

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

(Other instructions on reverse side)

5. Lease Designation and Serial No.
14-20-H62-2389

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work
DRILL DEEPEN PLUG BACK

b. Type of Well
Oil Well Gas Well Other
Single Zone Multiple Zone

2. Name of Operator
Pennzoil Exploration and Production Company

3. Address of Operator
P.O. Box 290; Neola, Utah 84053

4. Location of Well (Report location clearly and in accordance with any State requirements.*)
At surface 1538' FSL and 1349' FWL (NE SW)
At proposed prod. zone same

14. Distance in miles and direction from nearest town or post office*
6 1/2 miles West and 5 miles North of Duchesne, Utah

15. Distance from proposed* location to nearest property or lease line, ft. 1349'
(Also to nearest drlg. line, if any)
16. No. of acres in lease 640
17. No. of acres assigned to this well 640

18. Distance from proposed location* to nearest well, drilling, completed, or applied for, on this lease, ft. 3134'
19. Proposed depth 11,200' DSTC
20. Rotary or cable tools Rotary

21. Elevations (Show whether DF, RT, GR, etc.)
Ungraded Ground Elevation: 6042'

6. If Indian, Allottee or Tribe Name

7. Unit Agreement Name

8. Farm or Lease Name
Smith

9. Well No.
2-7C5

10. Field and Pool, or Wildcat
Altamont-Wasatch

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 7, T3S, R5W

12. County or Parrish 13. State
Duchesne Utah

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2. approx. date work will start*
Aug. 10, 1991

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
13 1/2"	10 3/4"	40.5#	1500'	1092 cu.ft.
9 7/8"	7"	26#	8450'	3020 cu.ft.
6 1/8"	5"	18#	11,200'	254 cu.ft.

1. Enclosed Attachments:
- a. Certified Location Plat
 - b. Drilling Plan
 - c. BOP Schematic
 - d. Map showing roadway to location
 - e. Schematic of rig layout on location.

RECEIVED
JUL 26 1991

2. Water Permit will be secured prior to spudding well.
3. An AFE has been prepared and copies have been sent to joint interest holders for their approval.

DIVISION OF OIL GAS & MINING

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

24. Signed DR Landford Title Petroleum Engineer Date 7/29/91

(This space for Federal or State office use)

Permit No. 43-013-31307 Approval Date APPROVED BY THE STATE

Approved by _____ Title _____
Conditions of approval, if any:

OF UTAH DIVISION OF OIL, GAS, AND MINING

DATE: 7-31-91
BY: J.P. Matthews

*See Instructions On Reverse Side
WELL SPACING: 139-42

DRILLING PLAN

OPERATOR: PENNZOIL EXPLORATION & PRODUCTION COMPANY
WELL: Smith 2-7C5
WELL LOCATION: 1538' FSL & 1349' FWL
NE 1/4 SW 1/4 SEC. 7, T3S R5W
Duchesne County, Utah

1. ESTIMATED TOPS AND IMPORTANT GEOLOGICAL FORMATIONS:

Top Green River	4296'
Green River Trona	4935'
Mahagony Bench	5811'
TGR 3	7053
CP 70	8454'
TU 2	8664
Wasatch 200	10,244'
Total Depth	11,200'

2. ESTIMATED OIL AND WATER DEPTHS:

Water	NONE ANTICIPATED
TU 2	Oil @ +8664'
Wasatch 200	Oil @ +10,244'

3. HOLE SIZE, CASING, AND CEMENT PROGRAM:

- A. CONDUCTOR HOLE: 0' - 60'
- Drill a 36" hole to 60'.
 - Set 16" conductor pipe.
 - Cement with ready mix concrete at 6 bags per yard.
- B. SURFACE HOLE: 60' - 1500'
- Drill a 13 1/2" hole to 1500'.
 - Set 10 3/4" 40.5# K-55/S-80 STC.
 - Cement to surface with a lead slurry of a low density filler and tail in with 200 sks. Class "G".
- C. INTERMEDIATE HOLE: 1500' - 8450'
- Drill a 9 7/8" hole to 8450'.
 - Set 7" 26# N-80/S-95 LTC.
 - Cement to surface with a DVT at approximately 5800'.
First stage: 50/50 Poz "G" with additives tailored for depth and temp. Second stage: A lead cement from approx. 3800' to surface with a low density filler and tail in with a 50/50 Poz. "G" tailored for depth and temp.

- A. PRODUCTION HOLE: 8450' - 11,200'
 - a. Drill a 6 1/8" hole to 11,200'.
 - b. Hang a 5" 18# N-80 FL4S liner.
 - c. Cement liner with a Class "G" cement tailored for depth and temp.

4. OPERATOR'S PRESSURE CONTROL PLAN:

Figure no. 1 is a schematic of minimum BOP equipment.

The BOP equipment will be nipple up on the surface casing string and pressure tested prior to commence drilling.

- A. All rams and choke manifold will be tested to 5000 psi.
- b. Bag preventor will be tested to 50% of its rated working pressure.
- c. 7" casing strings will be tested to 4000 psi. or 0.2 psi/ft per depth, which every is greater.
- d. Record all BOP test on tour reports.
- e. Retest BOP stack every 28 days.
- f. Fill up line above the bag preventer.
- g. Kill line located below the double BOP rams.

Operational Checks:

- a. Pipe rams will be closed and opened once each 24 hours.
- b. Blind rams will be closed and opened each time the drill string is pulled from the well bore.

5. AUXILIARY WELL CONTROL AND MONITORING EQUIPMENT:

- a. Upper and lower kelly cocks will be utilized.
- b. A full opening drill pipe stabbing valve.
- c. PVT equipment will be used to monitor the mud system when drilling the production hole.

6. PROPOSED DRILLING FLUID PROGRAM:

- A. SURFACE HOLE: 60' - 1500'
 - a. Drill from 60' to 1500' with a 36 viscosity in steel pits. Then continue drilling with fresh water, circulating reserve pit using lime and flocculate to keep fluid clean.
 - b. All severe water flows will be contain with barite and gel.
- B. INTERMEDIATE HOLE: 1500' - 8450'
 - a. Drill out with fresh water circulating reserve pit using lime and flocculate as needed to keep fluid clean. Barite, polymers, and gel will be used as wellbore dictates due to pressure or hole condition.
 - b. Final fluid properties: 9.5 ppg. gelled brine water.

C. PRODUCTION HOLE: 8450'-11,200

- a. Drill out with the existing mud system. Barite, polymers, and gel will be used as wellbore dictates due to pressure and hole condition.
- b. Final fluid properties: 13.0/13.5 ppg. 40/55 vis.
8/10 wl. 20/30 yp.

7. WELL BORE EVALUATION:

- a. CORING: None Anticipated
- b. DRILL STEM TESTING: None Anticipated
- c. LOGS: Production hole Dual Induction Lateral
Gamma Ray
Formation Density
BHC-Sonic Micro-SFL
Four Arm Caliper
- d. COMPLETION: The objective formation is one of the oil zones in the Wasatch Formation. Selected intervals will then be perforated and evaluated for stimulation work.

8. PRESSURE AND TEMPERATURES:

- a. No abnormal pressure or temperature have been noticed or reported in wells drilled in this area.
- b. Estimated bottom hole temperatures : 243 degrees
- c. Estimated bottom hole pressure: 7860 psi

9. ANTICIPATED STARTING DATE:

- a. Construction will probably start within 5 days of permit approval.
- b. The well will probably be spudded within 10 days of well site completion.

10. OTHER INFORMATION:

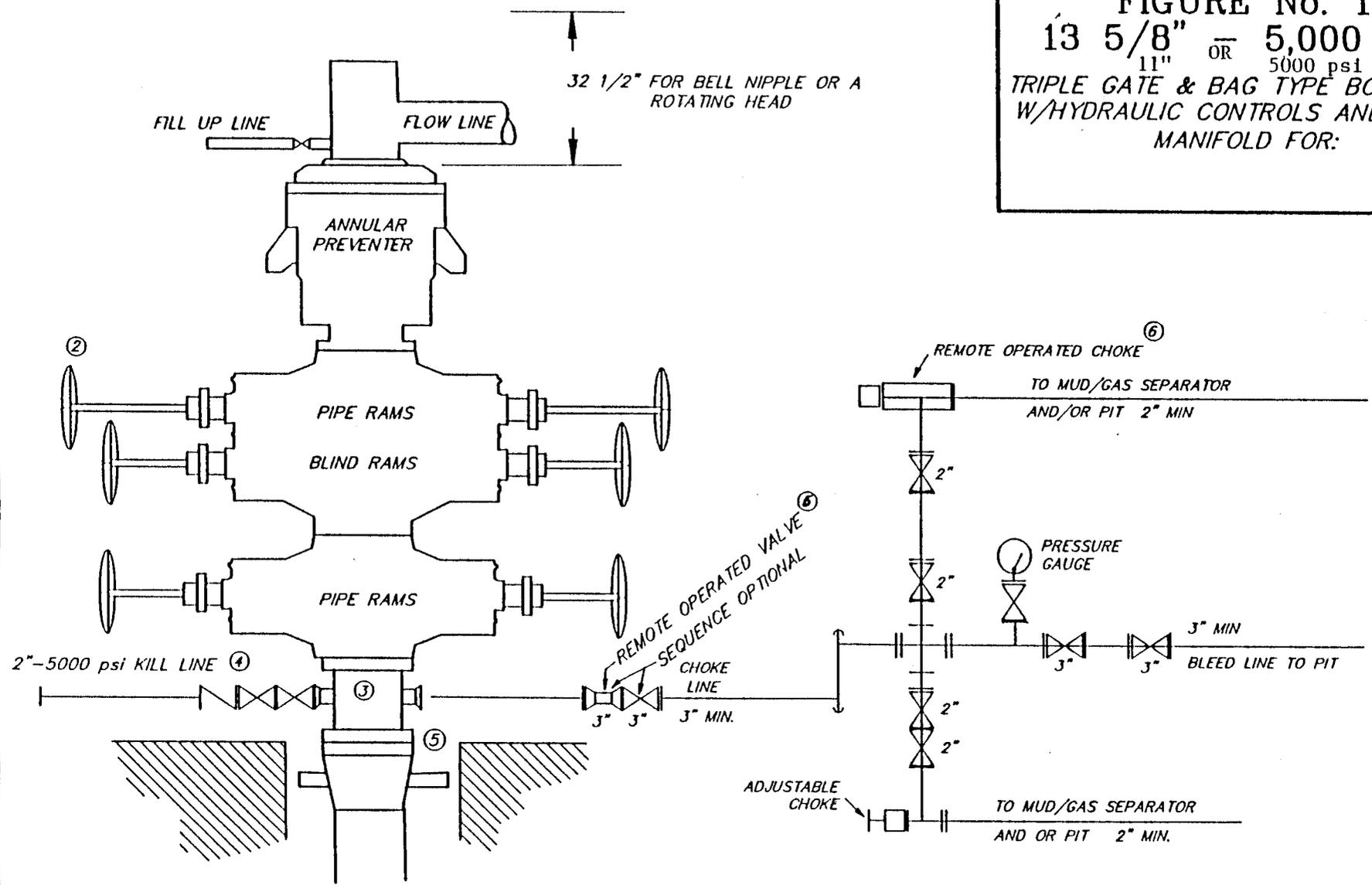
- a. Topography: Sandstone ledge rock
- b. Soil Characteristics: Bentonitic clays, sand, and rocks
- c. Flora: Sage brush, Juniper, pinon pine, and cacti
- d. Fauna: Domestic: Nonele
Wildlife: Deer, rodents, coyotes, small reptiles
- e. Surface Use: None
- f. Surface Owner: Dennis Smith

11. LEASEE'S OR OPERATOR'S REPRESENTATIVE:

George P. SanFilippo, Vice President of Western Operations
Danny L. Laman, Area Drilling Foreman (801) 353-4397

12. This well will be drilled per regulations as set forth by the State of Utah Natural Resource Oil, Gas, & Mining Division.

FIGURE No. 1
 13 5/8" ^{11"} OR 5,000 psi ^{5000 psi} ①
 TRIPLE GATE & BAG TYPE BOP STACK
 W/HYDRAULIC CONTROLS AND CHOKE
 MANIFOLD FOR:



- ① = ALL BOP CONNECTIONS SUBJECTED TO WELL PRESSURE SHALL BE FLANGED, WELDED OR CLAMPED.
- ② = HAND WHEELS FOR EACH SET OF RAMS UNLESS EQUIPPED WITH AUTO LOCK.
- ③ = DRILLING SPOOL UNLESS BOTTOM BOP EQUIPPED WITH SIDE OUTLETS.
- ④ = KILL LINE W/2-2" VALVES & 1-2" CHECK VALVE WITH KILL LINE TO OUTER EDGE OF THE SUB STRUCTURE.
- ⑤ = TOP OF CASING HEAD FLANGE WILL BE AT GROUND LEVEL.
- ⑥ = REMOTE CONTROLS ON RIG FLOOR.

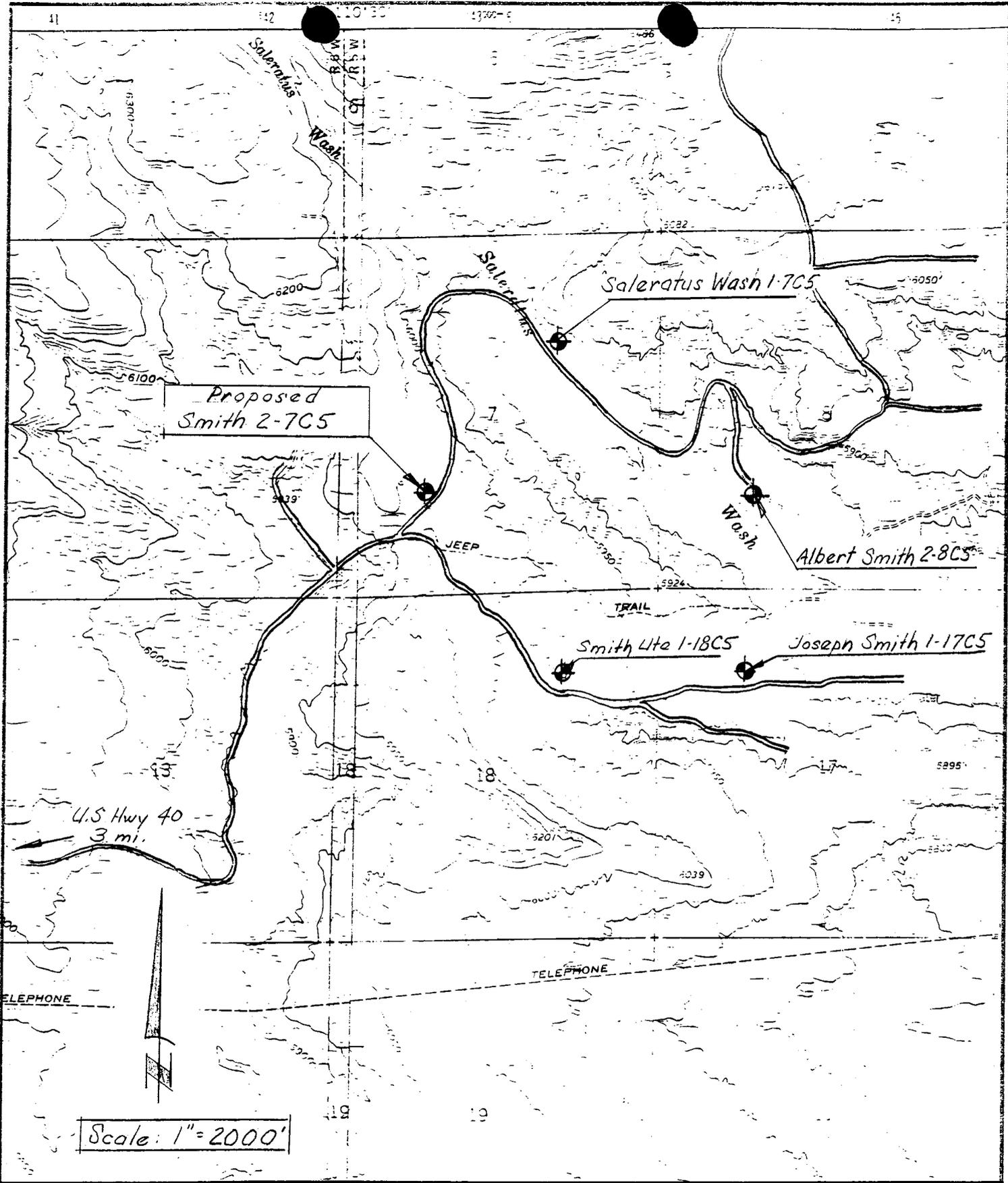


FIGURE 2: AREA TOPOGRAPHY MAP
 For The Proposed: **SMITH 2-7C5**
 1538' FSL and 1349' FWL ; Sec. 7, T35, R5W; Duchesne County, Utah
 Submitted to Vernal Dist. BLM by Pennzoil Explor and Prod. Co.

 **PENNZOIL EXPLORATION AND PRODUCTION COMPANY**

P. O. BOX 290 • NEOLA, UTAH 84053 • (801) 353-4397

July 24, 1991

State of Utah, Department of Natural Resources
Division of Oil, Gas, and Mining
355 West North Temple
3 Triad Center; Suite 350
Salt Lake City, Utah 84180-1203

RE: Application for Permit to Drill
Smith 2-7C5
1538'FSL & 1349' FWL
NE1/4 SW1/4 Sec. 7, T3S R5W
Duchesne County, Utah

Gentlemen:

The original and two copies of captioned APD are enclosed for your review and I trust your approval. Pennzoil Exploration and Production Company requests that this APD and all related information submitted on this well be held confidential for that period of time permitted by regulations and law.

Should there be any question, please contact the undersigned.

Sincerely,
Pennzoil Exploration and Production Company

D.R. Lankford

D.R. Lankford
Petroleum Engineer

Enclosure

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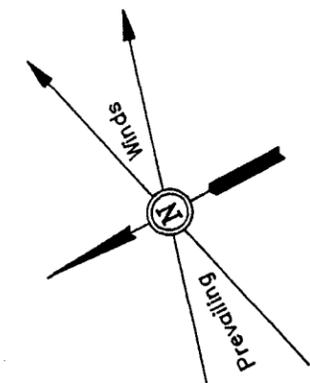
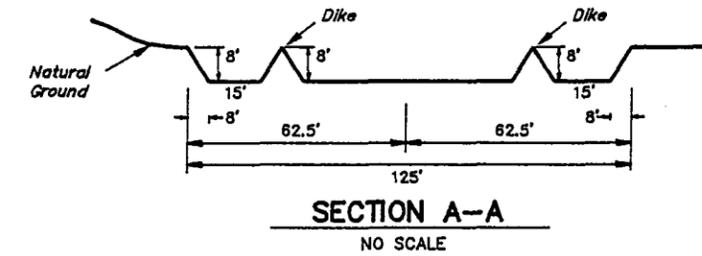
JUL 26 1991

DIVISION OF
OIL GAS & MINING

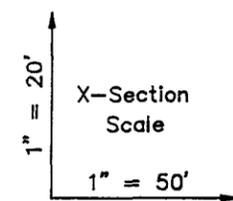
PENNZOIL EXPLR. & PROD. CO.

LOCATION LAYOUT FOR

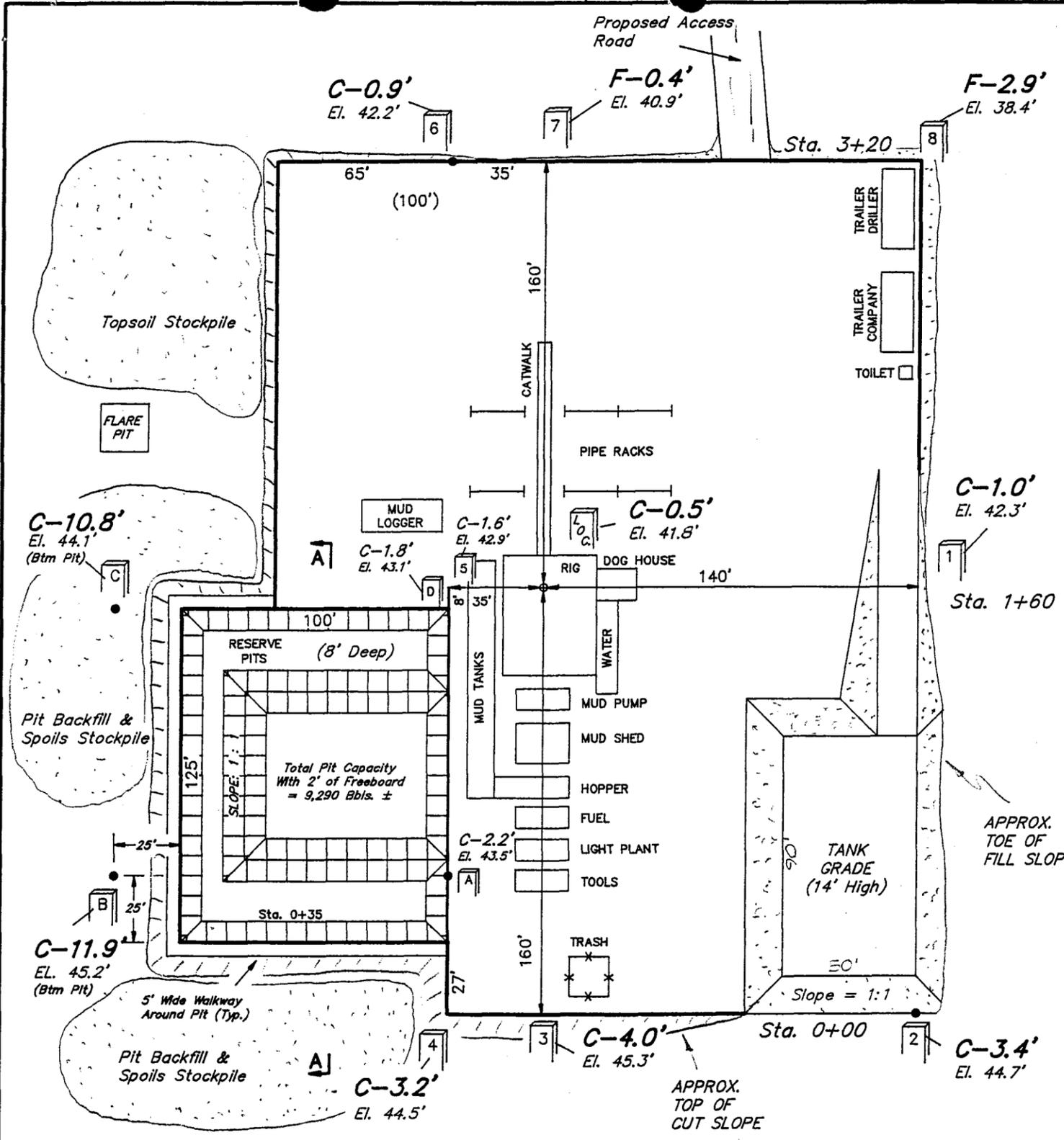
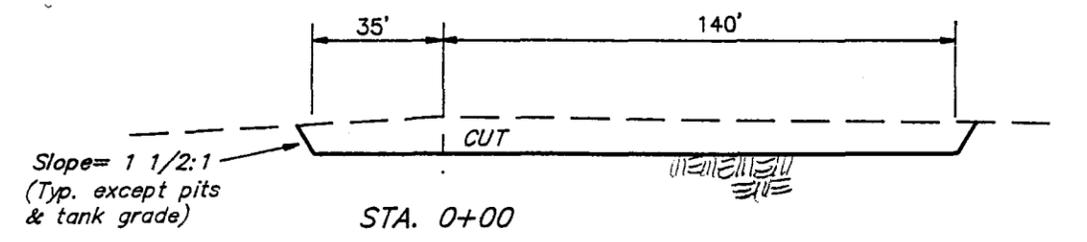
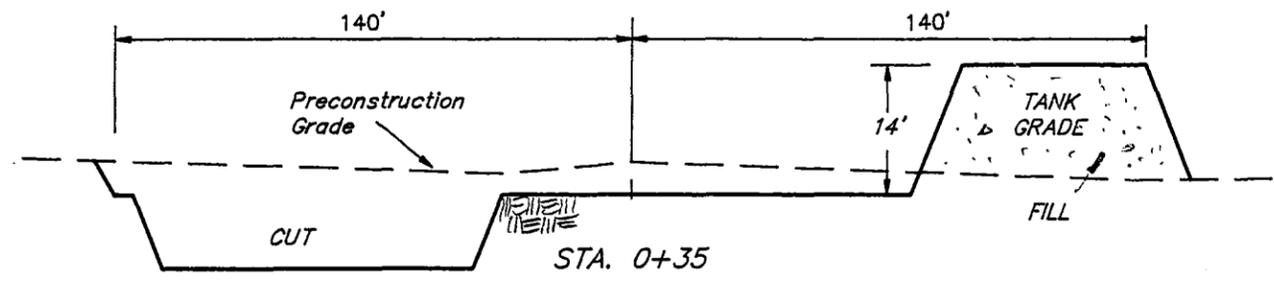
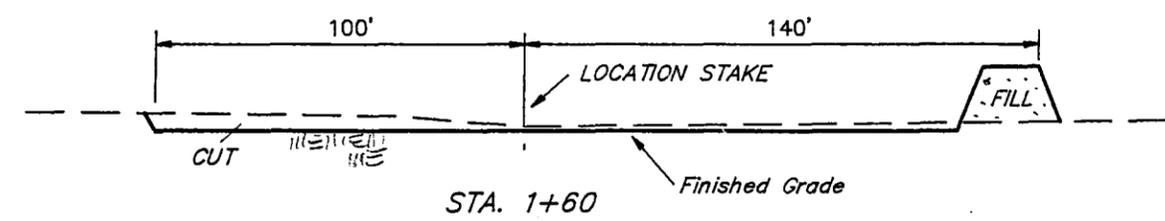
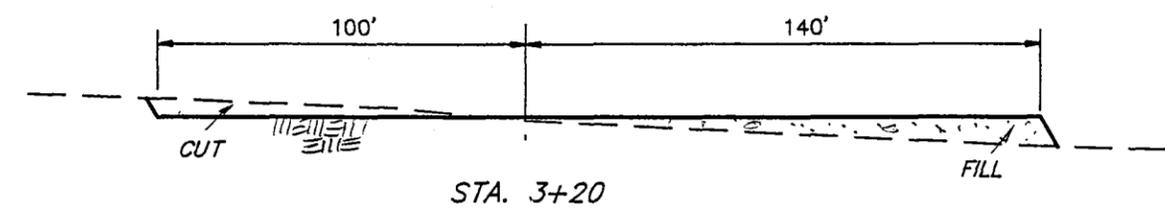
SMITH #2-7C5
SECTION 7, T3S, R5W, U.S.B.&M.



SCALE: 1" = 50'
DATE: 7-2-91
DRAWN BY: T.D.H.



TYP. LOCATION LAYOUT
TYP. CROSS SECTIONS



APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 1,460 Cu. Yds.
Remaining Location	= 6,000 Cu. Yds.
TOTAL CUT	= 7,460 Cu. Yds.
FILL	= 4,310 Cu. Yds.

EXCESS MATERIAL AFTER 5% COMPACTION	= 2,920 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,750 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 170 Cu. Yds.

Elev. Ungraded Ground at Location Stake = 6041.8'
Elev. Graded Ground at Location Stake = 6041.3'

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OPERATOR Pennzoil Exploration & Production DATE 7-31-91

WELL NAME Smith 0-7C5

SEC NESW T 7 R 35 COUNTY Duchess

43-013-31307
API NUMBER

Indian (w)
TYPE OF LEASE

CHECK OFF:

- | | | |
|---|-------------------------------------|--|
| <input checked="" type="checkbox"/> PLAT. | <input type="checkbox"/> BOND | <input checked="" type="checkbox"/> NEAREST WELL |
| <input checked="" type="checkbox"/> LEASE | <input type="checkbox"/> FIELD USBM | <input type="checkbox"/> POTASH OR OIL SHALE |

PROCESSING COMMENTS:

falls within guidelines of Cause no. - 1 additional well in the 7 water permit

APPROVAL LETTER:

SPACING: R615-2-3 N/A UNIT R615-3-2
 139-42 4-17-85 CAUSE NO. & DATE R615-3-3

STIPULATIONS:

1. Needs water permit

CONFIDENTIAL
PERIOD
EXPIRED
ON 2-15-93



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

Norman H. Bangarter
Governor

Dee C. Hansen
Executive Director

Dianne R. Nielson, Ph.D.
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

July 31, 1991

Pennzoil Exploration & Production Company
P. O. Box 290
Neola, Utah 84053

Gentlemen:

Re: Smith 2-7C5 Well, 1538 feet from the South line, 1349 feet from the West line, NE SW, Section 7, Township 3 South, Range 5 West, Duchesne County, Utah

Approval to drill the referenced well is hereby granted in accordance with the Order in Cause No. 139-42 dated April 17, 1985, subject to the following stipulation:

1. Prior to commencement of drilling, receipt by the Division of evidence providing assurance of an adequate and approved supply of water as required by Utah Code Ann. Section 73-3, Appropriation.

In addition, the following actions are necessary to fully comply with this approval:

1. Spudding notification within 24 hours after drilling operations commence.
2. Submittal of Entity Action Form 6, within five working days following spudding and whenever a change in operations or interests necessitates an entity status change.
3. Submittal of the Report of Water Encountered During Drilling, Form 7.
4. Prompt notification in the event it is necessary to plug and abandon the well. Notify R. J. Firth, Associate Director, (Office) (801) 538-5340, (Home) 571-6068, or J. L. Thompson, Lead Inspector, (Home) 298-9318.
5. Compliance with the requirements of Utah Admin. R.615-3-20, Gas Flaring or Venting.

Page 2
Pennzoil Exploration & Production Company
Smith 2-7C5
July 31, 1991

6. Prior to commencement of the proposed drilling operations, plans for facilities for disposal of sanitary wastes at the drill site shall be submitted to the local health department. These drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations. A list of local health departments and copies of applicable regulations are available from the Department of Environmental Quality, Division of Drinking Water/Sanitation, telephone (801) 538-6159.
7. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-013-31327.

Sincerely,



R. J. Firth
Associate Director, Oil & Gas

tas
Enclosures
cc: Bureau of Land Management
Bureau of Indian Affairs
J. L. Thompson
we14/1-32

memorandum

DATE: **AUG 23 1991**

REPLY TO
ATTN OF:

Superintendent, Uintah and Ouray Agency

SUBJECT:

Concurrence Letter for Pennzoil Exploration & Production
- Wells Smith #2-18C5 and Smith #2-7C5

TO:

Bureau of Land Management, Vernal District Office
Attention: Mr. David Little

We recommend approval of the Application for Permit to Drill on the subject well.

Based on available information received on August 7, 1991, we have cleared the proposed location in the following areas of environmental impact.

YES	<input checked="" type="checkbox"/>	NO	<input type="checkbox"/>	Listed threatened or endangered species
YES	<input checked="" type="checkbox"/>	NO	<input type="checkbox"/>	Critical wildlife habitat
YES	<input checked="" type="checkbox"/>	NO	<input type="checkbox"/>	Archaeological or cultural resources
YES	<input type="checkbox"/>	NO	<input type="checkbox"/>	Air quality aspects (to be used only if Project is in or adjacent to a Class I area of attainment)
YES	<input type="checkbox"/>	NO	<input type="checkbox"/>	Other (if necessary)

REMARKS: The above wells are located on fee surface with tribal minerals (Oil and Gas Lease No. 14-20-H62-2392), therefore, no Environmental Analysis was prepared.



