

COMPLETION DATA

Entered in NID File ✓

Checked by Chief PMB

Entered on S R Sheet

Copy NID to Field Office ✓

Location Map Pinned 7 ✓

Approval Letter La Vuit

Card Indexed ✓

Disapproval Letter

IWR for State or Fee Land

COMPLETION DATA:

SI Date Well Completed 11-14-62

Location Inspected

OW..... WW..... TA.....

Bond released

GW ✓ OS..... PA.....

State of Fee Land

LOGS FILED

Driller's Log 1-15-63

Electric Logs (No. 1) 2

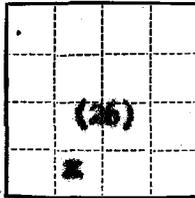
..... E1..... GR..... GR-N..... Micro

Lat..... MiL..... Sonic..... Others Scattered Gamma

Radiactivity

Well is located in the southwest corner of the
ing effective November, 1962.

Copy H. L. C.
(SUBMIT IN TRIPLICATE)



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

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUNDRY NOTICES AND REPORTS ON WELLS

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

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

SAN ARROYO UNIT

October 4, 1962

Well No. 16 is located 1125 ft. from N line and 1790 ft. from W line of sec. 26

NW SE SW/4 Sec. 26 163 25E Salt Lake
(1/4 Sec. and Sec. No.) (Twp.) (Range) (Meridian)
San Arroyo Grand Utah
(Field) (County or Subdivision) (State or Territory)

The elevation of the ~~1111~~ ^{Surface} above sea level is 5922 ft.

DETAILS OF WORK

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

The above location has been selected to test the Dakota formation, the top of which is expected at 4275 feet.

We will run and cement (from top to bottom) 9-5/8" OD casing at approximately 300 feet as surface pipe; we will run and cement 4-1/2 or 5-1/2" OD casing as the oil string.

We will drill this well with rotary tools.

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

Company Sinclair Oil & Gas Company

Address 601 Denver Club Building

Denver 2, Colorado

By Morris E. Brown

Title M. E. Brown
Division Chief Clerk
Production Department

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

Form approved
Budget Bureau No. 41-20744

LAND OFFICE Salt Lake City
LEASE NUMBER _____
UNIT San Arroyo

LESSEE'S MONTHLY REPORT OF OPERATIONS

State UTAH County GRAVE Field SAN ARROYO

The following is a correct report of operations and production (including drilling and producing wells) for the month of OCTOBER, 1962,
San Arroyo Unit

Agent's address 601 Denver Club Building Company Sinclair Oil & Gas Co.

Denver 2, Colorado Signed _____

Phone AM 6-2463 Agent's title Division Chief Clerk

SEC. AND 1/4 OF 1/4	TWP.	RANGE	WELL NO.	DATE PRODUCED	BARRELS OF OIL	GRAVITY	CU. FT. OF GAS (In thousands)	GALLONS OF GASOLINE RECOVERED	BARRELS OF WATER (If none, so state)	REMARKS (If drilling, depth of shot down, date and result of test for casing, content of gas)
SE/4 Sec. 22		16E 25E	13							At 75 depth 6200 Completed back flow In Gas Well in Morrison & Bering Stratification 10-7-62
NE/4 Sec. 16		16E 25E	14							Spud. 10-9-62. At 75 depth 6200 testing.
SE/4 Sec. 21		16E 25E	15							Spud 10-11-62. Drilling at 3000'.
SE/4 Sec. 26		16E 25E	16							Spud. 10-11-62. At total depth 6200 uniting on completion fig.

NOTE.—There were NO runs or sales of oil; NO M cu. ft. of gas sold;

NO runs or sales of gasoline during the month. (Write "no" where applicable.)

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

COMPANY Sinclair Oil and Gas Company

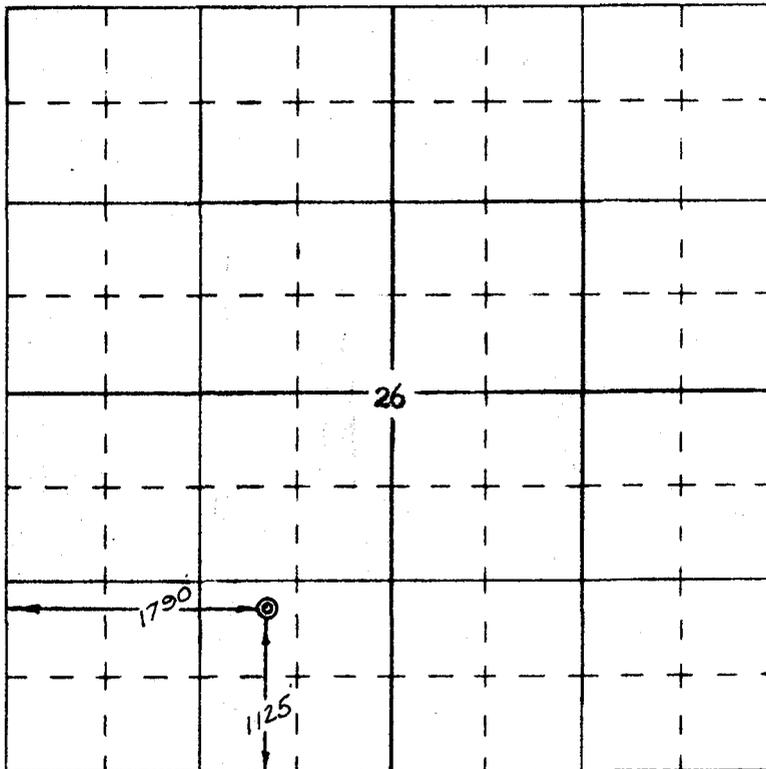
Well Name & No. _____ Lease No. _____

Location 1125' from the South line and 1790' from the West line

Being in SE 1/4 SW 1/4

Sec. 26, T. 16 S., R. 25 W., ~~Range 25~~, S.L.M., Grand County, Utah

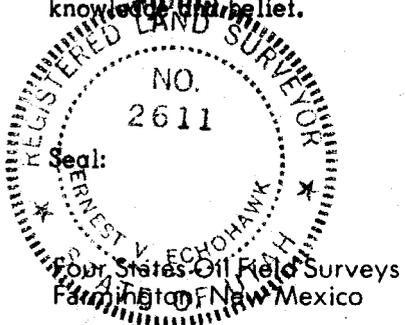
Ground Elevation 5922



Scale -- 4 inches equals 1 mile

Surveyed August 14, 1962

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



Ernest V. Echohawk

Ernest V. Echohawk
Registered Land Surveyor

~~XXXXXXXXXX~~
Utah Reg. No. 2611

copy

Copy H.L.C.

Page 7

Form 9-331a
(Feb. 1961)

Budget Bureau No. 42-R358.4.
Form Approved.

	(26)	
X		

(SUBMIT IN TRIPLICATE)

Land Office Salt Lake City

Lease No. U-0369

Unit San Arroyo

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUNDRY NOTICES AND REPORTS ON WELLS

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NOTICE OF INTENTION TO SHOOT OR ACIDIZE.....	SUBSEQUENT REPORT OF ABANDONMENT.....	
NOTICE OF INTENTION TO PULL OR ALTER CASING.....	SUPPLEMENTARY WELL HISTORY.....	XX
NOTICE OF INTENTION TO ABANDON WELL.....	NOTICE OF CEMENTING CASING	

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

SAN ARROYO UNIT

October 17, 19 62

Well No. 16 is located 1125 ft. from S line and 1790 ft. from W line of sec. 26

SW/4 Sec. 26
(1/4 Sec. and Sec. No.)

16S
(Twp.)

25E
(Range)

Salt Lake
(Meridian)

San Arroyo
(Field)

Grand
(County or Subdivision)

Utah
(State or Territory)

The elevation of the ~~1114/1114~~ ^{Surface} above sea level is 5922 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)

- 10-11-62 Spudded at 3:00 A.M.
- 10-13-62 Cemented 9-5/8" OD casing at 306 ft., with 300 sacks cement. Plug down at 6:30 P.M.
Tested cement at rate of 500# for 30 minutes. Tested OK.
- 10-17-62 Drilling ahead at 4450 ft.

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

Company SINCLAIR OIL & GAS COMPANY
601 Denver Club Building
Address Denver 2, Colorado

By Morris E. Brown
M. E. Brown
Title Division Chief Clerk
Production Department

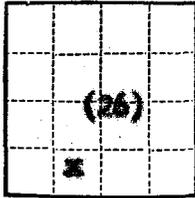
Copy H. L. C.

(SUBMIT IN TRIPLICATE)

Land Office Salt Lake City

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UNITED STATES
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NOTICE OF INTENTION TO SHOOT OR ACIDIZE	SUBSEQUENT REPORT OF ABANDONMENT	
NOTICE OF INTENTION TO PULL OR ALTER CASING	SUPPLEMENTARY WELL HISTORY	XX
NOTICE OF INTENTION TO ABANDON WELL	REPORT OF CEMENTING CASING	XX

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

SAN ARROYO UNIT

October 25, 1962

Well No. 16 is located 1125 ft. from S line and 1790 ft. from E line of sec. 26

SW/4 Sec. 26
(1/4 Sec. and Sec. No.)

16S
(Twp.)

25E
(Range)

Salt Lake
(Meridian)

San Arroyo
(Field)

Grand
(County or Subdivision)

Utah
(State or Territory)

The elevation of the ~~Surface~~ Surface above sea level is 5922 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)

- 10-18-62 Prepare run casing. Flowed gas at 5692 MCF from lower Dakota 4485-4510 ft. Top Sand 4479'.
- 10-19-62 WOC. Cemented 4-1/2" OD casing at 4932' with 300 sacks cement. Flag down 8:00 A.M.
- 10-19-62.
- 10-25-62 Waiting on completion rig.

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

Company Sinclair Oil & Gas Company
601 Denver Club Building
Address Denver 2, Colorado

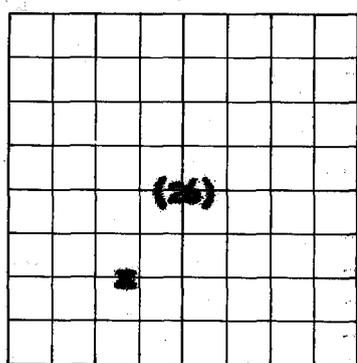
By Morris E. Brown
M. E. Brown
Title Division Chief Clerk
Production Department

cm
NIP
6

USGS PERMIT 10-5-62
AUTHORIZATION NO. 52, 1962
RECORD OF WELL NO. 16
SEC. 26 TWP. 16S RANGE 25E COUNTY OR PARISH Grand STATE Utah ACRES -
BLOCK _____ LOCATION OF WELL 1125' from the South line & 1790' from the West line of section.
SURVEY _____

San Arroyo Unit

FARM _____



(SHOW ALL MEASUREMENTS FROM SURFACE LEVEL)
ELEVATION: SURFACE 5922 RIG FLOOR _____
LOCATION STAKED BY E. V. Reichenbach DATE 8-11-62
DRILLING CONTRACTOR Arapahoe Drilling Company
KIND OF TOOLS USED. CABLE FROM _____ TO _____
ROTARY FROM 0 TO 4932
DATE DRILLING COMMENCED 10-11-62 COMPLETED 10-17-62
DATE COMPLETED TESTING 11-14-62 FIRST PRODUCTION Shut-In
TOTAL DEPTH 4932 P.B.T.D. 4884 METHOD OF PRODUCING Shut-In
1ST 24 HRS. NATURAL _____ AFTER SHOT OR ACID _____
24 HR. POTENTIAL AT COMPLETION — OIL _____ WATER _____ CHOKE _____
ALLOWABLE PRODUCTION, PER DAY _____ PER CALENDAR DAY _____
API GRAVITY OF CRUDE OIL @ 60° F _____ GOR _____

GAS WELL

TUBINGHEAD PRESSURE 1400 PSIG. KIND OF MUD USED DURING COMPLETION _____
VOLUME 2465 M CU. FT. Per Day
DEVIATION TESTS: Did not exceed State of Utah, United States Geological Survey or Company limits.

HOLE SIZE BEHIND OIL STRING CSG 8-3/4" SIZE OF HOLE BELOW CSG. _____
CORE RECORD: None NUMBER OF CORES, _____ DEPTH _____ LAB. NUMBER _____

WAS ELECTRICAL LOG MADE No TOP _____ BOTTOM _____ SERVICE CO. Wolox
Scattered Gamma 10-21-62 3590 4000

WAS RADIO-ACTIVE LOG MADE 10-21-62 TOP 4100 BOTTOM 4878 SERVICE CO. Wolox

TEMPERATURE SURVEY None INDICATED TOP OF CEMENT _____
SET WHIPSTOCKS AT None SPECIAL CEMENTING JOBS _____

PRODUCING FORMATIONS	TOP	BOTTOM	THICK.	PRODUCING FORMATIONS	TOP	BOTTOM	THICK.
1ST <u>Baheta</u>	<u>4370</u>	<u>4496</u>	<u>126'</u>	5TH			
2ND				6TH			
3RD				7TH			
4TH				8TH			

PERFORATION REPORT:

DATE	NO. HOLES	DEPTH	TO	TYPE OF SHOT	PRESENT STATUS
<u>11-7-62</u>	<u>60</u>	<u>4479</u>	<u>4494</u>	<u>Jet</u>	<u>Open</u>

SHOT REPORT—COMPANY	DATE	QUARTS	SIZE & LENGTH	ANCHOR	SHOT BETWEEN
1. <u>None</u>					FT. FT.
2.					FT. FT.

TREATED — ACID — FRACTURES, ETC.

FROM	TO	TYPE TREATMENT	GALLONS OR BARRELS	SAND POUNDS	LOAD - BBLs.	MAX. & MIN. PRES.	NET OIL REC.
<u>4479</u>	<u>4494</u>	<u>Acid</u>	<u>750 gals.</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<u>4479</u>	<u>4494</u>	<u>Sandfrac*</u>	<u>10,000 gals. A.W.</u>	<u>10,000#</u>	<u>-</u>	<u>6500</u>	<u>-</u>

* Treatment sandied out when 8,000 gals water & 8,000# sand in hole.

CASING, TUBING AND SUCKER RODS

CASING IN WELL							AMOUNT PULLED			NOW IN WELL		
SIZE O.D.	NEW S. H.	WEIGHT PER FT.	FEET	SET AT DEPTH	GRADE, KIND, RANGE	THREAD	SACKS CEMENT	DATE	SIZE	FEET	WEIGHT PER FT.	FEET
<u>9-5/8"</u>	<u>N</u>	<u>32.34</u>	<u>305</u>	<u>306</u>	<u>H-40 SS R2</u>	<u>ER</u>	<u>300</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>Same</u>
<u>4-1/2"</u>	<u>N</u>	<u>10.54</u>	<u>4932</u>	<u>4932</u>	<u>J-55 SS R2</u>	<u>ER</u>	<u>300</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>Same</u>
<u>2-3/8"</u>	<u>N</u>	<u>4.78</u>	<u>4464</u>	<u>4464</u>	<u>J-55 SS R2</u>	<u>ER</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>Same</u>

Handwritten signature and notes:
D.S. ✓
L.C. ✓
South line
miltons

C.M.
M.I.D.
F.M.
4

Form 9-331a
(Feb. 1951)

Copy H. L.C.

Budget Bureau No. 42-R358.4.
Form Approved.

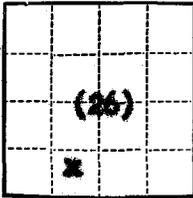
(SUBMIT IN TRIPLICATE)

Land Office Salt Lake City

Lease No. U-0369

Unit San Arroyo

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY



SUNDRY NOTICES AND REPORTS ON WELLS

NOTICE OF INTENTION TO DRILL	SUBSEQUENT REPORT OF WATER SHUT-OFF	
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NOTICE OF INTENTION TO PULL OR ALTER CASING	SUPPLEMENTARY WELL HISTORY	XX
NOTICE OF INTENTION TO ABANDON WELL	COMPLETION REPORT	XX

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

SAN ARROYO UNIT

November 14, 1962

Well No. 16 is located 1125 ft. from S line and 1790 ft. from W line of sec. 26

SW/4 Sec. 26
(1/4 Sec. and Sec. No.)

16S
(Twp.)

25E
(Range)

Salt Lake
(Meridian)

San Arroyo
(Field)

Grand
(County or Subdivision)

Utah
(State or Territory)

The elevation of the Surface ~~ALIAN 1661~~ above sea level is 5922 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)

- 11-8-62 At PB Depth 4384'. Moved in completion rig & perforated Dakota 4479-94' with 60 holes. Running tubing & packer to swab.
- 11-9-62 Set packer, swabbed & kicked off. Tested 1200 MCFFD. Acid. with 750 gals.
- 11-10-62 Swabbing lead water.
- 11-11-62 Swabbed lead water 10 hrs. Kicked off flowing at 734 MCFFD to pits to cleanup. CP 250#.
- 11-12-62 Flowed 3 hrs. at 804 MCFFD. Prepare run packer to fracture treat.
- 11-13-62 Sandfrac treated w/10,000 gals. gelled acid water & 10,000# sand. Sanded out when 8,000 gals. & 8,000# sand in hole. TP 6100#, MP 6500#. Reversed out sand. Pulled packer, ran tubing, nipples up, prepare swab.
- 11-14-62 Ran 124 jts. 2-3/8" OD tubing set at 4464', seating nipple at 4434'. COMPLETED GAS WELL. On 16 hr. completion test of Dakota perfs. 4479-94' flowed at rate of 2465 MCFFD, 3/4" tubing choke, 148# FTP, 2 hr. SITP 850#.

