

001

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

FORM 3

AMENDED REPORT   
(HIGHLIGHT CHANGES)

<b>APPLICATION FOR PERMIT TO DRILL</b>			5. MINERAL LEASE NO. Private	6. SURFACE Private
1A. Type of Work: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>			7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
B. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER: SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>			8. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X	
2. NAME OF OPERATOR: Phillips Petroleum Company			9. WELL NAME and NUMBER: Price 32-438	
3. ADDRESS OF OPERATOR: 6825 South 5300 West, P.O. Box 851, Price, Utah 84501		PHONE NUMBER: (435) 613-9777	10. FIELD AND POOL, OR WILDCAT: Drunkards Wash	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1847' FSL, 1507' FEL 515424X -110.82046 AT PROPOSED PRODUCING ZONE:		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NW/4 SE/4 Section 32, T14S, R10E, SLB&M		
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 3.0 miles southwest of Price, UT			12. COUNTY: Carbon	13. STATE: UTAH
15. DISTANCE TO-NEAREST PROPERTY OR LEASE LINE (FEET) 179'	16. NUMBER OF ACRES IN LEASE: N/A	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 160 acres		
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 1100'	19. PROPOSED DEPTH: 1745'	20. BOND DESCRIPTION: Rotary		
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.) 5596' GR	22. APPROXIMATE DATE WORK WILL START: October 2002	23. ESTIMATED DURATION:		

24. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
14"	12 3/4" Conductor	40'	
11"	J-55 8 5/8" 24#/ft	175'	68 sks G+2&CaCl+1/4#/sk floccel
7 7/8"	N-80 5 1/2" 17#/ft	1735'	135 sks 50/50poz8%gel+2%CaCl+1%extender
			73 sks "G" thixotropic

25. **ATTACHMENTS**  
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION RULES:

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER	<input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

CONFIDENTIAL

Name & Signature: Jean Semborski  Title: Permitting Analyst Date: 9/18/02

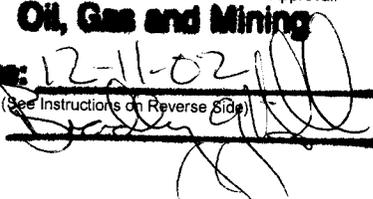
(This space for state use only)

API Number Assigned: 43-007-30888

(11/2001)

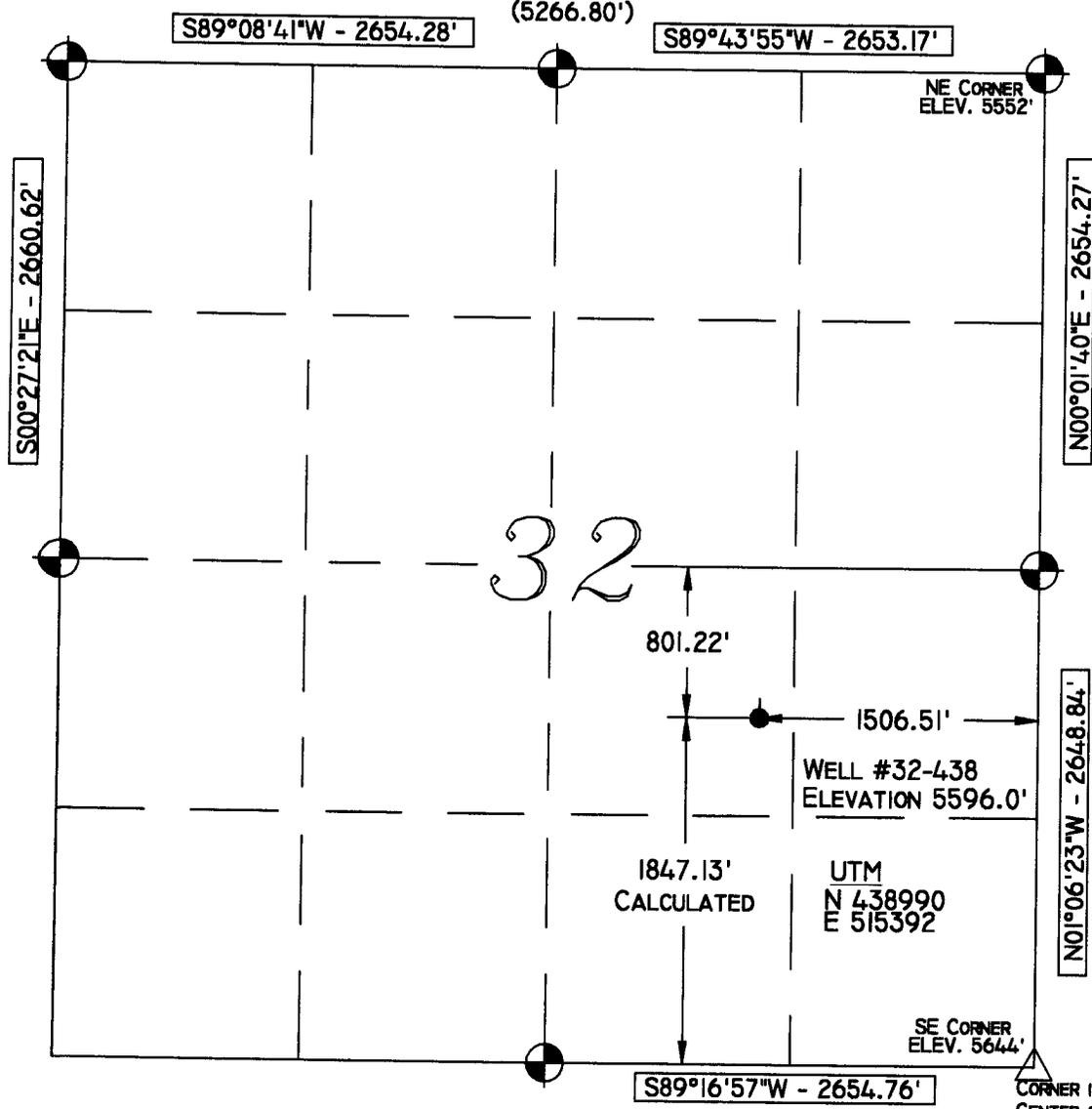
Approved by the Utah Division of Oil, Gas and Mining

Date: 12-11-02

By: 

Township 14 South

# Range 10 East



**Location:**  
 THE WELL LOCATION WAS DETERMINED USING A TRIMBLE 4700 GPS SURVEY GRADE UNIT.

**Basis of Bearing:**  
 THE BASIS OF BEARING IS GPS MEASURED.

**GLO Bearing:**  
 THE BEARINGS INDICATED ARE PER THE RECORDED PLAT OBTAINED FROM THE U.S. LAND OFFICE.

**Basis of Elevation:**  
 BASIS OF ELEVATION OF 5552' BEING AT THE NORTHEAST SECTION CORNER OF SECTION 32, TOWNSHIP 14 SOUTH, RANGE 10 EAST, SALT LAKE BASE AND MERIDIAN, AS SHOWN ON THE PRICE QUADRANGLE 7.5 MINUTE SERIES MAP.

**Description of Location:**  
 PROPOSED DRILL HOLE LOCATED IN THE NW1/4 SE1/4 OF SECTION 32, T14S, R10E, S.L.B.&M., BEING 801.22' SOUTH AND 1506.51' WEST FROM THE EAST QUARTER CORNER OF SECTION 32, T14S, R10E, SALT LAKE BASE & MERIDIAN.

**Surveyor's Certificate:**  
 I, Albert J. Spensko, a Registered Professional Land Surveyor, holding Certificate 146652 State of Utah, do hereby certify that the information on this drawing is a true and accurate survey based on data of record and was conducted under my personal direction and supervision as shown hereon.

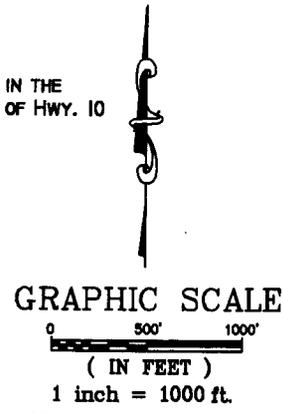


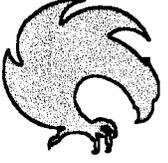
- LEGEND**
- DRILL HOLE LOCATION
  - ⊙ METAL CAP (FOUND)
  - BRASS CAP (SEARCHED FOR, BUT NOT FOUND)
  - △ CALCULATED CORNER
  - ( ) GLO
  - GPS MEASURED

**NOTES:**  
 1. UTM AND LATITUDE / LONGITUDE COORDINATES ARE DERIVED USING A GPS PATHFINDER AND ARE SHOWN IN NAD 27 DATUM.

LAT / LONG  
 39°33'44"N  
 110°49'15"W

CORNER IN THE CENTER OF HWY. 10





**TALON RESOURCES, INC.**  
 375 S. Carbon Ave., Ste 101, (A-10)  
 Price - Huntington, Utah  
 Phone (435)637-8781 Fax (435)636-8603  
 E-Mail talon@castlenet.com

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**PHILLIPS PETROLEUM**  
**WELL #32-438**  
 Section 32, T14S, R10E, S.L.B.&M.  
 Carbon County, Utah

Drawn By: T. DAVIS	Checked By: L.W.J./A.J.S.
Drawing No. A-1	Date: 9/9/02
Scale: 1" = 1000'	
Sheet 1 of 4	Job No. 760

Exhibit "A" 1 of 3

**PHILLIPS PETROLEUM COMPANY**

6825 South 5300 West  
P.O. Box 851  
Price, UT 84501  
TEL: (435) 613-9777 FAX: (435) 613-9782

December 4, 2002

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

RE: Affidavit Concerning Surface Use Agreement – Price 32-438

Dear Ms. Mason:

Phillips Petroleum plans to drill the Price 32-438 natural gas well, which will be located in the southeast one-quarter of section 32, Township 14 South, Range 10 East, S.L.B.&M., Carbon County, Utah. Pursuant to the State of Utah Division of Oil, Gas and Mining, Oil and Gas Conservation General Rules, R659-3-34 (“Well Site Restoration Rule”), Phillips has entered into a surface use agreement with the surface owner of the pad location which includes an agreement for reclamation of the subject surface property and well site restoration. Enclosed is an Affidavit Concerning Surface Use Agreement evidencing Phillips’ agreement with the surface owner for this well.

Phillips has filed an Application for Permit to Drill (APD) with the Division of Oil, Gas and Mining for this well. The on-site was conducted on November 4, 2002.

Please advise Deanna Walker with Phillips or me if you have questions or require additional information from Phillips regarding the subject surface use agreement.

Sincerely,

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

Jean Semborski  
Permit Analyst

cc: well file

RECEIVED

DEC 9 2002

DIV. OF OIL, GAS & MINING



**PHILLIPS PETROLEUM COMPANY**

6825 South 5300 West  
P.O. Box 851  
Price, UT 84501  
TEL: (435) 613-9777 FAX: (435) 613-9782

September 18, 2002

Ms Diana Mason  
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-  
Price 32-438, NW/4 SE/4 Sec.32  
T14S, R10E, SLB & M, Carbon County, Utah

Dear Ms. Mason:

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;

RECEIVED

SEP 19 2002

DIVISION OF  
OIL, GAS AND MINING

**AFFIDAVIT CONCERNING  
SURFACE USE AGREEMENT**

STATE OF COLORADO    }  
  }  
COUNTY OF LARMER    }

**DEANNA J. WALKER**, being first duly sworn upon her oath, deposes and says:

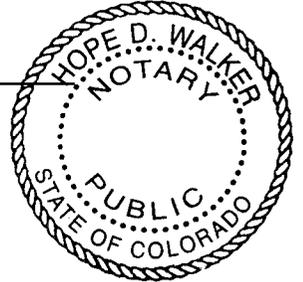
1. I am a senior real estate specialist in the Insurance, Real Estate and Claims department of Phillips Petroleum Company, a Delaware corporation, duly authorized to transact business in the State of Utah, ("Phillips") and am authorized to execute this Affidavit on behalf of said corporation.
2. Larry A. Price ("Surface Owner") owns the surface estate of property located in the Northwest One-quarter of the Southeast One-quarter of Section 32, Township 14 South, Range 10 East, S.L.B.&M., Carbon County, Utah ("Property").
3. Phillips owns or operates oil and gas rights, including mineral leases, and may become holder of other oil and gas rights, including mineral leases, underlying and in the vicinity of the Property ("Leases") and desires to enter on the Property for the purposes of conducting oil and gas operations related to such oil and gas rights, including mineral leases.
4. Phillips entered into a Surface Use Agreement effective as of the 15th day of June, 2002 with the Surface Owner covering the Property. In addition to other agreements and as required by the State of Utah Division of Oil, Gas and Mining, Oil and Gas Conservation General Rules, R649-3-34 ("Well Site Restoration Rule"), the Surface Use Agreement sets forth the agreement between Phillips and the Surface Owner for reclamation of the Property and well site restoration for the surface pad location for Phillips' 32-438 well and associated infrastructure, which will be located on the Property. A Memorandum of Surface Use Agreement will be filed in the public records of Carbon County, Utah.
5. I execute and record this affidavit in accordance with the requirements of the Well Site Restoration Rule.
6. The matters stated herein are true of my own knowledge, except to any matters stated herein upon information and belief, and, as to those matters, I believe them to be true.

DATED this 26th day of June, 2002.

  
**DEANNA J. WALKER**  
Phillips Petroleum Company  
Senior Real Estate Specialist

Subscribed, sworn and acknowledged to and by Deanna J. Walker before me this 26th day of June, 2002.

Hope D. Walker  
NOTARY PUBLIC  
For the State of Colorado



My Commission Expires:

October 15, 2005

Price 32-438

Page 2

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

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

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

Sincerely,

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

Jean Semborski  
Permitting Analyst

cc: Mr. Eric Jones, BLM, Moab, Utah  
Mr. Gene Herrington, Texaco  
Ms. Julie Bennett, Dominion Resources  
Mr. Don Stephens, BLM, Price, Utah  
Ms. Jeanette Borges, Phillips Petroleum Company  
Mrs. Deanna Walker, Phillips Petroleum Company  
Mr. Mark Jones, DOGM, Price, Utah  
PPCo Well File

EXHIBIT "D"  
DRILLING PROGRAM

Attached to Form 3  
Phillips Petroleum Company  
Price 32-483  
NW/4, SE/4, Sec.32, T14S, R10E, SLB & M  
1847' FSL, 1507' FEL  
Carbon County, Utah

1. The Surface Geologic Formation

Mancos Shale

2. Estimated Tops of Important Geologic Markers

Blue Gate/Ferron 1315'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones 1345' - 1445'

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"	175'	8-5/8"	24#ST&C	New
7-7/8"	1735'	5-1/2	17#LT&C	New

Cement Program -

Surface Casing: 38 sks G+2%CaCl+1/4#per sack flocel;15.8#/gal,density, 1.15 cu.ft/sk yield. Every attempt will be made to bring cement back to surface.

Production Casing: 135 sks 50/50 poz 8%gel +2%CaCl+10%extender;12.5#/gal, density, 1.92 cu.ft/sk yield.

73 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 756 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 October 2002.

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  
Phillips Petroleum Company  
Price 32-438  
NW/4, SE/4, Sec.32, T14S, R10E, SLB & M  
1847' FSL, 1507' 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 1000' of new access is required (See Exhibit "B")

- a. Maximum Width: 24' travel surface with 27' base
- b. Maximum grade: 4%
- c. Turnouts: None
- d. Drainage design: 3 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 3 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 Larry A. Price. The operator shall contact the landowner representative and the Division of Oil, Gas and mining 48 hours prior to beginning construction activities.

