

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

b. TYPE OF WELL
 OIL WELL GAS WELL OTHER
 SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR
 F & M Oil Co., INC.

3. ADDRESS OF OPERATOR
 1600 Broadway, Suite 2060, Denver, CO 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
 At surface: 1797.6 NSL, 800.7 WEL
 At proposed prod. zone: N/A

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 20 miles NW of Mack, Colorado

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any) 801

16. NO. OF ACRES IN LEASE 640

17. NO. OF ACRES ASSIGNED TO THIS WELL 320

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 3077

19. PROPOSED DEPTH 6500

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 6,985' GR

22. APPROX. DATE WORK WILL START* July 15, 1983

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/2"	9-5/8"	36# K-55	0-150	100 sx Cl. G, 3% CaCl ₂
8-3/4"	7"	20# K-55	0-2300	150 sx Cl. G, 1% CaCl ₂
6-1/4"	4-1/2"	11.6# N-80	0-6500	RFC, quantity to be determined by logs

We propose to rig up and drill a test through the Salt Wash member of the Morrison. Production is anticipated in the Dakota and Morrison formations. Any significant shows of gas or oil will be evaluated.

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

SIGNED [Signature] TITLE Consulting Engineer DATE June 23, 1983

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____
 APPROVED BY [Signature] E. W. Guynn
 DISTRICT OIL & GAS SUPERVISOR DATE JUL 18 1983

CONDITIONS OF APPROVAL, IF ANY:
 NOTICE OF APPROVAL CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

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

State O & G

F & M Oil Company
Well No. 1-34
Section 34, T. 16 S., R. 24 E.
Grand County, Utah
Lease U-52030

Supplemental Stipulations

- 1) Adequate and sufficient electric/radioactive logs will be run to locate and identify anticipated coal beds in the Mesaverde formation. Please also provide two copies of drilling logs. Casing and cementing programs will be adjusted to eliminate any potential influence of the well bore or productive hydrocarbon zones on the coal resource. Surface casing program may require adjustment for protection of fresh water aquifers.

SEED MIXTURE

<u>Species</u>		<u>lbs/acre</u>
<u>Grasses</u>		
Oryzopsis hymenoides	Indian ricegrass	2
Agropyron cristatum	Crested wheatgrass (Fairway crested wheatgrass)	2
<u>Forbs</u>		
Melilotus officinalis	Yellow sweetclover	0.5
<u>Shrubs</u>		
Cowania mexicana	Mexican cliffrose	1
Purshia tridentata	Antelope bitterbrush	<u>1</u>
		6.5 lbs/acre

Broadcast seed will be applied at double the above rate.

Seeding will be done in the fall of the year (Oct.-Dec.) however, if the company desires, once the reserve pit is dry, rehabilitation and reseeding can commence. This may allow or fascilitate completion of the location while the earthmoving equipment is still on location.



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

IN REPLY REFER TO

SUGGESTED COLORS TO PAINT OIL & GAS
PRODUCTION FACILITIES

Cisco Desert and Flats below the Bookcliffs:

Dynasty Green	(Sears)
Tumbleweed	(Pratt & Lambert)
Desert Tan	-----
Sage Gray	(Pratt & Lambert)

Bookcliffs Region:

Sage Gray	(Pratt & Lambert)
Sea Life	(Pratt & Lambert)
Dynasty Green	(Sears)

Similar hues other than the ones mentioned above must be approved by the Grand Resource Area Manager.

ADDITIONAL STIPULATIONS FOR PRODUCTION FACILITIES

Your Application for Permit to Drill also included a submittal for production facilities. These production facilities are approved for the lessee and his designated operator under Section 1 of the Oil and Gas Lease with the following conditions:

(1) The oil and gas measurement facilities must be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy are to be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. Please provide this office with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports are to be submitted to the Salt Lake City District Oil and Gas Supervisor. Royalty payments will be made on all production volume as determined by the meter measurements or the tank measurements. All measurement facilities must conform with the API standards for liquid hydrocarbons and the AGA standard for natural gas measurement.

(2) Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs must be housed and/or fenced.

(3) All disturbed areas not required for operations will be rehabilitated.

(4) All produced liquids must be contained including the dehydrator vent/condensate line effluent. All production pits must be fenced.

(5) The well activity, the well status and the date the well is placed on production must be reported on Lessee's Monthly Report of Operations, Form 9-329.

(6) All off-lease storage, off-lease measurement, or commingling on lease or off-lease must have written approval.

(7) All product lines entering and leaving hydrocarbon storage tanks must be locked/sealed.

(8) You are reminded of the requirements for handling, storing, or disposing of water produced from oil and gas wells under NTL-2B.

(9) All materials, trash, junk, debris, etc. not required for production must be removed from the well site and production facility site at the completion of these operations.

(10) A copy of the Gas Sales Contract will be provided to this office and the Royalty Accounting Department as directed.

(11) Construction and maintenance for surface use approved under this plan should be in accordance with the surface use standards as set forth in the BLM/GS Oil and Gas Brochure entitled, "Surface Operating Standards for Oil and Gas Exploration and Development." This includes, but is not limited to, such items as road construction and maintenance, handling of top soil and rehabilitation.

(12) "Sundry Notice and Reports on Wells" (form 9-331) will be filed for all changes of plans and other operations in accordance with 30 CFR 221.58. Emergency approval may be obtained verbally, but such approval does not waive the written report requirement. Any additional construction, reconstruction, or alternations of facilities, including roads, gathering lines, batteries, measurement facilities, etc., will require the filing of a suitable plan and prior approval by the survey.

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

5. Lease Designation and Serial No.

U-52030

6. If Indian, Allottee or Tribe Name

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work

DRILL

DEEPEN

PLUG BACK

7. Unit Agreement Name

b. Type of Well

Oil Well

Gas Well

Other

Single Zone

Multiple Zone

8. Farm or Lease Name

U.S.A.

9. Well No.

1-34

10. Field and Pool, or Wildcat

Wildcat UNDES/16

11. Sec., T., R., M., or Blk. and Survey or Area

NESE Sec. 34, T16S, R24E, SLB&M

2. Name of Operator

F & M Oil Company

3. Address of Operator

1600 Broadway, Suite 2060, Denver, Colorado 80202

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

At surface

1797.6 NSL, 800.7 WEL

At proposed prod. zone

N/A

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

20 miles NW of Mack, Colorado

12. County or Parrish 13. State

Grand

Utah

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

801

16. No. of acres in lease

640

17. No. of acres assigned to this well

320

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

3077

19. Proposed depth

6500

20. Rotary or cable tools

Rotary

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

6,985' GR

22. Approx. date work will start*

July 15, 1983

23.

PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
12-1/4"	9-5/8"	36# K-55	0-150	100 sx Cl. G, 3% CaCl ₂
8-3/4"	7"	20# K-55	0-2300	150 sx Cl. G, 1% CaCl ₂
6-1/4"	4-1/2"	11.6# N-80	0-6500	RFC quantity to be determined by logs

We propose to rig up and drill a test through the Salt Wash member of the Morrison. Production is anticipated in the Dakota and Morrison formations. Any significant shows of gas or oil will be evaluated.

T16S, R24E, SLB&M
Section 34: All

RECEIVED
JUN 29 1983

DIVISION OF
OIL, GAS & MINING

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

24.

Signed

A. T. Yates

Title Consulting Geologist

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

DATE: 6-29-83

BY: *Norman E. Snow*

Permit No.

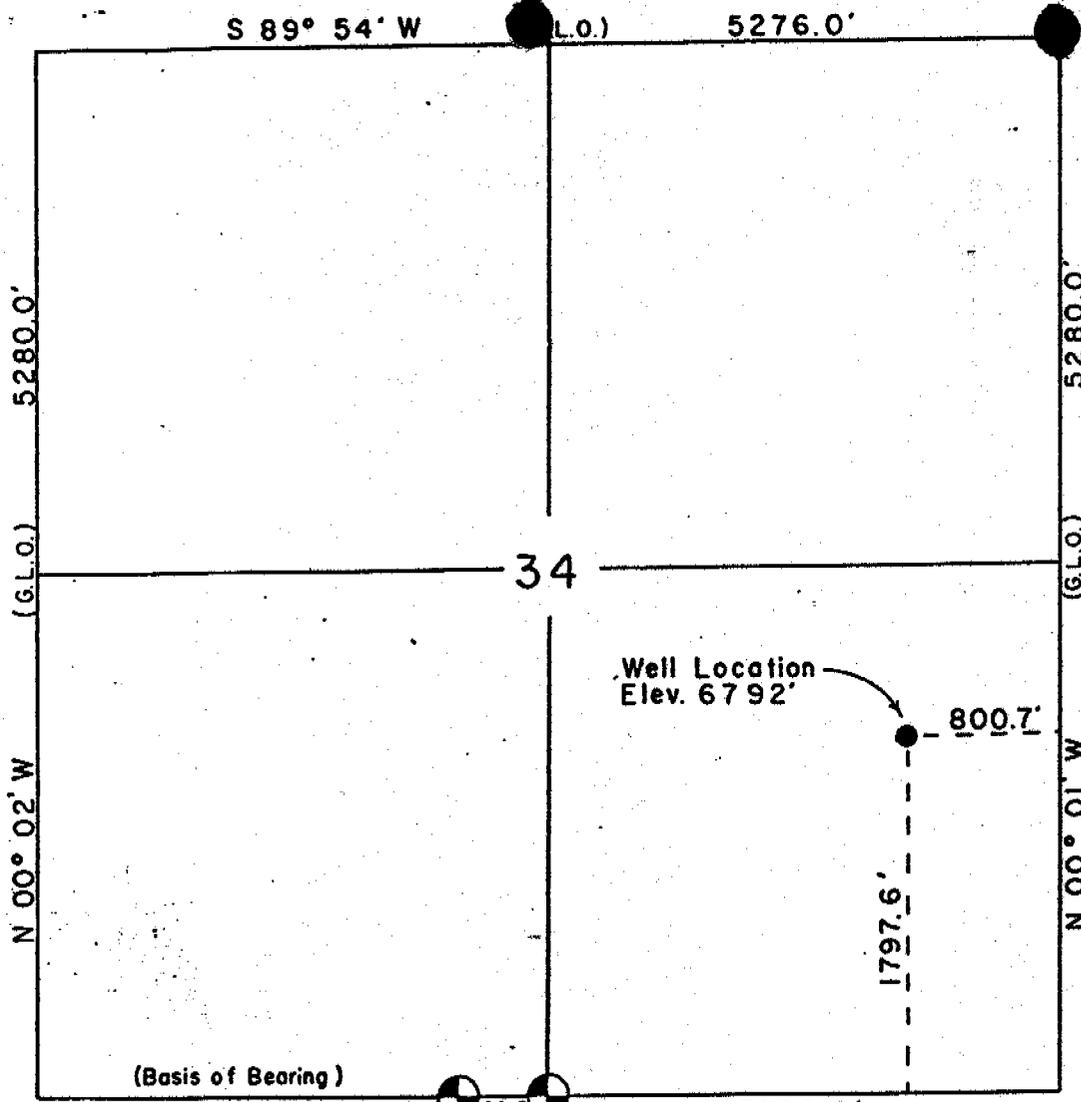
Approval Date

Approved by

Title

Date

Conditions of approval, if any:



Scale: 1 in. = 1000 feet

Found U.S.G.L.O. Brass Cap

(Basis of Bearing)

EAST
N.E. Corner
Section 4, T.17S.,
R.24E. S.L.B. & M.

G.L.O.

S. 1/4 Corner Section 34
T.16 S., R.24 E. S.L.B. & M.

WELL LOCATION

1797.6' FT. N.S.L., 800.7 FT. W.E.L.
SECTION 34, T.16 S., R.24 E. S.L.B. & M.
GRAND COUNTY, UTAH

CERTIFICATION

I, John I. Gordon, do hereby certify that this survey was made under my direct supervision and that this plat represents said survey.

John I. Gordon
John I. Gordon P.E. #13,853

	GORDON ENGINEERING, INC. ENGINEERING - SURVEYING		
	Date	JUNE 4, 1983	F & M OIL CO.
	Drawn by		1-34 U.S.A.
	Checked by		Sheet 1 of 3
	Survey date	JUNE 2, 1983	Job # 8302

F & M OIL CO.

1-34 U.S.A.

GRAND COUNTY, UTAH

LEASE #U-52030

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JUN 29 1983

DIVISION OF
OIL, GAS & MINING

MULTI-POINT SURFACE USE AND OPERATIONS PLAN

1. EXISTING ROADS: See Plat #1. From Mack, Colorado, proceed westerly on I-70 for 15 miles to the Westwater Exit. Take U.S. Highway 6 northeasterly for 2.4 miles to County Road. Turn left on County Road and follow for 13.6 miles to Hay Canyon, Middle Canyon and East Canyon forks. Take East Canyon fork for 4.1 miles to Paradise Hill Road. Turn left and follow main traveled road for 4.1 miles to fork. Take left fork and follow for 1.6 miles to fork. Take right fork and proceed 6 miles to Tenneco location. The above road is in good condition and will require only maintenance as needed.

2. PLANNED ACCESS ROAD: From the north end of the Tenneco location a new road approximately 8,500 feet long will be constructed to the proposed location. The first 6,000 feet is on the northeast side of the hill and requires cutting through 4 sandstone ledges. The remaining 2,500 feet will be constructed on top of the ridge and will require only a minimum amount of dirt work. The road will be constructed to Class III standards.
 - A. Width: The access road will have a travel surface of 18 feet with a maximum disturbed area of 30 feet.
 - B. Maximum grades: Maximum grades up to 15% for less than 300 feet may be used at the four places where the road crosses the sandstone ledges. The remainder of the road will have grades of 3-5%.
 - C. Turnouts: None.
 - D. Drainage design: Natural drainage will be utilized. The road will be ditched and crowned during construction. Water bars will be constructed every 50 feet on the steeper grades or as specified by the Bureau of Land Management.
 - E. Location of culverts, cuts and fills: No culverts will be required.

Slopes of up to 60% on the west side of the hill will require cuts of approximately 18 feet. The cuts will be sloped 2:1 where possible. The soil from the cuts will be deposited on the road adjacent to the cuts.

No fills will be required.

- F. Surfacing materials: None required.
- G. Gates, cattleguards, fences, etc.: None required.
- H. Centerline flagged: The centerline of the new road has been flagged.

3. LOCATION OF EXISTING WELLS AND/OR PROPOSED FACILITIES WITHIN A 2 MILE RADIUS:

- A. Water wells: None.
- B. Abandoned wells: Four.
- C. Temporarily abandoned wells: None.
- D. Disposal wells: None.
- E. Drilling wells: One.
- F. Producing wells: Nine.
- G. Shut in wells: Three.
- H. Injection wells: None.
- I. Monitoring or observation wells: None.

4. EXISTING AND/OR PROPOSED FACILITIES WITHIN A 1 MILE RADIUS OWNED BY F & M OIL CO.: See Plat #3.

- A.
 - 1. Tank batteries: None.
 - 2. Production facilities: See Plat #3.
 - 3. Oil gathering lines: None.
 - 4. Gas gathering lines: None.
 - 5. Injection lines: None.
 - 6. Disposal lines: None.
- B. Plat #3 illustrates the proposed production facilities:
 - 1. Proposed location and attendant lines are not flagged. All of these will be located on the pad.
 - 2. Dimension of facilities: See Plat #3.
 - 3. Construction methods and materials will be new 1,000# W.P. or better. Welding will be to D.O.T. standards and all piping will be buried to a minimum of 5 feet.
 - 4. Protective measures: The fencing used during drilling operations will be 36 inch woven wire, with at least two strands of barbed wire above. All pits will be fenced. All storage facilities will have berms

capable of containing the full liquid storage capacity constructed around them.

- C. All unused areas of the location will be re-contoured and reseeded using the same seed mixture required for final reclamation.
 - D. Production facilities will be located on the north side of the location.
5. LOCATION AND TYPE OF WATER SUPPLY:
- A. Water for drilling will be hauled from the Colorado River at Westwater, SW $\frac{1}{4}$ SW $\frac{1}{4}$, Sec. 15, T121S, R24E. A permit has been applied for.
 - B. Existing roads will be used for hauling water.
 - C. No water well will be required.
6. SOURCE OF CONSTRUCTION MATERIALS: None required.
7. METHOD OF HANDLING WASTE DISPOSAL: Plat # 4 illustrates the rig layout and the position of the trash cage and reserve pit.
- A. Cuttings: These will be contained on location in the reserve pit.
 - B. Drilling fluids: Same as A.
 - C. Produced fluids: Plat #3 illustrates a pit which will contain these.
 - D. Sewage: Chemical toilets will be used.
 - E. Garbage and other waste materials: These will be placed in the trash cage. Periodically the location will be cleaned and all trash placed in the container. No trash will be thrown into the reserve pit.
 - F. After drilling and completion operations are complete, the location and surrounding area will be cleaned and all refuse removed from the location to the nearest legal landfill.
8. ANCILLARY FACILITIES: None.
9. WELLSITE LAYOUT: Plat #4 shows the rig layout. Plat #5 shows the pad layout. Plat #6 illustrates the cuts and fills. All pits are unlined. Pits will be fenced on 3 sides until drilling operations are complete and then closed in.

The reserve pit will be located on the east side of the location (see Plat #5) and will not be lined with plastic. The reserve pit banks will be 1.5-2.0 feet above pad and constructed in 8" lifts, machinery compacted, and sufficiently wide for equipment to pass over.

10. PLANS FOR RESTORATION OF THE SURFACE:

- A. Trees and vegetation will be removed from the location and stockpiled separately at the southwest end of the location.
- B. Whatever amount of topsoil that can be saved will be stockpiled south of the location. Trees and vegetation will be removed from the access road and stockpiled on the uphill (west) side.
- C. An embankment will be constructed on the southeast corner of the pad around the flare pit to serve as a knock down for the blooie line.
- D. Should the well be a dry hole, the location and new access road will be policed, the reserve pit allowed to dry, then backfilled. The disturbed areas will be recontoured to blend with the local topography and the topsoil distributed. The area will be reseeded with a mixture and at a time specified by the Grand Resource Area in Moab, Utah.
- E. The mixture is to be drill seeded after the stockpiled topsoil has been evenly respread over the disturbed areas and disked to prepare it as a seedbed. All disturbed areas will be disked as deep as possible with the contour. The pad will not be smoothed out but left rough.
- F. After seeding is complete the stockpiled trees and vegetation will be scattered evenly over the disturbed areas and walked down with a dozer.
- G. The operator or his contractor will contact the Grand Resource Area Bureau of Land Management office in Moab, Utah, telephone (801) 259-8193, 48 hours prior to starting rehabilitation work that involves earth moving equipment and upon completion of restoration measures.

11. OTHER INFORMATION:

- A. The surface and minerals are owned by the Federal government.
- B. The surface growth is sagebrush, rabbit brush, cheat grass, and rice grass. Wildlife consists of mule deer, coyotes, rabbits and rodents.
- C. The land is used for livestock grazing during the summer and fall months.
- D. An archaeological survey has been made and a copy of the report is attached to this application. If subsurface cultural material is exposed during construction, work at that spot will stop immediately and the Grand Resource Area office will be contacted. All employees working in the area will be informed by the operator that they will be subject to prosecution if they are caught disturbing archaeological sites or picking up artifacts. Salvage or excavation of identified archaeological sites will only be done if damage occurs.

- E. The operator or his contractor will contact the Grand Resource Area in Moab, Utah, telephone (801) 259-8193 48 hours prior to beginning any work on public land.
- F. The dirt contractor will be furnished with an approved copy of the surface use plan and any additional Bureau of Land Management stipulations prior to any work.
- G. A road right-of-way permit will be required and is being prepared.
- H. All above ground production facilities will be painted a color specified by the Bureau of Land Management.
- I. Any burning will require a permit from the State Land Forestry and Fire Control office in Moab, Utah. Contact Paul Pratt at (801) 259-6316.

12. LESSEE'S OR OPERATOR'S REPRESENTATIVE:

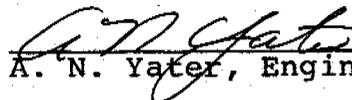
Operator: F & M Oil Company
Attention: Mr. Loren Avis
1600 Broadway, Suite 2060
Denver, Colorado 80202
Telephone (303) 861-7293 (ofc)
(303) 526-9122 (res)

Operator's Representative: Gordon Engineering, Inc.
P.O. Box 3525
Grand Junction, Colorado 81502
Attention: Mr. A. N. Yater
Telephone: (303) 245-1958 (ofc)
(303) 243-0565 (res)

13. CERTIFICATION:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that the statements made in work associated with the operations proposed herein will be performed by F & M Oil Company, and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved.

DATE: _____


A. N. Yater, Engineer



20 June 1983

RECEIVED
JUN 29 1983

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

DIVISION OF
OIL, GAS & MINING

Attn: A.N. Yater

Re: GRI Project No. 8334 (Cultural resources inventory of proposed
F&M 1-34 well and access in Grand County, Utah for F&M Oil Company,
Inc., represented by Gordon Engineering, Inc.)

Dear Mr. Yater:

Enclosed is a copy of our report on the project referenced above.
Copies have been sent to the appropriate BLM District and Area Offices
and F&M Oil Company, Inc. as well.

If you have any questions regarding this work, please do not hesitate
to contact me.

Sincerely,

Carl E. Conner
Director

CEC:er

Enclosure

Cultural Resources Inventory Report
on
Proposed F&M 1-34 Well and Access
in Grand County, Utah
for
F&M Oil Company, Inc. (represented by Gordon Engineering, Inc.)

