the School & Institutional Trust Lands Administration, as agent for the State of Utah, for the use and benefit
of the State of Utah, and of any patentee or purchaser of any portion of the land covered by the hereinafter described
lease heretofore sold or which may hereafter be sold with a reservation to the State of Utah, on the surface or of other
mineral deposits of any portion of such lands, for which payment, well and truly to be made, we bind ourselves, and each
of us, and each of our heirs, executors, administrators, successors, sublessees, and assignees, jointly and severally by
these presents.

Signed with our hands and seals this 4th day of March, 19 96.

The condition of the foregoing obligation is such that,

WHEREAS, ~~The State of Utah, as Lessor, issued a(n)~~
~~lease, Lease Number~~ _____ and dated _____, to _____
as lessee (and said lease has been duly assigned under date of _____
to _____) to drill for, mine, extract, and remove all of the _____
deposits in and under the following described lands, to wit:

Operational State Wide Bond

NOW, THEREFORE, the principal and surety shall be obligated to pay all monies, rentals, royalties, costs of
reclamation, damages to the surface and improvements thereon and any other damages, costs, expenses, penalties, interest
or liabilities which arise by operation of or in connection with the above described lease(s) accruing to the Lessor and
shall fully comply with all other terms and conditions of said lease, the rules, regulations, and policies relating thereto
of the School & Institutional Trust Lands Administration, the Board of Oil, Gas and Mining, and the Division of Oil,
Gas and Mining as they may now exist or may from time to time be modified or amended. This obligation is in effect
even if the principal has conveyed part of its interest to a successor in interest. If the principal fully satisfies the above
described obligations, then the surety's obligation to make payment to the State of Utah is void and of no effect,
otherwise, it shall remain in full force and effect until released by the School & Institutional Trust Lands Administration.

Signed, sealed and delivered
in the presence of

River Gas Corporation
David M. Chambers, President

[Signature]

David M Chambers (SEAL)
Principal

Witness

BONDING COMPANY GULF INSURANCE COMPANY

BY Frances Burks
Frances Burks, Attorney-in-fact

Attest: Jaye Ekerson

Resident Agent: Michael Dobson

Bonding Co. Address: P.O. Box 1771, Dallas, Texas 75221

Corporate Seal of Bonding Company Must be Affixed.

APPROVED AS TO FORM:

JAN GRAHAM
ATTORNEY GENERAL

[Signature]

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That GULF INSURANCE COMPANY, a corporation of the State of Missouri, hereinafter called "Company," does hereby appoint

FRANCES BURKS, DALLAS, TEXAS

its true and lawful Attorney-in-fact to make, execute, seal and deliver on its behalf, as surety, any and all bonds and undertakings of suretyship, including waiver and consent of surety to conditions of contracts.

The execution of such bonds or undertakings in pursuance of these presents shall be as binding upon the Company as if they had been executed and acknowledged by the regularly elected officers of the Company.

This Power of Attorney is issued pursuant to and by authority of the following resolution of the Board of Directors of the Company, adopted effective July 1, 1983, and now in full force and effect:

Resolved that the President, or any Senior Vice President, or any Vice President, or the Secretary, or any Assistant Secretary may appoint Attorneys-in-fact in any state, territory or federal district to represent this Company and to act on its behalf within the scope of the authority granted to them, in writing, which authority may include the power to make, execute, seal and deliver on behalf of this Company, as surety, and as its act and deed, any and all bonds and undertakings of suretyship and other documents that the ordinary course of surety business may require, including authority to appoint agents for the service of process in any jurisdiction, state or federal, and authority to assist in the signature of the President, or any Senior Vice President, or any Vice President, or the Secretary, or any Assistant Secretary and to verify any affidavit or other statement relating to the foregoing, and to certify to a copy of any of the bylaws of the Company and to any resolutions adopted by its Board of Directors; and any such Attorney-in-fact may be removed and the authority granted him revoked by the President, or any Senior Vice President, or any Vice President, or the Secretary, or any Assistant Secretary, or by the Board of Directors.

This Power of Attorney and Certificate are signed and sealed by facsimile under and by authority of the following resolution of the Board of Directors of the Company, adopted effective July 1, 1983, and now in full force and effect:

Resolved that the signature of the President, or of any Senior Vice President, or of any Vice President, or of the Secretary, or of any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Attorneys-in-fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, including any such power of attorney and certificate revoking the authority of the foregoing Attorneys-in-fact, as well as for the appointment of agents for the service of process in any jurisdiction, state or federal, including any such power of attorney and certificate revoking the authority of such agents; and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power of attorney or certificate so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company at the time any such power of attorney and certificate are executed and in the future with respect to any bond or undertaking to which they are attached.

Whereof, the Company has caused this Power of Attorney to be signed and its corporate seal to be affixed by its authorized officer this 1st of June, 19 88



By [Signature]
Sr. Vice President



day of June, 19 88 before me, a Notary Public of the State and County aforesaid, residing therein, duly commissioned and sworn, personally came the above named officer of GULF INSURANCE COMPANY, who being by me first duly sworn according to law, did depose and say that he is that officer of the company described in and which executed the foregoing instrument; that he knows the seal of said company; that the seal affixed to such instrument is the corporate seal of said company; and that the corporate seal and his signature on such instrument were affixed and subscribed to the said instrument by the authority and direction of said company.

