

UTAH OIL AND GAS CONSERVATION COMMISSION

REMARKS: WELL LOG ELECTRIC LOGS WATER SANDS LOCATION INSPECTED SUB. REPORT/abd.

990718 CBL Rec 1999027 Conf Removed; Compl as WD;

DATE FILED JANUARY 11, 1999

LAND: FEE & PATENTED FEE STATE LEASE NO. PUBLIC LEASE NO. INDIAN

DRILLING APPROVED: APRIL 20, 1999

SPUDED IN: 5-12-99

COMPLETED: 7-19-99 WDW PUT TO PRODUCING:

INITIAL PRODUCTION:

GRAVITY A.P.I.

GOR:

PRODUCING ZONES: 6650-7264' (NAVA)

TOTAL DEPTH: 7550'

WELL ELEVATION: 6186' GR

DATE ABANDONED:

FIELD: UNDESIGNATED

UNIT:

COUNTY: CARBON

WELL NO. RGC D-10

API NO. 43-007-30520

LOCATION 162 FNL FT. FROM (X) (S) LINE. 1557 FEL

FT. FROM (X) (W) LINE. NW NE

1/4 - 1/4 SEC. 28

TWP.	RGE.	SEC.	OPERATOR	TWP.	RGE.	SEC.	OPERATOR
				15S	9E	28	RIVER GAS CORPORATION

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

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

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

7. Unit Agreement Name: **N/A**

8. Farm or Lease Name: **RGC**

9. Well Number: **D-10**

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

11. Qtr/Qtr, Section, Township, Range, Meridian: **NW/4, NE/4 Section 28, T15S, R09E, SLB&M**

12. County: **Carbon** 13. State: **UTAH**

14. Distance in miles and direction from nearest town or post office: **9.0 miles southwest of Price, Utah**

15. Distance to nearest property or lease line (feet): **210'** 16. Number of acres in lease: **520 acres** 17. Number of acres assigned to this well: **N/A**

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): **1300'** 19. Proposed Depth: **8000'** 20. Rotary or cable tools: **Rotary**

21. Elevations (show whether DF, RT, GR, etc.): **6186' GR** 22. Approximate date work will start: **April 1999**

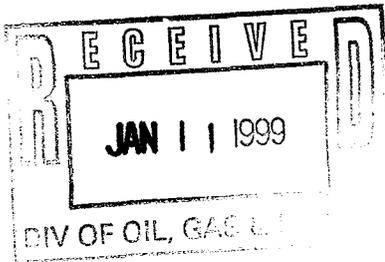
507352.70
4371857.60

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
26"	20"	Conductor	20'	
17-1/2"	13-3/8"	48#/ft	900'	
12-1/4"	9-5/8"	36#/ft	3500'	
8-3/4"	7"	26#/ft	8000'	

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

- *6 cubic yards ready mix
- *380sks 50/50 Poz+8%D-20+1/4#/sk D-29; 200sks G+2%S-1+1/4#/sk D-29
- *555 sks 50/50 Poz+6%D-20+1/4#/sk D-29; 300 sks G+2%S-1+1/4#/sk D-29
- *75 sks 50/50 Poz+10% D-44+4% D-20+5% B-14; 150 sks G+1% D-65+0.7%B-14; 225 sks 10-1RFC
- 100 sks 50/50 Poz+10% D-44+4% D-20 +0.5% B-14; 260 sks G+1% D-65 +0.7%B-14; 150 sks 10-1 RFC



ORIGINAL

CONFIDENTIAL

24. Name & Signature: Don S. Hamilton *Don S. Hamilton* Title: Permit Specialist Date: 01/07/99

(This space for state use only)

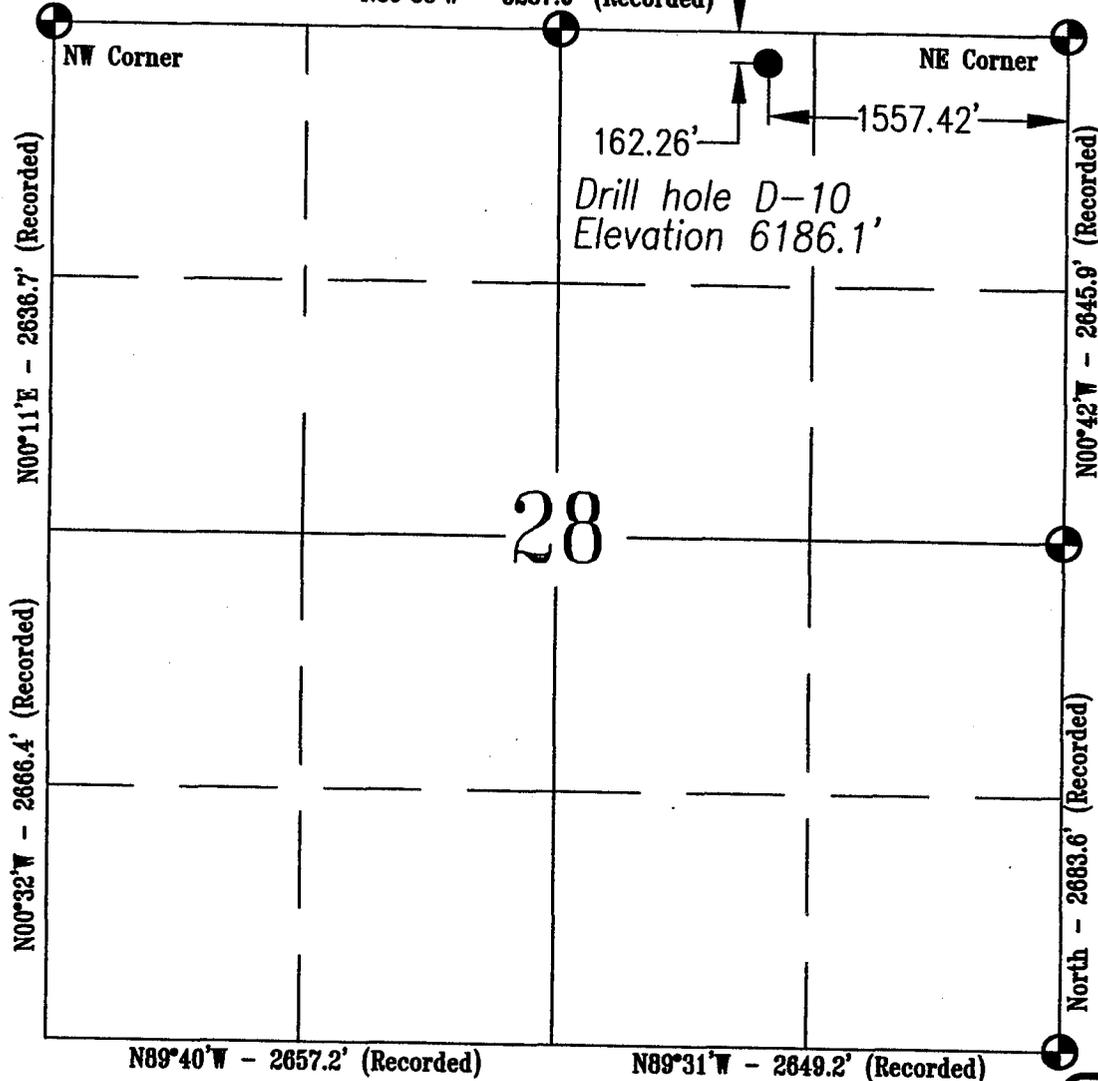
API Number Assigned: 43-007-30520 Approval: **Approved by the Utah Division of Oil, Gas and Mining**

Date: 4/20/99
By: *[Signature]*

Township 15 South

Range 9 East

N89°55'W - 5287.9' (Recorded)



Location

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

Basis Of Elevation:

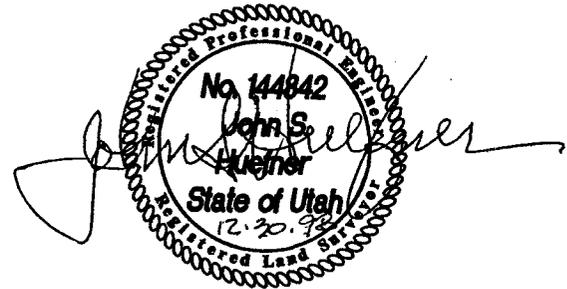
Basis of Elevation of 6137' as indicated in the NE Corner of Section 28, Township 16 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Poison Spring Bench Quadrangle 7.5 Minute Series Map.

Description of Well Point

Proposed Drill Hole located in the NW 1/4 NE 1/4 of Section 28; 162.26' South and 1557.42' West from the NE Corner of Section 28, T16S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

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

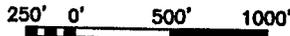


LEGEND:

- Drill Hole Location
- ⊕ Found Section Corner Monumented w/ Brass Cap unless indicated otherwise.
- Section Corner searched for but not found



SCALE:



DRAWN BY: P. BOYLEN CHECKED BY: L.W.J. DATE: 12/24/98 SCALE: 1"=1000' JOB NO. 440 DRAWING NO. A-1	<p>3266 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833</p>
SHEET 1 of 4	<p>River Gas Corporation Well# D-10 Section 28, T15S, R9E, S.L.B.&M. Carbon County, Utah</p>



ORIGINAL

RIVER GAS CORPORATION

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

CONFIDENTIAL

January 7, 1999

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

RE: Application for Permit to Drill-
Disposal Well 10, NW/4, NE/4, Sect.28
T15S, R09E, SLB & M, Carbon County, Utah

Dear Mr. Baza:

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

- Exhibit "A"- Survey plat of the proposed well site;
- Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;
- Exhibit "C" - Evidence of Bond;
- Exhibit "D" - Drilling Information;
- Exhibit "E" - Proposed Drilling Equipment Location Layout;
- Exhibit "F" - Typical Road Cross-section;
- Exhibit "G" - BOP Diagram;
- Exhibit "H" - Selected Points to be Addressed in On-site Pre-drill Evaluation;

✓ A surface land use agreement is currently being negotiated. Upon completion, an affidavit regarding the agreement will be submitted to your office.

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration. This request is made in accordance with the State of Utah's Oil and Gas Conservation General Rules item number R649-2-11.

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

Sincerely,

Don S. Hamilton

Don S. Hamilton
Permit Specialist

cc: Mr. Gilbert Hunt, DOGM
Mr. Chuck Snure, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mr. Eric Jones, BLM, Moab
Mrs. Tammie Butts, River Gas Corporation
RGC Well File

RIVER GAS CORPORATION

Drilling Information

(RGC D-10) Disposal Well

(NW/4, NE/4) Sect. 28, T15S, R9E, SLB & M, Carbon County, Utah

R615-3-4 Permitting of Wells to be Drilled, Deepened or Plugged Back

2.1 Telephone numbers for additional information:

Don S. Hamilton	(435) 637-8876 Office
Permit Specialist	(435) 636-5671 Mobile

Jerry Dietz	(435) 637-8876 Office
Production Superintendent	(435) 636-5114 Mobile

Lenny Grimsley	(435) 637-8876 Office
Construction Specialist	(435) 636-5259 Mobile

Michael J. Farrens	(205) 759-3282 Office
Exec. Vice President	(205) 758-8535 Home

2.2 Lease: Patented

2.3 This disposal well will be drilled approximately 9.0 miles southwest of Price, Utah.

2.4 Survey Plat: See Exhibit " A "

2.5 Water will be purchased from Price River Water Improvement District, PRWID (a local municipal water source).

2.6 **Drilling Program**

2.6.1 Following is a tabulation of the geologic units and the respective depths where they are expected to be penetrated in the well.

RIVER GAS CORPORATION

Drilling Information Cont.

<u>Formation/Unit</u>	<u>Estimated Depth(top)</u>
Upper Mancos Shale	Surface
Ferron Sandstone	2676'
Tununk Shale	2920'
Dakota	3292'
Cedar Mtn	3321'
Morrison	4144'
Summerville	4608'
Curtis	5094'
Entrada	5256'
Carmel	5914'
Navajo	6590'
Kayenta	6944'
Wingate	7070'

2.6.2 This well will be utilized strictly for the injection of produced waters from RGC's coalbed methane wells. Zones that have shown to be gas and water-bearing are the coals and sandstones of the Ferron Formation. The Navajo Sandstone is expected to be water-bearing, and potentially containing CO2.

2.6.3 A rotating head with a diverter system will be used to drill the surface hole. For the remainder of the drilling (surface shoe to TD), a double gate 5000 psi BOPE will be used with a rotating head. This equipment will be tested to 70% of the minimum interval yield pressure. All tests will be recorded in a Driller's Report Book. Physical operation of the BOPE's will be checked on each trip. See Attachment "G" for the schematic of the BOPE.

2.6.4 Casing Program-

Conductor- 20" Structural, set @ ± 20', 26" hole
Cement ready mix ± 6 cu.yds.

Surface- 13 3/8" H-40, 48#/ft, ST&C, set @ ± 900', 17 1/2" hole.

Cement: 308 sks 50/50 Poz+8%D-20+1/4#/sk D-29.

Yield: 1.92 cu ft/sk.

Wt-12.5 #/gal

Total cu.ft = 591.36.

200 sks G+2%S-1+1/4 #/sk D-29

Yield: 1.15 cu. ft/sk.

Wt.-15.8#/gal

Total cu. ft = 230 cu. ft.

Assumed 94# H40

$$(6 \text{ CY})(27 \frac{\text{ft}^3}{\text{CY}}) = \frac{162 \text{ ft}^3}{1.15 \text{ ft}^3/\text{sk}} \approx 140 \text{ sks}$$

Exhibit "D" - Page 3
RIVER GAS CORPORATION
 Drilling Information Cont.

Intermediate-9 5/8" K-55, 36 & 40 #/ft, LT&C, set @ ± 3500', 12 1/4" hole cement.
 555 sk 50/50 Poz +6% D-20 1/4#/sk D-29
 Yield: 1.85
 Wt: 12.2
 Total cu. ft. 1026.75 cu. ft.

*Assumed
 36 # K-55, LTC
 for design ✓*

300 sks G+2%S-1 1/4 #/sk D-29
 Yield: 1.15
 Wt: 15.8
 Total cu.ft 345 cu.ft.

Production- 7" L-80 or J-55, 26#/ft & 29#/ft, set @ ± 7500'
 Hole size 8 3/4".
 2 stage cement job stage tool @ ± 4000'.
 1st stage 7500'-4000=3500'

*Assumed
 26 # J-55
 for design ✓*

75 sks 50/50 Poz +10% D-44 +4% D-20 +5% B-14
 Yield: 1.24 cu ft/sk
 Wt: 14.2 #/gal
 Total cu. ft =93 cu. ft.

*(75)(1.24) + (150)(1.15) + 255(1.61)
 480
 X = 1.41 #/sk @ 480 sks*

150 sks G+1%D65 + .7% B-14
 Yield: 1.15 cu ft/sk
 Wt: 15.8 #/gal Total cu.ft =172.5

255 sks 10-1 RFC
 Yield: 1.61 cu. ft/sk
 Wt: 14.2 #/gal Total cu. ft. = 410.55

*100(1.24) + 260(1.15)
 360
 X = 1.175 #/sk @ 360 sks*

Second Stage:
100 sks 50/50 Poz +10% D-44 + 4% D-20 + .5% B-14
 Yield: 1.24 cu. ft.
 Wt: 14.2 #/gal Total cu. ft. = 124

260 sks G+ 1% D-65 + .7% B-14
 Yield: 1.15 cu. ft/sk
 Wt: 15.8 #/gal Total cu. ft. =

RIVER GAS CORPORATION

Drilling Information Cont.

150 sks 10-1 RFC

Yield 1.61 cu. ft./sk

Wt: 14.2 #/gal

Total cu. ft. =241.50

2.6.5 Mud Program:

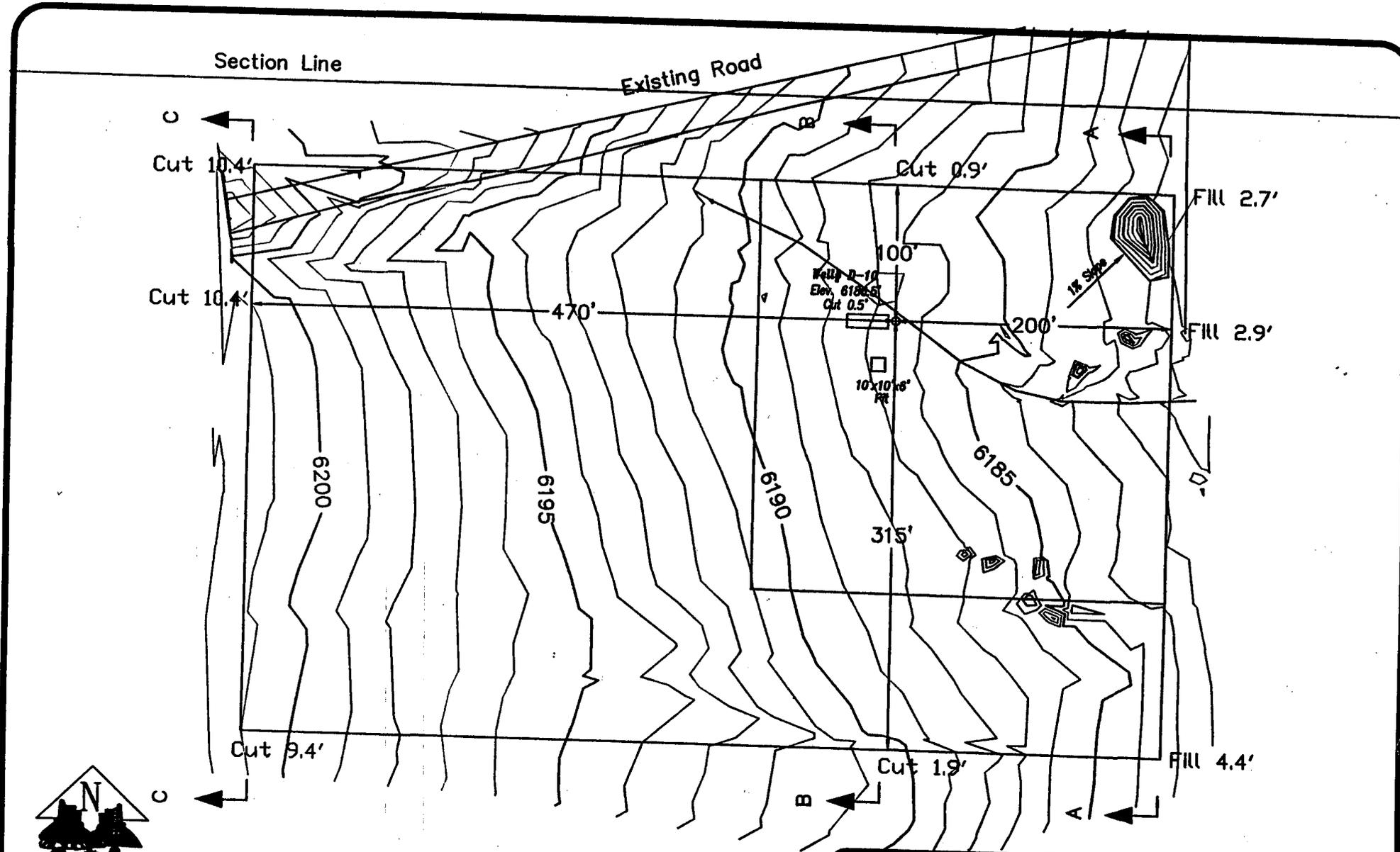
<u>Depth</u>	<u>Hole Size</u>	<u>Program</u>
0-900'	17 1/2" hole	
900'-3500'	12 1/4" hole	Drill with air. 400 psi @ 1500-1800 cfs.
3500'-TD	8-3/4" hole	Drill with air 400 psi @ 1500-1800 cfs.

If necessary to mud-up, a fresh water Bentonite type system will be used.

2.6.6 Logging and Testing Program:

<u>Depth</u>	
0-300'	Gamma Ray
300-TD	GR,DIL, LDT, CNL, DSI SONIC

2.6.7 We expect a bottom hole pressure of 3600 psi. No hazards are expected.

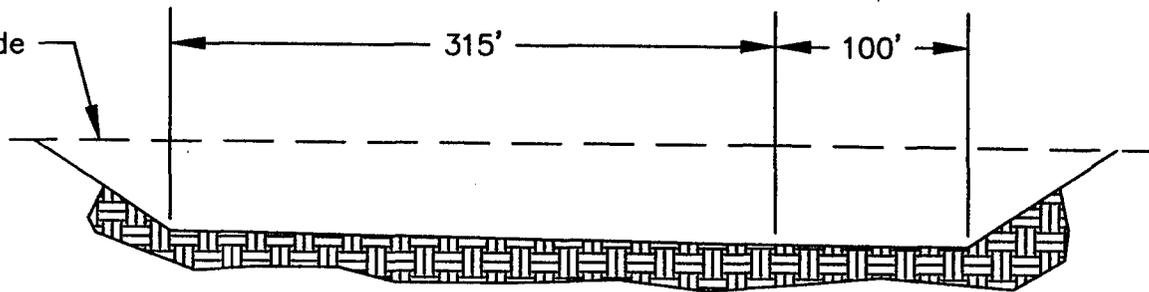


Elevation Graded Ground at Location Stake = 6186.5'
 Elevation Ungraded Ground at Location Stake = 6186.0'



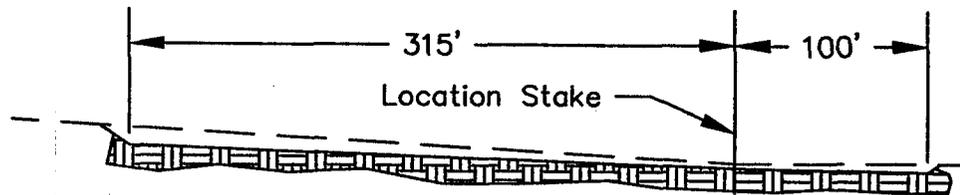
DRAWN BY P. BOYLEN CHECKED BY L.W.J. DATE 12/28/98 SCALE 1"=100' SHEET NO. 440 DRAWING NO. A-2 SHEET 2 of 4	 <p>3200 South 125 West Prico, Utah 84501 (801) 637-9300 FAX (801) 637-2633</p> <p>River Gas Corporation Location Layout Section 28, T15S, R9E, S.L.B.&M. Well# D-10</p>
---	--

Preconstruction Grade

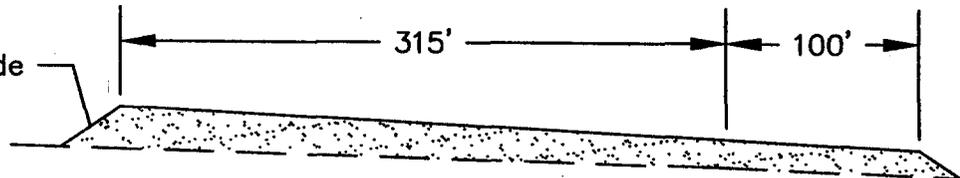


1"=20'
X-Section
Scale
1"=100'

Slope = 1 1/2 : 1



Final Grade

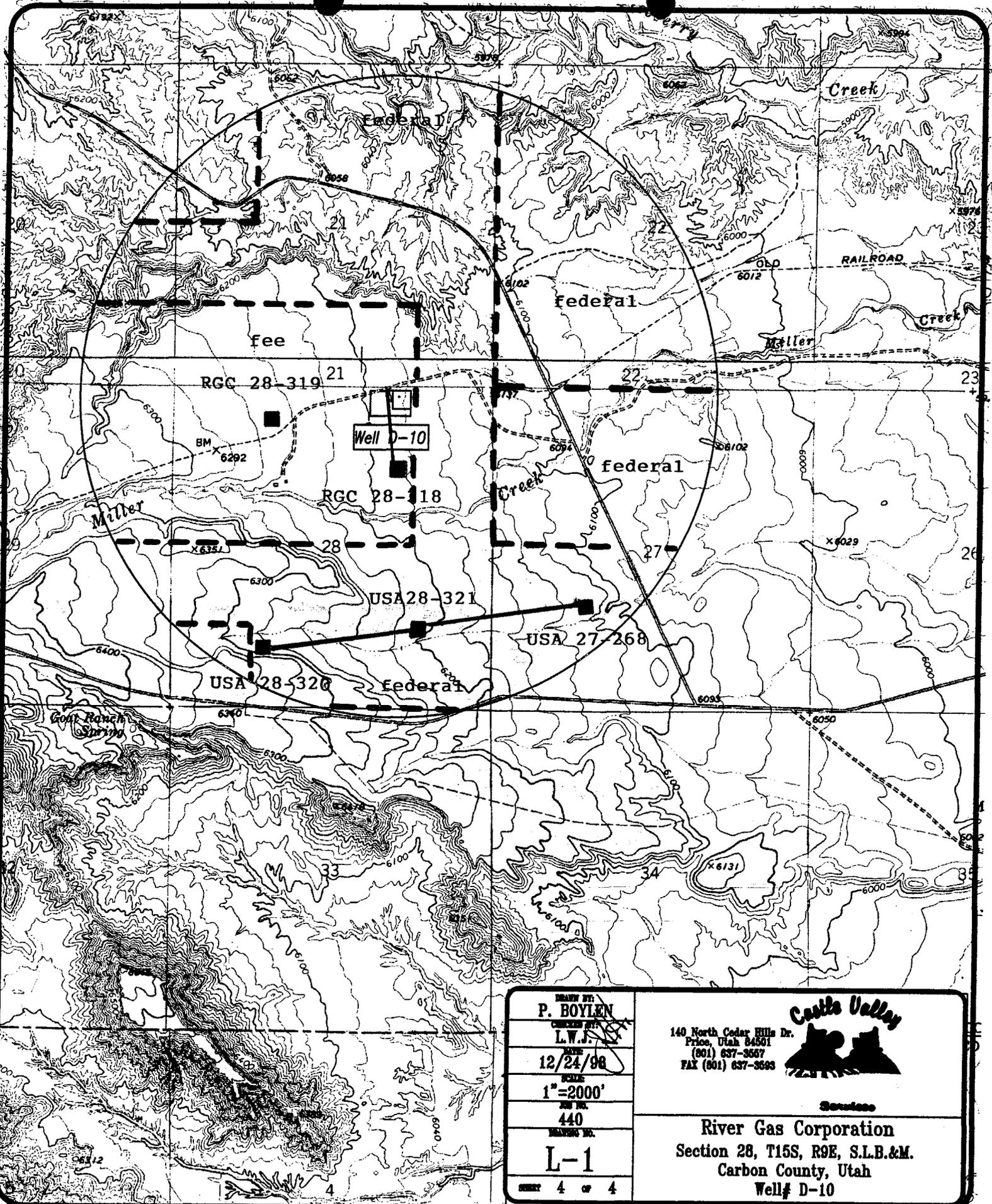


APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 5,200.0 Cu. Yds.
Remaining Location	= 41,766.6 Cu. Yds.
TOTAL CUT	= 46,966.6 Cu. Yds.
TOTAL FILL	= 5,264.6 Cu. Yds.

DRAWN BY: P. BOYLEN CHECKED BY: L.W.J. DATE: 12/28/98 SCALE: 1"=100' JOB NO. 440 DRAWING NO. C-1 SHEET 3 OF 4	 3205 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833 SOURCE River Gas Corporation Typical Cross Sections Section 28, T15S, R9E, S.L.B.&M. Well# D-10
---	---

Exhibit "A" 300F 3



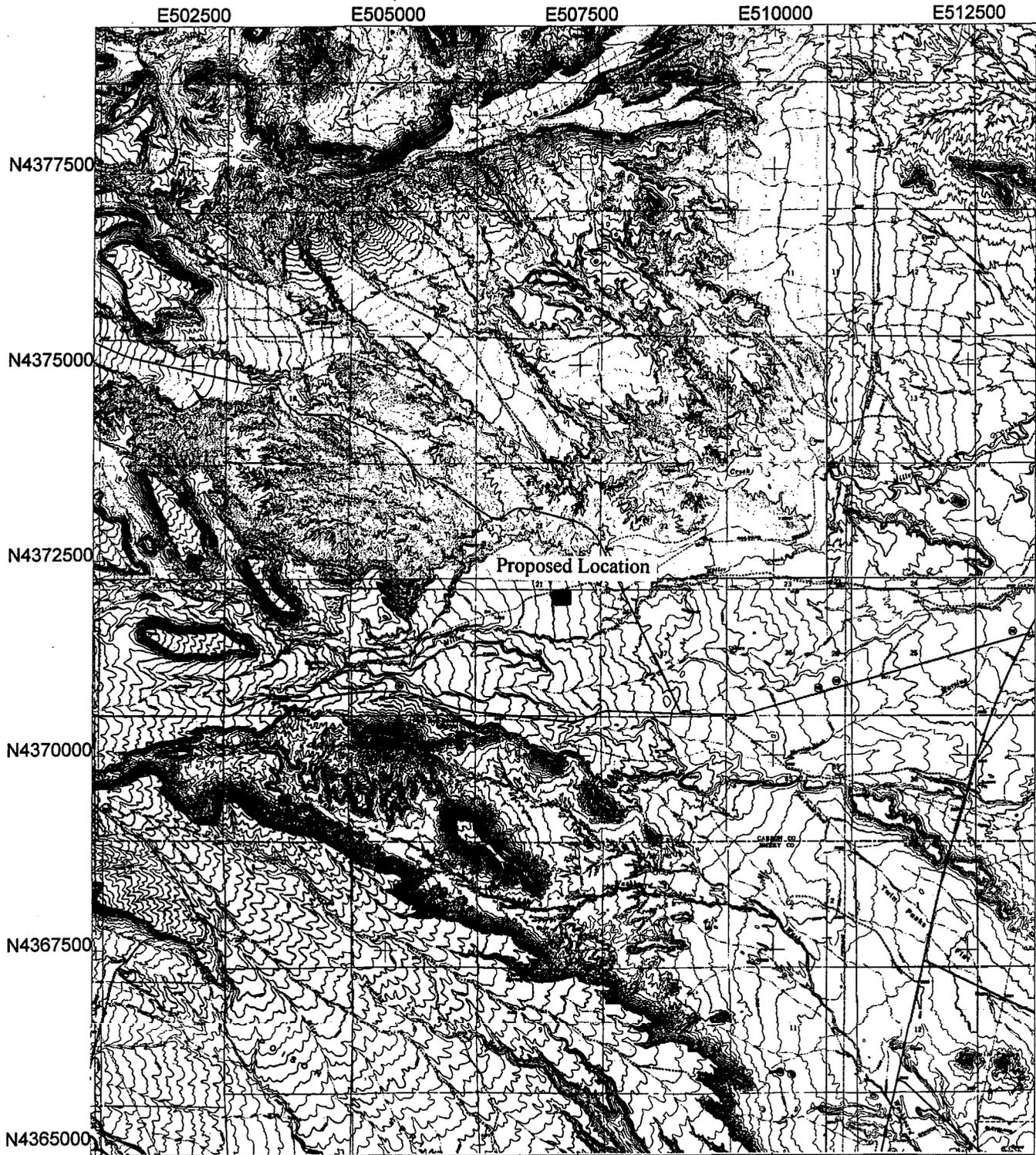
DRAWN BY:
P. BOYLEN
 CHECKED BY:
L.W.J.
 DATE:
12/24/98
 SCALE:
1"=2000'
 SHEET NO:
440
 DRAWING NO.
L-1
 SHEET 4 of 4

140 North Cedar Hills Dr.
 Price, Utah 84361
 (801) 637-3567
 FAX (801) 637-3593



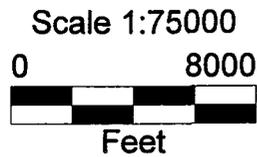
Services

River Gas Corporation
 Section 28, T15S, R9E, S.L.B.&M.
 Carbon County, Utah
 Well# D-10



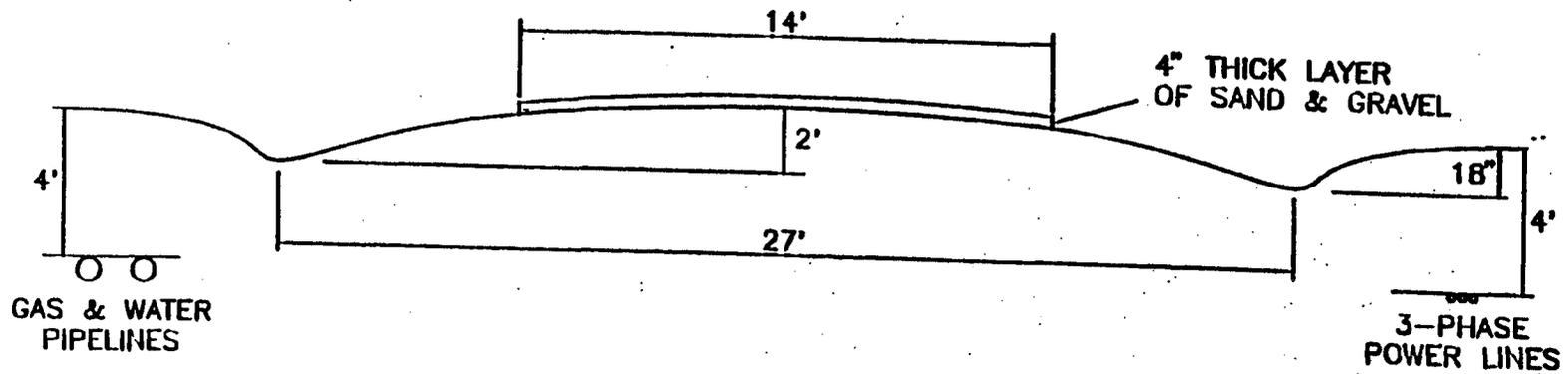
RGC D-10

Universal Transverse Mercator
North 12
NAD83 (Conus)



1/6/1999
Pathfinder Office™

RIVER GAS CORPORATION



TYPICAL ROAD CROSS-SECTION

NOT TO SCALE

DIVERTER HEAD

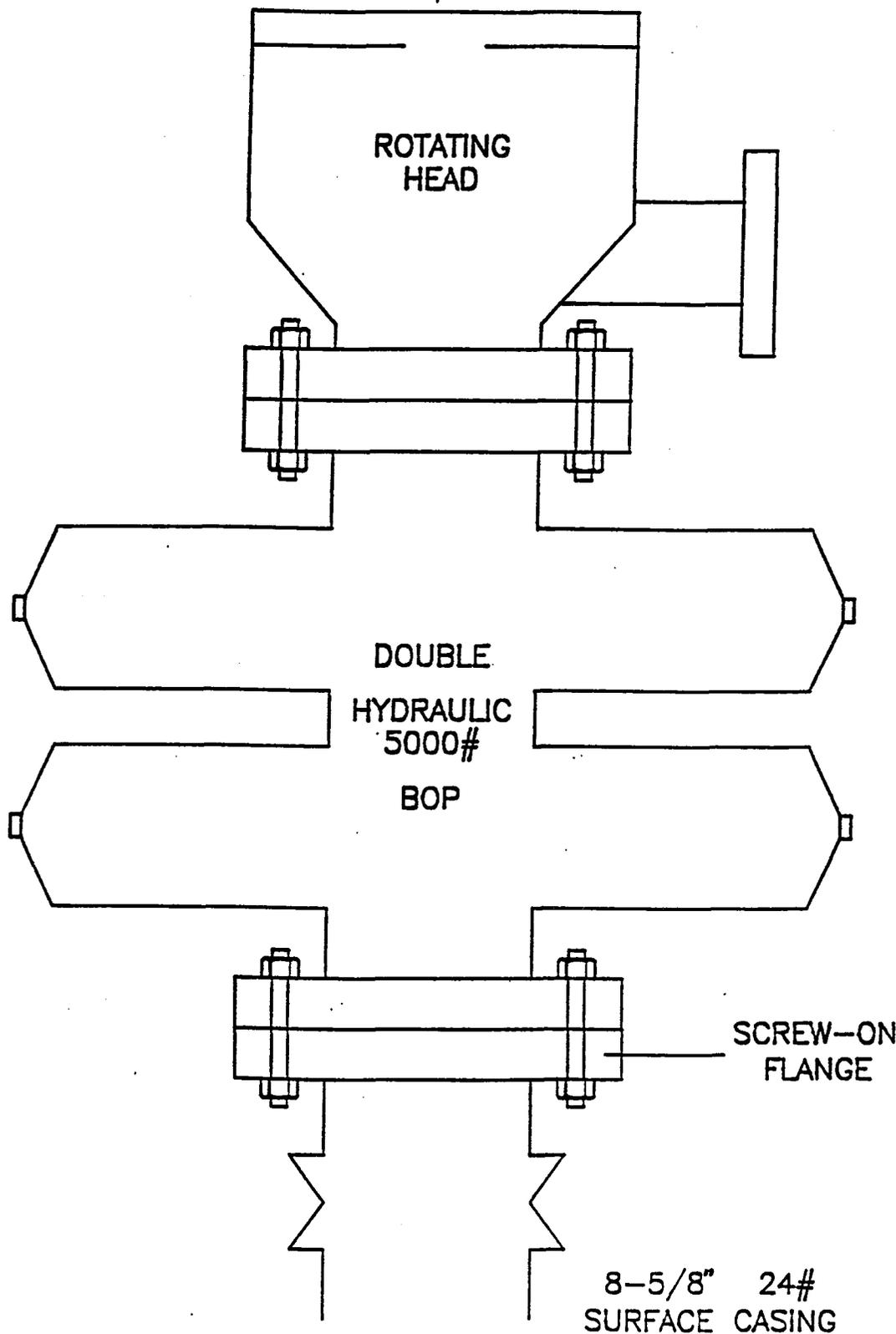


Exhibit "H"

**SELECTED POINTS TO BE ADDRESSED IN ON-SITE PRE-DRILL
EVALUATION**

River Gas Corp.
(RGC D-10) Disposal Well
NW/4, NE/4, Section 28, T15S, R09E, SLB&M, Carbon County, Utah

Multipoint Surface Use Plan

1. Existing Roads

- a) We do not plan to change, alter or improve upon any existing state or county roads. Existing roads will be maintained in the same or better condition.
- b) The access to the existing Millerton Ranch will be utilized for this well.

2. Planned Access

- a) No new access will be constructed.
- b) From the Wattis / SR-122 junction travel 0.9 miles northwest, across the cement bridge and turn west on the gravel road, travel 4200' north and west through the locked gate to the proposed RGC D-10 (see Exhibit "B")
- c) Maximum Width: 24' travel surface with 35' base
- d) Maximum grade: 4%
- e) Turnouts: None
- f) Drainage design: numerous culverts are presently in place. Water will be diverted around the well pad as necessary.
- g) Following drilling, the road will be maintained as necessary to prevent soil erosion and accommodate year-round traffic.

3. Location of Existing Wells

- a) There are five proposed production wells within 1 mile of the proposed location (see Exhibit "B").

4. Location of Existing and/or Proposed Facilities

- a) If drilling is successful, installation of production facilities will follow. Buried power lines will be run along the access road on the north and east, gathering lines will run along the access road on the south or west and tie into the existing infrastructure.
- b) Rehabilitation of all pad areas not used for production facilities will be made in accordance with landowner stipulations.

5. Location and Type of Water Supply

- a) Water to be used for drilling will be purchased from the Price River Water Improvement District (PRWID) a local municipal water source (tel. 435-637-6350).
- b) Water will be transported by truck over approved access roads.
- c) No water well is to be drilled for this location.

6. Source of Construction Materials

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

7. Methods for handling waste disposal

- a) A (100' X 150') reserve pit will be constructed with a minimum of one-half the total depth below the original ground surface on the lowest point within the pit. The pit will not be lined unless conditions encountered during construction warrant it or if deemed necessary by the DOGM representative during the pre-site inspection. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operations cease with four strands of barbed wire, or woven wire topped with barbed wire to a height of not less than four feet. The fence will be kept in good repair while the pit is drying.
- b) Following drilling, the liquid waste will be evaporated from the pit and the pit backfilled and returned to natural grade.
- c) No liquid hydrocarbons will be discharged to the reserve pit or location.
- d) In the event fluids are produced, any oil will be retained in tankage until sold and any water produced will be retained until its quality can be determined. The quality and quantity of the water will determine the method of disposal.
- e) Trash will be contained in a portable metal container and will be hauled from location periodically and disposed of at an approved disposal site. Chemical toilets will be placed on location and sewage will be disposed of at an appropriate disposal site.

8. Ancillary Facilities

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

9. Wellsite Layout

- a) Available topsoil will be removed from the location and stockpiled. Location of mud tanks, reserve and berm pits, and soil stockpiles will be located as shown on the following attachment.
- b) A blooie pit will be located 150' diagonally from the drill hole. A line will be placed on the surface from the center hole to the berm pit. The berm pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.
- c) Natural runoff will be diverted around the well pad.

10. Plans for Restoration of Surface

- a) All surface areas not required for production operations will be graded to as near original condition as possible and contoured to maintain possible erosion to a minimum.
- b) Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas. The area will be reseeded as prescribed by the landowner.
- c) Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.
- d) Any oil accumulation on the pit will be removed or overhead flagged as dictated by then existing conditions.
- e) Rehabilitation will commence following completion of the well. If the wellsite is to be abandoned, all disturbed areas will be recontoured to match the original natural contour as closely as is possible.

11. Surface Ownership

- a) The well site and access road will be constructed on lands owned by River Gas Corporation. The operator shall contact the landowner's representative and the Division of Oil, Gas & Mining 48 hours prior to the beginning construction activities.

12. Other Information:

- a) The primary surface use is grazing. The nearest dwelling is approximately 2100 feet away from the location. Nearest live water is Miller Creek approximately 1800 feet south.
- b) If there is snow on the ground when construction begins, it will be removed before the soil is disturbed and piled downhill from the topsoil stockpile location.
- c) The backslope and foreslope will be constructed no steeper than 4:1.
- d) All equipment and vehicles will be confined to the access road and well pad.
- e) A complete copy of the approved Application for Permit to Drill (APD) including conditions and stipulations, shall be on the wellsite during construction and drilling operations.
- f) There will be no deviation from the proposed drilling and/or workover program without prior approval from the Division of Oil, Gas & Mining.

13. Company Representative

Don S. Hamilton
River Gas Corporation, 1305 So. 100 E., Price, Utah 84501
Office (435) 637-8876
Mobile (435) 636-5671

Mail Approved A.P.D. To: Company Representative

14. Certification

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

Don S. Hamilton
Don S. Hamilton
Permit Specialist
River Gas Corporation

1-8-1999
Date

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

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

International Services

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

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

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

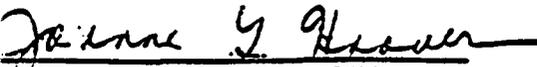
AT THE REQUEST OF RIVER GAS CORPORATION 3600 WATERMELON ROAD
SUITE 204 NORTHPORT, ALABAMA 35476 AND FOR THE ACCOUNT OF SAME

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

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

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

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



AUTHORIZED SIGNATURE



RIVER GAS CORPORATION

511 Energy Center Boulevard
Northport, Alabama 35473
Phone (205) 759-3282
Fax (205) 758-5309

January 28, 1999

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

RE: RGC D-10
W2NE, Section 28, T15S, R9E, SLM
Carbon County, Utah

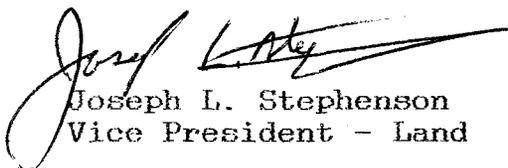
Dear Mr. Baza:

Mr. Don Hamilton of our office in Price, Utah will be submitting to your office an Application for Permit to Drill ("APD") for the above described well. River Gas Corporation ("RGC") owns an interest in the surface and mineral rights at this proposed location. The other owners of the surface and mineral rights are Texaco Exploration and Production Inc. ("Texaco") and Dominion Reserves-Utah, Inc. ("Dominion").

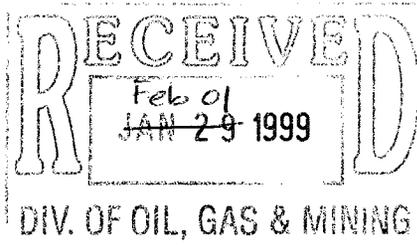
RGC, on behalf of itself and its joint venture partners, Texaco Exploration and Production Inc. and Dominion Reserves-Utah, Inc., is submitting the APD. This letter is to confirm that RGC, as one of the surface and mineral owners, is aware of the well site and wants the APD approved. Mr. Hamilton is authorized on behalf of RGC to make any comments that may be applicable during an on-site regarding surface owner consent of said site.

I called my contacts at Texaco and Dominion today leaving messages that they need to send you similar letters to confirm their desire that the APD be approved.

Sincerely yours,


Joseph L. Stephenson
Vice President - Land

cc: Mr. Don Hamilton
Mr. Chuck Snure @ Texaco
Mr. Joseph M. Coughlin, II @ Dominion



Dominion Energy, Inc.
901 East Byrd Street
Richmond, Virginia 23219

MAILING ADDRESS
Post Office Box 26532
Richmond, Virginia 23261



February 17, 1999

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

Re: RGC D-10
W2NE, Section 28, T15S, R9E, SLM
Carbon County, Utah

Dear Mr. Baza:

Mr. Don Hamilton of River Gas will be submitting to your office an Application for Permit to Drill ("APD") for the above described well. Dominion Energy, Inc. ("DEI") owns an interest in the surface and mineral rights at this proposed location.

This letter is to confirm that DEI, as one of the surface and mineral owners, is aware of the well site and wants the APD approved. Mr. Hamilton is authorized on behalf of DEI to make any comments that may be applicable regarding surface owner consent of said site.

Very truly yours,

DOMINION ENERGY, INC.

A handwritten signature in black ink, appearing to read "Joseph M. Coughlin, II".

