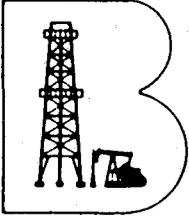


Berry Petroleum Company



Brundage Canyon Field

1614 South 2000 West
Rt. 3 Box 3020
Roosevelt, UT 84066

Ph. (435) 722-1325

Fax: (435) 722-1321

www.bry.com

November 28, 2005

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

Re: Oil and Gas Conservation General Rules
R649-3-3 Exception to Location and Siting of Wells.
Ute Tribal No. 5-17-55

Gentlemen:

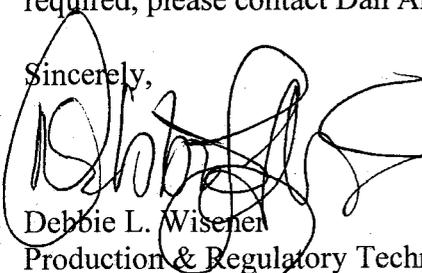
Berry Petroleum Company is proposing to drill a development well in the Brundage Canyon Field, Duchesne County, Utah. The well is located on lands within the Uintah and Ouray Ute Indian Reservation. A copy of the Federal Application for Permit to Drill (APD) is attached for your review. This APD has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

As shown on the attached staking plat, the proposed location for the Ute Tribal No. 5-17-55 falls outside of the allowed standard well spacing (R649-3-2). Berry is requesting an exception to the spacing requirement per regulation R649-3-3 since Berry was unable to locate the proposed well within the allowed spacing "window" due to topographic constraints. The staked footages represent the closest accessible location to the spacing "window".

In accordance with R649-3-3, Berry 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'. A second plat is also attached showing the actual or recently proposed location for all direct or diagonal offsetting wells. As to the 460' radius circle, Berry is also the owner of the adjacent NW/4 NW/4 of Section 17.

Berry is requesting approval of this excepted location as proposed. If additional information is required, please contact Dan Anderson at (303) 825-3344.

Sincerely,

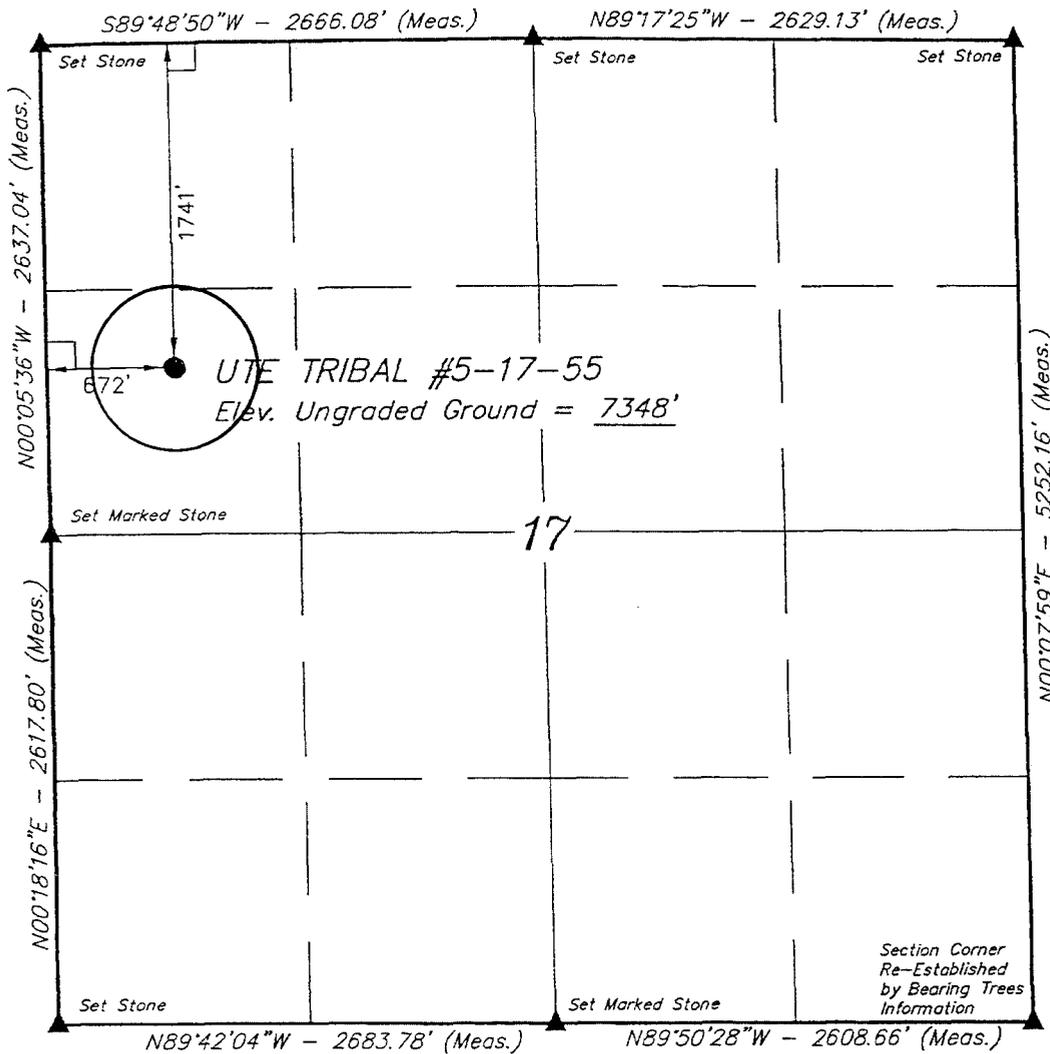

Debbie L. Wisener
Production & Regulatory Technician

enclosures

Corporate Headquarters - 5201 Truxtun Ave., Ste. 300 • Bakersfield, CA 93309-0640 661-616-3900

RECEIVED
DEC 02 2005
DIV. OF OIL, GAS & MINING

T5S, R5W, U.S.B.&M.



BERRY PETROLEUM COMPANY

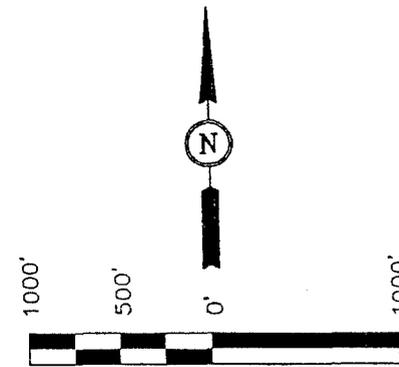
Well location, UTE TRIBAL #5-17-55, located as shown in the SW 1/4 NW 1/4 of Section 17, T5S, R5W, U.S.B.&M. Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, 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 ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

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 L. Hay
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

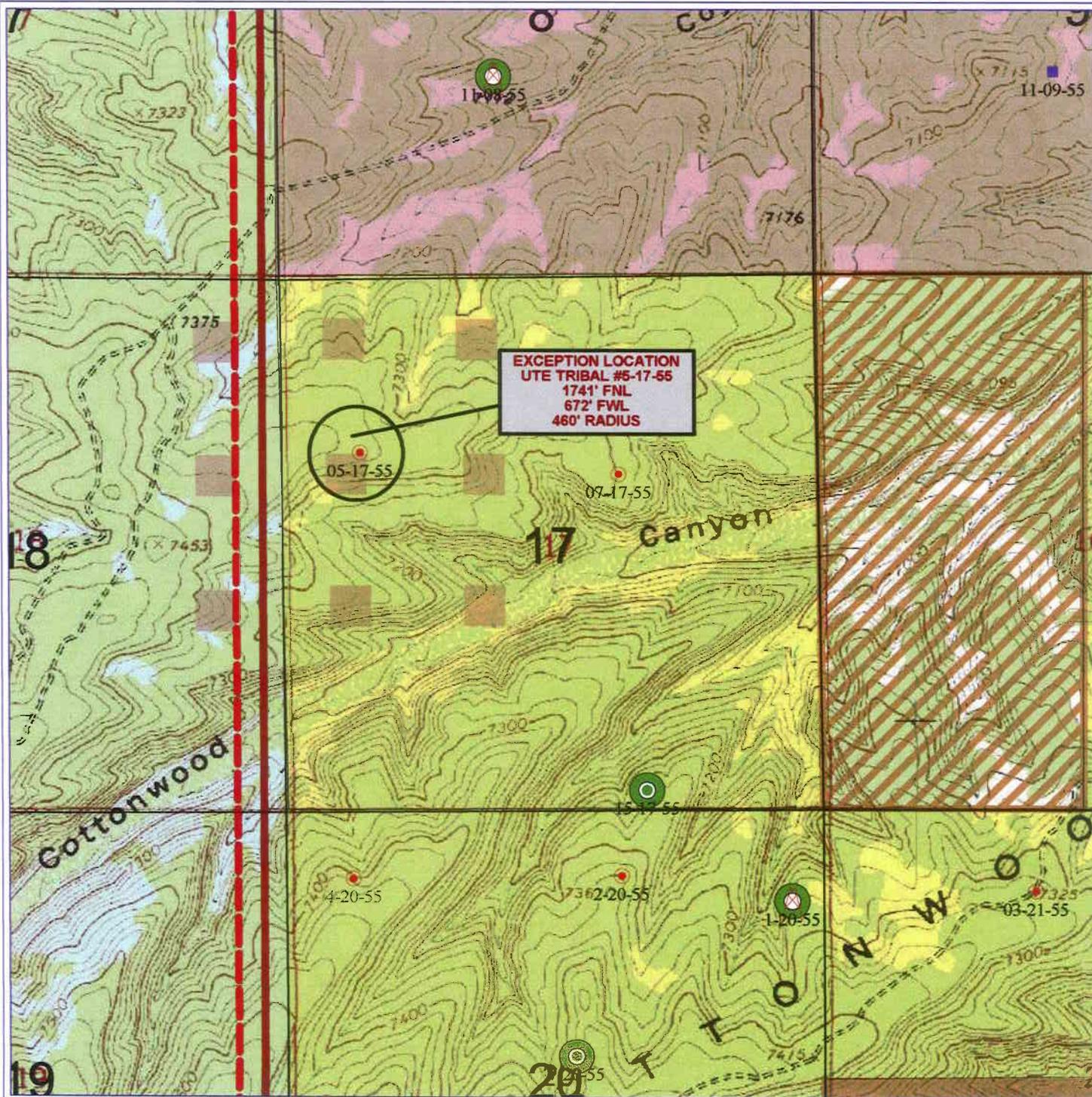
UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 09-06-05	DATE DRAWN: 10-20-05
PARTY B.H. J.T. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BERRY PETROLEUM COMPANY	

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED.