▲
AUG 1991
Received
DOI-BLM
Vernal, Utah

Revised November 1990

CONDITIONS OF APPROVAL
FOR APPLICATION FOR PERMIT TO DRILL

Company/Operator: PENNZOIL
Well Name & Number: Smith 2-7C5
Lease Number: 14-20-H62-2389
Location: NESW Sec. 7 T. 3S R. 5W
Surface Ownership: Fee

NOTIFICATION REQUIREMENTS

- Location Construction - at least forty-eight (48) hours prior to construction of location and access roads.
- Location Completion - prior to moving on the drilling rig.
- Spud Notice - at least twenty-four (24) hours prior to spudding the well
- Casing String and Cementing - at least twenty-four (24) hours prior to running casing and cementing all casing strings.
- BOP and Related Equipment Tests - at least twenty-four (24) hours prior to initiating pressure tests.
- First Production Notice - within five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

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

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

A. DRILLING PROGRAM

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

Report ALL water shows and water-bearing sands to Tim Ingwell of this office. Copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

2. Pressure Control Equipment

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

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request.

The Vernal District Office shall be notified, at least twenty-four (24) hours prior to initiating pressure tests, in order to have a BLM representative on location during pressure testing.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint.

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the base of the usable water zone, identified at +1010 ft.

The Vernal District Office shall be notified at least twenty-four (24) hours prior to the running and cementing of all casing strings, in order to have a BLM representative on location while running and cementing all casing strings.

4. Mud Program and Circulating Medium

Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing, or completion operations.

No chromate additives will be used in the mud system on Federal and Indian lands without prior BLM approval to ensure adequate protection of fresh water aquifers.

5. Coring, Logging and Testing Program

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

All Drill Stem tests (DST) shall be accomplished during daylight hours, unless specific approval to start during other hours is obtained from the Authorized Officer. However, DSTs may be allowed to continue at night if the test was initiated during daylight hours and the rate of flow is stabilized and if adequate lighting is available (i.e., lighting which is adequate for visibility and vaporproof for safe operations). Packers can be released, but tripping should not begin before daylight unless prior approval is obtained from the Authorized Officer (AO).

A cement bond log (CBL) shall be utilized to determine the top of cement (TOC) for the intermediate and production casing.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well-test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the AO.

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

The Vernal District Office shall be notified during regular work hours (7:45 a.m. - 4:30 p.m., Monday through Friday, except holidays), at least twenty-four (24) hours PRIOR to spudding the well.

Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the requirements of NTL-3A or its revision.

If a replacement rig is contemplated for completion operations, a "Sundry Notice" (Form 3160-5) to that effect will be filed, for prior approval of the AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells, as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated, or the date on which gas is first measured through permanent metering facilities, whichever first occurs.

Should the well be successfully completed for production, the AO will be notified when the well is placed in a producing status. Such notification will be sent by telegram or other written communication, not later than five (5) days following the date on which the well is placed on production.

Gas produced from this well may not be vented or flared beyond an initial authorized test period of thirty (30) days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the AO. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or approval to continue venting or flaring as uneconomic is granted and the operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.

A schematic facilities diagram, as required by 43 CFR 3162.7-2, 3162.7-3, and 3162.7-4, shall be submitted to the appropriate District Office within thirty (30) days of installation or first production, whichever occurs first. All site security regulations, as specified in Onshore Oil and Gas Order No. 3, shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-4.

No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his/her representative or the appropriate Surface Managing Agency.

7. Other Information

All loading lines will be placed inside the berm surrounding the tank battery.

All off-lease storage, off-lease measurement, or commingling onlease or off-lease will have prior written approval from the AO.

Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried or anchored down from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal District Office. All meter measurement facilities will conform with Onshore Oil & Gas Order No. 4 for liquid hydrocarbons and Onshore Oil & Gas Order No. 5 for natural gas measurement.

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

There will be no deviation from the proposed drilling and/or workover program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

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

APD approval is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period.

In the event after-hours approvals are necessary, please contact one of the following individuals:

Gerald E. Kenczka Petroleum Engineer	(801) 781-1190
Ed Forsman Petroleum Engineer	(801) 789-7077
BLM FAX Machine	(801) 789-3634

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

While the following wastes are nonexempt, they are not necessarily hazardous:

Unused fracturing fluids or acids

Gas plant cooling tower cleaning wastes

Painting wastes

Oil and gas service company wastes such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids.

Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt wastes.

Refinery wastes

Liquid and solid wastes generated by crude oil and tank bottom reclaimers

Used equipment lubrication oils

Waste compressor oil, filters, and blowdown

Used hydraulic fluids

Waste solvents

Waste in transportation pipeline-related pits

Caustic or acid cleaners

Boiler cleaning wastes

Boiler refractory bricks

Incinerator ash

Laboratory wastes

Sanitary wastes

Pesticide wastes

Radioactive tracer wastes

Drums, insulation, and miscellaneous solids

B. THIRTEEN POINT SURFACE USE PROGRAM:

1. Planned Access Roads

Prior to upgrading, the road shall be cleared of any snow cover and allowed to dry completely. Traveling off the 30 foot right-of-way will not be allowed. Road drainage crossings shall be of the typical dry creek drainage crossing type. Crossings shall be designed so they will not cause siltation or accumulation of debris in the drainage crossing nor shall the drainages be blocked by the roadbed. Erosion of drainage ditches by runoff water shall be prevented by diverting water off at frequent intervals by means of cutouts. Upgrading shall not be allowed during muddy conditions. Should mud holes develop, they shall be filled in and detours around them avoided.

2. Location of Existing and/or Proposed Facilities

As stated under Point 4 "Production Facilities", the emergency tank is approved with the following conditions:

- a. At a minimum, the emergency tank shall be emptied when it is half full. Produced water will be disposed of in an approved manner and all hydrocarbons shall be removed in accordance with 43 CFR 3162.7-1 and Onshore Oil and Gas Order No. 4:III.F.
- b. The emergency tank shall be routinely monitored for any leakage.
- c. If the top of the emergency tank is within five (5) feet of ground level, a sturdy lid shall be installed or a fence constructed around the diked area to prevent livestock or wildlife entry. If a fence is used, it shall be constructed according to the fencing requirements under Point 9 of the Surface Use Program for this APD.
- d. The emergency tank shall be kept free of trash.

If storage facilities/tank batteries are constructed on this lease, the facility/battery or the well pad shall be surrounded by a containment dike of sufficient capacity to contain, at a minimum, the entire content of the largest tank within the facility/battery, unless more stringent protective requirements are deemed necessary by the authorized officer.

All permanent (on site for six months or longer) structures constructed or installed (including pumping units) will be painted a flat, non-reflective, earthtone color to match one of the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within six (6) months of installation. Facilities required to comply with O.S.H.A. (Occupational Safety and Health Act) will be excluded.

The required paint color is Desert Brown.

3. Methods for Handling Waste Disposal

The reserve pit shall be constructed so as not to leak, break, or allow discharge.

"The 12 mil plastic nylon reinforced liner will have sufficient bedding (either straw or dirt) to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit.

After first production, produced waste water will be confined to a lined pit or storage tank for a period not to exceed ninety (90) days. During the 90 day period, in accordance with NTL-2B, an application for approval of a permanent disposal method and location, along with required water analysis, shall be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

4. Well Site Layout

The stockpiled topsoil (first six inches) will be stored on the NE side.

Access to the well pad will be from the east.

The drainage(s) shall be diverted around the west side(s) of the well pad location.

Fencing Requirements

All pits will be fenced according to the following minimum standards:

- a. 39-inch net wire shall be used with at least one strand of barbed wire on top of the net wire (barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence).
- b. The net wire shall be no more than 2-inches above the ground. The barbed wire shall be 3-inches above the net wire. Total height of the fence shall be at least 42-inches.
- c. Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.
- d. Standard steel, wood, or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
- e. All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.

The reserve pit fencing will be on three sides during drilling operations and on the fourth side when the rig moves off the location. Pits will be fenced and maintained until clean-up.

5. Plans for Restoration of Surface

a. Producing Location

If a plastic nylon reinforced liner is used, it shall be torn and perforated before backfilling of the reserve pit.

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours. The reserve pit will be reclaimed within ninety (90) days from the date of well completion. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc., will be removed.

6. Lessee's or Operators Representative and Certification

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

A complete copy of the approved APD and ROW grant, if applicable, shall be on location during construction of the location and drilling activities.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

5. LEASE DESIGNATION AND SERIAL NO.
14-20-H62-2389

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Smith

9. WELL NO.
2-7C5

10. FIELD AND POOL, OR WILDCAT
Altamont-Wasatch

11. SEC., T., R., M., OR BLK.
AND SURVEY OR AREA
Sec. 7, T3S, R5W

12. COUNTY OR PARISH | 13. STATE
Duchesne | Utah

16. NO. OF ACRES IN LEASE
640

17. NO. OF ACRES ASSIGNED
TO THIS WELL
640

19. PROPOSED DEPTH
11,200'

20. ROTARY OR CABLE TOOLS
Rotary

22. APPROX. DATE WORK WILL START*
Aug. 10, 1991

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
DRILL DEEPEN PLUG BACK

b. TYPE OF WELL
OIL WELL GAS WELL OTHER
SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR
Pennzoil Exploration and Production Company

3. ADDRESS OF OPERATOR
P.O. Box 290; Neola, Utah 84053

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
At surface 1538' FSL and 1349' FWL (NE SW)
At proposed prod. zone Same *43-013-31327*

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
6 1/2 miles West and 5 miles North of Duchesne, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. 1349'
(Also to nearest drlg. unit line, if any)

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 3134'

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
Ungraded Ground Elev.: 6042'

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
13 1/2"	10 3/4"	40.5#	1500'	1092 cu.ft.
9 7/8"	7"	26 #	8450'	3020 cu.ft.
6 1/8"	5"	18 #	11,200'	254 cu.ft.

1. Enclosed Attachments:
- Certified Location Plat.
 - Drilling Plan.
 - BOP schematic.
 - Thirteen Point Surface Use Plan.
 - Location Schematic with Rig layout.
 - Cross section schematic of well site.
 - Area map showing surrounding wells and roadways.
 - Area Topography Map showing access road.
 - Self-Certification Statement.
 - Sundry Notice stating the use of all new casing.

2. Surface equipment and completion procedure to be submitted by Sundry Notice.

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

SIGNED DR Lambhand TITLE Petroleum Engineer DATE 7/24/91

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

APPROVED BY [Signature] TITLE Asst Dir ASSISTANT DISTRICT MANAGER (FEDERAL) DATE 9/5/91
CONDITIONS OF APPROVAL, IF ANY:

*Ut 080-100-167
Div OG&M*

NOTICE OF APPROVAL CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY
*See Instructions On Reverse Side

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

5. LEASE DENOMINATION AND SERIAL
14-20-H62-2389

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <input type="checkbox"/>		7. UNIT AGREEMENT NAME	
2. NAME OF OPERATOR Pennzoil Exploration and Production Company		8. FARM OR LEASE NAME Smith	
3. ADDRESS OF OPERATOR P.O. Box 290; Neola, Utah 84053		9. WELL NO. 2-7C5	
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1538 FSL and 1349' FWL (NE SW)		10. FIELD AND POOL OR WILDCAT Altamont-Wasatch	
14. PERMIT NO. API 43-013-31327		15. ELEVATIONS (Show whether DF, RT, GR, etc.) 6042' (GL)	
		12. COUNTY OR PARISH Duchesne	13. STATE Utah

6. IF INDIAN, ALLOTTEE OR TRIBE LAND

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data:

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANE <input type="checkbox"/>	(Other) <input type="checkbox"/>	Spud Report <input checked="" type="checkbox"/>

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

--- NOTICE OF SPUD ---

Subject well was spudded by Norton Rig 10 9:00 PM 9/16/91.

TIGHT HOLE

RECEIVED

SEP 20 1991

DIVISION OF OIL GAS & MINING

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

SIGNED DR Lambert TITLE Petroleum Engineer DATE 9/17/91

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

5. LEASE DENOMINATION AND SERIAL
14-20-H62-2389

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
Use "APPLICATION FOR PERMIT..." for such proposals.)

1. OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <input type="checkbox"/>		7. UNIT AGREEMENT NAME	
2. NAME OF OPERATOR Pennzoil Exploration and Production Company		8. FARM OR LEASE NAME Smith	
3. ADDRESS OF OPERATOR P.O. Box 290; Neola, Utah 84053		9. WELL NO. 2-7C5	
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1538 FSL and 1349' FWL (NE SW)		10. FIELD AND POOL OR WILDCAT Altamont-Wasatch	
14. PERMIT NO. API 43-013-31327		15. ELEVATIONS (Show whether OF, RT, GR, etc.) 6042' (GL)	
		12. COUNTY OR PARISH Duchesne	13. STATE Utah

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 7, T3S, R5W

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <input type="checkbox"/>	Spud Report <input checked="" type="checkbox"/>

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

--- NOTICE OF SPUD ---

Subject well was spudded by Norton Rig 10 9:00 PM 9/16/91.

TIGHT HOLE

RECEIVED

SEP 20 1991

DIVISION OF OIL GAS & MINING

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

SIGNED DR Lambert TITLE Petroleum Engineer DATE 9/17/91

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

LEASE DENOMINATION AND SERIAL
14-20-H62-2389

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. <input type="checkbox"/> OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER		6. IF INDIAN ALLOTTEE OR TRIBE
2. NAME OF OPERATOR Pennzoil Exploration and Production Company		7. UNIT AGREEMENT NAME
3. ADDRESS OF OPERATOR P.O. Box 290; Neola, Utah 84053		8. FARM OR LEASE NAME Smith
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1538' FSL and 1349' FWL (NE SW)		9. WELL NO. 2-7C5
14. PERMIT NO. API 43 013 31327		10. FIELD AND POOL OR WILDCAT Altamont-Wasatch
15. ELEVATIONS (Show whether OF, RT, GR, etc.) 6042' (GL)		11. SEC., T., R., M., OR BLM. AND SURVEY OR AREA Sec. 7, T3S, R5W
		12. COUNTY OR PARISH; 13. STATE Duchesne Utah

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Monthly Report of Operations</u> <input checked="" type="checkbox"/>	
(Other) <input type="checkbox"/>		(NOTE: Report results of multiple completion on Well Completion or Recombination Report and Log form.)	

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

See Attached "Monthly Report of Drilling Operations"
for period 9/9/91-10/16/91.

RECEIVED

OCT 21 1991

DIVISION OF
OIL GAS & MINING

TIGHT HOLE

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

SIGNED DR Lambard TITLE Petroleum Engineer DATE 10/17/91

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

TIGHT HOLE

SMITH 2-7C5

--- MONTHLY REPORT OF DRILLING OPERATIONS ---

- Spudded conductor hole with rathole machine 9/9/91.
- Drilled 24" conductor hole to 64'. Set 16" conductor pipe at 64'. Cemented with 5 cu.yds. ready-mix concrete.
- Spudded 13 1/2" hole with Norton Rig 10 at 9:00 PM 9/16/91.
- Drilled 13 1/2" hole to 1518' with no lost circ. or water flows. Final mud properties: 8.3 ppg., 28 vis., 300 ppm Cl (fresh water).
- Ran and set 38 jnts. 10 3/4" 40.5# K-55 Buttress surface casing at 1518'. Cemented with 390 sx. at 10.95 ppg., 2.92 yld., with 47 pps. class 'G', 20 pps. POZ A, 17 pps CSE, 3% salt, 2.0 pps HiSeal, and 2% gel. Followed with 200 sx. class 'G' at 15.84 ppg., 1.14 yld., with 2% CaCl₂ and .25 pps Cello-Seal. Pumped at 6 BPM at 700 psi. Good returns during job. Circ. 30 bbls. cement to surface. Bumped plug 9:29 PM 9/19/91 at 1000 psi. Float held O.K. Performed 1" top job from 100' with 100 sx. class 'G' with 2% CaCl₂.
- Welded on casing head. NU BOP's. Pressure tested rams and choke manifold to 5000 psi. O.K. Pressure tested Hydril BOP to 2500 psi. O.K. Pressure tested 10 3/4" casing to 1500 psi. O.K.
- Drilled new formation 1518'-1528'. Conducted Leak-Off test to 12 ppg. EMW. No leak-off in 30 min.
- Drilled 9 7/8" hole to 7143' on Day No. 30, 10/16/91. Lost circ. at 4207'. Pumped LCM pill. Lost circ. at 4305'. Pumped LCM pill. Lost circ. 5400'-5490' approx. 1500 bbls. Pumped LCM pill. Lost total 10,300 bbls. drilling fluid 4207'-5490'. Lost total 13,500 bbls. at 7143'.

Performed DST#1 over interval 5433'-5490' on 10/6/91 with the following results:

5 min. pre-flow: Blow to bottom of bucket instantly. 40 psi at 1 min., 230 psi. at 5 min.

60 min. Initial SI: Closed tool, open surface on 1/4" choke. Gas to surface in 13 min. 155 psi. in 60 min. with 4'-6' flare.

Final Flow to 202 min.: Opened tool with 155 psi. on 1/4" choke. Stabilized at 1890 psi. in 80 min. at 2.6 MMCFPD rate. Changed to 1/2" choke. 1190 psi. in 90 min. 460 psi. in 202 min.

Final SI: 100 psi in 188 min.

Drill String Recovery: 270' of free oil, 274' of gas cut mud.

Sample Chamber: 4.68 CF gas at 700 psi. and 108F.

Water Resistivity: 1.68 at 75F with 3500 ppm.

Hydrostatic Pressure: 60 min. SI: 2211 psi.; 188 min. SI: 2333 psi.

REPORT COMPLETE AS OF 10/16/91

Norton Drilling
Smith 2-7C5
Section 7
Township 3S
Range 5W
County Duchesne, Utah
Operator Pennzoil Exploration
9-20-91
Tested by Elbert Smith

43-013-21327

RECEIVED

NOV 01 1991

DIVISION OF
OIL GAS & MINING

QUICK TEST INC.
OFFICE (801) 789-8159

Norton Drilling
Smith 2-7C5
9-20-91

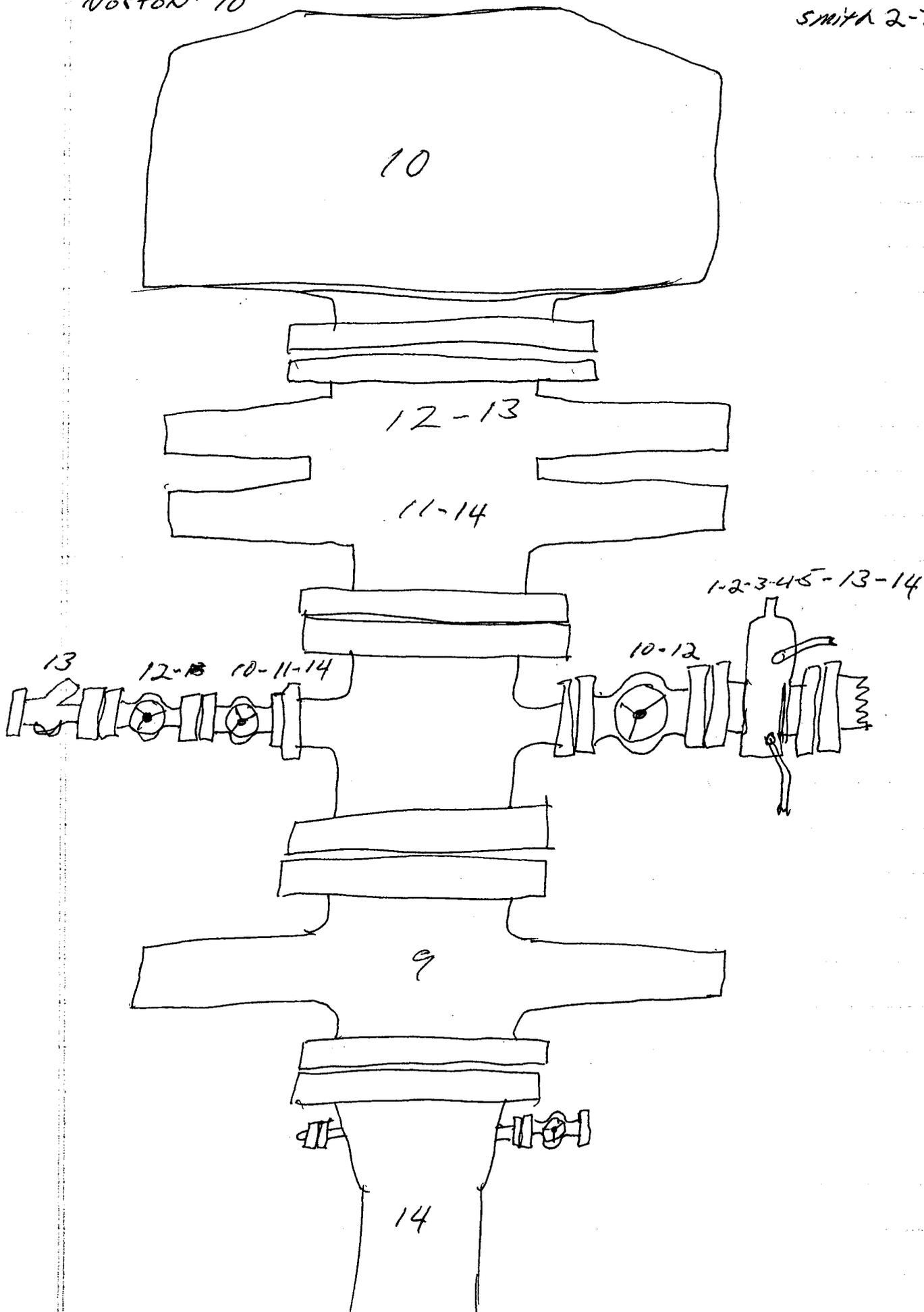
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1	HCR, 1st set manifold valves	5000	10	No visible leaks
2	HCR, 2nd set manifold valves	5000	10	No visible leaks
3	HCR, adjustable choke	5000	-	Leak OK
4	HCR, super choke	5000	-	Leak OK
5	HCR, 3rd set manifold valves	5000	10	No visible leaks
6	Check standpipe gage	3000	-	Check OK
7	Lower kelly	5000	10	No visible leaks
8	Upper kelly	5000	10	No visible leaks
9	Lower pipe rams	5000	10	No visible leaks
10	Hydril, 1st kill, 1st choke	2500	10	No visible leaks
11	Blind rams, 1st kill, 1st set manifold valves	5000	10	No visible leaks
12	Pipe rams, 2nd kill, 1st choke	5000	10	No visible leaks
13	Piperams, check valve, HCR	5000	10	No visible leaks
14	Casing, blindrams, 1st kill, 1st set manifold valves	1500	30	No visible leaks
15	Safety valve	5000	10	No visible leaks
16	Safety valve	5000	10	No visible leaks

Con't Norton Drilling

TEST #	ITEM TESTED	PRESSURE	MIN. HELD	RESULTS
17	Inside BOP	5000	10	No visible leaks

Pennzoil
Norton #10

9-20-91
SMYA 2-705

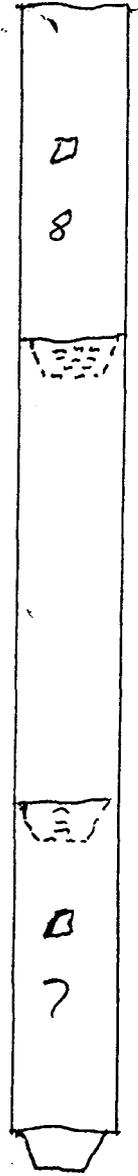
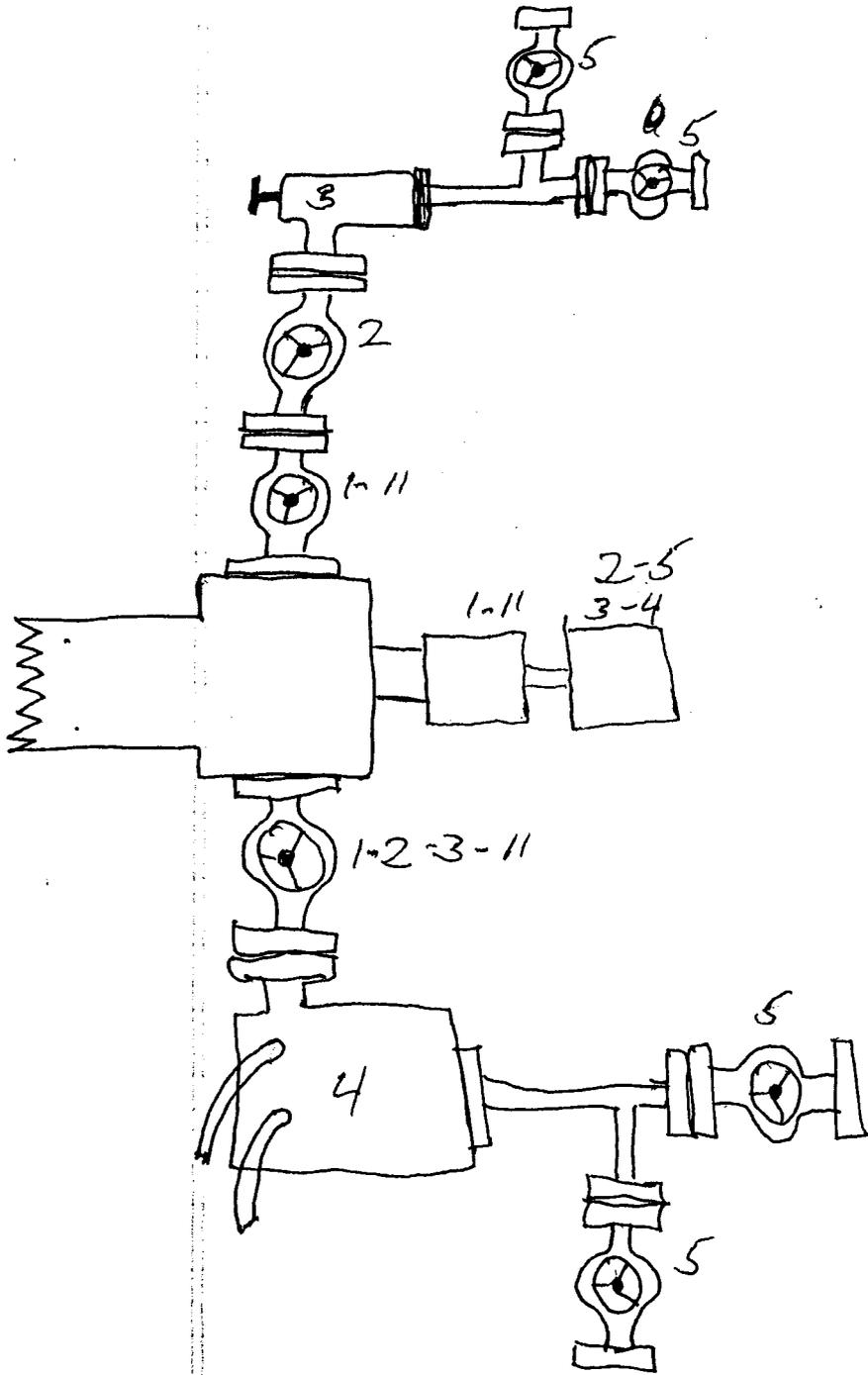


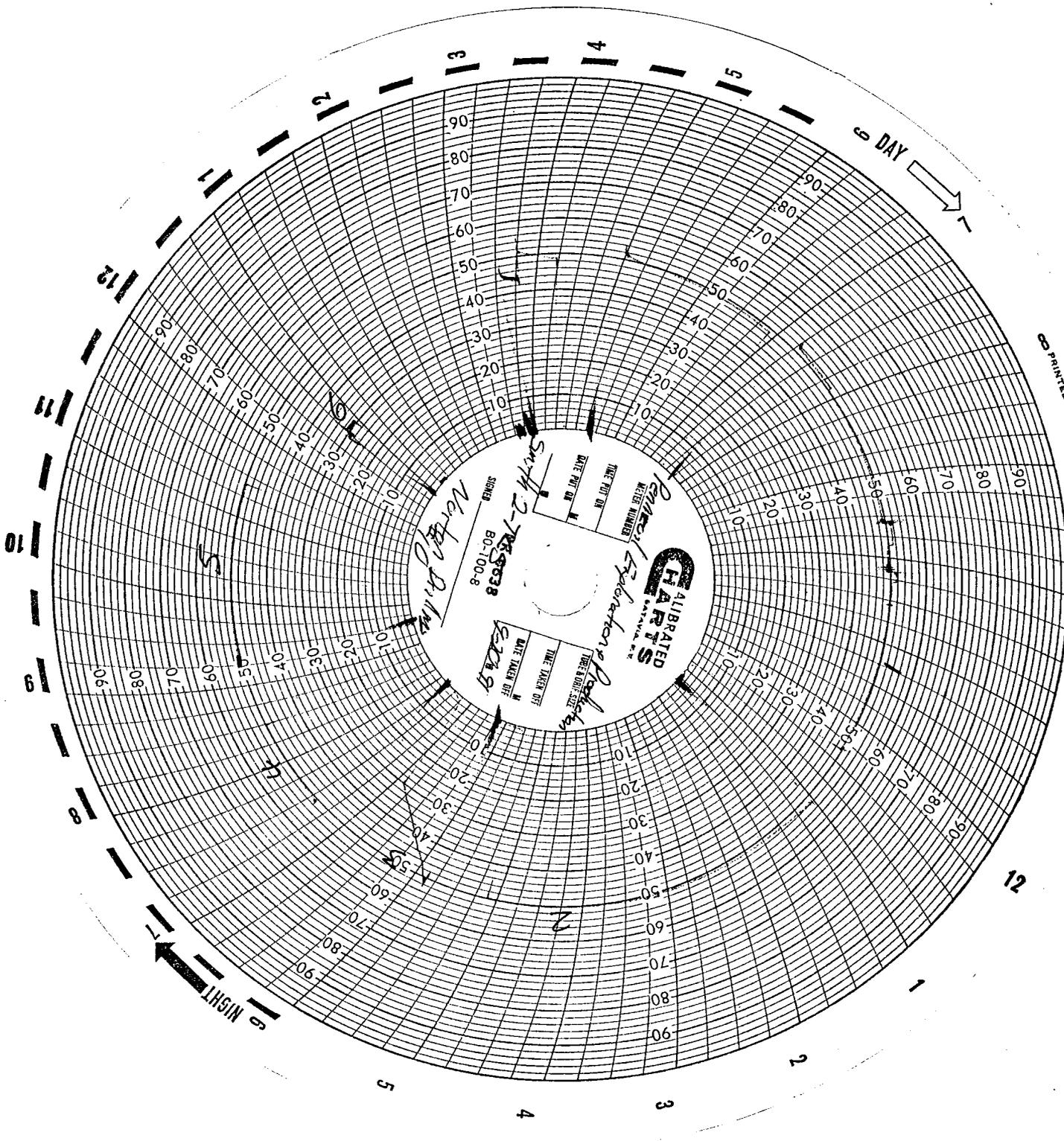
Pennzoil
Norton #10

Choke Manifold

9-20-91

smith 2-705





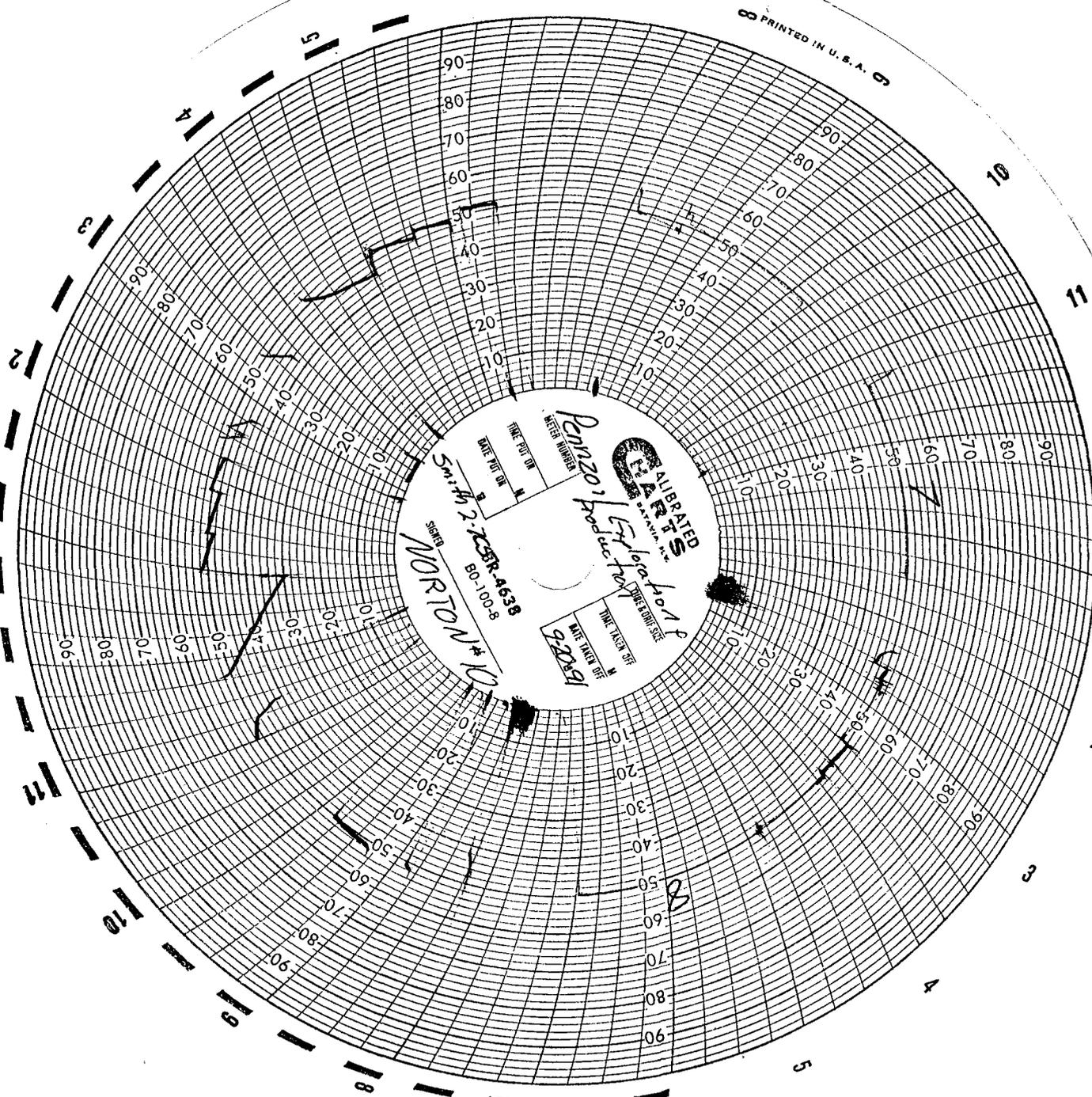
CALIBRATED CHARTS
 General Federation of Physicians
 MEMBER NUMBER
 TIME TAKEN OFF
 DATE TAKEN OFF
 SIGNATURE
 BO-100-8
 Smith 2-78-5338
 North Dr. 11/2
 4.50

DAY
 NIGHT

PRINTED IN U. S. A.

