

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-H62-5019	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 5-28D-55
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 546111X 4430133Y 40.022035 -110.459613 1044' FNL, 476' FWL NAD 27 AT PROPOSED PRODUCING ZONE: 546187X 4429803Y 40.019061 -110.458783 2127' FNL 707' FWL 40.022036 LAT 110.459369 LONG		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 33.0 MILES FROM MYTON, UTAH		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: (NW/NW) SEC. 28, T.5S., R.5W. U.S.B.&M.	
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 476'	16. NUMBER OF ACRES IN LEASE: 640	12. COUNTY: DUCHESNE	13. STATE: UTAH
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 700'	19. PROPOSED DEPTH: 6050'	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 7444' GR	22. APPROXIMATE DATE WORK WILL START: REFER TO BPC SOP PLAN	20. BOND DESCRIPTION: RLB0005651	
		23. ESTIMATED DURATION: REFER TO BPC SOP PLAN	

24. PROPOSED CASING AND CEMENTING PROGRAM

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

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 10/10/07

(This space for State use only)

API NUMBER ASSIGNED: 43-013-33789

Approved by the
Utah Division of
Oil, Gas and Mining
APPROVAL:

RECEIVED

OCT 15 2007

DIV. OF OIL, GAS & MINING

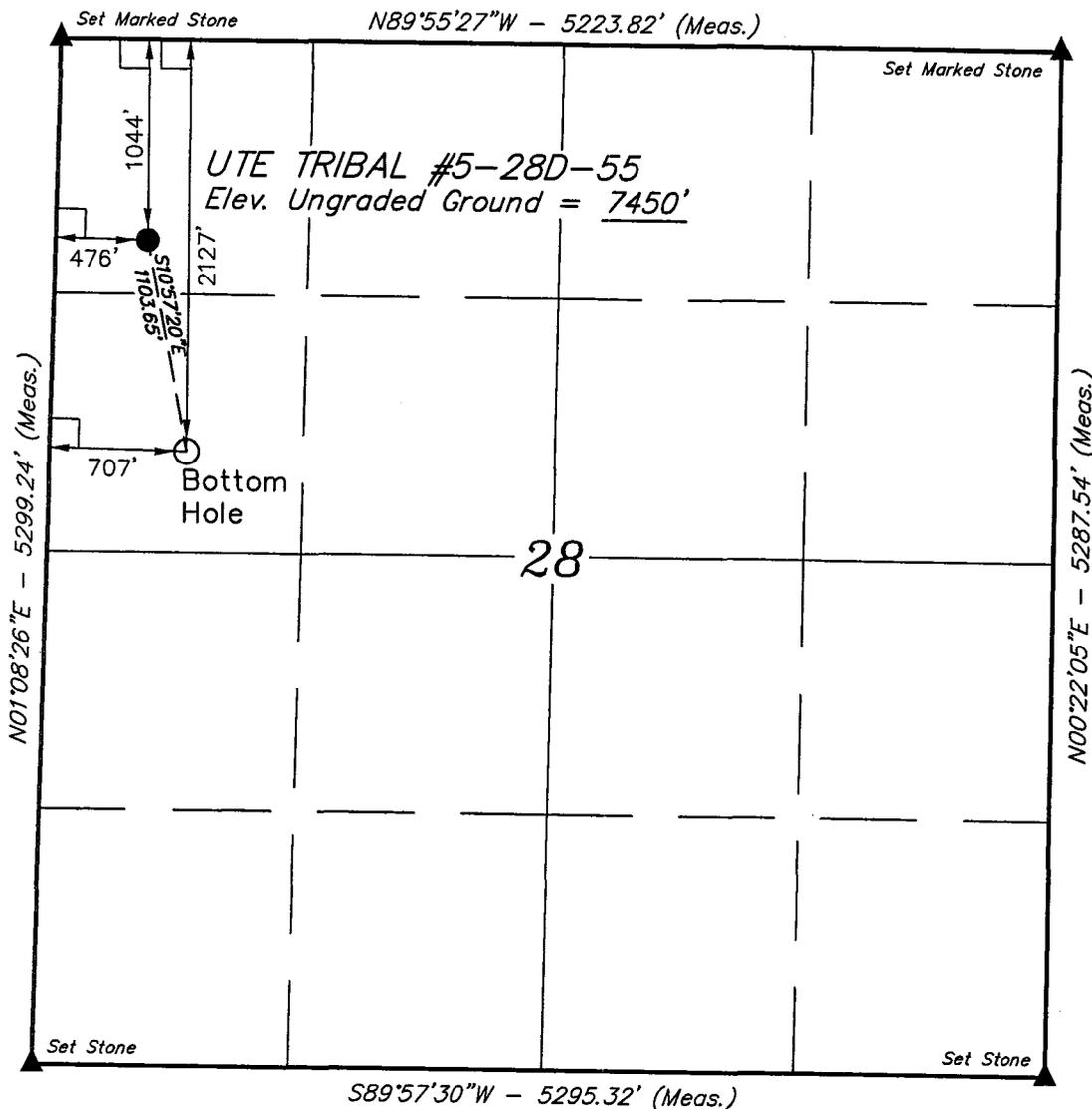
(11/2001)

Federal Approval of this
Action is Necessary

Date: 10-16-07
(See Instructions on Reverse Side)

By: *[Signature]*

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



LEGEND:

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

(NAD 83)
 LATITUDE = 40°01'19.19" (40.021997)
 LONGITUDE = 110°27'36.28" (110.460078)
 (NAD 27)
 LATITUDE = 40°01'19.33" (40.022036)
 LONGITUDE = 110°27'33.73" (110.459369)

BERRY PETROLEUM COMPANY

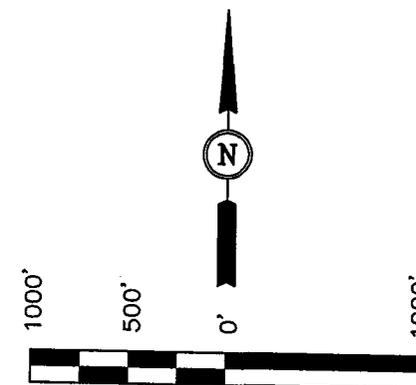
Well location, UTE TRIBAL #5-28D-55, located as shown in the NW 1/4 NW 1/4 of Section 28, T5S, R5W, U.S.B.&M., Duchesne County, Utah.

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

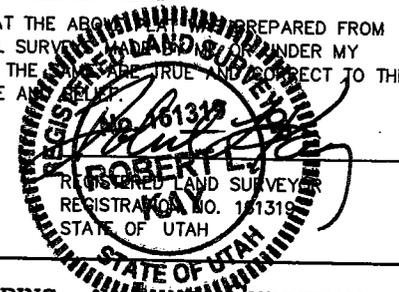
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE MAP WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE 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: 01-16-07	DATE DRAWN: 02-06-07
PARTY S.H. T.P. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	

SELF-CERTIFICATION STATEMENT

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

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

Ute Tribal 5-28D-55

NW 1/4, NW 1/4, 1044' FNL 476' FWL, Section 28, T. 5 S., R. 5 W., U.S.B.& M.

BHL: SW 1/4, NW 1/4, 2127' FNL 707' FWL

Lease BIA 14-20-H62-5019

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

Ute Tribal 5-28D-55

Surface location: NW 1/4, NW 1/4, 1044' FNL 476' FWL, Section 28, T. 5 S., R. 5 W., U.S.B.& M.

BHL: SW 1/4, NW 1/4, 2127' FNL 707' 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	1,424'	1,477'
Green River Upper Marker	2,007'	2,052'
Mahogany	2,600'	2,641'
Tgr3 Marker	3,616'	3,665'
Douglas Creek	4,373'	4,421'
*Black Shale	5,005'	5,046'
*Castle Peak	5,283'	5,331'
Uteland Butte Ls.	5,681'	5,736'
Wasatch	5,877'	5,948'
TD	5,977'	6,050'
Base of Moderately Saline	7,326'	7,482'

*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).

Berry Petroleum Company
Drilling Program
Ute Tribal 5-28D-55
Duchesne County, Utah
Page Two

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

Ute Tribal 5-28D-55

Surface location NW 1/4, NW 1/4, 1044' FNL 476' FWL, Section 28, T. 5 S., R. 5 W., U.S.B. & M.

BHL: SW 1/4, NW 1/4, 2127' FNL 707' FWL

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 5-28D-55 location, in Section 28-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 southwest and proceed 14.8 miles. Continue southwest then north 5.5 miles. Turn southwest 0.7 miles, then west and north 0.5 miles. Turn west then northeast 2.9 miles to the Ute Tribal 5-28D-55 access road. Proceed 30' +/- feet to the Ute Tribal 5-28D-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: 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

Ute Indian Tribe

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.

October 10, 2007
DATE

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

APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY

BERRY PETROLEUM COMPANY, having a resident or principal place of business at Route 2 Box 7735, 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 #5-28D-55

Across the following described Indian Lands NW 1/4 NW 1/4 OF SECTION 28, T5S, R5W, U.S.B.&M.

Drill Site = 1.993 Ac.

Corridor R-O-W = N/A Ac.
(Access Road & Pipeline)

Total Acreage = 1.993 Acres

4" to 6" SDR-11 POLY PIPELINE

Said Right-of-Way to be approximately N/A feet in length, 30 feet in width, and N/A 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 16 day of Feb., 2007.

Rebekka Bingham
WITNESS

BERRY PETROLEUM COMPANY
APPLICANT

Amy Heinicke
WITNESS

Ed Courtright
Ed Courtright/Production Foreman
Route 2 Box 7735
Roosevelt, Utah 84066
Phone:(435)722-1325

SUPPORTING DOCUMENTS:

- () Written consent of the landowners.
- () Evidence of good faith and financial responsibility.
- (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 #5-28D-55
DAMAGE AREA & CORRIDOR RIGHT-OF-WAY
SECTION 28, T5S, R5W, U.S.B.&M.

TOTAL CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

CORRIDOR RIGHT-OF-WAY IS CONTAINED WITHIN THE DAMAGE AREA.

ENGINEER'S AFFIDAVIT

STATE OF UTAH }
COUNTY OF Uintah } SS.

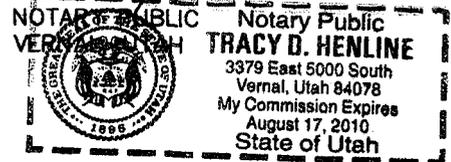
ROBERT L. KAY, BEING FIRST DULY SWORN DEPOSES AND STATES THAT HE IS THE REGISTERED LAND SURVEYOR, FOR BERRY PETROLEUM COMPANY, THAT THESE SURVEYS WERE MADE BY HIM (OR UNDER HIS SUPERVISION); THAT HE HAS EXAMINED THE FIELD NOTES OF THE SURVEYS OF THE DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY AS DESCRIBED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



ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 16 DAY OF Feb 2007.

MY COMMISSION EXPIRES Aug 17, 2010



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, BEGINNING AND ENDING AS SHOWN ON THIS MAP, 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.

