

April 17, 2007

# Berry Petroleum Company

Brundage Canyon Field

4000 South 4028 West  
Route 2 Box 7735  
Roosevelt, UT 84066

Ph. (435) 722-1325  
Fax: (435) 722-1321  
www.bry.com

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.  
Berry Tribal No. 6-34D-54

**RECEIVED**

**JUL 16 2007**

Gentlemen:

**DIV. OF OIL, GAS & MINING**

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 6-34D-54 well is a directional well in which only the upper part of the objective section (lowermost Douglas Creek) 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. To maintain orderly 40 acre spacing and efficient well drainage the well had to be drilled as a directional well from the WT 5-34-54 surface location. The rather long reach required of the well forced only the lowermost part of the Douglas Creek objective section to be placed outside of 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 SWNE of Section 34.

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

Sincerely,

Shelley E. Crozier  
Regulatory & Permitting Specialist

enclosures

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: <b>14-20-H62-4955</b>	6. SURFACE: <b>FEE</b>
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: <b>UTE</b>	
2. NAME OF OPERATOR: <b>BERRY PETROLEUM COMPANY</b>		8. UNIT or CA AGREEMENT NAME: <b>N/A</b>	
3. ADDRESS OF OPERATOR: <b>RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066</b>		PHONE NUMBER: <b>(435)722-1325</b>	9. WELL NAME and NUMBER: <b>BERRY TRIBAL 6-34D-54</b>
4. LOCATION OF WELL (FOOTAGES) <b>557391 X 44283264 40.005067 -110.327624</b> AT SURFACE: <b>1970' FNL, 854' FWL</b> NAD 27 <b>557807 X 44283204 40.004988 -110.322749</b> 40.004972 LAT AT PROPOSED PRODUCING ZONE: <b>SW BHL: 1985' FNL, 2220' FWL 110.328969 LONG</b>		10. FIELD AND POOL, OR WILDCAT: <b>BRUNDAGE CANYON</b>	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: <b>22.2 MILES FROM MYTON, UTAH</b>		12. COUNTY: <b>DUCHESNE</b>	13. STATE: <b>UTAH</b>
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET): <b>854'</b>	16. NUMBER OF ACRES IN LEASE: <b>640</b>	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: <b>40</b>	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): <b>30'</b>	19. PROPOSED DEPTH: <b>5727'</b>	20. BOND DESCRIPTION: <b>RLB0005651</b>	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): <b>6512' GR</b>	22. APPROXIMATE DATE WORK WILL START: <b>REFER TO BPC SOP PLAN</b>	23. ESTIMATED DURATION: <b>REFER TO BPC SOP PLAN</b>	

**PROPOSED CASING AND CEMENTING PROGRAM**

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

**25. 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) SHELLEY E. CROZIER TITLE REGULATORY & PERMITTING SPECIALIST

SIGNATURE *Shelley E. Crozier* DATE 07/10/07

(This space for State use only)

API NUMBER ASSIGNED: 43-013-33727

(11/2001)

(See Instructions on Reverse Side)

**Federal Approval of this Action is Necessary**

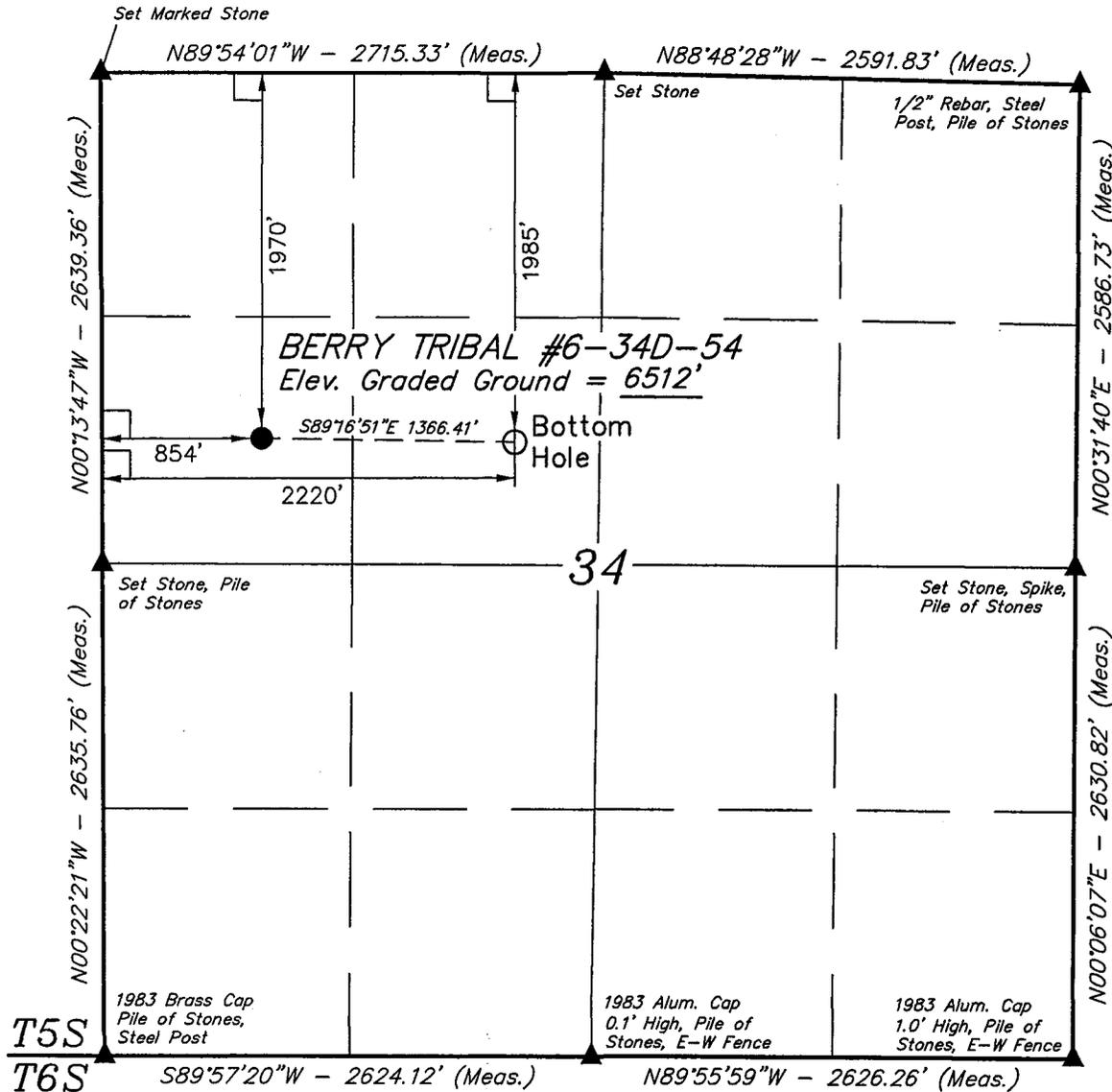
Date: 07-26-07  
By: *[Signature]*

**RECEIVED**

**JUL 16 2007**

Approved by the  
Utah Division of  
Oil, Gas and Mining

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



T5S  
T6S

**LEGEND:**

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

(NAD 83)  
 LATITUDE = 40°00'18.04" (40.005011)  
 LONGITUDE = 110°19'41.74" (110.328261)  
 (NAD 27)  
 LATITUDE = 40°00'17.90" (40.004972)  
 LONGITUDE = 110°19'44.29" (110.328969)

## BERRY PETROLEUM COMPANY

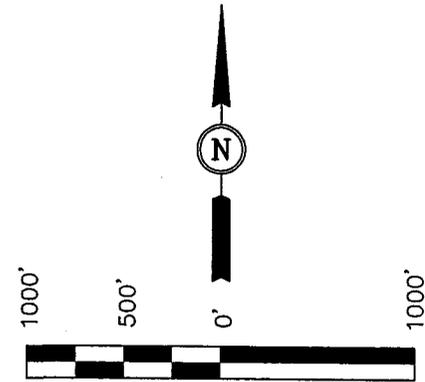
Well location, BERRY TRIBAL #6-34D-54, located as shown in the SW 1/4 NW 1/4 of Section 34, T5S, R4W, U.S.B.&M., Duchesne County, Utah.

### 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.

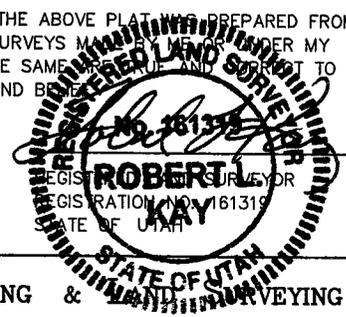
### BASIS OF BEARINGS

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



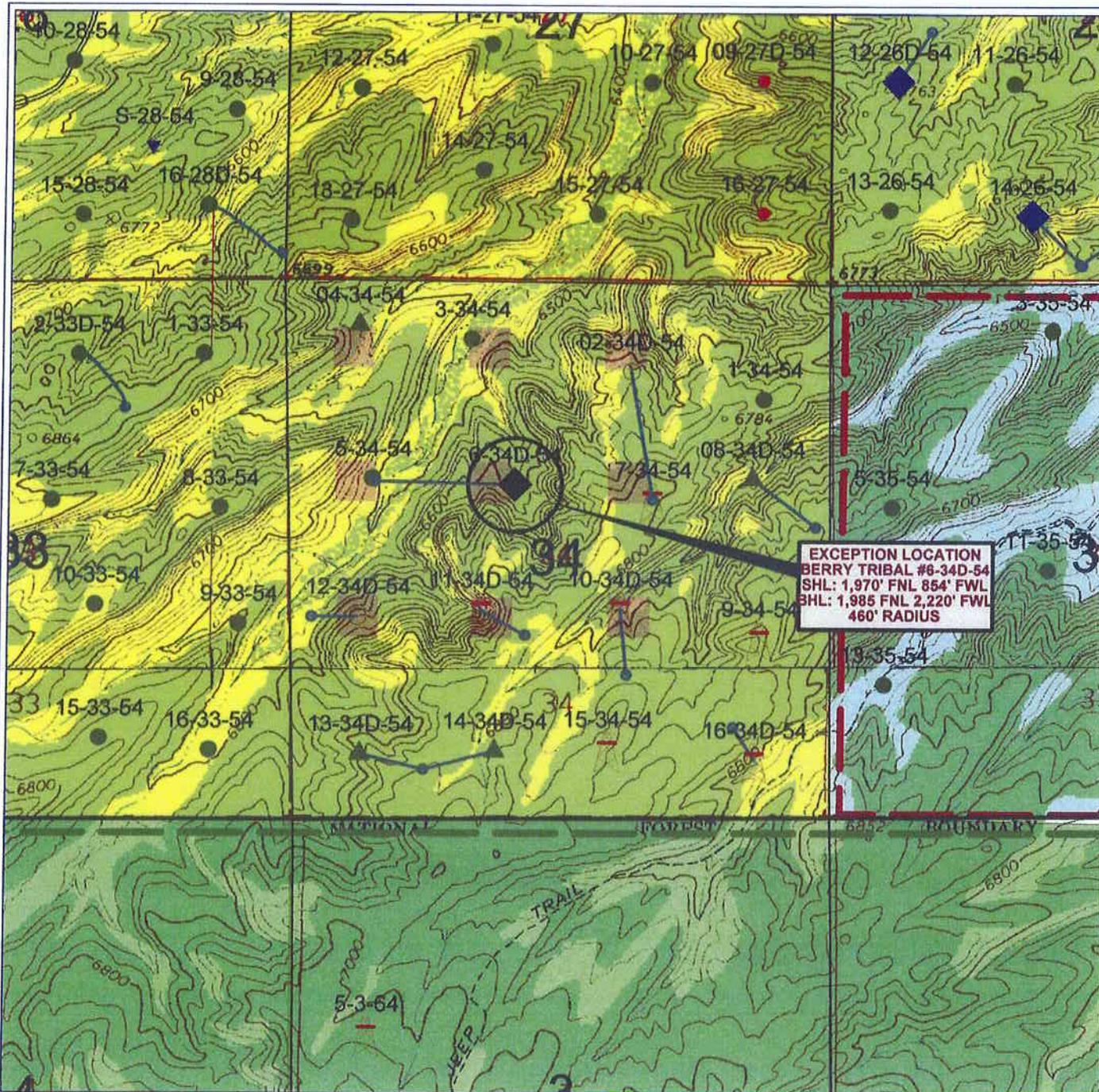
SCALE  
CERTIFICATE

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



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

SCALE 1" = 1000'	DATE SURVEYED: 04-05-07	DATE DRAWN: 06-22-07
PARTY S.H. T.P. P.M.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BERRY PETROLEUM COMPANY	



