

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

FORM 3

AMENDED REPORT
(highlight changes)

APPLICATION FOR PERMIT TO DRILL				5. MINERAL LEASE NO: UTU-027483	6. SURFACE: BLM
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>				7. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
8. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>				8. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: Running Foxes Petroleum, Inc.				9. WELL NAME and NUMBER: 30-11	
3. ADDRESS OF OPERATOR: 70603 S Tucson Wy. Centennial STATE Co ZIP 80112			PHONE NUMBER: 303/617-7242	10. FIELD AND PROD. OR WILDCAT: Greater Cisco	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 3363' from N line and 2140' from W line 646689X 39.035533 AT PROPOSED PRODUCING ZONE: Same as surface 4321912Y -109.357107				11. QTR/CTR. SECTION, TOWNSHIP, RANGE, MERIDIAN: NE SW Sec 30 T 20S, R 24E	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 4.4 miles N of Cisco, Utah				12. COUNTY: Grand	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 550		16. NUMBER OF ACRES IN LEASE: 599.52		17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40 acres	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 1400'		19. PROPOSED DEPTH: 1350'		20. BOND DESCRIPTION: UTB 000207	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 4485' ungraded GL		22. APPROXIMATE DATE WORK WILL START: 7/10/06		23. ESTIMATED DURATION: 21 days	

PROPOSED CASING AND CEMENTING PROGRAM

24. SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
	see attached		

ATTACHMENTS

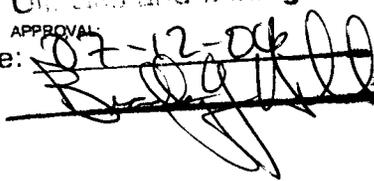
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
 EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER

- COMPLETE DRILLING PLAN
 FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

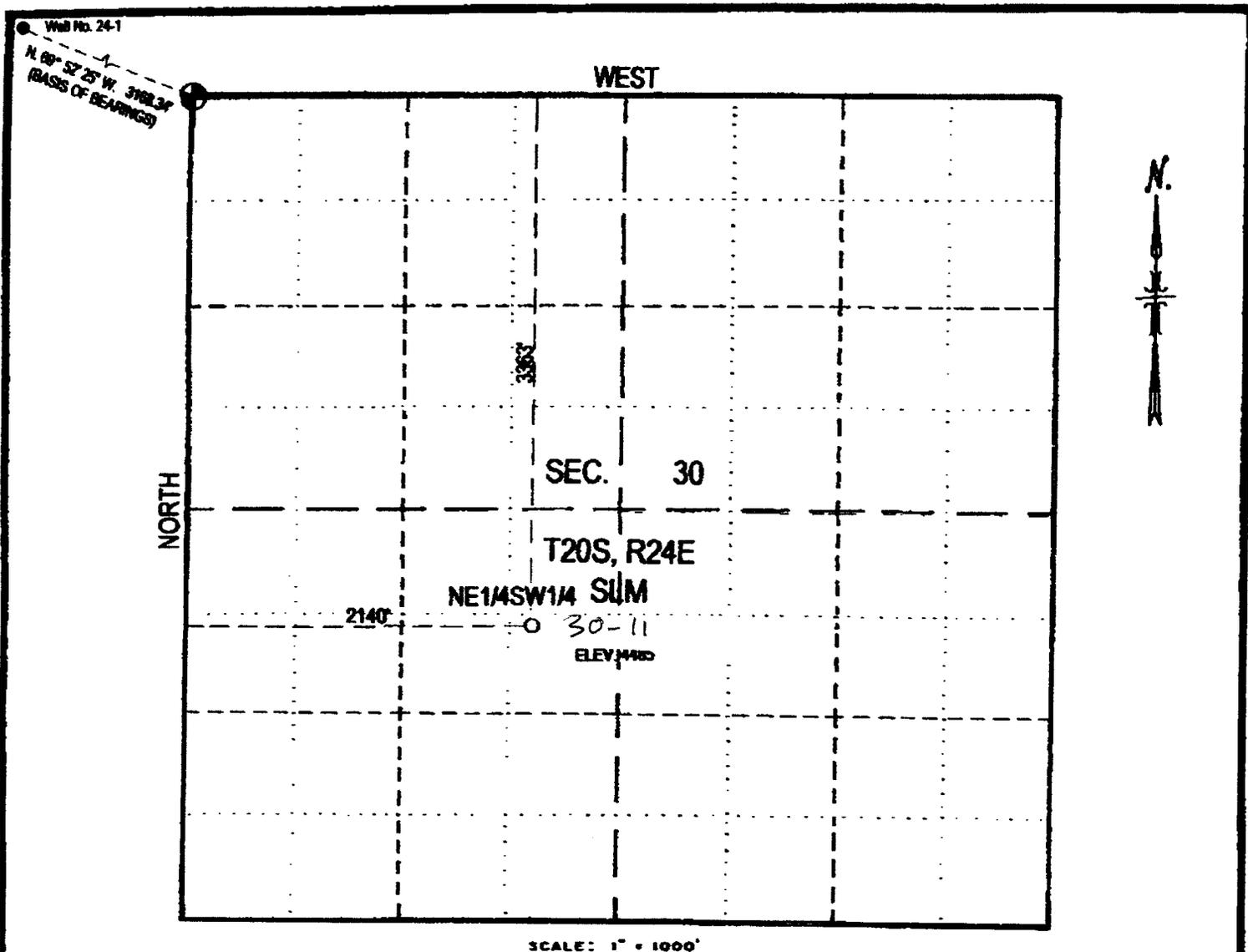
NAME (PLEASE PRINT) **Greg Simonds** TITLE **V.P. Operations**
SIGNATURE  DATE _____

(This space for State use only)
API NUMBER ASSIGNED: **43-019-31482**

Approved by the
Utah Division of
Oil, Gas and Mining
APPROVAL
Date: **07-12-06**
By: 

RECEIVED
JUN 26 2006
DIV. OF OIL, GAS & MINING

Federal Approval of this Action is Necessary



Located 3363 feet FNL and 2140 feet FWL in Section 30, T20S, R24E, SLM.

Grand County, Utah



SURVEYOR'S CERTIFICATE

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

Udell S. Williams
Utah RLS No. 2573



UDELL S. WILLIAMS
449 E. Scenic Dr.
Grand Junction, CO 81503

PLAT OF
PROPOSED LOCATION
30-11
NE1/4SW1/4 SEC. 30
T20S, R24E, SLM

SURVEYED BY: USW DATE: 11/20/2003
DRAWN BY: USW DATE: 11/25/2003

Formerly Trisha

Form 3160-3
(September 2001)

FORM APPROVED
OMB No. 1004-0136
Expires January 31, 2004

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
UTU-027403

6. If Indian, Allottee or Tribe Name

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

8. Lease Name and Well No.
30-11

9. API Well No.
43-019-

10. Field and Pool, or Exploratory
Greater Cisco

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 30, T20S, R24E, SLM

12. County or Parish
Grand

13. State
Utah

1a. Type of Work: DRILL REENTER

1b. Type of Well: Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
Running Foxes Petroleum, Inc.