[Signature]
Clifford R. Beard
Notary Public

30th day of June, 19 88

CERTIFICATE

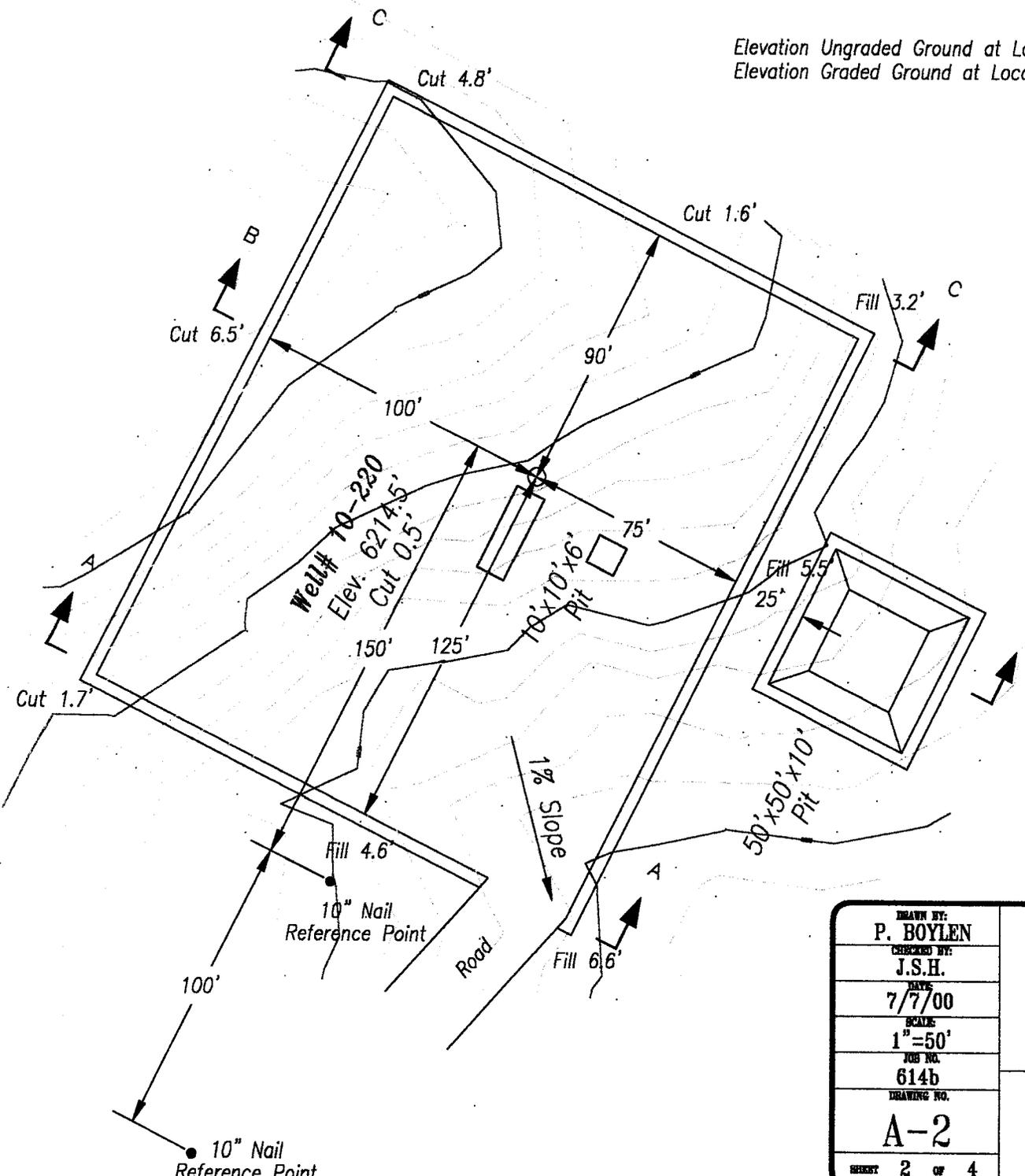
I, the undersigned, do hereby certify that the original Power of Attorney of which the foregoing is a true and correct copy is in full force and effect, and the foregoing resolutions are true and correct transcripts from the records of GULF INSURANCE COMPANY and that the above named officer was on the date of execution of the foregoing Power of Attorney authorized to execute this Power of Attorney.



Whereunto subscribed my name and affixed the corporate seal of Gulf Insurance Company this 4th day of March, 19 96

[Signature]
Vice President

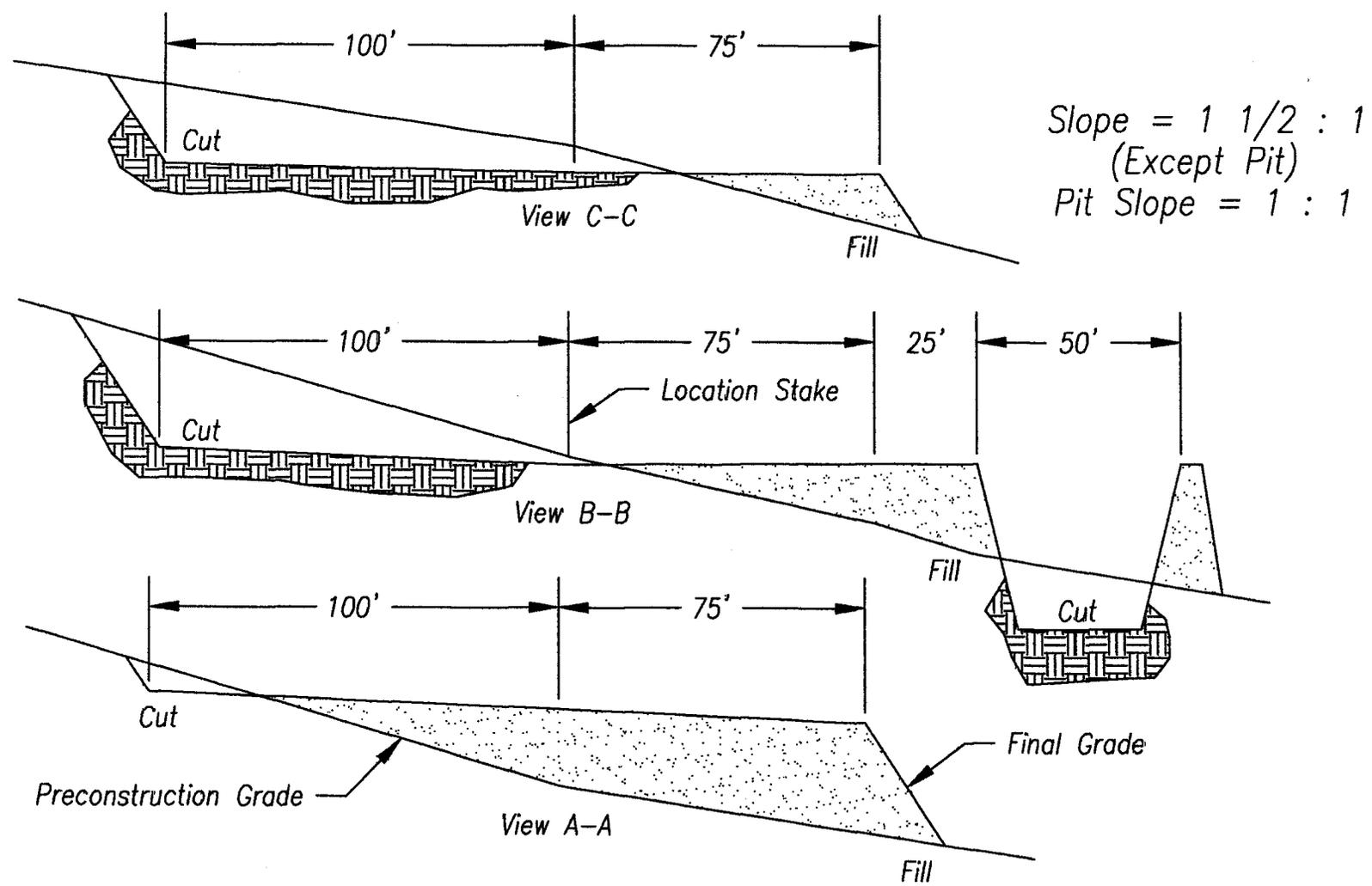
Elevation Ungraded Ground at Location Stake = 6214.5'
 Elevation Graded Ground at Location Stake = 6214.0'



DRAWN BY: P. BOYLEN	
CHECKED BY: J.S.H.	
DATE: 7/7/00	
SCALE: 1"=50'	
JOB NO. 614b	
DRAWING NO. A-2	River Gas Corporation Location Layout Section 10, T15S, R9E, S.L.B.&M. Well #10-220
SHEET 2 OF 4	

