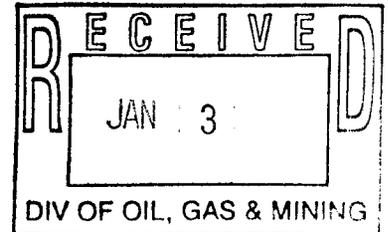




P.O. Box 164
Wellington, Utah 84542
435/637-4075 435/637-4073 Fax

January 10, 2005

Rich McClure
Bureau of Land Management
Moab Field Office
82 East Dogwood
Moab, Utah 84532



RE: Application for Permit to Drill—Elk Production Company, LLC
Federal #15-7, 320' FSL, 2,064' FWL, SE/4 SW/4
Section 15, T20S, R21E, SLB&M, Grand County, Utah

Dear Rich:

On behalf of Elk Production Company, LLC (Elk Production), Buys & Associates, Inc. respectfully submits the enclosed original and two copies of the *Application for Permit to Drill (APD)* for the above referenced well. Included with the APD is the following supplemental information:

- Exhibit "A" - Survey plats, layouts and photos of the proposed well site;
- Exhibit "B" - Proposed location maps with access and utility corridors;
- Exhibit "C" - Drilling Plan with Halliburton Cement Slurry Summary;
- Exhibit "D" - Surface Use Plan;
- Exhibit "E" - Typical BOP and Choke Manifold diagrams.

Please accept this letter as Elk Production's, written request for confidential treatment of all information contained in and pertaining to this application.

Thank you very much for your timely consideration of this application. Please feel free to contact myself or Tom Young of Elk Production at 303-296-4505 if you have any questions or need additional information.

Sincerely,

Don Hamilton

Don Hamilton
Agent for Elk Production Company, LLC

cc: Diana Whitney, Division of Oil, Gas and Mining
Tom Young, Elk Production Company, LLC

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

001

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK DRILL <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO. UTU-02140-A
b. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <input type="checkbox"/> SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
2. NAME OF OPERATOR Elk Production Company, LLC		7. UNIT AGREEMENT NAME Greater Cisco Dome Unit
3. ADDRESS AND TELEPHONE NO. 1401-17th Street, Suite 700, Denver, Colorado 80202 303-296-4505		8. FARM OR LEASE NAME, WELL NO. Federal #15-7
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)* At surface 320' FSL, 2,064' FWL SE/4 SW/4 At proposed prod. zone 4324207Y-109.584524		9. API WELL NO. 43-019-31435
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* 15.70 miles northwest of Cisco, Utah		10. FIELD AND POOL, OR WILDCAT Cisco Dome
15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 320'	16. NO. OF ACRES IN LEASE	11. SEC., T., R., M., OR BLK. Section 15, T20S, R21E, SLB&M
18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. +/- 1,200'	19. PROPOSED DEPTH 3,400'	12. COUNTY OR PARISH Grand
21. ELEVATIONS (Show whether DF, RT, GR, etc.) 5,389' GR		13. STATE Utah
17. NO. OF ACRES ASSIGNED TO THIS WELL 160 acres		20. ROTARY OR CABLE TOOLS Rotary
22. APPROX. DATE WORK WILL START* As soon as approved		

23. PROPOSED CASING AND CEMENTING PROGRAM

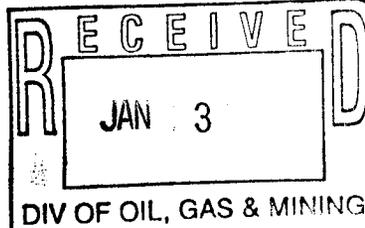
SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
9-1/2"	8 5/8" H-40 ST&C	17#	250'	100 sx Halliburton Type 5 with additives—see attached Drilling Plan
6-1/2"	4-1/2" K-55 LT&C or 5 1/2"	10.5#	3,400'	160 sx 50/50 Class "G" Poz with additives—see attached Drilling Plan

Bond Information:

Bond coverage is provided by US Specialty Insurance Company, Bond #B 000971

Other Information:

Drilling Plan and Surface Use Plan are attached.
Elk Production Company, LLC requests that this complete application for permit to drill be held confidential.
A request for exception to spacing (R649-3-2) is hereby requested based on topography since the well is located within 460' of the drilling unit boundary. Elk Production Company, LLC is the only owner and operator within 460' of the proposed well.



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IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data 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 Don Hamilton Don Hamilton TITLE Agent for Elk Production Company, LLC DATE January 10, 2005

(This space for Federal or State office use)
PERMIT NO. 43-019-31435 APPROVAL DATE _____

Application approval 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.
CONDITIONS OF APPROVAL, IF ANY:
APPROVED BY [Signature] TITLE BRADLEY G. HILL ENVIRONMENTAL SCIENTIST III DATE 01-27-05

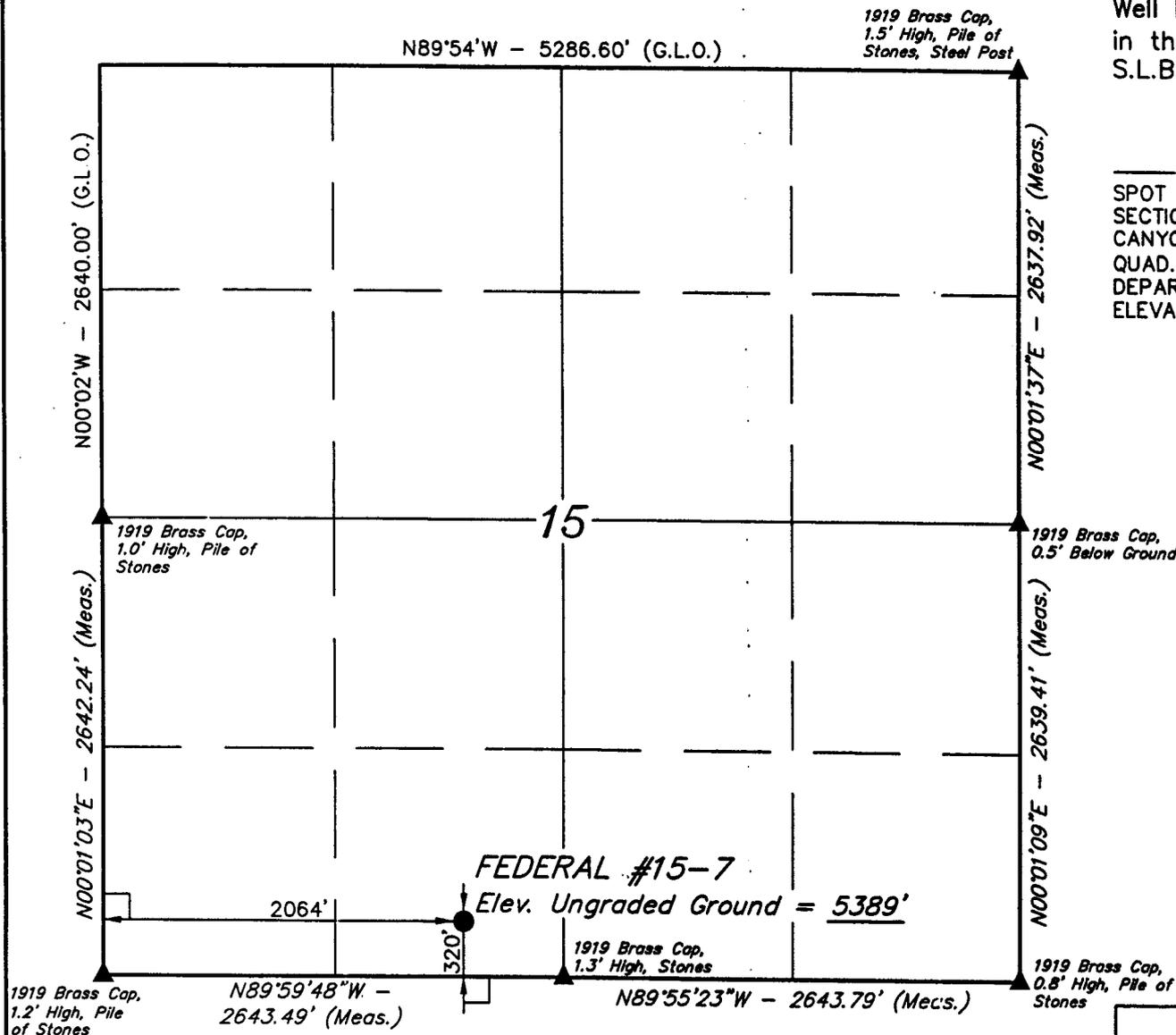
***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the

T20S, R21E, S.L.B.&M.

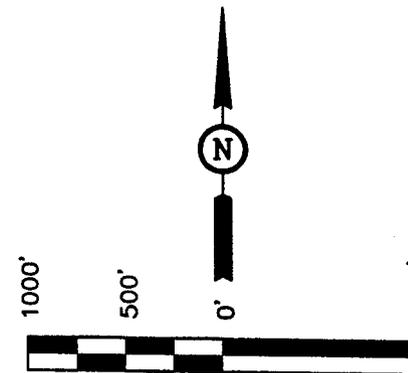
ELK PRODUCTION, LLC

Well location, FEDERAL #15-7, located as shown in the SE 1/4 SW 1/4 of Section 15, T20S, R21E, S.L.B.&M. Grand County, Utah.



BASIS OF ELEVATION

SPOT ELEVATION LOCATED AT THE SOUTHEAST CORNER OF SECTION 24, T20S, R21E, S.L.B.&M. TAKEN FROM THE CALF CANYON, QUADRANGLE, UTAH, GRAND COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5084 FEET.



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.

SCALING
 REGISTERED LAND SURVEYOR
 CERTIFICATE
[Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

(AUTONOMOUS NAD 83)
 LATITUDE = 39°03'36.41" (39.060114)
 LONGITUDE = 109°35'06.59" (109.585164)
 (AUTONOMOUS NAD 27)
 LATITUDE = 39°03'36.51" (39.060142)
 LONGITUDE = 109°35'04.14" (109.584483)

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 12-16-04	DATE DRAWN: 12-23-04
PARTY G.O. B.C. K.G.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ELK PRODUCTION, LLC	

DRILLING PLAN

Elk Production Company LLC
Federal #15-7
SE/SW of Section 15, T-20-S, R-21-E
Grand County, UT

1,2,3 **Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals**

<u>Formation</u>	<u>Depth</u>
Mancos Shale	Surface
Greenhorn	2474'
Graneros	2499'
Dakota	2529'*
Cedar Mountain	2627'*
Morrison-Brushy Basin	2687'*
Morrison Salt Wash	2863'*
Summerville	3157'
Curtis Entrada	3240'***

PROSPECTIVE PAY* oil and gas

** POSSIBLE OIL OR WATER

4 **Casing Program**

<u>HOLE</u>	<u>SETTING DEPTH</u>		<u>SIZE</u>	<u>WEIGHT</u>	<u>GRADE</u>	<u>THREAD</u>	<u>COND.</u>
	<u>from</u>	<u>to</u>					
9-1/2	surface	250'	7"	17#	H40	ST&C	New
6-1/4	surface	3,400'	4-1/2"	10.5#	K55	LT&C	New

5 **Cementing Program**

7" Surface Casing	approximately 100 sx Halliburton Type 5 containing 2% gel and 3% salt. Mixed at 14.8 ppg (yield – 1.37 ft ³ /sx) To be circulated to surface with 100% excess
4-1/2" Prod. Csg.	approximately 160 sx 50/50 Class "G" Poz cement containing 2% gel, .3% Halad 322, .6% Halad 23, .3% Versaset, and .2% Super CBL. To be mixed at 14.2 ppg (yield – 1.33 ft ³ /sx). Estimated TOC 1500'.

6 **Mud Program**

<u>INTERVAL</u>	<u>WEIGHT</u>	<u>VISCOSITY</u>	<u>FLUID LOSS</u>	<u>REMARKS</u>
Surf. - 250'	NA/Air drilled			
250' – 3400'	NA/Air drilled			

Sufficient KC1 brine water to contain "kick" will be available at wellsite.

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7 BOP and Pressure Containment Data

Depth Intervals

Surf. – 250'
250' – TD

BOP Equipment

No pressure control required
10" 2000# Ram Type double BOP
8" 2000# Rotating Head

Drilling spool to accommodate choke and kill lines.
Anticipated bottom hole pressure to be less than 1000 PSI

ANCILLARY EQUIPMENT AND CHOKE MANIFOLD RATED AT 2000#
ALL BOP AND BOPE TESTS WILL BE IN ACCORDANCE WITH THE REQUIREMENTS
OF ONSHORE ORDER NO. 2

THE BLM AND THE STATE OF UTAH DIVISION OF OIL, GAS AND MINING
WILL BE NOTIFIED 24 HOURS IN ADVANCE OF ALL BOP PRESSURE TESTS.

8 Auxiliary equipment

- a) Lower Kelly cock will be installed while drilling
- b) Floor stabbing valve 5000#
- c) Safety valve(s) and subs to fit all string connections in use

9 Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated
Sampling	30' samples; surface casing to TD
Surveys	Run every 1000' and on trips
Logging	Resistivity, neutron density, temperature, gamma ray, and caliper from TD to surface casing

10 Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated

11 Drilling Schedule

Spud	As soon as permits can be obtained
Duration	4 - 5 days drilling time 4 days completion time

HAZARDOUS MATERIAL DECLARATION

Federal #15-7

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Elk Production Company, LLC guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

HALLIBURTON

Following is a summary of Cement Slurries developed in the Piceance Basin by the Casper and Vernal Labs. These slurries were developed as a result of the depletion of the Type III Cement typically used in the basin. The slurries were also developed with costs to Williams in mind while meeting the slurry specifications that Williams and the state require. More lab tests have been completed in this process but this report was put together to summarize the chosen slurries for Williams Production RMT. Please refer to the listed lab reports for additional slurries if this information is desired.

More testing is underway to continue to optimize the slurries for both cost and performance. As these results become available they will be shared with Williams for discussion purposes and to determine if a switch in slurry design is warranted.

Surface Pipe Slurries

Lead – Using Ashgrove Type V

SLURRY COMPOSITION #12 (from Lab Report HES C04-0414)

Modified Mid-Con II

Ashgrove Type V #/sk 94.00

CalSeal % bwc 2.00

EX-1 % bwc 2.00

Salt % bww 4.92

Versaset % bwc 0.30

Lab Tap Water gal/sk 13.77

Slurry Weight #/gal 12.30

Slurry Volume ft³/sk 2.38

THICKENING TIME TEST

Initial Viscosity: Bc

Final Temperature: 80 F

Final Pressure: 1200 psi

Time to Temperature: 0:17

Time to 70 Bc: 4:41

FREE WATER TEST

0.23% at no angle at 80 F

No settling observed

UCA COMPRESSIVE STRENGTH TEST

Pressure: 800 psi

Temperature: 95 F

396 psi in 12 hours

724 psi in 24 hours

943 psi in 48 hours

1057 psi in 72 hours

Set Time 50 psi 5:28

WOC Time 500 psi 14:32

Time to 800 psi 29:15

Discounted, Delivered, Cost per Barrel

\$53.30

Discounted, Delivered, Cost per Barrel Type III HLC

\$43.18

This report is based on sound engineering practices, but because of variable well conditions and other information which must be relied upon, Halliburton makes no warranty, express or implied, as to the accuracy of the data or of any calculations or opinions expressed herein. You agree that Halliburton shall not be liable for any loss or damage whether due to negligence or otherwise arising out of or in connection with such data, calculation or opinions.

HALLIBURTON

Tail – Using Ashgrove Type V

SLURRY COMPOSITION #4 (from Lab Report HES C04-0414)

Modified Mid-Con II

Ashgrove Type V	#/sk	94.00
CalSeal	% bwc	2.00
EX-1	% bwc	2.00
Salt	% bwc	6.00
Versaset	% bwc	0.30

Lab Tap Water	gal/sk	11.86
Slurry Weight	#/gal	12.78
Slurry Volume	ft3/sk	2.13

THICKENING TIME TEST

Initial Viscosity:	10 Bc
Final Temperature:	80 F
Final Pressure:	1200 psi
Time to Temperature:	0:17
Time to 70 Bc:	5:25

FREE WATER TEST

0.0% at no angle at 80 F
No settling observed

UCA COMPRESSIVE STRENGTH TEST #1

Start Date:	8 Oct 04
Pressure:	800 psi
Temperature:	95 F

525 psi in 12 hours
914 psi in 24 hours
1210 psi in 48 hours
1362 psi in 72 hours

Set Time 50 psi	5:06
WOC Time 500 psi	11:32
Time to 800 psi	19:22

UCA COMPRESSIVE STRENGTH TEST #2

Start Date:	29 Oct 04
Pressure:	800 psi
Temperature:	95 F

534 psi in 12 hours
914 psi in 24 hours
1212 psi in 48 hours
psi in 72 hours

Set Time 50 psi	4:58
WOC Time 500 psi	11:22
Time to 800 psi	19:14

Discounted, Delivered, Cost per Barrel \$59.62

Discounted, Delivered, Cost per Barrel Type III \$63.94

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HALLIBURTON

Tail – Using Ashgrove Type V. To be used when a heavy weight tail slurry is desired for surface pipes.

SLURRY COMPOSITION #11 (from Lab Report HES C04-0414)

Ashgrove Type V	#/sk	94.00
Gel	% bwc	2.00
Salt	% bww	3.00

Lab Tap Water	gal/sk	6.53
Slurry Weight	#/gal	14.80
Slurry Volume	ft ³ /sk	1.37

FREE WATER TEST
0.3% at no angle at 80 F
No settling observed

RHEOLOGY TESTS

<u>RPM</u>	<u>surf.</u>
600	124
300	94
200	90
100	86

UCA COMPRESSIVE STRENGTH TEST

Pressure: 800 psi
Temperature: 95 F

1167 psi in 12 hours
1726 psi in 18 hours

Set Time 50 psi	3:48
WOC Time 500 psi	7:06
Time to 800 psi	8:57

Discounted, Delivered, Cost per Barrel \$68.77

Discounted, Delivered, Cost per Barrel Type III \$63.94

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HALLIBURTON

Long String Slurries

Lead Cement – Using Ashgrove Type V

SLURRY COMPOSITION #1-4 (from Lab Report HES C04-04161)

LEAD

HLC	#/sk	85.78
Halad 322	% bwc	0.60
Versaset	% bwc	0.20
FWCA	% bwc	0.10
HR-5	(see below)	

Lab Tap Water	gal/sk	9.70
Slurry Weight	#/gal	12.70
Slurry Volume	ft3/sk	1.82

THICKENING TIME TEST

Final Temperature:	140 F
Final Pressure:	4500 psi
Time to Temperature:	0:39

HR-5	Visc.	Time to 70 Bc
0.30	14 Bc	6:00+
0.10	7 Bc	4:15

FLUID LOSS TEST

368 cc/30 minutes at 140 F

FREE WATER TEST

0.36% at no angle at 140 F

RHEOLOGY TEST w/ 0.1% HR-5

RPM	surf.	110 F	140 F
600	66	44	34
300	36	22	18
200	24	14	12
100	14	8	6

UCA COMPRESSIVE STRENGTH TEST

Pressure:	3000 psi
Temperature:	206 F

842 psi in 12 hours
1093 psi in 24 hours
1178 psi in 48 hours
1200 psi in 60 hours

Set Time	50 psi	5:28
WOC Time	500 psi	9:00

Discounted, Delivered, Cost per Barrel **\$61.97**

Discounted, Delivered, Cost per Barrel Dakota G 50/50 Poz Lead **\$63.94**

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HALLIBURTON

Tail Cement – Using Mountain Class G

Tail #1 – To be used when short transition times are desired and the Mud Weight is > 11 ppg

SLURRY COMPOSITION #2-7 (from Lab Report HES C04-04161)

TAIL #1		
50-50 Poz	#/sk	82.25
Gel	% bwc	2.00
Halad 322	% bwc	0.30
Halad 23	% bwc	0.60
Versaset	% bwc	0.30
Super CBL	% bwc	0.20
HR-5	% bwc	0.10

Lab Tap Water	gal/sk	5.42
Slurry Weight	#/gal	14.20
Slurry Volume	ft ³ /sk	1.23

THICKENING TIME TEST

Initial Viscosity	18 Bc
Final Temperature:	140 F
Final Pressure:	4500 psi
Time to Temperature:	0:39
Time to 70 Bc:	3:18

FLUID LOSS TEST

92 cc/30 minutes at 140 F

FREE WATER TEST

Trace at no angle at 140 F
No settling observed

RHEOLOGY TEST

RPM surf. 140 F

600	221	121
300	135	72
200	96	50
100	54	28

MARSH FUNNEL TEST

250 ml in 38 seconds

UCA COMPRESSIVE STRENGTH TEST

Pressure:	3000 psi
Temperature:	206 F

Transition Time

15 minutes

1228 psi in 12 hours
1767 psi in 24 hours
1887 psi in 48 hours

Set Time 50 psi	9:00	Discounted, Delivered, Cost per Barrel	\$107.09
WOC Time 500 psi	10:10	Discounted, Delivered, Cost per Barrel Dakota G	\$105.79

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HALLIBURTON

Tail #2 – To be used when short bonding times are not requested, e.g. the first well of a two well Pad.