**EXCEPTION LOCATION**  
 BERRY TRIBAL #6-34D-54  
 SHL: 1,970' FNL 854' FWL  
 BHL: 1,985' FNL 2,220' FWL  
 460' RADIUS

**BERRY PETROLEUM COMPANY**

**Brundage Canyon Project**

**BERRY TRIBAL 6-34D-54**

**Exception Location Plat**

Sec. 34 T5S R4W - Duchesne Co, UT

0 1,400 2,800  
 FEET

**WELL SYMBOLS**

- ▲ Approved APD
- APD - W/O Survey
- ▼ 20 Acre Prog Location
- Oil Well
- Location Only
- Drilled 2007
- ◆ W/O Arch
- ◆ Working on APD

July 10, 2007

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

BERRY PETROLEUM COMPANY

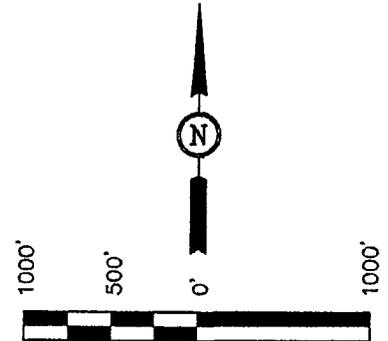
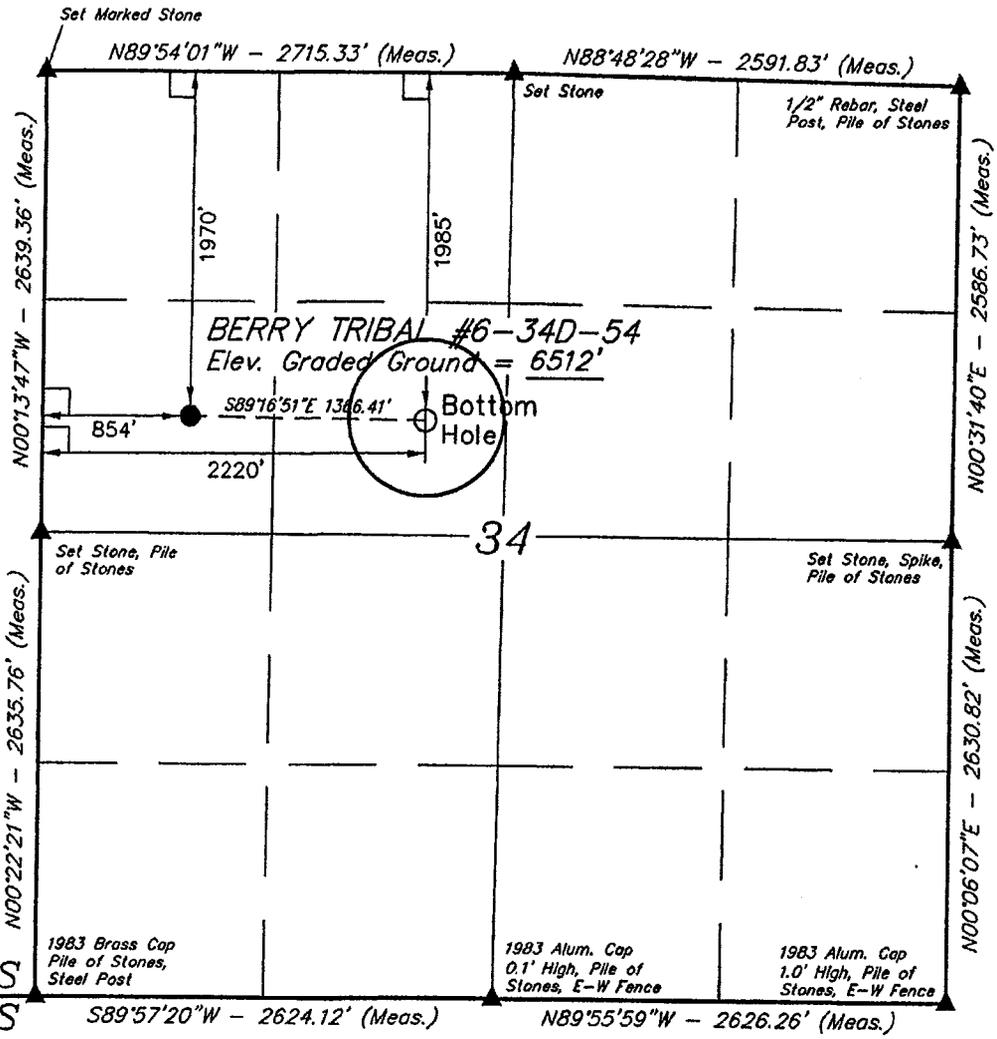
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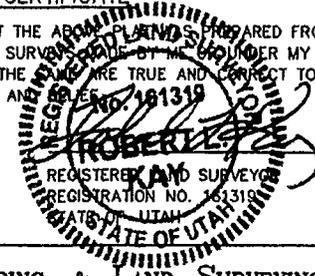
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CERTIFICATE

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T5S  
T6S

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- └─┘ = 90° SYMBOL
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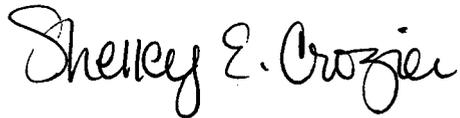
SELF-CERTIFICATION STATEMENT

The following self -certification statement is provided per federal requirements dated March 7, 2007.

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

Berry Tribal 6-34D-54  
SW 1/4, NW 1/4, 1970' FNL 854' FWL, Section 34, T. 5 S., R. 4 W., U.S.B.& M.  
BHL: SE ¼, NW ¼, 1985' FNL 2220' FWL  
Lease BIA 14-20-H62-4955  
Duchesne, County, Utah

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



Shelley E. Crozier  
Regulatory & Permitting Specialist  
Berry Petroleum Company  
4000 South 4028 West  
Route 2, Box 7735  
Roosevelt, Utah 84066  
435-722-1325

BERRY PETROLEUM COMPANY

Berry Tribal 6-34D-54

Surface location SW 1/4, NW 1/4, 1970' FNL 854' FWL, Section 34, T. 5 S., R. 4 W., U.S.B.& M.

BHL: SE 1/4, NW 1/4, 1985' FNL 2220' FWL

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@BHL</u>	<u>Depth@SHL</u>
Uinta	On Surface	On Surface
Green River	1,078'	1,071'
Green River Upper Marker	1,689'	1,663'
Mahogany	2,314'	2,301'
Tgr3 Marker	3,336'	3,326'
Douglas Creek	4,090'	4,075'
*Black Shale	4,701'	4,689'
*Castle Peak	4,992'	4,984'
Uteland Butte Ls.	5,439'	5,425'
Wasatch	5,637'	5,626'
TD	5,735'	5,727'
Base of Moderately Saline Water (less than 10,000 ppm)	353'	370'

\*PROSPECTIVE PAY

**Berry is locating the well at the surface location and directionally drilling from this location to minimize surface disturbance and Berry will be able to utilize the existing road and pipelines in the area.**

**Furthermore, Berry hereby certifies that it is the sole working interest owner with 460 feet of the entire directional well bore and the remainder of the Ute Tribal section.**

**3 Pressure Control Equipment**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**4 Proposed Casing and Cementing Program**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**5 Drilling Fluids Program**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**6 Evaluation Program**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**7 Abnormal Conditions**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**8 Anticipated Starting Dates and Notification of Operations**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**9 Other information**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

BERRY PETROLEUM COMPANY  
Berry Tribal 6-34D-54  
Surface location SW 1/4, NW 1/4, 1970' FNL 854' FWL, Section 34, T. 5 S., R. 4 W., U.S.B. & M.  
BHL: SE 1/4, NW 1/4, 1985' FNL 2220' FWL  
Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

**1 Existing Roads**

To reach the Berry Petroleum Company well, Berry Tribal 6-34D-54 location, in Section 34-T5S-R4W:

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 8.6 miles to the Antelope Creek turnoff. Keep proceeding south 5.0 miles down the Nutters Canyon Road to the Berry Tribal 6-34D-54 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: SEPTEMBER 21, 2006).

**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: SEPTEMBER 21, 2006).

**7 Methods of Handling Waste Materials**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**8 Ancillary Facilities**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**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: SEPTEMBER 21, 2006). If an Archaeological Study is preformed, all seed mixture will match Archaeological recommendation.

**11 Surface Ownership**

Berry Petroleum Company  
4000 S. 4028 W.  
Roosevelt, UT 84066  
(435) 722-1325

**12 Other information**

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

**13 Operator's Representative and Certification**

A) Representative  
NAME: Shelley E. Crozier  
ADDRESS: Berry Petroleum Company  
4000 South 4028 West  
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.