Joseph M. Coughlin, II
Business Unit Leader-Non-Conventional Assets

RECEIVED
27 1999



RIVER GAS CORPORATION

511 Energy Center Boulevard
Northport, Alabama 35473
Phone (205) 759-3282
Fax (205) 758-5309

February 24, 1999

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

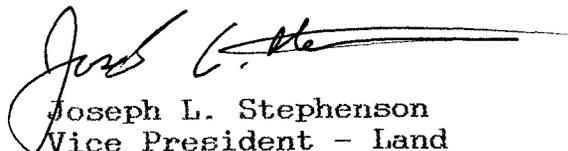
RE: D-10 - NWNE, Section 28, T15S, R9E, SLM
Carbon County, Utah

Dear Mr. Baza:

Please accept this letter as River Gas Corporation's ("RGC's") request that this proposed well, which will be drilled for the purpose of using as an injection well, be approved as an exception location in accordance with Utah Administrative Code § R649-3-3 due to topographical reasons. Our geologist selected the site primarily to avoid an area that may be put into irrigated cultivation in the future. This injection well location does not conform with the Cause No. 243-1 160 acre spacing order that affects the subject NE1/4. ** NAVG Form. not applicable to 243-1. This well is an except. to R649-3-2. See letter dated 1-28-99*

RGC, Texaco Exploration and Production Inc., and Dominion Reserves-Utah, Inc. own or have under lease all oil and gas rights within the 460 foot radius of the well as the attached affidavit describes. Furthermore, we own or have under lease all of the oil and gas rights in the NE1/4 of said Section 28, as well as owning or having under lease all of the oil and gas rights in the SE1/4 of Section 21, T15S, R9E.

Sincerely yours,


Joseph L. Stephenson
Vice President - Land

Enclosure

cc: Don Hamilton
Tammie Butts

STATE OF ALABAMA)
 : ss.
COUNTY OF TUSCALOOSA)

AFFIDAVIT REGARDING EXCEPTION LOCATION REQUEST

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

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

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

* ExCpt. to
PL49-3-2
jc

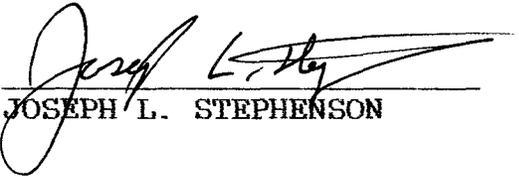
3. RGC proposes to drill a well named the D-10 on land owned by RGC, Texaco Exploration and Production Inc., and Dominion Reserves-Utah, Inc. in the NW1/4 of NE1/4 of Section 28, T15S, R9E, SLM, Carbon County, Utah. This proposed well is outside the Drunkards Wash Unit in an area which is ~~subject to Utah's Board of Oil, Gas and Mining 160 acre spacing order identified as Cause No. 243-1.~~ The proposed D-10 well is closer than 660' from the exterior boundary of the proposed spacing order unit. It is therefore subject to Utah Administrative Code § R649-3-3 and must be approved by the Division of Oil, Gas and Mining as an exception to the locating and siting requirements of Cause No. 243-1. The survey plat prepared by Castle Valley Services dated 12/24/98 shows that this proposed well will be 162.26 feet from the north line and 1557.42 feet from the east line of said section.

4. Attached hereto as EXHIBIT "A" is a map showing the location of the proposed well. The map also shows a 460 foot radius around the proposed well.

5. Based on title opinions covering the NE1/4 of said Section 28, prepared by the Salt Lake City, Utah law firm of Pruitt, Gushee & Bachtell and which constitute official records of RGC, and information obtained subsequent to the preparation of those title opinions, the identification of the owners within a 460 foot radius of the proposed well is shown on the attached EXHIBIT "B".

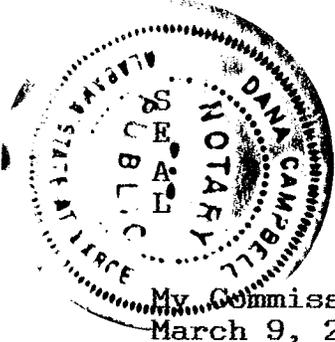
6. The matters stated herein are true of my own knowledge, except to any matters stated herein upon information and belief, and, as to those matters, I believe them to be true.

DATED this 24th day of February, 1999.



JOSEPH L. STEPHENSON

Subscribed, sworn and acknowledged to and by Joseph L. Stephenson before me this 24th day of February, 1999.

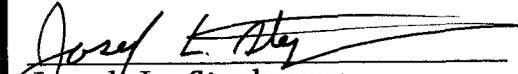




NOTARY PUBLIC
Dana Campbell
Residing at:
6231 Hibiscus Lane
Northport, AL 35473

17

EXHIBIT "A" - RIVER GAS CORPORATION
Proposed D-10
NW1/4 of NE1/4, Section 28, T15S, R9E,
SLM, Carbon County, Utah
Owners Within 460 Foot Radius of Well
Exhibit Prepared by:


Joseph L. Stephenson
February 24, 1999

20

21

22

TRACT 1

TRACT
2

TRACT 1

TRACT
3



29

28

27

32

33

34

EXHIBIT "B"
River Gas Corporation
Proposed D-10 Well
NW1/4 of NE1/4, Section 28, T15S, R9E, SLM
Carbon County, Utah
Owners Within 460 Foot Radius

TRACT NO. 1

Oil & Gas Owner: River Gas Corporation, Texaco Exploration and Production Inc., and Dominion Reserves-Utah, Inc.
Oil & Gas Lessee: Mineral is owned by River Gas Corporation, Texaco Exploration and Production Inc., and Dominion Reserves-Utah, Inc.; while the mineral is not leased, it is subject to the terms of a joint operating agreement between those parties
Overriding Royalty Owner: None
Lease Date: Not applicable; property purchased on March 10, 1997
Recording Date: March 11, 1997
Recording Information: Book 385 at Page 550

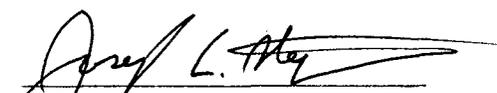
TRACT NO. 2

Oil & Gas Owner: State of Utah, interest managed by the School and Institutional Trust Lands Administration (ML-48235, formerly UTU-77352)
Oil & Gas Lessee: River Gas Corporation & Texaco Exploration and Production Inc.
Overriding Royalty Owner: None
Lease Date: April 1, 1994
Recording Date: April 22, 1994
Recording Information: Book 343 at Page 328

TRACT NO. 3

Oil & Gas Owner: State of Utah, interest managed by the School and Institutional Trust Lands Administration (ML-48174, formerly UTU-16172)
Oil & Gas Lessee: River Gas Corporation & Texaco Exploration and Production Inc.
Overriding Royalty Owner: Paul Pullman; Harold L. Anderson
Lease Date: September 1, 1971
Recording Date: March 18, 1996
Recording Information: Book 369 at Page 499

Exhibit prepared by:


Joseph L. Stephenson



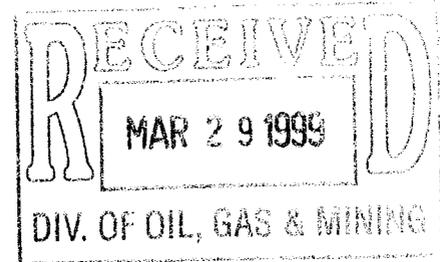
Texaco Exploration and Production Inc
Western E&P Region

P O Box 2100
Denver CO 80201
4601 DTC Boulevard
Denver CO 80237

VIA FAX

March 25, 1999

State of Utah
Division of Oil, Gas & Mining
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801



Attention: Mr. John Baza

RE: Exception Location
Well D-10

Dear John,

Please be advised that Texaco Exploration and Production Inc., as co-lessee of the leases affected by the captioned well and working interest owner in said well, hereby confirms that River Gas Corporation is the operator of said well and that Texaco is aware of and hereby concurs with River Gas Corporation's request for an exception to the spacing order affecting this well.

Thank you for your attention to this matter. Should you have any questions or need anything further, please advise.

Yours very truly,

Chuck Snure

CAS:bw

Cc: Mr. Joey Stephenson – River Gas Corporation

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 01/11/99

API NO. ASSIGNED: 43-007-30520

WELL NAME: D-10
 OPERATOR: RIVER GAS CORPORATION (N1605)
 CONTACT: Don Hamilton (435) 637-8876

PROPOSED LOCATION:
 NWNE 28 - T15S - R09E
 SURFACE: 0162-FNL-1557-FEL
 BOTTOM: 0162-FNL-1557-FEL
 CARBON COUNTY
 UNDESIGNATED FIELD (002)

INSPECT LOCATION BY: / /		
TECH REVIEW	Initials	Date
Engineering	RJR	4-13-99
Geology		
Surface		

LEASE TYPE: FEE
 LEASE NUMBER:
 SURFACE OWNER: Fee (River Gas), etc.

PROPOSED FORMATION: NAVA

RECEIVED AND/OR REVIEWED:

Plat

Bond: Federal[] State[] Fee
 (No. 5308586)

Potash (Y/N)

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

Water Permit
 (No. PLWD / City of Price)

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

Surf. Owner "River Gas", etc.

Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3. Unit _____

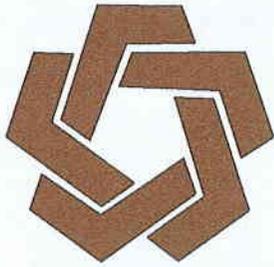
R649-3-2. General

R649-3-3. Exception

Drilling Unit
 Board Cause No: _____
 Date: _____

COMMENTS: * Need Preside. (Conducted 4-1-99)
* Need add'l info. "Except. Loc." (Re'd 3-29-99)

STIPULATIONS: ① Engr. - see attached worksheet.
② STATEMENT OF BASIS



Department of Natural Resources
Division of Oil, Gas & Mining

Operator: RIVER GAS CORPORATION (N1605)

Field: UNDESIGNATED (002)

Sec. 28, TWP 15S, RNG 9E

County: CARBON Unit: NONE



Prepared
Date: 19-Jan-1999

ON-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: River Gas Corporation

WELL NAME & NUMBER: D-10

API NUMBER: 43-007-30520

LEASE: Private FIELD/UNIT: UNDESIGNATED

LOCATION: 1/4, 1/4 NWNE Sec: 28 TWP: 15 S RNG: 9 E 162 FNL 1557 FEL

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

GPS COORD (UTM): X = 507,208; Y = 4,372,071

SURFACE OWNER: River Gas Corporation

PARTICIPANTS

C. Kierst (DOGM), D. Hamilton (RGC), G. Vasquez (RGC), L. Jensen (Nelco), C. Colt (DWR)

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Western margin of Colorado Plateau/~6 miles east of foot of Wasatch Plateau. The location is on the westward-dipping lower reaches of the upper portion of the Blue Gate Member of the Mancos Shale (above the Garley Canyon Beds). The pad is on open ground which slopes gently eastward, is ~1/2 mile west of the Wattis road and ~1 mile north of Highway 122, surrounded by Quaternary/Tertiary Pediment Mantle-capped erosional remnants. The area east of the location is variously boggy and may be considered a wetland. Most irrigation ditches on the ranch are no longer in use.

SURFACE USE PLAN

CURRENT SURFACE USE: Grazing and wildlife habitat.

PROPOSED SURFACE DISTURBANCE: 415' X 300' pad with 150' X 100' X 12' integral pit and no new road.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 3 permitted River Gas CBM locations and 2 River Gas CBM wells in DRL status.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: ~2.25 miles east of pad (Questar pipeline runs north-south).

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

ANCILLARY FACILITIES: none

WASTE MANAGEMENT PLAN:

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

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: ~2000' north of Miller Creek, ~2 miles east of Clawson Spring and ~3/4 mile south of North Spring Canyon. Swampy ground east of pad-water seeping from pediment mantle. It is unclear if this is due to percolating irrigation water derived from upstream diversions along Miller Creek in the involved Section and adjacent Section 29 or if there is a natural seep from the floor of the thinning permeable soils, absent the diversion water (see water rights diversion information placed in file).

FLORA/FAUNA: sagebrush, grasses / birds, lizards, coyotes, rodents, raptors (documented bald eagle roosts in cottonwoods within 1/2 mile of the proposed well-conservation easement is likely), priority elk and critical deer habitat, reptiles.

SOIL TYPE AND CHARACTERISTICS: Moderately-permeable sandy, silty soil on Pediment Mantle.

SURFACE FORMATION & CHARACTERISTICS: Quaternary / Tertiary Pediment Mantle over Blue Gate Member (just above Garley Canyon Beds) of Mancos Shale. Garley Canyon Sandstone Beds in the area are relatively thin and at or near the surface.

EROSION/SEDIMENTATION/STABILITY: Stable

PALEONTOLOGICAL POTENTIAL: None observed.

RESERVE PIT

CHARACTERISTICS: Dugout, earthen pit, as above.

LINER REQUIREMENTS (Site Ranking Form attached): Synthetic liner

SURFACE RESTORATION/RECLAMATION PLAN

RGC owns the surface.

SURFACE AGREEMENT: None needed (possibly subject to the terms of a conservation easement with USF&WS).

CULTURAL RESOURCES/ARCHAEOLOGY: None needed.

OTHER OBSERVATIONS/COMMENTS

Disposal well location is on trend with a mapped igneous intrusive dike swarm mapped in adjacent section (north central Section 27). Swarm passes below Pediment Mantle just west of Wattis road.

ATTACHMENTS:

4 photographs taken.

Chris Kierst
DOGM REPRESENTATIVE

4/1/99 / 9:45 AM
DATE/TIME

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

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

Final Score 37 (Level I

Sensitivity)

DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL STATEMENT OF BASIS

Operator Name: River Gas Corporation

Name & Number: D-10

API Number: 43-007-30520

Location: 1/4, 1/4 NWNE Sec. 28 T. 15 S R. 9 E County: Carbon

Geology/Ground Water:

High quality ground water may be encountered within the Pediment Mantle. Also, Garley Canyon Sandstone Beds of the Blue Gate Member of the Mancos Shale may be present at this location. If the Garley Canyon Beds are present (probable) and wet (possible - standing water in upper Garley Canyon Beds ~5.5 miles north in Pinnacle Canyon), both beds should be included within the proposed surface casing string. The operator is informed of the potential for wet Garley Canyon Beds and will respond to protect the zone by extending the surface casing string as needed to protect the beds. The proposed casing and cement program will adequately isolate any zones of water penetrated. The location is on trend with an igneous intrusive dike swarm mapped in adjacent Section 27.

Reviewer: Christopher Kierst Date: 4/6/99

Surface:

The sandy, silty, moderately-permeable soil is developed on Quaternary/Tertiary Pediment Mantle covering the Blue Gate Member of the Mancos Shale. The nearest surface waters are ~ 2 miles west in Clawson Spring and the nearest moving surface waters are 2,000' south in Miller Creek. Precipitation will be deflected around the location with berms and culverts. Pit integrity will be maintained with a synthetic liner. There are no nearby culinary or irrigation water supply wells. The site was photographed and characterized on 4/1/99. Provision was made to ensure site rehabilitation, litter and waste control, preservation of drainage patterns and the integrity of local infrastructure, groundwater and other resources. The well utilities and gas gathering system will follow the approach roadway. A USF&WS permanent conservation easement may exist as a mitigating consequence of permitting CBM development within 1/2 mile of a raptor resource.

Reviewer: Christopher Kierst Date: 4/6/99

Conditions of Approval/Application for Permit to Drill:

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

River Gas Corporation

1305 South 100 East
Price, Utah 84501-9637
(435) 637-8876
(435) 637-8924

RGC

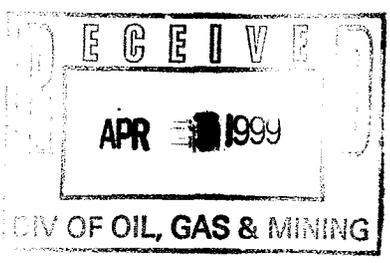
To: Chris Kiers From: Don Hamilton

Fax: _____ Pages: 3

Phone: _____ Date: 4-7-99

Re: USF+W letter CC: _____

Urgent For Your Review FYI Please Reply Please Recycle



From the Desk of.....
 Don S. Hamilton -
 Permit Specialist



**United States Department of the Interior
FISH AND WILDLIFE SERVICE**

UTAH FIELD OFFICE
LINCOLN PLAZA
145 EAST 1300 SOUTH SUITE 404
SALT LAKE CITY, UTAH 84115



In Reply Refer To
(CO/KS/NE/UT)

March 25, 1999

Mr. Randy Allen, General Counsel
River Gas Corporation
511 Energy Center Boulevard
Northport, AL 35476

RE: River Gas Corporation Office Site, Carbon County

Dear Mr. Allen:

The U.S. Fish and Wildlife Service (Service) recently participated in a field review (March 22, 1999) of River Gas Corporation's proposed facilities located on approximately 600 acres in T15S R9E, Sections 20, 21, 28, and 29. Proposed facilities include an office building, pipe yard, compressor station, and two new roads.

In previous communications with River Gas, the Service expressed concern regarding potential project impacts to a bald eagle roost site located in the south central portion of the land parcel, adjacent to Miller Creek. Records indicate that bald eagles have consistently used this mature stand of cottonwood trees as a winter roosting area. Observations from February 5 through 8, 1999 showed that between two and four bald eagles were likely using the roost site. Historical observations (UDWR, 1995) have documented up to 10 bald eagles roosting in the Miller Creek area. Previous occupants of the property indicated that during their residences, bald eagles vacated the roost trees likely in response to human activity. Current human activity at the roost site is restricted to low-level, infrequent use of the barns by the grazing permittee.

To provide protection for winter roosting bald eagles, the *Utah Field Office Guidelines for Raptor Protection from Human and Land Use Disturbances* recommends a 0.5 mile spatial buffer at roost sites from November through March. River Gas Corporation's initial project proposal included facilities located within the 0.5 mile buffer zone.

The Service commends the efforts of River Gas to relocate project facilities and schedule project operations to minimize impacts to bald eagles. It is our understanding that the current project plan includes the following:

- Relocation of the proposed office building to the northeast corner of the property, outside of the 0.5 mile buffer.

- Relocation of the proposed compressor station so that the majority of the site is located outside of the 0.5 mile buffer. The Service understands that due to topographical constraints, a portion of the compressor station will infringe on the 0.5 mile buffer.
- Relocation of the existing pipe yard to a location outside of the 0.5 mile buffer.
- Relocation of the existing and proposed access road which is currently aligned approximately midway through the parcel. The proposed new alignment skirts the northern edge of the parcel, outside of the 0.5 mile buffer. The existing road will be removed and revegetated.
- Possible relocation of the proposed southern access road and pipeline which currently crosses Miller Creek within the 0.5 mile buffer. The Service understands that River Gas will work with the Utah Division of Water Rights to determine if a feasible alternative alignment exists. If the current alignment is maintained, River Gas has agreed to gate the road and close it during the November-March bald eagle roosting season. Use of the road during the roosting season would be restricted to infrequent maintenance (usually one pickup truck every three to four weeks) or necessary system repairs.
- Restriction of existing gravel pit operations to avoid the November-March bald eagle roosting season.

In addition, River Gas is pursuing establishment of a Conservation Easement on the property which would provide protection for the bald eagle roost site in perpetuity. The grove of cottonwood trees would be fenced to prevent livestock grazing and allow recruitment of cottonwoods. Due to previous disturbances, the cottonwood grove is comprised of only mature cottonwoods with no or limited recruitment. Generally, the Conservation Easement would be established to allow current activities at the site:

- Continuation of grazing and agricultural activities on the property.
- Existing low-level activity use of barns near the roost site by the current grazing permittee.
- Maintenance of barns used by the current grazing permittee if completed outside of the November through March roosting season.
- Removal of buildings near the roost site, if completed outside of the November through March roosting season.

Specific activity descriptions will be included in the Conservation Easement. The Service is available to assist with development of the Easement.

Establishment of this Conservation Easement would also be considered by the Service to allow and compensate for the following existing and future impacts to the bald eagle:

- The encroachment of the compressor station into the 0.5 mile buffer.
- Possible maintenance activities within the 0.5 mile buffer during the winter roosting period.
- Two potential gas wells and one disposal well which would be located within the 0.5 mile buffer. Activities at these well sites would include routine operation and maintenance. River Gas has agreed that drilling of these wells would occur outside of the November through March winter roosting period. Due in part to topographical relief between the well sites and roost site, the Service believes that operation of the wells will not cause the eagles to permanently abandon this area.

Although these activities may temporarily disturb roosting activities of one or more birds, the Service believes that the establishment of a Conservation Easement and the efforts of River Gas to minimize impacts to bald eagles result in a project with long term habitat and species benefits. Therefore, the Service believes that the project as described above, will not adversely affect the bald eagle.

We thank River Gas for their efforts to protect bald eagles and their habitat. If we can be of further assistance, please contact Laura Romm, Wildlife Biologist, of this office at (801) 524-5001, ext. 142.

Sincerely,



Reed E. Harris
Field Supervisor

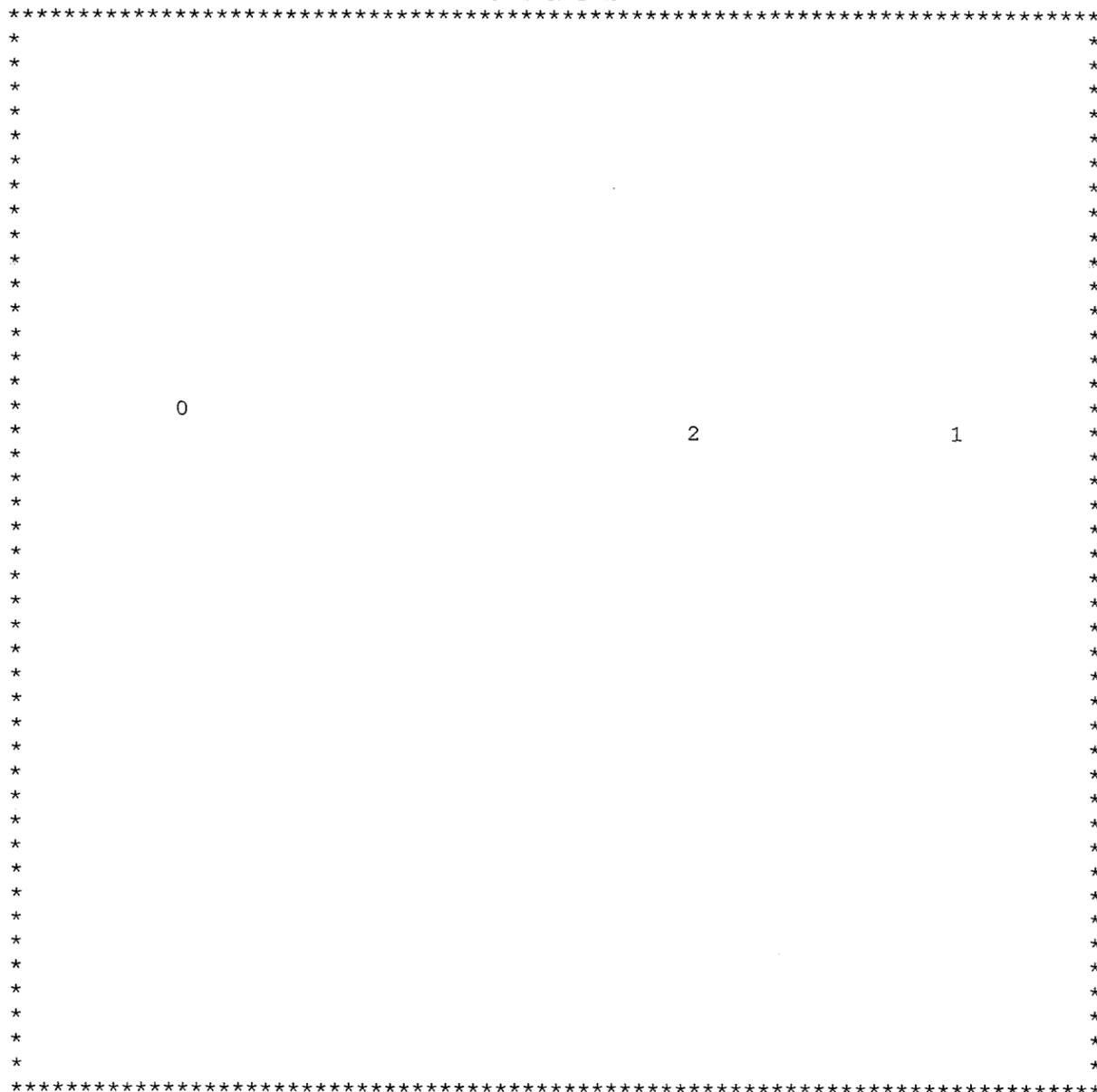
cc: Mr. Robert Standish, Special Agent, Law Enforcement, Ogden, UT
Mr. Miles Moretti, Regional Supervisor, Utah Division Wildlife Resources, Price, UT
Mr. Michael Milovich, County Commissioner, Carbon County Commission, 100 East Main Street, Price, Utah, 84501

UTAH DIVISION OF WATER RIGHTS
 WATER RIGHT POINT OF DIVERSION PLOT CREATED WED, APR 7, 1999, 9:17 AM
 PLOT SHOWS LOCATION OF 3 POINTS OF DIVERSION

PLOT OF ALL QUARTER(S) IN SECTION 28 TOWNSHIP 15S RANGE 9E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 1000 FEET

N O R T H



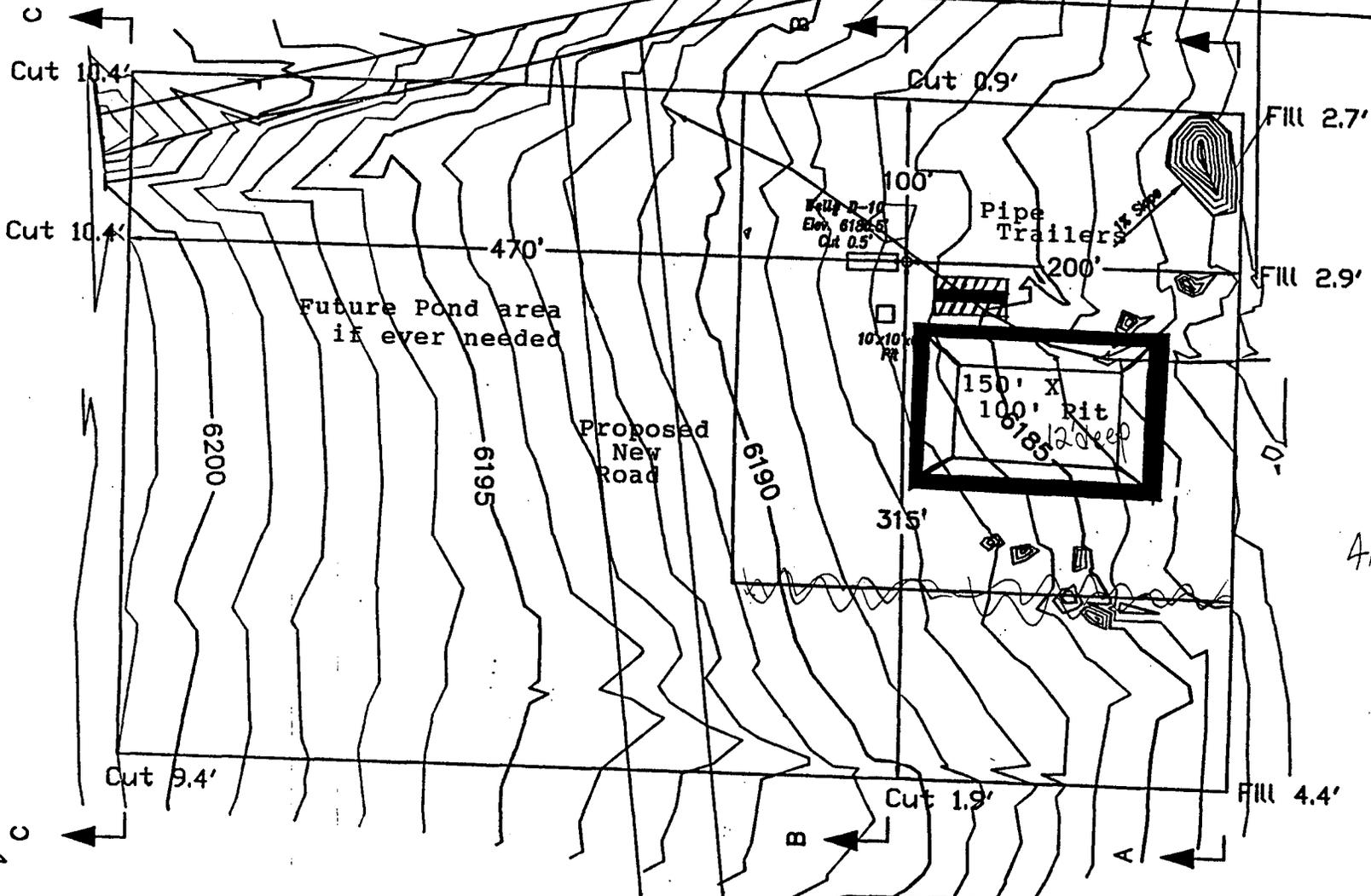
UTAH DIVISION OF WATER RIGHTS
 NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	QUANTITY CFS	AND/OR AC-FT	SOURCE DESCRIPTION	or WELL INFO	POINT OF DIVERSION DESCRIPTION
				DIAMETER	DEPTH	YEAR LOG NORTH EAST CNR SEC TWN RNG B&
0	91 323	.3340	.00	UGW Well		N 759 E 799 W4 28 15S 9E S
		WATER USE(S):				PRIORITY DATE: 05/ /1
				River Gas Corporation	511 Energy Center Boulevard	Northport
				Texaco Exploration And Production Inc	P.O. Box 2100	Denver
				Dominion Reserves - Utah Inc	901 East Byrd St	Richmond
1	91 2405	.0000	.00	Miller Creek		
		WATER USE(S):				PRIORITY DATE: 00/00/1
				State of Utah School & Institutional Tru	675 East 500 South, Suite 500	Salt Lake City
2	91 3758	.0000	.00	Miller Creek		
		WATER USE(S):				PRIORITY DATE: 00/00/1
				River Gas Corporation	511 Energy Center Boulevard	Northport
				Texaco Exploration And Production Inc.	P.O. Box 2100	Denver
				Dominion Reserves - Utah Inc.	901 East Byrd St.	Richmond

		WATER USE(S): IRRIGATION							PRIORITY DATE: 00/00/1
		River Gas Corporation	511 Energy Center Boulevard						Northport
		Texaco Exploration And Production Inc	P.O. Box 2100						Denver
		Dominion Reserves - Utah Inc	901 East Byrd St.						Richmond
1	91 322	.1520	.00 UGW Well (tunnel)	N	900	W	740	E4 29 15S 9E S	PRIORITY DATE: 09/14/1
		WATER USE(S): IRRIGATION							Salt Lake City
		ANR Co. Inc	3212 South State Street						
1	91 83	.0000	.00 Miller Creek	N	900	W	740	E4 29 15S 9E S	PRIORITY DATE: 11/30/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration and Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc.	901 East Byrd St						
1	91 105	.7000	.00 North Fork Miller Creek	N	900	W	740	E4 29 15S 9E S	PRIORITY DATE: 08/17/1
		WATER USE(S): IRRIGATION							Salt Lake City
		ANR Co. Inc	3212 South State Street						Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration and Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves	901 East Byrd Street						
1	91 358	.0000	76.50 Miller Creek	N	900	W	740	E4 29 15S 9E S	PRIORITY DATE: 00/00/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration And Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc	901 East Byrd St.						
1	91 842	5.0000	.00 Miller Creek	N	900	W	740	E4 29 15S 9E S	PRIORITY DATE: 00/00/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration And Production Inc	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc	901 East Byrd St.						
2	91 3758	.0000	.00 Miller Creek						PRIORITY DATE: 00/00/1
		WATER USE(S):							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration And Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc.	901 East Byrd St.						
3	91 2403	.0000	.00 Miller Creek						PRIORITY DATE: 00/00/1
		WATER USE(S):							Salt Lake City
		State of Utah School & Institutional Tru	675 East 500 South, Suite 500						
3	91 2403	.0000	.00 Miller Creek						PRIORITY DATE: 00/00/1
		WATER USE(S):							Salt Lake City
		State of Utah School & Institutional Tru	675 East 500 South, Suite 500						
4	91 322	.1520	.00 UGW Well (tunnel)	S	210	W	2500	E4 29 15S 9E S	PRIORITY DATE: 09/14/1
		WATER USE(S): IRRIGATION							Salt Lake City
		ANR Co. Inc	3212 South State Street						
4	91 83	.0000	.00 Miller Creek	S	210	W	2500	E4 29 15S 9E S	PRIORITY DATE: 11/30/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration and Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc.	901 East Byrd St						
4	91 105	.7000	.00 North Fork Miller Creek	S	210	W	2500	E4 29 15S 9E S	PRIORITY DATE: 08/17/1
		WATER USE(S): IRRIGATION							Salt Lake City
		ANR Co. Inc	3212 South State Street						Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration and Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves	901 East Byrd Street						
4	91 358	.0000	76.50 Miller Creek	S	210	W	2500	E4 29 15S 9E S	PRIORITY DATE: 00/00/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration And Production Inc.	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc	901 East Byrd St.						
4	91 842	5.0000	.00 Miller Creek	S	210	W	2500	E4 29 15S 9E S	PRIORITY DATE: 00/00/1
		WATER USE(S): IRRIGATION							Northport
		River Gas Corporation	511 Energy Center Boulevard						Denver
		Texaco Exploration And Production Inc	P.O. Box 2100						Richmond
		Dominion Reserves - Utah Inc	901 East Byrd St.						
5	91 3271	.0000	.00 Miller Creek						PRIORITY DATE: 00/00/1
		WATER USE(S): STOCKWATERING							Tooele
		Frandsen, Pete & Betty	RFD Box 215						

Section Line

Existing Road



Elevation Graded Ground at Location Stake = 6186.5'
 Elevation Ungraded Ground at Location Stake = 6186.0'

DRAWN BY P. BOYLEN CHECKED BY L.W.J. DATE 12/28/98 SCALE 1"=100' SHEET NO. 440 PROJECT NO. A-2 SHEET 2 of 4	 <p>3226 South 125 West P.O. Box, Utah 84301 (801) 637-9300 FAX (801) 637-2233</p> <p>River Gas Corporation Location Layout Section 28, T15S, R9E, S1.L.B.&M. Well# D-10</p>
---	--

Well name:	RGC 499 RGC D-10		
Operator:	River Gas Corp.		
String type:	Conductor	Project ID:	43-007-30520
Location:	Carbon County		

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 75 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 25 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 9 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.
 Neutral point: 18 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	20	20	94.00	H-40	ST&C	20	20	18.999	3.7

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	9	520	60.08	9	1530	176.79	2	581	99.99 J

Prepared by: RJK
 Utah Dept. of Natural Resources

Date: April 13, 1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 20 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

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

Well name:	RGC 499 RGC D-10	
Operator:	River Gas Corp.	Project ID:
String type:	Surface	43-007-30520
Location:	Carbon County	

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 88 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 290 ft

Cement top: 234 ft

Burst

Max anticipated surface pressure: -9,709 psi
 Internal gradient: 11.221 psi/ft
 Calculated BHP 389 psi

No backup mud specified.

Tension:

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

Tension is based on buoyed weight.
 Neutral point: 790 ft

Non-directional string.

Re subsequent strings:

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

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	900	13.375	48.00	H-40	ST&C	900	900	12.59	84.5
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	389	740	1.90	389	1730	4.44	38	322	8.49 J

Prepared RJK
 by: Utah Dept. of Natural Resources

Date: April 13, 1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 900 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

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

Well name:	RGC 499 RGC D-10		
Operator:	River Gas Corp.		
String type:	Intermediate	Project ID:	43-007-30520
Location:	Carbon County		

Design parameters:

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

Minimum design factors:

Collapse:
 Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 124 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,500 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 1,515 psi

Burst:

Design factor 1.00

Cement top: 1,123 ft

No backup mud specified.

Tension:

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

Non-directional string.

Re subsequent strings:

Next setting depth: 8,000 ft
 Next mud weight: 8.330 ppg
 Next setting BHP: 3,462 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 8,000 ft
 Injection pressure 8,000 psi

Tension is based on buoyed weight.
 Neutral point: 3,068 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	3500	9.625	36.00	K-55	LT&C	3500	3500	8.765	249.2

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1515	2020	1.33	1515	3520	2.32	110	489	4.43 J

Prepared RJK
 by: Utah Dept. of Natural Resources

Date: April 13, 1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 3500 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

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

Well name:	RGC 499 RGC D-10	
Operator:	River Gas Corp.	Project ID:
String type:	Production	43-007-30520
Location:	Carbon County	

Design parameters:

Collapse

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

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 187 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 368 ft

Cement top: 4,147 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.433 psi/ft
 Calculated BHP 3,462 psi

No backup mud specified.

Tension:

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

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 6,995 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft ³)
1	8000	7	26.00	J-55	ST&C	8000	8000	6.151	419.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3462	4320	1.25	3462	4980	1.44	182	334	1.84 J

Prepared RJK
 by: Utah Dept. of Natural Resources

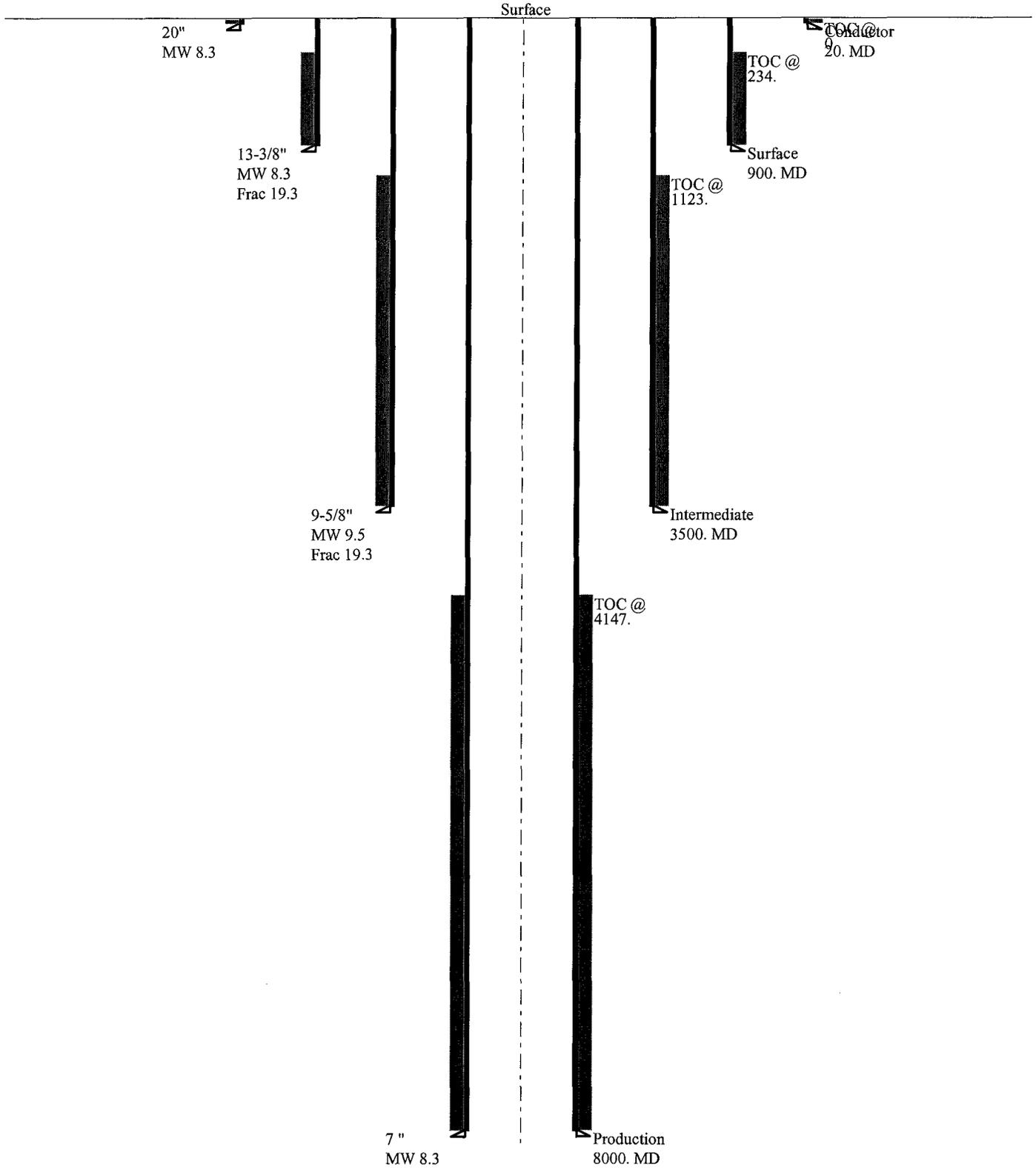
Date: April 13,1999
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Conductor and surface casing shall be cemented to surface.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
 Collapse is based on a vertical depth of 8000 ft, a mud weight of 8.33 ppg The casing is considered to be evacuated for collapse purposes.
 Burst strength is not adjusted for tension.

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

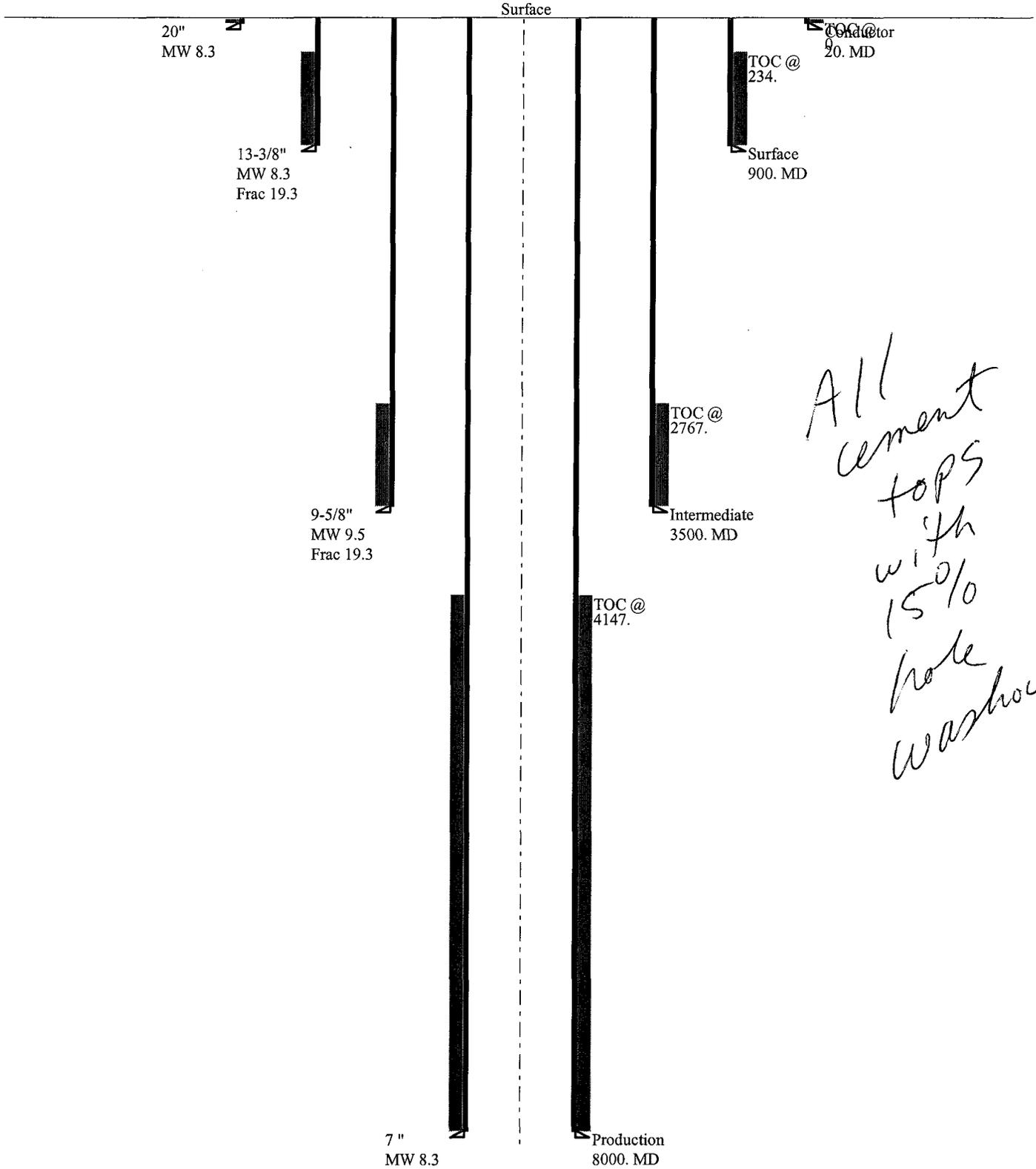
RGC 499 RGC D-10

Casing Schematic



RGC 499 RGC D-10

Casing Schematic



All cement tops with 15% hole washout.

New roads shall be constructed so as to avoid areas with high erosion potential. Where roads must be allowed, new roads shall be graded to spread drainage instead of channeling runoff. No road on excess of 15 percent shall be allowed on slopes greater than 15 percent. No vehicle access shall be allowed across slopes on excess of 25 percent.

Construction shall not occur on frozen or saturated soils, or when watershed damage is likely, unless an adequate plan is submitted to SITLA that demonstrates potential impacts will be mitigated. SITLA may limit cross-country travel or construction activity at times when soils are dry or frozen or have snow cover. SITLA will determine what is "wet," "muddy," or "frozen" based on weather and field conditions at the time. The limitation does not apply to maintenance and operation of producing wells.

Occupancy or other surface disturbance shall not be allowed within 330 feet of the centerline or within the 100-year recurrence interval floodplain of perennial streams, except where authorized in writing by the SITLA (e.g., road crossings).

Occupancy or other surface disturbance shall not be allowed within 660 feet of springs, whether flowing or not. No vibroseis, drilling or blasting associated with seismic exploration shall be allowed within 0.25 mile of any spring or water well.