SLURRY COMPOSITION #2-8 (from Lab Report HES C04-04161)

TAIL #2

50-50 Poz	#/sk	82.25
Gel	% bwc	2.00
CalSeal	#/sk	5.00
Comp. Silica.	#/sk	3.00
Halad 322	% bwc	0.70

Lab Tap Water	gal/sk	5.88
Slurry Weight	#/gal	14.20
Slurry Volume	ft ³ /sk	1.33

THICKENING TIME TEST

Initial Viscosity	10 Bc
Final Temperature:	140 F
Final Pressure:	4500 psi
Time to Temperature:	0:39
Time to 70 Bc:	3:26

FLUID LOSS TEST

355 cc/30 minutes at 140 F

FREE WATER TEST

Trace at no angle at 140 F
No settling observed

RHEOLOGY TEST

RPM	surf.	110 F	140 F
600	60	64	66
300	30	34	40
200	20	24	28
100	12	13	16

UCA COMPRESSIVE STRENGTH TEST

Pressure:	3000 psi
Temperature:	206 F

1757 psi in 12 hours
2012 psi in 24 hours
2089 psi in 48 hours

Set Time 50 psi	3:50
WOC Time 500 psi	5:48

Discounted, Delivered, Cost per Barrel \$91.79

Discounted, Delivered, Cost per Barrel Dakota G \$91.79

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HALLIBURTON

Tail #3 – Tail #1 with 8 lb/sack Gilsonite; were using this on Trail Ridge only

****This slurry is still being tested and will be updated as results become available.**

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HALLIBURTON

Tail #4 – To be used in Place of Tail #1 when short transition times are desired and the Mud Weight is ≤ 11 ppg.

SLURRY COMPOSITION

(from Lab Report Williams C04-0442)

TAIL

50-50 Poz	#/sk	82.25
(Prem MT G/JB Flyash)		
Gel	% bwc	2.00
Gilsonite	#/sk	5.00
Comp. Silica.	#/sk	3.00
Halad 322	% bwc	0.30
Halad 23	% bwc	0.60
Versaset	% bwc	0.30
Super CBL	% bwc	0.20
HR-5	% bwc	0.10

Lab Tap Water	gal/sk	6.37
Slurry Weight	#/gal	13.50
Slurry Volume	ft ³ /sk	1.45

THICKENING TIME TEST

Initial Viscosity:	22 Bc
Final Temperature:	146 F
Final Pressure:	4500 psi
Time to Temperature:	0:39
Time to 70 Bc:	3:08

FLUID LOSS TEST

108 cc/30 minutes at 146 F

FREE WATER TEST

Trace at no angle at 146 F

RHEOLOGY TEST

RPM surf. 146 F

600 264 74

300 104 52

200 70 36

100 38 20

MARSH FUNNEL TEST

29 seconds for 250 ml

UCA COMPRESSIVE STRENGTH TEST

Pressure: 3000 psi

Temperature: 212 F

1393 psi in 12 hours

1605 psi in 24 hours

1696 psi in 48 hours

Set Time 50 psi 5:52

WOC Time 500 psi 7:00

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SURFACE USE PLAN

Elk Production Company LLC
Federal #15-7
SE/SW of Section 15, T-20-S, R-21-E
Grand County, UT

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

The onsite inspection for the referenced well was conducted on Wednesday, October 13, 2004.

1. Existing Roads:

- a. The proposed well site is located approximately 15.37 miles northwest of Cisco, Utah.
- b. Directions to the proposed well site have been attached at the end of Exhibit B.
- c. The use of roads under State and County Road Department maintenance are necessary to access the Greater Cisco Dome Unit. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.
- d. All existing roads will be maintained and kept in good repair during all phases of operation.
- e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.
- f. Since no improvements are anticipated to the State, County or BLM access roads no topsoil striping will occur.
- g. **An off-lease federal Right-of-Way for the access road is requested with this application since it crosses outside of the Greater Cisco Dome Federal Unit Boundary and Federal Lease U-02140-A before reentering and tying to the proposed Federal #22-1 well site.**

2. Planned Access Roads:

- a. From the existing road that presently services the existing shut-in #22-3 a two-track upgrade is proposed trending east then north for 600' where a new access is proposed trending north from the two-track road approximately 1,000' to the proposed well site. The access consists of entirely two-track upgrade and new construction and totals 0.3 miles in length. A road design plan is not anticipated at this time.
- b. The proposed access road will consist of a 14' travel surface within a 30' disturbed area.
- c. BLM approval to construct and utilize the proposed access road is requested with this application.
- d. A maximum grade of 10% will be maintained throughout the project with no cuts and fills required to access the well.
- e. No turnouts are proposed since the access road is only 0.3 miles long and adequate site distance exists in all directions.
- f. One low-water crossings is anticipated at this time. Adequate drainage structures will be incorporated into the remainder of the road.

- g. No surfacing material will come from federal or Indian lands.
- h. No gates or cattle guards are anticipated at this time.
- i. Surface disturbance and vehicular travel will be limited to the approved location access road.
- j. All access roads and surface disturbing activities will conform to the standards outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, (1989).
- k. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

- a. Topo C of Exhibit B has a map reflecting existing wells within a one mile radius of the proposed well.

4. Location of Production Facilities:

- a. All permanent structures will be painted a flat, non-reflective Olive Black to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.
- b. Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.
- c. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- d. A tank battery will be constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for natural gas production and measurement.
- e. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.
- f. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.
- g. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

- h. A gas pipeline is associated with this application and is being applied for at this time. The proposed gas pipeline corridor will leave the south side of the well site and traverse 3,600' southwest to the proposed pipeline corridor that will service the proposed Federal #22-2.
- i. The gas pipeline will be a 4" or less steel surface line within a 20' wide utility corridor. The use of the proposed well site and access roads will facilitate the staging of the pipeline construction. A new pipeline length of approximately 3,600' is associated with this well.
- j. Elk Production Company, LLC intends on installing the pipeline on the surface by welding many joints into long lengths, dragging the long lengths into position and then completing a final welding pass to join the long lengths together. Elk Production Company, LLC intends on connecting the pipeline together utilizing conventional welding technology.
- k. **An off-lease federal Right-of-Way for the pipeline corridor is requested with this application since it crosses outside of the Greater Cisco Dome Federal Unit Boundary and Federal Lease U-02140-A before reentering and tying to the proposed Federal #22-1 well site.**

5. Location and Type of Water Supply:

- a. Since this well will be air drilled the use of water for drilling is not anticipated.
- b. Water for drilling and completion operations, if necessary, will be trucked over approved access roads from Thompson, Utah. The water will be obtained through a direction purchase agreement with a private owner.

6. Source of Construction Material:

- a. The use of materials will conform to 43 CFR 3610.2-3.
- b. No construction materials will be removed from BLM lands.
- c. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.
- b. Drill cuttings will be contained and buried on site.
- c. The reserve pit will be located inboard of the location and along the northwest side of the pad.
- d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.
- e. The reserve pit will be constructed of native material and will not be lined. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

- f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.
- g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completion of the well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completion of the well.
- h. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Emery County Landfill near Green River, Utah.
- i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.
- j. After initial clean-up, a 400 bbl tank will be installed. These contents will be transported by truck from the tank to an approved disposal facility for disposal.
- k. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.
- l. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Green River Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

- a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.

9. Well Site Layout: (See Exhibit B)

- a. The well will be properly identified in accordance with 43 CFR 3162.6.
- b. Access to the well pad will be from the south.
- c. The pad and road designs are consistent with BLM specification
- d. A pre-construction meeting with responsible company representative, contractors, and the BLM will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.
- e. The pad has been staked at its maximum size of 150' X 200'; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.

- f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.
- g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.
- h. Diversion ditches will be constructed as shown around the well site to prevent surface waters from entering the well site area.
- i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.
- j. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.
- k. Pits will remain fenced until site cleanup.
- l. The blooie line will be located at least 100 feet from the well head.
- m. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface:

- a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.
- b. The Operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate County Extension Office. On BLM administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.
- c. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours.
- d. The cut and fill slopes and all other disturbed areas not needed for the production operation will be top soiled and re-vegetated. The stockpiled topsoil will be evenly distributed over the disturbed area.
- e. Prior to reseeding the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BLM. The BLM recommended seed mix will be detailed within their approval documents.

11. Surface and Mineral Ownership:

- a. Surface Ownership – Federal under the management of the Bureau of Land Management - Moab Field Office, 82 East Dogwood, Moab, Utah 84532; 435-259-2127.
- b. Mineral Ownership – Federal under the management of the Bureau of Land Management - Moab Field Office, 82 East Dogwood, Moab, Utah 84532; 435-259-2127.

12. Other Information:

- a. Senco-Phenix Archaeological Consultants has conducted a Class III archeological survey. A copy of the report will be submitted under separate cover to the appropriate agencies by Senco-Phenix Archaeological Consultants.
- b. Our understanding of the results of the onsite inspection are:
 - a. No Threatened and Endangered flora and fauna species were found during the onsite inspection.
 - b. No raptor habitat is know to exist within 1 mile of the proposed wellsite.
 - c. No additional surface use agreements are necessary for the construction of this wellsite
 - d. No drainage crossings that require additional State or Federal approval are being crossed.

13. Operator's Representative and Certification

<u>Title</u>	<u>Name</u>	<u>Office Phone</u>
Company Representative	Tom Young	1-303-339-1920
Agent for Elk Production Company, LLC	Don Hamilton	1-435-637-4075

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 exists; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Elk Production Company, LLC and its contractors and subcontractors in conformity with this APD package and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under Elk Production's BLM bond. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Signature: Don Hamilton Date: 1-10-05

**ELK PRODUCTION, LLC
FEDERAL #15-7
SECTION 15, T20S, R21E, S.L.B.&M.**

PROCEED IN AN EASTERLY DIRECTION FROM GREEN RIVER, UTAH ALONG INTERSTATE-70 APPROXIMATELY 43.2 MILES TO THE WHITE HOUSE EXIT; EXIT AND PROCEED IN AN EASTERLY DIRECTION APPROXIMATELY 1.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTHWEST; TURN LEFT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 13.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN LEFT AND PROCEED IN A WESTERLY, THEN SOUTHWESTERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 1.6 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN NORHTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE PROPOSED LOCATION.

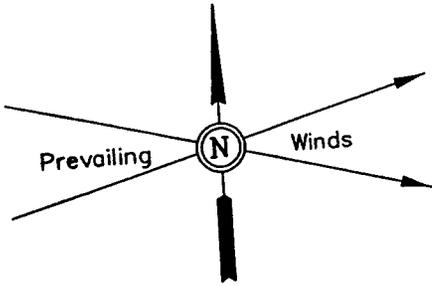
TOTAL DISTANCE FROM GREEN RIVER, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 59.6 MILES.

ELK PRODUCTION, LLC

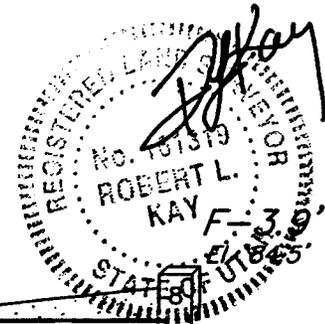
LOCATION LAYOUT FOR

FEDERAL #15-7
SECTION 15, T20S, R21E, S.L.B.&M.
320' FSL 2064' FWL

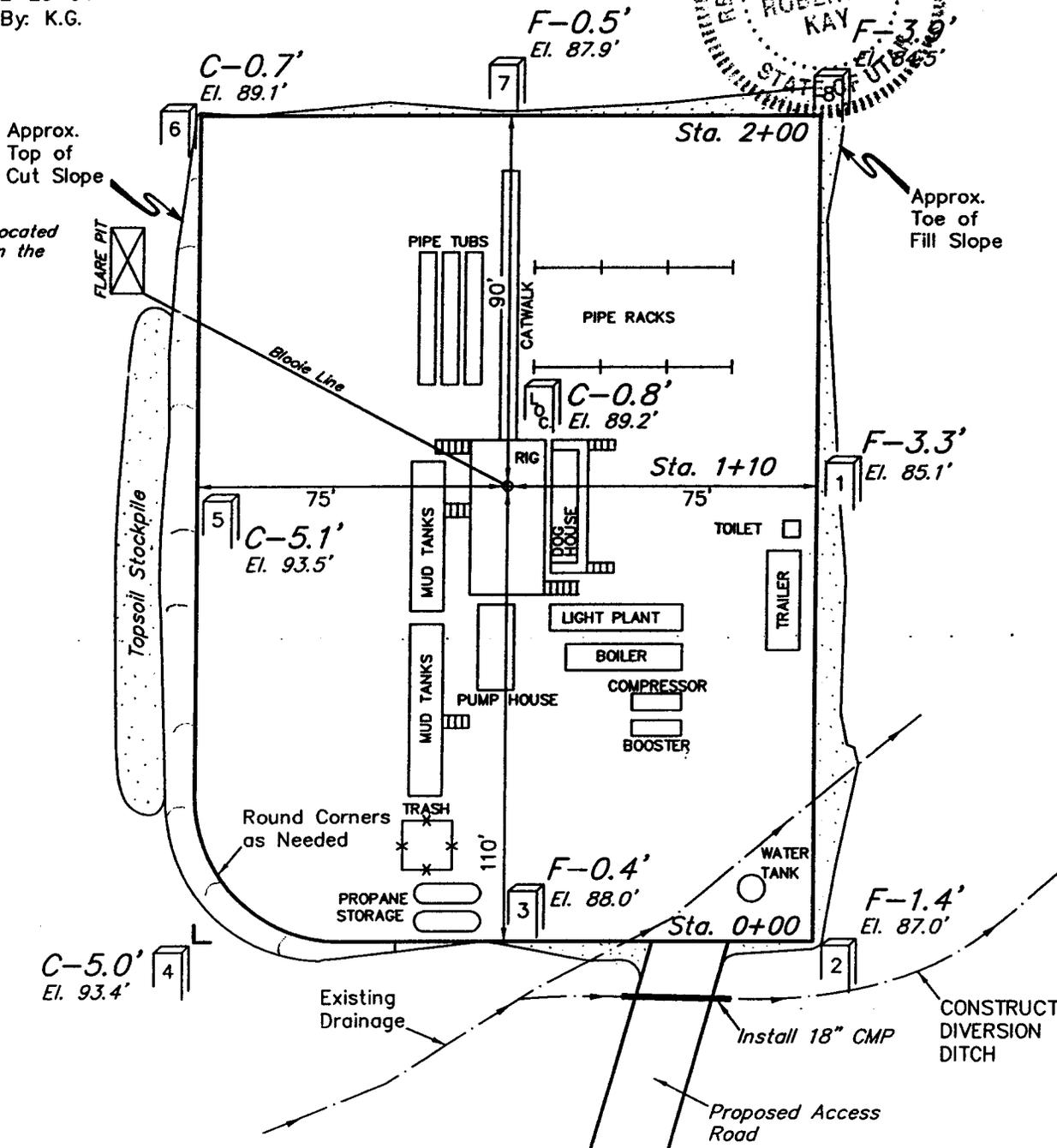
FIGURE #1



SCALE: 1" = 40'
DATE: 12-23-04
Drawn By: K.G.



NOTE:
Flare Pit is to be located
a min. of 100' from the
Well Head.



NOTES:

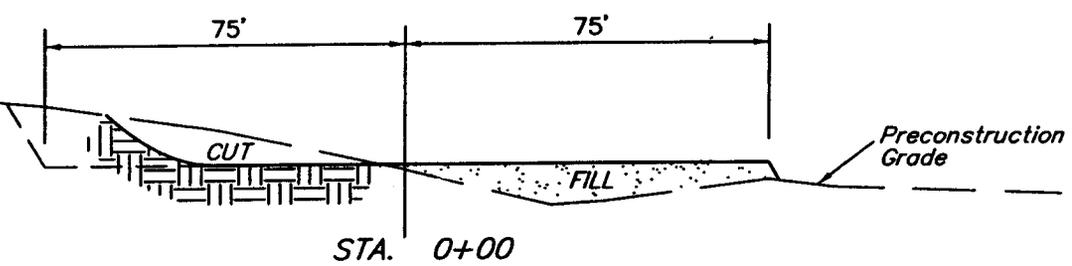
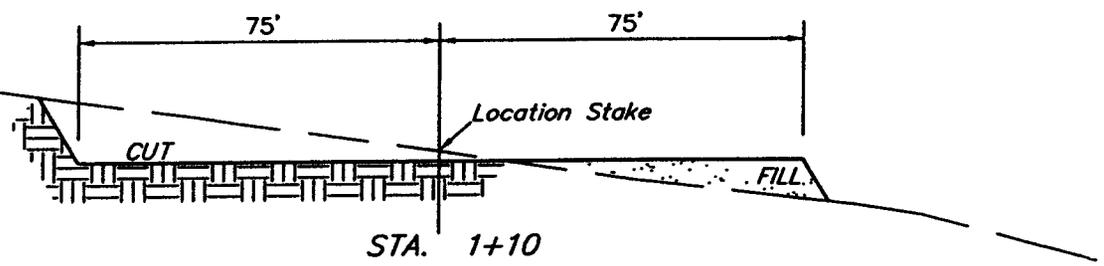
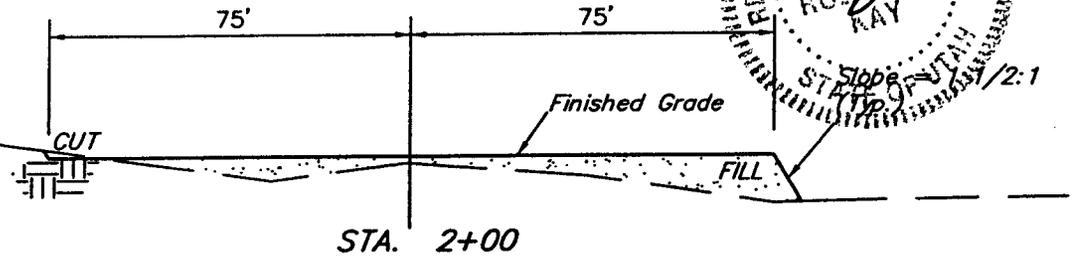
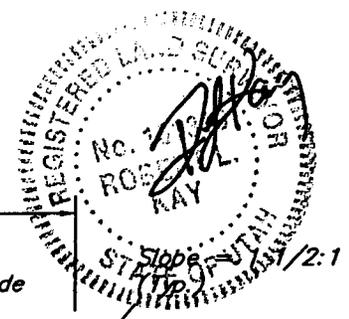
Elev. Ungraded Ground At Loc. Stake = 5389.2'
FINISHED GRADE ELEV. AT LOC. STAKE = 5388.4'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

ELK PRODUCTION, LLC
TYPICAL CROSS SECTIONS FOR
FEDERAL #15-7
SECTION 15, T20S, R21E, S.L.B.&M.
320' FSL 2064' FWL

FIGURE #2

1" = 10'
 X-Section
 Scale
 1" = 40'
 DATE: 12-23-04
 Drawn By: K.G.



