

FILE NOTATIONS

Entered in NID File _____
 Entered On S R Sheet _____
 Location Map Pinned _____
 Card Indexed _____
 I W R for State or Fee Land _____

10600
10600

Checked by Chief _____
 Copy NID to Field Office _____
 Approval Letter _____
 Disapproval Letter _____

COMPLETION DATA:

Date Well Completed 3-8-55
 OW _____ WW _____ TA _____
SIGW _____ OS _____ PA _____

Location Inspected _____
 Bond released _____
 State of Fee Land _____

LOGS FILED

Driller's Log _____
 Electric Logs (No.) _____
 E _____ I _____ E-I _____ GR _____ GR-N _____ Micro _____
 Lat _____ Mi-L _____ Sonic _____ Others _____

INDEXED

1953



Smith sold
interest to

Mrs.
Louis V. Chase + Maccari
Mrs

9201 Wilshire Blvd.

Beverly Hills, Calif. - 90210

(213)
#0 773 - 2145



selling gas to Texas

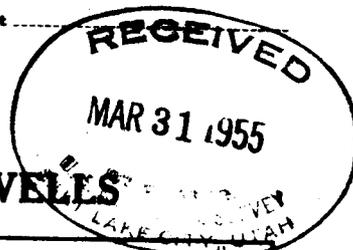
5/25/73 PMB

	31		0

(SUBMIT IN TRIPLICATE)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

Lead Office Salt Lake City
Lease No. u-012562
Unit _____



ORIGINAL FORWARDED TO CASPER

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)

March 30, 1955

Well No. 1 is located 1650 ft. from N line and 330 ft. from E line of sec. 31
(1/4 Sec. and Sec. No.) NE (Twp.) 19 South 24 East Salt Lake Mer. (Meridian)
Sieber Nose (Wildcat) Grand Utah
(Field) (County or Subdivision) (State or Territory)

The elevation of the derrick floor above sea level is _____ ft.

DETAILS OF WORK

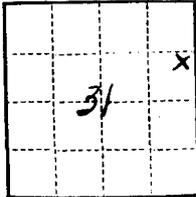
(State names of and expected depths to objective sands; show sizes, weights, and lengths of proposed casings; indicate mudding jobs, cementing points, and all other important proposed work)

Surface 150 feet 10" casing cemented 60 bags cement circulated bottom up.
 Entrada test Estimated 2300 feet.
 Casing 8 5/8 OD may be run to shut water off from Decota Sands with formation shut off.
 Casing 7" OD 17 lb. set to top of producing zone and circulated cement up from bottom to cement Decota or other water zones. Estimated 75 sacks.

(APPROVAL IS CONDITIONAL UPON COMPLIANCE WITH THE TERMS ATTACHED HERETO)

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

Company Toles and Toles
 Address Fruita Colo.
 Phone 055R11
 By M. F. Toles
 Title _____

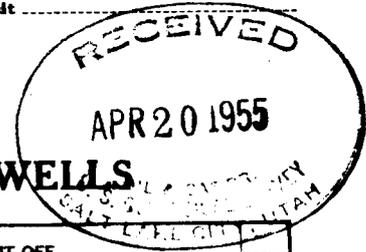


(SUBMIT IN TRIPLICATE)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

Land Office Salt Lake
Lease No. U-012362
Unit _____

ORIGINAL FORWARDED TO CASPER



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.....	<u>Surface casing & cement</u>	<u>X</u>

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

Well No. 1 is located 330 ft. from N line and 330 ft. from E line of sec. 31
SE 1/4 1955
NE-SE-NE 19-5 24-E SHM.
 (1/4 Sec. and Sec. No.) (Twp.) (Range) (Meridian)
Scibler Grand Utah
 (Field) (County or Subdivision) (State or Territory)

The elevation of the derrick floor above sea level is _____ 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)

Wed April 13 - 10 AM.
 Set 148 Feet 9 inches of 40-lb 10 3/4 casing at 153' 9"
 below floor of rig. Coupling at bottom of sump.
 Cemented by Haliburton Cement Co. Excellent cement
 Return around pipe in sump - 14 feet cement in
 casing - 55 bags circulated.
 Drilled out Thursday Afternoon - 14th.
 Well at 715 Feet April 18-1955

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

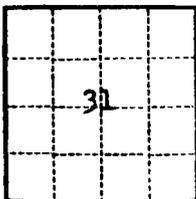
Company Tokes & Tokes Drilling Contractors

Address Fruite, Colo.

Approved APR 21 1955

[Signature]
District Engineer

By John R. Tokes
Title Partner



(SUBMIT IN TRIPPLICATE)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

Lead Office _____
Lease No. Utah 012362
Unit _____

(REC'D USGS CASPER 5-6-66
" " SLC 5-9-55)

ORIGINAL FORWARDED TO CASPER

(COPY)

SUNDRY NOTICES AND REPORTS ON WELLS

NOTICE OF INTENTION TO DRILL		SUBSEQUENT REPORT OF WATER SHUT-OFF	
NOTICE OF INTENTION TO CHANGE PLANS	X	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		Correction of Location	X

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

May 3, 1955

Well No. 1 is located 3630 ft. from $\begin{matrix} N \\ S \end{matrix}$ line and 330 ft. from $\begin{matrix} E \\ W \end{matrix}$ line of sec. 31
 NE $\frac{1}{4}$ SE $\frac{1}{4}$ NE $\frac{1}{4}$ 31 19 South 24 East S.L.M.
($\frac{1}{4}$ Sec. and Sec. No.) (Twp.) (Range) (Meridian)
 Sieber Nose (Wildcat) Grand Utah
(Field) (County or Subdivision) (State or Territory)

The elevation of the derrick floor above sea level is 4707 ft.

DETAILS OF WORK

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

Seven inch (20 lb.) casing to be used as a cave string and for possible water shut off in place of the eight and five eights. Depth of casing not yet determined but estimated at 2,015 feet.

Five and one half inch (17 lb) casing to be set at top of producing zone.

No change in cementing plan.

Entrada now estimated at 2700 feet.

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

Company Toles & Toles Drilling Contractors

Address Fruita, Colorado

By /s/ M. F. Toles

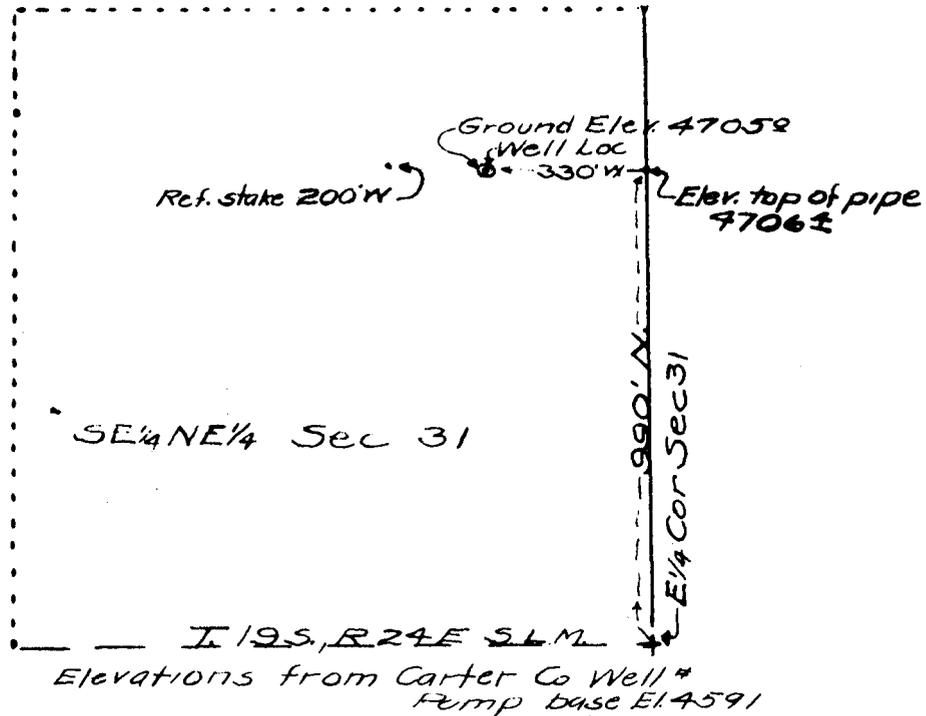
Approved MAY 9 - 1955

 District Engineer

Title Operator

PLAT SHOWING LOCATION OF THE AGATE OIL COMPANY WELL IN THE NE $\frac{1}{4}$ OF THE SE $\frac{1}{4}$ OF THE NE $\frac{1}{4}$ SECTION 31, TOWNSHIP 19 SOUTH, RANGE 24 EAST SALT LAKE MERIDIAN

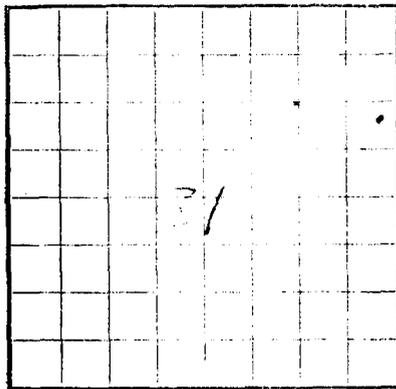
Scale of Plat 1" = 400 feet



I, Leon P. Christensen of Vernal, Utah, do hereby certify that this plat correctly shows the location of the well shown hereon as surveyed by me on March 29, 1955; that said well is located 990 feet North and 330 feet West of the East quarter corner Section 31, Township 19 South, Range 24 East, Salt Lake Base and Meridian.

