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DEED FILING FOR WATER IN THE STATE OF UTAH

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JUN 22 1988

JUN 20 1988

Rec. by DL
Fee Rec. 30.00
Receipt # 24418
Microfilmed _____
Roll # _____

DIVISION OF OIL, GAS & MINING

APPLICATION TO APPROPRIATE WATERS WATER RIGHTS SALT LAKE PRICE

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 Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

TEMPORARY

* WATER RIGHT NO. 01 - 287 * APPLICATION NO. A T63316

1. * PRIORITY OF RIGHT: June 20, 1988 * FILING DATE: June 20, 1988

2. OWNER INFORMATION

Name(s): Master Petroleum & Development Co., Inc. * Interest: 100 %
Address: 814 South 7th St.
City: Grand Junction State: Colo. Zip Code: 81501
Is the land owned by the applicant? Yes No _____
(If "No", please explain in EXPLANATORY section.)

3. QUANTITY OF WATER: _____ cfs and/or Less than 20 ac-ft

4. SOURCE: Colorado river & Cisco springs DRAINAGE: _____
which is tributary to Cisco springs is a tributary of the Colorado river.
which is tributary to _____

POINT(S) OF DIVERSION: _____ COUNTY: Grand
a point in section 9 T20S, R23E in the Cisco wash where a small pond has been previously constructed by other water users. Water taken from this will facilitate our drilling project in the same section. Cisco boat launch.

Description of Diverting Works: _____
* COMMON DESCRIPTION: 8 miles NW of Cisco Cisco Springs Quad

Pts. of Div: 1) Cisco Springs: N.110 ft. & W.1020 ft. from S $\frac{1}{4}$ Cor. Sec. 9, T20S, R23E, SLB&M.
2) Colo. River: S.410 ft. & W.970 ft. from NE Cor. Sec. 22, T21S, R24E, SLB&M.
5. POINT(S) OF REDIVERSION: 4 miles SE of Cisco Coates Creek Quad
The water will be rediverted from _____ at a point: _____

Description of Rediverting Works: _____

6. POINT(S) OF RETURN

The amount of water consumed will be _____ cfs or 20.0 ac-ft
The amount of water returned will be _____ cfs or _____ ac-ft
The water will be returned to the natural stream/source at a point(s): _____

7. STORAGE

Reservoir Name: _____ Storage Period: from _____ to _____
Capacity: _____ ac-ft. Inundated Area: _____ acres
Height of dam: _____ feet
Legal description of inundated area by 40 acre tract(s): _____

* These items are to be completed by the Division of Water Rights

Appropriate

8. List any other water rights which will supplement this application None

9. NATURE AND PERIOD OF USE

Irrigation:	From _____ to _____
Stockwatering:	From _____ to _____
Domestic:	From _____ to _____
Municipal:	From _____ to _____
Mining:	From _____ to _____
Power:	From _____ to _____
Other: Drilling	From <u>6-25-88</u> to <u>11-30-88</u>

10. PURPOSE AND EXTENT OF USE

Irrigation: _____ acres. Sole supply of _____ acres.
 Stockwatering (number and kind): _____
 Domestic: _____ Families and/or _____ Persons
 Municipal (name): _____
 Mining: _____ Mining District in the _____ Mine
 Ores mined: _____
 Power: Plant name: _____ Type: _____ Capacity: _____
 Other (describe): Water shall be used in the drilling and completion of oil & gas wells.

11. PLACE OF USE

Legal description of place of use by 40 acre tract(s): ✓.) SE $\frac{1}{4}$ NE $\frac{1}{4}$ section 9 T20S, R23E.
✓.) NW $\frac{1}{4}$ SE $\frac{1}{4}$ Section 9 T21S, R23E, ✓.) NW $\frac{1}{4}$ SW $\frac{1}{4}$ Section 10 T21S, R23E.
✓.) SE $\frac{1}{4}$ NW $\frac{1}{4}$ Section 15 T21S, R23E.
✓.) Well # 1-355A -2040' FNL, 600' FEL. 2.) 2025' FSL 1630' FWL. 3.) 2380' FEL 1710' FNL 4.) 2140' FWL 2188' FNL

12. EXPLANATORY

The following is set forth to define more clearly the full purpose of this application. (Use additional pages of same size if necessary): Water is to be used in the drilling and completion operations of four proposed oil or gas wells. Anticipated use shall be less than 20 ac.ft.. Water shall be hauled via truck to drillsites as needed. All water used in these operations shall be disposed of in earthen pits.
All water to be used in these operations shall be taken from the Colorado river at a point approximately 3 $\frac{1}{2}$ miles East of the Cisco townsite at a point commonly referred to as the "Cisco Boat launch" except for the water which will be used in the first well located in section 9 T20S, R23E known as the 1-355A oil well.

 The applicant(s) hereby acknowledges that he/she/they are a citizen(s) of the United States of America or intends to become such a citizen(s). The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purposes herein described. The undersigned hereby acknowledges that even though he/she/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 herein, at the time of filing, rests with the applicant(s).

Thomas A. Kucak, Pres.
 Signature of Applicant(s)



STATE ENGINEER'S ENDORSEMENT

WATER RIGHT NUMBER: 01 - 287

APPLICATION NO. T63316

1. June 20, 1988 Application received by MP.
 2. June 20, 1988 Application designated for APPROVAL by MP and KLJ.
 3. Comments:
-
-

Conditions:

This application is hereby APPROVED, dated July 22, 1988, subject to prior rights and this application will expire on July 22, 1989.


Robert L. Morgan, P.E.
State Engineer

01-287

RECEIVED
JUL 22 1988

FILING FOR WATER IN THE STATE OF UTAH

Rec. by _____
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TEMPORARY
DIVISION OF
GAS & MINING

APPLICATION TO APPROPRIATE WATER

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 Title 73, Chapter 3 of the Utah Code Annotated 1953, as amended.

WATER USER CLAIM NO. 01 - 287

APPLICATION NO. T63316

1. PRIORITY OF RIGHT: June 20, 1988 FILING DATE: June 20, 1988

2. OWNER INFORMATION
Name: Master Petroleum & Development Co. Inc. Interest: 100 %
Address: 814 South 7th Street, Grand Junction, CO 81501
The land is owned by the applicant(s).

3. QUANTITY OF WATER: 20.0 acre feet (Ac. Ft.)

4. SOURCE: Colorado River and Cisco Springs DRAINAGE: NW Colorado River
POINT(S) OF DIVERSION: COUNTY: Grand
(1) N. 110 feet, W. 1020 feet, from the S $\frac{1}{2}$ Corner of Section 9,
Township 20 S, Range 23 E, SLB&M
Source: Cisco Springs
(2) S. 410 feet, W. 970 feet, from the NE Corner of Section 22,
Township 21 S, Range 24 E, SLB&M
Source: Colorado River

COMMON DESCRIPTION:

5. NATURE AND PERIOD OF USE
Oil Exploration From June 25 to November 30.

6. PURPOSE AND EXTENT OF USE
Oil Exploratio: Oil and gas well drilling.

EXPLANATORY

The wells to be drilled under this application are as follows:

- 1) Well #1-355A: 43-019-31265
S. 2040 ft. & W. 600 ft. from NE Cor. Sec. 9, T20S, R23E, SLB&M (SE4NE4).
- 2) Well:
N. 2025 ft. & E. 1630 ft. from SW Cor. Sec. 9, T21S, R23E, SLB&M (NE4SW4).
- 3) Well:
S. 1710 ft. & W. 2380 ft. from NE Cor. Sec. 10, T21S, R23E, SLB&M (SW4NE4).
- 4) Well:
S. 2188 ft. & E. 2140 ft. from NW Cor. Sec. 15, T21S, R23E, SLB&M (SE4NW4).

Water shall be hauled via truck to drillsites as needed. All water to be used in these operations shall be taken from the Colorado River at a point approximately 3.5 miles east of the Cisco Townsite at a point commonly referred to as the "Cisco Boat Launch," except for the water which will be used in the first well located in Sec. 9, T20S, R23E, known as the #1-355A Well.

TEMPORARY
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).

Signature of Applicant

Designated for approval 6-20-88

TEMPORARY

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
AUG 22 1988

Form approved.
Budget Bureau No. 1004-0136
Expires August 31, 1985

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OIL, GAS & MINING DIVISION OF BACK PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN OIL, GAS & MINING PLUG BACK

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

2. NAME OF OPERATOR
 Master Petroleum & Development Co., Inc.

3. ADDRESS OF OPERATOR
 814 South 7th St, Grand Junction, Colorado 81501

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
 At surface
 2440' FNL, 3435' FEL, Section 15, T21S, R23E, SLM & B
 At proposed prod. zone SENW

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 3 1/2 miles Northwest of Cisco townsite

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

16. NO. OF ACRES IN LEASE
 360

17. NO. OF ACRES ASSIGNED TO THIS WELL
 10

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

19. PROPOSED DEPTH
 900 Salt Wash

20. ROTARY OR CABLE TOOLS
 rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 4373' GR

22. APPROX. DATE WORK WILL START*
 11-11-88

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
8 1/2"	7"	20#	380	30 sxs
6 1/2"	4 1/2"	10.5#	900'	25 sxs

7" casing to be set at top of Dakota formation. If production is not established in this zone the well will be drilled to the Salt Wash Formation- 900'.

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 Thomas A. Kuehl TITLE Pres. DATE 8-16-88

(This space for Federal or State office use)

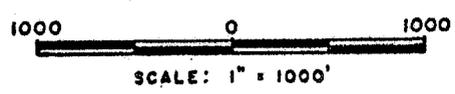
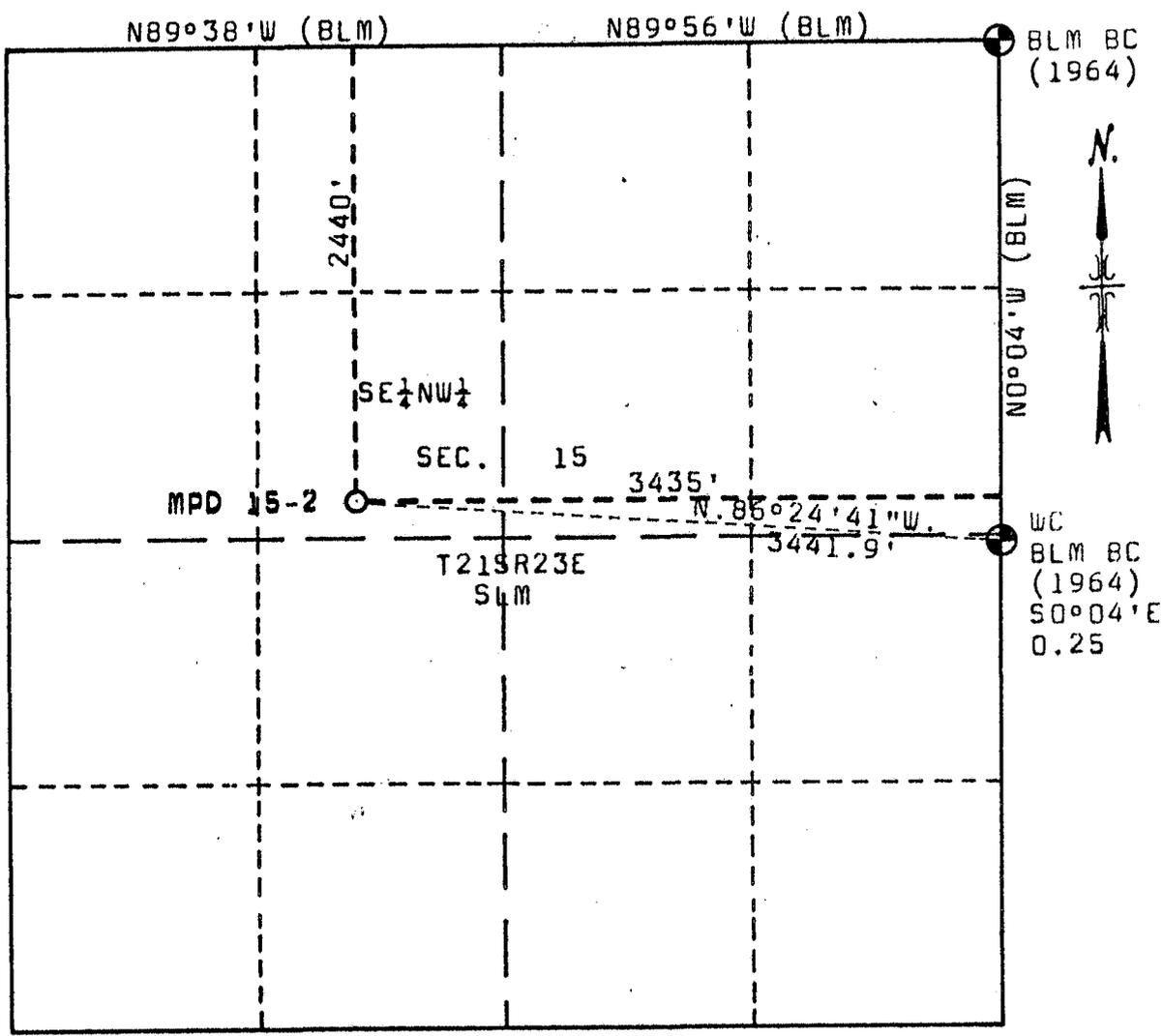
PERMIT NO. 43-019-31277 APPROVAL DATE _____