Surface Owner Contact Information:

Larry A. Price  
2866 South Highway 10  
Price, Utah 84501  
435/637-4322

12. **Other Information:**

- a. The primary surface use is farming and grazing. The nearest dwelling is approximately 800 feet southwest.
- b. Nearest live water is Unnamed wash located at 1,400' west.
- 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 Analyst  
Phillips Petroleum Company  
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

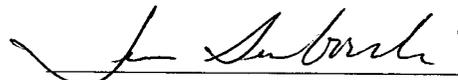
Excavation Contractor

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

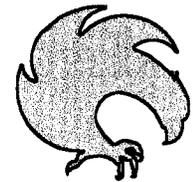
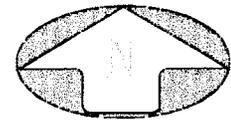
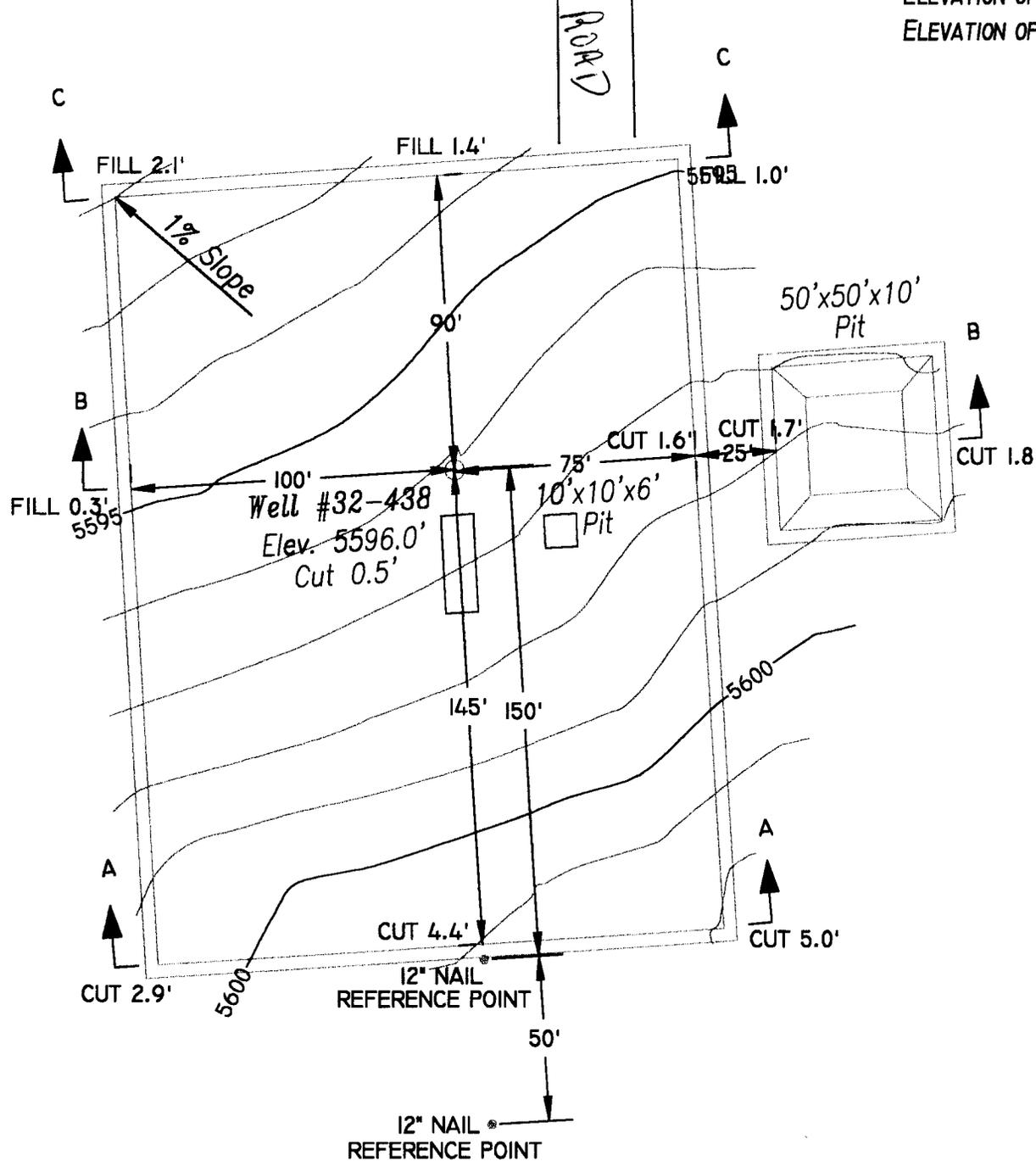
**14. Certification**

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 Phillips Petroleum Company and its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

9/18/02  
Date

  
\_\_\_\_\_  
Jean Semborski  
Permitting Analyst  
Phillips Petroleum Company

ELEVATION OF UNGRADED GROUND AT LOCATION STAKE = 5596.0'  
 ELEVATION OF GRADED GROUND AT LOCATION STAKE = 5595.5'

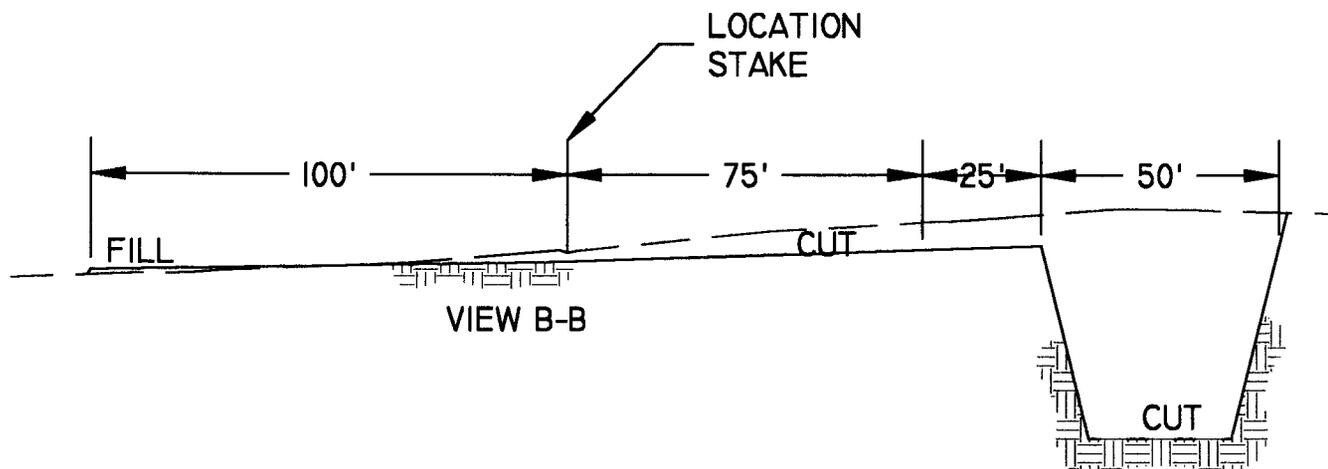
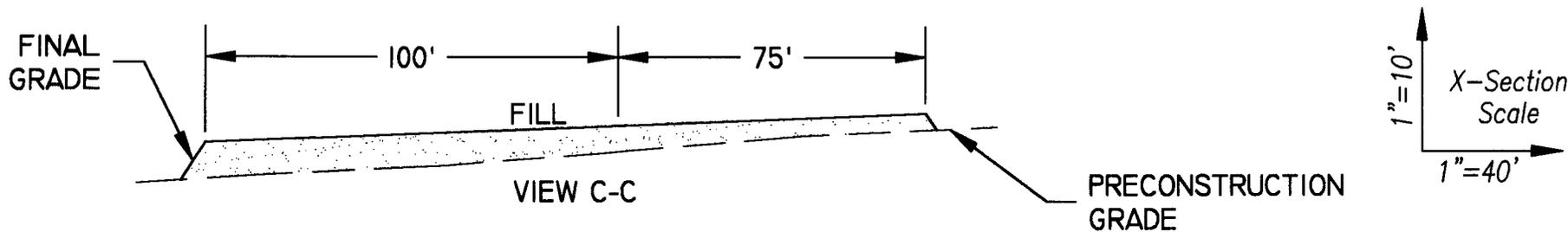


TALON RESOURCES, INC

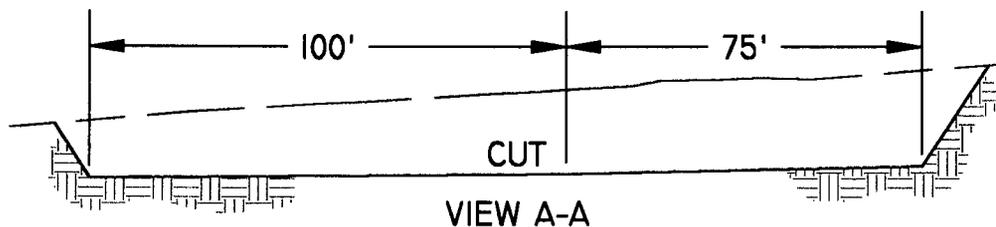
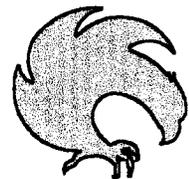
Price - Huntington, Utah  
 Phone (435)637-8781 Fax (435)636-8608  
 E-Mail talon@castnet.com

PHILLIPS PETROLEUM  
 LOCATION LAYOUT  
 Section 32, T14S, R10E, S.L.B.&M.  
 WELL #32-438

Drawn By: T. DAVIS	Checked By: L.W.J.
Drawing No. A-2	Date: 9/9/02
	Scale: 1" = 50'
Sheet 2 of 4	Job No. 760



SLOPE = 1 1/2 : 1  
(EXCEPT PIT)  
PIT SLOPE = 1 ; 1

TALON RESOURCES, INC

Price - Huntington, Utah  
Phone (435)637-8781 Fax (435)636-8603  
E-Mail talon@castlenet.com

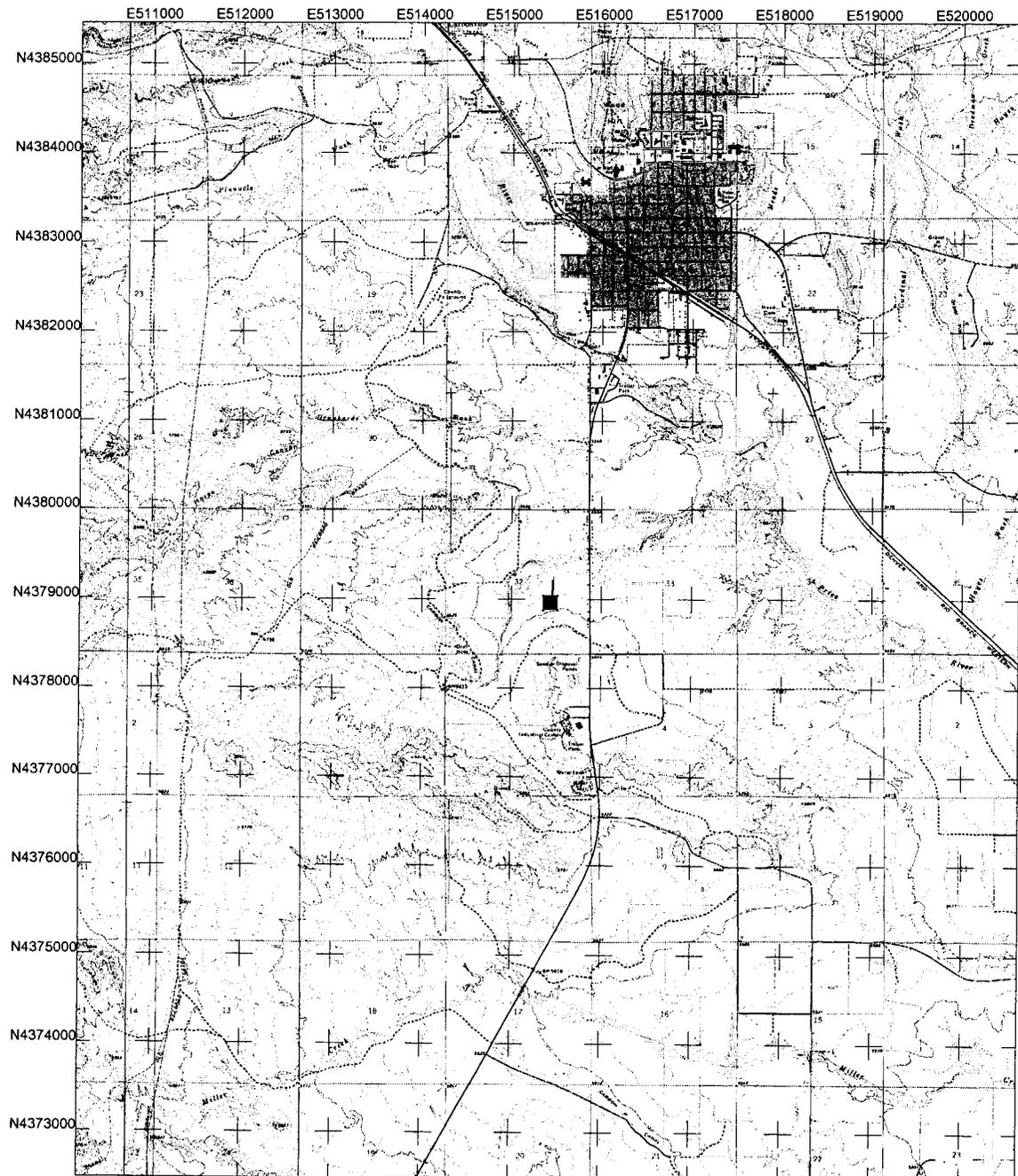
PHILLIPS PETROLEUM  
TYPICAL CROSS SECTION  
Section 32, T14S, R10E, S.L.B.&M.  
WELL #32-438

Drawn By: T. DAVIS	Checked By: L.W.J.
Drawing No. C-1	Date: 9/9/02
	Scale: 1" = 40'
Sheet 3 of 4	Job No. 760

**APPROXIMATE YARDAGES**

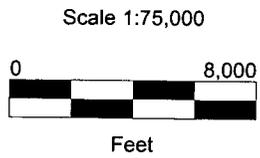
**CUT**  
 (6") TOPSOIL STRIPPING = 750 Cu. Yds.  
 REMAINING LOCATION = 2,480 Cu. Yds.  
 TOTAL CUT = 3,390 Cu. Yds.  
 TOTAL FILL = 495 Cu. Yds.





Price 32-438  
Section 32, T14S, R10E

UTM  
12 North  
NAD 1927 (Conus)



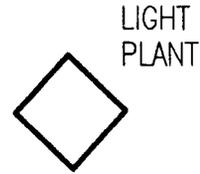
Price 32-438.ssf  
9/18/2002



# APPROXIMATE LAYOUT OF RIG & EQUIPMENT



LIGHT  
PLANT



LIGHT  
PLANT

40'

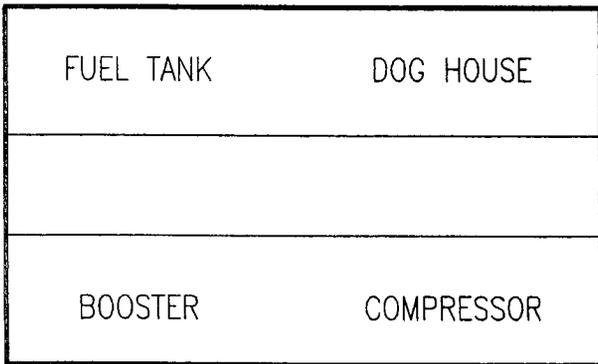


PIPE TRAILER

HOLE



40'



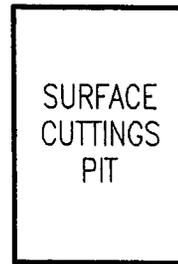
FUEL TANK

DOG HOUSE

BOOSTER

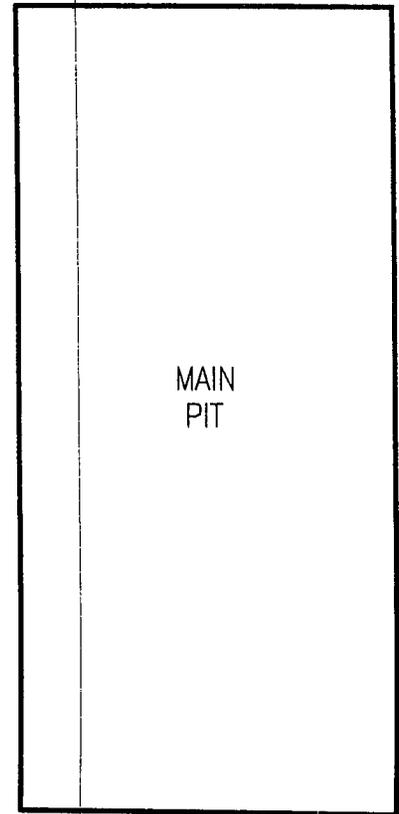
COMPRESSOR

8'



SURFACE  
CUTTINGS  
PIT

20'

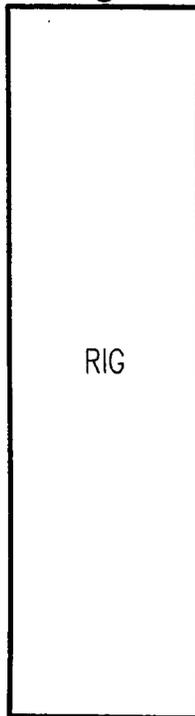


MAIN  
PIT



AUX  
COMP.

