

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

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

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

3. ADDRESS OF OPERATOR
 617 PANORAMA DR. - GRAND JCT., COLO. - 81503

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface
 1120' FROM EAST LINE, 500' FROM SOUTH LINE, SECTION 13
 At proposed prod. zone T-20S, R-23E, SLB&M GRAND COUNTY, UTAH *se/se*

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 5 MILES NORTH OF CISCO, UTAH

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any) 500'

16. NO. OF ACRES IN LEASE 640

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. 1320'

19. PROPOSED DEPTH 1700' (ENTRADA) ✓

20. ROTARY OR CABLE TOOLS ROTARY

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 4634' GR

22. APPROX. DATE WORK WILL START* MARCH 1, 1986

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.
 LEN 13-3

10. FIELD AND POOL, OR WILDCAT
 ✓ GREATER CISCO

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

12. COUNTY OR PARISH GRAND COUNTY

13. STATE UTAH

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/2"	8 5/8"	24#	150'	CIRC. TO SURFACE
7 3/4"	4 1/2"	10.5#	T. D.	100 SX

WELL TO BE DRILLED TO THE ENTRADA.
 A SCHAEFFER HYDRALIC TYPE L.W.S. 8" 900 SERIES DOUBLE GATE BLOWOUT PREVENTER OR AN EQUIVALENT WILL BE USED.

ESTIMATED FORMATION TOPS

DAKOTA	900'	GAS ZONE
BRUSHY BASIN	1090'	OIL ZONE
SALT WASH	1370'	GAS OR OIL ZONE
ENTRADA	1700'	GAS OR OIL ZONE

RECEIVED

JAN 08 1986

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 OPERATOR DATE DEC. 22, 1985

(This space for Federal or State office use)

PERMIT NO. 43-019-31217 APPROVAL DATE _____

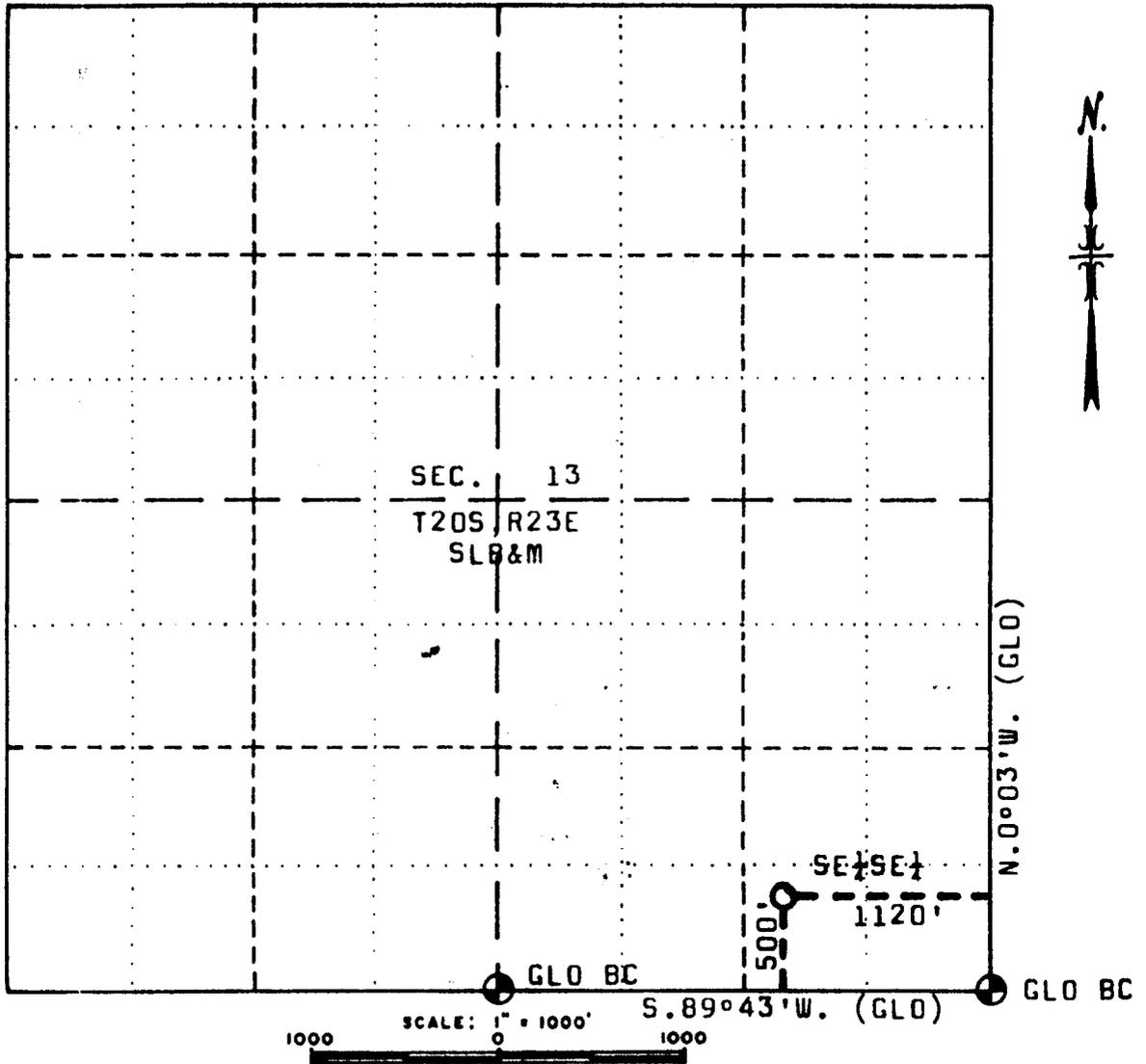
APPROVED BY _____ TITLE _____ DATE _____

CONDITIONS OF APPROVAL, IF ANY:

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

DATE: 1-20-86
 BY: John R. Bace
 WELL SPACING: Adm 102-16B
 11/15/79

*See Instructions On Reverse Side

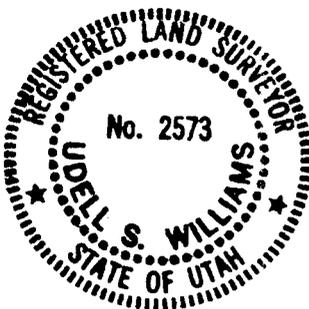


WELL #13-3

Located 500 feet from the South line and 1120 feet from the East line of SECTION 13, T20S, R23E, SLB&M.

ELEV. 4634

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

[Signature]
UTAH RLS NO. 2573



UDELL S. WILLIAMS
751 Rood Avenue
Grand Junction, Colorado 81501

PLAT OF
PROPOSED LOCATION
WELL #13-3
SE $\frac{1}{4}$ SE $\frac{1}{4}$ SECTION 13
T20S, R23E, SLB&M

SURVEYED BY: USW DATE: 12/12/85
DRAWN BY: USW DATE: 12/14/85

N T - 6 P L A N R E P O R T

For

Well Name: LEN #13-3

Location: SE $\frac{1}{4}$ SE $\frac{1}{4}$ SEC. 13, T 20S, R 23E, S.L.M., GRAND COUNTY, UTAH

1. Existing Roads: (See attached Maps)

A. Well Location: (See Plat #1)

PROPOSED WELL SITE IS STAKED

B. Route and Distance to Well Site From Reference Point: (See att. maps)

FROM THE E. CISCO EXIT ON I-70, THE SITE IS 4 MILES ALONG SECONDARY AND UNIMPROVED ROADS ON CISCO MESA.

C. Access Roads (See att. maps)

THE CISCO MESA ROAD GOING NW FROM THE E. CISCO EXIT IS USED FOR THE FIRST 4 MILES.

D. Roads Within 3 mile Radius: (See att. maps) THE MAIN CISCO MESA ROAD (FIRST 4 MILES) IS A COUNTY ROAD, IS PARTIALLY GRAVELLED, GRADED, CROWNED, AND DITCHED. ALL THE OTHER ROADS AROUND THE WELL SITE ARE UNIMPROVED AND ARE FLAT WITH NO DRAINAGE PROVISIONS. THE LAST .2 MILES OF ROAD IS A TRAIL WITH NO IMPROVEMENT.

E. Roads Within 1 mile Radius: (See att. maps)

THE MAIN CISCO MESA ROAD IS WITHIN .2 MILES OF THE WELL SITE. THE OTHER ROAD
TO THE SITE IS MOSTLY A DOZED TRAIL ACROSS NATURAL TOPOGRAPHY AND SOIL. THE
ROAD BASE IS MANCOS SHALE AND SOIL WITH SOME GRAVEL. THEY ARE NORMALLY ABOUT
10 FT. WIDE.