APPROVED BY _____ TITLE _____ DATE: 9-1-88

CONDITIONS OF APPROVAL, IF ANY: _____ BY: John R. Baye

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 9-1-88
BY: John R. Baye
WELL SPACING: Case No. 102-16B

*See Instructions On Reverse Side

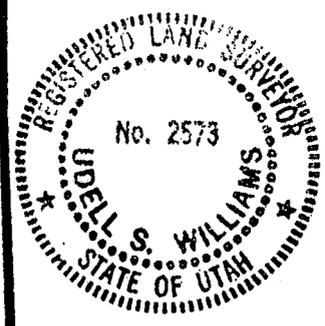


MPD 15-2

Located 2440 feet from the North line and 3435 feet from the East line of Section 15, T21S, R23E, SLM.

Elev. 4373

Grand County, Utah



SURVEYOR'S CERTIFICATE

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

Udell S. Williams
UTAH RLS NO. 2573



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

PLAT OF
PROPOSED LOCATION
MPD 15-2
SE $\frac{1}{4}$ NW $\frac{1}{4}$ SECTION 15
T21S, R23E, SLM

SURVEYED BY: USW DATE: 8/11/88
DRAWN BY: USW DATE: 8/12/88

UT-060-3160-1
(1403f)

BUREAU OF LAND MANAGEMENT
MOAB DISTRICT

CONDITIONS OF APPROVAL FOR PERMIT TO DRILL

Company Master Petroleum & Development Co., Inc. Well No. M.P.D. 15-2

Location: Sec: SE NW 15 T. 21S R. 23E Lease No. U-0148172

Onsite Inspection Date _____

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Orders, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to ensure compliance.

A. DRILLING PROGRAM

1. Surface Formation and Estimated Formation Tops: _____
 Mancus - surface -385'

 Dakota- 385'

 Morrison- 597'

 Salt Wash-900'

2. Estimated Depth at Which Oil, Gas, Water, or Other Mineral-Bearing Zones are Expected to be Encountered:

	<u>Formation</u>	<u>Depth</u>
Expected Oil Zones:	Dakota	385'
	Morrison	597'
Expected Gas Zones:	Morrison	597'
	Salt Wash	900'
Expected Water Zones:	Salt Wash	900'
Expected Mineral Zones:	_____	_____
	_____	_____

All fresh water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling will be recorded by depth, cased, and cemented. All oil and gas shows will be tested to determine commercial potential.

- 3. Pressure Control Equipment: Regan "Torus" 3000 psi Blowout preventer
Will be attached to wellhead after surface casing is set and remain in
place until completion. See attached description.

BOP systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

- 4. Casing Program and Auxiliary Equipment: 7" 26# casing to be set to
approx. 380'. casing will be cemented to surface. 4 1/2" 10# casing will
be set to 900'

Anticipated cements tops will be reported as to depth, not the expected number of sacks.

- 5. Mud Program and Circulating Medium: well will be air drilled.
Mud pump, tank and equipment will be on location in the event it is needed.

Blooie line will be misted to reduce fugative dust when air drilling.

- 6. Coring, Logging and Testing Program: No logs will be run. Samples
will be taken in ten ft. intervals.

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 3162.4-1. 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.

7. Abnormal Conditions, Bottom Hole Pressures and Potential Hazards:

Maximum anticipated well pressure is less than 400 psi., BOP is rated to 3000 psi which is well above the expected pressures. 120 ft. of bluey line will be attached to the BOP and empty into a reserve pit approx. 10'x30'. In the event of extreme volumes of oil or gas escaping from the well the mud pump on location will be used to kill the well if the BOP cannot be closed safely.

8. Anticipated Starting Dates and Notifications of Operations:

Required verbal notifications are summarized in Table I, attached. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted to the District Office within twenty-four (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 Oil and Gas 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 continuing each month until the well is physically plugged and abandoned. This report will be filed directly with the BLM, Moab 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 Resource Area in accordance with requirements of NTL-3A.

Should the well be successfully completed for production, the District Manager will be notified when the well is placed in producing status. Such notification will be sent by telegram or other written communication, not later than five (5) business days following the date on which the well is placed on production.

A first production conference will be scheduled within fifteen (15) days after receipt of the first production report. The Resource Area Office will coordinate the field conference.

A "Subsequent Report of Abandonment" (Form 3160-5) will be filed with the District Manager within thirty (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 Manager or his representative, or the appropriate surface managing agency.

Approval to vent/flare gas during initial well evaluation will be obtained from the District Office. This preliminary approval will not exceed 30 days or 50 MMCF gas. Approval to vent/flare beyond this initial test period will require District Office approval pursuant to guidelines in NTL-4A.

Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6. The marker will be constructed as follows: 4 1/2" casing cemented on the hole at least 5' above ground level in height.
 The top of the marker will be closed or capped.

The following minimum information will be permanently placed on the marker with a plate, cap, or beaded-on with a welding torch:

"Fed" or "Ind", as applicable. "Well number, location by 1/4 1/4 section, township and range". "Lease number".

Other: _____

B. THIRTEEN-POINT SURFACE USE PLAN

1. Existing Roads:

a. Location of proposed well in relation to town or other reference point: 3 1/2 miles from Cisco townsite

b. Proposed route to location: Exit Hwy 6 & 50 at a point East of Cisco onto a county road which runs West and intersects with Master Petroleum & Developments R/W # U-54703

c. Plans for improvement and/or maintenance of existing roads: _____
Operator will work to maintain roads to class III requirements.

d. Other: _____

2. Planned Access Roads:

a. The maximum total disturbed width will be 1380 feet.

b. Maximum grades: _____

c. Turnouts: none

d. Location (centerline): _____

e. Drainage: _____

f. Surface Materials: Any Surface material to be moved on location will be stockpiled on the Southeast location border.

g. Other:

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.

3. Location of Existing Wells: Frazier 15-1 SW NE sec. 15-gas well, Hafer Gov't 15-2 oil well, Ambra 15-5-80 gas well, Ambra 15-3 gas well, all wells listed are in section 15. The closest well to the proposed well is the Frazier 15-1. This well is approx. 1380' West of the Frazier 15-1

4. Location of Tank Batteries and Production Facilities:

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 (6) six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows: Sage Grey

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 largest tank in 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 3162.7-4 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 well head to the meter and downstream for the remainder of 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.

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from: Colorado River at Fish Ford, Approx. 5 1/2 miles Southeast of location.

A temporary water use permit for this operation will be obtained from the Utah State Engineer, _____.

Water obtained on private land, or land administered by another agency, will require approval from the owner or agency for use of the land.

6. Source of Construction Material:

Pad construction material will be obtained from: None needed.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.1-3. Source of construction material (will/will not) be located on lease.

7. Methods of Handling Waste Disposal:

The reserve pit (will/will not) be lined: Cuttings and drilling fluids will be discharged into the reserve pit. Trash and other waste will be placed in a trash cage provided by M.P.D. and will be disposed of after operations cease.

Three sides of the reserve pit will be fenced with 4 ft. stock fence before drilling starts. The fourth side will be fenced as soon as the drilling is completed. The fence will be kept in good repair while the pit is drying.

All trash must be contained and disposed of by: _____
Master Petroleum & Development Co., Inc.

If burning is required, a permit will be obtained from the State Fire Warden, _____.

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).

Other: _____

8. Ancillary Facilities:

Camp facilities (~~will~~ will not) be required. They will be located at:

9. Well Site Layout:

The reserve pit will be located: 120 ft East of the drill hole,
see attached plat.

The top 2-4 inches of soil material will be removed from the location and stockpiled separately on Southeasterly border of the location. Only material which may cause hazards shall be moved.

Topsoil along the access road will be reserved in place adjacent to the road.

Access to the well pad will be from: Highway 6 & 50 near the Cisco townsite on the county road West to a point which Master Petroleum & Developments R/W #54703 intersects and across Frazier 15-1 wellsite to location. see map

The trash pit will be located: see rig lay out plat.

10. Plans for Restoration of Surface:

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

Before any dirt work to restore the location takes place, the reserve pit must be completely dry. _____

All disturbed areas will be recontoured to the approximate natural contours. _____

The stockpiled topsoil will be evenly distributed over the disturbed contours. _____

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

Seed will be broadcast or drilled at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage. _____

The following seed mixture will be used: See attached list. _____

The reserve pit and that portion of the location and access road not needed for production or production facilities will be reclaimed.

Additional Requirements: _____

11. Surface and Mineral Ownership:

Surface and minerals leased from Federal Gov't. Lease # U-014872
Master Petroleum is Operator & owner of record title.

12. Other Information:

There will be no deviation from the proposed drilling and/or workover program without prior approval from the District Manager. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.3-2.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

The dirt contractor will be provided with an approved copy of the surface use plan.

A cultural resource clearance (will/will not) be required before any construction begins. If any cultural resources are found during construction, all work will stop and the Area Manager will be notified.

This permit will be valid for a period of one (1) year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

13. Lessee's or Operator's Representative and Certification:

Representative

Name Thomas A. Kucel, pres.
Address 814 South 7th St.
Grand Junction, Colorado, 81501
Phone No. work 1-303-241-4213, home 1-303-241-4213

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route, that I am familiar with the conditions which currently exist, that the statements made in this plan are, to the best of my knowledge, true and correct, and that the work associated with operations proposed herein will be performed by: Master Petroleum & Development Co., Inc. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Name Thomas A. Kucel
Title pres.
Date: 8-16-88

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 or Sage Green

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.

