

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

OIL & GAS OPERATIONS
RECEIVED

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

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
At surface
1600 Broadway, Suite 2060, Denver, Colorado 80202
1533.7 FWL, 905.0 FSL
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) 905
18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. None
16. NO. OF ACRES IN LEASE 640
17. NO. OF ACRES ASSIGNED TO THIS WELL 320
19. PROPOSED DEPTH 6650
20. ROTARY OR CABLE TOOLS Rotary

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

5. LEASE DESIGNATION AND SERIAL NO.
U-52030
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
JUN 23 1983
7. UNIT AGREEMENT NAME CITY, UTAH
8. FARM OR LEASE NAME
U.S.A.
9. WELL NO.
2-34
10. FIELD AND POOL, OR WILDCAT
Wildcat
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 34, T16S, R24E, SLB&M
12. COUNTY OR PARISH
Grand
13. STATE
Utah

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
1 1/2"	9-5/8"	36# K-55	0-150	100 sx Cl.G, 3% CaCl2
8-3/4"	7"	20# K-55	0-2300	150 sx Cl.G, 1% CaCl2
6 1/2"	4 1/2"	11.6# N-80	0-6650	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 20, 1983
(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____
APPROVED BY [Signature] FOR E. W. GUYNN
CONDITIONS OF APPROVAL, IF ANY: _____ TITLE Chief, Branch of Fluid Minerals JUL 18 1983

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 0122

F & M Oil Co., Inc.
Well No. 2-34
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. 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

SUGGESTED COLORS TO PAINT OIL & GAS

PRODUCTION FACILITIES

Book Cliffs 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.



**gordon
engineering INC.**

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

June 20, 1983

Utah Division of Oil, Gas & Mining
Mr. Cleon B. Feight, Director
4241 State Office Building
Salt Lake City, Utah 84114

Re: F & M Oil Company, 2-34 U.S.A., Section 34, T16S,
R24E, SLB&M, Grand County, Utah

Dear Mr. Feight:

Enclosed is the Application for Permit to Drill the above referenced well. We wish to begin drilling on this well on July 15, 1983 so your cooperation in expediting the approval of the application will be appreciated.

Very truly yours,


A.N. Yater

ANY:bb
Enclosures

cc: F & M Oil Company
Denver, Colorado

RECEIVED
JUN 23 1983

**DIVISION OF
OIL, GAS & MINING**

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

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

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

b. Type of Well
Oil Well Gas Well Other Single Zone Multiple Zone

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
1,533.7 FWL, 905.0 FSL
At proposed prod. zone

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

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drlg. line, if any)
905

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.
None

19. Proposed depth
6650

20. Rotary or cable tools
Rotary

21. Elevations (Show whether DF, RT, GR, etc.)
6,985' G.R.

22. Approx. date work will start*
July 15, 1983

7. Unit Agreement Name

8. Farm or Lease Name
U.S.A.

9. Well No.
2-34

10. Field and Pool, or Wildcat
Wildcat - UNDESIG.

11. Sec., T., R., M., or Bk. and Survey or Area
Sec. 34, T16S, R24E, SLB&M

12. County or Parrish

13. State
Utah

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 Class G, 3% CaCl ₂
8-3/4"	7"	20# K-55	0-2300	150 sx Class G, 1% CaCl ₂
6-1/4"	4-1/2"	11.6# N-80	0-6650	RFC, quantity to be determined by logs.

Lease information: **T16S, R24E, SLB&M**
Section 34: All

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

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

DATE: **6-29-83**
BY: *[Signature]*

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface geology and proposed directional depths. If proposal is for a wellhead or other surface facility, describe the proposed program, if any.

24. Signed: *A. N. Yates* Title: **Consulting Engineer** Date: **June 20, 1983**

Permit No. _____ Approval Date _____

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

S89° 54' W

(G.L.O.)

5276.0'

5280.0'

(G.L.O.)

34

5280.0'

(G.L.O.)

N 00° 02' W

Well Location
Elev. 6985

1533.7

905.0

EAST

EAST

(G.L.O.)

5280.0'

N.W. Corner
Section 4, T.17S., R24E.
S.L.B.&M.

WELL LOCATION

1533.7 FT. E.W.L., 905.0 FT. N.S.L.
SECTION 34, T.16S., R24E. 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

P.E. #13,853

Scale: 1 in. = 1000 feet



Found U.S.G.L.O.
Brass Cap 1925



GORDON ENGINEERING, INC.
ENGINEERING - SURVEYING

Date JUNE 4, 1983

F & M OIL CO.
2-34 U.S.A.

Drawn by

Checked by

Sheet 1 of 3

JUNE 2, 1983

8302



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

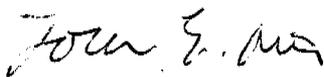
Gentlemen:

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.


Loren E. Avis

RECEIVED JUN 20 1983

S89° 54'

(G.L.O.)

5276.0'

5280.0'

(G.L.O.)

34

5280.0'

(G.L.O.)

N 00° 01' W

Well Location
Elev. 6985

1533.7

905.0

EAST

EAST

(G.L.O.)

5280.0'

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

WELL LOCATION

1533.7 FT. E.W.L., 905.0 FT. N.S.L.
SECTION 34, T.16S., R.24E. 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

P.E. #13,853



**GORDON ENGINEERING, INC.
ENGINEERING - SURVEYING**

Date JUNE 4, 1983

F & M OIL CO.
2-34 U.S.A.

Drawn by

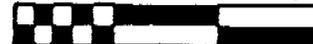
Checked by

Sheet 1 of 3

Survey date JUNE 2, 1983

Job # 8302

Scale: 1 in. = 1000 feet



Found U.S.G.L.O.
Brass Cap 1925

(Units of bearing)

F & M OIL CO.

2-34 U.S.A.

GRAND COUNTY, UTAH

TEN POINT COMPLIANCE PLAN

1. The surface formation is Mesa Verde.

2. Estimated tops are:

Anchor Mine	1,932'
Buck Tongue	2,130'
Castle Gate	2,200'
Mancos "B"	2,910'
Base Mancos "B"	3,730'
Ferron	5,500'
Dakota Silt	5,780'
Morrison	6,030'
Salt Wash	6,480'
TD	6,650'

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

Anchor Mine	1,932'	Coal
Castle Gate	2,200'	Gas
Mancos "B"	2,910'	Gas
Dakota	5,780'	Gas
Morrison	6,030'	Gas
Salt Wash	6,480'	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 6,650'.

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 6,650'. 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.

JUL 29 1983

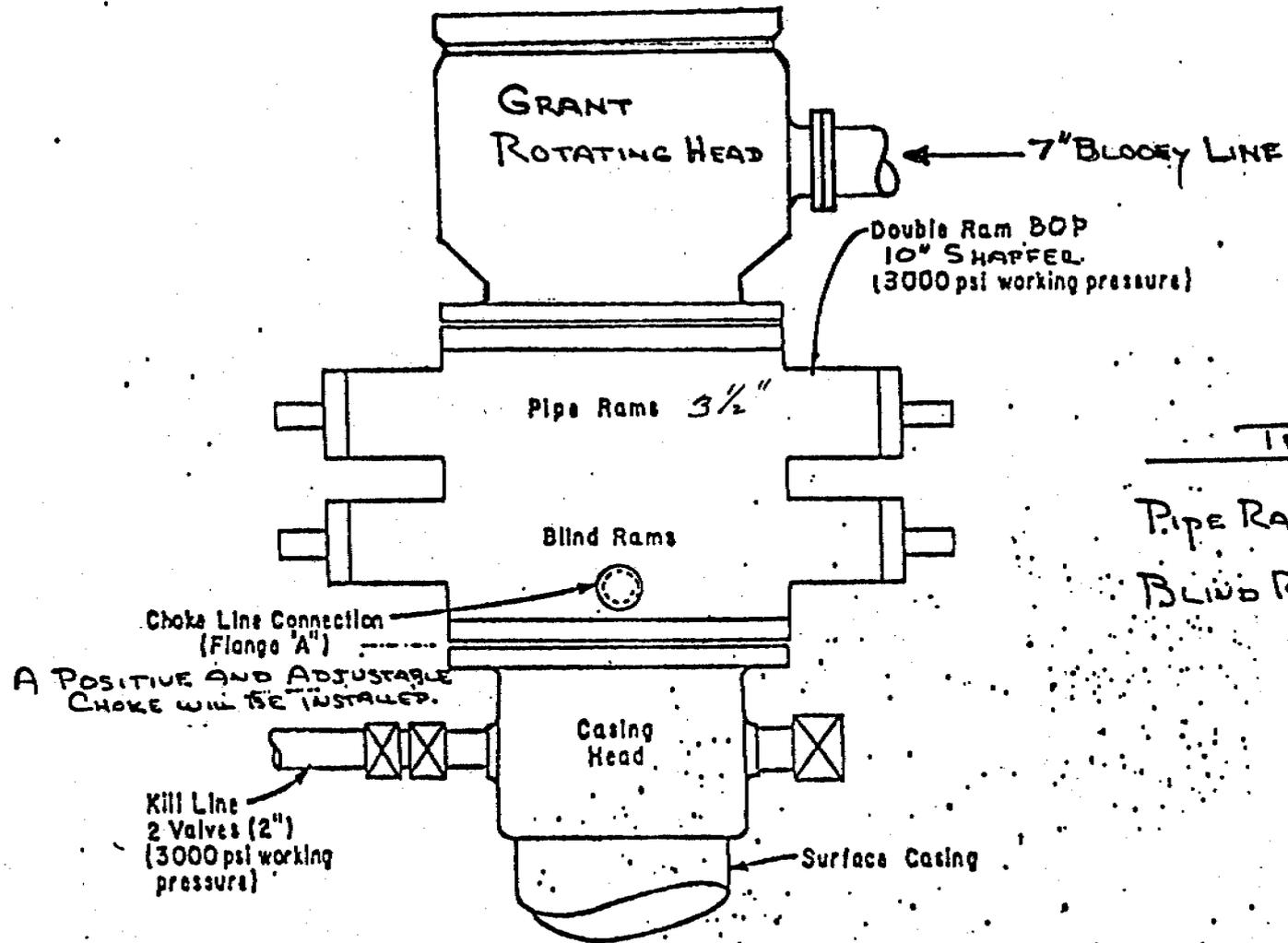
DIVISION OF

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 150-6,650'.
Compensated density w/sidewall neutron 150-6,650'.

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

9. Maximum pressure anticipated is 2000 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

F & M OIL COMPANY

2-34 U.S.A.