DAY →

← NIGHT



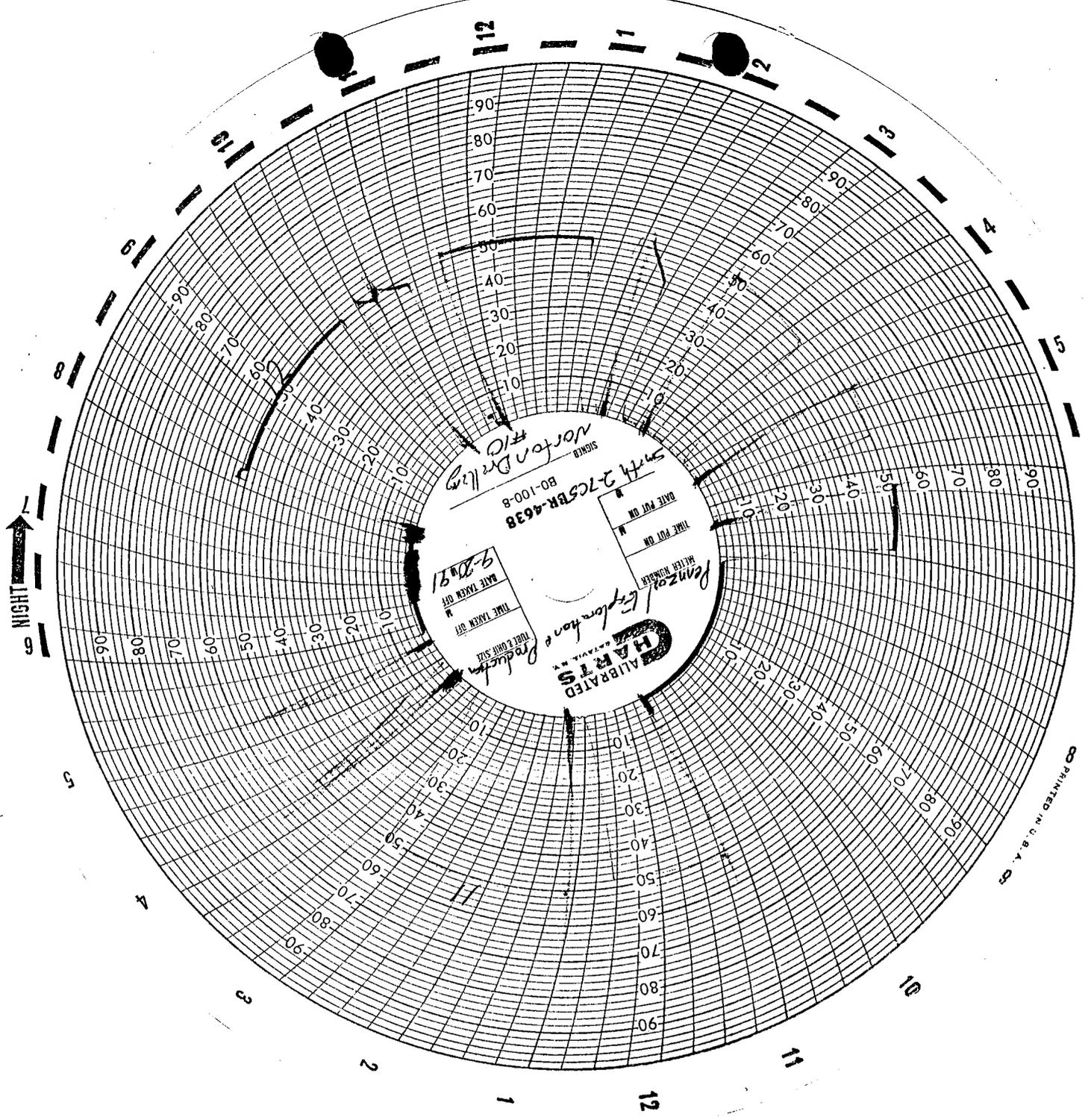
CALIBRATED
GAUGE
 MADE IN U.S.A.

Penzoil Products Co.
 22201
 80-100-8

NORTON
 80-100-8

DATE TAKEN OFF: _____
 THE USER OF: _____
 DATE TAKEN OFF: _____
 THE USER OF: _____

DATE PUT ON: _____
 THE PUT ON: _____
 DATE TAKEN OFF: _____
 THE USER OF: _____



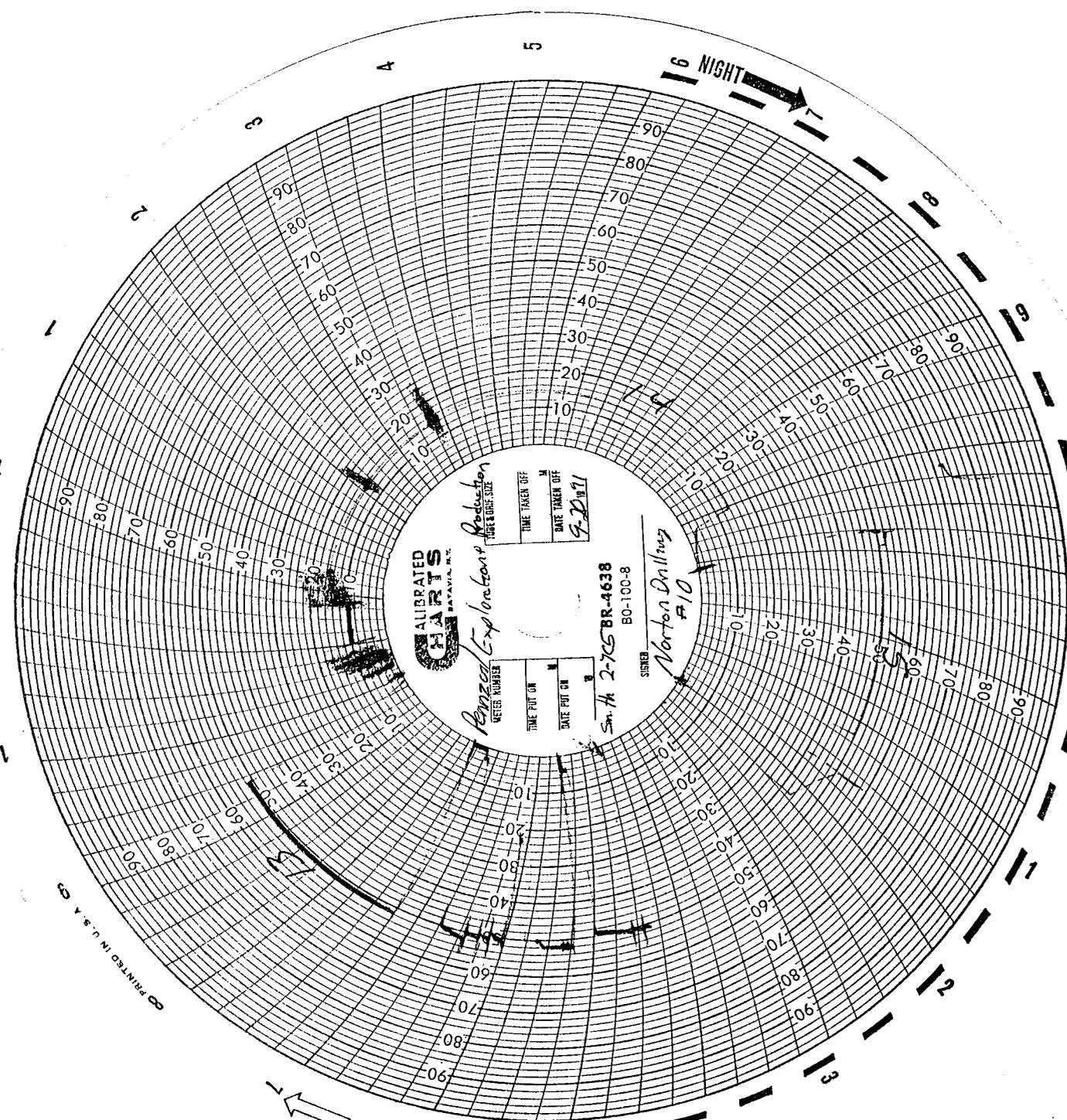
SIGNATURE
 Norton Drilling
 #10
 BO-100-8
 Smith 2-705BR-4638

DATE TAKEN OFF
 9-20-81
 DATE TAKEN ON
 M

Penzance Exploration
 PRODUCTS
 CHARTS
 MADE IN U.S.A.

NIGHT
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PRINTED IN U.S.A.



**ALIBRATED
CHARTS**
BATAVIA, N.Y.

Penzel Exploratory Production
METER NUMBER

TIME TAKEN OFF
DATE TAKEN OFF
M
S-D-11

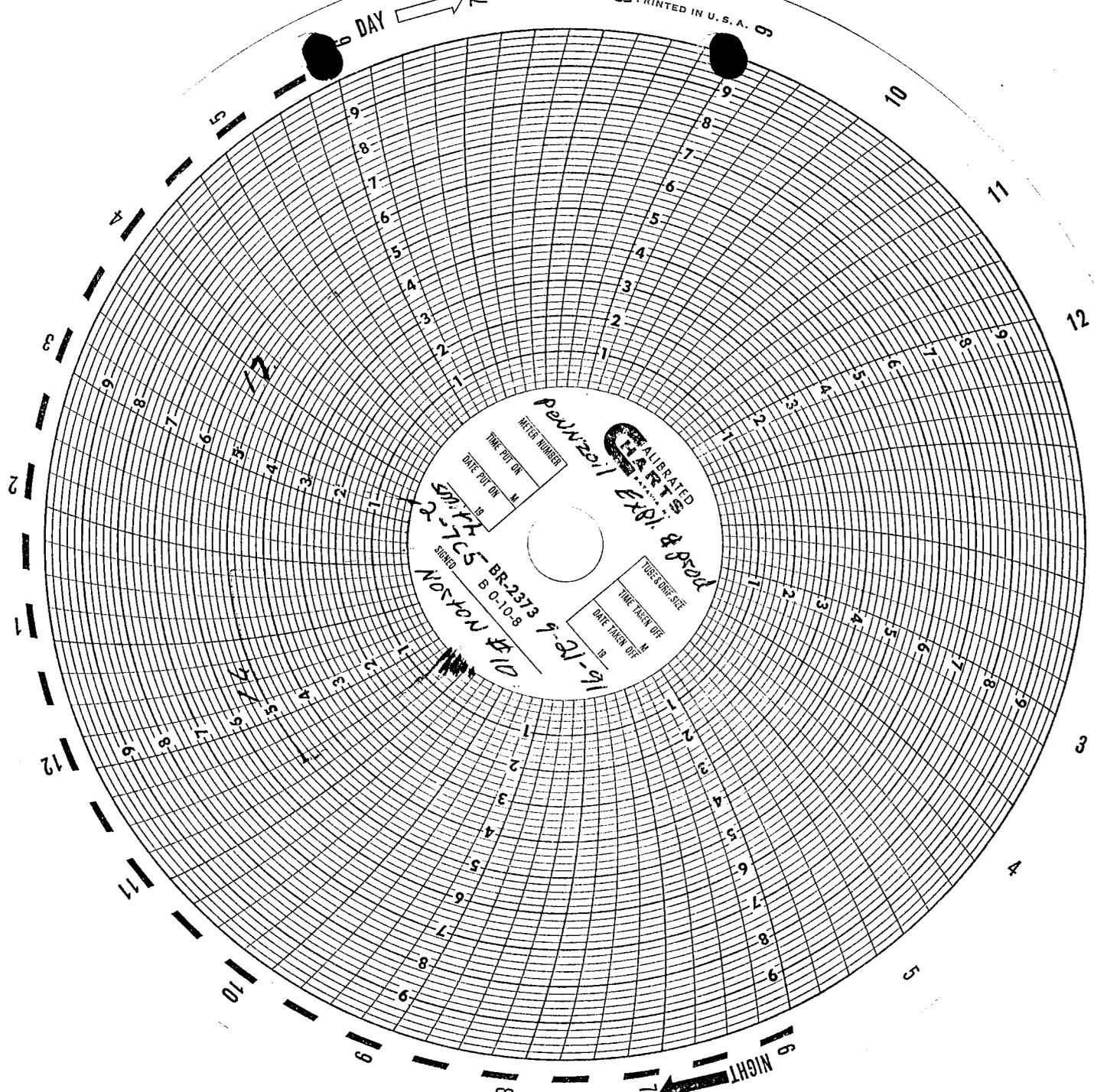
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80-100-8

SIGNED
Norton Dooling
#10

PRINTED IN U.S.A.

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NIGHT



DAY

NIGHT

Calibrated
CLARIT 103
EXPI. 8-20-64

INSTR. NUMBER
 TIME PUT ON
 DATE PUT ON
 TIME TAKEN OFF
 DATE TAKEN OFF

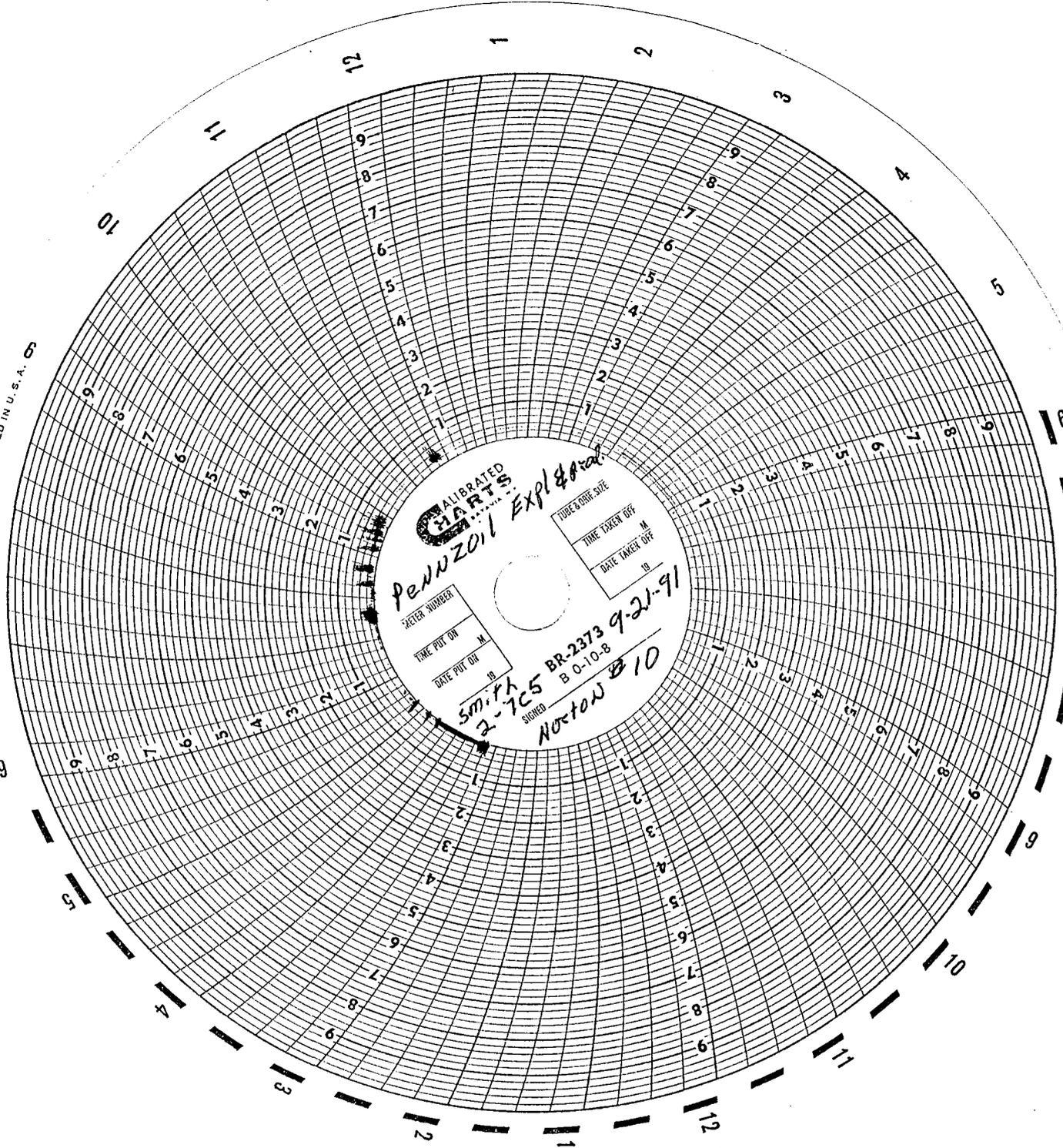
THREE ONE SIZE

BR-2373
 B O-10-8
 9-21-91

SIGNED
 NORSON

PRINTED IN U.S.A.

DAY



CALIBRATED CHARTS
PENNZOIL Exploratory

TUBE & CORR. SIZE

TIME TAKEN OFF

DATE TAKEN OFF

NO.

DATE PUT ON

TIME PUT ON

NO.

DATE PUT OFF

TIME PUT OFF

NO.

SMITH
 2-705
 BR-2373 9-21-91
 B 0-10-8
 SIGNED
 HORTON 10

MINUTE

OPERATOR Pennzai Expl. & Prod. Co
 ADDRESS P.O. Box 2967
Houston, TX 77252-2967

OPERATOR ACCT. NO. N2885

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	11324	4301331327	Smith 2-1C5	NESW	1	35	SW	Duchesne	9/16/91	9/16/91
WELL 1 COMMENTS: Indian-Lease Prop. Zone-WSTC Field-Altamont Unit-N/A											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

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

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

(3/89)

RECEIVED

NOV 13 1991

DIVISION OF
OIL GAS & MINING

Elizabeth O. Nayles
 Signature
Accountant
 Title
11/2/91
 Date
 Phone No. 713 546-6969

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

Expires August 1, 1985
LEASE DENOMINATION AND SERIAL
14-20-H62-2389

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.
Use "APPLICATION FOR PERMIT" for such proposals.)

CONFIDENTIAL

1. <input checked="" type="checkbox"/> OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER		6. INDIAN, ALLOTTEE OR TRIBE NAME
2. NAME OF OPERATOR Pennzoil Exploration and Production Company		7. UNIT AGREEMENT NAME
3. ADDRESS OF OPERATOR P.O. Box 290; Neola, Utah 84053		8. FARM OR LEASE NAME Smith
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface 1538' FSL and 1349' FWL (NE SW)		9. WELL NO. 2-7C5
14. PERMIT NO. API 43 013 31327		10. FIELD AND POOL, OR WILDCAT Altamont-Wasatch
15. ELEVATIONS (Show whether DF, RT, CR, etc.) 6042' (GL)		11. SEC., T., R., M., OR BLE. AND SURVEY OR AREA Sec. 7, T3S, R5W
		12. COUNTY OR PARISH; 13. STATE Duchesne Utah

18. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) Monthly Drilling Operations <input checked="" type="checkbox"/>	
(Other) <input type="checkbox"/>		(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

---- SEE ATTACHED "REPORT OF DRILLING OPERATIONS" ----

RECEIVED

NOV 20 1991

DIVISION OF
OIL GAS & MINING

18. I hereby certify that the foregoing is true and correct
SIGNED DA Lambert TITLE Petroleum Engineer DATE 11/19/91
(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

SMITH 2-705

MONTHLY REPORT OF DRILLING OPERATIONS

SECOND REPORT: FOR THE PERIOD 10/17/91 - 11/17/91

- Oct. 17, 1991: Continue drilling 9 7/8" hole at 7210' on Day 32 with 8.8 ppg. fresh mud system. Lost total 13572' bbls. drilling fluid since 10 3/4" surface casing was set at 1518'.
- Trip for Bit # 12 on Day 38 from depth 7700'. Lost 170 bbls. mud last 24 hrs. Lost total 14,052 bbls. since last casing.
- POOH for hole in drill pipe from 7984' on 10/28/91 (Day 42). Lost 100 bbls. mud last 24 hrs. Lost total 14612 bbls. since last casing.
- Finished drilling 9 7/8" hole to 8458' on 11/1/91.
- Ran logs with Schlumberger Phasor Induction Log, Digital Sonic, GR, Caliper, Neutron Density Log.
- Ran 7" 26# casing to 8448' with DV tool at 5592'. Cemented with Western Co.
 - STAGE 1: (Below DV Tool) 825 sx. 50/50 POZ , 14.13 ppg., 1.30 yld., with 1% gel, 0.6% CF-2, 0.25% TF-4, 0.25 pps Cello-Seal, 0.15% WR-15, 2 pps Hi-Seal 3. Follow with 200 sx. Class'G', 15.8 ppg 1.14 yld., with 0.2% CF-2. DV tool opened prematurely with only 130 bbls. displacement fluid gone of 323 bbls. required. Did not bump plug.
 - STAGE 2: (Thru DV Tool) 200 sx. Class'G' at 11.01 ppg, 3.57 yld., with 4% Thrifty-Lite, 3% NaCl, and 3 pps. CSE. Followed with 1300 sx. 50/50 POZ at 14.13 ppg., 1.30 yld., with 1% gel, 2 pps CSE, 0.6% CF-2, 0.25% TF-4, 0.25 pps Cello-Seal, 2 pps Hi-Seal3. Followed with 100 sx. Class'G' neat cement at 15.8 ppg. No Circ
- Drilled cement out of 7" casing from 5555'-8397'. Pressure tested casing to 2000 psi. O.K.
- Drilled float collar and cement 8397'-8442'. Ran logs with Schlumberger CBL and CET 8426'-100' under 2000 psi pressure.
- Drilled float shoe and new formation 8458'-8463'. Performed leak-off test on 11/12/91 to 10.6 ppg EMW. No leak-off.
- Drilled 6 1/4" hole with 9.5 ppg brine water from 8463' to 9046' by 11/17/91.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

EXPIRES JANUARY 1, 1985
LEASE RENOVATION AND SERIAL
14-20-H62-2389

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT" for such proposals.)

1. WELL TYPE OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <input type="checkbox"/>		7. LEASE AGREEMENT NAME
2. NAME OF OPERATOR Pennzoil Exploration and Production Company		8. FARM OR LEASE NAME Smith
3. ADDRESS OF OPERATOR P.O. Box 290; Neola, Utah 84053		9. WELL NO. 2-7C5
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1538' FSL and 1349' FWL (NE SW)		10. FIELD AND POOL, OR WILDCAT Altamont-Wasatch
14. PERMIT NO. API 43 013 31327		11. SEC. T., R., M., OR BLE. AND SUBVY OR AREA Sec. 7, T3S, R5W
15. ELEVATIONS (Show whether OP, RT, CR, etc.) 6042' (GL)		12. COUNTY OR PARISH; 13. STATE Duchesne Utah

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Monthly Drilling Operations</u> <input checked="" type="checkbox"/>	
(Other) <input type="checkbox"/>			

(NOTE: Report periods of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

--- SEE ATTACHED "REPORT OF DRILLING OPERATIONS" ---

Third and Final Report for Period 11/18/91 thru 12/11/91

TIGHT HOLE
RECEIVED
DEC 13 1991

DIVISION OF
OIL GAS & MINING

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

SIGNED DA Lambert TITLE Petroleum Engineer DATE 12/12/91

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:

SMITH 2-7C5

MONTHLY REPORT OF DRILLING OPERATIONS

THIRD AND FINAL REPORT FOR PERIOD 11/18/91 THRU 12/11/91

- Continue drilling 6 1/4" hole @ 9046' on 11/18/91.
- Drilled to 9632' by 11/24/91 with 10 ppg. brine water. Lost total 2269 bbls. drilling fluid 8448'-9632'. Mudded up with 10.4 ppg. fresh water mud on 11/25/91 at 9632'.
- Well kicked at 9870' on 11/27/91. Increase mud weight from 10.2 ppg. to 10.8 ppg. to kill well. Lost circ. while circ. kill wt. mud. Lost approx. 630 bbls.
- Oil and gas increase in returns at 10,291'. Increased mud wt. from 11.1 ppg. to 11.3 ppg.
- TD,d at 11,200' on 12/4/91 with final mud wt. 11.5 ppg. Lost total 730 bbls. fresh water mud 9632'-11,200'.
- Ran open hole logs with Schlumberger on 12/5/91:
 - Phasor Induction Log: 11,198'-8432'
 - Caliper Log: 11,198'-8432'
 - Gamma Ray: 11,198'-8100'
 - Casing Inspection: 8448'- 100'
- Ran and set 5" 18# N-80 liner 7837' to 11,027'. Set liner 173' off bottom due to trouble releasing from liner hanger.
- Cemented 5" liner with 446 sx. 50/50 Poz-Mix'G'(14.85 ppg., 1.24 yld.) with 2% gel, 18% NaCl, 0.85% CF-18, 0.25% CF-2, and 0.1% WR-15 Western Company additives. Final displacement 3.5 BPM @ 2100 psi. Bumped plug at 9:22 PM 12/6/91 with 2450 psi. Good returns throughout job.
- Left 10.0 ppg. brine water in hole. Left parts of liner hanger setting tool in hole on TOL.
- RD BOP stack. NU completion BOP.
- Release Norton Rig # 10 drilling 5:00 PM 12/11/91.

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

(See other In-
structions on
reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

14-20-H62-2389

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

Smith

8. FARM OR LEASE NAME

Smith

9. WELL NO.

2-7C5

10. FIELD AND POOL, OR WILDCAT

Altamont-Wasatch

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

Section 7, T3S-R5W

12. COUNTY OR PARISH

Duchesne

13. STATE

Utah

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

RECEIVED
JUL 27 1992
DIVISION OF OIL GAS & MINING

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other

2. NAME OF OPERATOR
Pennzoil Exploration and Production Company

3. ADDRESS OF OPERATOR
P.O. Box 2967, Houston, Texas 77252-2967

4. LOCATION OF WELL (Report location clearly and in accordance with any State laws)
At surface 1538' FSL and 1349' FWL (NESW)

At top prod. interval reported below

At total depth

14. PERMIT NO. 43-013-31327-00
DATE ISSUED 7/31/91

15. DATE SPUDDED 9/17/91
16. DATE T.D. REACHED 12/4/91
17. DATE COMPL. (Ready to prod.) 1/15/92
18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 6061KB, 6060DF, 6042GL
19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD 11,200'
21. PLUG, BACK T.D., MD & TVD 11,018'
22. IF MULTIPLE COMPL., HOW MANY*
23. INTERVALS DRILLED BY
ROTARY TOOLS XX
CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
Top perf 9048', Bottom perf 11,004'
25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN
Sonic, Caliper, Comp. Neutron, Phasor Ind. CEMENT EVALUATION, MVD LOG
Boehndle PROFILE LOG, SPECTROMETRY 1-23-92
27. WAS WELL CORED No

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
10.75"	40.5#	1518'	13.5"	690 SXS	
7"	26#	8448'	9.875"	2625 SXS	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)
5"	7837'	11,027'	446 SXS	

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number)
See Attached

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.
DEPTH INTERVAL (MD) AMOUNT AND KIND OF MATERIAL USED
See Attached

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)					
1/8/92	Flowing	Producing					
DATE OF TEST	HOURS TESTED	CHOKES SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
1/15/92	24	22/64"	→	651	NM	168	-
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
1350	0 psi	→	651	NM	168	42	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
Sold
TEST WITNESSED BY Don Lankford

35. LIST OF ATTACHMENTS
Completion Reports

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED D. J. [Signature] TITLE Petroleum Engineer DATE 7/20/92

*(See Instructions and Spaces for Additional Data on Reverse Side)

37. SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):

38.

