

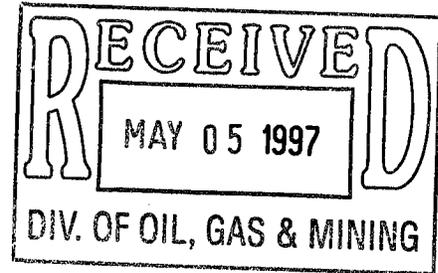


RIVER GAS CORPORATION

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (801) 637-8876
FAX (801) 637-8924

April 30, 1997

Mr. John Baza
State of Utah
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Post Office Box 145801
Salt Lake City, Utah 84114-5801



RE: Application for Permit to Drill-
Utah 31-175, NE/NW of Section 31
T16S, R9E, SLB & M, Emery County, Utah

Dear John:

Enclosed is the original and one copy of the *Application for Permit to Drill* (APD) for the above named well. Included with the APD is the following information:

- Exhibit "A" - Survey plat of the proposed well site;
- Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;
- Exhibit "C" - Drilling Site Plan;
- Exhibit "D" - Drilling Information;
- Exhibit "E" - Multipoint Surface Use Plan;
- Exhibit "F" - Typical Road Cross-section;
- Exhibit "G" - BOP Diagram;
- Exhibit "H" - Production Site Layout; and
- Exhibit "T" - Evidence of Bond.

A surface land use agreement is currently being negotiated with the BLM. Upon completion, an affidavit regarding the agreement will be submitted to your office. Proposed gas, water, and utility line routes from the wellsite are shown in Exhibit "B", but are subject to change if requested by the land owner or his/her representative.

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration. This request is made in accordance with the State of Utah's Oil and Gas Conservation General Rules item number R649-2-11.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,



Steven L. Prince
Regulatory Manager

cc: Mr. Edward W. Bonner, SITLA
Mr. Eric Jones, BLM, Moab, Utah
Mr. Dean Nyffler, BLM, Price, Utah
Mr. Robert A. Hendricks, BLM, Salt Lake City, Utah
Mr. J.R. French, Texaco
Mr. R.A. Lamarre, Texaco
Mr. Gee Lake, Jr., Dominion Resources
Mr. Dennis Plowman, RGC
Mr. Gilbert Hunt, DOGM
Mr. Bryant Anderson, Emery County

DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

5. Lease Designation and Serial Number: **ML-72004**

6. If Indian, Allottee or Tribe Name: **N/A**

7. Unit Agreement Name: **N/A**

8. Farm or Lease Name: **Utah**

9. Well Number: **31-175**

10. Field or Pool, or Wildcat: **Wildcat**

11. Qtr/Qtr, Section, Township, Range, Meridian: **NE/NW Section 31, T16S, R9E
SLB & M**

12. County: **Emery** 13. State: **UTAH**

14. Distance in miles and direction from nearest town or post office: **4 1/2 miles northwest of Huntington**

15. Distance to nearest property or lease line (feet): **897'**

16. Number of acres in lease: **732.44 Acres**

17. Number of acres assigned to this well: **40 Acres**

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): **N/A**

19. Proposed Depth: **2800'**

20. Rotary or cable tools: **Rotary**

21. Elevations (show whether DF, RT, GR, etc.): **6181' GR**

22. Approximate date work will start:

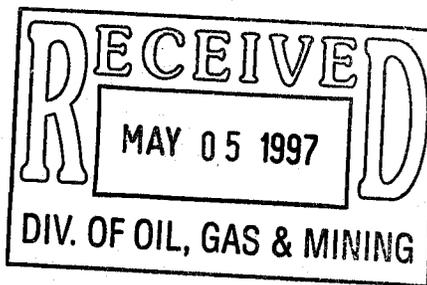
CONFIDENTIAL

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
11'	8 5/8"	24.0 PPF	300	110 sx
7 7/8"	5 1/2"	17.0 PPF	2800	360 sx

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

CONFIDENTIAL



24. Name & Signature: Steven L. Prince *Steven L. Prince* Title: Regulatory Manager Date: April 30, 1997

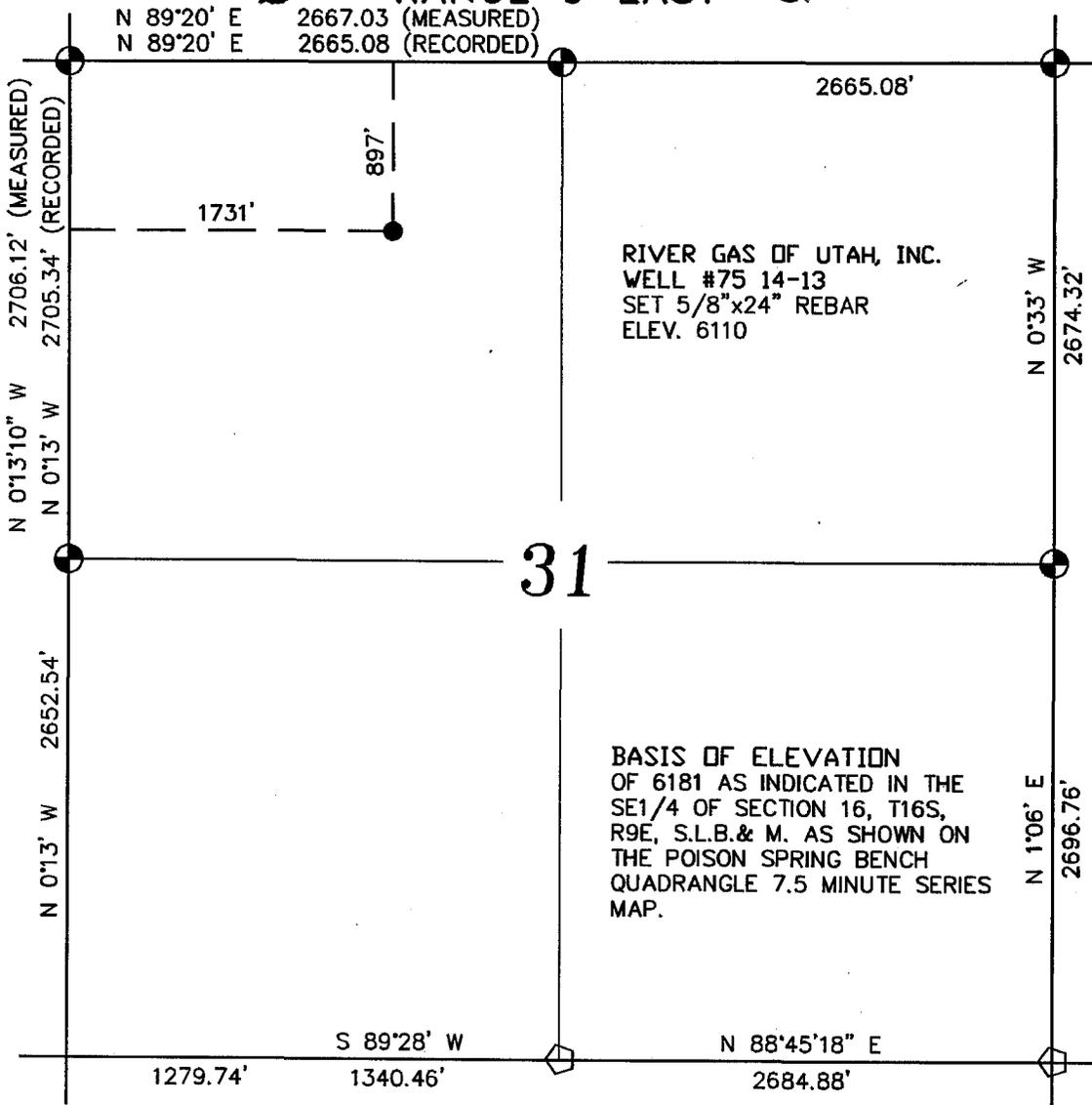
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API Number Assigned: 43-015-30317

Approval: *John R. Bay* 6/25/97
Petroleum Engineer

RANGE 9 EAST

TOWNSHIP 16 SOUTH



RIVER GAS OF UTAH, INC.
 WELL #75 14-13
 SET 5/8"x24" REBAR
 ELEV. 6110

BASIS OF ELEVATION
 OF 6181 AS INDICATED IN THE
 SE1/4 OF SECTION 16, T16S,
 R9E, S.L.B. & M. AS SHOWN ON
 THE POISON SPRING BENCH
 QUADRANGLE 7.5 MINUTE SERIES
 MAP.

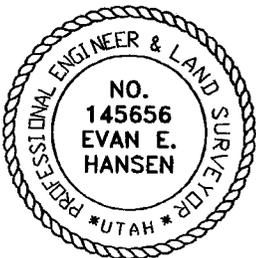


LEGEND

- ⊕ FOUND BRASS CAP
- SEARCHED FOR BUT NOT FOUND
- ◊ FOUND ROCK CORNER

BASIS OF BEARING

BASIS OF BEARING N 89°20' E MEASURED
 BETWEEN THE NW CORNER AND THE N1/4 CORNER
 OF SECTION 31, TOWNSHIP 16 SOUTH, RANGE 9
 EAST, SALT LAKE BASE AND MERIDIAN.



ENGINEER'S CERTIFICATE

I, EVAN E. HANSEN, DO HEREBY CERTIFY THAT I AM A REGISTERED LAND SURVEYOR AND PROFESSIONAL ENGINEER HOLDING CERTIFICATE NO. 145656 AS PRESCRIBED UNDER THE LAWS OF THE STATE OF UTAH. I FURTHER CERTIFY THAT I HAVE MADE A SURVEY OF THE TRACT OF GROUND SHOWN AND THAT IT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

NW1/4 SEC. 31, T 16 S, R 9 E, S.L.B. & M.

Empire Engineering

1665 E. Sagewood Rd. Price, Utah 84501

**RIVER GAS OF UTAH, INC.
 UTAH 31-175**

Drawn By: THK	Approved By: EEH	Drawing No. EEOG-97175
Date: 3-24-97	Scale: 1"=1000'	SHEET 1 OF 3

Evan E. Hansen MARCH 24, 1997
 EVAN E. HANSEN DATE

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

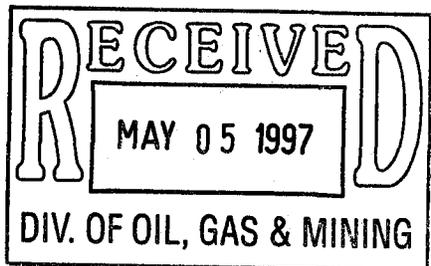
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APPLICATION FOR PERMIT TO DRILL OR DEEPEN		5. Lease Designation and Serial Number: ML-72004	
1A. Type of Work: DRILL <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/>		6. If Indian, Allottee or Tribe Name: N/A	
B. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER: SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		7. Unit Agreement Name: N/A	
2. Name of Operator: River Gas Corporation		8. Farm or Lease Name: Utah	
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (801)637-8876		9. Well Number: 31-175	
4. Location of Well (Footages) At Surface: 1731' FWL & 897' FNL At Proposed Producing Zone:		10. Field or Pool, or Wildcat: Wildcat	
14. Distance in miles and direction from nearest town or post office: 4 1/2 miles northwest of Huntington		12. County: Emery	13. State: UTAH
15. Distance to nearest property or lease line (feet): 897'	16. Number of acres in lease: 732.44 Acres	17. Number of acres assigned to this well: 40 Acres	
18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): N/A	19. Proposed Depth: 2800'	20. Rotary or cable tools: Rotary	
21. Elevations (show whether DF, RT, GR, etc.): 6181' GR		22. Approximate date work will start:	

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24. Name & Signature: Steven L. Prince *Steven L. Prince* Title: Regulatory Manager Date: April 30, 1997

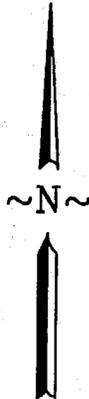
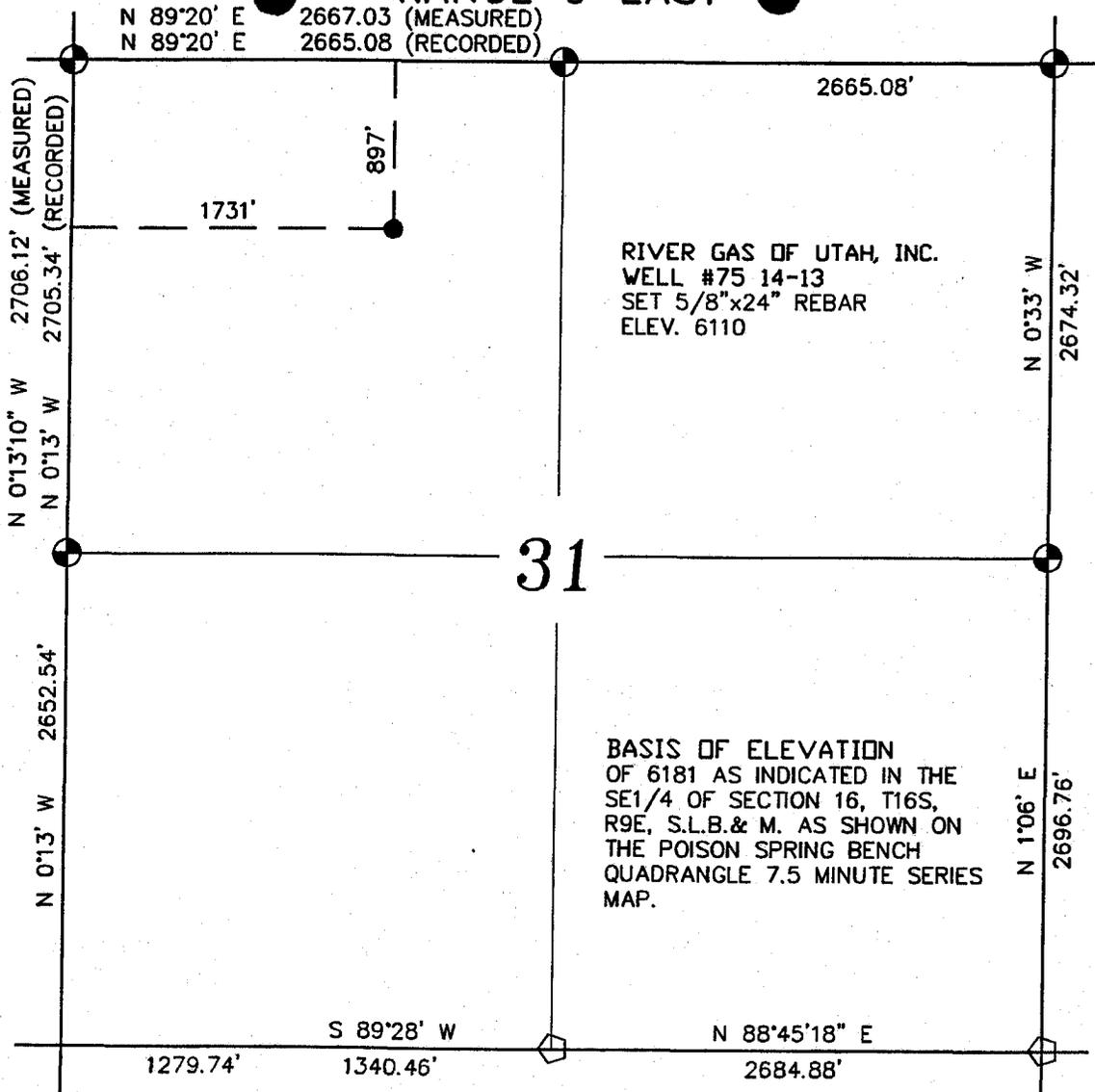
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API Number Assigned: 43-015-30317

Approval: *John R. Bay* 6/25/97
Petroleum Engineer

TOWNSHIP 16 SOUTH

RANGE 9 EAST

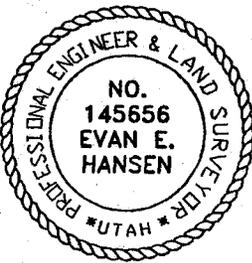


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Evan E. Hansen MARCH 24, 1997
EVAN E. HANSEN DATE

NW1/4 SEC. 31, T 16 S, R 9 E, S.L.B. & M.

Empire Engineering
1665 E. Sagewood Rd. Price, Utah 84501

RIVER GAS OF UTAH, INC.
UTAH 31-175

Drawn By: THK	Approved By: EEH	Drawing No. EEOG-97175
Date: 3-24-97	Scale: 1"=1000'	SHEET 1 OF 3

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STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

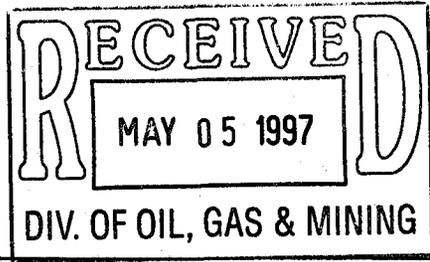
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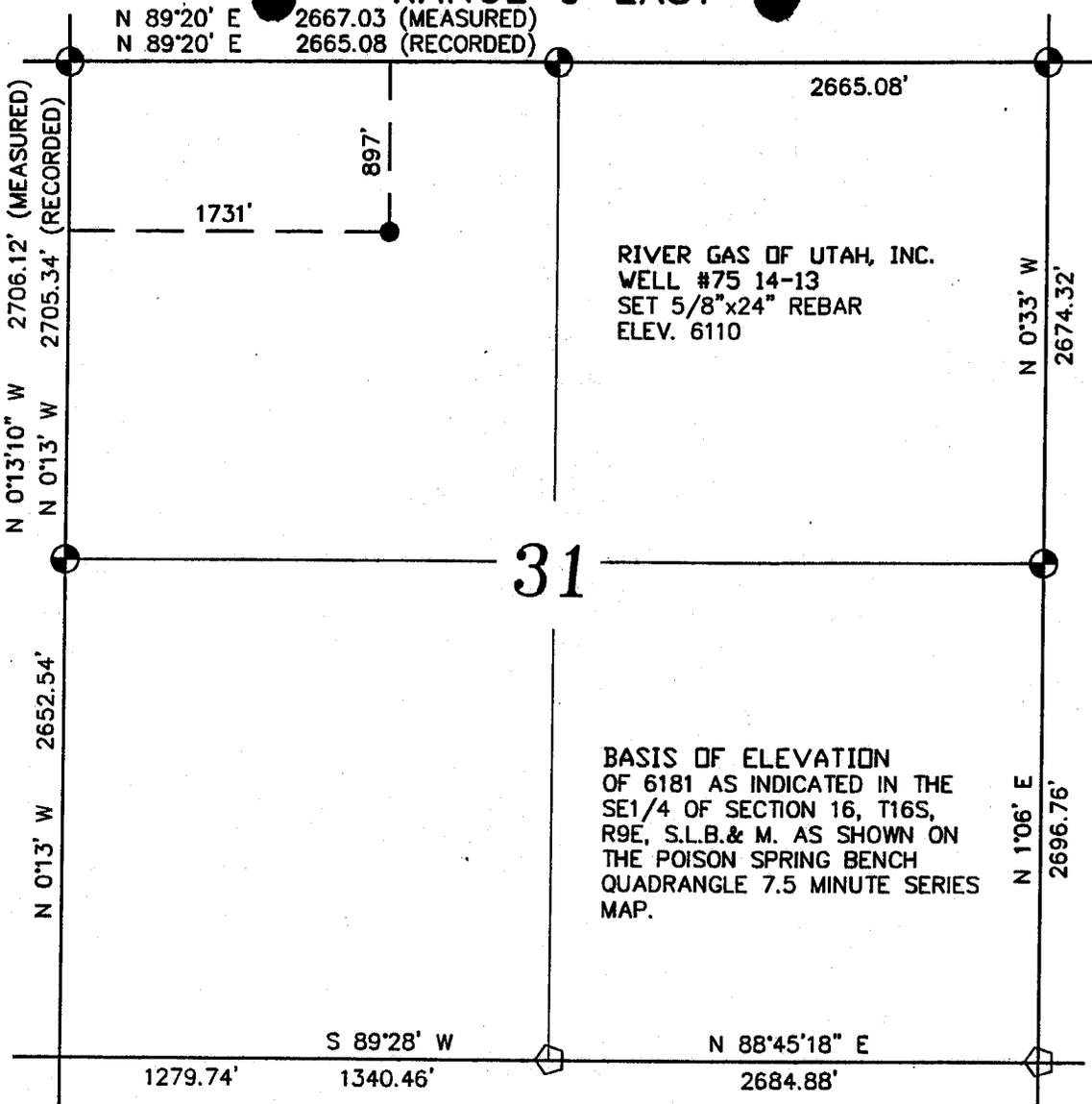
24. Name & Signature: Steven L. Prince *Steven L. Prince* Title: Regulatory Manager Date: April 30, 1997

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API Number Assigned: 43-015-30317 Approval: *John R. Boye* 6/25/97
Petroleum Engineer

RANGE 9 EAST

TOWNSHIP 16 SOUTH



RIVER GAS OF UTAH, INC.
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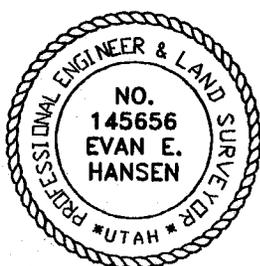
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Empire Engineering 1665 E. Sagewood Rd. Price, Utah 84501		
RIVER GAS OF UTAH, INC. UTAH 31-175		
Drawn By: THK	Approved By: EEH	Drawing No. EEOG-97175
Date: 3-24-97	Scale: 1"=1000'	SHEET 1 OF 3

EXHIBIT "D"

DRILLING PROGRAM

Attached to Form 3
River Gas Corp.
Utah 31-175
NE/NW of Section 31, T16S, R9E, SLB&M
897 FNL & 1731' FWL
Emery County, Utah

1. The Geologic Surface Formation

Upper Mancos Shale

2. Estimated Tops of Important Geologic Markers

Blue Gate/Bentonite 1890'
Ferron/Sandstone 2050'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones - 2050 ' to 2250'

No groundwater is expected to be encountered.

Casing & cementing will be done to protect potentially productive hydrocarbons, lost circulation zones, abnormal pressure zones, and prospectively valuable mineral deposits. All indications of usable water will be reported.

Surface casing will be tested to 1400 psi.

4. The Proposed Casing and Cementing Programs

<u>HOLE SIZE</u>	<u>SETTING DEPTH (INTERVAL)</u>	<u>SECTION LENGTH</u>	<u>SIZE (OD)</u>	<u>WEIGHT, GRADE & JOINT</u>	<u>NEW, USED</u>
11	300'	300'	8 5/8	24#	NEW
7 7/8	2800'	2800'	5 1/2	17#	NEW

Cement Program

Surface Casing: 110 sx Class G, 15.8 ppg cement

Production Casing: 50/50 Pozmix and tail in with RGC. The 50/50 Pozmix accounts for 75%total cement, RFC 25%.

Total cement volume: 360 sacks.
Cement volumes will vary depending on
formations encountered and hole conditions.

The following shall be entered in the driller's log:

- 1) Blowout preventer pressure tests, including test pressures and results;
- 2) Blowout preventer tests for proper functioning;
- 3) Blowout prevention drills conducted;
- 4) Casing run, including size, grade, weight, and depth set;
- 5) How the pipe was cemented, including amount of cement, type, whether cement circulated, location of the cementing tools, etc.;
- 6) Waiting on cement time for each casing string;
- 7) Casing pressure tests after cementing, including test pressures and results.

5. The Operator's Minimum Specifications for Pressure Control

EXHIBIT "G" is a schematic diagram of the blowout preventer equipment. A double gate 3000 psi BOPE will be used with a rotating head. This equipment will be tested to 2000 psi. All tests will be recorded in a Driller's Report Book. Physical operation of BOP's will be checked on each trip.

6. The Type and Characteristics of the Proposed Circulating Muds

0-300	11" hole	Drill with air, will mud-up if necessary.
300-2800	7 7/8" hole	Drill with air. 400 psi @ 1500-1800 Scf.

7. The Testing, Logging and Coring Programs to be Followed

0-300	Gamma Ray
300-TD	Gamma Ray, Density, Neutron Porosity, Induction, Caliper 2.5" cores will be taken in the Ferron formation, 2050'-2250'

Any Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is 1080 psi max. No hydrogen sulfide or other hazardous gases or fluids have been found, reported or are known to exist at these depths in the area.

8. Anticipated Starting Date and Duration of the Operations.

The corehole will be drilled in May of 1997.

Verbal and/or written notifications listed below shall be submitted in accordance with instructions from the Division of Oil, Gas & Mining:

- (a) prior to beginning construction;
- (b) prior to spudding;
- (c) prior to running any casing or BOP tests;
- (d) prior to plugging the well, for verbal plugging instructions.

Spills, blowouts, fires, leaks, accidents or other unusual occurrences shall be reported to the Division of Oil, Gas & Mining immediately.

Exhibit "E"

Multipoint Surface Use Plan

Attached to Form 3
River Gas Corp.
Utah 31-175
NE/4 of NW/4, Sec. 31, T16S, R9E, SLB & M
897' FNL, 1731' FWL
Emery County, Utah

1. Existing Roads

- A. See Exhibit "B"; We do not plan to change, alter or improve upon any existing state or county roads. Existing roads will be maintained in the same or better condition.
- B. From the intersection of SR 10 and 400 North St. in Huntington, Utah proceed north on SR 10. Travel 1.9 miles to the intersection with SR 236 and follow SR 236 northwest (past the Huntington Reservoir Campground) 3.5 miles to the well access road.

2. Planned Access

See Exhibit "B" 0.6 miles of new access is required.

- a. Maximum Width: 14' travel surface with 27' base
- b. Maximum grade: 4%
- c. Turnouts: None
- d. Drainage design: 5 culverts will be required. Water will be diverted around well pad as necessary.

If well is productive, road will be surfaced and maintained as necessary to prevent soil erosion and accommodate year-round traffic.

3. Location of Existing Wells

- a. See Exhibit "B"; There are no existing wells within one mile of the proposed location.

4. Location of Existing and/or Proposed Facilities

- a. If the well is a producer, installation of production facilities will be as shown on EXHIBIT "H". Buried powerlines run along access on the east and north, gathering lines on the south or west.
- b. Rehabilitation of all pad areas not used for production facilities will be made in accordance with landowner stipulations.

5. Location and Type of Water Supply

- a. Water to be used for drilling will be purchased from the Price River Water Improvement District (PRWID) (tel. 801-637-6350). This has been arranged by Mr. Michael J. Farrens, Executive Vice President of River Gas Corp. He has been in contact with Mr. Phillip Palmer of PRWID. Mr. Farrens has discussed this arrangement with Mark Page of the Division of Water Rights (tel. 801-637-1303) over the telephone. The Division of Water Rights is to furnish the Oil & Gas Division with a letter of approval concerning this matter.
- b. Water will be transported by truck over approved access roads.
- c. No water well is to be drilled for this location.

6. Source of Construction Materials

- a. Any construction materials needed will be obtained locally and hauled to the location on existing roads.
- b. No construction or surfacing materials will be taken from Federal/Indian land.

7. Methods for handling waste disposal

- a. As the well will be air drilled, a small reserve pit will be constructed with a minimum of one-half the total depth below the original ground surface on the lowest point within the pit. The pit will not be lined unless conditions encountered during construction warrant it or if deemed necessary by the DOGM representative during the pre-site inspection. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operation cease with four strands of barbed wire, or woven wire topped with barbed wire to a height of not less than four feet. The fence will be kept in good repair while the pit is drying.
- b. Following drilling, the liquid waste will be evaporated from the pit and the pit backfilled and returned to natural grade.

No liquid hydrocarbons will be discharged to the reserve pit or location.

c. In the event fluids are produced, any oil will be retained in tankage until sold and any water produced will be retained until its quality can be determined. The quality and quantity of the water will determine the method of disposal.

d. Trash will be contained in a portable metal container and will be hauled from location periodically and disposed of at an approved disposal site. Chemical toilets will be placed on location and sewage will be disposed of at an appropriate disposal site.

8. Ancillary Facilities

a. We anticipate no need for ancillary facilities with the exception of three trailers to be located on the drill site.

9. Wellsite Layout

a. Available topsoil will be removed from the location and stockpiled. If ground frost prevents the segregation and removal of the topsoil material from the less desirable subsoil material, cross-ripping to the depth of the topsoil material may be necessary. Location of mud tanks, reserve and burn pits, and soil stockpiles will be located as shown on the attachments.

b. A blooie pit will be located 150' diagonally from the drill hole. A line will be placed on the surface from the center hole to the burn pit. Burn pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.

c. Access to the well pad will be as shown on Exhibit "C".

d. Natural runoff will be diverted around the well pad.

10. Plans for Restoration of Surface

a. All surface areas not required for producing operations will be graded to as near original condition as possible and contoured to maintain possible erosion to a minimum.

b. Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas and the area will be reseeded as prescribed by the landowner.

c. Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.

d. Any oil accumulation on the pit will be removed or overhead flagged as dictated by then existed conditions.

- e. Date of commencement will be May, 1997. Rehabilitation will commence following completion of the well. Rat and mouse holes will be filled immediately upon release of the drilling rig from the location. If the wellsite is to be abandoned, all disturbed areas will be recontoured to the natural contour as is possible.

11. Surface Ownership

- a. The wellsite and access road will be constructed on lands owned by The Bureau of Land Management. The operator shall contact the landowner rep and the Division of Oil, Gas & Mining 48 hours prior to the beginning construction activities.

12. Other Information:

The primary surface use is grazing. The nearest dwelling is more than two miles away from the location. Nearest live water is 1/2 miles east.

If there is snow on the ground when construction begins, it will be removed before the soil is disturbed. And piled downhill from the topsoil stockpile location.

The backslope and foreslope will be constructed no steeper than 4:1.

All equipment and vehicles will be confined to the access road and well pad.

A complete copy of the approved Application for Permit to Drill (APD) including conditions and stipulations, shall be on the wellsite during construction and drilling operations.

There will be no deviation from the proposed drilling and/or workover program without prior approval from the Division of Oil, Gas & Mining.

