

BARRETT RESOURCES CORPORATION
March 7, 2001



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

RECEIVED

Re: Oil and Gas Conservation General Rules
R649-3-3 Exception to Location and Siting of Wells.
Ute Tribal No. 13-17-54 TMM

MAR 21 2001

DIVISION OF
OIL, GAS AND MINING

Gentlemen:

Barrett Resources is proposing to drill a development well in the Brundage Canyon Field, Duchesne County, Utah. The well is located on lands within the Uintah and Ouray Ute Reservation. A copy of the Federal Application for Permit to Drill (APD) is attached for your review. This APD has been submitted to the Bureau of Land Management (BLM) in Vernal and the Bureau of Indian Affairs (BIA) at Ft. Duchesne.

The proposed Ute Tribal No. 13-17-54 TMM is a shallow twin to the existing Ute Tribal No. 13-17. The purpose of the 3,000 ft ETD well will be to test the productivity of the Tertiary-age Mahogany Bench at an estimated depth of 2,720 ft. The existing well was drilled to a TD of 6,150' and is currently completed in the Lower Green River formation at a depth of 4,723'-5,114' OA. As shown on the attached "Location Layout Plat", the proposed location for the Ute Tribal No. 13-17-54 TMM is on the same drilling pad used for the deeper Ute Tribal No. 13-17. The proposed surface location of the new well is included within the approved Brundage Canyon Unit, but the Mahogany Bench is not part of the unitized formations. Because of the close proximity between the two wells, the proposed shallow location falls outside of the allowed standard well spacing (R649-3-2). Barrett is requesting an exception to the spacing requirement per regulation R649-3-3. As indicated from the TD's and proposed completion depths, the two wells will be used to test separate reservoirs. Barrett's intent by utilizing the existing wellpad is to minimize surface disturbance.

In accordance with R649-3-3, Barrett is providing a copy of the staking plat showing the proposed location in relation to the allowed spacing "window" and all tracts contacted by a circle with a radius of 460'. The "Location Layout Plat" illustrates the relation of the two wellbores. A third plat is also attached showing the actual or recently proposed location for all direct or diagonal offsetting wells. With the exception of this proposed shallow test, all other wellbores in adjacent tracts are development wells drilled to test the Lower Green River Formation. As to the 460' radius circle, no other 40-acre tract is included. Barrett is the sole owner of the SW/4 SW/4 Section 17 at both shallow and deep horizons. Barrett is the owner of all adjacent leases within the 9-spot pattern.

Barrett is requesting approval of this excepted location as proposed. If additional information is required, please contact Jeff Carlson at (303) 606-4063.

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

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
BARRETT RESOURCES CORPORATION **CONFIDENTIAL**

3. ADDRESS OF OPERATOR
30 WEST 425 SOUTH (330-5) ROOSEVELT, UTAH 84066

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface **854' FSL x 671' FWL (SW/4 SW/4)** *4432358 N*
 At proposed prod. zone **same as above** *554108 E*

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
approximately 26.1 miles southwest of Myton, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
 (Also to nearest drlg. unit line, if any) **671'**

16. NO. OF ACRES IN LEASE **640**

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED OR APPLIED FOR, ON THIS LEASE **approx. 50'**

19. PROPOSED DEPTH **3,000'**

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
6552' GR (UNGRADED)

5. LEASE DESIGNATION AND SERIAL NO.
14-20-H62-4919

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
UTE

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
UTE TRIBAL

9. WELL NO.
13-17-54 TMM

10. FIELD AND POOL, OR WILDCAT *Undesignated*
-BRUNDAGE CANYON

11. SEC., T., R., M., OR BLK, AND SURVEY OR AREA
Sec 17 T5S R4W U.S.B.&M.

12. COUNTY OR PARISH 13. STATE
DUCHESNE UTAH

17. NO OF ACRES ASSIGNED TO THIS WELL
40

20. ROTARY OR CABLE TOOLS
Rotary

22. APPROX. DATE WORK WILL START*
May 1, 2001

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
	16" Conductor		40'	TBD
11"	8-5/8"	23#	300'	165 sx
7-7/8"	5-1/2"	15.5#	3,000'	255 sx

OPERATOR REQUESTS PERMISSION TO DRILL THE SUBJECT WELL. PLEASE SEE THE ATTACHED TEN-POINT DRILLING PLAN AND 13 POINT SURFACE USE PLAN FOR FURTHER INFORMATION.

IF ADDITIONAL INFORMATION IS REQUIRED, PLEASE CONTACT:

MR. GENE MARTIN
30 WEST 425 SOUTH (330-5)
ROOSEVELT, UTAH 84066

OFFICE: (435) 722-1325

*Federal Approval of this
Action is Necessary*

CELLULAR: (435) 790-7451

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**DIVISION OF
OIL, GAS AND 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.

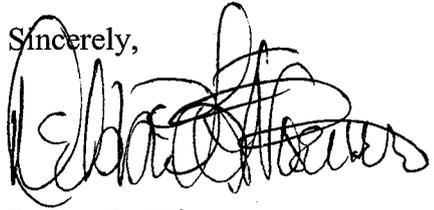
24. SIGNED *Gene Martin* TITLE **Production Foreman** DATE **03/15/01**

(This space for Federal or State office use)
 PERMIT NO. **43-013-312870**
 APPROVED BY: *Bradley G. Hill*
 CONDITIONS OF APPROVAL IF ANY

APPROVAL DATE
BRADLEY G. HILL
RECLAMATION SPECIALIST III DATE **4/4/01**

*See Instructions On Reverse Side

Sincerely,

A handwritten signature in black ink, appearing to read 'Debbie L. Wisener', written in a cursive style.

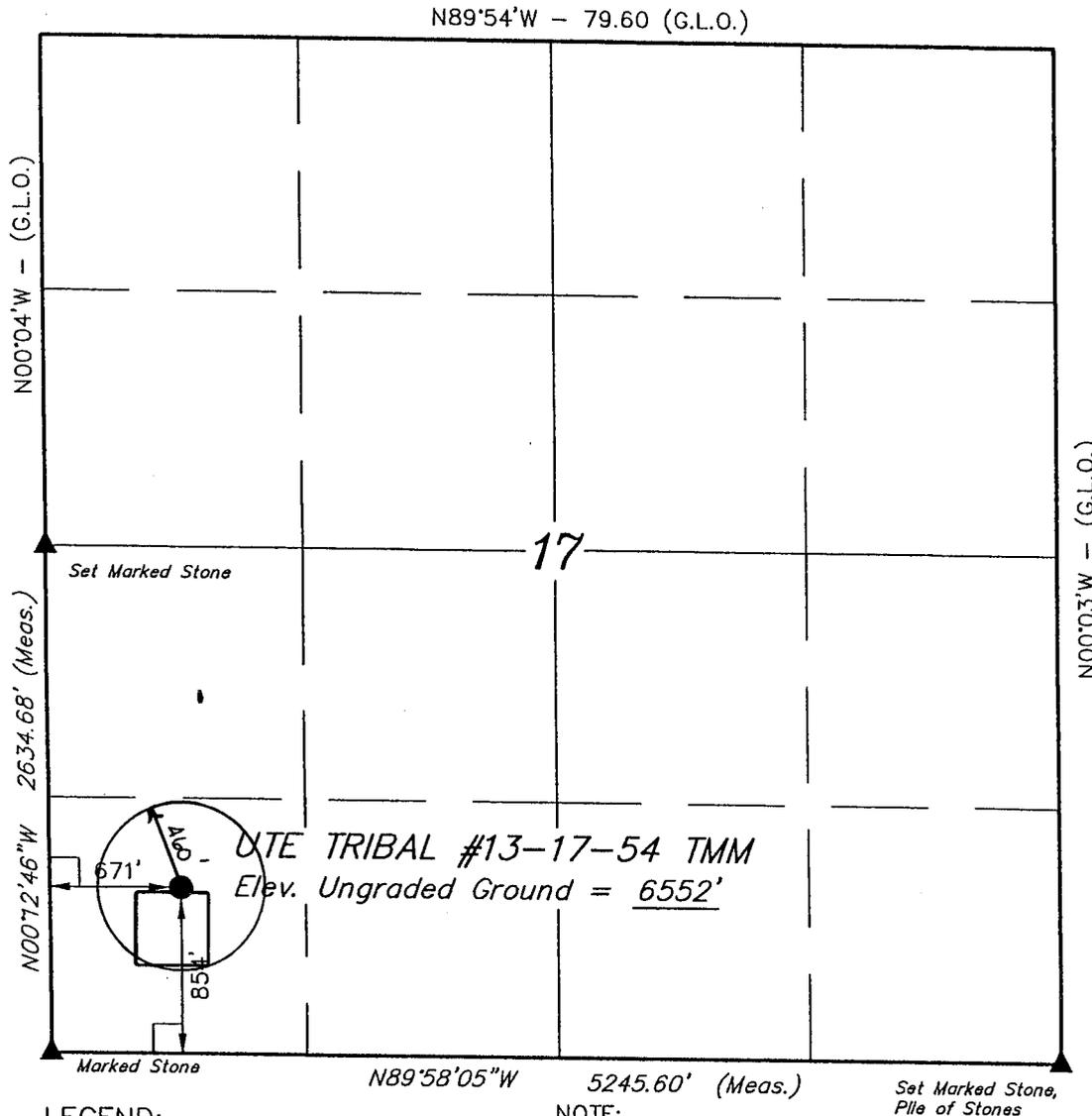
Debbie L. Wisener
Utah District Office Manager

enclosures
cc: Debbie Stanberry

T5S, R4W, U.S.B.&M.

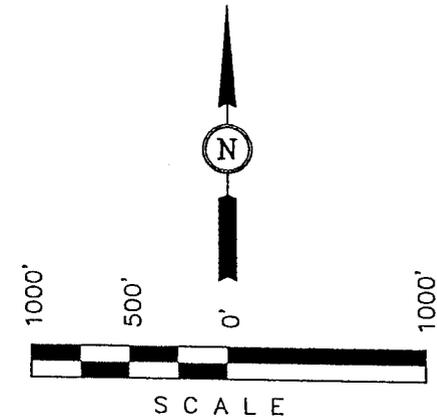
BARRETT RESOURCES CORPORATION

Well location, UTE TRIBAL #13-17-54 TMM, located as shown in the SW 1/4 SW 1/4 of Section 17, T5S, R4W, U.S.B.&M. Duchesne County, Utah.



BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHEAST CORNER OF SECTION 18, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6559 FEET.



CERTIFICATE

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

Robert J. Gray
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

LEGEND:

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

NOTE:

BASIS OF BEARINGS IS THE SOUTH LINE OF THE SE 1/4 OF SECTION 18, T5S, R4W, U.S.B.&M. WHICH IS ASSUMED FROM G.L.O. INFORMATION TO BEAR S89°57'E.
LATITUDE = 40°02'28"
LONGITUDE = 110°21'57"

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

SCALE 1" = 1000'	DATE SURVEYED: 02-22-01	DATE DRAWN: 02-23-01
PARTY G.S. T.A. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BARRETT RESOURCES CORP.	

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well
 Oil Well Gas Well Other _____

2. Name of Operator
 Barrett Resources Corporation

3. Address 1515 Arapahoe Street, Tower 3, Suite 1000
 Denver, Colorado 80202

3b. Phone No. (include area code)
 (303) 572-3900

4. Location of Well (Footage, Sec., T., R.M., or Survey Description)
 854' FSL x 671' FWL
 SW/4 SW/4 Section 17-T5S-R4W

5. Lease Serial No.
 UTE 14-20-H62-4919

6. If Indian, Allottee, or Tribe Name
 UTE TRIBE

7. If Unit or CA. Agreement Designation

8. Well Name and No.
 UTE TRIBAL 13-17-54 TMM

9. API Well No.
 pending

10. Field and Pool, or Exploratory Area
 BRUNDAGE CANYON

11. County or Parish, State
 DUCHESNE COUNTY, UTAH

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

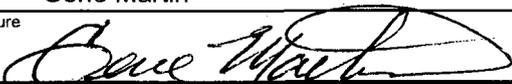
TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize <input type="checkbox"/> Deepen <input type="checkbox"/> Production (Start/Resume) <input type="checkbox"/> Water Shut-off <input type="checkbox"/> Altering Casing <input type="checkbox"/> Fracture Test <input type="checkbox"/> Reclamation <input type="checkbox"/> Well Integrity <input checked="" type="checkbox"/> Subsequent Report <input type="checkbox"/> Casing Repair <input type="checkbox"/> New Construction <input checked="" type="checkbox"/> Other <u>twinning</u> <input type="checkbox"/> Change Plans <input type="checkbox"/> Plug and Abandon <input type="checkbox"/> Temporarily Abandon <u>existing wells</u> <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Plug Back <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 recomplate horizontally, give subsurface locations and measured and true vertical depths or pertinent markers and sands. Attach the Bond under which the work be will performed or provide the Bond No. on file with the 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 Notice 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.)

THIS PROPOSED WELL WILL BE A "TWIN" TO THE EXISTING UTE TRIBAL 13-17 WELL. IT IS ANTICIPATED THAT THIS WELL WILL BE A GAS PRODUCER WITH THE PROBABILITY OF OIL ALSO BEING PRODUCED IN SOME QUANTITY.

AFTER GEOLOGIC EVALUATION, IT IS BARRETT'S DESIRE TO TEST THE SHALLOW SECTION ABOVE THE PRODUCTIVE INTERVAL IN THE BRUNDAGE CANYON AREA IN ORDER TO MAXIMIZE PRODUCTION BY PRODUCING FROM TWO SEPARATE RESERVOIRS.

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

Name (Printed/ Typed) Gene Martin	Title Production Foreman
Signature 	Date 3/15/01

Approved by	Title	Date

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.

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

MAR 21 2001

(Instructions on reverse)

DIVISION OF
OIL, GAS AND MINING

TEN POINT PLAN

BARRETT RESOURCES CORPORATION

Ute Tribal 13-17-54 TMM

Surface location SW ¼ SW ¼, 854' FSL 671' FWL, Section 17, T. 5 S., R. 4 W., U.S.B.&M.
Duchesne County, Utah

1,2,3 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth</u>
Uinta	surface
TU Show Zone A	590'
TU Show Zone B	1020'
TU Show Zone C	1188'
Green River	1415'
TGR Show Zone D	1456'
TGR Show Zone E	1598'
TGR Show Zone F	2520'
*Mahogany	2720'
TD	3000'

*PROSPECTIVE PAY

4 Casing Program

HOLE SIZE	SETTING	DEPTH	SIZE	WEIGHT	GRADE	THREAD	CONDITION
	from	to					
11"	surface	300'	8-5/8"	23#	M-50	ST&C	New
7-7/8"	surface	3000'	5-1/2"	15.5#	J55	ST&C	New

5 Cementing Program

8-5/8" Surface Casing	165 sx Premium Cement w/2% Calcium Chloride – Anhy and 0.125 lb/sk PolyFlake (Lost Circulation) @ 1.19 ft ³ /sk (15.6 ppg)
5-1/2" Production Casing	Lead: 115 sx HiFill Mod V with 16% gel plus 7.5 lb/sk Gilsonite, 3% salt, 2.0 lb/sk Granulite TR ¼ plus 0.2% HR@-7 and 0.75% Econolite plus 0.125 lb/sk PolyFlake @ 3.91 ft ³ /sk (11.0 ppg) Tail: 140 sx 50/50 POZ V with 2% gel plus 3% KCL, plus 3.0 lb/sk Silicalite and 1.0 lb/sk Granulite TR ¼ and 0.125 lb/sk PolyFlake @ 1.48 ft ³ /sk (13.4 ppg)

6. Mud Program

<u>INTERVAL</u>	<u>WEIGHT</u>	<u>VISCOSITY</u>	<u>FLUID LOSS</u>	<u>REMARKS</u>
0 - 300'	8.3 - 8.6	27-40	NC	Spud Mud
300 - 3000'	8.3 - 8.9	27-40	10 - 12 cc	KCL/Water

7. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 - 300'	No Pressure Control
300 - 3000'	9" 2000# Ram Type BOP 9" 2000# Annular BOP

ANCILLARY EQUIPMENT AND CHOKE MANIFOLD RATED AT 2000#.
 ALL BOP AND BOPE TESTS WILL BE IN ACCORDANCE WITH THE REQUIREMENTS
 OF ONSHORE ORDER NO. 2.

THE BLM AND THE STATE OF UTAH DIVISION OF OIL, GAS AND MINING WILL BE
 NOTIFIED 24 HOURS IN ADVANCE OF ALL BOP PRESSURE TESTS.

8. Auxiliary equipment

- a) An upper Kelly Cock will be kept in the string at all times.
- b) A float will be used at the bit at all times.
- c) A stabbing valve will be available on the rig floor and will fit all rotary connections.
- d) 2" choke manifold and pit level indicator.

9. Testing, Logging and Core Programs

Cores	NONE
DST's	2 DST's
Sampling	30' dry cut samples; surface (Kelly) to TD 10' dry cut samples through gas shows
Surveys	Run every 100' and on trips
Mud logger	one-man mudlogging unit
Logging Program	Induction-SP-GR, Density/Neutron-PE-GR, Microlog, NRM All surface casing to TD

Barrett Resources Corporation
Drilling Program
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Three

10. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated. Other wells in the area have not encountered over-pressured zones or H₂S.

11. Drilling Schedule

Dirt work start up:	Immediately following approval of APD
Spud:	Approximately May 1, 2001
Duration:	5 days drilling time 10 days completion time

BARRETT RESOURCES CORPORATION

13 POINT SURFACE USE PLAN

FOR

WELL LOCATION

UTE TRIBAL 13-17-54 TMM

LOCATED IN

**SW ¼ SW ¼, 854' FNL, 671' FWL
SECTION 17, T. 5 S. , R. 4 W., U.S.B.&M.**

DUCHESNE COUNTY, UTAH

LEASE NUMBER: BIA 14-20-H62-4919

SURFACE OWNERSHIP: UTE TRIBE

1. Existing Roads

To reach the Barrett Resources well, Ute Tribal 13-17-54 TMM location, in Section 17-T5S-R4W:

Start in Myton, Utah. Proceed west on US Highway 40, 8.8 miles to the Sowers Canyon Road. Turn south and proceed 10.1 miles to the Brundage Canyon Road. Turn left on the Brundage Canyon Road and proceed south and west 1.8 miles. Turn right onto the dugway and proceed 5.4 miles to the 1-19 location, continuing on by this location to the Ute Tribal 13-17 location.

The existing oilfield service road may need some surface material to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operation. If repairs are made the operator will secure material from private sources.

Please see the attached map for additional details.

2. Planned access road

No new access road will be required. The existing access road to the Ute Tribal 13-17 well will be utilized. Please see the attached location plat for additional details.

No right of way will be required. All new construction will be conducted on lease.

All travel will be confined to existing road right of ways.

Access roads and surface disturbing activities will conform to standards outlined in the USGS publication (1978) Surface Operation Standards for Oil and Gas Development.

Barrett Resources Corporation
Surface Use Plan
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Two

3. Location of Existing Wells

The following wells are located within one mile radius of the location site.

A) PRODUCING WELLS:

OIL WELL	UTE TRIBAL 13-17	SECTION 17-T5S-R4W
OIL WELL	UTE TRIBAL 15-17	SECTION 17-T5S-R4W
OIL WELL	UTE TRIBAL 16-18	SECTION 18-T5S-R4W
OIL WELL	UTE TRIBAL 1-19	SECTION 19-T5S-R4W
OIL WELL	UTE TRIBAL 3-19	SECTION 19-T5S-R4W
OIL WELL	UTE TRIBAL 7-19	SECTION 19-T5S-R4W
OIL WELL	UTE TRIBAL 9-19	SECTION 19-T5S-R4W
OIL WELL	UTE TRIBAL 1-20	SECTION 20-T5S-R4W
OIL WELL	UTE TRIBAL 5-20	SECTION 20-T5S-R4W

B) WATER WELLS: NONE

C) ABANDONED WELLS : NONE

D) TEMPORARILY ABANDONED WELLS: NONE

E) DISPOSAL WELLS: NONE

F) DRILLING WELLS: NONE

G) SHUT IN WELLS: NONE

H) INJECTION WELLS: NONE

I) MONITORING OR OBSERVATION WELLS: NONE

PLEASE SEE ATTACHED MAP (TOPO C) FOR ADDITIONAL DETAILS.

Barrett Resources Corporation
Surface Use Plan
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Three

4. Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines

All production facilities are to be contained within the proposed location site. Please see the attached plot plan for a typical pump jack, separator install and wellsite piping connection.

All permanent (on site for six months or longer) structures constructed or installed will be painted a desert brown color. All facilities will be painted within six 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 (10 YR 6/4) unless otherwise designated by the Authorized Officer.

The tank battery will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank in the battery. The integrity of the dike will be maintained.

All site security guidelines identified in 43 CFR 3126.7 regulation will be adhered to. All off-lease storage, off-lease measurement, or commingling on lease or off lease will have prior written approval from the authorized officer.

The gas line has been staked on the ground. There will be no additional surface disturbances required for the installation of any gathering line.

Gas meter runs will be located approximately within 100 feet of the wellhead. The gas line will be buried, or anchored down from the wellhead to the meter. Meter runs will be housed and/or fenced.

Barrett Resources Corporation
Surface Use Program
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Four

The gas meter will be calibrated and the tank strapped in place prior to any deliveries. Tests for the meter accuracy will be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. The authorized officer 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 report will be submitted to the Vernal Field office. All measurement facilities will conform with API and AGA standards for gas and liquid hydrocarbon measurement.

5. Location and Type of Water Supply

Water for the well will be hauled by truck from Petroglyph Operating's Antelope Creek facility. Water for completion will come from the same facility. A water use agreement is also in place with the Ute Tribe.

6. Source of Construction Materials

All construction material for this location site shall be borrow material accumulated during construction of the location site. Additional gravel or pit lining material will be obtained from private sources. The use of materials under BLM jurisdiction will conform with 43 CFR 3610.2-3.

7. Methods for Handling Waste Disposal

A) Pit construction and liners:

The reserve pit will be approximately 8 feet deep and at least one-half of the depth shall be below the surface of the existing ground.

The reserve pit will be lined with a 16 mil pit liner. The pit liner will be torn and perforated after the pit dries and before backfilling the reserve pit. The reserve pit will be reasonably free of hydrocarbons before the pit is backfilled.

B) Produced Fluids:

Produced water will be confined to the reserve pit, or if deemed necessary, a storage tank for a period not to exceed 90 days after initial production. During the 90 day period an application for approval for a permanent disposal method and location will be submitted to the authorized officer.