3a. Address
14550 E Easter Ave. # 1000 Centennial, Co. 80112 303-617-7242

4. Location of Well (Report location clearly and in accordance with any State requirements.)*
At surface 3363 ft from north line and 2140 ft from west line (NESW)
At proposed prod. zone Same as at surface (vertical well)

14. Distance in miles and direction from nearest town or post office*
4.4 miles north of Cisco, Utah (see Attachments 2 and 3b)

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

16. No. of Acres in lease
599.52

17. Spacing Unit dedicated to this well
Well separations: 400 ft oil; 1300 ft gas

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft.
1400 feet

19. Proposed Depth
1350 feet

20. BLM/BIA Bond No. on file
UTB-0001236
Running Foxes Petroleum, Inc.

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
4485 feet ungraded GL

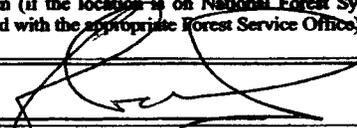
22. Approximate date work will start*

23. Estimated duration
21 days

24. Attachments 1a, 1b, 2, 3a, 3b, 3c, and 6

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:

- 1. Well plat certified by a registered surveyor.
- 2. A Drilling Plan.
- 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- 4. Bond to cover the operations unless covered by an existing bond on file (see item 20 above). See attachment 3a
- 5. Operator certification. See attachment 3a
- 6. Such other site specific information and/or plans as may be required by the authorized officer. Production equipment plat

25. Signature  Name (Printed/Typed) Greg Simonds Date 4/20/06

Title Operations V.P.

Approved by (Signature) Name (Printed/Typed) Date

Title Office

Application approval does not warrant or certify the 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, are attached.

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 reverse)

RECEIVED
JUN 26 2006
DIV. OF OIL, GAS & MINING

Dean 435-820-0238 Water
High Desert Excavation

Attn: Greg Simmons

NOTICE OF ASSESSMENT OF GREEN RIVER CANAL CO., - GREEN RIVER, UTAH

Notice is hereby given that at a meeting of the board of directors held on October 09, 2005, an assessment of \$12.00 per share was levied on the capital and/or secondary stock of the corporation payable at the office of the undersigned Secretary at Green River, Utah on or before:

NOVEMBER 30, 2005

pd 11/10/05
2373
\$62.00

At said meeting, pursuant to Article XV, of the Articles of Incorporation of the Company, there was levied a minimum service charge of \$50.00 against each stockholder for the year 2005.

Any stock upon which assessment and/or service charge may remain unpaid on **NOVEMBER 30, 2005**, will be delinquent and advertised for sale at public auction and unless payment is made before will be sold on **December 31, 2005** to pay said delinquencies together with the cost of advertising and expense of sale.

J. A. Scott
Secretary
Green River, Utah

Total Shares	1
Stock Assessment	\$ 12.00
Service Charge	\$ 50.00
TOTAL DUE	\$ 62.00

Board of Directors Green River Canal Company:

Glenn Baxter	Von Bowerman	Edward Hansen
Dean King	Tim Vetere	

DUE NO LATER THAN NOV 30

Well 30-11

Running Foxes Petroleum, Inc.
14550 E. Easter Ave. # 1000
Centennial, Colorado 80112
Managing Member: Greg Simonds (970) 361-6311
Consulting Geologist: David L. Allin (970) 254-3114

30-11 Drilling Plan

3363' fnl, 2140' fwl (NESW) Sec. 30, T20S, R24E, SLM, Grand County, Utah

Location access (Refer to Attachment 3b): From Exit 214 I-70, proceed north on Book Cliffs Road (paved) for 100 feet, turn left toward west on Danish Flat county road and proceed northwesterly for 0.4 mile, turn left toward south onto graded dirt road and proceed along west side of abandoned gravel pit 0.3 mile, turn right toward the west, proceed down the draw into Danish Wash and across the flats a total of 0.6 mile, turn left toward the south and proceed southwesterly 0.2 mile onto the Trisha Federal location. Exit 214 is 49 miles northeast of Moab, UT via US 191, UT 128 and county road through Cisco, UT, 64 miles from Moab via US 191 and I-70, 47 miles west of Grand Junction, CO via I-70 and 153 miles from Vernal, UT via US 40 through Rangely, CO on CO 64, over Douglas Pass on CO 139 to Loma, CO and I-70.

Projected tops:	Mancos Shale	Surface	(Elevation GL 4485')
	Dakota Fm marker	435'	Oil & natural gas (possible water)
	Cedar Mountain Fm	583'	Natural gas (possible water)
	Morrison Fm		
	Brushy Basin Mbr	668'	Oil and natural gas
	Salt Wash Mbr	948'	Natural gas
	Entrada Ss	1268'	Oil
	TD	1350'	

Construction program:

- ☼ Air, mist and/or foam circulation using 5-7% KCl water injection below Dakota
- ☼ Minimum 1500 psi rated BOP with 500 psi rated diverter and 100' min. 4" blooie line to pit
- ☼ 11" hole to 120' below GL elevation to set 7" 23 ppf, J-55 (or better) surface casing with Class A cement circulated back to surface. Estimate 50 sacks (2.2 cubic yards) with slurry yield of 1.18 cubic feet per sack including 25% excess.
- ☼ 6 ½ " hole to 1350' below KB to set 4.5" 10.5 ppf, J-55 (or better) long string and cement with Class A slurry from TD to 400'. Estimate 121 sacks (5.3 cubic yards) with slurry yield of 1.18 cubic feet per sack including 25% excess.
- ☼ Run 2 3/8" tubing for completion testing

Operations will be conducted during daylight hours only except possibly upon reaching TD, running the long string and cementing same.

Casing decision will be made based upon drilled shows and no open-hole logs will be run.

Well will be killed with 5-7% KCl water or KCl/gel/polymer mud to run long string.

Depending upon circulation and gas/fluid influx conditions, a contingency plan to advance the hole with mud below the Cedar Mountain Fm will be in place.