GRAND COUNTY, UTAH

LEASE #U-52030

MULTI-POINT SURFACE USE AND OPERATIONS PLAN

1. EXISTING ROADS: See Plat #1. From Mack, Colorado proceed westerly on I-70 for 17 miles to Westwater Exit. Take U.S. Highway 6 northeasterly for 4 miles to County Road. Turn left on County Road and follow for 10 miles to Hay Canyon, Middle Canyon, and East Canyon forks. Take East Canyon fork for 3.2 miles to Paradise Hill Road. Turn left and follow road for 8 miles to fork. Turn right and follow road for 0.5 miles to Tenneco 33-2 location.
2. PLANNED ACCESS ROAD: An access road approximately 7000 feet long will be required from the Tenneco location to the proposed drill site. The road will follow a bench northerly for approximately 2500 feet, then cross the canyon on a rock ledge and then follow the same bench for approximately 4,500 feet to the proposed location.

It will enter the location from the north as shown on Plat #5 and will be built to the following specifications:

- A. Width: The access road will have a travel surface of 16 feet and the maximum disturbed area will be kept to a minimum, in no case over 30 feet.
- B. Maximum grades: A maximum grade of 6% will be required for 300 feet on the west side of the canyon at the crossing.
- 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 6% grade slope.
- E. Location and size of culverts, cuts, and fills: No culverts will be required. A low water crossing will be made at the canyon crossing where a thick ledge of rock is present.

A cut slope of approximately 6 feet will be required on the grade going to the canyon crossing and will be back sloped at 2:1. No fills 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: See Plat #2

- A. Water wells: None.
- B. Abandoned wells: Four
- C. Temporarily abandoned wells: None.
- D. Disposal wells: None.
- E. Drilling wells: One
- F. Producing wells: Six
- G. Shut in wells: Three
- H. Injection wells: None.
- I. Monitoring or observations 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 sheep tight, of 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, T21S, 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 and stockpiled at the southwest corner of the location.
- B. The top 6 inches of topsoil will be removed and stockpiled east of the location.
- 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 reseed 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 scarified to a depth of 8 inches 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.

- 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.
Attention: A. N. Yater
P.O. Box 3525
Grand Junction, Colorado 81502
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: 6-20-83


A. N. Yater, Engineer

PLAT 1

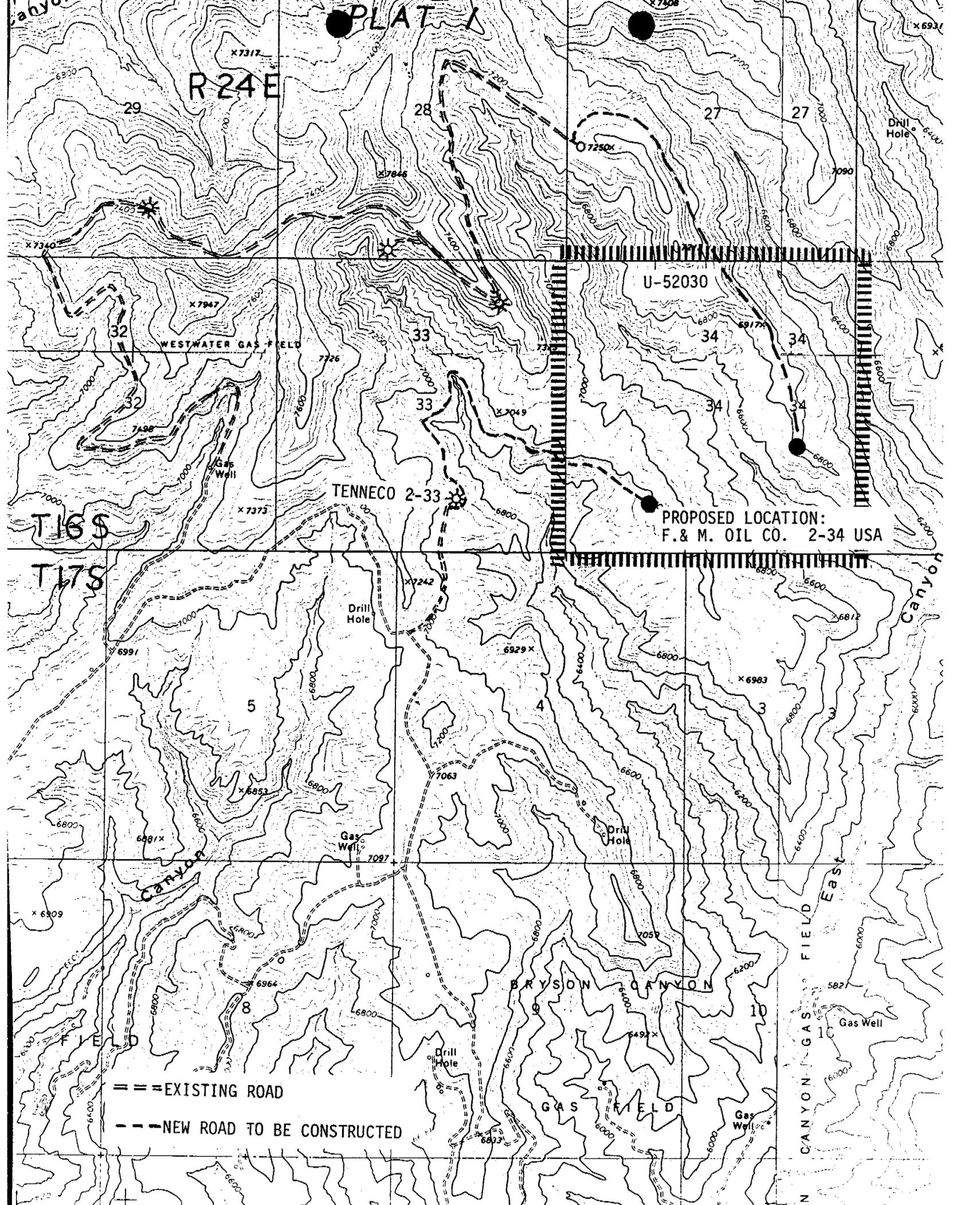
R 24 E

U-52030

TENNECO 2-33

PROPOSED LOCATION:
F. & M. OIL CO. 2-34 USA

== EXISTING ROAD
-- NEW ROAD TO BE CONSTRUCTED



FLAT 2

FENCE CANYON

MTN.F.
9051

POPE
1000

BELCO
8022

HORSE POINT

EAST CANYON

8283 OVE

6300

SAN

Side

UNDERWOOD
7205

7291

6505

SINCL
4950

UNDERWOOD
6604

6118

SHAMROCK
6030

OFM 34-2 USA

SINCL
4569

SUNRAY
7025

WESTWATER

BRYSON CANYON

BAR "X"

TREND
5240

STATELINE

6576

5706

EL PASO
5530

INT. DRG.
2 GOVT.
161

1147

AMER.
FRONTIER
3783

W. BAR "X"

272
SW. B.

SELCO
5533

PEASE
4774

HANCOCK
4287

PEAR PARK

5860

QUINTA
128

3814

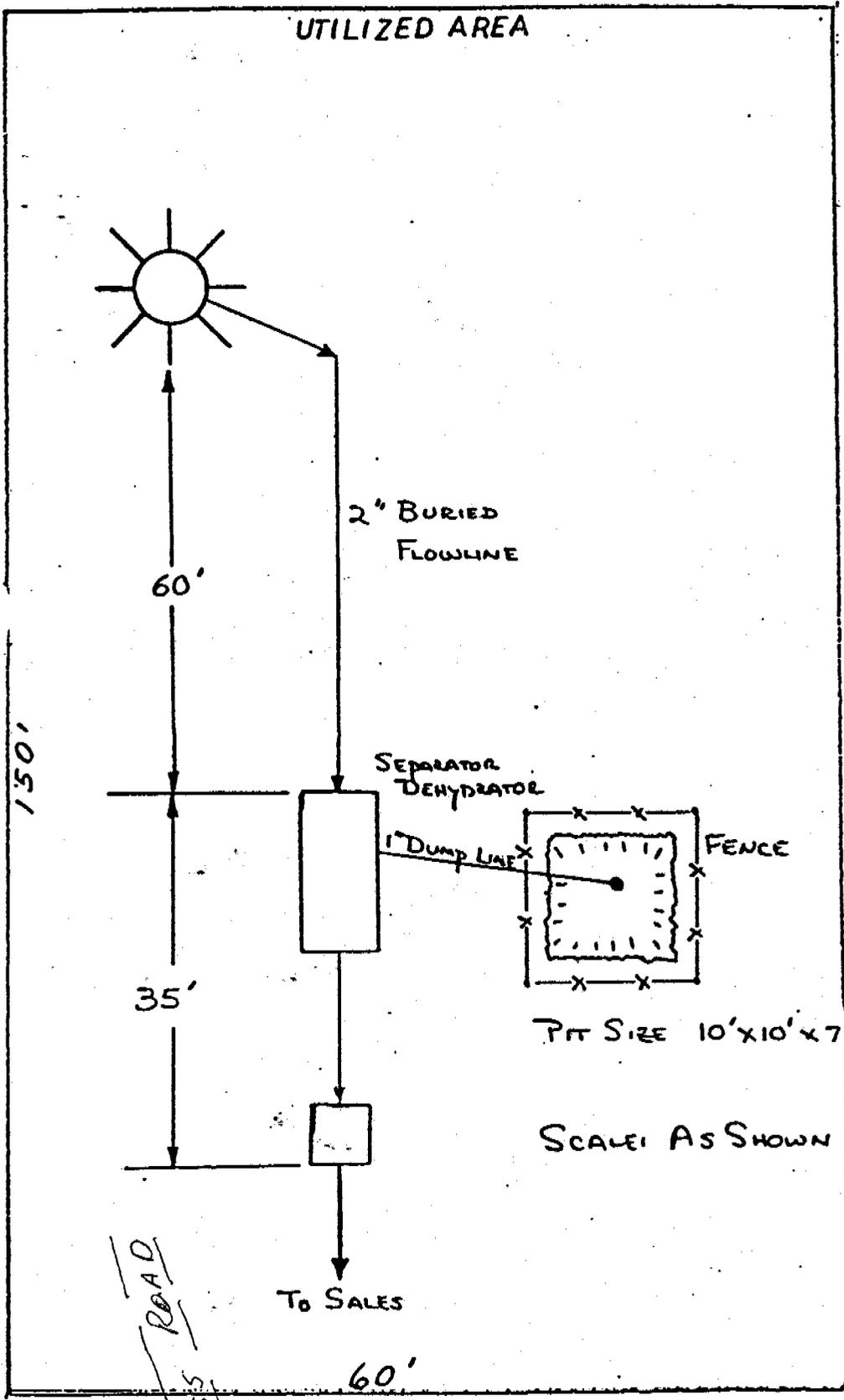
2646

2773

CARTER
2800

SKELLY
2055

PLAT No. 3
TYPICAL PRODUCTION EQUIPMENT



PIT SIZE 10' X 10' X 7'