45'



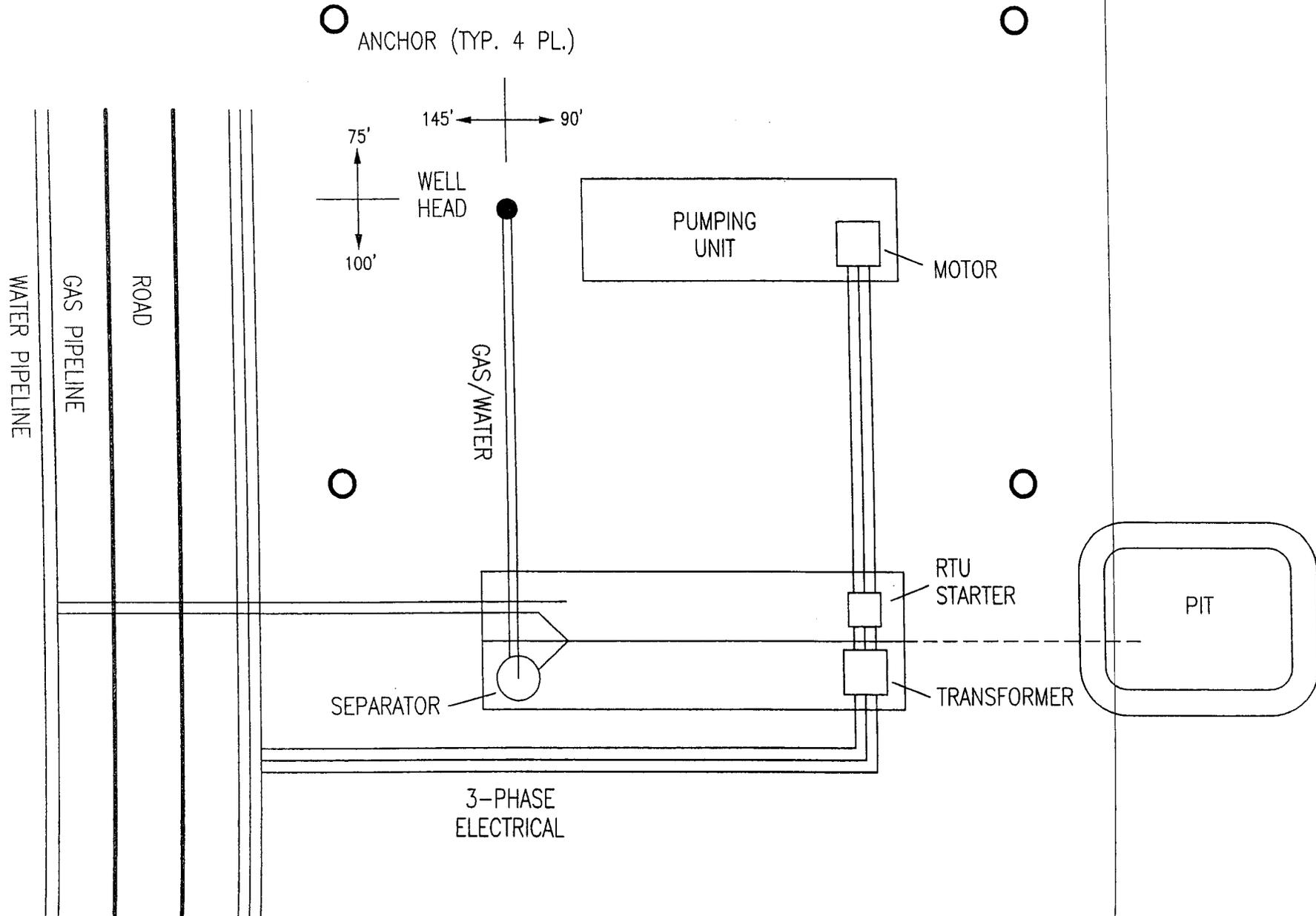
RIG

FRAC TANK

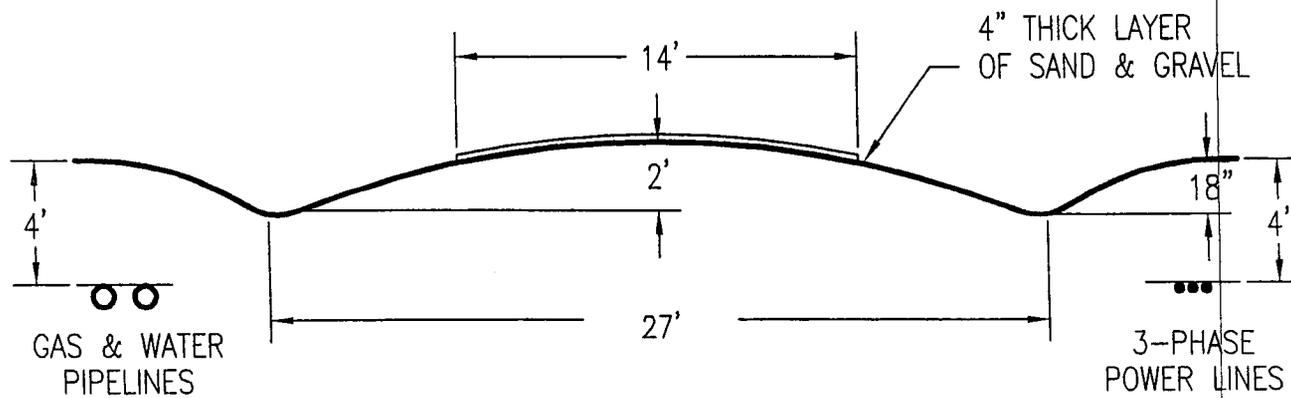


# PHILLIPS PETROLEUM COMPANY

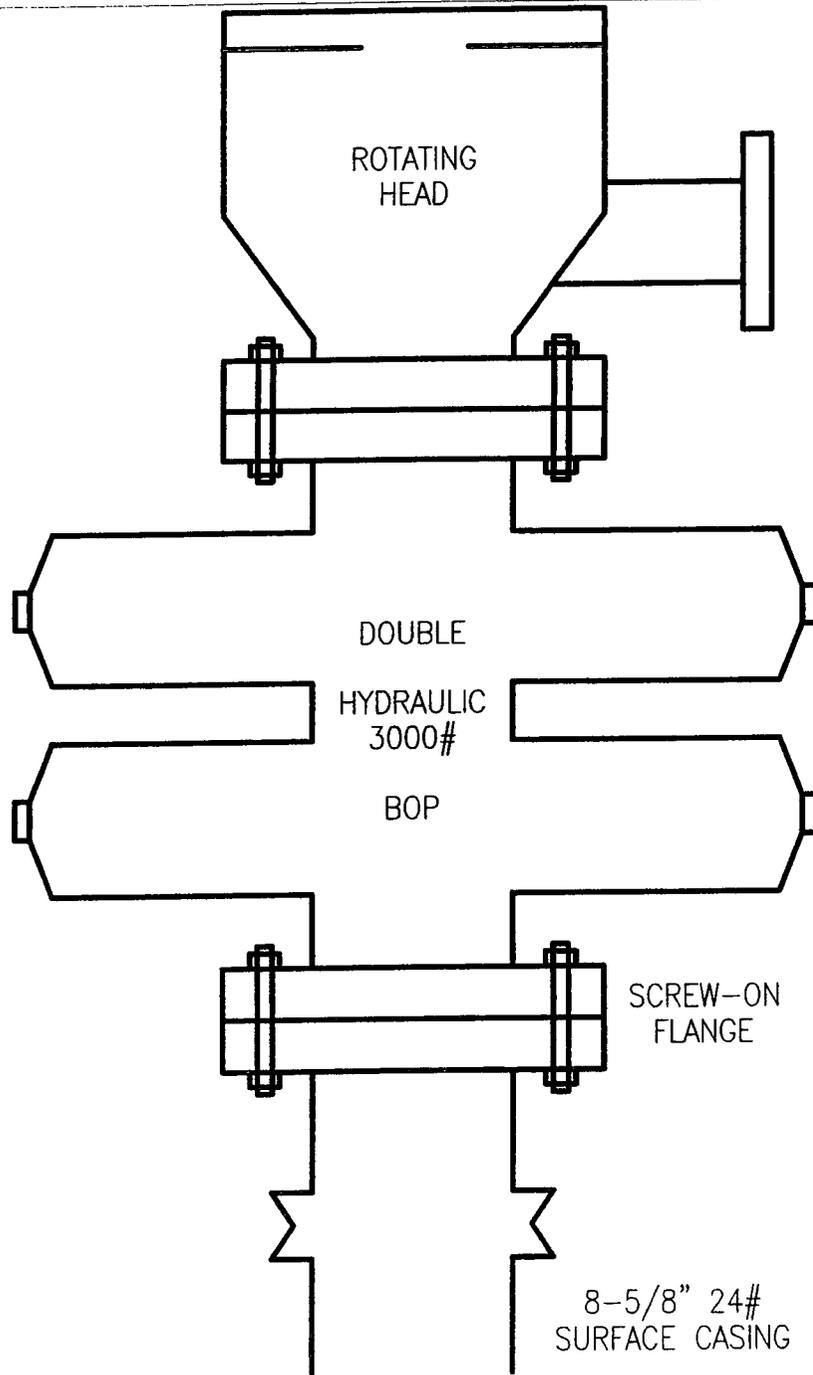
WELL SITE LAYOUT (235' x 175')



# TYPICAL ROAD CROSS-SECTION

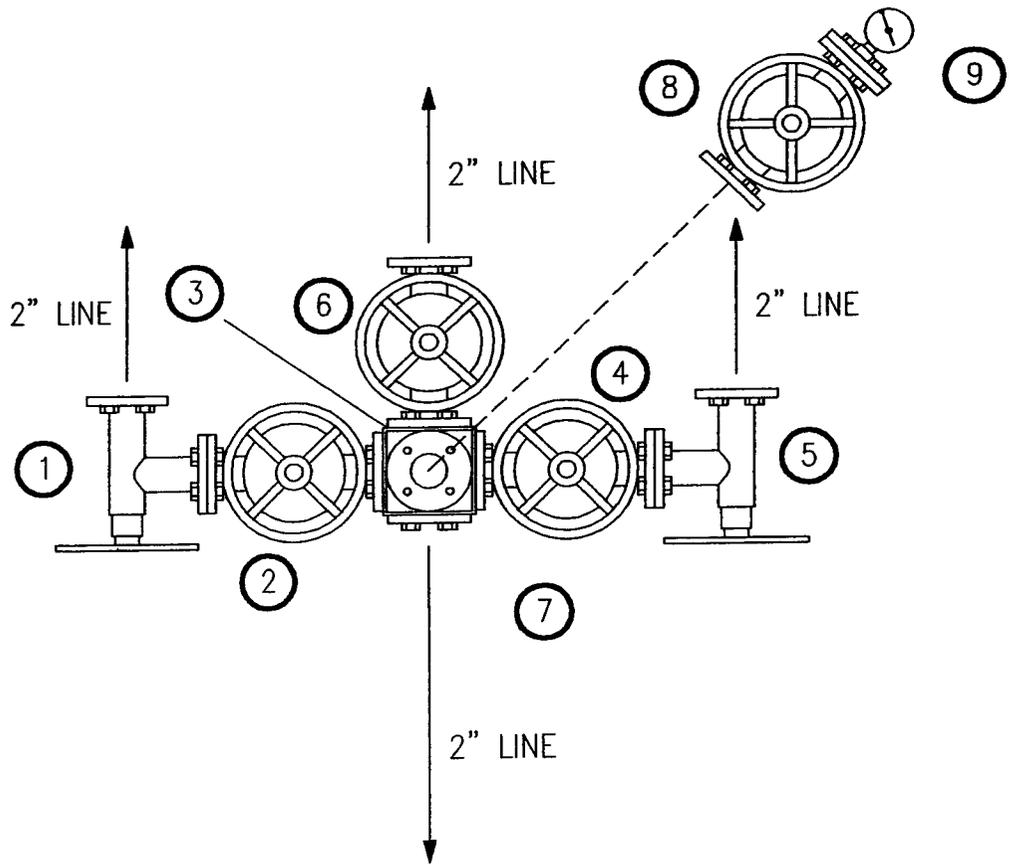


# DIVERTER HEAD



- (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 MANIFORD BETWEEN STUDDED CROSS AND 3000# GAUGE.



TO BOP  
 AND A NEW 2" BALL VALVE  
 FULL OPEN 5000 PSI

MANIFOLD

International Division

AmSouth Bank  
Post Office Box 11007  
Birmingham, Alabama 35288 USA  
(800) 284-4100  
Telex: 6823023  
S.W.I.F.T.: AMSBUS44

**AmSouth**

TO: STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING  
355 WEST TEMPLE, 3 TRIAD CENTER, SUITE 350  
SALT LAKE CITY, UTAH 84180

GENTLEMEN:

WE HEREBY ESTABLISH OUR IRREVOCABLE LETTER OF CREDIT NO. 78317150 IN FAVOR OF THE DIRECTOR OF THE DIVISION OF OIL, GAS AND MINING OF THE STATE OF UTAH FOR THE ACCOUNT (THE "OPERATOR") OF PHILLIPS PETROLEUM COMPANY, 476 PHILLIPS BUILDING, BARTLESVILLE, OK 74004 FOR THE AGGREGATE AMOUNT OF EIGHTY THOUSAND AND 00/100 U.S. DOLLARS (U.S. \$80,000.00) AVAILABLE BY YOUR DRAFTS AT SIGHT ON OURSELVES WHEN DRAWN IN ACCORDANCE WITH THE TERMS AND ACCOMPANIED BY THE DOCUMENTS LISTED UNDER PART C BELOW:

- A. THIS LETTER OF CREDIT IS ISSUED AT THE REQUEST OF THE OPERATOR WHO ADVISES THAT THE OPERATOR IS OR WILL BE ENGAGED IN DRILLING, REDRILLING, DEEPENING, REPAIRING, OPERATING, AND PLUGGING AND ABANDONMENT A WELL OR WELLS AND RESTORING THE WELL SITE OR SITES IN THE STATE OF UTAH FOR THE PURPOSES OF OIL OR GAS PRODUCTION AND/OR THE INJECTION AND DISPOSAL OF FLUIDS IN CONNECTION THEREWITH FOR THE FOLLOWING DESCRIBED LAND OR WELL:
- TO COVER ALL WELLS DRILLED IN THE STATE OF UTAH.
- B. THIS LETTER OF CREDIT IS SPECIFICALLY ISSUED AT THE REQUEST OF THE OPERATOR AS ASSURANCE THAT THIS FUND WILL BE AVAILABLE DURING THE TIME THAT THE WELLS REFERENCED ABOVE ARE ACTIVE. WE ARE NOT A PARTY TO NOR BOUND BY, THE TERMS OF ANY AGREEMENT BETWEEN YOU AND THE OPERATOR OUT OF WHICH THIS LETTER OF CREDIT MAY ARISE.
- C. DRAFTS DRAWN UNDER THIS LETTER OF CREDIT MUST BE ACCOMPANIED BY AN AFFIDAVIT PURPORTED TO BE FROM THE DIRECTOR OF THE DIVISION OF OIL, GAS AND MINING STATING THAT:
1. ANY WELL SUBJECT TO THE LETTER OF CREDIT IS DEEMED NECESSARY FOR PLUGGING AND ABANDONMENT AND THE OPERATOR HAS NOT FULFILLED SUCH OBLIGATION UNDER THE OIL AND GAS CONSERVATION GENERAL RULES OF THE STATE OF UTAH.
  2. THE DRAFT IS IN THE ESTIMATED COST OF PLUGGING EACH WELL SUBJECT TO THE LETTER OF CREDIT UP TO THE AGGREGATE AMOUNT OF THE LETTER OF CREDIT.

WE WILL BE ENTITLED TO RELY UPON THE STATEMENTS CONTAINED IN THE AFFIDAVIT AND WILL HAVE NO OBLIGATION TO INDEPENDENTLY VERIFY ANY STATEMENTS CONTAINED THEREIN.

AmSouth Bank  
Post Office Box 11007  
Birmingham, Alabama 35288 USA  
(800) 284-4100  
Telex: 6823023  
S.W.I.F.T.: AMSBUS44

International Division

**AMSOUTH**

PAGE 2  
DATED: AUGUST 17, 2001  
OUR REF: 78317150

EACH DRAFT HEREUNDER MUST BE LISTED AND ENDORSED ON THE REVERSE SIDE OF THE LETTER OF CREDIT AND THIS LETTER OF CREDIT MUST BE ATTACHED TO THE LAST DRAFT WHEN THE CREDIT HAS BEEN EXHAUSTED.

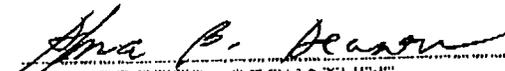
DRAFTS MAY BE PRESENTED AT OUR OFFICE, INTERNATIONAL DEPARTMENT, 250 RIVERCHASE PARKWAY SOUTH, 3RD FLOOR, HOOVER, ALABAMA 35244 NO LATER THAN 2:00 P.M. (LOCAL TIME) ON AUGUST 17, 2002, AND BEAR THE CLAUSE "DRAWN UNDER AMSOUTH BANK, LETTER OF CREDIT NO. 78317150 DATED AUGUST 17, 2001."