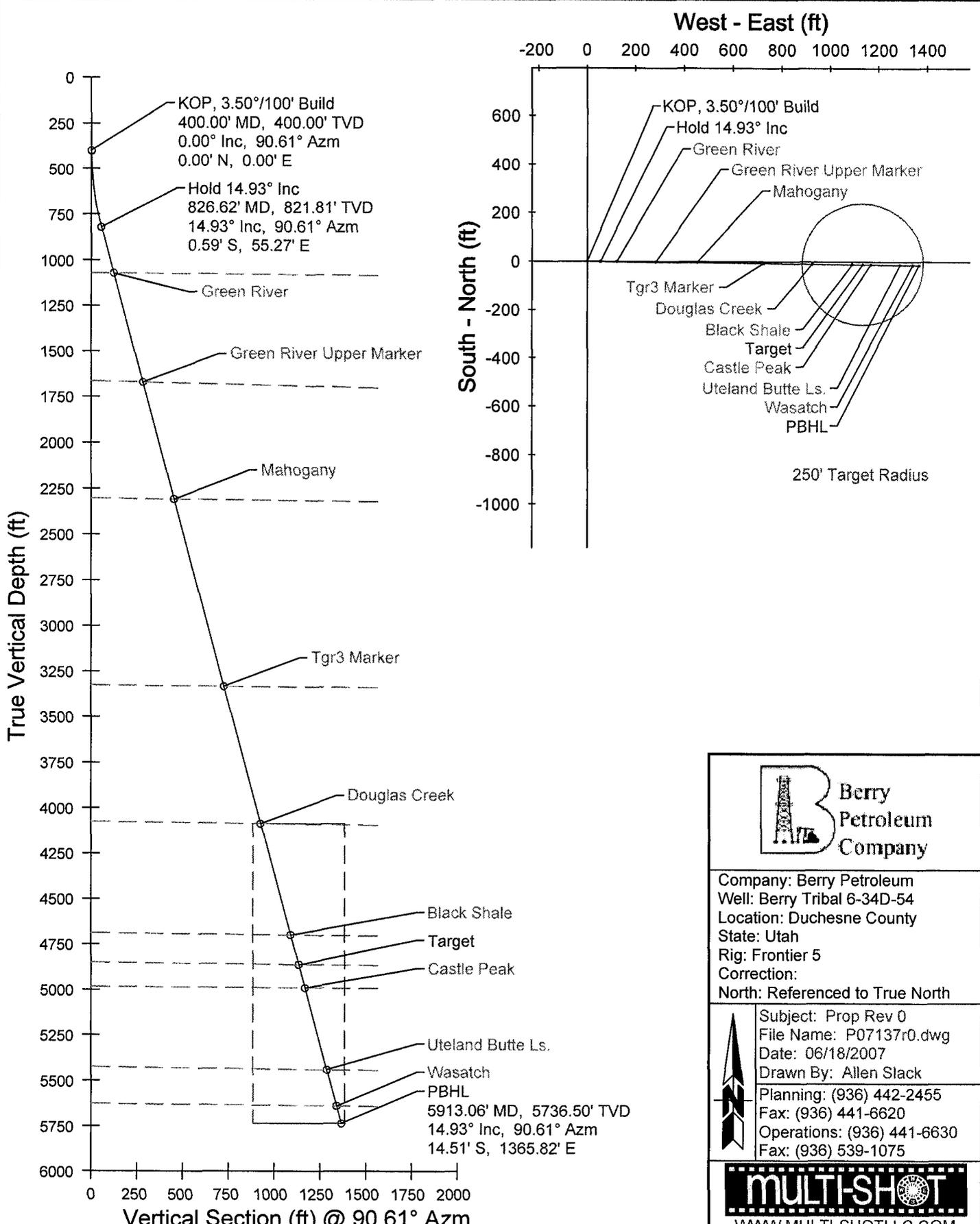
The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

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.

July 10, 2007  
DATE

Shelley E. Crozier  
Shelley E. Crozier  
Regulatory & Permitting Specialist  
Berry Petroleum Company



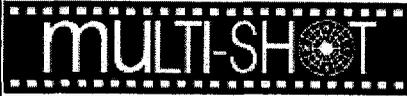
 **Berry Petroleum Company**

Company: Berry Petroleum  
Well: Berry Tribal 6-34D-54  
Location: Duchesne County  
State: Utah  
Rig: Frontier 5  
Correction:  
North: Referenced to True North

 Subject: Prop Rev 0  
File Name: P07137r0.dwg  
Date: 06/18/2007  
Drawn By: Allen Slack  
Planning: (936) 442-2455  
Fax: (936) 441-6620  
Operations: (936) 441-6630  
Fax: (936) 539-1075

**MULTI-SHOT**  
WWW.MULTI-SHOTLLC.COM

The customer should only rely on this document after independently verifying all paths, targets, coordinates, lease and hard lines represented. Any decisions made or wells drilled utilizing this or any other information supplied by Multi-Shot, LLC are at the sole risk and responsibility of the customer. Multi-Shot, LLC is not responsible for the accuracy of this schematic or the information contained herein.



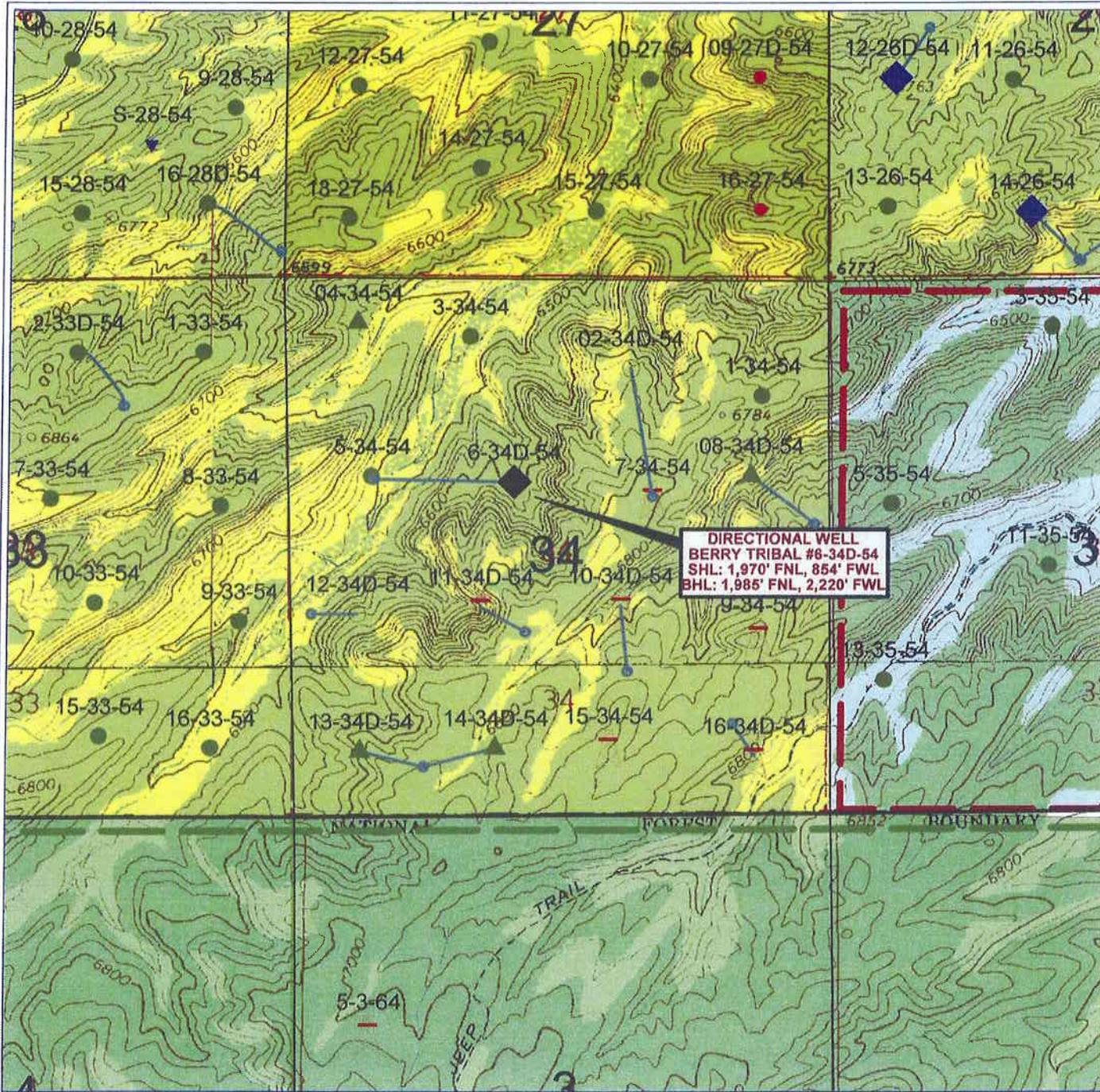
Job Number: P07-137  
 Company: Berry Petroleum  
 Lease/Well: Berry Tribal 6-34D-54  
 Location: Duchesne County  
 Rig Name: Frontier 5  
 RKB: 14'  
 G.L. or M.S.L.: 6512'

State/Country: Utah  
 Declination:  
 Grid: Referenced to True North  
 File name: F:\WELLPL~1\2007\IP07130\SIP07137\07137.SVY  
 Date/Time: 15-Jun-07 / 12:45  
 Curve Name: Prop Rev 0

WINSERVE SURVEY CALCULATIONS  
 Minimum Curvature Method  
 Vertical Section Plane 90.61  
 Vertical Section Referenced to Wellhead  
 Rectangular Coordinates Referenced to Wellhead

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE		Dogleg Severity Deg/100
							Distance FT	Direction Deg	
<b>KOP, 3.50°/100' Build</b>									
400.00	.00	90.61	400.00	.00	.00	.00	.00	.00	.00
500.00	3.50	90.61	499.94	-.03	3.05	3.05	3.05	90.61	3.50
600.00	7.00	90.61	599.50	-.13	12.20	12.20	12.20	90.61	3.50
700.00	10.50	90.61	698.32	-.29	27.41	27.41	27.41	90.61	3.50
800.00	14.00	90.61	796.03	-.52	48.62	48.63	48.63	90.61	3.50
<b>Hold 14.93° Inc</b>									
826.62	14.93	90.61	821.81	-.59	55.27	55.28	55.28	90.61	3.50
<b>Green River</b>									
1085.19	14.93	90.61	1071.65	-1.30	121.90	121.90	121.90	90.61	.00
<b>Green River Upper Marker</b>									
1704.13	14.93	90.61	1669.69	-2.99	281.37	281.38	281.38	90.61	.00
<b>Mahogany</b>									
2362.93	14.93	90.61	2306.24	-4.79	451.11	451.14	451.14	90.61	.00
<b>Tgr3 Marker</b>									
3424.94	14.93	90.61	3332.39	-7.70	724.74	724.78	724.78	90.61	.00
<b>Douglas Creek</b>									
4206.27	14.93	90.61	4087.34	-9.84	926.06	926.11	926.11	90.61	.00
<b>Black Shale</b>									
4840.70	14.93	90.61	4700.34	-11.58	1089.52	1089.58	1089.58	90.61	.00

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	Direction Deg	Dogleg Severity Deg/100
<b>Target</b>									
5009.76	14.93	90.61	4863.70	-12.04	1133.08	1133.15	1133.15	90.61	.00
<b>Castle Peak</b>									
5142.90	14.93	90.61	4992.34	-12.40	1167.39	1167.45	1167.45	90.61	.00
<b>Uteland Butte Ls.</b>									
5606.90	14.93	90.61	5440.67	-13.67	1286.94	1287.01	1287.01	90.61	.00
<b>Wasatch</b>									
5812.09	14.93	90.61	5638.93	-14.24	1339.80	1339.88	1339.88	90.61	.00
<b>PBHL</b>									
5913.06	14.93	90.61	5736.50	-14.51	1365.82	1365.90	1365.90	90.61	.00



**BERRY PETROLEUM COMPANY**

**Brundage Canyon Project**

**BERRY TRIBAL 6-34D-54**

**Directional Drilling Plat**

Sec. 34 T5S R4W - Duchesne Co, UT

0 1,400 2,800  
 FEET

**WELL SYMBOLS**

- ▲ Approved APD
- APD - W/O Survey
- ▼ 20 Acre Prog Location
- ⊙ Oil Well
- Location Only
- Drilled 2007
- ◆ W/O Arch
- ◆ Working on APD

July 16, 2007

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

BERRY PETROLEUM COMPANY

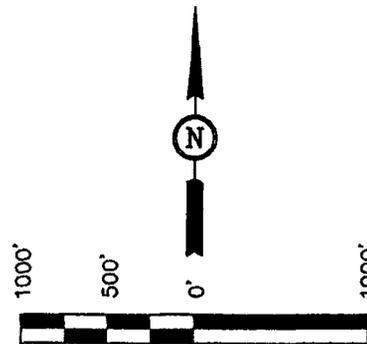
Well location, BERRY TRIBAL #6-34D-54, located as shown in the SW 1/4 NW 1/4 of Section 34, T5S, R4W, U.S.B.&M., Duchesne County, Utah.