EXHIBIT 'A' 2/4

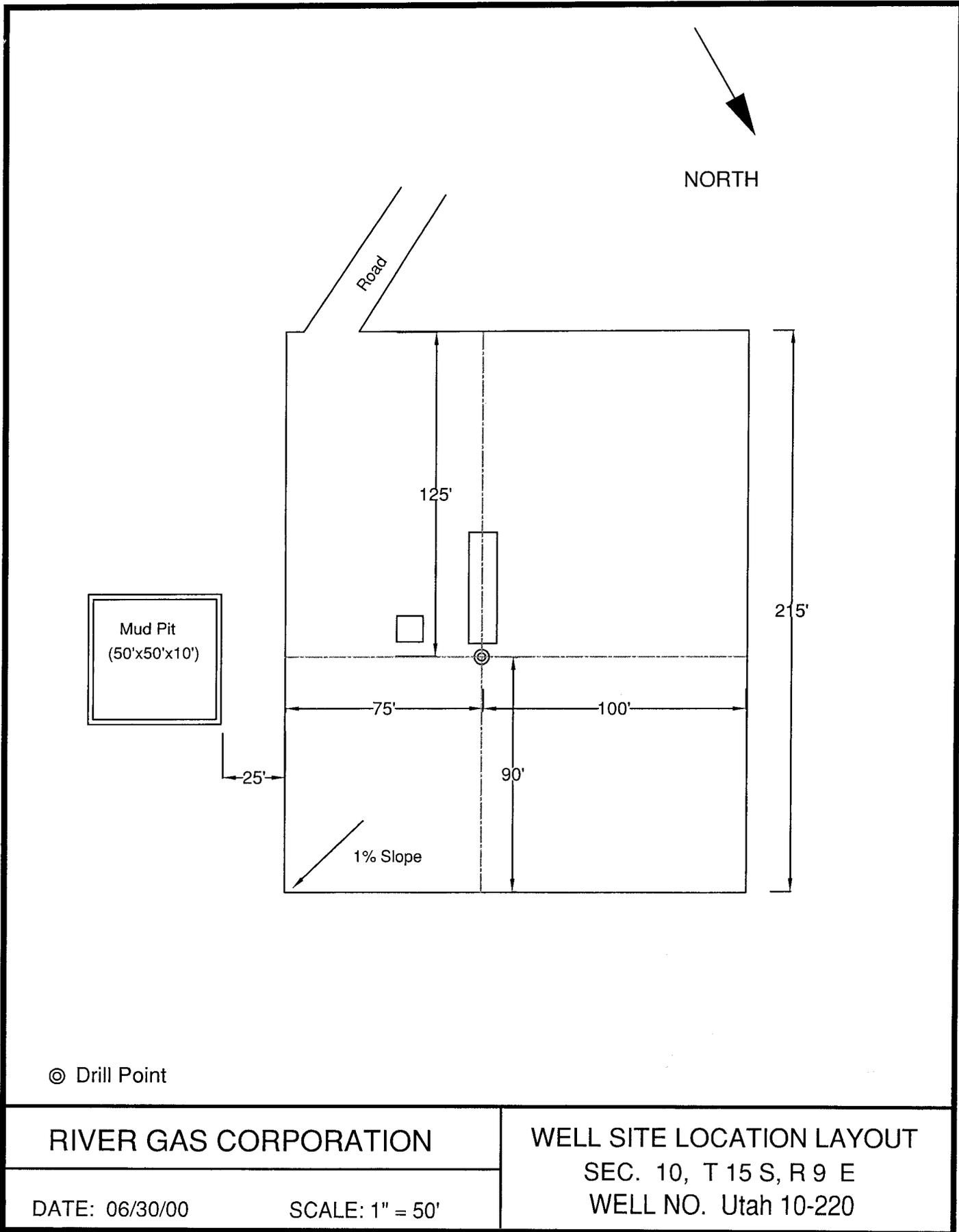
1"=10'
X-Section
Scale
1"=40'