NOTE:
 Topsoil should not be
 Stripped Below Finished
 Grade on Substructure Area.

*** NOTE:**
 FILL QUANTITY INCLUDES
 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 630 Cu. Yds.
Remaining Location	= 1,210 Cu. Yds.
TOTAL CUT	= 1,840 CU.YDS.
FILL	= 1,210 CU.YDS.

EXCESS MATERIAL	= 630 Cu. Yds.
Topsoil	= 630 Cu. Yds.
EXCESS UNBALANCE	= 0 Cu. Yds.
(After Rehabilitation)	

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

ELK PRODUCTION, LLC

FEDERAL #15-7
LOCATED IN GRAND COUNTY, UTAH
SECTION 15, T20S, R21E, S.L.B.&M.

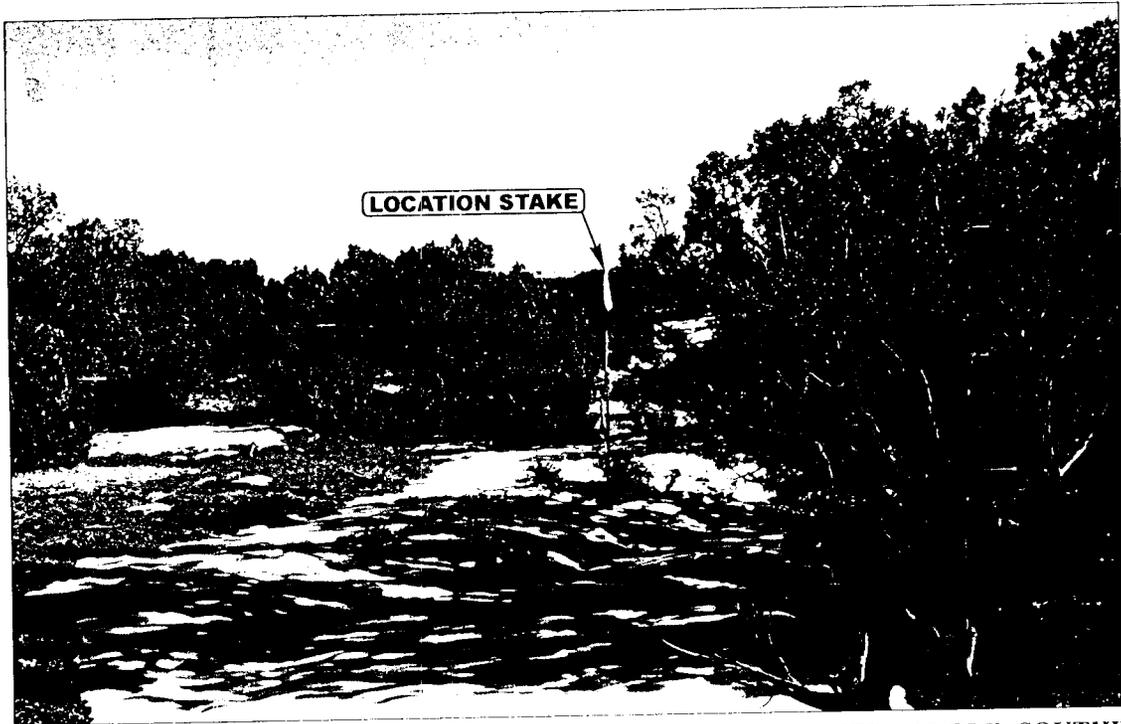


PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: SOUTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

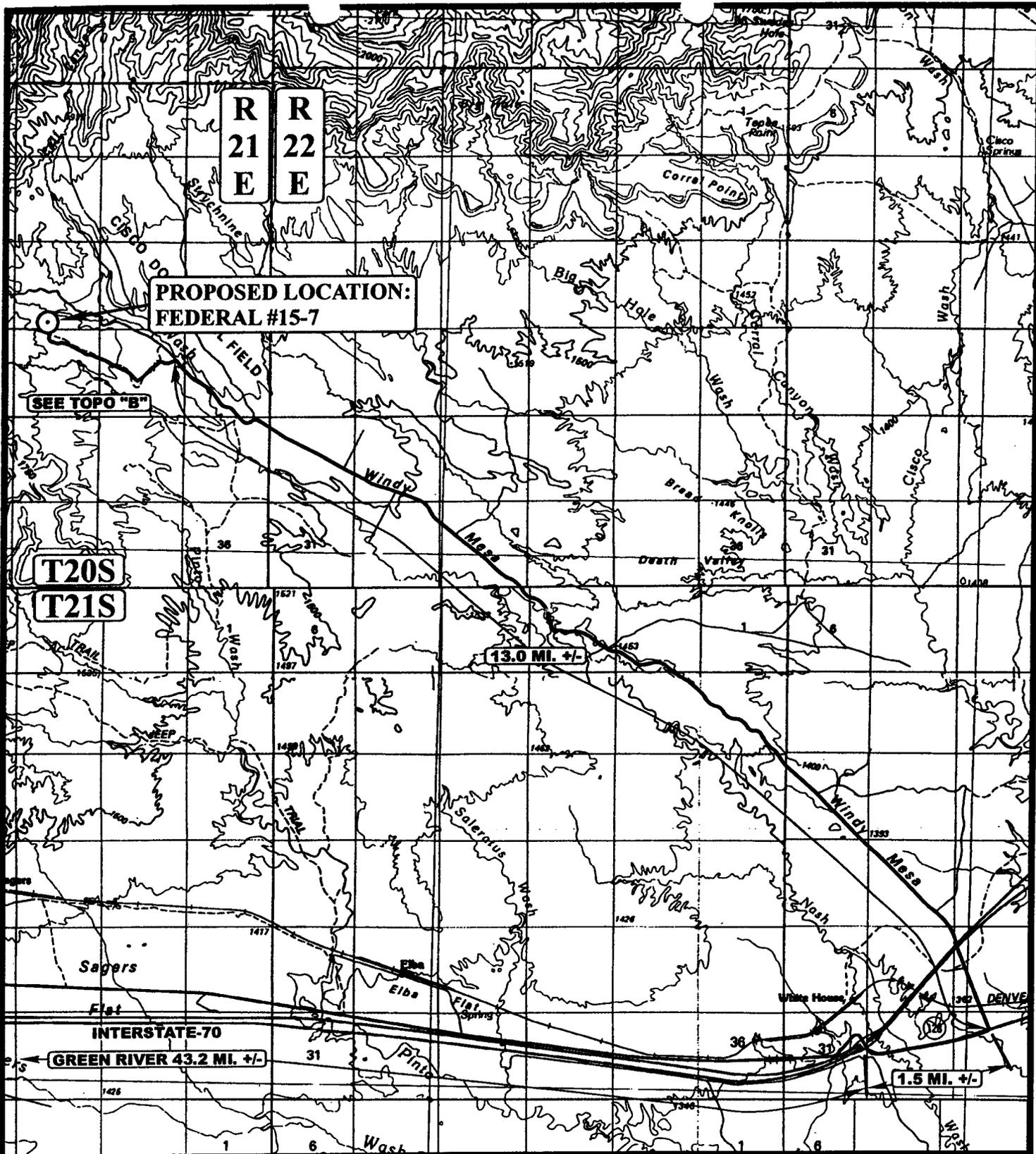
CAMERA ANGLE: NORTHWESTERLY



- Since 1964 -

E L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	12	16	04	PHOTO
	MONTH	DAY	YEAR	
TAKEN BY: G.O.	DRAWN BY: P.M.		REVISED: 00-00-00	



LEGEND:

○ PROPOSED LOCATION



ELK PRODUCTION, LLC

FEDERAL #15-7
SECTION 15, T20S, R21E, S.L.B.&M.
320' FSL 2064' FWL



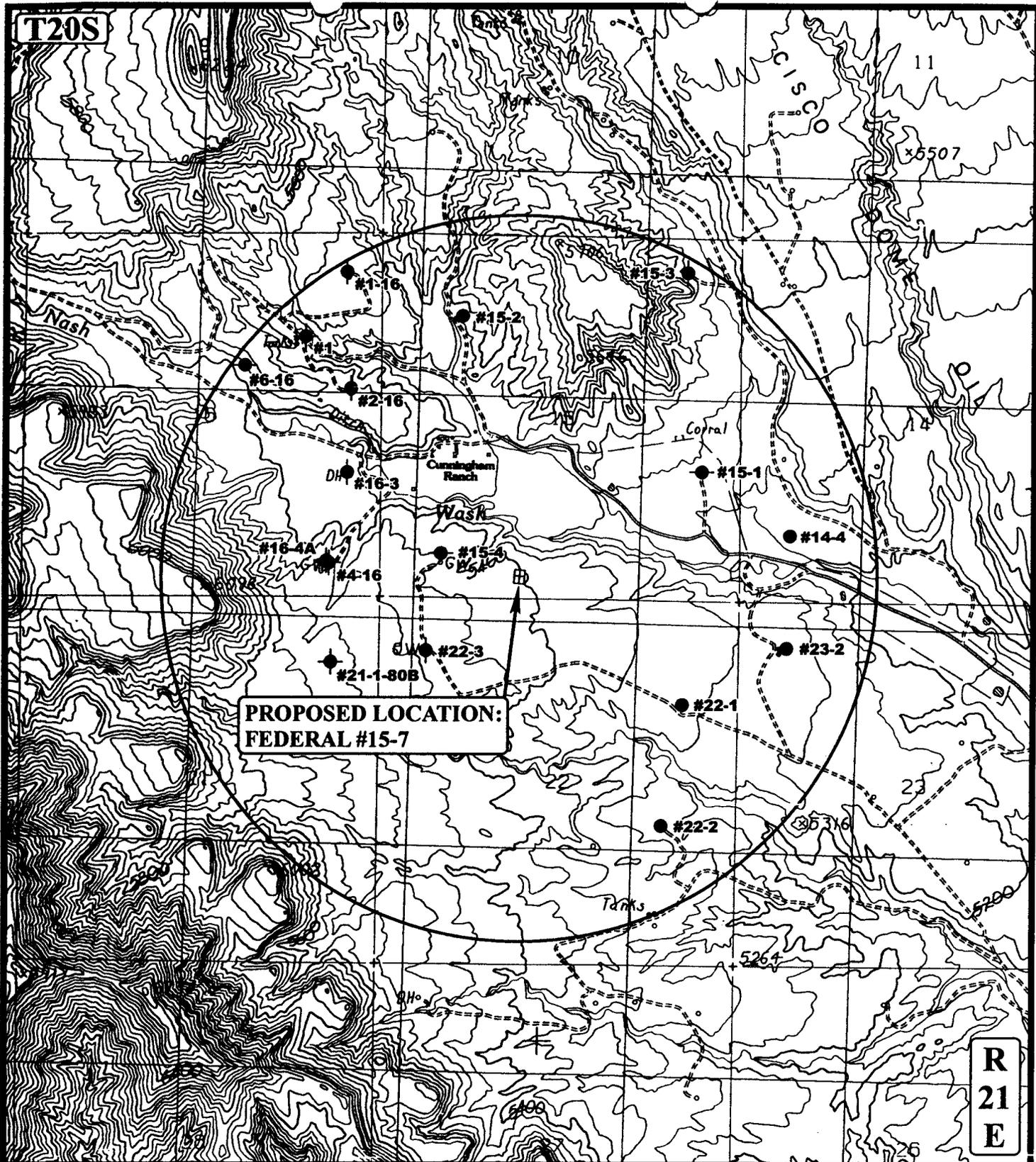
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

12 16 04
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: P.M. REVISED: 00-00-00





**PROPOSED LOCATION:
FEDERAL #15-7**

LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ⊗ WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



ELK PRODUCTION, LLC

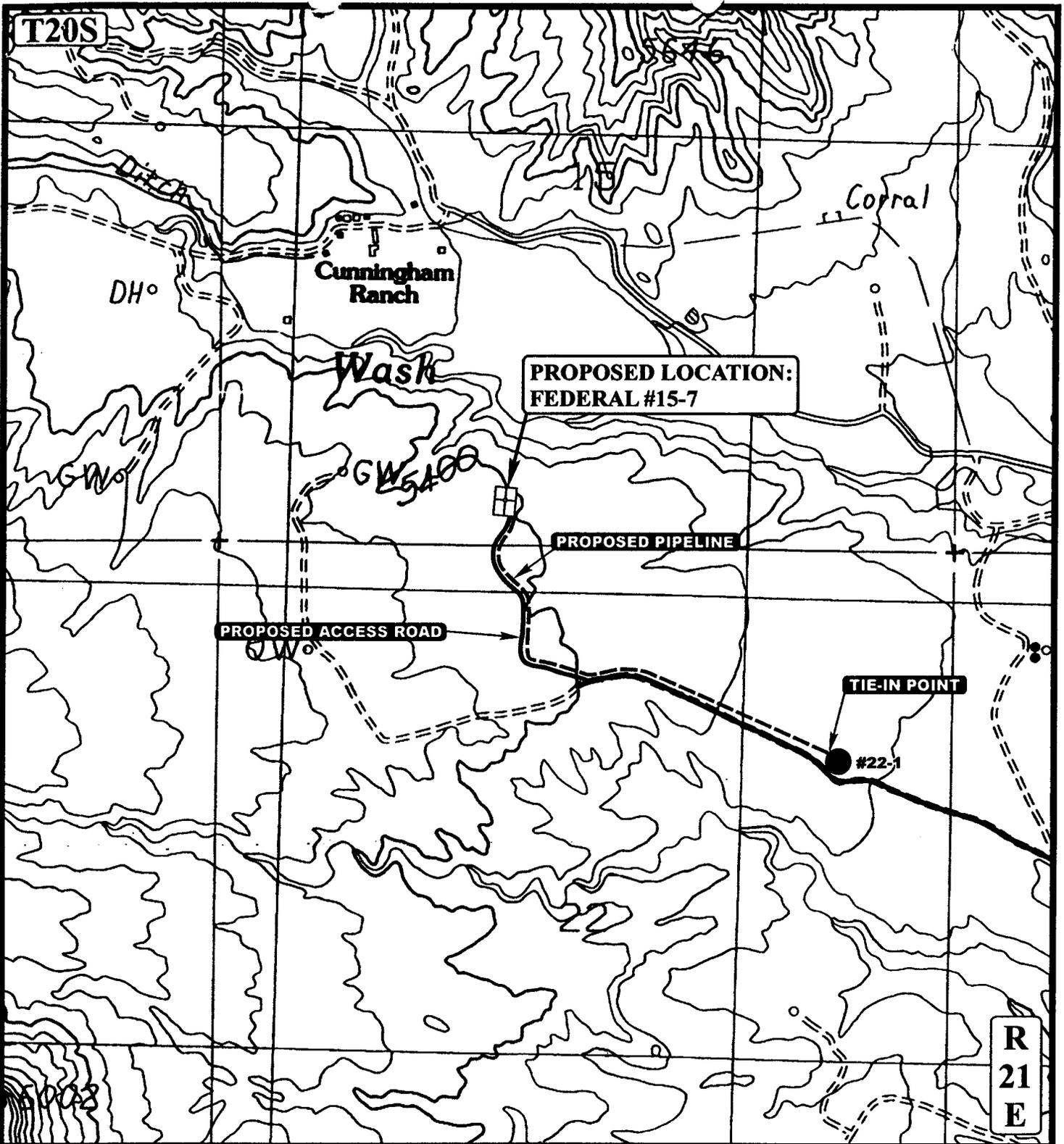
**FEDERAL #15-7
SECTION 15, T20S, R21E, S.L.B.&M.
320' FSL 2064' FWL**



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC 12 16 04
MAP MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: P.M. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 3,600' +/-

LEGEND:

-  PROPOSED ACCESS ROAD
-  EXISTING PIPELINE
-  PROPOSED PIPELINE

ELK PRODUCTION, LLC

FEDERAL #15-7
 SECTION 15, T20S, R21E, S.L.B.&M.
 320' FSL 2064' FWL



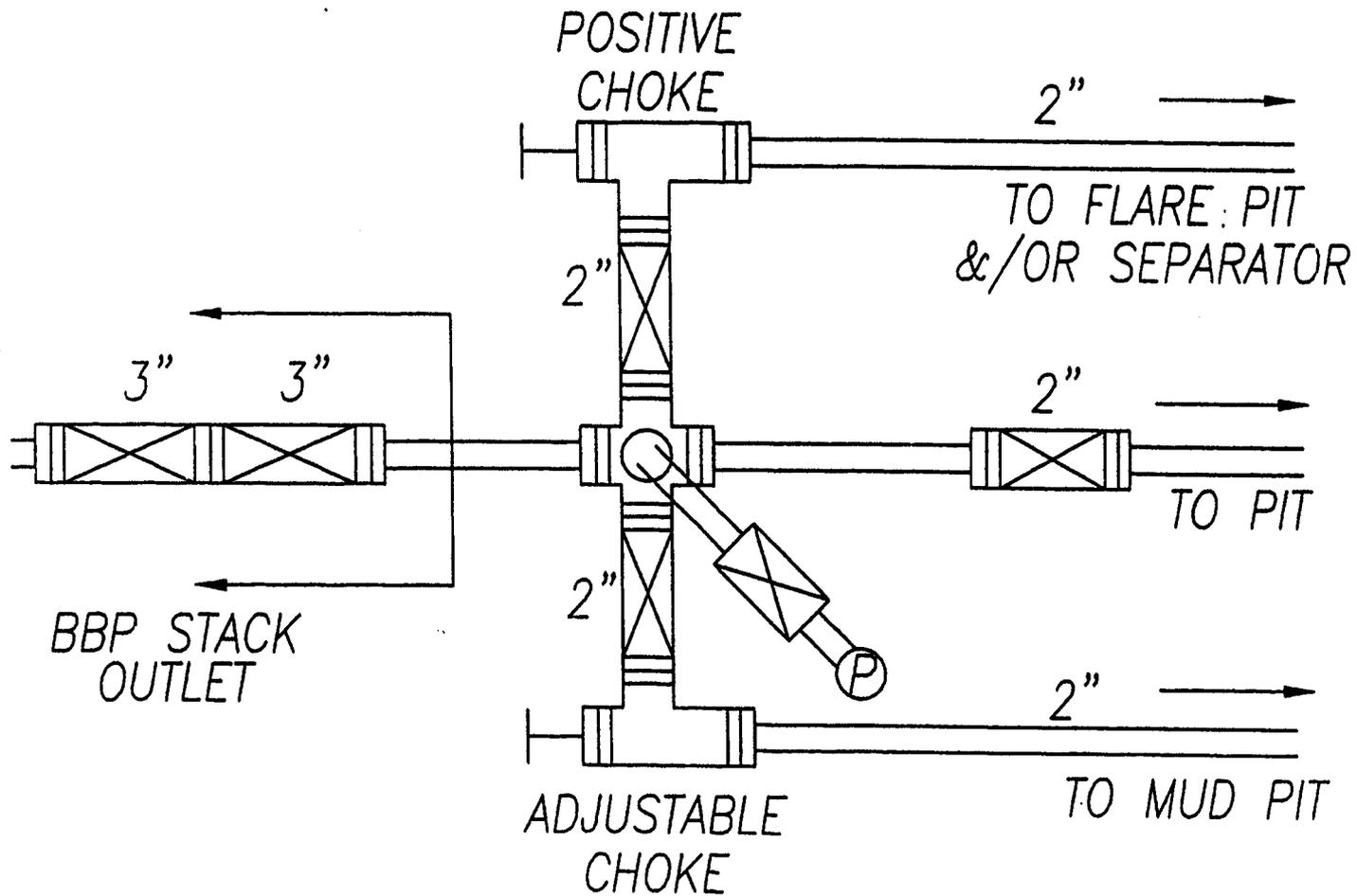
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP
 12 16 04
 MONTH DAY YEAR
 SCALE: 1" = 1000' DRAWN BY: P.M. REVISED: 00-00-00