Leon P. Christensen
Professional Eng'r. & Land Surveyor



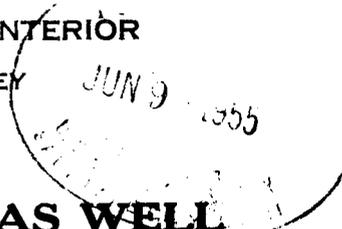


LOCATE WELL CORRECTLY

CONTRACT NO. 1000 TO ORDER

U. S. LAND OFFICE
SERIAL NUMBER Utah-012182
LEASE OR PERMIT TO PROSPECT

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY



LOG OF OIL OR GAS WELL

Company Toles & Toles Drilling Contract No. Address Fruita, Colo. P. O. Box 161
Lessor or Tract Smith-Care, Toles Toles Adv. Field Leber Rose State Utah
Well No. 1 Sec. 1 T. 19 N. R. 24 E Meridian S. L. County Grand
Location 1630 ft. [N. of South Line] and 110 ft. [E. of West Line] of East Line of Sec. 11 Elevation (Derrick floor relative to sea level)

The information given herewith is a complete and correct record of the well and all work done thereon so far as can be determined from all available records.

Signed W. J. Toles

Date 6-1-1955 Title Partner & Operator

The summary on this page is for the condition of the well at above date.

Commenced drilling 4-1-1955, 19... Finished drilling 5-6, 19... 55

OIL OR GAS SANDS OR ZONES

(Denote gas by G)

No. 1, from 1982 to 1989 No. 4, from ... to ...
No. 2, from ... to ... No. 5, from ... to ...
No. 3, from ... to ... No. 6, from ... to ...

IMPORTANT WATER SANDS

No. 1, from ... to ... No. 3, from ... to ...
No. 2, from ... to ... No. 4, from ... to ...

CASING RECORD

Size casing	Weight per foot	Threads per inch	Make	Amount	Kind of shoe	Cut and pulled from	Perforated		Purpose
							From-	To-	
10-3/4"	40	8 round	Nat. Tube	158' 19"	Texas, Pat	Cemented			Surface Casing.
7"	29	8 round	Nat. Tube	1955'	Texas, Pat	Cemented			Production, Gas

MUDDING AND CEMENTING RECORD

Size casing	Where set	Number sacks of cement	Method used	Mud gravity	Amount of mud used
10-3/4"	158' 19"	55 sacks cement	Haliburton		
7"	1955'	75 sacks cement	Haliburton		

PLUGS AND ADAPTERS

Plug - Material ... Length ... Depth set ...
Adapter - Material ... Size ...

SHOOTING RECORD

FC 13 MARK

Size	Shell used	Explosive used	Quantity	Date	Depth shot	Depth cleaned out

TOOLS USED

Rotary tools were used from _____ feet to _____ feet, and from _____ feet to _____ feet
 Cable tools were used from _____ feet to 1969, T.D. feet, and from _____ feet to _____ feet.

DATES

_____, 19____ Put to producing _____, 19____

The production for the first 24 hours was _____ barrels of fluid of which _____% was oil; _____% emulsion; _____% water; and _____% sediment. Gravity, °Bé. _____

If gas well, cu. ft. per 24 hours 1,450,000,00 Gallons gasoline per 1,000 cu. ft. of gas no test

Rock pressure, lbs. per sq. in. 750

EMPLOYEES

Roy Caughran _____, Driller _____, Driller
G.E. Powell _____, Driller _____, Driller

FORMATION RECORD

FROM--	TO--	TOTAL FEET	FORMATION
0	20	20	Clay (yellow)
20	1786	1766	Black sh. shale
1786	1960	194	Sandy shale
1960	1962	2	Hard shell (sandy)
1962	1969	7	Gray Sand (1,450,000.)

No Electric log has been made to this date
M.G.T.

9-546a
(September 1943)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

Casper, Wyoming, Laboratory

1015-300

INFORMATION TO BE FURNISHED WITH EACH SAMPLE OF GAS

Marks on container **#4** Lab. No. **35-63** (Filled in by Chemist)

Field **Seiber Moss (wildcat), Utah** Farm or Lease **Utah 013302**
(Serial Number)

Operator **Agate Oil Company Inc.** Address **152 E. 2nd, Vernal, Utah**
(formerly Teles & Teles)

Well No. **1** **SE 1/4 NE 1/4 sec 31 T 19 S. R. 24 E. S. 1. M.**

Sample taken by **Charles Henderson & D. F. Russell** Date taken **9/15/35**

Name of sand (or formation) from which this sample was obtained (if unknown or doubtful, so state) **Dakota**

Depth to top of sand **1932'** Depth to bottom of sand **1939'**

Depth well drilled **1939'** Present depth **1939'**

Depths at which casing is perforated

If drill stem test, depth at which packer is set

Depth at which last shut-off string of casing is landed, cemented or mudded (state which) **7" cc @ 1933' w/75 sacks**

Depths (if known) where water encountered

If acidized, dates, depths and gallons of acid

Place where sample was obtained (drill stem, lead line, flow tank, bailer, etc.) **Well head**

Method of production (flowing, pumping, air, etc.) **Flowing**

Initial Production:
Barrels Oil
Barrels Water
Gas Volume **1,450,000 cu. ft./day**
Rock Pressure

Present Production:
Barrels Oil
Barrels Water
Gas Volume **sim. in**
Rock Pressure

REASON FOR ANALYSIS **Future reference**

Note: A sample for analysis is of no value unless accompanied by above information. Complete information on this form is to be attached to each sample container; otherwise sample will be disregarded. Be sure to seal or tightly cork all containers immediately after sampling and label all samples so that there will be no confusion.

GAS ANALYSIS

Condition of sample

Laboratory No. **58-3 3**

Analysis by **K. P. Moore**

at **Casper, Wyoming**

Date **9/29/55**

ORSAT ANALYSIS

FRACTIONATION RECORD

	<u>Percent</u>
Carbon dioxide	_____
Oxygen	_____
Methane	_____
Ethane and higher	_____
Nitrogen (by difference)	_____

	<u>Percent</u>
Oxygen	0
Nitrogen	6.72
Carbon dioxide	0

Average "n" by O sat _____

Methane 89.06

Specific Gravity (calculated) _____

Ethane 3.08

Specific Gravity (observed) _____

Propane 0.50

Calculated Gross B. t. u. per cu. ft. at 60° F. and 15.025 lbs. per sq. in. pressure _____

Isobutane 0.25

N-butane 0.09

Isopentane **plus** 0.22

N-pentane _____

Hexanes plus _____

HYDROGEN SULPHIDE
(by Tinsler Method)

Average "n" by Pod 1.087

Grains of hydrogen sulphide per 100 cu. ft. of gas at 60° F. and 15.025 lbs. per sq. in. _____

Gross B. t. u. by Pod 1078

Percentage of hydrogen sulphide at 60° F. and 15.025 lbs. per sq. in. _____

Specific Gravity by Pod 0.611

Specific Gravity by Weight 0.582

G. P. M.

HEATING VALUE

(by Sargent Gas Calorimeter)

Actual pentanes + 0.1102

B. t. u. per cu. ft. at 60° F. and 15.025 lbs. per sq. in. pressure as determined by Sargent gas calorimeter:

Calculated at 12 lbs. _____

Calculated at 15 lbs. _____

Calculated at 22 lbs. 0.1302

Gross. _____

Calculated at 26 lbs. 0.1406

Net _____

Remarks and conclusions:



July 12, 1965

Agate Oil Company
P. O. Box 91
Vernal, Utah

Re: Well No's. Gov't #1 and Fed. #4
Sec. 31, T. 19 S., R. 24 E.,
Grand County, Utah

Gentlemen:

On July 7, 1965, a visit was made to the above locations and it was observed that the well sites required a sign for identification purposes. The #4 well site had some debris scattered about which should be removed.

Your attention in correcting this situation will be greatly appreciated.

Very truly yours,

OIL & GAS CONSERVATION COMMISSION

PAUL W. BURCHELL
CHIEF PETROLEUM ENGINEER

PWB:eam

cc: Rodney Smith
U. S. Geological Survey
8416 Federal Building
Salt Lake City, Utah

WILLIAM J. STAVA

~~2401 LOUISE AVENUE~~
~~ARCADIA, CALIFORNIA~~

300 N. Sunrise Way
Palm Springs, California 92262

August 22, 1966.

Mr. Paul W. Burchell, Chief Petroleum Engineer,
Utah Oil & Gas Conservation Commission,
I.B.M Building
Salt Lake City, Utah.

Enclosed is a picture of the new sign we installed
at the CHASE-GROSSMAN well in section 31, T 19S, *SENE*
R 24E, Grand County.

You were so right, it was hard to get to, and still
harder to find because of being up on the knoll.

We checked the UTI #4 in the SE SE SE section 30,
T 20 S, R 24 E and did find the casing plug leaking,
but after checking the flow, we found it would flow
only 2 barrels per week on heads.

Since it seems this well was perforated and notched
in the wrong places, we feel it might be in order to
re-enter the well and re-perforate and test. Just
as soon as the bond is approved and the lease assigned
into our names, we will test this well and give you
a full report.

It has some pressure, and makes clean oil with no
water.

Very truly yours

PUMPELLY-STAVA OPERATOR


Wm. J. Stava

WJS1pg
encl; 1

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY
CONSERVATION DIVISION

Sec. 31
T. 19 S.
R. 24 E.
S. L. Mer.