THIS LETTER OF CREDIT SHALL BE DEEMED AUTOMATICALLY EXTENDED FOR A PERIOD OF ONE YEAR FROM THE CURRENT OR ANY FUTURE EXPIRATION DATE HEREOF, UNLESS AT LEAST 90 (NINETY) DAYS PRIOR TO SUCH EXPIRATION DATE, WE NOTIFY YOU THAT WE HAVE ELECTED NOT TO EXTEND THIS LETTER OF CREDIT FOR SUCH ADDITIONAL PERIOD.

WE HEREBY ENGAGE WITH THE BONA FIDE HOLDERS OF ANY DRAFT AND/OR DOCUMENTS PRESENTED UNDER AND IN COMPLIANCE WITH THE TERMS OF THIS LETTER OF CREDIT THAT SUCH DRAFT AND/OR DOCUMENTS WILL BE DULY HONORED UPON PRESENTATION TO US. OUR OBLIGATIONS HEREUNDER SHALL NOT BE SUBJECT TO ANY CLAIM OR DEFENSE BY REASON OF THE INVALIDITY, ILLEGALITY, OR UNENFORCEABILITY OF ANY OF THE AGREEMENTS UPON WHICH THIS LETTER OF CREDIT IS BASED.

THIS CREDIT IS SUBJECT TO THE UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS (1994 REVISION), INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NUMBER 500.

AMSOUTH BANK

  
.....  
AUTHORIZED SIGNATURE  
INTERNATIONAL BANKING OFFICER

AMSOUTH BANK

  
.....  
AUTHORIZED SIGNATURE  
VICE PRESIDENT

RECEIVED  
AUG 17 2001  
SOUTH  
BANK

003

WORKSHEET  
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/28/2002

API NO. ASSIGNED: 43-007-30888

WELL NAME: PRICE 32-438  
OPERATOR: PHILLIPS PETROLEUM ( N1475 )  
CONTACT: JEAN SEMBORSKI

PHONE NUMBER: 435-613-9777

PROPOSED LOCATION:

NWSE 32 140S 100E  
SURFACE: 1847 FSL 1507 FEL  
BOTTOM: 1847 FSL 1507 FEL  
CARBON  
DRUNKARDS WASH ( 48 )

LEASE TYPE: 4 - Fee  
LEASE NUMBER: FEE  
SURFACE OWNER: 4 - Fee  
PROPOSED FORMATION: FRSD

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	DKD	11/14/02
Geology		
Surface		

LATITUDE: 39.55843  
LONGITUDE: 110.82046

RECEIVED AND/OR REVIEWED:

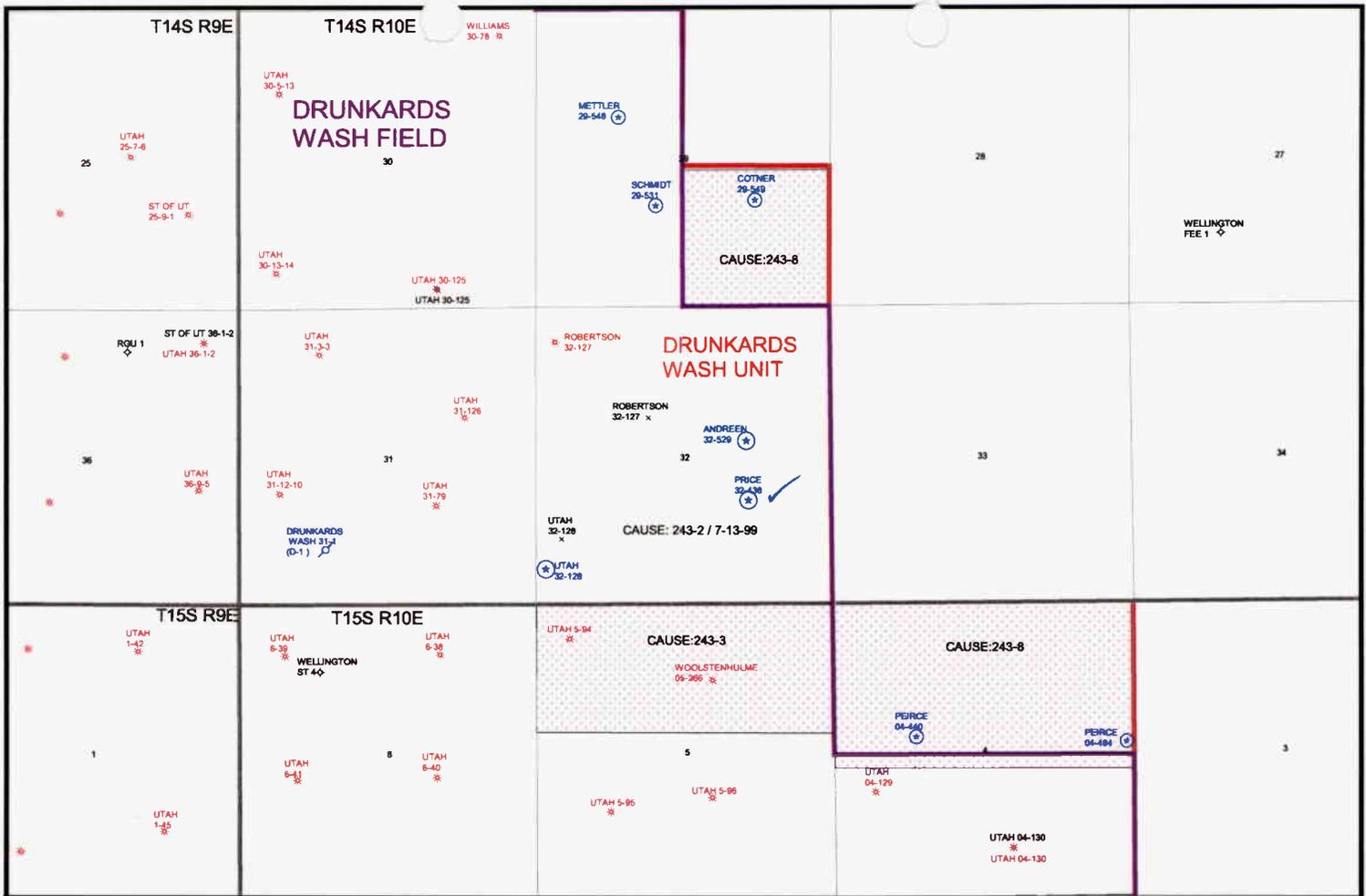
- Plat
- Bond: Fed[] Ind[] Sta[] Fee[4]  
(No. 78317150 )
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit  
(No. MUNICIPAL )
- RDCC Review (Y/N)  
(Date: )
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3.
- Unit DRUNKARDS WASH
- R649-3-2. General  
Siting: 460' From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit  
Board Cause No: 243-2  
Eff Date: 7-13-99  
Siting: 460' fr unit boundary & Unconform. Tract
- R649-3-11. Directional Drill

COMMENTS: Need Drills (Rec'd 11/14/02)

STIPULATIONS: 1- Surface covering Cement Slab  
2- STATEMENT OF BASIS



OPERATOR: PHILLIPS PETROLEUM (N1475)

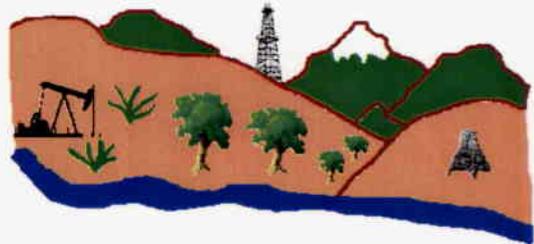
SEC. 32 T14S R10E

FIELD: DRUNKARDS WASH (48)

UNIT: DRUNKARDS WASH

COUNTY: CARBON

CAUSE: 243-2 / 7-13-99



Utah Oil Gas and Mining

Well Status

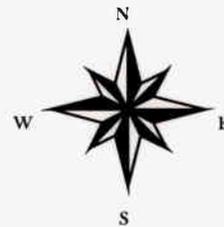
- / GAS INJECTION
- \* GAS STORAGE
- x LOCATION ABANDONED
- ⊕ NEW LOCATION
- ◇ PLUGGED & ABANDONED
- \* PRODUCING GAS
- PRODUCING OIL
- \* SHUT-IN GAS
- SHUT-IN OIL
- x TEMP. ABANDONED
- TEST WELL
- ▲ WATER INJECTION
- ◆ WATER SUPPLY
- / WATER DISPOSAL

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Field Status

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED
- Section Lines
- Township Lines
- County Boundaries



PREPARED BY: DIANA MASON  
DATE: 29-OCTOBER-2002

# 11-02 Phillips Price 32-4?~

## Casing Schematic

Surface

Mances

8-5/8"  
MW 8.4  
Frac 13.

TOC @  
0.

Surface  
175. MD

w/13' washcoat  
\* surface csg step

TOC @  
411.

BOP  
 $(2.052)(9)(1745) = 817 \text{ psi}$   
Anticipated = ~~786~~ psi  
 $(0.12)(1745) = 209 \text{ psi}$   
MASP = ~~608~~ psi

3M BOP proposed  
Adequate DSD  
w/11/02

w/15' washcoat

1315'

~~1315'~~  
Blue gate/ferroc

1329' contact

1345' coals, ss's

1445'

5-1/2"  
MW 8.4

Production  
1745. MD

<b>11-02 Phillips Price 32-438</b>		
Well name:		
Operator:	<b>Phillips Petroleum Company</b>	
String type:	Surface	Project ID: 43-007-30888
Location:	Carbon 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: 67 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 130 ft

Cement top: Surface

**Burst**

Max anticipated surface pressure: 0 psi  
Internal gradient: 0.436 psi/ft  
Calculated BHP 76 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: 153 ft

Non-directional string.

**Re subsequent strings:**

Next setting depth: 1,735 ft  
Next mud weight: 8.400 ppg  
Next setting BHP: 757 psi  
Fracture mud wt: 13.000 ppg  
Fracture depth: 175 ft  
Injection pressure 118 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)	Est. Cost ( )
1	175	8.625	24.00	J-55	ST&C	175	175	7.972	1147

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	76	1370	<u>17.94</u>	76	2950	<u>38.63</u>	4	244	<u>58.10 J</u>

Prepared by: Dustin Doucet  
Utah Dept. of Natural Resources

Phone: 801-538-5281  
FAX: 801-359-3940

Date: November 14, 2002  
Salt Lake City, Utah

**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.  
Collapse is based on a vertical depth of 175 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.  
Burst strength is not adjusted for tension.

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

Well name:		<b>11-02 Phillips Price 32-438</b>	
Operator:	<b>Phillips Petroleum Company</b>	Project ID:	43-007-30888
String type:	Production		
Location:	Carbon County		

**Design parameters:**

**Collapse**

Mud weight: 8.400 ppg  
 Design is based on evacuated pipe.

**Burst**

Max anticipated surface pressure: 0 psi  
 Internal gradient: 0.436 psi/ft  
 Calculated BHP: 761 psi

No backup mud specified.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**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: 1,523 ft

**Environment:**

H2S considered? No  
 Surface temperature: 65 °F  
 Bottom hole temperature: 89 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 250 ft

Cement top:

411 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ( )
1	1745	5.5	17.00	N-80	LT&C	1745	1745	4.767	12518

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	761	6290	8.26	761	7740	10.16	30	348	11.73 J

Prepared by: Dustin Doucet  
 Utah Dept. of Natural Resources

Phone: 801-538-5281  
 FAX: 801-359-3940

Date: November 14, 2002  
 Salt Lake City, Utah

**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.  
 Collapse is based on a vertical depth of 1745 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.  
 Burst strength is not adjusted for tension.

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

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

OPERATOR: Phillips  
WELL NAME & NUMBER: Price 32-438  
API NUMBER: 43-007-30888  
LEASE: Fee FIELD/UNIT: \_\_\_\_\_  
LOCATION: 1/4,1/4 NWSE Sec: 32 TWP: 14S RNG: 10E 1847 FSL 1507 FEL  
LEGAL WELL SITING: \_\_\_\_\_ F SEC. LINE; \_\_\_\_\_ F 1/4,1/4 LINE; \_\_\_\_\_ F ANOTHER WELL.  
GPS COORD (UTM): X = 515425 E; Y = 4378973 N SURFACE OWNER: Larry Price

**PARTICIPANTS**

M. Jones (DOGM), J. Semborski (Phillips), Larry Price (surface), Larry Jensen (NELCO). Carbon County was invited but chose not to attend the onsite.

**REGIONAL/LOCAL SETTING & TOPOGRAPHY**

Proposed location is ~3.75 miles South of Price, Utah just North of what is called locally "4 mile hill". The direct area drains to the North and eventually East into the Price River, a year-round live water source. The soil is a clay loam and is erosive when disturbed. The location is located West of Highway 10 ~700 yards. Proposed access will be from the North from new and existing access from proposed and existing PPCo wells. All new access will be built on fee surface and will be maintained by Phillips Petroleum Company.

**SURFACE USE PLAN**

CURRENT SURFACE USE: Grazing and farming activities.

PROPOSED SURFACE DISTURBANCE: 235' x 175' and a 50' x 50' x 10' pit.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 3 proposed gas wells and 5 producing gas wells are within a 1 mile radius of the above proposed well.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: Along roadside.

SOURCE OF CONSTRUCTION MATERIAL: Obtained locally and transported in.

ANCILLARY FACILITIES: None anticipated.

**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 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: Carbon Canal is located ~300 yards of the South edge of the location.

FLORA/FAUNA: Pasture grasses, Russian Olive trees, livestock, deer, small game, rodents.

SOIL TYPE AND CHARACTERISTICS: clay loam.

SURFACE FORMATION & CHARACTERISTICS: Quaternary Slope Wash covering the lower portion of the Blue Gate Member of the Mancos Shale.

EROSION/SEDIMENTATION/STABILITY: erosive upon disturbance.

PALEONTOLOGICAL POTENTIAL: None observed.

**RESERVE PIT**

CHARACTERISTICS: Dugout earthen pit.

LINER REQUIREMENTS (Site Ranking Form attached): Liner required.

**SURFACE RESTORATION/RECLAMATION PLAN**

As per surface use agreement.

SURFACE AGREEMENT: Completed and signed.

CULTURAL RESOURCES/ARCHAEOLOGY: Completed, on-file, and is clear.

**OTHER OBSERVATIONS/COMMENTS**

Location was moved during the on-site at the request of the dirt contractor. Suggestion was to move the location ~50 feet East and spin the location 90o clockwise. Mr. Price was in agreement with the suggested move. UTM coordinates at the top of this document are the new coordinates recorded in the field.

**ATTACHMENTS**

Photos of this location were taken and placed on file.

Mark L. Jones  
DOGM REPRESENTATIVE

November 4, 2002 / 1:30 pm  
DATE/TIME

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

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

**Final Score**      25      (Level I Sensitivity)

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:** Phillips  
**WELL NAME & NUMBER:** Price 32-438  
**API NUMBER:** 43-007-30888  
**LOCATION:** 1/4,1/4 NWSE Sec: 32 TWP: 14S RNG: 10E 1847 FSL 1507 FEL

**Geology/Ground Water:**

The location is situated on a soil developed on Quaternary Slope Wash covering the lower portion of the Cretaceous-age Blue Gate Member of the Mancos Shale. Within a mile, numerous surface water rights have been filed, primarily on what is most likely seepage from the Carbon Canal that is flowing down crossing Lone Tree Wash. No aquifers containing of high quality ground water resources are likely to be encountered. The proposed casing and cement program will adequately isolate any zones of water penetrated.