During project construction, surface disturbance and vehicle travel shall be limited to the approved location and access routes. Any additional area needed must be approved by SITLA prior to use.

Vegetation removal necessitated by a construction project shall be confined to the limits of actual construction. Removed vegetation will be stockpiled for use in reclamation or removed from the construction site at the direction of SITLA.

Reclamation

The reclamation plan shall be a part of the surface use plan of operations. The following are generally components of the reclamation plan.

All pits must be reclaimed to a natural condition similar to the rest of the reclaimed area, and must be restored to a safe and stable condition.

Reclamation shall start immediately upon completion of construction, unless prevented by weather conditions. Disturbed areas shall be restored to approximately the original contour.

Disturbed areas shall be revegetated after the site has been satisfactorily prepared. Site preparation may include ripping, contour furrowing, terracing, reduction of steep cut and fill slopes, waterbarring, or other procedures.

Revegetation seed mixes have been established for the Project Area, and are provided in Appendix 2F. They are based on erosion control, forage production, elevation, soils, vegetation community composition, and precipitation requirements. Different seed mixes have been developed for temporary seedlings, and for final reclamation of sited in salt desert, sagebrush/grass, pinyon-juniper, mountain brush, and riparian habitats. Reclamation in riparian habitat shall also involve sedge and rush root plugs, willow cuttings, and cottonwood bare root stock plants. All seed mixes shall be free of noxious weeds.

Seedling shall be done by drilling on the contour whenever practical, or by other approved method. Where broadcast seeding is used, seeding shall take place after the soil surface is recontoured and scarified. A harrow or similar implement shall be dragged over the area to assure seed cover.

On all cut slopes, the seeding must extend from the bottom of the ditch to the top of the cut slope. On embankment slopes, the seeding must extend from the roadway shoulder to the toe of the slope. Seeding shall also be done on all borrow pit areas and on all sidecast slopes in areas of full bench construction.

Seeding and/or planting shall be repeated until satisfactory revegetation is accomplished, as determined by SITLA. Mulching, fertilizing, fencing or other practices may be required.

Seeding shall be done from October 1 to November 15, and from February 1 to March 31 (requires SITLA prior approval).

Sufficient topsoil to facilitate revegetation shall be segregated from subsoils during all construction operations and shall be returned to the surface upon completion of operations, where feasible. Topsoil stockpiles shall be revegetated or otherwise protected to prevent erosion and maintain some soil microflora and microfauna. Stockpiled topsoil shall be spread evenly over the recontoured area. All disturbed areas and vehicle tracks from overland access shall be ripped 4 to 12 inches deep within the contour.

Bonds are required for oil and gas operations on federal leases for protection of the environment, including surface reclamation. Revegetation must be successfully established for release for the bond.

Reclamation and abandonment of pipelines and flowlines may require replacing fill on the original cuts, reducing and grading cut and fill slopes to conform to the adjacent terrain, replacement of surface soil material, waterbarring, and revegetating in accordance with a reclamation plan.

Wellsite reclamation shall include recontouring to re-establish natural contours where desirable and practical.

After well plugging and abandonment, roads constructed by the operator not required for SITLA transportation system use shall be closed and obliterated. Reclamation may include ripping, scarifying, waterbarring, and barricading. Stockpiled soil, debris and fill materials shall be replaced on the road bed to conform to the approved reclamation plan.

Water bars shall be constructed on road grades or slopes, if require by SITLA. Spacing of waterbreaks is dependent on slope and soil type. For most soil types, the following spacing shall be used:

Slope	Spacing
2%	200 feet
2-4%	100 feet
4-5%	75 feet
>5%	50 feet

Revegetation on big game critical winter range shall include hand-planting of seedling browse plants and use of seedling protectors to provide protection against browsing in the first two years after planting.

Temporary erosion control measures such as mulch, jute netting, or other appropriate methods shall be used on unstable soils, steep slopes, and wetland areas to prevent erosion and sedimentation until vegetation becomes established.

General Requirements

Precautions must be taken at all times to prevent wildfire. Operators shall be held responsible for suppression costs for any fires on public lands caused by operator's negligence. No burning of debris shall be allowed without specific authorization from SITLA.

Any campfires must be kept to a minimum size and utilize only downed dead wood.

Road construction must meet class II standards (Appendix 2C).

With SITLA approval, existing roads or trails may be improved (bladed) if impassable by vehicles or equipment. No widening or realignment shall be allowed unless approved by SITLA. Maintenance of roads outside lease or unit boundaries will require a SITLA right-of-way.

New trails may be constructed only when vehicle and equipment passage is impossible, and only with the concurrence of the SITLA. Any pushed trees are to be readily retrievable without additional disturbance, if needed for reclamation.

Reserve pits for oil and gas drilling operations may be required to be lined with commercial-grade bentonite or plastic liners sufficient to prevent seepage. At least half of the

capacity shall be in a cut.

Prior to the use of insecticides, herbicides, fungicides, rodenticides, and other similar substances, and operator must obtain from SITLA approval of a written plan. The plan must describe the type and quantity of material to be used, the pest to be controlled, the method of application, the location for storage and disposal of containers, and other information that SITLA may require. A pesticide may be used only in accordance with its registered uses and within other agency limitations. Pesticides must not be permanently stored on public lands.

Water Resources

Existing fords shall be used for drainage crossings where possible. Low-water crossings shall use a cut-and-fill process or upgrade existing crossings unless use of culverts is specifically authorized.

Bridges and culverts shall allow adequate fish passage where applicable. Take-down (or free-floating) panels or water gates shall be installed on all fences that cross intermittent or perennial stream channels.

For construction projects lasting more than 30 days, portable chemical toilets shall be provided at all staging areas, bases of operations, and storage areas.

Soaps, detergents, or other nondegradable foreign substances shall not be used for washing in streams or rivers. Biodegradable soap may be used.

No oil, lubricants, or toxic substances may be drained onto the ground surface. Pads shall be designed so that any oil, lubricants, etc., shall drain into a collection system.

Wetlands and Riparian Areas

Construction, development, and right-of-way in riparian areas shall be minimized. Where these areas must be disturbed, stipulations shall minimize impacts and require post-disturbance reclamation. Reclamation shall be closely monitored, and not considered complete until the desired vegetation is established.

Wildlife

Restrictions on Construction Phase Activity: Prohibit construction phase activity described below, on big game high value and critical winter range during the period (December 1 - April 15). This condition would not apply to normal maintenance and operation of producing wells, described below.

Construction Phase Activity: Construction phase activity is considered to include all work associated with initial drilling and construction of facilities through completion, including installation of pumping equipment, connection with ancillary facilities and tie-in with pipelines necessary for product delivery.

Construction activities are not allowed to be initiated unless it is reasonable to believe that such work can be finished to a logical stopping point prior to December 1 of that year. Specific activities considered to be covered by the seasonal closure include all heavy equipment operations including but not limited to the following:

- Mobilization/Demobilization or operation of heavy equipment (crawler tractor, front end loader, backhoe, road grader, etc.)
- Construction activity (road construction or upgrading, pad, pipeline, powerline, ancillary facilities, etc.),
- Drilling activity (operator would not propose to initiate drilling activity if the project could not reasonably be expected to be finished to a logical stopping point by the December 1 date of that year.
- Seismic operation, detonation of explosives.

This seasonal closure would not apply to reconnaissance, survey/design and /or flagging of project work or other similar activity not requiring actions listed for heavy equipment operation.

Production Phase: A coalbed methane well is considered to be in production phase when the well and ancillary facilities are completed to the point that they are capable of production and delivering product for sale. It is noted that heavy equipment operation may be necessary in the performance of maintenance and operation of producing wells.

Restriction on Non Emergency Workover Operations: Non-emergency workover operations (defined below) are required to be scheduled on big game high value winter range outside the December 1 to April 15 date of the seasonal closure. The operator will be required to submit Sundry notices to SITLA in advance of workover operations proposed between December 1 and April 15. Sundry notices submitted as emergency work, may require independent corroboration by SITLA staff prior to work proceeding. Should SITLA object to the emergency designation of the sundry notice, SITLA would make notification of the objection within five working days of receipt of the sundry notice. In the absence of such notification or in the event of corroboration with the sundry notice, the operator would be permitted to proceed with the workover operation.

Non-emergency Workover Operations: Workover operations to correct or reverse a gradual loss of production over time (loss of production of five percent or less over a 60 day period) is considered to be routine or non-emergency workover operations and would not be permitted during the December 1 to April 15 time frame.

Emergency Workover Operations: Emergency work over operations are defined as downhole equipment failure problems or workover operations necessary to avoid shut-in of the

well or to avoid an immediate safety or environmental problem. Loss of production greater than five percent within a 60 day period is indicative of pump failure and will be treated as an emergency workover operation.

The subject permit application is proposed within critical winter range and subject to acre for acre mitigation for surface disturbance on critical winter range. The following condition comes from a cooperative agreement between the River Gas Corporation, BLM-Price Field Office, the Utah Division of Wildlife Resources and the National Fish and Wildlife Foundation, under which the River Gas Corporation agrees to the following:

- Contribute \$1,250.00 (1996 dollars) for each well interest permitted and drilled by RGC (or on behalf of RGC by its contractor) on big game critical winter range as depicted in the FEIS Price Coalbed Methane Project Area. (Wells meeting the above criteria for which payment will be required, will be referred to as "subject wells".) This contribution will be adjusted annually for inflation based on the Consumer Price Index (CPI), see Section II.C.6 for the referenced source used for the determination of the CPI and the date in which this annual adjustment will go into effect.

Since this mitigation program is designed to address impacts of all big game critical winter range surface disturbance (roads, well pads, pipelines, etc.), contributions will be required regardless of the success or failure of the subject well to produce.

- The recorded date for spudding for each subject well (the first boring of a hole during the drilling of a well) will serve as the reference date triggering the requirement for the mitigation contribution.
- Contributions will be submitted (in the form of an Corporate check, cashiers check or wire transfer) directly to the National Fish and Wildlife Foundation by the 30th of each month for all subject wells spudded in the preceding month.
- All contributions will be made payable to the "National Fish and Wildlife Foundation re: Proj 97-260" and reference the "Price Field Office Wildlife Habitat Impact Mitigation Fund (RGC)".

Exploration, drilling or other development activity shall only be allowed from June 16 to March 31 in sage grouse strutting/nesting areas. This limitation does not apply to maintenance and operation of producing wells.

Permanent surface disturbance and occupancy (i.e., oil and gas production facilities) is prohibited within 0.5 miles of raptor nests which have been documented as occupied within a 3-year period, and temporary surface disturbance and occupancy (i.e., seismic lines, oil and gas

exploration, road construction) is prohibited within one-half mile buffer zones during the critical nesting period. Site-specific evaluations in coordination with the USFWS may allow for modifications to this requirement. This requirement does not apply to maintenance and operation of existing producing wells and access roads constructed prior to occupancy of nest(s). The proponent shall be required to submit (at least 5 days in advance of proposed work) a sundry notice for all workover or maintenance operations requiring use of heavy equipment during the raptor breeding season (February 1 to July 15) and within the 0.5 mile buffer zone of any known raptor nest site. Upon receipt of this notification, SITLA, in consultation with USFWS and UDWR, shall conduct a field evaluation and issue a determination on the activity status of the affected nest site. If the nest site is found to be occupied (defined below), site specific protection measures shall be developed to protect the nesting raptors and prevent conditions or actions that may result or contribute to a "taking" as defined under the Bald Eagle Protection Act and Migratory Bird Treaty Act.

An occupied raptor nest is defined for the purpose of this stipulation as any nest site exhibiting physical evidence of current use by raptors. Evidence may include but is not limited to: presence of raptors (adults, eggs young) at the nest or within the nesting territory, presence or greenery in the nest, and/or presence of current year's whitewash at the nest or in the immediate vicinity of the nest.

Raptor surveys shall be required to determine the status of known nests and verify presence of additional nests for all federal leases within the Project Area. Surveys shall be conducted by consultants qualified to conduct such surveys and approved by the authorized officer. All surveys shall be conducted by helicopter during May of each year, prior to the proposed drilling and prior to APD approval. The surveys shall be done in the same year as the proposed drilling so that current nest activity status data are available. Costs for surveys and preparation of a report of the findings of the survey shall be the obligation of the lease holder.

In order to protect bald eagle winter roost sites, a 0.5 mile radius buffer zone of no surface occupancy shall be established around all winter night roost sites. This buffer zone applies to all above ground facilities such as wells, compressor stations, and roads, that require or encourage human visitation during the winter period. Exceptions to this stipulation shall be considered on a case by case basis through consultation with the USFWS. Upon request for an exception to this stipulation, SITLA shall coordinate with the USFWS and UDWR to jointly develop a site-specific buffer zone based on topography and visual sight distances around the night roost site.

Cultural Resources

All areas subject to surface disturbance, or Areas of Potential Effect (APE), which have not been previously inventoried for cultural resources to SITLA standards, must be inventoried prior to approval of an APD or other actions. The APE is defined as any area that may be subject to direct or indirect impacts to cultural resources by elements of the development project. The zone of the APE shall vary in size in accordance with the projected levels of sensitivity for cultural resources at the location of any development. In low sensitivity areas, the APE shall be defined as

the area subject to direct impacts through surface disturbing activities. In areas of medium sensitivity, the APE shall be expanded to account for potential indirect impacts: intensive inventory shall occur on all well pads plus additional 10 acres surrounding each pad; a 150-foot corridor center on roads, flowlines, and other facilities shall be inventoried as the APE. In high sensitivity areas, the APE shall include the well pad and 10 acres surrounding the well location' and the APE for roads, flowlines, and other facilities shall be area of direct ground disturbance and a 300-foot zone on all sides of the facility.

Cultural resource inventories shall be conducted in consultation with SITLA by authorized cultural resource professionals. Prior to field work, a records check must be conducted to identify previous inventories and recorded properties. During the course of inventories, previously unrecorded sites must be recorded on standard forms, photographed, and mapped. Cultural resources shall be evaluated, and a recommendation on eligibility to the National Register of Historic Places shall be made. SITLA shall make all Determinations of Eligibility. A report shall be prepared for each development or series of developments documenting the inventory methods, results, description of the sites within the APE, recommendations on National Register eligibility, and shall include proposed mitigating measures.

SITLA shall consult with the State Historic Preservation Officer (SHPO) and the President's Advisory Council on Historic Preservation (ACHP) as mandated by the National Historic Preservation Act of 1966 (as amended), in accordance with guidelines set forth in a Programmatic Agreement among BLM, SHPO, ACHP, and RGC. This document has been completed as a legally binding agreement and is referenced in the Record of Decision for the overall project. Site avoidance, detailed site recordation, and site protection shall be the preferred treatments, but mitigation of National register eligible properties through data recovery may take place where avoidance is not prudent or feasible, after consultation as specified in the Programmatic Agreement. SITLA shall submit a treatment plan to SHPO, ACHP and to other affected parties as may be appropriate for a 30-day consultation prior to implementation of data recovery efforts.

SITLA shall notify, consult, and/or coordinate with Indian tribes, traditional leaders, and other interested parties as required by various statutes (NEPA, American Indian Religious Freedom Act [AIRFA], National Historic Preservation Act [NHPA], Federal Land Policy and Management Act [FLPMA], Archaeological Resources Protection Act [ARPA], and the Native American Graves Protection act [NAGPRA]). In particular, SITLA shall attempt to elicit information concerning the potential effects of any action resulting from the Proposed Action on traditional cultural properties, including areas of traditional use and areas of religious or cultural importance to tribes. Indian tribes shall be afforded a minimum of 30 days for review, comments and consultation prior to issuance of a decision; under certain circumstances additional time must be afforded. A 30-day notification period is required by ARPA prior to issuance of any Cultural Resource Use Permits of the excavation and removal of cultural resources from public lands administered by SITLA. NAGPRA requires notification and consultation with affected tribes regarding the potential to encounter human remains during the course of a project, and provides for cessation of work, and the notification and consultation with tribes should inadvertent

discovery of human remains occur during the course of a project. SITLA shall assure adherence to these statues.

If a previously unknown property is encountered during construction or operation of the facilities, or is a previously planned undertaking shall affect a known historic property in an unanticipated manner, all work that might adversely affect the property shall cease until SITLA can evaluate the significance of the property and assess the effect of the undertaking. SITLA shall consult with SHPO on both a determination of eligibility and the assessment of effect on an expeditious manner. If the site is determined eligible and shall be affected by the undertaking, SITLA shall ensure that RGC prepares an avoidance or treatment plan for the property.

If humans remains are discovered at any point during the project, they shall be treated according to state and federal law, and according to the wishes of concerned Native American tribes, pursuant to the Native American Graves Protection and Repatriation Act. The county sheriff, coroner, land-managing official, and State Archaeologist shall be notified. The remains shall not be disturbed until the appropriate officials have examined them

Land Use

On split estate lands, where the surface is privately owned and the subsurface is owned by SITLA, SITLA will recommend the same environmental protection standards as shall be used for SITLA surface. The operator is responsible for making a good faith effort to reach an agreement with the private surface owner which considers the recommended SITLA protection measures and formalizes requirements for the protection of surface resources and/or damages.

Each application for permit to drill or application to conduct other surface disturbing activities shall contain the name, address and telephone number of the surface owner. The SITLA shall invite the surface owner to participate in any on-site inspection that is held. The operator is responsible for making access arrangements with the private surface owner prior to entry.

Incorporated cities are categorized by BLM as no Lease. Within the Project Area, BLM leases do not permit surface occupancy or other activity for Carbon County Airport, Carbon County Recreation Complex, and Carbon County sanitary landfill.

Livestock Management

Existing range and livestock management facilities, such as fences wells, reservoirs, watering pipelines, troughs and trailing systems, shall not be disturbed without prior approval of SITLA. Where disturbance is necessary, the facility shall be returned to its original condition.

Newly constructed range improvements such as fences and reservoirs must meet SITLA

standards. When it is necessary to gain access across a fenceline for construction purposes, the fence must be braced. Four-inch timber or equivalent must be installed and the gateway kept closed when not in actual use.

All gates found closed during the course of the operation must be reclosed after each passage of equipment and personnel. Cattle guards shall be installed in fences on all collector roads. Either a cattle guard or a gate shall be required on local and resource roads to control livestock movement or vehicular access.

If road construction cuts through natural topography that serves as a livestock barrier, a fence shall be constructed to replace it. The fence shall be installed with a cattle guard or gate to control livestock and vehicle movement or access.

Access to grazing areas shall be maintained at all times. Livestock operators shall have access to grazing and trailing areas where road closures are implemented during periods of authorized livestock use.

Visual Resources

Roads through timbered areas shall take a curvilinear path to reduce sight distances.

Upon completion of the project the area and access roads shall be reclaimed to as near the original condition as possible. All disturbed areas shall be recontoured to blend as nearly as possible with the natural topography. All berms shall be removed and all cuts (including roads) filled.

Construction areas and access roads shall be kept liter-free. The operator must provide a trash pit or trash cage, and trash must be collected and contained during the operation. All garbage, trash, flagging, lath, etc., shall be removed from the area and hauled to an authorized dump site.

Construction and facilities shall be in conformance with Visual Resource Management (VRM) objectives for the VRM classes in the Project Area. All surface facilities in the Project Area shall be located to minimize disturbance of the visual horizon and painted to blend in with the surrounding landscape.

Colors shall be specified by the SITLA.

MISC. ITEMS

MUD PIT: _____ Lined _____ Unlined _____ Determine at construction

Comments: _____

APPENDIX 2F

SEED MIXTURES FOR THE PRICE COALBED METHANE PROJECT

Seed mixtures have been developed for general land types throughout the project area. They are based on erosion control, forage production, elevation, soils, vegetation communities and average annual precipitation zones. The mixtures show the plant species and the pounds per acre of pure live seed (PLS) to be planted.

The following seed mixture will be planted along service road borrow ditches, around the edge of drill pads with a production well, and surrounding other production and maintenance facilities. The purpose of this seeding is to provide a "green strip" buffer to minimize fire hazards and prevent invasion and establishment of noxious weeds in areas that will receive contained disturbance for the life of these project areas.

Green Strip Area

NOTES:

<u>Common Plant Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
Forage kochia	<u>Kochia prostra</u>	2
Wyoming big sagebrush	<u>Artemisia tridentata wyomingensis</u> Var. <u>Gordon Creek</u>	1
Douglas low rabbitbrush	<u>Chrysothamnus viscidiflorus</u>	1
Yellow sweetclover	<u>Melilotus officinalis</u>	1
Small burnet	<u>Sanguisorba minor</u>	1
Bottlebrush squirreltail	<u>Elymus elymoides</u>	1
Inertmediate wheatgrass	<u>Thinopyrum intermedium</u>	<u>1</u>
	Total	8

The following seed mixtures are for areas that will receive final reclamation. Areas would be planted to protect them from soil erosion and to restore forage production.

Salt Desert Areas

NOTES:

<u>Common Plant Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
<u>Grasses</u>		
Indian ricegrass	<u>Oryzopsis hymenoides</u>	2
Squirreltail	<u>Elymus elymoides</u>	2
Galleta	<u>Hilaria jamesii</u>	2
<u>Forbs</u>		
Lewis flax	<u>Linum perenne lewisii</u>	1
Palmer penstemon	<u>Penstemon palmerii</u>	1
Gooseberryleaf glodemallow	<u>Sphaeralcea grossulariifolia</u>	0.5
<u>Shrubs</u>		
Forage kochia	<u>Kochia prostrata</u>	2
Rubber rabbitbrush	<u>Chrysothamnus nauseosus</u>	1
Fourwing saltbush	<u>Atriplex canescens</u>	2
Winterfat	<u>Krascheninnikovai (Eurotia) lanta</u>	2
	Total	15.5

Sagebrush/ Grass Areas

NOTES:

<u>Common Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
<u>Grasses</u>		
Indian ricegrass	<u>Oryzopsis hymenoides</u>	2
Squirreltail	<u>Elymus elymoides</u>	2
Thickspike wheatgrass	<u>Elymus lanceolatus</u>	1
Crested wheatgrass	<u>Agropyron desertorum</u>	2

Forbs

Lewis flax	<u>Linum perenne lewisii</u>	1
Palmer penstemon	<u>Penstemon palmerii</u>	1
Small burnet	<u>Sanguisorba minor</u>	1

Shrubs

Forage kochia	<u>Kochia prostrata</u>	2
Whitestem rabbitbrush	<u>Chrysothamnus nauseosus albicaulis</u>	1
Fourwing saltbush	<u>Atriplex canescens</u>	2
Wyoming big sagebrush	<u>Artemisia tridentata</u>	1
	Total	16

Pinyon/Juniper Areas

NOTES: _____

<u>Common Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
--------------------	------------------------	-----------------------------

Grasses

Thickspike wheatgrass	<u>Elymus lanceolatus</u>	1.5
Inertmediate wheatgrass	<u>Thinopyrum intermedium</u>	1.5
Squirreltail	<u>Elymus elymoides</u>	2
Crested wheatgrass	<u>Agropyron desertorum</u>	2

Forbs

Lewis flax	<u>Linum perenne lewisii</u>	1
Palmer penstemon	<u>Penstemon palmerii</u>	1
Small burnet	<u>Sanguisorba minor</u>	1

Shrubs

Forage kochia	<u>Kochia prostrata</u>	2
Fourwing saltbush	<u>Atriplex canescens</u>	2
Wyoming big sagebrush	<u>Artemisia tridentata wyomingensis</u>	1
	var. <u>Gordon Creek</u>	
Antelope bitterbrush	<u>Purshia tridentata</u>	1
True Mt. mahogany	<u>Cercocarpus montanus</u>	1
	Total	17

Mountain Brush Areas

NOTES: _____

<u>Common Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
<u>Grasses</u>		
Sheep fescue	<u>Festuca ovina</u>	2
Smooth brome	<u>Bromus inermis</u>	2
Slender wheatgrass	<u>Elymus trachycaulus</u>	2
Intermediate wheatgrass	<u>Elytirgia intermedia</u>	1.5
Russian wildrye	<u>Psathyrostachys juncea</u>	1
<u>Forbs</u>		
Lewis flax	<u>Linum perenne lewisii</u>	1
Rocky Mt. penstemon	<u>Penstemon strictus</u>	1
Sainfoin	<u>Onobrychis viciifolia</u>	0.5
<u>Shrubs</u>		
Forage kochia	<u>Kochia prostrata</u>	2
Wyoming big sagebrush	<u>Artemisia tridentata wyomingensis</u> var. <u>Gordon Creek</u>	0.5
Antelope bitterbrush	<u>Purshia tridentata</u>	1
Mountain big sagebrush	<u>Artemisia tridentata var. vaseyana</u>	0.5
True Mt. mahogany	<u>Cercocarpus montanus</u>	1
	Total	16

Riparian AreasNOTES: _____

<u>Common Plant Name</u>	<u>Scientific Name</u>	<u>Pounds per acre/PLS*</u>
<u>Grasses and Grasslike</u>		
Reed canarygrass	<u>Phalaris arundinacea</u>	2
Streambank wheatgrass	<u>Elymus lanceolatus riparium</u>	4
**Nebraska sedge	<u>Carex nebrascensis</u>	
**Baltic rush	<u>Juncus balticus</u>	

Shrubs

**Coyote pillow	<u>Salix exqua</u>	
Skunkbush sumac	<u>Rhus trilobata</u> var. <u>trilobata</u>	<u>2</u>
	Total	8

Tress

** Narrowleaf cottonwood Populus augustifolia

* Seeding rate is listed as pounds per acre of pure live seed (PLS) drilled. Rate is increased by 50 percent if broadcast seeded.

Formula: pure live seed (PLS) = %seed purity x %seed gemination.

** Sedge and rush root mass plugs, willow cuttings and cottonwood bare stock plantings will be done in the spring, within one month after water flows, when the riparian water table and soil moisture will ensure planting success.



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 20, 1999

River Gas Corporation
1305 South 100 East
Price, Utah 84501

Re: RGC D-10 Well, 162' FNL, 1557' FEL, NW NE, Sec. 28, T. 15 S., R. 9 E.,
Carbon County, Utah

Gentlemen:

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

Appropriate information has been submitted to DOGM by the operator and administrative approval of the requested exception location is hereby 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 43-007-30520.

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

SPUDDING INFORMATION

Name of Company: RIVER GAS CORPORATION

Well Name: RGC D-10

Api No. 43-007-30520 Lease Type: FEE

Secton 28 Township 15S Range 09E County CARBON

Drilling Contractor BEAMAN DRL RIG # 30

SPUDDED:

Date 05/12/99

Time 5:00 PM

How DRY HOLE

Drilling will commence _____

Reported by D J WILSON

Telephone # 1-435-637-8876

Date 05/13/99 Signed: CHD

CONFIDENTIAL

FORM 9

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial Number:
Patented

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

7. Unit Agreement Name:
N/A

8. Well Name and Number:
RGC D-10

9. API Well Number:
43-007-30520

10. Field or Pool, or Wildcat:
undesignated

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

2. Name of Operator:
River Gas Corporation

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

4. Location of Well
Footage: **162' FNL, 1557' FEL**
County: **Carbon**
State: **UTAH**
QD, Sec., T., R., M.: **NW/4, NE/4, SEC.28, T15S, R09E, SLB&M**

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

NOTICE OF INTENT (Submit in Duplicate)		SUBSEQUENT REPORT (Submit Original Form Only)	
<input type="checkbox"/> Abandon	<input type="checkbox"/> New Construction	<input type="checkbox"/> Abandon *	<input type="checkbox"/> New Construction
<input type="checkbox"/> Repair Casing	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Repair Casing	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Change of Plans	<input type="checkbox"/> Reperforate
<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Reperforate	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Fracture Treat or Acidize	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Fracture Treat or Acidize	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> Other <u>Weekly Report</u>	
<input type="checkbox"/> Other _____			

Approximate date work will start _____

Date of work completion _____

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

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

River Gas Corporation desires to reduce the 13-3/8" casing depth to ±400' rather than the submitted ±900'.

CONFIDENTIAL

13. Name & Signature: Don S. Hamilton *Don S. Hamilton* Title: Permit Specialist Date: 5/13/99

(This space for state use only)

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: 5/17/99
By: *Bruce Giffell*

(See Instructions on Reverse Side)

COPY SENT TO OPERATOR
Date: 5-17-99
To: CHD

RGC

THE RIVER GAS CORPORATION

1305 South 100 East
Price, Utah 84501
Phone (435) 637-8876
Fax (435) 637-8924

DATE: 5/13/99
TO: Lisna Cordova
COMPANY: DOGM
FAX NUMBER: 801 538-~~5734~~40

FROM: DJ Wilson

FAX NUMBER: 435-637-8924

MESSAGE:

This transaction consists of _____ pages (s) including cover page. If you receive an incomplete transaction, please call 435-637-8876. Thank you.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal		5. Lease Designation and Serial Number: Patented
2. Name of Operator: River Gas Corporation		6. If Indian, Allottee or Tribe Name: N/A
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876		7. Unit Agreement Name: N/A
4. Location of Well Footages: 162' FNL, 1557' FEL		8. Well Name and Number: RGC D-10
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M		9. API Well Number: 43-007-30520
		10. Field or Pool, or Wildcat: undesignated
		County: Carbon
		State: UTAH

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

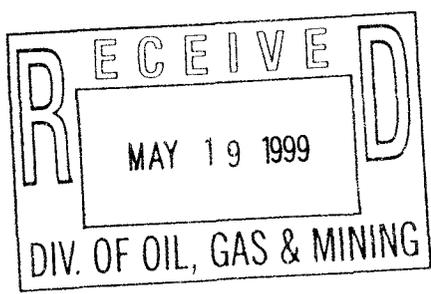
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____	<input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input checked="" type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other <u>Weekly Report</u>
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off
Approximate date work will start _____	Date of work completion _____

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

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

See Attached

CONFIDENTIAL
ORIGINAL



13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 5/14/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGD D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 1

DRILLING-

Day 1. 5/13/99. Current Depth: 10' Present Operations: Shut down for the night. Drilled in 24 hrs: 10'. Drilled from 0' to present with 12-1/4" tri-cone bit#1. Move Beeman on location and rig up. 5:00-7:00pm Drilling 12-1/4" pilot hole to 10' with 12-1/4" tri-cone. 7:00pm Pull out of hole and shut down for the night. **Spud Time & Date: 5:00p.m. 5/12/99.**

Day 2. 5/14/99. Current Depth: 80' Present Operations: Shut down for the night. Drilled in 24 hrs: 70'. Drilled from 0' to 40' with 12-1/4" tri-cone bit#1. Drilled from 40' to present with 12-1/4" hammer bit #2. 7:00-9:30am Drilling 10'-40' with 12-1/4" tri-cone. 4:30-10:00am POOH and change over to 12-1/4" hammer. 10:00-1:00pm Drilling to 80'. 1:00pm Got stuck. 1:00-6:00pm Working free. 6:00pm Unstuck and tripping out of hole. 6:00-7:00pm TOOH. Shut down.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial Number: Patented
6. If Indian, Allottee or Tribe Name: N/A
7. Unit Agreement Name: N/A
8. Well Name and Number: RGC D-10
9. API Well Number: 43-007-30520
10. Field or Pool, or Wildcat: undesignated

1. Type of Well: OIL GAS OTHER: Water Disposal

2. Name of Operator: River Gas Corporation

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

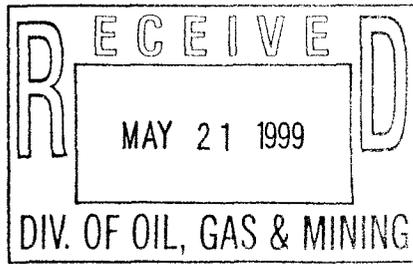
4. Location of Well
Footages: 162' FNL, 1557' FEL
County: Carbon
State: UTAH
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M

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

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

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

River Gas Corporation will utilize a 3,000 psi BOP system on the 13-3/8" casing rather than a 5,000psi BOP system as previously submitted in the APD.



CONFIDENTIAL
ORIGINAL

13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 5/19/99

(This space for state use only) **The Utah Division of Oil, Gas and Mining**
Robert J. Krueger, PE, Petroleum Engineer

[Signature]
Date: 6-2-99

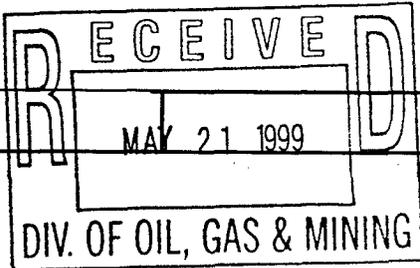
COPY SENT TO OPERATOR
Date: 6-3-99
To: CHD

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

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

OPERATOR ACCT. NO. 1605

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
B	99999	11256	43-007-30383	Utah 04-217	NW/NW	04	15S	09E	Carbon	5/15/99	
WELL 1 COMMENTS: <i>990521 entity added; (Drunkards wash w/fer "A-C") KDR</i>										CONFIDENTIAL	
A	99999	12545	43-007-30520	RGCD-10	NW/NE	28	15S	09E	Carbon	5/12/99	
WELL 2 COMMENTS: <i>990521 entity added; (Drunkards wash w/ non P.A.) KDR</i>										CONFIDENTIAL	
B	99999	11256	43-007-30411	Utah 08-231	SE/NW	08	15S	09E	Carbon	5/11/99	
WELL 3 COMMENTS: <i>990521 entity added; (Drunkards wash w/fer "A-C") KDR</i>										CONFIDENTIAL	
B	99999	11256	43-007-30488	Utah 08-233	SW/SE	08	15S	09E	Carbon	5/8/99	
WELL 4 COMMENTS: <i>990521 entity added; (Drunkards wash w/fer "A-C") KDR</i>										CONFIDENTIAL	
B											
WELL 5 COMMENTS:										CONFIDENTIAL	



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

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

CONFIDENTIAL

ORIGINAL

Dawn Wilson
 Signature
 Administrative Assistant 5/19/99
 Title Date
 Phone No. (435) 637-8876

STATE OF UTAH
DIVISION OF OIL GAS AND MINING

CASING / CEMENTING OPERATIONS

Well Name: RGCD-10 API Number: 43-007-30520
 Qtr/Qtr: NW/NE Section: 28 Township: 15S Range: 9E
 Company Name: RIVER GAS CORPORATION
 Lease: State YES Fee _____ Federal _____ Indian _____
 Inspector: DENNIS L. INGRAM Date: MAY 25, 1999

Casing Centralized: Yes (5) No Cementing Company: SCHLUMBERGER
DOWELL

Casing was run and cemented according to the approval to drill, any changes are noted in the comments below.

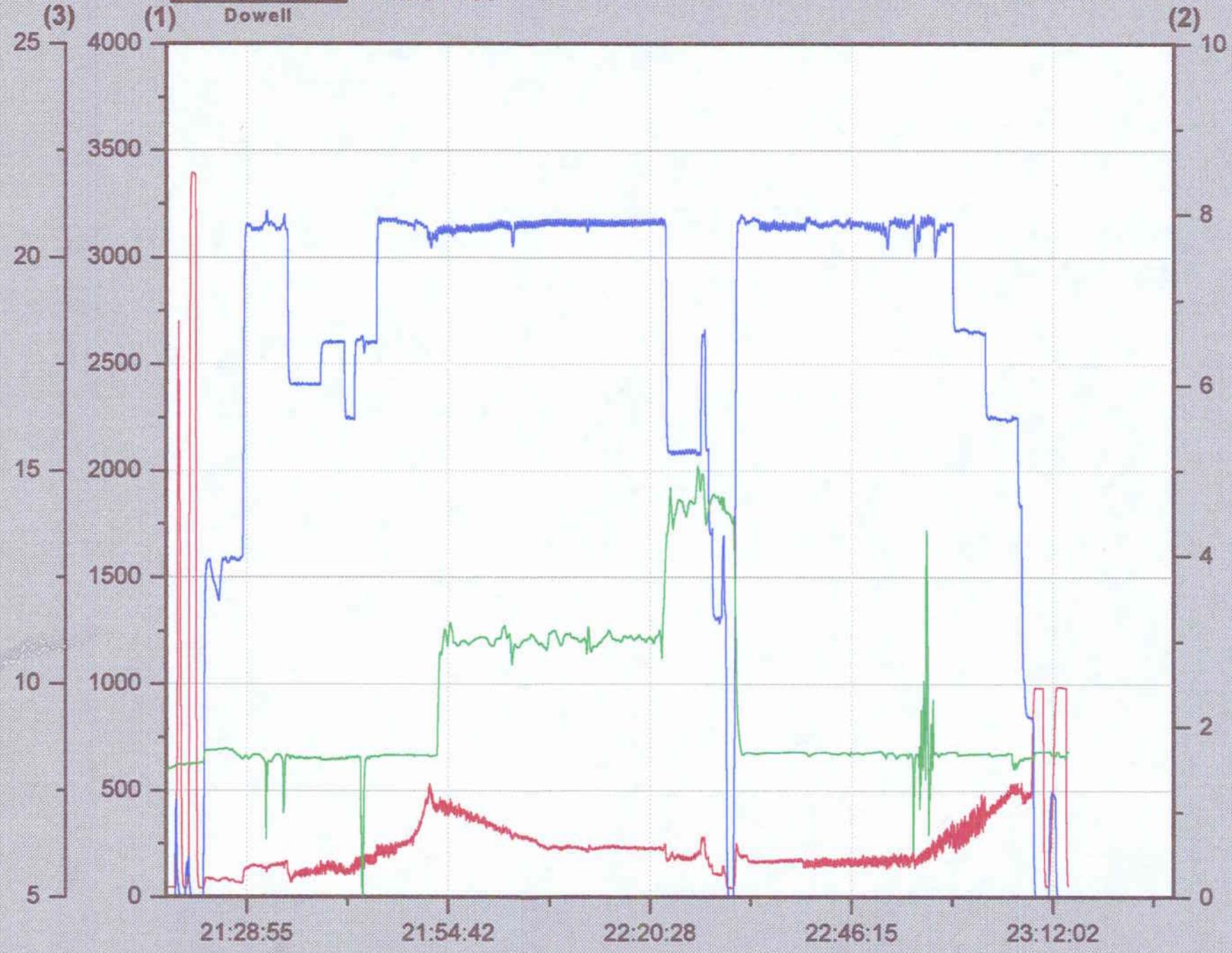
COMMENTS: DRILLED 3500' OF 12 1/4" HOLE. LOGGER'S DEPTH WAS 3457' WITH
FILL. OPERATOR RAN 3438.86' OF 36#, 9 5/8" INTERMEDIATE CASING AND CEMENTED
SAME--SEE ATTACHED JOB FORM. WELL CIRCULATED THROUGHOUT CEMENT JOB.

10 BARRELS OF GEL WATER
190 BARRELS OF FRESH WATER.
226 BARRELS OF LEAD CEMENT @ 11.0 PPG
43 BARRELS OF TAIL CEMENT @ 14.2 PPG
5 BARRELS DOWN AND DROP PLUG
262.5 BARRELS DISPLACEMENT

Attach copy of cement ticket if available.

Schlumberger
Dowell

PRISM* Time Plot



(1) Pressure U1 (psi) (3) Density (ppg) (2) TotFlowrate (bpm) *Mark of Schlumberger

Cementing Service Report

Customer

RIVER GAS CORPORATION

Job Number

20109150

Well SWD 10 10		Location (legal)		Dowell Location Vernal, UT		Job Start 5/25/99			
Field Drunkards Wash		Formation Name/Type		Deviation 0 °	Bit Size 0 in	Well MD 3,457 ft	Well TVD 0 ft		
County Carbon		State/Province Utah		BHP 0 psi	BHST 0 °F	BHCT 0 °F	Pore Press. Gradient 0 psi/ft		
Rig Name Beamen	Drilled For Disposal	Service Via		Casing/Liner					
Offshore Zone	Well Class New	Well Type Development		Depth, ft 3396	Size, in 9.63	Weight, lb/ft 36	Grade K55		
Drilling Fluid Type	Max. Density 0 lb/gal	Plastic Viscosity 0 cp		Depth, ft 0	Size, in 0	Weight, lb/ft 0	Grade 0		
Service Line Cementing	Job Type Cem Interm Casing		Depth, ft 0	Size, in 0	Weight, lb/ft 0	Grade 0	Thread 0		
Max. Allowed Tubing Pressure 2000 psi	Max. Allowed Ann. Pressure 0 psi	WellHead Connection		Perforations/Open Hole					
Service Instructions lead 325 sks G, 12% D20, 1% D79, 2% D46, 5% D44 Yield 3.91 Den 11.0, H20 24.46 Tail 150 sks 10-1 RFC Yield 1.61 Den 14.2, H20 7.90				Top, ft 0	Bottom, ft 0	spf 0	No. of Shots 0	Total Interval 0 ft	
				Diameter 0	in 0	Treat Down Casing	Displacement 262.5 bbl	Packer Type	Packer Depth 0 ft
				Tubing Vol. 0 bbl	Casing Vol. 265.7 bbl	Annular Vol. 0 bbl	OpenHole Vol 0 bbl	Casing Tools	Squeeze Job
				Lift Pressure: 2270 psi	Pipe Rotated <input type="checkbox"/>	Pipe Reciprocated <input type="checkbox"/>	Shoe Type: Guide	Squeeze Type	Shoe Depth: 3438 ft
No. Centralizers: 3	Top Plugs: 1	Bottom Plugs: 0	Stage Tool Type	Tool Depth: 0 ft	Cement Head Type: Single	Stage Tool Depth: 0 ft	Tail Pipe Size: 0 in		
Job Scheduled For:	Arrived on Location: 5/25/99 17:30	Leave Location: 5/25/99 23:45	Collar Type: Float	Tail Pipe Depth: 0 ft	Collar Depth: 3396.65 ft	Sqz Total Vol: 0 bbl	Message		
Time	Cum/Mol 24 hr clock	Density ppg	Pressure UI psi	TotFlowrate bpm					
21:18	0	0	0	0	0	0	START ACQUISITION		
21:18	0	0	-3750	0	0	0			
21:18	0	0	-3750	0	0	0	Hold Safety Meeting		
21:19	0	0	-3750	0	0	0	Pressure Test Lines		
21:20	.2268	8.106	1519	.188	0	0			
21:21	.3945	8.118	361.8	.4678	0	0			
21:22	.4284	8.149	42.6	0	0	0			
21:23	.4284	8.149	42.6	0	0	0	Start Gelled Pill		
21:24	3.647	8.448	82.81	3.877	0	0			
21:25	8.82	8.47	84.49	3.889	0	0	Start Spacer		
21:27	14.39	8.457	81.75	3.954	0	0			
21:28	20.08	8.262	104.1	5.865	0	0			
21:29	31.05	8.352	151.5	7.828	0	0			
21:31	42.12	8.037	138.9	7.938	0	0			
21:32	53.26	8.343	156.6	7.834	0	0			
21:34	64.31	8.337	129.3	6.883	0	0			
21:35	72.84	8.295	104.5	6.017	0	0			
21:36	81.32	8.262	97.81	6.015	0	0			
21:38	89.82	8.236	149.2	6.29	0	0			
21:39	98.97	8.238	168.8	6.494	0	0			
21:41	108.1	8.245	138.5	6.519	0	0			
21:42	116.2	8.302	107.7	5.601	0	0			

Well		Field			Service Date		Customer		Job Number
SWD 10 #10		Drunkards Wash					RIVER GAS CORPORATIO		20109150
Time	CenVol	Density	Pressure Uf	Totflowrate				Message	
24 hr clock	bbbl	ppg	psi	bpm					
21:44	125.4	8.146	190.5	6.498	0	0	0		
21:45	134.5	8.304	167.2	6.489	0	0	0		
21:46	145.6	8.336	208.9	7.919	0	0	0		
21:48	156.8	8.336	249	7.914	0	0	0		
21:49	168	8.337	260.1	7.887	0	0	0		
21:51	179.1	8.329	354.9	7.911	0	0	0		
21:52	190.1	8.307	514.6	7.615	0	0	0		
21:53	190.1	8.307	514.6	7.615	0	0	0	Start Mixing Lead Slurry	
21:53	201	10.81	420.1	7.778	0	0	0		
21:55	212.1	11.11	408.6	7.801	0	0	0		
21:56	223.1	11.02	405.4	7.864	0	0	0		
21:58	234.1	11.05	367.8	7.844	0	0	0		
21:59	245.2	11.08	329.4	7.816	0	0	0		
22:00	256.3	11.08	323	7.853	0	0	0		
22:02	267.4	11.14	318.7	7.861	0	0	0		
22:03	278.4	10.89	281.9	7.868	0	0	0		
22:04	278.4	10.89	281.9	7.868	0	0	0	Check Cement Waite 11.1	
22:05	289.5	11.17	273.1	7.889	0	0	0		
22:06	300.6	10.96	244.2	7.904	0	0	0		
22:06	300.6	10.96	244.2	7.904	0	0	0	Check Cement Waite 11	
22:07	311.8	11.25	236.4	7.907	0	0	0		
22:09	322.9	11.07	234.3	7.895	0	0	0		
22:10	334.1	11.09	235	7.897	0	0	0		
22:12	345.2	11.02	224.3	7.91	0	0	0		
22:13	356.3	10.89	225.2	7.867	0	0	0		
22:15	367.4	11.21	236.9	7.879	0	0	0		
22:16	378.6	11.04	234.8	7.877	0	0	0		
22:17	389.7	11.12	232.6	7.877	0	0	0		
22:19	400.8	11.12	234.1	7.871	0	0	0		
22:20	412	11.06	232.5	7.884	0	0	0		
22:22	412	11.06	232.5	7.884	0	0	0	Start Mixing Tail Slurry	
22:22	423.1	11.23	221.5	7.89	0	0	0		
22:23	431.8	13.72	185.4	5.236	0	0	0		
22:24	431.8	13.72	185.4	5.236	0	0	0	Check Cement Waite 14.3	
22:24	439.1	14.03	188.5	5.202	0	0	0		
22:26	446.5	14.37	194.6	5.244	0	0	0		
22:27	454.6	13.78	188	5.253	0	0	0		
22:29	460.3	14.38	109.4	3.267	0	0	0		
22:30	460.3	14.38	109.4	3.267	0	0	0	Drop Top Plug	
22:30	464.3	14.01	46.54	0	0	0	0		
22:30	464.3	14.01	46.54	0	0	0	0	Start Displacement	
22:31	468.8	8.668	196.8	7.905	0	0	0		
22:33	480	8.39	164	7.931	0	0	0		
22:34	491.1	8.386	166.3	7.912	0	0	0		
22:36	502.2	8.384	171.8	7.853	0	0	0		
22:37	513.3	8.4	170.5	7.83	0	0	0		
22:38	524.4	8.403	172.4	7.899	0	0	0		
22:40	535.5	8.377	163.9	7.936	0	0	0		
22:41	546.6	8.387	146.2	7.863	0	0	0		
22:43	557.7	8.389	166.5	7.862	0	0	0		
22:44	568.9	8.361	159.9	7.887	0	0	0		
22:46	580	8.329	162	7.931	0	0	0		
22:47	591.1	8.375	162.9	7.895	0	0	0		
22:48	602.2	8.393	148.4	7.825	0	0	0		

Well		Field			Service Date		Customer		Job Number	
SWD 10 #10		Drunkards Wash					RIVER GAS CORPORATIO		20109150	
Time	CurVol	Density	Pressure U1	TotFlowrate				Message		
24 hr clock	bbbl	ppg	psl	bpm						
22:50	613.3	8.378	169.9	7.898	0	0	0			
22:51	624.3	8.357	204.9	7.907	0	0	0			
22:53	635.5	8.347	164	7.927	0	0	0			
22:54	646.6	8.327	147.7	7.571	0	0	0			
22:55	657.6	12.39	218	7.916	0	0	0			
22:57	668.7	8.324	248.1	7.817	0	0	0			
22:58	679.7	8.405	303.2	7.88	0	0	0			
23:00	689.7	8.343	333.8	6.657	0	0	0			
23:01	699.1	8.363	337.4	6.636	0	0	0			
23:02	708.4	8.365	349.6	6.616	0	0	0			
23:04	716.8	8.326	427.6	5.623	0	0	0			
23:05	724.7	8.342	447.5	5.607	0	0	0			
23:07	732.6	8.161	532.6	5.636	0	0	0			
23:08	738.3	8.253	462.2	2.169	0	0	0			
23:10	740.3	8.407	984.1	0	0	0	0			
23:10	740.3	8.407	984.1	0	0	0	0	Bump Top Plug		
23:11	740.3	8.418	54.58	0	0	0	0			
23:12	740.3	8.418	54.58	0	0	0	0	Float Did Not Hold		
23:12	741.3	8.347	989	0	0	0	0			
Post Job Summary										
Average Pump Rates, bpm				Volume of Fluid Injected, bbl						
Slurry	N2	Mud	Maximum Rate	Total Slurry	Mud	Spacer	N2			
7	0	0	7.7	270	0	190	0			
Treating Pressure Summary, psi					Breakdown Fluid					
Maximum	Final	Average	Bump Plug to	Breakdown	Type	Volume	Density			
948	948	0	948	0		0 bbl	0 lb/gal			
Avg. N2 Percent	Designed Slurry Volume	Displacement	Mix Water Temp	<input checked="" type="checkbox"/> Cement Circulated to Surface? Volume 4 bbl <input type="checkbox"/> Washed Thru Perfs To 0 ft						
0 %	269 bbl	262.5 bbl	°F							
Customer or Authorized Representative			Dowell Supervisor				<input type="checkbox"/> Circulation Lost <input checked="" type="checkbox"/> Job Completed			
Lloyd Sherley			Preston Searle							

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial Number: Patented	
6. If Indian, Allottee or Tribe Name: N/A	
7. Unit Agreement Name: N/A	
8. Well Name and Number: RGC D-10	
9. API Well Number: 43-007-30520	
10. Field or Pool, or Wildcat: undesignated	
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal	
2. Name of Operator: River Gas Corporation	
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876	
4. Location of Well Footages: 162' FNL, 1557' FEL County: Carbon QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M State: UTAH	

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

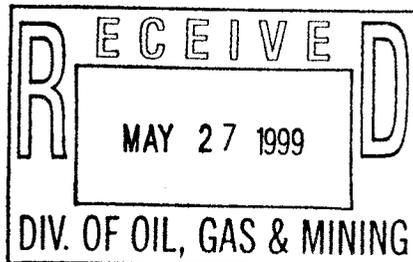
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input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

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

See attached

CONFIDENTIAL

ORIGINAL



13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 5/21/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 1

DRILLING-

Day 1. 5/13/99. Current Depth: 10' Present Operations: Shut down for the night. Drilled in 24 hrs: 10'. Drilled from 0' to present with 12-1/4" tri-cone bit#1. Move Beeman on location and rig up. 5:00-7:00pm Drilling 12-1/4" pilot hole to 10' with 12-1/4" tri-cone. 7:00pm Pull out of hole and shut down for the night. **Spud Time & Date: 5:00p.m. 5/12/99.**

Day 2. 5/14/99. Current Depth: 80' Present Operations: Shut down for the night. Drilled in 24 hrs: 70'. Drilled from 0' to 40' with 12-1/4" tri-cone bit#1. Drilled from 40' to present with 12-1/4" hammer bit #2. 7:00-9:30am Drilling 10'-40' with 12-1/4" tri-cone. 4:30-10:00am POOH and change over to 12-1/4" hammer. 10:00-1:00pm Drilling to 80'. 1:00pm Got stuck. 1:00-6:00pm Working free. 6:00pm Unstuck and tripping out of hole. 6:00-7:00pm TOOH. Shut down.