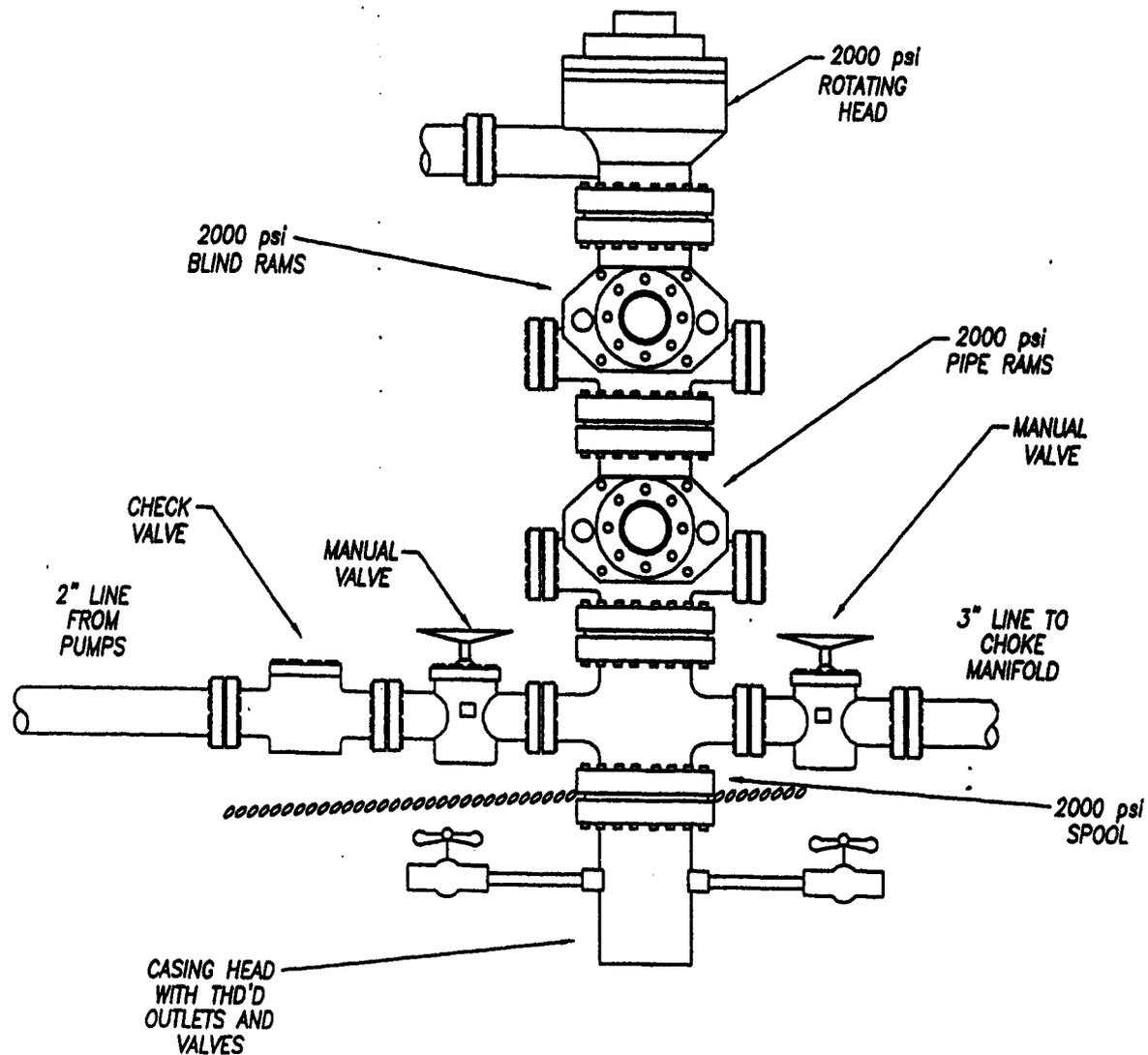


CHOKE MANIFOLD



BOP Equipment

2000psi WP



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 01/13/2005

API NO. ASSIGNED: 43-019-31435

WELL NAME: FEDERAL 15-7
OPERATOR: ELK PRODUCTION LLC (N2650)
CONTACT: DON HAMILTON

PHONE NUMBER: 435-650-1886

PROPOSED LOCATION:

SESW 15 200S 210E
SURFACE: 0320 FSL 2064 FWL
BOTTOM: 0320 FSL 2064 FWL
GRAND
GREATER CISCO (205)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 1 - Federal
LEASE NUMBER: UTU-02140-A
SURFACE OWNER: 1 - Federal
PROPOSED FORMATION: ENRD
COALBED METHANE WELL? NO

LATITUDE: 39.06025
LONGITUDE: -109.5845

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. B 000971)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. AIR DRILL)
- RDCC Review (Y/N)
(Date:)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3.
- Unit _____
- R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- R649-3-3. Exception
- Drilling Unit
Board Cause No: 102-146
Eff Date: 11-15-1979
Siting: See Cause Order
- R649-3-11. Directional Drill

COMMENTS: _____

STIPULATIONS: 1- Federal Approval



May 17, 2005

Mr. Eric Jones
Bureau of Land Management
Moab Field Office
82 East Dogwood Ave.
Moab, Utah 84532

**RE: Change of Plans to APD
Increase Surface Casing f/ 7" to 8 5/8" and Optional 5 1/2" Production String
Federal 11-6, 14-5, 14-6, 14-7, 14-8, 15-7, 22-2, 23-6, 24-6, 25-5
Greater Cisco Field, Grand County, Utah**

Dear Mr. Jones:

Please find attached three copies of "Sundry Notices" for each of the subject proposed drilling locations. Elk would like to increase the surface casing size from 7" to 8 5/8" and the production casing to an optional 5 1/2" from the 4 1/2".

Should you have any questions, please contact Tom Young at (303) 296-4505.

Regards,

Karin Kuhn
Engineering Technician

Attachments

cc: Dustin Doucet, DOGM, Box 145801, Salt Lake City, UT 84114-5801

RECEIVED
MAY 19 2005
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

003

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-02140-A
2. Name of Operator Elk Production LLC		6. If Indian, Allottee or Tribe Name N/A
3a. Address 1401 17th. Street, Suite 700, Denver Colorado, 80202	3b. Phone No. (include area code) 303 296 4505	7. If Unit or CA/Agreement, Name and/or No. N/A
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 320' FSL & 2064' FWL, SESW Section 15, T20S, R21E		8. Well Name and No. Federal #15-7
		9. API Well No. 43019314350000
		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 checked="" 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 Increase surf. csg
	<input checked="" type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	from 7" to 8 5/8"
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	Option for 5 1/2"

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

With this Sundry Notice, Elk Production LLC requests permission to increase the surface casing size from 7" to 8 5/8" and the production casing to an optional 5 1/2" string from the 4 1/2". Hole sizes will be increased to accommodate the larger casing and cement volumes will be adjusted accordingly. Setting depth remains unchanged for the surface casing. The purpose for this is to allow a string of 5 1/2" casing to be run prior to reaching the planned TD if gas flow becomes excessive while drilling the shallower pay intervals. It is a concern to Elk that continuing the drilling with mud, should gas flows become too strong to continue on air, could be very damaging to zones exposed to drilling fluid. Casing the well through shallower pays with 5 1/2" casing will allow the well to be deepened at a later time to test for and produce the deeper pays.

One additional change would be for the use of an External Casing Packer tool to place above pay intervals to prevent cement damage to pay intervals which exhibit good strength during drilling. As in the case of 5 1/2" versus 4 1/2", this would be an option on a well-by-well basis.

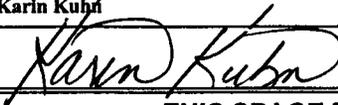
14. I hereby certify that the foregoing is true and correct

Name (Printed/Typed)

Karin Kuhn

Title Engineering Technician

Signature



Date

05/16/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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

Title

Date

Office

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

(Instructions on page 2)

RECEIVED

MAY 19 2005

DIV. OF OIL, GAS & MINING

June 20, 2005

Mrs. Diana Whitney
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Request for Exception Spacing - Cause 102-16(B), Elk Production Company LLC
Federal #15-7: SW/4 SE/4 of Section 15, T-20-S, R-21-E, Grand County, UT

Dear Mrs. Whitney

Elk Production Company LLC hereby formally requests exception to Cause 102-16(B) based on topography since the above referenced well is located within 460' of the drilling unit boundary. Additionally, Elk Production Company LLC respectfully submits the following letter approval to supplement our request from the offset leasehold owner/operator, Linn Bros. Oil & Gas, Inc. This information is being provided to supplement the previously submitted *APD* for the above referenced well.

Thank you for your timely consideration of this request. Please feel free to contact myself or Karin Kuhn with Elk Production Company LLC at 303-339-1915 if you have any questions or need additional information.

Sincerely,

Don Hamilton

Don Hamilton
Agent for Elk Production Company LLC

Enclosures

cc: Mr. Tom Young, Elk Production Company LLC
Mrs. Karin Kuhn, Elk Production Company LLC

RECEIVED

JUN 23 2005

DIV. OF OIL, GAS & MINING

ORIGINAL



P.O. Box 164
Wellington, Utah 84542
435/637-4075 435/637-4073 Fax

February, 17, 2005

Linn Bros. Oil & Gas, Inc.
P.O. Box 416
Fruita, Colorado 81521

**RE: Exception location approval request
Federal 15-7 and Federal 15-8—Elk Production Company, LLC**

Dear Linn Bros. Oil & Gas, Inc.:

On behalf of Elk Production Company, LLC (Elk Production), Buys & Associates, Inc. respectfully submits the following exception location approval request. Elk Production is in the process of permitting the above referenced wells, which will be exceptions to the Utah Division of Oil, Gas and Mining well location and siting regulations and the siting regulations stated within cause order 102-16B. The Federal 15-7 well is sited at approximately 320' FSL and 2,064' FWL and the Federal 15-8 well is sited at approximately 465' FSL and 2,597' FEL, both in Section 15, T20S, R21E, SLB&M, Grand County, Utah.

In accordance with the Division's Rule R649-3-3, Elk Production respectfully requests your written consent to these exception locations. Please indicate your approval by signing below and returning one copy of this letter to me in the enclosed postage paid envelope. Should you have any technical questions, please contact Tom Young of Elk Production at 303-339-0949 or you can contact myself at 435-719-2018,

Sincerely,

Don Hamilton

Don Hamilton
Agent for Elk Production Company, LLC

AGREED TO AND ACCEPTED THIS 20th DAY OF June, 2005

By: *Step A. [Signature]*

Title: *Sec.*

Company: *Linn Bros Oil & Gas, Inc.*

cc: Mr. Tom Young, Elk Production Company, LLC

RECEIVED
JUN 23 2005
DIV. OF OIL, GAS & MINING

**State of Utah****Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

June 27, 2005

Elk Production Company, LLC
1401-17th Street, Suite 700
Denver, CO 80202

Re: Federal 15-7 Well, 320' FSL, 2064' FWL, SE SW, Sec. 15, T. 20 South,
R. 21 East, Grand County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-019-31435.

Sincerely,

Gil Hunt
Acting Associate Director

pab
Enclosures

cc: Grand County Assessor
Bureau of Land Management, Moab District Office

Operator: Elk Production Company, LLC

Well Name & Number Federal 15-7

API Number: 43-019-31435

Lease: UTU-02140-A

Location: SE SW Sec. 15 T. 20 South R. 21 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU-02140-A
2. Name of Operator Elk Production LLC		6. If Indian, Allottee or Tribe Name N/A
3a. Address 1401 17th. Street, Suite 700, Denver Colorado, 80202	3b. Phone No. (include area code) 303 296 4505	7. If Unit or CA/Agreement, Name and/or No. N/A
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 320' FSL & 2064' FWL, SESW Section 15, T20S, R21E		8. Well Name and No. Federal #15-7
		9. API Well No. 43019314350000
		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 checked="" type="checkbox"/> Other <u>Enlarge Work Area</u>
	<input checked="" type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

Due to a high density of cheat grass and risk of wildfires when flaring during drilling operations, Elk Production LLC requests authorization to clear additional vegetation behind the bloole/flare pit.

A water truck would be driven around the side of the well pad to crush vegetation and to keep vegetation wet prior to flaring. Estimated surface disturbance would be approximately 0.25 acre (a width of 20-30 feet around portions of the wellpad).

Accepted by the
Utah Division of
Oil, Gas and Mining

Federal Approval Of This
Action Is Necessary

COPY SENT TO OPERATOR
Date: 7-29-05
Initials: CAD

Date: 7/28/05
By: [Signature]

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

Name (Printed/Typed) Karin Kuhn	Title Engineering Technician
Signature [Signature]	Date 07/11/2005

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)

RECEIVED
JUL 14 2005

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-02140-A

6. If Indian, Allottee or Tribe Name
N/A

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

8. Well Name and No.
Federal #15-7

9. API Well No.
43019314350000

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
Elk Production LLC

3a. Address
1401 17th. Street, Suite 700, Denver Colorado, 80202

3b. Phone No. (include area code)
303 296 4505

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

CONFIDENTIAL

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

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

With this Sundry Notice, Elk Production LLC requests permission to change the BOP equipment from using a 10" 2000# Ram-Type Double BOP to a 10" 3000# Annular-Type BOP. Plan to test BOP to 1500 psi, twice the possible shut-in pressure amount.

COPY SENT TO OPERATOR
Date: 7-29-05
Initials: CHD

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

Name (Printed/Typed) **Karin Kuhn** Title **Engineering Technician**

Signature *Karin Kuhn* Date **05/16/2005**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____ Title _____

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 _____

Accepted by the Utah Division of Oil, Gas and Mining

Federal Approval of This Action Is Necessary

7/28/05

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and fraudulently 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.

(Instructions on page 2)

JUL 14 2005

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK DRILL <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO. UTU-02140-A
b. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER <input type="checkbox"/> SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
2. NAME OF OPERATOR Elk Production Company, LLC		7. UNIT AGREEMENT NAME Greater Cisco Dome Unit
3. ADDRESS AND TELEPHONE NO. 1401-17th Street, Suite 700, Denver, Colorado 80202 303-296-4505		8. FARM OR LEASE NAME, WELL NO. Federal #15-7
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. *) At surface 320' FSL, 2,064' FWL SE/4 SW/4 At proposed prod. zone		9. API WELL NO. 4301931435
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* 15.70 miles northwest of Cisco, Utah		10. FIELD AND POOL, OR WILDCAT Cisco Dome
15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 320'	16. NO. OF ACRES IN LEASE	11. SEC., T., R., M., OR BLK. Section 15, T20S, R21E, SLB&M
17. NO. OF ACRES ASSIGNED TO THIS WELL 160 acres	18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. +/- 1,200'	12. COUNTY OR PARISH Grand
19. PROPOSED DEPTH 3,400'	20. ROTARY OR CABLE TOOLS Rotary	13. STATE Utah
21. ELEVATIONS (Show whether DF, RT, GR, etc.) 5,389' GR	22. APPROX. DATE WORK WILL START* As soon as approved	

23. PROPOSED CASING AND CEMENTING PROGRAM				
SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
9-1/2"	7" H-40 ST&C	17#	250'	100 sx Halliburton Type 5 with additives—see attached Drilling Plan
6-1/2"	4-1/2" K-55 LT&C	10.5#	3,400'	160 sx 50/50 Class "G" Poz with additives—see attached Drilling Plan

Bond Information:

Bond coverage is provided by US Specialty Insurance Company, Bond #B-000971

RECEIVED
JUL 18 2005
UTB000135

Other Information:

Drilling Plan and Surface Use Plan are attached.
Elk Production Company, LLC requests that this complete application for permit to drill be held confidential.
A request for exception to spacing (R649-3-2) is hereby requested based on topography since the well is located within 460' of the drilling unit boundary. Elk Production Company, LLC is the only owner and operator within 460' of the proposed well.

DIV. OF OIL, GAS & MINING

ORIGINAL
CONFIDENTIAL
JAN 13 2005
RECEIVED
DIVISION OF RESOURCES
BUREAU OF LAND MANAGEMENT
FEDERAL OFFICE

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data 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 Don Hamilton Don Hamilton TITLE Agent for Elk Production Company, LLC DATE January 10, 2005

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

Application approval 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.
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY Isl A. Lynn Jackson TITLE Assistant Field Manager, Division of Resources DATE JUL 13 2005

*See Instructions On Reverse Side

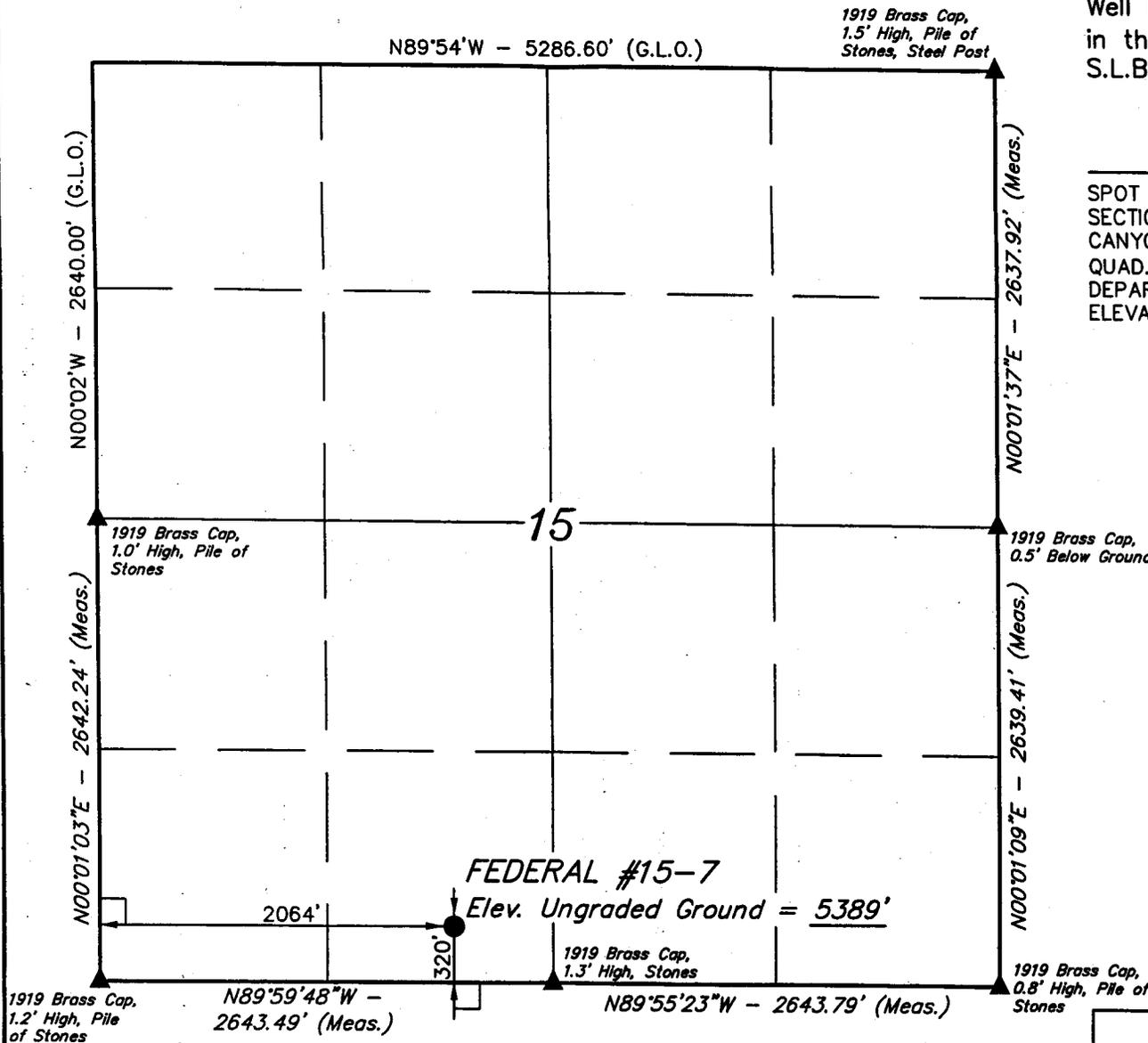
Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the

CONDITIONS OF APPROVAL ATTACHED

T20S, R21E, S.L.B.&M.

