ConocoPhillips

ConocoPhillips Company
3300 N. 'A' St. Bldg. 6
Midland, TX 79705

November 12, 2007

Utah Division of Oil, Gas, and Mining
1594 W North Temple, Suite 1210
Salt Lake City, Utah 84116

RE: Directional Drilling Request
Utah 29-574D
NENW of 32-16S-8E to the SESE of 29-16S-8E
Emery County, Utah

Ladies and Gentlemen:

ConocoPhillips Company respectfully request approval to directionally drill to approximately 3032.03' northeast of the original surface location. This request is due to the topography which prevented the surface location from being located at that point. We are requesting approval to directionally drill from a surface location of 1157.03 FNL & 1961.21 FWL (NENW) of 32-16S-8E to a proposed bottomhole location of 894 FSL & 4194 FWL (SESE) of 29-16S-8E. Furthermore, COP is the owner/operator of a radius of 460' along the terminus of the entire lateral to be drilled.

Should you have any questions, or need additional information, please do not hesitate to contact me at 432-688-6943.

Sincerely,

Donna Williams
Sr. Regulatory Specialist

ConocoPhillips

ConocoPhillips Company
3300 N. 'A' St. Bldg. 6
Midland, TX 79705

November 12, 2007

Utah Division of Oil, Gas, and Mining
P.O. Box 145801
Salt Lake City, Utah 84114

Location Exception Request
Utah 29-574D
Surf: 1157.03 FNL & 1961.21 FWL (NENW) of 32-16S-8E
BHL: 894 FSL & 4194 FWL (SESE) of 29-16S-8E
Emery County, Utah

Ladies and Gentlemen:

Pursuant to Utah Code R649-3-2, ConocoPhillips Company hereby respectfully requests administrative approval for a location exception for the referenced well due to topography issues that prevented the well from being spotted within the center of the 40 acre spacing unit. Furthermore, COP is 100% owner/operator of all tracts within a radius of 460' from the proposed well.

Should you have any questions, or need additional information, please do not hesitate to contact me at 432-688-6943.

Sincerely,

Donna J. Williams
Sr. Regulatory Specialist

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

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

5. MINERAL LEASE NO: BHL: ML-48223
6. SURFACE: State

1A. TYPE OF WORK: DRILL ☑ REENTER ☐ DEEPEN ☐

7. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A

B. TYPE OF WELL: OIL ☐ GAS ☑ OTHER _____ SINGLE ZONE ☒ MULTIPLE ZONE ☐

8. UNIT or CA AGREEMENT NAME: N/A

2. NAME OF OPERATOR: ConocoPhillips Company

9. WELL NAME and NUMBER: Utah 29-574D

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710
PHONE NUMBER: (432) 688-6943

10. FIELD AND POOL, OR WILDCAT: ~~Undesignated~~ Buzzard Bench

4. LOCATION OF WELL (FOOTAGES) 495651 X 4360128 X 39.392515 -111.050506
AT SURFACE: 1157.03 FNL & 1961.21 FWL (NENW) of 32-16S-8E
AT PROPOSED PRODUCING ZONE: 894 FSL & 4194 FWL (SESE) of 29-16S-8E
496330 X 4360752 Y 39.398142 -111.042620

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E
132

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: Approximately 5 miles northwest of Huntington, Utah

12. COUNTY: Emery
13. STATE: UTAH

15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET): +/-400' (BHL)
16. NUMBER OF ACRES IN LEASE: 40
17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40

18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET): +/-2000'
19. PROPOSED DEPTH: 5,700
20. BOND DESCRIPTION: Statewide

21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 6848.2'
22. APPROXIMATE DATE WORK WILL START: 1/1/2008
23. ESTIMATED DURATION: 30 days

24. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT		
17 1/2"	13 3/8	H40	40.5#	60			
12 1/4"	9 5/8"	J55/K55	36#	400	245 sxs G + 2% CC	1.16 cu ft/sk	15.8 ppg
8 1/2"	5 1/2"	M80	15.5#	5,700	Lead: 35 sxs 35/65 G	2.21 cu ft/sk	12.0pg
					Tail: 140 sxs G	1.16 cu ft/sk	14.2 ppg
					DV tool @ +/-4000'		
					Lead: 515 sxs 35/65	2.21 cu ft/sk	12.0 ppg
					Tail 100 sxs RFC G	1.16 cu ft/sk	14.2 ppg

25. **ATTACHMENTS**

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

☐ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
☐ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER
☐ COMPLETE DRILLING PLAN
☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Donna Williams
TITLE Sr. Regulatory Specialist
SIGNATURE
DATE 11/12/2007

(This space for State use only)

Approved by the
Utah Division of
Oil, Gas and Mining

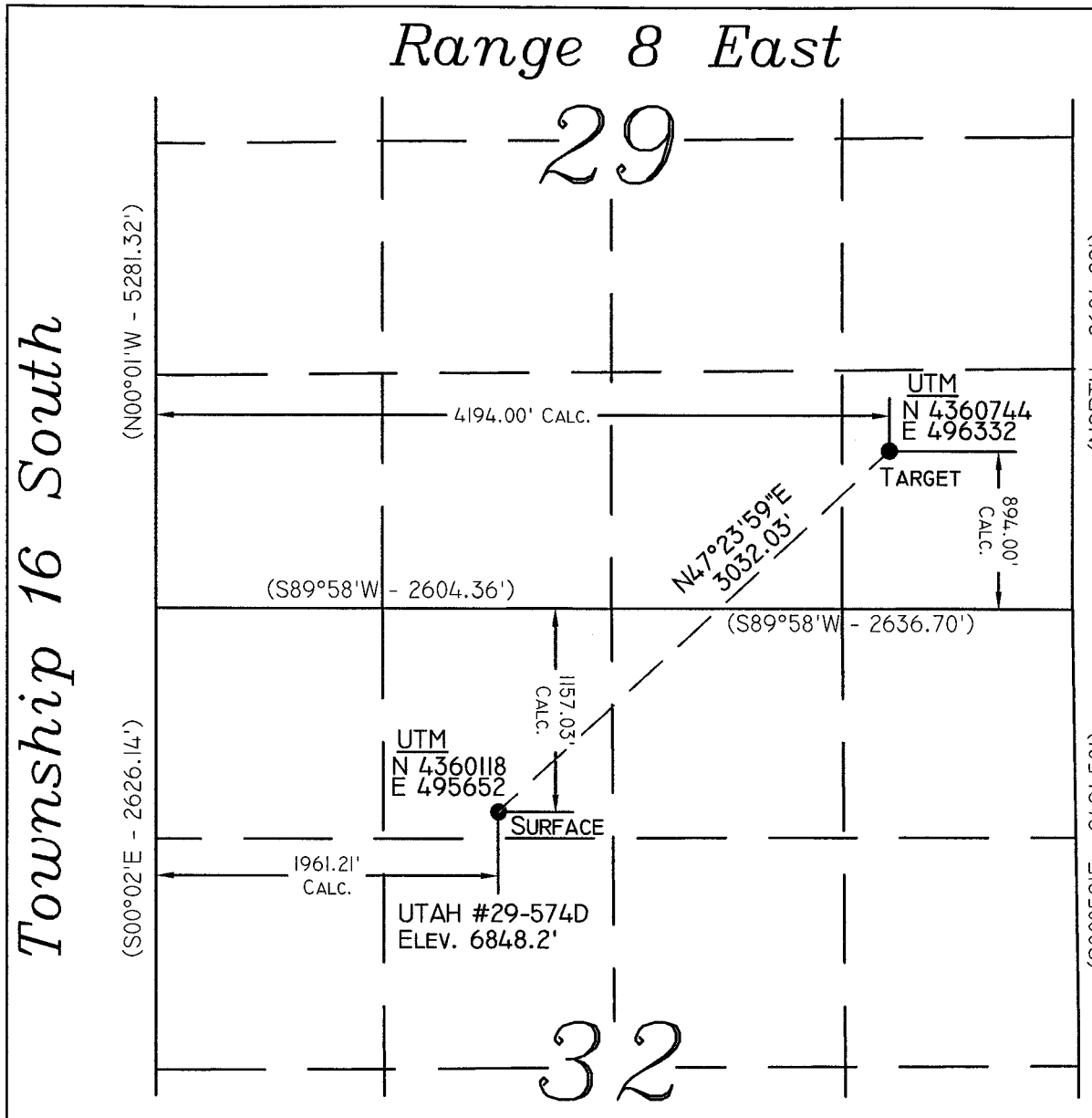
RECEIVED
NOV 13 2007
DIV. OF OIL, GAS & MINING

API NUMBER ASSIGNED: 43-015-30735

APPROVAL:

Date: 01-08-08
(See Instructions on Reverse Side)
By:

(11/2001)



Location:
The well location was determined using a Trimble 5700 GPS survey grade unit.

Basis of Bearing:
The Basis of Bearing is GPS Measured.

GLO Bearing:
The Bearings indicated are per the recorded plat obtained from the U.S. Land Office.

Basis of Elevation:
Basis of Elevation of 6538' being at the Northeast Section Corner of Section 5, Township 17 South, Range 8 East, Salt Lake Base and Meridian, as shown on the Hiawatha Quadrangle 7.5 minute series map.

Description of Location:
Surface
Proposed Drill Hole located in the NE/4 NW/4 of Section 32, T16S, R8E, S.L.B.&M., being South 1157.03' from North Line and East 1961.21' from West Line of Section 32, T16S, R8E, Salt Lake Base & Meridian.

Target
Proposed Target located in the SE/4 SE/4 of Section 29, T16S, R8E, S.L.B.&M., being North 894.00' from South Line and East 4194' from West Line of Section 29, T16S, R8E, Salt Lake Base & Meridian.

Surveyor's Certificate:
I, Albert J. Spensko, a Registered Professional Land Surveyor, holding Certificate 146652 State of Utah, do hereby certify that the information on this drawing is a true and accurate survey based on data of record and was conducted under my personal direction and supervision as shown hereon.

Registered Professional Land Surveyor
10/12/07
No. 146652
Albert J. Spensko
State of Utah

TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talon @ etv.net

Legend
- Drill Hole Location
- Metal Cap (Found)
- Brass Cap (Searched for, but not found)
- Calculated Corner
- ( ) GLO

GPS Measured

NOTES:
1. UTM and Latitude / Longitude Coordinates are derived using a GPS Pathfinder and are shown in NAD 27 Datum.

SURFACE	TARGET
LAT / LONG	LAT / LONG
39°23'32.721"N	39°23'53.039"N
111°03'01.769"W	111°02'33.354"W

GRAPHIC SCALE
0 500' 1000'
(IN FEET)
1 inch = 1000 ft.

ConocoPhillips

ConocoPhillips Company
WELL UTAH #29-574D
Section 32, T16S, R8E, S.L.B.&M.
Emery County, Utah

Drawn By: N. BUTKOVICH	Checked By: L.W.J./A.J.S.
Drawing No. A-1	Date: 10/11/07
	Scale: 1" = 1000'
Sheet 1 of 4	Job No. 3105-B

EXHIBIT "D"
DRILLING PROGRAM

Attached to Form 3
ConocoPhillips Company
Utah 29-574D
Surf: 1157 FNL & 1961.21 FWL
NENW of 32-16S-8E
BHL: 894 FSL & 4194 FWL
SESE of 29-16S-8E
Emery County, Utah

1. The Surface Geologic Formation

   Mancos Shale

2. Estimated Tops of Important Geologic Markers

   Blue Gate Shale Top 3860

3. Projected Gas & H2O zones (Ferron Formation)

   Coals and sandstones 4036-4625 TVD

   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 500 psi and Production casing tested to 1500 psi with a minimum of 1 psi/ft of the last casing string depth

4. The Proposed Casing and Cementing Programs

Hole Size	Casing Size	Wt/Ft	Grade	Joint	Depth set
17 ½"	13 3/8"	40.5	H-40	ST&C	0-60
12 ¼"	9 5/8"	36#	J55/K55	ST&C	0-400'
8 ½"	5 ½"	15.5#	M80	LT&C	0-5700' MD

Cementing Program

The 9 5/8" surface casing will be set with approximately 245 sacks Class G or Type V cement with 2% CC + ¼ pps D130 mixed at 15.8 ppg (yield =1.16 ft^3/sx). The cement will be circulated back to surface with 100% excess.

The 5 ½" production casing will be set and cemented using a two stage cementing process .

Cement Program: First Stage: Lead w/35 sxs 35/65 poz, Class G + 6% D20 + .75% D112 + .2% D65 + .2% D46 + .125 pps D130 (12.0 ppg/2.21 cu.ft/sk), Tail w/140 Sxs RFC Class G + .125 pps D130 (14.2 ppg/1.6 cu.ft./sk); DV Tool set at approximately +/- 4000': Second Stage: Lead w/515 sxs 35/65 Poz Class G + 6% D20 + .75% D112 + .2% D65 + .2% D46 + .125 pps D130 (12.0 ppg/2.21 cu.ft./sk), Tail w/100 sxs RFC Class G + .125 pps D130 (14.2 ppg/1.6 cu.ft/sk)

The above cement volumes are approximate and are calculated under the assumption that a gauge hole will be achieved. If the cement does not return to surface, a cement bond log will be run to determine the top of cement. In the case where the cement is below the surface casing shoe, the casing will be perforated and squeeze cemented to the surface. If the cement is above the surface casing shoe, cement will be one-inched to the surface.

Stage 1 DV tool @ 4000
~~35 sx @ 2.21 ft³/sx = 77.35~~
140 sx @ 1.60 " = 224
175 sx = 1.72 ft³/sx 301.35
to 4384' w/0%

Stage 2
515 sx 2.21 ft³/sx = 1138.15
100 sx 1.60 = 160
615 sx @ 2.11 ft³/sx 1298.15
to surf w/6% w/o

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 required pressures. 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

0-400	12 1/4" hole	Drill with air, will mud-up if necessary.
400-TD	8 ½" hole	Drill with air, will mud-up if necessary. 400 psi @ 1400-1600 cfm

7. The Testing, Logging and Coring Programs are as followed

400-TD Gamma Ray, Neutron Porosity, CBL

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 about 1256 psi max., however due to offset production pressures may be much lower. 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 well will be drilled around January 1, 2008

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.

ConocoPhilips

Emery County, Utah
Sec. 32-T16S-R8E
Utah 29-574
Plan #2

Plan: Plan #2 Proposal

Sperry Drilling Services

Proposal Report

02 July, 2007

Well Coordinates: 6,947,782.53 N, 1,767,163.37 E (39° 23' 33.12" N, 111° 03' 05.44" W)
Ground Level: 6,836.00 ft

Local Coordinate Origin:	Centered on Well Utah 29-574
Viewing Datum:	RKB @ 6850.00ft (Original Well Elev)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet

Geodetic Scale Factor Applied
Version: 2003.14 Build: 57

HALLIBURTON

Plan Report for Utah 29-574 - Plan #2 - Plan #2 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
0.00	0.00	48.13	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	48.13	100.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
200.00	0.00	48.13	200.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
300.00	0.00	48.13	300.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
375.00	0.00	48.13	375.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
9 5/8"										
400.00	0.00	48.13	400.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
475.00	0.00	48.13	475.00	0.00	0.00	0.00	0.00	0.00	0.00	48.13
Kickoff at 475.00ft										
500.00	1.00	48.13	500.00	0.15	0.16	0.22	4.00	4.00	0.00	48.13
600.00	5.00	48.13	599.84	3.64	4.06	5.45	4.00	4.00	0.00	0.00
700.00	9.00	48.13	699.08	11.77	13.13	17.64	4.00	4.00	0.00	0.00
800.00	13.00	48.13	797.22	24.50	27.34	36.71	4.00	4.00	0.00	0.00
900.00	17.00	48.13	893.79	41.77	46.61	62.59	4.00	4.00	0.00	0.00
1,000.00	21.00	48.13	988.32	63.50	70.85	95.14	4.00	4.00	0.00	0.00
Build Rate = 4.00°/100ft										
1,100.00	25.00	48.13	1,080.36	89.57	99.94	134.20	4.00	4.00	0.00	0.00
1,200.00	29.00	48.13	1,169.44	119.86	133.74	179.59	4.00	4.00	0.00	0.00
1,300.00	33.00	48.13	1,255.14	154.23	172.09	231.09	4.00	4.00	0.00	0.00
1,400.00	37.00	48.13	1,337.04	192.50	214.80	288.43	4.00	4.00	0.00	0.00
1,500.00	41.00	48.13	1,414.74	234.49	261.65	351.35	4.00	4.00	0.00	0.00
1,503.75	41.15	48.13	1,417.56	236.14	263.49	353.82	4.00	4.00	0.00	0.00
End of Build at 1503.75										
1,600.00	41.15	48.13	1,490.04	278.41	310.65	417.15	0.00	0.00	0.00	0.00
1,700.00	41.15	48.13	1,565.34	322.32	359.66	482.96	0.00	0.00	0.00	0.00
1,800.00	41.15	48.13	1,640.64	366.24	408.66	548.76	0.00	0.00	0.00	0.00
1,900.00	41.15	48.13	1,715.93	410.16	457.66	614.56	0.00	0.00	0.00	0.00
2,000.00	41.15	48.13	1,791.23	454.08	506.67	680.37	0.00	0.00	0.00	0.00
2,100.00	41.15	48.13	1,866.53	497.99	555.67	746.17	0.00	0.00	0.00	0.00
2,200.00	41.15	48.13	1,941.83	541.91	604.67	811.97	0.00	0.00	0.00	0.00
2,300.00	41.15	48.13	2,017.13	585.83	653.68	877.78	0.00	0.00	0.00	0.00
2,400.00	41.15	48.13	2,092.43	629.75	702.68	943.58	0.00	0.00	0.00	0.00
2,500.00	41.15	48.13	2,167.73	673.66	751.69	1,009.38	0.00	0.00	0.00	0.00
2,600.00	41.15	48.13	2,243.03	717.58	800.69	1,075.19	0.00	0.00	0.00	0.00
2,700.00	41.15	48.13	2,318.33	761.50	849.69	1,140.99	0.00	0.00	0.00	0.00
2,800.00	41.15	48.13	2,393.62	805.41	898.70	1,206.79	0.00	0.00	0.00	0.00
2,900.00	41.15	48.13	2,468.92	849.33	947.70	1,272.59	0.00	0.00	0.00	0.00
3,000.00	41.15	48.13	2,544.22	893.25	996.70	1,338.40	0.00	0.00	0.00	0.00
3,100.00	41.15	48.13	2,619.52	937.17	1,045.71	1,404.20	0.00	0.00	0.00	0.00
3,200.00	41.15	48.13	2,694.82	981.08	1,094.71	1,470.00	0.00	0.00	0.00	0.00
41.15 Inclination										
3,300.00	41.15	48.13	2,770.12	1,025.00	1,143.71	1,535.81	0.00	0.00	0.00	0.00
3,400.00	41.15	48.13	2,845.42	1,068.92	1,192.72	1,601.61	0.00	0.00	0.00	0.00
3,500.00	41.15	48.13	2,920.72	1,112.83	1,241.72	1,667.41	0.00	0.00	0.00	0.00
3,600.00	41.15	48.13	2,996.02	1,156.75	1,290.73	1,733.22	0.00	0.00	0.00	0.00
3,700.00	41.15	48.13	3,071.31	1,200.67	1,339.73	1,799.02	0.00	0.00	0.00	0.00
3,800.00	41.15	48.13	3,146.61	1,244.59	1,388.73	1,864.82	0.00	0.00	0.00	0.00
3,900.00	41.15	48.13	3,221.91	1,288.50	1,437.74	1,930.63	0.00	0.00	0.00	0.00
4,000.00	41.15	48.13	3,297.21	1,332.42	1,486.74	1,996.43	0.00	0.00	0.00	0.00
4,100.00	41.15	48.13	3,372.51	1,376.34	1,535.74	2,062.23	0.00	0.00	0.00	0.00
4,200.00	41.15	48.13	3,447.81	1,420.25	1,584.75	2,128.04	0.00	0.00	0.00	0.00
4,300.00	41.15	48.13	3,523.11	1,464.17	1,633.75	2,193.84	0.00	0.00	0.00	0.00
4,400.00	41.15	48.13	3,598.41	1,508.09	1,682.75	2,259.64	0.00	0.00	0.00	0.00
4,500.00	41.15	48.13	3,673.71	1,552.01	1,731.76	2,325.45	0.00	0.00	0.00	0.00
4,600.00	41.15	48.13	3,749.01	1,595.92	1,780.76	2,391.25	0.00	0.00	0.00	0.00
4,700.00	41.15	48.13	3,824.30	1,639.84	1,829.76	2,457.05	0.00	0.00	0.00	0.00
4,800.00	41.15	48.13	3,899.60	1,683.76	1,878.77	2,522.86	0.00	0.00	0.00	0.00
4,852.35	41.15	48.13	3,939.02	1,706.75	1,904.42	2,557.31	0.00	0.00	0.00	0.00

Plan Report for Utah 29-574 - Plan #2 - Plan #2 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
Begin Drop at 4852.35ft										
4,900.00	39.24	48.13	3,975.42	1,727.27	1,927.32	2,588.06	4.00	-4.00	0.00	180.00
4,925.00	38.24	48.13	3,994.92	1,737.71	1,938.98	2,603.70	4.00	-4.00	0.00	-180.00
Build Rate = 4.00°/100ft										
5,000.00	35.24	48.13	4,055.01	1,767.66	1,972.38	2,648.57	4.00	-4.00	0.00	180.00
5,006.10	35.00	48.13	4,060.00	1,770.00	1,975.00	2,652.08	4.00	-4.00	0.00	180.00
End Drop at 5006.10ft - Top of Gas - Utah 29-574 Plan 2 Zone Tgt.										
5,100.00	35.00	48.13	4,136.91	1,805.94	2,015.11	2,705.94	0.00	0.00	0.00	0.00
5,200.00	35.00	48.13	4,218.83	1,844.22	2,057.82	2,763.29	0.00	0.00	0.00	0.00
5,300.00	35.00	48.13	4,300.74	1,882.50	2,100.53	2,820.65	0.00	0.00	0.00	0.00
5,350.00	35.00	48.13	4,341.70	1,901.65	2,121.89	2,849.33	0.00	0.00	0.00	0.00
35.00 Inclination										
5,400.00	35.00	48.13	4,382.66	1,920.79	2,143.25	2,878.01	0.00	0.00	0.00	0.00
5,500.00	35.00	48.13	4,464.58	1,959.07	2,185.96	2,935.37	0.00	0.00	0.00	0.00
5,600.00	35.00	48.13	4,546.49	1,997.35	2,228.68	2,992.72	0.00	0.00	0.00	0.00
5,695.84	35.00	48.13	4,625.00	2,034.04	2,269.62	3,047.70	0.00	0.00	0.00	0.00
Total Depth = 5695.84ft										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	Local Coordinates +E/-W (ft)	Comment
475.00	475.00	0.00	0.00	Kickoff at 475.00ft
1,000.00	988.32	63.50	70.85	Build Rate = 4.00°/100ft
1,503.75	1,417.56	236.14	263.49	End of Build at 1503.75
3,200.00	2,694.82	981.08	1,094.71	41.15 Inclination
4,852.35	3,939.02	1,706.75	1,904.42	Begin Drop at 4852.35ft
4,925.00	3,994.92	1,737.71	1,938.98	Build Rate = 4.00°/100ft
5,006.10	4,060.00	1,770.00	1,975.00	End Drop at 5006.10ft
5,350.00	4,341.70	1,901.65	2,121.89	35.00 Inclination
5,695.84	4,625.00	2,034.03	2,269.61	Total Depth = 5695.84ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	Utah 29-574 Plan 2 Zone Tgt.	48.13	Slot	0.00	0.00	0.00

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
Utah 29-574 Plan 2 Zone Tgt.	4,060.00	1,770.00	1,975.00	Circle
Utah 29-574 Hardline	0.00	0.00	0.00	Polygon

North Reference Sheet for Sec. 32-T16S-R8E - Utah 29-574 - Plan #2

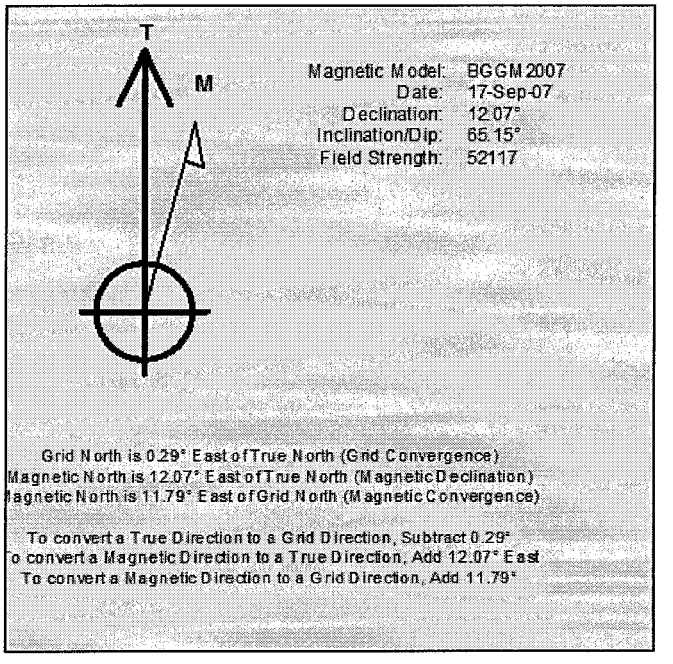
All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
Vertical Depths are relative to RKB @ 6850.00ft (Original Well Elev). Northing and Easting are relative to Utah 29-574
Coordinate System is US State Plane 1983, Utah Central Zone using datum North American Datum 1983, ellipsoid GRS 1980

Projection method is Lambert Conformal Conic (2 parallel)
Central Meridian is -111.50°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°
False Easting: 1,640,416.67ft, False Northing: 6,561,666.67ft, Scale Reduction: 0.99992845

Grid Coordinates of Well: 6,947,782.53 ft N, 1,767,163.37 ft E
Geographical Coordinates of Well: 39° 23' 33.12" N, 111° 03' 05.44" W
Grid Convergence at Surface is: 0.29°

Based upon Minimum Curvature type calculations, at a Measured Depth of 5,695.84ft
the Bottom Hole Displacement is 3,047.70ft in the Direction of 48.13° (Grid).