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

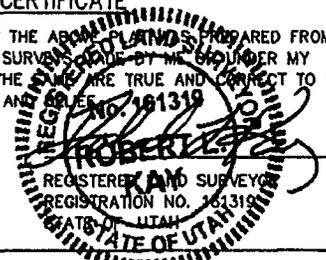
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



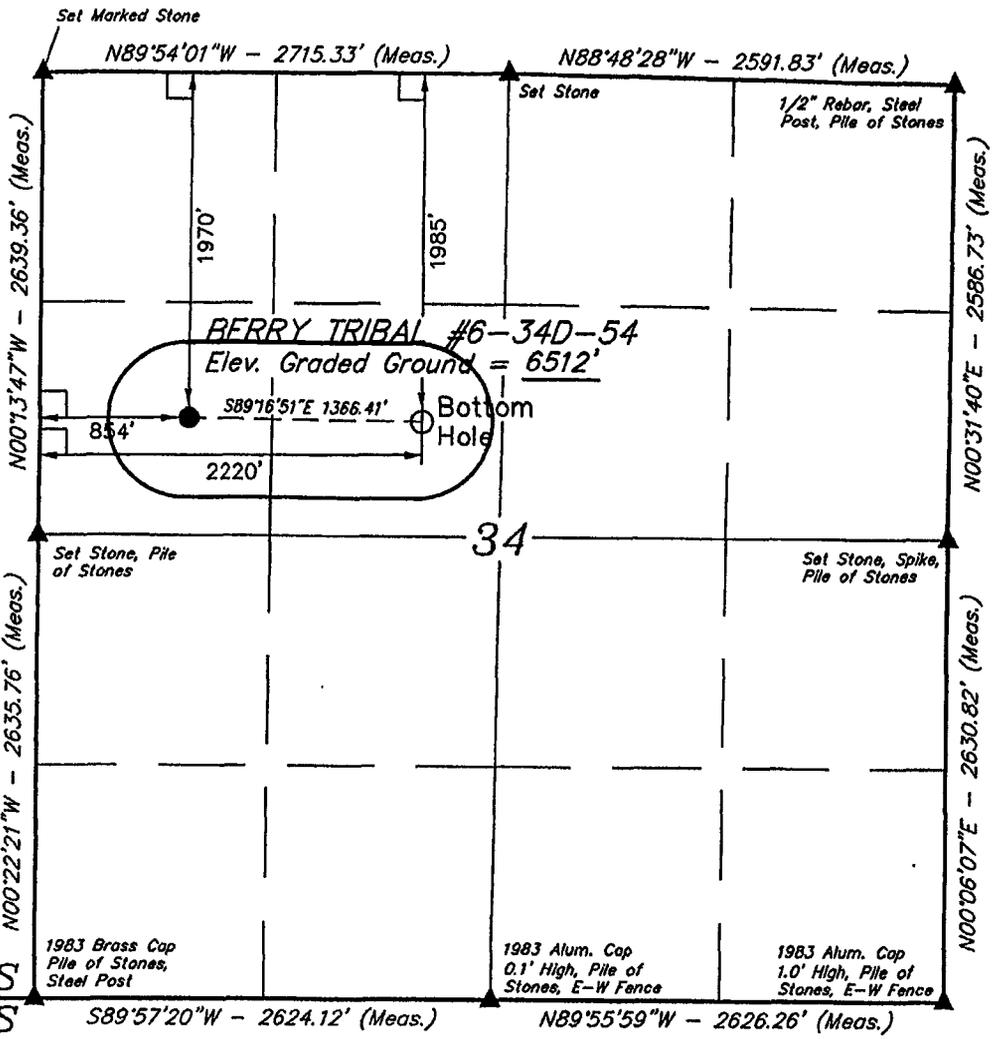
SCALE

CERTIFICATE

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



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



T5S  
T6S

LEGEND:

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

(NAD 83)  
LATITUDE = 40°00'18.04" (40.005011)  
LONGITUDE = 110°19'41.74" (110.328261)  
(NAD 27)  
LATITUDE = 40°00'17.90" (40.004972)  
LONGITUDE = 110°19'44.29" (110.328969)

SCALE 1" = 1000'	DATE SURVEYED: 04-05-07	DATE DRAWN: 06-22-07
PARTY S.H. T.P. P.M.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BERRY PETROLEUM COMPANY	

# BERRY PETROLEUM COMPANY

**BERRY TRIBAL #6-34D-54**

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 34, T5S, R4W, U.S.B.&M.

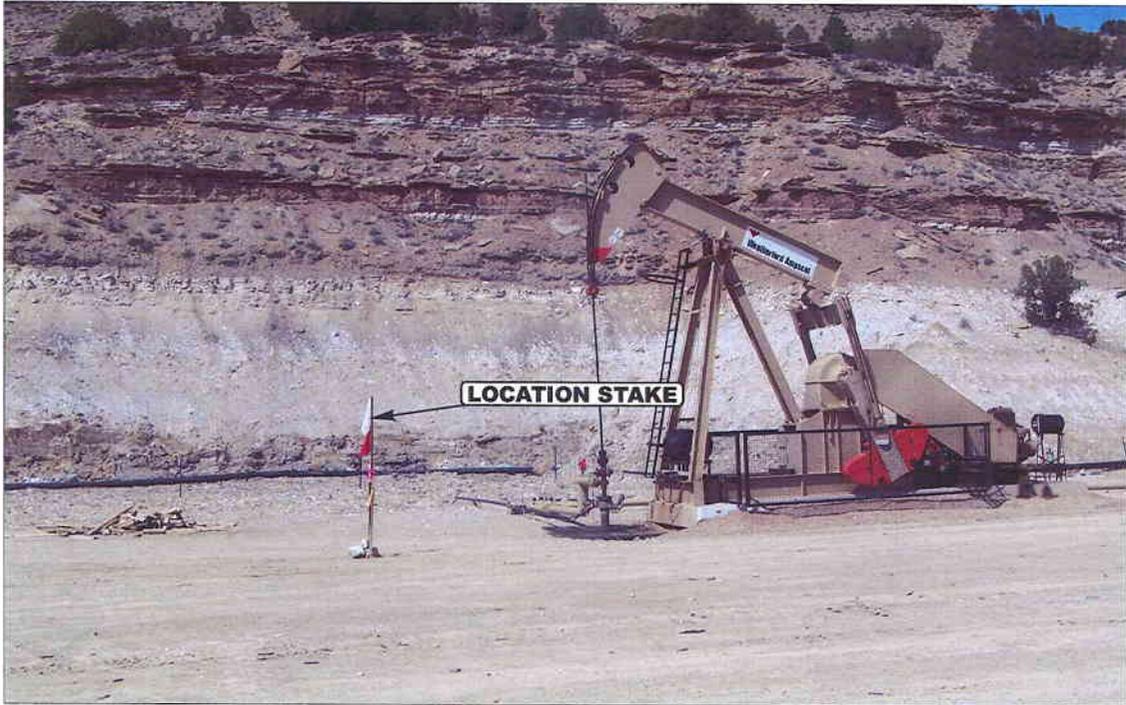


PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY

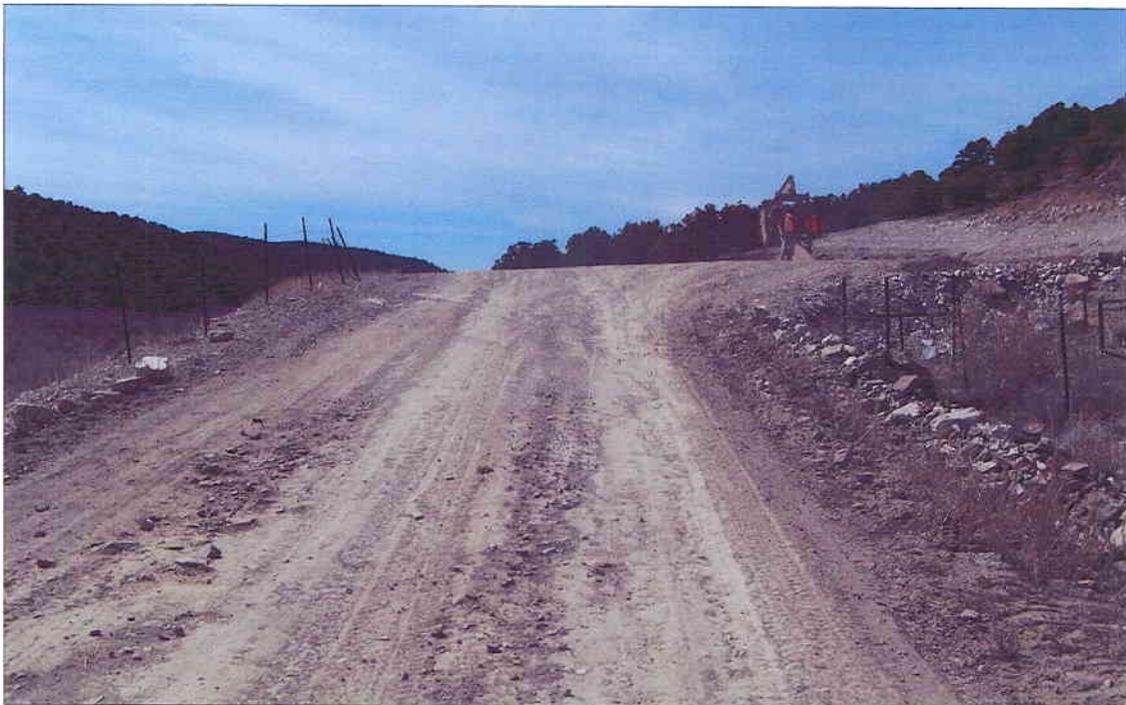


PHOTO: VIEW OF EXISTING ACCESS

CAMERA ANGLE: SOUTHWESTERLY



- Since 1964 -

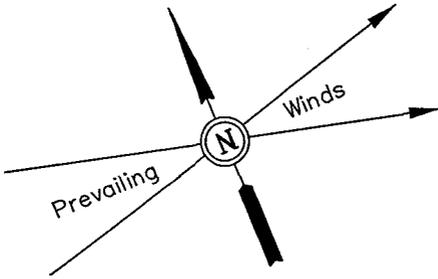
**UELS** Uintah Engineering & Land Surveying  
85 South 200 East Vernal, Utah 84078  
435-789-1017 uels@uelsinc.com

<b>TOPOGRAPHIC</b>	<b>06</b>	<b>22</b>	<b>07</b>	<b>PHOTO</b>
<b>MAP</b>	MONTH	DAY	YEAR	
TAKEN BY: S.H.	DRAWN BY: C.P.		REVISED: 00-00-00	