Day 3. 5/15/99. Current Depth: 43' Present Operations: Shut down WOC. Drilled in 24 hrs: 43'. Drilled from 0' to 43' with 24" tri-cone bit#3. 7:00-9:30am RU to drill 27" hole. 9:30-10:00 Begin Drilling. 10:00-12:00pm Work on rig (clutch). 12:00-3:00pm Drill 24" hole to 43'. 3:00-4:00pm POOH to run 20" casing. 4:30-5:00pm Run 43' of 20" casing. Cement 20" with 8 yards of ready mix. Shut down, clean and leave location.

Day 4. 5/16/99. Current Depth: 43' Present Operations: Changing to 17-1/2" bit. Drilled in 24 hrs: 0'. Drilled from 43' to 210' with 12-1/4" hammer bit#2. Drilled from 210' to 338' with 12-1/4" tri-cone bit #1. 7:00-8:00am TIH with 12-1/4". Wash to bottom at 90'. 9:00-2:30pm Drilling 90'-210'. 2:30-3:30pm Booster went down. POOH and switch to tri-cone bit. 6:30-7:00 Ream from 150'-210'. 7:00-4:00am Drill 210'-338' with 12-1/4" tri-cone. POOH and change to 17-1/2" bit.

Day 5. 5/17/99. Current Depth: 348' Present Operations: Drilling at 348'. Drilled in 24 hrs: 205'. Drilled from 43' to 210' with 17-1/2" tri-cone bit#4. Drilled from 210' to present with 17-1/2" button bit #5. 7:00-7:15am RIH with 17-1/2" tri-cone. 7:15-12:00pm Drill 43-105'. 12:00-6:00pm Drill 105-210'. 6:00-7:00pm POOH and switch to new 12-1/4" button bit and RIH. 7:00-12:00am Drill 210'-302'. 12:00-4:00am Drill 302'-338' (Bottom of original 12-1/4" hole at 338'). Stuck in hole and working free. 6:00-7:00am Drilling 338'-348'.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 1

DRILLING-

Day 6. 5/18/99. Current Depth: 435' Present Operations: Waiting to run 13-3/8" casing. Drilled in 24 hrs: 87'. Drilled from 210' to 392 with 17-1/2" tri-cone bit#5. Drilled from 392' to 435' with 12-1/4"&17-1/2" reamer bit#6. 7:00-4:00pm Drill 17-1/2" hole 348'-392'. 4:00-7:00pm TOOH to change bit and RIH with reamer. 7:00-4:30am Drill 392'-445 (KB) 435 (GL). POOH to run 13-3/8". Prep to run casing.

Day 7. 5/19/99. Current Depth: 435' Present Operations: Nippling up BOP. Drilled in 24 hrs: 0'. RU casing crew. Prep casing. Run 411.34' of 13-3/8" of 48#/ft H-40. RU Dowell. Pump cement job. RD Dowell. WOC. Break loose and nipple up BOP and manifold.

Day 8. 5/20/99. Current Depth: 1215' Present Operations: Drilling 12-1/4" hole. Drilled in 24 hrs: 780'. Drilled from 411.34' to present with 12-1/4" hammer bit #7. Nipple up blooie blooie line and manifold. Working on compressors. 12:00-5:30pm Prepping to drill 12-1/4" hole. 5:30-6:00pm TIH with 12-1/4" hammer. 6:00-7:00am Drill 12-1/4" hole to 1215'.

Day 9. 5/21/99. Current Depth: 2822' Present Operations: Drilling at 2822'. Drilled in 24 hrs: 1607'. Drilled from 411.34' to present with 12-1/4" hammer bit #7. 7:00-12:00pm Drill 1218'-1639'. 12:00-7:00pm Drill 1639'-2170'. 7:00-11:00pm Drill 2170'-2445'. 11:00-7:00am Drill 2445'-2822'.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

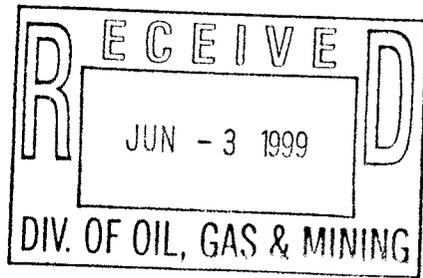
SUNDRY NOTICES AND REPORTS ON WELLS	5. Lease Designation and Serial Number: Patented
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.	6. If Indian, Allottee or Tribe Name: N/A
	7. Unit Agreement Name: N/A
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal	8. Well Name and Number: RGC D-10
2. Name of Operator: River Gas Corporation	9. API Well Number: 43-007-30520
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876	10. Field or Pool, or Wildcat: undesignated
4. Location of Well Footages: 162' FNL, 1557' FEL	County: Carbon
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M	State: UTAH

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

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

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

See attached



ORIGINAL
CONFIDENTIAL

13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 5/28/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 1

DRILLING-

Day 1. 5/13/99. Current Depth: 10' Present Operations: Shut down for the night. Drilled in 24 hrs: 10'. Drilled from 0' to present with 12-1/4" tri-cone bit#1. Move Beeman on location and rig up. 5:00-7:00pm Drilling 12-1/4" pilot hole to 10' with 12-1/4" tri-cone. 7:00pm Pull out of hole and shut down for the night. **Spud Time & Date: 5:00p.m. 5/12/99..**

Day 2. 5/14/99. Current Depth: 80' Present Operations: Shut down for the night. Drilled in 24 hrs: 70'. Drilled from 0' to 40' with 12-1/4" tri-cone bit#1. Drilled from 40' to present with 12-1/4" hammer bit #2. 7:00-9:30am Drilling 10'-40' with 12-1/4" tri-cone. 4:30-10:00am POOH and change over to 12-1/4" hammer. 10:00-1:00pm Drilling to 80'. 1:00pm Got stuck. 1:00-6:00pm Working free. 6:00pm Unstuck and tripping out of hole. 6:00-7:00pm TOOH. Shut down. **Daily Costs: \$376.00. Cumulative Costs: \$752.00.**

Day 3. 5/15/99. Current Depth: 43' Present Operations: Shut down WOC. Drilled in 24 hrs: 43'. Drilled from 0' to 43' with 24" tri-cone bit#3. 7:00-9:30am RU to drill 27" hole. 9:30-10:00 Begin Drilling. 10:00-12:00pm Work on rig (clutch). 12:00-3:00pm Drill 24" hole to 43'. 3:00-4:00pm POOH to run 20" casing. 4:30-5:00pm Run 43' of 20" casing. Cement 20" with 8 yards of ready mix. Shut down, clean and leave location. **Daily Costs: \$12,306.15. Cumulative Costs: \$13,058.15.**

Day 4. 5/16/99. Current Depth: 43' Present Operations: Changing to 17-1/2" bit. Drilled in 24 hrs: 0'. Drilled from 43' to 210' with 12-1/4" hammer bit#2. Drilled from 210' to 338' with 12-1/4" tri-cone bit #1. 7:00-8:00am TIH with 12-1/4". Wash to bottom at 90'. 9:00-2:30pm Drilling 90'-210'. 2:30-3:30pm Booster went down. POOH and switch to tri-cone bit. 6:30-7:00 Ream from 150'-210'. 7:00-4:00am Drill 210'-338' with 12-1/4" tri-cone. POOH and change to 17-1/2" bit. **Daily Costs: \$479.00. Cumulative Costs: \$13,537.15.**

Day 5. 5/17/99. Current Depth: 348' Present Operations: Drilling at 348'. Drilled in 24 hrs: 205'. Drilled from 43' to 210' with 17-1/2" tri-cone bit#4. Drilled from 210' to present with 17-1/2" button bit #5. 7:00-7:15am RIH with 17-1/2" tri-cone. 7:15-12:00pm Drill 43-105'. 12:00-6:00pm Drill 105-210'. 6:00-7:00pm POOH and switch to new 12-1/4" button bit and RIH. 7:00-12:00am Drill 210'-302'. 12:00-4:00am Drill 302'-338' (Bottom of original 12-1/4" hole at 338'). Stuck in hole and working free. 6:00-7:00am Drilling 338'-348'. **Daily Costs: \$15,919.50. Cumulative Costs: \$29,456.65.**

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 1

DRILLING-

Day 6. 5/18/99. Current Depth: 435' Present Operations: Waiting to run 13-3/8" casing. Drilled in 24 hrs: 87'. Drilled from 210' to 392 with 17-1/2" tri-cone bit#5. Drilled from 392' to 435' with 12-1/4"&17-1/2" reamer bit#6. 7:00-4:00pm Drill 17-1/2" hole 348'-392'. 4:00-7:00pm TOOH to change bit and RIH with reamer. 7:00-4:30am Drill 392'-445 (KB) 435 (GL). POOH to run 13-3/8". Prep to run casing.

Day 7. 5/19/99. Current Depth: 435' Present Operations: Nipling up BOP. Drilled in 24 hrs: 0'. RU casing crew. Prep casing. Run 411.34' of 13-3/8" of 48#/ft H-40. RU Dowell. Pump cement job. RD Dowell. WOC. Break loose and nipple up BOP and manifold.

Day 8. 5/20/99. Current Depth: 1215' Present Operations: Drilling 12-1/4" hole. Drilled in 24 hrs: 780'. Drilled from 411.34' to present with 12-1/4" hammer bit #7. Nipple up blooie blooie line and manifold. Working on compressors. 12:00-5:30pm Prepping to drill 12-1/4" hole. 5:30-6:00pm TIH with 12-1/4" hammer. 6:00-7:00am Drill 12-1/4" hole to 1215'.

Day 9. 5/21/99. Current Depth: 2822' Present Operations: Drilling at 2822'. Drilled in 24 hrs: 1607'. Drilled from 411.34' to present with 12-1/4" hammer bit #7. 7:00-12:00pm Drill 1218'-1639'. 12:00-7:00pm Drill 1639'-2170'. 7:00-11:00pm Drill 2170'-2445'. 11:00-7:00am Drill 2445'-2822'.

Day 10. 5/22/99. Current Depth: 2917' Present Operations: Reaming back to bottom. Drilled in 24 hrs: 95'. Drilled from 411.34' to 2917' with 12-1/4" hammer bit #7. Drilled from 2917'-present. 7:00-2:30pm Drill 2822'-2917'. 2:30-6:30pm TOOH to change to tri-cone. Switch out bit. TIH with 12-1/4" tri-cone. Reaming to bottom from 2847' (12" hammer was out of guage when pulled).

Day 11. 5/23/99. Current Depth: 3330' Present Operations: Drilling 12-1/4" at 3330'. Drilled in 24 hrs: 413'. Drilled from 2917' to present with 12-1/4" tri-cone bit #8. Reaming to bottom. 1:00-7:00am Drilling 2917'-3330'.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 2

DRILLING

Day 12. 5/24/99. Current Depth: 3520' Present Operations: Reaming to bottom. Drilled in 24 hrs: 190'. Drilled from 2917' to present with 12-1/4" tri-cone bit #8. 7:00-6:50pm Drilled 3330'-3520'. POOH 780'-2740'. Mix and pump 600bbls mud to get circulation. Start back to bottom. Tagged fill at 3395'. Reaming to bottom.

Day 13. 5/25/99. Current Depth: 3520' Present Operations: TOOH to log. Drilled in 24 hrs: 0'. Drilled from 2917' to present with 12-1/4" tri-cone bit #8. 7:00-2:00pm Drilled 3443'-3520'Reaming to TD **TD at 6:50pm 5/23/99**. Increase mud viscosity. Short trip out 840'. Back down to 3482'. Wash on hole. TOOH and lay down pipe.

Day 14. 5/26/99. Current Depth: 3520' Present Operations: WOC and RD. Drilled in 24 hrs: 0'. 7:00-10:00am Finish TOOH. 10:00-10:30am RU loggers. 10:30-1:00pm Log well. 1:00-1:15pm RD loggers. 1:15-3:15pm Flip drill lines and RU casing crew. 3:15-8:30pm RIH with float shoe and 1 joint 9-5/8". Insert flapper valve and 54 joints 9-5/8" LTC 36# K-55 casing, 28 joints of STC 36# 9-5/8" casing. Land casing at 3424'. 8:30-9:00pm RU Dowell. 9:00-11:15pm Cement intermediate casing. Plug down at 11:14 5/25/99. 11:15-11:45 RD Dowell. 11:45-7:00am WOC.

Day 15. 5/27/99. Current Depth: 3520'. Present Operations: Prepping Location for Cyclone rig. 7:00-11:00am WOC. 11:00-5:00pm Break loose. Nipple down BOP and cut off casing. 5:00-7:00am RD and move equipment.

Day 16. 5/28/99. Current Depth: 3520'. Present Operations: Prep location. Prepping location for Cyclone. Dig larger pit. Ross drilling arrived to drill rat and mouse hole.

DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER: Water Disposal

2. Name of Operator: River Gas Corporation

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

4. Location of Well Footages: 162' FNL, 1557' FEL

QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M

5. Lease Designation and Serial Number: Patented

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

7. Unit Agreement Name: N/A

8. Well Name and Number: RGC D-10

9. API Well Number: 43-007-30520

10. Field or Pool, or Wildcat: undesignated

County: Carbon

State: UTAH

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

NOTICE OF INTENT (Submit in Duplicate)

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

Approximate date work will start

SUBSEQUENT REPORT (Submit Original Form Only)

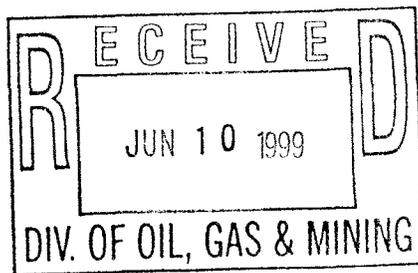
- Abandon *, Repair Casing, Change of Plans, Convert to Injection, Fracture Treat or Acidize, Other Weekly Report, New Construction, Pull or Alter Casing, Reperforate, Vent or Flare, Water Shut-Off

Date of work completion

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

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

See attached



ORIGINAL

CONFIDENTIAL

13.

Name & Signature: Dawn J. Wilson

[Handwritten signature of Dawn J. Wilson]

Title: Administrative Assistant

Date: 6/4/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 4

DRILLING

Day 12. 5/24/99. Current Depth: 3520' Present Operations: Reaming to bottom. Drilled in 24 hrs: 190'. Drilled from 2917' to present with 12-1/4" tri-cone bit #8. 7:00-6:50pm Drilled 3330'-3520'. POOH 780'-2740'. Mix and pump 600bbls mud to get circulation. Start back to bottom. Tagged fill at 3395'. Reaming to bottom.

Day 13. 5/25/99. Current Depth: 3520' Present Operations: TOOH to log. Drilled in 24 hrs: 0'. Drilled from 2917' to present with 12-1/4" tri-cone bit #8. 7:00-2:00pm Drilled 3443'-3520' Reaming to TD **TD at 6:50pm 5/23/99**. Increase mud viscosity. Short trip out 840'. Back down to 3482'. Wash on hole. TOOH and lay down pipe.

Day 14. 5/26/99. Current Depth: 3520' Present Operations: WOC and RD. Drilled in 24 hrs: 0'. 7:00-10:00am Finish TOOH. 10:00-10:30am RU loggers. 10:30-1:00pm Log well. 1:00-1:15pm RD loggers. 1:15-3:15pm Flip drill lines and RU casing crew. 3:15-8:30pm RIH with float shoe and 1 joint 9-5/8". Insert flapper valve and 54 joints 9-5/8" LTC 36# K-55 casing, 28 joints of STC 36# 9-5/8" casing. Land casing at 3424'. 8:30-9:00pm RU Dowell. 9:00-11:15pm Cement intermediate casing. Plug down at 11:14 5/25/99. 11:15-11:45 RD Dowell. 11:45-7:00am WOC.

Day 15. 5/27/99. Current Depth: 3520'. Present Operations: Prepping Location for Cyclone rig. 7:00-11:00am WOC. 11:00-5:00pm Break loose. Nipple down BOP and cut off casing. 5:00-7:00am RD and move equipment.

Day 16. 5/28/99. Current Depth: 3520'. Present Operations: Prep location. Prepping location for Cyclone. Dig larger pit. Ross drilling arrived to drill rat and mouse hole.

Day 17. 5/29/99. Current Depth: 3520'. Present Operations: Prep for Cyclone. Prep location. Top off cement to surface.

Day 18. 5/30/99. Current Depth: 3520'. Present Operations: No Activity. Stake out mouse hole and rat hole. RU and drill mouse. Hit water 10' down. Could not get but 18' in. RU and drill rat hole. Hit fluid 10' down. Got down 18'. RD and move off location.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 5

DRILLING

Day 19. 6/1/99. Current Depth: 3520'. Present Operations: Prep for Cyclone. 7:00-7:00 No activity.

Day 20. 6/2/99. Current Depth: 3520'. Present Operations: Prepped for Cyclone. Build 6'x6'x6' Collar. Build rig pad and pits. No activity. Weld new head on 5-5/8" pipe. No activity.

Day 21. 6/2/99. Current Depth: 3520'. Present Operations: Rigging up. Moving Cyclone equipment on location. Shut down for the night.

Day 22. 6/3/99. Current Depth: 3520'. Present Operations: Rigging up. Moving equipment on location. Assembling derrick. Raising derrick and moving in crew trailers. Moving in and rigging up pipe, bins, racks, catwalk, and pump housings. Trucking in water and mixing up mud to complete rat hole and mouse hole.

Day 23. 6/4/99. Current Depth: 3520'. Present Operations: Testing BOP. Drill out rat hole. Switch over to drill mouse hole. Drilling mouse hole (had to grind through a boulder). Nipping up BOP and manifold. Testing BOP to 70% of rating.

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

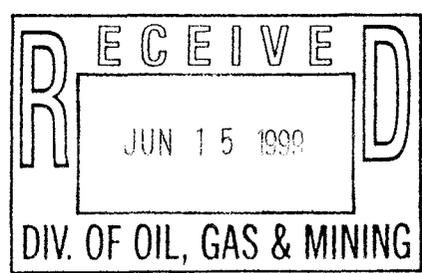
5. Lease Designation and Serial Number: Patented	
6. If Indian, Allottee or Tribe Name: N/A	
7. Unit Agreement Name: N/A	
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal	8. Well Name and Number: RGC D-10
2. Name of Operator: River Gas Corporation	9. API Well Number: 43-007-30520
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876	10. Field or Pool, or Wildcat: undesignated
4. Location of Well Footages: 162' FNL, 1557' FEL	County: Carbon
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M	State: UTAH

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

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

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

See attached



CONFIDENTIAL
ORIGINAL

13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 6/11/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 5

DRILLING

Day 19. 6/1/99. Current Depth: 3520'. Present Operations: Prep for Cyclone. 7:00-7:00 No activity.

Day 20. 6/2/99. Current Depth: 3520'. Present Operations: Prepped for Cyclone. Build 6'x6'x6' Collar. Build rig pad and pits. No activity. Weld new head on 5-5/8" pipe. No activity.

Day 21. 6/2/99. Current Depth: 3520'. Present Operations: Rigging up. Moving Cyclone equipment on location. Shut down for the night.

Day 22. 6/3/99. Current Depth: 3520'. Present Operations: Rigging up. Moving equipment on location. Assembling derrick. Raising derrick and moving in crew trailers. Moving in and rigging up pipe, bins, racks, catwalk, and pump housings. Trucking in water and mixing up mud to complete rat hole and mouse hole.

Day 23. 6/4/99. Current Depth: 3520'. Present Operations: Testing BOP. Drill out rat hole. Switch over to drill mouse hole. Drilling mouse hole (had to grind through a boulder). Nippling up BOP and manifold. Testing BOP to 70% of rating.

Day 24. 6/5/99. Current Depth: 3722' Present Operations: Rig maintenance. Drilled in 24 hrs: 202'. Drilled from 3393' to present with 8-3/4" SmithF3 bit #9. Pressure test BOP, choke manifold and kellycock valve. PU BHA and collars (670.41') and Smith F3 L57781 with 13/32 jets. 1:30-7:00pm Run with drill pipe to 3393'. Begin drilling plug. 7:00-3:00am Drilling 3393'-3612'. 3:00-5:00am Drill 3612'-3678'. 5:00-7:00am Drill 3678'-3722'.

Day 25. 6/6/99. Current Depth: 4040' Present Operations: Drilling at 4040'. Drilled in 24 hrs: 318'. Drilled from 3393' to present with 8-3/4" SmithF3 bit #9. Rig maintenance. 7:30-11:00am Drill 3722'-3788'. 11:00-5:45pm Drill 3788'-3882'. 5:45-11:30pm Drill 3882-3943'. 11:30-4:15am 3943'-4006'. 4:15-6:30am Drill 4006'-4040'. Set up to take survey.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 5

DRILLING

Day 26. 6/7/99. Current Depth: 4282' Present Operations: Servicing rig. Drilled in 24 hrs: 242'. Drilled from 3393' to present with 8-3/4" SmithF3 bit #9. Surveying well. 7:30-8:00am Rig maintenance. 8:00-12:00pm Drill 4040'-4098'. 12:00-8:00pm Drill 4098'-4213'. 8:00-4:00am Drill 4213-4266'. 4:00-6:30am Drill 4266'-4282'. 6:30-7:00am Service rig.

Day 27. 6/8/99. Current Depth: 4468' Present Operations: Drilling at 4468'. Drilled in 24 hrs: 186'. Drilled from 3393' to present with 8-3/4" SmithF3 bit #9. 7:00-11:00am Drill 4282'-4319'. 11:00-5:00pm Drill 4319'-4375'. 5:00-10:30pm Drill 4375'-4413'. 10:30-11:00pm Repair compressor and drew works. 11:00-3:00am Drill 4413'-4440'. 3:00-7:00am Drill 4440'-4468'.

Day 28. 6/9/99. Current Depth: 4604' Present Operations: Stopping to run survey. Drilled in 24 hrs: 136'. Drilled from 3393' to 4535' with 8-3/4" SmithF3 bit #9. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-3:00pm 4468'-4527'. 3:00-4:00pm Run wire line survey 3° at 4497'. 4:00-5:30pm Drill 4527'-4535'. 5:30-8:30pm Pump slug and TOOH for bit #10. 8:30-12:00am TIH with Reed 53AL (#ER3445) and ream 60'. 12:00-7:00am Drill 4535'-4604'.

Day 29. 6/10/99. Current Depth: 4805' Present Operations: Drilling at 4805'. Drilled in 24 hrs: 201'. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-9:00am Drill 4604'-4621'. 9:00-10:00am Circulate and take survey 2-1/2 at 4595'. 10:00-6:00pm Drill 4621'-4692'. 6:00-7:00am Drill 4692'-4805'.

Mud wt. 8.0-9.1#

Visc. 38-41

Wt. On bit 30-35000

Rotary speed 68

Pump pressure 1050-1250 (pressure fluctuating because of #2 pump down implacing liners)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 6

DRILLING

Day 30. 6/11/99. Current Depth: 5001'. Present Operations: Drilling. Drilled in 24 hrs: 196'. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-8:00am Drill 4805'-4808'. 8:00-9:00am Circulate and ran survey 2-3/4" at 4805'. 9:00-10:00am Repair dampener on compressor. 10:00-12:00pm Drill 4808'-4828'. 12:00-6:00pm Drill 4828'-4888'. 6:00-7:00am Drilling 4888'-5001' note: Lost 75bbls mud at 4945'.
Mud wt. 9.0#
Visc. 39
Wt. On bit 30-35000#
Rotary speed 68
Pump pressure 1100

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS	5. Lease Designation and Serial Number: Patented
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.	6. If Indian, Allottee or Tribe Name: N/A
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal	7. Unit Agreement Name: N/A
2. Name of Operator: River Gas Corporation	8. Well Name and Number: RGC D-10
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876	9. API Well Number: 43-007-30520
4. Location of Well Footages: 162' FNL, 1557' FEL QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M	10. Field or Pool, or Wildcat: undesignated
	County: Carbon State: UTAH

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

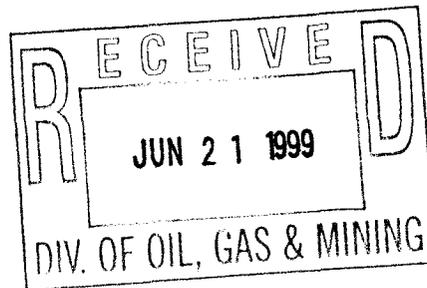
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input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

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

See attached

ORIGINAL

CONFIDENTIAL



13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 6/18/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 7

DRILLING

Day 30. 6/11/99. Current Depth: 5001'. Present Operations: Drilling. Drilled in 24 hrs: 196'. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-8:00am Drill 4805'-4808'. 8:00-9:00am Circulate and ran survey 2-3/4° at 4805'. 9:00-10:00am Repair dampener on compressor. 10:00-12:00pm Drill 4808'-4828'. 12:00-6:00pm Drill 4828'-4888'. 6:00-7:00am Drilling 4888'-5001' note: Lost 75bbls mud at 4945'.
Mud wt. 9.0#
Visc. 39
Wt. On bit 30-35000#
Rotary speed 68
Pump pressure 1100

Day 31. 6/12/99. Current Depth: 5163'. Present Operations: Drilling at 5163'. Drilled in 24 hrs: 162'. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-9:30am Drill 5001'-5026'. 9:30-10:30am Circulate and ran wire line survey 1-1/2° at 4995'. 10:30-11:15am Drilling 5028'5033'. Jet collar and dump cement down backside to top fill. 1:00-2:30pm Drill 5033'-5047' while dumping more cement. Finish dumping cement and let set. 4:00-6:00pm Drill 5047'-5061'. 6:00-12:00am Drilling 5061'-5105' 12:00-7:00am Drilling 5105'-5163'.
Mud wt. 8.9#
Visc. 41
Wt. On bit 30,000#
Rotary speed 68

Day 32. 6/13/99. Current Depth: 5363'. Present Operations: Drilling at 5363'. Drilled in 24 hrs: 220'. Drilled from 4535' to present with 8-3/4" Reed 53AL bit #10. 7:00-8:30am Drill 5163'-5181'. 8:30-9:00am Service rig and check BOP. 9:00-3:00pm Drilling 5181'-5237'. 3:00-5:30pm Drill 5237'-5267'. 5:30-4:00am Drill 5267'-5368'. 4:00-7:00am Drilling 5368'-5383'.

Day 33. 6/14/99. Current Depth: 5479'. Present Operations: Drilling at 5479'. Drilled in 24 hrs: 116'. Drilled from 4535' to 5448' with 8-3/4" Reed 53AL bit #10. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-8:30am Drill 5387'-5396'. 8:30-9:30am Circulate and take wire line survey. 9:30-12:00pm Drilling 5396'-5421'. 12:00-3:00pm Drill 5421. 3:00-4:00pm Circulate bottom up and condition mud. 4:30-6:30pm TOOH for bit #11. PU bit #11 and TIH. 10:30-11:00pm Wash and ran last 28'. 11:00-2:30am Drill 5448'-5479'. 2:30-7:00am Drilling 5479'-5514'.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 8

DRILLING

Day 34. 6/15/99. Current Depth: 5707'. Present Operations: Taking wire line survey. Drilled in 24 hrs: 193'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drilling 5514'-5553'. Service rig and check BOP. 11:30-6:00pm Drilling 5553'-5609'. 6:00-12:00am Drilling 5609'-5625'. 12:00-6:30am Drilling 5625'-5707'. Circulate and take wire line survey.

Day 35. 6/16/99. Current Depth: 5891'. Present Operations: Drilling at 5891'. Drilled in 24 hrs: 184'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-7:30am Taking wire line survey. 7:30-11:00am Drilling 5707'-5737'. 11:00-6:00pm Drilling 5737'-5799' (5:00-5:30pm De-Air pump). 6:00-9:00pm Drilling 5799'-5822'. 9:00-7:00am Drilling 5822'-5891'.

Day 36. 6/17/99. Current Depth: 6050'. Present Operations: Drilling at 6050'. Drilled in 24 hrs: 159'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drill 5891'-5924'. 11:00-3:00pm Drill 5924'-5930'. 3:00-3:20pm Drill 5930'-5933'. Survey at 5910' 1/4". 4:00-9:00pm Drill 5933'-5983'. Work on pumps. 9:40-12:00am Drill 5983'-6000'. 12:00-7:00am Drill 6000'-6050'. Estimated Carmel top at 5942'.

Day 37. 6/18/99. Current Depth: 6204'. Present Operations: Drilling at 6204'. Drilled in 24 hrs: 154'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drill 6050'-6075'. 11:00-4:00pm Drill 6075'-6107'. 4:00-8:00pm Drill 6107'-6139'. 8:00-12:30am 6139'-6169'. 12:30-1:00am Service Rig. 1:00-7:00am Drill 6169'-6204'.

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL [] GAS [] OTHER: Water Disposal

2. Name of Operator: River Gas Corporation

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

4. Location of Well: 162' FNL, 1557' FEL
Footages:
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M

5. Lease Designation and Serial Number: Patented
6. If Indian, Allottee or Tribe Name: N/A
7. Unit Agreement Name: N/A
8. Well Name and Number: RGC D-10
9. API Well Number: 43-007-30520
10. Field or Pool, or Wildcat: undesignated

County: Carbon
State: UTAH

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

NOTICE OF INTENT (Submit in Duplicate)

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

Approximate date work will start

SUBSEQUENT REPORT (Submit Original Form Only)

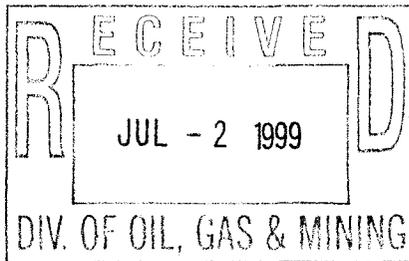
- [] Abandon * [] New Construction
[] Repair Casing [] Pull or Alter Casing
[] Change of Plans [] Reperforate
[] Convert to Injection [] Vent or Flare
[] Fracture Treat or Acidize [] Water Shut-Off
[X] Other Weekly Report

Date of work completion

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

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

See attached



CONFIDENTIAL

ORIGINAL

13. Name & Signature: Dawn J. Wilson [Signature] Title: Administrative Assistant Date: 6/30/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling, Rig#30

PAGE 8

DRILLING

Day 34. 6/15/99. Current Depth: 5707'. Present Operations: Taking wire line survey. Drilled in 24 hrs: 193'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drilling 5514'-5553'. Service rig and check BOP. 11:30-6:00pm Drilling 5553'-5609'. 6:00-12:00am Drilling 5609'-5625'. 12:00-6:30am Drilling 5625'-5707'. Circulate and take wire line survey.

Day 35. 6/16/99. Current Depth: 5891'. Present Operations: Drilling at 5891'. Drilled in 24 hrs: 184'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-7:30am Taking wire line survey. 7:30-11:00am Drilling 5707'-5737'. 11:00-6:00pm Drilling 5737'-5799' (5:00-5:30pm De-Air pump). 6:00-9:00pm Drilling 5799'-5822'. 9:00-7:00am Drilling 5822'-5891'.

Day 36. 6/17/99. Current Depth: 6050'. Present Operations: Drilling at 6050'. Drilled in 24 hrs: 159'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drill 5891'-5924'. 11:00-3:00pm Drill 5924'-5930'. 3:00-3:20pm Drill/ 5930'-5933'. Survey at 5910' 1/4°. 4:00-9:00pm Drill 5933'-5983'. Work on pumps. 9:40-12:00am Drill 5983'-6000'. 12:00-7:00am Drill 6000'-6050'. Estimated Carmel top at 5942'.

Day 37. 6/18/99. Current Depth: 6204'. Present Operations: Drilling at 6204'. Drilled in 24 hrs: 154'. Drilled from 5448' to present with 8-3/4" Smith F35 Bit #11. 7:00-11:00am Drill 6050'-6075'. 11:00-4:00pm Drill 6075'-6107'. 4:00-8:00pm Drill 6107'-6139'. 8:00-12:30am 6139'-6169'. 12:30-1:00am Service Rig. 1:00-7:00am Drill 6169'-6204'.

Day 38. 6/19/99. Current Depth: 6300'. Present Operations: Drilling at 6300'. Drilled in 24 hrs: 96'. Drilled from 5448'-6267' with 8-3/4" Smith f35 Bit #11. Drilled from 6267' to present with 8-3/4" Smith F-4 Bit #12. 7:00-7:30am Drill 6204'-6210'. Service Rig. 8:00am-2:30pm Drill 6210'-6261'. Pump Slug and Drop Survey. 3:00-6:00pm TOOH w/bit #11. Change bit rih w/8-3/4 f4 bit #12 and change collars. 8:00-9:00pm cut 130' drill line. 9:00-11:00pm finish TIH. 11:00-12:00am kally up and ream 60' to bottom. 12:00am-4:30am Drill 6271'-6292'. 4:30-5:00am take survey at 6250' 1-3/4. 5:00-5:30am drilling 6292'-6295'. 5:30-6:00am service rig. 6:00-7:00am drilling 6295'-6300'. 12:30-1:00am Service Rig.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 9

Day 39. 6/20/99. Current Depth 6500'. Present Operations: Drilling at 6500'. Drilled in 24 hrs: 200'. Drilled from 6267' to present with 8-3/4" smith F-4 bit #12. 7:00am-9:00am drilling 6300'-6324'. 9:00am-2:30pm drilling 6324'-6340'. 2:30-4:30pm drill 6340'-6386'. 4:30-11:00 drill 6386'-6430'. 11:00pm-2:00am drill 6430'-6449'. 2:00am-7:00am drill 6449'-6500'.

Day 40. 6/21/99. Current Depth 6736'. Present Operations: Drilling at 6736'. Drilled in 24 hrs: 236'. Drilled from 6267' to present with 8-3/4" smith f4 bit #12. 7:00-8:30am drill 6500'-6512'. Service Rig. Safety Meeting. 9:00am-1:00pm drill 6512-6549. 1:00pm-1:20am drill 6549'-6649'. 1:20-3:00am drill 6649'-6700' (Drilling Break). 3:00-7:00am 6700'-6736'.

Day 41. 6/22/99. Current Depth 7009'. Present Operations: Drilling at 7009'. Drilled in 24 hrs: 273'. Drilled from 6267' to Present with 8-3/4" smith F4 Bit #12. 7:00AM to 11:30AM drill 6736' to 6789'. Wire line survey at 6746' (7 degree reading was and error- bad tool) 12:00PM to 1:00PM drill 6789' to 6798'. Wire line survey at 6756' of 1 degree. 1:30PM to 6:00PM drill 6798' to 6838'. 6:00PM to 10:30PM drill 6838' to 6915'. Service Rig. 11:00PM to 4:00AM drill 6915' to 6979'. 4:00AM to 7:00AM drill 6979' to 7009'.

Day 42. 6/23/99. Current Depth 7198'. Present Operations: Drilling at 7198'. Drilled in 24 hrs: 189'. Drilled from 6267' to present with 8-3/4" smith f4 bit #12. 7:00AM to 10:30AM drill 7009' to 7035'. Lost pump pressure, pumped flag. Set kelly back, open fill up line, work pipe rams. POOH for hole in drill pipe. Found on 34th stand. Lay down 2 bent jts and 1 with hole. Kelly up and check pressure. TIH, kelly up, wash to bottom, PU jts. 3:00PM to 6:00PM drill 7035' to 7054'. 6:00PM to 3:00AM drill 7054' to 7164'. Service rig. 3:30AM to 7:00AM drill 7164' to 7198'.

Day 43. 6/24/99. Current Depth 7344'. Present Operations: Drilling at 7344'. Drilled in 24 hrs: 146'. Drilled from 6267' to present with 8-3/4" Smith F4 Bit #12. 7:00AM to 10:00AM drilled 7198' to 7226'. 10:00AM to 3:00PM drilled 7226' to 7258'. 3:00 to 10:00PM drilled 7258' to 7290'. 10:00PM to 3:00AM 7290' to 7318'. 3:00 to 7:00AM 7318' to 7344'.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 10

Day 44. 6/25/99. Current Depth 7405'. Current Operations: Drilling at 7405'. Drilled in 24 hrs: 61'. Drilled from 6267' to 7358' with 8-3/4" Smith f4 Bit #12. Drilled from 7358' to present with 8-3/4" Smith f4 Bit #13. 7:00AM to 9:30AM drill 7344' to 7358'. Pump P.U to TOO. Pull bit. POOH. Switch bits (run new Smith F4) RIH with new bit. Wash and ream 105' to bottom. 9:00PM to 10:30PM drill 7358' to 7361'. Lost pump pressure. Pump flag. POOH looking for hole in pipe. Found on 11th stand. TIH. 12:00AM to 3:00AM drill 7361' to 7380'. 3:00AM to 7:00AM drill 7380' to 7405'.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

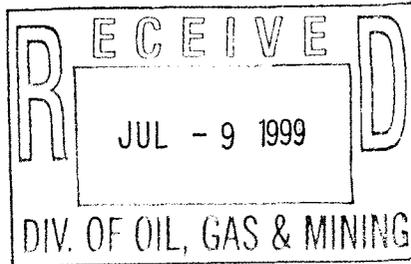
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: Water Disposal		5. Lease Designation and Serial Number: Patented
2. Name of Operator: River Gas Corporation		6. If Indian, Allottee or Tribe Name: N/A
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (435)637-8876		7. Unit Agreement Name: N/A
4. Location of Well Footages: 162' FNL, 1557' FEL County: Carbon QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M State: UTAH		8. Well Name and Number: RGC D-10
		9. API Well Number: 43-007-30520
		10. Field or Pool, or Wildcat: undesignated

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

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

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

See attached



CONFIDENTIAL

ORIGINAL

13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 7/2/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28, T15S, R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION: 6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 9

Day 39. 6/20/99. Current Depth 6500'. Present Operations: Drilling at 6500'. Drilled in 24 hrs: 200'. Drilled from 6267' to present with 8-3/4" smith F-4 bit #12. 7:00am-9:00am drilling 6300'-6324'. 9:00am-2:30pm drilling 6324'-6340'. 2:30-4:30pm drill 6340'-6386'. 4:30-11:00 drill 6386'-6430'. 11:00pm-2:00am drill 6430'-6449'. 2:00am-7:00am drill 6449'-6500'.

Day 40. 6/21/99. Current Depth 6736'. Present Operations: Drilling at 6736'. Drilled in 24 hrs: 236'. Drilled from 6267' to present with 8-3/4" smith f4 bit #12. 7:00-8:30am drill 6500'-6512'. Service Rig. Safety Meeting. 9:00am-1:00pm drill 6512-6549. 1:00pm-1:20am drill 6549'-6649'. 1:20-3:00am drill 6649'-6700' (Drilling Break). 3:00-7:00am 6700'-6736'.

Day 41. 6/22/99. Current Depth 7009'. Present Operations: Drilling at 7009'. Drilled in 24 hrs: 273'. Drilled from 6267' to Present with 8-3/4" smith F4 Bit #12. 7:00AM to 11:30AM drill 6736' to 6789'. Wire line survey at 6746' (7 degree reading was and error- bad tool) 12:00PM to 1:00PM drill 6789' to 6798'. Wire line survey at 6756' of 1 degree. 1:30PM to 6:00PM drill 6798' to 6838'. 6:00PM to 10:30PM drill 6838' to 6915'. Service Rig. 11:00PM to 4:00AM drill 6915' to 6979'. 4:00AM to 7:00AM drill 6979' to 7009'.

Day 42. 6/23/99. Current Depth 7198'. Present Operations: Drilling at 7198'. Drilled in 24 hrs: 189'. Drilled from 6267' to present with 8-3/4" smith f4 bit #12. 7:00AM to 10:30AM drill 7009' to 7035'. Lost pump pressure, pumped flag. Set kelly back, open fill up line, work pipe rams. POOH for hole in drill pipe. Found on 34th stand. Lay down 2 bent jts and 1 with hole. Kelly up and check pressure. TIH, kelly up, wash to bottom, PU jts. 3:00PM to 6:00PM drill 7035' to 7054'. 6:00PM to 3:00AM drill 7054' to 7164'. Service rig. 3:30AM to 7:00AM drill 7164' to 7198'.

Day 43. 6/24/99. Current Depth 7344'. Present Operations: Drilling at 7344'. Drilled in 24 hrs: 146'. Drilled from 6267' to present with 8-3/4" Smith F4 Bit #12. 7:00AM to 10:00AM drilled 7198' to 7226'. 10:00AM to 3:00PM drilled 7226' to 7258'. 3:00 to 10:00PM drilled 7258' to 7290'. 10:00PM to 3:00AM 7290' to 7318'. 3:00 to 7:00AM 7318' to 7344'.