Magnetic Convergence at surface is: -11.79° (17 September 2007, , BGGM2007)



Project: Emery County, Utah
Site: Sec. 32-T16S-R8E
Well: Utah 29-574
Wellbore: Plan #2
Plan: Plan #2 Proposal

ConocoPhilips

HALLIBURTON

SECTION DETAILS

MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
0.00	0.00	48.13	0.00	0.00	0.00	0.00	0.00	0.00	
475.00	0.00	48.13	475.00	0.00	0.00	0.00	48.13	0.00	
1503.75	41.15	48.13	1417.56	236.14	263.49	4.00	48.13	353.82	
4852.35	41.15	48.13	3939.02	1706.75	1904.42	0.00	0.00	2557.31	
5006.10	35.00	48.13	4060.00	1770.00	1975.00	4.00	180.00	2652.08	
5006.10	35.00	48.13	4060.00	1770.00	1975.00	0.00	0.00	2652.08	Utah 29-574 Plan 2 Zone Tgt.
5695.84	35.00	48.13	4625.00	2034.04	2269.62	0.00	0.00	3047.70	

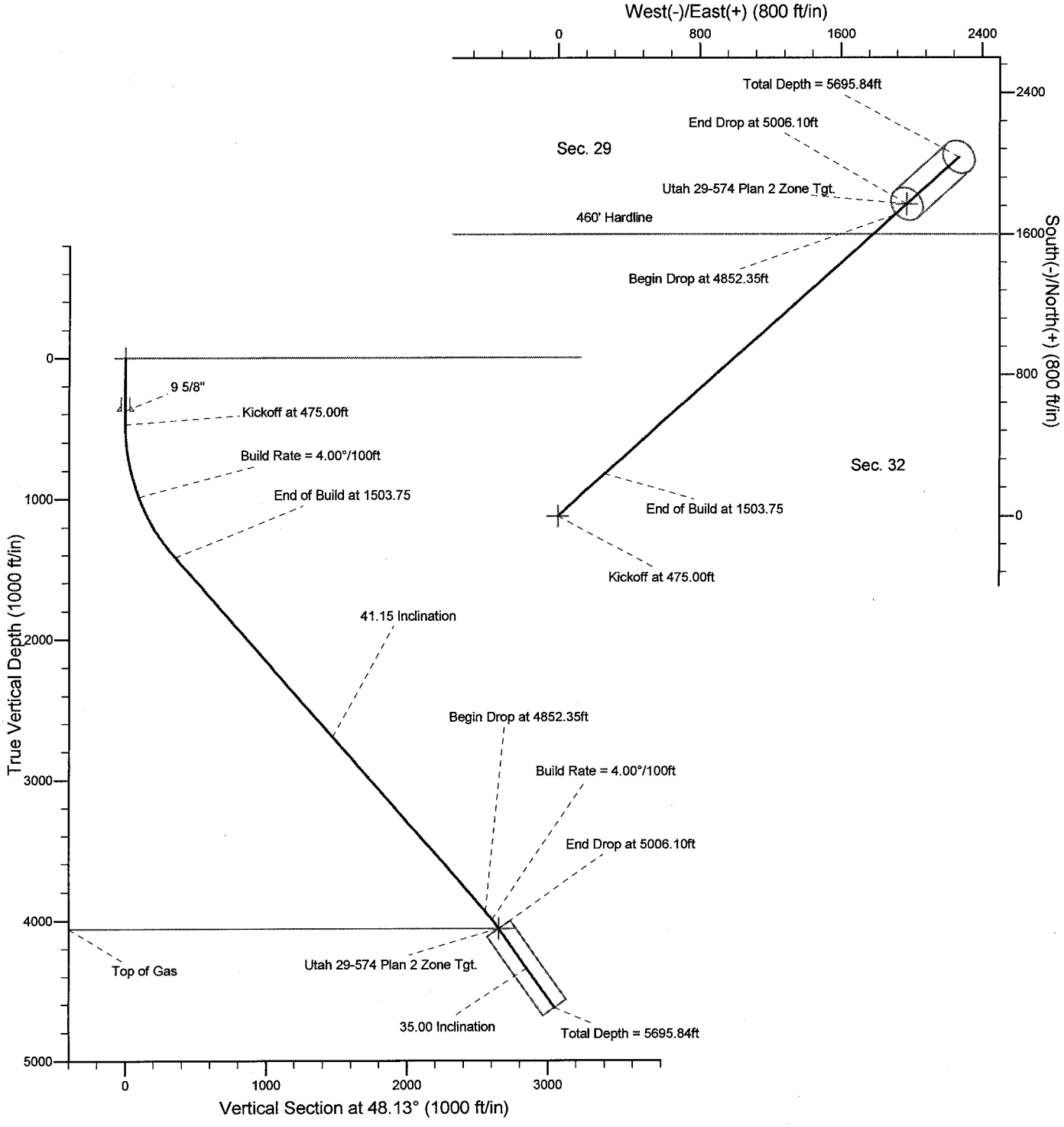


EXHIBIT E

CONOCOPHILLIPS COMPANY

WELL SITE LAYOUT (235' x 175')

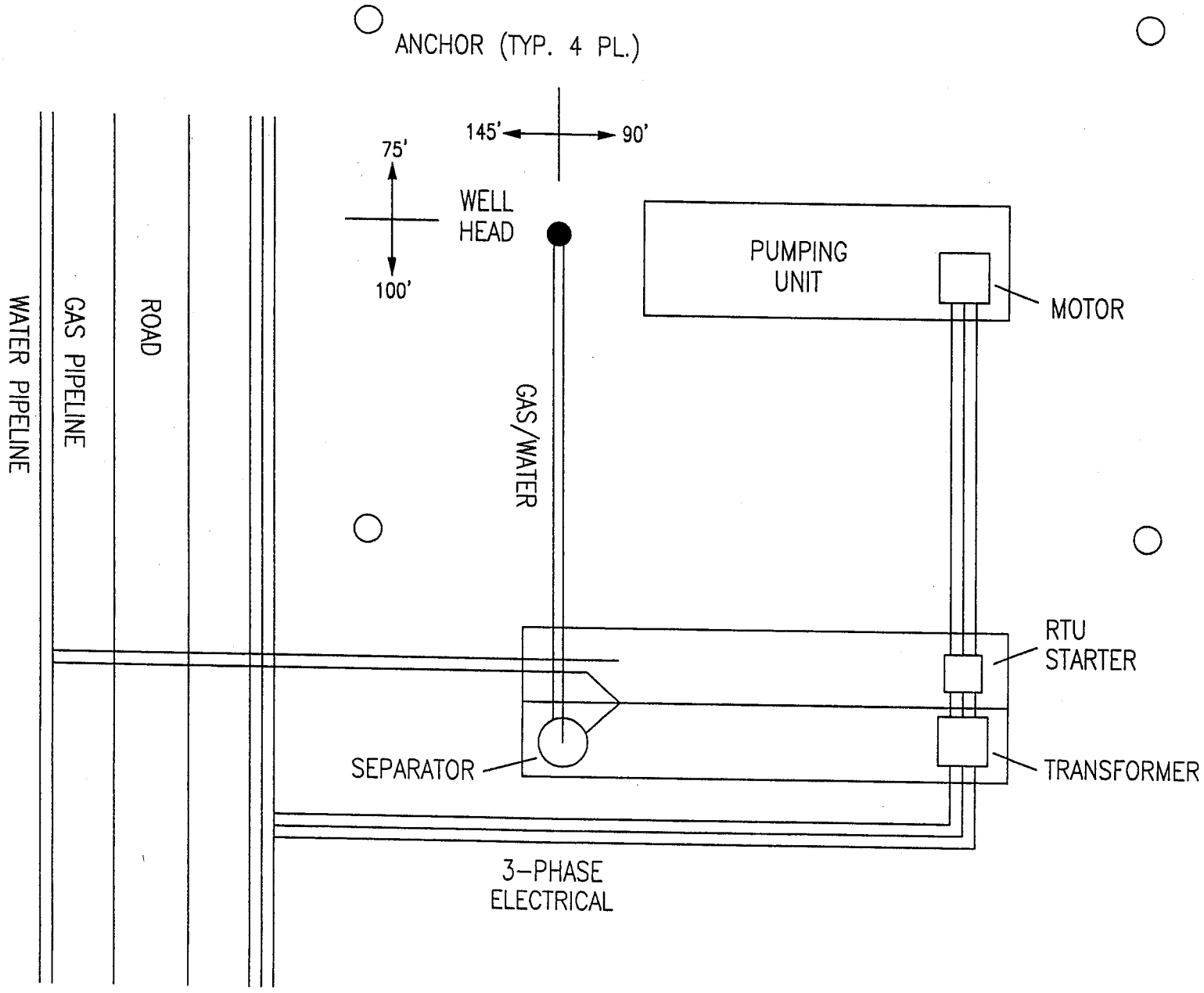
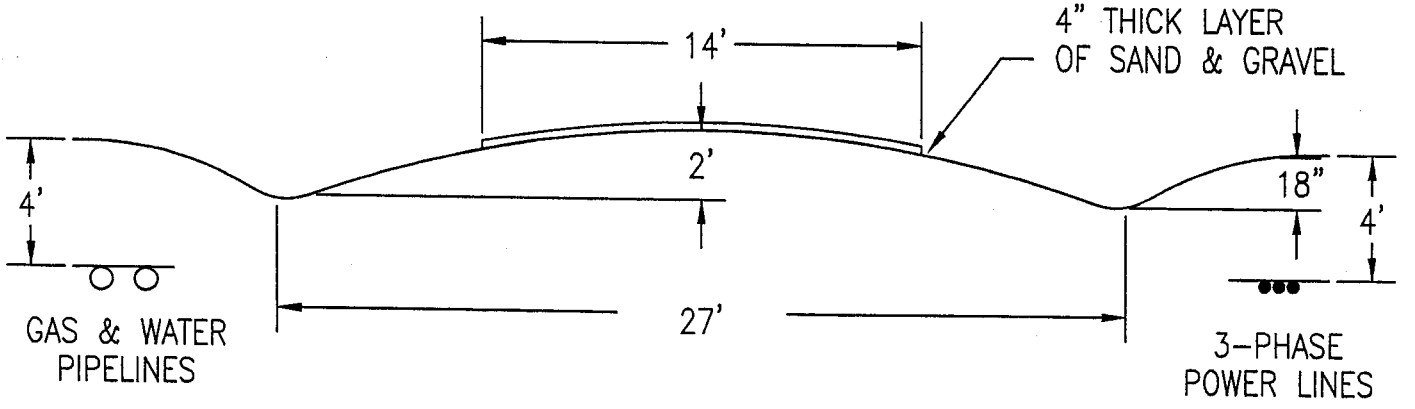


EXHIBIT F

TYPICAL ROAD CROSS-SECTION
CONOCOPHILLIPS COMPANY



DIVERTER HEAD
CONOCOPHILLIPS COMPANY

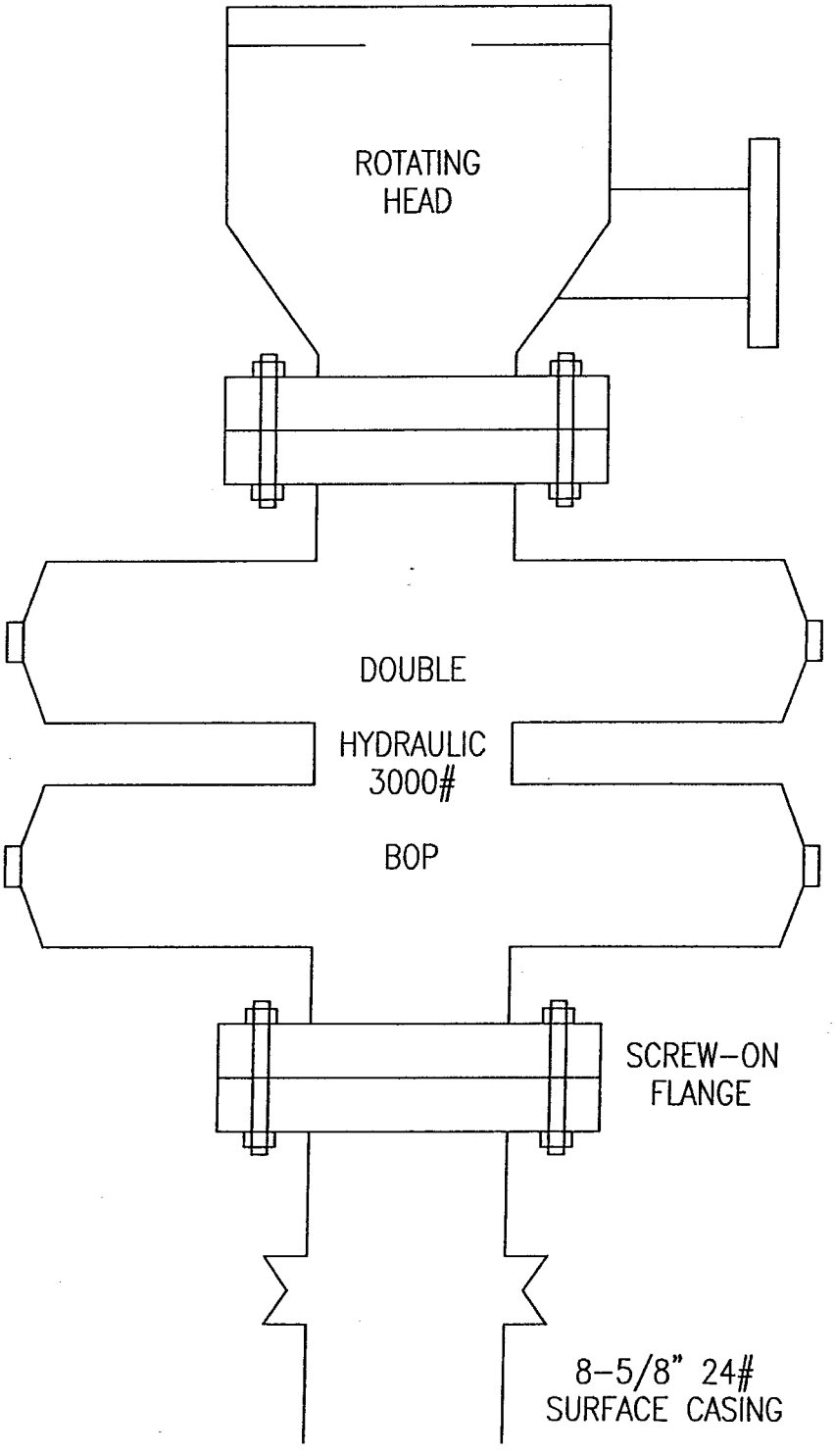
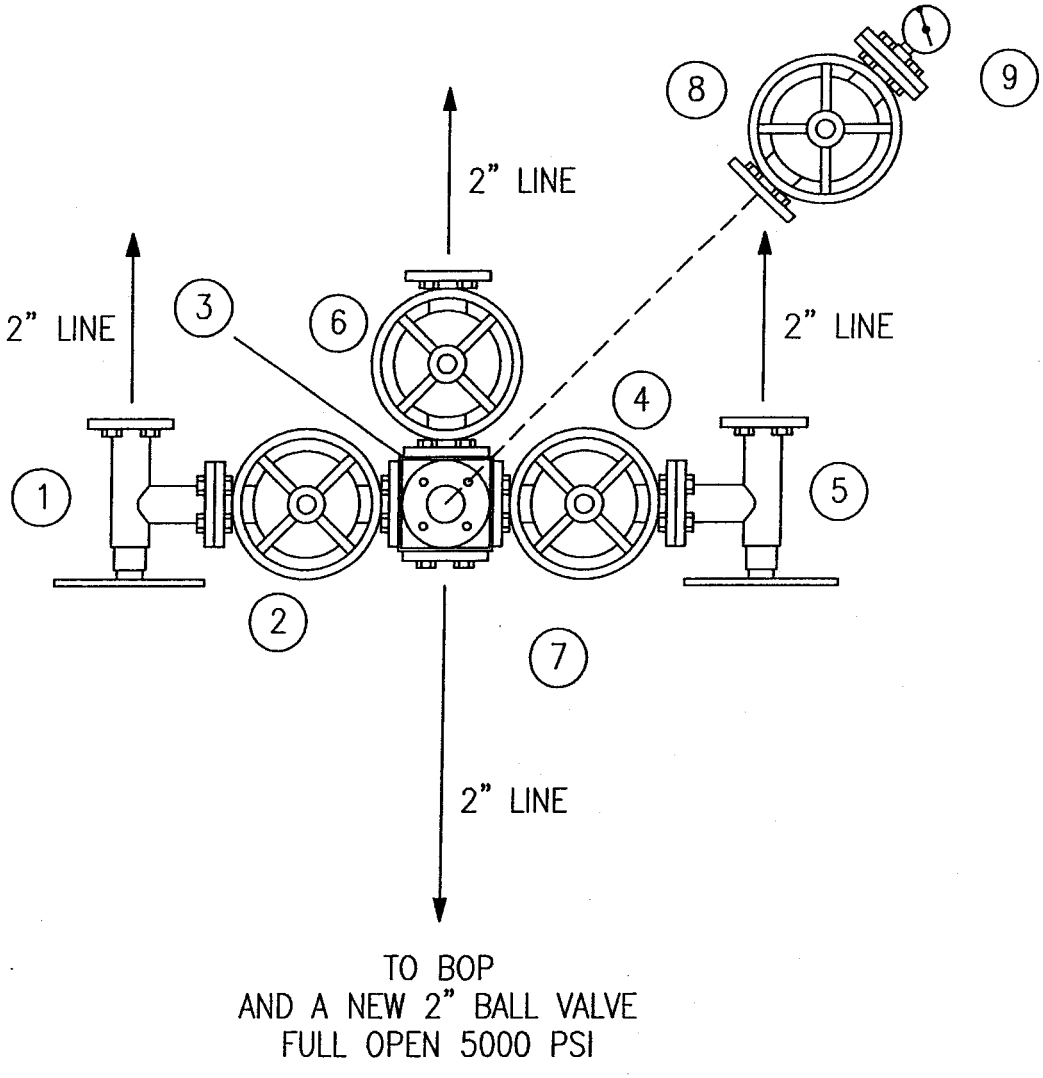


EXHIBIT G

CONOCOPHILLIPS COMPANY

(1) 2" 5M FLANGED CHOKE
(2) 2" 5M GATE VALVE (FLANGED)
(3) 2" 5M STUDDED CROSS
(4) 2" 5M GATE VALVE (FLANGED)
(5) 2" 5M FLANGED CHOKE
(6) 2" 5M GATE VALVE (FLANGED)
(7) 2" LINE
(8) 2" 5M GATE VALVE (FLANGED)
(9) 3000# GAUGE

NOTE:
NUMBER 8 GATE VALVE SITS ON TOP OF MANIFOLD BETWEEN STUDDED CROSS AND 3000# GAUGE.



MANIFOLD

EXHIBIT H

SURFACE USE PLAN

Attached to Form 3
ConocoPhillips Company
Utah 29-574D
Surf: 1157 FNL & 1961.21 FWL
NENW of 32-16S-8E
BHL: 894 FSL & 4194 FWL
SESE of 29-16S-8E
Emery County, Utah

1. **Existing Roads**
   a. We do not plan to change, alter or improve upon any existing state or county roads.
   b. Existing roads will be maintained in the same or better condition. See Exhibit "B".

2. **Planned Access**
   Approximately 5000' of new access is required (Refer to Drawing L-1)

   a. Maximum Width: 24' travel surface with 27' base

   b. Maximum grade: 7%

   c. Turnouts: None

   d. Drainage design: 10 culverts may be required. Water will be diverted around well pad as necessary.

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

   f. Pipe and power lines will follow the proposed access road.

3. **Location of Existing Wells**

   a. Refer to Drawing L-1.

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 (a local source of municipal water) (tel. 435-637-6350).

   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 necessary 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 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 back-filled 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.

   c. 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 one trailer to be located on the drill site.

