

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

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

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

7. Unit Agreement Name:  
**Drunkards Wash UTL-67921X**

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

9. Well Number:  
**23-468**

10. Field or Pool, or Wildcat:  
**Drunkards Wash**

11. Qtr/Qtr, Section, Township, Range, Meridian:  
**S/2 SE/4 Section 23, T15S, R08E, SLB&M**

12. County:  
**Carbon**

13. State:  
**UTAH**

14. Distance in miles and direction from nearest town or post office:  
**11.7 Miles south-west of Price, Utah**

15. Distance to nearest property or lease line (feet): **197'**

16. Number of acres in lease:  
**NA**

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

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): **2000'**

19. Proposed Depth:  
**4000'**

20. Rotary or cable tools:  
**Rotary**

21. Elevations (show whether DF, RT, GR, etc.):  
**6847' GR**

22. Approximate date work will start:  
**May 2001**

**APPLICATION FOR PERMIT TO DRILL OR DEEPEN**

1A. Type of Work: **DRILL**  **DEEPEN**

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

2. Name of Operator:  
**River Gas Corporation Phillips Retro. Co.**

3. Address and Telephone Number:  
**6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777**

4. Location of Well (Footages)  
At Surface: **1121' FSL, 1319' FEL**  
At Proposed Producing Zone: **4372250 N  
500746 E**

14. Distance in miles and direction from nearest town or post office:  
**11.7 Miles south-west of Price, Utah**

15. Distance to nearest property or lease line (feet): **197'**

16. Number of acres in lease:  
**NA**

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

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19. Proposed Depth:  
**4000'**

20. Rotary or cable tools:  
**Rotary**

21. Elevations (show whether DF, RT, GR, etc.):  
**6847' GR**

22. Approximate date work will start:  
**May 2001**

**PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
14"	12 3/4"	Conductor	40'	
11"	J-55 8 5/8"	24#/ft	400'	155 sks G+2%CaCl+1/4#/sk floccel
7 7/8"	N-80 5 1/2"	17#/ft	3990'	363sks 50/50poz 8% gel+2%CaCl+10%extender
				94sks "G" thixotropic

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

ORIGINAL

CONFIDENTIAL

24. Name & Signature: Jean Semborski Title: Permit Specialist Date: 12/20/00

(This space for state use only)  
API Number Assigned: 43-007-30746

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

Date: 06-20-01

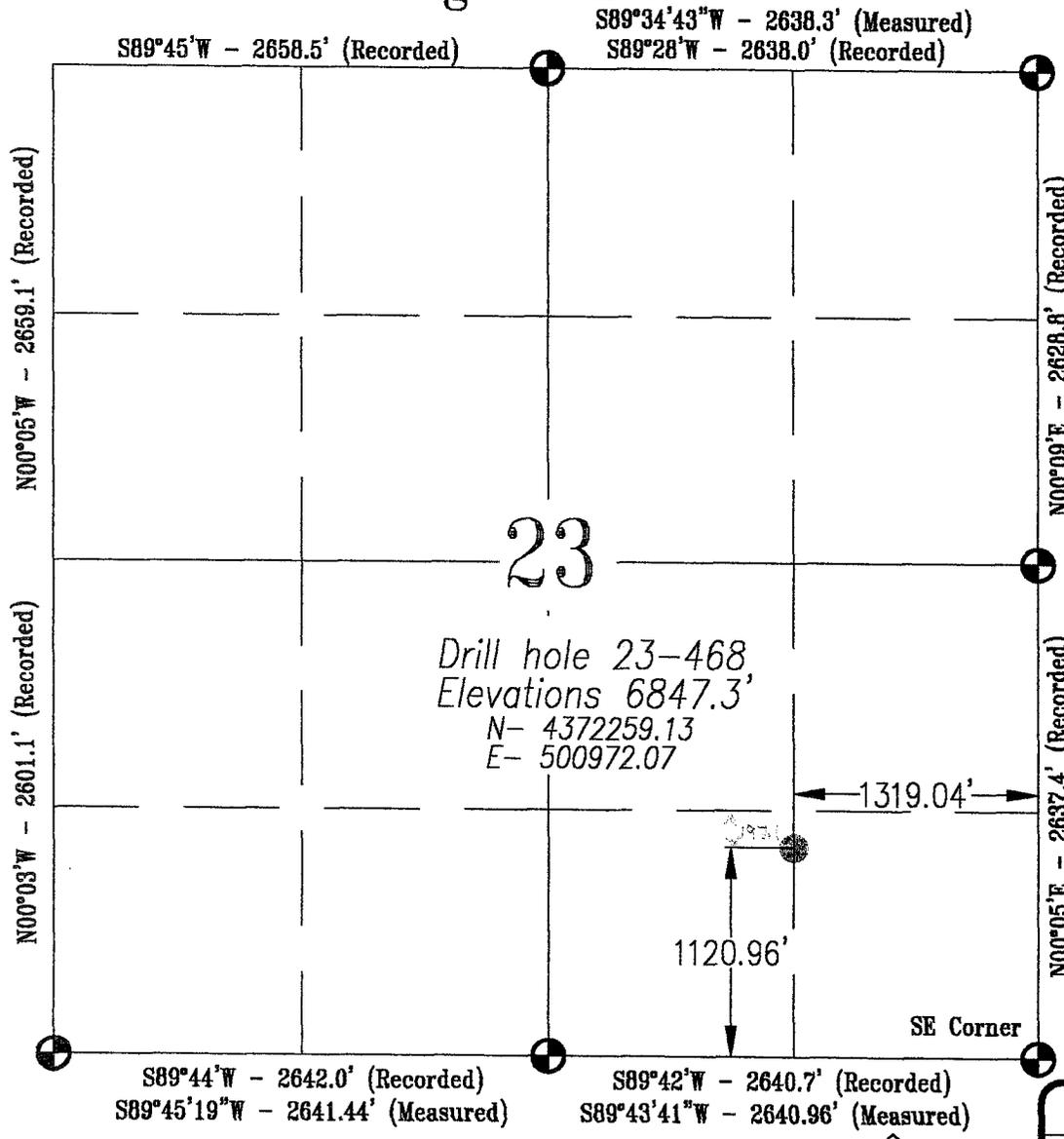
By: [Signature]

(See Instructions on Reverse Side)

DEC 22 2000  
DIVISION OF OIL, GAS AND MINING

Township 15 South

# Range 8 East



Drill hole 23-468  
Elevations 6847.3'  
N- 4372259.13  
E- 500972.07

### 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. UTM Coordinates listed are NAD27 based, Zone 12 North and in Meters.

### Basis Of Elevation:

Basis of Elevation of 6864' as indicated in the NE Corner of Section 23, Township 15 South, Range 8 East, Salt Lake Base and Meridian, as shown on the Pinnacle Peak Quadrangle 7.5 Minute Series Map.

### Description of Well Point

Proposed Drill Hole located in the South 1/2 SE 1/4 of Section 23; being 1120.96' North and 1319.04' West from the SE Corner of Section 23, T15S, R8E, Salt Lake Base & Meridian.

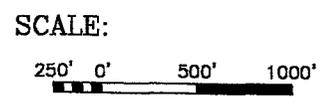
### Surveyor's Certificate:

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



DRAWN BY:	P. Boylen
CHECKED BY:	J.S.H.
DATE:	10/25/00
SCALE:	1"=1000'
JOB NO.:	640
DRAWING NO.:	A-1
SHEET	1 OF 4

3286 South 125 West  
Price, Utah 84501  
(801) 637-9300  
FAX (801) 637-2833

**Sevless**

**River Gas Corporation**  
Well# 23-468  
Section 23, T15S, R8E, S.L.B.&M.  
Carbon County, Utah



RIVER GAS CORPORATION

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

December 20, 2000

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

RE: Application for Permit to Drill-  
Tabor 23-468, S/2 SE/4 Sec.23  
T15S, R08E, SLB & M, Carbon County, Utah-

Dear Mr. Baza:

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

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

ORIGINAL

CONFIDENTIAL

RECEIVED

DEC 22 2000

DIVISION OF  
OIL, GAS AND MINING

This proposed well is located more than 660' from the drilling unit boundary. Well spacing is in accordance with Cause #243-1, which applies to proposed wells outside the Unit boundary in this area.

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

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

Sincerely,



Jean Semborski  
Permitting Specialist

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

EXHIBIT "D"  
DRILLING PROGRAM

Attached to Form 3  
River Gas Corp.  
Tabor 23-468  
S/2, SE/4, Sec. 23, T15S, R08E, SLB & M  
1121' FSL, 1319' FEL  
Carbon County, Utah

1. The Surface Geologic Formation

Mancos Shale

2. Estimated Tops of Important Geologic Markers

Blue Gate/Ferron 3450'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones 3470' - 3610'

No groundwater is expected to be encountered.

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

Surface casing will be tested to 1400 psi.

4. The Proposed Casing and Cementing Programs

<u>HOLE SIZE</u>	<u>SETTING DEPTH (INTERVAL)</u>	<u>SIZE (OD)</u>	<u>WEIGHT, GRADE &amp; JOINT</u>	<u>NEW, USED</u>
14"	40'	12-3/4"	Conductor	New
11"	400'	8-5/8"	24#LT&C	New
7-7/8"	3990'	5-1/2	17#LT&C	New

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

Surface Casing: 155 sks G+2%CaCl+1/4#per sack flocel;15.8#/gal,density, 1.15 cu.ft/sk yield.

Production Casing: 363 sks 50/50 poz 8%gel +2%CaCl+10%extender;12.5#/gal, density, 1.92 cu.ft/sk yield.

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

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

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

5. The Operator's Minimum Specifications for Pressure Control

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

6. The Type and Characteristics of the Proposed Circulating Muds

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

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

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

Any Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is 1400 psi max. No hydrogen sulfide or other hazardous gases or fluids have been found, reported or are known to exist at these depths in the area.

8. Anticipated Starting Date and Duration of the Operations.

The well will be drilled around May 2001.

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

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

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

EXHIBIT "E"  
MULTIPOINT SURFACE USE PLAN

Attached to Form 3  
River Gas Corp.  
Tabor 23-468  
S/2, SE/4, Sec. 23, T15S, R08E, SLB & M  
1121' FSL, 1319' FEL  
Carbon County, Utah

**1. Existing Roads**

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

**2. Planned Access**

Approximately 4000' of new access is required (See Exhibit "B")

- a. Maximum Width: 24' travel surface with 27' base
- b. Maximum grade: 6%
- c. Turnouts: None
- d. Drainage design: 10 culverts may be required. Water will be diverted around well pad as necessary.
- e. If the well is productive, the road will be surfaced and maintained as necessary to prevent soil erosion and accommodate year-round traffic.
- f. Pipe and Power lines will follow the proposed access road.

**3. Location of Existing Wells**

- a. See Exhibit "B". There are 9 proposed and 3 existing wells within a one-mile radius of the proposed location.

**4. Location of Existing and/or Proposed Facilities**

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

## **5. Location and Type of Water Supply**

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

## **6. Source of Construction Materials**

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

## **7. Methods for handling waste disposal**

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

## **8. Ancillary Facilities**

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

## **9. Wellsite Layout**

- a. Available topsoil will be removed from the location and stockpiled. Location of mud tanks, reserve and berm pits, and soil stockpiles will be located as shown on the attachments.
- b. A blooie pit will be located 100' from the drill hole. A line will be placed on the surface from the center hole to the pit. The pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.
- c. Access to the well pad will be as shown on Exhibit "B".
- d. Natural runoff will be diverted around the well pad.

## **10. Plans for Restoration of Surface**

- a. All surface areas not required for producing operations will be graded to as near original condition as possible and contoured to maintain possible erosion to a minimum.
- b. Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas and the area will be reseeded as prescribed by the landowner.
- c. Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.

## **11. Surface Ownership:**

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

12. **Other Information:**

- a. The primary surface use is farming and grazing. The nearest dwelling is approximately 9000 feet southwest.
- b. Nearest live water is Miller Creek, located 2100' southeast.
- c. If there is snow on the ground when construction begins, it will be removed before the soil is disturbed and piled downhill from the topsoil stockpile location.
- d. The backslope and foreslope will be constructed no steeper than 4:1.
- e. All equipment and vehicles will be confined to the access road and well pad.
- f. A complete copy of the approved Application for Permit to Drill (APD) including conditions and stipulations, shall be on the wellsite during construction and drilling operations

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

**13. Company Representative**

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

Mail Approved A.P.D. To:

Company Representative

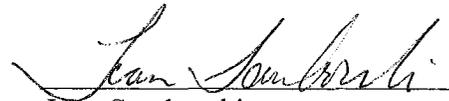
Excavation Contractor

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

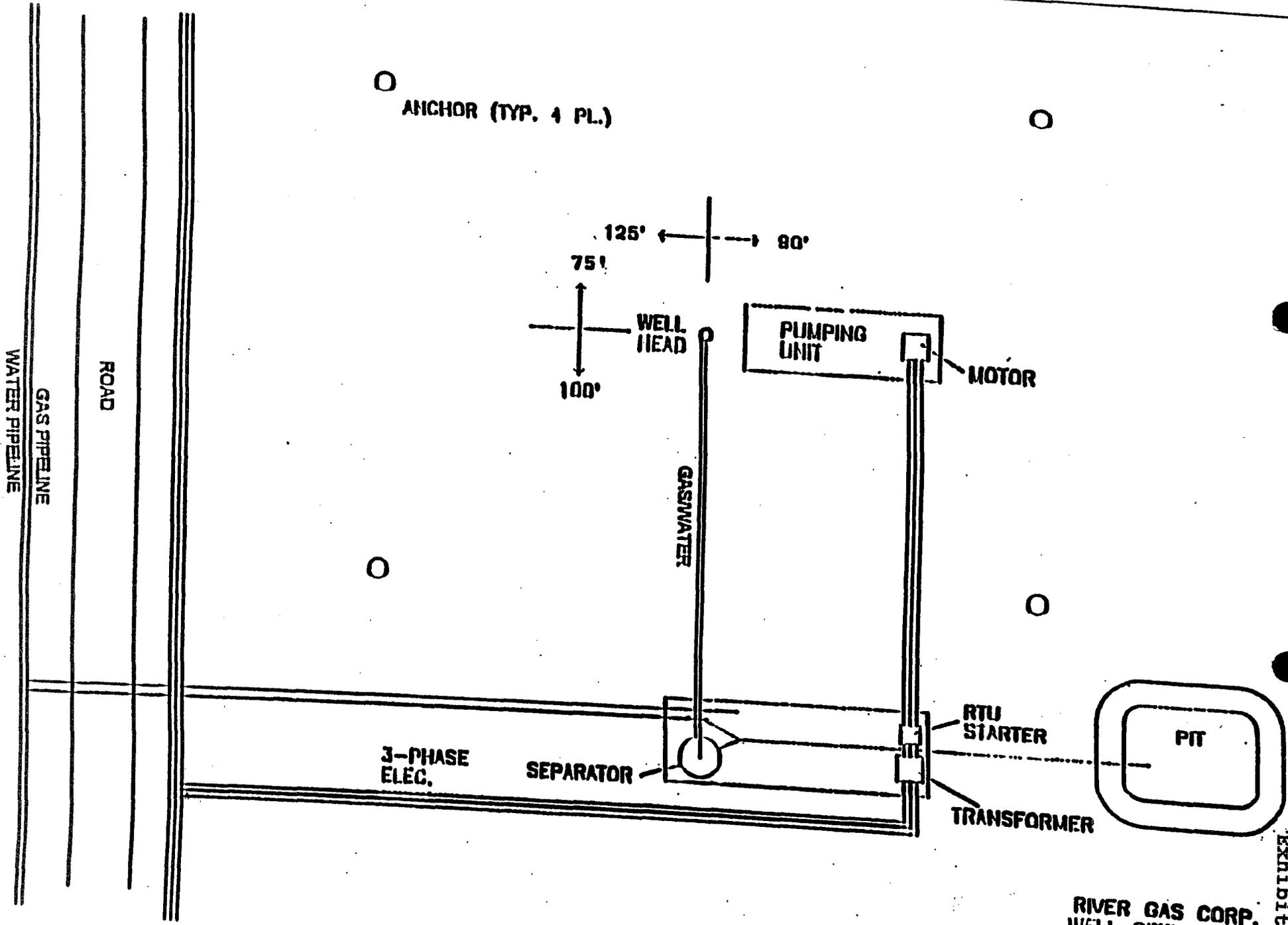
**14. Certification**

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

12/20/00  
Date

  
Jean Semborski  
Permitting Specialist  
River Gas Corporation

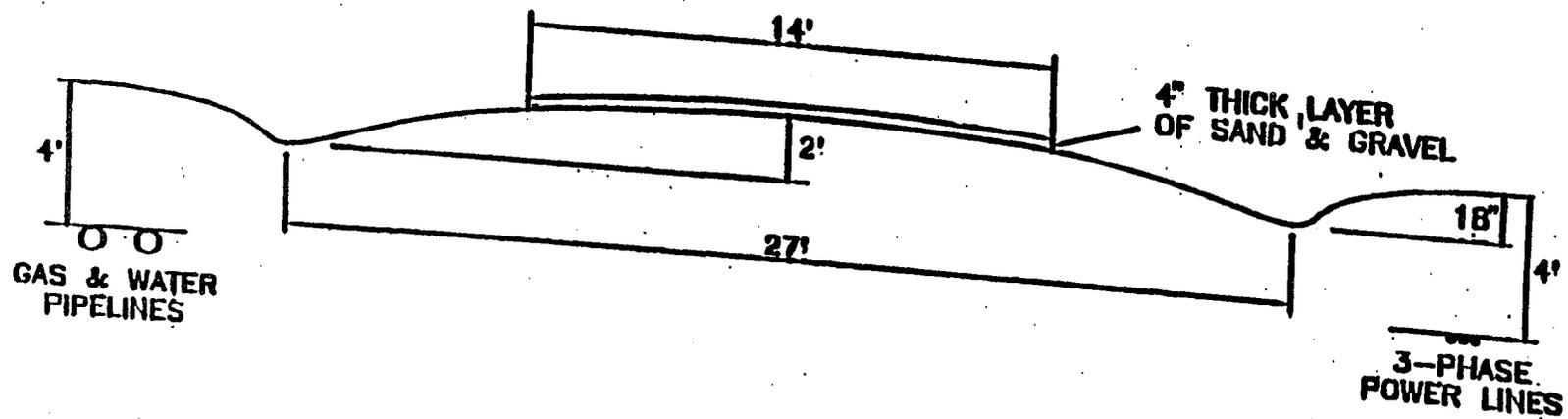
ANCHOR (TYP. 4 PL.)



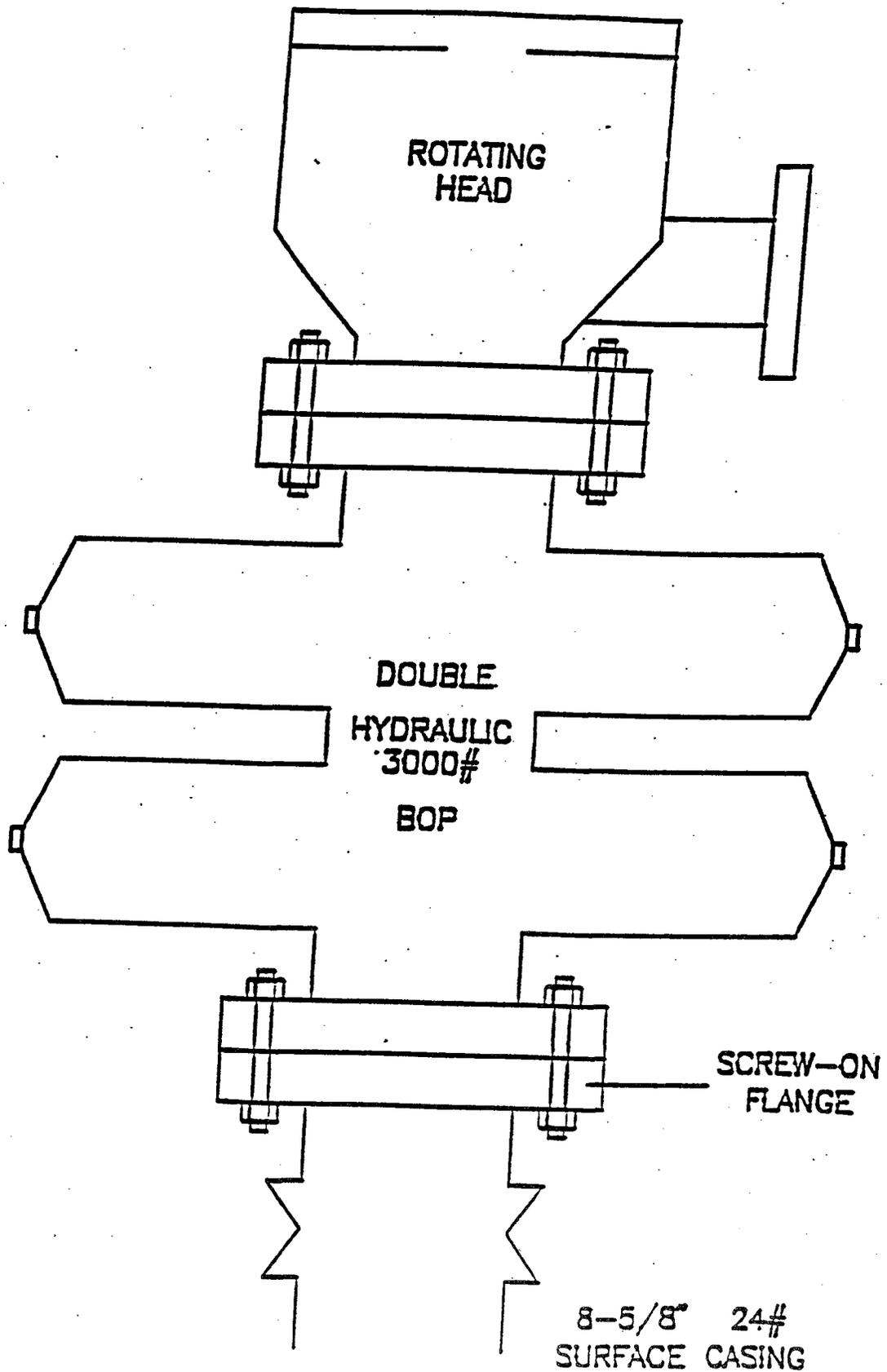
RIVER GAS CORP.  
WELL SITE LAYOUT  
215' X 175'

Exhibit "E"

# TYPICAL ROAD CROSS-SECTION

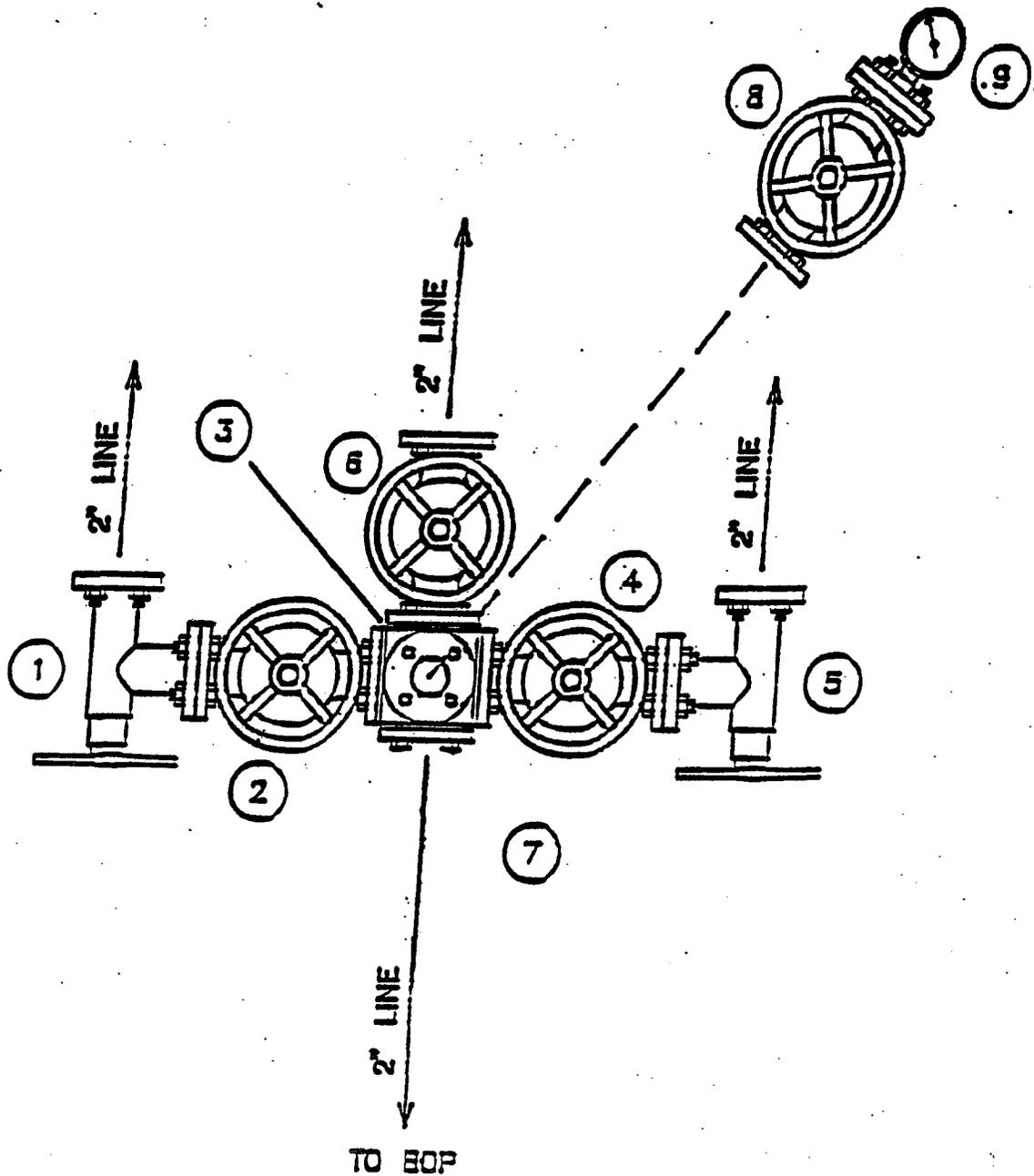


# DIVERTER HEAD



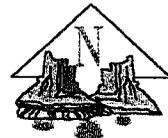
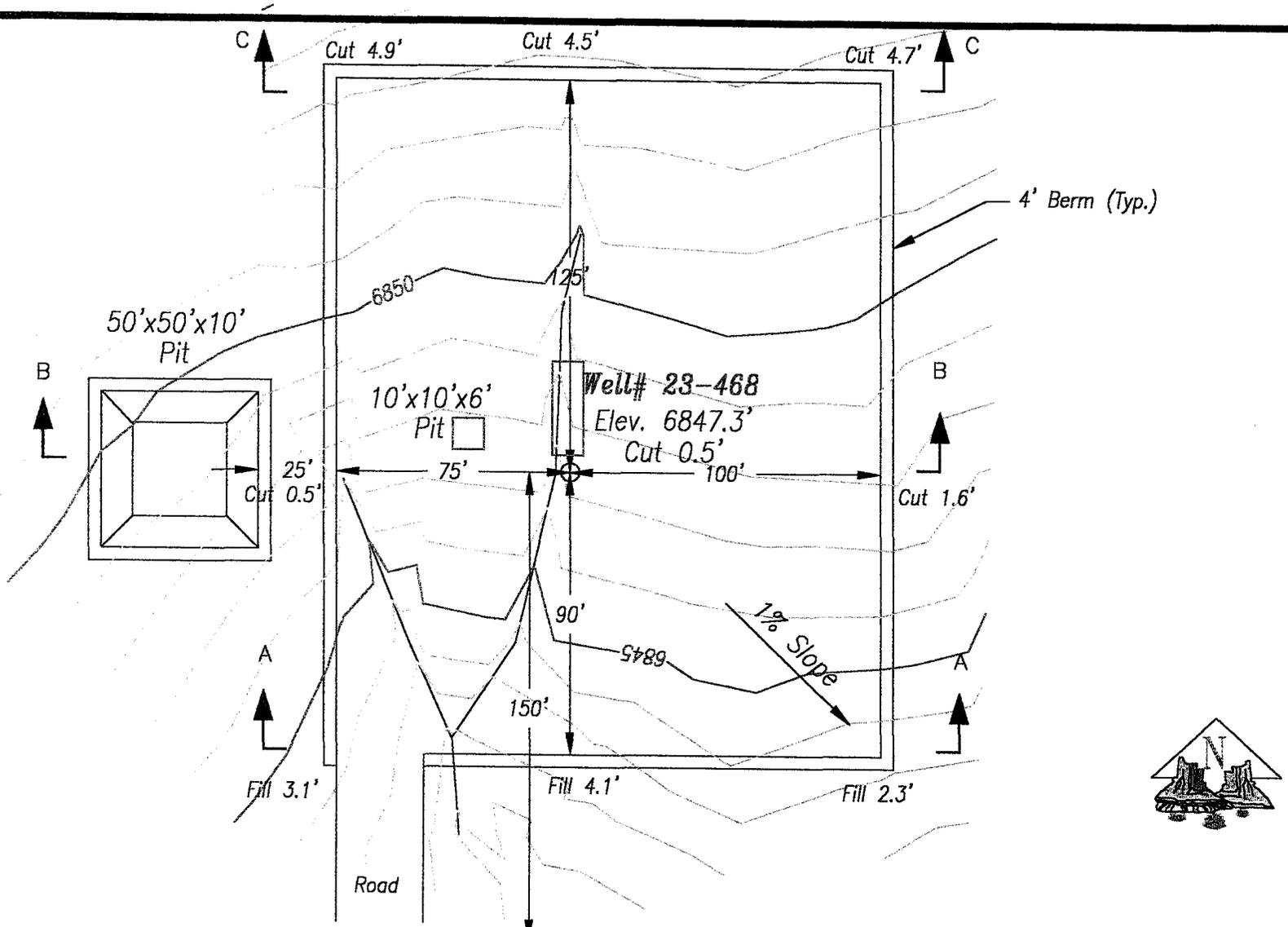
- (1) 2" 5M FLANGED CHOKE
- (2) 2" 5M GATE VALVE (FLANGED)
- (3) 2" 5M STUDDED CROSS
- (4) 2" 5M GATE VALVE (FLANGED)
- (5) 2" 5M FLANGED CHOKE
- (6) 2" 5M GATE VALVE (FLANGED)
- (7) 2" LINE
- (8) 2" 5M GATE VALVE (FLANGED)
- (9) 3000# GAUGE