Bureau of Land Management
Price, Moab and Monticello Field Offices, Utah
Application for Permit to Drill
On-Site Inspection Checklist

Company Running Foxes Petroleum, Inc. Well No. 30-11

Location: Sec. 30, T. 20S, R. 24E, Lease No. UTU-027403

On-Site Inspection Date 2006

All operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR § 3100 & 43 CFR § 3160), Onshore Oil and Gas Orders, the approved plan of operations and the conditions of approval. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

A. DRILLING PROGRAM

1. Surface Formation and Estimated Formation Tops: Mancos Shale surface, Dakota Formation marker 435', Cedar Mountain Formation 583', Brushy Basin Member of Morrison Formation 668', Salt Wash Member of Morrison Formation 948', Entrada Sandstone 1268'

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

Depth/Formation

Expected Oil Zones: 450'/Dakota, 668'/Brushy Basin, 1268'/Entrada

Expected Gas Zones: 450'/Dakota, 583'/Cedar Mtn, 948'/Salt Wash

Expected Water Zones: Layers in any pre-Mancos formation can be saline aquifers

Expected Mineral Zones: 435'/Dakota (possible thin coal beds)

All fresh water and prospectively valuable minerals encountered during drilling will be recorded by depth and will be cased and cemented. When possible, water flow rates will be measured and samples will be taken and analyzed with the results being submitted to BLM. All oil and gas shows will be tested to determine commercial potential.

3. Pressure Control Equipment -include schematics of the BOP and choke manifold, and describe testing procedures: Double ram (pipe and blind) BOP with minimum working pressure rating of 2000 psi equipped with accumulator for remote operation and rotating head/diverter with minimum working pressure rating of 2000 psi. BOP will be tested for ten minutes holding 2000 psi prior to drilling through surface casing shoe. See schematic diagram of typical equipment depicted by APD Attachment 3c.

BOP systems will be consistent with API RP 53 and Onshore Oil and Gas Order No. 2 as allowed under the Greater Cisco Area variance dated May 14, 2003. Pressure tests of the surface casing and all BOP equipment potentially subject to pressure will be conducted before drilling the surface casing shoe. Blowout preventer controls will be installed prior to drilling the surface casing shoe and will remain in use until the well is completed or abandoned. Ram preventers shall be inspected and operated each trip (no more than once a day is necessary), and annular preventers shall be inspected and operated weekly to ensure good mechanical working order. These inspections shall be

recorded in the drilling log and in the daily drilling report.

4. Casing Program and Auxiliary Equipment -include casing size, weight, grade, thread and coupling, setting depth and condition (new or acceptably reconditioned): 120' new 7" J-55 ST&C 23 ppf (or better) surface casing. 1350' reconditioned 4.5" J-55 LT&C 10.5 ppf (or better) long string casing.
5. Cement -include the cement type, density, yield, additives and amount used in setting each casing string. Also include the anticipated cement fill-up. If stage cementing, describe techniques: Surface casing will be cemented to surface with an estimated 50 sacks (including 25% excess) of 15.6 ppg Class A slurry that yields 1.18 cubic feet per sack. The long string will be cemented from TD to 400' with 121 sacks (including 25% excess) of 15.6 ppg Class A slurry yielding 1.18 cubic feet per sack. Cello-flake will be added to control fluid loss.

Surface casing shall be cemented back to surface. Centralizers shall be run, at a minimum, on the bottom three joints of each casing string.

6. Mud Program and Circulating Medium -include mud components and weights. When air drilling, also include: length and location of blooie line; description of the auto ignitor; description of the deduster equipment; and amounts, types and characteristics of stand-by mud: Circulating medium will be compressed air with 4-6% KCl water solution injected into the air stream to form mist to stabilize the hole and control dust. Foaming agents will be used as needed to maintain circulation. Excessive fluid flows will be controlled by mixing KCl/gel/polymer mud as needed and the materials will be held on standby in Grand Junction, Colorado for such purposes. 100 bbls of water will be on the location for use as kill fluid. The blooie line will be constructed of 4" minimum diameter pipe that is at minimum 100' in length. The igniter will be a diesel fuel smudge pot.

Due to potential for contamination of usable quality water aquifers, chromates are banned from Federal leases.

Sufficient mud materials will be stored on location to maintain well control and combat lost circulation problems that might reasonably be expected.

7. Coring, Logging and Testing Program: No coring, tests or open logging are planned.

Initial opening of drill stem test tools will be restricted to daylight hours.

8. Abnormal Conditions, Bottom Hole Pressures and Potential Hazards -include anticipated bottomhole pressure and/or pressure gradient. Also list anticipated lost circulation zones, abnormal temperature zones and possible hydrogen sulfide bearing zones: No abnormal temperature conditions or occurrences of hydrogen sulfide are known to exist in the Greater Cisco Field. Zones of lost circulation are not expected, and are unlikely to be recognized with the circulation system being used. The pressure gradient is normal to subnormal. Formation pressure through the depths and formations to be penetrated at this location will be no greater than 550 psi.
9. Any Other Aspects of this Proposal that should be Addressed: None.

B. THIRTEEN POINT SURFACE USE PLAN

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

before initiating construction.

1. Existing Roads:

- a. Proposed route to location is depicted by APD Attachment 3b.
- b. Location of proposed well in relation to town or other reference point: 1.2 miles west of I-70 Exit 214 and 4.4 miles north of Cisco, Utah.
- c. The Grand County Road Department will be made aware of the use of county roads required by this proposal.
- d. Plans for improvement and/or maintenance of existing roads: Will water roads if conditions warrant for control of fugitive dust or clear mud during wet conditions.
- e. Other: BLM road R-O-W UTU-53795 provides access to BLM O&G lease UTU-027403.

2. Planned Access Roads:

- a. Location (centerline): Well pad lies adjacent to existing county road.
- b. Length of new access to be constructed: 250 feet
- c. Length of existing roads to be upgraded: 550 feet of old access road to Bison 2 location.
- d. Maximum total disturbed width: 25 feet.
- e. Maximum travel surface width: 16 to 18 feet.
- f. Maximum grades: N/A.
- g. Turnouts: None required.
- h. Surface materials: Native soils.
- i. Drainage (crowning, ditching, culverts, etc): For production operations breaks in edge berms will be provided to insure that low areas within roadway will drain and avoid pond formation on travel surface.
- j. Cattleguards: None.
- k. Length of new and/or existing roads which lie outside the lease or unit boundary for which a BLM right-of-way is required: N/A.
- l. Other: N/A.

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

If a right-of-way is necessary, no surface disturbing activities shall take place on the subject right-of-way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any

right-of-way facilities.

If a right-of-way is secured, boundary adjustments in the lease or unit shall automatically amend this right-of-way to include that portion of the facility no longer contained within the lease or unit. In the event of an automatic amendment to this right-of-way grant, the prior on-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.

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

If the well is productive, the access road will be rehabilitated or brought to Resource (Class III) Road Standards within 60 days of dismantling the rig. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Field Office Manager will be notified so that temporary drainage control can be installed along the access road.