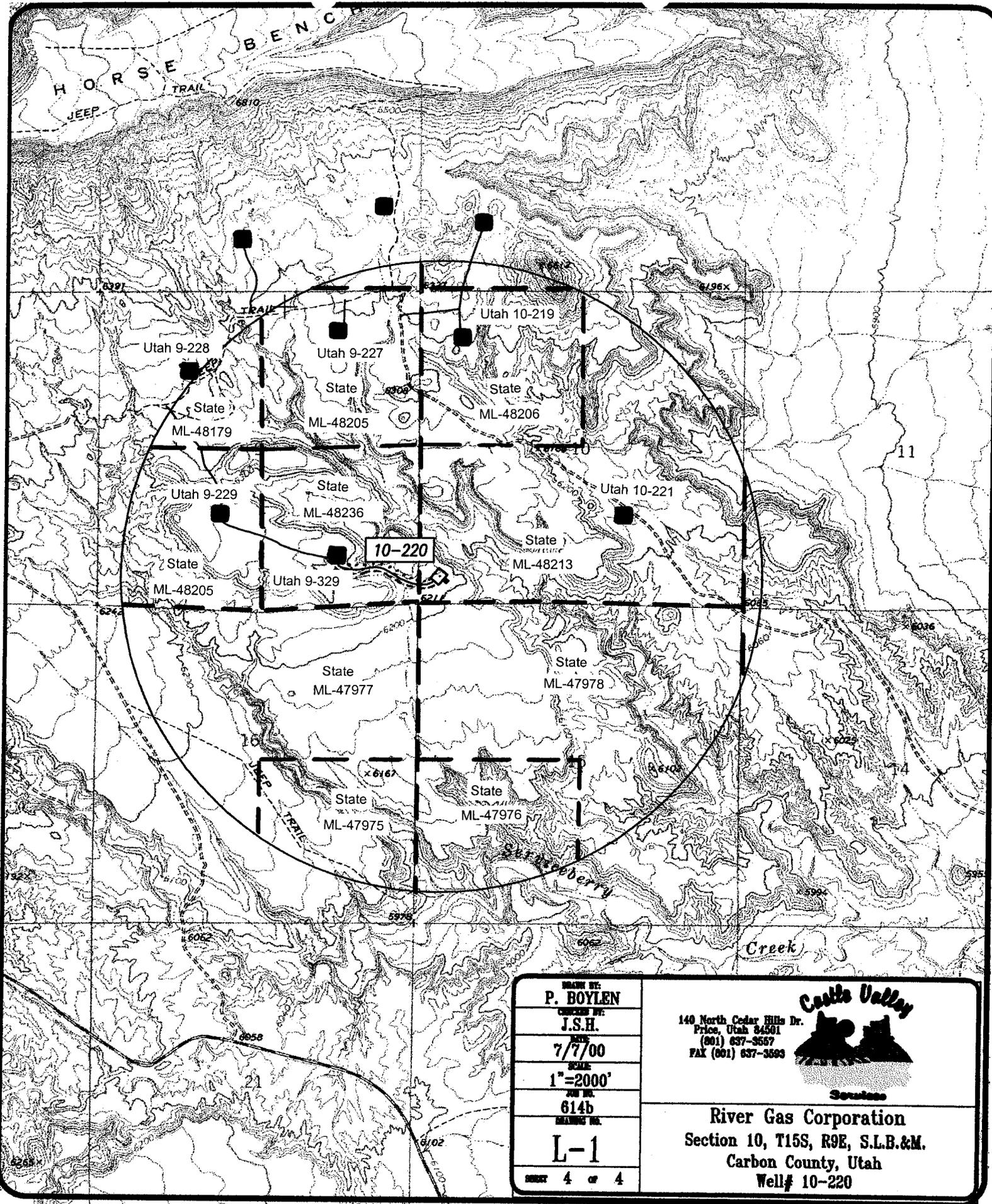


APPROXIMATE YARDAGES

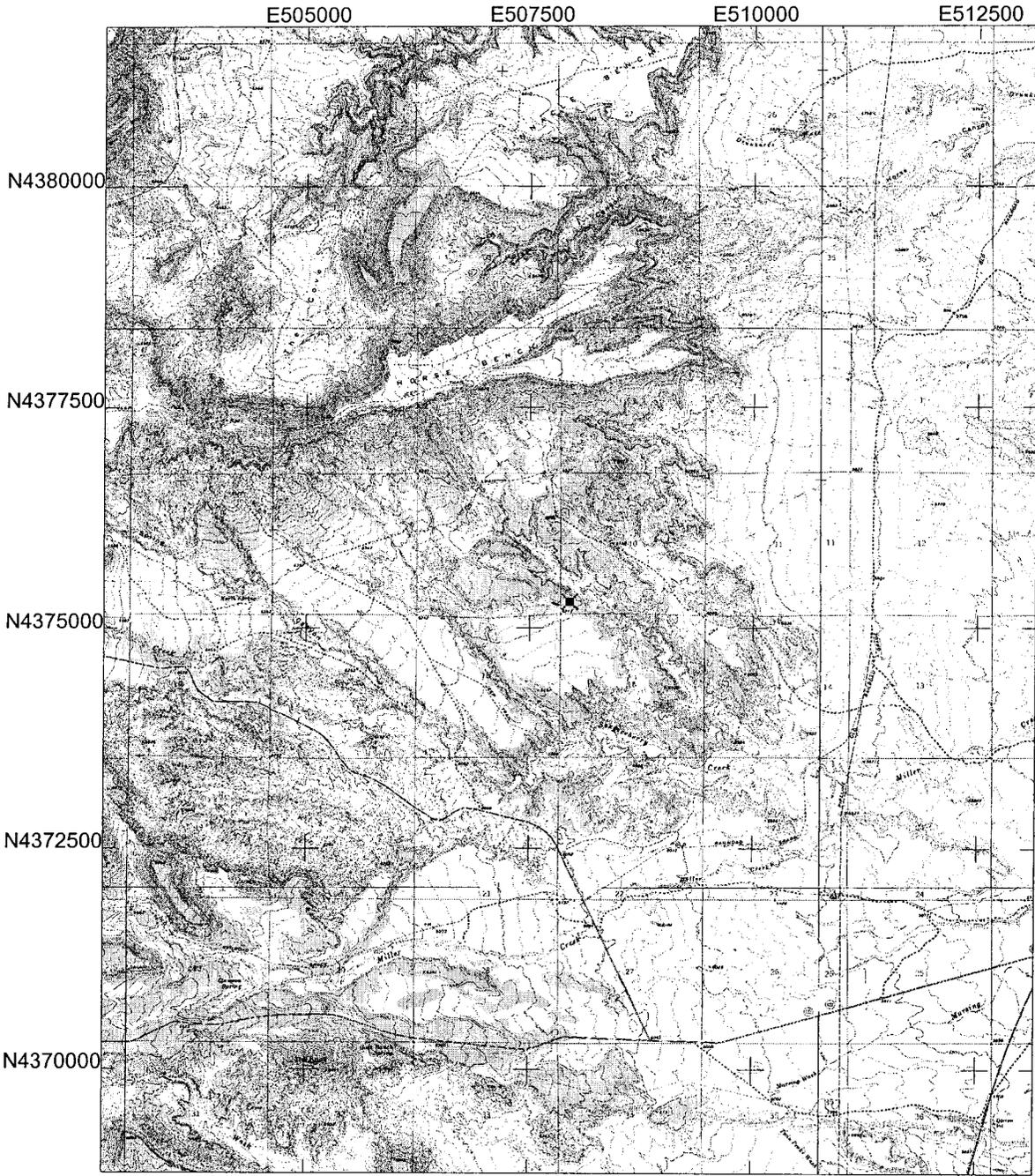
CUT	
(6") Topsoil Stripping	= 750.0 Cu. Yds.
Remaining Location	= 2,215.3 Cu. Yds.
TOTAL CUT	= 2,965.3 Cu. Yds.
TOTAL FILL	= 1,966.0 Cu. Yds.

DRAWN BY: P. BOYLEN	 <p>3266 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2633</p>
CHECKED BY: J.S.H.	
DATE: 7/7/00	
SCALE: As Shown	
JOB NO. 614b	
DRAWING NO. C-1	Sealed
SHEET 3 of 4	River Gas Corporation Typical Cross Sections Section 10, T15S, R9E, S.L.B.&M. Well #10-220



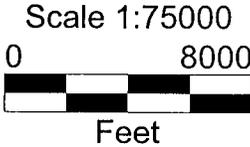


DRAWN BY: P. BOYLEN	 <p>Castle Valley</p> 140 North Cedar Hills Dr. Price, Utah 84501 (801) 637-3557 FAX (801) 637-3593
CHECKED BY: J.S.H.	
DATE: 7/7/00	
SCALE: 1"=2000'	
SHEET NO. 614b	
DRAWING NO. L-1	River Gas Corporation Section 10, T15S, R9E, S.L.B.&M. Carbon County, Utah Well# 10-220
SHEET 4 of 4	



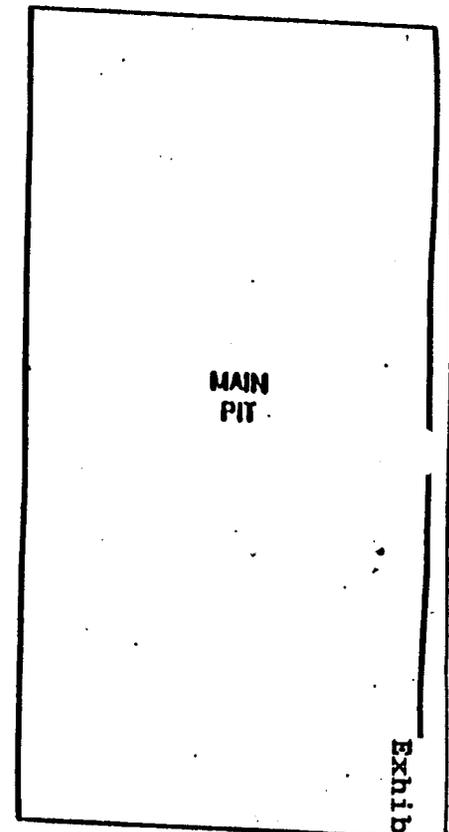
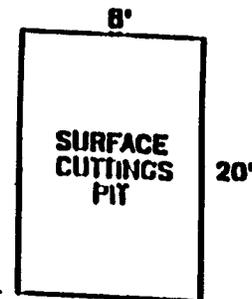
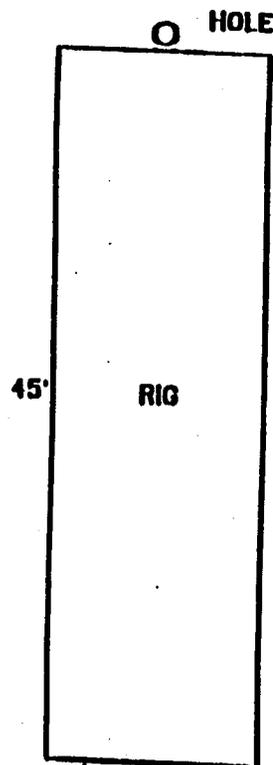
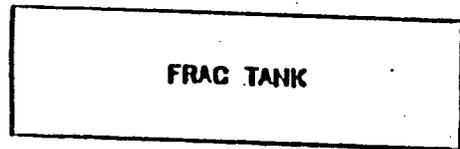
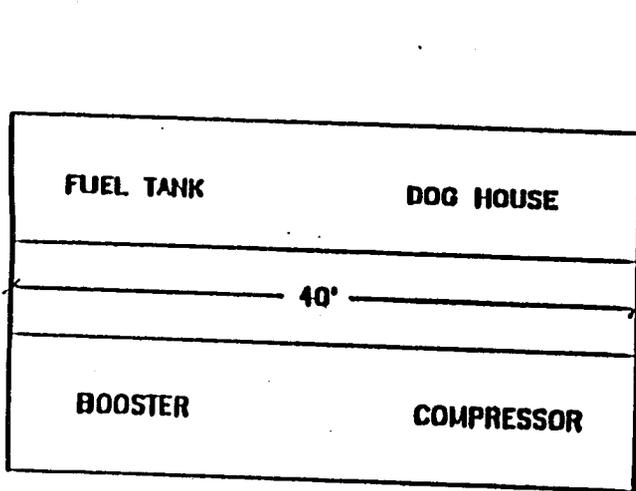
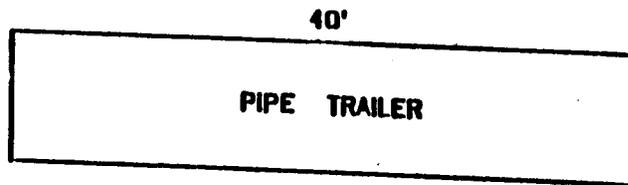
Utah 10-220
 Section 10, T 15 S, R 9 E