C) Garbage:

A trash cage, fabricated from expanded metal, will be used to hold trash on location and will be removed to an authorized landfill location.

D) A portable chemical toilet will be supplied for human waste.

E) Site clean-up:

After the rig is moved out, the area around the wellsite will be cleaned and all refuse removed.

8. Ancillary Facilities

There are no ancillary facilities planned for at this time and none are foreseen in the future.

9. Wellsite Layout

Location dimensions are as follows:

A) PAD LENGTH	260 FT
B) PAD WIDTH	155 FT
C) PIT DEPTH	8 FT
D) PIT LENGTH	125 FT
E) PIT WIDTH	35 FT
F) MAX CUT	7.9 FT
G) MAX FILL	1.9 FT
H) TOTAL CUT YARDS	1,170 CU YDS
I) PIT LOCATION	NORTHEAST CORNER
J) ACCESS ROAD LOCATION	FROM THE SOUTH
K) FLARE PIT	SOUTHEAST SIDE

Please see the attached location diagram for additional details.

All pits will be fenced according to the following standards:

- A) 39 inch net wire shall be used with at least one strand of 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 as to keep the fence tight at all times.

- D) Standard steel, wood or pipe posts shall be used between the corner braces. 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.
- F) The reserve pit fencing will be on two sides during drilling operations, and on the third and fourth sides when the rig moves off location. Pits will be fenced and maintained until cleanup.

10. Plans for Restoration of the Surface

Prior to the construction of the location, no top soil material will be stripped and stockpiled. Total cut of the remaining location will amount to 1,170 cubic yards of material. When all drilling and completion activities have been completed, the unused portion of the location (the area outside the deadmen) will be recontoured and the reserve pit reclaimed and reseeded.

The dirt contractor will be provided with an approved copy of the surface use plan prior to construction activities.

Any drainage rerouted during the construction activities shall be restored to its original line of flow or as near as possible.

All disturbed areas will be recontoured to the approximate natural contours. Prior to backfilling the pit, the fences around the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The liner will also be torn and perforated after the pit dries and before backfilling of the reserve pit.

The reserve pit will be reclaimed within 90 days of well completion. If the reserve pit has not dried sufficiently to allow backfilling, an extension on the time requirement for backfilling the pit will be requested. Once reclamation activities have begun, they shall be completed within 30 days.

Barrett Resources Corporation
Surface Use Plan
Ute Tribal No. 13-17-54 TMM
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Page Eight

After the reserve pit has been reclaimed, no depressions in the soil covering the reserve pit will be allowed. The objective is to keep seasonal rainfall and runoff from seeping into the soil used to cover the reserve pit. Diversion ditches and water bars will be used to divert runoff as needed.

When restoration activities have been completed, the location site shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road, will be scarified and left with a rough surface.

A) Recommended Seed Mixture:

Russian rye 6# per acre. Fairway crested wheat grass 6# per acre.

B) Seeding Dates:

After September 15, and before the ground freezes.

Seed will be broadcast or drilled at the time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage and the seed mixture will be proportionately larger (double the pounds per acre).

At such time the well is plugged and abandoned, the operator will submit a surface reclamation plan to the Surface Management Agency for prescribed seed mixture and reseeding requirements.

11. Surface Ownership:

the Ute Tribe

12. Other Information

A) Vegetation:

The trees in the area are cedar and pinion. The vegetation coverage is slight. The majority of the existing vegetation is made up of rabbit, sage, and bitter brush. Also found on the location is prickly pear, Indian rice grass and yucca.

B) Dwellings:

There are no occupied dwellings, or other facilities within a one mile radius of this location.

C) Archaeology:

The location has been surveyed and there is no archaeological, historical, or cultural sites near the proposed site. Please see the attached archaeological clearance map.

If, during operations, any archaeological or historical sites, or any objects of antiquity (subject to the Antiquities Act of June 8, 1906) are discovered, all operations which would affect such sites are to be suspended and the discovery reported promptly to the Surface Management Agency.

D) Water:

The nearest water is in the bottom of Sowers Canyon 1.5 miles to the north.

E) Wood:

No wood permit will be required for this location. Barrett Resources has a joint Venture Agreement with the Ute Tribe. This agreement makes it unnecessary for Barrett Resources to obtain a wood permit. Please see the Joint Venture Agreement, between Zinke & Trumbo Ltd., which has been assigned to Barrett Resources, if you require additional information.

F) Chemicals:

No pesticides, herbicides or other possible hazardous chemicals shall be used without prior application.

G) Notification:

- a) BLM, Vernal, Utah: Greg Darlington (435-781-4476)
24 to 48 hours before construction of the location.
Also after site construction and before the rig moves in.
- b) BIA, Fort Duchesne, Utah: Charlie Cameron (435-722-2406)
24 to 48 hours before construction of the location.
Also after site construction and before the rig moves in.
- c) Ute Tribe, Minerals Division, Fort Duchesne, Utah:
Ferron Secakuku (435-722-4992)
24 to 48 hours before construction of the location.
Also after site construction and before the rig moves in.

H) Flare Pit:

The flare pit will be located approximately 65 feet from the reserve pit fence and a minimum of 100 feet from the bore hole on the east side of the location, immediately above point D on the location layout plat. All fluids will be removed from the pit within 48 hours of occurrence.

I) Grazing Permittee:

Ute Tribal Livestock Enterprises
Fort Duchesne, Utah
435-722-2406

J) Signage

This well site will have appropriate signs indicating the name of the Operator, the lease serial number, the well name and number and the survey description of the well (either footages or the quarter/quarter section, the section, township and range).

Barrett Resources Corporation
Surface Use Plan
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Eleven

13. Lessees or Operators Representative and Certification

A) Representative

NAME: Gene Martin

ADDRESS: Barrett Resources Corporation
30 West 425 South (330-5)
Roosevelt, Utah 84066

PHONE: 435-722-1325

CELLULAR: 435-790-7451

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

The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

Barrett Resources Corporation
Surface Use Plan
Ute Tribal No. 13-17-54 TMM
Duchesne County, Utah
Page Twelve

B) Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge and belief, true and correct; and that the work associated with the operations proposed herein will be performed by Barrett Resources Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

DATE MARCH 15, 2001



Gene Martin
Production Foreman
Barrett Resources Corporation

SELF-CERTIFICATION STATEMENT

The following self -certification statement is provided per federal requirements dated June 15, 1988.

Please be advised that Barrett Resources Corporation is considered to be the operator of the following well.

Well Ute Tribal 13-17-54 TMM
SW 1/4, SW 1/4, 854' FSL, 671' FWL, Section 17, T. 5 S., R. 4 W., U.S.B.&M.
Lease BIA-14-20-H62-4919
Duchesne County, Utah

Barrett Resources Corporation is responsible under the terms of the lease for the operations conducted upon the lease lands.



Gene Martin
Production Foreman
Barrett Resources Corporation
30 West 425 South (330-5)
Roosevelt, Utah 84066
435-722-1325

HAZARDOUS MATERIAL DECLARATION

FOR WELL NO. UTE TRIBAL 13-17-54 TMM

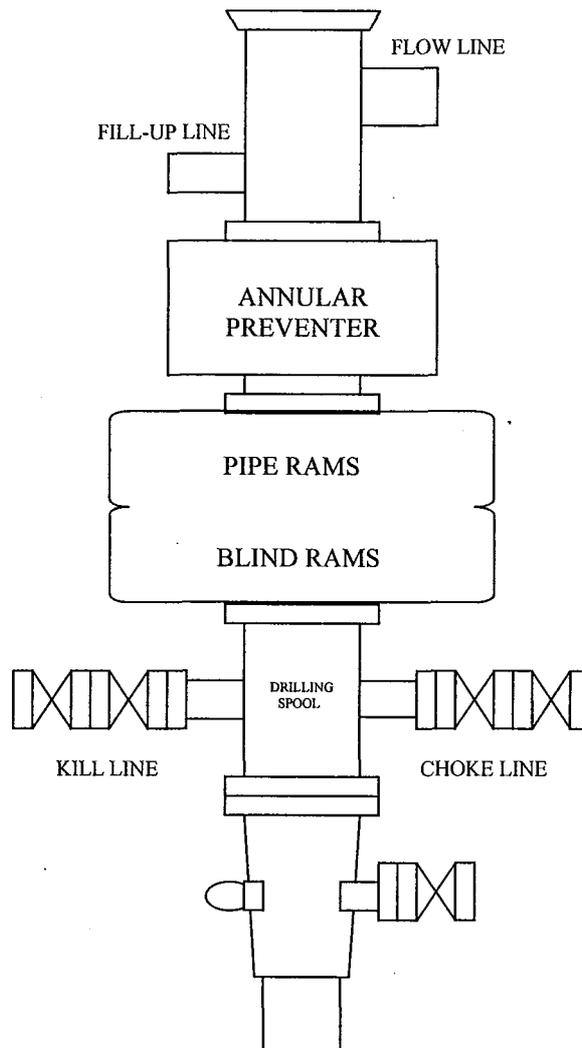
LEASE NO. 14-20-H62-4919

Barrett Resources Corporation guarantees that during the drilling and completion of the above referenced wells, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

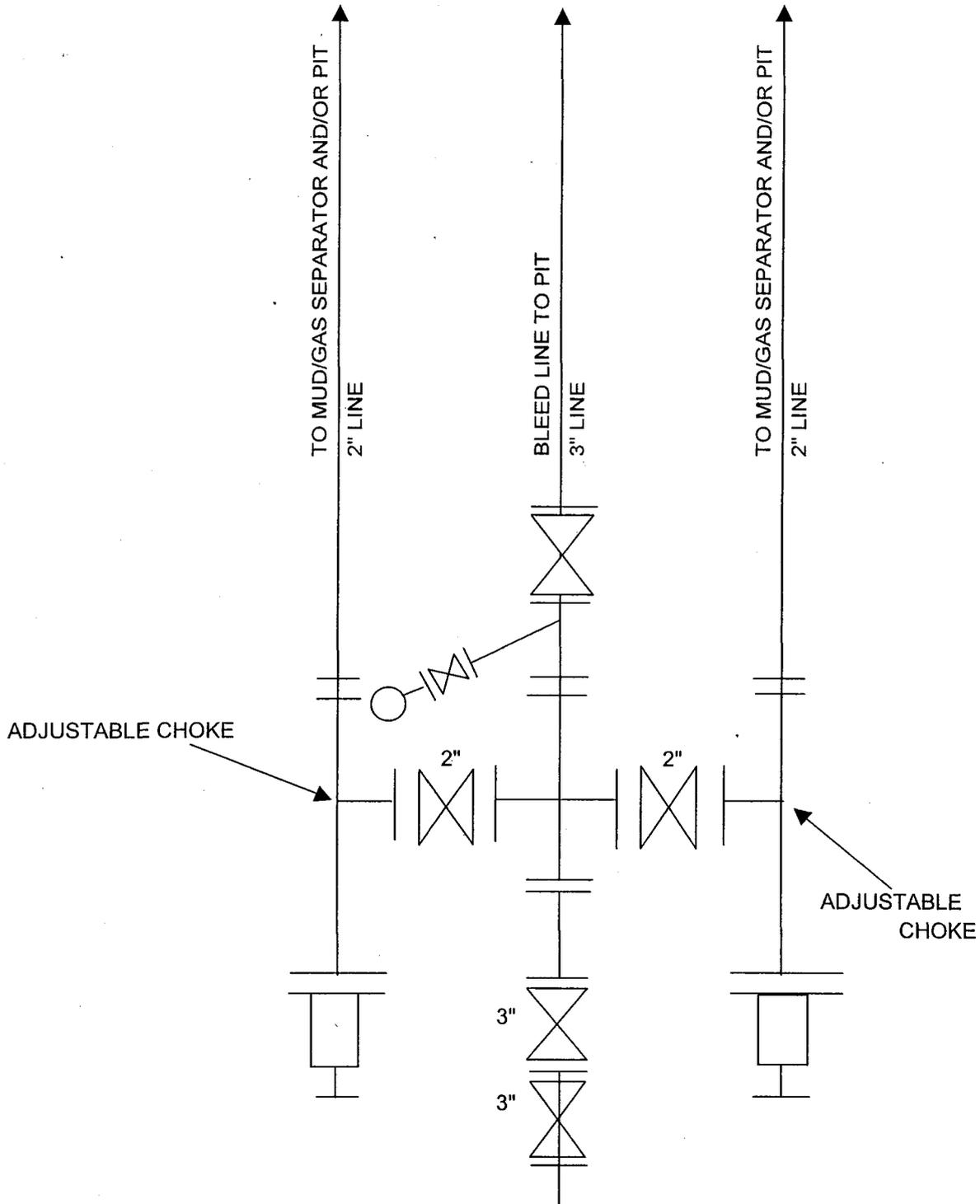
Barrett Resources Corporation guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

BOP AND PRESSURE CONTAINMENT DATA

1. BOP EQUIPMENT SHALL CONSIST OF A DOUBLE GATE, HYDRAULICALLY OPERATED PREVENTER WITH PIPE & BLIND RAMS OR TWO SINGLE RAM TYPE PREVENTERS, ONE EQUIPPED WITH PIPE RAMS, THE OTHER EQUIPPED WITH BLIND RAMS.
2. BOP'S ARE TO BE WELL BRACED WITH HAND CONTROLS EXTENDED CLEAR OF THE SUBSTRUCTURE.
3. ACCUMULATOR TO PROVIDE CLOSING PRESSURE IN EXCESS OF THAT REQUIRED WITH SUFFICIENT VOLUME TO OPERATE ALL COMPONENTS.
4. AUXILIARY EQUIPMENT: LOWER KELLY COCK, FULL OPENING STABBING VALVE, 2 1/2" CHOKE MANIFOLD, PIT LEVEL INDICATOR &/OR FLOW SENSORS WITH ALARMS.
5. ALL BOP EQUIPMENT, AUXILIARY EQUIPMENT, STAND PIPE, VALVES, & ROTARY HOSE TO BE TESTED TO THE RATE PRESSURE OF THE BOP'S AT THE TIME OF INSTALLATION & EVERY 30 DAYS THEREAFTER. BOP'S TO BE MECHANICALLY CHECKED DAILY.
6. MODIFICATION OF HOOK-UP OR TESTING PROCEDURE MUST BE APPROVED IN WRITING ON TOUR REPORTS BY WELLSITE REPRESENTATIVE.



3000 PSI CHOKE MANIFOLD EQUIPMENT

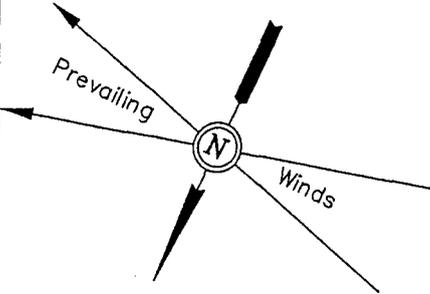
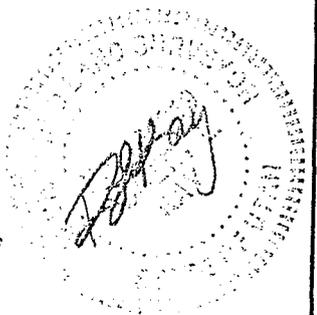


BARRETT RESOURCES CORPORATION

LOCATION LAYOUT FOR

UTE TRIBAL #13-17-54 TMM
SECTION 17, T5S, R4W, U.S.B.&M.

854' FSL 671' FWL



SCALE: 1" = 50'
DATE: 02-23-01
DRAWN BY: D.R.B.

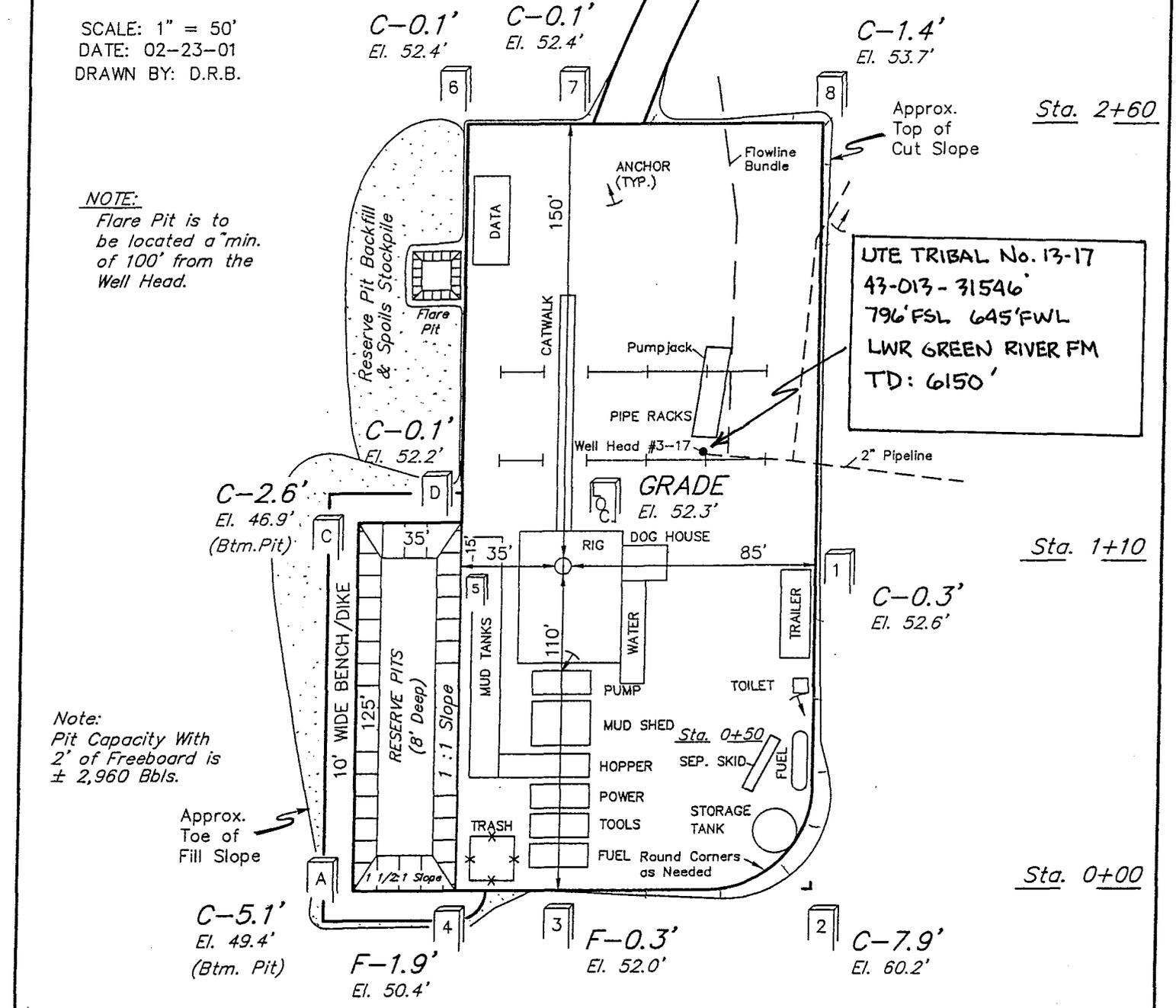
Proposed Access Road

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

UTE TRIBAL No. 13-17
43-013-31546
796' FSL 645' FWL
LWR GREEN RIVER FM
TD: 6150'

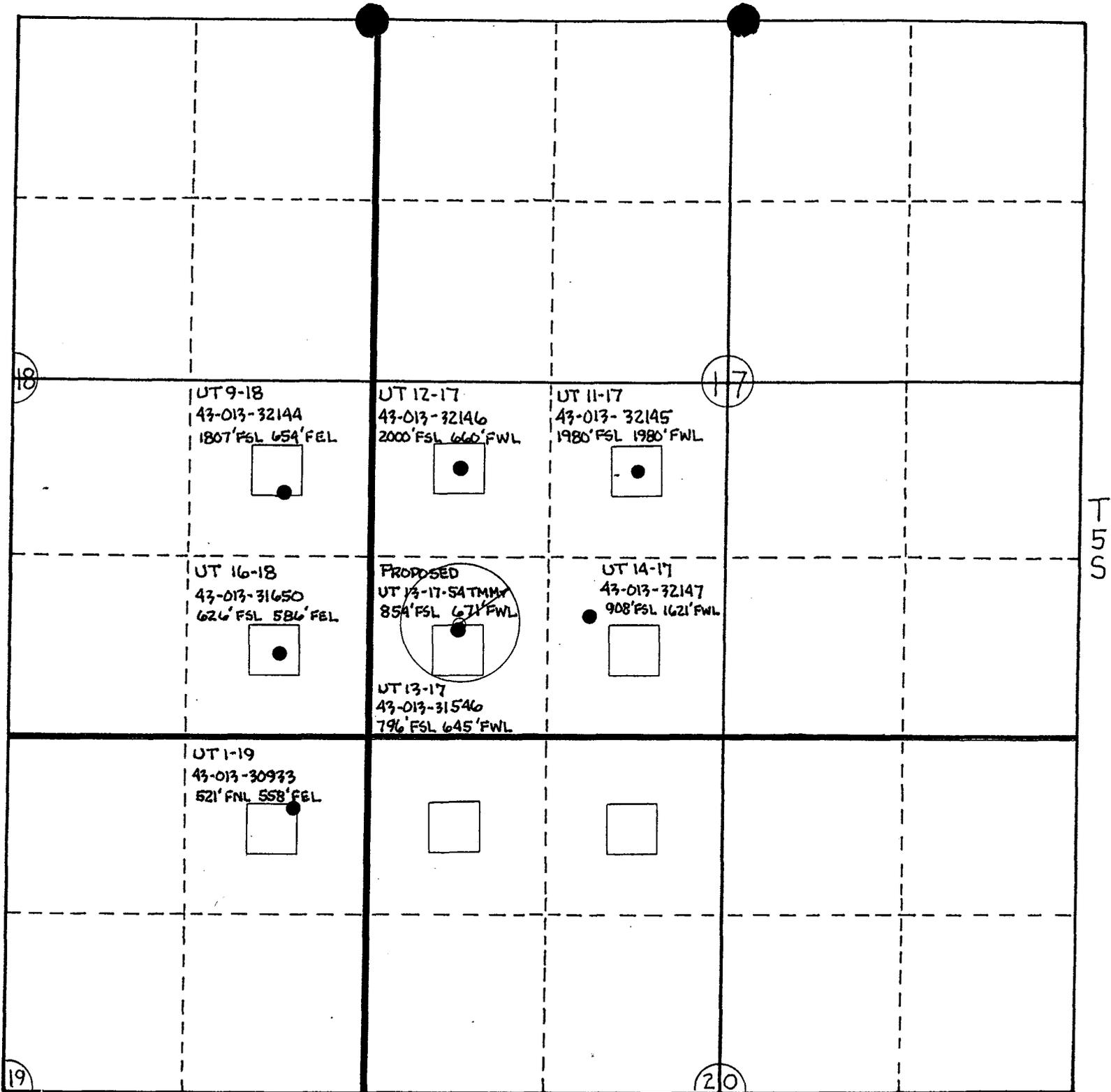
Note:
Pit Capacity With 2' of Freeboard is ± 2,960 Bbls.