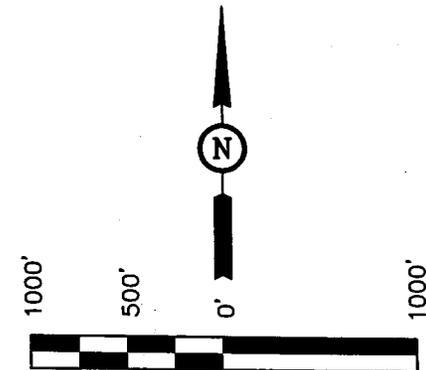
ELK PRODUCTION, LLC

Well location, FEDERAL #15-7, located as shown in the SE 1/4 SW 1/4 of Section 15, T20S, R21E, S.L.B.&M. Grand County, Utah.

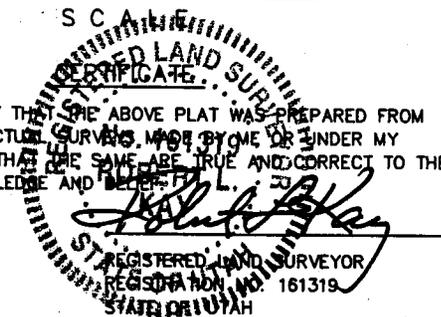


BASIS OF ELEVATION

SPOT ELEVATION LOCATED AT THE SOUTHEAST CORNER OF SECTION 24, T20S, R21E, S.L.B.&M. TAKEN FROM THE CALF CANYON, QUADRANGLE, UTAH, GRAND COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5084 FEET.



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



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

(AUTONOMOUS NAD 83)
 LATITUDE = 39°03'36.41" (39.060114)
 LONGITUDE = 109°35'06.59" (109.585164)
 (AUTONOMOUS NAD 27)
 LATITUDE = 39°03'36.51" (39.060142)
 LONGITUDE = 109°35'04.14" (109.584483)

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

UINTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078

(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 12-16-04	DATE DRAWN: 12-23-04
PARTY G.O. B.C. K.G.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ELK PRODUCTION, LLC	

Elk Production Company, LLC
Well No. 15-7
Lease U-02140-A
SE/SW Section 15, T20S, R21E
Grand County, Utah

A COMPLETE COPY OF THIS PERMIT SHALL BE KEPT ON LOCATION from the beginning of site construction through well completion, and shall be available to contractors to ensure compliance.

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 Elk Production Company, LLC 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 **UTB000135** (Principal – Elk Production Company, LLC) via surety consent as provided for in 43 CFR 3104.2.

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

This permit will be valid for a period of one year from the date of approval. After permit termination, a new application must be filed for approval.

All lease operations will be conducted in full compliance with applicable regulations (43 CFR 3100), Onshore Oil and Gas Orders, lease terms, notices to lessees, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors.

A. DRILLING PROGRAM

1. The proposed 2M BOPE is adequate for anticipated conditions. Installation, testing and operation of the system shall be in conformance with Onshore Oil and Gas Order No. 2.
2. Concurrent approval from the State of Utah, Division of Oil, Gas & Mining (DOGM) is required before conducting any surface disturbing activities.
3. Spacing of wells completed in the Dakota, Cedar Mountain and Morrison Formations is subject to Utah Board of Oil, Gas and Mining, Cause No. 102-16B. In summary, it requires gas wells to be not less than 1320 feet apart. The #15-7 location is less than 1320 feet from the proposed #15-8 well and less than 1320 feet from the existing #15-4 well.
4. When drilling with air, the requirements of Onshore Oil and Gas Order No. 2, part III, E, Special Drilling Operations, shall apply. Among the requirements in this section are:
 - Spark arresters
 - Blooie line discharge 100 feet from wellbore
 - Straight blooie line
 - Deduster equipment
 - Float valve above bit
 - Automatic igniter on the blooie line

B. SURFACE USE PLAN

1. In order to protect watershed values, no road/well pad construction or drilling operations will be authorized between November 1 and April 30. The limitation does not apply to maintenance and operation of producing wells. Exceptions to this limitation may be specified in writing by the Moab Field Office.
2. In order to protect wintering bald eagles and big game animals, no road/well pad construction or drilling operations will be authorized between November 1 and May 15. The limitation does not apply to maintenance and operation of producing wells. Exceptions to this limitation may be specified in writing by the Moab Field Office.
3. In order to protect nesting raptors, Elk Production has committed to completing a raptor survey with the Utah Division of Wildlife Resources. No road/well pad construction or drilling operations will be authorized within 0.5 mile of raptor nesting sites between March 1 and August 31 (or January 1 to August 31 for golden eagles). The limitation does not apply to maintenance and operation of producing wells. Exceptions to this limitation may be specified in writing by the Moab Field Office.
4. The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the BLM Field Office. Within five (5) working days, the BLM will inform the operator as to:
 - whether the materials appear eligible for the National Register of Historic Places;
 - the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
 - a time frame for the BLM to complete an expedited review under 36 CFR § 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the BLM are correct and that mitigation is appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the BLM will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The BLM will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the BLM that the required mitigation has been completed, the operator will then be allowed to resume construction.

5. Dust control will be provided during construction and drilling operations by spraying fresh water on new road construction, roads being maintained, and the well pad.
6. If water is produced from the well, an application in conformance with Onshore Oil and Gas Order No. 7 will be submitted. The specifications for the pits or tanks used for the storage of produced water will be determined from the information in the application.
7. All wells, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR § 3162.6.

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

Building Location- Notify the Moab Field Office at least 48-hours prior to commencing construction of location.

Spud- Notify the Moab Field Office 24-hours prior to spudding. Submit written notification of spud (Sundry Notice, Form 3160-5) to the Moab Field Office within 24-hours after spudding, regardless of whether spud was made with a dry hole digger or big rig.

Daily Drilling Reports- Daily drilling reports that describe the progress and status of the well shall be submitted to the Moab Field Office on a weekly basis. This report may be in any format customarily used by the operator.

Oil and Gas Operations Reports (OGORs)- Production from this well shall be reported to Minerals Management Service (MMS) on a monthly basis.

Sundry Notices- Any modification to the proposed drilling program shall be submitted to the Moab Field Office on a Sundry Notice (Form 3160-5). Regulations at 43 CFR 3162.3-2 describe which operations require prior approval, and which require notification.

Drilling Suspensions- Operations authorized by this permit shall not be suspended for more than 30 days without prior approval of the Moab Field Office. All conditions of this approval shall be applicable during any operations conducted with a replacement rig.

Undesirable Events- Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be immediately reported to the BLM in accordance with requirements of NTL-3A.

Cultural Resources- If cultural resources are discovered during construction, immediately notify the Moab Field Office, and work that might disturb the cultural resources shall cease.

First Production- A first production conference will be scheduled as soon as the productivity of the well is apparent. This conference should be coordinated through the Moab Field Office.

Notify the Moab Field Office when the well is placed into production. Initial notification may be verbal, but must be confirmed in writing within five business days. Please include the date production started, the producing formation and production volumes.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, a *Well Completion or Recompletion Report and Log* (Form 3160-4) shall be submitted to the Moab Field Office within thirty-days after completion of the well. 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. When requested, samples (cuttings and/or samples) will be submitted to the Moab Field Office.

Venting/Flaring of Gas- Gas produced from this well may not be vented/flared beyond an initial, authorized test period of 30 days or 50 MMcf, whichever first occurs, without the prior, written approval of the Moab Field Office. Should gas be vented or flared without approval beyond the authorized test period, the well may be ordered to be shut-in until the gas can be captured or until approval to continue the venting/flaring pursuant to NTL-4A is granted. Compensation shall be due for gas that is vented/flared without approval.

Produced Water- An application for approval of a permanent disposal method and location will be submitted to the Moab Field Office for approval pursuant to Onshore Oil and Gas Order No.7.

Off-Lease Measurement, Storage, Commingling- Prior approval must be obtained from the Moab Field Office for off-lease measurement, off-lease storage and/or commingling of production prior to the sales measurement point. The term "commingling" describes both the combining of production from different geologic zones and/or combining production from different leases or agreement areas.

Plugging and Abandonment- If the well is a dry hole, plugging instructions must be obtained from the Moab Field Office prior to initiating plugging operations.

A "Subsequent Report of Abandonment" (Sundry Notice, Form 3160-5) will be filed with the Moab Field Office within thirty-days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6. 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 Moab Field Office or the appropriate surface managing agency.

TABLE 1

NOTIFICATIONS

Notify Rich McClure (435-259-2127) or Jack Johnson (435-259-2129) of the BLM Moab Field Office for the following:

2 days prior to constructing the location (McClure);

1 day prior to spudding (Johnson);

50 feet prior to reaching the surface casing setting depth (Johnson);

3 hours prior to testing BOPE (Johnson)

If the person at the above number cannot be reached, notify the BLM Moab Field Office at 435-259-2100.

Well abandonment operations require 24-hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained from:

Eric Jones, Petroleum Engineer

Office: 435-259-2117

Home: 435-259-2214

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: ELK PRODUCTION LLC

Well Name: FEDERAL 15-7

Api No: 43-019-31435 Lease Type: FEDERAL

Section 15 Township 20S Range 21E County GRAND

Drilling Contractor BEAMAN DRILLING RIG # 2

SPUDDED:

Date 08/03/05

Time _____

How DRY

Drilling will Commence: _____

Reported by SID LAWRENCE

Telephone # 1-702-809-9919

Date 08/08/05 Signed CHD

ENTITY ACTION FORM

Operator: Elk Production LLC
Address: 1401 17th Street, Suite 700
city Denver
state CO zip 80202

Operator Account Number: N 2650
Phone Number: (303) 296-4505

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301931435	Federal 15-7	SESW	15	20S	21E	Grand
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
A	99999	14868	8/3/2005		8/11/05	
Comments: <u>ENRD</u>					CONFIDENTIAL	

Well 2

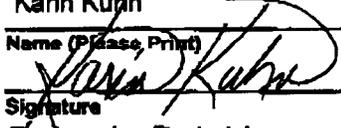
API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
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)

Karin Kuhn
Name (Please Print)

Signature
Engineering Technician
Title
8/4/2005
Date

RECEIVED

AUG 04 2005

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Elk Production LLC**

3a. Address
1401 17th. Street, Suite 700, Denver Colorado, 80202

3b. Phone No. (include area code)
303-296-4505

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
UTU-02140-A

6. If Indian, Allottee or Tribe Name
N/A

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

8. Well Name and No.
Federal 15-7

9. API Well No.
43019314350000

10. Field and Pool, or Exploratory Area
Greater Cisco

11. County or Parish, State
Grand County, Utah

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

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

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

The subject well was spudded on 8/3/05. MIRU Beeman Rig #20 surface rig. Drld 12 3/4" hole to 20' & set 12 1/4" conductor pipe & cemented in place. Drld 20' to 235'. Plan to run 8 5/8" surface casing & cement in place on 8/4/05.

RECEIVED
AUG 08 2005
DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed) Karin Kuhn	Title Engineering Technician
Signature <i>Karin Kuhn</i>	Date 08/04/2005

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.

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

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SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Elk Production LLC**

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3b. Phone No. (include area code)
303-296-4505

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
UTU-02140-A

6. If Indian, Allottee or Tribe Name
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7. If Unit or CA/Agreement, Name and/or No.
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8. Well Name and No.
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<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity	
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Operations Update	
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 8-8-05	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal		

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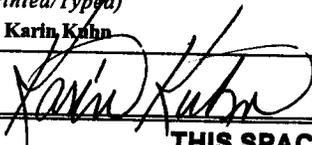
Attached are operation reports f/ 8/4-7/2005. 8 5/8" surface casing was set @ 229' & cemented in place w/ 150 sx Ready-Mix. The Beeman Rig #20 rigged down and moved to the Federal 11-6. On 8/5/2005 the Beeman Rig #28 moved on and rigged up. The well was drld f/ 235'-2340'. Currently drig ahead @ 2340'.

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

Karin Kuhn

Title **Engineering Technician**

Signature



Date

08/08/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Date

Office

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(Instructions on page 2)

RECEIVED

AUG 11 2005

DIV. OF OIL, GAS & MINING

ELK RESOURCES, INC.

Rig Name & No. Beeman Rig 20
 Rig Telephone No. 435-220-1105
 RKB 10

Reported by: Lawrence

Daily Drilling Report

Well Name & No. Elk Federal 15-7		Total Depth: 980	TVD	Date: August 6, 2005
AFE NO.	API NO. 4301931435	Footage Drilled past 24 hrs 745	Spud Date: August 3, 2005	
Current Operation DA @ 980		Hours Drilled/ 24 hrs 12	Cumm Drig hrs 20	Day 1
		Formation Drig MANCOS	BGG	CG

Bit No.	Size	Make	Type	Ser. No.	Jets	Depth In	Out	Feet	Hours	Ft/ hr	Wt.	RPM	Cutting							
													I	O	D	L	B	G	O	R
1	7.875	STC	F-2	NA	OPEN	235		745	12		25	70								

PUMPS													
Pump No.	Liner & Stroke	SPM	GPM	Press	DP1AV	DP2AV	DC1AV	DC2AV	BHHP/in2	BHHP	Jet Vel	Imp. F	
Pump No. 1													
Pump No. 2													

MUD REPORT																	
MW	VISC	YP	PV	API WL	Gels	FC/32	PH	Chl.	KCL	%Sol	%Snd	LG Sol	MBI	LCM	% oil	oil/wtr rat	Elec. Sta.

AIR REPORT									
Compressors: No. / On	Primary Comp	Booster	Disc. Press.	Mist/ GPM	Corr. Inh./GPT	Soap/ GPT	N2 Uts.	Disc. Temp.	
7									

DRILL STRING DATA									
(1) DP, OD, WT	(2) DP, OD, WT	(1) DC, OD, ID	(2) DC, OD, ID	DC WT AIR	DC WT MUD	Last BHA Ins.	BH Tools	BH Tools	

INCLINATION AND DIRECTION									
DEPTH	INC.	DEPTH	INC.	DEPTH	INC.	DEPTH	INC.	DEPTH	INC.
500'	2.5								

WELL CONTROL DATA									
1 Pump BPS	2 Pump BPS	#1 Kill SPM	Press.	#2 Kill SPM	Press.	DP strokes	DC strokes	Ann DC strokes	Ann DP strokes

Hrs	Time	Operational Sequence
	0600-1200	FINISH MIRU NUBOPE
	1200-1400	TEST BOPE W/ SINGLE JACK
	1400-1730	PU DS LEVEL DERRICK
	1730-0600	SPUD WELL DRILL 235' TO 980'

*Blind rams, Kelly Valve, & Choke Manifold Lines & Valves 250# Lo 2000# Hi all OK. Annular 250# Lo 1500# Hi OK
 Casing 1000# f/ 30 Mins OK*

CONFIDENTIAL

Left message w/ Carol Daniels UDOGM & Marie McGann BLM Notifying them of Rotary Spud.

Day Cost	Cumm. Drill Cost	Total Cumm.	Day Mud	Cumm Mud	T. Tangibles	Total AFE
\$ 21,565	\$ 50,961	\$ 50,961	-	-	\$ 3,671	

ELK RESOURCES, INC.

Rig Name & No. Beeman Rig 20
 Rig Telephone No. 435-220-1105
 RKB 10

Reported by: Lawrence

Daily Drilling Report

Well Name & No. Elk Federal 15-7		Total Depth: 2,340	TVD	Date: August 7, 2005
AFE NO.	APT NO. 4301931435	Footage Drilled past 24 hrs 1360	Spud Date: August 3, 2005	
Current Operation DA @ 2340'		Hours Drilled/ 24 hrs 22.5	Cumm Drlg hrs 42.5	Day 2
		Formation Drlg MANCOS	BGG	CG

Bit No.	Size	Make	Type	Ser. No.	Jets	Depth In	Out	Feet	Hours	Ft/ hr	Wt.	RPM	Cutting							
													I	O	D	L	B	G	O	R
1	7.875	STC	F-2	NA	OPEN	235					25	70								

PUMPS													
Pump No.	Liner & Stroke	SPM	GPM	Press	DP1AV	DP2AV	DC1AV	DC2AV	BHHP/in2	BHHP	Jet Vel	Imp. F	
Pump No. 1													
Pump No. 2													

MUD REPORT																	
MW	VISC	YP	PV	API WL	Gels	FC/32	PH	Chl.	KCL	%Sol	%Snd	LG Sol	MBI	LCM	% oil	oil/wtr rat	Elec. Sta.

AIR REPORT									
Compressors: No. / On	Primary Comp	Booster	Disc. Press.	Mist/ GPM	Corr. Inh./GPT	Soap/ GPT	N2 Uts.	Disc. Temp.	
2 out of 2	1800 CFM			DUST					

DRILL STRING DATA									
(1) DP, OD, WT	(2) DP, OD, WT	(1) DC, OD, ID	(2) DC, OD, ID	DC WT AIR	DC WT MUD	Last BHA Ins.	BH Tools	BH Tools	

INCLINATION AND DIRECTION									
DEPTH	INC.	DEPTH	INC.	DEPTH	INC.	DEPTH	INC.	DEPTH	INC.
1000	2.5	1500	2.5	2000	2.5				

WELL CONTROL DATA									
1 Pump BPS	2 Pump BPS	#1 Kill SPM	Press.	#2 Kill SPM	Press.	DP strokes	DC strokes	Ann DC strokes	Ann DP strokes

Hrs	Time	Operational Sequence
	0600-0700	DRILL 980' TO 1020'
	0700-0730	SURVEY @ 1000' = 2.5 DEGREES
	0730-1600	DRILL 1020' TO 1520'
	1600-1630	SURVEY @ 1500' = 2.5 DEGREES
	1630-0000	DRILL 1520' TO 2020'
	0000-0030	SURVEY @ 2000' = 2.5 DEGREES
	0030-0600	DRILL 2020' TO 2340'

CONFIDENTIAL

Day Cost	Cumm. Drill Cost	Total Cumm.	Day Mud	Cumm Mud	T. Tangibles	Total AFE
\$ 36,760	\$ 87,721	\$ 87,721	-	-	\$ 3,671	

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
 Elk Production LLC

3a. Address
 1401 17th. Street, Suite 700, Denver Colorado, 80202

3b. Phone No. (include area code)
 303-296-4505

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
 UTU-02140-A

6. If Indian, Allottee or Tribe Name
 N/A

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

8. Well Name and No.
 Federal 15-7

9. API Well No.
 43019314350000

10. Field and Pool, or Exploratory Area
 Greater Cisco

11. County or Parish, State
 Grand County, Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Operations Update
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 8-15-05
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

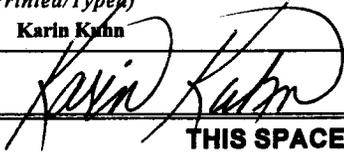
Attached are operation reports f/ 8/8-10/2005. The subject well was drilled f/ 2340'-3160' (TD on 8/8/05). Baker Atlas attempted to run opn-hole logs; bridged out @ 2507'. Run 4 1/2" production csg & set @ 3128'. RU Halliburton & cmt 4 1/2" csg w/ 300 sx 50/50 Poz. Currently waiting on completion; expect operations to resume on 8/15/05.

