

**FILE NOTATIONS**Entered in NID File ✓

Entered On S R Sheet \_\_\_\_\_

Location Map Pinned ✓Card Indexed ✓

IWR for State or Fee Land \_\_\_\_\_

Checked by Chief AKCopy NID to Field Office ✓Approval Letter W. H. Smith

Disapproval Letter \_\_\_\_\_

**COMPLETION DATA:**Date Well Completed 8-7-62

Location Inspected \_\_\_\_\_

OW \_\_\_\_\_ WW \_\_\_\_\_ TA \_\_\_\_\_

Bond released \_\_\_\_\_

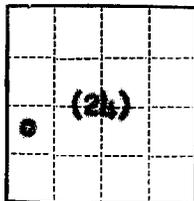
GW \_\_\_\_\_ OS \_\_\_\_\_ PA ✓

State of Fee Land \_\_\_\_\_

**LOGS FILED**Driller's Log 10-5-62Electric Logs (No. 1) 2E \_\_\_\_\_ I \_\_\_\_\_ EI ✓ GR \_\_\_\_\_ GRN \_\_\_\_\_ Micro \_\_\_\_\_Lat \_\_\_\_\_ Mi-L \_\_\_\_\_ Sonic ✓ Others \_\_\_\_\_Subsequent report of abandonment

(SUBMIT IN TRIPLICATE)

Land Office Salt Lake City  
Lease No. U-0369  
Unit San Arroyo



UNITED STATES  
DEPARTMENT OF THE INTERIOR  
GEOLOGICAL SURVEY

SUNDRY NOTICES AND REPORTS ON WELLS

NOTICE OF INTENTION TO DRILL.....	<input checked="" type="checkbox"/>	SUBSEQUENT REPORT OF WATER SHUT-OFF.....	
NOTICE OF INTENTION TO CHANGE PLANS.....		SUBSEQUENT REPORT OF SHOOTING OR ACIDIZING.....	
NOTICE OF INTENTION TO TEST WATER SHUT-OFF.....		SUBSEQUENT REPORT OF ALTERING CASING.....	
NOTICE OF INTENTION TO RE-DRILL OR REPAIR WELL.....		SUBSEQUENT REPORT OF RE-DRILLING OR REPAIR.....	
NOTICE OF INTENTION TO SHOOT OR ACIDIZE.....		SUBSEQUENT REPORT OF ABANDONMENT.....	
NOTICE OF INTENTION TO PULL OR ALTER CASING.....		SUPPLEMENTARY WELL HISTORY.....	
NOTICE OF INTENTION TO ABANDON WELL.....			

(INDICATE ABOVE BY CHECK MARK NATURE OF REPORT, NOTICE, OR OTHER DATA)

SAN ARROYO UNIT

July 11, 1962

Well No. 7 is located 855 ft. from XXX line and 1650 ft. from XXX line of sec. 24

SW/4 Section 24 (1/4 Sec. and Sec. No.)      16S (Twp.)      25E (Range)      SL (Meridian)  
San Arroyo (Field)      Grand (County or Subdivision)      Utah (State or Territory)

The elevation of the ~~drainage~~ <sup>surface</sup> above sea level is 6115 ft.

DETAILS OF WORK

(State names of and expected depths to objective sands; show sizes, weights, and lengths of proposed casings; indicate mudding jobs, cementing points, and all other important proposed work)

The above location has been selected to test the Upper Dakota @ 4750', Lower Dakota @ 4800' and Cedar Mountain @ 4850'. All footages given are anticipated tops.

We will run and cement (from top to bottom) 10 3/4" OD casing at approximately 300 feet as surface pipe; we will run and cement 5 1/2" or 7" OD casing as the oil string.

We will drill this well with rotary tools.

I understand that this plan of work must receive approval in writing by the Geological Survey before operations may be commenced.

Company SINCLAIR OIL & GAS COMPANY

Address 601 Denver Club Building

Denver 2, Colorado

By F. P. Haskin  
Title Asst. Div. Production Sup't.

COMPANY Sinclair Oil & Gas Company

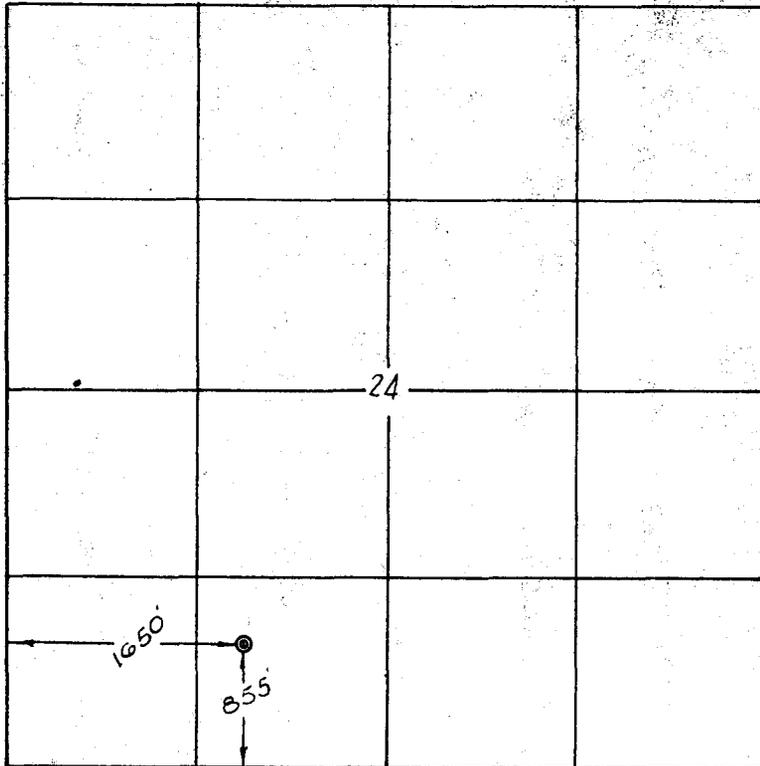
Well Name & No. \_\_\_\_\_ Lease No. \_\_\_\_\_

Location 855' from South line and 1650' from West line

Being in SE 1/4 SW 1/4

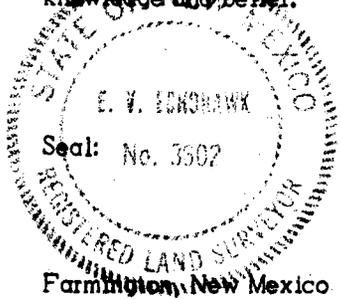
Sec. 24, T16<sup>S</sup>, R25<sup>E</sup>, \_\_\_\_\_, S.L.M., Grand County, Utah

Ground Elevation 6145



Surveyed June 13, 1962, 19\_\_\_\_

This is to certify that the above plat was prepared from field notes of actual surveys made by me or under my supervision and that the same are true and correct to the best of my knowledge and belief.



Ernest V. Echohawk

Ernest V. Echohawk  
Registered Land Surveyor  
N. M. Reg. #~~1545~~ 3602  
Practicing in Utah under Laws  
regulating Professional Engrs.  
and Land Surveyors,  
Utah Code 1953  
Title 58-10-16

copy  
1

Form approved. *Page 7*  
Budget Bureau No. 42-R356.5.

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
GEOLOGICAL SURVEY

LAND OFFICE Salt Lake City  
LEASE NUMBER Government-San  
UNIT Arroyo

**LESSEE'S MONTHLY REPORT OF OPERATIONS**

State Utah County Grand Field San Arroyo

The following is a correct report of operations and production (including drilling and producing wells) for the month of July, 19 62, Government - San Arroyo Unit

Agent's address 601 Denver Club Building Company Sinclair Oil & Gas Company  
Denver 2, Colorado

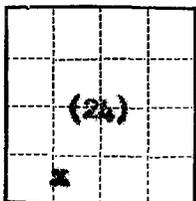
Phone AMhurst - 62461 Signed [Signature]  
Agent's title Division Chief Clerk

SEC. AND 1/4 OF 1/4	TWP.	RANGE	WELL NO.	DAYS PRODUCED	BARRELS OF OIL	GRAVITY	CU. FT. OF GAS (In thousands)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (If none, so state)	REMARKS (If drilling, depth; if shut down, cause; date and result of test for gasoline content of gas)
NW/4 Sec. 26	16S	25E	1 ✓	0						All Wells Shut-in No market available
NW/4 Sec. 22	16S	25E	2 ✓	0						
NW/4 Sec. 23	16S	25E	3 ✓	0						
SW/4 Sec. 30	16S	26E	4 ✓	0						
SE/4 Sec. 25	16S	25E	5 ✓	0						
NE/4 Sec. 21	16S	25E	6 ✓	0						

NOTE.—There were No runs or sales of oil; No M cu. ft. of gas sold; No runs or sales of gasoline during the month. (Write "no" where applicable.)

NOTE.—Report on this form is required for each calendar month, regardless of the status of operations, and must be filed in duplicate with the supervisor by the 6th of the succeeding month, unless otherwise directed by the supervisor.

Copy H. L. C.



(SUBMIT IN TRIPLICATE)

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
GEOLOGICAL SURVEY

Land Office Salt Lake City

Lease No. U-0369

Unit San Arroyo

SUNDRY NOTICES AND REPORTS ON WELLS

NOTICE OF INTENTION TO DRILL.....	SUBSEQUENT REPORT OF WATER SHUT-OFF.....	
NOTICE OF INTENTION TO CHANGE PLANS.....	SUBSEQUENT REPORT OF SHOOTING OR ACIDIZING.....	
NOTICE OF INTENTION TO TEST WATER SHUT-OFF.....	SUBSEQUENT REPORT OF ALTERING CASING.....	
NOTICE OF INTENTION TO RE-DRILL OR REPAIR WELL.....	SUBSEQUENT REPORT OF RE-DRILLING OR REPAIR.....	
NOTICE OF INTENTION TO SHOOT OR ACIDIZE.....	SUBSEQUENT REPORT OF ABANDONMENT.....	
NOTICE OF INTENTION TO PULL OR ALTER CASING.....	SUPPLEMENTARY WELL HISTORY.....	XX
NOTICE OF INTENTION TO ABANDON WELL.....		

(INDICATE ABOVE BY CHECK MARK NATURE OF REPORT, NOTICE, OR OTHER DATA)

SAN ARROYO UNIT

August 1, 1962

Well No. 7 is located 855 ft. from S line and 1650 ft. from EW line of sec. 24

SW/4 Sec. 24  
(¼ Sec. and Sec. No.)

16S  
(Twp.)

25E  
(Range)

3L  
(Meridian)

San Arroyo  
(Field)

Grand  
(County or Subdivision)

Utah  
(State or Territory)

The elevation of the ~~Surface~~ <sup>Surface</sup> ~~At 1000 ft.~~ above sea level is 6145 ft.

DETAILS OF WORK

(State names of and expected depths to objective sands; show sizes, weights, and lengths of proposed casings; indicate mudding jobs, cementing points, and all other important proposed work)

- 7-27-62. With total depth of 365 ft., ran and cemented 8-5/8" O.D. surface casing at 362 ft., with 275 sacks cement. Cement circulated. Pressured casing at rate of 500# for 30 minutes. Tested OK.
- 8-1-62 Drilling at 1807 ft.

I understand that this plan of work must receive approval in writing by the Geological Survey before operations may be commenced.

Company SINCLAIR OIL & GAS COMPANY

Address 601 Denver Club Building

Denver 2, Colorado

By M. E. Brown

M. E. Brown  
Title Division Chief Clerk  
Production Department

Copy to H.L.C.

7

(SUBMIT IN TRIPLICATE)

Land Office Salt Lake City

Lease No. U-0369

Unit San Arroyo

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
GEOLOGICAL SURVEY

	(24)	

SUNDRY NOTICES AND REPORTS ON WELLS

NOTICE OF INTENTION TO DRILL.....		SUBSEQUENT REPORT OF WATER SHUT-OFF.....	
NOTICE OF INTENTION TO CHANGE PLANS.....		SUBSEQUENT REPORT OF SHOOTING OR ACIDIZING.....	
NOTICE OF INTENTION TO TEST WATER SHUT-OFF.....		SUBSEQUENT REPORT OF ALTERING CASING.....	
NOTICE OF INTENTION TO RE-DRILL OR REPAIR WELL.....		SUBSEQUENT REPORT OF RE-DRILLING OR REPAIR.....	
NOTICE OF INTENTION TO SHOOT OR ACIDIZE.....		SUBSEQUENT REPORT OF ABANDONMENT.....	
NOTICE OF INTENTION TO PULL OR ALTER CASING.....		SUPPLEMENTARY WELL HISTORY.....	
NOTICE OF INTENTION TO ABANDON WELL.....	<b>XX</b>		

(INDICATE ABOVE BY CHECK MARK NATURE OF REPORT, NOTICE, OR OTHER DATA)

SAN ARROYO UNIT

August 7, 1962

Well No. 7 is located 855 ft. from S line and 1650 ft. from W line of sec. 24

SW/4 Sec. 24  
(1/4 Sec. and Sec. No.)

16S  
(Twp.)

25E  
(Range)

5L  
(Meridian)

San Arroyo  
(Field)

Grand  
(County or Subdivision)

Utah  
(State or Territory)

The elevation of the Surface ~~At/14/1661~~ above sea level is 6145 ft.

DETAILS OF WORK

(State names of and expected depths to objective sands; show sizes, weights, and lengths of proposed casings; indicate mudding jobs, cementing points, and all other important proposed work)

Have drilled well to a total depth of 4950 feet, and having found no oil or gas in commercial quantities, we propose to plug and abandon as follows:

20 sack cement plug 4615-4680

20 sack cement plug 2235-2300

25 sack cement plug 320-382

Will cap hole with cement and install regulation pipe marker.

Per verbal approval Salt Lake City Office of United States Geological Survey and Sinclair's Mr. E. E. Sanders, August 7, 1962.

I understand that this plan of work must receive approval in writing by the Geological Survey before operations may be commenced.

Company SINCLAIR OIL & GAS COMPANY

Address 601 Denver Club Building

Denver 2, Colorado

By M. E. Brown

M. E. Brown

Title Division Chief Clerk

Production Department

Copy H. L. C.

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
GEOLOGICAL SURVEY

Form approved.  
Budget Bureau No. 42-8366.5.  
Salt Lake City

LAND OFFICE  
LEASE NUMBER  
UNIT

LESSEE'S MONTHLY REPORT OF OPERATIONS

State Utah County Grand Field San Arroyo  
The following is a correct report of operations and production (including drilling and production wells) for the month of August, 19 62, Government - San Arroyo Unit  
Agent's address 601 Denver Club Building Company SINCLAIR OIL & GAS COMPANY  
Denver 2, Colorado Signed M. E. Brauns  
Phone Admaret - 62161 Agent's title Division Chief Clerk

SEC. AND 1/4 OR 1/2	TWP.	RANGE	WELL NO.	DAYS PRODUCED	BARRELS OF OIL	GRAVITY	CU. FT. OF GAS (In thousands)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (If none, so state)	REMARKS (If drilling, depth; if shut down, cause; date and result of test for gasoline content of gas)
SW/4 Sec. 26	16S	25E	1	0						Shut in - no market
SW/4 Sec. 22	16S	25E	2	5			10,000 (Est.)			Gas used 5 days from Madura to drill Well No. 11
SW/4 Sec. 23	16S	25E	3	0						Shut in - no market
SW/4 Sec. 30	16S	26E	4	0						Shut in - no market
SE/4 Sec. 25	16S	25E	5	6			12,000 (Est.)			Gas used 6 days from Madura to drill Well No. 7
SW/4 Sec. 21	16S	25E	6	0						Shut in - no market All wells shut-in no market available
SW/4 Sec. 24	16S	25E	7	0	4950' TD					- Completed dry hole 8-7-62 Last Report
SW/4 Sec. 16	16S	25E	8	0	5822' FB					- Testing Dakota Parts 5614-25' & 5629-31'
SE/4 Sec. 27	16S	25E	9	0	4732' TD					- Fishing for drill collars.
SW/4 Sec. 32	16S	26E	10	0	4268' FB					- Testing Cedar Mountain Parts 3923-46'
SW/4 Sec. 15	16S	25E	11	0	6362' TD					- Preparing to run 1/2" OD casing.
SW/4 Sec. 23	16S	25E	12	0						- Building road & leveling location.
SW/4 Sec. 22	16S	25E	13	0						- Road & location completed

NOTE.—There were \_\_\_\_\_ runs or sales of oil; \_\_\_\_\_ M cu. ft. of gas sold; \_\_\_\_\_ runs or sales of gasoline during the month. (Write "no" where applicable.)

NOTE.—Report on this form is required for each calendar month, regardless of the status of operations, and must be filed in duplicate with the supervisor by the 6th of the succeeding month, unless otherwise directed by the supervisor.







14

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

5. Lease Designation and Serial No.

U-0369

6. If Indian, Allottee or Tribe Name

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work

DRILL

DEEPEN

PLUG BACK

b. Type of Well

Oil Well

Gas Well

Other

re-enter

Single Zone

Multiple Zone

2. Name of Operator

Birch Corporation

3. Address of Operator

3801 E. Florida, Suite 900, Denver, CO 80212

4. Location of Well (Report location clearly and in accordance with any State requirements.\*)  
At surface

1668' FWL, 852' FSL, (SE 1/4 SW 1/4) Sec 24, T16S, R25E, Grand

At proposed prod. zone

NA

County, Utah

14. Distance in miles and direction from nearest town or post office\*

18 miles NW of Mack, Colorado

12. County or Parrish 13. State  
Grand Utah

15. Distance from proposed\* location to nearest property or lease line, ft. (Also to nearest drig. line, if any)

1668'

16. No. of acres in lease

1800+

17. No. of acres assigned to this well

320

18. Distance from proposed location\* to nearest well, drilling, completed, or applied for, on this lease, ft.

3600'

19. Proposed depth

5550'

20. Rotary or cable tools

Rotary

21. Elevations (Show whether DF, RT, GR, etc.)

6145 G.R.

22. Approx. date work will start\*

October 15, 1987

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
Existing	8 5/8	24.0 K-55	362'	275 sx req. + 2% CaCl2
8 3/4 + 7 7/8"	4 1/2"	11.6 K-55	5550'	300 sx 65-35 Pozmix or RFC

We propose to move in a drilling rup and re-enter the abandoned Sinclair Oil & Gas San Arroyo Unit Well #7 according to the attached program. The well will be deepened approximately 600 feet from original depth to adequately test the Entrada formation. Surface casing is existing in the plugged well.

RECEIVED  
OCT 30 1987

DIVISION OF  
OIL, GAS & MINING

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

24.

Signed: *Larry Jones*

Title: Operations Manager

Date: 10/21/87

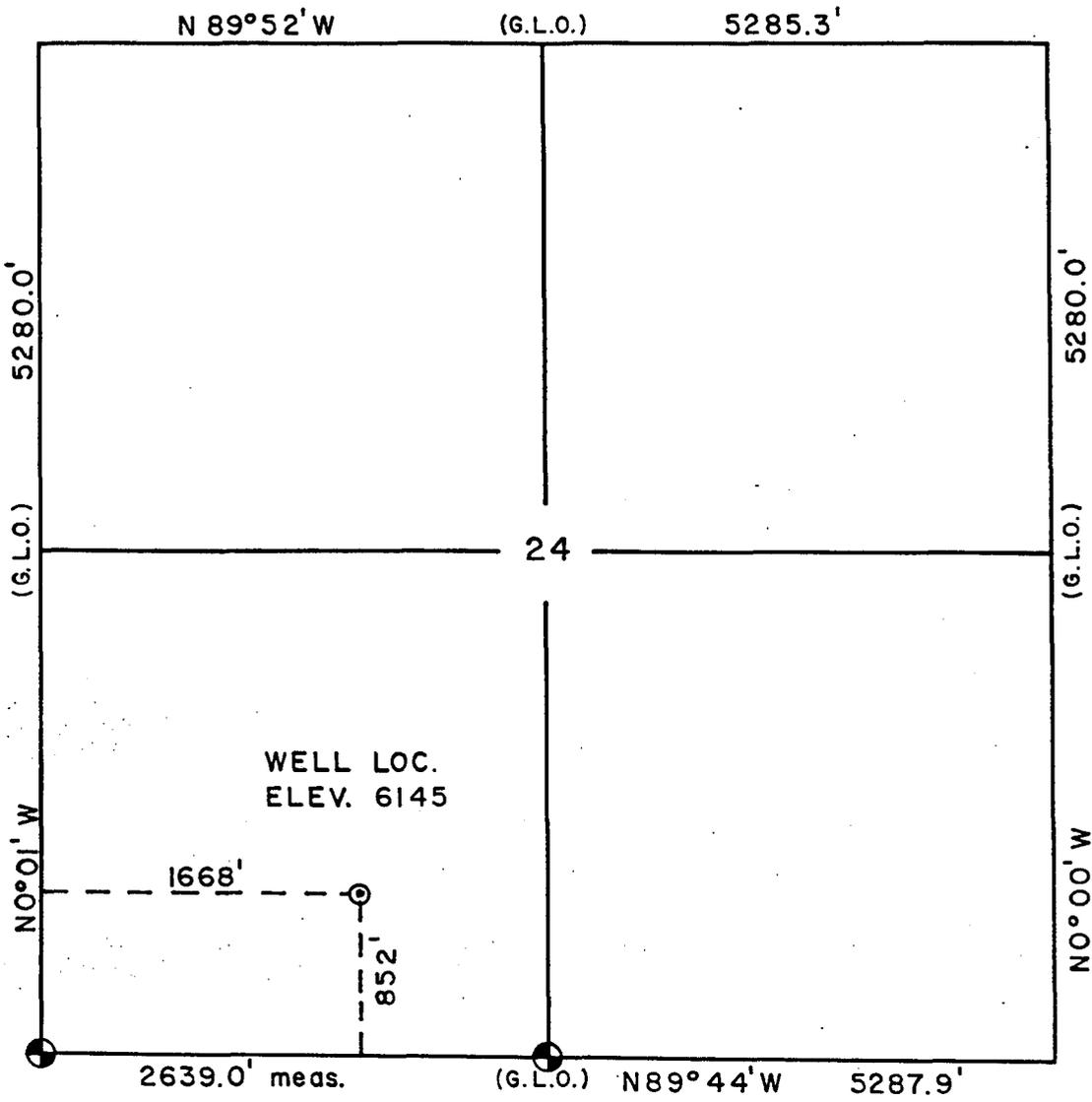
(This space for Federal or State office use)

Permit No. 43-019-11090

APPROVED BY THE STATE  
OF UTAH DIVISION OF  
OIL, GAS, AND MINING

Approved by: \_\_\_\_\_  
Conditions of approval, if any:

Title: \_\_\_\_\_  
DATE: 11-18-87  
BY: *John R. Bays*  
WELL SPACING: *RWIS-2-3*



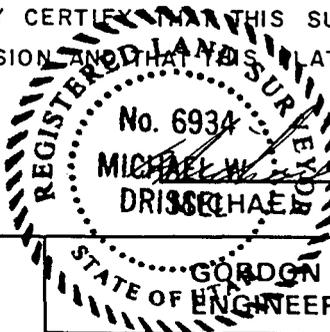
WELL LOCATION  
 852 FT.N.S.L. - 1668 FT.E.W.L.  
 SECTION 24 , T.16 S ., R.25 E. , S.L.B. & M.

SURVEYOR'S CERTIFICATE

I, MICHAEL W. DRISSEL, A REGISTERED LAND SURVEYOR IN THE STATE OF UTAH, DO HEREBY CERTIFY THAT THIS SURVEY WAS MADE UNDER MY DIRECT SUPERVISION AND THAT THIS PLAN REPRESENTS SAID SURVEY.

**RECEIVED**  
 OCT 30 1987

DIVISION OF  
 OIL, GAS & MINING



*Michael W. Drissel* 8-11-87  
 MICHAEL W. DRISSEL L.S. 6934

	GORDON ENGINEERING, INC. STATE OF UTAH ENGINEERING - SURVEYING	
	Date 8-11-87	SAN ARROYO UNIT 35
	Drawn by MWD	
	Checked by SLH	Sheet 1 of 3
Survey date 8-4-87	Job # 87012	

Plat No. 1

Taken from U.S.G.S. Regional Map Grand Junction Colorado-Utah

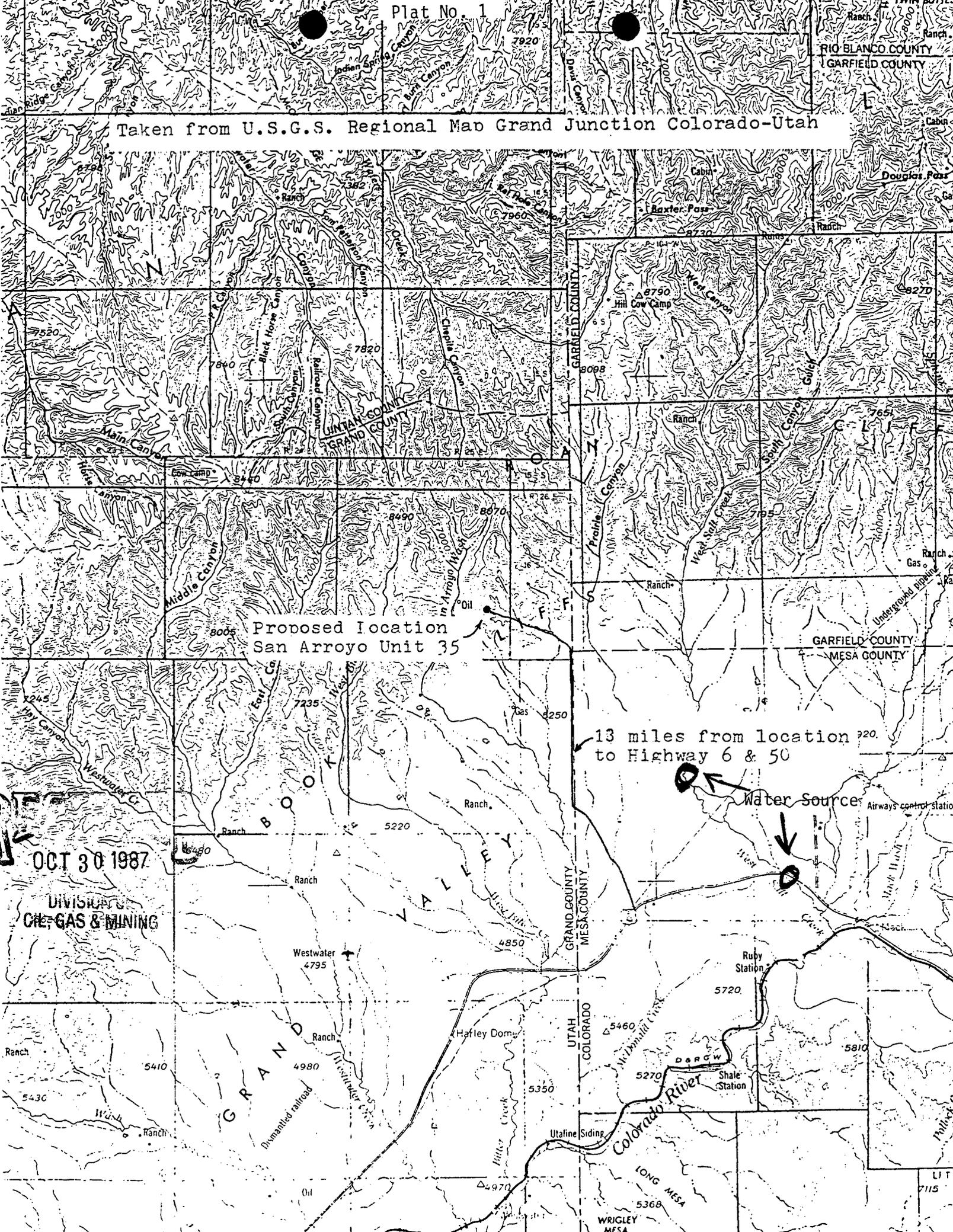
Proposed Location  
San Arroyo Unit 35

13 miles from location 720  
to Highway 6 & 50

Water Source

OCT 30 1987

DIVISION OF  
OIL, GAS & MINING



**RECORDED**  
OCT 30 1987

DRILLING PROGRAM  
BIRCH CORPORATION

DIVISION OF  
OIL, GAS & MINING

SAN ARROYO UNIT WELL NO. 35  
SAN ARROYO FIELD  
GRAND COUNTY UTAH

1. SURFACE FORMATION AND ESTIMATED FORMATION TOPS:

Mesaverde	Surface
Castlegate	764'
Mancos "A"	1540'
Emery	1998'
Niobrara	2302'
Ferron	4058'
Dakota Silt	4325'
Dakota	4378'
Cedar Mountain	4487'
Morrison	4652'
Entrada	5128'

2. ESTIMATED DEPTH AT WHICH OIL, GAS, WATER, OR OTHER MINERAL-BEARING ZONES ARE EXPECTED:

Potential Oil Zones:

Niobrara	2302'
Ferron	4058'
Dakota	4378'
Cedar Mountain	4487'
Morrison	4652'
Entrada	5128'

Potential Water Zones:

Dakota Silt	4325'
Dakota	4378'
Cedar Mountain	4487'
Morrison	4652'
Entrada	5128'

Potential Gas Zones:

Castlegate	764'
Mancos "A"	1540'
Emery	1998'
Niobrara	2302'
Ferron	4058'
Dakota Silt	4325'
Dakota	4378'
Cedar Mountain	4487'
Morrison	4652'
Entrada	5128'

Potential Mineral Zones:

Mesaverde (coal)	0-300'
Dakota Silt (uranium)	4325'
Dakota (uranium)	4378'
Morrison (uranium)	4652'
Entrada (uranium)	5128'

3. PRESSURE CONTROL EQUIPMENT:

A diagram illustrating the pressure control equipment is attached. BOP equipment will consist of a flanged 10" series 900 hydraulically actuated double gate system complete with blind rams and 3½", 4", or 4½" pipe rams. Remote controls for the system will be operational and hand wheels installed. BOP and the choke manifold will be installed after running and cementing surface casing. This equipment will be used continuously until the well is abandoned or production casing run and cemented for completion. Surface casing, the blind rams, pipe rams and choke manifold will be pressure tested to 1000 psig prior to drilling the plug.

During drilling the operation of this equipment will be inspected daily and the pipe rams checked for operation. The blind rams will be closed every trip when the drill string has been removed. All inspections, operations, and tests of this equipment will be recorded on the daily drilling report.

The Moab BLM office will be notified twenty-four (24) hours in advance of any pressure tests.

Other auxiliary equipment will include a float at the bit, kelly cock and full opening pipe valve on the floor.

4. CASING PROGRAM AND AUXILIARY EQUIPMENT:

Surface casing is 8-5/8" od 24#/ft K-55 grade set from surface to 362 feet and cemented with 275 sacks of regular cement containing 2% Calcium Chloride and 1/4 lb/sx cellophane. Cement was circulated to surface.

Production casing will be new 4-1/2" od 11.6#/ft K-55 grade set from surface to 5550 feet and cemented with 300 sacks 65/35 pozmix or RFC cement.

Wellhead equipment will be a 3000 psig working pressure flanged bradenhead for the 8-5/8" surface casing. A flanged 3000 psig working pressure tubing spool will be used for a tubing head.

NOTE: A 7-7/8" bit will be used to drill the cement shoe of the surface casing and to total depth. This is to be a re-entry of San Arroyo Unit No. 7, which was drilled and abandoned on August 7, 1962.

5. MUD PROGRAM AND CIRCULATING MEDIUM:

Water will be used to drill the 12-1/4" hole to 350 feet where surface casing will be set. Air or air-mist will be used to drill the 7-7/8" hole until sufficient gas flow or moisture is encountered requiring the use of a chemical gel mud.

6. CORING, TESTING, AND LOGGING PROGRAMS:

No cores or DST's are planned as these are development well. Proposed logs are:

Dual Induction Log	362' - Total Depth
BHC Density-Compensated Neutron	Minimum 2000' at various intervals

7. ABNORMAL CONDITIONS, BOTTOM HOLE PRESSURES AND POTENTIAL HAZARDS:

Maximum pressure anticipated is 1500 psig in the Entrada Formation and should not require more than normal mud weight for control. No abnormal temperatures or hydrogen sulphide are anticipated.

8. ANTICIPATED STARTING DATES AND NOTIFICATIONS OF OPERATIONS:

Anticipated starting date is October 15, 1987, and it is expected that the duration of operations will be up to 120 days for drilling and completion.

The Operator will contact the Moab BLM Office at 303-247-4082, forty-eight hours prior to beginning any dirt work on this location.

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the District Manager will be obtained and notification given before resumption of operations.

The spud date will be reported orally to the BLM manager within a minimum of twenty-four (24) hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted to the District Office within twenty-four (24) hours after spudding. If the spudding occurs on a weekend or holiday, the written report will be submitted on the following regular work day.

In accordance with Onshore Oil and Gas Order No. 1, this well will be reported on Form 3160-6, "Monthly Report of Operations", starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report will be filed directly with the Bureau of Land Management, P.O. Box 970, Moab, Utah 84532.

IMMEDIATE REPORT: Spills, blowouts, fires, leaks, accidents or any other unusual occurrences shall be promptly reported to the Moab BLM in accordance with requirements of NTL-3A.

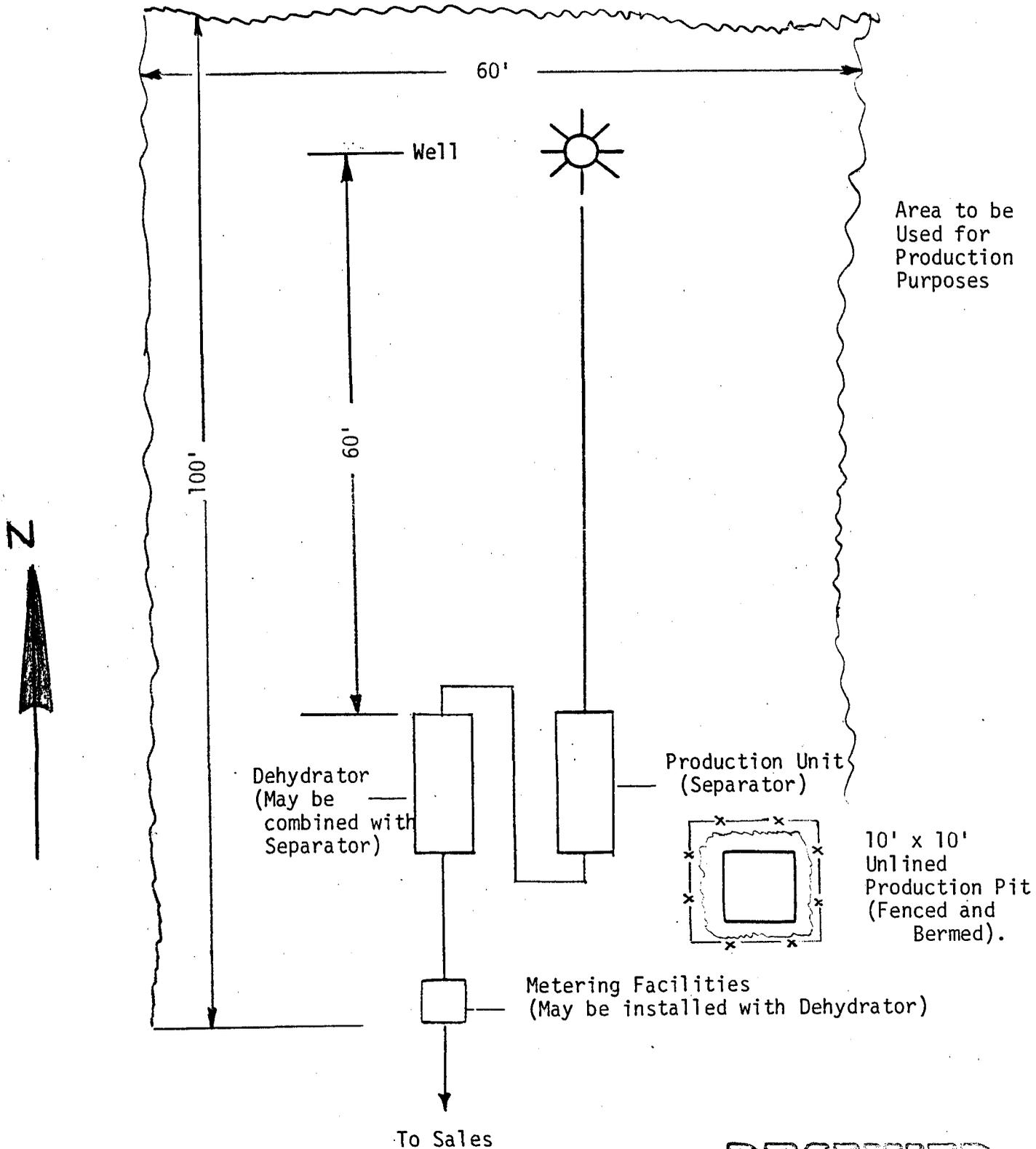
If a replacement rig is contemplated for completion operations, a Sundry Notice (Form 3160-5) to that effect will be filed for prior approval of the District Manager, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig. In emergency situations, verbal approval to bring on a replacement rig will be approved by the District Petroleum Engineer.

Should the well be successfully completed for production, the District Manager will be notified when the well is placed in a producing status. Such notification will be sent by telegram or other written communication, not later than five (5) business days following the date on which the well is placed on production.

A first production conference will be scheduled with fifteen (15) days after receipt of the first production report. The Grand Resource Office will coordinate the field conference.

No well abandonment operations will be commenced without the prior approval of the District Manager. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the District Petroleum Engineer. A "Subsequent Report of Abandonment" (orm 3160-5) will be filed with the District Manager within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the

PRODUCTION FACILITIES



**RECORDED**  
OCT 30 1987

surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the BLM Area Manager or his representative, or the appropriate surface managing agency.

Approval to vent/flare gas during initial well evaluation will be obtained from the District Office. This preliminary approval will not exceed thirty (30) days or 50 MMCF gas. Approval to vent/flare beyond this initial test period will require District Office approval pursuant to guideline in NTL-4A.

Upon completion of approved plugging, a marker 4"x4' long will be erected in accordance with 43 CFR 3162.6. The marker will be constructed after contouring. The top of the marker will be closed or capped and the following minimum information will be permanently placed on the marker with a plate, cap or beaded-on with a welding torch.