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

Company Sinclair Oil & Gas Company
601 Denver Club Building
Address Denver 2, Colorado

Morris E. Brown

By _____
M. E. Brown
Title Division Chief Clerk
Production Department

2774
241-157



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

MONTHLY OIL AND GAS PRODUCTION REPORT

012918

Operator name and address:

ARCO OIL & GAS COMPANY
 P O BOX 1610
 MIDLAND TX 79702
 ATTN: REVENUE ACCT/JEFF DECKER

Utah Account No. N0080

Report Period (Month/Year) 12 / 86

Amended Report

Well Name API Number	Entity	Location	Producing Zone	Days Oper	Production Volume		
					Oil (BBL)	Gas (MSCF)	Water (BBL)
X SAN ARROYO 4 4301915887	00500	16S 26E 30	DKTA	*			
X SAN ARROYO 8 4301915890	00500	16S 25E 16	DKTA	*			
X SAN ARROYO 9 4301915891	00500	16S 25E 27	DKTA	*			
X SAN ARROYO 11 4301915892	00500	16S 25E 15	DKTA	*			
X SAN ARROYO 12 4301915893	00500	16S 25E 23	DKTA	*			
X SAN ARROYO 13 4301915894	00500	16S 25E 22	DKTA	*			
X SAN ARROYO 13 4301915894	00500	16S 25E 22	MRSN	*			
X SAN ARROYO 14 4301915895	00500	16S 25E 16	DKTA	*			
X SAN ARROYO 16 4301915896	00500	16S 25E 26	DKTA	*			
X SAN ARROYO 17 4301915897	00500	16S 25E 24	DKTA	*			
X SAN ARROYO 18 4301915898	00500	16S 26E 30	DKTA	*			
X SAN ARROYO 19 4301915899	00500	16S 25E 14	DKTA	*			
X SAN ARROYO 20 4301915900	00500	16S 25E 26	DKTA	*			
TOTAL							

Comments (attach separate sheet if necessary) ** PROPERTIES SOLD, EFFECTIVE 9-1-86,
 TO: THE BERCH CORPORATION, 410 17TH STREET, DENVER, CO 80202
 N9985*

I have reviewed this report and certify the information to be accurate and complete. Date 1-21-87
 Authorized signature JEFF DECKER Telephone (915) 688-5414

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

PGW

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. U-0369	
2. NAME OF OPERATOR Birch Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME 111819	
3. ADDRESS OF OPERATOR 3801 East Florida Avenue Suite 900, Denver, CO 80210		7. UNIT AGREEMENT NAME San Arroyo	
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface SE $\frac{1}{4}$ SW $\frac{1}{4}$ 1125' FSL 1790' FWL		8. FARM OR LEASE NAME San Arroyo	
14. API NUMBER 43-019-15896		9. WELL NO. Unit No. 16	
15. ELEVATIONS (Show whether OP, RT, GR, etc.) 5922 GR.		10. FIELD AND POOL, OR WILDCAT San Arroyo	
		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA Sec 26 T16S R25E	
		12. COUNTY OR PARISH Grand	13. STATE Utah

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

NOTICE OF INTENTION TO:		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 checked="" type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input checked="" 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) _____	

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

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

We propose to perforate, acidize, and fracture according to the attached procedure. Fracture design will be for a propped fracture length of approximately 800 feet.

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

SIGNED *Sam Finis* TITLE Operations Manager DATE 11/17/87

(This space for Federal or State office use)

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

WORKOVER PROCEDURE

San Arroyo Unit No. 16
San Arroyo Field, Grand County, Utah

LOCATION: 1125' FSL, 1790' FWL, Section 26, T16S, R25E. Grand County, Utah.

ELEVATION: 5922 GR.

TUBULARS: 4½" casing set at 4932' in October 1962.
2-3/8" tubing set at 4464 feet.

PROCEDURE:

1. Move in workover rig and rig up. Install BOP's. Perforate the following zones as follows with a 3-1/8" perforating gun and premium charges:

4771-4773'	2 Holes	1SPF
4736-4738'	2 Holes	1SPF
4730'	1 Hole	1SPF
4689-4695'	6 Holes	1SPF
4591-4594'	3 Holes	1SPF

Run Gauge Ring.
2. Pick up retrievable packer and retrievable bridge plug. Set bridge plug at 4785 feet. Set packer at 4755 feet. Swab down well and test.
3. Acidize zones down tubing. Use 250 gallons of 15% HCl containing inhibitor, iron sequestering agent, clay stabilizers and non-ionic surfactant with ball sealers. Flow back and evaluate for frac.
4. Frac zone down tubing. Fracture treatment will be designed later. Flow back.
5. Pick up bridge plug and set at 4745 feet. Reset packer at 4725 feet. Sub down well. Acidize zone down tubing. Use 250 gallons of 15% HCl and additives specified above. Flow back and evaluate for frac.
6. Frac zone down tubing. Fracture treatment will be designed later. Flow back.
7. Pick up bridge plug and set at 4705 feet. Reset packer at 4640 feet. Swab down well. Acidize zone down tubing. Use 500 gallons 15% HCl and additives specified above. Flow back and evaluate for frac.
8. Frac zone down tubing. Fracture treatment will be designed later. Flow back.
9. Pick up bridge plug and set at 4605 feet. Reset packer at 4545 feet. Swab down well. Acidize with 250 gallons of 15% HCl and additives specified above. Flow back and evaluate for frac.
10. Frac zone down tubing. Fracture treatment will be designed later.

11. Pick up bridge plug and set at 4505 feet. Reset packer at 4420 feet. Swab well and acidize Dakota zone with 750 gallons 15% HCl and additives specified earlier. Flow back and evaluate for frac.
12. Frac zone down tubing. Fracture treatment will be designed later.
13. Pullout of hole with bridge plug and packer. Go in hole with 3-1/8" casing casing gun. Perforate as follows with premium charges:
4452-4465 14 Holes 1 SPF
 Run Gauge Ring.
14. Go in hole with bridge plug and packer. Set bridge plug at 4474 feet. Set packer at 4370 feet. Swab well and acidize with 750 gallons of 15% HCl and additives specified earlier. Flow back and evaluate for frac.
15. Frac down tubing. Fracture treatment will be designed later.
16. Pull out of hole with packer and bridge plug. Go in hole open ended Flow well to sales line.

San Arroyo Unit Well # 16

Elevation: 5922
TD: 4932

9 ⁵/₈" Csg. @ 306

2 ³/₈" Tdy. @ 4464

SN @ 4434

Dakota

4479

ACTIVISO w/ 750gal

FRAC: 10,000gal gelled AW w/ 10,000# sd.

sanded out w/ 8000gal + 8,000# sd. part AWAY

4494

PBTD @ 4884

4 ¹/₂" Csg. @ 4932
10.5" J-55

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

SUBMIT IN DUPLICATE*
(See other instructions on reverse side)

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

14

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

2. NAME OF OPERATOR
Birch Corporation

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

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
 At surface 1125 FSL 1790 FWL
 At top prod. interval reported below
 At total depth _____

14. PERMIT NO. 43-019-158960 DATE ISSUED _____

5. LEASE DESIGNATION AND SERIAL NO.
U-0369

6. IF INDIAN, ALLOTTEE OR TRIBE NAME _____

7. UNIT AGREEMENT NAME
San Arroyo

8. FARM OR LEASE NAME
San Arroyo

9. WELL NO.
Unit No. 16

10. FIELD AND POOL, OR WILDCAT
San Arroyo

11. SEC. T. R., M., OR BLOCK AND SURVEY OR AREA
Sec 26 T16S R25E

12. COUNTY OR PARISH Grand 13. STATE Utah

15. DATE SPUDDED 10-11-62 16. DATE T.D. REACHED _____ 17. DATE COMPL. (Ready to prod.) 2-10-88 18. ELEVATIONS (DF, RKB, RT, OR, ETC.)* 5922 GR 19. ELEV. CASINGHEAD _____

20. TOTAL DEPTH, MD & TVD 4932 21. PLUG, BACK T.D., MD & TVD 4884 22. IF MULTIPLE COMPL., HOW MANY* 7 23. INTERVALS DRILLED BY _____ ROTARY TOOLS _____ CALLE TOOLS _____

24. PRODUCING INTERVAL(S) OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
Cedar Mt. 4574-4580, 4584-4585, 4592-4594
Brushy Basin 4771-4773, 4736-4738, 4730, 4689-4695
25. WAS DIRECTIONAL SURVEY MADE no

26. TYPE ELECTRIC AND OTHER LOGS RUN
casing inspection log, GR-CCL 27. WAS WELL CORED no

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9-5/8		306		pre-existing	
4 1/2	10.5# J-55	4932		pre-existing	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-3/8 N-80	4431.68	

31. PERFORATION RECORD (Interval, size and number)

4771-4773	3 holes	4574-4580	13 holes
4736-4738	3 holes	4584-4585	3 holes
4730	1 hole	4592-4594	5 holes
4689-4695	6 holes		
(4479-94 4 shots/ft. pre-existing)			

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
	see attached procedure

33. PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)					
2-10-88	flowing	producing					
DATE OF TEST	HOURS TESTED	CHOKER SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
2-12-88	24	16/64	→	0	1.504 mmcf	0	NA
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
1010	1110	→	0	1.504 mmcf	0	NA	

34. DISPOSITION OF GAS (Solid, used for fuel, vented, etc.) vented TEST WITNESSED BY T.J. Price

35. LIST OF ATTACHMENTS
attachment enclosed

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

SIGNED [Signature] TITLE Operations Manager DATE 4/13/88

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. LEASE DESIGNATION AND SERIAL NO

U-0369

DKTA

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or plug back of a well without approval of the Bureau.
Use "APPLICATION FOR PERMIT" for such proposals.)

1.

OIL WELL GAS WELL OTHER

APR 18 1988
DIVISION OF GAS & MINING

7. UNIT AGREEMENT NAME

San Arroyo

2. NAME OF OPERATOR

Birch Corporation

8. FARM OR LEASE NAME

San Arroyo

3. ADDRESS OF OPERATOR

3801 East Florida Ave Suite #900 Denver CO 80210

9. WELL NO.

Unit No. 16

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

See also space 17 below.
At surface

1125 FSL 1790 FWL

10. FIELD AND POOL, OR WILDCAT

San Arroyo

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

Sec 26 T16S R25E

14. PERMIT NO.

43-019-158960

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

5922 GR

12. COUNTY OR PARISH

Grand

13. STATE

Utah

16.

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

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF

PULL OR ALTER CASING

WATER SHUT-OFF

REPAIRING WELL

FRACTURE TREAT

MULTIPLE COMPLETE

FRACTURE TREATMENT

ALTERING CASING

SHOOT OR ACIDIZE

ABANDON*

SHOOTING OR ACIDIZING

ABANDONMENT*

REPAIR WELL

CHANGE PLANS

(Other)

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

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

This well was recompleted as per the attached procedure. Recompletion began 1-26-88 and finished 2-10-88.

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

SIGNED

Tommy Amey

TITLE Operations Manager

DATE

4/13/88

(This space for Federal or State office use)

APPROVED BY

TITLE

DATE

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

San Arroyo Unit #16
Sec. 26 T16S-R25E
Grand County, Utah

1-26-88 - MI & RU. Kill well w/ 3% KCl water and clay stabilizer. Remove tree & NU BOP equipment. Pick up 7 jts of tubing and tag bottom at 4665'. Pull 15 stds tubing & SDFN.

DC: \$3455
CC: \$3455

1-27-88 - Prep to RIH w/ bit and bailer to clean out. Type of fluid in hole: 3% KCl w/ trace of stabilizer. Added to system: 40 bbls. Lost 40 bbls. Total lost to date: 40 bbls. Casing size: 4 1/2" 10.5# J-55, 4932'. Finish TOOH/ PU bailer & RIH picking up any work string. Tag fill at 4665'. Bail & clean out to 4673'. Bailer stopped, could not loosen fill. Rotate and work bailer 2 hrs. POOH, ends of notched collars bent in. SDFN.

DC: \$2220
CC: \$5675

1-28-88 - Prep to run CI Log. Type of fluid in hole: 3% KCl tr stabilizer. 8.4#. Added: 17 bbls. Lost 17 bbls. Total lost to date: 17 bbls. Left to recover: 52 bbls. Casing 4 1/2" 10.5# J-55. 4932'. 3.875 ID. pbtd 4884. TD 4936. Open perfs 4479-94. RIH w/ sand bailer & bit. Rotate & work bailer down 55 ft. Bailer quit working. POOH, clean out bailer. Recovered 215 ft sand. 2 bbl water. RIH w/ sand bailer & notched collar. Clean out to 4808'. Bailer quit working. Pull out. Recovered 245 ft sand & 3 bbls H2O.

DC: \$3427
CC: \$9102

1-29-88 - Prep to press tst tbg & acidize & frac. KCl 8.4#. Open perfs: 4771-73, 4736-38, 4730, 4689-95, 4479-4494. RU Dia-Log - Run csg inspection log. Csg ok. 6 jts indicated corrosion below 4030'. Sand filled up to 4753. PO bailer. RIH w/ tbg. Clean out to 4802. POOH & empty bailer. Recovered 3 1/2 stds of sand & 3 bbls water. RU Dyna-Jet & run GR CCL. Perf 4771-73, 3 holes, 4736-38 3 holes, 4730 1 hole, 4689-95 6 holes. Used a 3 1/8" csg gun. All shots fired. PU Mtn States tension pkr & RIH. Set pkr 4558 w/ 20,000# tension. Ran standing valve & seating nipple. SDFN.

DC: \$7378
CC: \$16,480

San Arroyo Unit #16

1-30-87 - RU DS & press tst tbg using N2 to 6500 psi (held ok.) Run sand line to fish standing valve. Unsuccessful. Could not get fishing tool down tbg. Release pkr. POH. Remove standing valve & RIH. Reset pkr 4558 at 20,000# tension. RU DS & break down perfs w/ 750 gals 7 1/2% HCL stabilizer & non-ionic foamer w/ 500 scf N2/bbl. Breakdown at 3500#, broke back at 2600# at 4 bbls/min. Balled off. Displaced acid N2. SDF 1 hr. Flow to pit. Recovered app 10 bbls of acid and spent acid. Frac, treat well w/ 46500 gal 75% Q foam containing 9000# 100 mesh sand & 45,000# 20/40 sand. Avg injec rate = 12 bbls/min at 4700. ISIP 3500. 5 min 3150. 10 min 3077. 15 min 3025. Max press 4800. Final 4750.

Fracture Details

Volume	Fluid	Rate	Pressure	Proppant
-----	-----	-----	-----	-----
5000	75 Q foam	12	4500	Pad
16000	"	"	4500	1/2 - 1 ppg 100 mesh *
3000	"	"		1/2 ppg 20/40
4000	"	"		1 ppg 20/40
5000	"	"		1 1/2 ppg 20/40
6000	"	"		2 ppg 20/40
5000	"	"		2 1/2 ppg 20/40
2500	"	"	40762	3 ppg 20/40
813	"	"	4750	flush

47,313

9000# 100 mesh, 45,000# 20/40. 1,065,000 scf N2.

* Small stage of 100 mesh. Fluid leak off apparent. SIFN.

DC: \$31,923

CC: \$48,403

1-31-88 - Flow back frac of Brushy Basin zone. This a.m. flowing tbg press 800 psig. 20/64" choke. Type of fluid in hole: 3% KCl w/ clay stabilizer. 8.4#. Flow through positive choke. 20/64" 800#. Rate: 1966 MCFD. Nearly dry gas, some sand & mist, well burned after frac. SITP 2060. Install 20/64" choke & open to tank. Flow back frac.

Time	Pressure	Choke	Fluid	Remarks
----	-----	-----	-----	-----
8:25 am	2060	shut-in		
9:00	600	20/64		
10:00	365	"		
11:00	700	"	18.2	

San Arroyo Unit #16

12:00	710	"	22.3	
1:00	690			Change out & flow tee
2:00	725	"		
3:00	740	"		
4:00	740	"		
5:00	760	"		
6:00	750	"		
7:00	790	"		
8:00	780	"		
9:00	790	"		
10:00	800	"		

800 pressure each hour
until 7:00 am

7:30 am	731	"	78.8 - change out flow tee.
---------	-----	---	--------------------------------

DC: \$1825
CC: \$50,228

2-1-88 - Flowing on positive choke. 20/64". TP 840. CP 2063.
Flow dry gas. Flow back after frac.

Time	TP	Choke	Fluid
8 am	800	20/64	78.8
9	800	"	"
10	800	"	"
11	840	"	"
12	850	"	"
1 pm	850	"	"
2	830	"	"
3	825	"	"
4	820	"	"
5	820	"	"
6	820	"	"
7	840	"	"
(through 12 pm same)			
1 am	830	"	"
(through 4 am)			
5 am	840	"	"
(through 7 am)			

Calculated rate 2.064 MMCFD.

DC: \$2559
CC: \$52,787

San Arroyo Unit #16

2-2-88 - Present operation: prep to frac Cedar Mountain. Type of fluid in hole: 3% KCl water w/ clay stabilizer. 8.4 ppg. Added to system: 200. Lost to form: 200. Total lost to date: 557 bbls. Swabbed today: 60. Total swabbed 157. Left to recover: 400. Casing size: 4 1/2" OD. 10.5# J-55. Surf to 4932'. 3.875 ID. PBSD 4884. TD 4936'. Open perms: 4771-73. 4736-38. 4730, 4689-95, 4574-80, 4584-85, 4592-94, 4479-96. Kill well by pumping 60 bbls down casing and 20 bbls down tubing. Well unloaded water out casing. Pump another 80 bbl down casing and well unloaded water out tbg. Pump 20 more bbl down tubing and well dead. Release pkr and pull 70 stds. Well unloaded up tbg. Pump another 20 bbl and finish trip. RU Dyna-Jet and run a Mtn States Wireline set bridge plug. Set RBP at 4615'. Perforate 4574-80' 13 holes. 4584-85' 3 holes. 4592-94' 5 holes. Used a 3 1/8" casing gun and all shots fired. 4:00 - 6:00 2 RIH with tubing and Mtn States Tension packer. Set packer at 4524' with 20,000# tension.