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

Karin Kuhn

Title Engineering Technician

Signature



Date

08/15/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____

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Title

Date

Office

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(Instructions on page 2)

RECEIVED

AUG 18 2005

DIV. OF OIL, GAS & MINING



www.pason.com
16100 Table Mountain Parkway Ste 100 • Golden • CO • 80403
720-880-2000 • FAX: 720-880-0016

August 19, 2005

Oil & Gas Supervisor
Utah Division Of Oil, Gas, & Mining
1594 W. North Temple, Suite 1210
Salt Lake City, UT 84116

CONFIDENTIAL

RE: ELK RESOURCES, INC.
FEDERAL 15-7
SEC. 15, T20S, R21E
GRAND COUNTY, UT

43-019-31435

To Whom It May Concern,

Enclosed is the final computer colored log for the above referenced well.

We appreciate the opportunity to be of service to you and look forward to working with you again in the near future.

If you have any questions regarding the enclosed data, please contact us.

Sincerely,

Bill Nagel
Geology Manager
Pason Systems USA
BN/alb

Encl: 2 Final Computer Colored Logs.

Cc: Rick Kopp, Elk Resources, Inc., Denver, CO.

RECEIVED

AUG 23 2005

UTAH DIVISION OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Elk Production LLC**

3a. Address
1401 17th. Street, Suite 700, Denver Colorado, 80202

3b. Phone No. (include area code)
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4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
UTU-02140-A

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Federal 15-7

9. API Well No.
43019314350000

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

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<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation
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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon
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			<input type="checkbox"/> Water Shut-Off
			<input type="checkbox"/> Well Integrity
			<input checked="" type="checkbox"/> Other Operations Update
			as of 8-22-05

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

There has been no activity on the subject well since 8/10/05. The well is shut in waiting on a completion rig.

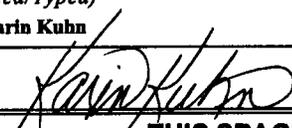
cc: DOGM

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

Karin Kuhn

Title **Engineering Technician**

Signature



Date

08/22/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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Title

Date

Office

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(Instructions on page 2)

RECEIVED

AUG 24 2005

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 8-29-05
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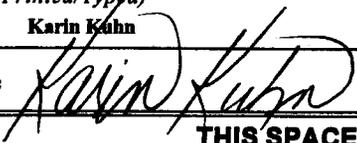
cc: DOGM

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 Name (Printed/Typed)

Karin Kahn

Title **Engineering Technician**

Signature



Date

08/29/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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

Title

Date

Office

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

(Instructions on page 2)

RECEIVED

AUG 30 2005

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Elk Production LLC**

3a. Address
1401 17th. Street, Suite 700, Denver Colorado, 80202

3b. Phone No. (include area code)
303-296-4505

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
UTU-02140-A

6. If Indian, Allottee or Tribe Name
N/A

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

8. Well Name and No.
Federal 15-7

9. API Well No.
43019314350000

10. Field and Pool, or Exploratory Area
Greater Cisco

11. County or Parish, State
Grand County, Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Operations Update
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 9-6-05
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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

Cased-hole logs (GR/CNL and CBL) were ran for the subject well on 9/1/05. The well is shut in waiting on a completion rig.

RECEIVED
SEP 12 2005
 DIV. OF OIL, GAS & MINING

cc: DOGM

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

Karin Kühn

Title **Engineering Technician**

Signature



Date

09/06/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____

Title

Date

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Office

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(Instructions on page 2)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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320' FSL & 2064' FWL, SESW Section 15, T20S, R21E

5. Lease Serial No.
UTU-02140-A

6. If Indian, Allottee or Tribe Name
N/A

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

8. Well Name and No.
Federal 15-7

9. API Well No.
43019314350000

10. Field and Pool, or Exploratory Area
Greater Clsco

11. County or Parish, State
Grand County, Utah

CONFIDENTIAL

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

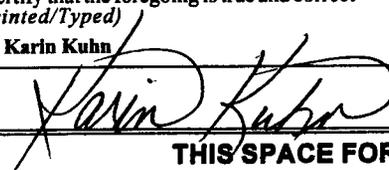
TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 9-12-05
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

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There has been no activity on the subject well since 9-1-05. The well is shut in waiting on a completion rig.

cc: DOGM

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

Name (Printed/Typed) Karin Kuhn	Title Engineering Technician
Signature 	Date 09/12/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____	Title _____	Date _____
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(Instructions on page 2)

RECEIVED

SEP 15 2005

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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Grand County, Utah

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

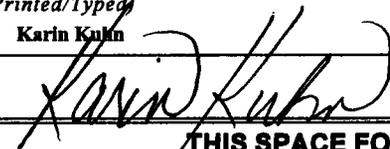
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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 9-19-05	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal		

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There has been no activity on the subject well since 9-1-05. The well is shut in waiting on a completion rig.

cc: DOGM

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

Name (Printed/Typed) Karin Kuhn	Title Engineering Technician
Signature 	Date 09/19/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____	Title _____	Date _____
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Office _____		

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(Instructions on page 2)

SEP 22 2005

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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Federal 15-7

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Greater Cisco

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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 9-26-05
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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 shall 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 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Attached are operation reports from 9/20-23/05 for the subject well.

MIRUSU. RU Mesa WL & ran CBL. Perfed well f/ 2480'-2590'. TIH w/ 2 3/8" tbg. MIRU Superior Well Services to frac well. Started 15% HCL & dropping balls. Pmpd N2 frac. Flow back frac thru 32/64" chk to earth pit. Shut well in & continue to flow back w/ 16/64" chk, leave well flwg to earth pit.

cc: DOGM

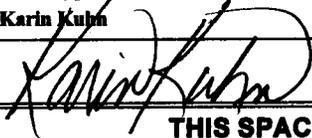
14. I hereby certify that the foregoing is true and correct

Name (Printed/Typed)

Karin Kuhn

Title **Engineering Technician**

Signature



Date

09/26/2005

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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(Instructions on page 2)

SEP 29 2005

Oil, Gas & ...

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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 UTU-02140-A

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7. If Unit or CA/Agreement, Name and/or No.
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	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	as of 10-03-05	
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Attached are operation reports from 9/26-27/05 for the subject well.
 The subject well was put to sales on 9/26/05, making approximately 100 MCFPD.

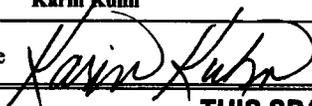
cc: DOGM

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

Karin Kuhn

Title Engineering Technician

Signature



Date

10/03/2005

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Approved by

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RECEIVED

(Instructions on page 2)

OCT 06 2005

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

CONFIDENTIAL

AMENDED REPORT FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

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

b. TYPE OF WORK: NEW WELL HORIZ. LATS. DEEP-EN RE-ENTRY DIFF. RESVR. OTHER _____

2. NAME OF OPERATOR: Elk Production LLC

3. ADDRESS OF OPERATOR: 1401 17th. St., #700 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 296-4505

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 320' FSL, 2064' FWL
AT TOP PRODUCING INTERVAL REPORTED BELOW: 320' FSL, 2064' FWL
AT TOTAL DEPTH: 320' FSL, 2064' FWL

5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-02140-A

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: NA

7. UNIT OR CA AGREEMENT NAME: NA

8. WELL NAME and NUMBER: Federal 15-7

9. API NUMBER: 4901931435

10. FIELD AND POOL, OR WILDCAT: Greater Cisco

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 15 20S 21E

12. COUNTY: Grand 13. STATE: UTAH

14. DATE SPUNDED: 8/3/2005 15. DATE T.D. REACHED: 8/8/2005 16. DATE COMPLETED: 9/26/2005 ABANDONED READY TO PRODUCE

17. ELEVATIONS (DF, RKB, RT, GL): 5389' GL

18. TOTAL DEPTH: MD 3,160 TVD _____ 19. PLUG BACK T.D.: MD 3,082 TVD _____ 20. IF MULTIPLE COMPLETIONS, HOW MANY? * 2 21. DEPTH BRIDGE MD _____ PLUG SET: TVD _____

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
CBL, GRICN, MUD LOG

23. WAS WELL CORED? NO YES (Submit analysis)
WAS DST RUN? NO YES (Submit report)
DIRECTIONAL SURVEY? NO YES (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12 3/4"	12.25	—	0	20		Bag 20	4	Surf-CIR	
11"	8 5/8 J55	24#	0	229		Type I 150	28	Surf-CIR	
7 7/8"	4 1/2 J55	10.5#	0	3,128		Poz 300	83	2400-CBL	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 3/8"	2,444							

26. PRODUCING INTERVALS *DK-CM*

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Dakota	2,480	2,534			2,480 2,590		45	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B) CedarMtn	2,544	2,590						Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
2480'-2590'	15% HCL, balls, N2

29. ENCLOSED ATTACHMENTS: ELECTRICAL/MECHANICAL LOGS GEOLOGIC REPORT DST REPORT DIRECTIONAL SURVEY
 SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION CORE ANALYSIS OTHER: _____

30. WELL STATUS: Producing

RECEIVED

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED: 9/26/2005		TEST DATE: 9/27/2005		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL - BBL: 0	GAS - MCF: 100	WATER - BBL: 0	PROD. METHOD: Flowing
CHOKE SIZE: 12/64"	TBG. PRESS. 155	CSG. PRESS. 170	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL: 0	GAS - MCF: 100	WATER - BBL: 0	INTERVAL STATUS: A,B

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Greenhorn	2,363
				Graneros	2,448
				Dakota	2,478
				CedarMtn	2,558
				Morrison-BrushyBasin	2,596
				Morrison Saltwash	2,878

35. ADDITIONAL REMARKS (Include plugging procedure)

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

NAME (PLEASE PRINT) Karin Kuhn TITLE Engineering Technician
 SIGNATURE *Karin Kuhn* DATE 10/20/2005

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top - Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 Box 145801
 Salt Lake City, Utah 84114-5801

Phone: 801-538-5340
 Fax: 801-359-3940

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

1. DJJ
2. CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

8/1/2011

FROM: (Old Operator): N2650-Elk Production, LLC 1401 17th Street, Suite 700 Denver, CO 80202 Phone: 1 (303) 296-4505	TO: (New Operator): N3785-SEP - Cisco Dome LLC 1245 Brickyard Rd, Suite 210 Salt Lake City, UT 84106 Phone: 1 (435) 940-9001
---	--

WELL NAME		CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST - 54 WELLS										

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 9/6/2011
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/6/2011
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 7/18/2011
- Is the new operator registered in the State of Utah: Business Number: 7934251-0160
- (R649-9-2)Waste Management Plan has been received on: Requested 9/21/2011
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA n/a
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/20/2011
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/20/2011
- Bond information entered in RBDMS on: 9/6/2011
- Fee/State wells attached to bond in RBDMS on: 9/21/2011
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000465
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 1481053, 1481056 and 1481054
- The **FORMER** operator has requested a release of liability from their bond on: not yet

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: See attached list
2. NAME OF OPERATOR: SEP - CISCO DOME, LLC		9. API NUMBER:
3. ADDRESS OF OPERATOR: 1245 Brickyard Rd., Ste 210 CITY Salt Lake City STATE UT ZIP 84106		PHONE NUMBER: (435) 940-9001
		10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL

FOOTAGES AT SURFACE: _____ COUNTY: **Grand County**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input 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 checked="" type="checkbox"/> OTHER: <u>Change of Operator</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Previous Operator: Elk Production, LLC 1401 7th Street, Suite 700 Denver, Colorado 80202 303-296-4505	New Operator: SEP - CISCO DOME, LLC 1245 Brickyard Rd., Ste. 210 Salt Lake City, UT 435-940-9001
--	---

Utah DOGM Bond # *Thunderbird 2: 1481053-1481056; State 32-1; 1481054*
BLM Bond # *4TB000465*

effective 8/1/2011

SEP - CISCO DOME, LLC representative:

Name (Please Print): *David Lillywhite*

Title: **President**

Signature _____

Date: *7/28/11*

NAME (PLEASE PRINT) John Whisler	TITLE Chief Executive Officer
SIGNATURE <i>John Whisler</i>	DATE 7/28/11

(This space for State use only)

APPROVED 9/13/2011
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(5/2000)

(See Instructions on Reverse Side)

RECEIVED
SEP 06 2011
DIV. OF OIL, GAS & MINING

ELK PRODUCTION, LLC (N2650) to SEP-Cisco Dome, LLC (N3785)
effective 8/1/2011

well name	sec	twp	rng	api	entity	well	stat
THUNDERBIRD 1	32	200S	240E	4301930058	10339	OW	P
FEDERAL 19-3	19	200S	220E	4301930302	8201	GW	TA
FEDERAL 31-1A	31	200S	220E	4301930308	8204	GW	P
STATE 32-1	32	200S	220E	4301930347	8206	GW	P
FEDERAL 13-1	13	200S	210E	4301930348	8146	GW	TA
FEDERAL 23-1	23	200S	210E	4301930355	11393	GW	P
FEDERAL 25-1	25	200S	210E	4301930359	11394	GW	S
CALF CANYON 5	11	200S	210E	4301930393	2490	OW	TA
FEDERAL 30-1	30	200S	220E	4301930429	8203	GW	S
FEDERAL 14-1	14	200S	210E	4301930430	8169	GW	P
FEDERAL 24-3	24	200S	210E	4301930432	11395	GW	S
FEDERAL 14-1A	14	200S	210E	4301930436	8150	GW	TA
FEDERAL 1-10	10	200S	210E	4301930484	8141	GW	S
FEDERAL 11-1	11	200S	210E	4301930485	8142	GW	P
FEDERAL 14-2	14	200S	210E	4301930487	8151	GW	S
FEDERAL 14-3	14	200S	210E	4301930488	8152	GW	S
FEDERAL 24-2	24	200S	210E	4301930530	8159	GW	S
FEDERAL 25-3	25	200S	210E	4301930575	8170	GW	S
FEDERAL 15-1	15	200S	210E	4301930585	11391	GW	TA
FEDERAL 23-2	23	200S	210E	4301930586	8140	GW	P
FEDERAL 25-2	25	200S	210E	4301930587	11392	OW	S
FEDERAL 23-3	23	200S	210E	4301930588	8157	GW	S
FEDERAL 22-1	22	200S	210E	4301930625	8156	GW	P
FEDERAL 15-2	15	200S	210E	4301930636	8154	GW	S
FEDERAL 15-3	15	200S	210E	4301930637	8155	GW	S
FEDERAL 13-2	13	200S	210E	4301930673	8147	GW	S
FEDERAL 25-4	25	200S	210E	4301930743	8181	GW	S
FEDERAL 23-4	23	200S	210E	4301930760	8158	GW	P
FEDERAL 18-1	18	200S	220E	4301930875	8200	GW	S
FEDERAL 14-4	14	200S	210E	4301930878	8153	GW	S
FEDERAL 12-1	12	200S	210E	4301930881	8145	GW	S
FEDERAL 11-2	11	200S	210E	4301930882	8143	GW	S
FEDERAL 13-3	13	200S	210E	4301930883	8148	GW	TA
FEDERAL 11-3	11	200S	210E	4301930884	8144	GW	S
FEDERAL 13-4	13	200S	210E	4301930885	8149	GW	TA
FEDERAL 15-4	15	200S	210E	4301930887	10140	GW	TA
FEDERAL 19-1A	19	200S	220E	4301930896	8201	GW	TA
FEDERAL 24-4	24	200S	210E	4301930900	8208	GW	TA
FED 3-675	10	200S	210E	4301931094	303	GW	S
FEDERAL 10-2	10	200S	210E	4301931210	8207	GW	TA
FEDERAL 14-6	14	200S	210E	4301931421	14803	GW	P
FEDERAL 14-7	14	200S	210E	4301931422	14780	GW	P
FEDERAL 24-6	24	200S	210E	4301931423	14779	GW	S
FEDERAL 23-6	23	200S	210E	4301931424	14848	GW	S
FEDERAL 15-8	15	200S	210E	4301931434	15006	GW	P
FEDERAL 15-7	15	200S	210E	4301931435	14868	GW	S
FEDERAL 14-5	14	200S	210E	4301931436	14805	GW	P
FEDERAL 11-6	11	200S	210E	4301931437	14869	GW	P
FEDERAL 14-8	14	200S	210E	4301931439	14804	GW	P
FEDERAL 22-2	22	200S	210E	4301931440	14847	GW	S
FEDERAL 15-5	15	200S	210E	4301931441	14952	GW	S
FEDERAL 23-5	23	200S	210E	4301931442	15007	GW	P
FEDERAL 24-5	24	200S	210E	4301931443	14960	GW	P
FEDERAL 25-5	25	200S	210E	4301931444	14849	GW	S

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

1. DJJ
2. CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

8/1/2011

FROM: (Old Operator): N2650-Elk Production, LLC 1401 17th Street, Suite 700 Denver, CO 80202 Phone: 1 (303) 296-4505	TO: (New Operator): N3785-SEP - Cisco Dome LLC 1245 Brickyard Rd, Suite 210 Salt Lake City, UT 84106 Phone: 1 (435) 940-9001
---	--

WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST - 10 WELLS									

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 9/6/2011
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/6/2011
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 7/18/2011
- Is the new operator registered in the State of Utah: Business Number: 7934251-0160
- (R649-9-2) Waste Management Plan has been received on: Requested 9/21/2011
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA n/a
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/20/2011
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/20/2011
- Bond information entered in RBDMS on: 9/6/2011
- Fee/State wells attached to bond in RBDMS on: 9/21/2011
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000465
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number
- The **FORMER** operator has requested a release of liability from their bond on: not yet

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

ELK PRODUCTION, LLC (N2650) to SEP-Cisco Dome, LLC (N3785)
 effective 8/1/2011

well_name	sec	twp	rng	api	entity	well	stat
CALF CANYON 1	03	200S	210E	4301930298	11666	OW	S
FEDERAL 675-1	10	200S	210E	4301930376	11666	OW	S
CALF CANYON 4	11	200S	210E	4301930392	2515	OW	S
CALF CYN 7	03	200S	210E	4301931168	11666	GW	S
FEDERAL 675 4	10	200S	210E	4301931187	11666	OW	P
CALF CANYON 8	03	200S	210E	4301931197	16780	GW	S
FEDERAL 675 5	10	200S	210E	4301931199	11666	OW	S
CALF CANYON FED 10	03	200S	210E	4301931203	11666	OW	S
FEDERAL 675-6	09	200S	210E	4301931208	11666	OW	S
CALF CANYON 11	03	200S	210E	4301931209	15278	GW	S

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
DM B No. 1004-0135
Expires: January 31, 2004

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-02140-A
2. Name of Operator SEP - CISCO DOME, LLC		6. If Indian, Allottee or Tribe Name
3a. Address	3b. Phone No. (include area code)	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) T20S-R21E Sec 15- SESW		8. Well Name and No. Federal 15-7
		9. API Well No. 4301931435
		10. Field and Pool, or Exploratory Area
		11. County or Parish, State Grand County, Utah

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

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

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

Change of Operator

Previous Operator:
Elk Production, LLC
1401 17th Street, Ste 700
Denver, Colorado 80202
303-296-4505

New Operator:
SEP - CISCO DOME, LLC
1245 Brickyard Rd., Ste. 210
Salk Lake City, Utah 84106
435-940-9001

Please be advised that SEP-CISCO DOME, LLC is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by UTB 00405.