	31	*

INDIVIDUAL WELL RECORD

PUBLIC LAND: _____ Date August 19, 1968 Ref. No. 2

Land office Utah State Utah
Serial No. 012362-B County Grand
Lessee Louis A. Chase and Sydney Grossman Field Danish Wash
Operator * Louis A. Chase and Sydney Grossman District Salt Lake City

Well No. 1 (Smith) Subdivision NE $\frac{1}{2}$ SE $\frac{1}{2}$ NE $\frac{1}{2}$ *CPA 1972*

Location 3630' from S. line and 330' from E. line of sec. 31

Drilling approved April 1, 19 55 Well elevation 4707 DF feet

Drilling commenced April 3, 19 55 Total depth 1969 feet

Drilling ceased May 6, 19 55 Initial production 1,450 MCFGPD

Completed for production June 1, 19 55 Gravity A. P. I. _____

Abandonment approved _____, 19 _____ Initial R. P. 750 psi

Geologic Formations		Productive Horizons		
Surface	Lowest tested	Name	Depths	Contents
<u>Mancos</u>	<u>Dakota</u>	<u>Dakota</u>	<u>1962-69'</u>	<u>Gas</u>

WELL STATUS

YEAR	JAN.	FEB.	MAR.	APR.	MAY	JUNE	JULY	AUG.	SEPT.	OCT.	NOV.	DEC.
1955				Drlg	GSI							
1972									PGW			

RECEIVED
DEC 20 1979

REMARKS * Toles and Toles & Agate Oil Co., Inc. former operators. *DIVISION OF OIL, GAS & MINING*

GAS DISCOVERY
(REPLACEMENT)

Casing Record:

10 3/4" cc 154' w/55 sz
7" cc 1955' w/75 sz

Geologic Markers:

Dakota 1963'



3 Triad Center • Suite 350 • Salt Lake City, UT 84180-1203 • 801-538-5340

Operator + Well Name Change (Orphan Well) Page ___ of ___

PRODUCING ENTITY ACTION

Operator Name MASTER Petroleum + Development Co. Inc.
 Address 814 So 7TH ST.
 City GRAND JUNCTION, Colo. State _____ Zip 81501
 Utah Account No. N-9625
 Authorized Signature [Signature]
 Effective Date 7/85 Telephone 1-303-241-4213

ACTION CODE

- A Establish new entity for new well(s).
- B Add new well(s) to existing entity.
- C Delete well(s) from existing entity.
- D Establish new entity for well(s) being deleted from existing entity.
- E Change well(s) from one entity to another existing entity.
- F Other. (Specify using attachments if necessary.)

BRACKET WELLS TO BE GROUPED TOGETHER.

(Use black ink or typewriter ribbon.)

Action Code	Current Entity No.	New Entity No.	API No.	Well Name	Well Location					Producing Formation
					Sec.	T	R	Q/Q	County	
A	99994	08174	4301915014 042-012362-0089	CHASE-GROSSMAN #1	31	19S	24E	SE/NE	GRAND	DKTA
Explanation of action: <u>Add to MASTER Petroleum + Development Co. Inc.'s PROPERTY INVENTORY</u>										

A	99999	08173	43-019-31189	FRAZIER 15-1	15	21S	23E	SW/NE		Morrison
Explanation of action:										

Explanation of action:										
------------------------	--	--	--	--	--	--	--	--	--	--

Explanation of action:										
------------------------	--	--	--	--	--	--	--	--	--	--

AUG 20 1985

850822 c
an equal opportunity employer

9-546a
(September 1943)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

orig to Casper

Casper, Wyoming, Laboratory

INFORMATION TO BE FURNISHED WITH EACH SAMPLE OF GAS

Marks on container..... Lab. No..... (Filled in by Chemist)

Field Sieber Nose (Wildcat)..... Farm or Lease Utah-012962

Operator Agate Oil Co., Inc. (formerly Toles & Toles)..... Address 152 South 2nd., Vernal, Utah
(Serial Number)

Well No. 1..... SE $\frac{1}{4}$ NE $\frac{1}{4}$ sec. 31, T. 19 S., R. 24 E., S.L. N.

Sample taken by Charles Henderson & D. F. Russell..... Date taken 9-15-55

Name of sand (or formation) from which this sample was obtained (if unknown or doubtful, so state) Dakota

Depth to top of sand 1962..... Depth to bottom of sand 1969

Depth well drilled 1969..... Present depth 1969

Depths at which casing is perforated open hole

If drill stem test, depth at which packer is set —

Depth at which last shut-off string of casing is landed, cemented or mudded (state which) 7" cemented at 1955' w/75 mg.

Depths (if known) where water encountered None

If acidized, dates, depths and gallons of acid No

Place where sample was obtained (drill stem, lead line, flow tank, bailer, etc.) well head

Method of production (flowing, pumping, air, etc.) flowing

Initial Production:	Present Production:
Barrels Oil.....	Barrels Oil.....
Barrels Water.....	Barrels Water.....
Gas Volume <u>1,450,000 cu. ft.</u>	Gas Volume <u>?</u> (shut-in well)
Rock Pressure <u>750 p.s.i.</u>	Rock Pressure.....

REASON FOR ANALYSIS Determine constituents of gas

Bottle # 4

Note: A sample for analysis is of no value unless accompanied by above information. Complete information on this form is to be attached to each sample container; otherwise sample will be disregarded. Be sure to seal or tightly cork all containers immediately after sampling and label all samples so that there will be no confusion.



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. <i>UTU-012362-B</i>
2. NAME OF OPERATOR <i>Master Petroleum & Development Co., Inc.</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR <i>814 South 7th St., Grand Junction, CO., 81501</i>		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 <i>SE/NE sec. 31, T19S, R.24E SLM+B</i>		8. FARM OR LEASE NAME
14. PERMIT NO. <i>4301915014</i>	15. ELEVATIONS (Show whether DF, RT, GR, etc.)	9. WELL NO. <i>CHASE-GROSSMAN #1</i>
		10. FIELD AND POOL, OR WILDCAT <i>GREATER CISCO</i>
		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA <i>sec. 31 T19S, R24E SLM+B</i>
		12. COUNTY OR PARISH <i>GRAND</i>
		13. STATE <i>UTAH</i>

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"/>	FULL 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) <input type="checkbox"/>	
(Other) change of Operator <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 immediately the new Operator is:

Saturn Resources Corp.
P.O. Box 870171
Dallas, Texas, 75287
Phone # 214-380-2977

Attn: Lynn or J.T. Dempsey

RECEIVED
AUG 20 1991
DIVISION OF
OIL GAS & MINING

18. I hereby certify that the foregoing is true and correct
SIGNED *Thomas A. Kueck* TITLE pres. DATE 8-14-91

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

UTAH
NATURAL RESOURCES
Oil, Gas & Mining

North Temple, 3 Third Center, Suite 350, Salt Lake City, UT
803-799-538-5340

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• MASTER PET & DEVEL CO INC.
814 SOUTH 7TH
GRAND JUNCTION CO 81501
ATTN: TOM KUCEL

Utah Account No. N9675

Report Period (Month/Year) 7 / 91

Amended Report

Well Name API Number	Entity	Location	Producing Zone	Days Oper	Production Volume		
					Oil (BBL)	Gas (MSCF)	Water (BBL)
CISCO #3 4301930404	04500	20S 23E 27	DKTA	0	0	0	0
FED. CISCO #1 4301930456	04500	20S 23E 27	MRSN	0	0	0	0
CISCO FEDERAL #1 4301930475	08171	21S 23E 10	MRSN	5	5	0	5
VANOVER #2 4301931105	08172	21S 23E 24	MRSN	0	0	0	0
RAZLER #15-1 4301931189	08173	21S 23E 15	MR-SW	0	0	0	0
CHASE-GROSSMAN #3 4301915014	08174	19S 24E 31	DKTA	0	0	0	0
PIONEER #1 4301930791	09056	21S 23E 2	SLTW	0	0	0	0
ESCONDITO #1 4301930561	09057	21S 23E 2	DKTA	0	0	0	0
FUMBLEWEED #27-2 4301931068	09800	20S 21E 27	MR-SW	0	0	0	0
M.P.D. #5-2 4301931216	09801	21S 23E 9	DK-MR	0	0	0	0
MRD-10-20 4301931276	09801	21S 23E 10	MRSN	20	76	3024	0
MRD-9-28-7 4301931281	09801	21S 23E 9	DKTA	0	0	0	0
MRD-15-2 4301931277	11003	21S 23E 15	GDMTN	0	0	0	0
TOTAL					87	3024	5

Comments (attach separate sheet if necessary)

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

Date 8-20-91

Thomas A. Kucel, Pres.
Authorized signature

Telephone 303-241-4213

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: 8-22-91 Time: 4:15

2. DOGM Employee (name) L. ROMERO (Initiated Call
Talked to:

Name TOM KUCEL (Initiated Call) - Phone No. (303) 241-4213
of (Company/Organization) MASTER PETROLEUM & DEV. CO., INC. / N9675

3. Topic of Conversation: EFFECTIVE DATE OF OPERATOR CHANGE TO SATURN RESOURCES CORP.

4. Highlights of Conversation: MR. KUCEL CONFIRMED THE EFFECTIVE DATE OF "8-1-91".

**911029 This change reflects Master Petroleum properties only.*

(see Sundry submitted by Saturn Resources dated 10-7-91)

Properties regarding Abraham R. Gladstone / EPS will be handled separately.

Lease WTU7945 / Jacobs #1 will also be handled separately.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)

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.
SEE below

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
VARIOUS

10. FIELD AND POOL, OR WILDCAT

11. SEC., T., R., M., OR BLK. AND SURVEY OR L&A
*T20-887E
T215723E*

12. COUNTY OR PARISH
Grand

13. STATE
Utah

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Saturn Resources Corp.

3. ADDRESS OF OPERATOR
PO BOX 870171

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
See also space 17 below.)
At surface
SEE attached

14. PERMIT NO.

15. ELEVATIONS (Show whether DP, RT, OR, etc.)

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"/>	WELL 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 checked="" type="checkbox"/>	(Other) _____	
(Other) _____		(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

17. DRAVING PURPOSES 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 HAVE purchased the leases + properties listed on attached exhibits. purchased from Master Petroleum + Development AND Abraham R. Gladstone WE ARE operators of these leases + wells as of 8-1-91

There is one additional lease which we do not have information on. It is LEASE # UTY 7945. It has 1 gas well on it - Jacobs #1 well

I hereby certify that the foregoing is true and correct

SIGNED *R. J. Simpson* TITLE *Vice president* DATE *10-7-91*

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:

*See instructions on Reverse Side

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPlicate
(Other instructions on
reverse side)

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

5. LEASE DESIGNATION AND SERIAL NO.

UTU 012362-B

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.

SEE ATTACHED

10. FIELD AND POOL, OR WILDCAT

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

12. COUNTY OR PARISH 13. STATE

GRAND COUNTY UTAH

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 GAS WELL OTHER

2. NAME OF OPERATOR
Saturn Resources Corp.

3. ADDRESS OF OPERATOR
PO Box 87071 Dallas Texas 75287

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

SEE ATTACHED

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, CR, etc.)