3. Location of Existing Wells -on a map, show the location of all water, injection, disposal, producing and drilling wells within a one mile radius of the proposed well, and describe the status of each: APD Attachment 3b depicts the locations of wells near the location. Within a one mile radius there are 13 producible oil and/or gas wells. There are no water, injection or disposal wells operating in that area and there are no drilling wells.
4. Location of Production Facilities:
 - a. On-site facilities: If production of oil and gas is established, the on-site facilities will include wellhead, 3-phase separator, production storage tank, water evaporation pit and gas meter with enclosure. See APD Attachment 6 for the layout of the on-site facilities.
 - b. Off-site facilities: None.
 - c. Pipelines: 2" gas production pipeline will parallel access road to tie-in point with gas gathering system operated by Running Foxes Petroleum, Inc.

All permanent (in place for six months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective color to match the standard environmental colors, as determined by the Rocky Mountain Five-State Interagency Committee. 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. Colors will be as follows: Shades that match native soils in the area.

All site security guidelines identified in 43 CFR § 3162.7-5 and Onshore Oil and Gas Order No. 3 shall be followed.

If a gas meter run is constructed, it will be located on lease within 500 feet of the wellhead. The gas flowline will be buried from the wellhead to the meter and will be buried downstream of the meter until it leaves the pad. Meter runs will be housed and/or fenced. The gas meter shall be calibrated prior to first sales and shall be calibrated

quarterly thereafter. All gas production and measurement shall comply with the provisions of 43 CFR § 3162.7, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

If a tank battery is constructed on this lease, it will be surrounded by a berm of sufficient capacity to contain 1½ times the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All oil production and measurement shall conform to the provisions of 43 CFR § 3162.7 and Onshore Oil and Gas Order No. 4.

Production facilities on location may include a lined or unlined produced water pit as specified in Onshore Oil and Gas Order No. 7. If water is produced from the well, an application in conformance with Order No. 7 must be submitted.

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from (describe location and/or show on a map): Commercial sources such as Ute Water in Mack, Colorado or the Thompson Special Service District in Thompson, Utah.

A temporary water use permit for this operation could be obtained from the Utah State Engineer in Price, Utah at (801) 637-1303 but will not be necessary.

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

6. Source of Construction Material:

Pad construction material will be obtained from (if the source is Federally owned, show location on a map): On site native soils and substrate.

The use of materials under BLM jurisdiction will conform to 43 CFR § 3610.2-3.

7. Methods of Handling Waste Disposal:

Describe the methods and locations proposed for safe containment and disposal of waste material, e.g. cuttings, produced water, garbage, sewage, chemicals, etc.

The blooie and reserve pits will be constructed in Mancos Shale, a bentonite-rich aquitard.

The blooie pit will be located at least 100' from the wellhead, and the pit walls will be sloped at no greater than 1 to 1.

The blooie pit shall be located in cut material, with at least 50% of the pit volume being below original ground level. 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. As soon as the reserve pit has dried, all areas not needed for production will be rehabilitated.

Trash must 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.

8. Ancillary Facilities: Portable toilet.

9. Well Site Layout -depict the pit, rig, cut and fill, topsoil, etc. on a plat with a scale of at least 1"=50'. See APD Attachment 1b. No cuts or fills will be required for proposed operations.

All wells, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR § 3162.6.

Access to the well pad will be from the northeast as depicted by APD Attachments 1b and 3b.

The blooie line will be located at a 30 degree angle to the drilling rig, arranged in a straight path with its outlet at least 100 feet from the well head where a diesel smudge pot will serve as an automatic igniter. See APD Attachment 1b.

To minimize the amount of fugitive dust and spray escaping from the blooie pit, water will be injected into the compressed air stream used for the well circulation system and the blooie line effluent will be directed toward a high earth bank at the opposite end of the pit.

10. Plans for Restoration of the Surface:

The top two inches of topsoil material will be removed from the location and stockpiled separately on the margins of the location. See APD Attachment 1b.

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

Immediately upon completion of drilling, all equipment that is not necessary for production shall be removed.

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

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

All road surfacing will be removed prior to the rehabilitation of roads.

Reclaimed roads will have the berms and cuts reduced and will be closed to vehicle use.

All disturbed areas will be recontoured to replicate the natural slope.

The stockpiled topsoil will be evenly distributed over the disturbed area.

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

Seed will be broadcast or drilled between October 1 and December 15, or at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage.

The following seed mixture will be used: Indian ricegrass 4 pounds per acre, Fourwing saltbush 2 pounds per acre and Shadscale 2 pounds per acre.

The abandonment marker will be one of the following, as specified by BLM:

- 1) at least four feet above ground level,
- 2) at restored ground level, or
- 3) below ground level.

In any case the marker shall be inscribed with the following: operator name, lease number, well name and surveyed description (township, range, section and either quarter-quarter or footages).

Additional requirements: N/A.

11. **Surface and Mineral Ownership:** The surface and minerals are Federally owned.

12. **Other Information:**

a. **Archeological Concerns:** Inventory will be made of any resources in the disturbed area of the well site, upgraded road and new access road.

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.

b. **Threatened and Endangered Species Concerns:** None.

c. **Wildlife Seasonal Restrictions:** None.

d. **Off Location Geophysical Testing:** None.

- e. Drainage crossings that require additional State or Federal approval: None.
- f. Other: N/A.

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

Representative:

Name: Greg Simonds

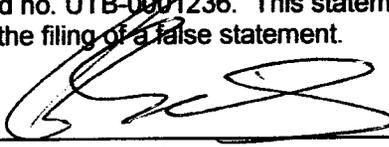
Title: Running Foxes Petroleum, Inc.

Address: 14550 E. Easter Ave. # 1000
Centennial, Co. 80112

Phone No.: (303) 617-7242

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this 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 Running Foxes Petroleum, Inc. 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 BLM bond no. UTB-0001236. This statement is subject to the provisions of 18 U.S.C. § 1001 for the filing of a false statement.



Signature Operations V.P.