SCALE AS SHOWN

ROAD ACCESS

ACCESS

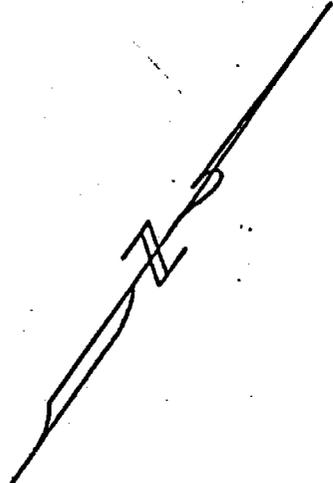
← 200' →

250'

TOP 5014



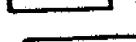
TRAILER
HOUSES



Toilet



Propane



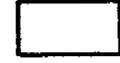
Fuel



Air Comp



TRASH CASE



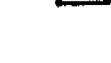
Frac Tank



Booster



Light
Plant



Mist Pump



Drill Rig
Well



Dog House



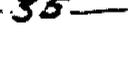
Pipe
Rock



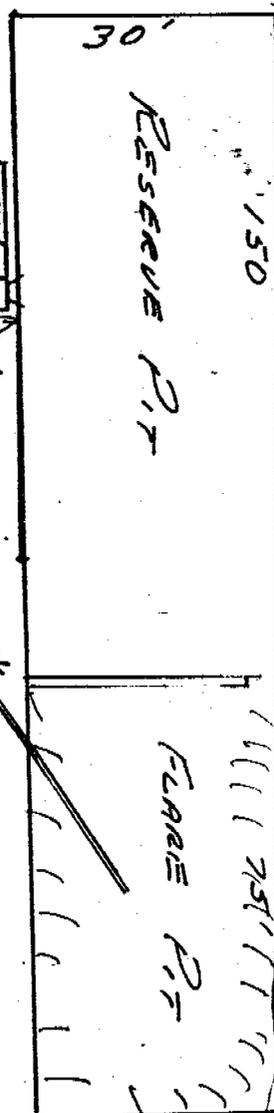
Junk
Basket



Flowline



35'

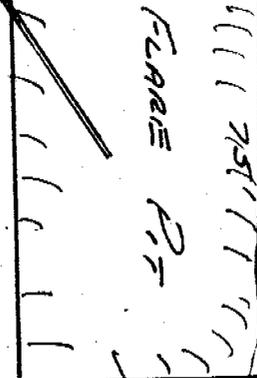


RESERVE PIT

30'

150'

7" Blastic Line
125'

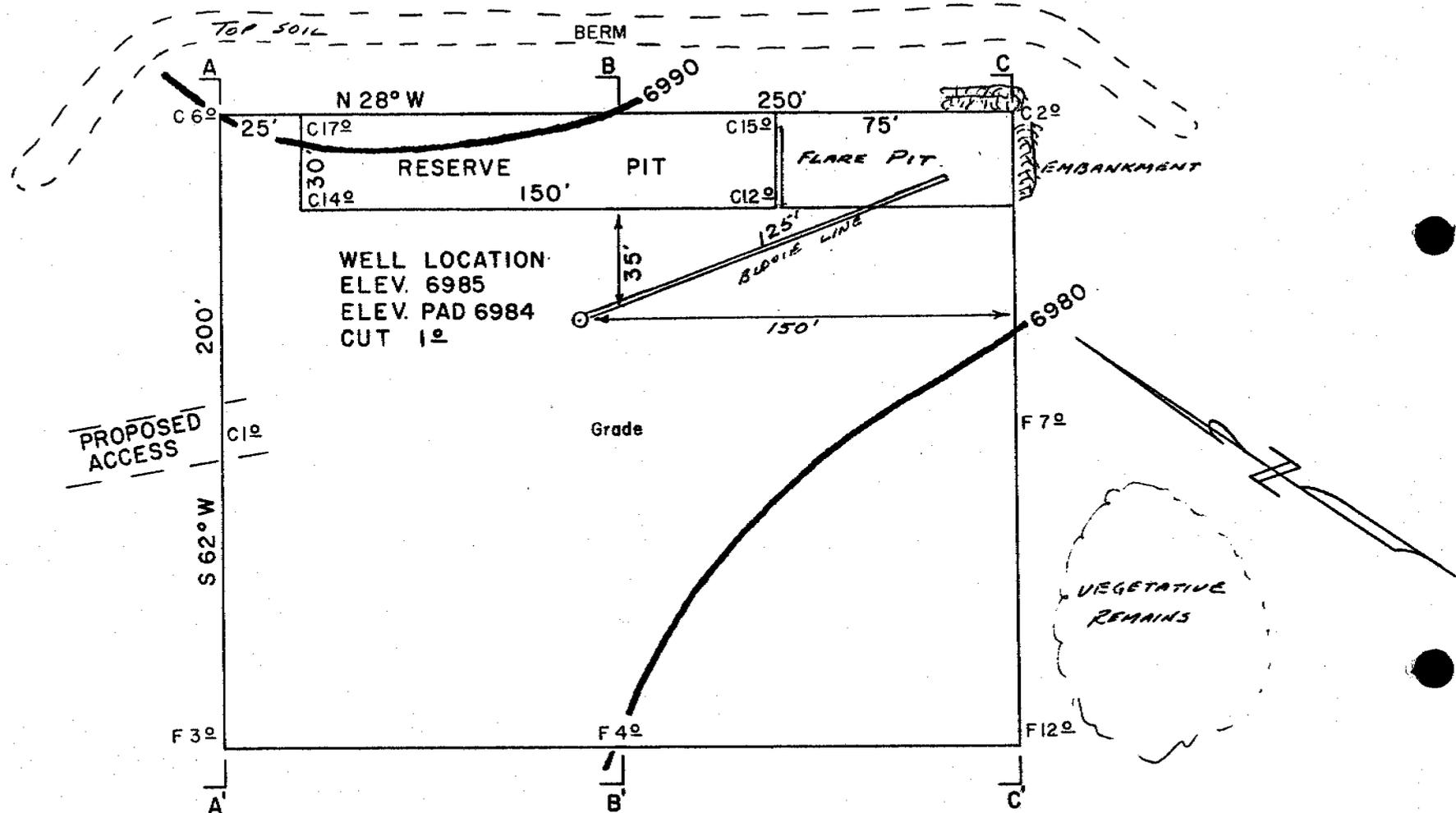


FRAC PIT

75'

F & M OIL CO
2-34 USA
SEC 34, R24E, T16S
GRAND COUNTY, UTAH

WELL
REMAINS



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

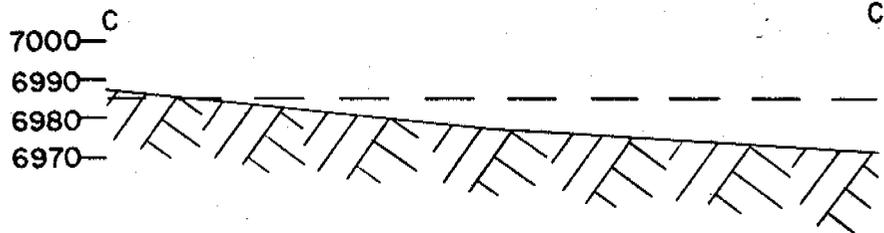
SECTION A-A'



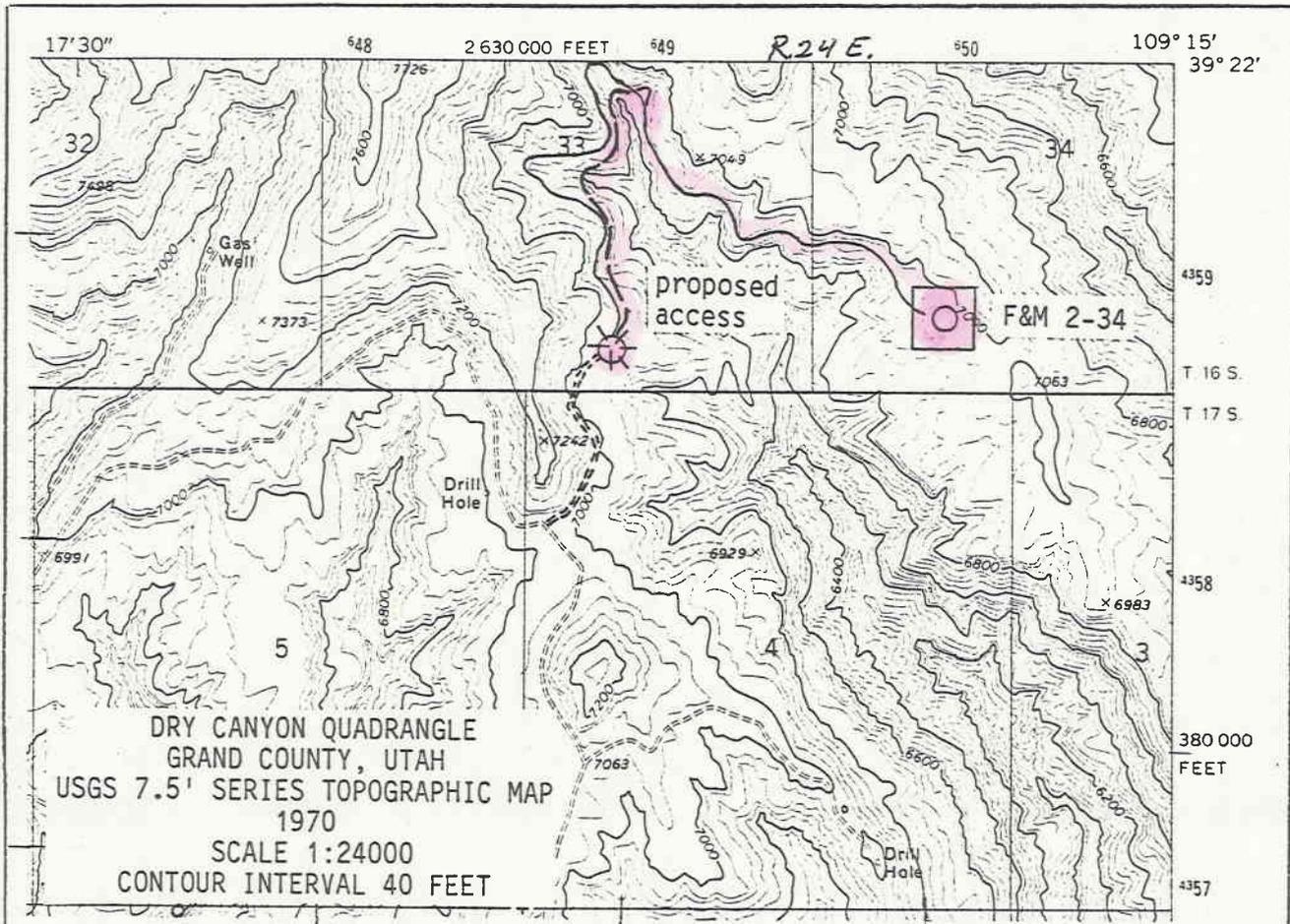
SECTION B-B'



SECTION C-C'



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



Cultural resources inventory of proposed F&M 2-34 well in Grand County, Utah for F&M Oil Company, Inc. (represented by Gordon Engineering, Inc.)-- Addendum--road realignment. Area surveyed for cultural resources is highlighted in yellow.