DAILY WELL REPORT

River Gas Corporation

RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 10

Day 44. 6/25/99. Current Depth 7405'. Current Operations: Drilling at 7405'. Drilled in 24 hrs: 61'. Drilled from 6267' to 7358' with 8-3/4" Smith f4 Bit #12. Drilled from 7358' to present with 8-3/4" Smith f4 Bit #13. 7:00AM to 9:30AM drill 7344' to 7358'. Pump P.U to TOOH. Pull bit. POOH. Switch bits (run new Smith F4) RIH with new bit. Wash and ream 105' to bottom. 9:00PM to 10:30PM drill 7358' to 7361'. Lost pump pressure. Pump flag. POOH looking for hole in pipe. Found on 11th stand. TIH. 12:00AM to 3:00AM drill 7361' to 7380'. 3:00AM to 7:00AM drill 7380' to 7405'.

Day 45. 6/26/99. Current Depth 7542'. Current Operations: Drilling at 7542'. Drilled in 24 hrs: 137'. Drilled from 7358' to present with 8-3/4" Smith F4 Bit #13. 7:00AM to 1:30PM drilled 7405' to 7446'. Service rig. 2:00PM to 6:00PM drill 7446' to 7474'. 6:00PM to 6:00AM drill 7474' to 7535'. 6:00AM to 7:00AM drill 7535' to 7542'.

Day 46. 6/27/99. Current Depth 7550'. Current Operations: Logging Well. Drilled in 24 hrs: 8'. Drilled from 7358' to 7550' with 8-3/4" Smith F4 Bit #13. 7:00AM to 9:00AM drill 7542' to 7550'. **TD at 9:00AM 6/26/99 at 7550'**. Circulate on bottom. Short trip-15 stds. Circulate and condition hole. Short trip-10 stds. Circulate and condition mud. POOH for loggers. RU D. Schlumberger and log.

Day 47. 6/28/99. Current Depth 7550'. Current Operations: Laying down drill collars. Logging and RD Schlumberger. TIH to condition. Wash and ream 38ft to bottom. No fill. Circulate and condition mud. POOH. Laying down drill pipe. Lay down drill collars.

Day 48. 6/29/99. Present Operations: Setting Slips. RU to run 7" csg. Run 7" csg. to 7544.18'. Hook up circulating head and circulate mud. RU Dowell cementing trucks. Cement 1st stage. Circulate mud (No cement seen). Cement 2nd stage. RD Dowell. Begin breaking down rig. Set slips.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:

Patented

SUNDRY NOTICES AND REPORTS ON WELLS

6. If Indian, Allottee or Tribe Name:

N/A

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

7. Unit Agreement Name:

N/A

1. Type of Well: OIL GAS OTHER: Water Disposal

8. Well Name and Number:

RGC D-10

2. Name of Operator:

River Gas Corporation

9. API Well Number:

43-007-30520

3. Address and Telephone Number:

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

10. Field or Pool, or Wildcat:

undesignated

4. Location of Well

Footages:

162' FNL, 1557' FEL

County: Carbon

QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M

State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

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

Date of work completion _____

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

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

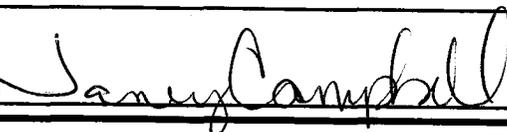
See attached

CONFIDENTIAL

ORIGINAL

13.

Name & Signature: Janey Campbell



Title: Administrative Assistant

Date: 7/26/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 11

Day 50. 7/15/99. RU Swivel. Drill out cement and DU tool. Circulate clean. PU rest of tubing and TIH. Tag at 7154' (350' from float collar). RU swivel and drill 20' and drop through bridge. TIH to 7488' (15' from collar). Circulate hole clean. POOH with tubing and collar. Change out valve on hand. Nipple up spool and BOP and SDFN.

Day 51. 7/16/99. RIH with 6-1/8" casing scraper and bit. Tag at 7488'. Circulate hole with fresh water. POOH with tubing and scraper. RU loggers and bond log well. Note: (Everything is off of 10.4 K.B.).

Day 52. 7/17/99. RU Schlumberger to perforate. 4 spf @ 90° phase shot. 7250-7264, 7102-7190, 7060-7072, 7030-7042, 6988-7014, 6841-6970, 6815-6829, 6800-6810, 6750-6780, 6729-6740, 6650-6710. Rig down perforators and SDFN.

Day 53. 7/18/99. TIH with plug, Packer and tubing. Set plug and packer, test to 900'. Okay. RIH and set plug at 6730', packer at 6635'. RU swab line, swab well 14 runs. Retrieved 95bbbls took samples on last run. Weight on fluid 8.8. Move packer and plug. Set plug at 7230'. Set packer at 7082'. Swab well, made 9 runs. Retrieved 52bbbls fluid. Caught sample on last run, weight 8.8 SDFN.

Day 54. 7/19/99. Set packer at 7082', plug at 7300'. RU dowell. Do acid job on first zone. PU plug and packer, reset packer at 6790', plug at 7082'. Acidize 2nd zone. PU packer and plug. Set packer at 6650', plug at 6719'. Acidize zone. RD dowell. POOH with tubing and packer. Laying tbg down on trailer. Nipple down BOP N/up master valve. SDFN.

7/20/99. RU Dowell. FI stop rate test. Write down workover. Do stop rate test. RD Dowell and SDFN ½ BBL minute (30 minutes).

ISIP 32#	ISIP 375#	Shut in pressure afte test
5 min 18#	5" 146#	ISIP467#
10" 14#	10" 50#	5 min 343#
75" 9#	15" 0	10 min 256#
20" 5#	20 0	15 min #
25" 0#		20 min #
30" 0#		25 min #
		30 min #

For step rate see report.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
Patented

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

7. Unit Agreement Name:
N/A

8. Well Name and Number:
RGC D-10

9. API Well Number:
43-007-30520

10. Field or Pool, or Wildcat:
undesignated

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER: Water Disposal

2. Name of Operator: River Gas Corporation

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

4. Location of Well
Footages: 162' FNL, 1557' FEL
County: Carbon
QQ, Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M
State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

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

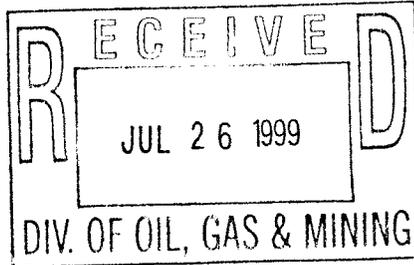
Date of work completion _____
Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

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

See attached

CONFIDENTIAL

ORIGINAL



13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 7/16/99

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 10

Day 44. 6/25/99. Current Depth 7405'. Current Operations: Drilling at 7405'. Drilled in 24 hrs: 61'. Drilled from 6267' to 7358' with 8-3/4" Smith f4 Bit #12. Drilled from 7358' to present with 8-3/4" Smith f4 Bit #13. 7:00AM to 9:30AM drill 7344' to 7358'. Pump P.U to TOOH. Pull bit. POOH. Switch bits (run new Smith F4) RIH with new bit. Wash and ream 105' to bottom. 9:00PM to 10:30PM drill 7358' to 7361'. Lost pump pressure. Pump flag. POOH looking for hole in pipe. Found on 11th stand. TIH. 12:00AM to 3:00AM drill 7361' to 7380'. 3:00AM to 7:00AM drill 7380' to 7405'.

Day 45. 6/26/99. Current Depth 7542'. Current Operations: Drilling at 7542'. Drilled in 24 hrs: 137'. Drilled from 7358' to present with 8-3/4" Smith F4 Bit #13. 7:00AM to 1:30PM drilled 7405' to 7446'. Service rig. 2:00PM to 6:00PM drill 7446' to 7474'. 6:00PM to 6:00AM drill 7474' to 7535'. 6:00AM to 7:00AM drill 7535' to 7542'.

Day 46. 6/27/99. Current Depth 7550'. Current Operations: Logging Well. Drilled in 24 hrs: 8'. Drilled from 7358' to 7550' with 8-3/4" Smith F4 Bit #13. 7:00AM to 9:00AM drill 7542' to 7550'. **TD at 9:00AM 6/26/99 at 7550'**. Circulate on bottom. Short trip-15 stds. Circulate and condition hole. Short trip-10 stds. Circulate and condition mud. POOH for loggers. RU D. Schlumberger and log.

Day 47. 6/28/99. Current Depth 7550'. Current Operations: Laying down drill collars. Logging and RD Schlumberger. TIH to condition. Wash and ream 38ft to bottom. No fill. Circulate and condition mud. POOH. Laying down drill pipe. Lay down drill collars.

Day 48. 6/29/99. Present Operations: Setting Slips. RU to run 7" csg. Run 7" csg. to 7544.18'. Hook up circulating head and circulate mud. RU Dowell cementing trucks. Cement 1st stage. Circulate mud (No cement seen). Cement 2nd stage. RD Dowell. Begin breaking down rig. Set slips.

Day 49. 7/13/99. Prep location. Move workover rig on location. Spot and shut down for night.

Day 50. 7/14/99. Finish RU. NU BOP and set pump and tank. PU 6-1/8" bit- 3- 3-1/8" drill collars and TIH. Ran in slow. Tubing collars catching on lip. Tag fill at 5961' (15' fill above DU tool). RU power swivel. Not working. Shut in for the night.

DAILY WELL REPORT

River Gas Corporation
RGC D-10
162' FNL, 1557' FEL
NW/4, NE/4, Sec.28,T15S,R9E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:6186'
API# 43-007-30520
DRILLING CONTRACTOR: Beeman Drilling. Rig#30

PAGE 11

Day 50. 7/15/99. RU Swivel. Drill out cement and DU tool. Circulate clean. PU rest of tubing and TIH. Tag at 7154' (350' from float collar). RU swivel and drill 20' and drop through bridge. TIH to 7488' (15' from collar). Circulate hole clean. POOH with tubing and collar. Change out valve on hand. Nipple up spool and BOP and SDFN.

Day 51. 7/16/99. RIH with 6-1/8" casing scraper and bit. Tag at 7488'. Circulate hole with fresh water. POOH with tubing and scraper. RU loggers and bond log well. Note: (Everything is off of 10.4 K.B.).

ANALYSIS OF THE STEP
RATE TEST IN WELL D-10
AT DRUNKARD'S WASH

PREPARED FOR:

RIVER GAS CORPORATION
511 ENERGY CENTER BLVD.
NORTHPORT, ALABAMA 35476

PREPARED BY:

MICHAEL W. CONWAY
STIM-LAB, INC.
7406 NORTH HWY 81
DUNCAN, OKLAHOMA 73534

P.O. NUMBER: VERBAL/JOHN HOLLINGSHEAD
FILE NUMBER: SL 5205

AUGUST 6, 1999

ALL INTERPRETATIONS ARE OPINIONS BASED ON INFERENCES FROM SAMPLES AND LOGS WHICH WERE SUPPLIED. WE CANNOT, AND DO NOT, GUARANTEE THE ACCURACY OR CORRECTNESS OF ANY INTERPRETATIONS, AND WE SHALL NOT, EXCEPT IN THE CASE OF GROSS OR WILLFUL NEGLIGENCE ON OUR PART, BE LIABLE OR RESPONSIBLE FOR ANY LOSS, COSTS, DAMAGES OR EXPENSES INCURRED OR SUSTAINED BY ANYONE RESULTING FROM ANY INTERPRETATION MADE BY ANY OF OUR OFFICERS, AGENTS OR EMPLOYEES. THESE INTERPRETATIONS ARE ALSO SUBJECT TO OUR GENERAL TERMS AND CONDITIONS AS SET OUT IN OUR CURRENT PRICE SCHEDULE.



A Core Laboratories Company

ANALYSIS OF THE STEP RATE INJECTION TEST CONDUCTED IN WELL D-10 AT DRUNKARDS WASH

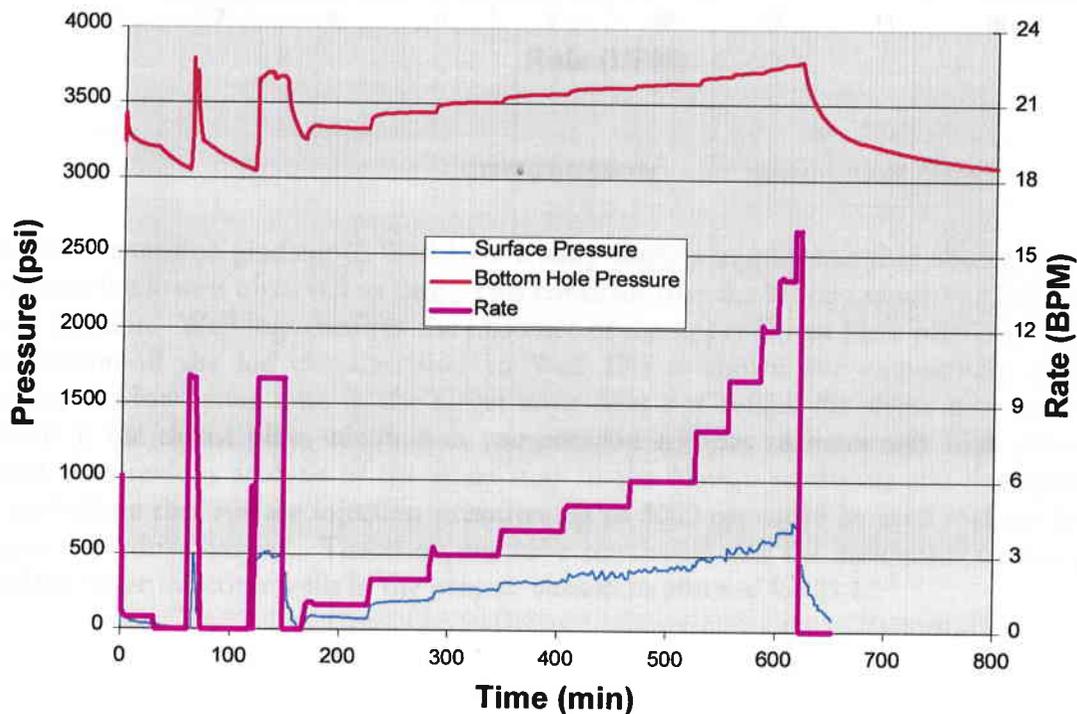
Well D-10 was completed in July 1999 and a step rate test was conducted on July 19, 1999 to determine the fracture parting pressure in the Navajo sandstone. Both the Navajo and Wingate sandstones were opened through perforations at the depths shown in Table 1.

Table 1 - Perforation Placement in Well D-10

6650-6710
6729-6740
6750-6780
6800-6810
6815-6829
6841-6970
6988-7014
7030-7042
7060-7072
7102-7190
7250-7264

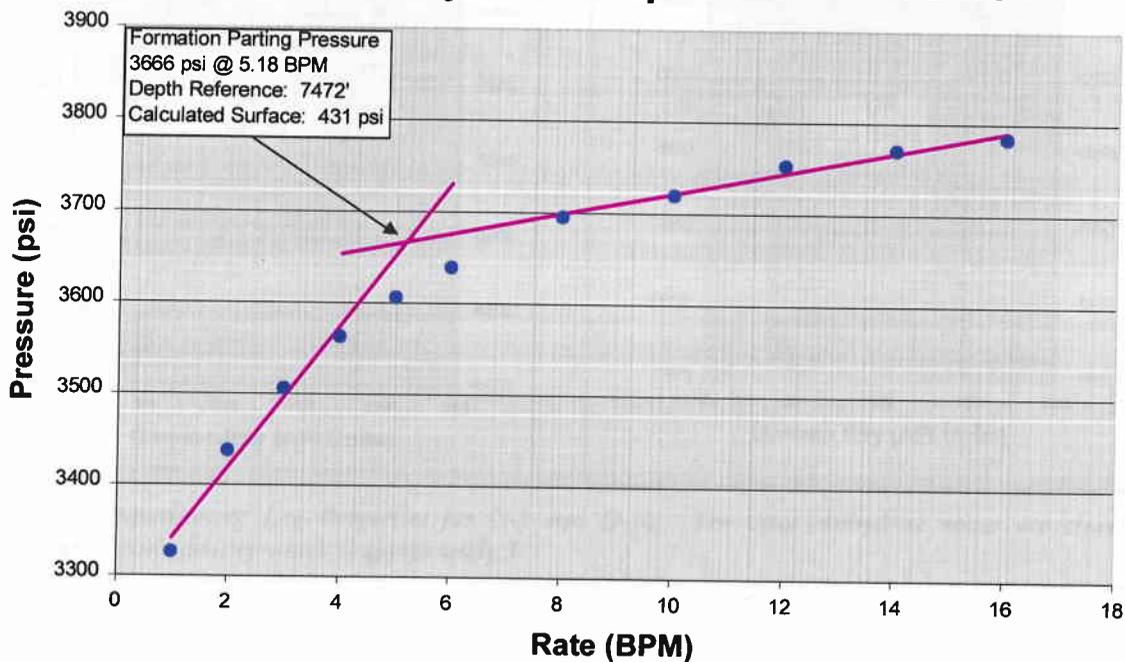
The well was acidized in three stages by setting a packer and bridge plug to isolate: 7082-7300', 6790-7082' and 6630-6790 ft. A total of 2650 barrels of water was then injected in a short high rate breakdown injection test and a step rate test. The surface data from the injection phase is shown in Figure 1. The rates were varied from about 1 to a maximum of 16 BPM. After the short injection at 10 BPM and shut-in, the step rate test was started at 1 BPM. At that rate, the pressure declined because the leak-off rate was greater than the injection rate. The surface pressure appears unstable because the surface gauge only had about 4 psi resolution and the data was recorded every 2 minutes.

Figure 1. Step Rate Test in D-10 in Drunkards Wash



The initial pressure was 2796 psi at a gauge depth of 7472'. This is an initial pore pressure gradient of 0.375 which is the same gradient seen in Well D-3. The analysis of the pressure data from the upper gauge shows a fracture extension pressure of 3666 psi which is a gradient of 0.49 psi/ft. The traditional rate-pressure plot is given in Figure 2.

Figure 2: Analysis of Step Rate Test in D-10



CONCLUSION

The fracture extension gradient in Well D-10 is only slightly higher than that observed in Well D-5 which was the lowest observed to date. This confirms that the Navajo sandstone is in tension at this well location. Well logs confirm the existence of the upper thrust plate previously described. A comparison of the log characteristics to Well D-3 is shown for comparison in figure 3. Therefore, the low stress state in the target zone does not reflect the stress state in the upper anhydrite in the thrust plate which is in compression and has an extremely high *in-situ* stress. Based on the previous analysis of the stress state in the Navajo sandstone and the upper thrust plate, we believe that surface injection pressures up to 3000 psi could be used without breaching the upper anhydrite barrier. Therefore, we have concluded that the maximum surface pressure allowed for other injection wells in the project should be allowed for D-10.

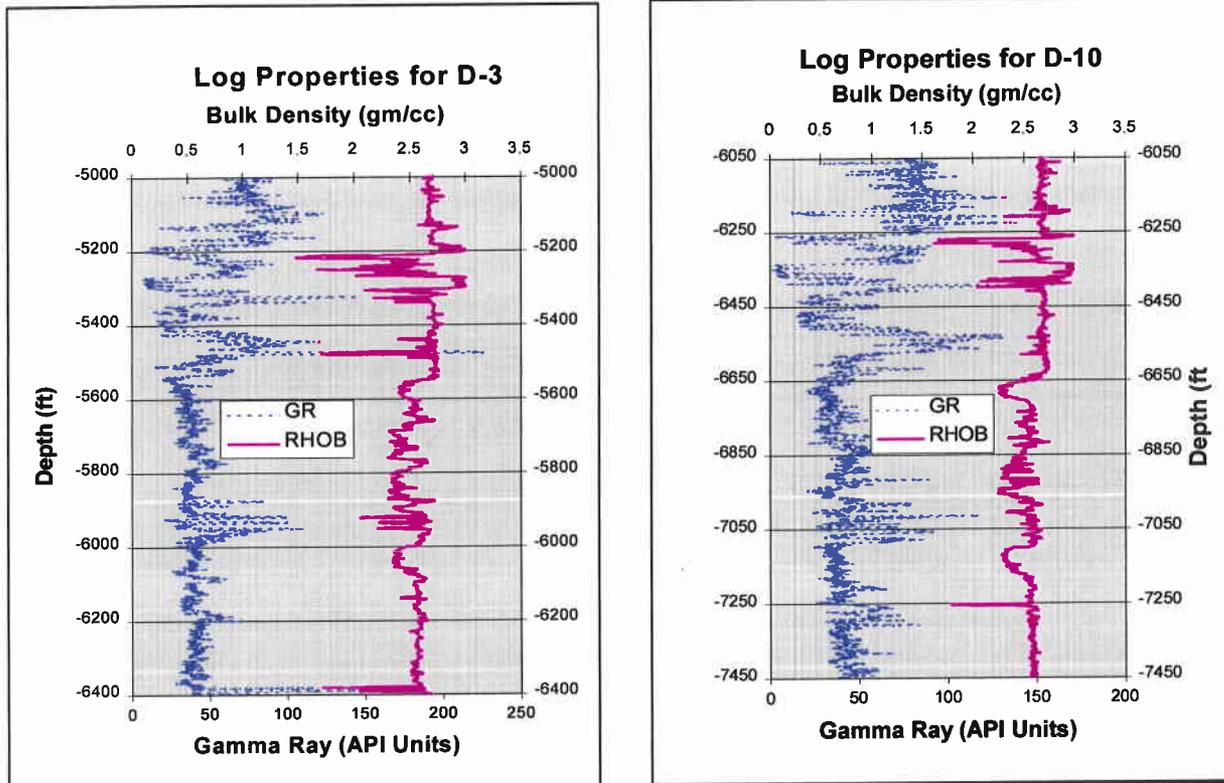


Figure 3 Comparison of Log Properties for D-3 and D-10. The three Anhydrite zones are clearly recognized by their density which is approximately 3

Michael W. Conway

August 6, 1999



UIC-245.1

RIVER GAS CORPORATION

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

August 4, 1999

Mr. Gil Hunt
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite
Post Office Box 145801
Salt Lake City, Utah 84114-5801

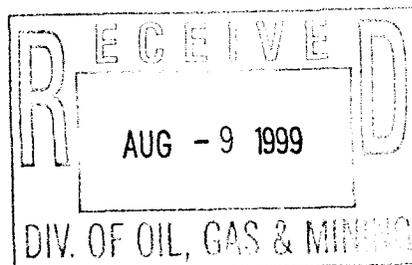
SEND COPY OF NOTICE TO
MARATHON

RE: Application for Injection
NW/4 NE/4 Section 28,
T15S, R9E, SLB&M, Ca

Dear Mr. Hunt:

Enclosed is the original of the *Application for Injection Well* for the above named well. Included with the UIC Form 1 is the following information:

- Exhibit "A" - Survey Plat of the Proposed Well Site;
- Exhibit "B" - Maps Depicting Nearby Wells and Land Ownership;
- Exhibit "C" - Statement Regarding Logs Performed on the Well;
- Exhibit "D" - Description of the Casing Program;
- Exhibit "E" - Description of the Fluid Types;
- Exhibit "F" - Statement of the Injection Pressures;
- Exhibit "G" - Statement of Geologic and Hydrologic Data;
- Exhibit "H" - Statement of Affidavit;



CONFIDENTIAL

COPY



UIC-245.1

RIVER GAS CORPORATION

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

August 4, 1999

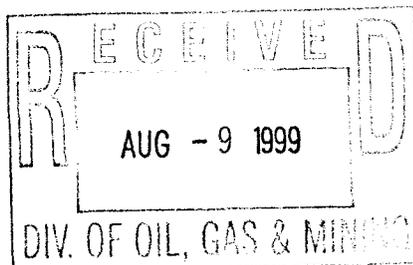
Mr. Gil Hunt
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Post Office Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Injection Well – RGC D-10
NW/4 NE/4 Section 28,
T15S, R9E, SLB&M, Carbon County Utah

Dear Mr. Hunt:

Enclosed is the original of the *Application for Injection Well* for the above named well. Included with the UIC Form 1 is the following information:

- Exhibit "A" - Survey Plat of the Proposed Well Site;
- Exhibit "B" - Maps Depicting Nearby Wells and Land Ownership;
- Exhibit "C" - Statement Regarding Logs Performed on the Well;
- Exhibit "D" - Description of the Casing Program;
- Exhibit "E" - Description of the Fluid Types;
- Exhibit "F" - Statement of the Injection Pressures;
- Exhibit "G" - Statement of Geologic and Hydrologic Data;
- Exhibit "H" - Statement of Affidavit;



CONFIDENTIAL

COPY

Thank you for your thoughtful consideration of this application. Please feel free to contact me if you have any questions or find any deficiencies.

Sincerely,

Don S. Hamilton

Don S. Hamilton
Permit Specialist

cc: Mr. John Baza, UDOGM
Mr. Chuck Snure, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mrs. Tammie Butts, RGC
Mr. Joey Stephenson, RGC
Mr. John Hollingshead, RGC
RGC Well File - RGC D-10

APPLICATION FOR INJECTION WELL - UIC FORM 1

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

Well name and number: RGCD-10
Field or Unit name: undesignated Lease no. Patented
Well location: QQ NW/NE section 28 township 15 range 9 county Carbon

Is this application for expansion of an existing project?.. Yes No
Will the proposed well be used for: Enhanced Recovery? ... Yes No
Disposal? Yes No
Storage? Yes No
Is this application for a new well to be drilled?..... Yes No
If this application is for an existing well,
has a casing test been performed on the well?..... Yes No
Date of test: n/a API Number: 43-007-30520

Proposed injection interval: from 6650' to 7264'
Proposed maximum injection: rate 14,400 Bbpd pressure 2,000 psig
Proposed injection zone contains oil, gas, and/or fresh water within 1/2 mile of the well.

IMPORTANT: Additional information as required by R615-5-2 should accompany this form.

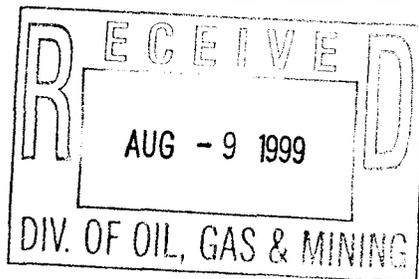
List of Attachments: See Cover Letter

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

Name Don S. Hamilton Signature Don S. Hamilton
Title Permit Specialist Date August 4, 1999
Phone No. (435) 637-8876

(State use only)
Application approved by _____ Title _____
Approval Date _____

Comments:



CONFIDENTIAL

COPY

Township 15 South

Range 9 East

N89°55'W - 5287.9' (Recorded)

N00°11'E - 2636.7' (Recorded)

N00°32'W - 2666.4' (Recorded)

NW Corner

NE Corner

162.26'

1557.42'

Drill hole D-10
Elevation 6186.1'

N00°42'W - 2645.9' (Recorded)

28

North - 2683.6' (Recorded)

N89°40'W - 2657.2' (Recorded)

N89°31'W - 2649.2' (Recorded)

LEGEND:

● Drill Hole Location

⊕ Found Section Corner Monumented w/ Brass Cap unless indicated otherwise.

○ Section Corner searched for but not found



SCALE:

250' 0' 500' 1000'

Location

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

Basis Of Elevation:

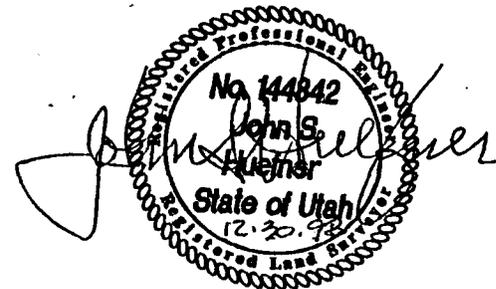
Basis of Elevation of 6137' as indicated in the NE Corner of Section 28, Township 16 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Poison Spring Bench Quadrangle 7.5 Minute Series Map.

Description of Well Point

Proposed Drill Hole located in the NW 1/4 NE 1/4 of Section 28; 162.26' South and 1557.42' West from the NE Corner of Section 28, T16S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

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



DRAWN BY:	P. BOYLEN
CHECKED BY:	L.W.J.
DATE:	12/24/88
SCALE:	1"=1000'
JOB NO.:	440
DRAWING NO.:	A-1
SHEET:	1 of 4

Castle Valley

3200 South 125 West
Price, Utah 84501
(801) 637-9300
FAX (801) 637-2833

River Gas Corporation
Well# D-10
Section 28, T15S, R9E, S.L.B.&M.
Carbon County, Utah

Section Line

Existing Road

Cut 10.4'

Cut 10.4'

Cut 0.9'

Fill 2.7'

Fill 2.9'

470'

6200

6195

6190

6185

10x10' Pit

315'

200'

Cut 9.4'

Cut 1.9'

Fill 4.4'



Elevation Graded Ground at Location Stake = 6186.5'
Elevation Ungraded Ground at Location Stake = 6186.0'

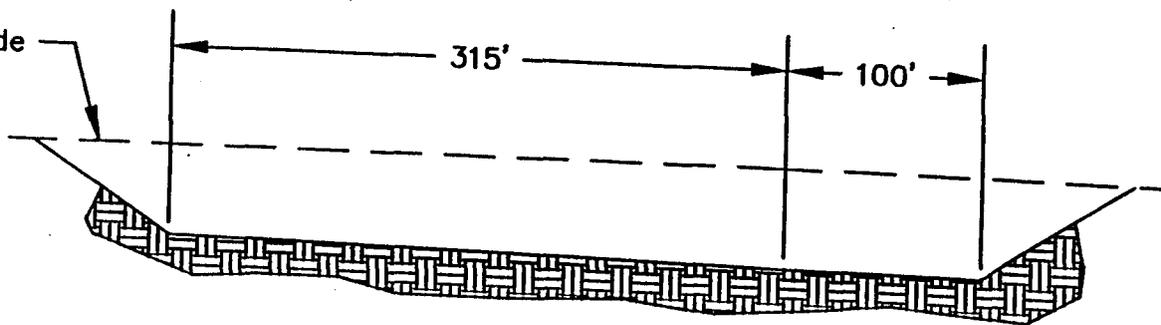
DESIGNED BY	P. BOYLEN
CHECKED BY	L.W.J.
DATE	12/28/98
SCALE	1"=100'
SHEET NO.	440
TOTAL SHEETS	4
A-2	
SHEET 2 OF 4	

Castle Valley
 3224 South 125 West
 P.O. Box 81581
 (801) 637-6300
 FAX (801) 637-2333

River Gas Corporation
 Location Layout
 Section 28, T15S, R9E, S.L.B.&M.
 Well# D-10

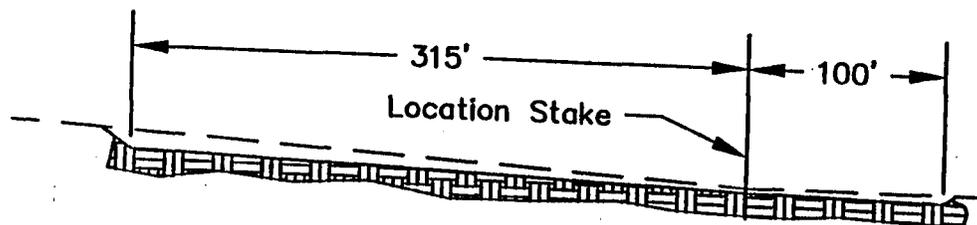
Preconstruction Grade

1"=20'
X-Section
Scale
1"=100'

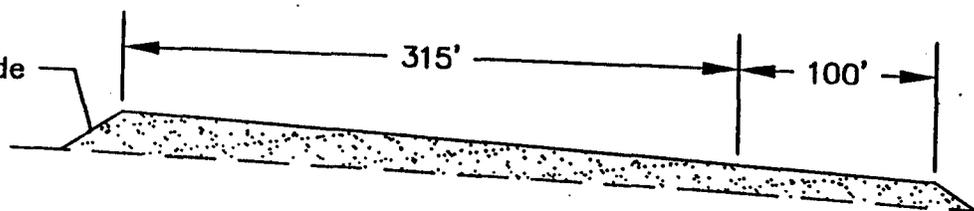


Slope = 1 1/2 : 1

315'
Location Stake



Final Grade



APPROXIMATE YARDAGES

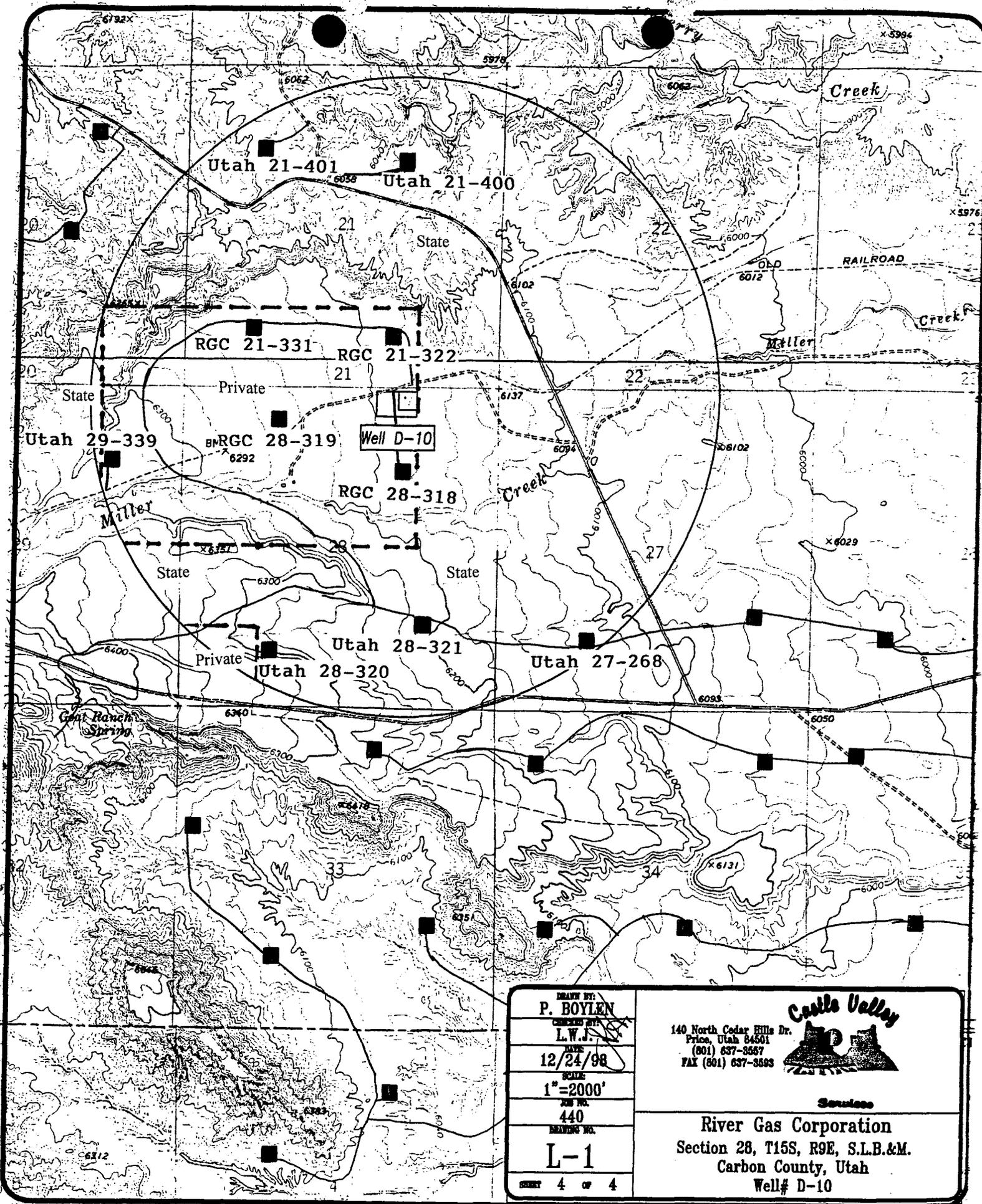
CUT	
(6") Topsoil Stripping	= 5,200.0 Cu. Yds.
Remaining Location	= 41,766.6 Cu. Yds.
TOTAL CUT	= 46,966.6 Cu. Yds.
TOTAL FILL	= 5,264.6 Cu. Yds.

DRAWN BY
P. BOYLEN
 CHECKED BY
L.W.J.
 DATE
12/28/98
 SCALE
1"=100'
 JOB NO.
440
 DRAWING NO.
C-1
 SHEET **3** OF **4**

2205 South 125 West
 Price, Utah 84501
 (801) 637-8300
 FAX (801) 637-2833



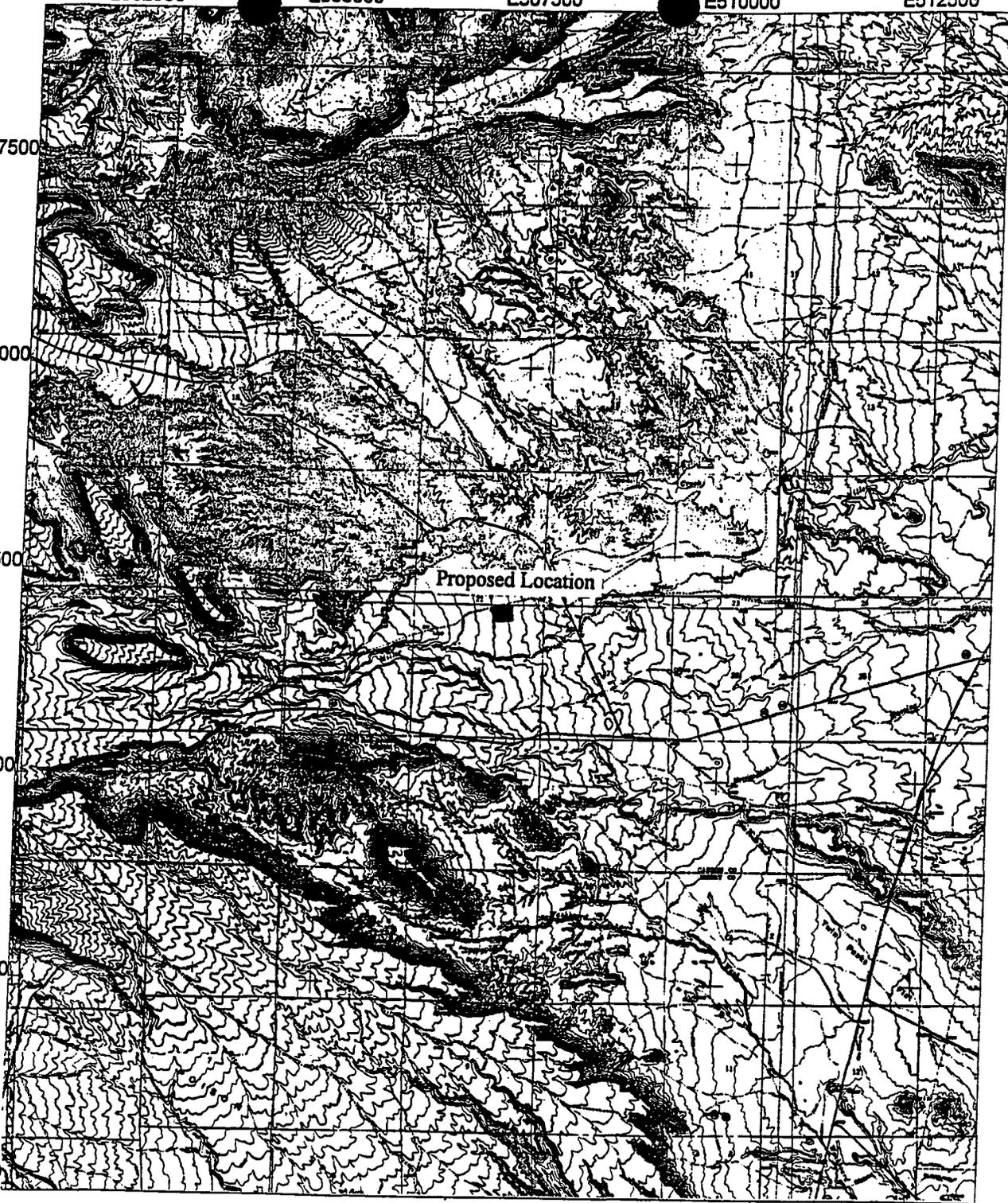
River Gas Corporation
 Typical Cross Sections
 Section 28, T15S, R9E, S.L.B.&M.
 Well # D-10



DRAWN BY: P. BOYLEN <small>CHECKED BY:</small> L.W.J. DATE: 12/24/98 SCALE: 1"=2000' JOB NO. 440 DRAWING NO. L-1	 140 North Cedar Hills Dr. Price, Utah 84501 (801) 637-3657 FAX (801) 637-3693 Source River Gas Corporation Section 28, T15S, R9E, S.L.B.&M. Carbon County, Utah Well# D-10
SHEET 4 OF 4	

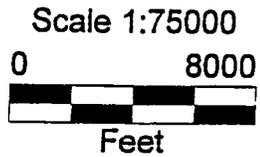
E502500 E505000 E507500 E510000 E512500

N4377500
N4375000
N4372500
N4370000
N4367500
N4365000



RGC D-10

Universal Transverse Mercator
North 12
NAD83 (Conus)



1/6/1999
Pathfinder Office™

Statement Regarding Logs Performed on the Well

Logs compiled on the RGC D-10 well have been previously submitted, or will be submitted to your office in the future.

Description of the Casing Program

Conductor Casing Description:

20" 93#/ft, H-40, ST&C SMLS, installed from 0' to 43'
landed 2 joints of casing at 43'

Surface Casing Description:

13-3/8" 48#/ft, H-40 ST&C SMLS, installed from 43' to 435'
410 sacks Class G, 2% CaCl + 1/4 lb. Per sack D-29
15#/gal. Density and 1.15 cu.ft./sack yield (displaced 57.5 bbls. water).
(circulated 13 bbls. of cement to the surface).
Landed 9 joints of casing at 411.34'.

Intermediate Casing Description:

9-5/8" 36#/ft, K-55 LT&C SMLS, installed from 411.34' to 3520'
325 sacks lead 50/50 Poz (12.5#/gal. Density and 1.92 cu.ft./sack yield)
8% gel, 10% D44, 1/4 lb. Per sack D-29, 2% S-1
150 sacks tail 10-1 RFC (14.2#/gal, 1.61 cu.ft./sack)
(displaced 265.8 bbls. of water)
(circulated 4 bbls. of cement to the surface).
Landed 82 joints of casing at 3422.45'
Casing shoe installed (1.55' long) at 3424.00'

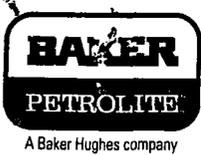
Production Casing Description

7" 26#/ft, J-55 installed from 0' to 7544.18'
70 sacks 50/50 POZ (12.5#/gal. Density and 1.92 cu.ft./ sack yield)
8% D-20, 10% D-449bwow0, 1/4 lb. Per sack D-29
175 sacks "G" + 2% S-1, 1/4 lb. Per sack D-29 (15.8#/gal. Density and 1.15 cu.ft./
sack yield)
85 sacks 10-1 RFC (14.2#/gal. Density and 1.61 cu.ft./ sack yield)
160 sacks HILIST (11.2#/gal and 3.9 cu.ft./sack)
700 sacks LITECRETE (10.7#/gal and 1.85 cu.ft./sack)

<u>Joint</u>	<u>Description</u>	<u>Length</u>	<u>G.L</u>
1	7" Float Shoe	1.35'	7544.18'
1	7" 26# J-55	37.84'	7542.83'
1	7" Float Collar	1.20'	7504.99'
37	7" 26# J-55	1525.23'	7503.79'
1	7" 2 Stage Cementing Collar	2.23'	5978.56
147	7" 26# J-55	5976.33'	0.'

Description of Fluid Types

Water Analysis compiled on the RGC D-10 well will be submitted to your office when they become available.



Water Analysis Report by Baker Petrolite

RIVER GAS
DRUNKARDS WASH
WELL #D-1

Account Manager
SCOTT HARBISON

Summary			Analysis of Sample 23719 @ 75°F					
Sampling Date	6/22/99	Analyst JOANNA RAGAN	Anions			Cations		
Analysis Date	7/2/99		Chloride	3228	91.1	Sodium	3562	155
			Bicarbonate	4261	69.8	Magnesium	26.0	2.14
			Carbonate	0.00	0.00	Calcium	47.0	2.35
TDS (mg/l or g/m ³)	11200		Sulfate	5.00	0.10	Strontium	11.0	0.25
Density (g/cm ³ or tonne/m ³)	1.008		Phosphate	N/A	N/A	Barium	22.0	0.32
Anion/Cation Ratio	1.00		Borate	N/A	N/A	Iron	2.00	0.07
			Silicate	N/A	N/A	Potassium	36.0	0.92
Carbon Dioxide						Aluminum	N/A	N/A
Oxygen						Chromium	N/A	N/A
						Copper	N/A	N/A
			pH at time of sampling			Lead	N/A	N/A
			pH at time of analysis		7.88	Manganese	N/A	N/A
			pH used in Calculations		7.88	Nickel	N/A	N/A

Conditions		Values Calculated at the Given Conditions - Amounts of Scale in lb/1000bbl										
Temp.	Gauge Press.	Calcite		Gypsum		Anhydrite		Celestite		Barite		CO ₂ Press.
		CaCO ₃		CaSO ₄ · 2H ₂ O		CaSO ₄		SrSO ₄		BaSO ₄		
°F	psi	Index	Amount	Index	Amount	Index	Amount	Index	Amount	Index	Amount	psi
80	0.	1.18	36.9	-3.77		-3.84		-2.62		0.80	3.32	0.67
100	0.	1.21	37.4	-3.81		-3.81		-2.60		0.65	2.99	1.03
120	0.	1.25	37.8	-3.83		-3.75		-2.58		0.52	2.64	1.53
140	0.	1.29	38.2	-3.84		-3.67		-2.55		0.42	2.30	2.22

Note 1: When assessing the severity of the scale problem, both the saturation index (SI) and amount of scale must be considered.
 Note 2: Precipitation of each scale is considered separately. Total scale will be less than the sum of the amounts of the five scales.
 Note 3: The reported CO₂ pressure is actually the calculated CO₂ fugacity. It is usually nearly the same as the CO₂ partial pressure.