Title

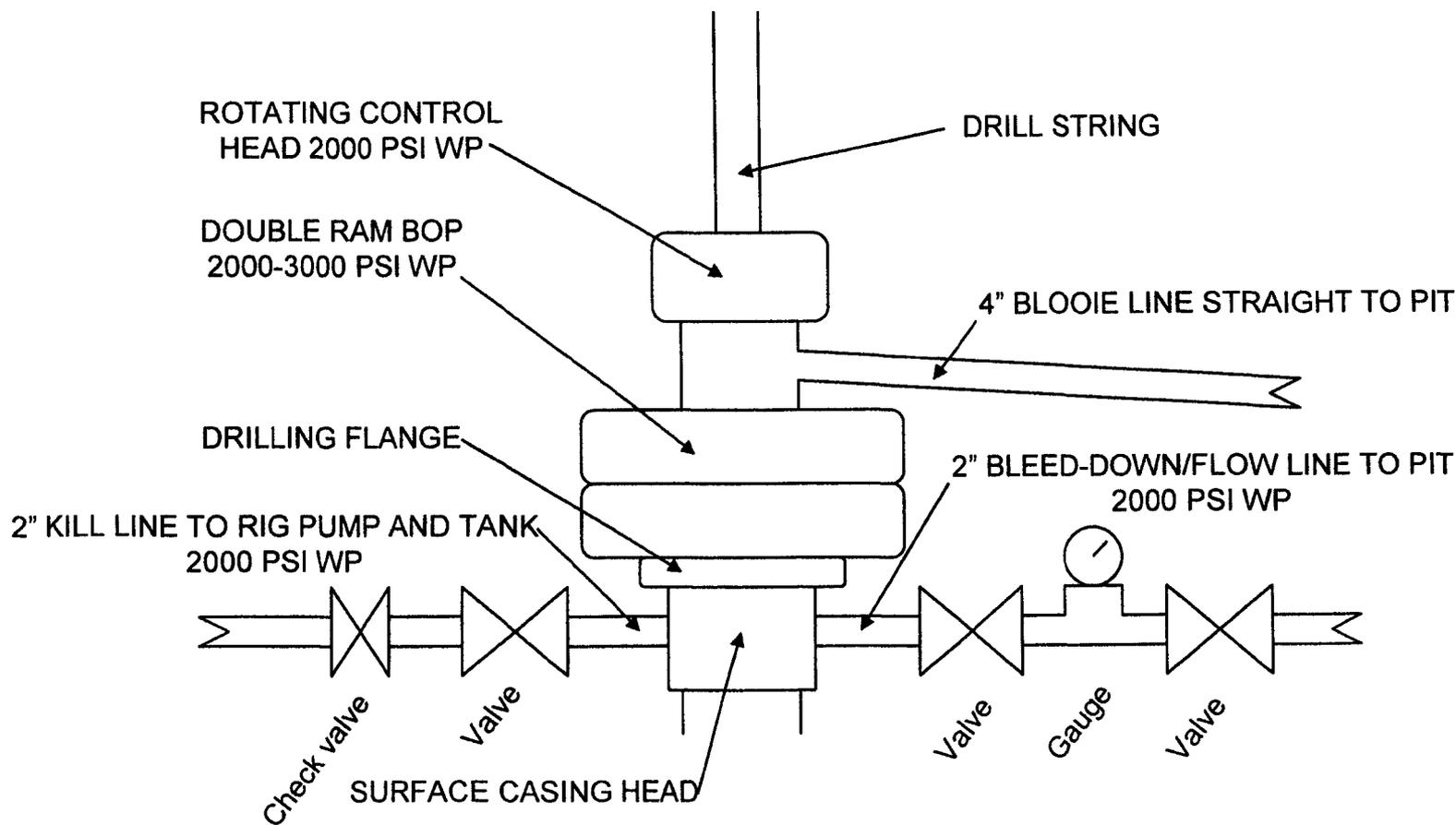
4/20/06

Date

Pressure control system for Greater Cisco Field Operations

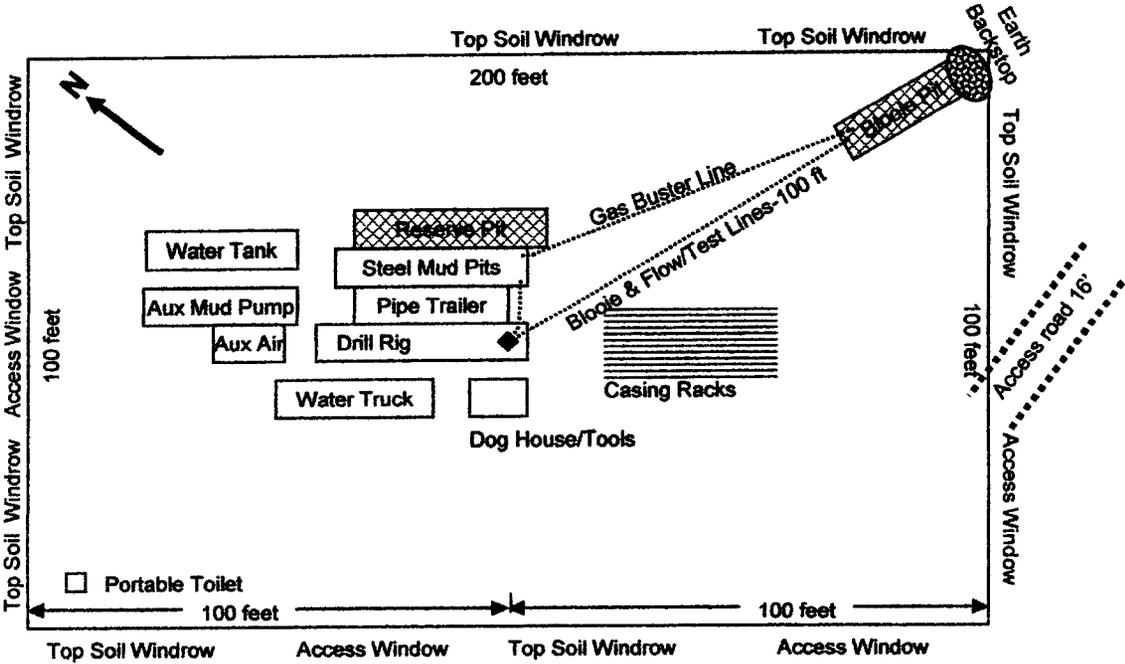
In compliance with Greater Cisco Area variance from Onshore O&G Order No. 2 dated May 14, 2003