13. Company Representative

Steven Prince
River Gas Corporation
1305 So. 100 E.
Price, Utah 84501
(801) 637-8876

Mail Approved A.P.D. To:

Company Representative

Excavation Contractor

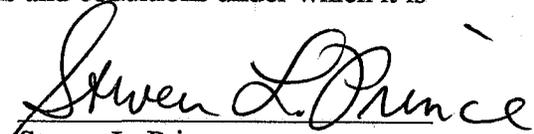
Nelco
Larry Jensen
(801) 637-3495
(801) 636-5268

14. 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, true and correct, and that the work associated with the operations proposed herein will be performed by River Gas Corp. And its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

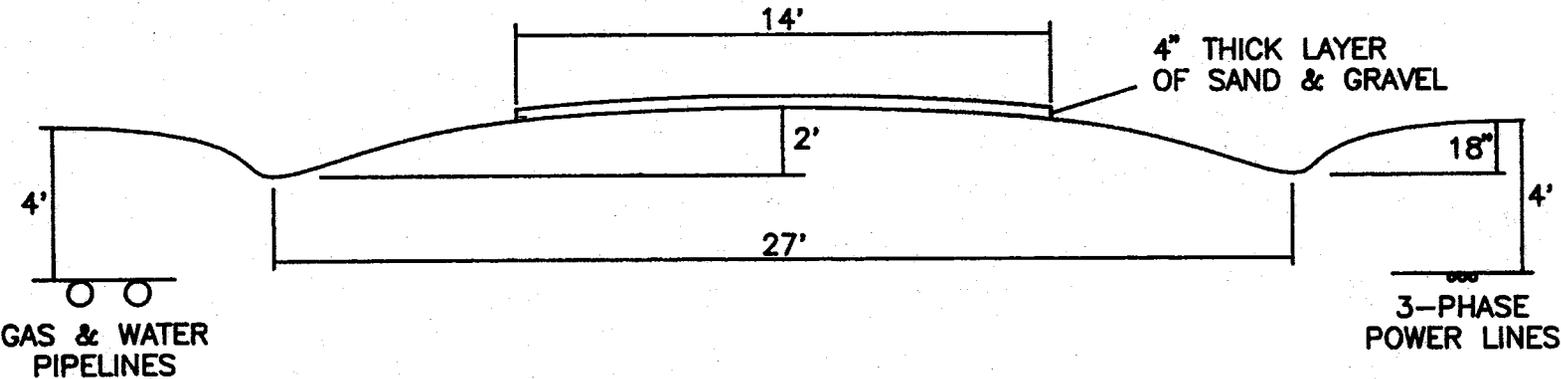
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Date



Steven L. Prince
Regulatory Manager
River Gas Corporation

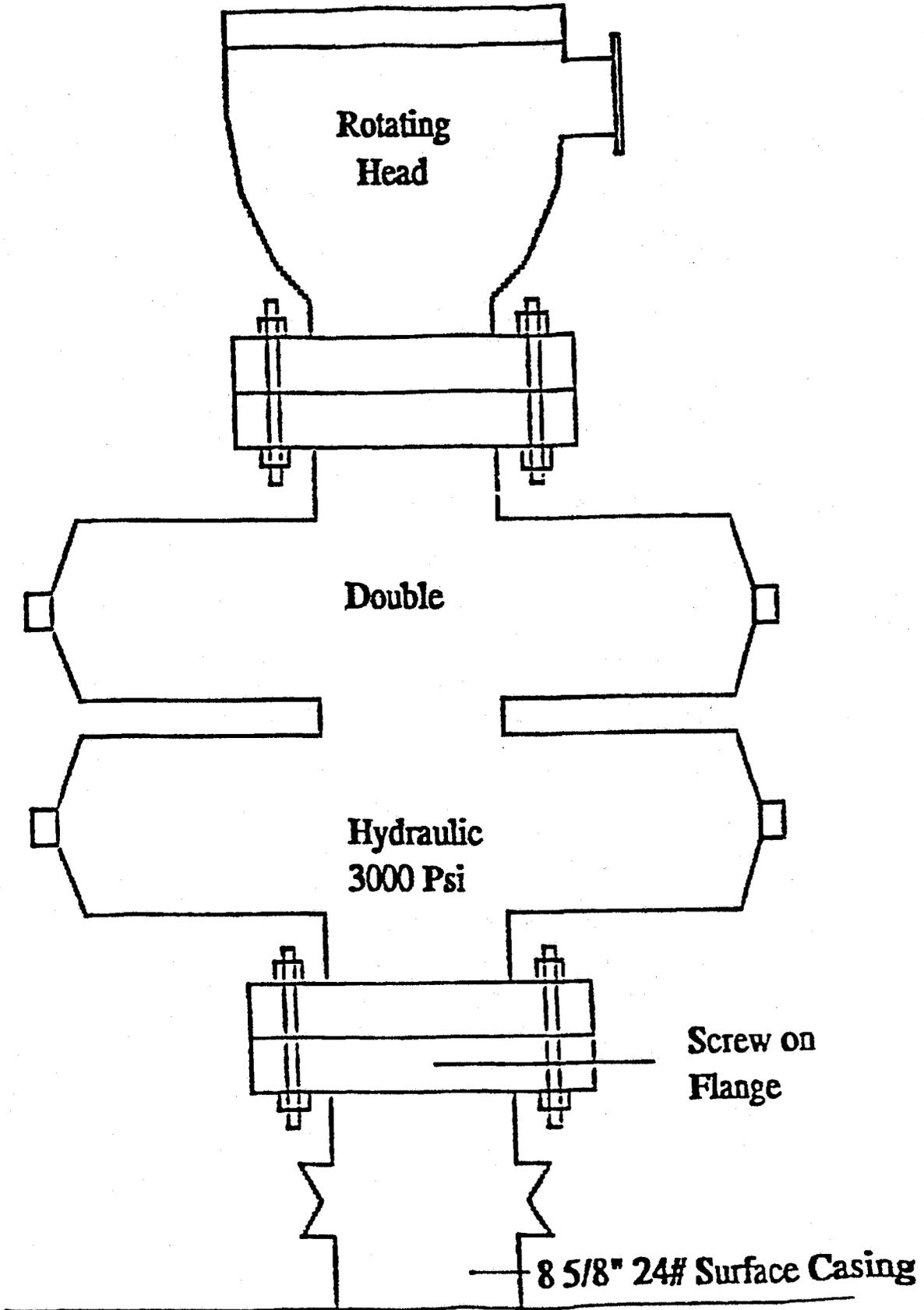
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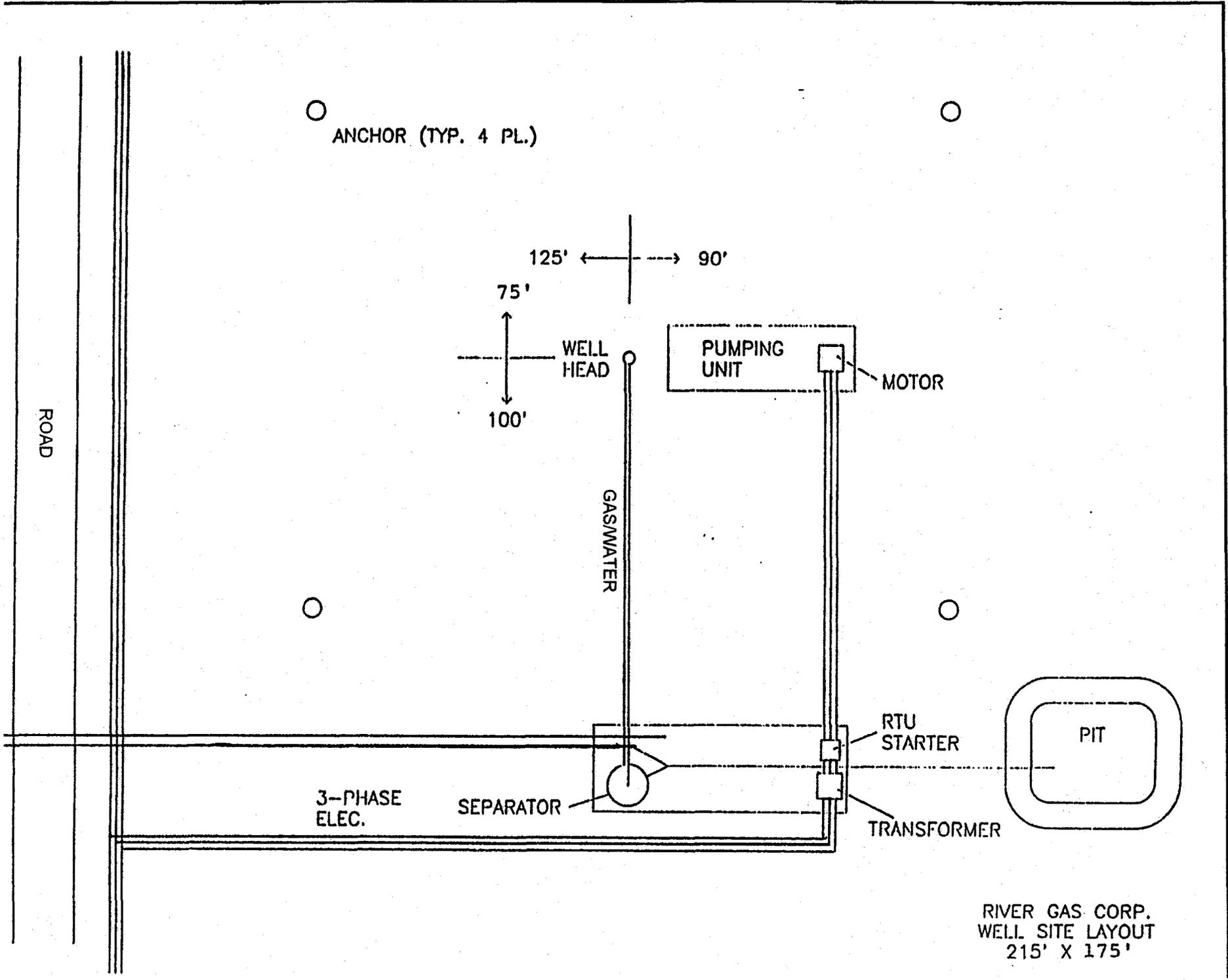


TYPICAL ROAD CROSS-SECTION

NOT TO SCALE

EXHIBIT "G" - BOPE DIAGRAM





RIVER GAS CORP.
WELL SITE LAYOUT
215' X 175'

AmSouth Bank

Birmingham:

TELEX: 6827189
Cable: AMSOUBKBHM
S.W.I.F.T. AMSB US 44

AMSOUTH BANK OF ALABAMA
1900 FIFTH AVENUE NORTH
BIRMINGHAM, ALABAMA 35203 USA
OUR REFERENCE NUMBER: S308586

International Services

Mobile:

TELEX: 6821116
Cable: AMSOMBL
S.W.I.F.T. AMSB US 44

AMENDMENT NUMBER: 002
TO LETTER OF CREDIT NUMBER: S308586
DATE: NOVEMBER 13, 1995

BENEFICIARY:
STATE OF UTAH
DEPT. OF NATURAL RESOURCES
DIV. OF OIL, GAS AND MINING
355 WEST TEMPLE 3 TRIAD CENTER
SUITE 350
SALT LAKE CITY, UTAH 84180-1203

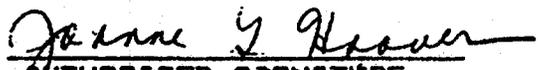
AT THE REQUEST OF RIVER GAS CORPORATION 3600 WATERMELON ROAD
SUITE 204 NORTHPORT, ALABAMA 35476 AND FOR THE ACCOUNT OF SAME

WE HEREBY AMEND OUR LETTER OF CREDIT NUMBER S308586 DATED
DECEMBER 3, 1993 OPENED IN YOUR FAVOR AS FOLLOWS:

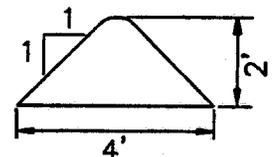
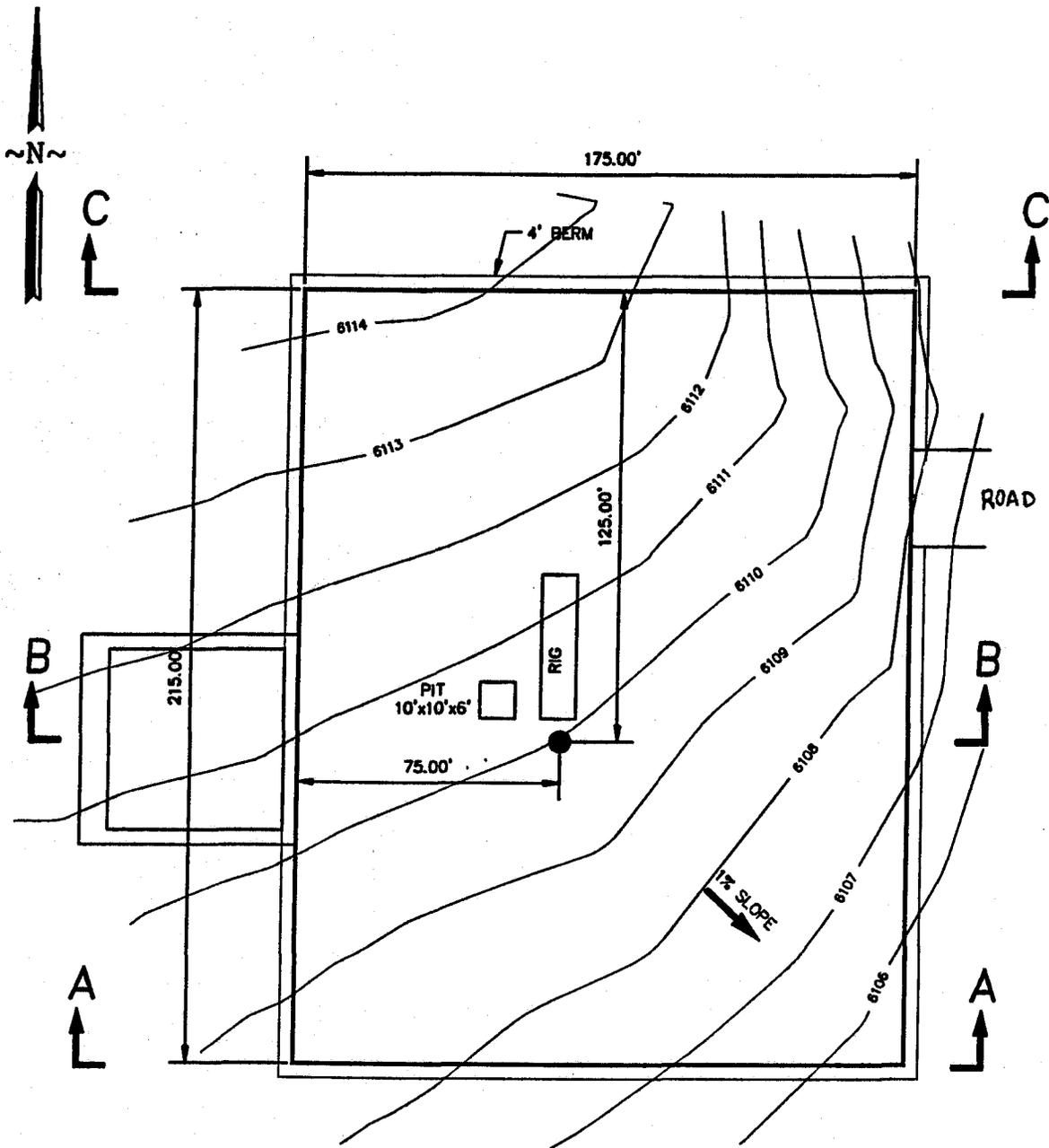
-ACCOUNT PARTY'S ADDRESS IS CHANGED
TO: 511 ENERGY CENTER BLVD
NORTHPORT, ALABAMA 35476

**REFERENCES HEREIN TO AMSOUTH BANK N.A. SHALL BE DEEMED TO REFER
TO AMSOUTH BANK OF ALABAMA.**

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.
THIS AMENDMENT BECOMES AN INTEGRAL PART OF THE ORIGINAL LETTER OF
CREDIT AND IS TO BE ATTACHED THERETO.



AUTHORIZED SIGNATURE



TYP. BERM
SURROUNDING PAD

Empire Engineering & Land Surveying

1665 E. Sagewood Rd. Price, Utah 84501 Phone (801) 637-7498

**RIVER GAS OF UTAH, INC.
WELL #UTAH 31-175
CONTOUR MAP**

Drawn By: THK

Approved By: EEH

Drawing No.

Date: 4/28/97

Scale: 1" = 50'

EEOG 97-175

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 05/05/97

API NO. ASSIGNED: 43-015-30317

WELL NAME: UTAH 31-175
OPERATOR: RIVER GAS CORP (N1605)

PROPOSED LOCATION:
NENW 31 - T16S - R09E
SURFACE: 0897-FNL-1731-FWL
BOTTOM: 0897-FNL-1731-FWL
EMERY COUNTY
WILDCAT FIELD (002)

INSPECT LOCATION BY: 05/25/97		
TECH REVIEW	Initials	Date
Engineering	SRB	6/19/97
Geology		
Surface		

LEASE TYPE: STA
LEASE NUMBER: ML - 72004

PROPOSED PRODUCING FORMATION: FRSD

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Federal [] State [Fee []
(Number LETTER OF CREDIT)
- Potash (Y/N)
- Oil shale (Y/N)
- Water permit
(Number CITY OF PRICE)
- RDCC Review (Y/N)
(Date: _____)

LOCATION AND SITING:

- R649-2-3. Unit: _____
- R649-3-2. General.
- R649-3-3. Exception.
- Drilling Unit.
Board Cause no: _____
Date: _____

COMMENTS: Conf. status requested. Casing OK. , Cement slip. needed.
BOP OK. Exc. loc. OK

STIPULATIONS: 1. Statement of Basis
2. See attachments,

OPERATOR: RIVER GAS CORP (N1605)
 FIELD: WILDCAT (OO1)
 SEC, TWP, RNG: 31, T16S, R9E
 COUNTY: EMERY
 UAC: R649-3-3

		T16S R8E	T16S R9E				⊕ UTAH 2-138 ⊕ UTAH 2-139 ⊕ UTAH 2-141 ⊕ UTAH 2-140
	2	1	6	5	4	3	✦ XXXXX XXXXX
	11	12	7	8	9	10	
	14	13	18	17	16	15	
	23	24	19	20	21	22	
	26	25	30	29	28	27	
✦ FRSD			⊕ UTAH 31-175				
	36	35	31	30	33	34	35
✦ XXXXX ✦ FRSD		T17S R8E	T17S R9E				
✦ XXXXX	2	1	6	5	4	3	2
							✦ XXXXX

PREPARED:
 DATE: 6-MAY-97

ON-SITE PREDRILL EVALUATION

Division of Oil, Gas and Mining

OPERATOR: River Gas Corporation

WELL NAME & NUMBER: Utah 31-175

API NUMBER: 43-015-30317

LEASE: ML-72004 FIELD/UNIT: wildcat

LOCATION: 1/4,1/4 NENW Sec: 31 TWP: 16S RNG: 9E 1731 FWL 897 FNL

LEGAL WELL SITING: 460'F SEC. LINE; F 1/4,1/4 LINE; 920'F ANOTHER WELL.

GPS COORD (UTM): x = 503,606; y = 4,360,277

SURFACE OWNER: Federal (BLM)

PARTICIPANTS

C. Kierst(DOGM), S. Prince (RGC), L. Jensen(Nelco), B. Griffin(RGC), SITLA and BLM were offered an opportunity to participate on 5/7/97 but declined.

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Western margin of Colorado Plateau /~3.5 miles east of foot of Wasatch Plateau (Gentry Mountain). ~2 miles east of lower bench (Oil Well Bench). Location is in Quaternary (Holocene) slope wash covering the westward dipping Blue Gate Member of the Mancos Shale. The pad is on Trimble Flat on ground which slopes gently southeast. The location is ~1400' northeast of Cedar Creek and 3/4 mile southwest of erosional remnants capped by Quaternary pediment mantle.

SURFACE USE PLAN

CURRENT SURFACE USE: Grazing and habitat

PROPOSED SURFACE DISTURBANCE: 215' X 175' pad with 50' X 50' X 6' attached pit and ~5,500' approach road.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: None

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: Gathering system and power line will follow approach road.

SOURCE OF CONSTRUCTION MATERIAL: Material from onsite of approach road disturbed areas will be used where possible. Any ancillary gravel will be brought from an approved gravel pit

ANCILLARY FACILITIES: None

WASTE MANAGEMENT PLAN:

Portable chemical toilets subsequently disposed of at appropriate disposal site; portable metal garbage containers periodically dumped at an approved disposal site. Reserve pit will be dried after use and then buried. Drilling mud and water produced during testing and completion will be stored in the lined (possibly with native clay) reserve pit and disposed of by evaporation, although quality and quantity of produced water will determine disposition.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: Cedar Creek ~1400' southwest with associated saturated ground.

FLORA/FAUNA: Sagebrush, cottonwood, galleta and indian rice grass / birds, lizards, coyotes, rodents, raptors, elk, deer (critical winter range), reptiles.

SOIL TYPE AND CHARACTERISTICS: Moderately-permeable soil, with grain size ranging between clay and pebbles, developed on slope wash. (GC)

SURFACE FORMATION & CHARACTERISTICS: Quaternary (Holocene) slope wash over Blue Gate Shale Member of Mancos Shale.

EROSION/SEDIMENTATION/STABILITY: Stable ground with no undermining, flowage or upheaval evident locally. Erosion is limited to minor dry washes during cloudbursts, high winds and periods of rapid snowmelt with sedimentation occurring during the wane of these episodes.

PALEONTOLOGICAL POTENTIAL: No rapid erosion has taken place in the immediate area of the location so the surface strata are not well exposed.

RESERVE PIT

CHARACTERISTICS: 50' X 50' X 6' rectangular, excavated pit, bermed to deflect runoff.

LINER REQUIREMENTS (Site Ranking Form attached): Minimum 12 mil

thickness synthetic liner

SURFACE RESTORATION/RECLAMATION PLAN

As per terms of BLM Land Use Permit.

SURFACE AGREEMENT: During a conversation with Don Stevens of the Price BLM Office I determined that River Gas Corporation applied for a Land Use Permit covering only the road and pad (not the powerline or gathering system) and that it is in the Environmental Assessment phase and will probably not be approved for three weeks. This application will provide documentation of the agreement with the surface owner if it is granted or a history of contact if it isn't.

CULTURAL RESOURCES/ARCHAEOLOGY: Archaeological clearance has been conducted by Baseline Date. A report has been made and is presently being distributed to State History and the BLM. It is estimated that the review and signoff by BLM will require 1 - 2 weeks.

OTHER OBSERVATIONS/COMMENTS

ATTACHMENTS:

4 photographs taken.

Chris Kierst
DOGM REPRESENTATIVE

5/9/97 / 3:25 PM
DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>5</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid containing significant levels of hazardous constituents	15 20	<u>0</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>5</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 20 (Level I Sensitivity)

DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

5. Lease Designation and Serial Number: ML-72004

6. If Indian, Allottee or Tribe Name: N/A

7. Unit Agreement Name: N/A

8. Farm or Lease Name: Utah

9. Well Number: 31-175

10. Field or Pool, or Wildcat: Wildcat

11. Qtr/Qtr, Section, Township, Range, Meridian: NE/NW Section 31, T16S, R9E SLB & M

12. County: Emery 13. State: UTAH

14. Distance in miles and direction from nearest town or post office: 4 1/2 miles northwest of Huntington

15. Distance to nearest property or lease line (feet): 897' 16. Number of acres in lease: 732.44 Acres 17. Number of acres assigned to this well: 40 Acres

18. Distance to nearest well, drilling, completed, or applied for, on this lease (feet): N/A 19. Proposed Depth: 2800' 20. Rotary or cable tools: Rotary

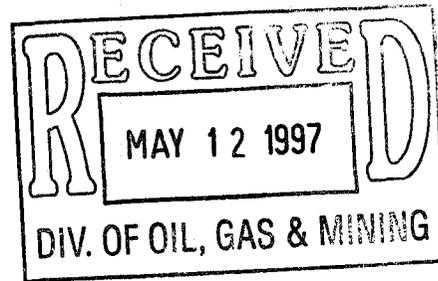
21. Elevations (show whether DF, RT, GR, etc.): 6181' GR 22. Approximate date work will start:

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
11'	8 5/8"	24.0 PPF	300	110 sx
7 7/8"	5 1/2"	17.0 PPF	2800	360 sx

DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

MOAB DISTRICT
1977 MAY -2 PM 2:14
DEPT. OF ENERGY
BUREAU OF OIL AND GAS



24. Name & Signature: Steven L. Prince *Steven L. Prince* Title: Regulatory Manager Date: April 30, 1997

(This space for state use only)

API Number Assigned: 43-015-20317 Approval:

ACCEPTED

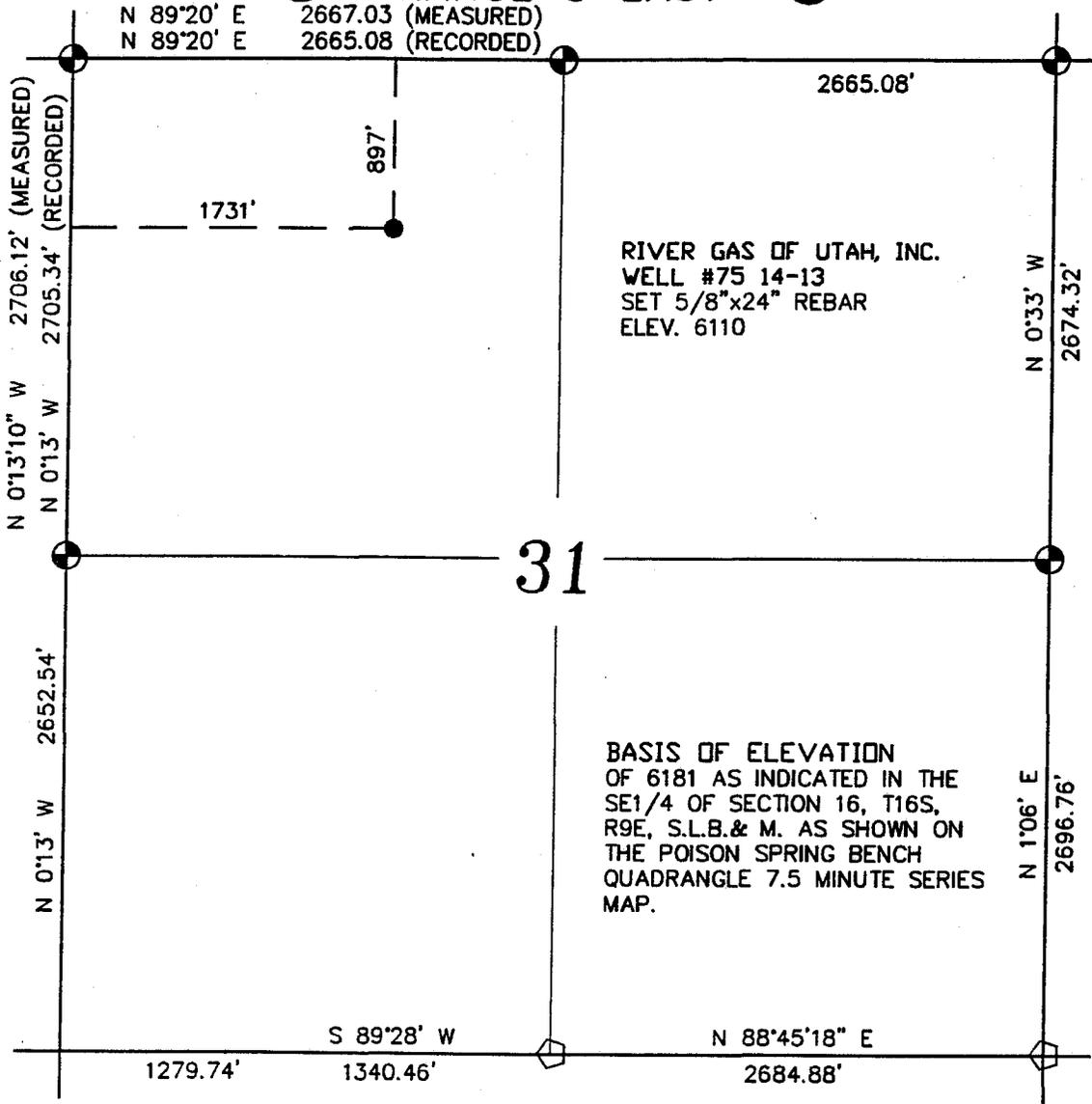
Branch of Fluid Minerals
Moab District

MAY 6 1997

Doam

RANGE 9 EAST

TOWNSHIP 16 SOUTH



RIVER GAS OF UTAH, INC.
 WELL #75 14-13
 SET 5/8"x24" REBAR
 ELEV. 6110

BASIS OF ELEVATION
 OF 6181 AS INDICATED IN THE
 SE1/4 OF SECTION 16, T16S,
 R9E, S.L.B.& M. AS SHOWN ON
 THE POISON SPRING BENCH
 QUADRANGLE 7.5 MINUTE SERIES
 MAP.

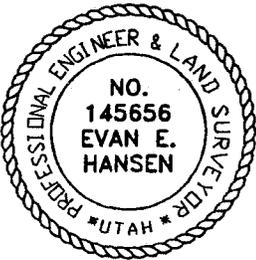


LEGEND

- ⊕ FOUND BRASS CAP
- SEARCHED FOR BUT NOT FOUND
- ◇ FOUND ROCK CORNER

BASIS OF BEARING

BASIS OF BEARING N 89°20' E MEASURED
 BETWEEN THE NW CORNER AND THE N1/4 CORNER
 OF SECTION 31, TOWNSHIP 16 SOUTH, RANGE 9
 EAST, SALT LAKE BASE AND MERIDIAN.



ENGINEER'S CERTIFICATE

I, EVAN E. HANSEN, DO HEREBY CERTIFY THAT I AM A REGISTERED LAND SURVEYOR AND PROFESSIONAL ENGINEER HOLDING CERTIFICATE NO. 145656 AS PRESCRIBED UNDER THE LAWS OF THE STATE OF UTAH. I FURTHER CERTIFY THAT I HAVE MADE A SURVEY OF THE TRACT OF GROUND SHOWN AND THAT IT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Evan E. Hansen
 EVAN E. HANSEN DATE MARCH 24, 1997

NW1/4 SEC. 31, T 16 S, R 9 E, S.L.B.& M.

Empire Engineering

1665 E. Sagewood Rd. Price, Utah 84501

RIVER GAS OF UTAH, INC.
UTAH 31-175

Drawn By: THK	Approved By: EEH	Drawing No. EEOG-97175
Date: 3-24-97	Scale: 1"=1000'	SHEET 1 OF 3

DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL STATEMENT OF BASIS

Operator Name: River Gas Corporation

Name & Number: Utah 31 - 175

API Number: 43-015-30317

Location: 1/4, 1/4 NENW Sec. 31 T. 16S R. 9E

Geology/Ground Water:

There are no aquifers with high quality ground water expected to be encountered below the slope wash in the Blue Gate Shale Member of the Mancos Shale. The moderately permeable soil or the slope wash may contain a small, but useful, near surface water resource which would need protection.

Reviewer: Christopher J. Kierst **Date:** 5/27/97

Surface:

The nearest moving surface waters are in the Cleveland Canal (~2.5 miles south). Boggy areas exist ~2 miles southwest in Section 12, Township 17 South, Range 9 East. Huntington lake is ~2.75 miles south. The Deseret Lake Waterfowl Management Area is ~7 miles east. Six water rights exist within a mile of the pad (along Cedar Creek). Precipitation will be deflected around the pit with berms. Pit integrity will be maintained with a synthetic liner. There are no nearby culinary or irrigation water supply wells. Provision was made to ensure site rehabilitation, litter and waste control, preservation of drainage patterns and the integrity of local infrastructure, groundwater and other resources. The well utilities and gas gathering system will follow the approach roadway.