RECEIVED

OCT 03 2011

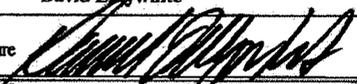
DIV. OF OIL, GAS & MINING

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

David Lillwhite

Title President

Signature



Date 7/28/11

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

ACCEPTED

Title Division of Resources

Date

9/19/11

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

Moab Field Office

Office

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

(Instructions on page 2)

Conditions Attached

SEP-Cisco Dome, LLC

Lease UTU02140A

Wells 1-10, 10-2, 11-1, 11-2, 11-3, 11-6, 12-1, 13-1, 13-2, 13-3, 13-4, 14-1, 14-1A, 14-2, 14-5, 14-6, 14-7, 15-1, 15-2, 15-3, 15-4, 15-5, 15-7, 15-8, 22-1 and 22-2

Sections 10, 11, 12, 13, 14, 15 and 22, T20S, R21E

Grand County, Utah

CONDITIONS OF ACCEPTANCE

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

Be advised that SEP-Cisco Dome, LLC is considered to be the operator of the above wells effective September 1, 2011, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for these wells is provided by UTB000465 (Principal – SEP-Cisco Dome, LLC) 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.

Effective Date: 9/1/2014

FORMER OPERATOR:	NEW OPERATOR:
SEP CISCO DOME, LLC N3785 10447 SOUTH JORDAN GATEWAY SOUTH JORDAN UT 84095 801-657-5780	ROSE PETROLEUM (UTAH), LLC N4095 383 INVERNESS PARKWAY SUITE 330 ENGLEWOOD CO 80112 720-390-3860
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 1/26/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 1/26/2015
3. New operator Division of Corporations Business Number: 9009626-0161

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
3. Reports current for Production/Disposition & Sundries: 1/23/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: N/A
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: NONE
7. Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 1001696855
2. Indian well(s) covered by Bond Number: N/A
3. State/fee well(s) covered by Bond Number(s): N/A

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 1/27/2015
2. Entity Number(s) updated in **OGIS** on: 1/27/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: N/A
6. Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

COMMENTS:

SEP Cisco Dome, LLC N3785
to Rose Petroleum (Utah), LLC N4095
Effective 9/1/2014

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
UNION GOVT II-1	24	200S	210E	4301915107	680	Federal	State	GW	P
FEDERAL 31-1A	31	200S	220E	4301930308	8204	Federal	Federal	GW	P
FEDERAL 23-1	23	200S	210E	4301930355	11393	Federal	Federal	GW	P
FEDERAL 14-1	14	200S	210E	4301930430	8169	Federal	Federal	GW	P
FEDERAL 11-1	11	200S	210E	4301930485	8142	Federal	Federal	GW	P
FEDERAL 23-2	23	200S	210E	4301930586	8140	Federal	Federal	GW	P
FEDERAL 14-4	14	200S	210E	4301930878	8153	Federal	Federal	GW	P
FEDERAL 11-3	11	200S	210E	4301930884	8144	Federal	Federal	GW	P
FEDERAL 14-6	14	200S	210E	4301931421	14803	Federal	Federal	GW	P
FEDERAL 14-7	14	200S	210E	4301931422	14780	Federal	Federal	GW	P
FEDERAL 15-8	15	200S	210E	4301931434	15006	Federal	Federal	GW	P
FEDERAL 11-6	11	200S	210E	4301931437	14869	Federal	Federal	GW	P
FEDERAL 14-8	14	200S	210E	4301931439	14804	Federal	Federal	GW	P
FEDERAL 22-2	22	200S	210E	4301931440	14847	Federal	Federal	GW	P
FEDERAL 24-5	24	200S	210E	4301931443	14960	Federal	Federal	GW	P
FEDERAL 13-1	13	200S	210E	4301930348	8146	Federal	Federal	GW	S
FEDERAL 25-1	25	200S	210E	4301930359	11394	Federal	State	GW	S
FEDERAL 30-1	30	200S	220E	4301930429	8203	Federal	Federal	GW	S
FEDERAL 24-3	24	200S	210E	4301930432	11395	Federal	Federal	GW	S
FEDERAL 14-2	14	200S	210E	4301930487	8151	Federal	Federal	GW	S
FEDERAL 14-3	14	200S	210E	4301930488	8152	Federal	Federal	GW	S
FEDERAL 24-2	24	200S	210E	4301930530	8159	Federal	Federal	GW	S
FEDERAL 25-3	25	200S	210E	4301930575	8170	Federal	Federal	GW	S
FEDERAL 25-2	25	200S	210E	4301930587	11392	Federal	Federal	OW	S
FEDERAL 23-3	23	200S	210E	4301930588	8157	Federal	Federal	GW	S
FEDERAL 22-1	22	200S	210E	4301930625	8156	Federal	Federal	GW	S
FEDERAL 15-2	15	200S	210E	4301930636	8154	Federal	Federal	GW	S
FEDERAL 15-3	15	200S	210E	4301930637	8155	Federal	Federal	GW	S
FEDERAL 13-2	13	200S	210E	4301930673	8147	Federal	Federal	GW	S
FEDERAL 25-4	25	200S	210E	4301930743	8181	Federal	State	GW	S
FEDERAL 23-4	23	200S	210E	4301930760	8158	Federal	Federal	GW	S
FEDERAL 12-1	12	200S	210E	4301930881	8145	Federal	Federal	GW	S
FEDERAL 11-2	11	200S	210E	4301930882	8143	Federal	Federal	GW	S
FEDERAL 24-1	24	200S	210E	4301931010	11189	Federal	Federal	GW	S
FEDERAL 10-2A	10	200S	210E	4301931400	14043	Federal	Federal	GW	S
FEDERAL 24-6	24	200S	210E	4301931423	14779	Federal	Federal	GW	S
FEDERAL 23-6	23	200S	210E	4301931424	14848	Federal	Federal	GW	S
FEDERAL 15-7	15	200S	210E	4301931435	14868	Federal	Federal	GW	S
FEDERAL 14-5	14	200S	210E	4301931436	14805	Federal	Federal	GW	S
FEDERAL 15-5	15	200S	210E	4301931441	14952	Federal	Federal	GW	S
FEDERAL 23-5	23	200S	210E	4301931442	15007	Federal	Federal	GW	S
FEDERAL 25-5	25	200S	210E	4301931444	14849	Federal	Federal	GW	S
FEDERAL 19-3	19	200S	220E	4301930302	8201	Federal	Federal	GW	TA
FEDERAL 14-1A	14	200S	210E	4301930436	8150	Federal	Federal	GW	TA
FEDERAL 15-1	15	200S	210E	4301930585	11391	Federal	Federal	GW	TA
FEDERAL 13-4	13	200S	210E	4301930885	8149	Federal	Federal	GW	TA
FEDERAL 19-1A	19	200S	220E	4301930896	8201	Federal	Federal	GW	TA
FEDERAL 24-4	24	200S	210E	4301930900	8208	Federal	Federal	GW	TA
FEDERAL 10-2	10	200S	210E	4301931210	8207	Federal	Federal	GW	TA

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

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

8. WELL NAME and NUMBER:
SEE ATTACHED LIST

9. API NUMBER:
SEE LIST

10. FIELD AND POOL, OR WILDCAT:
GREATER CISCO

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

2. NAME OF OPERATOR:
ROSE PETROLEUM (UTAH) LLC

3. ADDRESS OF OPERATOR:
383 INVERNESS PARKWAY CITY ENGLEWOOD STATE CO ZIP 80112 PHONE NUMBER: (720) 390-3860

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

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

CHANGE OF OPERATOR- Effective as of September 1, 2014

PREVIOUS OPERATOR:

NEW OPERATOR:

SEP - CISCO DOME N3785
10447 SOUTH JORDAN GATEWAY
SOUTH JORDAN, UT 84095
(801) 657-5780

ROSE PETROLEUM (UTAH), LLC DIV. OF OIL, GAS & MINING
383 INVERNESS PARKWAY, SUITE 330
ENGLEWOOD, CO 80112
(720) 390-3860 N4095

Name: ~~Doris D. White~~ Larry R. Williams
Title: Resident Land Manager & Corporate Counsel

Be advised that Rose Petroleum (Utah), LLC is responsible under the terms and conditions of the related lease for the operations conducted upon the leased lands. Bond coverage is provided by Bond No. 1001696855.

NAME (PLEASE PRINT) John M. Blair TITLE CEO
SIGNATURE [Signature] DATE 1-23-15

APPROVED

JAN 27 2015

DIV. OIL GAS & MINING
BY: Rachel Medina

WELLS

API NUMBER	WELL NAME	LOCATION
43-019-31210-00-00	FEDERAL 10-2	20S-21E, SEC 10:NESW, GRAND CO., UT
43-019-31400-00-00	FEDERAL 10-2A	20S-21E, SEC 10:NWSE, GRAND CO., UT
43-019-30485-00-00	FEDERAL 11-1	20S-21E, SEC 11:NWSW, GRAND CO., UT
43-019-30882-00-00	FEDERAL 11-2	20S-21E, SEC 11:SESE, GRAND CO., UT
43-019-30884-00-00	FEDERAL 11-3	20S-21E, SEC 11:SWSW, GRAND CO., UT
43-019-31437-00-00	FEDERAL 11-6	20S-21E, SEC 11:SESW, GRAND CO., UT
43-019-30881-00-00	FEDERAL 12-1	20S-21E, SEC 12:SWSW, GRAND CO., UT
43-019-30348-00-00	FEDERAL 13-1	20S-21E, SEC 13:SWSW, GRAND CO., UT
43-019-30673-00-00	FEDERAL 13-2	20S-21E, SEC 13:SESW, GRAND CO., UT
43-019-30885-00-00	FEDERAL 13-4	20S-21E, SEC 13:NWSE, GRAND CO., UT
43-019-30430-00-00	FEDERAL 14-1	20S-21E, SEC 14:NWNW, GRAND CO., UT
43-019-30436-00-00	FEDERAL 14-1A	20S-21E, SEC 14:NWNW, GRAND CO., UT
43-019-30487-00-00	FEDERAL 14-2	20S-21E, SEC 14:NENE, GRAND CO., UT
43-019-30488-00-00	FEDERAL 14-3	20S-21E, SEC 14:NESE, GRAND CO., UT
43-019-30878-00-00	FEDERAL 14-4	20S-21E, SEC 14:SWSW, GRAND CO., UT
43-019-31436-00-00	FEDERAL 14-5	20S-21E, SEC 14:NENW, GRAND CO., UT
43-019-31421-00-00	FEDERAL 14-6	20S-21E, SEC 14:SWNW, GRAND CO., UT
43-019-31422-00-00	FEDERAL 14-7	20S-21E, SEC 14:SWNE, GRAND CO., UT
43-019-31439-00-00	FEDERAL 14-8	20S-21E, SEC 14:SWSE, GRAND CO., UT
43-019-30585-00-00	FEDERAL 15-1	20S-21E, SEC 15:NESE, GRAND CO., UT
43-019-30636-00-00	FEDERAL 15-2	20S-21E, SEC 15:NWNW, GRAND CO., UT
43-019-30637-00-00	FEDERAL 15-3	20S-21E, SEC 15:NENE, GRAND CO., UT
43-019-31441-00-00	FEDERAL 15-5	20S-21E, SEC 15:NWSE, GRAND CO., UT
43-019-31435-00-00	FEDERAL 15-7	20S-21E, SEC 15:SESW, GRAND CO., UT
43-019-31434-00-00	FEDERAL 15-8	20S-21E, SEC 15:SWSE, GRAND CO., UT
43-019-30898-00-00	FEDERAL 19-1A	20S-21E, SEC 19:SWNW, GRAND CO., UT
43-019-30302-00-00	FEDERAL 19-3	20S-21E, SEC 19:SWSW, GRAND CO., UT
43-019-30625-00-00	FEDERAL 22-1	20S-21E, SEC 22:SENE, GRAND CO., UT

WELLS

API NUMBER	WELL NAME	LOCATION
43-019-31440-00-00	FEDERAL 22-2	20S-21E, SEC 22:NWNE, GRAND CO., UT
43-019-30355-00-00	FEDERAL 23-1	20S-21E, SEC 23:SWNE, GRAND CO., UT
43-019-30588-00-00	FEDERAL 23-2	20S-21E, SEC 23:NWNW, GRAND CO., UT
43-019-30588-00-00	FEDERAL 23-3	20S-21E, SEC 23:SESW, GRAND CO., UT
43-019-30760-00-00	FEDERAL 23-4	20S-21E, SEC 23:NWSE, GRAND CO., UT
43-019-31442-00-00	FEDERAL 23-5	20S-21E, SEC 23:NENE, GRAND CO., UT
43-019-31424-00-00	FEDERAL 23-6	20S-21E, SEC 23:SESW, GRAND CO., UT
43-019-31010-00-00	FEDERAL 24-1	20S-21E, SEC 24:SWSW, GRAND CO., UT
43-019-30530-00-00	FEDERAL 24-2	20S-21E, SEC 24:NWNW, GRAND CO., UT
43-019-30432-00-00	FEDERAL 24-3	20S-21E, SEC 24:SWSE, GRAND CO., UT
43-019-30900-00-00	FEDERAL 24-4	20S-21E, SEC 24:NWNE, GRAND CO., UT
43-019-31443-00-00	FEDERAL 24-5	20S-21E, SEC 24:SWNW, GRAND CO., UT
43-019-31423-00-00	FEDERAL 24-6	20S-21E, SEC 24:NWSE, GRAND CO., UT
43-019-30359-00-00	FEDERAL 25-1	20S-21E, SEC 25:SWNE, GRAND CO., UT
43-019-30587-00-00	FEDERAL 25-2	20S-21E, SEC 25:SWSW, GRAND CO., UT
43-019-30575-00-00	FEDERAL 25-3	20S-21E, SEC 25:SESE, GRAND CO., UT
43-019-30743-00-00	FEDERAL 25-4	20S-21E, SEC 25:NENW, GRAND CO., UT
43-019-31444-00-00	FEDERAL 25-5	20S-21E, SEC 25:SESW, GRAND CO., UT
43-019-30429-00-00	FEDERAL 30-1	20S-22E, SEC 30:SWNW, GRAND CO., UT
43-019-30308-00-00	FEDERAL 31-1A	20S-22E, SEC 31:NENW, GRAND CO., UT
43-019-15107-00-00	UNION GOVT II-1	20S-21E, SEC 24:NWSW, GRAND CO., UT

Division of Oil, Gas and Mining
 Operator Change/Name Change Worksheet-for State use only

Effective Date: 7/1/2016

FORMER OPERATOR: Rose Petroleum (Utah), LLC N4095 383 Inverness Parkway, Suite 330 Englewood, CO 80112	NEW OPERATOR: Rockies Standard Oil Company, LLC N3735 1411 East 840 North Orem, UT 84097
CA Number(s):	Unit(s): Gunnison Valley

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

- Sundry or legal documentation was received from the **FORMER** operator on: 7/27/2016
- Sundry or legal documentation was received from the **NEW** operator on: 7/27/2016
- New operator Division of Corporations Business Number: 7698560-0161

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
- Receipt of Acceptance of Drilling Procedures for APD on: N/A
- Reports current for Production/Disposition & Sundries: 9/14/2016
- OPS/SI/TA well(s) reviewed for full cost bonding: 8/24/2016
- UIC5 on all disposal/injection/storage well(s) approved on: N/A
- Surface Facility(s) included in operator change: N/A
- Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

- Federal well(s) covered by Bond Number: 1001696855
- Indian well(s) covered by Bond Number: 1001696855
- State/fee well(s) covered by Bond Number(s): 1001696885a,b,c,d,e

DATA ENTRY:

- Well(s) update in the **OGIS** on: 9/14/2016
- Entity Number(s) updated in **OGIS** on: 9/14/2016
- Unit(s) operator number update in **OGIS** on: 9/14/2016
- Surface Facilities update in **OGIS** on: N/A
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 9/14/2016
- Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From Rose Petroleum (Utah), LLC
 To Rockies Standard Oil Company, LLC
 Effective July 1, 2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status	Unit
THUNDERBIRD 1	32	200S	240E	4301930058	10339	State	State	OW	P	
CPSKY PHLPS FEE 8-1	8	200S	240E	4301915100	2800	Fee	Fee	GW	S	
UNION GOVT II-1	24	200S	210E	4301915107	680	Federal	State	GW	S	
FEDERAL 19-3	19	200S	220E	4301930302	8201	Federal	Federal	GW	S	
FEDERAL 31-1A	31	200S	220E	4301930308	8204	Federal	Federal	GW	S	
STATE 32-1	32	200S	220E	4301930347	8206	State	State	GW	S	
FEDERAL 13-1	13	200S	210E	4301930348	8146	Federal	Federal	GW	S	
FEDERAL 23-1	23	200S	210E	4301930355	11393	Federal	Federal	GW	S	
FEDERAL 25-1	25	200S	210E	4301930359	11394	Federal	State	GW	S	
FEDERAL 30-1	30	200S	220E	4301930429	8203	Federal	Federal	GW	S	
FEDERAL 14-1	14	200S	210E	4301930430	8169	Federal	Federal	GW	S	
FEDERAL 24-3	24	200S	210E	4301930432	11395	Federal	Federal	GW	S	
FEDERAL 14-1A	14	200S	210E	4301930436	8150	Federal	Federal	GW	S	
FEDERAL 11-1	11	200S	210E	4301930485	8142	Federal	Federal	GW	S	
FEDERAL 14-2	14	200S	210E	4301930487	8151	Federal	Federal	GW	S	
FEDERAL 14-3	14	200S	210E	4301930488	8152	Federal	Federal	GW	S	
FEDERAL 24-2	24	200S	210E	4301930530	8159	Federal	Federal	GW	S	
FEDERAL 25-3	25	200S	210E	4301930575	8170	Federal	Federal	GW	S	
FEDERAL 15-1	15	200S	210E	4301930585	11391	Federal	Federal	GW	S	
FEDERAL 23-2	23	200S	210E	4301930586	8140	Federal	Federal	GW	S	
FEDERAL 25-2	25	200S	210E	4301930587	11392	Federal	Federal	OW	S	
FEDERAL 23-3	23	200S	210E	4301930588	8157	Federal	Federal	GW	S	
FEDERAL 22-1	22	200S	210E	4301930625	8156	Federal	Federal	GW	S	
FEDERAL 15-2	15	200S	210E	4301930636	8154	Federal	Federal	GW	S	
FEDERAL 15-3	15	200S	210E	4301930637	8155	Federal	Federal	GW	S	
FEDERAL 13-2	13	200S	210E	4301930673	8147	Federal	Federal	GW	S	
FEDERAL 25-4	25	200S	210E	4301930743	8181	Federal	State	GW	S	
FEDERAL 23-4	23	200S	210E	4301930760	8158	Federal	Federal	GW	S	
FEDERAL 14-4	14	200S	210E	4301930878	8153	Federal	Federal	GW	S	
FEDERAL 12-1	12	200S	210E	4301930881	8145	Federal	Federal	GW	S	
FEDERAL 11-2	11	200S	210E	4301930882	8143	Federal	Federal	GW	S	
FEDERAL 11-3	11	200S	210E	4301930884	8144	Federal	Federal	GW	S	
FEDERAL 13-4	13	200S	210E	4301930885	8149	Federal	Federal	GW	S	
FEDERAL 19-1A	19	200S	220E	4301930896	8201	Federal	Federal	GW	S	
FEDERAL 24-4	24	200S	210E	4301930900	8208	Federal	Federal	GW	S	
FEDERAL 24-1	24	200S	210E	4301931010	11189	Federal	Federal	GW	S	
FEDERAL 10-2	10	200S	210E	4301931210	8207	Federal	Federal	GW	S	
FEDERAL 10-2A	10	200S	210E	4301931400	14043	Federal	Federal	GW	S	
FEDERAL 14-6	14	200S	210E	4301931421	14803	Federal	Federal	GW	S	
FEDERAL 14-7	14	200S	210E	4301931422	14780	Federal	Federal	GW	S	
FEDERAL 24-6	24	200S	210E	4301931423	14779	Federal	Federal	GW	S	
FEDERAL 23-6	23	200S	210E	4301931424	14848	Federal	Federal	GW	S	
FEDERAL 15-8	15	200S	210E	4301931434	15006	Federal	Federal	GW	S	
FEDERAL 15-7	15	200S	210E	4301931435	14868	Federal	Federal	GW	S	
FEDERAL 14-5	14	200S	210E	4301931436	14805	Federal	Federal	GW	S	
FEDERAL 11-6	11	200S	210E	4301931437	14869	Federal	Federal	GW	S	
FEDERAL 14-8	14	200S	210E	4301931439	14804	Federal	Federal	GW	S	
FEDERAL 22-2	22	200S	210E	4301931440	14847	Federal	Federal	GW	S	
FEDERAL 15-5	15	200S	210E	4301931441	14952	Federal	Federal	GW	S	
FEDERAL 23-5	23	200S	210E	4301931442	15007	Federal	Federal	GW	S	
FEDERAL 24-5	24	200S	210E	4301931443	14960	Federal	Federal	GW	S	
FEDERAL 25-5	25	200S	210E	4301931444	14849	Federal	Federal	GW	S	
STATE 16-42	16	220S	170E	4301931605	17278	State	State	GW	S	GUNNISON VALLEY
State 1-34	34	210S	230E	4301950067	19876	State	State	OW	S	