GRI Project No. 8334
20 June 1983

Prepared by
Grand River Institute
1030 Colorado Avenue
Grand Junction, Colorado 81501
Antiquities Permit No. 83-UT-214

Submitted to
The Bureau of Land Management
Moab District Office
P.O. Box 970
Moab, Utah 84532

U.S.
Department of the Interior
Bureau of Land Management
Utah State Office

Summary Report of
Inspection for Cultural Resources

For BLM Use Only

BLM Report ID No. 1 4 10

Report Acceptable Yes No

Mitigation Acceptable Yes No

Comments: _____

1. Report Title CIRI | F&M | 11-134 | WELLS | GRANITE | CO | UT |

2. Development Company F&M Oil Company, Inc., 1600 Broadway, Ste. 2060, Denver, CO 80202

3. Report Date 6 11 19 83

4. Antiquities Permit No. 83-UT-214

5. Responsible Institution GRIAN | DI | RIV | IRI | INIS County Grand

6. Fieldwork Location: TWN 116S Range 24E Section(s) 27 34 74 75 76 77

TWN 78 81 Range 82 85 Section(s) 86 87 88 89 90 91 92 93

7. Resource Area GR TWN 94 97 Range 98 101 Section(s) 102 103 104 105 106 107 108 109

PO=PONY EXPRESS, BR=BEAR RIVER, PR=PRICE RIVER, WS=WARM SPRINGS
BC=BOOK CLIFFS, HR=HOUSE RANGE, SE=SEVIER RIVER
HM=HENRY MOUNTAINS, BE=BEAVER RIVER, DX=DIXIE
KA=KANAB, ES=ESCALANTE, SJ=SAN JUAN, GR=GRAND
SR=SAN RAFAEL, DM=DIAMOND MOUNTAIN

Fill in spaces 65, 69, 81, 85, 97, 101 Only if:
V=Vernal Meridian
H=Half Township

8. Description of Examination Procedures: A 10-acre plot around the center of the proposed well pad was surveyed in parallel N-S transects spaced at 15m intervals. The proposed 1.6 mile access was examined in zigzag transects to a minimum of 100' on each side of the centerline.

9. Linear Miles Surveyed and/or 112 117

Definable Acres Surveyed and/or 48 123

* Legally Undefinable Acres Surveyed 124 129

(*A parcel hard to cadastrally locate i.e., center of section)

10. Inventory Type I 130

R=Reconnaissance
I=Intensive
S=Statistical Sample

11. Description of Findings (attach appendices, if appropriate)

None.

12. Number Sites Found: 0 131 135
No sites = 0

13. Collection: N Y=Yes, N=No 136

14. Actual/Potential National Register Properties Affected: None.

15. Literature Search: Utah State Historical Society--5/16/83.

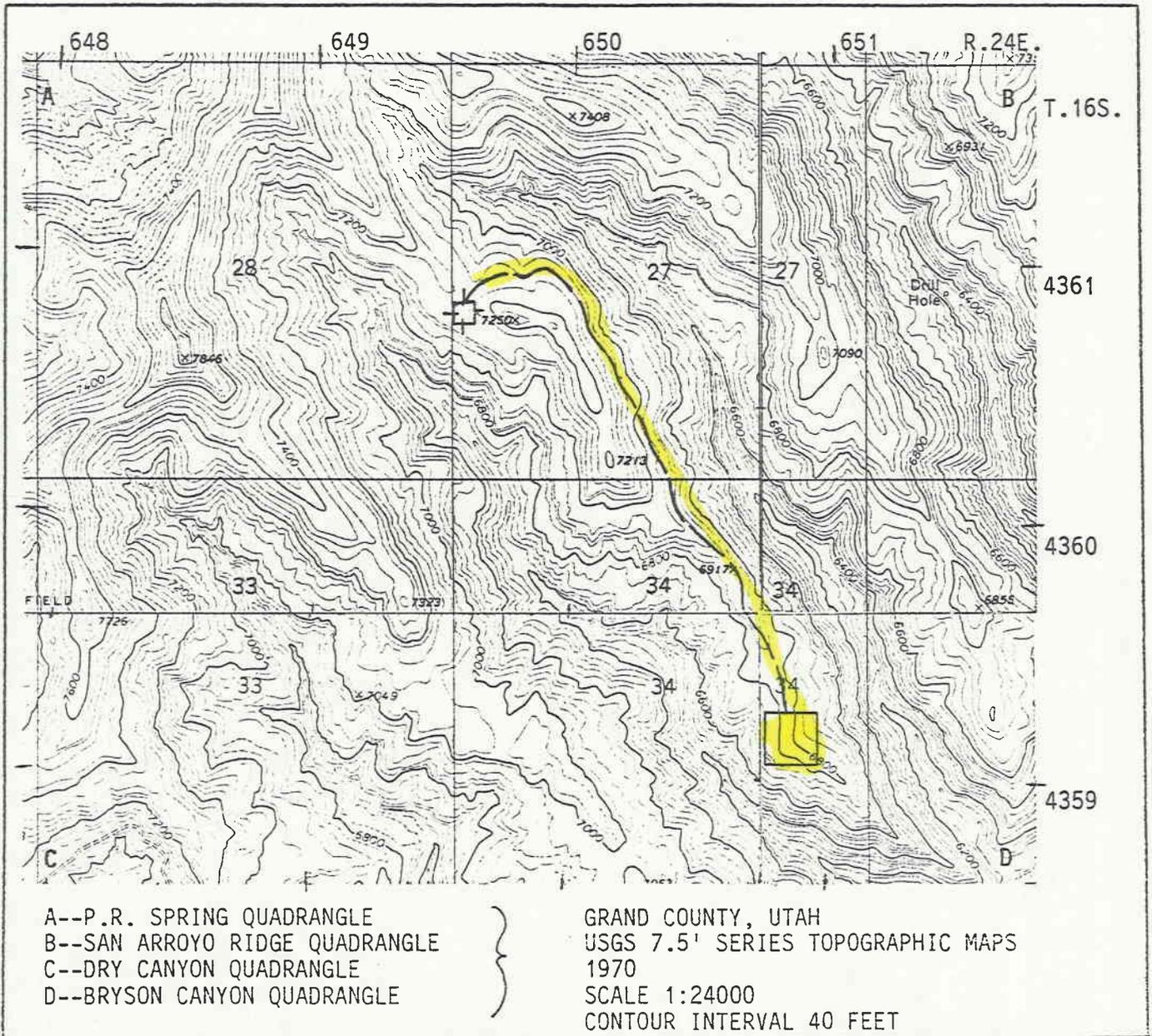
16. Conclusion/Recommendations: No further consideration of cultural resources need be given the surface extent of this project.

17. Signature and Title of Institutional Officer Responsible Carl E. Conner
Person In General & Direct Charge

Asstd. By Philip T. Born Archaeol.

Note: Include only requested information in numbered spaces.

* For extra locationals use additional 8100-3 forms.



Cultural resources inventory of proposed F&M 1-34 well and access in Grand County, Utah for F&M Oil Company, Inc. (represented by Gordon Engineering, Inc.). Area surveyed for cultural resources is highlighted in yellow.



**gordon
engineering INC.**

P.O. Box 3525, Valley Federal Plaza, Grand Junction, Co. 81502
Office (303) 245-1958 Residence (303) 243-9599

June 27, 1983

Utah Division of Oil, Gas and Mining
4241 State Office Building
Salt Lake City, Utah 84114

Re: F & M Oil Company, U.S.A. 1-34, Section 34, T16S, R24E,
SLB&M, Grand County, Utah

Gentlemen:

Enclosed are three copies of the Application for Permit to Drill the above referenced well together with the Ten Point Compliance Plan, the Multi-Point Surface Use and Operations Plan and the archaeological clearance.

You will note that it is the intention to start drilling the well on July 15, 1983 so your cooperation in expediting approval of this application will be appreciated.

If you have any questions or need additional information, please call.

Very truly yours,

A. N. Yater
A. N. Yater

ANY:bb
Enclosures

RECEIVED

JUN 29 1983

DIVISION OF
OIL GAS & MINING



June 17, 1983

Gordon Engineering Inc.
Box 3525
Grand Junction, Colorado 81502

Attention: John Gordon

Re: San Arroyo Prospect
Middle Canyon Unit
U-52030
Section 34-T16S-T24E
Grand County, Utah

Gentlemen:

This letter designates Gordon Engineering Inc. as agent with authority to sign and submit all state and federal permits for F&M Oil Co., Inc. pertaining to the drilling and completion of the two wells (#2-34 and #1-34) on the following federal lease:

Middle Canyon Unit
U-52030
Section 34-T16S-R24E
Grand County, Utah

Very truly yours,

F&MOil Co., Inc.

A handwritten signature in cursive script, appearing to read 'Loren E. Avis', is written over the typed name.

Loren E. Avis

RECEIVED JUN 20 1983

F & M OIL CO.

1-34 U.S.A.

GRAND COUNTY, UTAH

TEN POINT COMPLIANCE PLAN

1. The surface formation is Mesa Verde.
2. Estimated tops are:

Anchor Mine	1,782'
Buck Tongue	1,980'
Castle Gate	2,055'
Mancos "B"	2,762'
Base Mancos "B"	3,580'
Ferron	5,350'
Dakota Silt	5,630'
Morrison	5,880'
Salt Wash	6,330'
TD	6,500'

3. Estimated tops of formations with anticipated oil, gas, water or minerals.

Anchor Mine	1,782'	Coal
Castle Gate	2,055'	Gas
Mancos "B"	2,762'	Gas
Dakota	5,630'	Gas
Morrison	5,880'	Gas
Salt Wash	6,330'	Gas

No water is anticipated in any of these formations.

4. Surface casing will be new 9-5/8", 36#, K-55, set from 0 to 150'.

Intermediate will be new 7", 20#, K-55 set from 0 to 2,300'.

Production casing will be new 4-1/2", 11.6#, N-80 set from 0 to 6,500'.

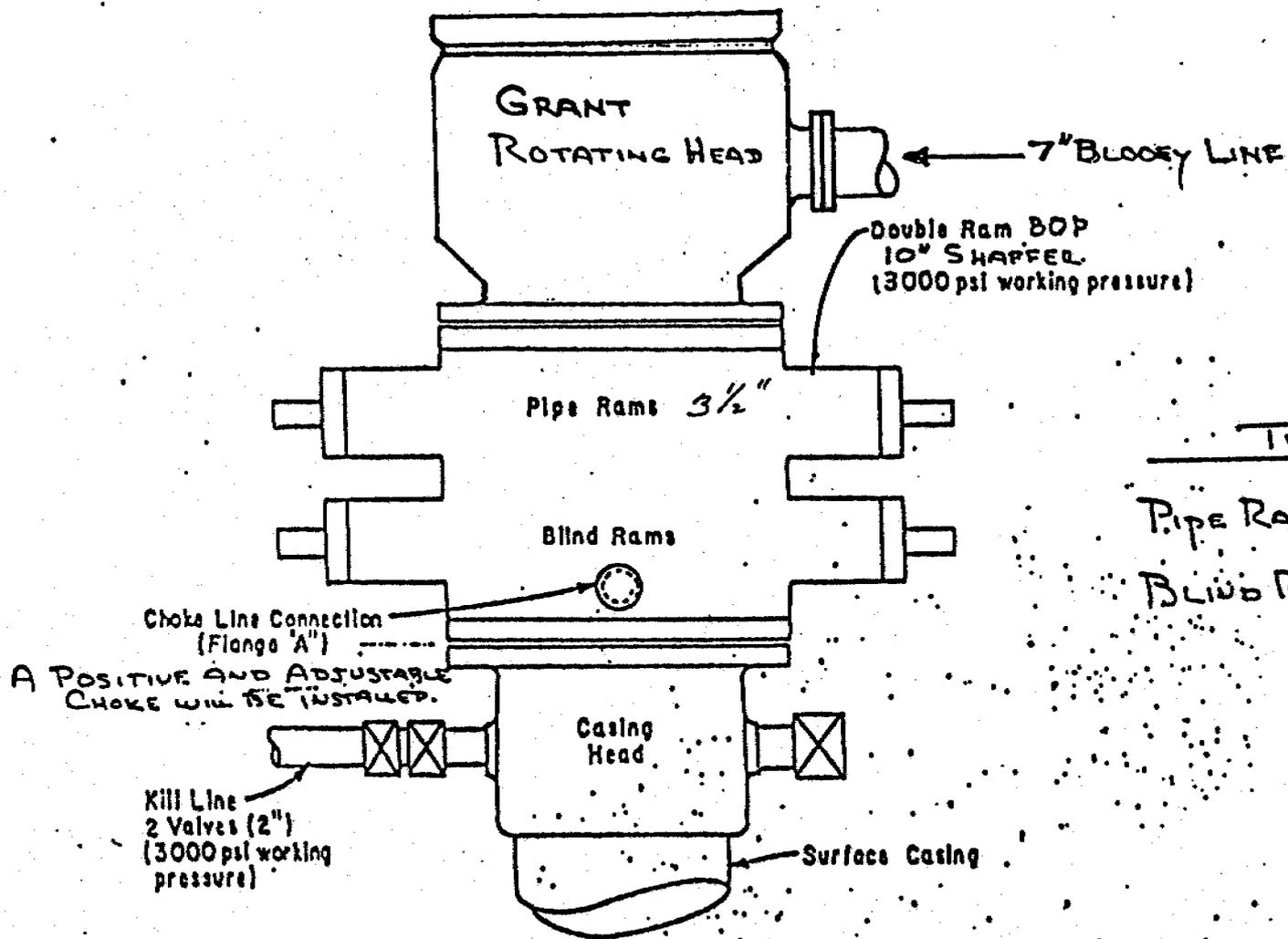
5. See attached diagram. BOP equipment will consist of flanged 10" Series 900, double ram with blind rams and 3-1/2" pipe rams hydraulically operated from a remote location. Hand wheels will be in use.
6. Air-airmist will be used as the drilling fluid from 0 to 6,500'. Low solids KCL mud to be used if necessary.
7. Auxiliary equipment will include a float at the bit, kelly cock, and a full opening pipe valve on the floor. A mud pump and a mud tank will be on location with a sufficient volume of mud to control or kill the well should an emergency arise.

8. No cores or DST's are anticipated. Open hole logs will be run from the base of the surface pipe to TD. Proposed logs are:

Dual induction-SFL with gamma ray	150'-6,500'
Compensated density w/sidewall neutron	150'-6,500'

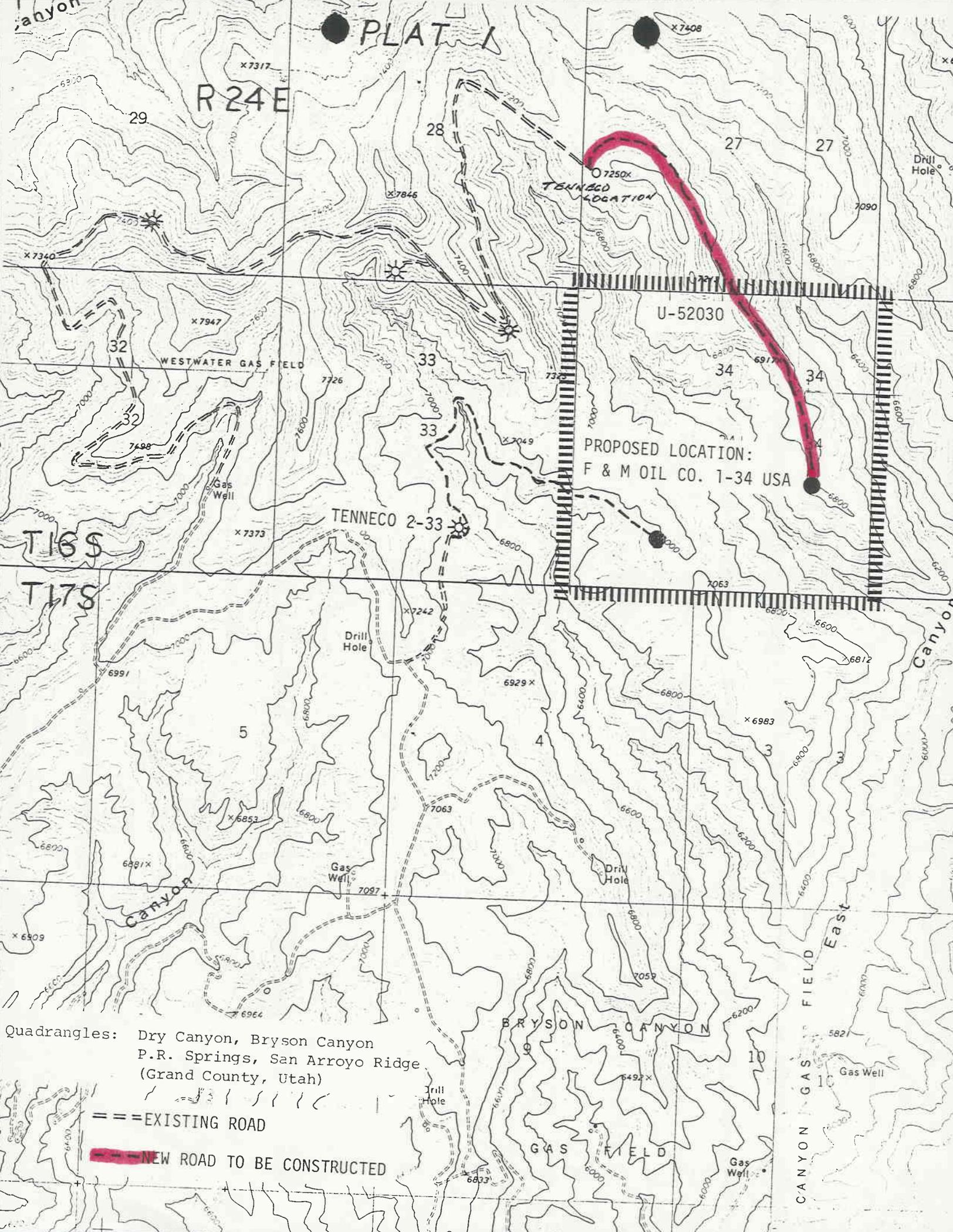
NOTE: A compensated neutron log will be substituted for the sidewall neutron if the hole is filled with fluid.

9. Maximum pressure anticipated is 1,500 psig in the Dakota-Morrison formations and should not require more than normal controls. No abnormal temperatures or hydrogen sulphide are anticipated.
10. Anticipated starting date is July 15, 1983.
Duration of operations, 120 days.