Approx. Toe of Fill Slope



Elev. Ungraded Ground at Location Stake = 6552.3'
Elev. Graded Ground at Location Stake = 6552.3'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (801) 789-1017



RAW

1" = 1,000'

BRUNDAGE CANYON FIELD

LITE TRIBAL No. 13-17-54 TMM
 EXCEPTION LOCATION PLAT
 DUCHESNE COUNTY, UTAH

GEOLOGIC AND DRILLING PROGNOSIS
March 5, 2001

WELL NAME: Ute Tribal 13-17-54 TMM

SHL: Sec 28 T5S-R4W
 854' FSL 671' FWL (SWSW)

COUNTY: Duchesne **STATE:** Utah
Ground Elev: 6,552' **KB:** 6,564' (est)

FORMATION	DRILL DEPTH
Uinta	Surface
TU Show Zone A	590
TU Show Zone B	1,020
TU Show Zone C	1,188
Green River	1,415
TGR Show Zone D	1,456
TGR Show Zone E	1,598
TGR Show Zone F	2,520
TGR Show Zone G	2,780
Mahogany	2,720
TD	3,000

CORE PROGRAM None

DRILL STEM TESTS 2 DST's (?)

MUD LOGGING 1 Man Mudlogging Unit
 Gas detection: surface casing to TD
 30' Dry Cut Samples: Surface (Kelly) to TD
 10' Dry Cut Samples through gas shows.

LOGGING PROGRAM Induction-SP-GR, Density/Neutron-PE-GR, Microlog, NMR (?)
 All Surface Casing to TD .

CASING AND CEMENT PROGRAM:

	Size	Set@Ft	Hole Sz	Cmt sx	WOC Hrs
Conductor	16"	40'			
Surface	8-5/8"	300'	12-1/4"		8
Production Liner	5 1/2"	6070'	7-7/8"		24

MUD PROGRAM (Do not deviate from mud engineer's recommendation without prior consent from Denver office)

FROM	TO	TYPE MUD	#/GAL	VIS	WL	LCM	CHEM
0'	300'	Spud	8.3-8.6	27-40	NC	As Needed	
300'	6070'	Water	8.3-8.9	27-40	10-12	As Needed	

Write mud added to system on tour sheets & report all mud mixed & daily cost in morning report.

LOST CIRCULATION: Report depth & barrels of mud lost on morning report & tour sheet any severe lost circulation problems should be reported immediately to well supervisor.

SURVEYS: Run every 100' on surface hole & on trips unless otherwise instructed

STRAP DRILL PIPE BY: Prior to Last Bit Trip and Casing Point

STRAIGHT HOLE SPECIFICATIONS:

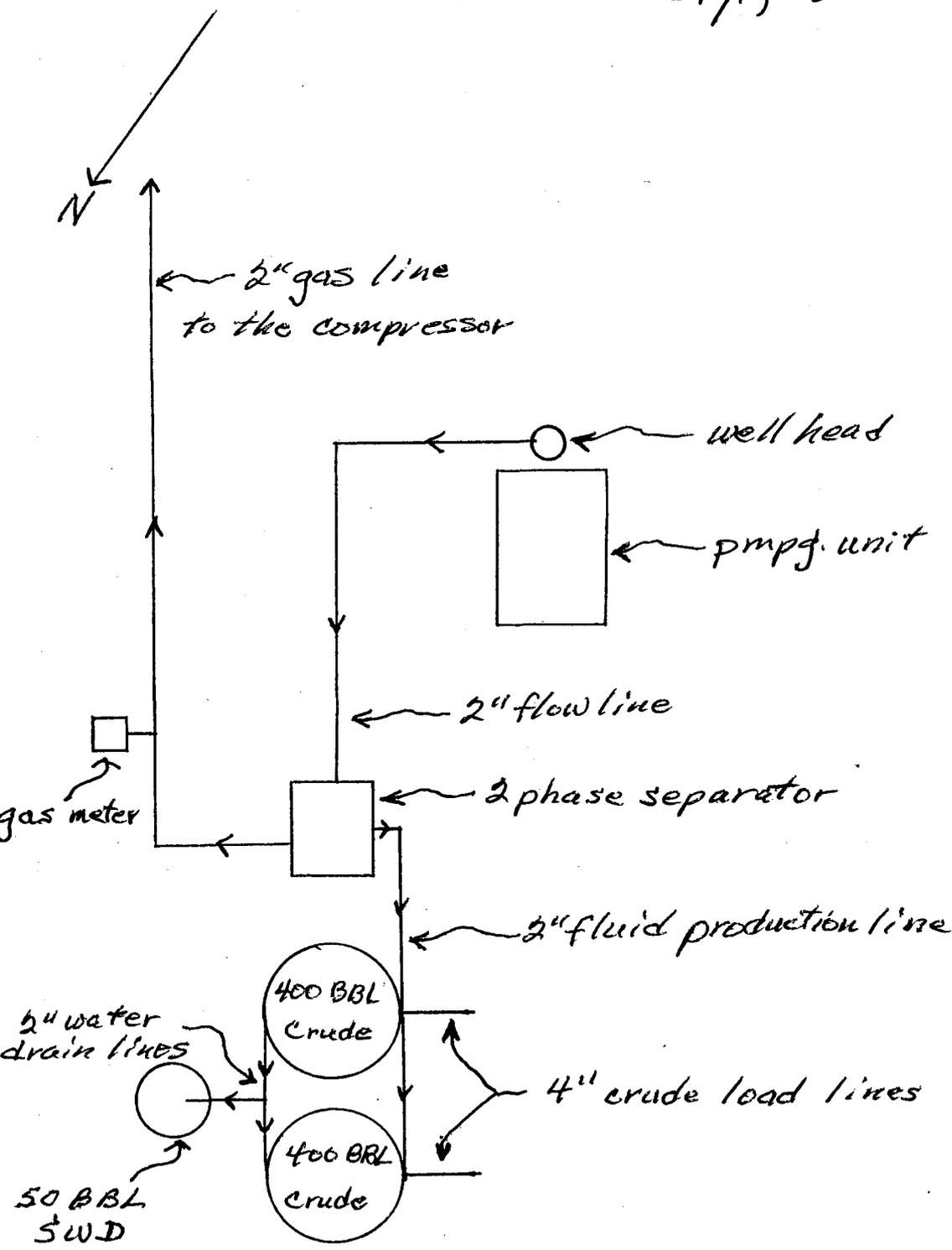
Well Depth	Max Distance	Max Deviation	Max Change
From To	Btwn Surveys	From Vertical	any 2 Surveys
		(Degrees)	(Degrees)
0' 300'	100' or BT	2 Deg	1 Deg
300' 6070'	250' or BT	5 Deg	2 Deg

BOP REQUIREMENTS: 3M

ESTIMATED DRILL TIME: 10 days
 September 22, 2000

COMPLETION TIME: 10 days

Barrett Resources Corporation
Ute Tribal #13-17-54 TMM
SW/4, SW/4, Sec. 17, T55, R4W
Lease BIA-14-20-H62-4919
Duchesne Cty., Ut.



GM
3-15-01

BARRETT RESOURCES CORPORATION

UTE TRIBAL #13-17-54 TMM

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 17, T5S, R4W, U.S.B.&M.

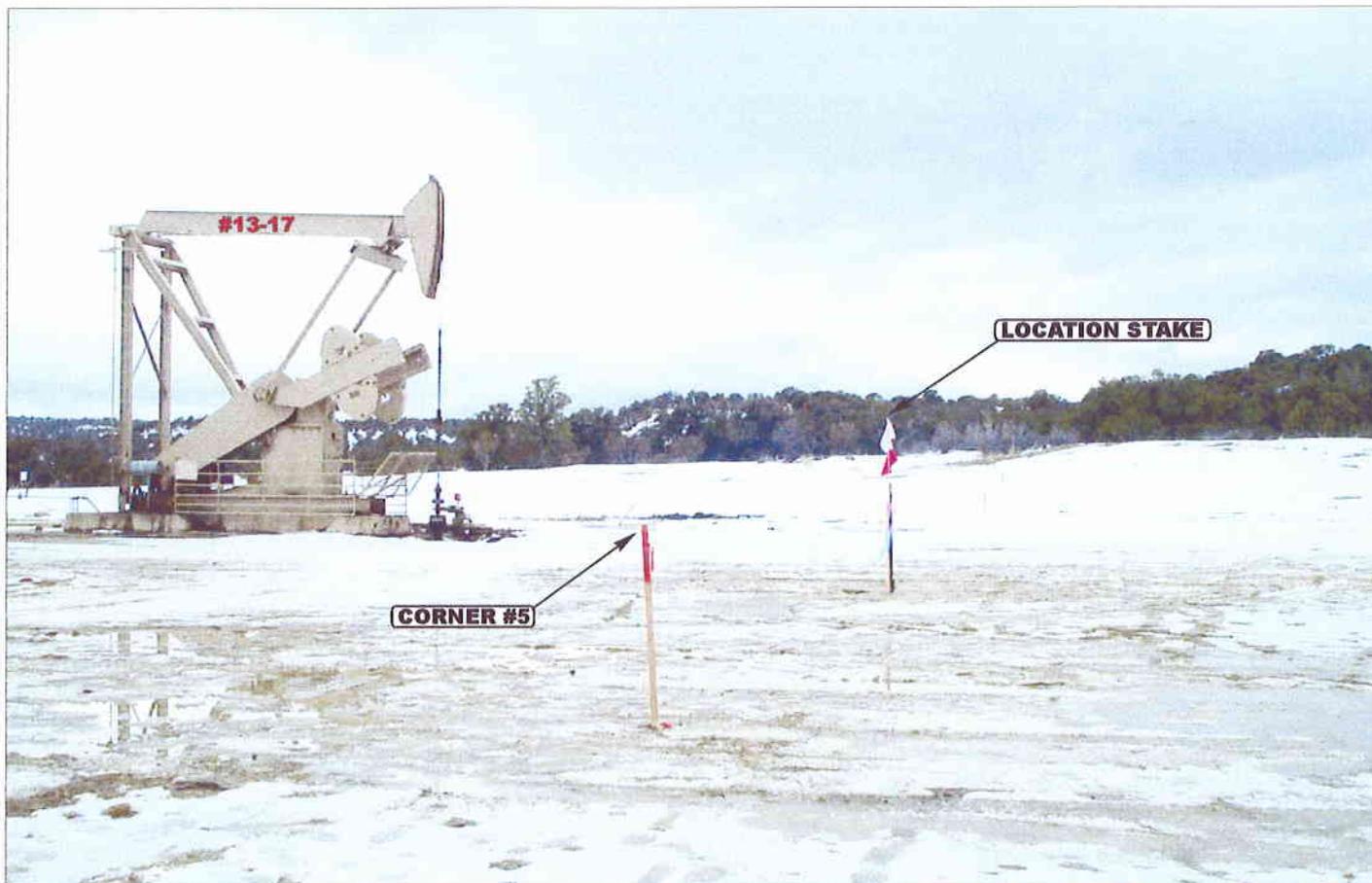


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHWESTERLY



- Since 1964 -

U Uintah Engineering & Land Surveying
E 85 South 200 East Vernal, Utah 84078
S 435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

2 **23** **01**
MONTH DAY YEAR

PHOTO

TAKEN BY: G.S.

DRAWN BY: J.L.G.

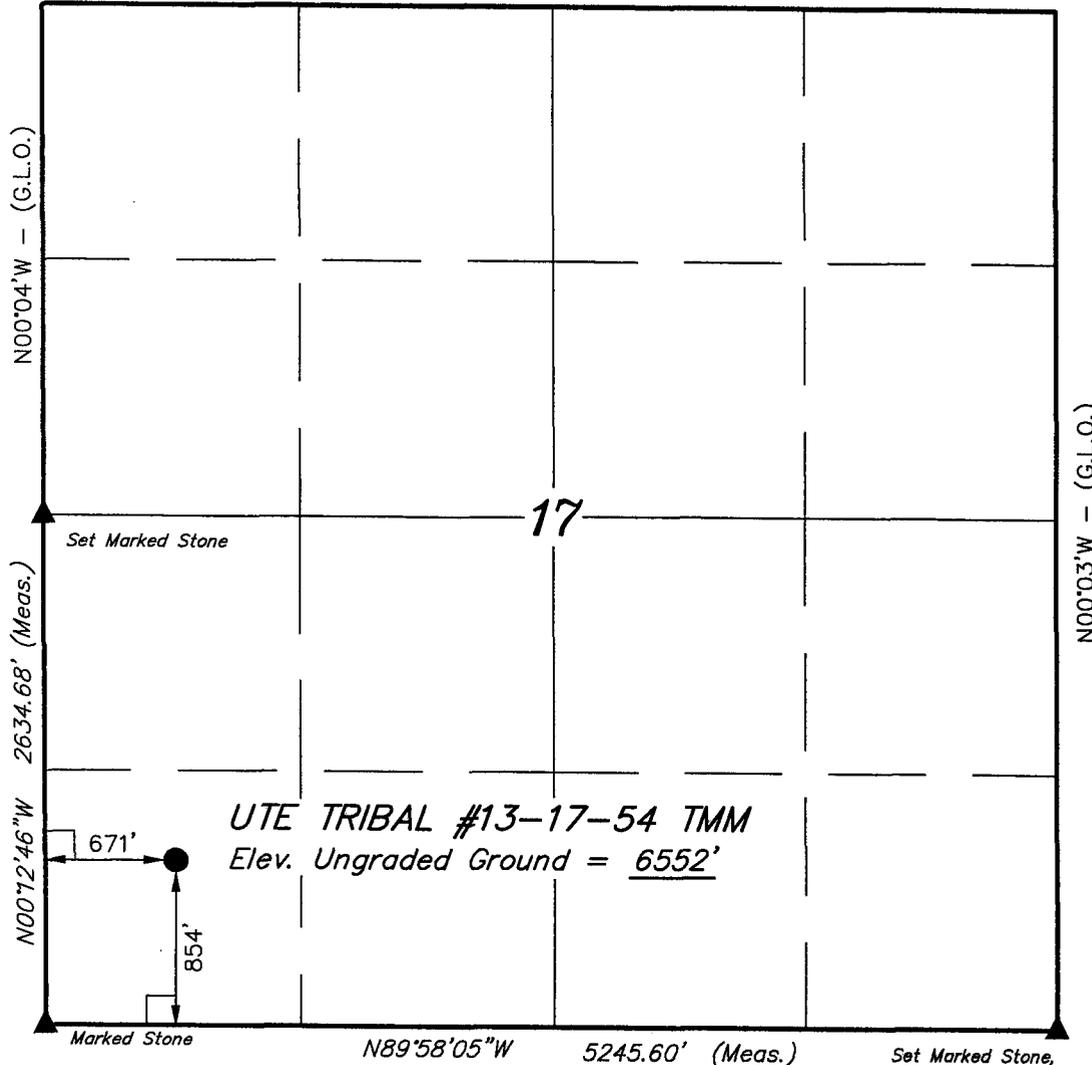
REVISED: 00-00-00

T5S, R4W, U.S.B.&M.

BARRETT RESOURCES CORPORATION

Well location, UTE TRIBAL #13-17-54 TMM, located as shown in the SW 1/4 SW 1/4 of Section 17, T5S, R4W, U.S.B.&M. Duchesne County, Utah.

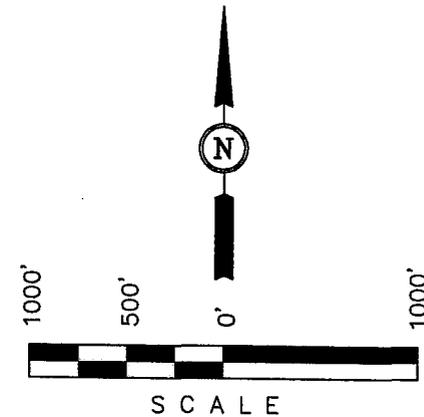
N89°54'W - 79.60 (G.L.O.)



N00°03'W - (G.L.O.)

BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHEAST CORNER OF SECTION 18, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6559 FEET.



CERTIFICATE

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

Robert J. [Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

LEGEND:

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

NOTE:

BASIS OF BEARINGS IS THE SOUTH LINE OF THE SE 1/4 OF SECTION 18, T5S, R4W, U.S.B.&M. WHICH IS ASSUMED FROM G.L.O. INFORMATION TO BEAR S89°57'E.
 LATITUDE = 40°02'28"
 LONGITUDE = 110°21'57"

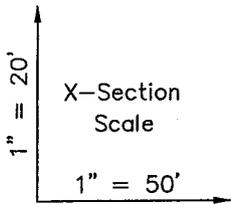
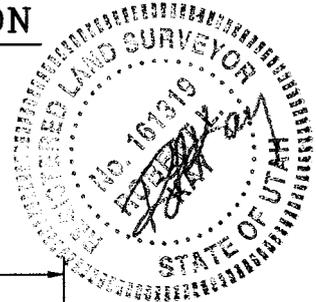
UTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-22-01	DATE DRAWN: 02-23-01
PARTY G.S. T.A. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BARRETT RESOURCES CORP.	

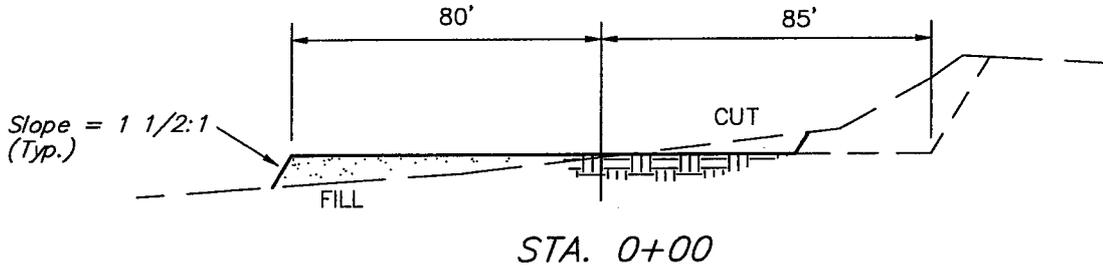
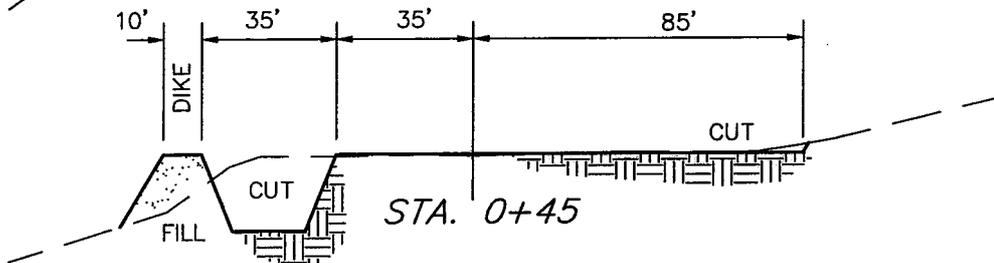
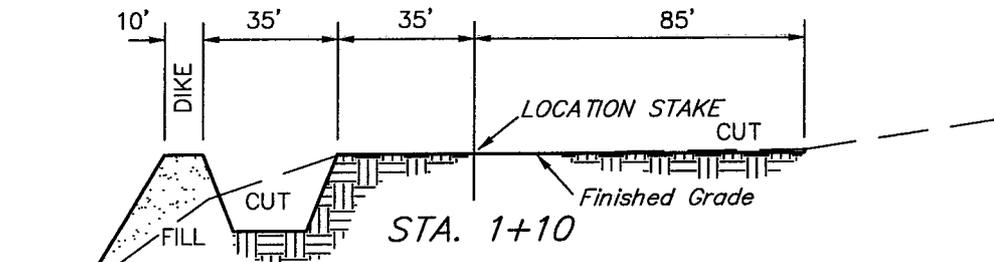
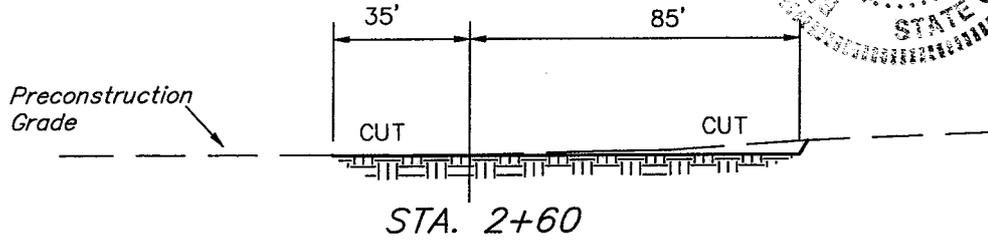
BARRETT RESOURCES CORPORATION

TYPICAL CROSS SECTIONS FOR

UTE TRIBAL #13-17-54 TMM
SECTION 17, T5S, R4W, U.S.B.&M.
854' FSL 671' FWL



DATE: 02-23-01
DRAWN BY: D.R.B.