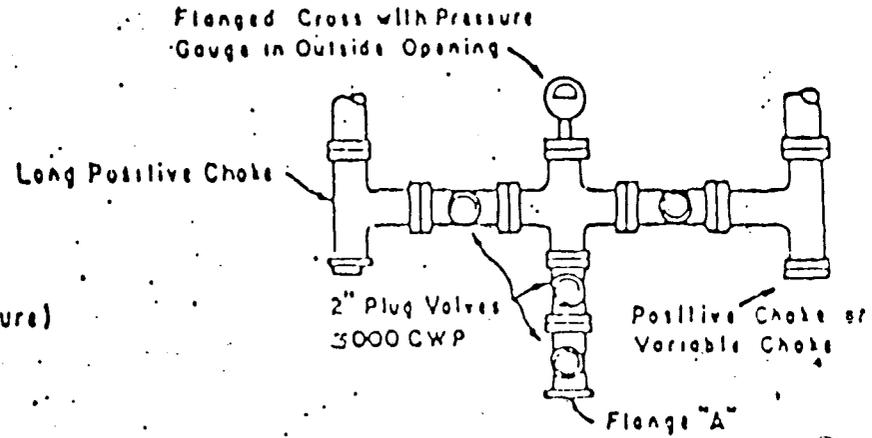
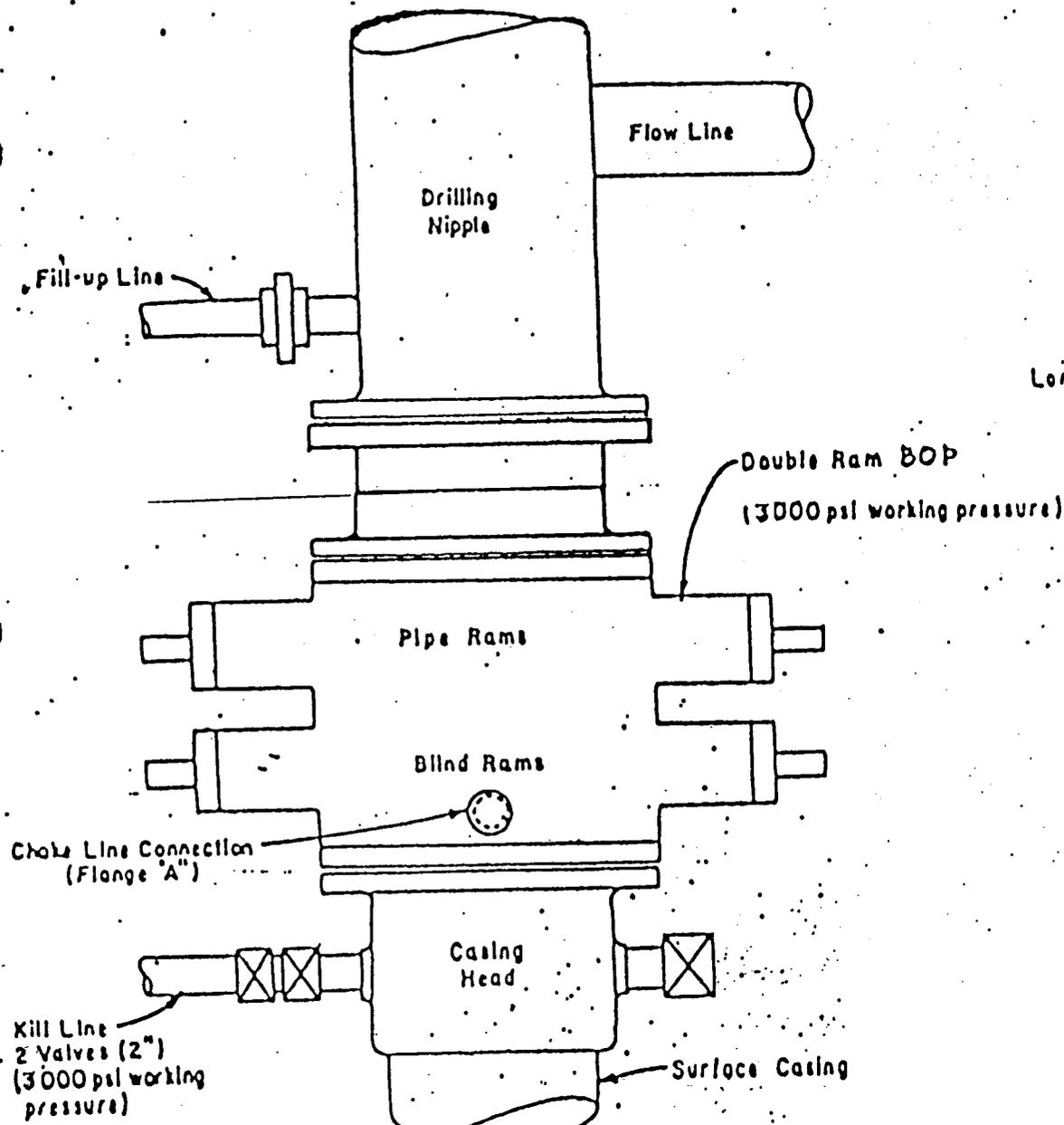
"Fed" or "Ind", as applicable.

"Well number, location by  $\frac{1}{4}$  section, township, and range".

"Lease Number, county, and state".

RECEIVED  
OCT 30 1987

DIVISION OF  
OIL, GAS & MINING



PLAN VIEW - CHOKE MANIFOLD

TESTING REQUIRMENTS

- Pipe rams: operated daily
- Blind rams: operated and closed every opportunity.
- Accumulation: Checked daily

MULTI-POINT SURFACE USE AND OPERATIONS PLAN  
BIRCH CORPORATION  
SAN ARROYO UNIT WELL NO. 35  
GRAND COUNTY, UTAH

1. EXISTING ROADS:

- A. The location is approximately 21½ miles northwest of Mack, Colorado.
- B. The proposed route to the location is by traveling west on Highway 6 & 50 approximately 8½ miles to the intersection of Highway 6 & 50 and Mesa County Road No. 2. Turn north off Highway 6 & 50 on Two Road and proceed northwest approximately 4.0 miles to the State Line fence. Turn right and north up the State Line fence on the west side for approximately 6.0 miles to the mouth of Bar X Wash. Turn left and proceed up Bar X Wash for approximately ½ mile to an intersection at which time a left-hand turn is to be taken. Proceed up Bar X Wash for about another mile to another intersection. Take the left-hand fork and proceed about ½ mile to the intersection of the access road to location. Turn right on the access road and proceed about another mile to location. See Plat No. 1.
- C. Plans for improvement and maintenance of existing roads: Highway 6 & 50 west of Mack, Colorado is a two-lane paved road while Mesa County Road No. 2 is an upgraded graveled road. The roads from the State Line fence to the access to the location are in good shape and will require no improvement. Should maintenance be required, the roads will be flat graded. The roads are currently being used as access to numerous gas wells in the area.

2. PLANNED ACCESS ROADS:

- A. The planned access road to be used has been previously constructed to the location since this is to be a re-entry of a previously plugged well. The road is approximately 1 mile in length as illustrated by Plat No. 2.
- B. No grades over 8% will be required with the initial portion of the access having the steepest pitches.
- C. Turnouts: None. A turnaround will be required and this will be done on a gas well location less than ¼ mile west of the access road intersection as shown by Plat No. 2.
- D. No centerline has been flagged as the road presently exists.
- E. Drainage: Plat No. 2 illustrates the location of three culverts that are to be used in the washed-out areas of the road. The road is to be ditched and crowned and water bars will be used to control drainage after completion of the well as a producer. All other water crossings except those culverts shown are to be low water crossings.

- F. Surface Materials: No surface materials will be required and any materials required for installation of the culverts will be "borrowed" from the road way close to the culverts.
- G. Other: No right of way is required since this well is inside the San Arroyo Unit boundary. Also, note the sizes of the culverts are shown on Plat No. 2.

Surface disturbance and vehicular travel will be limited to the approved location and access road. Any additional areas needed will be approved by the appropriate BLM Manager in advance.

The access road will be rehabilitated or brought to Resource (Class III) Road standards within sixty (60) days of dismantling of the drilling rig. If this time frame cannot be met, the BLM Manager will be notified so that temporary drainage control can be installed along the access road.

### 3. LOCATION OF EXISTING WELLS.

Plat No. 3 illustrates the location of all existing wells in a two mile radius: there are fifteen (15) producing gas wells and two (2) dry holes.

### 4. LOCATION OF TANK BATTERIES AND PRODUCTION FACILITIES.

All permanent (onsite for six (6) months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, non-reflective, earth-tone color to match the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within six (6) months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be Juniper Green.

All site security guidelines identified in 43 CF 3162.7 regulations will be adhered to.

All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the District Manager. Gas meter runs for each well will be located within five hundred (500) feet of the wellhead. The gas flowline will be buried from the wellhead to the meter along with any other sections occurring on the pad. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three (3) months on new meter installations and at least quarterly thereafter. The Area Manager will be provided with a date and time for the initial meter calibration and all future meter-proving schedules. A copy of the meter calibration reports will be submitted to the Resource Area Office. All meter measurement facilities will conform with the API standards for liquid hydrocarbons and the AGA standard for natural gas measurement.

5. LOCATION AND TYPE OF WATER SUPPLY:

All water needed for drilling and completion purposes will be obtained from West Salt Creek as shown by Plat No. 1. The point of divergence is located in Mesa County, Colorado will be hauled to location by truck. A Utah water permit will not be necessary as water is being obtained from Colorado.

6. SOURCE OF CONSTRUCTION MATERIALS:

None.

7. METHOD OF HANDLING WASTE DISPOSAL:

The reserve pit will not be lined. Three sides of the reserve pit will be fenced before drilling starts and the fourth side will be fenced as soon as drilling is completed. The fence will consist of three strands of barbed wire and will be kept in good repair while the pit is drying.

Produced waste water will be confined to the pit for a period not to exceed 90 days after initial production. During the 90 day period an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the BLM Manager's approval pursuant to Onshore Oil and Gas Order #3 (NTL-2B).

Plat #4 illustrates the rig layout and the position of the trash cage and reserve pit.

- A. Cuttings: These will be contained on location in the reserve pit.
- B. Drilling fluids, chemicals and salts: These will be contained in the reserve pit.
- C. Sewage: Chemical toilets will be used.
- D. Garbage and other waste materials: A portable trash cage will be kept on location to contain these. Periodically the location will be cleaned and all trash placed in the container. No trash will be thrown in the reserve pit. The trash cage will be hauled to a sanitary landfill and emptied when it fills up. Barrels, cable, wood pallets, and all other trash will be hauled to a local sanitary landfill to be disposed of. Open burning of trash or refuse is illegal under Section 2.4 of the Utah Air Conservation Regulations. The Operator will be responsible for all trash and roadside litter generated by their operations along their access route from the County Road to the location.
- E. If burning is required, a permit will be obtained from the State Fire Warden in Moab, Utah.

8. ANCILLARY FACILITIES:

None.

13. LESSEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION:

Representative: Gordon Engineering, Inc.  
P.O. Box 3525  
Grand Junction, CO 81502  
(303)-245-1958

Operator: Birch Corporation  
Mr. Tony Hines  
3801 E. Florida, Suite 900  
Denver, CO 80212  
(303)-759-4400

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 currently exist; that the statements made in the 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 Birch Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of false statements.

Date

10/21/87

Tony Hines

Tony Hines  
Operations Manager

**RECORDED**  
OCT 30 1987

DIVISION OF  
OIL, GAS & MINING

9. WELLSITE LAYOUT:

Plat #4 shows the rig layout. Plat #5 shows the pad layout. Plat #6 illustrates the cuts and fills.

The reserve pit will be located on the northwest side of the location and a burn pit will be constructed. Both pits will be connected by a small trench so that any accumulation of liquids in the burn pit will drain into the reserve pit. To contain any flare of natural gas, the back side of burn pit will be banked and this should help keep any material contained. The blowie line will be directed into the burn pit and water will be injected into the blowie line for fugitive dust control.

The access road will enter on the southeast side of location and the trash cage will be situated to the southwest of the location, as shown by Plat No. 4.

10. PLANS FOR RESTORATION OF SURFACE:

The Operator or his Contractor will contact the Grand Resource BLM Office in Moab, Utah, telephone (801)-259-8193, forty-eight (48) hours prior to starting rehabilitation work that involves earth moving equipment, and upon completion of restoration measures.

Before any earthwork to restore the location takes place, the reserve pit will be dry and all trash (barrels, metal, etc.) it contains must be removed and disposed of in a sanitary landfill. And immediately upon completion of drilling, the location and surrounding areas will be cleared of all remaining debris, materials, trash and junk not required for production.

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

Seed will be broadcast or drilled at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage.

The disturbed areas will be reseeded using a seed mixture as stipulated by the Grand Resource BLM Office in Moab, Utah. Seeding will be accomplished by using a range drill or by doubling the prescribed mixture and broadcasting.

11. PRODUCTION, SURFACE AND MINERAL OWNERSHIP:

If well goes to production, the holder shall submit a proposed operation and maintenance plan for the permanent road after consultation with the BLM authorized officer for applicable road standards.

The reserve pit and that portion of the location and access road not needed for production or production facilities will be reclaimed in the methods described in the Restoration of Surface section.

All above ground production facilities will be painted with a flat non-contrasting color harmonious with the adjacent landscape, subject to the approval of the authorized officer.

Plat #7 shows the layout of the typical production facilities and sales line. The sales line will follow the alignment of the road and will be a surface line. The diameter of the sales line will be 2 3/8" tubing with screwed construction. The connections will be coated with an adequate joint compound such as "Baker-Lok" to prevent any leakage. The line will be placed either above the cuts on the high side of the road or it will be staked above the road along the cut slopes.

The surface and minerals are owned by the United States Government and lease number U-0369 is described as follows:

Township 16 S, Range 25 E, Grand County, Utah

Section 23: N $\frac{1}{2}$

Section 24: W $\frac{1}{2}$ , SE $\frac{1}{4}$ , S $\frac{1}{2}$  NE $\frac{1}{4}$

Section 25: All

Section 26: N $\frac{1}{2}$  S $\frac{1}{2}$ , SE $\frac{1}{4}$  SW $\frac{1}{4}$ , S $\frac{1}{2}$  SE $\frac{1}{4}$

Containing 1800 ± acres

12. OTHER INFORMATION:

There will be no deviation from the proposed drilling and/or workover program without prior approval from the BLM in Moab. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.2.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3164.

A cultural resource clearance has been prepared. If cultural material is exposed during construction, work in that spot will stop immediately and the BLM Moab Office will be contacted. All employees working in that area will be informed by the Operator that they will be subject to prosecution for disturbing archaeological sites or picking up artifacts. Salvage or excavation of identified archaeological sites will only be done if damage occurs.

The dirt contractor will be furnished with an approved copy of the surface use plan and any additional BLM stipulations prior to any work.

This permit will be valid for a period of one (1) year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

Plat No. 3

PHILLIPS  
I-TWO WATERS  
8375

RECORDED  
OCT 30 1987

DIVISION OF  
OIL, GAS & MINING

POPE  
1000

8413

BELCO  
8022

8283

OVERLOOK

6300

EAST CANYON

7291

SAN ARROYO

UNDERWOOD  
7205

6505

Proposed Location

UNDERWOOD

6604

6118

SHAMROCK  
6030

SINCLAIR  
4549

BRYSON CANYON

BAR "X"

HANCOCK  
36074

TREND  
5240

STATELINE

INT. ORLG.  
2 GOVT.  
161

EL PASO  
5530

AMER.  
FRONTIER  
3783

3706

W. BAR "X"

2726

SW. BAR "X"

HANCOCK  
1287

PEASE

GIBSON

T 14 S

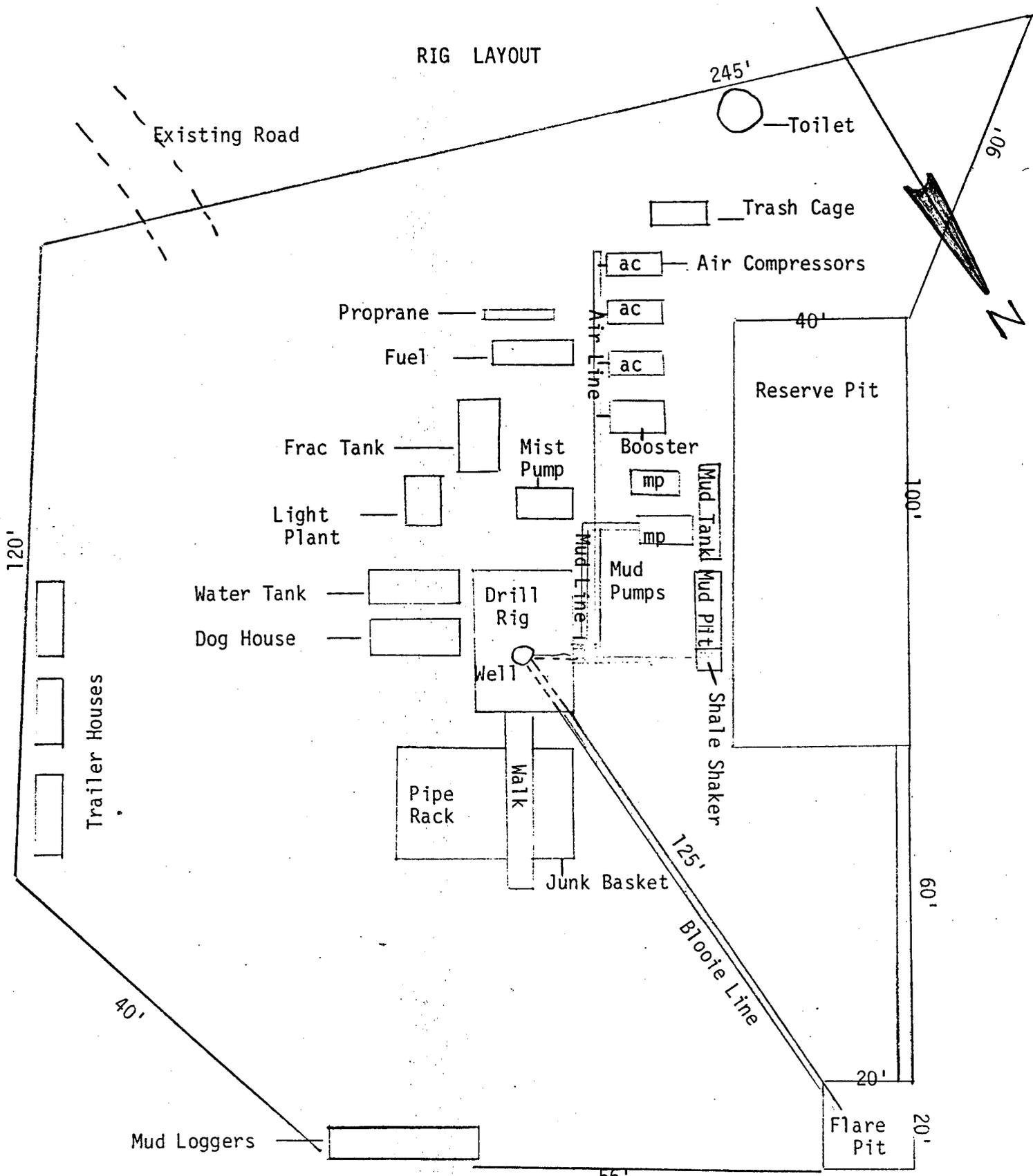
T 15 S

T 15 1/2 S

T 16 S

T 17 S

RIG LAYOUT



**RECEIVED**  
 OCT 30 1987

DIVISION OF  
 OIL, GAS & MINING

Not to Scale

Plat No. 2

Jim Canyon Quadrangle  
Utah-Colorado

OCT 30 1987  
DIVISION OF  
OIL, GAS & MINING

Proposed Location  
San Arroyo Unit 35  
Section 24, T16S,  
R25E, Grand County  
Utah

24" Culvert

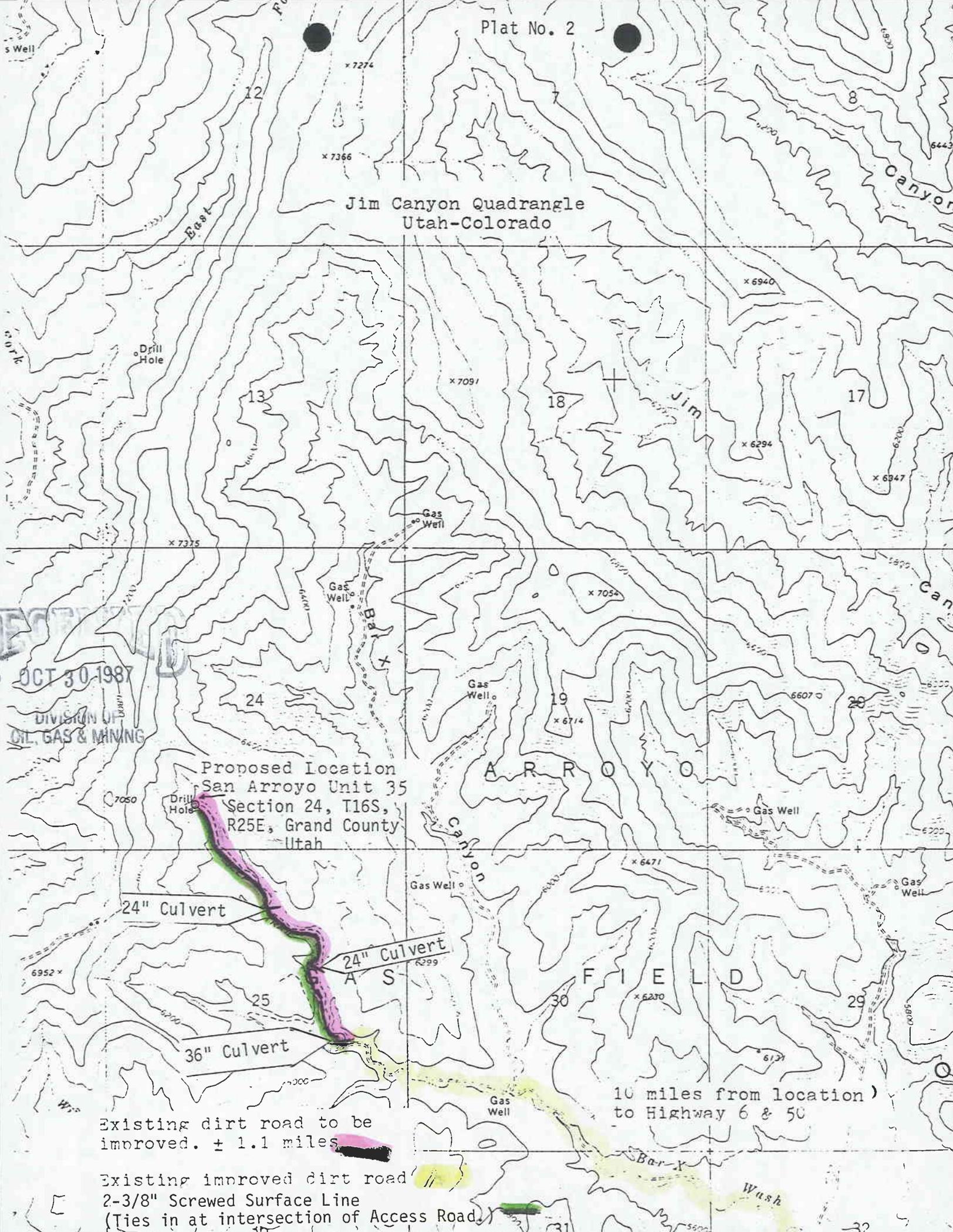
24" Culvert

36" Culvert

Existing dirt road to be improved. ± 1.1 miles

Existing improved dirt road  
2-3/8" Screwed Surface Line  
(Ties in at intersection of Access Road.)

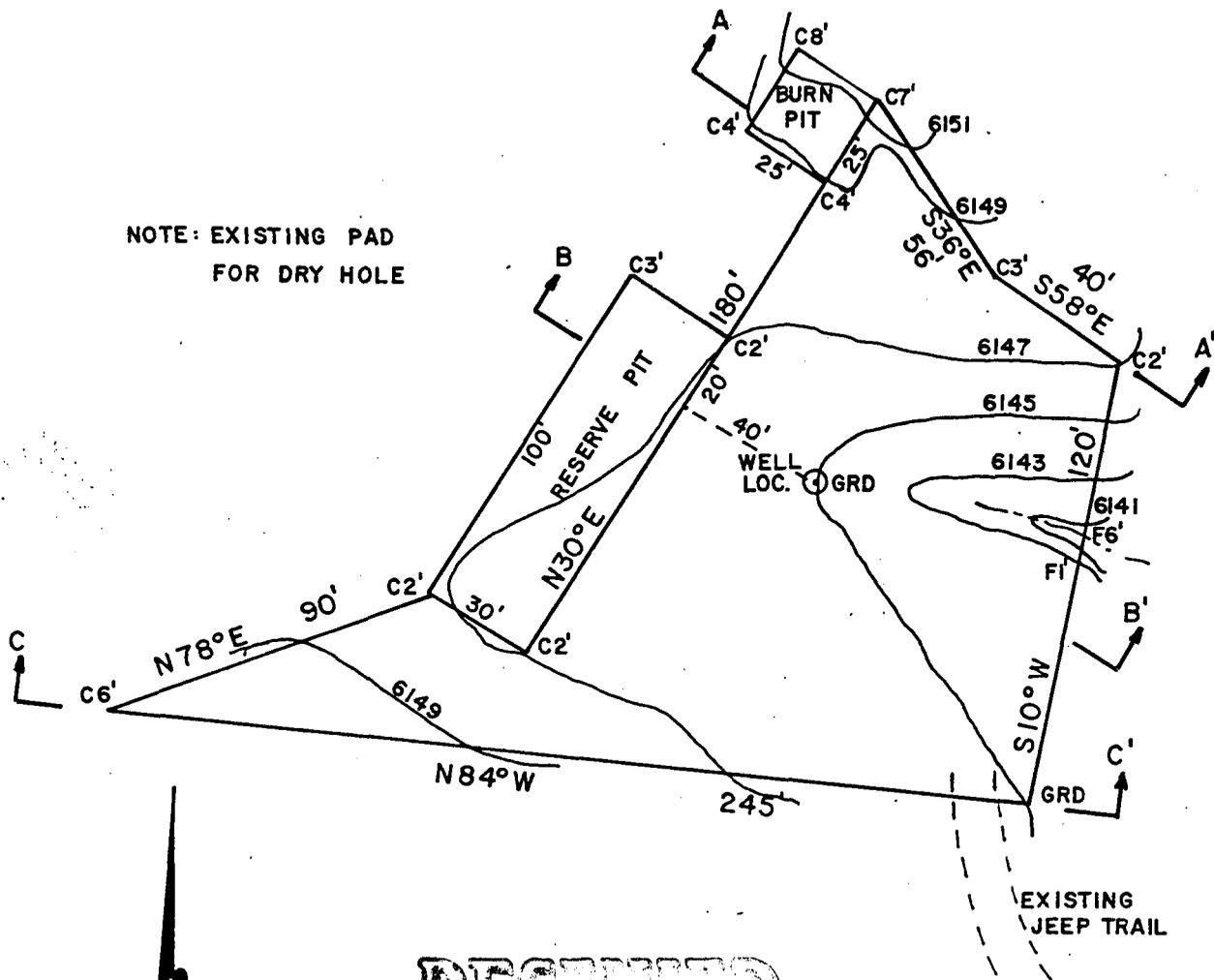
10 miles from location )  
to Highway 6 & 50



# PAD LAYOUT

## SAN ARROYO UNIT 35

NOTE: EXISTING PAD FOR DRY HOLE



**RECORDED**  
 OCT 30 1987

DIVISION OF  
 OIL, GAS & MINING

REFERENCE POINTS SET: 125' NORTH & 100' WEST

SCALE 1" = 50'

Re Entry

111915

OPERATOR Beck Corp DATE 11-4-87

WELL NAME San Arroyo Unit #35

SEC SE SW 24 T 16S R 25E COUNTY Grand

43-019-11090  
API NUMBER

Fed.  
TYPE OF LEASE

CHECK OFF:

PLAT

BOND

NEAREST WELL

LEASE

FIELD

POTASH OR OIL SHALE

PROCESSING COMMENTS:

Re-enter well #7 - (chgd to #35)

Water & - Water from Colorado

APPROVAL LETTER:

SPACING:  R615-2-3

San Arroyo  
UNIT

R615-3-2

CAUSE NO. & DATE

R615-3-3

STIPULATIONS:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

November 18, 1987

Birch Corporation  
3801 E. Florida Avenue, Suite 900  
Denver, Colorado 80212

Gentlemen:

Re: San Arroyo Unit #35 - SE SW Sec. 24, T. 16S, R. 25E  
852' FSL, 1668' FWL - Grand County, Utah

Approval to re-enter the referenced well is hereby granted in accordance with Section 40-6-18, Utah Code Annotated, as amended 1983; and predicated on Rule R615-2-3, Oil and Gas Conservation General Rules.

In addition, the following actions are necessary to fully comply with this approval:

1. Spudding notification to the Division within 24 hours after drilling operations commence.
2. Submittal of an Entity Action Form to the Division within five working days of the time that the well is spudded or a change in operations or interests necessitates a change in entity status.
3. Submittal to the Division of completed Form OGC-8-X, Report of Water Encountered During Drilling.
4. Prompt notification to the Division should you determine that it is necessary to plug and abandon this well. Notify John R. Baza, Petroleum Engineer, (Office) (801) 538-5340, (Home) 298-7695, or R. J. Firth, Associate Director, (Home) 571-6068.
5. Compliance with the requirements of Rule R615-3-22, Gas Flaring or Venting, Oil and Gas Conservation General Rules.

Page 2  
Firth Corporation  
San Arroyo Unit #35  
November 18, 1987

6. Prior to commencement of the proposed drilling operations, plans for toilet facilities and the disposal of sanitary waste at the drill site shall be submitted to the local health department having jurisdiction. Any such drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations. A list of all local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 538-6121.
7. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-019-11090.

Sincerely,



R. J. Firth  
Associate Director, Oil & Gas

as  
Enclosures  
cc: Branch of Fluid Minerals  
D. R. Nielson  
8159T

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK DRILL <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/> PLUG BACK <input type="checkbox"/>		b. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER Re-Enter <input type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>	
2. NAME OF OPERATOR Birch Corporation			
3. ADDRESS OF OPERATOR 3801 E. Florida, Suite 900, Denver, CO 80212			
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)* At surface 1668' FWL, 852' FSL, (SE 1/4 SW 1/4) Sec 24, T16S, R25E, Grand At proposed prod. zone NA County, Utah			
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* 18 Miles NW of Mack, Colorado		15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 1668'	
16. NO. OF ACRES IN LEASE 1800±		17. NO. OF ACRES ASSIGNED TO THIS WELL 320	
18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 3600'		19. PROPOSED DEPTH 5550'	
20. ROTARY OR CABLE TOOLS Rotary		21. APPROX. DATE WORK WILL START* October 15, 1987	
22. ELEVATIONS (Show whether DF, RT, GR, etc.) 6145 G.R.			
23. PROPOSED CASING AND CEMENTING PROGRAM			

5. LEASE DESIGNATION AND SERIAL NO. U-0369
6. IF INDIAN, ALLOTTEE OR TRIBE NAME 120118
7. UNIT AGREEMENT NAME San Arroyo
8. FARM OR LEASE NAME San Arroyo
9. WELL NO. Unit #35
10. FIELD AND POOL, OR WILDCAT San Arroyo
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA Sec. 24, T16S, R25E, SLB&M
12. COUNTY OR PARISH Grand
13. STATE Utah

NOV 27 1987

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

24. SIGNED [Signature] TITLE Operations Manager DATE 10/9/87

(This space for Federal or State office use)

PERMIT NO. 43-019-11090 APPROVAL DATE NOV 23 1987

APPROVED BY /s/ Kenneth V. Rhea TITLE Acting DATE NOV 23 1987

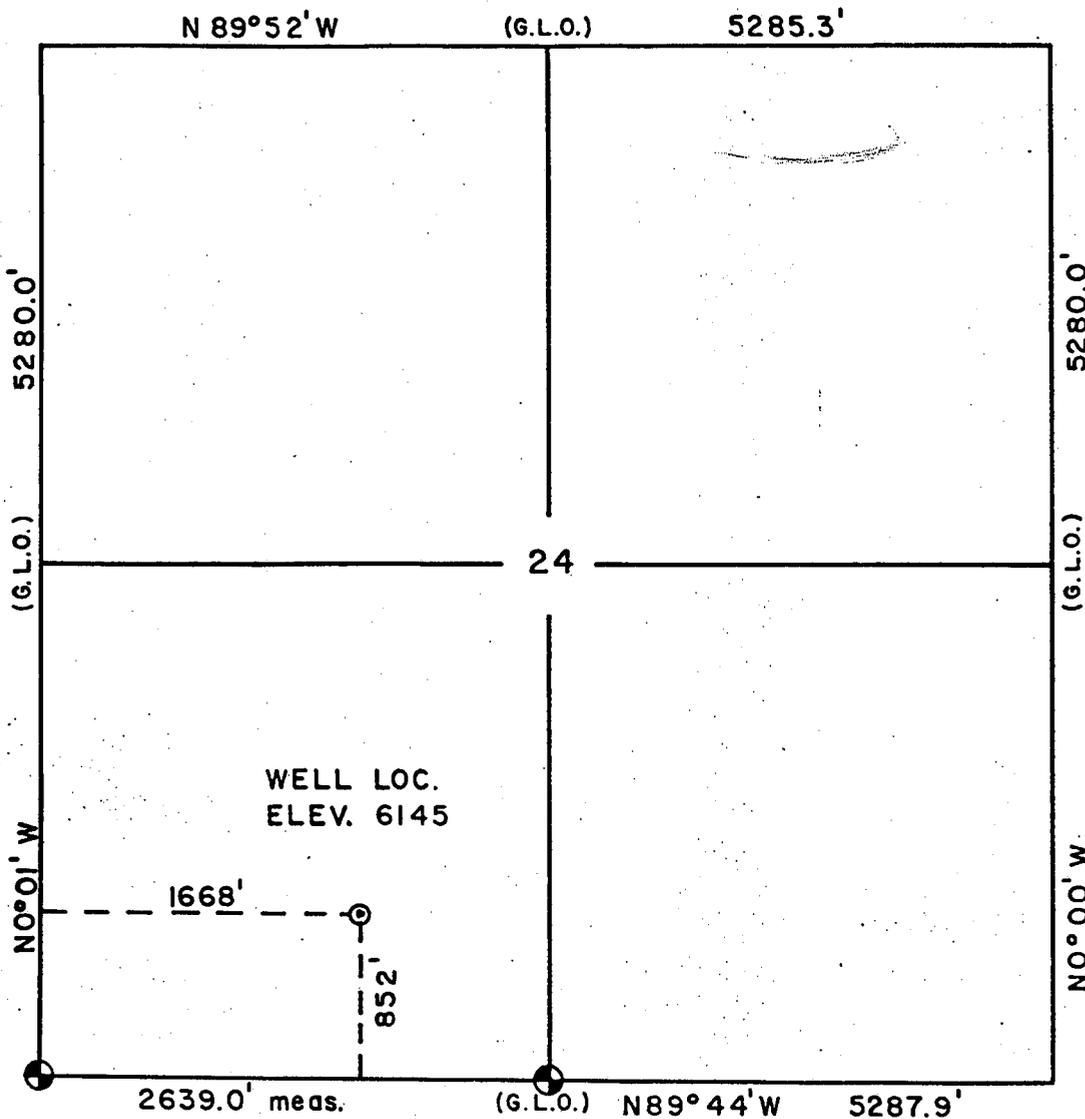
CONDITIONS OF APPROVAL, IF ANY:

CONDITIONS OF APPROVAL ATTACHED

\*See Instructions On Reverse Side

FLARING OR VENTING OF GAS IS SUBJECT TO NTL 4-A. DATED 1/1/80

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



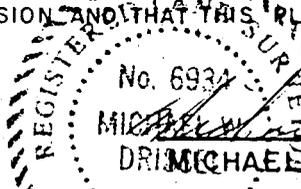
U.S.G.L.O.  
BRASS CAP  
1923

**WELL LOCATION**

852 FT.N.S.L. - 1668 FT.E.W.L.  
SECTION 24, T.16 S., R.25 E., S.L.B. & M.

**SURVEYOR'S CERTIFICATE**

I, MICHAEL W. DRISSEL, A REGISTERED LAND SURVEYOR IN THE STATE OF UTAH, DO HEREBY CERTIFY THAT THIS SURVEY WAS MADE UNDER MY DIRECT SUPERVISION AND THAT THIS PLAT REPRESENTS SAID SURVEY.


 No. 6934  
 MICHAEL W. DRISSEL  
 DR. MICHAEL W. DRISSEL  
 8-11-87  
 L.S. 6934

	GORDON ENGINEERING, INC. ENGINEERING - SURVEYING	
	Date 8-11-87	SAN ARROYO UNIT 35
	Drawn by MWD	Sheet 1 of 3
	Checked by SLH	Job # 87012
Survey date 8-4-87		

Birch Corporation  
Well No. San Arroyo Unit #35  
Sec. 24, T. 16 S., R. 25 E.  
Grand County, Utah  
Lease U-0369

CONDITIONS OF APPROVAL

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

A. DRILLING PROGRAM

1. B.O.P.E. will be consistent with API RP 53.

B. SURFACE USE PROGRAM

Surface disturbance and vehicular travel will be limited to the approved location and access road. Any additional area needed will be approved by the Area Manager in advance.

The access road will be rehabilitated or brought to Resource (Class III) Road Standards within sixty (60) days of dismantling of the drilling rig. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

Immediately upon completion of drilling, the location, and surrounding areas will be cleared of all remaining debris, materials, trash, and junk not required for production.

All site security guidelines identified in 43 CFR 3162.7 regulations will be adhered to.

All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the District Manager.

Gas meter runs for each well will be located within five hundred (500) feet of the wellhead. The gas flowline will be buried from the wellhead to the meter along with any other sections occurring on the pad. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three (3) months on new meter installations and at least quarterly thereafter. The Area Manager will be provided with a date and time for the initial meter calibration and all future meter-proving schedules. A copy of the meter calibration reports will be submitted to the Resource Area Office. All meter measurement facilities will conform with the API standards for liquid hydrocarbons and the AGA standard for natural gas measurement.

If at any time the facilities located on public lands authorized by the terms of the lease are no longer included in the lease (due to a contraction in the unit or lease or unit boundary change) the BLM will process a change in authorization to the appropriate statute. The authorization will be subject to appropriate rental, or other financial obligation determined by the authorized officer.

All permanent (onsite for six (6) months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective, earth tone color to match the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within six (6) months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows:

Janice Green

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

The following seed mixture will be used:

<u>Species</u>	<u>lbs/acre</u>
<u>Grasses</u>	
Western wheatgrass	2
Streambank wheatgrass	2
Indian ricegrass	2
<u>Shrubs</u>	
Fourwing saltbush	2
Shadscale	2
Prostrate kochia	2
	<hr/>
	12

Broadcast seed will be applied at double the above rate.

Final location release will be issued when the seeding is shown to be successful (when perennial vegetation is established).