Not drawn to scale



Drilling Operation Pad & Equipment Layout

Propetroco, Inc. Number 1 Rig or Equivalent Mobile Drilling Rig

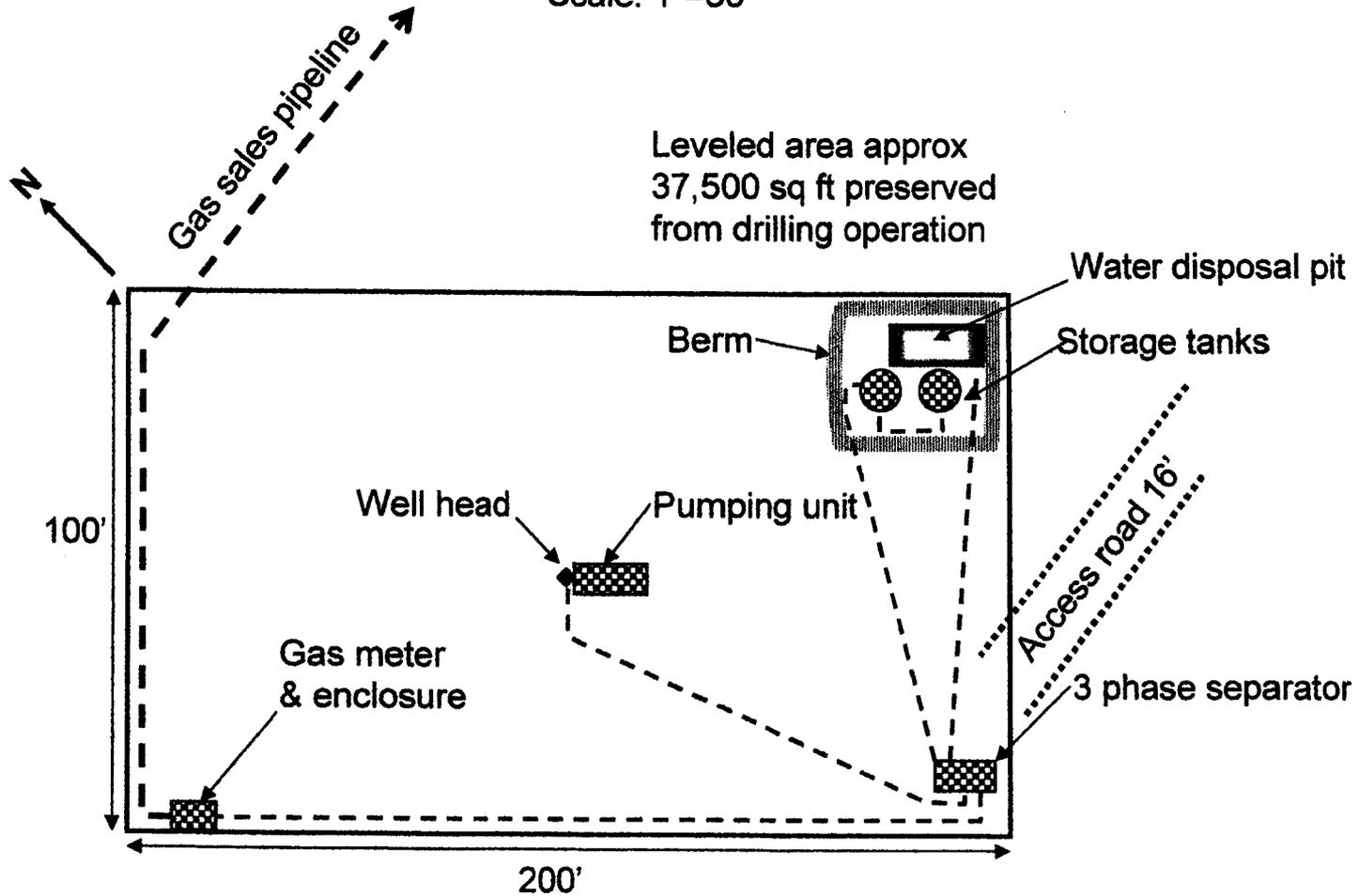


- ◆ Well Head Scale: 1 inch=50 feet Gross possible disturbed area 170 x 270 feet
- Access roads typically 16 feet to 18 feet wide with maximum disturbed width 25 feet

Cut and Fill Diagrams (not applicable)

Equipment Layout for Three Phase Production

Scale: 1"=50'



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 06/26/2006

API NO. ASSIGNED: 43-019-31482

WELL NAME: 30-11
 OPERATOR: RUNNING FOXES PETROLEUM (N2195)
 CONTACT: GREG SIMONDS

PHONE NUMBER: 303-617-7242

PROPOSED LOCATION:

NESW 30 200S 240E
 SURFACE: 3363 FNL 2140 FWL
 BOTTOM: 3363 FNL 2140 FWL
 COUNTY: GRAND
 LATITUDE: 39.03584 LONGITUDE: -109.3052
 UTM SURF EASTINGS: 646689 NORTHINGS: 4321912
 FIELD NAME: GREATER CISCO (205)

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

LEASE TYPE: 1 - Federal
 LEASE NUMBER: UTU-027403
 SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: ENRD
 COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

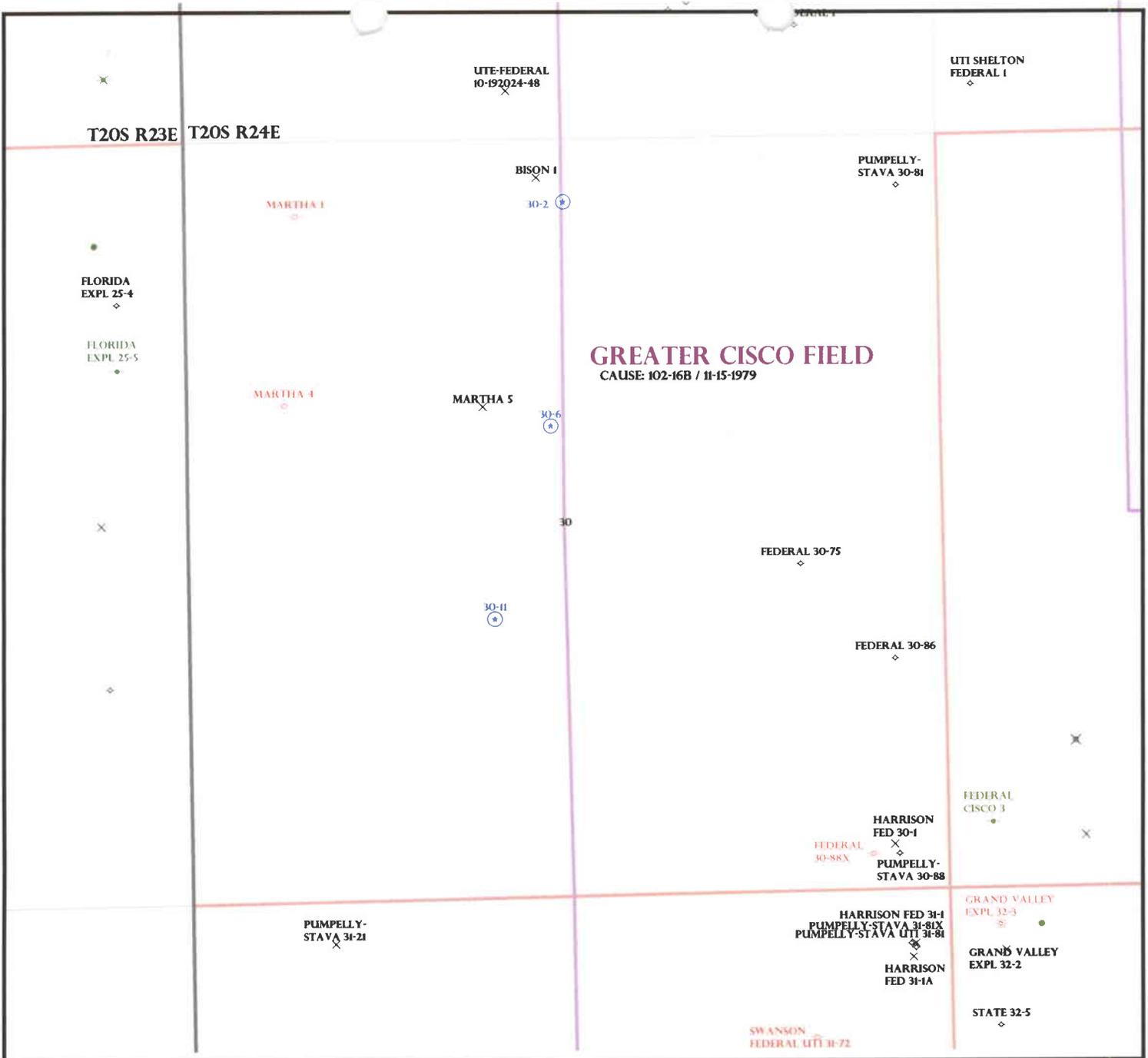
- Plat
- Bond: Fed[1] Ind[] Sta[] Fee[]
(No. UTB 000207)
- Potash (Y/N)
- Oil Shale 190-5 (B) or 190-3 or 190-13
- Water Permit
(No. Su file)
- RDCC Review (Y/N)
(Date: _____)
- Fee Surf Agreement (Y/N)
- Intent to Commingle (Y/N)