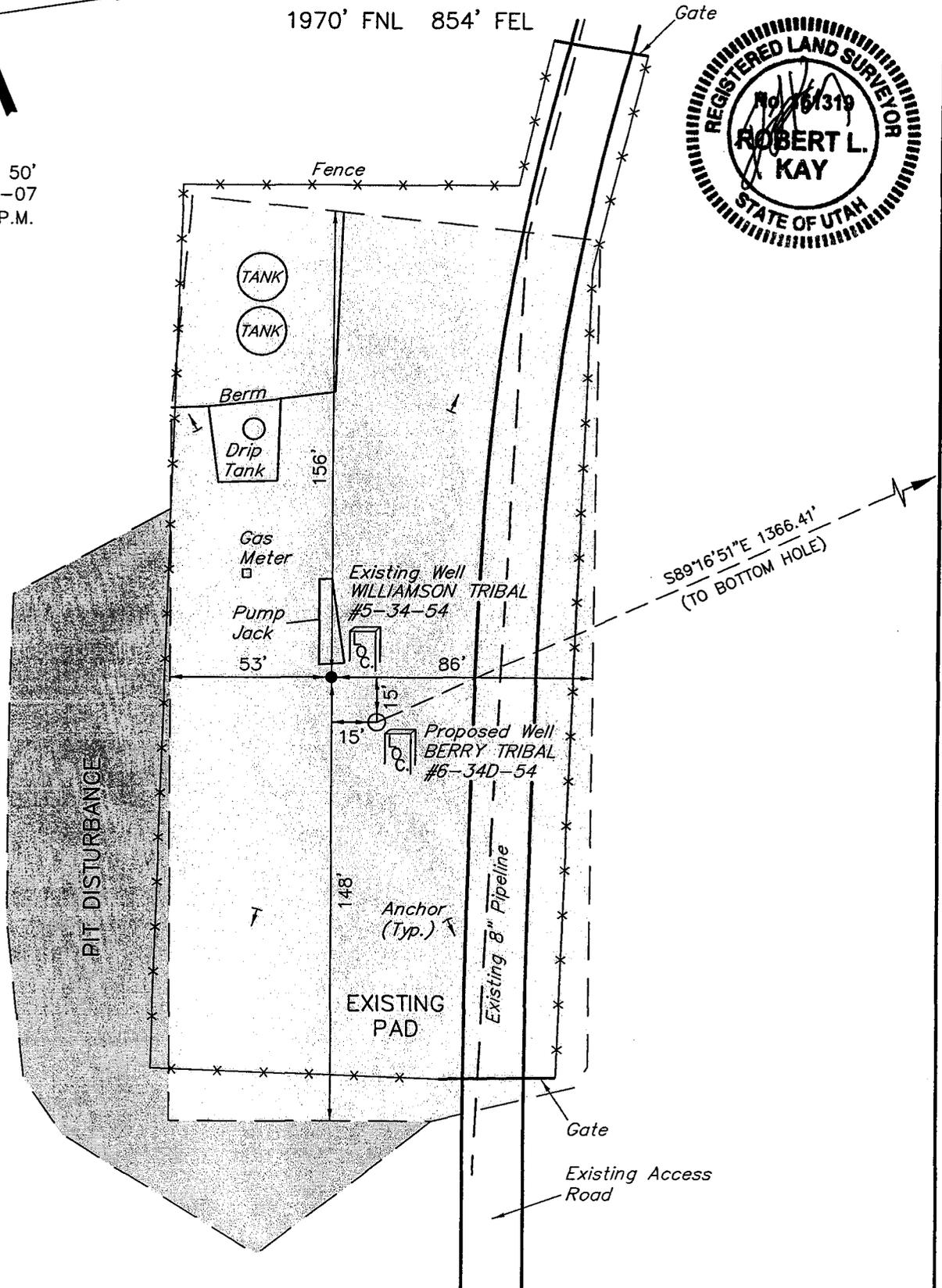
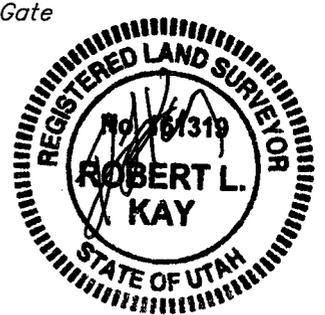
# BERRY PETROLEUM COMPANY

## LOCATION LAYOUT FOR

BERRY TRIBAL #6-34D-54  
SECTION 34, T5S, R4W, U.S.B.&M.  
1970' FNL 854' FEL

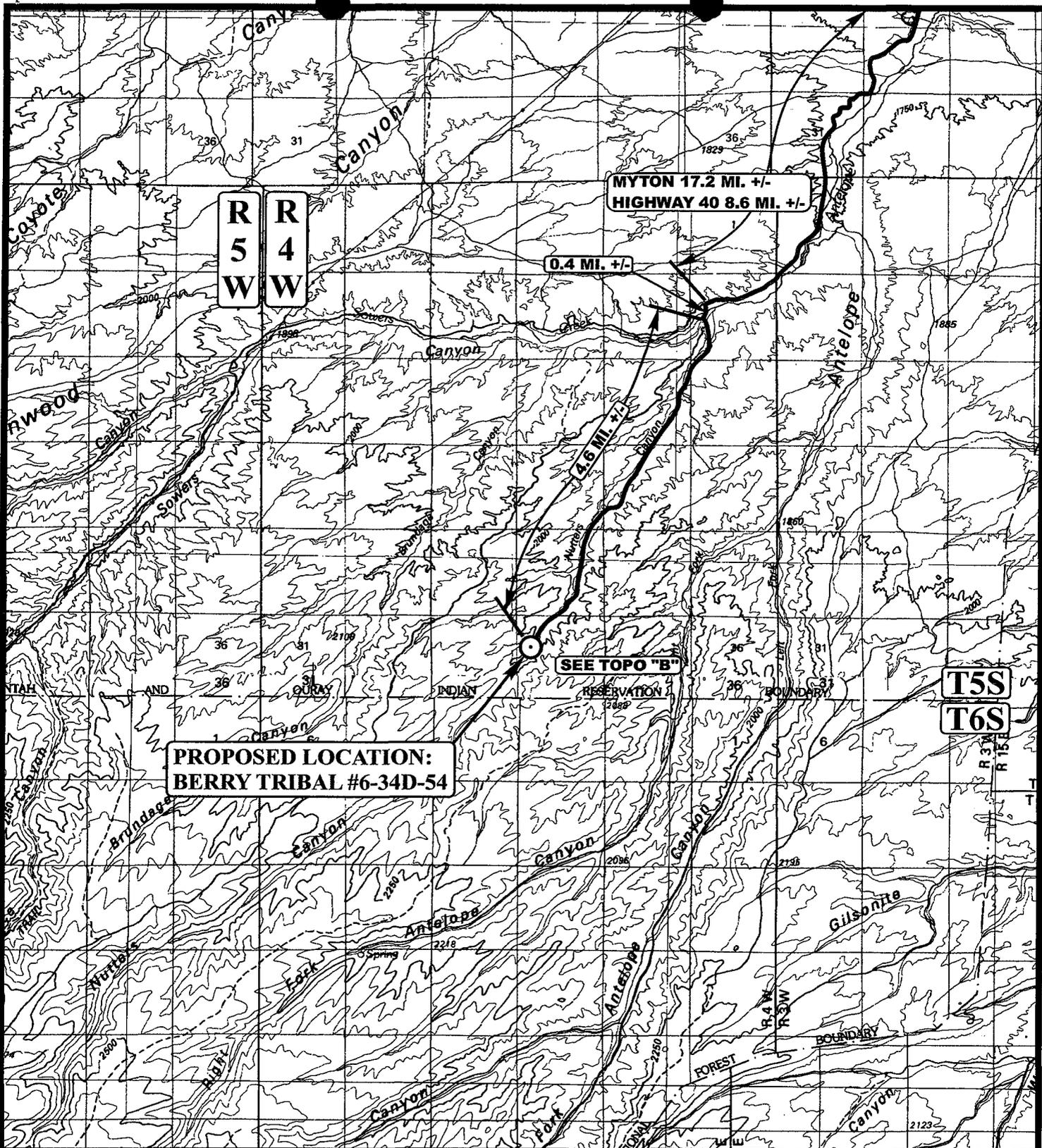


SCALE: 1" = 50'  
DATE: 06-22-07  
DRAWN BY: P.M.



Elev. Graded Ground at #6-34D-54 Location Stake = 6512.0

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



**LEGEND:**

⊙ PROPOSED LOCATION



**BERRY PETROLEUM COMPANY**

**BERRY TRIBAL #6-34D-54**  
**SECTION 34, T5S, R4W, U.S.B.&M**  
**1970' FNL 854' FWL**



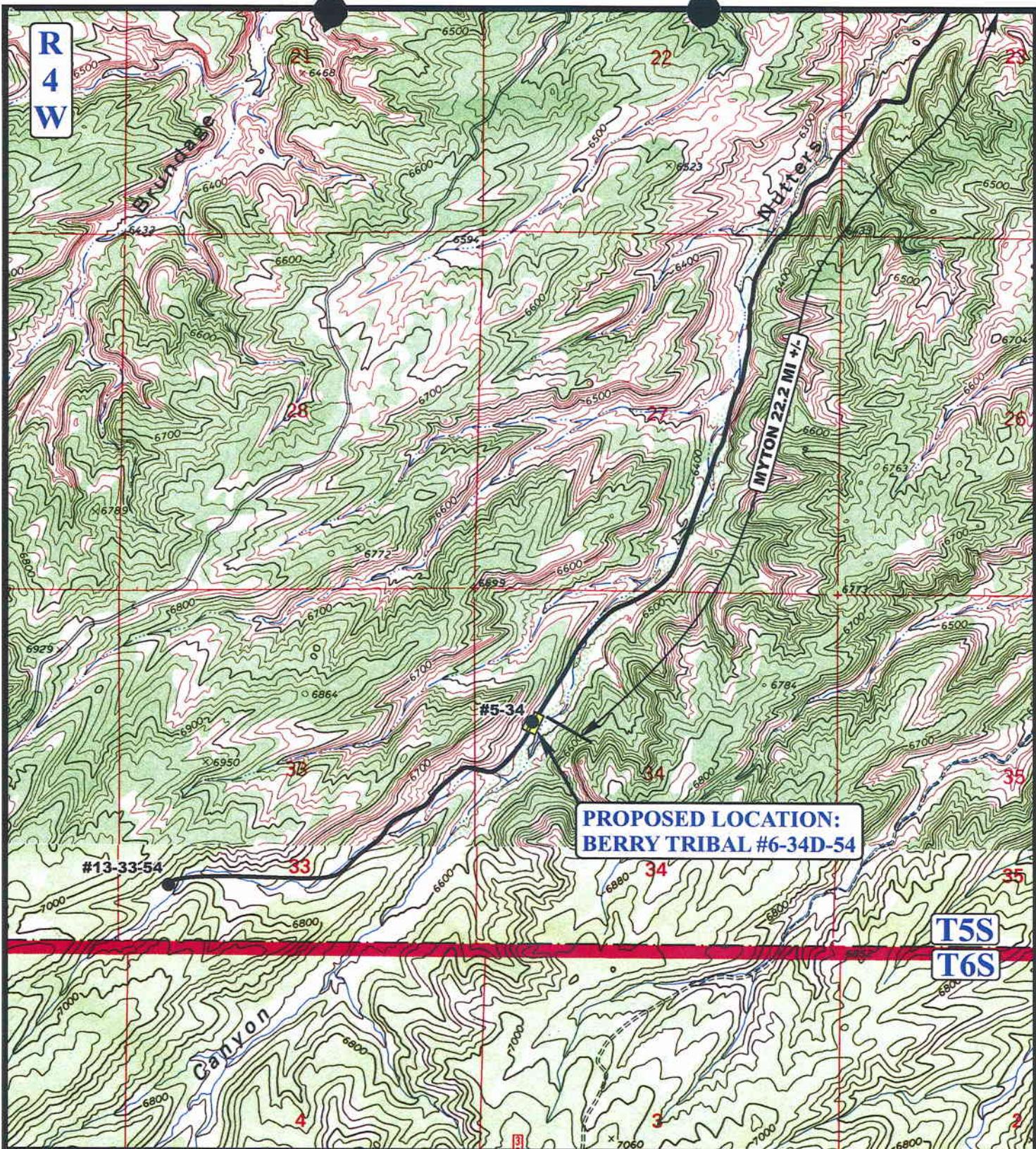
**Uintah Engineering & Land Surveying**  
 85 South 200 East Vernal, Utah 84078  
 (435) 789-1017 \* FAX (435) 789-1813