DC: \$6367
CC: \$59,154

2-3-88 - Prep to flow back frac of Cedar Mountain. Type of fluid in hole: 3% KCl water w/ tr stabilizer. 8.4#. Added to system: 149 bbls. Lost: 149. Total lost: 496. Swabbed today: 13. Total swabbed: 170. Left to recover: 626. SITP 1560. Swab well & rec 13 bbls water w/ small amount of gas after each run. Made 5 runs. Well dry. Flow gas. TSTM. RU Dowell & frac 4574-94'. Sanded out after pump. 1 ppg 20/40 stage. RU flow line to tank. SDFN. Plan to begin flowing well 2/3/88 am. This am (2/3/88) SITP 1560. Open well to frac tank of 16/64" choke.

FRACTURE DETAIL

Volume Gal	Fluid	Rate BPM	Pressure	Proppant	Cum.	Remarks
5000	75Q foam	12	3940	Pad		
7000			4100	1/2 ppg 100 mesh	3500	
7000			4055	1 ppg 100 mesh	7000	
3000			4082	1/2 ppg 20/40	1500	strt ramp
3000			4632	1 1/2 ppg 20/40	4500	screening
786			4700	FLUSH		

TOTALS:	25,786 gallons	PRESSURES:	3500 ISIP
	10,500# 100 mesh		3011 5 min
	10,000# 20/40 sand		2975 10 min
	476,000 scf nitrogen		2976 15 min

Pump 24 bbls slug of YF8PSD crosslink gel down annulus. Pressure to 800 psig w/ N2. Casing pressure slowly dropped to 477 psig - no apparent communication.

San Arroyo Unit #16

2-3-88 - (continued)

DC: \$29,442

CC: \$88,596

2-4-88 - Present operations: prep to swab. Type of fluid: 3% KCl w/ clay stabilizer: 8.84#. Total lost to date: 796 bbls. Swabbed 2 1/2 bbls. Total swabbed: 172 1/2. Left to recovery 623 1/2. Casing size: 4 1/2" 10.5# J-55 surf - 4932'. 3.875 ID. PBD 4884'. TD 4936'. Packer/bridge plug @ 4924'/4965'. Open perfs: 4771-73', 4736-38', 4730', 4689-95', 4592-94', 4584-85', 4574-80', 4479-94'. Flowed well for 3 hrs on 16/64" choke. Press dropped to 0. Swabbed well; made 100 ft. of fluid per hour - no gas. Tag sand @ 4996. TP 1520 psi. 7 am 2/3/88.

DC: \$1424

CC: \$90,320

2-5-88 - RU to perf. 3% KCl w/ clay stab. 8.4#. Added to system: 60. Lost to formation: 60. Total lost to date: 856 bbls. Swabbed: 3.6 bbls. Total swabbed: 176. Left to recovery: 680 bbls. Flow well for 10 min; press dropped from 330# to 0 on 16/64" choke. Swab well and recovered 3 1/2 bbls water w/ very little to no gas after each run. Made 5 runs every other run dry. Spotted 4 sx sand 4596-4556', w/ 16 1/2 bbls water. Release pkr to raise to 4362'. Packer stuck. RU and circ thru packer, came free. Pulled 7 stds tbg to install new packer. Packer stuck again at 4095'. Circ thru tbg & on back side. Packer would not come free.

Additional information: From 1-5 pm; attempt to release pkr. Pull 5000# above string weight. RU and pump. Packer came free after pumping tubing capacity plus 1 bbl. Pulled 7 stds. Packer hung up at 4095'. Hook up and circ out gel plug. Did not move pkr up or down. Pulled 50,000 over w/ no success. RU and pump thru tbg, lost returns to formation. Switch lines and pump down casing. Pressured up to 1100#. Work tbg and open unloader. Circ double tbg capacity. Fluid clearing at frac tank. Work tbg to 5000 over w/ no progress. Attempt to break safety joint. Torque not getting to pkr. Could not break safety joint. Pulled 70,000 over, no progress. Pulled up and bounced pkr w/ no movement. SDFN.

DC: \$2451

CC: \$92,711

2-6-88 - Present operations: prep to retrieve plug. 3% KCl w/ clay stabilizer in hole. 8.4#. Added to system: 90 bbls. Lost: 25 bbls. Total lost: 881 bbls. Total swabbed: 176. Left to recover: 705. Waiting on Dyna-Log. Mixed 100 bbls of KCl water. RU Dyna-Log & wait for Mabrey. Worked tbg. Pulled 30,000# over

San Arroyo Unit #16

string weight and down charged the tbg. After 8 - 10 down jars, tbg & pkr released. Circ 90 bbls of KCl water down backside of tbg w/ good returns to surface & very little to no sand in return fluid. TOH w/ tbg & pkr. Remove pkr & wait on plug retrieving tool. Retrieving tool & pkr hand did not show up in time to retrieve plug today.

DC: \$2406
CC: \$95,177

2-7-88 - TIH w/ 72 stds tbg. Mixed 100 bbls KCl. Pumped 33 bbls down backside. Released plug at 4560' & start TOH. Well blew in. Closed pipe rams and stabbed kelly cock. Mixed more KCl & killed well again. Finished TOH & TIH w/ sand bailer. Bailed to 4802'. Start TOH w/ bailer & well started to blow in again. Pumped 61 bbls of KCl to kill well. Installed stripper head. Start TOH & well started blowing again. It was dark, so closed pipe rams & kelly cock. SDFN.

DC: \$5098
CC: \$100,275

2-8-88 - Type of fluid in hole: 3% KCl water w/ clay stabilizer. 8.5#. Added to system: 140 bbls. Lost: 140 bbls. Total lost to date: 1082 bbls. Swabbed today: 0. Total swabbed: 176 bbls. Left to recover: 906 bbls. Casing size: 4 1/2" 10.5# J-55 surface to 4932'. 3.875 I.D. Pump 35 bbls of 8.5# KCl. K/O well. STOH with N80 & bailer. Well blew out. Pumped 89 bbls of 8.5 KCl. Kill well. TOH w/ N80 tbg & bailer. TIH w/ 71 stds & 1 single to 443.69 feet w/ 2 3/8" N-80 tbg. Pumped 16 bbls KCl down tbg and N/D. Stripped Hd. Pumped 15 bbls KCl. N/D BOP and install wellhead.

DC: \$5004
CC: \$105,279

San Arroyo Unit #16

2-9-88 - Lay down prod tbg in doubles & break into singles. Start const. of flow line to frac tank. Need several add'l fittings. Finish N/U wellhead. Prepare to R/D today. Pressures: 18 hrs - 240 tbg. 120 csg.

DC: \$2484
CC: \$110,463

2-10-88 - RD & release rig at 12 noon. Roustabout crew finished building flow line to frac tank. TP 960. CP 800.

DC: \$1435
CC: \$109,198

2-11-88 - SITP 950. SICP 1020. Open on 1/4" choke. This am FTP 1010. 1.5 MMCF. Will turn back to production today.

2-12-88 - On 16/64" choke. 1010 TP. 1110 CP. 1.504 MMCFD. Shut-in at 10:30 am. Rigging up production facilities.

2-13-88 - Well placed into production.

FINAL REPORT

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

RECEIVED
MAY 01 1989

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

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	PULL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>	FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>	SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	(Other) <u>Change of Operator</u> <input checked="" type="checkbox"/>	
(Other)		(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

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

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

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

SIGNED Wilbur L. Boyer TITLE Vice President DATE April 25, 1989
(This space for Federal or State office use)

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

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

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

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

↪ per Jackie Cannon from Buch, Graham Royalty does not own
 this well. JS 5/15/84



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

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

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

Utah Account No. N0505
Report Period (Month/Year) 5 / 89
Amended Report

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

Comments (attach separate sheet if necessary) _____

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

Authorized signature _____ Telephone _____

June 6, 1989

RECEIVED
JUN 08 1989

DIVISION OF
OIL, GAS & MINING

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

Attention: Ms. Tammy Searing

Dear Ms. Searing

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

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

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

If you should have any questions, please advise.

Sincerely,

C. C. Robbins

C. C. Robbins
Reg. Affairs Supervisor

CCR/ng

June 6, 1989

RECEIVED
JUN 08 1989

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

DIVISION OF
OIL, GAS & MINING

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If you should have any questions, please advise.

Sincerely,

C. C. Robbins

C. C. Robbins
Reg. Affairs Supervisor

CCR/ng

RECEIVED
MAR 12 1990

STATE OF UTAH

BOARD AND DIVISION OF OIL, GAS AND MINING

DIVISION OF
OIL, GAS & MINING

DESIGNATION OF AGENT

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

Northstar Gas Company, Inc.

256 E. North Sam Houston Parkway, Suite 250

(Address)

Houston, Texas 77060

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

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

Effective Date of Designation March 1, 1990

Company Graham Royalty, Ltd.

Phone (303) 629-1736

Address 1675 Larimer Street, Suite 400

Denver, Colorado 80202

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

Title Vice President/Division Manager

NORTHSTAR GAS COMPANY

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

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

April 5, 1990

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

DIVISION OF
OIL, GAS & MINING

To Whom It May Concern:

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

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

Thank you.

Sincerely,

Paul A. Bernard, Jr. / LR

Paul A. Bernard, Jr.
Controller

NORTHSTAR GAS COMPANY

PAB/lr
Enclosures

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

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

UTAH ACCOUNT NUMBER: N0505

REPORT PERIOD (MONTH/YEAR): 6 / 93

AMENDED REPORT (Highlight Changes)

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

REMARKS: _____

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

Date: _____

Name and Signature: _____

Telephone Number: _____



PRODUCTION SERVICES CO.

Denver District

RECEIVED

JUL 16 1993

DIVISION OF
OIL GAS & MINING

July 14, 1993

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

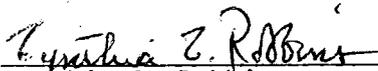
Attn: Ms. Lisha Cordova

Dear Ms. Cordova,

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

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

Sincerely,


Cynthia C. Robbins
Regulatory Affairs Supervisor

CC: Ken McKinney

Division of Oil, Gas and Mining
PHONE CONVERSATION DOCUMENTATION FORM

Route original/copy to:

Well File _____

(Location) Sec ___ Twp ___ Rng ___
(API No.) _____

Suspense
(Return Date) _____
(To - Initials) _____

Other
Operator Change

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

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

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

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

4. Highlights of Conversation: _____

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

* 931116 - Linda Goldsby "Graham" referred to Btm 15.4.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1-LEC	7-SJ
2-DTS	8-FILE
3-VLC	
4-RJE	
5-ELC	
6-FL	

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

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

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

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

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

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

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

Name **SEE ATTACHED**	API: <u>019-15896</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

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

ENTITY REVIEW

- 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).
- 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

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

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

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

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

FILMING

- 1. All attachments to this form have been microfilmed. Date: March 70 1994.

FILING

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

COMMENTS

940107 Bhm/s.Y. Approved C.A. NW-115 and San Arroyo Unit eff. 12-29-93.

S. E. U. T. CO.

Accommodation Recording
Not Examined

**ASSIGNMENT, BILL OF SALE
AND CONVEYANCE**

Entry No. **429639**
Recorded 10-22-93 2 36 PM
Bk 457 Pg. 83 Fee 80⁰⁰
96
Melane Masher
Recorder of Grand County

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

ASSIGNORS:

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

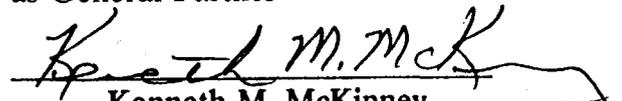
ATTEST:

By: _____



By: Graham Energy, Ltd.,
as General Partner

By: _____

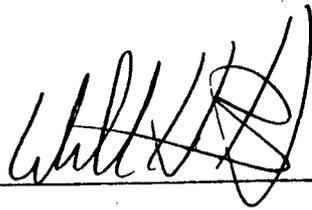


Kenneth M. McKinney
Vice President

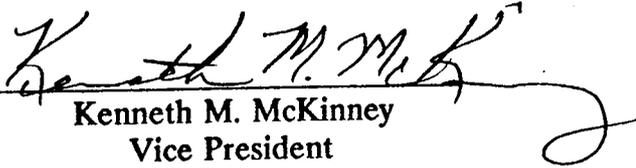
[SEAL]

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

ATTEST:

By: 

By: Graham Energy, Ltd., as
General Partner

By: 
Kenneth M. McKinney
Vice President

[SEAL]

WITNESSES TO ASSIGNORS'
SIGNATURES:

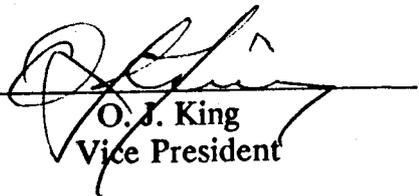
Mina E. Merc
Belinda J. Metz

ASSIGNEE:

NORTHSTAR GAS COMPANY, INC.

ATTEST:

By: 

By: 
O. J. King
Vice President

[SEAL]

WITNESSES TO ASSIGNEE'S
SIGNATURE:

Mina E. Merc
Belinda J. Metz

STATE OF LOUISIANA

PARISH OF ORLEANS

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

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

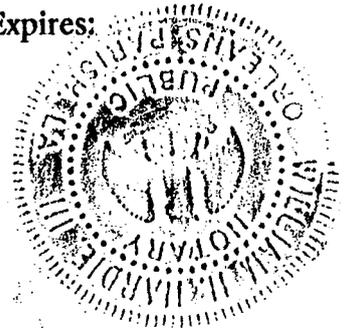


NOTARY PUBLIC

My Commission Expires:

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

[SEAL]

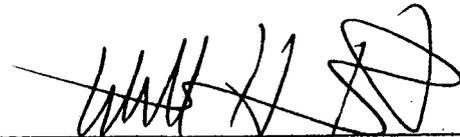


STATE OF LOUISIANA

PARISH OF ORLEANS

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

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



NOTARY PUBLIC

My Commission Expires

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

[SEAL]



STATE OF LOUISIANA

PARISH OF ORLEANS

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

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



NOTARY PUBLIC

My Commission Expires

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

[SEAL]

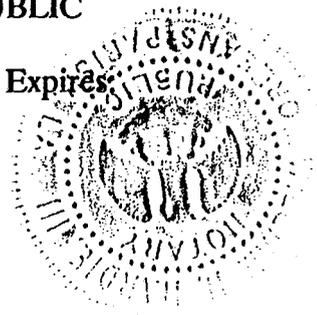


EXHIBIT "A"
ATTACHED TO ASSIGNMENT,
BILL OF SALE AND CONVEYANCE
PART I
LANDS AND LEASES
ALL IN GRAND COUNTY, UTAH UNLESS OTHERWISE SPECIFIED

Lease Serial Number	Lessor	Lessee	Description of Lands	Book	Page	Lease Date	Associated Properties
ML-22208 (1038)	State of Utah	Atlantic Richfield Company	T15 1/2S, R24E, SLM Sec. 36: All T16S, R24E, SLM Sec. 2: All	220	177	9-28-64	ARCO State 2-1, 2-2, 36-7, 36-8
U-29645 (1174)	U.S.A.	Atlantic Richfield Company	T16S, R25E, SLM Sec. 27: SW/4, S/2 SE/4 Sec. 34: NE/4, NE/4 NW/4, NE/4 SE/4			5-1-75	ARCO 27-1 Valentine Fed #2 ARCO Fed D-1
ML-25151 (191-1)	State of Utah	Sinclair Oil & Gas Company	T16S, R25E, SLM Section 2: All	163	390	3-7-68	Bittercreek #1
J-0126528 (174-1)	U.S.A.	James F. Gilbert	T16S, R25E, SLM Sec. 11: N/2, N/2 SW/4, SE/4 SW/4, SE/4 Sec. 12: S/2			12-1-63	Federal Gilbert #1 Federal 174-1 ARCO Fed H-1
U-0141420 (180-1)	U.S.A.	Sinclair Oil Company	T16S, R25E, SLM Sec. 11: SW/4 SW/4			8-1-64	Federal 174-1
ML-4113 (44-1)	State of Utah	Lois A. Aubrey	T16S, R25E, SLM Sec. 16: All	6-0	207	1-2-52	San Arroyo Unit Area
U-05011-A (45-2)	U.S.A.	Pierce T. Norton	T16S, R25E, SLM Sec. 14: NW/4, SE/4 SE/4, N/2 SE/4, NE/4 SW/4 Sec. 15: NE/4			9-1-51 *4-1-55	Tenneco Fed 14-2 San Arroyo Unit Area

Lease Segregated Effective

EXHIBIT "A"
PART I

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

Lease Segregated Effective

EXHIBIT "A"
PART I

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

Lease Segregated Effective

EXHIBIT "A"
PART I

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

Lease Separated Effective

EXHIBIT A
Attached to Assignment,
Bill of Sale and Conveyance

Part II

[OMITTED]

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

**PROPERTY
REFERENCE**

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

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

PROPERTY NAME	COUNTY	STATE	OPERATOR	WORKING INTEREST DECIMAL	NET REVENUE INTEREST DECIMAL	OVERRIDING ROYALTY INTEREST DECIMAL
ARCO STATE #2-1	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO STATE #2-2	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO STATE #36-7	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO STATE #36-8	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO STATE #27-1	GRAND	UTAH	URI	1.00000000	0.875000000	
VALENTINE FED, #2	GRAND	UTAH	LONE MIN.	0.043750000	0.038281200	
FEDERAL 174 #1	GRAND	UTAH	URI	1.00000000	0.848750000	
BITTERCREEK #1	GRAND	UTAH	URI	1.00000000	0.875000000	
ARCO FEDERAL #B-1	GRAND	UTAH	LONE MIN.	0.00000000	0.000000000	0.125000000
ARCO FEDERAL #C-1	GRAND	UTAH	LONE MIN.	0.500000000	0.420000000	
ARCO FEDERAL #D-1	GRAND	UTAH	LONE MIN.	0.218750000	0.191406200	
ARCO FEDERAL #I-1	GRAND	UTAH	LONE MIN.	0.000000000	0.000000000	0.062500000
TENNECO FED. #14-2	GRAND	UTAH	LONE MIN.	0.500000000	0.412500000	
GILBERT FEDERAL #1	GRAND	UTAH	URI	1.000000000	0.845000000	

SAN ARROYO UNIT AREA
 ENTRADA PARTICIPATING AREA

SAN ARROYO #1	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #2	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #3	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #5	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #6	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #40U	GRAND	UTAH	URI	1.00000000	0.825000000
SAN ARROYO #40L	GRAND	UTAH	URI	1.00000000	0.825000000

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

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

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

UTAH ACCOUNT NUMBER: N7590

REPORT PERIOD (MONTH/YEAR): 12 / 93

AMENDED REPORT (Highlight Changes)

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

COMMENTS: _____

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

Date: _____

Name and Signature: _____

Telephone Number: _____

Division of Oil, Gas and Mining
PHONE CONVERSATION DOCUMENTATION FORM

Route original/copy to:

Well File _____

Suspense
(Return Date) _____
(To - Initials) _____

Other
Operator Change

(Location) Sec ___ Twp ___ Rng ___
(API No.) _____

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

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

Name Ken McKinney (Initiated Call - Phone No. (504) 893-8391

of (Company/Organization) Graham Royalty / Graham Energy

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

4. Highlights of Conversation: _____

Add'l info. required by Btr. S. L. "San Arroyo Unit", also Graham Energy has sold the wells to Northstar Gas Co. Inc. Documentation will follow.