F. Plans for Road Improvement & Maintenance: NONE NEEDED

2. Planned Access Roads: (See att. maps) NONE NEEDED

(1) Width: NONW

(2) Maximum Grades: NA

(3) Turnouts: NONE NEEDED

(4) Drainage Design: NONE NEEDED

(5) Location and Size of Culverts, Cuts, and Fills: NONE NEEDED

(6) Surfacing Material: THE ROAD IS ACROSS MANCOS SHALE AND SOIL WHICH IS COMPOSED
OF GRAVEL AND SILT. NO OTHER MATERIAL WILL BE USED.

(7) Gates, Cattleguards, or Fence Cuts: NONE

(8) All new roads have been flagged as required. NONE NEEDED

3. Location of Existing Wells: (See Map No. 1)

- (1) Water Wells: NONE
- (2) Abandoned Wells: THOMAS #3, PROMITORY #1
- (3) Temporarily Abandoned Wells: NONE
- (4) Disposal Wells: NONE
- (5) Drilling Wells: NONE AT PRESENT
- (6) Producing Wells: SEVERAL - SEE PLAT #1
- (7) Shut-in Wells: NONE
- (8) Injection Wells: NONE
- (9) Monitoring or Observation Wells: NONE

4. Location of Existing and/or Proposed Facilities:

A. Within 1-mile radius of location show the following existing facilities owned or controlled by lessee/operator:

- (1) Tank Batteries: (Size) NONE
- (2) Production Facilities: NONE
- (3) Oil gathering Lines: NONE
- (4) Gas gathering lines: OPERATOR HAS EXISTING GAS LINE APPROXIMATELY 754' FROM DRILLSITE
- (5) Injection Lines: NONE
- (6) Disposal lines: NONE
- (7) Are lines buried? NO

B. If new facilities are contemplated, in the event of production, show: (These facilities depend on the outcome of the proposed well and are really unknown at this time.) Show a general proposed plan. (See Plat No. 2)

(1) Are any facilities planned off well pad? NONE AT THIS TIME. IF THE WELL IS A SUCCESSFUL GAS WELL, A GAS GATHERING LINE (3½") WILL BE LAID AND CONNECTED TO THE MAIN GAS LINE WHICH IS ABOUT 754' NORTH WEST OF THE DRILL SITE. WE REQUEST THAT AN APPROVAL BE GIVEN AT THE TIME OF THE ON-SITE INSPECTION

(2) Give dimensions of facilities: SEE PLAT #2

(3) Construction methods and materials: LOCATION WILL BE LEVELLED FOR PRODUCTION EQUIPMENT. TANK BATTERIES WILL BE PLACED ON A 3-IN. GRAVEL PAD AND SURROUNDED WITH AN 18" DIKE (15' FROM TANKS). SEPARATORS AND HEATER-TREATERS WILL BE PLACED ON GRAVEL PADS OR CEMENT BASES. PUMP JACKS WILL BE ON CEMENT PLATFORMS OR ON RAISED DIRT AND GRAVEL MOUNDS. ALL PIPE LINES ON THE PAD WILL BE BURIED.

(4) Protective measures for livestock and wildlife: ALL OPEN PITS WILL BE FENCED WITH WOVEN WIRE (SHEEP) FENCE (40") AND PUMP JACKS OR ROTATING MACHINERY WILL HAVE GUARDS TO PREVENT DANGER BY MOVING PARTS.

C. Plan for rehabilitation of disturbed areas no longer needed after drilling operations are completed: WELL SITE WILL BE CLEANED, LEVELLED, AND GRADED FOR PRODUCTION EQUIPMENT; PITS FOLDED-IN OR FENCED WITH WOVEN WIRE. BEFORE RIG IS MOVED IF FULL OF FLUID. THE OTHER WORK WILL BE DONE WITHIN 30 DAYS AFTER WELL IS COMPLETED. WHILE PRODUCTION ENSUES, PREVIOUS AREAS OF WELL PAD NOT NEEDED FOR PRODUCTION OPERATIONS WILL BE RESTORED AS IN ITEM 10 BELOW.

5. Location & Type of Water Supply:

A. Type of Water Supply: COLORADO RIVER 5 1/2 MILES SE OF CISCO

TEMPORARY WATER PERMIT: NO. 01-237 (160780)

B. Method of Transporting Water: THE WATER WILL BE HAULED FROM THE RIVER TO THE WELL SITE BY TRUCK.

C. Is Water Well Planned? NO

If so, describe location, depth and formation: _____

6. Source of Construction Materials:

A. See attached map and describe: NONE WILL PROBABLY BE REQUIRED, SINCE THE WELL WILL BE DRILLED DURING THE GOOD WEATHER SEASON.

B. Identify if Federal, Indian, or Fee Land: FEDERAL

C. Describe Material: (Where from and how used) THE SOURCE, AMOUNT, TYPE OF MATERIAL, AND PERMIT WILL HAVE TO BE OBTAINED AT A LATER DATE, IF REQUIRED.

D. See item 1-C and 2 above.

7. Waste Disposal:

(1) Cuttings: THE CUTTINGS WILL BE BLOWN INTO THE RESERVE PIT, AND THE BLEWIE LINE WILL BE DIRECTED INTO THE CUT PORTION OF THE PIT.

- (2) Drilling Fluids: IN MUD TANKS. EXCESS PUT INTO RESERVE PIT.
- (3) Producing Fluids (oil or water) OIL IN TANKS. WATER IN RESERVE PIT
- (4) Human Waste: TOILET WITH PIT (4' DEEP) WITH LIME FOR ODOR AND SANITATION CONTROL. WILL BE COVERED WITH SOIL (3' DEEP) AT END OF OPERATION.
- (5) Garbage & Other Waste: (BURN PIT WILL BE ADEQUATELY FENCED PRIOR TO COMMENCEMENT OF DRILLING WITH CHICKEN WIRE TO PREVENT SCATTERING OF DEBRIS BY WIND) INTO BURN PIT. (4' X 6' DEEP) AND BURNED PERIODICALLY. THE BURN PIT WILL BE APPROX. 125' FROM WELL HEAD.
- (6) Clean-up: (See item 10 below) ALL GARBAGE AND UNBURNED DEBRIS WILL BE BURIED BY AT LEAST 3FT. OF COVER AFTER THE DRILLING AND COMPLETION OPERATIONS ARE FINISHED. THE UNUSED MATERIAL AND ALL EQUIPMENT WILL BE REMOVED FROM THE SITE AND TAKEN TO SUPPLY YARDS OR TO THE NEXT DRILL SITE.

8. Airstrips and/or Camp Sites (Describe): NONE NEEDED

9. Well Site Layout: (SEE PLAT NO. 3)
- (1) Describe cuts or fills: SEE WELL SITE LAYOUT AND PROFILE FOR DETAIL OF CUTS AND FILLS. ONLY OTHER CUTS WILL BE FOR PITS.
 - (2) Describe pits, living facilities, soil stockpiles: RESERVE PIT IS LONG AND NARROW AS SHOWN. EXCAVATED MATERIAL WILL BE PILED AT THE NORTH END OF PIT. TOP SOIL (1½' DEEP) WILL BE PILED AT THE EAST END OF THE SITE.

(3) Rig Orientation, Pipe Rack, Access Road Entrance, etc.: (SEE PLAT #3)

(4) Are Pits Lined? UNLINED WITH 4 FT. BANKS

10. Plans For Restoration:

A. If Well is completed: SITE WILL BE CLEANED, DEBRIS REMOVED, PITS FOLDED-IN
OR FENCED WITH WOVEN WIRE, AND SITE LEVELLED FOR PRODUCTION EQUIPMENT. ALL
UNUSED PORTIONS WILL BE CONTOURED, GRADED, SCARRED, AND SEEDED WITH WHEAT GRASS.

B. If Well is abandoned:

(1) Clean-up, levelling, folding pits-in, contouring: THESE ITEMS WILL BE
DONE AS SOON AS POSSIBLE.

(2) Seeding location and access road: SITE WILL BE SEEDED WITH CRESTED WHEAT
GRASS, OR AS SUGGESTED BY BLM BY HAND BROADCASTING, THEN SCARRED WITH A
DOZER OR SPIKE-TOOTHED DRAG. THE ACCESS ROAD IF NO LONGER NEEDED, WILL BE
ERASED, CONTOURED, SEEDED, AND SCARRED AS ABOVE. WATER BARS WILL BE PLACED
WHERE NEEDED.