OPERATOR F & M Oil Co.

DATE 6-23-83

WELL NAME U.S.A. 2-34

SEC SESW 34 T 16S R 24E COUNTY Utah

43-019-31078
API NUMBER

Ind.
TYPE OF LEASE

POSTING CHECK OFF:

INDEX MAP HL

NID PI

PROCESSING COMMENTS:

STAND UP 370 - NO WELLS WITHIN 1600'

✓ CHIEF PETROLEUM ENGINEER REVIEW:
7/1/83

APPROVAL LETTER:

SPACING: A-3 fed UNIT c-3-a 165-10-4/28/83 CAUSE NO. & DATE
 c-3-b c-3-c

SPECIAL LANGUAGE:

(Water) 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 authorization to drill the USA 2-34 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 PLAT MAP.
- AUTHENTICATE LEASE AND OPERATOR INFORMATION
- VERIFY ADEQUATE AND PROPER BONDING
- AUTHENTICATE IF SITE IS IN A NAMED FIELD, ETC. *near Westwater Field*
- APPLY SPACING CONSIDERATION

ORDER _____

UNIT ~~Middle Canyon~~

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.



**gordon
engineering INC.**

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

June 20, 1983

Mr. Ed Guynn
Minerals Management Service
2000 Administration Building
1745 West 1700 South
Salt Lake City, Utah 84104

Re: F & M Oil Company, 2-34 U.S.A., Section 34, T16S,
R24E, SLB&M, Grand County, Utah

Dear Mr. Guynn:

Enclosed is 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, the archaeological clearance and the authority to sign for F & M Oil Company. You will note that it is the intention to start drilling on July 15, 1983, so your cooperation in expediting the 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

cc: F & M Oil Company
Denver, Colorado

Bureau of Land Management
Grand Resource Area
Moab, Utah

RECEIVED
JUN 29 1983

DIVISION OF
OIL GAS & MINING



**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 & Mining
4241 State Office Building
Salt Lake City, Utah

Re: F & M Oil Company, 2-34 U.S.A., Section 34, T16S,
R24E, SLB&M, Grand County, Utah

Gentlemen:

Enclosed is the additional material you requested on the
above referenced well. Please incorporate it into the
original APD.

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

Very truly yours,

A.N. Yater

cc: F & M Oil Company

RECEIVED
JUN 29 1983

DIVISION OF
OIL GAS & MINING

June 29, 1983

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

RE: Well No. U.S.A. # 2-34
SESW, Sec. 34, T. 16S, R. 24E.
905' FSL, 1533.7' 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. # 2-34 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 43-019-31078.

Sincerely,


Norman C. Stout
Administrative Assistant

NCS/cf
cc: Oil & Gas Operations

Enclosures

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

NAME OF COMPANY: F & M Company

WELL NAME: USA 2-34

SECTION SESW 34 TOWNSHIP 16S RANGE 24E COUNTY Grand

DRILLING CONTRACTOR Vēco

RIG # 2

SPUDDED: DATE 8-25-83

TIME 6 PM

HOW _____

DRILLING WILL COMMENCE _____

REPORTED BY Barbara

TELEPHONE # _____

DATE 8-26-83 SIGNED RJF

NOTICE OF SPUD

F.M. Oil Co.

Company: Gordon Engineering Inc. Grand Junction Co.

Caller: Barbara Brown

Phone: (303) 245-1958

RECEIVED

AUG 30 1983

Well Number: #2-34 F.M. ~~Oil~~ COMPANY

Location: T.16 S. R. 24 E Section # ~~1~~ DIVISION OF SW GAS & MINING

County: Grand State: Utah

Lease Number: U- 52030

Lease Expiration Date: _____

Unit Name (If Applicable): _____

Date & Time Spudded: 8-25-83 6:00 pm

Dry Hole Spudded Rotary: _____

Details of Spud (Hole, Casing, Cement, etc.) _____

Rotary Rig Name & Number: Vico #3

Approximate Date Rotary Moves In: _____

FOLLOW WITH SUNDRY NOTICE

Call Received By: Jamene Dempsey

Date: 8-26-83

Well file
Moab D.O
eresg

3

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

F & M OIL COMPANY

No. 2-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

RECEIVED
SEP 19 1988

DIVISION OF
OIL, GAS & MINING

F & M Oil Company
No. 2-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

OPERATOR: F & M Oil Company

WELL NAME: No. 2-34 U.S.A.

LOCATION: Section 34 - T16S - R24E
1533.7' FWL; 905.0' FSL
Grand County, Utah

ELEVATION: 6985' GR
6998' KB

SPUD DATE: August 26, 1983

DATE COMPLETED DRILLING: September 3, 1983

STATUS: 4½" production liner was run to approximately
6642'.

HOLE SIZES: 12¼" from surface to 180'.
8-¾" from 180' to 2454'.
6½" from 2454' to 6550'

CASING: Surface: 9-5/8" to 170'
Intermediate: 8-¾" to 2444'.
Production: 4½" to approximately 6642'.

TOTAL DEPTH: Driller: 6550'
Dresser Atlas: 6552'.

CONTRACTOR: Veco - Grand Junction, Colorado
Rig No. 2
Toolpusher: J. T. Gentry

COMPANY SUPERVISOR: Ray Morris - Gordon Engineering -
Grand Junction, Colorado

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

MUD LOGGING: None

MUD: Western Mud Company - Grand Junction, CO
Engineer: Greg Wilkins
Type Mud: Drilled with air from surface to TD.

SAMPLES: 30' samples from surface to 5400'.
10' samples from 5400' to 6550' (TD).

F & M Oil Company
 No. 2-34 U.S.A.
 Section 34-T16S-R24E
 Grand County, Utah

DST'S: None

CORES: None

ELECTRIC LOGS: Dresser Atlas - Farmington, New Mexico
 Engineer: S. Journell

RUN NO. 1

Dual Induction-GR 2430' - 166'

RUN NO. 2

Dual Induction w/ GR 6550' - 2442'
 Temp with GR 6552' - 4400'
 LPN-CDL-GR 6546' - 2442'

FORMATION TOPS:

<u>NAME</u>	<u>DEPTH</u>	<u>DATUM</u>
Anchor Mine	1968'	(+5020')
Buck Tongue	2173'	(+4825')
Castlegate	2251'	(+4747')
Mancos "B" Top	2948'	(+4050')
Mancos "B" Base	2776'	(+3228')
Ferron	5638'	(+1360')
Dakota Silt	5816'	(+1182')
Dakota Sand	5877'	(+1121')
Cedar Mountain	6026'	(+ 972')
Morrison	6114'	(+ 884')
Salt Wash	6510'	(+ 488')

F & M Oil Company
 No. 2-34 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>
1A	12 $\frac{1}{4}$	OSC3J	HTC	114'	114'	1
1B	12 $\frac{1}{4}$	F-2	STC	180'	66'	8 $\frac{1}{2}$
2	8-3/4	F-3	STC	2454'	2274'	33
3	6 $\frac{1}{2}$	Y33R	Reed	4125'	1671'	21-3/4
4	6 $\frac{1}{2}$	Y33R	Reed	4135'	10'	1
5	6 $\frac{1}{2}$	Y33R	Reed	5744'	1609'	25
6	6 $\frac{1}{2}$	F-4	STC	6550'	806'	18

LITHOLOGY

200'-300'

Predominantly SANDSTONE: clear-light brown, medium brown, generally unconsolidated, slightly calcareous cement, trace carbonaceous fragments, iron stained, subrounded, moderately sorted, no show. Trace SHALE: tan, light brown, occasionally light grey, firm, slightly calcareous, nonfissile.

300'-400'

SANDSTONE: as above, becoming more calcareous. SHALE: as above.

400'-700'

SANDSTONE: clear-light grey, generally unconsolidated, calcareous cement, fine-medium grained, subrounded-subangular, moderately-poorly sorted, clay filled, trace carbonaceous fragments, no show. SHALE: medium-dark grey, firm, slightly calcareous, nonfissile.

700'-900'

Predominantly SHALE: light grey, medium grey, dark grey, firm, slightly-moderately calcareous, nonfissile. SANDSTONE: clay-light grey, light green, generally unconsolidated, some moderately cemented,

F & M Oil Company
 No. 2-34 U.S.A.
 Section 34-T16S-R24E
 Grand County, Utah

700'-900' cont.

slightly calcareous-siliceous cement, fine-very fine grained, subrounded-subangular moderately sorted, trace Chlorite, clay filled, no show.

900'-1000'

SANDSTONE: clear-light grey, moderately cemented, generally siliceous cement, fine-very fine grained, subangular, moderately sorted, clay filled, trace carbonaceous fragments, no show. SHALE: generally as above, but less calcareous.

1000'-1100'

Decreasing SANDSTONE: generally as above. SHALE: light-medium grey, medium-dark grey, light brown, slightly calcareous, firm, nonfissile, trace PYRITE: silty.

1100'-1150'

Increasing SANDSTONE: as above. SHALE: as above.

1150'-1300'

SANDSTONE: clear-light grey, moderately cemented, calcareous cement, fine-very fine grained, subangular, moderately sorted, trace carbonaceous fragments, no show, clay filled, SHALE: medium-dark grey, light grey, light-medium brown, occasionally light green, firm, nonfissile, some slightly carbonaceous, silty in parts, moderately calcareous, occasional trace PYRITE.

1300'-1350'

SANDSTONE: generally as above. SHALE: generally as above, with some black carbonaceous SHALES.

1350'-1700'

50% SHALE: light-medium grey, medium-dark grey, black, firm-hard, slightly calcareous, non-fissile, some moderately-very carbonaceous, trace PYRITE. 40% SANDSTONE: clear-white, light grey, moderately cemented, slightly calcareous cement, fine grained, subangular, moderately sorted, some carbonaceous fragments, clay filled, tight, no show. 10% SILTSTONE: light-medium brown, firm-hard, moderately calcareous, very argillaceous.