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

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

RECEIVED

DEC 30 1993

DIVISION OF
OIL, GAS & MINING

December 29, 1993

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

RE: San Arroyo Unit
Grand County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

WELL STATUS REPORTS
UTAH STATE OFFICE

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

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

6. Lease Designation and Serial Number

7. Indian Allottee or Tribe Name

8. Unit or Communitization Agreement

891003859A

9. Well Name and Number

SEE BELOW

10. API Well Number

SEE BELOW

11. Field and Pool, or Wildcat

SAN ARROYO UNIT

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well
 Oil Well Gas Well Other (specify)

2. Name of Operator
 NORTHSTAR GAS COMPANY INC.

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

4. Telephone Number
 713-937-4314

5. Location of Well

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

County : GRAND
 State : UTAH

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

NOTICE OF INTENT
 (Submit in Duplicate)

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

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
 (Submit Original Form Only)

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

Date of Work Completion _____

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

* Must be accompanied by a cement verification report.

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

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

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

RECEIVED
 JAN 4 1994
 DIVISION OF
 OIL, GAS & MINING

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

Name & Signature PAUL BERNARD



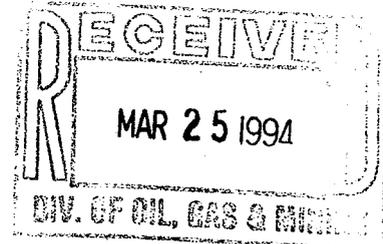
Title SEC/TREAS

Date 12-20-93

(State Use Only)

COPY

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



March 23, 1994

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

Re: San Arroyo Unit
Grand County, Utah

Gentlemen:

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

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

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

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

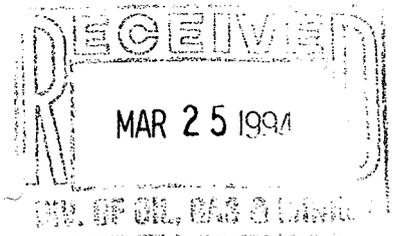
Sincerely,

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

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



WELL STATUS REPORTS
UTAH STATE OFFICE

INSPECTION ITEM	API NO.	WELL NUMBER	QTQT	SEC	TWN	RNG	WELL STATUS	LEASE NAME	OPERATOR
** INSPECTION ITEM 891003859A SAN ARROYO DK MO									
891003859A	430191589200S1	11	NESW	15	16S	25E	PGW	UTU05059C	GRAHAM ENERGY LIMITED
891003859A	430191589300S1	12	SWSW	23	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859A	430191589400S1	13	NESW	22	16S	25E	GS1	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430191589500X1	14	SWNE	16	16S	25E	P+A	STATE	GRAHAM ENERGY LIMITED
891003859A	430191109100S1	15 (34-A)	NESW	21	16S	25E	TA	UTU0136529	GRAHAM ENERGY LIMITED
891003859A	430191589600S1	16	SESW	26	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191589700S1	17	NENE	24	16S	25E	PGW	UTU025243	GRAHAM ENERGY LIMITED
891003859A	430191589800S1	18	NWNW	30	16S	26E	GS1	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430191589900S1	19	SWSE	14	16S	25E	PGW	UTU05011B	GRAHAM ENERGY LIMITED
891003859A	430191590000S1	20	SENE	26	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859A	430191590100S1	21	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191590200S1	22	NENE	15	16S	25E	PGW	UTU05011A	GRAHAM ENERGY LIMITED
891003859A	430191590300S1	24	SENW	19	16S	26E	PGW	UTU06188	GRAHAM ENERGY LIMITED
891003859A	430191590400S1	25	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ENERGY LIMITED
891003859A	430191590500S1	26	SWSW	20	16S	26E	PGW	UTU025297	GRAHAM ENERGY LIMITED
891003859A	430191590600S1	27	NESW	29	16S	26E	PGW	UTU06021	GRAHAM ENERGY LIMITED
891003859A	430191590700S1	28	NWNE	29	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430191590800S1	29	NENE	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430191590900S1	30	NWSW	21	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193052700S1	31	NWNW	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859A	430193052800S1	32	SWSW	14	16S	25E	PGW	UTU05011B	GRAHAM ENERGY LIMITED
891003859A	430193060800S1	33	SWSW	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430191109000S1	35	SESW	24	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859A	430193125100S1	36-A	SESE	19	16S	26E	PGW	UTU06188	GRAHAM ENERGY LIMITED
891003859A	430193125200S1	37	SWNE	20	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193125300S1	38	NESW	16	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430191588700S1	4	SESW	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193128900S1	41	NENE	36	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430193129000S1	42	NESE	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193129100S1	43	NESE	29	16S	26E	PGW	UTU06021	GRAHAM ENERGY LIMITED
891003859A	430193130100S1	44	SENE	30	16S	26E	PGW	UTU06023	GRAHAM ENERGY LIMITED
891003859A	430193129900S1	45	NWSE	20	16S	26E	PGW	UTU05650	GRAHAM ENERGY LIMITED
891003859A	430193131800S1	47	NENE	31	16S	26E	PGW	U06023	GRAHAM ENERGY LIMITED
891003859A	430193131600S1	49	NENW	29	16S	26E	PGW	UTU025245	GRAHAM ENERGY LIMITED
891003859A	430191589000S1	8	SWSW	16	16S	25E	PGW	STATE	GRAHAM ENERGY LIMITED
891003859A	430191589100S1	9	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
** INSPECTION ITEM 891003859B SAN ARROYO EN									
891003859B	430191653200S1	1	SENW	26	16S	25E	PGW	UTSL071307	GRAHAM ENERGY LIMITED
891003859B	430191588500S1	2	SENW	22	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859B	430191588600S1	3	SENW	23	16S	25E	GS1	UTU0369	GRAHAM ENERGY LIMITED
891003859B	430193125000S1	40	NWNE	27	16S	25E	PGW	UTU0370A	GRAHAM ENERGY LIMITED
891003859B	430191588800S1	5	NWSE	25	16S	25E	PGW	UTU0369	GRAHAM ENERGY LIMITED
891003859B	430191588900S1	6	SWNE	21	16S	25E	PGW	UTU0136529	GRAHAM ENERGY LIMITED

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:	
1- DEC 7-SJ	✓
2- DEC 8-FILE	✓
3-VLC	✓
4-RID	✓
5- DEC	✓
6-PL	✓

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

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

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

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

Well(s) (attach additional page if needed): ****SAN ARROYO UNIT**

Name: **SEE ATTACHED**	API: <u>019-15896</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

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

ENTITY REVIEW

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

BOND VERIFICATION (Fee wells only)

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

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- N/A* 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated _____ 19____, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
DT3 4/14/94
- N/A* 2. Copies of documents have been sent to State Lands for changes involving State leases.

FILMING

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

FILING

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

COMMENTS

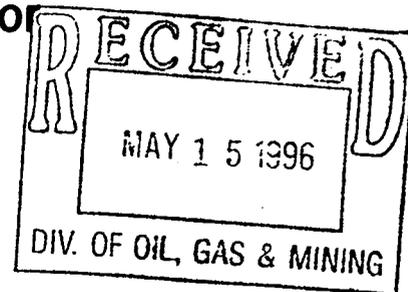
940328 B.M./S.L. Aprv. eff. 3-23-94.

COPY

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



IN REPLY REFER TO:
UT-922

May 13, 1996

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

Re: San Arroyo Unit
Grand County, Utah

Gentlemen:

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

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

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

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

Sincerely,

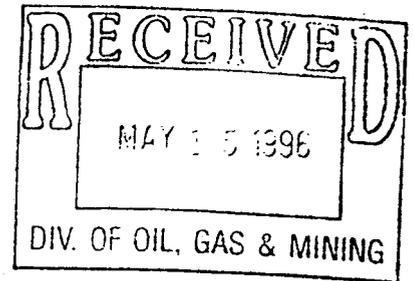
/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

WELL STATUS REPORTS
UTAH STATE OFFICE



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

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

UTAH ACCOUNT NUMBER: N6680

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

REPORT PERIOD (MONTH/YEAR): 4 / 96

AMENDED REPORT (Highlight Changes)

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

COMMENTS: _____

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

Date: _____

Name and Signature: _____

Telephone Number: _____

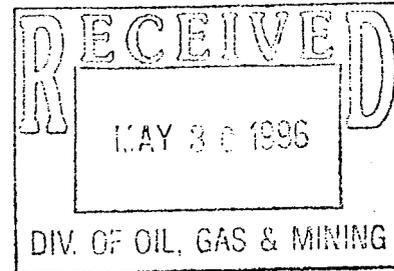


600 Central Park Two / 515 Central Park Drive / Oklahoma City, OK 73105
Post Office Box 24300 / Oklahoma City, Oklahoma 73124-0300
405 525-7788 / FAX 405 557-5258

May 21, 1996

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

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



Dear Ms. Cordova:

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

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

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

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

Sincerely,

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

Claudine Gilliam
Senior Landman

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well: OIL GAS OTHER: _____

2. Name of Operator:
ENOGEX EXPLORATION CORPORATION

3. Address and Telephone Number:
P.O. Box 24300, Oklahoma City, OK 73124-0300 405 557-5281

5. Lease Designation and Serial Number:
ML-4113

6. If Indian, Allottee or Tribe Name: _____

7. Unit Agreement Name: _____

8. Well Name and Number:
San Arroyo Unit

9. API Well Number: _____

10. Field and Pool, or Wildcat: _____

4. Location of Well
Footages: _____
County: Grand
State: Utah
QQ, Sec., T., R., M.: _____

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

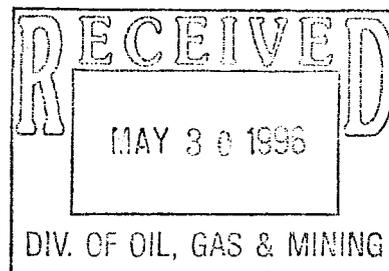
- Abandon *
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other Change of Operator
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

Date of work completion _____

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

* Must be accompanied by a cement verification report.

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



13. Name & Signature: Claudine Gilliam Title: Senior Landman Date: 5/20/96

(This space for State use only)



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

IN REPLY REFER TO:

May 13, 1996

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

Re: San Arroyo Unit
Grand County, Utah

Gentlemen:

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

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

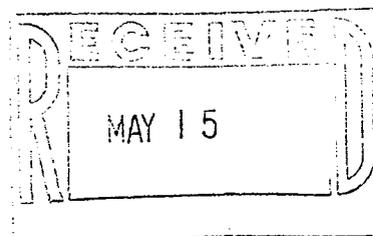
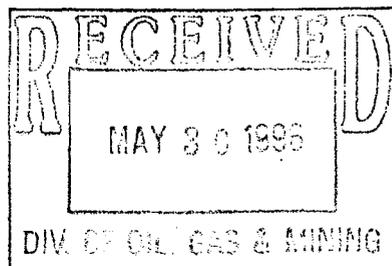
Your statewide (Utah) oil and gas bond No. 1044 will be used to cover all operations within the San Arroyo Unit.

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

Sincerely,

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure



RESIGNATION OF UNIT OPERATOR

SAN ARROYO UNIT AREA

COUNTY OF GRAND

STATE OF UTAH

UNIT AGREEMENT NO. 14-08-001-3859

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

EXECUTED with effect as aforesaid the 23rd day of April, 1996.

ATTEST:

NORTHSTAR GAS COMPANY, INC.

Kent M. McK
Title Corporate Secretary

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

RESIGNATION OF UNIT OPERATOR

SAN ARROYO UNIT AREA

COUNTY OF GRAND

STATE OF UTAH

UNIT AGREEMENT NO. 14-08-001-385

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

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

W I T N E S S E T H:

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

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

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

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

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

ATTEST:

FIRST PARTY

ENOGEX EXPLORATION CORPORATION

BY: John J. Morozuk
TITLE: SECRETARY

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

DATE: 4/19/96

Jm
GAG

ATTEST:

SECOND PARTY

NORTHSTAR GAS COMPANY, INC.

BY: Kenneth M. McKinney
TITLE: Corporate Secretary

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

BOOK CLIFFS OIL & GAS COMPANY

BY: _____
TITLE: _____

BY: _____
TITLE: _____
DATE: _____

NATIONAL FUEL CORPORATION

BY: _____
TITLE: _____

BY: _____
TITLE: _____
DATE: _____

STATE OF TEXAS)
) SS
COUNTY OF HARRIS)

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

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



STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA)

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

Candice Gilliam
Notary Public in and for the
State of Oklahoma
My Commission expires 4/22/99

STATE OF)
) SS
COUNTY OF)

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

WITNESS my hand and official seal.

Notary Public

My Commission Expires:

Place of Residence:

STATE OF)
) SS
COUNTY OF)

The foregoing instrument was acknowledged before me this _____ day of _____, 1996, by _____, as _____, and by _____, as Assistant Secretary of NATIONAL FUEL CORPORATION, a _____ corporation.

WITNESS my hand and official seal.

Notary Public

My Commission Expires:

Place of Residence:

OPERATOR CHANGE WORKSHEET

Routing	
1-LEC	6-LEC
2-GLH/FVI	7-KDR
3-DPS DLS	8-SJN
4-VLD	9-FILE
5-RJF	

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

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

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

TO: (new operator) <u>ENOGEX EXPLORATION CORP.</u>	FROM: (old operator) <u>NORTHSTAR GAS COMPANY INC</u>
(address) <u>PO BOX 24300</u>	(address) <u>820 GESSNER #1630</u>
<u>OKLAHOMA CITY OK 73124-0300</u>	<u>HOUSTON TX 77024</u>
Phone: <u>(405) 525-7788</u>	Phone: <u>(713) 935-9542</u>
Account no. <u>N7430</u>	Account no. <u>N6680</u>

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

Name: **SEE ATTACHED**	API: <u>43-019-15896</u>	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____

OPERATOR CHANGE DOCUMENTATION

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

ENTITY REVIEW

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

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

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

LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY

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

FILMING

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

FILING

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

COMMENTS

960534 Plm/SL aprv. eff. 5-13-96.

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:
U-0369

6. If Indian, Allocated or Tribe Name:

7. Unit Agreement Name:
SAN ARROYO UNIT

8. Well Name and Number:
SAN ARROYO UNIT #16

9. API Well Number:
43-019-15896

10. Field and Pool, or Wildcat:
SAN ARROYO

SUNDRY NOTICES AND REPORTS ON WELLS

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1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
ENOGEX EXPLORATION CORPORATION

3. Address and Telephone Number:
P.O. BOX 24300, OKC, OK 73124 (405) 525-7788

4. Location of Well
Footages: 1125 FSL 1790 FWL
Co., Sec., T., R., M.: SECTION 26, T16S, R25E

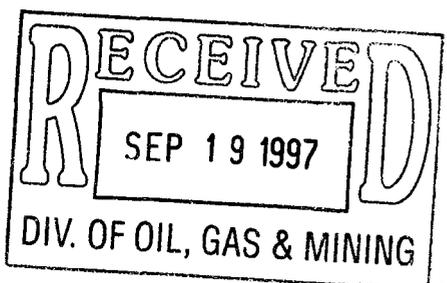
County: GRAND
State: UTAH

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Multiple Completion <input checked="" type="checkbox"/> Other <u>ADDING PERFORATIONS</u>	<input type="checkbox"/> Abandon <input type="checkbox"/> Repair Casing <input type="checkbox"/> Change of Plans <input type="checkbox"/> Convert to Injection <input type="checkbox"/> Fracture Treat or Acidize <input type="checkbox"/> Other _____
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recomplete <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Reperforate <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off
Approximate date work will start <u>9-22-97</u>	Date of work completion _____ Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form. * Must be accompanied by a cement verification report.