GEOLOGIC MARKERS

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP	
					MEAS. DEPTH	TRUE VERT. DEPTH
Green River	1757'					
GR-MB	5625'					
GR-H	6868'					

Smith #2-7C5

DEV - Duchesne County, Utah - Bluebell/Altamont - Section 7, T3S, R5W
- PEPCO - PZL W.I. 1.00000 - TD 11,200 - AFE #07016171 - AFE Cost \$
COMPLETION

12/17/91 CTD \$1,280,722 Road Service Unit to location and rig up Service Unit. RU floor. Hook up pump lines. Unload and talley 2 7/8" 8rd pipe. PU and RIH w/ 2.468 grapple -8 4 1/4" OD shoe & bumper sub + x.o. x hydraulic jars + x.o. & 6 - 3 1/8" spiral drill collars + x.o. + P/U and RIH with 85 jts 2 7/8" N-80 8rd 6.50# tbg. SDFN.

12/18/91 CTD \$1,288,293 Well STP 13 hrs - 0 psi. PU and RIH w/ 158 jts 2 7/8" N-80 8rd 6.5# tbg + 23' to 7842'. Latched into fish. Circulate well for 3 1/2 hrs pmpg down csg. Jarred on fish while circulating pulling 15,000 over string wt. setting off jars. Was able to see a little bit of movement first two times we jarred and then none after that. PU P.S. NU SH. Pump down tbg and drill on fish w/ 1,000 down on fish. Was able to drill down 1' in 20 min. then none after that in 20 min. Jar on fish pulling 10,000 over. Was able to jar fish up 1 1/2' then none after that. Set back down on fish 1 1/2' higher than when we quit drilling. Circulate bottoms up pmpg down tbg. Pump 5 bbls diesel down tbg and follow w/ 42 bbls 10# brine water. Spot diesel around fish. SDFN.

12/19/91 CTD \$1,293,270 Well SIP 11.5 hrs - 0 psi. Drill on and work fish free. Circulate bottoms up. LD P.S. ND S.H. POOH w/ 243 jts 2 7/8" N-80 Nulock tbg + x.o. 6 - 3 1/8" drill collars x.o. Jars bumper sub top sub - pkr milling tool and fish. Had a piece of metal wedged in shoe above fish. LD fishing tools. RU and RIH w/ 4 1/8" rock bit x.o. 6 - 3 1/8" spiral drill collars x.o.s. + PU and RIH w/ and talley 65 jts 2 7/8" N-80 Nulock slim hole tbg. SDFN.

Smith #2-7C5

DEV - Duchesne County, Utah - Bluebell/Altamont - Section 7, T3S, R5W
- PEPCO - PZL W.I. 1.00000 - TD 11,200 - AFE #07016171 - AFE Cost \$
COMPLETION

- 12/23/91 CTD \$1,312,084 Well SIP 13 1/2 hrs 0 psi. RIH w/ 88 jts 2 7/8" N-80 Nulock slim hole tbg x.o. 236 jts 2 7/8" N-80 8rd tbg. PU p.s. NU S.H. drill on 2 7/8" collar and down threw cement 16' + 4 jts 2 7/8" N-80 8rd tbg to 10,986'. Tagged float collar. Drill on collar. Circulate bottom up. POOH w/ 4 jts 2 7/8" tbg. SDFN. (Drilled on float collar for 2 hrs - made 1'.
- 12/24/91 CTD \$1,314,903 Well SIP 13 hrs - 0 psi. RIH w/ 4 jts 2 7/8" N-80 8rd tbg. PU P.S. Finish drilling through float collar at 10986' and through cement with 1 jt 2 7/8" N-80 8rd tbg to 11018' tbg measurement. Displace well with 340 bbls clean filtered Wasatch formation water. Haul 10# brine water circulated out of well to David Smith. Clean out flat tank. DL P.S. ND S.H. POOH and LD 108 jts 2 7/8" N-80 8rd tbg. SDFN.
- 12/25/91 CTD \$1,314,903 Shut in for holiday.
- 12/26/91 CTD \$1,324,399 Well SIP 38 hrs - 0 psi. POOH and LD 140 jts 2 7/8" N-80 6.5# 8rd tbg x.o. 108 jts 2 7/8" N-80 6.5# slim hole Nulock tbg x.o's - 6 - 3 1/8" drill collars - 4" mill. RU Halliburton Logging Service. Fill pump and lines with diesel and hold 2,000 psi on csg while running Pulse Echo Log from 11,002' to 7,800 top of liner. Pack off head kept leaking off and had to keep filling csg with diesel to keep from freezing off. RD Halliburton. SDFN.
- 12/27/91 CTD \$1,328,095 Well SIP 14 hrs - 0 psi. RU Mercury W.L. RIH on W.L. and set Guiberson 7" 26# -35# G Magnum pkr with top at 7774' - POOH and RD Mercury. RU Four Star. PU and RIH with and test 3 1/2" seal assembly 3 1/2" PSN 3 1/2" 8rd to 3 1/2" H-D Lock x.o. 28 jts 3 1/2" H-D Lockit 10.2# tbg. SDFN.
- 12/28/91 CTD \$1,330,413 Well SIP 13 1/2 hrs - 0 psi. RIH and hydrotest 209 jts 3 1/2" 10.2# H-D Lockit tbg to 9,000 psi. RIH w/ 4 more jts 3 1/2" H-D Lockit tbg - then pull them back out to lower water level in csg and tbg. SDFN.

COMPLETION

1/04/92

CTD \$1,389,068 Perforate within Stage II gross interval 9048-10,991 - will detail perfs when job complete.

1/05/92

CTD \$1,479,509 Finished perforating within gross interval 9048-10,996 - 136 intervals - 1948' - 2 shots/foot - 0 degree. Phasing 1512 shots with 2 1/2" Power-Pak Jet gun. Had 150# increase in tbg pressure. Perforating at 9451-9516 - tbg pressure 1300# after perforating. Perf detail as follows:

9,048 - 9,054	9,508 - 9,516	10,230 - 10,235
9,057 - 9,059	9,527 - 9,534	10,244 - 10,248
9,052 - 9,056	9,538 - 9,540	10,252 - 10,264
9,070 - 9,072	9,545 - 9,555	10,287 - 10,296
9,076 - 9,084	9,568 - 9,572	10,299 - 10,303
9,088 - 9,094	9,584 - 9,590	10,320 - 10,327
9,096 - 9,099	9,598 - 9,602	10,330 - 10,345
9,101 - 9,107	9,524 - 9,529	10,368 - 10,371
9,111 - 9,113	9,648 - 9,654	10,374 - 10,376
9,120 - 9,129	9,657 - 9,661	10,386 - 10,389
9,136 - 9,138	9,674 - 9,682	10,397 - 10,408
9,142 - 9,146	9,689 - 9,691	10,419 - 10,422
9,150 - 9,154	9,694 - 9,696	10,424 - 10,427
9,158 - 9,163	9,698 - 9,716	10,431 - 10,434
9,169 - 9,173	9,720 - 9,724	10,438 - 10,442
9,176 - 9,182	9,764 - 9,768	10,446 - 10,448
9,194 - 9,196	9,788 - 9,793	10,462 - 10,464
9,199 - 9,202	9,810 - 9,820	10,472 - 10,477
9,206 - 9,216	9,826 - 9,836	10,479 - 10,482
9,218 - 9,228	9,830 - 9,834	10,496 - 10,501
9,234 - 9,248	9,860 - 9,871	10,508 - 10,512
9,254 - 9,280	9,875 - 9,877	10,515 - 10,520
9,286 - 9,292	9,879 - 9,881	10,532 - 10,537
9,302 - 9,304	9,890 - 9,898	10,543 - 10,545
9,318 - 9,325	9,919 - 9,930	10,547 - 10,550
9,328 - 9,332	9,935 - 9,937	10,573 - 10,580
9,334 - 9,347	9,940 - 9,946	10,589 - 10,592
9,356 - 9,359	9,958 - 9,964	10,604 - 10,606
9,366 - 9,376	9,968 - 9,971	10,618 - 10,622
9,384 - 9,391	9,974 - 9,979	10,531 - 10,535
9,394 - 9,402	9,996 - 10,002	10,652 - 10,657
9,413 - 9,416	10,030 - 10,034	10,664 - 10,676
9,425 - 9,434	10,062 - 10,067	10,688 - 10,692
9,437 - 9,444	10,092 - 10,104	10,703 - 10,706
9,451 - 9,456	10,116 - 10,118	10,722 - 10,724
9,458 - 9,461	10,124 - 10,130	10,748 - 10,758
9,463 - 9,465	10,134 - 10,138	10,761 - 10,764
9,469 - 9,472	10,142 - 10,150	10,772 - 10,776
9,480 - 9,485	10,153 - 10,155	10,790 - 10,794
9,487 - 9,494	10,163 - 10,167	10,822 - 10,830
9,498 - 9,504	10,180 - 10,188	10,839 - 10,842
	10,194 - 10,197	10,844 - 10,846

10,210 -10,213	10,877 - 884
10,219 -10,223	10,904 - 10,911
	10,914 - 10,918
	10,920 - 10,924
	10,927 - 10,930
	10,944 - 10,948
	10,954 - 10,957
	10,964 - 10,979
	11,002 - 11,008

1/06/92

CTD \$1,579,316 Well SIP 28 hrs - 1350 psi. RU Western.
 Tested lines to 10,000#. Acidize Wasatch perms from
 9040-10996 with 100,000 gal 15% HCL Acid and following
 additives:

1 gal/1000 gal acidgel LT
 .05 gal/1000 gal clay Master-5
 2 gal/1000 gal Nine-40
 8 gal/1000 gal Citric acid liquid
 5 gal/1000 gal/T 21
 10 gal/1000 gal I-22
 .7/1000 gal Scandiam Isotope (1st 50,000 gal)
 .7/1000 gal Iridiom Isotope (2nd 50,000 gal)
 1,000 gal scale inhibitor
 Draped diverter + ball in 4 stages - consisting of
 3,000 RCN
 7/8" SG 1.3 ball sealers + 2400# west block 3x + 2400#
 Wax Bead LT pumped block stages after 20,000 - 40,000
 60,000 + 80,000 gal acid flushed to bottom perf with
 4200 gal 2%

KCL Avg Treating Rate 26 Bbls/min
 at 9000# Max. Treating Rate 29 Bbls/min 10,000#
 ISIP - 1700 5 min 1400 10 min 10% 15 min 920
 Total Fluid to Recover 2452 bbls - RD Western SIP 25
 psi

Flow well 1 hr - Recovered 3 bbls water - RU swab -
 Make 2 swab

runs. Fluid level surface pulled from 1200' then
 flowed level
 800' Pulled from 2,000' started to flow - recovered 18
 bbls water
 Started flow well back - 3:00 p.m. - recovered 510 bbls
 fluid -
 mostly water - lot of gas and some oil - in 14 hrs
 Tubing pressure when started flowing at 250 psi and
 after 14 hrs
 at 1250psi. P.H. at 5 - Choke set on 22/64th - adj at
 6:00 p.m. - flowing mostly oil - unable to get good
 gauge on tank due to gas.
 Recovered 510 bbls fluid - 1942 bbls load to recover.

12/29/91

CTD \$1,339,888 Well SIP 13 hrs - 0 psi. PU RIH and hydro test 16 jts 3 1/2" H. D. Lockit tbg to 9,000 psi. Sting into pkr and space out. LD 1 jt 3 1/2" tbg. RIH with and hydro test 1 - 10' 1 - 8' 1 - 6' 3 1/2" H-D Lock Subs + 15+ 3 1/2" H-D Lockit tbg x.o. & tbg hanger. Held pressure o:k. No leaks. Pressure test csg to 2,000 psi. Bled back 12.5 psi in 15 min. Sting into pkr and pressure test pkr to 2,000 psi. Bled back 25 psi in 15 min. Land 3 1/2" tbg with 25,000 compression stung into pkr at 7774'. RD floor. ND BOP's. NU wellhead. RU OWP to perforate. W.S.I. pressure tested tree to 5,000 psi. Held o:k. OWP perf 5" liner w/ 2 1/2" RIT perf gun by attached list of perfs. Depth control log: Very Enhanced Phaser Induction (Schlumberger 12/4/91) Had no pressure after 1st perf run had 100# after 2nd perf run. RD OWP. Had 1,000# SITP. Shut well in. SDFN.

12/30/91

CTD \$1,386,876 SI WO Western Co. to acidize.

12/31/91

CTD \$1,386,876 SI WO Western Co. to acidize.

1/01/92

CTD \$1,386,876 SI for Holiday.

1/02/92

CTD \$1,386,876 RU Western Co. to acidize Wasatch perfs 9050'-11004' with 20,000 gal. 15% HCl with standard Pennzoil prescribed additives, and 120 1.3 S.G. ball savers. Much trouble installing tree saver. Pressure and hold 2000 psi on annulus. Caught pressure immediately. Stabilized at 22 BPM at 8600 psi. Dropped ball sealers in 3 - 40 ball slugs each at 5000 gal. gone, 10,000 gal. gone, and 15,000 gal. gone. Saw excellent diversion. Flushed with 122 bbl 2% KCL water. Followed with 36 bbl diesel fuel. ISIP: 2200 psi. 15 min SIP: 1700 psi. 90 min SIP: 900 psi. Average treating rate 16 BPM at 9000 psi. Balled off completely with 30 bbl flush gone. RD Western Co. SDFN.

1/07/92

CTD \$1,573,999 Flow well back from 5:00 a.m. to 12:00 p.m. Flowing to frac tank on 22/64 adjustable choke. 7 hrs recovered 198 bbls fluid - mostly oil - lot of gas. P.H. at 6. Shut well in for 3 hrs. Hooked up flowline to tank battery. Work on treater and boiler. Start to flow well to battery at 3:00 p.m. Choke 22/64. Tbg pressure - 1250 psi. Recovered 516 bbls oil and 123 bbls water in 14 more hrs. Total bbls oil - 714 and 123 total bbls water flowed back in 21 hrs. 1819 bbls water left to recover gas rate at 5:00 a.m. 208 MCF through sales line - gas venting through tank also.

1/08/92

CTD \$1,583,898 Total 1570 perfs. Flow well back from 5:00 a.m. to 9:00 a.m. 4 hrs choke set on 22 tbg pressure - 1150 psi. Recovered 88 bbls oil and 30 bbls water - 1789 bbls water left to recover. Prep to move rig off location.

1/09/92

CTD \$1,601,260 Perfs - Total 1570 - PU tbg equipment. RD Service Unit. PU pump lines. Road service unit to yard. Ran paraffin cutter in 3 1/2" tbg. RU Mercury wire line service. Attempted to run production log tools. Failed. Unable to get complete log - will rerun log when tools are repaired. 6:00 a.m. production - FTP 1400# - oil - 648 bbls - water 143. Gas - approx. 260 MCF. FINAL REPORT.

		7" 26# Casing	
1.	19.00	K.B.	
2.	.85	Hanger	2.92
3.	.45	x-o 3 1/2 8rd Pin-	
		3 1/2 HD Lockit Pin	2.92
4.	29.90	1-Jt 3 1/2 HD Lockit	
		tube	2.92
5.	24.47	1-6.15, 1-8.17 &	
		10.15 3 1/2 HD Lockit	
		Pop-Jts	2.92
6.	7698.25	2.52 Jts 3 1/2 HD	
		Lockit 10.2# N-80	
		tubes	2.92
7.	1.09	from 7769.92 - 7771.01	
		x-o 3 1/2 HD Lockit	
		Box to 3 1/2 8 Rd Pin	2.92
8.	1.09	7771.01 - 7772.10	
		3 1/2 cap type seating	
		nipple	2.785
9.	3.90	7772.10 - 7774.00	
		4.00 x 3.00 type H	
		Latch w/ 1 seal unit	3.00
10.	3.02	7774.00 - 7777.02	
		7" x 4.00" 26-32# G	
		Magnum 10,000#	
		Differential	4.00

5" 18# Liner @ 7818
(BTD @ 11,200')

Smith #2-7C5

DEV - Duchesne County, Utah - Bluebell/Altamont - Section 7, T3S, R5W
- PEPCO - PZL W.I. 1.00000 - TD 11,200 - AFE #07016171 - AFE Cost \$

COMPLETION

1/15/92

CTD \$1,694,086 Perfs Wasatch 9050--11,004' (12/29/91)
Wasatch 9048-10,997' (1/2/92) - Perfs 9048'-11,004' -
Wasatch. Resume from last report of 1/11/92. Finish
installation of pmpg unit. Reports discontinued pending
sucker rods installation.

1/16/92

CTD \$1,872,793 Reports discontinued pending further
well work.

Smith #2-7C5

DEV - Duchesne County, Utah - Bluebell/Altamont - Section 7, T3S, R5W
- PEPCO - PZL W.I. 1.00000 - TD 11,200 - AFE #07016171 - AFE Cost \$
COMPLETION

1/22/92

CTD \$1,876,278 Perfs 9,048-10,991-1,984' HLS ran
tracer log from 10,998'-8,850'. HLS will deliver logs
to Neola office @ 7:00 a.m. Thursday morning, 1/23/92.

Smith #2-7C5

DEV - Duchesne County, Utah - Bluebell/Altamont - Section 7, T3S, R5W
- PEPCO - PZL W.I. 1.00000 - TD 11,200 - AFE #07016171 - \$2,028,000
5/29/92

CTD \$1,881,158 Road Service Unit to location and RU.
Lay pump lines. Pump 50 bbls Wasatch formation water
down 3 1/2" tbg. ND wellhead. NU BOP's. RU floor. PU on
3 1/2" tbg and release. Remove hanger. Pump 100 bbls
180 deg Wasatch formation water down 3 1/2" tbg. POOH
with and LD x.o. 1 jt 3 1/2" H-D Lockit tbg - 1 - 6', 1
- 8', 1 - 10', 3 1/2" H-D Lockit subs. POOH and LD 30
jts 3 1/2" H-D Lockit tbg. Tbg started to have wax
coating inside. Pump 30 bbls 140 deg Wasatch formation
water down 3 1/2" tbg. POOH with 1 more jt 3 1/2" tbg.
Still had wax coating inside. Pump 10 bbls hot diesel
down 3 1/2" tbg with hot oiler and follow with 70 bbls
250 deg Wasatch formation water. POOH and LD 44 jts 3
1/2" H-D Lockit tbg. SDFN.

5/30/92

CTD \$1,884,244 Well SITP - 10 hrs - 600 psi. Blow well
down. Pump 50 bbls Wasatch Formation water down 3 1/2"
tbg and 50 bbls down 7" csg. POOH and LD 177 jts 3 1/2"
H-D Lockit tbg x.o. 3 1/2" PSN. Seal nipple with latch.
Move 3 1/2" tbg over to seals and 2 7/8" 8RD tbg back
on pipe racks. Change over to 2 7/8" tbg equipment. PU
and RIH with Guiberson Type H Latch with seal unit and
no seals - 3 1/2" 8RD to 2 7/8" 8RD x.o. - 1 perf jt -
2 7/8" 8RD tbg - 2 7/8" PSN with bottom welded closed -
2 jts 2 7/8" N-80 8RD 6.5# tbg - 1 perf jt 2 7/8" 8RD
tbg - 2 7/8" nipple with 2" to 1" swedge inside and 40'
of 1" pipe. 1 jt 2 7/8" N-80 8RD tbg - 2 7/8" PSN - 16
jts 2 7/8" N-80 8RD tbg - 2 7/8" side pocket adapter -
5 3/4" OD - 27 jts 2 7/8" N-80 8RD 6.5# tbg to 1,442'.
SDFN. (Note: 350 bbls water pmpd in well to date.)

5/31/92

CTD \$1,894,693 Well SITP - 12 hrs - 700 psi. Blow well
down. Started to blow oil out of tbg and csg. Pump 50
BFW down tbg and 50 BFW down csg to kill well. PU - RIH
and drift 199 jts 2 7/8" N-80 8RD tbg. Sting into pkr.
Space out. POOH and LD 1 jt 2 7/8" 8RD tbg. PU - RIH
and drift 2 - 6' 1 - 4' 2 7/8" N-80 8RD tbg subs - 1 jt
2 7/8" N-80 8RD tbg. Sting into pkr. ND BOP's. Make up
hanger on tbg. NU BOP's. Landed 2 7/8" tbg with 25,000#
tension - pulled sting into pkr at 7,774'. Change over
to 1.900 tbg equipment. PU and RIH with 1.900 10RD
stinger and 38 jts 1.900 10RD tbg. SDFN. (Total bbls
water pmpd in well to date - 450 bbls.)

6/01/92

CTD \$1,909,319 Well SITP - 11 1/2 hrs - 750 psi. Blow well down 1 hr 15 min. Pump 100 BFW down to kill well. PU and RIH with 184 jts 1.900 10RD tbg. Sting into side pocket adapter. Space out - RIH with 1 - 10', 1 - 8', 1 - 7' 1.900 10RD subs. 1.900 10RD to 2 3/8" 8RD x.o. Make up hanger on tbg - land 1.900 tbg with space compression. Stung into side pocket adapter at 7,104'. RD floor. ND BOP's. Make up well head spool and valves. Hot oiler flushed 1.900 tbg with 35 bbls 220' formation water and 2 7/8" tbg with 100 bbls 220 deg formation water. Delsco RIH on W.L. and set standing valve in PSN. Fill tbg strings 40 bbls Wasatch formation water. Pressure test both tbg strings to 7,000 PSI. Held O:K for 10 minutes. Delsco RIH and fished standing valve - changed over to rod equipment. SDFN. (Total bbls water pmpd in well to date - 700 bbls)

2 7/8" Tbg Detail - 6/01/92

K.B.	19.00
Hanger 2 7/8" Hydril Top & 2 7/8" 8RD Bottom	.81
1 Jt 2 7/8" N-80 8RD 6.5# Tbg	30.30
1 - 2 7/8" N-80 8RD 6.5# Tbg Sub	4.22
1 - 2 7/8" N-80 8RD 6.5# Tbg Sub	6.13
1 - 2 7/8" N-80 8RD 6.5# Tbg Sub	6.06
225 Jts 2 7/8" N-80 8RD 6.5# Tbg	7,035.29
2 7/8" 8RD Side Pocket Adapter	4.17
16 Jts 2 7/8" N-80 8RD 6.5# Tbg	502.65
2 7/8" 8RD PSN	1.10
1 Jt 2 7/8" N-80 8RD 6.5# Tbg	30.68
2 7/8" 8RD Nipple with 2" to 1" Swedge inside & 40' 1" pipe	.90
1 2 7/8" 8RD Perforated Joint	31.60
2 Jts 2 7/8" N-80 8RD 6.5# Tbg	63.19
2 7/8" 8RD PSN with Bottom Welded Closed	1.10
1 Jt 2 7/8" 8RD Perforated Tbg	31.68
2 7/8" 8RD to 3 1/2" 8RD x.o.	.62
Guiberson Latch Type Seal Assembly	1.50
Stretch with 25,000 Tension Pulled	3.00
Stung into Pkr at	7,774.00

1.900 Tbg Detail

K.B.	19.00
Hanger 2 3/8" Hydril Top & 2 3/8" 8RD Bottom	.81
1 - 1.900 10RD Sub	1.97
1 - 1.900 10RD Sub	7.98
1 - 1.900 10RD Sub	9.99
223 Jts 1.900 10RD Tbg	7,066.72
1.900 10RD Stinger	1.34
Compression with 5,000 Down	3.50
Stung into Side Pocket Adapter at	7,104.31

6/02/92

CTD \$1,926,127 Well SITP 11 1/2 hrs - 825 psi. Blow well down. PU and test rod pump. Pmpd O:K. RIH with 2 1/2" x 1314 x 24 x 26 x 28 RHBC rod pump. Maximum stroke 247" 18 - 1" rods, 105 - 3/4" rods, 91 - 7/8" rods, 89 - 1" rods, 1 1/2" x 36' polish rod. Space out rods. Fill tbg strings with 40 BFW. Stroke rods with rig and pressure up tbg strings to 1500 psi. Pmpd and held pressure O:K. Hang rods. SDFN.

6/03/92

CTD \$1,943,607 Well SITP - 9 1/2 hrs - 750 psi. Start to blow well down. Turned to oil. Turn to battery. Start pmpg unit and check it out. PU tbg equipment. RD Service Unit. Start pmpg unit and move off.

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

6. Lease designation and Serial Number
7. Indian Allottee or Tribe Name
8. Unit or Communitization Agreement
9. Well Name and Number Smith 2-7C5
10. API Well Number 43-013-31327-00
11. Field and Pool, or Wildcat Altamont

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill new wells, deepen existing well, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT for such proposals

1. Type of Well
 Oil Well Gas well Other (specify)

2. Name of Operator
Pennzoil Company

3. Address of Operator
P.O. Box 10 Roosevelt, UT 84066

4. Telephone
801-722-5128

5. Location of Well
 Footage : 1358' FSL and 1349' FWL County : Duchesne
 QQ, Sec, T., R., M. : Section 7, T3S, R5W State : Utah

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

NOTICE OF INTENT
(Submit in Duplicate)

<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Other _____	

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Fracture Treat	<input checked="" type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Other _____	

Date of Work Completion 26-Sep-94

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

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

6/1/94 to 6/10/94 Installed sub pump with "Y" tool. The "Y" tool is a device which allows the well to be pumped and production logged at the same time. Logging tools would not pass through "Y" tool.

6/20/94 to 6/25/94 Installed rod pump with "Y" tool.

6/30/94 Ran production log.

7/25/94 to 7/30/94 Installed straddle packers at 9080' and 9182' in an attempt to reduce water.

8/29/94 Ran second production log through "Y" tool.

9/19/94 to 9/26/94 Repositioned straddle packers at 9080' and 9305' in a second attempt to reduce water. Also removed "Y" tool, lowered rod pump 1425' and raised sidetrack from 7500' to 5500'.

Estimated Final Cost (100% basis) - \$126,000

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

Name & Signature Jess Dullnig Title Petroleum Engineer Date 2-Oct-95

(State Use Only)

6/1-6/30/94 tax credit 5/25/95 (2 forms)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

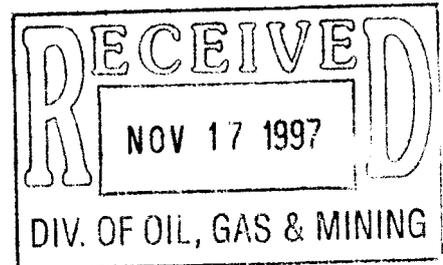
SUBMIT IN TRIPLICATE

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas well <input type="checkbox"/> Other	5. Lease Designation and Serial No. Fee
2. Name of Operator Pennzoil Company	6. If Indian, Allottee or Tribe Name
3. Address and Telephone No. P.O. Drawer 10 Roosevelt, UT 84066 (801) 722-5128	7. If unit or CA, Agreement Designation 14 20 H62 2389
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1538 1358' FSL & 1349' FWL of Section 7, T3S, R5W	8. Well Name and No. Smith 2-7C5
	9. API Well No. 43-013-31327-00
	10. Field and Pool, or Exploratory Area Altamont
	11. County or Parish, State Duchesne

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA													
TYPE OF SUBMISSION	TYPE OF ACTION												
<input checked="" type="checkbox"/> Notice of Intent <input type="checkbox"/> Subsequent Report <input type="checkbox"/> Final Abandonment Notice	<table style="width:100%;"> <tr> <td><input type="checkbox"/> Abandonment</td> <td><input type="checkbox"/> Change of Plans</td> </tr> <tr> <td><input checked="" type="checkbox"/> Recompletion</td> <td><input type="checkbox"/> New Construction</td> </tr> <tr> <td><input type="checkbox"/> Plugging Back</td> <td><input type="checkbox"/> Non-Routine Fracturing</td> </tr> <tr> <td><input type="checkbox"/> Casing repair</td> <td><input type="checkbox"/> Water Shut-off</td> </tr> <tr> <td><input type="checkbox"/> Altering Casing</td> <td><input type="checkbox"/> Conversion to Injection</td> </tr> <tr> <td><input type="checkbox"/> Other _____</td> <td><input type="checkbox"/> Dispose Water</td> </tr> </table> <p style="font-size: small;">(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)</p>	<input type="checkbox"/> Abandonment	<input type="checkbox"/> Change of Plans	<input checked="" type="checkbox"/> Recompletion	<input type="checkbox"/> New Construction	<input type="checkbox"/> Plugging Back	<input type="checkbox"/> Non-Routine Fracturing	<input type="checkbox"/> Casing repair	<input type="checkbox"/> Water Shut-off	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Other _____	<input type="checkbox"/> Dispose Water
<input type="checkbox"/> Abandonment	<input type="checkbox"/> Change of Plans												
<input checked="" type="checkbox"/> Recompletion	<input type="checkbox"/> New Construction												
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<input type="checkbox"/> Casing repair	<input type="checkbox"/> Water Shut-off												
<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Conversion to Injection												
<input type="checkbox"/> Other _____	<input type="checkbox"/> Dispose Water												

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

Pennzoil plans to plug back existing Wasatch perms 9048-11,004' and recomplete in the Upper Green River from 5446' to 5470'. Work should commence by the end of November 1997.



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

Signed <u>Jess Dullnig</u> <i>Jess Dullnig</i>	Title <u>Senior Petroleum Engineer</u>	Date <u>14-Nov-97</u>
(This space of Federal or State office use.)		
Approved by <u>John R. Bayn</u> <i>John R. Bayn</i>	Title <u>Associate Director</u> <i>Utah DOGM</i>	Date <u>11/19/97</u>

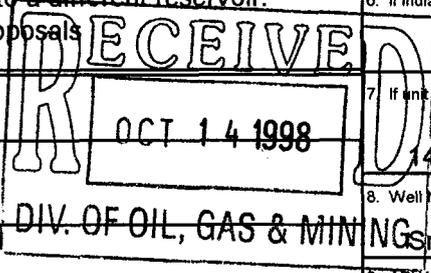
Conditions of approval, if any:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE



1. Type of Well
 Oil Well Gas well Other

2. Name of Operator
Pennzoil Company

3. Address and Telephone No.
P.O. Drawer 10 Roosevelt, UT 84066 (801) 722-5128

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
^{1.538'}
1358' FSL & 1349' FWL of Section 7, T3S, R5W

5. Lease Designation and Serial No.
Fee

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation
14 20 H62 2389

8. Well Name and No.
Smith 2-7C5

9. APT Well No.
43-013-31327-00

10. Field and Pool, or Exploratory Area
Aitamont

11. County or Parish, State
Duchesne

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

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input checked="" type="checkbox"/> Subsequent Report	<input checked="" type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing repair
	<input type="checkbox"/> Altering Casing
	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

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

A summary of the Upper Green River gas recompletion follows:

- 12/18/97 Removed straddle packers at 9080' and 9305' (see 9-25-94).
- 12/22/97 Set 5" CIBP at 8346' and capped same with 50' cmt. Set 7" CIBP at 5592' and dumped 10' of cmt on top. Tested casing to 1000 psi for 30 minutes, held OK.
- 12/30/97 Perforated U. Green River from 5446' to 5456' (10', 40 holes).
- 1/2/98 Acidized 5446-5456' with 2500 g 15% HCL.
- 5/12/98 Remove pkr at 5180' and tested all casing above 5400' to 1500 psi for 10 minutes, held OK.
- 5/13/98 Perf 5456-5470' (14', 56 holes).
- 5/15/98 Acidized old and new UGR perms 5446-5470' with 500 xylene and 5000 g 15% HCL.
- 5/21/98 With well flowing 600-800 bwpd with no oil and very little gas, ran production log. Found water channeling behind pipe from 5505-15 up to perms 5446-5470'.
- 6/28/98 Perforated squeeze holes at 5500-5504'. Set cement retainer at 5490'
- 6/30/98 Cement squeezed perforations 5500-5504' while pumping into production perforations at 5446-5470'.
- 7/8/98 Finished installing rod pumping equipment to lift water and enhance gas production.