**Reviewer:** Christopher J. Kierst                      **Date:** 11/14/02

**Surface:**

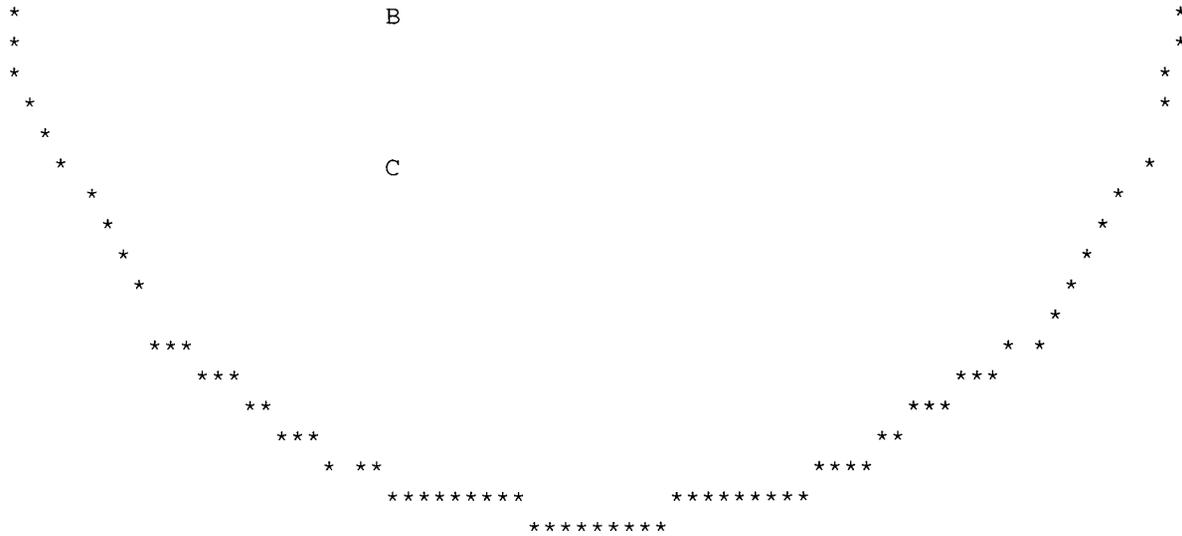
Proposed location is ~3.75 miles South of Price, Utah just North of what is called locally "4 mile hill". The direct area drains to the North and eventually East into the Price River, a year-round live water source. The soil is a clay loam and is erosive when disturbed. The location is located West of Highway 10 ~700 yards. Proposed access will be from the North from new and existing access from proposed and existing PPCo wells. All new access will be built on fee surface and will be maintained by Phillips Petroleum Company.

**Reviewer:** Mark L. Jones                      **Date:** November 11, 2002

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

1. A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
2. Culverts sufficient to handle run-off as needed where crossing drainages.
3. Berm the location and pit.
4. Move the location ~50' East and rotate the pad 90o clockwise as discussed and agreed upon during the on-site.





UTAH DIVISION OF WATER RIGHTS  
 NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	QUANTITY CFS	AND/OR AC-FT	SOURCE DESCRIPTION or WELL INFO	POINT OF DIVERSION DESCRIPTION
				DIAMETER DEPTH YEAR LOG NORTH EAST CNR SEC TWN RNG B&	
0	91 3242	.0000	.00	Lone Tree Wash	
		WATER USE(S): STOCKWATERING			PRIORITY DATE: 00/00/1
		Slaughter, Harold & Ione			Price
		Route #1			
1	91 4509	.5000	.00	Irrigation Waste Water	S 1240 E 50 N4 32 14S 10E S
		WATER USE(S): IRRIGATION STOCKWATERING			PRIORITY DATE: 06/30/1
		Williams, Betty L. (POA)			Price
		Waterman, Russell			Price
		Rt. 3 Box 112A			
		Rt. 3 Box 112A			

2	91_3241	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Johnson, Don				Price
2	91_3244	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Wiseman, Loraine				Price
2	91_3240	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Bonnell, Mildred		Route #3, Box 112-A		Price
		Waterman, Russell		Route #3, Box 112-A		Price
		Jensen, Alice		Route #3, Box 112-A		Price
		Randall, Beatrice		Route #3, Box 112-A		Price
		Hunt, Barbara		Route #3, Box 112-A		Price
		Williams, Betty Lou		Route #3, Box 112-A		Price
3	91_3241	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Johnson, Don				Price
3	91_3244	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Wiseman, Loraine				Price
4	91_3240	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Bonnell, Mildred		Route #3, Box 112-A		Price
		Waterman, Russell		Route #3, Box 112-A		Price
		Jensen, Alice		Route #3, Box 112-A		Price
		Randall, Beatrice		Route #3, Box 112-A		Price
		Hunt, Barbara		Route #3, Box 112-A		Price
		Williams, Betty Lou		Route #3, Box 112-A		Price
5	91_3239	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Jewkes, Rolla A. and Ruth		Route #1		Price
5	91_3239	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1
		Jewkes, Rolla A. and Ruth		Route #1		Price
6	91_3238	.0000	.00	Lone Tree Wash		
		WATER USE(S): STOCKWATERING				PRIORITY DATE: 00/00/1

			Wells, William H. & Ella May						Ogden	
6	91 3238	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Wells, William H. & Ella May						Ogden	
7	91 3237	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Robertson, Leland C.						Price	
7	91 3237	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Robertson, Leland C.						Price	
8	91 258	3.6000	.00 Lone Tree Wash	S	2280	E	15	N4 32 14S 10E S		
			WATER USE(S): IRRIGATION						PRIORITY DATE: 01/27/1	
			LDS Church, Carbon Stake							
8	91 647	3.6000	.00 Lone Tree Wash	S	2280	E	15	N4 32 14S 10E S		
			WATER USE(S): IRRIGATION STOCKWATERING						PRIORITY DATE: 01/27/1	
			Himonas, George		222	North	1280	West	Price	
			Himonas, Mike		222	North	1280	West	Price	
			Himonas, Gust		222	North	1280	West	Price	
8	91 651	3.6000	.00 Lone Tree Wash	S	2280	E	15	N4 32 14S 10E S		
			WATER USE(S): IRRIGATION STOCKWATERING						PRIORITY DATE: 01/27/1	
			Slaughter, Harold & Ione						Price	
			Route #1							
9	91 4824	.0000	1.39 Lone Tree Wash	S	95	E	2256	W4 32 14S 10E S		
			WATER USE(S): IRRIGATION STOCKWATERING						PRIORITY DATE: 06/09/1	
			Scow, Gary W. & Mary D.						Price	
			2565 South 660 West							
A	91 3236	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Frandsen, R. H. & Lapriel						Price	
			225 North 2nd East							
A	91 3236	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Frandsen, R. H. & Lapriel						Price	
			225 North 2nd East							
B	91 3235	.0000	.00 Lone Tree Wash							
			WATER USE(S): STOCKWATERING						PRIORITY DATE: 00/00/1	
			Olsen, Terry Thursley						Price	
			C/O Niels A. Olsen							

<p>B 91 3235 .0000 .00 Lone Tree Wash</p> <p>WATER USE(S): STOCKWATERING</p> <p>Olsen, Terry Thursley</p>	<p>C/O Niels A. Olsen</p>	<p>PRIORITY DATE: 00/00/1</p> <p>Price</p>
<p>C 91 3234 .0000 .00 Lone Tree Wash</p> <p>WATER USE(S): STOCKWATERING</p> <p>Olsen, Hattie</p> <p>Alexander, Phyllis</p> <p>Olsen, Terry T.</p> <p>Layne, LaRue</p>	<p>305 South Carbon Avenue</p> <p>1626 Golden Court</p> <p>1801 Knudsen</p> <p>17243 Knapp</p>	<p>PRIORITY DATE: 00/00/1</p> <p>Price</p> <p>McLean</p> <p>Farmington</p> <p>St. Northridge</p>
<p>C 91 3234 .0000 .00 Lone Tree Wash</p> <p>WATER USE(S): STOCKWATERING</p> <p>Olsen, Hattie</p> <p>Alexander, Phyllis</p> <p>Olsen, Terry T.</p> <p>Layne, LaRue</p>	<p>305 South Carbon Avenue</p> <p>1626 Golden Court</p> <p>1801 Knudsen</p> <p>17243 Knapp</p>	<p>PRIORITY DATE: 00/00/1</p> <p>Price</p> <p>McLean</p> <p>Farmington</p> <p>St. Northridge</p>



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

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

Michael O. Leavitt  
Governor

Robert L. Morgan  
Executive Director

Lowell P. Braxton  
Division Director

December 11, 2002

Phillips Petroleum Company  
P O Box 851  
Price, UT 84501

Re: Price 32-438 Well, 1847' FSL, 1507' FEL, NW SE, Sec. 32, T. 14 South, R. 10 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 43-007-30888.

Sincerely,

John R. Baza  
Associate Director

pb

Enclosures

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

**Operator:** Phillips Petroleum Company  
**Well Name & Number** Price 32-438  
**API Number:** 43-007-30888  
**Lease:** Private

**Location:** NW SE      **Sec.** 32      **T.** 14 South      **R.** 10 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)

5. Surface casing shall be cemented to the surface.

OPERATOR CHANGE WORKSHEET

1. GLH
2. CDW
3. FILE

005

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)

NAME	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

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

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

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

8. **Federal and Indian Units:**

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

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

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

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

**DATA ENTRY:**

1. Changes entered in the **Oil and Gas Database** on: 02/12/2003

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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# 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

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

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

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

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

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

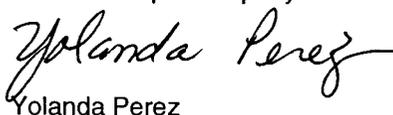
Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned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

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

Current Operator  
Phillips Petroleum Company

  
Steve de Albuquerque

New Operator  
ConocoPhillips Company

  
Yolanda Perez

**RECEIVED**

**JAN 08 2003**

DIV. OF OIL, GAS & MINING

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

(This space for State use only)



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

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

Gentlemen:

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

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

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

**U.S. Mail Address:**

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

**Physical Address & Overnight Delivery:**

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

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

Attn: Chief Landman,  
San Juan/Rockies

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

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

Sincerely,

**RECEIVED**

DEC 02 2002

DIVISION OF  
OIL, GAS AND MINING



## 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.

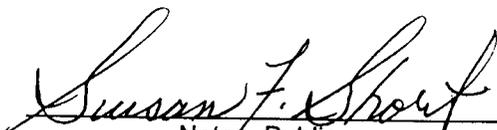
  
 Assistant Secretary  
 ConocoPhillips Company

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.



RECEIVED  
 JAN 08 2003

  
 Notary Public

# Delaware

PAGE 1

*The First State*

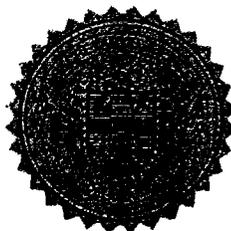
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE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

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING



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.

RECEIVED

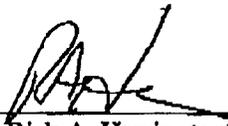
JAN 08 2003

DIV. OF OIL, GAS & MINING

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

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JAN 08 2003  
DIV. OF OIL, GAS & MINING

# Delaware

PAGE 1

*The First State*

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

"CONOCO INC.", A DELAWARE CORPORATION,

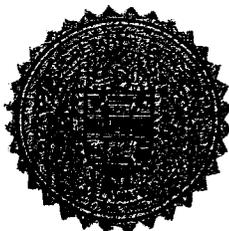
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

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

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JAN 08 2003

DIV. OF OIL, GAS & MINING



0064324 8100M

030002793

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

**CERTIFICATE OF MERGER**

of

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

with and into

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

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

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

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

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

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

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

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

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DIV. OF OIL, GAS & MINING

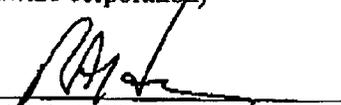
**Sixth:** A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

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

Dated: December 12, 2002

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

WJ

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

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JAN 08 2003  
DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF COMMERCE  
REGISTRATION

CONOCOPHILLIPS COMPANY

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

Corporation - Foreign - Profit  
562960-0143

EFFECTIVE  
06/14/1946

EXPIRATION  
\*RENEWAL

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

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

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

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



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)  
562960-0143 Corporation - Foreign - Profit

\*RENEWAL

You will need to renew your registration each anniversary date of the effective date.  
Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.

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

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

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

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

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

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

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

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twprd	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	Twpr	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	Twpr	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

006

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <u>Classification</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: Private
2. NAME OF OPERATOR: ConocoPhillips Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: P.O. Box 851 CITY Price STATE UT ZIP 84501		7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X
PHONE NUMBER: (435) 613-9777		8. WELL NAME and NUMBER: Price 32-438
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1847' FSL 1507' FEL		9. API NUMBER: 4300730888
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 14S 10E		10. FIELD AND POOL, OR WILDCAT: Drunkards Wash
COUNTY: Carbon County		STATE: UTAH

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

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

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

Please be advised that ConocoPhillips Company is requesting a one year extension on the permit expiration date for the Price 32-438 well location. This well is located more than 460' from the boundary of the Drunkards Wash Federal Unit and from the boundary of any uncommitted tract within the unit and will not require administrative approval in accordance with Utah Administrative Code Rule R649-3-3.

Approved by the  
Utah Division of  
Oil, Gas and Mining  
Date: 01-22-04  
By: [Signature]

ORIGINAL

COPY SENT TO OPERATOR  
Date: 1-23-04  
Initials: CHP

CONFIDENTIAL

NAME (PLEASE PRINT) <u>Jean Semborski</u>	TITLE <u>Permitting Supervisor</u>
SIGNATURE <u>[Signature]</u>	DATE <u>12/22/2003</u>

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JAN 16 2004  
DIV. OF OIL, GAS & MINING

CONFIDENTIAL

**Application for Permit to Drill  
Request for Permit Extension  
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

**API:** 43-007-30888  
**Well Name:** Price 32-438  
**Location:** NW/4SE/4 Section 32, T14S, R10E  
**Company Permit Issued to:** ConocoPhillips Company  
**Date Original Permit Issued:** 12/11/2002

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes  No

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes  No

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes  No

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes  No

Has the approved source of water for drilling changed? Yes  No

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes  No

Is bonding still in place, which covers this proposed well? Yes  No

*[Signature]*  
Signature

12/22/2003  
Date

ORIGINAL

Title: Permitting Supervisor

Representing: ConocoPhillips Company

CONFIDENTIAL

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JAN 16 2004

DIV. OF OIL, GAS & MINERALS

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

ENTITY ACTION FORM

Operator: ConocoPhillips Company  
Address: P.O. Box 851  
city Price  
state UT zip 84501

Operator Account Number: N 2335

Phone Number: (435) 613-9777

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730888	Price 32-438		NWSE	32	T14	R10	Carbon
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	14184	5/23/2004		6/3/04		
<b>Comments:</b> New single well spud inside the unit but outside of the PA. FRSD							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730935	Utah 32-617		NWNW	32	T15	R09	Carbon
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	14185	5/18/2004		6/3/04		
<b>Comments:</b> New single well spud inside the unit but outside of the PA. FRSD							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730936	Utah 05-224		NESW	5	T15	R09	Carbon
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
B	99999	11256	5/20/2004		6/3/04		
<b>Comments:</b> New single well spud inside the unit and inside of the PA. FRSD							

ACTION CODES:

- 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)

JUN 02 2004

Frankie Hathaway

Name (Please Print)

*Frankie Hathaway*

Signature

Sr. Planning & Compliance Ass 5/27/2004

Title

Date

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

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Private
2. NAME OF OPERATOR: ConocoPhillips Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA
3. ADDRESS OF OPERATOR: P.O. Box 851 CITY Price STATE UT ZIP 84501		7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1847' FSL, 1507' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 T14 R10 S		8. WELL NAME and NUMBER: Price 32-438
PHONE NUMBER: (435) 613-9777		9. API NUMBER: 4300730888
		10. FIELD AND POOL, OR WILDCAT: Drunkards Wash

COUNTY: Carbon

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____  <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Spud Notice
	<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.  
Please be advised that the Price 32-438 well was spud on 5/23/04, Pense Bros. Rig #9, Dry Drill.