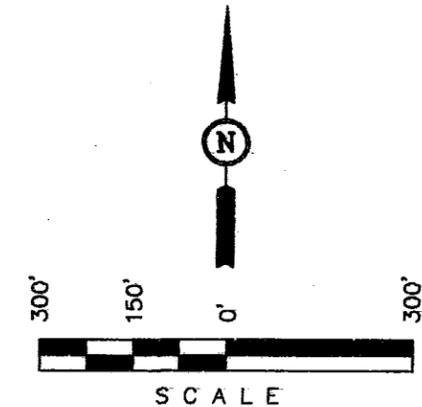
Ed Courtright
APPLICANT

PRODUCTION SUPERVISOR

TITLE

BERRY PETROLEUM COMPANY
LOCATION DAMAGE AREA & CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS
 (For UTE TRIBAL #5-28D-55)

LOCATED IN
 SECTION 28, T5S, R5W, U.S.B.&M.,
 DUCHESNE COUNTY, UTAH



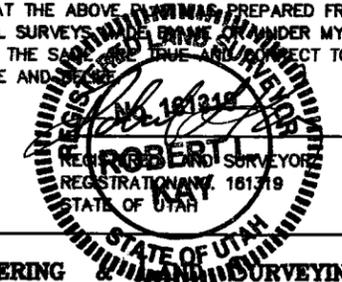
BASIS OF BEARINGS
 BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NW 1/4 NW 1/4 OF SECTION 28, T5S, R5W, U.S.B.&M., WHICH BEARS S31°18'31"E 978.53' FROM THE NORTHWEST CORNER OF SAID SECTION 28, THENCE S40°04'09"E 260.00'; THENCE S49°55'51"W 230.00'; THENCE S80°11'15"W 138.92'; THENCE N40°04'09"W 190.00'; THENCE N49°55'51"E 350.00' 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 UNDER MY SUPERVISION AND THAT THE SAID PLAT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



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

SCALE 1" = 300'	DATE 02-06-07
PARTY S.H. T.P. P.M.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 4 8 2 2 9

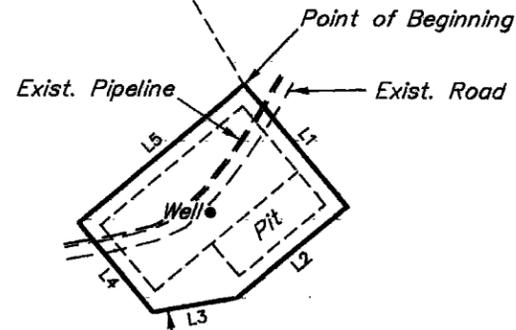
Section Line N89°55'27"W - 5223.82' (Meas.)

NE Cor. Sec. 28,
Set Marked Stone

Set Marked Stone

Section Line

Ute Tribal



DAMAGE AREA
UTE TRIBAL #5-28D-55
 Contains 1.993 Acres

CORRIDOR RIGHT-OF-WAY DESCRIPTION

CORRIDOR RIGHT-OF-WAY IS CONTAINED WITHIN THE DAMAGE AREA.

LINE	BEARING	LENGTH
L1	S40°04'09"E	260.00'
L2	S49°55'51"W	230.00'
L3	S80°11'15"W	138.92'
L4	N40°04'09"W	190.00'
L5	N49°55'51"E	350.00'

N01°08'26"E - 5299.24' (Meas.)

SW Cor. Sec. 28,
Set Stone

1/16 Section Line

1/4 Section Line

NW 1/4

NE 1/4

1/16 Section Line

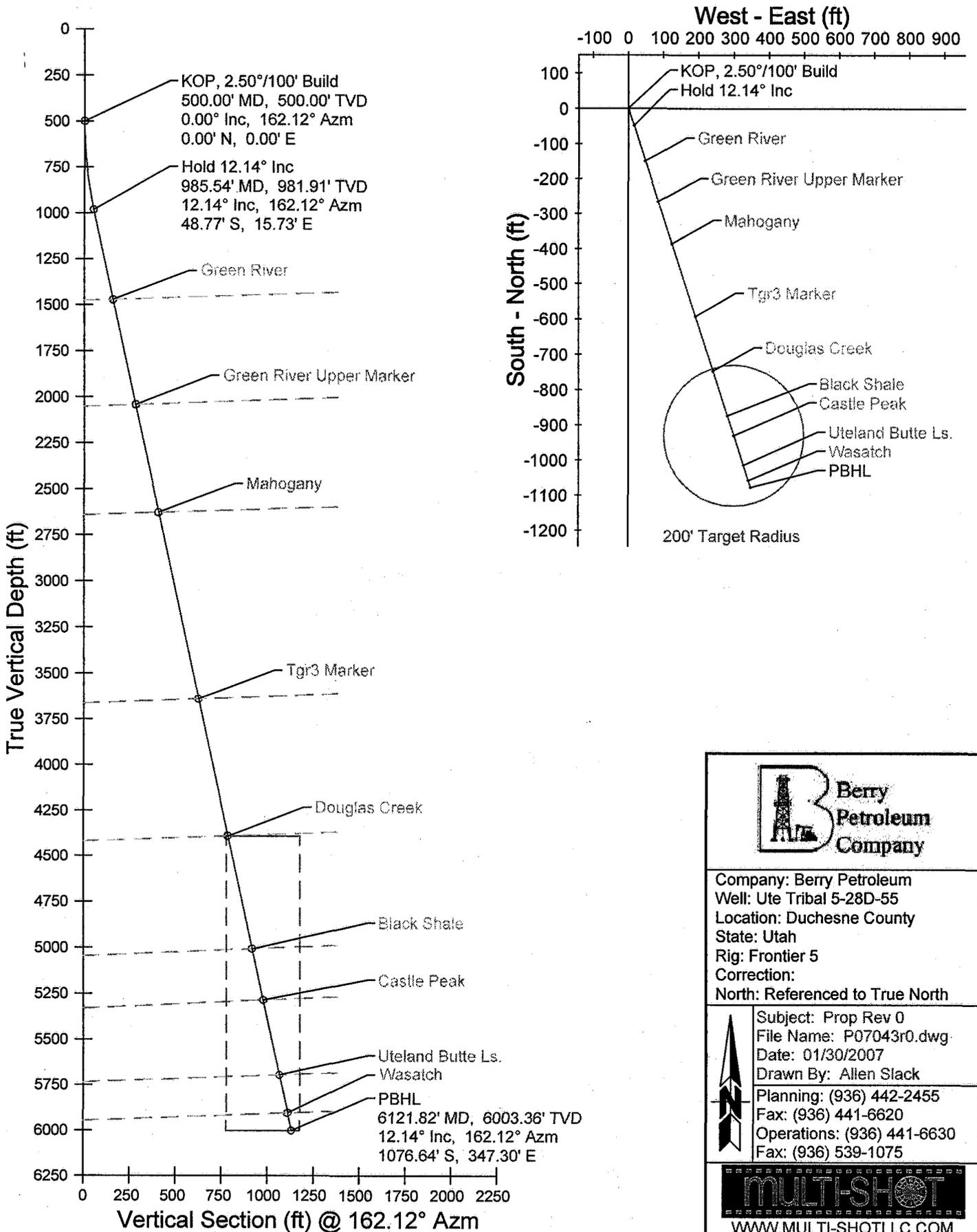
1/4 Section Line

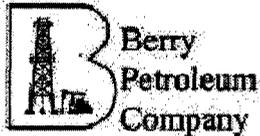
Sec. 28

SW 1/4

SE 1/4

▲ = SECTION CORNERS LOCATED.





Berry Petroleum Company

Company: Berry Petroleum
Well: Ute Tribal 5-28D-55
Location: Duchesne County
State: Utah
Rig: Frontier 5
Correction:
North: Referenced to True North

Subject: Prop Rev 0
File Name: P07043r0.dwg
Date: 01/30/2007
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.



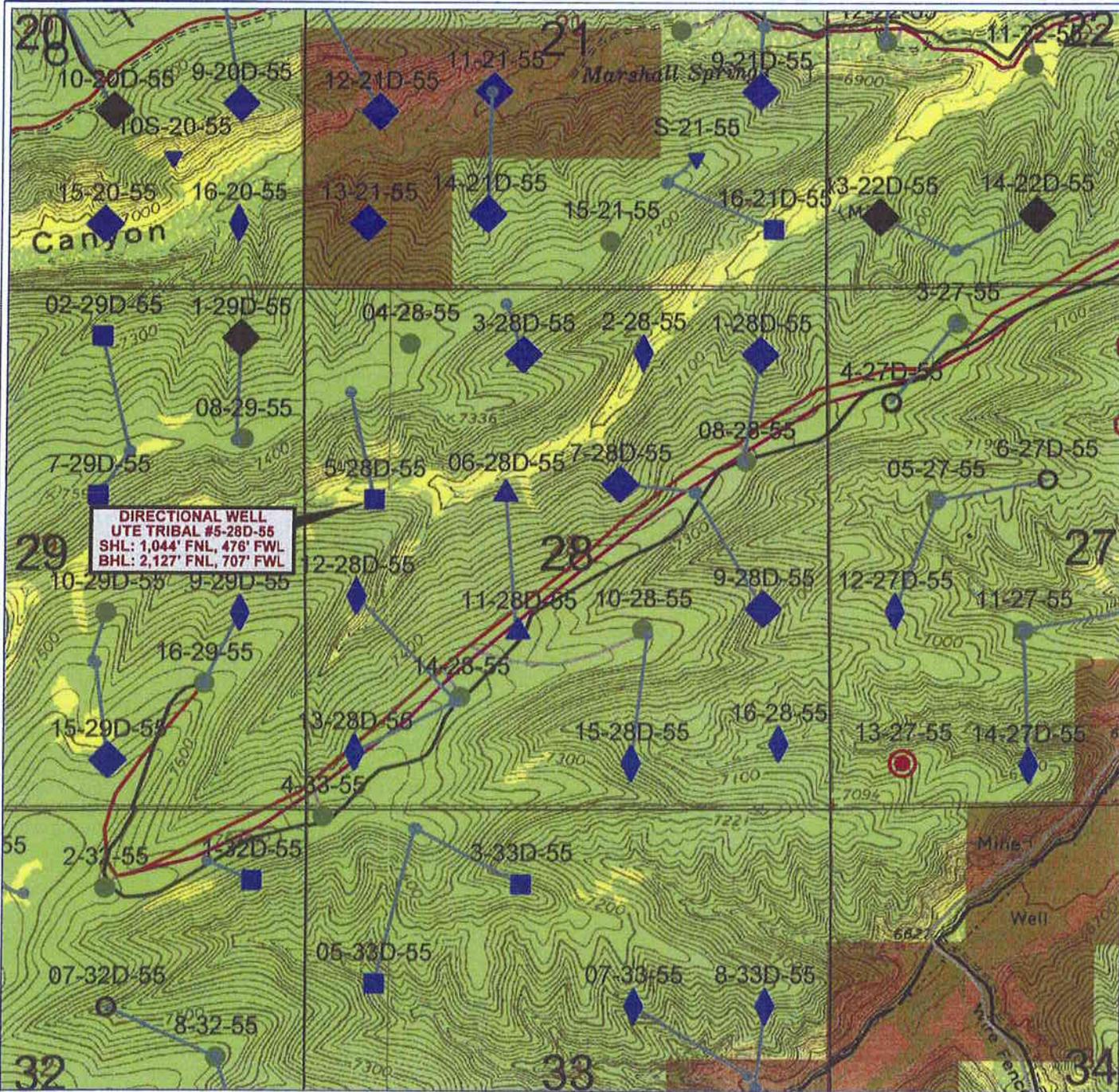
Job Number: P07-043
 Company: Berry Petroleum
 Lease/Well: Ute Tribal 5-28D-55
 Location: Duchesne County
 Rig Name: Frontier 5
 RKB: 14'
 G.L. or M.S.L.: 7450'

State/Country: Utah
 Declination:
 Grid: Referenced to True North
 File name: F:\WELLPL-1\2007\IP07040\SIP07043\07043.SVY
 Date/Time: 30-Jan-07 / 09:23
 Curve Name: Prop Rev 0