Reviewer: Christopher J. Kierst **Date:** 5/27/97

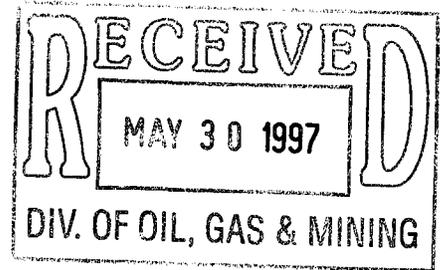
Conditions of Approval/Application for Permit to Drill:

- 1) Culverts sufficient to manage expected runoff, standing and surface water in crossed drainages.
- 2) Berm pit.
- 3) Site infrastructure as per drilling location plat.
- 4) Minimum 12 mil synthetic lined pit.
- 5) Soil storage as per drilling location plat unless early reseeding of pad is practiced (see below).
- 6) Recommend reseeding infrequently used areas of production location with appropriate forage seed mix (to restore as much of the pad as possible to production of food and cover for wildlife as rapidly as possible) as soon as conveniently possible after completion of the well.



RIVER GAS CORPORATION

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (801) 637-8876
FAX (801) 637-8924



May 28, 1997

Mr. Chris Kierst
Division of Oil, Gas and Mining
State of Utah
1594 W. North Temple-Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Location Map
Utah 31-175 Corehole
NE/NW, Section 31, T16S, R9E SLB& M
Emery County, Utah

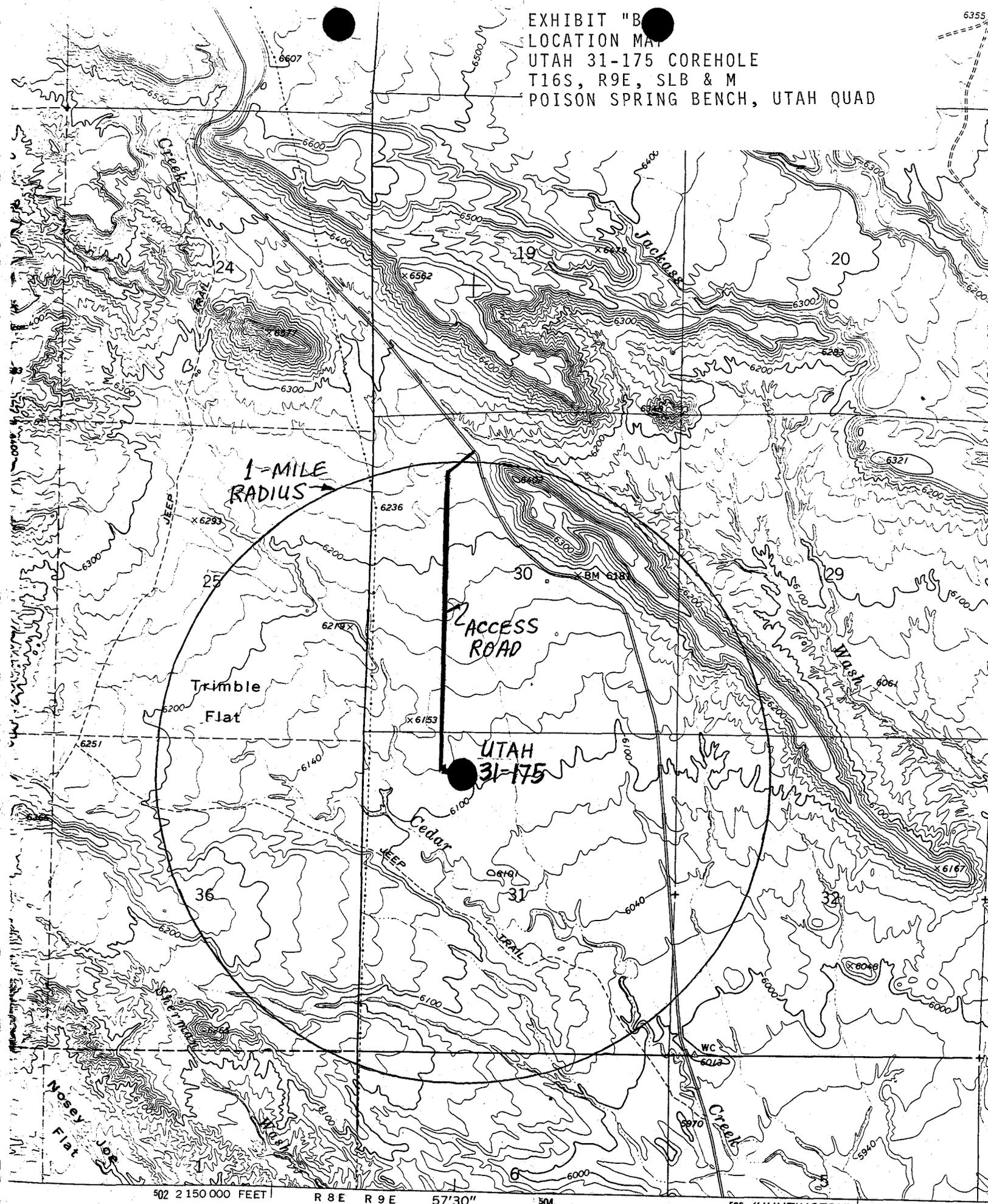
Please find attached a revised location map reflecting changes to the access road. If you should have any questions please call me at (801) 637-8876.

Sincerely,

A handwritten signature in cursive script that reads 'Steven L. Prince'.

Steven L. Prince
Regulatory Manager

EXHIBIT "B"
LOCATION MAP
UTAH 31-175 COREHOLE
T16S, R9E, SLB & M
POISON SPRING BENCH, UTAH QUAD



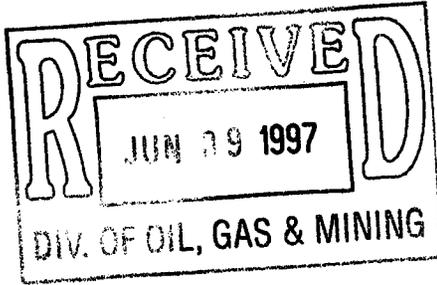
502 2 150 000 FEET | R 8 E R 9 E 57'30" | 504 | 505 (HUNTINGTON) 3862 IV SW | 506

The Geological Survey

from aerial



SCALE 1:24 000



RGC

RIVER GAS CORPORATION

UTAH OPERATIONS
1305 South 100 East
Price, Utah 84501
Bus. (801) 637-8876
FAX (801) 637-8924

June 4, 1997

Mr. Mike Hebertson
State of Utah
Division of Oil, Gas and Mining
1594 W. North Temple-Suite 1210
P.O. Box 145801
SLC, Utah 84114-5801

RE: Utah 31-175 Corehole *43-015-30317*
Section 31, T16S, R9E, SLB & M, Emery County, Utah

Dear Mr. Hebertson:

In reference to your phone call to River Gas on June 3rd 1997, it has come to my attention that our proposed well #31-175 should have been spotted within the 400' "window" of the NE/4 of the NE/4, Section 31, T16S,R9E, SLB & M, as discussed in Section R615-3-2 of the State's Oil and Gas rules. In order to avoid wetlands and deep washes, the well's present location was selected. Therefore, we would request a Topographic exception be granted for the Utah 31-175.

Thank you for your help. Please contact me if you have additional questions regarding this well.

Sincerely,

Steven L. Prince
Regulatory Manager

6/19/97
SRB

APD Evaluation

River Gas Coop. - Utah 31-175

I. Casing

5 1/2", 17# (assume J-55, STC) set at 2800'

Max. mud wt. = air

Max. antic. BHP = 1080 psi

Burst str. = 5320 psi

$$\text{Burst SF} = \frac{5320}{1080} = \underline{\underline{4.93}} \text{ OK}$$

Collapse str. = 4910 psi

$$\text{Collapse SF} = \frac{4910}{1080} = \underline{\underline{4.55}} \text{ OK}$$

wt. of pipe = (17)(2800) = 47,600 #

Jt. str. = 229,000 #

$$\text{Tension SF} = \frac{229,000}{47,600} = \underline{\underline{4.81}} \text{ OK}$$

II. Cement

<Lack of descriptive info. in file>

22-141 50 SHEETS
22-142 100 SHEETS
22-144 200 SHEETS



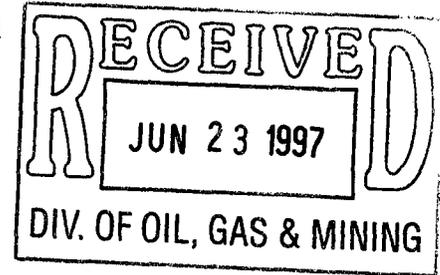


FAXED

12:44 P.M.

RIVER GAS CORPORATION

511 Energy Center Boulevard
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 758-5309



June 20, 1997

VIA FACSIMILE
801/359-3940

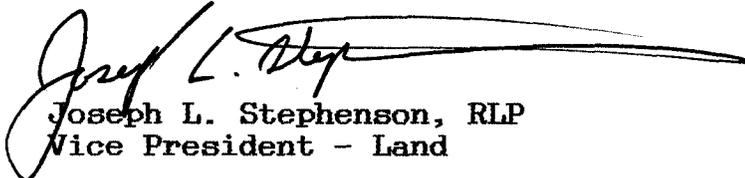
Mr. John Bazi
Utah Department of Natural Resources
Division of Oil, Gas & Mining
Post Office Box 145801
Salt Lake City, UT 84114-5801

RE: Confirmation of Contiguous Property Ownership
Utah 31-175 (31-T16S-R9E, Emery County)

Dear Mr. Bazi:

I received a telephone call from Mr. Steven Prince of our office in Price. He said that you needed confirmation that RGC owned the property ("Cedar Creek Ranch") which we will be crossing for access to the proposed core hole. Attached is a copy of the Warranty Deed dated March 10, 1997 recorded March 12, 1997 in Emery County wherein United States Fuel Company sold us that property, along with other lands. If you require further information, please call me.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Joseph L. Stephenson".
Joseph L. Stephenson, RLP
Vice President - Land

Enc.

**EXHIBIT 1
TO
WARRANTY DEED**

Millerton Ranch - Carbon County, Utah

<u>Description</u>	<u>Section, Township & Range</u>	<u>Ownership Being Conveyed</u>
SE ¼ SW ¼	24-T15S-R8E	Surface and mineral rights less coal
NE ¼ NW ¼	25-T15S-R8E	Surface and mineral rights less coal
SE ¼ SE ¼	20-T15S-R9E	Surface rights only
SW ¼ SE ¼	21-T15S-R9E	Surface and mineral rights less coal
S ½ SW ¼	21-T15S-R9E	Surface and mineral rights less coal
NW ¼	28-T15S-R9E	Surface and mineral rights less coal
W ½ NE ¼	28-T15S-R9E	Surface and mineral rights less coal
SE ¼ NE ¼	29-T15S-R9E	Surface and mineral rights less coal
NE ¼ NE ¼	29-T15S-R9E	Surface rights only
SE ¼ NW ¼	30-T15S-R9E	Surface and mineral rights less coal
NE ¼ NE ¼	30-T15S-R9E	Surface rights only
# Acres Surface and Mineral Rights Less Coal		520.00
# Acres Surface Rights Only		120.00
TOTAL MILLERTON RANCH ACRES		<u>640.00</u>

Cedar Creek Ranch - Emery County, Utah

<u>Description</u>	<u>Section, Township & Range</u>	<u>Ownership Being Conveyed</u>
SE ¼ SE ¼	24-T16S-R8E	Surface and all mineral rights
Lot 4 (SW ¼ SW ¼)	19-T16S-R9E	Surface and mineral rights less coal
S ½ SW ¼ SW ¼ NE ¼	30-T16S-R9E	Surface rights only
W ½ NE ¼ SE ¼	30-T16S-R9E	Surface rights only
W ½ W ½ SE ¼ SE ¼	30-T16S-R9E	Surface rights only
NW ¼ SE ¼	30-T16S-R9E	Surface and mineral rights less coal
SW ¼ SE ¼	30-T16S-R9E	Surface and mineral rights less coal
SE ¼ NW ¼	30-T16S-R9E	Surface and mineral rights less coal
Lot 1 (NW ¼ NW ¼)	30-T16S-R9E	Surface and mineral rights less coal
Lot 2 (SW ¼ NW ¼)	30-T16S-R9E	Surface and mineral rights less coal
NE ¼ SW ¼	30-T16S-R9E	Surface and mineral rights less coal
SE ¼ SW ¼	30-T16S-R9E	Surface and mineral rights less coal
Lot 3 (NW ¼ SW ¼)	30-T16S-R9E	Surface and mineral rights less coal
Lot 4 (SW ¼ SW ¼)	30-T16S-R9E	Surface and mineral rights less coal
NE ¼ NW ¼	30-T16S-R9E	Surface rights only
# Acres Surface and all Mineral Rights		40.00
# Acres Surface and Mineral Rights Less Coal		400.00
# Acres Surface Rights Only		75.00
TOTAL CEDAR CREEK ACREAGE		<u>515.00</u>

**RIVER GAS CORPORATION**

June 24, 1997

VIA FACSIMILE
801/359-3940511 Energy Center Boulevard
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 758-5309Mr. John Baza, Petroleum Engineer
Utah Department of Natural Resources
Division of Oil, Gas & Mining
Post Office Box 145801
Salt Lake City, UT 84114-5801RE: Utah 31-175 (31-T16S-R9E, Emery County)
Oil, Gas and Hydrocarbon Lease ML-43416

Dear Mr. Baza:

To follow up on our telephone conversation yesterday, in Section 31, RGC and Texaco Exploration and Production Inc. are record title lessees to Federal Oil and Gas Lease UTU-68543 which is contiguous on the west, south and east sides of the NE/NW of said Section 31. In regard to Section 30 north of Section 31, RGC purchased the mineral rights to the S1/2SW1/4 and SW1/4SE1/4. We have since conveyed an interest in those minerals to Texaco Exploration and Production Inc. and Dominion Reserves-Utah, Inc. No other parties own an interest in the oil and gas rights within a 460 foot radius of the proposed well location. The exceptional location is being requested due to a wash that presents a topographical problem in siting the well in the center "window" of the quarter/quarter.

Texaco and Dominion are parties to the drilling of the proposed core hole. Their addresses are as follows:

Dominion Reserves-Utah, Inc.
ATTENTION: Mr. Joseph M. Coughlin, II
Riverfront Plaza, West Tower
901 E. Byrd Street
Richmond, VA 23261Texaco Exploration and Production Inc.
ATTENTION: Mr. Chuck Snure
P. O. Box 2100
Denver, CO 80201

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Joseph L. Stephenson", is written over a horizontal line.

Joseph L. Stephenson, RLP
Vice President - Land



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

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

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
James W. Carter
Division Director

CONDITIONS OF APPROVAL

Well Name and Number: Utah #31-175
API Number: 43-015-30317
Operator: River Gas Corporation
Type of Approval Requested: APD approval
Reference Document: APD dated 4/30/97

Approval Conditions:

1. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis dated May 27, 1997 (copy attached).
2. The cement volumes for the 5-1/2" casing shall be determined from actual hole conditions and the setting depth of the casing in order to place cement from the pipe setting depth back to the surface.
3. The presence of cement and a good quality bond surrounding the 5-1/2" casing shall be determined by means of a cement bond log. If such conditions cannot be shown, the operator shall obtain Division approval of a remedial plan for cementing the 5-1/2" casing.


John R. Baza, Petroleum Engineer

6/25/97
Date



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

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801-359-3940 (Fax)
801-538-7223 (TDD)

June 25, 1997

River Gas Corporation
1305 South 100 East
Price, Utah 84501

Re: Utah 31-175 Well, 897' FNL, 1731' FWL, NE NW, Sec. 31,
T. 16 S., R. 9 E., Emery 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 43-015-30317.

Sincerely,

A handwritten signature in cursive script that reads "Lowell P. Braxton".

Lowell P. Braxton
Deputy Director

lwp

Enclosures

cc: Emery County Assessor

Bureau of Land Management, Moab District Office

Operator: River Gas Corporation
Well Name & Number: Utah 31-175
API Number: 43-015-30317
Lease: ML-72004
Location: NE NW Sec. 31 T. 16 S. R. 9 E.

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 following spudding the well or commencing drilling operations. Contact Jimmie Thompson at (801) 538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact John R. Baza (801) 538-5334 or Mike Hebertson at (801) 538-5333.

3. Reporting Requirements

All required reports, forms and submittals shall 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. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis dated May 27, 1997 (copy attached).

5. The cement volumes for the 5½" casing shall be determined from actual hole conditions and the setting depth of the casing in order to place cement from the pipe setting depth back to the surface.

7. The presence of cement and a good quality bond surrounding the 5½" casing shall be determined by means of a cement bond log. If such conditions cannot be shown, the operator shall obtain Division approval of a remedial plan for cementing the 5½" casing.



RIVER GAS CORPORATION

1305 South 100 East

Price, Utah 84501

Office (801) 637-8876 Fax (801) 637-8924

DATE: 6/25/97

Business:

TIME: 4pm

Fax: 359-3940

PAGES: 3 (includes cover sheet)

TO: Chns Kierst

FROM: Steven Price

SUBJECT:

If an incomplete transaction is received, please contact the sender at (801) 637-8876. Thank you.

...IMPORTANT NOTICE...

THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

LAND USE APPLICATION AND PERMIT
(Sec. 302(b) of P.L. 94-579, October 21, 1976, 43 U.S.C. 1732)
APPLICATION

SA / PR REC
MAY - 9 1997

FORM APPROVED
OMB NO. 1004-0009
Expires: July 31, 1998

FOR BLM USE ONLY

Application Number

UTU-74386

1. Name (first, middle initial, and last) River Gas Corporation Steven L. Prince	Address (include zip code) 1305 South 100 East Price, Utah 84501	Phone (include area code) (801) 637-8876
--	--	---

2. Attach map or sketch showing public lands for which you are applying See Exhibit "B"

3. Proposed date(s) of use: from May 1997 to December 1997

4. Give legal basis for holding interest in lands in the State of <u>Utah</u> (Check appropriate box at right and explain.) Ownership of SITLA oil, gas & Hydrocarbon lease with ID # ML-43416	<input type="checkbox"/> Resident <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Local Government <input type="checkbox"/> Other	<input type="checkbox"/> Partnership <input type="checkbox"/> County <input type="checkbox"/> State Government
--	---	--

5. Are the lands now improved, occupied, or used? Yes No (If "yes," describe improvements and purposes, identify users and occupants.)

6. Do you need access to the land? Yes No (Describe needed or existing access)
No existing access exists, therefore an access road from SR236 will be required. For the road, a 0.09 mile long strip, 40' wide will be required. See Exhibit "B".

7a. What do you propose to use the lands for?
River Gas Corporation proposes to drill an exploratory corehole into the coals of the ferrin sandstone. This well will eventually be converted to a production well if suitable pay zone is found.

b. What improvements and/or land development do you propose? (To complete application processing, engineering and construction drawings may be required.)
Build a drilling pad (175' x 215') with a cuttings pit (50' x 50' x 10') totally surrounded by a 4' wide containment berm. See Exhibit "A".

c. What is the estimated capital cost? \$ <u>25,775.00</u>	d. What is the source of water for the proposed use? Water for this project will be purchased from Price River Water Improvement District.
---	---

I CERTIFY That the information given by me in this application is true, complete, and correct to the best of my knowledge and belief and is given in good faith.
Steven L. Prince (Signature of Applicant) May 7, 1997 (Date)

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

(Continued on reverse)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
LAND USE PERMIT
RIGHT-OF-WAY NOTICE TO PROCEED

Right-of-Way or Temporary Use Permit (TUP) Serial Number

UTU-74336

Date

June 25, 1997

Issuing Office

Price River/San Rafael

Right-of-Way or TUP name

River Gas Coal Hoal

Certified/Registered Mail-Return Receipt Requested

INSTRUCTIONS - Use Certified or Registered Mail or hand deliver. Send or give original to Holder. Distribute other copies as indicated after receipt date.

Holder:

River Gas Corporation

In accordance with the terms and conditions of the above referenced right-of-way grant or TUP you are hereby authorized to proceed with the activities noted below in the locations specified. Map(s) are attached. Yes No

Activity

Location

All activity associated with the construction, operation drilling and reclamation of an access road ^{and} drill site.

Authorized officer is:

Tom Rasmussen

Name

Acting Area Manager

Title

Onsite inspection and compliance of the Right-of-Way or TUP stipulations will be conducted by the authorized officer's representative.

Mark A Mackiewicz

Name of Authorized Officer's Representative

125 South 600 West, Price, UT 84501

Office, Street Address, City, State, Zip

(801) 636-3600

Office Phone Number

Home Phone Number (optional)

6-25-97

Date

Authorized Officer's or Representative's Signature

Holder's Acknowledgement when notice is delivered in person.

Steven L. Prince
Signature of Recipient

RIVER GAS CORPORATION

Firm Name

STEVEN L. PRINCE

Name of Recipient

JUNE 25, 1997

Date

HOLDER

PERMIT

Permission is hereby granted to **River Gas Corporation**
of **1305 South 100 West, Price, UT 84501**
to use the following-described lands:

TOWNSHIP	RANGE	SECTION	SUBDIVISION
16 S.	9 E.	31	W $\frac{1}{2}$ NE $\frac{1}{4}$ NW $\frac{1}{4}$
Meridian Salt Lake	State Utah	County Emery	Acres (number) 1.5

for the purpose of

Constructing an access road, constructing a well pad site, and drilling a coal core hole.

and subject to the following conditions:

- This permit is issued for the period specified below. It is revocable at the discretion of the authorized officer of the Bureau of Land Management, at any time upon notice. This permit is subject to valid adverse claims heretofore or hereafter acquired.
 - This permit is subject to all applicable provisions of the regulations (43 CFR 2920) which are made a part hereof.
 - This permit may not be assigned without prior approval of the authorized officer of the Bureau of Land Management.
 - Permittee shall not enclose roads or trails commonly in public use.
 - Authorized representatives of the Department of the Interior, other Federal agencies, and State and local law officials shall at all times have the right to enter the premises on official business.
 - Permittee shall pay the United States for any damage to its property resulting from the use.
 - Permittee shall notify the authorized officer of address change immediately.
 - Permittee shall observe all Federal, State, and local laws and regulations applicable to the premises and to erection or maintenance of signs or advertising displays including the regulations for the protection of game birds and game animals, and shall keep the premises in a neat, orderly, and sanitary condition.
 - Permittee shall pay the authorized officer, in advance, the lump sum of \$ **\$225.00** for the period of use authorized by this permit or \$ _____ annually, as rental or such other sum as may be required if a rental adjustment is made.
 - Use or occupancy of land under this permit shall commence within _____ months from date hereof and shall be exercised at least _____ days each year.
 - Permittee shall take all reasonable precautions to prevent and suppress forest, brush, and grass fires and prevent pollution of waters on or in the vicinity of the lands.
 - Permittee shall not cut any timber on the lands or remove other resources from the land without prior written permission from the authorized officer. Such permission may be conditioned by a requirement to pay fair market value for the timber or other resources.
 - Permittee agrees to have the serial number of this permit marked or painted on each advertising display or other facility erected or maintained under the authority of such permit.
 - This permit is subject to the provisions of Executive Order No. 11246 of September 24, 1965, as amended, which sets forth the Equal Opportunity clauses. A copy of this order may be obtained from the signing officer.
 - Permittee acknowledges, by signing below, that he/she knows, understands and accepts the terms and conditions under which this permit is issued.
16. Special conditions (attach additional sheets, if necessary)

See Exhibit A

Permit issued for period

From June 25, 1997

To June 24, 2000

Steven L. Prince
(Permittee)

Thomas E. ...
(Authorized Officer)

Acting Area Manager June 25, 1997
(Title) (Date)

INSTRUCTIONS

- Submit, in duplicate, to any local office of the Bureau of Land Management having jurisdiction of the lands.
- Applications for Land Use Permits will not be accepted unless a notification of the availability of the land for non-BLM use (*Notice of Realty Action*) has been published in the Federal Register and for 3 weeks thereafter in a newspaper of general circulation. This provision does not apply in those situations where the publication of a (*Notice of Realty Action*) has been waived by the authorized officer.
- If the annual rental exceeds \$250 dollars per year, costs of processing the application *must* be paid by the applicant in advance.
- The authorized officer may require additional information to process an application. Processing will be deferred until the required information is furnished by the applicant.

The Paperwork Reduction Act of 1980 (44 U.S.C. 3501 et seq.) requires us to inform you that:

Information is needed to process application for land use authorizations, pursuant to 43 CFR Section 2920. Information shows if the applicant and proposed use meet the requirements of 43 CFR Section 2920.1. Applicant *must* respond before he/she can be granted an authorization to use public lands.

Fax Note

Sent with a **USRobotics** fax modem.

FAX COVER SHEET

Wednesday, June 25, 1997 04:02:39 AM

To: Mr. John Baza
At: DOGM
Fax #: 1-801-359-3940

Fax: 1 page and a cover page.



June 25, 1997

Division of Oil, Gas & Mining - State of Utah
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801

Attention: Mr. John Baza

**RE: EXCEPTION LOCATION
UTAH #31-175**

Dear John,

Pursuant to our telephone conversation, this letter will confirm in writing that Texaco Exploration and Production Inc. has no objections to the drilling of the captioned well by River Gas Corporation in the location currently being permitted.

Should you need anything further in this regard, please let me know.

Yours very truly,

Chuck Snure

CAS:bw

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

CONFIDENTIAL

Name of Company: RIVER GAS CORP.

Well Name: UTAH 31-175

Api No. 43-015-30317

Section: 31 Township: 16S Range: 9E County: EMERY

Drilling Contractor PENSE BROS

Rig # 11

SPUDDED:

Date 6/25/97

Time _____

How ROTARY

Drilling will commence _____

Reported by GREG MUELLER

Telephone # 1-801-636-5561

Date: 6/26/97 Signed: MKH

✓

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
ENTITY ACTION FORM - FORM 6

OPERATOR River Gas Corporation
ADDRESS 1305 South 100 East
Price, UT 84501

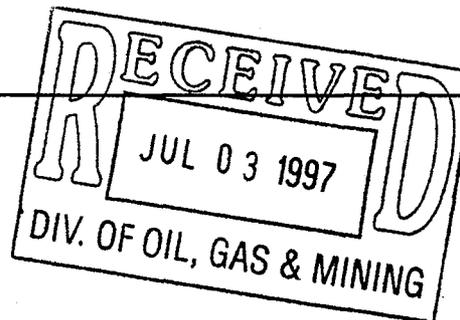
OPERATOR ACCT. NO. 1605

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12154	43-015-30317	Utah 31-175	NE/NW	31	16S	9E	EMERY	6/25/97	
WELL 1 COMMENTS: <i>Entities added 7-3-97. fcc</i>											
B	11256 →		43-007-30314	D4	NW/NW	24	14S	9E	CARBON	5/31/97	
WELL 2 COMMENTS: <i>Drunkards Wash Unit / Ferron "A" PA</i>											
A	99999	12155	43-007-30330	Telonis 29-154	NE/NW	29	14S	9E	CARBON	5/28/97	
WELL 3 COMMENTS: <i>Drunkards Wash Unit / Non P.A.</i>											
A	99999	12156	43-007-30324	Christiansen 17-147	SE/SW	17	14S	9E	CARBON	6/4/97	
WELL 4 COMMENTS: <i>Drunkards Wash Unit / non P.A.</i>											
A	99999	12157	43-007-30332	Telonis 30-157	NE/SE	30	14S	9E	CARBON	5/19/97	
WELL 5 COMMENTS: <i>Drunkards Wash Unit / non P.A.</i>											

ACTION CODES (See Instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign new from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.



Steven L. Prince *Steven L. Prince*
Signature
Regulatory Manager 7/1/97
Title Date
Phone No. (801)637-8876

STATE OF UTAH
 DIVISION OF OIL, GAS AND MINING
 ENTITY ACTION FORM - FORM 6

OPERATOR River Gas Corporation
 ADDRESS 1305 South 100 East
Price, UT 84501

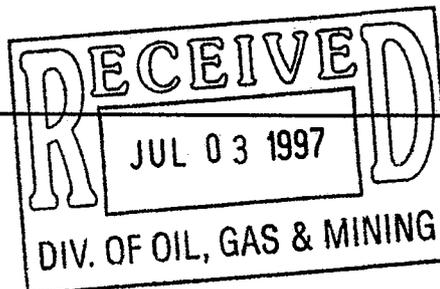
OPERATOR ACCT. NO. N1605

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12158	43-007-30331	Telonis 29-155	NW/SW	29	14S	9E	CARBON	5/24/97	
WELL 1 COMMENTS: <i>Drunkards Wash Unit / non P.A.</i>											
A	99999	12159	43-007-30327	Telonis 20-152	WNE	20	14S	9E	CARBON	6/20/97	
WELL 2 COMMENTS: <i>Drunkards Wash Unit / non P.A.</i>											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

ACTION CODES (See Instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.



Steven L. Prince *Steven L. Prince*
 Signature
 Regulatory Manager 7/1/97
 Title Date
 Phone No. (801)637-8876

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 reenter plugged and abandoned wells.
 Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:

River Gas Corporation

3. Address and Telephone Number:

1305 South 100 East, Price, UT 84501 (801)637-8876

4. Location of Well

Footages: 897' FNL, 1731' FWL

QQ, Sec., T., R., M.: SEC. 31, T16S, R9E

5. Lease Designation and Serial Number:

ML-38828

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

UTU-67921X

8. Well Name and Number:

Utah 31-175

9. API Well Number:

43-015-30317

10. Field or Pool, or Wildcat:

Drunkard's Wash

County: Emery County

State: UTAH

CONFIDENTIAL

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

NOTICE OF INTENT
 (Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Approximate date work will start _____

SUBSEQUENT REPORT
 (Submit Original Form Only)

- | | |
|---|---|
| <input type="checkbox"/> Abandon * | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other <u>Weekly Report</u> | |

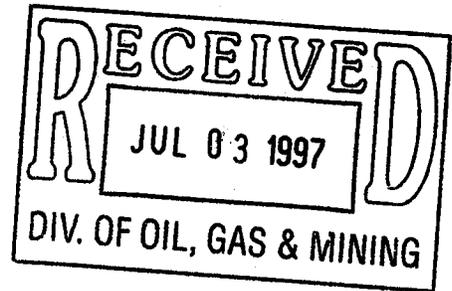
Date of work completion _____

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

* Must be accompanied by a cement verification report.

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

See Attached



13.