Statement of the Injection Pressures

The proposed average and maximum injection pressures will be submitted to your office when they become available.

Statement of Geologic and Hydrologic Data

All available geologic and hydrologic data have been previously submitted or will be submitted to your office in the future.

Statement of Affidavit

An affidavit certifying that a copy of the application has been provided to all owners within a one-half mile radius is currently being prepared and will be submitted to your office in the future.



RIVER GAS CORPORATION

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

August 4, 1999

Mr. Gil Hunt
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Post Office Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Injection Well – RGC D-10
NW/4 NE/4 Section 28,
T15S, R9E, SLB&M, Carbon County Utah

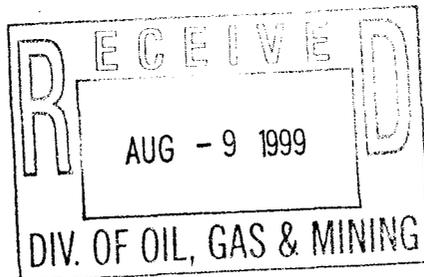
Dear Mr. Hunt:

Enclosed is the original of the *Application for Injection Well* for the above named well. Included with the UIC Form 1 is the following information:

- Exhibit "A" - Survey Plat of the Proposed Well Site;
- Exhibit "B" - Maps Depicting Nearby Wells and Land Ownership;
- Exhibit "C" - Statement Regarding Logs Performed on the Well;
- Exhibit "D" - Description of the Casing Program;
- Exhibit "E" - Description of the Fluid Types;
- Exhibit "F" - Statement of the Injection Pressures;
- Exhibit "G" - Statement of Geologic and Hydrologic Data;
- Exhibit "H" - Statement of Affidavit;

CONFIDENTIAL

ORIGINAL



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

Sincerely,

Don S. Hamilton

Don S. Hamilton
Permit Specialist

cc: Mr. John Baza, UDOGM
Mr. Chuck Snure, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mrs. Tammie Butts, RGC
Mr. Joey Stephenson, RGC
Mr. John Hollingshead, RGC
RGC Well File - RGC D-10

APPLICATION FOR INJECTION WELL - UIC FORM 1

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

Well name and number: RGCD-10
Field or Unit name: undesignated Lease no. Patented
Well location: QQ NW/NE section 28 township 15 range 9 county Carbon

Is this application for expansion of an existing project?.. Yes No
Will the proposed well be used for: Enhanced Recovery? ... Yes No
Disposal? Yes No
Storage? Yes No
Is this application for a new well to be drilled?..... Yes No
If this application is for an existing well,
has a casing test been performed on the well?..... Yes No
Date of test: n/a API Number: 43-007-30520

Proposed injection interval: from 6650' to 7264'
Proposed maximum injection: rate 14,400 Bbpd pressure 2,000 psig
Proposed injection zone contains oil, gas, and/or fresh water within 1/2 mile of the well.

IMPORTANT: Additional information as required by R615-5-2 should accompany this form.

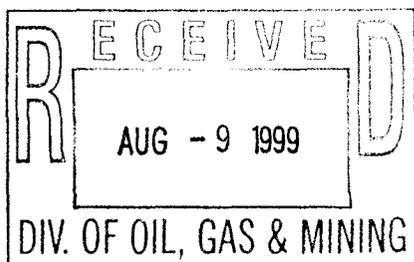
List of Attachments: See Cover Letter

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

Name Don S. Hamilton Signature Don S. Hamilton
Title Permit Specialist Date August 4, 1999
Phone No. (435) 637-8876

(State use only)
Application approved by _____ Title _____
Approval Date _____

Comments:



CONFIDENTIAL

ORIGINAL

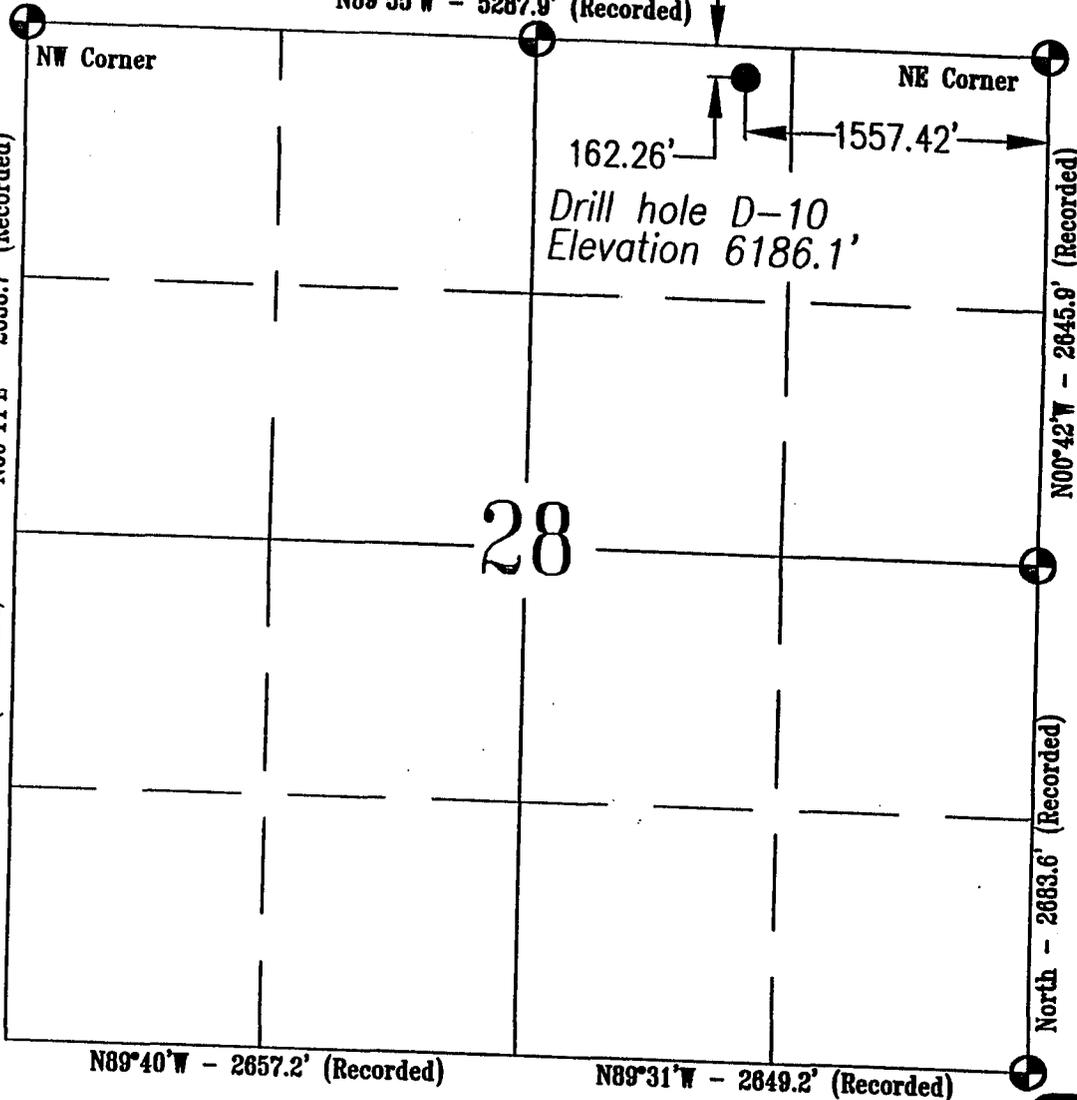
Range 9 East

N89°55'W - 5287.9' (Recorded)

Township 15 South

N00°11'E - 2636.7' (Recorded)

N00°32'W - 2666.4' (Recorded)



N89°40'W - 2657.2' (Recorded)

N89°31'W - 2649.2' (Recorded)

N00°42'W - 2645.9' (Recorded)

North - 2663.6' (Recorded)

Location

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

Basis Of Elevation:

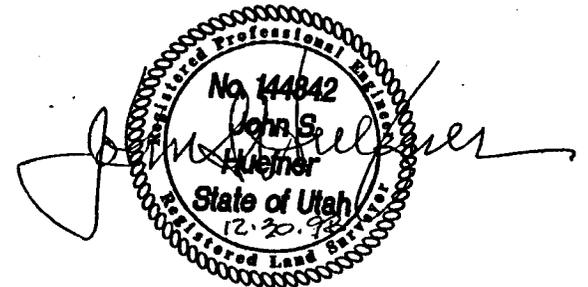
Basis of Elevation of 6137' as indicated in the NE Corner of Section 28, Township 16 South, Range 9 East, Salt Lake Base and Meridian, as shown on the Poison Spring Bench Quadrangle 7.5 Minute Series Map.

Description of Well Point

Proposed Drill Hole located in the NW 1/4 NE 1/4 of Section 28; 162.26' South and 1557.42' West from the NE Corner of Section 28, T16S, R9E, Salt Lake Base & Meridian.

Surveyor's Certificate:

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

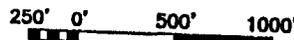


LEGEND:

- Drill Hole Location
- ⊕ Found Section Corner Monumented w/ Brass Cap unless indicated otherwise.
- Section Corner searched for but not found



SCALE:

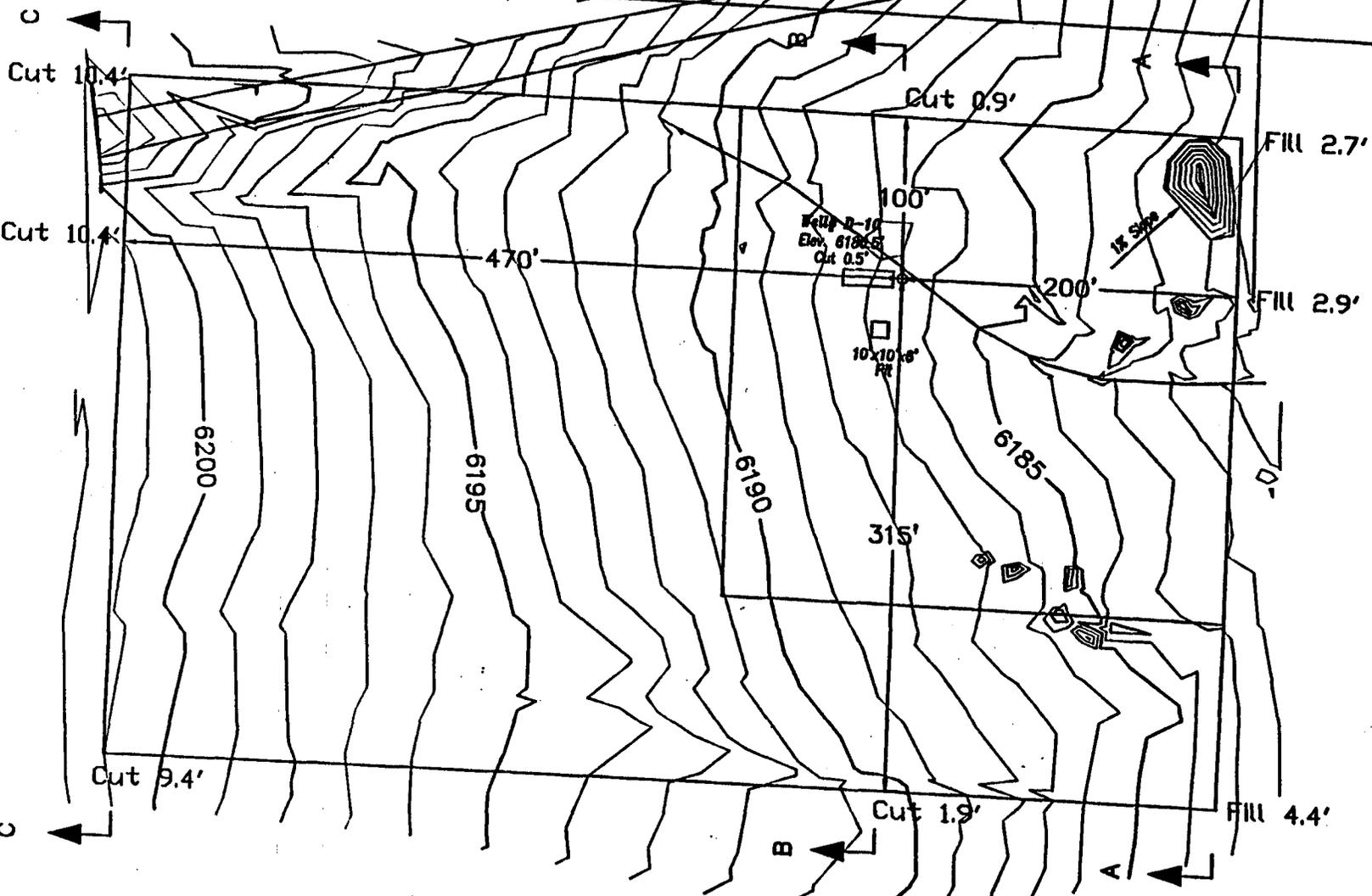


DRAWN BY: P. BOYLEN	
CHECKED BY: L.W.J.	
DATE: 12/24/98	3288 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833
SCALE: 1"=1000'	
JOB NO. 440	
DRAWING NO. A-1	River Gas Corporation Well # D-10 Section 28, T15S, R9E, S.L.B.&M. Carbon County, Utah
SHEET 1 of 4	Sewless

Exhibit "A" of 3

Section Line

Existing Road



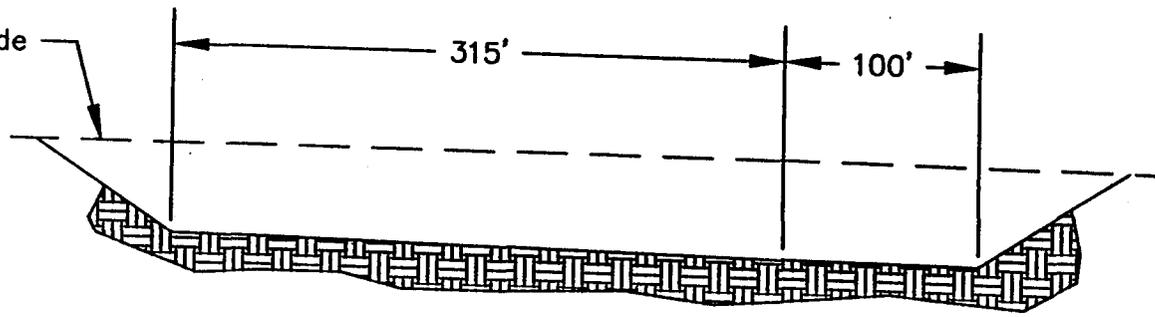
Elevation Graded Ground at Location Stake = 6186.5'
 Elevation Ungraded Ground at Location Stake = 6186.0'

DRAWN BY	P. BOYLEN
CHECKED BY	L.W.J.A.
DATE	12/28/98
SCALE	1"=100'
JOB NO.	440
REVISION NO.	A-2
SHEET	2 of 4

Castle Valley
 2225 South 125 West
 P.O. Box 84501
 (801) 637-9300
 FAX (801) 637-2833

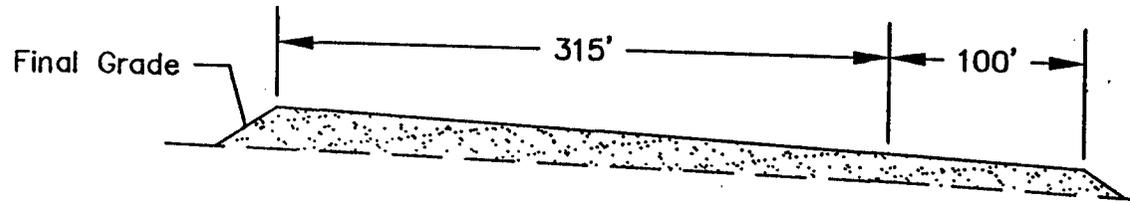
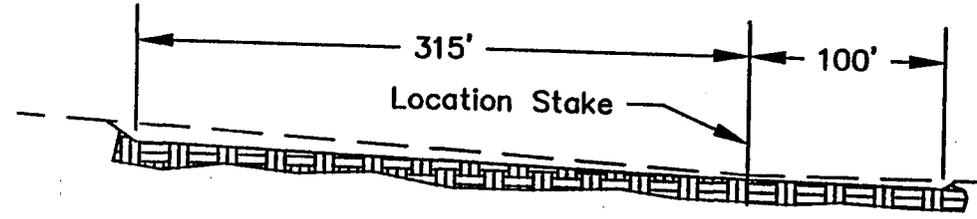
River Gas Corporation
 Location Layout
 Section 28, T15S, R9E, S.L.B.&M.
 Well# D-10

Preconstruction Grade



1"=20'
X-Section Scale
1"=100'

Slope = 1 1/2 : 1



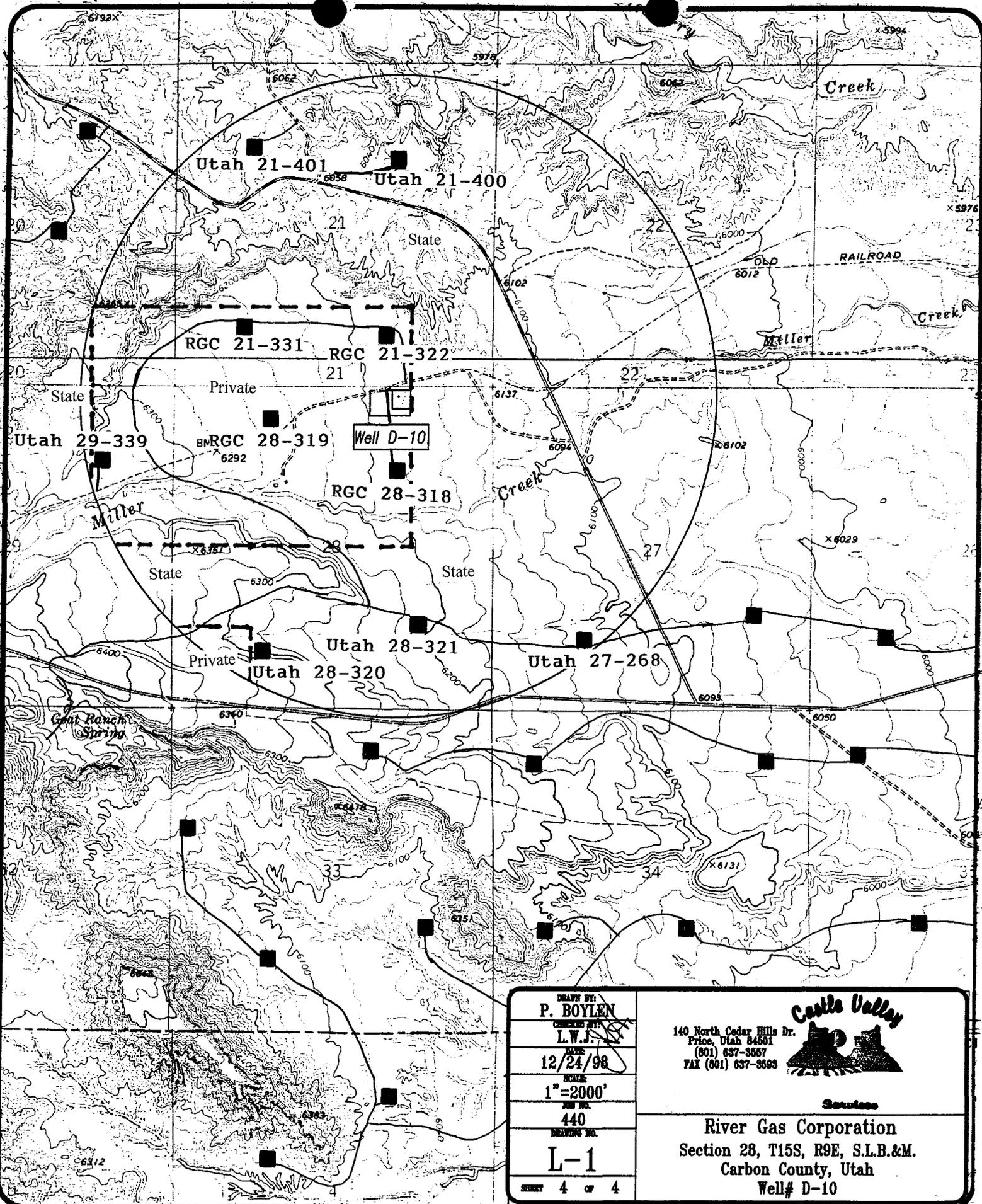
APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 5,200.0 Cu. Yds.
Remaining Location	= 41,766.6 Cu. Yds.
TOTAL CUT	= 46,966.6 Cu. Yds.
TOTAL FILL	= 5,264.6 Cu. Yds.

DRAWN BY:
P. BOYLEN
 CHECKED BY:
 L.W.J.
 DATE:
 12/28/98
 SCALE:
 1"=100'
 JOB NO.
 440
 DRAWING NO.
C-1
 SHEET 3 OF 4

3209 South 125 West
 Price, Utah 84501
 (801) 637-9300
 FAX (801) 637-2633

River Gas Corporation
 Typical Cross Sections
 Section 28, T15S, R9E, S.L.B.&M.
 Well# D-10

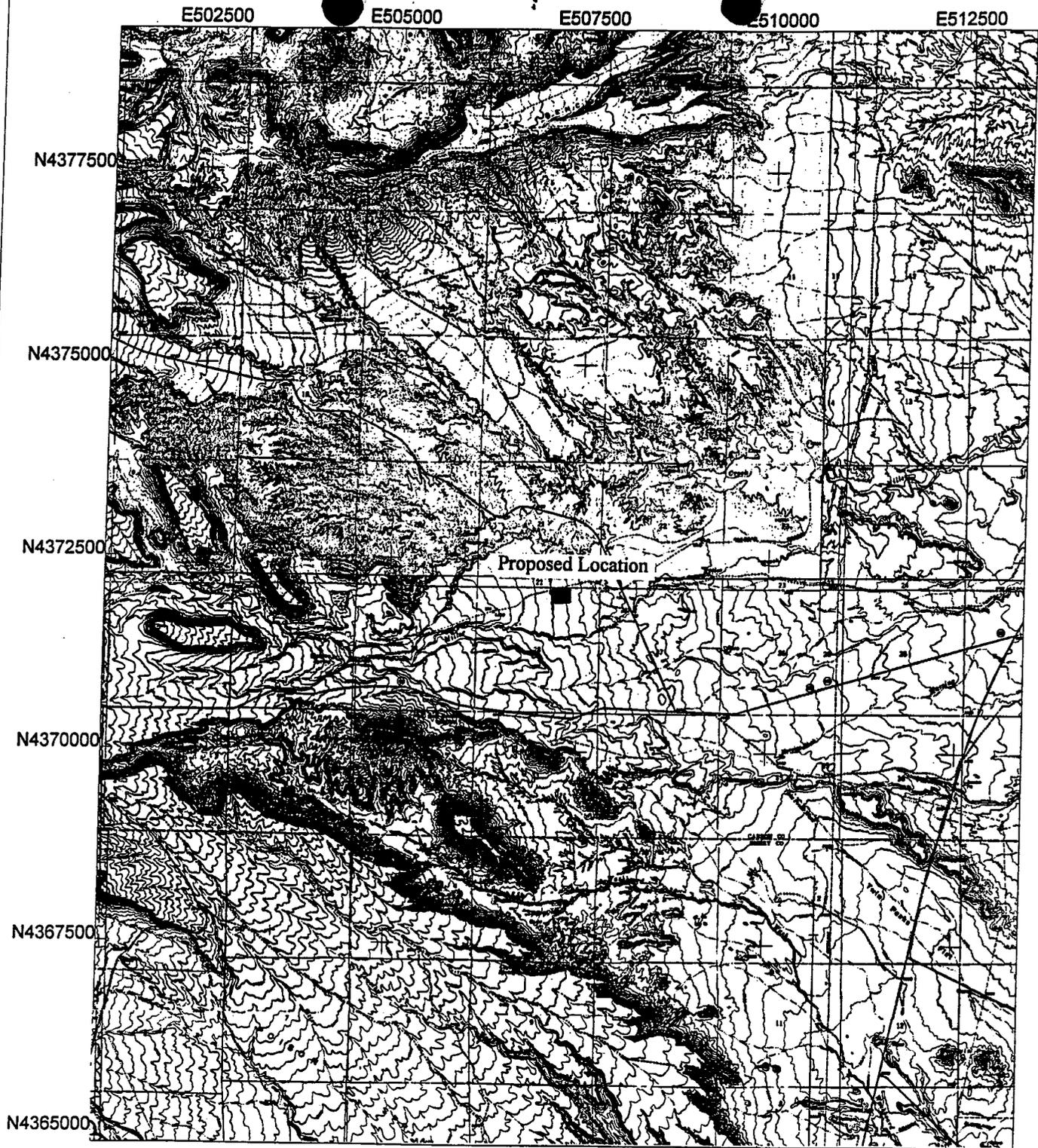


DRAWN BY:
P. BOYLEN
 CHECKED BY:
L.W.J.
 DATE:
12/24/98
 SCALE:
1"=2000'
 JOB NO.
440
 DRAWING NO.
L-1
 SHEET **4** OF **4**

Castle Valley

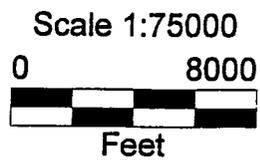
 140 North Cedar Hills Dr.
 Price, Utah 84501
 (801) 637-3557
 FAX (801) 637-3593

Sewless
River Gas Corporation
 Section 28, T15S, R9E, S.L.B.&M.
 Carbon County, Utah
 Well# D-10



RGC D-10

Universal Transverse Mercator
North 12
NAD83 (Conus)



1/6/1999
Pathfinder Office™

Statement Regarding Logs Performed on the Well

Logs compiled on the RGC D-10 well have been previously submitted, or will be submitted to your office in the future.

Description of the Casing Program

Conductor Casing Description:

20" 93#/ft, H-40, ST&C SMLS, installed from 0' to 43'
landed 2 joints of casing at 43'

Surface Casing Description:

13-3/8" 48#/ft, H-40 ST&C SMLS, installed from 43' to 435'
410 sacks Class G, 2% CaCl + 1/4 lb. Per sack D-29
15#/gal. Density and 1.15 cu.ft./sack yield (displaced 57.5 bbls. water).
(circulated 13 bbls. of cement to the surface).
Landed 9 joints of casing at 411.34'.

Intermediate Casing Description:

9-5/8" 36#/ft, K-55 LT&C SMLS, installed from 411.34' to 3520'
325 sacks lead 50/50 Poz (12.5#/gal. Density and 1.92 cu.ft./sack yield)
8% gel, 10% D44, 1/4 lb. Per sack D-29, 2% S-1
150 sacks tail 10-1 RFC (14.2#/gal, 1.61 cu.ft./sack)
(displaced 265.8 bbls. of water)
(circulated 4 bbls. of cement to the surface).
Landed 82 joints of casing at 3422.45'
Casing shoe installed (1.55' long) at 3424.00'

Production Casing Description

7" 26#/ft, J-55 installed from 0' to 7544.18'
70 sacks 50/50 POZ (12.5#/gal. Density and 1.92 cu.ft./ sack yield)
8% D-20, 10% D-449bwow0, 1/4 lb. Per sack D-29
175 sacks "G" + 2% S-1, 1/4 lb. Per sack D-29 (15.8#/gal. Density and 1.15 cu.ft./
sack yield)
85 sacks 10-1 RFC (14.2#/gal. Density and 1.61 cu.ft./ sack yield)
160 sacks HILIST (11.2#/gal and 3.9 cu.ft./sack)
700 sacks LITECRETE (10.7#/gal and 1.85 cu.ft./sack)

<u>Joint</u>	<u>Description</u>	<u>Length</u>	<u>G.L</u>
1	7" Float Shoe	1.35'	7544.18'
1	7" 26# J-55	37.84'	7542.83'
1	7" Float Collar	1.20'	7504.99'
37	7" 26# J-55	1525.23'	7503.79'
1	7" 2 Stage Cementing Collar	2.23'	5978.56
147	7" 26# J-55	5976.33'	0.'

Description of Fluid Types

Water Analysis compiled on the RGC D-10 well will be submitted to your office when they become available.



A Baker Hughes company

Water Analysis Report by Baker Petrolite

RIVER GAS
DRUNKARDS WASH
WELL #D-1

Account Manager
SCOTT HARBISON

Summary		Analysis of Sample 23719 @ 75°F					
Sampling Date	6/22/99	Anions	<i>mg/l</i>	<i>meq/l</i>	Cations	<i>mg/l</i>	<i>meq/l</i>
Analysis Date	7/2/99	Chloride	3228	91.1	Sodium	3562	155
Analyst	JOANNA RAGAN	Bicarbonate	4261	69.8	Magnesium	26.0	2.14
TDS (mg/l or g/m ³)	11200	Carbonate	0.00	0.00	Calcium	47.0	2.35
Density (g/cm ³ or tonne/m ³)	1.008	Sulfate	5.00	0.10	Strontium	11.0	0.25
Anion/Cation Ratio	1.00	Phosphate	N/A	N/A	Barium	22.0	0.32
Carbon Dioxide		Borate	N/A	N/A	Iron	2.00	0.07
Oxygen		Silicate	N/A	N/A	Potassium	36.0	0.92
					Aluminum	N/A	N/A
					Chromium	N/A	N/A
					Copper	N/A	N/A
					Lead	N/A	N/A
		pH at time of sampling			Manganese	N/A	N/A
		pH at time of analysis		7.88	Nickel	N/A	N/A
		pH used in Calculations		7.88			

Conditions		Values Calculated at the Given Conditions - Amounts of Scale in lb/1000bbl										
Temp.	Gauge Press.	Calcite CaCO ₃		Gypsum CaSO ₄ · 2H ₂ O		Anhydrite CaSO ₄		Celestite SrSO ₄		Barite BaSO ₄		CO ₂ Press.
		Index	Amount	Index	Amount	Index	Amount	Index	Amount	Index	Amount	
80	0.	1.18	36.9	-3.77		-3.84		-2.62		0.80	3.32	0.67
100	0.	1.21	37.4	-3.81		-3.81		-2.60		0.65	2.99	1.03
120	0.	1.25	37.8	-3.83		-3.75		-2.58		0.52	2.64	1.53
140	0.	1.29	38.2	-3.84		-3.67		-2.55		0.42	2.30	2.22

Note 1: When assessing the severity of the scale problem, both the saturation index (SI) and amount of scale must be considered.

Note 2: Precipitation of each scale is considered separately. Total scale will be less than the sum of the amounts of the five scales.

Note 3: The reported CO₂ pressure is actually the calculated CO₂ fugacity. It is usually nearly the same as the CO₂ partial pressure.

Statement of the Injection Pressures

The proposed average and maximum injection pressures will be submitted to your office when they become available.

Statement of Geologic and Hydrologic Data

All available geologic and hydrologic data have been previously submitted or will be submitted to your office in the future.

Statement of Affidavit

An affidavit certifying that a copy of the application has been provided to all owners within a one-half mile radius is currently being prepared and will be submitted to your office in the future.



RIVER GAS CORPORATION

511 Energy Center Boulevard
Northport, Alabama 35473
Phone (205) 759-3282
Fax (205) 758-5309

August 11, 1999

Mr. Christopher J. Kierst
State of Utah
Department of Natural Resources
Division of Oil, Gas, & Mining
1594 West North Temple St.
Ste. 1210
Box 145801
Salt Lake City, Ut 84114-5801

Re: D-10 Disposal Well
Carbon County, Utah
API No. 43-007-30520

Dear Mr. Kierst,

The above well is located in Section 28, Township 15 South, Range 9 East (SLB&M). The following data is being submitted as supplemental information as stipulated by the UIC Form 1.

Summary of Events

Please note all open-hole logs were logged off a 10.4 ft. K.B.

On July 13, 1999, a workover rig was rigged up on the D-10 well to perform completion operations. A 6 1/8" bit with 3 each 3 1/8" drill collar were run in the hole to drill out the cement diverting tool located at 5976 feet. After drilling up DV tool, the bit continued down the hole to the target depth of 7488 feet. Prior to reaching the target depth a bridge was encountered. The bridge was drilled out and the bit continued down hole to 7488 feet. The hole was circulated bottoms up. The tubing, collars, and bit was tripped out of the hole and landed. A 6 1/8" casing scraper & bit were nipped up and run in the hole to 7488 feet. Fresh water on location was used to circulate the hole clean.

On July 15, 1999, Halliburton wireline services rigged up and ran a cement bond log from 7476 ft. up inside 9 5/8" surface casing to 3167 ft.. The cement bond looks good above, through, and below Navajo formation. A bond log is enclosed for detailed inspection.

On July 16, 1999, Schlumberger wireline services rigged up and shot the following perforations (4" HEGS gun system, 4 spf, 90 deg. Phased, EH-.42", Pen.- 21.67") through the 7" 26 # K-55 production casing:

6650-6710 60 ft.
 6729-6740 11 ft.
 6750-6780 30 ft.
 6800-6810 10 ft.
 6815-6829 14 ft.
 6841-6970 129ft.
 6988-7014 26 ft.
 7030-7042 12 ft.
 7060-7072 12 ft.
 7102-7190 88 ft.
 7250-7264 14 ft.
 406 ft. x 4spf= 1624 holes

On July 17, 1999, a packer & bridge plug were run in the hole and set at 6635 ft. & 6730 ft. respectively. A total of 14 swab runs were made recovering 95 barrels of fluid. On the last run a sample of the upper Navajo connate water was retrieved, bottled, package on ice, and Fed-Ex'd to Chem-Tech Ford Analytical Labs for analyses. The packer and bridge plug were moved down the hole and set at 7082 ft. & 7230 ft. respectively. A total of 9 runs were made recovering 52 barrels of fluid. On the last run a sample of the Wingate connate water was retrieved, bottled, package on ice, and Fed-Ex'd to Chem-Tech Ford Analytical Labs for analyses.

On July 18, 1999, Dowell performed the following acid breakdown:

<u>Packer</u>	<u>Bridge</u>	<u>Perf Inteval</u>	<u>Acid Amount</u>
7082 ft.	7300 ft.	7102-7264 ft.	600 gallons
6790 ft.	7082 ft.	6800-7072 ft.	1200 gallons
6630 ft.	6790 ft.	6650-6780 ft.	700 gallons

The tubing, packer & bridge plug were pulled out of the hole after the acid breakdown.

Late evening on July 18, 1999, Northern Lights rigged up a slick-line unit. Two tandem quartz memory gauges were soft-set on top of cement PBTD at 7472 ft. (SL Measurement). The shut-in BHP & Temperature prior to conducting the step-rate test were 2796 psi. & 158 deg. F respectively.

On July, 19, 1999, Dowell rigged up to perform a step-rate test to determine the parting pressure of the rock. Approximately 2,284 barrels of 1% KCL fluid was pumped at rates ranging from 1 to 16 bpm.

Upon completing the test, the well was shut-in for approximately seven days to record the fall-off pressures. The attached Stim-Lab report details the results of the step-rate test.

The following details specific points as mandated by the UIC form 1.

Step-Rate Test

Stim-Lab Inc., a Core Laboratories Company, reviewed the data gathered during the July 19, 1999 step-rate test conducted on D-10. The results of their findings determined the fracture parting pressure to 3666 psi. (431 psi. surface) at 5.188 bpm. This corresponds to a pressure gradient of .49 psi/ft..

A comparison of log characteristics of D-10 relative to D-3 was performed. The anhydrite barriers located above the Navajo in D-3

correlated to the D-10 well. This suggests the D-10 well has the same sealing mechanism noticed in the other eight disposal wells active within the Drunkards Wash Project.

Water Analysis of Navajo

Attached are test results from Chemtech-Ford Laboratories of Salt Lake City, Utah. The upper Navajo connate water had a TDS level of 73,600 mg/l. The Wingate connate water had a TDS level of 91,700 mg/l.

Compatibility of Connate Fluids with Injection Fluids

Attached are test results from Stim-Lab Inc. of Duncan, Oklahoma stating that there should be no problems mixing our produced fluids with the connate fluid.

Casing Pressure Test

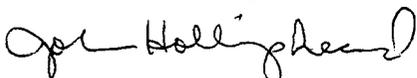
The 7 inch casing was pressure tested to a surface of 1000 psig as witnessed by RGC and Halliburton Wireline personnel. This pressure was held while bond logging the well.

Requested Maximum Injection Pressure

River Gas Corporation respectfully request that the maximum injection pressure be established at 1350 psig. surface. This pressure is consistent with other disposal wells in the area. As discussed earlier, the anhydrite barriers are present in D-10 which should safely provide containment as explained in greater detail in the enclosed Stim-Lab report.

Please contact me at 205-759-3282 should you have any questions pertaining to the above information.

Most Cordially,



John Hollingshead
Reservoir Engineer

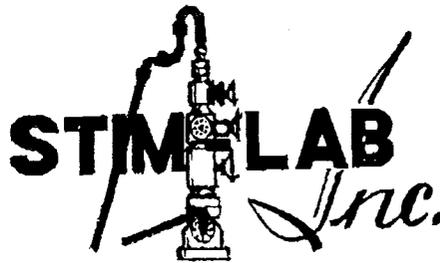


TABLE I		
WATER ANALYSIS OF SUBMITTED SAMPLES		
River Gas Corporation		
Project #SL5604		
Connate & Injection Water Scale Comparison		
Sample	Ratio	mg TSS/L
Connate : D10	75:25	394.0
Connate :D10	50:50	526.0
Connate : D10	25:75	615.0
Injection water alone	100.0	901.0 *
Comments		
Precipitate was not visible after sample stood overnight		
*All waters were filtered prior to running scaling tendency test. TSS (total Suspended solids) of the unfiltered injection waters is shown for comparison. The combination of Connate and injection water displayed a lower concentration of TSS. Therefore, there should not be a problem with combining the two fluids. ?		
** Based on <u>precious</u> similar studies, the solids found in this test are most likely calcium carbonate (CaCO ₃).		

ANALYST Celiste Luman DATE 8/11/99
 STIM-LAB is not currently an EPA or OWRB certified laboratory

A CORE LABORATORIES COMPANY

CHEMTECH-FORD

ANALYTICAL LABORATORIES

Date: 7/29/99

To: River Gas of Utah
attn. John Hollingshead
1305 South 100 East
Price, UT 84501

Group #: 31292
Lab #: 99-U006887
Sample Desc: D-10 Wingate Formation
perfs 7102-7190.
Sample Matrix: WASTE WATER
Date Sampled: 7/17/99
Date Submitted: 7/19/99

Time Sampled: 18:30
Time Received: 15:45

CERTIFICATE OF ANALYSIS

PARAMETER	RESULT	MINIMUM REPORTING		METHOD	ANALYST
		LIMIT (MRL)	DATE ANALYZED		
INORGANIC PARAMETERS					
Alkalinity, as Bicarbonate, mg/L	762	1	7/22/99 9:00	SM 2320B	TSM
Alkalinity, as Carbonate, mg/L	< 2	2	7/22/99 9:00	SM 2320B	TSM
Alkalinity, as Hydroxide, mg/L	< 2	2	7/22/99 9:00	SM 2320B	TSM
Alkalinity, Total (CaCO3), mg/L	625	1	7/22/99 9:00	SM 2320B	TSM
Chloride (D), mg/L	54,000	250	7/22/99 15:30	EPA 325.3	KA
Conductance, Specific, umhos/cm	109,000	1	7/22/99 10:00	EPA 120.1	KA
Resistivity, ohms	9.0	0.1	7/28/99 8:53	Sm18 2510A	KA
pH, units	6.9	0.1	7/19/99 15:00	EPA 150.1	LPS
Specific Gravity, mg/L	1.064	0.005	7/28/99 15:16	EPA 1311	EJB
Sulfate, mg/L	2,990	1000	7/25/99 8:30	EPA 375.4	TSM
Total Dissolved Solids, mg/L	91,700	250	7/26/99 15:15	EPA 160.1	LPS
Calcium (T), as Ca, mg/L	290	0.2	7/22/99 10:32	EPA 200.7	EG
Iron (T), as Fe, mg/L	33	0.02	7/22/99 10:32	EPA 200.7	EG
Magnesium (T), as Mg, mg/L	92	0.2	7/22/99 10:32	EPA 200.7	EG
Sodium (T), as Na, mg/L	29,000	20	7/22/99 10:32	EPA 200.7	EG

Approved By: 
Ron Fuller, Laboratory Director

MRL = Report detection limit

{generic.rpt}

6100 SOUTH STRATLER
SALT LAKE CITY UTAH 84107 6905
801 262 7299 PHONE
801 262 7378 FAX

CHEMTECH-FORD

ANALYTICAL LABORATORIES

Date: 7/29/99

To: River Gas of Utah
 attn. John Hollingshead
 1305 South 100 East
 Price, UT 84501

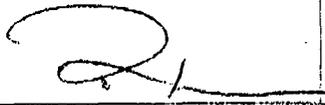
Group #: 31292
 Lab #: 99-U006887
 Sample Desc: D-10 Wingate Formation
 perms 7102-7190.
 Sample Matrix: WASTE WATER
 Date Sampled: 7/17/99
 Date Submitted: 7/19/99

Time Sampled: 18:30
 Time Received: 15:45

CERTIFICATE OF ANALYSIS

PARAMETER	RESULT	MINIMUM REPORTING		METHOD	ANALYST
		LIMIT (MRL)	DATE ANALYZED		
INORGANIC PARAMETERS					
Temperature, Receiving, C	1.0		7/19/99 15:45		CSM

NOTE: Sample received on ice.

Approved By: 

Ron Fuller, Laboratory Director

MRL = Report detection limit

Page 2

{generic.rpt}

6100 SOUTH STRATLER
 SALT LAKE CITY UTAH 84107 6905
 801 262 7299 PHONE
 801 262 7378 FAX

CHEMTECH-FORD

ANALYTICAL LABORATORIES

Date: 7/29/99

To: River Gas of Utah
 attn. John Hollingshead
 1305 South 100 East
 Price, UT 84501

Group #: 31292
 Lab #: 99-U006888
 Sample Desc: D-10 Upper Navaho Form.
 packer @ 6630'
 plug @ 6720'
 perms 6650-6710.
 Sample Matrix: WASTE WATER
 Date Sampled: 7/17/99
 Date Submitted: 7/19/99

Time Sampled: 15:00
 Time Received: 15:45

CERTIFICATE OF ANALYSIS

PARAMETER	RESULT	MINIMUM REPORTING		METHOD	ANALYST
		LIMIT (MRL)	DATE ANALYZED		
INORGANIC PARAMETERS					
Alkalinity, as Bicarbonate, mg/L	782	1	7/22/99 9:00	SM 2320B	TSM
Alkalinity, as Carbonate, mg/L	< 2	2	7/22/99 9:00	SM 2320B	TSM
Alkalinity, as Hydroxide, mg/L	< 2	2	7/22/99 9:00	SM 2320B	TSM
Alkalinity, Total (CaCO ₃), mg/L	641	1	7/22/99 9:00	SM 2320B	TSM
Chloride (D), mg/L	41,700	250	7/22/99 15:30	EPA 325.3	KA
Conductance, Specific, umhos/cm	87,000	1	7/22/99 10:00	EPA 120.1	KA
Resistivity, ohms	11.0	0.1	7/28/99 8:53	Sm18 2510A	KA
pH, units	6.8	0.1	7/19/99 15:00	EPA 150.1	LPS
Specific Gravity, mg/L	1.042	0.005	7/28/99 15:16	EPA 1311	EJB
Sulfate, mg/L	5,880	1000	7/25/99 8:30	EPA 375.4	TSM
Total Dissolved Solids, mg/L	73,600	250	7/26/99 15:15	EPA 160.1	LPS
Calcium (T), as Ca, mg/L	580	0.2	7/22/99 10:32	EPA 200.7	EG
Iron (T), as Fe, mg/L	89	0.02	7/22/99 10:32	EPA 200.7	EG

Approved By: 

Ron Fuller, Laboratory Director

MRL = Report detection limit

Page 3

(generic.rpt)

6100 SOUTH STRATLER
 SALT LAKE CITY UTAH 84107 6906
 801 262 7299 PHONE
 801 262 7378 FAX

CHEMTECH-FORD

ANALYTICAL LABORATORIES

Date: 7/29/99

To: River Gas of Utah
attn. John Hollingshead
1305 South 100 East
Price, UT 84501

Group #: 31292
Lab #: 99-U006888
Sample Desc: D-10 Upper Navaho Form.
packer @ 6630'
plug @ 6720'
perfs 6650-6710.
Sample Matrix: WASTE WATER
Date Sampled: 7/17/99
Date Submitted: 7/19/99

Time Sampled: 15:00
Time Received: 15:45

CERTIFICATE OF ANALYSIS

PARAMETER	RESULT	MINIMUM REPORTING		METHOD	ANALYST
		LIMIT (MRL)	DATE ANALYZED		
INORGANIC PARAMETERS					
Magnesium (T), as Mg, mg/L	150	0.2	7/22/99 10:32	EPA 200.7	EG
Sodium (T), as Na, mg/L	22,000	20	7/22/99 10:32	EPA 200.7	EG
Temperature, Receiving, C	2.0		7/19/99 15:45		CSM

NOTE: Sample received on ice.