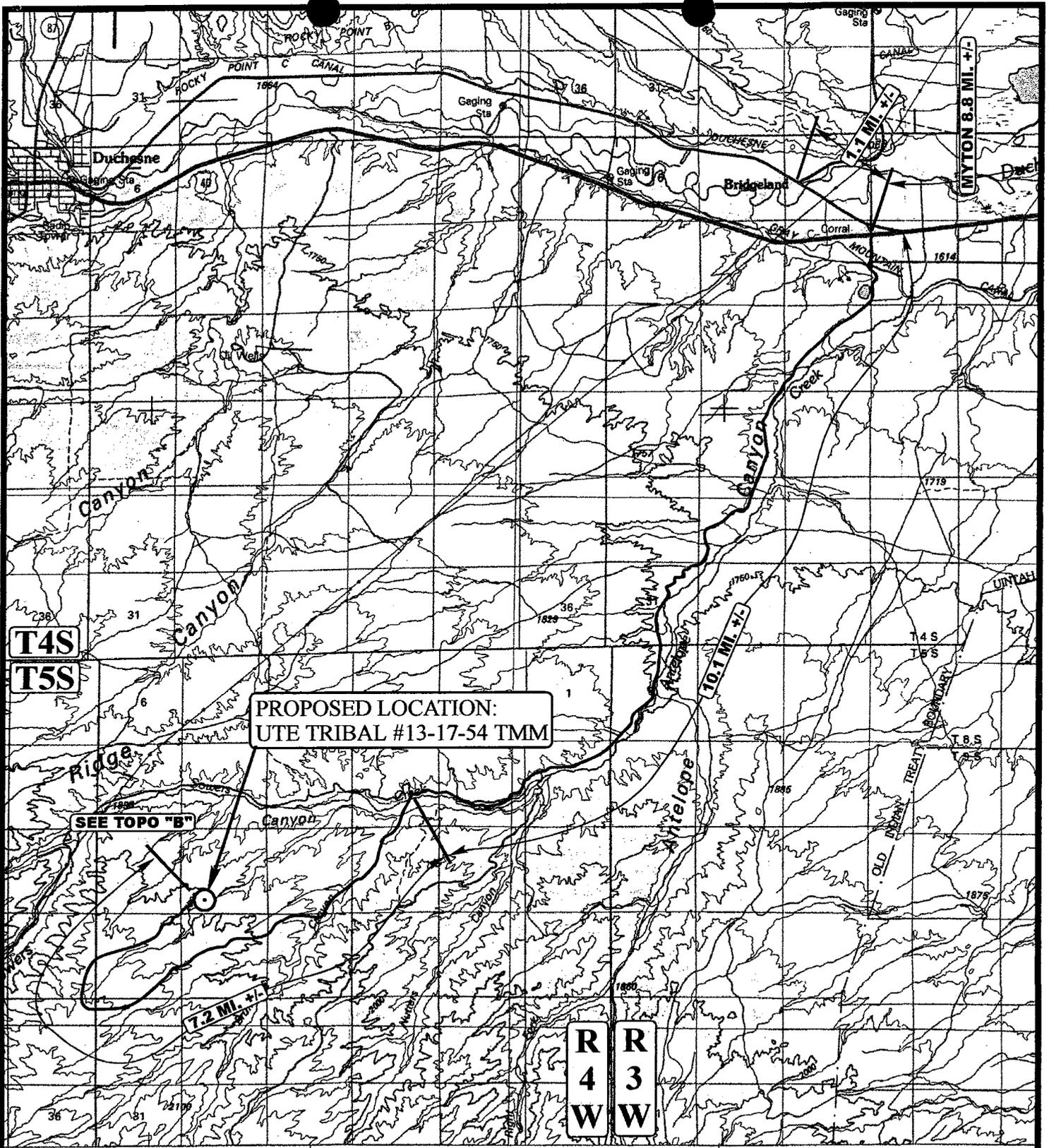


APPROXIMATE YARDAGES

CUT		
(no) Topsoil Stripping	= 0	Cu. Yds.
Remaining Location	= 1,170	Cu. Yds.
TOTAL CUT	= 1,170	CU.YDS.
FILL	= 600	CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 540	Cu. Yds.
Pit Backfill (1/2 Pit Vol.)	= 460	Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 80	Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (801) 789-1017



**PROPOSED LOCATION:
UTE TRIBAL #13-17-54 TMM**

SEE TOPO "B"

**R
4
W** **R
3
W**

LEGEND:

⊙ PROPOSED LOCATION



BARRETT RESOURCES CORPORATION

**UTE TRIBAL #13-17-54 TMM
SECTION 17, T5S, R4W, U.S.B.&M.
854' FSL 671' FWL**



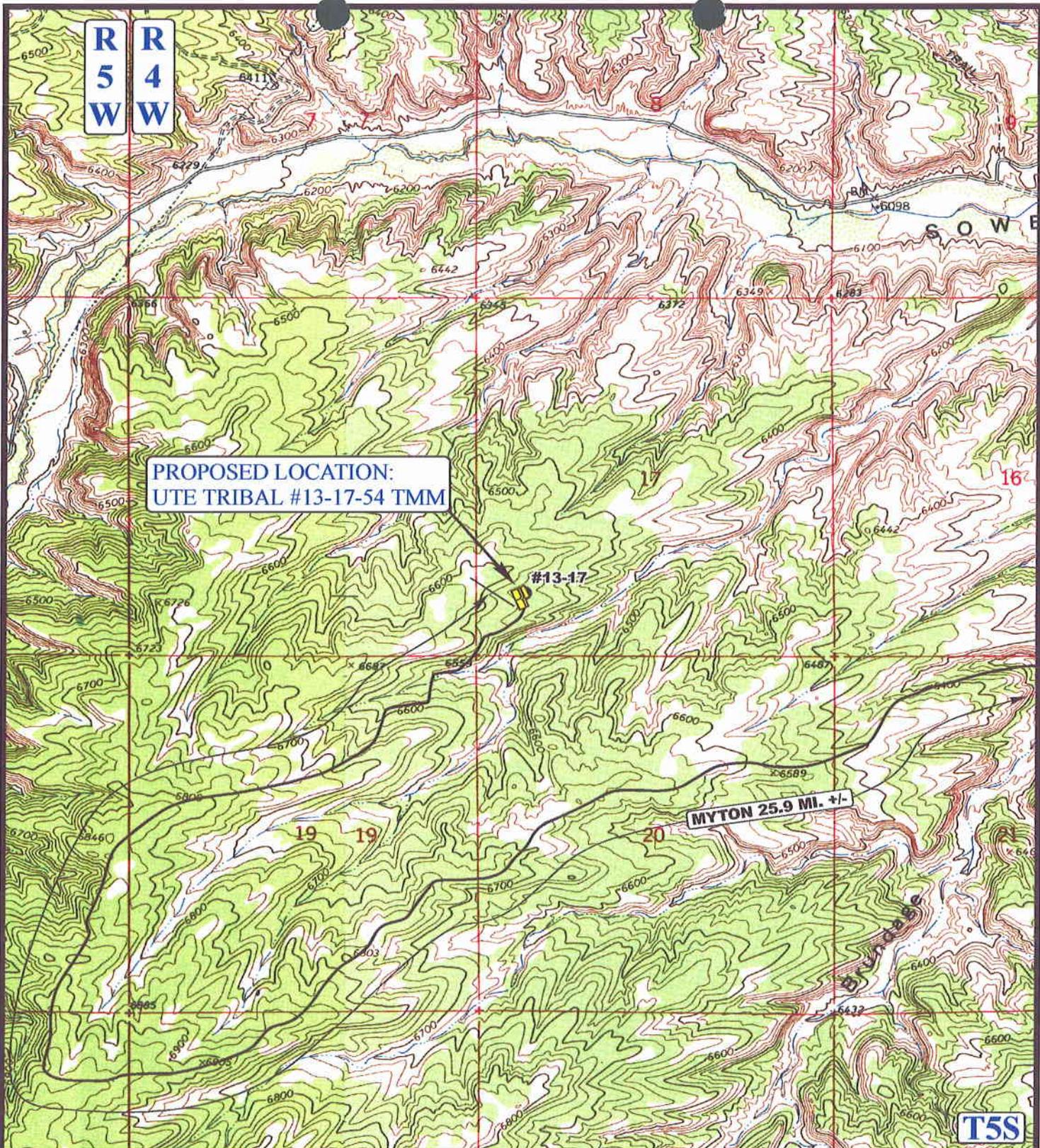
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

2 23 01
MONTH DAY YEAR

SCALE: 1:100,000 | DRAWN BY: J.L.G. | REVISED: 00-00-00





R 5 W
R 4 W

**PROPOSED LOCATION:
UTE TRIBAL #13-17-54 TMM**

#13-17

MYTON 25.9 MI. +/-

T5S

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD



BARRETT RESOURCES CORPORATION

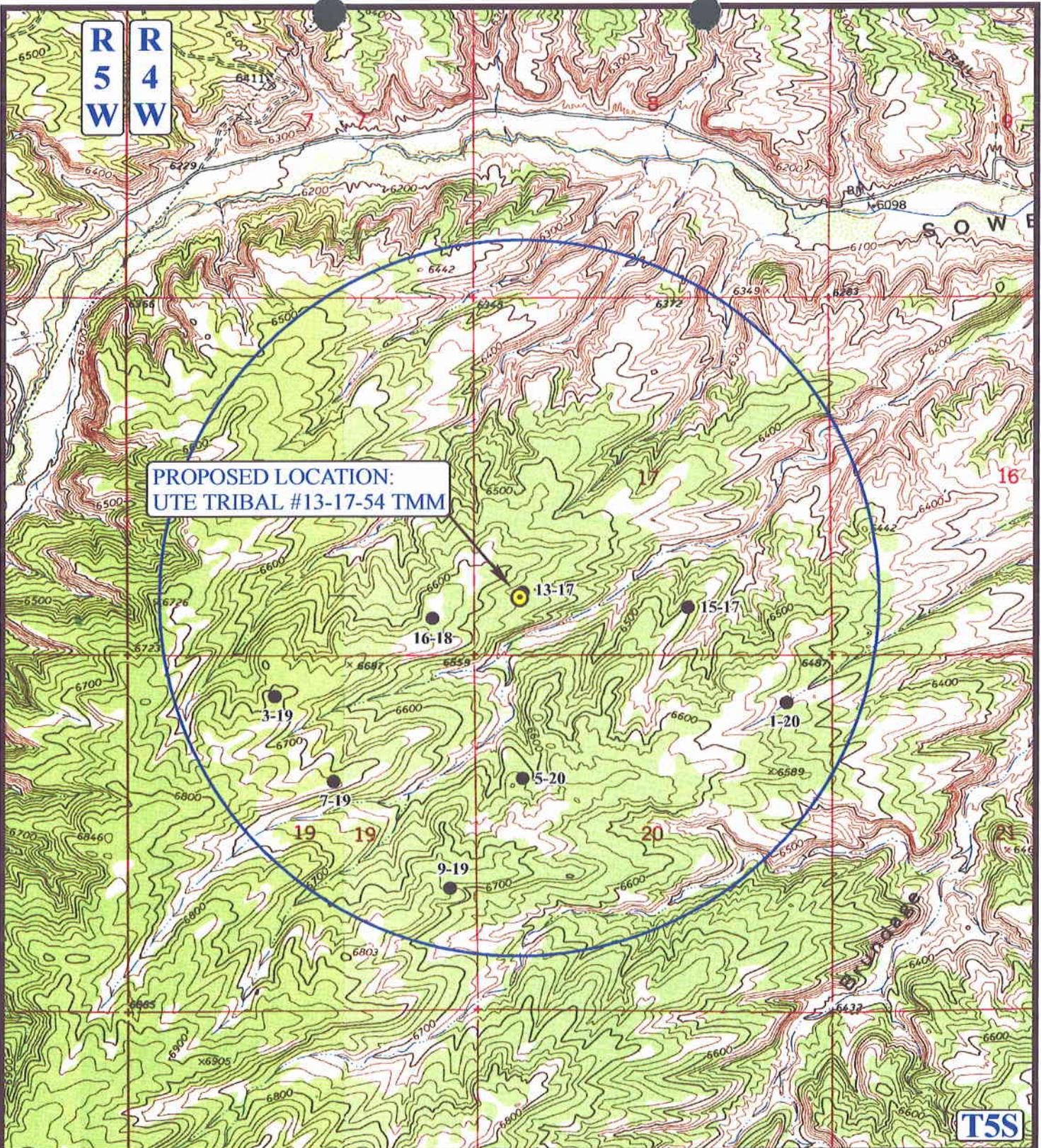
**UTE TRIBAL #13-17-54 TMM
SECTION 17, T5S, R4W, U.S.B.&M.
854' FSL 671' FWL**

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

TOPOGRAPHIC MAP
SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00

2	23	01
MONTH	DAY	YEAR

B
TOPO



LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- ⬮ SHUT IN WELLS
- ⊗ WATER WELLS
- ⬮ ABANDONED WELLS
- ⬮ TEMPORARILY ABANDONED



BARRETT RESOURCES CORPORATION

UTE TRIBAL #13-17-54 TMM
SECTION 17, T5S, R4W, U.S.B.&M.
854' FSL 671' FWL



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

TOPOGRAPHIC
MAP

2 23 01
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 03/21/2001

API NO. ASSIGNED: 43-013-32237

WELL NAME: UTE TRIBAL 13-17-54 TMM
 OPERATOR: BARRETT RESOURCES CORP (N9305)
 CONTACT: GENE MARTIN

PHONE NUMBER: 435-722-1325

PROPOSED LOCATION:

SWSW 17 050S 040W
 SURFACE: 0854 FSL 0671 FWL
 BOTTOM: 0854 FSL 0671 FWL
 DUCHESNE
 UNDESIGNATED (2)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 2-Indian
 LEASE NUMBER: 14-20-H62-4919
 SURFACE OWNER: 2-Indian

PROPOSED FORMATION: MHGBN

RECEIVED AND/OR REVIEWED:

Plat
 Bond: Fed[] Ind[2] Sta[] Fee[]
 (No. 5865236 per bp. 3-27-01.
 Potash (Y/N)
 Oil Shale (Y/N) *190-5 (B) or 190-3
 Water Permit
 (No. UTE TRIBE)
 RDCC Review (Y/N)
 (Date: _____)
 Fee Surf Agreement (Y/N)

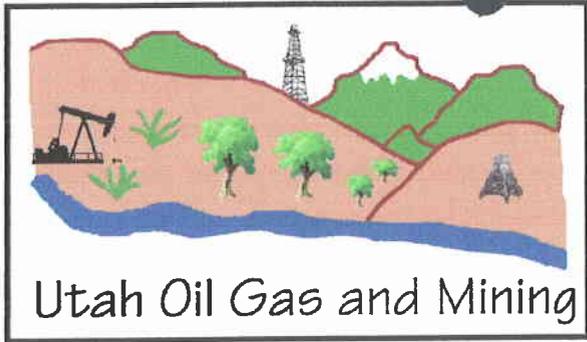
LOCATION AND SITING:

#Brundage Cyn Unit
Non Unit Well
 ___ R649-2-3. Unit _____
 ___ R649-3-2. General _____
 Siting: 460 From Qtr/Qtr & 920' Between Wells
 ___ R649-3-3. Exception: _____
 ___ Drilling Unit
 Board Cause No: _____
 Eff Date: _____
 Siting: _____
 ___ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS:

① FEDERAL APPROVAL



OPERATOR: BARRETT RESOURCES (N9305)
 SEC. 17, T5S, R4W
 FIELD: UNDESIGNATED (002)
 COUNTY: DUCHESNE SPACING: R649-3-3/EX LOC





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

Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
Lowell P. Braxton
Division Director

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

April 4, 2001

Barrett Resources Corporation
30 W 425 S (330-5)
Roosevelt, UT 84066

Re: Ute Tribal 13-17-54 TMM Well, 854' FSL, 671' FWL, SW SW, Sec. 17, T. 5 South,
R. 4 West, Duchesne County, Utah

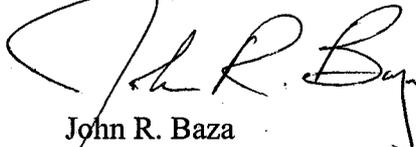
Gentlemen:

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

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-32237.

Sincerely,



John R. Baza
Associate Director

er

Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal District Office

Operator: Barrett Resources Corporation
Well Name & Number Ute Tribal 13-17-54 TMM
API Number: 43-013-32237
Lease: 14-20-H62-4919

Location: SW SW Sec. 17 T. 5 South R. 4 West

Conditions of Approval

1. General

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

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

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

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

TRANSACTION REPORT

P.01

APR-04-2001 WED 04:51 PM

FOR: OIL, GAS & MINING

801 359 3940

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
APR-04	04:49 PM	14357221321	2' 00"	5	SEND	OK	653	
TOTAL :						2M 0S	PAGES:	5



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

Michael O. Leavitt
 Governor
 Kathleen Clarke
 Executive Director
 Lowell P. Braxton
 Division Director

1694 West North Temple, Suite 1210
 PO Box 145801
 Salt Lake City, Utah 84114-5801
 801-538-5340
 801-359-3940 (Fax)
 801-538-7223 (TDD)

UTAH DIVISION OF OIL, GAS AND MINING
 FACSIMILE COVER SHEET

DATE: 4/4/01

FAX #: 435-722-1321

ATTN: Gene Martin

COMPANY: Barrett Resources Corp

DEPARTMENT: _____

NUMBER OF PAGES: (INCLUDING THIS ONE) 5

FROM: Earlene Russell 538-5277

If you do not receive all of the pages, or if they are illegible, please call (801)538-5340.

BARRETT RESOURCES CORPORATION

UTAH OPERATIONS

30 WEST 425 SOUTH (330-5)

ROOSEVELT, UTAH 84066

(435) 722-1325

(435) 722-1321 - FAX



TO: Carol Daniels

FROM: Debi Wreuer

DATE: 4/9/01 TIME: _____

PAGE 1 OF: 2

REFERENCE: Spud Notice

HAPPY EASTER



BARRETT RESOURCES CORPORATION



April 9, 2001

CONFIDENTIAL

State of Utah, Division of Oil, Gas & Mining
Attn. Carol Daniels
1594 West North Temple, Suite 1201 Box 145801
Salt Lake City, Utah 84114-5801

Re: Spud Notice

Please accept this as a twenty-four (24) hour notice from Barrett Resources Corporation, for spudding the below listed wells:

April 9, 2001 (A.M.)
UTE TRIBAL 13-17-54 TMM 854' FSL, 671' FWL SW/SW SEC. 17-T5S-R4W

April 10, 2001 (P.M.)
UTE TRIBAL 9-26 2118' FSL, 777' FEL NE/SE SEC. 26-T5S-R4W

Verbal approval was given by Carol Daniels @ 8 A.M. 4/9/01.

If you have any questions or need more information, please give our Production Supervisor, Gene Martin, a call at our Roosevelt office (435) 722-1325.

Sincerely,

Debbie L. Wisener
Utah District Office Manager

CONFIDENTIAL

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Com pany: BARRETT RESOURCES CORP

Well Name: UTE TRIBAL 13-17-54 TMM

Api No.. 43-013-32237 LEASE TYPE: INDIAN

Section 17 Township 05S Range 04W County DUCHESNE

Drilling Contractor BILL MARTIN JR RIG # AIR

SPUDDED:

Date 04//09 /2001

Time 10:00 AM

How DRY

Drilling will commence _____

Reported by DEBBIE WISENER

Telephone # 1-435-722-1325

Date 04/10/2001 Signed: CHD

70765

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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
BARRETT RESOURCES CORPORATION

3. ADDRESS OF OPERATOR
30 WEST 425 SOUTH (330-5) ROOSEVELT, UTAH 84066

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

At surface
854' FSL x 671' FWL (SW/4 SW/4)

At proposed prod. zone
same as above

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
approximately 26.1 miles southwest of Myton, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
(Also to nearest drlg. unit line, if any) **671'**

16. NO. OF ACRES IN LEASE
640

17. NO OF ACRES ASSIGNED TO THIS WELL
40

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED OR APPLIED FOR, ON THIS LEASE **approx. 50'**

19. PROPOSED DEPTH
3,000'

20. ROTARY OR CABLE TOOLS
Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
6552' GR (UNGRADED)

22. APPROX. DATE WORK WILL START*
May 1, 2001

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
	16" Conductor		40'	TBD
11"	8-5/8"	23#	300'	165 sx
7-7/8"	5-1/2"	15.5#	3,000'	255 sx

OPERATOR REQUESTS PERMISSION TO DRILL THE SUBJECT WELL. PLEASE SEE THE ATTACHED TEN-POINT DRILLING PLAN AND 13 POINT SURFACE USE PLAN FOR FURTHER INFORMATION.

IF ADDITIONAL INFORMATION IS REQUIRED, PLEASE CONTACT:

MR. GENE MARTIN
30 WEST 425 SOUTH (330-5)
ROOSEVELT, UTAH 84066

OFFICE: (435) 722-1325

CELLULAR: (435) 790-7451

RECEIVED
MAR 16 2001
APR 11 2001

DIVISION OF
OIL, GAS AND 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 Gene Martin TITLE Production Foreman DATE 03/15/01

(This space for Federal or State office use)

PERMIT NO. _____
APPROVED BY Edna J. Jensen
CONDITIONS OF APPROVAL IF ANY _____

NOTICE OF APPROVAL
APPROVAL DATE _____
ACTING Assistant Field Manager
TITLE Mineral Resources DATE 4/3/01

*See Instructions On Reverse Side

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

CONDITIONS OF APPROVAL ATTACHED

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Barrett Resources Copr.

Well Name & Number: 13-17-54 TMM

API Number: 43-013-32237

Lease Number: 14-20-H62-4731

Location: SWSW Sec. 17 T.5S R.4W

Agreement: ~~NA~~ 14-20-H62-4919

For more specific details on notification requirements, please check the Conditions of Approval for Notice to Drill and Surface Use Program.

CONDITIONS OF APPROVAL

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.

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 Pete Sokolosky of this office **prior to setting the next casing string or requesting plugging orders**. Faxed 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., for a **2M** system 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.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil and Gas Order No. 2, regarding air or gas drilling shall be adhered to.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints, with a minimum of one centralizer per joint. Surface casing setting depths are based on ground level elevations only.

All casing strings below the conductor shall be pressure tested to 0.22 psi/ft of casing string length or 1500 psi, whichever is greater but not to exceed 70% of the minimum internal yield.

As a minimum, the usable water 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 ± 2371 ft.

If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

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.

A cement bond log (CBL) will be run from the production casing shoe to top of the cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

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.

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. Written notification of such must be submitted to this office 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 30 days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the Authorized Officer. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or 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 3162.7-5(d) shall be submitted to the appropriate Field Office within 60 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & 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 3162.7-5 (1).

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 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.

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 and tested for meter accuracy 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, you must contact one of the following individuals:

Ed Forsman (435) 789-7077 (HOME) (435) 646-1685 (PAGER)
Petroleum Engineer

Kirk Fleetwood (435) 789-6858 (HOME) (435) 646-1678 (PAGER)
Petroleum Engineer

BLM FAX Machine (435) 781-4410

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 waste

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.

