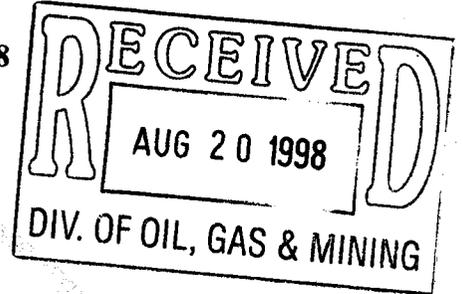




14421 Weld County Rd.10 • Ft. Lupton, Colorado 80621 • (303) 857-9999 • FAX (303) 857-0577 • E-MAIL Permitco 1@aol.com

August 17, 1998



Bureau of Land Management
82 E. Dogwood
Moab, UT 84532

Attn: Minerals

Re: Mission Energy, L.L.C.
Henzel Federal #1-29
510' FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah
Lease No. UTU-65776

Gentlemen:

Enclosed please find three copies of the A.P.D. for the subject well, along with all necessary attachments.

If you should need additional information, please don't hesitate to contact me.

Sincerely,

PERMITCO INC.

Lisa L. Smith
Consultant for:
Mission Energy, L.L.C.

Enc.

cc: Mission Energy, L.L.C. - Denver, CO
BLM - Price, UT
Wayne Fisher - Loveland, CO
✓ Utah Div. of Oil, Gas & Mining - SLC

001

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

(Other information on reverse side)

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK **DRILL**
b. TYPE OF WELL
OIL WELL GAS WELL OTHER _____
SINGLE ZONE MULTIPLE ZONE

CONFIDENTIAL

2. NAME OF OPERATOR **Mission Energy, L.L.C.**
3. ADDRESS AND TELEPHONE NO. **PERMITCO INC.**
621 17th St., Suite 2450
Denver, CO 80293
14421 Weld County Road 10
Fort Lupton, CO 80621

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements *)
At Surface ¹⁹⁵ **510' FNL and 2575' FEL**
At proposed prod. zone ¹⁴⁵ **NW NE Section 29, T12S - R15E**

RECEIVED
AUG 20 1998

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE
Approximately 44.7 miles south of Myton, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
(Also to nearest drlg. unit line, if any) **510'**

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

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
6,595' ungraded

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8"	24#	500'	385 sx-Class "G" w/2% CaCl2
7-7/8"	5-1/2"	15.5 & 17#	6,000'	980 sx Poz & "G". Est. top of cmt. @ 1600'

Mission Energy, L.L.C. proposes to drill a well to 6,000' to test the Wasatch and Mesa Verde Formations. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

See Onshore Order No. 1 attached. **CONFIDENTIAL - TIGHT HOLE**

Please be advised that Mission Energy, L.L.C. is considered to be the Operator of the above mentioned well. Mission Energy, L.L.C. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. UT-1091. The principal is Mission Energy, L.L.C. via surety consent as provided for in 43 CFR 3104.2.

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

24. SIGNED Lisa L. Smith TITLE Authorized Agent for: Mission Energy, L.L.C. DATE 8/18/98

PERMIT NO. 43-002-30470 APPROVAL DATE _____

CONDITIONS OF APPROVAL, IF ANY: _____

APPROVED BY Bradley G. Hill TITLE RECLAMATION SPECIALIST III DATE 9/2/98
Federal Approval of this Action is Necessary

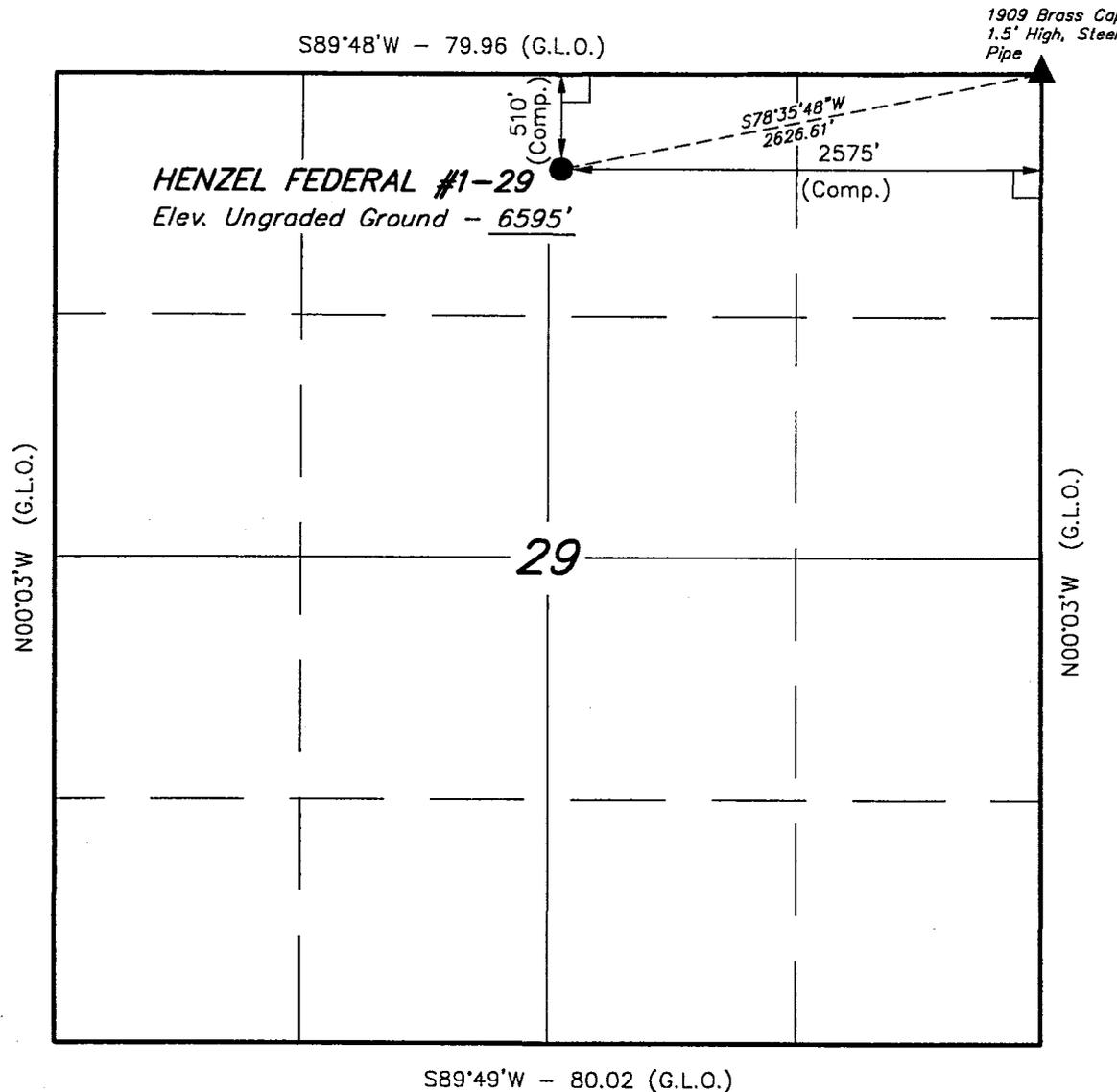
***See Instructions On Reverse Side**

563427.95
440 0127.46

T12S, R15E, S.L.B.&M.

MISSION ENERGY, L.L.C.

Well Location, HENZEL FEDERAL #1-29, located as shown in the NW 1/4 NE 1/4 of Section 29, T12S, R15E, S.L.B.&M. Carbon County, Utah.



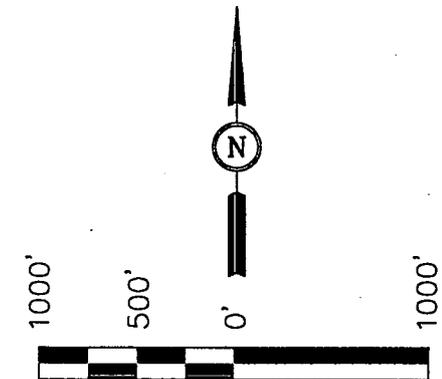
N00°03'W (G.L.O.)

N00°03'W (G.L.O.)

S89°49'W - 80.02 (G.L.O.)

BASIS OF ELEVATION

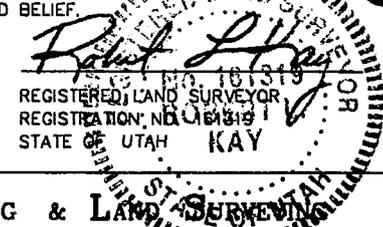
SPOT ELEVATION AT A HILLTOP IN THE EAST 1/2 OF SECTION 2, T13S, R14E, S.L.B.&M. TAKEN FROM THE BUIN POINT QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 8470 FEET.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME, OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Revised: 8-5-98 C.B.T.

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

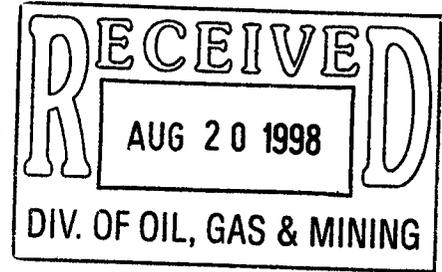
NOTE:

BASIS OF BEARINGS IS A GPS OBSERVED BEARING TAKEN AT THE NORTHEAST CORNER OF SECTION 29, T12S, R15E, S.L.B.&M.

SCALE 1" = 1000'	DATE SURVEYED: 7-21-98	DATE DRAWN: 7-27-98
PARTY G.S. J.K. C.B.T.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE MISSION ENERGY, L.L.C.	

ONSHORE OIL & GAS ORDER NO. 1

**Approval of Operations on Onshore
Federal and Indian Oil & Gas Leases**



**Henzel Federal #1-29
510' FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah**

Prepared For:

MISSION ENERGY, L.L.C.

By:

**PERMITCO INC.
14421 Weld County Road 10
Fort Lupton, Colorado 80621
303/857-9999**

CONFIDENTIAL - TIGHT HOLE

Copies Sent To:

- 3 - BLM - Moab, UT**
- 1 - BLM - Price, UT**
- 1 - Utah Division of Oil, Gas & Mining - SLC, UT**
- 10 - Mission Energy, L.L.C. - Denver, CO**
- 1 - Wayne Fisher - Loveland, CO**



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Henzel Federal #1-29

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ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal and Indian Oil and Gas Leases

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Order No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Estimated Tops/ Geologic Markers

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Subsea</u>
Green River	Surface	
Uteland Butte	1980'	+4630'
Upper Wasatch	2040'	+4570'
Middle Wasatch	3400'	+3210'
Lower Wasatch	4800'	+1810'
Mesa Verde	5650'	+960'
T.D.	6000'	+610'

2. Estimated Depth of Oil, Gas Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas or other mineral bearing formations are expected to be encountered are as follows:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Water	Green River	200'-500'
Oil/Gas	Green River/Uteland Butte	1600'-2040'
Gas/Condensate	Wasatch	2040'-5650'
Gas/Condensate	Mesaverde	5650'-T.D.

All fresh water and prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.



ONSHORE ORDER NO
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Henzel Federal #1-29
510' FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah

CONFIDENTIAL - TIGHT HOLE

Lease No. UTU-65776

Drilling Program
Page 2

All water shows and water-bearing sands will be reported to the BLM in Moab, Utah. Copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, samples will be submitted to the BLM along with any water analyses conducted.

3. BOP Equipment

Mission Energy's minimum specifications for pressure control equipment are as follows:

Ram Type: 10" Hydraulic double, 2000 psi w.p.

Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70 percent of internal yield pressure of casing. Pressure shall be maintained for at least 10 minutes or until requirements of test are met, whichever is longer. If a test plug is utilized, no bleed-off pressure is acceptable. For a test not utilizing a test plug, if a decline in pressure of more than 10 percent in 30 minutes occurs, the test shall be considered to have failed. Valve on casing head below test plug shall be open during test of BOP stack.

Annular type preventers (if used) shall be tested to 50 percent of rated working pressure. Pressure shall be maintained at least 10 minutes or until provisions of test are met, whichever is longer.

As a minimum, the above test shall be performed:

- a. when initially installed;
- b. whenever any seal subject to test pressure is broken
- c. following related repairs; and
- d. at 30-day intervals

Valves shall be tested from working pressure side during BOPE tests with all down stream valves open.



ONSHORE ORDER NO.
Mission Energy, L.L.C.
Henzel Federal #1-29
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Drilling Program
Page 3

When testing the kill line valve(s) the check valve shall be held open or the ball removed.

Annular preventers (if used) shall be functionally operated at least weekly.

Pipe and blind rams shall be activated each trip, however, this function need not be performed more than once a day.

A BOPE pit level drill shall be conducted weekly for each drilling crew.

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

Pressure tests shall apply to all related well control equipment.

All of the above described tests and/or drills shall be recorded in the drilling log. Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request. Pressure tests shall apply to all related well control equipment.

BOP systems shall be consistent with API RP53. Pressure tests will be conducted before drilling out from under casing strings which have been set and cemented in place. Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection will be recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

The Price River Resource Area Office shall be notified, at least 24 hours prior to initiating the pressure test, in order to have a BLM representative on location during pressure testing.



- a. The size and rating of the BOP stack is shown on the attached diagram. Although a rig has not been chosen to drill this well, most of the equipment for this depth of hole in the area use a 11", 3000 psi working pressure blowout preventor.
- b. A choke line and a kill line are to be properly installed. The kill line is not to be used as a fill-up line.
- c. The accumulator system shall have a pressure capacity to provide for repeated operation of hydraulic preventers.
- d. Drill string safety valve(s), to fit all tools in the drill string, are to be maintained on the rig floor while drilling operations are in progress.

4. Casing and Cementing Program

- a. The Price River Resource Area Office shall be notified at least 24 hours prior to the running and cementing of all casing strings, in order to have a BLM representative on location while running and cementing all casing strings.
- b. The proposed casing and cementing program shall be conducted as approved to protect and/or isolate all usable water zones, potentially productive zones, lost circulation zones, abnormally pressured zones, and any prospectively valuable deposits of minerals. Any isolating medium other than cement shall receive approval prior to use. The casing setting depth shall be calculated to position the casing seat opposite a competent formation which will contain the maximum pressure to which it will be exposed during normal drilling operations. Determination of casing setting depth shall be based on all relevant factors, including; presence/absence of hydrocarbons; fracture gradients; usable water zones; formation pressures; lost circulation zones; other minerals; or other unusual characteristics. All indications of usable water shall be reported.
- c. Casing design shall assume formation pressure gradients of 0.44 to 0.50 psi per foot for exploratory wells (lacking better data).



- d. Casing design shall assume fracture gradients from 0.70 to 1.00 psi per foot for exploratory wells (lacking better data)
- e. Casing collars shall have a minimum clearance of 0.422 inches of all sides in the hole/casing annulus, with recognition that variances can be granted for justified exceptions.
- f. All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe prior to drilling out.
- g. All casing except the conductor casing, shall be new or reconditioned and tested used casing that meets or exceeds API standards for new casing.
- h. The surface casing shall be cemented back to surface either during the primary cement job or by remedial cementing.
- i. All indications of usable water shall be reported to the authorized officer prior to running the next string of casing or before plugging orders are requested, whichever occurs first.
- j. Three centralizers will be run on the bottom three joints of surface casing with a minimum of one centralizer per joint starting with the shoe joint.
- k. Top plugs shall be used to reduce contamination of cement by displacement fluid. A bottom plug or other acceptable technique, such as a suitable preflush fluid, inner string cement method, etc. shall be utilized to help isolate the cement from contamination by the mud fluid being displaced ahead of the cement slurry.
- l. All casing strings below the conductor shall be pressure tested to 0.22 psi per foot of casing string length or 1500 psi, whichever is greater, but not to exceed 70 percent of the minimum internal yield. If pressure declines more than 10 percent in 30 minutes, corrective action shall be taken.



