



United States Department of the Interior

IN REPLY REFER TO

BUREAU OF LAND MANAGEMENT

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

801-259-6111

3162 (U-065)
(U-7623)

08 NOV 1984

R. L. Jacobs Oil and Gas
2467 Commerce Boulevard
Grand Junction, CO 81505

Re: Application for Permit to Drill
Well No. Thomas 2-A
Sec. 13, T. 20 S., R. 23 E.
Grand County, Utah
Lease U-7623

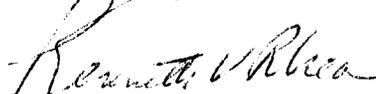
Gentlemen:

Your original application was rescinded August 22, 1984. We received your new submission for the above well on September 14, 1984. Your surface and sub-surface plans have been determined to be technically and administratively adequate.

When this application was rescinded in August, the State of Utah, Division of Oil, Gas and Mining rescinded their State spacing approval. You will need to resubmit your application for spacing approval to the State of Utah. Your Application for Permit to Drill will be approved upon receipt of this approval in our office.

If you have any questions, please contact the Branch of Fluid Minerals.

Sincerely,


District Manager

cc: Grand Resource Area



Save Energy and You Serve America!

POOR COPY



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

August 29, 1984

R. L. Jacobs Oil & Gas
 2467 Commerce Boulevard
 Grand Junction, Colorado 81501

RECEIVED
 DEC 31 1984

DIVISION OF
 OIL, GAS & MINING

Gentlemen:

Re: Well No. Thomas 2A - Sec. 13, T. 20S., R. 23E.
Grand County, Utah - API #43-019-31082

In concert with action taken by the Bureau of Land Management, approval to drill the subject well is hereby rescinded without prejudice.

A new "Application for Permit to Drill" must be filed with this office, for approval, prior to future drilling of the subject location.

Sincerely,

John R. Baza

John R. Baza
 Petroleum Engineer

clj

cc: D. R. Nielson
 R. J. Firth
 File

99510

POOR COPY

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

5. LEASE DESIGNATION AND SERIAL NO.
U-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
Thomas # 2A

10. FIELD AND POOL, OR WILDCAT
Cisco Springs

11. SEC., T., R., M., OR BLE.
AND SURVEY OR ARMA
S-13, T-20S, R-23E

12. COUNTY OR PARISH 13. STATE
Grand Utah

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
R. L. Jacobs Oil and Gas

3. ADDRESS OF OPERATOR
2467 Commerce Blvd., Grand Jct., Colo 81505

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
At surface
2340' FEL, 883' FSL Section 13, T-20S, R-23E, Grand County, Utah
At proposed prod. zone
Same as above

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

DEC 31 1984
DIVISION OF OIL, GAS & MINING
LYNN COLLINS
303-243-7874

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 300'

16. NO. OF ACRES IN LEASE 320

17. NO. OF ACRES ASSIGNED TO THIS WELL 40 (gas), 10 (oil)

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 100' **

19. PROPOSED DEPTH 1800'

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 4645' GL

22. APPROX. DATE WORK WILL START* Oct. 1, 1984

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
13 1/2"	8-5/8"	24#	160'	Circ. to surface
7-3/4"	4 1/2"	10.5#	TD	100 SX + 2% CaCl ₂

Contractors: Own tools

BLOWOUT PREVENTION EQUIPMENT

Hydraulic double ram BOP will be used.

Tested to 1000psi after surface pipe is set; then daily.

Grand rotating head above BOP.

Full shutoff gate valve on well head and exhaust line.

** We are re-drilling said nearest well, which will be plugged if proposed Thomas #2A well is successful. This program has been approved by Utah Division of Oil & Gas.

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

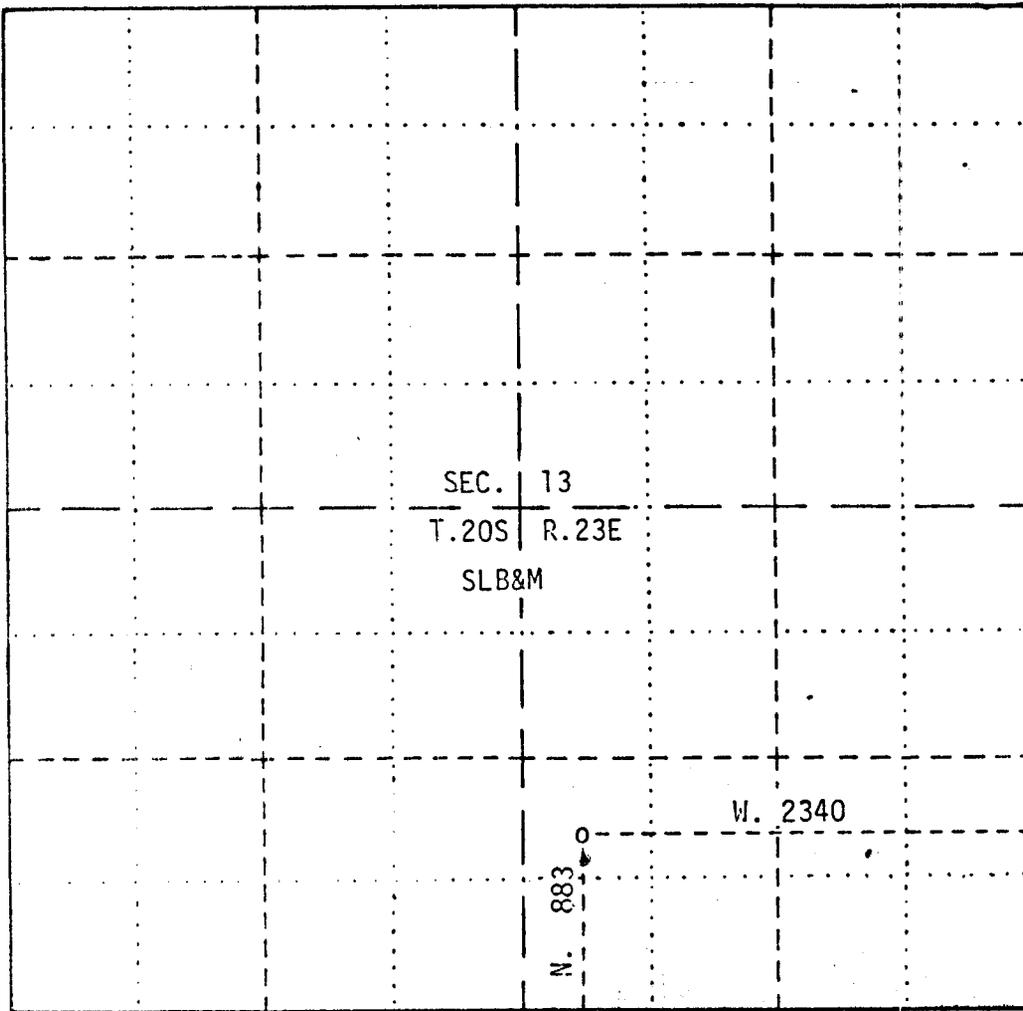
24. SIGNED Ross Jacobs TITLE Owner DATE Dec. 26th 1984

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:



SEC. 13
T. 20S R. 23E
SLB&M

W. 2340

N. 883

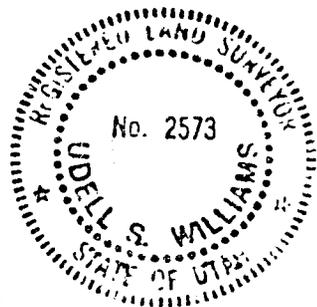
SCALE: 1" = 1000'

THOMAS # 2A

Located North 883 feet from the South boundary and West 2340 feet from the East boundary of Section 13, T:20S., R.23E., SLB&M.

Groundline Elev. 4645

Grand County, Utah



SURVEYOR'S CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF

Udell S. Williams
UTAH R.L.S. NO. 2573



UDELL S. WILLIAMS
751 Rood Avenue
GRAND JUNCTION, COLORADO 81501

PLAT OF
THOMAS # 2A
NW $\frac{1}{4}$ SW $\frac{1}{4}$ SE $\frac{1}{4}$ SEC. 13
T20S, R23E, SLB&M

SURVEYED BY: _____ DATE: _____
DRAWN BY: **USW** DATE: **1/19/83**

OPERATOR R. L. Jacobs Oil & Gas DATE 1/8/85

WELL NAME Thomas #2A

SEC SWSE 13 T 20S R 23E COUNTY Grant

43-019-31182
API NUMBER

Oil
TYPE OF LEASE

CHECK OFF:

- PLAT
- BOND
- NEAREST WELL
- LEASE
- FIELD
- POTASH OR OIL SHALE

PROCESSING COMMENTS:

Order # 102-45

Need water permit

APPROVAL LETTER:

SPACING: A-3 _____ UNIT c-3-a 102-45 8/26/82
102-46B 11/15/79
 CAUSE NO. & DATE

c-3-b c-3-c

STIPULATIONS:

1-Water

2- Upon completion of the Thomas #2A as a gas well, the Thomas #2, located 140' away, must be plugged and abandoned per Cause No. 102-45.