14. I hereby certify that the foregoing is true and correct.
 Signed Jess Dullnig *Jess Dullnig* Title Senior Petroleum Engineer Date 12-Oct-98

(This space of Federal or State office use.)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

RECEIVED

FEB 17 2000

DIVISION OF
OIL, GAS AND MINING

FEB 16 2000

In Reply Refer To:
3106
U-0575A et al
(UT-932)

NOTICE

Devon Energy Production Company L.P.	:	Oil and Gas
20 North Broadway, Suite 1500	:	U-0575A et al
Oklahoma City, Oklahoma 73102-8260	:	

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of Devon Energy Corporation (Nevada) and PennzEnergy Exploration and Production Company, L.L.C. into Devon Energy Production Company, L.P. with that company being the surviving entity.

The oil and gas lease files listed on the enclosed exhibit have been noted as to the merger. The exhibit was compiled from your list of leases, and a list of leases obtained from our computer system. We have not attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interests. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the merger 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.

PennzEnergy Company assigned 100 percent of the record title interest, in the following leases on the list submitted by Devon Energy Production Company L.P., to Barrett Resources Corporation (Barrett) effective January 1, 2000.

U-0143511
U-0143512

U-4377
U-4378

UTU-67943

Subsequently, Barrett assigned 100 percent of the record title interest to Coastal Oil & Gas Corporation effective February 1, 2000. A copy of this notice is being placed in these files to cover any overriding royalty interest that would be held by the surviving entity.

Lease U-0115614A is held 100 percent by Flying J Oil & Gas. PennzEnergy Company holds 100 percent of the record title interest in lease U-3575. No record title assignment assigning the interest to PennzEnergy Exploration and Production Company, L.L.C. has been filed in this office. A copy of this notice will be placed in the lease files to cover any overriding royalty interest that would be held by the surviving entity.



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:
3100
U-0115615 et al
(UT-932)

MAR 26 1999

NOTICE

PennzEnergy Company : Oil and Gas
P.O. Box 2967 :
Houston, TX 77252-2967 :

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of PennzEnergy Company into Pennzoil Company with PennzEnergy Company being the surviving entity.

For our purposes, the merger is recognized effective December 30, 1998, (Secretary of State's approval date).

The oil and gas lease files and communitization agreement computer files identified on the enclosed exhibit have been noted as to the merger. The exhibit was compiled from a list of leases obtained from our Automated Land and Mineral Record System (ALMRS). We have not abstracted the lease files to determine if the entity affected by the merger holds an interest in the leases identified nor have we attempted to identify leases where the entity is the operator on the ground maintaining no vested record title or operating rights interests. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the 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.

By recognition of the merger, the principal/obligor is automatically changed by operation of law from Pennzoil Company to PennzEnergy Company on Bond No. 8134-90-99 (BLM Bond No. NM2142).

IRENE J. ANDERSON

Irene J. Anderson
Acting Group Leader,
Minerals Adjudication Group

Enclosure
Exhibit

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS 3130, Box 5860, Denver, CO 80217
State of Utah, DOGM, Attn: Kristen Risbeck (Ste. 1210), Box 145801, SLC, UT 84114-5801
Teresa Thompson (UT-931)



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:
3100
U-4377
UTU-66485
(UT-932)

MAR 26 1999

NOTICE

PennzEnergy Exploration and Production L.L.C. : Oil and Gas
P.O. Box 2967 :
Houston, TX 77252-2967 :

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of Pennzoil Exploration and Production Company into PennzEnergy Exploration and Production L.L.C. with PennzEnergy Exploration and Production L.L.C. being the surviving entity.

For our purposes, the merger is recognized effective December 28, 1998, (Secretary of State's approval date).

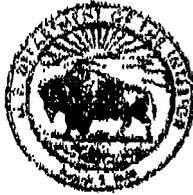
Oil and gas lease files U-4377 and UTU-66485 have been noted as to the merger. The lease file numbers were obtained from a list of leases drawn from our Automated Land and Mineral Record System (ALMRS). We have not abstracted the lease files to determine if the entity affected by the merger holds an interest in the leases identified nor have we attempted to identify leases where the entity is the operator on the ground maintaining no vested record title or operating rights interests. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the 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.

By recognition of the merger, the principal/obligor is automatically changed by operation of law from Pennzoil Exploration and Production Company to PennzEnergy Exploration and Production L.L.C. on Bond No. 8023 29 91 (BLM Bond No. NM0043). The principal/obligor is also automatically changed from Pennzoil Exploration and Production Company to PennzEnergy Exploration and Production L.L.C. on Bond No. 8134-90-99 (BLM Bond No. NM2142).

IRENE J. ANDERSON

Irene J. Anderson
Acting Group Leader,
Minerals Adjudication Group

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS 3130, Box 5860, Denver, CO 80217
State of Utah, DOGM, Attn: Kristen Risbeck (Ste. 1210), Box 145801, SLC, UT 84114-5801
Teresa Thompson (UT-931)



United States Department of the Interior
BUREAU OF INDIAN AFFAIRS

Uintah and Ouray Agency

P. O. Box 130

988 South 7500 East

Fort Duchesne, Utah 84026-0130

Phone: (435) 722-4300

Fax: (435) 722-2323

IN REPLY REFER TO:
Minerals and Mining
Phone: (435) 722-4310
Fax: (435) 722-2809

June 17, 1999

PennEnergy Company
Attn: Michael G. Kirsch
P. O. Box 5519
Vienna, WV 26105-5519

Dear Mr. Kirsch:

This is to notify you that this office has changed all record title interest to reflect the merger and name change of "Pennzoil Company" with and into "PennEnergy Company". The documents submitted to this office were approved by the agency Acting Superintendent on June 11, 1999.

If you have any questions regarding the above, please do not hesitate to contact this office.

Sincerely,

Minerals and Mining
for Superintendent

Devon Energy Production Company, L.P.

FILED

DEC 30 1999

Certificate of Merger

OKLAHOMA SECRETARY
OF STATE

TO: The Oklahoma Secretary of State
101 State Capitol
Oklahoma City, Oklahoma 73105

Devon Energy Production Company, L.P., a limited partnership organized under the laws of the State of Oklahoma, for the purpose of filing a Certificate of Merger pursuant to the provisions of 54 O.S. § 310.1, does hereby execute the following Certificate of Merger:

1. The name and jurisdiction of formation or organization of each of a domestic limited partnership, a foreign corporation and a foreign limited liability company which are to merge are:

<u>Name of Organization</u>	<u>Type of Organization</u>	<u>Jurisdiction of Formation</u>
Devon Energy Production Company, L.P.	Limited Partnership	Oklahoma
Devon Energy Corporation (Nevada)	Corporation	Nevada
PennzEnergy Exploration and Production Company, L.L.C.	Limited Liability Company	Delaware

2. An Agreement of Merger has been approved and executed by the limited partnership, the corporation and the limited liability company which are to merge.

3. The name of the surviving or resulting limited partnership is:

Devon Energy Production Company, L.P.

4. The merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of Oklahoma.

5. The Agreement of Merger is on file at the place of business of the surviving limited partnership at 1500 Mid-America Tower, 20 North Broadway, Oklahoma City, Oklahoma 73102.

6. A copy of the Agreement of Merger shall be furnished by the surviving or resulting limited partnership, upon request and without cost, to any partner of any limited partnership or any person holding an interest in any other business entity which is to merge.

RECEIVED

MAR 13 2000

DIVISION OF
OIL, GAS AND MINING

DATED as of the 30th day of December, 1999.

Devon Energy Management Company, L.L.C.
General Partner

By: J. Larry Nichols
J. Larry Nichols, Manager

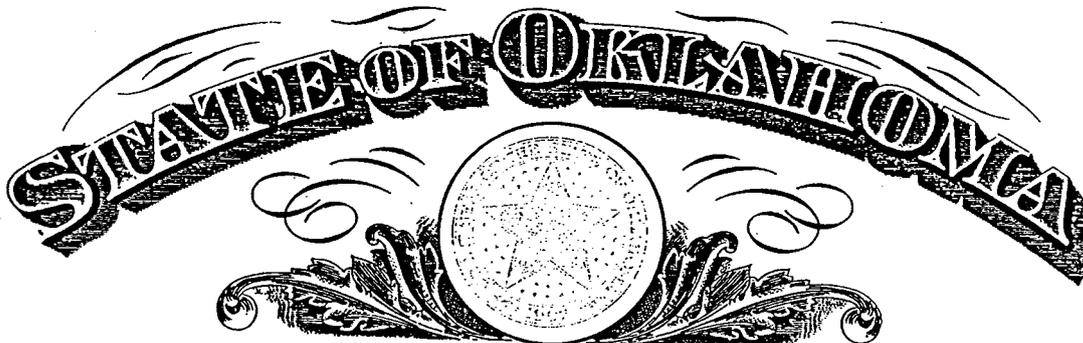
RECEIVED

MAR 13 2000

DIVISION OF
OIL, GAS AND MINING

100-18555077

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF MERGER

WHEREAS,

DEVON ENERGY PRODUCTION COMPANY, L.P.

a limited partnership organized under the laws of the State of OKLAHOMA, has filed in the office of the Secretary of State duly authenticated evidence of a merger whereby said limited partnership is the survivor, as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this Certificate evidencing such merger.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 30TH
day of DECEMBER, 1999.

Mike Hunter

Secretary of State

By:

Beth Deane

APR 20 2000

DEVON ENERGY PRODUCTION COMPANY, L.P.

**DIVISION OF
OIL, GAS AND MINING**

UTAH PROPERTIES

	<u>API NO.</u>	<u>WELL NAME & NO.</u>	<u>LOCATION</u>	<u>COUNTY</u>	<u>FIELD NAME</u>	<u>LEASE NO. / AGREEMENT NO.</u>
1	4301330005	CLYDE MURRAY 1-2A2	SESW-2-1S-2W	DUCHESNE	BLUEBELL	
2	4301330006	STATE 1-10A2	SWNE-10-1S-2W	DUCHESNE	BLUEBELL	
3	4301330009	VIRGIL MECHAM 1-11A2	W/2NE-11-1S-2W	DUCHESNE	BLUEBELL	
4	4301330011	VICTOR C BROWN 1-4A2	NESE-4-1S-2W	DUCHESNE	BLUEBELL	96107
5	4301330017	DOUG BROWN 1-4A2	SENW-4-1S-2W	DUCHESNE	BLUEBELL	
6	4301330030	CHASEL 1-18A1	NWNE-18-1S-1W	DUCHESNE	BLUEBELL	
7	4301330031	OLSEN 1-12A2	SWNE-12-1S-2W	DUCHESNE	BLUEBELL	9628
8	4301330035	BOREN 1-14A2	NWSW-14-1S-2W	DUCHESNE	BLUEBELL	UTU77363
9	4301330042	UTE 2-12A3	NESW-12-1S-3W	DUCHESNE	BLUEBELL	NW498
10	4301330086	L BOREN U 3-15A2	NESW-15-1S-2W	DUCHESNE	BLUEBELL	1420H621576 Terminated 8-3-93
11	4301330099	LAMICQ URRUTY U 3-17A2	NWSE-17-1S-2W	DUCHESNE	BLUEBELL	
12	4301330107	L BOREN U 5-22A2	SWNE-22-1S-2W	DUCHESNE	BLUEBELL	
13	4301330115	L BOREN U 4-23A2	SENW-23-1S-2W	DUCHESNE	BLUEBELL	
14	4301330119	VERL JOHNSON 1-27A2	SWNE-27-1S-2W	DUCHESNE	BLUEBELL	
15	4301330120	TOMLINSON FED 1-25A2	SENW-25-1S-2W	DUCHESNE	BLUEBELL	
16	4301330123	L BOREN U 6-16A2	NWSE-16-1S-2W	DUCHESNE	BLUEBELL	NW537
17	4301330125	UTE 3-18A2	NESW-18-1S-2W	DUCHESNE	BLUEBELL	
18	4301330130	WOODWARD 1-21A2	SWNE-21-1S-2W	DUCHESNE	BLUEBELL	1420H621750
19	4301330133	LAMICQ 1-20A2	SWNE-20-1S-2W	DUCHESNE	BLUEBELL	NW590
20	4301330136	UTE 1-6B3	NWNE-6-2S-3W	DUCHESNE	ALTAMONT	
21	4301330142	SMITH UTE 1-18C5	NWNE-18-3S-5W	DUCHESNE	ALTAMONT	14204621778 / 9651
22	4301330143	MAUREL TAYLOR FEE 1-36A2	NESW-36-1S-2W	DUCHESNE	BLUEBELL	1420H622392
23	4301330200	L ROBERTSON ST. 1-1B2	NESW-1-2S-2W	DUCHESNE	BLUEBELL	
24	4301330212	LAMICQ UTE 1-5B2	NWSE-5-2S-2W	DUCHESNE	BLUEBELL	
25	4301330236	CAMPBELL UTE ST 1-7B1	SENW-7-2S-1W	DUCHESNE	BLUEBELL	1420H621806 / 9683
26	4301330245	SMITH ALBERT 1-8C5	SENE-8-3S-5W	DUCHESNE	BLUEBELL	1420H621970 / 9686
27	4301330294	FRESTON ST 1-8B1	NESW-8-2S-1W	DUCHESNE	ALTAMONT	

APR 20 2000

DEVON ENERGY PRODUCTION COMPANY, L.P.**UTAH PROPERTIES**DIVISION OF
OIL, GAS AND MINING

	<u>API NO.</u>	<u>WELL NAME & NO.</u>	<u>LOCATION</u>	<u>COUNTY</u>	<u>FIELD NAME</u>	<u>LEASE NO. / AGREEMENT NO.</u>
28	4301330297	GEORGE MURRAY 1-16B1	SEW-16-2S-1W	DUCHESNE	BLUEBELL	
29	4301330307	UTE ALLOTTED 1-36Z2	NWSE-36-1N-2W	DUCHESNE	BLUEBELL	1420H621676 / 9C124
30	4301330347	LAMICQ URRUTY U 4-5A2	SEW-5-1S-2W	DUCHESNE	BLUEBELL	
31	4301330359	H G COLTHARP 1-15B1	SEW-15-2S-1W	DUCHESNE	BLUEBELL	
32	4301330369	STATE 3-18A1	NESW-18-1S-1W	DUCHESNE	BLUEBELL	9C142
33	4301330564	D L GALLOWAY 1-14B2	SWNE-14-2S-2W	DUCHESNE	BLUEBELL	
34	4301330807	MARGUERITE 2-8B2	SEW-8-2S-2W	DUCHESNE	BLUEBELL	96102
35	4301330809	LAMICQ 2-6B1	NWSE-6-2S-1W	DUCHESNE	BLUEBELL	
36	4301330821	DILLMAN 2-28A2	SWNE-28-1S-2W	DUCHESNE	BLUEBELL	
37	4301330903	HAMBLIN 2-26A2	SWNE-26-1S-2W	DUCHESNE	BLUEBELL	
38	4301330912	RACHEL JENSEN 2-16C5	NENW-16-3S-5W	DUCHESNE	ALTAMONT	
39	4301330921	ROBERTSON UTE 2-2B2	NENE-2-2S-2W	DUCHESNE	BLUEBELL	9682
40	4301330975	JOHN 2-3B2	NWNE-3-2S-2W	DUCHESNE	BLUEBELL	
41	4301330995	LAMICQ ROBERTSON STATE 2-1B2	SWNE-1-2S-2W	DUCHESNE	BLUEBELL	
42	4301331009	UTE 2-7A2	CNE-7-1S-2W	DUCHESNE	BLUEBELL	1420462811
43	4301331147	HATCH 2-3B1	SEW-3-2S-1W	DUCHESNE	BLUEBELL	
44	4301331151	NORLING 2-9B1	SWSW-9-2S-1W	DUCHESNE	BLUEBELL	
45	4301331184	SHAW 2-27A2	SESW-27-1S-2W	DUCHESNE	BLUEBELL	
46	4301331190	LAMICQ URRUTY 4-17A2	SEW-17-1S-2W	DUCHESNE	BLUEBELL	
47	4301331191	LAMICQ 2-20A2	SESE-20-1S-2W	DUCHESNE	BLUEBELL	
48	4301331192	BOREN 3-11A2	SWSW-11-1S-2W	DUCHESNE	BLUEBELL	96107
49	4301331203	FRESTON 2-8B1	SWNE-8-2S-1W	DUCHESNE	BLUEBELL	
50	4301331215	WISSE 3-35A2	SWSW-35-1S-2W	DUCHESNE	BLUEBELL	
51	4301331231	MECCA 2-8A2	SESE-8-1S-2W	DUCHESNE	BLUEBELL	
52	4301331232	MARK 2-25A2	NWNE-25-1S-2W	DUCHESNE	BLUEBELL	NW537
53	4301331233	DUNCAN 4-12A2	SWNW-12-1S-2W	DUCHESNE	BLUEBELL	UTU77363
54	4301331235	SWYKES 2-21A2	NWNW-21-1S-2W	DUCHESNE	BLUEBELL	NW590

APR 20 2000

DEVON ENERGY PRODUCTION COMPANY, L.P.DIVISION OF
OIL, GAS AND MINING**UTAH PROPERTIES**

	<u>API NO.</u>	<u>WELL NAME & NO.</u>	<u>LOCATION</u>	<u>COUNTY</u>	<u>FIELD NAME</u>	<u>LEASE NO. / AGREEMENT NO.</u>
55	4301331238	SHERMAN 2-12B2	SWSE-12-2S-2W	DUCHESNE	BLUEBELL	9690
56	4301331245	MILES 7-7B3	SWNW-7-2S-3W	DUCHESNE	ALTAMONT	9675
57	4301331276	DUNCAN 4-2A2	NESE-2-1S-2W	DUCHESNE	BLUEBELL	
58	4301331278	HAMBLIN 3-9A2	SENE-9-1S-2W	DUCHESNE	BLUEBELL	
59	4301331285	DUNCAN 3-7A1	NWNW-7-1S-1W	DUCHESNE	BLUEBELL	
60	4301331286	BAR F 2-5B1	SWSE-5-2S-1W	DUCHESNE	BLUEBELL	
61	4301331299	CORNABY 2-14A2	NENE-14-1S-2W	DUCHESNE	BLUEBELL	NW498
62	4301331317	MITCHELL 2-4B1	SESW-4-2S-1W	DUCHESNE	BLUEBELL	9662
63	4301331321	SMITH 2-9C5	SWSW-9-3S-5W	DUCHESNE	ALTAMONT	
64	4301331322	LORANGER 2-24A2	N/2NE-24-1S-2W	DUCHESNE	BLUEBELL	
65	4301331325	UTE 2-6B3	SWSW-6-2S-3W	DUCHESNE	ALTAMONT	1420H621858 / 9651
66	4301331326	MCELPRANG 2-30A1	SWSW-30-1S-1W	DUCHESNE	BLUEBELL	NW625
67	4301331327	SMITH 2-7C5	NESW-7-3S-5W	DUCHESNE	ALTAMONT	1420H622389
68	4301331328	SMITH 2-18C5	SWSE-18-3S-5W	DUCHESNE	ALTAMONT	1420H622392
69	4301331329	UTE 2-24A3	SWNW-24-1S-3W	DUCHESNE	BLUEBELL	1420H621761
70	4301331330	UTE 5-19A2	NWNW-19-1S-2W	DUCHESNE	BLUEBELL	1420H621751
71	4301331332	EDWARDS 3-10B1	SWSW-10-2S-1W	DUCHESNE	BLUEBELL	
72	4301331333	SUNDANCE 4-15A2	SWNE-15-1S-2W	DUCHESNE	BLUEBELL	
73	4301331334	LORANGER 6-22A2	SWSW-22-1S-2W	DUCHESNE	BLUEBELL	
74	4301331335	COX 2-36A2	NWNW-36-1S-2W	DUCHESNE	BLUEBELL	
75	4301331338	SMITH 2-6C5	SESW-6-3S-5W	DUCHESNE	ALTAMONT	1420H622388 / UTU70553
76	4301331341	FRESTON 2-7B1	SENE-7-2S-1W	DUCHESNE	BLUEBELL	1420H621970 / 9686
77	4301331356	PEARSON 2-11B2	SENE-11-2S-2W	DUCHESNE	BLUEBELL	
78	4301331378	CHAPMAN 2-4B2	SWNW-4-2S-2W	DUCHESNE	BLUEBELL	
79	4301331390	LAMB 2-16A2	NENE-16-1S-2W	DUCHESNE	BLUEBELL	
80	4301331393	LABRUM 2-23A2	SWSW-23-1S-2W	DUCHESNE	BLUEBELL	
81	4301331820	POWELL 2-16B1	NENE-16-2S-1W	DUCHESNE	BLUEBELL	

DEVON ENERGY PRODUCTION COMPANY, L.P.
UTAH PROPERTIES

	<u>API NO.</u>	<u>WELL NAME & NO.</u>	<u>LOCATION</u>	<u>COUNTY</u>	<u>FIELD NAME</u>	<u>LEASE NO. / AGREEMENT NO.</u>
82	4304730164	ROBERTSON UTE ST 1-12B1	SWNE-12-2S-1W	UNITAH	BLUEBELL	96101
83	4304730176	MAY UTE FEDERAL 1-13B1	NWSE-13-2S-1W	UNITAH	BLUEBELL	NW673
84	4304731981	COOK 1-26B1	SWSW-26-2S-1W	UNITAH	BLUEBELL	UTU68998
85	4304732178	CHRISTIANSEN 2-12B1	SWSE-12-2S-1W	UNITAH	BLUEBELL	96101
86	4304732351	BALLARD 2-15B1	SENE-15-2S-1W	UNITAH	BLUEBELL	
87	4304732744	RICH 2-13B1	NWNW-13-2S-1W	UNITAH	BLUEBELL	NW673
88	4301320255	SWD 4-11A2	NWNW-11-1S-2W	DUCHESNE	BLUEBELL	96107
89	4301330021	SWD 1-3A2	SESE-3-1S-2W	DUCHESNE	BLUEBELL	
90	4301330346	SWD 2-28A2	NWSE-28-1S-2W	DUCHESNE	BLUEBELL	
91	4301330367	SWD 2-10B1	NWNW-10-2S-1W	DUCHESNE	BLUEBELL	
92	4301330389	SWD 2-26A2	NESW-26-1S-2W	DUCHESNE	BLUEBELL	
93	4301330388	SWD 2-17C5	SENE-17-3S-5W	DUCHESNE	BLUEBELL	

RECEIVED

APR 20 2000

DIVISION OF
OIL, GAS AND MINING

DESIGNATION OF AGENT OR OPERATOR

The undersigned is, on record, the holder of oil and gas lease

LEASE NAME: As per the attached spreadsheet.

LEASE NUMBER: _____

and hereby designates

NAME: Devon Energy Production Company, L.P.

ADDRESS: 20 North Broadway, Suite 1500, Oklahoma City, OK 73102-8260

as his agent /operator , with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Division Director or Authorized Agent may serve written or oral instructions in securing compliance with the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah with respect to:

(Describe acreage to which this designation is applicable, and identify each applicable oil and gas well by name and API number. Attach additional pages as needed.)

See attached spreadsheet.

Note: Please use April 1, 2000 as the starting date for production reporting purposes.

RECEIVED

APR 20 2000

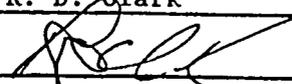
DIVISION OF
OIL, GAS AND MINING

It is understood that this designation of agent/operator does not relieve the lessee of responsibility for compliance with the terms of the lease and the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah. It is also understood that this designation of agent or operator does not constitute an assignment of any interest in the lease.

In case of default on the part of the designated agent/operator, the lessee will make full and prompt compliance with all rules, lease terms or orders of the Board of Oil, Gas and Mining of the State of Utah or its authorized representative.

The lessee agrees to promptly notify the Division Director or Authorized Agent of any change in this designation.

Effective Date of Designation: January 1, 2000

BY: (Name) R. D. Glark
(Signature) 
(Title) Vice President
(Phone) 405-235-3611

OF: (Company) PennzEnergy Exploration and Production Company, L.L.C.
(Address) 20 North Broadway, Suite 1500
Oklahoma City, OK 73102-8260

Leases U-61343, UTU-64532, UTU-66485 and UTU-75200 have expired and are closed on the records of this office.

An assumption rider for BLM Bond No. CO1104 has been filed in the Colorado State Office.

/s/ Robert Lopez

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit

cc: Vernal Field Office (w/encl.)
Moab Field Office (w/encl.)
MMS, Reference Data Branch, MS3130, P.O. Box 5860, Denver, CO 80217 (w/encl.)
State of Utah, DOGM, Attn: Kristen Risbeck (Ste. 1210), Box 145801, SLC, UT (w/encl.)
Teresa Thompson (UT-931) (w/encl.)
Irene Anderson (UT-932) (w/encl.)
LaVerne Steah (UT-942) (w/encl.)

Exhibit of Leases

U-0575A
U-01188B
U-016654
U-0115614A
U-0115615
U-0126825
U-0141454

U-0141459
U-0143511
U-0143512
U-0144868A
U-3099
U-3575
UTU-74888

U-4377
U-4378
U-16131
U-31262
U-44426
UTU-67943

Communitization Agreements

U-58774
U-58799
U-58830
U-58834

U-58835
U-58839
U-58844
U-58854

U-60827
U-60831
U-68998



United States Department of the Interior

BUREAU OF INDIAN AFFAIRS

Utah and Ouray Agency

P. O. Box 130

988 South 7500 East

Fort Duchesne, Utah 84026 0130

(801) 722-4300

MINERALS AND MINING
Minerals and Mining
(201) 722-4310

July 21, 2000

Devon Energy Production Company, LP
Attn: Charlene Newkirk
20 North Broadway, #1500
Oklahoma City, OK 73102-8260

Dear Mrs. Newkirk:

This is to notify you that this office has changed all record title interest to reflect the merger and name change of "PennzEnergy Exploration & Production, LLC" with and into "Devon Energy Production Company, L.P.". The documents submitted to this office were approved by the agency Acting Superintendent on July 21, 2000.

If you have any questions regarding the above please do not hesitate to contact this office.

Respectfully,

Minerals and Mining
for Superintendent

OPTIONAL FORM NO. 10 (7-99)

FAX TRANSMITTAL

To: *Devon Energy* # of pages: *21*

From: *Charles W. Cameron*

Phone #

Fax #

2000-101 GENERAL SERVICES ADMINISTRATION

APR 27 10 01 AM '00

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS
2. CDW	✓	5- SLP 6/25
3. JLT		6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

The operator of the well(s) listed below has changed, effective: **04-01-2000**

FROM: (Old Operator): PENNZOIL EXPLORATION & PRODUCTION COMPANY Address: P. O . BOX 4616 6TH FLOOR
HOUSTON, TX 77210-4616
Phone: 1-(713)-546-6590
Account N2885

TO: (New Operator): DEVON ENERGY PRODUCTION COMPANY LP Address: 20 NORTH BROADWAY STE 1500
OKLAHOMA CITY, OK 73102-8260
Phone: 1-(405)-235-3611
Account N1275

CA No.

Unit:

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
SP-H-U TRIBAL 2-34Z3	43-013-30234	5255	34-01N-03W	INDIAN	OW	S
SP-H-U TRIBAL 4-36Z3	43-013-30398	5256	36-01N-03W	INDIAN	OW	S
UTE TRIBAL 2-7A2	43-013-31009	5836	07-01S-02W	INDIAN	OW	P
UTE TRIBAL 3-18A2	43-013-30125	5890	18-01S-02W	INDIAN	OW	P
UTE 5-19A2	43-013-31330	11277	19-01S-02W	INDIAN	OW	P
TOMLINSON FEDERAL 1-25A2	43-013-30120	5535	25-01S-02W	FEDERAL	OW	S
UTE 2-24A3	43-013-31329	11339	24-01S-03W	INDIAN	OW	P
UTE 1-2C5	43-013-30392	5565	02-03S-05W	INDIAN	OW	S
SMITH 2-6C5	43-013-31338	11367	06-03S-05W	INDIAN	OW	P
SMITH UTE 1-18C5	43-013-30142	5515	18-03S-05W	INDIAN	OW	S
SMITH 2-7C5	43-013-31327	11324	18-03S-05W	INDIAN	OW	S
SMITH UTE 2-18C5	43-013-31328	11336	18-03S-05W	INDIAN	OW	P
UTE 1-10A3	43-013-30319	10883	10-01S-03W	INDIAN	OW	P

OPERATOR CHANGES DOCUMENTATION

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 02/17/2000
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 02/17/2000
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 05/01/2001
- Is the new operator registered in the State of Utah: YES Business Number: 4549132-0143
- If **NO**, the operator was contacted on: _____
- 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: BLM-2/16/00-BIA-7/21/00

7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator
for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator
change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject,**
for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 05/01/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 05/01/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: N/A

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

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

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 7.12.01

FILING:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE SURFACE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: 14 20 H62 2389
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: SMITH 2-7C5
2. NAME OF OPERATOR: DEVON ENERGY PRODUCTION COMPANY, L.P.		9. API NUMBER: 4301331327
3. ADDRESS OF OPERATOR: P.O. BOX 290 CITY NEOLA STATE UT ZIP 84053		10. FIELD AND POOL, OR WILDCAT: Altamont/Upper Green River
4. LOCATION OF WELL FOOTAGES AT SURFACE: ¹⁵³⁸ 1358 ' FSL, 1349' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESW 7 R6S T3W		COUNTY: DUCHESNE STATE: UTAH
5. PHONE NUMBER: (435) 353-4121		

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: <u>9/15/20011</u>	<input checked="" 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"/> 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 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 checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Devon Energy Production Company proposes to recomplete the well back to the Lower Green River/Wasatch formation from the Upper Green River. The well produced from the Wasatch/LGR from 1992-1997. In 1997 the well was re-completed to the Upper Green River. The well is currently shut in.

Cement squeeze the Upper Green River perforations 5446-5470'. Drill out the squeeze and test to 1500 psi.
 Drill out the CIBP at 5490', pressure test and if deemed necessary cement squeeze the perforations 5550-54 and 5650-5654'.
 Drill out the squeeze and test to 1500 psi.
 Drill out the CIBP at 8335'. Set a CIBP at 9034' above the existing Wasatch perforations and cap with 10' cement. Fill and test the casing and plug to 1000 psi.
 Perforate the Upper Wasatch interval 8362-8998', 29 intervals, 109', 145 holes with 3 1/8" guns
 TIH with treating packer, set the packer at 8200, swab test.
 Acidize the perforations 8362-8998 with 5450 gals 15% HCL with additives and 175 balls for diversion.
 Swab test.
 Return to production from Wasatch perforations 8362-8998.
 The top of the TGR-3 is at 6890'.

NAME (PLEASE PRINT) John Pulley TITLE Sr. Operstions Engineer
 SIGNATURE *John Pulley* DATE 8/24/2001

(This space for State use only)

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

COPY SENT TO OPERATOR
Date: 8/28/01
Initials: CPH

Date: 8/28/01
By: *Don K. Dent*
(See Instructions on Reverse Side)

Federal Approval Of This
Action Is Necessary

**WORKOVER PROCEDURE
2001
SMITH 2-7C5
SEC 7 T3S R5W
ALTAMONT FIELD
DUCHESE COUNTY, UTAH**

OBJECTIVE:

Recomplete in the Upper Wasatch interval 8362-8998'.

JUSTIFICATION:

The 2-7C5 was completed in January 1992 flowing 650 BOPD and 150 BWPD from Wasatch perforations 9048' to 11,004'. Currently the well is shut in after an unsuccessful attempt to establish gas production from the Upper Green River. Prior to the recompletion the well was producing 12 BOPD, 425 BWPD and around 40 MCFGPD. In late 1993 water production increased rapidly. During 1994 an unsuccessful attempt was made to shut off the water using a straddle packer assembly. Water production continued to increase and the well was shut in prior to the Upper Green River gas recompletion attempt.