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

WE PROPOSE TO ADD ADDITIONAL PERFORATIONS TO THE UPPER DAKOTA AS SPECIFIED IN THE ATTACHED PROCEDURE. THE PERFORATIONS ARE TO BROKEN DOWN WITH 15% HCL AND MAY BE FRACED.



13. Name & Signature: DAN REINEKE *[Signature]* Title: ENGINEER (405)843-3498 Date: 9-12-97

(This space for State use only)

**SAN ARROYO #16
RECOMPLETION PROCEDURE**

1. Move in and rig up workover rig.
2. If needed, load hole w/ 2% KCl water. Nipple down tree and nipple up BOP's.
3. TOOH, inspect and tally tubing.
4. MIRU wireline unit. RIH with CBL/GR and log to top of cement. RIH and set a retrievable bridge plug at +/- 4475'. Load hole with 2% KCl water and test casing to 3000 psi. Dump 2 Sx sand on top of RBP.
5. RIH with 3 1/8" Hollow Carrier Casing Gun. Tie in with GammaRay/ Neutron openhole logs dated 10/24/62. Perforate U. Dakota formation at 90 Deg. Phasing as follows. TOOH, RDMO WLU.

4442'-4444'	4 Holes	2 SPF
4448'-4460'	24 Holes	2 SPF

6. M/U 1.875" seat nipple and retrievable packer. TIH on 2 3/8" tubing to +/- 4425'. Set packer, drop standing valve and test tubing and casing to 5000 psi with 2% KCl water. RIH and retrieve standing valve.
7. MIRU pump truck. Test lines to 5000 psi. Breakdown perforations with 1000 gals 15% HCl acid with additives. Flush with 2% KCl water. RDMO pump truck.
8. Flow back and test well.
9. If frac is warranted, TOOH with retrievable packer and tubing. MIRU frac equipment. Test lines to 5000 psi. Frac perforated zones with 28,000 gals 70 quality N2 foam with 40,000 lbs 20/40 sand down casing as follows.

10,000 gal 70% Foam Pad	
4000 gal 70% Foam	w/ 1/2 ppg Sand
2000 gal 70% Foam	w/ 1 ppg Sand
4000 gal 70% Foam	w/ 2 ppg Sand
4000 gal 70% Foam	w/ 3 ppg Sand
4000 gal 70% Foam	w/ 4 ppg Sand
2975 gal Slickwater Flush	

10. Flow back and test well. If needed, load hole with 2% KCl water. TIH with retrieving tool, seat nipple, retrievable packer and tubing. Set packer at +/- 4425'.
11. Flow back and test well.
12. If needed, load hole with 2% KCl. Unset packer and RIH and retrieve RBP at +/- 4475'. TOOH and lay down RBP, retrieving tool, and packer.
13. TIH with seat nipple and hang off tubing at +/- 4430'.
14. Swab well in and put well back on production. RDMO workover rig.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Designation and Serial No. U-0369
2. Name of Operator ENOGEX EXPLORATION CORPORATION		6. If Indian, Allottee or Tribe Name
3. Address and Telephone No. P.O. BOX 24300, OKC, OK 73124 (405) 525-7788		7. If Unit or CA, Agreement Designation SAN ARROYO UNIT
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1125 FSL 1790 FWL SECTION 26, T16S, R25E		8. Well Name and No. SAN ARROYO UNIT #16
		9. API Well No. 43-019-15896
		10. Field and Pool, or Exploratory Area SAN ARROYO
		11. County or Parish, State GRAND, UTAH

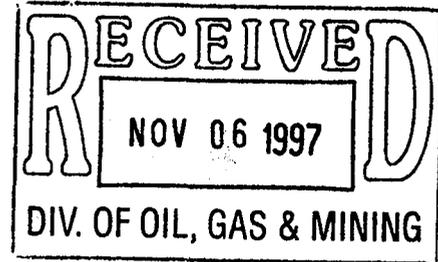
12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other ADDING PERFORATIONS
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

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

13. 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.)*

PERFORATED ADDITIONAL UPPER DAKOTA, FRACCED AND RETURNED TO PRODUCTION.
ATTACHED IS THE DAILY REPORT.



14. I hereby certify that the foregoing is true and correct
Signed *Dan Reineke* Title DAN REINEKE ENGINEER (405) 843-3498 Date 10-27-97
(This space for Federal or State office use)

Approved by _____ Title _____ Date _____
Conditions of approval, if any:

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.

*See instruction on Reverse Side

WO tax credit 1/98

SAN ARROYO #16

RECOMPLETION REPORT

- SEPT 24 Move in and rig up Ross Services workover rig. Nipple down tree. Nipple up BOP. Pull 142 joints of 2 3/8" tubing and stand back in derrick. Numerous joints crimped at pin end. Will inspect tubing closer tomorrow. Well continued to blow gas while pulling out of hole. Spot frac tank and haul 400 barrels of fresh water.
- SEPT 25 SICP 150 psi. Blow well down. Pump 20 bbls of treated water to kill well. Rig up Rocky Mountain Wireline Service. Run cement bond log from 4600 ft to 3600 ft. Set retrievable bridge plug at 4475 ft. Load hole and test casing to 4000 psi. Perforate Upper Dakota as follows: 4442 to 4444 and 4448 to 4460 with 2 spf, total 28 holes. Shut down over night.
- SEPT 26 Trip in hole with lockset packer and 2 3/8" tubing. Set packer at 4300 ft. Rig u Halliburton. Acidize Upper Dakota perforations with 1,000 gals of 15% HCL. Average treating pressure 2,000 psi. Average rate 5 bpm. ISIP 65 psi. 5 min vacuum. TLTR 43 bbls. Rig down Halliburton. Rig up swab. Swabbed well dry. Recovered 8 bbls. Unset packer. Swab well dry. Trip out of hole. Trip in hole with tension packer and 6 joints of tubing. Set packer and close BOP. Will frac tomorrow.
- SEPT 27 SITP 100 psi. Wait on Halliburton. Nitrogen trucks can not make location today. Will frac at 8 am tomorrow.
- SEPT 28 SITP 200 psi. Open well. Bled to 0 psi in 20 minutes. Rig up Halliburton. Frac Upper Dakota perforations with 35,000 gals of 70 quality N2 foam and 40,000 lbs of 20/40 sand. Average treating pressure 3300 psi. Maximum treating pressure 4000 psi. Average treating rate 21 bpm. ISIP 2500 psi. 5 minute 2250 psi. 15 minute 2065 psi. Rig down Halliburton. TLTR 25 bbls. Rig up flow line. Open well on 10/64 choke. Initial FTP 1250 psi.

SAN ARROYO #16

RECOMPLETION REPORT

- SEPT 29 FTP 0 psi. Unset packer and trip out of hole. Pick up hydrostatic bailer and trip in hole. Tag sand at 4275 ft. Work bailer and clean out to 4365 ft. Trip out of hole. Clean out bailer. Trip back in hole with bailer and clean out to 4425 ft. Trip out of hole. Clean out bailer. Trip in hole with bailer to 4400 ft and shut down.
- SEPT 30 SITP 0 psi. SICP 0 psi. Trip in hole with bailer. Clean sand from 4410 to top of retrievable bridge at 4475 ft. Latch onto plug and pull out of hole. Lay down tools. Pick up hydrostatic bailer and trip in hole. Tag sand at 4600 ft. Clean out sand with bailer to 4685 ft. Trip out of hole and clean out bailer. Trip in hole to 4600 ft. Shut down.
- OCT 1 Trip in hole with bailer and clean out to 4750 ft. Trip out of hole and clean out bailer. Trip in hole with bailer and clean out to 4770 ft. Could not make any hole. Hard bottom. Trip out of hole and lay down bailer. Trip in hole with seating nipple and 143 joints of 2 3/8" tubing. Set at 4435 ft. Nipple down BOP. Nipple up tree. Shut down for night.
- OCT 2 SITP 60 psi. SICP 20 psi. Rigged up swabbing tools. Initial fluid level 3500 ft. Swabbed 4 hrs and recovered 12 bbls of fluid. Casing pressure increased to 100 psi. Shut well in and rigged down.
- OCT 3 SITP 125 psi. SICP 200 psi. Open well to sales line. Well flowed 6 hrs and died. Dropped soap sticks and shut well in.
- OCT 4 SITP 180 psi. SICP 250 psi. Open well through sales line.
- OCT 5 FTP 70 psi. SICP 220 psi. 190 mcf. Water estimated at 4 bbls.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

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SUBMIT IN TRIPLICATE

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 Oil Well Gas Well Other

2. Name of Operator
ENOGEX EXPLORATION CORPORATION

3. Address and Telephone No.
P.O. BOX 24300, OKC, OK 73124 (405) 525-7788

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1125 FSL 1790 FWL SECTION 26, T16S, R25E

5. Lease Designation and Serial No.
U-0369

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation
SAN ARROYO UNIT

8. Well Name and No.
SAN ARROYO UNIT #16

9. API Well No.
43-019-15896

10. Field and Pool, or Exploratory Area
SAN ARROYO

11. County or Parish, State
GRAND, UTAH

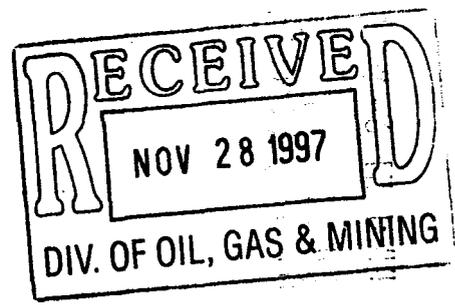
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<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other ADDING PERFORATIONS
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

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

13. 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.)*

PERFORATED ADDITIONAL UPPER DAKOTA, FRACCED AND RETURNED TO PRODUCTION.
ATTACHED IS THE DAILY REPORT.



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

Signed *Dan Reineke* Title **DAN REINEKE ENGINEER (405) 843-3498** Date 11-27-97

(This space for Federal or State office use)

Approved by _____ Title **Branch of Fluid Minerals Moab District** Date **NOV 14 1997**

Conditions of approval, if any:

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.

WO tax credit 1/98

*See instruction on Reverse Side

SAN ARROYO #16

RECOMPLETION REPORT

- SEPT 24 Move in and rig up Ross Services workover rig. Nipple down tree. Nipple up BOP. Pull 142 joints of 2 3/8" tubing and stand back in derrick. Numerous joints crimped at pin end. Will inspect tubing closer tomorrow. Well continued to blow gas while pulling out of hole. Spot frac tank and haul 400 barrels of fresh water.
- SEPT 25 SICP 150 psi. Blow well down. Pump 20 bbls of treated water to kill well. Rig up Rocky Mountain Wireline Service. Run cement bond log from 4600 ft to 3600 ft. Set retrievable bridge plug at 4475 ft. Load hole and test casing to 4000 psi. Perforate Upper Dakota as follows: 4442 to 4444 and 4448 to 4460 with 2 spf, total 28 holes. Shut down over night.
- SEPT 26 Trip in hole with lockset packer and 2 3/8" tubing. Set packer at 4300 ft. Rig u Halliburton. Acidize Upper Dakota perforations with 1,000 gals of 15% HCL. Average treating pressure 2,000 psi. Average rate 5 bpm. ISIP 65 psi. 5 min vacuum. TLTR 43 bbls. Rig down Halliburton. Rig up swab. Swabbed well dry. Recovered 8 bbls. Unset packer. Swab well dry. Trip out of hole. Trip in hole with tension packer and 6 joints of tubing. Set packer and close BOP. Will frac tomorrow.
- SEPT 27 SITP 100 psi. Wait on Halliburton. Nitrogen trucks can not make location today. Will frac at 8 am tomorrow.
- SEPT 28 SITP 200 psi. Open well. Bled to 0 psi in 20 minutes. Rig up Halliburton. Frac Upper Dakota perforations with 35,000 gals of 70 quality N2 foam and 40,000 lbs of 20/40 sand. Average treating pressure 3300 psi. Maximum treating pressure 4000 psi. Average treating rate 21 bpm. ISIP 2500 psi. 5 minute 2250 psi. 15 minute 2065 psi. Rig down Halliburton. TLTR 25 bbls. Rig up flow line. Open well on 10/64 choke. Initial FTP 1250 psi.

SAN ARROYO #16

RECOMPLETION REPORT

- SEPT 29 FTP 0 psi. Unset packer and trip out of hole. Pick up hydrostatic bailer and trip in hole. Tag sand at 4275 ft. Work bailer and clean out to 4365 ft. Trip out of hole. Clean out bailer. Trip back in hole with bailer and clean out to 4425 ft. Trip out of hole. Clean out bailer. Trip in hole with bailer to 4400 ft and shut down.
- SEPT 30 SITP 0 psi. SICP 0 psi. Trip in hole with bailer. Clean sand from 4410 to top of retrievable bridge at 4475 ft. Latch onto plug and pull out of hole. Lay down tools. Pick up hydrostatic bailer and trip in hole. Tag sand at 4600 ft. Clean out sand with bailer to 4685 ft. Trip out of hole and clean out bailer. Trip in hole to 4600 ft. Shut down.
- OCT 1 Trip in hole with bailer and clean out to 4750 ft. Trip out of hole and clean out bailer. Trip in hole with bailer and clean out to 4770 ft. Could not make any hole. Hard bottom. Trip out of hole and lay down bailer. Trip in hole with seating nipple and 143 joints of 2 3/8" tubing. Set at 4435 ft. Nipple down BOP. Nipple up tree. Shut down for night.
- OCT 2 SITP 60 psi. SICP 20 psi. Rigged up swabbing tools. Initial fluid level 3500 ft. Swabbed 4 hrs and recovered 12 bbls of fluid. Casing pressure increased to 100 psi. Shut well in and rigged down.
- OCT 3 SITP 125 psi. SICP 200 psi. Open well to sales line. Well flowed 6 hrs and died. Dropped soap sticks and shut well in.
- OCT 4 SITP 180 psi. SICP 250 psi. Open well through sales line.
- OCT 5 FTP 70 psi. SICP 220 psi. 190 mcf. Water estimated at 4 bbls.



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

CRESCENDO ENERGY, LLC

August 4, 2000

CERTIFICATE OF EXISTENCE

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

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



Lorena Riffo-Jenson
Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601

RESIGNATION OF UNIT OPERATOR

San Arroyo Unit Area

County of

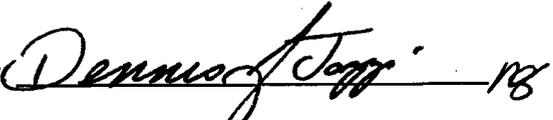
State of Utah

Unit Agreement No. 14-08-001-3859

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

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

ENOGEX EXPLORATION CORPORATION

By  18

Name: Dennis F. Jaggi

Title: Vice President

DESIGNATION OF
SUCCESSOR UNIT OPERATOR

San Arroyo Unit Area

County of

State of Utah

Unit Agreement No. 14-08-001-3859

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

WITNESSETH:

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

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

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

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

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

FIRST PARTY:

CRESCENDO ENERGY, L.L.C.

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

By: James J. Osborne

Title: VICE PRESIDENT

SECOND PARTIES:

ENOGEX EXPLORATION CORPORATION

By: *Dennis F. Jagg* *RF*
Name: Dennis F. Jagg
Title: Vice-President

Execution Date: 7/10/00

BOOK CLIFFS OIL & GAS COMPANY

By: *D. L. Catt*

Name: *D. L. Catt*

Title: *Vice President*

Execution Date: 7-18-00

NATIONAL FUEL CORPORATION

By: *J.C. Thompson*

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

Title: _____

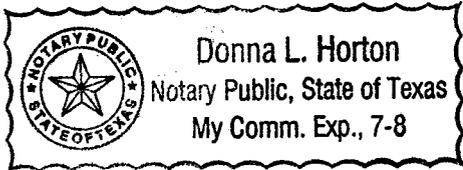
Execution Date: 8/7/00

CORPORATE ACKNOWLEDGEMENT

~~STATE OF TEXAS~~)
COUNTY OF ~~Sutton~~) SS

James F. Osborne This instrument was acknowledged before me on the 10 day of AUGUST, 2000, by ~~James F. Osborne~~ as ~~V.P. MANAGING MEMBER~~ of Crescendo Energy, L.L.C., on behalf of said corporation.

WITNESS my hand and official seal.



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

CORPORATE ACKNOWLEDGEMENT

STATE OF OKLAHOMA)
COUNTY OF OKLAHOMA) SS

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

WITNESS my hand and official seal.

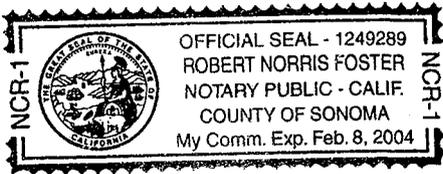
[Signature]
Notary Public in and for the State of Oklahoma
My commission expires 8/21/01

CORPORATE ACKNOWLEDGEMENT

STATE OF Calif)
) SS
COUNTY OF Sonoma)

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

WITNESS my hand and official seal.



Robert West
Notary Public in and for the State of Oklahoma

My commission expires 2/8/04

CORPORATE ACKNOWLEDGEMENT

STATE OF Colorado)
) SS
COUNTY OF Arapahoe)

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

WITNESS my hand and official seal.