**TOPOGRAPHIC**  
**MAP**

<b>06</b>	<b>22</b>	<b>07</b>
MONTH	DAY	YEAR

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





**LEGEND:**

————— EXISTING ROAD

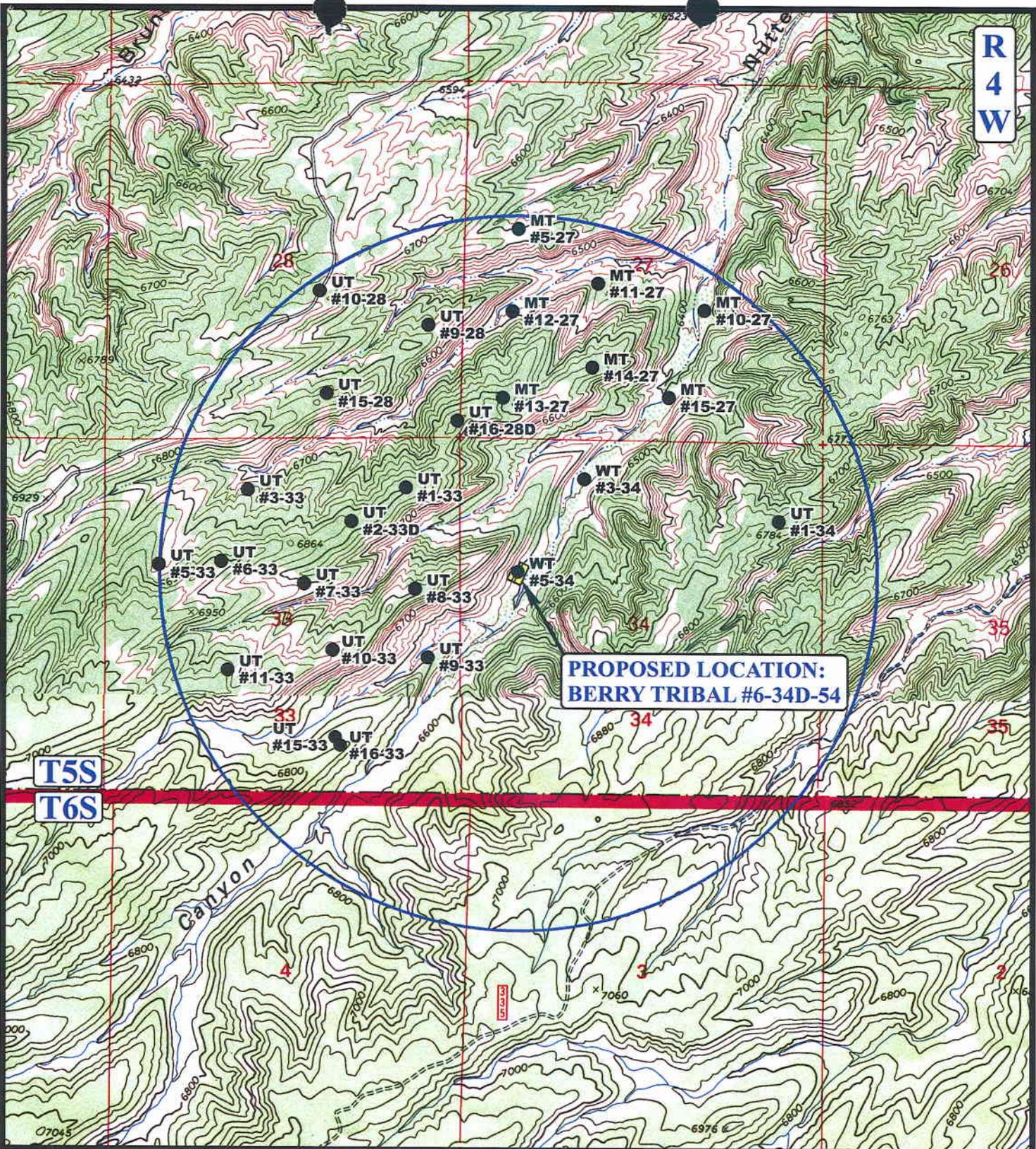
**BERRY PETROLEUM COMPANY**

**BERRY TRIBAL #6-34D-54**  
**SECTION 34, T5S, R4W, U.S.B.&M**  
**1970' FNL 854' FWL**

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



**TOPOGRAPHIC** 06 22 07  
**MAP** MONTH DAY YEAR  
 SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 00-00-00 **B**  
 TOPO



R  
4  
W

T5S  
T6S

PROPOSED LOCATION:  
BERRY TRIBAL #6-34D-54

**LEGEND:**

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



**BERRY PETROLEUM COMPANY**

**BERRY TRIBAL #6-34D-54**  
SECTION 34, T5S, R4W, U.S.B.&M  
1970' FNL 854' FWL



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

**TOPOGRAPHIC  
MAP**

**06 22 07**  
MONTH DAY YEAR

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



**WORKSHEET  
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 07/16/2007

API NO. ASSIGNED: 43-013-33727

WELL NAME: BERRY TRIBAL 6-34D-54  
 OPERATOR: BERRY PETROLEUM COMPANY ( N2480 )  
 CONTACT: SHELLEY CROZIER

PHONE NUMBER: 435-722-1325

PROPOSED LOCATION:

SWNW 34 050S 040W  
 SURFACE: 1970 FNL 0854 FWL  
 BOTTOM: 1985 FNL 2220 FWL  
 COUNTY: DUCHESNE  
 LATITUDE: 40.00507 LONGITUDE: -110.3276  
 UTM SURF EASTINGS: 557391 NORTHINGS: 4428326  
 FIELD NAME: BRUNDAGE CANYON ( 72 )

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

*SE NW*

LEASE TYPE: 2 - Indian  
 LEASE NUMBER: 14-20-H62-4955  
 SURFACE OWNER: 4 - Fee

PROPOSED FORMATION: GRRV  
 COALBED METHANE WELL? NO

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)  
*Surface owner is Berry Petro*
- Intent to Commingle (Y/N)

LOCATION AND SITING:

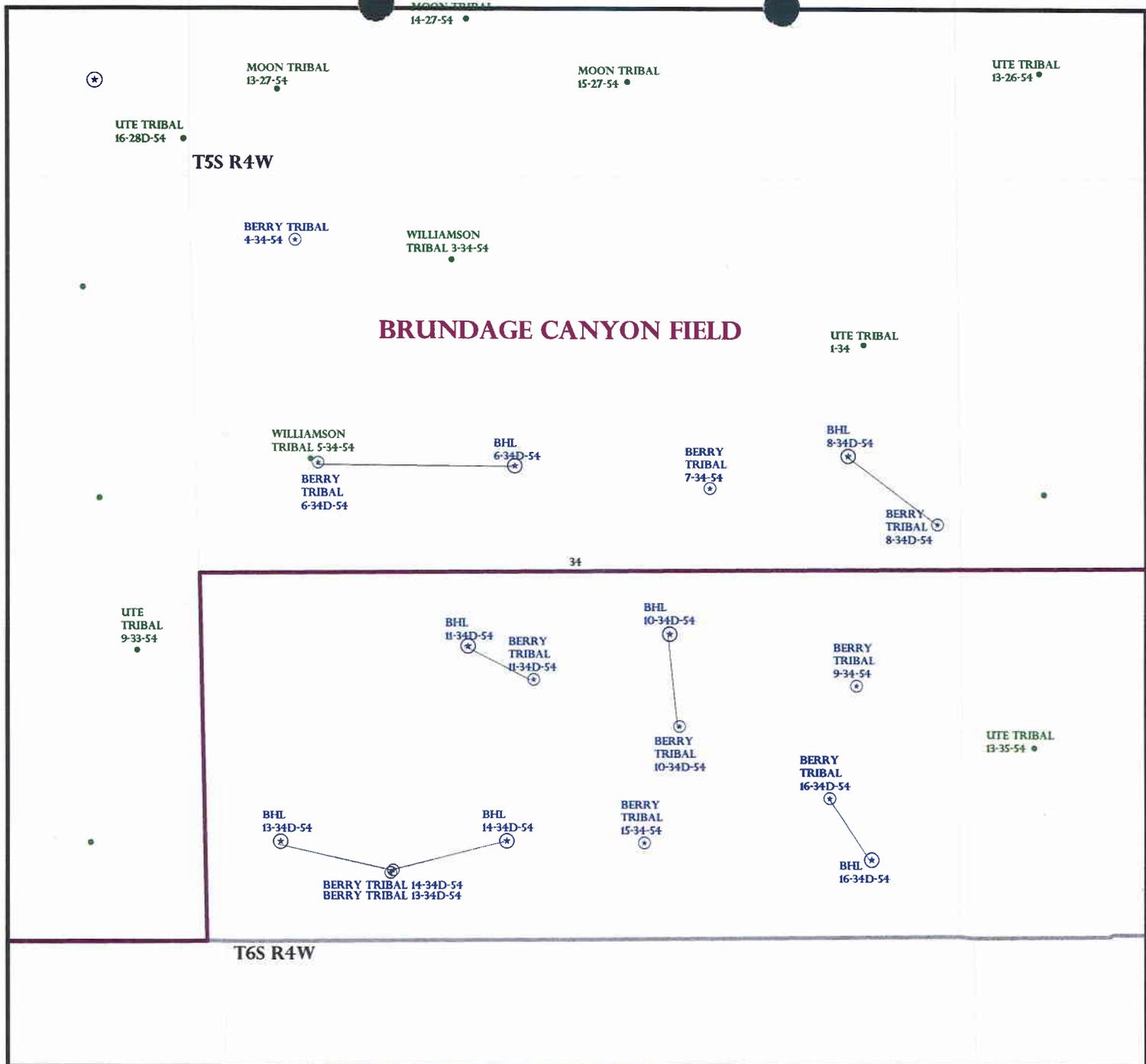
- R649-2-3.
- Unit: \_\_\_\_\_
- R649-3-2. General
- Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: \_\_\_\_\_
- Eff Date: \_\_\_\_\_
- Siting: \_\_\_\_\_
- R649-3-11. Directional Drill

COMMENTS:

*See separate DW  
Needs Permit (07-20-07)*

STIPULATIONS:

- 1- Federal Approval*
- 2- Spacing Strip*
- 3- STATEMENT OF BASIS*

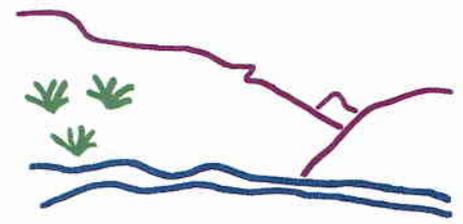


OPERATOR: BERRY PETRO CO (N2480)  
 SEC: 34 T.5S R. 4W  
 FIELD: BRUNDGE CANYON (72)  
 COUNTY: DUCHESNE  
 SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status	Unit Status
ABANDONED	EXPLORATORY
ACTIVE	GAS STORAGE
COMBINED	NF PP OIL
INACTIVE	NF SECONDARY
PROPOSED	PENDING
STORAGE	PI OIL
TERMINATED	PP GAS
	PP GEOTHERML
	PP OIL
	SECONDARY
	TERMINATED

**Wells Status**

	GAS INJECTION
	GAS STORAGE
	LOCATION ABANDONED
	NEW LOCATION
	PLUGGED & ABANDONED
	PRODUCING GAS
	PRODUCING OIL
	SHUT-IN GAS
	SHUT-IN OIL
	TEMP. ABANDONED
	TEST WELL
	WATER INJECTION
	WATER SUPPLY
	WATER DISPOSAL
	DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA MASON  
 DATE: 18-JULY-2007

# Application for Permit to Drill

## Statement of Basis

7/25/2007

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Ownr	CBM
461	43-013-33727-00-00		OW	P	No
<b>Operator</b>	BERRY PETROLEUM COMPANY	<b>Surface Owner-APD</b>			
<b>Well Name</b>	BERRY TRIBAL 6-34D-54	<b>Unit</b>			
<b>Field</b>	BRUNDAGE CANYON	<b>Type of Work</b>			
<b>Location</b>	SWNW 34 5S 4W U 1970 FNL 854 FWL GPS Coord (UTM) 557391E 4428326N				

### Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill  
APD Evaluator

7/25/2007  
Date / Time

### Surface Statement of Basis

The proposed Berry Tribal 6-34D-54 well is on an existing location with the producing Williamson Tribal 5-34-54 oil well. No significant changes will be made to the location. A closed loop mud circulation system is planned. The existing pad appears to be suitable for drilling and operating this well.