ONSHORE ORDER NO. 1
 Mission Energy, L.L.C.
 Henzel Federal #1-29
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 Carbon County, Utah

CONFIDENTIAL - TIGHT HOLE

Lease No. UTU-65776

Drilling Program
 Page 6

- m. On all exploratory wells, and on that portion of any well approved for a 5M BOPE system or greater, a pressure integrity test of each casing shoe shall be performed. Formation at the shoe shall be tested to a minimum of the mud weight equivalent anticipated to control the formation pressure to the next casing depth or at total depth of the well. This test shall be performed before drilling more than 20 feet of new hole.
- n. The proposed casing program will be as follows:

<u>Purpose</u>	<u>Depth</u>	<u>Hole Size</u>	<u>O.D.</u>	<u>Weight</u>	<u>Grade</u>	<u>Type</u>	<u>New or Used</u>
Surface	0-500'	12-1/4"	8-5/8"	24.0#	J-55	ST&C	New
Produc.	0-500'	7-7/8"	5-1/2"	17.0#	N-80	LT&C	New
Produc.	500-3600'	7-7/8"	5-1/2"	15.5#	J-55	LT&C	New
Produc.	3600-6000'	7-7/8"	5-1/2"	17.0#	N-80	LT&C	New

Used casing will be yellow band and will be tested to API standards for new casing.

- o. Casing design subject to revision based on geologic conditions encountered.
- p. The cement program will be as follows:

<u>Surface</u> 0-500'	<u>Type and Amount</u> 385 sx Class "G" with 2% CaCl ₂ with 46% water and 1/4#/sk celloflake, or sufficient volume to circulate to surface.
--------------------------	---

<u>Production</u> 1600-6000'	<u>Type and Amount</u> 530 sx 28:72 Poz followed by 450 sx 14.3# "G" with 10% gyp. Estimated top of cement at 1600'.
---------------------------------	---

- q. The Price River Resource Area Office should be notified, with sufficient lead time, in order to have a BLM representative on location while running all casing strings and cementing.



- r. After cementing but before commencing any test, the casing string shall stand cemented until the cement has reached a compressive strength of at least 500 psi at the shoe. WOC time shall be recorded in the driller's log.
- s. The following reports shall be filed with the District Manager within 30 days after the work is completed.
 - 1. Progress reports, Form 3160-5 (formerly 9-331) "Sundry Notices and Reports on Wells", must include complete information concerning:
 - a. Setting of each string of casing, showing the size, grade, weight of casing set, hole size, setting depth, amounts and type of cement used, whether cement circulated or the top of the cement behind the casing, depth of cementing tools used, casing test method and results, and the date work was done. Show the spud date on the first reports submitted.
 - b. Temperature or bond logs must be submitted for each well where the casing cement was not circulated to the surface.
- t. Auxiliary equipment to be used is as follows:
 - 1. Kelly cock
 - 2. No bit float is deemed necessary.
 - 3. A sub with a full opening valve.

5. Mud Program

- a. The proposed circulating mediums to be employed in drilling are as follows:

<u>Interval</u>	<u>Mud Type</u>	<u>Mud Wt.</u>	<u>Visc.</u>	<u>F/L</u>	<u>PH</u>
0-6000'	Produced Water and KCL with Air	9.0	34	12	8.0



There will be sufficient mud on location to control a blowout should one occur.

A mud test shall be performed every 24 hours after mudding up to determine, as applicable: density, viscosity, gel strength, static filtration loss, and Ph.

- b. Mud monitoring equipment to be used is as follows:
 - 1. Periodic checks will be made each tour of the mud system. The mud level will be checked visually.
- c. Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing or completion operations.

6. Evaluation Program

The anticipated type and amount of testing, logging and coring are as follows:

- a. No drill stem tests are anticipated, however, if DST's are run, the following requirements will be adhered to:

Initial opening of drill stem test tools shall be restricted to daylight hours unless specific approval to start during other hours is obtained from the authorized officer. However, DST's may be allowed to continue at night if the test was initiated during daylight hours and the rate of flow is stabilized and if adequate lighting is available (i.e. lighting which is adequate for visibility and vapor-proof for safe operations). Packers can be released, but tripping shall not begin before daylight, unless prior approval is obtained from the authorized officer. Closed chamber DSTs may be accomplished day or night.

A DST that flows to the surface with evidence of hydrocarbons shall be either reversed out of the testing string under controlled surface conditions. This would involve provided some means for reverse circulation.



Separation equipment required for the anticipated recovery shall be properly installed before a test starts.

All engines within 100 feet of the wellbore that are required to "run" during the test shall have spark arresters or water cooled exhausts.

- b. The logging program will consist of an Array Induction/Gamma Ray from Surface to T.D. In addition, a Compensated Neutron/Litho Density/Gamma Ray Microlog will be run from 1600' to T.D.
- c. No cores are anticipated.
- d. 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 not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, 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, fluids, and/or gases) will be submitted when requested by the authorized officer (AO).
- e. The anticipated completion program is as follows:

Perforate and treat as necessary the gas bearing sands of the Wasatch and Transition Zone.

7. Anticipated Pressures and H₂S

- a. The expected maximum bottom hole pressure is 2200 psi. No abnormal pressures are anticipated.
- b. No hydrogen sulfide gas is anticipated.



8. Other Information and Notification Requirements

- a. Should the well be successfully completed for production, the AO will be notified when the well is placed in a producing status. Such notification will be sent by telegram or other written communications, not later than 5 days following the date on which the well is placed on production.
- b. Production data shall be reported to the MMS pursuant to 30 CFR 216.5 using form MMS/3160.
- c. The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or the date on which gas is first measured through permanent metering facilities, whichever first occurs.
- d. Pursuant to NTL-4A, lessees or operators are authorized to vent/flare gas during initial well evaluation tests, not exceeding a period of 30 days or the production of 50 MMCF of gas, whichever occurs first. An application must be filed with the District Engineer and approval received, for any venting/flaring of gas beyond the initial 30 day or authorized test period.
- e. Gas produced from this well may not be vented or flared beyond an initial authorized test period of 30 days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the Authorized Officer. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or the operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.



- f. A schematic facilities diagram as required by 43 CFR 3162.7-2, 3162.7-3 and 3162.7-4 shall be submitted to the appropriate District Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in 43 CFR 3162.7 and Onshore Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-4.
- g. Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

If you fail to comply with this requirement in the manner and time allowed, you shall be liable for a civil penalty of up to \$10,000 per violation for each day such violation continues, not to exceed a maximum of 20 days. See Section 109(c)(3) of the Federal Oil and Gas Royalty Management Act of 1982 and the implementing regulations at Title 43 CFR 3162.4-1(b)(5)(ii).

- h. Drilling operations are planned to commence on immediately upon approval of this application due to High County Winter stipulations and a July 31, 1999 lease expiration.
- i. It is anticipated that the drilling of this well will take approximately 14 days.
- j. No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

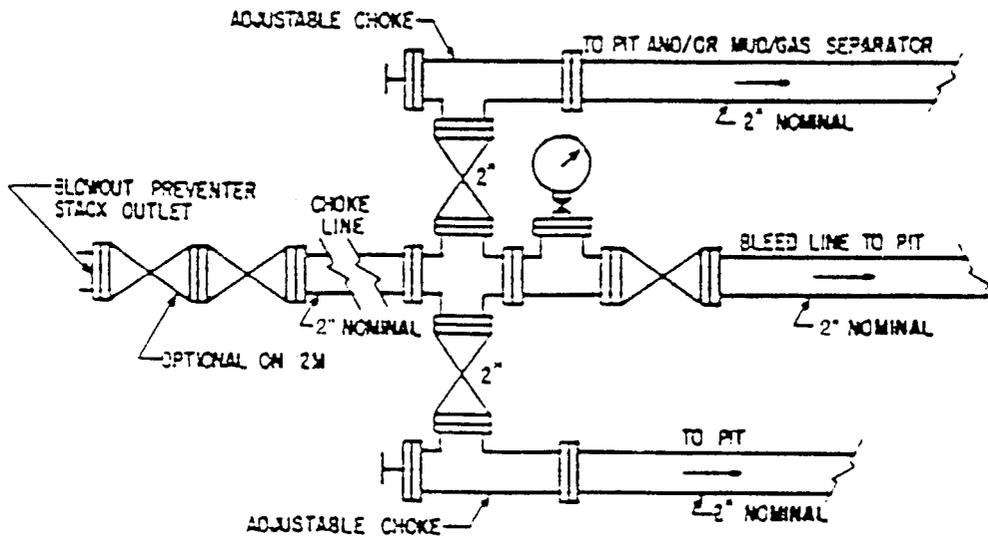
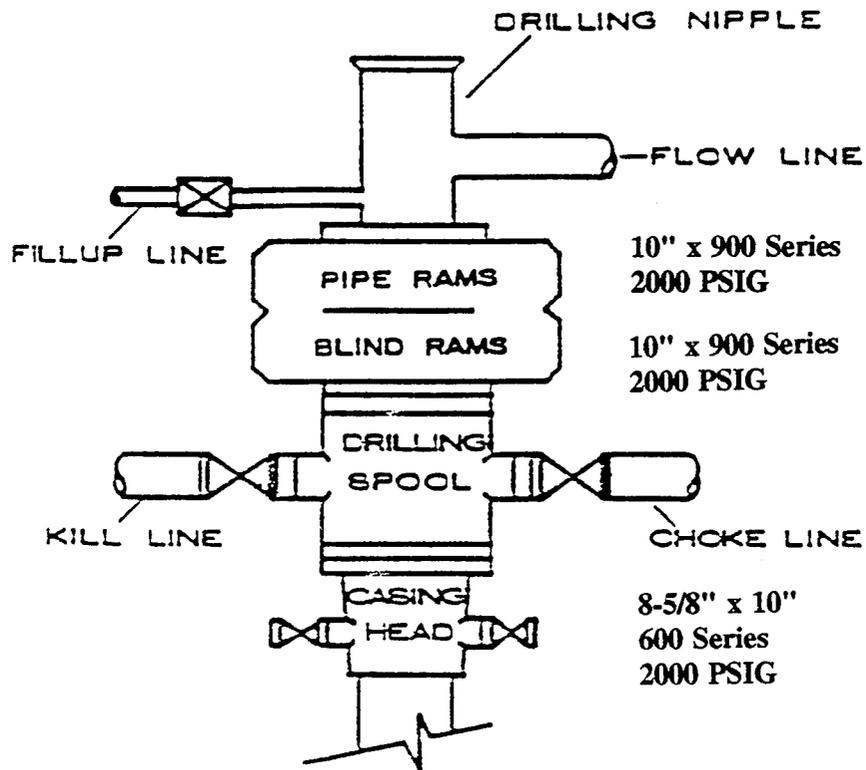


- k. Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the requirements of NTL-3A or its revision.
- l. If a replacement rig is contemplated for completion operations, a "Sundry Notice" Form 3160-5 to that effect will be filed, for prior approval of the AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.
- m. Pursuant to Onshore Order No. 7, with the approval of the District Engineer, produced water may be temporarily disposed of into unlined pits for a period of up to 90 days. During the period so authorized, an application for approval of the permanent disposal method, along with the required water analysis and other information, must be submitted to the District Engineer.
- n. No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the SO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within 30 days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. 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 AO or his representative, or the appropriate Surface Managing Agency.



BOP STACK

2,000 PSI



2,000 PSI CHOKE MANIFOLD

ONSHORE OIL & GAS ORDER NO. 1

Thirteen Point Surface Use Plan

An onsite inspection of the subject well was conducted on Thursday, July 30, 1998 at approximately 12:00 noon. Weather conditions were warm and sunny. In attendance at the onsite inspection were the following individuals:

David Mills	Wildlife Biologist	BLM
Dean Nyffeler	Geologist	BLM
Blain Miller	Archeologist	BLM
Chad Hunter	Wild Horse Specialist	BLM
Mike Kaminski	Soil/Reveg. Spec.	BLM
Dennis Willis	Recreation/Visuals	BLM
Lisa Smith	Permitting Agent	Permitco Inc.
Robert Kay	Land Surveyor	UELS
Jerry Bergeson	Engineering Consultant	Mission Energy
Wayne Fisher	Field Consultant	Mission Energy

1. Existing Roads

- a. The proposed well site is located approximately 47.7 miles south of Myton, Utah.
- b. Directions to the location from Myton, Utah are as follows:

From Myton proceed in a southwesterly direction along U.S. Highway 40 approximately 1.5 miles to the junction of this road and an existing road to the south. Turn left and proceed in a southerly direction for 30.3 miles through Gate Canyon. At the intersection of Nine Mile Canyon, turn left and proceed southeasterly for 5.1 miles. Turn right and proceed southerly, then southwesterly in Dry Canyon for 6.4 miles to a fork in the road. Turn right and proceed northwesterly in Stone Cabin Draw for 1.4 miles to the location.

- c. For location of access roads within a 2-Mile radius, see Maps A & B.



ONSHORE ORDER NO. 1
Mission Energy, L.L.C.
Henzel Federal #1-29
510' FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah

CONFIDENTIAL - TIGHT HOLE

Lease No. UTU-65776

Surface Use Plan
Page 2

- d. Improvement to the existing access will be kept to a minimum. All blading will occur within the existing disturbed area.
- e. All existing roads will be maintained and kept in good repair during all drilling and completion operations associated with this well.
- f. Existing roads and newly constructed roads on surface under the jurisdiction of any Surface Managing Agency shall be maintained in accordance with the standards of the SMA.

2. Planned Access Roads

- a. No new access will be required since this location sits on the existing road.
- b. The maximum grade will be 5%.
- c. No turnouts are planned.
- d. No low water crossings or culverts will be necessary.
- e. The need for surfacing material is not anticipated, however, should it become necessary, it will be installed at the discretion of the operator.
- f. One cattleguard will be installed at the existing gate approximately 3.5 miles easterly of the location.
- g. Surface disturbance and vehicular travel will be limited to the approved location and approved access route. Any additional area needed will be approved in advance.



- h. No road right of way will be required as all access, off lease, is maintained by the County Road Department.**

3. Location of Existing Wells Within a 1-Mile Radius of the Proposed Location.

- a. Water wells -none**
- b. Injection wells -none**
- c. Producing wells - none**
- d. Drilling wells - none**

4. Location of Tank Batteries and Production Facilities.

- a. All permanent structures (onsite for six months or longer) constructed or installed (including oil well pump jacks) will be painted a neutral color to blend with the surrounding environment. Facilities required to comply with the Occupational Safety and Health Act (OSHA) will be excluded.**
- b. If storage facilities/tank batteries are constructed on this lease, the facility/battery or the wellpad shall surrounded by a containment dike of sufficient capacity to contain at a minimum, the entire content of the largest tank within the facility/battery, unless more stringent protective requirements are deemed necessary by the authorized officer.**
- c. All loading lines will be placed inside the berm surrounding the tank battery.**
- d. Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried or anchored down from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs will be housed and/or fenced.**
- e. The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future**



meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal District Office. All meter measurement facilities will conform with Onshore Oil and Gas Order No. 4 for liquid hydrocarbons and Onshore Oil and Gas Order No. 5 for natural gas measurement.

- f. A Sundry Notice will be submitted showing placement of all production facilities prior to construction.
 - g. Any necessary pits will be properly fenced to prevent any wildlife entry.
 - i. All site security guidelines identified in 43 CFR 3162.7 regulations will be adhered to.
 - j. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the Authorized Officer.
 - k. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic.
 - l. The road will be maintained in a safe useable condition.
5. **Location and Type of Water Supply**
- a. All water needed for drilling purposes will be obtained from the towns of Price or Wellington. Water will be purchased from the Price River Water District. No permit number is required by the Division of Water Resources.
 - b. Water will be hauled to location over the roads marked on Maps A and B.
 - c. No water well is to be drilled on this lease.
6. **Source of Construction Material**
- a. Surface and subsoil materials in the immediate area will be utilized.