NOTIFICATIONS

Notify the Grand Resource Area, at (801) 259-8193 for the following:

1 day prior to pressure testing of BOPE and/or surface casing.

Your contact with the Grand Resource Area Office is:

Jeff Robbins

Office Phone (801) 259-8193

Home Phone 801-259-7464

Grand Resource Area office address:

Grand Resource Area  
Sand Flats Road, P.O. Box M  
Moab, Utah 84532

Notify the Moab District Office, Branch of Fluid Minerals, at (801) 259-6111 for the following:

No well abandonment operations will be commenced without the prior approval of the District Manager. In the case of newly drilled dry holes, and in emergency situations, verbal approval can be obtained by calling the following individuals, in the order listed.

Steven Jones, Petroleum Engineer    Office Phone: (801) 259-6111  
Home Phone: (801) 259-7404

Lynn Jackson, Chief, Branch of Fluid Minerals  
Office Phone (801) 259-6111  
Home Phone (801) 259-7990

Paul Brown, I&E Coordinator    Office Phone (801) 259-6111  
Home Phone (801) 259-7018

24 hours advance notice is required for all abandonments.

021603

DIVISION OF OIL, GAS AND MINING

*DL*

SPUDDING INFORMATION

API #43-019-11090

NAME OF COMPANY: BIRCH CORPORATION

WELL NAME: SAN ARROYO #35 (Re-entry)

SECTION SE SW 24 TOWNSHIP 16S RANGE 25E COUNTY Grand

DRILLING CONTRACTOR Veco

RIG # 2

SPUDDED: DATE 2-10-88

TIME 2:00 PM

HOW Rotary

DRILLING WILL COMMENCE \_\_\_\_\_

REPORTED BY Sandy (Gordan Engineering)

TELEPHONE # 303-245-1958

DATE 2-11-88 SIGNED AS

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPLICATE  
(Other instructions on reverse side)

Form approved.  
Budget Bureau No. 1004-0135  
Expires August 31, 1985

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

5. LEASE DESIGNATION AND SERIAL NO.  
U-0369 Dr.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME  
San Arroyo

8. FARM OR LEASE NAME  
San Arroyo

9. WELL NO.  
Unit #35

10. FIELD AND POOL, OR WILDCAT  
San Arroyo

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA  
Sec. 24, T16S, R25E  
SLB & M

12. COUNTY OR PARISH  
Grand

13. STATE  
Utah

APR 06 1988

OIL WELL  GAS WELL  OTHER

2. NAME OF OPERATOR  
Birch Corporation

3. ADDRESS OF OPERATOR  
3901 E. Florida Suite 900 Denver CO 80210

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.)  
At surface  
1668' FWL, 852' FSL, (SE 1/4 SW 1/4) Sec. 24, T16S, R25E, Grand County, Utah

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, GR, etc.)  
6154' K.B., 6145' G.L.

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input checked="" type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <input type="checkbox"/>	(Other) <input type="checkbox"/>

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)\*

We propose to complete the well as per attached procedure.

18. I hereby certify that the foregoing is true and correct  
SIGNED [Signature] TITLE Operations Manager DATE 3/17/88

(This space for Federal or State office use)

APPROVED BY \_\_\_\_\_ TITLE \_\_\_\_\_  
CONDITIONS OF APPROVAL, IF ANY:  
**Federal approval of this action is required before commencing operations.**

ACCEPTED BY THE STATE  
OF UTAH DIVISION OF  
OIL, GAS, AND MINING  
DATE: 4-7-88  
BY: [Signature]

\*See Instructions on Reverse Side

B I R C H   C O R P O R A T I O N

Completion Procedure

San Arroyo Unit Well No. 35  
Grand County, Utah

LOCATION: 1668' FWL, 852' FSL, Section 24, T16S, R25E, Grand County, Utah.

ELEVATION: 6145' G.L., 6154' K.B. Note: All depths refer to K.B. measurement which is 9 feet above ground level.

TUBULARS: 4½" new 11.6 lb/ft N-80 casing set at 5397' K.B. Float set at 5354' K.B.

PROCEDURE:

1. Move in completion rig and rig up. Install BOP equipment. Rig Dyna-Jet and run a Gamma-Ray Cement Bond Log with a Collar Correlation Log.
2. Pressure test casing to 6500 psig. Pick up 2-3/8" tubing and run in hole to 5200'. Swab well down to 4500'.
3. Pull tubing and perforate the Entrada zone 5150-5160' with 2 JSPF, 20 holes total, using a 3-1/8" casing gun and premium charges.
4. Swab test Entrada and should the zone be found to contain water, set a Cast Iron Bridge Plug at 5100'. Dump 1 sack of cement on top of plug.
5. Run tubing and swab well down to 4500'. Pull tubing and rig up Dyna-Jet and perforate the following intervals:

4908-4911'	1JSPF	4 Holes Total
4845-4853'	1JSPF	9 Holes Total
4804-4807'	1JSPF	4 Holes Total

Use a 3-1/8" casing gun and premium charges. Run a gauge ring.

6. Pick up a retrievable bridge plug and packer and run in hole. Break down each set of perforations by isolating the interval and acidizing with 15% HCl and ball sealers. Swab test well and pull tubing. Lay down tools.
7. Run tubing with seating nipple and land at 4400'. Rig up Dowell and foam frac interval down casing and tubing. The fracture treatment design is attached.

8. Flow well back and clean up. Pull tubing and set a wireline set retrievable bridge plug at 4700'. Dump two sacks of sand on bridge plug.
9. Perforate the following intervals:

4616-4618'	1JSPF	2 Holes Total
4595-4601'	1JSPF	6 Holes Total
4488-4490'	1JSPF	2 Holes Total
4474-4481'	1JSPF	7 Holes Total
4445-4448'	1JSPF	3 Holes Total

Use a 3-1/8" casing gun and premium charges. Run a gauge ring.

10. As above, isolate each zone using a packer and bridge plug and break down using 15% HCl and ball sealers. Swab test well and pull tubing. Lay down tools.
11. Run tubing with seating nipple and land at 4000'. Foam frac interval down casing and tubing. The fracture treatment design is attached.
12. Flow well back and clean up. Pull tubing and pick up a sand bailer. Clean out to RBP and retrieve. Clean out well to PBD and flange up.
13. Flow both zones to clean up and place well into production.



DOWELL SCHLUMBERGER  
INCORPORATED

---

Gordon Engineering  
P.O. Box 3525  
Grand Junction, CO 81502

Attn: John Gordon

John,

The following proposal is our fracturing recommendation(s) for the San Arroyo # 35 in Grand County, Utah. This recommendation is based on the previous frac evaluations as well as the fracturing technology of Dowell Schlumberger's FracCADE fracturing design tool.

Pad volume was optimized based on the calculated fluid leakoff factor of 0.028 ft/min<sup>0.5</sup>. Fluid loss additive (100 mesh sand) was added based on the results of previous fracturing treatments. Proppant addition schedule was optimized based on a 1 year cumulative production simulation. The recommended pump rates will yield a psuedo limited entry technique with 1.5 BPM per hole.

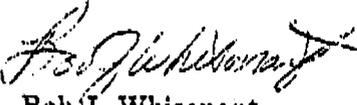
Discounted price estimates for the included treatments are as follows:

.....Saltwash zone (4804' to 4911') - \$ 35,000.

.....Upper Morrison, Cedar Mtn and Dakota (4445' to 4618') - \$ 33,500.

If you have any questions are comments, please advise.

Sincerely,

 3/17/88  
Bob J. Whisonant

Engineer  
Vernal, Utah  
(801) 789-0411

cc

Tony Hines  
Bud Roop  
File



**BIRCH CORP**  
**SAN ARROYO NO. 35**  
**FracCADE™**  
**Fracturing RECOMMENDATION**  
**Prepared for : MR. JOHN GORDON**

**SAN ARROYO**  
**CEDAR MOUNTAIN**

**GRAND**  
**UTAH**

**DS Service Point : VERNAL, UT**  
**901-789-0411**

**Prepared by: WHISONANT, ROOP**  
**Proposal : \$24,105,25**  
**March 17, 1988**

**Disclaimer Notice**

**This information is presented in good faith, but no warranty is given and Dowell Schlumberger assumes no liability for advice or recommendations made concerning results to be obtained from the use of any product or service. Freedom from patents of Dowell Schlumberger or others is not to be inferred.**



FracCADE™  
 Proposal S24,165,25

BIRCH CORP  
 SAN ARROYO NO. 35

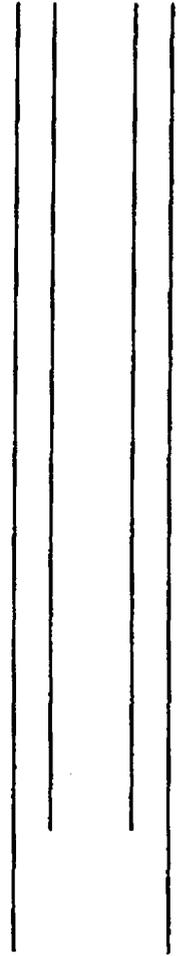
Following is the Data used in the Design, Execution and Evaluation of this Fracturing Proposal :

**WELLBORE CONFIGURATION :**

Deviated Hole ..... NO  
 Treat Down ..... TUB/ANN  
 Perfs (MD) : 20 Shots from 4618 ft to 4445 ft  
 Perforation Diameter ..... 0.4 in  
 Flush Volume to 4445 ft ..... 68.8 bbl

Tubing Information		
ID (in)	Weight (lb/ft)	Depth (ft)
1.99	4.7	4350

Casing Information		
ID (in)	Weight (lb/ft)	Depth (ft)
3.99	10.5	5000





FracCADE™  
Proposal S24,16S,25

BIRCH CORP  
SAN ARROYO NO. 35

Following is the Data used in the Design, Execution and Evaluation of this Fracturing Proposal (continued):

**RESERVOIR :**

Formation Name .....	CEDAR MOUNTAIN
Well Type .....	Gas
Effective Perm .....	0.7 md
Porosity .....	10 %
Reservoir Pressure.....	650 psi
Gas Gravity .....	0.7
Formation Net Thickness .....	30 ft
Spacing .....	320 acres

**FRACTURE MECHANICS :**

Rock Type.....	CLEAN-SANDSTONE
Fracture Gradient.....	0.55 psi/ft
Young's Modulus .....	5618550 psi
Poisson's Ratio .....	0.22
Leakoff Height .....	30 ft
Gross Height .....	49 ft



FracCADE™

Proposal S24,16S,25

BIRCH CORP

SAN ARROYO NO. 35

The following is the Pumping Schedule to achieve  
a propped fracture length (Xf) of 800 ft  
with an average conductivity (Kf-w) of 515 md\*ft.

Job Description Information						
Stage Name	Pump Rate bbl/min	Fluid Name	Stage Fluid Vol gal	Prop Conc lb/gal	Prop Mesh	Prop Type
PAD	30	75Q FOAM	5000	0		
.5 100M	30	75Q FOAM	7000	0		
1 100M	30	75Q FOAM	7000	0		
.5 PPG	30	75Q FOAM	5000	0.5	20/40	SAND
1 PPG	30	75Q FOAM	5500	1	20/40	SAND
1.5 PPG	30	75Q FOAM	6000	1.5	20/40	SAND
2 PPG	30	75Q FOAM	6000	2	20/40	SAND
2.5 PPG	30	75Q FOAM	6000	2.5	20/40	SAND
3 PPG	30	75Q FOAM	5000	3	20/40	SAND
3.5 PPG	30	75Q FOAM	3000	3.5	20/40	SAND
Flush	30	75Q FOAM	2890	0		

Job Totals	
Fluids	Prop
55500 gal of 75Q FOAM	69500 lb of 20/40 SAND
2890 gal of 75Q FOAM	



FracCADE™

Proposal S24,16S,25

BIRCH CORP

SAN ARROYO NO. 35

Job Execution Information								
Stage Name	Stage Fluid Vol gal	Cum Fluid Vol gal	Stage Slurry Vol bbl	Cum Slurry Vol bbl	Stage Prop lb	Cum Prop lb	Stage time min	Cum time min
PAD	5000	5000	119	119	0	0	3.97	3.97
.5 100M	7000	12000	167	286	0	0	5.56	9.52
1 100M	7000	19000	167	452	0	0	5.56	15.1
.5 PPG	5000	24000	122	574	2500	2500	4.06	19.1
1 PPG	5500	29500	137	711	5500	8000	4.56	23.7
1.5 PPG	6000	35500	153	864	9000	17000	5.08	28.8
2 PPG	6000	41500	156	1020	12000	29000	5.19	34
2.5 PPG	6000	47500	159	1180	15000	44000	5.3	39.3
3 PPG	5000	52500	135	1310	15000	59000	4.51	43.8
3.5 PPG	3000	55500	82.7	1400	10500	69500	2.76	46.5
Flush	2890	58400	68.8	1470	0	69500	2.29	48.8

DOWELL SCHLUMBERGER INCORPORATED  
 PROJECT I.D.: SAN 35-CM  
 DATE:16-Mar-88

SAND CONCENTRATOR SCHEDULE CALCULATIONS

TOTAL DOWNHOLE RATE: 30.0 BPM WELLHEAD PRESSURE: 4500 PSI  
 CHOKE DIAMETER: 0/64 INCHES FOAMER RATE: 0.03 BPM  
 FOAM QUALITY: 75 QUALITY NITROGEN VOL. FCTR.: 816 SCF/BBL  
 FLUID: WATERFRAC 40-75Q FLUID DENSITY: 8.42 LB/GAL

	N2 RATE SCFM	LBS SAND PER MIN	WTR RT. BPM	RTN RT. BPM	ATR RT. BPM	LB/ GAL IN FM.	LB/ GAL IN BLDR	LB/ GAL SAND CNTR	ATR STAGE VOL BBLs	CUMM ATR VOL BBLs	STAGE FOAM VOL GALS	CUMM FOAM VOL GALS	LBS PROP PER STAGE	TIME PER STAGE MIN
1	18360	0	7.5	0.0	7.5	0.0	0.0	0.0	30	30	5000	5000	0	4.0
ABSOLUTE DENSITIES							* 8.4*	* 8.4*						
2	17954	616	7.3	0.0	8.0	0.5	2.0	2.0	45	75	7000	12000	3500	5.7
							* 9.6*	* 9.6*						
3	17565	1205	7.1	0.0	8.4	1.0	4.0	4.0	49	124	7000	19000	7000	5.8
							*10.5*	*10.5*						
4	17954	616	7.3	0.0	8.0	0.5	2.0	2.0	32	156	5000	24000	2500	4.1
							* 9.6*	* 9.6*						
5	17565	1205	7.1	0.0	8.4	1.0	4.0	4.0	39	195	5500	29500	5500	4.6
							*10.5*	*10.5*						
6	17193	1770	7.0	0.0	8.9	1.5	6.0	6.0	45	240	6000	35500	9000	5.1
							*11.4*	*11.4*						
7	16836	2311	6.8	0.0	9.3	2.0	8.0	8.0	48	289	6000	41500	12000	5.2
							*12.1*	*12.1*						
8	16494	2830	6.7	0.0	9.8	2.5	10.0	10.0	52	340	6000	47500	15000	5.3
							*12.7*	*12.7*						
9	16166	3328	6.6	0.0	10.2	3.0	12.1	12.1	46	386	5000	52500	15000	4.5
							*13.3*	*13.3*						
10	15850	3807	6.4	0.0	10.5	3.5	14.1	14.1	29	415	3000	55500	10500	2.8
							*13.7*	*13.7*						
11	18360	0	7.5	0.0	7.5	0.0	0.0	0.0	17	432	2890	58390	0	2.3
							* 8.4*	* 8.4*						

THE MAXIMUM HYDRAULIC HORSEPOWER REQUIRED = 1163

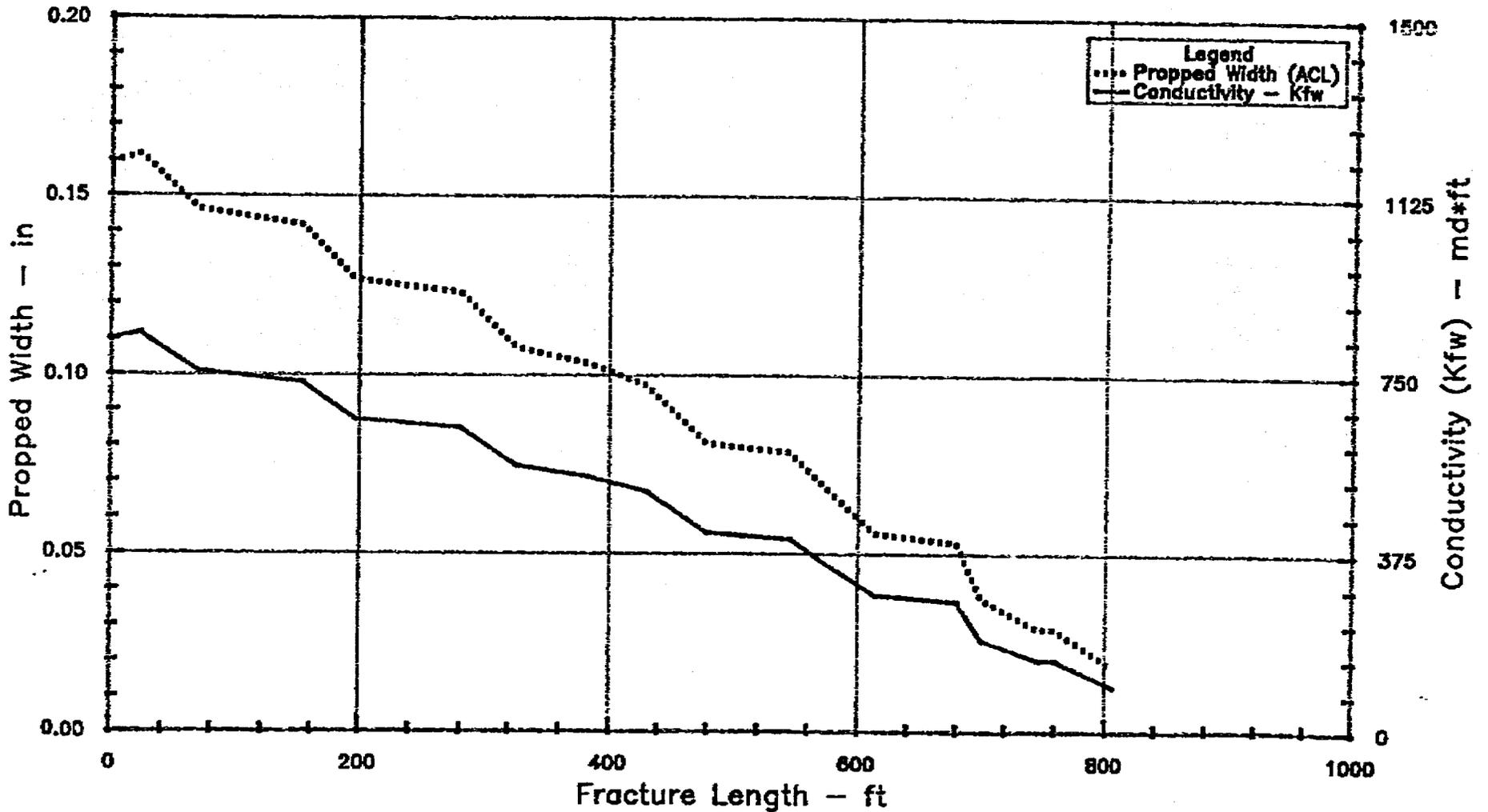
TOTAL PUMPING TIME = 49.2 MINUTES OR 0.82 HOURS

TOTAL (N2) NEEDED: 0% EXCESS 850826.0 SCF, 10% EXCESS 935908.0 SCF, 20% EXCESS 1020990.0 SCF

# FracCADE\*

## Flow Capacity Profiles

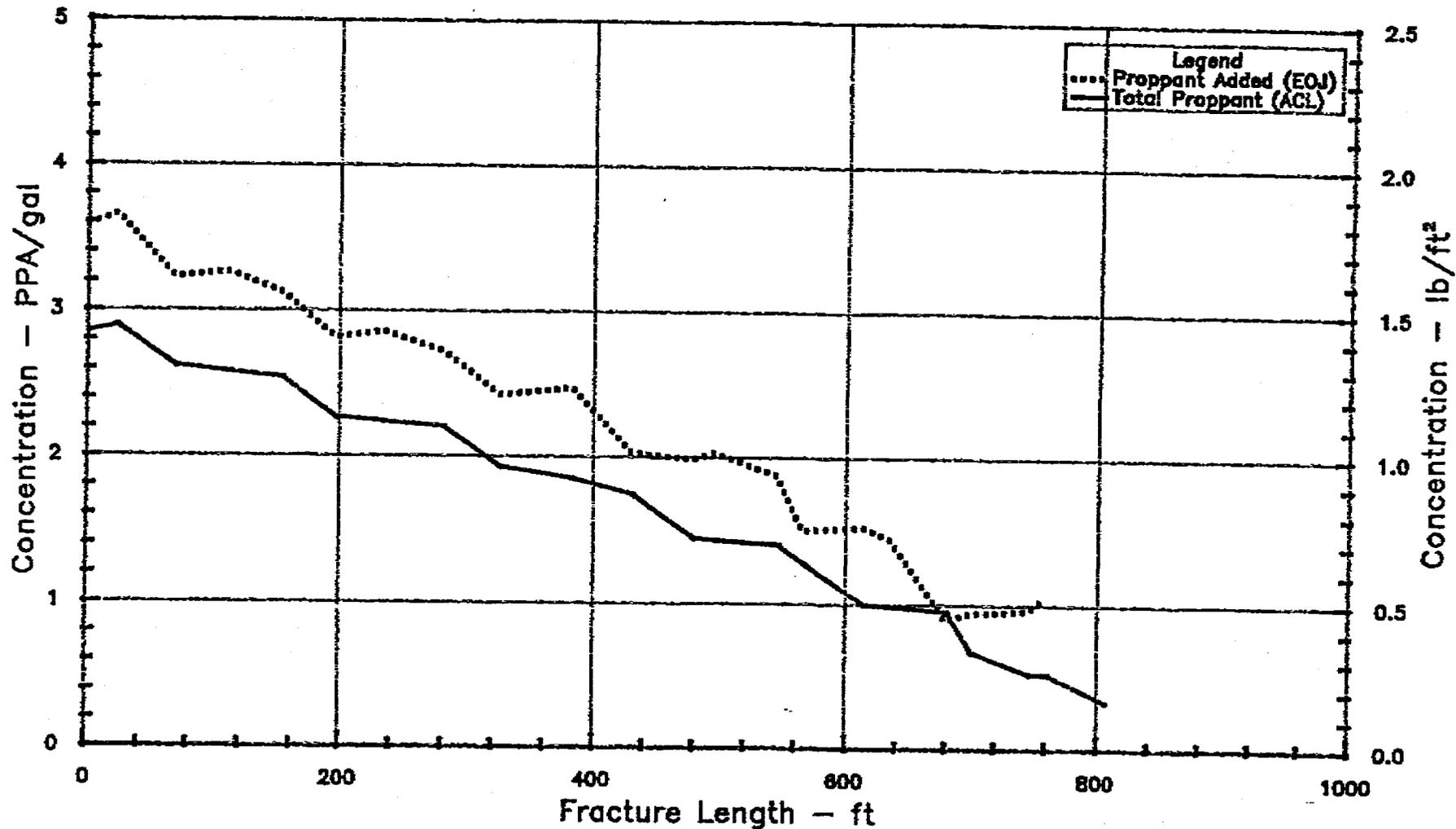
BIRCH CORP  
SAN ARROYO NO. 35  
BIRCH  
MARCH 16, 1988



# FracCADE\*

## Proppant Concentration Profiles

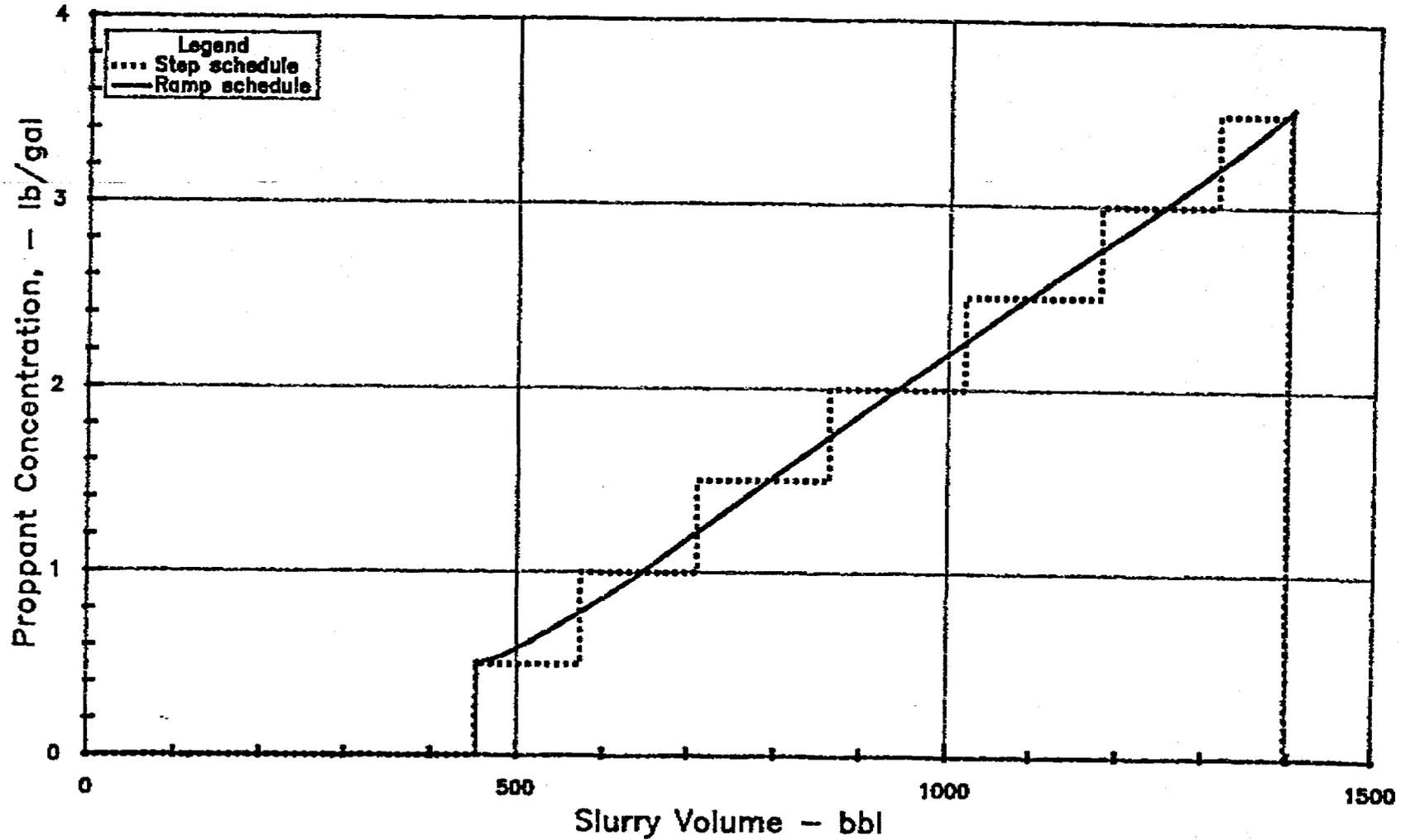
BIRCH CORP  
SAN ARROYO NO. 35  
B/RCH  
MARCH 16, 1988



# FracCADE\*

RampFRAC\*

BIRCH CORP  
SAN ARROYO NO. 35  
BIRCH  
MARCH 16, 1988



\* Trademark and Service Mark of Dowell Schlumberger



**BIRCH CORP.**  
**SAN ARROYO NO. 35**  
**FracCADE™**  
**Fracturing RECOMMENDATION**  
**Prepared for : MR. JOHN GORDON**

**SAN ARROYO**  
**SALTWASH**

**GRAND**  
**UTAH**

**DS Service Point : VERNAL, UT**  
**901-789-0411**

**Proposal : S24,16S,25E**  
**Prepared by: WHISONANT, ROOP**  
**March 16, 1988**

**Disclaimer Notice**

**This information is presented in good faith, but no warranty is given and Dowell Schlumberger assumes no liability for advice or recommendations made concerning results to be obtained from the use of any product or service. Freedom from patents of Dowell Schlumberger or others is not to be inferred.**



**FracCADE™**  
 Proposal S24,16S,25

**BIRCH CORP**  
 SAN ARROYO NO. 35

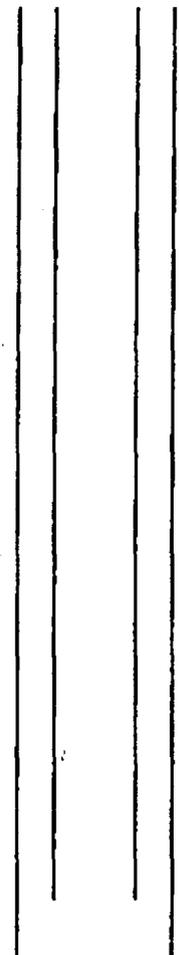
Following is the Data used in the Design, Execution and Evaluation of this Fracturing Proposal :

**WELLBORE CONFIGURATION :**

Deviated Hole ..... NO  
 Treat Down ..... TUB/ANN  
 Perfs (MD) : 17 Shots from 4911 ft to 4804 ft  
 Perforation Diameter ..... 0.4 in  
 Flush Volume to 4804 ft ..... 74.4 bbl

Tubing Information		
ID (in)	Weight (lb/ft)	Depth (ft)
1.99	4.7	4700

Casing Information		
ID (in)	Weight (lb/ft)	Depth (ft)
3.99	10.5	5000





FracCADE™  
Proposal S24,16S,25

BIRCH CORP  
SAN ARROYO NO. 35

Following is the Data used in the Design, Execution and Evaluation of this Fracturing Proposal (continued):

**RESERVOIR :**

Formation Name .....	SALT WASH
Well Type .....	Gas
Effective Perm .....	0.7 md
Porosity .....	10 %
Reservoir Pressure.....	1250 psi
Gas Gravity .....	0.7
Formation Net Thickness .....	27 ft
Spacing .....	320 acres

**FRACTURE MECHANICS :**

Rock Type.....	CLEAN-SANDSTONE
Fracture Gradient.....	0.75 psi/ft
Young's Modulus .....	5618550 psi
Poisson's Ratio .....	0.22
Leakoff Height .....	27 ft
Gross Height .....	37 ft



FracCADE™  
 Proposal S24,16S,25

BIRCH CORP  
 SAN ARROYO NO. 35

The following is the Pumping Schedule to achieve  
 a propped fracture length (Xf) of 839 ft  
 with an average conductivity (Kf-w) of 560 md\*ft.

Job Description Information						
Stage Name	Pump Rate bbl/min	Fluid Name	Stage Fluid Vol gal	Prop Conc lb/gal	Prop Mesh	Prop Type
PAD	25	75Q FOAM	5000	0		
.5 100M	25	75Q FOAM	7000	0		
1 100M	25	75Q FOAM	7000	0		
.5 PPG	25	75Q FOAM	4000	0.5	20/40	SAND
1 PPG	25	75Q FOAM	4000	1	20/40	SAND
1.5 PPG	25	75Q FOAM	5000	1.5	20/40	SAND
2 PPG	25	75Q FOAM	5000	2	20/40	SAND
2.5 PPG	25	75Q FOAM	5000	2.5	20/40	SAND
3 PPG	25	75Q FOAM	5000	3	20/40	SAND
3.5 PPG	25	75Q FOAM	2500	3.5	20/40	SAND
Flush	25	75Q FOAM	3120	0		

Job Totals	
Fluids	Prop
49500 gal of 75Q FOAM	59700 lb of 20/40 SAND
3120 gal of 75Q FOAM	



FracCADE™

Proposal S24,168,25

BIRCH CORP

SAN ARROYO NO. 35

Job Execution Information								
Stage Name	Stage Fluid Vol gal	Cum Fluid Vol gal	Stage Slurry Vol bbl	Cum Slurry Vol bbl	Stage Prop lb	Cum Prop lb	Stage time min	Cum time min
PAD	5000	5000	119	119	0	0	4.76	4.76
.5 100M	7000	12000	167	286	0	0	6.67	11.4
1 100M	7000	19000	167	452	0	0	6.67	18.1
.5 PPG	4000	23000	97.4	550	2000	2000	3.9	22
1 PPG	4000	27000	99.5	649	4000	6000	3.98	26
1.5 PPG	5000	32000	127	776	7500	13500	5.08	31.1
2 PPG	5000	37000	130	906	10000	23500	5.19	36.3
2.5 PPG	5000	42000	133	1040	12500	36000	5.3	41.6
3 PPG	5000	47000	135	1170	15000	51000	5.41	47
3.5 PPG	2500	49500	68.9	1240	8750	59700	2.76	49.7
Flush	3120	52600	74.4	1320	0	59700	2.97	52.7

DOWELL SCHLUMBERGER INCORPORATED  
 PROJECT I.D.: BIR35-SW  
 DATE:17-Mar-88

SAND CONCENTRATOR SCHEDULE CALCULATIONS

TOTAL DOWNHOLE RATE: 25.0 BPM WELLHEAD PRESSURE: 5400 PSI  
 CHOKE DIAMETER: 0/64 INCHES FOAMER RATE: 0.03 BPM  
 FOAM QUALITY: 75 QUALITY NITROGEN VOL. FCTR.: 1130 SCF/BBL  
 FLUID: WF40-75Q FLUID DENSITY: 8.42 LB/GAL

	N2 RATE SCFM	LBS SAND PER MIN	WTR RT. BPM	RTN RT. BPM	ATR RT. BPM	LB/GAL IN FM.	LB/GAL IN BLDR	LB/GAL SAND CNTR	ATR STAGE VOL BBLs	CUMM ATR VOL BBLs	STAGE FOAM VOL GALS	CUMM FOAM VOL GALS	LBS PROP PER STAGE	TIME PER STAGE MIN
1	21188	0	6.2	0.0	6.2	0.0	0.0	0.0	30	30	5000	5000	0	4.8
ABSOLUTE DENSITIES							* 8.4*	* 8.4*						
2	20719	513	6.1	0.0	6.6	0.5	2.0	2.0	45	75	7000	12000	3500	6.8
							* 9.6*	* 9.6*						
3	20270	1005	5.9	0.0	7.0	1.0	4.0	4.0	49	124	7000	19000	7000	7.0
							*10.5*	*10.5*						
4	20719	513	6.1	0.0	6.6	0.5	2.0	2.0	26	150	4000	23000	2000	3.9
							* 9.6*	* 9.6*						
5	20270	1005	5.9	0.0	7.0	1.0	4.0	4.0	28	178	4000	27000	4000	4.0
							*10.5*	*10.5*						
6	19841	1475	5.8	0.0	7.4	1.5	6.0	6.0	38	215	5000	32000	7500	5.1
							*11.4*	*11.4*						
7	19429	1926	5.7	0.0	7.8	2.0	8.0	8.0	40	256	5000	37000	10000	5.2
							*12.1*	*12.1*						
8	19034	2358	5.6	0.0	8.1	2.5	10.1	10.1	43	299	5000	42000	12500	5.3
							*12.7*	*12.7*						
9	18655	2774	5.5	0.0	8.5	3.0	12.1	12.1	46	345	5000	47000	15000	5.4
							*13.3*	*13.3*						
10	18291	3173	5.4	0.0	8.8	3.5	14.1	14.1	24	369	2500	49500	8750	2.8
							*13.7*	*13.7*						
11	21188	0	6.2	0.0	6.2	0.0	0.0	0.0	18	387	3120	52620	0	3.0
							* 8.4*	* 8.4*						

THE MAXIMUM HYDRAULIC HORSEPOWER REQUIRED = 1163

TOTAL PUMPING TIME = 53.1 MINUTES OR 0.89 HOURS

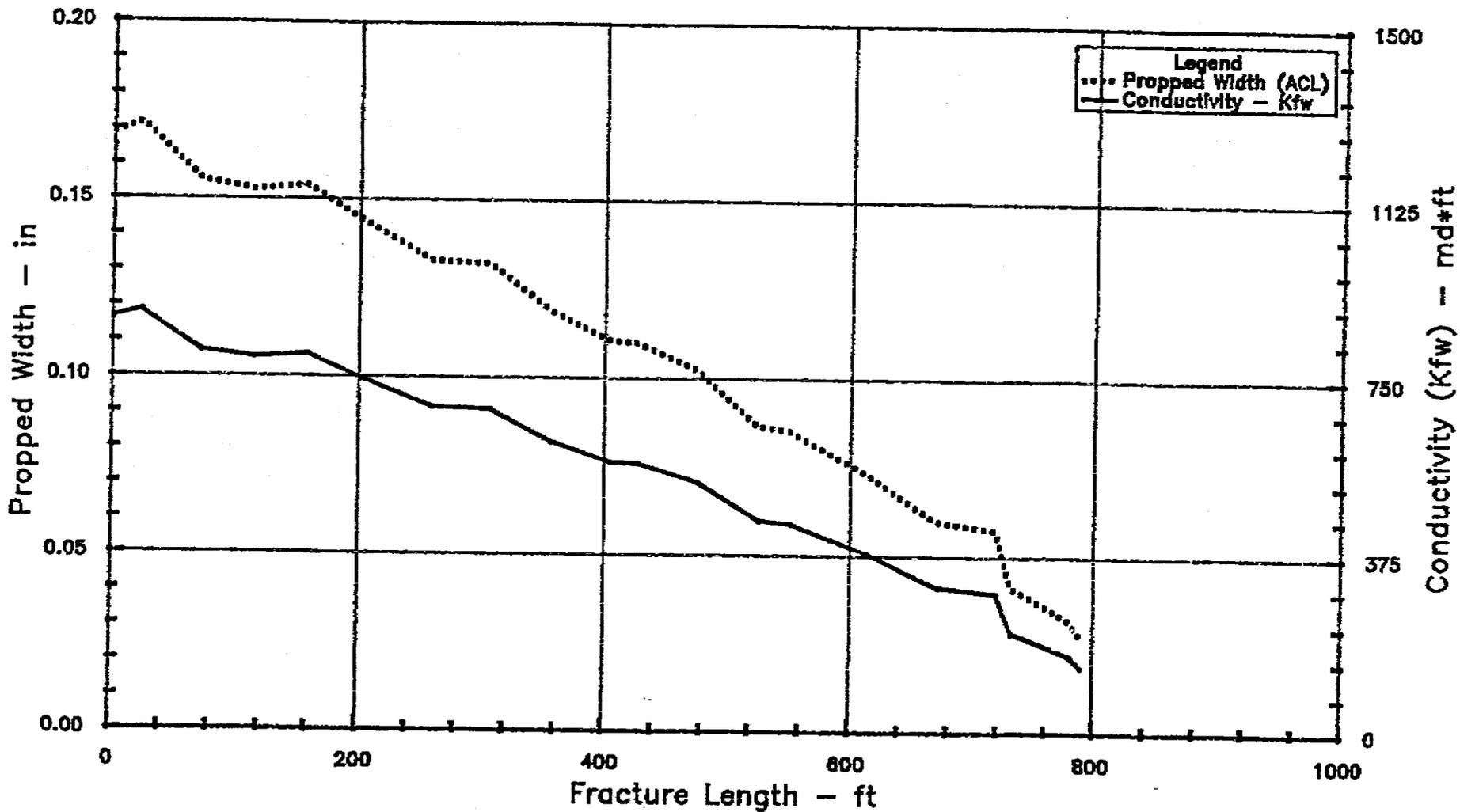
0% EXCESS      10% EXCESS      20% EXCESS  
 TOTAL (N2) NEEDED: 1061800.0 SCF, 1167980.0 SCF, 1274160.0 SCF