9. **Wellsite Layout**

a. Available topsoil will be removed from the location and stockpiled. Location of mud tanks, reserve and berm pits, and soil stockpiles will be located as shown on the attachments.

b. A blooie pit will be located 100' from the drill hole. A line will be placed on the surface from the center hole to the pit. The 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 Drawing A-2 and L-1.

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.

11. **Surface Ownership**:

a. The wellsite and access road will be constructed on lands owned by School and Institutional Trust Lands Administration. The operator shall contact the landowner representative and the Division of Oil, Gas and Mining 48 hours prior to beginning construction activities

12. **Other Information**:

a. The primary surface use is farming and grazing. The nearest dwelling is approximately 7000' southwest.

b. Nearest live water is the Fish River located approximately 500' south/southwest

c. 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.

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

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

f. 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.

FORM 4A

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

Bond No. 6196922

SURETY BOND

KNOW ALL MEN BY THESE PRESENTS:

That we (operator name) CONOCOPHILLIPS COMPANY as Principal, and

(surety name) SAFECO INSURANCE COMPANY OF AMERICA as Surety, duly authorized and qualified to do business in the State of Utah, are held and firmly bound unto the State of Utah in the sum of:

EIGHTY THOUSAND AND NO/100********** dollars ($ 80,000.00) lawful money of the United States, payable to the Director of the Division of Oil, Gas and Mining, as agent of the State of Utah, for the use and benefit of the State of Utah for the faithful payment of which we bind ourselves, our heirs, executors, administrators and successors, jointly and severally by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH THAT, WHEREAS the Principal is or will be engaged in the drilling, redrilling, deepening, repairing, operating, and plugging and abandonment of a well or wells and restoring the well site or sites in the State of Utah for the purposes of oil or gas production and/or the injection and disposal of fluids in connection therewith for the following described land or well:

X Blanket Bond: To cover all wells drilled in the State of Utah

____ Individual Bond: Well No: _____

Section: _____ Township: _____ Range: _____

County: _____, Utah

NOW, THEREFORE, if the above bounden Principal shall comply with all the provisions of the laws of the State of Utah and the rules, orders and requirements of the Board of Oil, Gas and Mining of the State of Utah, including, but not limited to the proper plugging and abandonment of wells and well site restoration, then this obligation is void; otherwise, the same shall be and remain in full force and effect.

IN TESTIMONY WHEREOF, said Principal has hereunto subscribed its name and has caused this instrument to be signed by its duly authorized officers and its corporate or notary seal to be affixed this

30th day of Dec, 20 02.

(Corporate or Notary Seal here)

Attestee: [illegible] Date: 12-30-02

[redacted]
Principal (company name)

By [redacted] Corporate Insurance Manager
Name (print) Title

James F. Hughes
Signature

IN TESTIMONY WHEREOF, said Surety has caused this instrument to be signed by its duly authorized officers and its corporate or notary seal to be affixed this

1ST day of JANUARY, 20 03.

[redacted]
Surety Company (Attach Power of Attorney)

(Corporate or Notary Seal here)

Carolyn E. Wheeler
~~Attestee~~ Date: 12/20/2002

CAROLYN E. WHEELER
NOTARY PUBLIC
MY COMMISSION EXPIRES: NOVEMBER 1, 2006

By [redacted]
Name (print) Title

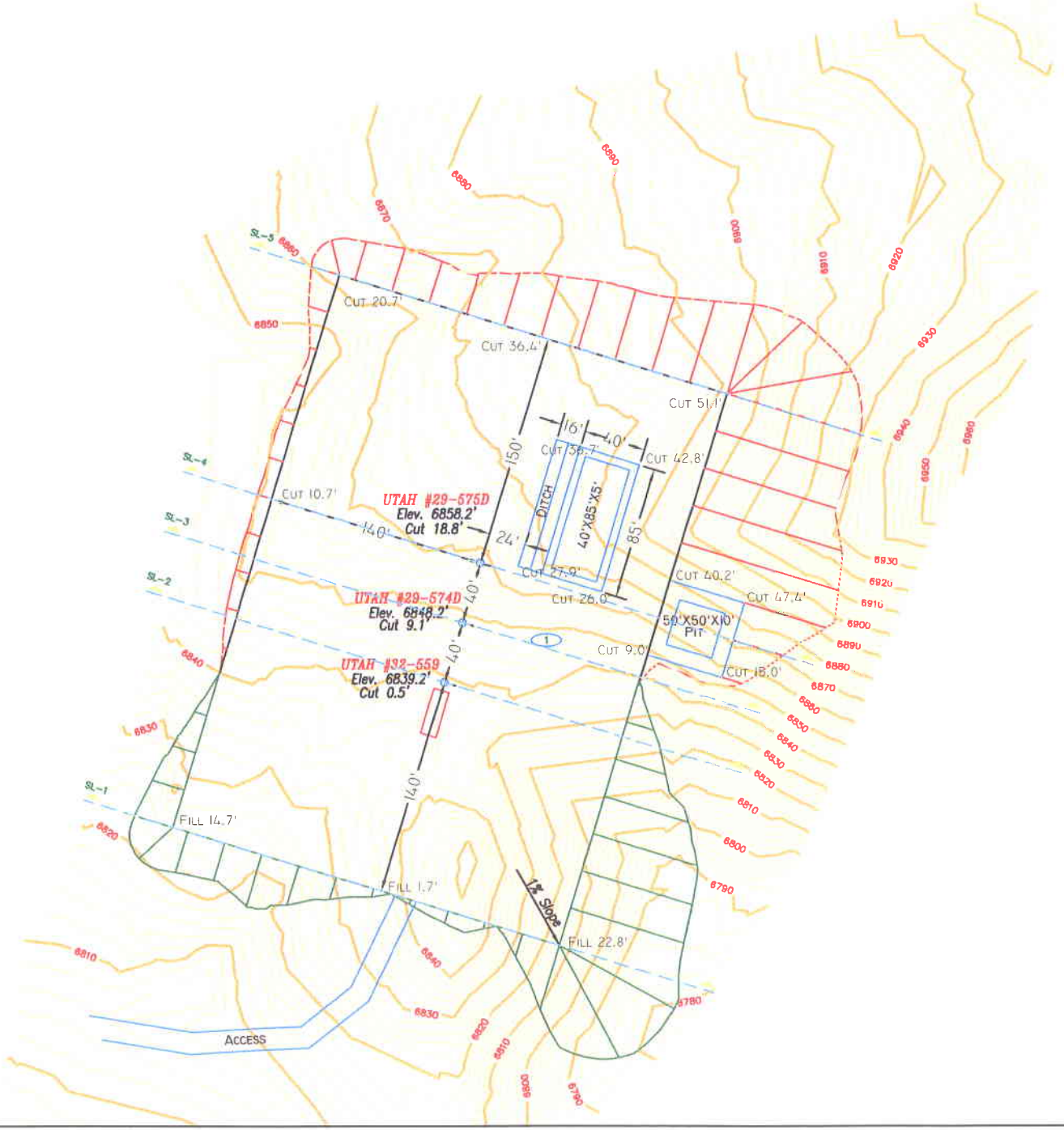
Tina Marie S
Signature

[redacted]
Surety Mailing Address

[redacted]
City State Zip

(5/2002)

ELEVATION OF UNGRADED GROUND AT LOCATION STAKE = 6848.2'
ELEVATION OF GRADED GROUND AT LOCATION STAKE = 6839.1'



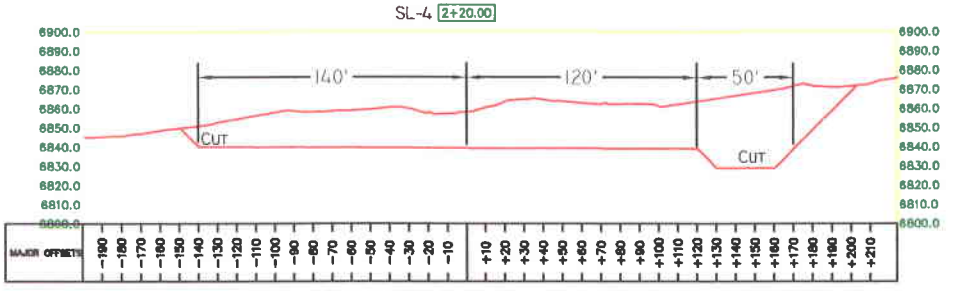
CUT SLOPE = 1 : 1
FILL SLOPE = 1 1/2 : 1
PIT SLOPE = 1 : 1

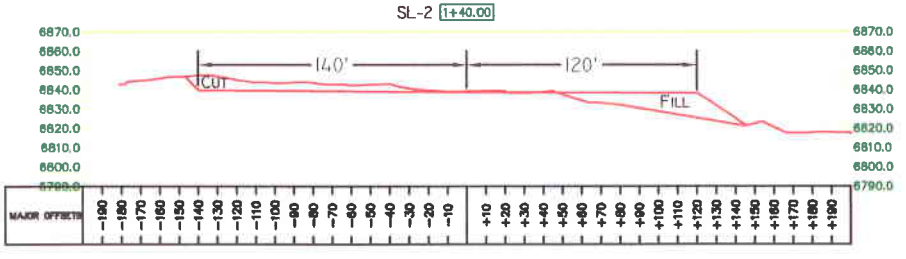
TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talonaetv.net

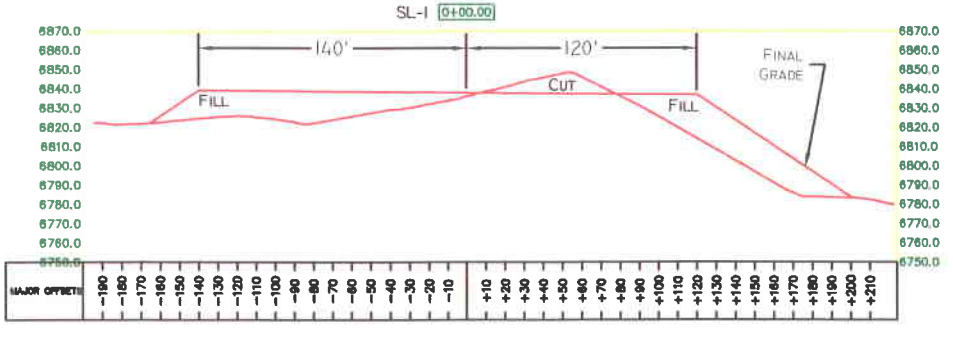
ConocoPhillips

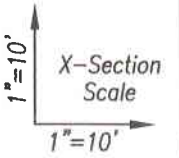
ConocoPhillips Company
LOCATION LAYOUT
Section 32, T16S, R8E, S.L.B.&M.
WELL UTAH #29-574D

Drawn By: N. BUTKOVICH	Checked By: L.W.J.
Drawing No. A-2	Date: 10/9/07
	Scale: 1" = 100'
Sheet 2 of 4	Job No. 3105-B



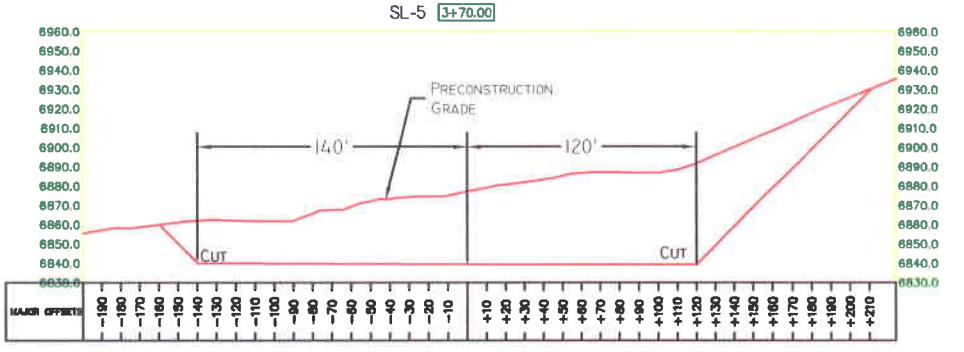






APPROXIMATE YARDAGES

(6")TOPSOIL STRIPPING = 1,785 CU. YDS.
TOTAL CUT (INCLUDING PIT) = 82,225 CU. YDS.
TOTAL FILL = 20,764 CU. YDS.



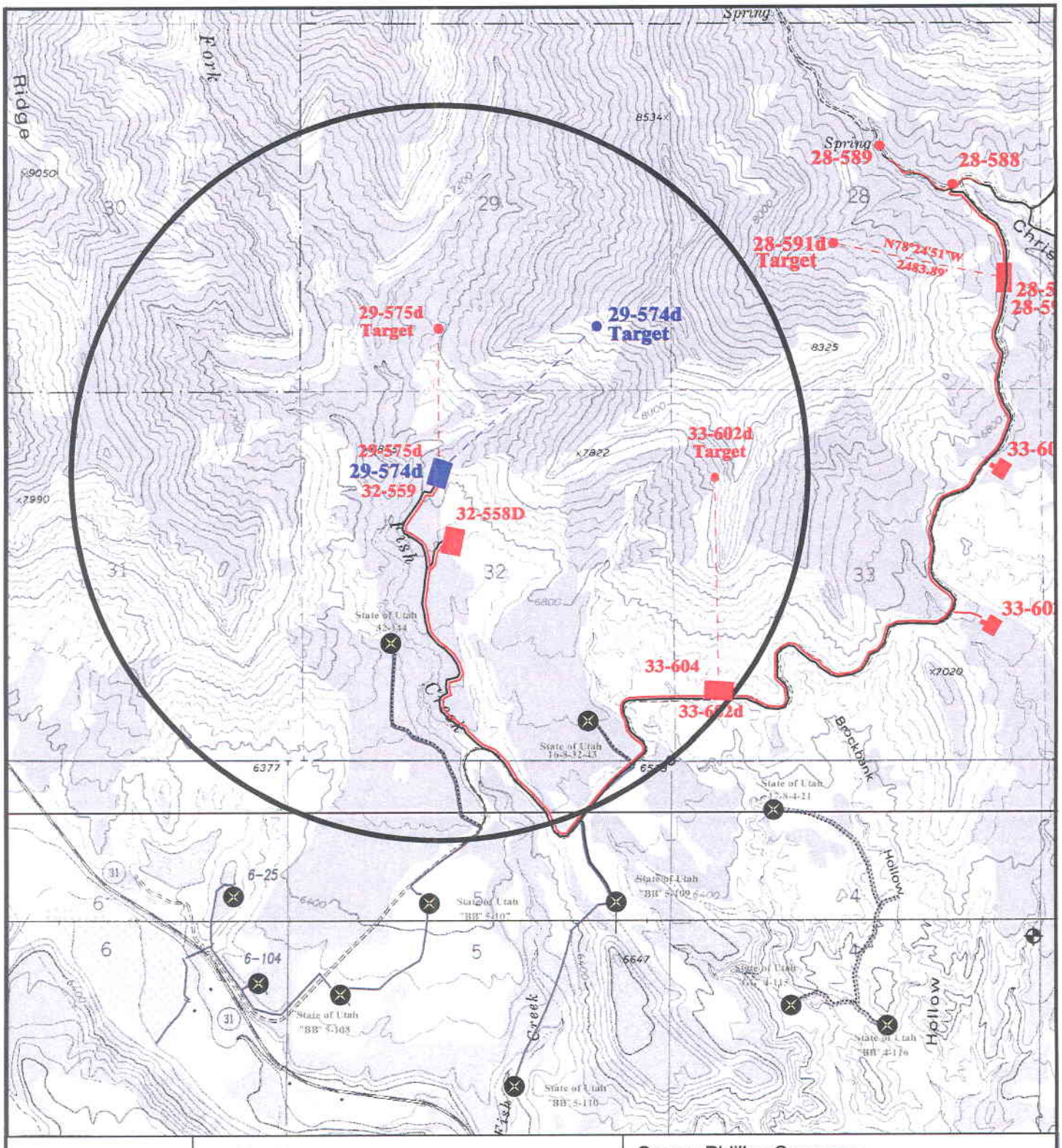
CUT SLOPE = 1 : 1
FILL SLOPE = 1 1/2 : 1
PIT SLOPE = 1 : 1

TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talonectv.net

ConocoPhillips

ConocoPhillips Company
TYPICAL CROSS SECTION
Section 32, T16S, R8E, S.L.B.&M.
WELL UTAH #29-574D

Drawn By: N. BUTKOVICH	Checked By: L.W.J.
Drawing No. C-1	Date: 10/9/07
	Scale: 1" = 100'
Sheet 3 of 4	Job No. 3105-B



LEGEND

Proposed Well Location:
Other Proposed Well Locations:
Proposed Pipeline:
Proposed Roads:
XTO Energy Existing Wells

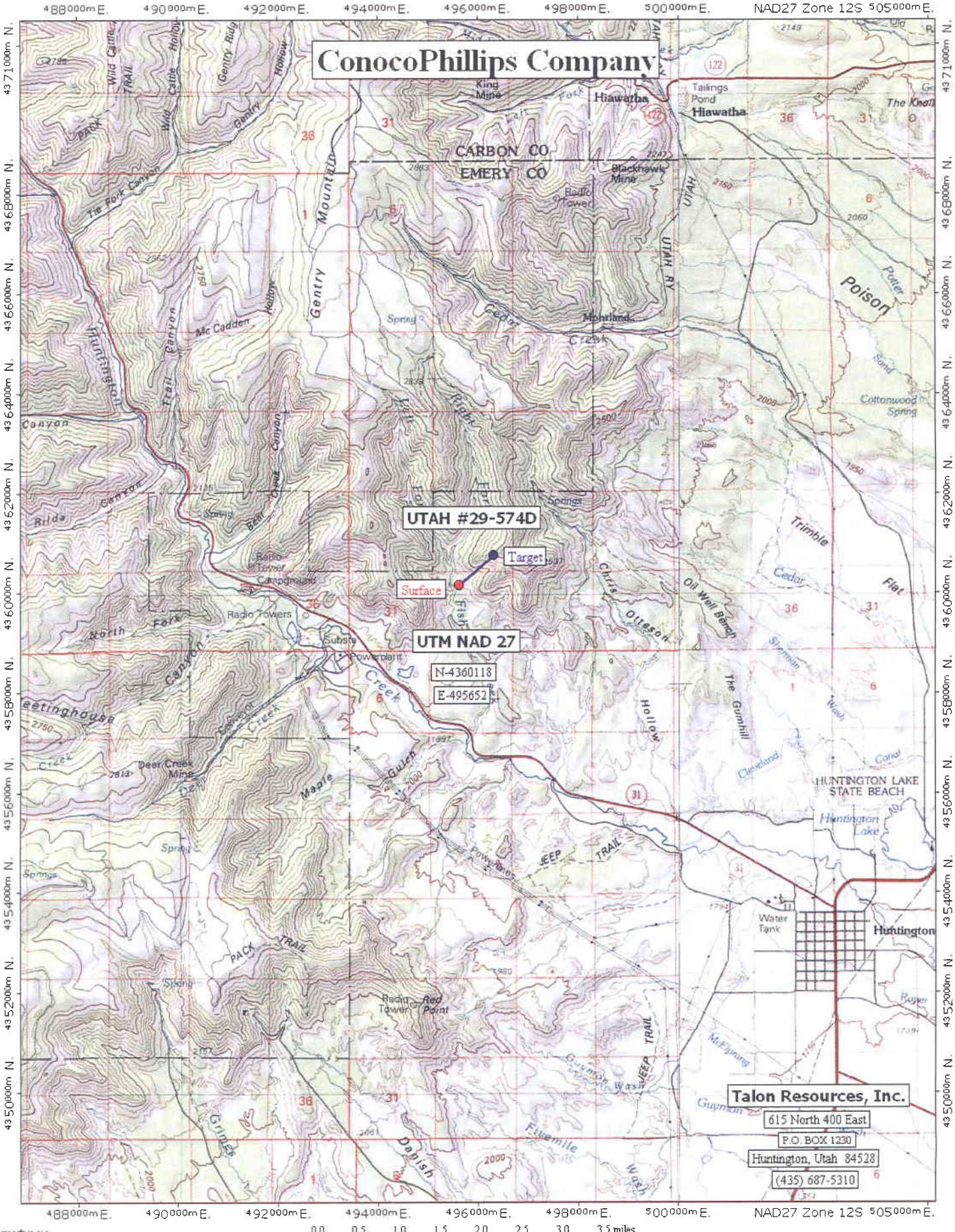
Scale: 1" = 2000'

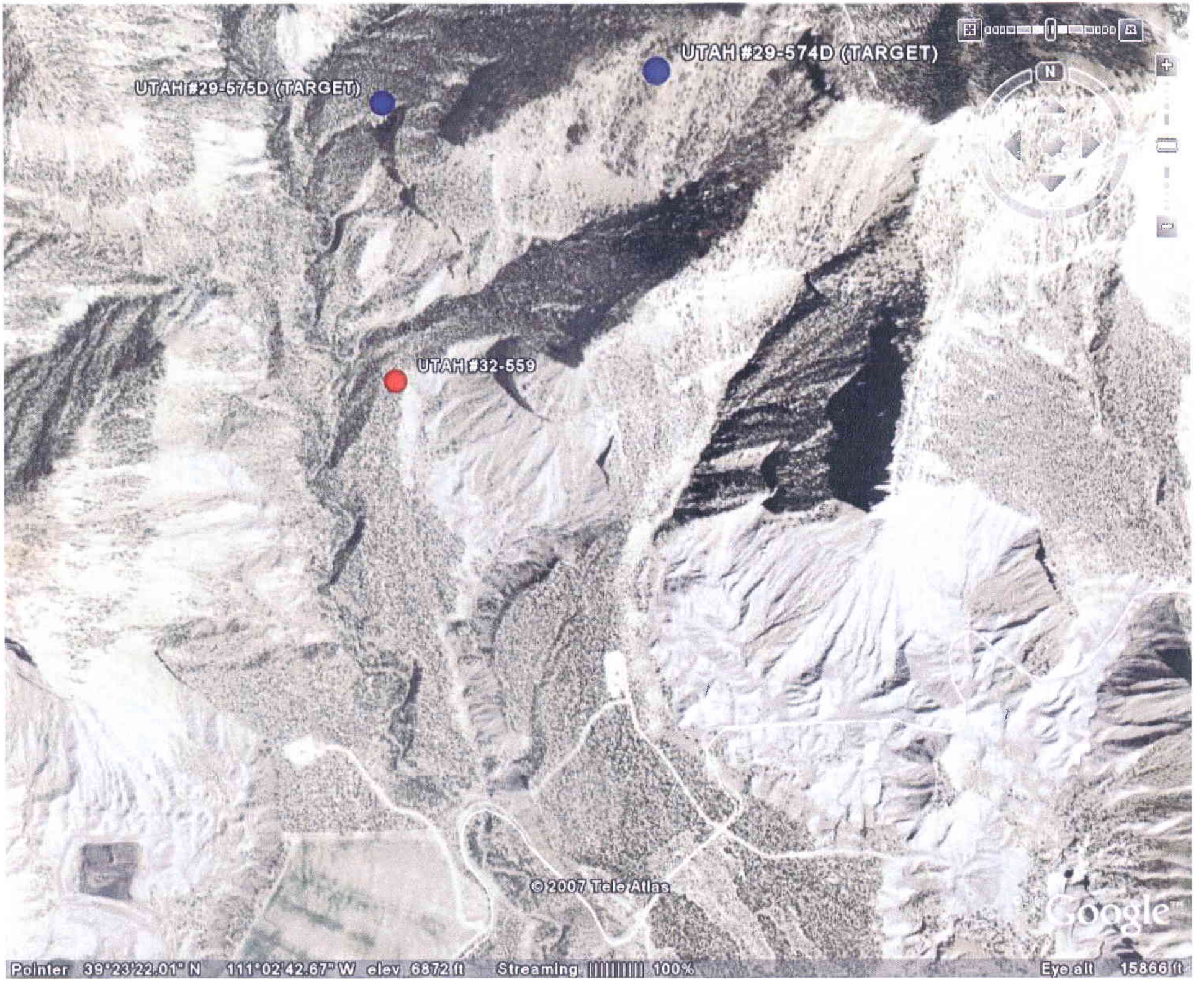
October 12, 2007

ConocoPhillips Company
6825 South 5300 West
P.O. Box 851
Price, Utah 84501
Phone: (435) 613-9777
Fax: (435) 613-9782