1700'-1850'

Predominantly SANDSTONE: light-medium grey, moderately cemented, slightly calcareous cement, fine-very fine grained, subangular,

F & M Oil Company
No. 2-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

1700'-1850' cont.

moderately sorted, trace carbonaceous fragments, clay filled, tight. SHALE: light-medium grey, medium-dark grey, firm, non-slightly calcareous, nonfissile, some slightly-moderately carbonaceous. SILTSTONE: light-medium grey, light-medium brown, firm-hard, slightly-moderately calcareous, very argillaceous.

1850'-1950'

Predominantly SHALE: light-medium grey, medium-dark grey, firm, nonfissile, slightly-moderately carbonaceous. Some SILTSTONE: as above.

1950'-2100'

SHALE: dark grey-black, firm-hard, non-slightly calcareous, very carbonaceous, silty in parts, trace PYRITE.

2100'-2300'

SHALE: dark grey-black, occasionally light grey, firm-hard, non-slightly calcareous, generally very carbonaceous, silty in parts, trace PYRITE. SILTSTONE: light brown, firm-hard, slightly calcareous, very argillaceous. SANDSTONE: clear-light grey, generally unconsolidated, siliceous cement, trace carbonaceous fragments, fine-very fine grained, subangular, moderately sorted, clay filled.

2300'-2350'

Increasing SANDSTONE: clear-white, moderately cemented, calcareous cement, very fine-fine grained, moderately-well sorted, some salt and peppered, clay filled, no show. SHALE: generally as above.

2350'-2454'

SHALE: dark grey-dark brown, dark grey-black, firm-hard, nonfissile, generally non-calcareous, moderately carbonaceous, silty in parts. Decreasing SANDSTONE: as above.

NOTE: Total depth for intermediate casing at 2454'. Had Dresser Atlas run a Dual Induction with GR from 2432'-166'. Then ran intermediate casing to 2444'. Drilling was resumed at 5:00 p.m. on 8/29/83.

F & M Oil Company
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2454'-2530'

SHALE: medium-dark grey, firm, generally non-calcareous, nonfissile, moderately carbonaceous, silty in parts, trace PYRITE.

2530'-2560'

SHALE: as above, with trace BENTONITE.

2560'-2700'

SHALE: dark grey, firm, slightly calcareous with some moderately calcareous, nonfissile, moderately carbonaceous, silty.

2700'-2850'

GENERALLY AS ABOVE.

2850'-2880'

SHALE: dark grey, occasionally light-medium grey, slightly-moderately calcareous, nonfissile, moderately carbonaceous, silty.

2880'-3000'

SHALE: dark grey-black, firm, moderately calcareous, nonfissile, moderately carbonaceous, silty. Trace BENTONITE. Trace PYRITE.

3000'-3030'

SHALE: dark grey-black, firm, moderately calcareous, nonfissile, moderately carbonaceous, silty, trace PYRITE. Trace SANDSTONE: clear-light grey, occasionally light brown, moderately cemented, calcareous cement, very fine grained, subangular, moderately sorted, clay filled.

3030'-3450'

SHALE: as above. Increasing SANDSTONE: 30%, as above.

3450'-3530'

Predominantly SHALE: dark grey-black, black, firm, moderately-very calcareous, nonfissile, silty. Trace SANDSTONE: clear-light grey, moderately cemented, calcareous cement, very fine grained, occasionally fine grained, subangular, moderately sorted, clay filled.

3530'-3590'

GENERALLY AS ABOVE, with slight increase in SANDSTONE.

3590'-3620'

GENERALLY AS ABOVE, iwth slight decrease in SANDSTONE.

F & M Oil Company
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3620'-3760'

SHALE: dark grey-black, black, firm, moderately-very calcareous, nonfissile, silty, 30% increasing SANDSTONE: clear-light grey, medium grey, moderately cemented, calcareous, fine-very fine grained, subangular, moderately sorted, clay filled.

3760'-3790'

GENERALLY AS ABOVE, with decreasing SANDSTONE.

3790'-4050'

SHALE: dark grey-black, firm, moderately-very calcareous, nonfissile, silty in parts.

4050'-4840'

SHALE: as above. Trace SILTSTONE: medium brown, medium grey, firm, moderately-very calcareous, very argillaceous.

4840'-4950'

SHALE: dark grey-black, black, firm, moderately-very calcareous, nonfissile, silty, moderately carbonaceous.

4950'-5130'

SHALE: as above, with occasional CALCITE stringers. Trace SILTSTONE: light-medium brown, light grey, firm, moderately calcareous, very argillaceous, tight.

5130'-5180'

SHALE: as above.

5180'-5490'

SHALE: black, dark grey, firm, moderately-very calcareous, nonfissile, moderately carbonaceous, occasional calcareous stringers. Trace SILTSTONE: light-medium brown, light grey, firm, moderately calcareous, moderately argillaceous, tight.

5490'-5520'

SHALE: as above.

5520'-5640'

SHALE: as above. SILTSTONE: light-medium brown, light grey, firm, moderately calcareous, moderately argillaceous, tight.

5640'-5740'

SHALE: dark grey-black, firm, slightly-moderately calcareous, nonfissile, silty.

F & M Oil Company
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Section 34-T16S-R24E
Grand County, Utah

5740'-5810'

SHALE: generally as above, with trace BENTONITE. SANDSTONE: clear, generally unconsolidated, fine-medium grained, subangular-subrounded, siliceous cement, poorly sorted, moderate amount of cavings.

5810'-5840'

SANDSTONE: clear, generally unconsolidated, fine-medium grained, subrounded, some subangular, poorly-moderately sorted. SHALE: medium-dark grey, dark grey-black, firm, non-slightly calcareous, nonfissile, some occasionally interbedded BENTONITE, silty, occasional trace PYRITE.

5840'-5870'

GENERALLY AS ABOVE, decreasing SANDSTONE.

5870'-5880'

SHALE: as above, with slight increase in interbedded BENTONITE. SANDSTONE: generally as above.

5880'-5900'

SHALE: dark grey-black, firm-hard, non-slightly calcareous, nonfissile, occasional trace PYRITE. SANDSTONE: clear-light brown, generally unconsolidated, fine-medium grained, subangular-subrounded, poorly sorted. BENTONITE: cream-light brown, soft-firm, interbedded with SHALE.

5900'-5920'

SANDSTONE: 30%, light brown, clear, light grey, generally unconsolidated, siliceous cement, fine-medium grained, some very fine-fine grained, subrounded, poorly-moderately sorted, trace light brown oil stain, no fluorescence or cut. SHALE: 70%, dark grey-black, firm-hard, non-fissile, non-slightly calcareous, trace PYRITE, some interbedded BENTONITE: moderately carbonaceous.

5920'-5940'

SANDSTONE: generally as above, with trace Glauconite. SHALE: as above.

5940'-5960'

SANDSTONE: clear, light brown, light grey, medium grey, generally unconsolidated, siliceous cement, fine-medium grained, subrounded-subangular, poorly-moderately sorted, no stain, fluorescence odor or cut. SHALE: generally as above.

F & M Oil Company
No. 2-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

5960'-5980'

Predominantly SANDSTONE: 90%, clear-white, light grey, light brown, generally unconsolidated, generally siliceous cement, some slightly calcareous cement, fine-medium grained, subrounded, poorly sorted, no stain, fluorescence odor or cut. SHALE: generally as above.

5980'-5990'

SANDSTONE: generally as above.

5990'-6000'

SANDSTONE: clear-light grey, medium grey, light brown, light green, generally unconsolidated, siliceous with occasional slightly calcareous cement, fine-medium grained, subrounded, poorly sorted, no stain, fluorescence odor or cut. Some SHALE: medium-dark grey, medium-dark brown, firm-hard, non-fissile, slightly calcareous, trace PYRITE: occasional trace BENTONITE.

6000'-6030'

GENERALLY AS ABOVE, with increasing BENTONITE.

6030'-6090'

SANDSTONE: clear-white, light-medium brown, generally unconsolidated, some moderately cemented, calcareous, fine-medium grained, subangular-subrounded, poorly-moderately sorted, some clay filled, no stain, fluorescence odor or cut.

6090'-6120'

Predominantly SHALE: red-brown, light-medium green, medium grey, firm, non-calcareous, some slightly calcareous, nonfissile, occasionally silty. Trace SANDSTONE: as above.

6120'-6140'

GENERALLY AS ABOVE, with trace BENTONITE.

6140'-6180'

SHALE: as above. Slight increase in SANDSTONE: clear-white, occasionally light brown, light grey, generally unconsolidated, with some poorly-moderately cemented, siliceous cement, fine grained, subangular, poorly-moderately sorted, clay filled in parts, no stain, fluorescence odor or cut.

F & M Oil Company
No. 2-34 U.S.A.
Section 34-T16S-R24E
Grand County, Utah

6180'-6240'

Predominantly SHALE: as above. Trace SANDSTONE: as above.

6240'-6280'

Predominantly SHALE: red brown, black, occasionally light-medium green, nonfissile, slightly-moderately calcareous in parts, silty, trace BENTONITE. SANDSTONE: red-brown, clear, generally unconsolidated, with some poorly-moderately cemented, slightly calcareous cement, fine-very fine grained, some medium grained, subrounded, poorly sorted, moderately developed porosity, abundant iron staining, some light-medium brown oil stain, with occasional blue-green fluorescence, with slow streaming cut, poor samples.

6280'-6370'

Predominantly SHALE: generally as above, becoming moderately calcareous.

6370'-6380'

SANDSTONE: clear-light grey, generally unconsolidated, calcareous cement, fine grained, moderately sorted, subrounded, no stain, fluorescence odor or cut.

6380'-6390'

SANDSTONE: clear-light grey, light-medium grey, light-medium brown, generally unconsolidated, calcareous cement, subrounded-rounded, moderately-well sorted, no stain, fluorescence odor or cut.

6390'-6430'

SHALE: red brown, light-medium green, occasionally black, firm, nonfissile, moderately calcareous silty, trace BENTONITE. SILTSTONE: red-brown, firm, moderately calcareous, moderately argillaceous, tight. Trace SANDSTONE: as above.

6430'-6460'

SANDSTONE: clear-light grey, generally unconsolidated, calcareous cement, fine grained, subangular-subrounded, moderate sorting, no stain, fluorescence odor or cut.

F & M Oil Company
 No. 2-34 U.S.A.
 Section 34-T16S-R24E
 Grand County, Utah

6460'-6490'

SHALE: light-medium grey, firm, moderately-very calcareous, nonfissile, moderate amount of cavings, occasional trace BENTONITE. SOME SILTSTONE: light grey, firm, moderately calcareous, moderately argillaceous, generally tight.