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

The following seed mixture will be used:

<u>Species</u>	<u>lbs/acre</u>
<u>Grasses</u>	
Sporobolus airoides Alkali sacaton	1
<u>Shrubs</u>	
Kochia prostrata Summer cypress	<u>2</u>
	3 lbs/acre

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).

3704

REGAN FORGE & ENGINEERING COMPANY

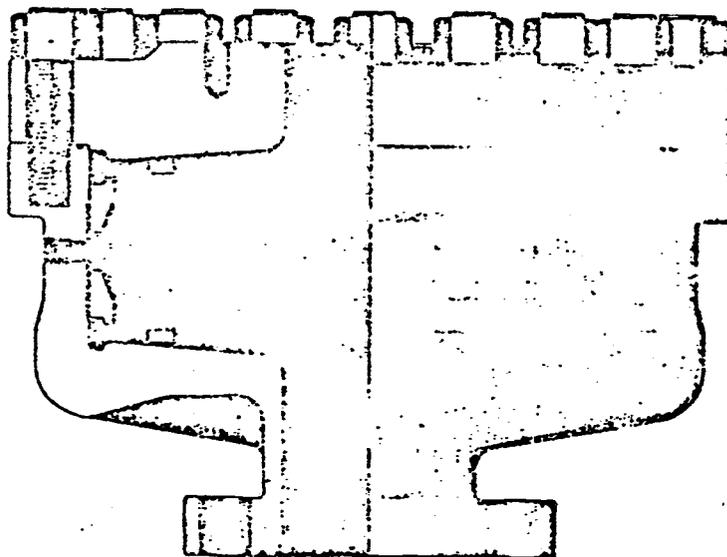
San Pedro, Calif.

REGAN BLOWOUT PREVENTERS

The Regan Torus Blowout Preventer is used primarily on production and workover rigs for well control up to 3000 PSI working pressure.

DESIGN FEATURES

- The Torus Preventer is designed for minimum height to facilitate its use with production and workover rigs.
- The rubber packer will conform to any object in the well bore. Sealing ability is not affected by minor damage to the inner bore.
- The packer will seal an open hole at full working pressure.
- The dual packer design increases the reliability of the preventer since the outer rubber is never exposed to the well bore. Under ordinary service, the outer packer is rarely replaced.



TORUS BLOWOUT PREVENTER
PATENTED

SPECIFICATIONS

Nominal Size	Test Pressure (psi)	DIMENSIONS (in.)			Weight (lb.)	End Flanges (1)	R/RX Ring Grooves	Side Outlet
		Outside Diameter	Thru Bore	Overall Height				
6	3000 2000	27 22 1/2	2 1/2 2 1/2	19 1/2 21 1/2	1260 1850	None Type G	45 45	None 2" L.P.

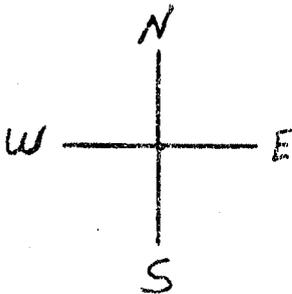
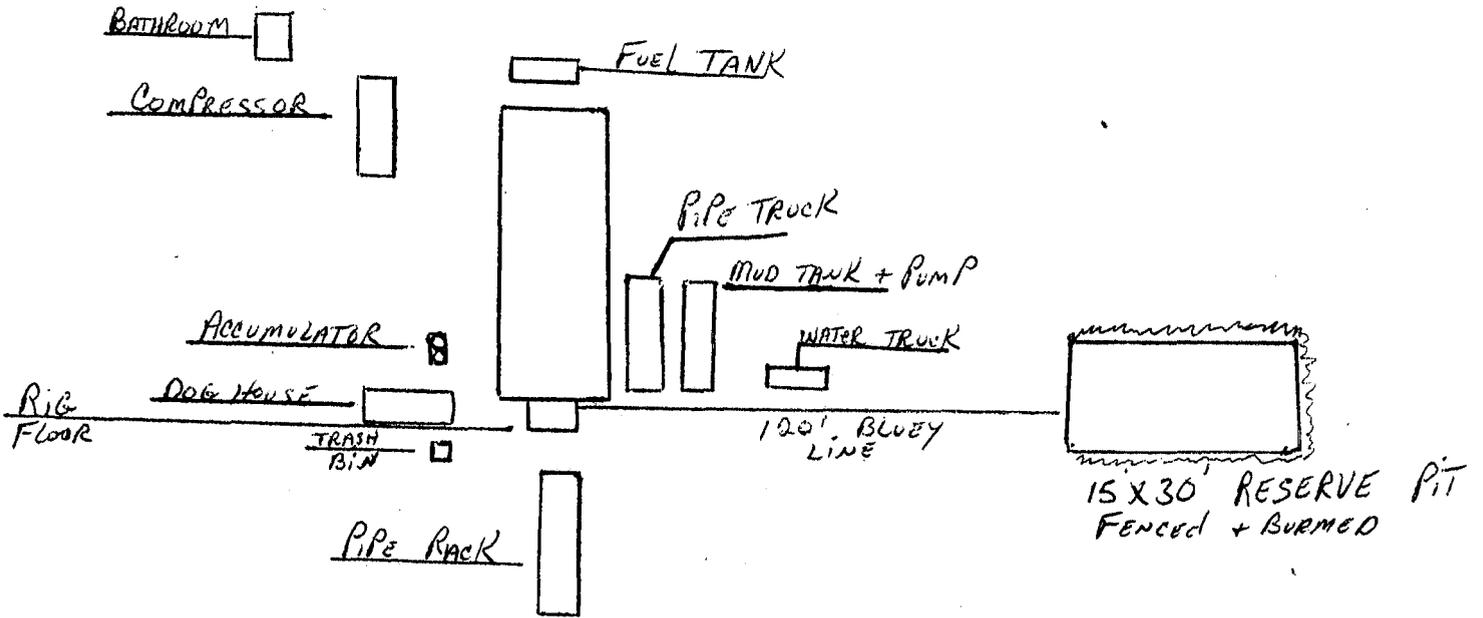
(1) Bottom flange holes elongated for use with either 2000 or 3000 psi API-5B flange. (Also can be used with obsolete Ser. 400 API flange.) Top flange normally studded for 3000 psi API-5B flange unless otherwise noted.

WELLSITE SCHEMATIC

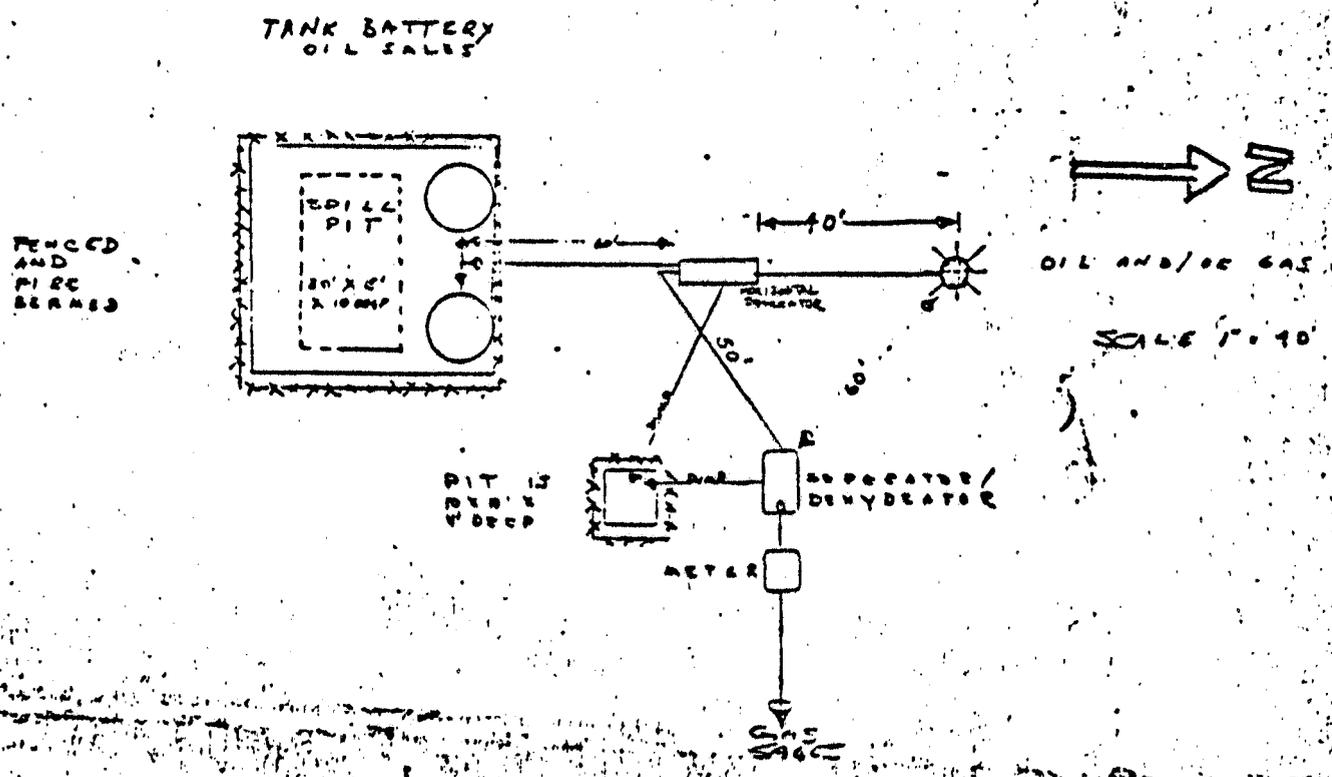
RIG LAY OUT

ACCESS ROAD

PARKING AREA



Proposed Production Facility - Layout



N9675

OPERATOR Master Petroleum & Dev. DATE 8-22-88

WELL NAME MPD 15-2

SEC SE NW 15 T 21 S R 23 E COUNTY Grand

43-019-31277
API NUMBER

Fed.
TYPE OF LEASE

CHECK OFF:

PLAT

Statewide - BFM
 BOND

NEAREST WELL

LEASE

FIELD

POTASH OR OIL SHALE

PROCESSING COMMENTS:

Nearest well ok under Cause No. 102-16B
Water Permit 01-287 / T63316
Request plat of lease acreage. Received 8-29-88

APPROVAL LETTER:

SPACING: R615-2-3 _____ UNIT _____ R615-3-2

102-16B 11-15-79 R615-3-3
CAUSE NO. & DATE

STIPULATIONS:

MASTER PETROLEUM & DEVELOPMENT CO., INC.

