

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

FORM 3

AMENDED REPORT

**APPLICATION FOR PERMIT TO DRILL**

<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		<b>1. WELL NAME and NUMBER</b> LC Fee 9-11D-56
<b>4. TYPE OF WELL</b> Oil Well      Coalbed Methane Well: NO		<b>3. FIELD OR WILDCAT</b> LAKE CANYON
<b>6. NAME OF OPERATOR</b> LINN OPERATING, INC.		<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>
<b>8. ADDRESS OF OPERATOR</b> Rt. 2 Box 7735, Roosevelt, UT, 84066		<b>7. OPERATOR PHONE</b> 303 999-4275
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> Fee	<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>	<b>9. OPERATOR E-MAIL</b> rdescognets@linnenergy.com
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> Douglas Nielson		<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> PO Box 114, Duchesne, UT 84021		<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b>
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>	<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input checked="" type="checkbox"/> (Submit Commingling Application) NO <input type="checkbox"/>	<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>
<b>20. LOCATION OF WELL</b>		<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	936 FSL 663 FEL	SESE	11	5.0 S	6.0 W	U
Top of Uppermost Producing Zone	1775 FSL 659 FEL	NESE	11	5.0 S	6.0 W	U
At Total Depth	1960 FSL 660 FEL	NESE	11	5.0 S	6.0 W	U

<b>21. COUNTY</b> DUCHEсне	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 660	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 640
<b>27. ELEVATION - GROUND LEVEL</b> 6365	<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completion)</b> 2	<b>26. PROPOSED DEPTH</b> MD: 6295 TVD: 6166
	<b>28. BOND NUMBER</b> RLB0005651	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 43-12400

**Hole, Casing, and Cement Information**

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Surf	12.25	8.625	0 - 630	24.0	J-55 ST&C	9.5	Class G	350	1.15	15.8
Prod	7.875	5.5	0 - 6295	17.0	N-80 LT&C	9.5	Type V	210	3.82	11.0
							Class G	370	1.7	13.1

**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
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b>	<b>TITLE</b>	<b>PHONE</b>
<b>SIGNATURE</b>	<b>DATE</b> 09/18/2013	<b>EMAIL</b>
<b>API NUMBER ASSIGNED</b> 43013524790000		<b>APPROVAL</b>

**Received: July 16, 2014**

BERRY PETROLEUM COMPANY  
 LC Fee 9-11D-56  
 Section 11, T5S, R6W, U.S.B.&M.  
 Surface: 936' FSL & 663' FEL (SE/4SE/4)  
 BHL: 1960' FSL & 660' (NE/4SE/4)  
 Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

**A,B Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

FORMATION	DRILL DEPTH * @ SHL (TVD)	DRILL DEPTH* @ BHL (TVD)	Measured Depth
Uinta Fm	Surface	Surface	Surface
Green River	470'	472'	471'
Green River Fouch Marker	1015'	1039'	4038'
Mahogany	1614'	1645'	1665'
Tgr3	2631'	2679'	2732'
*Douglas Creek	3407'	3455'	3545'
Black Shale	4066'	4113'	4220'
*Castle Peak	4338'	4382'	4494'
Uteland Butte	4692'	4734'	4849'
*Wasatch	4938'	4966'	5095'
CR-6	5138'	6166'	6295'
TD	6138'	6166'	6295'
Base of Moderate Saline Water	2940'	2817'	

\*PROSPECTIVE PAY

Berry is locating the well at the proposed surface location and directionally drilling to the proposed bottom hole location. By drilling directionally, Berry Petroleum Company will improve field development efficiency by potentially combining multiple surface hole locations together. This will significantly reduce total surface disturbance plus combine the use of access roads and existing pipelines.

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.

**C Pressure Control Equipment :** (Schematic Attached)

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc. A 3M system will be utilized. The attached diagram depicts the use of an annular in conjunction with double rams. However, an annular, double rams or both may be used depending on the drilling rig contracted.

Chart recorders will be used for all pressure tests.

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

Mud volumes will be monitored visually.  
Upper and Lower Kelly cocks will be utilized.  
A gas buster will be utilized, if necessary.

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 650'	No Pressure Control
650' – 6295'	11" 3000# Ram Type BOP 11" 3000# Annular BOP

**D,E Proposed Casing and Cementing Program**

<u>Purpose</u>	<u>Depth</u>	<u>Hole Size</u>	<u>Casing Size</u>	<u>Type</u>	<u>Connection</u>	<u>Weight</u>
Conductor will be run as needed with cement set the surface.						
Surface	650'	12.25"	3-5/8"	J-55	ST&C	24#
Production	6295'	7.875"	3-1/2"	N-80 or LIDA-80	LT&C	17#

Surface Type & Amount

0' – 650'      Approx. 350 SX Premium Class G, plus additives or a similar slurry with a minimum weight of 15.8 #/gal and approximate yield of 1.15 cuft/sx, minimum 24 hr compressive strength = 500 psi (Cement will be circulated to surface and topped off, if necessary.)

Production Type & Amount

0' – 3500'      Lead: +/- 210 sx Premium Type V + additives or similar slurry with a minimum weight of 11.0 #/gal and approximate yield of 3.82 cuft/sx

3500' – 6295'      Tail: +/- 370 sx Premium Class G + additives or similar slurry with a minimum weight of 13.1 #/gal and approximate yield of 1.70cuft/sk.

For production casing, actual cement volumes will be determined from the caliper log plus a minimum of 15% excess.

## F Drilling Fluids Program

Interval	Weight	Viscosity	Fluid Loss	Remarks
0' – 650'	8.4 – 9.5	27	NC	Mud or Air (see attached variance)
650' -6295'	8.4 – 9.5	27	NC	DAP Water

## G Evaluation Program

Logging Program:	HRI-GR-SP with SDL-DSN-PE: surface casing to TD. Preserve samples from all show intervals.
Sampling:	10' dry cut samples: Douglas Creek to TD. Preserve samples From all show intervals.
Surveys:	As deemed necessary
Mud Logger:	As deemed necessary
Drill Stem Tests:	As deemed necessary
Cores:	As deemed necessary

## H Anticipated Abnormal Pressures or Temperatures

No abnormal temperatures or pressures or other hazards are anticipated.

Shallow gas and/or water flows are possible below surface casing.

Maximum anticipated bottom hole pressure equals approximately 3110 psi\* and maximum anticipated surface pressure equals approximately 1725\*\*psi (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

\*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

\*\*Maximum surface pressure = A – (0.22xTD)

## I Anticipated Starting Dates and Notification of Operations

Drilling Activity:

Anticipated Commencement Date:	Upon approval of the APD.
Drilling Days:	Approximately 10 days.
Completion Days:	Approximately 7 days.

Berry Petroleum requests variances shown below to Onshore Order 2 III . Section E Special Drilling Operations as they apply to our air drilling of surface holes in the Uintah Formation.

Berry Petroleum requests permission to use a diverter bowl in place of a rotating head. The diverter bowl safely forces the air and cutting returns to the surface blooie line and then diverted away from the rig. Gas is very rarely encountered in small amounts in the Uintah formation. The diverter bowl is sufficient to divert such flows safely away from the rig.

Berry Petroleum requests permission to use a blooie line that discharges less than 100' from the wellbore. The location footprint, size and configuration does not allow for a 100' line to the flare or blooie pit for surface hole drilling. The lengths will be 30-60' depending on the location. Gas is very rarely encountered in small amounts in the Uintah formation, and the shorter blooie line lengths are capable of handling such flows.

Berry Petroleum requests permission to operate without an automatic igniter or continuous pilot light on the blooie line. Gas is very rarely encountered in small amounts in the Uintah Formation. If encountered, the drilling rig will have the ability to safely ignite the flare as needed.

Berry Petroleum requests permission to use a trailer mounted air compressor located less than 100 feet from the well bore. The location footprint, size and/or configuration of the surface hole drilling equipment does not practically allow for a 100' offset. Gas is very rarely encountered in small amounts in the Uintah Formation. If encountered, the following configuration will allow safe operations. The compressor itself it is located a minimum distance of 30' from the wellbore and is in an opposite direction from the blooie line. The compressor has the following safety features; (1) shut off valve on the trailer that is physically located no more than 20' from the air rig. (2) pressure relief valve on the air compressor discharge cylinder/piping. (3) Spark arrestors on the motors.

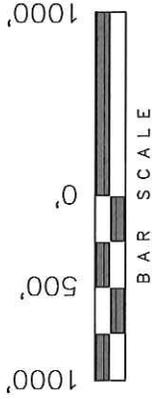
Berry Petroleum requests permission to not be required for the staging of mud circulating equipment, water and mud materials sufficient to maintain the capacity of the hole and circulating tank or pits on the air drilling location. Gas is very rarely encountered in small amounts in the Uintah Formation. Berry will have a water truck on location available to fill the hole as needed should gas be encountered.

**T5S, R6W, U.S.B.&M.**

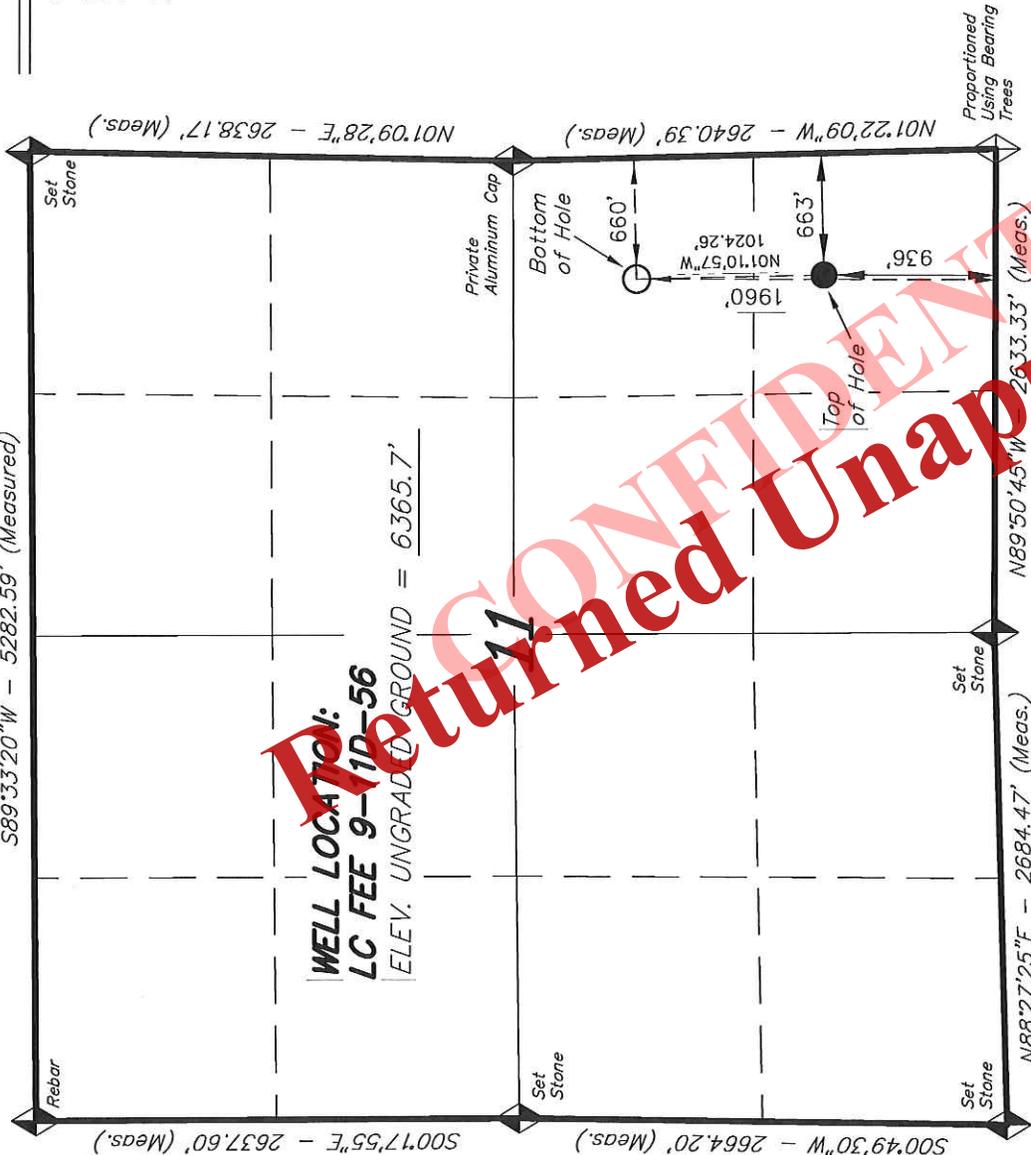
S89°33'20"W - 5282.59' (Measured)

**BERRY PETROLEUM COMPANY**

WELL LOCATION, LC FEE 9-11D-56,  
LOCATED AS SHOWN IN THE SE 1/4 SE  
1/4 OF SECTION 11, T5S, R6W,  
U.S.B.&M. DUCHESNE COUNTY, UTAH.



**WELL LOCATION:**  
**LC FEE 9-11D-56**  
ELEV. UNGRAD. GROUND = 6365.7'



- NOTES:**
- Well footages are measured at right angles to the Section Lines.
  - Bearings are based on Global Positioning Satellite observations.

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

DATE: 08-03-12  
 BY: STACY W.  
 REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 6189377  
 STATE OF UTAH

**TRI STATE LAND SURVEYING & CONSULTING**  
 180 NORTH VERNAL AVE. - VERNAL, UTAH 84078  
 (435) 781-2501

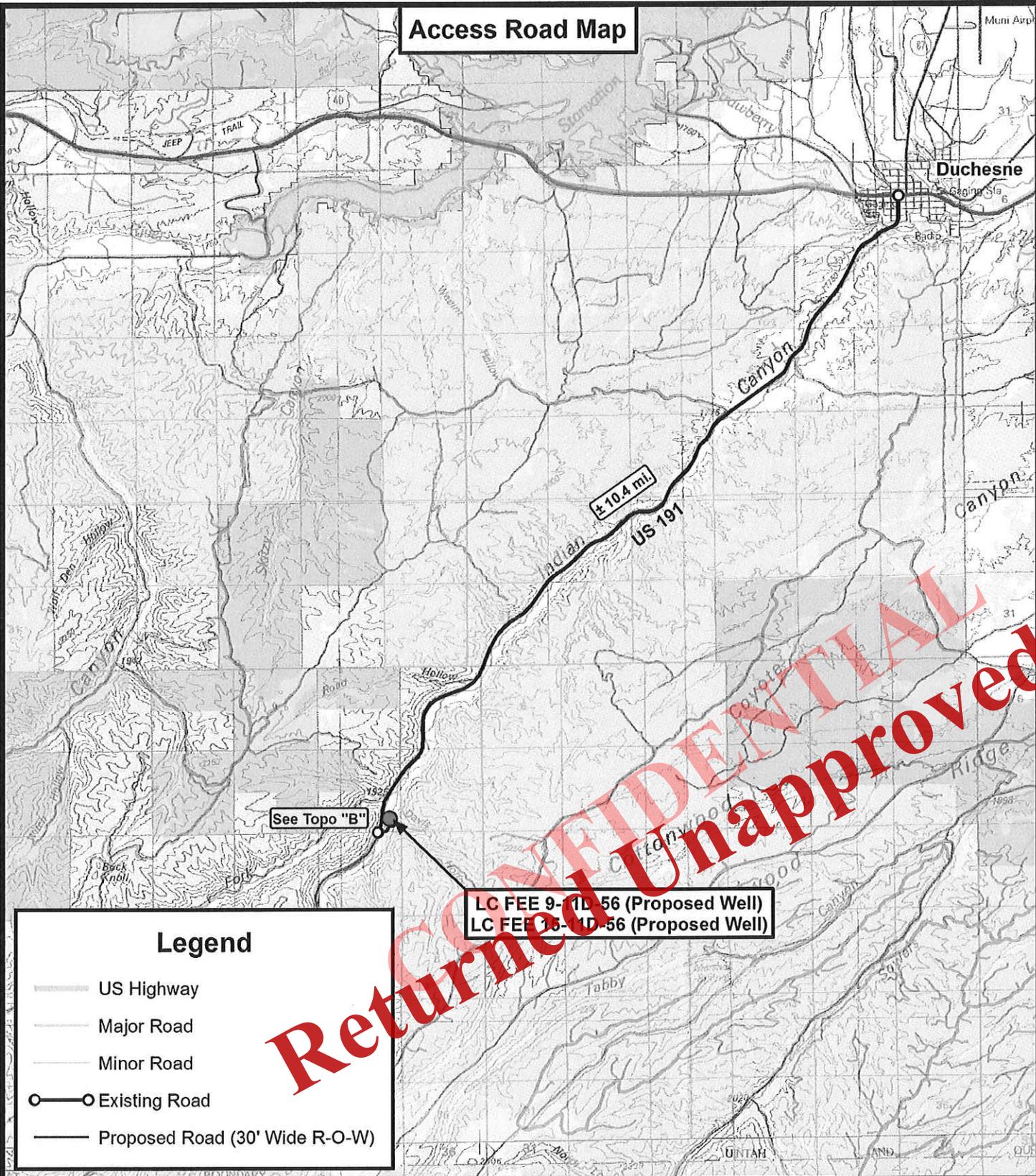
DATE SURVEYED: 07-31-12	SURVEYED BY: M.C.
DATE DRAWN: 08-03-12	DRAWN BY: L.C.S.
REVISED:	SCALE: 1" = 1000'