- b. Any gravel used will be obtained from a private or commercial source.
- c. The use of materials under BLM jurisdiction will conform with 43 CFR 3610.2.3. Construction material will not be located on lease.
- d. No construction materials will be removed from Federal land.

7. Methods of Handling Waste Disposal

- a. The reserve pit will be constructed so as not to leak, break, or allow discharge. The reserve pit will be lined to prevent water seepage. The wellpad will be sloped toward the pit. Runoff will be controlled.
- b. A plastic nylon reinforced liner will be used. It will be a minimum of 12 mil thickness with sufficient bedding (either straw or dirt) to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit.
- c. Burning will not be allowed. All trash will be contained in a trash cage and its contents removed at the end of drilling operations and hauled to an approved disposal site.
- d. After first production, produced waste water will be confined to a storage tank for a period not to exceed ninety (90) days. During the 90-day period, in accordance with Onshore Order No. 7, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.
- e. Drill cuttings are to be contained and buried in the reserve pit.
- f. Any salts and/or chemicals which are an integral part of the drilling system will be disposed of in the same manner as the drilling fluid.



- g. Sewage will be placed in a portable chemical toilet or holding tank and disposed of in accordance with state and county regulations.
- h. The produced fluids (other than water) will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas salt water or other produced fluids will be cleaned up and removed.

8. Ancillary Facilities

There are no airstrips, camps, or other facilities planned during the drilling of the proposed well.

9. Well Site Layout

- a. The reserve pit will be located on the northwest side of the location.
- b. No topsoil will be stripped since this location sits in an area previously disturbed by the existing road and previous wellpad as shown on the location layout.
- c. See Location Layout for orientation of rig, cross section of drill pad and cuts and fills.
- d. The location of mud tanks; reserve pit, trash cage; pipe racks; living facilities and soil stockpiles will be shown on the Location Layout.
- e. All pits will be fenced to prevent wildlife entry.
- f. The reserve pit fencing will be on three sides during drilling operations and on the fourth side when the rig moves off the location. Pits will be fenced and maintained until cleanup.



10. Plans for Restoration of Surface

Producing Location

- a. Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
- b. Immediately upon well completion, any hydrocarbons on the pit shall be removed in accordance with 43 CFR 3162.7-1.
- c. The plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit.
- d. Once the reserve pit is dry, the reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours.
- e. The location will be reclaimed and reseeded as per a seed mixture to be specified by the BLM in Price, Utah.

Dry Hole

- f. At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment.

11. Surface Ownership

Access Roads - All roads are County maintained or are located on lands managed by the BLM.

Wellpad - The well pad is located on lands managed by the BLM.



12. Other Information

- a. A Class III archeological survey has been conducted by Metcalf Archeological Consultants. A copy of this report will be submitted under separate cover by Metcalf Archeological Consultants.
- b. The operator is responsible for informing all persons in the areas 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 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 and 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 required mitigation has been completed, the operator will then be allowed to resume construction.
- c. All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.



- d. A complete copy of the approved APD shall be on location during construction of the location and drilling activities.
- e. There will be no deviation from the proposed drilling and/or workover program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.h.
- f. "Sundry Notice and Report on Wells" (From 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.
- g. This permit will be valid for a period of one year from the date of approval. An extension period may be granted, if requested, prior to the expiration of the original approval period.
- h. The operator or his contractor shall contact the BLM Offices at 801/977-4300 48 hours prior to construction activities.

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

Permit Matters

PERMITCO INC.
Lisa L. Smith
14421 Weld County Road 10
Ft. Lupton, CO 80621
303/857-9999

Drilling & Completion Matters

MISSION ENERGY, L.L.C.
621-17th Street, Suite 2450
Denver, CO 80293
303/292-9775 (Office)
303/292-9280 (Fax)
970/669-8217 (Home) - Wayne Fisher

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



ONSHORE ORDER NO
Mission Energy, L.L.C.
Henzel Federal #1-29
510' FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah

CONFIDENTIAL - TIGHT HOLE

Lease No. UTU-65776

Surface Use Plan
Page 10

proposed herein will be performed by Mission Energy, L.L.C. and its contractors and subcontractors in conformity with the plan and the terms and conditions under which it is approved.

This statement is subject to the provisions of 18.U.S.C. 1001 for the filing of a false statement.

August 18, 1998

Date:

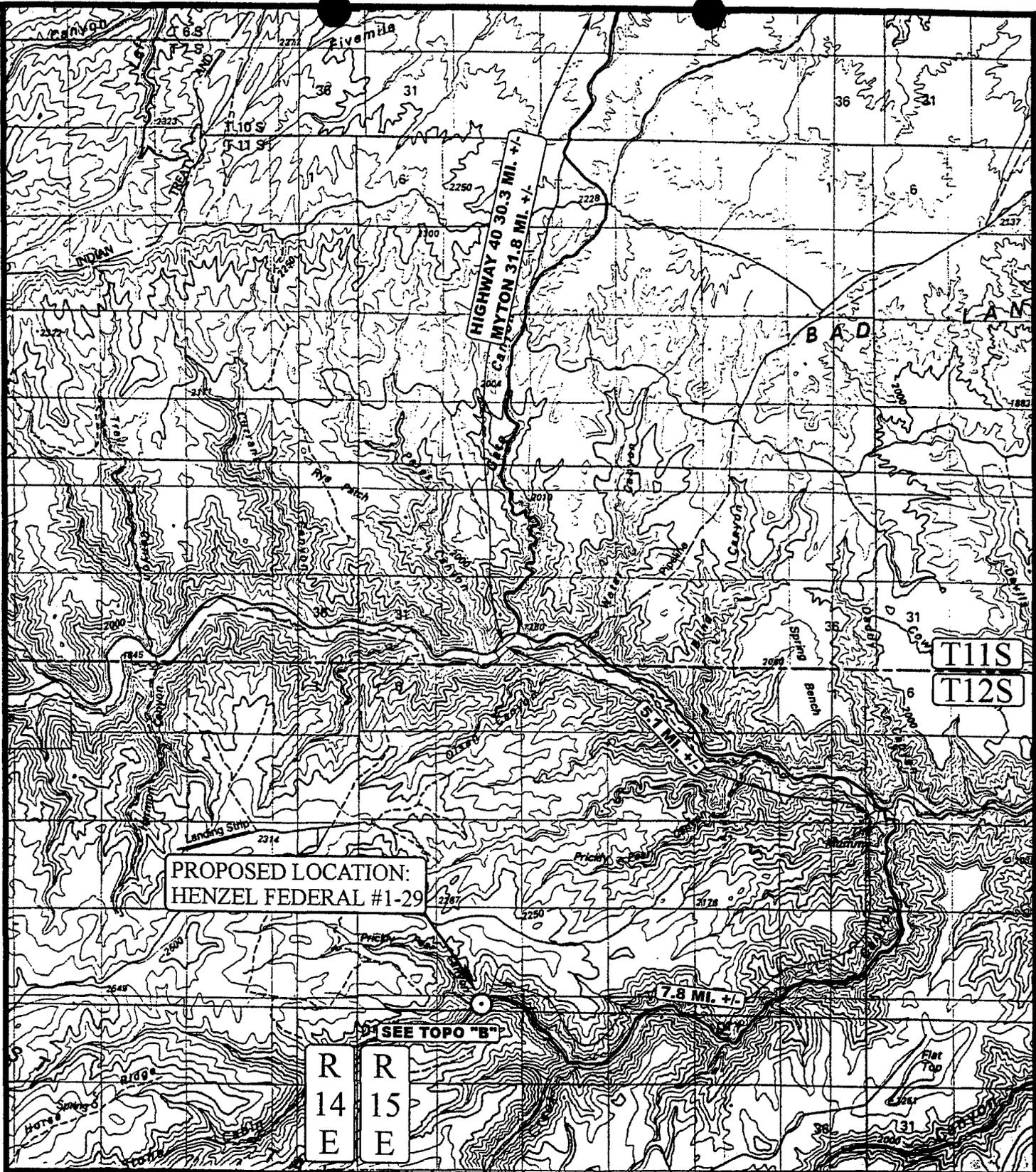


Lisa L. Smith - PERMITCO INC.

Authorized Agent for:

Mission Energy, L.L.C.





PROPOSED LOCATION:
HENZEL FEDERAL #1-29

R
14
E
R
15
E

SEE TOPO "B"

LEGEND:

○ PROPOSED LOCATION



MISSION ENERGY L.L.C.

HENZEL FEDERAL #1-29
SECTION 29, T12S, R15E, S.L.B.&M.
510' FNL 2575' FEL



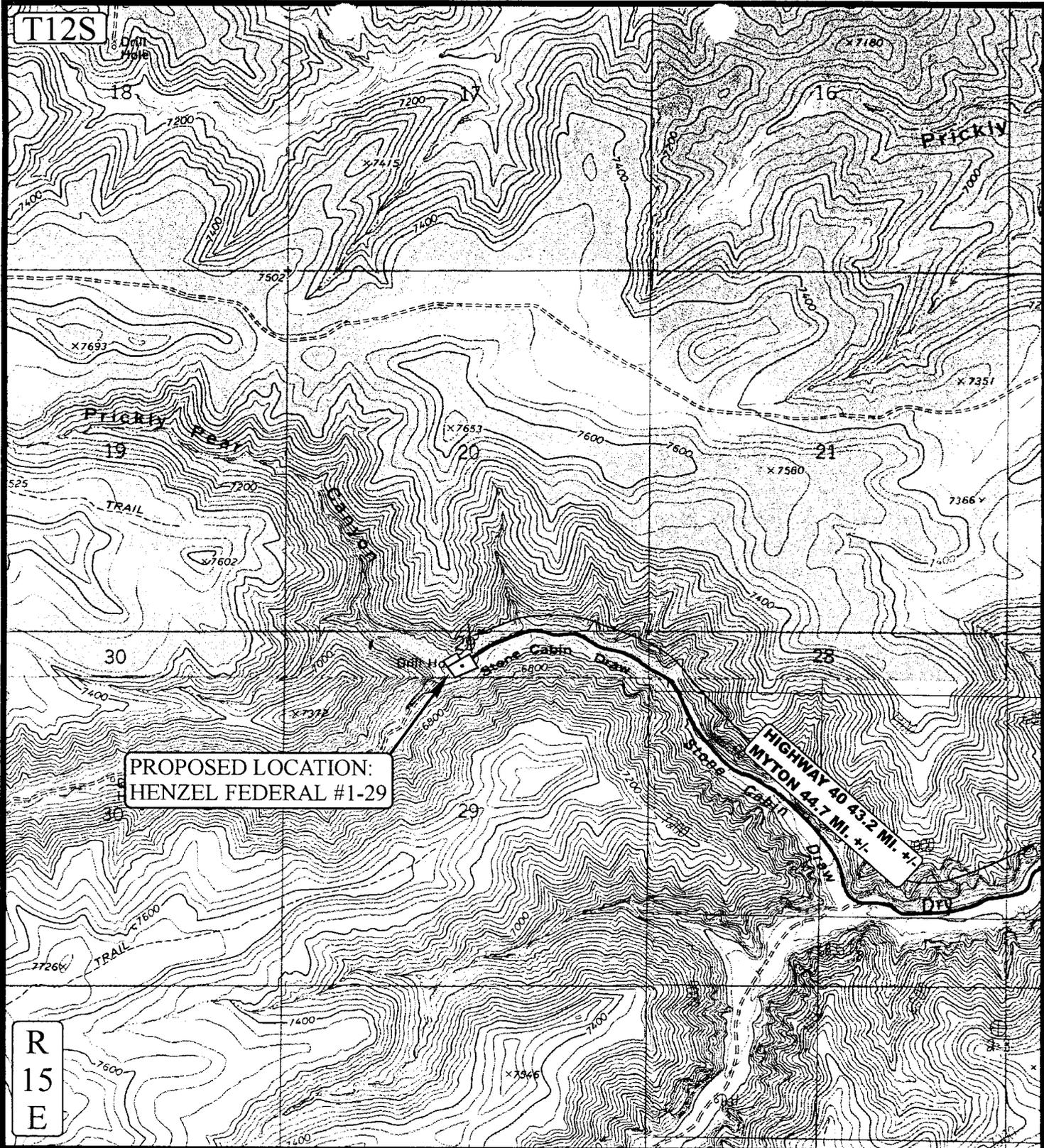
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

7	27	98
MONTH	DAY	YEAR

SCALE: 1:100,000 DRAWN BY: J.L.G. REVISED: 8-4-98

A
TOPO



**PROPOSED LOCATION:
HENZEL FEDERAL #1-29**

**HIGHWAY 40 43.2 MI. +/-
MYTON 44.7 MI. +/-**

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD



MISSION ENERGY L.L.C.

**HENZEL FEDERAL #1-29
SECTION 29, T12S, R15E, S.L.B.&M.
510' FNL 2575' FEL**



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

7	27	98
MONTH	DAY	YEAR

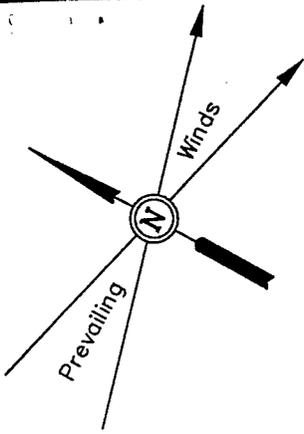
**B
TOPO**

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 8-4-98

MISSION ENERGY, L.L.C.

LOCATION LAYOUT FOR

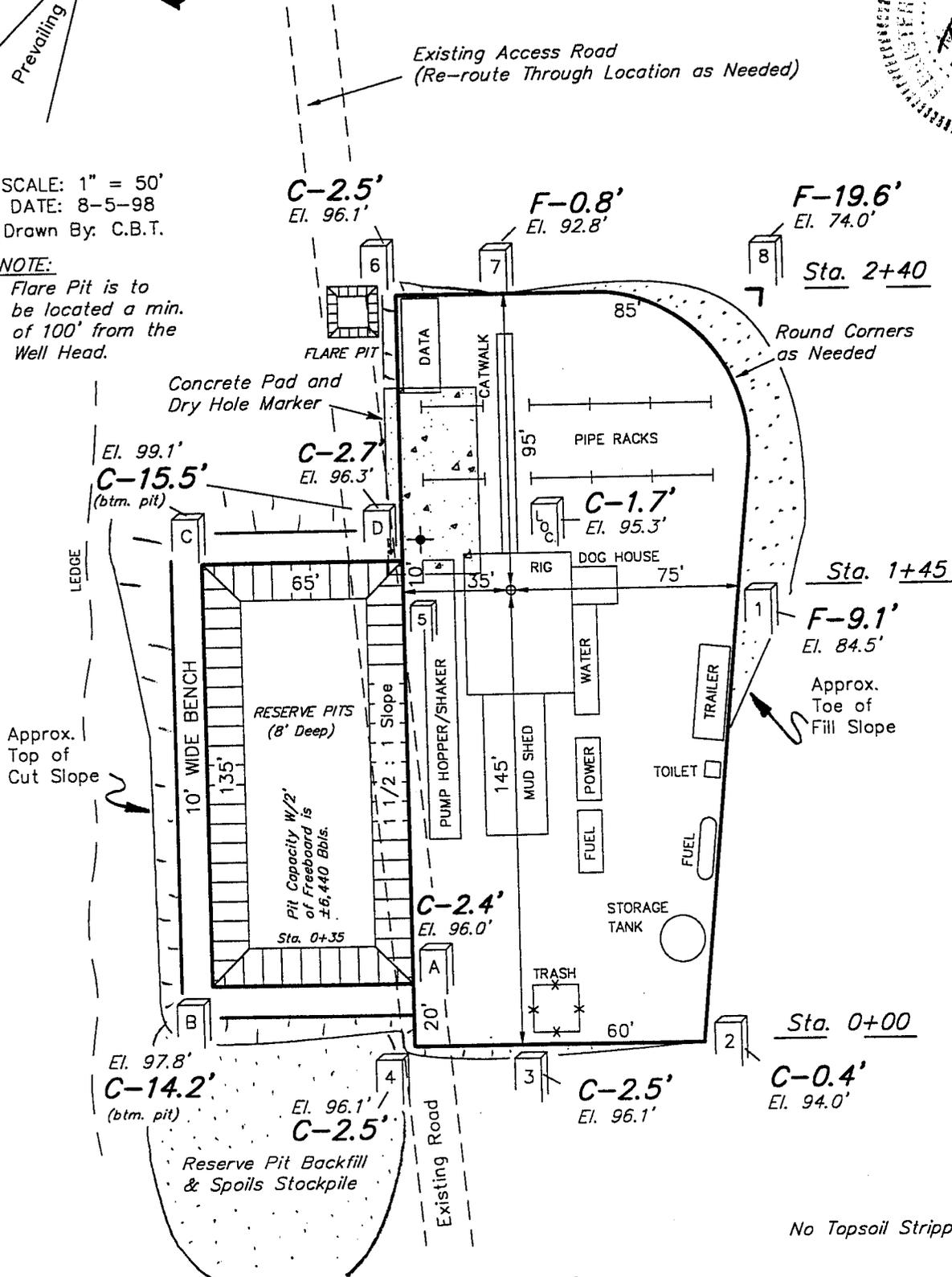
HENZEL FEDERAL #1-29
SECTION 29, T12S, R15E, S.L.B.&M.
510' FNL 2575' FEL



SCALE: 1" = 50'
 DATE: 8-5-98
 Drawn By: C.B.T.

NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



No Topsoil Stripping on Location

Elev. Ungraded Ground at Location Stake = **6595.3'**
 Elev. Graded Ground at Location Stake = **6593.6'**

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

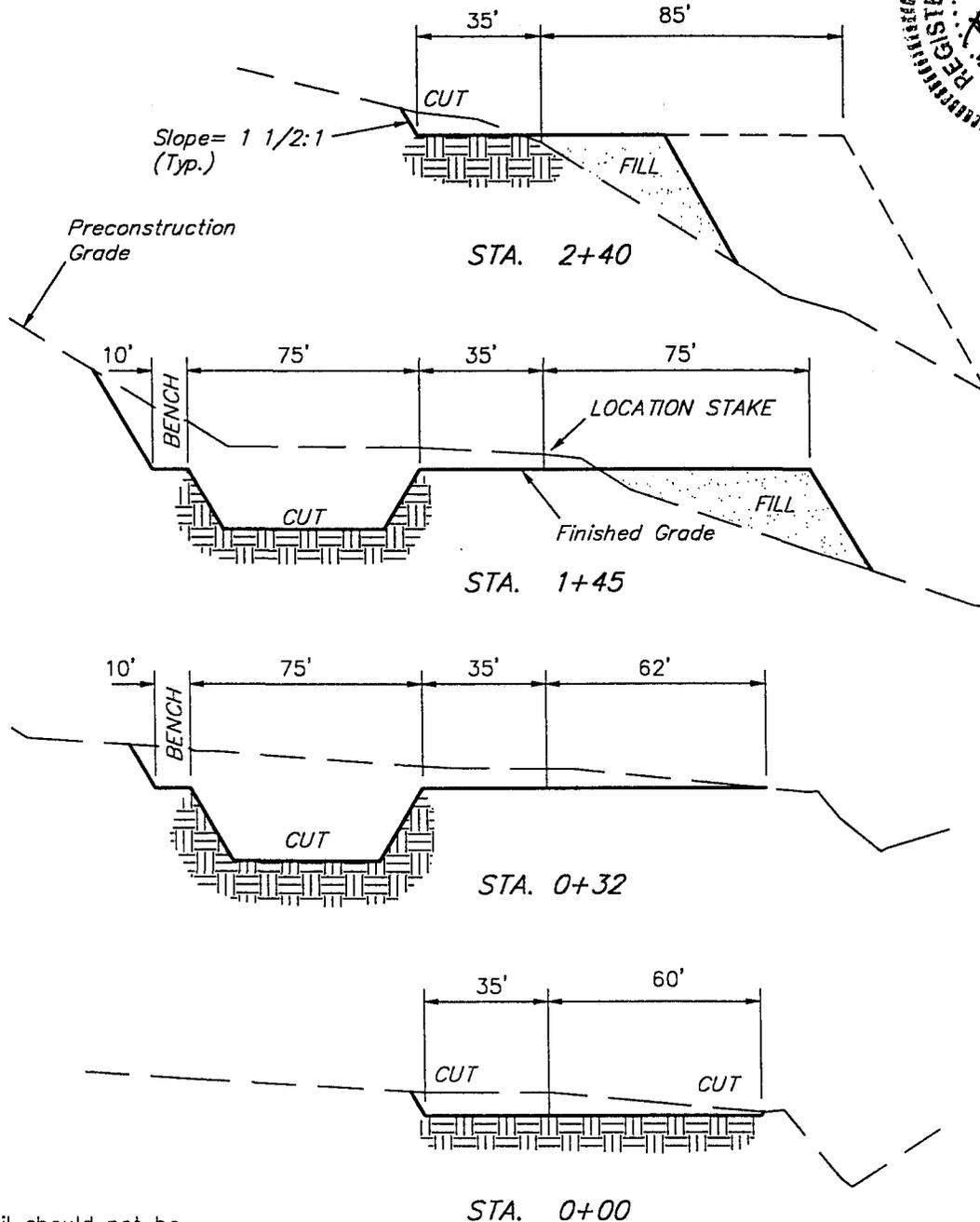
MISSION ENERGY, L.L.C.

TYPICAL CROSS SECTIONS FOR

HENZEL FEDERAL #1-29
SECTION 29, T12S, R15E, S.L.B.&M.
510' FNL 2575' FEL

1" = 20'
X-Section
Scale
1" = 50'

DATE: 8-5-98
Drawn By: C.B.T.



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE YARDAGES

DO NOT STRIP ANY TOPSOIL

TOTAL CUT = 4,610 CU.YDS.
FILL = 3,460 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION = 970 Cu. Yds.
Pit Backfill (1/2 Pit Vol.) = 970 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation) = 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

No drilling activity will occur between November 1 and May 15 due to Big Game Winter Range, unless a waiver is granted by the authorized officer.

In addition, activity may also be suspended from February 1 through July 15, 1998 based on raptor survey results.



A Class III Archeological Survey was conducted by Metcalf Archeological Consultants. A copy of the report will be submitted directly to the appropriate agencies by Metcalf Archeological Consultants.



003

MISSION ENERGY, LLC

August 17, 1998

Bureau of Land Management
Price River Resource Area
125 South 600 West
Price, UT 84501

Re: All Wells Permitted in Carbon
County, Utah

Gentlemen:

This letter is to inform you that Permitco Inc. is authorized to act as Agent and to sign documents on behalf of Mission Energy L.L.C. when necessary for filing county, state and federal permits including Onshore Order No. 1, Right of Way applications, etc., for the above mentioned well.

It should be understood that Permitco is acting as Agent only in those matters stated above and is not responsible for drilling, completion, production or compliance with regulations.

Mission Energy L.L.C. agrees to accept full responsibility for operations conducted in order to drill, complete and produce the above-mentioned well.

Sincerely,


Jerry R. Bergeson
Manager of Operations

621 17th Street - Suite 2450 - Denver, CO 80293
Ph. (303) 292-9775 - Fax: (303) 292-9280

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 08/20/98

API NO. ASSIGNED: 43-007-30470

WELL NAME: HENZEL FED 1-29
OPERATOR: MISSION ENERGY LLC (N6010)
CONTACT: Lisa Smith (303) 857-9999

PROPOSED LOCATION:
NWNE 29 - T12S - R15E
SURFACE: 0510-FNL-2575-FEL
BOTTOM: 0510-FNL-2575-FEL
CARBON COUNTY
WILDCAT FIELD (001)

INSPECT LOCATION BY: / /		
TECH REVIEW	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: FED
LEASE NUMBER: UTU-65776
SURFACE OWNER: Federal

PROPOSED FORMATION: MVRD

RECEIVED AND/OR REVIEWED:

Plat
 Bond: Federal State Fee
 (No. UT-1091)
 Potash (Y/N)
 Oil Shale (Y/N) *190-5(B)
 Water Permit
 (No. PRW10 / City of Price)
 RDCC Review (Y/N)
 (Date: _____)
 St/Fee Surf Agreement (Y/N)

LOCATION AND SITING:

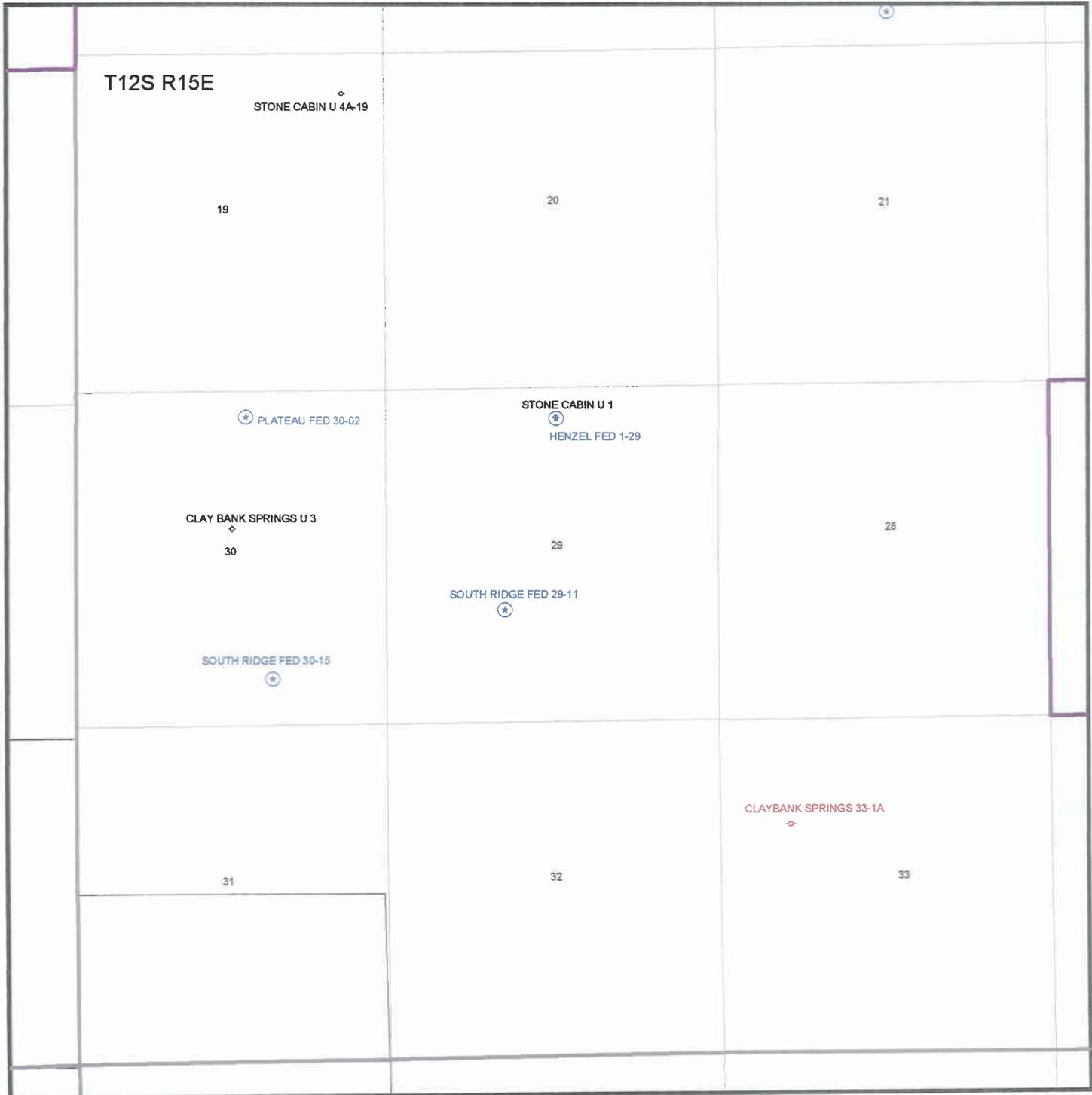
___ R649-2-3. Unit _____
 ___ R649-3-2. General
 R649-3-3. Exception
 ___ Drilling Unit
 Board Cause No: _____
 Date: _____

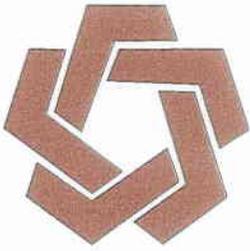
COMMENTS: *Need add'l info. "Except. Loc." (Rec'd 9-18-98)

STIPULATIONS: ① FEDERAL APPROVAL



OPERATOR: MISSION ENERGY LLC (N6010)
 SEC. 29, T12S, R15E
 FIELD: WILDCAT (001)
 COUNTY: CARBON SPACING: R649-3-3/EX LOC





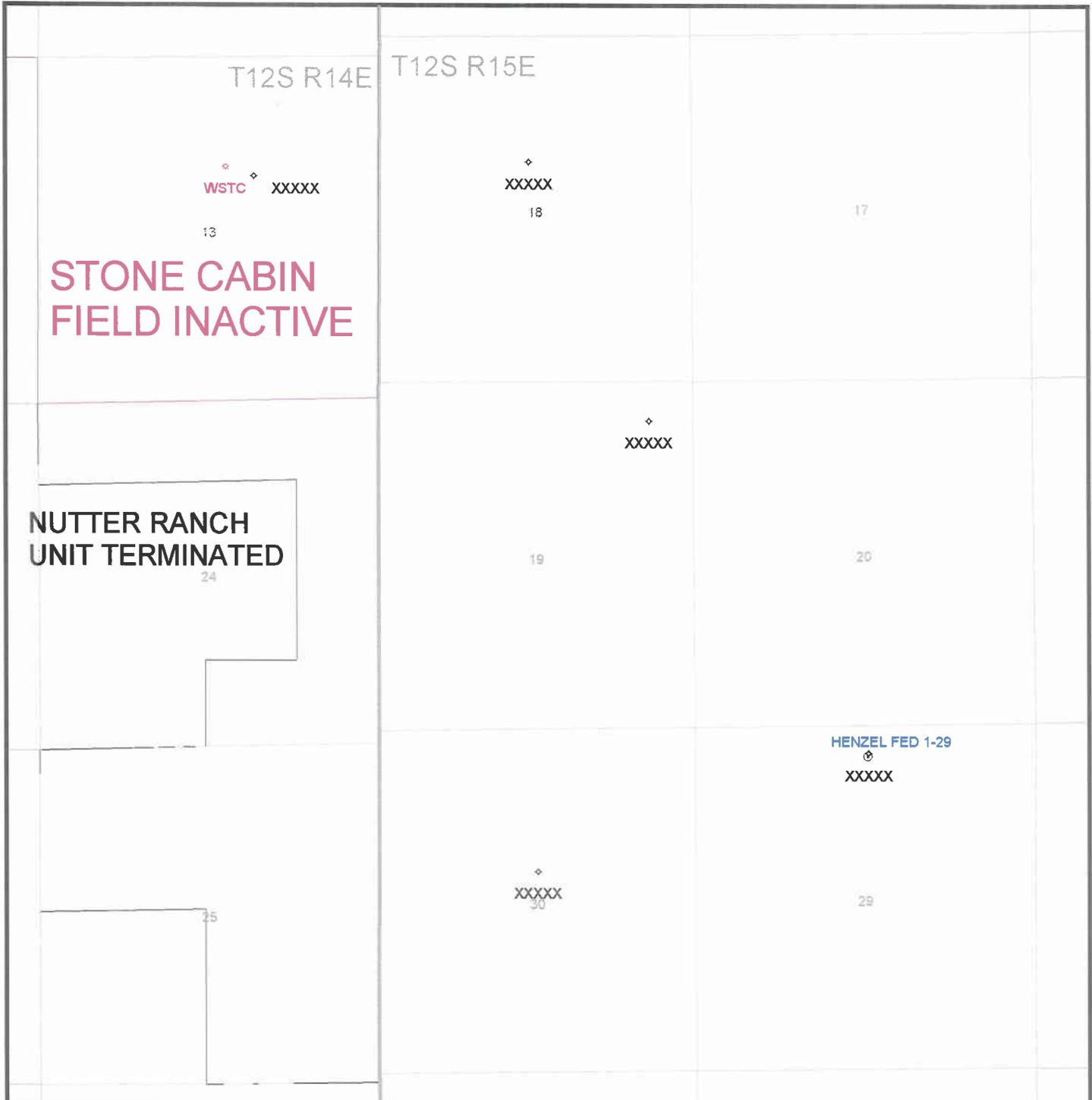
DIVISION OF OIL, GAS & MINING

OPERATOR: MISSION ENERGY (N6010)