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

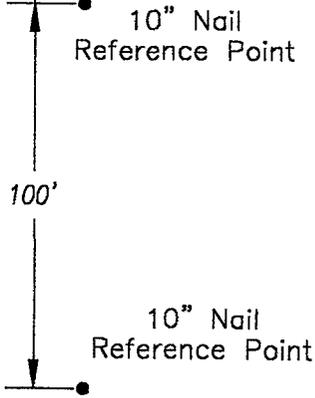


AND A NEW 2" BALL VALVE  
FULL OPEN 5000PSI

MANIFOLD

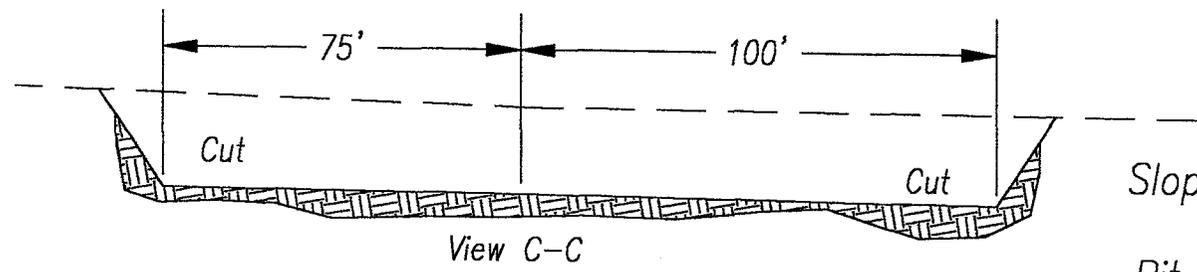


Elevation Ungraded Ground at Location Stake = 6847.3'  
 Elevation Graded Ground at Location Stake = 6846.8'



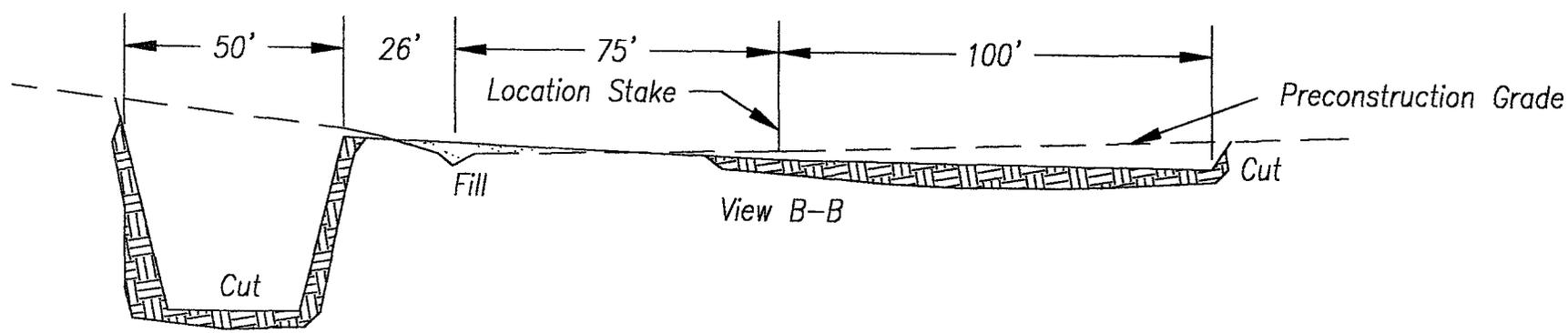
DRAWN BY: <b>P. BOYLEN</b>	
CHECKED BY: <b>J.S.H.</b>	
DATE: <b>10/25/00</b>	3266 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833
SCALE: <b>1"=50'</b>	<b>Services</b> <b>River Gas Corporation</b> <b>Location Layout</b> <b>Section 23, T15S, R8E, S.L.B.&amp;M.</b> <b>Well # 23-468</b>
JOB NO. <b>640</b>	
DRAWING NO. <b>A-2</b>	
SHEET <b>2</b> of <b>4</b>	

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

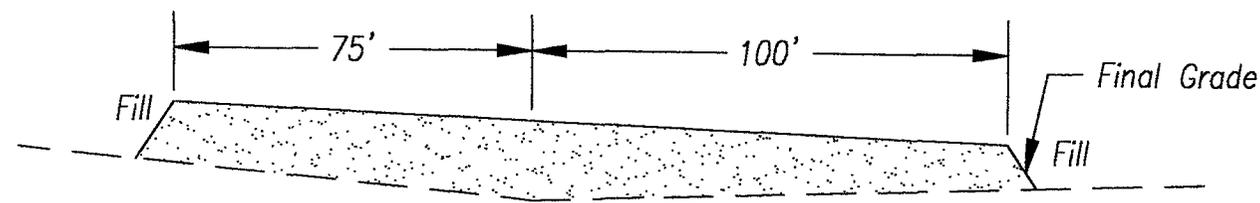


Slope = 1 1/2 : 1  
(Except Pit)  
Pit Slope = 1 : 1

View C-C



View B-B



View A-A

APPROXIMATE YARDAGES

<b>CUT</b>	
(6") Topsoil Stripping	= 750.0 Cu. Yds.
Remaining Location	= 2,916.3 Cu. Yds.
<hr/>	
<b>TOTAL CUT</b>	= 3,666.3 Cu. Yds.
<b>TOTAL FILL</b>	= 1,175.3 Cu. Yds.

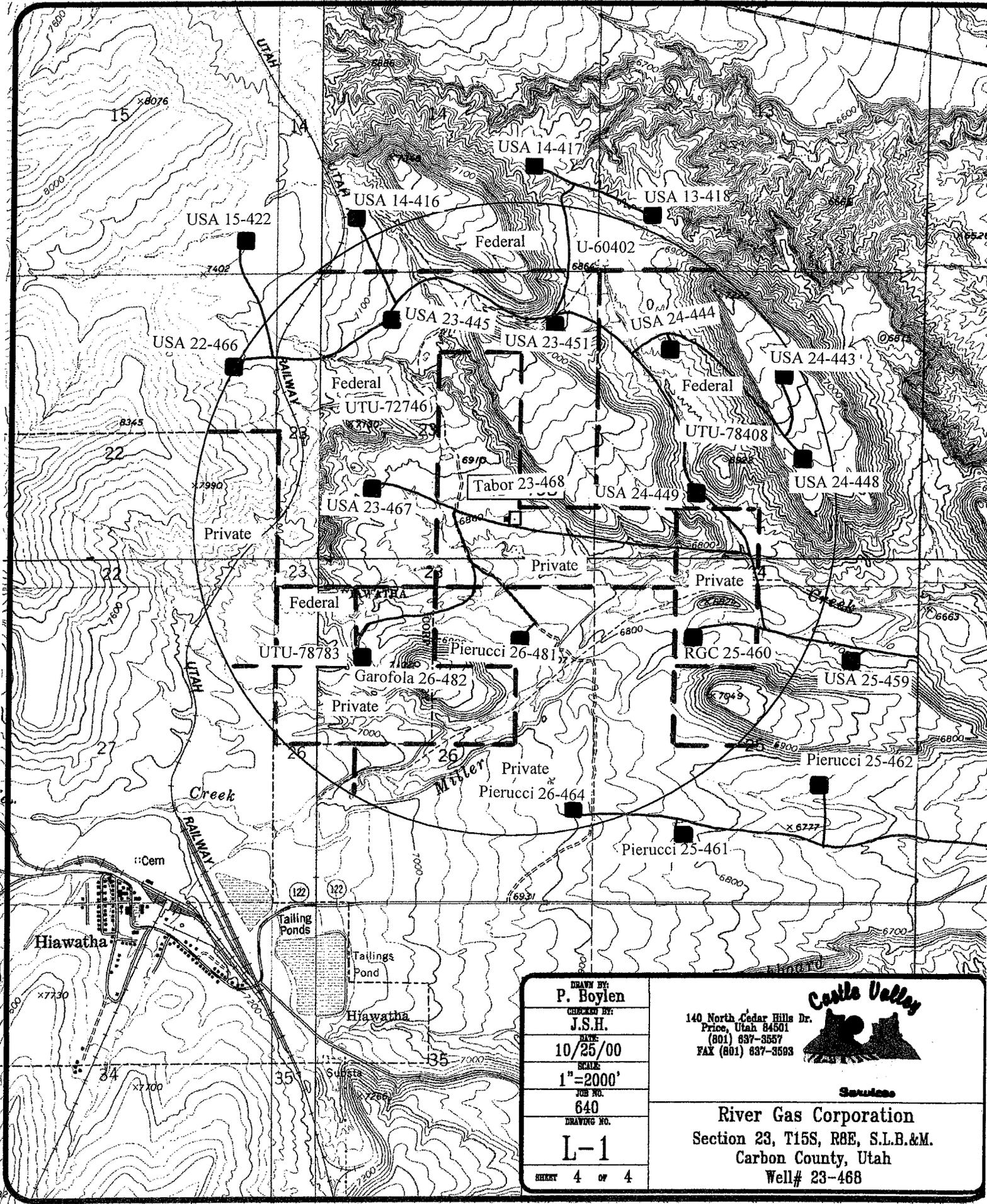
DRAWN BY:  
**P. BOYLEN**  
CHECKED BY:  
**J.S.H.**  
DATE:  
**10/25/00**  
SCALE:  
**As Shown**  
JOB NO.  
**640**  
DRAWING NO.  
**C-1**  
SHEET **3** OF **4**

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



**Seawless**

**River Gas Corporation**  
Typical Cross Sections  
Section 23, T15S, R8E, S.L.B.&M.  
Well # 23-468

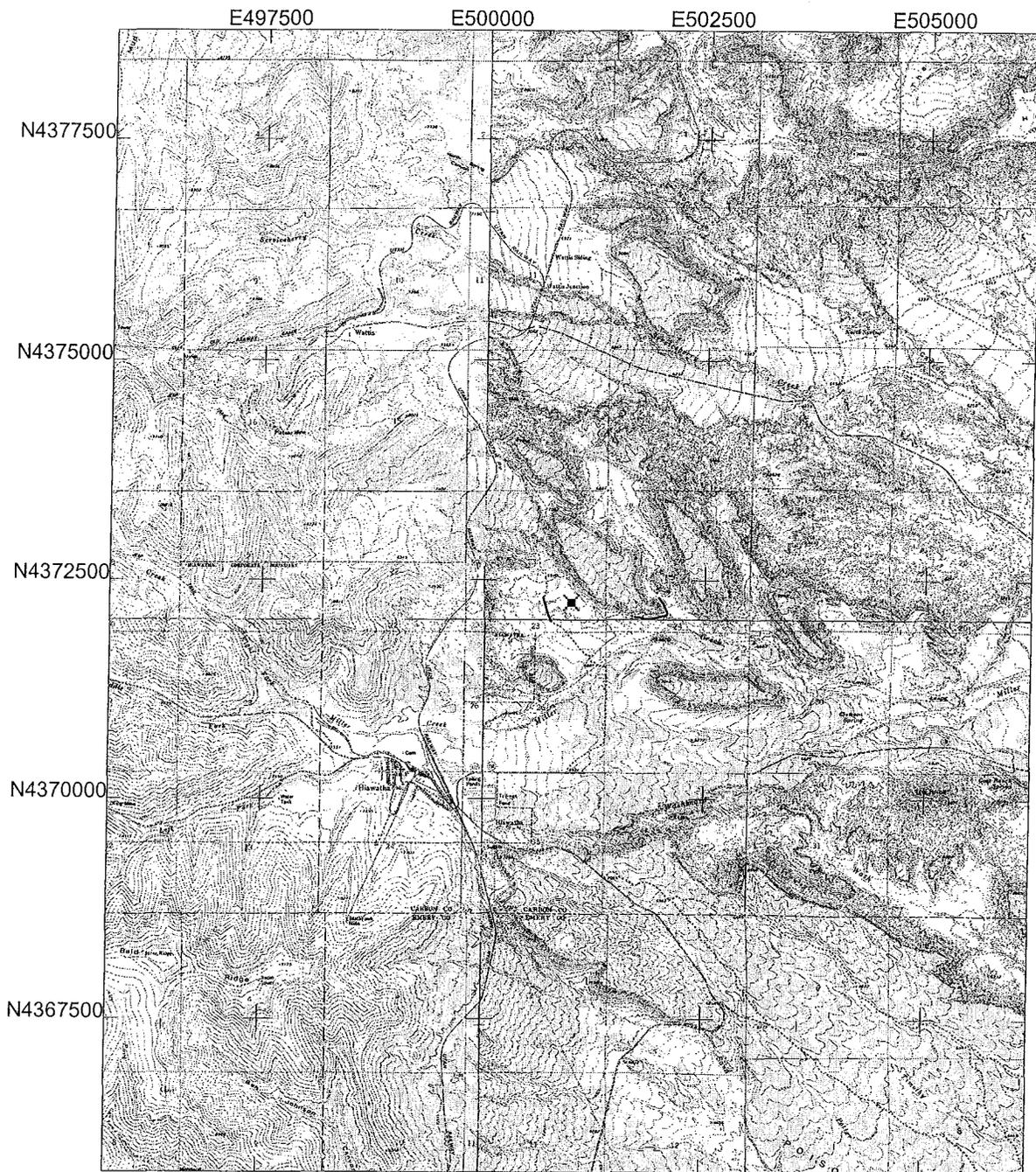


DRAWN BY:  
**P. Boylen**  
 CHECKED BY:  
**J.S.H.**  
 DATE:  
**10/25/00**  
 SCALE:  
**1"=2000'**  
 JOB NO.  
**640**  
 DRAWING NO.  
**L-1**  
 SHEET **4** OF **4**