(3) Will pits be fenced or covered? IF THERE IS A LARGE AMOUNT OF FLUID IN THE
RESERVE PIT, IT WILL BE FENCED WITH WOVEN WIRE BEFORE RIG IS RELEASED &
REMAIN FENCED UNTIL THE FLUID DRY UP & THE PIT RECLAIMED.

(4) Is there any oil in reserve pit? SHOULD NOT BE ANY GREAT AMOUNT.
If so, describe disposal: IF THERE IS A LARGE AMOUNT, IT WILL BE REMOVED
PRIOR TO COVERING.

(5) When will restoration work be done? AS SOON AS POSSIBLE, WITHIN 60 DAYS
AFTER EQUIPMENT IS REMOVED IF WEATHER AND AVAILABILITY OF CLEAN-UP EQUIPMENT
PERMIT AND WILL BE COMPLETED WITHIN 10 DAYS THEREAFTER.

11. Description of Land Surface:

(1) Topography & Surface Vegetation: LOCATION IS ON SOLID GROUND AND IS ON TYPICAL
MANCOS SOIL AND GRAVEL. SAGE BRUSH, SHAD SCALE, GRASS AND TUMBLE WEED ARE PRESENT.

(2) Other Surface Activities & Ownership: THE LAND AROUND THE DRILL SITE IS FEDERAL
LAND WITH MINERALS AND SURFACE OWNED BY THE PUBLIC. THE AREA DOES HAVE SOME
GRAZING BY SHEEP. THERE ARE NO POWER LINES, POWER SITES, IRRIGATION DITCHES, OR
CULTIVATION IN THE AREA.

(3) Describe other dwellings, archaeological, historical, or cultural sites: THERE
ARE NO KNOWN BUILDINGS, ARCHAEOLOGICAL, HISTORICAL OR CULTURAL SITES IN THE AREA.

12. Operators Representative: (Address & Phone number)

MASTER PETROLEUM & DEVELOPMENT CO. INC.

814 SO. 7TH

GRAND JCT., COLO. - 81501 (303) 241-4213

13. CERTIFICATION:

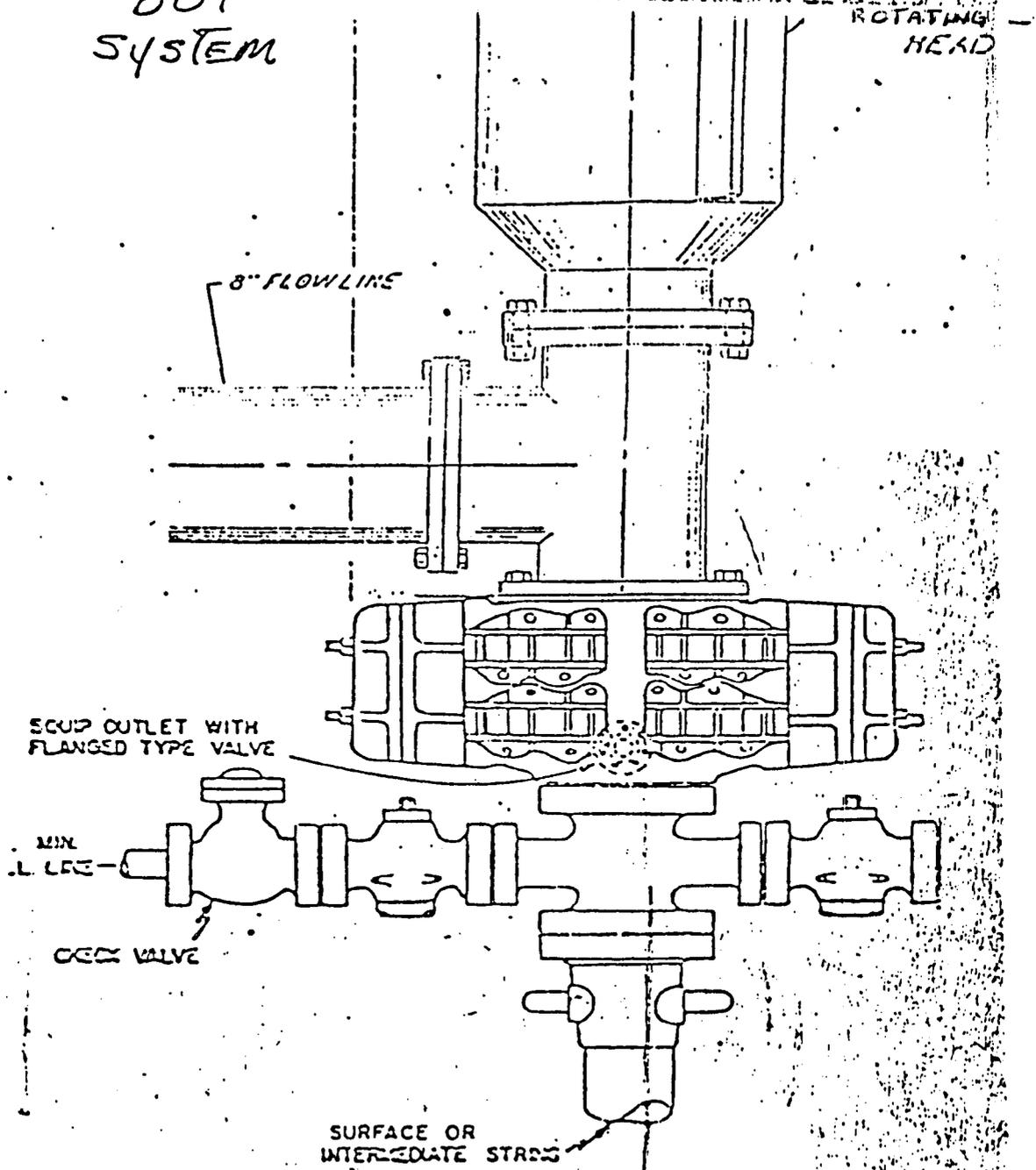
I HEREBY CERTIFY THAT I, OR PERSONS UNDER MY DIRECT SUPERVISION, HAVE INSPECTED THE DRILL SITE AND ACCESS ROUTE: THAT I AM FAMILIAR WITH THE CONDITIONS WHICH PRESENTLY EXIST: THAT STATEMENTS MADE IN THIS PLAN ARE, TO THE BEST OF MY KNOWLEDGE, TRUE AND CORRECT: AND THAT WORK ASSOCIATED WITH THE OPERATIONS PROPOSED HEREIN WILL BE PERFORMED BY LEONARD COLLINS - GRAND JCT., COLO. AND ITS CONTRACTORS IN CONFORMITY WITH THIS PLAN AND TERMS AND CONDITIONS UNDER WHICH IT IS APPROVED.