Universal Transverse Mercator
 12 North
 NAD 1927 (Conus)



rgc10220.ssf
 07/11/2000
 Pathfinder Office
Trimble

APPROXIMATE LAYOUT OF RIG & EQUIPMENT



SPUDDING INFORMATION

Name of Company: RIVER GAS CORPORATION

Well Name: UTAH 10-220

Api No. 43-007-30432 LEASE TYPE: STATE

Section 10 Township 15S Range 09E County CARBON

Drilling Contractor PENSE BROTHERS DRILLING RIG # 9

SPUDDED:

Date 11/03/2000

Time 10:30 AM

How DRY

Drilling will commence _____

Reported by FRANKIE HATHAWAY

Telephone # 1-435-613-9777

Date 11/06/2000 Signed: CHD

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS		5. Lease Designation and Serial Number: ML-48236
<small>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.</small>		6. If Indian, Allottee or Tribe Name: N/A
1. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER: _____		7. Unit Agreement Name: Drunkards Wash UTU-67921X
2. Name of Operator: River Gas Corporation		8. Well Name and Number: Utah 10-220
3. Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777		9. API Well Number: 43-007-30432
4. Location of Well Footages: 474' FSL, 372' FWL QQ, Sec., T., R., M.: SW/SW SEC. 10, T15S, R09E, SLB & M		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 <small>(Submit in Duplicate)</small>	SUBSEQUENT REPORT <small>(Submit Original Form Only)</small>
<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>Spud Notice</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.)

Please be advised that the Utah 10-220 well was spud on 11/3/2000 at 10:30 pm.
Pense Bros. Rig #9
Dry Drill

ORIGINAL
NOV 13 2000
DIVISION OF
OIL, GAS AND MINING

13. Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 11/7/2000

(This space for state use only)

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

5. Lease Designation and Serial Number:
ML-48236

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

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

8. Well Name and Number:
Utah 10-220

9. API Well Number:
43-007-30432

10. Field or Pool, or Wildcat:
Drunkards Wash

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 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4. Location of Well Footages:
474' FSL, 372' FWL
QQ, Sec., T., R., M.: SW/4 SW/4 SEC. 10, T15S, R09E, SLB & M

County: Carbon County
State: Utah

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 _____
- Approximate date work will start _____

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

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon *
 - Repair Casing
 - Change of Plans
 - Convert to Injection
 - Fracture Treat or Acidize
 - Other Well Report
- 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:

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DIVISION OF
OIL, GAS AND MINING
ORIGINAL

13. Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 12/6/00

(This space for state use only)

DRUNKARDS WASH PROJECT DAILY WELL REPORT

CONFIDENTIAL

UTAH

10-220

API NO: 4300730432

1717' FSL, 1641' FWL

NESW SEC: 10 TWN: 15S RNG: 09E

COUNTY: Carbon

ELEVATION: 6255

DRILLING CONTRACTOR: Pense Brothers Rig #9

SPUD TIME/DATE: 11/3/00 10:30:00 PM

TD TIME/DATE:

TD DEPTH: 2990

ON-LINE TIME/DATE: 11/28/00

Bit Information

Type	Size	In	Out	Hours	Rotating Hours
Air Hammer	15 in	0.00	21.00	1	0.75
Air Hammer	11 in	21.00	323.00	2.5	2
Air Hammer	7 7/8	360.00	220.00	21	14
Tri-cone	7 7/8in	2420.00	2990.00	18.5	7
	15 in				

Conductor Casing

Bore Hole Size: 15 in Conductor From: 0.00 To: 21.00

Casing Description: Number of Joints: 1 Set @: 21.00

Cement: Amount:

Cement Report:

Surface Casing

Bore Hole Size: 11 in Surface Casing From: 21.00 To: 323.00

Casing Description: 8 5/8 in 24#/ft J-55 Number of Joints: 11 Set @: 310.90

Cement: G + 2%S-1 + 1/4#/sk D-29 Amount: 150.00

Cement Report: r/up halliburton, safety meeting, test lines, pump 30bbl h2o ahead, mix & pump cement, displace w/ 17bbl h2o, close valve @ 2:30pm 11/4/00, 10bbl good cement to surface,

Production Casing

Bore Hole Size: 7 7/8 in Prod.Casing From: 0.00 To: 2990.00

Casing Description: 5 1/2 in 17#/ft N-80 Number of Joints: 71 Length: 2962.00

Lead Cement: 50/50 POZ, 8%D20, 10%D44, 2%S001, 1/4#/sk D29 Amount: 310.00

Tail Cement: 10-1 RFC Amount: 100.00

Cement Report: rigged up halliburton & pumped 310 sks of 50/50 poz, & 100sks of rfc, displaced with 69 bbls of water with 10 bbls of returns, rigged down hall. Plug down time @2:05 pm.

Float Equipment: 5 1/2 float shoe Centralizers ran on: 2,5,9,13,21,

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Drilling Data**DAY 1 11/4/00**

CURRENT DEPTH: 21 CURRENT OPERATIONS: working on compressors ROTATING HRS: 0.75
 7am-8pm move on location, (long move, bad roads,), 8pm-10:30pm r/up, service equipment, 10:30pm-12am spud
 @ 10:30am drill & set 21ft conductor pipe, 12am-1am n/up to drill 11in hole, 1am-7am compressors not
 cranking, charge batteries & work on compressors,

Estimated Daily Cost: [REDACTED]**DAY 2 11/5/00**

CURRENT DEPTH: 360 CURRENT OPERATIONS: drilling cement ROTATING HRS: 1.00
 7am-8am work on compressors, 8am-10am drill 323ft 11in hole, 10am-11:30am pooh, rih w/ shoe + 11jts 8 5/8in
 csg, land @ 310.9ft, 11:30am-1:45pm wait on cementers, 1:45pm-2pm r/up halliburton, 2pm-2:30pm cement
 surface pipe, close valve @ 2:30pm 1/4/00, 10bbl good cement to surface, 2:30pm-7:30pm woc, 7:30pm-11pm
 wait on bop, (had to run csg on 447 before we could remove it), 11pm-1am break loose, n/up bop & manifold,
 1am-2am test bop, 2am-3am n/up blouie line, 3am-5am n/up to drill 7 7/8in hole, tighten hammer, 5am-7am rih &
 drill cement,