STATE OF UTAH
NATURAL RESOURCES
Oil, Gas & Mining

Scott M. Matheson, Governor
Temple A. Reynolds, Executive Director
Dr. G. A. (Jim) Shirazi, Division Director

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

July 21, 1983

RECEIVED
JAN 24 1985
DIVISION OF
OIL, GAS & MINING

R. L. Jacobs Oil & Gas
2467 Commerce Blvd.
Grand Junction, Colorado 81501

RE: Well No. Thomas #2-A
SWSE Sec. 13, T. 20S, R. 23E
883' FSL, 2340' FEL
Grand County, Utah

Gentlemen:

Insofar as this office is concerned, approval to drill the above referred to oil/gas well is hereby granted in accordance with the Order issued in Cause No. 102-45 dated August 26, 1983. Prior to spudding, a copy of the Utah Division of Water Rights (801-533-6071) approval for use or purchase of drilling water must be submitted to this office, otherwise this approval is void. The Thomas #2 well shall be immediately and properly plugged, should the Thomas #2-A be completed as a gas well.

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 - Chief 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 43-019-31082.

Sincerely,



Norman C. Stout
Administrative Assistant

NCS/as
cc: Oil & Gas Operations
Encl.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL & GAS

5. Lease Designation and Serial No.
U-7623

6. If Indian, Allottee or Tribe Name

7. Unit Agreement Name

8. Farm or Lease Name

9. Well No.

Thomas #2A

10. Field and Pool, or Wildcat
~~GREATER, CISCO~~
~~CISCO SPRINGS~~

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

S-13, T-20S, R-23E

12. County or Parrish 13. State
Grand Utah

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

R. L. Jacobs Oil and Gas

3. Address of Operator

2467 Commerce Blvd., Grand Jct., CO 81505

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

2340' FEL, 883' FSL Section 13, T-20S, R-23E, Grand County, Ut.

At proposed prod. zone

Same as above

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

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

300'

16. No. of acres in lease
320

17. No. of acres assigned to this well

40 (gas), 10 (oil)

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

100'

19. Proposed depth
1800' *Contract*

20. Rotary or cable tools
Rotary

21. Elevations (Show whether DF, RT, GR, etc.)
4645' GL

22. Approx. date work will start*
Mar. 1, 1985

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
13 1/2"	6 3/8"	10.5#	160'	Circ. to surface
7-3/4"	4 1/2"	10.5#	TD	100Sx + 2% CaCL ₂

Contractors: Own Tools

Blowout Prevention Equipment

Hydraulic double ram BOP will be used.

Tested to 1000 psi after surface pipe is set, then daily

Grant rotating head above BOP.

Full shutoff gate valve on well head and exhaust line.

**We are redrilling said nearest well, which will be plugged if proposed Thomas #2A well is successful. This program has been approved by Utah Division of Oil & Gas.

RECEIVED
JAN 24 1985

DIVISION OF
OIL, GAS & MINING

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

24. Signed Leonard Collins Title Controller Date Jan. 21, 1985

(This space for Federal or State office use)

Permit No.

Approval **APPROVED BY THE STATE**

Approved by

Title

Conditions of approval, if any:

OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 1/30/85
BY: John R. Base



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

January 30, 1985

R. L. Jacobs Oil and Gas
2467 Commerce Blvd.
Grand Junction, Colorado 81505

Gentlemen:

Re: Well No. Thomas #2A - SW SE Sec. 13, T. 20S, R. 23E
883' FSL, 2340' FEL - Grand County, Utah

Approval to drill the above referenced oil/gas well is hereby granted in accordance with Order of Cause No. 102-45 dated August 26, 1982 subject to the following stipulations:

1. Prior to commencement of drilling, receipt by the Division of evidence providing assurance of an adequate and approved supply of water.
2. Upon completion of the Thomas #2A as a gas well, the Thomas #2 well, located 140' away, must be plugged and abandoned per Cause No. 102-45.

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

1. Spudding notification to the Division within 24 hours after drilling operations commence.
2. Submittal to the Division of completed Form OGC-8-X, Report of Water Encountered During Drilling.
3. Prompt notification to the Division should you determine that it is necessary to plug and abandon this well. Notify John R. Baza, Petroleum Engineer, (Office) (801) 538-5340, (Home) 298-7695 or R. J. Firth, Associate Director, (Home) 571-6068.
4. Compliance with the requirements and regulations of Rule C-27, Associated Gas Flaring, General Rules and Regulations, Oil and Gas Conservation.

R. L. Jacobs Oil and Gas
Well No. Thomas #2A
January 30, 1985
Page 2

5. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-019-31182.

Sincerely,



R. J. Firth
Associate Director, Oil & Gas

as
Enclosures
cc: Branch of Fluid Minerals

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

REC'D MDO SEP 14 1984

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
 R. L. JACOBS OIL AND GAS

3. ADDRESS OF OPERATOR
 2467 Commerce Blvd., Grand Jct., Colo 81505

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface
 2340' FEL, 883' FSL Section 13, T-20S, R-23E, Grand County, Utah
 At proposed prod. zone
 Same as above

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any)
 300'

16. NO. OF ACRES IN LEASE
 320

17. NO. OF ACRES ASSIGNED TO THIS WELL
 40 (gas), 10 (oil)

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.
 100' **

19. PROPOSED DEPTH
 1800'

20. ROTARY OR CABLE TOOLS
 Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 4645' GL

22. APPROX. DATE WORK WILL START*
 Oct. 1, 1984

5. LEASE DESIGNATION AND SERIAL NO.
 U-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
 Thomas # 2A

10. FIELD AND POOL, OR WILDCAT
 Cisco Springs

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 S-13, T-20S, R-23E

12. COUNTY OR PARISH
 Grand

13. STATE
 Utah

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
13 1/2"	8-5/8"	24#	160'	Circ. to surface
7-3/4"	4 1/2"	10.5#	TD	100Sx + 2% CaCl ₂

Contractors: Own tools

Blowout Prevention Equipment

Hydraulic double line ram BOP will be used.
 Tested to 1000psi after surface pipe is set; then daily.
 Grant rotating head above BOP
 Full shutoff gate valve on well head and exhaust line.

RECEIVED
 FEB 13 1985
 DIVISION OF OIL
 GAS & MINING

** We are re-drilling said nearest well, which will be plugged if proposed Thomas #2A well is successful. This program has been approved by Utah Division of Oil & Gas.

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

24. SIGNED Ron Jacobs TITLE President DATE Sept. 11, 1984

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

APPROVED BY Kenneth V. Rhea TITLE Acting DISTRICT MANAGER DATE 07 FEB 1985

CONDITIONS OF APPROVAL, IF ANY:

CONDITIONS OF APPROVAL ATTACHED

*See Instructions On Reverse Side

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

State of Utah 505-10

R. L. Jacobs Oil and Gas
Well No. Thomas 2A
Section 13, T. 20 S., R. 23 E.
Grand County, Utah
Lease U-7623

Supplemental Stipulations

- 1) The dirt contractor will be furnished with an approved copy of the surface use plan and any additional BLM stipulations prior to any work.
- 2) If subsurface cultural material is exposed during construction, work in that spot will stop immediately and the Grand Resource Area office will be contacted. Salvage or excavation of identified archaeological sites will only be done if damage occurs.
- 3) The top 2 inches of soil material will be removed from the location and stockpiled on the South side of the location.
- 4) Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as the drilling is completed. The fence will be kept in good repair while the pit is drying. The fence will be 36 inch woven wire with a single strand of barbed wire on top.
- 5) The reserve pit and that portion of the location and access road not needed for production or production facilities will be reclaimed in the methods described in the rehabilitation section. All of the stockpiled topsoil will be used in reclaiming the unused areas.
- 6) All above-ground production facilities will be painted using the attached suggested colors.
- 7) Any burning will require a permit from the State Land Forestry and Fire Control Office in Moab. Contact Paul Pratt at (801) 259-6316.
- 8) Immediately upon completion of drilling, the location and surrounding area will be cleared of all debris resulting from the operation. All trash will be disposed of in the portable trash cage and will be hauled to a local town dump site. Do not leave any trash in pits.
- 9) All disturbed areas will be recontoured to blend as nearly as possible with the surrounding area.
- 10) The stockpiled topsoil will be evenly distributed over the disturbed area.
- 11) All disturbed areas will be scarified with the contour to a depth of 4 inches. Do not smooth pads out, leave a roughened surface.