DATE: DEC. 22, 1985

NAME: Leonard Collins

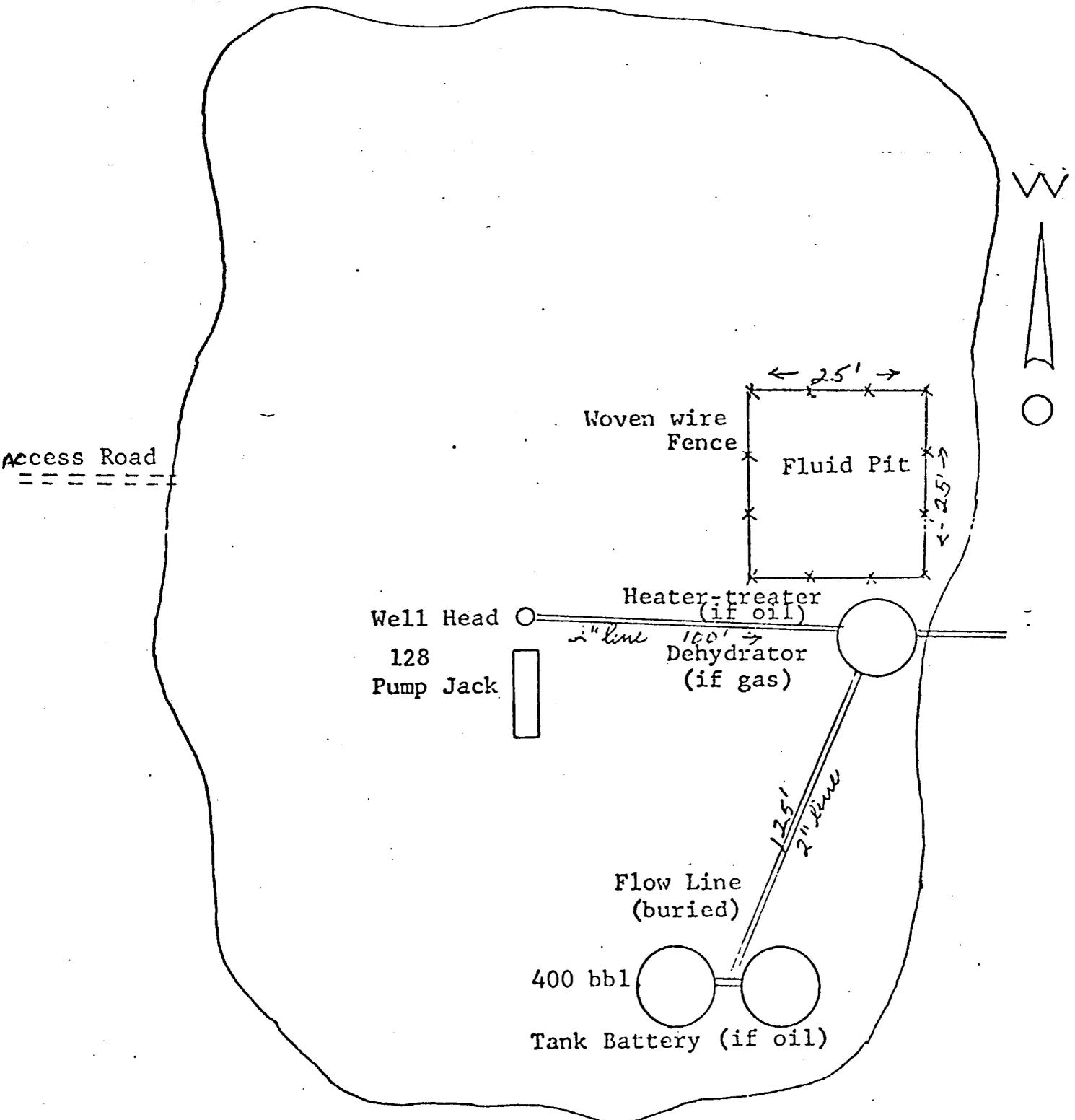
TITLE: OPERATOR

BOP SYSTEM



PLAN FOR PRODUCTION EQUIPMENT

WELL: LEN # 13-3



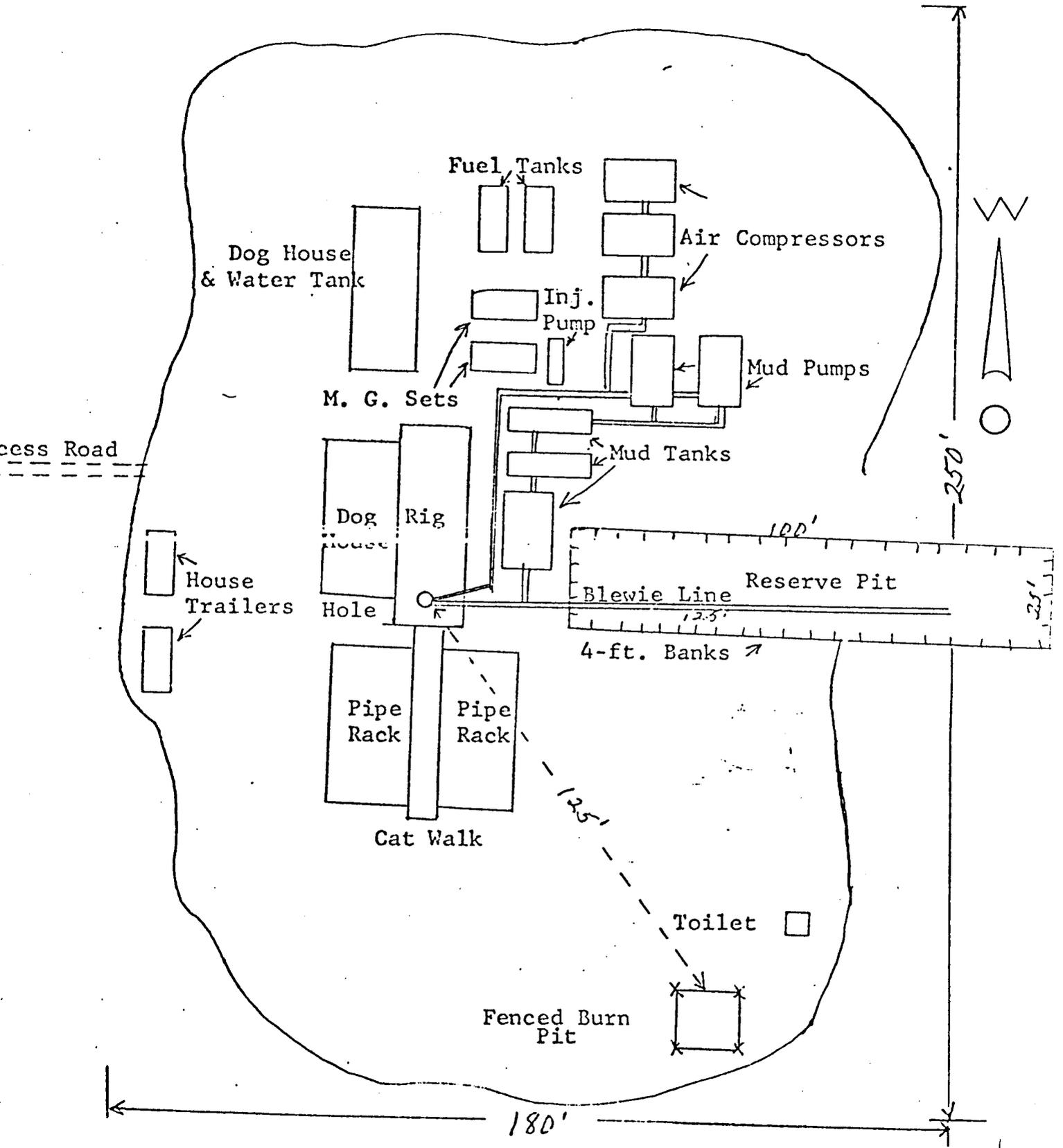
Scale: 1 in. = 30 ft.

Plat No. 2

LOCATION PLAN FOR

B.L. Oil & Gas Co.
617 Panorama Dr.
Grand Junction, CO 81503

WELL: LEN #13-3



Scale: 1 in. = approx. 30 ft.

Plat No. 3

OPERATOR B. L. Oil + Gas Co. DATE 1-14-86

WELL NAME Len 13-3

SEC SE SE 13 T 20S R 23E COUNTY Grand

43-019-31217
API NUMBER

Fed.
TYPE OF LEASE

CHECK OFF:

PLAT

BOND

NEAREST WELL

LEASE

FIELD

POTASH OR OIL SHALE

PROCESSING COMMENTS:

& under Cause 102-16B
Need water permit

APPROVAL LETTER:

SPACING: 203 _____ UNIT _____

302

102-16 B 11/15/79
CAUSE NO. & DATE

302.1

STIPULATIONS:

1- water



STATE OF UTAH
NATURAL RESOURCES
Oil, Gas & Mining

Norman H. Bangerter, Governor
Dee C. Hansen, Executive Director
Dianne R. Nielson, Ph.D., Division Director

355 W. North Temple • 3 Triad Center • Suite 350 • Salt Lake City, UT 84180-1203 • 801-538-5340

January 20, 1986

B. L. Oil and Gas Company
617 Panorama Drive
Grand Junction, Colorado 81503

Gentlemen:

Re: Well No. Len 13-3 - SE SE Sec. 13, T. 20S, R. 23E
500' FSL, 1120' FEL - Grand County, Utah

Approval to drill the above-referenced well is hereby granted in accordance with the Order of Cause No. 102-16B dated November 15, 1979 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 as required by Chapter 3, Title 73, Utah Code Annotated.

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 311.3, Associated Gas Flaring, Oil and Gas Conservation General Rules.

Page 2

B. L. Oil and Gas Company
Well No. Len 13-3
January 20, 1986

5. Prior to commencement of the proposed drilling operations, plans for toilet facilities and the disposal of sanitary waste at each drill site shall be submitted to the local health department having jurisdiction. Any such drilling operations and any subsequent well operations must be conducted in accordance with applicable State and local health department regulations. A list of all local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 533-6163.
6. 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 43-019-31217.