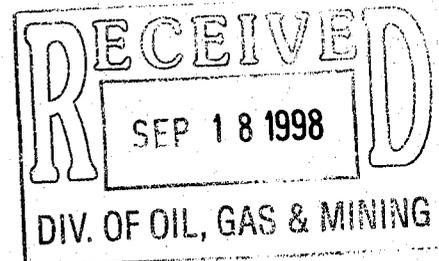
FIELD: WILDCAT (001)

SEC. 29, TWP 12S, RNG 15E

COUNTY: CARBON UAC: ~~R649-3-3 EXCEPTION SPACING~~ *AK*



DATE PREPARED:
26-AUG-1998



14421 Weld County Rd.10 • Ft. Lupton, Colorado 80621 • (303) 857-9999 • FAX (303) 857-0577 • E-MAIL Permitco 1@aol.com

September 17, 1998

Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, UT 84114 - 5801

Attn: Lesha

Re: **Mission Energy, LLC**
Henzel Federal #1-29
510 FNL and 2575' FEL
NW NE Sec. 29, T12S - R15E
Carbon County, Utah

Dear Lesha,

This letter is to serve as our request for an exception to spacing on the above mentioned location.

The above location was staked at non-standard footages in accordance with the rules and regulations of the Division of Oil, Gas & Mining based on topographic conditions.

Mission Energy, LLC, however, is the lease holder of all acreage within a 460 foot radius of the proposed location. Therefore, we request administrative approval for this exception location.

Thank you for your cooperation.

Sincerely,

PERMITCO INC.

Lisa L. Smith
Consultant for:
MISSION ENERGY, LLC

Enc.

cc: Mission Energy, LLC - Denver, CO
Wayne Fisher - Loveland, CO



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

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

Michael O. Leavitt
Governor
Lowell P. Braxton
Division Director

September 21, 1998

Mission Energy, L.L.C.
621 17th Street, Suite 2450
Denver, Colorado 80293

Re: Henzel Federal 1-29 Well, 510' FNL, 2575' FEL, NW NE,
Sec. 29, T. 12 S., R. 15 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 43-007-30470.

Sincerely,

A handwritten signature in cursive script that reads "John R. Baza".

John R. Baza
Associate Director

lwp

Enclosures

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

Operator: Mission Energy, L.L.C.
Well Name & Number: Henzel Federal 1-29
API Number: 43-007-30470
Lease: UTU-65776
Location: NW NE Sec. 29 T. 12 S. R. 15 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 prior to spudding the well. 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 Robert Krueger at (801) 538-5274.

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 supersede the required federal approval which must be obtained prior to drilling.



March 22, 2001

Ms. Lisha Cordova
State of Utah
Dept. of Natural Resources
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Sundry Notices
Change of Operator

Dear Lisha:

Enclosed in duplicate, please find Sundry Notices pertaining to the transfer of ten APDs and operator from Mission Energy, LLC to Wasatch Oil & Gas, LLC pertaining to the below listed well:

<u>API #</u>	<u>Legal Description</u>	<u>Well Name</u>
* 43-007-30471	T12S-R16E; Sec 19	Jack's Canyon #1-19
* 43-007-30470	T12S-R15E; Sec. 29	Henzel #1-29
* 43-007-30394	T12S-R17E; Sec. 10	Burruss #1-10
43-007-30523	T12S-R16E; Sec. 19	Iron Mesa #19-14
43-007-30524	T12S-R14E; Sec. 25	Prickley Pear #25-02
43-007-30525	T12S-R15E; Sec. 29	So. Ridge #29-11
43-007-30526	T12S-R15E; Sec. 30	Plateau Fed. # 30-02
43-007-30527	T12S-R15E; Sec. 30	So. Ridge #30-15
43-007-30522	T12S-R15E; Sec. 16	Upper Cabin #16-15
43-007-30528	T12S-R15E; Sec. 36	Flat Top #36-02

At this time Wasatch would like to request that all ten APDs be given a one-year extension so that they maybe either be completed or utilized for drilling purposes.

Please do not hesitate to contact our office regarding this matter.

Sincerely,

R. Heggie Wilson
Agent

RECEIVED

MAR 23 2001

DIVISION OF
OIL, GAS AND MINING



March 22, 2001

Ms. Lisha Cordova
 State of Utah
 Dept. of Natural Resources
 Division of Oil, Gas and Mining
 P.O. Box 145801
 Salt Lake City, Utah 84114-5801

Re: Sundry Notices
 Change of Operator

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* 43-007-30470	T12S-R15E; Sec. 29	Henzel #1-29
* 43-007-30394	T12S-R17E; Sec. 10	Burruss #1-10
43-007-30523	T12S-R16E; Sec. 19	Iron Mesa #19-14
43-007-30524	T12S-R14E; Sec. 25	Prickley Pear #25-02
43-007-30525	T12S-R15E; Sec. 29	So. Ridge #29-11
43-007-30526	T12S-R15E; Sec. 30	Plateau Fed. # 30-02
43-007-30527	T12S-R15E; Sec. 30	So. Ridge #30-15
43-007-30522	T12S-R15E; Sec. 16	Upper Cabin #16-15
43-007-30528	T12S-R15E; Sec. 36	Flat Top #36-02

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Sincerely,

R. Heggie Wilson
 Agent

RECEIVED

MAR 23 2001

DIVISION OF
 OIL, GAS AND MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

008

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reenter a different reservoir.
Use "APPLICATION FOR PERMIT -" for such proposals

5. Lease Designation and Serial No.	UTU-65776
6. If Indian, Allottee or Tribe Name	N/A
7. If Unit or CA, Agreement Designation	N/A
8. Well Name and No.	Henzel Federal #1-29
9. API Well No.	43-007-30470
10. Field and Pool, or Exploratory Area	Wildcat
11. County or Parish, State	Carbon County, Utah

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Gas
 Well Well Other

2. Name of Operator

Wasatch Oil & Gas, LLC

3. Address and Telephone No.

P.O. Box 699, Farmington, UT 84025-0699 (801)451-9200

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

510' FNL, 2575' FEL; Section 29, T12S-R15E

12. CHECK APPROPRIATE BOX(es) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input type="checkbox"/> Other <u>Change of Operator</u>
	(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Wasatch Oil & Gas, LLC has succeeded Mission Energy, L.L.C. as record title holder to UTU-65776 and is hereby requesting the APD for the Henzel # 1-29 be transferred to Wasatch Oil & Gas, LLC. Wasatch is bonded under statewide bond UT-1126 filed with the Utah State Office of the BLM. Wasatch would like to maintain this APD for an additional year.

RECEIVED

MAR 23 2001

DIVISION OF
OIL, GAS AND MINING

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

Signed [Signature] R. Heggie Wilson

Title Agent

Date 3/21/01

(This space for Federal or State office use)

Approved by _____

Title _____

Date _____

Conditions of approval, if any:

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.

*See Instructions on Reverse Side

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

008

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reenter a different reservoir.
Use "APPLICATION FOR PERMIT -" for such proposals

5. Lease Designation and Serial No.	UTU-65776
6. If Indian, Allottee or Tribe Name	N/A
7. If Unit or CA, Agreement Designation	N/A
8. Well Name and No.	Henzel Federal #1-29
9. API Well No.	43-007-30470
10. Field and Pool, or Exploratory Area	Wildcat
11. County or Parish, State	Carbon County, Utah

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Gas
 Well Well Other

2. Name of Operator

Wasatch Oil & Gas, LLC

3. Address and Telephone No.

P.O. Box 699, Farmington, UT 84025-0699 (801)451-9200

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

510' FNL, 2575' FEL; Section 29, T12S-R15E

12. CHECK APPROPRIATE BOX(es) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input type="checkbox"/> Other <u>Change of Operator</u>
	(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Wasatch Oil & Gas, LLC has succeeded Mission Energy, L.L.C. as record title holder to UTU-65776 and is hereby requesting the APD for the Henzel # 1-29 be transferred to Wasatch Oil & Gas, LLC. Wasatch is bonded under statewide bond UT-1128 filed with the Utah State Office of the BLM. Wasatch would like to maintain this APD for an additional year.

RECEIVED

MAR 23 2001

DIVISION OF
OIL, GAS AND MINING

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

Signed R. Heggie Wilson Title Agent

Date 3/21/01

(This space for Federal or State office use)

Approved by _____ Title _____

Date _____

Conditions of approval, if any:

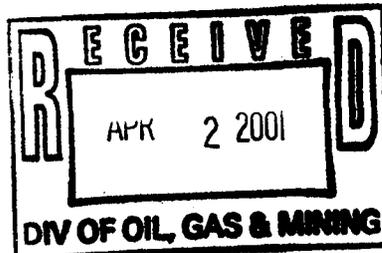
Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

007

Mission Energy LLC

April 2, 2001

Ms. Lisha Cordova
State of Utah
Dept. of Natural Resources
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, UT 84114-5801



Dear Lisha,

The leases pertaining to the wells listed on the attached letter from Heggie Willson to yourself dated March 22, 2001, correctly reflects that all the APD's transferred with these leases last year.

If the DOGM has any questions about this they can call me at 760-436-9877.

Sincerely,

A handwritten signature in cursive script that reads "J.C. Sutton".

J.C. Sutton
President

Enclosure-1

519 Encinitas Boulevard, Suite 109
Encinitas, CA. 92024
Phone 760.436.9877 Fax 760.944.4562

Salt Lake City, Utah 84114-5801

Re: Sundry Notices
Change of Operator

Dear Lisha:

Enclosed in duplicate, please find Sundry Notices pertaining to the transfer of ten APDs and operator from Mission Energy, LLC to Wasatch Oil & Gas, LLC pertaining to the below listed well:

<u>APD#</u>	<u>Legal Description</u>	<u>Well Name</u>
43-007-30471	T12S-R16E; Sec. 19	Jack's Canyon #1-19
43-007-30470	T12S-R15E; Sec. 29	Hanzel #1-29
43-007-30394	T12S-R17E; Sec. 10	Buzzard #1-10
43-007-30523	T12S-R16E; Sec. 19	Iron Mesa #19-14
43-007-30524	T12S-R14E; Sec. 25	Prickley Pear #25-02
43-007-30525	T12S-R15E; Sec. 29	So. Ridge #29-11
43-007-30526	T12S-R15E; Sec. 30	Plains Fed. # 30-02
43-007-30527	T12S-R15E; Sec. 30	So. Ridge #30-15
43-007-30522	T12S-R15E; Sec. 16	Upper Cabin #16-15
43-007-30528	T12S-R15E; Sec. 36	FM Top #36-02

At this time Wasatch would like to request that all ten APDs be given a one-year extension so that they maybe either be completed or utilized for drilling purposes.

Please do not hesitate to contact our office regarding this matter.

Sincerely,


R. Heggie Wilson
Agent

RECEIVED

MAR 23 2001

DIVISION OF
OIL, GAS AND MINING

PO Box 599 • Farmington, UT 84025-0599 • Tel (801) 451-9200 • Fax (801) 451-9204

MISSION ENERGY, LLC

Heggin: does this work? TR

FACSIMILE TRANSMITTAL SHEET

TO: Todd Casick	FROM: J.C. Sutton
COMPANY: Wasatch Oil & Gas	DATE: APRIL 2, 2001
FAX NUMBER: 801-451-9204	TOTAL NO. OF PAGES INCLUDING COVER: 23
PHONE NUMBER:	SENDER'S REFERENCE NUMBER:
RE:	YOUR REFERENCE NUMBER:

- URGENT
 FOR REVIEW
 PER YOUR REQUEST
 PLEASE REPLY

NOTES/COMMENTS:

Todd:

Here is the letter you requested

Thanks

J.C. Sutton

531 ENCINITAS BOULEVARD, SUITE 200
ENCINITAS, CA. 92024
PHONE 760-436-9877
FAX 760-944-0076



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)

April 26, 2001

R. Heggie Wilson, Agent
Wasatch Oil & Gas Corporation
P. O. Box 699
Farmington, Utah 84025-0699

Re: Request for APD Extension(s)

Dear Mr. Wilson:

In response to your letter dated March 22, 2001 (copy enclosed), please be advised that the Division of Oil, Gas and Mining (the Division) has approved your request for a one-year APD extension for the wells listed below, effective today. In addition, the Division has accepted the transfer of operator from Mission Energy LLC (Mission) to Wasatch Oil & Gas Corporation (Wasatch).

Federal 1-19	Sec. 19, T12S, R16E	API No. 43-007-30471
Burruss Fed 1-10	Sec. 10, T12S, R17E	API No. 43-007-30394
Henzel Fed 1-29	Sec. 29, T12S, R15E	API No. 43-007-30470

The Bureau of Land Management (BLM), Moab office, has informed the Division that the APD's listed above have not been approved by their office as of today. State approval of these wells do not supersede the required federal approval which must be obtained prior to drilling.

The additional seven wells listed in your letter have not been approved by the Division, therefore your request for a one-year APD extension does not apply. The Division will update these unapproved APD files to reflect the change of operator from Mission to Wasatch and continue reviewing these files for permit approval. If we should need any additional information we will contact you.

Page 2
Wasatch Oil & Gas Corporation
April 26, 2001

Should you have any questions regarding this matter please contact me at
(801)538-5296.

Sincerely,



Lisha Cordova
Engineering Technician

Enclosure

cc: Bureau of Land Management/Moab Office
Mission Energy LLC/J.C. Sutton
Well File(s)



April 24, 2002

Mr. Jim Thompson
State of Utah
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, UT 84114-5801

Re: Transfer Title to Wasatch Oil & Gas, LLC.

Dear Mr. Thompson:

Enclosed please find an Assignment and Bill of Sale from Wasatch Oil & Gas Corporation to Wasatch Oil & Gas, LLC, effective July 1, 2000.

Please do not hesitate to contact me at (435) 647-9712 regarding this transfer.

Sincerely,

A handwritten signature in black ink, appearing to read "R. Heggie Wilson", with a long horizontal line extending to the right.