In December 1997 the existing Wasatch perforations were isolated with a CIBP and the well completed in the Upper Green River interval 5446 to 5456'. Initial production was 1000 MCFPD, then declined to 200 MCFPD by May of 1998. At this time the annulus communicated to the tubing string dumping the diesel and water in the annulus and killing the well. In May 1998 the tubing string was pulled to repair a tubing leak. At this time additional Upper Green River perforations 5456 to 5470 were added to the earlier perforations. The well was treated with 500 gallons of xylene and 5000 gallons of acid. Following the acid job the well started producing large amounts of water(600-800 BPD) with a small amount of gas. A production log indicated the water was communicating from below the perforations. An attempt was made to shut off the water by perforating squeeze holes below the producing perforations and pumping a suicide squeeze. This was unsuccessful and the well was put on pump to see if the water would deplete and the gas rate improve. The well was pumped from July 1998 through November 1998 producing 300-400 BWPD with 100-200 MCFGPD. The water created a severe scaling problem when mixed with the produced water in the disposal system and was trucked to a disposal pit, which increased the lease operating expense.

In December 1998 a workover was commenced to shut off the water. Squeeze holes were shot below the existing perforations and the total interval including the production perforations were squeezed off. The producing interval was then perforated with deep penetrating charges. The well swabbed dry with no water or gas entry. At this time one 400' lateral and four 100' laterals were jetted back into the formation in an attempt to access the gas which apparently had been squeezed off along with the water. This was unsuccessful and the well was shut in January 1999. All of the equipment including the pumping unit are in place and in good condition.

The Upper Wasatch and Lower Green River have not been perforated in this well. The Finder log shows 55 MBO potential and 80 MBO fringe in the interval from the CP-70 to the W-110 interval. This interval contains nine shows. This workover will necessitate squeezing the Upper Green River perforations and squeeze holes, drilling out three CIBP in the wellbore and isolating the existing perforations with a CIBP prior to perforating the Upper Wasatch interval.

In 2000 Devon Energy Production Company, L.P. (Devon) added Upper Wasatch perforations in two wells in the area, the Smith 2-9C5 and the Smith 2-6C5. Both were successful workovers.

Devon has a 100 percent WI and an 83.33333 percent NRI.

BOND LOG:

2300'	Top of cement
2300-3300'	Poor bond
3300-5600'	Excellent bond
5600-5800'	Poor bond
5800-7500'	Good bond
7500-7900'	Fair bond
7900-8500'	Poor bond (free pipe)
8500-9000	Fair bond
9000-9600	Excellent bond
9600-11010	Fair to good bond

WELL DATA:

API NUMBER: 43-013-31327
COMPLETION DATE: January 1992
TOTAL DEPTH: 11,200' PBTB: 11,008'

CURRENT STATUS: Shut in

CASING: 10 3/4" 40.5# K-55 surface casing set at 1518'
 7" 26# N-80 intermediate set at 8448'.
 5" 18# N-80 production liner from 7837-11,027'.

TUBING: 2 7/8" 6.5# N-80 8rd set at 5445
 1.9" N-80 10rd set at 4928'.
 Arrow R-3 Dbl Grip packer at 5445'.

PUMPING EQUIP: American 912-365-168 Producer II pumping unit.

PERFORATIONS: Wasatch 9048 to 11004
 Upper Green River 5446-5470
 Squeeze Perfs 5550-54, 5650-54

OTHER: CIBP at 8335' with 50' cement on top
 CIBP at 5750' with 8' cement on top
 CIBP at 5490

WELL HISTORY

12-29-91 Perf 9050-11,004 (58 intervals, 58', 58 holes)

01-02-92 Stim 9050-11,004 with 20,000 g 15% HCL

01-05-92 Perf 9048-10,997 (136 intervals, 755', 1510 holes)

01-06-92 Acidized perforations 9048-11,004 with 100,000 g 15% HCL

01-10-92 Ran production logs across perfs 9048-11,004 while flowing 648 BOPD + 143 BWPD. Results follow:

9048-9100	Producing 147 bwpd with gas
9228-9260	Possible water entry
9563-9596	Possible oil & gas entry
9854-9892	Major oil (800 bpd) with slight water
9953-9924	Major thief zone takes 150 BOPD from above & 100 BOPD from below
10,247-10,298	Producing 100 BOPD, all going to thief zone above

06-01-92 Installed rod pumping equipment

- 06-04-94 Tagged fill with slickline at 11,007'
- 06-10-94 Installed sub pump with Y tool.
- 06-22-94 Tagged fill at 11,040' with slickline
- 06-25-94 Installed rods with Y tool
- 06-30-94 Ran production log through rod pump "Y" tool across perms 9048-11,004 while pumping 30 BOPD + 275 BWPD. Results follow:
- | | |
|-----------|--|
| 9041-9052 | 28% of oil enters and moves up |
| 9104-9147 | 400 BWPD enters (300 moves up, 100 moves down to thief zone) |
| 9805-9893 | 31% of oil enters and moves up |
| 9953-9974 | Thief zone takes 100 BWPD from above and undetermined amount of oil from below |
| 10247-259 | 18% of oil enters and moves up to surface or thief zone |
| 10282-298 | 9% of oil enters and moves up to surface or thief zone |
| 10316-340 | 8% of oil enters and moves up to surface or thief zone |
| 10364-404 | 6% of oil enters and moves up to surface or thief zone |

Note: All depths from HLS Acoustic CBL run 12-26-91

- 07-26-94 Tagged fill at 10,981' with slickline
- 07-29-94 Installed straddle packers at 9086' & 9188' relative to Phasor Induction Log run 12-4-91(9080' and 9182' relative to CBL). Purpose of packers: Seal off water zone.
- 07-30-94 Installed rods with Y tool (above straddle packers)
- 08-20-94 Fished and repaired broken rod.
- 08-29-94 Ran production log through rod pumping Y tool across perms 9048-11,004" (open hole depths). Straddle packers set at 9080' and 9182' (CBL depths). Surface production 16-22 BOPD with 290 BWPD. Tagged bottom at 10,981'. Results of log follow:
- | | |
|-----------|---------------------------------|
| 9041-9047 | 23% of oil enters and moves up. |
|-----------|---------------------------------|

9178-9184	100% of water entry near bottom straddle packer. 300 bwpd moves up to surface, 50 BWPD moves down to thief zone. Cannot determine if water is from packer or channeling behind pipe.
9783-9875	36% of oil enters and moves up.
9953-9974	Thief zone takes approx. 50 BWPD from above and unknown amount of oil from below.
10,274-10,259	13% of oil enters and moves up to surface or thief zone
10,282-10,340	11% of oil enters and moves up to surface or thief zone.
10,364-10,423	17% of oil enters and moves up to surface or thief zone.

Note: All depths from HLS Acoustic CBL run 12-26-91

09-19-94 to 09-25-94	Repositioned straddle packers at 9080' and 9305' relative to CBL. Removed "Y" tool, lowered rod pump from 7600' to 9000' and raised sidestring from 7500' to 5500'.
12-18-98	Removed straddle packers at 9080-9305'.
12-22-97	Set a 5" CIBP at 8346' and capped with 50' of cement. Set a 7" CIBP at 5592' with 10' cement on top. Tested casing to 1000 psi for 30 min, OK
12-30-97	Perforated Upper Green River from 5446' to 5456', 10' 40 holes.
01-02-98	Acidized perms 5446-5456' with 2500 gals 15% HCL.
05-12-98	Pulled tubing and found corrosion holes in 2 7/8" tubing one joint above packer at 5180'. (Corrosion may have been from acid spotted in the well)
05-12-99	Pulled packer set at 5180' and tested all casing above 5400' to 1500 psi for 10 min, OK.
05-13-98	Perforated additional Upper Green River 5456-5470' (14', 56 holes)

- 05-15-98 Acidized old and new UGR perms 6446-5470' with 500 gals xylene and 5000 gals 15% HCL. Observed slight ball action.
- 05-21-98 With well flowing 600-800 BWPD with no oil and very little gas, ran production log. Found water channeling behind pipe from 5505-5515' up to perforations 5446-5470'. Left well shut in pending evaluation.
- 06-28-98 Perforated squeeze holes at 5500-5504'. Set a cement retainer at 5490'.
- 06-30-98 Cement squeezed perforations 5500-5504' while pumping into production perforations at 5446-5470'.
- 07-08-98 Put on pump to pump test.
- 12-03-98 Drilled out the cement retainer at 5490', drilled out the CIBP at 5592'. Set a CIBP at 5750' with 15' of cement on top, perforated squeeze holes at 5650-54', (4', 8 holes), and 5750-5754' (4', 8 holes). Set a cement retainer at 5350'.
- 12-05-98 Squeezed perforations 5446-5470', 5550-54', and 5650-54' with 150 sks of Dowell Self Stress II cement. Unable to get a walking squeeze, over displaced to bottom perms, WOC 3 hrs, pumped an additional 100 sks same, did not squeeze off. Over displaced to bottom perforation.
- 12-06-98 Sting back into the retainer, unable to pump into the perforations or through the retainer.
- 12-08-98 Drilled out the cement retainer at 5350', tagged cement at 5473' (3' below the original perms), drilled out 11 feet of cement and stringers to 5525'. TIH to 5724' without tagging any bridges or obstructions.
- 12-14-98 Isolated and swab tested all of the perforations. Rates varied from 12 to 18 BWPH with little or no oil or gas shows.
- 12-16-98 Set a CIBP on wireline at 5490' and a cement retainer at 5360'.
- 12-17-98 Cement squeezed perforations 5446-5470' with 50 sks "G". Spotted 16 bbls slurry across a casing leak at 2062-2218', squeezed away 6 bbls of slurry.
- 12-21-98 Finished drilling out cement across the casing leak , retainer at 5360' and cleaned out to CIBP at 5490'. Pressure tested to 1000 psi, no bleed off.

- 12-22-98 Perforated the interval 5448-5454' with Schlumberger Ultrajet charges, (6', 12 holes, 120 degree phasing) Penetration in Berea of 47".
- 12-24-98 Swab down, no entry.
- 12-29-98 Pulled tubing, ran Sidesways LLC 6 1/8" shoe, correlated to GR, set hole in shoe at 5452' correlated to Schlumberger Very Enhanced Phasor Induction log dated 12-4-91.
- 01-01-99 Finished milling and jetting five laterals using Sideways LLC system.
- | | | |
|-------------|------|---|
| 1st lateral | 400' | at 5452' |
| 2nd lateral | 100' | at 5452', 180 degrees from first lateral |
| 3rd lateral | 100' | at 5450.5' 90 degrees from second lateral |
| 4th lateral | 100' | at 5450.5' 180 degrees from 3rd lateral |
| 5th lateral | 100' | at 5450.5' same direction as 1st lateral |
- 01-02-99 Ran production packer and swab tested holes, no entry.
- 01-05-99 Pumped into perforations and laterals with 10 bbls KCL water at 1.6 BPM at 2600 psi. No breaks after the formation started taking fluid. Swabbed back, minimal entry. Filled tubing and pumped 30 bbls KCL water at 3 BPM at 4300 psi. Swabbed back, no entry.
- 01-06-99 Rigged down and moved off. Well shut in. Notified Land Department for lease considerations.

PROCEDURE:

1. Move in and rig up a workover rig with pump and tank. Pull the sidestring and 2 7/8" tubing and packer. Move approx 2400' of 2 7/8" 8rd EUE N-80 and 2000' 2 7/8" N-80 Nulock TC SCC tubing from yard to location.
2. TIH with redressed treating packer for 7" 26# casing. Set the packer at 5300', establish an injection rate into the perforations and laterals at 5446-5470'. Cement squeeze with 100 sks "G" with 2% CaCl or a volume determined by the injection rate and pressure. Squeeze to 3000 psi, reverse out and shut in overnight.

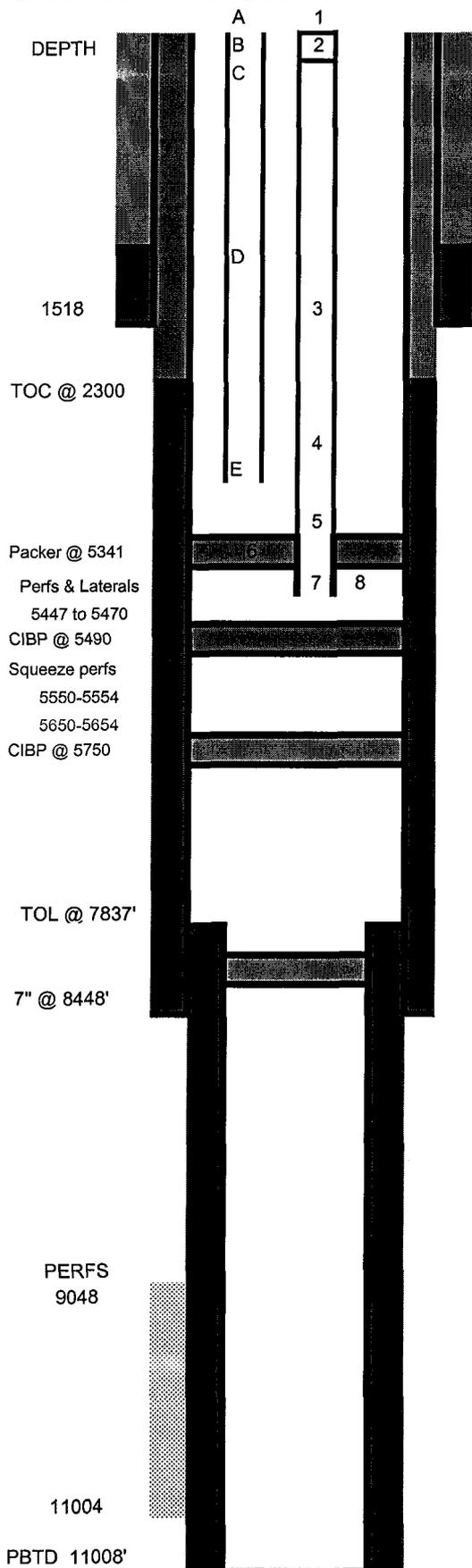
3. TOH with packer, TIH with a 6 1/8" bit, 10 4 3/4" drill collars, tag up and drill out the cement squeeze and clean out to the CIBP at 5490'. Pressure test the squeeze to 1500 psi. If OK continue, if the squeeze bleeds off contact the OKC office prior to proceeding.
4. Drill out the CIBP at 5490'. Pressure test to determine if the squeeze holes at 5550-54 and 5650-54' are taking fluid. If so proceed with the squeeze procedure, if not TOH and run a packer and swab test to determine if they are capable of producing fluid. It will be necessary to shut off any water from this interval as a small amount of the ammonia water will create severe scaling problems when the water commingles with the Wasatch production water.
5. If necessary cement squeeze with 100 sks "G" with CaCl or a volume determined by the injection rate and pressure. Squeeze to 3000 psi, reverse out and shut in overnight.
6. Drill out the cement squeeze and pressure test to 1500 psi. If OK proceed, if not contact the OKC office.
7. Drill out the CIBP at 8335'. Lost circulation will probably occur when drilling out the plug when the upper hole communicates to the existing perforations. Push the plug to 9600', TOH, lay down drill collars.
8. Make a 3.968" gauge ring run to 9100'. O.D. of CIBP 3.937", 5" 18# casing drift is 4.151". Run and set a CIBP at 9034', dump 10' cement on top of the plug. Fill and test the casing to 1000 psi.
9. Rig up wireline company with full lubricator and grease for pressure control. Perforate the Upper Wasatch interval 8362-8998' with 3 1/8" HSC guns, 120 degree phasing per the attached perforating schedule. (29 intervals, 109 feet, 145 holes.) Monitor the fluid level and surface pressure while perforating.
10. TIH with a treating packer on tubing hydrotesting to 9000 psi . Set the packer at 8200'. Fill and test the annulus to 1000 psi.
11. Acidize the perforations 8362-8998' with 5,450 gals 15% HCL with standard additives for the area and 175 1.3 SG ball sealers for diversion. Treat at 5-10 BPM with a pressure limitation of 8000 psi. Displace to the bottom perforations.
12. Swab or flow back keeping an hourly record of the rate, water or oil cut, color of the oil, wellhead pressure or fluid levels and swab depths.
13. After the pH is five or less, pull packer and run production equipment.

14. The final design for the production string will depend on the swab rate and oil cut.

John Pulley
April 19, 2001

WELLBORE SCHEMATIC

LOCATION: SMITH 2-7C5



CASING SURFACE: 10 3/4" K-55 40.5# SET AT 1518'
 INTERMEDIATE: 7" N-80 26# set at 8448'
 LINER: 5" N-80 18# from 7837 to 11027'

Production Tubing Detail		Length	Depth to top
1	KB to GL	19.00	
2	Cameron hanger 2 7/8" Hydril X 2 7/8" 8rd	0.67	19.00
3	170 jts 2 7/8" 6.5# N-80 8rd EUE tbg	5322.89	19.67
4	Compression 20,000 lbs	-2.35	5342.56
5	PSN	1.10	5340.21
6	7" Arrow R-3 dbl grip packer	7.80	5341.31
7	3 jts 2 7/8" N-80 6.5# 8rd EUE tbg	93.40	5349.11
8	Notched 2 7/8" collar	0.43	5442.51
	Bottom of tubing		5442.94

Side String Detail		Length	Depth to top
A	KB to GL	19.00	
B	XO 2 3/8" 8rd by 1.9 10 rd IJ Pin by Pin	0.67	19.00
C	1.9" N-80 2.76# 10 rd IJ tubing sub	0.24	19.67
D	153 jts 1.9" 2.76# N-80 10rd IJ tubing	4902.76	19.91
E	7" Trico stinger	2.35	4922.67
	Bottom of tubing		4925.02

Rod Detail None in the well

Not to Scale

**Devon Energy Production Company, L.P. Smith 2-7C5
Proposed Upper Wasatch Perforations**

No.	<u>Perf Interval</u>	<u>Net</u>	<u>SPF</u>	<u>Holes</u>	<u>CBL Depth</u>	<u>Correction</u>
1	8362 to 8370	8	1	8	8352	10
2	8480 to 8486	6	1	6	8471	9
3	8490 to 8498	8	2	16	8481	9
4	8548 to 8556	8	1	8	8539	9
5	8564 to 8566	2	2	4	8555	9
6	8570 to 8574	4	1	4	8561	9
7	8587 to 8594	7	2	14	8578	9
8	8604 to 8614	10	1	10	8595	9
9	8617 to 8620	3	1	3	8608	9
10	8632 to 8640	8	1	8	8623	9
11	8678 to 8682	4	1	4	8669	9
12	8700 to 8708	8	1	8	8691	9
13	8740 to 8746	6	1	6	8731	9
14	8788 to 8791	3	2	6	8781	7
15	8794 to 8796	2	2	4	8787	7
16	8798 to 8801	3	2	6	8791	7
17	8804 to 8806	2	2	4	8797	7
18	8811 to 8813	2	2	4	8804	7
19	8836 to 8844	8	1	8	8829	7
20	8877 to 8880	3	2	6	8870	7
21	8883 to 8885	2	2	4	8876	7
22	8893 to 8895	2	2	4	8886	7
23	8910 to 8914	4	1	4	8903	7
24	8930 to 8932	2	2	4	8923	7
25	8952 to 8954	2	2	4	8945	7
26	8958 to 8960	2	2	4	8951	7
27	8964 to 8966	2	2	4	8957	7
28	8970 to 8976	6	1	6	8964	6
29	8992 to 8998	6	1	6	8986	6

Total number of intervals	29
Net Feet perforated	109
Total number of holes	145

Depth Reference: Schlumberger Very Enhanced Phasor Induction Log 12/4/91

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

FORM APPROVED
OMB NO. 1004-0137
Expires: November 30, 2000

5. Lease Serial No.
1420 H62 4855

1a. Type of Well Oil Well Gas Well Dry Other
b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resvr.,
Other _____

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator
DEVON ENERGY PRODUCTION COMPANY, L.P.

8. Lease Name and Well No.
Smith 2-755

3. Address **P.O. Box 290, Vernal, UT** 3a. Phone No. (include area code) **435-353-4121**

9. API Well No.
43-013-31327

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface **1530' PSL 1349' RWL (NE SW Sec 7, T35, R5W)**
At top prod. interval reported below **SAME**
At total depth **SAME**

10. Field and Pool, or Exploratory
Altamont/Wasatch-LGR
11. Sec., T., R., M., on Block and Survey or Area **7-35 SW 6**

12. County or Parish **Duchesne** 13. State **UT**

14. Date Spudded **NA** 15. Date T.D. Reached **NA** 16. Date Completed D & A Ready to Prod.
10-29-01

17. Elevations (DF, RKB, RT, GL)*
KB 6061'

18. Total Depth: MD **MD** TVD **TVD** 19. Plug Back T.D.: MD **MD** TVD **TVD** 20. Depth Bridge Plug Set: MD **9034'** TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each) 22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2 7/8"	8465							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	8480	8998	8480-8998	1/8" Ann	165	OPEN
B) PZ GR-WS/John Polley						
C)						
D)						

26. Perforation Record

Depth Interval	Amount and Type of Material
5446-5470	CEMENT Squeeze 50 SKS (10.3 bbls.) 15.6 #
5530-54,5650-54	CEMENT Squeeze 50 SKS (12.0 bbls.) 15.4 #

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10/29/01	11/3/01	24	→	50	100	238			Rod Pump
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
	40 psi	→	→	50	100	238	2000 CF/BBL		Pumping

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	
			→						

(See instructions and spaces for additional data on reverse side)

RECEIVED

SEP 19 2001

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas : Oil Ratio	Well Status	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)

Sold to EL PASO (Formerly Coastal Field Services)

30. 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.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth

32. Additional remarks (include plugging procedure):

RECEIVED

33. Circle enclosed attachments:

- 1. Electrical/Mechanical Logs (1 full set req'd.)
- 2. Geologic Report
- 3. DST Report
- 4. Directional Survey
- 5. Sundry Notice for plugging and cement verification
- 6. Core Analysis
- 7. Other:

DIVISION OF OIL, GAS AND MINING

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) JOHN PULLEY Title SR. Operations Engineer
 Signature *John Pulley* Date 12-12-01

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

<p>STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING</p>	<p align="right">FORM 9</p>
<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>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.</p>	<p>5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-4855</p>
<p>1. TYPE OF WELL Oil Well</p>	<p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</p>
<p>2. NAME OF OPERATOR: DEVON ENERGY PROD CO LP</p>	<p>7. UNIT or CA AGREEMENT NAME:</p>
<p>3. ADDRESS OF OPERATOR: P.O. Box 290 8345 North 5125 West, Neola, UT, 84053</p>	<p>8. WELL NAME and NUMBER: SMITH 2-7C5</p>
<p>4. LOCATION OF WELL FOOTAGES AT SURFACE: 1538 FSL 1349 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 07 Township: 03.0S Range: 05.0W Meridian: U</p>	<p>9. API NUMBER: 43013313270000</p>
<p>PHONE NUMBER: 405 552-7883 Ext</p>	<p>9. FIELD and POOL or WILDCAT: ALTAMONT</p>
<p>COUNTY: DUCHESNE</p>	<p>STATE: UTAH</p>

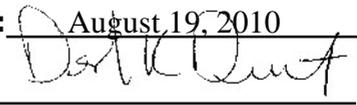
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<p><input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 8/25/2010</p> <p><input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:</p> <p><input type="checkbox"/> SPUD REPORT Date of Spud:</p> <p><input type="checkbox"/> DRILLING REPORT Report Date:</p>	<p><input checked="" type="checkbox"/> ACIDIZE</p> <p><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</p> <p><input type="checkbox"/> CHANGE WELL STATUS</p> <p><input type="checkbox"/> DEEPEN</p> <p><input type="checkbox"/> OPERATOR CHANGE</p> <p><input type="checkbox"/> PRODUCTION START OR RESUME</p> <p><input type="checkbox"/> REPERFORATE CURRENT FORMATION</p> <p><input type="checkbox"/> TUBING REPAIR</p> <p><input type="checkbox"/> WATER SHUTOFF</p> <p><input type="checkbox"/> WILDCAT WELL DETERMINATION</p>	<p><input type="checkbox"/> ALTER CASING</p> <p><input type="checkbox"/> CHANGE TUBING</p> <p><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</p> <p><input type="checkbox"/> FRACTURE TREAT</p> <p><input type="checkbox"/> PLUG AND ABANDON</p> <p><input type="checkbox"/> RECLAMATION OF WELL SITE</p> <p><input type="checkbox"/> SIDETRACK TO REPAIR WELL</p> <p><input type="checkbox"/> VENT OR FLARE</p> <p><input type="checkbox"/> SI TA STATUS EXTENSION</p> <p><input type="checkbox"/> OTHER</p>	<p><input type="checkbox"/> CASING REPAIR</p> <p><input type="checkbox"/> CHANGE WELL NAME</p> <p><input type="checkbox"/> CONVERT WELL TYPE</p> <p><input type="checkbox"/> NEW CONSTRUCTION</p> <p><input type="checkbox"/> PLUG BACK</p> <p><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</p> <p><input type="checkbox"/> TEMPORARY ABANDON</p> <p><input type="checkbox"/> WATER DISPOSAL</p> <p><input type="checkbox"/> APD EXTENSION</p> <p>OTHER: <input style="width: 100px;" type="text"/></p>

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

Devon's objective is to clean out wellbore and acidize the upper Wasatch intervals 8,480 - 8,998'. Attachment: well history and procedure pc: BLM - Vernal, Utah

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

Date: August 19, 2010
By: 

NAME (PLEASE PRINT) Deanna Bell	PHONE NUMBER 435 353-5780	TITLE Senior Field Technician
SIGNATURE N/A	DATE 8/19/2010	

**DEVON ENERGY PRODUCTION COMPANY
WORKOVER PROCEDURE**

Smith 2-7C5
NE/SW SECTION 7, T3S, R5W
BLUEBELL/ALTAMONT FIELD
DUSCHESNE COUNTY, UTAH

AFE 156152
Property # 63079-001
Prepared 7/7/2010 - JAT

OBJECTIVE:

Perform a clean out of the wellbore and an acid job for the producing interval 8480-8998 in an attempt to improve near wellbore conditions. Test the numerous squeeze jobs in the shallow part of the casing.

JUSTIFICATION:

Currently the Smith 2-7C5 produces the most water of any Devon operated well in the area. Operational costs indicate a need for reduction in water production or an increase in oil production in order for the Smith 2-7C5 to be economic.

The well is currently producing from 8480'-8998', with a major water producing zone (from production log) identified from 8945'-8991'. When this zone was isolated in 2006, the majority of the oil production was shut-off, and the plug was soon removed. Acid treatment over these intervals should help to improve oil production.

The past squeeze jobs fall within or very close to a zone identified to have lost circulation as well as water channeling, there is concern that the squeeze jobs may not have been effective and some of water production may enter from these sections of the casing.

WELL DATA:

API No.	43-013-31327.		
Completion:	1991		
TD:	11,030'	PBTD:	11,008
Casing:	10 ¾" 40.5# K-55 at 1578' 7" 26# N-80 at 8448		

5" 18# N-80 from 7837 to 11,027'.

Perforations: 9050-11004, 9048-10997 1991 & 92
5446-5456 (squeezed)
8480-8998 2001

Other: CIBP at 9034'

WELL HISTORY

- 12-29-91 Perf 9050-11,004 (58 intervals, 58', 58 holes)
- 01-02-92 Stim 9050-11,004 with 20,000 g 15% HCL
- 01-05-92 Perf 9048-10,997 (136 intervals, 755', 1510 holes)
- 01-06-92 Stim 9048-11,004 with 100,000 g 15% HCL
- 01-10-92 Ran production logs across perfs 9048-11,004 while flowing 648 bopd + 143 bwpd. Results follow:
 - 9048-9100 Producing 147 bwpd with gas
 - 9228-9260 Possible water entry
 - 9563-9596 **Possible oil & gas entry**
 - 9854-9892 Major oil (800 bpd) with slight water
 - 9953-9924 Major thief zone takes 150 bopd from above & 100 bopd from below
 - 10,247-10,298 Producing 100 bopd, all going to thief zone above
- 06-01-92 Installed rod pumping equipment
- 06-04-94 Tagged fill with slickline at 11,007'
- 06-10-94 Installed sub pump with Y tool
- 06-22-94 Tagged fill at 11,040' with slickline
- 06-25-94 Installed rods with Y tool
- 06-30-94 Ran production log through rod pump Y tool across perfs 9048-11,004 while pumping 30 bopd + 275 bwpd. Results follow:
 - 9041-9052 28% of oil enters and moves up
 - 9104-9147 400 BWPD enters (300 moves up, 100 moves down to thief zone)
 - 9805-9893 31% of oil enters and moves up

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

9953-9974 Thief zone takes 100 BWPD from above and undetermined amount of oil from below
10247-259 18% of oil enters and moves up to surface or thief zone
10282-298 9% of oil enters and moves up to surface or thief zone
10316-340 8% of oil enters and moves up to surface or thief zone
10364-404 6% of oil enters and moves up to surface or thief zone

Note: All depths from HLS Acoustic CBL run 12-26-91

07-26-94 Tagged fill at 10,981' with slickline

07-29-94 Installed straddle packers at 9086' & 9188' relative to Phasor Induction Log run 12-4-91(9080' and 9182' relative to CBL). Purpose of packers: Seal off water zone.

07-30-94 Installed rods with Y tool (above straddle packers)

08-20-94 Fished and repaired broken rod.

08-29-94 Ran production log through rod pumping Y tool across perfs 9048-11,004" (open hole depths). Straddle packers set at 9080' and 9182' (CBL depths). Surface production 16-22 bopd with 290 bwpd. Tagged bottom at 10,981'. Results of log follow:

9041-9047 23% of oil enters and moves up.
9178-9184 100% of water entry near bottom straddle packer.
300 bwpd moves up to surface, 50 bwpd moves down to thief zone.
Cannot determine if water is from packer leak or channeling behind pipe and around packer.

9783-9875 36% of oil enters and moves up.
9953-9974 Thief zone takes approx. 50 bwpd from above and unknown amount of oil from below.

10,274-10,259 13% of oil enters and moves up to surface or thief zone.
10,282-10,340 11% of oil enters and moves up to surface or thief zone.
10,364-10,423 17% of oil enters and moves up to surface or thief zone.