- 12) Seed will be broadcast at a time to be specified by the BLM with the following seed prescription. When broadcast seeding, a harrow or some such implement will be dragged over the seeded area to assure seed cover.
- 13) Access road will be crowned and borrow ditched to allow safe travel to the location.
- 14) If proposed well is established as a producer, Thomas No. 2 will be plugged to comply with State spacing.

Your Application for Permit to Drill also includes 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.

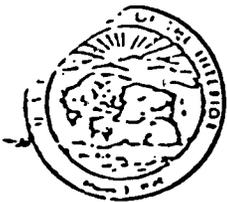
(10) A copy of the Gas Sales Contract will be provided to this office and the Royalty Accounting Department as directed.

(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.

SEED MIXTURE

SPECIES		LBS/ACRE
Grasses		
Oryzopsis hymenoides	Indian rice grass	1
Hilaria jamesii	Curley grass	1
Forbs		
Sphaeralcea coccinnia	Globemallow	1
Shrubs		
Atriplex confertifolia	Shadscale	1
Atriplex nuttallii	Nuttall Saltbush	1
Geratoides lanata	Winterfat	<u>1</u>
		6



United States Department of the Interior

IN REPLY REFER TO

BUREAU OF LAND MANAGEMENT

SUGGESTED COLORS TO PAINT OIL & GAS PRODUCTION FACILITIES

Cisco Desert and Flats below the Bookcliffs:

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

~~Bookcliffs Region:~~

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

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

RECEIVED

THE STATE OF UTAH
DIVISION OF OIL AND GAS CONSERVATION

SUBMIT IN TRIPLICATE
(Other instructions on re-
MAR 27 1985

SUNDRY NOTICES AND REPORTS ON WELLS

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

DIVISION OF OIL
GAS & MINING

5. LEASE DESIGNATION AND SERIAL NO. U- 7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME _____

7. UNIT AGREEMENT NAME _____

8. FARM OR LEASE NAME _____

9. WELL NO. THOMAS #2A
#24-3

10. FIELD AND POOL, OR WILDCAT
CISCO SPRINGS

11. SEC., T., B., M., OR BLK. AND SURVEY OR AREA
SEC. 1324, T-20S, R-23E

12. COUNTY OR PARISH GRAND 13. STATE UTAH

1. OIL WELL GAS WELL OTHER OPERATOR CHANGE ON DRILLING PERMIT

2. NAME OF OPERATOR
B.L. OIL AND GAS Co.

3. ADDRESS OF OPERATOR
617 PANORAMA DR. GRAND JUNCTION CO. 81503

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.
See also space 17 below.)
At surface
TH. #2A 2340' FSL, 883' FSL, SEC. 13, T-20S, R-23E
#24-3 1600' FWL, 1961' FSL, SEC. 24, T-20S, R-23E

14. PERMIT NO. _____ 15. ELEVATIONS (Show whether OF RT, OR, etc.) _____

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

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
TEST WATER SHUT-OFF <input type="checkbox"/>	FILL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETION <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) _____	(Other) _____

(Other) OPERATOR CHANGE ON DRILL PERMIT X

(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 DRILLING PERMITS FOR THE TWO ABOVE WELLS WERE ISSUED TO R.L. JACOBS OIL AND GAS (COPIES ATTACHED). SINCE B.L. OIL AND GAS Co. IS THE NEW OPERATOR, I WOULD LIKE PERMISSION TO CHANGE THE OPERATOR NAME TO B.L. OIL AND GAS Co. ALL OTHER STIPULATION AND REQUIREMENTS ON THE PERMIT ARE TO REMAIN THE SAME.

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

SIGNED Leonard Collins TITLE Owner- OPERATOR DATE 3-7-85

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:



STATE OF UTAH
NATURAL RESOURCES
Water Rights

1636 West North Temple • Salt Lake City, UT 84116 • 801-533-6071

*Both
Wells
for many
water
rights*

Scott M. Matheson, Governor
Temple A. Reynolds, Executive Director
Dee C. Hansen, State Engineer

April 19, 1985

Oil & Gas

Leonard Collins
617 Panorama Drive
Grand Junction, CO 81503

Dear Applicant:

RE: TEMPORARY APPLICATION
NUMBER 01-237 (T60780)

Enclosed is a copy of approved Temporary Application Number 01-237 (T60780). This is your authority to construct your works and to divert the water for the uses described.

While this approved application does give you our permission to divert and use water, it does not grant easements through public or private lands in order to gain access to the source nor to convey the water to the place of use, nor does this approval eliminate the need for such other permits as may be required by this Division or any other agency in implementing your diversion.

This application will expire March 31, 1985, and it is expected that no diversion or use of the water will be done after that date unless another proposal has been made and approved.

Your contact with this office, should you need it is with the Area Engineer, Mark Page. The telephone number is (801)637-1303.

Yours truly,

Robert L. Morgan
Robert L. Morgan, P.E.
State Engineer

RLM:slm

Encl.: Copy of approved Temporary Application

TEMPORARY

APPLICATION TO APPROPRIATE WATER
STATE OF UTAH

Application No. T60780

01-237

RECEIVED

NOTE:—The information given in the following blanks should be free from explanatory matter, but when necessary, a complete supplementary statement should be made on the following page under the heading "Explanatory."

APR 1 1986

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, for uses indicated by (X) in the proper box or boxes, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements of the Laws of Utah.

WATER RIGHT PRICE

- 1. Irrigation Domestic Stockwatering Municipal Power Mining Other Uses

2. The name of the applicant is LEONARD COLLINS

3. The Post Office address of the applicant is 617 PANORAMA DR. GRAND JCT. CO. 81503

4. The quantity of water to be appropriated .05 second-feet and/or NA acre-feet

5. The water is to be used for OIL & GAS WELL DRILLING from APRIL 1, 1985 to MARCH 31, 1986

other use period NONE from — to —

and stored each year (if stored) from — to —

6. The drainage area to which the direct source of supply belongs is — (Leave Blank)

7. The direct source of supply is* COLORADO RIVER (Name of stream or other source)

which is tributary to —, tributary to —

*Note.—Where water is to be diverted from a well, a tunnel, or drain, the source should be designated as "Underground Water" in the first space and the remaining spaces should be left blank. If the source is a stream, a spring, a spring area, or a drain, so indicate in the first space, giving its name, if named, and in the remaining spaces, designate the stream channels to which it is tributary, even though the water may sink, evaporate, or be diverted before reaching said channels. If water from a spring flows in a natural surface channel before being diverted, the direct source should be designated as a stream and not a spring.

8. The point of diversion from the source is in GRAND County, situated at a point* (5 1/2 miles SE of Cisco)

CISCO, UTAH NORTH 1400 EAST 2500 FROM SOUTHWEST CORNER SEC 23 T.31S. R.24E S1B411

*Note.—The point of diversion must be located definitely by course and distance or by giving the distances north or south, and east or west with reference to a United States land survey corner or United States mineral monument, if within a distance of six miles of either, or if at a greater distance, to some prominent and permanent natural object. No application will be received for filing in which the point of diversion is not defined definitely.

9. The diverting and carrying works will consist of WATER TANKER PULLED BY A TRUCK TO THE WELL SITE

10. If water is to be stored, give capacity of reservoir in acre-feet NA height of dam NA area inundated in acres NA legal subdivision of area inundated NA

11. If application is for irrigation purposes, the legal subdivisions of the area irrigated are as follows: NA

Total — Acres

12. Is the land owned by the applicant? Yes — No If "No," explain on page 2.

13. Is this water to be used supplementally with other water rights? Yes — No If "yes," identify other water rights on page 2.

14. If application is for power purposes, describe type of plant, size and rated capacity. NA

15. If application is for mining, the water will be used in NA Mining District at the NA mine, where the following ores are mined —

16. If application is for stockwatering purposes, number and kind of stock watered NA

17. If application is for domestic purposes, number of persons NA or families NA

18. If application is for municipal purposes, name of municipality NA

19. If application is for other uses, include general description of proposed uses DRILLING OIL & GAS WELLS

20. Give place of use by legal subdivision of the United States Land Survey for all uses described in paragraphs 14 to 19, incl. SECTION 1, 13, 24, 25 T-20S R-23E S1M GRAND COUNTY UTAH (SEE PG. 2)

21. The use of water as set forth in this application will consume .05 second-feet and/or acre-feet of water and NA second feet and/or acre feet will be returned to the natural stream or source at a point described as follows: NA

EXPLANATORY

The following additional facts are set forth in order to define more clearly the full purpose of the proposed application:

LINE 12: THE LAND ON WHICH THE WELLS ARE TO BE DRILLED ARE FEDERAL LEASES

THE WATER IS TO BE USED IF WE HAVE TO MUD-UP IN OUR DRILLING OPERATION, AND TO MIX CEMENT IN ORDER TO SET PIPE OR PLUG THE WELL

LINE 20: THOMAS #2A NW 1/4 SW 1/4 SE 1/4 SEC. 13, T-20S, R-23E SLB&M 883' FSL, 2340' FEL. #24-3 1600' FWL, 1961' FSL, SEC. 24, T-20S, R-23E SLB&M.