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

My commission expires 4-13-01



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

RECEIVED

AUG 21 2000

DIVISION OF
OIL, GAS AND MINING

IN REPLY REFER TO
UT-931

August 17, 2000

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

Re: San Arroyo Unit
Grand County, Utah

Gentlemen:

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

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

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

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

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

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

UT931:TAThompson:tt:8/17/00

Well Status Report
Utah State Office
Bureau of Land Management

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

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

Crescendo Energy, LLC

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

August 23, 2000

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

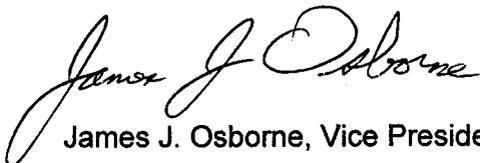
Re: Change of Operator

Dear Mr. Thompson:

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

Sincerely yours,
Crescendo Energy, LLC

By: Crescendo Energy Partners, LLC, its
Managing Member


James J. Osborne, Vice President

Confirmation by Previous Operator:

Enogex Exploration Corporation

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

jjo
Attachment

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH	<input checked="" type="checkbox"/>	4-KAS	<input checked="" type="checkbox"/>
2. CDW	<input checked="" type="checkbox"/>	5- 97	<input checked="" type="checkbox"/>
3. JLT	<input type="checkbox"/>	6-FILE	<input type="checkbox"/>

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

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

06-30-2000

FROM: (Old Operator):

ENOGEX EXPLORATION CORPORATION

Address: P. O. BOX 24300

OKLAHOMA CITY, OK 73124-0300

Phone: 1-(405)-525-7788

Account No. N7430

TO: (New Operator):

CRESCENDO ENERGY PARTNERS LLC

Address: P. O. BOX 1814

MIDLAND, TX 79702

Phone: 1-(915)-697-7221

Account N1365

CA No.

Unit: SAN ARROYO

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
SAN ARROYO # 19	43-019-15899	500	14-16S-25E	FEDERAL	GW	P
SAN ARROYO # 32	43-019-30528	500	14-16S-25E	FEDERAL	GW	P
SAN ARROYO # 11	43-019-15892	500	15-16S-25E	FEDERAL	GW	P
SAN ARROYO # 22	43-019-15902	500	15-16S-25E	FEDERAL	GW	P
SAN ARROYO # 8	43-019-15890	500	16-16S-25E	FEDERAL	GW	P
SAN ARROYO # 25	43-019-15904	500	21-16S-25E	FEDERAL	GW	P
SAN ARROYO # 29	43-019-15908	500	22-16S-25E	FEDERAL	GW	P
SAN ARROYO # 31	43-019-30527	500	22-16S-25E	FEDERAL	GW	P
SAN ARROYO # 3	43-019-15886	500	23-16S-25E	FEDERAL	GW	P
SAN ARROYO # 12	43-019-15893	500	23-16S-25E	FEDERAL	GW	P
SAN ARROYO # 17	43-019-15897	500	24-16S-25E	FEDERAL	GW	P
SAN ARROYO # 21	43-019-15901	500	25-16S-25E	FEDERAL	GW	P
SAN ARROYO # 16	43-019-15896	500	26-16S-25E	FEDERAL	GW	P
SAN ARROYO # 20	43-019-15900	500	26-16S-25E	FEDERAL	GW	P
SAN ARROYO # 9	43-019-15891	500	27-16S-25E	FEDERAL	GW	P
SAN ARROYO # 24	43-019-15903	500	19-16S-26E	FEDERAL	GW	P
SAN ARROYO # 26	43-019-15905	500	20-16S-26E	FEDERAL	GW	P
SAN ARROYO # 30	43-019-15909	500	21-16S-26E	FEDERAL	GW	P
SAN ARROYO # 13	43-019-15894	500	22-16S-26E	FEDERAL	GW	P
SAN ARROYO # 27	43-019-15906	500	29-16S-26E	FEDERAL	GW	P
SAN ARROYO # 28	43-019-15907	500	29-16S-26E	FEDERAL	GW	P
SAN ARROYO # 4	43-019-15887	500	30-16S-26E	FEDERAL	GW	P
SAN ARROYO # 18	43-019-15898	500	30-16S-26E	FEDERAL	GW	P

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on:

08/23/2000

2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on:

08/23/2000

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

DATA ENTRY:

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

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: 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: 3, 5, 01

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.

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU0369
2. Name of Operator Crescendo Energy Partners, LLC		6. If Indian, Allottee or Tribe Name
3a. Address P.O. Box 1814, Midland, TX 79702	3b. Phone No. (include area code) 432-697-7221	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1125 FSL, 1790 FSL, SESW, SEC. 26, T16S, R25E		8. Well Name and No. San Arroyo FED 16
		9. API Well No. 430191589600S1
		10. Field and Pool, or Exploratory Area
		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 checked="" type="checkbox"/> Other PIT CLOSURE
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	TANK INSTALL
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input checked="" 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 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.)

Existing pit will be closed and a tank will be installed to contain produced water. Produced water will be hauled and disposed of at the Black Mtn Facility in Mesa County, Colorado.

Existing pit will be excavated and the material landfarmed on the pad. Pre and post remediation samples will be collected to document remediation of affected soils. Following remediation, the soils will be spread across the surface of the pad or hauled to an appropriate disposal facility as necessary.

Pad material will be used to backfill the pit and a 70 barrel tank will be connected to the production works to collect produced water. The tank will be set on the existing pad location. All facilities will be painted green to match the surrounding vegetation. A soil berm will be constructed around the tank to contain any produced water spills.

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

Name (Printed/Typed) Sean T. Norris	Title Senior Project Geologist
Signature <i>Sean T. Norris</i>	Date 08/03/2004

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____	Title Accepted by the Utah Division of Oil, Gas and Mining	Date _____
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 _____	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.	By: <i>[Signature]</i>	Date: 8/11/04

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: See attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: San Arroyo Unit and other wells
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: See attached	
2. NAME OF OPERATOR: Slate River Resources, LLC <i>N2725</i>		9. API NUMBER: See attach
3. ADDRESS OF OPERATOR: 418 Main Street, Ste. 18 CITY Vernal STATE UT ZIP 84078	PHONE NUMBER: (435) 781-1870	10. FIELD AND POOL, OR WILDCAT: See attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached schedule of wells		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

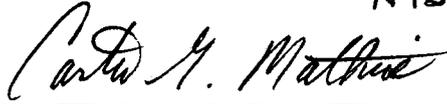
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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

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

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

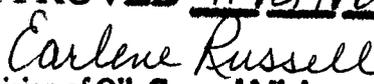
The Bond numbers for Slate River Resources, LLC are:
 State of Utah DOGM Bond B001556 \$120,000
 State of Utah Bond of Lessee B001760 \$ 15,000 being transferred from Crescendo to Slate River Resources, LLC
 Federal Utah Statewide Bond UTB000187 \$ 25,000 being transferred from Crescendo to Slate River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

Crescendo Energy, LLC *N1365*


 Carter G. Mathies, President

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

(This space for State use only)

APPROVED 11/29/05

 Division of Oil, Gas and Mining
 Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

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NOV 16 2005

DIV. OF OIL, GAS & MINING

STATE RIVER RESOURCES, LLC, OPERATOR

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	OU/Qtz	Section	Township-Range	U-Well	FNE/
43-019-30570-00-0	CRESCENDO ENERGY LLC	ARCO 27-1	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	27	16S-25E	U-29645	170C
43-019-31162-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-7	Gas Well	Producing	EAST CANYON	GRAND	SWSE	36	15.5S-24E	ML-22208	852
43-019-31192-00-0	CRESCENDO ENERGY LLC	ARCO STATE 36-8	Gas Well	Producing	EAST CANYON	GRAND	SWSW	36	15.5S-24E	ML-22208	1285
43-019-30240-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-1	Gas Well	Producing	EAST CANYON	GRAND	NESE	2	16S-24E	ML-22208	242C
43-019-30241-00-0	CRESCENDO ENERGY LLC	ARCO-STATE 2-2	Gas Well	Shut-In	EAST CANYON	GRAND	NWNW	2	16S-24E	ML-22208	1425
43-019-30047-00-0	CRESCENDO ENERGY LLC	BITTER CREEK 1	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	2	16S-25E	ML-25151	108C
43-047-30765-00-0	CRESCENDO ENERGY LLC	BLACK HORSE CANYON FED 31-1	Gas Well	Producing	BLACK HORSE CYN	UIJTAH	NWSW	31	15S-24E	U-14234	203C
43-019-15884-00-0	CRESCENDO ENERGY LLC	FEDERAL 174 1	Gas Well	Producing	SAN ARROYO	GRAND	SESW	11	16S-25E	U-126528	194C
43-019-31432-00-0	CRESCENDO ENERGY LLC	FEDERAL 27-2	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SESE	27	16S-25E	U-29645	111C
43-019-31318-00-0	CRESCENDO ENERGY LLC	FEDERAL 47	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	31	16S-26E	U-6023	990
43-019-31410-00-0	CRESCENDO ENERGY LLC	FEDERAL 6-1	Gas Well	Approved permit (APD); not yet spudd	SAN ARROYO	GRAND	SWNW	6	16S-25E	U-9831	176C
43-019-11089-00-0	CRESCENDO ENERGY LLC	FEDERAL GILBERT 1	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	11	16S-25E	U-126528	114C
43-019-16532-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 01	Gas Well	Shut-In	SAN ARROYO	GRAND	SESW	26	16S-25E	USL-71307	132C
43-019-15885-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 02	Gas Well	Shut-In	SAN ARROYO	GRAND	SESW	22	16S-25E	U-370-A	125
43-019-15886-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 03	Gas Well	Producing	SAN ARROYO	GRAND	SESW	23	16S-25E	U-369	60
43-019-15887-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 04	Gas Well	Producing	SAN ARROYO	GRAND	SESW	30	16S-26E	U-6023	660
43-019-15888-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 05	Gas Well	Shut-In	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369	820
43-019-15889-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 06	Gas Well	Shut-In	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529	1360
43-019-15890-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 08	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	16	16S-25E	ML-4113	2066
43-019-15891-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 09	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A	121C
43-019-15892-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 11	Gas Well	Producing	SAN ARROYO	GRAND	NESW	15	16S-25E	U-5059-C	245C
43-019-15893-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 12	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	23	16S-25E	USL-71307	152C
43-019-15894-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 13	Gas Well	Producing	SAN ARROYO	GRAND	C-SW	22	16S-25E	U-370-A	660
43-019-15896-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 16	Gas Well	Producing	SAN ARROYO	GRAND	SESW	26	16S-25E	U-369	199C
43-019-15897-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 17	Gas Well	Producing	SAN ARROYO	GRAND	NENE	24	16S-25E	U-25243	660
43-019-15898-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 18	Gas Well	Producing	SAN ARROYO	GRAND	NWNW	30	16S-26E	U-6023	130C
43-019-15899-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 19	Gas Well	Producing	SAN ARROYO	GRAND	SWSE	14	16S-25E	U-5011-B	260C
43-019-15900-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 20	Gas Well	Producing	SAN ARROYO	GRAND	SENE	26	16S-25E	USL-71307	1712
43-019-15901-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 21	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	25	16S-25E	U-369	395
43-019-15902-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 22	Gas Well	Producing	SAN ARROYO	GRAND	NENE	15	16S-25E	U-5011-A	2194
43-019-15903-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 24	Gas Well	Producing	SAN ARROYO	GRAND	SESW	19	16S-26E	U-6188	769
43-019-15904-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 25	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	21	16S-25E	U-136529	1111
43-019-15905-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 26	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	20	16S-26E	U-25297	78
43-019-15906-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 27	Gas Well	Producing	SAN ARROYO	GRAND	NESW	29	16S-26E	U-6021	787
43-019-15907-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 28	Gas Well	Producing	SAN ARROYO	GRAND	NWNE	29	16S-26E	U-5650	634
43-019-15908-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 29	Gas Well	Producing	SAN ARROYO	GRAND	NENE	22	16S-25E	U-370-A	540
43-019-15909-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 30	Gas Well	Producing	SAN ARROYO	GRAND	NWSW	21	16S-26E	U-5650	945
43-019-30527-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 31	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNW	22	16S-25E	U-370-A	739
43-019-30528-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 32	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	14	16S-25E	U-5011-B	1305
43-019-30608-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 33	Gas Well	Producing	SAN ARROYO	GRAND	SWSW	25	16S-25E	U-369	1977
43-019-11090-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 35	Gas Well	Producing	SAN ARROYO	GRAND	SESW	24	16S-25E	U-369	1875
43-019-31251-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 36-A	Gas Well	Producing	SAN ARROYO	GRAND	SESE	19	16S-26E	U-6188	304
43-019-31252-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 37	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	20	16S-26E	U-5650	2025
43-019-31253-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 38	Gas Well	Producing	SAN ARROYO	GRAND	SWNE	16	16S-25E	ML-4113	1393
43-019-31250-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 40	Gas Well	Shut-In	SAN ARROYO	GRAND	NWNE	27	16S-25E	U-370-A	1482
43-019-31289-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 41	Gas Well	Producing	SAN ARROYO	GRAND	NENE	36	16S-25E	Not CE Lease	1342
43-019-31290-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 42	Gas Well	Producing	SAN ARROYO	GRAND	NESE	30	16S-26E	U-6023	130C
43-019-31291-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 43	Gas Well	Producing	SAN ARROYO	GRAND	NESE	29	16S-26E	U-6021	600
43-019-31301-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 44	Gas Well	Producing	SAN ARROYO	GRAND	SENE	30	16S-26E	U-6023	
43-019-31299-00-0	CRESCENDO ENERGY LLC	SAN ARROYO 45	Gas Well	Producing	SAN ARROYO	GRAND	NWSE	20	16S-26E	U-5650	0

OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

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

11/1/2005

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

CA No.

Unit:

SAN ARROYO

WELL(S)

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

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

8. Federal and Indian Units:

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

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

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

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

DATA ENTRY:

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

FEDERAL WELL(S) BOND VERIFICATION:

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

INDIAN WELL(S) BOND VERIFICATION:

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

FEE & STATE WELL(S) BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<http://www.blm.gov>



4301915896
165 25E 26

IN REPLY REFER TO:

3106

(UT-922)

December 5, 2005

Memorandum

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

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


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

Enclosure

Articles of Organization (4 pp)

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

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DEC 05 2005

DIV. OF OIL, GAS & MINING

EP

LLE: Judy Nordstrom

MEMO WRITTEN: December 5, 2005

Name of Company:

OLD

NEW NID

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

Slate River Resources LLC
1600 Broadway
Suite 900
Denver CO 80202

_____ (940) NAME CHANGE RECOGNIZED
(DATE)

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

UTSL-071307

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

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

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

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

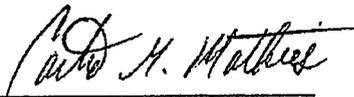
<u>Name</u>	<u>Jurisdiction of Organization</u>
Slate River Resources, LLC	Delaware
Crescendo Energy, LLC	Delaware

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

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

SLATE RIVER RESOURCES, LLC

By:



Carter G. Mathies
Chief Executive Officer

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

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

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

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

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

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

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

NOW, THEREFORE, BE IT:

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

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

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

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

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

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

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

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

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

[Remainder of Page Intentionally Left Blank]

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

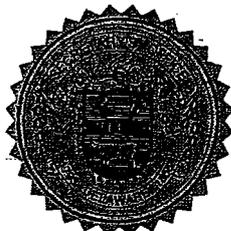
Delaware

PAGE 1

The First State

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

2005 NOV -7 AM 9:50
PLM - 07 - 950



3919255 8100

050074460

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3651875

DATE: 01-31-05

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

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:

5/15/2008

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

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
See Attached list

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

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

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

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

9. API NUMBER:

3. ADDRESS OF OPERATOR: PHONE NUMBER:
2016 Grand Avenue. Ste A CITY Billings STATE MT ZIP 59012 (406) 294-5990

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: _____ COUNTY: _____

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: **UTAH**

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

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

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

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

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

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

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

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

Signature: 

NAME (PLEASE PRINT) Steven D. Durrett TITLE President

SIGNATURE  DATE 5/15/2008

(This space for State use only)

APPROVED 5159108
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
MAY 23 2008

DIV. OF OIL, GAS & MINING

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

RECEIVED

MAY 23 2008

DIV. OF OIL, GAS & MINING

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

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

11/11/2013

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

CA No. Unit: San Arroyo

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 12/1/2013
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/1/2013
- Bond information entered in RBDMS on: 12/1/2013
- Fee/State wells attached to bond in RBDMS on: 12/1/2013
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: RLB0015347
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0015348
- The **FORMER** operator has requested a release of liability from their bond on: 11/22/2013

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

Augustus Energy Partners, LLC (N3505) to Southwestern Energy Ventures Company, LLC (N4035)

Effective 11/11/2013

San Arroyo Unit

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	GW	P
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	GW	S
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	GW	P
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	GW	P
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	GW	S
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	GW	S
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	GW	P
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	GW	P
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	GW	S
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	GW	P
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	GW	P
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	GW	P
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	GW	P
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	GW	P
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	GW	P
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	GW	P
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	GW	P
SAN ARROYO 22	15	160S	250E	4301915902	500	Federal	GW	P
SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	GW	P
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	GW	P
SAN ARROYO 26	20	160S	260E	4301915905	500	Federal	GW	P
SAN ARROYO 27	29	160S	260E	4301915906	500	Federal	GW	P
SAN ARROYO 28	29	160S	260E	4301915907	500	Federal	GW	P
SAN ARROYO 29	22	160S	250E	4301915908	500	Federal	GW	P
SAN ARROYO 30	21	160S	260E	4301915909	500	Federal	GW	P
SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	GW	S
SAN ARROYO 31	22	160S	250E	4301930527	500	Federal	GW	S
SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	GW	S
SAN ARROYO 33	25	160S	250E	4301930608	500	Federal	GW	P
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	GW	P
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	GW	P
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	GW	P
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	GW	P
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	GW	P
SAN ARROYO U 43	29	160S	260E	4301931291	500	Federal	GW	S
SAN ARROYO 45	20	160S	260E	4301931299	500	Federal	GW	P
SAN ARROYO 44	30	160S	260E	4301931301	500	Federal	GW	S
SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	GW	P
FEDERAL 47	31	160S	260E	4301931318	500	Federal	GW	P
SAN ARROYO 1625-22O	22	160S	250E	4301931580	505	Federal	GW	S

BEATTY & WOZNIAK, P.C.