Complete Oil and Gas Land Management
Production Development

814 South 7th Street
Grand Junction, Colorado 81501
(303) 241-4213

RECEIVED
AUG 29 1988

DIVISION OF
OIL, GAS & MINING

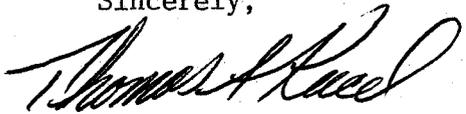
August 25, 1988

Dear Lisha,

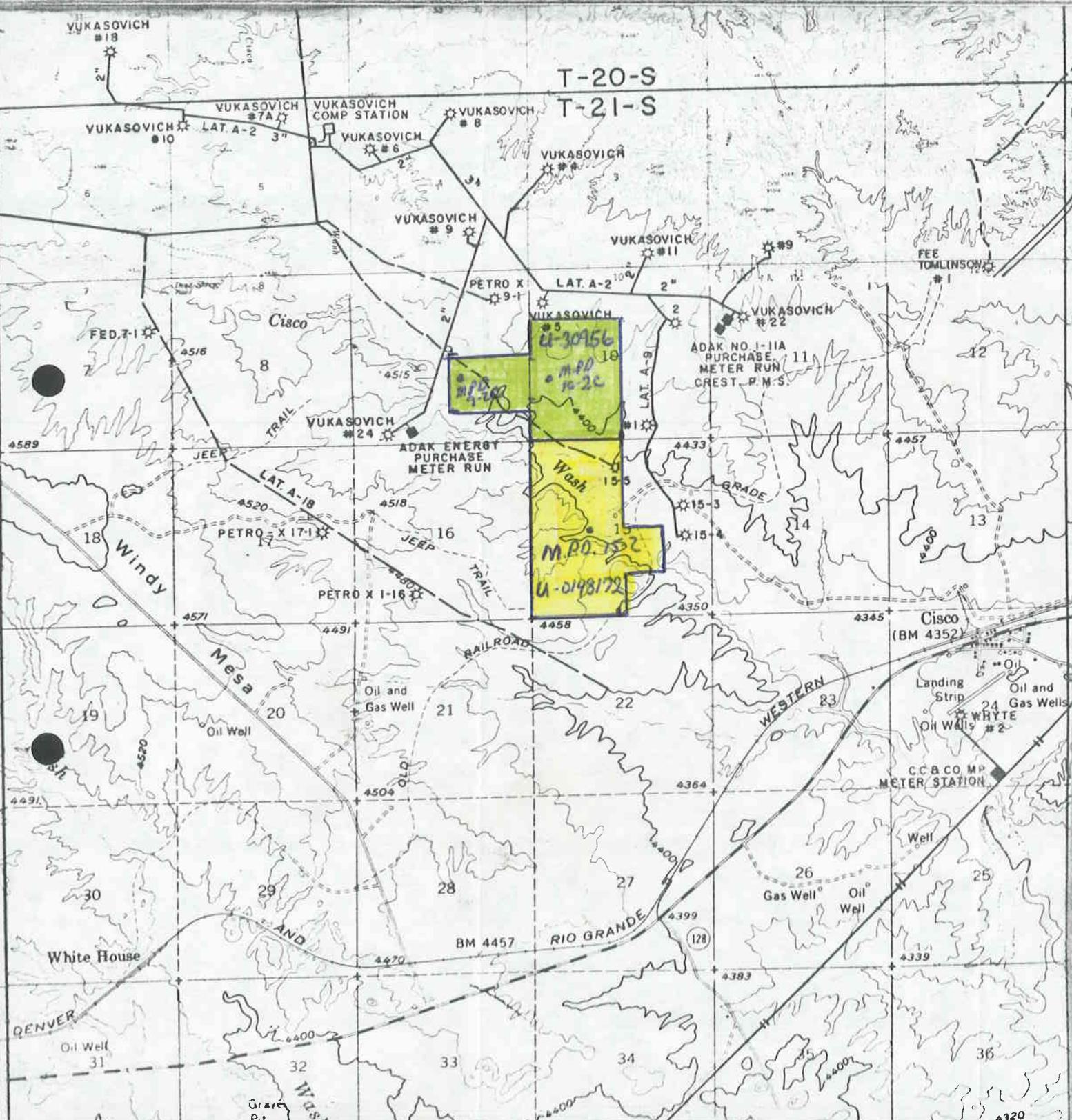
Enclosed are the maps we discussed today for the MPD 9-2B, 10-2C and 15-2 wells we propose to drill in Grand County. My apologies for the quality of two of the maps. My copier decided to die. I hope they will suffice.

If I can be of further assistance please do not hesitate to contact me.

Sincerely,



Thomas A. Kucel, pres.





State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Norman H. Bangertter
Governor

Dee C. Hansen
Executive Director

Dianne R. Nielson, Ph.D.
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

September 1, 1988

Master Petroleum & Development Co., Inc.
814 South 7th Street
Grand Junction, Colorado 81501

Gentlemen:

Re: MPD 15-2 - SE NW Sec. 15, T. 21S, R. 23E - Grand County, Utah
2440' FNL, 3435' FEL

Approval to drill the referenced well is hereby granted in accordance with the Order of Cause No. 102-16B dated November 15, 1979.

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

1. Spudding notification within 24 hours after drilling operations commence.
2. Submittal of an Entity Action Form within five working days following spudding and whenever a change in operations or interests necessitates an entity status change.
3. Submittal of the Report of Water Encountered During Drilling, Form OGC-8-X.
4. Prompt notification if it is necessary to plug and abandon the well. Notify John R. Baza, Petroleum Engineer, (Office) (801) 538-5340, (Home) 298-7695, or Jim Thompson, Lead Inspector, (Home) 298-9318.
5. Compliance with the requirements of Rule R615-3-22, Gas Flaring or Venting, Oil and Gas Conservation General Rules.
6. Prior to commencement of the proposed drilling operations, plans for facilities for disposal of sanitary wastes at the drill site shall be submitted to the local health department. These drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations.

Page 2
Master Petroleum & Development Co., Inc.
MPD 15-2
September 1, 1988

A list of local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 538-6121.

7. 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 43-019-31277.

Sincerely,



R. J. Firth
Associate Director, Oil & Gas

lr
Enclosures
cc: Branch of Fluid Minerals
D. R. Nielson
8159T

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)
SEP 30 1988

LCR 6
Form approved.
Budget Bureau No. 1004-0136
Expires August 31, 1985

APPLICATION FOR PERMIT TO DRILL, DEEPEN OR PLUG BACK

1. TYPE OF WORK
DRILL DEEPEN PLUG BACK

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

3. NAME OF OPERATOR
Master Petroleum & Development Co., Inc.

4. ADDRESS OF OPERATOR
814 South 7th St, Grand Junction, Colorado 81501

5. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
At surface
2440' FNL, 3435' FEL, Section 15, T21S, R23E, SLM & B
At proposed prod. zone

6. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
3 1/2 miles Northwest of Cisco townsite

7. DISTANCE FROM PROPOSED LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT.
(Also to nearest drlg. unit line, if any)
18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.

16. NO. OF ACRES IN LEASE
360

17. NO. OF ACRES ASSIGNED TO THIS WELL
10

19. PROPOSED DEPTH
900

20. ROTARY OR CABLE TOOLS
rotary

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

22. APPROX. DATE WORK WILL START*
11-11-88

23. PROPOSED CASING AND CEMENTING PROGRAM

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 Thomas A. Kucal TITLE pres DATE 8-16-88

(This space for Federal or State office use)

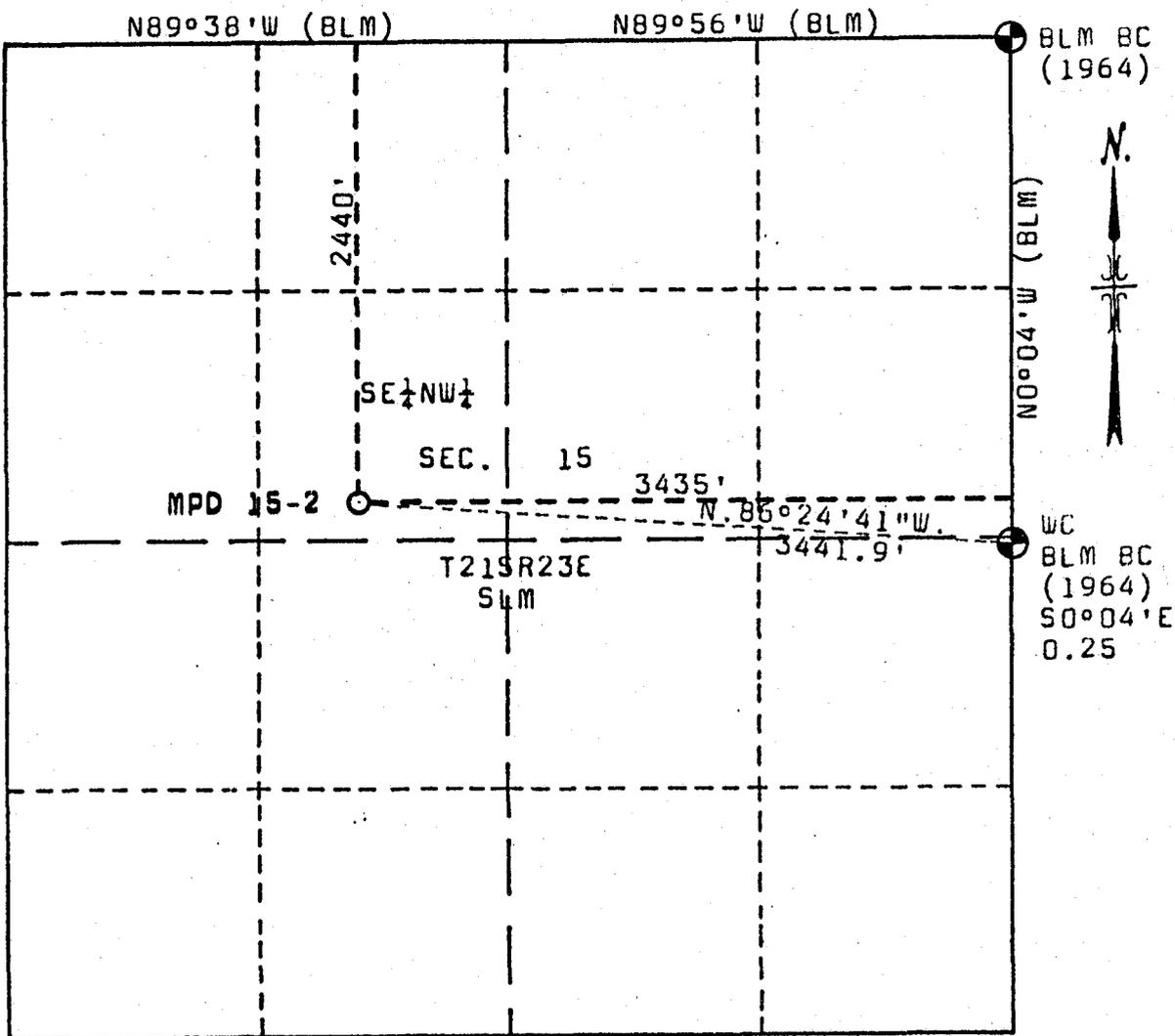
PERMIT NO. 43-019-31277 APPROVAL DATE

APPROVED BY /s/ WILLIAM C. STRINGER TITLE FOREST MANAGER DATE SEP 26 1988

CONDITIONS OF APPROVAL, IF ANY: **CONDITIONS OF APPROVAL ATTACHED**

*See Instructions On Reverse Side

D06w

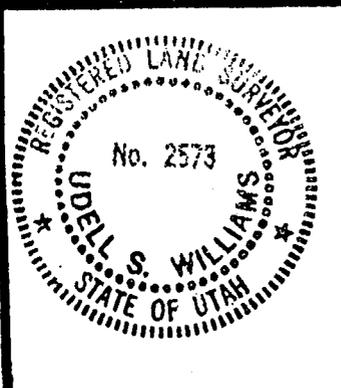


MPD 15-2

Located 2440 feet from the North line and 3435 feet from the East line of Section 15, T215, R23E, SLM.

Elev. 4373

Grand County, Utah



SURVEYOR'S CERTIFICATE

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

Udell S. Williams
 UTAH RLS NO. 2573



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

PLAT OF
 PROPOSED LOCATION
 MPD 15-2
 SE 1/4 NW 1/4 SECTION 15
 T215, R23E, SLM.