Paragraph #20 continued:

Thomas #2A: N. 883 ft. & W. 2340 ft. from SE Cor. Sec. 13, T20S, R23E, SLB&M. (NW 1/4 SW 1/4 SE 1/4)

#24-3: N. 1961 ft. & E. 1600 ft. from SW Cor. Sec. 24, T20S, R23E, SLB&M. (NE 1/4 SW 1/4)

(Use page 4 if additional explanatory is needed.)

The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purpose herein described

Leonard Collins Signature of Applicant*

*If applicant is a corporation or other organization, signature must be the name of such corporation or organization by its proper officer, or in the name of the partnership by one of the partners, and the names of the other partners shall be listed. If a corporation or partnership, the affidavit below need not be filled in. If there is more than one applicant, a power of attorney, authorizing one to act for all, should accompany the Application.

DECLARATION OF CITIZENSHIP

STATE OF ~~UTAH~~ Colorado } ss County of Mesa

Or the 30th day of March, 1985, personally appeared before me, a notary public for the State of Utah, the above applicant who, on oath, declared that he is a citizen of the United States, or has declared his intention to become such a citizen.

My commission expires: Feb. 24, 1989

Linda Marsh Notary Public



DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

API #43-019-31182

NAME OF COMPANY: B. L. OIL & GAS COMPANY

WELL NAME: THOMAS 2-A

SECTION SW SE 13 TOWNSHIP 20S RANGE 23E COUNTY Grand

DRILLING CONTRACTOR Starner

RIG # 1

SPUDED: DATE 5-8-85

TIME 7:30 AM

HOW Rotary

DRILLING WILL COMMENCE _____

REPORTED BY Len Collins

TELEPHONE # 303-243-8992

DATE 5-9-85 SIGNED AS

UNITED STATES DEPARTMENT OF THE INTERIOR GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE (See Order Instructions on reverse side)

Form approved. Budget Bureau No. 42-R355.5

15

5. LEASE DESIGNATION AND SERIAL NO. U-7623
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME
9. WELL NO. THOMAS #2A
10. FIELD AND POOL, OR WILDCAT GREATER CISCO
11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA SEC. 13 T-20S R-23E

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL [] GAS WELL [X] DRY [] Other [] MAY 28 1985

b. TYPE OF COMPLETION: NEW WELL [X] WORK OVER [] DEEP-EN [] PLUG BACK [] DIFF. RESVR. [] Other [] DIVISION OF OIL GAS & MINING

2. NAME OF OPERATOR B.I. OIL AND GAS CO.

3. ADDRESS OF OPERATOR 617 PANORAMA DR. GRAND JUNCTION, CO. 81503

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)* At surface 2340' FEL 883' FSL SWSE At top prod. interval reported below At total depth

14. PERMIT NO. 43-019-3/182 DATE ISSUED July 21, 1983

15. DATE SPUDDED May 8, 1985 16. DATE T.D. REACHED May 11, 1985 17. DATE COMPL. (Ready to prod.) May 22, 1985 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 4645 19. ELEV. CASINGHEAD 4645

20. TOTAL DEPTH, MD & TVD 1182 21. PLUG, BACK T.D., MD & TVD - 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY ROTARY TOOLS 10-1182 CABLE TOOLS -

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 1171' - 1182' DAKOTA 25. WAS DIRECTIONAL SURVEY MADE YES

26. TYPE ELECTRIC AND OTHER LOGS RUN NONE 27. WAS WELL CORED NO

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

Table with 6 columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED. Rows include 7 5/8 (29.60, 151.21, 11", 60 SACKS) and 5 1/2 (15.50, 1171.30, 7 3/4", 45 SACKS).

29. LINER RECORD

Table with 5 columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD). Row: N/A, , , ,

30. TUBING RECORD

Table with 3 columns: SIZE, DEPTH SET (MD), PACKER SET (MD). Row: 2 3/8, 1181.94, -

31. PERFORATION RECORD (Interval, size and number)

OPEN HOLE 1171 TO 1182

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

Table with 2 columns: DEPTH INTERVAL (MD), AMOUNT AND KIND OF MATERIAL USED. Row: NONE,

33.* PRODUCTION

Table with 4 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: NA, FLOWING, SHUT-IN PSW, 5-13-85, 3, 3/8", , 80 MCF, -, NA; 14#, 40#, , , 640, NONE, NA.

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

Sold To NORTHWEST PIPELINE CORP. CONTRACT #2560 TEST WITNESSED BY MASTER PETROLEUM DEV. CO.

35. LIST OF ATTACHMENTS

NONE

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records SIGNED Leonard Collins TITLE OPERATOR DATE May 22, 1985

*(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 18: 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 TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
MANCUS	0	1168	GRAY SHALE
DAKOTA	1168	1182	SAND & SHALE INTERBEDDED

38. GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
DAKOTA	1171	1° HOLE DEVIATION 0-1182

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

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

Form approved.
Budget Bureau No. 42-R1424.

5. LEASE DESIGNATION AND SERIAL NO.

4-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER TURN ON NEW WELL

2. NAME OF OPERATOR
B.L. OIL AND GAS CO.

3. ADDRESS OF OPERATOR
617 PANORAMA DR. GRAND JUNCTION CO. 81503

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
See also space 17 below.)
At surface
2340' FEL 883' FSL

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
THOMAS #2A

10. FIELD AND POOL, OR WILDCAT
GREATER CISCO

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

SEC. 13 T-20S R-23E

14. PERMIT NO.
43-019-31082

15. ELEVATIONS (Show whether DF, RT, GR, etc.)
4645 GR.

12. COUNTY OR PARISH 13. STATE
GRAND UT

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

NOTICE OF INTENTION TO:

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

PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

SUBSEQUENT REPORT OF:

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

REPAIRING WELL
ALTERING CASING
ABANDONMENT*

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

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

THIS WELL IS TO BE ON PRODUCTION
ON JUNE 4, 1985.

RECEIVED

JUN 10 1985

DIVISION OF OIL
GAS & MINING

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

SIGNED J. Collins

TITLE OPERATOR

DATE 6-7-85

(This space for Federal or State office use)

APPROVED BY _____
CONDITIONS OF APPROVAL, IF ANY:

TITLE _____

DATE _____

RECEIVED
Aug 26 1988

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN TRIPPLICATE*
(Other instructions on reverse side)

DIVISION OF OIL, GAS & MINERAL RESOURCES
LEASE DESIGNATION AND SERIAL NO.
7623

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER OPERATOR CHANGE		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
2. NAME OF OPERATOR B.L. OIL AND GAS COMPANY		7. UNIT AGREEMENT NAME
3. ADDRESS OF OPERATOR 617 PANORAMA DR. GRAND JUNCTION CO. 81503		8. FARM OR LEASE NAME
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.) At surface: SECTION 13 E 1/2 SECTION 24 SW 1/2 SECTION 25 E 1/2 NW 1/4, W 1/2 NE 1/2		9. WELL NO.
14. PERMIT NO.	15. ELEVATIONS (Show whether DF, RT, OR, etc.)	10. FIELD AND POOL, OR WILDCAT GREATER : CISCO
		11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA SEC. 13 E 1/2, SEC. 24 SW 1/2 SEC. 25 E 1/2 NW 1/4 W 1/2 NE 1/2
		12. COUNTY OR PARISH GRAND
		13. STATE UTAH

T-20 S
R-23 E
SLM

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

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

(Other) OPERATOR CHANGE

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

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

EFFECTIVE AUGUST 5, 1988 B.L. OIL AND GAS CO. HAS DESIGNATED ABRAHAM R. GLADSTONE, 36 DEBORAH TERRACE, ENGLEWOOD CLIFF, N.J. #07632 AS OPERATOR OF SEC. 13 E 1/2; SEC. 24 SW 1/2, SEC. 25 E 1/2 NW 1/4, W 1/2 NE 1/2 T-20S, R-23E SLM. WELLS AND LOCATION.

- SECTION 13:
- LEN 13-3 (SE 1/4 SE 1/4) - 43-019-31217 DKTR
 - THOMAS 2A (SW 1/4 SE 1/4) 43-019-31182 DKTR
 - THOMAS #8 (NE 1/4 SE 1/4) 43-019-30448 DKTR
- SECTION 25:
- JACOBS 25-1 (SE 1/4 NW 1/4) 43-019-30486 SLM
- SECTION 24:
- LEN 24-4 (NW 1/4 SW 1/4) 43-019-31223 DKTR
 - LEN 24-3 (NE 1/4 SW 1/4) 43-019-31179 DKTR
 - JACOBS 24-1 (SE 1/4 SW 1/4) 43-019-30510 DKTR

18. I hereby certify that the foregoing is true and correct
SIGNED J. Collins TITLE OPERATOR DATE 8-22-88

(This space for Federal or State office use)

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

*See Instructions on Reverse Side

Number 1983)
Form 9-331)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPPLICATE
(Other instructions on reverse side)

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. LEASE DESIGNATION AND SERIAL NO.