TESTING FREQUENCY

PIPE RAMS: DAILY
BLIND RAMS: EVERY TRIP



PLAT 1

R 24 E

T 16 S

T 17 S

WESTWATER GAS FIELD

TENNOCO 2-33

TENNOCO LOCATION

U-52030

PROPOSED LOCATION:
F & M OIL CO. 1-34 USA

BRYSON CANYON

GAS FIELD

CANYON GAS FIELD East

Quadrangles: Dry Canyon, Bryson Canyon
P.R. Springs, San Arroyo Ridge
(Grand County, Utah)

== EXISTING ROAD

— NEW ROAD TO BE CONSTRUCTED

PLAT 2

FENCE CANYON

MTN.F.
9051

POPE
1000

BELCD
8022

HORSE POINT

EAST CANYON

OVE

SAN

3108

UNDERWOOD
7205

7291

SINCL
4950

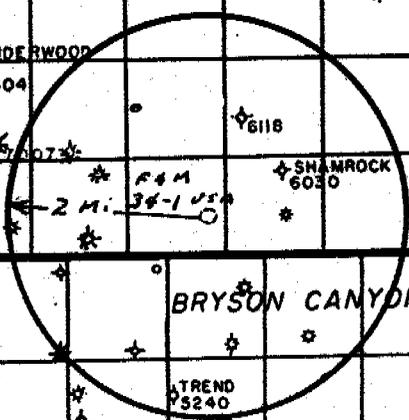
UNDERWOOD

6604

6118

6505

SINCL
4518



7073

SHAMROCK
6030

SUNRAY
7025

WESTWATER

BRYSON CANYON

BAR "X"

TREND
5240

STATELINE

DGE

6676

5706

EL PASO
5530

INT. DRLS.
2 GOVT.
161

F&M OIL CO

1-34 USA

1147

AMER.
FRONTIER
3783

SW

W. BAR "X"

HANCOCK
4287

PEAR PARK

SELCD
5533

PEASE
3774

QUINTA
128

3814

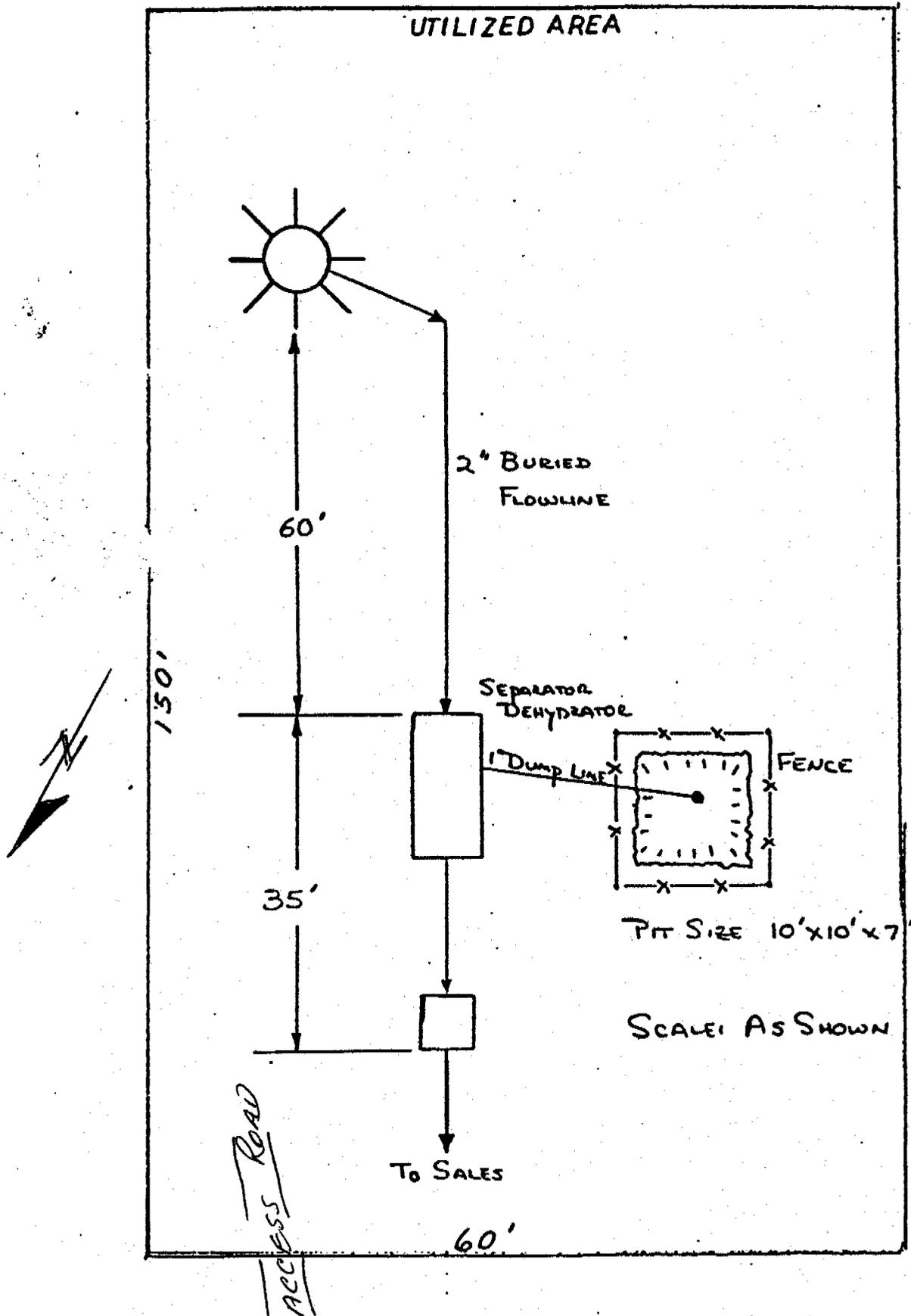
2646

CARTER
2800

SKI
20

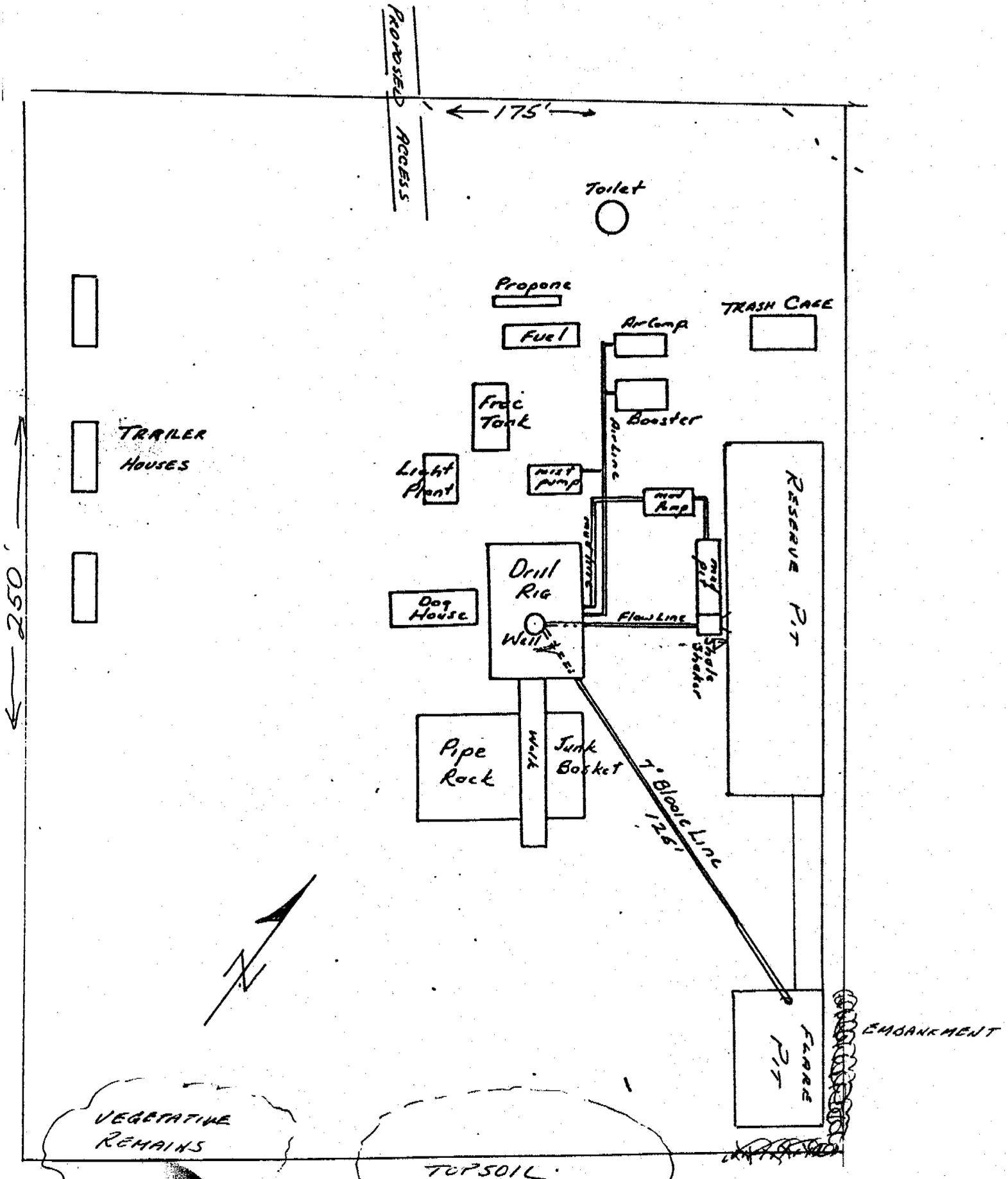
1890

PLAT No. 3
TYPICAL PRODUCTION EQUIPMENT

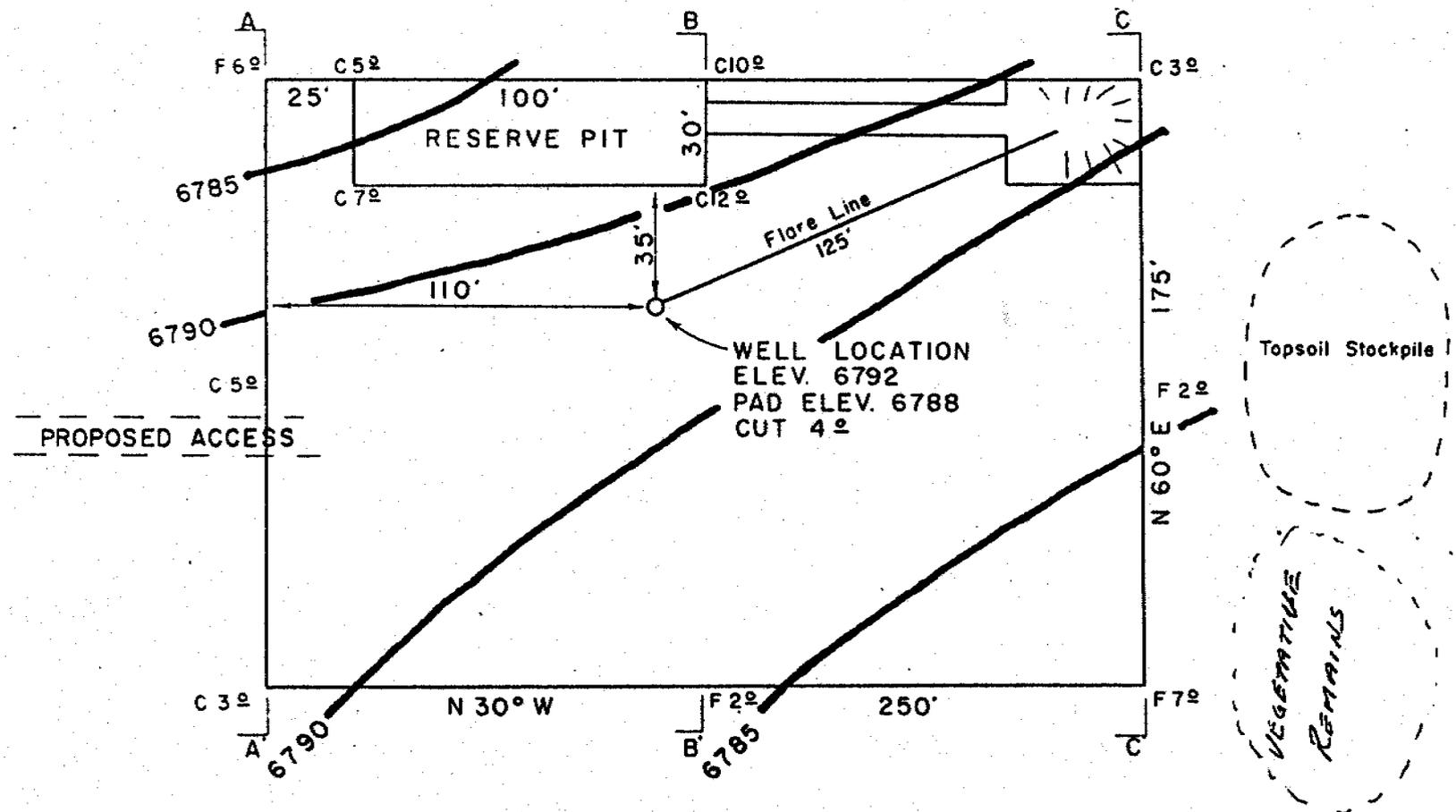


F#M OIL CO
1-34 USA

PLAT # 4

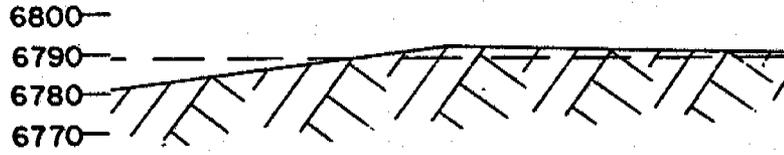


PLAT 5

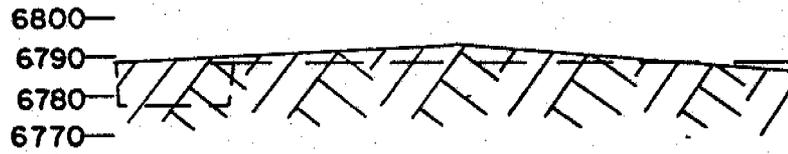


Reference Points set 200 Ft. North & East.
Cuts on Reserve Pit, to bottom 10' deep pit.
Scale: 1 inch = 50 feet.

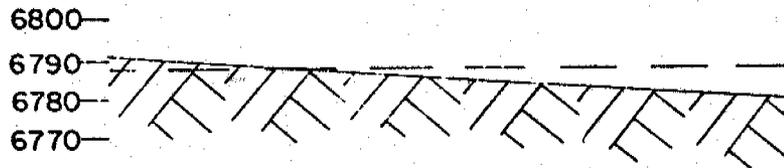
SECTION A-A'



SECTION B-B'



SECTION C-C'



Scale: 1" = 50' Vert. & Horiz.

OPERATOR F & M OIL CO

DATE 6-29-83

WELL NAME USA 1-34

SEC N 34 T 16S R 24E COUNTY GRAND

43-019-31077
API NUMBER

FED
TYPE OF LEASE

POSTING CHECK OFF:

INDEX

MAP

HL

NID

PI

PROCESSING COMMENTS:

320 STAND UP - NO GAS WELLS WITHIN 1600'

CHIEF PETROLEUM ENGINEER REVIEW:

7/1/83

APPROVAL LETTER:

SPACING:

A-3

UNIT

c-3-a

165-10
CAUSE NO. & DATE

4-28-83

c-3-b

c-3-c

SPECIAL LANGUAGE:

Prior to spudding, a copy of the Utah Division of Water Rights (801-533-6071) approval for use of water at the drilling site shall be submitted to this office, otherwise authority to drill the USA 1-34 gas well is void. This drilling unit is designated as a "stand up" unit.

RECONCILE WELL NAME AND LOCATION ON APD AGAINST SAME DATA ON FLAT MAP.

AUTHENTICATE LEASE AND OPERATOR INFORMATION

VERIFY ADEQUATE AND PROPER BONDING *FED*

AUTHENTICATE IF SITE IS IN A NAMED FIELD, ETC.

APPLY SPACING CONSIDERATION

ORDER 16510 4-20-82

UNIT _____

c-3-b

c-3-c

CHECK DISTANCE TO NEAREST WELL.

CHECK OUTSTANDING OR OVERDUE REPORTS FOR OPERATOR'S OTHER WELLS.

IF POTASH DESIGNATED AREA, SPECIAL LANGUAGE ON APPROVAL LETTER

IF IN OIL SHALE DESIGNATED AREA, SPECIAL APPROVAL LANGUAGE.

June 29, 1983

F & M Oil Company
1600 Broadway, Suite # 2060
Denver, Colorado 80202

RE: Well No. U.S.A. # 1-34
NESE, Sec. 34, T. 16S, R. 24E.
1797.6' FSL, 800.7' FEL
Grand County, Utah

Gentlemen:

Insofar as this office is concerned, approval to drill the above referred to gas well is hereby granted in accordance with the Order issued in Cause No. 165-10 dated 4-28-83. Prior to spudding, a copy of the Utah Division of Water Rights (801-533-6071) approval for use of water at the drilling site shall be submitted to this office, otherwise authority to drill the U.S.A. # 1-34 gas well is void. This drilling unit is designated as a "stand up" unit.

Should you determine that it will be necessary to plug and abandon this well, you are hereby requested to immediately notify the following:

RONALD J. FIRTH - Petroleum Engineer
Office: 533-5771
Home: 571-6068

Enclosed please find Form OGC-8-X, which is to be completed whether or not water sands (aquifers) are encountered during drilling. Your cooperation in completing this form will be appreciated.

Further, it is requested that this Division be notified within 24 hours after drilling operations commence, and that the drilling contractor and rig number be identified.

The API number assigned to this well is 43-019-31077.

Sincerely,


Norman C. Stout
Administrative Assistant

NCS/cf

cc: Oil & Gas Operations

NOTICE OF SPUD

Company: F. & M. Oil Co., Inc.
Caller: Barbara Bown
Phone: 303-245-1958

Well Number: USA 1-34

Location: NESE 34-165-24E

County: Grand State: _____

Lease Number: U-52030

Lease Expiration Date: _____

Unit Name (If Applicable): _____

Date & Time Spudded: 8-15-83 11:45

Dry Hole Spudder Rotary: Wico Rig #2

Details of Spud (Hole, Casing, Cement, etc.) 12 1/4" to 142'

Rotary Rig Name & Number: _____

Approximate Date Rotary Moves In: _____

FOLLOW WITH SUNDRY NOTICE

Call Received By: H

Date: 8-16-83

OK cf

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

NAME OF COMPANY: F & M Oil Company

WELL NAME: U.S.A. # 1-34

SECTION NE SE 34 TOWNSHIP 16S RANGE 24E COUNTY Grand

DRILLING CONTRACTOR Veco

RIG # 2

SPUDDED: DATE 8-15-83

TIME 11:45 AM

HOW Rotary

DRILLING WILL COMMENCE _____

REPORTED BY Barbara Brown

TELEPHONE # _____

DATE 8-16-83

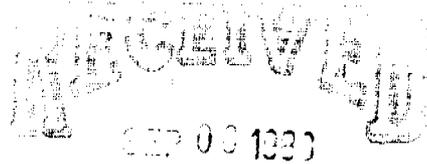
SIGNED RJF

RAMAS INC.

CONSULTING PETROLEUM GEOLOGISTS
1400 Glenarm Place
Suite 220
Denver, Colorado 80202
(303) 623-4331

ROBERT M. VEAL
Home: (303) 452-5003

TERRY E. EITREIM
Home: (303) 863-9085



DIVISION OF
OIL, GAS & MINING

F & M OIL COMPANY

No. 1-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

F & M Oil Company
No. 1-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

OPERATOR: F & M Oil Company

WELL NAME: No. 1-34 U.S.A.

LOCATION: SE/4SE/4 Section 34-T16S-R24E
Grand County, Utah

ELEVATION: 6788' GR
6801 KB

SPUD DATE: August 16, 1983

DATE COMPLETED DRILLING: August 23, 1983

STATUS: Run 4½" casing to 6687', awaiting completion.

HOLE SIZES: 12¼" from surface to 142'.
8-¾" from 142' to 2500'.
6¼" from 2500' to 6690'.

CASING: Surface: 9-5/8" to 138'.
Intermediate: 7" to 2471'.
Production: 4½" to 6687'.

TOTAL DEPTH: 6690' Driller
6692' Dresser Atlas

CONTRACTOR: Veco Drilling, Inc. - Grand Junction, CO
Rig No. 2
Toolpusher: J. T. Gregory

COMPANY SUPERVISOR: ✓ Ray Morris - Gordon Engineering -
Grand Junction, CO

GEOLOGIST: RAMAS INC. - Richard Bishop
Client Geologist's Name: Loren Avis

MUD LOGGING: None

MUD: ✓ Western Mud, Inc. - Casper, Wyoming
Engineer: Greg Wilkins
Type Mud Used: LSND-KCL

SAMPLES: 50' from 150' to 5000'
10 when possible from 5000' to 6690'

Samples stored at rig.

F & M Oil Company
 No. 1-34 U.S.A.
 Section 34-T16S-R24E
 Grand County, Utah

DST'S: None
 CORES: None
 ELECTRIC LOGS: Dresser Atlas - Farmington, New Mexico
 Engineer's Names: Journell & Fish

Run No. 1

Dual Induction-GR	2490'- 122'
SP	2490'- 488'

Run No. 2

Dual Induction-GR-SP	6690'-2468'
CDL/CNL/GR/Caliper	6690'-2468'
Prolog	6650'-5600'

FORMATION TOPS:

<u>NAME</u>	<u>DEPTH</u>	<u>DATUM</u>
Anchor Mine	1847'	(+4954')
Buck Tongue	2020'	(+4781')
Castle Gate	2120'	(+4681')
Top Mancos "B"	2837'	(+3964')
Base Mancos "B"	3653'	(+3148')
Ferron	5401'	(+1400')
Dakota Silt	5672'	(+1129')
Dakota Sand	5725'	(+1076')
Morrison	5924'	(+ 877')
Salt Wash	6354'	(+ 447')
Entrada	6538'	(+ 263')

F & M Oil Company
 No. 1-34 U.S.A.
 Section 34-T16S-R24E
 Grand County, Utah

BIT RECORD

<u>NUMBER</u>	<u>SIZE</u>	<u>TYPE</u>	<u>MAKE</u>	<u>DEPTH OUT</u>	<u>FEET</u>	<u>HOURS</u>
1	12 $\frac{1}{4}$	OSC-3	HTC	142'	142'	6
2	8-3/4	F-3	STC	2500'	2358'	29 $\frac{1}{4}$
3	6 $\frac{1}{4}$	F-2	STC	5779'	3279'	38
4	6 $\frac{1}{4}$	F-4	STC	6690'	3411'	28

LITHOLOGY

150'-750'

Predominantly SANDSTONE: clear-light brown, poorly-moderately cemented, calcareous cement, very fine-fine grained, subangular-subrounded, moderately sorted, grading into SILT: slightly-moderately argillaceous in part, no stain, fluorescence odor or cut. SHALE: green-light grey, soft, subfissile, interbedded with SANDSTONE: limey in parts. SILTSTONE: light-medium grey, firm, moderately-very argillaceous, moderately calcareous.

750'-1000'

SANDSTONE: clear-light grey, occasionally light brown, occasionally medium-dark grey, some salt and peppered, moderately cemented, calcareous, very fine-fine grained, subangular, moderately sorted, some carbonaceous inclusions, no visible porosity, silty in parts. SILTSTONE: light-medium grey, firm-hard, moderately calcareous, very argillaceous.

1000'-1200'

GENERALLY AS ABOVE, with increasing carbonaceous inclusions in the sand. Some SHALE: dark grey-black, firm-hard, noncalcareous, interbedded with SANDSTONE.

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1200'-1300'

SANDSTONE: clear-light grey, light green, some salt and peppered, light brown, moderately-well cemented, calcareous cement, fine-very fine grained, becoming slightly coarser in general, subangular, moderately sorted, carbonaceous inclusions, no visible porosity, no stain, fluorescence, odor or cut. SILTSTONE: as above. Occasional trace of SHALE: as above, but silty in parts.

1300'-1400'

GENERALLY AS ABOVE, with trace dead oil stain in SANDSTONE.

1400'-1600'

SANDSTONE: light-medium grey, light-medium brown, dark brown, moderately-well cemented, calcareous, fine grained, some very fine grained, subangular-angular, moderately sorted, some carbonaceous inclusions, tight, no stain, fluorescence, odor or cut. SHALE: dark grey-black, firm-hard, noncalcareous, silty.