SURVEYED BY: USW DATE: 8/11/88
 DRAWN BY: USW DATE: 8/17/88

Master Petroleum & Development Co., Inc.
Well No. M.P.D. 15-2
Sec. 15, T. 21 S., R. 23 E.
Grand County, Utah
Lease U-0148172

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 Master Petroleum & Development Co., Inc., is considered to be the operator of the above well, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by Bond No. 43-45-57 (Bonded Principle - Master Petroleum & Development Co., 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 43 CFR 3106.7-2 continuing responsibility are met.

A. DRILLING PROGRAM

1. Pressure control equipment will be pressure tested to 500 psi or 70% of internal yield of casing. Pressure test will be conducted prior to drilling out from casing shoe.
2. An accumulator and choke manifold system will be installed and operational during drilling operations. This equipment will meet standards set forth in API RP 53. Any deviations must be approved in advance by an authorized officer.
3. All BOP and casing test will be recorded in drillers log.
4. Cement for surface pipe will be circulated to the surface.

B. SURFACE USE PROGRAM

During periods of wet weather, when activity would result in deep rutting to access routes, the activity will stop. Ruts of six inches or more will be considered excessive. Roads will be re-graded within five days of occurrence.

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.

If at any time the facilities located on public lands authorized by the terms of the lease are no longer included in the lease (due to a contraction in the unit or other lease or unit boundary change) the BLM will process a change in authorization to the appropriate statute. The authorization will be subject to the appropriate rental, or other financial obligation determined by the authorized officer.

Produced waste water will be confined to an 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).

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: slate gray.

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

API NO. 43-019-31277

NAME OF COMPANY: MASTER PETROLEUM & DEVELOPMENT CO. INC.

WELL NAME: MPD 15-2

SECTION SEW 15 TOWNSHIP 21S RANGE 23E COUNTY GRAND

DRILLING CONTRACTOR PROPETROCO

RIG # 1

SPUDDED: DATE 8-03-89

TIME 3:30

HOW ROTARY

DRILLING WILL COMMENCE 8-03-89

REPORTED BY THOMAS KUCEL

TELEPHONE # (303) 241-4213

*SPUD DATE CAME IN ON AN ENTITY ACTION FORM.

DATE 8-29-89 SIGNED LCR

OPERATOR Master Petroleum & Development Co., Inc OPERATOR CODE N9675

ENTITY ACTION FORM - DOGM FORM 6

ADDRESS 814 South 7th St.
Grand Junction, Colorado, 81501

PHONE NO. 303, 241-4213

RECEIVED
AUG 23 1989

OPERATORS MUST COMPLETE FORM UPON SPUDDING NEW WELL OR WHEN CHANGE IN OPERATIONS OR INTERESTS NECESSITATES CHANGE IN EXISTING ENTITY NUMBER ASSIGNMENT.

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A B	10285	10285	43-019-31277	MPD 15-2	SE/NW	15	21S	23E	Grand	8-3-89	9-1-89
COMMENTS: Well spudded 8-3-89 will be completed as producing gas well. completion reports to follow (Entity 10285 assigned to Hafer 15-2, produced oil, the MPD 15-2 will be completed as a GW, after speaking with Mr. Kucel it was decided to assign a new entity # 11003 eff. 8-3-89. JCR											
	10285	—	43-019-30334	Hafer 15-2 (SOW)	NW/SE	15	21S	23E	Grand		9-1-89
COMMENTS: Well to be plugged and abandoned prior to 8-31-89. B.L.M. - Moab office will witness plugging											
COMMENTS:											
COMMENTS:											
COMMENTS:											
COMMENTS:											

ACTION CODES: A - ESTABLISH NEW ENTITY FOR NEW WELL (SINGLE WELL ONLY)
 B - ADD NEW WELL TO EXISTING ENTITY (GROUP OR UNIT WELL)
 C - RE-ASSIGN WELL FROM ONE EXISTING ENTITY TO ANOTHER EXISTING ENTITY
 D - RE-ASSIGN WELL FROM ONE EXISTING ENTITY TO A NEW ENTITY
 E - OTHER (EXPLAIN IN COMMENTS SECTION)
 (SEE INSTRUCTIONS ON BACK OF FORM)

Thomas A. Reed, Pres.
 SIGNATURE
 Pres. 8-10-89
 TITLE DATE

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN DUPLICATE*

(See other instructions on reverse side)

5. LEASE DESIGNATION AND SERIAL NO.

U-014872

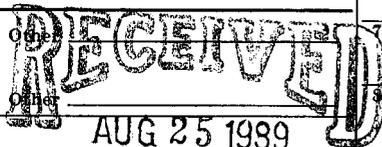
6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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



2. NAME OF OPERATOR
Master Petroleum & Development Co., Inc.

3. ADDRESS OF OPERATOR
814 So. 7th St., Grand Jct., Colo. 81501

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 2440' FNL, 3435 FEL, Section 15, T21S, R23E, SLM & B

9. WELL NO.
MPD 15-2

10. FIELD AND POOL, OR WILDCAT
Greater Cisco

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

Section 15, T21S, R23E
SLM & B

12. COUNTY OR PARISH
Grand

13. STATE
Utah

14. PERMIT NO. 43-019-31277
DATE ISSUED 9-1-88

DIVISION OF OIL, GAS & MINING

15. DATE SPUNDED 8-3-89
16. DATE T.D. REACHED 8-10-89
17. DATE COMPL. (Ready to prod.) 8-17-89
18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 4373 GR
19. ELEV. CASINGHEAD 4373

20. TOTAL DEPTH, MD & TVD 1060'
21. PLUG BACK TO DEPTH TVD 870'
22. IF MULTIPLE COMPL., HOW MANY*
23. INTERVALS DRILLED BY
24. PRODUCING INTERVAL(S) OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
798-806 Cedar Mountain

ROTARY TOOLS 1060'
CABLE TOOLS

25. WAS DIRECTIONAL SURVEY MADE
no

26. TYPE ELECTRIC AND OTHER LOGS RUN
none

27. WAS WELL CORED
no

CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
7 5/8	26.4	200 ft.	9 5/8	40 sxs class G	0
4 1/2	10.5	900 ft.	6 3/4	36 sxs clas G	0

29. LINER RECORD					30. TUBING RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

31. PERFORATION RECORD (Interval, size and number)		32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
INTERVAL (MD)	NUMBER	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
798-802	3 50 gr. shots/ft. (12 shots)		

33.* PRODUCTION							
DATE FIRST PRODUCTION		PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)				WELL STATUS (Producing or shut-in)	
8-18-89		flowing				shut-in	
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
8-18-89	2 hrs.	1/2		0	17 mcf	0	0
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
25#	260		0	200	0	0	

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

TEST WITNESSED BY
T. Kucel

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
 SIGNED Thomas A. Kucel TITLE Pres DATE 8-19-89

*(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		38. GEOLOGIC MARKERS																	
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.																
Dakota	625	675	<div style="text-align: center;"> <table border="1" style="margin: auto;"> <tr><th colspan="2">OIL AND GAS</th></tr> <tr><td>DRN</td><td>RJF</td></tr> <tr><td>JRB</td><td>GLH</td></tr> <tr><td>DTS</td><td>SLS</td></tr> <tr><td> </td><td> </td></tr> <tr><td>1-TAS</td><td> </td></tr> <tr><td>2- MICROFILM</td><td> </td></tr> <tr><td>3- FILE</td><td> </td></tr> </table> </div>	OIL AND GAS		DRN	RJF	JRB	GLH	DTS	SLS			1-TAS		2- MICROFILM		3- FILE	
OIL AND GAS																			
DRN	RJF																		
JRB	GLH																		
DTS	SLS																		
1-TAS																			
2- MICROFILM																			
3- FILE																			
Cedar Mtn.	798	807																	
			"A" marker																
			587'																
			MEAS. DEPTH																
			TOP																
			TRUE VERT. DEPTH																

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPPLICATE
(Other instructions on
reverse side)

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

LEASE DESIGNATION AND SERIAL NO.

UTU 0148172

SUMMARY 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 BELOW

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 BELOW

10. FIELD AND POOL, OR WILDCAT

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

12. COUNTY OR PARISH 13. STATE
Grand County UTAH

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

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF

FRACTURE TREAT

SHOOT OR ACIDIZE

REPAIR WELL

(Other)

PULL OR ALTER CASING

MULTIPLE COMPLETE

ABANDON*

CHANGE PLANS

SUBSEQUENT REPORT OF:

WATER SHUT-OFF

FRACTURE TREATMENT

SHOOTING OR ACIDIZING

(Other)

REPAIRING WELL

ALTERING CASING

ABANDONMENT*

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

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

CHANGE OF OPERATOR

eff. 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.

Sec 15 w 1/2 MFD 15-2

T21S R23E 43-019-31277

RECEIVED

OCT 30 1991

DIVISION OF
OIL GAS & MINING

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

SIGNED *R. Dymally*

TITLE *Vice president*

DATE *9-16-91*

(This space for Federal or State office use)

Assistant District manager
for Minerals

APPROVED BY *William C. Thomas*

TITLE

DATE *10/25/91*

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions on Reverse Side

APPROVE w/ change of cond.: ecj 10/18/91 ALS 10/25/91

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

SUBMIT IN TRIPPLICATE (Other instructions on verso side)

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

5. LEASE DESIGNATION AND SERIAL NO.

SEE below

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL [X] GAS WELL [X] OTHER

2. NAME OF OPERATOR SATURN RESOURCES Corp.

3. ADDRESS OF OPERATOR PO BOX 870171

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

9. WELL NO. VARIOUS

10. FIELD AND POOL, OR WILDCAT

11. SEC. T., R., M., OR BLK. AND SURVEY OR ASM T20 N23E T21 S23E

14. PERMIT NO.

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

12. COUNTY OR PARISH BRAND

13. STATE UTAH

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

NOTICE OF INTENTION NO:

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

SUBSEQUENT REPORT OF:

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

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

17. DETAILED 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 WE ARE operators of these leases + wells vs of 8-1-91

There is one ADDITIONAL lease which we do not have information on. It is LEASE # UTAH 7945. It has 1 gas well on it - JACOBS #1 well

I hereby certify that the foregoing is true and correct

SIGNED R. [Signature]

TITLE Vice president

DATE 10-7-91

(This space for Federal or State office use)

APPROVED BY CONDITIONS OF APPROVAL, IF ANY:

TITLE

DATE

*See Instructions on Reverse Side

Division of Oil, Gas and Mining
PHONE CONVERSATION DOCUMENTATION FORM

Route original/copy to:

Well File _____

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

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

Other
OPERATOR CHANGE

1. Date of Phone Call: 8-22-91 Time: 4:15

2. DOGM Employee (name) L. ROMERO (Initiated Call ~~XXX~~)
Talked to:

Name TOM KUCEL (Initiated Call) - Phone No. (303) 241-4213
of (Company/Organization) MASTER PETROLEUM & DEV. CO., INC. / N9675

3. Topic of Conversation: EFFECTIVE DATE OF OPERATOR CHANGE TO SATURN RESOURCES CORP.

4. Highlights of Conversation: MR. KUCEL CONFIRMED THE EFFECTIVE DATE OF "8-1-91".

**911029 This change reflects Master Petroleum properties only.*

(see Sundry submitted by Saturn Resources dated 10-7-91)

Properties regarding Abraham R. Gladstone / EPS will be handled separately.

Lease WTU7945 / Jacobs #1 will also be handled separately.