WHIZ      logged out at 17-MAR-1988 12:54:29.97

# FracCADE\*

Flow Capacity Profiles

BIRCH CORP  
SAN ARROYO NO. 35  
BIRCH  
MARCH 16, 1988



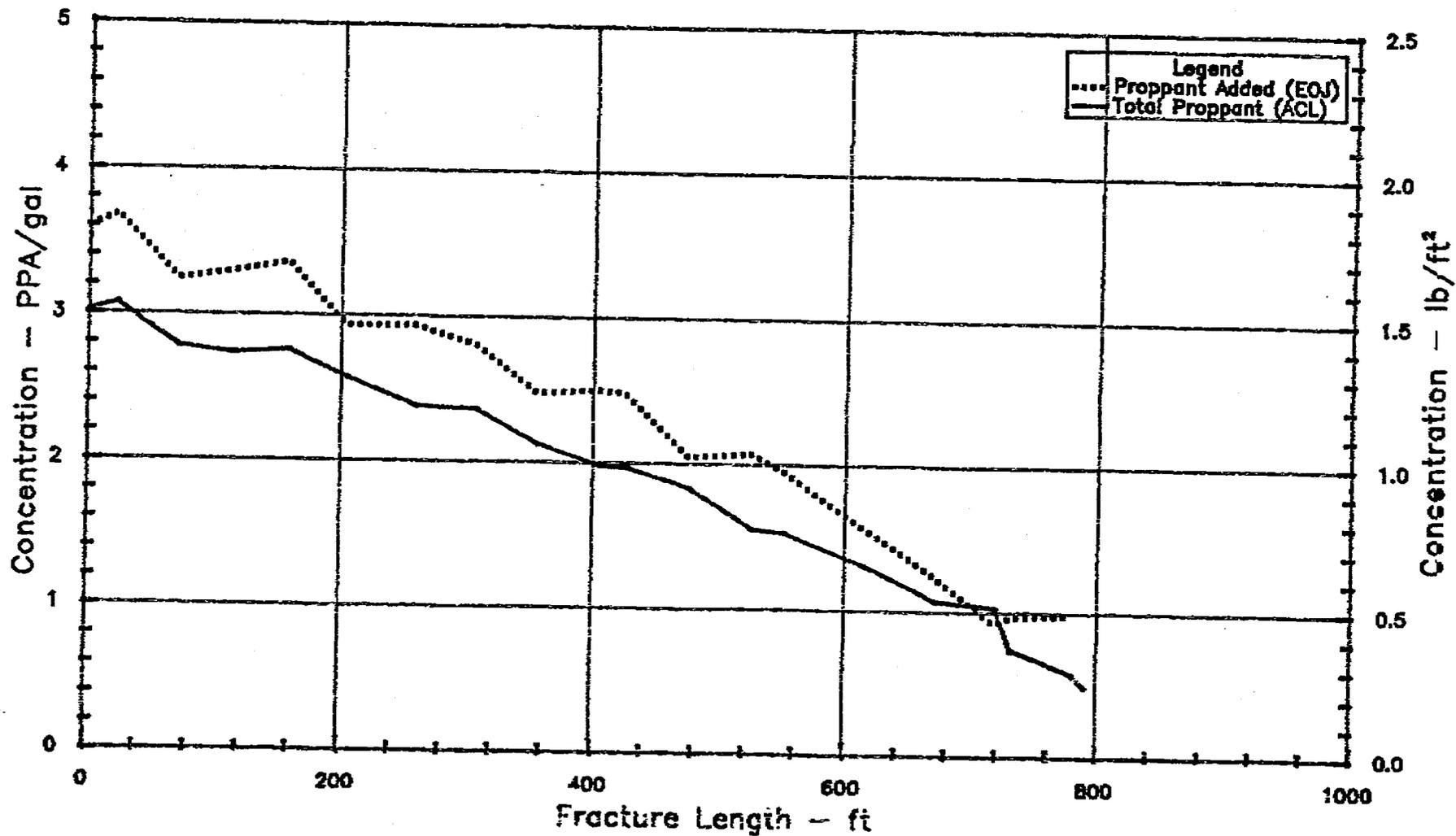
\* Trademark and Service Mark of Dowell Schlumberger

MAR 17 1988  
THU 14:38  
DOWELL SCHLUMBERGER  
P. 18/19

# FracCADE\*

## Proppant Concentration Profiles

BIRCH CORP  
SAN ARROYO NO. 35  
BIRCH  
MARCH 16, 1988



\* Trademark and Service Mark of Dowell Schlumberger

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE\*

(See other instructions on reverse side)

Form approved.  
Budget Bureau No. 1004-0137  
Expires August 31, 1985

14

WELL COMPLETION OR RECOMPLETION REPORT AND LOG \*

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

b. TYPE OF COMPLETION: NEW WELL  WORK OVER  DEEP-EN  PLUG BACK  OFF-SVR   
APR 21 1988

2. NAME OF OPERATOR  
Birch Corporation

3. ADDRESS OF OPERATOR  
3801 East Florida Ave Suite #900 Denver Co 80210

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)\*  
At surface 852 FSL 1668 FWL  
At top prod. interval reported below  
At total depth

14. PERMIT NO. 43-019-11090 DATE ISSUED 11-18-87

15. DATE SPUDDED 2-10-88 (re-entry) 16. DATE T.D. REACHED 2-15-88 17. DATE COMPL. (Ready to prod.) 4-4-88

18. ELEVATIONS (DF, RKB, RT, GR, ETC.)\* 6145 GL 6154 KB

20. TOTAL DEPTH, MD & TVD 5407 21. PLUG BACK T.D., MD & TVD 5354, 5086 22. IF MULTIPLE COMPL., HOW MANY\* 3

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)\*  
Morrison: 4804-4911

26. TYPE ELECTRIC AND OTHER LOGS RUN  
CBK-GR, CN-FD, DI-SFL, NGR-SPEC, Cyberlook

25. WAS DIRECTIONAL SURVEY MADE no

27. WAS WELL CORED no

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
8-5/8	24.0	362	existing	275 sx reg.+2% CaCl <sub>2</sub>	
4 1/2	1.6	5397 KB	7-7/8	310 sx 10-0 RFC	

30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	PACKER SET (MD)
2-3/8 N-80		4797.05			CIBP @ 5100

31. PERFORATION RECORD (Interval, size and number)  
CIBP @5100  
5150-5160 20 holes (sealed off w/1 sx cement)  
4908-4911 1 JSPF 4 holes  
4845-4853 1 JSPF 9 holes  
4804-4807 1 JSPF 4 holes

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.  
DEPTH INTERVAL (MD) AMOUNT AND KIND OF MATERIAL USED  
see attachment

33.\* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)
4-4-88	flowing	shut in

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
4-4-88	8	14/64		0	258/day	0	na

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)
71	na		0	258	0	na

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

35. TEST WITNESSED BY  
T.J. Price

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

SIGNED Jerry Amis TITLE Operations Manager DATE 4/18/88

\*(See Instructions and Spaces for Additional Data on Reverse Side)

37. SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):

38. GEOLOGIC MARKERS

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	TOP		
				NAME	MEAS. DEPTH	
				Castlegate Mancos Dakota Morrison Entrada	764 795 4372 4616 5407	TRUE VERT. DEPTH

San Arroyo Unit #35  
 Sec. 24 T16S-R25E  
 Grand County, Utah

-----  
 2-9-88 - Move in. 6 truckloads to location. Dug to bottom of dry hole marker. Found 8" casing @ 4 ft below ground level. Called for small backhoe to clean around casing for welder to weld on casing exterior. Will be done this morning.

2-10-88 - Present operations: Test BOP's. Move in & RU rig & equipment & mix mud. Ready to start testing BOP's. Will start in hole today. Mobilization: \$12,800.

DC: \$12,800  
 CC: \$12,800

2-11-88 - Present operation: ream. Days since spud: 1. 1835 ft past 24 hrs. Mancos formation. 1835'. WOB 0-4000. Hook load 52,000. RPM 0. Torque 0. #1 pump size: 5 1/2 x 14. Stks/min 52. #2 pump size: 5 x 14. Stks/min: stndby. Circ press 450. Output 275 GPM. Ann Vel DC 238. DP 115. Bit #1 10152 7 7/8" V537 16/16/16 Footage & hrs: 1835' 15 1/2 hrs. Hours: Drill cement 4 1/2. Ream - 11. Pipe rams 3/4. Rathole/mouse - 6 3/4. Drilling fluid: 8.6+. Visc 72. WL 9.6. PV 15. YP 30. Gels 8/19. pH 10.5. F.C. 2/32. Sand 0%. CL 500. Solids 1%. LCM 0. CA 60. Alk .6/1.6. DC & DP: 7 7/8" bit + 14 6" dc + 37 dpl. Costs: rig 4000, mud 1750, bits 1950, supervision 300, rental tools 70, water 1469, welding 258, cat work 2595. Drill rat & mouse hole - lost 400 bbls drlg fluid. Test blind rams to 1000#. 20 min. Drill surf plug from csg. Tag @ 36', 5 ft plug. Drill #2 plug, tagged at 223 ft to 323 ft - stop & test pipe rams to 500#. 15 min. Drill out cement in casing ream ahead in open hole. Spud @ 2pm 2/10/88. Very few bridges. Every 5 jts circ 15 min to condition hole.

DC: \$12,392  
 CC: \$25,792

2-12-88 - Present operation: ream. Staging into well 3-5 jts per time, circ out old mud & gas. Gas out log from 2300-2600'. Started reaming every joint @ 4040'. No drag. Reaming slow. Background gas 1600 units.

DC: \$7141  
 CC: \$32,933

2-13-88 - Present operation: drilling. Drilling fluid: 9.0#, Visc 42, WL 6.4, PV 19, YP 3, Gels 1/3, pH 9.5, FC 2/32, Sand 2, CL 500, Solids 5%, LCM 0, CA 40, Alk .4/.9. DC & DP: 14 - 6" drlg collars 151 - 4" drl pipe. Costs: rig 4,000, mud 1464, supervision 300, mud logging 275, rental tools 70, water 564.

## San Arroyo Unit #35

-----  
 Reaming slow to 5:00 pm in an under gauge hole. Considering torque if penetration is too fast. Tagged bottom off old hole at 4990 at 5:00 pm. Old hole was a good, clean hole w/ no junk on bottom. Connections are good w/ no drag or fill. 4' of fill while running survey. Drl ahead at 5-6 min/ft. Bladed road w/ road grader yest & today. Road fairly good.

DC: \$6673  
 CC: \$39,606

2-14-88 - Present operation: drlg. 4 days since spud. 279 ft made past 24 hrs. Entrada formation. 5390'. WOB 25/30. Hook load 82,000. RPM 55-60. #1 pump size 5 1/2 x 15. Stks/min 56. Circ press 1000. Output 282. DC 265. DP 150. Deviation: 3 degrees @ 5111'. Finish survey, drl. Entrada top 5183'. Drl to 5265' and stuck pipe. Work free and broke equalizer bar on bakes. Set slips, call welder and repair. Pick up and clean out to bottom. Mix mud & raise viscosity to 48-50. Drlg ahead at 5390'. Schlumberger on location. Plan to stop at 5440'.

Entrada: 5182'	Gas	120 V	180 V	120V
	C1	2000	5000	400
	C2	700	700	600
	C3	400	400	500
	C4	400	400	500
	C5	700	700	600

BGG 40 V Now

Sandstone: Lt, Arg, FG, Med-Well sorted, rounded, Frmt friable.

DC: \$5534  
 CC: \$45,140

2-15-88 - Entrada formation. 5407'. (corrected). DC & DP No., Size: 14 - 6 x 4 1/2 H-90. Drl to 5435. Circ to log short trip 15 stds. Circ & pull out of hole. SLM out 28' correction. TD 5407'. RU. Log well. TIH, broke circ at 2750'. Circ to run 4 1/2.

DC: \$15,592  
 CC: \$60,732

## San Arroyo Unit #35

-----  
 2-16-88 - Present operation: Rigging down. 6 days since spud. Depth: 5407'. Hours: Circ 2 1/2, LD dp & dc 5 1/2, RU 4 1/2, Cement 1 1/4, RD 5. Costs: Rig 4000, Supervision 300, Rental tools 70, Water 255, Cement 8640, MISC 3000, Casing 29,620, Location 5780. Circ, LD dp & dc. RU & run 4 1/2" csg (see report). RU head, drillpipe, circ & scratch. Cement, ND collar, set slips. Back out landing joint. Clean pits, pumps, and drain up. Rig released 1 am 2/16/88. RD.

Casing Report

132 jts 4 1/2" 1.6# 8 rnd LTC casing + 1 shoe and float = 5387'.

Landed @ 5397' KB.

Float @ 5354'.

Circ and scratch 1 hr.

Pumped 10 bbls CW 100 ahead, start cement, pumped 310 sx 10-0 RFC. 87.7 bbls w/ slurry @ 14.2#. Dropped plug. Displace w/ 83 bbls water. Bump plug 500 over = 1400#. Release pressure, float held. Good returns during job. Plug down 7:45 pm 2/15/88.

DC: \$51,665

CC: \$112,397

2-17-88 - Rig moved off location. Anchors to be set 2/18/88.

2-18-88 - No report.

2-19-88 - Present operation: Swabbing down. RU Dyna-Jet, run cement bond log from 5320-3800'. Good cement up to 4050'. Top at 3950'. RU swabbing unit, swab well down to 4,000 ft. SDFN.

DC: \$3493

CC: \$3493

2-20-88 - Swab well down to 4500'. Install BOPs. RU Dyna-Jet. Perf from 5150-5160'. 20 holes. Swab tst well & show of gas w/ fluid.

DC: \$2330

CC: \$5883

2-21-88 - SICP 30 psig. Initial fluid level 3500 ft. Swabbed down to 5000 ft in 10 runs. Swabbing 2 runs per hour. Recovered 4 bbl/run gas-cut water. Continued all day. Chlorides 50,984 ppm. Rw 0.10. This a.m.: SICP 60 psig, Fluid level @ 3500'.

CC: \$7120

San Arroyo Unit #35

-----  
2-22-88 - 60 SI pressure casing. Fluid level 3500'. Swab test well for 4 hrs. Recovered 32 bbls. R/D swabbing unit.

DC: \$837  
CC: \$7957

2-23-88 - Water analysis: Sample #2 in cube container: Chlorides 53,733. Resistivity 0.1005. Sample #3 in smaller bottle: Chlorides 54,733. Resistivity 0.10.

2-24-88 - WOCU.

2-25-88 - No report.

2-26-88 - Waiting on completion.

2-27-88 - Waiting on completion.

2-28-88 - Shut in. Waiting on completion.

2-29-88 - No report.

No report until 3/6/88.

3-6-88 - Prepare to set CIBP @ 5100'.

3-7-88 - Blow down well, open blind rams. RU Dyna Jet. RIH w/ Arrow Model PDQ 4 1/2" CIBP. Set @ 5100'. PU and tag plug, plug in place. TOOH. LD setting tool. RU dump bailer, load w/ 1 sc cement. RIH and dump cement on top of plug @ 5100'. Cement back to 5086'. Fluid level 3350'. SDFN.

DC: \$1243

3-8-88 - Waiting on completion.

(No report until 3-26-88)

3-26-88 - Present operations: rig shut down. RU the rig. Move in pump tank and tbg. Installed BOP equipment. RU Dowell & tst csg to 6500 psi. Test good. PU 166 jts of tbg. Tag BP @ 5100'. Pull 1 jt of tbg. RU swab equipment. Swab well down to 4000'. SDFN.

DC: \$3158  
CC: \$12,358

3-27-88 - Shut down. WOO.

3-28-88 - Shut down. WOO.

San Arroyo Unit #35

3-29-88 - Operations suspended. WOO.

3-30-88 - Present operation: Swabbing. Will swab down to 4500' and perforate. Snowing hard. Plan to delay fracture treatments until storm clears.

3-31-88 - Present operations: Prep to break down perforations. SITP 225 psig. Type of fluid in hole: 3% KCl water 2/ clay stabilizer. Casing size: 4 1/2" 11.6# N-80 3.875 ID. PBTD 5100'. CIBP 5100'. Remarks: Run swab and found fluid level at 3600'. Swab well down to 4350'. Pull tubing and rig up Gearhart. Perforate:

4908-4911'	1 JSPF	Total 4 holes
4845-4853'	1 JSPF	Total 9 holes
4804-4807'	1 JSPF	Total 4 holes

Run in hole with 3.75 in gauge ring to 4950'. No indications of gas after perforating. Pick up retrievable bridge plug w/ ball catcher and packer. RIH and set bridge plug at 4923'. Swab well and SDFN.

DC: \$3455  
CC: \$15,813

4-1-88 - Present operations: Swabbing. SITP 700#. SICP 750#. Type of fluid in hole: Fresh water & acid. Added to system: 101 bbls. Swabbed today: 105 bbls. Casing size: 4 1/2" 11.6# N-80 Surf - TD. Open perfs: 4908-11, 4845-53, 4804-07, 17 holes. TP 225#. Blew well down in 5 min. Made 1 swab run, recovered 1/2 bbl. Fluid level 4350'. Set BP @ 4923'. Packer @ 4860'. RU Dowell to break down formation w/ fresh water from 4908-4911'. 4 holes, pumped 19 bbls @ 4500 psi & 5 BPM. Finish pressure 3000#. Reset BP @ 4860' and packer @ 4827'. Pumped 20 bbl water @ 5000 psi, 5 BPM. Formation did not break down. Swabbed back 15 bbls fluid. Level @ 4400'. Pumped 250 gals Hcl and dropped 15 balls. Flushed w/ 18 bbls fresh water, 5.2 BPM. 4000 psi, formation did not break down. Swab back 18 bbls fluid. Pumped 250 gal Hcl. Flushed w/ 20 bbls fresh water. Pump rate 5.4 BPM @ 3900 psi. RD Dowell, start to swab well down. Swab summary:

Approx	40 swab runs
Recov	72 bbls fluid
	plus 15 bbls swabbed on
	#2 acid job & 18 bbls
	on #3 and last trtment.
Total recovered:	105 bbls.

DC: \$8696  
CC: \$24,509

San Arroyo Unit #35

4-2-88 - Present operations: Prep to frac. Added to system: 101 bbls. Swabbed today: 0 bbls. Total swabbed: 105 bbls. Casing size: 4 1/2" 11.6# N-80 4.00" ID. Remarks: Tubing pressure 700 psi. Casing pressure 750 psi. Opened tbg. Valve blew down to tbg press. 10 min pressure fell to 0 psi for 5 min and well kicked. Flowed stream of water for 1/2 min, then flowed heavy mist for 10 min. Well flowing 300 to 400 MCFD for 10-15 min. Then started dropping down to approx 50 MCFD. Ran in with swab to check fluid level. No fluid. TOH and lay down tools and RIH w/ seating nipple, tubing, and blast joint to 4400 ft. Hauled 1 head of water. Now have 400 bbls in frac tank and 50 bbls in flat tank.

DC: \$1370  
CC: \$25,879

4-3-88 - Present operations: Flowing back frac treatment. Added to system: 341 bbls. Lost to formation: 341 bbls. Total lost to date: 444 bbls. Swabbed today: 100 bbls. Total swabbed: 205 bbls. Left to recover: 239 bbls. Casing size: 4 1/2" 11.6# N-80. Open perfs: 4804-4807 - 4 holes. 4845-4853 - 9 holes. 4908-4911 - 4 holes. Total: 17 holes. 24/64" choke. 110# tbg press. 210# csg press. Rate: 411 MCFD. Flowing to pit. Remarks: Tbg press 900#. Opened light mist. Csg was already tied to Dowell Frac line. RU Dowell for frac. Fracture treat using a 75% quality foam frac according to the attached data sheet. Rig down Dowell & move out. Rig up and flow line to pit with well shut in to 4:00 pm. Start flowback test through 24/64" choke.

DC: \$48,248  
CC: \$74,127

## Supplemental Report

Fracture Details: Fracture treat well with 10,500# of 100 mesh sand and 54,500# of 20/40 sand in 49,500 gallons of 75% quality foam using a double entry technique and foaming downhole. All fluid and 35% of the nitrogen was pumped down the casing. Remaining 65% of the nitrogen was pumped down the tubing as follows:

Volume Bbls	Type Fluid	Rate BPM	Tbg Press	Csg Press	Proppant (PPG)	Remarks
5000	75% Q	25	260	260		
7000	"	25	4357	3249	1/2 100 mesh	
	"	25	4824	3771	1/2 100 mesh	At perfs
7000	"	25	4861	3799	1# 100 mesh	Start 1 ppg
	"	25	4833	3821	1# 100 mesh	At perfs
4000	"	25	4870	3831	1/2# 20/40	Start 20/40

## San Arroyo Unit #35

Volume	Type Fluid	Rate BPM	Tbg Press	Csg Press	Proppant (PPG)	Remarks
	"	25	4983	3849	1/2# 20/40	At perfs
4000	"	25	4952	3858	1# 20/40	
	"	25	4920	3831	1" 20/40	At perfs
5000	"	25	4769	3867	1 1/2" 20/40	
	"	25	4847	3899	1 1/2# 20/40	At perfs
5000	"	25	4856	3890	2# 20/40	
	"	25	4778	3849	2# 20/40	At perfs
5000	"	25	4760	3858	2 1/2# 20/40	At perfs
	"	25	4682	3940	2 1/2# 20/40	At perfs
5000	"	25	4737	4046	3# 20/40	
	"	25	4760	4174	3# 20/40	At perfs
2500	"	25	4760	4297	3 1/2# 20/40	
	"	25	4714	4389		Start flush

Total sand 10,500# 100 mesh 54,500# 20-40 sand. ISIP 3600 psi. 5 min SIP 2764 psi. 10 min SIP 2672 psi. 15 min SIP 2595 psi. Shut in for 4 hours & 20 min. Total nitrogen used: 1,167,000 scf. Total fluid 341 bbls. Open and flow back to pit through 24/64" choke.

4:00 pm	2200	2450	
5:00 pm	1075	1650	
6:00	580	1200	
7:00	360	950	
8:00	210	750	Light Sand
9:00	170	700	Light Sand
10:00	170	630	Light Sand
11:00	160	590	Light Sand
12:00	150	550	Light Sand
1:00 am	140	350	Light Sand
2:00	110	270	Light Sand
3:00	100	230	Light Sand
4:00	100	230	Light Sand
5:00	100	230	No Sand
6:00	110	210	
7:00	110	210	7 foot flare

Calculated rate: 411 MCFD  
Recovered approximately 100 bbl.

## San Arroyo Unit #35

4-4-88 - Flowing back frac treatment. Remarks: Tbg press 110#. Csg press 210#. Took pressures on the hour from 8:00 am to 2:00 pm. Pressures remained the same. Left flowing unattended overnight. This morning:

	Tbg #	Csg #	
7:00 am	105	230	
8:00	105	230	Flowing on 25/64" choke
9:45	67	240	Flowing on 1/2" orifice tested. Calculated rate: 442 MCFD.

Installed orifice tested and sensitive gauge. .500 orifice & reading 72# press on the gauge. Flowing well on .500 orifice for about 10 min.

DC: \$1228  
CC: \$75,355

4-5-88 - Present operations: building wellhead. Mud added to system: 341 bbls. Lost to formation: 341 bbls. Total lost to date: 444 bbls. Total swabbed: 205 bbls. Left to recover: 239 bbls. Casing size: 4 1/2" 11.6# N-80 4.00 ID. Open perms: 4804-4807, 4845-4853, 4908-4911, Total: 17 holes. Choke size: 14/64" - .375. TP 230. CP 300. Remarks: TP 105#. CP 230#. Well was left open and flowing overnight. Removed 24/64" choke and installed orifice tested with .500" orifice plate. Installed 14/64" choke and .375 orifice plate.

Time	Tubing	Orifice	Casing	Remarks
8:00 am	105		230	
9:00	105		230	
10:00	no choke	55 (.500)	240	installed orifice
10:10		52	240	meter
10:20		52	240	
10:30		50	240	
10:40		49	240	
10:50		47	240	
11:00		47	240	
11:10		47	175	
11:20		47	160	
11:30		47	160	
11:40		46	160	
11:50		46	160	
12:00		46	160	
1:00		.375"		installed 14/64"
1:15	205	63	260	choke
1:30	210	65	260	
1:45	220	67	280	dry

## San Arroyo Unit #35

-----  
 (4-5-88 continued...)

2:00	220	70	280
2:15	230	70	280
2:30	230	71	300
2:45	230	71	300
3:00	230	71	300
3:15	230	71	300
3:30	230	71	300
3:45	230	71	300
4:00	230	71	300

DC: \$1520  
 CC: \$76,758

4-6-88 - Present operations: Rig released 4/5/88 afternoon (approx 4:00 pm). Remarks: Tbg press 225#. Csg press 365#. Orifice tester: 65#. TIH & tagged sand at 4992'. RD BOP's and landed the tbg w/ casing seat at 4796'. Build wellhead per drawing. RD rig & released rig at 4:00 pm.

DC: \$1370  
 CC: \$78,245

4-7-88 - TP 850#. CP 850#.

4-8-88 - Rig down and demobilize.

DC: \$899  
 CC: \$79,024

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING  
1588 West North Temple  
Salt Lake City, Utah 84116

\*REPORT OF WATER ENCOUNTERED DURING DRILLING\*

Well Name & Number San Arroyo Unit #35  
Operator Birch Corporation Address 3801 East Florida Ave. Suite 900  
Denver, Co. 80210  
Contractor Veco Drilling Address 2457 Industrial Blvd. Grand Jct. Co 81503  
Location SE 1/4 SW 1/4 Sec. 24 T: 16S R: 25E County Grand

Water Sands

	<u>Depth</u>		<u>Volume</u>	<u>Quality</u>
	From	To	Flow Rate or Head	Fresh or Salty
1.	0-4950		Possible, unknown	Drilled previously
2.	4950-5407		Possible, unknown	Drilled with mud
3.				
4.				
5.				

(Continue of reverse side if necessary)

Formation Tops

Castlegate: 764  
Mancos: 794  
Dakota: 4372  
Morrison: 4616  
Entrada: 5407

- NOTE: (a) Report on this form as provided for in Rule C-20, General Rules and Regulations and Rules of Practice and Procedure.
- (b) If a water analysis has been made of the above reported zone, please forward a copy along with this form.

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 or to deepen or plug back to a different reservoir. Use "APPLICATION FOR PERMIT—" for such proposals.)

1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO.
2. NAME OF OPERATOR Graham Royalty, Ltd.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR 1675 Larimer Street, Suite 400, Denver, Colorado 80202		7. UNIT AGREEMENT NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface		8. FARM OR LEASE NAME
14. PERMIT NO.		9. WELL NO.
15. ELEVATIONS (Show whether DF, RT, OR, etc.)		10. FIELD AND POOL, OR WILDCAT
DIVISION OF OIL, GAS & MINING		11. SEC., T., R. M., OR BLK. AND SUBVY OR AREA
		12. COUNTY OR PARISH 13. STATE

RECEIVED  
MAY 01 1989

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Change of Operator</u> <input checked="" type="checkbox"/>	

(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)\*

Effective April 1, 1989 Graham Royalty, Ltd. took over as operator from Birch Corporation on various wells in the San Arroyo Field.  
The attached Exhibit shows a list of wells and their location.

18. I hereby certify that the foregoing is true and correct  
SIGNED Wilbur L. Dover TITLE Vice President DATE April 25, 1989  
(This space for Federal or State office use)

APPROVED BY \_\_\_\_\_ TITLE \_\_\_\_\_ DATE \_\_\_\_\_  
CONDITIONS OF APPROVAL, IF ANY:

San Arroyo	1	Entrada Unit	SE NW Sec. 26-16S-25E	Grand Co., UT
San Arroyo	2	Entrada Unit	SE NW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	3	Entrada Unit	SE NW Sec. 23-16S-25E	Grand Co., UT
San Arroyo	5	Entrada Unit	NW SE Sec. 25-16S-25E	Grand Co., UT
San Arroyo	6	Entrada Unit	SW NE Sec. 21-16S-25E	Grand Co., UT
San Arroyo	40	Entrada Unit	NW NE Sec. 27-16S-25E	Grand Co., UT

San Arroyo	4	Dakota Unit	SE SW Sec. 30-16S-26E	Grand Co., UT
San Arroyo	8	Dakota Unit	SW SW Sec. 16-16S-25E	Grand Co., UT
San Arroyo	9	Dakota Unit	NW NE Sec. 27-16S-25E	Grand Co., UT
San Arroyo	11	Dakota Unit	NE SW Sec. 15-16S-25E	Grand Co., UT
San Arroyo	12	Dakota Unit	SW SW Sec. 23-16S-25E	Grand Co., UT
San Arroyo	13	Dakota Unit	NE SW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	16	Dakota Unit	SE SW Sec. 26-16S-25E	Grand Co., UT
San Arroyo	17	Dakota Unit	NE NE Sec. 24-16S-25E	Grand Co., UT
San Arroyo	18	Dakota Unit	NW NW Sec. 30-16S-26E	Grand Co., UT
San Arroyo	19	Dakota Unit	SW SE Sec. 14-16S-25E	Grand Co., UT
San Arroyo	20	Dakota Unit	SE NE Sec. 26-16S-25E	Grand Co., UT
San Arroyo	21	Dakota Unit	NW SE Sec. 25-16S-25E	Grand Co., UT
San Arroyo	22	Dakota Unit	NE NE Sec. 15-16S-25E	Grand Co., UT
San Arroyo	24	Dakota Unit	SE NW Sec. 19-16S-25E	Grand Co., UT
San Arroyo	25	Dakota Unit	SW NE Sec. 21-16S-25E	Grand Co., UT
San Arroyo	26	Dakota Unit	SW SW Sec. 20-16S-26E	Grand Co., UT
San Arroyo	27	Dakota Unit	NE SW Sec. 29-16S-26E	Grand Co., UT
San Arroyo	28	Dakota Unit	NW NE Sec. 29-16S-26E	Grand Co., UT
San Arroyo	29	Dakota Unit	NE NE Sec. 22-16S-26E	Grand Co., UT
San Arroyo	30	Dakota Unit	NW SW Sec. 21-16S-26E	Grand Co., UT
San Arroyo	31	Dakota Unit	NW NW Sec. 22-16S-25E	Grand Co., UT
San Arroyo	32	Dakota Unit	SW SW Sec. 14-16S-25E	Grand Co., UT
San Arroyo	33	Dakota Unit	SW SW Sec. 25-16S-25E	Grand Co., UT
San Arroyo	35	Dakota Unit	SE SW Sec. 24-16S-25E	Grand Co., UT
San Arroyo	36A	Dakota Unit	SE SE Sec. 19-16S-26E	Grand Co., UT
San Arroyo	37	Dakota Unit	SW NE Sec. 20-16S-26E	Grand Co., UT
San Arroyo	38	Dakota Unit	SW NE Sec. 16-16S-25E	Grand Co., UT

Arco Fed. 27-1			NW SW Sec. 27-16S-25E	Grand Co., UT
Arco State 2-1			NW SW Sec. 2-16S-24E	Grand Co., UT
Arco State 2-2			NW SW Sec. 2-16S-24E	Grand Co., UT
Arco State 36-7			NW SW Sec. 36-15S-24E	Grand Co., UT
Arco State 36-8			NW SW Sec. 36-15S-24E	Grand Co., UT
Federal 174-1			SE SW Sec. 11-16S-25E	Grand Co., UT
Bittercreek #1			SE SW Sec. 2-16S-25E	Grand Co., UT
Black Horse 31-1			SE SW Sec. 31-15S-24E	Uintah Co., UT
Fed. Gilbert #1			SE SW Sec. 31-15S-24E	Grand Co., UT

↓ per Jackie Cannon from Buch, Graham Royalty does not own  
 this well. JS 5/15/89

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPPLICATE\*  
(Other instructions on re-  
verse side)

Form approved.  
Budget Bureau No. 1004-0135  
Expires August 31, 1985

5. LEASE DESIGNATION AND SERIAL NO.

U-0369

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDAY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back to a different reservoir.  
Use "APPLICATION FOR PERMIT—" for such purposes.)

RECEIVED  
APR 21 1988

1.  OLD WELL  NEW WELL  OTHER

2. NAME OF OPERATOR  
Birch Corporation

3. ADDRESS OF OPERATOR  
3801 East Florida Ave Suite #900 Denver CO 80210

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.  
See also space 17 below.)  
At surface  
852 FSL 1668 FWL

7. UNIT AGREEMENT NAME

San Arroyo

8. FARM OR LEASE NAME

San Arroyo

9. WELL NO.

Unit #35

10. FIELD AND POOL, OR WILDCAT

San Arroyo

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

Sec 24, T16S R25E

14. PERMIT NO.  
43-019-11090

15. ELEVATIONS (Show whether DF, RT, GR, etc.)  
6145 GL 6145 KB

12. COUNTY OR PARISH  
Grand

13. STATE  
Utah

16. Check Appropriate Box To Indicate Nature of Notice, Report, or Other Data

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF   
FRACTURE TREAT   
SHOOT OR ACIDIZE   
REPAIR WELL

PULL OR ALTER CASING   
MULTIPLE COMPLETE   
ABANDON\*   
CHANGE PLANS

(Other)

SUBSEQUENT REPORT OF:

WATER SHUT-OFF   
FRACTURE TREATMENT   
SHOOTING OR ACIDIZING   
(Other)

REPAIRING WELL   
ALTERING CASING   
ABANDONMENT\*

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

17. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)\*

This well was recompleted as per the attached report. Recompletion began 2-9-88 and finished 4-4-88.

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

SIGNED

*Tommy Aris*

TITLE - Operations Manager

DATE

*4/18/88*

(This space for Federal or State office use)

APPROVED BY

TITLE

DATE

CONDITIONS OF APPROVAL, IF ANY:

\*See Instructions on Reverse Side

June 6, 1989

**RECEIVED**  
JUN 08 1989

DIVISION OF  
OIL, GAS & MINING

State of Utah  
Natural Resources  
Oil & Gas Program  
3 Triad Center, Suite 350  
Salt Lake City, Utah 84180-1203

Attention: Ms. Tammy Searing

Dear Ms. Searing

Per telephone conversation this date we would like to split the wells shown on the monthly Oil & Gas Production Report turn-around document.

We would like entity numbers; 00500, 00505, 00515, 00520, 08340, 08341, and 09710, to be included on a separate report and mailed to our agent for these wells: Natural Gas Gathering Company of Texas, 12700 Northborough, Suite 100, Houston, TX 77067.

All other wells shown on our monthly report should continue to be mailed to: Graham Royalty, Ltd., 1675 Larimer Street, Suite 400, Denver, Colorado 80202.

If you should have any questions, please advise.

Sincerely,



C. C. Robbins  
Reg. Affairs Supervisor

CCR/ng



355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut  
84180-1203. • (801-538-5340)

# MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• GRAHAM ROYALTY, LTD.  
1675 LARIMER STREET  
DENVER CO 80202  
ATTN: CINDI ROBBINS

Utah Account No. N0505

Report Period (Month/Year) 5 / 89

Amended Report

Well Name	Producing	Days	Production Volume		
API Number Entity Location	Zone	Oper	Oil (BBL)	Gas (MSCF)	Water (BBL)
SAN ARROYO UNIT #35					
4301911090 00500 16S 25E 24	MRSN				
SAN ARROYO 4					
4301915887 00500 16S 26E 30	DKTA				
SAN ARROYO 8					
4301915890 00500 16S 25E 16	DKTA				
SAN ARROYO 9					
4301915891 00500 16S 25E 27	DKTA				
SAN ARROYO #11					
4301915892 00500 16S 25E 15	SLTW				
SAN ARROYO 12					
4301915893 00500 16S 25E 23	DKTA				
SAN ARROYO 13					
4301915894 00500 16S 25E 22	DK-MR				
SAN ARROYO #16					
4301915896 00500 16S 25E 26	CM-MR				
SAN ARROYO 17					
4301915897 00500 16S 25E 24	DK-MR				
SAN ARROYO #18					
4301915898 00500 16S 26E 30	DK-CM				
SAN ARROYO 19					
4301915899 00500 16S 25E 14	DKTA				
SAN ARROYO 20					
4301915900 00500 16S 25E 26	DKTA				
SAN ARROYO 21					
4301915901 00500 16S 25E 25	DKTA				
<b>TOTAL</b>					

Comments (attach separate sheet if necessary) \_\_\_\_\_

I have reviewed this report and certify the information to be accurate and complete. Date \_\_\_\_\_

Authorized signature \_\_\_\_\_ Telephone \_\_\_\_\_



355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut  
84180-1203. (801-538-5340)

## MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• GRAHAM ROYALTY, LTD.  
1675 LARIMER STREET  
DENVER CO 80202  
ATTN: CINDI ROBBINS

Utah Account No. N0505

Report Period (Month/Year) 5 / 89

Amended Report

Well Name	Producing	Days	Production Volume		
API Number    Entity    Location	Zone	Oper	Oil (BBL)	Gas (MSCF)	Water (BBL)
SAN ARROYO 22					
4301915902 00500 16S 25E 15	DKTA				
SAN ARROYO #24					
4301915903 00500 16S 26E 19	DK-CM				
SAN ARROYO 25					
4301915904 00500 16S 25E 21	DKTA				
SAN ARROYO #26					
4301915905 00500 16S 26E 20	DK-MR				
SAN ARROYO 27					
4301915906 00500 16S 26E 29	DKTA				
SAN ARROYO 28					
4301915907 00500 16S 26E 29	DKTA				
SAN ARROYO 29					
4301915908 00500 16S 25E 22	DKTA				
SAN ARROYO #30					
4301915909 00500 16S 26E 21	DKTA				
SAN ARROYO 31					
4301930527 00500 16S 25E 22	DKTA				
SAN ARROYO 32					
4301930528 00500 16S 25E 14	DKTA				
ARCO 27-1					
4301930570 00500 16S 25E 27	DKTA				
SAN ARROYO 33					
4301930608 00500 16S 25E 25	DKTA				
SAN ARROYO UNIT #36-A					
4301931251 00500 16S 26E 19	DK-MR				
<b>TOTAL</b>					

Comments (attach separate sheet if necessary) \_\_\_\_\_

I have reviewed this report and certify the information to be accurate and complete.    Date \_\_\_\_\_

Authorized signature \_\_\_\_\_ Telephone \_\_\_\_\_



355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut  
84180-1203. • (801-538-5340)

# MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• GRAHAM ROYALTY, LTD.  
1675 LARIMER STREET  
DENVER CO 80202  
ATTN: CINDI ROBBINS

Utah Account No. N0505

Report Period (Month/Year) 5 / 89

Amended Report

Well Name	Producing Zone	Days Oper	Production Volume		
			Oil (BBL)	Gas (MSCF)	Water (BBL)
SAN ARROYO UNIT #37					
4301931252 00500 16S 26E 20	DK-MR				
SAN ARROYO UNIT #38					
4301931253 00500 16S 25E 16	MRSN				
SAN ARROYO 2					
4301915885 00505 16S 25E 22	ENRD				
SAN ARROYO 3					
4301915886 00505 16S 25E 23	ENRD				
SAN ARROYO 5					
4301915888 00505 16S 25E 25	ENRD				
SAN ARROYO 6					
4301915889 00505 16S 25E 21	ENRD				
SAN ARROYO 1					
4301916532 00505 16S 25E 26	ENRD				
SAN ARROYO UNIT #40					
4301931250 00505 16S 25E 27	ENRD				
BITTER CREEK #1					
4301930047 00515 16S 25E 2	DK-MR				
ARCO-STATE 2-1					
4301930240 00520 16S 24E 2	DKTA				
ARCO-STATE 2-2					
4301930241 00520 16S 24E 2	DKTA				
UTE TRIBAL #2-9C6					
4301331096 04519 03S 06W 9	WSTC				
UTE TRIBE 0-1					
4304730183 04520 02S 01E 4	GR-WS				
<b>TOTAL</b>					

Comments (attach separate sheet if necessary) \_\_\_\_\_

I have reviewed this report and certify the information to be accurate and complete. Date \_\_\_\_\_

Authorized signature \_\_\_\_\_ Telephone \_\_\_\_\_



NORTHSTAR GAS COMPANY

256 E. North Sam Houston Parkway, Suite 250, Houston, Texas 77060  
(713) 820-6886

FAX (713) 820-6885  
**RECEIVED**  
APR 09 1990

April 5, 1990

Utah Natural Resources  
355 West North Temple  
3 Triad Center, Suite 350  
Salt Lake City, Utah 84180-1203

DIVISION OF  
OIL, GAS & MINING

To Whom It May Concern:

Northstar Gas Company is the new operating agent for Graham Royalty, Ltd. Please make any corrections necessary so we may receive our correspondence from your agency. The new information is as follows:

Northstar Gas Company  
256 E. North Sam Houston Parkway, Suite 250  
Houston, Texas 77060  
713-820-6886

Thank you.