<b>NAD 83 (SURFACE LOCATION)</b>	LATITUDE = 40°03'22.89"	(40.056359)
	LONGITUDE = 110°31'12.46"	(110.520127)
<b>NAD 83 (SURFACE LOCATION)</b>	LATITUDE = 40°03'23.04"	(40.056399)
	LONGITUDE = 110°31'09.90"	(110.519417)
<b>NAD 83 (BOTTOM HOLE LOCATION)</b>	LATITUDE = 40°03'33.01"	(40.059170)
	LONGITUDE = 110°31'12.59"	(110.520163)
<b>NAD 27 (BOTTOM HOLE LOCATION)</b>	LATITUDE = 40°03'33.16"	(40.059210)
	LONGITUDE = 110°31'10.03"	(110.519452)

◆ = SECTION CORNERS LOCATED  
 BASIS OF ELEV; Elevations are base on an N.G.S. OPUS Correction. LOCATION: LAT. 39°58'55.06" LONG. 110°22'05.00" (Tristate Aluminum Cap) Elev. 7307.99'

CONFIDENTIAL  
Returned Unapproved

**Access Road Map**



Returned Confidential Unapproved

LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)

**Legend**

- US Highway
- Major Road
- Minor Road
- Existing Road
- Proposed Road (30' Wide R-O-W)

**Tri State**  
**Land Surveying, Inc.**  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501  
 F: (435) 781-2518

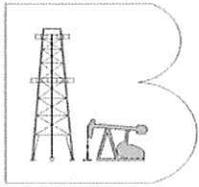


**BERRY PETROLEUM COMPANY**  
 LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)  
 SEC. 11, T5S, R6W, U.S.B.&M.  
 Duchesne County, UT.

DRAWN BY:	D.C.R.	REVISED:	12-19-2012 J.A.S.
DATE:	11-22-2011		
SCALE:	1:100,000		

**TOPOGRAPHIC MAP**

SHEET  
**A**



## **Berry Petroleum Company**

Duchesne Co., UT (UT27C)

Sec.11-T5S-R6W

LC FEE 9-11D-56

**Wellbore #1**

**Plan: Design #2**

## **Standard Planning Report**

18 October, 2012

**CONFIDENTIAL**  
**Returned Unapproved**



**Received: September 18, 2013**



<b>Database:</b>	EDM 5000.1 Single User Db	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Company:</b>	Berry Petroleum Company	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site:</b>	Sec.11-T5S-R6W	<b>North Reference:</b>	True
<b>Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	Wellbore #1		
<b>Design:</b>	Design #2		

<b>Project</b>	Duchesne Co., UT (UT27C)		
<b>Map System:</b>	US State Plane 1927 (Exact solution)	<b>System Datum:</b>	Mean Sea Level
<b>Geo Datum:</b>	NAD 1927 (NADCON CONUS)		
<b>Map Zone:</b>	Utah Central 4302		

<b>Site</b>	Sec.11-T5S-R6W				
<b>Site Position:</b>		<b>Northing:</b>	629,075.375 usft	<b>Latitude:</b>	40° 3' 22.864 N
<b>From:</b>	Lat/Long	<b>Easting:</b>	2,274,463.604 usft	<b>Longitude:</b>	110° 31' 10.024 W
<b>Position Uncertainty:</b>	0.00 usft	<b>Slot Radius:</b>	13-3/16"	<b>Grid Convergence:</b>	0.63 °

<b>Well</b>	LC FEE 9-11D-56					
<b>Well Position</b>	<b>+N/-S</b>	17.48 usft	<b>Northing:</b>	629,092.954 usft	<b>Latitude:</b>	40° 3' 23.036 N
	<b>+E/-W</b>	9.52 usft	<b>Easting:</b>	2,274,472.929 usft	<b>Longitude:</b>	110° 31' 9.901 W
<b>Position Uncertainty</b>		0.00 usft	<b>Wellhead Elevation:</b>	usft	<b>Ground Level:</b>	6,365.00 usft

<b>Wellbore</b>	Wellbore #1				
<b>Magnetics</b>	<b>Model Name</b>	<b>Sample Date</b>	<b>Declination (°)</b>	<b>Dip Angle (°)</b>	<b>Field Strength (nT)</b>
	IGRF2010	2012/10/15	11.33	65.68	52,073

<b>Design</b>	Design #2				
<b>Audit Notes:</b>					
<b>Version:</b>	<b>Phase:</b>	PLAN	<b>Tie On Depth:</b>	0.00	
<b>Vertical Section:</b>	<b>Depth From (TVD) (usft)</b>	<b>+N/-S (usft)</b>	<b>+E/-W (usft)</b>	<b>Direction (°)</b>	
	0.00	0.00	0.00	358.80	

Plan Sections										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
750.00	0.00	0.00	750.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,442.67	20.78	358.80	1,427.58	124.21	-2.60	3.00	3.00	0.00	358.80	
2,929.02	20.78	358.80	2,817.22	651.43	-13.66	0.00	0.00	0.00	0.00	
5,007.03	0.00	0.00	4,868.00	1,024.06	-21.47	1.00	-1.00	0.00	180.00	
6,323.03	0.00	0.00	6,166.00	1,024.06	-21.47	0.00	0.00	0.00	0.00	



<b>Database:</b>	EDM 5000.1 Single User Db	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Company:</b>	Berry Petroleum Company	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site:</b>	Sec.11-T5S-R6W	<b>North Reference:</b>	True
<b>Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	Wellbore #1		
<b>Design:</b>	Design #2		

Planned Survey										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Green River</b>										
470.00	0.00	0.00	470.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>8 5/8" Csg.</b>										
650.00	0.00	0.00	650.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Start Build 3.00</b>										
750.00	0.00	0.00	750.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	1.50	358.80	799.99	0.65	-0.01	0.65	3.00	3.00	0.00	0.00
900.00	4.50	358.80	899.85	5.89	-0.12	5.89	3.00	3.00	0.00	0.00
1,000.00	7.50	358.80	999.29	16.34	-0.34	16.34	3.00	3.00	0.00	0.00
<b>Green River Fouch Mkr</b>										
1,016.37	7.99	358.80	1,015.51	18.54	-0.39	18.55	3.00	3.00	0.00	0.00
1,100.00	10.50	358.80	1,098.04	31.97	-0.67	31.98	3.00	3.00	0.00	0.00
1,200.00	13.50	358.80	1,195.85	52.76	-1.11	52.77	3.00	3.00	0.00	0.00
1,300.00	16.50	358.80	1,292.43	78.63	-1.65	78.65	3.00	3.00	0.00	0.00
1,400.00	19.50	358.80	1,387.52	109.52	-2.30	109.55	3.00	3.00	0.00	0.00
<b>Start 1486.35 hold at 1442.67 MD</b>										
1,442.67	20.78	358.80	1,427.58	124.21	-2.60	124.24	3.00	3.00	0.00	0.00
1,500.00	20.78	358.80	1,481.18	144.55	-3.03	144.58	0.00	0.00	0.00	0.00
1,600.00	20.78	358.80	1,574.68	180.02	-3.77	180.06	0.00	0.00	0.00	0.00
<b>Mahogany</b>										
1,647.83	20.78	358.80	1,619.40	196.98	-4.03	197.03	0.00	0.00	0.00	0.00
1,700.00	20.78	358.80	1,668.17	215.49	-4.62	215.53	0.00	0.00	0.00	0.00
1,800.00	20.78	358.80	1,761.67	250.96	-5.26	251.01	0.00	0.00	0.00	0.00
1,900.00	20.78	358.80	1,855.16	286.43	-6.01	286.49	0.00	0.00	0.00	0.00
2,000.00	20.78	358.80	1,948.66	321.90	-6.75	321.97	0.00	0.00	0.00	0.00
2,100.00	20.78	358.80	2,042.15	357.37	-7.49	357.45	0.00	0.00	0.00	0.00
2,200.00	20.78	358.80	2,135.65	392.84	-8.24	392.93	0.00	0.00	0.00	0.00
2,300.00	20.78	358.80	2,229.14	428.31	-8.98	428.40	0.00	0.00	0.00	0.00
2,400.00	20.78	358.80	2,322.64	463.78	-9.72	463.88	0.00	0.00	0.00	0.00
2,500.00	20.78	358.80	2,416.13	499.25	-10.47	499.36	0.00	0.00	0.00	0.00
2,600.00	20.78	358.80	2,509.63	534.72	-11.21	534.84	0.00	0.00	0.00	0.00
2,700.00	20.78	358.80	2,603.12	570.19	-11.95	570.32	0.00	0.00	0.00	0.00
<b>Tgr3 Mkr</b>										
2,747.02	20.78	358.80	2,647.09	586.87	-12.30	587.00	0.00	0.00	0.00	0.00
2,800.00	20.78	358.80	2,696.62	605.66	-12.70	605.80	0.00	0.00	0.00	0.00
2,900.00	20.78	358.80	2,790.11	641.13	-13.44	641.27	0.00	0.00	0.00	0.00
<b>Start Drop -1.00</b>										
2,929.02	20.78	358.80	2,817.25	651.43	-13.66	651.57	0.00	0.00	0.00	0.00
3,000.00	20.07	358.80	2,883.76	676.19	-14.18	676.34	1.00	-1.00	0.00	0.00
3,100.00	19.07	358.80	2,977.98	709.68	-14.88	709.84	1.00	-1.00	0.00	0.00
3,200.00	18.07	358.80	3,072.78	741.52	-15.55	741.68	1.00	-1.00	0.00	0.00
3,300.00	17.07	358.80	3,168.11	771.70	-16.18	771.87	1.00	-1.00	0.00	0.00
3,400.00	16.07	358.80	3,263.96	800.21	-16.78	800.39	1.00	-1.00	0.00	0.00
3,500.00	15.07	358.80	3,360.28	827.05	-17.34	827.23	1.00	-1.00	0.00	0.00
<b>Douglas Creek</b>										

RETURNED Unapproved



<b>Database:</b>	EDM 5000.1 Single User Db	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Company:</b>	Berry Petroleum Company	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site:</b>	Sec.11-T5S-R6W	<b>North Reference:</b>	True
<b>Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	Wellbore #1		
<b>Design:</b>	Design #2		

Planned Survey										
Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)	
3,572.26	14.35	358.80	3,430.18	845.39	-17.72	845.58	1.00	-1.00	0.00	
3,600.00	14.07	358.80	3,457.07	852.20	-17.87	852.39	1.00	-1.00	0.00	
3,700.00	13.07	358.80	3,554.27	875.66	-18.36	875.85	1.00	-1.00	0.00	
3,800.00	12.07	358.80	3,651.88	897.42	-18.81	897.61	1.00	-1.00	0.00	
3,900.00	11.07	358.80	3,749.84	917.47	-19.24	917.67	1.00	-1.00	0.00	
4,000.00	10.07	358.80	3,848.14	935.81	-19.62	936.01	1.00	-1.00	0.00	
4,100.00	9.07	358.80	3,946.75	952.43	-19.97	952.64	1.00	-1.00	0.00	
4,200.00	8.07	358.80	4,045.63	967.33	-20.28	967.54	1.00	-1.00	0.00	
<b>Upr Black Shale</b>										
4,247.51	7.60	358.80	4,092.70	973.80	-20.42	974.02	1.00	-1.00	0.00	
4,300.00	7.07	358.80	4,144.76	980.50	-20.56	980.72	1.00	-1.00	0.00	
4,400.00	6.07	358.80	4,244.10	991.94	-20.80	992.16	1.00	-1.00	0.00	
4,500.00	5.07	358.80	4,343.63	1,001.64	-21.00	1,001.87	1.00	-1.00	0.00	
<b>Castle Peak</b>										
4,521.96	4.85	358.80	4,365.51	1,003.54	-21.04	1,003.76	1.00	-1.00	0.00	
4,600.00	4.07	358.80	4,443.31	1,009.61	-21.17	1,009.83	1.00	-1.00	0.00	
4,700.00	3.07	358.80	4,543.11	1,015.84	-21.30	1,016.06	1.00	-1.00	0.00	
4,800.00	2.07	358.80	4,643.01	1,020.32	-21.39	1,020.55	1.00	-1.00	0.00	
<b>Uteland Butte</b>										
4,877.05	1.30	358.80	4,720.03	1,022.59	-21.44	1,022.81	1.00	-1.00	0.00	
4,900.00	1.07	358.80	4,742.97	1,023.06	-21.45	1,023.29	1.00	-1.00	0.00	
<b>Start 1316.00 hold at 5007.03 MD</b>										
5,007.03	0.00	0.00	4,850.00	1,024.06	-21.47	1,024.29	1.00	0.00	0.00	
5,100.00	0.00	0.00	4,942.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
<b>Wasatch</b>										
5,123.11	0.00	0.00	4,966.07	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,200.00	0.00	0.00	5,042.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,300.00	0.00	0.00	5,142.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,400.00	0.00	0.00	5,242.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,500.00	0.00	0.00	5,342.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,600.00	0.00	0.00	5,442.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,700.00	0.00	0.00	5,542.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,800.00	0.00	0.00	5,642.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
5,900.00	0.00	0.00	5,742.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
6,000.00	0.00	0.00	5,842.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
6,100.00	0.00	0.00	5,942.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
6,200.00	0.00	0.00	6,042.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
6,300.00	0.00	0.00	6,142.97	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	
<b>TD at 6323.03 - LCF 9-11D-56 Box - LCF 9-11D-56 Tgt</b>										
6,323.03	0.00	0.00	6,166.00	1,024.06	-21.47	1,024.29	0.00	0.00	0.00	

CONFIDENTIAL  
 Returned Unapproved



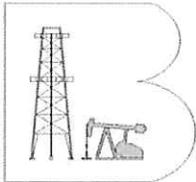
<b>Database:</b>	EDM 5000.1 Single User Db	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Company:</b>	Berry Petroleum Company	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site:</b>	Sec.11-T5S-R6W	<b>North Reference:</b>	True
<b>Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Wellbore:</b>	Wellbore #1		
<b>Design:</b>	Design #2		