UTAH
NATURAL RESOURCES
DIVISION

North Temple, 3 Triad Center, Suite 350, Salt Lake City, UT
801-538-5340

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• MASTER PET & DEVEL CO INC.
814 SOUTH 7TH
GRAND JUNCTION CO 81501
ATTN: TOM KUCEL

Utah Account No. N9675

Report Period (Month/Year) 7 / 91

Amended Report

Well Name API Number Entity Location	Producing Zone	Days Oper	Production Volume		
			Oil (BBL)	Gas (MSCF)	Water (BBL)
CISCO #3 4301930404 04500 20S 23E 27	DKTA	0	0	0	0
CISCO #1 4301930456 04500 20S 23E 27	MRSN	0	0	0	0
CISCO FEDERAL #1 4301930475 08171 21S 23E 10	MRSN	5	5	0	5
WINDY 4301931105 08172 21S 23E 24	MRSN	0	0	0	0
WHEELER #5 4301931189 08173 21S 23E 15	MR-SW	0	0	0	0
CHASE-GROSSMAN #1 4301915014 08174 19S 24E 31	DKTA	0	0	0	0
WHEELER #1 4301930791 09056 21S 23E 2	SLTW	0	0	0	0
CONDITO #1 4301930561 09057 21S 23E 2	DKTA	0	0	0	0
WHEELER #27 4301931068 09800 20S 21E 27	MR-SW	0	0	0	0
WINDY #9 4301931216 09801 21S 23E 9	DK-MR	0	0	0	0
WINDY #10 4301931276 09801 21S 23E 10	MRSN	20	76	3024	0
WINDY #8 4301931281 09801 21S 23E 9	DKTA	0	0	0	0
WINDY #15 4301931277 11003 21S 23E 15	GDMTN	0	0	0	0
TOTAL			87	3024	5

Comments (attach separate sheet if necessary)

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

Date 8-20-91

Thomas A. Kucel, Pres.
Authorized signature

Telephone 303-241-4213

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

5. LEASE DESIGNATION AND SERIAL NO.

UTU-0148172

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER

7. UNIT AGREEMENT NAME

2. NAME OF OPERATOR
Master Petroleum & Development Co., Inc.

8. FARM OR LEASE NAME

3. ADDRESS OF OPERATOR
814 South 7th St., Grand Junction, CO., 81501

9. WELL NO.

MPD 15-2

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

10. FIELD AND POOL, OR WILDCAT

Greater Cisco

NW/SE Sec 15, 21S, 23E
SLM + B

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

Sec. 15, T21S, R23E
SLM + B

14. PERMIT NO.
4301931277

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

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.)*

Effective immediately the new Operator is:

Saturn Resources Corp.
P.O. Box 870171
Dallas, Texas, 75287
Phone # 214-380-2977

Attn: Lynn or J.T. Dempsey

RECEIVED

AUG 20 1991

DIVISION OF
OIL GAS & MINING

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

SIGNED Thomas A. Kuel

TITLE pres.

DATE 8-14-91

(This space for Federal or State office use)

APPROVED BY _____
CONDITIONS OF APPROVAL, IF ANY:

TITLE _____

DATE _____

1- LOG ^{6-ADA}
2- DES ^{OLS}
3- VLC
4- RJF
5- RWM
7- LEB

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)

TO (new operator) SATURN RESOURCES CORP.
 (address) P. O. BOX 870171
DALLAS, TX 75287
LYNN OR J.T. DEMPSEY
 phone (214) 418-1701
 account no. N1090 (10-11-91)

FROM (former operator) MASTER PETROLEUM & DEV.
 (address) 814 SOUTH 7TH STREET
GRAND JUNCTION, CO 81501
TOM KUCEL
 phone (303) 241-4213
 account no. N9675

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

Name: <u>MPD 10-2C/MRSN</u>	API: <u>43-019-31276</u>	Entity: <u>9801</u>	Sec <u>10</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>MPD 9-2B/DKTA</u>	API: <u>43-019-31281</u>	Entity: <u>9801</u>	Sec <u>9</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>MPD 15-2/CDMTN</u>	API: <u>43-019-31277</u>	Entity: <u>11003</u>	Sec <u>15</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>UTU014817</u>
Name: <u>M.P.D. 9-2/DK-MR</u>	API: <u>43-019-31216</u>	Entity: <u>9801</u>	Sec <u>9</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>U-30956</u>
Name: <u>ESCONDITO #1/DKTA</u>	API: <u>43-019-30561</u>	Entity: <u>9057</u>	Sec <u>2</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>ML-2779</u>
Name: <u>CHASE GROSSMAN #1/DKTA</u>	API: <u>43-019-15014</u>	Entity: <u>8174</u>	Sec <u>31</u> Twp <u>19S</u> Rng <u>24E</u>	Lease Type: <u>U-01236</u>
Name: <u>FRAZIER 15-1/MR-SW</u>	API: <u>43-019-31189</u>	Entity: <u>8173</u>	Sec <u>15</u> Twp <u>21S</u> Rng <u>23E</u>	Lease Type: <u>FEE</u> (B)

OPERATOR CHANGE DOCUMENTATION

1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec'd 8-20-91)*
2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Req. 8-26-91) (Rec'd 10-7-91)*
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: #115016.
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. *(10-29-91)*
6. Cardex file has been updated for each well listed above.
7. Well file labels have been updated for each well listed above.
8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(10-29-91)*
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.

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). (Entity 9801 3/wells "Common tank", and 4500 2/wells "Common tank".)
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. (Not as of yet. Will pursue.)
2. A copy of this form has been placed in the new and former operators' bond files. ** upon completion of routing.*
3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date Aug. 22, 1991. If yes, division response was made by letter dated 19 . (CD #1568-\$5,000 secures "Fraztes 15-1 & Venover Fee #2")

FORMER 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 letter 11-4-91 11-4 1991, 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. *To Ed Bummer 11-1-91*

RECORDING

1. All attachments to this form have been microfilmed. Date: Aug 8 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.

REMARKS

11028 Btm/mcab "Approved 10-25-91 eff. 8-1-91"

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 <u>Centennial</u> STATE <u>CO</u> ZIP <u>80112</u>	PHONE NUMBER: <u>(720) 377-0923</u>	10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____		COUNTY: <u>Grand</u> STATE: <u>UTAH</u>

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

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

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

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

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

(This space for State use only)

APPROVED 12/14/2006

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

(See Instructions on Reverse Side)

RECEIVED
MAY 31 2006

DIV. OF OIL, GAS & MINING

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:
		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>	PHONE NUMBER: <u>(970) 234-8095</u>	10. FIELD AND POOL, OR WILDCAT:
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"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

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

NAME (PLEASE PRINT) Wayne Stant TITLE Manager

SIGNATURE Wayne O Stant DATE 11-14-06

(This space for State use only)

APPROVED 12/14/2006

Erlene Russell
Division of Oil, Gas and Mining
Erlene 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	tpw	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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 0148172
2. Name of Operator RUNNING FOXES PETROLEUM, INC.		6. If Indian, Allottee or Tribe Name
3a. Address 7060 B.S. TUCSON WAY CENTENNIAL, CO. 80112	3b. Phone No. (include area code) 720-889-0510	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) SE NW Sec 15 T 21 S - R 23 E		8. Well Name and No. MPD 15-2
		9. APT Well No. 43019-31277
		10. Field and Pool, or Exploratory Area
		11. County or Parish, State Grand City Utah

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

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

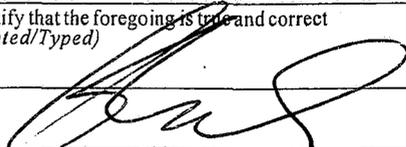
13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomplate 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 is taking over operating responsibility for the above captioned well. Bond # 000207

RECEIVED
 FEDERAL OFFICE
 2006 AUG 24 12 3:01

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

Name (Printed/Typed) _____ Title **V. P. Operations**

Signature  Date **8/24/06**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by **ACCEPTED** Title **Division of Resources** Date **8/24/06**

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)

AUG 31 2006

Conditions Attached

DIV. OF OIL, GAS & MINING

Running Foxes Petroleum, Inc.
Well No. MPD 15-2
Section 15, T21S, R23E
Lease UTU0148172
Grand County, Utah

CONDITIONS OF ACCEPTANCE

Acceptance 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 Running Foxes Petroleum, Inc. is considered to be the operator of the above well effective August 24, 2006, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well 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.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

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

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
**2440' fn1 & 3435' fel SE NW
 S15 T21S R23E**

5. Lease Serial No.
UTU 148172

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
MPD 15-2

9. API Well No.
43-019-312-77-00-00

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 checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input 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 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.)

This sundry notice is to inform the BLM that Running Foxes Petroleum intends to plug & abandon the aforementioned well. Running Foxes Petroleum intends to fill both the production annulus & surface annulus with cement from total depth to the surface. Surface casing (7 5/8", 26.4#) was set at 200' GL & production casing (4.5", 10.5#) was run to 900' GL. Upon completion of cementing a standard P&A marker will be erected w/all pertinent well information welded onto it. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning. Per Neil Sharp 5/23/08 - Full casing from TD to surface w/cement

Attached: Well Schematic

CC: UT DOGM

Accepted by the
Utah Division of
Oil, Gas and Mining

Date: 5/23/08
By: Neil Sharp

Federal Approval Of This
Action is Necessary

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

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

Signature Neil D. Sharp Date 04/29/08

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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

(Instructions on page 2)

COPY SENT TO OPERATOR

Date: 5.28.2008

Initials: KS

RECEIVED

MAY 06 2008

DIV. OF OIL, GAS & MINING

MPD 15-2
SE NW
Sec 15 T21S R23E
Elevation: 4373' GL
43-019-31277

Spud: August 3, 1989
Complete: August 17, 1989

200' of 7 5/8" (26.4#); 40 sacks of
Class G cement

900' of 4 1/2" (10.5#); 36 sacks of Class
G cement

Zone: K Cedar Mountain
IP: 200 mcf
Total Oil: 0 bbl
Total Gas: 7,108 mcf
Total Water: 0 bbl
GOR:
API/Gravity:

Perforations: (KcmB) 798'- 802' GL; Brokedown
w/16 bbls KCL @ 1.2 BPM/1400 PSI

TD: 1060' GL
PBTD: 900' GL

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

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		4. LEASE DESIGNATION AND SERIAL NUMBER: UTU 148172
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Running Foxes Petroleum, Inc.		8. WELL NAME and NUMBER: MPD 15-2
3. ADDRESS OF OPERATOR: 7060 B South Tucson Way CITY Centennial STATE CO ZIP 80112		9. API NUMBER: 4301931277
PHONE NUMBER: (720) 889-0510		10. FIELD AND POOL, OR WILDCAT: Greater Cisco
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2440' FNL & 3435' FEL		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 15 21S 23E 6		STATE: UTAH

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

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

RFP intends to P&A this well, but due to operational priorities it will not perform this action until sometime to be determined in the near future. This well is currently not producing and is currently in Shut-In status. Prior to commencement of the plugging, RFP will inform the State. If there are any questions please contact RFP via the information above.

NAME (PLEASE PRINT) Kent Keppel TITLE Landman
SIGNATURE *Kent Keppel* DATE 4/9/2009

(This space for State use only)

RECEIVED
APR 14 2009
DIV. OF OIL, GAS & MINING

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

FORM 9

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU 148172
2. NAME OF OPERATOR: Running Foxes Petroleum, Inc.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 7060 B South Tucson Way CITY Centennial STATE CO ZIP 80112		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2440' FNL & 3435' FEL		8. WELL NAME and NUMBER: MPD 15-2
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 15 21S 23E 6		9. API NUMBER: 4301931277
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT: Greater Cisco
STATE: UTAH		

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

RFP intends to P&A this well, but due to operational priorities it will not perform this action until sometime to be determined in the near future. This well is currently not producing and is currently in Shut-In status. Prior to commencement of the plugging, RFP will inform the State. If there are any questions please contact RFP via the information above.