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: 102-16B
Eff Date: 11-15-1979
Siting: 500' fr Property lease line & 200' fr 1/4/14 in
400' fr NW & 1920' fr CW
- R649-3-11. Directional Drill

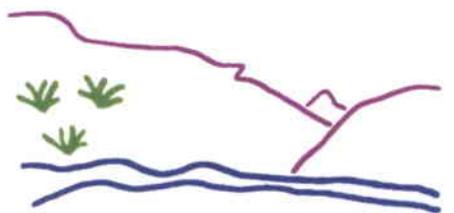
COMMENTS: _____

STIPULATIONS: 1- Federal Approval



GREATER CISCO FIELD
CAUSE: 102-16B / 11-15-1979

OPERATOR: RUNNING FOX PETRO (N2195)
SEC: 30 T. 20S R. 24E
FIELD: GREATER CISCO (205)
COUNTY: GRAND
CAUSE: 102-16B / 11-15-1979



Utah Oil Gas and Mining



PREPARED BY: DIANA WHITNEY
DATE: 27-JUNE-2006

- Field Status**
- ABANDONED
 - ACTIVE
 - COMBINED
 - INACTIVE
 - PROPOSED
 - STORAGE
 - TERMINATED

- Unit Status**
- EXPLORATORY
 - GAS STORAGE
 - NF PP OIL
 - NF SECONDARY
 - PENDING
 - PI OIL
 - PP GAS
 - PP GEOTHERML
 - PP OIL
 - SECONDARY
 - TERMINATED

- Wells Status**
- GAS INJECTION
 - GAS STORAGE
 - LOCATION ABANDONED
 - NEW LOCATION
 - PLUGGED & ABANDONED
 - PRODUCING GAS
 - PRODUCING OIL
 - SHUT-IN GAS
 - SHUT-IN OIL
 - TEMP. ABANDONED
 - TEST WELL
 - WATER INJECTION
 - WATER SUPPLY
 - WATER DISPOSAL
 - DRILLING



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

July 12, 2006

Running Foxes Petroleum, Inc
7060B S Tucson WY.
Centennial, CO 80112

Re: 30-11 Well, 3363' FNL, 2140' FWL, NE SW, Sec. 30, T. 20 South, R. 24 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.

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 43-019-31482.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

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

Operator: Running Foxes Petroleum, Inc

Well Name & Number 30-11

API Number: 43-019-31482

Lease: UTU-027403

Location: NE SW Sec. 30 T. 20 South R. 24 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.

Trisha

RECEIVED
MOAB FIELD OFFICE

2006 APR 21 A 7:26

Form 3160-3
(September 2001)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED BY THE INTERIOR
OMB No. 1004-0136
Expires January 31, 2004

5. Lease Serial No.
UTU-027403

6. If Indian, Allottee or Tribe Name

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

8. Lease Name and Well No.
30-11

9. API Well No.
43-019-31482

10. Field and Pool, or Exploratory
Greater Cisco

11. Sec., T., R., M., or Blk. and Survey or Area
Sec. 30, T20S, R24E, SLM

12. County or Parish
Grand

13. State
Utah

1a. Type of Work: DRILL REENTER

1b. Type of Well: Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
Running Foxes Petroleum, Inc.

3a. Address
14550 E Easter Ave. # 1000 Centennial, Co.

3b. Phone No. (include area code)
80112 303-617-7242

4. Location of Well (Report location clearly and in accordance with any State requirements. *)
At surface 3363 ft from north line and 2140 ft from west line (NESW)
At proposed prod. zone Same as at surface (vertical well)

14. Distance in miles and direction from nearest town or post office*
4.4 miles north of Cisco, Utah (see Attachments 2 and 3b)

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

16. No. of Acres in lease
599.52

17. Spacing Unit dedicated to this well
Well separations: 400 ft oil; 1300 ft gas

18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft.
1400 feet

19. Proposed Depth
1350 feet

20. BLM/BIA Bond No. on file
UTB-0001236
Running Foxes Petroleum, Inc. UTB000207

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
4485 feet ungraded GL

22. Approximate date work will start*

23. Estimated duration
21 days

24. Attachments 1a, 1b, 2, 3a, 3b, 3c, and 6

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, shall be attached to this form:

- 1. Well plat certified by a registered surveyor.
- 2. A Drilling Plan.
- 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).

- 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). See attachment 3a
- 5. Operator certification.
- 6. Such other site specific information and/or plans as may be required by the authorized officer. Production equipment plat

25. Signature

Name (Printed/Typed)
Greg Simonds

Date
4/20/06

Title
Operations V.P.

Approved by (Signature)

Name (Printed/Typed)
Assistant Field Manager

Date
6/30/04

Title
Assistant Field Manager,
Division of Resources

Office
Division of Resources
Moab Field Office

Application approval does not warrant or certify the 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, are attached.

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.