R. Heggie Wilson
Agent

RECEIVED

APR 25 2002

DIVISION OF
OIL, GAS AND MINING

ASSIGNMENT AND BILL OF SALE

FOR AND CONSIDERATION OF Ten and No/100 Dollars (\$10.00) and other good and valuable considerations, in hand paid to Wasatch Oil & Gas Corporation, ("ASSIGNOR"), by WASATCH OIL & GAS LLC, P.O. Box 699, Farmington, Utah, 84025-0699, ("ASSIGNEE") the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee all of the Assignor's right, title and interest in and to the following properties situated in Duchesne and Carbon Counties, Utah (hereinafter called the "Interest"):

- (a) The oil, gas and other mineral leasehold interests described in Exhibit "A" attached hereto and made a part hereof, insofar as such cover and affect the lands described in Exhibit "A", (hereinafter called the "Leases") together with Assignor's interest in any pooled, communitized, or unitized acreage derived by virtue of Assignor's ownership of the leases;
- (b) The wells described on Exhibit "A", equipment and facilities located on the Leases and used in the operation of the Leases, including, but not limited to pumps, well equipment (surface and subsurface), saltwater disposal wells, water wells, lines and facilities, compressors, compressor stations, dehydration facilities, treating facilities, pipeline gathering lines, flow lines, transportation lines (including long lines and laterals), valves, meters, separators, tanks, tank batteries and other fixtures but expressly excluding tools, vehicles, or other rolling stock, communication equipment, leased equipment, computer and software;
- (c) Oil, condensate, natural gas, and natural gas liquids produced after the Effective Date of this Assignment and Bill of Sale, including "line fill" attributable to the Interest;
- (d) To the extent transferable, all contracts and agreements concerning the Interest, including, but not limited to, unit agreements, pooling agreements, areas of mutual interest, farmout agreements, farmin agreements, saltwater disposal agreements, water injection agreements, road use agreements, operating agreements, gas transportation and processing agreements, and gas balancing agreements (excluding any spot sales contracts, storage or warehouse agreements, supplier contracts, insurance contracts, and construction agreements);
- (e) To the extent transferable, all surface use agreements, right-of-way, licenses, authorizations, permits, and similar rights and interests applicable to, or used or useful in connection with, any or all of the Interest;
- (f) To the extent transferable, all files and records of Assignor relating to the Interests including land, well, lease, geological, geophysical and accounting files and records;
- (g) All rights of Assignor to reassignments of interests in the Leases.

RECEIVED

APR 25 2002

DIVISION OF
OIL, GAS AND MINING

Assignor and Assignee, in consideration of the mutual benefits to be derived hereunder and, by their acceptance hereof, signify their understanding and agreement to the following terms and conditions:

- 1. Assignee hereby agrees that it has inspected the Lease(s), well(s), personal property and equipment assigned and conveyed herein and that it accepts the same in its present

condition. Assignee agrees to assume all responsibility for said well(s), the casing, leasehold equipment, plugging requirements or exceptions thereto, including bonding requirements, in and on said well(s), and all other personal property used on or in connection therewith, from and after the Effective Date of this Assignment and Bill of Sale. Assignee agrees to protect, defend, indemnify and hold Assignor and its employees free and harmless from and against any and all costs, expenses, claims, demands and causes of action of every kind and character arising out of, incident to, or in connection with Assignee's ownership of the above described lease(s), lands, well(s), casing, leasehold equipment and other personal property, or Assignee's or other parties' operations on said lease(s) and said lands, from and after the Effective Date of this Assignment and Bill of Sale.

2. All claims, liabilities and causes of action, including those of an environmental nature, of whatever source or cause which arise out of Assignor's ownership of the Interest prior to the Effective Date, regardless of when actually instituted, shall be borne by Assignor by Assignor, and Assignor agrees to save, protect, indemnify and hold harmless for any liability associated with its ownership thereof. All claims, liabilities and causes of action of whatever source or cause which arise out of ownership of the Interest after the Effective Date, shall be borne by, and Assignee agrees to save, protect, indemnify and hold Assignor harmless therefrom.
3. Assignee hereby assumes all obligations and duties imposed upon Assignor pursuant to the terms of the lease(s), contracts, agreements, licenses, easements and right-of-ways to which Assignor's interest is subject, but only insofar as they pertain to the interest hereby assigned and transferred.

TO HAVE AND TO HOLD the Interest unto the Assignee and its successors and assigns forever.

Executed this 27th day of October, but effective July 1, 2000.

ASSIGNOR
Wasatch Oil & Gas Corporation

By: Todd Cusick
Todd Cusick, President

ASSIGNEE
Wasatch Oil & Gas LLC

By: Todd Cusick
Todd Cusick, President

ACKNOWLEDGEMENT

STATE OF UTAH }
COUNTY OF DAVIS }

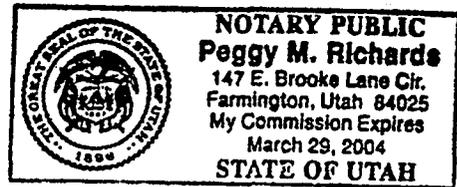
The foregoing instrument as acknowledged before me on this 27th day of October, 2000, by Todd Cusick as President of Wasatch Oil & Gas Corporation. on behalf of said Corporation.

WITNESS my hand and official seal.

My Commission Expires:

3/29/04

Peggy M. Richards
Notary Public



STATE OF UTAH }
COUNTY OF DAVIS }

The foregoing instrument as acknowledged before me on this 27th day of October, 1999, by Todd Cusick as President of Wasatch Oil & Gas LLC on behalf of said Company. 2000

WITNESS my hand and official seal.

My Commission Expires:

3/29/04

Peggy M. Richards
Notary Public

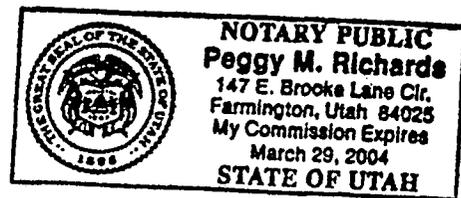


EXHIBIT "A"
LEASES

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
SL-069551	<u>Township 12 South, Range 16 East</u> Section 33: All Containing 640.00 Acres Lease Date: 11-1-50 (HBP)	Carbon
SL-071595	<u>Township 12 South, Range 16 East</u> Section 34: S/2 Section 35: Lots 1-4, E/2W/2 Containing 620.27 Acres Lease Date: 2-1-51 (HBU)	Carbon
U-0681	<u>Township 12 South, Range 16 East</u> Section 25: S/2 Section 26: Lots 6, 7, E/2SW/4, SE/4 Section 35: E/2 Section 36: S/2 <u>Township 13 South, Range 16 East</u> Section 1: All Containing 1598.62 Acres Lease Date: 7-1-51 (HBU)	Carbon
U-0683	<u>Township 13 South, Range 16 East</u> Section 13: All Section 23: E/2 Containing 960.0 Acres Lease Date: 3-1-51 (HBU)	Carbon
U-0684	<u>Township 13 South, Range 17 East</u> Section 5: All Section 9: W/2 Containing 639.32 Acres Lease Date: 7-1-51 (HBU)	Carbon
U-0685	<u>Township 13 South, Range 17 East</u> Section 7: All Section 17: N/2 Containing 943.42 Acres Lease Date: 7-1-51 (HBU)	Carbon
U-0719	<u>Township 13 South, Range 16 East</u> Section 12: All Section 14: E/2 Containing 960.00 Acres Lease Date: 3-1-51 (HBU)	Carbon
U-0725	<u>Township 13 South, Range 17 East</u> Section 8: All Section 18: Lots 1, 2, NE/4, E/2NW/4 Containing 951.79 Acres Lease Date: 3-1-51 (HBU)	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
U-0737	<u>Township 12 South, Range 17 East</u> Section 31: S/2 Containing 312.50 Acres Lease Date: 3-1-51 (HBU)	Carbon
U-0741	<u>Township 13 South, Range 16 East</u> Section 24: All Containing 640.00 Acres Lease Date: 3-1-51 (HBU)	Carbon
U-0744	<u>Township 13 South, Range 17 East</u> Section 4: W/2 Section 6: All Containing 480.51 Acres Lease Date: 3-1-51 (HBU)	Carbon
U-01519-B	<u>Township 12 South, Range 15 East</u> Section 9: NE/4, E/2NW/4, SW/4NW/4 Section 10: S/2 Section 11: S/2 Section 13: N/2 Section 14: NE/4 Containing 1400.00 Acres Lease Date: 6-1-51 (HBU)	Carbon
U-03333	<u>Township 12 South, Range 17 East</u> Section 30: SW/4 Section 31: N/2 Section 32: S/2 Containing 784.50 Acres Lease Date: 1-1-52 (HBU)	Carbon
U-04049	<u>Township 12 South, Range 16 East</u> Section 36: NW/4, W/2NE/4, SE/4NE/4 Containing 280 Acres Lease Date: 5-1-51 (HBU)	Carbon
U-04049-A	<u>Township 12 South, Range 16 East</u> Section 36: NE/4NE/4 Containing 40.00 Acres Lease Date: 5-1-51 (HBU)	Carbon
U-08107	<u>Township 12 South, Range 16 East</u> Section 27: S/2 Section 34: N/2 Containing 640.00 Acres Lease Date: 11-1-50 (HBU)	Carbon
U-013064	<u>Township 12 South, Range 15 East</u> Section 11: W/2NE/4, NW/4 Containing 240.00 Acres Lease Date: 8-1-54 (HBU)	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
U-0137844	<u>Township 12 South, Range 15 East</u> Section 27: N/2, SE/4 Containing 480.00 Acres Lease Date: 4-1-64 (HBU)	Carbon
U-11604	<u>Township 12 South, Range 15 East</u> Section 22: All Section 23: All Section 35: N/2, SE/4 Containing 1760.00 Acres Lease Date: 5-1-79 (HBP)	Carbon
U-15254	<u>Township 12 South, Range 14 East</u> Section 11: W/2, W/2E/2, SE/4NE/4, E/2SE/4 Containing 600.00 Acres Lease Date: 8-1-71 (HBP)	Carbon
U-73006	<u>Township 12 South, Range 15 East</u> Section 7: All Section 8: All Section 9: S/2, NW/4NW/4 Section 10: NW/4 Section 17: E/2 Containing 2054.68 Acres Lease Date: 4-1-94, Exp. 3-31-04	Carbon
ML-21020	<u>Township 11 South, Range 14 East</u> Section 36: Lots 1-4, N/2SE/4, NE/4, N/2NW/4, SE/4NW/4 Containing 520.76 Acres Lease Date: 1-1-64 (HBU)	Duchesne
Freed Investment Bk187/P345	<u>Township 11 South, Range 14 East</u> Section 35: S/2NW, SW/4NE/4, NW/4SW/4 Section 36: NW/4SW/4	Duchesne
BK 152/P396	<u>Township 12 South, Range 14 East</u> Section 13: NE/SW/4 Section 24: SE/4NE/4 <u>Township 12 South, Range 15 East</u> Section 19: Lot 2 Lease Date: 3-21-79 (HBU)	Carbon
UTU-78431	<u>Township 11 South, Range 14 East, SLM</u> Section 33: NW/4, N/2SW/4, SE/4SW/4 Containing 280.0 acres Lease Date: 7-1-99, Exp. 6-30-09	Duchesne
UTU-79004	<u>Township 11 South, Range 15 East, SLM</u> Section 3: SW/4 Containing 160.0 acres Lease Date: 8-1-00, Exp. 7-31-10	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
Hunt Oil Company BK M292/P757	<u>Township 11 South, Range 15 East, SLM</u> Section 31: Lot 3, E/2SW/4, S2/SE Section 32: S/2SE4, NESE, S/2SW Section 33: SW/4, S/2SE/4 Containing 635.48 acres Lease Date: 4-26-00, Exp.4-26-03 (2 year option to extend)	Duchesne
UTU-77513 (SEGO)	<u>Township 12 South, Range 14 East, SLM</u> Section 23: N/2 Section 24: SW/4NE/4, S/2NW/4, SW/4, NW/4SE/4 Containing 640.0 acres Lease Date: 10-1-98, Exp. 9-31-08	Carbon
ML-48381	<u>Township 11 South, Range 14 East, SLM</u> Section 33: SW/4SW/4 Containing 40.0 acres Lease Date: 1-26-00, Exp. 1-31-10	Duchesne
ML-48385	<u>Township 13 South, Range 15 East, SLM</u> Section 2: Lots 1-4, S/2S/2 (All) Containing 313.52 Lease Date: 1-26-00, Exp. 1-31-10	Carbon
UTU-73665 (SKS)	<u>Township 12 South, Range 14 East, SLM</u> Section 10: E/2 Section 12: NW/4SW/4, S/2S/2 Section 13: NW/4, NW/4SW/4, N/2SE/4 Section 14: N/2NE/4, SE/4NE/4, NE/4NW/4 Containing 960.0 acres Lease Date: 1-1-95, Exp. 12-31-04	Carbon
UTU-74386 (SKS)	<u>Township 12 South, Range 14 East, SLM</u> Section 10: W/2 Section 11: NE/4NE/4 Section 12: N/2, NE/4SW/4, N/2SE/4 Section 13: S/2S/2 Section 14: SW/4NE/4, W/2NW/4, SE/4NW/4, S/2 Section 15: N/2, N/2SW/4, SE/4 Containing 2,000.0 acres Lease Date: 7-1-95, Exp. 6-30-05	Carbon
UTU-77060 (SKS)	<u>Township 12 South, Range 14 East, SLM</u> Section 23: SE/4 Containing 160.0 Lease Date: 4-1-98, Exp. 3-31-08	Carbon
UTU-73668 (SKS)	<u>Township 12 South, Range 15 East, SLM</u> Section 17: W/2 Section 18: All Containing 899.77 Lease Date: 1-1-95, Exp. 12-31-04	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
UTU-73670 (SKS)	<u>Township 12 South, Range 15 East, SLM</u> Section 21: All Section 27: SW/4 Section 28: ALL Containing 1,440.0 Lease Date: 1-1-95, Exp. 12-31-04	Carbon
UTU-73671 (SKS)	<u>Township 12 South, Range 15 East, SLM</u> Section 33: All Section 34: All Section 35: SW/4 Containing 1,440.0 Lease Date: 1-1-95, Exp. 12-31-04	Carbon
UTU-73896 (SKS)	<u>Township 12 South, Range 15 East, SLM</u> Section 24: All Section 25: All Section 26: All Containing 1,920.0 Lease Date: 4-1-95, Exp. 3-31-05	Carbon
UTU-74388 (SKS)	<u>Township 12 South, Range 15 East, SLM</u> Section 13: S/2 Containing 320.0 Lease Date: 7-1-95, Exp. 6-30-05	Carbon
UTU- 65319 (Mission)	<u>Township 11 South, Range 15 East, SLM</u> Section 34: W/2 Containing 320.0 gross/ 160.0 net acres Lease Date: 5-1-89 In Suspension 3-1-99	Duchesne
UTU-65767 (Mission)	<u>Township 11 South, Range 14 East, SLM</u> Section 20: All Section 21: W/2 Section 28: W/2 Section 29: All Containing 1920.0 gross/ 960.0 net acres Lease Date: 8-1-89 In Suspension 3-1-99	Duchesne
UTU-65773 (Mission)	<u>Township 12 South, Range 15 East, SLM</u> Section 14: S/2 Section 15: W/2, SE/4 Containing 800.0 gross/ 400.0 net acres Lease Date: 8-1-89 In Suspension 3-1-99	Carbon
UTU-65776 (Mission)	<u>Township 12 South, Range 15 East, SLM</u> Section 29: NE/4 Section 30: E/2 Containing 480.0 gross/ 240.0 net acres Lease Date: 8-1-89 In Suspension 3-1-89	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
UTU-72054 (Mission)	<u>Township 12 South, Range 15 East, SLM</u> Section 29: W/2, SE/4 Section 30: Lots 1-4, E/W/2 Section 31: Lots 1, 2, NE/4, E/2NW/4 Containing 1048.66 gross/ net acres Lease Date: 7-1-93, Exp. 6-30-03	Carbon
UTU-77059 (Mission)	<u>Township 12 South, Range 14 East, SLM</u> Section 17: All Section 20: N/2NE/4, SE/NE/4, NW/4 Section 25: N/2, SE/4 Containing 1400.0 gross/ net acres Lease Date: 4-1-98, Exp. 3-31-00	Carbon
ML-46708 (Mission)	<u>Township 12 South, Range 15 East, SLM</u> Section 16: All Containing 640.0 gross/ net acres Lease Date: 11-1-94, Exp. 10-31-04	Carbon
ML-46710 (Mission)	<u>Township 12 South, Range 15 East, SLM</u> Section 36: All Containing 640.0 gross/ net acres Lease Date: 11-1-94, Exp. 10-31-04	Carbon
ML-43798 (Mission)	<u>Township 12 South, Range 16 East, SLM</u> Section 32: S/2NE/4 Containing 80.0 gross/ net acres Lease Date: 4-1-88, (HBU Jack Canyon)	Carbon
ML-43541-A (Mission)	<u>Township 12 South, Range 16 East, SLM</u> Section 32: SW/4, E/2SE/4, SW/4SE/4, NW/4 N/2NE/4 Containing 520 acres Lease Date: 10-1-87, (HBU Jack Canyon)	Carbon
ML-43541	<u>Township 12 South, Range 16 East, SLM</u> Section 32: NW/4SE/4 Operating Rights Blow 3,398 Containing 40.0 gross/ net acres Lease Date: 10-1-87, (HBU Jack Canyon)	Carbon
UTU-65486 (Mission)	<u>Township 12 South, Range 16 East, SLM</u> Section 18: SE/4 Section 19: All Section 20: All Section 21: N/2, NW/4SW/4, SE/4 Containing 1,995.22 gross/ net acres Lease Date: 1-1-00, (HBU) In Suspension 3-1-99	Carbon
UTU-62890 (Mission)	<u>Township 12 South, Range 16 East, SLM</u> Section 15: SW/4 Containing 160.0 gross/ net acres Lease Date: 2-1-88, (HBU Jack Canyon Unit)	Carbon