Sincerely,

*Paul A. Bernard, Jr. / LR*  
Paul A. Bernard, Jr.  
Controller

NORTHSTAR GAS COMPANY

PAB/lr  
Enclosures

RECEIVED  
MAR 12 1990

STATE OF UTAH

BOARD AND DIVISION OF OIL, GAS AND MINING

DIVISION OF  
OIL, GAS & MINING

DESIGNATION OF AGENT

The undersigned producer, operator, transporter, refiner, gasoline or other extraction plant operator or initial purchaser who is conducting oil and/or gas operations in the State of Utah, does, pursuant to the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah, hereby appoint

Northstar Gas Company, Inc.

256 E. North Sam Houston Parkway, Suite 250

(Address)

Houston, Texas 77060

(his, her or its) designated agent to accept and to be served with notices from the Board and Division Director or Authorized Agent in accordance with the Oil and Gas Conservation Act of the State of Utah.

The undersigned further agrees to immediately report in writing, all changes of address of the agent, and any termination of the agent's authority, and in the latter case, the designation of a new agent or agents shall be immediately made. This designation of agent, however, shall remain in full force and effect until and unless a new designation of agent is filed in accordance with the statute and/or rules.

Effective Date of Designation March 1, 1990

Company Graham Royalty, Ltd.

Phone (303) 629-1736

Address 1675 Larimer Street, Suite 400

Denver, Colorado 80202

By Wilbur L. Dover  
(Signature) Wilbur L. Dover

Title Vice President/Division Manager

June 6, 1989

**RECEIVED**  
JUN 08 1989

State of Utah  
Natural Resources  
Oil & Gas Program  
3 Triad Center, Suite 350  
Salt Lake City, Utah 84180-1203

DIVISION OF  
OIL, GAS & MINING

Attention: Ms. Tammy Searing

Dear Ms. Searing

Per telephone conversation this date we would like to split the wells shown on the monthly Oil & Gas Production Report turn-around document.

We would like entity numbers; 00500, 00505, 00515, 00520, 08340, 08341, and 09710, to be included on a separate report and mailed to our agent for these wells: Natural Gas Gathering Company of Texas, 12700 Northborough, Suite 100, Houston, TX 77067.

All other wells shown on our monthly report should continue to be mailed to: Graham Royalty, Ltd., 1675 Larimer Street, Suite 400, Denver, Colorado 80202.

If you should have any questions, please advise.

Sincerely,

*C. C. Robbins*

C. C. Robbins  
Reg. Affairs Supervisor

CCR/ng

# MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

C/O NORTHSTAR GAS CO INC  
 GRAHAM ROYALTY LTD  
 15000 NW FREEWAY STE 203  
 HOUSTON TX 77040

UTAH ACCOUNT NUMBER: N0505

REPORT PERIOD (MONTH/YEAR): 6 / 93

AMENDED REPORT  (Highlight Changes)

Well Name API Number	Entity	Location	Producing Zone	Well Status	Days Oper	Production Volumes		
						OIL(BBL)	GAS(MCF)	WATER(BBL)
SAN ARROYO UNIT #35								
4301911090	00500	16S 25E 24	MRSN	U-0369				
SAN ARROYO 4								
4301915887	00500	16S 26E 30	DKTA	U-06023				
SAN ARROYO 8								
4301915890	00500	16S 25E 16	DKTA	U-0369				
SAN ARROYO 9								
4301915891	00500	16S 25E 27	DKTA	SL-0370-A				
SAN ARROYO #11								
4301915892	00500	16S 25E 15	SLTW	U-05059-C				
SAN ARROYO 12								
4301915893	00500	16S 25E 23	DKTA	SL-071307				
SAN ARROYO 13								
4301915894	00500	16S 25E 22	DK-MR	U-0370-A				
SAN ARROYO #16								
4301915896	00500	16S 25E 26	CM-MR	U-0369				
SAN ARROYO 17								
4301915897	00500	16S 25E 24	DK-MR	U-025243				
SAN ARROYO #18								
4301915898	00500	16S 26E 30	DK-CM	U-06023				
SAN ARROYO 19								
4301915899	00500	16S 25E 14	DKTA	U-05011-B				
SAN ARROYO 20								
4301915900	00500	16S 25E 26	DKTA	SL-0713				
SAN ARROYO 21								
4301915901	00500	16S 25E 25	DKTA	U-0369				
<b>TOTALS</b>								

COMMENTS: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

I hereby certify that this report is true and complete to the best of my knowledge. Date: \_\_\_\_\_  
 Name and Signature: \_\_\_\_\_ Telephone Number: \_\_\_\_\_



PRODUCTION SERVICES CO.

Denver District

RECEIVED

JUL 16 1993

DIVISION OF  
OIL, GAS & MINING

July 14, 1993

State of Utah  
Division of Oil, Gas and Mining  
355 West North Temple  
3 Triad Center, Suite 350  
Salt Lake City, UT 84180-1203

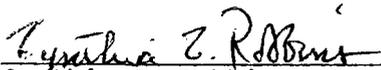
Attn: Ms. Lisha Cordova

Dear Ms. Cordova,

Effective August 1, 1993 we would like to change our operator name from Graham Royalty, Ltd. to Graham Energy, Ltd. Per our conversation this date it should be a simple change as no bond changes are required.

Attached is a list of the wells affected. Thank you.

Sincerely,

  
Cynthia C. Robbins  
Regulatory Affairs Supervisor

CC: Ken McKinney

Division of Oil, Gas and Mining  
**PHONE CONVERSATION DOCUMENTATION FORM**

Route original/copy to:

Well File \_\_\_\_\_  
\_\_\_\_\_  
(Location) Sec \_\_\_ Twp \_\_\_ Rng \_\_\_  
(API No.) \_\_\_\_\_

Suspense  
(Return Date) \_\_\_\_\_  
(To - Initials) \_\_\_\_\_

Other  
*Operator Change*  
\_\_\_\_\_  
\_\_\_\_\_

1. Date of Phone Call: 7-19-93 - Time: 3:00

2. DOGM Employee (name) J. Cordova (Initiated Call )  
Talked to:

Name Cynthia Robbins (Initiated Call ) - Phone No. (303) 629-1736  
of (Company/Organization) Graham

3. Topic of Conversation: Confirm address for Graham Energy LTD.

4. Highlights of Conversation:

Agent "Northstar Gas Co. Inc." is to remain the same as is Houston  
mailing address. Change address for Graham Energy LTD from  
LA to TX. (updated 7-22-93)

\* 931116 - Linda Goldsby "Graham" referred to Btm (S.Y.)

Division of Oil, Gas and Mining  
**PHONE CONVERSATION DOCUMENTATION FORM**

Route original/copy to:

**Well File** \_\_\_\_\_  
(Location) Sec \_\_\_\_\_ Twp \_\_\_\_\_ Rng \_\_\_\_\_  
(API No.) \_\_\_\_\_

**Suspense**  
(Return Date) \_\_\_\_\_  
(To - Initials) \_\_\_\_\_

**Other**  
*Operator Change*

1. Date of Phone Call: 12-9-93 Time: 3:00

2. DOGM Employee (name) P. Cordova (Initiated Call   
Talked to:  
Name Ken McKinney (Initiated Call  - Phone No. (504) 893-8391  
of (Company/Organization) Graham Royalty / Graham Energy

3. Topic of Conversation: Oper. nm. chg. "Graham Royalty to Graham Energy"

4. Highlights of Conversation: \_\_\_\_\_  
Add'l info. required by Btrals. I. "San Arroyo Unit", also Graham Energy has sold the wells to Northstar Gas Co. Inc. Documentation will follow.

\* Northstar Gas Co. Inc. / Paul Bitnerd (713) 937-4314  
Mailing documentation ASAP.

RECEIVED

DEC 30 1993

DIVISION OF  
OIL, GAS & MINING

Bureau of Land Management  
Branch of Fluid Minerals (UT-922)  
P.O. Box 45155  
Salt Lake City, Utah 84145-0155

December 29, 1993

Graham Energy, Ltd.  
P.O. Box 3134  
Covington, Louisiana 70434-3134

RE: San Arroyo Unit  
Grand County, Utah

Gentlemen:

On December 27, 1993, we received an indenture whereby Graham Royalty, Ltd. resigned as Unit Operator and Graham Energy, Ltd. was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

The instrument is hereby approved effective December 29, 1993. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the San Arroyo Unit Agreement.

Your nationwide (Wyoming) oil and gas bond No. 1845 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure

bcc: District Manager - Moab (w/enclosure)  
Division of Oil, Gas & Mining  
Division of Lands and Mineral Operations U-942  
File - San Arroyo Unit (w/enclosure)  
MMS - Data Management Division  
Agr. Sec. Chron  
Fluid Chron

WELL STATUS REPORTS  
UTAH STATE OFFICE

INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003859A SAN ARROYO DK MO									
891003859A	✓430191589200S1	11	NESW	15	16S	25E	PGW	UTU05059C	GRAHAM ROYALTY LIMITED
891003859A	✓430191589300S1	12	SWSW	23	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859A	✓430191589400S1	13	NESW	22	16S	25E	GSI	UTU0370A	GRAHAM ROYALTY LIMITED
<del>891003859A</del>	<del>430191589500X1</del>	<del>14</del>	<del>SWNE</del>	<del>16</del>	<del>16S</del>	<del>25E</del>	<del>ADD</del>	<del>STATE</del>	<del>GRAHAM ROYALTY LIMITED</del>
891003859A	✓430191109100S1	15	NESW	21	16S	25E	TA	UTU0136529	GRAHAM ROYALTY LIMITED
891003859A	✓430191589600S1	16	SESW	26	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191589700S1	17	NENE	24	16S	25E	PGW	UTU025243	GRAHAM ROYALTY LIMITED
891003859A	✓430191589800S1	18	NWNW	30	16S	26E	GSI	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430191589900S1	19	SWSE	14	16S	25E	PGW	UTU05011B	GRAHAM ROYALTY LIMITED
891003859A	✓430191590000S1	20	SENE	26	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859A	✓430191590100S1	21	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191590200S1	22	NENE	15	16S	25E	PGW	UTU05011A	GRAHAM ROYALTY LIMITED
891003859A	✓430191590300S1	24	SENW	19	16S	26E	PGW	UTU06188	GRAHAM ROYALTY LIMITED
891003859A	✓430191590400S1	25	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ROYALTY LIMITED
891003859A	✓430191590500S1	26	SWSW	20	16S	26E	PGW	UTU025297	GRAHAM ROYALTY LIMITED
891003859A	✓430191590600S1	27	NESW	29	16S	26E	PGW	UTU06021	GRAHAM ROYALTY LIMITED
891003859A	✓430191590700S1	28	NWNE	29	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430191590800S1	29	NENE	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859A	✓430191590900S1	30	NWSW	21	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193052700S1	31	NWNW	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859A	✓430193052800S1	32	SWSW	14	16S	25E	PGW	UTU05011B	GRAHAM ROYALTY LIMITED
891003859A	✓430193060800S1	33	SWSW	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430191109000S1	35	SESW	24	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859A	✓430193125100S1	36-A	SESE	19	16S	26E	PGW	UTU06188	GRAHAM ROYALTY LIMITED
891003859A	✓430193125200S1	37	SWNE	20	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193125300S1	38	NESW	16	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430191588700S1	4	SESW	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193128900S1	41	NENE	36	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430193129000S1	42	NESE	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193129100S1	43	NESE	29	16S	26E	PGW	UTU06021	GRAHAM ROYALTY LIMITED
891003859A	✓430193130100S1	44	SENE	30	16S	26E	PGW	UTU06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193129900S1	45	NWSE	20	16S	26E	PGW	UTU05650	GRAHAM ROYALTY LIMITED
891003859A	✓430193131800S1	47	NENE	31	16S	26E	PGW	U06023	GRAHAM ROYALTY LIMITED
891003859A	✓430193131600S1	49	NENW	29	16S	26E	PGW	UTU025245	GRAHAM ROYALTY LIMITED
891003859A	✓430191589000S1	8	SWSW	16	16S	25E	PGW	STATE	GRAHAM ROYALTY LIMITED
891003859A	✓430191589100S1	9	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
** INSPECTION ITEM 891003859B SAN ARROYO EN									
891003859B	✓430191653200S1	1	SENW	26	16S	25E	PGW	UTSL071307	GRAHAM ROYALTY LIMITED
891003859B	✓430191588500S1	2	SENW	22	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859B	✓430191588600S1	3	SENW	23	16S	25E	GSI	UTU0369	GRAHAM ROYALTY LIMITED
891003859B	✓430193125000S1	40	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ROYALTY LIMITED
891003859B	✓430191588800S1	5	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ROYALTY LIMITED
891003859B	✓430191588900S1	6	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ROYALTY LIMITED

## MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

C/O NORTHSTAR GAS CO INC  
 GRAHAM ENERGY LTD  
 15000 NW FREEWAY STE 203  
 HOUSTON TX 77040

UTAH ACCOUNT NUMBER: N7590

REPORT PERIOD (MONTH/YEAR): 12 / 93

AMENDED REPORT  (Highlight Changes)

Well Name			Producing Zone	Well Status	Days Oper	Production Volumes		
API Number	Entity	Location				OIL(BBL)	GAS(MCF)	WATER(BBL)
SAN ARROYO UNIT #35								
✓ 4301911090	00500	16S 25E 24	MRSN					
SAN ARROYO 4								
✓ 4301915887	00500	16S 26E 30	DKTA					
SAN ARROYO 8								
✓ 4301915890	00500	16S 25E 16	DKTA					
SAN ARROYO 9								
✓ 4301915891	00500	16S 25E 27	DKTA					
SAN ARROYO #11								
✓ 4301915892	00500	16S 25E 15	SLTW					
SAN ARROYO 12								
✓ 4301915893	00500	16S 25E 23	DKTA					
SAN ARROYO 13								
✓ 4301915894	00500	16S 25E 22	DK-MR					
SAN ARROYO #16								
✓ 4301915896	00500	16S 25E 26	CM-MR					
SAN ARROYO 17								
✓ 4301915897	00500	16S 25E 24	DK-MR					
SAN ARROYO #18								
✓ 4301915898	00500	16S 26E 30	DK-CM					
SAN ARROYO 19								
✓ 4301915899	00500	16S 25E 14	DKTA					
SAN ARROYO 20								
✓ 4301915900	00500	16S 25E 26	DKTA					
SAN ARROYO 21								
✓ 4301915901	00500	16S 25E 25	DKTA					
<b>TOTALS</b>								

COMMENTS: \_\_\_\_\_

I hereby certify that this report is true and complete to the best of my knowledge.

Date: \_\_\_\_\_

Name and Signature: \_\_\_\_\_

Telephone Number: \_\_\_\_\_

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET**

Routing:

1-LEC	7-SJV
2-DP	8-FILE
3-VLC	
4-RJE	
5-ELC	
6-FL	

Attach all documentation received by the division regarding this change.  
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold)                       Designation of Agent  
 Designation of Operator                               Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 8-1-93)

TO (new operator) GRAHAM ENERGY LTD  
 (address) C/O NORTHSTAR GAS CO INC  
15000 NW FREEWAY STE 203  
HOUSTON, TX 77040  
 phone (713) 937-4314  
 account no. N 7590

FROM (former operator) GRAHAM ROYALTY LTD  
 (address) C/O NORTHSTAR GAS CO INC  
15000 NW FREEWAY STE 203  
HOUSTON, TX 77040  
 phone (713) 937-4314  
 account no. N 0505(A)

Well(s) (attach additional page if needed):

**\*SAN ARROYO UNIT, NW-115, ETC.**

Name <b>**SEE ATTACHED**</b>	API: <u>019-11090</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

**OPERATOR CHANGE DOCUMENTATION**

- See 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *Cleard 7-16-93*
- N/A 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *See Graham Royalty, LTD, Graham Energy, LTD and Graham Resources Inc.*
- See 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes) (no) \_\_\_\_ If yes, show company file number: #100783.
- See 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- See 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(1-10-94)*
- See 6. Cardex file has been updated for each well listed above. *(1-10-94)*
- See 7. Well file labels have been updated for each well listed above. *(1-10-94)*
- See 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(1-10-94)*
- See 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- Yes 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 6, Entity Action Form).
- N/A 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only) \* 50,000 Surety "St. Paul Fire and Marine Ins. Co"; No chg. necessary, no Fee wells currently associated with bond.

- N/A 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- N/A 2. A copy of this form has been placed in the new and former operators' bond files.
- Yes 3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date \_\_\_\_\_ 19\_\_\_\_. If yes, division response was made by letter dated \_\_\_\_\_ 19\_\_\_\_.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- N/A 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated \_\_\_\_\_ 19\_\_\_\_, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.   
OTS 1-12-94
- N/A 2. Copies of documents have been sent to State Lands for changes involving State Leases.

FILMING

- 1. All attachments to this form have been microfilmed. Date: March 10 1994.

FILING

- 1. Copies of all attachments to this form have been filed in each well file.
- 2. The original of this form and the original attachments have been filed in the Operator Change file.

COMMENTS

946107 Bfm/S.Y. Approved C.A. NW-115 and San Arroyo Unit eff. 12-29-93.

**S. E. U. T. CO.**

Accommodation Recording  
Not Examined

**ASSIGNMENT, BILL OF SALE  
AND CONVEYANCE**

Entry No. 429639  
Recorded 10-22-93 2 36 PM  
Bk. 457 Pg. 83 Fee 80.00  
96  
Melane Mosher  
Recorder of Grand County

This Assignment, Bill of Sale and Conveyance ("Assignment"), is from each of Prudential-Bache Energy Growth Fund, L.P. G-1 and Prudential-Bache Energy Growth Fund, L.P. G-2, each a Delaware limited partnership and acting herein through their general partner, Graham Energy, Ltd. (collectively, "Assignor"), to Northstar Gas Company, Inc. ("Assignee"). Assignor has an address of 109 Northpark Boulevard, Covington, Louisiana 70433, and Assignee has an address of 15000 Northwest Freeway, Suite 203, Houston, Texas 77040.

For, and in consideration of Ten Dollars (\$10.00) cash and other good and valuable consideration in hand paid, the receipt and adequacy of which are hereby acknowledged, each Assignor does hereby, severally, and not jointly, Bargain, Sell, Transfer, Set Over, Grant, Assign, Convey and Deliver unto Assignee, all of such Assignor's right, title, interest and estate in and to the oil and gas properties described on Exhibit "A" (the "Oil and Gas Properties"). The Oil and Gas Properties shall include all mineral interests, working interests, overriding interests, reversionary interests, net profits interests, net revenue interests and any other interest of any kind without warranty of title either express or implied, to the extent they are owned and may be conveyed by Sellers.

The Oil and Gas Properties shall include, to the extent each Assignor may lawfully assign same, all of such Assignor's rights, title, interest and estate in and to the property and rights incident, and to the extent attributable, to the Oil and Gas Properties, the lands covered thereby or utilized therewith, including, without limitation, (i) all presently existing pooling or unitization agreements and the units created thereby, and all units formed by virtue of orders issued by applicable State regulatory agencies, (ii) all presently existing operating agreements and all other contracts, agreements and records, (iii) all personal property, easements, permits, surface leases, servitudes and rights-of-way situated upon or used in connection with the production, treating, storing or transportation of oil, gas or other hydrocarbons or minerals.

TO HAVE AND TO HOLD the Oil and Gas Properties unto Assignee and its successors and assigns forever.

NOTWITHSTANDING ANY PROVISION IN THIS ASSIGNMENT OR ANY DOCUMENT DELIVERED IN CONNECTION HERewith TO THE CONTRARY, THE OIL AND GAS PROPERTIES AND ANY OTHER PROPERTY OR RIGHTS CONVEYED HEREUNDER ARE CONVEYED "AS IS," "WHERE IS," "WITH ALL FAULTS," AND IN THEIR PRESENT CONDITION AND STATE OF REPAIR, AND WITHOUT ANY EXPRESS OR IMPLIED WARRANTY, INCLUDING WARRANTY OF TITLE OR ANY WARRANTY OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, OR CONFORMITY TO MODELS OR SAMPLES OR AS TO ANY CLAIM BY ASSIGNEE FOR DAMAGES BECAUSE OF DEFECTS, WHETHER KNOWN OR UNKNOWN, OR ANY OTHER SORT OF WARRANTY. ASSIGNEE HAS INSPECTED, OR HAS HAD THE OPPORTUNITY TO INSPECT, THE OIL AND

**GAS PROPERTIES AND PREMISES FOR ALL PURPOSES, INCLUDING WITHOUT LIMITATION FOR THE PURPOSE OF DETERMINING THE PRESENCE OF ENVIRONMENTAL CONDITIONS, OF DETECTING THE PRESENCE OF NATURALLY OCCURRING RADIOACTIVE MATERIAL "(NORM)" AND MAN-MADE MATERIAL FIBERS "(MMMF)" AND HAS SATISFIED ITSELF AS TO THEIR PHYSICAL AND ENVIRONMENTAL CONDITIONS, BOTH SURFACE AND SUBSURFACE. ASSIGNEE ACCEPTS ALL OF THE SAME IN THEIR "AS IS," "WHERE IS," CONDITION, AND EACH ASSIGNOR EXPRESSLY DISCLAIMS ANY LIABILITY ARISING IN CONNECTION WITH ANY PRESENCE OR ENVIRONMENTAL CONDITIONS, NORM OR MMMF ON THE OIL AND GAS PROPERTIES.**

From and after the Effective Time, Assignee hereby agrees to assume, be bound by and subject to each Assignor's express and implied covenants, rights, obligations and liabilities with respect to the Oil and Gas Properties, and Assignee's interest in the Oil and Gas Properties shall bear its proportionate share of royalty interests, overriding royalty interests and other payments out of or measured by production from and after the Effective Time.

This Assignment is made expressly subject to all existing overriding royalties or other burdens affecting the Oil and Gas Properties as listed on Exhibit "A."

Assignee and its permitted successors and assigns shall preserve and maintain all lease, contract and title files, well logs, well files, division orders and related files, title documentation, correspondence and other data and records in the possession of Assignor pertaining to the Oil and Gas Properties (the "Records") for a period of two (2) years from the date of acknowledgement of this Assignment, during such period shall afford Assignor and its duly authorized representatives access at all reasonable times during normal business hours to all Records as Assignor shall request in order to defend against, oppose or otherwise investigate any claims or potential claims against Assignor arising as a result of any acts, events or operations prior to the date of acknowledgement of this Assignment or as a result of this Assignment, and shall make any conveyance or transfer of the Oil and Gas Properties specifically subject to the obligations of this paragraph.

Notwithstanding any other provision herein to the contrary, this Assignment is made with full substitution and subrogation of Assignee in and to all covenants and warranties by others heretofore given or made to Assignors in respect of the Oil and Gas Properties or any part thereof.

The provisions hereof shall be covenants running with the land and shall be binding upon and inure to the benefit of the parties hereto, their respective successors and assigns.

In the event two or more Oil and Gas Properties cover the same land (e.g., an oil and gas leasehold interest included within the Oil and Gas Properties may cover the same land as a mineral, royalty or overriding interest included within the Oil and Gas Properties), no merger of title shall occur, and each of the Oil and Gas Properties covering the same land is conveyed and shall be owned by Assignee as a separate and distinct property.

Separate assignments of certain of the Oil and Gas Properties may be executed on officially approved forms by Assignor to Assignee in sufficient counterparts to satisfy applicable statutory and regulatory requirements. Those assignments shall be deemed to contain all of the exceptions, reservations, rights, titles, power and privileges set forth herein as fully as though they were set forth in each such assignment. The interests conveyed by such separate assignments are the same, and not in addition to, the Oil and Gas Properties conveyed herein.

The parties agree to take all such further actions and execute, acknowledge and deliver all such further documents that are necessary or useful in carrying out the purposes of this Assignment. Assignor agrees to execute, acknowledge and deliver to Assignee all such other additional instruments, notices, division orders, transfer orders and other documents and to do all such other and further acts and things as may be necessary to more fully and effectively grant, convey and assign to Assignee the Oil and Gas Properties conveyed hereby or intended so to be.

This Assignment may be executed in any number of counterparts, and each counterpart hereof shall be deemed to be an original instrument, but all such counterparts shall constitute but one assignment.

References in this Assignment and in Exhibit "A," to contracts, agreements or instruments shall not be deemed to create any rights in favor of any third party.

Assignee joins in the execution hereof for the purpose of being bound by all the terms, provisions, obligations and covenants herein specified.

IN WITNESS WHEREOF, this instrument is signed and executed in multiple counterparts as of the date (s) set forth on the acknowledgements hereto, but, shall be effective for all purposes as of 7:00 o'clock A.M., local time, September 1, 1993 (the "Effective Time").

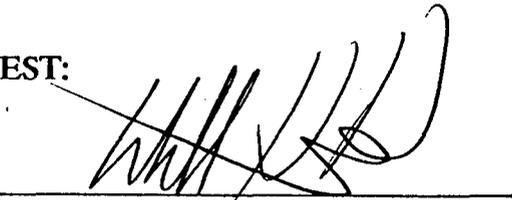
ASSIGNORS:

PRUDENTIAL-BACHE ENERGY  
GROWTH FUND, L.P. G-1

By: Graham Energy, Ltd.,  
as General Partner

By:   
Kenneth M. McKinney  
Vice President

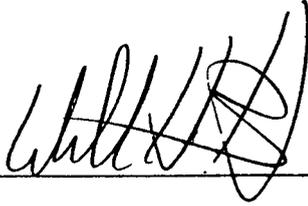
ATTEST:

By: 

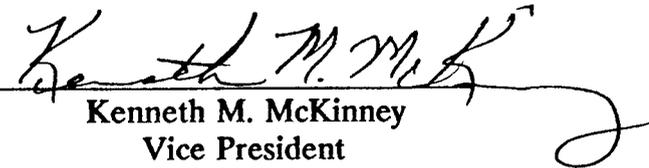
[SEAL]

PRUDENTIAL-BACHE ENERGY  
GROWTH FUND, L.P. G-2

ATTEST:

By: 

By: Graham Energy, Ltd., as  
General Partner

By:   
Kenneth M. McKinney  
Vice President

[SEAL]

WITNESSES TO ASSIGNORS'  
SIGNATURES:



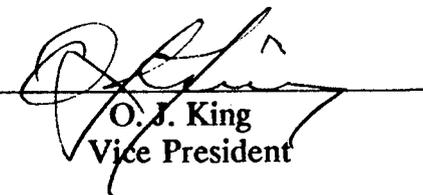


ATTEST:

By: 

ASSIGNEE:

NORTHSTAR GAS COMPANY, INC.

By:   
O. J. King  
Vice President

[SEAL]

WITNESSES TO ASSIGNEE'S  
SIGNATURE:





STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20<sup>th</sup> day of October, 1993, before me, the undersigned Notary, personally appeared Kenneth M. McKinney, who acknowledged that he is the Vice President of Graham Energy, Ltd., the general partner of Prudential-Bache Energy Growth Fund, L.P. G-1, a Delaware limited partnership, and that as President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation as general partner of Prudential-Bache Energy Growth Fund, L.P. G-1.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.

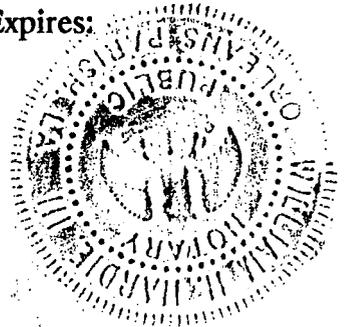


NOTARY PUBLIC

My Commission Expires:

WILLIAM H. HARDIE, III  
NOTARY PUBLIC  
Parish of Orleans, State of Louisiana  
My Commission is issued for Life.

[SEAL]



STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20<sup>th</sup> day of October, 1993, before me, the undersigned Notary, personally appeared Kenneth M. McKinney, who acknowledged that he is the Vice President of Graham Energy, Ltd., the general partner of Prudential-Bache Energy Growth Fund, L.P. G-2, a Delaware limited partnership, and that as President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation as general partner of Prudential-Bache Energy Growth Fund, L.P. G-2.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



NOTARY PUBLIC

My Commission Expires

WILLIAM H. HARDIE, III  
NOTARY PUBLIC  
Parish of Orleans, State of Louisiana  
My Commission is issued for Life.

[SEAL]



STATE OF LOUISIANA

PARISH OF ORLEANS

ON THIS, the 20<sup>th</sup> day of October, 1993, before me, the undersigned Notary, personally appeared O. J. King, who acknowledged that he is the Vice President of Northstar Gas Company, Inc., a Texas corporation, and that as Vice President he is authorized to execute the foregoing instrument for the purposes therein contained by signing the name of said corporation.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



NOTARY PUBLIC

My Commission Expires:

WILLIAM H. HARDIE, III  
NOTARY PUBLIC  
Parish of Orleans, State of Louisiana  
My Commission is issued for Life.

[SEAL]



**EXHIBIT "A"**  
**ATTACHED TO ASSIGNMENT,**  
**BILL OF SALE AND CONVEYANCE**  
**PART I**  
**LANDS AND LEASES**  
**ALL IN GRAND COUNTY, UTAH UNLESS OTHERWISE SPECIFIED**

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
ML-22208 (1038)	State of Utah	Atlantic Richfield Company	T15 1/2S, R24E, SLM Sec. 36: All T16S, R24E, SLM Sec. 2: All	220	177	9-28-64	ARCO State 2-1, 2-2, 36-7, 36-8
U-29645 (1174)	U.S.A.	Atlantic Richfield Company	T16S, R25E, SLM Sec. 27: SW/4, S/2 SE/4 Sec. 34: NE/4, NE/4 NW/4, NE/4 SE/4			5-1-75	ARCO 27-1 Valentine Fed #2 ARCO Fed D-1
ML-25151 (191-1)	State of Utah	Sinclair Oil & Gas Company	T16S, R25E, SLM Section 2: All	163	390	3-7-68	Bittercreek #1
J-0126528 (174-1)	U.S.A.	James F. Gilbert	T16S, R25E, SLM Sec. 11: N/2, N/2 SW/4, SE/4 SW/4, SE/4 Sec. 12: S/2			12-1-63	Federal Gilbert #1 Federal 174-1 ARCO Fed H-1
U-0141420 (180-1)	U.S.A.	Sinclair Oil Company	T16S, R25E, SLM Sec. 11: SW/4 SW/4			8-1-64	Federal 174-1
ML-4113 (44-1)	State of Utah	Lois A. Aubrey	T16S, R25E, SLM Sec. 16: All	6-Q	207	1-2-52	San Arroyo Unit Area
U-05011-A (45-2)	U.S.A.	Pierce T. Norton	T16S, R25E, SLM Sec. 14: NW/4, SE/4 SE/4, N/2 SE/4, NE/4 SW/4 Sec. 15: NE/4			9-1-51 *4-1-55	Tenneco Fed 14-2 San Arroyo Unit Area

Lease Segregated Effective

## EXHIBIT "A"

## PART I

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
U-0369 (46-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 23: N/2 Sec. 24: W/2, SE/4, S/2 NE/4 Sec. 25: All Sec. 26: N/2 S/2, SE/4 SW/4, S/2 SE/4			2-1-51	San Arroyo Unit Area
SL-071307 (47-1)	U.S.A.	James E. Croudace	T16S, R25E, SLM Sec. 23: S/2 Sec. 26: N/2			12-1-50	San Arroyo Unit Area
U-0370-A (48-1)	U.S.A.	Clair D. Jones	T16S, R25E, SLM Sec. 21: E/2 NE/4, NE/4 SE/4 Sec. 22: All Sec. 27: NE/4, NE/4 NW/4, NE/4 SE/4			2-1-51 *6-1-55	San Arroyo Unit Area
U-05059-A (49-2)	U.S.A.	L. J. Batchelor	T16S, R25E, SLM Sec. 15: NW/4 SW/4, E/2 NW/4, SW/4 NW/4			10-1-51 *9-19-61	San Arroyo Unit Area
U-06021 (51-1)	U.S.A.	Fred A. Moore	T16S, R26E, SLM Sec. 29: S/2, S/2 NW/4, NW/4 NW/4			2-1-52	San Arroyo Unit Area
U-06023 (52-1)	U.S.A.	Adiel E. Stewart	T16S, R26E, SLM Sec. 30: All Sec. 31: N/2 N/2			2-1-52	San Arroyo Unit Area
U-06188 (53-1)	U.S.A.	C. M. Rood	T16S, R26E, SLM Sec. 19: SW/4, S/2 NW/4, W/2 SE/4, SE/4 SE/4			*3-1-52	San Arroyo Unit Area

Lease Segregated Effective

**EXHIBIT "A"**  
**PART I**

<b>Lease Serial Number</b>	<b>Lessor</b>	<b>Lessee</b>	<b>Description of Lands</b>	<b>Book</b>	<b>Page</b>	<b>Lease Date</b>	<b>Associated Properties</b>
U-05011-B (56-1)	U.S.A.	Pierce T. Norton	T16S, R25E, S1M Sec. 14: SW/4 SE/4, W/2 SW/4, SE/4 SW/4 Sec. 15: SE/4			9-1-51 *2-1-57	San Arroyo Unit Area
U-05059-C (57-1)	U.S.A.	L. J. Batchelor	T16S, R25E, S1M Sec. 15: E/2 SW/4, SW/4 SW/4			*3-1-57	San Arroyo Unit Area
U-025243 (60-1)	U.S.A.	Clair D. Jones	T16S, R25E, S1M Sec. 24: N/2 NE/4			*8-27-57	San Arroyo Unit Area
U-025245 (61-1)	U.S.A.	Fred A. Moore	T16S, R26E, S1M Sec. 29: NE/4 NW/4			2-1-52 *9-1-57	San Arroyo Unit Area
U-025297 (64-2)	U.S.A.	C. M. Rood	T16S, R26E, S1M Sec. 19: N/2 N/2 S/2 NE/4, NE/4 SE/4 Sec. 20: W/2			3-1-52	San Arroyo Unit Area
J-06188-B (74-1)	U.S.A.	Sinclair Oil Corporation	T16S, R25E, S1M Sec. 35: N/2			3-1-52	San Arroyo Unit Area
U-05059-F (134-1)	U.S.A.	L. J. Batchelor	T16S, R25E, S1M Sec. 15: NW/4 NW/4			10-1-51 *9-19-61	San Arroyo Unit Area
U-025243-A (139-1)	U.S.A.	Clair D. Jones	T16S, R25E, S1M Sec. 26: SW/4 SW/4			2-1-51 *1-1-61	San Arroyo Unit Area
U-05650 (176-1)	U.S.A.	Virginia E. Lewis	T16S, R26E, S1M Sec. 21: Lots 2, 3, 4, W/2 W/2 Sec. 20: E/2 Sec. 28: Lots 1, 2, 3, 4 W/2 W/2 Sec. 29: NE/4			12-1-51	San Arroyo Unit Area

Lease Segregated Effective

**EXHIBIT "A"**  
**PART I**

<u>Lease Serial Number</u>	<u>Lessor</u>	<u>Lessee</u>	<u>Description of Lands</u>	<u>Book</u>	<u>Page</u>	<u>Lease Date</u>	<u>Associated Properties</u>
U-0136529 (4000-1)	U.S.A.	Clair D. Jones	T16S, R25E, S1M Sec. 21: W/2 NE/4, E/2 NW/4, W/2 SE/4, SE/4 SE/4, NE/4 SW/4, Sec. 27: W/2 NW/4, SE/4 NW/4, NW/4 SE/4 Sec. 28: NE/4 NE/4			2-1-51 *1-22-64	San Arroyo Unit Area
U-05650-A (177-1)	U.S.A.	Virginia E. Lewis	T16S, R26E, S1M Sec. 21: Lot 1			12-1-51 *10-1-61	San Arroyo Unit Area
U-9831 (949)	U.S.A.	Williams H. Short, Jr. and Franklin Knobel	T16S, R25E, S1M INSOPAR AND ONLY INSOPAR as said lease covers: Sec. 6: All			10-10-69	ARCO Fed B-1
U-14234	U.S.A.	Arthur E. Meinhart	T15S, R24E, S1M Sec. 30: All Sec. 31: All Uintah Co., UT			4-1-71	Black Horse Canyon Federal 31-1

Lease Segregated Effective

**EXHIBIT A**  
**Attached to Assignment,**  
**Bill of Sale and Conveyance**

**Part II**

**[OMITTED]**

EXHIBIT A  
ATTACHED TO ASSIGNMENT, BILL OF SALE AND CONVEYANCE  
PART III  
CONTRACTS AND AGREEMENTS

PROPERTY  
REFERENCE

- |  |  |
|--|--|
| San Arroyo<br>Unit Area                                | 1. Unit Agreement for the Development and Operation of the San Arroyo Unit Area, dated June 11, 1956.  |
| San Arroyo<br>Unit Area                                | 2. Unit Operating Agreement for the San Arroyo Unit Area, dated August 16, 1961.   |
| Valentine<br>Fed #2                                    | 3. Communitization Agreement covering the W $\frac{1}{2}$ of Section 34, T16S-R25E.  |
| ARCO<br>Fed. D-1                                       | 4. Communitization Agreement covering the E $\frac{1}{2}$ of Section 34, T16S-R25E.  |
| Fed. 174-1   | 5. Communitization Agreement, dated March 3, 1965 covering the W $\frac{1}{2}$ Section 11, T16S-R25E.  |
| Tenneco<br>Fed. 14-2                                   | 6. Communitization Agreement dated January 1, 1980, covering the N $\frac{1}{2}$ of Section 14, T16S-R25E.   |
| Tenneco<br>Fed. 14-2                                   | 7. Operating Agreement dated June 5, 1980, designating Tenneco Oil Company as Operator and covering the N $\frac{1}{2}$ of Section 14, T16S-R25E.  |
| ARCO<br>Fed. H-1<br>Fed. D-1                           | 8. Farmout Agreement and Operating Agreement dated August 16, 1982, between ARCO Oil & Gas Company and TXO Production Corp., covering the S $\frac{1}{2}$ Section 12, T16S-R25E.   |
| San Arroyo<br>Unit Area                                | 9. Farmout Agreement dated June 6, 1955 by and between H. W. Dougherty and Sinclair Oil and Gas Company, covering lands in sections 21, 22, 23, 24, 25, 26 and 27, T16S-R25E.  |
| ARCO<br>Fed. B-1,<br>Fed. C-1;<br>Valentine<br>Fed. #2 | 10. Farmout Agreement and Operating Agreement between ARCO Oil and Gas Company and Texas Oil and Gas Corp., dated September 30, 1979, covering all of Sections 6 and 34 and the N $\frac{1}{2}$ NW $\frac{1}{4}$ , NW $\frac{1}{2}$ NE $\frac{1}{4}$ and S $\frac{1}{2}$ N $\frac{1}{2}$ of Section 35, T16S-R25E. |

EXHIBIT "A"  
 ATTACHED TO ANE MADE A PART OF THE  
 ASSIGNMENT, BILL OF SALE AND CONVEYANCE  
 PART IV  
 INTEREST IN PROPERTIES AND WELLS

PROPERTY NAME	COUNTY	STATE	OPERATOR	WORKING INTEREST DECIMAL	NET REVENUE INTEREST DECIMAL	OVERRIDING ROYALTY INTEREST DECIMAL
ARCO STATE #2-1	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #2-2	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #36-7	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #36-8	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO STATE #27-1.	GRAND	UTAH	URI	1.00000000	0.87500000	
VALENTINE FED, #2	GRAND	UTAH	LONE MIN.	0.04375000	0.03828120	
FEDERAL 174 #1	GRAND	UTAH	URI	1.00000000	0.84875000	
BITTERCREEK #1	GRAND	UTAH	URI	1.00000000	0.87500000	
ARCO FEDERAL #B-1	GRAND	UTAH	LONE MIN.	0.00000000	0.00000000	0.12500000
ARCO FEDERAL #C-1	GRAND	UTAH	LONE MIN.	0.50000000	0.42000000	
ARCO FEDERAL #D-1	GRAND	UTAH	LONE MIN.	0.21875000	0.19140620	
ARCO FEDERAL #I-1	GRAND	UTAH	LONE MIN.	0.00000000	0.00000000	0.06250000
TENNECO FED. #14-2	GRAND	UTAH	LONE MIN.	0.50000000	0.41250000	
GILBERT FEDERAL #1	GRAND	UTAH	URI	1.00000000	0.84500000	

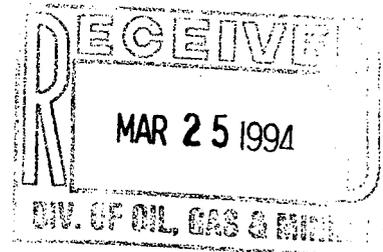
SAN ARROYO UNIT AREA  
 ENTRADA PARTICIPATING AREA

SAN ARROYO #1	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #2	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #3	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #5	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #6	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #40U	GRAND	UTAH	URI	1.00000000	0.82500000
SAN ARROYO #40L	GRAND	UTAH	URI	1.00000000	0.82500000

San Arroyo Wells ARE SUBJECT TO A NET PROFITS INTEREST CREATED BY AND SUBJECT TO THAT CERTAIN FARMOUT AGREEMENT DATED JUNE 6, 1955.