Note: All depths from HLS Acoustic CBL run 12-26-91

09-19-94
to

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 09-25-94 Repositioned straddle packers at 9080' and 9305' relative to CBL. Removed "Y" tool, lowered rod pump from 7600' to 9000' and raised sidestrings from 7500' to 5500'.
- 12-18-98 Removed straddle packers at 9080' and 9305' (see 9-25-94).
- 12-22-97 Set 5" CIBP at 8346' and capped same with 50' cmt. Set 7" CIBP at 5592' and dumped 10' of cmt on top. Tested casing to 1000 psi for 30 minutes, held OK.
- 12-30-97 Perforated U. Green River from 5446' to 5456' (10', 40 holes).
- 01-02-98 Acidized 5446-5456' with 2500 g 15% HCL.
- 05-12-98 Pulled tbg and found corrosion holes in 2-7/8" one jt above pkr at 5180' (corrosion probably caused by acid)
- 05-12-98 Remove pkr at 5180' and tested all casing above 5400' to 1500 psi for 10 minutes, held OK.
- 05-13-98 Perf 5456-5470' (14', 56 holes).
- 05-15-98 Acidized old and new UGR perms 5446-5470' with 500 xylene and 5000 g 15% HCL. Observed slight ball action.
- 05-21-98 With well flowing 600-800 bwpd with no oil and very little gas, ran production log. Found water channeling behind pipe from 5505-15 up to perms 5446-5470'. Left well shut in pending evaluation.
- 6-28-98 Perforated squeeze holes at 5500-5504'. Set cement retainer at 5490'
- 6-30-98 Cement squeezed perforations 5500-5504' while pumping into production perforations at 5446-5470'.
- 7-8-98 Put on pump to pump water off.
- 12-03-98 Drilled out cement retainer at 5490', drilled out CIBP at 5592'. Set a CIBP at 5750' with 15' cement on top, perforated squeeze holes at 5650-54, 4', 8 holes and 5750-54, 4', 8 holes. Set a cement retainer on tubing at 5350'.
- 12-05-98 Squeezed perforations 5446-70, 5550-54 and 5650-54 with 150 sks SelfStress II cement, unable to get a walking squeeze, overdisplaced to bottom perms, WOC 3 hrs, pumped additional 100 sks same, did not squeeze off, overdisplaced to bottom perf.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 12-06-98 Sting back into the retainer, unable to pump into perfs or through the retainer.
- 12-08-98 Drilled out the cement retainer at 5350', tagged cement at 5473' (3' below original perforations), drilled out 11 feet of cement and stringers to 5525', TIH to 5724' without tagging any bridges or obstruction.
- 12-14-98 Isolated and swab tested all of the perforations. Rates varied from 12 to 18 bbls water per hour with little or no oil and gas shows.
- 12-16-98 Set a CIBP on wireline at 5490' and a cement retainer at 5360'.
- 12-17-98 Cement squeezed perforations 5446-5470' with 50 sks "G". Spotted 16 bbls slurry across casing leaks at 2062-2218', squeezed away 6 bbls slurry.
- 12-21-98 Finished drilling out the casing leak squeeze, cement retainer at 5360', and cleaned out to CIBP at 5490'. Pressure tested to 1000 psi, no bleed off.
- 12-22-98 Perforated interval 5448-5454' with Schlumberger Ultrajet charges, 6', 12 holes 120 degree phasing. Penetration in Berea 47".
- 12-24-98 Swab down, no entry.
- 12-29-98 Pulled tubing, ran Sideways, LLC 6 1/8" shoe, correlated with Gamma Ray, set hole in shoe at 5452' correlated to Schlumberger Very Enhanced PHASOR Induction log dated 12-4-91.
- 01-01-99 Milled and jetted five laterals using Sideways LLC equipment.
1st lateral 400' at 5452'
2nd lateral 100' at 5452' 180 degrees from 1st lateral.
3rd lateral 100' at 5450.5 90 degrees from 2nd lateral.
4th lateral 100' at 5450.5 180 degrees from 3rd lateral
5th lateral 100' at 5450.5 same direction as 1st lateral.
- 01-02-99 Ran production packer, swab tested, no entry.
- 01-05-99 Broke perforations and laterals down with 10 bbls 2 % KCL water at 1.6 BPM at 2600 psi, No breaks after formation started taking fluid. Swabbed back, minimal entry. Filled tubing and pumped 30 bbls 2% KCL water at 3 BPM at 4300 psi. Swabbed back, no entry.
- 01-06-99 Rigged down and moved off, left well shut in. Notified Land Department.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 09-22-01 Squeezed perforations 5446-5470 with 50 sks Halliburton Class "G" to 2000 psi.
- 09-24-01 Drill out squeeze and test to 1500 psi.
- 09-26-01 Drill out CIBP at 5490'
- 09-29-01 Cement squeeze old squeeze perforations 5550-54 and 5650-54' with 100 sks cement, squeeze to 1500 psi, sting out of retainer.
- 10-03-01 Finish drilling out retainer and cement, pressure test squeeze to 1500 psi.
- 10-05-01 Finish drilling out CIBP at 5750', push to liner top at 7837'.
- 10-10-01 Finish cleaning out liner top. TIH tag at 8275'.
- 10-16-01 Finish drilling out CIBP at 8346', push to top of CIBP at 9610'.
- 10-18-01 Set a CIBP at 9034'. Perforate Upper Wasatch 8480 – 8998'.
- 10-20-01 Swab test perforations 8480-8998, 12 BPH, 30% oil, FFL 6200'.
- 10-25-01 Finish running production equipment.
- 10-26-01 Set American 912-365-168 pumping unit.
- 10-29-01 Return to production.
- 12-20-01 Pulled 1 3/4" pump, ran 2" pump
- 02- 27-04 Lowered seating nipple from 8394' to 8887'.
- 10-16-04 Tubing leak, ran "Y" tool
- 10-22-04 Ran production log with well pumping 30 BOPD and 380 BWPD

8579-8611 Oil entry
8945-8991 100 % of the water with oil

Pressure data:

Fluid level 6275' (Top perf at 8480')
At 8500' 873 psi
At 9000' 1074 psi

Tag at 9012', CIBP at 9034'.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 3-8-06 Tubing leak @ 6426'. Removed y-tool & replaced bad tbg. Hydrottested tbg & found 18 bad jts. Tagged fill @ 9010' SLM. Set wireline CIBP @ 8860' w/ 1 sack cmt on top. RIH w/ production equipment & put well on production. PSN @ 8744'.
- 7-19-06 Drill out CIBP @ 8860'. Move PSN to 8409'
- 6-14-08 Repair tubing leak. Set PSN @ 8439.48'.

PROCEDURE:

1. RDMO pumping unit.
2. MIRU workover rig with pump and tank. Test the deadmen prior to moving in and rigging up.
3. POOH with rods & pump, 1.9" tubing side string, 2-7/8" production tubing.
4. TIH with 4" bit and scraper (for 5" 18#/ft liner) and cleanout to ~9020 (as far as you can go, CIBP at 9034').
5. Pick up 5" treating packer. TIH, set packer at ~7900'. Pressure up backside to 1000 psi and hold for 15min, record any leak off. If there is significant leak off notify OKC office prior to further work.
6. Pump 4,000 gal of 15% HCl with standard additives. Overflush acid with 4,000 gal of produced water.
7. Swab test to determine rate, cut, and fluid level. Swab until pH level is 5 or greater.
8. Release packer and TOH.
9. Run production equipment and hydrotest new joints. Set PSN at ~9000'.
10. Monitor production of 2-6C5 and 2-18C5 (known communication).

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-4855
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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.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
--	--

1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: SMITH 2-7C5
------------------------------------	--

2. NAME OF OPERATOR: DEVON ENERGY PROD CO LP	9. API NUMBER: 43013313270000
--	---

3. ADDRESS OF OPERATOR: P.O. Box 290 8345 North 5125 West, Neola, UT, 84053	PHONE NUMBER: 405 552-7883 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
---	--	--

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1538 FSL 1349 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESW Section: 07 Township: 03.0S Range: 05.0W Meridian: U	COUNTY: DUCHESNE STATE: UTAH
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input checked="" type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/5/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Subsequent report for Notice of Intent dated 8/19/2010 and accepted on 8/19/2010 to acidize. Encountered casing leak and isolated between 1,434 & 1,701'. Set 7" compositite retainer @ 1,434'. Cement squeeze with 480 sks Halcem cement w/ additives, approximately 98 bbls to 1,701'. Tag cement @ 1,432' and drill through retainer. Fell through cement @ 1,701'. Tag RBP @ 3,412', release and LD RBP. Set 5" pkr @ 9,701', tested to 600 psi. Swab test. Acidize with 4000 gals 15% HCL acid w/ standard additives and 148 7/8" OD bioballs. Swab test. Release and LD pkr @ 9,701'. Return to production from Wasatch perforations 8,480 - 8,998'. pc: BLM - Vernal, Utah attachment: well chronology 9/17/10 to 10/5/10

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 November 16, 2010

NAME (PLEASE PRINT) Deanna Bell	PHONE NUMBER 435 353-5780	TITLE Senior Field Technician
SIGNATURE N/A		DATE 11/15/2010



Well Chronology

District ROCKY MOUNTAIN	County DUCHESNE	Field Name BLUEBELL	Project Group UINTA	State/Province UT			
Surface Legal Location 7-3-S 5-W-6	API/UWI 4301331327	Latitude (DMS) 40° 13' 53.77" N	Longitude (DMS) 110° 29' 49.66" E	Ground Elev ... 6,042.00	KB - GL (ft) 19.00	Orig KB Elev (ft) 6,061.00	TH Elev (ft) 6,042.00
Job Category WORKOVER-AFE	Primary Job Type ENHANCE PRODUCTION		Secondary Job Type ACID STIMULATION				
Job Start Date 9/17/2010 06:00	Job End Date 10/5/2010 19:00	AFE Number 156152	Total AFE + Sup Amount 72,350				
Contractor, Rig Name PEAK WELL SERVICE		Rig Number 900	Rig Type WO/COMP/PU-ONSHORE				
Job Phase	Act Dur (days)	PI Cum Days ML (days)	Actual Phase Cost	Planned Likely Phase Cost	Cost Var ML		

Report # 1				
Report Start Date 9/17/2010 06:00	Report End Date 9/18/2010 06:00	Daily Cost 8,437	Cum Cost To Date 8,437	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - H2S - CHEMICALS
PUMPED 100 BBLS DWN CSG - 50 BBLS DWN SIDE STRING - RD UNIT - LD POLISHROD - UNSEAT PUMP -
FLUSHED RODS W/ 100 BBLS - POOH W/ 94 SLK 1" RODS - 102 SLK WG 7/8" RODS - 137 SLK WG 3/4" RODS - LD MCGUIVER PUMP - X-O TO 1.9 TBG -
ND WELLHEAD - NU BOP - UNSTUNG SIDE STRING - POOH W/ 150 JTS OF 1.9" 10RD TBG - LD STINGER - ND BOP UNSET TAC - NU BOP - FLOOR &
TONGS - POOH 154 JTS 2 7/8" EUE 7" CIRCULATING SHOE - 114 JTS 2 7/8" EUE - 2 7/8" PSN - 10' PERFORATED SUB - 1 JT 2 7/8" TBG - 5" TAC - 2 7/8"
BULL PLUG - PUMPED 50 BBLS WERE NEEDED DWN TBG - RU PUMPLINES TO CSG & STANDPIPE - SHUT IN WELL FOR WEEKEND - MONDAY
MORNING RIH W/ 4 1/8" BIT TO CLEAN OUT.

SHUT DOWN - 630
BBLS PUMPED - 250 - 24

Report # 2				
Report Start Date 9/20/2010 06:00	Report End Date 9/21/2010 06:00	Daily Cost 7,331	Cum Cost To Date 15,768	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - BLEADING WELL DWN WITH NO HARDLINE.
PU 4 1/8" CONE BIT W/ 3 1/2" BIT SUB - RIH W/ 269 JTS 2 7/8" TBG TALLING OUT OF DERRICK - WENT TO NEXT LOCATION PU TRAILER W/ TBG
SPOTTED TRAILER TALLIED PU 21 JTS 2 7/8" TBG TAG UP @ 9020' BTM PERF @ 8998' - 22' OF RAT HOLE - LD 21 JTS 2 7/8" TBG - POOH W/ 268 JTS 2
7/8" TBG LD BIT - RU HYDROTESTER - RIH W/ 268 JTS 2 7/8" TBG TO 8382 TESTING TO 9,000 PSI - RD HYDROTESTER - POOH W/ 20 JTS ABOVE
LINER TOP EOT @ 7688' SHUT IN WELL FOR NIGHT - NEXT DAY SET PKR & TEST

SHUT DOWN - 630
EOT @ 7688' - 24

Report # 3				
Report Start Date 9/21/2010 06:00	Report End Date 9/22/2010 06:00	Daily Cost 13,348	Cum Cost To Date 29,116	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - SETTING PKR
RIH TO 7906' SET PKR STUMP WAS TOO HIGH TRIED TO RELEASE PKR WOULDNT RELEASE SET PKR @ 7872' RU LINES TO CSG FILLED W/ 221
BBLS TPW - TESTED TO 700 PSI - BLEAD DWN TO 0 PSI IN 2 MINUTES ISOLATED PUMP SAME THING - RELEASED 5" PKR POOH W/ 252 JTS 2 7/8"
TBG LD 5" PKR ONE OF THE SLIP DIES WERE MISSING & ONE RUBBER - WAITED FOR 7" PLUG & PKR - PU 7" PKR - 4'X2 7/8" PUP JT - RETRIEVING
HEAD - 7" PLUG RIH W/ 249 JTS 2 7/8" TBG SET PLUG @ 7787' POOH W/ 1 JT 2 7/8" TBG - FILLED W/ 242 BBLS TPW - TESTED CSG TO 700 PSI
BLEAD DWN 0 PSI IN 2 MINUTES - SET PKR @ 7755' TESTED TOOLS TO 1000 PSI TEST GOOD - BLEED PRESSURE OFF - POOH W/ 81 JTS OF 2 7/8"
TBG ABOVE TOP SQUEEZED PERFS @ 5446' TO 5456' EOT @ 5300' SHUT IN WELL FOR NIGHT - NEXT DAY ISOLATE LEAK

SHUT DOWN - 630
BBLS PUMPED - 463 - 24



Well Chronology

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Surface Legal Location 7-3-S 5-W-6	API/UWI 4301331327	Latitude (DMS) 40° 13' 53.77" N	Longitude (DMS) 110° 29' 49.66" E	Ground Elev ... 6,042.00	KB - GL (ft) 19.00	Orig KB Elev (ft) 6,061.00	TH Elev (ft) 6,042.00

Report # 4							
Report Start Date 9/22/2010 06:00	Report End Date 9/23/2010 06:00	Daily Cost 9,850	Cum Cost To Date 38,965	Depth End (ftKB) 0.0			

Time Log Summary
 CREW TRAVEL - SAFETY MEETING - TESTING CSG
 RIH TO 5466' DWN TBG GOOD TEST - DWN CSG LOST 500 PSI IN 2 MINUTES - POOH TO 5286' TBG GOOD - CSG LOST 500 PSI 2 MINUTES - POOH TO 4655' TBG GOOD - DIDNT TEST CSG - POOH TO 4405' - TBG GOOD
 CSG LOST 500 PSI 2 MINUTES - POOH TO 3412' - TBG GOOD - DIDNT TEST CSG - POOH TO 2789' - TBG GOOD
 CSG LOST 500 PSI 1MINUTE - POOH TO 2164' - PKR WOULDNT PACK OFF NO TEST - NEED TENSION PKR TO TEST THE REST OF CSG - RIH W/ 181 JTS 2 7/8" TBG RELEASED RBP POOH W/ 127 JTS 2 7/8" TBG - SET RBP @ 3412' FILLED W/ 75 BBLs TPW - SET PKR @ 3349' TESTED TOOLS TO 1000 PSI TEST GOOD - POOH W/ 108 JTS 2 7/8" TBG LD RETRIEVING HEAD & PKR - PU 7" TENSION PKR RIH W/ 68 JTS OF 2 7/8" TBG SET PKR @ 2155' - DWN TBG GOOD - DWN CSG LOST 500 PSI 1 MINUTE - POOH TO 1537' - TBG LOST 500 PSI 1 MINUTE - 1589' - TBG LOST 500 PSI 1 MIN - CSG 500 1 MIN - 1618' - TBG 500 1 MINUTE LOST - 1649' - TBG 500 PSI 1 MIN - CSG 500 PSI 1 MIN - 1770' TBG GOOD TEST 700 PSI - 1710' - TBG GOOD - CSG LOST 500 PSI 1 MIN - 1528' - CSG GOOD 700 PSI - TBG BAD CIRCULATED UP SURF CSG W/ 10 BBLs @ 1200 PSI 1/2" BBL MINUTE - SHUT IN WELL FOR NIGHT
 SHUT DOWN - 500 - 24

Report # 5							
Report Start Date 9/23/2010 06:00	Report End Date 9/24/2010 06:00	Daily Cost 4,652	Cum Cost To Date 43,617	Depth End (ftKB) 0.0			

Time Log Summary
 CREW TRAVEL - SAFETY MEETING - BLEADING WELL PRESSURE DWN
 SICP - SITP -
 BLED WELL DWN TO FLATTANK - RU SWAB EQUIPMENT - MADE 8 SWAB RUNS BROUGHT BACK 16.3 BBLs - LAST 2 SWAB RUNS NO FLUID BROUGHT BACK - RU PUMPLINES TO TBG - PUMPED 8 BBLs @ 500 PSI AT 1/2 BBL MINUTE NO CIRCULATION - PUMPED 10 BBLs @ 750 PSI BROKE BACK TO 600 PSI PUMPED 55 BBLs DWN TBG UP SURF CIRCULATING TO FLATTANK - RD SWAB EQUIPMENT - SHUT IN WELL FOR NIGHT - NEXT DAY RIH W/ RETAINER PUMP CEMENT.
 SHUT DOWN - 330
 BBLs SWABBED BACK - 16.3
 BBLs PUMPED - 73 - 24

Report # 6							
Report Start Date 9/24/2010 06:00	Report End Date 9/25/2010 06:00	Daily Cost 36,435	Cum Cost To Date 80,052	Depth End (ftKB) 0.0			

Time Log Summary
 CREW TRAVEL - SAFETY MEETING - CENENTING
 POOH W/ 48 JTS 2 7/8" TBG LD TENSION PKR - RIH W/ 7" COMPOSITE RETAINER W/ 45 JTS 2 7/8" SET RETAINER @1434' PUT 1000 PSI ON CSG FOR JOB - RU HALLIBURTON TO THE TBG - RU KELLY HOSE FOR RETURN LINE OFF SURF CSG - PUMPED 98 BBLs TOTAL CEMENT @ 600 PSI - GOT CEMENT TO SURFACE SHUT IN SURFACE CSG PUMPED 17 BBLs CEMENT BEHIND PIPE - UNSTUNG REVERSED W/ 30 BBLs TPW - RD HALLIBURTON POOH W/ 45 JTS 2 7/8" LD STINGER - CLEANED UP LOCATION - SHUT IN WELL FOR WEEKEND.
 SHUT DOWN - 130 - 24

Report # 7							
Report Start Date 9/27/2010 06:00	Report End Date 9/28/2010 06:00	Daily Cost 1,175	Cum Cost To Date 81,227	Depth End (ftKB) 0.0			

Time Log Summary
 CREW TRAVEL - SAFETY MEETING - DRILLING W/ PSI
 PU 6 1/8" CONE BIT W/ 4 5/16" BIT SUB - RIH W/ 45 JTS TAG UP @ 1432' DROLLED UP 2' OF CEMENT ON TOP OF RETAINER - STARTED DRILLING RETAINER AT 9:00 AM - DRILLED 2' OF RETAINER BLEW UP HYDRUALIC HOSE ON SWIVEL - CIRCULATED CLEAN W/ 30 BBLs TPW - EOT @ 1405' SHUT IN WELL FOR NIGHT - NEXT DAY FINISH DRILLING RETAINER & CEMENT.
 SHUT DOWN - 530 - 24



Well Chronology

District ROCKY MOUNTAIN	County DUCHESNE	Field Name BLUEBELL	Project Group UINTA	State/Province UT
Surface Legal Location 7-3-S 5-W-6	API/UWI 4301331327	Latitude (DMS) 40° 13' 53.77" N	Longitude (DMS) 110° 29' 49.66" E	Ground Elev ... KB - GL (ft) 6,042.00 19.00
		Orig KB Elev (ft) 6,061.00	TH Elev (ft) 6,042.00	

Report # 8				
Report Start Date 9/28/2010 06:00	Report End Date 9/29/2010 06:00	Daily Cost 7,477	Cum Cost To Date 88,704	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - SWIVEL
 FIXED HYDRUALIC HOSE ON SWIVEL -RIH W/ 1 JT TAG UP @ 1436' CIRCULATED 20 BBLS BEFORE DRILLING - STARTED DRILLING @ 730 AM FELL THREW RETAINER @ 1438' TAG CEMENT - CEMENT WAS HARD - FELL THREW CEMENT @ 1701' RIH W/ 3 JTS MAKE SURE IT WAS FREE EOT @ 1806'- CIRCULATED CEMENT WTR OUT W/ 80 BBLS TPW - PRESSURE TESTED TO 600 PSI FOR 30 MINUTES NO BLEAD OFF - RD SWIVEL - PU TONGS - SHUT IN WELL W/ 600 PSI ON WELL CHECK IN MORNING - NEXT DAY FINISH IN HOLE TO RBP W/ BIT CIRCULATE CLEAN .

SHUT DOWN - 730
EOT - 1806' - 24

Report # 9				
Report Start Date 9/28/2010 06:00	Report End Date 9/30/2010 06:00	Daily Cost 9,696	Cum Cost To Date 98,400	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - TRIP HAZARDS
 SIP @ 600 PSI - RIH W/ 53 JTS 2 7/8" EUE TBG TAG RBP @ 3412'- CIRCULATED CLEAN W/ 110 BBLS TPW - POOH W/ 109 JTS 2 7/8" EUE TBG LD BIT - PU RETRIEVING HEAD - RIH W/ 109 JTS 2 7/8" EUE TBG LATCHED ONTO RBP & RELEASED - POOH W/ 109 JTS 2 7/8" EUE TBG LD RBP - PU 5" PKR RIH W/ 253 JTS 2 7/8" TBG SET PKR @ 9701' FILLED CSG W/ 181 BBLS TPW TESTED TO 600 PSI FOR 30 MINUTES NO BLEAD OFF - RU SWAB EQUIPMENT - RIH TAG FLUID LEVEL @ 5050' - MADE 7 SWAB RUNS BROUGHT BACK 57 BBLS 150 PSI ON TBG WHILE SWABBING - SHUT IN WELL - LD LUBICATOR REPOURED ROPE SOCKET ON SANDLINE - NEXT DAY CHECK FOR FLUID ENTRY

SHUT DOWN - 600
BBLS RECOVERD - 57
BBLS PUMPED - 181
PSN @ 7897'
PKR @ 7901' - 24

Report # 10				
Report Start Date 9/30/2010 06:00	Report End Date 10/1/2010 06:00	Daily Cost 5,113	Cum Cost To Date 103,513	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - SWABBING GAS
 SITP - 545# BLEAD WELL DWN TO FLATTANK - RU SWAB EQUIPMENT - RIH TAG FLUID @ 6000' MADE 2 SWAB RUNS DWN TO 7850' ON 3RD RUN GOT STUCK WORKED SANDLINE FOR 1 1/2 HOURS SANDLINE CAME FREE POOH INSPECTING SANDLINE & CUPS EVERYTHING LOOKED GOOD - RIH W/ 1 CUP TO PSN @ 7897' TO MAKE SURE THERE WERE NO CRIMP JTS - KEPT SWABBING W/ 1 CUP MADE 20 SWAB RUNS BROUGHT BACK 111 BBLS - RD SWAB EQUIPMENT - SHUT IN WELL FOR NIGHT - BLEAD CSG DWN - NEXT DAY PUMP ACID JOB.

SHUT DOWN - 530
BBLS RECOVERD - 111 - 24

Report # 11				
Report Start Date 10/1/2010 06:00	Report End Date 10/2/2010 06:00	Daily Cost 17,004	Cum Cost To Date 120,518	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - ACID JOB
 HEATED & TRANSFERD OIL OUT OF FLAT TANK - RU HALLIBURTON TO TBG - RU RIG PUMP TO CSG HELD 1000 PSI WHILE PUMPING ACID JOB - PUMPED 4000 GALLON ACID JOB - RD HALLIBURTON - RU SWAB EQUIPMENT - RIH W/ 1 CUP TAG FLUID LEVEL @ 6200' - MADE 16 SWAB RUNS BROUGHT 104 BBLS BACK - RD SWAB EQUIPMENT - BLEAD CSG DWN - SHUT IN WELL FOR WEEKEND - BBLS RECOVERD - 104
SHUT DOWN - 630 - 24



Well Chronology

District ROCKY MOUNTAIN	County DUCHESNE	Field Name BLUEBELL	Project Group UINTA	State/Province UT
Surface Legal Location 7-3-S 5-W-6	API/UWI 4301331327	Latitude (DMS) 40° 13' 53.77" N	Longitude (DMS) 110° 29' 49.66" E	Ground Elev ... 6,042.00
			KB - GL (ft) 19.00	Orig KB Elev (ft) 6,061.00
				TH Elev (ft) 6,042.00

Report # 12				
Report Start Date 10/4/2010 06:00	Report End Date 10/5/2010 06:00	Daily Cost 7,091	Cum Cost To Date 127,609	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - RELEASING PKR
 SICP - 110# SITP - 950#
 RU SWAB EQUIPMENT - RIH TAG FLUID LEVEL @5100' MADE 18 SWAB RUNS - BROUGHT BACK 131 BBLS - 30% OIL CUT - 30% WTR - 40% GAS - ENDING FLUID LEVEL @ 6000' - RD SWAB EQUIPMENT - PUMPED 60 BBLS DWN TBG - RELEASED 5" PKR @ 9801' POOH W/ 253 JTS 2 7/8" EUE TBG LD PKR - MADE UP BHA RIH W/ 114 JTS 2 7/8" EUE TBG - 7" CIRCULATING SHOE - SHUT IN WELL FOR NIGHT - NEXT DAY FINISH RIH W/ PORDUCTION.

EOT @ 3700'
 SHUT DOWN - 730
 BBLS RECOVERD - 131 - 24

Report # 13				
Report Start Date 10/5/2010 06:00	Report End Date 10/6/2010 06:00	Daily Cost 13,852	Cum Cost To Date 141,461	Depth End (ftKB) 0.0

Time Log Summary
CREW TRAVEL - SAFETY MEETING - LANDING WELL
 SICP - 175 SITP - 190
 RIH W/ 154 JTS 2 7/8" EUE TBG - ND FLOOR & BOP LANDED IN 20,000 TENSION - NU BOP - FLOOR - TONGS - X-O TO 1.9 EQUIPMENT - RIH W/ 1.9" 10RD STINGER W/ 150 JTS 1.9" 10RD TBG - SPACED OUT W/ 2'-4'-6'-6" X 1.9" 10RD PUP JTS - LANDED SIDE STRING W/ 8,000 DWN ON SHOE - ND BOP - NU WELLHEAD - DUMPED PELLETS - FLUSHED W/ 60 BBLS TPW - DUMPED CHEMICAL - X-O TO RUN RODS - RIH W/ 21" DIP TUBE W/ 2 1/2" X 1 3/4" X 28' PUMP - RIH W/ RODS SEATED FILLED W/ 45 BBLS TEST 1000 PSI HANG UNIT & RODS - PUMP 10 BBLS DIESEL DWN SIDE STRING - RIG DWN TURN OVER TO PORDUCTION - HEATED & TRANSFERD 40 BBLS OIL W/ RIG PUMP DWN FLOWLINE - RD PUMP LINES - WINTERIZED PUMP - SHUT DOWN FOR NIGHT -

SHUT DOWN - 730
 CIRC SHOE - 4863'
 PSN - 8432'
 TAC - 8478'
 EOT - 8479' - 24

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS **AUG 19 2010**
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 1420H624855
2. Name of Operator DEVON ENERGY CORPORATION		6. If Indian, Allottee or Tribe Name
3a. Address P.O. BOX 290 NEOLA, UT 84053		7. If Unit or CA/Agreement, Name and/or No.
3b. Phone No. (include area code) Ph: 435-353-5780 Fx: 435-353-4139		8. Well Name and No. SMITH 2-7C5
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 7 T3S R5W NESW 1538FSL 1349FWL		9. API Well No. 43-013-31327
		10. Field and Pool, or Exploratory ALTAMONT FIELD
		11. County or Parish, and State DUCHESNE COUNTY, UT

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

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

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

Devon's objective is to clean out wellbore and acidize the producing upper Wasatch intervals 8,480' - 8998'.

Attachment: well history and procedure

pc: State of Utah, DOGM

VERNAL FIELD OFFICE
ENG **GD** **SEP 14 2010**
GEOLOGIST _____
E.S. _____
PETROLOGIST _____
RECLAMATION _____

RECEIVED

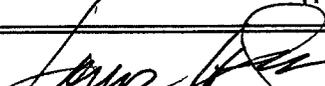
DEC 06 2010

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #91453 verified by the BLM Well Information System
For DEVON ENERGY CORPORATION, sent to the Vernal
Committed to AFMSS for processing by GAIL JENKINS on 08/19/2010 ()

Name (Printed/Typed) GEORGE GURR	Title PRODUCTION FOREMAN
Signature _____ (Electronic Submission)	Date 08/19/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By 	Title Acting Assistant Field Manager Lands & Mineral Resources	Date OCT 14 2010
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office VERNAL FIELD OFFICE	

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

UDOGM

**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

CONDITIONS OF APPROVAL ATTACHED

**DEVON ENERGY PRODUCTION COMPANY
WORKOVER PROCEDURE**

Smith 2-7C5
NE/SW SECTION 7, T3S, R5W
BLUEBELL/ALTAMONT FIELD
DUSCHESNE COUNTY, UTAH

AFE 156152
Property # 63079-001
Prepared 7/7/2010 - JAT

OBJECTIVE:

Perform a clean out of the wellbore and an acid job for the producing interval 8480-8998 in an attempt to improve near wellbore conditions. Test the numerous squeeze jobs in the shallow part of the casing.

JUSTIFICATION:

Currently the Smith 2-7C5 produces the most water of any Devon operated well in the area. Operational costs indicate a need for reduction in water production or an increase in oil production in order for the Smith 2-7C5 to be economic.

The well is currently producing from 8480'-8998', with a major water producing zone (from production log) identified from 8945'-8991'. When this zone was isolated in 2006, the majority of the oil production was shut-off, and the plug was soon removed. Acid treatment over these intervals should help to improve oil production.

The past squeeze jobs fall within or very close to a zone identified to have lost circulation as well as water channeling, there is concern that the squeeze jobs may not have been effective and some of water production may enter from these sections of the casing.

WELL DATA:

API No.	43-013-31327.		
Completion:	1991		
TD:	11,030'	PBTD:	11,008
Casing:	10 3/4" 40.5# K-55 at 1578' 7" 26# N-80 at 8448		

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

5" 18# N-80 from 7837 to 11,027'.

Perforations: 9050-11004, 9048-10997 1991 & 92
5446-5456 (squeezed)
8480-8998 2001

Other: CIBP at 9034'

WELL HISTORY

12-29-91 Perf 9050-11,004 (58 intervals, 58', 58 holes)

01-02-92 Stim 9050-11,004 with 20,000 g 15% HCL

01-05-92 Perf 9048-10,997 (136 intervals, 755', 1510 holes)

01-06-92 Stim 9048-11,004 with 100,000 g 15% HCL

01-10-92 Ran production logs across perfs 9048-11,004 while flowing 648 bopd + 143 bwpd. Results follow:

9048-9100 Producing 147 bwpd with gas

9228-9260 Possible water entry

9563-9596 Possible oil & gas entry

9854-9892 Major oil (800 bpd) with slight water

9953-9924 Major thief zone takes 150 bopd from above & 100 bopd from below

10,247-10,298 Producing 100 bopd, all going to thief zone above

06-01-92 Installed rod pumping equipment

06-04-94 Tagged fill with slickline at 11,007'

06-10-94 Installed sub pump with Y tool

06-22-94 Tagged fill at 11,040' with slickline

06-25-94 Installed rods with Y tool

06-30-94 Ran production log through rod pump Y tool across perfs 9048-11,004 while pumping 30 bopd + 275 bwpd. Results follow:

9041-9052 28% of oil enters and moves up

9104-9147 400 BWPD enters (300 moves up, 100 moves down to thief zone)

9805-9893 31% of oil enters and moves up

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

9953-9974 Thief zone takes 100 BWPD from above and undetermined amount of oil from below
10247-259 18% of oil enters and moves up to surface or thief zone
10282-298 9% of oil enters and moves up to surface or thief zone
10316-340 8% of oil enters and moves up to surface or thief zone
10364-404 6% of oil enters and moves up to surface or thief zone

Note: All depths from HLS Acoustic CBL run 12-26-91

07-26-94 Tagged fill at 10,981' with slickline

07-29-94 Installed straddle packers at 9086' & 9188' relative to Phasor Induction Log run 12-4-91(9080' and 9182' relative to CBL). Purpose of packers: Seal off water zone.