ConocoPhillips

WELL UTAH #29-574D
Section 32, T16S, R8E, S.L.B.&M.
Drawing L-1 4 of 4


ConocoPhillips Company
UTAH #29-574D
Target
Surface
UTM NAD 27
N-4360118
E-495652
CARBON CO.
EMERY CO
Hiawatha
King Mine
Tailings Pond
Blackhawk Mine
Radio Tower
Mohrland
Gentry Mountain
Poison
Trimble Flat
Cottonwood Spring
Huntington
HUNTINGTON LAKE STATE BEACH
Huntington Lake
Water Tank
Deer Creek Mine
Radio Towers
Substa
Powerplant
Campground
Red Point
JEEP TRAIL
PACK TRAIL
Talon Resources, Inc.
615 North 400 East
P.O. BOX 1230
Huntington, Utah 84528
(435) 687-5310
NAD27 Zone 12S
TN MN 12¼°
Map created with TOPO!® ©2003 National Geographic (www.nationalgeographic.com/topo)


UTAH #29-574D (TARGET)
UTAH #29-575D (TARGET)
UTAH #32-559
© 2007 Tele Atlas
Google
Pointer 39°23'22.01" N 111°02'42.67" W elev 6872 ft Streaming 100%
Eye alt 15866 ft

13. **Company Representative**

Jean Semborski
Construction/Asset Integrity Supervisor
ConocoPhillips Company
P.O. Box 851
6825 South 5300 West
Price, Utah 84501
(435) 613-9777
(435) 820-9807

Mail Approved A.P.D. To:

Donna Williams
Sr. Regulatory Analyst
ConocoPhillips Company
P.O. Box 51810
Midland, Texas 79710

Excavation Contractor

Larry Jensen, Vice President
Nelco Contractors Inc.
(435) 637-3495
(435) 636-5268

14. **Certification**

I hereby certify that I, or persons under my direct supervision have inspected the proposed drill site and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct, and that the work associated with the operations proposed herein will be performed by ConocoPhillips Company and its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

11/12/07
Date

Donna Williams
Sr. Regulatory Analyst
ConocoPhillips Company

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/13/2007

API NO. ASSIGNED: 43-015-30735

WELL NAME: UTAH 29-574D
OPERATOR: CONOCOPHILLIPS COMPANY (N2335)
CONTACT: DONNA WILLIAMS

PHONE NUMBER: 432-688-6943

PROPOSED LOCATION:
NENW 32 160S 080E
SURFACE: 1157 FNL 1961 FWL
SESE BOTTOM: 0894 FSL 4194 FWL Sec 29
COUNTY: EMERY
LATITUDE: 39.39252 LONGITUDE: -111.0505
UTM SURF EASTINGS: 495651 NORTHINGS: 4360128
FIELD NAME: BUZZARD BENCH (132)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	DKD	12/18/07
Geology		
Surface		

LEASE TYPE: 3 - State
LEASE NUMBER: ML-48223
SURFACE OWNER: 3 - State

PROPOSED FORMATION: FRSD
COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

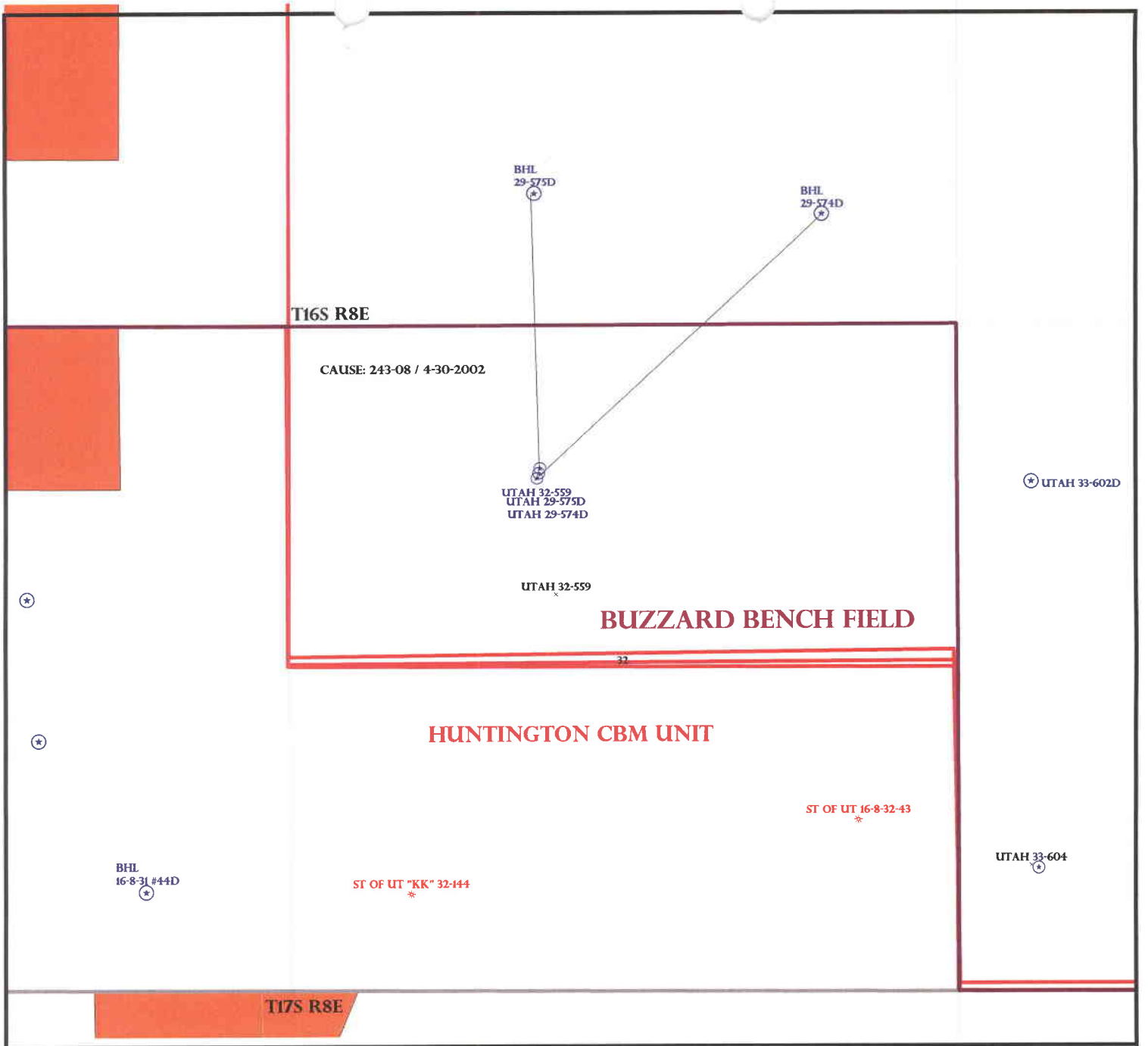
✓ Plat
✓ Bond: Fed[] Ind[] Sta[] Fee[]
(No. 6196922)
N Potash (Y/N)
N Oil Shale 190-5 (B) or 190-3 or 190-13
✓ Water Permit
(No. MUNICIPAL)
N RDCC Review (Y/N)
(Date:)
N/A Fee Surf Agreement (Y/N)
N/A Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.
Unit: ___
___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
___ R649-3-3. Exception
✓ Drilling Unit
Board Cause No: 243-8
Eff Date: 4-30-2002
Siting: Hed'Sr Ubarg & Uncomm. Tract
✓ R649-3-11. Directional Drill

COMMENTS: Needs Presite (11-26-07)

STIPULATIONS: 1- STATEMENT OF BASIS



OPERATOR: CONOCOPHILLIPS CO (N2335)

SEC: 32 T.16S R. 8E

FIELD: BUZZARD BENCH (132)

COUNTY: EMERY

CAUSE: 243-08 / 4-30-2002

Field Status
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

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

UTAH DNR
OIL, GAS & MINING

N
W E
S

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

Application for Permit to Drill
Statement of Basis

APD No	API WellNo	Status	Well Type	Surf Ownr	CBM
602	43-015-30735-00-00		GW	S	No

Operator CONOCOPHILLIPS COMPANY **Surface Owner-APD**
Well Name UTAH 29-574D **Unit**
Field BUZZARD BENCH **Type of Work**
Location NENW 32 16S 8E S 1157 FNL 1961 FWL GPS Coord (UTM) 495651E 4360128N

Geologic Statement of Basis

This location is situated on a soil developed on the upper portion of the Blue Gate Member of the Mancos Shale. Local outcrops dip under the Wasatch Plateau at about 6 degrees to the northwest. Although it is unlikely that there is any significant high quality ground water resource to be found in the strata below the location, sandier units of the Emery Sandstone Member of the Mancos Shale are below the location and should be protected by extending the surface casing as needed to put these behind casing. The nearest surface waters are in Huntington Creek, which is ~1 ¼ miles to the southwest. The proposed cementing and casing program should be adequate to protect any potential groundwater resource if it is extended to incorporate any sandy units of the Emery Sandstone Member. Several stockwatering water rights have been filed on ephemeral Fish Creek, and its Left and Right Forks, within a mile of the location.

Chris Kierst 11/27/2007
APD Evaluator **Date / Time**

Surface Statement of Basis

Existing pad, information contained within this pre-site was gleamed from UTAH 29-575D pre-site dated 8/30/2007. Reserve pit should be lined and maintained. Pit should be fenced immediately following drilling activities to prevent livestock and wildlife from becoming trapped. Drainages should be diverted around well-pad and pad, road, and culverts maintained.

Mark Jones 11/26/2007
Onsite Evaluator **Date / Time**

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	The reserve pit shall be fenced upon completion of drilling operations.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.

ON-SITE PREDRILL EVALUATION
Utah Division of Oil, Gas and Mining

Operator CONOCOPHILLIPS COMPANY
Well Name UTAH 29-574D
API Number 43-015-30735-0 **APD No** 602 **Field/Unit** BUZZARD BENCH
Location: 1/4,1/4 NENW **Sec** 32 **Tw** 16S **Rng** 8E 1157 FNL 1961 FWL
GPS Coord (UTM) 495652 4360118 **Surface Owner**

Participants

N/A. Proposed well is directional off of previously pre-sited location. Original pre-site was for the UTAH 29-575D pad, pre-site date 8/30/2007.

Regional/Local Setting & Topography

Huntington Canyon along the Berma Road in area called Fish Creek. North of Huntington Power Plant.

Surface Use Plan

Current Surface Use
Wildlfe Habitat
Grazing

New Road Miles	Well Pad		Src Const Material	Surface Formation
0	**Width** 240	**Length** 370	Onsite	

Ancillary Facilities N

Waste Management Plan Adequate?

Environmental Parameters

Affected Floodplains and/or Wetland N

Flora / Fauna
PJ community.

Soil Type and Characteristics
Mancos clay Rocky

Erosion Issues Y
Erosive upon disturbance.

Sedimentation Issues N

Site Stability Issues Y
May be unstable in fill areas of pad.

Drainage Diverson Required Y

Berm Required? Y

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potental Observed?** N **Cultural Survey Run?** Y **Cultural Resources?** N

Reserve Pit

Site-Specific Factors	**Site Ranking**
Distance to Groundwater (feet)	
Distance to Surface Water (feet)	
Dist. Nearest Municipal Well (ft)	
Distance to Other Wells (feet)	
Native Soil Type	
Fluid Type	
Drill Cuttings	
Annual Precipitation (inches)	
Affected Populations	
Presence Nearby Utility Conduits	
Final Score	**Sensitivity Level**

Characteristics / Requirements

Dugout Earthen (85x40x10)

Closed Loop Mud Required? **Liner Required?** **Liner Thickness** **Pit Underlayment Required?**

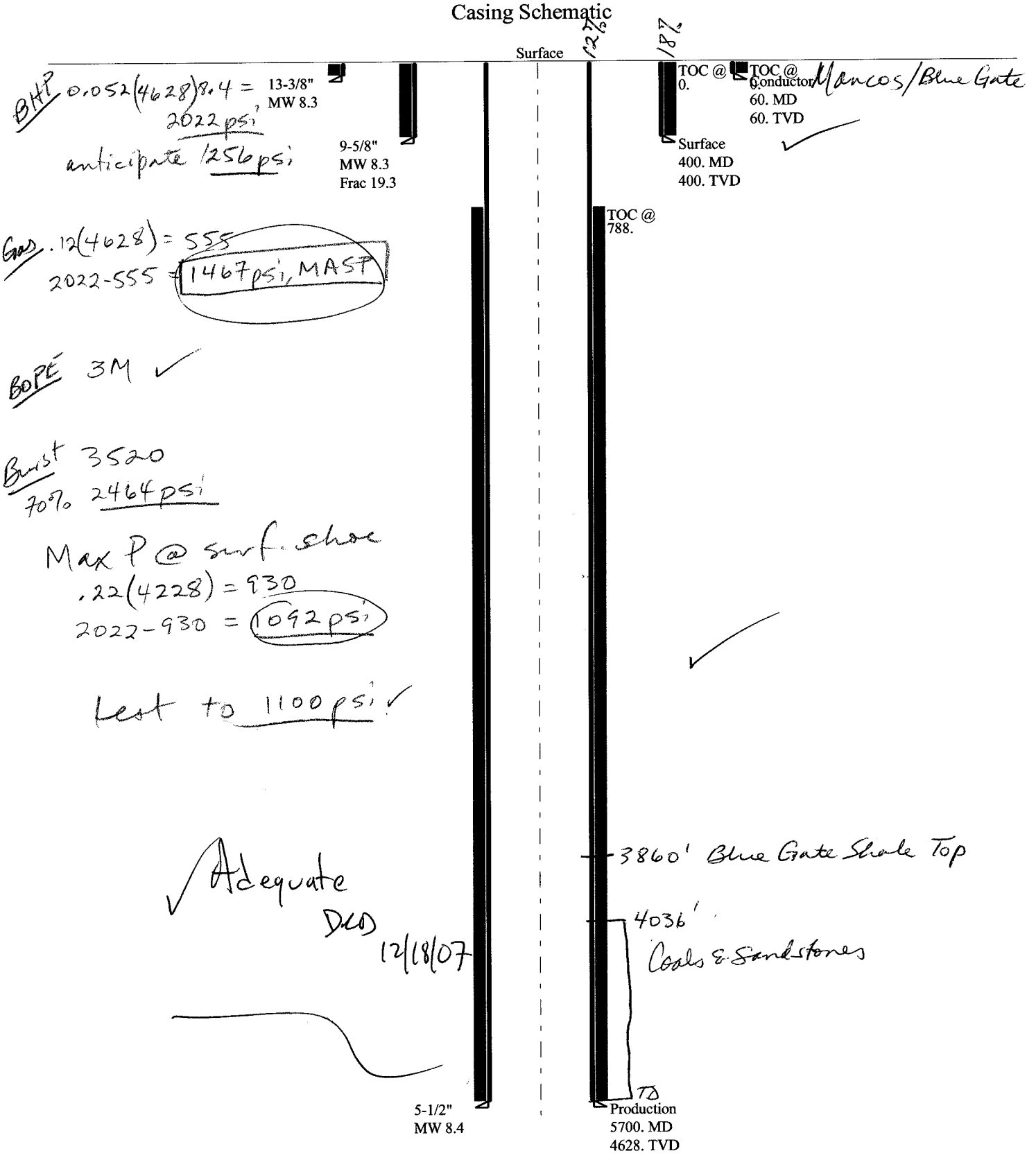
Other Observations / Comments

Existing pad, information contained within this pre-site was gleamed from UTAH 29-575D pre-site dated 8/30/2007.

Mark Jones	11/26/2007
Evaluator	**Date / Time**

2007-12 ConocoPhillips Utah 29-574D

Casing Schematic



Well name:	**2007-12 ConocoPhillips Utah 29-574D**
Operator:	**ConocoPhillips Company**
String type:	Conductor
Project ID:	43-015-30735
Location:	Emery County

Design parameters:

Collapse

Mud weight: 8.330 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 19 psi

Internal gradient: 0.120 psi/ft

Calculated BHP 26 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.60 (J)
Premium:	1.50 (J)
Body yield:	1.50 (B)

Tension is based on air weight.

Neutral point: 53 ft

Environment:

H2S considered?	No
Surface temperature:	65 °F
Bottom hole temperature:	66 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	150 ft
Cement top:	Surface

Directional Info - Build & Hold

Kick-off point	475 ft
Departure at shoe:	0 ft
Maximum dogleg:	.21 °/100ft
Inclination at shoe:	.13 °

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft^3)
1	60	13.375	48.00	H-40	ST&C	60	60	12.59	52.9

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	26	737	28.385	26	1730	66.63	3	322	99.99 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Minerals

Phone: 801-538-5357
FAX: 801-359-3940

Date: December 3,2007
Salt Lake City, Utah

ENGINEERING STIPULATIONS:
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	**2007-12 ConocoPhillips Utah 29-574D**
Operator:	**ConocoPhillips Company**
String type:	Surface
Project ID:	43-015-30735
Location:	Emery County

Design parameters:

Collapse

Mud weight: 8.330 ppg

Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 352 psi

Internal gradient: 0.120 psi/ft

Calculated BHP 400 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.60 (J)
Premium:	1.50 (J)
Body yield:	1.50 (B)

Tension is based on air weight.

Neutral point: 351 ft

Environment:

H2S considered?	No
Surface temperature:	65 °F
Bottom hole temperature:	71 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	150 ft
Cement top:	Surface

Directional Info - Build & Hold

Kick-off point	475 ft
Departure at shoe:	3 ft
Maximum dogleg:	.21 °/100ft
Inclination at shoe:	.84 °

Re subsequent strings:

Next setting depth:	4,628 ft
Next mud weight:	8.400 ppg
Next setting BHP:	2,019 psi
Fracture mud wt:	19.250 ppg
Fracture depth:	400 ft
Injection pressure:	400 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft^3)
1	400	9.625	36.00	J-55	ST&C	400	400	8.796	173.6

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	173	2016	11.646	400	3520	8.80	14	394	27.36 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Minerals

Phone: 801-538-5357
FAX: 801-359-3940

Date: December 3,2007
Salt Lake City, Utah

ENGINEERING STIPULATIONS:
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	**2007-12 ConocoPhillips Utah 29-574D**
Operator:	**ConocoPhillips Company**
String type:	Production
Project ID:	43-015-30735
Location:	Emery County

Design parameters:

Collapse

Mud weight: 8.400 ppg
Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 1,001 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 2,019 psi

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

8 Round STC:	1.80 (J)
8 Round LTC:	1.80 (J)
Buttress:	1.60 (J)
Premium:	1.50 (J)
Body yield:	1.50 (B)

Tension is based on air weight.
Neutral point: 4,981 ft

Environment:

H2S considered?	No
Surface temperature:	65 °F
Bottom hole temperature:	130 °F
Temperature gradient:	1.40 °F/100ft
Minimum section length:	368 ft
Cement top:	788 ft

Directional Info - Build & Hold

Kick-off point	475 ft
Departure at shoe:	3059 ft
Maximum dogleg:	4 °/100ft
Inclination at shoe:	35 °

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	5700	5.5	15.50	M-80	LT&C	4628	5700	4.887	761.8

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	2019	4990	2.471	2019	7000	3.47	72	282	3.93 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Minerals
Phone: 801-538-5357
FAX: 801-359-3940
Date: December 3,2007
Salt Lake City, Utah

ENGINEERING STIPULATIONS:
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.
Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

Engineering responsibility for use of this design will be that of the purchaser.

From: Ed Bonner
To: Mason, Diana
Date: 1/8/2008 12:05 PM
Subject: Well Clearance

CC: Davis, Jim; Garrison, LaVonne; Hill, Brad; Jarvis, Dan

The following wells have been given cultural resources clearance by the Trust Lands Cultural Resources Group:

ConocoPhillips Company
Utah 29-574D (API 43 015 30735)

EOG Resources, Inc
CWU 956-32 (API 43 047 39515)

Kerr McGee Oil & Gas Onshore LP
NBU 1021-2N (API 43 047 38840)

Newfield Production Company
Wells Draw Fed C-5-9-16 (API 43 013 33753)
State 1A-16-9-16 (API 43 013 33845)
State 2A-16-9-16 (API 43 013 33846)
State 3-16-9-16 (API 43 013 33847)
State 4-16-9-16 (API 43 013 33848)
State 5-16-9-16 (API 43 013 33849)
State 6-16-9-16 (API 43 013 33850)
State 12-16-9-16 (API 43 013 33852)
State 13-16-9-16 (API 43 013 33853)
State 16-16-9-16 (API 43 013 33854)

Pioneer Natural Resources USA, Inc
Main Canyon State 12-16-15-23 (API 43 047 39695)
Main Canyon State 34-21-15-23 (API 43 047 39696)
Horse Point State 34-10-16-23 (API 43 019 31558)
Horse Point State 41-1-16-23 (API 43 019 31599)
Grand Canyon State 23-35-15.5-23 (API 43 019 31560)

If you have any questions regarding this matter please give me a call.