Approved By: _____



Ron Fuller, Laboratory Director

MRL = Report detection limit

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:

Patented

SUNDRY NOTICES AND REPORTS ON WELLS

6. If Indian, Allottee or Tribe Name:

N/A

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

7. Unit Agreement Name:

N/A

1. Type of Well: OIL GAS OTHER: Water Disposal

8. Well Name and Number:

RGC D-10

2. Name of Operator:

River Gas Corporation

9. API Well Number:

43-007-30520

3. Address and Telephone Number:

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

10. Field or Pool, or Wildcat:

undesignated

4. Location of Well

Footages:

162' FNL, 1557' FEL

County: Carbon

QQ. Sec., T., R., M.: NW/4, NE/4, SEC.28, T15S, R09E, SLB&M

State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

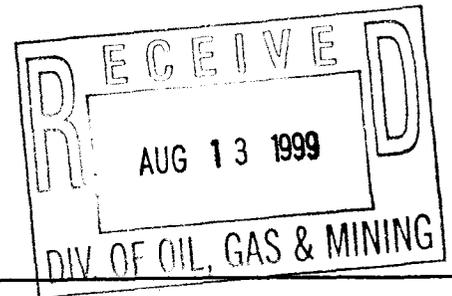
- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Supplement to Form 1 _____
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

Date of work completion _____

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

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

The attached information is supplemental data requested in the UIC Form One.



13

Name & Signature: John Hollingshead *John Hollingshead* Title: Reservoir Engineer Date: August 11, 1999

(This space for state use only)

GEO SCOUT LAND & TITLE COMPANY

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

September 7, 1999

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

Re: *Proposed Disposal Well D-10*
River Gas Corporation
T15S-R9E-SLM, Sec. 28: NWNE
Carbon County, Utah

Dear Mr. Baza:

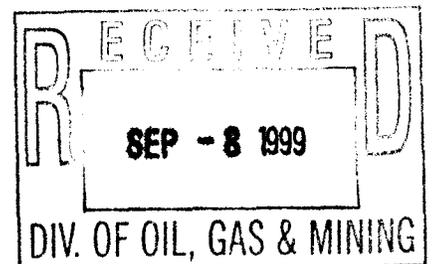
Enclosed are the Affidavits regarding GeoScout Land & Title's records searches and notification of the "owners", "operators" and "surface owners" as required for approval of the captioned Injection Well, pursuant to Utah Admin Code R649-5-1.

This should complete the application paperwork needed for approval. Your prompt attention to this matter is appreciated. If you have any questions, please call.

Sincerely,


Sally M. Sullivan

Enclosures: 4



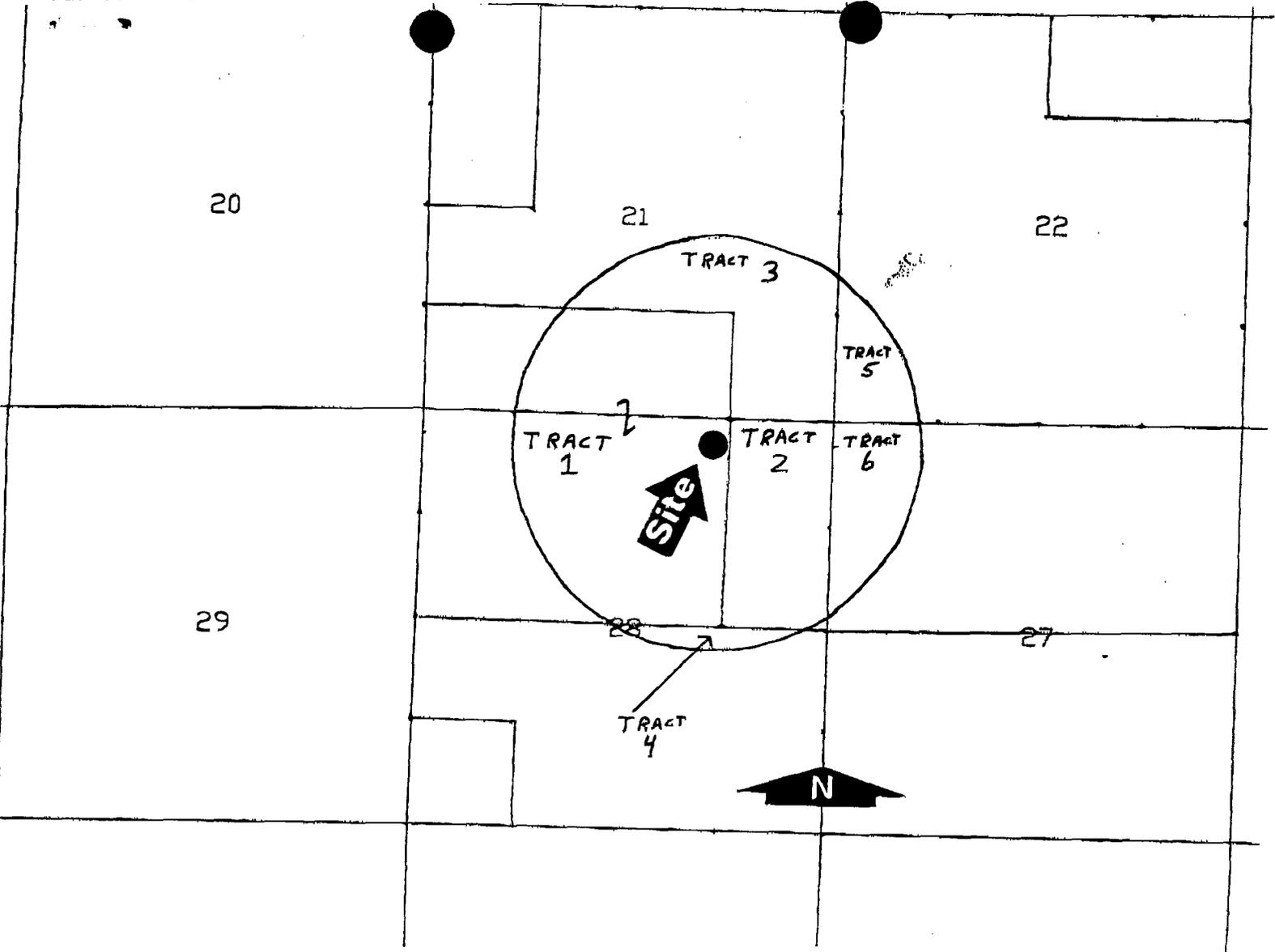


EXHIBIT "A"
 PAGE 1 OF 3
 River Gas Corporation
 Proposed Disposal Well D-10
 NW/NE, Section 28 T15S, R9E, SIM
 Carbon County, Utah
 Operators, Owners, Surface Owners Within 1/2 Mile Radius

See pages 2 & 3 of EXHIBIT "A" for tract owner identification
 Scale: 1" = 2000'
 Exhibit Prepared by:

Joseph L. Stephenson
 Joseph L. Stephenson, September 7, 1999

EXHIBIT "A"

PAGE 2 OF 3

River Gas Corporation
 Proposed Disposal Well D-10
 NW/NE, Section 28 T15S, R9E, SLM
 Carbon County, Utah

Operators, Owners, Surface Owners Within 1/2 Mile Radius

TRACT 1

Surface Owner: River Gas Corporation, Texaco Exploration and Production Inc., Dominion Reserves-Utah, Inc.
 Mineral Owner: River Gas Corporation, Texaco Exploration and Production Inc., Dominion Reserves-Utah, Inc.
 Oil & Gas Lease: N/A - property jointly owned; subject to an AAPL operating agreement
 Oil & Gas Lessee: N/A
 Coal Lease: none
 Coal Lessee: N/A
 Other Minerals Lessee: N/A
 Grazing Permittee: Jimmy & Patsy Allred
 Oil & Gas Operator: River Gas Corporation

TRACT 2

Surface Owner: State of Utah, c/o School and Institutional Trust Lands Administration
 Mineral Owner: State of Utah, c/o School and Institutional Trust Lands Administration
 Oil & Gas Lease: ML-48174
 Oil & Gas Lessee: River Gas Corporation & Texaco Exploration and Production Inc.
 Coal Lease: None of record
 Coal Lessee: Not applicable
 Other Minerals Lessee: None of record
 Grazing Permittee: Unknown
 Oil & Gas Operator: River Gas Corporation

TRACT 3

Surface Owner: State of Utah, c/o School and Institutional Trust Lands Administration
 Mineral Owner: State of Utah, c/o School and Institutional Trust Lands Administration
 Oil & Gas Lease: ML-48235
 Oil & Gas Lessee: River Gas Corporation & Texaco Exploration and Production Inc.
 Coal Lease: None of record
 Coal Lessee: Not applicable
 Other Minerals Lessee: None of record
 Grazing Permittee: Unknown
 Oil & Gas Operator: River Gas Corporation

EXHIBIT "A"

PAGE 3 OF 3

River Gas Corporation
 Proposed Disposal Well D-10
 NW/NE, Section 28 T15S, R9E, S1M
 Carbon County, Utah

Operators, Owners, Surface Owners Within 1/2 Mile Radius

TRACT 4

Surface Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Mineral Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Oil & Gas Lease: ML-48225
 Oil & Gas Lessee: River Gas Corporation & Texaco Exploration and
 Production Inc.
 Coal Lease: None of record
 Coal Lessee: Not applicable
 Other Minerals Lessee: None of record
 Grazing Permittee: Unknown
 Oil & Gas Operator: River Gas Corporation

TRACT 5

Surface Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Mineral Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Oil & Gas Lease: ML-48232
 Oil & Gas Lessee: Henry A. Alker * (see below)
 Coal Lease: None of record
 Coal Lessee: Not applicable
 Other Minerals Lessee: None of record
 Grazing Permittee: Unknown
 Oil & Gas Operator: Henry A. Alker

* Notice of Lis Pendens in Civil Action No. H 99 1064, Fleet Energy, LLC v. Randall Taylor
 is now pending in US District Court for the the Southern District of Texas, Houston Div.

TRACT 6

Surface Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Mineral Owner: State of Utah, c/o School and Institutional Trust
 Lands Administration
 Oil & Gas Lease: ML-48210
 Oil & Gas Lessee: Henry A. Alker * (see below)
 Coal Lease: None of record
 Coal Lessee: Not applicable
 Other Minerals Lessee: None of record
 Grazing Permittee: Unknown
 Oil & Gas Operator: Henry A. Alker

* Notice of Lis Pendens in Civil Action No. H 99 1064 (same as ML-48232)

NOTE: OVERRIDING ROYALTY OWNERS, IF ANY, ARE NOT IDENTIFIED IN ACCORDANCE
 WITH RIVER GAS CORPORATION'S PREVIOUS INQUIRY TO THE DIVISION OF OIL, GAS AND
 MINING AS TO NEED FOR THIS

Exhibit "B"

Page 1 of 1

River Gas Corporation
Proposed Disposal Well D-10

NW¼NE¼ of Section 28
Township 15 South, Range 9 East, SLM
Carbon County, Utah

Operators, Owners, Surface Owners within a ½ mile radius

State of Utah School & Institutional Trust Lands Administration Attn. Mr. David Terry, Director 675 East 500 South Suite 500 Salt Lake City, Utah 84102	CERTIFIED MAIL POSTMARKED: September 7, 1999
River Gas Corporation Attn. Mr. Joseph L. Stephenson Vice President - Land 511 Energy Center Boulevard Northport, Alabama 35473	NOT APPLICABLE; RGC ORIGINATED NOTICES TO OTHER PARTIES
Texaco Exploration and Production, Inc. Attn. Mr. Chuck Snure Denver Division 4601 DTC Boulevard Denver, Colorado 80237	CERTIFIED MAIL POSTMARKED: September 7, 1999
Henry A. Alker P.O. Box 194001 San Francisco, California 94119	CERTIFIED MAIL POSTMARKED: September 7, 1999
Dominion Reserves - Utah, Inc. 901 East Byrd Richmond, VA 23219	CERTIFIED MAIL POSTMARKED: September 7, 1999
Fleet Energy, L.L.C. 2450 Fondren Suite 310 Houston, Texas 77063	CERTIFIED MAIL POSTMARKED: September 7, 1999
Randall Taylor c/o Gary E. Ellison, P.C. Attorney At Law 11767 Katy Freeway, Suite 1112 Houston, Texas 77079	CERTIFIED MAIL POSTMARKED: September 7, 1999

AFFIDAVIT

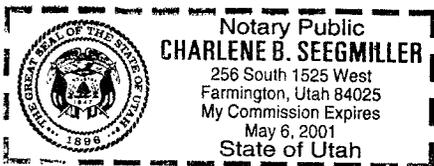
STATE OF UTAH)
 :ss
COUNTY OF SALT LAKE)

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

1. I am the Vice President of GeoScout Land & Title Company ("GeoScout").
2. GeoScout is a company that specializes in mineral abstracts and mineral title searches, including searches of the oil and gas records at the School & Institutional Trust Lands Administration, State of Utah and at the United States Department of the Interior, Bureau of Land Management. I have performed such searches on behalf of GeoScout's clients for over nine years.
3. Based solely upon the following title data:
 - a. Drilling Title Opinion dated May 30, 1995 (effective February 22, 1995) covering Federal Lease UTU-16172 and the E $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 28, Township 15 South, Range 9 East, SLM, among other lands, prepared by Pruitt, Gushee & Bachtell and provided to me by River Gas Corporation.
 - b. As supplemented by my search of the Bureau of Land Management and School & Institutional Trust Lands Administration records, which redesignates this lease as ML-48174 as a result of the Utah State Land Exchange Act of 1998 pertaining to said lands and leases, on September 3, 1999.
 - c. Drilling Title Opinion dated November 9, 1998 (effective October 5, 1998) covering Federal Lease UTU-73657 and the SE $\frac{1}{4}$ of Section 28, Township 15 South, Range 9 East, SLM, among other lands, prepared by Pruitt, Gushee & Bachtell and provided to me by River Gas Corporation.
 - d. As supplemented by my search of the Bureau of Land Management and School & Institutional Trust Lands Administration records, which redesignates this lease as ML-48225 as a result of the Utah State Land Exchange Act of 1998 pertaining to said lands and leases, on September 3, 1999.
 - e. Drilling Title Opinion dated December 31, 1997 (effective May 5, 1997) covering Federal Lease UTU-73003 and the N $\frac{1}{2}$ S $\frac{1}{2}$, SE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21, Township 15 South, Range 9 East, SLM, among other lands, prepared by Pruitt, Gushee & Bachtell and provided to me by River Gas Corporation.
 - f. As supplemented by my search of the Bureau of Land Management and School & Institutional Trust Lands Administration records, which redesignates this lease as ML-48235 as a result of the Utah State Land Exchange Act of 1998 pertaining to said lands and leases, on September 3, 1999.

- g. My search of the Bureau of Land Management and School & Institutional Trust Lands Administration records covering Federal Lease UTU-70875 (redesignated as ML-48210 as a result of the Utah State Land Exchange Act of 1998) and the W¹/₂NW¹/₄ of Section 27, Township 15 South, Range 9 East, SLM, among other lands, from lease inception, on September 3, 1999.
 - h. My search of the Bureau of Land Management and School & Institutional Trust Lands Administration records covering Federal Lease UTU-71390, segregated into UTU-75020, (redesignated as ML-48232 as a result of the Utah State Land Exchange Act of 1998) and the W¹/₂SW¹/₄ of Section 22, Township 15 South, Range 9 East, SLM, among other lands, from lease inception, on September 3, 1999.
4. Attached hereto as Exhibit "A" is a listing of parties my review of the records, on September 3, 1999, at the School & Institutional Trust Lands Administration and the Bureau of Land Management disclosed as having an interest as an operator, owner or surface owner, pursuant to Utah Admin. Code R649-5-1.
 5. Attached hereto as Exhibit "B" is a listing of parties that a copy of the Application Form "UIC Form 1" and a copy of the said Exhibit "A", showing the ownership tracts and ownership thereof, was mailed via certified mail on September 7, 1999. The letters stated the intent of River Gas Corporation to seek approval to use the well as an injection well, the address and telephone number for the Division of Oil, Gas & Mining was provided in the event the party had a question regarding the permitting of said well, and GeoScout and RGC offered to provide said parties with additional information associated with the Application for Injection Well if the party made a written request to either GeoScout or RGC.
 4. The matters stated herein are true of my own knowledge.

Dated this 7th day of September, 1999.



Sally M. Sullivan
 SALLY M. SULLIVAN

Subscribed, sworn and acknowledged to and by Sally M. Sullivan before me this 7th day of September, 1999.

Charlene B. Seegmiller
 NOTARY PUBLIC

AFFIDAVIT

STATE OF UTAH)
)
 :SS
COUNTY OF SALT LAKE)

Thomas P. Sullivan, being duly sworn upon his oath, deposes and states:

1. I am the President of GeoScout Land & Title Company ("GeoScout").
2. GeoScout is a company that specializes in mineral abstracts and mineral title searches. I have over twenty years experience in searching the real estate records of all Utah counties relating to oil, gas and other mineral title.
3. Based solely on the following title data provided to me by River Gas Corporation:
 - a. Drilling Title Opinion dated October 19, 1996 (effective September 1, 1996) covering the S $\frac{1}{2}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21; NW $\frac{1}{4}$, W $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 28, Township 15 South, Range 9 East, SLM, prepared by the law firm of Pruitt, Gushee & Bachtell;
 - b. as supplemented by my review of the records of the Carbon County Recorder as indexed in the abstract (tract) indices against the said S $\frac{1}{2}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21 and the NW $\frac{1}{4}$, W $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 28, I have determined the following parties "owners", "operators" and/or "surface owners" of the said S $\frac{1}{2}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21 and the NW $\frac{1}{4}$, W $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 28 (as that term utilized in the Utah Admin. Code Rule R649-5-1) within the $\frac{1}{2}$ mile of the proposed River Gas Corporation D-10 Well, on September 3, 1999.

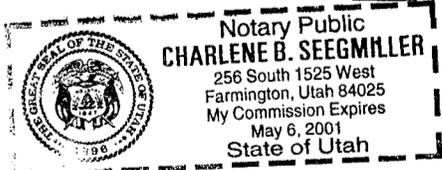
TEXACO EXPLORATION AND PRODUCTION INC.

RIVER GAS CORPORATION

DOMINION RESERVES - UTAH, INC.

4. Attached hereto as Exhibit "A" is a listing of parties that were sent letters giving notice of the of the Application for Injection Well which River Gas Corporation submitted to the Division of Oil, Gas & Mining. The letters identified the tract(s) within the $\frac{1}{2}$ mile radius of said well in which said party owned an interest, the intent of River Gas Corporation to seek approval to use the well as an injection well, a copy of the Application for Injection Well was provided, the address and telephone number for the Division of Oil, Gas & Mining was provided in the event the party had a question regarding the permitting of said well, and River Gas Corporation offered to provide said parties with additional information associated with the Application for Injection Well if the party made a written request to River Gas Corporation.
5. The matters state herein are true of my own knowledge.

Dated this 7th day of September, 1999.



Thomas P. Sullivan
 THOMAS P. SULLIVAN

Subscribed, sworn and acknowledged to and by Thomas P. Sullivan before me this 7th day of September, 1999.

Charlene B. Seegmiller
 NOTARY PUBLIC

RGC

THE RIVER GAS CORPORATION

1305 South 100 East
Price, Utah 84501
Phone (435) 637-8876
Fax (435) 637-8924

DATE: Sept. 13, 1999

TO: Mike Helbertson

COMPANY: State of Utah

FAX NUMBER: (801) 359-3940

FROM: Cal Hurtt

FAX NUMBER: 435-637-8924

MESSAGE:
IF you need anything else please call.
Thanks.

This transaction consists of 3 pages (s) including cover page. If you receive an incomplete transaction, please call 435-637-8876. Thank you.



RIVER GAS CORPORATION

UTAH OPERATIONS

1305 South 100 East

Price, Utah 84501

Bus. (435) 637-8876

FAX (435) 637-8924

September 13, 1999

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

RE: Application for Injection Well - RGC D-10
 NW/4 NE/4 Section 28,
 T15S, R9E, SLB & M, Carbon County, Utah

Dear Mr. Hebertson:

This letter is in reply to your request for information regarding the zones of injection on the RGC D-10.

Plan calls for injection into the: Kayenta, Wingate and Navajo formations. The approximate injection zone depth intervals are as follows:

<u>Formation</u>	<u>Formation Top</u>
Mancos Shale:	Surface
Ferron Sandstone:	2685'
Tununk Shale:	2930'
Dakota Sandstone:	3328'
Cedar Mountain:	3412'
Morrison Formation:	4200'
Summerville Formation:	4656'
Curtis Sandstone:	5050'
Entrada Sandstone:	5244'
Carmel Formation:	5950'
Navajo Sandstone:	6646'
Kayenta Sandstone:	6980'
Wingate Sandstone:	7102'
Chinle Shale:	7500'

	<u>Gross thickness</u>	<u>Perferated Interval</u>	
Navajo:	334'	6650 - 6970	Very fine grained, light orange, Cross bedded
Kayenta	122'	6988 - 7072	Reddish brown, silty
Wingate:	398'	7102 - 7264	Very fine grain, orange - brown, cross bedded

All of the above units are located within the Glen Canyon Group.

Please feel free to contact me if you have any questions.

Sincerely,



Cal Hurtt
Development Manager

cc: RGC Well File

TRANSACTION REPORT

P. 01

SEP-14-99 MON 02:40 PM

SEND (M)

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
SEP-14	02:39 PM	12815999085	45"	1	SEND	(M) OK	155	
TOTAL						45S PAGES:	1	

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

---ooOoo---

IN THE MATTER OF THE
APPLICATION OF RIVER GAS
CORPORATION FOR
ADMINISTRATIVE APPROVAL OF
THE D-10 WELL LOCATED IN
SECTION 28, TOWNSHIP 15 SOUTH,
RANGE 9 EAST, NW NE, S.L.M.,
CARBON COUNTY, UTAH, AS A
CLASS II INJECTION WELL

:
:
:
:
:

NOTICE OF AGENCY
ACTION
CAUSE NO. UIC-245

---ooOoo---

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED
MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R.649-10, Administrative Procedures.

TRANSACTION REPORT

P. 01

SEP-14-99 MON 12:14 PM

SEND (M)

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
SEP-14	12:12 PM	12057593188	1' 19"	2	SEND	(M) OK	146	

TOTAL 1M 19S PAGES: 2

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

---ooOoo---

IN THE MATTER OF THE
 APPLICATION OF RIVER GAS
 CORPORATION FOR
 ADMINISTRATIVE APPROVAL OF
 THE D-10 WELL LOCATED IN
 SECTION 28, TOWNSHIP 15 SOUTH,
 RANGE 9 EAST, NW NE, S.L.M.,
 CARBON COUNTY, UTAH, AS A
 CLASS II INJECTION WELL

NOTICE OF AGENCY ACTION

CAUSE NO. UIC-245

---ooOoo---

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R.649-10, Administrative Procedures.

TRANSACTION REPORT

P. 01

SEP-14-99 MON 01:39 PM

SEND (M)

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
SEP-14	01:38 PM	2372577	1' 12"	2	SEND	(M) OK	153	
TOTAL						1M 12S PAGES:	2	



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)

September 14, 1999

SENT VIA E-MAIL AND FAX

Newspaper Agency Corporation
 Legal Advertising
 PO Box 45838
 Salt Lake City, Utah 84145

Re: Notice of Agency Action - Cause No. UIC-245

Gentlemen:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please send proof of publication and billing to the Division of Oil, Gas and Mining, 1594 West North Temple, Suite 1210, P.O. Box

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

---ooOoo---

IN THE MATTER OF THE	:	NOTICE OF AGENCY
APPLICATION OF RIVER GAS	:	ACTION
CORPORATION FOR	:	
ADMINISTRATIVE APPROVAL OF	:	CAUSE NO. UIC-245
THE D-10 WELL LOCATED IN	:	
SECTION 28, TOWNSHIP 15 SOUTH,	:	
RANGE 9 EAST, NW NE, S.L.M.,	:	
CARBON COUNTY, UTAH, AS A	:	
CLASS II INJECTION WELL	:	

---ooOoo---

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

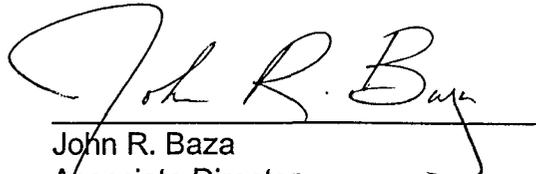
Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R.649-10, Administrative Procedures.

The Navajo, Kayenta & Wingate Formations will be selectively perforated for water injection. The maximum injection pressure and rate will be determined on each individual well based on fracture gradient information submitted by River Gas Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. If such a protest or notice of intervention is received, a hearing will be scheduled before the Board of Oil, Gas and Mining. Protestants and/or intervenors should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 14th day of September, 1999.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING



John R. Baza
Associate Director



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)

September 14, 1999

SENT VIA E-MAIL AND FAX

Newspaper Agency Corporation
Legal Advertising
PO Box 45838
Salt Lake City, Utah 84145

Re: Notice of Agency Action - Cause No. UIC-245

Gentlemen:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please send proof of publication and billing to the Division of Oil, Gas and Mining, 1594 West North Temple, Suite 1210, P.O. Box 145801, Salt Lake City, Utah 84114-5801.

Sincerely,

A handwritten signature in cursive script that reads "Lorraine Platt".

Lorraine Platt
Secretary

Enclosure



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)

September 14, 1999

Sun Advocate
P.O. Box 870
845 East Main
Price, Utah 84501-0870

Re: Notice of Agency Action - Cause No. UIC-245

Gentlemen:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please send proof of publication and billing to the Division of Oil, Gas and Mining, 1594 West North Temple, Suite 1210, P.O. Box 145801, Salt Lake City, Utah 84114-5801.

Sincerely,

A handwritten signature in cursive script that reads "Lorraine Platt".

Lorraine Platt
Secretary

Enclosure

River Gas Corporation
D-10 Well
Cause No. UIC-245

Publication Notices were sent to the following:

River Gas Corporation
Attn: Cal Hurt
1305 South 100 East
Price, Utah 84501

SENT VIA FAX
Attn: Mike Farrens
River Gas Corporation
511 Energy Center Boulevard
Northport, Alabama 35473

Marathon Oil
Attn: Terry Skinner
1501 Stampede Avenue
Cody, Wyoming 82414

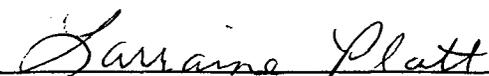
Newspaper Agency Corporation
Legal Advertising
P.O. Box 45838
Salt Lake City, Utah 84145

Sun Advocate
P.O. Box 870
845 East Main
Price, Utah 84501-0870

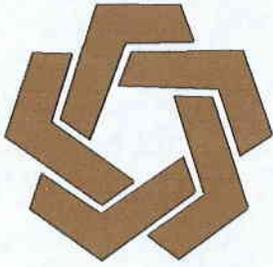
Bureau of Land Management, Moab District Office
82 East Dogwood
Moab, Utah 84532

U.S. Environmental Protection Agency
Region VIII
Attn. Dan Jackson
999 18th Street
Denver, Colorado 80202-2466

School & Institutional Trust Lands Administration
Attn: Jim Cooper
675 East 500 South
Salt Lake City, Utah 84102



Lorraine Platt
Secretary
September 14, 1999



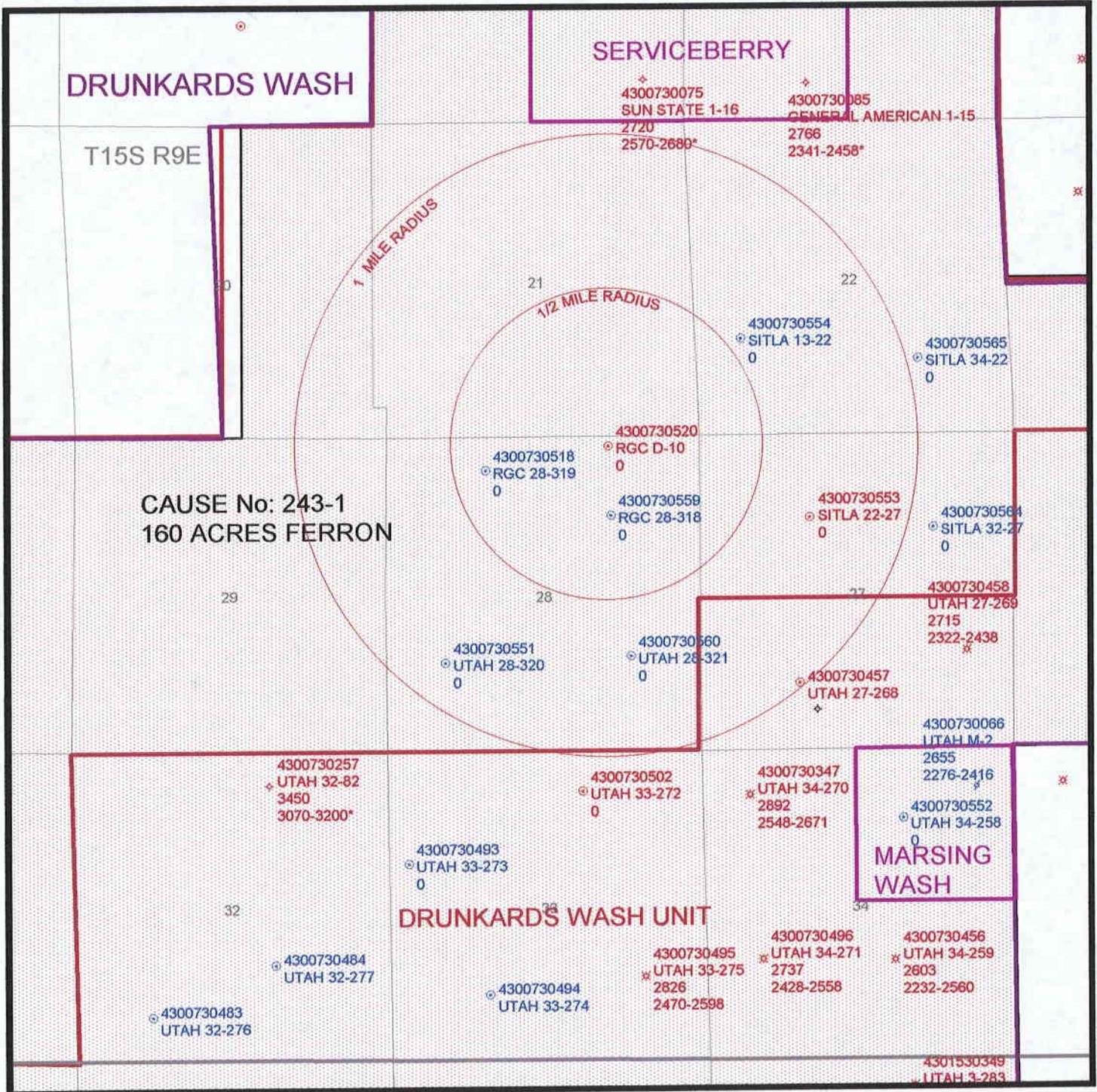
Division of Oil, Gas & Mining

OPERATOR: RIVER GAS CORPORATION (N1605)

FIELD: UNDESIGNATED (002)

SEC. 28, TWP 15 S, RNG 9 E

COUNTY: CARBON CAUSE No: 243-1 160 ACRES FERRON



PREPARED
DATE: 20-SEP-1999

Cab 4WD, low mileage, excellent condition. \$2,000 below book. Sell \$15,400. 888-1502. (9162p)

Cruise \$13,800. Helper Auto, 472-5533. (9162p)
1996 DODGE ONE WHEEL DRIVE Cab. 4X4, Cummins diesel, auto., air. Extra nice. \$22,900. Helper Auto, 472-5533. (921tf)

95 Yamaha YFM350 Warrior \$2,695.
87 Honda TRX250SX \$1,595.
85 Suzuki LT50 \$595.

Subscription?
Cal.
637-0732
or **381-2431**

LIC NOTICES

"the People Must Know"



MEETING OF COMMISSIONERS

Meeting with Mark Francis, FBO, Commission Chambers, 120 E Main St. No agenda will be discussed. No contract. No agenda will be discussed.

Pat P. Pero, County Clerk, Auditor

PUBLIC NOTICE SCOFIELD TOWN

Scotfield Town is accepting applications to fill a vacancy on the Scotfield Town Council. Applications will be accepted through October 8, 1999. This position will be filled to complete the year 1999. It is required that the applicant be a resident of Scotfield Town. Send applications to HC 35 Box 560 Helper, Utah 84526

Dated this 14th day of September 1999.
Published in the Sun Advocate September 16 and 21, 1999.

NOTICE OF AGENCY ACTION CAUSE NO. UIC-245

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

ADJUSTMENTS

by the Board of Adjustments
City Council Chambers (Room 100)

allowing variance:

Joanne Lessar
Price City Recorder

1999.

IN THE MATTER OF THE
APPLICATION OF RIVER GAS
CORPORATION FOR
ADMINISTRATIVE APPROVAL OF
THE D-10 WELL LOCATED IN
SECTION 28, TOWNSHIP 15 SOUTH,
RANGE 9 EAST, NW NE, S.L.M.,
CARBON COUNTY, UTAH, AS A
CLASS II INJECTION WELL

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED
MATTER,

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R. 649-10, Administrative Procedures.

The Navajo, Kayenta & Wingate Formations will be selectively perforated for water injection. The maximum injection pressure and rate will be determined on each individual well based on fracture gradient information submitted by River Gas Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. If such a protest or notice of intervention is received, a hearing will be scheduled before the Board of Oil, Gas and Mining. Protestants and/or intervenors should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 14th day of September, 1999.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING
John R. Bazar

a/21/99

R649-5-2. Requirements For Class II Injection Wells Including Water Disposal, Storage And Enhanced Recovery Wells.

D-10 COMMENTS 43-007-30520

1. Injection wells shall be completed, equipped, operated, and maintained in a manner that will prevent pollution and damage to any USDW, or other resources and will confine injected fluids to the interval approved.

2. The application for an injection well shall include a properly completed UIC Form 1 and the following:

2.1. A plat showing the location of the injection well, all abandoned or active wells within a one-half mile radius of the proposed well, and the surface owner and the operator of any lands or producing leases, respectively, within a one-half mile radius of the proposed injection well.

2.2. Copies of electrical or radioactive logs, including gamma ray logs, for the proposed well run prior to the installation of casing and indicating resistivity, spontaneous potential, caliper, and porosity.

2.3. A copy of a cement bond or comparable log run for the proposed injection well after casing was set and cemented.

2.4. Copies of logs already on file with the division should be referenced, but need not be refiled.

2.5. A description of the casing or proposed casing program of the injection well and of the proposed method for testing the casing before use of the well.

2.6. A statement as to the type of fluid to be used for injection, its source and estimated amounts to be injected daily.

2.7. Standard laboratory analyses of (1) the fluid to be injected, (2) the fluid in the formation into which the fluid is being injected, and (3) the compatibility of the fluids.

2.8. The proposed average and maximum injection pressures.

2.9. Evidence and data to support a finding that the proposed injection well will not initiate fractures through the overlying strata or a confining interval that could enable the injected fluid or formation fluid to enter the fresh water strata.

2.10. Appropriate geological data on the injection interval and confining beds, including the geologic name, lithologic description, thickness, depth, and lateral extent; also information relative to geologic structure near the proposed well which may effect the conveyance and/or storage of the injected fluids.

2.11. A review of the mechanical condition of each well within a one-half mile radius of the proposed injection well to assure that no conduit exists that could enable fluids to migrate up or down the wellbore and enter improper intervals.

2.12. An affidavit certifying that a copy of the application has been provided to all operators, owners, and surface owners within a one-half mile radius of the proposed injection well.

2.13. Any other additional information that the board or division may determine is necessary to adequately review the application.

2.1 OK

2.2 OK

2.3 OK

2.4 OK

2.5 OK

2.6

2.7 OK

2.8 OK

2.9 OK

2.10 OK

2.11 NEEDED

2.12 OK

2.13 OK

AFFIDAVIT OF PUBLICATION

STATE OF UTAH)

ss.

County of Carbon,)

I, Kevin Ashby, on oath, say that I am the Publisher of the Sun Advocate, a twice-weekly newspaper of general circulation, published at Price, State and County aforesaid, and that a certain notice, a true copy of which is hereto attached, was published in the full issue of such newspaper for 1 (One) consecutive issues, and that the first publication was on the 21st day of September, 1999 and that the last publication of such notice was in the issue of such newspaper dated the 21st day of September, 1999.

Kevin Ashby
Kevin Ashby - Publisher

Subscribed and sworn to before me this 21st day of September 1999.

Linda Thayne
Notary Public My commission expires January 10, 2003 Residing at Price, Utah

Publication fee, \$ 96.60

NOTICE OF AGENCY ACTION
CAUSE NO. UIC-245

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

IN THE MATTER OF THE APPLICATION OF RIVER GAS CORPORATION FOR ADMINISTRATIVE APPROVAL OF THE D-10 WELL LOCATED IN SECTION 28, TOWNSHIP 15 SOUTH, RANGE 9 EAST, NW NE, S.L.M., CARBON COUNTY, UTAH, AS A CLASS II INJECTION WELL.

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R. 649-10, Administrative Procedures.

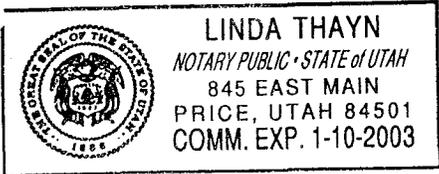
The Navajo, Kayenta & Wingate Formations will be selectively perforated for water injection. The maximum injection pressure and rate will be determined on each individual well based on fracture gradient information submitted by River Gas Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. If such a protest or notice of intervention is received, a hearing will be scheduled before the Board of Oil, Gas and Mining. Protestants and/or intervenors should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 14th day of September, 1999.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING
WOLFE CREEK BLVD., PRICE, UTAH
John R. Baza
Associate Director

Published in the Sun Advocate September 21, 1999, 2:00 pm.



STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

2. NAME OF OPERATOR
RIVER GAS CORPORATION

3. ADDRESS OF OPERATOR
1305 South 100 East, Price, UT 84501 (435) 637-8876

4. LOCATION OF WELL (Report clearly and in accordance with any State requirements) location
At surface **162' FNL & 1557' FEL**
At top prod. interval reported below

5. LEASE DESIGNATION AND SERIAL NO.
Patented

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

7. UNIT AGREEMENT NAME
Drunkards Wash UTU-67921X

8. FARM OR LEASE NAME
RGC

9. WELL NO.
Disposal #10

10. FIELD AND POOL, OR WILDCAT
Drunkards Wash

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
NW/NE, Sec 28, T15S, R09E, SLB&M

14. API NO. **43-007-30520** DATE ISSUED **04/20/99**

12. COUNTY **Carbon** 13. STATE **Utah**

15. DATE SPUNDED **05/12/99** 16. DATE T.D. REACHED **05/23/99** 17. DATE COMPL. (Ready to prod. or Plug & Abd.) **07/19/99** 18. ELEVATIONS (DF, REB, RT, GR, ETC.) **GR 6186'** 19. ELEV. CASINGHEAD **N/A**

20. TOTAL DEPTH, MD & TVD **7550'** 21. PLUG BACK T.D., MD & TVD _____ 22. IF MULTIPLE COMPL., HOW MANY **N/A** 23. INTERVALS DRILLED BY **to TD** ROTARY TOOLS **N/A** CABLE TOOLS **N/A**

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD)
Ferron Coal - Top Coal 6650' & Bottom Coal 7264'

25. WAS DIRECTIONAL SURVEY MADE

26. TYPE ELECTRIC AND OTHER LOGS RUN
Dual Induction, Laterolog, SFF, GR, Caliper, Comp Density, & Neutron

27. WAS WELL CORED YES NO (Submit analysis)
DRILL STEM TEST YES NO (See reverse side)

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
13 3/8"	48#	411'	17.5"	410 sxs Class G, 2% CaCl, 1/4#/sxs D-29	
9 5/8"	36#	3424'	12 1/4"	325 sxs Class G, 12% D20, 1% D79, 2% D46, 5% D44 150 sxs 10-1 RFC	
7"	26#	7544'	8 3/4"	70 sxs 50/505 POZ, 175 sxs Class G, 85 sxs 10-1 RFC, 160 sxs HiLift,	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)
		N/A

31. PERFORATION RECORD (Interval, size and number)
Ferron Coal
6650'-6710', 6729'-40', 6750'-80', 6800'-10', 6815'-29', 6841'-6970', 6988'-7014', 7030'-42', 7060'-72', 7102'-90', 7250'-64'

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED

33. PRODUCTION

DATE FIRST PRODUCTION _____ PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) _____ WELL STATUS (Producing or shut-in) **Injection**

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL---BBL.	GAS---MCF.	WATER---BBL.	GAS-OIL RATIO

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL---BBL.	GAS---MCF.	WATER---BBL.	OIL GRAVITI - API (CORR.)

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) _____ TEST WITNESSED BY _____

35. LIST OF ATTACHMENTS _____

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

SIGNED **Cal Hurtt** *Cal Hurtt* TITLE **Development Manager/Petroleum Engineer** DATE **September 24, 1999**

WELL NUMBER: D-10

37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof, cored intervals; and all drill-stern, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	38. GEOLOGIC MARKERS		
				NAME	TOP MEAS. DEPTH	TRUE VERT. DEPTH
Ferron	2685'					
Tunuck	2930'					
Dakota	3328'					
Cedar Mountain	3412'					
Morrison	4200'					
Summerville	4656'					
Curtis Sandstone	5050'					
Entrada	5244'					
Carmel	5950'					
Navajo Sandstone	6646'					
Kayenta	6980'					
Wingate	7102'					
Chinle Shale	7500'					



RIVER GAS CORPORATION

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

September 24, 1999

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

RE: RGC D-10
T15S, R9E, SLB & M, Carbon County, Utah

Dear Mr. Hebertson:

This letter is in response to your request for information regarding the RGC D-10.

Attached please find a more accurate exhibit "D" for the RGC D-10 injection application, and a Well Completion Report. If you require anything else for this well please contact me at your earliest possible convenience.

Additionally, I spoke with the Sun Advocate, Price's local paper, this morning. Notice regarding the RGC D-10 was posted on Tuesday the 21st of September. The Sun Advocate only comes out on Tuesdays and Thursdays so I assume that the notice was posted Monday in daily papers.

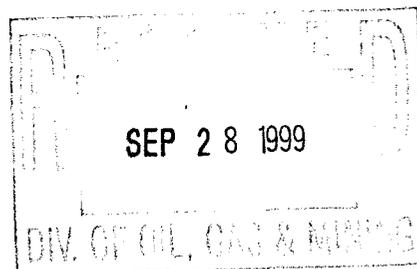
Please feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads 'Cal Hurtt'.

Cal Hurtt
Development Manager

cc: Mrs. Tammie Butts, RGC
RGC Well File



Description of the Casing Program

Conductor Casing Description:

20" 93#/ft, H-40, ST&C SMLS, installed from 0' to 43'
landed 2 joints of casing at 43'

Surface Casing Description:

13-3/8" 48#/ft, H-40 ST&C SMLS, installed from 0' to 435'
410 sacks Class G, 2% CaCl + 1/4 lb. Per sack D-29
15#/gal. Density and 1.15 cu.ft./sack yield (displaced 57.5 bbls. water).
(circulated 13 bbls. of cement to the surface).
Landed 9 joints of casing at 411.34'.

Intermediate Casing Description:

9-5/8" 36#/ft, K-55 LT&C SMLS, installed from 0' to 3520'
325 sacks lead 50/50 POZ (12.5#/gal. Density and 1.92 cu.ft./sack yield)
8% gel, 10% D44, 1/4lb. Per sack D-29, 2% S-1
150 sacks tail 10-1 RFC (14.2#/gal, 1.61 cu.ft./sack)
(displaced 265.8 bbls. of water)
(circulated 4 bbls. of cement to the surface).
Landed 82 joints of casing at 3422.45'
Casing shoe installed (1.55' long) at 3424.00'

Production Casing Description:

7" 26#/ft, J-55 installed from 0' to 7544.18'
70 sacks 50/50 POZ (12.5#/gal. Density and 1.92 cu.ft./sack yield)
8% D-20, 10% D-449bwow0, 1/4 lb. Per sack D-29
175 sacks "G" + 2% S-1, 1/4 lb. Per sack D-29)15.8#/gal. Density and 1.15
cu.ft./sack yield)
85 sacks 10-1 RFC (14.2#/gal. Density and 1.61 cu.ft./sack yield)
160 sacks HILIST (11.2#/gal and 3.9 cu.ft./sack)
700 sacks LITECRETE (10.7#/gal and 1.85 cu.ft./sack)

<u>Joint</u>	<u>Description</u>	<u>Length</u>	<u>G.L.</u>
1	7" Float Shoe	1.35'	7544.18'
1	7" 26# J-55	37.84'	7542.83'
1	7" Float Collar	1.20'	7504.99'
37	7" 26# J-55	1525.23'	7503.79'
1	7" Stage Cementing Collar	2.23'	5978.56'
147	7" 26# J-55	5976.33'	0'



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)

October 5, 1999

River Gas Corporation
1305 South 100 East
Price, Utah 84501

Re: Utah D-10, Section 28, Township 15 South, Range 9 East, Carbon County, Utah

Gentlemen:

Pursuant to Utah Admin. Code R649-5-3-3, the Division of Oil, Gas and Mining (the "Division") issues its administrative approval for conversion of the referenced well to a Class II injection well. Accordingly, the following stipulations shall apply for full compliance with this approval:

1. Compliance with all applicable requirements for the operation, maintenance and reporting for Underground Injection Control ("UIC") Class II injection wells pursuant to Utah Admin. Code R649-1 et seq.
2. Conformance with all conditions and requirements of the complete application submitted by River Gas Corporation.

If you have any questions regarding this approval or the necessary requirements, please contact K. Michael Hebertson at this office.

Sincerely,

John R. Baza
Associate Director, Oil and Gas

lwp

cc: Dan Jackson, Environmental Protection Agency
Carbon County Commission

DIVISION OF OIL, GAS AND MINING
UNDERGROUND INJECTION CONTROL PROGRAM

**PERMIT
STATEMENT OF BASIS**

Applicant: River Gas Corporation

Well: Utah D10

Location: T15S, R9E, S28, Carbon Co., UT

API: 4300730520

Ownership Issues:

The well is located on Fee land owned by River Gas Corporation et.al. Affidavits of Notification of surface owners within a half mile radius have been provided.