1600'-1700'

Predominantly SANDSTONE: clear-light grey, poorly-moderately cemented, slightly calcareous, fine grained, subrounded, moderately sorted, trace chlorite, some carbonaceous fragments, poorly developed intergranular porosity, no stain, fluorescence odor or cut. Moderate cavings.

1700'-1800'

Some SHALE: as above. SANDSTONE: as above, becoming more rounded and less sorted.

1800'-1900'

Trace SHALE: as above. SILTSTONE: dark grey-black, firm, non-calcareous, very argillaceous, moderately carbonaceous.

1900'-2100'

Trace SHALE: as above. SHALE: dark grey-black, firm-hard, silty, slightly-moderately carbonaceous, some SILTSTONE: as above.

2100'-2130'

SANDSTONE: clear-white, some light grey, poorly-moderately cemented, calcareous, fine grained, rounded-subrounded, poorly-moderately sorted, some carbonaceous fragments, trace poorly developed intergranular porosity, no stain, fluorescence odor or cut. Trace SILTSTONE: medium-dark grey, firm, slightly calcareous, very argillaceous, some carbonaceous inclusions, tight.

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Grand County, Utah

- 2130'-2210' SANDSTONE: as above. SILTSTONE: as above.
- 2210'-2340' SILTSTONE: medium-dark brown, some medium dark grey, firm, slightly-moderately calcareous, some carbonaceous inclusions, very argillaceous, shaley in parts, no visible porosity. Trace SANDSTONE: clear-white, poorly cemented, calcareous, fine grained-very fine grained, rounded-subrounded, moderately sorted, clay filled, trace intergranular porosity, no stain, fluorescence, odor or cut.
- 2340'-2400' SILTSTONE: dark grey-black, firm-hard, slightly-moderately calcareous, very argillaceous, some carbonaceous inclusions, tight. SHALE: dark grey-black, slightly calcareous, firm-hard, silty, moderately carbonaceous, occasional trace PYRITE.
- 2400'-2500' Predominantly SHALE: dark grey-black, slightly calcareous, firm-hard, very silty, moderately-very carbonaceous. Some SILTSTONE: as above.
- 2500'-2550' SILTSTONE: dark grey-black, firm, moderately calcareous, very argillaceous. SHALE: dark grey-black, firm-hard, nonfissile, slightly calcareous, silty in parts.
- 2550'-2730' Predominantly SHALE: as above.
- 2730'-2820' SHALE: dark grey-black, firm-hard, moderately to occasionally very calcareous, limey in parts, occasionally silty.
- 2820'-3000' 70% SANDSTONE: clear, generally unconsolidated, calcareous cement, fine-very fine grained, subrounded, moderately sorted, slight gas show noted. 30% SHALE: generally as above, poor samples.
- 3000'-3060' Increasing SHALE: generally as above, but becoming more calcareous. Decreasing SAND: as above, predominantly cavings.

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3060'-3180'

SHALE: as above.

3180'-3210'

Predominantly SHALE: as above. Some SANDSTONE: clear, unconsolidated, calcareous cement, fine-very fine grained, subrounded, moderately sorted, no stain, fluorescence odor or cut.

3210'-3300'

SHALE: generally as above.

3300'-3390'

Predominantly SANDSTONE: clear, salt and peppered, unconsolidated, fine-very fine grained, subrounded-rounded, moderately-well sorted, trace Glauconite, no stain, fluorescence odor or cut. Some SHALE: as above.

3390'-3510'

SHALE: dark grey-black, firm-hard, non-fissile, moderately-very calcareous, slightly carbonaceous, silty, with some grading to a very argillaceous SILTSTONE. Occasional SANDSTONE: as above.

3510'-3660'

Predominantly SANDSTONE: as above. Some SHALE: as above.

660'-4300'

Predominantly SHALE: dark grey-black, firm-hard, nonfissile, very calcareous, silty in parts, with occasional trace SANDSTONE: as above.

4300'-4850'

SHALE: dark grey-black, firm-hard, non-fissile, very calcareous, silty.

4850'-4900'

SHALE: as above. SANDSTONE: clear-light brown, generally unconsolidated, calcareous cement, generally tight, clay filled, subangular, poorly-moderately sorted, very fine grained, no show.

4900'-5000'

SHALE: as above.

5000'-5200'

SHALE: as above. Trace SANDSTONE: clear-light brown, generally unconsolidated, calcareous cement, very fine grained, subangular, moderately sorted, tight, no show.

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5200'-5500' SHALE: as above.

5500'-5550' SHALE: as above. SANDSTONE: clear-white, generally unconsolidated, calcareous cement, very fine grained, angular, moderately sorted, no show.

5550'-5590' Predominantly SANDSTONE: clear, generally unconsolidated, non-slightly calcareous, fine grained, angular-subangular, moderately sorted, moderate porosity indicated by drill rate, no show, trace Glauconite, trace Phosphate. SHALE: generally as above.

5590'-5800' Predominantly SHALE: as above, with SANDSTONE: as above.

5800'-5840' SANDSTONE: clear-white, some light brown, fine-medium grained, grading to very fine grained at 5840', generally unconsolidated in samples, noncalcareous, subangular-sub-rounded, poorly-moderately sorted, clean, moderately developed porosity, indicated by drill rate, no shows.

5840'-5870' SANDSTONE: as above. SHALE: light-medium grey, firm, non-calcareous, nonfissile. Some SILTSTONE: light-medium grey, firm, non-calcareous, moderately argillaceous, tight.

5870'-5900' SANDSTONE: clear-light brown, some light grey, generally unconsolidated, non-calcareous, fine-medium grained, some very fine grained.

5900'-5910' SHALE: medium grey, firm, noncalcareous, nonfissile.

5910'-5925' SANDSTONE: clear-light brown, some light grey, generally unconsolidated, noncalcareous fine-medium grained, some very fine grained, moderately-well developed porosity indicated.

5925'-5930' SHALE: medium grey, firm-hard, nonfissile, noncalcareous.

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5930'-5940'

SANDSTONE: clear-light brown, some light grey, generally unconsolidated, noncalcareous, fine-very fine grained, moderately-well developed porosity indicated.

5940'-6000'

SANDSTONE: clear-white, fine grained, unconsolidated, with some moderately-well cemented, calcareous cement, moderately sorted, subrounded, tight, clay filled, no show.

NOTE: A flow test was run at 5965' since gas was indicated. 40 Lbs. PSIG was measured through a $\frac{1}{4}$ " orifice = 75.8 MCFD.

6000'-6010'

Predominantly SANDSTONE: clear-light brown, some light grey, generally unconsolidated, non-calcareous, fine-medium grained, some very fine grained, subrounded-rounded, poorly sorted, no show.

6010'-6030'

SHALE: medium grey-green, firm, nonfissile, non-calcareous. Some SANDSTONE: as above.

6030'-6050'

Predominantly SANDSTONE: generally as above.

6050'-6070'

SHALE: medium-dark grey, medium grained, nonfissile, non-calcareous, firm-hard.

6070'-6080'

SHALE: medium grained, maroon, firm-hard, non-calcareous, nonfissile, silty in parts.

6080'-6100'

SANDSTONE: clear-white, light grey, generally unconsolidated, non-calcareous, fine-very fine grained, subangular-subrounded, poorly-moderately sorted, moderate porosity indicated.

6100'-6110'

SHALE: light-medium green, maroon, lavender, firm-hard, non-calcareous, nonfissile, occasionally silty in parts.

6110'-6150'

SHALE: as above, SANDSTONE: clear-white, light green, light brown, generally unconsolidated, non-calcareous, fine-very fine grained, subrounded, moderately sorted, no show.

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Section 34-T16S-R24E
Grand County, Utah

6150'-6170'

SANDSTONE: clear-white, generally unconsolidated, non-calcareous, fine-very fine grained, subrounded, moderately sorted, moderately developed porosity indicated.

6170'-6210'

GENERALLY SANDSTONE: as above.

6213'

NOTED an increase in the size of the flare. Tested for flow at 6213' and recorded 85 PSIG through a 3/4" orifice = 1.162 MMCFD. We waited for 1 hour to allow the air in the hole to escape, then tested again and recorded 63 PSIG through a 1-1/4" orifice = 2.81 MMCFD in 5 minutes. Resumed drilling.

6210'-6230'

Predominantly SANDSTONE: clear-light grey, light green, generally unconsolidated, non-calcareous, fine grained, occasionally medium grained, subrounded-rounded, poorly-moderately sorted, moderately developed porosity indicated. SHALE: light green, light-medium red brown, firm-hard, non-calcareous, nonfissile.

6230'-6250'

SANDSTONE: clear, generally unconsolidated, non-calcareous, fine grained, moderately-well sorted, subrounded-rounded, moderately developed porosity indicated.

6250'-6270'

SANDSTONE: as above. SHALE: red-brown, light-medium green, medium brown, firm, non-calcareous, nonfissile.

6270'-6290'

SANDSTONE: as above, with some light brown
SHALE: as above.

6290'-6310'

SANDSTONE: generally as above.

6310'-6330'

SANDSTONE: as above. SHALE: generally as above, with some dark grey-black, moderate amount cavings.

6330'-6360'

SANDSTONE: clear-light brown, unconsolidated, very fine-fine grained, subangular-subrounded, slightly calcareous cement, moderately sorted, moderate porosity, poor samples.

F & M Oil Company
 No. 1-34 U.S.A.
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6360'-6380' SANDSTONE: generally as above, predominantly cavings. SHALE: red brown, medium green, firm-hard, nonfissile, non-calcareous.

6380'-6440' SANDSTONE: generally as above. SHALE: generally as above, abundant cavings.

6430'-6470' NO RETURNS. Logged by drill rate.

6470'-6550' SHALE: red brown, medium-light green, firm-hard, some moderately calcareous, silty, very poor samples, abundant cavings. Some SANDSTONE: as above.

6550'-6690' SAMPLES 100% CAVINGS. Logged by drill rate.

6690' DRILLER'S TOTAL DEPTH

6692' DRESSER ATLAS TOTAL DEPTH

<u>FORMATION</u>	<u>INTERVAL</u>	<u>REMARKS</u>	<u>RW</u>	<u>Rt</u>	<u>SW</u>	<u>AVE. Ø</u>
Dakota Sand	5764'-5776'	tight	.08	25	60%	9.5%
	5805'-5827'	Poss. Prod.	.08	23	55%	11%
	5864'-5874'	Poss. Prod.				
		Poss. FM dam.	.08	15	60%	14%
	5899'-5914'	Poss. Prod.	.08	50	55%	11%
Morrison	5941'-5977'	Poss. Prod.	.08	12	60%	15%
Entrada	6539'-6547'	Too Wet	.08	15	75%	14%

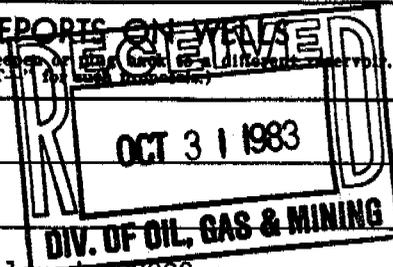
STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUBMIT TRIPLICATE*
(Other instructions on reverse side)

1
4
well on

SUNDRY NOTICES AND REPORTS ON WELLS

(Do not use this form for proposals to drill or to deepen or to recomplete a well. Use "APPLICATION FOR PERMIT" form for such proposals.)



1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
F & M Oil Company, Inc.

3. ADDRESS OF OPERATOR
1600 Broadway, Suite 400, Denver, Colorado 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.)
At surface
1,797.6 NSL, 800.7 WL

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, OR, etc.)
6,985 G.R.

5. LEASE DESIGNATION AND SERIAL NO.
U-52030

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
U.S.A.

9. WELL NO.
1-34

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 34, T16S, R24E

12. COUNTY OR PARISH
Grand

13. STATE
Utah

10. 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) <input checked="" type="checkbox"/> Preliminary Completion Report	<input checked="" type="checkbox"/>

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

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

Well spudded 8/16/83. TD reached 8/23/83. Total depth 6,690'. 6,687' of 4½", 11.6# casing run and cemented with 350 sacks Class H cement. Plug back TD 6,490'. Perforations at 5,866', 5,868', 5,904', 5,908', 5,943', 5,948', 5,956', 5,963', 5,969', 5,974', 6,023', 6,026', 6,028', 6,122', 6,124', 6,184', 6,186', 6,304', 6,306', 6,314', .36" dia. holes. Perforation interval 6,023' to 6,314' fractured with 17,750# Sand with 10% methanol, 75% quality foam. Interval 5,866' to 5,974' fractured with 62,000# 20/40 sand w/10% methanol and 75% quality foam.

2 3/8" tubing run and landed at 6,119'. Well flow tested 1,877 MCF.

Waiting on pipeline hookup.

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

SIGNED John J. Gordon TITLE Consulting Engineer DATE 10/27/83

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:



**gordon
engineering INC.**

P.O. Box 3525, Valley Federal Plaza, Grand Junction, Co. 81502
Office (303) 245-1958 Residence (303) 243-9599

October 27, 1983

State of Utah
Department of Natural Resources
Division of Oil, Gas and Mining
1588 West North Temple
Salt Lake City, Utah 84116

Re: F & M Oil Company, Inc. Wells #U.S.A. 1-34 and U.S.A. 2-34, Grand
County, Utah

Gentlemen:

Enclosed are the required forms "Report of Water Encountered During
Drilling" for the above referenced wells.

Very truly yours,

John I. Gordon

JIG:bb
Enclosures

RECEIVED
NOV 10 1983

**DIVISION OF
OIL, GAS & MINING**

COMPLETION REPORT

F AND M OIL CO.

U.S.A. #1-34

U.S.A. #1-34

- 9/7/83 Rig and run CBL with Gearhart Wireline Service. Good bond to 5,700'. Ratty bond 5,700' to 4,832'. Cement top at 4,832'. Rig and swab casing through 2-3/8" tubing to 5,665'.
- 9/8/83 Swab well to 5,676'. Pull out of hole and rig up GO. Perforate 6,314', 6,306', 6,304', 6,186', 6,184', 6,124', 6,122', 6,028', 6,026' and 6,023' with 0.36" selective fire 3 1/2" gun. Gas to surface in 6 minutes. Perforations blowing with 25# casing pressure for 2 1/2 hours. This morning 850# in 10 hours. Blow well down to 50# in 6 minutes. Test flow rate 81 MCFD in 1 hour. Still increasing.
- 9/9/83 Finish trip with tubing, bridge plug and packer. Rig up Halliburton and test line. Set bridge plug at 6,350', packer at 6,250' for perforations at 6,314', 6,306', and 6,304'. Fill tubing with 21 bbl KCL water. Pressure up, formation broke at 3,500 psi at 2.1 bbl/min. Observed break at 5,000 psi. Went down to 3,400 psi, 2.5 bbl/min. 3rd break 5,200 psi to 4,200 psi - rate 4.6 bpm. ISDP 1,400. Fell to 0 in 5 minutes.
- Second - Bridge plug set at 6,239', packer at 6,143' across perforations at 6,186', and 6,184'. 4 bbl to fill tubing. Observed 1 break at 3,600 psi. Rate up to 4.7 bpm at 4,600 psi. ISDP 100.
- Third - set bridge plug at 6,143', packer at 6,046', perforations at 6,124' and 6,122'. Took 2.7 bbl to fill tubing. Observed break at 3,500 psi. Pump 5.2 bpm at 4,500 psi. ISDP 250.
- Fourth - Bridge plug set at 6,046', packer at 5,983', perforations at 6,028', 6,026' and 6,023'. Observed 2 breaks, the first at 3,800 psi and 5.8 bpm, second at 4,000 psi, 5.4 bpm. ISDP 150.
- Reset bridge plug at 6,350' and packer at 5,983' straddling all 10 perms. Swab back to 5,900'. Kick well off at 4:45PM. Flowed till 7AM 9/9/83. Put on 2" orifice tester, 45 psi on 3/4" choke, 685 MCF. Well made 1/8 to 1/4" stream of water all night. Pressure up on backside to check for leaks - None.
- 9/10/83 Blow well 6 hours. Unloaded KCL water and backside. Pull out of hole with Mountain States packer. SDFN.
- 9/11/83 Blow casing down. Run in hole with tubing. Set bridge plug at 5,850' to test casing. Pump to 3,400 psi. Need 6,000 psi. Wait on pump truck.
- 9/12/83 Test casing to 6,000 psi. Swab down KCL water for frac. Recover bridge plug. Pull out of hole with tubing. Foam frac Morrison as follows using 75 quality foam. Casing pressure prior to starting frac 650 psig.

U.S.A. #1-34

9/12/83	10,500 gallons	20 bpm	Pad	3,550 psi
(contd)	2,500 gallons	20 bpm	1/2# 20/40 sand	3,660 psi
	2,500 gallons	20 bpm	1# 20/40 sand	3,500 psi
	4,000 gallons	20 bpm	1½# 20/40 sand	3,400 psi
	3,700 gallons	20 bpm	2# 20/40 sand	4,400 psi
	4,000 gallons	20 bpm	Flush	5,400 psi

Average rate 20 bpm @ 3,690

ISDP 5,200#, 5 minutes 3,670#, 10 minutes 3,120#.

Well began screening out after pumping 17,000# SP. Flushed well and shut down. Flow well to pit after frac.

9/13/83 Blow well to pit on 3/4" choke to clean up after frac. 2" orifice tester, 1/4" orifice at 82 psi with 150 psi on casing.

9/14/83 Blow well to pit on 3/4" choke, 150# casing. Set bridge plug on wireline to 6,005'. Perforate 10 holes with select fire 3/8" casing gun, .36" dia. bullets. Perforate at 5,974', 5,969', 5,963', 5,956', 5,948', 5,943', 5,908', 5,904', 5,868', 5,866'. Gas to surface in 8 minutes. Flared small amount of gas, tstm.

9/15/83 Trip in hole with Halliburton bridge plug and packer. Rig up Halliburton pump truck, test lines to 5,000 psi. Break down as follows:

First - Set bridge plug at 5,983', packer at 5,960'. Pump into formation. Broke at 3,600 psi, broke back to 3,200 psi, maximum pressure 4,600# at 3.7 bpm. ISDP 100#.

Second - Set bridge plug at 5,960', packer at 5,924'. Broke at 3,200 psi. Maximum pressure 3,200 psi. Pump 4 bpm at 1,800#. ISDP 100#.

Third - Set bridge plug at 5,924', packer at 5,871'. Broke at 3,500 psi (maximum pressure). Pump 4.5 bpm at 2,600 psi. ISDP 100#.

Fourth - Bridge plug at 5,871', packer 5,805'. Maximum pressure 4,900 (broke) Pump at 3,600 psi at 3½ bpm. ISDP 1,200#. 0 in 15 minutes. Swab water. SDFN.

9/16/83 Swab to kick off. Flow and flare well.

9/17/83 Rig Western Co. and frac open perforations from 5,974' thru 5,866', 10 holes. Used 75% quality foam with 10% methanol and 2,916# 20/40 sand, 1,554,800 scf N₂. Rate 5½ bpm, 5,000 psi average pressure. ISDP 3,850 psi. Close well in for 4 hours before opening to pit.

9/18/83 Flow and flare well to pit to clean up after frac job.

9/19/83 Flare well to pit through night.

9/20/83 Well shut in 9/19/83, 1,225 built up casing pressure. Open on 1/2" choke to pit. Unload frac water till 3PM. Flare well, blowing down. Wait on water.

9/21/83 Flow well down, 250 psi. Pump down casing, kill well. Trip in hole with tubing, tag sand at 5,938-77'. Sand on bridge plug. Circulate with 4% KCL water. Formation taking water. SDFN.

U.S.A. #1-34

9/22/83 Blow well to 250 psi. Pump foam and nitrogen down backside to circulate sand. Pump foam at 1½ bpm with 800 scf nitrogen. Received circulation. Slow rate to 1 bpm foam. Wash from 5,928' to 6,005'. Recover bridge plug, circulate off. Gas kick. Kill with 20 bbl 4% KCL on backside, 10 bbl. down tubing. Pull out of hole with bridge plug. Run in hole with notch collar to tag sand at 6,162'. 5 bottom perms covered with sand.

9/23/83 Clean out sand to 6,162' to 6,400'. Pull out of hole to 6,119'. Landed with 192 joints 2-3/8" tubing and 1 notch collar. Bolt on wellhead and flow to pit. Rig down rig.

Well making 1,877 MCF

RECEIVED
Form 5-330
(Rev. 5-63)

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

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

Form approved,
Budget Bureau No. 42-E38

JUN 11 1984

DIVISION OF OIL
WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

5. LEASE DESIGNATION AND SERIAL NO.
U-52030
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME
Federal
9. WELL NO.
1-34
10. FIELD AND POOL, OR WILDCAT
Wildcat
11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
Sec. 34, T16S, R24E

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

2. NAME OF OPERATOR
F & M Oil Company, Inc.

3. ADDRESS OF OPERATOR
1600 Broadway, Suite 400, Denver, Colorado 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 1,797.6 NSL, 800.7 WEL NESE
At top prod. interval reported below
NA total depth

12. COUNTY OR PARISH
Grand
13. STATE
Utah

14. PERMIT NO. 43-019-31077
DATE ISSUED 7/29/83

15. DATE SPUDDED 8/16/83
16. DATE T.D. REACHED 8/23/83
17. DATE COMPL. (Ready to prod.) 9-23-83
18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 6,985 GR
19. ELEV. CASINGHEAD 6,987

20. TOTAL DEPTH, MD & TVD 6,690
21. PLUG, BACK T.D., MD & TVD 6,490
22. IF MULTIPLE COMPL., HOW MANY* N/A
23. INTERVALS DRILLED BY
ROTARY TOOLS X
CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
5,866 - 5,974 - 6,023 - 6,314, Dakota and Morrison Formations
25. WAS DIRECTIONAL SURVEY MADE
No

26. TYPE ELECTRIC AND OTHER LOGS RUN
Dual Ind-SFL, w/gamma ray, comp. density nut, w/gr and caliper
27. WAS WELL CORDED
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"	36#	139	12 1/4	100 sx cl h w/3% CaCl	
7"	20#	2471	8-3/4	250 sx cl h w/2% CaCl	
4-1/2"	11.6# N-80	6687	6-1/8	350 sx cl h	

29. LINER RECORD

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

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-3/8	6,119	N/A

31. PERFORATION RECORD (Interval, size and number)
5866, 5868, 5904, 5908, 5943, 5948, 5956,
5963, 5969, 5974, 6023, 6026, 6028, 6122,
6124, 6184, 6186, 6304, 6306, 6314 .36" dia.