6490'-6550'

SHALE: generally as above.

6550'

DRILLER'S TOTAL DEPTH

6552'

DRESSER ATLAS TOTAL DEPTH

LOG ANALYSIS

<u>INTERVAL</u>	<u>AVE Ø</u>	<u>Rt*</u>	<u>Rw</u>	<u>SW%</u>	<u>REMARKS</u>
5900'-5912'	12%	42	.08	36%	No gas at surface
5948'-5978'	11%	38	.08	42%	No gas at surface
5980'-5994'	10%	30	.08	52%	Clay filled
6004'-6015'	11%	33	.08	45%	Associated w/ gas.
6051'-6071'	16%	36	.08?	29%	Associated w/ gas.
6340'-6348'	4%	25	.08?	41%	Tight
6358'-6373'	11%	18	.08?	61%	No increase in gas at surface.

* (Max. Ohms)



**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

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

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 Sundry Notices concerning the completion of the above referenced wells. Completion reports are attached. It is my understanding that a set of logs for each of the wells was sent you by the logging company.

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

Very truly yours,

John I. Gordon

JIG:bb
Enclosures

cc: F & M Oil Company

RECEIVED

OCT 31 1983

**DIVISION OF
OIL, GAS & MINING**

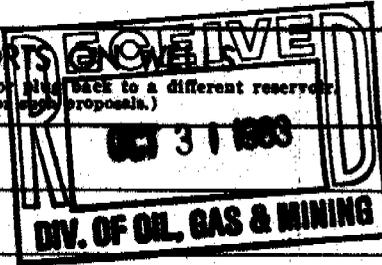
STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUBMIT TRIPLICATE*
(Other instructions on reverse side)

Water OK

SUNDRY NOTICES AND REPORTS

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



1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO. U-52030
2. NAME OF OPERATOR F & M Oil Co., Inc.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR 1600 Broadway, Suite 400, Denver, Colorado 80202		7. UNIT AGREEMENT NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface 1,533.7 FWL, 905.0 FSL		8. FARM OR LEASE NAME U.S.A.
14. PERMIT NO.	15. ELEVATIONS (Show whether DF, ST, GR, etc.) 6,985 G.R.	9. WELL NO. 2-34
		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

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

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

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

The 2-34 well was spudded on 8/26/83. TD reached 9/4/83. Total depth drilled 6,567'. 4 1/2", 11.6# casing run to 6,538' PBSD 6,416'. Well was perforated at 5,904', 5,908', 5,954', 5,963', 5,974', 5,986', 5,990', 6,006', 6,013', 6,058', 6,062', 6,065', 6,307', 61371' with .36" dia. holes.

The interval 6,058 to 6,371' was fractured with 29,000# 20/40 sand, 10% methanol and 75 quality foam.

The interval 5,904' to 6,013' was fractured with 69,000# 20/40 sand and 10% methanol with 75 quality foam.

2-3/8" tubing run and landed at 6,322'. Well tested 1,911 MCF - no fluid.

Presently 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:

COMPLETION REPORT

F AND M OIL CO.

U.S.A. #2-34

COMPLETION REPORT

- 9/25/83 Run in hole with 2-3/8" tubing to 6,416'. Circulate hole with 4% KCL water. Pull out of hole with tubing. Cement bond log 6,401'-4,098'. Cement top 4,350'. Good bond.
- 9/27/83 Wait on pump truck. Test casing to 6,000 psi. Swab well to 5,000'. Perforate with GO Wireline Service. Used 3-1/8" casing gun with .36 dia bullet. Perforate 6,371', 6,307', 6,065', 6,062', 6,058', 5 holes. No gas to surface after perforation.
- 9/28/83 Try to test tools to 5,000 psi. Had a leak. Pull out of hole with packer and bridge plug. NOTE: Packer rubbers were torn up. Wait on new tools. Trip in with bridge plug and packer. Test tools to 5,000 psi. Set bridge plug at 6,390', packer at 6,350'. Pumped 5,400 psi, .04 bbl/min. 7 bbl away. No break. Set bridge plug at 6,349', packer at 6,289'. Pump 2.2 bbl/min with 13 bbl away. No break. Set bridge plug at 6,104', packer at 6,060'. Pump in formation at 5,500 psi. No entry. Set packer at 6,006'. Pressure up to 5,500 psi. No entry. Retrieve bridge plug and packer. Pull above 6,000'. SDFN.
- 9/29/83 Set bridge plug at 6,390'. Spot 126 gallons 15% HCL acid with HAI-75 in place, stabilizer across perforations. Set packer at 6,460'. Pump formation 3,600 psi at 3 bpm w/2½ bbl acid. ISDP 1200 psi. Set bridge plug at 6,350', packer at 6,289'. Pump interval formation with 2½ bbl acid at 2,900 psi. Rate 3 bpm. ISDP 900 psi. Set bridge plug at 6,104', packer at 6,064'. Break down formation 1800 psi, 5 bbl acid at 4 bpm., 2,200 psi. ISDP 600 psi. Set bridge plug at 6,060', packer at 6,030'. Break down formation at 4 bbl acid, 2,300 psi, 5 bpm. ISDP 550 psi. Used a total of 750 gallons of 15% HCL acid. POOH with bridge plug and packer. RIH with notch collar, seating nipple to swab.
- 9/30/83 Tubing landed at 6,400'. Swab well to pit. Flare well to pit. SDFN.
- 10/5/83 Flow well down. Pull out with tubing. Wait on frac equipment. Rig up frac equipment. Pulled wellhead over a bit. (Halliburton - reason: to test casing.) Wait on frac trucks and for weather to break.
- 10/6/83 Frac open perforations with Halliburton
75% foam with 20/40 sand as follows:
- | | |
|-----------------------------------|----------|
| 7,000 gallons pad @ 4.5 bpm | 2000 psi |
| 1,250 gallons 1/2# sand @ 4.6 bpm | 4860 psi |
| 5,000 gallons 1# sand @ 4.6 bpm | 4530 psi |
| 7,500 gallons 2# sand @ 5 bpm | 4500 psi |
| 3,000 gallons 3# sand @ 4.7 bpm | 4020 psi |
- Pump flush to top perforation - 2,562 gallons of foam and nitrogen at 5 bpm, 4,130 psi. ISDP 3,470, 5 minutes 2,810, 10 minutes 2,740, 4 hours 1,600 psi.

U.S.A. #2-34

10/6/83
(contd)

Material used in frac: 17,500 cu.ft./minute of nitrogen
26,312 gallons foam fluid
4,600 scf/bbl nitrogen concentration
310 sx 20/40 sand
600 gallons methanol

Maximum rate 6 bpm, maximum pressure 4,860, average rate 4.5 bpm,
average pressure 4,500.

Closed well in for four hours, then flow to pit.

10/7/83

Flow to pit and flare on 1/2" choke. SDFN.

10/8/83

Attempt to set wireline bridge plug - unable. Run in hole with bridge
plug on tubing and set at 6,045'. Pull out of hole with tubing and rig
up GO and perforate 6,013, 6,006, 5,990, 5,968, 5,974, 5,963, 5,954,
5,908, 5,904' - a total of 9 .36 dia. holes.

10/9/83

Spot 300 gallons 7½% acid, clay stabilizer and iron inhibitor across
perfs. Break down formation with bridge plug at 6,060', packer at
5,999', 2 holes at 6,013' and 6,006'. Maximum pressure 5,400 psi,
maximum rate 4.7 bpm. ISDP 100.

Second - bridge plug at 5,999', packer at 5,981', 2 perforations at
5,990 and 5,986', 5,000 psi, 4.8 bpm, ISDP 100.

Third - Set bridge plug at 5,980', packer at 5,968' to break down
perforation at 5,974'. Breakdown at 4,200 psi. Maximum rate 6 bpm
at 5,500 psi, ISDP 200.

Fourth - Set bridge plug at 5,968', packer at 5,958' to break down
perforation at 5,963'. Broke at 4,400 psi, 3 bpm, ISDP 300.

Fifth - Set bridge plug at 5,958', packer at 5,932' to break down
perforation at 5,954'. Pressure to 5,800 psi - no break - no rate.

Sixth - Set bridge plug at 5,958', packer at 5,870' to break down
perforations at 5,908' and 5,904'. First break at 4,500 psi, 1½ bpm.
Next break at 5,200 psi. Maximum rate 5½ bpm at 5,200 psi, ISDP 900.

10/10/83

Swab and flare well to pit.

10/11/83

Pull tubing out of hole, casing 600# psi. Rig up to frac.

10/12/83

Rig Western and frac equipment. Frac open perfs. Well shut in after
frac. Used 75% frac foam, 13,037 gallons foam, 69,000# 20/40 sand,
285,600 scf nitrogen. Maximum 4,300 psi, average 4,000 psi. Maximum
slurry rate 9.4 bpm, average 7.17 bpm. Maximum nitrogen 29,707 scf/min.
Average 28,097 scf/min. Maximum rate 25 bpm, average injection rate
22.5 bpm. Casing ISDP 3,000 psi, 10 minutes 2,500 psi, 4 hours 1,500 psi.
Open to pit on 1/4" choke at 2PM to 5PM. Flow to pit with 350# on casing.
From 5PM to 7PM open to pit on 1/4" choke.

10/12/83 Transferred unused casing to Buniger yard via roustabout Specialties
(contd) as follows:

1 joint 9-5/8", 40.03'
3 joints 7", 126.74'
3 joints 4½", 127.94'
1 joint cutoff 4½", 38.73'.

Casing in good shape and usable.

10/13/83 Clean flare, little water coming back. Flow well down. Trip in hole with retrieving head. Clean sand off bridge plug. Blow well after retrieving bridge plug. Pull out of hole with bridge plug. Land wellhead and flare to pit on 3/4" choke. Flared 7PM to 7AM. (Will try to blow down and go in with notch collar to clean out sand (if any) off perforations.

10/14/83 Flow well down. Run in hole with tubing, seating nipple and notch collar. Tag sand at 6,322'. Clean out sand with nitrogen. Lay down 6 joints tubing. Land tubing on wellhead. Install Xmas tree. Tubing landed with 194 joints of 2-3/8" at 6,224'. Rig down rig. Release rig at 0800 10/14/83.