(NAD 83)
 LATITUDE = 40°02'56.08" (40.048911)
 LONGITUDE = 110°28'41.39" (110.478164)
 (NAD 27)
 LATITUDE = 40°02'56.22" (40.048950)
 LONGITUDE = 110°28'38.83" (110.477453)



EXCEPTION LOCATION
 UTE TRIBAL #5-17-55
 1741' FNL
 672' FWL
 460' RADIUS

Berry Petroleum Company

Brundage Canyon Project

Ute Tribal #5-17-55

Exception Location Plat

Sec. 17 T5S R5W - Duchesne Co, U

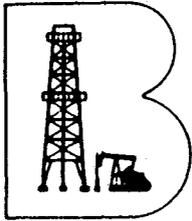
POSTED WELL DATA

● Well Label

- WELL SYMBOLS**
- ▲ FIML_PRB
 - ⊗ Drill 2005
 - ⊗ W/O Onsite
 - ⊙ Released to Stake and Survey
 - Oil Well



November 29, 2005



Berry Petroleum Company

Brundage Canyon Field

1614 South 2000 West
Rt. 3 Box 3020
Roosevelt, UT 84066

Ph. (435) 722-1325

Fax: (435) 722-1321

www.bry.com

November 30, 2005

State Of Utah
Division of Oil, Gas & Mining
1594 W. North Temple,
Suite 1210 Box 145801
Salt Lake City, Utah 84114-5801

Re: Application for Permit to Drill

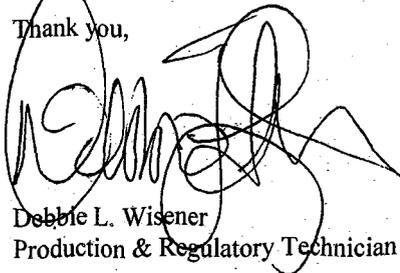
Attached please find one (1) original copy of an *Application for Permit to Drill* on the following locations:

UTE TRIBAL 5-17-55
UTE TRIBAL 2-20-54
UTE TRIBAL 8-20-54
UTE TRIBAL 15-15-54
UTE TRIBAL 4-19-54
UTE TRIBAL 7-15-55
UTE TRIBAL 6-30-54
UTE TRIBAL 10-15-55
UTE TRIBAL 1-15-55
UTE TRIBAL 11-15-55
UTE TRIBAL 12-15-55
UTE TRIBAL 14-15-55

Also, please find enclosed revised plats for Directional wells previously submitted.

UTE TRIBAL 6-28D-54
UTE TRIBAL 2-30D-54
UTE TRIBAL 10-30D-54
UTE TRIBAL 6-32D-54
UTE TRIBAL 16-32D-54
UTE TRIBAL 2-33D-54

Thank you,



Debbie L. Wisener
Production & Regulatory Technician

cc: Bureau of Indian Affairs
Ute Indian Tribe
Bureau of Land Management

Corporate Headquarters - 5201 Truxtun Ave., Ste. 300 • Bakersfield, CA 93309-0640 661-616-3900

RECEIVED

DEC 02 2005

DIV. OF OIL, GAS & MINING

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

FORM 3

AMENDED REPORT
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. MINERAL LEASE NO: 14-20-H62-5025	6. SURFACE: INDIAN
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		8. UNIT or CA AGREEMENT NAME:	
3. ADDRESS OF OPERATOR: RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066		PHONE NUMBER: (435)722-1325	9. WELL NAME and NUMBER: UTE TRIBAL 5-17-55
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1741' FNL, 672' FWL		10. FIELD AND POOL, OR WILDCAT: <i>undesignated</i> BRONDRAGE CANYON	
AT PROPOSED PRODUCING ZONE: SAME AS ABOVE		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: (SW/NW) SEC.17, T.5S., R.5W. U.S.B.&M.	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 42.9 MILES FROM MYTON, UTAH		12. COUNTY: DUCHESNE	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 672'	16. NUMBER OF ACRES IN LEASE: 640	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) N/A	19. PROPOSED DEPTH: 6220'	20. BOND DESCRIPTION: RLB0005651	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 7348' GR	22. APPROXIMATE DATE WORK WILL START: REFER TO BPC SOP PLAN	23. ESTIMATED DURATION: REFER TO BPC SOP PLAN	

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
REFER TO BERRY PETROLEUM COMPANY SOP'S DRILLING PROGRAM/CASING DESIGN			

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

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

NAME (PLEASE PRINT) DEBBIE L. WISENER TITLE PRODUCTION & REGULATORY TECHNICIAN

SIGNATURE *[Signature]* DATE 11/30/05

(This space for State use only)

API NUMBER ASSIGNED: 43-013-32982

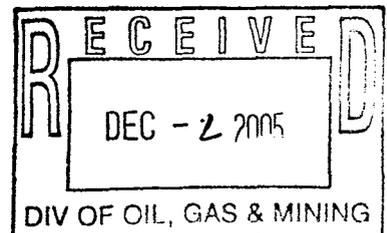
APPROVAL:

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

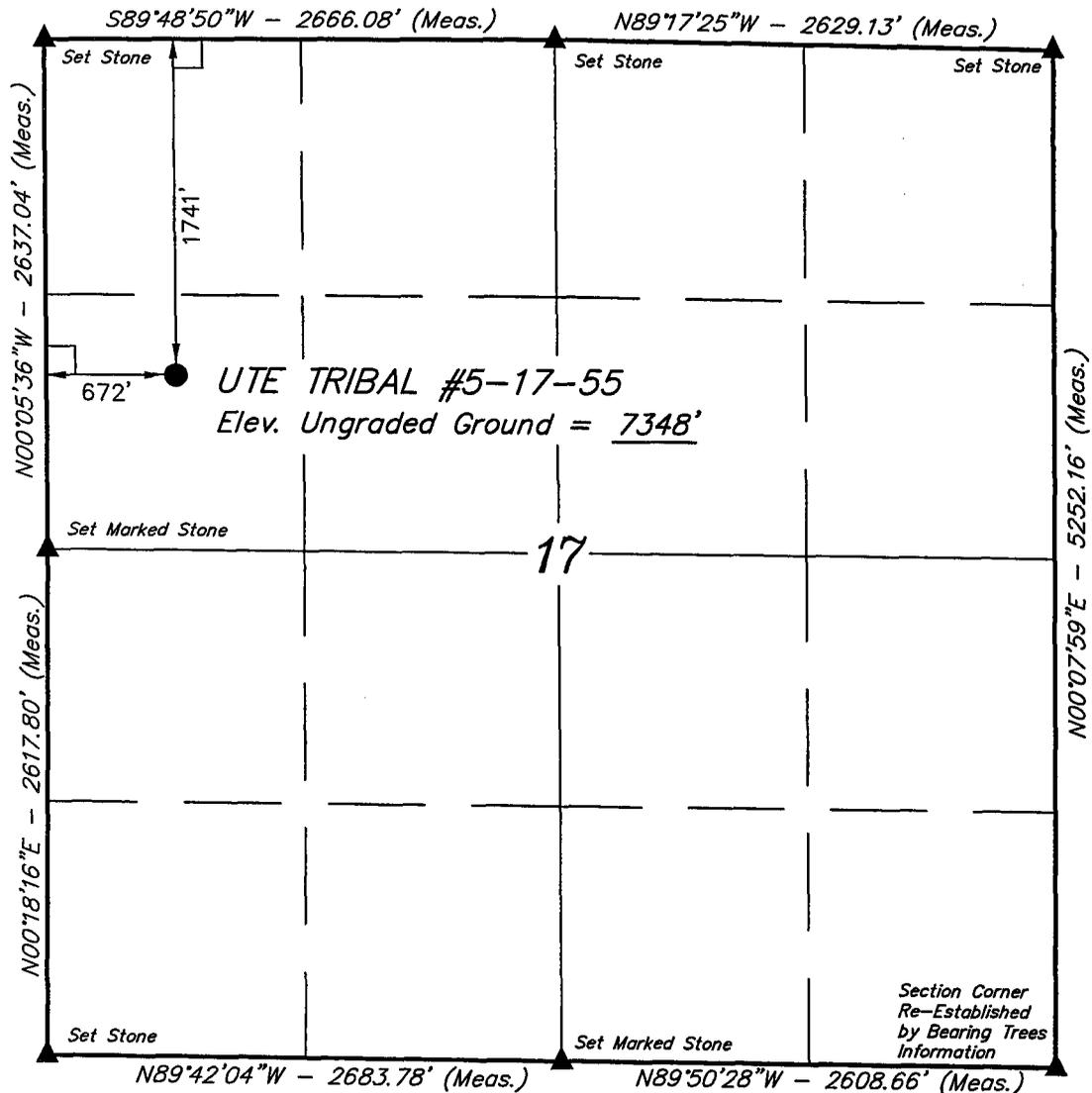
(See Instructions on Reverse Side)

Date: 12-25-05
By: *[Signature]*

**Federal Approval of this
Action is Necessary**



T5S, R5W, U.S.B.&M.



BERRY PETROLEUM COMPANY

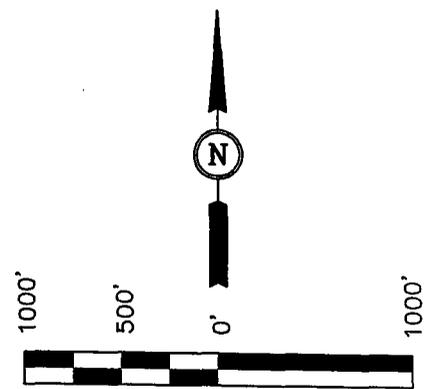
Well location, UTE TRIBAL #5-17-55, located as shown in the SW 1/4 NW 1/4 of Section 17, T5S, R5W, U.S.B.&M. Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, 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 ON CAP AS BEING 6097 FEET.

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[Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 46319
 STATE OF UTAH

LEGEND:

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

(NAD 83)
 LATITUDE = $40^{\circ}02'56.08''$ (40.048911)
 LONGITUDE = $110^{\circ}28'41.39''$ (110.478164)
 (NAD 27)
 LATITUDE = $40^{\circ}02'56.22''$ (40.048950)
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UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 09-06-05	DATE DRAWN: 10-20-05
PARTY B.H. J.T. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BERRY PETROLEUM COMPANY	

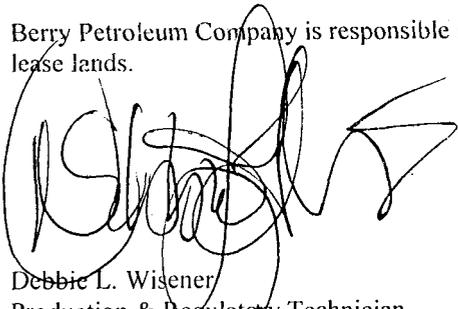
SELF-CERTIFICATION STATEMENT

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

Please be advised that Berry Petroleum Company is considered to be the operator of the following well.

Ute Tribal 5-17-55
SW 1/4, NW 1/4, 1741' FNL 672' FWL, Section 17, T. 5 S., R. 5 W., U.S.B. & M.
Lease BIA 14-20-H62-5025
Duchesne, County, Utah

Berry Petroleum Company is responsible under the terms of the lease for the operations conducted upon the lease lands.



Debbie L. Wisener
Production & Regulatory Technician
Berry Petroleum Company
3846 South HWY 40
Route 2, Box 7735
Roosevelt, Utah 84066
435-722-1325

BERRY PETROLEUM COMPANY

Ute Tribal 5-17-55

Surface location SW 1/4, NW 1/4, 1741' FNL 672' FWL, Section 17, T. 5 S., R. 5 W., U.S.B. & M.
Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1,2 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
Green River Upper Marker	2,197'
Mahogany	2,761'
Tgr3 Marker	3,793'
*Douglas Creek	4,593'
*Castle Peak	5,519'
Uteland Butte Ls.	5,906'
Wasatch	6,119'
TD	6,220'
Base of Moderately Saline Water (less than 10,000 ppm)	5,484'

*PROSPECTIVE PAY

3 Pressure Control Equipment

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: MARCH 7, 2005).

4 Proposed Casing and Cementing Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: MARCH 7, 2005).

5 Drilling Fluids Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: MARCH 7, 2005).

6 Evaluation Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: MARCH 7, 2005).

Berry Petroleum Company
Drilling Program
Ute Tribal 5-17-55
Duchesne County, Utah
Page Two

7 Abnormal Conditions

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

8 Anticipated Starting Dates and Notification of Operations

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

9 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

BERRY PETROLEUM COMPANY
Ute Tribal 5-17-55

Surface location SW 1/4, NW 1/4, 1741' FNL 672' FWL, Section 17, T. 5 S., R. 5 W., U.S.B. & M.

Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

1 Existing Roads

To reach the Berry Petroleum Company well, Ute Tribal 5-17-55 location, in Section 17-T5S-R5W:

Start in Myton, Utah. Proceed west on US Highway 40, 8.6 miles to the Antelope Creek/Sowers Canyon Road at the Bridgeland turnoff. Turn south and proceed southwest 22.7 miles to the Cottonwood Canyon Road (Sec. 7 Compressor Site). Turn north onto CR-25 and proceed north 5.2 miles. Turn south off CR-25 and proceed southwest 6.0 miles. Turn east and proceed 0.1 miles to the Ute Tribal 5-17-55 access road. Turn north onto access road and proceed east 0.3 miles to the Ute Tribal 5-17-55 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

See Topographic Map "B" for the location of the proposed access road.

3 Location of Existing Wells

See Topographic Map "C" for the location of existing wells within a 1 mile radius.

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

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

5 Location and Type of Water Supply

Water for the drilling and completion will be pumped or trucked from the Berry source wells located in Sec. 23, T5S, R5W or Sec. 24, T5S, R5W, permit # 43-11041, or from Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W or from East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W or Myton (Moon) Pit, SE/NE Sec. 27, T3S, R2W or from Petroglyph Operating Company 08-04 Waterplant, Sec. 8, T5S, R3W or from Kenneth V. & Barbara U. Richens source well located in Sec. 34, T3S, R2W, permit # 43-1723 or Brundage Canyon Field produced water or Leo Foy source well located in Sec. 34, T5S, R5W, permit # 43-11324. A water use agreement is also in place with the Ute Tribe.

6 Source of Construction Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

7 Methods of Handling Waste Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

8 Ancillary Facilities

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

9 Wellsite Layout

The attached Location Layout diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s) and surface material stockpile(s)

10 Plans for Restoration of the Surface

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005). If an Archaeological Study is preformed, all seed mixture will match Archaeological recommendation.

11 Surface Ownership

Ute Indian Tribe

12 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: MARCH 7, 2005).

13 Operator's Representative and Certification

A) Representative
NAME: Debbie L. Wisener
ADDRESS: Berry Petroleum Company
3846 South HWY 40
Route 2, Box 7735
Roosevelt, Utah 84066
PHONE: 435-722-1325

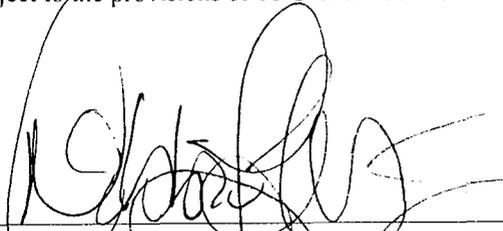
All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations and onshore oil and gas orders. The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative 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.

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 Berry Petroleum Company 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.

Nov. 30, 05
DATE


Debbie L. Wisener
Production & Regulatory Technician
Berry Petroleum Company

APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY

BERRY PETROLEUM COMPANY, having a resident or principal place of business at Route 3 Box 3020, Roosevelt, Utah, 84066, hereby files an application with the Bureau of Indian Affairs, pursuant to the terms and provisions of the Act of February 5, 1948 (62 Stat. 17; 25 U.S.C. 323), and to the regulations of the Department of the Interior contained in Title 25, Code of Federal Regulations, Part 169, for the grant of a Right-of-Way for the following purposes and reasons:

To construct a Corridor Right-of-Way for the UTE TRIBAL #5-17-55

Across the following described Indian Lands SW 1/4 NW 1/4 OF SECTION 17 & THE SE 1/4 NE 1/4 OF SECTION 18, T5S, R5W, U.S.B.&M.

Drill Site = 1.993 Ac.

Corridor R-O-W = 1.053 Ac.
(Access Road & Pipeline)

Total Acreage = 3.046 Acres

Said Right-of-Way to be approximately 1,528.82' feet in length, 30 feet in width, and 1.053 Acres, and more particularly described and shown on the map of definite location to be attached and made a part hereof.

The applicant understands and hereby expressly agrees to the following stipulations:

- (a) To construct and maintain the Right-of-Way in a workmanlike manner.
- (b) To pay promptly all damages and compensation, in addition to the deposit made pursuant to 169.4 determined by the Secretary to be due the landowners and authorized users and occupants of the land on account of the survey, granting, construction and maintenance of the Right-of-Way.
- (c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- (d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.
- (e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- (f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.

- (g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.
- (h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- (I) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- (j) To at all times keep the Secretary informed of its address, and in case of corporations of the address of its principal officers.
- (k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

IN WITNESS THEREOF, BERRY PETROLEUM COMPANY. has caused this instrument to be executed this 24 day of Oct., 2005.

Daniel M. Bartlett
WITNESS

BERRY PETROLEUM COMPANY
APPLICANT

Kyle Gardner
WITNESS

Ed Courtright
Ed Courtright/Production Foreman
Route 3 Box 3020
Roosevelt, Utah 84066
Phone:(435)722-1325

SUPPORTING DOCUMENTS:

- () Written consent of the landowners.
- () Evidence of good faith and financial responsibility.
- (x) \$964.60 estimated damages, 0.689 acres @ \$1,400.00 per acre.
- (x) \$0 as per the terms of the Exploration and Development Agreement (14-20-H62-4728)
- () State certified copy of corporate charter or articles of corporation.
- () Certified copy of resolution or bylaws of the corporation authorizing the filing of the stipulation
- () State certification that the applicant is authorized to do business in the State where the land is located.
- () Certified copy of the articles of partnership or association.
- (x) Map of definite location.
- () Other:

BERRY PETROLEUM COMPANY
UTE TRIBAL #5-17-55
DAMAGE AREA & CORRIDOR RIGHT-OF-WAY
SECTIONS 17 & 18, T5S, R5W, U.S.B.&M.

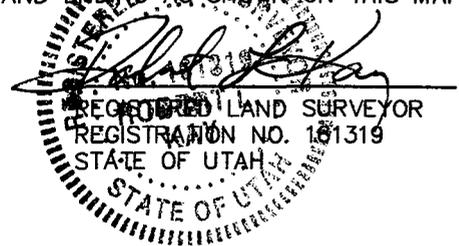
TOTAL CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

TOTAL LENGTH OF RIGHT-OF-WAY IS 1528.82' OR 0.290 MILES. WIDTH OF RIGHT-OF-WAY IS 30' (15' PERPENDICULAR ON EACH SIDE OF THE CENTERLINE). CONTAINS 1.053 ACRES MORE OR LESS.

ENGINEER'S AFFIDAVIT

STATE OF UTAH }
COUNTY OF Uintah } SS

ROBERT L. KAY, BEING FIRST DULY SWORN DEPOSES AND STATES THAT HE IS THE REGISTERED LAND SURVEYOR, FOR BERRY PETROLEUM COMPANY, THAT THESE SURVEYS WERE MADE BY HIM (OR UNDER HIS SUPERVISION): THAT HE HAS EXAMINED THE FIELD NOTES OF THE SURVEYS OF THE DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY AS DESCRIBED AND SHOWN ON THIS MAP, THAT THIS MAP WAS PREPARED UNDER HIS DIRECTION FROM SAID FIELD NOTES; AND THAT SAID RIGHT-OF-WAY, 0.290 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN ON THIS MAP IS ACCURATELY REPRESENTED.



ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 24 DAY OF Oct 2005.

MY COMMISSION EXPIRES Aug 17, 2006

NOTARY PUBLIC
VERNAL, UTAH



APPLICANT'S CERTIFICATE

I, ED COURTRIGHT, DO HEREBY CERTIFY THAT I AM THE AGENT FOR BERRY PETROLEUM COMPANY, HEREINAFTER DESIGNATED THE APPLICANT; THAT ROBERT L. KAY WHO SUBSCRIBED TO THE FOREGOING AFFIDAVIT, IS EMPLOYED BY THE APPLICANT AS A LAND SURVEYOR AND THAT HE WAS DIRECTED BY THE APPLICANT TO SURVEY THE LOCATION OF THIS DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY, 0.290 MILES IN LENGTH BEGINNING AT STA. 0+00 AND ENDING AT STA. 15+28.82, THAT SAID DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY ARE ACCURATELY REPRESENTED ON THIS MAP; THAT SUCH SURVEY AS REPRESENTED ON THIS MAP HAS BEEN ADOPTED BY THE APPLICANT AS THE DEFINITE LOCATION OF THE RIGHT-OF-WAY THEREBY SHOWN; AND THAT THE MAP HAS BEEN PREPARED TO BE FILED WITH THE SECRETARY OF THE INTERIOR OR HIS DULY AUTHORIZED REPRESENTATIVE AS PART OF THE APPLICATION FOR SAID RIGHT-OF-WAY TO BE GRANTED THE APPLICANT, ITS SUCCESSORS AND ASSIGNS, WITH THE RIGHT TO CONSTRUCT, MAINTAIN, AND REPAIR IMPROVEMENTS, THEREON AND THEREOVER, FOR SUCH PURPOSES, AND WITH THE FURTHER RIGHT IN THE APPLICANT, ITS SUCCESSORS AND ASSIGNS TO TRANSFER THIS RIGHT-OF-WAY BY ASSIGNMENT, GRANT, OR OTHERWISE.

Ed Courtright
APPLICANT

PRODUCTION SUPERVISOR

TITLE

N 1/4 Cor Sec 18
Set Marked Stone
N89°19'10"W - 2644.45' (Meas.)

Set Stone

Section Line

S89°48'50"W - 2666.08' (Meas.)

Set Stone

LINE TABLE			LINE TABLE		
LINE	BEARING	LENGTH	LINE	BEARING	LENGTH
L1	N34°48'02"E	51.43'	L19	N88°20'32"E	52.16'
L2	N42°50'08"E	41.86'	L20	N80°29'00"E	15.15'
L3	N45°34'45"E	49.04'	L21	N80°29'00"E	52.30'
L4	N65°05'06"E	54.21'	L22	N78°10'15"E	91.22'
L5	N72°09'12"E	50.23'	L23	N88°44'52"E	41.69'
L6	S88°57'20"E	51.95'	L24	S89°05'17"E	57.56'
L7	S76°27'46"E	52.05'	L25	N74°52'59"E	56.50'
L8	S79°30'49"E	65.05'	L26	N69°35'22"E	49.51'
L9	S77°29'45"E	50.11'	L27	N73°25'29"E	54.84'
L10	S81°44'38"E	40.82'	L28	S88°37'04"E	60.07'
L11	S79°13'54"E	50.50'	L29	S53°10'59"E	49.99'
L12	S84°53'30"E	35.66'	L30	S40°10'36"E	14.05'
L13	N85°21'36"E	79.09'	L31	N19°05'09"E	147.42'
L14	N72°22'04"E	40.02'	L32	S70°54'51"E	230.00'
L15	N64°17'37"E	43.30'	L33	S40°39'28"E	138.92'
L16	N60°43'55"E	51.49'	L34	S19°05'09"W	190.00'
L17	N71°25'04"E	72.41'	L35	N70°54'51"W	350.00'
L18	N85°16'02"E	54.56'	L36	N19°05'09"E	112.58'