Sincerely,



R. J. Firth
Associate Director, Oil & Gas

as
Enclosures
cc: Branch of Fluid Minerals
Dianne R. Nielson

**UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY**

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

Form approved.
Budget Bureau No. 42-R1425. *file*

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

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 DRILL DEEPEN PLUG BACK

b. TYPE OF WELL
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 40 (GAS) 10 (OIL)

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19. PROPOSED DEPTH
 1700' (ENTRADA)

20. ROTARY OR CABLE TOOLS
 ROTARY

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 4634' GR

22. APPROX. DATE WORK WILL START*
 MARCH 1, 1986

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RECEIVED
 FEB 20 1986

DIVISION OF
 OIL, GAS & MINING

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24. SIGNED Leonard Collins TITLE OPERATOR DATE DEC. 22, 1985

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

/s/ GENE NODINE

APPROVED BY _____ TITLE DISTRICT MANAGER DATE FEB 18 1986

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

B. L. Oil and Gas Company
Well No. LEN 13-3
Sec. 13, T. 20 S., R. 23 E.
Grand County, Utah
Lease U-7623

CONDITIONS OF APPROVAL

A. DRILLING PROGRAM

Cement top for the production casing must be above the top of the Dakota Sand.

B.O.P.E. will be installed and pressure tested prior to drilling out from surface casing, and will remain in use until the well is completed or abandoned. The pipe rams will be closed every day and the blind rams on every trip to insure good working order. All pressure and operational tests will be recorded on the driller's log.

An adequate log suite will be run from T.D. through the Dakota.

All lease operations will be conducted in full compliance with applicable regulations (43 CFR 3100), Onshore Oil and Gas Order 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions and the approved plan will be made available to the field representative to insure compliance.

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the District Office. If operations are to be suspended, prior approval of the District Office will be obtained and notification given before resumption of operations.

The spud date will be reported orally to the Area Office within a minimum of 24 hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted to the District Office within 24 hours after spudding. If the spudding occurs on a weekend or holiday, the written report will be submitted on the following regular work day.

In accordance with Onshore Order No. 1 this well will be reported on Form 3160-6, "Monthly Report of Operations", starting with the month in which operations commence and continued each month until the well is plugged and abandoned. This report will be sent to the District Office, P.O. Box 970, Moab, Utah 84532.

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported to the Area Office in accordance with requirements of NTL-3A.

If a replacement rig is needed for completion operations, A Sundry Notice (Form 3160-5) to that effect will be filed for prior approval from the District Office, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig. In emergency situations verbal approval to bring on a replacement rig will be approved through the District Office.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted to the District Office not later than thirty (30) days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the Moab District Manager.

If the well is to be completed for production the Area Office is to be contacted in order to set up a pre-production conference. When the well is placed in a producing status the District Office is to be notified by telegram or other written communication within five working days.

Approval to vent/flare gas during initial well evaluation will be obtained from the District Office. This preliminary approval will not exceed 30 days. Approval to vent/flare beyond this initial test period will require District Office approval pursuant to guidelines in NTL-4A.

No well abandonment operations will be commenced without the prior approval of the District Office. In the case of newly-drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the District Office. A Subsequent Report of Abandonment (Form 3160-5) will be sent to the District Office within 30 days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the Area Office, or the appropriate surface managing agency. Upon completion of approved plugging, a dry hole marker will be erected in accordance with 43 CFR 3162.6. The top of the marker will be closed or capped. The following minimum information will be permanently placed on the marker; "Fed" or "Ind", as applicable, "Lease number", "Well number", location of well by 1/41/4 section, township, and range.

B. SURFACE USE PROGRAM

The operator will contact the Grand Resource Area at (801) 259-8193, forty-eight (48) hours prior to beginning any dirt work on this location.

Surface disturbance and vehicular travel will be limited to the approved location and access road. Any additional area needed will be approved by the Area Manager in advance.

The access road will be rehabilitated or brought to Resource (Class III) Road Standards within sixty (60) days of dismantling of the drilling rig. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

Immediately upon completion of drilling, the location, and surrounding areas will be cleared of all remaining debris, materials, trash, and junk not required for production.

Produced waste water will be confined to a (lined/unlined) pit for a period not to exceed ninety (90) days after initial production. During the ninety (90) day period, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the District Manager's approval pursuant to Onshore Oil and Gas Order No. 3 (NTL-2B).

If a tank battery is constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain 1-1/2 times the storage capacity of the battery.

All loading lines and valves will be placed inside the berm surrounding the tank battery.

All site security guidelines identified in 43 CFR 3162.7 regulations will be adhered to.

All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the District Manager.

All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed.

Gas meter runs for each well will be located within five hundred (500) feet of the wellhead. The gas flowline will be buried from the wellhead to the meter along with any other sections occurring on the pad. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three (3) months on new meter installations and at least quarterly thereafter. The Area Manager will be provided with a date and time for the initial meter calibration and all future meter-proving schedules. A copy of the meter calibration reports will be submitted to the Resource Area Office. All meter measurement facilities will conform with the API standards for liquid hydrocarbons and the AGA standard for natural gas measurement.

All permanent (onsite for six (6) months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective, earth tone color to match the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within six (6) months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows:
Juniper green, Desert brown

The operator or his contractor will notify the Grand Resource Area at (801) 259-8193 forty-eight (48) hours before starting reclamation work that involves earthmoving equipment and upon completion of restoration measures.

Drastically disturbed lands may require specific reclamation practices. These changes can be agreed upon during future scheduled field visits.

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

Studies may indicate a change in the seed species listed in this APD.

The following seed mixture will be used:

<u>Species</u>		<u>lbs/acre</u>
<u>Grasses</u>		
Elymus junceus		2
Hilaria jamesii	Galleta (Curlygrass)	2
Oryzopsis hymenoides	Indian ricegrass	2
<u>Forbs</u>		
Melilotus officinalis	Yellow sweetclover	1
Medicago sativa	Alfalfa (Spreador II, Nomad, Ladak)	1

Shrubs

Eurotia lanata	Winterfat (Whitesage)	2
Atriplex canescens		2
		<u>12 lbs/ac</u>

Broadcast seed will be applied at double the above rate.

Final location release will be issued when the seeding is shown to be successful (when perennial vegetation is established).

Your contact with the District Office is:

Greg Noble, Petroleum Engineer Office Phone: (801)259-6111

Home Phone: 259-8811

District Address:

82 East Dogwood, P.O. Box 970
Moab, Utah 84532

Your contact with the Grand Resource Area Office is:

Jeff Robbins Office Phone: (801)259-8193

Home Phone: 259-7964

Area Office Address:

Sand Flats Road, P.O. Box M
Moab, Utah 84532



STATE OF UTAH
NATURAL RESOURCES
Water Rights

file

Norman H. Bangerter, Governor
Dee C. Hansen, Executive Director
Robert L. Morgan, State Engineer

1636 West North Temple • Suite 220 • Salt Lake City, UT 84116-3156 • 801-533-6071

March 18, 1986

B + L Oil & Gas Co.

Leonard Collins
617 Panorama Drive
Grand Junction, CO 81503

RECEIVED
MAR 27 1986

**DIVISION OF
OIL, GAS & MINING**

Dear Applicant:

RE: TEMPORARY APPLICATION
NUMBER 01-250 (T61553)

Enclosed is a copy of approved Temporary Application Number 01-250 (T61553). 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 18, 1987, 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.

Sincerely,

Robert L. Morgan, P.E.
State Engineer

RLM:laz

Encl.: Copy of Approved Temporary Application

FILING FOR WATER IN THE STATE OF UTAH

APPLICATION TO APPROPRIATE WATER

030715

Rec. by SA
Fee Paid \$ 15.00 /
Platted _____
Microfilmed _____
Roll # _____

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, 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 USER CLAIM NO. 01 - 250

APPLICATION NO. T61553

1. PRIORITY OF RIGHT: February 13, 1986

FILING DATE: February 13, 1986

2. OWNER INFORMATION

Name: Leonard Collins

Address: 617 Panorama Drive, Grand Junction, CO 81503

The land is not owned by the applicant(s), see explanatory.

3. QUANTITY OF WATER: 0.05 cubic feet per second (CFS)

4. SOURCE: Colorado River DRAINAGE: NW Colorado River

POINT(S) OF DIVERSION:

COUNTY: Grand

(1) N. 1400 feet, E. 2500 feet, from the SW Corner of Section 26,

Township 21 S, Range 24 E, SLB&M

Description of Diverting Works: Tank Trucks

COMMON DESCRIPTION: 5.5 mi. SE of Cisco

5. NATURE AND PERIOD OF USE

Oil Exploration From March 1 to February 28.