<u>Serial Number</u>	<u>Description</u>	<u>County</u>
UTU-60470 (Mission)	<u>Township 12 South, Range 16 East. SLM</u> Section 31: Lots 3, 4, SE/4, E/2SW/4 Containing 318.18 gross/ net acres Lease Date: 4-1-88, (HBU Jack Canyon)	Carbon
UTU-69463 (Mission)	<u>Township 12 South, Range 16 East. SLM</u> Section 30: Lots 3, 4, E/2SW/4 Containing 157.96 gross/ net acres Lease Date: 4-1-92, (HBU Jack Canyon)	Carbon
UTU-66801 (Mission)	<u>Township 12 South, Range 16 East. SLM</u> Section 17: SW/4SW/4 Section 18: Lots 3, 4, E/2SW/4 Section 21: NE/4SW/4, S/2SW/4 Containing 317.64 gross/ net acres Lease Date 5-1-90, (HBU Jack Canyon)	Carbon
UTU-62645 (Mission-Burris)	<u>Township 12 South, Range 17 East. SLM</u> Section 3: Lots 1-3, SE, E/2SW/4 Section 10: E/2, E/2W/2 Section 11: All Section 15: W/2E/2, W/2 Section 17: S/S/2 Section 18: Lot 4, SE/4SW/4, S/2SE/4 Section 22: N/2N/2 Containing 2,433.37 gross/ net acres Lease Date: 12-1-87 Suspension Requested 5-26-00	Carbon
UTU-65783 (Mission-Burris)	<u>Township 12 South, Range 17 East. SLM</u> Section 20: N/2, N/2SW/4, SE/4 Section 21: N/2SE/4 Section 22: S/2NW/4, NW/4SW/4 Containing 760 gross/ 380 net acres Lease Date: 8-1-89 In Suspension	Carbon
UTU-65782 (Mission-Burris)	<u>Township 12 South, Range 17 East. SLM</u> Section 3: Lot 4, W/2SW/4 Section 4: Lots 1, 2, SE/4 Section 8: E/2, E/2W/2 Section 9: N/2 Section 10: W/2W/2 Containing 1,317.72 gross/ 658.86 net acres Lease Date: 8-1-89 In Suspension	Carbon

WELLS

Wells

Legal Description

Located in Carbon County, Utah:

- | | | |
|-----|-------------------------|--|
| 1. | Stone Cabin #1-11 | Township 12 South, Range 14 East, Section 11: SW/4SE/4 |
| 2. | Government Pickrell | Township 12 South, Range 15 East, Section 11: SE/4NW/4 |
| 3. | Stone Cabin Unit #1 | Township 12 South, Range 14 East, Section 13: SW/4NE/4 |
| 4. | Stobin Federal #21-22 | Township 12 South, Range 15 East, Section 22: NE/4NW/4 |
| 5. | Stone Cabin #2-B-27 | Township 12 South, Range 15 East, Section 27: SE/4NW/4 |
| 6. | Claybank Springs #33-1A | Township 12 South, Range 15 East, Section 33: SW/4NW/4 |
| 7. | Jack Canyon #101A | Township 12 South, Range 16 East, Section 33: SW/4SE/4 |
| 8. | Peters Point #2 | Township 12 South, Range 16 East, Section 36: NE/4SW/4 |
| 9. | Peters Point #9 | Township 13 South, Range 16 East, Section 1: SE/4NE/4 |
| 10. | Peters Point #14-9 | Township 13 South, Range 16 East, Section 14: NE/4SE/4 |
| 11. | Peters Point #4 | Township 13 South, Range 16 East, Section 24: NW/4NW/4 |
| 12. | Peters Point #5-14 | Township 13 South, Range 17 East, Section 5: SE/4SW/4 |
| 13. | Peters Point #1 | Township 13 South, Range 17 East, Section 6: SW/4SW/4 |
| 14. | Peters Point #3 | Township 13 South, Range 17 East, Section 8: SW/4SE/4 |

Located in Duchesne County, Utah:

- | | | |
|-----|------------------|--|
| 15. | PTS #33-36 State | Township 11 South, Range 14 East, Section 36: NW/4SE/4 |
|-----|------------------|--|

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires: January 31, 2004

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
U-65776

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
Prickly Pear

8. Well Name and No.
Henzel Federal 1-29

9. API Well No.
43-007-30470

10. Field and Pool, or Exploratory Area
Wildcat

11. County or Parish, State
Carbon/Utah

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Bill Barrett Corporation

3a. Address
1099 18th Street, Suite 2300, Denver, CO 80202

3b. Phone No. (include area code)
303 293-9100

4. Location of Well (Footage, Sec., T, R., M., or Survey Description)
510' FNL and 2,575' FEL; SW¼SE¼, Section 29: T. 12 S., R. 15 E.

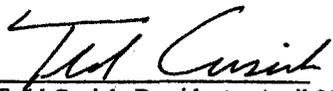
12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

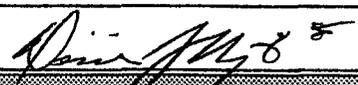
3. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleation in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Please be advised that Bill Barrett Corporation has succeeded Wasatch Oil & Gas Corporation as Operator of the above described well effective April 1, 2002

Wasatch Oil & Gas Corporation


Todd Cusick, President April 30, 2002

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

Name (Printed/Typed) Dominc Bazile	Title Vice President of Operations
Signature 	Date April 30, 2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by (Signature)	Name (Printed/Typed)	Title
Conditions of approval, if any, are attached. Approval of this notice 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.	Office	Date

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

(Continued on next page)

RECEIVED
MAY 06 2002
DIVISION OF
OIL, GAS AND MINING

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW <input checked="" type="checkbox"/>
3. FILE

011

Change of Operator (Well Sold)

Designation of Agent

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: 07-01-2000	
FROM: (Old Operator):	TO: (New Operator):
WASATCH OIL & GAS CORPORATION	WASATCH OIL & GAS LLC
Address: P O BOX 699	Address: P O BOX 699
FARMINGTON, UT 84025-0699	FARMINGTON, UT 84025-0699
Phone: 1-(801)-451-9200	Phone: 1-(801)-451-9200
Account No. N4520	Account No. N2095

CA No. Unit:

WELL(S)						
NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
STONE CABIN FEDERAL 1-11	11-12S-14E	43-007-30014	6046	FEDERAL	GW	P
STONE CABIN UNIT 1	13-12S-14E	43-007-16542	12052	FEDERAL	GW	P
PRICKLEY PEAR FEDERAL 25-02	25-12S-14E	43-007-30524	99999	FEDERAL	GW	APD
STOBIN FEDERAL 21-22	22-12S-15E	43-007-30041	6122	FEDERAL	GW	P
STONE CABIN FEDERAL 2-B-27	27-12S-15E	43-007-30018	6123	FEDERAL	GW	P
HENZEL FEDERAL 1-29	29-12S-15E	43-007-30470	99999	FEDERAL	GW	APD
SOUTHRIDGE FEDERAL 29-11	29-12S-15E	43-007-30525	99999	FEDERAL	GW	APD
PLATEAU FEDERAL 30-02	30-12S-15E	43-007-30526	99999	FEDERAL	GW	APD
SOUTHRIDGE FEDERAL 30-15	30-12S-15E	43-007-30527	99999	FEDERAL	GW	APD
CLAYBANK SPRINGS 33-1A	33-12S-15E	43-007-15016	12886	FEDERAL	GW	S
JACK CANYON 101-A	33-12S-16E	43-007-30049	2455	FEDERAL	GW	P
BURRUSS FEDERAL 1-10	10-12S-17E	43-007-30394	99999	FEDERAL	GW	APD

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: 04/25/2002
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 04/25/2002
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 05/21/2002
4. Is the new operator registered in the State of Utah: YES Business Number: 4768455-0160
5. If **NO**, the operator was contacted on: N/A

BILL BARRETT CORPORATION

May 1, 2002

State of Utah
Division of Oil, Gas & Mining
P.O. Box 145801
Salt Lake City, UT 84114-5801

Attention: Mr. Jim Thompson

RE: Change of Operator
From Wasatch Oil & Gas to Bill Barrett Corporation

Dear Jim,

Enclosed are original Form 9 **Sundry Notices and Reports on Wells**, and copies of **BLM 3160-5** indicating change of operator. The forms have been executed by previous and successor operators.

Also included is a list of wells affected by the change of operator.

Please do not hesitate to contact me if you have any questions or need additional information.

Sincerely,



Christine Pickart
Engineering Technician

Enclosures



May 23, 2002

Mr. Jim Thompson
State of Utah
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, UT 84114-5801

RECEIVED

MAY 24 2002

**DIVISION OF
OIL, GAS AND MINING**

Re: Transfer Title to Wasatch Oil & Gas, LLC.

Dear Mr. Thompson:

Pursuant to my April 24, 2002 letter and our recent conversation regarding the wells formally owned by Wasatch Oil & Gas LLC, please allow this letter to clarify that all the interest in the wells and well permits located in Carbon and Duchesne Counties previously owned by either Wasatch Oil & Gas Corporation or Wasatch Oil & Gas, LLC have been transferred to Bill Barrett Corporation effective April 1, 2002.

Effective July 1, 2000, Wasatch Oil & Gas Corporation attempted to transfer all their leasehold interest in State, Federal and Fee lands to Wasatch Oil & Gas, LLC. However, there was some apparent oversight in transferring the wells and units at the same time. Recently we made these transfers close to the same time Bill Barrett Corporation acquired the referenced wells.

Regardless of whether or not Wasatch Corp. or Wasatch LLC was shown as the operator of the wells on April 1, 2002, it is the intent that Bill Barrett Corporation is being transferred ownership.

Please do not hesitate to contact me if you have any further questions regarding this matter.

Sincerely,


R. Hegg Wilson

BILL BARRETT CORPORATION

API Well Number	Well Name	Operator	Well Type	Well Status	Field Name	County Name	Qtr/Qtr	Sec	Twtp	Rng	UT
43-007-10216-00-00	PETERS POINT 1	BILL BARRETT CORPORATION	Gas Well	Shut In	PETER'S POINT	CARBON	NESE	6	13	S	17 E 56
43-007-15016-00-00	CLAYBANK SPRINGS 33-1A	BILL BARRETT CORPORATION	Gas Well	Shut In	DRY CREEK	CARBON	SWNW	33	12	S	15 E 56
43-007-15391-00-00	PETERS POINT 2	BILL BARRETT CORPORATION	Gas Well	Producing Well	PETER'S POINT	CARBON	NESW	36	12	S	16 E 57
43-007-15392-00-00	PETERS POINT 3	BILL BARRETT CORPORATION	Gas Well	Shut In	PETER'S POINT	CARBON	SESW	8	13	S	17 E 58
43-007-15393-00-00	PETERS POINT 4	BILL BARRETT CORPORATION	Gas Well	Producing Well	PETER'S POINT	CARBON	NWNW	24	13	S	16 E 57
43-007-16045-00-00	SHARPLES 1 GOVT PICKRELL	BILL BARRETT CORPORATION	Gas Well	Producing Well	NINE MILE CYN	CARBON	SENW	11	12	S	15 E 56
43-007-16542-00-00	STONE CABIN UNIT 1	BILL BARRETT CORPORATION	Gas Well	Producing Well	STONE CABIN	CARBON	SWNE	13	12	S	14 E 56
43-007-30014-00-00	STONE CABIN FED 1-11	BILL BARRETT CORPORATION	Gas Well	Producing Well	STONE CABIN	CARBON	SWSE	11	12	S	14 E 55
43-007-30018-00-00	STONE CABIN FED 2-B-27	BILL BARRETT CORPORATION	Gas Well	Producing Well	DRY CREEK	CARBON	SENW	27	12	S	15 E 56
43-007-30023-00-00	PETERS POINT 9	BILL BARRETT CORPORATION	Gas Well	Producing Well	PETER'S POINT	CARBON	SENE	1	13	S	16 E 58
43-007-30041-00-00	STOBIN FED 21-22	BILL BARRETT CORPORATION	Gas Well	Producing Well	PRICKLY PEAR	CARBON	NENW	22	12	S	15 E 56
43-007-30049-00-00	JACK CANYON 101-A	BILL BARRETT CORPORATION	Gas Well	Producing Well	PETER'S POINT	CARBON	SWSE	33	12	S	16 E 57
43-007-30069-00-00	PETERS POINT 14-9	BILL BARRETT CORPORATION	Gas Well	Shut In	PETER'S POINT	CARBON	NESE	14	13	S	16 E 57
43-007-30070-00-00	PETERS POINT 5-14	BILL BARRETT CORPORATION	Gas Well	Shut In	PETER'S POINT	CARBON	SENW	5	13	S	17 E 58
43-007-30394-00-00	BURRUSS FED 1-10	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	NESW	10	12	S	17 E 58
43-007-30480-00-00	STATE 2-32	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	PETER'S POINT	CARBON	SENE	32	12	S	16 E 57
43-007-30470-00-00	HENZEL FED 1-29	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	NWNE	29	12	S	15 E 56
43-007-30522-00-00	UPPER CABIN ST 16-15	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	SWSE	16	12	S	15 E 56
43-007-30524-00-00	PRICKLY PEAR FED 25-02	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	NWNE	25	12	S	14 E 56
43-007-30525-00-00	SOUTH RIDGE FED 29-11	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	NESW	29	12	S	15 E 56
43-007-30526-00-00	PLATEAU FED 30-02	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	NWNE	30	12	S	15 E 56
43-007-30527-00-00	SOUTH RIDGE FED 30-15	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	SWSE	30	12	S	15 E 56
43-007-30528-00-00	FLAT TOP ST 36-06	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	WILDCAT	CARBON	SENW	36	12	S	15 E 56
43-007-30709-00-00	PETERS POINT 3A	BILL BARRETT CORPORATION	Gas Well	Spudded (Drilling commenced; Not yet completed)	PETER'S POINT	CARBON	SESW	8	13	S	17 E 58
43-007-30761-00-00	PETERS POINT 36-2	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	PETER'S POINT	CARBON	NWNW	36	12	S	16 E 57
43-007-30762-00-00	PETERS POINT 36-3	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	PETER'S POINT	CARBON	SESW	36	12	S	16 E 57
43-007-30763-00-00	PETERS POINT 36-4	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	PETER'S POINT	CARBON	SESE	36	12	S	16 E 58
43-007-30775-00-00	HUNT RANCH 3-4	BILL BARRETT CORPORATION	Gas Well	Producing Well	NINE MILE CYN	CARBON	SESE	3	12	S	15 E 56
43-007-30780-00-00	HUNT RANCH 3-2	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	UNDESIGNATED	CARBON	NWNW	3	12	S	15 E 56
43-007-30823-00-00	PRICKLY PEAR 10-4	BILL BARRETT CORPORATION	Gas Well	New Permit (Not yet approved or drilled)	STONE CABIN	CARBON	SESE	10	12	S	14 E 55
43-007-30824-00-00	PRICKLY PEAR 1215-11-2	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	NINE MILE CYN	CARBON	SENW	11	12	S	15 E 56
43-007-30825-00-00	PRICKLY PEAR 13-4	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	STONE CABIN	CARBON	C-SE	13	12	S	14 E 56
43-007-30826-00-00	JACKS CANYON 18-3	BILL BARRETT CORPORATION	Gas Well	New Permit (Not yet approved or drilled)	UNDESIGNATED	CARBON	C-SW	18	12	S	16 E 57
43-007-30827-00-00	JACKS CANYON 19-2	BILL BARRETT CORPORATION	Gas Well	New Permit (Not yet approved or drilled)	UNDESIGNATED	CARBON	SENW	19	12	S	16 E 57
43-007-30828-00-00	PRICKLY PEAR 21-2	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	UNDESIGNATED	CARBON	SWNW	21	12	S	15 E 56
43-007-30829-00-00	PRICKLY PEAR 27-3	BILL BARRETT CORPORATION	Gas Well	Approved permit (APD); not yet spudded	DRY CREEK	CARBON	NWSW	27	12	S	15 E 56
43-013-30486-00-00	PTS 33-36 STATE	BILL BARRETT CORPORATION	Gas Well	Producing Well	STONE CABIN	DUCHESNE	NWSE	36	11	S	14 E 56
43-007-30801-00-00	FEDERAL 120	BILL BARRETT CORPORATION	Water Disposal	Active Well	LITTLE VALLEY	SAN JUAN	NENE	20	30	S	20 E 60