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

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF
FRACTURE TREAT
SHOOT OR ACIDIZE
REPAIR WELL
(Other)
PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

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.)*

CHANGE OF OPERATOR

eff 8/1/91

Saturn Res. Corp is taking over operations of the above captioned well.

Saturn Res. Corp is responsible under the terms and conditions of the lease for operations conducted on the leased lands or portions thereof.

Bond coverage for this well will be provided by BLM Bond No. UT0841.

SIC 31 NE 1/4 Chas Crossman #1
43-019-15014

Township 19 South Range 24 East

RECEIVED

OCT 30 1991

DIVISION OF OIL GAS & MINING

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

SIGNED R. J. [Signature]

TITLE Vice president

DATE 9-16-91

(This space for Federal or State office use)

APPROVED BY William C. [Signature]

TITLE Assistant District Manager for Minerals

DATE 10/25/91

CONDITIONS OF APPROVAL, IF ANY:

CONDITIONS OF APPROVAL ATTACHED

*See Instructions on Reverse Side

APPROVE w/ change of Operator cond: ccj 10/18/91 ALT 10/25/91

- 5) Louis A. Chase and Sydney Grossman
Well No. Chase-Grossman 1
Sec. 31, T. 19 S., R. 24 E.
Lease U-012362-B

This well is temporarily shut-in by approved Sundry Notice dated 7/16/85. Operator is shown as Master Petroleum and Development Co., Inc.

- 6) Milestone Petroleum
Well No. Navajo Federal 4-3
Sec. 4, T. 39 S., R. 25 E.
Lease U-52333

Milestone Petroleum has had a name change 7/19/85 to Meridian Oil, Inc. They requested we rescind this application but due to surface disturbance we are holding for successful reclamation.

- 7) Ari-Mex Oil & Exploration Company
Well No. Staley Federal 4-20-24 #1
Sec. 4, T. 20 S., R. 24 E.
Lease U-15054

Well was never drilled but pad was built, we are waiting for successful rehabilitation of the pad.

- 8) F. L. Energy Corporation
Well No. Alker Federal 1-11
Sec. 11, T. 15 S., R. 12 E.
Lease U-52626

Company requested that we do not rescind their APD. See enclosed correspondence.

- 9) F. L. Energy Corporation
Well No. Alker Federal 1-15
Sec. 15, T. 15 S., R. 12 E.
Lease U-52626

This well was reapproved 10/18/85. We will start proceedings to rescind 10/18/86 and at the same time we will rescind well no. 1-11 also. See enclosed correspondence.

- 10) TXO Production Corp.
Well No. Little Berry State "A" 1
Sec. 10, T. 16 S., R. 23 E.

SS Indemnity List "IL 277".
Federal government does not permit APD on state land with state minerals.

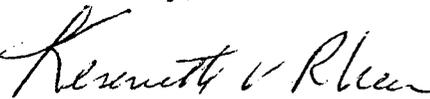
- 11) TXO Production Corp.
Well No. Little Berry State "A" 2
Sec. 11, T. 16 S., R. 23 E.

SS Indemnity List "IL-277"

Federal government does not permit APD on state land with
state minerals.

If you have any questions, please contact the Branch of Fluid Minerals
(801) 259-6111.

Sincerely,


ACTING District Manager

Enclosures (3):
Misc. Documents



United States Department of the Interior

3162 (U-065)

BUREAU OF LAND MANAGEMENT

Moab District
P. O. Box 970
Moab, Utah 84532

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

JAN 24 1986

Attn: Ms. Tami Searing, Well Records Specialist

Re: Requests for Status of Wells

Dear Ms. Searing:

We are replying to your requests for status on the following wells:

- 1) Seeley Oil Company
Well No. Federal 6-14
Sec. 6, T. 16 S., R. 13 E.
Lease U-25861

We are in the process of rescinding this APD.

- 2) Otis Energy Incorporated (Earth Resources Corporation)
Well No. Bull Canyon Federal 3
Sec. 9, T. 20 S., R. 21 E.
Lease U-5675

We are enclosing correspondence from Earth Resources Corporation and Grand Resource Area pertaining to this well.

- 3) Wesgra Corporation
Well No. San Juan Federal 16
Sec. 8, T. 42 S., R. 19 E.
Lease U-23761-A

This well was spudded 5/17/84. We are requesting a Well Completion Report.

- 4) San Juan Minerals Exploration Company
Well No. Louise Federal 4
Sec. 32, T. 41 S., R. 19 E.
Lease U-22899

This well was spudded 8/1/85. We are requesting a Well Completion Report.

RECEIVED

JAN 27 1986

DIVISION OF OIL
GAS & MINING

1- ECR	6-ADA
2- DTS	OTS
3- VLC	
4- RJF	
5- RWM	
7- LOR	

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: 8-1-91)

TO (new operator)	<u>SATURN RESOURCES CORP.</u>	FROM (former operator)	<u>MASTER PETROLEUM & DEV.</u>
(address)	<u>P. O. BOX 870171</u>	(address)	<u>814 SOUTH 7TH STREET</u>
	<u>DALLAS, TX 75287</u>		<u>GRAND JUNCTION, CO 81501</u>
	<u>LYNN OR J.T. DEMPSEY</u>		<u>TOM KUCCEL</u>
	phone <u>(214) 418-11701</u>		phone <u>(303) 241-4213</u>
	account no. <u>N1090 (10-11-91)</u>		account no. <u>N9675</u>

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

Name: <u>MPD 10-2C/MRSN</u>	API: <u>43-019-31276</u>	Entity: <u>9801</u>	Sec <u>10</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>MPD 9-2B/DKTA</u>	API: <u>43-019-31281</u>	Entity: <u>9801</u>	Sec <u>9</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>MPD 15-2/CDMTN</u>	API: <u>43-019-31277</u>	Entity: <u>11003</u>	Sec <u>15</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>UTUQ14817</u>
Name: <u>M.P.D. 9-2/DK-MR</u>	API: <u>43-019-31216</u>	Entity: <u>9801</u>	Sec <u>9</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>ESCONDITO #1/DKTA</u>	API: <u>43-019-30561</u>	Entity: <u>9057</u>	Sec <u>2</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>ML-2779</u>
Name: <u>CHASE GROSSMAN #1/DKTA</u>	API: <u>43-019-15014</u>	Entity: <u>8174</u>	Sec <u>31</u> Twp <u>19S</u> Rng <u>24E</u>	Lease Type: <u>U-01236</u>
Name: <u>FRAZIER 15-1/MR-SW</u>	API: <u>43-019-31189</u>	Entity: <u>8173</u>	Sec <u>15</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>FEE</u> (B)

OPERATOR CHANGE DOCUMENTATION

1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec'd 8-20-91)*
2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Req. 8-26-91) (Rec'd 10-7-91)*
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: #115016.
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.
5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(10-29-91)*
6. Cardex file has been updated for each well listed above.
7. Well file labels have been updated for each well listed above.
8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(10-29-91)*
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

- 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). (Entity 9801 3/wells "Common tank", and 4500 2/wells "Common tank".)
- 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

- 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond. (Not as of yet. Will pursue.)
- 2. A copy of this form has been placed in the new and former operators' bond files. ** upon completion of routing.*
- 3. The former operator has requested a release of liability from their bond (yes/no) ____ . Today's date Aug. 22, 1991. If yes, division response was made by letter dated _____ 19____. (CD #1568 - \$5,000 secures "Frazier 15-1 & Venover Fee #2")

OPERATOR INTEREST OWNER NOTIFICATION RESPONSIBILITY

- 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated 11-4 1991, 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. *letter 11-4-91*
- 2. Copies of documents have been sent to State Lands for changes involving State leases. *To Ed Bonner 11-1-91*

OPERATOR COMMENTS

- 1. All attachments to this form have been microfilmed. Date: Nov 8 1991. *RWM*

FILED

- 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.

APPROVALS

11/028 Bfm/moab "Approved 10-25-91 eff. 8-1-91"

TRUSTEE'S DEED AND BILL OF SALE

This indenture, made this 29th day of November, 2000, between Janice D. Loyd as Trustee appointed for Saturn Resources, Inc., debtor in case number BK-97-15213-BH and Ray Lynn Dempsey, debtor in case number BK-99-16587-BH in the United States Bankruptcy Court for the Western District of Oklahoma, parties of the first part and Falcon Energy, L.L.C., 4103 S. 500 West, Salt Lake City, Utah, 84123, party of the second part, and pursuant to Rule 6004 of the Federal Rules of Bankruptcy Procedure authorize the execution of this document.

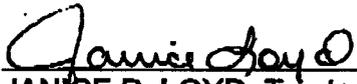
NOW THEREFORE, know ye that I, Janice D. Loyd, Trustee, by virtue of the power and authority in me vested, as aforesaid, and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, to me in hand paid, the receipt of which is hereby acknowledged, do hereby quit claim, grant, bargain, sell and convey unto the said party of the second part all my right, title, interest, estate and every claim and demand, both at law and equity, in and to the following described property, free and clear of the known liens and encumbrances, to-wit:

See Exhibit "A" attached

together with all and singular tenements, hereditaments and appurtenances thereunto belonging.

To have and to hold the said above described premises unto party of the second part, its successors and assigns forever, so that neither Janice D. Loyd, Trustee, said party of the first part nor any person in her name or on her behalf, shall or will hereafter claim or demand any right or title to the said premises or any part thereof; that they and everyone of them shall by these presents be excluded and forever barred.

IN WITNESS WHEREOF, the party of the first part has hereunto set her hand and seal this 29th day of November, 2000.



JANICE D. LOYD, Trustee,
and only as Trustee, of the
Estate of Saturn Resources, Inc.
BK-97-15213-BH and Ray Lynn
Dempsey, BK-99-16587-BH

BELLMAN, COLLINS &
Loyd, P.C.
2050 Oklahoma Tower
210 Park Avenue
Oklahoma City, OK.
73102

RECEIVED

FEB 08 2001

DIVISION OF
OIL, GAS AND MINING

FEY

STATE OF OKLAHOMA)
) SS:
 COUNTY OF OKLAHOMA)

On this 29th day of November, 2000, before me the undersigned notary public in and for the county and state aforesaid, personally appeared Janice D. Loyd, Trustee to me known to be the identical person who signed the name of the maker thereof to the within and foregoing instrument, as trustee of the estates of Saturn Resources, Inc., case number BK-97-15213-BH and Ray Lynn Dempsey, case number BK-99-16587-BH, and acknowledged to me that she executed the same as her free and voluntary act for the use and purposes therein set forth.