6. PURPOSE AND EXTENT OF USE

Oil Exploratio: Oil and gas well drilling

EXPLANATORY

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.

The wells to be drilled are as follows:

1. Len #13-3: N. 500 ft. & W. 1120 ft. from SE Cor. Sec. 13, T20S, R23E, SLB&M.
2. ✓ Len #24-4: N. 2140 ft. & E. 500 ft. from SW Cor. Sec. 24, T20S, R23E, SLB&M.
3. ✓ Len #25-2: S. 1218 ft. & W. 1828 ft. from NE Cor. Sec. 25, T20S, R23E, SLB&M.

43-019-31217 SGW/mr8N

43-019-31223 SGW

43-019-31218 PA

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MAR 27 1986

DIVISION OF
OIL, GAS & MINING

Appropriate

The applicant hereby acknowledges he/they are a citizen(s) of the United States or intends to become such a citizen.

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

The undersigned hereby acknowledges that even though he/they may have been assisted in the preparation of the above-numbered application through the courtesy of the employees of the Division of Water Rights, all responsibility for the accuracy of the information contained therein, at the time of filing, rests with the applicant(s).

Leonard Collins
Signature of Applicant

STATE OF UTAH
UN ED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE

(See instructions on reverse side)

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

16

5. LEASE DESIGNATION AND SERIAL NO.

4-7623

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.

LEN 13-3

10. FIELD AND POOL, OR WILDCAT

GREATER CISCO

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

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

12. COUNTY OR PARISH
GRAND

13. STATE
UT

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

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

2. NAME OF OPERATOR

B.L. OIL AND GAS COMPANY

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
1120' FROM EAST LINE, 500' FROM SOUTH LINE, SEC. 13.
At top prod. interval reported below
T-20S, R-23E, SLB 4M

At total depth

14. PERMIT NO. 43-019-31217 | DATE ISSUED 1-20-86

15. DATE SPUDDED AUG. 24, 1986 | 16. DATE T.D. REACHED SEPT. 4, 1986 | 17. DATE COMPL. (Ready to prod.) SEPT. 8, 1986 | 18. ELEVATIONS (DF, REB, RT, GR, ETC.)* 4634 GR. | 19. ELEV. CASINGHEAD 4634 GR

20. TOTAL DEPTH, MD & TVD 1683 | 21. PLUG, BACK T.D., MD & TVD 1440 | 22. IF MULTIPLE COMPL., HOW MANY* NA | 23. INTERVALS DRILLED BY → | ROTARY TOOLS X | CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 1297' TO 1310' MORRISON | 25. WAS DIRECTIONAL SURVEY MADE NO

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

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
7"	28	120'	8 5/8"	28 SX	
4 1/2"	9 1/2	1271'	6 1/4"	20 SX	

29. LINER RECORD | 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
NA					2 3/8"	1271'	

31. PERFORATION RECORD (Interval, size and number) | 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

OPEN HOLE 1271' TO 1440'

DEPTH INTERVAL (MD)	FLUID AND MATERIAL USED
NA	

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SEP 23 1986

33.* PRODUCTION | DIVISION OF OIL, GAS & MINING

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
SEPT. 6, 1986	FLOWING	SEPT. 6, 1986	76	3/8"	→	-	322	-	-
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)			
46#	280#	→	-	75	NONE	-			

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) SOLD TO NORTHWEST PIPELINE CORP. CONTRACT #3664 | TEST WITNESSED BY MASTER PETROLEUM & DEV. CO.

35. LIST OF ATTACHMENTS NONE | 860930 CP

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 SEPT. 17, 1986

*(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	1220	GRAY SHALE
DAKOTA	1220	1297	SAND & SHALE INTERBEDDED
MORRISON	1297	1680	SAND & SHALE INTERBEDDED
SALT WASH	1680	1683	SAND

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
DAKOTA	1220	NA
MORRISON	1297	
SALT WASH	1680	

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AUG 26 1988

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

UNVISITED
OIL, GAS & MINING - 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.)

<p>1. OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <u>OPERATOR CHANGE</u></p> <p>2. NAME OF OPERATOR <u>B.L. OIL AND GAS COMPANY</u></p> <p>3. ADDRESS OF OPERATOR <u>617 PANORAMA DR. GRAND JUNCTION CO. 81503</u></p> <p>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</p>		<p>5. CLASS DESIGNATION AND SERIAL NO. <u>7623</u></p> <p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME</p> <p>7. UNIT AGREEMENT NAME</p> <p>8. FARM OR LEASE NAME</p> <p>9. WELL NO.</p> <p>10. FIELD AND POOL, OR WILDCAT <u>GREATER : CISCO</u></p> <p>11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA SEC. 13 E 1/2, SEC. 24 SW 1/2 } T-20 S SEC. 25 E 1/2 NW 1/4 W 1/2 NE 1/2 } R-23 E SLM</p> <p>12. COUNTY OR PARISH <u>GRAND</u> 13. STATE <u>UTAH</u></p>
14. PERMIT NO.	15. ELEVATIONS (Show whether DF, RT, OR, etc.)	

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

NOTICE OF INTENTION TO:

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

SUBSEQUENT REPORT OF:

WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
(Other) <input type="checkbox"/>	

(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 DKTA
THOMAS 2A (SW 1/4 SE 1/4) 43-019-31182 DKTA
THOMAS #8 (NE 1/4 SE 1/4) 43-019-3048 DKTA

SECTION 25:

JACOBS 25-1 (SE 1/4 NW 1/4) 43-019-30486 SLTW

SECTION 24:

LEN 24-4 (NW 1/4 SW 1/4) 43-019-31223 DKTA
LEN 24-3 (NE 1/4 SW 1/4) 43-019-31179 DKTA
JACOBS 24-1 (SE 1/4 SW 1/4) 43-019-30510 INRSII

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:

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

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

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.)

1. <input type="checkbox"/> OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER LEASES, WELLS, PIPELINE & COMPRESSOR STATION. ASSIGNMENT OF RIGHTS AS DESIGNATED OPERATOR OF		5. LEASE DESIGNATION AND SERIAL NO. SEE NO 17
2. NAME OF OPERATOR ABRAHAM R. GLADSTONE		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
3. ADDRESS OF OPERATOR 36 DEBORAH TERRACE, ENGLEWOOD CLIFFS, N.J. 07633		7. UNIT AGREEMENT NAME NONE
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		8. FARM OR LEASE NAME SEE NO. 17
14. PERMIT NO.		9. WELL NO. SEE NO. 17
15. ELEVATIONS (Show whether DF, ST, GR, etc.)		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

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SEP 10 1988

DIVISION OF
OIL, GAS & MINING

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

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

(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 $\frac{1}{4}$) THOMAS 2A (SW $\frac{1}{2}$ SE $\frac{1}{4}$)
"	"	THOMAS 8 (NE $\frac{1}{2}$ SE $\frac{1}{4}$)
"	SECTION 24: SW $\frac{1}{4}$.	LEN 24-4 (NW $\frac{1}{2}$ SW $\frac{1}{4}$)
"	"	LEN 24-3 (NE $\frac{1}{2}$ SW $\frac{1}{4}$)
"	SEC. 25: E $\frac{1}{2}$ NW $\frac{1}{4}$, W $\frac{1}{2}$ NE $\frac{1}{4}$.	JACOBS 24-1 (SE $\frac{1}{2}$ SW $\frac{1}{4}$)
"	"	JACOBS 25-1 (SE $\frac{1}{2}$ NW $\frac{1}{4}$)
"	"	LEN 25-2 (NW $\frac{1}{2}$ NE $\frac{1}{4}$)
<hr/>		
U-7945	SECTION 13: SW $\frac{1}{2}$ SW $\frac{1}{4}$.	JACOBS 1 (SW $\frac{1}{2}$ SW $\frac{1}{4}$)
<hr/>		
U-6355B	SECTION 9: E $\frac{1}{2}$ NE $\frac{1}{4}$.	3-355 (NE $\frac{1}{2}$ NE $\frac{1}{4}$)
"	"	1-355 (SE $\frac{1}{2}$ NE $\frac{1}{4}$)
"	"	1-355A (SE $\frac{1}{2}$ NE $\frac{1}{4}$)
<hr/>		
U-17309	T 21 S, R 23 E, SLB&M. SECTION 1: ALL	CP 1-5 (NW $\frac{1}{2}$ NW $\frac{1}{4}$)
"	"	CP 1-4 (SE $\frac{1}{2}$ SW $\frac{1}{4}$)
"	"	WK 1-13 (SE $\frac{1}{2}$ SW $\frac{1}{4}$)
"	"	WK 1-14 (NW $\frac{1}{2}$ NE $\frac{1}{4}$)
"	"	WK 1 (SW $\frac{1}{2}$ SW $\frac{1}{4}$)
"	"	WK 2 (SW $\frac{1}{2}$ SE $\frac{1}{4}$)
"	"	WK 3 (NW $\frac{1}{2}$ SW $\frac{1}{4}$)