Estimated Daily Cost: [REDACTED]**DAY 3 11/6/00**

CURRENT DEPTH: 2420 CURRENT OPERATIONS: drilling w/ tri-cone ROTATING HRS: 13.0
 7am-10am drill 360-440ft, 10am-12pm hammer not drilling, tooth & check, 12pm-1:30pm change hammer,
 1:30pm-4pm drill 440-950ft, 4pm-9pm drill 950-1940ft, 9pm-11:30pm drill 1940-2420ft, 11:30pm-12am clean hole,
 12am-2am tooth, 2am-3am rih w/ tricone & collars, 3am-6am rih w/ rods, 6am-7am condition hole,

Estimated Daily Cost: [REDACTED]**DAY 4 11/7/00**

CURRENT DEPTH: 2990 CURRENT OPERATIONS: r/down & move ROTATING HRS: 7.00
 7am-11am drill 2420-2750ft, 11am-2pm drill 2750-2990ft td @ 2pm 11/6/00, 2pm-3pm clean hole, 3pm-3:30pm
 pooh to check valve, 3:30pm-4:30pm mix & pump 4 tubs mud, 4:30pm-5pm circulate to bottom, 5pm-7pm
 circulate on bottom, 7pm-8pm short trip, 8pm-9pm circulate on bottom, 9pm-1:30am tooth, 1:30am-4:30am log
 well, 4:30am-5am r/down loggers, 5am-7am release rig @ 5am 11/7/00, r/down & prep to move,

Estimated Daily Cost: [REDACTED]**DAY 7 11/11/00**

CURRENT DEPTH: 2962 CURRENT OPERATIONS: Completion ROTATING HRS: 0.00
 Rode to location and rigged up. Shut down for night.

Estimated Daily Cost: [REDACTED]**DAY 5 11/11/00**

CURRENT DEPTH: 2990 CURRENT OPERATIONS: scraper run ROTATING HRS: 0.00
 rigged up rig, set pipe racks, unloaded casing, talley pipe, started in hole with pipe ran 71 jts of 5 1/2 casing,
 landed casing @ 2962.41. Hooked up halliburton to pump cement, pumped 310 sks lead, 100 sks of tail, with 10
 bbls returns, rigged down hall. Set up for scraper run.

Estimated Daily Cost: [REDACTED]**DAY 8 11/12/00**

CURRENT DEPTH: 2962 CURRENT OPERATIONS: Completion ROTATING HRS: 0.00
 Set up to run tbg and catch tool. Tagged up @ 2631 (27' fill) washed down to plug @ 2658, caught plug TOOH
 laid down plug. TIH and tagged up @ 2943 washed to TD @ 2957, TOOH and run production string. SN @
 2774', EOT @ 2810'.

Estimated Daily Cost: [REDACTED]

DAY 6 11/12/00

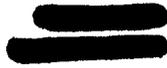
CURRENT DEPTH: 2959 CURRENT OPERATIONS: none

ROTATING HRS: 0.00

picked up scraper tripped inhole with 96 jts tagged @ 2959 trippedout laying down tubing rigged down & moved .

Estimated Daily Cost:

Cum. Estimated Daily Cost:



Frac Data

Good Job!

Completion Data

Day 1: Rode to location and rigged up. Shut down for night.

Day 2: Set up to run tbg and catch tool. Tagged up @ 2631 (27' fill) washed down to plug @ 2658, caught plug TOOH laid down plug. TIH and tagged up @ 2943 washed to TD @ 2957, TOOH and run production string. SN @ 2774', EOT @ 2810'.

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DIVISION OF
OIL, GAS AND MINING

OPERATOR River Gas Corporation
 ADDRESS 6825 S. 5300 W. P.O. Box 851
Price, UT 84501

OPERATOR ACCT. NO. NL

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION				SPUD DATE	EFFECTIVE DATE	
					QQ	SC	TP	RG			COUNTY
A	99999	12947	43-007-30706	USA 13-470	SENE	13	14S	08E	Carbon	11/3/00	7/1/99

WELL 1 COMMENTS: New single well, new spud outside PA but inside of Unit boundary

11-9-00

CONFIDENTIAL

A	99999	12948	43-007-30432	Utah 10-220	SWSW	10	15S	09E	Carbon	11/3/00	7/1/99
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WELL 2 COMMENTS: New single well, new spud outside PA but inside of Unit boundary

11-9-00

CONFIDENTIAL

A	99999	12949	43-007-30707	USA 13-447	NESE	13	14S	08E	Carbon	10/31/00	7/1/99
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WELL 3 COMMENTS: New single well, new spud outside PA but inside of Unit boundary

11-9-00

CONFIDENTIAL

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WELL 4 COMMENTS:

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WELL 5 COMMENTS:

ORIGINAL

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

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

(3/89)

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NOV 09 2000

DIVISION OF
 OIL, GAS AND MINING

Signature Frankie Hathaway

Title Administrative Assistant Date 11/7/00

Phone No. (435)613-9777

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

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WELL COMPLETION OR RECOMPLETION REPORT AND LOG										5. LEASE DESIGNATION AND SERIAL NO. ML-48236	
1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> DRY <input type="checkbox"/> Other _____										6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A	
b. TYPE OF COMPLETION: NEW WELL <input checked="" type="checkbox"/> WORK OVER <input type="checkbox"/> DEEP-EN <input type="checkbox"/> PLUG BACK <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> Other _____										7. UNIT AGREEMENT NAME Drunkards Wash UTU-67921X	
2. NAME OF OPERATOR RIVER GAS CORPORATION										8. FARM OR LEASE NAME Utah	
3. ADDRESS OF OPERATOR 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777										9. WELL NO. 10-220	
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements) At surface 474' FSL & 372' FWL At top prod. interval reported below At total depth										10. FIELD AND POOL, OR WILDCAT Drunkards Wash	
14. API NO. 43-007-30432 DATE ISSUED 4/9/98										12. COUNTY Carbon	13. STATE Utah
15. DATE SPUNDED 11/3/00		16. DATE T.D. REACHED 11/6/00		17. DATE COMPL. (Ready to prod. or Plug & Abd.) 1/25/00		18. ELEVATIONS (DF, REB, RT, GR, ETC.) 6255'		19. ELEV. CASINGHEAD N/A			
20. TOTAL DEPTH, MD & TVD 2990'		21. PLUG BACK T.D., MD & TVD 2962'		22. IF MULTIPLE COMPL., HOW MANY N/A		23. INTERVALS DRILLED BY to TD		ROTARY TOOLS N/A			
24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD) Ferron Coal - Top Coal 2576' & Bottom Coal 2724'										25. WAS DIRECTIONAL SURVEY MADE N/A	
26. TYPE ELECTRIC AND OTHER LOGS RUN Dual Induction, Laterolog, SFF, Caliper, Comp Density & Neutron										27. WAS WELL CORED DRILL STEM TEST YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> (Submit analysis) (See reverse side)	
28. CASING RECORD (Report all strings set in well)											
CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD				AMOUNT PULLED			
12 3/4"	Conductor	21'	15"	150 sks Class G, 2%, 4% Gell & 1/4#/sk Flocel							
8 5/8"	24#	311'	11"	310 sks 50/50 POZ, 8% D-20, 10% D-44, 2% S-1							
5 1/2"	17#	2962'	7 7/8"	100 sks 10-1 RFC (Thixtropic)							
29. LINER RECORD					30. TUBING RECORD						
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET				
					2-7/8"	2810'	N/A				
31. PERFORATION RECORD (Interval, size and number) Ferron Coal Upper: 2576'-2579', 2584'-2587', 2602'-2614', 2642'-2648' 4spf .88" Lower: 2665'-2668', 2681'-2683', 2690'-2692', 2696'-2699', 2706'-2709', 2720'-2724' 4spf .88"					32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC. DEPTH INTERVAL (MD) AMOUNT AND KIND OF MATERIAL USED Upper 2576'-2648' 30,100#, 20/40; 93,500#, 16/30; 45,688 gal fluid Lower 2665'-2724' 30,100#, 20/40; 93,500#, 16/30; 51,127 gal fluid						
33. PRODUCTION											
DATE FIRST PRODUCTION 11/29/00		PRODUCTION METHOD (Flowing, gas lift, pumping---size and type of pump) Pumping - 2 1/2" x 2" x 16' RWAC						WELL STATUS (Producing or shut-in) Producing			
DATE OF TEST 11/29/00	HOURS TESTED 24hrs.	CHOKE SIZE -----	PROD'N. FOR TEST PERIOD -----	OIL---BBL N/A	GAS---MCF 15	WATER---BBL 400	GAS-OIL RATIO				
FLOW. TUBING PRESS. 128	CASING PRESSURE 127	CALCULATED 24-HOUR RATE -----	OIL---BBL N/A	GAS---MCF 15	WATER---BBL 400	OIL GRAVITY - API (CORR.) N/A					
34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD					TEST WITNESSED BY Jerry H. Dietz						
35. LIST OF ATTACHMENTS											
36 I hereby certify that the foregoing and attached information is complete and correct as determined from all available records											
SIGNED Jean Semborski	TITLE Permitting Specialist				DATE 12/12/00						