ATTORNEYS AT LAW

216 SIXTEENTH STREET, SUITE 1100
DENVER, COLORADO 80202-5115
TELEPHONE (303) 407-4499
FACSIMILE (303) 407-4494
www.bwenergylaw.com

CASPER

CHEYENNE

DENVER

SALT LAKE CITY

SANTA FE

JENNIFER STOLDT

PHONE: (303) 407-4499

E-MAIL: JSTOLDT@BWENERGYLAW.COM

November 21, 2013

VIA FEDERAL EXPRESS

Utah Division of Oil, Gas and Mining
Attn: Rachel Medina
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

RECEIVED
NOV 22 2013
DIV. OF OIL, GAS & MINING

Re: Sundry Notices and Reports on Wells – Change of Operator (Form 9)
Our File No.: 9517.0001

Dear Ms. Madina:

Enclosed for notice and filing please find an original and three (3) copies of the Sundry Notices and Reports on Wells, list of wells, and copies of BLM Bond No. RLB0015347 and Utah State Bond No. RLB0015348.

If you have any questions regarding the enclosed documents, please call me directly at 303-407-4459. Thank you for your assistance in this matter.

Very truly yours,

BEATTY & WOZNIAK, P.C.



Jennifer Stoldt

Enclosures
00292177.DOCX

Energy in the Law[®]

Operating in Wyoming as Beatty, Wozniak & Reese

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached List
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME: See Attached List
2. NAME OF OPERATOR: Augustus Energy Partners, LLC <i>N3505</i>		8. WELL NAME and NUMBER: See Attached List
3. ADDRESS OF OPERATOR: 2016 Grand Ave. Ste A <small>CITY</small> Billings <small>STATE</small> MT <small>ZIP</small> 59102		9. API NUMBER: See Attach
PHONE NUMBER: (406) 294-5990		10. FIELD AND POOL, OR WILDCAT: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____		COUNTY: See Attached List
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Change of Operator</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Effective 11/11/13</u>

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

Southwestern Energy Ventures Company, LLC will become operator of the wells per the attached list effective 11/11/2013.
Attn: Ezra Lee
P. O. Box 1056
Bayfield, CO 81122
970-884-4869
ezra@crossfire-llc.com

Bond Coverage for operations conducted on these wells is being provided by Southwestern Energy Ventures Company, LLC in the form of a \$ 120,000 statewide Bond.

Utah State bond number RLB0015348 Surety number (Letter of credit) _____

BLM Bond Number RLB0015347

NAME (PLEASE PRINT) Ezra Lee TITLE Manager

SIGNATURE [Signature] DATE 11-13-13

NAME (PLEASE PRINT) Duane Zimmerman TITLE VP Operations

SIGNATURE [Signature] DATE 11/11/13

(This space for State use only)

APPROVED

DEC 01 2013

BY: Rachel Medina

** San Arroyo U140
not moved b/c its
a P+ A Federal well.*

(See Instructions on Reverse Side)

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	Twnshp-Rng
1	AUGUSTUS ENERGY PARTNERS LLC	43-019-11090-00-00	SAN ARROYO U 35	891003589A	UTU63022X		500	SESW	24	16S-25E
2	AUGUSTUS ENERGY PARTNERS LLC	43-019-15885-00-00	SAN ARROYO 2	891003598B	UTU63022X		505	SESW	22	16S-25E
3	AUGUSTUS ENERGY PARTNERS LLC	43-019-15886-00-00	SAN ARROYO 3	891003589A	UTU63022X		500	SESW	23	16S-25E
4	AUGUSTUS ENERGY PARTNERS LLC	43-019-15887-00-00	SAN ARROYO 4	891003589A	UTU63022X		500	SESW	30	16S-26E
5	AUGUSTUS ENERGY PARTNERS LLC	43-019-15888-00-00	SAN ARROYO 5	891003598B	UTU63022X		505	NWSE	25	16S-25E
6	AUGUSTUS ENERGY PARTNERS LLC	43-019-15889-00-00	SAN ARROYO 6	891003598B	UTU63022X		505	SWNE	21	16S-25E
7	AUGUSTUS ENERGY PARTNERS LLC	43-019-15890-00-00	SAN ARROYO 8	891003589A	UTU63022X		500	SWSW	16	16S-25E
8	AUGUSTUS ENERGY PARTNERS LLC	43-019-15891-00-00	SAN ARROYO 9	891003589A	UTU63022X		500	NWNE	27	16S-25E
9	AUGUSTUS ENERGY PARTNERS LLC	43-019-15892-00-00	SAN ARROYO 11	891003589A	UTU63022X		500	NESW	15	16S-25E
10	AUGUSTUS ENERGY PARTNERS LLC	43-019-15893-00-00	SAN ARROYO 12	891003589A	UTU63022X		500	SWSW	23	16S-25E
11	AUGUSTUS ENERGY PARTNERS LLC	43-019-15894-00-00	SAN ARROYO 13	891003589A	UTU63022X		500	C-SW	22	16S-25E
12	AUGUSTUS ENERGY PARTNERS LLC	43-019-15896-00-00	SAN ARROYO 16	891003589A	UTU63022X		500	SESW	26	16S-25E
13	AUGUSTUS ENERGY PARTNERS LLC	43-019-15897-00-00	SAN ARROYO 17	891003589A	UTU63022X		500	NENE	24	16S-25E
14	AUGUSTUS ENERGY PARTNERS LLC	43-019-15898-00-00	SAN ARROYO 18	891003589A	UTU63022X		500	NWNW	30	16S-26E
15	AUGUSTUS ENERGY PARTNERS LLC	43-019-15899-00-00	SAN ARROYO 19	891003589A	UTU63022X		500	SWSE	14	16S-25E
16	AUGUSTUS ENERGY PARTNERS LLC	43-019-15900-00-00	SAN ARROYO 20	891003589A	UTU63022X		500	SENE	26	16S-25E
17	AUGUSTUS ENERGY PARTNERS LLC	43-019-15901-00-00	SAN ARROYO 21	891003589A	UTU63022X		500	NWSE	25	16S-25E
18	AUGUSTUS ENERGY PARTNERS LLC	43-019-15902-00-00	SAN ARROYO 22	891003589A	UTU63022X		500	NENE	15	16S-25E
19	AUGUSTUS ENERGY PARTNERS LLC	43-019-15903-00-00	SAN ARROYO 24	891003589A	UTU63022X		500	SESW	19	16S-26E
20	AUGUSTUS ENERGY PARTNERS LLC	43-019-15904-00-00	SAN ARROYO 25	891003589A	UTU63022X		500	SWNE	21	16S-25E
21	AUGUSTUS ENERGY PARTNERS LLC	43-019-15905-00-00	SAN ARROYO 26	891003589A	UTU63022X		500	SWSW	20	16S-26E
22	AUGUSTUS ENERGY PARTNERS LLC	43-019-15906-00-00	SAN ARROYO 27	891003589A	UTU63022X		500	NESW	29	16S-26E
23	AUGUSTUS ENERGY PARTNERS LLC	43-019-15907-00-00	SAN ARROYO 28	891003589A	UTU63022X		500	NWNE	29	16S-26E
24	AUGUSTUS ENERGY PARTNERS LLC	43-019-15908-00-00	SAN ARROYO 29	891003589A	UTU63022X		500	NENE	22	16S-25E
25	AUGUSTUS ENERGY PARTNERS LLC	43-019-15909-00-00	SAN ARROYO 30	891003589A	UTU63022X		500	NWSW	21	16S-26E
26	AUGUSTUS ENERGY PARTNERS LLC	43-019-16532-00-00	SAN ARROYO 1	891003598B	UTU63022X		505	SESW	26	16S-25E
27	AUGUSTUS ENERGY PARTNERS LLC	43-019-30527-00-00	SAN ARROYO 31	891003589A	UTU63022X		500	NWNW	22	16S-25E
28	AUGUSTUS ENERGY PARTNERS LLC	43-019-30528-00-00	SAN ARROYO 32	891003589A	UTU63022X		500	SWSW	14	16S-25E
29	AUGUSTUS ENERGY PARTNERS LLC	43-019-30608-00-00	SAN ARROYO 33	891003589A	UTU63022X		500	SWSW	25	16S-25E
30	AUGUSTUS ENERGY PARTNERS LLC	43-019-31251-00-00	SAN ARROYO U 36-A	891003589A	UTU63022X		500	SESE	19	16S-26E
31	AUGUSTUS ENERGY PARTNERS LLC	43-019-31252-00-00	SAN ARROYO U 37	891003589A	UTU63022X		500	SWNE	20	16S-26E
32	AUGUSTUS ENERGY PARTNERS LLC	43-019-31253-00-00	SAN ARROYO U 38	891003589A	UTU63022X		500	SWNE	16	16S-25E
33	AUGUSTUS ENERGY PARTNERS LLC	43-019-31289-00-00	SAN ARROYO U 41	891003589A	UTU63022X		500	NENE	36	16S-25E
34	AUGUSTUS ENERGY PARTNERS LLC	43-019-31290-00-00	SAN ARROYO U 42	891003589A	UTU63022X		500	NESE	30	16S-26E
35	AUGUSTUS ENERGY PARTNERS LLC	43-019-31291-00-00	SAN ARROYO U 43	891003589A	UTU63022X		500	NESE	29	16S-26E
36	AUGUSTUS ENERGY PARTNERS LLC	43-019-31299-00-00	SAN ARROYO 45	891003589A	UTU63022X		500	NWSE	20	16S-26E
37	AUGUSTUS ENERGY PARTNERS LLC	43-019-31301-00-00	SAN ARROYO 44	891003589A	UTU63022X		500	SENE	30	16S-26E
38	AUGUSTUS ENERGY PARTNERS LLC	43-019-31316-00-00	SAN ARROYO 49	891003589A	UTU63022X		500	NENW	29	16S-26E
39	AUGUSTUS ENERGY PARTNERS LLC	43-019-31580-00-00	SAN ARROYO 1625-220	891003598B	UTU63022X		505	SWSE	22	16S-25E
40	AUGUSTUS ENERGY PARTNERS LLC	43-019-31250-00-00	SAN ARROYO U 40	891003598B	UTU63022X		505	NWNE	27	16S-25E
41	AUGUSTUS ENERGY PARTNERS LLC	43-019-31318-00-00	FEDERAL 47	891003589A	UTU63022X		500	NWNE	31	16S-26E
44	AUGUSTUS ENERGY PARTNERS LLC	43-019-15884-00-00	FEDERAL 174 1	UTU126528		NW115	8340	SESW	11	16S-25E
42	AUGUSTUS ENERGY PARTNERS LLC	43-047-30765-00-00	BLACK HORSE CANYON FED 31-1	UTU14234			8345	NWSW	31	15S-24E
43	AUGUSTUS ENERGY PARTNERS LLC	43-019-11089-00-00	FEDERAL GILBERT 1	UTU0125628			8341	SWNE	11	16S-25E

	Current Operator	API Well Number	Well Name	Lease #	Unit #	CA #	Entity #	Qtr/Qtr	Sec	TwnsHP-Rng
45	AUGUSTUS ENERGY PARTNERS LLC	43-019-30570-00-00	ARCO 27-1	UTU29645			11595	NWSW	27	16S-25E
46	AUGUSTUS ENERGY PARTNERS LLC	43-019-30047-00-00	BITTER CREEK 1				515	SWSE	2	16S-25E
47	AUGUSTUS ENERGY PARTNERS LLC	43-019-30240-00-00	ARCO-STATE 2-1				520	NESE	2	16S-24E
48	AUGUSTUS ENERGY PARTNERS LLC	43-019-30241-00-00	ARCO-STATE 2-2				520	NWNW	2	16S-24E
49	AUGUSTUS ENERGY PARTNERS LLC	43-019-31162-00-00	ARCO STATE 36-7				9710	SWSE	36	15.5S-24E
50	AUGUSTUS ENERGY PARTNERS LLC	43-019-31192-00-00	ARCO STATE 36-8				9710	SWSW	36	15.5S-24E

Division of Oil, Gas and Mining
 Operator Change/Name Change Worksheet-for State use only

Effective Date: 11/1/2014

FORMER OPERATOR:	NEW OPERATOR:
Southwestern Energy Ventures Company, LLC N4035 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411	SWEVCO-SABW, LLC N4155 2154 W Eisenhower Blvd Loveland, CO 80537 970-669-7411
CA Number(s):	San Arroyo

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

- Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2014
- Sundry or legal documentation was received from the **NEW** operator on: 10/21/2014
- New operator Division of Corporations Business Number: 8820416-0161

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Reports current for Production/Disposition & Sundries: 10/27/2014
- OPS/SI/TA well(s) reviewed for full cost bonding: 10/27/2014
- UIC5 on all disposal/injection/storage well(s) approved on: N/A
- Surface Facility(s) included in operator change: None
- Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

- Federal well(s) covered by Bond Number: RLB0015753
- Indian well(s) covered by Bond Number: RLB0015753
- State/fee well(s) covered by Bond Number(s): RLB0015799

DATA ENTRY:

- Well(s) update in the **OGIS** on: 11/3/2014
- Entity Number(s) updated in **OGIS** on: 11/3/2014
- Unit(s) operator number update in **OGIS** on: 11/3/2014
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/3/2014
- Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 11/3/2014

COMMENTS:

Southwestern Energy Ventures Company, LLC to SWEVCO-SABW, LLC
 Effective November 1, 2014

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status	Unit
ARCO 27-1	27	160S	250E	4301930570	11595	Federal	Federal	GW	P	
BLACK HORSE CANYON FED 31-1	31	150S	240E	4304730765	8345	Federal	Federal	GW	P	
FEDERAL 174 1	11	160S	250E	4301915884	8340	Federal	Federal	GW	P	
FEDERAL GILBERT 1	11	160S	250E	4301911089	8341	Federal	Federal	GW	P	
ARCO STATE 36-7	36	155S	240E	4301931162	9710	State	State	GW	P	
ARCO-STATE 2-1	2	160S	240E	4301930240	520	State	State	GW	P	
ARCO-STATE 2-2	2	160S	240E	4301930241	520	State	State	GW	P	
BITTER CREEK 1	2	160S	250E	4301930047	515	State	State	GW	P	
BAR X UNIT 11	18	170S	260E	4301930592	19413	Federal	Federal	GW	S	
BAR X UNIT 25	12	170S	250E	4301931371	19414	Federal	Federal	GW	S	
BAR X UNIT 4	18	170S	260E	4301915023	19412	Federal	Federal	GW	S	
ARCO STATE 36-8	36	155S	240E	4301931192	9710	State	State	GW	S	
FEDERAL 47	31	160S	260E	4301931318	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 12	23	160S	250E	4301915893	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 13	22	160S	250E	4301915894	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 16	26	160S	250E	4301915896	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 17	24	160S	250E	4301915897	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 18	30	160S	260E	4301915898	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 19	14	160S	250E	4301915899	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 20	26	160S	250E	4301915900	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 21	25	160S	250E	4301915901	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 22	15	160S	250E	4301915902	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 24	19	160S	260E	4301915903	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 25	21	160S	250E	4301915904	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 26	20	160S	260E	4301915905	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 27	29	160S	260E	4301915906	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 28	29	160S	260E	4301915907	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 3	23	160S	250E	4301915886	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 30	21	160S	260E	4301915909	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 33	25	160S	250E	4301930608	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 4	30	160S	260E	4301915887	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 44	30	160S	260E	4301931301	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 45	20	160S	260E	4301931299	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 49	29	160S	260E	4301931316	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 9	27	160S	250E	4301915891	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 35	24	160S	250E	4301911090	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 36-A	19	160S	260E	4301931251	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 37	20	160S	260E	4301931252	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 42	30	160S	260E	4301931290	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO U 43	29	160S	260E	4301931291	500	Federal	Federal	GW	P	SAN ARROYO
SAN ARROYO 8	16	160S	250E	4301915890	500	Federal	State	GW	P	SAN ARROYO
SAN ARROYO U 38	16	160S	250E	4301931253	500	State	State	GW	P	SAN ARROYO
SAN ARROYO U 41	36	160S	250E	4301931289	500	State	Fee	GW	P	SAN ARROYO
SAN ARROYO 1	26	160S	250E	4301916532	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 11	15	160S	250E	4301915892	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 1625-220	22	160S	250E	4301931580	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 2	22	160S	250E	4301915885	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 29	22	160S	250E	4301915908	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 31	22	160S	250E	4301930527	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 32	14	160S	250E	4301930528	500	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 5	25	160S	250E	4301915888	505	Federal	Federal	GW	S	SAN ARROYO
SAN ARROYO 6	21	160S	250E	4301915889	505	Federal	Federal	GW	S	SAN ARROYO

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: See Attached
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: See Attached	
2. NAME OF OPERATOR: SOUTHWESTERN ENERGY VENTURES COMPANY, LLC Operator #N4035		9. API NUMBER: Attached
3. ADDRESS OF OPERATOR: 2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		COUNTY: See Attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

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

Please see attached list of wells, transferring operations to new operator SWEVCO-SABW, LLC #N4155

NAME (PLEASE PRINT) <u>Ezra Lee</u>	TITLE <u>President, Southwestern Energy Ventures Comp.</u>
SIGNATURE	DATE <u>10-16-14</u>

(This space for State use only)

APPROVED

NOV 03 2014

DIV. OIL GAS & MINING (See Instructions on Reverse Side)