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

January 8, 2008

ConocoPhillips Company
P O Box 51810
Midland, TX 79710

Re: Utah 29-574D Well, 1157' FNL, 1961' FWL, NE NW, Sec. 32, T. 16 South, R. 8 East, Bottom Location 894' FSL, 4194' FWL, SE SE, Sec. 29, T. 16 South, R. 8 East, 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 43-015-30735.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Emery County Assessor
SITLA

1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801
telephone (801) 538-5340 • facsimile (801) 359-3940 • TTY (801) 538-7458 • *www.ogm.utah.gov*

UTAH DNR OIL, GAS & MINING

Operator: ConocoPhillips Company

Well Name & Number Utah 29-574D

API Number: 43-015-30735

Lease: ML-48223

Location:	NE NW	**Sec.** 32	**T.** 16 South	**R.** 8 East
Bottom Location:	SE SE	**Sec.** 29	**T.** 16 South	**R.** 8 East

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**

   The operator is required to notify the Division of Oil, Gas and Mining of the following action during drilling of this well:

   - 24 hours prior to cementing or testing casing – contact Dan Jarvis
   - 24 hours prior to testing blowout prevention equipment – contact Dan Jarvis
   - 24 hours prior to spudding the well – contact Carol Daniels
   - Within 24 hours of any emergency changes made to the approved drilling program – contact Dustin Doucet
   - Prior to commencing operations to plug and abandon the well – contact Dan Jarvis

   The operator is required to get approval from the Division of Oil, Gas and Mining before performing any of the following actions during the drilling of this well:

   - Plugging and abandonment or significant plug back of this well – contact Dustin Doucet
   - Any changes to the approved drilling plan – contact Dustin Doucet

   The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voice mail message if the person is not available to take the call):

   - Dan Jarvis at: (801) 538-5338 office (801) 942-0873 home
   - Carol Daniels at: (801) 538-5284 office
   - Dustin Doucet at: (801) 538-5281 office (801) 733-0983 home

3. **Reporting Requirements**

   All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

FORM 9

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

5. LEASE DESIGNATION AND SERIAL NUMBER: BHL: ML 48223

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A

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

7. UNIT or CA AGREEMENT NAME: N/A

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

8. WELL NAME and NUMBER: Utah 29-574D

2. NAME OF OPERATOR: ConocoPhillips Company

9. API NUMBER: 4301530735

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710

PHONE NUMBER: (432) 688-6943

10. FIELD AND POOL, OR WILDCAT: Buzzard Draw

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL

COUNTY: Emery

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
5/7/2008	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Amend BHL target
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

ConocoPhillips respectfully request approval to amend the bottomhole target from the original permitted location of the SESE of 29-16S-8E to the following:
675' FSL & 1965' FEL (SWSE) of Section 29-16S-8E which puts the producing formation under ML-48212. Please find attached a new proposed directional survey, directional exception request, and a new set of plats. There are no other changes to the original approved permit.

Approved by the Utah Division of Oil, Gas and Mining

496053X
4366864
39.397540
-111.045834

Date: 05-14-08
By: [signature]

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist

SIGNATURE [signature] DATE 5/7/2008

(This space for State use only)

RECEIVED
MAY 09 2008
DIV. OF OIL, GAS & MINING

COPY SENT TO OPERATOR
Date: 5.20.2008
Initials: KS

(5/2000) (See Instructions on Reverse Side)

ConocoPhillips

ConocoPhillips Company
3300 N. 'A' St. Bldg. 6
Midland, TX 79705

May 7, 2008

Utah Division of Oil, Gas, and Mining
1594 W North Temple, Suite 1210
Salt Lake City, Utah 84116

RE: Directional Drilling Request
Utah 29-574D
NENW of 32-16S-8E to the SWSE of 29-16S-8E
Emery County, Utah

Ladies and Gentlemen:

ConocoPhillips Company respectfully request approval to directionally drill to approximately 2255.26' northeast of the original surface location. This request is due to the topography which prevented the surface location from being located at that point. We are requesting approval to directionally drill from a surface location of 1157.03 FNL & 1961.21 FWL (NENW) of 32-16S-8E to a proposed bottomhole location of 675 FSL & 1965 FEL (SWSE) of 29-16S-8E. Furthermore, COP is the owner/operator of a radius of 460' along the terminus of the entire lateral to be drilled.

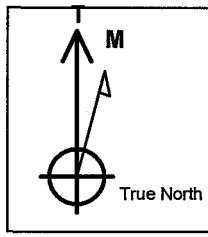
Should you have any questions, or need additional information, please do not hesitate to contact me at 432-688-6943.

Sincerely,

Donna Williams
Sr. Regulatory Specialist

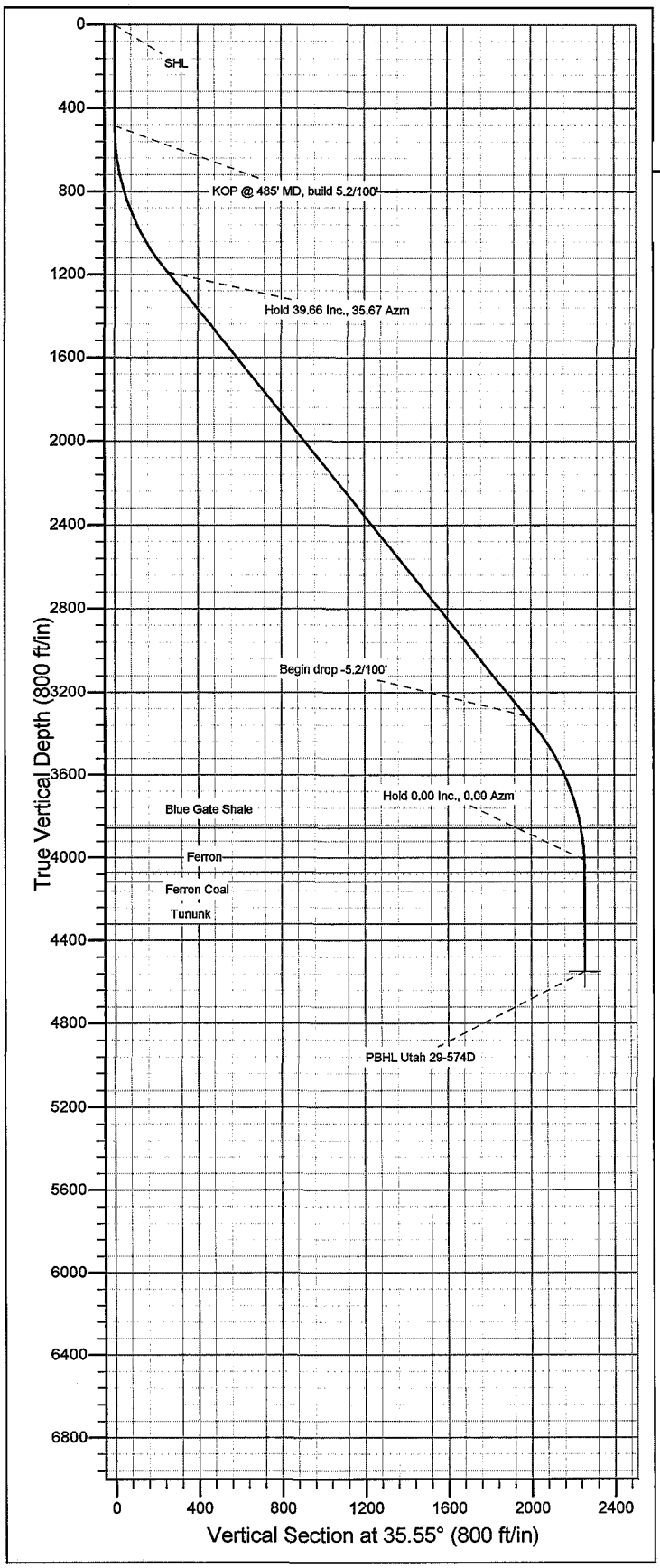
Conoco

Project: Utah
Site: Utah 29-574D
Well: Utah 29-574D
Wellbore: OH
Design: s



Azimuths to True North
Magnetic North: 12.00°

Magnetic Field
Strength: 52155.9snT
Dip Angle: 65.14°
Date: 2/29/2008
Model: IGRF200510



WELL DETAILS: Utah 29-574D

Ground Level: 0.0

+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
0.0	0.0	386068.82	2127038.38	39° 23' 32.721 N	111° 3' 1.769 W	

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
3856.0	4593.3	Blue Gate Shale
4071.0	4809.4	Ferron
4116.0	4854.4	Ferron Coal
4321.0	5059.4	Tununk

ANNOTATIONS

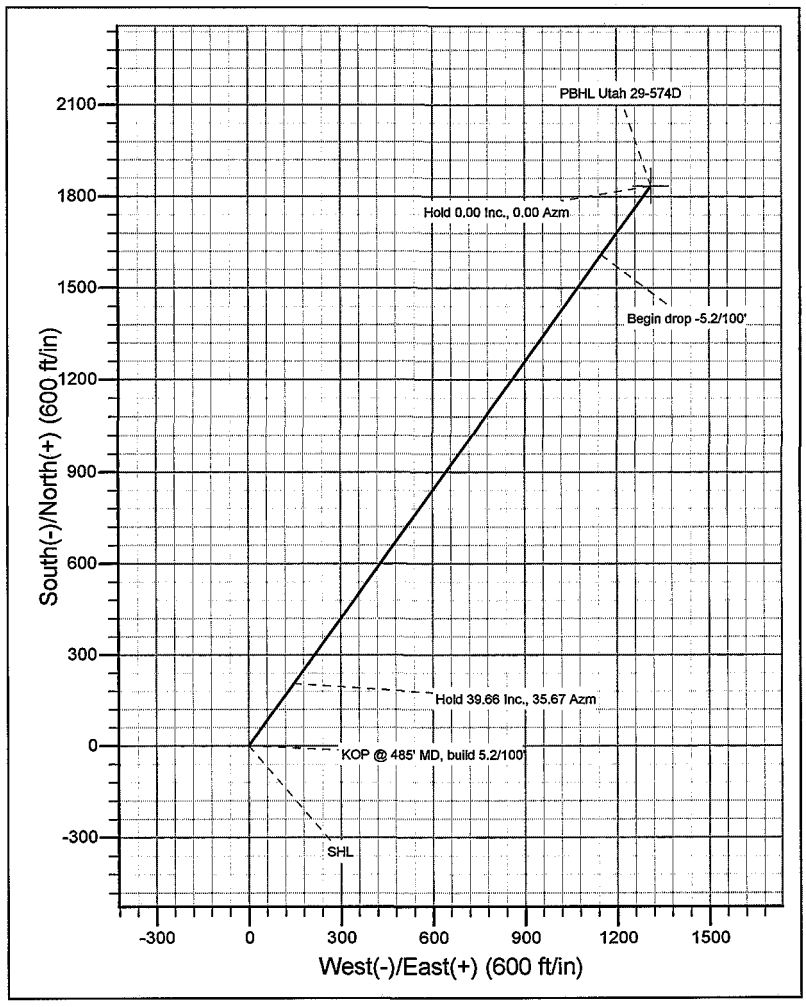
TVD	MD	Annotation
0.1	0.1	SHL
485.0	485.0	KOP @ 485' MD, build 5.2/100'
1188.2	1247.6	Hold 39.66 Inc., 35.67 Azm
3316.4	3986.6	Begin drop -5.2/100'
4010.9	4749.2	Hold 0.00 Inc., 0.00 Azm

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	485.0	0.00	0.00	485.0	0.0	0.0	0.00	0.00	0.0	
3	1235.3	39.01	35.55	1178.6	199.9	142.9	5.20	35.55	245.7	
4	4038.1	39.01	35.55	3356.4	1635.4	1168.8	0.00	0.00	2010.1	
5	4788.4	0.00	0.00	4050.0	1835.3	1311.7	5.20	180.00	2255.8	
6	5288.4	0.00	0.00	4550.0	1835.3	1311.7	0.00	0.00	2255.8	PBHL Utah 29-574D

WELLBORE TARGET DETAILS (MAP CO-ORDINATES)

Name	TVD	+N/-S	+E/-W	Northing	Easting	Shape
PBHL Utah 29-574D	4550.0	1835.3	1311.7	387910.66	2128340.86	Point



Conoco

Utah
Utah 29-574D
Utah 29-574D
OH

Plan: OH

Standard Planning Report

01 May, 2008

Quantum Drilling Motors

Planning Report

Database:	EDM 2003.16 Single User Db	**Local Co-ordinate Reference:**	Site Utah 29-574D
Company:	Conoco	**TVD Reference:**	WELL @ 0.0ft (Original Well Elev)
Project:	Utah	**MD Reference:**	WELL @ 0.0ft (Original Well Elev)
Site:	Utah 29-574D	**North Reference:**	True
Well:	Utah 29-574D	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	OH		
Design:	OH		

Project Utah

Map System:	US State Plane 1927 (Exact solution)	**System Datum:**	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site Utah 29-574D

Site Position:		**Northing:**	386,068.82 ft	**Latitude:**	39° 23' 32.721 N
From:	Lat/Long	**Easting:**	2,127,038.38 ft	**Longitude:**	111° 3' 1.769 W
Position Uncertainty:	0.0 ft	**Slot Radius:**	"	**Grid Convergence:**	0.29 °

Well Utah 29-574D

Well Position	**+N/-S**	0.0 ft	**Northing:**	386,068.82 ft	**Latitude:**	39° 23' 32.721 N
	+E/-W	0.0 ft	**Easting:**	2,127,038.38 ft	**Longitude:**	111° 3' 1.769 W
Position Uncertainty		0.0 ft	**Wellhead Elevation:**	ft	**Ground Level:**	0.0 ft

Wellbore OH

Magnetics	**Model Name**	**Sample Date**	**Declination (°)**	**Dip Angle (°)**	**Field Strength (nT)**
	IGRF200510	2/29/2008	12.00	65.14	52,156

Design OH

Audit Notes:

Version:	**Phase:**	PROTOTYPE	**Tie On Depth:**	0.0

Vertical Section:	**Depth From (TVD) (ft)**	**+N/-S (ft)**	**+E/-W (ft)**	**Direction (°)**
	0.0	0.0	0.0	35.55

Plan Sections

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
485.0	0.00	0.00	485.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,235.3	39.01	35.55	1,178.6	199.9	142.9	5.20	5.20	0.00	35.55	
4,038.1	39.01	35.55	3,356.4	1,635.4	1,168.8	0.00	0.00	0.00	0.00	
4,788.4	0.00	0.00	4,050.0	1,835.3	1,311.7	5.20	-5.20	0.00	180.00	
5,288.4	0.00	0.00	4,550.0	1,835.3	1,311.7	0.00	0.00	0.00	0.00	PBHL Utah 29-574D

Quantum Drilling Motors

Planning Report

Database:	EDM 2003.16 Single User Db	**Local Co-ordinate Reference:**	Site Utah 29-574D
Company:	Conoco	**TVD Reference:**	WELL @ 0.0ft (Original Well Elev)
Project:	Utah	**MD Reference:**	WELL @ 0.0ft (Original Well Elev)
Site:	Utah 29-574D	**North Reference:**	True
Well:	Utah 29-574D	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	OH		
Design:	OH		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	0.00
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	0.00
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	0.00
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	0.00
485.0	0.00	0.00	485.0	0.0	0.0	0.0	0.00	0.00	0.00
500.0	0.78	35.55	500.0	0.1	0.1	0.1	5.20	5.20	0.00
600.0	5.98	35.55	599.8	4.9	3.5	6.0	5.20	5.20	0.00
700.0	11.18	35.55	698.6	17.0	12.2	20.9	5.20	5.20	0.00
800.0	16.38	35.55	795.7	36.4	26.0	44.7	5.20	5.20	0.00
900.0	21.58	35.55	890.3	62.8	44.9	77.2	5.20	5.20	0.00
1,000.0	26.78	35.55	981.5	96.1	68.7	118.2	5.20	5.20	0.00
1,100.0	31.98	35.55	1,068.6	136.0	97.2	167.2	5.20	5.20	0.00
1,200.0	37.18	35.55	1,150.9	182.2	130.2	224.0	5.20	5.20	0.00
1,235.3	39.01	35.55	1,178.6	199.9	142.9	245.7	5.20	5.20	0.00
1,300.0	39.01	35.55	1,228.9	233.1	166.6	286.5	0.00	0.00	0.00
1,400.0	39.01	35.55	1,306.6	284.3	203.2	349.4	0.00	0.00	0.00
1,500.0	39.01	35.55	1,384.3	335.5	239.8	412.4	0.00	0.00	0.00
1,600.0	39.01	35.55	1,462.0	386.7	276.4	475.3	0.00	0.00	0.00
1,700.0	39.01	35.55	1,539.7	437.9	313.0	538.3	0.00	0.00	0.00
1,800.0	39.01	35.55	1,617.4	489.1	349.6	601.2	0.00	0.00	0.00
1,900.0	39.01	35.55	1,695.1	540.3	386.2	664.2	0.00	0.00	0.00
2,000.0	39.01	35.55	1,772.8	591.6	422.8	727.1	0.00	0.00	0.00
2,100.0	39.01	35.55	1,850.5	642.8	459.4	790.1	0.00	0.00	0.00
2,200.0	39.01	35.55	1,928.2	694.0	496.0	853.0	0.00	0.00	0.00
2,300.0	39.01	35.55	2,005.9	745.2	532.6	916.0	0.00	0.00	0.00
2,400.0	39.01	35.55	2,083.6	796.4	569.2	978.9	0.00	0.00	0.00
2,500.0	39.01	35.55	2,161.3	847.6	605.8	1,041.9	0.00	0.00	0.00
2,600.0	39.01	35.55	2,239.0	898.9	642.4	1,104.8	0.00	0.00	0.00
2,700.0	39.01	35.55	2,316.7	950.1	679.0	1,167.8	0.00	0.00	0.00
2,800.0	39.01	35.55	2,394.4	1,001.3	715.6	1,230.7	0.00	0.00	0.00
2,900.0	39.01	35.55	2,472.1	1,052.5	752.2	1,293.7	0.00	0.00	0.00
3,000.0	39.01	35.55	2,549.8	1,103.7	788.9	1,356.6	0.00	0.00	0.00
3,100.0	39.01	35.55	2,627.5	1,154.9	825.5	1,419.6	0.00	0.00	0.00
3,200.0	39.01	35.55	2,705.2	1,206.1	862.1	1,482.5	0.00	0.00	0.00
3,300.0	39.01	35.55	2,782.9	1,257.4	898.7	1,545.5	0.00	0.00	0.00
3,400.0	39.01	35.55	2,860.6	1,308.6	935.3	1,608.4	0.00	0.00	0.00
3,500.0	39.01	35.55	2,938.3	1,359.8	971.9	1,671.4	0.00	0.00	0.00
3,600.0	39.01	35.55	3,016.0	1,411.0	1,008.5	1,734.3	0.00	0.00	0.00
3,700.0	39.01	35.55	3,093.7	1,462.2	1,045.1	1,797.3	0.00	0.00	0.00
3,800.0	39.01	35.55	3,171.4	1,513.4	1,081.7	1,860.2	0.00	0.00	0.00
3,900.0	39.01	35.55	3,249.1	1,564.6	1,118.3	1,923.2	0.00	0.00	0.00
4,000.0	39.01	35.55	3,326.8	1,615.9	1,154.9	1,986.2	0.00	0.00	0.00
4,038.1	39.01	35.55	3,356.4	1,635.4	1,168.8	2,010.1	0.00	0.00	0.00
4,100.0	35.79	35.55	3,405.6	1,666.0	1,190.7	2,047.7	5.20	-5.20	0.00
4,200.0	30.59	35.55	3,489.2	1,710.5	1,222.5	2,102.5	5.20	-5.20	0.00
4,300.0	25.39	35.55	3,577.5	1,748.7	1,249.8	2,149.4	5.20	-5.20	0.00
4,400.0	20.19	35.55	3,669.6	1,780.2	1,272.3	2,188.1	5.20	-5.20	0.00
4,500.0	14.99	35.55	3,764.9	1,804.8	1,289.9	2,218.3	5.20	-5.20	0.00
4,593.3	10.14	35.55	3,856.0	1,821.3	1,301.7	2,238.6	5.20	-5.20	0.00
Blue Gate Shale									
4,600.0	9.79	35.55	3,862.6	1,822.2	1,302.4	2,239.8	5.20	-5.20	0.00
4,700.0	4.59	35.55	3,961.7	1,832.4	1,309.7	2,252.3	5.20	-5.20	0.00

Quantum Drilling Motors

Planning Report

Database:	EDM 2003.16 Single User Db	**Local Co-ordinate Reference:**	Site Utah 29-574D
Company:	Conoco	**TVD Reference:**	WELL @ 0.0ft (Original Well Elev)
Project:	Utah	**MD Reference:**	WELL @ 0.0ft (Original Well Elev)
Site:	Utah 29-574D	**North Reference:**	True
Well:	Utah 29-574D	**Survey Calculation Method:**	Minimum Curvature
Wellbore:	OH		
Design:	OH		

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
4,788.4	0.00	0.00	4,050.0	1,835.3	1,311.7	2,255.8	5.20	-5.20	0.00
4,800.0	0.00	0.00	4,061.6	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
4,809.4	0.00	0.00	4,071.0	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
Ferron									
4,854.4	0.00	0.00	4,116.0	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
Ferron Coal									
4,900.0	0.00	0.00	4,161.6	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
5,000.0	0.00	0.00	4,261.6	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
5,059.4	0.00	0.00	4,321.0	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
Tununk									
5,100.0	0.00	0.00	4,361.6	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
5,200.0	0.00	0.00	4,461.6	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00
5,288.4	0.00	0.00	4,550.0	1,835.3	1,311.7	2,255.8	0.00	0.00	0.00

Targets

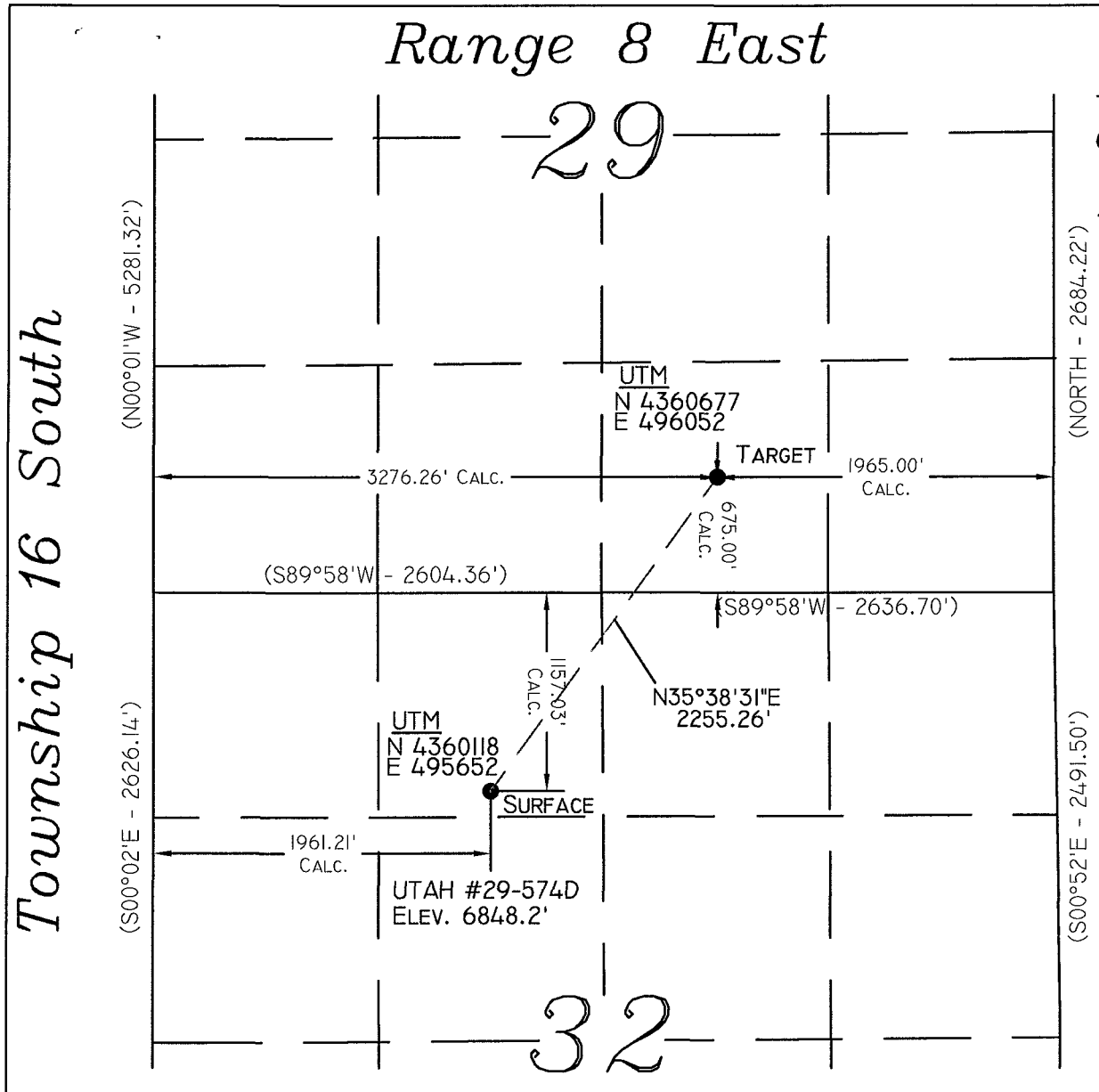
Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
PBHL Utah 29-574D - plan hits target - Point	0.00	0.00	4,550.0	1,835.3	1,311.7	387,910.66	2,128,340.86	39° 23' 50.861 N	111° 2' 45.059 W

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
4,593.3	3,856.0	Blue Gate Shale		0.00	
4,854.4	4,116.0	Ferron Coal		0.00	
4,809.4	4,071.0	Ferron		0.00	
5,059.4	4,321.0	Tununk		0.00	

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	Local Coordinates +E/-W (ft)	Comment
0.1	0.1	0.0	0.0	SHL
485.0	485.0	0.0	0.0	KOP @ 485' MD, build 5.2/100'
1,247.6	1,188.2	206.2	147.4	Hold 39.66 Inc., 35.67 Azm
3,986.6	3,316.4	1,609.0	1,150.0	Begin drop -5.2/100'
4,749.2	4,010.9	1,834.7	1,311.3	Hold 0.00 Inc., 0.00 Azm



Location:
The well location was determined using a Trimble 5700 GPS survey grade unit.