NAME (PLEASE PRINT) Frankie Hathaway	TITLE Sr. Planning, Compliance & HSE Assistant
SIGNATURE <i>Frankie Hathaway</i>	DATE 5/27/2004

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JUN 02 2004

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

009

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Private
2. NAME OF OPERATOR: ConocoPhillips Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA
3. ADDRESS OF OPERATOR: P.O. Box 851 CITY Price STATE UT ZIP 84501		7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X
PHONE NUMBER: (435) 613-9777		8. WELL NAME and NUMBER: Price 32-438
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1847' FSL, 1507' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 T14 R10 S		9. API NUMBER: 4300730888
COUNTY: Carbon		10. FIELD AND POOL, OR WILDCAT: Drunkards Wash
STATE: UTAH		

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

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

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

See Attached

ORIGINAL

CONFIDENTIAL

NAME (PLEASE PRINT) <u>Frankie Hathaway</u>	TITLE <u>Sr. Planning, Compliance &amp; HSE Assistant</u>
SIGNATURE <u><i>Frankie Hathaway</i></u>	DATE <u>6/10/2004</u>

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DIV. OF OIL, GAS & MINING



**CONOCOPHILLIPS CO  
Daily Drilling Report**

WELL NAME PRICE 32-438		JOB NUMBER 1	EVENT CODE DRL	24 HRS PROG	TMD	TVD	DFS	REPT NO. 1	DATE 5/24/2004
SUPERVISOR LLOYD SHIRLEY		RIG NAME & NO.		FIELD NAME / OCS NO. DRUNKARDS WASH		AUTH MD 1,745.0	DAILY TANG 0.00	CUM. TANG 0.00	
CURRENT STATUS POOH, TO RUN SURFACE CASING				ACCIDENTS LAST 24 HRS.? NONE RPTD	DAILY INT W/O MUD 0.00		CUM INTANG W/ MUD 0.00		
24 HR FORECAST RUN SURFACE PIPE, CEMENT SURFACE PIPE, TEST BOP, N/				DATE OF LAST SAFETY MEETING 5/23/2004	DAILY TOTAL 24,084		CUM COST W/ MUD 24,084		
LITHOLOGY		JAR HRS OF SERVICE	BHA HRS SINCE INSP	LEAKOFF	AFE WAR.UIN.S217	AUTH. 568,205			
LAST SURVEY: DATE	TMD	INC	AZIM	LAST CASING (in) @ (ft)	NEXT CASING (in) @ (ft)	LAST BOP PRES TEST			

**OPERATIONS SUMMARY**

FROM	TO	HOURS	CODE	TROUBLE	SUB	PHASE	DESCRIPTION
06:00	15:00	9.00	MOVE P		WOCT	MIRU	SET FRAC TANK, WAIT ON DRILL RIG
15:00	16:30	1.50	MOVE P		RURD	MIRU	MOVE DRILL RIG ON LOCATION, SAFETY MEETING, RIG UP, PREP TO SPUD,
16:30	17:30	1.00	DRILL P		DRLG	COND1	SPUD WELL @ 1630HRS 5/23/04, DRILL & SET 22FT OF 12 3/4IN CONDUCTOR,
17:30	19:00	1.50	DRILL P		DRLG	SURFAC	N/UP, DRILL 263FT OF 11IN HOLE, PULL HAMMER UP INTO CONDUCTOR & SDFN
19:00	06:00	11.00	DRILL P		WODL	SURFAC	SHUT DOWN DUE TO DAYLIGHT RESTRICTIONS

**24 HR SUMMARY:** SAFETY MTG, RIG UP, SPUD, SET 22FT OF CONDUCTOR, DRILL 263FT OF 11IN HOLE

**BITS**

BIT / RUN	SIZE	MANUF.	TYPE	SERIAL NO.	JETS OR TFA	DEPTH IN	DATE IN	I-O-D-L-B-G-O-R
1 /	1	15.000	INGERSOL	HAMMER		0.0	5/24/2004	0-0-----
2 /	1	11.000	INGERSOL	HAMMER		22.0	5/24/2004	0-0-----

**BIT OPERATIONS**

BIT / RUN	WOB	RPM	GPM	PRESS	P BIT	HRS	24Hr DIST	24Hr ROP	CUM HRS	CUM DEPTH	CUM ROP
1 /	1	/	/				22.0			22.0	

**PERSONNEL DATA**

COMPANY	SERVICE	NO.	HOURS	COMPANY	SERVICE	NO.	HOURS
CONOCOPHILLIPS CO	PENSE CREW	9	45.00		WATER HAULERS	2	10.00
	SUPERVISOR	1	8.00		TRUCK DRIVERS	5	20.00

**REQUIREMENTS**

NO INCIDENTS REPORTED  
1 JSA

**COMMENTS**

NO INCIDENTS,  
1JSA

CONOCOPHILLIPS CO

**Final Pipe Tally Report**

Legal Well Name: PRICE 32-438      Spud Date:  
 Common Well Name: PRICE 32-438      Report #: 2      Report Date: 5/24/2004  
 Event Name: DRILLING      Start: 5/17/2004      End:

Date Run: 5/24/2004      Proposed Setting TMD: 253.0 (ft)  
 Buoyancy Factor:      Block Weight: (lb)

**Pipe Data Section**

Joints	Size (in)	Manufacturer	Weight (lb/ft)	Threads	Grade	Range	Thrd. Correction (ft)	Displacement (bbl/ft)
1 - 8	8.625	NEWPORT	24.00	ST&C	J-55	2		
0 - 0	1.000	HALLIBURTON	24.00	ST&C	J-55			

**Pipe Information**

Run #	Jnt #	Description	Jnt Length (ft)	Cum Lgth. (ft)	Ct	Run #	Jnt #	Description	Jnt Length (ft)	Cum Lgth. (ft)	Ct
1		GUIDE SHOE	1.18	1.18		6	5	CASING JOINT(S)	32.05	160.13	
2	1	CASING JOINT(S)	32.10	33.28		7	6	CASING JOINT(S)	31.60	191.73	
3	2	CASING JOINT(S)	32.15	65.43		8	7	CASING JOINT(S)	32.15	223.88	
4	3	CASING JOINT(S)	31.85	97.28		9	8	CASING JOINT(S)	29.50	253.38	
5	4	CASING JOINT(S)	30.80	128.08							

### Drillers Running Tally Report

Legal Well Name: PRICE 32-438      Spud Date:  
 Common Well Name: PRICE 32-438      Report #: 2      Report Date: 5/24/2004  
 Event Name: DRILLING      Start: 5/17/2004      End:

Date Run: 5/24/2004      Proposed Setting TMD: 253.0 (ft)  
 Buoyancy Factor:      Block Weight: (lb)

#### Pipe Data Section

Joints	Size (in)	Manufacturer	Weight (lb/ft)	Threads	Grade	Range	Thrd. Correction (ft)	Displacement (bbl/ft)
1 - 8	8.625	NEWPORT	24.00	ST&C	J-55	2		
0 - 0	1.000	HALLIBURTON	24.00	ST&C	J-55			

#### Pipe Information

Run #	Jnt #	Description	Jnt Length (ft)	Cum. Lgth. (ft)	Set TMD (ft)	Ct	Pipe Disp. (bbl)	Comments
1		GUIDE SHOE	1.18	1.18	253.00		0.00	
2	1	CASING JOINT(S)	32.10	33.28	251.82		0.00	
3	2	CASING JOINT(S)	32.15	65.43	219.72		0.00	
4	3	CASING JOINT(S)	31.85	97.28	187.57		0.00	
5	4	CASING JOINT(S)	30.80	128.08	155.72		0.00	
6	5	CASING JOINT(S)	32.05	160.13	124.92		0.00	
7	6	CASING JOINT(S)	31.60	191.73	92.87		0.00	
8	7	CASING JOINT(S)	32.15	223.88	61.27		0.00	
9	8	CASING JOINT(S)	29.50	253.38	29.12		0.00	



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### Offload Pipe Tally Report

Legal Well Name: PRICE 32-438      Spud Date:  
Common Well Name: PRICE 32-438      Report #: 1      Report Date: 5/24/2004  
Event Name: DRILLING      Start: 5/17/2004      End:

#### Pipe Data Section

Joints	Size (in)	Manufacturer	Weight (lb/ft)	Threads	Grade	Range	Thrd. Correction (ft)	Displacement (bbl/ft)
-	8.625	NEWPORT	24.00	ST&C	J-55	2		
-	1.000	HALLIBURTON	24.00	ST&C	J-55			

### Cementing Report

Legal Well Name: PRICE 32-438      Spud Date:  
 Common Well Name: PRICE 32-438      Report #: 1      Report Date: 5/24/2004  
 Event Name: DRILLING      Start: 5/17/2004      End:

**Cement Job Type: Primary**

Primary	Squeeze Open Hole	Squeeze Casing	Plug
Hole Size: 11.000 (in) TMD Set: 253.38 (ft) Date Set: 5/24/2004 Csg Type: SURFACE CASING Csg Size: 8.625 (in) Cmtd. Csg: OPEN HOLE	Hole Size: SQ TMD: (ft) SQ Date: SQ Type: Cmtd. Csg:	Hole Size: TMD Set: Date Set: Csg Type: SQ TMD: SQ Date: Cmtd. Csg:	Hole Size: Top Set: (ft) BTM set: (ft) Plug Date: Plug Type: Drilled Out: Cmtd. Csg:

Cement Co: HALLIBURTON      Cementer: ZAC      Pipe Movement: NO MOVEMENT

**Pipe Movement**

Rot Time Start: 09:30    Time End: :    RPM:    Init Torque: (ft-lbf)    Avg Torque: (ft-lbf)    Max Torque: (ft-lbf)  
 Rec Time Start: :    Time End: :    SPM:    Stroke Length: (ft)    Drag Up: (lb)    Drag Down: (lb)

**Stage No: 1 of 1**

Type: BOTTOM (FROM SHOE) Volume Excess %: 100.00 Meas. From: GL Time Circ Prior To Cementing: Mud Circ Rate: (gpm) Mud Circ Press: (psi)	Start Mix Cmt: : Start Slurry Displ: : Start Displ: : End Pumping: : End Pump Date: Top Plug: Bottom Plug:	Disp Avg Rate: (bbl/min) Disp Max Rate: (bbl/min) Bump Plug: Press Prior: (psi) Press Bumped: (psi) Press Held: (min) Float Held:	Returns: Total Mud Lost: (bbl) Cmt Vol to Surf: (bbl) Ann Flow After: Mixing Method: Density Meas By:
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**Mud Data**

Type: Density: (ppg) Visc: (s/qt)      PV/YP: (cp)/ (lb/100ft<sup>2</sup>) Gels 10 sec: (lb/100ft<sup>2</sup>) Gels 10 min: (lb/100ft<sup>2</sup>)  
 Bottom Hole Circulating Temperature: (°F)      Bottom Hole Static Temperature: (°F)  
 Displacement Fluid Type:      Density: (ppg)      Volume: (bbl)

CONOCOPHILLIPS CO

Cementing Report

Legal Well Name: PRICE 32-438	Report #: 1	Spud Date:
Common Well Name: PRICE 32-438	Start: 5/17/2004	Report Date: 5/24/2004
Event Name: DRILLING		End:

Casing Test	Shoe Test	Liner Top Test
Test Press: (psi) For: (min) Cement Found between Shoe and Collar:	Pressure: (ppge) Tool: Open Hole: (ft) Hrs Before Test:	Liner Lap: Pos Test: (ppge)      Tool: Neg Test: (ppge)      Tool: Hrs Before Test: Cement Found on Tool:

Log/Survey Evaluation	Interpretation Summary
CBL Run: Under Pressure: (psi) Bond Quality: Cet Run: Bond Quality: Temp Survey: Hrs Prior to Log:	Cement Top: (ft) How Determined: TOC Sufficient: Job Rating: If Unsuccessful Detection Indicator: Remedial Cementing Required: Number of Remedial Squeezes:

## CONOCOPHILLIPS CO

Page 1 of 1

**Casing Report**

Legal Well Name: PRICE 32-438  
 Common Well Name: PRICE 32-438  
 Event Name: DRILLING

Report #: 1  
 Start: 5/17/2004

Spud Date:  
 Report Date: 5/24/2004  
 End:

**General Information**

String Type: SURFACE CASING	Permanent Datum: GROUND LEVEL	Hole Size:	Hole TMD: 263.0 (ft)
Hole TVD: 263.0 (ft)	KB-Datum: 5,596.00 (ft)	Water TMD: (ft)	Str Wt on Slips: (lb)
Ground Level: 5,596.00 (ft)	CF Elevation: (ft)	Liner Overlap: (ft)	Max Hole Angle: (°)
Circ Hours: (hr)	Mud Lost: (bbl)	KB to Cutoff: (ft)	Days From Spud: (days)

**Casing Flange / Wellhead**

Manufacturer: CAMERON  
 Hanger Model:

Model:  
 Packoff Model:

Top Hub/Flange: (in) / (psi)  
 BTM Hub/Flange: (in) / (psi)

Actual TMD Set:



**CONOCOPHILLIPS CO**

**Daily Drilling Report**

WELL NAME PRICE 32-438		JOB NUMBER 1	EVENT CODE DRL	24 HRS PROG	TMD	TVD	DFS 1.00	REPT NO. 2	DATE 5/25/2004
SUPERVISOR LLOYD SHIRLEY	RIG NAME & NO.	FIELD NAME / OCS NO. DRUNKARDS WASH		AUTH MD 1,745.0	DAILY TANG 0.00		CUM. TANG 0.00		
CURRENT STATUS DRILLING 7 7/8IN HOLE @ 760FT			ACCIDENTS LAST 24 HRS.? NONE RPTD		DAILY INT W/O MUD 0.00		CUM INTANG W/ MUD 0.00		
24 HR FORECAST TD WELL, LOG, MOVE DRILL RIG			DATE OF LAST SAFETY MEETING 5/24/2004		DAILY TOTAL 14,651		CUM COST W/ MUD 38,735		
LITHOLOGY		JAR HRS OF SERVICE	BHA HRS SINCE INSP	LEAKOFF	AFE WAR.UIN.S217	AUTH. 568,205			
LAST SURVEY: DATE	TMD	INC	AZIM	LAST CASING 8.625 (in) @ 253.0 (ft)		NEXT CASING 5.500 (in) @ (ft)		LAST BOP PRES TEST 5/24/2004	

**OPERATIONS SUMMARY**

FROM	TO	HOURS	CODE	TROUBLE	SUB	PHASE	DESCRIPTION
06:00	07:30	1.50	CASING P		RNCS	SURFAC	SAFETY MTG, DISCUSS RUNNING CSG, RUNBACK TO BOTTOM, POOH W/ 11IN HAMMER, RIH 8 5/8IN GUIDE SHOE + 8 JTS OF 8 5/8IN 24# J-55 CSG, LAND @ 253.38FT,
07:30	08:40	1.17	CEMENT P		CIRC	SURFAC	SAFETY MTG W/ CEMENTERS, R/UP CEMENTERS, TEST LINESTO 200PSI, PUMP 20BBLs OF 2% KCL AHEAD, MIX & PUMP 120SKS OF CEMENT, DISPLACE W/ 14 BBLs OF 2% KCL,(2BBLs UNDER CSG VOLUME), CLOSE VALVE @ 0840HRS 5/24/04, 12BBLs GOOD CEMENT TO SURFACE,
08:40	13:30	4.83	CEMENT P		WOC	SURFAC	WOC, CLEAN UP BOP
13:30	16:30	3.00	TREBOP		NUND	INTRM1	BREAK LOOSE, N/UP BOP & MANIFOLD
16:30	17:30	1.00	TREBOP P		PRTS	INTRM1	TEST BLIND RAMS, PIPE RAMS, KILLLINE, CHOKE LINE & MANIFOLD 250PSI LOW, 2000PSI HIGH 10 MINUTES, TEST CASING 400PSI FOR 30 MINUTES,
17:30	20:00	2.50	DRILL P		DRLG	INTRM1	RIH, TAG CEMENT @ 200FT, DRILL 7 7/8IN HOLE TO 760FT
20:00	20:30	0.50	DRILL P		DRLG	INTRM1	POOH 400FT, SDFN
20:30	06:00	9.50	DRILL P		WODL	INTRM1	WAIT ON DAYLIGHT DUE TO RESTRICTIONS

**24 HR SUMMARY:** SAFETY MTG, RIG UP, SPUD, SET 22FT OF CONDUCTOR, DRILL 263FT OF 11IN HOLE

**BITS**

BIT / RUN	SIZE	MANUF.	TYPE	SERIAL NO.	JETS OR TFA	DEPTH IN	DATE IN	I-O-D-L-B-G-O-R
3 /	11.000	INGERSOL	HAMMER			263.0	5/25/2004	0-0-----
4 /	7.875	INGERSOL	HAMMER			263.0	5/25/2004	0-0-----

**BIT OPERATIONS**

BIT / RUN	WOB	RPM	GPM	PRESS	P BIT	HRS	24Hr DIST	24Hr ROP	CUM HRS	CUM DEPTH	CUM ROP
3 /	/	/									

**PERSONNEL DATA**

COMPANY	SERVICE	NO.	HOURS	COMPANY	SERVICE	NO.	HOURS
CONOCOPHILLIPS CO	SUPERVISOR	1	14.00	HALLIBURTON	CEMENT CREW	4	8.00
	RIG CREW	5	75.00		BOP TESTER	1	2.00

**REQUIREMENTS**

NO INCIDENTS REPORTED  
1 JSA

**CONOCOPHILLIPS CO**  
**Daily Drilling Report**

WELL NAME	JOB NUMBER	EVENT CODE	24 HRS PROG	TMD	TVD	DFS	REPT NO.	DATE
PRICE 32-438	1	DRL				1.00	2	5/25/2004

**COMMENTS**

NO INCIDENTS,  
2 JSA'S



## CONOCOPHILLIPS CO Daily Drilling Report

WELL NAME PRICE 32-438		JOB NUMBER 1	EVENT CODE DRL	24 HRS PROG 1,675.0	TMD 1,675.0	TVD 1,675.0	DFS 2.00	REPT NO. 3	DATE 5/26/2004
SUPERVISOR LLOYD SHIRLEY		RIG NAME & NO. PENSE BRS. DRILLING 9		FIELD NAME / OCS NO. DRUNKARDS WASH		AUTH MD 1,745.0	DAILY TANG 0.00	CUM. TANG 0.00	
CURRENT STATUS MOVE WORKOVER ON LOCATION				ACCIDENTS LAST 24 HRS.? NONE RPTD		DAILY INT W/O MUD 0.00		CUM INTANG W/ MUD 0.00	
24 HR FORECAST RUN CSG AND CEMENT				DATE OF LAST SAFETY MEETING 5/25/2004		DAILY TOTAL 23,235		CUM COST W/ MUD 61,970	
LITHOLOGY		JAR HRS OF SERVICE	BHA HRS SINCE INSP	LEAKOFF	AFE WAR.UIN.S217	AUTH. 568,205			
LAST SURVEY: DATE	TMD	INC	AZIM	LAST CASING 8.625 (in) @ 253.0 (ft)		NEXT CASING 5.500 (in) @ (ft)		LAST BOP PRES TEST 5/24/2004	