BY: Rachel Medina

RECEIVED
OCT 21 2014

DIV. OF OIL, GAS & MINING

UTAH																									
API Well Number	Well Name	Operator	Well Status	Well Type	WI	NRI	RI	OR	Field Name/Unit #	Surface Ownership	Mineral Lease	Lease Number	County	Qtr/Qtr	Section	Township-Range	FNL/FSL	FEL/FWL	Latitude	Longitude	Elev. GR	TD	Unit #	PUMPER	
OPERATED																									
Outside the Unit																									
43-019-30570	ARCO STATE 27-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	Federal	Federal	U-29645	GRAND	NWSW	27	16S-25E	1787	S	1200	W	39.3846	-109.14821	6740	5700	Chris
43-019-31162	ARCO STATE 36-7	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSE	36	15.5S-24E	540	S	1550	E	39.45341	-109.21341	8319	7945	Chris
43-019-31192	ARCO STATE 36-8	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSW	36	15.5S-24E	945	S	850	W	39.45468	-109.22361	7789	7490	Chris
43-019-30240	ARCO STATE 2-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NESE	2	16S-24E	2194	S	991	E	39.44346	-109.23015	8443	7600	Chris
43-019-30241	ARCO STATE 2-2	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NWNW	2	16S-24E	769	N	857	W	39.44995	-109.24212	7886	7250	Chris
43-019-30047	BITTER CREEK 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	State	State	ML-25151	GRAND	SWSE	2	16S-25E	395	S	2530	E	39.4387	-109.12413	7375	6658	Chris
43-047-30765	BLACK HORSE CANYON FED 31-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	BLACK HORSE CYN	Federal	Federal	U-14234	UINTAH	NWSW	31	15S-24E	1820	S	500	W	39.46736	-109.28001	8262	7910	Chris
43-019-15884	FEDERAL 174 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84875000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SESW	11	16S-25E	1285	S	2090	W	39.42669	-109.1264	6577	5299	Chris
43-019-11089	FEDERAL GILBERT 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SWNE	11	16S-25E	1700	N	1830	E	39.4329	-109.12144	7001	6200	Chris
43-019-15023	BAR X UNIT 4	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NENE	18	17S-26E	660	N	660	E	39.33379	-109.07281	5146	3599	Chris
43-019-30592	BAR X UNIT 11	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NWNW	18	17S-26E	1319	N	1285	W	39.33203	-109.08486	5200	3466	Chris
43-019-31371	BAR X UNIT 25	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064806	GRAND	NWSE	12	17S-25E	1384	S	2165	E	39.33965	-109.09684	5273	3742	Chris
San Arroyo Unit																									
43-019-16532	SAN ARROYO 1	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-071307	GRAND	SESW	26	16S-25E	1712	N	2566	W	39.38943	-109.12453	6033	5065	Chris
43-019-15892	SAN ARROYO 11	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05059C	GRAND	SESW	15	16S-25E	1760	S	1990	W	39.41349	-109.14544	7524	6367	Chris
43-019-15893	SAN ARROYO 12	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SWSW	23	16S-25E	1140	S	1220	W	39.39734	-109.12949	6507	4731	Chris
43-019-15894	SAN ARROYO 13	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	C-SW	22	16S-25E	1320	S	1320	W	39.39783	-109.14783	7592	6260	Chris
43-019-15896	SAN ARROYO 16	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	26	16S-25E	1125	S	1790	W	39.38276	-109.12746	5922	4884	Chris
43-019-15897	SAN ARROYO 17	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25243	GRAND	NENE	24	16S-25E	660	N	940	E	39.40676	-109.09956	5983	5003	Chris
43-019-15898	SAN ARROYO 18	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNW	30	16S-26E	660	N	990	W	39.39241	-109.09272	5778	4128	Chris
43-019-15899	SAN ARROYO 19	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSE	14	16S-25E	820	S	1610	E	39.41086	-109.12089	6305	5200	Chris
43-019-15885	SAN ARROYO 2	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0370A	GRAND	SESW	22	16S-25E	2420	N	2430	W	39.40199	-109.14379	7752	6826	Chris
43-019-15900	SAN ARROYO 20	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SENE	26	16S-25E	1360	N	170	E	39.39025	-109.11553	6855	5457	Chris
43-019-15901	SAN ARROYO 21	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2066	S	2340	E	39.3853	-109.1047	5878	4299	Chris
43-019-15902	SAN ARROYO 22	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011A	GRAND	NENE	15	16S-25E	1210	N	990	E	39.41968	-109.13711	6480	5500	Chris
43-019-15903	SAN ARROYO 24	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06188	GRAND	SESW	19	16S-26E	2450	N	1495	W	39.40194	-109.09106	6023	4815	Chris
43-019-15904	SAN ARROYO 25	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25244	GRAND	SWNE	21	16S-25E	1520	N	1805	E	39.40437	-109.15872	7599	5894	Chris
43-019-15905	SAN ARROYO 26	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25297	GRAND	SWSW	20	16S-26E	660	S	660	W	39.39603	-109.07543	5800	4800	Chris
43-019-15906	SAN ARROYO 27	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06021	GRAND	NESE	29	16S-26E	1990	S	2100	W	39.3851	-109.07027	5584		Chris
43-019-15907	SAN ARROYO 28	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-5650	GRAND	NWNE	29	16S-26E	660	N	1980	E	39.39225	-109.06591	5690	4260	Chris
43-019-15908	SAN ARROYO 29	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	NENE	22	16S-25E	1300	N	195	E	39.40492	-109.13429	6849	5200	Chris
43-019-15886	SAN ARROYO 3	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	SESW	23	16S-25E	1425	N	1450	W	39.40481	-109.12847	6474	5460	Chris
43-019-15909	SAN ARROYO 30	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSW	21	16S-26E	2600	S	900	W	39.40124	-109.05587	5481	4293	Chris
43-019-30527	SAN ARROYO 31	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNW	22	16S-25E	1111	N	913	W	39.40567	-109.14907	7742	6071	Chris
43-019-30528	SAN ARROYO 32	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSW	14	16S-25E	678	S	370	W	39.41086	-109.13255	6325	4964	Chris
43-019-30608	SAN ARROYO 33	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SWSW	25	16S-25E	634	S	728	W	39.3815	-109.1126	5966	4600	Chris
43-019-15887	SAN ARROYO 4	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	30	16S-26E	1080	S	1800	W	39.38264	-109.09012	5735	4860	Chris
43-019-31301	SAN ARROYO 44*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	SENE	30	16S-26E	1342	N	741	E	39.39033	-109.08018		5020	Chris
43-019-31299	SAN ARROYO 45*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSE	20	16S-26E	1482	S	1866	E	39.39813	-109.06575		4786	Chris
43-01931318-	SAN ARROYO 47*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNE	31	16S-26E	600	N	1400	E	39.3779	-109.08244		4505	Chris
43-019-31316	SAN ARROYO 49*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-025245	GRAND	NENW	29	16S-26E	1300	N	1666	W	39.39059	-109.07165		4835	Chris
43-019-15888	SAN ARROYO 5	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2030	S	2290	E	39.3852	-109.10452	5878	4940	Chris
43-019-15889	SAN ARROYO 6	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-025244	GRAND	SWNE	21	16S-25E	1940	N	1695	E	39.40321	-109.15836	7588	6510	Chris
43-019-15890	SAN ARROYO 8	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	State	Federal	U-0369	GRAND	SWSW	16	16S-25E	1110	S	1310	W	39.41172	-109.16659	7350	5870	Chris
43-019-15891	SAN ARROYO 9	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNE	27	16S									

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
See Attached

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

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

7. UNIT or CA AGREEMENT NAME:
See Attached

1. TYPE OF WELL
OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
See Attached

2. NAME OF OPERATOR:
SWEVCO-SABW, LLC Operator #N4155

9. API NUMBER:
Attached

3. ADDRESS OF OPERATOR:
2154 W. Eisenhower Blvd. CITY Loveland STATE CO ZIP 80537

PHONE NUMBER:
(970) 669-7411

10. FIELD AND POOL, OR WILDCAT:

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

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

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

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

Please see attached list of wells, taking over as operator from Southwestern Energy Ventures Company, LLC #N4035

Effective date: November 1, 2014
BLM Bond: RLB 0015753
State Bond: RLB 0015799

NAME (PLEASE PRINT) Kellie Diffendaffer TITLE Accounting Manager
SIGNATURE *Kellie Diffendaffer* DATE 10/14/14

(This space for State use only)

RECEIVED
OCT 21 2014

APPROVED

NOV 03 2014

UTAH																									
API Well Number	Well Name	Operator	Well Status	Well Type	WI	NRI	RI	OR	Field Name/Unit #	Surface Ownership	Mineral Lease	Lease Number	County	Qtr/Qtr	Section	Township-Range	FNL/FSL	FEL/FWL	Latitude	Longitude	Elev. GR	TD	Unit #	PUMPER	
OPERATED																									
Outside the Unit																									
43-019-30570	ARCO 27-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	Federal	Federal	U-29645	GRAND	NWSW	27	16S-25E	1787	S	1200	W	39.3846	-109.14821	6740	5700	Chris
43-019-31162	ARCO STATE 36-7	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSE	36	15.5S-24E	540	S	1550	E	39.45341	-109.21341	8319	7945	Chris
43-019-31192	ARCO STATE 36-8	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	SWSW	36	15.5S-24E	945	S	850	W	39.45468	-109.22361	7789	7490	Chris
43-019-30240	ARCO STATE 2-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NESE	2	16S-24E	2194	S	991	E	39.44346	-109.23015	8443	7600	Chris
43-019-30241	ARCO STATE 2-2	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	EAST CANYON	State	State	ML-22208	GRAND	NWNW	2	16S-24E	769	N	857	W	39.44995	-109.24212	7886	7250	Chris
43-019-30047	BITTER CREEK 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.87500000	-	-	SAN ARROYO	State	State	ML-25151	GRAND	SWSE	2	16S-25E	395	S	2530	E	39.4387	-109.12413	7375	6658	Chris
43-047-30765	BLACK HORSE CANYON FED 31-1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	BLACK HORSE CYN	Federal	Federal	U-14234	UINTAH	NWSW	31	15S-24E	1820	S	500	W	39.46736	-109.28001	8262	7910	Chris
43-019-15884	FEDERAL 174 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84875000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SESW	11	16S-25E	1285	S	2090	W	39.42669	-109.1264	6577	5299	Chris
43-019-11089	FEDERAL GILBERT 1	SWEVCO-SABW	Producing	Gas Well	1.0000000	0.84500000	-	-	SAN ARROYO	Federal	Federal	U-0126528	GRAND	SWNE	11	16S-25E	1700	N	1830	E	39.4329	-109.12144	7001	6200	Chris
43-019-15023	BAR X UNIT 4	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NENE	18	17S-26E	660	N	660	E	39.33379	-109.07281	5146	3599	Chris
43-019-30592	BAR X UNIT 11	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064807	GRAND	NWNW	18	17S-26E	1319	N	1285	W	39.33203	-109.08486	5200	3466	Chris
43-019-31371	BAR X UNIT 25	SWEVCO-SABW	Producing	Gas Well					BAR X	Federal	Federal	UTSL064806	GRAND	NWSE	12	17S-25E	1384	S	2165	E	39.33965	-109.09684	5273	3742	Chris
San Arroyo Unit																									
43-019-16532	SAN ARROYO 1	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-071307	GRAND	SESW	26	16S-25E	1712	N	2566	W	39.38943	-109.12453	6033	5065	Chris
43-019-15892	SAN ARROYO 11	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05059C	GRAND	NESE	15	16S-25E	1760	S	1990	W	39.41349	-109.14544	7524	6367	Chris
43-019-15893	SAN ARROYO 12	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SWSW	23	16S-25E	1140	S	1220	W	39.39734	-109.12949	6507	4731	Chris
43-019-15894	SAN ARROYO 13	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	C-SW	22	16S-25E	1320	S	1320	W	39.39783	-109.14783	7592	6260	Chris
43-019-15896	SAN ARROYO 16	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	26	16S-25E	1125	S	1790	W	39.38276	-109.12746	5922	4884	Chris
43-019-15897	SAN ARROYO 17	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25243	GRAND	NENE	24	16S-25E	660	N	940	E	39.40676	-109.09956	5983	5003	Chris
43-019-15898	SAN ARROYO 18	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNW	30	16S-26E	660	N	990	W	39.39241	-109.09272	5778	4128	Chris
43-019-15899	SAN ARROYO 19	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSE	14	16S-25E	820	S	1610	E	39.41086	-109.12089	6305	5200	Chris
43-019-15885	SAN ARROYO 2	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0370A	GRAND	SESW	22	16S-25E	2420	N	2430	W	39.40199	-109.14379	7752	6826	Chris
43-019-15900	SAN ARROYO 20	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-071307	GRAND	SENE	26	16S-25E	1360	N	170	E	39.39025	-109.11553	6855	5457	Chris
43-019-15901	SAN ARROYO 21	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2066	S	2340	E	39.3853	-109.1047	5878	4299	Chris
43-019-15902	SAN ARROYO 22	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011A	GRAND	NENE	15	16S-25E	1210	N	990	E	39.41968	-109.13711	6480	5500	Chris
43-019-15903	SAN ARROYO 24	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06188	GRAND	SESW	19	16S-26E	2450	N	1495	W	39.40194	-109.09106	6023	4815	Chris
43-019-15904	SAN ARROYO 25	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25244	GRAND	SWNE	21	16S-25E	1520	N	1805	E	39.40437	-109.15872	7599	5894	Chris
43-019-15905	SAN ARROYO 26	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-25297	GRAND	SWSW	20	16S-26E	660	S	660	W	39.39603	-109.07543	5800	4800	Chris
43-019-15906	SAN ARROYO 27	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-06021	GRAND	NESE	29	16S-26E	1990	S	2100	W	39.3851	-109.07027	5584		Chris
43-019-15907	SAN ARROYO 28	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-5650	GRAND	NWNE	29	16S-26E	660	N	1980	E	39.39225	-109.06591	5690	4260	Chris
43-019-15908	SAN ARROYO 29	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	NENE	22	16S-25E	1300	N	195	E	39.40492	-109.13429	6849	5200	Chris
43-019-15886	SAN ARROYO 3	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0307A	GRAND	SESW	23	16S-25E	1425	N	1450	W	39.40481	-109.12847	6474	5460	Chris
43-019-15909	SAN ARROYO 30	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSW	21	16S-26E	2600	S	900	W	39.40124	-109.05587	5481	4293	Chris
43-019-30527	SAN ARROYO 31	SWEVCO-SABW	Shut-In	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNW	22	16S-25E	1111	N	913	W	39.40567	-109.14907	7742	6071	Chris
43-019-30528	SAN ARROYO 32	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-05011B	GRAND	SWSW	14	16S-25E	678	S	370	W	39.41066	-109.13255	6325	4964	Chris
43-019-30608	SAN ARROYO 33	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SWSW	25	16S-25E	634	S	728	W	39.3815	-109.1126	5966	4600	Chris
43-019-15887	SAN ARROYO 4	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0369	GRAND	SESW	30	16S-26E	1080	S	1800	W	39.38264	-109.09012	5735	4860	Chris
43-019-31301	SAN ARROYO 44*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	SENE	30	16S-26E	1342	N	741	E	39.39033	-109.08018		5020	Chris
43-019-31299	SAN ARROYO 45*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-05650	GRAND	NWSE	20	16S-26E	1482	S	1866	E	39.39813	-109.06575		4786	Chris
43-01931318-	SAN ARROYO 47*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-06023	GRAND	NWNE	31	16S-26E	600	N	1400	E	39.3779	-109.08244		4505	Chris
43-019-31316	SAN ARROYO 49*	SWEVCO-SABW	Producing	Gas Well	0.2429414	0.20026781	-	0.00240052	SAN ARROYO	Federal	Federal	U-025245	GRAND	NENW	29	16S-26E	1300	N	1666	W	39.39059	-109.07165		4835	Chris
43-019-15888	SAN ARROYO 5	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-0369	GRAND	NWSE	25	16S-25E	2030	S	2290	E	39.3852	-109.10452	5878	4940	Chris
43-019-15889	SAN ARROYO 6	SWEVCO-SABW	Shut-In	Gas Well	1.0000000	0.82500000	-	0.00027708	SAN ARROYO	Federal	Federal	U-025244	GRAND	SWNE	21	16S-25E	1940	N	1695	E	39.40321	-109.15836	7588	6510	Chris
43-019-15890	SAN ARROYO 8	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	State	Federal	U-0369	GRAND	SWSW	16	16S-25E	1110	S	1310	W	39.41172	-109.16659	7350	5870	Chris
43-019-15891	SAN ARROYO 9	SWEVCO-SABW	Producing	Gas Well	0.9717655	0.80116538	-	0.00252986	SAN ARROYO	Federal	Federal	U-0370A	GRAND	NWNE	27	16S-									

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-31928
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: TIN CUP MESA
1. TYPE OF WELL Water Injection Well	8. WELL NAME and NUMBER: TIN CUP MESA 1-25
2. NAME OF OPERATOR: MAR/REG OIL COMPANY	9. API NUMBER: 43037306900000
3. ADDRESS OF OPERATOR: PO Box 18148 , Reno, NV, 89511	PHONE NUMBER: 755 852-7444 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1950 FNL 0790 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 25 Township: 38.0S Range: 25.0E Meridian: S	9. FIELD and POOL or WILDCAT: TIN CUP MESA COUNTY: SAN JUAN STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/30/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Request for Extension"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 Request an extension to conduct remedial work. Request extension to April 30, 2015. Operator will monitor casing pressure weekly and file pressure report monthly.

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 11.3.2014
Initials: KS

Date: 10/31/14
By: [Signature]

NAME (PLEASE PRINT) Tariq Ahmad	PHONE NUMBER 775 852-7444	TITLE Petroleum Engineer
SIGNATURE N/A	DATE 10/29/2014	