Basis of Bearing:
The Basis of Bearing is GPS Measured.

GLO Bearing:
The Bearings indicated are per the recorded plat obtained from the U.S. Land Office.

Basis of Elevation:
Basis of Elevation of 6538' being at the Northeast Section Corner of Section 5, Township 17 South, Range 8 East, Salt Lake Base and Meridian, as shown on the Hiawatha Quadrangle 7.5 minute series map.

Description of Location:
Surface
Proposed Drill Hole located in the NE/4 NW/4 of Section 32, T16S, R8E, S.L.B.&M., being South 1157.03' from North Line and East 1961.21' from West Line of Section 32, T16S, R8E, Salt Lake Base & Meridian.

Target
Proposed Target located in the SW/4 SE/4 of Section 29, T16S, R8E, S.L.B.&M., being North 675.00' from South Line and West 1965.00' from East Line of Section 29, T16S, R8E, Salt Lake Base & Meridian.

Surveyor's Certificate:
I, Albert J. Spensko, a Registered Professional Land Surveyor, holding Certificate 146652 State of Utah, do hereby certify that the information on this drawing is a true and accurate survey based on data of record and was conducted under my personal direction and supervision as shown hereon.

Registered Professional Land Surveyor
4/4/08
No. 146652
Albert J. Spensko
State of Utah

TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talon @ etv.net

ConocoPhillips

ConocoPhillips Company
WELL UTAH #29-574D
Section 32, T16S, R8E, S.L.B.&M.
Emery County, Utah

Drawn By: N. BUTKOVICH	Checked By: L.W.J./A.J.S.
Drawing No. A-1	Date: 10/11/07
	Scale: 1" = 1000'
Sheet 1 of 4	Job No. 3105-B/3476

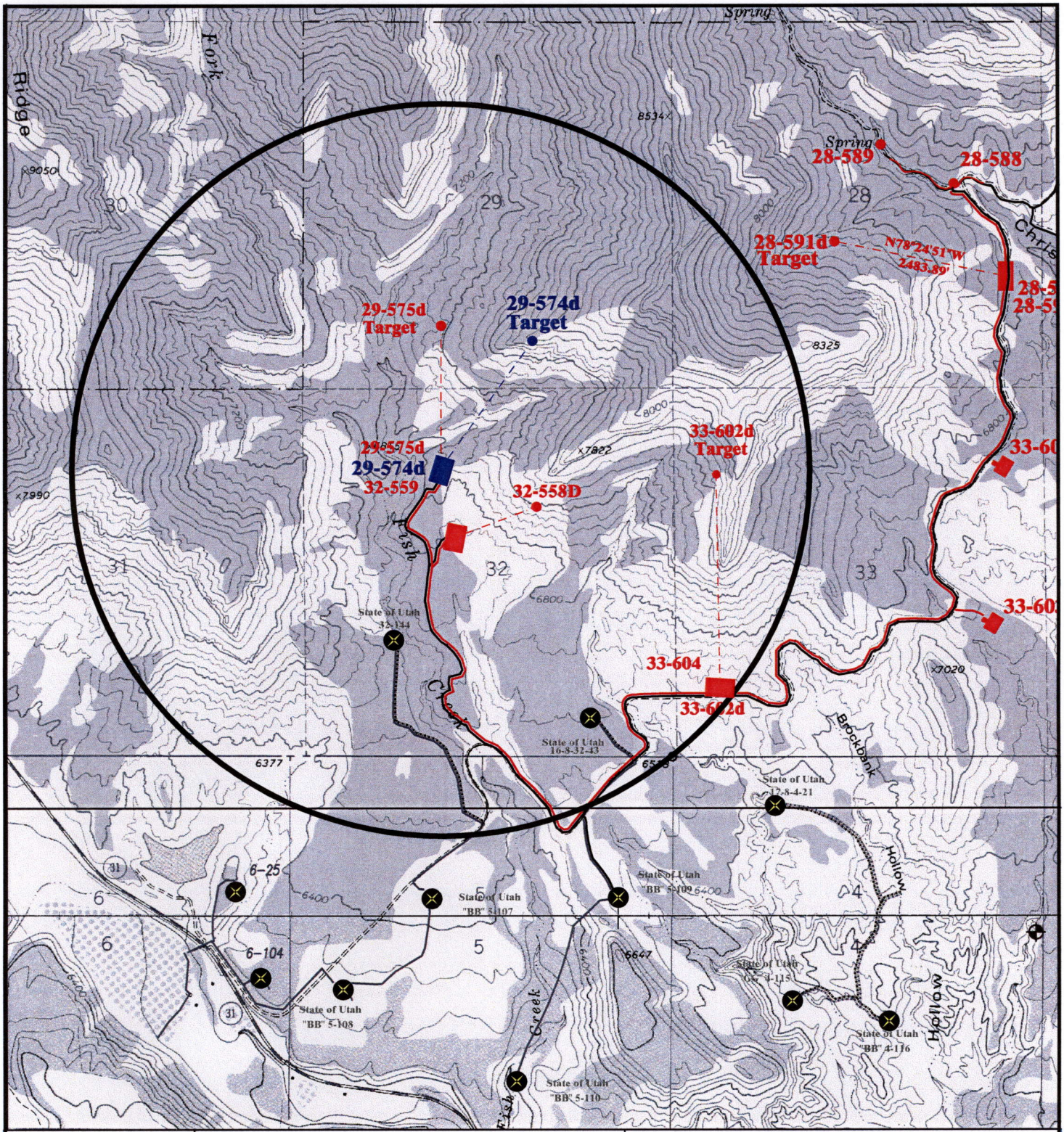
Legend
- Drill Hole Location
- Metal Cap (Found)
- Brass Cap (Searched for, but not found)
- Calculated Corner
- ( ) GLO
- GPS Measured

NOTES:
1. UTM and Latitude / Longitude Coordinates are derived using a GPS Pathfinder and are shown in NAD 27 Datum.

SURFACE	TARGET
LAT / LONG	LAT / LONG
39°23'32.721"N	39°23'50.861"N
111°03'01.769"W	111°02'45.059"W

GRAPHIC SCALE
0 500' 1000'
(IN FEET)
1 inch = 1000 ft.

Revision: 4/4/08



LEGEND

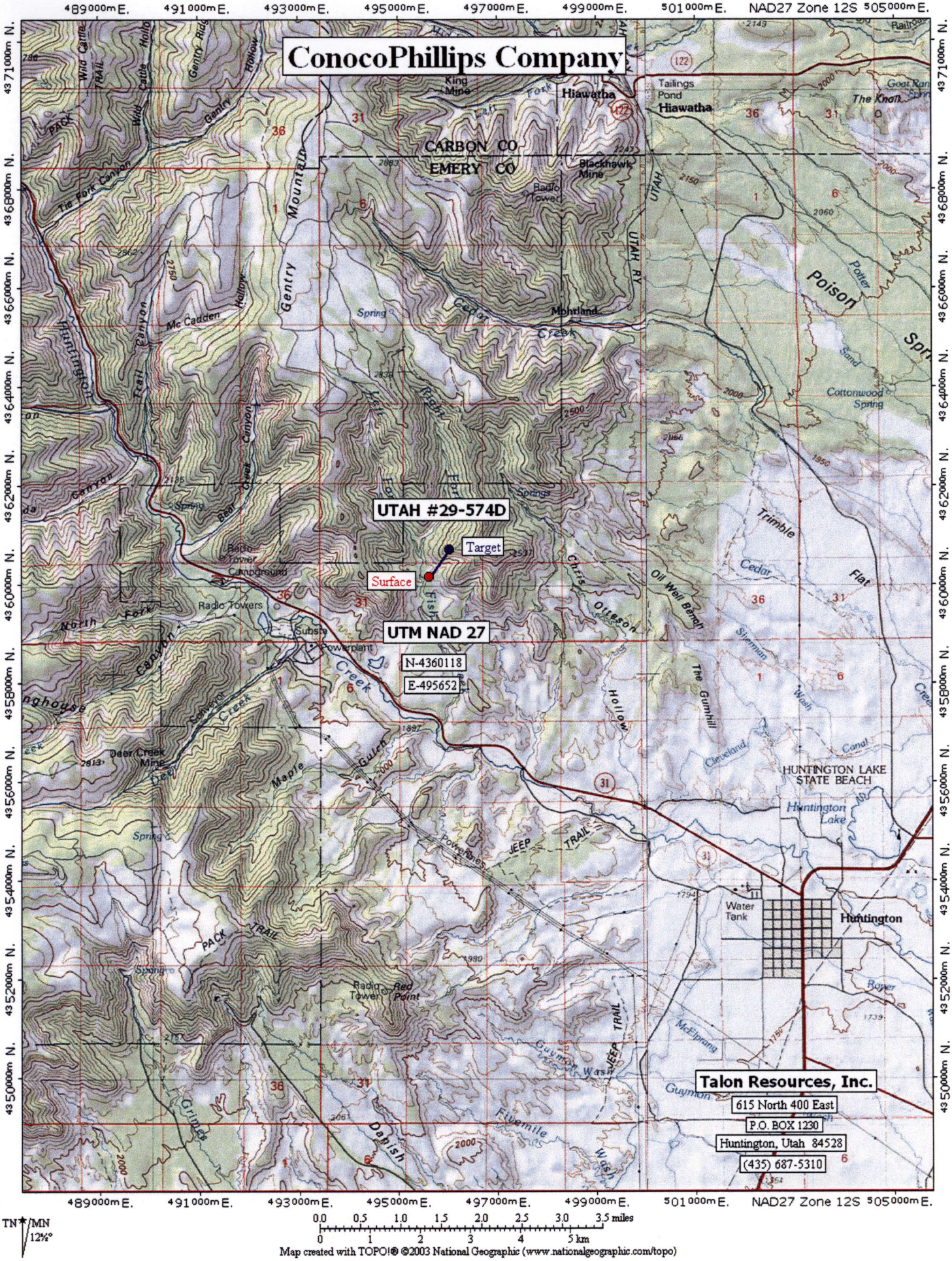
Proposed Well Location:
Other Proposed Well Locations:
Proposed Pipeline:
Proposed Roads:
XTO Energy Existing Wells

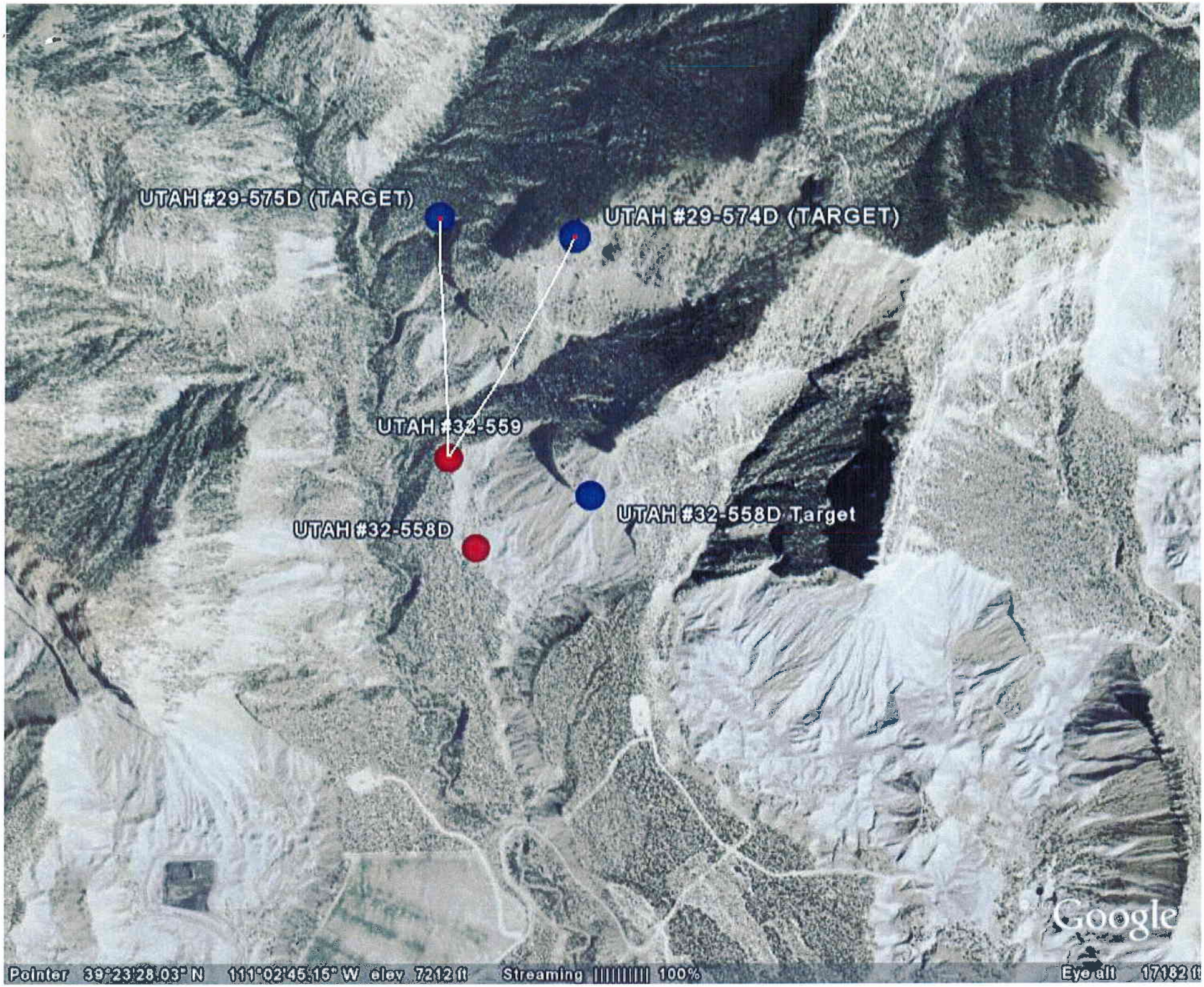
Scale: 1" = 2000'

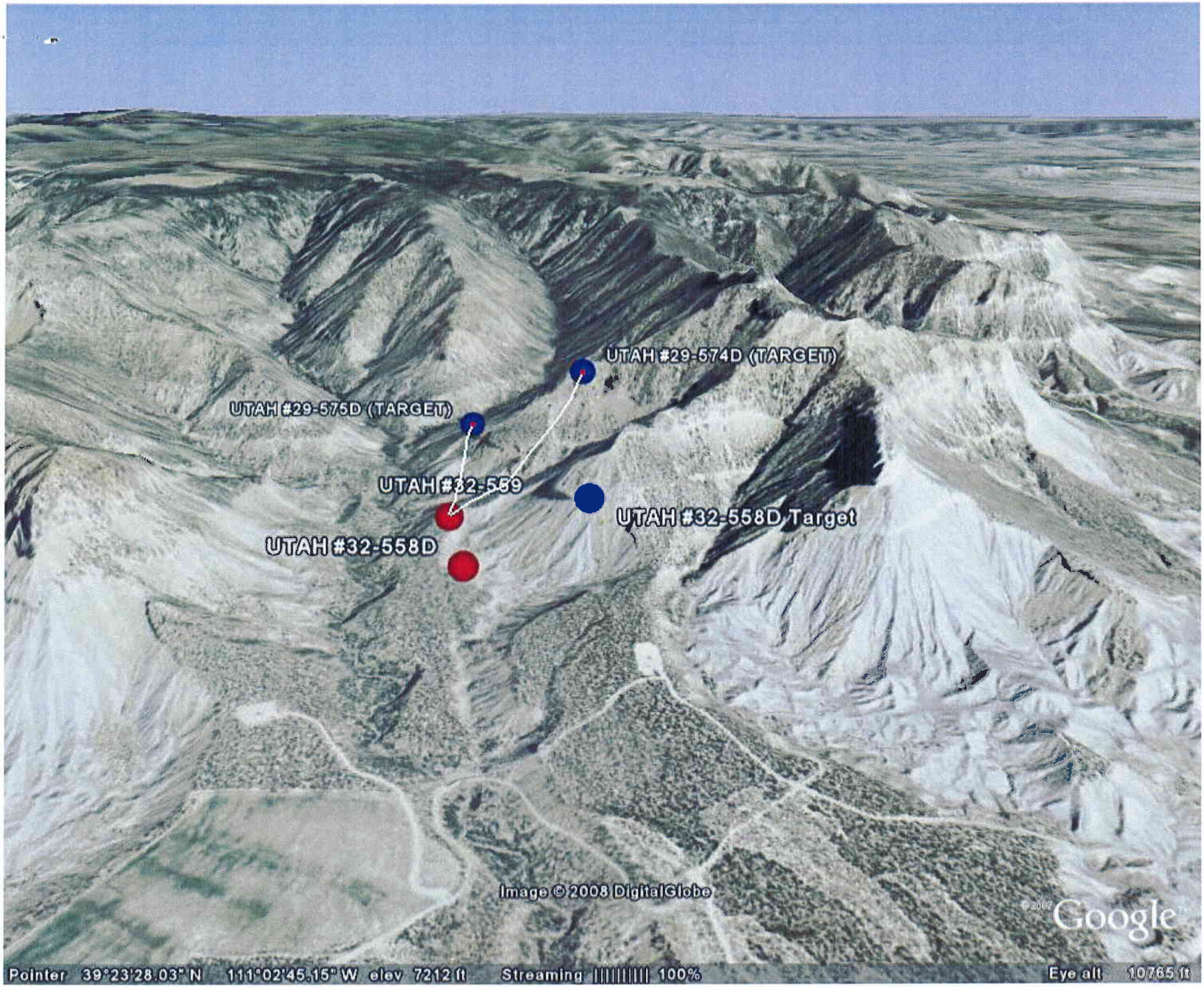
Revision: April 4, 2008
October 12, 2007

ConocoPhillips Company
6825 South 5300 West
P.O. Box 851
Price, Utah 84501
Phone: (435) 613-9777
Fax: (435) 613-9782

WELL UTAH #29-574D
Section 32, T16S, R8E, S.L.B.&M.
Drawing L-1 4 of 4


ConocoPhillips Company
UTAH #29-574D
Target
Surface
UTM NAD 27
N-4360118
E-495652
Talon Resources, Inc.
615 North 400 East
P.O. BOX 1230
Huntington, Utah 84528
(435) 687-5310
CARBON CO
EMERY CO
Hiawatha
Huntington
HUNTINGTON LAKE STATE BEACH
Huntington Lake
Poison Spring
Gentry Mountain
Fish Creek
Cedar Creek
Trimble Flat
Oil Well Bench
Chris Ottogon
The Gumhill
Sherman Wash
Cleveland Canal
Deer Creek Canyon
Deer Creek Mine
Maple Gulch
Huntington Canyon
Mc Cadden Hollow
Tie Fork Canyon
Wild Cattle Hollow
Gentry Ridge
Bear Creek Canyon
North Fork Canyon
Radio Towers
Radio Tower Campground
Substa
Powerplant
Water Tank
Tailings Pond
King Mine
Blackhawk Mine
Radio Tower
Mohrland
Spring
Springs
Cottonwood Spring
Potter Sand
Danish Grimes
Fivemile Wash
Guymon Wash
McElprang
Beaver
Red Point
PACK TRAIL
JEEP TRAIL
UTAH RY
Railroad
The Knob
Goat Ranch
NAD27 Zone 12S
489000m E.
491000m E.
493000m E.
495000m E.
497000m E.
499000m E.
501000m E.
505000m E.
4371000m N.
4368000m N.
4366000m N.
4364000m N.
4362000m N.
4360000m N.
4358000m N.
4356000m N.
4354000m N.
4352000m N.
4350000m N.
TN/MN 12½°
0.0 0.5 1.0 1.5 2.0 2.5 3.0 3.5 miles
0 1 2 3 4 5 km
Map created with TOPO!® ©2003 National Geographic (www.nationalgeographic.com/topo)


UTAH #29-575D (TARGET)
UTAH #29-574D (TARGET)
UTAH #32-559
UTAH #32-558D Target
UTAH #32-558D
Google
Pointer 39°23'28.03" N 111°02'45.15" W elev 7212 ft Streaming 100%
Eye alt 17182 ft


UTAH #29-574D (TARGET)
UTAH #29-575D (TARGET)
UTAH #32-559
UTAH #32-558D Target
UTAH #32-558D
Image © 2008 DigitalGlobe
Google
Pointer 39°23'28.03" N 111°02'45.15" W elev 7212 ft Streaming 100%
Eye alt 10765 ft

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: **Conocophillips Company**

Well Name: **Utah 29-574D**

API No: **43-015-30735** Lease Type: **State**

Section **32** Township **16S** Range **08E** County **Emery**

Drilling Contractor **Pete Martin Drilling** Rig # **Bucket**

SPUDDED:

Date **9-04-08**

Time **11:00 AM**

How **Dry**

Drilling will Commence:

Reported by **Mike Johnson**

Telephone # **307-851-5824**

Date 9-08-08 **Signed RM**

FORM 9

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

5. LEASE DESIGNATION AND SERIAL NUMBER: BHL: ML 48223

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A

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

7. UNIT or CA AGREEMENT NAME: N/A

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

8. WELL NAME and NUMBER: Utah 29-574D

2. NAME OF OPERATOR: ConocoPhillips Company

9. API NUMBER: 4301530735

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710

PHONE NUMBER: (432) 688-6943

10. FIELD AND POOL, OR WILDCAT: Buzzard Bench

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL

COUNTY: Emery

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E

STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion: 9/4/2008	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER: Spud/Conductor Set
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

The above well spud (13 3/8" conductor @ 41.6' and cemented w/8 sxs ready mix) on September 4, 2008.