SEE NO 17

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

NONE

8. FARM OR LEASE NAME

SEE NO. 17

WELL NO.

SEE NO. 17

10. FIELD AND POOL, OR WILDCAT

GREATER CISCO AREA

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

12. COUNTY OR PARISH

GRAND

13. STATE

UTAH

1. ASSIGNMENT OF RIGHTS AS DESIGNATED OPERATOR OF OIL WELLS, GAS WELLS, PIPELINE & COMPRESSOR STATION.

2. NAME OF OPERATOR
ABRAHAM R. GLADSTONE

3. ADDRESS OF OPERATOR
36 DEBORAH TERRACE, ENGLEWOOD CLIFFS, N.J. 07633

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.)
At surface
DETAILED IN NO. 17

14. PERMIT NO. 15. ELEVATIONS (Show whether DF, BT, GR, etc.)

DIVISION OF OIL, GAS & MINING

RECEIVED
SEP 10 1988

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

NOTICE OF INTENTION TO:

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

SUBSEQUENT REPORT OF:

WATER SHUT-OFF
FRACTURE TREATMENT
SHOOTING OR ACIDIZING
REPAIRING WELL
ALTERING CASING
ABANDONMENT*

(Other) ASSIGNMENT OF OPERATOR RIGHTS.

(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.)

Assignment of Rights as Designated Operator of the following Leases, Oil and Gas Wells, Pipeline & Compressor Station are hereby transferred to Geophysical Survey Company, 2250 Tiffany Drive, Grand Junction, CO 81503, Don D. Armentrout, President.
GRAND COUNTY, UTAH. T 20 S, R23 E, SLB&M.

LEASE SERIAL NUMBER	DESCRIPTION OF LANDS	WELLS AND LOCATION
U-7623	Section 13: E $\frac{1}{2}$.	LEN 13-3 (SE $\frac{1}{2}$ SE $\frac{1}{2}$) THOMAS 2A (SW $\frac{1}{2}$ SE $\frac{1}{2}$) THOMAS 8 (NE $\frac{1}{2}$ SE $\frac{1}{2}$)
"	"	LEN 24-4 (NW $\frac{1}{2}$ SW $\frac{1}{2}$) LEN 24-3 (NE $\frac{1}{2}$ SW $\frac{1}{2}$)
"	SECTION 24: SW $\frac{1}{2}$.	JACOBS 24-1 (SE $\frac{1}{2}$ SW $\frac{1}{2}$) JACOBS 25-1 (SE $\frac{1}{2}$ NW $\frac{1}{2}$) LEN 25-2 (NW $\frac{1}{2}$ NE $\frac{1}{2}$)
"	"	
"	SEC. 25: E $\frac{1}{2}$ NW $\frac{1}{2}$, W $\frac{1}{2}$ NE $\frac{1}{2}$.	
"	"	
U-7945	SECTION 13: SW $\frac{1}{2}$ SW $\frac{1}{2}$.	JACOBS 1 (SW $\frac{1}{2}$ SW $\frac{1}{2}$)
U-6355B	SECTION 9: E $\frac{1}{2}$ NE $\frac{1}{2}$.	3-355 (NE $\frac{1}{2}$ NE $\frac{1}{2}$) 1-355 (SE $\frac{1}{2}$ NE $\frac{1}{2}$) 1-355A (SE $\frac{1}{2}$ NE $\frac{1}{2}$)
U-17309	T 21 S, R 23 E, SLB&M. SECTION 1: ALL	CP 1-5 (NW $\frac{1}{2}$ NW $\frac{1}{2}$) CP 1-4 (SE $\frac{1}{2}$ SW $\frac{1}{2}$) WK 1-13 (SE $\frac{1}{2}$ SW $\frac{1}{2}$) WK 1-14 (NW $\frac{1}{2}$ NE $\frac{1}{2}$) WK 1 (SW $\frac{1}{2}$ SW $\frac{1}{2}$) WK 2 (SW $\frac{1}{2}$ SE $\frac{1}{2}$) WK 3 (NW $\frac{1}{2}$ SW $\frac{1}{2}$)

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

SIGNED Abraham R. Gladstone TITLE Owner DATE 8-17-88

(This space for Federal or State office use)

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

*See Instructions on Reverse Side



EPS Resources Corporation

5655 South Yosemite
Suite 460
Englewood, CO 80111
Phone (303) 721-7920
Fax (303) 721-6025

February 8, 1991

Lisha Romero
Division of Oil, Gas & Mining
3 Triad Center, Suite 350
355 W. N. Temple
Salt Lake City, Utah 84180-1203

Dear Lisha:

Per my recent conversation with Vicky Carney, enclosed please find copies of the signed Sundry Notices for change of operatorship for wells located in the Cisco Springs Field. It would appear that the Bureau of Land Management recognizes EPS Resources Corporation as operator, since we have been receiving pre-printed monthly production forms.

If you need any additional information, please call me.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Dale Anne Kessler'. The signature is written in dark ink and is positioned above the printed name.

Dale Anne Kessler

FEB 10 1991

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

(Other instructions on reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

U-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Federal

9. WELL NO. Jacobs 24-1 & 25-
LEN13-3, Thomas 2A,
Thomas 8, LEN 24-4, 24-3

10. FIELD AND POOL, OR WILDCAT

Cisco Springs

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

Secs. 13, 24, 25
T20S, R23E

12. COUNTY OR PARISH 13. STATE

Grand Utah

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
EPS RESOURCES CORPORATION

3. ADDRESS OF OPERATOR
5655 S. Yosemite, Suite 460, Englewood, CO 80111

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.)
At surface
Sec. 25: SE1/4NW1/4 Jacobs 25-1, Sec. 25: NW1/4NE1/4
Sec. 13: SE1/4SE1/4 - Len 13-3 Well, Sec. 24: NW1/4SW1/4 - LEN 24-4
Sec. 13: SW1/4SE1/4 - Thomas 2A, Sec. 24: NE1/4SW1/4 - LEN 24-3
Sec. 13: NE1/4SE1/4 - Thomas 8, Sec. 24: SE1/4SW1/4 - Jacobs 24-1

14. PERMIT NO. 15. ELEVATIONS (Show whether of, ft., or gr. etc.)
43-019-31-223, 43-019-31-217, 43-019-30-148,
~~43-019-31-682~~, 43-019-31-179, 43-019-30-510, 43-019-30-486,

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

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF
FRACTURE TREAT
SHOOT OR ACIDIZE
REPAIR WELL
(Other) Change of Operator

PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

SUBSEQUENT REPORT OF:

WATER SHUT-OFF
FRACTURE TREATMENT
SHOOTING OR ACIDIZING
(Other)
REPAIRING WELL
ALTERING CASING
ABANDONMENT*

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

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

Please be advised that EPS Resources Corporation is considered to be the operator of these wells in the Cisco Springs Field in Grand County, Utah and is responsible under the terms and conditions of the leases for the operations conducted on the leased lands effective July 26, 1990.

Bond Coverage for the listed wells is provided by LC #244.

RECEIVED
FEB 27 1991

DIVISION OF
OIL, GAS & MINING

18. I hereby certify that the foregoing is true and correct
SIGNED Edward Neibauer TITLE President DATE 8-7-90

(This space for Federal or State office use)

Assistant District Manager

APPROVED BY William C. Hume TITLE _____ DATE 8/13/90
CONDITIONS OF APPROVAL IF ANY:

APPROVE w/ change of op. cond: eg. etc.