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
6023 to 6314	17,750# 20/40 sn, 75 quality foam
5866 to 5974	62,916# 20/40 sn, 75 quality foam

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)					
9/23/83	Flowing	Shut-in					
DATE OF TEST	HOURS TESTED	CHOKER SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
12-6 & 7/83	24	16/64	→	4.2 cond.	1,195	0	NA
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
848	904	→	4.2	1,195	-0-	NA	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
Vented
TEST WITNESSED BY
A. N. Yater

35. LIST OF ATTACHMENTS
36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.
SIGNED [Signature] TITLE Consulting Engineer DATE 1/4/84

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

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

REPORT OF WATER ENCOUNTERED DURING DRILLING

Well Name & Number F & M Oil Company, Inc. 1-34 U.S.A.

Operator F & M Oil Company, Inc.

Address 1600 Broadway, Suite 400, Denver, Colorado 80202

Contractor Veco Drilling, Inc.

Address 2457 Industrial Boulevard, Grand Junction, Colorado 81501

Location 1/4 1/4; Sec. 34; T. 16 N; R. 24 E; Grand County
1,797.6' NSL, 800.7' WEL
S W

Water Sands:

<u>Depth:</u>		<u>Volume:</u>	<u>Quality:</u>
From -	To -	Flow Rate or Head -	Fresh or Salty -

1. No water encountered. Hole was air drilled to TD, then mudded up for logs and casing.
2. _____
3. _____
4. _____
5. _____

(Continue on Reverse Side if Necessary)

Formation Tops:

Mancos B	3580	TD	6690
Morrison	5880		
Salt Wash	6330		

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



STATE OF UTAH
NATURAL RESOURCES
Oil, Gas & Mining

Scott M. Matheson, Governor
Temple A. Reynolds, Executive Director
Dianne R. Nielson, Ph.D., Division Director

4241 State Office Building • Salt Lake City, UT 84114 • 801-533-5771

June 4, 1984

F & M Oil Company, Incorporated
1600 Broadway #2060
Denver, Colorado 80202

RE: Well No. U.S.A. #1-34
API #43-019-31077
Sec. 34, T. 16S, R. 24E.
Grand County, Utah

Gentlemen:

This letter is to advise you that the "Well Completion or Recompletion Report and Log" for the above mentioned well is due and has not been filed with this office as required by our rules and regulations.

Please complete the enclosed Form OGC-3 and forward it to this office as soon as possible.

We will be happy to acknowledge receipt of your response to this notice if you will include an extra copy of the transmittal letter with a place for our signature, and a self addressed envelope for the return. Such acknowledgement should avoid unnecessary mailing of a second notice from our agency.

Your prompt attention to the above will be greatly appreciated.

Respectfully,

A handwritten signature in cursive script that reads "Claudia Jones".

Claudia Jones
Well Records Specialist

CLJ/cj

Enclosure

cc: Dianne R. Nielson, DOGM
Ronald J. Firth, DOGM
John R. Baza, DOGM
File

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

SUBMIT **TRIPPLICATE***
(Other instructions on reverse side)

SUNDRY NOTICES AND REPORTS ON WELLS <small>(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.)</small>		5. LEASE DESIGNATION AND SERIAL NO. U-52030
1. <input type="checkbox"/> OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
2. NAME OF OPERATOR F & M Oil Company, Inc.		7. UNIT AGREEMENT NAME
3. ADDRESS OF OPERATOR 1600 Broadway, Suite 400, Denver, Colorado 80202		8. FARM OR LEASE NAME U.S.A.
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.* See also space 17 below.) At surface 1,797.6 NSL, 800.7 WL		9. WELL NO. 1-34
14. PERMIT NO.		10. FIELD AND POOL, OR WILDCAT Wildcat
15. ELEVATIONS (Show whether DF, RT, OR, etc.) 6,985 G.R.		11. SEC., T., R., M., OR BLK. AND SURVEY OF AREA Sec. 34, T16S, R24E
12. COUNTY OR PARISH		13. STATE Utah
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"/>	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>date of first production.</u>	
(Other) <input type="checkbox"/>		(NOTE: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

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

THE ABOVE CAPTIONED WELL WAS TURNED ON SEPTEMBER 26, 1984.

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

SIGNED Jon E. [Signature] TITLE DIVISION GEOLOGIST DATE SEPT. 26, 1984

(This space for Federal or State office use)

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

DEPARTMENT OF THE INTERIOR
MINERALS MANAGEMENT SERVICE

DESIGNATION OF OPERATOR

This form does not constitute an information collection as defined by 44 U.S.C. 3502
and therefore does not require approval by the Office of Management and Budget

The lessee identified below is, on the records of the Minerals Management Service, a leaseholder of:

Lease Number: U-52030

Regional Office: Moab, Utah

*Change of Operator
F & M Oil Co. to Bonneville Fuels*

and hereby designates

N5685

Name: Bonneville Fuels Corporation

Address: 1600 Broadway, Suite 1123
Denver, CO 80202

as his operator and local agent, with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Regional Director or his representative may serve written or oral instructions in securing compliance with the Operating Regulations with respect to (describe block or aliquot portion to which this designation is applicable):

T16S, R24E, SLM
Sec. 34: All

*43-019-31077 - PGW # 1-34 OK-mR
43-019-31078 - PGW # 2-34 DK-mR*

It is understood that this designation of operator does not relieve the lessee of responsibility for compliance with the terms of the lease, laws, regulations, and Outer Continental Shelf Orders applicable to the area. It is also understood that this designation of operator does not constitute an assignment of any interest in the lease.

In case of default on the part of the designated operator, the lessee will make full and prompt compliance with all regulations, lease terms, or orders of the Secretary of the Interior or his representative.

The lessee agrees to notify the Regional Director promptly of any change in the designated operator.

11/23/87

(Date)

N5480
F & M Oil Co., Inc.

(Name of Lessee)

[Handwritten Signature]

(Authorized Signature of Lessee)

Bonneville Fuels Corporation

A Subsidiary of Bonneville Pacific Corporation

022311

February 12, 1988

RECEIVED
FEB 18 1988

Utah Natural Resources
Oil, Gas & Mining
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

DIVISION OF
OIL, GAS & MINING

Attention: Well Records

Ladies and Gentlemen:

Pursuant to our telephone conversation of this date, enclosed herein is a copy of our DESIGNATION OF OPERATOR on lease number U-52030, T16S-R24E, Sec. 34.

If we can be of further assistance in this regard, please do not hesitate to call.

Sincerely,

BONNEVILLE FUELS CORPORATION

D. R. Spirk
D. R. Spirk

encl.

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE*

(See other instructions on reverse side)

Form approved.
Budget Bureau No. 42-E355.5.

JUN 1 1983

5. LEASE DESIGNATION AND SERIAL NO.
U-52030

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Federal

9. WELL NO.
1-34

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
Sec. 34, T16S, R24E

12. COUNTY OR PARISH
Grand

13. STATE
Utah

18. ELEVATIONS (DF, REB, RT, GR, ETC.)*
6,985 GR

19. ELEV. CASINGHEAD
6,987

25. WAS DIRECTIONAL SURVEY MADE
No

27. WAS WELL CORED
No

DIVISION OF OIL
WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

1b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESER. Other

2. NAME OF OPERATOR
F & M Oil Company, Inc.

3. ADDRESS OF OPERATOR
1600 Broadway, Suite 400, Denver, Colorado 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface
1,797.6 NSL, 800.7 WEL
At top prod. interval reported below
NA
At total depth
NA

14. PERMIT NO. 43-019=31077
DATE ISSUED 7/29/83

15. DATE SPUNDED 8/16/83
16. DATE T.D. REACHED 8/23/83
17. DATE COMPL. (Ready to prod.) 9-23-83

20. TOTAL DEPTH, MD & TVD 6,690
21. PLUG, BACK T.D., MD & TVD 6,490
22. IF MULTIPLE COMPL., HOW MANY* N/A

23. INTERVALS DRILLED BY
ROTARY TOOLS X
CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
5,866 - 5,974 - 6,023 - 6,314, Dakota and Morrison Formations

26. TYPE ELECTRIC AND OTHER LOGS RUN
Dual Ind-SFL w/gamma ray, comp. density nut. w/gr and caliper

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"	36#	139	12 1/4	100 sx cl h w/3% CaCl	
7"	20#	2471	8-3/4	250 sx cl h w/2% CaCl	
4-1/2"	11.6# N-80	6687	6-1/8	350 sx cl h	

29. LINER RECORD

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

30. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-3/8	6,119	N/A

31. PERFORATION RECORD (Interval, size and number)
5866, 5868, 5904, 5908, 5943, 5948, 5956,
5963, 5969, 5974, 6023, 6026, 6028, 6122,
6124, 6184, 6186, 6304, 6306, 6314 .36" dia.

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
6023 to 6314	17,750# 20/40 sn, 75 quality foam
5866 to 5974	62,916# 20/40 sn, 75 quality foam

33. PRODUCTION

DATE FIRST PRODUCTION 9/23/83
PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) Flowing
WELL STATUS (Producing or shut-in) Shut-in

DATE OF TEST	HOURS TESTED	CHOKER SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
12-6 & 7/83	24	16/64	→	4.2 cond.	1,195	0	NA

FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)
848	904	→	4.2	1,195	-0-	NA

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

35. LIST OF ATTACHMENTS

TEST WITNESSED BY
A. N. Yater

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

SIGNED _____ TITLE Consulting Engineer DATE 1/4/84



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

In Reply Refer To:
3106
U-04967-C et al
(UT-924)

AUG 19 2002

NOTICE

Carbon Energy Corporation (USA) : Oil and Gas Leases
1700 Broadway, Suite 1150 :
Denver, Colorado 80290 :

Name Change Recognized

Acceptable evidence has been received in this office concerning the name change of Bonneville Fuels Corporation to Carbon Energy Corporation (USA) on Federal oil and gas leases. For our purposes, the name change is recognized effective July 11, 2002, the date of acceptance by the Secretary of State of Colorado.

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

Due to the name change, the name of the principal on the statewide oil and gas bonds BLM Bond Nos. CO0743, MT1085, NM1755, and UT0604 automatically changed by operation of law from Bonneville Fuels Corporation to Carbon Energy Corporation (USA).

If you identify additional leases affected by the name change, please contact this office and we will document the files under our jurisdiction with a copy of this notice. If the leases are under the jurisdiction of another State Office, we will notify them.

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**DIVISION OF
OIL, GAS AND MINING**

/s/ Robert Lopez

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure

Exhibit of Leases

cc: MMS-MRM, MS357B1, Box 5760, Denver, CO 80217
State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114-5801
Teresa Thompson (UT-922)
Connie Seare (UT-924)
Joe Incardine (UT-921)
Vernal Field Office
Moab Field Office
Price Field Office
San Juan Field Office
All State Offices

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DIVISION OF
OIL, GAS AND MINING

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST RELATIONSHIP</u>	<u>CASE TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE DISP</u>
BONNEVILLE FUELS CORP	1700 BROADWAY #1150	DENVER	CO	80290	C	APPLICANT	314088	UTU---060566	PENDING
								UTU---060567	PENDING
								UTU---060568	PENDING
								UTU---060569	PENDING
								UTU---060570	PENDING
								UTU---067827	PENDING
						LESSEE	311111	UTU---003716A	AUTHORIZED
								UTU---006613	AUTHORIZED
								UTU---006614	AUTHORIZED
								UTU---006618	AUTHORIZED
								UTU---006635	AUTHORIZED
								UTU---006636	AUTHORIZED
								UTU---006841	AUTHORIZED
								UTU---008971	AUTHORIZED
								UTU---009063	AUTHORIZED
								UTU---009099	AUTHORIZED
								UTU---010132	AUTHORIZED
								UTU---010133	AUTHORIZED
								UTU---010152	AUTHORIZED
								UTU---010173	AUTHORIZED
								UTU---010180	AUTHORIZED
								UTU---010181	AUTHORIZED
								UTU---010182	AUTHORIZED
								UTU---010198	AUTHORIZED
								UTU---010199	AUTHORIZED
								UTU---010272	AUTHORIZED
								UTU---010274	AUTHORIZED
								UTU---010827	AUTHORIZED
								UTU---010832	AUTHORIZED
								UTU---010834	AUTHORIZED
								UTU---027413	AUTHORIZED
								UTU---038070	AUTHORIZED
								UTU---038071	AUTHORIZED
								UTU---038072	AUTHORIZED

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DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>SI</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST RELATIONSHIP</u>	<u>CASE TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE DISP</u>
								UTU---038073	AUTHORIZED
								UTU---038076	AUTHORIZED
								UTU---045931	AUTHORIZED
								UTU---0004967C	AUTHORIZED
							311211	UTU---008351	AUTHORIZED
								UTU---008358	AUTHORIZED
								UTU---008359	AUTHORIZED
								UTU---008361	AUTHORIZED
								UTU---009211	AUTHORIZED
								UTU---015878	AUTHORIZED
								UTU---018442	AUTHORIZED
								UTU---028562	AUTHORIZED
								UTU---030112	AUTHORIZED
								UTU---031743	AUTHORIZED
							312011	UTU---038362	AUTHORIZED
								UTU---045933	AUTHORIZED
								UTU---052030	AUTHORIZED
							314011	UTU---059581	AUTHORIZED
						OPERATING RIGHTS	311111	UTU---006614	AUTHORIZED
								UTU---006618	AUTHORIZED
								UTU---006635	AUTHORIZED
								UTU---006636	AUTHORIZED
								UTU---006841	AUTHORIZED
								UTU---008971	AUTHORIZED
								UTU---010152	AUTHORIZED
								UTU---010180	AUTHORIZED
								UTU---010181	AUTHORIZED
								UTU---010182	AUTHORIZED
								UTU---010199	AUTHORIZED
								UTU---010272	AUTHORIZED
								UTU---010274	AUTHORIZED
								UTU---010827	AUTHORIZED
								UTU---010834	AUTHORIZED
								UTU---027413	AUTHORIZED

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DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST RELATIONSHIP</u>	<u>CASE TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE DISP</u>
								UTU---038071	AUTHORIZED
								UTU---038072	AUTHORIZED
								UTU---038073	AUTHORIZED
								UTU---0004967C	AUTHORIZED
							311211	UTU---002836	AUTHORIZED
								UTU---002837	AUTHORIZED
								UTU---002838	AUTHORIZED
								UTU---008351	AUTHORIZED
								UTU---008358	AUTHORIZED
								UTU---008359	AUTHORIZED
								UTU---010423	AUTHORIZED
								UTU---015878	AUTHORIZED
								UTU---031743	AUTHORIZED
							312011	UTU---016913	AUTHORIZED
								UTU---038362	AUTHORIZED
								UTU---045933	AUTHORIZED
								UTU---052030	AUTHORIZED
							314011	UTU---059581	AUTHORIZED
						OPERATOR			
							318210	UTU---063053X	AUTHORIZED
								UTU---063056X	AUTHORIZED
								UTU---063057X	AUTHORIZED
								UTU---063059X	AUTHORIZED
								UTU---063060X	AUTHORIZED
								UTU---063062X	AUTHORIZED
							318230	UTU---063053B	AUTHORIZED
								UTU---063053O	AUTHORIZED
								UTU---063056A	AUTHORIZED
								UTU---063057A	AUTHORIZED
								UTU---063057B	AUTHORIZED
								UTU---063057D	AUTHORIZED
								UTU---063057E	AUTHORIZED
								UTU---063057O	AUTHORIZED
								UTU---063059A	AUTHORIZED
								UTU---063060B	AUTHORIZED

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PCN : OG214P1
RUN TIME: 10:59

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

PAGE: 4
RUN DATE:

<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST</u> <u>RELATIONSHIP</u>	<u>CASE</u> <u>TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE</u> <u>DISP</u>
								UTU---0630600	AUTHORIZED
								UTU---063062A	AUTHORIZED
								UTU---0630620	AUTHORIZED

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OIL, GAS AND MINING

Wells to have Operator Name Changed State of Utah
Carbon Energy Corporation (USA)

API Number	Well Name	Footage	Sec	Twp	Rge	Field	County	Lease #	Entity #
4301930136	ANDERSON FED 2	1159 FSL, 1462 FWL	12	16S	24E	East Canyon	Grand	UTU04967C	00583
4301930955	FEDERAL 24-1	726 FNL 2165 FEL	24	16S	24E	East Canyon	Grand	U-38362	00588
4304730284	PINE SPRING UNIT 1	1982 FWL 1980 FSL	15	14S	22E	Pine Springs	Uintah	U-27413	00595
4304730331	DRY BURN U 1	1447' FSL, 1389' FEL	29	13S	25E	Wildcat	Uintah	U-10184	08050
4304730619	CROOKED CANYON 13-17-14-23	683' FWL, 537' FNL	17	14S	23E	Wildcat	Uintah	UTU6613	08055
4304731040	SWEETWATER 6-13-14-24	1855' FWL, 2206' FSL	13	14S	24E	Sweetwater	Uintah	U-10132	08060
4304730460	SWEETWATER CANYON 1	718' FWL, 2132' FNL	14	14S	24E	Sweetwater	Uintah	U-10133	08060
4304730622	WOLF UNIT 3-11-15-21	1909' FWL, 994' FSL	11	15S	21E	Wolfpoint	Uintah	U6618	08065
4304731104	BLACK HORSE 12-8-15-24	612' FWL, 1934' FNL	8	15S	24E	Wildcat	Uintah	U-2836	08070
4304731045	BLACK HORSE 14-15-15-24	2156' FWL, 772' FNL	15	15S	24E	Wildcat	Uintah	UTU2837	08070
4304731137	FEDERAL 5-13-15-21	1976 FSL 661 FWL	13	15S	21E	Wolfpoint	Uintah	U-30112	08071
4304731027	FEDERAL 6-14-15-21	1980' FWL, 1977' FSL	14	15S	21E	Wolfpoint	Uintah	U-10173	08072
4304731071	FEDERAL 7-15-15-21	1817' FSL, 1657' FEL	15	15S	21E	Wolfpoint	Uintah	U-6618	08073
4304731091	FEDERAL 2-18-15-22	1927' FEL, 687' FSL	18	15S	22E	Wolfpoint	Uintah	U-30112	08077
4304730975	TRAPP SPRINGS 1-25-14-23	456' FSL, 1198' FEL	25	14S	23E	Main Canyon	Uintah	U-38073	08081
4304731041	TRAPP SPRINGS 16-25-14-23	838' FNL, 800' FEL	25	14S	23E	Main Canyon	Uintah	U-38073	08081
4304731003	TRAPP SPRINGS 3-26-14-23	1058' FLS, 1627' FWL	26	14S	23E	Main Canyon	Uintah	U-38071	08081
4304730791	TRAPP SPRINGS 6-35-14-23	2610 FWL 1500 FSL	35	14S	23E	Wildcat	Uintah	U-32572	08081
4304731042	PINE SPRINGS 7-21-14-22	2410 FEL 2210 FSL	21	14S	22E	Pine Springs	Uintah	U-10199	08086
4304731063	PINE SPRINGS 8-20-14-22	2039 FSL 689 FEL	20	14S	22E	Pine Springs	Uintah	U-10199	08086
4301931072	MAIN CANYON 6-3-15-23	2107' FWL, 2153' FSL	3	15S	23E	Main Canyon	Uintah	U-8361	08245
4304731077	FEDERAL 1-34	1797 FSL 800 FEL	34	16S	24E	Bryson Canyon	Grand	U-52030	09280
4301931078	FEDERAL 2-34	905 FSL 1533 FWL	34	16S	24E	Bryson Canyon	Grand	U-52030	09285
4304730332	FEDERAL 10-23-14S-24E (1-L-23)	1322' FNL, 1815' FEL	23	14S	24E	Sweetwater	Uintah	U-10133	09560
4304730325	RAT HOLE CANYON 1	2156' FSL, 1993' FEL	8	14S	25E	Wildcat	Uintah	U-3716A	09565
4304731096	PINE SPRINGS 9-12-14-21	1848 FNL 686 FEL	12	14S	21E	Pine Springs	Uintah	U-10272	10772
4304731348	FEDERAL 12-18-14-22	566 FWL 2305 FNL	18	14S	22E	Pine Springs	Uintah	U-6841	10772
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah	U-27413	10773
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah	U-27413	10773
4304730582	TRAPP SPRINGS 4-25-14-23	717 FWL 695 FSL	25	14S	23E	Main Canyon	Uintah	U-38073	10894
4304730944	MAIN CANYON 8-36-14-23	2018' FSL, 597' FEL	36	14S	23E	Main Canyon	Uintah	ML-18667	10895
4304730248	BLACK HORSE 2	555' FEL, 528' FSL	29	15S	24E	Wildcat	Uintah	U2838	10897
4304730674	MAIN CANYON 15-8-15-23	1058 FNL 2348 FEL	8	15S	23E	Main Canyon	Uintah	U-9211	11598
4304730735	MAIN CANYON 2-8-15-23	827 FSL 1715 FEL	8	15S	23E	Main Canyon	Uintah	U-9211	11599
4304730736	MAIN CANYON 7-17-15-23	1605 FEL 1941 FSL	17	15S	23E	Main Canyon	Uintah	U-8359	11600
4304730977	MAIN CANYON 8-7-15-32	1827' FSL, 649' FEL	7	15S	23E	Main Canyon	Uintah	U-9211	11601
4304731043	MAIN CANYON 4-4-15-23	376 FWL 923 FSL	4	15S	23E	Main Canyon	Uintah	U-8361	11602

Wells to have Operator Name Changed State of Utah
 Carbon Energy Corporation (USA)

API Number	Well Name	Footage	Sec	Twp	Rge	Field	County	Lease #	Entity #
4304730639	MAIN CANYON 11-10-15-23	1623 FWL 2288 FNL	10	15S	23E	Main Canyon	Uintah	U-8361	11605
4304731073	MAIN CANYON 6-8-15-23	1969' FWL, 1978' FSL	8	15S	23E	Main Canyon	Uintah	U-9211	11606
4304731111	MAIN CANYON 16-4-15-23	1980' FWL, 1977' FSL	4	15S	23E	Main Canyon	Uintah	U-8361	11608
4304731135	STATE 8-2-15-22	1896 FSL 625 FEL	2	15S	22E		Uintah	ML-22320	8076
4304730746	STATE 11-2-15-22	1975 FNL 1935 FWL	2	15S	22E		Uintah	ML-22320	8074

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 DIVISION OF
 OIL, GAS AND MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS		6. Lease Designation and Serial Number <i>See Attached List</i>
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		7. Indian Allottee or Tribe Name
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify) ?		8. Unit or Communitization Agreement
2. Name of Operator <i>Carbon Energy Corporation (USA)</i>		9. Well Name and Number <i>See Attached List</i>
3. Address of Operator <i>1700 Broadway, Suite 1150 Denver, CO 80290</i>	4. Telephone Number <i>303 863-1555</i>	10. API Well Number <i>See Attached List</i>
5. Location of Well Footage : County : QQ, Sec, T., R., M : <i>See Attached List</i> State : <i>Utah & Grand County</i>		11. Field and Pool, or Wildcat
12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

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

Date of Work Completion Effective 7/11/02

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.)