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

SIGNED [Signature] 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

B. L. OIL & GAS CO.
617 PANORAMA DR.
GRAND JUNCTION, CO 81503
(303) 243-8992

UTAH ACCOUNT NO. N 0105

UTAH NATURAL RESOURCE
OIL & GAS
355 WEST NORTH Temple
SALT LAKE CITY, UTAH

RECEIVED
SEP 12 1988

DIVISION OF
OIL, GAS & MINING

Sept. 7, 1988

SUBJECT: OPERATOR CHANGE

EFFECTIVE Sept. 1, 1988 THE NEW OPERATOR IS:

GEOPHYSICAL SURVEY COMPANY
2250 TIFFANY DRIVE
GRAND JUNCTION, CO. 81503
PHONE (303) 241-9755

THE ENTITY NO'S INVOLVED ARE:

- ✓ 00565 (1 WELL)
- ✓ 00566 (7 WELLS)
- ✓ 00567 (1 WELL)
- ✓ 00568 (1 WELL)
- ✓ 00569 (1 WELL)
- 00571 (1 WELL) 4/3
- 00572 (2 WELLS)
- 00573 (1 WELL)

IF YOU NEED MORE INFORMATION OR A SPECIAL FORM COMPLETED, PLEASE LET ME KNOW.

Sincerely
Leonard Collins



UTAH
NATURAL RESOURCE
Oil, Gas & Mining

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			Producing Zone	Days Oper	Production Volume		
API Number	Entity	Location			Oil (BBL)	Gas (MSCF)	Water (BBL)
THOMAS #2A			DKTA		U-7623		
LEN #13-3			MRSN		"		
LEN #24-4			DKTA		"		
CISCO SS 15-8			MR-SW		U-42223		
ROBIN G. NO. 24-1			CDMTN		U-58207		
FEDERAL 1-355A			CDMTN		U-6355-B		
FEDERAL 3-355			DKTA		U-6355		
ROBIN G. 24-4			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 _____



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 that reads "Dale Anne Kessler".

Dale Anne Kessler

FEB 10 1991

U-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 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 LENO 25-2
Sec. 13: SE1/4SE1/4 - Len 13-3 Well, Sec. 24: NW1/4SW1/4 - LENO 24-4
Sec. 13: SW1/4SE1/4 - Thomas 2A, Sec. 24: NE1/4SW1/4 - LENO 24-3
Sec. 13: NE1/4SE1/4 - Thomas 8, Sec. 24: SE1/4SW1/4 - Jacobs 24-1

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Federal

9. WELL NO. Jacobs 24-1 & 25-1, LENO 25-2, Thomas 2A, Thomas 8, LENO 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

14. PERMIT NO. 43-019-31-223, 43-019-31-217, 43-019-30-148,
43-019-31-082, 43-019-31-179, 43-019-30-510, 43-019-30-486,

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
FRACTURE TREAT
SHOOT OR ACIDIZE
REPAIR WELL
(Other) Change of Operator

PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

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

REPAIRING WELL
ALTERING CASING
ABANDONMENT*

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

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

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)
APPROVED BY William C. Hunsch
CONDITIONS OF APPROVAL, IF ANY:

TITLE Assistant District Manager

DATE 8/13/90

NOTE w/ change of Op and: egj/els/ko

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

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

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 _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- 1 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec. 2-27-91)*
- 2 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: .
- 3 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)*
- 3 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(3-1-91)*
- 3 6. Cardex file has been updated for each well listed above.
- 3 7. Well file labels have been updated for each well listed above.
- 3 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission.
- 3 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). *for 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. *bts 3-5-91*
- 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 BuHs)

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.)
SEE ATTACHED

14. PERMIT NO. _____

15. ELEVATIONS (Show whether SP, RT, OR, 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 BLK. AND SURVEY OR AREA
*T20 R27E
T21 S R23E*

12. COUNTY OR PARISH *Grand*

13. STATE *Utah*

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

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF

FRACTURE TREAT

SHUT-IN OR ACIDIZE

REPAIR WELL

(Other) _____

FULL OR ALTER CASING

MULTIPLE COMPLETION

ABANDON*

CHANGE PLANS

WATER SHUT-OFF

FRACTURE TREATMENT

SHOOTING OR ACIDIZING

(Other) _____

REPAIRING WELL

ALTERING CASING

ABANDONMENT*

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

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

*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 * Hedden + Harrison*

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

SIGNED *R. 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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
Saturn Resources Corp.

3. ADDRESS OF OPERATOR
PO Box 87071 Dallas Texas 75287

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

14. PERMIT NO.

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO.
SEE ATTACHED

10. FIELD AND POOL, OR WILDCAT

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

12. COUNTY OR PARISH
Grand County

13. STATE
UTAH

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

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

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

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

CHANGE OF OPERATOR eff. 8/1/91

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

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

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

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

ALL STATE RECEIVED
OCT 30 1991
DIVISION OF OIL GAS & MINING

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

SIGNED R. Lynn Simpson TITLE vice president DATE 9-5-91

(This space for Federal or State office use)

APPROVED BY William C. Stinger TITLE for manager DATE 10/25/91

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

APPROVE change of operator cond: oct 10/25/91 ALS 10/25/91

Title 15 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	
1-LCR	7-LCR
2-DTS	DTS
3-VLC	
4-RJF	
5-RWM	
6-ADA	

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

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

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

(new operator) SATURN RESOURCES CORP.
 (address) P. O. BOX 870171
DALLAS, TX 75287
R. LYNN DEMPSEY
 phone (214) 418-1701
 account no. N 1090

FROM (former operator) EPS RESOURCES CORP.
 (address) 5655 S. YOSEMITE, #460
ENGLEWOOD, CO 80111
DALE ANNE KESLER
 phone (303) 721-7920
 account no. N 2025

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)*
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 REVIEH

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).
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) ____.
4. Today's date _____ 19____. If yes, division response was made by letter dated _____ 19____.

E INTEREST OHNER 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.

ENTS

911028 Bm/Maab Approved 10-25-91 eff. 8-1-91. (see Bm 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"/> 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 <u>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

Date 12-6-00

FEB 08 2001

DIVISION OF OIL, GAS AND MINING

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by William Hunsley

Title Assistant Field Manager

Date 2/2/01

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

Office Division of Resources

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

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

* Lessee of Record - Ambra Oil & Gas

** Lessee of Record - Amoco

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.

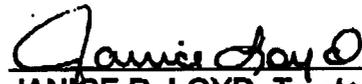
NOW THEREFORE, know ye that I, Janice D. Loyd, Trustee, by virtue of the power and authority in me vested, as aforesaid, and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, to me in hand paid, the receipt of which is hereby acknowledged, do hereby quit claim, grant, 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.
2000 Oklahoma Tower
210 Park Avenue
Oklahoma City, Okla.
73102

RECEIVED

FEB 08 2001

DIVISION OF
OIL, GAS AND MINING

FFY

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 Trezberg
Notary Public

My Commission Expires:

5-16-01

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS	✓
2. CDW	✓	5-SD	✓
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	DATE <u>05/23/06</u>

(This space for State use only)

APPROVED 12/14/2006

(5/2000) **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.

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.
Len 13-3

9. API Well No.
43019 - 31217

10. Field and Pool, or Exploratory Area
CISCO SPRINGS

11. County or Parish, State
GRAND COUNTY, UTAH

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
RUNNING FOXES PETROLEUM, INC.

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SE SE SEC. 13 T20S - R23E

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).

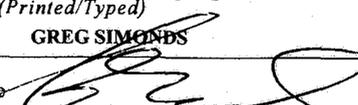
RUNNING FOXES PETROLEUM, INC. IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF.

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** Title **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.