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

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• GEOPHYSICAL SURVEY COMPANY
2250 TIFFANY DRIVE
GRAND JUNCTION CO 81503
ATTN: DON ARMENTROUT

Utah Account No. N3315
Report Period (Month/Year) 12 / 90
Amended Report

Well Name	API Number	Entity	Location	Producing Zone	Days Oper	Production Volume		
						Oil (BBL)	Gas (MSCF)	Water (BBL)
THOMAS #2A	4301931182	00572	20S 23E 13	DKTA		U-7623		
LEN #13-3	4301931217	00572	20S 23E 13	MRSN		"		
LEN #24-4	4301931223	00573	20S 23E 24	DKTA		"		
CISCO SS 15-8	4301931052	02285	20S 23E 15	MR-SW		U-42223		
ROBIN G. NO. 24-1	4301931255	10837	20S 23E 24	CDMTN		U-58207		
FEDERAL 1-355A	4301931265	10941	20S 23E 9	CDMTN		U-6355-B		
FEDERAL 3-355	4301930123	10947	20S 23E 9	DKTA		U-6355		
ROBIN G. 24-4	4301931261	10963	20S 23E 24	MRSN		U-58207		
TOTAL								

Comments (attach separate sheet if necessary) _____

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

Authorized signature _____ Telephone _____

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:	
1-LCR	<input checked="" type="checkbox"/>
2-DTS	<input checked="" type="checkbox"/>
3-VLC	<input checked="" type="checkbox"/>
4-RJF	<input checked="" type="checkbox"/>
5-RWM	<input checked="" type="checkbox"/>
6-LCR	<input checked="" type="checkbox"/>

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

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

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 7-26-90)

TO (new operator)	<u>EPS RESOURCES CORPORATION</u>	FROM (former operator)	<u>GEOPHYSICAL SURVEY COMPANY</u>
(address)	<u>5655 SOUTH YOSEMITE, STE 460</u>	(address)	<u>2250 TIFFANY DRIVE</u>
	<u>ENGLEWOOD, CO 80111</u>		<u>GRAND JUNCTION, CO 81503</u>
	<u>DALE ANNE KESSLER</u>		<u>DON ARMENTROUT</u>
	<u>phone (303) 721-7920</u>		<u>phone (303) 241-9755</u>
	<u>account no. N 2025</u>		<u>account no. N3315</u>

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

Name: <u>**SEE ATTACHED**</u>	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twsp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- See 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). (Acc. 2-27-91)
- See 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). (Rec. 2-27-91)
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) If yes, show company file number: .
- See 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of **Federal and Indian** well operator changes should take place prior to completion of steps 5 through 9 below. (Approved 8-22-90)
- See 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. (3-1-91)
- See 6. Cardex file has been updated for each well listed above.
- See 7. Well file labels have been updated for each well listed above.
- See 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission.
- See 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- ✓ 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 6, Entity Action Form). *Per EPS Resources, please leave entities as is. (3-4-91)*
- ✓ 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

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

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

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

MICROFILMING

- ✓ 1. All attachments to this form have been microfilmed. Date: March 11 1991.

FILED

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

COMMENTS

Btm-moab - Approved changes on 8-17-90 & 8-22-90 eff. 7-26-90 (Verlene Butts)

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

EXPIRES AUGUST 31, 1985
6. LEASE DESIGNATION AND SERIAL NO.

SEE below

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Saturn Resources Corp.

3. ADDRESS OF OPERATOR
PO BOX 870171

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

14. PERMIT NO. _____ 15. ELEVATIONS (Show whether DP, RT, CR, etc.) _____

7. UNIT AGREEMENT NAME _____

8. FARM OR LEASE NAME _____

9. WELL NO.
VARIOUS

10. FIELD AND POOL, OR WILDCAT _____

11. SEC., T., R., W., OR SWK. AND SURVEY OR L.S.
*T20 R23E
T21 S R23E*

12. COUNTY OR PARISH 13. STATE
Grand 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"/>	FELL OR ALTER CASING <input type="checkbox"/>	WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLIANCE <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 PLANE <input type="checkbox"/>	(Other) _____ <input type="checkbox"/>	(Other) _____ <input type="checkbox"/>

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

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

*WE HAVE purchased the leases + properties listed on attached exhibits. purchased from MASTER Petroleum + Development AND Abraham R. Gladstone * EPS Resources Corp. We are operators of these leases + wells as of 8-1-91*

There is one ADDITIONAL lease which we do not have information on. It is lease # UTY 7945. It has 1 gas well on it - Jacobs #1 well #Hadden + Harrison

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

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

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY: _____

*See Instructions on Reverse Side

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

Expires August 31, 1985 5. LEASE DESIGNATION AND SERIAL NO. UTU 7623 IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL [X] GAS WELL [X] OTHER []
2. NAME OF OPERATOR Saturn Resources Corp.
3. ADDRESS OF OPERATOR PO Box 87071 Dallas Texas 75287
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.) See also space 17 below. At surface SEE ATTACHED
15. ELEVATIONS (Show whether DF, RT, CR, etc.)

7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME
9. WELL NO. SEE ATTACHED
10. FIELD AND POOL, OR WILDCAT
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
12. COUNTY OR PARISH 13. STATE GRAND County UTAH

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

NOTICE OF INTENTION TO:

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

SUBSEQUENT REPORT OF:

WATER SHUT-OFF []
FRACTURE TREATMENT []
SHOOTING OR ACIDIZING []
(Other) []
REPAIRING WELL []
ALTERING CASING []
ABANDONMENT* []

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

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

CHANGE OF OPERATOR

eff. 9/1/91

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

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

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

- WELLS: Thomas #8
1-25 Jacobs
2A-1 Jacobs
2-A Thomas
2A-3 Jacobs
13-3 Len Fed.
2A-4 Len Fed.

REC. STAMP

RECEIVED

OCT 30 1991

DIVISION OF OIL GAS & MINING

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

SIGNED R. Lynn Perry

TITLE vice president

DATE 9-5-91

(This space for Federal or State office use)

APPROVED BY William C. Stinger

TITLE District Manager

DATE 10/25/91

*See Instructions on Reverse Side

APPROVE change of operator cond: acj kjf/kjl ALS 10/25/91
Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Routing: *ls*

1-LCR	<i>7-LCR</i>
2-DTS	<i>DTS</i>
3-VLC	
4-RJF	
5-RWM	
6-ADA	

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

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

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 8-1-91)

(new operator)	<u>SATURN RESOURCES CORP.</u>	FROM (former operator)	<u>EPS RESOURCES CORP.</u>
(address)	<u>P. O. BOX 870171</u>	(address)	<u>5655 S. YOSEMITE, #460</u>
	<u>DALLAS, TX 75287</u>		<u>ENGLEWOOD, CO 80111</u>
	<u>R. LYNN DEMPSEY</u>		<u>DALE ANNE KESLER</u>
	phone (<u>214</u>) <u>418-1701</u>		phone (<u>303</u>) <u>721-7920</u>
	account no. <u>N 1090</u>		account no. <u>N 2025</u>

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

Name: <u>FEDERAL 24-1/MRSN</u>	API: <u>43-019-30510</u>	Entity: <u>569</u>	Sec: <u>24</u> Twp: <u>20S</u> Rng: <u>23E</u>	Lease Type: <u>U-7623</u>
Name: <u>THOMAS #2A/DKTA</u>	API: <u>43-019-31182</u>	Entity: <u>572</u>	Sec: <u>13</u> Twp: <u>20S</u> Rng: <u>23E</u>	Lease Type: <u>U-7623</u>
Name: <u>CISCO SPRINGS #24-3/DKTA</u>	API: <u>43-019-31179</u>	Entity: <u>571</u>	Sec: <u>24</u> Twp: <u>20S</u> Rng: <u>23E</u>	Lease Type: <u>U-7623</u>
Name: <u>LEN #13-3/MRSN</u>	API: <u>43-019-31217</u>	Entity: <u>572</u>	Sec: <u>13</u> Twp: <u>20S</u> Rng: <u>23E</u>	Lease Type: <u>U-7623</u>
Name: <u>LEN #24-4/DKTA</u>	API: <u>43-019-31223</u>	Entity: <u>573</u>	Sec: <u>24</u> Twp: <u>20S</u> Rng: <u>23E</u>	Lease Type: <u>U-7623</u>
Name: _____	API: _____	Entity: _____	Sec: _____ Twp: _____ Rng: _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec: _____ Twp: _____ Rng: _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- 1 (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Reg. 10-7-91) (Reg. 10-18-91) (Rec'd Btm approved Sundries 10-30-91)*
- 2 (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Rec'd. 10-7-91) (Rec'd Btm approved sundries 10-30-91)*
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) _____ If yes, show company file number: _____.
- 4 (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- 5 Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(11-5-91)*
- 6 Cardex file has been updated for each well listed above. *(11-6-91)*
- 7 Well file labels have been updated for each well listed above. *(11-6-91)*
- 8 Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(11-5-91)*
- 9 A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

TY REVIEW

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

VERIFICATION (Fee wells only)

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

INTEREST OWNER NOTIFICATION RESPONSIBILITY

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

ING

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

NG

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

MENTS

911028 Btm/Maab Approved 10-25-91 eff. 8-1-91. (see Btm approved sundries rec'd 10-30-91)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Serial No.
See Attached List.