Call for Annual Waste Management Plans for Calendar Year 2002 -- Response Form

In accordance with Rule R649-9-2.4 of the Utah Oil and Gas Conservation General Rules, the Utah Division of Oil, Gas and Mining requests that all oil and gas operators, who are active in Utah, inform the Division of their waste management plans for their Utah operations by returning this Response Form and, if a waste stream is anticipated during calendar year 2002, attaching an Annual Waste Management Plan.

Operator Name: Bill Barrett Corporation
Name and Title of Company Representative: Dominic J. Bazile II, Vice President, Operations
Date: May 15, 2002 Phone Number: 303 -293-9100

Three waste stream outcomes are defined below. Please select the one that fits your operational circumstances by placing an "X" on the underlined spaces in front of the selection:

- No Exploration and Production (E&P) wastes of any kind are anticipated and an amended Waste Management Plan will be filed when and if E&P wastes are generated.
- An E&P waste stream is probable but it is unlikely to include any produced water. We will file an amended Waste Management Plan when and if our operations generate any produced water. Attached please find our Annual Waste Management Plan (providing the information specified in Rule R649-9-2.4).
- Our E&P waste stream is likely to include produced water. We will probably dispose of our produced water in the approximate percentage(s) specified, using the disposition strategy(ies) selected, below:

100 % by Permitted Class II Water Disposal well(s).
 % by Permitted Class II Injection well(s) in a waterflood project.
 % by Permitted Commercial Evaporative Pit(s).
 % by Permitted Private, Non-commercial Evaporative Pit(s).
 % by Onsite (Surface) Pit(s).
 % by operations utilizing produced water for drilling, completion and workover activities.
 % by Permitted UPDES surface discharge
 % by Out of State Transfer to (specify in Annual Waste Management Plan).
 % by Other Means (specify in Annual Waste Management Plan).
100 % Total

and have attached the Annual Waste Management Plan to provide the information specified in Rule R649-9-2.4.

6. (R649-9-2)Waste Management Plan has been received on: 05/21/2002

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 05/21/2002

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: N/A

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

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

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 06/10/2002

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 06/10/2002

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

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

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 1262

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires: January 31, 2004

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
U-65776

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
Prickly Pear

8. Well Name and No.
Henzel Federal 1-29

9. API Well No.
43-007-30470

10. Field and Pool, or Exploratory Area
Wildcat

11. County or Parish, State
Carbon/Utah

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Bill Barrett Corporation

3a. Address
1099 18th Street, Suite 2300, Denver, CO 80202

3b. Phone No. (include area code)
303 293-9100

4. Location of Well (Footage, Sec., T, R., M., or Survey Description)
510' FNL and 2,575' FEL; SW¹/₄SE¹/₄, Section 29: T. 12 S., R. 15 E.

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

3. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Please be advised that Bill Barrett Corporation has succeeded Wasatch Oil & Gas Corporation as Operator of the above described well effective April 1, 2002

Wasatch Oil & Gas Corporation

Todd Cusick
Todd Cusick, President April 30, 2002

Received
Moab, Utah



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

Name (Printed/Typed) Dominc Bazile Title Vice President of Operations

Signature *Dominc Bazile* Date April 30, 2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by (Signature) ACCEPTED Name (Printed/Typed) _____ Title _____

Conditions of approval, if any, are attached. Approval of this notice 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.

Office Division of Resources Moab Field Office Date MAY 21 2002

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

(Continued on next page)

cc: UDCEM 5/21/02

RECEIVED

Conditions of Acceptance Attached

MAY 31 2002

DIVISION OF
OIL, GAS AND MINING

Bill Barrett Corporation
Well No.Henzel Federal 1-29
SWSE Sec. 29, T. 12 S., R. 15 E.
Lease UTU-65776
Carbon County, Utah

CONDITIONS OF ACCEPTANCE

Acceptance of this application 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.

Be advised that Bill Barrett Corporation is considered to be the operator of the above well effective April 1, 2002, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by UT1262 (Principal -Bill Barrett Corporation) via surety consent as provided for in 43 CFR 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 43 CFR 3106.7-2 continuing responsibility are met.

RECEIVED

MAY 31 2002

**DIVISION OF
OIL, GAS AND MINING**

013

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

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

UTU-65776

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

N/A

1. TYPE OF WELL

OIL WELL

GAS WELL

OTHER _____

8. WELL NAME and NUMBER:

Henzel Federal 1-29

2. NAME OF OPERATOR:

Bill Barrett Corporation

9. API NUMBER:

43-007-30470

3. ADDRESS OF OPERATOR:

1099 18th Street
Ste. 2300
CITY Denver

STATE CO ZIP 80202

PHONE NUMBER:

303-293-9100

10. FIELD AND POOL, OR WILDCAT:

Wildcat

4. LOCATION OF WELL

FOOTAGES AT SURFACE:

510' FNL, 2575' FEL

COUNTY:

Carbon

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

NWNE 29 12S 15E

STATE:

UTAH

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

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

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

Bill Barrett Corporation requests one (1) year extension on the APD for the Henzel Federal 1-29.

COPY SENT TO OPERATOR
Date: 7-8-02
Initials: CHO

Approved by the
Utah Division of
Oil, Gas and Mining
Date: 07-03-02
By: [Signature]

NAME (PLEASE PRINT) Christine Pickart
SIGNATURE [Signature]

TITLE Engineering Technician
DATE 6/24/02

(This space for State use only)

RECEIVED

JUN 28 2002

DIVISION OF
OIL, GAS AND MINING

BILL BARRETT CORPORATION

June 25, 2002

Diana Mason
Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, UT 84114-5801

RE: APD Extension
Henzel Federal #1-29; Sec. 29; T12S; R15E

Dear Diana,

The Subject APD approval has expired. Bill Barrett Corporation wishes to maintain an "active" permit status for this well.

Enclosed in duplicate is Sundry Notice Form 9 requesting a one (1) year extension.

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

Thank you for your immediate attention to this matter.

Sincerely,



Christine Pickart
Engineering Technician

Enclosures

cc: Carbon County Assessor
SITLA
BLM, Moab District

RECEIVED

JUN 28 2002

DIVISION OF
OIL, GAS AND MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Moab Field Office
82 East Dogwood Avenue
Moab, UT 84532

3162
(UT-062)

Ms. Debra Stanberry
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202

JUN 26 2003

Re: Return of Applications for Permit to Drill

Lease UTU013064

Well No. Prickly Pear 1215-11-2 43-007-30824

Lease UTU62645

Well No. Burruss 1-10

Lease UTU65486

Well Nos. Federal 1-19, Jack Canyon 19-2 and Iron Mesa 19-14

Lease UTU65776

Well Nos. Henzel 1-29, Plateau 30-02 and South Ridge 30-15

Lease UTU72054

Well No. South Ridge 29-11

Lease UTU74397

Well Nos. Federal 30-07R and Federal 31-04R

Lease UTU77059

Well No. Prickly Pear 25-02

Dear Ms. Stanberry:

We have received your letters dated June 18 and 19, 2003, requesting the cancellation of each of the above referenced Applications for Permit to Drill (APDs). As indicated in your letters, Bill Barrett Corporation has evaluated each of the outstanding applications on file in the BLM Moab Field Office and has determined that the above referenced APDs should not be processed further.

In view of the foregoing, we are returning the above APDs to you. Should Bill Barrett Corporation intend to drill these locations at a future date, new applications must be submitted. If you have any questions, please contact Marie McGann at 435-259-2135.

Sincerely,

William Stringer

Assistant Field Manager
Division of Resources

RECEIVED

JUN 30 2003

DIV. OF OIL, GAS & MINING

Enclosure
Applications for Permit to Drill

cc: UT-070, Price Field Office (wo/Enclosure)
State of Utah, Division of Oil, Gas and Mining (Diana Mason) (wo/Enclosure)

MMcGann:mm:6/25/03



Bill Barrett Corporation

RECEIVED
MOAB FIELD OFFICE

2003 JUN 20 A 11: 37

DEPT OF THE INTERIOR
BUREAU OF LAND MGMT

June 18, 2003

Bureau of Land Management
Moab Field Office
82 East Dogwood
Moab, Utah 84532

ATTENTION: Ms. Marie McGann

Dear Ms. McGann:

I appreciate you faxing the information yesterday on the outstanding Applications for Permit to Drill on the seventeen wells currently in your office. After evaluation, Bill Barrett Corporation asks that the following ten (10) APDs be cancelled at this time:

UTU 62645	Burruss Federal #1-10	NESW Section 10-T12S-R17E	43-007-30394
UTU 62646	Federal #1-19	SENE Section 19-T12S-R16E	43-007-30471
UTU 62646	Henzel Federal #1-29	NWNE Section 29-T12S-R15E	43-007-30470
UTU 62646	Iron Mesa Federal #19-14	SESW Section 19-T12S-R16E	43-007-30523
UTU 77059	Prickly Pear Federal #25-02	NWNE Section 25-T12S-R14E	43-007-30524
UTU 72054	South Ridge Federal #29-11	NESW Section 29-T12S-R15E	43-007-30525
UTU 6776	Plateau Federal #30-02	NWNE Section 30-T12S-R15E	43-007-30526
UTU 71897	Federal #30-07R	SWNE Section 30-T12S-R16E	43-007-30527
UTU 71897	South Ridge Federal #30-15	NWSE Section 30-T12S-R15E	43-007-30527
UTU 71897	Federal #31-04R	NWNW Section 31-T12S-R16E	

If you have any questions or need additional information, please contact me at (303) 312-8120.

Sincerely,

Debra K. Stanberry
Permit Specialist

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420



RECEIVED
MOAB FIELD OFFICE

2003 JUN 23 P 1:21

DEPT OF THE INTERIOR
BUREAU OF LAND MGMT

June 19, 2003

Bureau of Land Management
Moab Field Office
82 East Dogwood
Moab, Utah 84532

ATTENTION: Ms. Marie McGann

Dear Ms. McGann:

Upon further evaluation, Bill Barrett Corporation requests that the following two (2) APDs be cancelled at this time:

UTV 0130114 Prickly Pear Unit Federal 1215-11-2 SENW Sec 11-T12S-R15E 43-007-30824
UTV 0130116 Jack Canyon Unit Federal 19-2 SENW Sec 19-T12S-R16E 43-007-30827

If you have any questions or need additional information, please contact me at (303) 312-8120.

Sincerely,

A handwritten signature in black ink, appearing to read 'Debra K. Stanberry', written over a horizontal line.

Debra K. Stanberry
Permit Specialist

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420



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

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5340 telephone
(801) 359-3940 fax
(801) 538-7223 TTY
www.nr.utah.gov

Michael O. Leavitt
Governor
Robert L. Morgan
Executive Director
Lowell P. Braxton
Division Director

July 1, 2003

Ms. Debra Stanberry
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202

Re: APD Rescinded – Henzel Fed 1-29 Sec. 29, T.12S, R. 15E Carbon County, Utah
API No. 43-007-30470

Dear Ms. Stanberry:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on September 21, 1998. On April 26, 2001 and July 3, 2002 the Division granted a one-year APD extension. On June 30, 2003 the Division received a letter from the Bureau of Land Management (BLM), which states that the permit filed with the BLM was being returned. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective June 30, 2003.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Engineering Technician

cc: Well File
Bureau of Land Management, Moab



Bill Barrett Corporation

June 27, 2003

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

ATTENTION: Ms. Diana Mason

Dear Ms. Mason:

Upon further evaluation, Bill Barrett Corporation requests that the following eleven (11) APDs be cancelled at this time:

Prickly Pear Unit Federal 12-15-11-2	SENW Sec 11-T12S-R15E	43-007-30824
Jack Canyon Unit Federal 19-2	SENW Sec 19-T12S-R16E	43-007-30827
Burruss Federal #1-10	NESW Sec 10-T12S-R17E	43-007-30394
Federal #1-19	SENW Sec 19-T12S-R16E	43-007-30471
Henzel Federal #1-29	NWNE Sec 29-T12S-R15E	43-007-30470
Iron Mesa Federal #19-14	SESW Sec 19-T12S-R16E	43-007-30523
Prickly Pear Federal #25-02	NWNE Sec 25-T12S-R14E	43-007-30524
South Ridge Federal #29-11	NESW Sec 29-T12S-R15E	43-007-30525
Plateau Federal #30-02	NWNE Sec 30-T12S-R15E	43-007-30526
South Ridge Federal #30-15	NWSE Sec 30-T12S-R15E	43-007-30527
Hunt Ranch #3-2	NWNW Sec 3-T12S-R15E	43-007-30780

The records from Wasatch Oil and Gas reflected two more wells in progress, the Federal 30-07R and Federal 31-04R. If you have any paperwork pending in your office on these two wells, please also cancel these wells at this time.

If you have any questions or need additional information, please contact me at (303) 312-8120.

Sincerely,

Debra K. Stanberry
Permit Specialist

RECEIVED

JUL 12 2003

DIV. OF OIL, GAS & MINING

1099 18TH STREET

SUITE 2300

DENVER, CO 80202

P 303.293.9100

F 303.291.0420