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. #2-34
API #43-019-31078
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

RECEIVED

Form 9-830 (Rev. 5-83)

JUN 11 1984

UNITED STATES DEPARTMENT OF THE INTERIOR GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE*

(See other instructions on reverse side)

Form approved. Budget Bureau No. 42-R355

14

DIVISION OF OIL GASWELL 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. 2-34
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 [X] DEEP [] Other
2. TYPE OF COMPLETION: NEW WELL [X] WORK OVER [] DEEP EN [] PLUG BACK [] DIFF. RESSR. [] Other

3. NAME OF OPERATOR F & M Oil Co., Inc

4. 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 1533.7 FWL, 905.0 FSL
At top prod. interval reported below NA
At total depth NA

SE SW

14. PERMIT NO. 43-019-31078 DATE ISSUED 7/29/83

15. DATE SPUNDED 8/26/83 6PM 16. DATE T.D. REACHED 9-4/83 6AM 17. DATE COMPL. (Ready to prod.) 10-14-83 18. ELEVATIONS (DF, REB, RT, GR, ETC.)* GR 6985 19. ELEV. CASINGHEAD 6986

20. TOTAL DEPTH, MD & TVD 6567' 21. PLUG, BACK T.D., MD & TVD 6416 22. IF MULTIPLE COMPL., HOW MANY* Single 23. INTERVALS DRILLED BY [] ROTARY TOOLS X CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 5904-6013, 6058-6371 Dakota & Morrison formations 25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN Dual ind, SFL w/gamma Ray comp. density neu. w/gr and caliper 27. WAS WELL CORED No

Table with 6 columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED. Rows include 9-5/8, 7, 4-1/2.

Table with 8 columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD), SIZE, DEPTH SET (MD), PACKER SET (MD). Rows include 2-3/8.

Table with 2 columns: PERFORATION RECORD (Interval, size and number) and ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC. Rows include 5904, 5908, 5954, 5963, 5974, 5986, 5990, 6006, 6013, 6058, 6062, 6065, 6307, 6371.

Table with 8 columns: DATE FIRST PRODUCTION, PRODUCTION METHOD, WELL STATUS, DATE OF TEST, HOURS TESTED, CHOKER SIZE, PROD'N. FOR TEST PERIOD, OIL-BBL., GAS-MCF., WATER-BBL., GAS-OIL RATIO. Rows include 10/13/83, 12/7 & 12/8/83.

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)

INSTRUCTIONS

General: This form is designed for submitting a complete and correct well completion report and log on all types of lands and leases to either a Federal agency or a State agency, or both, pursuant to applicable Federal and/or State laws and regulations. Any necessary special instructions concerning the use of this form and the number of copies to be submitted, particularly with regard to local, area, or regional procedures and practices, either are shown below or will be issued by, or may be obtained from, the local Federal and/or State office. See instructions on items 22 and 24, and 33, below regarding separate reports for separate completions.

If not filed prior to the time this summary record is submitted, copies of all currently available logs (drillers, geologists, sample and core analysis, all types electric, etc.), formation and pressure tests, and directional surveys, should be attached hereto, to the extent required by applicable Federal and/or State laws and regulations. All attachments should be listed on this form, see item 35.

Item 4: If there are no applicable State requirements, locations on Federal or Indian land should be described in accordance with Federal requirements. Consult local State or Federal office for specific instructions.

Item 10: Indicate which elevation is used as reference (where not otherwise shown) for depth measurements given in other spaces on this form and in any attachments.

Items 22 and 24: If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) (if any) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

Item 33: Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

37. SUMMARY OF POROUS ZONES:
 SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTS, COLLISION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
Anchor Mine	1968		
Buck Tongue	2173		
Castlegate	2251		
Mancos B (top)	2948		
Mancos B (base)	2776		
Ferron	5638		
Dakota	5816		
Dakota Sand	5877		
Cedar Mt.	6026		
Morrison	6114		
Salt Wash	6510		

38. GEOLOGIC MARKERS

NAME	MEAS. DEPTH	TOP	TRUE VERT. DEPTH

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 and Number F & M Oil Company, Inc. 2-34 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. 16N; R. 24E; Grand County
1,533.7' FWL, 905.0' FSL S X

Water Sands:

From-	Depth:	To-	Volume:	Quality:
			Flow Rate or Head -	Fresh or Salty -

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

(Continue on Reverse Side if Necessary)

Formation Tops:

Mancos "B"	2910	TD	6528'
Morrison	6030		
Salt Wash	6480		

- 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
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

SUBMIT TRIPPLICATE*
(Other instructions on
reverse side)

RECEIVED

SUNDRY NOTICES AND REPORTS ON WELLS

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

OCT 01 1984

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
F & M Oil Co., 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
1,533.7 FWL, 905.0 FSL

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.
2-34 ✓

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

DIVISION OF OIL
GAS & MINING

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

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF <input type="checkbox"/>	FULL OR ALTER CASING <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>
(Other) <input type="checkbox"/>	

SUBSEQUENT REPORT OF:

WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
(Other) <input type="checkbox"/>	Date of First Production <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 SEPT. 25, 1984.

sent 9/27

*sent to: State of Utah
Division of O, G, & Mining
4241 State Ofc. Bldg.
Salt Lake City, Utah 84114*

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

SIGNED John 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:

*See Instructions on Reverse Side

BE

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 Fuel*

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

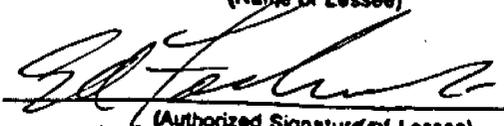
*43-019-31077 - PGW # 1-34 OK-mk
43-019-31078 - PGW # 2-34 DK-mk*

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)

(Authorized Signature of Lessee)

Bonneville Fuels Corporation

022311

A Subsidiary of Bonneville Pacific Corporation

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.

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

6. Lease Designation and Serial Number

U-52030

7. Indian Allottee or Tribe Name

8. Unit or Communitization Agreement

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. Type of Well

Oil Well Gas Well Other (specify)

9. Well Name and Number

Federal USA #2-34

2. Name of Operator

Bonneville Fuels Corporation

10. API Well Number

43-019-31078

3. Address of Operator

1600 Broadway, Suite 1110, Denver, CO 80202

4. Telephone Number

(303) 863-1555

11. Field and Pool, or Wildcat

San Arroyo

5. Location of Well

Footage : 1533' FWL 905' FSL

County : Grand

QQ, Sec. T., R., M. : SE/SW Sec. 34, T16S, R24E

State : UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

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

Date of Work Completion 10/7/90

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.)

10/1/90 MIRU Well Service.

10/3/90 Pumped 500 sxs Cl-G cmt + 2% Cacl₂ (total 575 f³) down bradenhead valve. WOC.

10/4/90 Finished cmt squeeze with 25 sxs Cl-G cmt + 2% Cacl₂ (28.7 f³).

10/6/90 Clean out to PBD @ 6040'KB. Set pkr @ 5713' KB. Acidize well with 18 bbls 15% HCL and 75,000 SCF N₂. Un-seat pkr. Ran 185 jts 2 3/8" tbg landed SN @ 5883' KB.

10/7/90 Swabbed well dry, well flowing. RDMO.

RECEIVED

JUN 13 1991

DIVISION OF
OIL GAS & MINING

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

Name & Signature DORIS MALY

Doris Maly

Title Engineering Tech Date 6-10-91

(State Use Only)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

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

5. LEASE DESIGNATION AND SERIAL NO.

U-52030

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Federal USA

9. WELL NO.

2-34

10. FIELD AND POOL, OR WILDCAT

Bryson Canyon

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

34 T16S R24E

12. COUNTY OR PARISH 13. STATE

Grand UT

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR

Bonneville Fuels Corporation

3. ADDRESS OF OPERATOR

1600 Broadway, Suite 1110, Denver, CO 80202

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

1533' FWL, 905' FSL

14. PERMIT NO.

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

6985 GR

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

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF

PULL OR ALTER CASING

FRACTURE TREAT

MULTIPLE COMPLETE

SHOOT OR ACIDIZE

ABANDON*

REPAIR WELL

CHANGE PLANE

(Other)

SUBSEQUENT REPORT OF:

WATER SHUT-OFF

REPAIRING WELL

FRACTURE TREATMENT

ALTERING CASING

SHOOTING OR ACIDIZING

ABANDONMENT*

(Other) *Repair casing*

(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.)*

10-3-90 Pmped 500 sxs Cl-G cmt + 2% Cacl₂ (total 575 f³) down bradenhead valve. WOC.

10-4-90 Finished cmt squeeze w/ 25 sxs Cl-G cmt + 2% Cacl₂ (28.7 f³).

10-6-90 Clean out to PBSD @ 6040'KB. Set pkr @ 5713' KB. Acidize well w/ 18 Bbls 15% HCL and 75,000 SCF N₂. Un-seat pkr. Ran 185 jts 2 3/8" tbg landed SN @ 5883'KB.

RECEIVED

JUN 13 1991

DIVISION OF
OIL GAS & MINING

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

SIGNED

Doris Neely

TITLE

Engineering Tech

DATE

10-16-90

(This space for Federal or State office use)

APPROVED BY

ACCEPTED

TITLE

Branch of Fluid Minerals
Mnab District

DATE

OCT 24 1990

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side



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.

RECEIVED

AUG 20 2002

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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AUG 20 2002

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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PCN : OG214P1
RUN TIME: 10:59

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

PAGE: 2
RUN DATE:

<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---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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								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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BUREAU OF LAND MANAGEMENT
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<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---0630600	AUTHORIZED
								UTU---063062A	AUTHORIZED
								UTU---0630620	AUTHORIZED

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DIVISION OF
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 : QQ, Sec. T., R., M : <i>See Attached List</i>		11. Field and Pool, or Wildcat County : State : <i>Utah & Grand County</i>
12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		

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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.

RECEIVED

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* Date _____

(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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SEP 03 2002
DIVISION OF
OIL, GAS AND MINING

1700 Broadway, Suite 1150, Denver, Colorado 80290 / (303) 863-1555 / Facsimile (303) 863-1558
1750, 530-8th Avenue, S.W., Calgary, Alberta T2P 3S8 / (403) 265-7605 / Facsimile (403) 262-8167

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 2-34-16-24</i>
2. Name of Operator <i>Crabon Energy Corporation (USA)</i>		10. API Well Number <i>4301931078</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>905' FSL 1533' FWL</i> County : <i>Grand</i> QQ, Sec. T., R., M : <i>SESW Sec 34 T16S R24E</i> State : <i>UT</i>		
12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		

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Carbon Energy Corporation requests permission to excavate and remediate two (2) existing production pits on this well-site. Soil contamination will be reduced below State of Utah requirements for TPH & BTEX & Sodium contamination in these two excavations. 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. One 55 Bbl drain tank will be installed at the separator/meter facility to prevent further soil contamination. Carbon Energy anticipates starting this work prior to winter weather arriving 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**

(8/90) See Instructions on Reverse Side

RECEIVED
OCT 20 2003
 DIV. OF OIL, GAS & MINING

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 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 <p align="center"><i>See Attached List</i></p>	
2. Name of Operator Carbon Energy Corporation (USA) <i>N2225</i>		10. API Well Number
3. Address of Operator 1401 17th Street, Suite 1200, Denver, CO 80202	4. Telephone Number 303 298-8100	11. Field and Pool, or Wildcat
5. Location of Well Footage : _____ County : _____ QQ, Sec, T., R., M : See Attached List State : _____		

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Effective January 1, 2004 Carbon Energy Corporation (USA) transferred operations to Evergreen Operating Corporation for the wells indicated on the attached list.