Name & Signature: Steven Prince

Title: Regulatory Manager

Date: 6/30/97

(This space for state use only)

Daily Well Report

River Gas Corporation
Utah 31-175
1731' FWL & 897' FNL
SW/4 of NW/4, Sec 31, T16S, R09E
Emery County, Utah
API #: 43-007-
Drilling Contractor: Pense Bros. Rig 11

Page 1

Day 1-6/24/97-Present Operations-Waiting on Stand-by. Waiting for permit & location. **Daily Costs:\$2525.00.Cumulative Costs:\$2525.00.**

Day 2-6/25/97-Present Operations-Running Casing-Current Depth:330'. Drilled in 24 hrs:330'. Drilling fluid:Air. Wt./Press. 350 psi. Scf.1700 cfm. Drilled in 0 to 43 in 2 hrs. with 14 3/4" tri-cone bit. Drilled in 43 with 11" hammer bit, drilled out 330' in 5 hrs. Conductor bore hole-set 2 jnts of 12 3/4" P.E.casing from 0' to 43' using 14 3/4" . Surface Bore hole-Set 11 jnts- 43' to 330' using 8 5/8" 17#/ft. J-55 casing:Set @ 313.0'Total rotating hrs:7. Waiting on permit & location.Building location & moving Pense Rig 11 to site. RU Pense. Spud. Hammer and drill to 330' then running surface casing. **Daily Costs:\$9778.65. Cumulative Costs:\$12,303.65.**

Day 3-6/26/97-Present Operations-Drilling. Current Depth:1550'. Drilled in 24 hrs:1220'. Drilling fluid:Air. Wt./Press:350 psi. Scf.1700cfm. Total rotating hrs: 16. Drilled in 43' out 330' with 11" hammer bit in 0 hrs. Drilled in 330' with 7 7/8" tri-cone in 10 hrs.TDH & Set. Cement Surface casing. Plug down. Waiting on cement. Nipple Up BOP. Test BOP. Nipple up BOP & Blow line. Change bit & TIH with bit. Start drilling at 330'. Drilled. **Daily Costs:\$27,063.51. Cumulative Costs:\$39,367.16.**

Day 4-6/27/97-Present Operations-Drilling. Current Depth:2152'. Drilled in 24 hrs:602'. Drilling fluid:FW gel. Drilled in 330' to 2060' in 8 hrs with 7 7/8" tri-cone bit. Drilled in 2060' with 7 7/8" tri-cone in 15 hrs. Total rotating hrs:31. Drilled 1550'-2050'. TOH. Broke hydraulic hose. Repair king swivel. Change bit. TIH w/drill collars & bit 4. Mix mud. Change out king swivel. Drilled 2060'-2090'. **Daily Costs:\$11,543.50. Cumulative Costs:\$50,910.66.**

Day 5-6/28/97-Present Operations-Circulating Mud.Current Depth:2285'. Drilled in 2060'with 7 7/8" tri-cone in 24 hrs. Total rotating hrs:49. Drilled to 2180'. Lost circulation @ 2180'. Mix & pump mud. Waiting on water. Mixing and circulating mud. Lost circulation at 2280'. Casing delivered. Shale shaker off. Lost 100 bbl fluid @ 2280'. Lost 90 bbl fluid. **Daily Costs:\$12,566.00. Cumulative Costs:\$ 63,476.66.**

Day 6-6/29/97-Present Operations-Drilling.Drilled in 2060' with 7 7/8" tri-cone in 24 hrs. Drilling fluid:FW gel. Total rotating hrs:70 1/2. Circulating mud. Drilled. Lost circulation . Mix mud & pump down hole. Lost 60 bbl of fluid.**Daily Costs:\$ 6,075.00. Cumulative Costs:\$69,551.57.**

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 reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER:	5. Lease Designation and Serial Number: ML-72004
2. Name of Operator: River Gas Corporation	6. If Indian, Allottee or Tribe Name: N/A
3. Address and Telephone Number: 1305 South 100 East, Price, UT 84501 (801)637-8876	7. Unit Agreement Name:
4. Location of Well Footages: 897' FNL, 1731' FWL QQ, Sec., T., R., M.: SEC. 31, T16S, R9E	8. Well Name and Number: Utah 31-175
	9. API Well Number: 43-015-30317
	10. Field or Pool, or Wildcat: Wildcat
	County: Emery County State: UTAH

CONFIDENTIAL

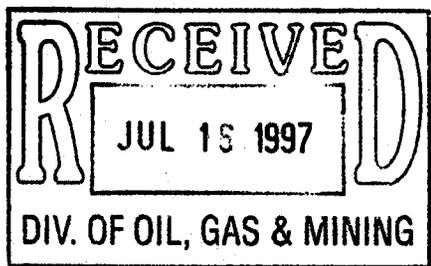
11. **CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____	<input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other <u>Weekly Report</u>
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off
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.)

See Attached



13. Name & Signature: Steven Prince *Steven L Prince* Title: Regulatory Manager Date: 7/11/97

(This space for state use only)

Daily Well Report

River Gas Corporation
Utah 31-175
1731' FWL & 897' FNL
SW/4 of NW/4, Sec 31, T16S, R09E
Emery County, Utah
API #: 43-007-
Drilling Contractor: Pense Bros. Rig 11

Page 1

Day 1-6/24/97-Present Operations-Waiting on Stand-by. Waiting for permit & location.**Daily Costs:\$2525.00.Cumulative Costs:\$2525.00.**

Day 2-6/25/97-Present Operations-Running Casing-Current Depth:330'. Drilled in 24 hrs:330'. Drilling fluid:Air. Wt./Press. 350 psi. Scf.1700 cfm. Drilled in 0 to 43 in 2 hrs. with 14 3/4 tri-cone bit. Drilled in 43 with 11" hammer bit, drilled out 330' in 5 hrs. Conductor bore hole-set 2 jnts of 12 3/4" P.E.casing from 0' to 43' using 14 3/4". Surface Bore hole-Set 11 jnts- 43' to 330' using 8 5/8" 17#/ft. J-55 casing:Set @ 313.0'Total rotating hrs:7. Waiting on permit & location.Building location & moving Pense Rig 11 to-site. RU Pense. Spud. Hammer and drill to 330' then running surface casing. Spud:10 p.m.
6/25/97Daily Costs:\$9778.65.Cumulative Costs:\$12,303.65.

Day 3-6/26/97-Present Operations-Drilling. Current Depth:1550'. Drilled in 24 hrs:1220'. Drilling fluid:Air. Wt./Press:350 psi. Scf.1700cfm. Total rotating hrs: 16. Drilled in 43' out 330' with 11" hammer bit in 0 hrs. Drilled in 330' with 7 7/8" tri-cone in 10 hrs.TDH & Set. Cement Surface casing. Plug down. Waiting on cement. Nipple Up BOP. Test BOP. Nipple up BOP & Blow line. Change bit & TIH with bit. Start drilling at 330'. Drilled. **Daily Costs:\$27,063.51. Cumulative Costs:\$39,367.16.**

Day 4-6/27/97-Present Operations-Drilling. Current Depth:2152'. Drilled in 24 hrs:602'. Drilling fluid:FW gel. Drilled in 330' to 2060' in 8 hrs with 7 7/8" tri-cone bit. Drilled in 2060' with 7 7/8" tri-cone in 15 hrs. Total rotating hrs:31. Drilled 1550'-2050'. TOH. Broke hydraulic hose. Repair king swivel. Change bit. TIH w/drill collars & bit 4. Mix mud. Change out king swivel. Drilled 2060'-2090'. **Daily Costs:\$11,543.50. Cumulative Costs:\$50,910.66.**

Day 5-6/28/97-Present Operations-Circulating Mud.Current Depth:2285'. Drilled in 2060'with 7 7/8" tri-cone in 24 hrs.Drilled in 24 hrs:133'.Total rotating hrs:49. Drilled to 2180'. Lost circulation @ 2180'. Mix & pump mud. Waiting on water. Mixing and circulating mud. Lost circulation at 2280'. Casing delivered. Shale shaker off. Lost 100 bbl fluid @ 2280'. Lost 90 bbl fluid. **Daily Costs:\$12,566.00. Cumulative Costs:\$63,476.66.**

Day 6-6/29/97-Present Operations-Drilling.Drilled in 2060' with 7 7/8" tri-cone in 24 hrs. Drilling fluid:FW gel. Drilled in 24 hrs:167'.Total rotating hrs:70 1/2. Circulating mud. Drilled.Lost circulation . Mix mud & pump down hole. Lost 60 bbl of fluid.**Daily Costs:\$6,075.00. Cumulative Costs:\$69,551.66.**

Daily Well Report

River Gas Corporation
Utah 31-175
1731' FWL & 897' FNL
SW/4 of NW/4, Sec 31, T16S, R09E
Emery County, Utah
API #: 43-015-30317
Drilling Contractor: Pense Bros. Rig 11

Page 2

Day 7-6/30/97-Present Operations: Mixing Mud. Current Depth: 2635'. Drilled in 24 hrs: 183'. Drilled fluid: F.W. Gel. Wt./Press. 9.6 lb/gal. Total rotating hrs: 94. Drilled 2455'-2495. Drilled 2495'-2560' 60 vis 9.6 lb/gal mud. Shale shaker off. Lost circulation @ 2635'. Lost 90 + BB2. Mixing mud. Pulled off bottom & rotating. **Daily Costs: \$7,115.28. Cumulative Costs: \$76,666.94.**

Day 8-7/1/97-Present Operations: Drilling. Current Depth: 2714'. Drilled in 24 hrs: 79'. Drilling fluid: F.W. Gel. Drilled in 2060' with 7 7/8" tri-cone bit in 7 hrs. Drilled out 2643' in 9 hrs with 7 7/8" smith bit. Total rotating hrs: 106. Mixing mud. @2635 lost 360 bbl fluid. Circulated. Circulated & TIH & started drilling Bit torquing. TOH for bit chg & circulate mud. TOH for bit chg. Repair hydraulic hose. Lay down 2 collars. TIH w/5 collars w/new bit. TIH w/rods & pump mud. Plug down 10 a.m. **Daily costs: \$19,148.50. Cumulative Costs: \$95,815.44.**

Day 9-7/3/97-Present Operations: Drilling. Current Depth: 2783'. Drilled in 24 hrs: 0. Drilling Fluid: F.W. Gel. Wt./Press. 8.8# 50 vis 9.0 P.H. Drilled in 2643 with 7 7/8" Smith F-45 in 24 hrs. **Daily Costs: \$6,130.00. Cumulative Costs: \$101,945.44.**

Day 10-7/4/97-Present Operations: Logging. Current Depth 2827'. Drilled in 24 hrs: 44'. Drilled in 2643' to 2827' with 7 7/8 Smith F-45 in 20 hrs. Deviation Survey: 2 1/2 @ 1350', 4 @ 2750'. Total rotating hrs: 143 1/2. T.D.: 7/3/97 @ 8:30 p.m. Drilling. Condition mud & circulate. Survey. Trip out rods. Lay down drill collars. Stabilizer-(bit sub) & bit missing from bottom hole assy. Rig up Schlumberger & log. **Daily Costs: \$6,452.75. Cumulative Costs: \$108,398.19.**

Day 11-7/5/97-Present Operations: Rig released. TD Depth: 2827'. Deviation survey: 2 1/2 @ 1350', 4 @ 2650'. Drilled in 24 hrs: 0. Logging. Rig down Schlumberger. **Rig released @ 4p.m. 7/4/97. Daily Costs: \$19,551.13. Cumulative Costs: \$127,949.32.**

7/4/97-7/5/97-Present Operations: Run production casing. Total rotating hrs: 143 1/2. Current TD Depth: 2827'. Drilled in 24 hrs: 0. Pense Bros. Rig #11 TD-2827'-Lost +42' of BHA. Dowell cemented surface. Schlumberger logged well-logger TD 2776. Ross drilling & workover ran 5 1/2" production casing. Dowell cemented production casing. Halliburton provided 5 1/2" DV tool. Production Csg- 5 1/2" 17#/ft J-55. Set 70 jnts. Length 2771 9.3 GL. Csg.set @ 2772.78 GL. Float Equip. Float shoe, Float collar. Cmt Basket set @ DV tool @ 2095.40'. **Daily Costs: \$33,585.55. Cum. Cost: \$161,534.87.**

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 reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL GAS OTHER:

CONFIDENTIAL

2. Name of Operator:

River Gas Corporation

3. Address and Telephone Number:

1305 South 100 East, Price, UT 84501 (435)637-8876

4. Location of Well

Footages:

897' FNL & 1731' FWL

QQ, Sec., T., R., M.: NE/4, NW/4, SEC. 31, T16S, R9E, SLB&M

5. Lease Designation and Serial Number:

ML-72004

6. If Indian, Allottee or Tribe Name:

N/A

7. Unit Agreement Name:

N/A

8. Well Name and Number:

Utah 31-175

9. API Well Number:

43-015-30317

10. Field or Pool, or Wildcat:

undesignated

County: Emery

State: UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

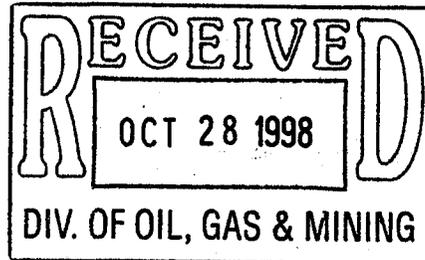
- | | |
|--|---|
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| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other <u>Weekly Report</u> | |

Date of work completion _____

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

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

See Attached



13.

Name & Signature: Don S. Hamilton

Don S. Hamilton

Title: Permit Specialist

Date: 10/23/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 31-175
897' FNL, 1731' FWL
NE/4, NW/4, Sec.31,T16S,R9E
EMERY COUNTY, UTAH
SURVEYED ELEVATION: 6181'
API# 43-015-30317

PAGE 1

TESTING

Well Spudded:10:00 p.m. 6/25/97. TD @ 2827' 7/3/97. This well was originally drilled as a core hole. Costs will be cumulative from 1997.

10/17/98. Moved rig to the location. Rigged up, Tally tubing, picked up mill, and drill collars. Start in hole. Closed well in. Nipple up BOP. [REDACTED]

10/18/98. Tag Cement at 1981'. Drill out cement to D.V. tool and drill out the D.V. tool. Clean out to TD at 2765.32'. Float collar. Circulated well clean. Trip out. Laid down mill and made up casing scraper. Trip in hole. Closed well in for the night. [REDACTED]

10/19/98. Run casing scraper. Rig up Computalog. Run bond log. Perforate and stress frac. Rig up Halliburton. Breakdown. Pump and displace acid. Rig down Computalog and Halliburton. Trip in hole with tubing. Started swabbing. Closed well in for the night. [REDACTED]
\$184,221.61.

10/20/98. Tag fluid at 300'. Started swabbing test on the well. Swab well down to 2500'. Pull from 2700'. Kept well swab down to 200' per run. Swab 108 bbls., TOT fluid level 2550 gas flow 1.29 MCF. Closed well in. [REDACTED]

10/21/98. Check pressure on the tubing (62 psi.) and on the casing (92 psi.). Bled down pressure. Tag fluid at 1200'. Started swabbing on test swab down to 2550' (fluid level). Gas 1.59 MCF @ 9 psi. Made 49 runs recovering 54 bbls (162 bbls total for both days and 1.50 MCF total gas per day). Closed well in. [REDACTED]

10/22/98. Check pressure on well casing (135 psi.). Fluid level at 1600'. Started swabbing test. Trip out. Closed in well for the night. [REDACTED]

10/23/98. Rig up Halliburton. Frac one zone. Total pumped: 29,000gal Gel, 86,300 lbs. 16/30 sand. (Heating frac water \$798.75). [REDACTED]

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-72004

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
N/A

8. Well Name and Number:
Utah 31-175

9. API Well Number:
43-015-30317

10. Field or Pool, or Wildcat:
undesignated

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CONFIDENTIAL

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River Gas Corporation

3. Address and Telephone Number:
1305 South 100 East, Price, UT 84501 (435)637-8876

4. Location of Well
Footages: **897' FNL & 1731' FWL**

County: **Emery**

QQ, Sec., T., R., M.: **NE/4, NW/4, SEC. 31, T16S, R9E, SLB&M**

State: **UTAH**

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

NOTICE OF INTENT
(Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
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| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- | | |
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| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other <u>Weekly Report</u> | |

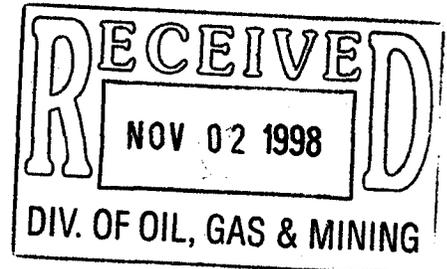
Date of work completion _____

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

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See Attached

ORIGINAL



13. Name & Signature: Don S. Hamilton *Don S. Hamilton* Title: Permit Specialist Date: 10/30/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 31-175
897' FNL, 1731' FWL
NE/4, NW/4, Sec.31, T16S, R9E
EMERY COUNTY, UTAH
SURVEYED ELEVATION: 6181'
API# 43-015-30317

PAGE 2

10/24/98. TIH with 87 joints of tubing. Tag fill at 2703' (56' of fill). Wash down to 2759' (TD). Laid out 2 joints (seating nipple at 2710'). Rig up swab line. Swab rest of the day 30 runs. Initial fluid level: surface. Final fluid level: 1400'. Swabbed to tank: 220 bbls. Final shut in casing pressure: 40 psi. Secure well and shut down for the night. [REDACTED]

10/25/98. 7:00am to 6:30pm Check wellhead casing pressure: 168 psi., tubing pressure: 12 psi.. Rig up swab line. Initial fluid level: 600'. Start swabbing. 10:00am Orifice size: 0.125., Pressure at: 38 psi., 0.325 mcf.. 12:00pm Orifice size: 0.500., Pressure at: 38 psi., 26.6 mcf.. Casing bled back to 4 psi.. Changed orifice to 0.250. 2:00pm Orifice size: 0.250., Pressure at: 46 psi., 11.4 mcf.. 6:30pm Orifice size: 0.250., Pressure at: 26 psi., 8.56 mcf.. Final fluid level 2300', 52 total runs. Fluid recovered: 543 bbls since the frac. Secured well and shut down for the night. [REDACTED]

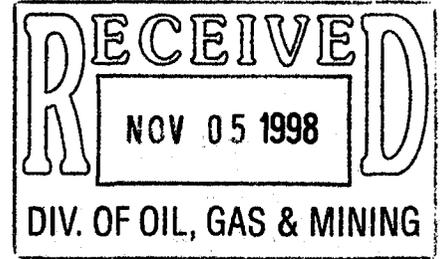
10/26/98. 7:00pm 12.5 hour shut in. Casing pressure: 280 psi., tubing pressure: 4 psi.. Rig up swab lines. Initial fluid level: 1400', 61 total runs, final fluid level: 2400'. Stayed at 2400' last 28 runs. Total water today: 168 bbls.. Total recovered since frac: 711 bbls.. Final gas flow rate: 70.3 mcf. 8:00am Orifice size: 0.250., Pressure at: 35 psi., 69 mcf.. 12:00pm Orifice size: 0.250., Pressure at: 25 psi., 51.8 mcf.. 4:00pm Orifice size: 0.250., Pressure at: 42 psi., 78.6 mcf.. 6:00pm Orifice size: 0.250., Pressure at: 36 psi., 70.3 mcf.. **Daily Costs: \$** [REDACTED]

10/27/98. Shut in casing pressure: 380 psi.. Initial fluid level: 1800 psi.. Rig up swab. Total swabs: 58. Final fluid level: 2400'. Total water recovered today: 123 bbls.. Total water recovered since the frac: 834 bbls.. 8:00am Orifice size: 0.250., Pressure at: 33 psi., 66.2 mcf.. 10:00 Orifice size: 0.250, pressure at: 29 psi., 60.4 mcf.. 12:00pm Orifice size: 0.250., Pressure at: 24 psi., 53.2 mcf.. 2:00pm Orifice size: 0.250., Pressure at: 33 psi., 66.2 mcf.. 4:00pm Orifice size: 0.250., Pressure at: 34 psi., 67.5 mcf.. 5:00pm Orifice size: 0.250., Pressure at: 34 psi., 67.5 mcf.. [REDACTED]



RIVER GAS CORPORATION

511 Energy Center Blvd.
Northport, Alabama 35476
Phone (205) 759-3282
Fax (205) 759-3188 (Accounting)
Fax (205) 758-5309 (Corporate)



November 2, 1998

Utah Division of Oil, Gas, and Mining
1594 West North Temple
Salt Lake City, Utah 84114

To Whom it may Concern:

Enclosed is a completion report for Utah well # 31-175. It will be noticed that, although the well was tested, it is not "ready to produce" at this time, but is shut-in. This well is located several miles away from River Gas infrastructure, and it will be a couple of years before the well will be brought into production. The purpose of testing the well at this time was to fulfill the BLM's request in order to extend leases involved with this well beyond the primary term.

Please call me if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "Terry Burns".

Terry Burns

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

3. LEASE DESIGNATION AND SERIAL NO.
ML-72004
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME
Utah
9. WELL NO.
31-175
10. FIELD AND POOL OR WILDCAT
Wildcat
11. SEC. T. R. M. OR BLOCK AND SURVEY OR AREA
Sec. 31, T16S, R9E

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____
2. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

CONFIDENTIAL

2. NAME OF OPERATOR
River Gas Corporation
3. ADDRESS OF OPERATOR
511 Energy Center Boulevard Northport, Al. 35473

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)
At surface 897' FNL, 1731' FWL, Sec. 31, T16S, R9E
At top prod. interval reported below
At total depth

14. API NO. 43-015-30317
DATE ISSUED 06-25-97

12. COUNTY Emery
13. STATE Utah

15. DATE SPUNDED 06-25-97
16. DATE T.D. REACHED 07-03-97
17. DATE COMPL. (Ready to prod.) 10-26-98
18. ELEVATIONS (DF, IKB, RT, CR, ETC.) 6181' GR

19. ELEV. CASINGHEAD
20. TOTAL DEPTH, MD & TVD 2827'
21. PLUG BACK T.D., MD & TVD
22. IF MULTIPLE COMPL. HOW MANY
23. INTERVALS DRILLED BY
24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)
Ferron: 2616-2670 (Gross Interval)

25. WAS DIRECTIONAL SURVEY MADE
No

26. TYPE ELECTRIC AND OTHER LOGS RGN CBL 5-26-98
Comp. neutron-density, bulk dens., cal., induction
27. WAS WELL CORED YES NO
DRILL STEM TEST YES NO
sidewall cores

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
8 5/8"	24	313'	11"	25 sks class G	
5 1/2"	17	2773'	7 7/8"	284 sx 50/50 Poz; // SX RFC	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number)

2616-2618	4 SPF
2660-2670	6 SPF

32. ACID, SHOT, FRACTURE CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
2616-2670	80,300# 16/30 sand; 30,921 gal

20#
xlink

33. PRODUCTION
DATE FIRST PRODUCTION Per Terry Burns - 089
PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) Swabbing
WELL STATUS (Producing or Shut-In) Shut-In

DATE OF TEST 1998 10-24, 25, 26
HOURS TESTED 33
CHOKER SIZE .25" plate
PROD. N. FOR TEST PERIOD
OIL—BSL
GAS—MCF. 89 mcf
WATER—BSL 834 bbls
GAS-OIL RATIO
FLOW. TUBING PRESS. CASING PRESSURE 50psi
CALCULATED 24-HOUR RATE
OIL—BSL
GAS—MCF. 74
WATER—BSL 240
OIL GRAVITY-API (CORR.)

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

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED Terry D. Burns TITLE Geologist DATE 10-29-98

See Spaces for Additional Data on Reverse Side

RECEIVED
NOV 05 1998
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number: ML-72004
6. If Indian, Allottee or Tribe Name: N/A
7. Unit Agreement Name: N/A
8. Well Name and Number: Utah 31-175
9. API Well Number: 43-015-30317
10. Field or Pool, or Wildcat: undesignated

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County: **Emery**
State: **UTAH**

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Approximate date work will start _____

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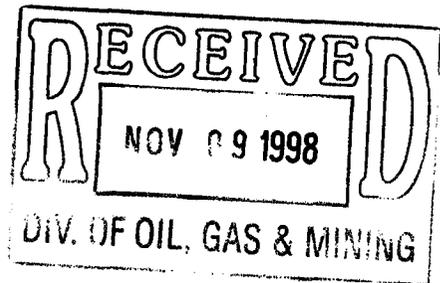
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<input checked="" type="checkbox"/> Other <u>Weekly Report</u>	

Date of work completion _____

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

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See Attached



13. Name & Signature: Dawn J. Wilson *Dawn J. Wilson* Title: Administrative Assistant Date: 11/6/98

(This space for state use only)

DAILY WELL REPORT

River Gas Corporation
Utah 31-175
897' FNL, 1731' FWL
NE/4, NW/4, Sec.31,T16S,R9E
EMERY COUNTY, UTAH
SURVEYED ELEVATION: 6181'
API# 43-015-30317

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10/24/98. TIH with 87 joints of tubing. Tag fill at 2703' (56' of fill). Wash down to 2759' (TD). Laid out 2 joints (seating nipple at 2710'). Rig up swab line. Swab rest of the day 30 runs. Initial fluid level: surface. Final fluid level: 1400'. Swabbed to tank: 220 bbls. Final shut in casing pressure: 40 psi. Secure well and shut down for the night. .

10/25/98. 7:00am to 6:30pm Check wellhead casing pressure: 168 psi., tubing pressure: 12 psi.. Rig up swab line. Initial fluid level: 600'. Start swabbing. 10:00am Orifice size: 0.125., Pressure at: 38 psi., 0.325 mcf.. 12:00pm Orifice size: 0.500., Pressure at: 38 psi., 26.6 mcf.. Casing bled back to 4 psi.. Changed orifice to 0.250. 2:00pm Orifice size: 0.250., Pressure at: 46 psi., 11.4 mcf.. 6:30pm Orifice size: 0.250., Pressure at: 26 psi., 8.56 mcf.. Final fluid level 2300', 52 total runs. Fluid recovered: 543 bbls since the frac. Secured well and shut down for the night.

10/26/98. 7:00pm 12.5 hour shut in. Casing pressure: 280 psi., tubing pressure: 4 psi.. Rig up swab lines. Initial fluid level: 1400', 61 total runs, final fluid level: 2400'. Stayed at 2400' last 28 runs. Total water today: 168 bbls.. Total recovered since frac: 711 bbls.. Final gas flow rate: 70.3 mcf. 8:00am Orifice size: 0.250., Pressure at: 35 psi., 69 mcf.. 12:00pm Orifice size: 0.250., Pressure at: 25 psi., 51.8 mcf.. 4:00pm Orifice size: 0.250., Pressure at: 42 psi., 78.6 mcf.. 6:00pm Orifice size: 0.250., Pressure at: 36 psi., 70.3 mcf.. .

10/27/98. Shut in casing pressure: 380 psi.. Initial fluid level: 1800 psi.. Rig up swab. Total swabs: 58. Final fluid level: 2400'. Total water recovered today: 123 bbls.. Total water recovered since the frac: 834 bbls.. 8:00am Orifice size: 0.250., Pressure at: 33 psi., 66.2 mcf.. 10:00 Orifice size: 0.250, pressure at: 29 psi., 60.4 mcf.. 12:00pm Orifice size: 0.250., Pressure at: 24 psi., 53.2 mcf.. 2:00pm Orifice size: 0.250., Pressure at: 33 psi., 66.2 mcf.. 4:00pm Orifice size: 0.250., Pressure at: 34 psi., 67.5 mcf.. 5:00pm Orifice size: 0.250., Pressure at: 34 psi., 67.5 mcf.. .

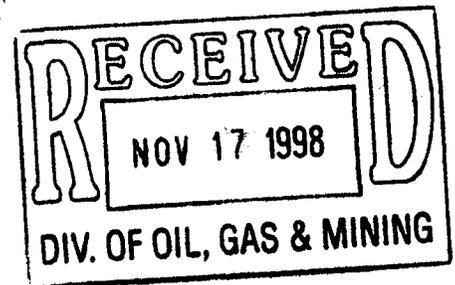
11/1/98. 86 hour SICP: 550 #, SITP: 25 psi. Bleed gas, well started flowing water. Open and bleed casing dead. TOO H with 87 joints 2-7/8" tubing. R.D. workover unit and release. **Daily Costs: \$** . **Cumulative Costs: \$**



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO
UT-931

November 10, 1998

River Gas Corporation
Attn: Joseph L. Stephenson
511 Energy Center Boulevard
Northport, Alabama 35473

CONFIDENTIAL

Gentlemen:

Enclosed are three approved copy of Communitization Agreement No. UTU77380. This agreement communitizes all rights as to natural gas and associated liquid hydrocarbons producible from the Ferron Formation, covering Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$ (NW $\frac{1}{4}$) of Section 31, Township 16 South, Range 9 East, SLB&M, Emery County, Utah. This agreement conforms with the spacing set forth in Order No. 243-1 which was issued by the State of Utah, Board of Oil, Gas and Mining on October 13, 1998.

This agreement is effective as of October 13, 1998. The communitized area covers 159.08 acres and includes portions of Federal oil and gas lease UTU68543.

Approval of this agreement does not warrant or certify that the operator thereof and other holders of operating rights hold legal or equitable title to those rights in the subject leases which are committed hereto.

Minerals Management Service Form MMS-3160, "Monthly Report of Operations", must be submitted for this agreement beginning with the month in which drilling operations commence for Well No. 31-175, NE $\frac{1}{4}$ NW $\frac{1}{4}$ Section 31, Township 16 South, Range 9 East, SLB&M, Emery County, Utah, API No. 43-015-30317 on State Lease No. ML43416. Form MMS-3160 is to be mailed to the Minerals Management Service, Production Accounting Division, P. O. Box 17110, Denver, Colorado 80217.

If this well is producing, this approval requires the submission of a Payor Information Form MMS-4025 to the Minerals Management Service (MMS) within 30 days (30 CFR 210.51). Please notify the designated payor or payors (purchasers, working interest owners, or others) as soon as possible regarding this requirement. Any production royalties that are due must

be reported and paid within 90 days of the Bureau of Land Management's approval date or the payors will be assessed interest for late payment under the Federal Oil and Gas Royalty Management Act of 1982 (See 30 CFR 218.54). If you need assistance or clarification, please contact the Minerals Management Service at 1-800-525-9167 or 303-231-3504.

Please furnish all interested principals with necessary evidence of this approval.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Mineral Adjudication Group w/enclosure
District Manager - Moab w/enclosure
Division Oil, Gas & Mining
File - UTU77380
MMS - Data Management Division
Agr. Sec. Chron.
Fluid Chron.

UT931:TATHOMPSON:tt:11/10/98

CONFIDENTIAL

6. Lease Designation and Serial Number
ML-72004

7. Indian Allottee or Tribe Name

8. Unit or Communitization Agreement

N/A

9. Well Name and Number

Utah 31-175

10. API Well Number

43-015-30317

11. Field and Pool, or Wildcat

undesignated

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT for such proposals

1. Type of Well

- Oil Well
- Gas Well
- Other (specify)

2. Name of Operator

River Gas Corporation

3. Address of Operator

511 Energy Center Boulevard Northport, Al. 35473

4. Telephone Number

205-759-3282

5. Location of Well

Footage : 897' FNL, 1731' FWL
 QQ, Sec. T., R., M. : NE/NW Sec. 31, T16S, R9E

County : Emery

State : UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandonment
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Multiple Completion
- Other well status
- New Construction
- Pull or Alter Casing
- Recompletion
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandonment *
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Other _____
- New Construction
- Pull or Alter Casing
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Date of Work Completion _____

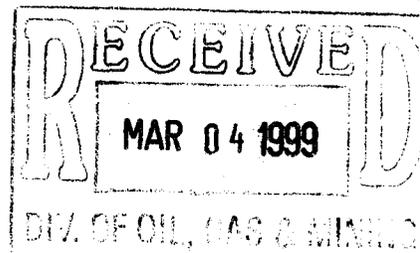
Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.