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

Barrett Resources Corporation (Barrett) will assure the Ute Tribe that any/all contractors and subcontractors have acquired a current Tribal Business License and have updated "Access Permits" prior to construction. All Barrett personnel, contractors and subcontractors will have these permits in their vehicles at all times. Companies that have not complied with this COA will be in violation of the Ute Tribal Business License Ordinance, and will be subject to fines and penalties.

Barrett employees, representatives, and/or authorized personnel (subcontractors) shall not carry firearms on their person or in their vehicles while working on the Uintah and Ouray Indian Reservation.

Barrett employees and/or authorized personnel (subcontractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.

Barrett will notify the Ute Tribe and Bureau of Indian Affairs (BIA) in writing of any requested modification of APDs or Rights-Of Way (ROW). Barrett shall receive written notification of authorization or denial of the requested modification. Without authorization, Barrett will be subject to fines and penalties.

The Ute Tribe Energy & Minerals Department shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. A Tribal Technician is to routinely monitor construction. Barrett shall make arrangements with the Ute Energy & Minerals Department for all monitoring that will exceed regular working hours for Tribal Technicians.

A ROW, 30 feet wide, shall be granted for pipelines or access roads. The constructed travel width of the access road will be limited to 21 feet. Upon authorization by the Ute Tribe Energy & Minerals Department, the ROW may be wider where sharp curves; deep cuts and fills occur; or, where intersections with other roads are required. Culverts and diversion ditches will be placed and constructed where needed. Road base gravel will be used where sandy soils make roadways and the drilling location hazardous for access or drilling operations.

Upon completion of the pertinent APD and ROWs, Barrett will notify the Ute Tribe Energy & Minerals Department for a Tribal Technician to verify the Affidavit of Completion.

Production waters, oil, and other byproducts shall not be placed on access roads or the well pad for the control of dust or weeds. Indiscriminate dumping of oil field byproducts on tribal lands will not be allowed.

All vehicular traffic, personnel movement, construction and restoration operations will be confined to the areas examined and approved and to the existing roadways and/or evaluated access routes.

Barrett will implement "Safety and Emergency Plan" and ensure plan compliance.

Barrett shall stop construction activities and notify personnel from the Ute Tribe Energy & Minerals Department and BIA if cultural remains including paleontologic resources (vertebrate fossils) are exposed or identified during construction. The Ute Tribe Department of Cultural Rights and Protection and the BIA will provide mitigation measures prior to allowing construction.

Barrett employees and/or authorized personnel (subcontractors) will not be allowed to collect artifacts and paleontologic fossils. No significant cultural resources shall be disturbed.

Barrett will control noxious weeds on the well site and ROWs. Barrett will be responsible for noxious weed control if weeds spread from the project area onto adjoining land.

Reserve pits will be lined with an impervious synthetic liner. About 17 rods of fence will be constructed around the reserve pit until it is backfilled. Prior to backfilling the reserve pit, all fluids will be pumped from the pit into trucks and hauled to approved disposal sites at approved injection wells and approved disposal pits. Cuttings are to be gathered and disposed of at a pre-approved site and as recommended by a Tribal Technician representing the Ute Tribal Energy and Minerals Department.

A closed system will be used during production. This means that production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites.

Surface pipelines will be constructed to lay on the soil surface. The ROW will not be bladed or cleared of vegetation without authorization of the BIA. Where surface pipelines do not parallel roads but cross country between stations, they shall be welded in place at well sites or on access roads. They shall be pulled between stations with suitable equipment. Vehicles shall not use pipeline ROWs as access roads unless specifically authorized.

Before the site is abandoned, Barrett will be required to restore the well site and ROWs to near their original state. The disturbed areas will be reseeded with desirable perennial vegetation.

Soil erosion will be mitigated by reseeded all disturbed areas.



www.pason.com
16080 Table Mountain Parkway Ste 500 • Golden • CO • 80403
720-880-2000 • FAX: 720-880-0016

CONFIDENTIAL

Wednesday, May 30, 2001

Utah Division Of Oil, Gas, & Mining
1594 West N. Temple
Suite 1210
Salt Lake City, UT 84114-5801

RE: **BARRETT RESOURCES CORP.
UTE TRIBAL 13-17-54-TMM
SEC. 17, T5S, R4W
DUCHESNE COUNTY, UT**

43-013-322-37

To Whom It May Concern:

Enclosed is the final computer colored log for the above referenced well.

We appreciate the opportunity to be of service to you and look forward to working with you again in the near future.

If you have any questions regarding the enclosed data, please contact us.

Sincerely,

Bill Nagel
Geological Manager

BN/alb

Encl: 1 Final Computer Colored Log.

Cc: Russel Stands-Over-Bull, Barrett Resources Corp., Denver, CO.

RECEIVED

MAY 31 2001

DIVISION OF
OIL, GAS AND MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well
 Oil Well Gas Well Other _____

2. Name of Operator
 Barrett Resources Corporation

3. Address 1515 Arapahoe Street, Tower 3, Suite 1000 3b. Phone No. (include area code)
 Denver, Colorado 80202 (303) 572-3900

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 See attached Exhibit "A"

5. Lease Serial No.
 See attached Exhibit "A"

6. If Indian, Allottee, or Tribe Name
 Ute Tribe

7. If Unit or CA. Agreement Designation

8. Well Name and No.
 See attached Exhibit "A"

9. API Well No.
 See attached Exhibit "A"

10. Field and Pool, or Exploratory Area
 Brundage Canyon

11. County or Parish, State
 Duchesne, Utah

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"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Fracture Test	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/>	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>Change of</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	<u>Operator</u>
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<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 or pertinent markers and sands. Attach the Bond under which the work be will performed or provide the Bond No. on file with the 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 Notice 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.)

Effective August 2, 2001 Williams Production RMT Company purchased Barrett Resources Corporation. Barrett Resources Corporation relinquishes operatorship of the wells listed on Exhibit "A" (attached to and made part of this form) to Williams Production RMT Company. Bond coverage pursuant to 43 CFR 3104 for lease activities will continue to be provided by Flood and Peterson Insurance, Inc. under their Nationwide bond, BLM Bond No. 6101757342.

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 AUG 23 2001
 DIVISION OF
 OIL, GAS AND MINING

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

Name (Printed/ Typed) Greg Davis	Title Permitting Supervisor
Signature <i>Greg Davis</i>	Date 8/23/01

Approved by	Title	Date
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	

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

WILLIAMS PRODUCTION RMT COMPANY							
UINTAH BASIN (BRUNDAGE)							
DUCHESNE CO, UTAH							
UTAH OPERATED OIL WELLS	API#	STATUS	1/4 1/4	SEC-TWP-RGE	FOOTAGE	LOCATION	UTE LEASE
UTE TRIBAL 10-21	43-013-31283	PRODUCING	NWSE	21-5S-4W	1506'	FSL & 2242' FEL	14-20-H62-3414
UTE TRIBAL 11-17	43-013-32145	PRODUCING	NESW	17-5S-4W	1980'	FSL & 1980' FWL	14-20-H62-4919
UTE TRIBAL 11-19	43-013-31547	PRODUCING	NESW	19-5S-4W	1764'	FSL & 1796' FWL	14-20-H62-3528
UTE TRIBAL 11-20	43-013-32168	PRODUCING	NESW	20-5S-4W	2146'	FSL & 1630' FWL	14-20-H62-3529
UTE TRIBAL 11-24	43-013-31909	PRODUCING	NESW	24-5S-5W	2005'	FSL & 2557' FWL	14-20-H62-4749
UTE TRIBAL 11-25	43-013-31911	PRODUCING	NESW	25-5S-5W	1871'	FSL & 1982' FWL	14-20-H62-3537
UTE TRIBAL 11-28	43-013-32192	PRODUCING	NESW	28-5S-4W	2322'	FSL & 1920' FWL	14-20-H62-4740
UTE TRIBAL 1-19	43-013-30933	PRODUCING	NENE	19-5S-4W	521'	FNL & 558' FEL	14-20-H62-4919
UTE TRIBAL 1-20	43-013-30966	PRODUCING	NENE	20-5S-4W	678'	FNL & 736' FEL	14-20-H62-3529
UTE TRIBAL 12-15	43-013-32205	PRODUCING	NWSW	15-5S-4W	1997'	FSL & 481' FWL	14-20-H62-4661
UTE TRIBAL 12-17	43-013-31246	PRODUCING	NWSW	17-5S-4W	2000'	FSL & 600' FWL	14-20-H62-4731
UTE TRIBAL 12-22	43-013-31311	PRODUCING	NWSW	22-5S-4W	1977'	FSL & 658' FWL	14-20-H62-3415
UTE TRIBAL 1-25	43-013-30945	PRODUCING	NENE	25-5S-5W	661'	FNL & 520' FEL	14-20-H62-3537
UTE TRIBAL 1-26	43-013-31912	PRODUCING	NENE	26-5S-5W	500'	FNL & 468' FEL	14-20-H62-3444
UTE TRIBAL 1-28	43-013-31549	PRODUCING	NENE	28-5S-4W	778'	FNL & 592' FEL	14-20-H62-4740
UTE TRIBAL 1-29	43-013-30964	SI	NENE	29-5S-4W	652'	FNL & 760' FEL	14-20-H62-3416
UTE TRIBAL 1-30	43-013-30948	PRODUCING	NENE	30-5S-4W	627'	FNL & 542' FEL	14-20-H62-4662
UTE TRIBAL 13-17	43-013-31546	PRODUCING	SWSW	17-5S-4W	796'	FSL & 645' FWL	14-20-H62-4919
UTE TRIBAL 13-19	43-013-31284	PRODUCING	SWSW	19-5S-4W	612'	FSL & 635' FWL	14-20-H62-3528
UTE TRIBAL 13-22	43-013-31548	SI	SWSW	22-5S-4W	715'	FSL & 838' FWL	14-20-H62-3415
UTE TRIBAL 13-24	43-013-31910	PRODUCING	SWSW	24-2S-5W	520'	FSL & 1051' FWL	14-20-H62-4749
UTE TRIBAL 13-25	43-013-32169	PRODUCING	SWSW	25-5S-5W	700'	FSL & 501' FWL	14-20-H62-3537
UTE TRIBAL 1-32R	43-013-30872	PRODUCING	NENE	32-5S-4W	628'	FNL & 635' FEL	14-20-H62-4659
UTE TRIBAL 13-20	43-013-31662	PRODUCING	SWSW	20-5S-4W	689'	FSL & 909' FWL	14-20-H62-3529
UTE TRIBAL 1-33	43-013-32185	PRODUCING	NENE	33-5S-4W	720'	FNL & 796' FEL	14-20-H62-4659
UTE TRIBAL 1-34	43-013-32186	PRODUCING	NENE	34-5S-4W	1150'	FNL & 544' FEL	14-20-H62-4659
UTE TRIBAL 14-15	43-013-30842	PRODUCING	SESW	15-5S-4W	793'	FSL & 1847' FWL	14-20-H62-4661
UTE TRIBAL 14-17	43-013-32147	PRODUCING	SESW	17-5S-4W	908'	FSL & 1621' FWL	14-20-H62-4919
UTE TRIBAL 15-16	43-013-31648	PRODUCING	SWSE	16-5S-4W	1030'	FSL & 1990' FEL	14-20-H62-3413
UTE TRIBAL 15-17	43-013-31649	PRODUCING	SWSE	17-5S-4W	660'	FSL & 2080' FEL	14-20-H62-4731
UTE TRIBAL 15-18	43-013-32148	PRODUCING	SWSE	18-5S-4W	748'	FSL & 1836' FEL	14-20-H62-4919
UTE TRIBAL 15-19	43-013-31832	PRODUCING	SWSE	19-5S-4W	477'	FSL & 1868' FEL	14-20-H62-3528
UTE TRIBAL 15-23	43-013-31671	PRODUCING	SWSE	23-5S-5W	612'	FSL & 1973' FEL	14-20-H62-3443
UTE TRIBAL 15-24R	43-013-31129	PRODUCING	SWSE	24-5S-5W	1048'	FSL & 1364' FEL	14-20-H62-4749
UTE TRIBAL 16-16	43-013-30841	PRODUCING	SESE	16-5S-4W	733'	FSL & 768' FEL	14-20-H62-3413
UTE TRIBAL 16-18	43-013-31650	SI	SESE	18-5S-4W	636'	FSL & 586' FEL	14-20-H62-4919
UTE TRIBAL 2-21	43-013-31280	PRODUCING	NWNE	21-5S-4W	759'	FNL & 1978' FEL	14-20-H62-3414
UTE TRIBAL 2-25	43-013-31833	PRODUCING	NWNE	25-5S-5W	760'	FNL & 2000' FEL	14-20-H62-3537
UTE TRIBAL 2-27	43-013-32179	PRODUCING	NWNE	27-5S-4W	778'	FNL & 2273' FEL	14-20-H62-3375
UTE TRIBAL 2-35	43-013-32187	PRODUCING	NWNE	35-5S-5W	951'	FNL & 1566' FEL	14-20-H62-4659
UTE TRIBAL 23-3R	43-013-30886	PRODUCING	NENW	23-5S-4W	603'	FNL & 2386' FWL	14-20-H62-4728
UTE TRIBAL 3-19	43-013-31830	PRODUCING	NENW	19-5S-4W	546'	FNL & 2183' FWL	14-20-H62-3528
UTE TRIBAL 3-25	43-013-31834	PRODUCING	NENW	25-5S-5W	464'	FNL & 2174' FWL	14-20-H62-3537
UTE TRIBAL 3-26	43-013-30955	PRODUCING	NENW	26-5S-5W	612'	FNL & 2121' FWL	14-20-H62-3444
UTE TRIBAL 4-22	43-013-30755	SI	NWNW	22-5S-4W	749'	FNL & 432' FWL	14-20-H62-3415
UTE TRIBAL 4-27	43-013-31131	PRODUCING	NWNW	27-5S-4W	736'	FNL & 693' FWL	14-20-H62-3375
UTE TRIBAL 4-30	43-013-31550	PRODUCING	NWNW	30-5S-4W	751'	FNL & 740' FWL	14-20-H62-4662
UTE TRIBAL 4-36	43-013-32188	PRODUCING	NWNW	36-5S-5W	860'	FNL & 660' FWL	14-20-H62-4659
UTE TRIBAL 5-13	43-013-31152	PRODUCING	SWNW	13-5S-5W	1667'	FNL & 905' FWL	14-20-H62-4845
UTE TRIBAL 5-19	43-013-32204	PRODUCING	SWNW	19-5S-4W	1940'	FNL & 511' FWL	14-20-H62-3528
UTE TRIBAL 5-20	43-013-31651	PRODUCING	SWNW	20-5S-4W	1856'	FNL & 683' FWL	14-20-H62-4919
UTE TRIBAL 5-28	43-013-32189	PRODUCING	SWNW	28-5S-4W	1940'	FNL & 508' FWL	14-20-H62-4740
UTE TRIBAL 5-31	43-013-32190	PRODUCING	SWNW	31-5S-4W	1410'	FNL & 585' FWL	14-20-H62-4659
UTE TRIBAL 6-21	43-013-32164	PRODUCING	SENW	21-5S-4W	1791'	FNL & 1609' FWL	14-20-H62-3414
UTE TRIBAL 6-22	43-013-32163	PRODUCING	SENW	22-5S-4W	1710'	FNL & 1850' FWL	14-20-H62-3415
UTE TRIBAL 6-25H	43-013-32143	PRODUCING	SENW	25-5S-5W	2127'	FNL & 2218' FWL	14-20-H62-3537
UTE TRIBAL 7-19	43-013-31282	PRODUCING	SWNE	19-5S-4W	1824'	FNL & 2023' FEL	14-20-H62-4919
UTE TRIBAL 7-25	43-013-31310	PRODUCING	SWNE	25-5S-5W	1973'	FNL & 2106' FEL	14-20-H62-3537
UTE TRIBAL 7-28	43-013-32166	PRODUCING	SWNE	28-5S-4W	1711'	FNL & 1949' FEL	14-20-H62-4740
UTE TRIBAL 7-30	43-013-32167	PRODUCING	SWNE	30-5S-4W	1811'	FNL & 1818' FEL	14-20-H62-4662
UTE TRIBAL 8-21	43-013-30829	SI	SENE	21-5S-4W	2090'	FNL & 722' FEL	14-20-H62-3414
UTE TRIBAL 9-18	43-013-32144	PRODUCING	NESE	18-5S-4W	1807'	FSL & 1654' FEL	14-20-H62-4919
UTE TRIBAL 9-19	43-013-31831	PRODUCING	NESE	19-5S-4W	1797'	FSL & 533' FEL	14-20-H62-3528
UTE TRIBAL 9-23X	43-013-30999	SI	NESE	23-5S-5W	1830'	FSL & 665' FEL	14-20-H62-3443
UTE TRIBAL 9-26	43-013-32191	PRODUCING	NESE	26-5S-4W	2118'	FSL & 777' FEL	14-20-H62-4728

WILLIAMS PRODUCTION RMT COMPANY						
UINTAH BASIN (BRUNDAGE)						
DUCHESNE CO, UTAH						
UTAH OPERATED OIL WELLS	API#	STATUS	1/4 1/4	SEC-TWP-RGE	FOOTAGE LOCATION	UTE LEASE
UTAH OPERATED GAS WELLS						
UTE TRIBAL 2-21G	43-013-31313	SI	NWNE	21-5S-4W	760' FNL & 1982' FEL	14-20-H62-3414
UTAH OPERATED WATER SUPPLY WELLS						
UTE TRIBAL 3-24WSW	43-013-	WSW	SENE	24-5S-5W	1410' FNL & 1415' FWL	14-20-H62-4659
UTE TRIBAL 9-23WSW	43-013-	WSW	NESE	23-5S-5W	1840' FSL & 715' FEL	14-20-H62-3443
UTAH OPERATED LOCATIONS						
UTE TRIBAL 16-12	43-013-30922	TO BE DRLD	SESE	12-4S-5W	522' FSL & 796' FEL	14-20-H62-4531
UTE TRIBAL 3-29	43-013-32193	DRLG	NENW	29-5S-4W	585' FNL & 1802' FWL	14-20-H62-3416
UTE TRIBAL 2-19	43-013-32140	WOC	NWNE	19-5S-4W	381' FNL & 1846' FEL	14-20-H62-3528
UTE TRIBAL 13-17-54TMM	43-013-32237	WOC	SWSW	17-5S-4W	854' FSL & 671' FWL	14-20-H62-4731
UTE TRIBAL 5-28-54TMM	43-013-32236	WOC	SWNW	28-5S-4W	1992' FNL & 560' FWL	14-20-H62-4740
UTE TRIBAL 12-15-54TMM	43-013-32251	TO BE DRLD	NWSW	15-5S-4W	1991' FSL & 418' FWL	14-20-H62-4661
UTE TRIBAL 3-28-54	43-013-32261	TO BE DRLD	NENW	28-5S-4W	660' FNL & 1980' FWL	14-20-H62-4740
UTE TRIBAL 13-18-54	43-013-32270	TO BE DRLD	SWSW	18-5S-4W	656' FSL & 657' FWL	14-20-H62-4739
UTE TRIBAL 1-24-55	43-013-32259	TO BE DRLD	NENE	24-5S-5W	583' FNL & 852' FEL	14-20-H62-4749
UTE TRIBAL 9-24-55	43-013-32268	TO BE DRLD	NESE	24-5S-5W	2392' FSL & 486' FEL	14-20-H62-4749
UTE TRIBAL 1-7R-54	43-013-30925	RE-ENTRY	NENE	7-5S-4W	508' FNL & 792' FEL	14-20-H62-
UTE TRIBAL 5-18-54	43-013-32262	TO BE DRLD	SWNW	18-5S-4W	2029' FNL & 819' FWL	14-20-H62-4739
UTE TRIBAL 7-18-54	43-013-32266	TO BE DRLD	SWNE	18-5S-4W	2123' FNL & 1968' FEL	14-20-H62-4739
UTE TRIBAL 15-25-55	43-013-32271	TO BE DRLD	SWSE	25-5S-5W	693' FSL & 2021' FEL	14-20-H62-3537
UTE TRIBAL 6-36-55	43-013-32265	TO BE DRLD	SENW	36-5S-5W	2480' FNL & 1702' FWL	14-20-H62-
UTE TRIBAL 8-35-55	43-013-32267	TO BE DRLD	SENE	35-5S-5W	2464' FNL & 552' FEL	14-20-H62-
UTE TRIBAL 16-14-55	43-013-32272	TO BE DRLD	SESE	14-5S-5W	379' FSL & 871' FEL	14-20-H62-
UTE TRIBAL 3-24R-55	43-013-30960	RE-ENTRY	NENW	24-5S-5W	619' FNL & 2035' FWL	14-20-H62-4749
UTE TRIBAL 5-24-55	43-013-32263	TO BE DRLD	SWNW	24-5S-5W	1911' FNL & 780' FWL	14-20-H62-4749
UTE TRIBAL 11-23-55	43-013-32269	TO BE DRLD	NESW	23-5S-5W	1875' FSL & 2187' FWL	14-20-H62-3443
UTE TRIBAL 5-26-55	43-013-32264	TO BE DRLD	SWNW	26-5S-5W	1810' FNL & 465' FWL	14-20-H62-3444



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

RECEIVED

SEP 28 2001

DIVISION OF
OIL, GAS AND MINING

In Reply Refer To:
3106
UTU-77321
(UT-924)

SEP 27 2001

NOTICE

Williams Production RMT Co. : Oil and Gas
Tower 3, Suite 1000 :
1515 Arapahoe Street :
Denver, Colorado 80202 :

Name Change Recognized

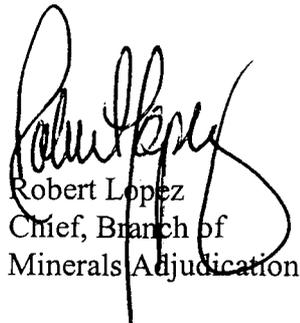
Acceptable evidence has been received in this office concerning the name change of Barrett Resources Corporation into Williams Production RMT Company with Williams Production RMT Company being the surviving entity.

For our purposes, the name change is recognized effective August 2, 2001.

The oil and gas lease files identified on the enclosed exhibit have been noted as to the name change. The exhibit was compiled from a list of leases obtained from our computer program. We have not abstracted the lease files to determine if the entities affected by this name change hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested recorded title or operating rights interests. We will be 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.

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

Due to the name change, the name of the principal/obligor on the bond is required to be changed from Barrett Resources Corporation to Williams Production RMT Company. You may accomplish this either by consent of surety rider on the original bond or a rider to the original bond. The bonds are held in New Mexico.



Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure

1. Exhibit of Leases (1 pp)

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS3130, PO Box 5860, Denver CO 80217
~~State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC UT 84114~~
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

Exhibit of Leases

UTU-77321
UTU-77322
UTU-77323
UTU-77324
UTU-77325
UTU-77326
UTU-77327
UTU-77328
UTU-77329
UTU-77330
UTU-60815
UTU-76965
UTU-76966
UTU-76967
UTU-76968

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well
 Oil Well Gas Well Other _____

2. Name of Operator
 Williams Production RMT Company
 (formerly Barrett Resources Corporation)

3. Address 1515 Arapahoe Street, Tower 3, Suite 1000
 Denver, Colorado 80202
 3b. Phone No. (include area code) (303) 572-3900

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

5. Lease Serial No.

6. If Indian, Allottee, or Tribe Name

UTE TRIBE

7. If Unit or CA. Agreement Designation

8. Well Name and No.

UTE TRIBAL

9. API Well No.

10. Field and Pool, or Exploratory Area

BRUNDAGE CANYON

11. County or Parish, State

DUCHESNE COUNTY, UTAH

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"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-off	
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Fracture Test	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity	
<input type="checkbox"/>	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other requesting approval	
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon		change of operator
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal		SOP

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 recomplate horizontally, give subsurface locations and measured and true vertical depths or pertinent markers and sands. Attach the Bond under which the work be will performed or provide the Bond No. on file with the 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 recomplate in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final abandonment Notice 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.)

BARRETT RESOURCES CORPORATION RECEIVED APPROVAL OF THEIR REVISED STANDARD OPERATING PRACTICES COVERING DRILLING PLANS FOR ALL FUTURE UTE TRIBAL WELLS ON FEBRUARY 2, 2001. EFFECTIVE AUGUST 2, 2001 WILLIAMS PRODUCTION RMT COMPANY ASSUMED OPERATORSHIP OF ALL UTE TRIBAL WELLS DUE TO A MERGER OF WILLIAMS ENERGY SERVICES AND BARRETT RESOURCES CORPORATION. BOND COVERAGE PURSUANT TO 43 CFR 3104 FOR OPERATION ACTIVITIES WILL CONTINUE TO BE PROVIDED BY FLOOD AND PETERSON INSURANCE, INC. UNDER NATIONWIDE BLM BOND NO. 6101757342. WILLIAMS PRODUCTION RMT COMPANY WILL BE RESPONSIBLE FOR COMPLIANCE UNDER THE TERMS AND CONDITIONS OF THIS STANDARD OPERATING PRACTICES DOCUMENT.

RECEIVED

OCT 16 2001

DIVISION OF

OIL, GAS AND MINING

Greg Davis
 Greg Davis, Permitting Supervisor
 Barrett Resources Corporation

14. I hereby certify that the foregoing is true and correct.
 Name (Printed/ Typed) Joseph P. Barrett

Title Land Manager, Denver
 William Production RMT Company

Signature Joseph P. Barrett

Date 10/8/01

Approved by _____ Title _____ Date _____

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 _____

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



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
Phone: (435) 722-4300 Fax: (435) 722-2323

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

January 16, 2002

Williams Production RMT Company
Attn: Fritts Rosenberger
1515 Arapahoe St., T3-1000
Denver, CO 80202

Dear Mr. Rosenberger:

We are in receipt of the corporate documentation for the merger of Barrett Resources Corporation with and into Williams Production RMT Company.

All documents appear to be in order, and the approval is hereby authorized to change all records, including change of operator of certain oil and gas wells, Rights-of-Way, Communitization Agreements, Oil and Gas Leases, and Exploration and Development Agreements from Barrett Resources Corporation with and into Williams Production RMT Company.

Approval of this name change is the date of this letter, but effective on August 2, 2001. If you have any questions, please do not hesitate to contact this office.

Respectfully,
Charles H. Cameron
Acting Superintendent
CHC

Jim Thompson
801-359-3940
from Pat Dulawowicz

RECEIVED
FEB 20 2002
DIVISION OF
OIL, GAS AND MINING

State of Delaware

PAGE 1

Office of the Secretary of State

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

"BARRETT RESOURCES CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "RESOURCES ACQUISITION CORP." UNDER THE NAME
OF "WILLIAMS PRODUCTION RMT COMPANY", A CORPORATION ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF AUGUST, A.D.
2001, AT 12:15 O'CLOCK P.M.

3388640 8100M

010380140



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1278982

DATE: 08-03-01

02/02/01

12:03

SKADDEN ARPS → D

C

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:13 PM 02/02/2001
010376792 - 3388640

**CERTIFICATE OF MERGER
OF
BARRETT RESOURCES CORPORATION
INTO
RESOURCES ACQUISITION CORP.**

Pursuant to Section 251 of the General
Corporation Law of the State of Delaware

Resources Acquisition Corp., a Delaware corporation ("Acquisition"),
pursuant to Section 251 of the General Corporation Law of the State of Delaware (the
"DGCL"), hereby certifies as follows:

FIRST: The name and state of incorporation of each of the constituent
corporations to the merger are as follows:

- | | | |
|-------------------------------|---|----------|
| Barrett Resources Corporation | - | Delaware |
| Resources Acquisition Corp. | - | Delaware |

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), dated as of May 7, 2001, by and among The Williams Companies, Inc., Acquisition and Barrett Resources Corporation ("Barrett") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the DGCL.

THIRD: Acquisition shall be the corporation surviving the merger (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of Acquisition shall be the Certificate of Incorporation of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law; provided, however, that the following changes to the Certificate of Incorporation of Acquisition shall be effected as a result of the merger:

02/22/01

12:03

SKADDEN ARPS → D

C

NO. 104

003

1. Article FIRST shall be amended and restated to read as follows:

"The name of the corporation is Williams Production RMT Company."; and

2. Article SIXTH, paragraph 4, shall be amended and restated to read as follows:

"No director shall be personally liable to the Corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the GCL or (iv) for any transaction from which the director derived an improper personal benefit. If the GCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of directors of the Corporation shall be eliminated or limited to the fullest extent permitted by the GCL, as so amended. Any repeal or modification of this Article SIXTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification with respect to acts or omissions occurring prior to such repeal or modification."

3. The following paragraph shall be added to Article Sixth as paragraph 6 thereto:

"The Corporation shall fully honor and abide by the provisions set forth in Section 7.9 of the Agreement and Plan of Merger dated as of May 7, 2001 (the "Merger Agreement") by and among the The Williams Companies, Inc., the Corporation and Barrett Resources Corporation. Any repeal or modification of this paragraph 6 of this Article SIXTH by the stockholders of the Corporation shall not adversely affect any rights or protections afforded to the Indemnified Persons (as defined in the Merger Agreement) pursuant to this paragraph and Section 7.9 of the Merger Agreement."

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation, 1515 Arapahoe Street, Tower 3 Suite 1000, Denver, Colorado 80202.

08/22/01

12:08

SKADDEN ARPS + D

C

NO. 184

004

SIXTH: A copy of the Merger Agreement will be provided by the Surviving Corporation, upon request and without cost, to any stockholder of either constituent corporation.

SEVENTH: This Certificate of Merger shall be effective upon its filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, Resources Acquisition Corp. has caused this Certificate of Merger to be executed in its corporate name this 2nd day of August, 2001.

RESOURCES ACQUISITION CORP.

By: *Steven J. Malcolm*
Name: Steven J. Malcolm
Title: President



OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW ✓
3. FILE

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: **08-02-2001**

FROM: (Old Operator):	TO: (New Operator):
BARRETT RESOURCES CORPORATION	WILLIAMS PRODUCTION RMT COMPANY
Address: 1515 ARAPAHOE STREET, STE 1000	Address: 1515 ARAPAHOE STREET, STE 1000
DENVER, CO 80202	DENVER, CO 80202
Phone: 1-(303)-572-3900	Phone: 1-(303)-572-3900
Account No. N9305	Account No. N1945

CA No. Unit: BRUNDAGE CANYON

WELL(S)	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
UTE TRIBAL 11-17	17-05S-04W	43-013-32145	12747	IND	OW	P
UTE TRIBAL 12-17	17-05S-04W	43-013-32146	12745	IND	OW	P
UTE TRIBAL 13-17	17-05S-04W	43-013-31546	11921	IND	OW	P
UTE TRIBAL 13-17-54TMM	17-05S-04W	43-013-32237	13102	IND	OW	DRL
UTE TRIBAL 9-18	18-05S-04W	43-013-32144	12746	IND	OW	P
UTE TRIBAL 15-18	18-05S-04W	43-013-32148	12794	IND	OW	P
UTE TRIBAL 1-19	19-05S-04W	43-013-30933	9845	IND	OW	P
Z&T UTE TRIBAL 7-19	19-05S-04W	43-013-31282	11131	IND	OW	P
UTE TRIBAL 5-20	20-05S-04W	43-013-31651	11957	IND	OW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 08/30/2001
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 08/30/2001
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 02/21/2002
- Is the new operator registered in the State of Utah: YES Business Number: PENDING-2/21/02
- If **NO**, the operator was contacted on: N/A

6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM-BIA-08/02/2001

7. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 08/02/2001

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

The BLM or BIA has approved the operator for all wells listed within 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: 02/21/2002

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 02/21/2002
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/21/2002
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 6101757342

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number N/A
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well
 Oil Well Gas Well Other _____

2. Name of Operator **Williams Production RMT Company**

3. Address **1515 Arapahoe Street, Tower 3, Suite 1000** 3b. Phone No. (include area code)
Denver, Colorado 80202 **(303) 572-3900**

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
854' FSL x 671' FWL
SW/4 SW/4 Section 17-T5S-R4W

5. Lease Serial No.

UTE 14-20-H62-4731

6. If Indian, Allottee, or Tribe Name

UTE TRIBE

7. If Unit or CA Agreement Designation

14-20-H62-4919

8. Well Name and No.

UTE TRIBAL 13-17-54 TMM

9. API Well No.

43-013-32237

10. Field and Pool, or Exploratory Area

BRUNDAGE CANYON

11. County or Parish, State

DUCHESNE COUNTY, UTAH

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"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-off	
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Fracture Test	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity	
<input type="checkbox"/>	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>chronological</u>	
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	<u>daily status reports</u>	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<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 or pertinent markers and sands. Attach the Bond under which the work be will performed or provide the Bond No. on file with the 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 Notice 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.)

NO CHRONOLOGICAL DAILY STATUS REPORTS SINCE JULY 2, 2001.

WELL CURRENTLY WAITING ON COMPLETION.

[Handwritten signatures and stamps]

14. I hereby certify that the foregoing is true and correct.
 Name (Printed/ Typed) **Debra K. Stanberry** Title **Project Permits Analyst**
 Signature *[Handwritten Signature]* Date **03/04/02**

Approved by _____ Title _____ Date _____

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 _____

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

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UTE TRIBE

7. If Unit or CA. Agreement Designation

14-20-H62-4919

8. Well Name and No.

UTE TRIBAL 13-17-54 TMM

9. API Well No.

43-013-32237

10. Field and Pool, or Exploratory Area

BRUNDAGE CANYON

11. County or Parish, State

DUCHESNE COUNTY, UTAH

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well

Oil Well

Gas Well

Other

CONFIDENTIAL

2. Name of Operator

Williams Production RMT Company

3. Address 1515 Arapahoe Street, Tower 3, Suite 1000
Denver, Colorado 80202

3b. Phone No. (include area code)
(303) 572-3900

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

854' FSL x 671' FWL
SW/4 SW/4 Section 17-T5S-R4W

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<input type="checkbox"/>	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other <u>chronological</u>	
<input type="checkbox"/>	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	<u>daily status reports</u>	
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NO CHRONOLOGICAL DAILY STATUS REPORTS SINCE JULY 2, 2001.

WELL CURRENTLY WAITING ON COMPLETION.

14. I hereby certify that the foregoing is true and correct.
Name (Printed/ Typed)

Debra K. Stanberry

Title

Project Permits Analyst

Signature

Date

01/03/02

Approved by

Title

Date

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Office

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Form 3160-5
(November, 1996)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

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UTE 14-20-H62-4731

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14-20-H62-4919

8. Well Name and No.

UTE TRIBAL 13-17-54 TMM

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43-013-32237

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BRUNDAGE CANYON

11. County or Parish, State

DUCHESNE COUNTY, UTAH

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well

Oil Well

Gas Well

Other

2. Name of Operator

Williams Production RMT Company

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3b. Phone No. (include area code)
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WELL CURRENTLY WAITING ON COMPLETION.

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

Name (Printed/ Typed)

Debra K. Stanberry

Title

Project Permits Analyst

Signature

Date

04/04/02

Approved by

Title

Date

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

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(Instructions on reverse)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE*

(See other In-
structions on
reverse side)

5. LEASE, DESIGNATION AND SERIAL NO.
UTE 14-20-H62-4731

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
UTE TRIBE

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

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

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

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7. UNIT AGREEMENT NAME
14-20-H62-4919

8. FARM OR LEASE NAME
UTE TRIBE 13-17-54 TMM

2. NAME OF OPERATOR
Williams Production RMT Company

9. API WELL NO.
43-013-32237

3. ADDRESS OF OPERATOR
1515 Arapahoe St., Tower 3, Ste., #1000, Denver, CO 80202 (303) 699-4261

10. FIELD AND POOL, OR WILDCAT
Brundage Canyon

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface
854' FSL x 671' FWL
At top prod. interval reported below
At total depth

11. SEC., T., R., M., OR BLOCK AND SURVEY
OR AREA
SWSW Sec 17-T5S-R4W

14. PERMIT NO. DATE ISSUED
4/03/01

12. COUNTY OR PARISH
DUCHESNE

13. STATE
UT

15. DATE SPUDDED **4/9/01** 16. DATE T.D. REACHED **5/30/01** 17. DATE COMF (Ready to prod.) **WO completion 7-2-01** 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* **6552' ungraded GR** 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TV **3,017'** 21. PLUG, BACK T.D., MD & TVD 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS DRILLED BY **X** ROTARY TOOLS CABLE TOOLS

24. PRODUCING INTERVAL (S), OF THIS COMPLETION -- TOP, BOTTOM, NAME (MD AND TVD)*
Green River = 1,416'
Producing Interval = **No**

26. TYPE ELECTRIC AND OTHER LOGS RUN **6-4-01 HIGH RESOLUTION INDUCTION; 6-4-01 SPECTRAL DENSITY DUAL SPACED NEUTRON; MICROLOG; CBL-8-13-01** 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
8-5/8"	23#	317'	11"	155 SX	
5-1/2"	15.5#	3017'	7-7/8"	400 SX	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number)
WELL WAS DRILLED BUT NEVER COMPLETED; CONTINUES TO WAIT ON COMPLETION PENDING FURTHER EVALUATION

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

33.* PRODUCTION

DATE FIRST PRODUCTION PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) WELL STATUS Producing or shut-in
TA w/o completion

DATE OF TEST HOURS TEST CHOKES SIZE PROD'N. FOR TEST PERIOD OIL--BBL. GAS--MCF. WATER--BBL. GAS-OIL RATIO

FLOW. TUBING PRESS. CASING PRESSURE CALCULATED OIL--BBL. GAS--MCF. WATER--BBL. OIL GRAVITY (API) (CORR.)
24-HOUR RATE

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JUN 13 2002

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

35. LIST OF ATTACHMENTS
DIVISION OF OIL, GAS AND MINING

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

SIGNED **Debra K. Stanberry** TITLE **Project Permits Analyst** DATE **06/10/02**

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

37. SUMMARY OF POROUS ZONE (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):

UTE TRIBAL 13-17-54 TMM
38. GEOLOGIC MARKERS

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	TOP	
				MEAS. DEPTH	TRUE VERT. DEPTH
				surface	
				655'	
				1,020'	
				1,183'	
				1,416'	
				1,456'	
				1,598'	
				2,520'	
				2,694'	

Ujinta
 TU Show Zone A
 TU Show Zone B
 TU Show Zone C
 Green River
 TGR Show Zone D
 TGR Show Zone E
 TGR Show Zone F
 Mahogany



Operations Summary Report

Legal Well Name: UTE TRIBAL 13-17-54 TMM
 Common Well Name: UTE TRIBAL 13-17-54 TMM
 Event Name: DRILLING
 Contractor Name: BILL JR'S RATHOLE
 Rig Name: BILL JR'S RATHOLE
 Start: 4/9/2001
 Rig Release: 4/10/2001
 Rig Number:
 Spud Date: 4/9/2001
 End: 6/1/2001
 Group:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
4/10/2001	06:00 - 10:00	4.00	LOC	3		MOVE RIG
	10:00 - 18:00	8.00	DRL	1		ROTARY DRILL
4/11/2001	06:00 - 10:00	4.00	DRL	1		ROTARY DRILL
	10:00 - 12:00	2.00	CSG	2		RUN CASING
4/12/2001	06:00 - 10:00	4.00	WOT	4		WAITING ON EQUIP/TOOLS
	10:00 - 12:00	2.00	CMT	2		CEMENTING
5/25/2001	06:00 - 20:00	14.00	LOC	3		MOVE RIG AND START SETTING RIG IN.
5/26/2001	06:00 - 12:00	6.00	LOC	3		MOVE RIG AND FINISH SETTING RIG IN.
	12:00 - 02:00	14.00	LOC	4		RIG UP ROTARY TOOLS
	02:00 - 06:00	4.00	BOP	1		NU/ND BOP
5/27/2001	06:00 - 10:00	4.00	WOT	4		WAITING ON EQUIP/TOOLS (B.O.P. TESTER'S)
	10:00 - 12:00	2.00	BOP	2		TEST BOP'S & CASING
	12:00 - 14:00	2.00	TRP	1		PU BHA. (TAG CEMENT @ 255')
	14:00 - 15:30	1.50	DRL	4		DRILL CEMENT/EQUIPMENT (F/ 255' - 317')
	15:30 - 17:30	2.00	DRL	1		ROTARY DRILL F/ 317' - 414'
	17:30 - 18:00	0.50	RIG	1		RIG SERVICE
	18:00 - 18:30	0.50	DRL	1		ROTARY DRILL F/ 414' - 472'
	18:30 - 19:00	0.50	RIG	2		RIG REPAIR
	19:00 - 23:30	4.50	DRL	1		ROTARY DRILL F/ 472' - 870'
	23:30 - 00:00	0.50	SUR	1		SURVEY
	00:00 - 06:00	6.00	DRL	1		ROTARY DRILL 870' - 1366'
5/28/2001	06:00 - 06:30	0.50	SUR	1		SURVEY
	06:30 - 13:00	6.50	DRL	1		ROTARY DRILL F/ 1366' - 1897'
	13:00 - 13:30	0.50	SUR	1		SURVEY
	13:30 - 16:30	3.00	DRL	1		ROTARY DRILL F/ 1897' - 2147'
	16:30 - 17:00	0.50	RIG	1		RIG SERVICE
	17:00 - 20:00	3.00	DRL	1		ROTARY DRILL F/ 2147' - 2397'
	20:00 - 20:30	0.50	SUR	1		SURVEY
	20:30 - 01:30	5.00	DRL	1		ROTARY DRILL F/ 2397' - 2708'
	01:30 - 03:00	1.50	CIRC	1		CIRCULATING/CONDITION F/ D.S.T. # 1
	03:00 - 04:30	1.50	TRP	2		TRIP
	04:30 - 06:00	1.50	TRP	1		PU/ BHA D.S.T. TOOLS
5/29/2001	06:00 - 07:00	1.00	TRP	1		PU/ BHA D.S.T. TOOLS
	07:00 - 08:30	1.50	TRP	2		TRIP IN W/ D.S.T. # 1
	08:30 - 14:30	6.00	PTST	1		DST # 1
	14:30 - 16:00	1.50	TRP	2		TRIP OUT W/ D.S.T. TOOL
	16:00 - 17:30	1.50	TRP	1		LD BHA (TEST TOOL)
	17:30 - 19:00	1.50	TRP	2		TRIP IN HOLE W/ BIT TO DRILL 7'.
	19:00 - 19:30	0.50	DRL	1		ROTARY DRILL F/ 2708' - 2716'
	19:30 - 20:00	0.50	CIRC	1		CIRCULATING/CONDITION F/ CORE RUN # 1
	20:00 - 21:30	1.50	TRP	2		TRIP
	21:30 - 22:00	0.50	TRP	1		PICK UP CORE BBL.
	22:00 - 23:00	1.00	TRP	2		TRIP IN W/ CORE BBL.
	23:00 - 23:30	0.50	REAM	1		WASH 40' TO BOTTOM BEFORE CORING.
	23:30 - 01:30	2.00	GEO	2		CONVENTIONAL CORE F/2716' -2747' RECOVERED 30.6" CORE.
	01:30 - 02:00	0.50	CIRC	1		CIRCULATING/CONDITION
	02:00 - 04:30	2.50	TRP	2		TRIP
	04:30 - 05:00	0.50	TRP	1		LD BHA (CORE BBL.)
	05:00 - 06:00	1.00	TRP	1		PU/ BHA (D.S.T. # 2)
5/30/2001	06:00 - 07:00	1.00	TRP	2		TRIP IN W/ DST # 2
	07:00 - 11:00	4.00	PTST	1		DST # 2 SET PACKER @ 2704' TESTING F/ 2747' -2704'
	11:00 - 15:00	4.00	TRP	2		TRIP OUT W/ D.S.T.# 2 AND LAY DOWN TOOLS
	15:00 - 16:30	1.50	TRP	2		TRIP

RECEIVED
 JUN 13 2002
 DIVISION OF
 OIL, GAS AND MINING



Operations Summary Report

Legal Well Name: UTE TRIBAL 13-17-54 TMM
 Common Well Name: UTE TRIBAL 13-17-54 TMM
 Event Name: DRILLING
 Contractor Name: BILL JR'S RATHOLE
 Rig Name: BILL JR'S RATHOLE
 Start: 4/9/2001
 Rig Release: 4/10/2001
 Rig Number:
 Spud Date: 4/9/2001
 End: 6/1/2001
 Group:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
5/30/2001	16:30 - 17:30	1.00	REAM	1		WASHING/REAMING F/ 2716' -2747'
	17:30 - 23:00	5.50	DRL	1		ROTARY DRILL F/ 2747' 3017'
	23:00 - 00:00	1.00	CIRC	1		CIRCULATING/CONDITION HOLE F/ LOGS
	00:00 - 02:30	2.50	TRP	2		TRIP & LAY DOWN MUD MOTOR
	02:30 - 06:00	3.50	LOG	1		OPEN HOLE LOGS F/ 3017' TO SURFACE CSG @ 317'
5/31/2001	06:00 - 18:00	12.00	LOG	1		OPEN HOLE
	18:00 - 20:30	2.50	LOG	1		RIG DOWN LOGGER'S (TOOK EXTRA TIME F/ CLEANING THERE TOOLS AS THEY LAYED THEM DOWN
	20:30 - 22:30	2.00	TRP	2		TRIP IN HOLE
	22:30 - 23:00	0.50	CIRC	1		CIRCULATING/CONDITION
	23:00 - 02:30	3.50	TRP	3		LD DRILL PIPE
	02:30 - 03:00	0.50	CSG	1		RIG UP/DOWN CSG CREW
	03:00 - 04:30	1.50	CSG	2		RUN CASING
	04:30 - 05:00	0.50	CMT	1		RIG UP/DOWN CEMENTERS
	05:00 - 06:00	1.00	CIRC	1		CIRCULATING BEFORE CEMENT JOB
	6/1/2001	06:00 - 07:00	1.00	CMT	2	
07:00 - 11:00		4.00	BOP	1		NU/ND BOP
11:00 - 12:00		1.00	CSG	7		SET SLIPS
12:00 - 16:00		4.00	LOC	7		CLEAN PITS
16:00 - 18:00		2.00	LOC	4		RIG DOWN AND LOAD OUT RENTAL EQUIPMENT.
18:00 - 06:00		12.00	WOT	4		WAITING ON TRUCK'S TO MOVE RIG TO COLORADO. R.W. JONES TRUCKING SAID THEY SHOULD BE ABLE TO START LOADING OUT RIG ON 6-5-01.