Change of Operator TO:
 Name & Signature for Evergreen *Scott Zimmerman* *Scott Zimmerman* Title VP Operations & Engineering Date: *N2545*

14. I hereby certify that the foregoing is true and correct.
 Change of Operator FR:
 Name & Signature for Carbon *Todd S. McDonald* *Todd S. McDonald* Title VP Explor. & Prod. Date *01/08/04*

(State Use Only)

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JAN 20 2004
 DIV. OF OIL, GAS & MINING

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

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 1/22/2004
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 1/22/2004
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 12/29/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 5531527-0143
5. 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

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

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. **RECEIVED**
UTU 52030
MOAB FIELD OFFICE

6. If Indian, Allottee or Tribe Name

2004 FEB 23 A 11:41

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

DEPT OF THE INTERIOR
BUREAU OF LAND MGMT

8. Well Name and No.

Federal 2-34

9. API Well No.

4301931078

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)

905' FSL, 1533' FWL, 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 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 shall 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 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 # UTB000672

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

Name (Printed/Typed)

Scott Zimmerman

Title VP Operations & Engineering

Signature

Scott Jim

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.

Office **Moab Field 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: UDDGM

Conditions Attached

e

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

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. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

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 USA, Inc. *N5/55*

3. ADDRESS OF OPERATOR:
5205 N. O'Connor Blvd CITY Irving STATE TX ZIP 75039 PHONE NUMBER: (972) 444-9001

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

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

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

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

- 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: *DR Carlton*

Date: *10/18/04*

NAME (PLEASE PRINT) *Jay Still*
SIGNATURE *Jay Still*

TITLE *Vice President, Western Division, Pioneer Natural Resources USA Inc.*
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	Twpn	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 7-8	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	SWNW
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	NESW
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	NESW
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 1-16	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	SENE
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	SENW
43-007-30663-00-00	EVERGREEN OPERATING CORP	HUBER-ST/F 4-11	Gas Well	Location Abandoned	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SE
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	SW
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
43-007-30700-00-00	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 2-8	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	SE
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	NESW
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	NESW
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	Twpd	RngN	RngD	Qtr/Qtr
43-007-30947-00-00	EVERGREEN OPERATING CORP	HUBER-FRANSEN/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
43-017-30101-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 1 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	31S-12E	24	31	S	12	E	NESE
43-017-30102-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 2 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	31S-12E	4	31	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-L-23	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	23	14	S	24	E	SWNE
43-047-30480-00-00	EVERGREEN OPERATING CORP	SWEETWATER CYN 1	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	14	14	S	24	E	SWNW
43-047-30562-00-00	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
43-047-30639-00-00	EVERGREEN OPERATING CORP	WOLF UNIT 3-11-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	11	15	S	21	E	SESW
43-047-30674-00-00	EVERGREEN OPERATING CORP	MAIN CYN 11-10-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	10	15	S	23	E	SENW
43-047-30735-00-00	EVERGREEN OPERATING CORP	MAIN CYN 15-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	NWNE
43-047-30736-00-00	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
43-047-30781-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 6-35-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	35	14	S	23	E	NES
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	NES
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/Qtr
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 9-23-14S-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
--	--

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: _____
- (R649-9-2) Waste Management Plan has been received on: _____
- Inspections of LA PA state/fee well sites complete on: ***

21

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
 Oil Well Gas Well Other

2. Name of Operator **Pioneer Natural Resources USA, Inc.**

3a. Address
1401 17th Street, Suite 1200, Denver, CO 80202

3b. Phone No. (include area code)
303-298-8100

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
905' FSL & 1533' FWL NW SE SW Sec 34-T16S-R24E

5. Lease Serial No.
U-52030

6. If Indian, Allottee or Tribe Name
NA

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

8. Well Name and No.
USA Federal #2-34-16S-24E

9. API Well No.
43-019-34-073 31078

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 on this well site. 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

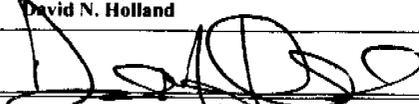
DIV. OF OIL, GAS & MINING

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.



ANALYTICAL TESTING LABORATORY

685 W. Gunnison, Suite #108, Grand Junction, CO 81505-7249, (970) 242-6154, Fax (970) 245-9270

Sample Date: May 3, 2004

Report No.: ECA/EME 04-02

Sample Received: May 4, 2004

Sample Tested: May 5-21, 2004

EME Solutions
Carbon Utah Pits

Sample ID	Lab ID	Lead	PCB	PCP	PAH	Benzo(a)P	Chloro(a)P	Chloro(b)P	Chloro(p)P
		mg/Kg	umhos/cm			mg/Kg	mg/Kg	mg/Kg	mg/Kg
24-1 BACK	601	n/a	95.61	0.686	0.816				
24-1 PILE	602	1210	82.85	1.617	1.806				
24-1 PIT	603	1843	61.11	1.1	1.309	0.037	0.308	0.165	0.597
A FED 2 PIT 1 Bottom	604	12460	85.49	0.807	0.961	1.25	4.587	2.285	9.846
A FED 2 PILE 2	605	4620	82.22	0.61	0.607				
A FED 2 PIT 2	606	9878	73.28	0.868	1.033	0.786	3.138	1.289	7.459
1-34 WELL PIT Sides	607	240	274.38	3.847	4.679				
1-34 WELL PIT Bottom	608	9482	598.08	6.169	7.342	0.549	3.089	1.488	6.327
1-34 WELL BACK	609	n/a	21.2	0.056	0.067				
1-34 COMPR BACK	610	n/a	26.86	0.14	0.167				
1-34 COMPR PILE	611	82	32.1	0.093	0.111				
1-34 COMPR PIT	612	109	145.9	0.452	0.539	0.012	0.035	0.045	0.098
2-34 PIT 1	613	360	230.48	1.673	1.991				
2-34 PILE 1	614	170	204.5	1.303	1.551				
2-34 PILE 2	615	34	2738.7	0.146	0.174				
2-34 PIT 2	616	410	1678	0.126	0.146	0.019	0.045	0.067	0.154
2-34 BACK	617	n/a	76.3	0.069	0.083				
A FED 2 BACK	618	n/a	1811	1.179	1.404				
A FED 2 PIT 1 Sides	619	9660	76.4	0.147	0.176				

Handwritten signature: H. J. Johnson

**Site Designation – USA 2-34
Evaluation Ranking Criteria and Ranking Score For Oily Waste Cleanup Levels**

Site-Specific Factors	Ranking Score	Site Ranking Score
Distance to Groundwater (feet)		
>100	0	
100 to 75	4	
75 to 50	8	0
50 to 25	12	
25 to 10	16	
<10, or recharge area	20	
Native Soil Type		
Low permeability	0	10
Moderate permeability	10	
High permeability	20	
Annual Precipitation (inches)		
<10	0	5
10 to 20	5	
>20	10	
Distance to Nearest Municipal Water Well (feet)		
>5280	0	0
1320 to 5280	6	
500 to 1320	8	
<500	10	
Distance to Other Water Well (feet)		
>1320	0	0
300 to 1320	5	
<300	10	
Distance to Surface Water (feet)		
>1000	0	0
300 to 1000	5	
<300	10	

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 : 16

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: $.005 \times 100 = .5 \div .0001 = 5,000$ 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

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: See attached list
2. NAME OF OPERATOR: Pioneer Natural Resources		9. APT NUMBER: 4301931078
3. ADDRESS OF OPERATOR: 1401 17th St., Suite 1200 CITY Denver STATE CO ZIP 80202		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: 16 S 24 E 34		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: <u>1/13/2006</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input 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) <u>Kallasandra M. Boulay</u>	TITLE <u>Engineering Analyst</u>
SIGNATURE	DATE <u>1/3/2006</u>

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JAN 06 2006

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

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

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.		8. WELL NAME and NUMBER: <u>Bryson Cyn Fed</u>
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 <small>CITY</small> Denver <small>STATE</small> CO <small>ZIP</small> 80202		9. API NUMBER: <u>4301931078</u>
		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		PHONE NUMBER: <u>(303) 675-2663</u> <u>34 16s 29e</u> COUNTY: Grand & Uintah 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 checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>9/20/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input 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>Shut In</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The attached wells were verbally approved by the appropriate BLM offices to Shut in due to uneconomical market conditions - conditions are expected to be improved within 90 days and Pioneer will turn the wells back on at that time.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE <u>Joy A. Ziegler</u>	DATE <u>10/1/2007</u>

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Pioneer Natural Resources USA, Inc.				
Subsequent Report of Shut In on Federal Wells				
Attachment to Form 9				
October 1, 2007				
<u>Well Name & Number</u>	<u>API No.</u>	<u>Field Name</u>	<u>Q/Q S/T/R</u>	<u>Lease No.</u>
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	SENW 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
████████████████████	████████████████	██████████████	██████████████████	██████████
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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 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

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:	
8. WELL NAME and NUMBER:	
9. API NUMBER: 43-019-31078	
10. FIELD AND POOL, OR WILDCAT:	
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	PHONE NUMBER: (303) 675-2663
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.	
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202	
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: Monthly Shut In
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	Status October 2007

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>

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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				
<u>Well Name & Number</u>	<u>API No.</u>	<u>Field Name</u>	<u>Q/Q S/T/R</u>	<u>Lease No.</u>
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

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		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: See Attached List
2. NAME OF OPERATOR: Foundation Energy Management, LLC <i>N 3655</i>		9. API NUMBER:
3. ADDRESS OF OPERATOR: 14800 Landmark Blvd. - Ste 220 CITY Dallas STATE TX ZIP 72254		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY:		
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE:		UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <i>1/1/2010</i>	<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.

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) <u>Joel P. Sauer</u>	TITLE <u>Vice President</u>
SIGNATURE <i>Joel P. Sauer</i>	RECEIVED
APPROVED <i>5/20/2010</i>	
<i>Earlene Russell</i> 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 recompleate 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 recompleation 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

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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

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

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

(Instructions on page 2)

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.