Given under my hand and seal the day and year first above written.

Shelby Trechburg

 Notary Public

My Commission Expires:

5-16-01

Falcon Energy, LLC
Well Nos: List Attached
Leases: List Attached
Grand County, Utah

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.

Be advised that Falcon Energy, LLC is considered to be the operator of the attached list of wells and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for these wells is provided by UT1049 (Principal - Falcon Energy, LLC) via surety consent as provided for in 43 CFR 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 43 CFR 3106.7-2 continuing responsibility are met.

Falcon Energy, LLC is already recognized as the operator of wells 9-3, 9-5 and 9-6 on lease UTU42223.

Falcon is already recognized as the operator of well 9-1, which is located on lease UTU75536; not UTU44440 as referenced on the attached list. Lease UTU75536 was created effective August 1, 1996, by segregation out of lease UTU44440, and is held by Great West Natural Gas of Grand Junction, Colorado.

Pursuant to a conversation between representatives of Falcon Energy, LLC and BLM, Falcon also assumes operations of well M6-130 on lease UTU58207.

The transfer of all rights-of-way will be addressed separately, and are not included in this approval.

Listing of wells by lease, well name, API number, and percentage of well ownership by Saturn Resources and Ray Lynn Dempsey as reflected in Grand County Court, Utah, records.

<u>Lease #</u>	<u>Well Name</u>	<u>API Well #</u>	<u>Oil/Gas</u>	<u>Ownership</u>
Ownership - Ray Lynn Dempsey				
UTU-012362-B	Chase Grossman #1 <i>Sec. 31, T. 19S., R. 24 E</i>	430191501400S01	Gas	100 %
Ownership - Saturn Resources				
UTU-30956	<i>Sec. 9</i> MPD 9-2	430193121600S01	Oil	100%
	<i>Sec. 9</i> MPD 9-2B	430193128100S01	Gas	100 %
	<i>Sec. 10</i> MPD 10-2C <i>T. 21S., R. 23E.</i>	430193127600S01	Gas	70 %
UTU-30956A	Cisco Fed #1 <i>Sec. 10, T. 21S., R. 23E</i>	430193047500S01	Oil	100 %
UTU-6355-B	Fed 1-355	430193011500S01	Gas	100%
	Fed 1-355-A	430193126500S01	Gas	100%
	Fed 3-355 <i>Sec. 9, T. 20S., R. 23 E.</i>	430193012300S01	Gas	100%
UTU-011879-A	Swanson Fed 31-72 <i>Sec. 31, T. 20S., R. 24 E</i>	430191577100S01	Gas	100%
UTU-27403	Fed 30-88X	430193000600S01	Gas	100%
	Martha #4	430193121200S01	Gas	100%
	Martha #1 <i>Sec. 30, T. 20S., R. 24 E.</i>	430193102400S01	Gas	100%
UTU-148172	MPD 15-2 <i>Sec. 15, T. 21S., R. 23 E.</i>	430193127700S01	Oil/Gas	100%
UTU-17245-A	Fed Cisco #3	430193040400S01	Gas	100%
	Fed Cisco #1 <i>Sec. 27, T. 20S., R. 23 E.</i>	430193045600S01	Oil/Gas	100%
UTU-7623	<i>Sec. 24</i> Fed 24-1	430193051000S01	Gas	100%
	<i>Sec. 8</i> Thompson Fed #8	430193014800S01	Gas	100%
	<i>Sec. 25</i> Jacobs Fed 1-25	430193048600S01	Oil	80%
	<i>Sec. 13</i> Thompson 2-A	430193118200S01	Gas	100%
	<i>Sec. 13</i> Len 13-3	430193121700S01	Oil	100%
	<i>Sec. 24</i> Cisco Springs 24-3	430193117900S01	Gas	97%
	<i>Sec. 24</i> Len 24-4 <i>T. 20S., R. 23E</i>	430193122300S01	Gas	97%
UTU-17309	W K #1	430193026600S01	Oil	100%
	W.K. #2	430193027000S01	Gas	100%
	W.K. #3	430193026700S01	Oil	100%
	W.K. 1-13	430193042000S01	Oil	100%
	1-14	430193029900S01	Oil	100%
	CP 1-5	430193067400S01	Gas	100%
	CP 1-4 <i>Sec. 1, T. 21S., R. 23 E.</i>	430193067100S01	Oil	100%

<u>Lease #</u>	<u>Well Name</u>	<u>API Well #</u>	<u>Oil/Gas</u>	<u>Ownership</u>
UTU-58207	Robin G 24-4	430193126100S01	Oil	100%
	Robin G 24-1	430193125500S01	Gas	100%
	ML-13D	4301931346		
	Sec. 24, T. 20S., R. 23 E.			

Wells on leases held by other companies:

UTU- 44440 ⁷⁵⁵³⁶ *	TXO Springs 9-1	430193071300S01	Gas	75%
	Sec. 9, T. 20S., R. 23 E.			
UTU-042223*	Inland Fuels 9-6	430193114200S01	Gas	50%
	Inland Fuels 9-5	430193108500S01	Gas	50%
	Cisco SS 9-3	430193104800S01	Gas	70%
	Sec. 9, T. 20S., R. 23 E.			
UTU-6791**	Mustang 3-1	430193112800S01	Oil/Gas	90%
	Sec. 3, T. 20S., R. 23 E.			

* Lessee of Record - Ambra Oil & Gas

** Lessee of Record - Amoco

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No. *See Attached List.*

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No. *See Attached*

9. API Well No. *See Attached*

10. Field and Pool, or Exploratory Area *Greater Cisco Area*

11. County or Parish, State *Grand, Utah*

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Wells Gas Wells Other *Right-of-Ways*

2. Name of Operator *Falcon Energy, LLC*

3a. Address *4103 So. 500 W. Salt Lake City, Utah 84123* 3b. Phone No. (include area code) *801-269-0701*

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
See Attached List

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input checked="" type="checkbox"/> Production (Start/Resume)
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal
			<input type="checkbox"/> Water Shut-Off
			<input type="checkbox"/> Well Integrity
			<input checked="" type="checkbox"/> Other <i>Change of Operator</i>

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Change of Operator

Effective 11/29/2000

Falcon Energy, LLC is taking over operations of the attached list of wells and rights-of-way.

Falcon Energy, LLC is responsible under the terms and conditions of the leases for operations conducted on the leased lands or rights-of-way or portions thereof.

Bond coverage for the wells will be provided by BLM Bond No. UT1049

RECEIVED

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed) *Douglas H. Bond*

Signature *Douglas H. Bond*

Title *Manager*

Date *12-6-00*

FEB 08 2001

DIVISION OF

OIL, GAS AND MINING

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by *William Struzic*

Title *Assistant Field Manager*

Date *2/2/01*

Conditions of approval, if any, are attached. Approval of this notice 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.

Office *Division of Resources*

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.

4. Is the new operator registered in the State of Utah: YES Business Number: 2022926-0160
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: 12/06/2000
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 03/13/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 03/13/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: N/A

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: APR. 25 2001

FILING:

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

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: March 31, 2007

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
~~UTU12362~~ **UTU12362B**

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

7. If Unit or CA/Agreement, Name and/or No.

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No.
CHASE GROSSMAN

2. Name of Operator
RUNNING FOXES PETROLEUM, INC.

9. API Well No.
43019 - 15014

3a. Address
7060 B SO. TUCSON WAY CENTENNIAL, CO. 80112

3b. Phone No. (include area code)
303-617-7242

10. Field and Pool, or Exploratory Area
CISCO SPRINGS

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

SE NE SEC. 31 T19S - R24E

11. County or Parish, State

GRAND COUNTY, UTAH

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other CHANGE OF OPERATOR
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

RUNNING FOXES PETROLEUM, INC. IS TAKING OVER OPERATIONS OF THE ABOVE CAPTIONED WELL(S).

RUNNING FOXES PETROLEUM, INC. IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF.

BOND COVERAGE FOR THIS WELL WILL BE PROVIDED BY BLM BOND NO. UTB000207.

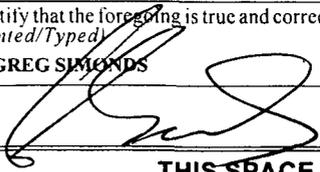
EFFECTIVE DATE: 5/15/2006

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

GREG SIMONDS

Title **V.P. OPERATIONS**

Signature



Date

05/30/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

ACCEPTED

Division of Resources
Moab Field Office

Date

6/12/06

Conditions of approval, if any, are attached. Approval of this notice 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.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

(Instructions on page 2)

RECEIVED

JUN 19 2006

DIV. OF OIL, GAS & MINING

Running Foxes Petroleum, Inc.
Well No. 1
Section 31, T19S, R24E
Lease UTU012362B
Grand County, Utah

CONDITIONS OF ACCEPTANCE

Acceptance 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.

Be advised that Running Foxes Petroleum, Inc. is considered to be the operator of the above well effective May 15, 2006, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by UTB000207 (Principal – Running Foxes Petroleum, Inc.) via surety consent as provided for in 43 CFR 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 43CFR 3106.7-2 continuing responsibility are met.

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Change of Operator</u>		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Falcon Energy LLC		8. WELL NAME and NUMBER:
3. ADDRESS OF OPERATOR: 1383 Bridal Path Court CITY <u>Fruita</u> STATE <u>CO</u> ZIP <u>81521</u>	PHONE NUMBER: <u>(970) 234-8095</u>	9. API NUMBER:
4. LOCATION OF WELL FOOTAGES AT SURFACE:		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: Grand
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>5/15/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

This is to inform the State of Utah that there will be a change of operator from Falcon Energy LLC to Running Foxes Petroleum, Inc. for the attached well list. The BLM issued bond number is UTB-000207 and the bond was accepted on May 15, 2006. All wells and leases are on Federal Land and all operations have been deemed as satisfactory at this point. If there are any questions or information needed please contact our office and all inquiries will be addressed.