**Castle Valley**  
 140 North Cedar Hills Dr.  
 Price, Utah 84501  
 (801) 837-3557  
 FAX (801) 837-3593

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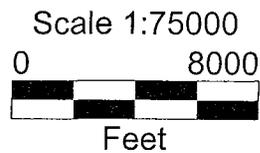
**Services**  
**River Gas Corporation**  
 Section 23, T15S, R8E, S.L.B.&M.  
 Carbon County, Utah  
 Well# 23-468



# Tabor 23-468

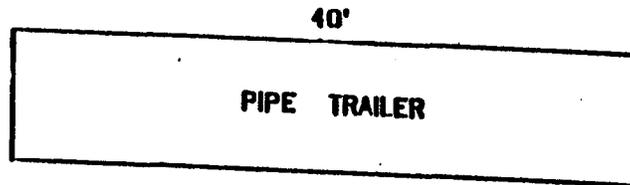
## Section 23, T15S, R8E

Universal Transverse Mercator  
12 North  
NAD 1927 (Conus)

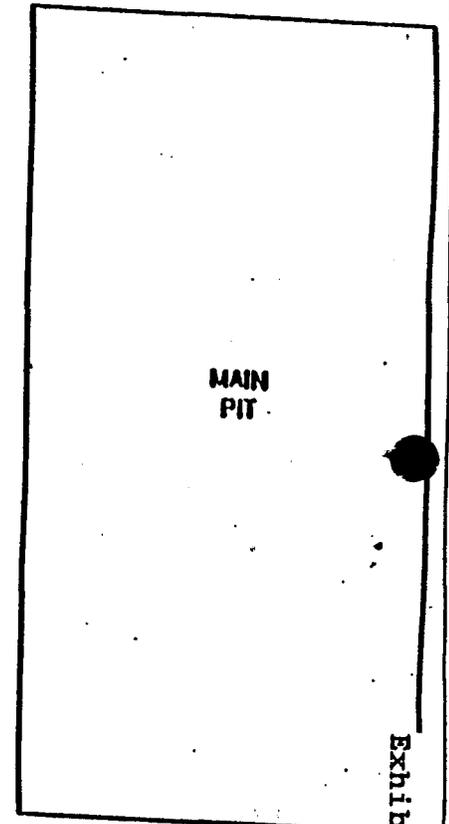
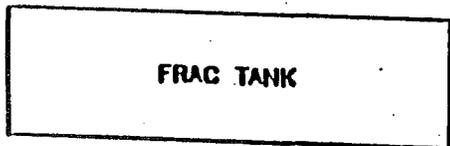
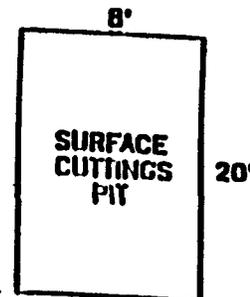
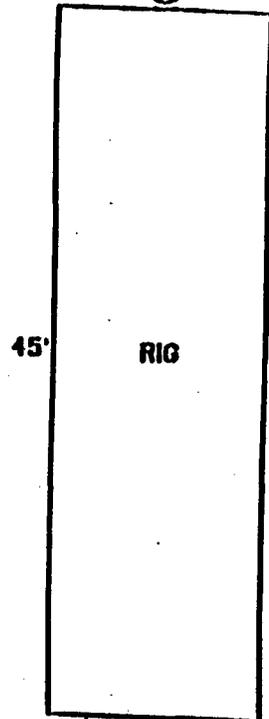
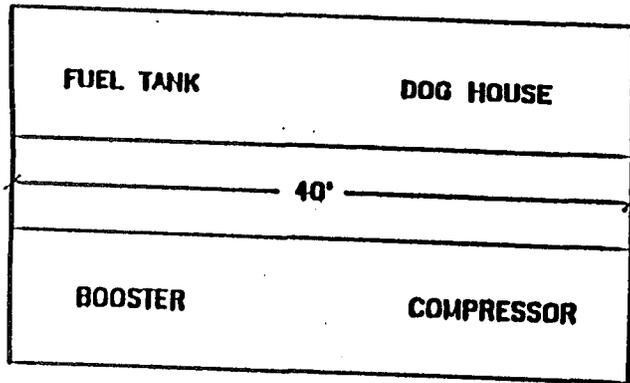


usa23468.ssf  
11/13/2000  
Pathfinder Office  
 **Trimble**

# APPROXIMATE LAYOUT OF RIG & EQUIPMENT



HOLE





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

## 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	



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

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

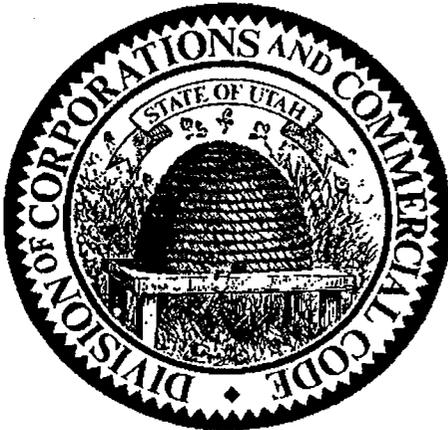
01/12/01

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## CERTIFICATE OF ARTICLES OF MERGER

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

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



Ric Campbell  
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

65110 1000  
0017119

Office of the Secretary of State

TS

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

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

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

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

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

12-12-00P04:02 RCVD

TAF  
FILED

DEC 12 2000

Utah Bar. 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."

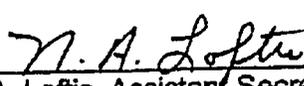
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

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 

**MEMORANDUM OF SURFACE USE AND DAMAGE AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS:

That Gary G. Frandsen and Cullen B. Frandsen, whose address is 9660 Stornoway, South Jordan, Utah, 84095 (collectively "Frandsen") and Phillips Petroleum Company, a Delaware Corporation, and all subsidiary companies, their successors and assigns, whose address is 4001 Penbrook, Odessa, Texas, 79762 ("Phillips") have entered into a Surface Use and Damage Agreement dated effective as of the 30th day of May, 2001 ("Agreement").

The Agreement, which is unrecorded and may be found in the files of Frandsen and Phillips, is adopted herein and made a part hereof by reference to the same full extent as if all its provisions were copied in full in this Memorandum.

Pursuant to the terms of the Agreement, Frandsen grants to Phillips the right-of-way to use the Property described in Exhibit A, attached hereto and made a part of this Memorandum ("Property"), for the purpose of access to and from mineral leases it owns and operates underlying and in the vicinity of the Property ("Leases"), for well locations, pipelines and power lines and for other facilities related to its conduct of operations pursuant to the Leases.

This Memorandum shall be binding on and inure to the benefit of Frandsen and Phillips, their respective heirs, administrators, successors and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum as of the dates of the respective acknowledgements.

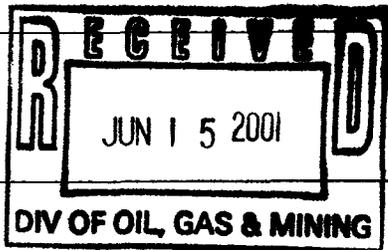
WITNESSES:

GARY G. FRANDSEN

*Gary G. Frandsen*

CULLEN B. FRANDSEN

*Cullen B. Frandsen*



PHILLIPS PETROLEUM COMPANY

By: *Dean J. Patton*

Title: Attorney-in-Fact

State of Utah }

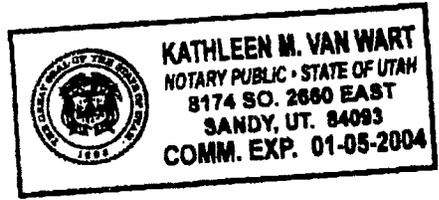
County of Salt Lake }

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Gary S. Frandsen, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, executed the same voluntarily.

Given under my hand and official seal, this the 22<sup>nd</sup> day of May, 2001.

Kathleen M. Van Wart  
Notary Public

My Commission Expires 01-05-04



State of Utah }

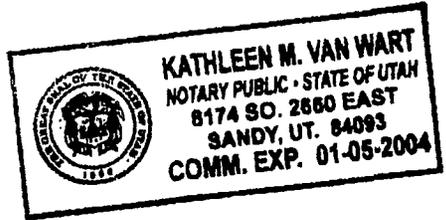
County of Salt Lake }

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Cullen B. Frandsen, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, executed the same voluntarily.

Given under my hand and official seal, this the 22<sup>nd</sup> day of May, 2001.

Kathleen M. Van Wart  
Notary Public

My Commission Expires 01-05-04



State of TEXAS }

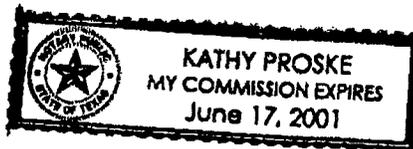
County of HARRIS }

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that GEORGE F. PATTERSON, whose name as ATTORNEY-IN-FACT of Phillips Petroleum Company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as authorized agent and with full authority, executed the same voluntarily and as the act of said corporation.

Given under my hand and official seal, this the 30th day of MAY, 2001.

Kathy Proske  
Notary Public

My Commission Expires \_\_\_\_\_



**EXHIBIT A**

**Section 23, Township 15 South, Range 8 East, Salt Lake Meridian, Carbon County, Utah:**

The south half and the northwest quarter of the southeast quarter and the southwest quarter of the northeast quarter of Section 23, Township 15 South, Range 8 East, Salt Lake Meridian, 160 acres.

**WORKSHEET  
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 12/22/2000

API NO. ASSIGNED: 43-007-30746
--------------------------------

WELL NAME: TABOR 23-468  
 OPERATOR: RIVER GAS CORPORATION ( N1605 )  
 CONTACT: JEAN SEMBORSKI

*Phillips Petro. Co. (H1475)*  
 PHONE NUMBER: 435-613-9777

PROPOSED LOCATION:  
 SESE 23 150S 080E  
 SURFACE: 1121 FSL 1319 FEL  
 BOTTOM: 1121 FSL 1319 FEL  
 CARBON  
 DRUNKARDS WASH ( 48 )

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	<i>DAD</i>	<i>6/20/01</i>
Geology		
Surface		

LEASE TYPE: 4-Fee  
 LEASE NUMBER: FEE  
 SURFACE OWNER: 4-Fee

PROPOSED FORMATION: FRSD

RECEIVED AND/OR REVIEWED:

Plat  
 Bond: Fed[] Ind[] Sta[] Fee[4]  
 (No. S308586 P-207328) eff. 11/2000

Potash (Y/N)  
 Oil Shale (Y/N) \*190-5 (B) or 190-3  
 Water Permit  
 (No. PRWID)  
 RDCC Review (Y/N)  
 (Date: \_\_\_\_\_)  
 Fee Surf Agreement (Y/N)

LOCATION AND SITING:

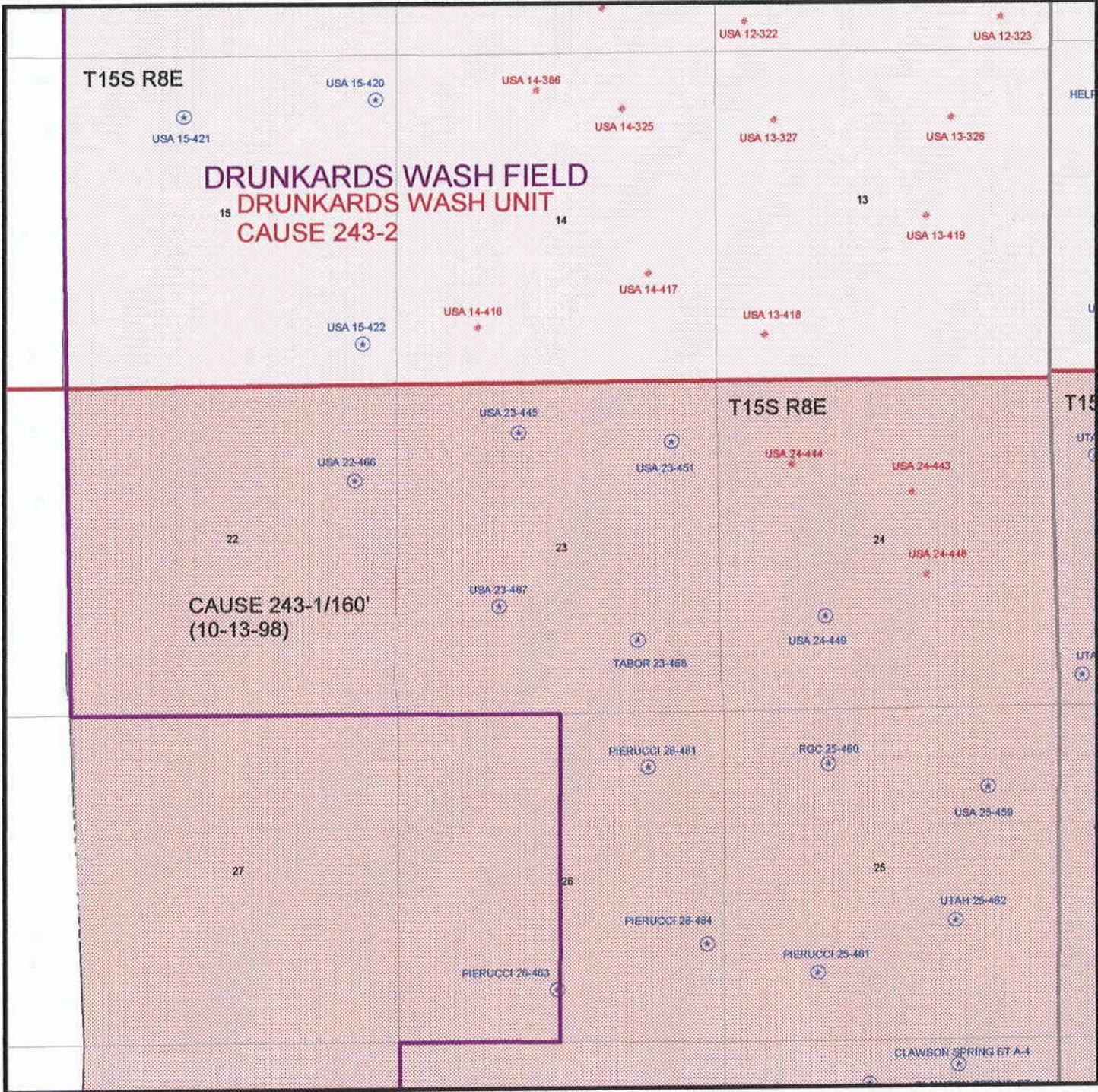
         R649-2-3. Unit \_\_\_\_\_  
         R649-3-2. General  
 Siting: 460 From Qtr/Qtr & 920' Between Wells  
         R649-3-3. Exception  
 Drilling Unit  
 Board Cause No: 243-1 (160')  
 Eff Date: 10-13-98  
 Siting: 660' fr. Dr. Unit Boundary & 1320' between wells.  
         R649-3-11. Directional Drill