CORRIDOR RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

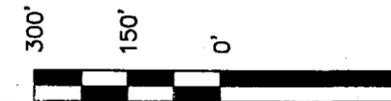
BEGINNING AT A POINT IN THE SE 1/4 NE 1/4 OF SECTION 18, T5S, R5W, U.S.B.&M. WHICH BEARS N51°50'39"W 1174.14' FROM THE EAST 1/4 CORNER OF SAID SECTION 18, WHICH BEARS N34°48'02"E 51.43'; THENCE N42°50'08"E 41.86'; THENCE N45°34'45"E 49.04'; THENCE N65°05'06"E 54.21'; THENCE N72°09'12"E 50.23'; THENCE S88°57'20"E 51.95'; THENCE S76°27'46"E 52.05'; THENCE S79°30'49"E 65.05'; THENCE S77°29'45"E 50.11'; THENCE S81°44'38"E 40.82'; THENCE S79°13'54"E 50.50'; THENCE S84°53'30"E 35.66'; THENCE N85°21'36"E 79.09'; THENCE N72°22'04"E 40.02'; THENCE N64°17'37"E 43.30'; THENCE N60°43'55"E 51.49'; THENCE N71°25'04"E 72.41'; THENCE N85°16'02"E 54.56'; THENCE N88°20'32"E 52.16'; THENCE N80°29'00"E 15.15' TO A POINT ON THE EAST LINE OF THE SE 1/4 NE 1/4 OF SAID SECTION 18, WHICH BEARS N00°05'36"W 910.65' FROM THE EAST 1/4 CORNER OF SAID SECTION 18, THENCE N80°29'00"E 52.30'; THENCE N78°10'15"E 91.22'; THENCE N88°44'52"E 41.69'; THENCE S89°05'17"E 57.56'; THENCE N74°52'59"E 56.50'; THENCE N69°35'22"E 49.51'; THENCE N73°25'29"E 54.84'; THENCE S88°37'04"E 60.07'; THENCE S53°10'59"E 49.99'; THENCE S40°10'36"E 14.05' TO A POINT IN THE SW 1/4 NW 1/4 OF SECTION 17, T5S, R5W, U.S.B.&M WHICH BEARS N27°58'50"E 1068.38' FROM THE WEST 1/4 CORNER OF SAID SECTION 17. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.053 ACRES MORE OR LESS.

BERRY PETROLEUM COMPANY

LOCATION DAMAGE AREA & CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

(For UTE TRIBAL #5-17-55)

LOCATED IN SECTIONS 17 & 18, T5S, R5W, U.S.B.&M. DUCHESNE COUNTY, UTAH



SCALE

DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 17, T5S, R5W, U.S.B.&M. WHICH BEARS N27°58'50"E 1068.38' FROM THE WEST 1/4 CORNER OF SAID SECTION 17, THENCE N19°05'09"E 147.42'; THENCE S70°54'51"E 230.00'; THENCE S40°39'28"E 138.92'; THENCE S19°05'09"W 190.00'; THENCE N70°54'51"W 350.00'; THENCE N19°05'09"E 112.58' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.993 ACRES MORE OR LESS.

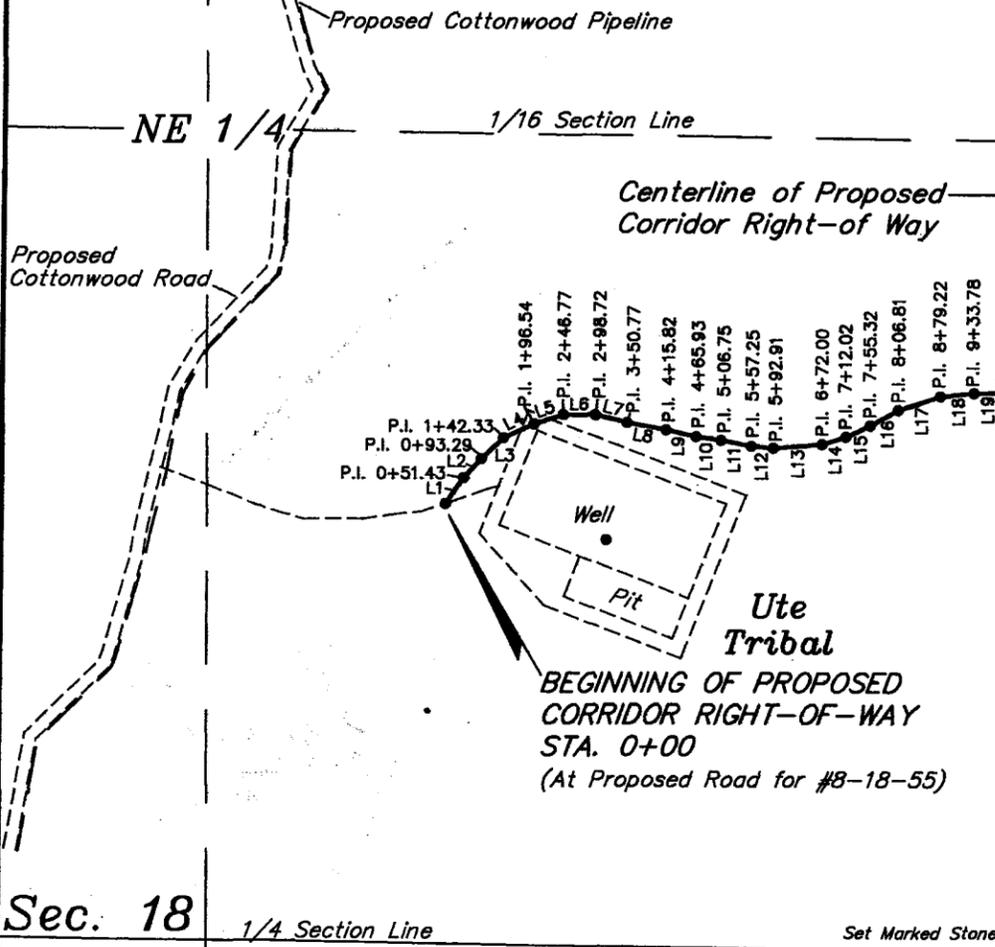
CERTIFICATE

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.

Sec. 17
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

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

SCALE 1" = 300'	DATE 10-20-05
PARTY B.H. J.T. D.R.B.	REFERENCES G.L.O. PLAT
WEATHER WARM	FILE 4 4 1 5 9



N00°05'36"W - 2637.04' (Meas.)

END OF PROPOSED CORRIDOR RIGHT-OF-WAY STA. 15+28.82 (At Edge of Damage Area)

DAMAGE AREA UTE TRIBAL #5-17-55 Contains 1.993 Acres

NOTE:

BEGINNING STA. 0+00 BEARS N51°50'39"W 1174.14' FROM THE EAST 1/4 CORNER OF SECTION 18, T5S, R5W, S.L.B.&M.

P.O.S.L. 10+01.09 BEARS N00°05'36"W 910.65' FROM THE EAST 1/4 CORNER OF SECTION 18, T5S, R5W, S.L.B.&M.

ENDING STA. 15+28.82 BEARS N27°58'50"E 1068.38' FROM THE WEST 1/4 CORNER OF SECTION 18, T5S, R5W, S.L.B.&M.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

▲ = SECTION CORNERS LOCATED.

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
UTE TRIBAL	1528.82'	1.053	92.66

Sec. 18

1/4 Section Line

Set Marked Stone

1/16 Section Line

OCT 18 2005

Berry Petroleum Company,
Ute Tribal #5-17-55 well:
A Cultural Resource Inventory for a well pad,
its access and pipeline,
Uintah-Ouray Ute Reservation,
Duchesne County, Utah

By
James A. Truesdale

James A. Truesdale
Principle Investigator

Prepared For
Berry Petroleum Co.
1614 South 2000 West
Roosevelt, Utah
84066

Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
Laramie, Wyoming
82073

Utah Project # U-05-AY-1071(i)

October 7, 2005

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Introduction

An Independent Archaeologist (AIA) was contacted by a representative of Berry Petroleum Co., to conduct a cultural resources investigation of the proposed Ute Tribal well #5-17-55 its access and pipeline. The location of the project area is in the SW/NW 1/4 of Section 17, T5S, R5W, Duchesne County, Utah (Figure 1).

The proposed Ute Tribal #5-17-55 well's centerstake Alternate #1 footage is 1741' FNL and 672' FWL. The UTM coordinate for the proposed Ute Tribal #5-17-55 well centerstake is Zone 12, North American Datum (NAD) 83, 05/44/511.10 mE 44/33/315.62 mN \pm 5m.

From the Ute/FNR LLC. Ute Tribal #8-18-55 well pad, the proposed access and pipeline trend east 1500 feet (457.3 m) to the Ute Tribal #5-17-55 well pad.

The land surface is administered by the United States, Bureau of Indian Affairs, Phoenix Area Office, Uintah-Ouray Agency, and the Uintah-Ouray Ute tribe, Fort Duchesne, Utah. A total of 16.88 acres (10 block, 6.88 linear) was surveyed. Fieldwork was authorized through an access permit issued by the Energy and Minerals Resource Division of the Uintah-Ouray Ute tribe. The field work was conducted on September 20, 2004 by AIA archaeologist James Truesdale, and accompanied by Kermit Wopsok (technician, Energy and Minerals Resource Division, Uintah-Ouray Ute tribe). All the field notes and maps are located in the AIA office in Laramie, Wyoming.

File Search

A GIS file search was conducted at the Utah Division of State History (UDSH), Antiquities Section, Records Division on September 12, 2005. In addition, AIA's USGS quadrangle Duchesne SE and Duchesne SW base maps were updated from UDSH Records division Duchesne SE and Duchesne SW base maps on February 2, 2004. The Utah SHPO GIS files search indicates that no new projects had been previously recorded in the project area. In addition, no cultural sites and/or isolates have been previously recorded in the general project area. According to AIA records and maps, no additional projects and/or cultural resources have been previously recorded in or adjacent to the project area.

Environment

Physiographically, the project is located in Sowers Canyon Brundage Canyon area of the Uinta Basin, approximately 25 miles southwest of Myton, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta Basin is a large, relatively flat,

bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains (Stokes 1986:231). The topography is characteristic of sloping surfaces which incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations. The basin contains a thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluviatile, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The project area is situated on the top and northern drainage slopes of Cottonwood Ridge. Cottonwood Ridge is a large southwest-northeast trending ridge north of Tabby Canyon. The Tabby Canyon drainage trends northeast approximately 8 miles to Antelope Creek and then 10 miles north to the Duchesne River.

Vegetation in the project area is characteristic of a Pinon/Juniper community. Vegetation was identified by using several references (Hitchcock 1950; University of Wyoming 1970; Cronquist et al 1977; Goodrich and Neese 1986). Species observed in the project area include; Pinyon pine (Pinus Edulis), juniper (Juniperus Osteosperma), curl-leaf mountain mahogany (Cercocarpus ledifolius), shadscale (Atriplex confertifolia), sand sage, (Artemesia filifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), Indian ricegrass (Oryzopsis hymenoides), desert needlegrass (Stipa speciosa), wild buckwheat, (Eriogonum ovvalifolium), silky lupine (Lupinus sericeus), desert globemallow (Bromus tectorum), sky rocket (Gilia aggregata), peppergrass (Lepidium perfoliatum), Russian thistle (Salsola kali), and prickly pear cactus (Opuntia spp.).

Ute Tribal #5-17-55

The immediate proposed Berry Petroleum Co. Ute Tribal #5-17-55 well is situated on a large, broad west to east trending ridge (Figure 2). This ridge is located 2000 feet (609.7 m) north of Cottonwood Canyon. The top of the ridge is flat with gentle northern and southern slopes. Exposed and eroding ledges of sandstone can be found along the southern edge of the ridge and southern side of the well pad.

Sediments on the ridge and surrounding the well pad, consist of shallow (<5 cm), poorly sorted, loosely compacted, tan to light brown, silty sandy loam mixed with small to medium sized, flat, angular pieces of sandstone (Figure 3). Vegetation on the well location is dominated by thick Pinyon/juniper with a understory of mountain mahogany, low sage, yucca, bunchgrasses, and prickly pear cactus. The proposed well location is located at an elevation of 7366.88 feet (2246 m) AMSL.