Well Integrity:

20", 93#/foot, H-40, ST&C SMLS conductor pipe installed from 0' to 43'. 13-3/8", 48#/ft., cement was circulated to surface. H-40 ST&C SMLS surface casing, installed from 0' to 411.34' using 410 sack of Class G cement with 2% CaCl and 1/4 pound/sack D-29 (15#/gal., 1.15cu. ft./sx 13 sx circulated to surface). 9-5/8", 36#/ft., K-55 LT&C SMLS intermediate casing, installed from 0' to 3520' using 325 sacks lead 50/50 Poz (12.5#/gal., 1.92cu. ft./sx.) 8% gel, 10% D-44, 1/4 pound per sack D-29, 2% S-1, 150 sacks tail 10-1 RFC, (14.2 #/gal, 1.61 cu.ft./sack). Casing shoe at 3422.45', cement was circulated to surface. 7", 26#/ft., J-55 production casing,, installed from 0' to 7544.18' using 70 sacks 50/50 Poz cement (12.5#/gal., 1.92 cu. ft./sx.), 8% D-20, 10% D-44, 1/4 pound per sack D-29; 175 sacks "G" + 2% S-1, 1/4 pound per sack D-29 (15.8#/gal. density, 1.15cu. ft./sx yield); 85 sacks 10-1 RFC (14.2 #/gal Density & 1.61 cu.ft./sack) 160 sacks HILIFT (11.2 #/gal 3.9 cu.ft./sack) 700 sacks LITECRETE (10.7 #/gal. density and 1.85 cu.ft./sx). A Cement Bond Log was run from 7476' TD to 3176'. The cement appears to be 99-100% bonded over the injection interval and for ~300' above the top most injection zone. This should be adequate to prevent any upward migration of fluid between the 7" casing and the borehole wall. The 7" casing was perforated in the Navajo Sandstone, Kayenta Formation and Wingate Sandstone in a gross interval from 6,650' to 7,264' and a Step Rate injection test was run on 9 August 1999.

Ground Water Protection:

There are no aquifers with high-quality ground water expected to be encountered in the thin, clayey slope wash covering the Blue Gate Shale Member of the Mancos Formation. Conductor, surface and intermediate casing have been set and cemented in place and will adequately protect the shallow alluvial sediments.

For all the casing strings except the 7" production casing , cement was circulated back to surface. Other subsurface water is unlikely between the surface alluvium and the Cretaceous-age Ferron Sandstone Member of the Mancos Shale. The Ferron Sandstone Member including the coal seams provides the field produced (and injected) water. The Ferron Sandstone is found at ~2,670' of depth in the RGC D10 well and in nearby production wells, has shown an average total dissolved solids (TDS) level of about 11,200 mg/l.

The Navajo Sandstone formation water at the subject well was tested at 73,600 mg/l TDS by CHEMTECH-FORD ANALYTICAL LABORATORIES of Salt Lake City, Utah. The Wingate Sandstone in the D10 well provided water samples which were tested at 91,700 mg/L TDS. This value was determined from swabbed samples taken October 3, 1998. The Navajo Sandstone is a known fresh water aquifer at many locations in the state. In the San Rafael Swell area, the quality of Navajo Sandstone ground water is generally best near the outcrop and recharge areas and poorer with increased depth and distance from recharge [Utah State Department of Natural Resources (DNR) Technical Publication # 78]. This premise has been supported by test results on samples taken from the subject well and other disposal wells in the field. The planned injection of Ferron Sandstone Member produced formation water into the specified formations at this location will result in the dilution of the more saline Navajo Sandstone formation water.

The proposed operation is expected to have little effect on the overall hydrology of the aquifer because of its great extent compared to the volume of fluid that will likely be injected. According to DNR Technical Publication #78, the Navajo Sandstone alone contains approximately 94,000,000 acre-feet of water in transient storage. Injection at a rate of 14,400 barrels per day for 10 years would result in approximately 6,775 acre-feet being injected. This equates to about 0.007% of the water already in storage in the Navajo Sandstone and would require at least 143 disposal wells working round the clock for 10 years to inject 1% of the stored volume in the Navajo Sandstone. During a step rate test conducted in the D10 well on August 6, 1999, STIM-LAB, Inc., measured the apparent formation parting pressure at 3,666 psi, gauged by downhole pressure gauge, at 5.18 BBLS/Min and at a depth of 7,472' during the initial injection run. As stated by the operator on the application, the maximum injection rate proposed is 10 BPM or 14,400 BPD at maximum 2,000 psig. According to the Evaluation of Drunkards Wash Injection Wells Past and Future Performance report prepared by Tesseract Corporation & Stim-Lab of Duncan Oklahoma, fracture propagation occurs in a downward direction in the Navajo Sandstone. This is in part controlled by two zones of impermeable Anhydrite overlying the Navajo Formation, which form a seal and thus become the bounding beds of the injection zone. The step rate test indicates that the operator could inject with surface pressures approaching 3000 pis without causing a breach in the Anhydrite bounding beds above the injection zone.

After reviewing applicable information including the application submitted by River

Gas Corporation, it is our conclusion that injection into the Navajo Sandstone, Kayenta Formation, and Wingate Sandstone, at this location, would result in some dilution of the saline water present in the aquifer, and that a pressure increase near the wellbore, created by injection of fluids, would dissipate over time, after injection ceases. No long term negative impacts are anticipated as a result of injection of produced water into the subject well.

Oil/Gas & Other Mineral Resources Protection:

The Ferron coal/gas zone is protected by casing and cement which has been reviewed in the Well Integrity portion of this report. No other known potentially producible mineral or hydrocarbon zones were encountered by the well. The injection zone is isolated nearly 4,000' below the productive interval of the Ferron Sandstone.

A review of the well records of the Division of Oil, Gas and Mining for the half mile area of review indicated that there were no existing well bores within a half mile of the proposed disposal well other than shallower Ferron Sandstone production wells.

Bonding:

River Gas Corporation has an \$80,000 Fee Surety Bond in place which provides coverage for this well.

Actions Taken and Further Approvals Needed:

Notice of this application was published in the Salt Lake Tribune and The (Price, UT) Sun Advocate. In addition, copies of the notice were provided to the EPA, BLM (Price,UT), Carbon County Planning Office, and River Gas Corporation. The notice stated the proposed interval for injection into the Navajo Sandstone, Kayenta Formation, and Wingate Sandstone was from 6,650' to 7,264'.

A properly designed and constructed injection well, combined with periodic mechanical integrity tests, poses no threat to fresh or useable groundwater supplies. The Division staff recommends approval of this application contingent upon no additional or unforeseen information being presented which will change this analysis or the data presented herein.

Reviewer(s): K. Michael Hebertson

Date: 5 October 1999



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)

UNDERGROUND INJECTION CONTROL PERMIT

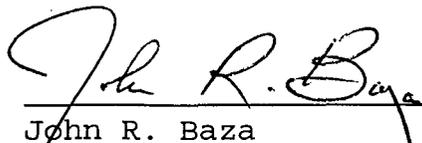
Cause No. UIC-245

Operator: River Gas Corporation
Wells: RGC D10
Location: Section 28, Township 15 South, Range 9 East,
County: Carbon
API No.: 43-007-30520
Well Type: Disposal

Stipulations of Permit Approval

1. Approval for conversion to Injection Well issued on October 5, 1999
2. Maximum Allowable Injection Pressure: 1,350 psig
3. Maximum Allowable Injection Rate: Restricted by pressure limitation.
4. Injection Interval: 6,650 feet to 7,264 feet (Navajo Sandstone, Kayenta Formation and Wingate Sandstone)

Approved by:



John R. Baza
Associate Director, Oil and Gas

10/6/99
Date



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)

UNDERGROUND INJECTION CONTROL PERMIT

Cause No. UIC-245

Operator: River Gas Corporation
Wells: RGC D10
Location: Section 28, Township 15 South, Range 9 East,
County: Carbon
API No.: 43-007-30520
Well Type: Disposal

Stipulations of Permit Approval

1. Approval for conversion to Injection Well issued on October 5, 1999
2. Maximum Allowable Injection Pressure: 1,350 psig
3. Maximum Allowable Injection Rate: Restricted by pressure limitation.
4. Injection Interval: 6,650 feet to 7,264 feet (Navajo Sandstone, Kayenta Formation and Wingate Sandstone)

Approved by:


John R. Baza

Associate Director, Oil and Gas

10/6/99

Date



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)

October 5, 1999

River Gas Corporation
1305 South 100 East
Price, Utah 84501

Re: Utah D-10, Section 28, Township 15 South, Range 9 East, Carbon County, Utah

Gentlemen:

Pursuant to Utah Admin. Code R649-5-3-3, the Division of Oil, Gas and Mining (the "Division") issues its administrative approval for conversion of the referenced well to a Class II injection well. Accordingly, the following stipulations shall apply for full compliance with this approval:

1. Compliance with all applicable requirements for the operation, maintenance and reporting for Underground Injection Control ("UIC") Class II injection wells pursuant to Utah Admin. Code R649-1 et seq.
2. Conformance with all conditions and requirements of the complete application submitted by River Gas Corporation.

If you have any questions regarding this approval or the necessary requirements, please contact K. Michael Hebertson at this office.

Sincerely,

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

John R. Baza

Associate Director, Oil and Gas

lwp

cc: Dan Jackson, Environmental Protection Agency
Carbon County Commission

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

---ooOoo---

IN THE MATTER OF THE	:	NOTICE OF AGENCY
APPLICATION OF RIVER GAS	:	ACTION
CORPORATION FOR	:	
ADMINISTRATIVE APPROVAL OF	:	CAUSE NO. UIC-245
THE D-10 WELL LOCATED IN	:	
SECTION 28, TOWNSHIP 15 SOUTH,	:	
RANGE 9 EAST, NW NE, S.L.M.,	:	
CARBON COUNTY, UTAH, AS A	:	
CLASS II INJECTION WELL	:	

---ooOoo---

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED
MATTER.

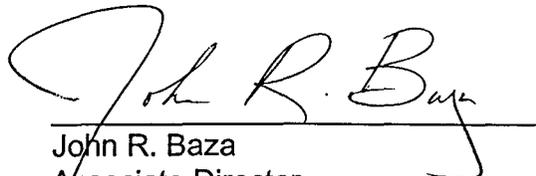
Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of River Gas Corporation for administrative approval of the D-10 well, located in Section 28, Township 15 South, Range 9 East, NW NE, S.L.M., Carbon County, Utah, for conversion to a Class II injection well. The proceeding will be conducted in accordance with Utah Admin. R.649-10, Administrative Procedures.

The Navajo, Kayenta & Wingate Formations will be selectively perforated for water injection. The maximum injection pressure and rate will be determined on each individual well based on fracture gradient information submitted by River Gas Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. If such a protest or notice of intervention is received, a hearing will be scheduled before the Board of Oil, Gas and Mining. Protestants and/or intervenors should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 14th day of September, 1999.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING



John R. Baza
Associate Director

River Gas Corporation
D-10 Well
Cause No. UIC-245

Publication Notices were sent to the following:

River Gas Corporation
Attn: Cal Hurt
1305 South 100 East
Price, Utah 84501

SENT VIA FAX
Attn: Mike Farrens
River Gas Corporation
511 Energy Center Boulevard
Northport, Alabama 35473

Marathon Oil
Attn: Terry Skinner
1501 Stampede Avenue
Cody, Wyoming 82414

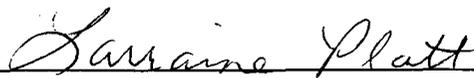
Newspaper Agency Corporation
Legal Advertising
P.O. Box 45838
Salt Lake City, Utah 84145

Sun Advocate
P.O. Box 870
845 East Main
Price, Utah 84501-0870

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

U.S. Environmental Protection Agency
Region VIII
Attn. Dan Jackson
999 18th Street
Denver, Colorado 80202-2466

School & Institutional Trust Lands Administration
Attn: Jim Cooper
675 East 500 South
Salt Lake City, Utah 84102



Lorraine Platt
Secretary
September 14, 1999



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)

September 14, 1999

SENT VIA E-MAIL AND FAX

Newspaper Agency Corporation
Legal Advertising
PO Box 45838
Salt Lake City, Utah 84145

Re: Notice of Agency Action - Cause No. UIC-245

Gentlemen:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please send proof of publication and billing to the Division of Oil, Gas and Mining, 1594 West North Temple, Suite 1210, P.O. Box 145801, Salt Lake City, Utah 84114-5801.

Sincerely,

A handwritten signature in cursive script that reads "Lorraine Platt".

Lorraine Platt
Secretary

Enclosure



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)

September 14, 1999

Sun Advocate
P.O. Box 870
845 East Main
Price, Utah 84501-0870

Re: Notice of Agency Action - Cause No. UIC-245

Gentlemen:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please send proof of publication and billing to the Division of Oil, Gas and Mining, 1594 West North Temple, Suite 1210, P.O. Box 145801, Salt Lake City, Utah 84114-5801.

Sincerely,

A handwritten signature in cursive script that reads "Lorraine Platt".

Lorraine Platt
Secretary

Enclosure

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other Injection

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

2. NAME OF OPERATOR
RIVER GAS CORPORATION

3. ADDRESS OF OPERATOR
1305 South 100 East, Price, UT 84501 (435) 637-8876

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

At surface **162' FNL & 1557' FEL**

At top prod. interval reported below

5. LEASE DESIGNATION AND SERIAL NO.
Patented

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

7. UNIT AGREEMENT NAME
N/A

8. FARM OR LEASE NAME
RGC

9. WELL NO.
Disposal #10

10. FIELD AND POOL, OR WILDCAT
Drunkards Wash

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
NW/NE, Sec 28, T15S, R09E, SLB&M

12. COUNTY
Carbon

13. STATE
Utah

14. API NO. **43-007-30520** DATE ISSUED **04/20/99**

15. DATE SPUNDED **05/12/99** 16. DATE T.D. REACHED **5/23/99** 17. DATE COMPL. (Ready to prod. or Plug & Abd.) **07/19/99** 18. ELEVATIONS (DF, REB, RT, GR, ETC.) **GR 6186'** 19. ELEV. CASINGHEAD **N/A**

20. TOTAL DEPTH, MD & TVD **7550'** 21. PLUG BACK T.D., MD & TVD _____ 22. IF MULTIPLE COMPL., HOW MANY **N/A** 23. INTERVALS DRILLED BY **to TD** ROTARY TOOLS **N/A** CABLE TOOLS **N/A**

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD)
Navajo Sandstone Top 650' to Wingate Sandstone Bottom @ 264'

25. WAS DIRECTIONAL SURVEY MADE _____

26. TYPE ELECTRIC AND OTHER LOGS RUN
Dual Induction, Laterolog, SFF, GR, Caliper, Comp Density, & Neutron

27. WAS WELL CORED YES NO DRILL STEM TEST YES NO (Submit analysis) (See reverse side)

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
13 3/8"	48#	411'	17.5"	410 sxs Class G, 2% CaCl, 1/4#/sx D-29	
9 5/8"	36#	3424'	12 1/4"	325 sxs Class G, 12% D20, 1% D79, 2% D46, 5% D44 150 sxs 10-1 RFC	
7"	26#	7544'	8 3/4"	70 sxs 50/505 POZ, 175 sxs Class G, 85 sxs 10-1 RFC, 160 sxs HiLift	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
							N/A

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)
		N/A

31. PERFORATION RECORD (Interval, size and number)
Navajo Sandstone: 6650-6710, 6729-6740, 6750-6780, 6800-6810, 6815-6829, 6841-6970
Kayenta Formation: 6988-7014, 7030-7042, 7060-7072
Wingate Sandstone: 7102-7190, 7250-7264

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.
DEPTH INTERVAL (MD) _____ AMOUNT AND KIND OF MATERIAL USED _____
OCT 23 1999
DIV. OF OIL, GAS AND MINING

33. PRODUCTION

DATE FIRST PRODUCTION _____ PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) _____ WELL STATUS (Producing or shut-in) **Injection**

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL---BBL.	GAS---MCF.	WATER---BBL.	GAS-OIL RATIO

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL---BBL.	GAS---MCF.	WATER---BBL.	OIL GRAVITY - API (CORR.)

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) _____ TEST WITNESSED BY _____

35. LIST OF ATTACHMENTS _____

36 I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED Jean Semborski TITLE Permitting Specialist DATE October 22, 1999

DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER:

2. Name of Operator: River Gas Corporation

3. Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4. Location of Well Footages: QQ, Sec., T., R., M.: SLB & M

5. Lease Designation and Serial Number:

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:

9. API Well Number:

10. Field or Pool, or Wildcat:

County: Carbon County

State: Utah

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

NOTICE OF INTENT (Submit in Duplicate)

- Abandon, Repair Casing, Change of Plans, Convert to Injection, Fracture Treat or Acidize, Multiple Completion, Other Change of Operator, Approximate date work will start

SUBSEQUENT REPORT (Submit Original Form Only)

- Abandon *, Repair Casing, Change of Plans, Convert to Injection, Fracture Treat or Acidize, Other, Date of work completion

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

* Must be accompanied by a cement verification report.

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

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

13.

Name & Signature: Cal Hurtt

Handwritten signature of Cal Hurtt

Title: Development Manager

Date: 12/19/00

(This space for state use only)

RGC/Phillips Merger

List of Affected BLM Leases and Rights-of-Way

A. Oil & Gas Leases

UTU-47157	UTU-70219	UTU-75016
UTU-49631	UTU-70400	UTU-75019
UTU-50645	UTU-71390	UTU-75021
UTU-51584	UTU-72003	UTU-75022
UTU-53872	UTU-72004	UTU-76332
UTU-57821	UTU-72350	UTU-76334
UTU-60402	UTU-72355	UTU-77351
UTU-60925	UTU-72358	UTU-77353
UTU-61154	UTU-72377	UTU-77354
UTU-61155	UTU-72470	UTU-78408
UTU-61158	UTU-72477	UTU-78409
UTU-61547	UTU-72624	UTU-78410
UTU-61548	UTU-72723	UTU-78411
UTU-62145	UTU-72724	UTU-78412
UTU-62276	UTU-72746	UTU-78413
UTU-65298	UTU-73004	UTU-78782
UTU-65300	UTU-73075	UTU-78783
UTU-65302	UTU-73330	UTU-79150
UTU-65303	UTU-73331	UTU-79151
UTU-67621	UTU-73523	UTU-79152
UTU-67839	UTU-73752	UTU-79153
UTU-67906	UTU-73884	UTU-79154
UTU-68314	UTU-74376	UTU-79155
UTU-69449	UTU-75015	UTU-79159

B. Rights-of-Way

UTU-73226	UTU-77141	UTU-77976
UTU-74319	UTU-77141-01	UTU-77989
UTU-74320	UTU-77151	UTU-77989-01
UTU-76610	UTU-77151-01	
UTU-76629	UTU-77154	

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number <u>See Attached</u>	API Number
Location of Well Footage : _____ County : _____ QQ, Section, Township, Range: _____ State : UTAH	Field or Unit Name Lease Designation and Number

EFFECTIVE DATE OF TRANSFER: 1/1/01

CURRENT OPERATOR

Company: River Gas Corporation Name: Cal Hurtt
 Address: 1300 McFarland Blvd. NE, Suite 300 Signature: Cal Hurtt
city Tuscaloosa state AL zip 35406 Title: Development Supervisor
 Phone: (205) 759-3282 Date: 12/19/00

Comments: Change in operatorship due to merger of River Gas Corporation into Phillips Petroleum Company effective 12/31/00 at 11:59 p.m.

NEW OPERATOR

Company: Phillips Petroleum Company Name: Billy Stacy
 Address: 9780 Mt. Pyramid Court Signature: Billy Stacy
city Englewood state CO zip 80112 Title: Asset Manager
 Phone: (720) 344-4984 Date: 2-6-01

Comments: Please send all reports and correspondence to:
 Phillips Petroleum Company
 P.O. Box 3368
 Englewood, CO 80155-3368

(This space for State use only)

Transfer approved by: [Signature]
 Title: Tech. Services Manager

Approval Date: 2-21-01

Comments:

Disposal Wells to be transferred from RGC to Phillips Petroleum Company

Well #	API #	Location	Section	Township	Range
American Quasar D1	4300730040	999FSL, 1552 FWL	31	14S	10E
Arcadia-Telonis D2	4300730093	465 FSL, 560 FEL	19	14S	09E
Utah D3	4300730290	1600 FSL, 1530 FEL	18	15S	10E
Utah D4	4300730314	600 FNL, 500 FWL	24	14S	09E
Fausett D5	4300730351	467 FNL, 1461 FWL	16	14S	09E
Drew D6	4300730100	1300 FSL, 830 FWL	34	14S	09E
Utah D7	4301530338	1371 FSL, 1530 FEL	2	14S	09E
Utah D8	4300730431	1342 FNL, 350 FWL	12	15S	09E
Utah D9	4300730438	1960 FNL, 1487 FWL	32	14S	09E
RGC D10	4300730520	162 FNL, 1557 FEL	28	15S	09E
USA D11	4301530356	1513 FNL, 2437 FEL	13	16S	09E
Sampinos D14	4300730567	1695 FSL, 2133 FEL	16	15S	10E

LAW OFFICES

PRUITT, GUSHEE & BACHTELL

SUITE 1850 BENEFICIAL LIFE TOWER

SALT LAKE CITY, UTAH 84111-1495

(801) 531-8446

TELECOPIER (801) 531-8468

E-MAIL: mail@pgblaw.com

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

SENIOR COUNSEL:

ROBERT G. PRUITT, JR.
OLIVER W. GUSHEE, JR.

OF COUNSEL:

ROBERT G. PRUITT, III
BRENT A. BOHMAN

January 29, 2001

HAND DELIVERED

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

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

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

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

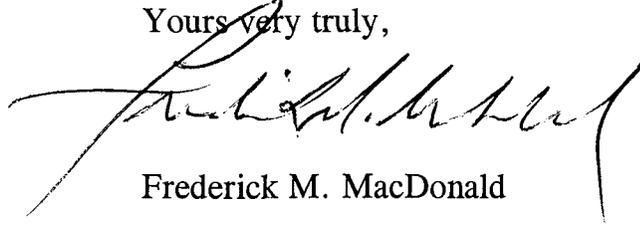
Phillips Petroleum Company
Attn: Billy Stacy, Operations Manager
P.O. Box 3368
Englewood, CO 80155-3368
Telephone No.: (720) 344-4984

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

Mr. Jim Thompson
January 29, 2001
Page 2

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

Yours very truly,

A handwritten signature in black ink, appearing to read "F. MacDonald", with a long, sweeping underline that extends to the right.

Frederick M. MacDonald

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



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

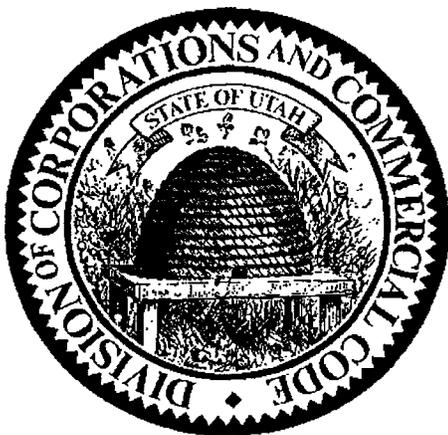
Registration Number: 562960-0143
 Business Name: PHILLIPS PETROLEUM COMPANY
 Registered Date: JUNE 14, 1946

01/12/01

CERTIFICATE OF ARTICLES OF MERGER

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

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



Ric Campbell
 Acting Division Director of
 Corporations and Commercial Code

Dept. of Professional Licensing
 (801)530-6628

Real Estate
 (801)530-6747

Public Utilities
 (801)530-6651

Securities
 (801)530-6600

Consumer Protection
 (801)530-6601

621213/2000
00171191

Office of the Secretary of State

TS

Date: 12/13/2000
Receipt Number: 186532
Amount Paid: \$145.00

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

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

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

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

12-12-00P04:02 RCVD

TAP

FILED

DEC 12 2000

Utah Div. Of Corp. & Comm. Code

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed and approved on this 12 day of Dec 20 2000 in the office of this Division and hereby issue this Certificate thereof.

Examiner

Date



RIC CAMPBELL
ACTING DIRECTOR



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0837738

0064324 8100M

001609453

DATE: 12-07-00

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RIVER GAS CORPORATION

(an Alabama corporation)

into

Phillips Petroleum Company

(a Delaware corporation)

It is hereby certified that:

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

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

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

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

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

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

12-12-00P04:02 RCVD

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

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

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

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

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

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

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

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

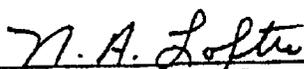
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

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

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

Executed on November 27, 2000

Phillips Petroleum Company



N. A. Loftis, Assistant Secretary



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

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

JAN 30 2001

NOTICE

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

Merger Recognized

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

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

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

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

RECEIVED

FEB 02 2001

DIVISION OF
OIL, GAS AND MINING

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

OPERATOR CHANGE WORKSHEET

ROUTING

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

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

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

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

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

CA No.

Unit: DRUNKARDS WASH

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
FAUSETT D5	43-007-30351	12165	16-14S-09E	Fee	SWD	A
ARCADIA-TELONIS 1 (D-2)	43-007-30093	99990	19-14S-09E	Fee	SWD	A
UTAH D-4	43-007-30314	11256	24-14S-09E	State	SWD	A
UTAH M-1	43-007-30199	11256	26-14S-09E	State	SWD	A
UTAH D-9	43-007-30438	12771	32-14S-09E	State	SWD	A
USA D6	43-007-30100	12466	34-14S-09E	Federal	SWD	A
DRUNKARDS WASH 31-1 (D-1)	43-007-30040	11256	31-14S-10E	State	SWD	A
UTAH D8	43-007-30431	11256	12-15S-09E	State	SWD	A
RGC D-10	43-007-30520	12545	28-15S-09E	Fee	SWD	A
UTAH M-2	43-007-30066	2889	34-15S-09E	Federal	TW	A
SAMPINOS D-14	43-007-30567	12729	16-15S-10E	Fee	SWD	A
UTAH D-3	43-007-30290	11256	18-15S-10E	State	SWD	A
UTAH D7	43-015-30338	12404	02-16S-09E	State	SWD	A
D-11	43-015-30356	12572	13-16S-09E	Federal	SWD	A

OPERATOR CHANGES DOCUMENTATION

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

4. Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5. If **NO**, the operator was contacted on: _____
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/30/2001
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC") Proj:** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 02/22/2001

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 02/20/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/20/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

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

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: P-207328
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 2.22.01

FILING:

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

COMMENTS:



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

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

Gentlemen:

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

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

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

U.S. Mail Address:

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

Physical Address & Overnight Delivery:

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

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

Attn: Chief Landman,
San Juan/Rockies

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

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

Sincerely,

William Rainbat

RECEIVED

DEC 02 2002

DIVISION OF
OIL, GAS AND MINING

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

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number See Attached List	API Number See List
Location of Well Footage : See Attached List County : QQ, Section, Township, Range: State : UTAH	Field or Unit Name Lease Designation and Number

EFFECTIVE DATE OF TRANSFER: 1/1/2003

CURRENT OPERATOR

Company: Phillips Petroleum Company Name: Steve de Albuquerque
Address: 980 Plaza Office Signature: [Signature]
city Bartlesville state OK zip 74004 Title: HSE & Regulatory Supervisor
Phone: (918) 661-4415 Date: 12/30/2002

Comments: Conoco Inc. and Phillips Petroleum Company merged to form ConocoPhillips Company. Please see attached list of wells effected by name change.

NEW OPERATOR

Company: ConocoPhillips Company Name: Yolanda Perez
Address: P. O. Box 2197, WL3 4066 Signature: [Signature]
city Houston state TX zip 77252 Title: Sr. Regulatory Analyst
Phone: (832) 486-2329 Date: 12/30/2002

Comments: Conoco Inc. and Phillips Petroleum Company merged to form ConocoPhillips Company. Please see attached list of wells effected by name change.

(This space for State use only)

Transfer approved by: [Signature]
Title: TECH. SERVICES MANAGER

Approval Date: 2-3-03

Comments: D5, D2 + D3 ARE due for MIT.

RECEIVED
JAN 08 2003

DIV. OF OIL, GAS & MINING

UIC Well List

SWD WELLS							
api	well_name	section	township	range	well_type	well_status	lease_type
4300730093	ARCADIA-TELONIS 1 (D-2)	19	140S	090E	WD	A	FEE
4301530356	D-11	13	160S	090E	WD	A	FEDERAL
4300730040	DRUNKARDS WASH 31-1 (D-1)	31	140S	100E	WD	A	STATE
4300730351	FAUSETT D5	16	140S	090E	WD	A	FEE
4301530531	PPCO D13	30	160S	090E	WD	DRL	FEE
4300730520	RGC D-10	28	150S	090E	WD	A	FEE
4300730567	SAMPINOS D-14	16	150S	100E	WD	A	FEE
4300730100	USA D6	34	140S	090E	WD	A	FEDERAL
4300730819	UTAH D15	34	130S	090E	WD	APD	STATE
4300730290	UTAH D-3	18	150S	100E	WD	A	STATE
4300730314	UTAH D-4	24	140S	090E	WD	A	STATE
4301530338	UTAH D7	02	160S	090E	WD	A	STATE
4300730431	UTAH D8	12	150S	090E	WD	A	STATE
4300730438	UTAH D-9	32	140S	090E	WD	A	STATE
4300730199	UTAH M-1	26	140S	090E	TW	A	STATE
4300730066	UTAH M-2	34	150S	090E	TW	A	FEDERAL

RECEIVED

JAN 0 8 2003

DIV. OF OIL, GAS & MINING

List of Produced Water Ponds/Pits

	Permit/ License No.	State/Federal		Immediate Name Change Required		Other Immediate Actions Required*		Agency	Agency Contact Name	Agency Contact Number
		S	F	Y	N	Y	N			
1	EVAPORATION POND	X		X				Utah Dept of Natural Resources, Dept. of Oil Gas and Mining	Gil Hunt	(801) 538-5340
2	D-1 POND	X		X				Utah Dept of Natural Resources, Dept. of Oil Gas and Mining	Gil Hunt	(801) 538-5340
3	D-2 (C-2) POND	X		X				Utah Dept of Natural Resources, Dept. of Oil Gas and Mining	Gil Hunt	(801) 538-5340
4	D-3 POND	X		X				Utah Dept of Natural Resources, Dept. of Oil Gas and Mining	Gil Hunt	(801) 538-5340
* Describe: OPERATIONAL PERMITS FOR PRODUCED WATER PONDS										

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>All</u>		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Phillips Petroleum Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 980 Plaza Office CITY Bartlesville STATE OK ZIP 74004		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (918) 661-4415		8. WELL NAME and NUMBER: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached List		9. API NUMBER: See List
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
STATE: UTAH		

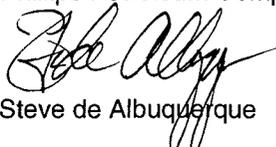
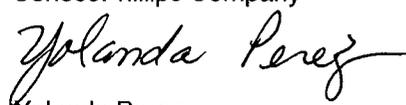
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

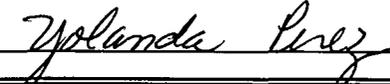
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT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

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

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

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

Current Operator Phillips Petroleum Company  Steve de Albuquerque	New Operator ConocoPhillips Company  Yolanda Perez	RECEIVED JAN 08 2003 DIV. OF OIL, GAS & MINING
--	---	--

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

(This space for State use only)

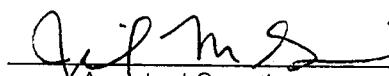


SECRETARY'S CERTIFICATE

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

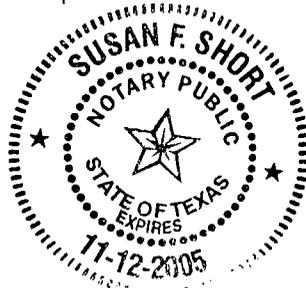
1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as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

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


 Assistant Secretary
 ConocoPhillips Company

STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

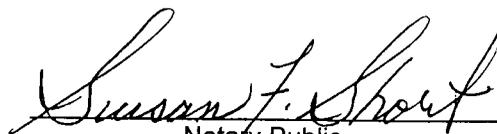
This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.



RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING


 Notary Public

Delaware

PAGE 1

The First State

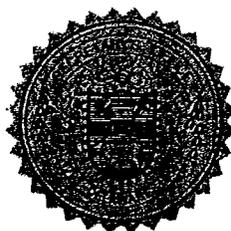
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE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

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100

030002793

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

FROM RL&F#1

(THU) 12. 12' 02 13:32/ST. 13:54:00 (ARTICLE 5)
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:41 PM 12/12/2002
020763238 - 0064324

CERTIFICATE OF AMENDMENT

to the

RESTATED CERTIFICATE OF INCORPORATION

of

**PHILLIPS PETROLEUM COMPANY
(to be renamed ConocoPhillips Company)**

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

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

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

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

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

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

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

HOU03:884504.1

RECEIVED

JAN 0 8 2003

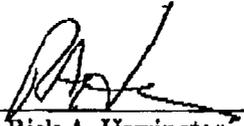
DIV. OF OIL, GAS & MINING

FROM RL&F#1

(THU) 12. 12 ' 02 13:32 / ST. 13:31 / NO. 4864756279 P 6

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

PHILLIPS PETROLEUM COMPANY

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

HOU03:884504.1

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

Delaware

PAGE 1

The First State

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

"CONOCO INC.", A DELAWARE CORPORATION,

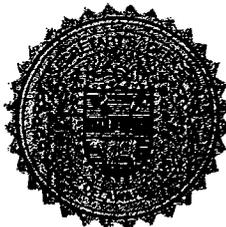
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100M

030002793

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

CERTIFICATE OF MERGER

of

Conoco Inc.
(a Delaware corporation)

with and into

ConocoPhillips Company
(a Delaware corporation)

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

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

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

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

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

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

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

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

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

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY
(a Delaware corporation)

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

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

STATE OF UTAH
DEPARTMENT OF COMMERCE
REGISTRATION

CONOCOPHILLIPS COMPANY

EFFECTIVE
06/14/1946

EXPIRATION
*RENEWAL

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

Corporation - Foreign - Profit
562960-0143

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

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

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



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

562960-0143 Corporation - Foreign - Profit

*RENEWAL

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

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



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office
7450 Boston Boulevard
Springfield, Virginia 22153

IN REPLY REFER TO
3106.8(932.34)WF

January 16, 2003

NOTICE

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

Merger/Name Change Recognized

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

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

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

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

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

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

S/W. Wilbert B. Forbes

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

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

OPERATOR CHANGE WORKSHEET

ROUTING

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

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed, effective:		12-31-02
FROM: (Old Operator):		TO: (New Operator):
PHILLIPS PETROLEUM COMPANY		CONOCOPHILLIPS COMPANY
Address: 980 Plaza Office		Address: P O BOX 2197, WL3 4066
Bartlesville, OK 74004		HOUSTON, TX 77252
Phone: 1-(918)-661-4415		Phone: 1-(832)-486-2329
Account No. N1475		Account No. N2335

CA No.

Unit:

WELL(S)

NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH D-15	34-13S-09E	43-007-30819	99999	STATE	SWD	APD
FAUSETT D-5	16-14S-09E	43-007-30351	12165	FEE	SWD	A
ARCADIA-TELONIS 1 (D-2)	19-14S-09E	43-007-30093	99990	FEE	SWD	A
UTAH D-4	24-14S-09E	43-007-30314	11256	STATE	SWD	A
UTAH M-1	26-14S-09E	43-007-30199	11256	STATE	TW	A
UTAH D-9	32-14S-09E	43-007-30438	12771	STATE	SWD	A
USA D-6	34-14S-09E	43-007-30100	12466	FEDERAL	SWD	A
UTAH D-8	12-15S-09E	43-007-30431	11256	STATE	SWD	A
RGC D-10	28-15S-09E	43-007-30520	12545	FEE	SWD	A
UTAH M-2	34-15S-09E	43-007-30066	2889	FEDERAL	TW	A
DRUNKARDS WASH 31-1 (D-1)	31-14S-10E	43-007-30040	11256	STATE	SWD	A
SAMPINOS D-14	16-15S-10E	43-007-30567	12729	FEE	SWD	A
UTAH D-3	18-15S-10E	43-007-30290	11256	STATE	SWD	A
UTAH D-7	02-16S-09E	43-015-30338	12404	STATE	SWD	A
D-11	13-16S-09E	43-015-30356	12572	FEDERAL	SWD	A
PPCO D13	30-16S-09E	43-015-30531	99999	FEE	SWD	DRL

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

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

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/14/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003

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

The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 02/04/2003

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 02/03/2003
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/03/2003
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 8140-60-24

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 6196922
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

INJECTION WELL - PRESSURE TEST

Well Name: <u>RGC D-10</u>	API Number: <u>43-007-30520</u>
Qtr/Qtr: <u>NWNE</u> Section: <u>28</u>	Township: <u>15S</u> Range: <u>9E</u>
Company Name: <u>ConocoPhillips</u>	
Lease: State _____ Fee <u>X</u> Federal _____ Indian _____	
Inspector: <u>Mark J Jones</u>	Date: <u>9/13/04</u>

Initial Conditions:

Tubing - Rate: 0 Pressure: 0 psi
 Casing/Tubing Annulus - Pressure: 0 psi

Conditions During Test:

Time (Minutes)	Annulus Pressure	Tubing Pressure
0 12:40	<u>1250#</u>	<u>N/A</u>
5	_____	_____
10	_____	_____
15 : 12:55	<u>1250#</u>	<u>N/A</u>
20	_____	_____
25	_____	_____
30	_____	_____

Results: Pass/Fail

Conditions After Test:

Tubing Pressure: N/A psi
 Casing/Tubing Annulus Pressure: 0 psi

COMMENTS: Top of perf's 6650'
Bottom of 6525'
Typically runs @ ~1250#; 5580-5840 BBLs/DAY

Johnny Dameron
 Operator Representative

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

ORIGINAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial Number:
Patented

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

7. Unit Agreement Name:
UTU67921X Drunkards Wash

8. Well Name and Number:
RGC Disposal #10

9. API Well Number:
43-007-30520

10. Field or Pool, or Wildcat:
Drunkards Wash

1. Type of Well: OIL GAS OTHER

2. Name of Operator:
ConocoPhillips Company

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

4. Location of Well Footages:
162' FNL, 1557' FEL

County: Carbon County

QQ, Sec., T., R., M.: NW/NE, SEC.28, T15S, R09E, SLB & M

State: Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

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

SUBSEQUENT REPORT
(Submit Original Form Only)

- | | |
|--|--|
| <input type="checkbox"/> Abandon * | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Csg |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other <u>Mechanical Integrity Test</u> | |
- Date of work completion 09/16/04

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

* Must be accompanied by a cement verification report.

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

A Mechanical Integrity test was conducted on the D-10 disposal well on 9/16/04. Prior to the test, a seal bore packer with tailpipe assembly was run and set with top of packer at 6500' GL. Top perforation is at 6650' GL. An "XN" plug was set in a profile nipple on the tailpipe below the packer and the 7" casing was tested to 1250 psi for 15 minutes with no leak-off.

Mark Jones from the DOGM was present for the pressure test.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

Date: 11-15-04
By: [Signature]

RECEIVED
OCT 01 2004
DIV. OF OIL, GAS & MINING

13. Name & Signature: Michael Ward Michael E. Ward Title: Engineer Date: 09/27/2004

(This space for state use only)

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Water Disposal Well	8. WELL NAME and NUMBER: RGC D10
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY	9. API NUMBER: 43007305200000
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	PHONE NUMBER: 432 688-6943 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0162 FNL 1557 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 28 Township: 15.0S Range: 09.0E Meridian: S	9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
	COUNTY: CARBON
	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/2/2011	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="MIT"/>

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

A successful mechanical integrity test was performed on the above disposal well on March 2, 2011. The test was witnessed by a representative of DOGM.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

Date: 03/09/2011

By: 

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 3/8/2011	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Water Disposal Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY		8. WELL NAME and NUMBER: RGC D10
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810		9. API NUMBER: 43007305200000
PHONE NUMBER: 432 688-6943 Ext		9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0162 FNL 1557 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 28 Township: 15.0S Range: 09.0E Meridian: S		COUNTY: CARBON
		STATE: UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/5/2013	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="MIT"/>

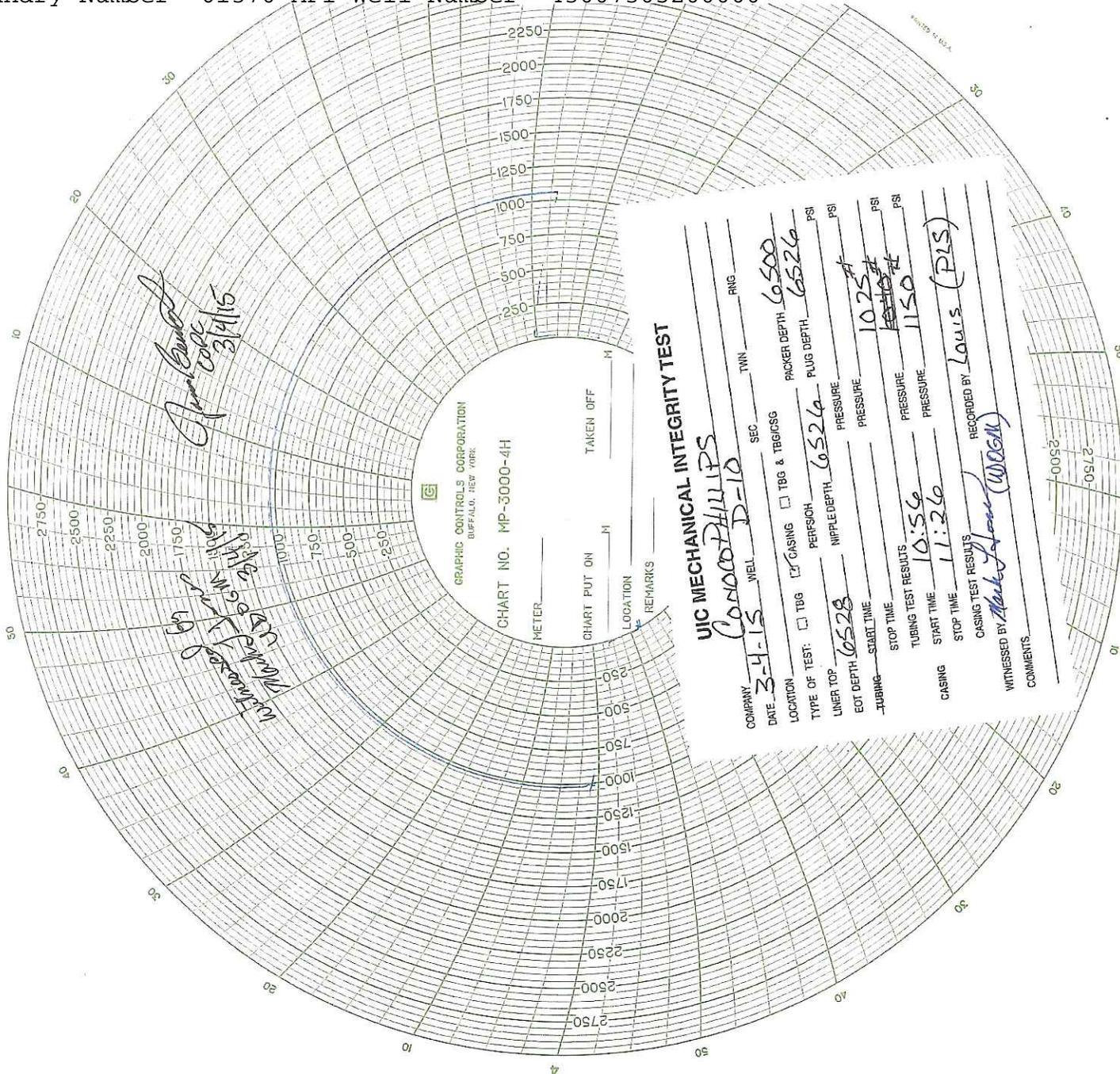
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The required MIT was performed on April 5, 2013. The test was successful and was witnessed by a representative of DOGM.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
April 26, 2013**

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 4/9/2013	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Water Disposal Well		8. WELL NAME and NUMBER: RGC D10
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY		9. API NUMBER: 43007305200000
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	PHONE NUMBER: 432 688-6943 Ext	9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0162 FNL 1557 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 28 Township: 15.0S Range: 09.0E Meridian: S		COUNTY: CARBON
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/4/2015 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input checked="" type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="MIT"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>As required by permit, a successful MIT was performed on the above well on March 4, 2015 and was witnessed by a DOGM representative. Copy of the chart is attached.</p>		
<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 06, 2015</p>		
NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A		DATE 3/5/2015



Marked for 1000 PSI
3/11/15

GRAPHIC CONTROLS CORPORATION
 BUFFALO, NEW YORK
 CHART NO. MP-3000-4H
 METER _____ M
 CHART PUT ON _____ M
 TAKEN OFF _____ M
 LOCATION _____
 REMARKS _____

UIC MECHANICAL INTEGRITY TEST

Concord Phillips

COMPANY 3-4-15 WELL D-10 SEC _____ TWIN _____ RING _____

LOCATION _____ Packer Depth 6500 PSI

TYPE OF TEST: TBG CASING TBG & TBG/CSG Plug Depth 6526 PSI

LINE TOP 6528 NIPPLE DEPTH 6526 PRESSURE _____ PSI

EOT DEPTH 6528 PRESSURE _____ PSI

JUBRING - START TIME _____ PRESSURE _____ PSI

STOP TIME 10:56 PRESSURE 1150 PSI

TUBING TEST RESULTS PRESSURE 1150 PSI

CASING START TIME 11:26 PRESSURE _____ PSI

STOP TIME _____ PRESSURE _____ PSI

CASING TEST RESULTS PRESSURE _____ PSI

RECORDED BY Louis (PLS)

WITNESSED BY Mark Johnson (WJ0501)

COMMENTS _____

0052
 0572