COMMENTS: Need Presite. (6-15-01)

STIPULATIONS: \_\_\_\_\_



OPERATOR: RIVER GAS CORP (N1605)  
 FIELD: DRUNKARDS WASH (048)  
 SEC. 23, T15S, R8E,  
 COUNTY: CARBON CAUSE:243-1 / 160'



**ON-SITE PREDRILL EVALUATION**  
**Division of Oil, Gas and Mining**

OPERATOR: Phillips Petroleum Company

WELL NAME & NUMBER: Tabor 23-468

API NUMBER: 43-007-30746

LEASE: Private

FIELD/UNIT: Undesignated

LOCATION: 1/4, 1/4 S½ SE¼ Sec 23 TWP: 15 S RNG: 8 E 1121 FSL 1319 FEL

LEGAL WELL SITING: 660' from the drilling unit boundary and 1320' from other wells

GPS COORD (UTM): X = 500,972 E; Y = 4,372,259 N (Calculated by Surveyor)

X = 500,984; Y = 4,372,260 (Garmin GPS field reading)

SURFACE OWNER: Frandsen family, represented by Gary Frandsen (801) 280-1952 or cel (801) 598-1602, Cullen Frandsen and Peter Frandsen.

**PARTICIPANTS**

C. Kierst (DOGM), J. Semborski and DeAnna Walker (Phillips), L. Jensen (Nelco), Gary Frandsen, Cullen Frandsen, Peter Frandsen and Stacy Romero (access owner). D. Levanger (Carbon) was informed of the proceedings but was unable to attend.

**REGIONAL/LOCAL SETTING & TOPOGRAPHY**

This area is on the western margin of Colorado Plateau. The location is ~1 mile east of the foot of the Wasatch Plateau. It is ~2,100' northwest of Miller Creek. Hiawatha may be found ~1½ mile southwest of the location, across Highway 122 and Wattis is ~2½ miles northwest of the location. The pad is on open surface between tributaries of Miller Creek, over alluvium, which gently slopes south, into a tributary. Highway 122 is ~¼ mile south. The location is ~11.7 miles southwest of Price UT.

**SURFACE USE PLAN**

CURRENT SURFACE USE: Grazing, farming and wildlife habitat.

PROPOSED SURFACE DISTURBANCE: The operator proposes 235' X 175' pad, outboard soil storage, a 50' X 50' X 10' outboard pit, and ~4,000' of new access road is needed.

LOCATION OF EXISTING WELLS WITHIN A 1-MILE RADIUS: 2 NEW status and 1 APD status Phillips CBM production locations. 5 NEW status and 3 PGW status Phillips CBM production locations on federally administered land.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: Buried power line and gathering systems follow new or existing upgraded access roads. Production facilities include a pumpjack, separator enclosure, casing and tubing strings, well head, telemetry equipment and transformer.

SOURCE OF CONSTRUCTION MATERIAL: gravel location and approach road; soil stored in berm, the location will be made of natural material borrowed from leveling the pad during construction.

ANCILLARY FACILITIES: none

WASTE MANAGEMENT PLAN:

Portable chemical toilets which will be emptied into the municipal waste treatment system; garbage cans on location will be emptied into centralized dumpsters which will be emptied into an approved landfill. Crude oil production is unlikely. Drilling fluid, completion / frac fluid and cuttings will be buried in the pit after evaporation and slashing the pit liner. Produced water will be gathered to the evaporation pit and eventually injected into the Navajo Sandstone via a RGC-operated salt water disposal well. Used oil from drilling operations and support is hauled to a used oil recycler and reused.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: The area drains to Miller Creek and eventually into the Price River ~17 miles to the east.

FLORA/FAUNA: Sagebrush, pinyon, juniper, grasses, cactus, birds, lizards, coyotes, rodents, raptors, elk and deer (critical winter range). No nesting raptor issues.

SOIL TYPE AND CHARACTERISTICS: Sandy, silty, moderately permeable soil developed on Quaternary / Tertiary Pediment Mantle covering the Upper Portion of the Blue Gate Member of the Mancos Shale. (GP-SP-ML)

SURFACE FORMATION & CHARACTERISTICS: Quaternary / Tertiary Pediment Mantle overlying the Upper Portion of the Blue Gate Member of the Mancos Shale; light gray, bentonitic shale and sandstone ledges.

EROSION/SEDIMENTATION/STABILITY: Stable.

PALEONTOLOGICAL POTENTIAL: None observed.

RESERVE PIT

CHARACTERISTICS: Dugout, earthen pit, as above.

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

SURFACE RESTORATION/RECLAMATION PLAN

As per the terms of the Surface Owner's Agreement.

SURFACE AGREEMENT: Surface Owner's Agreement presented to DOGM representative at the onsite review.

CULTURAL RESOURCES/ARCHAEOLOGY: Unnecessary on Fee lease.

OTHER OBSERVATIONS/COMMENTS

A spring is within a mile of the location. Location was rotated 90 degrees during the onsite review.

ATTACHMENTS:

4 Photographs taken.

Christopher Kierst  
DOGM REPRESENTATIVE

6/15/2001 / 12:50 PM  
DATE/TIME

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

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud	15	
Fluid 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>
<b><u>Final Score</u></b> (level II sensitivity)		<u>15</u>

Sensitivity Level I = 20 or more total containment is required.

Sensitivity Level II = 15-19 lining is discretionary.

Sensitivity Level III = below 15 no specific lining is required.

**DIVISION OF OIL, GAS AND MINING**  
**APPLICATION FOR PERMIT TO DRILL**  
**STATEMENT OF BASIS**

**Operator Name:** Phillips Petroleum Company

**Name & Number:** Tabor 23-468

**API Number:** 43-007-30746

**Location:** 1/4, 1/4 S½SE¼ Sec. 23 T. 15 S R. 8 E **County:** Carbon

**Geology/Ground Water:**

A moderately permeable soil is developed on Quaternary / Tertiary Pediment Mantle covering the Upper Portion of the Blue Gate Member of the Mancos Shale. It is unlikely that an aquifer containing high quality ground water will be penetrated. It is possible that the Quaternary / Tertiary Pediment Mantle and Emery Sandstone Member of the Mancos Shale, which is likely in the subsurface at this location, may contain a minor ground water resource. The proposed casing and cementing program should adequately isolate any zones of fresh water that may be penetrated but the operator must extend the surface casing setting depth as needed to completely contain all Emery Sandstone Member strata.

**Reviewer:** Christopher J. Kierst

**Date:** 6/19/2001

**Surface:**

The state Division of Water Rights records a spring within a mile of this location. The nearest moving surface waters are in Miller Creek ~2,100' southeast. Surface water may also be found at Clawson Spring, ~2¼ miles east southeast. The site was photographed and characterized on 6/15/2001. 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 surface is stable. Well utilities and the water gathering system will follow the approach roadway. There are no wildlife issues besides winter drilling restrictions from December 1<sup>st</sup> to April 15<sup>th</sup> of each year. The operator has elected to abide by those restrictions unless the Division of Wildlife Resources grants an exemption or waiver. Precipitation will be diverted around the location into the existing gullies and berms will be established to keep pollutants from entering or leaving the well pad.

**Reviewer:** Christopher J. Kierst

**Date:** 6/19/2001

**Conditions of Approval/Application for Permit to Drill:**

- 1) Culverts sufficient to manage expected runoff, standing and surface water in crossed drainages.
- 2) Berm location and pit.
- 3) Site infrastructure as per amended drilling location plat.
- 4) A properly installed and maintained, minimum 12 mil thickness, synthetic liner is required.
- 5) Soil storage as per amended drilling location plat.
- 6) Extend surface casing as needed to contain any water in the Emery Sandstone Member of the Mancos Shale.

Tabor 23-468  
Casing Schematic

Surface

MANCOS  
@ Surface

8-5/8"  
MW 8.4  
Frac 14.5

No Grandwater  
expected

BOP

Anticipated BHP = 1400 psi max

$$(0.12)(\$1000) = 480 \text{ psi}$$

---

920 psi

Using a double gate 3000 psi BOPF

Tested to 2000 psi

Blue Gate/  
Ferral  
Estimated TOP  
@ 3450'

5-1/2"  
MW 8.4

TOC @  
0.

13% Washout

Surface  
400. MD

TOC @  
1589.

Calculated @ 9% Washout

Production  
3990. MD

Well name:

### Tabor 23-468

Operator: **Phillips Petroleum Co.**

String type: **Surface**

Project ID:

43-007-30746

Location: **Uintah County**

#### Design parameters:

##### Collapse

Mud weight: 8.400 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: 65 °F  
Bottom hole temperature: 71 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 400 ft

Cement top: Surface

##### Burst

Max anticipated surface pressure: 0 psi  
Internal gradient: 0.494 psi/ft  
Calculated BHP 197 psi

No backup mud specified.

##### Tension:

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

Tension is based on air weight.  
Neutral point: 349 ft

Non-directional string.

#### Re subsequent strings:

Next setting depth: 3,990 ft  
Next mud weight: 9.500 ppg  
Next setting BHP: 1,969 psi  
Fracture mud wt: 14.500 ppg  
Fracture depth: 2,500 ft  
Injection pressure 1,883 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	400	8.625	24.00	J-55	ST&C	400	400	7.972	19.3

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	174	1370	7.853	197	2950	14.95	10	244	25.43 J

Prepared by: Dustin Doucet  
Utah Div. of Oil & Mining

Phone: (801) 538-5281  
FAX:

Date: June 20, 2001  
Salt Lake City, Utah

Engineering Stipulations: None

No biaxial correction for tension is made.

Collapse is based on a vertical depth of 400 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes. In addition, burst strength is biaxially adjusted for tension.

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

Well name:	<b>Tabor 23-468</b>	
Operator:	<b>Phillips Petroleum Co.</b>	Project ID:
String type:	Production	43-007-30746
Location:	Uintah County	

**Design parameters:**

**Collapse**

Mud weight: 8.400 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: 65 °F  
 Bottom hole temperature: 117 °F  
 Temperature gradient: 1.30 °F/100ft  
 Minimum section length: 1,500 ft  
 Cement top: 1,589 ft

**Burst**

Max anticipated surface pressure: 0 psi  
 Internal gradient: 0.436 psi/ft  
 Calculated BHP 1,741 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 air weight.  
 Neutral point: 3,482 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	3990	5.5	17.00	N-80	LT&C	3990	3990	4.767	137.5
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	1741	6290	3.613	1741	7740	4.45	68	348	5.13 J

Prepared by: Dustin Doucet  
 Utah Div. of Oil & Mining

Phone: (801) 538-5281  
 FAX:

Date: June 20, 2001  
 Salt Lake City, Utah

Engineering Stipulations: None

No biaxial correction for tension is made.

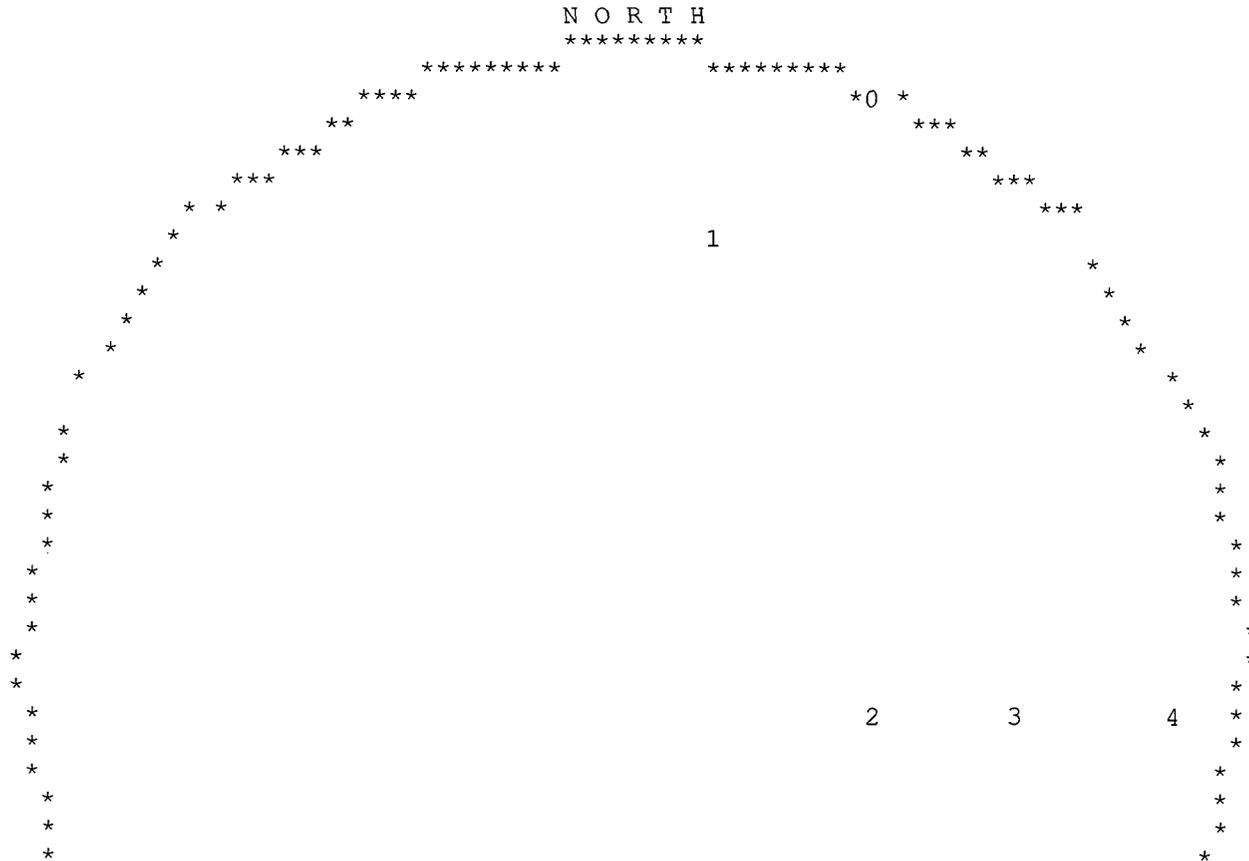
Collapse is based on a vertical depth of 3990 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes. In addition, burst strength is biaxially adjusted for tension.