6. If Indian, Allottee or Tribe Name
-

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

SUBMIT IN TRIPLICATE - Other Instructions on reverse side 2-18

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

8. Well Name and No.
See Attached

2. Name of Operator
Falcon Energy, LLC

9. API Well No.
See Attached

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

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

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

11. County or Parish, State
Grand, Utah

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

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

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

Change of Operator Effective 11/29/2000

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

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

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

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

Name (Printed/Typed) *Douglas H. Powell* Title *Manager*

Signature *Doug Powell* Date *12-6-00*

RECEIVED
FEB 08 2001
DIVISION OF OIL, GAS AND MINING

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by *William Strayer* Title *Assistant Field Manager* Date *2/2/01*

Office *Division of Resources*

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

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

CONDITIONS OF APPROVAL

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

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

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

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

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

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

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

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

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

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

<u>Lease #</u>	<u>Well Name</u>	<u>API Well #</u>	<u>Oil/Gas</u>	<u>Ownership</u>
UTU-58207	Robin G 24-4	430193126100S01	Oil	100%
	Robin G 24-1	430193125500S01	Gas	100%
	ML-130	4301931346		
	Sec. 24, T. 20S., R. 23 E.			

Wells on leases held by other companies:

UTU- 4440 ⁷⁵⁵³⁶ *	TXO Springs 9-1	430193071300S01	Gas	75%
	Sec. 9, T. 20S., R. 23 E.			
UTU-042223*	Inland Fuels 9-6	430193114200S01	Gas	50%
	Inland Fuels 9-5	430193108500S01	Gas	50%
	Cisco SS 9-3	430193104800S01	Gas	70%
	Sec. 9, T. 20S., R. 23 E.			
UTU-6791**	Mustang 3-1	430193112800S01	Oil/Gas	90%
	Sec. 3, T. 20S., R. 23 E.			

* Lessee of Record - Ambra Oil & Gas

** Lessee of Record - Amoco

TRUSTEE'S DEED AND BILL OF SALE

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

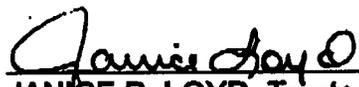
NOW THEREFORE, know ye that I, Janice D. Loyd, Trustee, by virtue of the power and authority in me vested, as aforesaid, and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, to me in hand paid, the receipt of which is hereby acknowledged, do hereby quit claim, grant,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

See Exhibit "A" attached

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

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

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



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

BELLINGHAM, COLLINS &
Loyd, P.C.
2050 Oklahoma Tower
210 Park Avenue
Oklahoma City, Okla.
73102

RECEIVED

FEB 08 2001

DIVISION OF
OIL, GAS AND MINING

FF

STATE OF OKLAHOMA)
) SS:
 COUNTY OF OKLAHOMA)

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

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

Sheilah Trechberg

 Notary Public

My Commission Expires:

5-16-01

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS ✓
2. CDW ✓		5- STP ✓
3. JLT		6-FILE

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective: **11-29-2000**

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

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

CA No.

Unit:

WELL(S)

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

OPERATOR CHANGES DOCUMENTATION

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

4. Is the new operator registered in the State of Utah: YES Business Number: 2022926-0160
5. If **NO**, the operator was contacted on: _____
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 12/06/2000
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

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

STATE BOND VERIFICATION:

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

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

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

FILMING:

1. All attachments to this form have been **MICROFILMED** on: APR. 25 2001

FILING:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS			5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Change of Operator</u>			7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Running Foxes Petroleum, Inc. N2195			8. WELL NAME and NUMBER:
3. ADDRESS OF OPERATOR: 7060 B South Tucson CITY Centennial STATE CO ZIP 80112		PHONE NUMBER: (720) 377-0923	9. API NUMBER:
4. LOCATION OF WELL FOOTAGES AT SURFACE: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:			10. FIELD AND POOL, OR WILDCAT: COUNTY: Grand STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>May 15, 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 checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

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

NAME (PLEASE PRINT) <u>Neil D. Sharp</u>	TITLE <u>Geologist</u>
SIGNATURE <u><i>Neil D. Sharp</i></u>	DATE <u>05/23/06</u>

(This space for State use only)

APPROVED 12114 12006

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

(See Instructions on Reverse Side)

RECEIVED
MAY 31 2006

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU 7623
2. Name of Operator RUNNING FOXES PETROLEUM, INC.		6. If Indian, Allottee or Tribe Name
3a. Address 7060 B SO. TUCSON WAY CENTENNIAL, CO. 80112	3b. Phone No. (include area code) 303-617-7242	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) SW SE SEC. 13 T20S - R23E		8. Well Name and No. Thomas 2A
		9. API Well No. 43019 - 31182
		10. Field and Pool, or Exploratory Area CISCO SPRINGS
		11. County or Parish, State GRAND COUNTY, UTAH

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

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

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

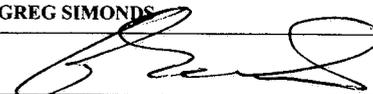
RUNNING FOXES PETROLEUM, INC. IS TAKING OVER OPERATIONS OF THE ABOVE CAPTIONED WELL(S).

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

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

EFFECTIVE DATE: 5/15/2006

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

Name (Printed/Typed) GREG SIMONDS	Title V.P. OPERATIONS
Signature 	Date 05/30/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by ACCEPTED	Division of Resources	Date 6/12/06
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Moab Field Office	Office

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

(Instructions on page 2)

CONDITIONS OF APPROVAL ATTACHED

RECEIVED
JUN 19 2006

DIV. OF OIL, GAS & MIN.

Running Foxes Petroleum, Inc.
Well Nos. 2A, 8, 13-3, 24-1, 24-3, 24-4, 1-25
Sections 13, 24 and 25, T20S, R23E
Lease UTU7623
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 Running Foxes Petroleum, Inc. is considered to be the operator of the above wells effective May 15, 2006, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

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

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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:	
10. FIELD AND POOL, OR WILDCAT:	
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Change of Operator</u>	
2. NAME OF OPERATOR: <u>Falcon Energy LLC</u>	
3. ADDRESS OF OPERATOR: <u>1383 Bridal Path Court</u> CITY <u>Fruita</u> STATE <u>CO</u> ZIP <u>81521</u>	PHONE NUMBER: <u>(970) 234-8095</u>
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: <u>Grand</u> QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: <u>UTAH</u>	

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

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

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

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

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

(This space for State use only)

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

RECEIVED
DEC 07 2006
 DIV. OF OIL, GAS & MINING

(See Instructions on Reverse Side)

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

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

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING	
1. DJJ	
2. CDW	

X Change of Operator (Well Sold)

Operator Name Change/Merger

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/7/2006
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 5/31/2006
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/6/2006
- Is the new operator registered in the State of Utah: YES Business Number: 6097088-0143
- (R649-9-2) Waste Management Plan has been received on: requested 12/18/06
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: _____
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 6/19/2006 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 12/14/2006
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 12/14/2006
- Bond information entered in RBDMS on: n/a
- Fee/State wells attached to bond in RBDMS on: n/a
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No. **UTU-7623**

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No.
Thomas 2A

9. AFI Well No.
43-019-311-82-00-00

10. Field and Pool, or Exploratory
Greater Cisco

11. Sec., T., R., M., on Block and Survey or Area **13 20S 23E**

12. County or Parish **Grand** 13. State **UT**

17. Elevations (DF, RKB, RT, GL)*
4645' GL

1a. Type of Well Oil Well Gas Well Dry Other

b. Type of Completion: New Well Work Over Deepen Plug Back Diff. Resvr.,
Other **Re-entry Clean up**

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

3. Address **7060 B South Tucson Way Centennial, CO 80112** 3a. Phone No. (include area code)
720-889-0510

4. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface **883' fsl & 2340' fel NW SW SE**
At top prod. interval reported below **Same as above**
At total depth **Same as above**

14. Date Spudded **05/08/1985** 15. Date T.D. Reached **05/11/1985** 16. Date Completed **05/22/1985**
 D & A Ready to Prod.

18. Total Depth: MD **1418' GL** 19. Plug Back T.D.: MD **n/a** 20. Depth Bridge Plug Set: MD **n/a**
TVD **TVD** TVD **TVD**

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Cement Bond Log (Rocky Mountain Wireline)

22. Was well cored? No Yes (Submit analysis)
Was DST run? No Yes (Submit report)
Directional Survey? No Yes (Submit copy)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
11"	7 5/8"	29.6 lb.	Surface	151.21'		60 sacks			
7 3/4"	5 1/2"	15.5 lb.	Surface	TD?		45 sacks?			
5 1/2"	3"	?	Surface	1208'?		?			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
n/a								

25. Producing Intervals			26. Perforation Record			
Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) n/a			n/a			
B)						
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, etc.