Office **Moab Field Office**

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

(Instructions on page 2)

CONDITIONS OF APPROVAL ATTACHED

**RECEIVED
JUN 19 2006**

DIV. OF OIL, GAS & MINING

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:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Change of Operator</u>		8. WELL NAME and NUMBER:
2. NAME OF OPERATOR: Falcon Energy LLC		9. API NUMBER:
3. ADDRESS OF OPERATOR: 1383 Bridal Path Court CITY <u>Fruita</u> STATE <u>CO</u> ZIP <u>81521</u>		10. FIELD AND POOL, OR WILDCAT:
PHONE NUMBER: <u>(970) 234-8095</u>		
4. LOCATION OF WELL FOOTAGES AT SURFACE:		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input 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) <u>Wayne Stant</u>	TITLE <u>Manager</u>
SIGNATURE <u>Wayne O Stant</u>	DATE <u>11-14-06</u>

(This space for State use only)

APPROVED 12/14/2006

Earlene Russell
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

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

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
- 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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

CONFIDENTIAL

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

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. **Len 13-3**

9. AFI Well No. **43-019-312-17-00-00**

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**

14. Date Spudded **08/24/1986** 15. Date T.D. Reached **09/04/1986** 16. Date Completed **09/08/1986**
 D & A Ready to Prod.

17. Elevations (DF, RKB, RT, GL)* **4634' GL**

18. Total Depth: MD **1330' GL** 19. Plug Back T.D.: MD **n/a**
TVD TVD

20. Depth Bridge Plug Set: MD **n/a**
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
8 5/8"	7"	28 lb.	Surface	120'		28 sacks			
6 1/4"	4.5"	9.5 lb.	Surface	1278'		20 sacks ?			

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

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) n/a			Open Hole?			
B)						
C)						
D)						

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

Depth Interval	Amount and Type of Material
n/a	

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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	
			→						

DIV. OF OIL, GAS & MINING

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 @ 1112' GL

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
n/a				K Dakota	1112' GL
				K Cedar Mountain	1210' GL

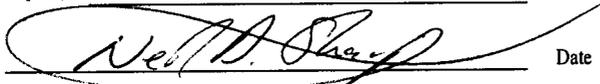
32. Additional remarks (include plugging procedure):

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 have at least added tops and verified its current total depth. This well will be shut-in until a decision is made to recomplete or P&A this well at a future date. 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.

Fa/Com Energy

CLASS OF WELL

UNITED STATES DEPARTMENT OF THE INTERIOR GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE

(See instructions on reverse side)

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

16

5. LEASE DESIGNATION AND SERIAL NO. 4-7623
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME
9. WELL NO. LEN 133
10. FIELD AND POOL, OR WILDCAT GREATER CISCO
11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA S-13, T-20S, R-23 E
12. COUNTY OR PARISH GRAND
13. STATE UT

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.L. OIL AND GAS COMPANY

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 1120' FROM EAST LINE, 500' FROM SOUTH LINE, SEC. 13
At top prod. interval reported below T-20S, R-23E, SLB 4m
At total depth

14. PERMIT NO. DATE ISSUED 43-019-31217 1-20-86

15. DATE SPUDDED 16. DATE T.D. REACHED 17. DATE COMPL. (Ready to prod.) 18. ELEVATIONS (DF, REB, HT, OR, ETC.)* 19. ELEV. CASINGHEAD
AUG. 24, 1986 SEPT. 4, 1986 SEPT. 8, 1986 4634 GR. 4634 GR

20. TOTAL DEPTH, MD & TVD 21. PLUG, BACK T.D., MD & TVD 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS DRILLED BY ROTARY TOOLS CABLE TOOLS
1683 1440 NA X

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 25. WAS DIRECTIONAL SURVEY MADE
1297' TO 1310' MORRISON NO

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

Table with 6 columns: CASINO SIZE, WEIGHT, LB./FT., DEPTH SET (MD), HOLE SIZE, CEMENTING RECORD, AMOUNT PULLED. Rows include 7" 28 120' 8 5/8" 28 SX and 4 1/2" 9 1/2 1271' 6 1/4" 20 SX.

Table with 8 columns: SIZE, TOP (MD), BOTTOM (MD), SACKS CEMENT*, SCREEN (MD), SIZE, DEPTH SET (MD), PACKER SET (MD). Includes LINER RECORD and TUBING RECORD sections.

31. PERFORATION RECORD (Interval, size and number)
OPEN HOLE 1271' TO 1440'

32. ACID, SHOT, FRACTURE CEMENT SQUEEZE, ETC.
DEPTH INTERVAL (MD) NA
RECEIVED SEP 22 1986

33.* PRODUCTION DIVISION OF OIL, GAS & MINING
DATE FIRST PRODUCTION SEPT. 6, 1986 PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) FLOWING

DATE OF TEST SEPT. 6, 1986 HOURS TESTED 76 CHOKE SIZE 3/8" PROD'N. FOR TEST PERIOD - OIL—BBL. - GAS—MCF. 322 WATER—BBL. - GAS-OIL RATIO -
FLOW. TUBING PRESS. 46# CASING PRESSURE 280# CALCULATED 24-HOUR RATE - OIL—BBL. - GAS—MCF. 75 WATER—BBL. NONE OIL GRAVITY-API (CORR.) -

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) TEST WITNESSED BY
SOLD TO NORTHWEST PIPELINE CORP. CONTRACT #3664 MASTER PETROLEUM & DEV. CO

35. LIST OF ATTACHMENTS NONE 860930 CP

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 SEPT. 17, 1986

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

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APR 04 2007

DIV. OF OIL, GAS & MINING

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	1220	GRAY SHALE
DAKOTA	1220	1297	SAND & SHALE INTERBEDDED
MORRISON	1297	1680	SAND & SHALE INTERBEDDED
SALT WASH	1680	1683	SAND

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
DAKOTA	1220	NA
MORRISON	1297	
SALT WASH	1680	

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 **CONFIDENTIAL**

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)
500' fsl & 1120' fel 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.
Len 13-3

9. API Well No.
43-019-312-17-00-00

10. Field and Pool, or Exploratory Area
Greater Cisco

11. County or Parish, State
Grand County, Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input 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 recomple 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 recomple 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 5/08/07 & 5/10/07. Propetroco used 16 sacks of G class cement from 1278' to 1050'. From 1050' to 200' the production casing was filled with 20 barrels of 8.9 lb. mud. The production casing was perforated at 200' and 30 sacks of cement was used to cement from 200' 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 below.

Attached: Copy of Propetroco Daily Report

RECEIVED

MAY 18 2007

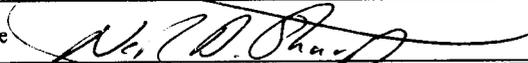
DIV. OF OIL, GAS & MINING

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 _____

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

Date

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)

PROPETROCO, INC.

CONFIDENTIAL

OPERATOR <i>Running Foxes Petroleum</i>				CONTRACTOR <i>43-019-31217</i>			
WELL & LOCATION <i>Chem 13-3</i>				DATE <i>205. 23E 13</i>			
COUNTY <i>Grand</i>		STATE <i>W.</i>		DATE		TIME	
BIT NO.				MUD USED			
MANUFACTURER				TYPE	SX		
TYPE							
SERIAL NO.							
DEPTH OUT							
DEPTH IN							
TOTAL FOOTAGE							
CONDITION							

FOOTAGE		PUMP PRESS	FORMATION
FROM	TO		

TIME LOG	ELAPSED TIME	DETAILS OF OPERATION
	<i>5-9-07</i>	
<i>7:00</i>	<i>8:30</i>	<i>1 1/2 Drive</i>
<i>7:30</i>	<i>11:00</i>	<i>2 1/2 w/o/o weld on nipple, lay 25' steel line of filling pipe</i>
<i>1:00</i>		<i>Move rig & small DC, rig up, drill out 120' of cement clay</i>
	<i>4:00</i>	<i>5 down D.C. & DP</i>
		<i>5-10-07</i>
<i>7:30</i>	<i>8:00</i>	<i>1 1/2 Drive</i>
<i>8:00</i>	<i>9:30</i>	<i>1 1/2 Rig up RMWS, perf casing @ 200', rig down RMWS.</i>
<i>7:30</i>	<i>10:15</i>	<i>3/4 Rig down rig, rig up cement pump, with 200' of casing</i>
<i>7:15</i>	<i>12:00</i>	<i>1 3/4 Mix. 30 sx of cement & pump in 4 1/2 casing filling hole @ 200'</i>
<i>2:00</i>	<i>3:00</i>	<i>3 Clean up pump, move equipment & Rig to Lisco yard.</i>

HOURS	DATE	DRILLER
		HELPER
		HELPER
		HELPER