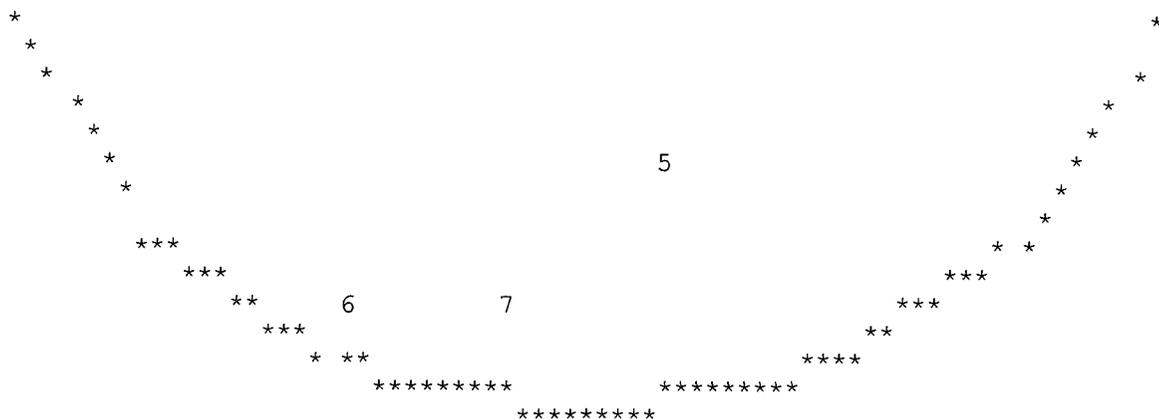
*Engineering responsibility for use of this design will be that of the purchaser.*

UTAH DIVISION OF WATER RIGHTS  
WATER RIGHT POINT OF DIVERSION PLOT CREATED THU, MAY 31, 2001, 9:57 AM  
PLOT SHOWS LOCATION OF 9 POINTS OF DIVERSION

PLOT OF AN AREA WITH A RADIUS OF 5280 FEET FROM A POINT  
N 1121 FEET, W 1319 FEET OF THE SE CORNER,  
SECTION 23 TOWNSHIP 15S RANGE 8E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 2000 FEET



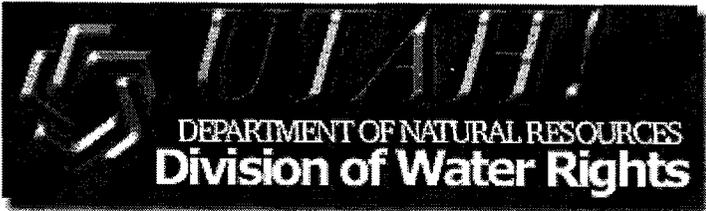


UTAH DIVISION OF WATER RIGHTS  
 NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	CFS	QUANTITY AND/OR AC-FT	SOURCE DESCRIPTION or WELL INFO	POINT OF DIVERSION DESCRIPTION
				DIAMETER DEPTH YEAR LOG NORTH EAST	CNR SEC TWN RNG B&M
0	91 4529	.0000	.00	Unnamed Ephemeral Wash	
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/19
				USA Bureau of Land Management (Price Fie 125 South 600 West	Price
1	91 4577	.0000	.00	Unnamed Ephemeral Wash	
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/19
				USA Bureau of Land Management (Price Fie 125 South 600 West	Price
2	91 1156	.0000	.00	Miller Creek	
				WATER USE(S): STOCKWATERING	PRIORITY DATE: 00/00/18
				Dees, Carl F. Jr and Amy P.O. Box 981	Price
3	91 1634	.0000	.00	Miller Creek	
				WATER USE(S):	PRIORITY DATE: 00/00/18
				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
3	<u>91 1634</u> .0000	.00 Miller Creek	
	WATER USE(S):		PRIORITY DATE: 00/00/18
	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
4	<u>91 2402</u> .0000	.00 Miller Creek	
	WATER USE(S): STOCKWATERING		PRIORITY DATE: 00/00/18
	State of Utah School & Institutional Tru	675 East 500 South, Suite 500	Salt Lake City
5	<u>91 1156</u> .0000	.00 Miller Creek	
	WATER USE(S): STOCKWATERING		PRIORITY DATE: 00/00/18
	Dees, Carl F. Jr and Amy	P.O. Box 981	Price
6	<u>91 841</u> .0110	.00 Unnamed Spring	
	WATER USE(S):		PRIORITY DATE: 00/00/18
	Dees, Carl F. Jr. and Amy	P.O. Box 981	Price
		<i>NE SW 526, T15S, R8E</i>	
7	<u>91 1157</u> .0000	.00 Miller Creek	
	WATER USE(S):		PRIORITY DATE: 00/00/18
	Pierucci, Victor	119 Greenwood Avenue	San Rafael
	Dees, Carl F. Jr. and Amy	P.O. Box 981	Price

---



WRPRINT Water Right Information Listing

Version: 2000.10.23.00 Rundate: 05/31/2001 10:39 AM

Water Right 91-841

View Documents

[WRPRINT] \*\*\*WR#: 91 841 has been PRINTED!! (WARNING: Water Rights makes NO claims as to the accuracy of this data.) RUN DATE: 05/3 WRNUM: 91-841 APPLICATION/CLAIM NO.: CERT. NO.:

OWNERSHIP\*\*\*\*\*

NAME: Dees, Carl F. Jr. and Amy OWNER MISC: ADDR: P.O. Box 981 CITY: Price STATE: UT ZIP: 84501 INTEREST: 100% LAND OWNED BY APPLICANT?

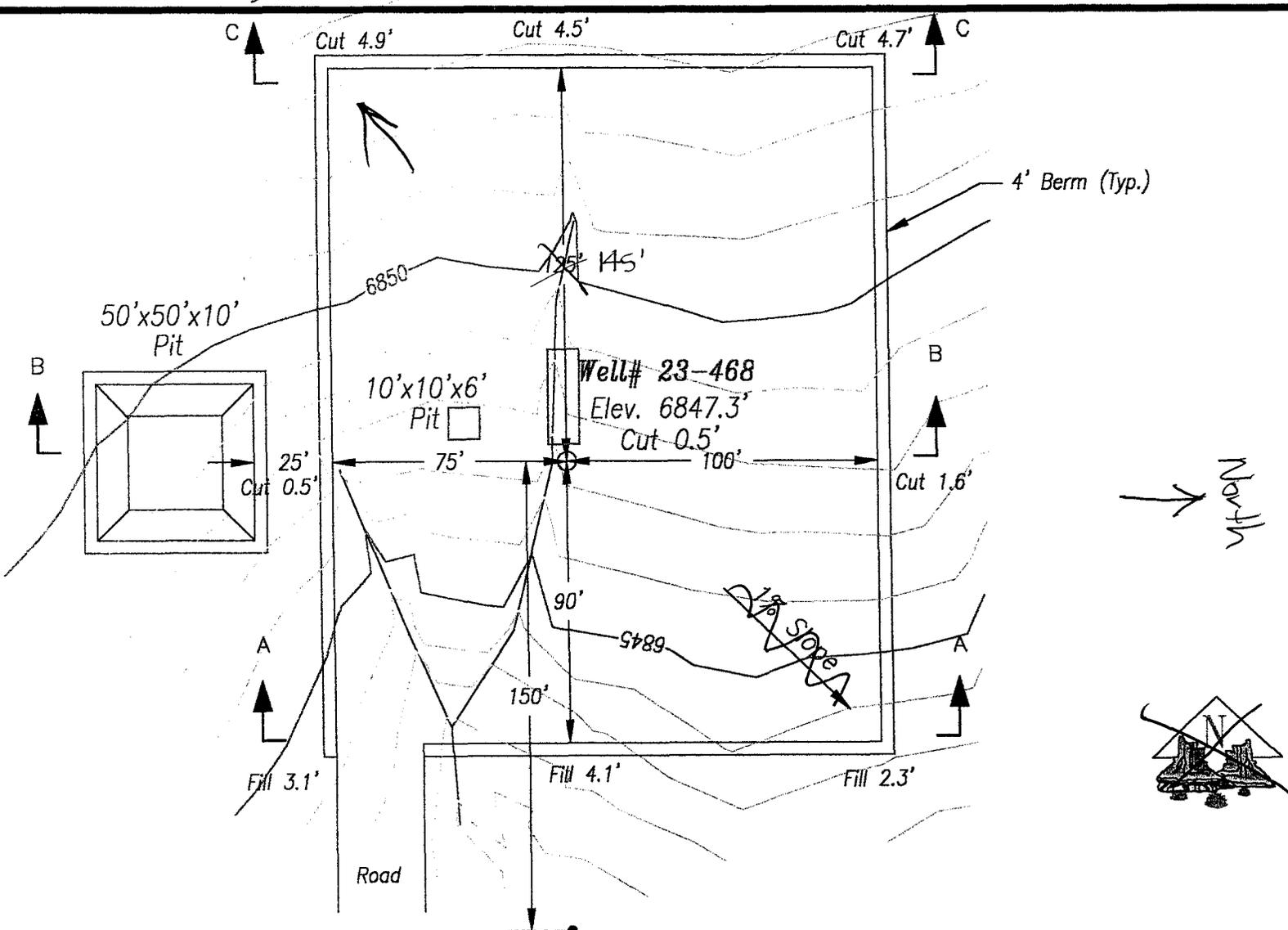
DATES, ETC.\*\*\*\*\*

FILING: / / | PRIORITY: 00/00/1869 | ADV BEGAN: / / | ADV ENDED: / / | NEWSPAPER: PROTST END: / / | PROTESTED: [ ] | APPR/REJ: [ ] | APPR/REJ: / / | PROOF DUE: / / | EXTEN ELEC/PROOF: [ ] | ELEC/PROOF: / / | CERT/WUC: 11/27/1967 | LAP, ETC: / / | PROV LETR: / / | RENOV PD Book No. 4 Type of Right: DIL Status: Source of Info: PDET Map: 72 Date Verified: 05/14/1992 I

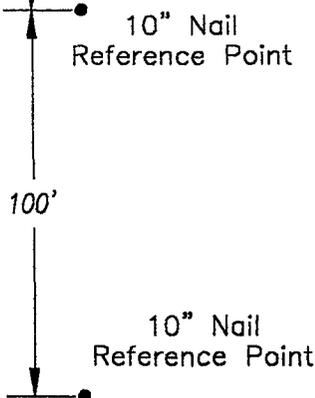
LOCATION OF WATER RIGHT\*\*\*\*\*

FLOW: 0.011 cfs SOURCE: Unnamed Spring COUNTY: Carbon COMMON DESCRIPTION: POINT OF DIVERSION: ( 1) Stockwatering directly on spring located in NE>SW> Sec 26, T15S, R8E, SLBM. Source:

USES OF WATER RIGHT\*\*\*\*\*



Elevation Ungraded Ground at Location Stake = 6847.3'  
 Elevation Graded Ground at Location Stake = 6846.8'



DRAWN BY: <b>P. BOYLEN</b>	
CHECKED BY: <b>J.S.H.</b>	
DATE: <b>10/25/00</b>	3266 South 125 West Price, Utah 84501 (801) 637-9300 FAX (801) 637-2833
SCALE: <b>1"=50'</b>	<b>Services</b>
JOB NO. <b>640</b>	<b>River Gas Corporation</b>
DRAWING NO. <b>A-2</b>	Location Layout
SHEET <b>2</b> of <b>4</b>	Section 23, T15S, R8E, S.L.B.&M. Well # 23-468



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)

June 20, 2001

Phillips Petroleum Company  
PO Box 851  
Price, UT 84501

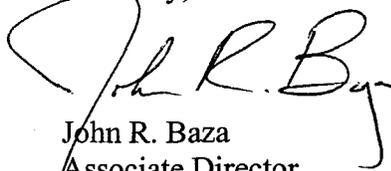
Re: Tabor 23-468 Well, 1121' FSL, 1319' FEL, SE SE, Sec. 23, T. 15 South, R. 8 East,  
Carbon County, Utah

Gentlemen:

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-007-30746.

Sincerely,



John R. Baza  
Associate Director

er

Enclosures

cc: Carbon County Assessor

**Operator:** Phillips Petroleum Company  
**Well Name & Number** Tabor 23-468  
**API Number:** 43-007-30746  
**Lease:** Private

**Location:** SE SE      **Sec.** 23      **T.** 15 South      **R.** 8 East

### Conditions of Approval

#### 1. General

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

#### 2. Notification Requirements

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

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

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

#### 3. Reporting Requirements

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

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



# 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  
UT-922

**CONFIDENTIAL**

August 24, 2001

Phillips Petroleum Company  
c/o Dolar Energy LLC  
935 East South Union Avenue, Suite D-202  
Midvale, Utah 84047-2393

Gentlemen:

Enclosed is one approved copy of Communitization Agreement No. UTU79762. This agreement communitizes all rights as to natural gas and associated liquid hydrocarbons producible from the Ferron Formation, covering the SE $\frac{1}{4}$  of Section 23, Township 15 South, Range 8 East, SLB&M, Carbon County, Utah. This agreement conforms with the spacing set forth in Order No. 137-2(b) which was issued by the State of Utah, Board of Oil, Gas and Mining.