Bonneville Fuels Corporation has changed its corporate name to Carbon Energy Corporation (USA) effective 7/11/02
The State of Utah Department of Commerce has issued an amendment of Authority to Conduct Affairs and issued file number 974912-0143.
 Signed: Todd A. McDonald *Todd A. McDonald*
VP Operations & Exploration

Carbon Energy Corporation (USA), formerly Bonneville Fuels Corp., is now the operator of the attached list of wells, please correct your records to reflect this name change. All other information remains the same.

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SEP 03 2002

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

Name & Signature Todd A. McDonald *Todd A. McDonald* Title VP Operations & Exploration

(State Use Only)



Carbon Energy Corporation
Carbon Energy Corporation (USA)
CEC Resources Ltd.

8/30/02

State of Utah
Attn: Jim Thompson
Department of Natural Resources
Division of Oil Gas & Mining.
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Corporate Name Change

Dear Mr Thompson

Enclosed find Sundry (Form 9) with a list of wells for the corporate name change reflecting Carbon Energy Corporation (USA) replacing Bonneville Fuels Corporation, and a revised "Annual Waste Management Plan for Calendar Year 2002"

The Department of Commerce gave me the file number for the approved "Amending Authority to Conduct Affairs or Registration" file # 974912-0143.

The Utah state bonds are under # CD 1101292002 and CD 1101743005.

If you require any further information about our name change, please contact me at the number below.

Sincerely,


Doris Maly
Engineering Technician

Encl. 2

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OIL, GAS AND MINING

6. (R649-9-2)Waste Management Plan has been received on: 09/03/2002

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: 07/11/2002

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 07/11/2002

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: 09/04/2002

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 09/04/2002

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

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

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 0604

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

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:

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

<p>SUNDRY NOTICES AND REPORTS ON WELLS</p> <p>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</p>		6. Lease Designation and Serial Number <i>U-52030</i>
		7. Indian Allottee or Tribe Name
		8. Unit or Communitization Agreement
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify)		9. Well Name and Number <i>Federal 1-34-16-24</i>
2. Name of Operator <i>Carbon Energy Corporation (USA)</i>		10. API Well Number <i>4301931077</i>
3. Address of Operator <i>1700 Broadway, Suite 1150, Denver, CO 80290</i>	4. Telephone Number <i>303 785-2633</i>	11. Field and Pool, or Wildcat <i>San Arroyo</i>
5. Location of Well Footage : <i>1797' FSL 800' FEL</i> County : <i>Grand</i> QQ, Sec. T., R., M : <i>NESE Sec 34 T16S R24E SLM</i> State : <i>UT</i>		

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																											
<p style="text-align: center;">NOTICE OF INTENT (Submit in Duplicate)</p> <table style="width: 100%;"> <tr> <td><input type="checkbox"/> Abandonment</td> <td><input type="checkbox"/> New Construction</td> </tr> <tr> <td><input type="checkbox"/> Casing Repair</td> <td><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td><input type="checkbox"/> Change of Plans</td> <td><input type="checkbox"/> Recompletion</td> </tr> <tr> <td><input type="checkbox"/> Conversion to Injection</td> <td><input type="checkbox"/> Shoot or Acidize</td> </tr> <tr> <td><input type="checkbox"/> Fracture Treat</td> <td><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td><input type="checkbox"/> Multiple Completion</td> <td><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td><input checked="" type="checkbox"/> Other <i>Production Pit Closure</i></td> <td></td> </tr> </table> <p>Approximate Date Work Will Start <u>11/10/03</u></p>	<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off	<input checked="" type="checkbox"/> Other <i>Production Pit Closure</i>		<p style="text-align: center;">SUBSEQUENT REPORT (Submit Original Form Only)</p> <table style="width: 100%;"> <tr> <td><input type="checkbox"/> Abandonment *</td> <td><input type="checkbox"/> New Construction</td> </tr> <tr> <td><input type="checkbox"/> Casing Repair</td> <td><input type="checkbox"/> Pull or Alter Casing</td> </tr> <tr> <td><input type="checkbox"/> Change of Plans</td> <td><input type="checkbox"/> Shoot or Acidize</td> </tr> <tr> <td><input type="checkbox"/> Conversion to Injection</td> <td><input type="checkbox"/> Vent or Flare</td> </tr> <tr> <td><input type="checkbox"/> Fracture Treat</td> <td><input type="checkbox"/> Water Shut-Off</td> </tr> <tr> <td><input type="checkbox"/> Other _____</td> <td></td> </tr> </table> <p>Date of Work Completion _____</p> <p style="font-size: small;">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.</p>	<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> Other _____	
<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction																										
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing																										
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion																										
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize																										
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare																										
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off																										
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<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction																										
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<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off																										
<input type="checkbox"/> Other _____																											

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.)

Carbon Energy Corporation requests permission to excavate and remediate two (2) existing production pits used by this well. The first pit is at the well site. The second pit is adjacent to an off-site compressor in SE SW Section 35-16s-24e. Soil contamination will be reduced below State of Utah requirements for TPH & BTEX & Sodium contamination at both sites. The two (2) production pits will be excavated until remaining bottom materials are below State TPH & BTEX & Sodium standards or bedrock refusal. These excavations will then be back-filled with high nitrogen fertilizer & clean or remediated fill. Contaminated material will be mixed on location with clean dry fill & high nitrogen fertilizer & disked to mix. This material will be disked to prevent off-site exposure. The material will be farmed, disked & fertilized until remediated contamination levels are below State of Utah requirements. Material testing to confirm BTEX & TPH & Sodium levels will be conducted prior to filling pits or ending land-farming of excavated materials. After excavated/contaminated materials meet/exceed State of Utah clean-up standards then the material will be used in dikes/berms and to fill excavations on-site. Clean fill dirt for these operations will be obtained from the location fill and cut slopes. Two 55 Bbl. drain tanks will be installed to prevent further soil contamination. One tank will be installed at the Tank Battery at the well-site. The other will be installed adjacent to the compressor at the off-site location. Carbon Energy anticipates performing this work before winter weather arrives 2003

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

Name & Signature Todd S McDonald *Todd S. McDonald* Title VP Exploration & Prod. Date 10/16/03

(State Use Only)

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

FOR RECORD ONLY

See Instructions on Reverse Side

RECEIVED

OCT 20 2003

DIV OF OIL, GAS & MINING

(8/90)

Attachment to Form 9							
Wells to have Change of Operator Made - State of Utah							
Carbon Energy Corporation (USA) to Evergreen Operating Corporation							
API Number	Well Name	Footage	Sec	Twp	Rge	Field	County
4304730746	STATE 11-2-15-22	1935' FWL, 1975' FNL	2	15S	22E	Wildcat	Uintah
4304731135	STATE 8-2-15-22	1896' FSL, 625' FEL	2	15S	22E	Wildcat	Uintah
4304731348	FEDERAL 12-18-14-22	566 FWL 2305 FNL	18	14S	22E	Pine Springs	Uintah
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah
4304730582	TRAPP SPRINGS 4-25-14-23	717 FWL 695 FSL	25	14S	23E	Main Canyon	Uintah
4304730944	MAIN CANYON 8-36-14-23	2018' FSL, 597' FEL	36	14S	23E	Main Canyon	Uintah
4304730248	BLACK HORSE 2 (1-29-15-24)	555' FEL, 528' FSL	29	15S	24E	Wildcat	Uintah
4304730674	MAIN CANYON 15-8-15-23	1058 FNL 2348 FEL	8	15S	23E	Main Canyon	Uintah
4304730735	MAIN CANYON 2-8-15-23	827 FSL 1715 FEL	8	15S	23E	Main Canyon	Uintah
4304730736	MAIN CANYON 7-17-15-23	1605 FEL 1941 FSL	17	15S	23E	Main Canyon	Uintah
4304730977	MAIN CANYON 8-7-15-32	1827' FSL, 649' FEL	7	15S	23E	Main Canyon	Uintah
4304731043	MAIN CANYON 4-4-15-23	376 FWL 923 FSL	4	15S	23E	Main Canyon	Uintah
4304730639	MAIN CANYON 11-10-15-23	1623 FWL 2288 FNL	10	15S	23E	Main Canyon	Uintah
4304731073	MAIN CANYON 6-8-15-23	1969' FWL, 1978' FSL	8	15S	23E	Main Canyon	Uintah
4304731111	MAIN CANYON 16-4-15-23	1980' FWL, 1977' FSL	4	15S	23E	Main Canyon	Uintah
4301930136	ANDERSON FED 2	1159 FSL, 1462 FWL	12	16S	24E	East Canyon	Grand
4301930955	FEDERAL 24-1	726 FNL 2165 FEL	24	16S	24E	East Canyon	Grand
4304730284	PINE SPRING UNIT 1	1982 FWL 1980 FSL	15	14S	22E	Pine Springs	Uintah
4304730331	DRY BURN U 1	1447' FSL, 1389' FEL	29	13S	25E	Wildcat	Uintah
4304730619	CROOKED CANYON 13-17-14-23	683' FWL, 537' FNL	17	14S	23E	Wildcat	Uintah
4304731040	SWEETWATER 6-13-14-24	1855' FWL, 2206' FSL	13	14S	24E	Sweetwater	Uintah
4304730460	SWEETWATER CANYON 1	718' FWL, 2132' FNL	14	14S	24E	Sweetwater	Uintah
4304730622	WOLF UNIT 3-11-15-21	1909' FWL, 994' FSL	11	15S	21E	Wolfpoint	Uintah
4304731104	BLACK HORSE 12-8-15-24	612' FWL, 1934' FNL	8	15S	24E	Wildcat	Uintah
4304731045	BLACK HORSE 14-15-15-24	2156' FWL, 772' FNL	15	15S	24E	Wildcat	Uintah
4304731137	FEDERAL 5-13-15-21	1976 FSL 661 FWL	13	15S	21E	Wolfpoint	Uintah
4304731027	FEDERAL 6-14-15-21	1980' FWL, 1977' FSL	14	15S	21E	Wolfpoint	Uintah
4304731071	FEDERAL 7-15-15-21	1817' FSL, 1657' FEL	15	15S	21E	Wolfpoint	Uintah
4304731091	FEDERAL 2-18-15-22	1927' FEL, 687' FSL	18	15S	22E	Wolfpoint	Uintah
4304730975	TRAPP SPRINGS 1-25-14-23	456' FSL, 1198' FEL	25	14S	23E	Main Canyon	Uintah
4304731041	TRAPP SPRINGS 16-25-14-23	838' FNL, 800' FEL	25	14S	23E	Main Canyon	Uintah
4304731003	TRAPP SPRINGS 3-26-14-23	1058' FLS, 1627' FWL	26	14S	23E	Main Canyon	Uintah
4304730791	TRAPP SPRINGS 6-35-14-23	2610 FWL 1500 FSL	35	14S	23E	Wildcat	Uintah
4304731042	PINE SPRINGS 7-21-14-22	2410 FEL 2210 FSL	21	14S	22E	Pine Springs	Uintah
4304731063	PINE SPRINGS 8-20-14-22	2039 FSL 689 FEL	20	14S	22E	Pine Springs	Uintah
4304731072	MAIN CANYON 6-3-15-23	2107' FWL, 2153' FSL	3	15S	23E	Main Canyon	Uintah
4304731077	FEDERAL 1-34	1797 FSL 800 FEL	34	16S	24E	Bryson Canyon	Grand
4301931078	FEDERAL 2-34	905 FSL 1533 FWL	34	16S	24E	Bryson Canyon	Grand
4304730332	FEDERAL 10-23-14S-24E (1-L-23)	1322' FNL, 1815' FEL	23	14S	24E	Sweetwater	Uintah
4304730325	RAT HOLE CANYON 1	2156' FSL, 1993' FEL	8	14S	25E	Wildcat	Uintah
4304731096	PINE SPRINGS 9-12-14-21	1848 FNL 686 FEL	12	14S	21E	Pine Springs	Uintah
4304734675	PINE SPRINGS 3-23-14-22	460' FSL 2175' FWL	23	14S	22E	Pine Springs	Uintah
4304734676	PINE SPRINGS 12-23-14-22	2052' FNL 462'FWL	23	14S	22E	Pine Springs	Uintah
4304734941	BONANZA FED 15-27-10-25	475' FNL, 1790'	27	10S	25E	Wildcat	Uintah
4304734674	PINE SPRINGS 9-23-14-22	2129' FNL 375' FEL	23	14S	22E	Pine Springs	Uintah

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

X Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective:		1/1/2004
FROM: (Old Operator): N2225-Carbon Energy Corporation (USA) 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100	TO: (New Operator): N2545-Evergreen Operating Corp. 1401 17th Street, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100	

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
WOLF UNIT 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	S
FEDERAL 5-13-15-21	13	150S	210E	4304731137	8071	Federal	GW	S
FEDERAL 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
FEDERAL 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	S
FEDERAL 2-18-15-22	18	150S	220E	4304731091	8077	Federal	GW	S
MAIN CYN 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	P
MAIN CYN 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
MAIN CYN 16-4-15-23	04	150S	230E	4304731111	11608	Federal	GW	P
MAIN CYN 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	P
MAIN CYN 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	P
MAIN CYN 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN 6-8-15-23	08	150S	230E	4304731073	11606	Federal	GW	S
MAIN CYN 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	P
MAIN CYN 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
BLACK HORSE 12-8-15-24	08	150S	240E	4304731104	8070	Federal	GW	S
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
BLACK HORSE 2	29	150S	240E	4304730248	10897	Federal	GW	S
ANDERSON FED 2	12	160S	240E	4301930136	583	Federal	GW	P
FEDERAL 24-1	24	160S	240E	4301930955	588	Federal	GW	S
FEDERAL 1-34	34	160S	240E	4301931077	9280	Federal	GW	P
FEDERAL 2-34	34	160S	240E	4301931078	9285	Federal	GW	P
PINE SPRINGS FED 3-23-14S-22E	23	140S	220E	4304734675	10773	Federal	GW	P

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 1/22/2004
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 1/22/2004
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 12/29/2003
- Is the new operator registered in the State of Utah: YES Business Number: 5531527-0143
- If **NO**, the operator was contacted on: _____

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

In Place

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

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: 1/28/2004

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 1/28/2004

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

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

5. Injection Projects to new operator in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: RLB0006732

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: RLB0006705

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

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

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.

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

5. Lease Serial No. **RECEIVED**
UTU 52038 FIELD OFFICE

6. If Indian, Allottee or Tribe Name

2004 FEB 23 A 11:40

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

**DEPT OF THE INTERIOR
BUREAU OF LAND MGMT**

8. Well Name and No.

Federal 1-34

9. API Well No.

4301931077

10. Field and Pool, or Exploratory Area

Bryson Canyon

11. County or Parish, State

Grand, UT

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

Evergreen Operating Corporation

3a. Address

1401 17th Street, Ste 1200 Denver, CO

3b. Phone No. (include area code)

303 298-8100 ext 1372

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

1797' FSL, 800' FEL, Sec 34 T16S, R24E

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" 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 <u>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to 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.)

Carbon Energy Corporation (USA) was merged with Evergreen Resources Inc. effective October 29, 2003.

Please be advised that Evergreen Operating Corporation is considered to be the operator of the above referenced well effective January 1, 2004 and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by bond number RLB0006705. *BLM Bond # UTB000072*

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

Name (Printed Typed)

Scott Zimmerman

Title VP Operations & Engineering

Signature

Scott Zimmerman

Date 2/17/04

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

ACCEPTED

Title Division of Resources

Date FEB 23 2004

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.

Moab Field Office
Office

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 representation as to any matter within its jurisdiction.

cc: u006m

Conditions Attached

Evergreen Operating Corporation
Well No. 2, Lease UTU04967C
Well No. 24-1, Lease UTU38362
Well Nos. 1-34 and 2-34, Lease UTU52030
Sections 12, 24 and 34, T. 16 S., R. 24 E.
Grand County, Utah

CONDITIONS OF ACCEPTANCE

Acceptance of these applications does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject leases which would entitle the applicant to conduct operations thereon.

Be advised that Evergreen Operating Corporation is considered to be the operator of the above wells effective October 29, 2003, and is responsible under the terms and conditions of the leases for the operations conducted on the leased lands.

Bond coverage for these well is provided by UTB000072 (Principal –Evergreen Operating Corporation) via surety consent as provided for in 43 CFR 3104.2.

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc. <i>N5155</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 5205 N. O'Connor Blvd CITY Irving STATE TX ZIP 75039		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (972) 444-9001		8. WELL NAME and NUMBER: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: UTAH		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT:

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

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

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

- Operator change due to the merger between Pioneer Natural Resources USA, Inc and Evergreen Resources Inc., effective September 28, 2004.
- See list attached for all wells currently operated under the name of Evergreen Operating (subsidiary of Evergreen Resources) as listed on the DOGM database on October 15, 2004.
- Operator will now be Pioneer Natural Resources USA, Inc. Local operation address info and contacts under separate cover.
- Surety Bond #104319462 (replaces RLB 0006706) attached
- Copy of Oil & Gas Geothermal Lease Bond - BLM #104091293 attached

Name: Dennis R. Carlton

Title: Executive Vice President, Evergreen Operating Corp. *N2545*

Signature: *[Signature]*

Date: *10/18/04*

NAME (PLEASE PRINT) Jay Still

TITLE Vice President, Western Division, Pioneer Natural Resources USA Inc.