* Must be accompanied by a cement verification report.

13. 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.)

The Utah 31-175 was tested on October 24, 25, and 26. The purpose of the test was to satisfy the BLM's request for holding a lease beyond its primary term. Both the BLM and SITLA recognize this well with a shut-in status.

River Gas's plans are to make this well a producer as soon as our infrastructure reaches the area. River Gas respectfully requests an extension of the current well status.



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

Name & Signature Terry D. Burns

Terry D. Burns

Title Geologist

Date 03-01-99

(State Use Only)

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY**

COPY SENT TO OPERATOR

date: 3-10-99
initials: CRD

See Instructions on Reverse Side

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5 Lease Designation and Serial Number: _____

6 If Indian, Allottee or Tribe Name: _____

7 Unit Agreement Name: _____

8 Well Name and Number: _____

9 API Well Number: _____

10 Field or Pool, or Wildcat: _____

SUNDRY NOTICES AND REPORTS ON WELLS

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

1 Type of Well: OIL GAS OTHER: _____

2 Name of Operator: River Gas Corporation

3 Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4 Location of Well Footages: _____
 QQ, Sec., T., R., M.: SLB & M

County: Carbon County
 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)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input checked="" type="checkbox"/> Other <u>Change of Operator</u> Approximate date work will start _____	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other _____ 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.)

Please be advised that River Gas Corporation is transferring ownership of the attached list of wells to Phillips Petroleum Company 9780 Mt. Pyramid Court, Englewood, CO 80112.
 Please direct all correspondence and reports to: Phillips Petroleum Company P.O. Box 3368, Englewood, CO 80155-3368.
 Effective 1/1/01

13

Name & Signature: Cal Hurtt  Title: Development Manager Date: 12/19/00

(This space for state use only)

Drunkards Wash Total Well Count

(Through 2000 Drilling Season)

Well #	API #	Location	Section	Tship	Range
Utah 25-09-01	4300730130	1683 FSL, 877 FEL	25	14S	09E
Utah 36-01-02	4300730178	600 FNL, 620 FEL	36	14S	09E
Utah 31-03-03	4300730143	740 FNL, 1780 FWL	31	14S	10E
Utah 36-03-04	4300730142	822 FNL, 2176 FWL	36	14S	09E
Utah 36-09-05	4300730144	2050 FSL, 700 FEL	36	14S	09E
Utah 25-07-06	4300730156	2599 FNL, 1902 FEL	25	14S	09E
Utah 25-11-07	4300730157	1718 FSL, 2210 FWL	25	14S	09E
Utah 26-16-08	4300730181	800 FSL, 750 FEL	26	14S	09E
Utah 35-01-09	4300730180	650 FNL, 850 FEL	35	14S	09E
Utah 31-12-10	4300730183	1995 FSL, 745 FWL	31	14S	10E
Utah 36-11-11	4300730184	1837 FSL, 1903 FWL	36	14S	09E
Utah 19-14-12	4300730182	860 FSL, 1780 FWL	19	14S	10E
Utah 30-05-13	4300730179	1493 FNL, 728 FWL	30	14S	10E
Utah 30-13-14	4300730185	612 FSL, 670 FWL	30	14S	10E
Utah 24-01-15	4300730191	1320 FNL, 1320 FEL	24	14S	09E
Utah 24-03-16	4300730187	1310 FNL, 1525 FWL	24	14S	09E
Utah 24-12-17	4300730208	1320 FSL, 1320 FWL	24	14S	09E
Utah 24-16-18	4300730192	482 FSL, 940 FEL	24	14S	09E
Utah 23-02-19	4300730207	963 FNL, 1470 FEL	23	14S	09E
Utah 23-04-20	4300730194	1291 FNL, 1257 FWL	23	14S	09E
Utah 23-14-21	4300730200	739 FSL, 1716 FWL	23	14S	09E
Utah 23-09-22	4300730201	1320 FSL, 1320 FEL	23	14S	09E
Utah 26-01-23	4300730205	1320 FNL, 1320 FEL	26	14S	09E
Utah 26-06-24	4300730202	1480 FNL, 2000 FWL	26	14S	09E
Utah 26-11-25	4300730204	1500 FSL, 1500 FWL	26	14S	09E
Utah 35-03-26	4300730203	1085 FNL, 1805 FWL	35	14S	09E
Utah 35-10-27	4300730197	2567 FSL, 2151 FEL	35	14S	09E
Utah 35-13-28	4300730198	1236 FSL, 1152 FWL	35	14S	09E
Utah 27-08-29	4300730193	2134 FNL, 753 FEL	27	14S	09E
Utah 27-09-30	4300730186	1359 FSL, 707 FEL	27	14S	09E
Utah 34-01-31	4300730196	464 FNL, 540 FEL	34	14S	09E
Utah 34-09-32	4300730195	1938 FSL, 435 FEL	34	14S	09E
Utah 25-04-33	4300730206	920 FNL, 780 FWL	25	14S	09E
Prettyman 10-15-34	4300730211	842 FSL, 1419 FEL	10	14S	09E
Utah 10-36	4300730302	1213 FNL, 469 FEL	10	15S	09E
Utah 12-15-37	4300730210	1158 FSL, 1494 FEL	12	15S	09E
Utah 06-38	4300730217	899 FNL, 1730 FEL	6	15S	10E
Utah 06-39	4300730218	934 FNL, 819 FWL	6	15S	10E
Utah 06-40	4300730219	2180 FSL, 1780 FEL	6	15S	10E
Utah 06-41	4300730254	2124 FSL, 1054 FWL	6	15S	10E
Utah 01-42	4300730220	860 FNL, 1780 FEL	1	15S	09E
Utah 01-43	4300730221	808 FNL, 1451 FWL	1	15S	09E
Utah 01-44	4300730222	860 FSL, 1320 FWL	1	15S	09E
Utah 01-45	4300730223	1219 FSL, 1318 FEL	1	15S	09E
Utah 02-46	4300730224	860 FNL, 860 FEL	2	15S	09E

Utah 02-47	4300730225	1318 FNL, 1791 FWL	2	15S	09E
Utah 02-48	4300730226	1780 FSL, 860 FEL	2	15S	09E
Utah 02-49	4300730227	1320 FSL, 2080 FWL	2	15S	09E
Utah 11-50	4300730228	860 FNL, 860 FEL	11	15S	09E
Utah 11-51	4300730229	1000 FNL, 1900 FWL	11	15S	09E
Utah 11-52	4300730230	1400 FSL, 1100 FEL	11	15S	09E
Utah 11-53	4300730231	1780 FSL, 1800 FWL	11	15S	09E
Utah 12-54	4300730232	875 FNL, 1015 FWL	12	15S	09E
Utah 12-55	4300730233	1500 FNL, 1320 FEL	12	15S	09E
Utah 12-56	4300730234	1500 FSL, 1320 FWL	12	15S	09E
Utah 07-57	4300730235	1421 FNL, 1003 FWL	7	15S	10E
Utah 07-58	4300730236	1495 FNL, 2006 FEL	7	15S	10E
Utah 07-59	4300730237	1400 FSL, 2100 FEL	7	15S	10E
Utah 07-60	4300730238	954 FSL, 1256 FWL	7	15S	10E
Utah 14-61	4300730239	1386 FNL, 931 FEL	14	15S	09E
Utah 14-62	4300730240	980 FNL, 1385 FWL	14	15S	09E
Utah 14-63	4300730241	1780 FSL, 1320 FEL	14	15S	09E
Utah 14-64	4300730242	907 FSL, 1392 FWL	14	15S	09E
Utah 13-65	4300730243	1320 FNL, 1200 FEL	13	15S	09E
Utah 13-66	4300730244	1276 FNL, 1301 FWL	13	15S	09E
Utah 13-67	4300730245	1800 FSL, 1500 FEL	13	15S	09E
Utah 13-68	4300730246	1320 FSL, 1320 FWL	13	15S	09E
Utah 18-69	4300730427	1320 FNL, 1320 FWL	18	15S	10E
Utah 18-70	4300730248	1110 FNL, 2127 FEL	18	15S	10E
Utah 18-71	4300730249	1764 FSL, 1767 FEL	18	15S	10E
Utah 18-72	4300730250	2100 FSL, 1100 FWL	18	15S	10E
USA 19-73	4300730392	1664 FNL, 1412 FEL	19	15S	10E
Utah 14-74	4300730529	1365 FSL, 1988 FEL	14	14S	09E
Utah 14-75	4300730263	1036 FSL, 1622 FWL	14	14S	09E
Utah 22-76	4300730251	1320 FNL, 660 FEL	22	14S	09E
Utah 19-77	4300730252	1780 FSL, 660 FWL	19	14S	10E
Williams 30-78	4300730279	460 FNL, 660 FEL	30	14S	10E
Utah 31-79	4300730253	1780 FSL, 1780 FEL	31	14S	10E
Utah 24-80	4300730255	590 FNL, 1612 FWL	24	15S	09E
Utah 24-81	4300730256	1067 FNL, 1361 FEL	24	15S	09E
Utah 32-82	4300730257	600 FNL, 2028 FEL	32	15S	09E
Utah 21-83	4300730259	1780 FNL, 460 FWL	21	15S	10E
H&A 07-84	4300730258	1780 FSL, 1780 FWL	7	15S	09E
Utah 27-85	4300730261	2173 FNL, 676 FWL	27	14S	08E
Utah 24-86	4300730267	1788 FSL, 1677 FEL	24	15S	09E
Utah 24-87	4300730375	1780 FSL, 1333 FWL	24	15S	09E
USA 15-88	4300730264	872 FSL, 875 FEL	15	14S	09E
Telonis 22-89	4300730266	836 FNL, 1766 FWL	22	14S	09E
Telonis 21-90	4300730328	1272 FNL, 1188 FEL	21	14S	09E
USA 13-91	4300730568	1443 FSL, 1017 FWL	13	14S	09E
Utah 13-92	4300730439	624 FSL, 899 FEL	13	14S	09E
Utah 18-93	4300730587	556 FSL, 673 FWL	18	14S	10E
Utah 05-95	4300730269	640 FNL, 580 FWL	5	15S	10E
Utah 05-94	4300730270	1520 FSL, 1320 FWL	5	15S	10E

Utah 05-96	4300730271	1780 FSL, 2180 FEL	5	15S	10E
Utah 08-97	4300730272	1495 FNL, 1273 FEL	8	15S	10E
Utah 08-98X	4300730285	1341 FNL, 1319 FWL	8	15S	10E
Utah 08-99	4300730274	1500 FSL, 1120 FWL	8	15S	10E
Utah 08-100	4300730275	1500 FSL, 1400 FEL	8	15S	10E
Utah 17-101	4300730416	460 FNL, 2180 FEL	17	15S	10E
Utah 17-102	4300730277	810 FNL, 910 FWL	17	15S	10E
Utah 17-103	4300730278	1520 FSL, 1120 FWL	17	15S	10E
Powell 19-104	4300730282	1327 FNL, 1458 FWL	19	15S	10E
Powell 19-105	4300730283	1239 FSL, 1325 FWL	19	15S	10E
Utah 23-106	4300730280	150 FNL, 1400 FEL	23	15S	09E
Utah 23-107	4300730281	1252 FNL, 1255 FWL	23	15S	09E
Birkinshaw 19-108	4300730284	1305 FNL, 1192 FEL	19	15S	09E
Utah 36-109	4300730268	1800 FNL, 1800 FWL	36	15S	09E
Utah 16-110	4301530250	860 FSL, 2000 FWL	16	16S	09E
Fausett 09-111	4300730428	2215 FSL, 354 FEL	9	14S	09E
Fausett 10-112	4300730415	1590 FSL, 1342 FWL	10	14S	09E
Giacoletto 11-113	4300730335	500 FSL, 2070 FWL	11	14S	09E
Prettyman 11-114	4300730340	471 FSL, 1828 FEL	11	14S	09E
Giacoletto 13-120	4300730407	1200 FNL, 1219 FWL	13	14S	09E
Giacoletto 14-121	4300730345	1200 FNL, 1060 FEL	14	14S	09E
USA 14-122	4300730404	1500 FNL, 1039 FWL	14	14S	09E
Utah 30-125	4300730262	630 FSL, 1627 FEL	30	14S	10E
Utah 31-126	4300730305	1954 FNL, 1291 FEL	31	14S	10E
Robertson 32-127	4300730374	646 FNL, 349 FWL	32	14S	10E
Utah 04-129	4300730309	700 FWL, 1850 FSL	4	15S	10E
Utah 04-130	4300730519	860 FSL, 2150 FEL	4	15S	10E
Sampinos 16-131	4300730610	1201 FNL, 1016 FWL	16	15S	10E
Jensen 16-132	4300730588	1206 FSL, 1240 FWL	16	15S	10E
LDS 17-133	4300730296	1500 FSL, 1700 FEL	17	15S	10E
Utah 25-134	4300730399	745 FNL, 1482 FWL	25	15S	09E
Utah 36-135	4300730341	850 FNL, 850 FEL	36	15S	09E
Utah 36-136	4300730343	465 FSL, 660 FWL	36	15S	09E
Utah 36-137	4300730342	2180 FSL, 1800 FEL	36	15S	09E
Utah 02-138	4301530288	638 FNL, 1865 FEL	2	16S	09E
Utah 02-139	4301530289	1890 FNL, 850 FWL	2	16S	09E
Utah 02-140	4301530290	850 FSL, 1800 FWL	2	16S	09E
Utah 02-141	4301530291	1800 FSL, 1950 FEL	2	16S	09E
Telonis 15-142	4300730319	1320 FSL, 860 FWL	15	14S	09E
Fausett 16-143	4300730320	1320 FNL, 1320 FEL	16	14S	09E
Fausett 16-144	4300730321	1800 FNL, 860 FWL	16	14S	09E
Telonis 16-145	4300730322	1320 FSL, 1320 FWL	16	14S	09E
Paar 16-146	4300730323	843 FSL, 2157 FEL	16	14S	09E
Christiansen 17-147	4300730324	860 FSL, 1800 FWL	17	14S	09E
Christiansen 17-148	4300730325	1250 FSL, 1100 FEL	17	14S	09E
Birkinshaw 18-149	4300730326	500 FSL, 500 FEL	18	14S	09E
Telonis 19-150	4300730300	751 FNL, 1840 FWL	19	14S	09E
Telonis 19-151	4300730299	860 FSL, 2000 FWL	19	14S	09E
Telonis 20-152	4300730327	1320 FNL, 1900 FEL	20	14S	09E

Telonis 21-153	4300730329	860 FNL, 1800 FWL	21	14S	09E
Telonis 29-154	4300730330	800 FNL, 1500 FWL	29	14S	09E
Telonis 29-155	4300730331	1800 FSL, 1250 FWL	29	14S	09E
Telonis 30-156	4300730301	910 FNL, 868 FEL	30	14S	09E
Telonis 30-157	4300730332	1800 FSL, 580 FEL	30	14S	09E
Utah 32-158	4300730333	1038 FNL, 1768 FEL	32	14S	09E
Utah 32-159	4300730334	2011 FNL, 1426 FWL	32	14S	09E
Utah 32-160	4300730398	1500 FSL, 1780 FWL	32	14S	09E
Utah 32-161	4300730336	415 FSL, 1408 FEL	32	14S	09E
Utah 36-162	4300730315	2053 FNL, 685 FEL	36	14S	08E
Utah 36-163	4300730316	860 FNL, 2100 FWL	36	14S	08E
Utah 36-164	4300730317	1070 FSL, 2000 FWL	36	14S	08E
Utah 36-165	4300730318	1100 FSL, 1500 FEL	36	14S	08E
Utah 02-166	4300730337	1219 FNL, 1738 FEL	2	15S	08E
Utah 02-167	4300730338	660 FNL, 2075 FWL	2	15S	08E
Utah 02-168	4300730339	1800 FSL, 2100 FWL	2	15S	08E
Utah 02-169	4300730308	754 FSL, 1000 FEL	2	15S	08E
Seamons 32-170	4300730291	700 FNL, 500 FWL	32	13S	09E
Pinnacle Peak 19-171	4300730117	1320 FSL, 1320 FEL	19	14S	09E
Telonis 20-172	4300730107	1980 FSL, 660 FEL	20	14S	09E
Powell 30-173	4300730346	1200 FNL, 1200 FWL	30	15S	10E
Stella-Hamaker 10-174	4300730116	852 FNL, 1971 FWL	10	15S	08E
Utah 31-175	4301530317	897 FNL, 1731 FWL	31	16S	09E
USA 15-176	4300730450	2588 FNL, 1155 FEL	15	14S	09E
USA 09-178	4300730419	428 FSL, 2527 FWL	9	14S	09E
USA 17-180A	4300730622	2563 FNL, 1383 FWL	17	14S	09E
USA 18-182	4300730417	1068 FSL, 1972 FWL	18	14S	09E
USA 24-183	4300730469	828 FNL, 624 FEL	24	14S	08E
Utah 27-187	4300730395	1400 FNL, 1400 FWL	27	14S	09E
Utah 27-188	4300730292	477 FSL, 518 FWL	27	14S	09E
Utah 28-189	4300730396	1707 FNL, 868 FEL	28	14S	09E
Utah 28-190	4300730397	1969 FNL, 1324 FWL	28	14S	09E
Utah 28-191	4300730293	693 FSL, 1623 FWL	28	14S	09E
Utah 28-192	4300730294	1407 FNL, 1940 FWL	28	14S	09E
Utah 29-193	4300730405	693 FNL, 1029 FEL	29	14S	09E
Utah 29-194	4300730427	951 FSL, 370 FEL	29	14S	09E
Utah 30-195	4300730265	1407 FNL, 1940 FWL	30	14S	09E
Utah 30-196	4300730344	1056 FSL, 1984 FWL	30	14S	09E
Kakatsidas 31-197	4300730420	619 FNL, 1361 FEL	31	14S	09E
Utah 31-198	4300730406	1403 FNL, 1540 FWL	31	14S	09E
Utah 31-199	4300730480	1125 FSL, 928 FWL	31	14S	09E
Utah 31-200	4300730385	2118 FSL, 549 FEL	31	14S	09E
Utah 33-201	4300730386	317 FNL, 1815 FEL	33	14S	09E
Utah 33-202	4300730387	1939 FNL, 1593 FWL	33	14S	09E
Utah 33-203	4300730388	1373 FSL, 1140 FWL	33	14S	09E
Utah 33-204	4300730389	2024 FSL, 1525 FEL	33	14S	09E
Utah 05-205	4300730384	1485 FNL, 760 FEL	5	15S	09E
Utah 05-206	4300730390	1300 FNL, 1352 FWL	5	15S	09E
Utah 06-207	4300730391	825 FNL, 928 FEL	6	15S	08E

Utah 01-208	4300730464	1246 FNL, 1831 FEL	1	15S	09E
Utah 01-209	4300730467	2271 FSL, 1251 FEL	1	15S	09E
Utah 34-211	4300730114	1181 FSL, 1005 FWL	34	14S	09E
Utah 03-212	4300730468	1187 FNL, 1761 FEL	3	15S	09E
Utah 03-213	4300730381	1466 FNL, 2041 FWL	3	15S	09E
Utah 03-214	4300730295	813 FSL, 966 FWL	3	15S	09E
Utah 03-215	4300730297	988 FSL, 604 FEL	3	15S	09E
Utah 04-216	4300730382	1610 FNL, 810 FEL	4	15S	09E
Utah 04-217	4300730383	1343 FNL, 1119 FWL	4	15S	09E
Utah 04-218	4300730418	1084 FSL, 509 FEL	4	15S	09E
Utah 10-219	4300730298	805 FNL, 756 FWL	10	15S	09E
Utah 10-220	4300730432	474 FSL, 372 FWL	10	15S	09E
Utah 10-221	4300730303	1602 FSL, 2032 FEL	10	15S	09E
USA 19-222	4300730393	1574 FSL, 1647 FEL	19	15S	10E
Utah 06-223	4300730430	1636 FSL, 1085 FEL	6	15S	09E
Utah 05-225	4300730440	421 FSL, 498 FEL	5	15S	09E
Utah 04-226	4300730408	571 FSL, 2331 FWL	4	15S	09E
Utah 09-227	4300730449	652 FNL, 1331 FEL	9	15S	09E
Utah 09-228	4300730413	1444 FNL, 1520 FWL	9	15S	09E
Utah 09-229	4300730414	1595 FSL, 2051 FWL	9	15S	09E
Utah 08-230	4300730410	2003 FNL, 960 FEL	8	15S	09E
Utah 08-231	4300730411	1321 FNL, 1738 FWL	8	15S	09E
H&A 08-232	4300730412	1135 FSL, 1497 FWL	8	15S	09E
Utah 08-233	4300730488	468 FSL, 2030 FEL	8	15S	09E
Utah 07-234	4300730409	1876 FNL, 875 FEL	7	15S	09E
Utah 07-235	4300730421	2098 FSL, 510 FEL	7	15S	09E
H&A 18-236	4300730459	896 FNL, 1511 FEL	18	15S	09E
Utah 18-237	4300730485	1867 FSL, 1920 FEL	18	15S	09E
Utah 17-238	4300730510	677 FNL, 1321 FEL	17	15S	09E
Utah 17-239	4300730511	1383 FNL, 1576 FWL	17	15S	09E
Utah 17-240	4300730512	1977 FSL, 1394 FWL	17	15S	09E
Utah 17-241	4300730513	1668 FSL, 2222 FEL	17	15S	08E
USA 12-242	4300730482	1738 FNL, 1505 FEL	12	15S	08E
USA 12-243	4300730486	950 FNL, 232 FWL	12	15S	08E
USA 11-244	4300730463	1151 FNL, 1690 FEL	11	15S	08E
USA 11-245	4300730462	1234 FNL, 1743 FWL	11	15S	08E
Utah 01-246	4300730566	1619 FNL, 170 FWL	1	15S	09E
Utah 01-247	4300730465	594 FSL, 266 FWL	1	15S	08E
USA 35-248	4300730582	828 FSL, 1245 FEL	35	15S	09E
USA 30-251	4300730403	1169 FSL, 913 FWL	30	15S	10E
Utah 25-252	4300730400	1937 FNL, 1416 FEL	25	15S	09E
Utah 25-253	4300730401	809 FSL, 899 FWL	25	15S	09E
Utah 25-254	4300730402	1787 FSL, 1954 FEL	25	15S	09E
Utah 26-255	4300730446	1209 FNL, 755 FEL	26	15S	09E
Utah 26-256	4300730445	1274 FSL, 1351 FWL	26	15S	09E
Utah 26-257	4300730444	1263 FSL, 1368 FEL	26	15S	09E
Utah 34-258	4300730552	1198 FNL, 1880 FEL	34	15S	09E
Utah 34-259	4300730456	1662 FSL, 2046 FEL	34	15S	09E
Utah 35-260	4300730447	814 FNL, 1900 FEL	35	15S	09E

Utah 35-261	4300730442	615 FNL, 818 FWL	35	15S	09E
Utah 35-262	4300730443	1657 FSL, 1850 FWL	35	15S	09E
Utah 35-263	4300730441	1785 FSL, 946 FEL	35	15S	09E
USA 01-264	4301530336	1055 FNL, 441 FWL	1	16S	09E
USA 01-265	4301530337	1739 FSL, 636 FWL	1	16S	09E
Woolstenhulme 05-266	4300730481	1389 FNL, 2179 FEL	5	15S	10E
Utah 26-267	4300730514	1836 FNL, 2130 FWL	26	15S	09E
Utah 27-268	4300730457	1125 FSL, 1682 FWL	26	15S	09E
Utah 27-269	4300730458	1661 FSL, 795 FEL	27	15S	09E
Utah 34-270	4300730347	774 FNL, 756 FWL	34	15S	09E
Utah 34-271	4300730496	1693 FSL, 965 FWL	34	15S	09E
Utah 33-272	4300730502	694 FNL, 2034 FEL	33	15S	09E
Utah 33-273	4300730493	1922 FNL, 328 FWL	33	15S	09E
Utah 33-274	4300730494	1098 FSL, 1673 FWL	33	15S	09E
Utah 33-275	4300730495	1401 FSL, 1029 FEL	33	15S	09E
Utah 32-276	4300730483	738 FL, 1318 FWL	32	15S	09E
Utah 32-277	4300730484	1613 FSL, 1931 FEL	32	15S	09E
Utah 05-278	4301530278	1665 FNL, 1923 FEL	5	15S	09E
Utah 04-279	4301530340	1020 FNL, 1757 FEL	4	16S	09E
Utah 04-280	4301530341	2087 FNL, 1627 FWL	4	16S	09E
Utah 04-281	4301530399	999 FSL, 896 FWL	4	16S	09E
Utah 04-282	4301530342	2188 FSL, 911 FEL	4	16S	09E
Utah 03-283	4301530349	461 FNL, 1772 FEL	3	16S	09E
Utah 03-284	4301530346	1218 FNL, 753 FWL	3	16S	09E
Utah 03-285	4301530345	1917 FSL, 546 FWL	3	16S	09E
Utah 03-286	4301530344	1690 FSL, 1958 FEL	3	16S	09E
USA 20-287	4300730448	1395 FNL, 979 FWL	20	15S	10E
USA 20-288	4300730451	1566 FSL, 1125 FWL	20	15S	10E
USA 30-289	4300730452	1184 FNL, 1353 FEL	30	15S	10E
USA 30-290	4300730453	1080 FSL, 1508 FEL	30	14S	10E
USA 11-291	4300730501	2609 FNL, 1994 FEL	11	14S	09E
USA 11-292	4300730500	2483 FNL, 664 FWL	11	14S	09E
USA 10-293	4300730498	2011 FNL, 847 FEL	10	14S	09E
USA 10-294	4300730497	1750 FNL, 769 FWL	10	14S	09E
USA 09-295	4300730499	696 FNL, 1198 FEL	9	14S	09E
Fausett 09-296	4300730455	2072 FNL, 798 FWL	9	14S	09E
USA 08-297	4300730491	789 FNL, 958 FEL	8	14S	09E
Ritzakis 08-298	4300730475	798 FNL, 2018 FWL	8	14S	09E
Ritzakis 08-299	4300730479	2187 FSL, 1885 FWL	8	14S	09E
Ritzakis 08-300	4300730476	2485 FSL, 1522 FEL	8	14S	09E
USA 04-302	4300730489	1076 FSL, 1860 FWL	4	14S	09E
USA 04-303	4300730490	597 FSL, 984 FEL	4	14S	09E
Ritzakis 05-304	4300730473	688 FSL, 1888 FWL	5	14S	09E
Ritzakis 05-305	4300730474	1104 FSL, 1196 FEL	5	14S	09E
USA 06-306	4300730492	399 FSL, 306 FEL	6	14S	09E
Helper 07-307	4300730487	672 FNL, 962 FWL	7	15S	09E
USA 31-310	4300730516	624 FNL, 1238 FWL	31	15S	10E
USA 31-311	4300730517	1934 FSL, 973 FWL	31	15S	10E
USA 01-312	4301530350	1453 FNL, 1881 FEL	1	16S	09E

USA 11-314	4301530353	1262 FNL, 1136 FWL	11	16S	09E
USA 10-317	4301530352	1221 FNL, 1104 FEL	10	16S	09E
USA 12-322	4300730576	492 FSL, 495 FWL	10	15S	08E
USA 12-323	4300730577	540 FSL, 784 FEL	12	15S	08E
USA 11-324	4300730575	732 FSL, 1763 FEL	11	15S	08E
USA 14-325	4300730579	890 FNL, 1469 FEL	14	15S	08E
USA 13-326	4300730581	1065 FNL, 1563 FEL	13	15S	08E
USA 13-327	4300730578	1092 FNL, 941 FWL	13	15S	08E
USA 35-328	4300730583	964 FSL, 1999 FWL	35	14S	08E
Utah 09-329	4300730561	884 FSL, 1324 FEL	9	15S	09E
Utah 06-330	4300730562	938 FNL, 1564 FWL	6	15S	09E
Utah 20-333	4300730669	1069 FNL, 1460 FEL	20	15S	09E
Utah 20-334	4300730625	932 FNL, 1655 FWL	20	15S	09E
Utah 20-335	4300730626	2152 FSL, 1716 FWL	20	15S	09E
Utah 19-337	4300730623	926 FNL, 768 FEL	19	15S	09E
Utah 19-338	4300730624	1789 FSL, 1426 FEL	19	15S	09E
Utah 05-343	4301530400	1795 FNL, 1431 FWL	5	16S	09E
Utah 05-344	4301530401	1316 FSL, 1343 FWL	5	16S	09E
Utah 05-345	4301530402	908 FSL, 1449 FEL	5	16S	09E
Utah 08-354	4301530395	1073 FNL, 1914 FEL	8	16S	09E
Utah 08-355	4301530378	1673 FNL, 850 FWL	8	16S	09E
Utah 08-356	4301530379	1701 FSL, 799 FWL	8	16S	09E
Utah 08-357	4301530380	1722 FSL, 1599 FEL	8	16S	09E
Utah 09-358	4301530300	2097 FNL, 1634 FEL	9	16S	09E
Utah 09-359	4301530407	1787 FNL, 871 FWL	9	16S	09E
Utah 09-360	4301530397	1323 FSL, 881 FWL	9	16S	09E
Utah 09-361	4301530408	1564 FSL, 1998 FEL	9	16S	09E
USA 10-362	4301530424	2225 FNL, 494 FWL	10	16S	09E
USA 14-386	4300730634	592 FNL, 2236 FWL	14	15S	08E
USA 24-387	4300730612	1243 FSL, 2306 FWL	10	14S	08E
USA 24-388	4300730613	1177 FSL, 612 FEL	24	14S	08E
Utah 25-389	4300730600	737 FNL, 1976 FEL	25	14S	08E
Utah 25-390	4300730599	1540 FNL, 1354 FWL	25	14S	08E
Utah 25-391A	4300730658	1264 FSL, 1573 FWL	25	14S	08E
Utah 25-392	4300730602	2045 FSL, 1718 FEL	25	14S	09E
USA 26-393	4300730614	1666 FNL, 874 FEL	26	14S	08E
USA 26-394	4300730615	856 FSL, 2377 FWL	26	14S	08E
USA 26-395	4300730616	1927 FSL, 830 FEL	26	14S	08E
USA 35-396	4300730584	616 FNL, 1896 FEL	35	14S	08E
USA 35-397	4300730585	949 FNL, 1264 FWL	35	14S	08E
USA 20-398	4300730590	1374 FNL, 1387 FEL	20	15S	10E
USA 20-399	4300730591	1445 FSL, 1128 FEL	20	15S	10E
Utah 09-412	4300730580	1102 FSL, 1018 FWL	9	15S	10E
Utah 09-413	4300730605	1007 FNL, 1197 FWL	9	15S	10E
Utah 10-415	4301530391	1090 FNL, 557 FEL	10	16S	08E
USA 14-416	4300730646	892 FSL, 1311 FWL	14	15S	08E
USA 14-417	4300730647	1741 FSL, 1054 FEL	14	15S	09E
USA 13-418	4300730645	737 FSL, 793 FEL	13	15S	08E
USA 13-419	4300730631	2617 FSL, 1958 FEL	13	15S	08E

USA 23-423	4300730611	408 FSL, 924 FEL	23	14S	08E
USA 34-434	4300730621	1342 FSL, 922 FEL	34	14S	08E
USA 18-435	4300730619	1868 FNL, 793 FWL	18	14S	09E
USA 07-436	4300730630	3121 FNL, 871 FEL	7	14S	09E
USA 03-442	4300730710	899 FNL, 553 FEL	3	15S	08E
USA 24-443	4300730651	1780 FNL, 2247 FEL	24	15S	08E
USA 24-444	4300730648	1338 FNL, 1153 FWL	24	15S	08E
USA 24-446	4300730708	1377 FNL, 2340 FWL	24	14S	08E
USA 13-447	4300730707	2044 FSL, 741 FEL	13	14S	08E
USA 24-448	4300730652	2146 FSL, 2021 FEL	24	15S	08E
Utah 34-456	4300730713	755 FNL, 1377 FEL	34	14S	08E
USA 13-470	4300730706	1741 FNL, 554 FEL	13	14S	08E
Utah 06-483	4300730716	2456 FSL, 988 FWL	6	15S	09E
American Quasar D1	4300730040	999 FSL, 1552 FWL	31	14S	10E
Arcadia-Telonis D2	4300730093	465 FSL, 560 FEL	19	14S	09E
Utah D3	4300730290	1600 FSL, 1530 FEL	18	15S	10E
Utah D4	4300730314	600 FNL, 500 FWL	24	14S	09E
Fausett D5	4300730351	467 FNL, 1461 FWL	16	14S	09E
Drew D6	4300730100	1300 FSL, 830 FWL	34	14S	09E
Utah D7	4301530338	1371 FSL, 1530 FEL	2	14S	09E
Utah D8	4300730431	1342 FNL, 350 FWL	12	15S	09E
Utah D9	4300730438	1960 FNL, 1487 FWL	32	14S	09E
RGC D10	4300730520	162 FNL, 1557 FEL	28	15S	09E
USA D11	4301530356	1513 FNL, 2437 FEL	13	16S	09E
Sampinos D14	4300730567	1695 FSL, 2133 FEL	16	15S	10E

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ROBERT G PRUITT, JR
OLIVER W GUSHEE, JR

OF COUNSEL:
ROBERT G PRUITT, III
BRENT A BOHMAN

January 29, 2001

HAND DELIVERED

Mr. Jim Thompson
Utah Division of Oil, Gas & Mining
1594 W. North Temple
Salt Lake City, UT 84116

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

As you may know, River Gas Corporation ("RGC") merged into Phillips Petroleum Company ("Phillips") effective December 31, 2000 at 11:59 p.m. I have enclosed a Certificate of Articles of Merger issued by the Utah Department of Commerce and, although duplicative, a sundry notice formally evidencing the merger for your records, and a list of all wells, including injection wells, formerly operated by RGC.