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist

SIGNATURE _____ DATE 9/8/2008

(This space for State use only)

RECEIVED
SEP 11 2008
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

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

FORM 6

ENTITY ACTION FORM

Operator: ConocoPhillips Company
Address: P.O. Box 51810
city Midland
state Tx zip 79710

Operator Account Number: N 2335

Phone Number: (432) 688-6943

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301530735	Utah 29-574D	NENW	32	16S	8E	Emery

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
A	99999	17090	9/4/2008	9/25/08

Comments: FRSD BHL = SESE

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301530751	Utah 32-558D	SENW	32	16S	8E	Emery

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
A	99999	17091	9/5/2008	9/25/08

Comments: FRSD BHL = SWNE

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date

Comments:

ACTION CODES:

- **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)

Donna Williams
Name (Please Print)

Signature

Sr. Regulatory Specialist
Title

9/8/2008
Date

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DIV. OF OIL, GAS & MINING

(5/2000)

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: BHL: ML 48223
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT or CA AGREEMENT NAME: N/A
8. WELL NAME and NUMBER: Utah 29-574D
9. API NUMBER: 4301530735
10. FIELD AND POOL, OR WILDCAT: Buzzard Bench

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER
2. NAME OF OPERATOR: ConocoPhillips Company
3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710 PHONE NUMBER: (432) 688-6943
4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL COUNTY: Emery
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
10/13/2008	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Surface Casing
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

Drilled to surface casing TD of 420'. Ran 9 5/8" 36# casing and set at 406.7'. Cemented w/220 sxs to surface.

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist
SIGNATURE DATE 10/20/2008

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FORM 9

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

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: BHL: ML 48223
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT or CA AGREEMENT NAME: N/A
8. WELL NAME and NUMBER: Utah 29-574D
9. API NUMBER: 4301530735
10. FIELD AND POOL, OR WILDCAT: Buzzard Bench

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

2. NAME OF OPERATOR: ConocoPhillips Company

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710 PHONE NUMBER: (423) 688-6943

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL COUNTY: Emery
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
10/27/2008	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Rig Release
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

On 10/23/08, drilled to total depth of 5302'. Ran 5 1/2" 17# M80 LTC casing and set at 5290.8'. Cemented w/1st Stage: Lead w/145 sxs light cement and tail w/125 sxs 50/50 . Open DV tool. Cement 2nd stage: Lead w/177 bbls and tail w/32 bbls of cement. No returns. Rig released on 10/27/2008.
Shut in until completion operations begin.

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist
SIGNATURE _____ DATE 11/10/2008

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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: BHL: ML 48212
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT or CA AGREEMENT NAME: N/A
8. WELL NAME and NUMBER: Utah 29-574D
9. API NUMBER: 4301530735
10. FIELD AND POOL, OR WILDCAT: Buzzard Bench

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

2. NAME OF OPERATOR: ConocoPhillips Company

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710 PHONE NUMBER: (432) 688-6943

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL COUNTY: Emery
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
11/18/2008	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Directional Survey
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

The above well drilled to a total depth of 5302' on 10/23/2008. At this depth, the bottomhole location is 715.48 FSL & 1935.80 FEL (SWSE) of Section 29-16S-8E. The directional survey is attached.

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist

SIGNATURE _____ DATE 11/19/2008

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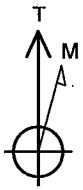
(5/2000) (See Instructions on Reverse Side)

CONOCOPHILLIPS

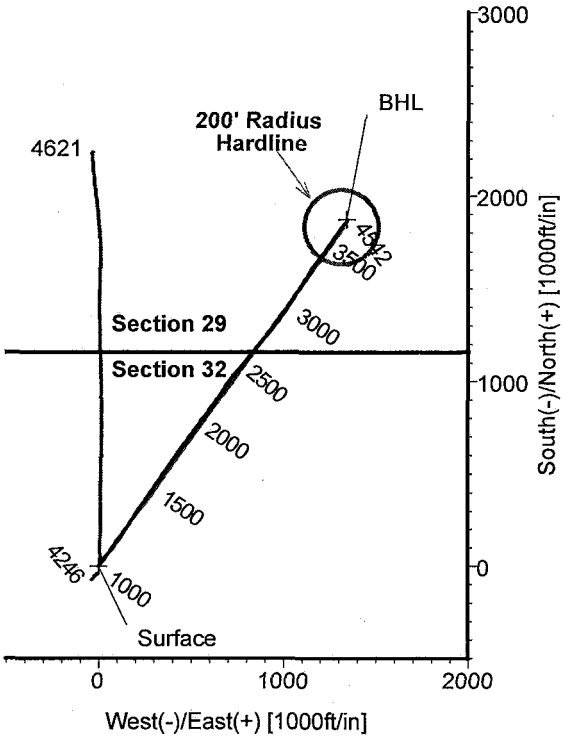
Field: Emery County, UT
Site: Utah #29-574D
Well: #29-574D
Wellpath: Original Hole

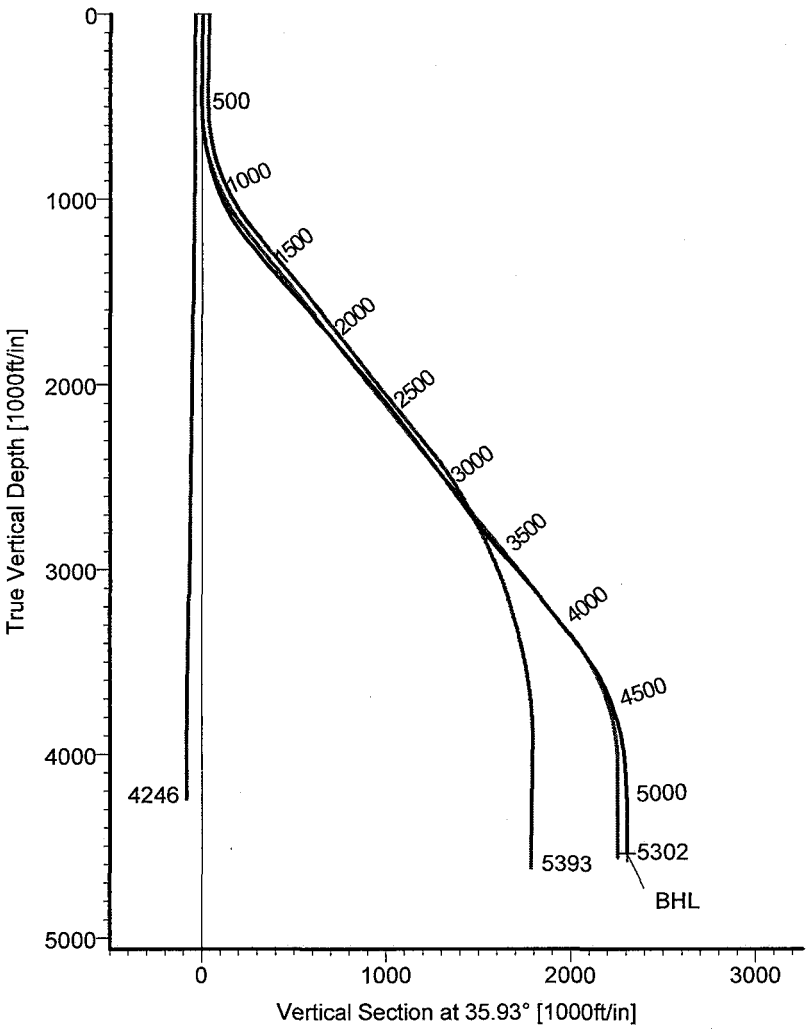
ConocoPhillips



Azimuths to True North
Magnetic North: 11.93°

Magnetic Field
Strength: 52104nT
Dip Angle: 65.13°
Date: 9/27/2008
Model: igrf2005





LEGEND

- #29-574D,Original Hole,Plan #2
- #29-575D (Original Hole)
- #32-559 (Original Hole)
- Original Hole

TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Shape
Surface	0.00	0.00	0.00	386068.80	2127038.37	39°23'32.721N	111°03'01.769W	Point
BHL	4542.43	1872.51	1344.69	387947.91	2128373.54	39°23'51.227N	111°02'44.640W	Point

Strata Directional Technology, LLC.
Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	1
Field:	Emery County, UT	**Co-ordinate(NE) Reference:**	Well: #29-574D, True North		
Site:	Utah #29-574D	**Vertical (TVD) Reference:**	Est.6848'GL+11'KB 6859.0		
Well:	#29-574D	**Section (VS) Reference:**	Well (0.00N,0.00E,35.93Azi)		
Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Field: Emery County, UT

Map System:	US State Plane Coordinate System 1927	**Map Zone:**	Utah, Central Zone
Geo Datum:	NAD27 (Clarke 1866)	**Coordinate System:**	Well Centre
Sys Datum:	Mean Sea Level	**Geomagnetic Model:**	igrf2005

Site: Utah #29-574D

Site Position:			**Northing:**	386068.80 ft	**Latitude:**	39	23	32.721	N
From:	Geographic		**Easting:**	2127038.37 ft	**Longitude:**	111	3	1.769	W
Position Uncertainty:		0.00 ft			**North Reference:**			True	
Ground Level:		6848.00 ft			**Grid Convergence:**			0.29 deg	

Well: #29-574D **Slot Name:**

Well Position:	+N/-S	0.00 ft	**Northing:**	386068.80 ft	**Latitude:**	39	23	32.721	N
	+E/-W	0.00 ft	**Easting :**	2127038.37 ft	**Longitude:**	111	3	1.769	W
Position Uncertainty:		0.00 ft							

Wellpath:	Original Hole	**Drilled From:**	Surface
		Tie-on Depth:	0.00 ft
Current Datum:	Est.6848'GL+11'KB **Height** 6859.00 ft	**Above System Datum:**	Mean Sea Level
Magnetic Data:	9/27/2008	**Declination:**	11.93 deg
Field Strength:	52104 nT	**Mag Dip Angle:**	65.13 deg

Vertical Section: Depth From (TVD) ft	+N/-S ft	+E/-W ft	Direction deg
0.00	0.00	0.00	35.93

Survey Program for Definitive Wellpath

Date: 11/13/2008 **Validated:** No **Version:** 0

Actual From ft	To ft	Survey	Toolcode	Tool Name
129.00	129.00	Survey #1 (129.00-1451.00)	MWD	Std MWD
129.00	5247.00	Survey #2 (129.00-5247.00)	MWD	Std MWD
5302.00	5302.00	Survey #3 (5302.00-5302.00)	Project	Projection

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	TIE LINE
129.00	0.30	340.20	129.00	0.32	-0.11	0.19	0.23	0.23	0.00	MWD
191.00	0.40	307.40	191.00	0.60	-0.34	0.29	0.35	0.16	-52.90	MWD
251.00	0.30	307.40	251.00	0.82	-0.63	0.30	0.17	-0.17	0.00	MWD
313.00	0.30	288.30	313.00	0.97	-0.92	0.25	0.16	0.00	-30.81	MWD
374.00	0.40	270.20	374.00	1.02	-1.28	0.08	0.24	0.16	-29.67	MWD
395.00	0.40	261.90	394.99	1.01	-1.43	-0.01	0.28	0.00	-39.52	MWD
424.00	0.70	132.90	423.99	0.88	-1.40	-0.11	3.45	1.03	-444.83	MWD
454.00	0.90	128.80	453.99	0.61	-1.08	-0.14	0.69	0.67	-13.67	MWD
483.00	1.40	111.20	482.99	0.34	-0.57	-0.06	2.09	1.72	-60.69	MWD
514.00	2.30	81.50	513.97	0.29	0.40	0.47	4.15	2.90	-95.81	MWD
545.00	3.30	69.30	544.93	0.70	1.85	1.65	3.74	3.23	-39.35	MWD
575.00	4.30	55.10	574.87	1.65	3.58	3.43	4.55	3.33	-47.33	MWD
605.00	5.80	47.00	604.75	3.33	5.61	5.98	5.52	5.00	-27.00	MWD
636.00	7.50	44.80	635.54	5.83	8.18	9.52	5.54	5.48	-7.10	MWD
666.00	8.80	43.00	665.24	8.90	11.12	13.73	4.42	4.33	-6.00	MWD
696.00	10.10	39.90	694.83	12.59	14.38	18.63	4.65	4.33	-10.33	MWD
726.00	11.10	35.10	724.32	16.97	17.73	24.15	4.44	3.33	-16.00	MWD
756.00	12.40	32.30	753.69	22.06	21.11	30.25	4.73	4.33	-9.33	MWD
785.00	13.50	31.50	781.95	27.58	24.54	36.73	3.84	3.79	-2.76	MWD
815.00	14.50	32.80	811.06	33.72	28.40	43.97	3.49	3.33	4.33	MWD

Strata Directional Technology, LLC.
Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	2
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Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
847.00	15.50	34.70	841.97	40.60	33.01	52.25	3.48	3.12	5.94	MWD
879.00	16.70	37.10	872.71	47.79	38.22	61.12	4.29	3.75	7.50	MWD
911.00	18.20	37.70	903.24	55.41	44.05	70.71	4.72	4.69	1.87	MWD
942.00	20.10	37.00	932.52	63.49	50.21	80.88	6.17	6.13	-2.26	MWD
974.00	22.20	36.80	962.37	72.73	57.14	92.42	6.57	6.56	-0.62	MWD
1005.00	23.80	36.60	990.90	82.44	64.38	104.53	5.17	5.16	-0.65	MWD
1038.00	25.40	37.40	1020.90	93.41	72.65	118.27	4.95	4.85	2.42	MWD
1070.00	26.90	37.30	1049.63	104.62	81.21	132.36	4.69	4.69	-0.31	MWD
1102.00	28.80	36.90	1077.92	116.54	90.22	147.31	5.97	5.94	-1.25	MWD
1133.00	30.50	36.50	1104.86	128.84	99.39	162.64	5.52	5.48	-1.29	MWD
1165.00	32.70	35.70	1132.11	142.39	109.26	179.41	7.00	6.87	-2.50	MWD
1196.00	35.00	34.60	1157.86	156.51	119.20	196.67	7.68	7.42	-3.55	MWD
1228.00	37.20	33.80	1183.71	172.10	129.79	215.52	7.03	6.87	-2.50	MWD
1260.00	38.70	33.10	1208.94	188.52	140.64	235.18	4.88	4.69	-2.19	MWD
1292.00	39.40	32.20	1233.80	205.50	151.51	255.30	2.82	2.19	-2.81	MWD
1323.00	39.30	31.40	1257.77	222.20	161.87	274.91	1.67	-0.32	-2.58	MWD
1355.00	38.70	30.80	1282.64	239.44	172.27	294.98	2.22	-1.87	-1.87	MWD
1387.00	39.10	30.80	1307.54	256.71	182.56	314.99	1.25	1.25	0.00	MWD
1419.00	39.90	32.50	1332.23	274.03	193.24	335.29	4.20	2.50	5.31	MWD
1451.00	40.30	34.20	1356.71	291.24	204.58	355.88	3.64	1.25	5.31	MWD
1551.00	41.30	34.00	1432.41	345.35	241.21	421.18	1.01	1.00	-0.20	MWD
1647.00	42.90	34.60	1503.64	398.52	277.48	485.52	1.72	1.67	0.62	MWD
1742.00	41.50	35.40	1574.01	450.79	314.07	549.32	1.58	-1.47	0.84	MWD
1839.00	41.50	35.20	1646.66	503.25	351.22	613.59	0.14	0.00	-0.21	MWD
1934.00	41.80	35.00	1717.65	554.90	387.52	676.72	0.35	0.32	-0.21	MWD
2029.00	40.00	35.00	1789.45	605.85	423.19	738.91	1.89	-1.89	0.00	MWD
2125.00	40.90	36.90	1862.51	656.26	459.76	801.18	1.59	0.94	1.98	MWD
2220.00	41.20	37.00	1934.15	706.12	497.26	863.56	0.32	0.32	0.11	MWD
2315.00	40.00	35.30	2006.28	756.03	533.74	925.38	1.72	-1.26	-1.79	MWD
2411.00	38.90	35.80	2080.41	805.66	569.20	986.37	1.19	-1.15	0.52	MWD
2507.00	38.50	37.30	2155.33	853.87	604.94	1046.39	1.06	-0.42	1.56	MWD
2604.00	37.30	33.10	2231.88	902.52	639.30	1105.94	2.93	-1.24	-4.33	MWD
2699.00	37.40	31.70	2307.41	951.18	670.18	1163.46	0.90	0.11	-1.47	MWD
2796.00	37.60	36.50	2384.38	1000.04	703.26	1222.44	3.02	0.21	4.95	MWD
2890.00	37.00	40.80	2459.16	1044.52	738.81	1279.31	2.84	-0.64	4.57	MWD
2985.00	36.40	39.80	2535.33	1087.81	775.53	1335.92	0.89	-0.63	-1.05	MWD
3080.00	36.70	38.80	2611.65	1131.59	811.36	1392.39	0.70	0.32	-1.05	MWD
3176.00	35.60	40.30	2689.17	1175.26	847.41	1448.91	1.47	-1.15	1.56	MWD
3272.00	37.50	39.70	2766.29	1219.06	884.15	1505.93	2.01	1.98	-0.62	MWD
3368.00	41.00	40.30	2840.62	1265.57	923.20	1566.51	3.67	3.65	0.62	MWD
3464.00	41.70	36.80	2912.69	1315.16	962.70	1629.84	2.52	0.73	-3.65	MWD
3562.00	41.50	35.70	2985.98	1367.63	1001.17	1694.90	0.77	-0.20	-1.12	MWD
3657.00	40.90	32.60	3057.46	1419.40	1036.30	1757.43	2.24	-0.63	-3.26	MWD
3750.00	39.60	33.30	3128.44	1469.82	1068.98	1817.44	1.48	-1.40	0.75	MWD
3845.00	38.90	31.20	3202.01	1520.65	1101.06	1877.41	1.58	-0.74	-2.21	MWD
3941.00	38.10	30.70	3277.14	1571.90	1131.79	1936.95	0.89	-0.83	-0.52	MWD
4037.00	38.40	35.80	3352.55	1621.56	1164.36	1996.27	3.30	0.31	5.31	MWD
4132.00	37.50	37.80	3427.47	1668.34	1199.35	2054.68	1.60	-0.95	2.11	MWD
4163.00	36.60	37.20	3452.21	1683.16	1210.72	2073.35	3.13	-2.90	-1.94	MWD
4195.00	35.00	36.80	3478.16	1698.10	1221.98	2092.07	5.05	-5.00	-1.25	MWD
4227.00	34.40	35.60	3504.47	1712.80	1232.74	2110.28	2.84	-1.87	-3.75	MWD
4259.00	33.10	35.60	3531.08	1727.26	1243.09	2128.06	4.06	-4.06	0.00	MWD
4291.00	30.90	35.70	3558.21	1741.04	1252.97	2145.02	6.88	-6.87	0.31	MWD
4323.00	28.20	36.70	3586.05	1753.77	1262.29	2160.80	8.58	-8.44	3.12	MWD

Strata Directional Technology, LLC.
Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	3
Field:	Emery County, UT	**Co-ordinate(NE) Reference:**	Well: #29-574D, True North		
Site:	Utah #29-574D	**Vertical (TVD) Reference:**	Est.6848'GL+11'KB 6859.0		
Well:	#29-574D	**Section (VS) Reference:**	Well (0.00N,0.00E,35.93Azi)		
Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
4355.00	26.50	35.70	3614.47	1765.64	1270.97	2175.50	5.50	-5.31	-3.12	MWD
4386.00	24.80	34.50	3642.41	1776.61	1278.69	2188.91	5.73	-5.48	-3.87	MWD
4418.00	23.10	33.60	3671.66	1787.37	1285.97	2201.90	5.43	-5.31	-2.81	MWD
4450.00	21.50	33.90	3701.26	1797.47	1292.71	2214.03	5.01	-5.00	0.94	MWD
4482.00	19.90	35.40	3731.20	1806.77	1299.14	2225.34	5.27	-5.00	4.69	MWD
4513.00	18.60	37.20	3760.46	1815.01	1305.18	2235.56	4.61	-4.19	5.81	MWD
4545.00	17.10	39.10	3790.92	1822.73	1311.24	2245.36	5.03	-4.69	5.94	MWD
4577.00	15.70	40.80	3821.62	1829.66	1317.03	2254.37	4.62	-4.37	5.31	MWD
4609.00	14.50	40.40	3852.51	1835.99	1322.46	2262.68	3.76	-3.75	-1.25	MWD
4641.00	12.70	41.00	3883.62	1841.69	1327.36	2270.17	5.64	-5.62	1.87	MWD
4673.00	10.80	39.80	3914.94	1846.65	1331.59	2276.67	5.99	-5.94	-3.75	MWD
4705.00	9.10	39.60	3946.46	1850.91	1335.12	2282.19	5.31	-5.31	-0.62	MWD
4737.00	7.50	38.60	3978.13	1854.49	1338.04	2286.80	5.02	-5.00	-3.12	MWD
4769.00	5.80	37.60	4009.91	1857.40	1340.33	2290.50	5.32	-5.31	-3.12	MWD
4801.00	4.10	32.10	4041.79	1859.65	1341.92	2293.26	5.51	-5.31	-17.19	MWD
4898.00	2.70	12.20	4138.62	1864.82	1344.25	2298.81	1.87	-1.44	-20.52	MWD
4993.00	3.20	7.40	4233.49	1869.64	1345.06	2303.19	0.59	0.53	-5.05	MWD
5088.00	0.40	350.50	4328.44	1872.60	1345.35	2305.75	2.97	-2.95	-17.79	MWD
5183.00	0.20	237.10	4423.44	1872.83	1345.16	2305.83	0.54	-0.21	-119.37	MWD
5247.00	0.30	235.00	4487.43	1872.68	1344.93	2305.57	0.16	0.16	-3.28	MWD
5302.00	0.30	235.00	4542.43	1872.51	1344.69	2305.30	0.00	0.00	0.00	BHL

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	<--- Latitude ---> Deg Min Sec	<--- Longitude ---> Deg Min Sec
Surface			0.00	0.00	0.00	386068.80	2127038.37	39 23 32.721 N	111 3 1.769 W
BHL			4542.43	1872.51	1344.69	387947.91	2128373.54	39 23 51.227 N	111 2 44.640 W

FORM 9

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

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 48212 (BHL)
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT or CA AGREEMENT NAME: N/A
8. WELL NAME and NUMBER: Utah 29-574D
9. API NUMBER: 4301530735
10. FIELD AND POOL, OR WILDCAT: Buzzard Bench

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

2. NAME OF OPERATOR: ConocoPhillips Company

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710 PHONE NUMBER: (423) 688-6943

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1157.03 FNL & 1961.21 FWL COUNTY: Emery
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
12/24/2008	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: First Sales
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

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

The above well had first sales on December 24, 2008. The well is making 1 mcfd and 87 bbls water.