NAME (PLEASE PRINT) <u>Kent Keppel</u>	TITLE <u>Landman</u>
SIGNATURE <u><i>Kent Keppel</i></u>	DATE <u>5/14/2009</u>

(This space for State use only)

RECEIVED
MAY 19 2009

DIV. OF OIL, GAS & MINING

~~CONFIDENTIAL~~

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
UTU 148172

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
MPD 15-2

2. NAME OF OPERATOR:
Running Foxes Petroleum, Inc.

9. API NUMBER:
4301931277

3. ADDRESS OF OPERATOR:
7060 B South Tucson Way CITY Centennial STATE CO ZIP 80112

PHONE NUMBER:
(720) 889-0510

10. FIELD AND POOL, OR WILDCAT:
Greater Cisco

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 2440' FNL & 3435' FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 15 21S 23E 6

COUNTY: Grand
STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input 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.
RFP intends to P&A this well, but due to operational priorities it will not perform this action until sometime to be determined in the near future. This well is currently not producing and is currently in Shut-In status. Prior to commencement of the plugging, RFP will inform the State. If there are any questions please contact RFP via the information above.

NAME (PLEASE PRINT) Kent Keppel
SIGNATURE *Kent Keppel*

TITLE Landman
DATE 7/13/2009

(This space for State use only)

RECEIVED
JUL 15 2009

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU 148172
2. Name of Operator Running Foxes Petroleum		6. If Indian, Allottee or Tribe Name
3a. Address 7060 B South Tucson Way Centennial, CO 80112	3b. Phone No. (include area code) 720-889-0510	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 2440' fml & 3435' fel SE NW S15 T21S R23E		8. Well Name and No. MPD 15-2
		9. API Well No. 43-019-312-77-00-00
		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 checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

This sundry notice is an amendment to a previous P&A sundry sent to the BLM. Running Foxes Petroleum requests that the previously approved procedure from the aforementioned sundry be disregarded and consider the following procedure as Running Foxes Petroleum's finalized plan for plugging this well.

Running Foxes Petroleum intends to set a CIBP at 748' GL. Afterwards a 35 foot column of cement will be set on top of the CIBP. A second CIBP or wiper plug will then be set at 260' GL. (Water will be placed in between the two plugs.) The production casing will then be perforated at 250'-252' GL in order to access the backside of the production casing. Cement will then be pumped into the production annulus via a coiled tubing rig or pulling unit until cement is circulated to surface and holds. Upon completion of cementing Running Foxes Petroleum intends to dig around the casing and cut off the first three feet of surface & production casing from ground level. Afterward a belowground marker (consisting of a metal plate) will be welded on to the casing stub with all pertinent well information placed onto the plate (a weep hole will be left on the plate). Once the plate has been welded on to the casing stub, it will be buried and the well pad will be prepared for reclamation. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic CC: UT DOGM

COPY SENT TO OPERATOR

Date: 8.25.2010

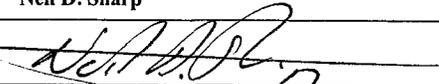
Initials: KS

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed)

Neil D. Sharp

Title Geologist

Signature



Date

07/21/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

* Approved by



Title Pet. Eng.

Date 8/16/10

* 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 DOGm

Federal Approval Of This
Action Is Necessary

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

RECEIVED

(Instructions on page 2)

* A 100' cmt plug should be placed on CIBP@ 748'

JUL 26 2010

DIV. OF OIL, GAS & MINING

Lease #: UTU 148172
Entity #: 11003

MPD 15-2
SE NW
2440' fnl & 3435' fel
Sec 15 T21S R23E
Elevation: 4373' GL
43-019-31277

***All tubing & rods pulled;
Well to be P&A'd**

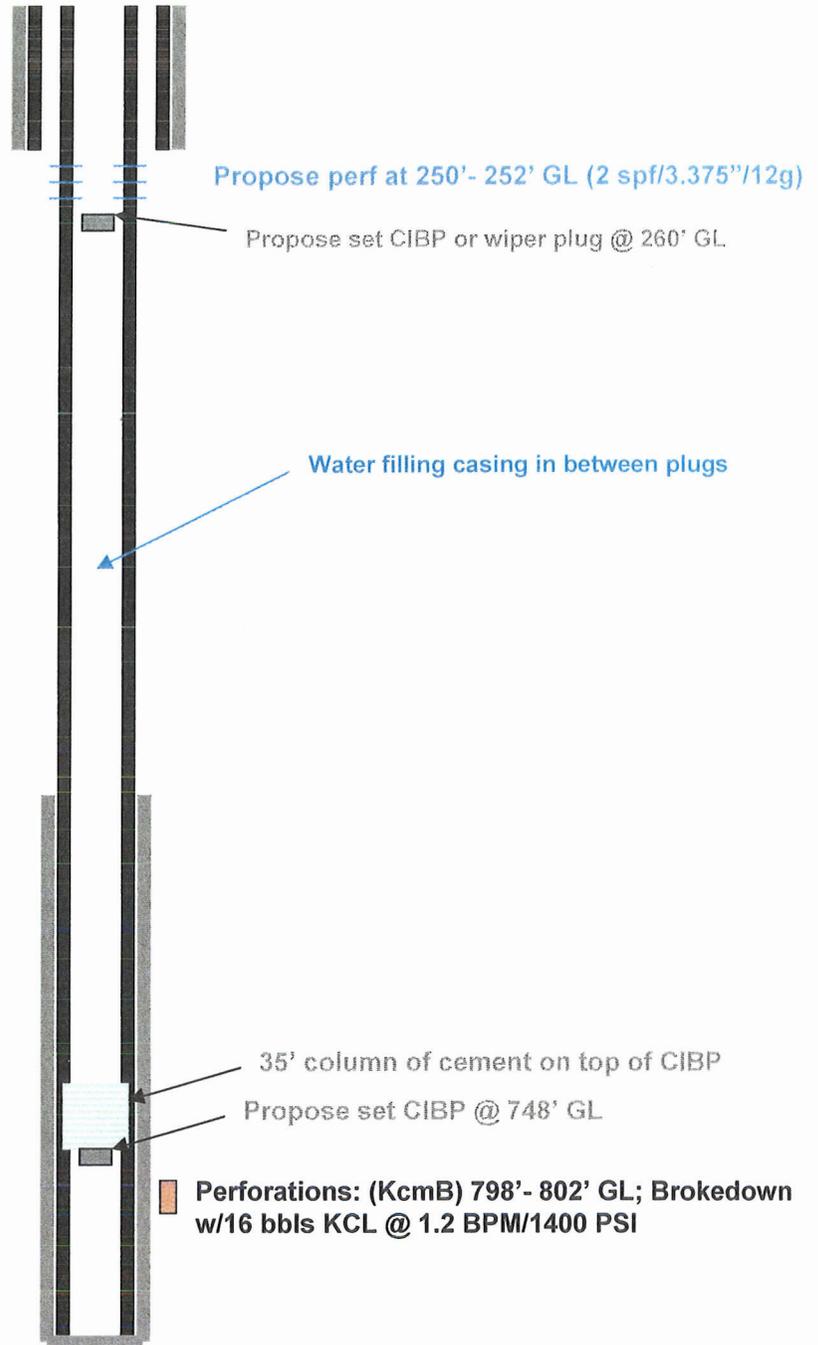
Spud: August 3, 1989
Complete: August 17, 1989

Surface: 200' of 7 5/8" (26.4#);
40 sacks of Class G cement

Production: 900' of 4 1/2" (10.5#);
36 sacks of Class G cement

***Top of Cement at 550' (CBL)**

Zone: K Cedar Mountain
IP: 200 mcf
Total Oil: 0 bbl
Total Gas: 7,108 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



TD: 1060' GL
PBTD: 900' GL

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 148172

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
MPD 15-2

9. API Well No.
43-019-312-77-00-00

10. Field and Pool, or Exploratory Area
Greater Cisco

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

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)
**2440' fml & 3435' fel SE NW
S15 T21S R23E**

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input 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 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.)

This sundry notice is an amendment to a previous P&A sundry sent to the BLM. Running Foxes Petroleum requests that the previously approved procedure from the aforementioned sundry be disregarded and consider the following procedure as Running Foxes Petroleum's finalized plan for plugging this well.

Running Foxes Petroleum intends to set a CIBP at 748' GL. Afterwards a 35 foot column of cement will be set on top of the CIBP. A second CIBP or wiper plug will then be set at 260' GL. (Water will be placed in between the two plugs.) The production casing will then be perforated at 250'-252' GL in order to access the backside of the production casing. Cement will then be pumped into the production annulus via a coiled tubing rig or pulling unit until cement is circulated to surface and holds. Upon completion of cementing Running Foxes Petroleum intends to dig around the casing and cut off the first three feet of surface & production casing from ground level. Afterward a belowground marker (consisting of a metal plate) will be welded on to the casing stub with all pertinent well information placed onto the plate (a weep hole will be left on the plate). Once the plate has been welded on to the casing stub, it will be buried and the well pad will be prepared for reclamation. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic CC: UT DOGM

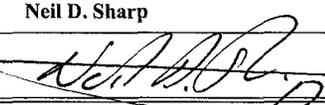
COPY SENT TO OPERATOR

Date: 8.25.2010

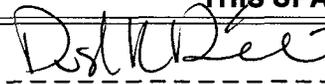
Initials: KS

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

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

Signature  Date **07/21/2010**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

* Approved by  Title **Pet. Eng.** Date **8/16/10**

* 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 **DOGm** Federal Approval of This Action Is Necessary

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

(Instructions on page 2)

* A 100' cement plug should be placed on CIBP @ 748'

RECEIVED
JUL 26 2010

DIV. OF OIL, GAS & MINING

Lease #: UTU 148172
Entity #: 11003

MPD 15-2
SE NW
2440' fnl & 3435' fel
Sec 15 T21S R23E
Elevation: 4373' GL
43-019-31277