Please change the Division's records to reflect the change in operator of these wells from RGC to Phillips. All operational questions should be directed to Phillips at the following address:

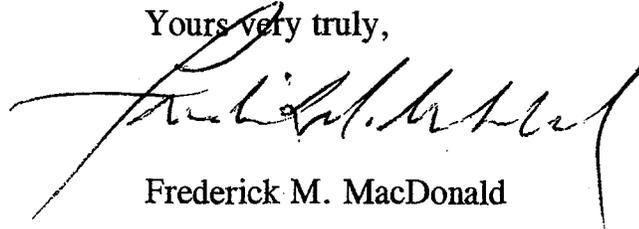
Phillips Petroleum Company
Attn: Billy Stacy, Operations Manager
P.O. Box 3368
Englewood, CO 80155-3368
Telephone No.: (720) 344-4984

Phillips currently has a bond on file with the Division (a copy of which is enclosed for your reference), but I understand an \$80,000 Letter of Credit is in the process of being substituted.

Mr. Jim Thompson
January 29, 2001
Page 2

On behalf of Phillips, I thank you for your cooperation. Should you have any further questions or concerns, please do not hesitate to contact me.

Yours very truly,

A handwritten signature in black ink, appearing to read "Frederick M. MacDonald", written in a cursive style. The signature is positioned above the printed name.

Frederick M. MacDonald

FMM:cs
2078.16
Enclosures
cc: W. H. Rainbolt
Billy Stacy



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, Box 146705
Salt Lake City, UT 84114-6705
Phone: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web site: <http://www.commerce.state.ut.us>

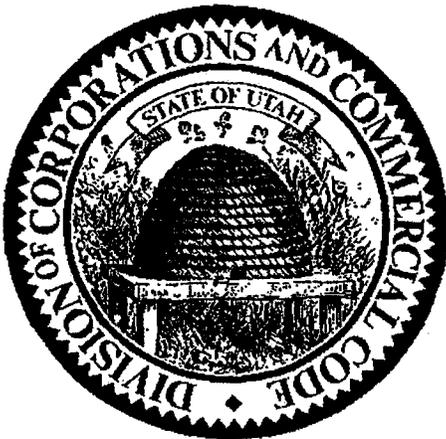
Registration Number: 562960-0143
Business Name: PHILLIPS PETROLEUM COMPANY
Registered Date: JUNE 14, 1946

01/12/01

CERTIFICATE OF ARTICLES OF MERGER

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT

ARTICLES OF MERGER WERE FILED WITH THIS OFFICE ON DECEMBER 12, 2000 MERGING RIVER GAS CORPORATION, A CORPORATION OF THE STATE OF ALABAMA, INTO PHILLIPS PETROLEUM COMPANY, THE SURVIVING CORPORATION WHICH IS OF THE STATE OF DELAWARE, AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Ric Campbell

Ric Campbell
Acting Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing (801)530-6628	Real Estate (801)530-6747	Public Utilities (801)530-6651	Securities (801)530-6600	Consumer Protection (801)530-6601
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Office of the Secretary of State

ts

12/13/2000
Date:
Receipt Number: 188532
Amount Paid: \$145.00

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"RIVER GAS CORPORATION", A ALABAMA CORPORATION,

WITH AND INTO "PHILLIPS PETROLEUM COMPANY" UNDER THE NAME OF "PHILLIPS PETROLEUM COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 11:59 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

12-12-00P04:02 RCVD

TAB
FILED
DEC 12 2000

Utah Div. Of Corp. & Comm. Code

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed and approved on this 12 day of Dec 20 2000 in the office of this Division and hereby issue this Certificate thereof.

Examiner

Date



RIC CAMPBELL
ACTING DIRECTOR



Edward J. Freel

Edward J. Freel, Secretary of State
AUTHENTICATION: 0837738

0064324 8100M

001609453

DATE: 12-07-00

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RIVER GAS CORPORATION

(an Alabama corporation)

into

Phillips Petroleum Company

(a Delaware corporation)

It is hereby certified that:

1. Phillips Petroleum Company [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of each class of stock of River Gas Corporation, which is a business corporation of the State of Alabama.

3. The laws of the jurisdiction of organization of River Gas Corporation permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges River Gas Corporation into the Corporation.

5. The following is a copy of the resolutions adopted on November 21, 2000 by the Board of Directors of the Corporation to merge the said River Gas Corporation into the Corporation:

"1. Phillips Petroleum Company, which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of River Gas Corporation, which is a business corporation of the State of Alabama, hereby merges River Gas Corporation into Phillips Petroleum Company pursuant to the provisions of the Alabama Business Corporation Act and pursuant to the

12-12-00P04:02 RCVD

provisions of Section 253 of the General Corporation Law of Delaware.

"2. The separate existence of River Gas Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Alabama Business Corporation Act; and Phillips Petroleum Company shall continue its existence as the surviving corporation pursuant to the provisions of Section 253 of the General Corporation Law of Delaware.

"3. The Articles of Incorporation of Phillips Petroleum Company are not amended in any respect by this Plan of Merger.

"4. The issued shares of River Gas Corporation shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

"5. Each share of Phillips Petroleum Company outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding share of Phillips Petroleum Company at the effective time and date of the merger.

"6. No shares of Phillips Petroleum Company and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.

"7. The Board of Directors and the proper officers of Phillips Petroleum Company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for. "

" This Company approves that the effective time and date of the merger herein provided for in the State of Alabama shall be 11:59 p.m. on December 31, 2000."

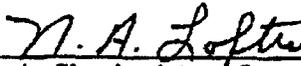
"Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of these resolutions and to do or cause to be done all such acts as are necessary to give effect to the purpose and intent of the approval herein set forth."

6. This Certificate of Ownership and Merger shall be effective at 11:59 p.m. on December 31, 2000.

Executed on November 27, 2000

Phillips Petroleum Company



N. A. Loftis, Assistant Secretary 



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

In Reply Refer To:
3106
UTU-47157 et al
(UT-932)

JAN 30 2001

NOTICE

Phillips Petroleum Company : Oil and Gas
Attn: W. H. Rainbolt, Rocky Mtn. Region-Land :
Box 1967 :
Houston, TX 77251-1967 :

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of River Gas Corporation into Phillips Petroleum Company with Phillips Petroleum Company being the surviving entity.

The oil and gas lease files and rights-of-way files identified on the enclosed exhibit have been noted as to the merger. The exhibit is the list supplied by the representative of the companies, and verified by our computerized records. We have not adjudicated the case files to determine if the entity affected by the merger holds an interest in the leases identified, nor have we attempted to identify leases where the entity is the operator on the ground, maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable BLM offices of the merger by a copy of this notice. If additional documentation for a change of operator is required by our Field Offices, you will be contacted by them.

By recognition of the merger the obligor is automatically changed by operation of law from River Gas Corporation to Phillips Petroleum Company on Letter of Credit No. P-207337 (BLM Bond No. UT0829). A rider to BLM Bond No. ES0048 assuming any and all liabilities of BLM Bond No. UT0829 must be submitted for approval to the Eastern States Office, Attn: Bill Forbes, 7450 Boston Boulevard, Springfield, VA 22153. After the rider is approved, the Letter of Credit will be returned to the financial institution that issued it.

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

RECEIVED

JAN 30 2001

DIVISION OF
OIL, GAS AND MINING

cc: Moab Field Office
Vernal Field Office
Price Field Office
MMS—Reference Data Branch, MS 3130, P.O. Box 5860, Denver, CO 80217
State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114
The Chase Manhattan Bank, Attn: Standby Letter of Credit Dept., 4 Chase Metrotech Center, 8th Floor
Brooklyn, NY 11245
Teresa Thompson (UT-931)
LaVerne Steah (UT-942)
Pruitt, Gushee & Bachtell, Attn: Frederick M. MacDonald, Suite 1850 Beneficial Life Tower,
Salt Lake City, Utah 84111-1495
BLM, Eastern States Office (Attn: Bill Forbes)

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS ✓
2. CDW ✓		5-SJ
3. JLT		6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

The operator of the well(s) listed below has changed, effective: **12-31-2000**

FROM: (Old Operator):
RIVER GAS CORPORATION
Address: 6825 S. 5300 W. P. O. BOX 851
PRICE, UT 84501
Phone: 1-(435)-613-9777
Account N1605

TO: (New Operator):
PHILLIPS PETROLEUM COMPANY
Address: P. O. BOX 3368
ENGLEWOOD, CO 80155-3368
Phone: 1-(720)-344-4984
Account N1475

CA No.

Unit: DRUNKARDS WASH

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
UTAH 34-456	43-007-30713	12925	34-14S-08E	STATE	GW	P
UTAH 10-220	43-007-30432	12948	10-15S-09E	STATE	GW	P
UTAH 19-338	43-007-30624	12888	19-15S-09E	STATE	GW	P
UTAH 20-333	43-007-30669	12913	20-15S-09E	STATE	GW	P
UTAH 20-335	43-007-30626	12883	20-15S-09E	STATE	GW	P
CLAWSON SPRING STATE D-1	43-007-30638	99999	30-15S-09E	STATE	GW	APD
UTAH 32-82	43-007-30257	11693	32-15S-09E	STATE	GW	P
UTAH 21-83	43-007-30259	11712	21-15S-10E	STATE	GW	P
UTAH 09-359	43-015-30407	11256	09-16S-09E	STATE	GW	P
UTAH 09-361	43-015-30408	11256	09-16S-09E	STATE	GW	P
UTAH 16-110	43-015-30250	11256	16-16S-09E	STATE	GW	SGW
UTAH 31-175	43-015-30317	11256	31-16S-09E	STATE	GW	SGW

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 01/29/2001
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 01/29/2001
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 02/15/2001

4. Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5. If **NO**, the operator was contacted contacted on: _____
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/30/2001
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 03/05/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 03/05/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: 5952189

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: N/A
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 3-26-01

FILING:

1. **ORIGINALS/COPIES** of all attachments pertaining to each individual well have been filled in each well file on: _____

COMMENTS:

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NO.

ML-43416

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

N/A

7. UNIT AGREEMENT NAME

Drunkards Wash UTU-67921X

8. FARM OR LEASE NAME

Utah

9. WELL NO.

31-175

10. FIELD AND POOL, OR WILDCAT

Drunkards Wash

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

NE/4 NW/4, Sec 31, T16S, R09E, SLB&M

12. COUNTY

Emery

13. STATE

Utah

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____
b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other Amended Form

2. NAME OF OPERATOR
Phillips Petroleum Company

3. ADDRESS OF OPERATOR
6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4. LOCATION OF WELL (Report clearly and in accordance with any State requirements) location
At surface 897' FNL, 1731' FWL
At top prod. interval reported below
At total depth

14. API NO. 43-015-30317 DATE ISSUED 6/25/97

15. DATE SPUNDED 6/25/97 16. DATE T.D. REACHED 7/3/97 17. DATE COMPL. prod. 11/1/98 (Ready to or Plug & Abd.) 18. ELEVATIONS (DF, REB, RT, GR, ETC.) GR 6181' 19. ELEV. CASINGHEAD N/A

20. TOTAL DEPTH, MD & TVD 2827' 21. PLUG BACK T.D., MD & TVD 2755' 22. IF MULTIPLE COMPL., HOW MANY N/A 23. INTERVALS DRILLED BY to TD 24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD) Ferron Coal - Top Coal 2618' & Bottom Coal 2670' 25. WAS DIRECTIONAL SURVEY MADE (Submit analysis) (See reverse side)

26. TYPE ELECTRIC AND OTHER LOGS RUN Dual Induction, Laterolog, SFF, GR, Caliper, Comp Density, & Neutron 27. WAS WELL CORED DRILL STEM TEST YES NO YES NO

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
12 3/4"	Conductor	43'	15"	125 sks Class G, 2% S1+1/4# per sack D29	
8 5/8"	24#	313'	11"	284 sks 50/50 POZ8%D20, 10%D44, 1/4#/sk D29	
5 1/2"	17#	2755'	7 7/8"	77 sks tail 10-1 RFC	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET
					2-7/8"	2710'	N/A

31. PERFORATION RECORD (Interval, size and number) 2618'-2626', 2660'-2670' 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC. DEPTH INTERVAL (MD) 2618'-2670' AMOUNT AND KIND OF MATERIAL USED 80,300#, 16/30-39,000 gal fluid

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33. OIL, GAS AND MINING PRODUCTION

DATE FIRST PRODUCTION 6/13/02 PRODUCTION METHOD (Flowing, gas lift, pumping--size and type of pump) Pumping - 2 1/2" x 2" x 16' RWAC WELL STATUS (Producing or shut-in) Producing
DATE OF TEST 6/13/02 HOURS TESTED 24hrs. CHOKER SIZE ----- PROD'N. FOR TEST PERIOD N/A OIL--BBL. N/A GAS--MCF. 53 WATER--BBL. 91
FLOW. TUBING PRESS. 85 CASING PRESSURE 58 CALCULATED 24-HOUR RATE N/A OIL--BBL. N/A GAS--MCF. 53 WATER--BBL. 91 OIL GRAVITY - API (CORR.) N/A

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

35. LIST OF ATTACHMENTS

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

SIGNED Frankie Hathaway *Frankie Hathaway* TITLE Administrative Assistant DATE 6/19/02

WELL NUMBER: Utah 31-175

37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):		38. GEOLOGIC MARKERS				
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP MEAS. DEPTH	TRUE VERT. DEPTH
Ferron	2610'	2626'	Coals and Sandstones Coal Interval: 2610'-2626'	Blue Gate Bentonite	2340'	
				Tununk Shale	2341'	
				Ferron Sandston	2480'	

MAR 2 1999

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NO.

~~ML 72004~~ ML43416

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL GAS WELL DRY Other _____

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

N/A

7. UNIT AGREEMENT NAME

N/A

8. FARM OR LEASE NAME

Utah

9. WELL NO.

31-175

10. FIELD AND POOL, OR WILDCAT

undesignated

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

NE/NW, Sec. 31, T16S, R09E, SLB&M

2. NAME OF OPERATOR

RIVER GAS CORPORATION

3. ADDRESS OF OPERATOR

1305 South 100 East, Price, UT 84501 (435) 637-8876

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

location

At surface 897' FNL & 1731' FWL

At top prod. interval reported below

CONFIDENTIAL

14. API NO.
43-015-30317

DATE ISSUED
6/25/97

12. COUNTY
Emery

13. STATE
Utah

15. DATE SPUNDED
6/25/97

16. DATE T.D. REACHED
7/3/97

17. DATE COMPL. (Ready to prod. or Plug & Abd.)
11/1/98

18. ELEVATIONS (DF, REB, RT, GR, ETC.)
GR 6181'

19. ELEV. CASINGHEAD
N/A

20. TOTAL DEPTH, MD & TVD
2827'

21. PLUG BACK T.D., MD & TVD

22. IF MULTIPLE COMPL., HOW MANY

23. INTERVALS DRILLED BY

ROTARY TOOLS
to TD

CABLE TOOLS
N/A

24. PRODUCING INTERVAL(S), OF THIS COMPLETION--TOP, BOTTOM, NAME (MD OR TVD)

Lower Ferron 2618'-2670'

25. WAS DIRECTIONAL SURVEY MADE
NO

26. TYPE ELECTRIC AND OTHER LOGS RUN

CBL, CN, Litho Density, Array Induct, Sidewall, GR

27. WAS WELL CORED
DRILL STEM TEST

YES NO
YES NO

(Submit analysis)
(See reverse side)

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENT RECORD	AMOUNT PULLED
12-3/4"	conductor	43'	14-3/4"		
8-5/8"	24#/ft	313'	11"	125 sks. Class "G"	
5-1/2"	17#/ft	2755.44'	7-7/8"	284 sacks 50/50 Poz, 77sacks 10-1 REC	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-7/8"	2710'	

31. PERFORATION RECORD (Interval, size and number)

2618'-2616', 2660'-2670'

CONFIDENTIAL PERIOD EXPIRED ON 12-1-99

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
2618-2670'	29,000gal Gel fluid, 80,300# 16/30 sand, 552 gal spacer

33. PRODUCTION

DATE FIRST PRODUCTION _____ PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) _____ WELL STATUS (Producing or shut-in)
Shut-in

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

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

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

TEST WITNESSED BY

35. LIST OF ATTACHMENTS

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

SIGNED *Cal Heath*

TITLE Petroleum Engineer

DATE March 18, 1999

CONFIDENTIAL

COPY ORIGINAL

See Spaces for Additional Data on Reverse Side

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
ML-43416

6. If Indian, Allottee or Tribe Name:
N/A

7. Unit Agreement Name:
Drunkards Wash UTU-67921X

8. Well Name and Number:
Utah 31-175

9. API Well Number:
43-015-30317

10. Field or Pool, or Wildcat:
Drunkards Wash

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
Phillips Petroleum Company

3. Address and Telephone Number:
6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

4. Location of Well Footages:
QQ, Sec., T., R., M.: 897' FNL, 1731' FWL
NE/4 NW/4 SEC. 31, T16S, R09E, SLB & M

County: Emery County
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)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____ Approximate date work will start _____	<input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>1st Production Notification</u> Date of work completion _____
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off

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.)

Please be advised that the Utah 31-175 showed first production on: 6/13/02
Gas production: 53 mcf
Water production: 91 bbl

COPY

CONFIDENTIAL

13. Name & Signature: Frankie Hathaway *Frankie Hathaway* Title: Administrative Assistant Date: 6/19/02

(This space for state use only)

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JUN 24 2002

DIVISION OF OIL, GAS AND MINING

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

ORIGINAL

SUNDRY NOTICES AND REPORTS ON WELLS		5. Lease Designation and Serial Number: ML-43416
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.		6. If Indian, Allottee or Tribe Name: N/A
1. Type of Well: OIL <input type="checkbox"/> GAS <input type="checkbox"/> OTHER: <input checked="" type="checkbox"/>		7. Unit Agreement Name: UTU67921X Drunkards Wash
2. Name of Operator: Phillips Petroleum Company		8. Well Name and Number: UTAH 31-175
3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777		9. API Well Number: 43-015-30317
4. Location of Well Footages: 897' FNL, 1731' FWL		10. Field or Pool, or Wildcat: Drunkards Wash
QQ, Sec., T., R., M.: NE/NW, SEC. 31, T16S, R09E, SLB & M		County: Emery County 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)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____ Approximate date work will start _____	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Csg <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Abandon * <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input checked="" type="checkbox"/> Other <u>Chemical/Flush Treatment</u> Date of work completion <u>08/13/2002</u>
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.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of neutral Ph fluid & 250 gallons of 4% HCL on 08/13/2002.

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AUG 26 2002

**DIVISION OF
OIL, GAS AND MINING**

13.

Name & Signature: Lynnette Allred  Title: Operations Clerk—Production Date: 08/21/2002

(This space for state use only)



87801AL, Phoenix, AZ, 85001
Englewood, CO 80112

Divisions of Oil, Gas, and Mining
Attn: Mr. John Baza
1594 West North Temple,
Suite 1210, P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Notice of Address Change, Merger and Name Change
Address Change effective **December 2, 2002**
Merger and Name Change effective **December 31, 2002**

Gentlemen:

1. Effective December 2, 2002, Phillips Petroleum Company will close its Englewood, Colorado Rocky Mountain Region office. After that time, all correspondence, notices and invoice for Land related matters should be directed to the address(es) noted below. Note that until December 31, 2002, all properties in which Phillips held an interest will continue to be operated by Phillips Petroleum Company, a wholly-owned subsidiary of ConocoPhillips.

2. On December 31, 2002, Phillips Petroleum Company and Conoco Inc. will merge, and the surviving corporation will be renamed "ConocoPhillips Company".

In accordance with the notice provisions of the Operating Agreements and other agreements, if any, between our companies, please adjust your company/organization records, effective for address purposes as of December 2, 2002, and for company name purposes, as of January 1, 2003, to reflect the following information for addressing and delivery of notices, invoicing and payment, and communications with ConocoPhillips Company. This will also apply to Lease Sale notices and other lease-related correspondence and notifications.

U.S. Mail Address:

ConocoPhillips Company
P.O. Box 2197
Houston, Texas 77252
Attn: Chief Landman,
San Juan/Rockies

Physical Address & Overnight Delivery:

ConocoPhillips Company
550 Westlake Park Blvd.
Three Westlake Park
3WL, Room WL 9000
Houston, Texas 77079
Attn: Chief Landman,
San Juan/Rockies

All ballots and official notices/responses sent by facsimile transmission should be sent to the following contact:

Attn: Chief Landman,
San Juan/Rockies

Fax No.: 832-486-2688 or
832-486-2687

Please contact the undersigned immediately if you have any questions. This notice does not apply to royalty inquiries, joint interest billings, or revenue remittances. Please continue to use the same addresses you are currently using for these matters

Sincerely,

RECEIVED

DEC 02 2002

DIVISION OF
OIL, GAS AND MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
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:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>All</u>		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Phillips Petroleum Company		8. WELL NAME and NUMBER: See Attached List
3. ADDRESS OF OPERATOR: 980 Plaza Office CITY Bartlesville STATE OK ZIP 74004		9. API NUMBER: See List
		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached List		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

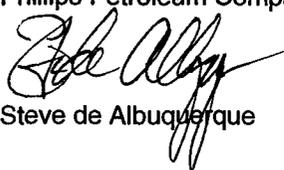
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

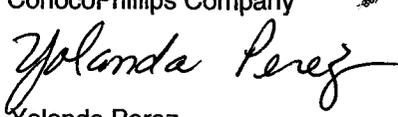
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input checked="" type="checkbox"/> SUBSEQUENT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

Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned to ConocoPhillips Company.

Please send production reporting forms to Herb Henderson at ConocoPhillips Company, 315 S. Johnstone, 980 Plaza Office, Bartlesville, OK 74004. Herb's phone number is 918-661-4415.

Current Operator
Phillips Petroleum Company

Steve de Albuquerque

New Operator
ConocoPhillips Company

Yolanda Perez

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DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Yolanda Perez</u>	TITLE <u>Sr. Regulatory Analyst</u>
SIGNATURE 	DATE <u>12/30/2002</u>

(This space for State use only)



SECRETARY'S CERTIFICATE

I, the undersigned, Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, formerly Phillips Petroleum Company, organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), hereby certify that:

1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.

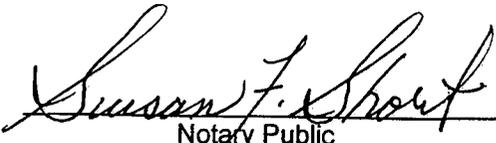

 Assistant Secretary
 ConocoPhillips Company

STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.



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 JAN 08 2003


 Notary Public

Delaware

PAGE 1

The First State

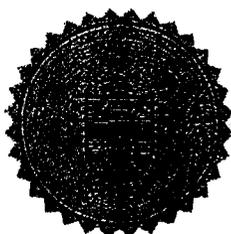
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK P.M.

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JAN 08 2003

DIV. OF OIL, GAS & MINING



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

0064324 8100

030002793

CERTIFICATE OF AMENDMENT

to the

RESTATED CERTIFICATE OF INCORPORATION

of

**PHILLIPS PETROLEUM COMPANY
(to be renamed ConocoPhillips Company)**

Phillips Petroleum Company ("Phillips"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

1. The amendments to Phillips' Restated Certificate of Incorporation set forth below were duly adopted in accordance with the provisions of Section 242 of the DGCL and have been consented to in writing by the sole stockholder of Phillips in accordance with Section 228 of the DGCL.

2. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Article I thereof and replacing in lieu thereof a new Article I reading in its entirety as follows:

"The name of the corporation (which is hereinafter referred to as the "Corporation") is ConocoPhillips Company."

3. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Section 1 of Article IV thereof and replacing in lieu thereof a new Section 1 reading in its entirety as follows:

"Section 1. The Corporation shall be authorized to issue 2,100 shares of capital stock, of which 2,100 shares shall be shares of Common Stock, \$.01 par value ("Common Stock")."

4. Pursuant to Section 103(d) of the DGCL, this amendment will become effective at 11:00 p.m., Eastern time, on December 31, 2002.

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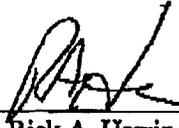
JAN 08 2003

DIV. OF OIL, GAS & MINING

IN WITNESS WHEREOF, Phillips has caused this certificate to be executed this 12th day of December, 2002.

PHILLIPS PETROLEUM COMPANY

WJ

By: 
Name: Rick A. Harrington
Title: Senior Vice President, Legal,
and General Counsel

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Delaware

PAGE 1

The First State

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

"CONOCO INC.", A DELAWARE CORPORATION,

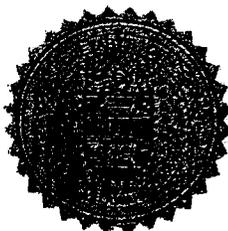
WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

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DIV. OF OIL, GAS & MINING



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

0064324 8100M

030002793

DATE: 01-02-03

CERTIFICATE OF MERGER

of

Conoco Inc.
(a Delaware corporation)

with and into

ConocoPhillips Company
(a Delaware corporation)

Phillips Petroleum Company, a Delaware corporation to be renamed ConocoPhillips Company prior to the effective time of this certificate of merger (the "Surviving Corporation"), in compliance with the requirements of the General Corporation Law of the State of Delaware (the "DGCL") and desiring to effect a merger of Conoco Inc., a Delaware corporation formerly incorporated under the name Du Pont Holdings, Inc. (the "Merging Corporation," and together with the Surviving Corporation, the "Constituent Corporations"), with and into the Surviving Corporation, and acting by its duly authorized officer, DOES HEREBY CERTIFY that:

First: As of the date hereof, the name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
PHILLIPS PETROLEUM COMPANY	Delaware
CONOCO INC.	Delaware

Second: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL;

Third: The name of the Surviving Corporation will be ConocoPhillips Company;

Fourth: The Certificate of Incorporation of ConocoPhillips Company immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation until such time as it may be amended in accordance with applicable law and the provisions thereof;

Fifth: The executed agreement and plan of merger is on file at an office of the Surviving Corporation, the address of which is 600 North Dairy Ashford, Houston, Texas 77079;

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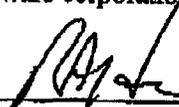
Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

Seventh: Pursuant to Section 103(d) of the DGCL, this certificate of merger will become effective at 11:59 p.m., Eastern time, on December 31, 2002.

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY
(a Delaware corporation)

27

By: 
Name: Rick A. Harrington
Title: Senior Vice President, Legal,
and General Counsel

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DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF COMMERCE
REGISTRATION

CONOCOPHILLIPS COMPANY

REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

Corporation - Foreign - Profit
562960-0143

EFFECTIVE
06/14/1946

EXPIRATION
*RENEWAL

UNITED STATES CORP CO
CONOCOPHILLIPS COMPANY
GATEWAY TOWER EAST STE 900
10 EAST SOUTH TEMPLE
SLC UT 84133

RECEIVED

JAN 08 2003

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS & COMMERCIAL CODE
REGISTRATION

EFFECTIVE DATE: 06/14/1946
EXPIRATION DATE: *RENEWAL
ISSUED TO: CONOCOPHILLIPS COMPANY



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

562960-0143 Corporation - Foreign - Profit

*RENEWAL

You will need to renew your registration each anniversary date of the effective date.

Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30887-00-00	ANDREEN 32-529	Gas Well	APD	32	14	S	10	E
43-007-30865-00-00	COTNER 29-549	Gas Well	APD	29	14	S	10	E
43-007-30837-00-00	DALLIN 32-615	Gas Well	APD	32	13	S	9	E
43-047-34551-00-00	FED 43-24-3 #1	Gas Well	APD	24	10	S	17	E
43-047-33982-00-00	FEDERAL 12-17 #1	Gas Well	APD	17	10	S	18	E
43-047-34471-00-00	FEDERAL 12-29-7 1	Gas Well	APD	29	9	S	19	E
43-047-34472-00-00	FEDERAL 31-31-6 1	Gas Well	APD	31	9	S	19	E
43-007-30864-00-00	MCKENDRICK 29-548	Gas Well	APD	29	14	S	10	E
43-015-30512-00-00	PPCO 19-379	Gas Well	APD	19	16	S	9	E
43-015-30515-00-00	PPCO 24-562	Gas Well	APD	24	16	S	8	E
43-015-30548-00-00	PPCO 30-605	Gas Well	APD	30	16	S	9	E
43-007-30888-00-00	PRICE 32-438	Gas Well	APD	32	14	S	10	E
43-007-30813-00-00	RITZAKIS 33-514	Gas Well	APD	33	13	S	9	E
43-007-30766-00-00	RITZAKIS 33-516	Gas Well	APD	33	13	S	9	E
43-007-30838-00-00	ROWLEY 32-616	Gas Well	APD	32	13	S	9	E
43-007-30863-00-00	SCHMIDT 29-531	Gas Well	APD	29	14	S	10	E
43-007-30797-00-00	SEELY 15-498	Gas Well	APD	15	14	S	8	E
43-007-30798-00-00	SEELY 15-499	Gas Well	APD	15	14	S	8	E
43-007-30799-00-00	SEELY 15-500	Gas Well	APD	15	14	S	8	E
43-007-30796-00-00	SEELY 22-492	Gas Well	APD	22	14	S	8	E
43-007-30801-00-00	SEELY 22-502	Gas Well	APD	22	14	S	8	E
43-007-30802-00-00	SEELY 22-503	Gas Well	APD	22	14	S	8	E
43-007-30711-00-00	USA 09-452	Gas Well	APD	9	15	S	8	E
43-015-30351-00-00	USA 11-313	Gas Well	APD	11	16	S	9	E
43-015-30398-00-00	USA 12-385	Gas Well	APD	12	16	S	9	E
43-015-30409-00-00	USA 12-426	Gas Well	APD	12	16	S	9	E
43-007-30805-00-00	USA 14-490	Gas Well	APD	14	14	S	8	E
43-007-30806-00-00	USA 14-491	Gas Well	APD	14	14	S	8	E
43-007-30676-00-00	USA 15-421	Gas Well	APD	15	15	S	8	E
43-015-30417-00-00	USA 21-427	Gas Well	APD	21	16	S	9	E
43-015-30416-00-00	USA 21-428	Gas Well	APD	21	16	S	9	E
43-015-30415-00-00	USA 21-429	Gas Well	APD	21	16	S	9	E
43-007-30515-00-00	USA 31-309	Gas Well	APD	31	15	S	10	E
43-007-30835-00-00	USA 33-515	Gas Well	APD	33	13	S	9	E
43-007-30836-00-00	USA 33-624	Gas Well	APD	33	13	S	9	E
43-007-30803-00-00	USA 34-518	Gas Well	APD	34	14	S	8	E
43-007-30478-00-00	UTAH 05-224	Gas Well	APD	5	15	S	9	E
43-015-30411-00-00	UTAH 16-365	Gas Well	APD	16	16	S	9	E
43-015-30412-00-00	UTAH 16-366	Gas Well	APD	16	16	S	9	E
43-015-30413-00-00	UTAH 16-430	Gas Well	APD	16	16	S	9	E
43-015-30299-00-00	UTAH 18-374	Gas Well	APD	18	16	S	9	E
43-015-30420-00-00	UTAH 19-377	Gas Well	APD	19	16	S	9	E
43-015-30492-00-00	UTAH 19-378	Gas Well	APD	19	16	S	9	E
43-007-30891-00-00	UTAH 19-533	Gas Well	APD	19	14	S	10	E
43-015-30414-00-00	UTAH 20-381	Gas Well	APD	20	16	S	9	E
43-015-30421-00-00	UTAH 20-382	Gas Well	APD	20	16	S	9	E
43-015-30518-00-00	UTAH 25-576	Gas Well	APD	25	16	S	8	E
43-015-30539-00-00	UTAH 25-578	Gas Well	APD	25	16	S	8	E
43-015-30540-00-00	UTAH 25-579	Gas Well	APD	25	16	S	8	E
43-007-30817-00-00	UTAH 25-618	Gas Well	APD	25	13	S	9	E
43-015-30543-00-00	UTAH 26-582	Gas Well	APD	26	16	S	8	E
43-015-30547-00-00	UTAH 29-608	Gas Well	APD	29	16	S	9	E
43-007-30889-00-00	UTAH 32-128	Gas Well	APD	32	14	S	10	E
43-007-30814-00-00	UTAH 35-506	Gas Well	APD	35	13	S	9	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-047-33750-00-00	FEDERAL 34-29	Gas Well	P	29	9	S	19	E
43-007-30782-00-00	GAROFOLA 26-482	Gas Well	P	26	15	S	8	E
43-007-30335-00-00	GIACOLETTO 11-113	Gas Well	P	11	14	S	9	E
43-007-30407-00-00	GIACOLETTO 13-120	Gas Well	P	13	14	S	9	E
43-007-30345-00-00	GIACOLETTO 14-121	Gas Well	P	14	14	S	9	E
43-007-30487-00-00	HELPER & ASSOC 07-307	Gas Well	P	7	15	S	9	E
43-007-30459-00-00	HELPER & ASSOC 18-236	Gas Well	P	18	15	S	9	E
43-007-30720-00-00	HELPER & ASSOC 18-308	Gas Well	P	18	15	S	9	E
43-007-30412-00-00	HELPER & ASSOC 8-232	Gas Well	P	8	15	S	9	E
43-007-30258-00-00	HELPER & ASSOCIATES 7-84	Gas Well	P	7	15	S	9	E
43-007-30588-00-00	JENSEN 16-132	Gas Well	P	16	15	S	10	E
43-007-30420-00-00	KAKATSIDES 31-197	Gas Well	P	31	14	S	9	E
43-007-30296-00-00	LDS 17-133	Gas Well	P	17	15	S	10	E
43-007-30323-00-00	PAAR 16-146	Gas Well	P	16	14	S	9	E
43-047-34286-00-00	PETES WASH 23-12 #1	Gas Well	P	12	10	S	17	E
43-007-30748-00-00	PIERUCCI 25-461	Gas Well	P	25	15	S	8	E
43-007-30749-00-00	PIERUCCI 25-462	Gas Well	P	25	15	S	8	E
43-007-30754-00-00	PIERUCCI 26-463	Gas Well	P	26	15	S	8	E
43-007-30755-00-00	PIERUCCI 26-464	Gas Well	P	26	15	S	8	E
43-007-30745-00-00	PIERUCCI 26-481	Gas Well	P	26	15	S	8	E
43-007-30117-00-00	PINNACLE PEAK 19-171	Gas Well	P	19	14	S	9	E
43-007-30845-00-00	PMC 10-526	Gas Well	P	10	15	S	8	E
43-007-30282-00-00	POWELL 19-104	Gas Well	P	19	15	S	10	E
43-007-30283-00-00	POWELL 19-105	Gas Well	P	19	15	S	10	E
43-007-30346-00-00	POWELL 30-173	Gas Well	P	30	15	S	10	E
43-015-30279-00-00	PPCO 10-557	Gas Well	P	10	16	S	8	E
43-015-30494-00-00	PPCO 15-555	Gas Well	P	15	16	S	8	E
43-007-30211-00-00	PRETTYMAN 10-15-34	Gas Well	P	10	14	S	9	E
43-007-30340-00-00	PRETTYMAN 11-114	Gas Well	P	11	14	S	9	E
43-007-30653-00-00	RGC 21-331	Gas Well	P	21	15	S	9	E
43-007-30743-00-00	RGC 21-332	Gas Well	P	21	15	S	9	E
43-007-30747-00-00	RGC 25-460	Gas Well	P	25	15	S	8	E
43-007-30559-00-00	RGC 28-318	Gas Well	P	28	15	S	9	E
43-007-30518-00-00	RGC 28-319	Gas Well	P	28	15	S	9	E
43-007-30509-00-00	RITZAKIS 03-408	Gas Well	P	3	14	S	9	E
43-007-30473-00-00	RITZAKIS 5-304	Gas Well	P	5	14	S	9	E
43-007-30474-00-00	RITZAKIS 5-305	Gas Well	P	5	14	S	9	E
43-007-30475-00-00	RITZAKIS 8-298	Gas Well	P	8	14	S	9	E
43-007-30479-00-00	RITZAKIS 8-299	Gas Well	P	8	14	S	9	E
43-007-30476-00-00	RITZAKIS 8-300	Gas Well	P	8	14	S	9	E
43-007-30374-00-00	ROBERTSON 32-127	Gas Well	P	32	14	S	10	E
43-007-30610-00-00	SAMPINOS 16-131	Gas Well	P	16	15	S	10	E
43-007-30723-00-00	SAMPINOS 16-454	Gas Well	P	16	15	S	10	E
43-007-30765-00-00	SAMPINOS 16-521	Gas Well	P	16	15	S	10	E
43-007-30800-00-00	SEELY 22-501	Gas Well	P	22	14	S	8	E
43-007-30130-00-00	ST OF UT 25-9-1	Gas Well	P	25	14	S	9	E
43-007-30142-00-00	ST OF UT 36-3-4	Gas Well	P	36	14	S	9	E
43-007-30116-00-00	STELLA-HAMAKER 10-174	Gas Well	P	10	15	S	8	E
43-007-30746-00-00	TABOR 23-468	Gas Well	P	23	15	S	8	E
43-007-30319-00-00	TELONIS 15-142	Gas Well	P	15	14	S	9	E
43-007-30322-00-00	TELONIS 16-145	Gas Well	P	16	14	S	9	E
43-007-30300-00-00	TELONIS 19-150	Gas Well	P	19	14	S	9	E
43-007-30299-00-00	TELONIS 19-151	Gas Well	P	19	14	S	9	E
43-007-30327-00-00	TELONIS 20-152	Gas Well	P	20	14	S	9	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twprn	Twprd	Rngn	Rngd
43-007-30631-00-00	USA 13-419	Gas Well	P	13	15	S	8	E
43-007-30707-00-00	USA 13-447	Gas Well	P	13	14	S	8	E
43-007-30706-00-00	USA 13-470	Gas Well	P	13	14	S	8	E
43-007-30789-00-00	USA 13-474	Gas Well	P	13	14	S	8	E
43-007-30790-00-00	USA 13-475	Gas Well	P	13	14	S	8	E
43-007-30568-00-00	USA 13-91	Gas Well	P	13	14	S	9	E
43-007-30404-00-00	USA 14-122	Gas Well	P	14	14	S	9	E
43-015-30418-00-00	USA 1-425	Gas Well	P	1	16	S	9	E
43-007-30579-00-00	USA 14-325	Gas Well	P	14	15	S	8	E
43-007-30634-00-00	USA 14-386	Gas Well	P	14	15	S	8	E
43-007-30646-00-00	USA 14-416	Gas Well	P	14	15	S	8	E
43-007-30647-00-00	USA 14-417	Gas Well	P	14	15	S	8	E
43-007-30791-00-00	USA 14-476	Gas Well	P	14	14	S	8	E
43-007-30792-00-00	USA 14-477	Gas Well	P	14	14	S	8	E
43-007-30529-00-00	USA 14-74	Gas Well	P	14	14	S	9	E
43-007-30263-00-00	USA 14-75	Gas Well	P	14	14	S	9	E
43-007-30450-00-00	USA 15-176	Gas Well	P	15	14	S	9	E
43-007-30423-00-00	USA 15-177	Gas Well	P	15	14	S	9	E
43-007-30690-00-00	USA 15-420	Gas Well	P	15	15	S	8	E
43-007-30691-00-00	USA 15-422	Gas Well	P	15	15	S	8	E
43-007-30264-00-00	USA 15-88	Gas Well	P	15	14	S	9	E
43-007-30422-00-00	USA 17-179	Gas Well	P	17	14	S	9	E
43-007-30622-00-00	USA 17-180A	Gas Well	P	17	14	S	9	E
43-007-30618-00-00	USA 18-181	Gas Well	P	18	14	S	9	E
43-007-30417-00-00	USA 18-182	Gas Well	P	18	14	S	9	E
43-007-30619-00-00	USA 18-435	Gas Well	P	18	14	S	9	E
43-007-30393-00-00	USA 19-222	Gas Well	P	19	15	S	10	E
43-007-30392-00-00	USA 19-73	Gas Well	P	19	15	S	10	E
43-007-30448-00-00	USA 20-287	Gas Well	P	20	15	S	10	E
43-007-30451-00-00	USA 20-288	Gas Well	P	20	15	S	10	E
43-007-30590-00-00	USA 20-398	Gas Well	P	20	15	S	10	E
43-007-30591-00-00	USA 20-399	Gas Well	P	20	15	S	10	E
43-007-30424-00-00	USA 21-184	Gas Well	P	21	14	S	9	E
43-007-30425-00-00	USA 21-35	Gas Well	P	21	14	S	9	E
43-007-30426-00-00	USA 22-185	Gas Well	P	22	14	S	9	E
43-007-30477-00-00	USA 22-186	Gas Well	P	22	14	S	9	E
43-007-30700-00-00	USA 22-466	Gas Well	P	22	15	S	8	E
43-007-30611-00-00	USA 23-423	Gas Well	P	23	14	S	8	E
43-007-30650-00-00	USA 23-445	Gas Well	P	23	15	S	8	E
43-007-30704-00-00	USA 23-451	Gas Well	P	23	15	S	8	E
43-007-30503-00-00	USA 23-467	Gas Well	P	23	15	S	8	E
43-007-30793-00-00	USA 23-478	Gas Well	P	23	14	S	8	E
43-007-30794-00-00	USA 23-479	Gas Well	P	23	14	S	8	E
43-007-30795-00-00	USA 23-480	Gas Well	P	23	14	S	8	E
43-007-30469-00-00	USA 24-183	Gas Well	P	24	14	S	8	E
43-007-30612-00-00	USA 24-387	Gas Well	P	24	14	S	8	E
43-007-30613-00-00	USA 24-388	Gas Well	P	24	14	S	8	E
43-007-30651-00-00	USA 24-443	Gas Well	P	24	15	S	8	E
43-007-30648-00-00	USA 24-444	Gas Well	P	24	15	S	8	E
43-007-30708-00-00	USA 24-446	Gas Well	P	24	14	S	8	E
43-007-30652-00-00	USA 24-448	Gas Well	P	24	15	S	8	E
43-007-30705-00-00	USA 24-449	Gas Well	P	24	15	S	8	E
43-007-30505-00-00	USA 25-459	Gas Well	P	25	15	S	8	E
43-007-30614-00-00	USA 26-393	Gas Well	P	26	14	S	8	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twprn	Twprd	Rngn	Rngd
43-007-30430-00-00	UTAH 06-223	Gas Well	P	6	15	S	9	E
43-007-30562-00-00	UTAH 06-330	Gas Well	P	6	15	S	9	E
43-007-30716-00-00	UTAH 06-483	Gas Well	P	6	15	S	9	E
43-007-30409-00-00	UTAH 07-234	Gas Well	P	7	15	S	9	E
43-007-30421-00-00	UTAH 07-235	Gas Well	P	7	15	S	9	E
43-007-30411-00-00	UTAH 08-231	Gas Well	P	8	15	S	9	E
43-007-30488-00-00	UTAH 08-233	Gas Well	P	8	15	S	9	E
43-015-30464-00-00	UTAH 08-354	Gas Well	P	8	16	S	9	E
43-015-30378-00-00	UTAH 08-355	Gas Well	P	8	16	S	9	E
43-015-30379-00-00	UTAH 08-356	Gas Well	P	8	16	S	9	E
43-015-30380-00-00	UTAH 08-357	Gas Well	P	8	16	S	9	E
43-007-30449-00-00	UTAH 09-227	Gas Well	P	9	15	S	9	E
43-007-30561-00-00	UTAH 09-329	Gas Well	P	9	15	S	9	E
43-015-30300-00-00	UTAH 09-358	Gas Well	P	9	16	S	9	E
43-015-30407-00-00	UTAH 09-359	Gas Well	P	9	16	S	9	E
43-015-30397-00-00	UTAH 09-360	Gas Well	P	9	16	S	9	E
43-015-30408-00-00	UTAH 09-361	Gas Well	P	9	16	S	9	E
43-007-30580-00-00	UTAH 09-412	Gas Well	P	9	15	S	10	E
43-007-30605-00-00	UTAH 09-413	Gas Well	P	9	15	S	10	E
43-007-30657-00-00	UTAH 09-450	Gas Well	P	9	15	S	10	E
43-007-30722-00-00	UTAH 09-453	Gas Well	P	9	15	S	10	E
43-007-30302-00-00	UTAH 10-01-36	Gas Well	P	10	15	S	9	E
43-007-30298-00-00	UTAH 10-219	Gas Well	P	10	15	S	9	E
43-007-30432-00-00	UTAH 10-220	Gas Well	P	10	15	S	9	E
43-007-30303-00-00	UTAH 10-221	Gas Well	P	10	15	S	9	E
43-007-30228-00-00	UTAH 11-50	Gas Well	P	11	15	S	9	E
43-007-30229-00-00	UTAH 11-51	Gas Well	P	11	15	S	9	E
43-007-30230-00-00	UTAH 11-52	Gas Well	P	11	15	S	9	E
43-007-30231-00-00	UTAH 11-53	Gas Well	P	11	15	S	9	E
43-007-30467-00-00	UTAH 1-209	Gas Well	P	1	15	S	8	E
43-007-30210-00-00	UTAH 12-15-37	Gas Well	P	12	15	S	9	E
43-007-30232-00-00	UTAH 12-54	Gas Well	P	12	15	S	9	E
43-007-30233-00-00	UTAH 12-55	Gas Well	P	12	15	S	9	E
43-007-30234-00-00	UTAH 12-56	Gas Well	P	12	15	S	9	E
43-015-30493-00-00	UTAH 13-376	Gas Well	P	13	16	S	8	E
43-015-30301-00-00	UTAH 13-550	Gas Well	P	13	16	S	8	E
43-007-30243-00-00	UTAH 13-65	Gas Well	P	13	15	S	9	E
43-007-30244-00-00	UTAH 13-66	Gas Well	P	13	15	S	9	E
43-007-30245-00-00	UTAH 13-67	Gas Well	P	13	15	S	9	E
43-007-30246-00-00	UTAH 13-68	Gas Well	P	13	15	S	9	E
43-007-30439-00-00	UTAH 13-92	Gas Well	P	13	14	S	9	E
43-007-30220-00-00	UTAH 1-42	Gas Well	P	1	15	S	9	E
43-007-30221-00-00	UTAH 1-43	Gas Well	P	1	15	S	9	E
43-007-30222-00-00	UTAH 1-44	Gas Well	P	1	15	S	9	E
43-007-30223-00-00	UTAH 1-45	Gas Well	P	1	15	S	9	E
43-015-30330-00-00	UTAH 14-551	Gas Well	P	14	16	S	8	E
43-015-30331-00-00	UTAH 14-552	Gas Well	P	14	16	S	8	E
43-007-30239-00-00	UTAH 14-61	Gas Well	P	14	15	S	9	E
43-007-30240-00-00	UTAH 14-62	Gas Well	P	14	15	S	9	E
43-007-30241-00-00	UTAH 14-63	Gas Well	P	14	15	S	9	E
43-007-30242-00-00	UTAH 14-64	Gas Well	P	14	15	S	9	E
43-015-30334-00-00	UTAH 15-553	Gas Well	P	15	16	S	8	E
43-007-30416-00-00	UTAH 17-101	Gas Well	P	17	15	S	10	E
43-007-30277-00-00	UTAH 17-102	Gas Well	P	17	15	S	10	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twprd	Rngn	Rngd
43-007-30255-00-00	UTAH 24-80	Gas Well	P	24	15	S	9	E
43-007-30256-00-00	UTAH 24-81	Gas Well	P	24	15	S	9	E
43-007-30267-00-00	UTAH 24-86	Gas Well	P	24	15	S	9	E
43-007-30375-00-00	UTAH 24-87	Gas Well	P	24	15	S	9	E
43-007-30227-00-00	UTAH 2-49	Gas Well	P	2	15	S	9	E
43-007-30157-00-00	UTAH 25-11-7	Gas Well	P	25	14	S	9	E
43-007-30399-00-00	UTAH 25-134	Gas Well	P	25	15	S	9	E
43-007-30400-00-00	UTAH 25-252	Gas Well	P	25	15	S	9	E
43-007-30401-00-00	UTAH 25-253	Gas Well	P	25	15	S	9	E
43-007-30402-00-00	UTAH 25-254	Gas Well	P	25	15	S	9	E
43-007-30600-00-00	UTAH 25-389	Gas Well	P	25	14	S	8	E
43-007-30599-00-00	UTAH 25-390	Gas Well	P	25	14	S	8	E
43-007-30658-00-00	UTAH 25-391	Gas Well	P	25	14	S	8	E
43-007-30602-00-00	UTAH 25-392	Gas Well	P	25	14	S	8	E
43-007-30206-00-00	UTAH 25-4-33	Gas Well	P	25	14	S	9	E
43-015-30519-00-00	UTAH 25-577	Gas Well	P	25	16	S	8	E
43-007-30156-00-00	UTAH 25-7-6	Gas Well	P	25	14	S	9	E
43-007-30204-00-00	UTAH 26-11-25	Gas Well	P	26	14	S	9	E
43-007-30205-00-00	UTAH 26-1-23	Gas Well	P	26	14	S	9	E
43-007-30181-00-00	UTAH 26-16-8	Gas Well	P	26	14	S	9	E
43-007-30446-00-00	UTAH 26-255	Gas Well	P	26	15	S	9	E
43-007-30445-00-00	UTAH 26-256	Gas Well	P	26	15	S	9	E
43-007-30444-00-00	UTAH 26-257	Gas Well	P	26	15	S	9	E
43-007-30514-00-00	UTAH 26-267	Gas Well	P	26	15	S	9	E
43-015-30541-00-00	UTAH 26-580	Gas Well	P	26	16	S	8	E
43-015-30542-00-00	UTAH 26-581	Gas Well	P	26	16	S	8	E
43-015-30544-00-00	UTAH 26-583	Gas Well	P	26	16	S	8	E
43-007-30202-00-00	UTAH 26-6-24	Gas Well	P	26	14	S	9	E
43-007-30395-00-00	UTAH 27-187	Gas Well	P	27	14	S	9	E
43-007-30292-00-00	UTAH 27-188	Gas Well	P	27	14	S	9	E
43-007-30457-00-00	UTAH 27-268	Gas Well	P	27	15	S	9	E
43-007-30458-00-00	UTAH 27-269	Gas Well	P	27	15	S	9	E
43-007-30712-00-00	UTAH 27-457	Gas Well	P	27	14	S	8	E
43-007-30714-00-00	UTAH 27-458	Gas Well	P	27	14	S	8	E
43-007-30777-00-00	UTAH 27-520	Gas Well	P	27	14	S	8	E
43-015-30545-00-00	UTAH 27-584	Gas Well	P	27	16	S	8	E
43-007-30193-00-00	UTAH 27-8-29	Gas Well	P	27	14	S	9	E
43-007-30186-00-00	UTAH 27-9-30	Gas Well	P	27	14	S	9	E
43-007-30396-00-00	UTAH 28-189	Gas Well	P	28	14	S	9	E
43-007-30397-00-00	UTAH 28-190	Gas Well	P	28	14	S	9	E
43-007-30293-00-00	UTAH 28-191	Gas Well	P	28	14	S	9	E
43-007-30294-00-00	UTAH 28-192	Gas Well	P	28	14	S	9	E
43-007-30551-00-00	UTAH 28-320	Gas Well	P	28	15	S	9	E
43-007-30560-00-00	UTAH 28-321	Gas Well	P	28	15	S	9	E
43-007-30405-00-00	UTAH 29-193	Gas Well	P	29	14	S	9	E
43-007-30427-00-00	UTAH 29-194	Gas Well	P	29	14	S	9	E
43-007-30739-00-00	UTAH 29-339	Gas Well	P	29	15	S	9	E
43-007-30740-00-00	UTAH 29-340	Gas Well	P	29	15	S	9	E
43-007-30741-00-00	UTAH 29-341	Gas Well	P	29	15	S	9	E
43-007-30742-00-00	UTAH 29-342	Gas Well	P	29	15	S	9	E
43-007-30262-00-00	UTAH 30-125	Gas Well	P	30	14	S	10	E
43-007-30185-00-00	UTAH 30-13-14	Gas Well	P	30	14	S	10	E
43-007-30265-00-00	UTAH 30-195	Gas Well	P	30	14	S	9	E
43-007-30344-00-00	UTAH 30-196	Gas Well	P	30	14	S	9	E

Utah Well List as of 12/26/02

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30178-00-00	UTAH 36-1-2	Gas Well	P	36	14	S	9	E
43-007-30341-00-00	UTAH 36-135	Gas Well	P	36	15	S	9	E
43-007-30343-00-00	UTAH 36-136	Gas Well	P	36	15	S	9	E
43-007-30342-00-00	UTAH 36-137	Gas Well	P	36	15	S	9	E
43-007-30315-00-00	UTAH 36-162	Gas Well	P	36	14	S	8	E
43-007-30316-00-00	UTAH 36-163	Gas Well	P	36	14	S	8	E
43-007-30317-00-00	UTAH 36-164	Gas Well	P	36	14	S	8	E
43-007-30318-00-00	UTAH 36-165	Gas Well	P	36	14	S	8	E
43-007-30144-00-00	UTAH 36-9-5	Gas Well	P	36	14	S	9	E
43-015-30341-00-00	UTAH 4-280	Gas Well	P	4	16	S	9	E
43-015-30342-00-00	UTAH 4-282	Gas Well	P	4	16	S	9	E
43-007-30384-00-00	UTAH 5-205	Gas Well	P	5	15	S	9	E
43-007-30269-00-00	UTAH 5-94	Gas Well	P	5	15	S	10	E
43-007-30270-00-00	UTAH 5-95	Gas Well	P	5	15	S	10	E
43-007-30271-00-00	UTAH 5-96	Gas Well	P	5	15	S	10	E
43-007-30217-00-00	UTAH 6-38	Gas Well	P	6	15	S	10	E
43-007-30218-00-00	UTAH 6-39	Gas Well	P	6	15	S	10	E
43-007-30219-00-00	UTAH 6-40	Gas Well	P	6	15	S	10	E
43-007-30254-00-00	UTAH 6-41	Gas Well	P	6	15	S	10	E
43-007-30235-00-00	UTAH 7-57	Gas Well	P	7	15	S	10	E
43-007-30236-00-00	UTAH 7-58	Gas Well	P	7	15	S	10	E
43-007-30237-00-00	UTAH 7-59	Gas Well	P	7	15	S	10	E
43-007-30238-00-00	UTAH 7-60	Gas Well	P	7	15	S	10	E
43-007-30275-00-00	UTAH 8-100	Gas Well	P	8	15	S	10	E
43-007-30410-00-00	UTAH 8-230	Gas Well	P	8	15	S	9	E
43-007-30272-00-00	UTAH 8-97	Gas Well	P	8	15	S	10	E
43-007-30285-00-00	UTAH 8-98X	Gas Well	P	8	15	S	10	E
43-007-30274-00-00	UTAH 8-99	Gas Well	P	8	15	S	10	E
43-007-30413-00-00	UTAH 9-228	Gas Well	P	9	15	S	9	E
43-007-30414-00-00	UTAH 9-229	Gas Well	P	9	15	S	9	E
43-007-30279-00-00	WILLIAMS 30-78	Gas Well	P	30	14	S	10	E
43-007-30481-00-00	WOOLSTENHULME 05-266	Gas Well	P	5	15	S	10	E
43-015-30250-00-00	UTAH 16-110	Gas Well	Shut In	16	16	S	9	E



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office
7450 Boston Boulevard
Springfield, Virginia 22153

IN REPLY REFER TO
3106.8(932.34)WF

January 16, 2003

NOTICE

ConocoPhillips Company : Oil & Gas Leases
P.O. Box 7500 :
Bartlesville, Oklahoma 74005 :

Merger/Name Change Recognized

Acceptable evidence was received in this office on January 14, 2003, concerning the change of name of Phillips Petroleum Company to **ConocoPhillips Company** and the merger of **Conoco Incorporated** into **ConocoPhillips Company** on Federal oil and gas leases, with **ConocoPhillips Company** being the surviving entity.

The Secretary of the State of Delaware certified the effective date of this merger effective December 31, 2002.

The oil and gas lease files identified on the enclosed exhibit have been noted to the merger. The exhibit was compiled from a list of leases obtained from your list of leases. Eastern States has not abstracted the lease files to determine if the entities affected by this merger hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of this merger and name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

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

By Operation of law the name of the principal on Nationwide Oil and Gas Bond held by Conoco Incorporated (ES0085) has been changed to ConocoPhillips Company.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/ Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning, Use
and Protection

bc: JFO, BLM State Offices, MMS, ES RF, 930 RF, ES-932:
Bforbes:wbf:01/16/03:440-1536/ConocoPhillips Co

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed, effective: **12-31-02**

FROM: (Old Operator):	TO: (New Operator):
PHILLIPS PETROLEUM COMPANY	CONOCOPHILLIPS COMPANY
Address: 980 PLAZA OFFICE	Address: P O BOX 2197, WL3 4066
BARTLESVILLE, OK 74004	HOUSTON, TX 77252
Phone: 1-(918)-661-4415	Phone: 1-(832)-486-2329
Account No. N1475	Account No. N2335

CA No. **Unit: DRUNKARDS WASH**

WELL(S)

NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
USA 10-317	10-16S-09E	43-015-30352	11256	FEDERAL	GW	P
USA 10-363	10-16S-09E	43-015-30419	11256	FEDERAL	GW	P
USA 10-362	10-16S-09E	43-015-30424	11256	FEDERAL	GW	P
USA 10-364	10-16S-09E	43-015-30425	11256	FEDERAL	GW	P
USA 11-314	11-16S-09E	43-015-30353	11256	FEDERAL	GW	P
USA 11-315	11-16S-09E	43-015-30354	11256	FEDERAL	GW	P
USA 11-316	11-16S-09E	43-015-30355	11256	FEDERAL	GW	P
UTAH 17-367	17-16S-09E	43-015-30281	11256	STATE	GW	P
UTAH 17-368	17-16S-09E	43-015-30283	11256	STATE	GW	P
UTAH 17-369	17-16S-09E	43-015-30284	11256	STATE	GW	P
UTAH 17-370	17-16S-09E	43-015-30293	11256	STATE	GW	P
UTAH 18-371	18-16S-09E	43-015-30295	11256	STATE	GW	P
UTAH 18-372	18-16S-09E	43-015-30297	11256	STATE	GW	P
UTAH 18-373	18-16S-09E	43-015-30298	11256	STATE	GW	P
UTAH 31-175 (CA UTU-77380)	31-16S-09E	43-015-30317	11256	STATE	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 01/08/2003
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 01/08/2003
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 02/03/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5. If **NO**, the operator was contacted contacted on: _____

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

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/14/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003

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

The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 02/12/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 02/12/2003

3. Bond information entered in RBDMS on: N/A

4. Fee wells attached to bond in RBDMS on: N/A

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 8140-60-24

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 8015-16-69

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 6196922

2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:



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

April 2, 2008

CERTIFIED MAIL NO.: 7004 2510 0004 1824 5582

Ms. Jean Semborski
ConocoPhillips Company
P.O. Box 851
Price, Utah 84501

Re: Utah 31-175 API 43-015-30317 16S 9E 31
Extended Shut-in and Temporarily Abandoned Well Requirements for Fee
or State Leases

Dear Ms. Semborski,

As of January 2008, ConocoPhillips has one (1) State Lease Well (Attachment A) that is in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status. Wells SI/TA beyond twelve (12) consecutive months require filing of a Sundry Notice in accordance with R649-3-36-1 for Utah Division of Oil, Gas & Mining ("Division") approval. Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon showing of good cause by the operator (R649-3-36-1.3.3).