07-30-94 Installed rods with Y tool (above straddle packers)

08-20-94 Fished and repaired broken rod.

08-29-94 Ran production log through rod pumping Y tool across perms 9048-11,004" (open hole depths). Straddle packers set at 9080' and 9182' (CBL depths). Surface production 16-22 bopd with 290 bwpd. Tagged bottom at 10,981'. Results of log follow:

9041-9047 23% of oil enters and moves up.
9178-9184 100% of water entry near bottom straddle packer.
300 bwpd moves up to surface, 50 bwpd moves down to thief zone.
Cannot determine if water is from packer leak or channeling behind pipe and around packer.

9783-9875 36% of oil enters and moves up.
9953-9974 Thief zone takes approx. 50 bwpd from above and unknown amount of oil from below.

10,274-10,259 13% of oil enters and moves up to surface or thief zone.
10,282-10,340 11% of oil enters and moves up to surface or thief zone.
10,364-10,423 17% of oil enters and moves up to surface or thief zone.

Note: All depths from HLS Acoustic CBL run 12-26-91

09-19-94
to

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 09-25-94 Repositioned straddle packers at 9080' and 9305' relative to CBL. Removed "Y" tool, lowered rod pump from 7600' to 9000' and raised sidestring from 7500' to 5500'.
- 12-18-98 Removed straddle packers at 9080' and 9305' (see 9-25-94).
- 12-22-97 Set 5" CIBP at 8346' and capped same with 50' cmt. Set 7" CIBP at 5592' and dumped 10' of cmt on top. Tested casing to 1000 psi for 30 minutes, held OK.
- 12-30-97 Perforated U. Green River from 5446' to 5456' (10', 40 holes).
- 01-02-98 Acidized 5446-5456' with 2500 g 15% HCL.
- 05-12-98 Pulled tbg and found corrosion holes in 2-7/8" one jt above pkr at 5180' (corrosion probably caused by acid)
- 05-12-98 Remove pkr at 5180' and tested all casing above 5400' to 1500 psi for 10 minutes, held OK.
- 05-13-98 Perf 5456-5470' (14', 56 holes).
- 05-15-98 Acidized old and new UGR perms 5446-5470' with 500 xylene and 5000 g 15% HCL. Observed slight ball action.
- 05-21-98 With well flowing 600-800 bwpd with no oil and very little gas, ran production log. Found water channeling behind pipe from 5505-15 up to perms 5446-5470'. Left well shut in pending evaluation.
- 6-28-98 Perforated squeeze holes at 5500-5504'. Set cement retainer at 5490'
- 6-30-98 Cement squeezed perforations 5500-5504' while pumping into production perforations at 5446-5470'.
- 7-8-98 Put on pump to pump water off.
- 12-03-98 Drilled out cement retainer at 5490', drilled out CIBP at 5592'. Set a CIBP at 5750' with 15' cement on top, perforated squeeze holes at 5650-54, 4', 8 holes and 5750-54, 4', 8 holes. Set a cement retainer on tubing at 5350'.
- 12-05-98 Squeezed perforations 5446-70, 5550-54 and 5650-54 with 150 sks SelfStress II cement, unable to get a walking squeeze, overdisplaced to bottom perms, WOC 3 hrs, pumped additional 100 sks same, did not squeeze off, overdisplaced to bottom perf.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 12-06-98 Sting back into the retainer, unable to pump into perfs or through the retainer.
- 12-08-98 Drilled out the cement retainer at 5350', tagged cement at 5473' (3' below original perforations), drilled out 11 feet of cement and stringers to 5525', TIH to 5724' without tagging any bridges or obstruction.
- 12-14-98 Isolated and swab tested all of the perforations. Rates varied from 12 to 18 bbls water per hour with little or no oil and gas shows.
- 12-16-98 Set a CIBP on wireline at 5490' and a cement retainer at 5360'.
- 12-17-98 Cement squeezed perforations 5446-5470' with 50 sks "G". Spotted 16 bbls slurry across casing leaks at 2062-2218', squeezed away 6 bbls slurry.
- 12-21-98 Finished drilling out the casing leak squeeze, cement retainer at 5360', and cleaned out to CIBP at 5490'. Pressure tested to 1000 psi, no bleed off.
- 12-22-98 Perforated interval 5448-5454' with Schlumberger Ultrajet charges, 6', 12 holes 120 degree phasing. Penetration in Berea 47".
- 12-24-98 Swab down, no entry.
- 12-29-98 Pulled tubing, ran Sideways, LLC 6 1/8" shoe, correlated with Gamma Ray, set hole in shoe at 5452' correlated to Schlumberger Very Enhanced PHASOR Induction log dated 12-4-91.
- 01-01-99 Milled and jetted five laterals using Sideways LLC equipment.
1st lateral 400' at 5452'
2nd lateral 100' at 5452' 180 degees from 1st lateral.
3rd lateral 100' at 5450.5 90 degrees from 2nd lateral.
4th lateral 100' at 5450.5 180 degrees from 3rd lateral
5th lateral 100' at 5450.5 same direction as 1st lateral.
- 01-02-99 Ran production packer, swab tested, no entry.
- 01-05-99 Broke perforations and laterals down with 10 bbls 2 % KCL water at 1.6 BPM at 2600 psi, No breaks after formation started taking fluid. Swabbed back, minimal entry. Filled tubing and pumped 30 bbls 2% KCL water at 3 BPM at 4300 psi. Swabbed back, no entry.
- 01-06-99 Rigged down and moved off, left well shut in. Notified Land Department.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 09-22-01 Squeezed perforations 5446-5470 with 50 sks Halliburton Class "G" to 2000 psi.
- 09-24-01 Drill out squeeze and test to 1500 psi.
- 09-26-01 Drill out CIBP at 5490'
- 09-29-01 Cement squeeze old squeeze perforations 5550-54 and 5650-54' with 100 sks cement, squeeze to 1500 psi, sting out of retainer.
- 10-03-01 Finish drilling out retainer and cement, pressure test squeeze to 1500 psi.
- 10-05-01 Finish drilling out CIBP at 5750', push to liner top at 7837'.
- 10-10-01 Finish cleaning out liner top. TIH tag at 8275'.
- 10-16-01 Finish drilling out CIBP at 8346', push to top of CIBP at 9610'.
- 10-18-01 Set a CIBP at 9034'. Perforate Upper Wasatch 8480 – 8998'.
- 10-20-01 Swab test perforations 8480-8998, 12 BPH, 30% oil, FFL 6200'.
- 10-25-01 Finish running production equipment.
- 10-26-01 Set American 912-365-168 pumping unit.
- 10-29-01 Return to production.
- 12-20-01 Pulled 1 3/4" pump, ran 2" pump
- 02- 27-04 Lowered seating nipple from 8394' to 8887'.
- 10-16-04 Tubing leak, ran "Y" tool
- 10-22-04 Ran production log with well pumping 30 BOPD and 380 BWPD

8579-8611	Oil entry
8945-8991	100 % of the water with oil

Pressure data:

Fluid level	6275' (Top perf at 8480')
At 8500'	873 psi
At 9000'	1074 psi

Tag at 9012', CIBP at 9034'.

Smith 2-7C5, LOWER GREEN RIVER & WASATCH

- 3-8-06 Tubing leak @ 6426'. Removed y-tool & replaced bad tbg. Hydrotested tbg & found 18 bad jts. Tagged fill @ 9010' SLM. Set wireline CIBP @ 8860' w/ 1 sack cmt on top. RIH w/ production equipment & put well on production. PSN @ 8744'.
- 7-19-06 Drill out CIBP @ 8860'. Move PSN to 8409'
- 6-14-08 Repair tubing leak. Set PSN @ 8439.48'.

PROCEDURE:

1. RDMO pumping unit.
2. MIRU workover rig with pump and tank. Test the deadmen prior to moving in and rigging up.
3. POOH with rods & pump, 1.9" tubing side string, 2-7/8" production tubing.
4. TIH with 4" bit and scraper (for 5" 18#/ft liner) and cleanout to ~9020 (as far as you can go, CIBP at 9034').
5. Pick up 5" treating packer. TIH, set packer at ~7900'. Pressure up backside to 1000 psi and hold for 15min, record any leak off. If there is significant leak off notify OKC office prior to further work.
6. Pump 4,000 gal of 15% HCl with standard additives. Overflush acid with 4,000 gal of produced water.
7. Swab test to determine rate, cut, and fluid level. Swab until pH level is 5 or greater.
8. Release packer and TOH.
9. Run production equipment and hydrotest new joints. Set PSN at ~9000'.
10. Monitor production of 2-6C5 and 2-18C5 (known communication).

CONDITIONS OF APPROVAL FOR WELL RECOMPLETION

Company **Devon Energy Corporation** Location: **NESW, Sec. 7 T3S R5W**
Well No. **Smith 2-7C5** Lease No. **14-20-H62-4855**

GOVERNMENT CONTACTS
BUREAU OF LAND MANAGEMENT - VERNAL FIELD OFFICE
170 South 500 East, Vernal, Utah 84078 (435) 781-4400

Petroleum Engineer: Michael Lee	Cell: 828-7875	Office: 781-4432
Petroleum Engineer: Carey Doyle	Cell: 828-7874	Office: 781-3406
Suprv. I&E Inspector: Bill Owens	Cell: 828-7630	Office: 781-4498
Acting Asst. Field Manager: Jamie Sparger	Cell: 828-3913	Office: 781-4502

**A COPY OF THESE CONDITIONS SHALL BE GIVEN TO
YOUR FIELD REPRESENTATIVE TO ENSURE COMPLIANCE**

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

The operator shall comply with applicable laws and regulations; with the lease terms, Onshore Oil and Gas Orders, NTL's; and with other orders and instructions of the authorized officer.

If you have any other questions concerning this matter, please contact Carey Doyle of this office at (435) 781-3405.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

8/29/2014

FROM: (Old Operator): DEVON ENERGY PRODUCTION COMPANY L.P. N1275 333 WEST SHERIDAN AVENUE OKLAHOMA CITY OK 73102-5015	TO: (New Operator): LINN OPERATING INC N4115 1999 BROADWAY STE 3700 DENVER CO 80202 303-999-4275
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WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List									

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 9/16/2014
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/16/2014
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/8/2014
- a. Is the new operator registered in the State of Utah: Business Number: 9031632-0143
- 5a. (R649-9-2)Waste Management Plan has been received on: Yes
- 5b. Inspections of LA PA state/fee well sites complete on: N/A
- 5c. Reports current for Production/Disposition & Sundries on: 10/8/2014
- 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: BLM NOT YET BIA NOT YET
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** 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: 9/24/2014

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 10/8/2014
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 10/8/2014
- Bond information entered in RBDMS on: 10/8/2014
- Fee/State wells attached to bond in RBDMS on: 10/8/2014
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 10/8/2014
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 9/16/2014

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: NMB000501
- Indian well(s) covered by Bond Number: NMB000501
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number LPM9149893
- b. The **FORMER** operator has requested a release of liability from their bond on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** 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: 10/8/2014

COMMENTS:

Devon Energy Production Company, L.P. N1275 to Linn Operating, Inc N4115
Effective 8/29/2014

Well Name	Section	Township	Range AP	API Number	Entity	Mineral Lease	Well Type	Well Status
SWD 4-11A2	11	010S	020W	4301320255	99990	Fee	WD	A
VIRGIL MECHAM 1-11A2	11	010S	020W	4301330009	5760	Fee	WD	A
1-3A2	3	010S	020W	4301330021	99990	Fee	WD	A
BLUEBELL 2-28A2	28	010S	020W	4301330346	99990	Fee	WD	A
SALERATUS 2-17C5	17	030S	050W	4301330388	99990	Fee	WD	A
CENTRAL BLUEBELL 2-26A2	26	010S	020W	4301330389	99990	Fee	WD	A
BALLARD 2-15B1	15	020S	010W	4304732351	11476	Fee	WD	A
GALLOWAY #3-14B2	14	020S	020W	4301351741		Fee	OW	APD
GALLOWAY #3-12B2	12	020S	020W	4301351742		Fee	OW	APD
GALLOWAY 4-14B2	14	020S	020W	4301351818		Fee	OW	APD
MORRIS #3-8B1	8	020S	010W	4301351836		State	OW	APD
FRITZ #3-24A2	24	010S	020W	4301351837		Fee	OW	APD
GALLOWAY #2-14B2	14	020S	020W	4301351739	19044	Fee	OW	DRL
EMERALD 2-32A1	32	010S	010W	4301350059	17980	Fee	OW	OPS
CLYDE MURRAY 1-2A2	2	010S	020W	4301330005	5876	Fee	OW	P
VICTOR C BROWN 1-4A2	4	010S	020W	4301330011	5780	Fee	OW	P
DOUG BROWN 2-4A2	4	010S	020W	4301330017	5840	Fee	OW	P
L BOREN U 3-15A2	15	010S	020W	4301330086	5755	Fee	OW	P
LAMICQ-URTY U 3-17A2	17	010S	020W	4301330099	5745	Fee	OW	P
L BOREN U 5-22A2	22	010S	020W	4301330107	5900	Fee	OW	P
L BOREN U 4-23A2	23	010S	020W	4301330115	5905	Fee	OW	P
TOMLINSON FED 1-25A2	25	010S	020W	4301330120	5535	Federal	OW	P
WOODWARD 1-21A2	21	010S	020W	4301330130	5665	Fee	OW	P
LAMICQ 1-20A2	20	010S	020W	4301330133	5400	Fee	GW	P
L RBRTSN ST 1-1B2	1	020S	020W	4301330200	5410	State	OW	P
SMITH ALBERT 1-8C5	8	030S	050W	4301330245	5490	Fee	OW	P
FRESTON ST 1-8B1	8	020S	010W	4301330294	5345	Fee	OW	P
GEORGE MURRAY 1-16B1	16	020S	010W	4301330297	5950	Fee	OW	P
LAMICQ-URTY U 4-5A2	5	010S	020W	4301330347	5845	Fee	OW	P
H G COLTHARP 1-15B1	15	020S	010W	4301330359	5945	Fee	OW	P
STATE 3-18A1	18	010S	010W	4301330369	5810	Fee	OW	P
LAMICQ 2-6B1	6	020S	010W	4301330809	2301	Fee	OW	P
DILLMAN 2-28A2	28	010S	020W	4301330821	5666	Fee	OW	P
HAMBLIN 2-26-A2	26	010S	020W	4301330903	5361	Fee	OW	P
JOHN 2-3-B2	3	020S	020W	4301330975	5387	Fee	OW	P
LAMICQ-ROBERTSON ST 2-1B2	1	020S	020W	4301330995	5412	Fee	OW	P
UTE TRIBAL 2-7A2	7	010S	020W	4301331009	5836	Indian	OW	P
HATCH 2-3B1	3	020S	010W	4301331147	10615	Fee	OW	P
NORLING 2-9B1	9	020S	010W	4301331151	10616	Fee	OW	P
SHAW 2-27A2	27	010S	020W	4301331184	10753	Fee	OW	P
LAMICQ-URRITY 4-17A2	17	010S	020W	4301331190	10764	Fee	OW	P
LAMICQ 2-20A2	20	010S	020W	4301331191	10794	Fee	OW	P
FRESTON 2-8B1	8	020S	010W	4301331203	10851	Fee	OW	P
WISSE 3-35A2	35	010S	020W	4301331215	10925	Fee	OW	P
MECCA 2-8A2	8	010S	020W	4301331231	10981	Fee	OW	P
SWYKES 2-21A2	21	010S	020W	4301331235	10998	Fee	OW	P
SHERMAN 2-12B2	12	020S	020W	4301331238	11009	Fee	OW	P
DUNCAN 4-2A2	2	010S	020W	4301331276	11258	Fee	GW	P
HAMBLIN 3-9A2	9	010S	020W	4301331278	11094	Fee	GW	P
BAR-F 2-5B1	5	020S	010W	4301331286	11113	Fee	OW	P
SMITH 2-9C5	9	030S	050W	4301331321	11245	Fee	OW	P
LORANGER 2-24A2	24	010S	020W	4301331322	11244	Fee	OW	P
UTE 2-6B3	6	020S	030W	4301331325	11446	Indian	OW	P
MCELPRANG 2-30A1	30	010S	010W	4301331326	11252	Fee	OW	P

Devon Energy Production Company, L.P. N1275 to Linn Operating, Inc N4115
 Effective 8/29/2014

Well Name	Section	Township	Range AP	API Number	Entity	Mineral Lease	Well Type	Well Status
SMITH 2-7C5	7	030S	050W	4301331327	11324	Indian	OW	P
SMITH 2-18C5	18	030S	050W	4301331328	11336	Indian	OW	P
UTE 2-24A3	24	010S	030W	4301331329	11339	Indian	OW	P
UTE 5-19A2	19	010S	020W	4301331330	11277	Indian	OW	P
EDWARDS 3-10B1	10	020S	010W	4301331332	11264	Fee	OW	P
SUNDANCE 4-15A2	15	010S	020W	4301331333	11269	Fee	OW	P
LORANGER 6-22A2	22	010S	020W	4301331334	11335	Fee	OW	P
COX 2-36A2	36	010S	020W	4301331335	11330	Fee	OW	P
SMITH 2-6C5	6	030S	050W	4301331338	11367	Indian	OW	P
FRESTON 2-7B1	7	020S	010W	4301331341	11338	Fee	OW	P
PEARSON 2-11B2	11	020S	020W	4301331356	11359	Fee	OW	P
CHAPMAN 2-4B2	4	020S	020W	4301331378	11485	Fee	OW	P
LAMB 2-16A2	16	010S	020W	4301331390	11487	Fee	OW	P
LABRUM 2-23A2	23	010S	020W	4301331393	11514	Fee	OW	P
POWELL 2-16B1	16	020S	010W	4301331820	12342	Fee	OW	P
BOWMAN 5-5A2	5	010S	020W	4301332202	13043	Fee	OW	P
BOREN 4-9A2	9	010S	020W	4301332203	13079	Fee	OW	P
BLANCHARD 3-10A2	10	010S	020W	4301332223	13149	Fee	OW	P
SQUIRES 3-8A2	8	010S	020W	4301332227	13176	Fee	OW	P
BROWN 3-4A2	4	010S	020W	4301332684	14673	Fee	OW	P
GALLOWAY 3-11B2	11	020S	020W	4301334304	18527	Fee	OW	P
OWL AND THE HAWK 3-9C5	9	030S	050W	4301351214	18649	Fee	OW	P
Bingham #3-4B1	4	020S	010W	4301351464	18825	Fee	OW	P
RED MOUNTAIN 3-5B1	5	020S	010W	4301351632	18954	Fee	OW	P
MECHAM #3-1B2	1	020S	020W	4301351844	19082	State	OW	P
MIKE AND SHELLEY #3-4B2	4	020S	020W	4301351845	19083	Fee	OW	P
RBRTSN UTE ST 1-12B1	12	020S	010W	4304730164	5475	Fee	OW	P
MAY UTE FED 1-13B1	13	020S	010W	4304730176	5435	Fee	OW	P
COOK 1-26B1	26	020S	010W	4304731981	11212	Fee	OW	P
CHRISTIANSEN 2-12B1	12	020S	010W	4304732178	11350	Fee	OW	P
RICH 2-13B1	13	020S	010W	4304732744	12046	Fee	OW	P
THOMAS 4-10B1	10	020S	010W	4304734080	13284	Fee	OW	P
HAMAKER 3-12B1	12	020S	010W	4304752294	18650	Fee	OW	P
BETTS 2-26B1	26	020S	010W	4304752435	18698	Fee	OW	P
STATE 1-10A2 (3-10C)	10	010S	020W	4301330006	5860	State	GW	S
L BOREN U 6-16A2	16	010S	020W	4301330123	5750	Fee	OW	S
UTE TRIBAL 1-6B3	6	020S	030W	4301330136	5705	Indian	OW	S
MAUREL TAYLOR FEE 1-36A2	36	010S	020W	4301330143	5525	Fee	OW	S
CAMPBELL UTE ST 1-7B1	7	020S	010W	4301330236	5295	Indian	OW	S
D L GALLOWAY 1-14B2	14	020S	020W	4301330564	5965	Fee	OW	S
MARK 2-25A2	25	010S	020W	4301331232	10986	Fee	OW	S
MITCHELL 2-4B1	4	020S	010W	4301331317	11231	Fee	OW	S

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>See Attached Well List</u>		5. LEASE DESIGNATION AND SERIAL NUMBER: <u>See Attached Well List</u>
2. NAME OF OPERATOR: <u>LINN OPERATING, INC</u> <u>N4115</u>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: <u>1999 Broadway, Suite 3700</u> CITY <u>Denver</u> STATE <u>CO</u> ZIP <u>80202</u> PHONE NUMBER: <u>(303) 999-4275</u>		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: <u>Duchsene/Uintah</u> QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: <u>UTAH</u>		8. WELL NAME and NUMBER: <u>See Attached Well List</u>
		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT: <u>Bluebell/Altamont</u>

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>CHANGE OF OPERATOR</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.

Effective 08/29/2014, Change of Operator from Devon Energy Production Company, LP, to Linn Operating, Inc. is responsible under the terms and conditions of the leases for operations conducted on the leased lands or a portion thereof under their blanket state bond number LPM9149893.

Attached is a list of wells that are associated with this Change of Operator.

Devon Energy Production Company, LP N1275
333 West Sheridan Avenue
Oklahoma City, OK 73102-5015



John D. Raines
Vice President

RECEIVED
SEP 16 2014
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Russell des Cognets II TITLE Asset Manager
SIGNATURE Russell des Cognets DATE 9/8/14

(This space for State use only)
APPROVED
OCT 08 2014
DIV. OIL GAS & MINING
BY: Rachael Medina

(See Instructions on Reverse Side)

Devon Energy Production Company, LP
Existing Well List for State/Fee/Indian Leases

Well Name	API #	Legal Location	Producing Status	Well Type	Lease Type	Field	State	County
BAR F 2-5B1	430133128600	005-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BINGHAM 3-4B1	430135146400	004-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BLANCHARD 3-10A2	430133222300	010-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 1-14A2	430133003500	014-001S-002W	Shut-In	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 3-11A2	430133119200	011-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 3-15A2	430133008600	015-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 4-23A2	430133011500	023-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 4-9A2	430133220300	009-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 5-22A2	430133010700	022-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOREN 6-16A2	430133012300	016-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BOWMAN 5-5A2	430133220200	005-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BROWN DOUG 2-4A2	430133001700	004-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BROWN VICTOR C 1-4A2	430133001100	004-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BROWN 3-4A2	430133268400	004-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
CAMPBELL UTE ST 1-7B1	430133023600	007-002S-001W	Shut-In	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
CHAPMAN 2-4B2	430133137800	004-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
CLYDE MURRAY 1-2A2	430133000500	002-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
COLTHARP 1-15B1	430133035900	015-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
CORNABY 2-14A2 (RECOMP)	430133129900	014-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
COX 2-36A2	430133133500	036-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
DILLMAN 2-28A2	430133082100	028-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
DUNCAN 4-2A2	430133127600	002-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
EDWARDS 3-10B1	430133133200	010-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
FRESTON STATE 1-8B1	430133029400	008-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
FRESTON 2-7B1	430133134100	007-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
FRESTON 2-8B1	430133120300	008-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
GALLOWAY 1-14B2	430133056400	014-002S-002W	Shut-In	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
GALLOWAY 3-11B2	430133430400	011-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
HAMBLIN 2-26A2	430133090300	026-001S-002W	Shut-In	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
HAMBLIN 3-9A2	430133127800	009-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
HATCH 2-3B1	430133114700	003-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
JOHN 2-3B2	430133097500	003-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LABRUM 2-23A2	430133139300	023-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMB 2 16A2	430133139000	016-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ ROBERTSON 1-1B2	430133020000	001-002S-002W	Producing	OIL	STATE	BLUEBELL ALTAMONT	UT	DUCHESNE

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LAMICQ ROBERTSON 2-1B2	430133099500	001-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ URRUTY 3-17A2	430133009900	017-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ URRUTY 4-17A2	430133119000	017-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ URRUTY 4-5A2	430133034700	005-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ 1-20A2	430133013300	020-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ 2-20A2	430133119100	020-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LAMICQ 2-6B1	430133080900	006-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LORANGER 2-24A2	430133132200	024-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
LORANGER 6-22A2	430133133400	022-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MARK 2 25A2	430133123200	025-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MCCELPRANG 2-30A1	430133132600	030-001S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MECCA 2-8A2	430133123100	008-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MECHAM VIRGIL B 1-11A2 SWD	430133000900	011-001S-002W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MECHAM 3-1B2	430135184400	1-2S-2W	Producing	OIL	STATE	BLUEBELL ALTAMONT	UT	DUCHESNE
MIKE AND SHELLEY 3-4B2	430135184500	4-2S-2W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MITCHELL 2-4B1	430133131700	004-002S-001W	Shut-in	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
MURRAY GEORGE 1-16B1	430133029700	016-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
NORLING 2-9B1	430133115100	009-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
OWL AND THE HAWK 3-9C5	430135121400	9-003S-005W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
PEARSON 2-11B2	430133135600	011-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
POWELL 2 16B1	430133182000	016-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
RED MOUNTAIN 3-5B1	430135163200	05-2S-1W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SHAW 2-27A2	430133118400	027-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SHERMAN 2-12B2	430133123800	012-002S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SMITH ALBERT 1-8C5	430133024500	008-003S-005W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SMITH 2-18C5	430133132800	018-003S-005W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
SMITH 2-6C5	430133133800	006-003S-005W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
SMITH 2-7C5	430133132700	007-003S-005W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
SMITH 2-9C5	430133132100	009-003S-005W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SQUIRES 3-8A2	430133222700	008-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
STATE 1-10A2	430133000600	010-001S-002W	Producing	OIL	STATE	BLUEBELL ALTAMONT	UT	DUCHESNE
STATE 3-18A1	430133036900	018-001S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SUNDANCE 4 15A2 (BOREN)	430133133300	015-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SWD ANDERSON 2-28A2	430133034600	028-001S-002W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SWD HAMBLIN 2-26A2	430133038900	026-001S-002W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SWD SALERATUS 2-17C5	430133038800	017-003S-005W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SWD 1-3A2	430133002100	003-001S-002W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
SWD 4-11A2	430132025500	011-001S-002W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE

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SWYKES 2 21A2	430133123500	021-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
TAYLOR MAUREL FEE 1-36A2	430133014300	036-001S-002W	Shut-In	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
TOMLINSON 1 25A2	430133012000	025-001S-002W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
UTE TRIBAL 2-7A2	430133100900	007-001S-002W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
UTE TRIBAL 5-19A2	430133133000	019-001S-002W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
UTE 1-6B3	430133013600	006-002S-003W	Shut-In	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
UTE 2-24A3	430133132900	024-001S-003W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
UTE 2-6B3	430133132500	006-002S-003W	Producing	OIL	INDIAN	BLUEBELL ALTAMONT	UT	DUCHESNE
WISSE 3-35A2	430133121500	035-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
WOODWARD 1-21A2	430133013000	021-001S-002W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	DUCHESNE
BALLARD 2-15B1 SWD	430473235100	015-002S-001W	Injecting	SWD	FEE	BLUEBELL ALTAMONT	UT	UINTAH
BETTS 2-26B1	430475243500	26-2S-1W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
CHRISTENSEN 2-12B1	430473217800	012-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
COOK 1-26B1	430473198100	026-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
HAMAKER 3-12B1	430475229400	12-2S-1W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
MAY UTE FED 1-13B1	430473017600	013-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
RICH 2-13B1	430473274400	013-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
ROBERTSON UTE STATE 1-12B1	430473016400	012-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH
THOMAS 4-10B1	430473408000	010-002S-001W	Producing	OIL	FEE	BLUEBELL ALTAMONT	UT	UINTAH

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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		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>See Attached Well List</u>		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: LINN OPERATING, INC		8. WELL NAME and NUMBER: See Attached Well List
3. ADDRESS OF OPERATOR: 1999 Broadway, Suite 3700 CITY Denver STATE CO ZIP 80202		9. API NUMBER:
PHONE NUMBER: (303) 999-4275		10. FIELD AND POOL, OR WILDCAT: Bluebell/Altamont
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: Duchsene		
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: UTAH		

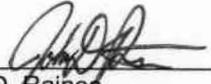
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input 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: CHANGE OF OPERATOR
	<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.

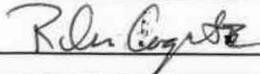
Effective 08/29/2014, Change of Operator from Devon Energy Production Company, LP, to Linn Operating, Inc. is responsible under the terms and conditions of the leases for operations conducted on the leased lands or a portion thereof under their blanket state bond number LPM9149893 .

Attached is a list of Applications for Permit to Drill (APD) that are associated with this Change of Operator.

Devon Energy Production Company, LP
333 West Sheridan Avenue
Oklahoma City, OK 73102-5015



John D. Raines
Vice President

NAME (PLEASE PRINT) <u>Russell des Cognets II</u>	TITLE <u>Asset Manager</u>
SIGNATURE 	DATE <u>9/16/14</u>

(This space for State use only)

APPROVED

OCT 08 2014

DIV. OIL GAS & MINING

BY: Rachael Medina

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(5/2000) (See Instructions on Reverse Side)

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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.

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
Misc.

2. NAME OF OPERATOR:
LINN OPERATING, INC.

9. API NUMBER:

3. ADDRESS OF OPERATOR: PHONE NUMBER:
1999 Broadway, Ste #3700 Denver CO 80202 (303) 999-4016

10. FIELD AND POOL, OR WILDCAT:
Bluebell

4. LOCATION OF WELL
FOOTAGES AT SURFACE: COUNTY: UINTAH
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: 14 1S 2W STATE: UTAH

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

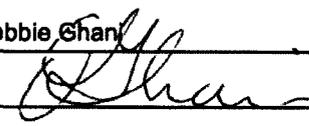
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input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

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

Do not process Change of Operator from Devon Energy Production Company, LP to LINN Operating, Inc. for the following wells.

- 43-013-31192 BOREN 3-11A2 Oil Well Producing BLUEBELL DUCHESNE 1S-2W Sec 11
- 43-013-51846 MIKE AND SHELLEY #4-14A2 Oil Well Approved permit (APD) BLUEBELL DUCHESNE 1S-2W Sec14
- 43-013-31299 CORNABY 2-14A2 Oil Well Producing BLUEBELL DUCHESNE 1S-2W Sec 14
- 43-013-30035 FLY/DIA L BOREN 1-14A2 Oil Well Shut-In BLUEBELL DUCHESNE 1S-2W Sec 14

The Devon transaction to Linn Energy allowed EP Energy to exercise their preferential right to purchase the leases and wells in Sections 11 and 14 of T1S, 2W so EP Energy now owns these wells.

NAME (PLEASE PRINT) Debbie Chan TITLE Reg. Compliance Supervisor
SIGNATURE  DATE 9/23/2014

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