WINSERVE SURVEY CALCULATIONS
 Minimum Curvature Method
 Vertical Section Plane 162.12
 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 Distance FT	Direction Deg	Dogleg Severity Deg/100
KOP, 2.50°/100' Build									
500.00	.00	162.12	500.00	.00	.00	.00	.00	.00	.00
600.00	2.50	162.12	599.97	-2.08	.67	2.18	2.18	162.12	2.50
700.00	5.00	162.12	699.75	-8.30	2.68	8.72	8.72	162.12	2.50
800.00	7.50	162.12	799.14	-18.66	6.02	19.61	19.61	162.12	2.50
900.00	10.00	162.12	897.97	-33.14	10.69	34.82	34.82	162.12	2.50
Hold 12.14° Inc									
985.54	12.14	162.12	981.91	-48.77	15.73	51.24	51.24	162.12	2.50
Green River									
1486.57	12.14	162.12	1471.74	-149.03	48.07	156.59	156.59	162.12	.00
Green River Upper Marker									
2069.49	12.14	162.12	2041.63	-265.69	85.70	279.17	279.17	162.12	.00
Mahogany									
2668.72	12.14	162.12	2627.46	-385.60	124.39	405.17	405.17	162.12	.00
Tgr3 Marker									
3706.17	12.14	162.12	3641.72	-593.22	191.36	623.32	623.32	162.12	.00
Douglas Creek									
4474.71	12.14	162.12	4393.08	-747.02	240.97	784.92	784.92	162.12	.00
Black Shale									
5104.22	12.14	162.12	5008.51	-872.99	281.61	917.29	917.29	162.12	.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
Castle Peak									
5389.08	12.14	162.12	5287.00	-930.00	300.00	977.19	977.19	162.12	.00
Uteland Butte Ls.									
5808.14	12.14	162.12	5696.69	-1013.86	327.05	1065.31	1065.31	162.12	.00
Wasatch									
6022.62	12.14	162.12	5906.38	-1056.78	340.90	1110.41	1110.41	162.12	.00
PBHL									
6121.82	12.14	162.12	6003.36	-1076.64	347.30	1131.27	1131.27	162.12	.00



DIRECTIONAL WELL
UTE TRIBAL #5-28D-55
 SHL: 1,044' FNL, 476' FWL
 BHL: 2,127' FNL, 707' FWL

 **BERRY PETROLEUM COMPANY**

Brundage Canyon Project

UTE TRIBAL 5-28D-55

Directional Drilling Plat

Sec. 28 T5S R5W - Duchesne Co, UT

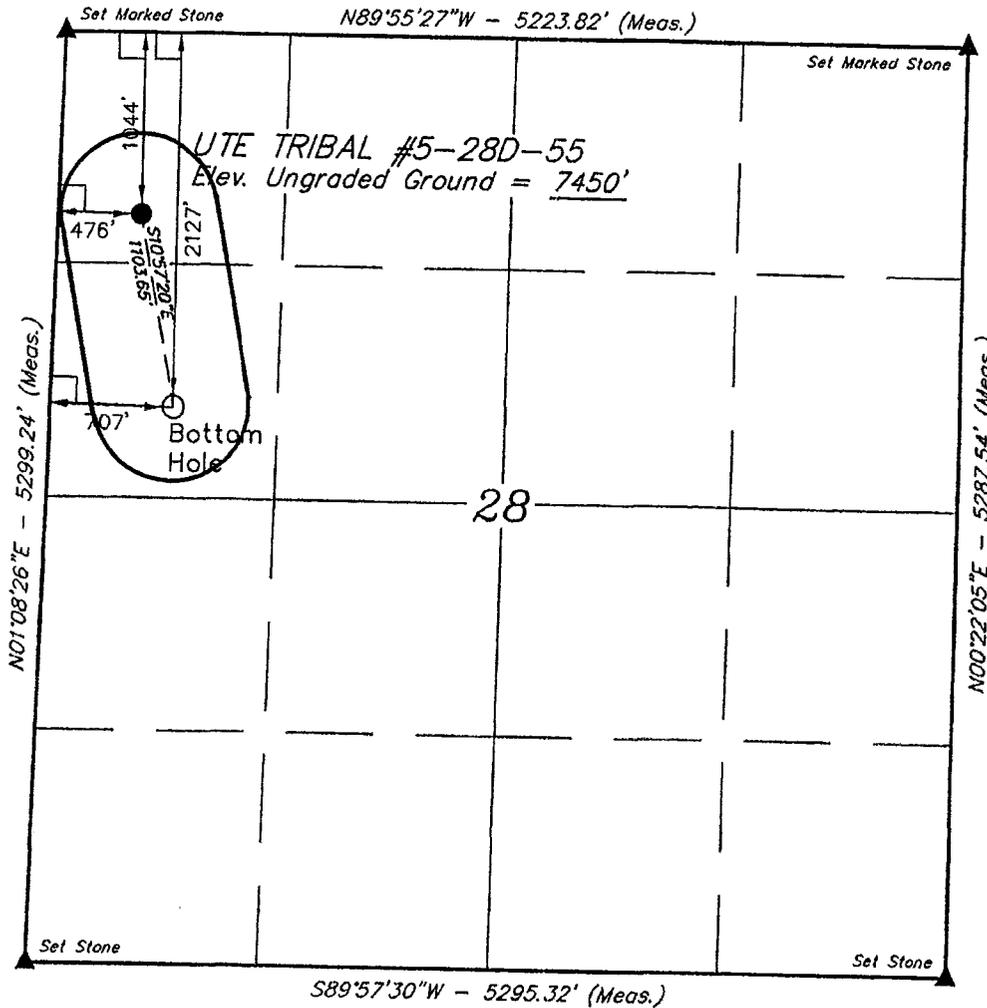
0 1,445 2,890
 FEET

WELL SYMBOLS

- ▲ APD W/O BIA
- W/O Onsite
- APD - W/O Survey
- ◆ Geologic Prognosis Prepared
- ▼ 20 Acre Prog Location
- Oil Well
- Location Only
- Drilled 2007
- ◆ W/O Arch
- ◆ Working on APD

September 7, 2007

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



LEGEND:

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

(NAD 83)
 LATITUDE = 40°01'19.19" (40.021997)
 LONGITUDE = 110°27'36.28" (110.460078)
 (NAD 27)
 LATITUDE = 40°01'19.33" (40.022036)
 LONGITUDE = 110°27'33.73" (110.459369)

BERRY PETROLEUM COMPANY

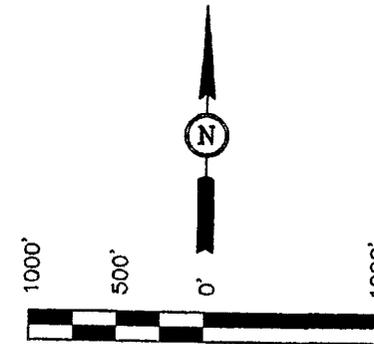
Well location, UTE TRIBAL #5-28D-55, located as shown in the NW 1/4 NW 1/4 of Section 28, T5S, R5W, U.S.B.&M., Duchesne County, Utah.

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

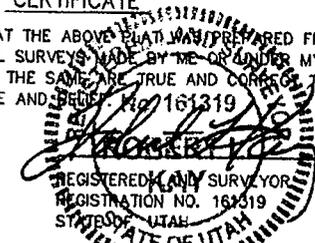
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

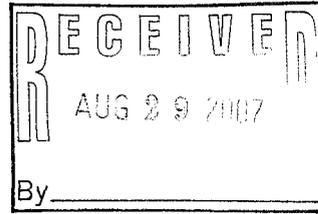
CERTIFICATE

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. No. 161319



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

SCALE 1" = 1000'	DATE SURVEYED: 01-16-07	DATE DRAWN: 02-06-07
PARTY S.H. T.P. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	



Berry Petroleum Company,
Ute Tribal #5-28D-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.
3846 South Highway 40
Route 2, Box 7735
Roosevelt, Utah
84066

Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
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82073

Utah Project # U-07-AY-947(i)

August 23, 2007

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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 #7-28D-55 well, its access and pipeline. The location of the project area is in the SE/NE 1/4 of Section 28, T5S, R5W, Duchesne County, Utah (Figure 1).

The proposed Ute Tribal #5-28D-55 well's centerstake (Alternate #1) footage is 1044' FNL, 476' FWL. The Universal Transverse Mercator (UTM) centroid coordinate for the proposed Ute Tribal #5-28D-55 well centerstake is Zone 12, North American Datum (NAD) 83, 5/46/074.48 mE 44/30/341.93 mN +5m.

The Ute Tribal #5-28D-55 well's proposed access and pipeline is an existing oil and gas field service road and pipeline located adjacent immediately east of the well centerstake.

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 10.0 acres (10 block, 0 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 fieldwork was conducted on August 9, 2006 by AIA archaeologists James Truesdale and CJ Truesdale, and accompanied by Leroy Cesspooch (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 August 7, 2007. In addition, AIA's USGS quadrangle Duchesne SW base map was updated from UDSH Records division Duchesne SW base map in November of 2003 and again on February 2, 2004. The UDSH SHPO GIS file search reported four previous projects (U-02-AY-139, U-02-AY-614, U-04-AY-399, U-05-AY-1136) had been conducted in the general area (Section 28, T5S R5W).

AIA records and maps indicate that three additional projects (U-04-AY-621, U-07-AY-948, U-07-AY-949) were conducted by AIA in Section 28 of T5S R5W. No cultural materials were recorded during these past projects. No additional projects and/or cultural materials (sites, isolates) have been previously recorded in the immediate project area.

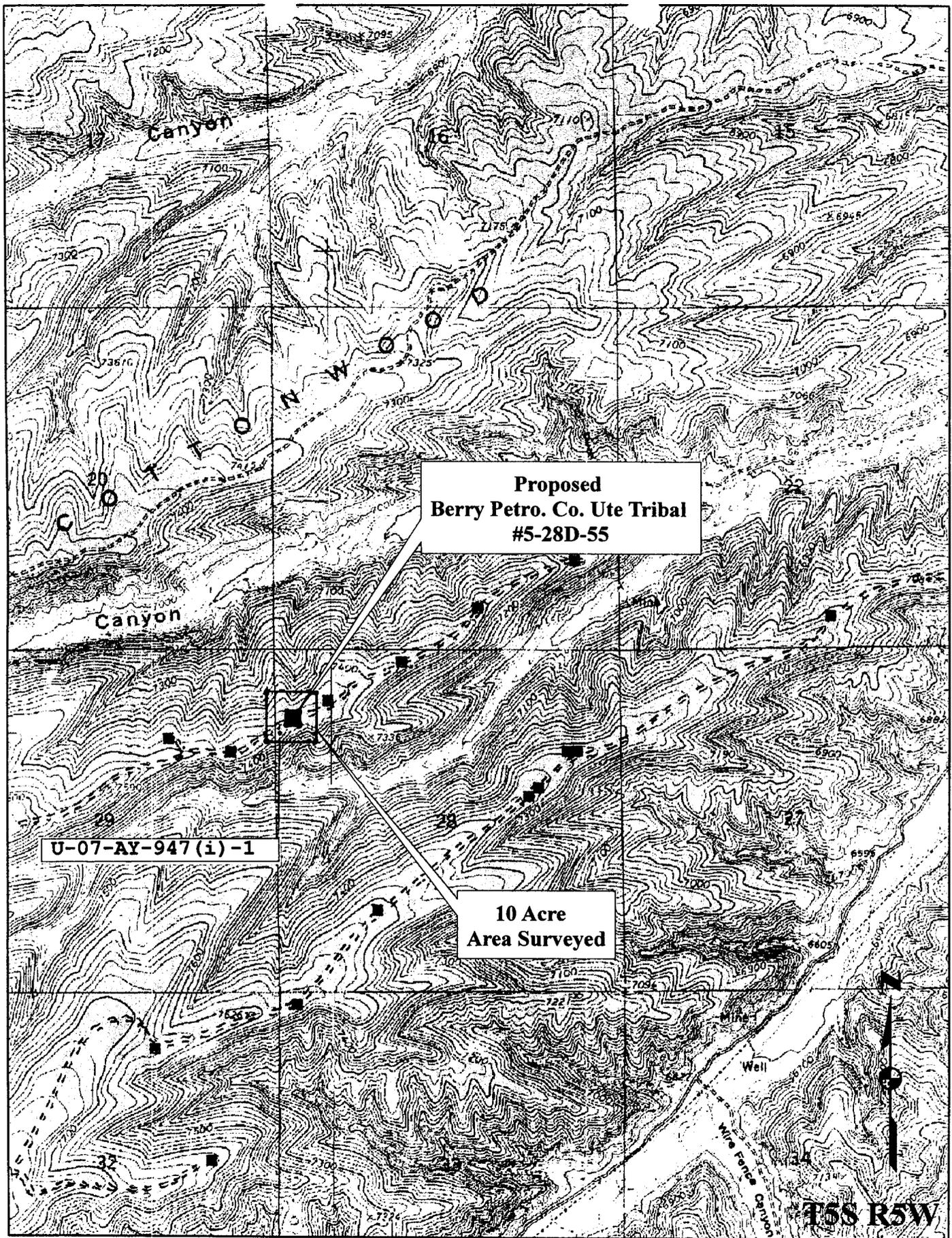


Figure 1. Location of the Berry Petroleum Company's proposed Ute Tribal #5-28D-55 well, its access, pipeline and isolate U-07-AY-947(i)-1 on 7.5'/1968 USGS quadrangle map, duchesne SW, Duchesne County, Utah.

Environment

Physiographically, the project is located in 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 that incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations. The terrain is characterized as having steep ridges and/or buttes of Uintah Formation sandstones and clays dissected by seasonal drainages and washes with wide flat alluvial plains. 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, fluvial, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The project area is located along a large broad southwest to northeast trending ridge whose slopes are located west of Sowers Canyon. The large broad ridge is part of a much larger ridge system that is located between the Sowers Canyon to the southeast and Tabby Canyon to the northwest. Portions of the desert hardpan and bedrock in the project area are covered with aeolian sand that may reach a depth of over 50 to 100 centimeters in areas. Brundage Canyon drainage trends northeast approximately 4 1/2 miles to Sowers Canyon, which trends northeast 3 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. 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 ovalifolium), silky lupine (Lupinus sericeus), desert globemallow (Bromus tectorum), sky rocket (Gilia aggregata), Tansy leaved evening primrose (Oenothera tanacetifolia), Rydberg's Penstemon (Penstemon rydbergi), Stemless Hymenoxys (Hymenoxys acaulis), Sego Lily (Calochortus nuttallii), peppergrass (Lepidium perfoliatum), Russian thistle (Salsola kali), Simpson's Hedgehog cactus (Pediocactus simpsonii) and prickly pear cactus (Opuntia spp.).

Ute Tribal #5-28D-55

The proposed Ute Tribal #5-28D-55 well is situated on the top of a large narrow southwest to northeast trending ridge adjacent immediately west of an existing oil and gas field service road. This ridge is part of a much larger ridge system that is located between Sowers and Tabby Canyons. Sediments are colluvial in nature. These colluvial deposits consist of shallow (<5 cm), poorly sorted, loosely compacted, tan to light brown sandy clay loam mixed with small to medium sized flat angular pieces of sandstone. The vegetation on the well location is dominated by a Pinion/juniper forest with an understory of mountain mahogany, big sagebrush, budsage, buckwheat, yucca, prickly pear cactus and bunchgrasses (wheatgrass, Indian rice grass). A low sagebrush community consisting of sagebrush, saltbush, rabbitbrush, bunchgrasses and prickly pear cactus can be found in the open areas along the broad open flats on top of the ridge. The elevation is 7401.6 feet (2256.4 m) AMSL.

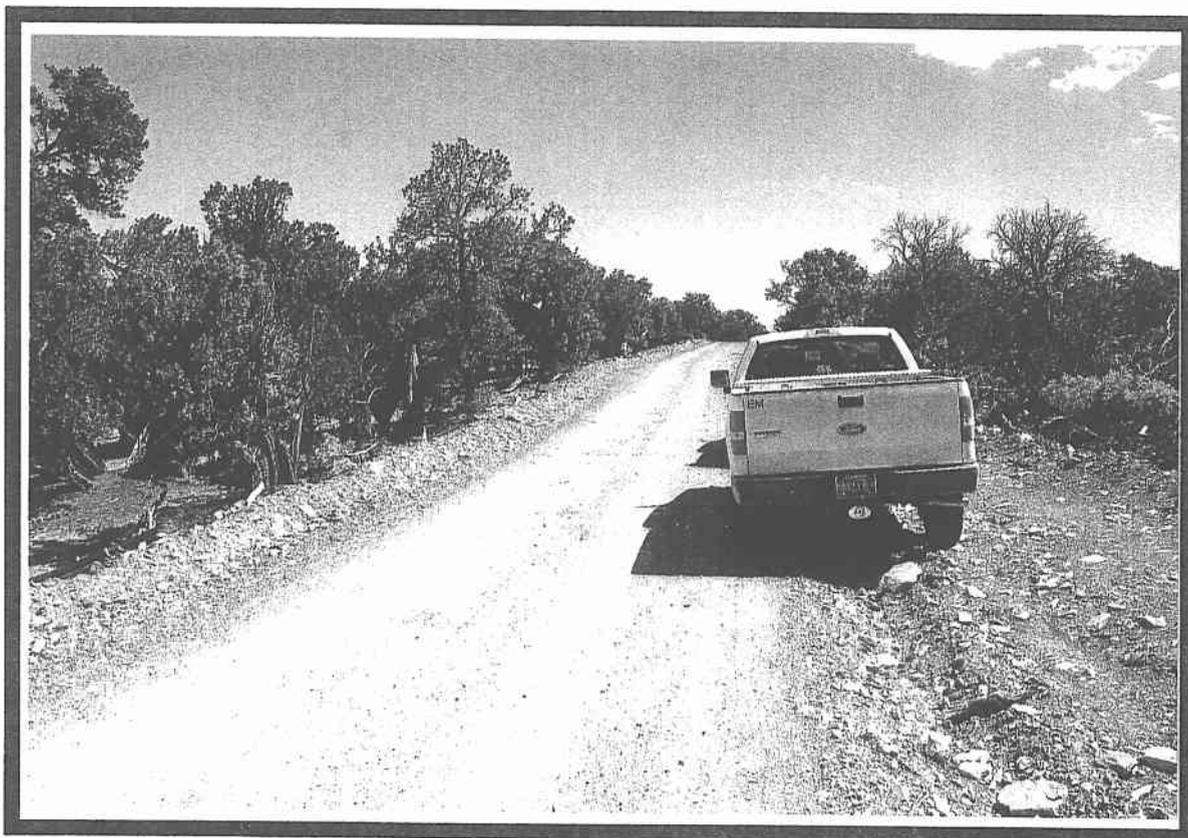


Figure 2. View to north at the proposed Ute Tribal #5-28D-55 centerstake and well pad area.

The Ute Tribal #5-28D-55 well's access and pipeline is an existing oil and gas field service road and pipeline that trends southwest to northeast through the proposed well pad. Sediments

along the access and pipeline have been previously disturbed by road and pipeline construction and road cyclic maintenance. However, undisturbed sediments along the access and pipeline consist of shallow (<5 to 10 cm), poorly sorted, loosely compacted, tan to light brown, sandy clay loam, mixed with small to medium sized flat angular pieces of Uinta formation sandstone, clay and shale. Exposures of sandstone, clay and shale bedrock can be found eroding from the ridge's talus slopes. Vegetation along the access and pipeline is dominated by Pinion and juniper trees with an understory of mountain mahogany, low sage, yucca and prickly pear cactus.

The surrounding landscape exhibits exposures relatively thick ledges of sandstone with thinner layers of clay and shale. The surrounding vegetation is dominated by a Pinion/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.

Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed Ute Tribal #5-28D-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 is an existing oil and gas field service road and pipeline that is adjacent immediately east of the proposed well centerstake. Therefore, existing road and pipeline are located within the 10 acre area surveyed around the proposed well centerstake. Thus, 0 linear acres was surveyed.

Geologic landforms (rock shelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cut banks) were examined with special care in order to locate 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 was 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 was 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 and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was 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 were mapped with a Brunton compass 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 measured. All features (rock art 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) and/or an E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A total of 10.0 acres (10 block, 0 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #5-28D-55, and along its access and pipeline. One isolate (U-07-AY-947i-1) was recorded. The isolate is a biface that is considered to be non-significant. No additional cultural resources (sites, isolates) were recorded during the survey.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, foam insulation and sanitary food cans) can be found throughout the Brundage Canyon, Nutters Canyon, Sowers Canyon and Antelope Canyon oil and gas fields, especially along the service roads.

Isolate

Isolate: U-07-AY-947(i)-1

Location: SW/SW/SW/NW/NW/NE $\frac{1}{4}$ of Section 28, T5S R5W (Figure 1)

UTM Coordinate: Zone 12, NAD 83, 4/46/097.77mE 44/30/320.33mN +5m

Setting: The isolate is located on a large southwest to northeast trending ridge and approximately 50 feet (15 m) east of an existing oil and gas field service road. This ridge is part of a much larger ridge system that is located between Sowers and Tabby Canyons. Sediments are colluvial in nature. These colluvial deposits consists of shallow (<5 cm), poorly sorted, loosely compacted, tan to light brown sandy clay loam mixed with small to medium sized flat angular pieces of sandstone. The vegetation on the well location is dominated by a Pinion/juniper forest with an understory of mountain mahogany, big sagebrush, budsage,

buckwheat, yucca, prickly pear cactus and bunchgrasses (wheatgrass, Indian rice grass). A low sagebrush community consisting of sagebrush, saltbush, rabbitbrush, bunchgrasses and prickly pear cactus can be found in the open areas along the broad open flats on top of the ridge. The elevation is 8557.6 feet (2252 m) AMSL.

Description: The isolate (U-07-AY-947i-1) is a biface (Figure 3). The isolate is made from a dark brown to black (mottled) chert. The biface is crude (Stage I) and exhibits cortex on one side. The biface measures 5.924 cm in length, 3.92 cm in width, and 1.509 cm in thickness.

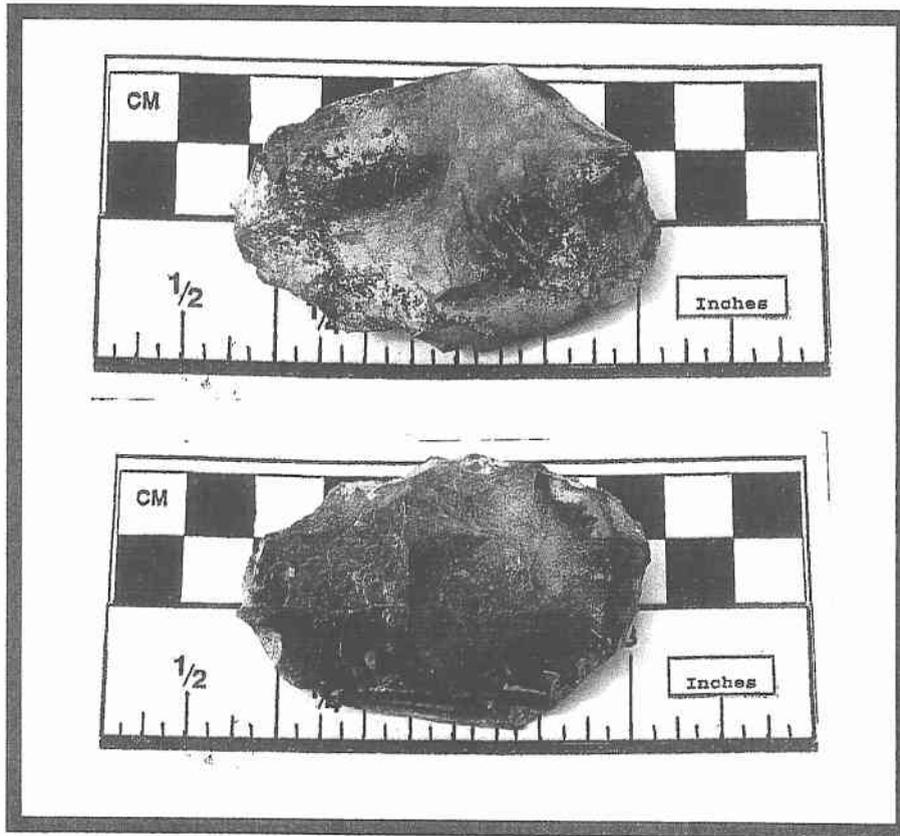


Figure 3. Overhead view of biface (isolate U-07-AY-947i-1).

No additional artifacts (chipped and/or ground stone tools, chipped stone debitage) or features (fire pits, rock cairns) were recorded in association with the isolate. The isolate is considered to be non-significant. Sediments surrounding the isolate are shallow. Thus, the possibility of buried and intact cultural materials associated with the isolated biface is low.

Recommendations

A total of 10 acres (10 block, 0 linear) were surveyed for

cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #5-28D-55 and along its access and pipeline. One isolate (U-07-AY-947i-1) was recorded. The isolate is a crude (State I) biface that is considered to be non-significant. No additional cultural resources (sites, isolates) were recorded during the survey.

The isolate is located over 50 feet (15 m) southeast of the proposed Ute Tribal #5-28D-55 well pad. Thus, the isolate will not be impacted by subsequent construction of the proposed well pad, its access or pipeline.

Sediments on the proposed well pad and along its access and pipeline are shallow (<5 cm). Therefore, the possibility of buried and intact cultural materials located on the proposed well pad or along its, access and pipeline is low. Thus, no additional archaeological work is necessary and clearance is recommended for the construction of the proposed Ute Tribal #5-28D-55 well pad, its access and pipeline.

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Thornbury, William D.

1965 Regional Geomorphology of the United States. John Wiley & Sons, Inc.

Truesdale, James A., Kathleen E. Hiatt, and Clifford Duncan

1995 Cultural Resource Inventory of the Proposed Ouray Gravel Pit Location, Uintah-Ouray Ute Reservation, Uintah County, Utah. Report prepared for U & W Construction, Ft. Duchesne, Utah by AIA, Laramie, Wyoming.

BERRY PETROLEUM COMPANY

UTE TRIBAL #5-28D-55

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 28, T5S, R5W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



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

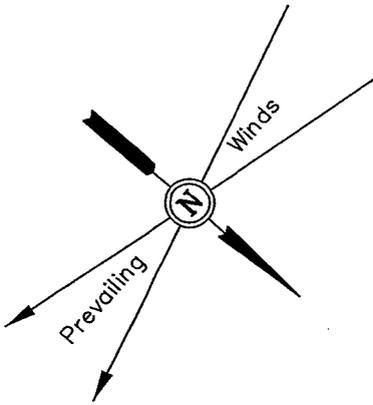
TOPOGRAPHIC			02	07	07
MAP			MONTH	DAY	YEAR
TAKEN BY: S.H.	DRAWN BY: C.P.	REVISED: 00-00-00			

PHOTO

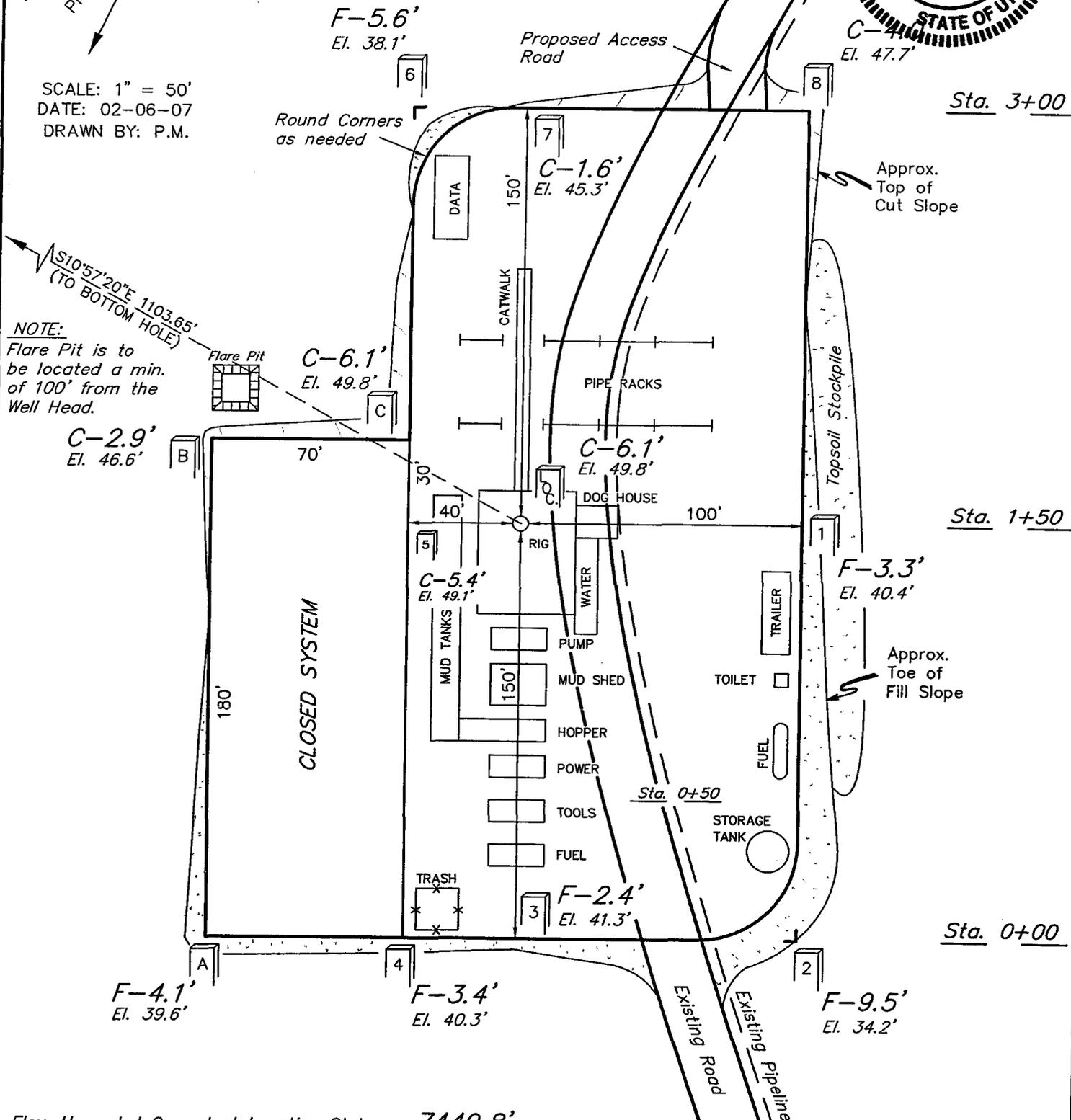
BERRY PETROLEUM COMPANY

LOCATION LAYOUT FOR

UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL



SCALE: 1" = 50'
DATE: 02-06-07
DRAWN BY: P.M.



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

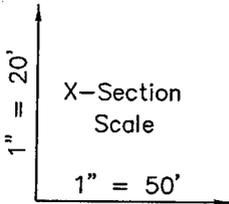
S10°57'20"E 1103.65'
(TO BOTTOM HOLE)

Elev. Ungraded Ground at Location Stake = 7449.8'
Elev. Graded Ground at Location Stake = 7443.7'

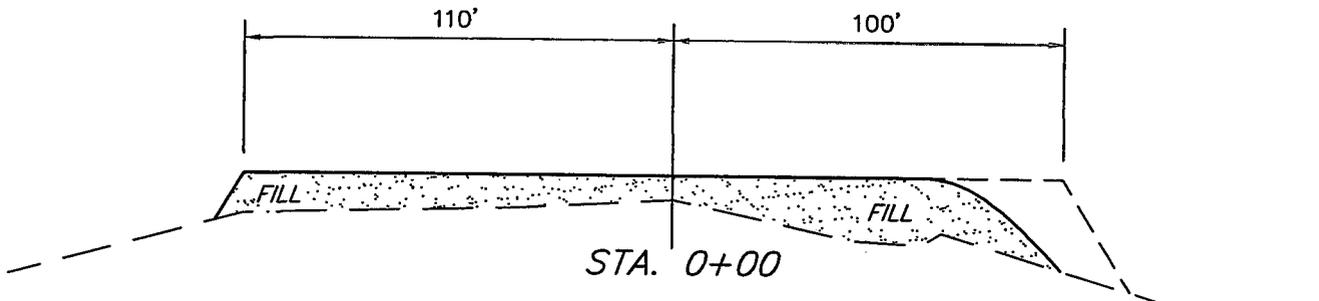
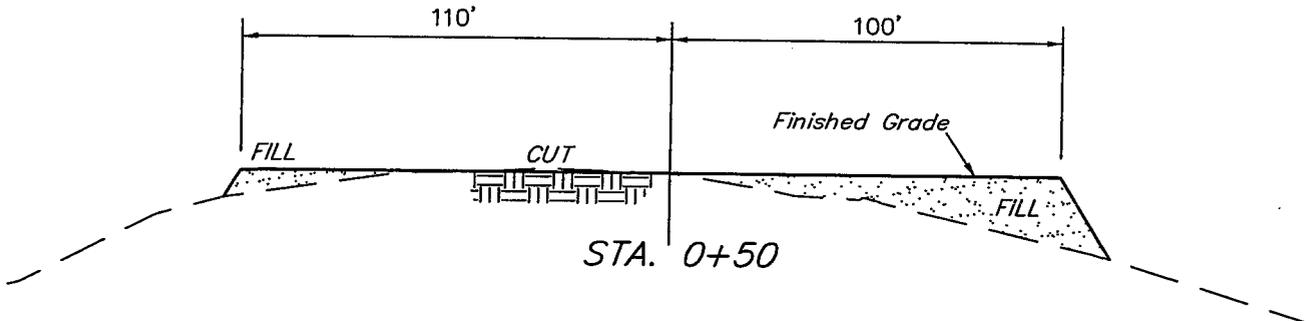
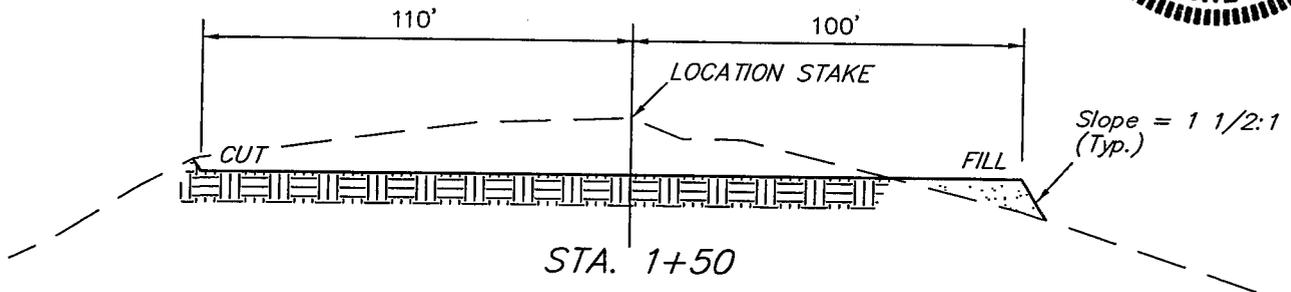
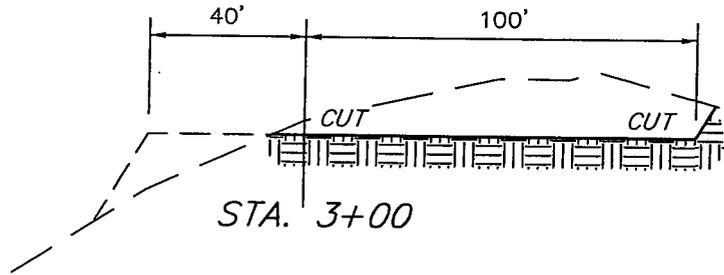
BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL



DATE: 02-06-07
DRAWN BY: P.M.



* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,300 Cu. Yds.
Remaining Location	= 3,370 Cu. Yds.
TOTAL CUT	= 5,670 CU.YDS.
FILL	= 3,370 CU.YDS.

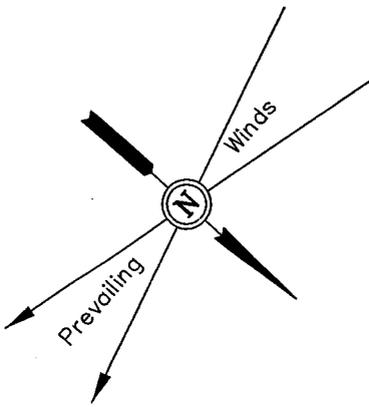
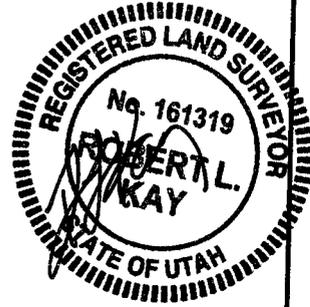
EXCESS MATERIAL	= 2,300 Cu. Yds.
Topsoil	= 2,300 Cu. Yds.
EXCESS UNBALANCE	= 0 Cu. Yds.
(After Interim Rehabilitation)	

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

BERRY PETROLEUM COMPANY

LOCATION LAYOUT FOR

UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL



SCALE: 1" = 50'
DATE: 02-06-07
DRAWN BY: P.M.

F-6.2'
El. 38.1'

C-3.4'
El. 47.7'

Sta. 3+00

Round Corners
as needed

Proposed Access
Road

Approx.
Top of
Cut Slope

S10°57'20"E 1103.65'
(TO BOTTOM HOLE)

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

Reserve Pit Backfill
& Spoils Stockpile

Flare Pit C-5.5'
El. 49.8'

C-12.3'
El. 46.6'
(Btm. Pit)

Total Pit Capacity
W/2' of Freeboard
= 12,070 Bbls ±
Total Pit Volume
= 3,390 Cu. Yds.

10' WIDE BENCH/DIKE

RESERVE PITS
(10' Deep)

1 1/2:1 Slope

C-4.8'
El. 49.1'

C-5.5'
El. 49.8'

Sta. 1+50

F-3.9'
El. 40.4'

Approx.
Toe of
Fill Slope

MUD TANKS

WATER PUMP

MUD SHED

TRAILER

TOILET

FUEL

Sta. 0+50

STORAGE TANK

F-3.0'
El. 41.3'

Sta. 0+00

C-5.3'
El. 39.6'
(Btm. Pit)

Reserve Pit Backfill
& Spoils Stockpile

F-4.0'
El. 40.3'

F-10.1'
El. 34.2'

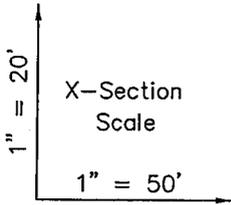
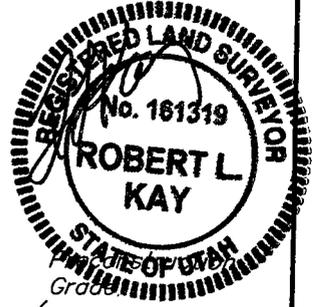
Elev. Ungraded Ground at Location Stake = 7449.8'
Elev. Graded Ground at Location Stake = 7444.3'

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

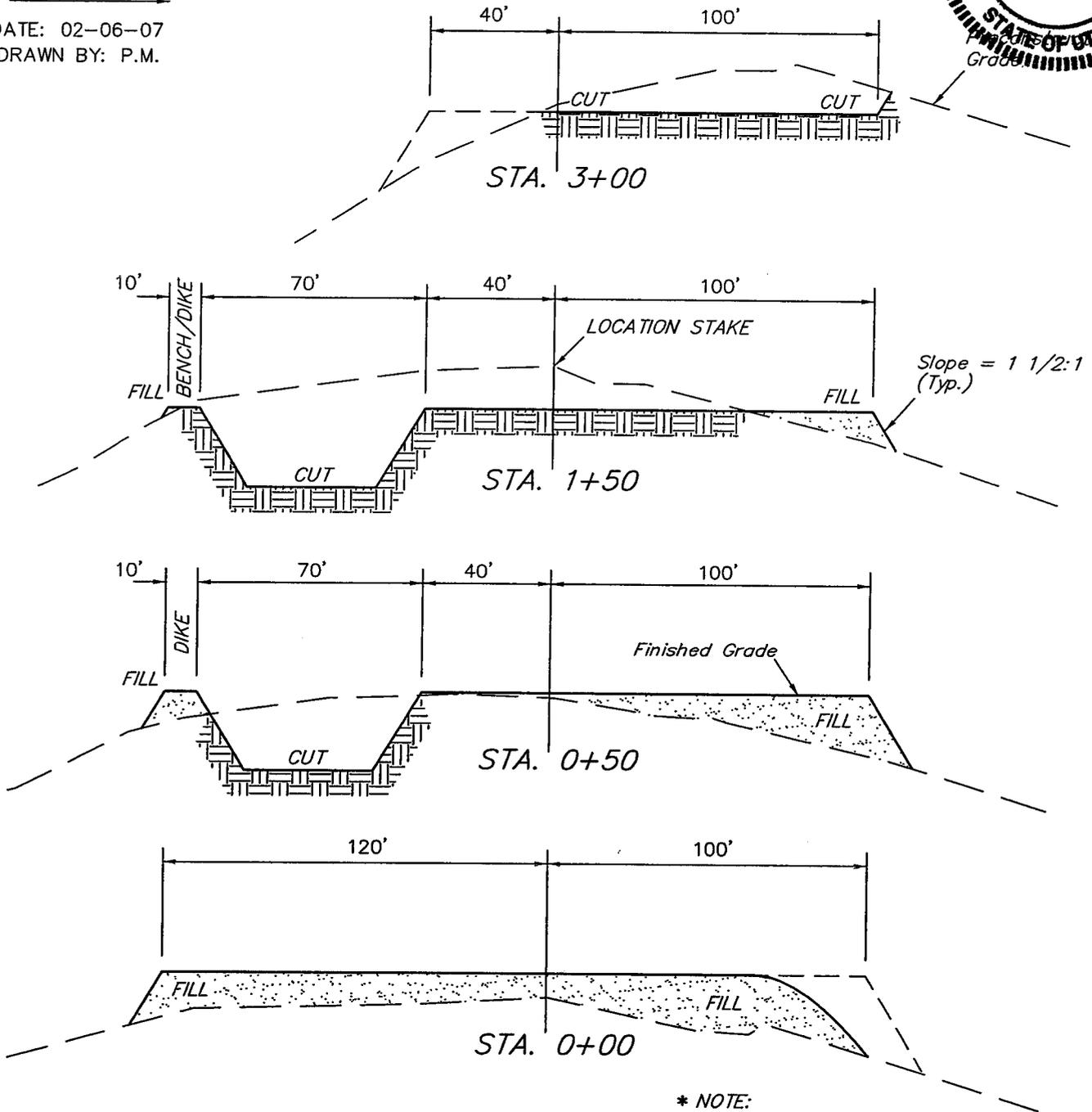
BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL



DATE: 02-06-07
DRAWN BY: P.M.



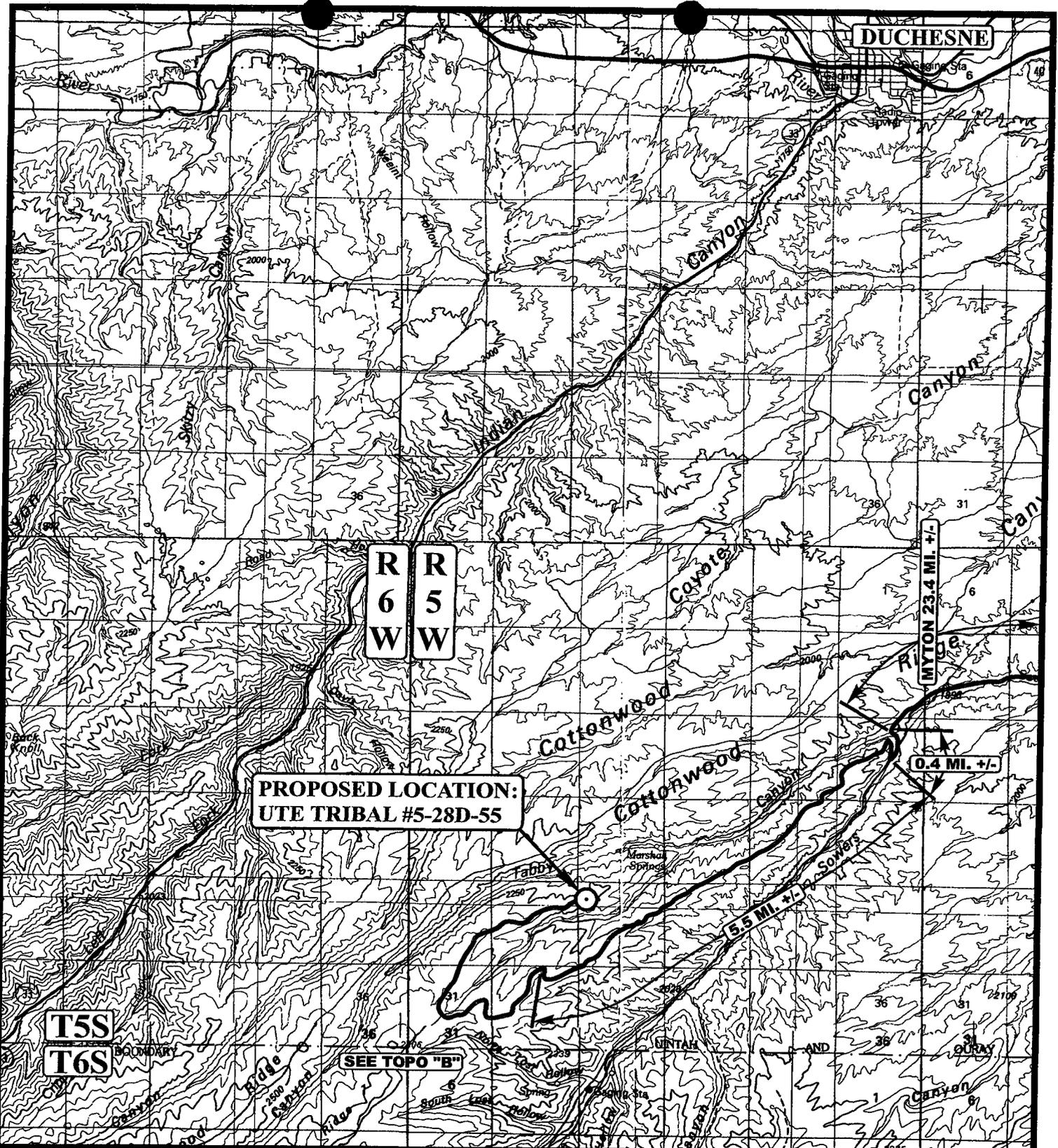
* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 2,530 Cu. Yds.
Remaining Location	= 5,620 Cu. Yds.
TOTAL CUT	= 8,150 CU.YDS.
FILL	= 3,920 CU.YDS.

EXCESS MATERIAL	= 4,230 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,230 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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



**PROPOSED LOCATION:
UTE TRIBAL #5-28D-55**

LEGEND:

○ PROPOSED LOCATION



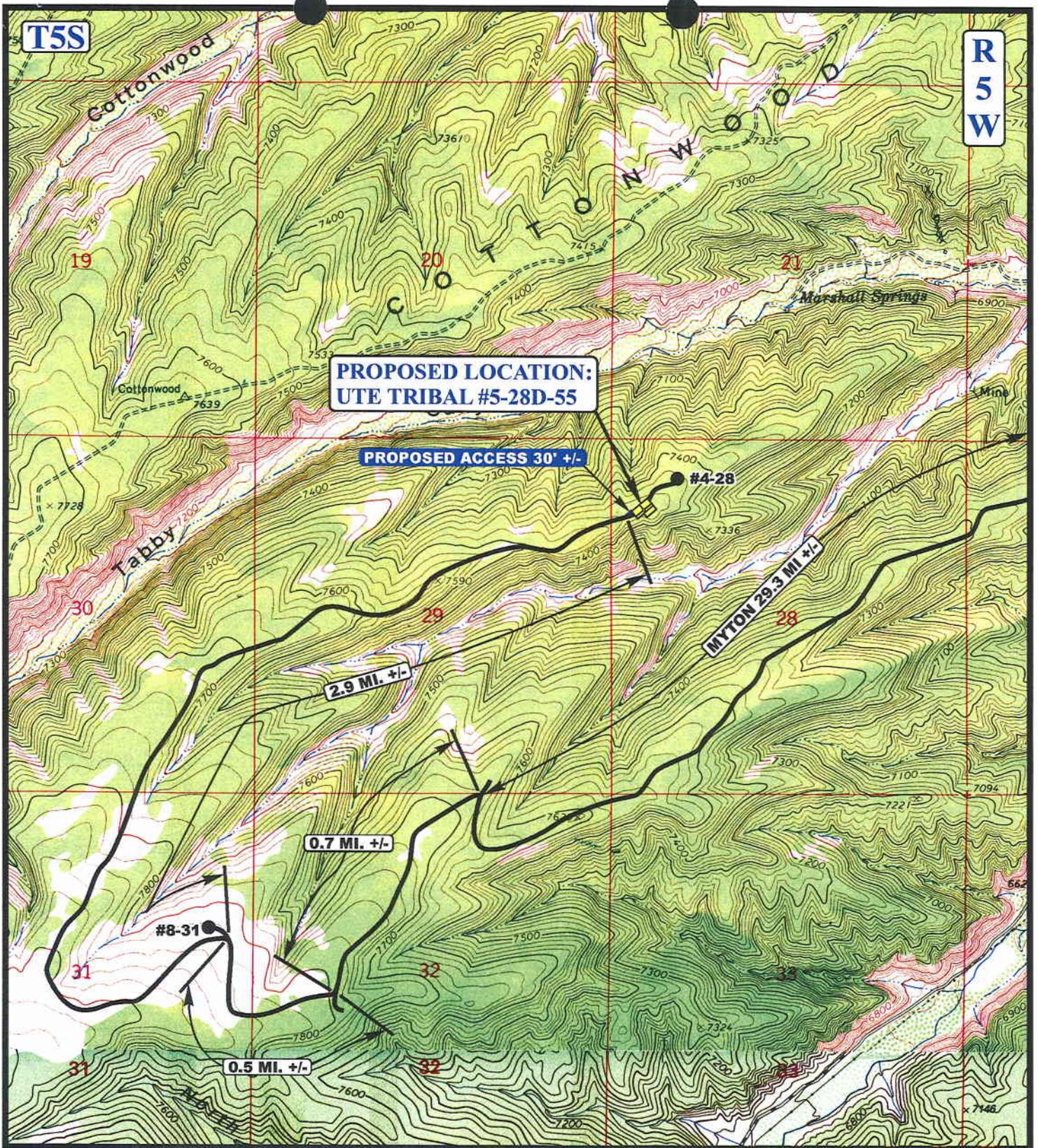
BERRY PETROLEUM COMPANY

**UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL**

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

TOPOGRAPHIC	02	07	07
MAP	MONTH	DAY	YEAR
SCALE: 1:100,000	DRAWN BY: C.P.		REVISED: 00-00-00

TOPO



**PROPOSED LOCATION:
UTE TRIBAL #5-28D-55**

PROPOSED ACCESS 30' +/-

2.9 MI. +/-

0.7 MI. +/-

0.5 MI. +/-

MYTON 29.3 MI +/-

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD

BERRY PETROLEUM COMPANY

**UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL**



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

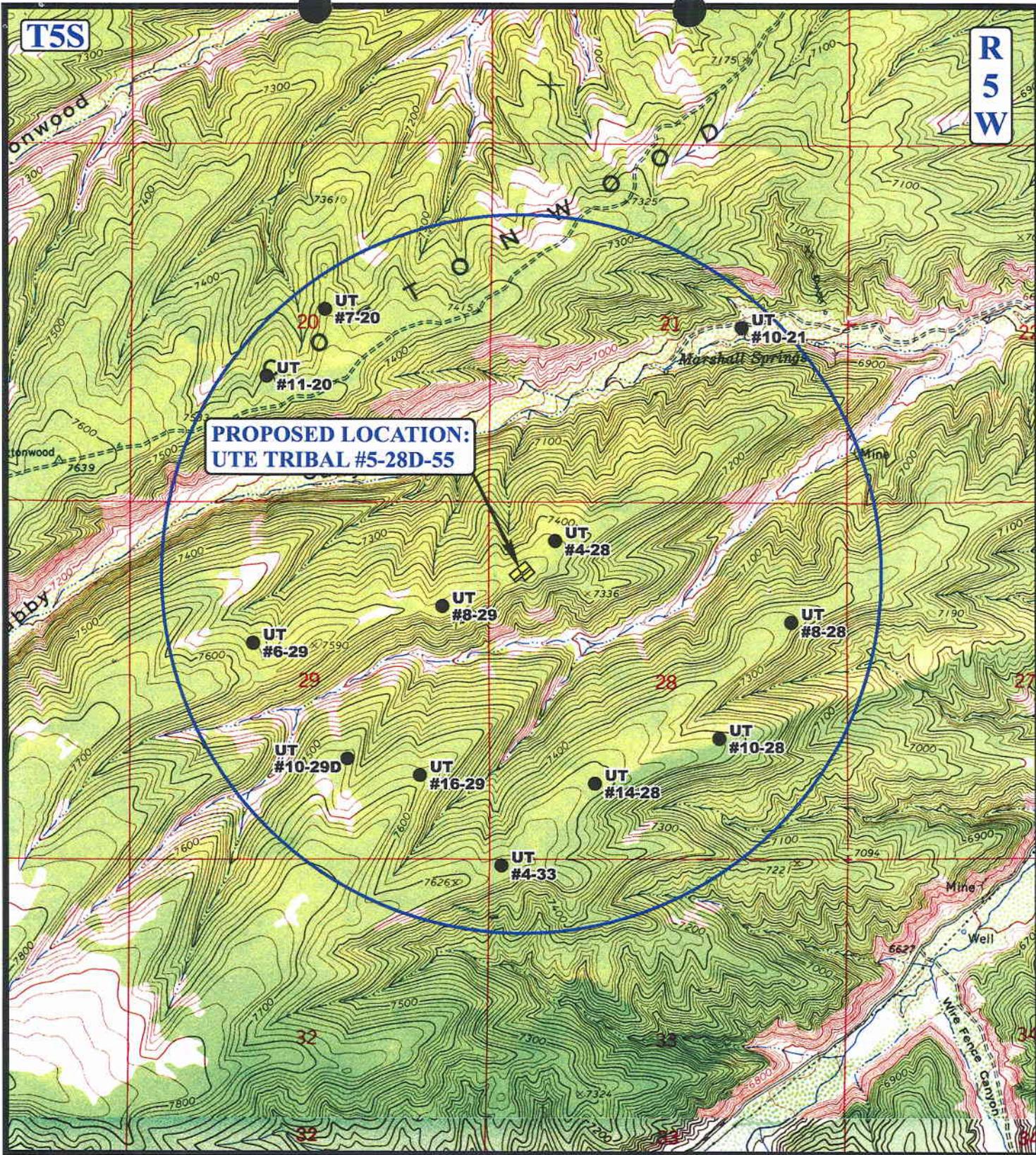


TOPOGRAPHIC MAP **02 07 07**
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 00-00-00



T5S

R5W



**PROPOSED LOCATION:
UTE TRIBAL #5-28D-55**

LEGEND:

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

BERRY PETROLEUM COMPANY

**UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL**



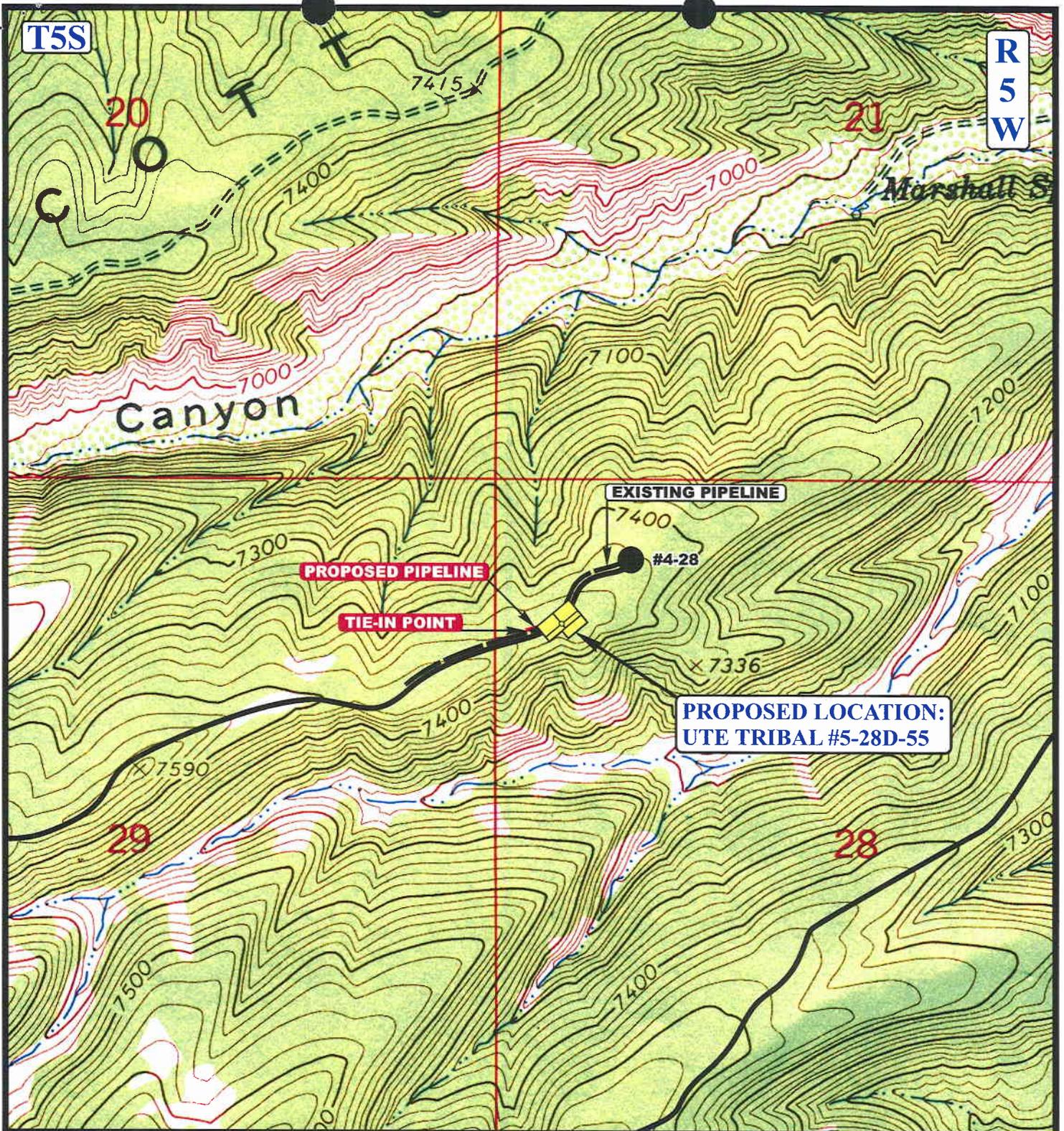
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

02 07 07
MONTH DAY YEAR

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





APPROXIMATE TOTAL PIPELINE DISTANCE = 25' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE

BERRY PETROLEUM COMPANY

UTE TRIBAL #5-28D-55
SECTION 28, T5S, R5W, U.S.B.&M.
1044' FNL 476' FWL

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



TOPOGRAPHIC MAP 02 07 07
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: C.P. REVISED: 00-00-00

D
 TOPO

**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 10/15/2007

API NO. ASSIGNED: 43-013-33789

WELL NAME: UTE TRIBAL 5-28D-55
 OPERATOR: BERRY PETROLEUM COMPANY (N2480)
 CONTACT: SHELLEY CROZIER

PHONE NUMBER: 435-722-1325

PROPOSED LOCATION:

SWNW

NWNW 28 050S 050W
 SURFACE: 1044 FNL 0476 FWL
 BOTTOM: 2127 FNL 0707 FWL
 COUNTY: DUCHESNE
 LATITUDE: 40.02204 LONGITUDE: -110.4596
 UTM SURF EASTINGS: 546114 NORTHINGS: 4430133
 FIELD NAME: BRUNDAGE CANYON (72)

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

LEASE TYPE: 2 - Indian
 LEASE NUMBER: 14-20-H62-5019
 SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: GRRV
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

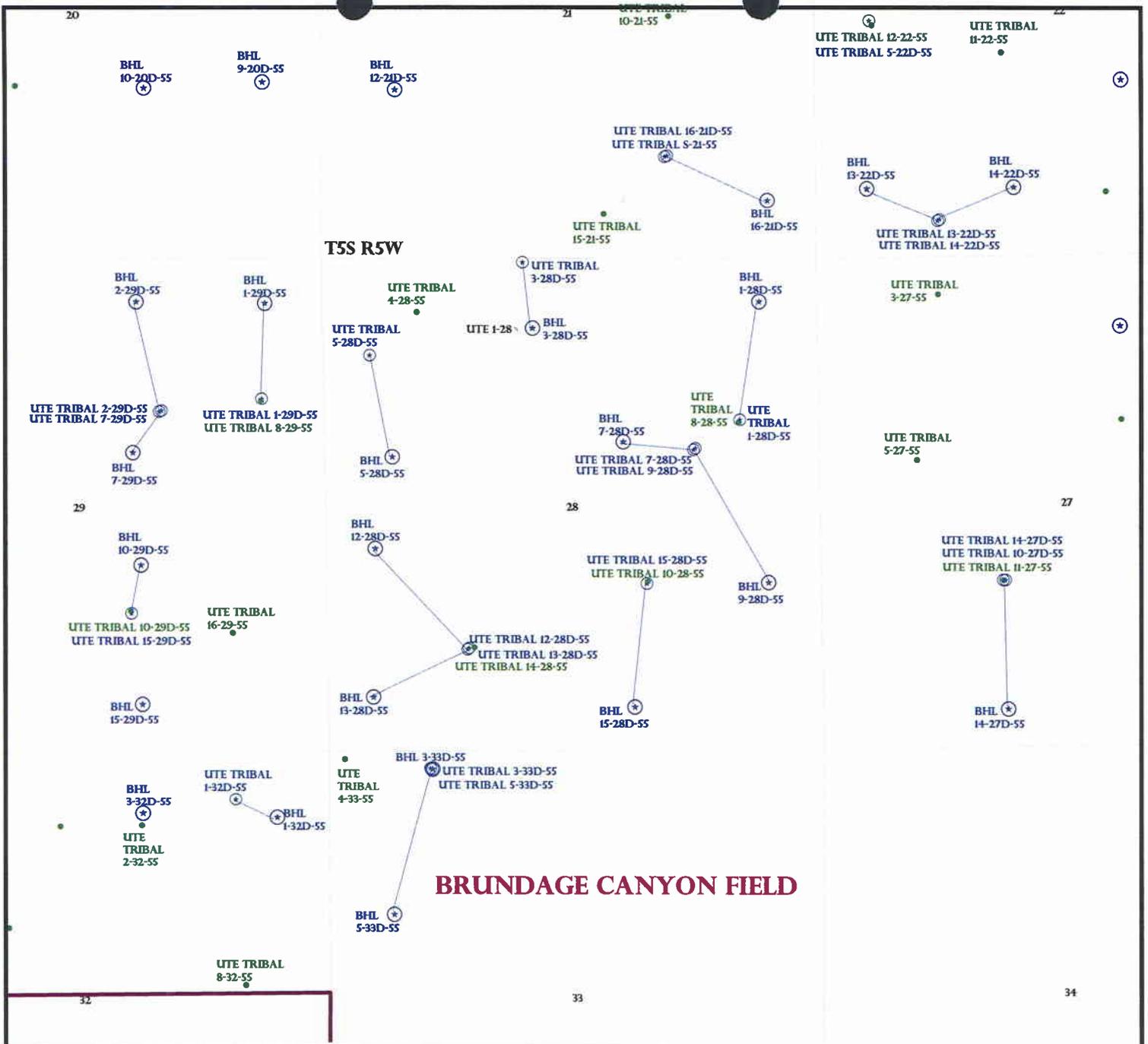
- Plat
- Bond: Fed[] Ind[2] Sta[] Fee[]
(No. RLB0005651)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. 43-11041)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

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 File

STIPULATIONS: 1. Sealed Approval
2. Spacing Strip



BRUNDAGE CANYON FIELD

OPERATOR: BERRY PETRO CO (N2480)

SEC: 28 T.5S R. 5W

FIELD: BRUNDAGE CANYON (72)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status	
	ABANDONED
	ACTIVE
	COMBINED
	INACTIVE
	PROPOSED
	STORAGE
	TERMINATED

Unit Status	
	EXPLORATORY
	GAS STORAGE
	NF PP OIL
	NF SECONDARY
	PENDING
	PI OIL
	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



OIL, GAS & MINING



PREPARED BY: DIANA MASON
DATE: 16-OCTOBER-2007



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

October 16, 2007

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

Re: Ute Tribal 5-28D-55 Well, Surface Location 1044' FNL, 476' FWL, NW NW, Sec. 28, T. 5 South, R. 5 West, Bottom Location 2127' FNL, 707' FWL, SW NW, Sec. 28, 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.

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 43-013-33789.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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

Operator: Berry Petroleum Company
Well Name & Number Ute Tribal 5-28D-55
API Number: 43-013-33789
Lease: 14-20-H62-5019

Surface Location: NW NW **Sec.** 28 **T.** 5 South **R.** 5 West
Bottom Location: SW NW **Sec.** 28 **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 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. 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.

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-H62-5019

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

7. Unit Agreement Name:

8. Well Name and Number:
UTE TRIBAL 5-28D-55

9. API Well Number:
43-013-33789

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: **1044' FNL, 476' FWL BH BHL: 2127' FNL, 707' FWL**
County: **DUCHESNE,**
QQ, Sec., T., R., M.: **NW/NW SEC. 28, T5S, R5W USB&M** State: **UTAH**

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

NOTICE OF INTENT
(Submit in Duplicate)

SUBSEQUENT REPORT
(Submit Original Form Only)

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

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
Utah Division of
Oil, Gas and Mining

STATE BOND #RLB0005651

Date: 10-21-08
By: [Signature]

13
Name & Signature: SHELLEY E. CROZIER [Signature] Title: REGULATORY & PERMITTING SPECIALIST Date: 10/14/08

(This space for Federal or State office use)

COPY SENT TO OPERATOR

Date: _____

Initials: _____

(See instructions on reverse Side)

RECEIVED

OCT 15 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: 43-013-33789
Well Name: UTE TRIBAL 5-28D-55
Location: (NW/NW) 1044' FNL, 476' FWL, SEC. 28-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 10/16/2007

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

10/14/2008
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
OCT 15 2008
DIV. OF OIL, GAS & MINING

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
14-20-H62-5019

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
UTE

7. UNIT or CA AGREEMENT NAME:
N/A

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

1. TYPE OF WELL
OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
UTE TRIBAL 5-28D-55

2. NAME OF OPERATOR:
BERRY PETROLEUM COMPANY

9. API NUMBER:
4301333789

3. ADDRESS OF OPERATOR:
4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066

PHONE NUMBER:
(435) 722-1325

10. FIELD AND POOL, OR WILDCAT:
BRUNDAGE CANYON

4. LOCATION OF WELL
FOOTAGES AT SURFACE: **1044' FNL, 476' FWL BHL: 2127' FNL, 707' FWL**

COUNTY: **DUCHESNE**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: **NWNW 28 T5S R5W**

STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input 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 A PERIOD OF (1) ONE YEAR.

Approved by the
Utah Division of
Oil, Gas and Mining

STATE BOND #RLB0005651

COPY SENT TO OPERATOR

Date: 10-21-2009

Initials: KS

Date: 10-21-09

By: [Signature]

NAME (PLEASE PRINT) SHELLEY E. CROZIER

TITLE REGULATORY & PERMITTING SPECIALIST

SIGNATURE [Signature]

DATE 10/19/2009

(This space for State use only)

RECEIVED

OCT 20 2009

DIV. OF OIL, GAS & MINING

RESE

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

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

API: 43-013-33790⁸⁹
Well Name: UTE TRIBAL 5-28D-55
Location: (NW/NW) 1044' FNL, 476' FWL, SEC. 28-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 10/16/2007

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. Owsen
Signature

10/19/2009
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
OCT 20 2009
DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5019
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: UTE TRIBAL 5-28D-55
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY	9. API NUMBER: 43013337890000
3. ADDRESS OF OPERATOR: 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066	PHONE NUMBER: 303 999-4044 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1044 FNL 0476 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 28 Township: 05.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: BRUNDAGE CANYON COUNTY: DUCHESNE STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/16/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT 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: <input style="width: 100px;" type="text"/>

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 THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR.

Approved by the Utah Division of Oil, Gas and Mining

Date: September 20, 2010

By:

NAME (PLEASE PRINT) Kathy K. Fieldsted	PHONE NUMBER 435 722-1325	TITLE Sr. Regulatory & Permitting Tech.
SIGNATURE N/A	DATE 9/13/2010	



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 43013337890000

API: 43013337890000

Well Name: UTE TRIBAL 5-28D-55

Location: 1044 FNL 0476 FWL QTR NWNW SEC 28 TWNP 050S RNG 050W MER U

Company Permit Issued to: BERRY PETROLEUM COMPANY

Date Original Permit Issued: 10/16/2007

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.

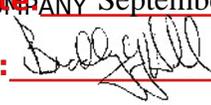
- If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes No
- Has there been any unit or other agreements 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: 9/13/2010

Title: Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY **Date:** September 20, 2010

By: 



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 33789
Ute Tribal 5-28D-55
5S 5W 28

Re: APDs Rescinded for Berry Petroleum Company
Duchesne County

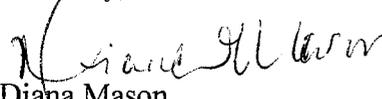
Dear Ms. Fieldsted:

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



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>



JUL 11 2011

IN REPLY REFER TO:
3160 (UTG011)

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

43 013 33789

Re: Request to Return APD
Well No. Ute Tribal 5-28D-55
NWNW, Sec. 28, T5S, R5W
Duchesne County, Utah
Lease No. 14-20-H62-5019

Dear Ms. Fieldsted:

The Application for Permit to Drill (APD) for the above referenced well received in this office on October 12, 2007 is being returned unapproved per your request to this office in an email message to Chuck Macdonald received on May 19, 2011. If you intend to drill at this location at a future date, a new APD must be submitted.

If you have any questions regarding APD processing, please contact Cindy Severson at (435) 781-4455.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

Enclosures

cc: UDOGM

RECEIVED

JUL 20 2011

DIV. OF OIL, GAS & MINING