Design Targets									
Target Name	Dip Angle	Dip Dir.	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude
- hit/miss target	(°)	(°)	(usft)	(usft)	(usft)	(usft)	(usft)		
- Shape									
LCF 9-11D-56 Box	0.00	0.00	6,166.00	1,036.16	1.03	630,129.063	2,274,462.599	40° 3' 33.277 N	110° 31' 9.888 W
- plan misses target center by 25.55usft at 6323.03usft MD (6166.00 TVD, 1024.06 N, -21.47 E)									
- Polygon									
Point 1			6,166.00	199.30	-177.70	630,326.40	2,274,282.73		
Point 2			6,166.00	202.10	172.40	630,333.04	2,274,632.77		
Point 3			6,166.00	-198.90	182.00	629,932.17	2,274,646.77		
Point 4			6,166.00	-202.50	-176.70	629,924.64	2,274,288.13		
LCF 9-11D-56 Tgt	0.00	0.00	6,166.00	1,024.06	-21.47	630,116.717	2,274,440.233	40° 3' 33.157 N	110° 31' 10.177 W
- plan hits target center									
- Point									

Casing Points				
Measured Depth	Vertical Depth	Name	Casing Diameter	Hole Diameter
(usft)	(usft)		(")	(")
650.00	650.00	8 5/8" Csg.	8-5/8	12-1/4

Formations					
Measured Depth	Vertical Depth	Name	Lithology	Dip	Dip Direction
(usft)	(usft)			(°)	(°)
470.00	470.00	Green River		1.57	358.80
1,016.37	1,015.00	Green River Fouch Mkr		1.57	358.80
1,647.83	1,614.00	Mahogany		1.57	358.80
2,747.02	2,631.00	Tgr3 Mkr		1.57	358.80
3,572.26	3,407.00	Douglas Creek		1.57	358.80
4,247.51	4,066.00	Upr Black Shale		1.57	358.80
4,521.96	4,338.00	Castle Peak		1.57	358.80
4,877.05	4,692.00	Uteland Butte		1.57	358.80
5,123.11	4,938.00	Wasatch		1.57	358.80

Plan Annotations					
Measured Depth	Vertical Depth	Local Coordinates		Comment	
(usft)	(usft)	+N/-S	+E/-W		
		(usft)	(usft)		
750.00	750.00	0.00	0.00	Start Build 3.00	
1,442.67	1,427.58	124.21	-2.60	Start 1486.35 hold at 1442.67 MD	
2,929.02	2,817.25	651.43	-13.66	Start Drop -1.00	
5,007.03	4,850.00	1,024.06	-21.47	Start 1316.00 hold at 5007.03 MD	
6,323.03	6,166.00	1,024.06	-21.47	TD at 6323.03	



# Berry Petroleum Company

Duchesne Co., UT (UT27C)

Sec.11-T5S-R6W

LC FEE 9-11D-56

Wellbore #1

Design #2

## Anticollision Report

18 October, 2012

**CONFIDENTIAL**  
**Returned Unapproved**



**Received: September 18, 2013**



Sharewell Energy Services  
Anticollision Report



<b>Company:</b>	Berry Petroleum Company	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Reference Site:</b>	Sec.11-T5S-R6W	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site Error:</b>	0.00 usft	<b>North Reference:</b>	True
<b>Reference Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Well Error:</b>	0.00 usft	<b>Output errors are at</b>	2.00 sigma
<b>Reference Wellbore</b>	Wellbore #1	<b>Database:</b>	EDM 5000.1 Single User Db
<b>Reference Design:</b>	Design #2	<b>Offset TVD Reference:</b>	Offset Datum

<b>Reference</b>	<b>Design #2</b>
<b>Filter type:</b>	NO GLOBAL FILTER: Using user defined selection & filtering criteria
<b>Interpolation Method:</b>	Stations
<b>Depth Range:</b>	Unlimited
<b>Results Limited by:</b>	Maximum center-center distance of 9,999.98 usft
<b>Warning Levels Evaluated at:</b>	2.00 Sigma
<b>Error Model:</b>	ISCWSA
<b>Scan Method:</b>	Closest Approach 3D
<b>Error Surface:</b>	Elliptical Conic
<b>Casing Method:</b>	Not applied

<b>Survey Tool Program</b>	<b>Date</b>	2012/10/18
<b>From (usft)</b>	<b>To (usft)</b>	<b>Survey (Wellbore)</b>
0.00	6,323.03	Design #2 (Wellbore #1)
		<b>Tool Name</b>
		MWD
		<b>Description</b>
		MWD - Standard

<b>Summary</b>						
<b>Site Name</b>	<b>Reference Measured Depth (usft)</b>	<b>Offset Measured Depth (usft)</b>	<b>Distance Between Centres (usft)</b>	<b>Distance Between Ellipses (usft)</b>	<b>Separation Factor</b>	<b>Warning</b>
Offset Well - Wellbore - Design						
Sec.11-T5S-R6W						
LC Tribal 12H-11-56 - Wellbore #1 - Design #1	750.00	750.00	19.90	16.80	6.416	CC, ES
LC Tribal 12H-11-56 - Wellbore #1 - Design #1	800.00	799.99	20.47	17.15	6.154	SF

<b>Offset Design</b>													<b>Offset Site Error:</b>	0.00 usft
Sec.11-T5S-R6W - LC Tribal 12H-11-56 - Wellbore #1 - Design #1													<b>Offset Well Error:</b>	0.00 usft
Survey Program: 0-MWD														
<b>Reference</b>	<b>Offset</b>	<b>Semi Major Axis</b>		<b>Distance</b>		<b>Minimum Separation</b>	<b>Separation Factor</b>	<b>Warning</b>						
<b>Measured Depth (usft)</b>	<b>Vertical Depth (usft)</b>	<b>Measured Depth (usft)</b>	<b>Vertical Depth (usft)</b>	<b>Reference (usft)</b>	<b>Offset (usft)</b>	<b>Highside Toolface (°)</b>	<b>Offset Wellbore Centre +N/-S (usft)</b>	<b>+E/-W (usft)</b>	<b>Between Centres (usft)</b>	<b>Between Ellipses (usft)</b>	<b>Minimum Separation (usft)</b>	<b>Separation Factor</b>	<b>Warning</b>	
0.00	0.00	0.00	0.00	0.00	0.00	-151.43	-17.48	-9.52	19.90	19.72	0.18	110.684		
100.00	100.00	100.00	100.00	0.09	0.09	-151.43	-17.48	-9.52	19.90	19.27	0.63	31.624		
200.00	200.00	200.00	200.00	0.31	0.31	-151.43	-17.48	-9.52	19.90	18.82	1.08	18.447		
300.00	300.00	300.00	300.00	0.54	0.54	-151.43	-17.48	-9.52	19.90	18.37	1.53	13.022		
400.00	400.00	400.00	400.00	0.76	0.76	-151.43	-17.48	-9.52	19.90	17.92	1.98	10.062		
500.00	500.00	500.00	500.00	0.99	0.99	-151.43	-17.48	-9.52	19.90	17.48	2.43	8.199		
600.00	600.00	600.00	600.00	1.21	1.21	-151.43	-17.48	-9.52	19.90	17.03	2.88	6.918		
700.00	700.00	700.00	700.00	1.44	1.44	-151.43	-17.48	-9.52	19.90	16.80	3.10	6.416	CC, ES	
750.00	750.00	750.00	750.00	1.55	1.55	-151.43	-17.48	-9.52	19.90	17.15	3.33	6.154	SF	
800.00	799.99	799.99	799.99	1.66	1.66	-151.13	-17.48	-9.52	20.47	21.41	3.78	6.667		
900.00	899.85	899.85	899.85	1.88	1.88	-156.83	-17.48	-9.52	25.18	30.81	4.22	8.295		
1,000.00	999.29	999.29	999.29	2.13	2.11	-163.49	-17.48	-9.52	35.04	45.58	4.66	10.774		
1,100.00	1,098.04	1,098.04	1,098.04	2.39	2.33	-168.47	-17.48	-9.52	50.24	65.65	5.09	13.890		
1,200.00	1,195.85	1,195.85	1,195.85	2.71	2.55	-171.76	-17.48	-9.52	70.74	90.92	5.51	17.488		
1,300.00	1,292.43	1,292.43	1,292.43	3.09	2.77	-173.87	-17.48	-9.52	96.43	121.28	5.93	21.457		
1,400.00	1,387.52	1,387.52	1,387.52	3.57	2.98	-175.27	-17.48	-9.52	127.21	135.76	6.10	23.244		
1,442.67	1,427.58	1,427.58	1,427.58	3.79	3.07	-175.73	-17.48	-9.52	141.86	155.78	6.37	25.444		
1,500.00	1,481.18	1,481.18	1,481.18	4.12	3.19	-176.26	-17.48	-9.52	162.16	190.73	6.85	28.834		
1,600.00	1,574.68	1,574.68	1,574.68	4.72	3.40	-176.93	-17.48	-9.52	197.58	225.68	7.34	31.745		
1,700.00	1,668.17	1,668.17	1,668.17	5.34	3.61	-177.40	-17.48	-9.52	233.02	260.64	7.84	34.263		
1,800.00	1,761.67	1,761.67	1,761.67	5.97	3.82	-177.74	-17.48	-9.52	268.47	295.59	8.34	36.459		
1,900.00	1,855.16	1,855.16	1,855.16	6.62	4.03	-178.01	-17.48	-9.52	303.93	330.55	8.84	38.386		
2,000.00	1,948.66	1,948.66	1,948.66	7.27	4.25	-178.22	-17.48	-9.52	339.39	365.50	9.35	40.090		
2,100.00	2,042.15	2,042.15	2,042.15	7.93	4.46	-178.38	-17.48	-9.52	374.85	400.46	9.86	41.604		
2,200.00	2,135.65	2,135.65	2,135.65	8.60	4.67	-178.52	-17.48	-9.52	410.32					

CC - Min centre to center distance or convergent point, SF - min separation factor, ES - min ellipse separation



<b>Company:</b>	Berry Petroleum Company	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Reference Site:</b>	Sec.11-T5S-R6W	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site Error:</b>	0.00 usft	<b>North Reference:</b>	True
<b>Reference Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Well Error:</b>	0.00 usft	<b>Output errors are at</b>	2.00 sigma
<b>Reference Wellbore</b>	Wellbore #1	<b>Database:</b>	EDM 5000.1 Single User Db
<b>Reference Design:</b>	Design #2	<b>Offset TVD Reference:</b>	Offset Datum

Offset Design													Offset Site Error:	0.00 usft
Survey Program: 0-MWD													Offset Well Error:	0.00 usft
Reference														
Offset				Semi Major Axis		Distance							Warning	
Measured Depth (usft)	Vertical Depth (usft)	Measured Depth (usft)	Vertical Depth (usft)	Reference (usft)	Offset (usft)	Highside Toolface (°)	Offset Wellbore Centre +N/-S (usft)	+E/-W (usft)	Between Centres (usft)	Between Ellipses (usft)	Minimum Separation (usft)	Separation Factor		
2,300.00	2,229.14	2,229.14	2,229.14	9.27	4.88	-178.64	-17.48	-9.52	445.79	435.41	10.38	42.958		
2,400.00	2,322.64	2,322.64	2,322.64	9.95	5.09	-178.74	-17.48	-9.52	481.26	470.37	10.89	44.176		
2,500.00	2,416.13	2,416.13	2,416.13	10.62	5.30	-178.83	-17.48	-9.52	516.73	505.32	11.41	45.275		
2,600.00	2,509.63	2,509.63	2,509.63	11.30	5.51	-178.90	-17.48	-9.52	552.20	540.27	11.93	46.272		
2,700.00	2,603.12	2,603.12	2,603.12	11.98	5.72	-178.97	-17.48	-9.52	587.68	575.22	12.46	47.181		
2,800.00	2,696.62	2,696.62	2,696.62	12.66	5.93	-179.03	-17.48	-9.52	623.15	610.17	12.98	48.012		
2,900.00	2,790.11	2,790.11	2,790.11	13.34	6.14	-179.08	-17.48	-9.52	658.62	645.12	13.50	48.774		
2,929.02	2,817.25	2,817.25	2,817.25	13.54	6.20	-179.09	-17.48	-9.52	668.92	655.26	13.66	48.984		
3,000.00	2,883.76	2,883.76	2,883.76	13.97	6.35	-179.13	-17.48	-9.52	693.69	679.65	14.04	49.403		
3,100.00	2,977.98	2,977.98	2,977.98	14.49	6.56	-179.18	-17.48	-9.52	727.18	712.62	14.56	49.943		
3,200.00	3,072.78	3,072.78	3,072.78	15.00	6.77	-179.22	-17.48	-9.52	759.02	743.95	15.07	50.350		
3,300.00	3,168.11	3,168.11	3,168.11	15.50	6.99	-179.25	-17.48	-9.52	789.21	773.62	15.58	50.640		
3,400.00	3,263.96	3,263.96	3,263.96	15.98	7.20	-179.28	-17.48	-9.52	817.72	801.64	16.09	50.827		
3,500.00	3,360.28	3,360.28	3,360.28	16.44	7.42	-179.31	-17.48	-9.52	844.56	827.98	16.59	50.921		
3,600.00	3,457.07	3,457.07	3,457.07	16.88	7.64	-179.33	-17.48	-9.52	869.72	852.64	17.08	50.933		
3,700.00	3,554.27	3,554.27	3,554.27	17.30	7.85	-179.35	-17.48	-9.52	893.18	875.62	17.56	50.871		
3,800.00	3,651.88	3,651.88	3,651.88	17.70	8.07	-179.37	-17.48	-9.52	914.94	896.91	18.03	50.742		
3,900.00	3,749.84	3,749.84	3,749.84	18.08	8.29	-179.38	-17.48	-9.52	935.00	916.50	18.50	50.551		
4,000.00	3,848.14	3,848.14	3,848.14	18.43	8.51	-179.40	-17.48	-9.52	953.34	934.39	18.95	50.304		
4,100.00	3,946.75	3,946.75	3,946.75	18.76	8.74	-179.41	-17.48	-9.52	969.97	950.57	19.40	50.006		
4,200.00	4,045.63	4,045.63	4,045.63	19.07	8.96	-179.42	-17.48	-9.52	984.87	965.04	19.83	49.659		
4,300.00	4,144.76	4,144.76	4,144.76	19.35	9.18	-179.43	-17.48	-9.52	998.04	977.78	20.26	49.262		
4,400.00	4,244.10	4,244.10	4,244.10	19.61	9.40	-179.44	-17.48	-9.52	1,009.48	988.81	20.67	48.833		
4,500.00	4,343.63	4,423.75	4,421.66	19.85	9.80	-178.31	-12.03	-29.81	1,016.72	995.46	21.25	47.440		
4,600.00	4,443.31	4,606.30	4,581.84	20.06	10.40	-173.65	10.05	-112.11	1,013.20	991.04	22.15	45.724		
4,700.00	4,543.11	4,721.92	4,662.10	20.25	11.19	-169.01	31.53	-192.11	1,008.08	982.70	23.21	43.035		
4,800.00	4,643.01	4,793.34	4,700.83	20.41	11.95	-165.60	47.06	-249.99	1,001.41	976.85	24.56	40.770		
4,838.81	4,681.80	4,813.55	4,710.12	20.46	12.20	-164.58	51.72	-267.41	1,000.88	976.00	24.97	40.091		
4,900.00	4,742.97	4,839.60	4,720.97	20.55	12.56	-163.23	57.86	-290.20	1,002.18	976.63	25.54	39.243		
5,007.03	4,850.00	4,875.00	4,733.60	20.67	13.08	-162.57	66.43	-320.13	1,010.45	984.06	26.39	38.295		
5,100.00	4,942.97	4,894.07	4,739.38	20.76	13.39	-161.53	71.14	-338.88	1,025.07	998.12	26.95	38.036		
5,200.00	5,042.97	4,911.32	4,743.98	20.87	13.69	-160.59	75.40	-355.74	1,049.28	1,021.78	27.50	38.156		
5,300.00	5,142.97	4,925.00	4,747.20	20.97	13.92	-159.83	78.89	-368.58	1,081.88	1,053.90	27.97	38.674		
5,400.00	5,242.97	4,935.59	4,749.43	21.08	14.11	-159.25	81.58	-378.57	1,122.22	1,093.83	28.39	39.533		
5,500.00	5,342.97	4,950.00	4,752.09	21.19	14.37	-158.45	83.45	-392.25	1,169.61	1,140.72	28.89	40.483		
5,600.00	5,442.97	4,950.00	4,752.09	21.30	14.37	-158.45	85.25	-392.25	1,223.18	1,194.12	29.05	42.103		
5,700.00	5,542.97	4,958.01	4,753.39	21.41	14.53	-158.00	87.30	-399.88	1,282.25	1,252.84	29.41	43.598		
5,800.00	5,642.97	4,963.33	4,754.18	21.52	14.69	-157.71	88.66	-404.97	1,346.10	1,316.40	29.70	45.317		
5,900.00	5,742.97	4,975.00	4,755.70	21.65	14.85	-157.06	91.66	-416.14	1,414.16	1,384.01	30.15	46.901		
6,000.00	5,842.97	4,975.00	4,755.70	21.77	14.85	-157.06	91.66	-416.14	1,485.70	1,455.38	30.32	49.004		
6,100.00	5,942.97	4,975.00	4,755.70	21.89	14.85	-157.06	91.66	-416.14	1,560.37	1,529.88	30.49	51.185		
6,200.00	6,042.97	4,975.00	4,755.70	22.01	14.85	-157.06	91.66	-416.14	1,637.74	1,607.09	30.65	53.427		
6,300.00	6,142.97	4,975.00	4,755.70	22.14	14.85	-157.06	91.66	-416.14	1,717.46	1,686.63	30.82	55.719		
6,323.03	6,166.00	4,975.00	4,755.70	22.17	14.85	-157.06	91.66	-416.14	1,736.11	1,705.25	30.86	56.252		