This agreement is effective as of August 1, 2001. The communitized area covers 160.00 acres and includes portions of Federal oil and gas lease UTU72746.

Approval of this agreement does not warrant or certify that the operator thereof and other holders of operating rights hold legal or equitable title to those rights in the subject leases which are committed hereto.

Minerals Management Service Form MMS-3160, "Monthly Report of Operations", must be submitted for this agreement beginning with the month in which drilling operations commence for Well No. 23-468, SE $\frac{1}{4}$  SE $\frac{1}{4}$ , Section 23, Township 15 South, Range 8 East, SLB&M, Carbon County, Utah, API No. 43-007-30746, on a Patented Lease. Form MMS-3160 is to be mailed to the Minerals Management Service, Production Accounting Division, P. O. Box 17110, Denver, Colorado 80217.

Please furnish all interested principals with necessary evidence of this approval.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure

RECEIVED  
AUG 27 2001  
DIVISION OF  
OIL, GAS AND MINING

bcc: Mineral Adjudication Group w/enclosure  
Field Manager - Moab w/enclosure  
Division Oil, Gas & Mining  
File - UTU79762  
MMS - Data Management Division (Attn: Rose Davalos)  
Agr. Sec. Chron.  
Fluid Chron.

UT922:TATHOMPSON:tt:8/24/01

# COMMUNITIZATION AGREEMENTS

## TOWNSHIP 15 SOUTH

### RANGE 8 EAST

6	5	4	3	2	1
7	8	9	10	11	12
18	17	16	15	14	13
19	20	21	<del>22</del>	<del>23</del>	24
30	29	28	27	26	<del>25</del>
31	32	33	34	35	36

79754  
79661  
79751  
79762  
79761

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	43-007-30425	USA 21-35	NESW	21	14S	09E	Carbon	07/28/01	8-27-01
WELL 1 COMMENTS: <i>8-27-01</i> <span style="float: right;"><i>Dunhards Wash Unit</i></span>											
A	99999	13262	43-007-30742	Utah 29-342	SWSE	29	15S	09E	Carbon	08/03/01	8-27-01
WELL 2 COMMENTS: New single well, new spud outside PA and outside of Unit boundary <i>8-27-01</i>											
A	99999	13263	43-007-30746	Tabor 23-468	S2SE	23	15S	08E	Carbon	08/08/01	8-27-01
WELL 3 COMMENTS: New single well, new spud outside PA and outside of Unit boundary <i>8-27-01</i>											
B	99999	11256	43-007-30426	USA 22-185	SWSW	22	14S	09E	Carbon	08/10/01	8-27-01
WELL 4 COMMENTS: <i>8-27-01</i> <span style="float: right;"><i>Dunhards Wash Unit</i></span>											
B	99999	11256	43-007-30477	USA 22-186	SESE	22	14S	09E	Carbon	08/12/01	8-27-01
WELL 5 COMMENTS: <i>8-27-01</i> <span style="float: right;"><b>ORIGINAL</b> <i>Dunhards Wash Unit</i></span>											

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.

RECEIVED

AUG 27 2001

DIVISION OF  
 OIL, GAS AND MINING

CONFIDENTIAL

Signature

Administrative Assistant

Title

8/21/01

Date

Phone No. (435)613-9777

*Frankie Hathaway*

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. Lease Designation and Serial Number: <b>Private</b>
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: <b>N/A</b>
1. Type of Well: <b>OIL</b> <input type="checkbox"/> <b>GAS</b> <input checked="" type="checkbox"/> <b>OTHER:</b> <input type="checkbox"/>		7. Unit Agreement Name: <b>Drunkards Wash UTU-67921X</b>
2. Name of Operator: <b>Phillips Petroleum Company</b>		8. Well Name and Number: <b>Tabor 23-468</b>
3. Address and Telephone Number: <b>6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777</b>		9. API Well Number: <b>43-007-30746</b>
4. Location of Well Footages: QQ, Sec., T., R., M.: <b>1121' FSL, 1319' FEL S2 SE/4 SEC. 23, T15S, R08E, SLB &amp; M</b>		10. Field or Pool, or Wildcat: <b>Drunkards Wash</b>
		County: <b>Carbon County</b> State: <b>Utah</b>

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____ Approximate date work will start _____	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>Spud Notice</u> 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 the Tabor 23-468 well was spud on 8/8/01 at 10:30 pm.  
Pense Bros. Rig #9  
Dry Drill

ORIGINAL

CONFIDENTIAL

13.

Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 8/22/01

(This space for state use only)

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. Type of Well: OIL  GAS  OTHER: CONFIDENTIAL

2. Name of Operator: Phillips Petroleum Company

3. Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4. Location of Well Footages: 1121' FSL, 1319' FEL  
QQ, Sec., T., R., M.: S2 SE/4 SEC. 23, T15S, R08E, SLB & M

5. Lease Designation and Serial Number:  
Private

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

7. Unit Agreement Name:  
Drunkards Wash UTU-37921X

8. Well Name and Number:  
Tabor 23-468

9. API Well Number:  
43-007-30746

10. Field or Pool, or Wildcat:  
Drunkards Wash

County: Carbon County

State: Utah

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

**NOTICE OF INTENT**  
(Submit in Duplicate)

- |  |   |
|--|---|
| <input type="checkbox"/> Abandon                   | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Repair Casing             | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans           | <input type="checkbox"/> Recomplete           |
| <input type="checkbox"/> Convert to Injection      | <input type="checkbox"/> Reperforate          |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Multiple Completion       | <input type="checkbox"/> Water Shut-Off       |
| <input 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 Casing |
| <input type="checkbox"/> Change of Plans                     | <input type="checkbox"/> Reperforate          |
| <input type="checkbox"/> Convert to Injection                | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Fracture Treat or Acidize           | <input type="checkbox"/> Water Shut-Off       |
| <input checked="" type="checkbox"/> Other <u>Well Report</u> |   |
- Date of work completion \_\_\_\_\_

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

\* Must be accompanied by a cement verification report.

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

See Attached:

ORIGINAL

CONFIDENTIAL

13.

Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 8/22/01

(This space for state use only)

# DRUNKARDS WASH PROJECT

## DAILY WELL REPORT

**Tabor 23-468**

API NO: 43-007-30746

1121 FSL, 1319 FEL

S2SE SEC: 23 TWN 15S RNG 08E

SPUD TIME/DATE: 8/8/2001 10:30:00 PM

COUNTY: Carbon

TD TIME/DATE: 8/11/2001 7:45:00 AM

ELEVATION: 6847

TD DEPTH: 3800

DRILLING CONTRACTOR: Pense Brothers Rig #9

ON-LINE TIME/DATE:

### Bit Information

Type	Size	In	Out	Hours	Rotating Hours
Tri-cone	15 in	0.00	36.00	1.5	1
Air Hammer	11 in	36.00	420.00	2.25	2
Air Hammer	7 7/8	420.00	2810.00	20.5	16
Tri-cone	7 7/8	2810.00	3800.00	29	13

### Conductor Casing

Bore Hole Size: 15 in Conductor From: 0.00 To: 36.00

Casing Description: 12 3/4in PE Number of Joints: 2 Set @: 36.00

Cement: Amount:

Cement Report:

### Surface Casing

Bore Hole Size: 11 in Surface Casing From: 36.00 To: 420.00

Casing Description: 8 5/8 in 24#/ft J-55 Number of Joints: 14 Set @: 409.20

Cement: G + 2%S-1 + 1/4#/sk D-29 Amount 200.00

Cement Report: cementers on location @ 6am, r/up cementers, safety meeting, test lines, pump 40 bbls h2o ahead, mix & pump cement, displace w/ 24 bbls of h2o, close valve @ 7:35am 15 bbls good cement to surface, good job,(pumped extra cement because well was blowing),

### Production Casing

Bore Hole Size: 7 7/8 in Prod.Casing From: 0.00 To: 3800.00

Casing Description: 5 1/2 in 17#/ft N-80 Number of Joints: 87 Length: 3765.00

Lead Cement 50/50 POZ, 8%D20, 10%D44, 2%S001, 1/4#/sk Amount: 365.00

Tail Cement: 10-1 RFC Amount: 90.00

Cement Report: rigged up hall., safety meeting, tested lines, then pumped till broke circulation then pumped 10 bbl. Gell pill with 1/2 sks of flake, then 10 bbl. water spacer, then pumped cement 365 sks of 50/50 poz & 90 sks of rfc, displaced with 87 bbls. Of water, lost circulation @ 27 bbls. Left in displacement did not return pressure @ 700 # when plug down, pressured up to 1950 #, check float, plug down @ 11:35pm, rigged down hall., & shut down for night. Bs

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

**Drilling Data**

**DAY 1 8/7/2001**

CURRENT DEPTH 0 CURRENT OPERATIONS: working on rig, ROTATING HRS: 0.00  
6pm-7am move on location, service equipment, s/down & wait on mechanic,( rig running hot),

**Estimated Daily Cost:** [REDACTED]

**DAY 2 8/8/2001**

CURRENT DEPTH 0 CURRENT OPERATIONS: working on rig ROTATING HRS: 0.00  
7am-7am work on rig, change out cooler,

**Estimated Daily Cost:** [REDACTED]

**DAY 3 8/9/2001**

CURRENT DEPTH 420 CURRENT OPERATIONS: finishing surface job ROTATING HRS: 3.00  
7am-9:30pm work on rig, 9:30pm-10:30pm r/up, 10:30pm-11:45pm spud @ 10:30pm 8/08/01, mud up & drill 36ft of conductor hole, clean hole, pooh, 11:45pm-1am set 36ft of conductor, 1am-2am n/up to drill 11in hole, 2am-4am drill 420ft of 11in hole, 4am-4:15am pooh, 4:15am-5:30am rih w/ 8 5/8in guide shoe + 14 jts of 8 5/8in csg, land csg @ 409.2ft, 5:30am-6am wait on cementers, 6am-6:45am r/up cementers, 6:45am-7am cementing surface pipe,

**Estimated Daily Cost:** [REDACTED]

**DAY 4 8/10/2001**

CURRENT DEPTH 1940 CURRENT OPERATIONS: drilling ROTATING HRS: 11.0  
7am-12:30pm closed valve @ 7:30am waiting on cement to set up, 2:30pm-2pm broke loose & installed bop, 2pm-3:30pm waiting on testers, 3:30pm-4:30pm tested bop, 4:30pm-6pm run blow line & nipped up to drill, 6pm-7pm changed hammer bit, 7pm-8pm tripped in hole & drilled out cement, 8pm-10pm drilling @ 710 ft., 10pm-1am @ 1070 ft., 1am-4am @ 1490 ft., 4am-7am @ 1940 ft., bs

**Estimated Daily Cost:** [REDACTED]

**DAY 5 8/11/2001**

CURRENT DEPTH 3740 CURRENT OPERATIONS: drilling ROTATING HRS: 17.0  
7am-8am drilling @ 2060 ft., 8am-11am @ 2540 ft., 11am-1pm @ 2810 ft. wet hole, 1pm-3:30pm tripped out of hole 3:30pm-4:30pm run drill collars, 4:30pm-7pm run rods, 7pm-8pm drilling with tri cone, 8pm-11pm @ 3050 ft., 11pm-2am @ 3350 ft., 2am-5am @ 3560 ft., 5am-7am @ 3740 ft. bs

**Estimated Daily Cost:** [REDACTED]

**DAY 6 8/12/2001**

CURRENT DEPTH 3800 CURRENT OPERATIONS: running 5 1/2 casing ROTATING HRS: 1.00  
7am-7:45am drilled to 3800 ft. td well, 7:45am-9am cleaned hole, 9am-10am tripped up to check valve, 10am-12:30pm, 12:30pm-1pm tripped back to bottom, 1pm-3pm circulated hole, 3pm-3:45pm short tripped, 3:45pm-5pm circulated hole, 5pm-6pm circulated hole, 6pm-9pm tripped out of hole, 9pm-9:30pm rigged up loggers, 9:30pm-12:30am logged well, 12:30am released rig, 12:30am-4am moving rig, 4am-7am no activity. Bs

**Estimated Daily Cost:** [REDACTED]

**DAY 7 8/13/2001**

CURRENT DEPTH 3800 CURRENT OPERATIONS: scraper run ROTATING HRS: 0.00  
rigged up rig, set pipe racks, unloaded casing, took off thread protectors, talley pipe, tripped in hole with 87 jts., landed @ 3765 ft., rigged up hall. Safety meeting, tested lines, then pumped till broke circulation then pumped 365 sks of lead & 90 sks of tail, displaced with 87 bbls. Of water, lost circulation no returns to surface.

**Estimated Daily Cost:** [REDACTED]

**DAY 8 8/14/2001**

CURRENT DEPTH 3800 CURRENT OPERATIONS: none ROTATING HRS: 0.00  
rigged up, picked up pipe, & 4 3/4 scraper tripped in hole with 117 jts of 2 7/8 tubing, tagged @ 3755 ft., tripped out laying down, rigged down, bs.