From the existing UTE/FNR LLC. Ute Tribal #8-18-55 well, the proposed access and pipeline trend 1500 feet (457.3 m) east to the Ute Tribal #5-17-55 well pad. The access and pipeline trend around the northern side of the UTE/FNR LLC. Ute Tribal #8-18-55 well pad then continues along a existing two track road. The road trends along the top of a broad ridge and through extremely thick forest of Pinyon pine and juniper. The road appears to have been used during seismic activities. The southern slopes of the ridge exhibit exposed ledges of sandstone and steep talus slopes with shallow (<5 cm) poorly sorted, loosely compacted silty sandy colluvium mixed with small to large sized angular pieces of sandstone. Vegetation along the ridge slope consists of Pinyon and juniper with a understory of mountain mahogany, low sage, yucca and bunchgrasses.



Figure 2. View to north at the proposed Ute Tribal #5-17-55 well centerstake and well pad area.

The surrounding Cottonwood Ridge and Tabby Canyon area ridge surfaces are dominated by residual angular pieces of Uinta formation sandstone that exhibit a extremely dark desert varnish (patination). Exposures of sandstone can be found along the crest of the ridges. The surrounding area vegetation is characteristic of a Pinyon/juniper community with a understory of mountain mahogany, low sagebrush, yucca, bunchgrasses along the hill and ridge slopes, and low sagebrush community in the ridge top flats and open parks.



Figure 3. Overhead view of the colluvial sediments on and surrounding the proposed Ute Tribal #5-17-55 well centerstake and well pad area.

Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed Ute Tribal #5-17-55 well location to allow for relocation of the pad if necessary. The survey was accomplished by walking transects spaced no more than 15 meters apart. The proposed access and pipeline parallel each other. Each of these linear corridors surveyed is 1500 feet (457.3 m) long and 100 feet (30.4 m) wide, 3.44 acres. Therefore, a total of 6.88 linear acres was surveyed.

Geologic landforms (rockshelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to located cultural resources (sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. The entire surface area of ridge tops were covered. All exposures of sandstone cliff faces, alcoves or rockshelter, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent

(surface area) of the site. If no other artifacts are located during the search then the initial artifact is recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map using UTM coordinates.

When sites are found an Intermountain Antiquities Computer System (IMACS) form is used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites are mapped onto a 1:10 cm K&E grid paper using a Brunton compass, UTM coordinates, and pacing off distances from a mapping station (datum). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and/or measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails), are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a GARMIN Global Positioning System (GPS III Plus or E-Trex Legend). Universal Transverse Mercator (UTM) grid data is recorded in an obvious way (ie. UTM Zone 12; NAD 83; centroid coordinate: 06/15/927 mE 44/17/443 mN), along with its Estimated Position Error (EPE) and Dilution of Precision (DOP). Site elevations are taken along with each UTM coordinate. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A total of 16.88 acres (10 block, 6.88 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #5-17-55 and along its access and pipeline. No cultural resources (sites, isolates) were recorded during the survey.

A moderate scatter of modern trash (plastic soda pop, oil bottles and antifreeze jugs, green, brown and clear bottle glass, sanitary food cans and modern condensed milk cans, wire, and foam insulation) can be found on and surrounding the existing wells in the Cottonwood Ridge area and along the access roads.

Recommendations

A total of 16.88 acres were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #5-17-55 well location, its access and pipeline.

A moderate scatter of modern trash (plastic soda pop, oil and

antifreeze bottles, green, brown and clear bottle glass, sanitary food cans and modern condensed milk cans, wire, and foam insulation) can be found on and surrounding the existing wells in the Cottonwood Ridge area and along the access roads.

No cultural materials (sites, isolates) were recorded during the survey. Thus, no further archaeological work is necessary and clearance for construction of the proposed Berry Petroleum Co. Ute Tribal #5-17-55 well location, its access and pipeline is recommended.

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BERRY PETROLEUM COMPANY

UTE TRIBAL #5-17-55

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 17, T5S, R5W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: SOUTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHEASTERLY



- Since 1964 -

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

LOCATION PHOTOS

10 17 05
MONTH DAY YEAR

PHOTO

TAKEN BY: B.H.

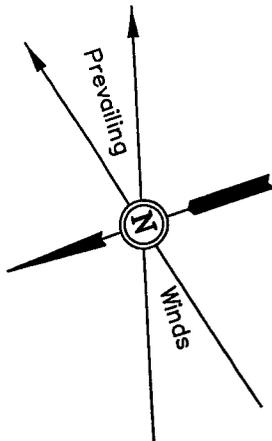
DRAWN BY: C.H.

REVISED: 00-00-00

BERRY PETROLEUM COMPANY

LOCATION LAYOUT FOR

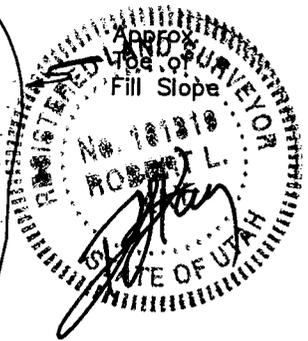
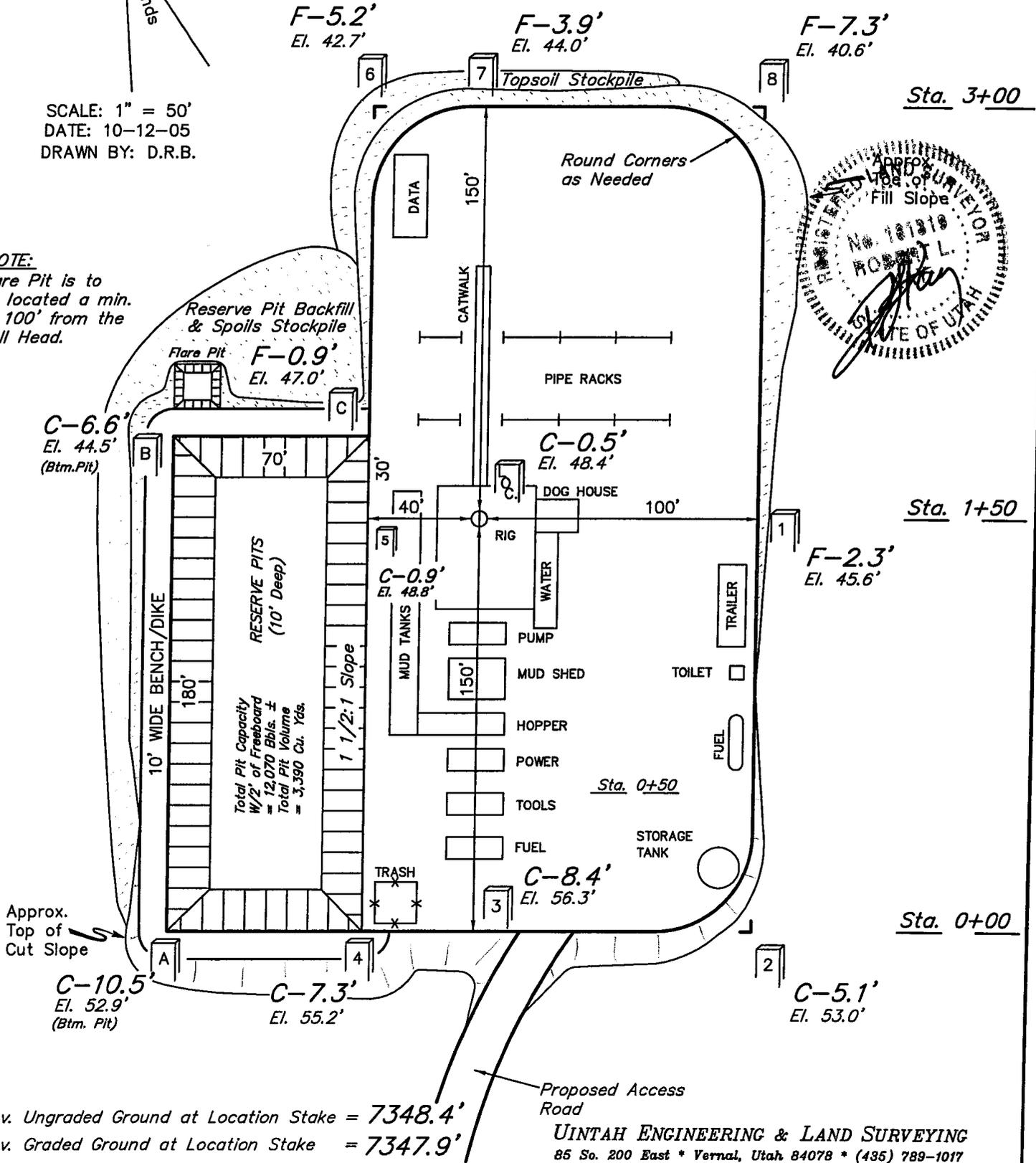
UTE TRIBAL #5-17-55
SECTION 17, T5S, R5W, U.S.B.&M.
1741' FNL 672' FWL



SCALE: 1" = 50'
DATE: 10-12-05
DRAWN BY: D.R.B.

NOTE:

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



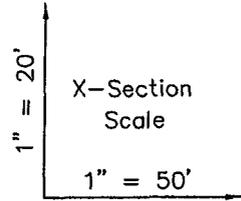
Elev. Ungraded Ground at Location Stake = 7348.4'
Elev. Graded Ground at Location Stake = 7347.9'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

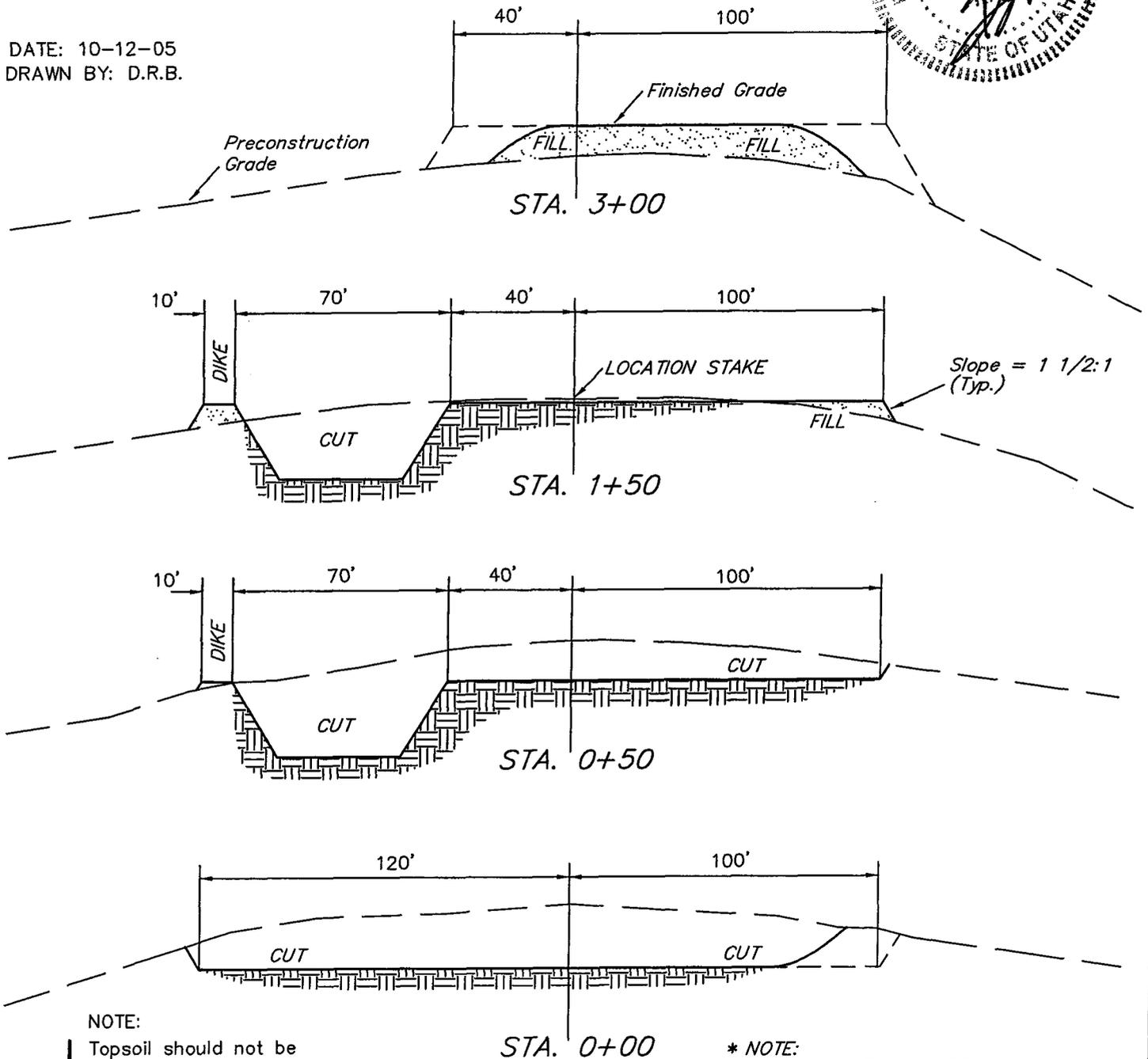
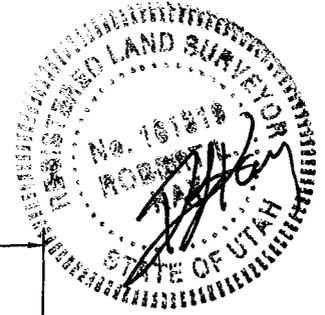
BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