CONFIDENTIAL
EXPIRED
12-19-01

ORIGINAL

WELL NUMBER: Utah 10-220

37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof, cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):		38. GEOLOGIC MARKERS	
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
Ferron	2577'	2667'	Coals and Sandstones Coal Interval: 2577'-2667'
			Blue Gate Bentonite 2400'
			Tununk Shale 2806'
			Ferron Sandston 2570'
			MEAS. DEPTH
			TRUE VERT. DEPTH

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS ✓
2. CDW		5- 3 104 ✓
3. JLT		6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

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

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

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

CA No.

Unit: DRUNKARDS WASH

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH 34-456	43-007-30713	12925	34-14S-08E	STATE	GW	P
UTAH 10-220	43-007-30432	12948	10-15S-09E	STATE	GW	P
UTAH 19-338	43-007-30624	12888	19-15S-09E	STATE	GW	P
UTAH 20-333	43-007-30669	12913	20-15S-09E	STATE	GW	P
UTAH 20-335	43-007-30626	12883	20-15S-09E	STATE	GW	P
CLAWSON SPRING STATE D-1	43-007-30638	99999	30-15S-09E	STATE	GW	APD
UTAH 32-82	43-007-30257	11693	32-15S-09E	STATE	GW	P
UTAH 21-83	43-007-30259	11712	21-15S-10E	STATE	GW	P
UTAH 09-359	43-015-30407	11256	09-16S-09E	STATE	GW	P
UTAH 09-361	43-015-30408	11256	09-16S-09E	STATE	GW	P
UTAH 16-110	43-015-30250	11256	16-16S-09E	STATE	GW	SGW
UTAH 31-175	43-015-30317	11256	31-16S-09E	STATE	GW	SGW

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 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.: 5952189
~~N/A~~

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: N/A
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

FILMING:

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

FILING:

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

COMMENTS:



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

In Reply Refer To:
3106
UTU-47157 et al
(UT-932)

JAN 30 2001

NOTICE

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

Merger Recognized

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

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

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

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

RECEIVED

JAN 30 2001

DIVISION OF
OIL, GAS AND 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, 8th Floor
Brooklyn, NY 11245
Teresa Thompson (UT-931)
LaVerne Steah (UT-942)
Pruitt, Gushee & Bachtell, Attn: Frederick M. MacDonald, Suite 1850 Beneficial Life Tower,
Salt Lake City, Utah 84111-1495
BLM, Eastern States Office (Attn: Bill Forbes)

LAW OFFICES
PRUITT, GUSHEE & BACHTELL

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

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

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

OF COUNSEL:
ROBERT G PRUITT, III
BRENT A BOHMAN

January 29, 2001

HAND DELIVERED

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

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

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

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

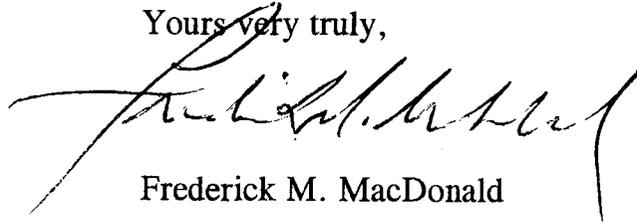
Phillips Petroleum Company
Attn: Billy Stacy, Operations Manager
P.O. Box 3368
Englewood, CO 80155-3368
Telephone No.: (720) 344-4984

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

Mr. Jim Thompson
January 29, 2001
Page 2

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

Yours very truly,

A handwritten signature in black ink, appearing to read "Frederick M. MacDonald", written in a cursive style. The signature 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>

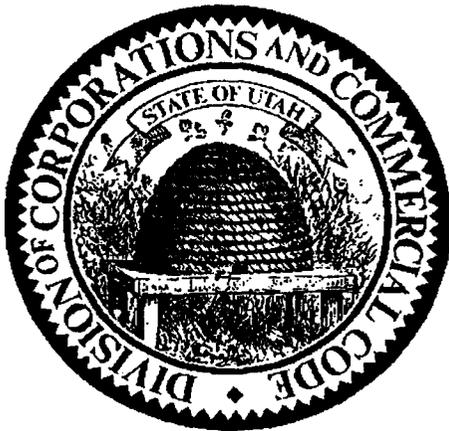
Registration Number: 562960-0143
Business Name: PHILLIPS PETROLEUM COMPANY
Registered Date: JUNE 14, 1946

01/12/01

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
Acting Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601

GRV NUMBER
00171191

State of Delaware

Office of the Secretary of State

TS

12/13/2000
Date:
Receipt Number: 186532
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

TAP
FILED
DEC 12 2000

Utah Div. Of Corp. & Comm. Code

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 2000 in the office of this Division and hereby issue this Certificate thereof.

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



Edward J. Freel
Edward J. Freel, Secretary of State
AUTHENTICATION: 0837738

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."