RECEIVED

JUN 13 2002

DIVISION OF OIL, GAS AND MINING



Operations Summary Report

Legal Well Name: UTE TRIBAL 13-17-54 TMM
 Common Well Name: UTE TRIBAL 13-17-54 TMM
 Event Name: COMPLETION
 Contractor Name:
 Rig Name:

Spud Date: 4/9/2001
 Start: 7/2/2001 End: 7/2/2001
 Rig Release: Group:
 Rig Number:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
7/2/2001	09:00 - 14:00	5.00				RIG CREW TRAVEL TO LOC. & INSTALL FRAC HEAD & BOP. RU COMPUTALOG & HOT OILER TO RUN CBL W/ 1000 PSI ON CSG. RIH W LOGGING TOOL. MADE REPEAT PASS FROM 2892' TO 2650' W/ NO PRESS. ON CSG. RIH & START MAIN PASS. LOG FROM 2892' TO 500' W/ 1000 PSI ON CSG. TOC @ 750'. POOH & RD COMPUTALOG & HOT OILER.

RECEIVED

JUN 13 2002

DIVISION OF
 OIL, GAS AND MINING



Operations Summary Report

Legal Well Name: UTE TRIBAL 13-17-54 TMM

Common Well Name: UTE TRIBAL 13-17-54 TMM

Event Name: INSTALL FACILITIES

Contractor Name:

Rig Name:

Start: 5/25/2001

Rig Release:

Rig Number:

Spud Date: 4/9/2001

End: 6/29/2001

Group:

Date	From - To	Hours	Code	Sub Code	Phase	Description of Operations
5/25/2001	07:00 - 17:00	10.00	SEQ	4		INSTALL FACILITIES
6/7/2001	07:00 -		SEQ	4		HAULED DRAIN RACK & ROAD BASE TO LOCATION. 2% COMPLETE.
6/11/2001	14:00 - 18:00	4.00	SEQ	4		BLD PAD FOR PROD TANKS. 3% COMPLETE.
6/12/2001	07:00 - 12:00	5.00	SEQ	4		SET TANKS. 5% COMPLETE.
6/15/2001	07:00 - 18:00	11.00	SEQ	4		WORK ON SCRUBBERS, WELD CLRS IN TANKS & START TIE-INS.
6/18/2001	07:00 - 18:00	11.00	SEQ	4		WELD ON FLW & TRACE LINES. WORK ON COILS.
6/19/2001	07:00 - 17:00	10.00	SEQ	4		WELD & TIE-IN TANK BATTERY.
6/20/2001	07:00 - 18:00	11.00	SEQ	4		WELD & TIE-IN TANK BATTERY.
6/21/2001	07:00 - 18:00	11.00	SEQ	4		WELD & TIE-IN TANK BATTERY.
6/26/2001	07:00 - 18:00	11.00	SEQ	4		BLD PAD, SET P/U & ERECT.
6/27/2001	07:00 - 18:00	11.00	SEQ	4		MOUNTED TRACE P/. BLD BULLWHEEL GUARD.
6/29/2001	07:00 - 18:00	11.00	SEQ	4		WORK ON FLOW, TRACE, AND FUEL GAS LINES.

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**DIVISION OF
OIL, GAS AND MINING**

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:

WILLIAMS PRODUCTION RMT COMPANY

3. Address and Telephone Number:

1515 ARAPAHOE ST., TOWER 3, #1000, DENVER, CO 80202 (303) 572-3900

4. Location of Well:

Footages:

QQ, Sec., T., R., M.:

5. Lease Designation and Serial Number:

6. If Indian, Allottee or Tribe Name:

7. Unit Agreement Name:

8. Well Name and Number:

9. API Well Number:

10. Field and Pool, or Wildcat:

County:

State: UTAH

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

NOTICE OF INTENT

(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT

(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other ANNUAL STATUS REPORT OF SHUT-IN WELLS
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

Date of work completion _____

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

* Must be accompanied by a cement verification report.

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

SEE ATTACHED LIST

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DIV. OF OIL, GAS & MINING

13

Name & Signature:

Greg Davis

Title: SUPERVISOR PERMITS

Date:

1/29/03

(This space for Federal or State office use)

UTAH ANNUAL STATUS REPORT OF SHUT-IN WELLS 2002						
WELL NAME		QTR QTR SEC-T-R	API NUMBER	LAST PRODUCED	REASON FOR SHUT-IN OR TA'D WELL	FUTURE PLANS FOR WELL
UTE TRIBAL 1-29	BC	SWSW 13-5S-4W	43-013-32237	DRILLED		Evaluating viability of production testing
UTE TRIBAL 2-21G	BC	NWNE 21-5S-4W	43-013-31313	N/A	NEVER PROD; NO ECONOMIC RESERVES	Lease HBP; reviewing utility of wellbore in pending waterflood operation
UTE TRIBAL 8-21	BC	SENE 21-5S-4W	43-013-30829	Sep-00	PARTED RODS/UNECONOMIC	Lease HBP; reviewing f/ uphole recompletion
UTE TRIBAL 1-29	BC	NENE 29-5S-4W	43-013-30964	Apr-01	Need to resolve lease issue	recomplete uphole in Green River once lease resolved with tribe
UTE TRIBAL 3-29	BC	NENW 29-5S-4W	43-013-31652	DRILLED	Need to resolve lease issue	complete in Green River once lease resolved with tribe
JENSEN 7-15 DEEP	BC	SWNE 15-12S-10E	43-007-30786	Dec-01	UNECONOMIC PRODUCTION	reviewing for possible use as SWD well

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Ute Tribe

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

See Attached

9. API NUMBER:

Attached

10. FIELD AND POOL, OR WILDCAT:

Brundage Canyon

1. TYPE OF WELL

OIL WELL

GAS WELL

OTHER Water Injection Well

2. NAME OF OPERATOR:

Berry Petroleum Company

3. ADDRESS OF OPERATOR:

5201 Truxtun Ave., Suite 300
Bakersfield

PHONE NUMBER:

CITY Bakersfield STATE CA ZIP 93309-0640 (661)616-3900

4. LOCATION OF WELL

FOOTAGES AT SURFACE: See attached listing

COUNTY: Duchesne

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"/> 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"/> 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>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 8/28/03 Berry Petroleum Company will assume operatorship of the referenced wells (see attached list) from Williams Production RMT Company.

NAME (PLEASE PRINT) Jerry V. Hoffman

TITLE Chairman, President, and CEO

SIGNATURE

Jerry V. Hoffman

DATE

8/28/03

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DIV. OF OIL, GAS & MINING

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

X Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

Merger

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

8/28/2003

FROM: (Old Operator): N1945 - Williams Production RMT Company 1515 Arapahoe St., Tower 3, #1000 Denver, CO 80202 Phone: 1-(303) 572-3900	TO: (New Operator): N2480 - Berry Petroleum Company 5201 Truxtun Ave., Suite 300 Bakersfield, CA 93309-0640 Phone: 1-(661) 616-3900
---	---

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	
UTE TRIBAL 12-15	15	050S	040W	4301332205	13100	Indian	OW	P	
UTE TRIBAL 13-17-54 TMM	17	050S	040W	4301332237	13102	Indian	GW	TA	
UTE TRIBAL 13-20	20	050S	040W	4301332206	13048	Indian	OW	P	
MOON TRIBAL 12-23-54	23	050S	040W	4301332347		Indian	OW	APD	C
UTE TRIBAL 5-28-54 TMM	28	050S	040W	4301332236	13122	Indian	GW	P	
UTE TRIBAL 3-28-54	28	050S	040W	4301332261	13644	Indian	OW	DRL	C
UTE TRIBAL 16-14-55	14	050S	050W	4301332272	13567	Indian	OW	P	C
UTE TRIBAL 5-15-55	15	050S	050W	4301332344	13606	Indian	OW	P	C
UTE TRIBAL 10-16-55	16	050S	050W	4301332345	13693	Indian	OW	P	C
UTE TRIBAL 7-20-55	20	050S	050W	4301332346	13607	Indian	OW	P	C
UTE TRIBAL 11-23-55	23	050S	050W	4301332269	13572	Indian	OW	P	C
UTE TRIBAL 1-24-55	24	050S	050W	4301332259	13618	Indian	OW	DRL	C
UTE TRIBAL 5-24-55	24	050S	050W	4301332263	13621	Indian	OW	P	C
UTE TRIBAL 9-24-55	24	050S	050W	4301332268	13620	Indian	OW	P	C
UTE TRIBAL 15-25-55	25	050S	050W	4301332271	13566	Indian	OW	P	C
UTE TRIBAL 5-26-55	26	050S	050W	4301332264	13642	Indian	OW	P	C
UTE TRIBAL 15-27-55	27	050S	050W	4301332339		Indian	OW	APD	
UTE TRIBAL 14-28-55	28	050S	050W	4301332348	13580	Indian	OW	P	C
UTE TRIBAL 8-35-55	35	050S	050W	4301332267	13571	Indian	OW	P	C
UTE TRIBAL 6-36-55	36	050S	050W	4301332265	13600	Indian	OW	P	C

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: 9/4/2003
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/4/2003
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 8/13/2003
- Is the new operator registered in the State of Utah: YES Business Number: 5307764-0143
- If **NO**, the operator was contacted on: _____

20

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

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA not received

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not received

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 9/23/2003

DATA ENTRY:

- 1. Changes entered in the Oil and Gas Database on: 9/30/2003
- 2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 9/30/2003
- 3. Bond information entered in RBDMS on: n/a
- 4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: RLB0005647

FEE WELL(S) BOND VERIFICATION:

- 1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number n/a
- 2. The FORMER operator has requested a release of liability from their bond on: 9/29/2003
The Division sent response by letter on: 10/2/2003

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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 checked="" type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <u>Water Injection Well</u>		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Williams Production RMT Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Tribe
3. ADDRESS OF OPERATOR: 1515 Arapahoe Street, Tower 3, Suite 1000 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (303) 572-3900		8. WELL NAME and NUMBER: See Attached
4. LOCATION OF WELL		9. API NUMBER: Attached
FOOTAGES AT SURFACE: See attached listing		10. FIELD AND POOL, OR WILDCAT: Brundage Canyon
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: Duchesne
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>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 8/28/03 Williams Production RMT Company will relinquish operatorship of the referenced wells (see attached list) to Berry Petroleum Company.

NAME (PLEASE PRINT) Joseph P. Barrett TITLE Director - Land
SIGNATURE *Joseph P. Barrett* DATE 8/28/03

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Well Name	Oil/Gas	API #	Lease	E&D	Location
Ute Tribal 12-14-54	OIL	43-013-32369		14-20-H62-4728	NWSW 2056' FSL, 586' FWL SEC. 14, T5S, R4W
Ute Tribal 12-15	OIL	43-013-32205	14-20-H62-4661	N/A	NWSW 1997' FSL, 481' FWL SEC. 15, T5S, R4W
Ute Tribal 14-15	OIL	43-013-30842	14-20-H62-4661	N/A	SESW 793' FSL, 1847' FWL SEC. 15, T5S, R4W
Ute Tribal 15-16	OIL	43-013-31648	14-20-H62-3413	N/A	SWSE 1030' FSL, 1990' FEL SEC. 16, T5S, R4W
Ute Tribal 16-16	OIL	43-013-30841	14-20-H62-3413	N/A	SESE 733' FSL, 786' FEL SEC. 16, T5S, R4W
Ute Tribal 11-17 (CB)	OIL	43-013-32145	14-20-H62-4919	14-20-H62-4659	NESW 1980' FSL, 1980' FWL SEC. 17, T5S, R4W
Ute Tribal 12-17 (CB)	OIL	43-013-32146	14-20-H62-4919	14-20-H62-4659	NWSW 2000' FSL, 660' FWL SEC. 17, T5S, R4W
Ute Tribal 13-17 (CB)	OIL	43-013-31546	14-20-H62-4919	14-20-H62-4659	SWSW 796' FSL, 645' FWL SEC. 17, T5S, R4W
Ute Tribal 13-17-54 TMM	GAS	43-013-32237	14-20-H62-4731	14-20-H62-4659	SWSW 854' FSL, 671' FWL SEC. 17, T5S, R4W
Ute Tribal 14-17 (CB)	OIL	43-013-32147	14-20-H62-4919	14-20-H62-4659	SESW 908' FSL, 1621' FWL SEC. 17, T5S, R4W
Ute Tribal 15-17	OIL	43-013-31649	14-20-H62-4731	14-20-H62-4659	SWSE 660' FSL, 2080' FEL SEC. 17, T5S, R4W
Ute Tribal 9-18 (CB)	OIL	43-013-32144	14-20-H62-4919	N/A	NESE 1807' FSL, 654' FEL SEC. 18, T5S, R4W
Ute Tribal 15-18 (CB)	OIL	43-013-32148	14-20-H62-4919	N/A	SWSE 748' FSL, 1836' FEL SEC. 18, T5S, R4W
Ute Tribal 16-18	INJ	43-013-31650	14-20-H62-4919	N/A	SESE 636' FSL, 586' FEL SEC. 18, T5S, R4W
Ute Tribal 1-19	OIL	43-013-30933	14-20-H62-4919	N/A	NENE 521' FNL, 558' FEL SEC. 19, T5S, R4W
Ute Tribal 2-19	INJ	43-013-32140	14-20-H62-4919	N/A	NWNE 381' FNL, 1846' FEL SEC. 19, T5S, R4W
Ute Tribal 3-19	OIL	43-013-31830	14-20-H62-3528	N/A	NENW 564' FNL, 2183' FWL SEC. 19, T5S, R4W
Ute Tribal 5-19	OIL	43-013-32204	14-20-H62-3528	N/A	SWNW 1940' FNL, 511' FWL SEC. 19, T5S, R4W
Ute Tribal 7-19	OIL	43-013-31282	14-20-H62-4919	N/A	SWNE 1824' FNL, 2023' FEL SEC. 19, T5S, R4W
Ute Tribal 9-19	OIL	43-013-31831	14-20-H62-3528	N/A	NESE 1797' FSL, 533' FEL SEC. 19, T5S, R4W
Ute Tribal 11-19	OIL	43-013-31547	14-20-H62-3528	N/A	NESW 1764' FSL, 1796' FWL SEC. 19, T5S, R4W
Ute Tribal 13-19	OIL	43-013-31284	14-20-H62-3528	N/A	SWSW 612' FSL, 635' FWL SEC. 19, T5S, R4W
Ute Tribal 15-19	OIL	43-013-31832	14-20-H62-3528	N/A	SWSE 477' FNL, 1868' FEL SEC. 19, T5S, R4W
Ute Tribal 1-20	OIL	43-013-30966	14-20-H62-3529	N/A	NENE 678' FNL, 736' FEL SEC. 20, T5S, R4W
Ute Tribal 5-20	OIL	43-013-31651	14-20-H62-4919	N/A	SWNW 1856' FNL, 683' FWL SEC. 20, T5S, R4W
Ute Tribal 11-20	OIL	43-013-32168	14-20-H62-3529	N/A	NESW 2146' FSL, 1630' FWL SEC. 20, T5S, R4W
Ute Tribal 13-20	OIL	43-013-32206	14-20-H62-3529	N/A	SWSW 689' FSL, 909' FWL SEC. 20, T5S, R4W
Ute Tribal 2-21	OIL	43-013-31280	14-20-H62-3414	N/A	NWNE 759' FNL, 1978' FEL SEC. 21, T5S, R4W
Ute Tribal 2-21G	GAS	43-013-31313	14-20-H62-3414	N/A	NWNE 760' FNL, 1982' FEL SEC. 21, T5S, R4W
Ute Tribal 6-21	OIL	43-013-32164	14-20-H62-3414	N/A	SESW 1791' FNL, 1609' FWL SEC. 21, T5S, R4W
Ute Tribal 8-21	OIL	43-013-30829	14-20-H62-3414	N/A	SENE 2090' FNL, 722' FEL SEC. 21, T5S, R4W
Ute Tribal 10-21	OIL	43-013-31283	14-20-H62-3414	N/A	NWSE 1506' FSL, 2247' FEL SEC. 21, T5S, R4W
Ute Tribal 4-22	OIL	43-013-30755	14-20-H62-3415	N/A	NWNW 749' FNL, 507' FWL SEC. 22, T5S, R4W
Ute Tribal 6-22	OIL	43-013-32163	14-20-H62-3415	N/A	SESW 1710' FNL, 1850' FWL SEC. 22, T5S, R4W
Ute Tribal 12-22	OIL	43-013-31311	14-20-H62-3415	N/A	NWSW 1977' FSL, 658' FWL SEC. 22, T5S, R4W
Ute Tribal 13-22	OIL	43-013-31548	14-20-H62-3415	N/A	SWSW 715' FSL, 838' FWL SEC. 22, T5S, R4W
Ute Tribal 23-3R	OIL	43-013-30886	14-20-H62-4943	14-20-H62-4728	NENW 603' FNL, 2386' FWL SEC. 23, T5S, R4W
Ute Tribal 9-26	OIL	43-013-32191	14-20-H62-4954	14-20-H62-4728	NESE 2118' FSL, 777' FEL SEC. 26, T5S, R4W
Ute Tribal 2-27	OIL	43-013-32179	14-20-H62-3375	N/A	NWNE 778' FNL, 2273' FEL SEC. 27, T5S, R4W
Ute Tribal 4-27	OIL	43-013-31131	14-20-H62-3375	N/A	NWNW 736' FNL, 693' FWL SEC. 27, T5S, R4W
Ute Tribal 1-28	OIL	43-013-31549	14-20-H62-4740	14-20-H62-4659	NENE 778' FNL, 592' FEL SEC. 28, T5S, R4W
Ute Tribal 3-28-54	OIL	43-013-32261	14-20-H62-4740	14-20-H62-4659	NENW 660' FNL, 1980' FWL SEC. 28, T5S, R4W
Ute Tribal 5-28	OIL	43-013-32189	14-20-H62-4740	14-20-H62-4659	SWNW 1960' FNL, 575' FWL SEC. 28, T5S, R4W
Ute Tribal 5-28-54 TMM	GAS	43-013-32236	14-20-H62-4740	14-20-H62-4659	SWNW 1992' FNL, 560' FWL SEC. 28, T5S, R4W
Ute Tribal 7-28	OIL	43-013-32166	14-20-H62-4740	14-20-H62-4659	SWNE 1711' FNL, 1949' FEL SEC. 28, T5S, R4W
Ute Tribal 11-28	OIL	43-013-32192	14-20-H62-4740	14-20-H62-4659	NESW 2322' FSL, 1920' FWL SEC. 28, T5S, R4W
Ute Tribal 1-29	OIL	43-013-30964	14-20-H62-3416	14-20-H62-4659	NENE 652' FNL, 760' FEL SEC. 29, T5S, R4W
Ute Tribal 3-29	OIL	43-013-32193	14-20-H62-3416	14-20-H62-4659	NENW 585' FNL, 1802' FWL SEC. 29, T5S, R4W
Ute Tribal 1-30	OIL	43-013-30948	14-20-H62-4662	14-20-H62-4659	NENE 627' FNL, 542' FEL SEC. 30, T5S, R4W
Ute Tribal 4-30	OIL	43-013-31550	14-20-H62-4662	14-20-H62-4659	NWNW 751' FNL, 740' FWL SEC. 30, T5S, R4W
Ute Tribal 7-30	OIL	43-013-32167	14-20-H62-4662	14-20-H62-4659	SWNE 1811' FNL, 1818' FEL SEC. 30, T5S, R4W
Ute Tribal 5-31	OIL	43-013-32190	14-20-H62-4946	14-20-H62-4659	SWNW 1410' FNL, 585' FWL SEC. 31, T5S, R4W
Ute Tribal 1-32R	OIL	43-013-30872	14-20-H62-4947	14-20-H62-4659	NENE 628' FNL, 635' FEL SEC. 32, T5S, R4W