SIGNATURE *[Signature]*

DATE *10/19/04*

(This space for State use only)

APPROVED *10/28/04*
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician
(See Instructions on Reverse Side)

RECEIVED
OCT 21 2004
DIV. OF OIL, GAS & MINING

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpr	Twpd	RngN	RngD	Qtr/Qtr
43-007-30122-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 5	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NWNE
43-007-30137-00-00	EVERGREEN OPERATING CORP	HUBER-FEDERAL 7-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	SWNE
43-007-30138-00-00	EVERGREEN OPERATING CORP	HUBER-FRANDSEN 4-15	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	NWNW
43-007-30140-00-00	EVERGREEN OPERATING CORP	HUBER-FED 6-8	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	SENW
43-007-30159-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 9-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESE
43-007-30162-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 5-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SESW
43-007-30163-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 16-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	SESE
43-007-30164-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 11-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESE
43-007-30166-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 11-11	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	NESE
43-007-30169-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 14-12	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	12	12	S	10	E	SESW
43-007-30589-00-00	EVERGREEN OPERATING CORP	HUBER-STATE 7-16	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWNE
43-007-30596-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NWSW
43-007-30640-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 3-14	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NESE
43-007-30659-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 2-11	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SESE
43-007-30662-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 4-14	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	SESW
43-007-30663-00-00	EVERGREEN OPERATING CORP	HUBER-ST 4-11	Gas Well	Location Abandoned	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SESE
43-007-30673-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 1-11	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SWNE
43-007-30674-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 1-12	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	12	12	S	10	E	NWSW
43-007-30675-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-10	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESE
43-007-30676-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 3-10	Gas Well	Location Abandoned	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SWNE
43-007-30717-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NWSW
43-007-30718-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-18	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	18	12	S	10	E	NESE
43-007-30733-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-4	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	4	12	S	10	E	SWSE
43-007-30734-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-8	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NENE
43-007-30735-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NENW
43-007-30736-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-15	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	SWNE
43-007-30764-00-00	EVERGREEN OPERATING CORP	HUBER-J/F 2-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NENW
43-007-30768-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-8	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NESE
43-007-30769-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NENE
43-007-30783-00-00	EVERGREEN OPERATING CORP	HUBER-ST 2-16	Gas Well	Approved permit (APD); not yet spudded	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWSE
43-007-30784-00-00	EVERGREEN OPERATING CORP	HUBER-ST 3-16	Gas Well	Approved permit (APD); not yet spudded	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	SESW
43-007-30785-00-00	EVERGREEN OPERATING CORP	HUBER-ST 4-16	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	SENE
43-007-30787-00-00	EVERGREEN OPERATING CORP	H-M FED 2-14	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NESE
43-007-30810-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-5	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	5	12	S	10	E	NESE
43-007-30858-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 4-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NESE
43-007-30859-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-18	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	18	12	S	10	E	NENE
43-007-30860-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 4-8	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NWSW

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpr	Twprd	RngN	RngD	Qtr/Qtr
43-007-30947-00-00	EVERGREEN OPERATING CORP	HUBER-FRANDSEN/FED 4-15	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	NWNW
43-007-30961-00-00	EVERGREEN OPERATING CORP	STATE 11-16	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWNW
43-007-30962-00-00	EVERGREEN OPERATING CORP	SHIMMIN 11-14	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NWNW
43-007-30786	EVERGREEN OPERATING CORP	Jensen 7-15 Deep	Gas Well	Active	WILDCAT	CARBON	12S-10E	15	12	S	10	E	SWNE
43-007-30977-00-00	EVERGREEN OPERATING CORP	JENSEN 24-4	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	4	12	S	10	E	SESW
43-007-30978-00-00	EVERGREEN OPERATING CORP	JENSEN 34-5	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	5	12	S	10	E	SWSE
43-007-30980-00-00	EVERGREEN OPERATING CORP	JENSEN 41-9	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NENE
43-007-30981-00-00	EVERGREEN OPERATING CORP	JENSEN 34-10	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SWSE
43-013-32308-00-00	EVERGREEN OPERATING CORP	HUBER-ST 1-35	Water Disposal Well	Active	CASTLEGATE	DUCHESNE	11S-10E	35	11	S	10	E	SW
43-013-32317-00-00	EVERGREEN OPERATING CORP	HUBER-STATE 1-27	Gas Well	New Permit (Not yet approved or drilled)	WILDCAT	DUCHESNE	11S-10E	27	11	S	10	E	SWSE
43-047-30404-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 1 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	94S-42E	24	01	S	12	E	NESE
43-017-30102-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 2 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	94S-42E	4	01	S	12	E	NENE
43-019-30136-00-00	EVERGREEN OPERATING CORP	ANDERSON FED 2	Gas Well	Producing	EAST CANYON	GRAND	16S-24E	12	16	S	24	E	SWSW
43-019-30955-00-00	EVERGREEN OPERATING CORP	FEDERAL 24-1	Gas Well	Shut-In	EAST CANYON	GRAND	16S-24E	24	16	S	24	E	NWNE
43-019-31077-00-00	EVERGREEN OPERATING CORP	FEDERAL 1-34	Gas Well	Producing	BRYSON CANYON	GRAND	16S-24E	34	16	S	24	E	NESE
43-019-31078-00-00	EVERGREEN OPERATING CORP	FEDERAL 2-34	Gas Well	Producing	BRYSON CANYON	GRAND	16S-24E	34	16	S	24	E	SESW
43-047-30248-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 2	Gas Well	Shut-In	BLACK HORSE CYN	UINTAH	15S-24E	29	15	S	24	E	SESE
43-047-30284-00-00	EVERGREEN OPERATING CORP	PINE SPRING U 1	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	15	14	S	22	E	NESW
43-047-30325-00-00	EVERGREEN OPERATING CORP	RAT HOLE CYN 1	Gas Well	Shut-In	RAT HOLE CANYON	UINTAH	14S-25E	8	14	S	25	E	NWSE
43-047-30331-00-00	EVERGREEN OPERATING CORP	DRY BURN U 1	Gas Well	Shut-In	DRY BURN	UINTAH	13S-25E	29	13	S	25	E	NWSE
43-047-30332-00-00	EVERGREEN OPERATING CORP	1-1-23	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	23	14	S	24	E	SWNE
43-047-30460-00-00	EVERGREEN OPERATING CORP	SWEETWATER CYN 1	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	14	14	S	24	E	SWNW
43-047-30582-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 4-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	SWSW
43-047-30619-00-00	EVERGREEN OPERATING CORP	CROOKED CYN 13-17-14-23	Gas Well	Producing	CROOKED CANYON	UINTAH	14S-23E	17	14	S	23	E	NWNW
43-047-30622-00-00	EVERGREEN OPERATING CORP	WOLF UNIT 3-11-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	11	15	S	21	E	SESW
43-047-30639-00-00	EVERGREEN OPERATING CORP	MAIN CYN 11-10-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	10	15	S	23	E	SENW
43-047-30674-00-00	EVERGREEN OPERATING CORP	MAIN CYN 15-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	NWNE
43-047-30735-00-00	EVERGREEN OPERATING CORP	MAIN CYN 2-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	SWSE
43-047-30738-00-00	EVERGREEN OPERATING CORP	MAIN CYN 7-17-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	17	15	S	23	E	NWSE
43-047-30748-00-00	EVERGREEN OPERATING CORP	STATE 11-2-15-22	Gas Well	Plugged and Abandoned	MAIN CANYON	UINTAH	15S-22E	2	15	S	22	E	SENW
43-047-30791-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 6-35-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	35	14	S	23	E	NESE
43-047-30944-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 8-36-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	36	14	S	23	E	NESW
43-047-30975-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 1-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	SESE
43-047-30977-00-00	EVERGREEN OPERATING CORP	MAIN CYN 8-7-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	7	15	S	23	E	NESE
43-047-31003-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 3-26-14-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	14S-23E	26	14	S	23	E	SESW
43-047-31027-00-00	EVERGREEN OPERATING CORP	FEDERAL 6-14-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	14	15	S	21	E	NESW
43-047-31040-00-00	EVERGREEN OPERATING CORP	SWEETWATER 6-13-14-24	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	13	14	S	24	E	NESW
43-047-31041-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 16-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	NENE
43-047-31042-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 7-21-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	21	14	S	22	E	NWSE
43-047-31043-00-00	EVERGREEN OPERATING CORP	MAIN CYN 4-4-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	4	15	S	23	E	SWSW
43-047-31045-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 14-15-15-24	Gas Well	Shut-In	SOUTH CANYON	UINTAH	15S-24E	15	15	S	24	E	NENW
43-047-31063-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 8-20-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	20	14	S	22	E	NESE

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpr	Twpd	RngN	RngD	Qtr/Ctr
43-047-31071-00-00	EVERGREEN OPERATING CORP	FEDERAL 7-15-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	15	15	S	21	E	NWSE
43-047-31072-00-00	EVERGREEN OPERATING CORP	MAIN CYN 6-3-15-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-23E	3	15	S	23	E	NESW
43-047-31073-00-00	EVERGREEN OPERATING CORP	MAIN CYN 6-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	NESW
43-047-31074-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 13-26-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	26	14	S	22	E	NWNW
43-047-31091-00-00	EVERGREEN OPERATING CORP	FEDERAL 2-18-15-22	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-22E	18	15	S	22	E	SWSE
43-047-31096-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 9-12-14-21	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-21E	12	14	S	21	E	SENE
43-047-31104-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 12-8-15-24	Gas Well	Shut-In	SOUTH CANYON	UINTAH	15S-24E	8	15	S	24	E	SWNW
43-047-31111-00-00	EVERGREEN OPERATING CORP	MAIN CYN 16-4-15-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-23E	4	15	S	23	E	NENE
43-047-31134-00-00	EVERGREEN OPERATING CORP	FED ENI 7-1	Gas Well	Producing	DAVIS CANYON	UINTAH	13S-26E	7	13	S	26	E	NENE
43-047-31135-00-00	EVERGREEN OPERATING CORP	STATE 8-2-15-22	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-22E	2	15	S	22	E	NESE
43-047-31137-00-00	EVERGREEN OPERATING CORP	FEDERAL 5-13-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	13	15	S	21	E	NWSW
43-047-31348-00-00	EVERGREEN OPERATING CORP	FEDERAL 12-18-14-22	Gas Well	Shut-In	PINE SPRINGS	UINTAH	14S-22E	18	14	S	22	E	SWNW
43-047-34674-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 3-23-14S-22E	Gas Well	Location Abandoned	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SENE
43-047-34675-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 3-23-14S-22E	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SESW
43-047-34676-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 12-23-14S-22E	Gas Well	Temporarily-Abandoned	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SWNW
43-047-34941-00-00	EVERGREEN OPERATING CORP	BONANZA FED 15-27-10-25	Gas Well	Producing	UNDESIGNATED	UINTAH	10S-25E	27	10	S	25	E	NWNE
43-047-35555-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS ST 6-36-14-22	Gas Well	Spudded (Drilling commenced; Not yet completed)	UNDESIGNATED	UINTAH	14S-22E	36	14	S	22	E	NE
43-047-35556-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 4-22-14-22	Gas Well	Approved permit (APD); not yet spudded	PINE SPRINGS	UINTAH	14S-22E	22	14	S	22	E	SWSW
43-047-35566-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 15-21-14-22	Gas Well	Approved permit (APD); not yet spudded	PINE SPRINGS	UINTAH	14S-22E	21	14	S	22	E	NWNE

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

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

9/28/2004

FROM: (Old Operator): N2545-Evergreen Operating Corp. 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100	TO: (New Operator): N5155-Pioneer Natural Resources USA, Inc. 5205 N O'Connor Blvd Irving, TX 75039 Phone: 1-(972) 444-9001
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CA No.

Unit:

WELL(S)								
NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
HUBER-FEDERAL 7-9	09	120S	100E	4300730137	12991	Federal	GW	P
CROOKED CYN 13-17-14-23	17	140S	230E	4304730619	8055	Federal	GW	P
TRAPP SPRINGS 1-25-14-23	25	140S	230E	4304730975	8081	Federal	GW	P
TRAPP SPRINGS 16-25-14-23	25	140S	230E	4304731041	8081	Federal	GW	P
TRAPP SPRINGS 3-26-14-23	26	140S	230E	4304731003	8081	Federal	GW	S
TRAPP SPRINGS 6-35-14-23	35	140S	230E	4304730791	8081	Federal	GW	P
WOLF UNIT 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	S
FEDERAL 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
FEDERAL 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	S
MAIN CYN 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	S
MAIN CYN 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
MAIN CYN 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	P
MAIN CYN 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	P
MAIN CYN 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	P
MAIN CYN 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
ANDERSON FED 2	12	160S	240E	4301930136	583	Federal	GW	P
FEDERAL 24-1	24	160S	240E	4301930955	588	Federal	GW	S
FEDERAL 1-34	34	160S	240E	4301931077	9280	Federal	GW	P
FEDERAL 2-34	34	160S	240E	4301931078	9285	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: 10/21/2004
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/21/2004
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/21/2004
- Is the new operator registered in the State of Utah: YES Business Number: 5738462-0143
- If **NO**, the operator was contacted on:
- 6a. (R649-9-2)Waste Management Plan has been received on:
- 6b. Inspections of LA PA state/fee well sites complete on: ***

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: _____

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

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

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: 10/28/2004
2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 10/28/2004
3. Bond information entered in RBDMS on: 10/28/2004
4. Fee/State wells attached to bond in RBDMS on: 10/28/2004
5. Injection Projects to new operator in RBDMS on: 10/28/2004
6. Receipt of Acceptance of Drilling Procedures for APD/New on: ***

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 104091293

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 104319462
2. The **FORMER** operator has requested a release of liability from their bond on: 10/21/2004
The Division sent response by letter on: 10/28/2004

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: 11/1/2004

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. U-52030
2. Name of Operator Pioneer Natural Resources USA, Inc.		6. If Indian, Allottee or Tribe Name NA
3a. Address 1401 17th Street, Suite 1200, Denver, CO 80202	3b. Phone No. (include area code) 303-298-8100	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1797' FSL & 800' FEL SW NE SE Sec 34-T16S-R24E		8. Well Name and No. USA Federal #1-34-16S-24E
		9. API Well No. 43-019-31.077
		10. Field and Pool, or Exploratory Area San Arroyo
		11. County or Parish, State Grand County, Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" 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 Production Pit Closure
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

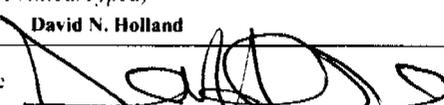
13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports 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.)

Pioneer Natural Resources has completed the excavation and remediation of two (2) production pits used by this well. The first pit was located at the well site. The second pit was adjacent to an off-site compression in SW SW Section 35-16S-24E. All field work was completed during the 2004 field season. Pits were excavated until the contaminant concentrations in the pit bottoms and sides were less than regulatory standards for TPH, EC, ESP, and SAR. Excavated soils were mixed with high nitrogen fertilizer and hay. After the soil landfarms were tested and contaminant concentrations were found to be less than regulatory standards, the soils were used to backfill the pits. See the attached laboratory results. Fiberglass tanks were installed to prevent future soil contamination.

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

RECEIVED
MAR 21 2005
DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed) David N. Holland	Title Environmental Manager, Western Division
Signature 	Date 3/17/05

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by	Title	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	

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.

Affected Populations

<100	0	0
100 to 300	5	
>3000	10	

Presence of Nearby Utility Conduits

Not present	0	0
Unknown	8	
Present	10	

Final Score 31

Levels of Environmental Sensitivity and Recommended Cleanup Levels for Soils and Oily Wastes

Total Petroleum Hydrocarbon (TPH in mg/kg or ppm)

Level I

Total Points	less than 50
TPH *,**	10,000

Level II

Total Points	greater than or equal to 50
--------------	-----------------------------

TPH *

For all scores totaling greater than or equal to 50, the cleanup level will be calculated using the formula below (10,000 ppm and 30 ppm TPH are the upper and lower limits of cleanup required).

$$.005 \times 100 = .5 \div \text{fraction benzene in soil} = \text{cleanup level in ppm}$$

Where: .005 = maximum contaminant level for benzene in ppm
100 = attenuation factor (EPA, 1980)

Example: $.005 \times 100 = .5 \div .0001 = 5,000 \text{ ppm TPH}$

for .01% benzene level in waste or soil to be abandoned

% TPH which is benzene is an indication of aqueous solubility of the waste

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Pioneer Natural Resources

3. ADDRESS OF OPERATOR:
1401 17th St., Suite 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 298-8100

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: 16S 24E 34

5. LEASE DESIGNATION AND SERIAL NUMBER:
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:
8. WELL NAME and NUMBER:
See attached list
9. WELL NUMBER:
4301931077
10. FIELD AND POOL, OR WILDCAT:

COUNTY:
STATE: UTAH

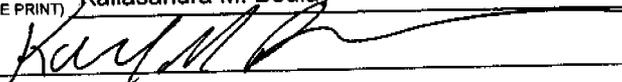
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/13/2006	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input 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"/> 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.
Change well name from "State Well Name" (Column 1) to "Well Name" (Column 2). See attached list for wells.

NAME (PLEASE PRINT) Kallasandra M. Boulay

TITLE Engineering Analyst

SIGNATURE 

DATE 1/3/2006

(This space for State use only)

RECEIVED

JAN 06 2006

DIV. OF OIL, GAS & MINING

Pioneer Natural Resources
 1401 17th Street, Suite 1200
 Denver, Colorado 80202
 Contact: Kallasandra Boulay
 Phone: (303) 675-2719

RECEIVED
 JAN 06 2006
 DIV. OF OIL, GAS & MINING

State Well Name	Well Name	Q	S	T	R	State	County	Field	Status (State)	API #	Operator	Well Type
	Huber Federal 7-9	SWNE	9	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30137	PNR	Gas Well
✓	Huber Federal 7-9	NWSW	10	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30596	PNR	Gas Well
✓	Huber-Jensen 1-10	NESW	10	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30164	PNR	Gas Well
✓	Huber-Jensen 11-10	SWNE	15	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30736	PNR	Gas Well
✓	Huber-Jensen 1-15	SWSE	4	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30733	PNR	Gas Well
✓	Huber-Jensen 1-4	SESE	9	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30163	PNR	Gas Well
✓	Huber-Jensen 16-9	NESE	8	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30768	PNR	Gas Well
✓	Huber-Jensen 1-8	NWSW	9	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30717	PNR	Gas Well
✓	Huber-Jensen 1-9	NENE	8	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30734	PNR	Gas Well
✓	Huber-Jensen 2-8	NENW	9	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30735	PNR	Gas Well
✓	Huber-Jensen 2-9	SWNW	10	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30162	PNR	Gas Well
✓	Huber-Jensen 5-10	NESE	10	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30159	PNR	Gas Well
✓	Huber-Jensen 9-10	SWSW	11	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30673	PNR	Gas Well
✓	Huber-Shimmin Trust 1-11	NWSW	12	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30674	PNR	Gas Well
✓	Huber-Shimmin Trust 1-12	SESE	11	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30659	PNR	Gas Well
✓	Huber-Shimmin Trust 2-11	SENE	14	12S	10E	Utah	Carbon	Castlegate	SI	43-007-30640	PNR	Gas Well
✓	Huber-Shimmin Trust 3-14	SENE	14	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30662	PNR	Gas Well
✓	Huber-Shimmin Trust 4-14	SENE	14	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30589	PNR	Gas Well
✓	Huber-State 1-16	NWNE	16	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30785	PNR	Gas Well
✓	Huber -St 4-16	SENE	16	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30786	PNR	Gas Well
✓	Jenson 7-15 Deep	SWNE	15	12S	10E	Utah	Carbon	Castlegate	TA	43-007-30786	PNR	Gas Well
✓	Shimmin Trust 11-11	NESW	11	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30166	PNR	Gas Well
✓	Shimmin Trust 14-12	SESW	12	12S	10E	Utah	Carbon	Castlegate	XX	43-007-30169	PNR	Gas Well
✓	Shimmin Trust 5	NWNE	14	12S	10E	Utah	Carbon	Castlegate	PR	43-007-30122	PNR	Gas Well
✓	Huber-St 1-35	NWNE	14	12S	10E	Utah	Carbon	Castlegate	PR	43-013-32308	PNR	WDW
✓	Anderson Fed 2	SWSW	35	12S	10E	Utah	Duchesne	Castlegate	Active	43-013-32308	PNR	WDW
✓	Federal 1-34	SWSW	12	16S	24E	Utah	Grand	East Canyon	PR	43-019-30136	PNR	Gas Well
✓	Federal 2-34	NESE	34	16S	24E	Utah	Grand	Bryson Canyon	PR	43-019-31077	PNR	Gas Well
✓	Black Horse 2	SESW	34	16S	24E	Utah	Grand	Bryson Canyon	PR	43-019-31078	PNR	Gas Well
✓	Fed ENI 7-1	NWNE	1	16S	24E	Utah	Grand	East Canyon	PA	43-019-30955	PNR	Gas Well
✓	Black Horse 2	NWNE	1	16S	24E	Utah	Grand	East Canyon	PA	43-019-30955	PNR	Gas Well
✓	Fed ENI 7-1	SESE	29	15S	24E	Utah	Uintah	Black Horse Canyon	SI	43-047-30248	PNR	Gas Well
✓	Fed ENI 7-1	NENE	1	13S	26E	Utah	Uintah	Davis Canyon	SI	43-047-31134	PNR	Gas Well

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
Federal UTU-82030

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.

8. WELL NAME and NUMBER:
Bryson Cyn Fed 1-34-16-24

9. API NUMBER:
4301931077

10. FIELD AND POOL, OR WLOCAT:
Bryson Canyon

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
Pioneer Natural Resources

3. ADDRESS OF OPERATOR:
1401 17th St., Suite 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2719

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1797' FSL & 800' FEL COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 34 16S 24E STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/30/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input checked="" 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 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.

OBJECTIVE: 1) Use plug and packer to find suspected casing leak(s)
2) Squeeze casing leak, acidize producing interval and RWTP

Open perforations:
Morrison : 6314, 06, 04, 6186, 84, 24, 22, 6028, 26, 23 (10 0.36" holes)
Dakota : 5974, 69, 63, 56, 48, 43, 08, 04, 5868, 66 (10 0.36" holes)

TOC on 4.5" casing at 4832' per CBL.

TD: 6690 ft
PBSD: 6400 ft

- MIRUWSU.
 - ND wellhead. NU BOPE's
 - POH with 2 3/8" tubing.
- ** Continued on page 2**

COPY SENT TO OPERATOR
DATE: 2-14-06
BY: CHD

NAME (PLEASE PRINT) Kallasandra M. Boulay TITLE Engineering Analyst
SIGNATURE [Signature] DATE 1/27/2006

(This space for State use only)

Utah Division of
Oil, Gas and Mining

Federal Approval Of This
Action Is Necessary

Date: 2/3/06
By: [Signature]

RECEIVED

JAN 30 2006

DIV. OF OIL, GAS & MINING

Federal 1-34-16S-24E
API # 43-019-31077

3. TIH with CIBP and set at 5800' (above top perf at 5866').
4. RIH with RBP and packer and test appropriate intervals of casing to 300 psi searching for casing leak (s).
5. Once casing leak is found, establish injection rate and pressure to determine size of cement squeeze.
6. Set RBP below leak and pressure test plug with packer to 300 psi.
7. Release packer and PUH above casing leak. Set packer +-75' above leak.
8. Load backside with 3% KCl and pressure test 4 1/2" casing to 300 psi for integrity (15 min).