NAME (PLEASE PRINT) <u>Wayne Stant</u>	TITLE <u>Manager</u>
SIGNATURE <u>Wayne O Stant</u>	DATE <u>11-14-06</u>

(This space for State use only)

APPROVED 12/14/2006
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
DEC 07 2006

DIV. OF OIL, GAS & MINING

(5/2000)

FALCON ENERGY LLC (N6710) TO RUNNING FOXES PETROLEUM, INC (N2195)

well_name	sec	twp	rng	api	entity	lease	well	stat	qtr_qtr	l_num	op no
CHASE GROSSMAN 1	31	190S	240E	4301915014	8174	Federal	GW	S	SENE	UTU-012362B	N6710
SWANSON FEDERAL UTI 31-72	31	200S	240E	4301915771	9653	Federal	GW	S	NENE	UTU-011879A	N6710
FEDERAL 30-88X	30	200S	240E	4301930006	9659	Federal	GW	S	SESE	UTU-027403	N6710
FEDERAL 1-355	09	200S	230E	4301930115	240	Federal	OW	P	SENE	UTU-6355B	N6710
FEDERAL 3-355	09	200S	230E	4301930123	10947	Federal	GW	S	NENE	UTU-6355B	N6710
THOMAS FED 8	13	200S	230E	4301930148	565	Federal	GW	S	NESE	UTU-7623	N6710
ROBERT S WEST WK 1	01	210S	230E	4301930266	566	Federal	OW	P	SWSW	UTU-17309	N6710
WK 3	01	210S	230E	4301930267	566	Federal	OW	S	SWNW	UTU-17309	N6710
WK 2	01	210S	230E	4301930270	566	Federal	GW	S	SWSE	UTU-17309	N6710
W-KOLMAN FED 1-14	01	210S	230E	4301930299	566	Federal	OW	S	SWNE	UTU-17309	N6710
JACOBS 1	13	200S	230E	4301930378	567	Federal	GW	P	SWSW	UTU-7945	N6710
CISCO 3	27	200S	230E	4301930404	4500	Federal	GW	S	NENW	UTU-17245A	N6710
WK 1-13	01	210S	230E	4301930420	566	Federal	OW	S	SESW	UTU-17309	N6710
FED CISCO 1	27	200S	230E	4301930456	4500	Federal	GW	S	SENE	UTU-17245A	N6710
FEDERAL LANSDALE 3	29	200S	240E	4301930458	9185	Federal	OW	P	SWNE	UTU-7218	N6710
CISCO FEDERAL 1	10	210S	230E	4301930475	8171	Federal	GW	P	SWSE	UTU-30956A	N6710
JACOBS FED 1-25	25	200S	230E	4301930486	568	Federal	OW	P	SENW	UTU-7623	N6710
FEDERAL 24-1	24	200S	230E	4301930510	569	Federal	GW	S	SESW	UTU-7623	N6710
PETRO FED 15-3	15	210S	230E	4301930523	8212	Federal	GW	S	SENE	UTU-75141	N6710
PETRO 15-5-80A	15	210S	230E	4301930611	2241	Federal	GW	P	NWNE	UTU-75141	N6710
CP 1-4	01	210S	230E	4301930671	566	Federal	OW	P	SESW	UTU-17309	N6710
CP 1-5	01	210S	230E	4301930674	566	Federal	GW	PA	SESW	UTU-17309	N6710
FEDERAL 2-037	03	200S	230E	4301930864	250	Federal	OW	P	SESW	UTU-19037	N6710
KATHY 1	24	200S	230E	4301930906	8183	Federal	GW	S	NWSE	UTU-15049	N6710
HOPE 2	24	200S	230E	4301930907	640	Federal	OW	S	NWNE	UTU-17610	N6710
NICOL 1	24	200S	230E	4301930908	8184	Federal	GW	S	SWSE	UTU-75894	N6710
HOPE 4	24	200S	230E	4301930909	11170	Federal	GW	S	NENE	UTU-17610	N6710
FEDERAL 3-037	03	200S	230E	4301930992	13039	Federal	OW	S	SESW	UTU-19037	N6710
FED PIONEER 2A	13	200S	230E	4301930993	10976	Federal	GW	P	SESW	UTU-0148171B	N6710
FEDERAL 7-037	03	200S	230E	4301931015	250	Federal	OW	S	SWSE	UTU-19037	N6710
MARTHA 1	30	200S	240E	4301931024	9655	Federal	GW	S	NWNW	UTU-027403	N6710
CISCO SS 15-8	15	200S	230E	4301931052	2285	Federal	OW	S	NWSE	UTU-64270	N6710
CISCO SPRINGS B 1	15	200S	230E	4301931065	6683	Federal	OW	S	NESE	UTU-62845	N6710
CISCO SPRINGS A 1	09	200S	230E	4301931076	6682	Federal	GW	S	NWNE	UTU-62845	N6710
CISCO SPRINGS B 2	15	200S	230E	4301931115	6684	Federal	GW	S	NESE	UTU-62845	N6710
MUSTANG 3-1	03	200S	230E	4301931128	9860	Federal	GW	S	SWSW	UTU-6791	N6710
CISCO SPRINGS 24-3	24	200S	230E	4301931179	571	Federal	GW	PA	NESW	UTU-7623	N6710
THOMAS 2A	13	200S	230E	4301931182	572	Federal	GW	S	SWSE	UTU-7623	N6710
MARTHA 4	30	200S	240E	4301931212	9655	Federal	GW	P	SWNW	UTU-027403	N6710
M P D 9-2	09	210S	230E	4301931216	9801	Federal	GW	S	NESE	UTU-30956	N6710
LEN 13-3	13	200S	230E	4301931217	572	Federal	GW	S	SESE	UTU-7623	N6710
LEN 24-4	24	200S	230E	4301931223	573	Federal	GW	S	NWSW	UTU-7623	N6710
ROBIN G NO 24-1	24	200S	230E	4301931255	10837	Federal	GW	P	SENW	UTU-58207	N6710
ROBIN G 24-4	24	200S	230E	4301931261	10963	Federal	GW	S	SENW	UTU-58207	N6710
FEDERAL 1-355A	09	200S	230E	4301931265	10941	Federal	GW	P	SENE	UTU-6355B	N6710
MPD 10-2C	10	210S	230E	4301931276	9801	Federal	OW	P	NWSW	UTU-30956	N6710
MPD 15-2	15	210S	230E	4301931277	11003	Federal	GW	S	SENW	UTU-0148172	N6710
MPD 9-2B	09	210S	230E	4301931281	9801	Federal	GW	S	NWSE	UTU-30956	N6710
M6-130	24	200S	230E	4301931346	12343	Federal	OW	P	SENW	UTU-58207	N6710
POWELSON 1	24	200S	230E	4301931374	12893	Federal	OW	PA	SESE	UTU-75984	N6710
STOUT 2	24	200S	230E	4301931375	12894	Federal	OW	S	NESE	UTU-75984	N6710
ROBERTS 1	24	200S	230E	4301931376	12895	Federal	GW	P	SESE	UTU-75894	N6710

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS ✓
2. CDW ✓		5-SP ✓
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: **11-29-2000**

FROM: (Old Operator):
SATURN RESOURCES CORPORATION
Address: P. O. BOX 372
SPRINGBORO, OH 45066
Phone: 1-(937)-438-3243
Account N1090

TO: (New Operator):
FALCON ENERGY LLC
Address: 55 SOUTH HIGHWAY 89
NORTH SALT LAKE, UT 84054
Phone: 1-(801)-936-2222
Account N6710

CA No.

Unit:

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
CHASE GROSSMAN 1	43-019-15014	8174	31-19S-24E	FEDERAL	GW	S
FEDERAL 1-355	43-019-30115	240	09-20S-23E	FEDERAL	OW	S
FEDERAL 1-355A	43-019-31265	10941	09-20S-23E	FEDERAL	GW	S
FEDERAL 3-355	43-019-30123	10947	09-20S-23E	FEDERAL	GW	S
THOMAS FEDERAL 8	43-019-30148	565	13-20S-23E	FEDERAL	GW	S
THOMAS 2-A	43-019-31182	572	13-20S-23E	FEDERAL	GW	S
LEN 13-3	43-019-31217	572	13-20S-23E	FEDERAL	GW	S
M6-130	43-019-31346	12343	24-20S-23E	FEDERAL	GW	TA
FEDERAL 24-1	43-019-30510	569	24-20S-23E	FEDERAL	GW	S
JACOBS FEDERAL 1-25	43-019-30486	568	25-20S-23E	FEDERAL	OW	P
CISCO 3	43-019-30404	4500	27-20S-23E	FEDERAL	GW	S
FEDERAL CISCO 1	43-019-30456	4500	27-20S-23E	FEDERAL	GW	S
FEDERAL 30-88X	43-019-30006	9659	30-20S-24E	FEDERAL	GW	S
MARTHA 4	43-019-31212	9655	30-20S-24E	FEDERAL	GW	S
MARTHA 1	43-019-31024	9655	30-20S-24E	FEDERAL	GW	S
SWANSON FEDERAL UTI 31-72	43-019-15771	9653	31-20S-24E	FEDERAL	GW	S
MPD 9-2	43-019-31216	9801	09-21S-23E	FEDERAL	GW	S
MPD 9-2B	43-019-31281	9801	09-21S-23E	FEDERAL	GW	S
MPD 10-2C	43-019-31276	9801	10-21S-23E	FEDERAL	OW	S
MPD 15-2	43-019-31277	11003	15-21S-23E	FEDERAL	GW	S

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 02/08/2001
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 02/08/2001
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 03/12/2001

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

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:		5/15/2006
FROM: (Old Operator): N6710-Falcon Energy, LLC 1137 19 Rd Fruita, CO 81521-9678 Phone: 1 (970) 858-8252	TO: (New Operator): N2195-Running Foxes Petroleum, Inc. 7060 B S. Tucson Centennial, CO 80112 Phone: 1 (720) 377-0923	
CA No.	Unit:	