For extended SI/TA consideration the operator shall provide the Division with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).



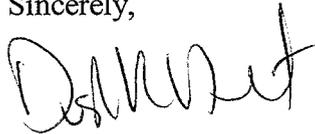
Page 2
April 2, 2008
Ms. Semborski

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/js

Enclosure

cc: Jim Davis, SITLA
Operator Compliance File
Well File

Attachment A

	Well Name	Location	API	Lease Type	Years Inactive
1	Utah 31-175	NENE Sec 14-T29S-R24E	43-015-30317	State	1 Year 4 Months



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

June 3, 2014

Certified Mail No.7003 2260 0003 2358 6991

Ms. Donna Williams
ConocoPhillips Company
600 N. Dairy Ashford Rd
Houston, TX 77079-1175

43 015 30317
Utah 31-175
16S 9E 31

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases

Dear Ms. Donna Williams:

As of April 2014, ConocoPhillips Company has three (3) State Lease Wells and one (1) Fee Lease Well (see attachment A) that are currently in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT.



Page 2
ConocoPhillips Company
June 3, 2014

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js

cc: Compliance File
Well File
LaVonne Garrison, SITLA

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A

	Well Name	API	LEASE	Years Inactive
1	UTAH 09-1237	43-007-31109	ML-45187	2 years 7 months
2	CRITCHLOW 34-868	43-007-31325	FEE	2 years 4 months
→ 3	UTAH 31-175	43-015-30317	ML-43416	2 years 4 months
4	UTAH 02-404	43-007-30608	ML-47795	2 years 1 month

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-43416
1. TYPE OF WELL Gas Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY	7. UNIT or CA AGREEMENT NAME: DRUNKARDS WASH
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	8. WELL NAME and NUMBER: UTAH 31-175
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0897 FNL 1731 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 31 Township: 16.0S Range: 09.0E Meridian: S	9. API NUMBER: 43015303170000
9. FIELD and POOL or WILDCAT: DRUNKARDS WASH	COUNTY: EMERY
9. STATE: UTAH	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: 6/30/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input checked="" type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text" value="Plans"/>

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

ConocoPhillips Company is in receipt of your letter dated June 3, 2014 regarding the shut in status of the above well. The well is currently being reviewed for any potential downhole. Upon review and if no further potential exists, it is our intent to plug and abandon the well before December 1, 2014 with an approved NOI.

REQUEST DENIED
Utah Division of
Oil, Gas and Mining

Date: August 28, 2014

By: Donna Williams

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 6/30/2014	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43015303170000

Please provide an explanation and supporting data showing that the well has integrity as required by R649-3-36-1.3 in addition to the information provided for extended SI/TA consideration.



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

February 10, 2015

CERTIFIED MAIL NO. 7011 2970 0001 8828 0958

Ms. Donna Williams
ConocoPhillips Company
P.O. Box 51810
Midland, TX 79710-1810

43 015 30317
Utah 31-175
31 165 9E

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases

Dear Ms. Williams:

As of January 2015, ConocoPhillips Company (ConocoPhillips) has two (2) State Lease Wells (see attachment A) that are currently in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status.

The Division is currently working with ConocoPhillips concerning the Utah 31-175 well. Please also address the Utah 22-568 well as required by rule R649-3-36 below.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT



Page 2
ConocoPhillips Company
February 10, 2015

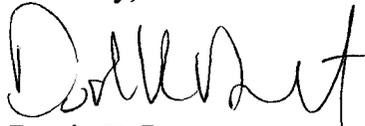
Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

All Submittals should be sent via ePermit

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js

cc: Compliance File
Well File
LaVonne Garrison, SITLA

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A



	Well Name	API	LEASE	Years Inactive
1	UTAH 31-175	43-015-30317	ML-43416	3 years 1 month
2	UTAH 22-568	43-015-30534	ML-48209	1 year 3 months

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: ML-43416	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
7. UNIT or CA AGREEMENT NAME: DRUNKARDS WASH	
8. WELL NAME and NUMBER: UTAH 31-175	
9. API NUMBER: 43015303170000	
9. FIELD and POOL or WILDCAT: DRUNKARDS WASH	
COUNTY: EMERY	
STATE: UTAH	
1. TYPE OF WELL Gas Well	
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY	
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	
PHONE NUMBER: 432 688-6943 Ext	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0897 FNL 1731 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 31 Township: 16.0S Range: 09.0E Meridian: S	

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: 3/9/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input checked="" type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Status"/>

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

As per the letter of February 10, 2015 regarding ConocoPhillips Company shut in wells: Please be advised that it is the intent of COP to submit a notice of intent to plug and abandon the above well with the planned execution time of July 2015.

Approved by the
April 14, 2015
Oil, Gas and Mining

Date: _____
By: Donna Williams

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 3/9/2015	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
5. LEASE DESIGNATION AND SERIAL NUMBER: ML-43416	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME: DRUNKARDS WASH	8. WELL NAME and NUMBER: UTAH 31-175
1. TYPE OF WELL Gas Well	9. API NUMBER: 43015303170000
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY	9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	PHONE NUMBER: 432 688-6943 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0897 FNL 1731 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 31 Township: 16.0S Range: 09.0E Meridian: S	COUNTY: EMERY STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<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 checked="" 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 type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 12/4/2014			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

Workover: 12/2-4/2014: MIRU. RIH w/plug and set at 2450'.
 Pressure test csg to 950# for 45 minutes. Witnessed by DOGM representative. ConocoPhillips Company respectfully request continued TA status on the above well. It is currently being evaluated for either a workover to enhance production or plug & abandon. The TA status is being requested for 1 year for said evaluation. Copy of chart is attached.

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

Date: April 14, 2015

By: 

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 12/8/2014	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43015303170000

Periodic monitoring of casing pressures and fluid levels should be conducted until such time a decision has been made and the well returned to production or plugged and abandoned to ensure ongoing integrity and that the well remains in a static state.

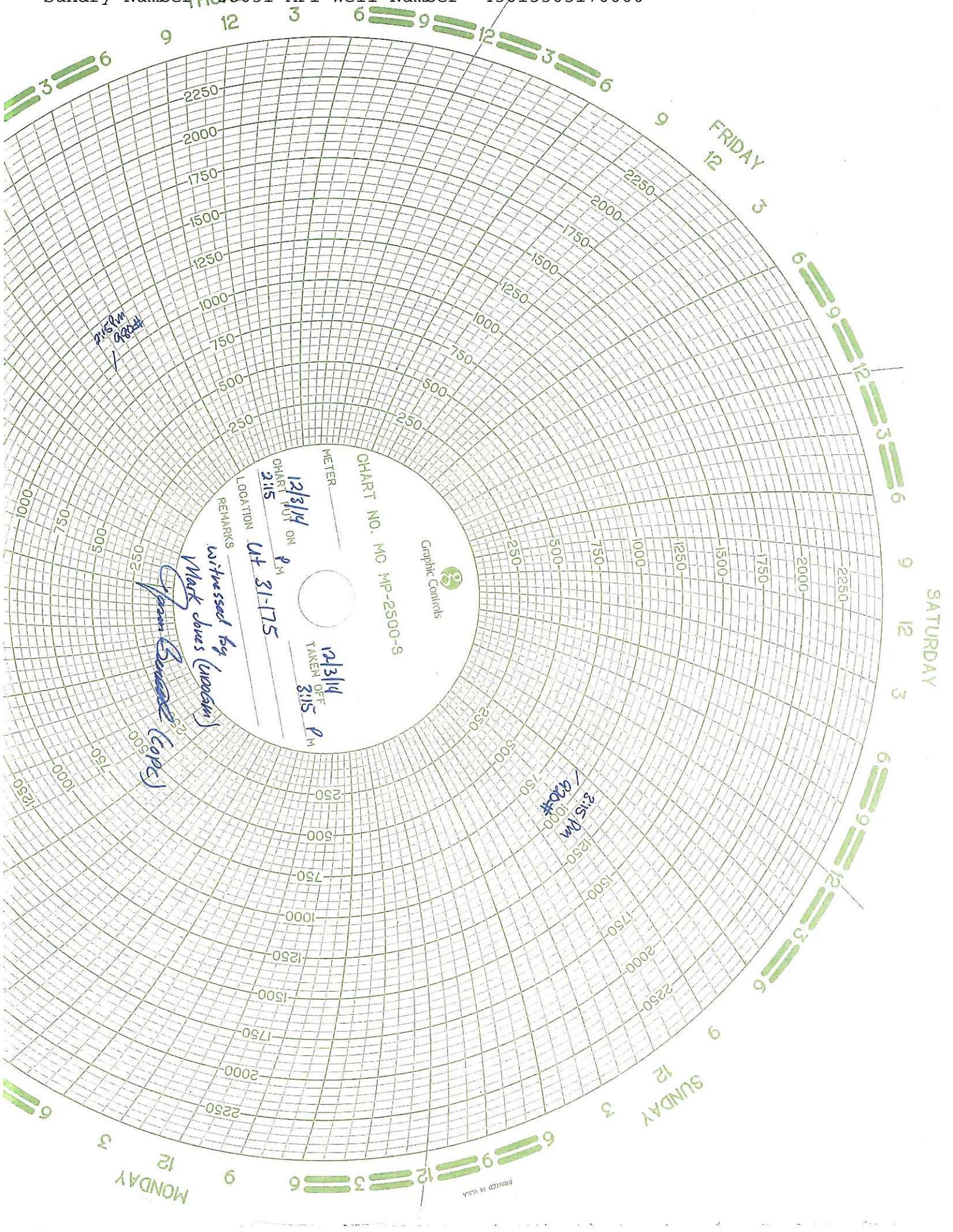


CHART NO. MC MP-2500-3

METER _____

CHART 12/31/14 ON 2:15 PM

LOCATION Ut 31-175

REMARKS witnessed by Mark Jones (witness)

Graphic Controls

12/31/14 OFF 3:15 PM

TAKEN

2:15 PM / 9:00 AM

2:15 PM / 9:00 AM

from Sunday (copy)

MONDAY

SUNDAY

SATURDAY

FRIDAY

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-43416
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: DRUNKARDS WASH
1. TYPE OF WELL Gas Well		8. WELL NAME and NUMBER: UTAH 31-175
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY		9. API NUMBER: 43015303170000
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810		9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0897 FNL 1731 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 31 Township: 16.0S Range: 09.0E Meridian: S		COUNTY: EMERY
		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: 7/1/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input checked="" type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

ConocoPhillips Company respectfully request approval to plug and abandon the above well as per the attached procedure. It is our intent to begin this work pending government approval in July 2015.

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

Date: May 07, 2015
 By: *Donna Williams*

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 4/29/2015	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43015303170000

- 1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dan Jarvis at 801-538-5338.**
- 2. All balanced plugs shall be tagged to ensure they are at the depths specified in the procedure.**
 - 3. All annuli shall be cemented from a minimum depth of 100' to the surface.**
 - 4. Surface reclamation shall be done in accordance with R649-3-34 – Well Site Restoration.**
 - 5. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.**
- 6. If there are any changes to the procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (ofc) or 801-733-0983 (home) prior to continuing with the procedure.**
- 7. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.**

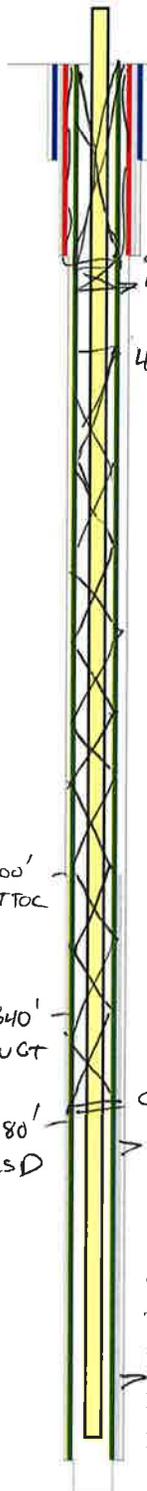
Wellbore Diagram

API Well No: 43-015-30317-00-00 **Permit No:** **Well Name/No:** UTAH 31-175
Company Name: CONOCOPHILLIPS COMPANY
Location: Sec: 31 T: 16S R: 9E Spot: NENW
Coordinates: X: 503520 Y: 4360459
Field Name: DRUNKARDS WASH
County Name: EMERY

String Information

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)	Capacity (G/C/F)
HOL1	43	14.75			
COND	43	12.75			
HOL2	313	11			
SURF	313	8.625	24	313	
HOL3	2755	7.875			
PROD	2755	5.5	17	2755	7.661
TI	2710	2.875			

Handwritten notes:
 $7\frac{7}{8}'' \times 5\frac{1}{2}'' (108) \rightarrow 4.094$
 $8\frac{5}{8}'' \times 5\frac{1}{2}'' \rightarrow 5.192$



Conductor: 12.75 in. @ 43 ft.
 Hole: 14.75 in. @ 43 ft.
 Cement from 313 ft. to surface
 Surface: 8.625 in. @ 313 ft.
 Hole: 11 in. @ 313 ft.

Plug #2
 [IN] $420' / (1.15) (7.661) = 485x$
 [OUT] $107' / (1.15) (4.094) = 235x$
 $313' / (1.15) (5.192) = 535x$
 (1245x)
 Propose 465x IN
 1025x out ✓ OK

Cement Information

String	BOC (ft sub)	TOC (ft sub)	Class	Sacks
PROD	2755	1600	PC	284
PROD	2755	1600 EST	TR	77
SURF	313	0	G	125

Perforation Information

Top (ft sub)	Bottom (ft sub)	Shts/Ft	No Shts	Dt Squeeze
2616	2670			
2484	2492			

Formation Information

Formation	Depth
BLUGT	2340
TNUNK	2341
FRSD	2480

Cement from 2755 ft. to 1600 ft.
 Tubing: 2.875 in. @ 2710 ft.
 Production: 5.5 in. @ 2755 ft.
 Hole: 7.875 in. @ 2755 ft.
 Hole: Unknown

TD: 2827 **TVD:** **PBTD:** 2755



Utah 31-175
Well Intervention Procedure
RBU

Drunkards Wash
Carbon County, Utah

Plug and Abandon Procedure
Subsurface Component

Prepared By:

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Distribution:

COP Engineering Supervisor
COP Asset Production Supervisor
COP Asset Projects Supervisor
COP Asset SS Project Lead
COP Asset SS P&S
Selected Service Companies

Approvals:

- The undersigned have reviewed and approved this procedure:

Title	Name	Signature	Date
Production Engineer	Beau Moore		
Production Engineering Supervisor	Luis Campos		
Asset Production Foreman	Gilbert Vasquez		
Asset Projects Foreman	Shaun Hammer		
SEE ALSO: STATE APPROVALS			

Work Summary:

The Utah 31-175 has been found to be incapable of producing economic volumes from the currently perforated intervals, and the well has no further downhole potential. The intent is to plug and abandon the well by setting a cast iron bridge plug with a cement cap, followed by sufficiently cementing the casing annulus to surface.

Safety:

- All Contractors will be current with the following training prior to coming onsite for any work activity:
 - Contractor Basic Safety Orientation – Safeland USA or OSHA (10 hr)
 - Safety Leadership Seminar – COP (2 day for supervisors, 1 day for non-supervisors)
 - Field Safety Orientation – COP
 - H2S Compliance - COP (L48 06 S25-PR)
- Ensure all personnel participate in Rockies OTZ Program or a COP accepted equivalent.
- Ensure all personnel participate in daily JSA's / Hazard ID, Go Card, and 8 Lifesaving rules at the beginning of each day and as each job scope changes.
- Ensure all personnel follow all COP L48, MCBU, Rockies - L1 & L2 procedures including L48 HSE Handbook.
- Ensure all personnel are wearing proper PPE at all times. H2S Gas Detection Monitors Required.
- Ensure Muster Points are established and changed with weather / wind conditions. Wind Socks Required.
- Ensure all MSDS sheets are reviewed and available to all personnel on location for any fluids / chemicals on location.
- Ensure an Emergency Contact List with phone numbers is posted onsite.
- Ensure location access requires sign in of all personnel (JSA), and access to site is restricted during hazardous conditions.
- Ensure all personnel check in with Project Lead or designee upon arrival onsite.
- Use spill containment measures on all potential fuel, oil, chemical, and produced water contamination sources.

Objective:

- Complete the job with 0 recordable incidents and 0 environmental spills.
- Plug the well per COP and State of Utah guidelines.

Pump: N/A.

Tubing: 2-7/8" 6.5#, J-55 set at 2640'.

Rods: N/A.

Surface Equipment: N/A – flowlines are still in place.

Expense Charge Code:

To be submitted.

Well Control:

- Operations per the standards set within the COP Well Control Manual (Document # WE-MN-DRL-003)
 - Wells Excellence Document Library
 - <http://sptupks.conocophillips.net/sites/wellsexcell/WL/WORKGROUP%20LIBRARY/Well%20Control%20Manual.pdf>
- Ensure current BOPE shop test documentation is inspected upon BOPE delivery to site – save to WV.
- **Well will require 1 barrier for Category 1, see bold text below.**
- Well Category Requirement

Well Type	H ₂ S ROE (@100ppm) <50ft	H ₂ S ROE (@100ppm) >50ft	Water or Sensitive Location
Incapable of Sustained Flow	Category 1	Category 2	Category 2
Rate < 500 MSCFD and 100BPD	Category 1	Category 2	
500MSCFD<Rate<3000MSCFD or 100BPD<Rate<500BPD	Category 2	Category 2	
Rate>3000MSCFD or 500 BPD			

- Well Barrier Requirement

Category 1 Well Low Rate Low H ₂ S	<ul style="list-style-type: none"> • One barrier tested opposite the direction of flow, or • One barrier tested in the direction of flow to the maximum available wellbore pressure
Category 2 Well Intermediate Rate High H ₂ S	<ul style="list-style-type: none"> • Two barriers tested opposite the direction of flow, or • One barrier tested in the direction of flow to the maximum available wellbore pressure at the barrier set depth and one barrier tested from above • For wells incapable of generating 1000 psi differential against a <i>full</i> column of gas, one barrier tested in the direction of flow to the maximum well differential.
Category 3 Well High Rate Sensitive Areas	<ul style="list-style-type: none"> • Two barriers tested in direction of flow, or • For wells incapable of generating 1000 psi differential against a <i>full</i> column of gas, one barrier tested in the direction of flow to the maximum well differential and one barrier tested opposite to the direction of flow.

- BOPE Requirement

Class 1	<ul style="list-style-type: none"> • Land wells with a MPSP of 1000 psi or less, not located in a designated "sensitive area". • Manual BOPs may be used if the calculated 100 ppm H₂S ROE is less than the length of the closing handles. Otherwise, hydraulic BOPE is required.
Class 2	Wells with surface blowout preventers and a MPSP of 1000 psi to 3000 psi. <ul style="list-style-type: none"> • Manual BOPs may be used if the 100 ppm H₂S ROE is less than the closing handle length of the BOPs. For all other conditions, hydraulic BOPs are required. • Hydraulic BOPE is required for water locations or designated "sensitive areas".
Class 3	Wells with surface blowout preventers and a MPSP of 3000 psi to 5000 psi.
Class 4	Wells with surface blowout preventers and a MPSP of more than 5000 psi.
Class 5	Wells with subsea blowout preventers.

Well Information:

API Number	4301530317		
County	Carbon	Ground Elevation	6181'
Section	31	KB	10'
Township	16S	Measured Depth (KB)	2827'
Range	9E	PBTD (KB)	2755'
Latitude (DMS)	39° 23' 37.14" N	Production Interval (KB)	2484-2670'
Longitude (DMS)	110° 57' 30.24" W	SITP / SICP (psi)	240/240 max (Current: 8)

Tubular Information:

	OD (in)	Depth (ft KB)	ID / Drift (in)	Weight (#/ft)	Grade	Burst (psi)	Collapse (psi)	Vol (bbl/ft)
Surface	8 5/8	313.0'	8.097 / 7.972	24	J-55	2950	1370	0.0637
Production	5 1/2	2755'	4.950 / 4.767	17	J-55	5320	4910	0.0232
Tubing	2 7/8	2639.5'	2.441 / 2.347	6.5	J-55	7260	7680	0.00579

Tubing Detail:

Item	OD	ID	Wt	Grade	Length
Tubing	2 7/8	2.441	6.50	J-55	2,607.76
Pump Seating Nipple	2 7/8	2.280			1.10
Tubing	2 7/8	2.441	6.50	J-55	30.00
XH X/O	2 7/8				0.65

Perf Detail:

Existing Perfs:	2,484 - 2,492
	2,616 - 2,618
	2,618 - 2,626
	2,660 - 2,670

Well Intervention Procedure:

Our work is never so urgent or important that we cannot take the time to do it safely and in an environmentally prudent manner.

Perform job safety analysis prior to starting work each day and prior to all critical operations.

STAGE 1:

1. Test anchors as needed.
2. LOTO production equipment and production flowlines. Coordinate with production MSO to secure well.
3. MIRU WSU.
4. Check casing/tubing pressure, bleed off any trapped pressure.
5. Kill casing per SOP.
6. ND wellhead.
7. NU BOP and test.
8. POOH w/ 2-7/8" production tubing.
9. RIH w/ scraper to 2470' and POOH.
10. RIH w/ Cast Iron Bridge Plug (CIBP) or Cement Retainer (CR) and set at 2450'.
11. RIH w/ open ended tbg and spot 227 sx Class B cement plug from 2450' to 450'.
12. POOH to 450' and reverse circulate hole clean.
13. POOH and WOC for 4 hours.
14. RIH w/ casing string mill to TOC, ~450' and circulate hole clean. Pressure test csg and cement to 1000 psi for 15 minutes. POOH.
15. RU Wireline (W/L). Perforate 4 squeeze holes at +/- 420' and POOH w/ W/L. Unknown TOC.
16. Establish injection rate down csg and circulate to surface.
17. RIH w/ CR on W/L and set at +/- 400' (correlate to Neutron Density Log dated July 4, 1997).
18. PU stinger and RIH to CR, sting into retainer and pressure test 5-1/2" csg above the retainer to 1000 psi and maintain 1000 psi on annulus during pumping operations. Open surface valves and establish injection rate into perforations looking for circulation to surface. Monitor volume pumped until we get returns to surface. Pump two annular volumes of water (30 bbls) at 3-4 bpm followed by a 20 bbl mud flush.
19. Pump 102 sx (annular volume +50%) of Class B cement with 1% calcium until we get good cement to surface, close the annulus valve and continue pumping cement until a squeeze is obtained or we reach a pump pressure of 500 psi.
20. Back out from CR, reverse circulate hole clean and POOH.
21. Remove stinger and RIH open ended with 2-7/8" tbg. Spot 46 sx of Class B inside the 5-1/2" csg bringing cement to surface. POOH with tbg and LD.
22. ND BOP
23. RDMO WSU. WOC for 4 hours.
24. Connect pump truck to 5-1/2" x 8-5/8" annulus and attempt a pump in test. If we can pump into the annulus, mix 100 sx of Class B and pump into annulus. WOC 4 hours and conduct another pump in test if needed. Re-cement as necessary until we have a cement plug to surface in the 5-1/2" x 8-5/8" csg annulus.
25. Cut csg below surface, install P&A marker.
26. Remove rig anchors and restore location per Utah/BLM requirement.
27. Complete WellView entries for job.

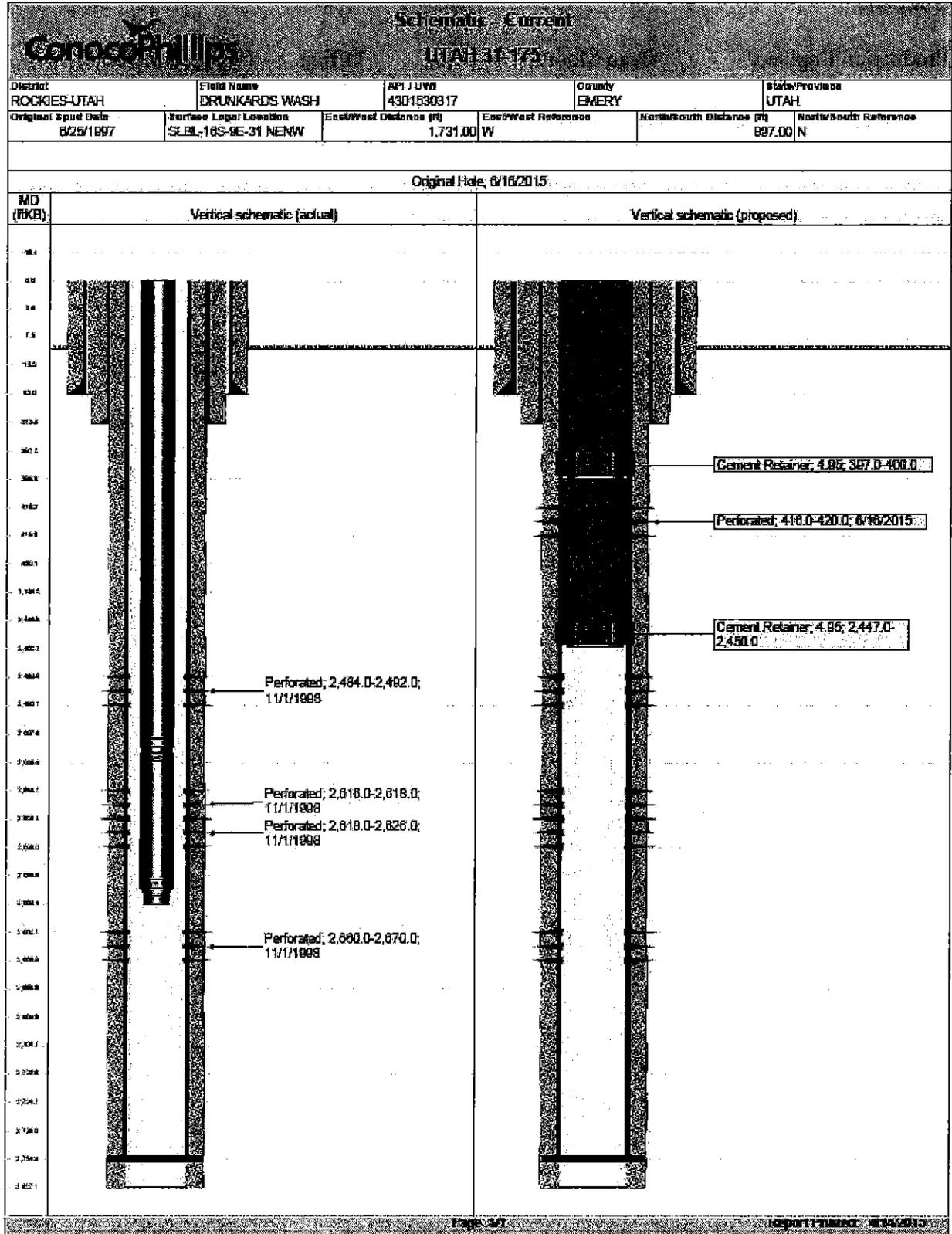
Cement Calculations

Utah 31-175						
Cement Calculations	Interval (ft)	Volume (cuft/ft)	Total Volume (cuft)	Cement Yield (cuft/sk)	Cement Required (sk)	Notes
2450 - 450	2000	0.1305	261	1.15		227 Class B inside 5.5" casing
313 - 0	313	0.1926	60.2838	1.18		52 Class B between 5.5" and 8-5/8" casings
420 - 313	107	0.1733	18.5431	1.18		16 Class B between 5.5" and 7.875" hole
Plus 50% excess in annulus only						34 Class B
Plus additional 150 sk after casing valve is closed						Class B
400 - 0	400	0.1305	52.2	1.15		46 Class B inside 5.5" casing
TOTAL VOLUME			392.0269			375

Cost Estimate

TBD

Wellbore Schematic – Current vs. Proposed



Contacts

Production Engineer	Beau Moore	Office	(303) 268-3750
		Mobile	(307) 277-0339
Project Lead	Jason Bennett	Mobile	(435) 630-4071
Nabors Rig Lead	Travis Gray	Mobile	(435) 823-6844
Reservoir Engineer	Ashlee Ferrel	Office	(832) 486-2731
Project Foreman	Shaun Hammer	Office	(435) 613-2904
		Mobile	(435) 636-5262
Production Foreman	Gilbert Vasquez	Office	(435) 613-2910
		Mobile	(435) 820-6276
PE Supervisor	Luis Campos	Office	(303) 268-3725
		Mobile	(432) 202-6153
Operations Superintendent	Kevin Junso	Office	(435) 613-2903
		Mobile	(406) 891-6403

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-43416
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:
		7. UNIT or CA AGREEMENT NAME: DRUNKARDS WASH
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: UTAH 31-175	
2. NAME OF OPERATOR: CONOCOPHILLIPS COMPANY	9. API NUMBER: 43015303170000	
3. ADDRESS OF OPERATOR: P.O. Box 51810 , Midland, TX, 79710 1810	PHONE NUMBER: 432 688-6943 Ext	9. FIELD and POOL or WILDCAT: DRUNKARDS WASH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0897 FNL 1731 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENW Section: 31 Township: 16.0S Range: 09.0E Meridian: S		COUNTY: EMERY
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 6/8/2015 <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 checked="" 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 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.		
Workover: 6/3-8/2015 MIRU. POOH w/tbg and RIH w/scraper to 2500'. Set CIBP @ 2450 and test. Pump 60 sxs cmt to 1800. Pressure test against cmt 15 minutes @ 1000 psi. good test. Set CIBP @ 450. Pressure test. Shoot 4 shot perfs @ 420'. Set retainer and set at 385. Pump 176 sxs Class G cmt into perfs at 420. unsting from retainer. Pump 3 bbls on top of retainer. POOH to 30' RIH w/wireline and shoot perfs @ 350. Pmp 150 sxs cmt. @ 2 bbls per min @ 1000 psi. Shut surface csg and squeeze 1 bbl. RIH w/6' tbg. Circulate clean. RDMO. Dry hole marker installed.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 06, 2015		
NAME (PLEASE PRINT) Donna Williams	PHONE NUMBER 432 688-6943	TITLE Sr. Regulatory Specialist
SIGNATURE N/A	DATE 7/6/2015	