**COPY**

Bureau of Land Management  
Branch of Fluid Minerals  
P.O. Box 45155  
Salt Lake City, Utah 84145-0155



March 23, 1994

Northstar Gas Company, Inc.  
820 Gessner, Suite 1630  
Houston, Texas 77024

Re: San Arroyo Unit  
Grand County, Utah

Gentlemen:

On March 17, 1994, we received an indenture dated November 29, 1993, whereby Graham Energy, Ltd. resigned as Unit Operator and Northstar Gas Company, Inc. was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

The instrument is hereby approved effective March 23, 1994. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Unit Agreement.

Your statewide (Utah) oil and gas bond No. UT0845 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

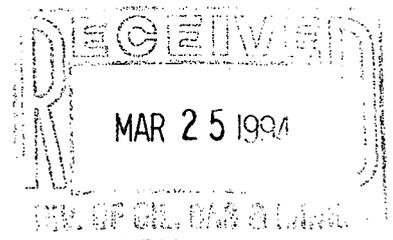
Sincerely,

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure

bcc: District Manager - Moab (w/enclosure)  
~~Division of Oil, Gas & Mining~~  
Division of Lands and Mineral Operations U-942  
File - San Arroyo Unit (w/enclosure)  
MMS - Data Management Division  
Agr. Sec. Chron  
Fluid Chron

U-922:TAThompson:tt:03-23-94



WELL STATUS REPORTS  
UTAH STATE OFFICE

INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003859A		SAN ARROYO DK MO							
891003859A	430191589200S1	11	NESW	15	16S	25E	PGW	UTU05059C	GRAHAM ENERGY LIMITED
891003859A	430191589300S1	12	SWSW	23	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859A	430191589400S1	13	NESW	22	16S	25E	GS1	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430191589500X1	14	SWNE	16	16S	25E	P+A	STATE	GRAHAM ENERGY LIMITED
891003859A	430191109100S1	15	NESW	21	16S	25E	TA	UTU0136529	GRAHAM ENERGY LIMITED
891003859A	430191589600S1	16	SESW	26	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191589700S1	17	NENE	24	16S	25E	PGW	UTU025243	GRAHAM ENERGY LIMITED
891003859A	430191589800S1	18	NWNW	30	16S	26E	GS1	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430191589900S1	19	SWSE	14	16S	25E	PGW	UTU05011B	GRAHAM ENERGY LIMITED
891003859A	430191590000S1	20	SENE	26	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859A	430191590100S1	21	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191590200S1	22	NENE	15	16S	25E	PGW	UTU05011A	GRAHAM ENERGY LIMITED
891003859A	430191590300S1	24	SENW	19	16S	26E	PGW	UTU06188	GRAHAM ENERGY LIMITED
891003859A	430191590400S1	25	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ENERGY LIMITED
891003859A	430191590500S1	26	SWSW	20	16S	26E	PGW	UTU025297	GRAHAM ENERGY LIMITED
891003859A	430191590600S1	27	NESW	29	16S	26E	PGW	UTU06021	GRAHAM ENERGY LIMITED
891003859A	430191590700S1	28	NWNE	29	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430191590800S1	29	NENE	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430191590900S1	30	NWSW	21	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193052700S1	31	NWNW	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430193052800S1	32	SWSW	14	16S	25E	PGW	UTU05011B	GRAHAM ENERGY LIMITED
891003859A	430193060800S1	33	SWSW	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191109000S1	35	SESW	24	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430193125100S1	36-A	SESE	19	16S	26E	PGW	UTU06188	GRAHAM ENERGY LIMITED
891003859A	430193125200S1	37	SWNE	20	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193125300S1	38	NESW	16	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430191588700S1	4	SESW	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193128900S1	41	NENE	36	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430193129000S1	42	NESE	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193129100S1	43	NESE	29	16S	26E	PGW	UTU06021	GRAHAM ENERGY LIMITED
891003859A	430193130100S1	44	SENE	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193129900S1	45	NWSE	20	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193131800S1	47	NENE	31	16S	26E	PGW	U06023	GRAHAM ENERGY LIMITED
891003859A	430193131600S1	49	NENW	29	16S	26E	PGW	UTU025245	GRAHAM ENERGY LIMITED
891003859A	430191589000S1	8	SWSW	16	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430191589100S1	9	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
** INSPECTION ITEM 891003859B		SAN ARROYO EN							
891003859B	430191653200S1	1	SENW	26	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859B	430191588500S1	2	SENW	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859B	430191588600S1	3	SENW	23	16S	25E	GS1	UTU0369	GRAHAM ENERGY LIMITED
891003859B	430193125000S1	40	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859B	430191588800S1	5	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859B	430191588900S1	6	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ENERGY LIMITED

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

6. Lease Designation and Serial Number

7. Indian Allottee or Tribe Name

8. Unit or Communitization Agreement

891003859A

9. Well Name and Number

SEE BELOW

10. API Well Number

SEE BELOW

11. Field and Pool, or Wildcat

SAN ARROYO UNIT

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. Type of Well

- Oil Well     Gas Well     Other (specify)

2. Name of Operator

NORTHSTAR GAS COMPANY INC.

3. Address of Operator 15000 NORTHWEST FWY, SUITE 203  
HOUSTON TX 77040

4. Telephone Number

713-937-4314

5. Location of Well

Footage :  
OO, Sec, T., R., M. :

County : GRAND  
State : UTAH

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

NOTICE OF INTENT  
(Submit in Duplicate)

- |  |   |
|--|---|
| <input type="checkbox"/> Abandonment             | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Casing Repair           | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans         | <input type="checkbox"/> Recompletion         |
| <input type="checkbox"/> Conversion to Injection | <input type="checkbox"/> Shoot or Acidize     |
| <input type="checkbox"/> Fracture Treat          | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Multiple Completion     | <input type="checkbox"/> Water Shut-Off       |
| <input checked="" type="checkbox"/> Other _____  |   |

Approximate Date Work Will Start \_\_\_\_\_

SUBSEQUENT REPORT  
(Submit Original Form Only)

- |   |   |
|---|---|
| <input type="checkbox"/> Abandonment *                              | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Casing Repair                              | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans                            | <input type="checkbox"/> Shoot or Acidize     |
| <input type="checkbox"/> Conversion to Injection                    | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Fracture Treat                             | <input type="checkbox"/> Water Shut-Off       |
| <input checked="" type="checkbox"/> Other <u>CHANGE OF OPERATOR</u> |   |

Date of Work Completion \_\_\_\_\_

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

\* Must be accompanied by a cement verification report.

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

NORTHSTAR GAS COMPANY INC. TOOK OVER AS OPERATOR FROM GRAHAM ROYALTY LTD. ON 09-01-93 WITH THE EFFECTIVE DATE OF SALE 09-01-93.

Well Name	API #	LOCATION
San Arroyo 35	4301911090	16S 25E 24
San Arroyo <del>15</del> 34A	4301911091	16S 25E 21
San Arroyo 4	4301915887	16S 26E 30
San Arroyo 8	4301915890	16S 25E 16
San Arroyo 9	4301915891	16S 25E 27
San Arroyo 11	4301915892	16S 25E 15
San Arroyo 12	4301915893	16S 25E 23
San Arroyo 13	4301915894	16S 25E 22
San Arroyo 16	4301915896	16S 25E 26
San Arroyo 17	4301915897	16S 25E 24
San Arroyo 18	4301915898	16S 26E 30

RECEIVED  
JAN 14 1994  
DIVISION OF  
OIL, GAS & MINING

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

Name & Signature

PAUL BERNARD

Title

SEC/TREAS

Date

12-20-93

(State Use Only)

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET**

Routing:

1- <del>LC</del> 7-SJ	<input checked="" type="checkbox"/>
2- <del>DT</del> 8-FILE	<input checked="" type="checkbox"/>
3-VLC	<input checked="" type="checkbox"/>
4-RJH	<input checked="" type="checkbox"/>
5- <del>IB</del>	<input checked="" type="checkbox"/>
6-PL	<input checked="" type="checkbox"/>

Attach all documentation received by the division regarding this change.  
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold)       Designation of Agent  
 Designation of Operator               Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 9-1-93 )

TO (new operator)	<u>NORTHSTAR GAS COMPANY INC</u>	FROM (former operator)	<u>GRAHAM ENERGY LTD</u>
(address)	<u>820 GESSNER #1630</u>	(address)	<u>15000 NW FREEWAY STE 203</u>
	<u>HOUSTON, TX 77024</u>		<u>HOUSTON, TX 77040</u>
	<u>PAUL BERNARD</u>		<u>C/O NORTHSTAR GAS CO INC</u>
	<u>phone (713) 935-9542</u>		<u>phone (713) 937-4314</u>
	<u>account no. N6680</u>		<u>account no. N 7590</u>

Well(s) (attach additional page if needed):

**\*\*SAN ARROYO UNIT**

Name: <u>**SEE ATTACHED**</u>	API: <u>019-11090</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

**OPERATOR CHANGE DOCUMENTATION**

- Sec 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). (Reg. 1-14-94) (Reg. 3-28-94) (Rec'd B:11 of Sale 4-11-94)
- Sec 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). (Rec'd 1-14-94)
- Sec 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) yes If yes, show company file number: #144214.
- Sec 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of **Federal and Indian** well operator changes should take place prior to completion of steps 5 through 9 below.
- Sec 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. (3-31-94)
- Sec 6. Cardex file has been updated for each well listed above. (3-31-94)
- Sec 7. Well file labels have been updated for each well listed above (3-31-94)
- Sec 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. (3-31-94)
- Sec 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

**ENTITY REVIEW**

- lec 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) \_\_\_\_ (If entity assignments were changed, attach copies of Form 6, Entity Action Form).
- N/A 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

**BOND VERIFICATION (Fee wells only)**

- N/A 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- lec 2. A copy of this form has been placed in the new and former operators' bond files.
- \_\_\_ 3. The former operator has requested a release of liability from their bond (yes/no) \_\_\_\_.  
Today's date \_\_\_\_\_ 19\_\_\_\_. If yes, division response was made by letter dated \_\_\_\_\_ 19\_\_\_\_.

**LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY**

- N/A 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated \_\_\_\_\_ 19\_\_\_\_, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
- N/A 2. Copies of documents have been sent to State Lands for changes involving State leases.

**FILMING**

1. All attachments to this form have been microfilmed. Date: 4-19 1994.

**FILING**

- lec 1. Copies of all attachments to this form have been filed in each well file.
- lec 2. The original of this form and the original attachments have been filed in the Operator Change file.

**COMMENTS**

940328 B.M. S.Y. Appr. eff. 3-23-94.

## MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

KATHY TUSON  
 NORTHSTAR GAS COMPANY INC  
 820 GESSNER #1630  
 HOUSTON TX 77024

UTAH ACCOUNT NUMBER: N6680

REPORT PERIOD (MONTH/YEAR): 4 / 96

AMENDED REPORT  (Highlight Changes)

Well Name			Producing Zone	Well Status	Days Oper	Production Volumes		
API Number	Entity	Location				OIL(BBL)	GAS(MCF)	WATER(BBL)
✓ SAN ARROYO UNIT #35								
4301911090	00500	16S 25E 24	MRSN			U-0369		
✓ SAN ARROYO 4								
4301915887	00500	16S 26E 30	DKTA			U-06023		
SAN ARROYO 8								
4301915890	00500	16S 25E 16	DKTA			U-0369		
SAN ARROYO 9								
4301915891	00500	16S 25E 27	DKTA			SL-0370-A		
✓ SAN ARROYO 11								
4301915892	00500	16S 25E 15	SLTW			U-05059C		
✓ SAN ARROYO 12								
4301915893	00500	16S 25E 23	DKTA			SL-071307		
✓ ARROYO 13								
4301915894	00500	16S 25E 22	DK-MR			U-0370A		
✓ SAN ARROYO 16								
4301915896	00500	16S 25E 26	CM-MR			U-0369		
✓ SAN ARROYO 17								
4301915897	00500	16S 25E 24	DK-MR			U-025243		
✓ SAN ARROYO 18								
4301915898	00500	16S 26E 30	DK-CM			U-06023		
✓ SAN ARROYO 19								
4301915899	00500	16S 25E 14	DKTA			U-05011-B		
SAN ARROYO 20								
4301915900	00500	16S 25E 26	DKTA			SL-071307		
SAN ARROYO 21								
4301915901	00500	16S 25E 25	DKTA			U-0369		
<b>TOTALS</b>								

COMMENTS: \_\_\_\_\_

I hereby certify that this report is true and complete to the best of my knowledge. Date: \_\_\_\_\_

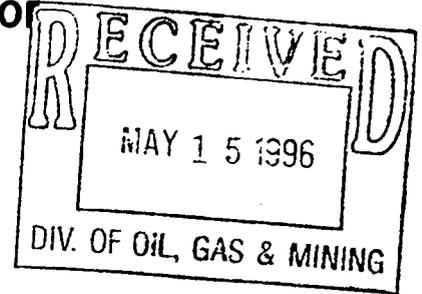
Name and Signature: \_\_\_\_\_ Telephone Number: \_\_\_\_\_

**COPY**

**United States Department of the Interior**

**BUREAU OF LAND MANAGEMENT**

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



IN REPLY REFER TO:  
UT-922

May 13, 1996,

Enogex Exploration Corporation  
P.O. Box 24300  
Oklahoma City, Oklahoma 73124-0300

Re: San Arroyo Unit  
Grand County, Utah

Gentlemen:

On April 29, 1996, we received an indenture dated April 19, 1996, whereby Northstar Gas Company, Inc. resigned as Unit Operator and Enogex Exploration Corporation was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the San Arroyo Unit Agreement. The instrument is hereby approved effective May 13, 1996.

Your statewide (Utah) oil and gas bond No. 1044 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

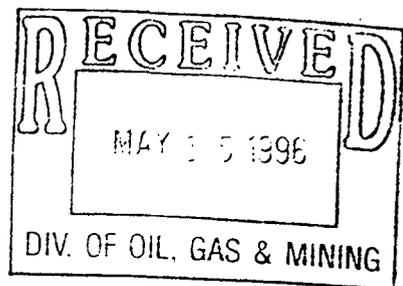
Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure

bcc: District Manager - Moab (w/enclosure)  
~~Division of Oil, Gas & Mining~~  
Division of Lands and Mineral Operations U-942  
File - San Arroyo Unit (w/enclosure)  
MMS - Data Management Division  
Agr. Sec. Chron  
Fluid Chron



WELL STATUS REPORTS  
UTAH STATE OFFICE

INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003859A SAN ARROYO DK MO									
891003859A	430191589200S1	11	NESW	15	16S	25E	PGW	UTU05059C	NORTHSTAR GAS COMPANY INC
891003859A	430191589300S1	12	SWSW	23	16S	25E	PGW	UTSL071307	NORTHSTAR GAS COMPANY INC
891003859A	430191589400S1	13	NESW	22	16S	25E	GS1	UTU0370A	NORTHSTAR GAS COMPANY INC
<del>891003859A</del>	430191589500X1	14	SWNE	16	16S	25E	P+A	STATE	NORTHSTAR GAS COMPANY INC
891003859A	430191109100S1	15	NESW	21	16S	25E	TA	UTU0136529	NORTHSTAR GAS COMPANY INC
891003859A	430191589600S1	16	SESW	26	16S	25E	PGW	UTU0369	NORTHSTAR GAS COMPANY INC
891003859A	430191589700S1	17	NENE	24	16S	25E	PGW	UTU025243	NORTHSTAR GAS COMPANY INC
891003859A	430191589800S1	18	NWNW	30	16S	26E	PGW	UTU06023	NORTHSTAR GAS COMPANY INC
891003859A	430191589900S1	19	SWSE	14	16S	25E	PGW	UTU05011B	NORTHSTAR GAS COMPANY INC
891003859A	430191590000S1	20	SENE	26	16S	25E	PGW	UTSL071307	NORTHSTAR GAS COMPANY INC
891003859A	430191590100S1	21	NWSE	25	16S	25E	PGW	UTU0369	NORTHSTAR GAS COMPANY INC
891003859A	430191590200S1	22	NENE	15	16S	25E	PGW	UTU05011A	NORTHSTAR GAS COMPANY INC
891003859A	430191590300S1	24	SENW	19	16S	26E	PGW	UTU06188	NORTHSTAR GAS COMPANY INC
891003859A	430191590400S1	25	SWNE	21	16S	25E	PGW	UTU0136529	NORTHSTAR GAS COMPANY INC
891003859A	430191590500S1	26	SWSW	20	16S	26E	PGW	UTU025297	NORTHSTAR GAS COMPANY INC
891003859A	430191590600S1	27	NESW	29	16S	26E	PGW	UTU06021	NORTHSTAR GAS COMPANY INC
891003859A	430191590700S1	28	NWNE	29	16S	26E	PGW	UTU05650	NORTHSTAR GAS COMPANY INC
891003859A	430191590800S1	29	NENE	22	16S	25E	PGW	UTU0370A	NORTHSTAR GAS COMPANY INC
891003859A	430191590900S1	30	NWSW	21	16S	26E	PGW	UTU05650	NORTHSTAR GAS COMPANY INC
891003859A	430193052700S1	31	NWNW	22	16S	25E	PGW	UTU0370A	NORTHSTAR GAS COMPANY INC
891003859A	430193052800S1	32	SWSW	14	16S	25E	PGW	UTU05011B	NORTHSTAR GAS COMPANY INC
891003859A	430193060800S1	33	SWSW	25	16S	25E	PGW	UTU0369	NORTHSTAR GAS COMPANY INC
891003859A	430191109000S1	35	SESW	24	16S	25E	PGW	UTU0369	NORTHSTAR GAS COMPANY INC
891003859A	430193125100S1	36-A	SESE	19	16S	26E	PGW	UTU06188	NORTHSTAR GAS COMPANY INC
891003859A	430193125200S1	37	SWNE	20	16S	26E	PGW	UTU05650	NORTHSTAR GAS COMPANY INC
891003859A	430193125300S1	38	NESW	16	16S	25E	PGW	STATE	NORTHSTAR GAS COMPANY INC
891003859A	430191588700S1	4	SESW	30	16S	26E	PGW	UTU06023	NORTHSTAR GAS COMPANY INC
891003859A	430193128900S1	41	NENE	36	16S	25E	PGW	STATE	NORTHSTAR GAS COMPANY INC
891003859A	430193129000S1	42	NESE	30	16S	26E	PGW	UTU06023	NORTHSTAR GAS COMPANY INC
891003859A	430193129100S1	43	NESE	29	16S	26E	PGW	UTU06021	NORTHSTAR GAS COMPANY INC
891003859A	430193130100S1	44	SENE	30	16S	26E	PGW	UTU06023	NORTHSTAR GAS COMPANY INC
891003859A	430193129900S1	45	NWSE	20	16S	26E	PGW	UTU05650	NORTHSTAR GAS COMPANY INC
891003859A	430193131800S1	47	NENE	31	16S	26E	PGW	U06023	NORTHSTAR GAS COMPANY INC
891003859A	430193131600S1	49	NENW	29	16S	26E	PGW	UTU025245	NORTHSTAR GAS COMPANY INC
891003859A	430191589000S1	8	SWSW	16	16S	25E	PGW	STATE	NORTHSTAR GAS COMPANY INC
891003859A	430191589100S1	9	NWNE	27	16S	25E	PGW	UTU0370A	NORTHSTAR GAS COMPANY INC
** INSPECTION ITEM 891003859B SAN ARROYO EN									
891003859B	430191653200S1	1	SENW	26	16S	25E	PGW	UTSL071307	NORTHSTAR GAS COMPANY INC
891003859B	430191588500S1	2	SENW	22	16S	25E	PGW	UTU0370A	NORTHSTAR GAS COMPANY INC
891003859B	430191588600S1	3	SENW	23	16S	25E	GS1	UTU0369	NORTHSTAR GAS COMPANY INC
891003859B	430193125000S1	40	NWNE	27	16S	25E	PGW	UTU0370A	NORTHSTAR GAS COMPANY INC
891003859B	430191588800S1	5	NWSE	25	16S	25E	PGW	UTU0369	NORTHSTAR GAS COMPANY INC
891003859B	430191588900S1	6	SWNE	21	16S	25E	PGW	UTU0136529	NORTHSTAR GAS COMPANY INC

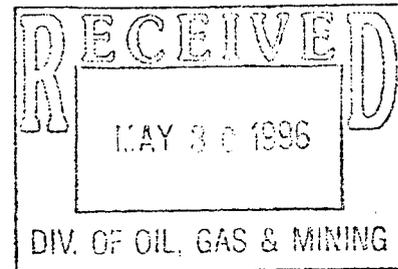


600 Central Park Two / 515 Central Park Drive / Oklahoma City, OK 73105  
Post Office Box 24300 / Oklahoma City, Oklahoma 73124-0300  
405 525-7788 / FAX 405 557-5258

May 21, 1996

Ms. Lisha Cordova  
State of Utah  
Department of Oil, Gas & Mining  
Salt Lake City, Utah 84111-2303

Re: Acquisition of Producing Properties  
and Operatorship from Northstar Resources  
Grand and Uintah Counties, Utah



Dear Ms. Cordova:

Enogex Exploration Corporation acquired the working interest and operatorship of certain properties in Grand and Uintah Counties, Utah from Northstar Resources, Inc. effective 5/1/96. In this regard we enclose the following for the records:

1. Original Sundry Notices filed in triplicate for each of the wells on the three leases where the State of Utah owns the mineral rights.
2. Three copies each of the Sundry Notices for the 1 Gilbert and the 27-1 which has been approved by the BLM.
3. A copy of the Resignation of Unit Operator and Designation of Successor Unit Operator for the San Arroyo Unit along with approval of same by the BLM.
4. A copy of the Successor Operator of Communitization Agreement NW-115 along with approval of same by the BLM.
5. A list of the wells and locations which Enogex Exploration Corporation acquired from Northstar Resources and will be operating.

Please be advised we provided our State of Utah Blanket Bond in the amount of \$80,000 with our letter dated April 16, 1996, to the School & Institutional Trust Lands Administration

If any thing further is needed, please contact the undersigned at 405 557-5281.

Sincerely,

A handwritten signature in cursive script that reads "Claudine Gilliam". The signature is written in black ink and is positioned above the printed name and title.

Claudine Gilliam  
Senior Landman

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:

ML-4113

6. If Indian, Allocated or Tribe Name:

SUNDRY NOTICES AND REPORTS ON WELLS

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

7. Unit Agreement Name:

1. Type of Well: OIL  GAS  OTHER:

8. Well Name and Number:

San Arroyo Unit

2. Name of Operator:

ENOEX EXPLORATION CORPORATION

9. API Well Number:

3. Address and Telephone Number:

P.O. Box 24300, Oklahoma City, OK 73124-0300 405 557-5281

10. Field and Pool, or Wildcat:

Location of Well

Footages:

County: Grand

CO, Sec., T., R., M.:

State: Utah

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

NOTICE OF INTENT  
(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other \_\_\_\_\_
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

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

SUBSEQUENT REPORT  
(Submit Original Form Only)

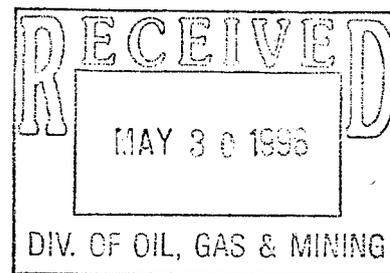
- Abandon \*
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Change of Operator
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

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

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

\* Must be accompanied by a cement verification report.

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



13.

Name & Signature:

*Claudine Gilliam*  
Claudine Gilliam

Title:

Senior Landman

Date:

5/20/96

(This space for State use only)



# United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office  
324 South State, Suite 301  
Salt Lake City, Utah 84111-2303

IN REPLY REFER TO:

May 13, 1996

Enogex Exploration Corporation  
P.O. Box 24300  
Oklahoma City, Oklahoma 73124-0300

Re: San Arroyo Unit  
Grand County, Utah

Gentlemen:

On April 29, 1996, we received an indenture dated April 19, 1996, whereby Northstar Gas Company, Inc. resigned as Unit Operator and Enogex Exploration Corporation was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the San Arroyo Unit Agreement. The instrument is hereby approved effective May 13, 1996.

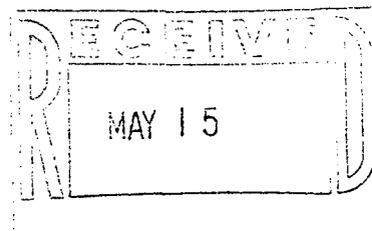
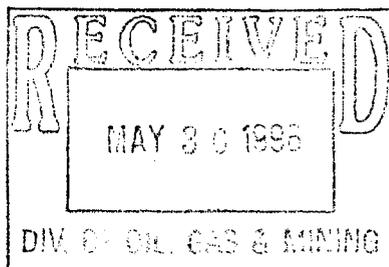
Your statewide (Utah) oil and gas bond No. 1044 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure



RESIGNATION OF UNIT OPERATOR

SAN ARROYO UNIT AREA

COUNTY OF GRAND

STATE OF UTAH

UNIT AGREEMENT NO. 14-08-001-3859

Under and pursuant to the provisions of Section 5 of the Unit Agreement for the Development and Operation of the San Arroyo Unit Area, Grand County, Utah, Northstar Gas Company, Inc., the designated Unit Operator under said Unit Agreement, does hereby resign as Unit Operator, effective upon the selection and approval of a successor Unit Operator.

EXECUTED with effect as aforesaid the 23<sup>rd</sup> day of April, 1996.

ATTEST:

NORTHSTAR GAS COMPANY, INC.

Kath M. McK  
Title Corporate Secretary

By: Kath M. McK  
Title: E. Vice President

RESIGNATION OF UNIT OPERATOR

SAN ARROYO UNIT AREA

COUNTY OF GRAND

STATE OF UTAH

UNIT AGREEMENT NO. 14-08-001-385

THIS INDENTURE, dated as of the 19<sup>th</sup> day of April, 1996, by and between ENOGEX EXPLORATION CORPORATION, hereinafter designated as "First Party", and the owners of the unitized working interests, hereinafter designated as "Second Parties",

Return to:  
Enogex Exploration Corporation  
Post Office Box 24300  
Oklahoma City, OK 73124-0300

W I T N E S S E T H:

WHEREAS, under the provisions of the Act of February 15, 1920, 4 Stat. 437, 30 U.S.C. Sec. 181, et seq., as amended by the Act of August 8, 1946, 60 Stat. 950, the Secretary of the Interior, on the 2nd day of August, 1957, approved a Unit Agreement for the San Arroyo Unit Area, wherein Sinclair Oil Company was designated as Unit Operator, and

WHEREAS, Northstar Gas Company, Inc. by subsequent designation is currently Unit Operator, but has resigned hereby as such Operator and the designation of a successor Unit Operator is now required pursuant to the terms thereof, and

WHEREAS, the First Party has been and hereby is designated by Second Parties as Unit Operator, and said First Party desires to assume all the rights, duties and obligations of Unit Operator under the same Unit Agreement.

NOW, THEREFORE, in consideration of the premises hereinbefore set forth and the premises hereinafter stated, the First Party hereby covenants and agrees to fulfill the duties and assume the obligations of Unit Operator under and pursuant to all the terms of the San Arroyo Unit agreements, and the Second Parties covenant and agree that, effective upon approval of this indenture by the chief, Branch of Fluid Minerals, Bureau of Land Management, First Party shall be granted the exclusive privileges as Unit Operator, pursuant to the terms and conditions of said Unit Agreement; said Unit Agreement being hereby incorporated herein by reference and made a part hereof as fully and effectively as though said Unit Agreement were expressly set forth in this instrument.

IN WITNESS WHEREOF, the parties hereto have executed this instrument as of the date hereinabove set forth.

ATTEST:

FIRST PARTY

ENOGEX EXPLORATION CORPORATION

BY: John V. Morozuk  
TITLE: SECRETARY

BY: J. O. Edwards, Jr.  
TITLE: J.O. EDWARDS, JR., PRESIDENT

DATE: 4/19/96

Jm  
6/9

ATTEST:

SECOND PARTY

NORTHSTAR GAS COMPANY, INC.

BY: Kenneth M. McKinney  
TITLE: Corporate Secretary

BY: Kenneth M. McKinney  
TITLE: E. Vice President  
DATE: 4/23/96

BOOK CLIFFS OIL & GAS COMPANY

BY: \_\_\_\_\_  
TITLE: \_\_\_\_\_

BY: \_\_\_\_\_  
TITLE: \_\_\_\_\_  
DATE: \_\_\_\_\_

NATIONAL FUEL CORPORATION

BY: \_\_\_\_\_  
TITLE: \_\_\_\_\_

BY: \_\_\_\_\_  
TITLE: \_\_\_\_\_  
DATE: \_\_\_\_\_

STATE OF TEXAS            )  
  ) SS  
COUNTY OF HARRIS        )

This instrument was acknowledged before me on the 23RD day of APRIL, 1996, by Kenneth M. McKinney, as Executive Vice President of NORTHSTAR GAS COMPANY, INC., a Texas Corporation, on behalf of said corporation.

Katherine Tuson  
Notary Public in and for the  
State of TEXAS  
My commission expires 11/8/99



STATE OF OKLAHOMA )  
 )  
COUNTY OF OKLAHOMA )

This instrument was acknowledged before me on the 19th day of April, 1996, by J.O. EDWARDS, as President of ENOGEX EXPLORATION CORPORATION, an Oklahoma corporation, on behalf of said corporation.

[Signature]  
Notary Public in and for the  
State of Oklahoma  
My Commission expires 4/22/99

STATE OF )  
 ) SS  
COUNTY OF )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 1996, by \_\_\_\_\_, as \_\_\_\_\_ and by \_\_\_\_\_, as Assistant Secretary of BOOK CLIFFS OIL & GAS COMPANY, a \_\_\_\_\_ corporation.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

My Commission Expires:

\_\_\_\_\_

Place of Residence:

\_\_\_\_\_



# OPERATOR CHANGE WORKSHEET

1-LEC	6-LEC
2-GLH/141	7-KDR
3-DPS 263	8-SJ
4-VLD	9-FILE
5-RJF	

Attach all documentation received by the division regarding this change.  
Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold)       Designation of Agent  
 Designation of Operator             Operator Name Change Only

The operator of the well(s) listed below has changed, effective: 5-13-96

**TO: (new operator)** ENOGEX EXPLORATION CORP.  
 (address) PO BOX 24300  
OKLAHOMA CITY OK 73124-0300  
 Phone: (405)525-7788  
 Account no. N7430

**FROM: (old operator)** NORTHSTAR GAS COMPANY INC  
 (address) 820 GESSNER #1630  
HOUSTON TX 77024  
 Phone: (713)935-9542  
 Account no. N6680

**WELL(S)** attach additional page if needed:      \*SAN ARROYO UNIT

Name: <b>**SEE ATTACHED**</b>	API: <u>43-019-11090</u>	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____

## OPERATOR CHANGE DOCUMENTATION

- See 1. (r649-8-10) Sundry or other legal documentation has been received from the **FORMER** operator (attach to this form). *(Rec'd 5-30-96)*
- See 2. (r649-8-10) Sundry or other legal documentation has been received from the **NEW** operator (Attach to this form). *(Rec'd 5-30-96)*
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is the company registered with the state? (yes/no) \_\_\_\_\_ If yes, show company file number: \_\_\_\_\_
- See 4. **FOR INDIAN AND FEDERAL WELLS ONLY.** The BLM has been contacted regarding this change. Make note of BLM status in comments section of this form. BLM approval of Federal and Indian well operator changes should ordinarily take place prior to the division's approval, and before the completion of steps 5 through 9 below.
- See 5. Changes have been entered in the Oil and Gas Information System (3270) for each well listed above. *(6-12-96)*
- See 6. Cardex file has been updated for each well listed above. *(6-13-96)*
- See 7. Well file labels have been updated for each well listed above. *(6-13-96)*
- See 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to Trust Lands, Sovereign Lands, UGS, Tax Commission, etc. *(6-12-96)*
- See 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

**ENTITY REVIEW**

- Lic 1. (r649-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) (no) \_\_\_\_\_. If entity assignments were changed, attach copies of Form 6, Entity Action Form.
- N/A 2. Trust Lands, Sovereign Lands, Tax Commission, etc., have been notified through normal procedures of entity changes.

**BOND VERIFICATION - (FEE WELLS ONLY)** *Trust Lands / \$80,000 "Encayer" on file.*

- Lic 1. (r649-3-1) The NEW operator of any fee lease well listed above has furnished a proper bond.
- N/A 2. A copy of this form has been placed in the new and former operator's bond files.
- N/A 3. The FORMER operator has requested a release of liability from their bond (yes/no) \_\_\_\_\_, as of today's date \_\_\_\_\_. If yes, division response was made to this request by letter dated \_\_\_\_\_.

**LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY**

- DTS 1. Copies of documents have been sent on 7/8/96 to Ed Bonner at Trust Lands for changes involving State leases, in order to remind that agency of their responsibility to review for proper bonding.

**FILMING**

- VDP 1. All attachments to this form have been microfilmed. Today's date: July 18, 1996.

**FILING**

- \_\_\_\_ 1. Copies of all attachments to this form have been filed in each well file.
- \_\_\_\_ 2. The original of this form, and the original attachments are now being filed in the Operator Change file.

**COMMENTS**

960524 Alm/SL aprv. eH. 5-13-96.



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

CRESCENDO ENERGY, LLC

August 4, 2000

## CERTIFICATE OF EXISTENCE

Registration Number: PENDING  
Business Name: CRESCENDO ENERGY, LLC  
Registered Date: JULY 13, 2000  
Foreign or Domestic: FOREIGN  
Current Status: GOOD STANDING

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah.