UTE TRIBAL #5-17-55
SECTION 17, T5S, R5W, U.S.B.&M.
1741' FNL 672' FWL



DATE: 10-12-05
DRAWN BY: D.R.B.



NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

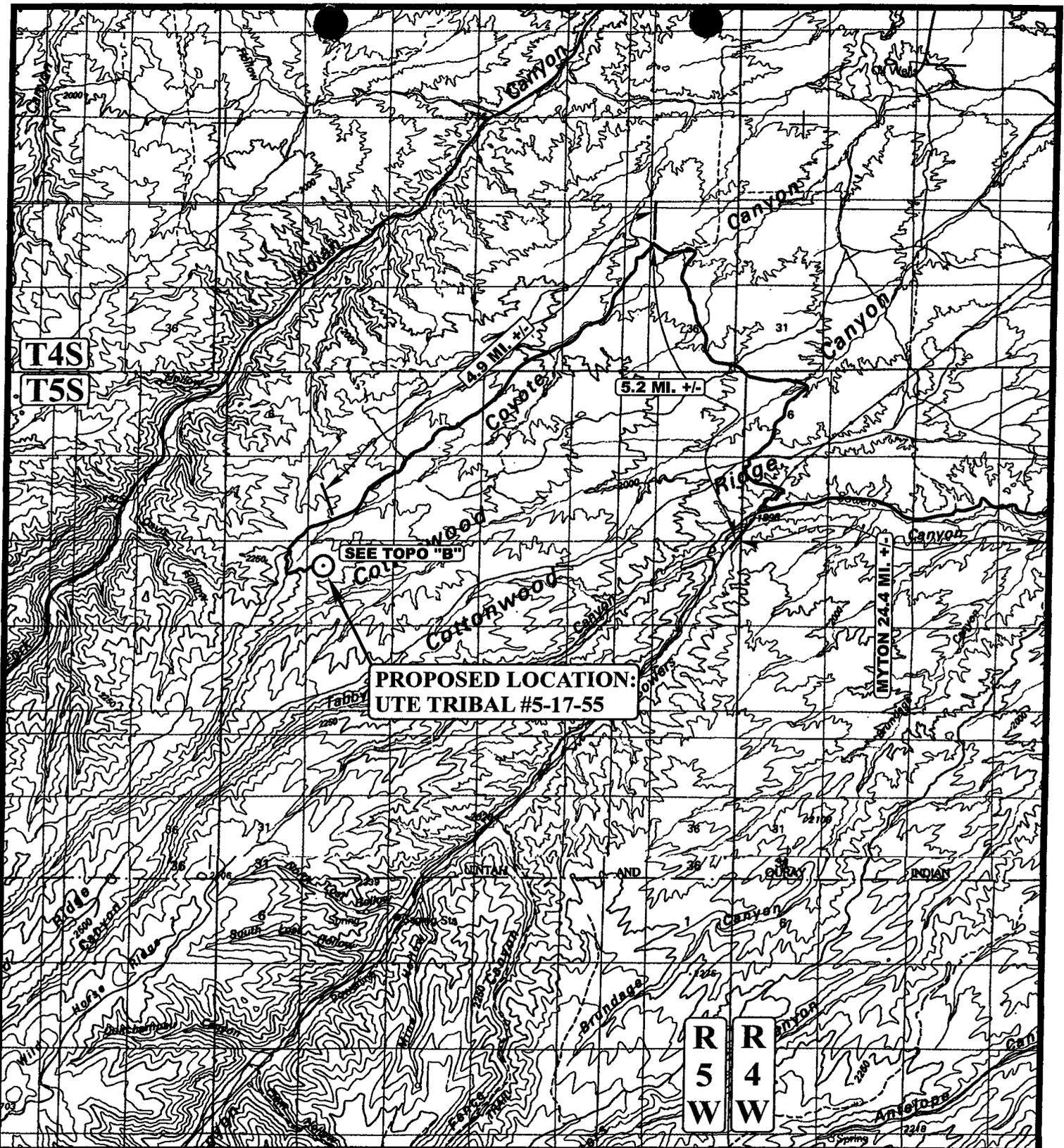
* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT (12") Topsoil Stripping	= 2,520 Cu. Yds.
Remaining Location	= 5,870 Cu. Yds.
TOTAL CUT	= 8,390 CU.YDS.
FILL	= 3,840 CU.YDS.

EXCESS MATERIAL	= 4,550 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,220 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 330 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



**PROPOSED LOCATION:
UTE TRIBAL #5-17-55**

SEE TOPO "B"
COL

LEGEND:

○ PROPOSED LOCATION

BERRY PETROLEUM COMPANY

UTE TRIBAL #5-17-55
SECTION 17, T5S, R5W, U.S.B.&M.
1741' FNL 672' FWL



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

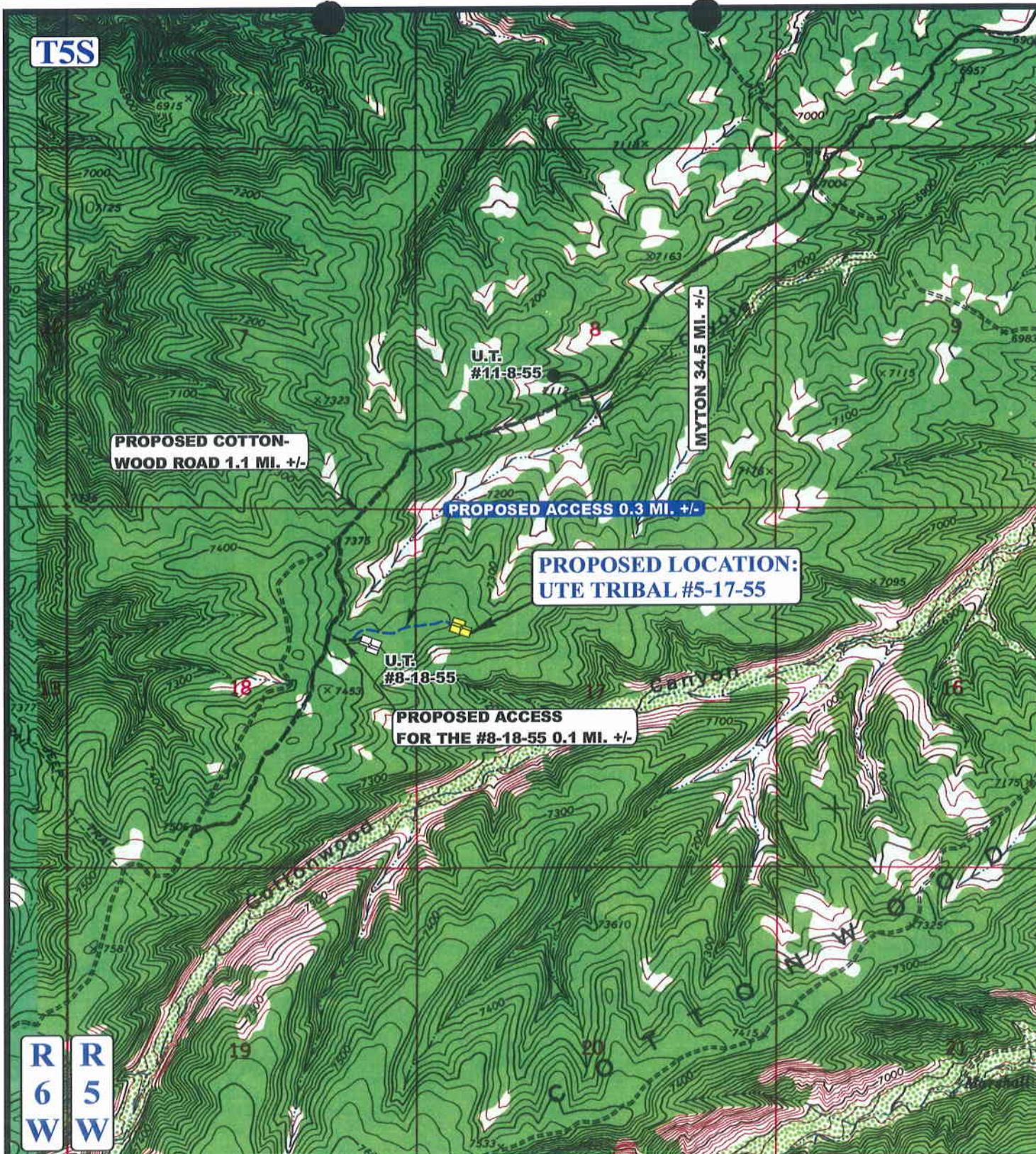
**TOPOGRAPHIC
MAP**

10 17 05
MONTH DAY YEAR

SCALE: 1:100,000 | DRAWN BY: C.H. | REVISED: 00-00-00



T5S



R 6 W R 5 W

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD



BERRY PETROLEUM COMPANY

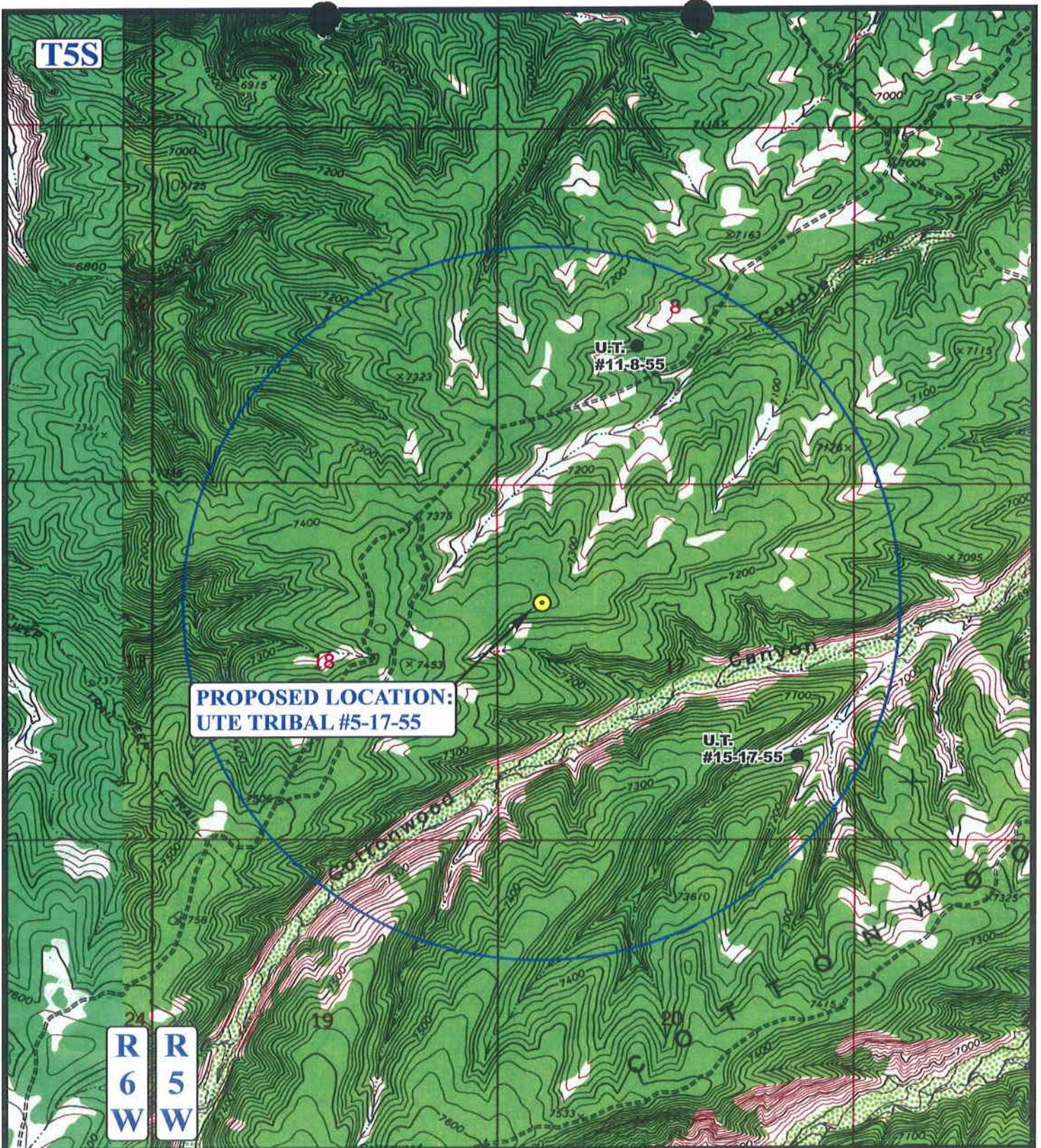
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TOPOGRAPHIC MAP
 10 17 05
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: C.H. REVISED: 00-00-00





**PROPOSED LOCATION:
UTE TRIBAL #5-17-55**

U.T.
#11-8-55

U.T.
#15-17-55

**R
6
W** **R
5
W**

LEGEND:

- ∅ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ∅ WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



BERRY PETROLEUM COMPANY

UTE TRIBAL #5-17-55
SECTION 17, T5S, R5W, U.S.B.&M.
1741' FNL 672' FWL

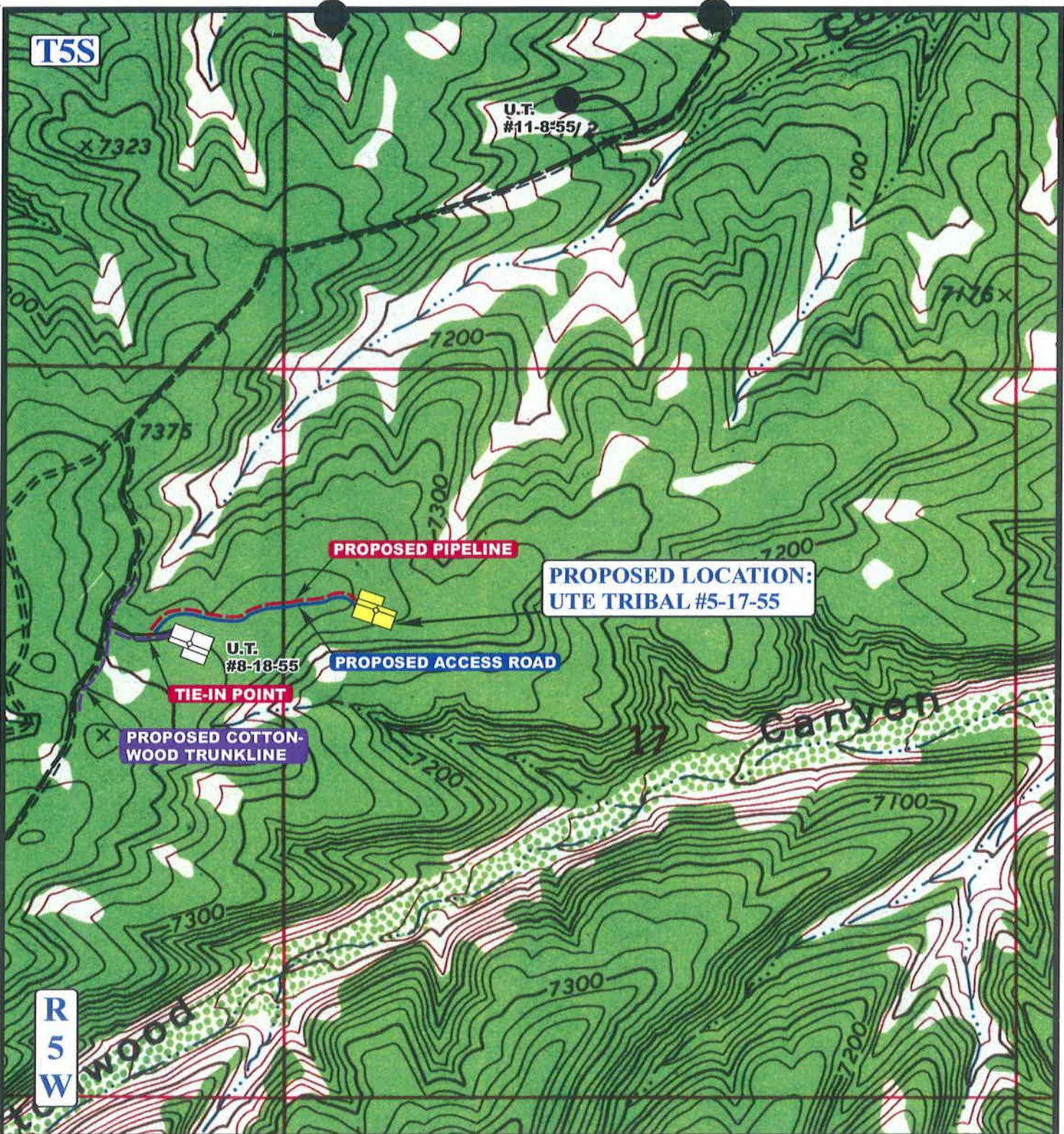


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TOPOGRAPHIC **10 17 05**
MAP MONTH DAY YEAR

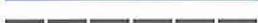
SCALE: 1" = 2000' DRAWN BY: C.H. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 1560' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE
-  PROPOSED PIPELINE (SERVICING OTHER WELLS)



BERRY PETROLEUM COMPANY

UTE TRIBAL #5-17-55
 SECTION 17, T5S, R5W, U.S.B.&M.
 1741' FNL 672' FWL



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

TOPOGRAPHIC MAP **10 17 05**
MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: C.H. REVISED: 00-00-00



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 12/02/2005

API NO. ASSIGNED: 43-013-32982

WELL NAME: UTE TRIBAL 5-17-55
 OPERATOR: BERRY PETROLEUM COMPANY (N2480)
 CONTACT: DEBBIE WISENER

PHONE NUMBER: 435-722-1325

PROPOSED LOCATION:

SWNW 17 050S 050W
 SURFACE: 1741 FNL 0672 FWL
 BOTTOM: 1741 FNL 0672 FWL
 DUCHESNE
 UNDESIGNATED (2)

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

LEASE TYPE: 2 - Indian
 LEASE NUMBER: 14-20-H62-5025
 SURFACE OWNER: 2 - Indian
 PROPOSED FORMATION: GRRV
 COALBED METHANE WELL? NO

LATITUDE: 40.04893
 LONGITUDE: -110.4779

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
(No. RLB0005651)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 43-11041)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

LOCATION AND SITING:

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

COMMENTS: Sop, Separate file

STIPULATIONS: 1- Federal Approval
2- Spacing Strip



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

December 5, 2005

Berry Petroleum Company
Rt. 2, Box 7735
Roosevelt, UT 84066

Re: Ute Tribal 5-17-55 Well, 1741' FNL, 672' FWL, SW NW, Sec. 17, T. 5 South,
R. 5 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 43-013-32982.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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

Operator: Berry Petroleum Company
Well Name & Number Ute Tribal 5-17-55
API Number: 43-013-32982
Lease: 14-20-H62-5025

Location: SW NW Sec. 17 T. 5 South R. 5 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.

5. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

RECEIVED
DEC 02 2005

FORM APPROVED
OMB No 1004-0137
Expires March 31, 2007

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. TYPE OF WORK <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No 14-20-H62-5025
1b. Type of Well: <input checked="" type="checkbox"/> Oil well <input type="checkbox"/> Gas well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single zone <input type="checkbox"/> Multiple zone		6. If Indian, Allottee or Tribe Name UTE
2. Name of Operator BERRY PETROLEUM COMPANY		7. Unit or CA Agreement, Name and No.
3a. Address 3846 SOUTH HWY 40 RT. 2 BOX 7735, ROOSEVELT, UT. 84066	3b. Phone No. (include area code) (435) 722-1325	8. Lease Name and Well No. UTE TRIBAL 5-17-55
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface (SW/NW) 1741' FNL, 672' FWL At proposed prod. zone SAME AS ABOVE		9. API Well No. 43101332982
14. Distance in miles and direction from nearest town or post office* 42.9 MILES FROM MYTON, UTAH		10. Field and Pool, or Exploratory BRUNDAGE CANYON
15. Distance from proposed* location to nearest property of lease line, ft. (Also to nearest drng. Unit line, if any) 672'	16. No. of acres in lease 640	11. Sec., T R. M. or BLK. and Survey or Area SEC. 17, T. 5S., R. 5W. U.S.B.&M.
18. Distance from proposed* to nearest well, drilling, completed, applied for, on this lease, ft. N/A	19. Proposed Depth 6220'	12. County or Parrish DUCHESNE
21. Elevations (Show whether DF, KDB, RT, GR, etc.) 7348' GR	22. Approximate date work will start* REFER TO BPC SOP PLAN	13. State UTAH
20. BLM/BIA Bond No. on file LITB000005 / RLB0005750		17. Spacing Unit dedicated to this well 40
23. Estimated duration REFER TO BPC SOP PLAN		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see item 20 above).
5. Operator certification.
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature 	Name (Printed/Typed) DEBBIE L. WISENER	Date 11/30/05
---	---	------------------

Title
PRODUCTION & REGULATORY TECHNICIAN

Approved by (Signature) 	Name (Printed/Typed) Assistant Field Manager Mineral Resources	Date 02/16/2006
--	--	--------------------

Application approval 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.