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist

SIGNATURE _____ DATE 1/6/2009

(This space for State use only)

RECEIVED
JAN 12 2009
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

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

AMENDED REPORT ☐ (highlight changes)

FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. LEASE DESIGNATION AND SERIAL NUMBER: ML 48212 (BHL)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A

7. UNIT or CA AGREEMENT NAME: N/A

8. WELL NAME and NUMBER: Utah 29-574D

9. API NUMBER: 4301530735

10 FIELD AND POOL, OR WILDCAT: Buzzard Bench

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENW 32 16S 8E

12. COUNTY: Emery

13. STATE: UTAH

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ DRY ☐ OTHER

b. TYPE OF WORK: NEW WELL ☑ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

2. NAME OF OPERATOR: ConocoPhillips Company

3. ADDRESS OF OPERATOR: P.O. Box 51810 CITY Midland STATE Tx ZIP 79710

PHONE NUMBER: (432) 688-6943

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: 1157.03 FNL & 1961.21 FWL (32-16S-8E)

AT TOP PRODUCING INTERVAL REPORTED BELOW:

AT TOTAL DEPTH: 715.48 FSL & 1935.80 FEL (29-16S-8E) per HSM review

14. DATE SPUDDED: 9/4/2008

15. DATE T.D. REACHED: 10/23/2008

16. DATE COMPLETED: 12/9/2008 ABANDONED ☐ READY TO PRODUCE ☑

17. ELEVATIONS (DF, RKB, RT, GL): 6848.2 GL

18. TOTAL DEPTH: MD 5,302 TVD 4542

19. PLUG BACK T.D.: MD 5,243 TVD 4483

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE PLUG SET: MD TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

Attached

CBL, CCL, GR, PNN, Processed

23.

WAS WELL CORED?	NO ☑	YES ☐	(Submit analysis)
WAS DST RUN?	NO ☑	YES ☐	(Submit report)
DIRECTIONAL SURVEY?	NO ☐	YES ☑	(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
11"	8 5/8 J55	24#	0	407		220		Surface	
7 7/8	5 1/2 M80	17#	0	5,291		270sxs		Surface	
						209bbls			

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 3/8	5,115							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Ferron	4,907	4,955		
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
4,907 4,955	3 spf	36	Open ☑ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4907-4955	F w/1729 bbls lightning 18 + 70754# 16/30 white sand + 2064# 14/30 mesh

29. ENCLOSED ATTACHMENTS:

☐ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☐ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER:

30. WELL STATUS: Producing

(5/2000)

(CONTINUED ON BACK)

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DIV. OF OIL, GAS & MINING

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
12/24/2008		12/24/2008		24			0	1	87	Flowing
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:
							0	1	87	Producing

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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.

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.

34. FORMATION (Log) MARKERS:

Name	Top (Measured Depth)
Formation Tops to be submitted on a sundry at a later date	

35. ADDITIONAL REMARKS (Include plugging procedure)

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

NAME (PLEASE PRINT) Donna Williams TITLE Sr. Regulatory Specialist

SIGNATURE DATE 3/10/2009

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

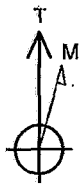
Fax: 801-359-3940

(5/2000)

CONOCOPHILLIPS

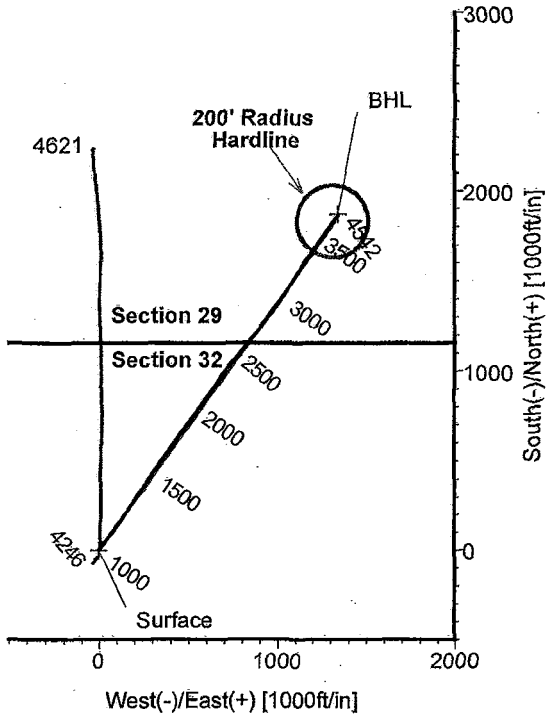
Field: Emery County, UT
Site: Utah #29-574D
Well: #29-574D
Wellpath: Original Hole

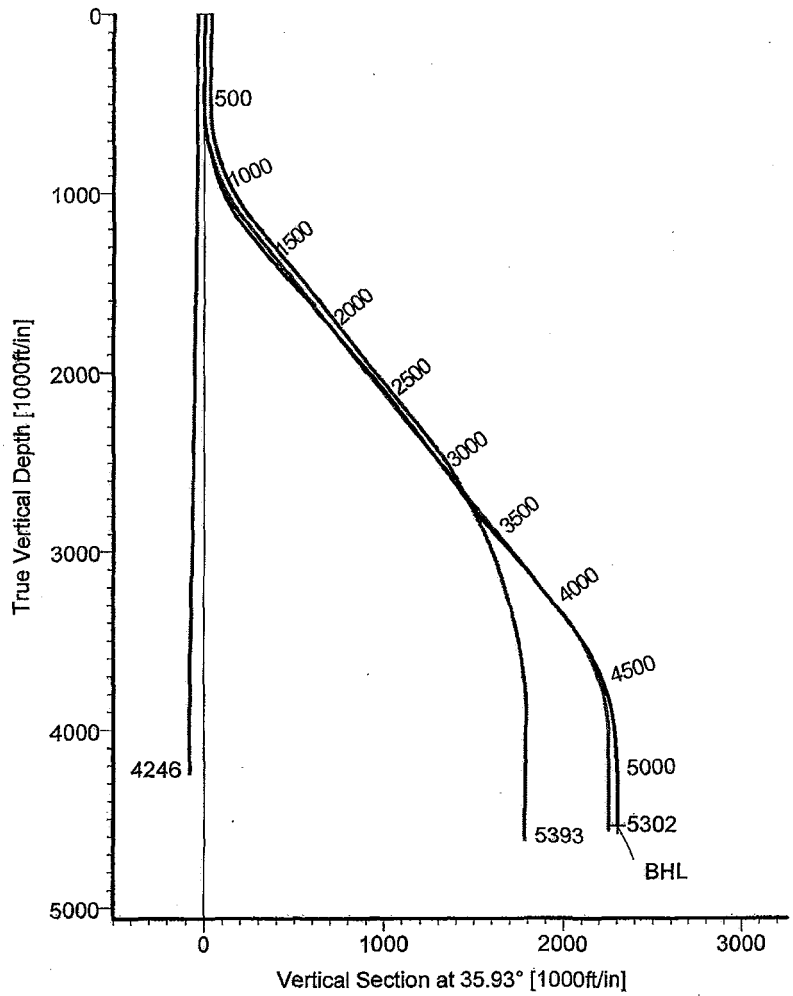
ConocoPhillips



Azimuths to True North
Magnetic North: 11.93°

Magnetic Field
Strength: 52104nT
Dip Angle: 65.13°
Date: 9/27/2008
Model: igrf2005





LEGEND

- #29-574D,Original Hole,Plan #2
- #29-575D (Original Hole)
- #32-559 (Original Hole)
- Original Hole

TARGET DETAILS

Name	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Shape
Surface	0.00	0.00	0.00	386068.80	2127038.37	39°23'32.721N	111°03'01.769W	Point
BHL	4542.43	1872.51	1344.69	387947.91	2128373.54	39°23'51.227N	111°02'44.640W	Point

Strata Directional Technology, LLC.
Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	1
Field:	Emery County, UT	**Co-ordinate(NE) Reference:**	Well: #29-574D, True North		
Site:	Utah #29-574D	**Vertical (TVD) Reference:**	Est.6848'GL+11'KB 6859.0		
Well:	#29-574D	**Section (VS) Reference:**	Well (0.00N,0.00E,35.93Azi)		
Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Field: Emery County, UT

Map System: US State Plane Coordinate System 1927 — **Map Zone:** Utah, Central Zone
Geo Datum: NAD27 (Clarke 1866) — **Coordinate System:** Well Centre
Sys Datum: Mean Sea Level — **Geomagnetic Model:** igrf2005

Site: Utah #29-574D

Site Position: — **Northing:** 386068.80 ft — **Latitude:** 39 23 32.721 N
From: Geographic — **Easting:** 2127038.37 ft — **Longitude:** 111 3 1.769 W
Position Uncertainty: 0.00 ft — **North Reference:** True
Ground Level: 6848.00 ft — **Grid Convergence:** 0.29 deg

Well: #29-574D — **Slot Name:**

Well Position: +N/-S 0.00 ft — **Northing:** 386068.80 ft — **Latitude:** 39 23 32.721 N
+E/-W 0.00 ft — **Easting:** 2127038.37 ft — **Longitude:** 111 3 1.769 W
Position Uncertainty: 0.00 ft

Wellpath: Original Hole — **Drilled From:** Surface
Tie-on Depth: 0.00 ft
Current Datum: Est.6848'GL+11'KB — **Height** 6859.00 ft — **Above System Datum:** Mean Sea Level
Magnetic Data: 9/27/2008 — **Declination:** 11.93 deg
Field Strength: 52104 nT — **Mag Dip Angle:** 65.13 deg

Vertical Section: Depth From (TVD) ft	+N/-S ft	+E/-W ft	Direction deg
0.00	0.00	0.00	35.93

Survey Program for Definitive Wellpath
Date: 11/13/2008 — **Validated:** No — **Version:** 0

Actual From ft	To ft	Survey	Toolcode	Tool Name
129.00	129.00	Survey #1 (129.00-1451.00)	MWD	Std MWD
129.00	5247.00	Survey #2 (129.00-5247.00)	MWD	Std MWD
5302.00	5302.00	Survey #3 (5302.00-5302.00)	Project	Projection

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	TIE LINE
129.00	0.30	340.20	129.00	0.32	-0.11	0.19	0.23	0.23	0.00	MWD
191.00	0.40	307.40	191.00	0.60	-0.34	0.29	0.35	0.16	-52.90	MWD
251.00	0.30	307.40	251.00	0.82	-0.63	0.30	0.17	-0.17	0.00	MWD
313.00	0.30	288.30	313.00	0.97	-0.92	0.25	0.16	0.00	-30.81	MWD
374.00	0.40	270.20	374.00	1.02	-1.28	0.08	0.24	0.16	-29.67	MWD
395.00	0.40	261.90	394.99	1.01	-1.43	-0.01	0.28	0.00	-39.52	MWD
424.00	0.70	132.90	423.99	0.88	-1.40	-0.11	3.45	1.03	-444.83	MWD
454.00	0.90	128.80	453.99	0.61	-1.08	-0.14	0.69	0.67	-13.67	MWD
483.00	1.40	111.20	482.99	0.34	-0.57	-0.06	2.09	1.72	-60.69	MWD
514.00	2.30	81.50	513.97	0.29	0.40	0.47	4.15	2.90	-95.81	MWD
545.00	3.30	69.30	544.93	0.70	1.85	1.65	3.74	3.23	-39.35	MWD
575.00	4.30	55.10	574.87	1.65	3.58	3.43	4.55	3.33	-47.33	MWD
605.00	5.80	47.00	604.75	3.33	5.61	5.98	5.52	5.00	-27.00	MWD
636.00	7.50	44.80	635.54	5.83	8.18	9.52	5.54	5.48	-7.10	MWD
666.00	8.80	43.00	665.24	8.90	11.12	13.73	4.42	4.33	-6.00	MWD
696.00	10.10	39.90	694.83	12.59	14.38	18.63	4.65	4.33	-10.33	MWD
726.00	11.10	35.10	724.32	16.97	17.73	24.15	4.44	3.33	-16.00	MWD
756.00	12.40	32.30	753.69	22.06	21.11	30.25	4.73	4.33	-9.33	MWD
785.00	13.50	31.50	781.95	27.58	24.54	36.73	3.84	3.79	-2.76	MWD
815.00	14.50	32.80	811.06	33.72	28.40	43.97	3.49	3.33	4.33	MWD

Strata Directional Technology, LLC.
Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	2
Field:	Emery County, UT	**Co-ordinate(NE) Reference:**	Well: #29-574D, True North		
Site:	Utah #29-574D	**Vertical (TVD) Reference:**	Est.6848'GL+11'KB 6859.0		
Well:	#29-574D	**Section (VS) Reference:**	Well (0.00N,0.00E,35.93Azi)		
Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
847.00	15.50	34.70	841.97	40.60	33.01	52.25	3.48	3.12	5.94	MWD
879.00	16.70	37.10	872.71	47.79	38.22	61.12	4.29	3.75	7.50	MWD
911.00	18.20	37.70	903.24	55.41	44.05	70.71	4.72	4.69	1.87	MWD
942.00	20.10	37.00	932.52	63.49	50.21	80.88	6.17	6.13	-2.26	MWD
974.00	22.20	36.80	962.37	72.73	57.14	92.42	6.57	6.56	-0.62	MWD
1005.00	23.80	36.60	990.90	82.44	64.38	104.53	5.17	5.16	-0.65	MWD
1038.00	25.40	37.40	1020.90	93.41	72.65	118.27	4.95	4.85	2.42	MWD
1070.00	26.90	37.30	1049.63	104.62	81.21	132.36	4.69	4.69	-0.31	MWD
1102.00	28.80	36.90	1077.92	116.54	90.22	147.31	5.97	5.94	-1.25	MWD
1133.00	30.50	36.50	1104.86	128.84	99.39	162.64	5.52	5.48	-1.29	MWD
1165.00	32.70	35.70	1132.11	142.39	109.26	179.41	7.00	6.87	-2.50	MWD
1196.00	35.00	34.60	1157.86	156.51	119.20	196.67	7.68	7.42	-3.55	MWD
1228.00	37.20	33.80	1183.71	172.10	129.79	215.52	7.03	6.87	-2.50	MWD
1260.00	38.70	33.10	1208.94	188.52	140.64	235.18	4.88	4.69	-2.19	MWD
1292.00	39.40	32.20	1233.80	205.50	151.51	255.30	2.82	2.19	-2.81	MWD
1323.00	39.30	31.40	1257.77	222.20	161.87	274.91	1.67	-0.32	-2.58	MWD
1355.00	38.70	30.80	1282.64	239.44	172.27	294.98	2.22	-1.87	-1.87	MWD
1387.00	39.10	30.80	1307.54	256.71	182.56	314.99	1.25	1.25	0.00	MWD
1419.00	39.90	32.50	1332.23	274.03	193.24	335.29	4.20	2.50	5.31	MWD
1451.00	40.30	34.20	1356.71	291.24	204.58	355.88	3.64	1.25	5.31	MWD
1551.00	41.30	34.00	1432.41	345.35	241.21	421.18	1.01	1.00	-0.20	MWD
1647.00	42.90	34.60	1503.64	398.52	277.48	485.52	1.72	1.67	0.62	MWD
1742.00	41.50	35.40	1574.01	450.79	314.07	549.32	1.58	-1.47	0.84	MWD
1839.00	41.50	35.20	1646.66	503.25	351.22	613.59	0.14	0.00	-0.21	MWD
1934.00	41.80	35.00	1717.65	554.90	387.52	676.72	0.35	0.32	-0.21	MWD
2029.00	40.00	35.00	1789.45	605.85	423.19	738.91	1.89	-1.89	0.00	MWD
2125.00	40.90	36.90	1862.51	656.26	459.76	801.18	1.59	0.94	1.98	MWD
2220.00	41.20	37.00	1934.15	706.12	497.26	863.56	0.32	0.32	0.11	MWD
2315.00	40.00	35.30	2006.28	756.03	533.74	925.38	1.72	-1.26	-1.79	MWD
2411.00	38.90	35.80	2080.41	805.66	569.20	986.37	1.19	-1.15	0.52	MWD
2507.00	38.50	37.30	2155.33	853.87	604.94	1046.39	1.06	-0.42	1.56	MWD
2604.00	37.30	33.10	2231.88	902.52	639.30	1105.94	2.93	-1.24	-4.33	MWD
2699.00	37.40	31.70	2307.41	951.18	670.18	1163.46	0.90	0.11	-1.47	MWD
2796.00	37.60	36.50	2384.38	1000.04	703.26	1222.44	3.02	0.21	4.95	MWD
2890.00	37.00	40.80	2459.16	1044.52	738.81	1279.31	2.84	-0.64	4.57	MWD
2985.00	36.40	39.80	2535.33	1087.81	775.53	1335.92	0.89	-0.63	-1.05	MWD
3080.00	36.70	38.80	2611.65	1131.59	811.36	1392.39	0.70	0.32	-1.05	MWD
3176.00	35.60	40.30	2689.17	1175.26	847.41	1448.91	1.47	-1.15	1.56	MWD
3272.00	37.50	39.70	2766.29	1219.06	884.15	1505.93	2.01	1.98	-0.62	MWD
3368.00	41.00	40.30	2840.62	1265.57	923.20	1566.51	3.67	3.65	0.62	MWD
3464.00	41.70	36.80	2912.69	1315.16	962.70	1629.84	2.52	0.73	-3.65	MWD
3562.00	41.50	35.70	2985.98	1367.63	1001.17	1694.90	0.77	-0.20	-1.12	MWD
3657.00	40.90	32.60	3057.46	1419.40	1036.30	1757.43	2.24	-0.63	-3.26	MWD
3750.00	39.60	33.30	3128.44	1469.82	1068.98	1817.44	1.48	-1.40	0.75	MWD
3845.00	38.90	31.20	3202.01	1520.65	1101.06	1877.41	1.58	-0.74	-2.21	MWD
3941.00	38.10	30.70	3277.14	1571.90	1131.79	1936.95	0.89	-0.83	-0.52	MWD
4037.00	38.40	35.80	3352.55	1621.56	1164.36	1996.27	3.30	0.31	5.31	MWD
4132.00	37.50	37.80	3427.47	1668.34	1199.35	2054.68	1.60	-0.95	2.11	MWD
4163.00	36.60	37.20	3452.21	1683.16	1210.72	2073.35	3.13	-2.90	-1.94	MWD
4195.00	35.00	36.80	3478.16	1698.10	1221.98	2092.07	5.05	-5.00	-1.25	MWD
4227.00	34.40	35.60	3504.47	1712.80	1232.74	2110.28	2.84	-1.87	-3.75	MWD
4259.00	33.10	35.60	3531.08	1727.26	1243.09	2128.06	4.06	-4.06	0.00	MWD
4291.00	30.90	35.70	3558.21	1741.04	1252.97	2145.02	6.88	-6.87	0.31	MWD
4323.00	28.20	36.70	3586.05	1753.77	1262.29	2160.80	8.58	-8.44	3.12	MWD

Strata Directional Technology, LLC.

Survey Report

Company:	CONOCOPHILLIPS	**Date:** 11/13/2008	**Time:** 15:55:17	**Page:**	3
Field:	Emery County, UT	**Co-ordinate(NE) Reference:**	Well: #29-574D, True North		
Site:	Utah #29-574D	**Vertical (TVD) Reference:**	Est.6848'GL+11'KB 6859.0		
Well:	#29-574D	**Section (VS) Reference:**	Well (0.00N,0.00E,35.93Azi)		
Wellpath:	Original Hole	**Survey Calculation Method:**	Minimum Curvature	**Db:**	Adapti

Survey

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	VS ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	Tool/Comment
4355.00	26.50	35.70	3614.47	1765.64	1270.97	2175.50	5.50	-5.31	-3.12	MWD
4386.00	24.80	34.50	3642.41	1776.61	1278.69	2188.91	5.73	-5.48	-3.87	MWD
4418.00	23.10	33.60	3671.66	1787.37	1285.97	2201.90	5.43	-5.31	-2.81	MWD
4450.00	21.50	33.90	3701.26	1797.47	1292.71	2214.03	5.01	-5.00	0.94	MWD
4482.00	19.90	35.40	3731.20	1806.77	1299.14	2225.34	5.27	-5.00	4.69	MWD
4513.00	18.60	37.20	3760.46	1815.01	1305.18	2235.56	4.61	-4.19	5.81	MWD
4545.00	17.10	39.10	3790.92	1822.73	1311.24	2245.36	5.03	-4.69	5.94	MWD
4577.00	15.70	40.80	3821.62	1829.66	1317.03	2254.37	4.62	-4.37	5.31	MWD
4609.00	14.50	40.40	3852.51	1835.99	1322.46	2262.68	3.76	-3.75	-1.25	MWD
4641.00	12.70	41.00	3883.62	1841.69	1327.36	2270.17	5.64	-5.62	1.87	MWD
4673.00	10.80	39.80	3914.94	1846.65	1331.59	2276.67	5.99	-5.94	-3.75	MWD
4705.00	9.10	39.60	3946.46	1850.91	1335.12	2282.19	5.31	-5.31	-0.62	MWD
4737.00	7.50	38.60	3978.13	1854.49	1338.04	2286.80	5.02	-5.00	-3.12	MWD
4769.00	5.80	37.60	4009.91	1857.40	1340.33	2290.50	5.32	-5.31	-3.12	MWD
4801.00	4.10	32.10	4041.79	1859.65	1341.92	2293.26	5.51	-5.31	-17.19	MWD
4898.00	2.70	12.20	4138.62	1864.82	1344.25	2298.81	1.87	-1.44	-20.52	MWD
4993.00	3.20	7.40	4233.49	1869.64	1345.06	2303.19	0.59	0.53	-5.05	MWD
5088.00	0.40	350.50	4328.44	1872.60	1345.35	2305.75	2.97	-2.95	-17.79	MWD
5183.00	0.20	237.10	4423.44	1872.83	1345.16	2305.83	0.54	-0.21	-119.37	MWD
5247.00	0.30	235.00	4487.43	1872.68	1344.93	2305.57	0.16	0.16	-3.28	MWD
5302.00	0.30	235.00	4542.43	1872.51	1344.69	2305.30	0.00	0.00	0.00	BHL

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	<--- Latitude ---> Deg Min Sec	<--- Longitude ---> Deg Min Sec
Surface			0.00	0.00	0.00	386068.80	2127038.37	39 23 32.721 N	111 3 1.769 W
BHL			4542.43	1872.51	1344.69	387947.91	2128373.54	39 23 51.227 N	111 2 44.640 W