Make any adjustments to cement slurry design (FL additives etc) and prepare to squeeze interval under packer. Presume slurry will be Class G :5.0 gps,15.8 ppg,1.15 cf/sx with appropriate additives. The low fluid loss additive to be 60-80 cc/30min of H2O if so confirmed by injectivity test).

9. With packer set, open bypass on packer and pump 50sx 'G' or volume as determined by injection rate and pressure down tubing. When cement is within 5 bbls of EOT, close bypass and displace cement slurry into perfs (monitor backside).
10. Once cement has been displaced below packer and if conditions indicate, hesitate squeeze with 20-30 min wait times.
11. Unset packer and reverse circulate.
12. WOC 24 hrs.
13. Drillout cement to below the casing leak.
14. Pressure test squeezed perfs to 500 psi and monitor for 30 min. Record for State report.
15. Drillout remaining cement and CIBP at 5800' and CO hole to PBTD at ±6400'.
16. RIH with packer and 2 3/8" tubing. RU swab. Swab test and record fluid entry.
17. If needed, acidize Dakota/Morrison perfs. Record pump pressure and rate. Over flush acid w 50 bbl 3% KCl.
18. RU swab. Swab back fluid recording gas shows and fluid entry.
19. RIH with notched collar, SSN, and 2 3/8" tubing. Land tubing at +/- 6120'. ND BOPE's & NU wellhead. RDMO completion rig.
20. Flow well to sales.

RECEIVED
JAN 30 2006
DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

Bryson Cyn Fed 1-34-16S-24E

9. API NUMBER:

4301931077

10. FIELD AND POOL, OR WILDCAT:

Bryson Canyon

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 _____

2. NAME OF OPERATOR:
Pioneer Natural Resources

3. ADDRESS OF OPERATOR: 1401 17th St., Suite 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2719

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 1797' FSL & 800' FEL COUNTY: Grand

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 34 16S 24E 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 checked="" 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: 2/20/2006	<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.

OBJECTIVE: 1) Use plug and packer to find suspected casing leak(s)
2) Squeeze casing leak, acidize producing interval and RWTP

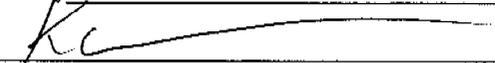
Open perforations:

Morrison : 6314, 06, 04, 6186, 84, 24, 22, 6028, 26, 23 (10 0.36" holes)
Dakota : 5974, 69, 63, 56, 48, 43, 08, 04, 5868, 66 (10 0.36" holes)

TOC on 4.5" casing at 4832' per CBL.

TD: 6690 ft
PBD: 6400 ft

Continued on page 2

NAME (PLEASE PRINT) Kallasandra M. Boulay TITLE Engineering Analyst
SIGNATURE  DATE 2/23/2006

(This space for State use only)

RECEIVED
MAR 13 2006

1. MIRUWSU.
2. ND wellhead. NU BOPE's
3. POH with 2 3/8" tubing.
4. TIH with CIBP and set at 5800' (above top perf at 5866').
5. RIH with RBP and packer and test appropriate intervals of casing to 300 psi searching for casing leak (s).
6. Once casing leak is found, establish injection rate and pressure to determine size of cement squeeze.
7. Set RBP below leak and pressure test plug with packer to 300 psi.
8. Release packer and PUH above casing leak. Set packer +/-75' above leak.
9. Load backside with 3% KCl and pressure test 4 1/2" casing to 300 psi for integrity (15 min).

Make any adjustments to cement slurry design (FL additives etc) and prepare to squeeze interval under packer. Presume slurry will be Class G :5.0 gps,15.8 ppg,1.15 cf/sx with appropriate additives. The low fluid loss additive to be 60-80 cc/30min of H2O if so confirmed by injectivity test).

10. With packer set, open bypass on packer and pump 50sx 'G' or volume as determined by injection rate and pressure down tubing. When cement is within 5 bbls of EOT, close bypass and displace cement slurry into perfs (monitor backside).
11. Once cement has been displaced below packer and if conditions indicate, hesitate squeeze with 20-30 min wait times.
12. Unset packer and reverse circulate.
13. WOC 24 hrs.
14. Drillout cement to below the casing leak.
15. Pressure test squeezed perfs to 500 psi and monitor for 30 min. Record for State report.
16. Drillout remaining cement and CIBP at 5800' and CO hole to PBTD at +/-6400'.
17. RIH with packer and 2 3/8" tubing. RU swab. Swab test and record fluid entry.
18. If needed, acidize Dakota/Morrison perfs. Record pump pressure and rate. Over flush acid w 50 bbl 3% KCl.
19. RU swab. Swab back fluid recording gas shows and fluid entry.
20. RIH with notched collar, SSN, and 2 3/8" tubing. Land tubing at +/- 6120'. ND BOPE's & NU wellhead. RDMO completion rig.
21. Flow well to sales.

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.		9. API NUMBER: 93-019-31077
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 3A 16S 24e		COUNTY: Grand & Uintah
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 checked="" 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>Monthly Shut In</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Status October 2007</u>

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

The attached is a list of wells that remained shut-in during the month of October 2007 due to economical market conditions.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>11/2/2007</u>

(This space for State use only)

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NOV 05 2007

DIV. OF OIL, GAS & MINING

Pioneer Natural Resources USA, Inc.				
Subsequent Report of Shut In on Federal Wells				
Shut-In The Month Of October 2007				
Attachment to Form 9				
Date of Report: November 2, 2007				
Well Name & Number	API No.	Field Name	Q/Q S/T/R	Lease No.
Bryson Canyon Federal 2-34-16S-24E	43-019-31077	Bryson Canyon	SESW 34-16S-24E	UTU 52030
Bryson Canyon Federal 1-34-16S-24E	43-019-31078	Bryson Canyon	NESE 34-16S-24E	UTU 52030
Anderson Federal 2-12-16S-24E	43-019-30136	East Canyon	SWSW 12-16S-24E	U04967C
Wolf Point Federal 5-13-15S-21E	43-047-31137	Wolf Point	NWSW 13-15S-21E	U30112
Wolf Point Federal 6-14-15S-21E	43-047-31027	Wolf Point	NESW 14-15S-21E	U10173
Wolf Point Federal 7-15-15S-21E	43-047-31071	Wolf Point	NWSE 15-15S-21E	U6618
Federal 3-11-15S-21E	43-047-30622	Wolf Point	SESW 11-15S-21E	U6618
Main Canyon 11-10-15S-23E	43-047-30639	Main Canyon	SESW 10-15S-23E	U8361
Main Canyon 15-8-15S-23E	43-047-30674	Main Canyon	NWNE 8-15S-23E	U9211
Main Canyon 16-4-15S-23E	43-047-31111	Main Canyon	NENE 4-15S-23E	U8361
Main Canyon 2-8-15S-23E	43-047-30735	Main Canyon	SWSE 8-15S-23E	U9211
Main Canyon 4-4-15S-23E	43-047-31043	Main Canyon	SWSW 4-15S-23E	U8361
Main Canyon 6-8-15S-23E	43-047-31073	Main Canyon	NESW 8-15S-23E	U9211
Main Canyon 7-17-15S-23E	43-047-30736	Main Canyon	NWSE 17-15S-23E	U8359
Main Canyon Fed 23-7-15-23E	43-047-37705	Main Canyon	NESW 7-15S-23E	U9211
Federal 13-17-14S-23E	43-047-30619	Crooked Canyon	NWNW 17-14S-23E	UTU6613
Trapp Springs 16-25-14S-23E	43-047-31041	Main Canyon	NENE 25-14S-23E	U38073
Trapp Springs 8-36-14S-23E	43-047-30944	Main Canyon	NESE 36-14S-23E	ML18667
Trapp Springs 4-25-14S-23E	43-047-30582	Main Canyon	SWSW 25-14S-23E	U38073
Trapp Springs 6-35-14S-23E	43-047-30791	Main Canyon	NESW 35-14S-23E	U35272
Pine Springs 13-26-14S-22E	43-047-31074	Main Canyon	NWNW 26-14S-22E	U27413
Pine Springs 3-23-14S-22E	43-047-34675	Main Canyon	SESW 23-14S-22E	UTU006614
Pine Springs 7-21-14S-22E	43-047-31042	Main Canyon	NWSE 21-14S-22E	U10199
Pine Springs 8-20-14S-22E	43-047-31063	Pine Springs	NESE 20-14S-22E	U10199
Pine Springs 9-12-14S-21E	43-047-31096	Pine Springs	SENE 12-14S-21E	U10272

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NOV 05 2007

DIV. OF OIL, GAS & MINING

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:

3/1/2010

FROM: (Old Operator): N5155-Pioneer Natural Resources USA, Inc. 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1 (303) 675-2610	TO: (New Operator): N3655-Foundation Energy Management, LLC 14800 Landmark Blvd, Suite 2200 Dallas, TX 75254 Phone: 1 (918) 585-1650
--	---

CA No.		Unit:						
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: 3/18/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/18/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2010
- Is the new operator registered in the State of Utah: Business Number: 7591070-0161
- (R649-9-2)Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- 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")** 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: 5/20/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/10/2010
- Bond information entered in RBDMS on: 5/20/2010
- Fee/State wells attached to bond in RBDMS on: 5/20/2010
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000427
- 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 B005552 & B005635
- The **FORMER** operator has requested a release of liability from their bond on: n/a

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: 6/10/2010

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Foundation Energy Management, LLC <i>N 3655</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 14800 Landmark Blvd. - Ste 220 CITY Dallas STATE TX ZIP 72254		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		8. WELL NAME and NUMBER: See Attached List
PHONE NUMBER: (918) 585-1650		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT:

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 checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 1/1/2010	<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.

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the attached list of wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

Betty Brownson
Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc. *N5155*

1401 17th Street - Suite 1200
Denver, CO 80202
Telephone: 303-675-2610
Fax: 303-294-1255

Joel P. Sauer
Joel P. Sauer
Vice President
Foundation Energy Management, LLC.

14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UDOGM Bond No. ~~B005552~~ B005552 & B005635
UT Trust Lands: B005499 BLM Bond No UTB000427
Telephone: 918-585-1650
Fax: 918-585-1660

NAME (PLEASE PRINT) Joel P. Sauer TITLE Vice President

SIGNATURE *Joel P. Sauer* **APPROVED 5/20/2010** *3-10-2010* **RECEIVED**

(This space for State use only)

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

MAR 18 2010
DIV. OF OIL, GAS & MINING

Pioneer Natural Resources (N5155) to Foundation Energy Management (N3655)
EFFECTIVE March 1, 2010

well_name	sec	twp	rng	api	entity	lease	type	stat
ANDERSON FED 2-12-16-24	12	160S	240E	4301930136	583	Federal	GW	S
BRYSON CANYON FED 1-34-16-24	34	160S	240E	4301931077	9280	Federal	GW	S
BRYSON CANYON FED 2-34-16-24	34	160S	240E	4301931078	9285	Federal	GW	P
STATE 21-10	10	160S	230E	4301931390	13560	State	GW	S
SE FLANK UINTAH 1-28	28	150S	220E	4304730126	6121	Federal	OW	P
CROOKED CANYON 13-17-14-23	17	140S	230E	4304730619	8055	Federal	GW	P
WOLF POINT FED 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	P
MAIN CANYON FED 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	S
MAIN CYN FED 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	S
MAIN CYN FED 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN FED 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
TRAPP SPRINGS 6-35-14-23	35	140S	230E	4304730791	8081*	Federal	GW	P
TRAPP SPRINGS 1-25-14-23	25	140S	230E	4304730975	8081*	Federal	GW	S
MAIN CYN FED 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	TA
TRAPP SPRINGS FED 3-26-14-23	26	140S	230E	4304731003	8081*	Federal	GW	S
WOLF POINT FED 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
TRAPP SPRINGS 16-25-14-23	25	140S	230E	4304731041	8081*	Federal	GW	S
MAIN CYN FED 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
WOLF POINT FED 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	P
MAIN CANYON FED 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	S
MAIN CANYON FED 6-8-15-23	08	150S	230E	4304731073	11606	Federal	GW	S
WOLF POINT FED 2-18-15-22	18	150S	220E	4304731091	8077	Federal	GW	S
MAIN CANYON FED 16-4-15-23	04	150S	230E	4304731111	11608	Federal	GW	S
DAVIS CANYON FED 7-1-13-26	07	130S	260E	4304731134	2840	Federal	GW	S
WOLF POINT FED 5-13-15-21	13	150S	210E	4304731137	8071	Federal	GW	P
PINE SPRINGS FED 12-23-14-22	23	140S	220E	4304734676	13616	Federal	GW	OPS
PINE SPRINGS ST 6-36-14-22	36	140S	220E	4304735555	14352	State	GW	P
PINE SPRINGS ST 15-36-14-22	36	140S	220E	4304736962	15410	State	GW	P
MAIN CANYON FED 23-7-15-23	07	150S	230E	4304737705	15699	Federal	GW	P
MAIN CYN FED 12-8-15-23	08	150S	230E	4304739428	16256	Federal	GW	P

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

5. Lease Serial No. **MOAB FIELD OFFICE**

6. If Indian, Allottee or Tribe Name **2010 MAR 22 AM 10:58**

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit of CA/Agreement, Name and/or No.
2. Name of Operator Foundation Energy Management, LLC		8. Well Name and No. See Below
3a. Address 14800 Landmark Blvd. - Suite 220 Dallas, TX 72254		9. API Well No.
3b. Phone No. (include area code) 918-575-1650		10. Field and Pool or Exploratory Area
4. Location of Well (Footage, Sec., T., R., M., or Survey Description)		11. Country or Parish, State Grand Co., UT

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" 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: <u>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the following wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

- 1) API: 4301930136 - Anderson Fed 2-12-16-24 - SWSW, 12, T16S-R24E - Lease: UTU-04967C
- 2) API: 4301931077 - Bryson Canyon Fed 1-34-16-24 - NESE, 34, T16S-R24E - Lease: UTU-52030
- 3) API: 4301931078 - Bryson Canyon Fed 2-34-16-24 - SESW, 34, T16S-R24E - Lease: UTU-52030

UT13000427

Betty Brownson
Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc.
1401 17th Street - Suite 1200
Denver, CO 80202
Telephone: 303-675-2610
Fax: 303-294-1255

Joel P. Sauer
Joel P. Sauer
Vice President
Foundation Energy Management, LLC.
14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UT BLM: B005501
Telephone: 918-585-1650
Fax: 918-585-1660

RECEIVED

APR 14 2010

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.
Name (Printed/Typed) **Joel P. Sauer** Title **Vice President**

Signature *Joel P. Sauer* Date **3-10-2010**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by **ACCEPTED** Division of Resources
Title **MOAB Field Office** Date **4/7/2010**
Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Instructions on page 2)

cc: UDDGM 4/7/10

Conditions Attached

Foundation Energy Management, LLC
Well No. Anderson Federal 2-12-16-24
Lease UTU04967C
Section 12, T16S, R24E
Well Nos. Bryson Canyon Federal 1-34-16-24 and 2-34-16-24
Lease UTU52030
Section 34, T16S, R24E
Grand County, Utah

CONDITIONS OF ACCEPTANCE

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

Be advised that Foundation Energy Management, LLC is considered to be the operator of the above wells effective March 1, 2010, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for these wells is provided by UTB000427 (Principal – Foundation Energy Management, LLC) via surety consent as provided for in 43 CFR 3104.2.

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-52030
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:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: BRYSON CANYON FED 1-34-16-24
2. NAME OF OPERATOR: FOUNDATION ENERGY MANAGEMENT, LLC	9. API NUMBER: 43019310770000
3. ADDRESS OF OPERATOR: 16000 N Dallas Parkway Ste 875 , Dallas, TX, 75248	PHONE NUMBER: 918 585-1650 Ext 212
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1797 FSL 0800 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 34 Township: 16.0S Range: 24.0E Meridian: S	9. FIELD and POOL or WILDCAT: BRYSON CANYON COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 12/3/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input checked="" type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Foundation Energy Management, LLC proposes to add Dakota perforations from 5,764' - 5,772' and 5,800' - 5,824' in the Bryson Canyon 1-34 per the following procedure: 1). MIRU WO Rig 2). NDWH/NU BOP 3). TOOH 2-3/8" N-80 4). MIRU WL 5). Install packoff and run CCL/GR log 6). RIH and perforate 5,764' - 5,772' and 5,800' - 5,824' w/ 2 JSPF 7). Pump 1,000 gal 15% HCl treatment 8). Swab well until it kicks off 9). Return to production

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

Date: ~~November 16, 2015~~
By: *Derek Duff*

NAME (PLEASE PRINT) Jamie Lyles	PHONE NUMBER 918 526-5545	TITLE Operations Assistant
SIGNATURE N/A	DATE 11/3/2015	

Foundation Energy Management, LLC WELLBORE DIAGRAM

Well / Battery Bryson Canyon Fed 1-34	Prospect Name Bryson Canyon	Total Depth 6,690'	Current Status PR
Location NESE	Sec-Twn-Rng 34-T16S-R24E	Producing Horizon Dakota/Morrison	County & State Grand, UT

Before WELLBORE DIAGRAM

Prepared Date: 8/3/2015
Prepared By: Austin Anderson

General Info

API #: 43-019-31077
KB Elevation:
GL Elevation: 6,985'
Spud Date: 8/16/83
Completion Date: 9/23/83
TVD: 6,690'
MD: 6,690'
Last PBTD: 6,490'

Tubing Detail

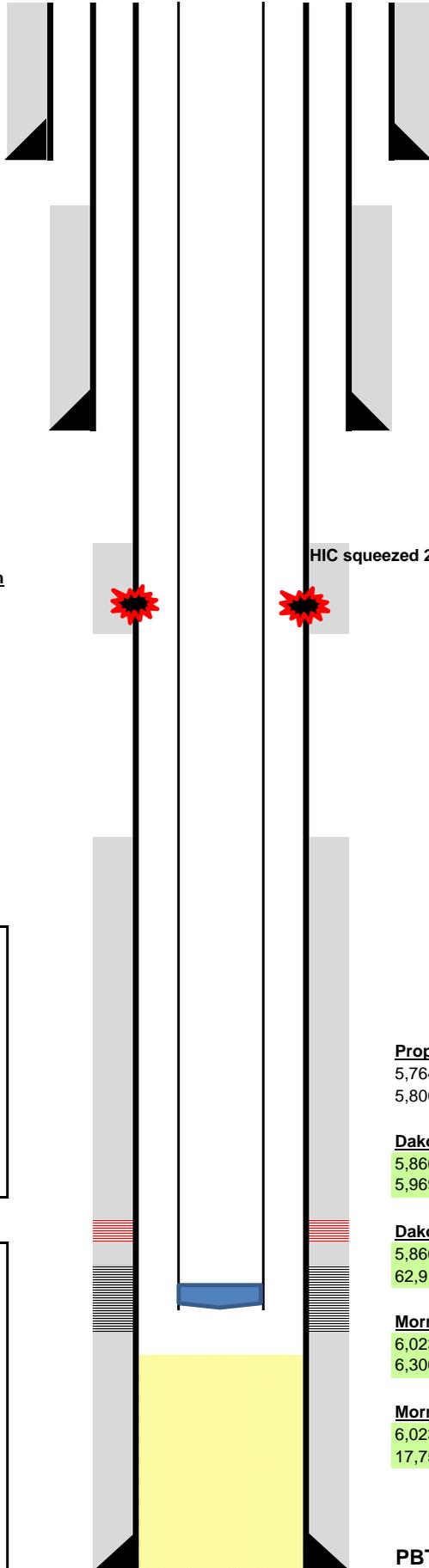
2-3/8 inch(OD)
4.7 # (weight)
N-80 grade

Tubing Tally

	Length	Depth
KB		
2-3/8"		
SSN		
NC	6,120	6120



Well Notes:
2/16/2006
Pumped 1,003 gals HCl followed by 3,123 gals produced water. Treatment rate was 2.8 bpm @ 75 psi.
2/23/2006
Subsequent Sundry to Hunt for HIC



Surface Casing

9-5/8" inch (OD)
36 # (weight)
grade
139' depth from KB
0 cement top Visual Returns
100 sacks of cement
12-1/4" inch (OD) HOLE SIZE

Intermediate Casing

7" inch (OD)
20 # (weight)
grade
2,471' depth from KB
558' cement top Calculated
250 sacks of cement
8-3/4" inch (OD) HOLE SIZE

HIC squeezed 2/2006

Production Casing

4-1/2" inch (OD)
11.6 # (weight)
N-80 grade
6,687' depth from KB
4,832' cement top CBL
350 sacks of cement
6-1/8" inch (OD) HOLE SIZE

Proposed Dakota Perforations

5,764' - 5,772'
5,800' - 5,824'

Dakota Perforations

5,866'; 5,868'; 5,904'; 5,908'; 5,943'; 5,948'; 5,956'; 5,963';
5,969'; 5,974'

Dakota Stimulation

5,866' - 5,974'
62,916# 20/40 sand, 75Q foam

Morrison Perforations

6,023'; 6,026'; 6,028'; 6,122'; 6,124'; 6,184'; 6,186'; 6,304';
6,306'; 6,314'

Morrison Stimulation

6,023' - 6,314'
17,750# 20/40 sand, 75Q foam

PBTD: 6,400'