Depth Interval	Amount and Type of Material
none	

RECEIVED
APR 04 2007
DIV OF OIL, GAS & MINING

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						Shut-In
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

*(See instructions and spaces for additional data on page 2)

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
			→						

29. Disposition of Gas (Sold, used for fuel, vented, etc.)

n/a

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

B1 @ 1134' GL

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
n/a				K Dakota	1134' GL
				K Cedar Mountain	1192' GL
				J Morrison-Brushy Basin	1358' GL

32. Additional remarks (include plugging procedure):

This subsequent Well Completion Report is information gathered by Running Foxes Petroleum during a recent re-entry of the well to verify previous well completion reports. A CBL was run and has been included with this report. While Running Foxes can not verify most of the previous information reported, we now have at least added tops and verified its current total depth. It seems that one of the previous operators either set casing at a greater depth or deepened the well and set 3" tubing into the production casing and cemented the tubing in. This would account for the acoustics reading past 1208' GL. This well will be shut-in until a date is set for the plugging & abandoning of this well. Upon doing so the BLM will be informed immediately.

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- Electrical/Mechanical Logs (1 full set req'd.)
 Geologic Report
 DST Report
 Directional Survey
 Sundry Notice for plugging and cement verification
 Core Analysis
 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Neil D. Sharp Title Geologist
 Signature  Date 04/03/2007

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.

UNITED STATES DEPARTMENT OF THE INTERIOR GEOLOGICAL SURVEY

15

33,118 mcf produced

970-858-4453

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

1a. TYPE OF WELL: OIL WELL [] GAS WELL [X] DRY [] Other []

b. TYPE OF COMPLETION: NEW WELL [X] WORK OVER [] DEEP-EN [] PLUG BACK [] DIFF. RESRV. [] Other []

2. NAME OF OPERATOR: B.I. OIL AND GAS CO.

3. ADDRESS OF OPERATOR: 617 PANORAMA DR. GRAND JUNCTION CO. 81503

4. LOCATION OF WELL: At surface 2340' FEL 883' FSL SWSE

14. PERMIT NO. 43015-31182 DATE ISSUED July 21, 1983

15. DATE SPUDDED May 8, 1985 16. DATE T.D. REACHED May 11, 1985 17. DATE COMPL. (Ready to prod.) May 22, 1985

18. ELEVATIONS (OF REB, RT, GR, ETC.)* 4645 19. ELEV. CASINGHEAD 4645

20. TOTAL DEPTH, MD & TVD 1182 21. PLUG, BACK T.D., MD & TVD - 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY ROTARY TOOLS 10-1182 CABLE TOOLS -

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 1171' - 1182' DAKOTA

26. TYPE, ELECTRIC AND OTHER LOGS RUN NONE 27. WAS WELL CORED NO

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

Table with columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED

29. LINER RECORD

Table with columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD)

30. TUBING RECORD

Table with columns: SIZE, DEPTH SET (MD), PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number) OPEN HOLE 1171 TO 1182

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

Table with columns: DEPTH INTERVAL (MD), AMOUNT AND KIND

33.* PRODUCTION

Table with columns: DATE FIRST PRODUCTION, PRODUCTION METHOD, WELL STATUS, DATE OF TEST, HOURS TESTED, CHOKE SIZE, PROD'N. FOR TEST PERIOD, OIL-BBL., GAS-MCF., WATER-BBL., GAS-OIL RATIO

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD TO NORTHWEST PIPELINE CORP. CONTRACT #2560

35. LIST OF ATTACHMENTS NONE

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

SIGNED Leonard Collins TITLE OPERATOR DATE May 22, 1985

5. LEASE DESIGNATION AND SERIAL NO. U-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO. THOMAS #2A

10. FIELD AND POOL, OR WILDCAT GREATER CISCO

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA SEC. 13 T-20S R-23E

12. COUNTY OR PARISH GRAND 13. STATE UTAH

14. PERMIT NO. 43-019-31182 DATE ISSUED July 21, 1983

15. DATE SPUDDED May 8, 1985 16. DATE T.D. REACHED May 11, 1985 17. DATE COMPL. (Ready to prod.) May 22, 1985

18. ELEVATIONS (OF REB, RT, GR, ETC.)* 4645 19. ELEV. CASINGHEAD 4645

20. TOTAL DEPTH, MD & TVD 1182 21. PLUG, BACK T.D., MD & TVD - 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY ROTARY TOOLS 10-1182 CABLE TOOLS -

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 1171' - 1182' DAKOTA

26. TYPE, ELECTRIC AND OTHER LOGS RUN NONE 27. WAS WELL CORED NO

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

Table with columns: CASING SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED

29. LINER RECORD

Table with columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD)

30. TUBING RECORD

Table with columns: SIZE, DEPTH SET (MD), PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number) OPEN HOLE 1171 TO 1182

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

Table with columns: DEPTH INTERVAL (MD), AMOUNT AND KIND

33.* PRODUCTION

Table with columns: DATE FIRST PRODUCTION, PRODUCTION METHOD, WELL STATUS, DATE OF TEST, HOURS TESTED, CHOKE SIZE, PROD'N. FOR TEST PERIOD, OIL-BBL., GAS-MCF., WATER-BBL., GAS-OIL RATIO

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD TO NORTHWEST PIPELINE CORP. CONTRACT #2560

35. LIST OF ATTACHMENTS NONE

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

SIGNED Leonard Collins TITLE OPERATOR DATE May 22, 1985

*(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 18: 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.)

48019.31182

Thomas 2A

37. SUMMARY OF POROUS ZONES:

SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
MANCUS	0	1168	GRAY SHALE
DAKOTA	1168	1182	SAND & SHALE INTERBEDDED

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
DAKOTA	1171	1° HOLE DEVIATION 0-1182

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
Running Foxes Petroleum

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
883' fsl & 2340' fel SWSE S13 T20S R23E

5. Lease Serial No.
UTU 7623

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
Thomas 2A

9. API Well No.
43-019-311-82-00-00

10. Field and Pool, or Exploratory Area
Greater Cisco

11. County or Parish, State
Grand County, Utah

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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 type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

This sundry notice is to inform the BLM that Running Foxes Petroleum has Plugged & Abandoned the aforementioned well. The well was cemented by Propetroco, Inc. on 5/07/07 and used 108 sacks of G class cement for the production casing and 8 sacks for the surface casing. Propetroco ran cement from TD to surface in both the production and surface casing. A dry hole marker with all pertinent well information has been erected and the well location has been cleaned up. The well pad area will be reseeded and recontoured where necessary and the BLM will be contacted for final inspection. If there are any questions or concerns please contact Running Foxes Petroleum via the contact information above.

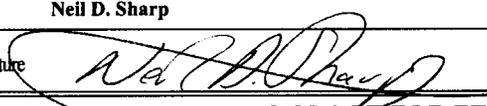
Attached: Copy of Propetroco Daily Report

**RECEIVED
MAY 18 2007**

DIV. OF OIL, GAS & MINING

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

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

Signature  Date **05/16/2007**

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.

PROPETROCO, INC.

CONFIDENTIAL

OPERATOR <i>Humming Bee Petroleum Inc.</i>		CONTRACTOR <i>43-019-31182</i>	
WELL & LOCATION <i>Thomas 2A 9 Lynn 13-3</i>		<i>205 23E 13</i>	
COUNTY <i>Grand</i>	STATE <i>WV</i>	DATE	TIME AM PM

BIT NO.	MANUFACTURER	TYPE	MUD USED		TYPE	SX	TYPE	SX
			TYPE	SX				

FOOTAGE		PUMP PRESS	FORMATION
FROM	TO		

TIME LOG	ELAPSED TIME	DETAILS OF OPERATION
		<i>5-7-07</i>
<i>6:00</i>	<i>7:30</i>	<i>1 1/2 Drive to location 29-2-4</i>
<i>7:30</i>		<i>Move equipment to Thomas 2A & rig up w/o cement, dig out around casing</i>
	<i>2:00</i>	<i>6 1/2 Cutoff, dig pit, build dry hole marker.</i>
<i>2:00</i>	<i>3:30</i>	<i>1 1/2 Cement 5 1/2 w/app 108 oxy, cement surface w/app 8 oxy</i>
<i>2:30</i>	<i>4:30</i>	<i>1 Washing cement pump, install Dry hole marker</i>
		<i>5-8-07</i>
<i>6:00</i>	<i>7:30</i>	<i>1 1/2 Drive</i>
<i>7:30</i>	<i>9:00</i>	<i>1 1/2 Move equipment to Lynn 13-3, haul cement from Guinard</i>
<i>9:00</i>		<i>Full hole, dig pit, mix 1600 cement pump & displace ^{1278 to 1050} lay down 9 joints of tubing mix 20 BB1 of 8.9 lb mud & fill hole lay down 28 joints of tubing to 120', fill hole with mud, mix 8 bags of cement, fill 4 1/2" casing lay down 4 joints of tubing, move rig off of well, dig around surface casing cut hole in surface casing, dig out around casing</i>
	<i>2:00</i>	<i>5 Blowing oil out of 17" casing</i>
<i>2:00</i>	<i>3:30</i>	<i>1 1/2 w/o/o dig pit, build basin around pit</i>

HOURS	DATE	DRILLER	
		HELPER	
		HELPER	
		HELPER	