RECEIVED

SEP 04 2003

DIV. OF OIL, GAS & MINING

Well Name	Oil/Gas	API #	Lease	E&D	Location
Ute Tribal 1-33	OIL	43-013-32185	14-20-H62-4948	14-20-H62-4659	NENE 720' FNL, 796' FEL SEC. 33, T5S, R4W
Ute Tribal 1-34	OIL	43-013-32186	14-20-H62-4955	14-20-H62-4659	NENE 1150' FNL, 644' FEL SEC. 34, T5S, R4W
Ute Tribal 5-13	OIL	43-013-31152	14-20-H62-4845	14-20-H62-4659	SWNW 1667' FNL, 905' FWL SEC. 13, T5S, R5W
Ute Tribal 16-14-55	OIL	43-013-32272	14-20-H62-5016	14-20-H62-4728	SESE 379' FSL, 871' FEL SEC. 14, T5S, R5W
Ute Tribal 5-15-55	OIL	43-013-32344	14-20-H62-5017	14-20-H62-4728	SWNW 2050' FNL, 762' FWL SEC. 15, T5S, R5W
Ute Tribal 10-16-55	OIL	43-013-32345		14-20-H62-4728	NWSE 1802' FSL, 1970' FEL SEC. 16, T5S, R5W
Ute Tribal 15-17-55	OIL	43-013-32358		14-20-H62-4728	SWSE 179' FSL, 1733' FEL SEC. 17, T5S, R5W
Ute Tribal 7-20-55	OIL	43-013-32346	14-20-H62-5018	14-20-H62-4728	SWNE 2438' FNL, 2440' FEL SEC. 20, T5S, R5W
Ute Tribal 9-23WSW	WTR	WR#43-11041	14-20-H62-3443	N/A	NESE 1855' FSL, 715' FEL SEC. 23, T5S, R5W
Ute Tribal 9-23X	OIL	43-013-30999	14-20-H62-3443	N/A	NESE 1830' FSL, 665' FEL SEC. 23, T5S, R5W
Ute Tribal 11-23-55	OIL	43-013-32269	14-20-H62-3443	N/A	NESW 1875' FSL, 2187' FWL SEC. 23, T5S, R5W
Ute Tribal 15-23	OIL	43-013-31671	14-20-H62-3443	N/A	SWSE 612' FSL, 1973' FEL SEC. 23, T5S, R5W
Ute Tribal 1-24-55	OIL	43-013-32259	14-20-H62-4749	N/A	NENE 583' FNL, 852' FEL SEC. 24, T5S, R5W
Ute Tribal 3-24WSW	WTR	WR#43-10994	14-20-H62-4749	N/A	SENE 1430' FNL, 1425' FWL SEC. 24, T5S, R5W
Ute Tribal 5-24-55	OIL	43-013-32263	14-20-H62-4749	N/A	SWNW 1911' FNL, 780' FWL SEC. 24, T5S, R5W
Ute Tribal 9-24-55	OIL	43-013-32268	14-20-H62-4749	N/A	NWSE 2392' FSL, 486' FWL SEC. 24, T5S, R5W
Ute Tribal 11-24	OIL	43-013-31909	14-20-H62-4749	N/A	NESW 2005' FSL, 2557' FWL SEC. 24, T5S, R5W
Ute Tribal 13-24	OIL	43-013-31910	14-20-H62-4749	N/A	SWSW 520' FSL, 1051' FWL SEC. 24, T5S, R5W
Ute Tribal 15-24R	OIL	43-013-31129	14-20-H62-4749	N/A	SWSE 1048' FSL, 1364' FEL SEC. 24, T5S, R5W
Ute Tribal 1-25	OIL	43-013-30945	14-20-H62-3537	N/A	NENE 661' FNL, 520' FEL SEC. 25, T5S, R5W
Ute Tribal 2-25	OIL	43-013-31833	14-20-H62-3537	N/A	NWNE 760' FNL, 2000' FEL SEC. 25, T5S, R5W
Ute Tribal 3-25	OIL	43-013-31834	14-20-H62-3537	N/A	NENW 464' FNL, 2174' FWL SEC. 25, T5S, R5W
Ute Tribal 6-25H	OIL	43-013-32143	14-20-H62-3537	N/A	SENE 2127' FNL, 2218' FWL SEC. 25, T5S, R5W
Ute Tribal 7-25	OIL	43-013-31310	14-20-H62-3537	N/A	SWNE 1973' FNL, 2106' FEL SEC. 25, T5S, R5W
Ute Tribal 9-25-55	OIL	43-013-32390	14-20-H62-3537	N/A	NESE 2083' FSL, 751' FEL SEC. 25, T5S, R5W
Ute Tribal 11-25	OIL	43-013-31911	14-20-H62-3537	N/A	NESW 1871' FSL, 1982' FWL SEC. 25, T5S, R5W
Ute Tribal 13-25	OIL	43-013-32169	14-20-H62-3537	N/A	SWSW 700' FSL, 501' FWL SEC. 25, T5S, R5W
Ute Tribal 15-25-55	OIL	43-013-32271	14-20-H62-3537	N/A	SWSE 693' FSL, 2012' FEL SEC. 25, T5S, R5W
Ute Tribal 1-26	OIL	43-013-31912	14-20-H62-3444	N/A	NENE 500' FNL, 468' FEL SEC. 26, T5S, R5W
Ute Tribal 3-26	OIL	43-013-30955	14-20-H62-3444	N/A	NENW 612' FNL, 2121' FEL SEC. 26, T5S, R5W
Ute Tribal 5-26-55	OIL	43-013-32264	14-20-H62-3444	N/A	SWNW 1810' FNL, 465' FWL SEC. 26, T5S, R5W
Ute Tribal 14-28-55	OIL	43-013-32348	14-20-H62-5019	14-20-H62-4728	SESW 1107' FSL, 1548' FWL SEC. 28, T5S, R5W
Ute Tribal 16-29-55	OIL	43-013-32349	14-20-H62-5020	14-20-H62-4728	SESE 1250' FSL, 1027' FEL SEC. 29, T5S, R5W
Ute Tribal 2-32-55	OIL	43-013-32350		14-20-H62-4728	NWNE 800' FNL, 2000' FEL SEC. 32, T5S, R5W
Ute Tribal 4-33-55	OIL	43-013-32357		14-20-H62-4728	NWNW 87' FNL, 168' FWL SEC. 33, T5S, R5W
Ute Tribal 2-35	OIL	43-013-32187	14-20-H62-4945	14-20-H62-4659	NWNE 951' FNL, 1566' FEL SEC. 35, T5S, R5W
Ute Tribal 8-35-55	OIL	43-013-32267	14-20-H62-4945	14-20-H62-4659	SENE 2464' FNL, 552' FEL SEC. 35, T5S, R5W
Ute Tribal 10-35-55	OIL	43-013-32353	14-20-H62-4945	14-20-H62-4659	NWSE 1611' FSL, 1938' FEL SEC. 35, T5S, R5W
Ute Tribal 4-36	OIL	43-013-32188	14-20-H62-4944	14-20-H62-4659	NWNW 860' FNL, 660' FWL SEC. 36, T5S, R5W
Ute Tribal 6-36-55	OIL	43-013-32265	14-20-H62-4944	14-20-H62-4659	SENE 2480' FNL, 1702' FWL SEC. 36, T5S, R5W
Ute Tribal 12-36-55	OIL	43-013-32354	14-20-H62-4944	14-20-H62-4659	NWSW 1980' FSL, 659' FWL SEC. 36, T5S, R5W

Ute Tribal 3-24R-55

43-013-30960

Permits	Status	API #	Lease	E&D	Location
MOON TRIBAL 12-23-54	W/O RELEASE	43-013-32347	14-20-H62-4943		NWSW 1899' FSL, 771' FWL SEC. 23, T5S, R4W
MOON TRIBAL 14-27-54	HAVE STATE APRVL	43-013-32408	14-20-H62-3375		SESW 1073' FSL, 1928' FWL SEC. 27, T5S, R4W
MOON TRIBAL 6-27-54	HAVE STATE APRVL	43-013-32407	14-20-H62-3375		SENE 2041' FNL, 2101' FWL SEC. 27, T5S, R4W
STATE TRIBAL 1-7R-54	APPROVED	43-013-30925		14-20-H62-4728	NENE 508' FNL, 792' FEL SEC. 7, T5S, R4W
UTE TRIBAL 10-28-55	HAVE STATE APRVL	43-013-32419		14-20-H62-4728	NWSE 1783' FSL, 1879' FEL SEC. 28, T5S, R5W
UTE TRIBAL 11-20-55	HAVE STATE APRVL	43-013-32415		14-20-H62-4728	NESW 1863' FSL, 1983' FWL SEC. 20, T5S, R5W
UTE TRIBAL 1-20-55	HAVE STATE APRVL	43-013-32414		14-20-H62-4728	NENE 923' FNL, 315' FEL SEC. 20, T5S, R5W
UTE TRIBAL 12-21-54	APPROVED	43-013-32385	14-20-H62-3414		NWSW 1510' FSL, 366' FWL SEC. 21, T5S, R4W
UTE TRIBAL 13-18-54	APPROVED	43-013-32270	14-20-H62-4739	14-20-H62-4659	SWSW 656' FSL, 657' FWL SEC. 18, T5S, R4W

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Well Name	Oil/Gas	API #	Lease	E&D	Location
UTE TRIBAL 13-28-54	W/O RELEASE	43-013-32387	14-20-H62-4740		SWSW 519' FSL, 1021' FWL SEC. 28, T5S, R4W
UTE TRIBAL 13-30-54	HAVE STATE APRVL	43-013-32409	14-20-H62-4662		SWSW 743' FSL, 482' FWL SEC. 30, T5S, R4W
UTE TRIBAL 14-21-54	W/O RELEASE	43-013-32384	14-20-H62-3414		SESW 894' FSL, 1567' FWL SEC. 21, T5S, R4W
UTE TRIBAL 14-36-55	W/O LOC	43-013-32355	14-20-H62-4945		SESW 839' FSL, 1802' FWL SEC. 36, T5S, R5W
UTE TRIBAL 15-20-54	W/O RELEASE	43-013-32386	14-20-H62-3529		SWSE 660' FSL, 1980' FEL SEC. 20, T5S, R4W
UTE TRIBAL 15-28-54	W/O RELEASE	43-013-32389	14-20-H62-4740		SWSE 660' FSL, 1980' FEL SEC. 28, T5S, R4W
UTE TRIBAL 15-30-54	W/O LOC	43-013-32382	14-20-H62-4662		SWSE 470' FSL, 1925' FEL SEC. 30, T5S, R4W
UTE TRIBAL 16-21-54	W/O RELEASE	43-013-32381	14-20-H62-3414		SESE 700' FSL, 690' FEL SEC. 21, T5S, R4W
UTE TRIBAL 16-35-55	W/O RELEASE	43-013-32352	14-20-H62-4945		SESE 657' FSL, 883' FEL SEC. 35, T5S, R5W
UTE TRIBAL 16-36-55	W/O RELEASE	43-013-32356	14-20-H62-4945		SESE 474' FSL, 576' FEL SEC. 36, T5S, R5W
UTE TRIBAL 2-36-55	HAVE STATE APRVL	43-013-32422	14-20-H62-4944		NWNE 375' FNL, 2225' FEL SEC. 36, T5S, R5W
UTE TRIBAL 3-20-54	W/O RELEASE	43-013-32377	14-20-H62-3529		NENW 320' FNL, 2090' FWL SEC. 20, T5S, R4W
UTE TRIBAL 3-32-54	HAVE STATE APRVL	43-013-32410	14-20-H62-4947		NENW 926' FNL, 1985' FWL SEC. 32, T5S, R4W
UTE TRIBAL 3-33-54	HAVE STATE APRVL	43-013-32412	14-20-H62-4948		NENW 749' FNL, 2113' FWL SEC. 33, T5S, R4W
UTE TRIBAL 4-21-54	W/O SPUD	43-013-32378	14-20-H62-3414		NWNW 928' FNL, 898' FWL SEC. 21, T5S, R4W
UTE TRIBAL 5-18-54	APPROVED	43-013-32262	14-20-H62-4739		SENW 2029' FNL, 819' FWL SEC. 18, T5S, R4W
UTE TRIBAL 5-30-54	W/O SPUD	43-013-32380			SWNW 2100' FNL, 1020' FWL SEC. 30, T5S, R4W
UTE TRIBAL 6-32-55	HAVE STATE APRVL	43-013-32420		14-20-H62-4728	SENW 1864' FNL, 1846' FWL SEC. 32, T5S, R5W
UTE TRIBAL 7-18-54	APPROVED	43-013-32266	14-20-H62-4739		SWNE 2123' FNL, 1968' FWL SEC. 18, T5S, R4W
UTE TRIBAL 7-32-54	HAVE STATE APRVL	43-013-32411	14-20-H62-4947		SWNE 2334' FNL, 1840' FEL SEC. 32, T5S, R4W
UTE TRIBAL 7-33-54	HAVE STATE APRVL	43-013-32413	14-20-H62-4948		SWNE 2129' FNL, 2295' FEL SEC. 33, T5S, R4W
UTE TRIBAL 8-25-55	LOCATION BUILT	43-013-31895	14-20-H62-3597		SENE 1993' FNL, 583' FEL SEC. 25, T5S, R5W
UTE TRIBAL 8-32-55	HAVE STATE APRVL	43-013-32421		14-20-H62-4728	SENE 2502' FNL, 890' FEL SEC. 32, T5S, R5W
UTE TRIBAL 8-36-55	HAVE STATE APRVL	43-013-32423	14-20-H62-4944		SENE 2358' FNL, 956' FEL SEC. 36, T5S, R5W
UTE TRIBAL 9-20-54	W/O SPUD	43-013-32379	14-20-H62-3529		NESE 2547' FSL, 855' FEL SEC. 20, T5S, R4W
UTE TRIBAL 9-28-54	W/O LOC	43-013-32388	14-20-H62-4740		NESE 1665' FSL, 502' FEL SEC. 28, T5S, R4W
UTE TRIBAL 9-30-54	EXCEPTION LOCATION	43-013-32383	14-20-H62-4662		NESE 1848' FSL, 367' FEL SEC. 30, T5S, R4W

Permits with associated CA's

UTE TRIBAL 1-27-55	HAVE STATE APRVL	43-013-32416	UTU - 76967		NENE 501' FNL, 825' FEL SEC. 27, T5S, R5W
UTE TRIBAL 15-27-55	W/O LOC	43-013-32339	UTU - 76967	14-20-H62-4728	SWSE 413' FSL, 1346' FEL SEC. 27, T5S, R5W
UTE TRIBAL 3-27-55	HAVE STATE APRVL	43-013-32417	UTU - 76967		NENW 378' FNL, 1307' FWL SEC. 27, T5S, R5W
UTE TRIBAL 7-27-55	HAVE STATE APRVL	43-013-32418	UTU - 76967		SWNE 1799' FNL, 1983' FEL SEC. 27, T5S, R5W

Communitization Agreements

Tabby Canyon 1-21		OIL	43-013-31699	UTU 76965	14-20-H62-4728	NENE 613' FNL, 572' FEL SEC. 21, T5S, R5W
Tabby Canyon 8-22		OIL	43-013-31700	UTU 76966	14-20-H62-4728	SENE 1890' FNL, 840' FEL SEC. 22, T5S, R5W
Sowers Canyon 9-27		OIL	43-013-31701	UTU - 76967	14-20-H62-4728	NESE 2160' FSL, 850' FEL SEC. 27, T5S, R5W
Foy Tribal 11-34-55		OIL	43-013-32351	UTU - 76968	14-20-H62-4728	NESW 1979' FSL, 2101' FWL SEC. 34, T5S, R5W

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DIV. OF OIL, GAS & MININ

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: 14-20-H62-4731
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: UTE
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		8. WELL NAME and NUMBER: UTE TRIBAL 13-17-54 TMM
3. ADDRESS OF OPERATOR: 4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066		9. API NUMBER: 4301332237
4. LOCATION OF WELL FOOTAGES AT SURFACE 854' FSL, 671' FWL		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN SWSW 17 T5S R4W		COUNTY DUCHESNE
		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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input checked="" 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>PROCEDURE</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

PLEASE BE ADVISED THAT THE UTE TRIBAL 13-17-54 TMM IS SCHEDULED TO BE PLUGGED & ABANDONED. PLEASE SEE ATTACHED PROCEDURE.

COPY SENT TO OPERATOR

Date: 2-21-2008

Initials: KS

NAME (PLEASE PRINT) SHELLEY E. CROZIER	TITLE REGULATORY & PERMITTING SPECIALIST
SIGNATURE <i>Shelley Crozier</i>	DATE 2/7/2008

(This space for State use only)

Accepted by the
Utah Division of
Oil, Gas and Mining

Date: 2/20/08

By: *D. Smith* (See instructions on Reverse Side)

Federal Approval Of This
Action is Necessary

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*Recommend Plug across top of Green River Fan @ 1416'

**UTE TRIBAL 13-17-54 TMM
PLUG AND ABANDONMENT PROCEDURE**

February 4, 2008

Well Data:

Location: 854' FSL 671' FWL (SWSW)
Sec. 17, T5S-R4W
Duchesne County, Utah
API No: 43-013-32237
Depth: TD 3,017'; PBTD 2,892'
Elevation: KB 6,564'; GL 6,552'
CSG: 8 5/8" 23# J-55 STC set @ 306' cmt'd w/ 155 sx Prem Plus
5 1/2" 15.5# J-55 LTC set @ 3,017' KB cmt'd w/ 70 sx Hifill
Mod + 330 sx Prem AG 300
TBG: None
TOC: 630' from CBL (07/02/2001)
PERFS: None

PROGRAM:

- 1) MIRU. Contact a BLM representative to witness the P&A procedure. Pressure test the casing to 2,000 psi to test 5-1/2" casing integrity. Contact Denver if pressure does not hold.
- 2) PU CIBP and TIH to 200'. Set CIBP @ 200'.
- 3) RU service company and pump 30 sx Class "G" cement. Place cement at surface inside of the 5-1/2" casing. RD service company.
- 4) Weld on cap and place marker.

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: 14-20-H62-4731
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: UTE
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: N/A
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		8. WELL NAME and NUMBER: UTE TRIBAL 13-17-54 TMM
3. ADDRESS OF OPERATOR: 4000 S. 4028 W. City: Roosevelt STATE: UT ZIP: 84066		9. API NUMBER: 4301332237
4. LOCATION OF WELL FOOTAGES AT SURFACE: 854' FSL, 671' FWL		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 17 T5S R4W		COUNTY: DUCHESNE 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 checked="" 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>HISTORY</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

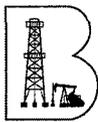
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

PLEASE SEE ATTACHED P&A HISTORY ON THE UTE TRIBAL 13-17-54 TMM.

NAME (PLEASE PRINT) <u>SHELLEY E. CROZIER</u>	TITLE <u>REGULATORY & PERMITTING SPECIALIST</u>
SIGNATURE <u><i>Shelley Crozier</i></u>	DATE <u>5/6/2008</u>

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Daily Completion and Workover

Report # 1, Report Date: 4/5/2008

Well Name: Ute Tribal 13-17-54 TMM

API/UWI 43013322370000	Surface Legal Location	Spud Date Notice	Field Name	State/Province Utah
Well Configuration Type	Original KB Elevation (ftKB)	KB-Ground Distance (ft)	KB-Casing Flange Distance (ft)	KB-Tubing Head Distance (ft)

Primary Job Type Abandon Well	Secondary Job Type
Objective	

Contractor Nabors Production Services			Rig Number 147	
AFE Number	Total AFE Amount	Daily Cost 7,920	Cum Cost To Date 7,920	
Weather	T (°F)	Road Condition	Tubing Pressure (psi)	Casing Pressure (psi)
Job Contact		Title	Mobile	

Start Time	End Time	Dur (hrs)	Code 1	Operation	Comment
00:00	00:00		RMOV	Rig Move	SET ANCHORS MIRU N/U BOP RIH PICKING UP TUBING W/ 82 JTS E.O.T. @ 2580' S.W.I.F.N.

Report Fluids Summary				
Fluid	To well (bbl)	From well (bbl)	To lease (bbl)	From lease (bbl)

Safety Checks			
Time	Description	Type	Comment

Logs				
Date	Type	Top (ftKB)	Btm (ftKB)	Cased?
				No

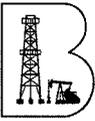
Perforations				
Date	Zone	Top (ftKB)	Btm (ftKB)	Current Status

Date	Zone	Type	Stim/Treat Company

Stg No.	Stage Type	Top (ftKB)	Btm (ftKB)	V (pumped) (bbl)

Other In Hole				
Description	Run Date	OD (in)	Top (ftKB)	Btm (ftKB)

Cement		
Description	Start Date	Cement Comp



Daily Completion and Workover

Report # 2, Report Date: 4/7/2008

Well Name: Ute Tribal 13-17-54 TMM

API/UWI 43013322370000	Surface Legal Location	Spud Date Notice	Field Name	State/Province Utah
Well Configuration Type	Original KB Elevation (ftKB)	KB-Ground Distance (ft)	KB-Casing Flange Distance (ft)	KB-Tubing Head Distance (ft)

Primary Job Type Abandon Well	Secondary Job Type
Objective	

Contractor Nabors Production Services	Rig Number 147
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AFE Number	Total AFE Amount	Daily Cost 20,975	Cum Cost To Date 28,895
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Weather	T (°F)	Road Condition	Tubing Pressure (psi)	Casing Pressure (psi)	Rig Time (hrs)
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Job Contact	Title	Mobile
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Time Log

Start Time	End Time	Dur (hrs)	Code 1	Operation	Comment
00:00	00:00		PTST	Pressure Test	CIRC WELL W/ 15 BBLS & TEST TO 2,000 PSI
00:00	00:00		CEMT	Cement Squeeze	E.O.T. @ 2592' PUMP 25 SKS OF 15.8# W/ 2% CaCL FOLLOWED BY 12 BBLS DISPLACEMENT R/D POOH W/ TUBING TO 1516' R/U CEMENT CREW FILL HOLE SPOT 25 SKS FOLLOWED BY 5.5 BBLS DISPLACEMENT POOH R/U PSI RIH SHOOT 4 HOLES @ 416' POOH R/D P/U CEMENT RETAINER RIH SET @324' R/U CEMENT CREW PUMP 10 BBLS TO GET CIRC FOLLOWED BY 90 SKS STING OUT FOLLOWED BY 10 SKS & DISPLACE W/ 1.5 BBLS POOH R/D BOP DIG CELLAR OUT CUT CASING HEAD OFF RUN 60' OF 1" INSIDE 5 1/2 R/U CEMENT CREW PUMP 75 SKS GET CEMENT TO SURFACE CEMENT IS STILL AT SURFACE ON ANNULAS CLIFF JOHNSON WAS OKAY W/ WELD PLATE ON R/D
00:00	00:00		GOP	General Operations	WILL BACK FILL CELLAR TUESDAY & REMOVE OLD FLOWLINE

Report Fluids Summary

Fluid	To well (bbl)	From well (bbl)	To lease (bbl)	From lease (bbl)

Safety Checks

Time	Description	Type	Comment

Logs

Date	Type	Top (ftKB)	Btm (ftKB)	Cased?
				No

Perforations

Date	Zone	Top (ftKB)	Btm (ftKB)	Current Status

Date	Zone	Type	Stim/Treat Company

Stg No.	Stage Type	Top (ftKB)	Btm (ftKB)	V (pumped) (bbl)

Other In Hole

Description	Run Date	OD (in)	Top (ftKB)	Btm (ftKB)

Cement

Description	Start Date	Cement Comp