The surface for this location is owned by Berry Petroleum Co. and the minerals are owned by the US Government and held in trust for the Ute Indian Tribe. Michael Cutler of the BLM who represents the Ute Indian Tribe was invited to and attended the pre-site evaluation. He had no concerns regarding the proposed action.

Floyd Bartlett  
Onsite Evaluator

7/20/2007  
Date / Time

### Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A closed loop mud circulation system is required for this location.

# ON-SITE PREDRILL EVALUATION

## Utah Division of Oil, Gas and Mining

**Operator** BERRY PETROLEUM COMPANY  
**Well Name** BERRY TRIBAL 6-34D-54  
**API Number** 43-013-33727-0 **APD No** 461 **Field/Unit** BRUNDAGE CANYON  
**Location:** 1/4,1/4 SWNW **Sec** 34 **Tw** 5S **Rng** 4W 1970 FNL 854 FWL  
**GPS Coord (UTM)** 557397 4428312 **Surface Owner**

### Participants

Floyd Bartlett (DOGM), Jeff Crozier (Berry Petroleum), Michael Cutler (BLM).

### Regional/Local Setting & Topography

The proposed Berry Tribal 6-34D-54 well is on an existing location with the producing Williamson Tribal 5-34-54 oil well. No significant changes will be made to the location. A closed loop mud circulation system is planned. The existing pad appears to be suitable for drilling and operating this well.

The surface for this location is owned by Berry Petroleum Co. and the minerals are owned by the US Government and held in trust for the Ute Indian Tribe. Michael Cutler of the BLM who represents the Ute Indian Tribe was invited to and attended the pre-site evaluation. He had no concerns regarding the proposed action.

### Surface Use Plan

#### **Current Surface Use**

Existing Well Pad

#### **New Road**

<b>Miles</b>	<b>Well Pad</b>		<b>Src Const Material</b>	<b>Surface Formation</b>
0	<b>Width</b>	<b>Length</b>		

#### **Ancillary Facilities**

### Waste Management Plan Adequate?

### Environmental Parameters

**Affected Floodplains and/or Wetland** N

**Flora / Fauna**

**Soil Type and Characteristics**

**Erosion Issues** N

**Sedimentation Issues** N

**Site Stability Issues** N

**Drainage Diversion Required** N

**Berm Required?** N

**Erosion Sedimentation Control Required?** N

Paleo Survey Run?

Paleo Potential Observed? N

Cultural Survey Run? N

Cultural Resources? N

Reserve Pit

**Site-Specific Factors**

- Distance to Groundwater (feet)
- Distance to Surface Water (feet)
- Dist. Nearest Municipal Well (ft)
- Distance to Other Wells (feet)
- Native Soil Type
- Fluid Type
- Drill Cuttings
- Annual Precipitation (inches)
- Affected Populations
- Presence Nearby Utility Conduits

**Site Ranking**

Final Score

Sensitivity Level

**Characteristics / Requirements**

Closed Loop Mud Required? Y

Liner Required?

Liner Thickness

Pit Underlayment Required?

Other Observations / Comments

Floyd Bartlett  
Evaluator

7/20/2007  
Date / Time



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

July 26, 2007

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

Re: Berry Tribal 6-34D-54 Well, Surface Location 1970' FNL, 854' FWL, SW NW, Sec. 34, T. 5 South, R. 4 West, Bottom Location 1985' FNL, 2220' FWL, SE NW, Sec. 34, 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 43-013-33727.

Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

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



Operator: Berry Petroleum Company  
Well Name & Number Berry Tribal 6-34D-54  
API Number: 43-013-33727  
Lease: 14-20-H62-4955

Surface Location: SW NW      Sec. 34      T. 5 South      R. 4 West  
Bottom Location: SE NW      Sec. 34      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 Dustin Doucet at (801) 538-5281 (801) 733-0983 home

#### 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. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.
6. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

Page Two  
43-013-33727  
July 26, 2007

7. 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  
VERNAL FIELD OFFICE  
2007 JUL 16 PM 3:51  
DEPT. OF THE INTERIOR  
BUREAU OF LAND MGMT.

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-H62-4955
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. N/A
3a. Address 4000 SOUTH 4028 WEST RT. 2 BOX 7735, ROOSEVELT, UT. 84066	3b. Phone No. (include area code) (435) 722-1325	8. Lease Name and Well No. BERRY TRIBAL 6-34D-54
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface (SW/NW) 1970' FNL, 854' FWL At proposed prod. zone BHL: 1985' FNL, 2220' FWL		9. API Well No. 43,013,33727
14. Distance in miles and direction from nearest town or post office* 22.2 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 drig. Unit line, if any) 854'	16. No. of acres in lease 640	11. Sec., T. R. M. or BLK. and Survey or Area SEC. 34, T.5S., R.4W. U.S.B.&M.
18. Distance from proposed* to nearest well, drilling, completed, applied for, on this lease, ft. 30'	19. Proposed Depth 5727'	12. County or Parrish DUCHESNE
21. Elevations (Show whether DF, KDB, RT, GR, etc.) 6512' GR	22. Approximate date work will start* REFER TO BPC SOP PLAN	13. State UTAH
17. Spacing Unit dedicated to this well 40		
20. BLM/BIA Bond No. on file UTB000035 / RLB0005750		
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.

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

25. Signature <i>Shelley E. Crozier</i>	Name (Printed/Typed) SHELLEY E. CROZIER	Date 07/10/07
Title REGULATORY & PERMITTING SPECIALIST		
Approved by (Signature) <i>Jessy Nawozka</i>	Name (Printed/Typed) JESSY NAWOZKA	Date 10-9-2007
Title Assistant Field Manager Land & Mineral Resources		
Office VERNAL FIELD OFFICE		

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, 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

CONDITIONS OF APPROVAL ATTACHED  
RECEIVED

OCT 11 2007

VERNAL FIELD OFFICE



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. 34, T5S, R4W  
**Well No:** Berry Tribal 6-34D-54      **Lease No:** 14-20-H62-4955  
**API No:** 43-013-33727      **Agreement:** N/A

Title	Name	Office Phone Number	Cell Phone Number
Petroleum Engineer:	Matt Baker	(435) 781-4490	(435) 828-4470
Petroleum Engineer:	Michael Lee	(435) 781-4432	(435) 828-7875
Petroleum Engineer:	James Ashley	(435) 781-4470	(435) 828-7874
Petroleum Engineer:	Ryan Angus	(435) 781-4430	(435) 828-7368
Supervisory Petroleum Technician:	Jamie Sparger	(435) 781-4502	(435) 828-3913
NRS/Enviro Scientist:	Paul Buhler	(435) 781-4475	(435) 828-4029
NRS/Enviro Scientist:	Karl Wright	(435) 781-4484	(435) 828-7381
NRS/Enviro Scientist:	Holly Villa	(435) 781-4404	
NRS/Enviro Scientist:		(435) 781-4476	
NRS/Enviro Scientist:	Chuck MacDonald	(435) 781-4441	(435) 828-7481
NRS/Enviro Scientist:	Jannice Cutler	(435) 781-3400	(435) 828-3544
NRS/Enviro Scientist:	Michael Cutler	(435) 781-3401	(435) 828-3546
NRS/Enviro Scientist:	Anna Figueroa	(435) 781-3407	(435) 828-3548
NRS/Enviro Scientist:	Verlyn Pindell	(435) 781-3402	(435) 828-3547
NRS/Enviro Scientist:	Darren Williams	(435) 781-4447	
NRS/Enviro Scientist:	Nathan Packer	(435) 781-3405	(435) 828-3545

Fax: (435) 781-3420

**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 two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, 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/ROW 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 Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- 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 Surface COAs**

- If there is an active Gilsonite mining operation within 2 miles of the well location, operator shall notify the Gilsonite operator at least 48 hours prior to any blasting during construction.
- If paleontological materials are uncovered during construction, the operator is to immediately stop work and contact the Authorized Officer AO. A report will be prepared by a BLM permitted paleontologist and submitted to the AO at the completion of surface disturbing activities.

**Specific Surface COAs**

- Berry Petroleum certified in the APD submitted to the Bureau of Land Management that they are the surface owners of this proposed well. See Berry Petroleum Company Multipoint Surface Use and Operation Plan located in respective APD. No additional COAs are necessary.

## **DOWNHOLE CONDITIONS OF APPROVAL**

### **SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL**

- None

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

### **DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS**

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- Blowout prevention equipment BOPE shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall 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 shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall 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.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources such as Gilsonite, tar sands, oil shale, trona, etc. to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth from KB or GL of encounter, vertical footage of the encounter and, the name of the person making the report along with a telephone number should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.

- Chronologic drilling progress reports shall 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.
- A cement bond log CBL will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other 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.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

## OPERATING REQUIREMENT REMINDERS:

- 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.
- In accordance with 43 CFR 3162.4-3, this well shall 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.
- 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:
  - Operator name, address, and telephone number.
  - Well name and number.
  - Well location  $\frac{1}{4}$  Sec., Twn, Rng, and P.M..
  - Date well was placed in a producing status date of first production for which royalty will be paid.
  - 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.
  - 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.
  - Unit agreement and/or participating area name and number, if applicable.
  - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees NTL 4A and needs prior approval from the BLM Vernal Field Office.
- 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, shall 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.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" BLM Form 3160-4 shall 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, shall 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 shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal 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 shall 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. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- 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.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall 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 shall be obtained and notification given before resumption of operations.
- 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.
- 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.

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.