**Estimated Daily Cost:** [REDACTED]

Cum. Estimated Daily Cost:

Frac Data

Completion Data

CONFIDENTIAL

FORM 8

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NO.  
Private

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

7. UNIT AGREEMENT NAME  
Drunkards Wash UTU-67921X

8. FARM OR LEASE NAME  
Tabor

9. WELL NO.  
23-468

10. FIELD AND POOL, OR WILDCAT  
Drunkards Wash

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA  
S2/SE, Sec 23, T15S, R08E, SLB&M

12. COUNTY  
Carbon

13. STATE  
Utah

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  
Phillips Petroleum Company

3. ADDRESS OF OPERATOR  
6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

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

At surface 1121' FSL & 1319' FEL

At top prod. interval reported below

At total depth

14. API NO. 43-007-30746

DATE ISSUED 6/20/01

15. DATE SPUDDED 8/8/01

16. DATE T.D. REACHED 8/11/01

17. DATE COMPL. (Ready to prod) 9/22/01 (Plug & Abd.)

18. ELEVATIONS (DF, REB, RT, GR, ETC.) 6847'

19. ELEV. CASINGHEAD N/A

20. TOTAL DEPTH, MD & TVD 3800'

21. PLUG BACK T.D., MD & TVD 3765'

22. IF MULTIPLE COMPL., HOW MANY N/A

23. INTERVALS DRILLED BY

ROTARY TOOLS to TD

CABLE TOOLS N/A

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD)  
Ferron Coal - Top Coal 3312' & Bottom Coal 3479'

26. TYPE ELECTRIC AND OTHER LOGS RUN  
Dual Induction, Laterolog, SFF, Caliper, Comp Density & Neutron - 9-7-01

27. WAS WELL CORED YES  NO   
DRILL STEM TEST YES  NO

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
12 3/4"	Conductor	36'	15"	200 sks Class G, 2%, 4% Gell & 1/4#/sk Floccel	
8 5/8"	J-53 24#	409'	11"	365 sks 50/50 POZ, 8% D-20, 10% D-44, 2% S-1	
5 1/2"	N-82 17#	3765'	7 7/8"	90 sks 10-1 RFC (Thixotropic)	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET
2-7/8"	3555'	N/A

31. PERFORATION RECORD (Interval, size and number)  
Ferron Coal

Upper: 3312'-3316', 3357'-3361', 3368'-3369' 4spf .88"

Middle: 3384'-3392', 3427'-3430' 4spf .88"

Lower: 3458'-3461', 3471'-3473', 3477'-3479' 4spf .88"

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
Upper 3312'-3369'	99,000#, 20/40; 21,381 gal fluid
Middle 3384'-3430'	34,000#, 20/40; 10,104 gal fluid
Lower 3458'-3479'	2,000#, 20/40; 4,823 gal fluid

33. PRODUCTION

DATE FIRST PRODUCTION 10/4/01

PRODUCTION METHOD (Flowing, gas lift, pumping---size and type of pump) Pumping - 2 1/2" x 2" x 16' RWAC

WELL STATUS (Producing or shut-in) Producing

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N FOR TEST PERIOD	OIL---BBL.	GAS---MCF.	WATER---BBL.	GAS/OIL RATIO
10/4/01	24hrs.	-----		N/A	201	292	

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL---BBL.	GAS---MCF.	WATER---BBL.	OIL GRAVITY - API (CORR.)
30	31		N/A	201	292	N/A

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD

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 Analyst DATE 12/12/01

See Spaces for Additional Data on Reverse Side

CONFIDENTIAL

WELL NUMBER: Tabor 23-468

37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):		38. GEOLOGIC MARKERS	
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
	TOP	MEAS. DEPTH	TRUE VERT. DEPTH
Ferron	3357'	3479'	Coals and Sandstones  Coal Interval: 3357'-3479'
			Blue Gate Bentonite 3155'
			Tununk Shale 3572'
			Ferron Sandston 3304'

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.

CONFIDENTIAL

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator: Phillips Petroleum Company

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

4. Location of Well Footages: 1121' FSL, 1319' FEL  
QQ, Sec., T., R., M.: S2/SE, SEC. 23, T15S, R08E, SLB & M

5. Lease Designation and Serial Number:

Private

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU67921X Drunkards Wash

8. Well Name and Number:

Tabor 23-468

9. API Well Number:

43-007-30746

10. Field or Pool, or Wildcat:

Drunkards Wash

County: Carbon County

State: Utah

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

NOTICE OF INTENT (Submit in Duplicate)

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

SUBSEQUENT REPORT (Submit Original Form Only)

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

Date of work completion 04/22/02

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

\* Must be accompanied by a cement verification report.

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

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid & 250 gallons of 4% HCL on 04/22/02.

13.

Name & Signature: Lynnette Allred

[Handwritten Signature]

Title: Administrative Assistant

Date: 04/30/02

(This space for state use only)

RECEIVED MAY 16 2002 DIVISION OF OIL, GAS AND MINING

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.

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator: Phillips Petroleum Company

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

4. Location of Well Footages: 1121' FSL, 1319' FEL  
Q.Q. Sec., T., R., M.: S/SE, SEC. 23, T15S, R08E, SLB & M

5. Lease Designation and Serial Number: Private

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

7. Unit Agreement Name: UTU67921X Drunkards Wash

8. Well Name and Number: Tabor 23-468

9. API Well Number: 43-007-30746

10. Field or Pool, or Wildcat: Drunkards Wash

County: Carbon County  
State: Utah

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

**NOTICE OF INTENT**  
(Submit in Duplicate)

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

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

- Abandon \*
  - Repair Casing
  - Change of Plans
  - Convert to Injection
  - Fracture Treat or Acidize
  - Other Chemical/Flush Treatment
- Date of work completion 10/08/2002
- New Construction
  - Pull or Alter Csg
  - Reperforate
  - Vent or Flare
  - Water Shut-Off

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

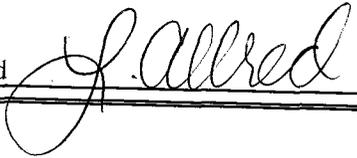
\* Must be accompanied by a cement verification report.

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

Please be advised that the above referenced well was chemically treated with 400 gallons 15% HCI-Additives on 10/08/2002.

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NOV 18 2002  
DIVISION OF  
OIL, GAS AND MINING

13.

Name & Signature: Lynnette Allred 

Title: Operations Clerk—Production Date: 11/07/2002

(This space for state use only)



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

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

Gentlemen:

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

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

**U.S. Mail Address:**

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

**Physical Address & Overnight Delivery:**

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

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

Attn: Chief Landman,  
San Juan/Rockies

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

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

Sincerely,

*William Rainbolt*

**RECEIVED**

DEC 02 2002

DIVISION OF  
OIL, GAS AND MINING

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>All</u>		8. WELL NAME and NUMBER: <b>See Attached List</b>
2. NAME OF OPERATOR: <b>Phillips Petroleum Company</b>		9. API NUMBER: <b>See List</b>
3. ADDRESS OF OPERATOR: <b>980 Plaza Office</b> CITY <b>Bartlesville</b> STATE <b>OK</b> ZIP <b>74004</b>		10. FIELD AND POOL, OR WILDCAT:
PHONE NUMBER: <b>(918) 661-4415</b>		
4. LOCATION OF WELL		
FOOTAGES AT SURFACE: <b>See Attached List</b>		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: <b>UTAH</b>

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

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

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

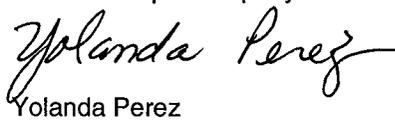
Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned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

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

Current Operator  
Phillips Petroleum Company

  
Steve de Albuquerque

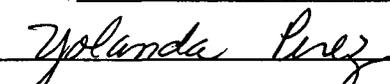
New Operator  
ConocoPhillips Company

  
Yolanda Perez

**RECEIVED**

**JAN 08 2003**

DIV. OF OIL, GAS & MINING

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

(This space for State use only)

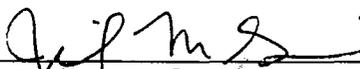


## SECRETARY'S CERTIFICATE

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

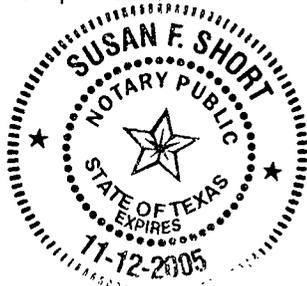
1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as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

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

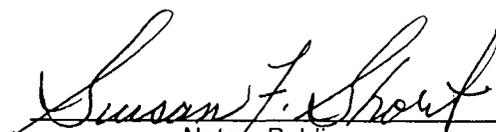
  
 Assistant Secretary  
 ConocoPhillips Company

STATE OF TEXAS           §  
                                      §  
 COUNTY OF HARRIS       §

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



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 JAN 08 2003

  
 Notary Public

# Delaware

PAGE 1

*The First State*

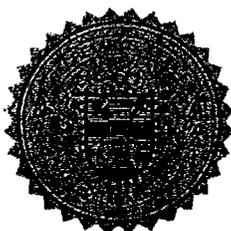
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE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

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JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100

030002793

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

**CERTIFICATE OF AMENDMENT**

to the

**RESTATED CERTIFICATE OF INCORPORATION**

of

**PHILLIPS PETROLEUM COMPANY  
(to be renamed ConocoPhillips Company)**

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

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

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

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

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

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

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

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**JAN 08 2003**

DIV. OF OIL, GAS & MINING

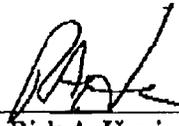
FROM RL&F#1

(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

WJ

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

HOU03:884504.1

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DIV. OF OIL, GAS & MINING

# Delaware

PAGE 1

*The First State*

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

"CONOCO INC.", A DELAWARE CORPORATION,

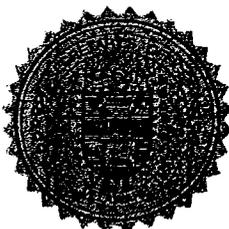
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100M

030002793

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

**CERTIFICATE OF MERGER**

of

**Conoco Inc.**  
**(a Delaware corporation)**

**with and into**

**ConocoPhillips Company**  
**(a Delaware corporation)**

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

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

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

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

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

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

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

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**JAN 08 2003**

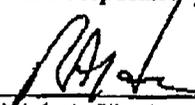
**Sixth:** A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

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

Dated: December 12, 2002

**PHILLIPS PETROLEUM COMPANY**  
(a Delaware corporation)

27

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

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DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF COMMERCE  
REGISTRATION

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

Corporation - Foreign - Profit  
562960-0143

CONOCOPHILLIPS COMPANY

EFFECTIVE  
06/14/1946

EXPIRATION  
\*RENEWAL

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

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JAN 08 2003

DIV. OF OIL, GAS & MINING

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

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



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

562960-0143 Corporation - Foreign - Profit

\*RENEWAL

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

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

## Utah Well List as of 12/26/02

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

## Utah Well List as of 12/26/02

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

## Utah Well List as of 12/26/02

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

## Utah Well List as of 12/26/02

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

## Utah Well List as of 12/26/02

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

## Utah Well List as of 12/26/02

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



# United States Department of the Interior

## BUREAU OF LAND MANAGEMENT

Eastern States Office  
7450 Boston Boulevard  
Springfield, Virginia 22153

IN REPLY REFER TO  
3106.8(932.34)WF

January 16, 2003

### NOTICE

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

#### Merger/Name Change Recognized

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

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

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

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

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

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

*S/ Wilbert B. Forbes*

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

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

**OPERATOR CHANGE WORKSHEET**

**ROUTING**

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

**X Merger**

The operator of the well(s) listed below has changed, effective:		<b>12-31-02</b>
<b>FROM: (Old Operator):</b>		<b>TO: (New Operator):</b>
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)	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
ANDREEN 32-529	32-14S-10E	43-007-30887	99999	FEE	GW	APD
PRICE 32-438	32-14S-10E	43-007-30888	99999	FEE	GW	APD
UTAH 32-128	32-14S-10E	43-007-30889	99999	STATE	GW	APD
USA 09-452	09-15S-08E	43-007-30711	99999	FEDERAL	GW	APD
STELLA-HAMAKER 10-174	10-15S-08E	43-007-30116	10849	FEE	GW	P
PMC 10-526	10-15S-08E	43-007-30845	13634	FEE	GW	P
UTAH 10-525	10-15S-08E	43-007-30844	13635	STATE	GW	DRL
USA 15-421	15-15S-08E	43-007-30676	99999	FEDERAL	GW	APD
USA 15-528	15-15S-08E	43-007-30834	99999	FEDERAL	GW	NEW
USA 22-466 (CA UTU-79754)	22-15S-08E	43-007-30700	13193	FEDERAL	GW	P
USA 23-451 (CA UTU-79751)	23-15S-08E	43-007-30704	13260	FEDERAL	GW	P
USA 23-445 (CA UTU-79661)	23-15S-08E	43-007-30650	13167	FEDERAL	GW	P
USA 23-467 (CA UTU-79885)	23-15S-08E	43-007-30503	13264	FEDERAL	GW	P
TABOR 23-468 (CA UTU-79762)	23-15S-08E	43-007-30746	13263	FEE	GW	P
USA 24-444	24-15S-08E	43-007-30648	12923	FEDERAL	GW	P
USA 24-449 (CA UTU-79763)	24-15S-08E	43-007-30705	13253	FEDERAL	GW	P
USA 24-443	24-15S-08E	43-007-30651	12936	FEDERAL	GW	P
USA 24-448	24-15S-08E	43-007-30652	12934	FEDERAL	GW	P
USA 25-459	25-15S-08E	43-007-30505	13261	FEDERAL	GW	P
PIERUCCI 25-461	25-15S-08E	43-007-30748	13266	FEE	GW	P

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

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

6. (R649-9-2) Waste Management Plan has been received on: IN PLACE

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/14/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003

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

The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003

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

**DATA ENTRY:**

1. Changes entered in the **Oil and Gas Database** on: 02/12/2003
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/12/2003
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:**

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STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator: 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: 1121' FSL, 1319' FEL  
QQ, Sec., T., R., M.: S2/SE, SEC. 23, T15S, R08E, SLB & M

5. Lease Designation and Serial Number: Private  
6. If Indian, Allottee or Tribe Name: N/A  
7. Unit Agreement Name: UTU67921X Drunkards Wash  
8. Well Name and Number: Tabor 23-468  
9. API Well Number: 43-007-30746  
10. Field or Pool, or Wildcat: Drunkards Wash  
County: Carbon County  
State: Utah

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

**NOTICE OF INTENT**  
(Submit in Duplicate)

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

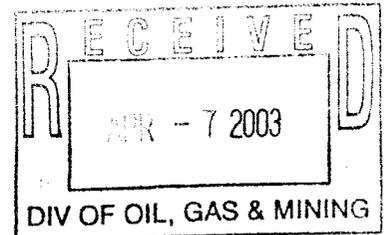
**SUBSEQUENT REPORT**  
(Submit Original Form Only)

- Abandon \*
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Acid Treatment
- Date of work completion 03/25/03
- New Construction
- Pull or Alter Csg
- Reperforate
- Vent or Flare
- Water Shut-Off

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

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

Please be advised that the above referenced well was chemically treated with 250 gallons of 12% Formic Acid on 03/25/03.



13. Name & Signature: Lynnette Allred *Lynnette Allred* Title: Operations Clerk—Production Date: 04/02/03

(This space for state use only)