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: 12/7/2006
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 5/31/2006
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/6/2006
- Is the new operator registered in the State of Utah: YES Business Number: 6097088-0143
- (R649-9-2)Waste Management Plan has been received on: requested 12/18/06
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: _____
- 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 6/19/2006 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- 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: 12/14/2006
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/14/2006
- Bond information entered in RBDMS on: n/a
- Fee/State wells attached to bond in RBDMS on: n/a
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000207
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number n/a
 - The **FORMER** operator has requested a release of liability from their bond on: n/a
 - The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (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:

Two wells remain in dispute regarding leases and were not moved - 4301930713 TXO Springs 9-1 and 4301931284 FZ 22-3

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OM B No. 1004-0137
Expires: March 31, 2007

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Running Foxes Petroleum**

3a. Address
7060B South Tucson Way Centennial, CO 80112

3b. Phone No. (include area code)
720-889-0510

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
S31 T19S R24E SE NE 3630' fsl & 330' fel Elevation: 4705' (GL)

5. Lease Serial No.
UTU 12362-B

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No.
Chase Grossman 1

9. API Well No.
430-19-15014-00-00

10. Field and Pool, or Exploratory Area
Sieber Nose

11. County or Parish, State
Grand County, Utah

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This sundry notice is to inform the BLM that Running Foxes Petroleum intends to plug & abandon the aforementioned well. Running Foxes Petroleum intends to fill both the production casing & surface casing with cement from total depth to the surface. The well was completed open hole from 1955' to 1969' GL. Surface casing (10 3/4") was set at 154' GL & production casing (7") was run to 1955' GL. Upon completion of cementing Running Foxes Petroleum intends to dig around the casing and cut off the first three feet of surface & production casing from ground level. Afterward a belowground marker, consisting of a metal plate, will be welded on to the remaining casing with all pertinent well information placed onto the plate. As well, a weep hole will be left on the plate. Once the plate has been welded on to the pipe, it will be buried and the well pad will be recontoured and seeded to blend in with the natural surroundings. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic

CC: UT DOGM

COPY SENT TO OPERATOR

Date: 6/22/2010

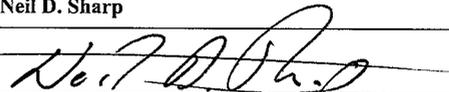
Initials: KS

14. I hereby certify that the foregoing is true and correct
 Name (Printed/Typed)

Neil D. Sharp

Title **Geologist**

Signature



Date

06/03/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by



Title

Pet. Eng.

Date

6/15/10

Conditions of approval, if any, are attached. Approval of this notice 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.

Office

DOGM

Federal Approval Of This
 Action Is Necessary

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

RECEIVED

(Instructions on page 2)

JUN 07 2010

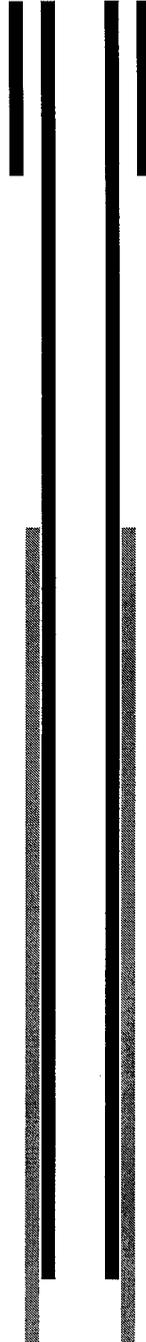
DIV. OF OIL, GAS & MINING

Lease #: UTU 12362B
Entity #: 8174

Chase Grossman 1
NE SE NE
Sec 31 T19S R24E
Elevation: 4705' GL
43-019-150-14-00-00

***All tubing & rods pulled;
Well to be P&A'd**

Spud: April 3, 1955
Complete: May 6, 1955



154' of 10 3/4"; cemented in with 55 sacks

1955' of 7"; cemented in w/75 sacks

*Top of Cement at 1470' GL

Zone: K Dakota
IP: 1450 mcf
Total Oil: 0 bbl
Total Gas: 71,686 mcf
Total Water: 0 bbl
GOR:
API/Gravity:

Open Hole Completion: 1955' to 1969' GL

TD: 1969' GL
PBTD: 1955' GL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: March 31, 2007

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input type="checkbox"/> <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> <input type="checkbox"/> Other		5. Lease Serial No. UTU 12362-B
2. Name of Operator Running Foxes Petroleum		6. If Indian, Allottee or Tribe Name
3a. Address 7060B South Tucson Way Centennial, CO 80112	3b. Phone No. (include area code) 720-889-0510	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) S31 T19S R24E SE NE 3630' fsl & 330' fel Elevation: 4705' (GL)		8. Well Name and No. Chase Grossman 1
		9. API Well No. 430-19-15014-00-00
		10. Field and Pool, or Exploratory Area Sieber Nose
		11. County or Parish, State Grand County, Utah

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This sundry notice is an amendment to a previous P&A sundry sent to the BLM dated 06/03/2010. Running Foxes Petroleum requests that the previously approved procedure from the aforementioned sundry be disregarded and consider the following procedure as Running Foxes Petroleum's finalized plan for plugging this well.

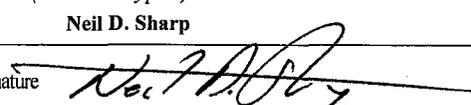
Running Foxes Petroleum intends to set a CIBP at 1945' GL. Afterwards a 35 foot column of cement will be set on top of the CIBP. A second CIBP or wiper plug will then be set at 214' GL. (Water will be placed in between the two plugs.) The production casing will then be perforated at 204'-206' GL in order to access the backside of the production casing. Cement will then be pumped into the production annulus via a coiled tubing rig or pulling unit until cement is circulated to surface and holds. Upon completion of cementing Running Foxes Petroleum intends to dig around the casing and cut off the first three feet of surface & production casing from ground level. Afterward a belowground marker (consisting of a metal plate) will be welded on to the casing stub with all pertinent well information placed onto the plate (a weep hole will be left on the plate). Once the plate has been welded on to the casing stub, it will be buried and the well pad will be prepared for reclamation. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic CC: UT DOGM

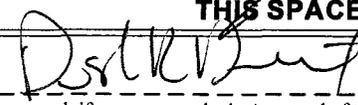
COPY SENT TO OPERATOR

Date: 8-25-2010

Initials: KS

14. I hereby certify that the foregoing is true and correct Name (Printed/Typed) Neil D. Sharp	Title Geologist
Signature 	Date 07/21/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

* Approved by 	Title Ref. Eng.	Date 8/16/10
* Conditions of approval, if any, are attached. Approval of this notice 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.	Office DOG M	Federal Approval Of This Action Is Necessary

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

RECEIVED

(Instructions on page 2)

* A 100' cement plug should be placed on CIBP @ 1945' **JUL 26 2010**

Lease #: UTU 12362B
Entity #: 8174

Chase Grossman 1
NE SE NE
Sec 31 T19S R24E
Elevation: 4705' GL
43-019-150-14-00-00

***All tubing & rods pulled;
Well to be P&A'd**

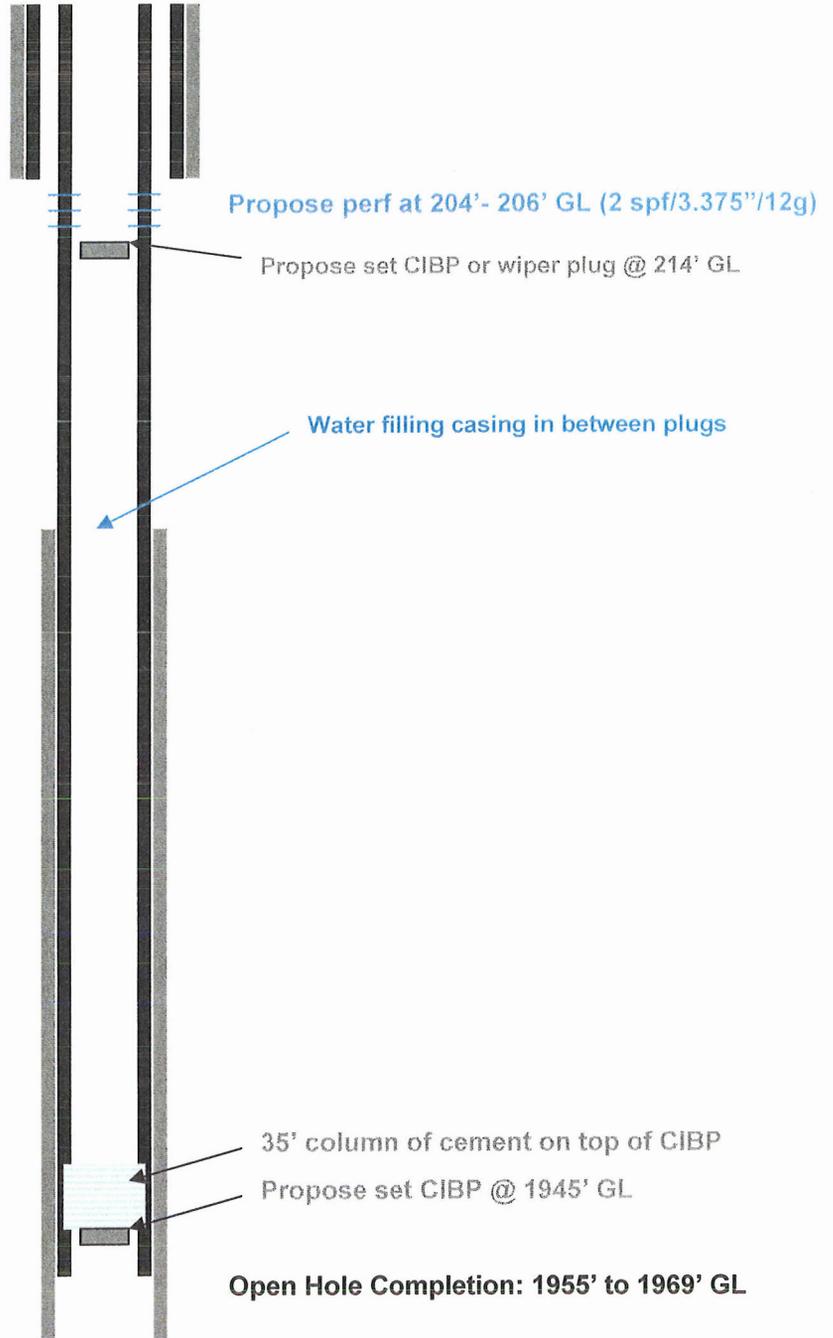
Spud: April 3, 1955
Complete: May 6, 1955

Surface: 154' of 10 3/4";
cemented in with 55 sacks

Production: 1955' of 7";
cemented in w/75 sacks

***Top of Cement at 1470' GL**

Zone: K Dakota
IP: 1450 mcf
Total Oil: 0 bbl
Total Gas: 71,686 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



TD: 1969' GL
PBTD: 1955' GL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: March 31, 2007

SUNDRY NOTICES AND REPORTS ON WELLS

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5. Lease Serial No.
UTU 12362-B

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.