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: SEE ATTACHED LIST
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 checked="" type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: SEE ATTACHED LIST	
2. NAME OF OPERATOR: Rockies Standard Oil Company, LLC		9. API NUMBER: SEE LIST
3. ADDRESS OF OPERATOR: 1411 E 840 N CITY Orem STATE UT ZIP 84097	PHONE NUMBER: (801) 224-4771	10. FIELD AND POOL, OR WILDCAT: Greater Cisco
4. LOCATION OF WELL FOOTAGES AT SURFACE: SEE ATTACHED LIST		COUNTY: Grand County
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

CHANGE OF OPERATOR

PREVIOUS OPERATOR:
Rose Petroleum (Utah), LLC
383 Inverness Parkway, Ste 330
Englewood, CO 80112
(303) 814-0388

Jy Wilson

NEW OPERATOR:
Rockies Standard Oil Company, LLC
1411 East 840 North
Orem, UT 84097
(801) 224-4771

Be advised that Rockies Standard Oil Company, LLC is responsible under the terms and conditions of the related leases for the operations conducted upon the leased lands. Bond coverage is covered by Bond No. 1001696855.A

NAME (PLEASE PRINT) <u>Kimball Hodges</u>	TITLE <u>Manager</u>
SIGNATURE	DATE <u>7/20/16</u>

(This space for State use only)

APPROVED

RECEIVED

JUL 27 2016

SEP 14 2016

(See Instructions on Reverse Side)

DIV. OIL GAS & MINING
BY: Rachel Medina

DIV. OF OIL, GAS & MINING

WELLS

API NUMBER	WELL NAME	LOCATION
43-019-31210-00-00	FEDERAL 10-2	20S-21E, SEC 10:NESW, GRAND CO., UT
43-019-31400-00-00	FEDERAL 10-2A	20S-21E, SEC 10:NWSE, GRAND CO., UT
43-019-30485-00-00	FEDERAL 11-1	20S-21E, SEC 11:NWSW, GRAND CO., UT
43-019-30882-00-00	FEDERAL 11-2	20S-21E, SEC 11:SESE, GRAND CO., UT
43-019-30884-00-00	FEDERAL 11-3	20S-21E, SEC 11:SWSW, GRAND CO., UT
43-019-31437-00-00	FEDERAL 11-6	20S-21E, SEC 11:SESW, GRAND CO., UT
43-019-30881-00-00	FEDERAL 12-1	20S-21E, SEC 12:SWSW, GRAND CO., UT
43-019-30348-00-00	FEDERAL 13-1	20S-21E, SEC 13:SWSW, GRAND CO., UT
43-019-30673-00-00	FEDERAL 13-2	20S-21E, SEC 13:SESW, GRAND CO., UT
43-019-30885-00-00	FEDERAL 13-4	20S-21E, SEC 13:NWSE, GRAND CO., UT
43-019-30430-00-00	FEDERAL 14-1	20S-21E, SEC 14:NWNW, GRAND CO., UT
43-019-30436-00-00	FEDERAL 14-1A	20S-21E, SEC 14:NWNW, GRAND CO., UT
43-019-30487-00-00	FEDERAL 14-2	20S-21E, SEC 14:NENE, GRAND CO., UT
43-019-30488-00-00	FEDERAL 14-3	20S-21E, SEC 14:NESE, GRAND CO., UT
43-019-30878-00-00	FEDERAL 14-4	20S-21E, SEC 14:SWSW, GRAND CO., UT
43-019-31436-00-00	FEDERAL 14-5	20S-21E, SEC 14:NENW, GRAND CO., UT
43-019-31421-00-00	FEDERAL 14-6	20S-21E, SEC 14:SWNW, GRAND CO., UT
43-019-31422-00-00	FEDERAL 14-7	20S-21E, SEC 14:SWNE, GRAND CO., UT
43-019-31439-00-00	FEDERAL 14-8	20S-21E, SEC 14:SWSE, GRAND CO., UT
43-019-30585-00-00	FEDERAL 15-1	20S-21E, SEC 15:NESE, GRAND CO., UT
43-019-30636-00-00	FEDERAL 15-2	20S-21E, SEC 15:NWNW, GRAND CO., UT
43-019-30637-00-00	FEDERAL 15-3	20S-21E, SEC 15:NENE, GRAND CO., UT
43-019-31441-00-00	FEDERAL 15-5	20S-21E, SEC 15:NWSE, GRAND CO., UT
43-019-31435-00-00	FEDERAL 15-7	20S-21E, SEC 15:SESW, GRAND CO., UT
43-019-31434-00-00	FEDERAL 15-8	20S-21E, SEC 15:SWSE, GRAND CO., UT
43-019-30896-00-00	FEDERAL 19-1A	20S-21E, SEC 19:SWNW, GRAND CO., UT
43-019-30302-00-00	FEDERAL 19-3	20S-21E, SEC 19:SWSW, GRAND CO., UT
43-019-30625-00-00	FEDERAL 22-1	20S-21E, SEC 22:SENE, GRAND CO., UT

WELLS

API NUMBER	WELL NAME	LOCATION
43-019-31440-00-00	FEDERAL 22-2	20S-21E, SEC 22:NWNE, GRAND CO., UT
43-019-30355-00-00	FEDERAL 23-1	20S-21E, SEC 23:SWNE, GRAND CO., UT
43-019-30586-00-00	FEDERAL 23-2	20S-21E, SEC 23:NWNW, GRAND CO., UT
43-019-30588-00-00	FEDERAL 23-3	20S-21E, SEC 23:SESW, GRAND CO., UT
43-019-30760-00-00	FEDERAL 23-4	20S-21E, SEC 23:NWSE, GRAND CO., UT
43-019-31442-00-00	FEDERAL 23-5	20S-21E, SEC 23:NENE, GRAND CO., UT
43-019-31424-00-00	FEDERAL 23-6	20S-21E, SEC 23:SESW, GRAND CO., UT
43-019-31010-00-00	FEDERAL 24-1	20S-21E, SEC 24:SWSW, GRAND CO., UT
43-019-30530-00-00	FEDERAL 24-2	20S-21E, SEC 24:NWNW, GRAND CO., UT
43-019-30432-00-00	FEDERAL 24-3	20S-21E, SEC 24:SWSE, GRAND CO., UT
43-019-30900-00-00	FEDERAL 24-4	20S-21E, SEC 24:NWNE, GRAND CO., UT
43-019-31443-00-00	FEDERAL 24-5	20S-21E, SEC 24:SWNW, GRAND CO., UT
43-019-31423-00-00	FEDERAL 24-6	20S-21E, SEC 24:NWSE, GRAND CO., UT
43-019-30359-00-00	FEDERAL 25-1	20S-21E, SEC 25:SWNE, GRAND CO., UT
43-019-30587-00-00	FEDERAL 25-2	20S-21E, SEC 25:SWSW, GRAND CO., UT
43-019-30575-00-00	FEDERAL 25-3	20S-21E, SEC 25:SESE, GRAND CO., UT
43-019-30743-00-00	FEDERAL 25-4	20S-21E, SEC 25:NENW, GRAND CO., UT
43-019-31444-00-00	FEDERAL 25-5	20S-21E, SEC 25:SESW, GRAND CO., UT
43-019-30429-00-00	FEDERAL 30-1	20S-22E, SEC 30:SWNW, GRAND CO., UT
43-019-30308-00-00	FEDERAL 31-1A	20S-22E, SEC 31:NENW, GRAND CO., UT
43-019-15107-00-00	UNION GOVT II-1	20S-21E, SEC 24:NWSW, GRAND CO., UT

WELLS

API NUMBER	WELL NAME	LOCATION
43-019-15100-00-00	CPSKY PHLPS FEE 8-1	20S-24E, SEC 08:NWNW, GRAND CO., UT
43-019-30347-00-00	STATE 32-1	20S-22E, SEC 32:SEW, GRAND CO., UT
43-019-30058-00-00	THUNDERBIRD 1	20S-24E, SEC 32:NWNW, GRAND CO., UT

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: ML 48144
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: Gunnison Valley Unit
2. NAME OF OPERATOR: Rockies Standard Oil Company, LLC		8. WELL NAME and NUMBER: State 16-42
3. ADDRESS OF OPERATOR: 1411 E 840 N <small>CITY</small> Orem <small>STATE</small> UT <small>ZIP</small> 84097	PHONE NUMBER: (801) 224-4771	9. API NUMBER: 4301931605
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2108' FNL, 0559' FEL		10. FIELD AND POOL, OR WILDCAT: Wildcat
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENE 16 22S 17E S		COUNTY: Grand County
		STATE: UTAH

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

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

PREVIOUS OPERATOR: Rose Petroleum (Utah), LLC 383 Inverness Parkway, Ste 330 Englewood, CO 80112 (303) 814-0388 <i>[Signature]</i>	NEW OPERATOR: Rockies Standard Oil Company, LLC 1411 East 840 North Orem, UT 84097 (801) 224-4771
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Be advised that Rockies Standard Oil Company, LLC is responsible under the terms and conditions of the related lease for the operations conducted upon the leased lands. Bond coverage is covered by Bond No. 1001696855.A

NAME (PLEASE PRINT) <u>Kimball Hodges</u>	TITLE <u>Manager</u>
SIGNATURE <i>[Signature]</i>	DATE <u>7/20/16</u>

(This space for State use only)

APPROVED

SEP 14 2016

DIV OIL GAS & MINING (See Instructions on Reverse Side)
BY: *Rachael Medina*

RECEIVED
JUL 27 2016
DIVISION 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: ML 49496
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 checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____			7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Rockies Standard Oil Company, LLC			8. WELL NAME and NUMBER: State 1-34
3. ADDRESS OF OPERATOR: 1411 E 840 N CITY Orem STATE UT ZIP 84097		PHONE NUMBER: (801) 224-4771	9. API NUMBER: 4301950067
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0521' FNL, 0712' FEL COUNTY: Grand County QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 34 21S 23E S STATE: UTAH			10. FIELD AND POOL, OR WILDCAT: Greater Cisco

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 checked="" 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.

CHANGE OF OPERATOR

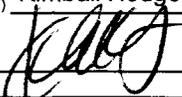
PREVIOUS OPERATOR:
Rose Petroleum (Utah), LLC
383 Inverness Parkway, Ste 330
Englewood, CO 80112
(303) 814-0388



NEW OPERATOR:
Rockies Standard Oil Company, LLC
1411 East 840 North
Orem, UT 84097
(801) 224-4771



Be advised that Rockies Standard Oil Company, LLC is responsible under the terms and conditions of the related lease for the operations conducted upon the leased lands. Bond coverage is covered by Bond No. 1001696855.A

NAME (PLEASE PRINT) <u>Kimball Hodges</u>	TITLE <u>Manager</u>
SIGNATURE 	DATE <u>7/20/16</u>

(This space for State use only)

APPROVED

SEP 14 2016

(See Instructions on Reverse Side)

(5/2000)

DIV OIL GAS & MINING
BY: Derek Medina

RECEIVED
JUL 27 2016

DIV. OF OIL, GAS & MINING

ASSIGNMENT AND BILL OF SALE OF BONDS

THIS ASSIGNMENT AND BILL OF SALE (this "Assignment") executed by **ROSE PETROLEUM (UTAH) LLC**, a Delaware limited liability company (hereinafter called "Assignor"), with an office at 383 Inverness Parkway, Suite 330, Englewood, CO 80112, to **ROCKIES STANDARD OIL COMPANY, LLC**, a Delaware limited liability company (hereinafter called "Assignee"), with an office at 1411 East 840 North, Orem, Utah, 84097, dated effective April 1, 2016 (said day being hereinafter called the "Effective Time").

All capitalized terms not defined herein shall have the meanings ascribed to them in that certain Purchase and Sale Agreement dated March 13, 2014, executed by and between Assignor and Assignee and/or that certain Side Agreement to Purchase and Sale Agreement between Assignor and Assignee dated effective April 1, 2016.

ARTICLE I **Assignment of Bonds**

Assignor, for Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid by Assignee, the receipt and sufficiency of which consideration are hereby acknowledged and confessed, by these presents does hereby ASSIGN, TRANSFER, SET OVER, RELEASE and DELIVER unto Assignee ALL (100.0%) of Assignor's right, title, and interest in and to the following described bonds and/or bonding instruments:

- (a) State of Utah School and Institutional Trust Lands Administration Bond # 5605 in the amount of \$15,000.00;
- (b) Utah Division of Oil Gas and Mining statewide blanket bond #1001696855 in the amount of \$120,000.00; and
- (c) United States Department of the Interior Bureau of Land Management bond #UTB000645 in the amount of \$280,000.00;

as well as, without limitation, any and all proceeds and/or refunds of the same. All of the bonds and/or bonding instruments (a) through (c) above are hereinafter collectively called the "Bonds".

TO HAVE AND TO HOLD the Bonds unto Assignee, its respective successors and assigns forever, subject, however, to the matters set forth herein. The Bonds are assigned by Assignor and accepted by Assignee expressly subject to the terms and conditions of that Side Agreement to Purchase and Sale Agreement dated effective April 1, 2016 executed by and between Assignor and Assignee.

ARTICLE III
Miscellaneous

Section 3.1 Further Assurances. Assignor covenants and agrees to execute and deliver to Assignee all such other and additional instruments and other documents and will do all such other acts and things as may be necessary more fully to assure to Assignee or its successors or assigns, all of the respective rights and interests herein and hereby assigned or intended to be assigned, including without limitation, executing separate assignments of individual bonds or bonding instruments, which are included in the Bonds and which are necessary to facilitate the recognition of Assignee's ownership of the Bonds.

Section 3.2 Successors and Assigns. All of the provisions hereof shall inure to the benefit of and be binding upon the respective successors and assigns of Assignor and Assignee. All references herein to either Assignor or Assignee shall include their respective successors and assigns.

Section 3.3 Counterparts. This Assignment is being executed in several original counterparts, no fewer than four (4), all of which are identical, and each such counterpart hereof shall be deemed to be an original instrument, but all such counterparts shall constitute but one and the same assignment.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed on the dates of their respective acknowledgments set forth below, to be effective, however, as of the Effective Time.

Assignor

ROSE Petroleum (UTAH) LLC

By: _____

Ty Watson, its President

Assignee

ROCKIES STANDARD OIL COMPANY, LLC

By: _____

Name: KIMBAU HODGES

Title: Manager of Petro Fuego, LLC; Petro Fuego, LLC as Manager of Rockies Standard Oil Company, LLC.



Rachel Medina <rachelmedina@utah.gov>

Bonding

1 message

Rachel Medina <rachelmedina@utah.gov>
To: Kimball Hodges <khodges@rockiesstandard.com>

Wed, Aug 24, 2016 at 3:37 PM

Hi Kimball,

We will be able to move forward with moving the statewide blanket bond from Rose to individual bonds with Rockies. Below is the break down of what Dustin is going to require for each well.

CPSKY PHLPS FEE 8-1 \$15,000

Thunderbird 1 \$1,500

State 32-1 \$15,000.00

State 16-42 \$30,000

State 1-34 \$30,000.00-Once you have final inspection on this well you can submit a letter requesting a bond release on the funds.

Bring a total of \$91,500.00. What I need from Rockies now is a Form 4B.2 on each well. The bond number is going to be the check number (1001696885), then if you could add an alpha character to the end (e.g 1001696885a, 1001696885b) this help to keep the records clear in our system.

Rockies currently has two cash bonds with the Division, but as a precaution if you could also submit a current IRS W-9 form for the bank that holds our bonds that would be greatly appreciated.

Also, to have a clear account, if you would submit a letter with the above forms stating that you're using the blanket bond as individual bond. Follow that up with a request to release the remaining \$28,500 that per the submitted agreement needs to be sent to Rockies Standard and the address we should mail the check to.

To answer Brad's question the two years audited financials would need to be reviewed by an independent certified public accountant.

If you have any question please let me know. In regards to this matter...because I am handling multiple task that take me away from my desk recently, if you try to call or email me and I'm not available you may call my cell phone [REDACTED]

Thanks!

—
Rachel Medina
Division of Oil, Gas & Mining
Bonding Technician
801-538-5260



1411 East 840 North, Orem, Utah 84097

RECEIVED
AUG 31 2016
DIV. OF OIL, GAS & MINING

August 30, 2016

To: Utah Department of Oil, Gas, and Mining – Department of Natural Resources
ATTN: Rachel Medina
1594 W North Temple, Suite 1210
Salt Lake City, UT 84116

RE: Moving Rose Blanket Bond to Rockies Individual Bonds 1001696885a, 1001696885b, 1001696885c, 1001696885d, and 1001696885e and Releasing Balance to Rockies

Enclosed is a completed Form 4B.2 for each of five wells recently acquired from Rose Petroleum (Utah), LLC (“Rose”) for which Rockies Standard Oil Company, LLC (“RSOC”) will assume operations. Rose assigned its blanket DOGM bond (1001696855) to Rockies, but Rockies requests that Rose’s statewide bond instead be used to bond these wells on an individual basis rather than blanket.

Rockies further requests that the balance of the Rose blanket bond (such balance in the amount of \$28,500.00) be released to Rockies at:

Rockies Standard Oil Company, LLC
Attn: Operations
1411 East 840 North
Orem, UT 84097

Your help and prompt attention to this matter is greatly appreciated.

Sincerely,

Kimball Hodges
Manager of PetroFuego, LLC
Manager for Rockies Standard Oil Company, LLC