CONDITIONS OF APPROVAL ATTACHED

Conditions of approval, if any, are attached

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

*(Instructions on page 2)

NOTICE OF APPROVAL

RECEIVED
FEB 21 2006

DIV. OF OIL, GAS & MINING

UDOGM



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East VERNAL, UT 84078 (435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: **Berry Petroleum Company** Location: **SWNW, Sec 17, T5S, R5W**
Well No: **Ute Tribal 5-17-55** Lease No: **14-20-H62-5025**
API No: **43-013-32982** Agreement: **N/A**

Petroleum Engineer:	Matt Baker	Office: 435-781-4490	Cell: 435-828-4470
Petroleum Engineer:	Michael Lee	Office: 435-781-4432	Cell: 435-828-7875
Supervisory Petroleum Technician:	Jamie Sparger	Office: 435-781-4502	Cell: 435-828-3913
Environmental Scientist:	Paul Buhler	Office: 435-781-4475	Cell: 435-828-4029
Environmental Scientist:	Karl Wright	Office: 435-781-4484	
Natural Resource Specialist:	Holly Villa	Office: 435-781-4404	
Natural Resource Specialist:	Melissa Hawk	Office: 435-781-4476	
After Hours Contact Number:	435-781-4513	Fax: 435-781-4410	

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a one-year period. An additional year extension may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

- | | | |
|---|---|---|
| Construction Activity | - | The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. |
| Construction Completion | - | Upon completion of the pertinent APD and ROWs construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. |
| Spud Notice
(Notify Petroleum Engineer) | - | Twenty-Four (24) hours prior to spudding the well. |
| Casing String & Cementing
(Notify Jamie Sparger) | - | Twenty-Four (24) hours prior to running casing and cementing all casing strings. |
| BOP & Related Equipment Tests
(Notify Jamie Sparger) | - | Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice
(Notify Petroleum Engineer) | - | Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

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

GENERAL CONDITIONS OF APPROVAL:

1. A 1,528.82' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
2. A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
3. The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
4. Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
5. The Company shall inform contractors to maintain construction of pipelines within the approved ROWs.
6. The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
7. You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
8. Any deviation of submitted APDs and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
9. The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
10. All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.
11. All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
12. All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
13. The personnel from the Ute Tribe Energy & Minerals Department shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.

14. All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
15. Upon completion of Application for Corridor Right-of-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

DOWNHOLE CONDITIONS OF APPROVAL

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

1. None.

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

1. There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well. Any changes in operation must have prior approval from the BLM, Vernal Field Office Petroleum Engineers.
2. The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
3. **Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.**
4. Blowout prevention equipment (BOPE) will remain in use until the well is completed or abandoned. Closing unit controls must remain unobstructed and readily accessible at all times. Choke manifolds must be located outside of the rig substructure.

All BOPE components will be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests must be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test must be reported in the driller's log.

BOP drills must be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.

Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

No aggressive/fresh hard-banded drill pipe shall be used within casing.

5. All shows of fresh water and minerals will be reported and protected. A sample will be taken of any water flows and a water analysis furnished the BLM, Vernal Field Office. All oil and gas shows will be adequately tested for commercial possibilities, reported, and protected.
6. 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 BLM, Vernal Field Office. If operations are to be suspended for more than 30 days, prior

approval of the BLM, Vernal Field Office must be obtained and notification given before resumption of operations.

7. Chronologic drilling progress reports must be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

Any change in the program must be approved by the BLM, Vernal Field Office. "Sundry Notices and Reports on Wells" (Form BLM 3160-5) must be filed for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Emergency approval may be obtained orally, but such approval does not waive the written report requirement. Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, will require the filing of a suitable plan pursuant to Onshore Oil & Gas Order No. 1 of 43 CFR 3164.1 and prior approval by the BLM, Vernal Field Office.

In accordance with 43 CFR 3162.4-3, this well must be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.

8. Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM 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 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) will be submitted only when requested by the BLM, Vernal Field Office.

Please submit an electronic copy of all logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM. The cement bond log must be submitted in raster format (TIF, PDF other).

9. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the BLM, Vernal Field Office.

All measurement points shall be identified as point of sales or allocation for royalty determination prior to the installation of facilities.

10. Oil and gas meters will be calibrated in place prior to any deliveries. The Field Office Petroleum Engineers 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 BLM, Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement.

11. A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM, Vernal Field Office within 30 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 Onshore Oil & Gas Order No. 3.
12. This APD is approved subject to the requirement that, should the well be successfully completed for production, the BLM, Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - a. Operator name, address, and telephone number.
 - b. Well name and number.
 - c. Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - d. Date well was placed in a producing status (date of first production for which royalty will be paid).
 - e. The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - f. The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - g. Unit agreement and / or participating area name and number, if applicable.
 - h. Communitization agreement number, if applicable.
13. Any venting or flaring of gas will be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from Field Office Petroleum Engineers.
14. All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events as defined in NTL3A, will be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production
15. Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day

period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

16. Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

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

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

5. Lease Serial No.
14-20-H62-5025

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

7. If Unit or CA. Agreement Designation

SUBMIT IN TRIPLICATE-Other Instructions on the reverse side

1. Type of Well
 Oil Well Gas Well Other _____

8. Well Name and No.
UTE TRIBAL 5-17-55

2. Name of Operator
Berry Petroleum Company

9. API Well No.
43-013-32982

3. Address **4000 SOUTH 4028 WEST, RT. 2 BOX 7735**
ROOSEVELT, UTAH 84066

3b. Phone No. (include area code)
(435) 722-1325

10. Field and Pool, or Exploratory Area
BRUNDAGE CANYON

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1741' FNL, 672' FWL
SW/NW SEC. 17, T5S, R5W USB&M

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 ONE YEAR	
<input type="checkbox"/>	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	EXTENSION	
<input type="checkbox"/>	<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 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.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

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

**ORIGINAL APPROVAL DATES
STATE : 12/05/2005**

Date: 12-04-06
By: [Signature]

COPY SENT TO OPERATOR
Date: 12-4-06
Initial: [Signature]

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

SHELLEY E. CROZIER

Title

REGULATORY & PERMITTING ASSISTANT

Signature

[Signature: Shelley E. Crozier]

Date

11/30/06

Approved by

Title

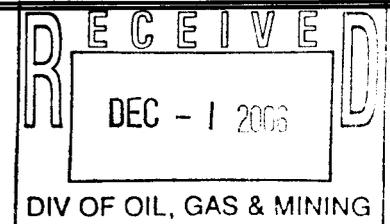
Date

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.

(Instructions on reverse)



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:
BERRY PETROLEUM COMPANY

3. Address and Telephone Number:
4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325

4. Location of Well:
Footages: 1741' FNL, 672' FWL
QQ, Sec., T., R., M.: SW/NW SEC. 17, T5S, R5W USB&M

5. Lease Designation and Serial Number:
14-20-H62-6025
6. If Indian, Allottee or Tribe Name:
UTE TRIBE
7. Unit Agreement Name:
8. Well Name and Number:
UTE TRIBAL 5-17-55
9. API Well Number:
43-013-32982
10. Field and Pool, or Wildcat:
BRUNDAGE CANYON

County: DUCHESNE,
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 ONE YEAR EXTENSION
- 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 _____
- 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.

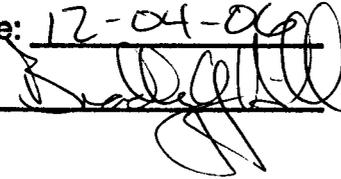
* Must be accompanied by a cement verification report.

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.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

Approved by the
Utah Division of
Oil, Gas and Mining

STATE BOND #RLB0005651

Date: 12-04-06
By: 

13

Name & Signature: SHELLEY E. CROZIER  Title: REGULATORY & PERMITTING ASSISTANT Date: 11/30/06

(This space for Federal or State office use)

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

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

API: 43-013-32982
Well Name: UTE TRIBAL 5-17-55
Location: (SW/NW) 1741' FNL, 672' FWL SEC. 17-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/5/2005

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

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

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

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

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

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

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

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

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

Shelley E. Crozier
Signature

11/30/2006
Date

Title: REG. & PERMITTING ASSISTANT

Representing: BERRY PETROLEUM COMPANY

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:

14-20-H62-5025

6. If Indian, Allottee or Tribe Name:

UTE TRIBE

7. Unit Agreement Name:

8. Well Name and Number:

UTE TRIBAL 5-17-55

9. API Well Number:

43-013-32982

10. Field and Pool, or Wildcat:

BRUNDAGE CANYON

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:

BERRY PETROLEUM COMPANY

3. Address and Telephone Number:

4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325

4. Location of Well:

Footages: 1741' FNL, 672' FWL

QQ, Sec., T., R., M.: SW/NW SEC. 17, T5S, R5W USB&M

County: DUCHESNE,

State: UTAH

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NOTICE OF INTENT

(Submit in Duplicate)

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- Repair Casing
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- Multiple Completion
- Other ONE YEAR EXTENSION
- 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
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- Vent or Flare
- Water Shut-Off

Date of work completion _____

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STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

RECEIVED

DEC 03 2007

DIV. OF OIL, GAS & MINING

Date: 12-04-07

By: [Signature]

13

Name & Signature:

SHELLEY E. CROZIER

[Signature]

Title:

REGULATORY & PERMITTING SPECIALIST

Date:

12/03/07

(This space for Federal or State office use)

COPY SENT TO OPERATOR
Date: 12/5/2007
Initials: [Initials]



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

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

API: 43-013-32982
Well Name: UTE TRIBAL 5-17-55
Location: (SW/NW) 1741' FNL, 672' FWL, SEC. 17-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/5/2005

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

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

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

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

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

Sheneef E. Crozza
Signature

12/3/2007
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
DEC 03 2007
 DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/ut/st/en/fo/vernal/html>



IN REPLY REFER TO:

3160

UT08300

June 5, 2008

Shelley E. Croizer
Berry Petroleum Company
Route 2, Box 7735
Roosevelt, UT 84066

43-013-32982

Re: Notice of Expiration
Well No. Ute Tribal 5-17-55
SWNW, Sec. 17, T5S, R5W
Duchesne County, Utah
Lease No. 14-20-H62-5025

Dear Ms. Corzier:

The Application for Permit to Drill the above-referenced well was approved on February 16, 2006. A one (1) year extension of the original APD was requested. The request was received on February 11, 2008 and reviewed. The extension request was denied on February 25, 2008. According to our records, no known activity has transpired at the approved location. In view of the foregoing, this office is notifying you that the approval of the referenced application has expired. If you intend to drill at this location in the future, a new Application for Permit to Drill must be submitted.

A forty-eight (48) hour notice for location dirt work to begin on approximately February 19, 2006 was received in our office on February 17, 2006. This office requires a letter confirming that no surface disturbance has been made for this drill site. Any surface disturbance associated with the approved location of this well is to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

If you have any questions regarding this matter, please contact me at (435) 781-4455.

Sincerely,

Cindy Severson

Cindy Severson
Land Law Examiner

cc: UDOGM
BIA

RECEIVED

JUN 06 2008

DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

February 10, 2009

Berry Petroleum Company
Rt. 2 Box 7735
Roosevelt, Utah 84066

Re: APD Rescinded – Ute Tribal 5-17-55, Sec.17, T.5S, R.5W
Duchesne County, Utah API No. 43-013-32982

Gentlemen:

The Application for Permit to Drill (APD) for the subject well was approved by the Division of Oil, Gas and Mining (Division) on December 5, 2005. On December 4, 2006 and on December 4, 2007 the Division granted a one-year APD extension. No drilling activity at this location has been reported to the division. Therefore, approval to drill the well is hereby rescinded, effective February 10, 2009.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal