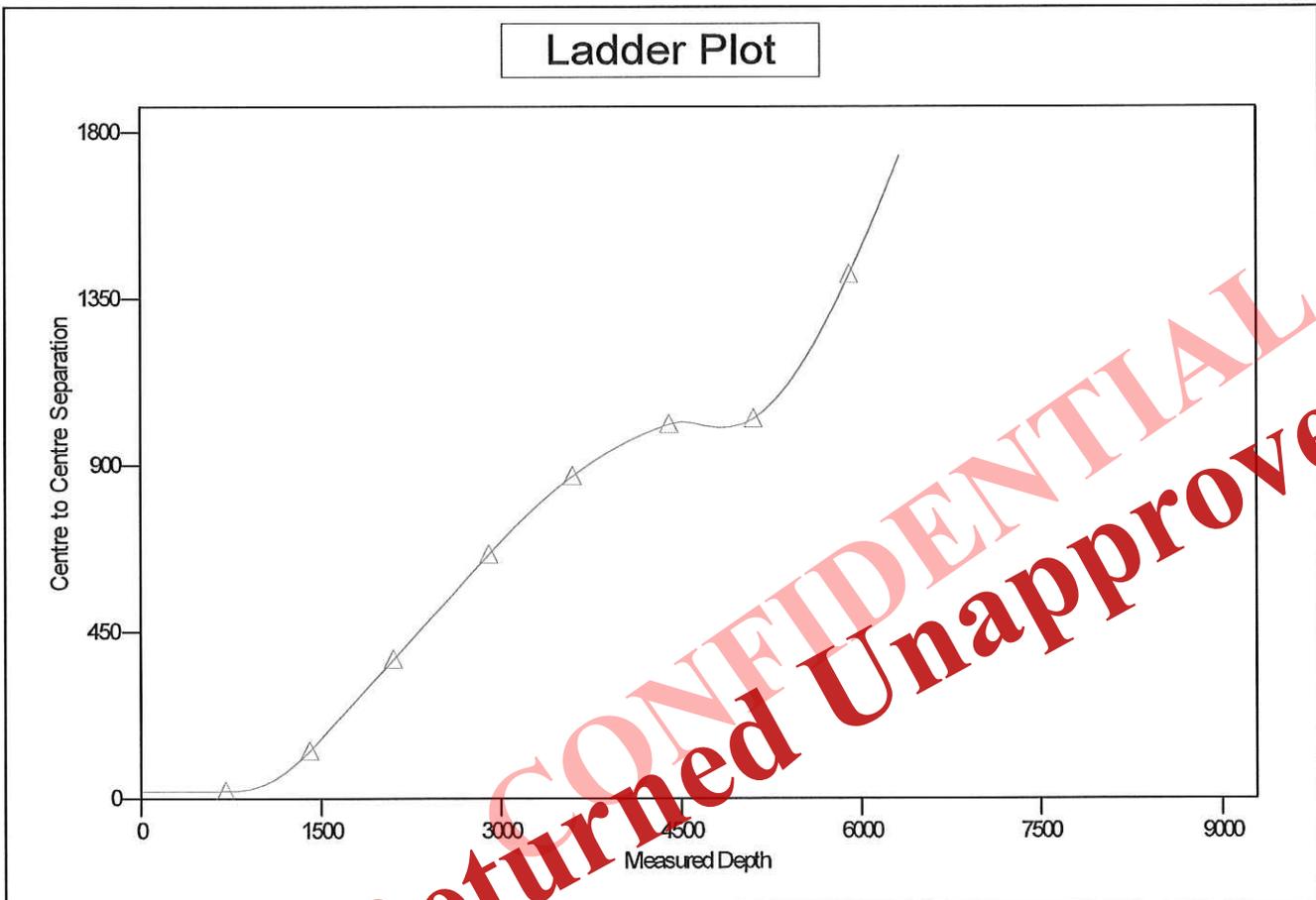
Sharewell Energy Services  
Anticollision Report



<b>Company:</b>	Berry Petroleum Company	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Reference Site:</b>	Sec.11-T5S-R6W	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site Error:</b>	0.00 usft	<b>North Reference:</b>	True
<b>Reference Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Well Error:</b>	0.00 usft	<b>Output errors are at</b>	2.00 sigma
<b>Reference Wellbore</b>	Wellbore #1	<b>Database:</b>	EDM 5000.1 Single User Db
<b>Reference Design:</b>	Design #2	<b>Offset TVD Reference:</b>	Offset Datum

Reference Depths are relative to WELL @ 6385.00usft (Original Well E  
 Offset Depths are relative to Offset Datum  
 Central Meridian is 111° 30' 0.000 W

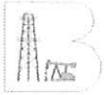
Coordinates are relative to: LC FEE 9-11D-56  
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302  
 Grid Convergence at Surface is: 0.63°



LEGEND

▲ LC Tribal 12H-11-56, Wellbore #1, Design #1 V0

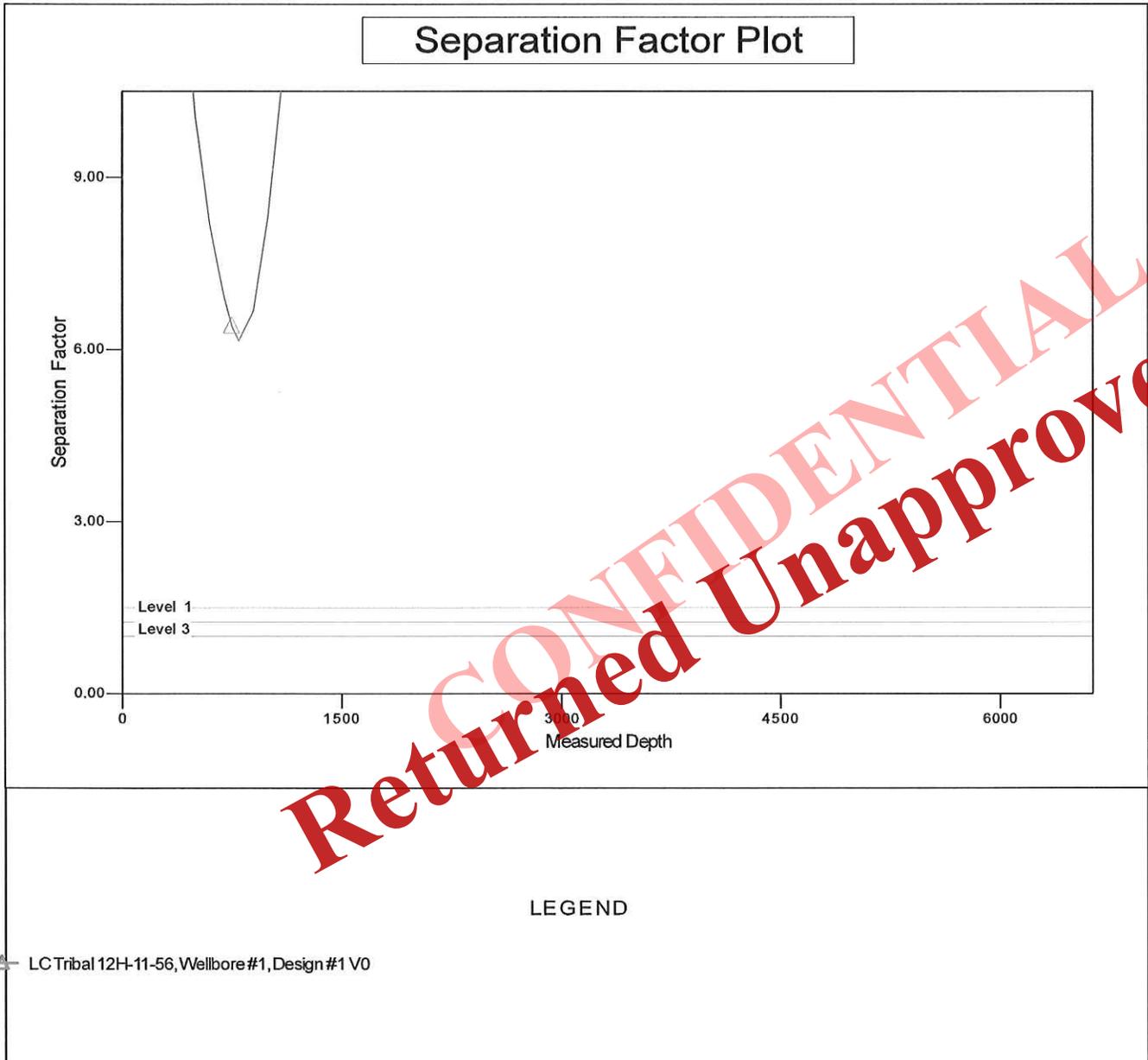
Received: September 18, 2013



<b>Company:</b>	Berry Petroleum Company	<b>Local Co-ordinate Reference:</b>	Well LC FEE 9-11D-56
<b>Project:</b>	Duchesne Co., UT (UT27C)	<b>TVD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Reference Site:</b>	Sec.11-T5S-R6W	<b>MD Reference:</b>	WELL @ 6385.00usft (Original Well Elev)
<b>Site Error:</b>	0.00 usft	<b>North Reference:</b>	True
<b>Reference Well:</b>	LC FEE 9-11D-56	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Well Error:</b>	0.00 usft	<b>Output errors are at</b>	2.00 sigma
<b>Reference Wellbore</b>	Wellbore #1	<b>Database:</b>	EDM 5000.1 Single User Db
<b>Reference Design:</b>	Design #2	<b>Offset TVD Reference:</b>	Offset Datum

Reference Depths are relative to WELL @ 6385.00usft (Original Well E  
 Offset Depths are relative to Offset Datum  
 Central Meridian is 111° 30' 0.000 W

Coordinates are relative to: LC FEE 9-11D-56  
 Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302  
 Grid Convergence at Surface is: 0.63°



## AFFIDAVIT OF SURFACE DAMAGE AGREEMENT

SHAWN HAWK, the Affiant herein, is a Field Landman for Berry Petroleum Company, a Delaware corporation, with an office located at 4000 S 4028 W, Rt 2 Box 7735, Roosevelt, Utah 84066, being of lawful age and duly sworn upon his oath and being duly authorized to make this affidavit on behalf of said corporation hereby deposes and states to the best of his knowledge as follows:

That Berry Petroleum Company has a Surface Damage Agreement signed by the current surface owner covering the following described property, hereinafter referred to as the Land:

**TOWNSHIP 5 SOUTH, RANGE 6 WEST, USB&M**  
Section 11, SE ¼ SE ¼

Affiant further states said Surface Damage Agreement GRANTS, SELLS, and CONVEYS unto Berry Petroleum Company an easement for ingress and egress to, along with a right to use, that portion of the herein described property as may be necessary to construct, use, and maintain a well site or well sites (including location of additional wells on each well site in the case of directional or horizontal drilling) for the drilling, completion and operation of an oil and gas well or wells (including but not limited to pumping facilities and tank batteries) over, under and through the herein described Land.

Affiant further states said Surface Damage Agreement GRANTS, SELLS, and CONVEYS unto Berry Petroleum Company the right to construct, entrench, maintain, operate, replace, remove, protect, or abandon a pipeline or pipelines for water or gas with appurtenances thereto, including, but not limited to, valves, metering equipment, and cathodic equipment; to construct, maintain, relocate, or abandon a road (said well sites, pipelines, appurtenance, valves, metering equipment, cathodic equipment and road being sometimes collectively call the "facilities") over, under, and through the herein described Land.

Executed and effective as of this 16th day of September, 2013.

**Berry Petroleum Company**

By: Shawn Hawk  
Shawn Hawk  
Field Landman

## SURFACE USE PLAN of OPERATIONS

### *Attachment for Permit to Drill:*

**Name of Operator:** Berry Petroleum Company  
**Address:** 4000 South 4028 West/Rt. 2 Box 7735  
Roosevelt, Utah 80466  
**Well Location:** LC Fee 9-11D-56  
*Surface:* 936' FSL & 663' FEL  
*Target:* 1960' FSL & 660' FEL  
SESE of Sec. 11, T5S, R6W.

The surface owner or surface owner representative and dirt contractor will be proved with an approved copy of the surface use plan of operations and approved conditions of approval before initiating construction.

The onsite inspection for the referenced well will be conducted per UDOGM.

#### **A Existing Roads**

To reach the Berry Petroleum Company well, LC Fee 9-11D-56, in Section 11-T5S-R6W:

The proposed well site is approximately 10.6 miles southwest of Duchesne, Utah.

Proceed in a southerly direction from Duchesne, Utah, along US Highway 191 for approximately 10.4 miles. Turn east onto the existing access road and proceed in a northerly by north easterly direction for approximately 0.2 miles. Follow the road flags in a westerly direction for approximately 91 feet to the proposed LC Fee 9-11D-56 and 15-11D-56 location.

Berry Petroleum Company will improve or maintain existing roads in a condition the same or better than before operations began. Best Management Practices will be considered when improving or maintaining existing roads. In general this would involve the need for some surface material or fill to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operations. If repairs are made the operator will secure the appropriate material from private sources.

#### **B New or Reconstructed Access Roads**

See Topographic Map "A & B" for the location of the proposed access road. Berry Petroleum Company will construct a new access road for approximately 91 feet to access the LC Fee 9-11D-56 and 15-11D-56.

#### **C Location of Existing Wells**

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

**D Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines**

A containment dike will be constructed completely around those production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, hold 100% of the capacity of the largest tank. The site specific APD will address additional capacity if such is needed due to environmental concerns. The use of topsoil for the construction of dikes will not be allowed. If a Spill Prevention, Control, and Countermeasure (SPCC) Plan is required by the Environmental Protection Agency, the containment dike may be expanded with the Authorized Agency Officer's approval to meet SPCC requirements.

The proposed pipeline will tie in at an existing pipeline. Map "C" illustrating the proposed route is attached. The proposed pipeline will be 4"-6" polypipe and be placed above ground. The pipeline will run in the same corridor as the above proposed access road.

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

Gas meter runs will be located approximately 100 feet from the wellhead. Where necessary, the gas line will be anchored down from the wellhead to the meter.

**E Location and Type of Water Supply**

Water for the drilling and completion will be pumped or trucked from one of the following Berry source wells:

- Water Permit # 43-12400, Sec. 23, T5S, R5W
- Water Permit # 43-12400, Sec. 24, T5S, R5W
- Water Permit # 43-1221, Sec. 30, T3S, R8W
- Water Permit # 43-1226, Sec. 30, T3S, R8W
- Water Permit # 43-1627, Sec. 30, T3S, R8W
- Water Permit # 43-1628, Sec. 12, T5S, R6W (Douglas E. & Yordis Nielsen)
- Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W
- East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W
- Petroglyph Operating Company 08-04 Waterplant, Sec. 1, T5S, R3W

**F Source of Construction Materials**

All construction materials for this location site and access road shall be borrow material accumulated during the construction of the location site and access road.

Additional gravel or pit lining material will be obtained from a private source.

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

**G Methods of Handling Waste Materials**

Drill fluids will be contained in a closed loop system. Cuttings will be contained on site and buried in a pit or used on location and/or access roads, whichever is deemed appropriate by the authorized agency.

After first production, produced wastewater from Berry Petroleum Company wells will be used for injection in our enhanced oil recovery project(s) in the Brundage Canyon Field or they will be trucked to one of the following approved waste water disposal sites:

- R.N. Industries, Inc. Sec. 4, T2S, R2W, Bluebell
- MC & MC Disposal Sec. 12, T6S, R19E, Vernal
- LaPoint Recycle & Storage Sec. 12, T5S, R19E, LaPoint
- Water Disposal Inc. Sec. 32, T1S, R1W, Roosevelt
- ITL 4461 W 3000 So Roosevelt Location Pleasant Valley
- IWM PO Box 430 Altamont or 20250 W 2000 S Duchesne Location – Blue Bench
- Pro Water 12223 Highland Ave Ste B503 Rancho Cucamonga CA 91739 Location – Blue Bench

Should operations of the field be prohibited by the Authorized Officer, the wastewater shall be confined to the approved pit or storage tank for a period not to exceed 90 days. The use of such pit is hereby approved as part of this Application for Permit to Drill.

Production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites. Produced water, oil, and other byproducts will not be applied to roads or well pads for control of dust or weeds. The indiscriminate dumping of produced fluids on roads, well sites, or other areas will not be allowed.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical portable toilet will be furnished with the drilling rig.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location promptly after removal of the completion rig (weather permitting).

Any open pits will be fenced during the operations. The fencing will be maintained with best efforts until such time as the pits are backfilled.

No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of wells. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within these areas.

#### **H Ancillary Facilities**

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

#### **I Well site Layout**

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

#### **J Plans for Restoration of the Surface**

##### **Interim**

The dirt contractor will be provided with approved copies of the Surface Use Plan prior to construction activities.

Upon well completion, within a reasonable time, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production.

Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be re-contoured to the approximate natural contours.

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

All areas of disturbance (including surface pipelines) must have appropriate surface use agreements or approvals in place with the proper owner and/or agency before such action is started.

The conditions of approval, as set forth by those owners and/or agencies, shall be adhered to.

Interim Reclamation consisting of minimizing the footprint of disturbance shall be accomplished by reclaiming all portions of the well site not needed for safe production operations. The portions of the well site not needed for operational and safety purposes will be recontoured to a final appearance that blends with the surrounding topography. Topsoil will be spread over these areas. The operator will spread the topsoil over the entire location except where an all-weather surface, access route or turnaround is needed. Production facilities should be clustered or placed offsite to maximize the opportunity for interim reclamation. Any incidental use on interim reclamation may require restoration of damage. This may require recontouring and seeding of the damaged area.

Paint all production facilities and equipment, not otherwise regulated (OSHA, etc.), a uniform, non-contrasting, non-reflective color tone, matched to the land and not the sky, slightly darker than the adjacent landscape.

Install Hospital muffler to the Pump-jack to minimize engine noise.

#### **Final**

Prior to the construction of the location, the top 12 inches of soil material (if present) will be stripped and stockpiled. Placement of the topsoil is noted on the location plat attached. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit.

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

The Authorized Agency Officer shall be contacted for the required seed mixture. Seed will be broadcast and the amount of seed mixture per acre will be doubled. The seeded area will then be "walked" with a dozer to assure coverage of the seeds. The seed mixture will reflect the recommendation from the Archeology study done.

At final abandonment, all casing shall be cut off at the base of the cellar or 3 feet below final restored ground level, whichever is deeper, and cap the casing with a metal plate a minimum of 0.25 inches thick. The cap will be welded in place and the well location and identity will be permanently inscribed on the cap. The cap also will be constructed with a weep hole.

**K Well Surface & Access Ownership:**

Douglas E. Nielsen  
PO Box 114  
Duchesne, UT 84021

**L Other information**

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

Berry will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities. A list of noxious weeds may be obtained from the Authorized Agency or the appropriate County Extension Office.

Drilling rigs and/or equipment used during drilling operations on this location will not be stacked or stored on administered lands after the conclusion of drilling operations or at any other time without authorization by the Authorized Agency Officer. If authorization is obtained, such storage is only a temporary measure.

Travel is restricted to approved routes only.

All personnel will refrain from collecting artifacts and from disturbing any significant cultural resources in the area. The operator is responsible for informing all persons in the area who are associated with this project that they may be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts. All vehicular traffic, personnel movement, construction, and restoration activities shall be confined to the areas examined, as referenced in the archaeological report, and to the existing roadways and/or evaluated access routes. If historic or archaeological materials are uncovered during construction, Berry Petroleum Company is to immediately stop work that might further disturb such materials and contact the Authorized Agency Officer.

Within five working days, the Authorized Agency Officer will inform the operator as to:

- Whether the materials appear eligible for the National Historic Register of Historic Places;
- The mitigation measures Berry will likely have to undertake before the site can be used (assuming in-situ preservation is not necessary); and a time frame for the Authorized Officer to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the Authorized Officer are correct and that the mitigation measures are appropriate.

If Berry wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the Authorized Agency Officer and/or the surface owner will assume responsibility for whatever reexcavation and stabilization of the exposed materials may be required. Otherwise the operator will be responsible for mitigation costs. The Authorized Agency Officer and/or the surface owner will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the Authorized Agency Officer that required mitigation has been completed, Berry will then be allowed to resume construction.

All Surface Use Conditions of Approval associated with the Landowner Surface Use Agreement and Environmental Analysis Mitigation Stipulations will be adhered to.

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

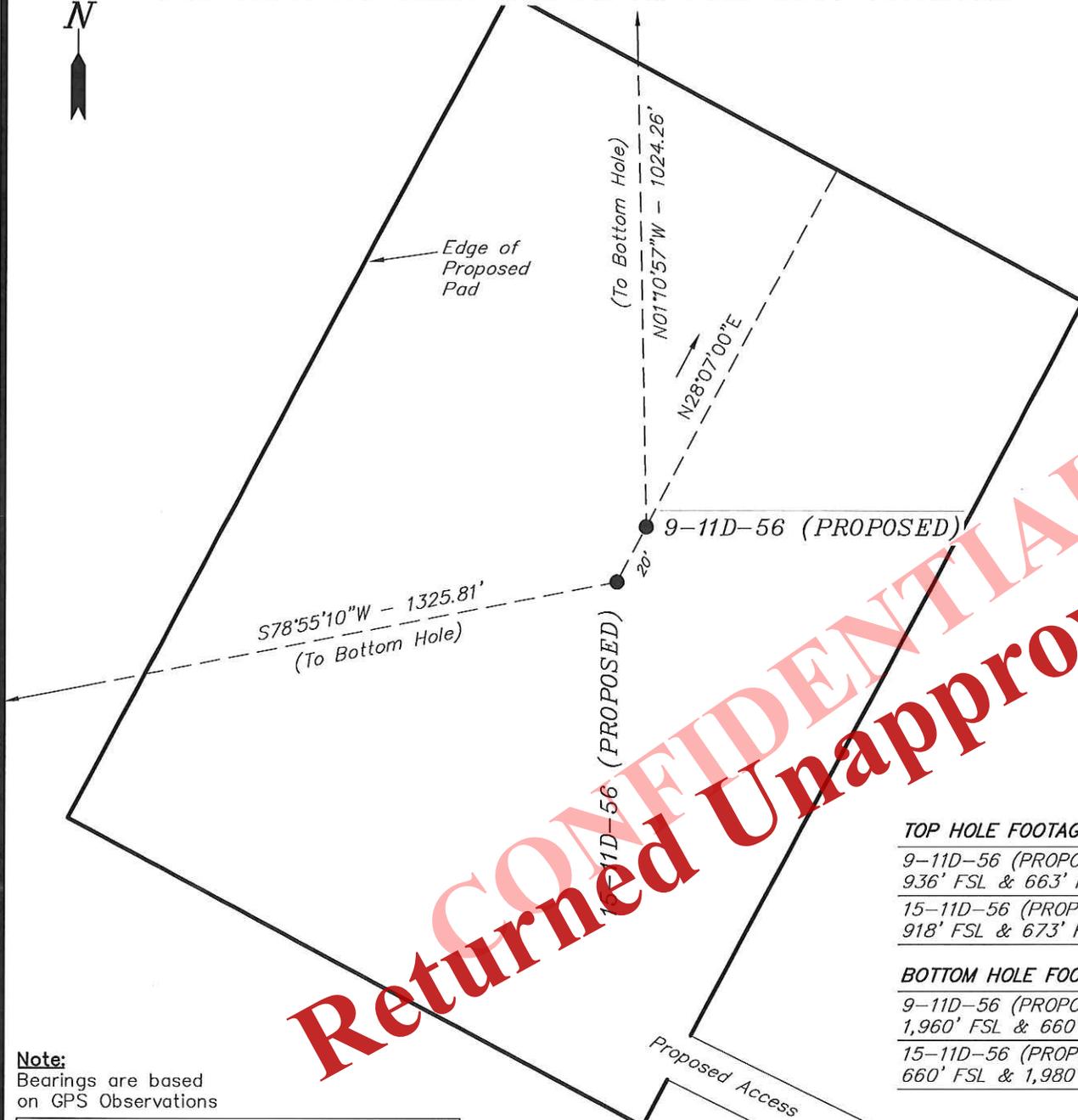
# BERRY PETROLEUM COMPANY

## WELL PAD INTERFERENCE PLAT

LC FEE 9-11D-56 (Proposed Well)

LC FEE 15-11D-56 (Proposed Well)

Pad Location: SESE Section 11, T5S, R6W, U.S.B.&M.



CONFIDENTIAL  
 Returned Unapproved

**TOP HOLE FOOTAGES**

9-11D-56 (PROPOSED)  
 936' FSL & 663' FEL  
 15-11D-56 (PROPOSED)  
 918' FSL & 673' FEL

**BOTTOM HOLE FOOTAGES**

9-11D-56 (PROPOSED)  
 1,960' FSL & 660' FEL  
 15-11D-56 (PROPOSED)  
 660' FSL & 1,980' FEL

**Note:**  
 Bearings are based  
 on GPS Observations

**RELATIVE COORDINATES**  
 From top hole to bottom hole

WELL	NORTH	EAST
9-11D-56	1,024'	-21'
15-11D-56	-255'	-1,301'

**LATITUDE & LONGITUDE**  
 Surface position of Wells (NAD 27)

WELL	LATITUDE	LONGITUDE
9-11D-56	40.056399°	110.519417°
15-11D-56	40.056351°	110.519451°

SURVEYED BY: Q.M.	DATE SURVEYED: 11-14-11
DRAWN BY: R.B.T.	DATE DRAWN: 11-15-11
SCALE: 1" = 50'	REVISED: L.C.S. 12-07-12

(435) 781-2501

**Tri State**  
 Land Surveying, Inc.

180 NORTH VERNAL AVE. VERNAL, UTAH 84078

# BERRY PETROLEUM COMPANY

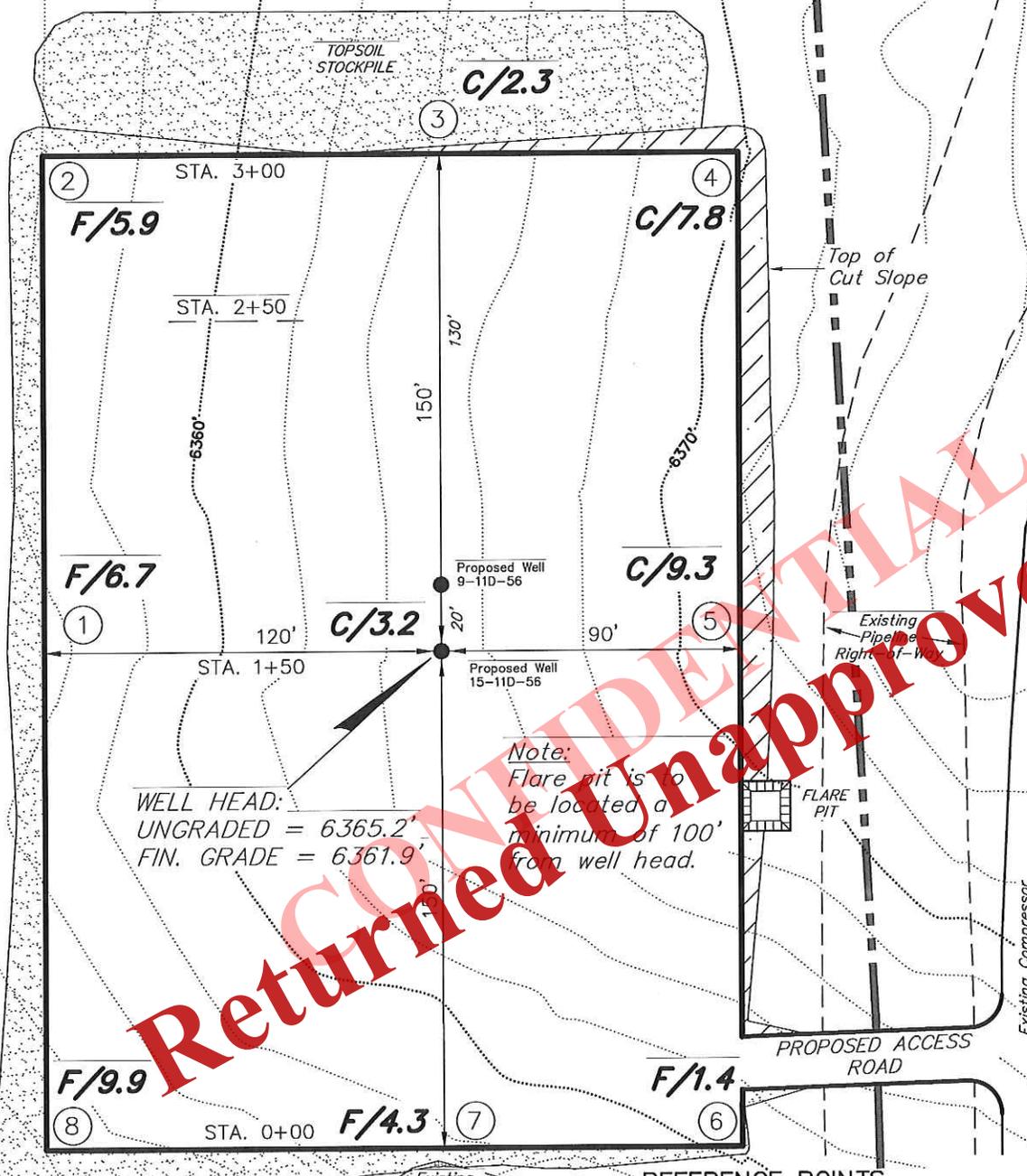
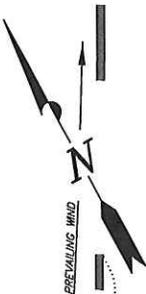
## LOCATION LAYOUT

LC FEE 9-11D-56 (Proposed Well)

LC FEE 15-11D-56 (Proposed Well)

Pad Location: SESE Section 11, T5S, R6W, U.S.B.&M.

Existing Pipeline Right-of-Way



Returned Unapproved

WELL HEAD:  
 UNGRADED = 6365.2'  
 FIN. GRADE = 6361.9'

Note:  
 Flare pit is to be located a minimum of 100' from well head.

### REFERENCE POINTS

- 170' NORTHWESTERLY - 6351.5'
- 200' NORTHWESTERLY - 6348.9'
- 200' SOUTHWESTERLY - 6354.0'
- 230' SOUTHWESTERLY - 6351.9'

SURVEYED BY: Q.M.	DATE SURVEYED: 11-14-11
DRAWN BY: R.B.T.	DATE DRAWN: 11-15-11
SCALE: 1" = 50'	REVISED: L.C.S. 12-07-12

**Tri State** (435) 781-2501  
 Land Surveying, Inc.  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

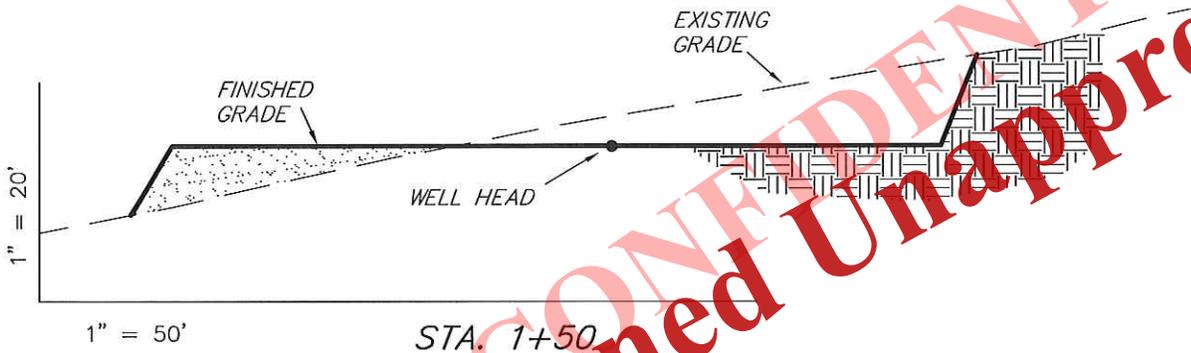
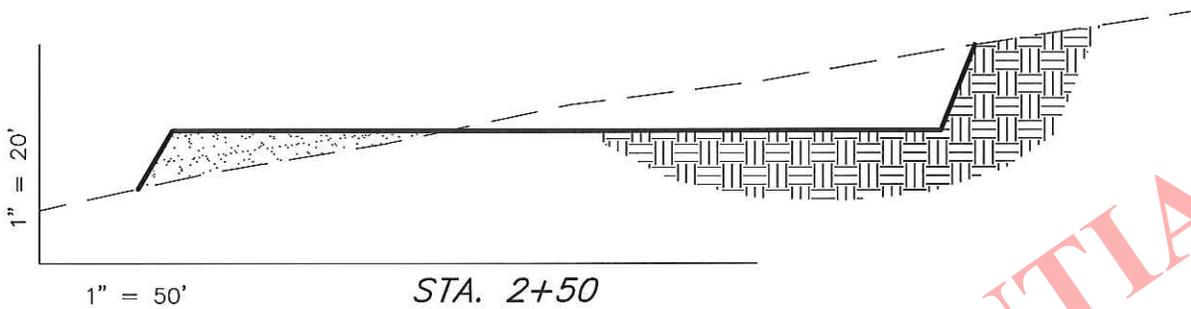
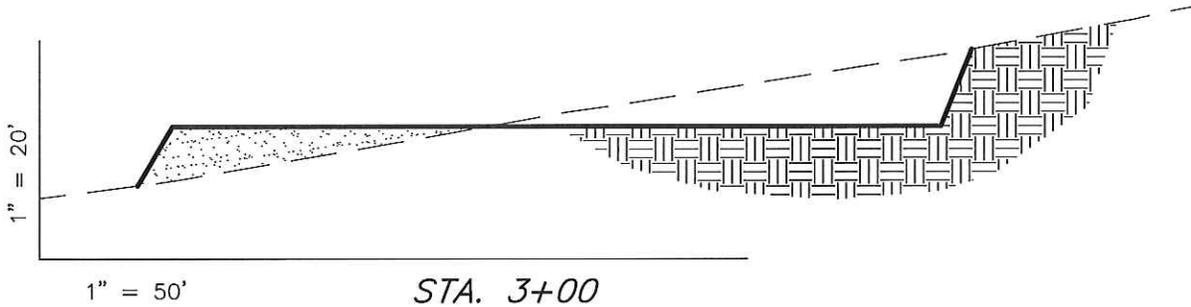
# BERRY PETROLEUM COMPANY

## CROSS SECTIONS

LC FEE 9-11D-56 (Proposed Well)

LC FEE 15-11D-56 (Proposed Well)

Pad Location: SESE Section 11, T5S, R6W, U.S.B.&M.



CONFIDENTIAL  
Returned Unapproved

NOTE:  
UNLESS OTHERWISE NOTED  
CUT SLOPES ARE AT 1:1  
FILL SLOPES ARE AT 1.5:1

ESTIMATED EARTHWORK QUANTITIES  
(No Shrink or swell adjustments have been used)  
(Expressed in Cubic Yards)

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	4,790	4,790	Topsail is not included in Pad Cut	0
PIT	0	0		0
TOTALS	4,790	4,790	1,320	0

SURVEYED BY: Q.M.	DATE SURVEYED: 11-14-11
DRAWN BY: R.B.T.	DATE DRAWN: 11-15-11
SCALE: 1" = 50'	REVISED: L.C.S. 12-07-12

**Tri State** (435) 781-2501  
Land Surveying, Inc.  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

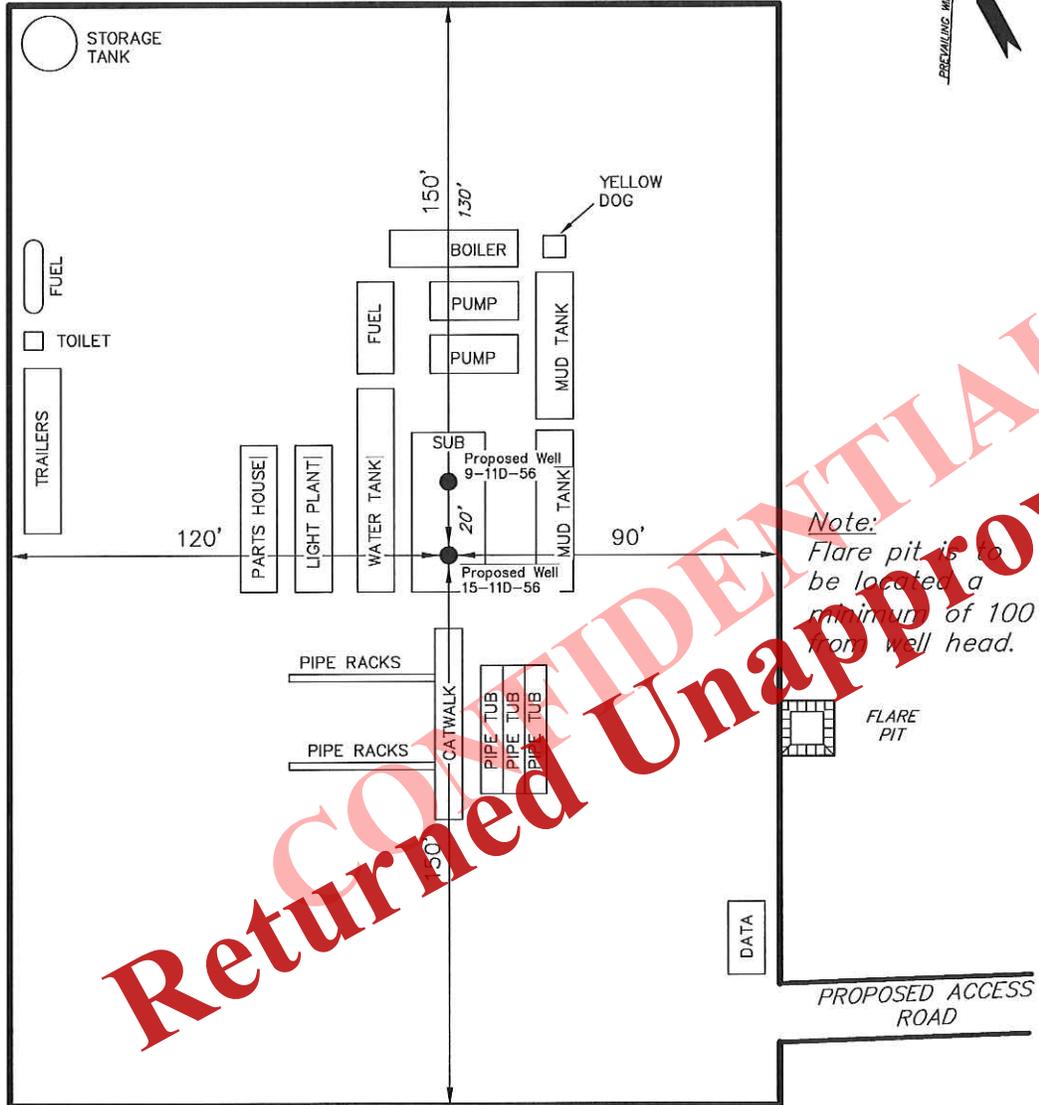
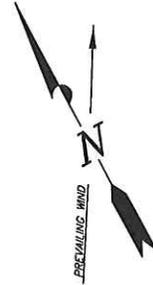
# BERRY PETROLEUM COMPANY

## TYPICAL RIG LAYOUT

LC FEE 9-11D-56 (Proposed Well)

LC FEE 15-11D-56 (Proposed Well)

Pad Location: SESE Section 11, T5S, R6W, U.S.B.&M.

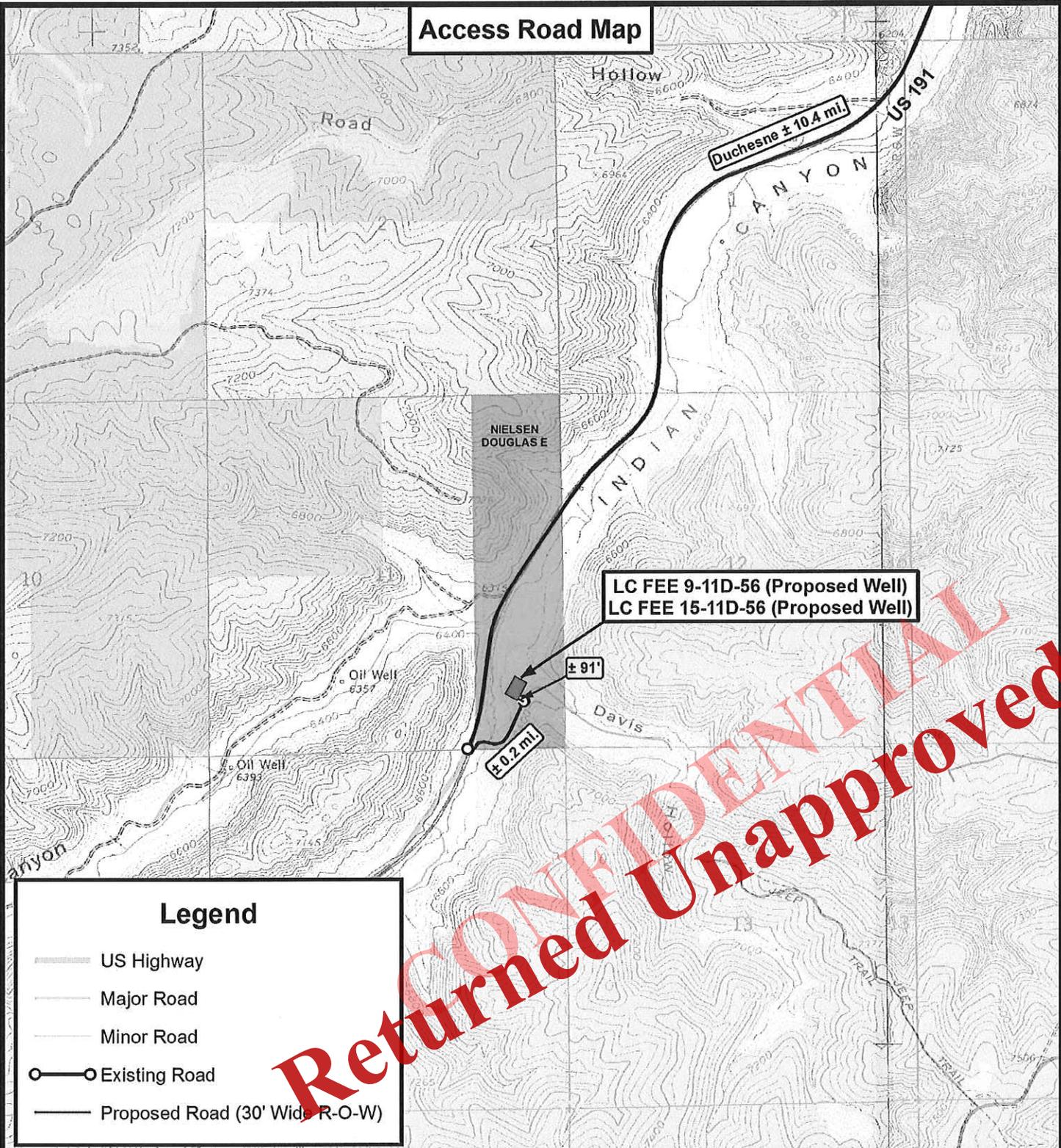


CONFIDENTIAL  
 Returned Unapproved

SURVEYED BY: Q.M.	DATE SURVEYED: 11-14-11
DRAWN BY: R.B.T.	DATE DRAWN: 11-15-11
SCALE: 1" = 50'	REVISED: L.C.S. 12-07-12

**Tri State** (435) 781-2501  
 Land Surveying, Inc.  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

**Access Road Map**



CONFIDENTIAL  
 Returned Unapproved

**Legend**

- US Highway
- Major Road
- Minor Road
- Existing Road
- Proposed Road (30' Wide R-O-W)

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.



**Tri State  
Land Surveying, Inc.**

180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501  
F: (435) 781-2518



**BERRY PETROLEUM COMPANY**

LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)  
 SEC. 11, T5S, R6W, U.S.B.&M.  
 Duchesne County, UT.

DRAWN BY: D.C.R. REVISED: 12-19-2012 J.A.S.

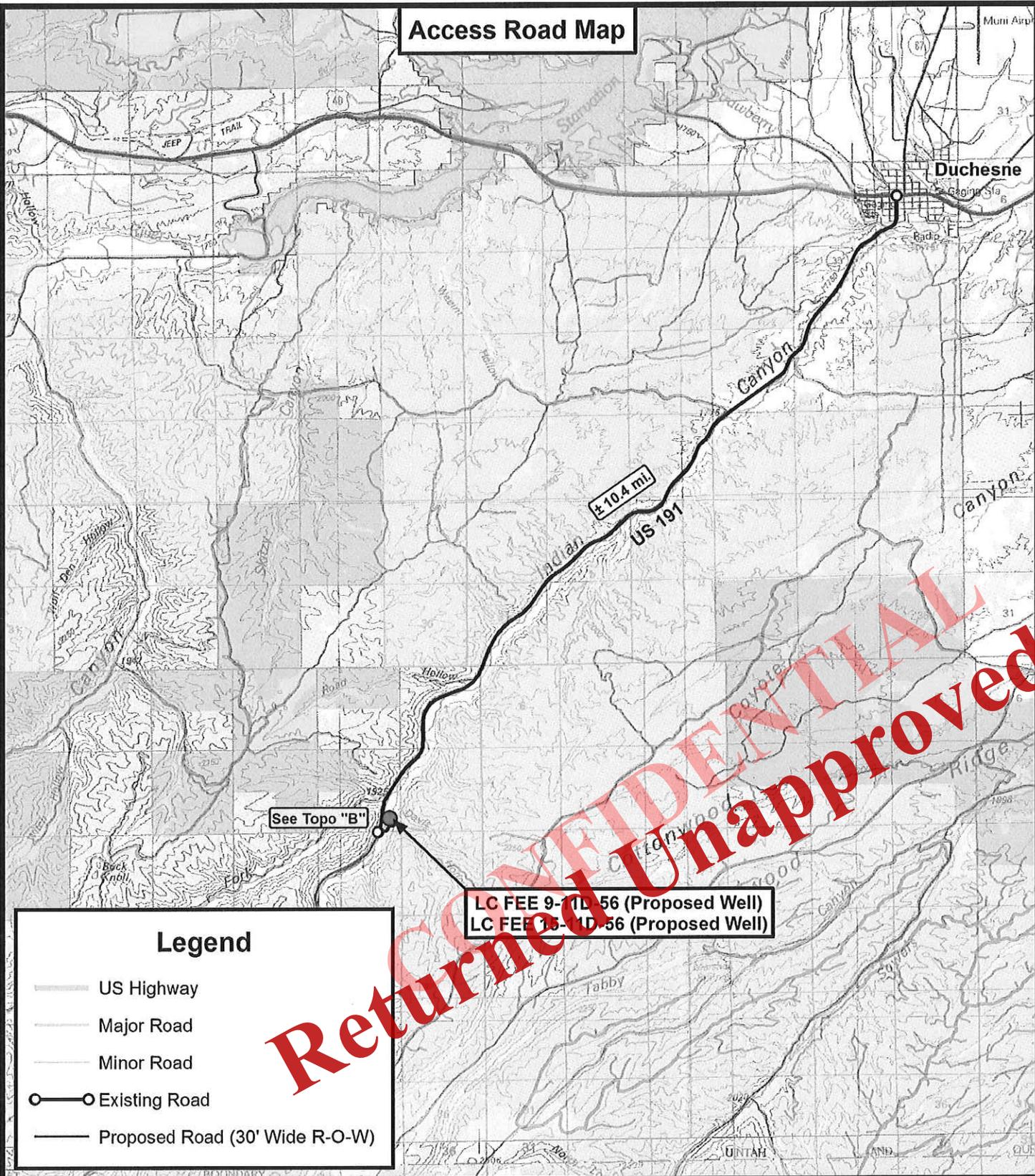
DATE: 11-22-2011

SCALE: 1" = 2,000'

**TOPOGRAPHIC MAP**

SHEET  
**B**

**Access Road Map**



CONFIDENTIAL  
 Returned Unapproved

See Topo "B"

LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)

**Legend**

- US Highway
- Major Road
- Minor Road
- Existing Road
- Proposed Road (30' Wide R-O-W)



**Tri State  
 Land Surveying, Inc.**  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501  
 F: (435) 781-2518



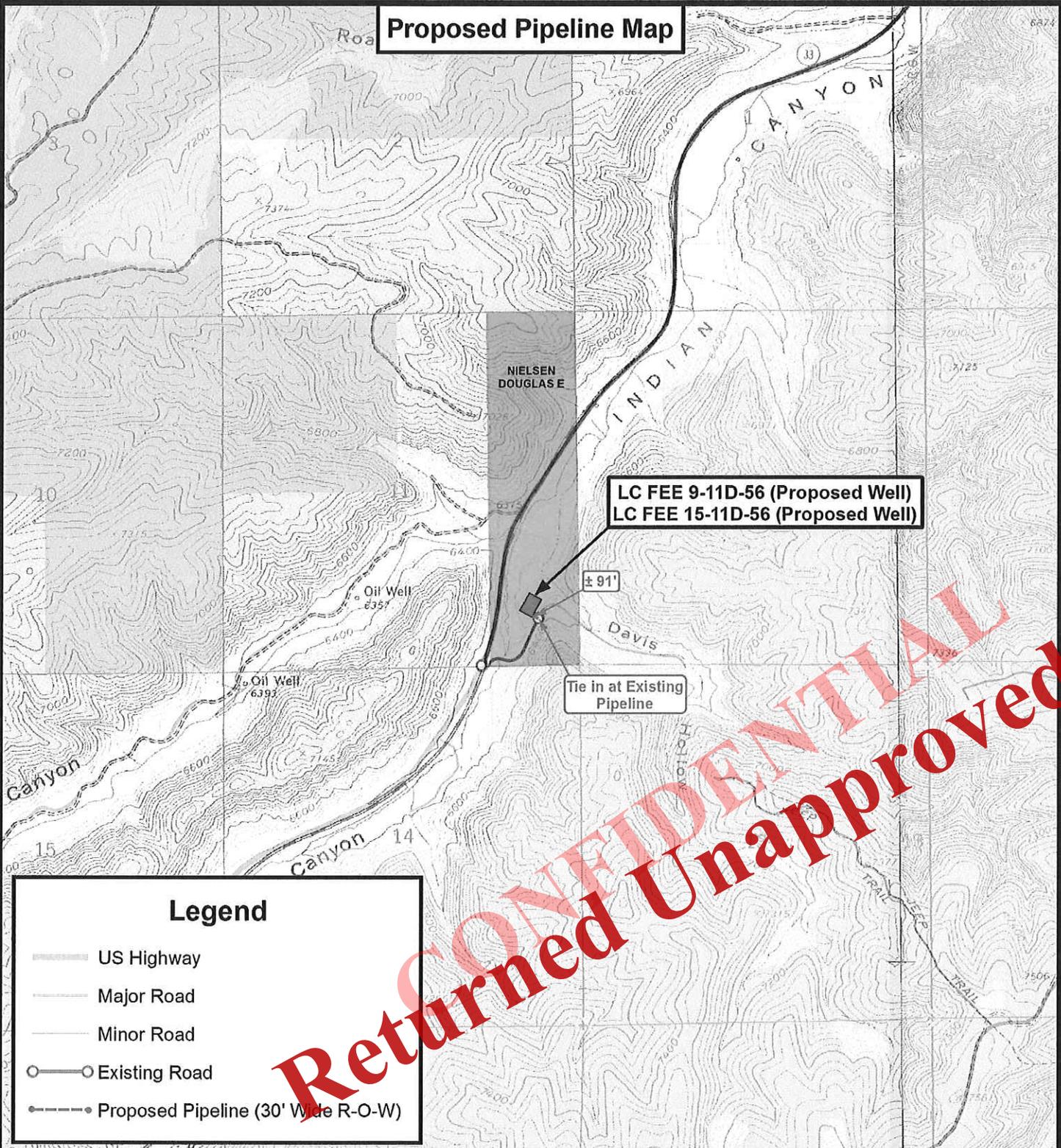
**BERRY PETROLEUM COMPANY**  
 LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)  
 SEC. 11, T5S, R6W, U.S.B.&M.  
 Duchesne County, UT.

DRAWN BY:	D.C.R.	REVISED:	12-19-2012 J.A.S.
DATE:	11-22-2011		
SCALE:	1:100,000		

**TOPOGRAPHIC MAP**

SHEET  
**A**

**Proposed Pipeline Map**



**Legend**

- US Highway
- Major Road
- Minor Road
- Existing Road
- Proposed Pipeline (30' Wide R-O-W)

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.

**Tri State Land Surveying, Inc.**  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078  
 P: (435) 781-2501  
 F: (435) 781-2518



**BERRY PETROLEUM COMPANY**

LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)  
 SEC. 11, T5S, R6W, U.S.B.&M.  
 Duchesne County, UT.

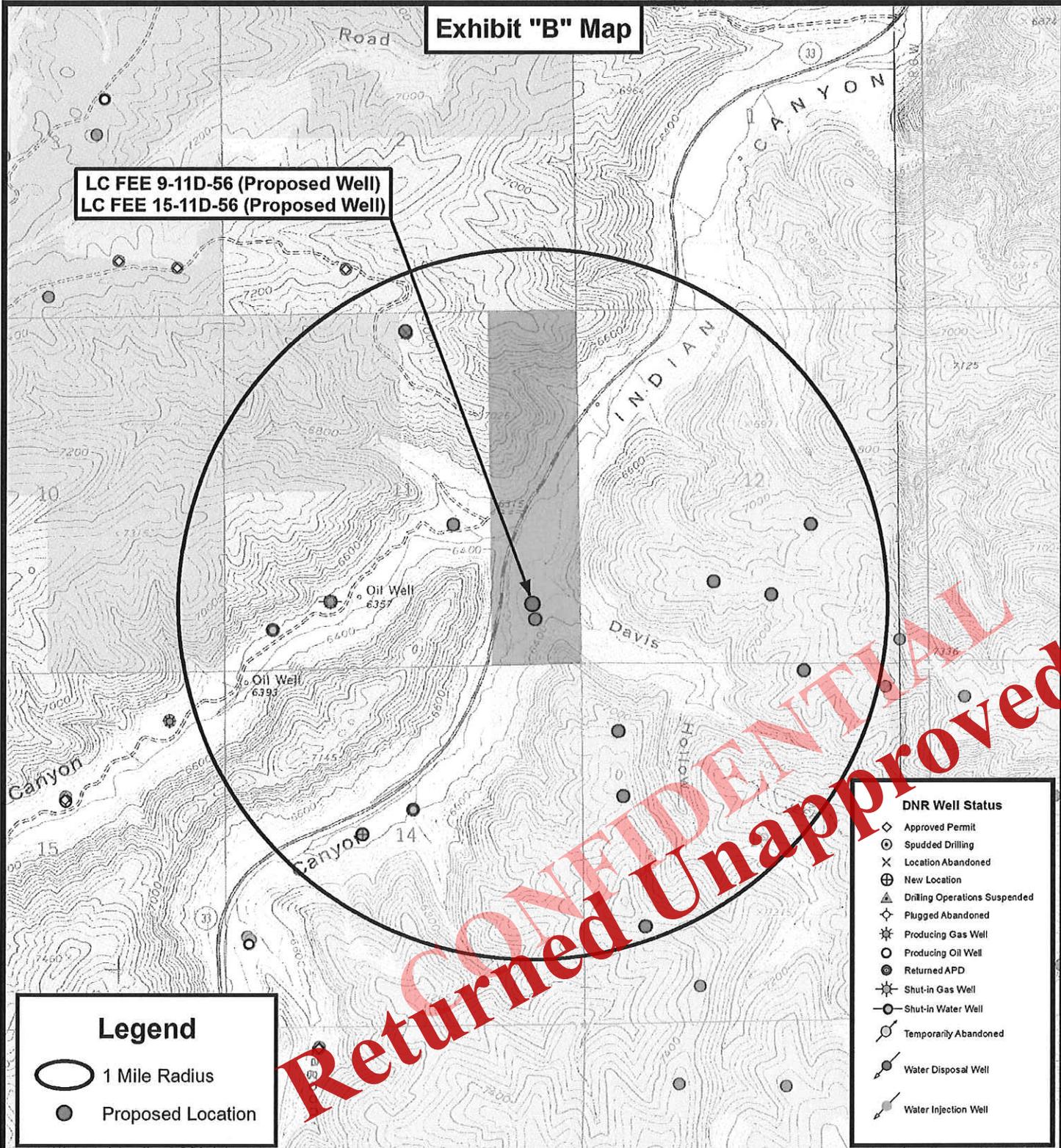
DRAWN BY:	D.C.R.	REVISED:	12-19-2012 J.A.S.
DATE:	11-22-2011		
SCALE:	1" = 2,000'		

**TOPOGRAPHIC MAP**

SHEET  
**C**

**Exhibit "B" Map**

**LC FEE 9-11D-56 (Proposed Well)**  
**LC FEE 15-11D-56 (Proposed Well)**



**DNR Well Status**

- ◇ Approved Permit
- ⊙ Spudded Drilling
- × Location Abandoned
- ⊕ New Location
- ⚠ Drilling Operations Suspended
- ⊖ Plugged Abandoned
- ☀ Producing Gas Well
- ⊙ Producing Oil Well
- ⊙ Returned APD
- ⊖ Shut-in Gas Well
- ⊖ Shut-in Water Well
- ⊖ Temporarily Abandoned
- ⚡ Water Disposal Well
- ⚡ Water Injection Well

**Legend**

- 1 Mile Radius
- Proposed Location

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.



**Tri State  
Land Surveying, Inc.**  
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501  
 F: (435) 781-2518

DRAWN BY:	D.C.R.	REVISED:	12-19-2012 J.A.S.
DATE:	11-22-2011		
SCALE:	1" = 2,000'		

**BERRY PETROLEUM COMPANY**

LC FEE 9-11D-56 (Proposed Well)  
 LC FEE 15-11D-56 (Proposed Well)  
 SEC. 11, T5S, R6W, U.S.B.&M.  
 Duchesne County, UT.



**TOPOGRAPHIC MAP**

SHEET  
**D**

**Location  
Photos**

**Center Stake  
Looking Northerly**

Date Photographed:	11/14/2011
Photographed By :	Q. Miller



**Access  
Looking Westerly**

Date Photographed:	11/22/2011
Photographed By :	Q. Miller



**Tri State  
Land Surveying, Inc.**

180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501  
F: (435) 781-2518

**BERRY PETROLEUM COMPANY**

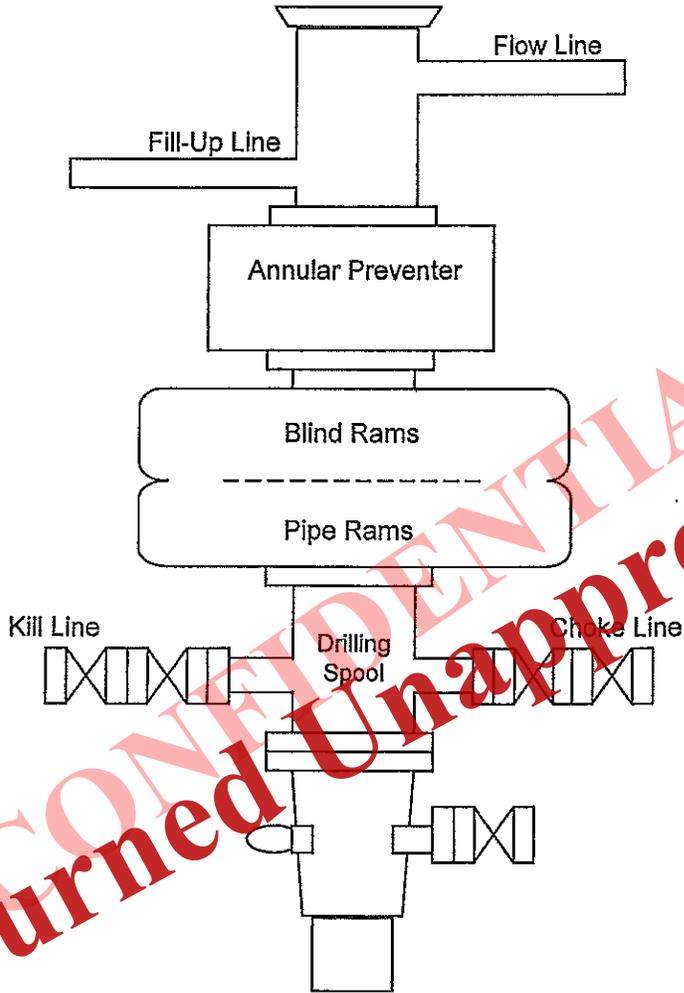
LC FEE 9-11D-56 (Proposed Well)  
LC FEE 15-11D-56 (Proposed Well)  
SEC. 11, T5S, R6W, U.S.B.&M.  
Duchesne County, UT.

DRAWN BY:	D.C.R.	REVISED:	12-19-2012 J.A.S.
DATE:	11-22-2011		

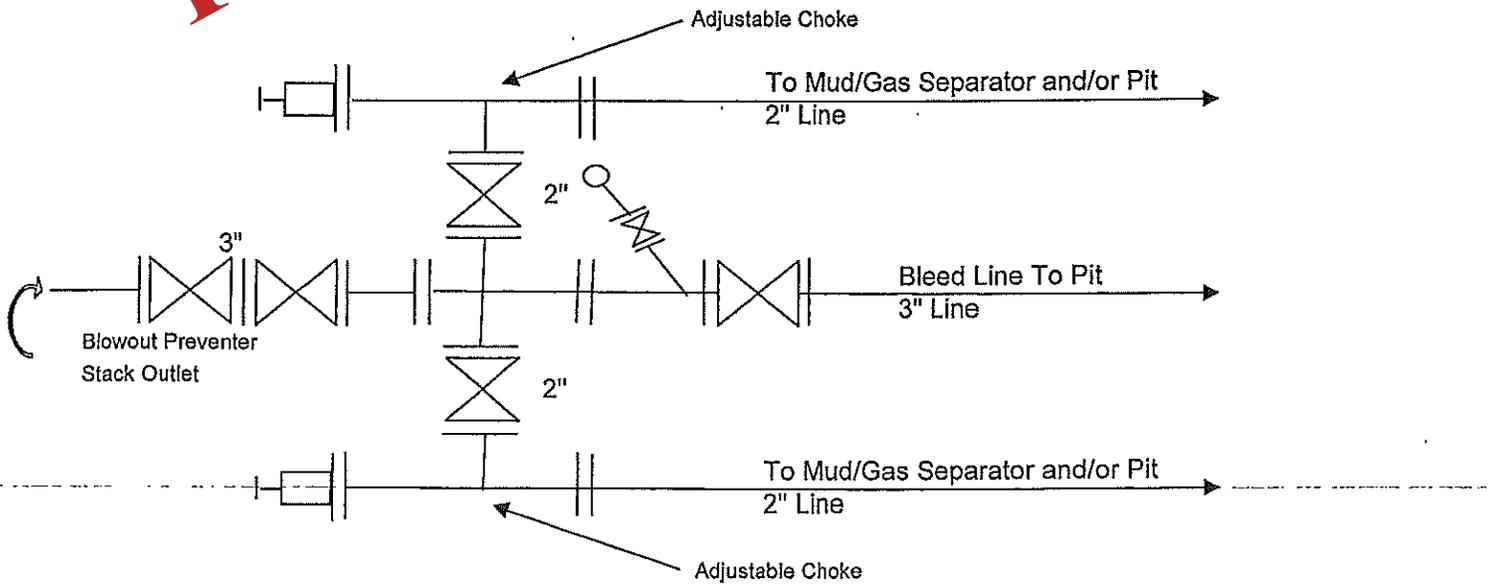
**COLOR PHOTOGRAPHS**

SHEET  
**P**

**SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK**



CONFIDENTIAL  
 Returned Unapproved



**AFFIDAVIT OF NOTICE**

I, Krista Mecham, the affiant herein, being of lawful age and duly sworn upon his oath deposes and states as follows:

Krista Mecham is a Sr. Permitting Tech for **Berry Petroleum Company**, a Delaware Corporation, with headquarters located at 1999 Broadway, Suite 3700, Denver, Colorado 80202, and is duly authorized to make this affidavit on behalf of said corporation.

Berry Petroleum Company has submitted notices to commingle production from the Wasatch and Green River formations in the following wells:

LC Fee 9-11D-56  
LC Fee 15-11D-56

This Affidavit is made in accordance with Utah's Oil, Gas and Mining regulation R649-3-22. As operator, Berry Petroleum Company has provided notices to the owner(s) of all contiguous oil and gas leases or drilling units overlying the pool for the aforementioned wells to the parties listed below:

BIA - Uintah & Ouray Agency  
RES, Minerals and Mining  
P.O. Box 130  
988 South 7500 East  
Fort Duchesne, UT 84026  
Attn: Paula C Black, Realty Specialist

This instrument is executed this 18th day of September, 2013.

**Berry Petroleum Company**

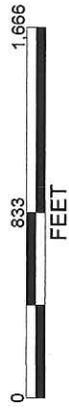
By: Krista Mecham

**CONFIDENTIAL**  
**Returned Unapproved**

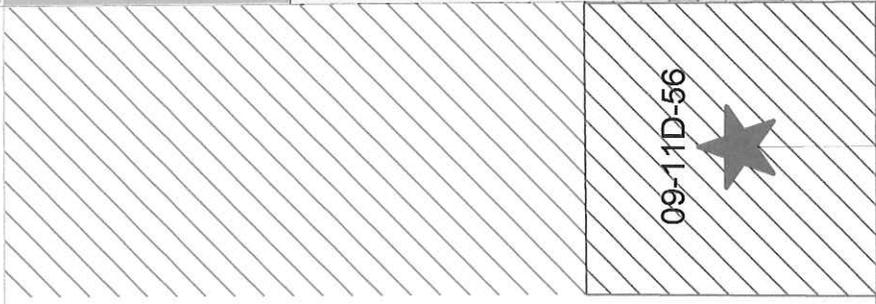
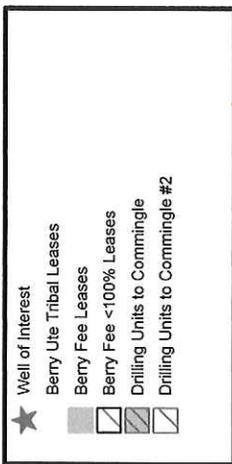
Berry Petroleum Company

Statewide Utah

Commingle Map



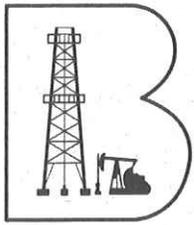
September 16, 2013



**CONFIDENTIAL**  
**Returned Unapproved**

PETRA 9/16/2013 8:04:45 AM

Received: September 18, 2013



# Berry Petroleum Company

Rt 2 Box 7735  
4000 S. 4028 W  
Roosevelt, Utah 84066  
Phone (435) 722-1325  
Fax (435) 722-1321

September 18, 2013

Ms. Diana Whitney  
State of Utah  
Division of Oil, Gas and Mining  
P.O. Box 145801  
Salt Lake City, UT 84115-5801

Re: Directional Drilling R649-3-11  
LC FEE 9-11D-56            936' FSL & 663' FEL (SESE – SHL)  
   1960' FSL & 660' FEL (NESE – BHL)  
  
Section 11, T5S-R6W  
Duchesne, County, Utah

Dear Ms. Whitney:

Pursuant to the filing of Berry Petroleum's Application for Permit to Drill regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-3-11 pertaining to the Exception to Location and Siting of Wells.

- The LC Fee 9-11D-56 well is to be located within the Lake Canyon Field Area.
- 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.

Therefore, based on the above stated information Berry Petroleum Company requests the permit be granted pursuant to R649-3-11.

Respectfully Submitted,

*Krista Mecham*

Krista Mecham  
Sr. Regulatory & Permitting Technician

**Received: September 18, 2013**

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.

LC Fee 9-11D-56  
Section 11, T5S, R6W, U.S.B.& M.  
Surface: 936' FSL & 663' (SE/4SE/4)  
BHL: 1960' FSL & 660' FEL (NE/4SE/4)  
Duchesne, County, Utah

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

**Operator's Representative and Certification**

A) Representative  
NAME: Krista M. Mecham  
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. Berry Petroleum Company is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

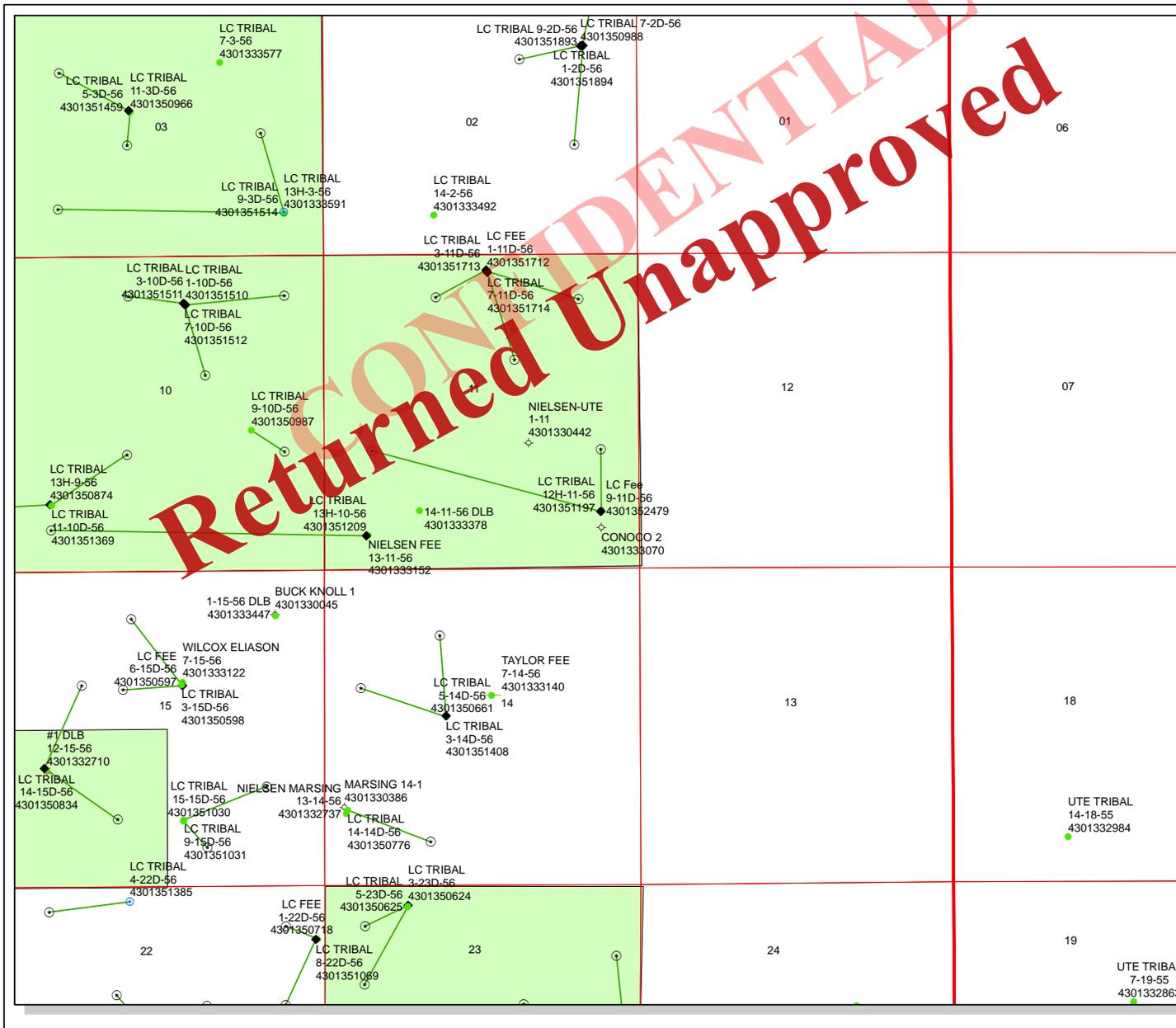
The drilling permit will be valid for a period of two years from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

B) Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site 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.

9/18/2013  
\_\_\_\_\_  
DATE

Krista Mecham  
\_\_\_\_\_  
Krista M. Mecham  
Sr. Regulatory & Permitting Tech.



**API Number: 4301352479**

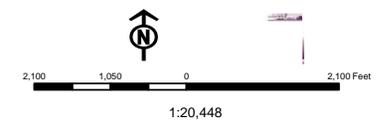
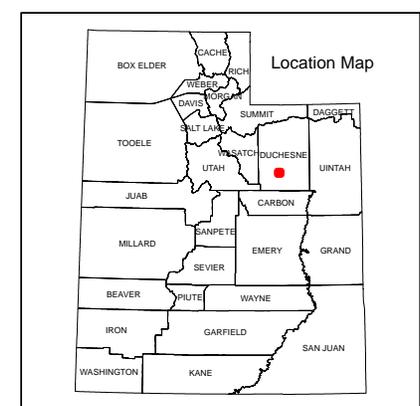
**Well Name: LC Fee 9-11D-56**

Township: T05.0S Range: R06.0W Section: 11 Meridian: U

Operator: BERRY PETROLEUM COMPANY

Map Prepared: 9/25/2013  
Map Produced by Diana Mason

Wells Query		Units STATUS	
◆	APD - Aproved Permit	▨	ACTIVE
⊙	DRL - Spuded (Drilling Commenced)	▨	EXPLORATORY
⊕	GIW - Gas Injection	▨	GAS STORAGE
⊕	GS - Gas Storage	▨	NF PP OIL
⊕	LOC - New Location	▨	NF SECONDARY
⊕	OPS - Operation Suspended	▨	PI OIL
⊕	PA - Plugged Abandoned	▨	PP GAS
⊕	PGW - Producing Gas Well	▨	PP GEOTHERML
⊕	POW - Producing Oil Well	▨	PP OIL
⊕	SGW - Shut-in Gas Well	▨	SECONDARY
⊕	SOW - Shut-in Oil Well	▨	TERMINATED
⊕	TA - Temp. Abandoned		
○	TW - Test Well		
⊕	WDW - Water Disposal		
⊕	WW - Water Injection Well		
●	WSW - Water Supply Well		





GARY R. HERBERT  
*Governor*

SPENCER J. COX  
*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*

September 17, 2015

LINN OPERATING, INC.  
Rt. 2 Box 7735  
Roosevelt, UT 84066

Re: Application for Permit to Drill - DUCHESNE County, Utah

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the LC Fee 9-11D-56 well, API 43013524790000 that was submitted September 18, 2013 is being returned unapproved. If you plan on drilling this well in the future, you must first submit a new application.

Should you have any questions regarding this matter, please call me at (801) 538-5312.

Sincerely,

Diana Mason  
Environmental Scientist

Enclosure

cc: Bureau of Land Management, Vernal, Utah