8. Well Name and No.
Chase Grossman 1

9. API Well No.
430-19-15014-00-00

10. Field and Pool, or Exploratory Area
Sieber Nose

11. County or Parish, State
Grand County, Utah

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Running Foxes Petroleum

3a. Address
7060B South Tucson Way Centennial, CO 80112

3b. Phone No. (include area code)
720-889-0510

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
S31 T19S R24E SE NE 3630' fsl & 330' fel Elevation: 4705' (GL)

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
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<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

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Running Foxes Petroleum intends to set a CIBP at 1945' GL. Afterwards a 35 foot column of cement will be set on top of the CIBP. A second CIBP or wiper plug will then be set at 214' GL. (Water will be placed in between the two plugs.) The production casing will then be perforated at 204'-206' GL in order to access the backside of the production casing. Cement will then be pumped into the production annulus via a coiled tubing rig or pulling unit until cement is circulated to surface and holds. Upon completion of cementing Running Foxes Petroleum intends to dig around the casing and cut off the first three feet of surface & production casing from ground level. Afterward a belowground marker (consisting of a metal plate) will be welded on to the casing stub with all pertinent well information placed onto the plate (a weep hole will be left on the plate). Once the plate has been welded on to the casing stub, it will be buried and the well pad will be prepared for reclamation. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic

CC: UT DOGM

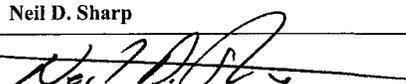
COPY SENT TO OPERATOR

Date: **8-25-2010**

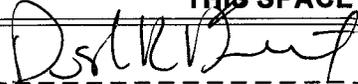
Initials: **KS**

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

Name (Printed/Typed) **Neil D. Sharp** Title **Geologist**

Signature  Date **07/21/2010**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

* Approved by  Title **Ret. Eng.** Date **8/16/10**

* Conditions of approval, if any, are attached. Approval of this notice 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.

Office **DOGM** Federal Approval Of This Action Is Necessary

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

RECEIVED

(Instructions on page 2)
* A 100' cement plug should be placed on CIBP @ 1945'

JUL 26 2010
DIV. OF OIL, GAS & MINING

Lease #: UTU 12362B
Entity #: 8174

Chase Grossman 1
NE SE NE
Sec 31 T19S R24E
Elevation: 4705' GL
43-019-150-14-00-00

***All tubing & rods pulled;
Well to be P&A'd**

Spud: April 3, 1955
Complete: May 6, 1955

Surface: 154' of 10 3/4";
cemented in with 55 sacks

Production: 1955' of 7";
cemented in w/75 sacks

***Top of Cement at 1470' GL**

Zone: K Dakota
IP: 1450 mcf
Total Oil: 0 bbl
Total Gas: 71,686 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



TD: 1969' GL
PBTD: 1955' GL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
UTU 12362-B

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit of CA/Agreement, Name and/or No.
2. Name of Operator Running Foxes Petroleum, Inc.		8. Well Name and No. Chase Grossman 1
3a. Address 6855 S. Havana St Ste 400 Centennial, CO 80112	3b. Phone No. (include area code) 720-889-0510	9. API Well No. 43-019-15014
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 3630' FSL & 330' FEL SE NE Sec 31 T19S R24E		10. Field and Pool or Exploratory Area Sieber Nose
		11. Country or Parish, State Grand County, Utah

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

6/7/2013

This Sundry notice is to inform the BLM that Running Foxes Petroleum, Inc. is proposing to plug and abandon the Chase Grossman 1. The procedure is as follows:

- Working with Eric Jones and Jeff Brown, notify the BLM Monticello Field Office at 435-587-1525 or Mr. Brown's cell phone at 435-486-4886.
- Tag bottom with work string or slick line to verify TD.
- Set CIBP at 1905'
- Spot a 4x cement plug on top of CIBP3.
- Circulate 9# mud
- Cut casing at 204'
- Circulate a surface cement plug from 204' to surface.
- Cut casing and weld P&A marker
- Restore location, reclaim surface, and reseed according to BLM regulations.

COPY SENT TO OPERATOR

Date: 6.26.2013

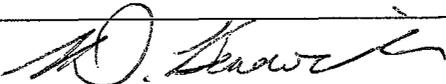
Initials: KS

RECEIVED

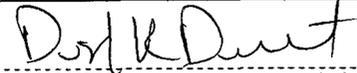
JUN 14 2013

DIV. OF OIL, GAS & MINING

CC: UT DOGM

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed) Rolando D. Benavides	Title VP Engineering
	Date 06/07/2013

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by 	Title <u>Ret. Eng.</u>	Date <u>6/19/2013</u>
Conditions of approval, if any, are attached. Approval of this notice 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.	Office <u>DOGM</u>	Federal Approval Of This Action Is Necessary

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make 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.

(Instructions on page 2) * Minimum 85x(100') cement should be placed on CIBP @ 1905' as required by R649-3-24-3.2
Plug # 2 should be 50' inside stub (254') to surface as required by R649-3-24-3.8.

Lease #: UTU 12362B
Entity #: 8174

Chase Grossman 1
NE SE NE
Sec 31 T19S R24E
Elevation: 4705' GL
43-019-150-14-00-00

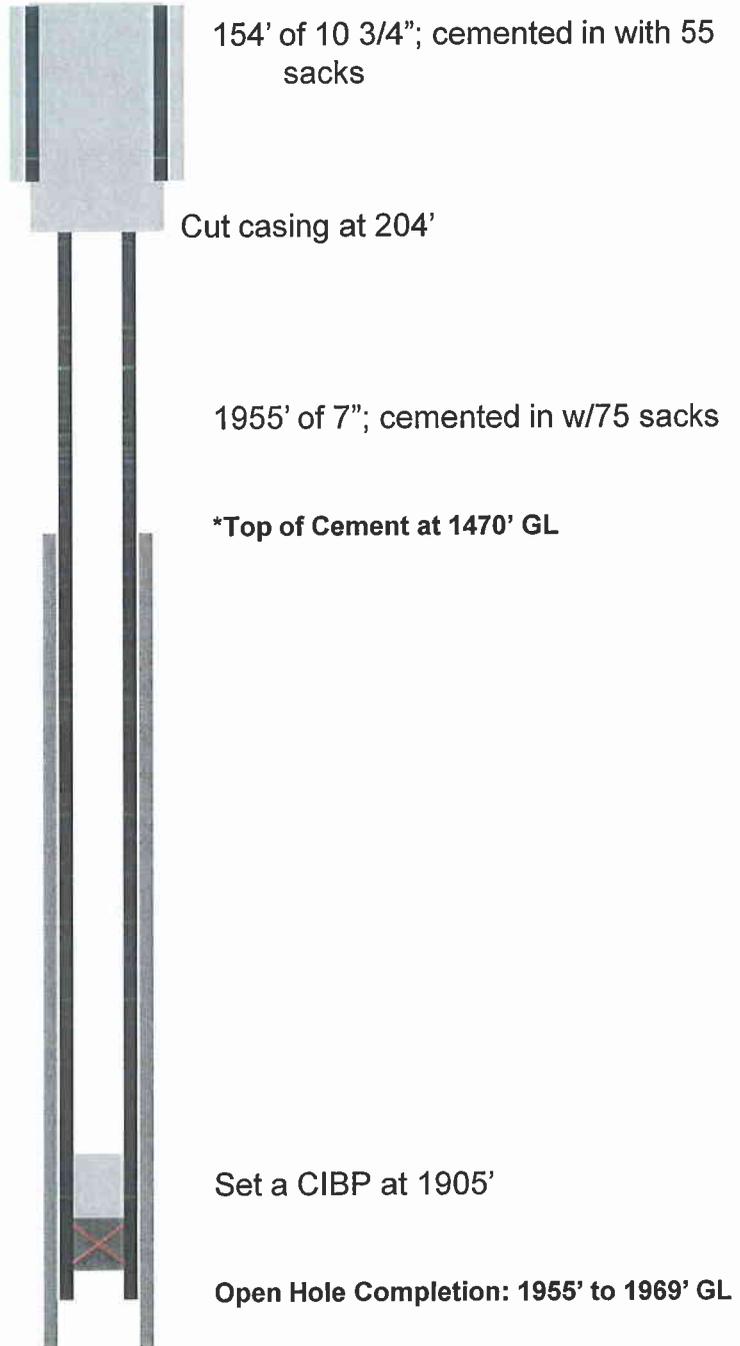
***All tubing & rods pulled;
Well to be P&A'd**

Spud: April 3, 1955
Complete: May 6, 1955

Proposed P&A procedure

1. Set CIBP at 1905'
2. Spot a 4sx cement plug on top of CIBP3.
3. Circulate 9# mud
4. Cut casing at 204'
5. Circulate a surface cement plug from 204' to surface.

Zone: K Dakota
IP: 1450 mcf
Total Oil: 0 bbl
Total Gas: 71,686 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



TD: 1969' GL
PBTD: 1955' GL