5. Lease Designation and Serial Number:  
**14-20-H62-4955**

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

7. Unit Agreement Name:

8. Well Name and Number:  
**BERRY TRIBAL 6-34D-54**

9. API Well Number:  
**43-013-33727**

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: **1970' FNL, 854' FWL BHL: 1985' FNL, 2220' FWL**  
County: **DUCHESNE,**  
QQ, Sec., T., R., M.: **SW/NW SEC. 34, T5S, R4W USB&M**  
State: **UTAH**

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

NOTICE OF INTENT  
(Submit in Duplicate)

Abandon  New Construction

Repair Casing  Pull or Alter Casing

Change of Plans  Recomplete

Convert to Injection  Reperforate

Fracture Treat or Acidize  Vent or Flare

Multiple Completion  Water Shut-Off

Other ONE YEAR EXTENSION

SUBSEQUENT REPORT  
(Submit Original Form Only)

Abandon  New Construction

Repair Casing  Pull or Alter Casing

Change of Plans  Reperforate

Convert to Injection  Vent or Flare

Fracture Treat or Acidize  Water Shut-Off

Other \_\_\_\_\_

Approximate date work will start \_\_\_\_\_

Date of work completion \_\_\_\_\_

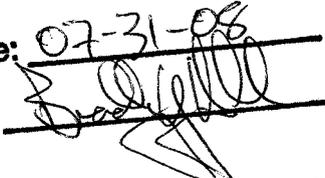
Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

\* 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 BOND #RLB0005651  
Utah Division of  
Oil, Gas and Mining

Date: 07-31-08  
By: 

Name & Signature: SHELLEY E. CROZIER  Title: REGULATORY & PERMITTING SPECIALIST Date: 07/22/08

(This space for Federal or State office use)

COPY SENT TO OPERATOR

Date: 8.4.2008

Initials: KS

(See instructions on reverse Side)

**RECEIVED**  
**JUL 25 2008**  
**DIV. OF OIL, GAS & MINING**

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

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

**API:** 43-013-33727  
**Well Name:** BERRY TRIBAL 6-34D-54  
**Location:** (SW/NW) 1970' FNL, 854' FWL, SEC. 34-T5S-R4W  
**Company Permit Issued to:** BERRY PETROLEUM COMPANY  
**Date Original Permit Issued:** 7/26/2007

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 Crozier  
Signature

7/22/2008  
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED  
JUL 25 2008  
DIV. OF OIL, GAS & MINING

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-4955
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
3. ADDRESS OF OPERATOR: 4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1970' FNL, 854' FWL BHL: 1985' FNL, 2220' FWL COUNTY: DUCHESNE		8. WELL NAME and NUMBER: BERRY TRIBAL 6-34D-54
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 34 T5S R4W STATE: UTAH		9. API NUMBER: 4301333727
		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON

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: 1 YEAR EXTENSION
	<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.

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

Approved by the  
Utah Division of  
Oil, Gas and Mining

STATE BOND # RLB0005651

Date: 07-20-09  
By: [Signature]

COPY SENT TO OPERATOR  
Date: 7.28.2009  
Initials: KS

NAME (PLEASE PRINT) <u>SHELLEY E. CROZIER</u>	TITLE <u>REGULATORY &amp; PERMITTING SPECIALIST</u>
SIGNATURE <u>[Signature]</u>	DATE <u>7/14/2009</u>

(This space for State use only)

RECEIVED  
JUL 15 2009



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

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

**API:** 43-013-33727  
**Well Name:** BERRY TRIBAL 6-34D-54  
**Location:** (SW/NW) 1970' FNL, 854' FWL, SEC. 34-T5S-R4W  
**Company Permit Issued to:** BERRY PETROLEUM COMPANY  
**Date Original Permit Issued:** 7/26/2007

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

7/14/2009  
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED

JUL 15 2009

DIV. OF OIL, GAS & MINING

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

FORM APPROVED  
OMB No. 1004-0137  
Expires: July 31, 2010

**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-H62-4955

6. If Indian, Allottee or Tribe Name  
UTE

**SUBMIT IN TRIPLICATE – Other instructions on page 2.**

1. Type of Well  
 Oil Well     Gas Well     Other

2. Name of Operator  
BERRY PETROLEUM COMPANY

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)  
1970' FNL, 854' FWL    BHL: 1985' FNL, 2220' FWL    (SW/NW) SEC. 34-T5S-R4W

7. If Unit of CA/Agreement, Name and/or No.  
N/A

8. Well Name and No.  
BERRY TRIBAL 6-34D-54

9. API Well No.  
43-013-33727

10. Field and Pool or Exploratory Area  
BRUNDAGE CANYON

11. Country or Parish, State  
DUCHESNE COUNTY, UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input 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"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	1 YR. EXTENSION
	<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 of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must 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 must be filed once testing has been completed. Final Abandonment Notices must 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 PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

RECEIVED  
 VERNAL FIELD OFFICE  
 2009 SEP 14 PM 1 49  
 DEPT OF THE INTERIOR  
 BUREAU OF LAND MGMT

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

Title REGULATORY & PERMITTING SPECIALIST

Signature *Shelley E. Crozier* Date 09/10/2009

**THIS SPACE FOR FEDERAL OR STATE OFFICE USE**

Approved by *Carey St. John* Title Petroleum Engineer Date 09 29 2009

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.

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)

NOV 30 2009

DIR. OF OIL, GAS & MINING



<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>  <b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> 14-20-H62-4955
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.	<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b> UTE  <b>7. UNIT or CA AGREEMENT NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> BERRY TRIBAL 6-34D-54
<b>2. NAME OF OPERATOR:</b> BERRY PETROLEUM COMPANY	<b>9. API NUMBER:</b> 43013337270000
<b>3. ADDRESS OF OPERATOR:</b> 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066	<b>PHONE NUMBER:</b> 303 999-4044 Ext
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1970 FNL 0854 FWL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWNW Section: 34 Township: 05.0S Range: 04.0W Meridian: U	<b>9. FIELD and POOL or WILDCAT:</b> BRUNDAGE CANYON  <b>COUNTY:</b> DUCHESNE  <b>STATE:</b> UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 7/26/2011  <input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:  <input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:  <input type="checkbox"/> <b>DRILLING REPORT</b> Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: _____

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

BERRY PETROLEUM RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE BERRY TRIBAL 6-34D-54 BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR.

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

**Date:** June 14, 2010

**By:**

<b>NAME (PLEASE PRINT)</b> Kathy K. Fieldsted	<b>PHONE NUMBER</b> 435 722-1325	<b>TITLE</b> Sr. Regulatory & Permitting Tech.
<b>SIGNATURE</b> N/A	<b>DATE</b> 6/14/2010	



**The Utah Division of Oil, Gas, and Mining**

- State of Utah  
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

**Request for Permit Extension Validation Well Number 43013337270000**

**API:** 43013337270000

**Well Name:** BERRY TRIBAL 6-34D-54

**Location:** 1970 FNL 0854 FWL QTR SWNW SEC 34 TWNP 050S RNG 040W MER U

**Company Permit Issued to:** BERRY PETROLEUM COMPANY

**Date Original Permit Issued:** 7/26/2007

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.

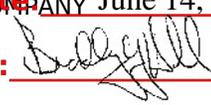
- If located on private land, has the ownership changed, if so, has the surface agreement been updated?  Yes  No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?  Yes  No
- Has there been any unit or other agreements 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 rightof- 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

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

**Signature:** Kathy K. Fieldsted

**Date:** 6/14/2010

**Title:** Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY **Date:** June 14, 2010

**By:** 

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

RECEIVED

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

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

JUL 30 2010

BLM

**SUBMIT IN TRIPLICATE - Other instructions on reverse side.**

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 1420H624955
2. Name of Operator BERRY PETROLEUM COMPANY Contact: KATHY K FIELDSTED E-Mail: kkf@bry.com		6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
3a. Address 4000 SOUTH 4028 WEST ROOSEVELT, UT 84066	3b. Phone No. (include area code) Ph: 435-722-1325 Fx: 435-722-1321	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 34 T5S R4W SWNW 1970FNL 854FWL		8. Well Name and No. BERRY TRIBAL 6-34D-54
		9. API Well No. 43-013-33727-00-X1
		10. Field and Pool, or Exploratory BRUNDAGE CANYON
		11. County or Parish, and State DUCHESNE COUNTY, UT

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input 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"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Change to Original PD
	<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 recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

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

THE APD WAS ORIGINALLY APPROVED OCTOBER 9, 2007 AND WITH AN ADDITIONAL ONE YEAR EXTENSION BEING APPROVED IN OCTOBER 29, 2009.

RECEIVED

MAR 14 2011

DIV. OF OIL, GAS & MINING

VERNAL FIELD OFFICE  
ENG. JD FEB 2 2011  
GEOL. \_\_\_\_\_  
E.S. \_\_\_\_\_  
PET. \_\_\_\_\_  
GEO. \_\_\_\_\_

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

Electronic Submission #90479 verified by the BLM Well Information System For BERRY PETROLEUM COMPANY, sent to the Vernal Committed to AFMSS for processing by GAIL JENKINS on 07/30/2010 (10GJ19288E)

Name (Printed/Typed) KATHY K FIELDSTED	Title SR. REG & PERMITTING TECH
Signature (Electronic Submission)	Date 07/30/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By <b>DENIED</b>	Title _____	Date FEB 25 2011
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office VERNAL FIELD OFFICE	

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

# **APD Extension – Denied**

## **Berry Petroleum Company**

### **Notice of Intent**

**Lease:** 14-20-H62-4955  
**Well:** Tribal 6-34D-54  
**Location:** SWNW Sec 34-T5S-R4W

An extension for the referenced APD is not granted for the following conditions:

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1. Onshore Order 1, Section III, Subpart G, regarding APD Extensions, stipulates that an operator must submit “a written request before the expiration of the original approval...” Your request arrived 9 months after the original APD approval period ended.

If you have any other questions concerning this matter, please contact Carey Doyle of this office at (435) 781-4430.

# United States Department of the Interior



## BUREAU OF LAND MANAGEMENT

Green River District-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>



**MAR 25 2011**

IN REPLY REFER TO:  
3160 (UTG011)

Kathy K. Fieldsted  
Berry Petroleum Company  
4000 South 4028 West  
Roosevelt, UT 84066

43 013 33727

Re: Notice of Expiration  
Well No. Berry Tribal 6-34D-54  
SWNW, Sec. 34, T5S, R4W  
Duchesne County, Utah  
Lease No. 14-20-H62-4955

Dear Ms. Fieldsted:

The Application for Permit to Drill (APD) for the above-referenced well was approved on October 9, 2007. A one (1) year extension of the original APD was requested. The request was reviewed and the extension was approved until October 9, 2010. Another extension request was received on July 30, 2010 and this request was denied on February 25, 2011 due to a written request not received before the expiration of the original APD approval. 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.

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 Cindy Severson at (435) 781-4455.

Sincerely,

Jerry Kenczka  
Assistant Field Manager  
Lands & Mineral Resources

cc: UDOGM  
BIA  
Ute Tribe

**RECEIVED**

**MAR 29 2011**

**DIV. OF OIL, GAS & MINING**



GARY R. HERBERT  
Governor

GREGORY S. BELL  
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

June 27, 2011

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

43 013 33727  
Berry Tribal 6-3AD-54  
5S 4W 34

Re: APDs Rescinded for Berry Petroleum Company  
Duchesne County

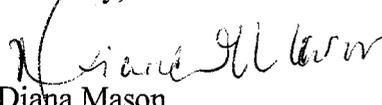
Dear Ms. Fieldsted:

Enclosed find the list of APDs that are being rescinded per your request to Berry Petroleum Company. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective June 22, 2011.

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



Ute Tribal 15-29D-55	43-013-33704
Ute Tribal 10-20D-55	43-013-33705
→ Berry Tribal 6-34D-54	43-013-33727
Ute Tribal 15-16D-55	43-013-33766
Ute Tribal 9-16D-55	43-013-33767
Ute Tribal 5-28D-55	43-013-33789
Ute Tribal 3-28D-55	43-013-33790