### OPERATIONS SUMMARY

FROM	TO	HOURS	CODE	TROUBLE	SUB	PHASE	DESCRIPTION
06:00	06:30	0.50	DRILL P		SFTY	INTRM1	SAFETY MEETING, (DISCUSS USING TAG LINES & NOT PICKING UP DRILL PIPE UNTIL MAKING CONNECTION,
06:30	07:00	0.50	DRILL P		TRIP	INTRM1	RIH TO 760FT, START DRILLING 7 7/8IN HOLE
07:00	12:00	5.00	DRILL P		DRLG	INTRM1	DRILL 760FT-1400FT
12:00	14:00	2.00	DRILL P		DRLG	INTRM1	DRILL 1400-1525FT HIT HARD KNOT @ 1405FT NOT DRILLING GOOD
14:00	16:00	2.00	DRILL P		DRLG	INTRM1	DRILL 1525-1645FT STILL DRILLING SLOW
16:00	16:30	0.50	DRILL P		DRLG	INTRM1	DRILL 1645-1675FT TD @ 1630HRS 5/25/04,
16:30	17:00	0.50	DRILL P		DRLG	INTRM1	CLEAN HOLE,
17:00	18:00	1.00	DRILL P		TRIP	INTRM1	TRIP OUT OF HOLE
18:00	18:30	0.50	EVALFM P		SFTY	INTRM1	SAFETY MTG W/ LOGGERS, DISCUSS RIGGING UP, AND RIG CREW STAY OUT OF AREA,
18:30	20:30	2.00	EVALFM P		ELOG	INTRM1	LOGG WELL,(NEUTRON, DENSITY, GAMMA RAY, WITH CALIPER), RIH, TAG BOTTOM @ 1671FT, LOG UP TO TOP OF FERRON, RUN BACK TO BOTTOM, PULL HIGH RESOLUTION TO TOP OF FERRON, LOG UP TO SURFACE PIPE, POOH, RIG DOWN LOGGERS RELEASE RIG @ 1030HRS 5/25/04

**24 HR SUMMARY:** NO INCIDENTS, DRILLED TO 1675FT, POOH LOG WELL, RELEASE RIG @ 1030HRS, 5/25/04

### BITS

BIT / RUN	SIZE	MANUF.	TYPE	SERIAL NO.	JETS OR TFA	DEPTH IN	DATE IN	I-O-D-L-B-G-O-R
4 /	7.875	INGERSOL	HAMMER			263.0	5/25/2004	0-0-----

### BIT OPERATIONS

BIT / RUN	WOB	RPM	GPM	PRESS	P BIT	HRS	24Hr DIST	24Hr ROP	CUM HRS	CUM DEPTH	CUM ROP

### PERSONNEL DATA

COMPANY	SERVICE	NO.	HOURS	COMPANY	SERVICE	NO.	HOURS
CONOCOPHILLIPS CO	SUPERVISOR	1	14.00		LOGGERS	2	10.00
	RIG CREW	5	75.00		RIG MOVERS	5	25.00
	WATER HAULERS	2	6.00		CASING HAULERS	2	3.00

### REQUIREMENTS

NO INCIDENTS REPORTED  
1 JSA

### COMMENTS

NO INCIDENTS,  
2 JSA'S  
1 STOP CARD

CONOCOPHILLIPS CO

**Cementing Report**

Legal Well Name: PRICE 32-438	Report #: 2	Spud Date:
Common Well Name: PRICE 32-438	Start: 5/17/2004	Report Date: 5/26/2004
Event Name: DRILLING		End:

**Cement Job Type: Primary**

Primary	Squeeze Open Hole	Squeeze Casing	Plug
Hole Size: 7.875 (in)	Hole Size:	Hole Size:	Hole Size:
TMD Set: 1,645.00 (ft)	SQ TMD: (ft)	TMD Set:	Top Set: (ft)
Date Set: 5/26/2004	SQ Date:	Date Set:	BTM set: (ft)
Csg Type: PRODUCTION CASIN	SQ Type:	Csg Type:	Plug Date:
Csg Size: 5.500 (in)		SQ TMD:	Plug Type:
		SQ Date:	Drilled Out:
Cmtd. Csg: OPEN HOLE	Cmtd. Csg:	Cmtd. Csg:	Cmtd. Csg:

Cement Co: HALLIBURTON	Cementer:	Pipe Movement: NO MOVEMENT
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**Pipe Movement**

Rot Time Start: :	Time End: :	RPM:	Init Torque: (ft-lbf)	Avg Torque: (ft-lbf)	Max Torque: (ft-lbf)
Rec Time Start: :	Time End: :	SPM:	Stroke Length: (ft)	Drag Up: (lb)	Drag Down: (lb)

**Stage No: 1 of 1**

Type: CEMENT STAGE 1	Start Mix Cmt: 12:10	Disp Avg Rate: 6.00 (bbl/min)	Returns: 8 BBLs TO PIT
Volume Excess %: 30.00	Start Slurry Displ: 12:00	Disp Max Rate: 7.00 (bbl/min)	Total Mud Lost: (bbl)
Meas. From: GL	Start Displ: 12:35	Bump Plug:	Cmt Vol to Surf: (bbl)
Time Circ Prior	End Pumping: 12:45	Press Prior: (psi)	
To Cementing:	End Pump Date: 5/26/2004	Press Bumped: (psi)	Ann Flow After:
Mud Circ Rate: (gpm)	Top Plug:	Press Held: (min)	Mixing Method:
Mud Circ Press: (psi)	Bottom Plug:	Float Held:	Density Meas By: DENSOMETER

**Mud Data**

Type: Density: (ppg) Visc: (s/qt)	PV/YP: (cp) / (lb/100ft <sup>2</sup> ) Gels 10 sec: (lb/100ft <sup>2</sup> ) Gels 10 min: (lb/100ft <sup>2</sup> )	
Bottom Hole Circulating Temperature: (°F)	Bottom Hole Static Temperature: (°F)	
Displacement Fluid Type:	Density: (ppg)	Volume: (bbl)

CONOCOPHILLIPS CO

Cementing Report

Legal Well Name: PRICE 32-438	Report #: 2	Spud Date:
Common Well Name: PRICE 32-438	Start: 5/17/2004	Report Date: 5/26/2004
Event Name: DRILLING		End:

Casing Test

Shoe Test

Liner Top Test

Test Press: (psi)	Pressure: (ppge)	Liner Lap:	
For: (min)	Tool:	Pos Test: (ppge)	Tool:
Cement Found between	Open Hole: (ft)	Neg Test: (ppge)	Tool:
Shoe and Collar:	Hrs Before Test:	Hrs Before Test:	
		Cement Found on Tool:	

Log/Survey Evaluation

Interpretation Summary

CBL Run:	Cement Top: (ft)
Under Pressure: (psi)	How Determined:
Bond Quality:	TOC Sufficient:
Cet Run:	Job Rating:
Bond Quality:	If Unsuccessful Detection Indicator:
Temp Survey:	Remedial Cementing Required:
Hrs Prior to Log:	Number of Remedial Squeezes:

CONFIDENTIAL

CONOCOPHILLIPS CO

**Casing Report**

Legal Well Name: PRICE 32-438  
Common Well Name: PRICE 32-438  
Event Name: DRILLING

Report #: 2  
Start: 5/17/2004

Spud Date:  
Report Date: 5/26/2004  
End:

**General Information**

String Type: PRODUCTION CASING #1	Permanent Datum: GROUND LEVEL	Hole Size:	Hole TMD: 1,675.0 (ft)
Hole TVD: 1,675.0 (ft)	KB-Datum: 5,596.00 (ft)	Water TMD: (ft)	Str Wt on Slips: (lb)
Ground Level: 5,596.00 (ft)	CF Elevation: (ft)	Liner Overlap: (ft)	Max Hole Angle: (°)
Circ Hours: (hr)	Mud Lost: (bbl)	KB to Cutoff: (ft)	Days From Spud: 2.00 (days)

**Casing Flange / Wellhead**

Manufacturer:	Model:	Top Hub/Flange: (in) / (psi)
Hanger Model:	Packoff Model:	BTM Hub/Flange: (in) / (psi)

Actual TMD Set:

CONOCOPHILLIPS CO

**Offload Pipe Tally Report**

Legal Well Name: PRICE 32-438      Spud Date:  
 Common Well Name: PRICE 32-438      Report #: 3      Report Date: 5/26/2004  
 Event Name: DRILLING      Start: 5/17/2004      End:

Tallied By:      Total Length: 1,686.40 (ft)  
 Tally Temp: (°F)  
 Threads:

Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	Joint #	Length (ft)		Out
	Joint	Cumulative													
1	41.63	41.63	N	31	43.15	1,300.99	N								
2	43.05	84.68	N	32	42.70	1,343.69	N								
3	43.16	127.84	N	33	43.05	1,386.74	N								
4	43.18	171.02	N	34	43.15	1,429.89	N								
5	42.65	213.67	N	35	42.48	1,472.37	N								
6	43.10	256.77	N	36	43.10	1,515.47	N								
7	43.00	299.77	N	37	42.68	1,558.15	N								
8	43.03	342.80	N	38	42.45	1,600.60	N								
9	43.02	385.82	N	39	43.12	1,643.72	N								
10	43.20	429.02	N	40	42.68	1,686.40	N								

Total: 429.02

Total: 428.56

Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	Joint #	Length (ft)		Out
	Joint	Cumulative													
11	42.95	471.97	N	41		1,686.40	N								
12	42.95	514.92	N												
13	42.64	557.56	N												
14	14.26	571.82	N												
15	43.03	614.85	N												
16	43.08	657.93	N												
17	42.70	700.63	N												
18	42.80	743.43	N												
19	42.56	785.99	N												
20	43.09	829.08	N												

Total: 400.06

Total: 0.00

Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	Joint #	Length (ft)		Out	<b>Tally Summary</b>	
	Joint	Cumulative			Joint	Cumulative			Joint	Cumulative			
21	43.13	872.21	N									Page Total	
22	43.10	915.31	N									1,686.40	
23	43.46	958.77	N									Number Joints In	
24	43.03	1,001.80	N									41	
25	42.59	1,044.39	N									Number Joints Out	
26	43.61	1,088.00	N									0	
27	43.08	1,131.08	N										
28	40.89	1,171.97	N										
29	42.67	1,214.64	N										
30	43.20	1,257.84	N										

Total: 428.76

0

CONFIDENTIAL

CONOCOPHILLIPS CO

Page 2 of 2

### Offload Pipe Tally Report

Legal Well Name: PRICE 32-438  
Common Well Name: PRICE 32-438  
Event Name: DRILLING

Report #: 3  
Start: 5/17/2004

Spud Date:  
Report Date: 5/26/2004  
End:

#### Comments

CONOCOPHILLIPS

CONOCOPHILLIPS CO

Final Pipe Tally Report

Legal Well Name: PRICE 32-438      Spud Date:  
 Common Well Name: PRICE 32-438      Report #: 4      Report Date: 5/26/2004  
 Event Name: DRILLING      Start: 5/17/2004      End:

Date Run: 5/26/2004      Proposed Setting TMD: 1,645.5 (ft)  
 Buoyancy Factor:      Block Weight: (lb)

Pipe Data Section

Joints	Size (in)	Manufacturer	Weight (lb/ft)	Threads	Grade	Range	Thrd. Correction (ft)	Displacement (bbl/ft)
0 - 0	1.000	HALLIBURTON	17.00	LT&C	N-80			
1 - 40	1.000	NEWPORT	17.00	LT&C	N-80	3		
14 - 14	1.000	NEWPORT	17.00	LT&C	N-80			

Pipe Information

Run #	Jnt #	Description	Jnt Length (ft)	Cum Lgth. (ft)	Ct	Run #	Jnt #	Description	Jnt Length (ft)	Cum Lgth. (ft)	Ct
1		FLOAT SHOE		0.00		22	21	CASING JOINT(S)	43.13	872.21	
2	1	CASING JOINT(S)	41.63	41.63		23	22	CASING JOINT(S)	43.10	915.31	
3	2	CASING JOINT(S)	43.05	84.68		24	23	CASING JOINT(S)	43.46	958.77	
4	3	CASING JOINT(S)	43.16	127.84		25	24	CASING JOINT(S)	43.03	1,001.80	
5	4	CASING JOINT(S)	43.18	171.02		26	25	CASING JOINT(S)	42.59	1,044.39	
6	5	CASING JOINT(S)	42.65	213.67		27	26	CASING JOINT(S)	43.61	1,088.00	
7	6	CASING JOINT(S)	43.10	256.77		28	27	CASING JOINT(S)	43.08	1,131.08	
8	7	CASING JOINT(S)	43.00	299.77		29	29	CASING JOINT(S)	42.67	1,173.75	
9	8	CASING JOINT(S)	43.03	342.80		30	30	CASING JOINT(S)	43.20	1,216.95	
10	9	CASING JOINT(S)	43.02	385.82		31	31	CASING JOINT(S)	43.15	1,260.10	
11	10	CASING JOINT(S)	43.20	429.02		32	32	CASING JOINT(S)	42.70	1,302.80	
12	11	CASING JOINT(S)	42.95	471.97		33	33	CASING JOINT(S)	43.05	1,345.85	
13	12	CASING JOINT(S)	42.95	514.92		34	34	CASING JOINT(S)	43.15	1,389.00	
14	13	CASING JOINT(S)	42.64	557.56		35	35	CASING JOINT(S)	42.48	1,431.48	
15	14	MARKER JOINT	14.26	571.82		36	36	CASING JOINT(S)	43.10	1,474.58	
16	15	CASING JOINT(S)	43.03	614.85		37	37	CASING JOINT(S)	42.68	1,517.26	
17	16	CASING JOINT(S)	43.08	657.93		38	38	CASING JOINT(S)	42.45	1,559.71	
18	17	CASING JOINT(S)	42.70	700.63		39	39	CASING JOINT(S)	43.12	1,602.83	
19	18	CASING JOINT(S)	42.80	743.43		40	40	CASING JOINT(S)	42.68	1,645.51	
20	19	CASING JOINT(S)	42.56	785.99		41	41			1,645.51	
21	20	CASING JOINT(S)	43.09	829.08		OUT	28	CASING JOINT(S)	40.89		

### Drillers Running Tally Report

Legal Well Name: PRICE 32-438 Spud Date:  
 Common Well Name: PRICE 32-438 Report #: 4 Report Date: 5/26/2004  
 Event Name: DRILLING Start: 5/17/2004 End:

Date Run: 5/26/2004 Proposed Setting TMD: 1,645.5 (ft)  
 Buoyancy Factor: Block Weight: (lb)

#### Pipe Data Section

Joints	Size (in)	Manufacturer	Weight (lb/ft)	Threads	Grade	Range	Thrd. Correction (ft)	Displacement (bbl/ft)
0 - 0	1.000	HALLIBURTON	17.00	LT&C	N-80			
1 - 40	1.000	NEWPORT	17.00	LT&C	N-80	3		
14 - 14	1.000	NEWPORT	17.00	LT&C	N-80			

#### Pipe Information

Run #	Jnt #	Description	Jnt Length (ft)	Cum. Lgth. (ft)	Set TMD (ft)	Ct	Pipe Disp. (bbl)	Comments
1		FLOAT SHOE		0.00	1,645.50		0.00	
2	1	CASING JOINT(S)	41.63	41.63	1,645.50		0.00	
3	2	CASING JOINT(S)	43.05	84.68	1,603.87		0.00	
4	3	CASING JOINT(S)	43.16	127.84	1,560.82		0.00	
5	4	CASING JOINT(S)	43.18	171.02	1,517.66		0.00	
6	5	CASING JOINT(S)	42.65	213.67	1,474.48		0.00	
7	6	CASING JOINT(S)	43.10	256.77	1,431.83		0.00	
8	7	CASING JOINT(S)	43.00	299.77	1,388.73		0.00	
9	8	CASING JOINT(S)	43.03	342.80	1,345.73		0.00	
10	9	CASING JOINT(S)	43.02	385.82	1,302.70		0.00	
11	10	CASING JOINT(S)	43.20	429.02	1,259.68		0.00	
12	11	CASING JOINT(S)	42.95	471.97	1,216.48		0.00	
13	12	CASING JOINT(S)	42.95	514.92	1,173.53		0.00	
14	13	CASING JOINT(S)	42.64	557.56	1,130.58		0.00	
15	14	MARKER JOINT	14.26	571.82	1,087.94		0.00	
16	15	CASING JOINT(S)	43.03	614.85	1,073.68		0.00	
17	16	CASING JOINT(S)	43.08	657.93	1,030.65		0.00	
18	17	CASING JOINT(S)	42.70	700.63	987.57		0.00	
19	18	CASING JOINT(S)	42.80	743.43	944.87		0.00	
20	19	CASING JOINT(S)	42.56	785.99	902.07		0.00	
21	20	CASING JOINT(S)	43.09	829.08	859.51		0.00	
22	21	CASING JOINT(S)	43.13	872.21	816.42		0.00	
23	22	CASING JOINT(S)	43.10	915.31	773.29		0.00	
24	23	CASING JOINT(S)	43.46	958.77	730.19		0.00	
25	24	CASING JOINT(S)	43.03	1,001.80	686.73		0.00	
26	25	CASING JOINT(S)	42.59	1,044.39	643.70		0.00	
27	26	CASING JOINT(S)	43.61	1,088.00	601.11		0.00	
28	27	CASING JOINT(S)	43.08	1,131.08	557.50		0.00	
29	29	CASING JOINT(S)	42.67	1,173.75	514.42		0.00	
30	30	CASING JOINT(S)	43.20	1,216.95	471.75		0.00	
31	31	CASING JOINT(S)	43.15	1,260.10	428.55		0.00	
32	32	CASING JOINT(S)	42.70	1,302.80	385.40		0.00	
33	33	CASING JOINT(S)	43.05	1,345.85	342.70		0.00	
34	34	CASING JOINT(S)	43.15	1,389.00	299.65		0.00	
35	35	CASING JOINT(S)	42.48	1,431.48	256.50		0.00	

CONOCOPHILLIPS CO

**Drillers Running Tally Report**

Legal Well Name: PRICE 32-438      Spud Date:  
Common Well Name: PRICE 32-438      Report #: 4      Report Date: 5/26/2004  
Event Name: DRILLING      Start: 5/17/2004      End:

**Pipe Information**

Run #	Jnt #	Description	Jnt Length (ft)	Cum. Lgth. (ft)	Set TMD (ft)	Ct	Pipe Disp. (bbl)	Comments
36	36	CASING JOINT(S)	43.10	1,474.58	214.02		0.00	
37	37	CASING JOINT(S)	42.68	1,517.26	170.92		0.00	
38	38	CASING JOINT(S)	42.45	1,559.71	128.24		0.00	
39	39	CASING JOINT(S)	43.12	1,602.83	85.79		0.00	
40	40	CASING JOINT(S)	42.68	1,645.51	42.67		0.00	
41	41			1,645.51	-0.01			
OUT	28	CASING JOINT(S)	40.89					



**CONOCOPHILLIPS CO  
Daily Drilling Report**

WELL NAME PRICE 32-438		JOB NUMBER 1	EVENT CODE DRL	24 HRS PROG	TMD 1,675.0	TVD 1,675.0	DFS 3.00	REPT NO. 4	DATE 5/27/2004
SUPERVISOR LLOYD SHIRLEY		RIG NAME & NO. PENSE BRS. DRILLING 9		FIELD NAME / OCS NO. DRUNKARDS WASH		AUTH MD 1,745.0	DAILY TANG 0.00	CUM. TANG 0.00	
CURRENT STATUS N/DOWN BOP, N/UP WELL HEAD, RIG DOWN & MOVE OFF L				ACCIDENTS LAST 24 HRS.? NONE RPTD		DAILY INT W/O MUD 0.00		CUM INTANG W/ MUD 0.00	
24 HR FORECAST NO ACTIVITY				DATE OF LAST SAFETY MEETING 5/26/2004		DAILY TOTAL 33,342		CUM COST W/ MUD 95,312	
LITHOLOGY		JAR HRS OF SERVICE	BHA HRS SINCE INSP	LEAKOFF	AFE WAR.UIN.S217		AUTH. 568,205		
LAST SURVEY: DATE		TMD	INC	AZIM	LAST CASING 8.625 (in) @ 253.0 (ft)		NEXT CASING 5.500 (in) @ (ft)		LAST BOP PRES TEST 5/24/2004

**OPERATIONS SUMMARY**

FROM	TO	HOURS	CODE	TROUBLE	SUB	PHASE	DESCRIPTION
07:00	08:30	1.50	CASING P		RURD	PROD1	MOVE ON LOCATION, SAFETY MTG, RIG UP, TALLY CSG,
08:30	10:30	2.00	CASING P		RNCS	PROD1	RIH WITH 5.5 IN FLOAT SHOE + 13 JTS OF 5.5IN 17# N-80 CASING + 1 MARKER JOINT + 26JTS OF SAME, LAND @ 1645.51FT,
10:30	11:30	1.00	CEMENT P		WOCT	PROD1	WAIT ON CEMENTERS
11:30	12:00	0.50	CEMENT P		SFTY	PROD1	SAFETY MTG, DISCUSS PRESSURE, BEING WELL IS ONLY 1690FT DEEP, R/UP CEMENTERS,
12:00	12:45	0.75	CEMENT P		CIRC	PROD1	TEST LINES TO 300PSI, PUMP 50 BBLS OF 2% KCL (BREAK CIRCULATION AND GET GOOD RETURNS TO PIT), MIX & PUMP 130 SKS OF 12.5# CEMENT SLURRY,(50/50 POZ, 10% CAL SEAL, 8% GEL, .25#/SK OF FLOCELE),MIX & PUMP 80 SKS OF TAIL CEMENT(PREM AG 300 10% CAL SEAL, 1% CALCIUM CHLORIDE, .25#/SK OF FLOCELE), S/DOWN,WASH PUMP & LINES, DROP PLUG, DISPLACE WITH 38 BBLS OF 2% KCL, BUMP PLUG @ 1245HRS 5/26/04, 8 BBLS GOOD CEMENT TO PIT,
12:45	14:00	1.25	CEMENT P		RURD	PROD1	RIG DOWN CEMENTERS, SECURE WELL, SDFN

**24 HR SUMMARY:** NO INCIDENTS, DRILLED TO 1675FT, POOH LOG WELL, RELEASE RIG @ 1030HRS, 5/25/04

**PERSONNEL DATA**

COMPANY	SERVICE	NO.	HOURS	COMPANY	SERVICE	NO.	HOURS
CONOCOPHILLIPS CO	SUPERVISOR	1	14.00	HALLIBURTON	CEMENTERS	4	16.00
	RIG CREW	5	40.00		WATER HAULER	1	6.00

**REQUIREMENTS**

NO INCIDENTS REPORTED  
1 JSA

**COMMENTS**

NO INCIDENTS,  
2 JSA'S  
1 STOP CARD

CONOCOPHILLIPS CO  
**Cost Estimate Report**

Legal Well Name: PRICE 32-438      Spud Date:  
Common Well Name: PRICE 32-438      Report #: 1      Report Date: 5/17/2004  
Event Name: DRILLING      Start: 5/17/2004      End:

Estimator:      Exch. Rate:  
Department:      AFE #: WAR.UIN.S217      Currency:

Class	Code	Subcode	Description	Cost
<b>TOTAL COST ESTIMATE</b>				

010

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Private
2. NAME OF OPERATOR: ConocoPhillips Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA
3. ADDRESS OF OPERATOR: P.O. Box 851 CITY Price STATE UT ZIP 84501		7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X
PHONE NUMBER: (435) 613-9777		8. WELL NAME and NUMBER: Price 32-438
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1847' FSL, 1507' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 T14 R10 S		9. API NUMBER: 4300730888
COUNTY: Carbon		10. FIELD AND POOL, OR WILDCAT: Drunkards Wash
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Spud Notice
	<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.  
Please be advised that the Price 32-438 well was spud on 5/23/04, Pense Bros. Rig #9, Dry Drill.

COPY

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NAME (PLEASE PRINT) Frankie Hathaway	TITLE Sr. Planning, Compliance & HSE Assistant
SIGNATURE <i>Frankie Hathaway</i>	DATE 5/27/2004

(This space for State use only)

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JUN 29 2004

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL: OIL WELL [ ] GAS WELL [x] OTHER [ ]
2. NAME OF OPERATOR: ConocoPhillips Company
3. ADDRESS OF OPERATOR: P.O. Box 851, Price, UT 84501
4. LOCATION OF WELL: FOOTAGES AT SURFACE: 1847' FSL, 1507' FEL; COUNTY: Carbon; STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER: Private
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA
7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X
8. WELL NAME and NUMBER: Price 32-438
9. API NUMBER: 4300730888
10. FIELD AND POOL, OR WILDCAT: Drunkards Wash

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA
TYPE OF SUBMISSION: [x] SUBSEQUENT REPORT
TYPE OF ACTION: [x] PRODUCTION (START/RESUME)
OTHER: Notice of First Production

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Please be advised that the Price 32-438 well showed first production on 8/10/04.

Gas: 285 mcf
Water: 1057 bbl
Tbg Pressure: 0
Csg Pressure: 0

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NAME (PLEASE PRINT) Frankie Hathaway
TITLE Sr. Planning, Compliance & HSE Assistant
SIGNATURE [Handwritten Signature]
DATE 8/19/2004

(This space for State use only)

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AUG 25 2004

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

AMENDED REPORT [ ] FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL [ ] GAS WELL [x] DRY [ ] OTHER [ ]
b. TYPE OF WORK: NEW WELL [x] HORIZ. LATS. [ ] DEEP-EN [ ] RE-ENTRY [ ] DIFF. RESVR. [ ] OTHER [ ]

2. NAME OF OPERATOR: ConocoPhillips Company

3. ADDRESS OF OPERATOR: P.O. Box 851 CITY Price STATE UT ZIP 84501 PHONE NUMBER: (435) 613-9777

4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1847' FSL, 1507' FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: AT TOTAL DEPTH:

5. LEASE DESIGNATION AND SERIAL NUMBER: Private

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA

7. UNIT or CA AGREEMENT NAME: Drunkards Wash UTU-67921X

8. WELL NAME and NUMBER: Price 32-438

9. API NUMBER: 4300730888

10 FIELD AND POOL, OR WILDCAT: Drunkards Wash

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSE 32 14 10E S

12. COUNTY: Carbon 13. STATE: UTAH

14. DATE SPUNDED: 5/23/2004 15. DATE T.D. REACHED: 5/25/2004 16. DATE COMPLETED: 8/7/2004 ABANDONED [ ] READY TO PRODUCE [x] 17. ELEVATIONS (DF, RKB, RT, GL): 5596GR

18. TOTAL DEPTH: MD 1,675 TVD 19. PLUG BACK T.D.: MD 1,646 TVD 20. IF MULTIPLE COMPLETIONS, HOW MANY? \* 21. DEPTH BRIDGE PLUG SET: MD TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) Dual Induction, Laterolog, SFF, Caliper, Compensated Density & Neutron 23. WAS WELL CORED? NO [x] YES [ ] (Submit analysis) WAS DST RUN? NO [x] YES [ ] (Submit report) DIRECTIONAL SURVEY? NO [x] YES [ ] (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

Table with columns: HOLE SIZE, SIZE/GRADE, WEIGHT (#/ft.), TOP (MD), BOTTOM (MD), STAGE CEMENTER DEPTH, CEMENT TYPE & NO. OF SACKS, SLURRY VOLUME (BBL), CEMENT TOP \*\*, AMOUNT PULLED

25. TUBING RECORD

Table with columns: SIZE, DEPTH SET (MD), PACKER SET (MD)

26. PRODUCING INTERVALS 27. PERFORATION RECORD

Table with columns: FORMATION NAME, TOP (MD), BOTTOM (MD), TOP (TVD), BOTTOM (TVD), INTERVAL (Top/Bot - MD), SIZE, NO. HOLES, PERFORATION STATUS

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

Table with columns: DEPTH INTERVAL, AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS: 30. WELL STATUS:

Electrical/Mechanical Logs, Geological Report, DST Report, Directional Survey, Sundry Notice for Plugging and Cement Verification, Core Analysis, Other: Producing

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**31. INITIAL PRODUCTION**

**INTERVAL A (As shown in item #26)**

DATE FIRST PRODUCED: 8/10/2004		TEST DATE: 8/10/2004		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS. 0	CSG. PRESS. 0	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	INTERVAL STATUS:	

**INTERVAL B (As shown in item #26)**

DATE FIRST PRODUCED: 8/10/2004		TEST DATE: 8/10/2004		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS. 0	CSG. PRESS. 0	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	INTERVAL STATUS:	

**INTERVAL C (As shown in item #26)**

DATE FIRST PRODUCED: 8/10/2004		TEST DATE: 8/10/2004		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS. 0	CSG. PRESS. 0	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	INTERVAL STATUS:	

**INTERVAL D (As shown in item #26)**

DATE FIRST PRODUCED: 8/10/2004		TEST DATE: 8/10/2004		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS. 0	CSG. PRESS. 0	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 0	GAS – MCF: 353	WATER – BBL: 724	INTERVAL STATUS:	

**32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)**

**33. SUMMARY OF POROUS ZONES (Include Aquifers):**

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.

**34. FORMATION (Log) MARKERS:**

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Bluegate Bent.	1,097	1,569	Coal intervals: 1267-1368		1,097
Ferron	1,242				1,242
Tununk	1,487				1,487
Ferron Coals	1,267	1,368			

**35. ADDITIONAL REMARKS (Include plugging procedure)**

1269-1282 0#, 20/40; 51,000#, 12/20; 21,880 gal fluid

**36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.**

NAME (PLEASE PRINT) Jean Semborski

TITLE Planning and Compliance Supervisor

SIGNATURE

*Jean Semborski*

DATE 11/4/2004

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

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

Phone: 801-538-5340  
Fax: 801-359-3940

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

FORM 6

**ENTITY ACTION FORM**

Operator: ConocoPhillips Operator Account Number: N 2335  
 Address: 6825 South 5300 West  
city Price  
state UT zip 84501 Phone Number: (435) 613-9777

**Well 1**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730845	PMC 10-526		SWSE	10	15S	08E	CARBON
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	13634	11256				11/9/05	
<b>Comments:</b> Well was converted to PA on 11/01/2002 <i>FRSD</i> <span style="float: right;">- K</span>							

**Well 2**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730888	PIERCE 32-438		NWSE	32	14S	10E	CARBON
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	14184	11256				11/9/05	
<b>Comments:</b> Well was converted to PA on 07/01/2004. <i>FRSD</i> <span style="float: right;">- K</span>							

**Well 3**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4300730863	SCHMIDT 29-531		NESW	29	14S	10E	CARBON
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	13857	11256				11/9/05	
<b>Comments:</b> Well was converted to PA on 07/01/2003 <i>FRSD</i> <span style="float: right;">- K</span>							

**ACTION CODES:**

- 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)

Lynnette Allred

Name (Please Print)

*L. Allred*  
Signature

Sr. Operations Assistant

11/9/2005

Date

**RECEIVED**  
NOV 14 2005

**RECEIVED**

NOV 09 2005

DIV. OF OIL, GAS & MINING

(5/2000)

*e-mail*



# 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  
3180  
UT-922

December 27, 2004

ConocoPhillips Company  
Attn: Gregory A. Reeves  
WL3-5038  
P.O. Box 2197  
Houston, Texas 77252-2197

RECEIVED

DEC 30 2004

DIV. OF OIL, GAS & MINING

Re: 9th Revision of the  
Consolidated Ferron Formation  
Participating Area "A,C,D"  
Drunkards Wash Unit  
Carbon and Emery Counties, Utah

Gentlemen:

The 9th Revision Consolidated Ferron Formation Participating Area "A,C,D", Drunkards Wash Unit, UTU67921F, is hereby approved effective as of July 1, 2004, pursuant to Section 11 of the Drunkards Wash Unit Agreement, Carbon and Emery Counties, Utah.

The 9th Revision of the Consolidated Ferron Formation Participating Area "A,C,D" results in the addition of 320.00 acres to the participating area for a total of 69,862.87 acres and is based upon the completion of the following wells, as capable of producing unitized substances in paying quantities.

WELL NO.	API NO.	LOCATION	LEASE NO.
Price 32-438	43-007-30888	NWSE, 32-14S-10E	Patented
Utah 32-617	43-007-30935	NWNW, 32-15S-9E	ML-43209

Copies of the approved request are being distributed to the appropriate agencies and one copy is returned herewith. Please advise all interested parties of the approval of the 9th Revision Consolidated Ferron Formation Participating Area "A,C,D", Drunkards Wash Unit and the effective date.

Sincerely,

/s/ Terry Catlin

Terry Catlin  
Acting Chief, Branch of Fluid Minerals

Enclosure