Lorena Riffo-Jenson  
Division Director of  
Corporations and Commercial Code

---

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

RESIGNATION OF UNIT OPERATOR

San Arroyo Unit Area

County of

State of Utah

Unit Agreement No. 14-08-001-3859

Under and pursuant to the provisions of Section 5 of the Unit Agreement for the Development and Operation of the San Arroyo Unit Area, Grand County, Utah, Enogex Exploration Corporation, the designated Unit Operator under said Unit Agreement, does hereby resign as Unit Operator, effective upon the selection and approval of a successor Unit Operator.

EXECUTED with effect as aforesaid the 30th day of June, 2000.

ENOGEX EXPLORATION CORPORATION

By 

Name: Dennis F. Jaggi

Title: Vice President

DESIGNATION OF  
SUCCESSOR UNIT OPERATOR

San Arroyo Unit Area

County of

State of Utah

Unit Agreement No. 14-08-001-3859

THIS INDENTURE, dated as of the 30th day of June, 2000, by and between Crescendo Energy, L.L.C., hereinafter designated as "First Party", and the owners of unitized working interests, hereinafter designated as "Second Parties",

WITNESSETH:

WHEREAS, under the provisions of the Act of February 25, 1920, 41 Stat. 437, 30 U.S.C. Secs. 181, et seq., as amended by the Act of August 8, 1946, 60 Stat. 950, the Secretary of the Interior, on the 2nd day of August, 1957, approved a Unit Agreement for the San Arroyo Unit Area, wherein Sinclair Oil Company was designated as Unit Operator, and

WHEREAS Enogex Exploration Corporation by subsequent designation is currently Unit Operator, but has resigned as such Operator and the designation of a successor Unit Operator is now required pursuant to the terms thereon; and

WHEREAS the First Party has been and hereby is designated by Second Parties as Unit Operator, and said First Party desires to assume all the rights, duties and obligations of Unit Operator under the said Unit Agreement:

NOW, THEREFORE, in consideration of the premises hereinbefore set forth and the promises hereinafter stated, the First party hereby covenants and agrees to fulfill the duties and assume the obligations of Unit Operator under and pursuant to all the terms of the San Arroyo Unit Agreements, and the Second Parties covenant and agree that, effective upon approval of this indenture by the Chief, Branch of Fluid Minerals, Bureau of Land Management, First Party shall be granted the exclusive right and privilege of exercising any and all rights and privileges as Unit Operator, pursuant to the terms and conditions of said Unit Agreement; said unit Agreement being hereby incorporated herein by reference and made a part hereof as fully and effectively as though said Unit Agreement were expressly set forth in this instrument.

IN WITNESS WHEREOF, the parties hereto have executed this instrument as of the date hereinabove set forth.

FIRST PARTY:

CRESCENDO ENERGY, L.L.C.

BY: CRESCENDO ENERGY PARTNERS, LLC, its managing member.

By: James J. Osborne

Title: VICE PRESIDENT

SECOND PARTIES:

ENOGEX EXPLORATION CORPORATION

By: *Dennis F. Jaggs* RFJ  
Name: Dennis F. Jaggs  
Title: Vice-President

Execution Date: 7/10/00

BOOK CLIFFS OIL & GAS COMPANY

By: *D. L. Catt*

Name: *D. L. Catt*

Title: *Vice President*

Execution Date: 7-18-00

NATIONAL FUEL CORPORATION

By: *J.C. Thompson*

Name: **J.C. THOMPSON**  
**Chairman**

Title: \_\_\_\_\_

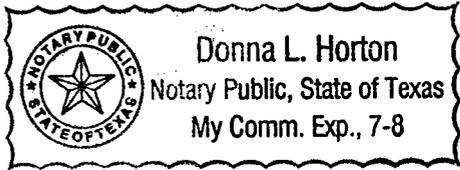
Execution Date: 8/7/00

CORPORATE ACKNOWLEDGEMENT

Escobedo  
STATE OF ~~TEXAS~~ )  
COUNTY OF Sonoma ) SS

Notary of Escobedo This instrument was acknowledged before me on the 10 day of AUGUST, 2000, by Donna L. Horton, as MANAGING MEMBER of Crescendo Energy, L.L.C., on behalf of said corporation.

WITNESS my hand and official seal.



Donna L. Horton  
Notary Public in and for the  
State of Texas  
My commission expires 7/8/02

CORPORATE ACKNOWLEDGEMENT

STATE OF OKLAHOMA )  
COUNTY OF OKLAHOMA ) SS

This instrument was acknowledged before me on the 10<sup>th</sup> day of July, 2000, by Dennis F. Jaggi, as Vice-President of Enogex Exploration Corporation, on behalf of said corporation.

WITNESS my hand and official seal.

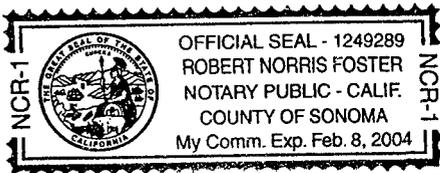
[Signature]  
Notary Public in and for the State of Oklahoma  
My commission expires 8/21/01

CORPORATE ACKNOWLEDGEMENT

STATE OF Calif )  
 ) SS  
COUNTY OF Sonoma )

This instrument was acknowledged before me on the 18 day of July, 2000, by D L Catt, as Vice Pres of Book Cliffs Oil & Gas Company, on behalf of said corporation.

WITNESS my hand and official seal.



Robert West  
Notary Public in and for the State of Oklahoma

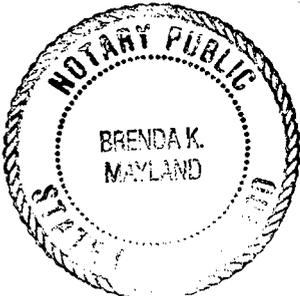
My commission expires 2/8/04

CORPORATE ACKNOWLEDGEMENT

STATE OF Colorado )  
 ) SS  
COUNTY OF Arapahoe )

This instrument was acknowledged before me on the 7 day of August, 2000, by JE Thompson, as Chairman of National Fuel Corporation, on behalf of said corporation.

WITNESS my hand and official seal.



Brenda K Mayland  
Notary Public in and for the State of ~~Oklahoma~~ Colorado

My commission expires 4-13-01



# United States Department of the Interior

## BUREAU OF LAND MANAGEMENT

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

# RECEIVED

AUG 21 2000

DIVISION OF  
OIL, GAS AND MINING

IN REPLY REFER TO  
UT-931

August 17, 2000

Crescendo Energy, LLC  
c/o Pruitt, Gushee & Bachtell  
Attn: William E. Ward  
Suite 1850 Beneficial Life Tower  
Salt Lake City, Utah 84111-1495

Re: San Arroyo Unit  
Grand County, Utah

Gentlemen:

On August 14, 2000, we received an indenture dated June 30, 2000, whereby Enogex Exploration Corporation resigned as Unit Operator and Crescendo Energy, LLC was designated as Successor Unit Operator for the San Arroyo Unit, Grand County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 17, 2000.

Your statewide (Utah) oil and gas bond No. 1184 will be used to cover all operations within the San Arroyo Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks  
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Moab (w/enclosure)  
Division of Oil, Gas & Mining  
Minerals Adjudication Group U-932  
File - San Arroyo Unit (w/enclosure)  
MMS - Data Management Division  
Agr. Sec. Chron  
Fluid Chron

UT931:TAThompson:tt:8/17/00

Well Status Report  
Utah State Office  
Bureau of Land Management

Lease	Api Number	Well Name	QTR	Section	Township	Range	Well Status	Operator
** Inspection Item: 891003859A								
UTU025297	4301915905	1 (26) FEDERAL-GRAND	SWSW	20	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05059C	4301915892	11 SAN ARROYO UNIT	NESW	15	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTSL071307	4301915893	12 SAN ARROYO UNIT	SWSW	23	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301915894	13 SAN ARROYO UNIT	SWSW	22	T16S	R25E GSI	ENOGEX EXPLORATION CORPORATION	
STATE	<del>4301915895</del>	<del>14 SAN ARROYO UNIT</del>	<del>SWNE</del>	<del>16</del>	<del>T16S</del>	<del>R25E P+A</del>	ENOGEX EXPLORATION CORPORATION	
UTU0136529	4301911091	15 (34-A) SAN ARROYO	NESW	21	T16S	R25E ABD	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301915896	16 SAN ARROYO UNIT	SESW	26	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU025243	4301915897	17 SAN ARROYO UNIT	NENE	24	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06023	4301915898	18 SAN ARROYO UNIT	NWNW	30	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05011B	4301915899	19 SAN ARROYO	SWSE	14	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTSL071307	4301915900	20 SAN ARROYO	SENE	26	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301915901	21 SAN ARROYO	NWSE	25	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05011A	4301915902	22 SAN ARROYO	NENE	15	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06188	4301915903	24 SAN ARROYO UNIT	SENW	19	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0136529	4301915904	25 SAN ARROYO	SWNE	21	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06021	4301915906	27 SAN ARROYO	NESW	29	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05650	4301915907	28 FEDERAL	NWNE	29	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301915908	29 SAN ARROYO UNIT	NENE	22	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301915886	3 UNIT	SENW	23	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05650	4301915909	30 SAN ARROYO UNIT	NWSW	21	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301930527	31 SAN ARROYO UNIT	NWNW	22	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05011B	4301930528	32 SAN ARROYO UNIT	SWSW	14	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301930608	33 SAN ARROYO UNIT	SWSW	25	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06188	4301931251	36-A SAN ARROYO UNIT	SESE	19	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05650	4301931252	37 SAN ARROYO UNIT	SWNE	20	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
STATE	4301931253	38 SAN ARROYO UNIT	SWNE	16	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06023	4301915887	4 GOVT-SAN ARROYO	SESW	30	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
STATE	4301931289	41 SAN ARROYO UNIT	NENE	36	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06023	4301931290	42 SAN ARROYO UNIT	NESE	30	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06021	4301931291	43 SAN ARROYO UNIT	NESE	29	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06023	4301931301	44 SAN ARROYO	SENE	30	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU05650	4301931299	45 SAN ARROYO	NWSE	20	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU06023	4301931318	47 FEDERAL	NWNE	31	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU025245	4301931316	49 FEDERAL	NENW	29	T16S	R26E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301911090	7 (35) SAN ARROYO	SESW	24	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
STATE	4301915890	8 SAN ARROYO UNIT	SWSW	16	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301915891	9 SAN ARROYO UNIT	NWNE	27	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	

** Inspection Item: 891003859B								
UTSL071307	4301916532	1 GOVT SAN ARROYO	SENW	26	T16S	R25E GSI	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301915885	2 UNIT	SENW	22	T16S	R25E GSI	ENOGEX EXPLORATION CORPORATION	
UTU0370A	4301931250	40 SAN ARROYO UNIT	NWNE	27	T16S	R25E TA	ENOGEX EXPLORATION CORPORATION	
UTU0369	4301915888	5 SAN ARROYO UNIT	NWSE	25	T16S	R25E GSI	ENOGEX EXPLORATION CORPORATION	
UTU0136529	4301915889	6 SAN ARROYO UNIT	SWNE	21	T16S	R25E PGW	ENOGEX EXPLORATION CORPORATION	

# Crescendo Energy, LLC

P.O. Box 1814  
Midland, TX 79702  
Phone: 915-697-7221  
Fax: 915-697-7289

August 23, 2000

Attn: Mr. Jim Thompson  
Utah Division of Oil, Gas & Mining  
1594 W North Temple  
Salt Lake City, Utah 84114-5801

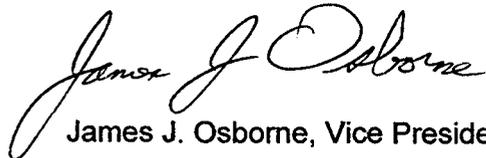
Re: Change of Operator

Dear Mr. Thompson:

The attached list of properties was formerly owned and operated by Enogex Exploration Corporation. Crescendo Energy, LLC has purchased the properties and has taken over operations. If you have any questions, please feel free to contact me at the phone number listed above.

Sincerely yours,  
Crescendo Energy, LLC

By: Crescendo Energy Partners, LLC, its  
Managing Member

  
James J. Osborne, Vice President

Confirmation by Previous Operator:

Enogex Exploration Corporation

By: Chris Haugen  
Name (Print): CHRIS J. HAUGEN  
Title: Manager, E&P

jjo  
Attachment

**OPERATOR CHANGE WORKSHEET**

**ROUTING**

1. GLH		4-KAS	<input checked="" type="checkbox"/>
2. CDW	<input checked="" type="checkbox"/>	5- <del>CDW</del>	<input checked="" type="checkbox"/>
3. JLT		6-FILE	

Enter date after each listed item is completed

**X Change of Operator (Well Sold)**

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective:

06-30-2000

**FROM:** (Old Operator):

ENOGEX EXPLORATION CORPORATION

Address: P. O. BOX 24300

OKLAHOMA CITY, OK 73124-0300

Phone: 1-(405)-525-7788

Account No. N7430

**TO:** ( New Operator):

CRESCENDO ENERGY PARTNERS LLC

Address: P. O. BOX 1814

MIDLAND, TX 79702

Phone: 1-(915)-697-7221

Account N1365

**CA No.**

**Unit: SAN ARROYO**

**WELL(S)**

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
SAN ARROYO # 38	43-019-31253	500	16-16S-25E	STATE	GW	P
SAN ARROYO # 6	43-019-15889	505	21-16S-25E	FEDERAL	GW	S
SAN ARROYO # 2	43-019-15885	505	22-16S-25E	FEDERAL	GW	P
SAN ARROYO # 35	43-019-11090	500	24-16S-25E	FEDERAL	GW	P
SAN ARROYO # 5	43-019-15888	505	25-16S-25E	FEDERAL	GW	S
SAN ARROYO # 33	43-019-30608	500	25-16S-25E	FEDERAL	GW	S
SAN ARROYO # 1	43-019-16532	505	26-16S-25E	FEDERAL	GW	P
SAN ARROYO # 40	43-019-31250	505	27-16S-25E	FEDERAL	GW	S
SAN ARROYO # 36A	43-019-31251	500	19-16S-26E	FEDERAL	GW	P
SAN ARROYO # 37	43-019-31252	500	20-16S-26E	FEDERAL	GW	P
SAN ARROYO # 45	43-019-31299	500	20-16S-26E	FEDERAL	GW	P
SAN ARROYO # 43	43-019-31291	500	29-16S-26E	FEDERAL	GW	P
SAN ARROYO # 49	43-019-31316	500	29-16S-26E	FEDERAL	GW	P
SAN ARROYO # 42	43-019-31290	500	30-16S-26E	FEDERAL	GW	P
SAN ARROYO # 44	43-019-31301	500	30-16S-26E	FEDERAL	GW	P
SAN ARROYO # 47	43-019-31318	500	31-16S-26E	FEDERAL	GW	P
SAN ARROYO # 41	43-019-31289	500	36-16S-25E	STATE	GW	P

**OPERATOR CHANGES DOCUMENTATION**

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 08/23/2000
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 08/23/2000

3. The new company has been checked through the **Department of Commerce, Division of Corporations Database on:** 10/19/2000
4. Is the new operator registered in the State of Utah: YES Business Number: 4549132-0143
5. If **NO**, the operator was contacted on: \_\_\_\_\_
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 08/17/2000
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: 08/17/2000
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC") Proj:** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

**DATA ENTRY:**

1. Changes entered in the **Oil and Gas Database on:** 10/19/2000
2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 10/19/2000
3. Bond information entered in RBDMS on: \_\_\_\_\_
4. Fee wells attached to bond in RBDMS on: \_\_\_\_\_

**STATE BOND VERIFICATION:**

1. State well(s) covered by Bond No.: 437484

**FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:**

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

**FILMING:**

1. All attachments to this form have been **MICROFILMED** on: 3.5.01

**FILING:**

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

**COMMENTS:**

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached
2. NAME OF OPERATOR: Slate River Resources, LLC <i>N2725</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: San Arroyo Unit and other wells
3. ADDRESS OF OPERATOR: 418 Main Street, Ste. 18 CITY Vernal STATE UT ZIP 84078		7. UNIT or CA AGREEMENT NAME: San Arroyo Unit and other wells
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached schedule of wells		8. WELL NAME and NUMBER: See attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: See attach
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT: See attached
STATE: UTAH		

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

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

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

Crescendo Energy, LLC is a wholly owned subsidiary of Slate River Resources, LLC. All the wells, properties and leasehold interest of Crescendo Energy, LLC has been assigned to Slate River Resources, LLC. We request a change of Operator from Crescendo Energy, LLC to Slate River Resources, LLC on the wells listed on the attached schedule, including a change of Operator of the San Arroyo Unit Area effective November 1, 2005.

The Bond numbers for Slate River Resources, LLC are:

State of Utah DOGM Bond B001556 \$120,000  
State of Utah Bond of Lessee B001760 \$ 15,000 being transferred from Crescendo to Slate River Resources, LLC  
Federal Utah Statewide Bond UTB000187 \$ 25,000 being transferred from Crescendo to Slate River Resources, LLC

Crescendo Energy, LLC

*N1365*

*Carter G. Mathies*

Carter G. Mathies, President

NAME (PLEASE PRINT) Gary D. Davis	TITLE President, Slate River Resources, LLC
SIGNATURE <i>G. Davis</i>	DATE 11/10/2005

(This space for State use only)

APPROVED 11/29/05  
*Earlene Russell*  
Division of Oil, Gas and Mining  
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED

NOV 16 2005

DIV. OF OIL, GAS & MINING

## STATE RIVER RESOURCES, LLC, OPERATOR

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Dir/Ori	Section	Township	Range		PNE
43-019-30570-00-0	CRESCENDO ENERGY LLC	ARCO 27-1	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	27	16S-25E	U-29645		170C
43-019-31162-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-7	Gas Well	Producing	EAST CANYON	GRAND	SWSE	36	15.5S-24E	ML-22208		852
43-019-31192-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-8	Gas Well	Producing	EAST CANYON	GRAND	SWSW	36	15.5S-24E	ML-22208		128S
43-019-30240-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-1	Gas Well	Producing	EAST CANYON	GRAND	NESE	2	16S-24E	ML-22208		242C
43-019-30241-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-2	Gas Well	Shut-In	EAST CANYON	GRAND	NWNW	2	16S-24E	ML-22208		142S
43-019-30047-00-0	CRESCENDO ENERGY LLC	BITTER CREEK 1	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	2	16S-25E	ML-25151		108C
43-047-30765-00-0	CRESCENDO ENERGY LLC	BLACK HORSE CANYON FED 31-1	Gas Well	Producing	BLACK HORSE CYN	UINTAH	NWSW	31	15S-24E	U-14234		203C
43-019-15884-00-0	CRESCENDO ENERGY LLC	FEDERAL 174 1	Gas Well	Producing	SAN ARROYO	GRAND	SESW	11	16S-25E	U-126528		194C
43-019-31432-00-0	CRESCENDO ENERGY LLC	FEDERAL 27-2	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SESE	27	16S-25E	U-29645		111C
43-019-31318-00-0	CRESCENDO ENERGY LLC	FEDERAL 47	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	31	16S-26E	U-6023		990
43-019-31410-00-0	CRESCENDO ENERGY LLC	FEDERAL 6-1	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SWNW	6	16S-25E	U-9831		176C
43-019-11089-00-0	CRESCENDO ENERGY LLC	FEDERAL GILBERT 1	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	11	16S-25E	U-126528		114C
43-019-16532-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 01	Gas Well	Shut-In	SAN ARROYO	GRAND	SESW	26	16S-25E	USL-71307		132C
43-019-15885-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 02	Gas Well	Shut-In	SAN ARROYO	GRAND	SESW	22	16S-25E	U-370-A		125
43-019-15886-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 03	Gas Well	Producing	SAN ARROYO	GRAND	SESW	23	16S-25E	U-369		0
43-019-15887-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 04	Gas Well	Producing	SAN ARROYO	GRAND	SESW	30	16S-26E	U-6023		660
43-019-15888-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 05	Gas Well	Shut-In	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369		820
43-019-15889-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 06	Gas Well	Shut-In	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529		1360
43-019-15890-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 08	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	16	16S-25E	ML-4113		206E
43-019-15891-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 09	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A		121C
43-019-15892-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 11	Gas Well	Producing	SAN ARROYO	GRAND	NESW	15	16S-25E	U-5059-C		245C
43-019-15893-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 12	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	23	16S-25E	USL-71307		152C
43-019-15894-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 13	Gas Well	Producing	SAN ARROYO	GRAND	C-SW	22	16S-25E	U-370-A		660
43-019-15896-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 16	Gas Well	Producing	SAN ARROYO	GRAND	SESW	26	16S-25E	U-369		199C
43-019-15897-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 17	Gas Well	Producing	SAN ARROYO	GRAND	NENE	24	16S-25E	U-25243		660
43-019-15898-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 18	Gas Well	Producing	SAN ARROYO	GRAND	NWNW	30	16S-26E	U-6023		130C
43-019-15899-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 19	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	14	16S-25E	U-5011-B		260C
43-019-15900-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 20	Gas Well	Producing	SAN ARROYO	GRAND	SENE	26	16S-25E	USL-71307		171C
43-019-15901-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 21	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369		395
43-019-15902-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 22	Gas Well	Producing	SAN ARROYO	GRAND	NENE	15	16S-25E	U-5011-A		2194
43-019-15903-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 24	Gas Well	Producing	SAN ARROYO	GRAND	SESW	19	16S-26E	U-6188		769
43-019-15904-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 25	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529		1111
43-019-15905-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 26	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	20	16S-26E	U-25297		78
43-019-15906-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 27	Gas Well	Producing	SAN ARROYO	GRAND	NESW	29	16S-26E	U-6021		787
43-019-15907-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 28	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	29	16S-26E	U-5650		634
43-019-15908-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 29	Gas Well	Producing	SAN ARROYO	GRAND	NENE	22	16S-25E	U-370-A		540
43-019-15909-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 30	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	21	16S-26E	U-5650		945
43-019-30527-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 31	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNW	22	16S-25E	U-370-A		739
43-019-30528-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 32	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	14	16S-25E	U-5011-B		130S
43-019-30608-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 33	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	25	16S-25E	U-369		1977
43-019-11090-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 35	Gas Well	Producing	SAN ARROYO	GRAND	SESW	24	16S-25E	U-369		187S
43-019-31251-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 36-A	Gas Well	Producing	SAN ARROYO	GRAND	SESE	19	16S-26E	U-6188		304
43-019-31252-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 37	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	20	16S-26E	U-5650		202S
43-019-31253-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 38	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	16	16S-25E	ML-4113		139S
43-019-31250-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 40	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A		1487
43-019-31289-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 41	Gas Well	Producing	SAN ARROYO	GRAND	NENE	36	16S-25E	Not CE Lease		1342
43-019-31290-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 42	Gas Well	Producing	SAN ARROYO	GRAND	NESE	30	16S-26E	U-6023		130C
43-019-31291-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 43	Gas Well	Producing	SAN ARROYO	GRAND	NESE	29	16S-26E	U-6021		600
43-019-31301-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 44	Gas Well	Producing	SAN ARROYO	GRAND	SENE	30	16S-26E	U-6023		
43-019-31299-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 45	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	20	16S-26E	U-5650		0



1. DJJ
2. CDW

**OPERATOR CHANGE WORKSHEET**

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

**X Merger**

The operator of the well(s) listed below has changed, effective:

**11/1/2005**

<b>FROM: (Old Operator):</b> N1365-Crescendo Energy, LLC 1600 Broadway, Suite 900 Denver, CO 80202 Phone: 1-(303) 592-4448	<b>TO: ( New Operator):</b> N2725-Slate River Resources, LLC 418 Main St, Suite 18 Vernal, UT 84078 Phone: 1-(435) 781-1870
--	---

**CA No.**

**Unit:**

**SAN ARROYO**

**WELL(S)**

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	GW	P
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	GW	S
SAN ARROYO 22	15	160S	250E	4301915902	500	Federal	GW	P
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	GW	P
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	GW	S
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	GW	P
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	GW	S
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	GW	P
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	GW	P
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	GW	P
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	GW	P
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	GW	P
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	GW	S
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	GW	P
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	GW	P
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	GW	P
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	GW	P
SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	GW	P
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	GW	P
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	GW	P

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 11/16/2005
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 11/16/2005
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 11/23/2005
- Is the new operator registered in the State of Utah: YES Business Number: 5830411-0161
- If **NO**, the operator was contacted on: \_\_\_\_\_
- 6a. (R649-9-2)Waste Management Plan has been received on: \_\_\_\_\_ requested 11/23/05
- 6b. Inspections of LA PA state/fee well sites complete on: n/a
- 6c. Reports current for Production/Disposition & Sundries on: \_\_\_\_\_ requested 11/23/05

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: \_\_\_\_\_ not yet

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on:           n/a          

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

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

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

**DATA ENTRY:**

- 1. Changes entered in the Oil and Gas Database on:           11/29/2005
- 2. Changes have been entered on the Monthly Operator Change Spread Sheet on:           11/29/2005
- 3. Bond information entered in RBDMS on:           n/a
- 4. Fee/State wells attached to bond in RBDMS on:           n/a
- 5. Injection Projects to new operator in RBDMS on:           n/a
- 6. Receipt of Acceptance of Drilling Procedures for APD/New on:           11/29/2005

**FEDERAL WELL(S) BOND VERIFICATION:**

1. Federal well(s) covered by Bond Number:           UTB000187          

**INDIAN WELL(S) BOND VERIFICATION:**

1. Indian well(s) covered by Bond Number:           n/a          

**FEE & STATE WELL(S) BOND VERIFICATION:**

- 1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number           B001556
- 2. The **FORMER** operator has requested a release of liability from their bond on:           11/25/2005            
The Division sent response by letter on:           n/a

**LEASE INTEREST OWNER NOTIFICATION:**

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

**COMMENTS:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<http://www.blm.gov>



4301911090  
165 25E24

IN REPLY REFER TO:  
3106  
(UT-922)

December 5, 2005

Memorandum

To: Moab Field Office  
From: Acting Chief, Branch of Fluid Minerals  
Subject: Merger Approval

Attached is an approved copy of the merger recognized by the state of Delaware. We have updated our records to reflect the merger from Crescendo Energy LLC into Slate River Resources LLC. The merger was approved effective October 31, 2005.

  
for David H. Murphy  
Acting Chief, Branch of  
Fluid Minerals

Enclosure  
Articles of Organization (4 pp)

cc: MMS, Reference Data Branch, James Sykes, PO Box 25165, Denver CO 80225  
State of Utah, DOGM, Attn: Earlene Russell, PO Box 145801, SLC UT 84114  
Teresa Thompson  
Joe Incardine  
Connie Seare  
Dave Mascarenas  
Susan Bauman

RECEIVED

DEC 08 2005

DIV. OF OIL, GAS & MINING

ER

\*\*\*\*\*

LLE: Judy Nordstrom

MEMO WRITTEN: December 5, 2005

**Name of Company:**

**OLD**

**NEW NID**

**Crescendo Energy LLC**  
418 E. Main Street  
Suite 18  
Vernal Utah 84078

**Slate River Resources LLC**  
1600 Broadway  
Suite 900  
Denver CO 80202

\*\*\*\*\*

\_\_\_\_\_ (940) NAME CHANGE RECOGNIZED  
(DATE)

October 31, 2005 (817) CORPORATE MERGER RECOGNIZED  
(DATE)

\*\*\*\*\*

UTSL-071307

- UTU-0369
- UTU-0370A
- UTU-05011A
- UTU-05011B
- UTU-05059A
- UTU-05059C
- UTU-05059F
- UTU-05650
- UTU-05650A
- UTU-06021
- UTU-06023
- UTU-06188
- UTU-06188B
- UTU-025243
- UTU-025245
- UTU-025243A
- UTU-025297
- UTU-0126528
- UTU-0136529
- UTU-0141420
- UTU-9831
- UTU-14234
- UTU-29645
- UTU-60818
- UTU-63022A

**CERTIFICATE OF MERGER**  
of  
**CRESCENDO ENERGY, LLC**  
into  
**SLATE RIVER RESOURCES, LLC**

This **CERTIFICATE OF MERGER**, dated and effective as of October 31, 2005, has been duly authorized and is filed pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act").

1. The name and jurisdiction of formation or organization of the constituent entities of the merger effectuated hereby are:

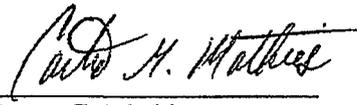
<u>Name</u>	<u>Jurisdiction of Organization</u>
Slate River Resources, LLC	Delaware
Crescendo Energy, LLC	Delaware

2. An Agreement and Plan of Merger (the "Merger Agreement") has been duly authorized, approved and executed by each of the limited liability companies to merge pursuant hereto.
3. Slate River Resources, LLC shall be the surviving entity and shall maintain its present name.
4. There are no amendments to the certificate of formation of Slate River Resources, LLC resulting from or incidental to the merger.
5. The merger effected hereby shall be effective upon the filing of this Certificate of Merger in the office of the Secretary of State of the State of Delaware.
6. The Merger Agreement is on file in the principal business office of the surviving entity, Slate River Resources, LLC, which is located at 1600 Broadway, Suite 900, Denver, Colorado 80202.
7. The Merger Agreement will be furnished by Slate River Resources, LLC, or its authorized representative, free of cost, to any member of, or any person holding an interest in, any entity to be merged pursuant hereto.

IN WITNESS WHEREOF, Slate River Resources, LLC, the surviving entity, has caused this Certificate of Merger to be executed by an authorized officer as of the date first written above.

**SLATE RIVER RESOURCES, LLC**

By:

  
\_\_\_\_\_  
Carter G. Mathies  
Chief Executive Officer

**SLATE RIVER HOLDINGS, LLC  
UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS  
IN LIEU OF A SPECIAL MEETING**

The undersigned, being all of the Members of the Board of Directors of Slate River Holdings, LLC, a Delaware limited liability company (the "Company"), hereby adopt, by unanimous written consent, in accordance with the Delaware Limited Liability Company Act, the following resolutions with the same force and effect as if they had been adopted at a duly convened meeting of the Board:

**WHEREAS**, the Company previously acquired all of the outstanding equity and ownership interests in Crescendo Resources, LLC ("Crescendo Resources"); and

**WHEREAS**, thereafter, the Company consolidated all of the wholly-owned subsidiaries of Crescendo Resources, namely, Crescendo Energy, LLC ("Crescendo Energy") and Entrada Energy Ventures, LLC ("Entrada") (collectively, Crescendo Resources, Crescendo Energy and Entrada are referred to herein as the "Crescendo Entities") into Crescendo Energy; and

**WHEREAS**, the material assets and operations of all of the Crescendo Entities are held by Crescendo Energy; and

**WHEREAS**, Slate River Resources, LLC ("Slate River Resources"), a wholly-owned subsidiary of the Company, is intended to be the operating entity for all of the Company's business activities; and

**WHEREAS**, the Company has determined that it is in the Company's best interest to operate all of its business activities as a single entity and therefore to merge Crescendo Energy into Slate River Resources, with Slate River Resources being the surviving entity.

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Company hereby is authorized to direct its legal counsel to effectuate the merger of the Crescendo Energy into Slate River Resources, with Slate River Resources as the surviving entity, to be effective on October 31, 2005; and be it further

**RESOLVED**, that the Company, and any Authorized Officer (as defined below) on behalf of the Company, hereby is authorized to undertake and perform all other acts, transactions or agreements that are necessary, appropriate, desirable or contemplated by the foregoing Resolutions; and be it further

**RESOLVED**, that all of the acts, transactions, or agreements taken in connection with the foregoing Resolutions hereby are ratified and approved in all respects, and the chief executive officer, chief operating officer, chief financial officer, president, vice president and secretary of the Company, as applicable, (collectively, the "*Authorized Officers*" and each individually, an "*Authorized Officer*") hereby are severally authorized and directed, in the name and on behalf of the Company to negotiate, execute and deliver such instruments, documents, agreements and writings of every kind and character, together with such changes, modifications, additions and deletions as to any or all of the terms and provisions thereof as the Authorized Officer executing such instruments, documents, agreements and

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
IN LIEU OF A SPECIAL MEETING  
(SLATE RIVER HOLDINGS, LLC)

writings shall deem proper (such execution by such Authorized Officer to be conclusive evidence that such Authorized Officer deems all of the terms and provisions thereof to be proper), and to make such attestations to any signatures of officers of the Company, and to do and perform or cause to be done and performed all such other acts as each Authorized Officer shall from time to time deem necessary, advisable or appropriate in order to consummate the acts, transactions, or agreements contemplated by or described in the foregoing Resolutions; and be it further

**RESOLVED**, that the Authorized Officers hereby are severally authorized to execute on behalf of the Company from time to time, amendments or supplements to any of the documents related to or contemplated by the foregoing Resolutions as the Authorized Officer or Authorized Officers executing and delivering the same may in his, her, or their sole and absolute discretion deem appropriate to carry out the purpose and intent of the foregoing Resolutions (such execution by such Authorized Officer or Authorized Officers to be conclusive evidence that such Authorized Officer or Authorized Officers deems all of the terms and provisions thereof to be proper); and be it further

**RESOLVED**, that all acts, transactions, or agreements undertaken prior to the adoption of these Resolutions by any of the officers or representatives of the Company in connection with the foregoing matters hereby are ratified, confirmed and adopted by the Board; and be it further

**RESOLVED**, that any Authorized Officer hereby is authorized and directed to certify these Resolutions; and be it further

**RESOLVED**, that the Authorized Officers (together with such other officers and employees of the Company under their supervision as any of them shall direct) hereby are severally authorized and directed in the name and on behalf of the Company to do or cause to be done any and all further acts and things that they may from time to time deem necessary, advisable or appropriate to carry out the purpose and intent of the foregoing Resolutions.

[Remainder of Page Intentionally Left Blank]

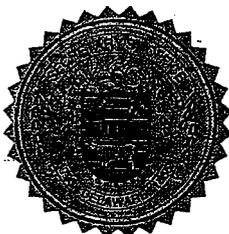
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "SLATE RIVER RESOURCES, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2005, AT 9:34 O'CLOCK P.M.