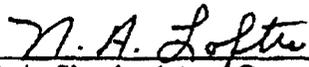
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

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 

TATE OF UTAH
DIVISION OF OIL, GAS AND MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS

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 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

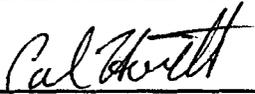
4 Location of Well Footages: QQ, Sec., T., R., M.: SLB & M
County: Carbon County
State: Utah

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input checked="" type="checkbox"/> Other <u>Change of Operator</u> Approximate date work will start _____	<input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other _____ Date of work completion _____ Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form * Must be accompanied by a cement verification report
<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 River Gas Corporation is transferring ownership of the attached list of wells to Phillips Petroleum Company 9780 Mt. Pyramid Court, Englewood, CO 80112.
Please direct all correspondence and reports to: Phillips Petroleum Company P.O. Box 3368, Englewood, CO 80155-3368.
Effective 1/1/01

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

(This space for state use only)

Drunkards Wash Total Well Count

(Through 2000 Drilling Season)

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

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

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

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

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

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

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

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



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

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

Gentlemen:

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

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

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

U.S. Mail Address:

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

Physical Address & Overnight Delivery:

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

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

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

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

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

Sincerely,

RECEIVED

DEC 02 2002

DIVISION OF
OIL, GAS AND MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>All</u>		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Phillips Petroleum Company		8. WELL NAME and NUMBER: See Attached List
3. ADDRESS OF OPERATOR: 980 Plaza Office CITY Bartlesville STATE OK ZIP 74004		9. API NUMBER: See List
PHONE NUMBER: (918) 661-4415		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached List		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

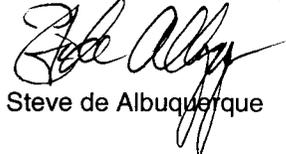
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input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

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

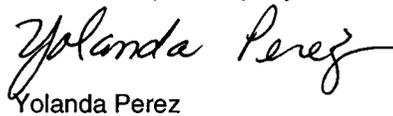
Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned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

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

Current Operator
Phillips Petroleum Company


Steve de Albuquerque

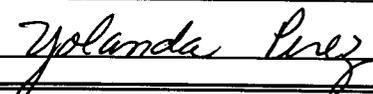
New Operator
ConocoPhillips Company


Yolanda Perez

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)

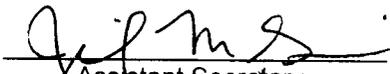


SECRETARY'S CERTIFICATE

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 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.

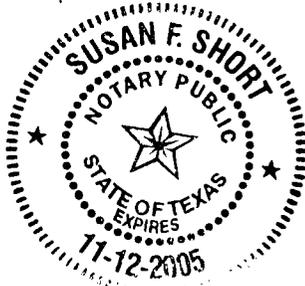
IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.


 Assistant Secretary
 ConocoPhillips Company

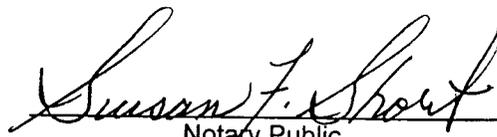
STATE OF TEXAS
 COUNTY OF HARRIS

§
 §
 §

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



RECEIVED
 JAN 08 2003


 Notary Public

Delaware

PAGE 1

The First State

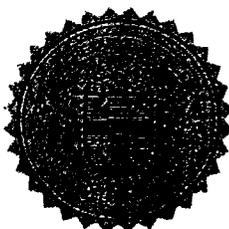
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE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

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

0064324 8100

030002793

DATE: 01-02-03

FROM RL&F#1

(THU) 12. 12 ' 02 13:32/ST. 13:32
STATE OF DELAWARE
SECRETARY OF STATE 5
DIVISION OF CORPORATIONS
FILED 01:41 PM 12/12/2002
020763238 - 0064324

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.

HOU03:884504.1

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DIV. OF OIL, GAS & MINING

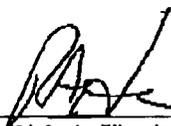
FROM RL&F#1

(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

WJ

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

HOU03:884504.1

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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:

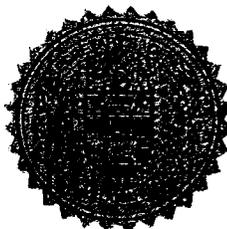
"CONOCO INC.", A DELAWARE CORPORATION,
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

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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DIV. OF OIL, GAS & MINING

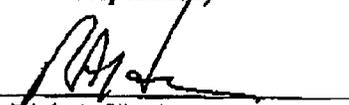
Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

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

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY
(a Delaware corporation)

27

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

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

Utah Well List as of 12/26/02

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

Utah Well List as of 12/26/02

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

Utah Well List as of 12/26/02

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

Utah Well List as of 12/26/02

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



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office
7450 Boston Boulevard
Springfield, Virginia 22153

IN REPLY REFER TO
3106.8(932.34)WF

January 16, 2003

NOTICE

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

Merger/Name Change Recognized

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

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

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

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

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

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

S/ Wilbert B. Forbes

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

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

OPERATOR CHANGE WORKSHEET

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

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

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

CA No. Unit: DRUNKARDS WASH

WELL(S)

NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH 10-01-36	10-15S-09E	43-007-30302	11256	STATE	GW	P
UTAH 10-221	10-15S-09E	43-007-30303	11256	STATE	GW	P
UTAH 10-220	10-15S-09E	43-007-30432	11256	STATE	GW	P
UTAH 11-50	11-15S-09E	43-007-30228	11256	STATE	GW	P
UTAH 11-51	11-15S-09E	43-007-30229	11256	STATE	GW	P
UTAH 11-52	11-15S-09E	43-007-30230	11256	STATE	GW	P
UTAH 11-53	11-15S-09E	43-007-30231	11256	STATE	GW	P
UTAH 12-54	12-15S-09E	43-007-30232	11256	STATE	GW	P
UTAH 12-55	12-15S-09E	43-007-30233	11256	STATE	GW	P
UTAH 12-56	12-15S-09E	43-007-30234	11256	STATE	GW	P
UTAH 12-15-37	12-15S-09E	43-007-30210	11256	STATE	GW	P
UTAH 13-65	13-15S-09E	43-007-30243	11256	STATE	GW	P
UTAH 13-66	13-15S-09E	43-007-30244	11256	STATE	GW	P
UTAH 13-67	13-15S-09E	43-007-30245	11256	STATE	GW	P
UTAH 13-68	13-15S-09E	43-007-30246	11256	STATE	GW	P
USA 13-91	13-15S-09E	43-007-30568	11256	FEDERAL	GW	P
UTAH 14-61	14-15S-09E	43-007-30239	11256	STATE	GW	P
UTAH 14-62	14-15S-09E	43-007-30240	11256	STATE	GW	P
UTAH 14-63	14-15S-09E	43-007-30241	11256	STATE	GW	P
UTAH 14-64	14-15S-09E	43-007-30242	11256	STATE	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

ORIGINAL

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-48236

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

7. Unit Agreement Name:
UTU67921X Drunkards Wash

8. Well Name and Number:
UTAH 10-220

9. API Well Number:
43-007-30432

10. Field or Pool, or Wildcat:
Drunkards Wash

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: ConocoPhillips Company

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

4. Location of Well Footages: 474 FSL' & 372' FWL
 QQ, Sec., T., R., M.: SW/SW, SEC. 10, T15S, R09E, SLB & M

County: Carbon County
 State: Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

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

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon *
 - Repair Casing
 - Change of Plans
 - Convert to Injection
 - Fracture Treat or Acidize
 - Other Chemical/Flush Treatment
- Date of work completion 07/21/2005
- New Construction
 - Pull or Alter Csg
 - Reperforate
 - Vent or Flare
 - Water Shut-Off

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

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

Please be advised that the above referenced well was chemically treated with 250 gallons of HCL and 95 gallons of Coalstim fluid on 07/21/2005.

13. Name & Signature: Lynnette Allred  Title: Sr. Operations Assistant Date: 08/02/2005

(This space for state use only)

RECEIVED
AUG 11 2005
DIV. OF OIL, GAS & MINING