***All tubing & rods pulled;
Well to be P&A'd**

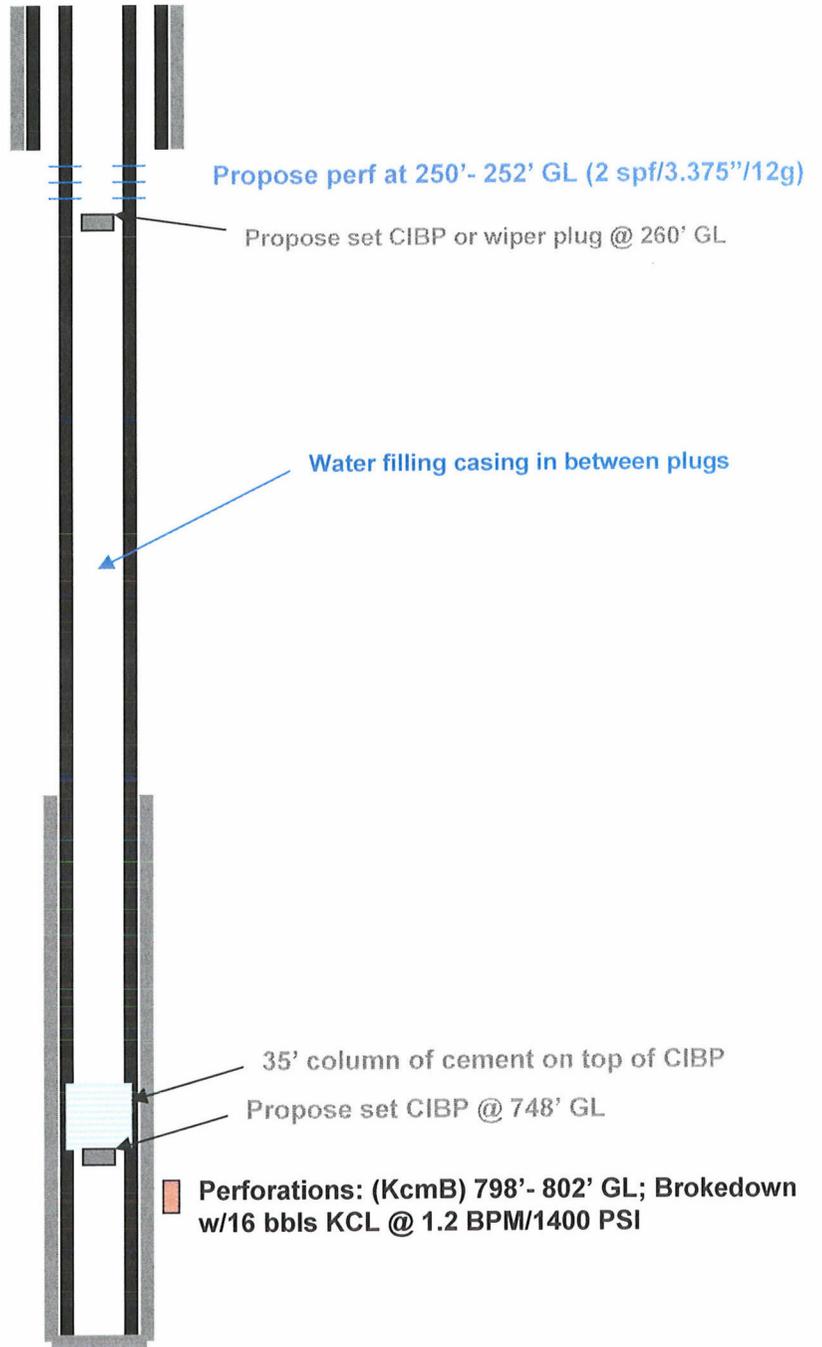
Spud: August 3, 1989
Complete: August 17, 1989

Surface: 200' of 7 5/8" (26.4#);
40 sacks of Class G cement

Production: 900' of 4 1/2" (10.5#);
36 sacks of Class G cement

***Top of Cement at 550' (CBL)**

Zone: K Cedar Mountain
IP: 200 mcf
Total Oil: 0 bbl
Total Gas: 7,108 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



TD: 1060' GL
PBTD: 900' GL

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-0148172
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: MPD 15-2
2. NAME OF OPERATOR: RUNNING FOXES PETROLEUM, INC.	9. API NUMBER: 43019312770000
3. ADDRESS OF OPERATOR: 7060-B S Tucson Way , Centennial, CO, 80112	PHONE NUMBER: 720 889-0510 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2440 FNL 3435 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 15 Township: 21.0S Range: 23.0E Meridian: S	9. FIELD and POOL or WILDCAT: GREATER CISCO COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/1/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

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

see attached BLM Sundry - API # on this Form 9 is correct.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 May 15, 2014**

Date: _____

By: Dark Ount

NAME (PLEASE PRINT) Kent Keppel	PHONE NUMBER 720 889-0510	TITLE Landman
SIGNATURE N/A	DATE 5/14/2014	

Form 3160-5
(March 2012)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: October 31, 2014

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 148172

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
RUNNING FOXES PETROLEUM, INC.

3a. Address
6855 S. HAVANA ST., #400 CENTENNIAL, CO 80112

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
2400' FNL & 3435' FEL SENW SEC 15 T21S R23E 6TH PM

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

8. Well Name and No.
MPD 15-2

9. API Well No.
43-019-31216

10. Field and Pool or Exploratory Area
GREATER CISCO

11. County or Parish, State
GRAND COUNTY, UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input 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 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.)

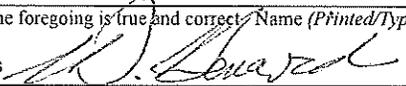
5/12/2014

This SUNDRY NOTICE is to inform the BLM that Running Foxes Petroleum is proposing to Plug & Abandon the MPD 15-2.

THE P & A PROCEDURE IS AS FOLLOWS:

- Working with Eric Jones & Jeff Brown, notify Mr. Jones at BLM Moab Field Office (435-259-2117) or Mr. Brown (435-486-4886) on his cell phone.
- Move in and Rig Up, then pull rods and pump. Tag TD with tubing and tally coming out.
- Mix cement to BLM requirements and fill holes in stages while pulling tubing using 34.2 sacks to 300'.
- Shoot squeeze holes at 250'.
- Trip in with tubing to 250' and pump cement through squeeze holes into 7-5/8" - 4-1/2" annulus. Circulate cement to surface.
- Fill 4-1/2" casing with cement up to 6' from surface.
- Cut the casing 6' below ground level.
- Weld P&A marker with Well ID on marker.
- Restore location, reclaim surface, and reseed according to BLM Regulations.

cc: UT DOGM

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)
Rolando D. Benavides 

Title VP Engineering

Signature _____ Date 05/12/2014

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____ Date _____

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

Office _____

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

(Instructions on page 2)

Lease #: UTU 148172
Entity #: 11003

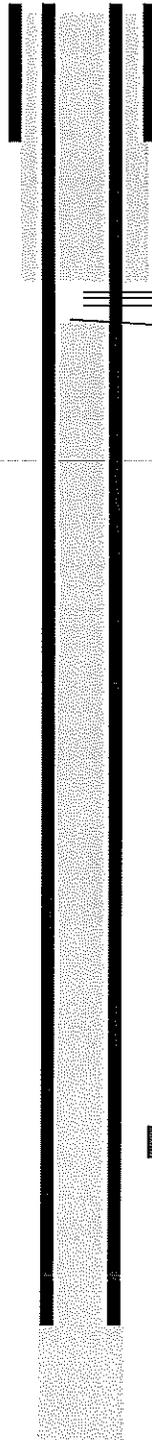
MPD 15-2
SE NW
2440' fnl & 3435' fel
Sec 15 T21S R23E
Elevation: 4373' GL
43-019-31277

Spud: August 3, 1989
Complete: August 17, 1989

Proposed P&A Procedure

1. Working with Eric Jones & Jeff Brown, notify Mr. Jones at BLM Moab Field Office (435-259-2117) or Mr. Brown at (435-486-4886) on their cell phone.
2. Move in and rig up, then pull rods and pump. Tag TD with tubing and tally coming out.
3. Mix cement to BLM requirements and fill hole in stages while pulling tubing using 34.2 sacks to about 300'.
4. Shoot squeeze holes at 250'.
5. Trip in with tubing to 250' and pump cement through squeeze holes into 7-5/8"-4-1/2" annulus. Circulate cement to surface
6. Fill 4-1/2" casing with cement up to 6' from surface
7. Cut the casing 6' below ground level.
8. Weld P&A marker with well id on marker.
9. Restore location, reclaim surface, and reseed according to BLM Regulations.

Zone: K Cedar Mountain
IP: 200 mcf
Total Oil: 0 bbl
Total Gas: 7,108 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



200' of 7 5/8" (26.4#); 40 sacks of Class G cement

Perfs 250' Squeeze Holes
300'

900' of 4 1/2" (10.5#); 36 sacks of Class G cement

TOC at 550' (CBL)

■ Perforations: (KcmB) 798'-802' GL; Brokedown w/16 bbls KCL @ 1.2 BPM/1400 PSI

TD: 1060' GL
PBTD: 900' GL
Updated 5/12/14 BP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-0148172
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: MPD 15-2
2. NAME OF OPERATOR: RUNNING FOXES PETROLEUM, INC.	9. API NUMBER: 43019312770000
3. ADDRESS OF OPERATOR: 7060-B S Tucson Way , Centennial, CO, 80112	PHONE NUMBER: 720 889-0510 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2440 FNL 3435 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 15 Township: 21.0S Range: 23.0E Meridian: S	9. FIELD and POOL or WILDCAT: GREATER CISCO COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 7/25/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

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

SEE ATTACHED SUNDRY - PLEASE CORRECT SUNDRY TO MATCH API# ABOVE - THANK YOU.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 July 02, 2014**

Date: _____

By: Derek Quist

NAME (PLEASE PRINT) Kent Keppel	PHONE NUMBER 720 889-0510	TITLE Landman
SIGNATURE N/A	DATE 6/20/2014	

Form 3160-5
(March 2012)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: October 31, 2014

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 148172

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on page 2.

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

1. Type of Well

Oil Well Gas Well Other

8. Well Name and No.
MPD 15-2

2. Name of Operator

RUNNING FOXES PETROLEUM, INC.

9. API Well No.
43-019-31216

3a. Address

6855 S. HAVANA ST., #400 CENTENNIAL, CO 80112

3b. Phone No. (include area code)

720-889-0510

10. Field and Pool or Exploratory Area
GREATER CISCO

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

2400' FNL & 3435' FEL SENW SEC 15 T21S R23E 6TH PM

11. County or Parish, State
GRAND COUNTY, UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
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5/12/2014

This SUNDRY NOTICE is to inform the BLM that Running Foxes Petroleum is proposing to Plug & Abandon the MPD 15-2.

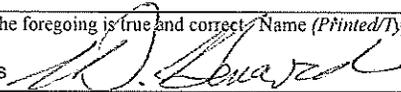
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- Trip in with tubing to 250' and pump cement through squeeze holes into 7-5/8" - 4-1/2" annulus. Circulate cement to surface.
- Fill 4-1/2" casing with cement up to 6' from surface.
- Cut the casing 6' below ground level.
- Weld P&A marker with Well ID on marker.
- Restore location, reclaim surface, and reseed according to BLM Regulations.

cc: UT DOGM

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

Rolando D. Benavides



Title VP Engineering

Signature

Date 05/12/2014

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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Entity #: 11003

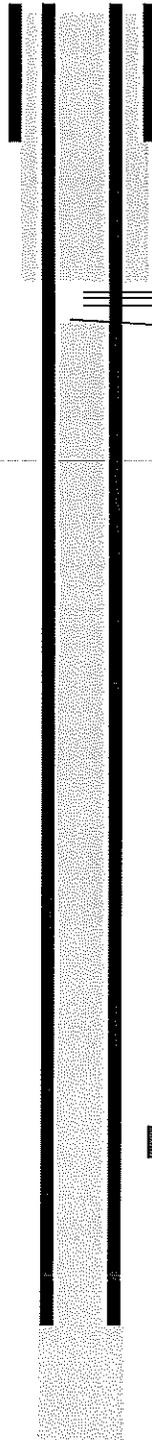
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Elevation: 4373' GL
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Total Gas: 7,108 mcf
Total Water: 0 bbl
GOR:
API/Gravity:



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300'

900' of 4 1/2" (10.5#); 36 sacks of Class G cement

TOC at 550' (CBL)

■ Perforations: (KcmB) 798'-802' GL; Brokedown w/16 bbls KCL @ 1.2 BPM/1400 PSI

TD: 1060' GL
PBSD: 900' GL
Updated 5/12/14 BP