2005 NOV -7 AM 9:50  
DLN - 07 - 030



3919255 8100

050074460

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3651875

DATE: 01-31-05

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET**

<b>ROUTING</b>
1. DJJ
2. CDW

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

**5/15/2008**

<b>FROM:</b> (Old Operator): N2725-Slate River Resources, LLC 1600 Broadway, Suite 900 Denver, CO 80202  Phone: 1 (303) 592-4448	<b>TO:</b> ( New Operator): N3505-Augustus Energy Partners, LLC 2016 Grand Ave, Suite A Billings MT 59012  Phone: 1 (406) 294-5990
---	---

WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST									

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 5/23/2008
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 5/23/2008
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/4/2008
- a. Is the new operator registered in the State of Utah: Business Number: 7012268-0161
- b. If **NO**, the operator was contacted on: \_\_\_\_\_
- a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- b. Inspections of LA PA state/fee well sites complete on: In Process
- c. Reports current for Production/Disposition & Sundries on: OK
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 5/29/2008
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 5/29/2008
- Bond information entered in RBDMS on: 5/29/2008
- Fee/State wells attached to bond in RBDMS on: 5/29/2008
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: \_\_\_\_\_

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: UTB00317
- Indian well(s) covered by Bond Number: n/a
- a. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RLB0011628
- b. The **FORMER** operator has requested a release of liability from their bond on: not yet  
The Division sent response by letter on: \_\_\_\_\_

**LEASE INTEREST OWNER NOTIFICATION:**

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

**COMMENTS:**

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:  
**See Attached list**

**SUNDRY NOTICES AND REPORTS ON WELLS**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

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

1. TYPE OF WELL  
OIL WELL  GAS WELL  OTHER \_\_\_\_\_

8. WELL NAME and NUMBER:

2. NAME OF OPERATOR:  
**Augustus Energy Partners, LLC N3505**

9. API NUMBER:

3. ADDRESS OF OPERATOR:  
2016 Grand Avenue. Ste A CITY **Billings** STATE **MT** ZIP **59012**

PHONE NUMBER:  
**(406) 294-5990**

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL  
FOOTAGES AT SURFACE: COUNTY:  
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: **UTAH**

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

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

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

Effective 12:01 a.m. May 15, 2008 the Operator of this well will change from:

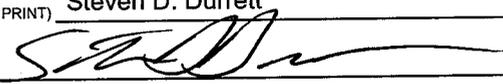
Slate River Resources, LLC  
1600 Broadway, Suite 900 **N2725**  
Denver, CO 80202  
303-592-4448

TO: Augustus Energy Partners, LLC  
2016 Grand Avenue, Suite A  
Billings, MT 59102

BLM Bond # UTB00317 effective 5/13/08 **STATE BOND = RLB 0011638**

Seller: Slate River Resources LLC  
Gary D. Davis, President/CEO

Signature: 

NAME (PLEASE PRINT) Steven D. Durrett TITLE President  
SIGNATURE  DATE 5/15/2008

(This space for State use only)

**APPROVED 5/15/08**  
*Earlene Russell*  
Division of Oil, Gas and Mining  
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

**RECEIVED**  
**MAY 23 2008**

DIV. OF OIL, GAS & MINING

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range
43-019-11089	FEDERAL GILBERT 1	SWNE	11	16S-25E
43-019-11090	SAN ARROYO U 35	SESW	24	16S-25E
43-019-15884	FEDERAL 174 1	SESW	11	16S-25E
43-019-15885	SAN ARROYO 2	SENW	22	16S-25E
43-019-15886	SAN ARROYO 3	SENW	23	16S-25E
43-019-15887	SAN ARROYO 4	SESW	30	16S-26E
43-019-15888	SAN ARROYO 5	NWSE	25	16S-25E
43-019-15889	SAN ARROYO 6	SWNE	21	16S-25E
43-019-15890	SAN ARROYO 8	SWSW	16	16S-25E
43-019-15891	SAN ARROYO 9	NWNE	27	16S-25E
43-019-15892	SAN ARROYO 11	NESW	15	16S-25E
43-019-15893	SAN ARROYO 12	SWSW	23	16S-25E
43-019-15894	SAN ARROYO 13	C-SW	22	16S-25E
43-019-15896	SAN ARROYO 16	SESW	26	16S-25E
43-019-15897	SAN ARROYO 17	NENE	24	16S-25E
43-019-15898	SAN ARROYO 18	NWNW	30	16S-26E
43-019-15899	SAN ARROYO 19	SWSE	14	16S-25E
43-019-15900	SAN ARROYO 20	SENE	26	16S-25E
43-019-15901	SAN ARROYO 21	NWSE	25	16S-25E
43-019-15902	SAN ARROYO 22	NENE	15	16S-25E
43-019-15903	SAN ARROYO 24	SENW	19	16S-26E
43-019-15904	SAN ARROYO 25	SWNE	21	16S-25E
43-019-15905	SAN ARROYO 26	SWSW	20	16S-26E
43-019-15906	SAN ARROYO 27	NESW	29	16S-26E
43-019-15907	SAN ARROYO 28	NWNE	29	16S-26E
43-019-15908	SAN ARROYO 29	NENE	22	16S-25E
43-019-15909	SAN ARROYO 30	NWSW	21	16S-26E
43-019-16532	SAN ARROYO 1	SENW	26	16S-25E
43-019-30047	BITTER CREEK 1	SWSE	2	16S-25E
43-019-30240	ARCO-STATE 2-1	NESE	2	16S-24E
43-019-30241	ARCO-STATE 2-2	NWNW	2	16S-24E
43-019-30527	SAN ARROYO 31	NWNW	22	16S-25E
43-019-30528	SAN ARROYO 32	SWSW	14	16S-25E
43-019-30570	ARCO 27-1	NWSW	27	16S-25E
43-019-30608	SAN ARROYO 33	SWSW	25	16S-25E
43-019-31162	ARCO STATE 36-7	SWSE	36	15.5S-24E
43-019-31192	ARCO STATE 36-8	SWSW	36	15.5S-24E
43-019-31250	SAN ARROYO U 40	NWNE	27	16S-25E
43-019-31251	SAN ARROYO U 36-A	SESE	19	16S-26E
43-019-31252	SAN ARROYO U 37	SWNE	20	16S-26E
43-019-31253	SAN ARROYO U 38	SWNE	16	16S-25E
43-019-31289	SAN ARROYO U 41	NENE	36	16S-25E
43-019-31290	SAN ARROYO U 42	NESE	30	16S-26E
43-019-31291	SAN ARROYO U 43	NESE	29	16S-26E
43-019-31299	SAN ARROYO 45	NWSE	20	16S-26E
43-019-31301	SAN ARROYO 44	SENE	30	16S-26E
43-019-31316	SAN ARROYO 49	NENW	29	16S-26E
43-019-31318	FEDERAL 47	NWNE	31	16S-26E
43-047-30765	BLACK HORSE CANYON FED 31-1	NWSW	31	15S-24E

RECEIVED

MAY 23 2008

DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET (for state use only)**

**ROUTING**  
 CDW

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

**11/11/2013**

<b>FROM: (Old Operator):</b> N3505-Augustus Energy Partners, LLC 2016 Garnd Ave, Suite A Billings, MT 59102  Phone: 1 (406) 294-5990	<b>TO: ( New Operator):</b> N4035-Southwestern Energy Ventures Company, LLC PO Box 1056 Bayfield, CO 81122  Phone: 1 (970) 884-4869
---	--

**CA No. Unit: San Arroyo**

WELL NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List						

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 11/22/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 11/22/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 11/27/2013
- Is the new operator registered in the State of Utah: \_\_\_\_\_ Business Number: 8812939-0161
- (R649-9-2) Waste Management Plan has been received on: N/A
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 11/27/2013
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA N/A
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: Not Yet
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: Not Yet
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 12/1/2013
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/1/2013
- Bond information entered in RBDMS on: 12/1/2013
- Fee/State wells attached to bond in RBDMS on: 12/1/2013
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: RLB0015347
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0015348
- The **FORMER** operator has requested a release of liability from their bond on: 11/22/2013

**LEASE INTEREST OWNER NOTIFICATION:**

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

**COMMENTS:**

## Augustus Energy Partners, LLC (N3505) to Southwestern Energy Ventures Company, LLC (N4035)

Effective 11/11/2013

## San Arroyo Unit

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	GW	P
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	GW	S
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	GW	P
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	GW	P
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	GW	S
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	GW	S
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	GW	P
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	GW	P
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	GW	S
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	GW	P
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	GW	P
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	GW	P
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	GW	P
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	GW	P
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	GW	P
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	GW	P
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	GW	P
SAN ARROYO 22	15	160S	250E	4301915902	500	Federal	GW	P
SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	GW	P
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	GW	P
SAN ARROYO 26	20	160S	260E	4301915905	500	Federal	GW	P
SAN ARROYO 27	29	160S	260E	4301915906	500	Federal	GW	P
SAN ARROYO 28	29	160S	260E	4301915907	500	Federal	GW	P
SAN ARROYO 29	22	160S	250E	4301915908	500	Federal	GW	P
SAN ARROYO 30	21	160S	260E	4301915909	500	Federal	GW	P
SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	GW	S
SAN ARROYO 31	22	160S	250E	4301930527	500	Federal	GW	S
SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	GW	S
SAN ARROYO 33	25	160S	250E	4301930608	500	Federal	GW	P
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	GW	P
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	GW	P
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	GW	P
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	GW	P
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	GW	P
SAN ARROYO U 43	29	160S	260E	4301931291	500	Federal	GW	S
SAN ARROYO 45	20	160S	260E	4301931299	500	Federal	GW	P
SAN ARROYO 44	30	160S	260E	4301931301	500	Federal	GW	S
SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	GW	P
FEDERAL 47	31	160S	260E	4301931318	500	Federal	GW	P
SAN ARROYO 1625-22O	22	160S	250E	4301931580	505	Federal	GW	S

# BEATTY & WOZNIAK, P.C.

ATTORNEYS AT LAW

216 SIXTEENTH STREET, SUITE 1100  
DENVER, COLORADO 80202-5115  
TELEPHONE (303) 407-4499  
FACSIMILE (303) 407-4494  
www.bwenergylaw.com

CASPER

CHEYENNE

DENVER

SALT LAKE CITY

SANTA FE

JENNIFER STOLDT

PHONE: (303) 407-4499

E-MAIL: JSTOLDT@BWENERGYLAW.COM

November 21, 2013

VIA FEDERAL EXPRESS

Utah Division of Oil, Gas and Mining  
Attn: Rachel Medina  
1594 West North Temple, Suite 1210  
Salt Lake City, UT 84116

RECEIVED  
NOV 22 2013  
DIV. OF OIL, GAS & MINING

Re: Sundry Notices and Reports on Wells – Change of Operator (Form 9)  
Our File No.: 9517.0001

Dear Ms. Madina:

Enclosed for notice and filing please find an original and three (3) copies of the Sundry Notices and Reports on Wells, list of wells, and copies of BLM Bond No. RLB0015347 and Utah State Bond No. RLB0015348.

If you have any questions regarding the enclosed documents, please call me directly at 303-407-4459. Thank you for your assistance in this matter.

Very truly yours,

BEATTY & WOZNIAK, P.C.



Jennifer Stoldt

Enclosures  
00292177.DOCX

Energy in the Law®

Operating in Wyoming as Beatty, Wozniak & Reese

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

FORM 9

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>See Attached List</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: <b>See Attached List</b>
2. NAME OF OPERATOR: <b>Augustus Energy Partners, LLC</b> <i>N3505</i>		8. WELL NAME and NUMBER: <b>See Attached List</b>
3. ADDRESS OF OPERATOR: 2016 Grand Ave. Ste A <small>CITY</small> <b>Billings</b> <small>STATE</small> <b>MT</b> <small>ZIP</small> <b>59102</b>		9. API NUMBER: <b>See Attach</b>
PHONE NUMBER: <b>(406) 294-5990</b>		10. FIELD AND POOL, OR WILDCAT: <b>See Attached List</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____		COUNTY: <b>See Attached List</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____		STATE: <b>UTAH</b>

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate)  Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only)  Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Change of Operator</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Effective 11/11/13</u>

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

Southwestern Energy Ventures Company, LLC will become operator of the wells per the attached list effective 11/11/2013.  
Attn: Ezra Lee  
P. O. Box 1056  
Bayfield, CO 81122  
970-884-4869  
ezra@crossfire-llc.com

Bond Coverage for operations conducted on these wells is being provided by Southwestern Energy Ventures Company, LLC in the form of a \$ 120,000 statewide Bond.

Utah State bond number RLB0015348 Surety number (Letter of credit ) \_\_\_\_\_

BLM Bond Number RLB0015347

NAME (PLEASE PRINT) Ezra Lee TITLE Manager

SIGNATURE [Signature] DATE 11-13-13

---

NAME (PLEASE PRINT) Duane Zimmerman TITLE VP Operations

SIGNATURE [Signature] DATE 11/11/13

*N3505*

(This space for State use only)

**APPROVED**

**DEC 01 2013**

(5/2000) DIV. OIL GAS & MINING

BY: Rachel Medina

*\* San Arroyo U40  
not moved b/c its  
a P/A Federal well.*

(See Instructions on Reverse Side)

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	Twnshp-Rng
1	AUGUSTUS ENERGY PARTNERS LLC	43-019-11090-00-00	SAN ARROYO U 35	891003589A	UTU63022X		500	SESW	24	16S-25E
2	AUGUSTUS ENERGY PARTNERS LLC	43-019-15885-00-00	SAN ARROYO 2	891003598B	UTU63022X		505	SESW	22	16S-25E
3	AUGUSTUS ENERGY PARTNERS LLC	43-019-15886-00-00	SAN ARROYO 3	891003589A	UTU63022X		500	SESW	23	16S-25E
4	AUGUSTUS ENERGY PARTNERS LLC	43-019-15887-00-00	SAN ARROYO 4	891003589A	UTU63022X		500	SESW	30	16S-26E
5	AUGUSTUS ENERGY PARTNERS LLC	43-019-15888-00-00	SAN ARROYO 5	891003598B	UTU63022X		505	NWSE	25	16S-25E
6	AUGUSTUS ENERGY PARTNERS LLC	43-019-15889-00-00	SAN ARROYO 6	891003598B	UTU63022X		505	SWNE	21	16S-25E
7	AUGUSTUS ENERGY PARTNERS LLC	43-019-15890-00-00	SAN ARROYO 8	891003589A	UTU63022X		500	SWSW	16	16S-25E
8	AUGUSTUS ENERGY PARTNERS LLC	43-019-15891-00-00	SAN ARROYO 9	891003589A	UTU63022X		500	NWNE	27	16S-25E
9	AUGUSTUS ENERGY PARTNERS LLC	43-019-15892-00-00	SAN ARROYO 11	891003589A	UTU63022X		500	NESW	15	16S-25E
10	AUGUSTUS ENERGY PARTNERS LLC	43-019-15893-00-00	SAN ARROYO 12	891003589A	UTU63022X		500	SWSW	23	16S-25E
11	AUGUSTUS ENERGY PARTNERS LLC	43-019-15894-00-00	SAN ARROYO 13	891003589A	UTU63022X		500	C-SW	22	16S-25E
12	AUGUSTUS ENERGY PARTNERS LLC	43-019-15896-00-00	SAN ARROYO 16	891003589A	UTU63022X		500	SESW	26	16S-25E
13	AUGUSTUS ENERGY PARTNERS LLC	43-019-15897-00-00	SAN ARROYO 17	891003589A	UTU63022X		500	NENE	24	16S-25E
14	AUGUSTUS ENERGY PARTNERS LLC	43-019-15898-00-00	SAN ARROYO 18	891003589A	UTU63022X		500	NWNW	30	16S-26E
15	AUGUSTUS ENERGY PARTNERS LLC	43-019-15899-00-00	SAN ARROYO 19	891003589A	UTU63022X		500	SWSE	14	16S-25E
16	AUGUSTUS ENERGY PARTNERS LLC	43-019-15900-00-00	SAN ARROYO 20	891003589A	UTU63022X		500	SENE	26	16S-25E
17	AUGUSTUS ENERGY PARTNERS LLC	43-019-15901-00-00	SAN ARROYO 21	891003589A	UTU63022X		500	NWSE	25	16S-25E
18	AUGUSTUS ENERGY PARTNERS LLC	43-019-15902-00-00	SAN ARROYO 22	891003589A	UTU63022X		500	NENE	15	16S-25E
19	AUGUSTUS ENERGY PARTNERS LLC	43-019-15903-00-00	SAN ARROYO 24	891003589A	UTU63022X		500	SESW	19	16S-26E
20	AUGUSTUS ENERGY PARTNERS LLC	43-019-15904-00-00	SAN ARROYO 25	891003589A	UTU63022X		500	SWNE	21	16S-25E
21	AUGUSTUS ENERGY PARTNERS LLC	43-019-15905-00-00	SAN ARROYO 26	891003589A	UTU63022X		500	SWSW	20	16S-26E
22	AUGUSTUS ENERGY PARTNERS LLC	43-019-15906-00-00	SAN ARROYO 27	891003589A	UTU63022X		500	NESW	29	16S-26E
23	AUGUSTUS ENERGY PARTNERS LLC	43-019-15907-00-00	SAN ARROYO 28	891003589A	UTU63022X		500	NWNE	29	16S-26E
24	AUGUSTUS ENERGY PARTNERS LLC	43-019-15908-00-00	SAN ARROYO 29	891003589A	UTU63022X		500	NENE	22	16S-25E
25	AUGUSTUS ENERGY PARTNERS LLC	43-019-15909-00-00	SAN ARROYO 30	891003589A	UTU63022X		500	NWSW	21	16S-26E
26	AUGUSTUS ENERGY PARTNERS LLC	43-019-16532-00-00	SAN ARROYO 1	891003598B	UTU63022X		505	SESW	26	16S-25E
27	AUGUSTUS ENERGY PARTNERS LLC	43-019-30527-00-00	SAN ARROYO 31	891003589A	UTU63022X		500	NWNW	22	16S-25E
28	AUGUSTUS ENERGY PARTNERS LLC	43-019-30528-00-00	SAN ARROYO 32	891003589A	UTU63022X		500	SWSW	14	16S-25E
29	AUGUSTUS ENERGY PARTNERS LLC	43-019-30608-00-00	SAN ARROYO 33	891003589A	UTU63022X		500	SWSW	25	16S-25E
30	AUGUSTUS ENERGY PARTNERS LLC	43-019-31251-00-00	SAN ARROYO U 36-A	891003589A	UTU63022X		500	SESE	19	16S-26E
31	AUGUSTUS ENERGY PARTNERS LLC	43-019-31252-00-00	SAN ARROYO U 37	891003589A	UTU63022X		500	SWNE	20	16S-26E
32	AUGUSTUS ENERGY PARTNERS LLC	43-019-31253-00-00	SAN ARROYO U 38	891003589A	UTU63022X		500	SWNE	16	16S-25E
33	AUGUSTUS ENERGY PARTNERS LLC	43-019-31289-00-00	SAN ARROYO U 41	891003589A	UTU63022X		500	NENE	36	16S-25E
34	AUGUSTUS ENERGY PARTNERS LLC	43-019-31290-00-00	SAN ARROYO U 42	891003589A	UTU63022X		500	NESE	30	16S-26E
35	AUGUSTUS ENERGY PARTNERS LLC	43-019-31291-00-00	SAN ARROYO U 43	891003589A	UTU63022X		500	NESE	29	16S-26E
36	AUGUSTUS ENERGY PARTNERS LLC	43-019-31299-00-00	SAN ARROYO 45	891003589A	UTU63022X		500	NWSE	20	16S-26E
37	AUGUSTUS ENERGY PARTNERS LLC	43-019-31301-00-00	SAN ARROYO 44	891003589A	UTU63022X		500	SENE	30	16S-26E
38	AUGUSTUS ENERGY PARTNERS LLC	43-019-31316-00-00	SAN ARROYO 49	891003589A	UTU63022X		500	NENW	29	16S-26E
39	AUGUSTUS ENERGY PARTNERS LLC	43-019-31580-00-00	SAN ARROYO 1625-220	891003598B	UTU63022X		505	SWSE	22	16S-25E
40	AUGUSTUS ENERGY PARTNERS LLC	43-019-31250-00-00	SAN ARROYO U 40	891003598B	UTU63022X		505	NWNE	27	16S-25E
41	AUGUSTUS ENERGY PARTNERS LLC	43-019-31318-00-00	FEDERAL 47	891003589A	UTU63022X		500	NWNE	31	16S-26E
44	AUGUSTUS ENERGY PARTNERS LLC	43-019-15884-00-00	FEDERAL 174 1	UTU126528		NW115	8340	SESW	11	16S-25E
42	AUGUSTUS ENERGY PARTNERS LLC	43-047-30765-00-00	BLACK HORSE CANYON FED 31-1	UTU14234			8345	NWSW	31	15S-24E
43	AUGUSTUS ENERGY PARTNERS LLC	43-019-11089-00-00	FEDERAL GILBERT 1	UTU0125628			8341	SWNE	11	16S-25E

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	TwnsHP-Rng
45	AUGUSTUS ENERGY PARTNERS LLC	43-019-30570-00-00	ARCO 27-1	UTU29645			11595	NWSW	27	16S-25E
46	AUGUSTUS ENERGY PARTNERS LLC	43-019-30047-00-00	BITTER CREEK 1				515	SWSE	2	16S-25E
47	AUGUSTUS ENERGY PARTNERS LLC	43-019-30240-00-00	ARCO-STATE 2-1				520	NESE	2	16S-24E
48	AUGUSTUS ENERGY PARTNERS LLC	43-019-30241-00-00	ARCO-STATE 2-2				520	NWNW	2	16S-24E
49	AUGUSTUS ENERGY PARTNERS LLC	43-019-31162-00-00	ARCO STATE 36-7				9710	SWSE	36	15.5S-24E
50	AUGUSTUS ENERGY PARTNERS LLC	43-019-31192-00-00	ARCO STATE 36-8				9710	SWSW	36	15.5S-24E

Division of Oil, Gas and Mining  
 Operator Change/Name Change Worksheet-for State use only

Effective Date: 11/1/2014

FORMER OPERATOR:	NEW OPERATOR:
Southwestern Energy Ventures Company, LLC N4035 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411	SWEVCO-SABW, LLC N4155 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411
CA Number(s):	San Arroyo

**WELL INFORMATION:**

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

**OPERATOR CHANGES DOCUMENTATION:**

- Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2014
- Sundry or legal documentation was received from the **NEW** operator on: 10/21/2014
- New operator Division of Corporations Business Number: 8820416-0161

**REVIEW:**

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Reports current for Production/Disposition & Sundries: 10/27/2014
- OPS/SI/TA well(s) reviewed for full cost bonding: 10/27/2014
- UIC5 on all disposal/injection/storage well(s) approved on: N/A
- Surface Facility(s) included in operator change: None
- Inspections of PA state/fee well sites complete on (only upon operators request): N/A

**NEW OPERATOR BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: RLB0015753
- Indian well(s) covered by Bond Number: RLB0015753
- State/fee well(s) covered by Bond Number(s): RLB0015799

**DATA ENTRY:**

- Well(s) update in the **OGIS** on: 11/3/2014
- Entity Number(s) updated in **OGIS** on: 11/3/2014
- Unit(s) operator number update in **OGIS** on: 11/3/2014
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/3/2014
- Surface Facilities update in **RBDMS** on: N/A

**LEASE INTEREST OWNER NOTIFICATION:**

- The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 11/3/2014

**COMMENTS:**

---

## Southwestern Energy Ventures Company, LLC to SWEVCO-SABW, LLC

Effective November 1, 2014

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status	Unit
ARCO 27-1	27	160S	250E	4301930570	11595	Federal	Federal	GW	P	
BLACK HORSE CANYON FED 31-1	31	150S	240E	4304730765	8345	Federal	Federal	GW	P	
FEDERAL 174 1	11	160S	250E	4301915884	8340	Federal	Federal	GW	P	
FEDERAL GILBERT 1	11	160S	250E	4301911089	8341	Federal	Federal	GW	P	
ARCO STATE 36-7	36	155S	240E	4301931162	9710	State	State	GW	P	
ARCO-STATE 2-1	2	160S	240E	4301930240	520	State	State	GW	P	
ARCO-STATE 2-2	2	160S	240E	4301930241	520	State	State	GW	P	
BITTER CREEK 1	2	160S	250E	4301930047	515	State	State	GW	P	
BAR X UNIT 11	18	170S	260E	4301930592	19413	Federal	Federal	GW	S	
BAR X UNIT 25	12	170S	250E	4301931371	19414	Federal	Federal	GW	S	
BAR X UNIT 4	18	170S	260E	4301915023	19412	Federal	Federal	GW	S	
ARCO STATE 36-8	36	155S	240E	4301931192	9710	State	State	GW	S	
FEDERAL 47	31	160S	260E	4301931318	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 22	15	160S	250E	4301915902	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 26	20	160S	260E	4301915905	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 27	29	160S	260E	4301915906	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 28	29	160S	260E	4301915907	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 30	21	160S	260E	4301915909	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 33	25	160S	250E	4301930608	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 44	30	160S	260E	4301931301	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 45	20	160S	260E	4301931299	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 43	29	160S	260E	4301931291	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	State	GW	P	SAN ARROYO
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	State	GW	P	SAN ARROYO
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	Fee	GW	P	SAN ARROYO
SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 1625-220	22	160S	250E	4301931580	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 29	22	160S	250E	4301915908	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 31	22	160S	250E	4301930527	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	Federal	GW	S	SAN ARROYO

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

FORM 9

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>See Attached</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: <b>See Attached</b>
2. NAME OF OPERATOR: <b>SOUTHWESTERN ENERGY VENTURES COMPANY, LLC Operator #N4035</b>		8. WELL NAME and NUMBER: <b>See Attached</b>
3. ADDRESS OF OPERATOR: 2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537		9. API NUMBER: <b>Attached</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>See Attached</b>		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: <b>See Attached</b>
		STATE: <b>UTAH</b>

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate)  Approximate date work will start: _____  <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only)  Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Please see attached list of wells, transferring operations to new operator SWEVCO-SABW, LLC #N4155

NAME (PLEASE PRINT) <u>Ezra Lee</u>	TITLE <u>President, Southwestern Energy Ventures Comp.</u>
SIGNATURE	DATE <u>10-16-14</u>

(This space for State use only)

**APPROVED**

**NOV 03 2014**

DIV. OIL GAS & MINING (See Instructions on Reverse Side)

BY: Rachel Medina

**RECEIVED**  
**OCT 21 2014**

DIV. OF OIL, GAS & MINING

UTAH																									
API Well Number	Well Name	Operator	Well Status	Well Type	WI	NRI	RI	OR	Field Name/Unit #	Surface Ownership	Mineral Lease	Lease Number	County	Qtr/Qtr	Section	Township-Range	FNL/FSL	FEL/FWL	Latitude	Longitude	Elev. GR	TD	Unit #	PUMPER	
<b>OPERATED</b>																									
<b>Outside the Unit</b>																									
43-019-30570	ARCO 27-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	Federal	Federal	U-29645	GRAND	NWSW	27	16S-25E	1787	S	1200	W	39.3846	-109.14821	6740	5700	Chris
43-019-31162	ARCO STATE 36-7	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSE	36	15.5S-24E	540	S	1550	E	39.45341	-109.21341	8319	7945	Chris
43-019-31192	ARCO STATE 36-8	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSW	36	15.5S-24E	945	S	850	W	39.54688	-109.22361	7789	7490	Chris
43-019-30240	ARCO STATE 2-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NESE	2	16S-24E	2194	S	991	E	39.44346	-109.23015	8443	7600	Chris
43-019-30241	ARCO STATE 2-2	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NWNW	2	16S-24E	769	N	857	W	39.44995	-109.24212	7886	7250	Chris
43-019-30047	BITTER CREEK 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	State	State	ML-25151	GRAND	SWSE	2	16S-25E	395	S	2530	E	39.4387	-109.12413	7375	6658	Chris
43-047-30765	BLACK HORSE CANYON FED 31-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	BLACK HORSE CYN	Federal	Federal	U-14234	UINTAH	NWSW	31	15S-24E	1820	S	500	W	39.46736	-109.28001	8262	7910	Chris
43-019-15884	FEDERAL 174 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84875000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SESW	11	16S-25E	1285	S	2090	W	39.42669	-109.1264	6577	5299	Chris
43-019-11089	FEDERAL GILBERT 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SWNE	11	16S-25E	1700	N	1830	E	39.4329	-109.12144	7001	6200	Chris
43-019-15023	BAR X UNIT 4	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NENE	18	17S-26E	660	N	660	E	39.33379	-109.07281	5146	3599	Chris
43-019-30592	BAR X UNIT 11	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NWNW	18	17S-26E	1319	N	1285	W	39.33203	-109.08486	5200	3466	Chris
43-019-31371	BAR X UNIT 25	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064806	GRAND	NWSE	12	17S-25E	1384	S	2165	E	39.33965	-109.09684	5273	3742	Chris
<b>San Arroyo Unit</b>																									
43-019-16532	SAN ARROYO 1	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-071307	GRAND	SENW	26	16S-25E	1712	N	2566	W	39.38943	-109.12453	6033	5065	Chris
43-019-15892	SAN ARROYO 11	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05059C	GRAND	NESW	15	16S-25E	1760	S	1990	W	39.41349	-109.14544	7524	6367	Chris
43-019-15893	SAN ARROYO 12	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SWSW	23	16S-25E	1140	S	1220	W	39.39734	-109.12949	6507	4731	Chris
43-019-15894	SAN ARROYO 13	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	C-SW	22	16S-25E	1320	S	1320	W	39.39783	-109.14783	7592	6260	Chris
43-019-15896	SAN ARROYO 16	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	26	16S-25E	1125	S	1790	W	39.38276	-109.12746	5922	4884	Chris
43-019-15897	SAN ARROYO 17	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25243	GRAND	NENE	24	16S-25E	660	N	940	E	39.40676	-109.09956	5983	5003	Chris
43-019-15898	SAN ARROYO 18	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNW	30	16S-26E	660	N	990	W	39.39241	-109.09272	5778	4128	Chris
43-019-15899	SAN ARROYO 19	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSE	14	16S-25E	820	S	1610	E	39.41086	-109.12089	6305	5200	Chris
43-019-15885	SAN ARROYO 2	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0370A	GRAND	SENW	22	16S-25E	2420	N	2430	W	39.40199	-109.14379	7752	6826	Chris
43-019-15900	SAN ARROYO 20	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SENE	26	16S-25E	1360	N	170	E	39.39025	-109.11553	6855	5457	Chris
43-019-15901	SAN ARROYO 21	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2066	S	2340	E	39.3853	-109.1047	5878	4299	Chris
43-019-15902	SAN ARROYO 22	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011A	GRAND	NENE	15	16S-25E	1210	N	990	E	39.41968	-109.13711	6480	5500	Chris
43-019-15903	SAN ARROYO 24	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06188	GRAND	SENW	19	16S-26E	2450	N	1495	W	39.40194	-109.09106	6023	4815	Chris
43-019-15904	SAN ARROYO 25	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25244	GRAND	SWNE	21	16S-25E	1520	N	1805	E	39.40437	-109.15872	7599	5894	Chris
43-019-15905	SAN ARROYO 26	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25297	GRAND	SWSW	20	16S-26E	660	S	660	W	39.39603	-109.07543	5800	4800	Chris
43-019-15906	SAN ARROYO 27	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06021	GRAND	NESE	29	16S-26E	1990	S	2100	W	39.3851	-109.07027	5584		Chris
43-019-15907	SAN ARROYO 28	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-5650	GRAND	NWNE	29	16S-26E	660	N	1980	E	39.39225	-109.06591	5690	4260	Chris
43-019-15908	SAN ARROYO 29	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	NENE	22	16S-25E	1300	N	195	E	39.40492	-109.13429	6849	5200	Chris
43-019-15887	SAN ARROYO 3	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	SENW	23	16S-25E	1425	N	1450	W	39.40481	-109.12847	6474	5460	Chris
43-019-15909	SAN ARROYO 30	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSW	21	16S-26E	2600	S	900	W	39.40124	-109.05587	5481	4293	Chris
43-019-30527	SAN ARROYO 31	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNW	22	16S-25E	1111	N	913	W	39.40567	-109.14907	7742	6071	Chris
43-019-30528	SAN ARROYO 32	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSW	14	16S-25E	678	S	370	W	39.41086	-109.13255	6325	4964	Chris
43-019-30608	SAN ARROYO 33	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SWSW	25	16S-25E	634	S	728	W	39.3815	-109.1126	5966	4600	Chris
43-019-15887	SAN ARROYO 4	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	30	16S-26E	1080	S	1800	W	39.38264	-109.09012	5735	4860	Chris
43-019-31301	SAN ARROYO 44*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	SENE	30	16S-26E	1342	N	741	E	39.39033	-109.08018		5020	Chris
43-019-31299	SAN ARROYO 45*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSE	20	16S-26E	1482	S	1866	E	39.39813	-109.06575		4786	Chris
43-01931318-	SAN ARROYO 47*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNE	31	16S-26E	600	N	1400	E	39.3779	-109.08244		4505	Chris
43-019-31316	SAN ARROYO 49*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-025245	GRAND	NENW	29	16S-26E	1300	N	1666	W	39.39059	-109.07165		4835	Chris
43-019-15888	SAN ARROYO 5	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2030	S	2290	E	39.3852	-109.10452	5878	4940	Chris
43-019-15889	SAN ARROYO 6	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-025244	GRAND	SWNE	21	16S-25E	1940	N	1695	E	39.40321	-109.15836	7588	6510	Chris
43-019-15890	SAN ARROYO 8	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	State	Federal	U-0369	GRAND	SWSW	16	16S-25E	1110	S	1310	W	39.41172	-109.16659	7350	5870	Chris
43-019-15891	SAN ARROYO 9	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNE	27	16S-									

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:  
**See Attached**

**SUNDRY NOTICES AND REPORTS ON WELLS**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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:  
**See Attached**

1. TYPE OF WELL  
OIL WELL  GAS WELL  OTHER \_\_\_\_\_

8. WELL NAME and NUMBER:  
**See Attached**

2. NAME OF OPERATOR:  
**SWEVCO-SABW, LLC** Operator #N4155

9. API NUMBER:  
**Attached**

3. ADDRESS OF OPERATOR:  
2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537

PHONE NUMBER:  
**(970) 669-7411**

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL  
FOOTAGES AT SURFACE: **See Attached** COUNTY: **See Attached**  
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: **UTAH**

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

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

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

Please see attached list of wells, taking over as operator from Southwestern Energy Ventures Company, LLC #N4035  
 Effective date: November 1, 2014  
 BLM Bond: RLB 0015753  
 State Bond: RLB0015799

NAME (PLEASE PRINT) Kellie Diffendaffer TITLE Accounting Manager  
 SIGNATURE *Kellie Diffendaffer* DATE 10/14/14

(This space for State use only)

**RECEIVED**  
OCT 21 2014

**APPROVED**  
NOV 03 2014  
DIV. OIL GAS & MINING  
BY: Rachel Medina

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

DIV. OF OIL, GAS & MINING

UTAH																									
API Well Number	Well Name	Operator	Well Status	Well Type	WI	NRI	RI	OR	Field Name/Unit #	Surface Ownership	Mineral Lease	Lease Number	County	Qtr/Qtr	Section	Township-Range	FNL/FSL	FEL/FWL	Latitude	Longitude	Elev. GR	TD	Unit #	PUMPER	
<b>OPERATED</b>																									
<b>Outside the Unit</b>																									
43-019-30570	ARCO 27-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	Federal	Federal	U-29645	GRAND	NWSW	27	16S-25E	1787	S	1200	W	39.3846	-109.14821	6740	5700	Chris
43-019-31162	ARCO STATE 36-7	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSE	36	15.5S-24E	540	S	1550	E	39.45341	-109.21341	8319	7945	Chris
43-019-31192	ARCO STATE 36-8	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSW	36	15.5S-24E	945	S	850	W	39.45468	-109.22361	7789	7490	Chris
43-019-30240	ARCO STATE 2-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NESE	2	16S-24E	2194	S	991	E	39.44346	-109.23015	8443	7600	Chris
43-019-30241	ARCO STATE 2-2	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NWNW	2	16S-24E	769	N	857	W	39.44995	-109.24212	7886	7250	Chris
43-019-30047	BITTER CREEK 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	State	State	ML-25151	GRAND	SWSE	2	16S-25E	395	S	2530	E	39.4387	-109.12413	7375	6658	Chris
43-047-30765	BLACK HORSE CANYON FED 31-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	BLACK HORSE CYN	Federal	Federal	U-14234	UINTAH	NWSW	31	15S-24E	1820	S	500	W	39.46736	-109.28001	8262	7910	Chris
43-019-15884	FEDERAL 174 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84875000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SESW	11	16S-25E	1285	S	2090	W	39.42669	-109.1264	6577	5299	Chris
43-019-11089	FEDERAL GILBERT 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SWNE	11	16S-25E	1700	N	1830	E	39.4329	-109.12144	7001	6200	Chris
43-019-15023	BAR X UNIT 4	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NENE	18	17S-26E	660	N	660	E	39.33379	-109.07281	5146	3599	Chris
43-019-30592	BAR X UNIT 11	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NWNW	18	17S-26E	1319	N	1285	W	39.33203	-109.08486	5200	3466	Chris
43-019-31371	BAR X UNIT 25	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064806	GRAND	NWSE	12	17S-25E	1384	S	2165	E	39.33965	-109.09684	5273	3742	Chris
<b>San Arroyo Unit</b>																									
43-019-16532	SAN ARROYO 1	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-071307	GRAND	SESW	26	16S-25E	1712	N	2566	W	39.38943	-109.12453	6033	5065	Chris
43-019-15892	SAN ARROYO 11	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05059C	GRAND	NESE	15	16S-25E	1760	S	1990	W	39.41349	-109.14544	7524	6367	Chris
43-019-15893	SAN ARROYO 12	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SWSW	23	16S-25E	1140	S	1220	W	39.39734	-109.12949	6507	4731	Chris
43-019-15894	SAN ARROYO 13	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	C-SW	22	16S-25E	1320	S	1320	W	39.39783	-109.14783	7592	6260	Chris
43-019-15896	SAN ARROYO 16	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	26	16S-25E	1125	S	1790	W	39.38276	-109.12746	5922	4884	Chris
43-019-15897	SAN ARROYO 17	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25243	GRAND	NENE	24	16S-25E	660	N	940	E	39.40676	-109.09956	5983	5003	Chris
43-019-15898	SAN ARROYO 18	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNW	30	16S-26E	660	N	990	W	39.39241	-109.09272	5778	4128	Chris
43-019-15899	SAN ARROYO 19	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSE	14	16S-25E	820	S	1610	E	39.41086	-109.12089	6305	5200	Chris
43-019-15885	SAN ARROYO 2	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0370A	GRAND	SESW	22	16S-25E	2420	N	2430	W	39.40199	-109.14379	7752	6826	Chris
43-019-15900	SAN ARROYO 20	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SENE	26	16S-25E	1360	N	170	E	39.39025	-109.11553	6855	5457	Chris
43-019-15901	SAN ARROYO 21	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2066	S	2340	E	39.3853	-109.1047	5878	4299	Chris
43-019-15902	SAN ARROYO 22	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011A	GRAND	NENE	15	16S-25E	1210	N	990	E	39.41968	-109.13711	6480	5500	Chris
43-019-15903	SAN ARROYO 24	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06188	GRAND	SESW	19	16S-26E	2450	N	1495	W	39.40194	-109.09106	6023	4815	Chris
43-019-15904	SAN ARROYO 25	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25244	GRAND	SWNE	21	16S-25E	1520	N	1805	E	39.40437	-109.15872	7599	5894	Chris
43-019-15905	SAN ARROYO 26	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25297	GRAND	SWSW	20	16S-26E	660	S	660	W	39.39603	-109.07543	5800	4800	Chris
43-019-15906	SAN ARROYO 27	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06021	GRAND	NESE	29	16S-26E	1990	S	2100	W	39.3851	-109.07027	5584		Chris
43-019-15907	SAN ARROYO 28	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-5650	GRAND	NWNE	29	16S-26E	660	N	1980	E	39.39225	-109.06591	5690	4260	Chris
43-019-15908	SAN ARROYO 29	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	NENE	22	16S-25E	1300	N	195	E	39.40492	-109.13429	6849	5200	Chris
43-019-15886	SAN ARROYO 3	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	SESW	23	16S-25E	1425	N	1450	W	39.40481	-109.12847	6474	5460	Chris
43-019-15909	SAN ARROYO 30	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSW	21	16S-26E	2600	S	900	W	39.40124	-109.05587	5481	4293	Chris
43-019-30527	SAN ARROYO 31	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNW	22	16S-25E	1111	N	913	W	39.40567	-109.14907	7742	6071	Chris
43-019-30528	SAN ARROYO 32	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSW	14	16S-25E	678	S	370	W	39.41066	-109.13255	6325	4964	Chris
43-019-30608	SAN ARROYO 33	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SWSW	25	16S-25E	634	S	728	W	39.3815	-109.1126	5966	4600	Chris
43-019-15887	SAN ARROYO 4	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	30	16S-26E	1080	S	1800	W	39.38264	-109.09012	5735	4860	Chris
43-019-31301	SAN ARROYO 44*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	SENE	30	16S-26E	1342	N	741	E	39.39033	-109.08018		5020	Chris
43-019-31299	SAN ARROYO 45*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSE	20	16S-26E	1482	S	1866	E	39.39813	-109.06575		4786	Chris
43-01931318-	SAN ARROYO 47*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNE	31	16S-26E	600	N	1400	E	39.3779	-109.08244		4505	Chris
43-019-31316	SAN ARROYO 49*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-025245	GRAND	NENW	29	16S-26E	1300	N	1666	W	39.39059	-109.07165		4835	Chris
43-019-15888	SAN ARROYO 5	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2030	S	2290	E	39.3852	-109.10452	5878	4940	Chris
43-019-15889	SAN ARROYO 6	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-025244	GRAND	SWNE	21	16S-25E	1940	N	1695	E	39.40321	-109.15836	7588	6510	Chris
43-019-15890	SAN ARROYO 8	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	State	Federal	U-0369	GRAND	SWSW	16	16S-25E	1110	S	1310	W	39.41172	-109.16659	7350	5870	Chris
43-019-15891	SAN ARROYO 9	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNE	27	16S-									

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9  5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-31928
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:  7. UNIT or CA AGREEMENT NAME: TIN CUP MESA
1. TYPE OF WELL Water Injection Well	8. WELL NAME and NUMBER: TIN CUP MESA 1-25
2. NAME OF OPERATOR: MAR/REG OIL COMPANY	9. API NUMBER: 43037306900000
3. ADDRESS OF OPERATOR: PO Box 18148 , Reno, NV, 89511	PHONE NUMBER: 755 852-7444 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1950 FNL 0790 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 25 Township: 38.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: TIN CUP MESA  COUNTY: SAN JUAN  STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/30/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Request for Extension"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
 Request an extension to conduct remedial work. Request extension to April 30, 2015. Operator will monitor casing pressure weekly and file pressure report monthly.

Approved by the  
Utah Division of  
Oil, Gas and Mining

**COPY SENT TO OPERATOR**

Date: 11.3.2014  
Initials: KS

Date: 10/31/14  
By: [Signature]

NAME (PLEASE PRINT) Tariq Ahmad	PHONE NUMBER 775 852-7444	TITLE Petroleum Engineer
SIGNATURE N/A	DATE 10/29/2014	