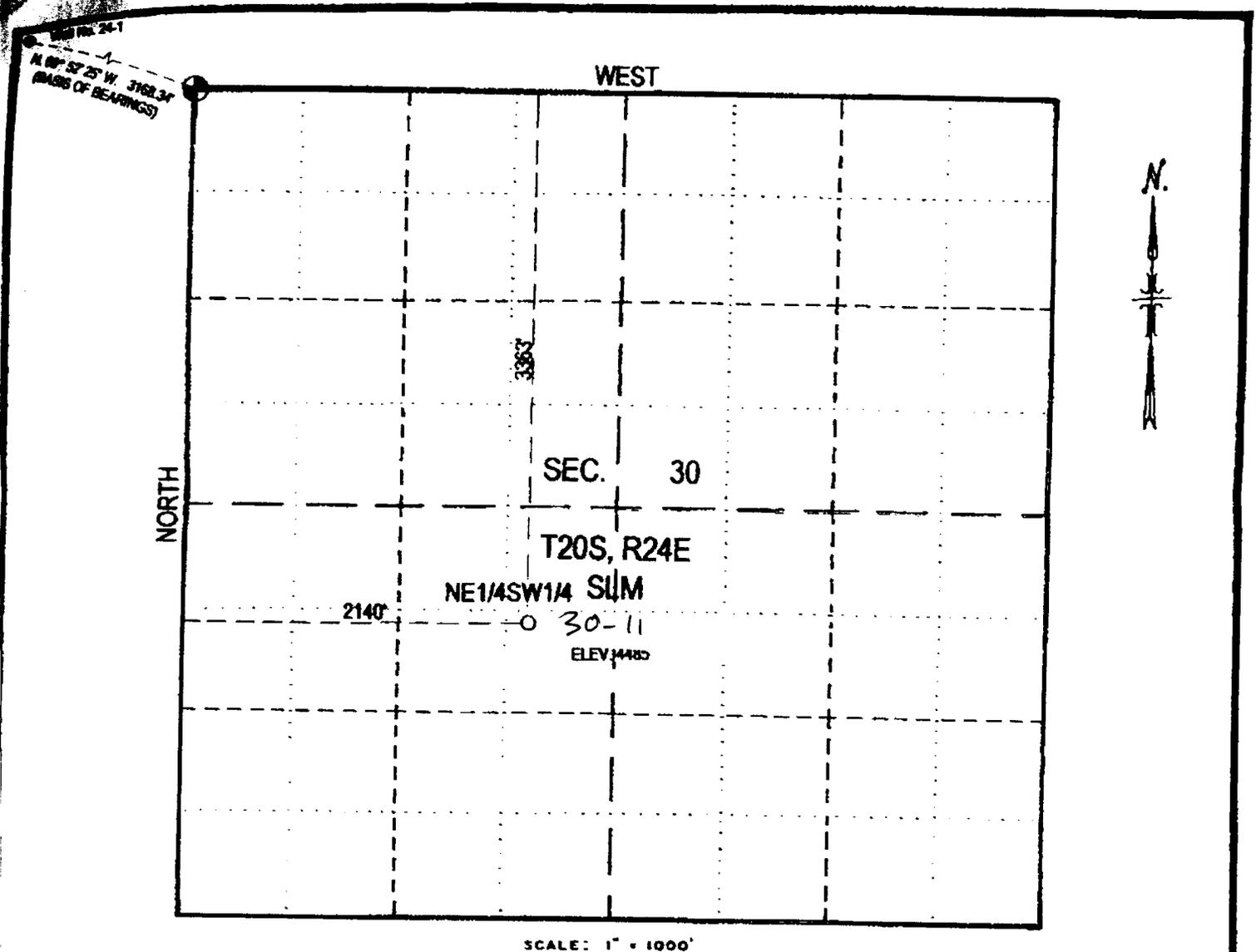
*(Instructions on reverse)

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

CONDITIONS OF APPROVAL ATTACHED

RECEIVED
JUL 03 2006

DIV. OF OIL, GAS & MINING



Located 3363 feet FNL and 2140 feet FWL in Section 30, T20S, R24E, SLM.

Grand County, Utah

SURVEYOR'S CERTIFICATE

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

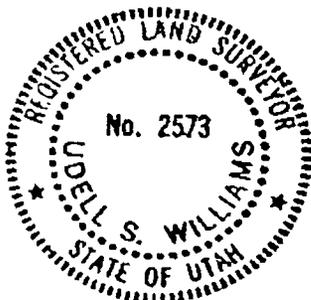
Udell S. Williams
Utah RLS No. 2573



UDELL S. WILLIAMS
449 E. Scenic Dr.
Grand Junction, CO 81503

PLAT OF
PROPOSED LOCATION
30-11
NE1/4SW1/4 SEC. 30
T20S, R24E, SLM

SURVEYED BY: USW DATE: 11/20/2003
DRAWN BY: USW DATE: 11/25/2003



Running Foxes Petroleum, Inc.
Well No. 30-11
Lease UTU-027403
Location NE/SW Section 30, T20S, R24E
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 Running Foxes Petroleum, Inc. is considered to be the operator of the above well and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by BLM bond no. **UTB000207** (Principal – Running Foxes Petroleum, Inc.) via surety consent as provided for in 43 CFR 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 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 with a modified choke manifold (bleed line) 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 (DOGGM) is required before conducting any surface disturbing activities.
3. Reconditioned casing must be tested and verified to have wall thickness of at least 87.5% of the nominal thickness of new casing.
4. The requirements for air drilling, found in Onshore Oil and Gas Order No. 2, part III, E (Special Drilling Operations), shall be followed. This section requires, at a minimum, the use of the following equipment not mentioned in the application:
 - Spark arresters
 - Dust suppression
 - Float valve above bit

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 nesting raptors, 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. 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 pronghorn antelope during the fawning period, no road/well pad construction or drilling operations will be authorized between May 1 and June 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.
4. 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.
5. The operator will be responsible for weed control on the disturbed areas within the limits of the well pad and road construction. The operator will be responsible for consultation with the authorized officer and/or local authorities for acceptable weed control methods.

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

Building Location- Contact the Moab Field Office, Natural Resource Protection Specialist at least 48-hours prior to commencing construction of location.

Spud- The spud date will be reported to BLM 24-hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted 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 shall detail the progress and status of the well and shall be submitted to the Moab Field Office on a weekly basis.

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

Sundry Notices- There will be no deviation from the proposed drilling and/or workover program without prior approval. "Sundry Notices and Reports on Wells" (Form 3160-5) will be filed with the Moab Field Office for approval of all changes of plans and subsequent operations in accordance with 43 CFR 3162.3-2. Safe drilling and operating practices must be observed.

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, work that might disturb the resources is to stop, and the Moab Field Office is to be notified.

First Production- Should the well be successfully completed for production, the Moab Field Office will be notified when the well is placed in producing status. Such notification may be made by phone, but must be followed by a sundry notice or letter not later than five business days following the date on which the well is placed into 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. The Moab Field Office shall be notified prior to the first sale.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted to the Moab Field Office not later than thirty-days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs, core descriptions, core analyses, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. 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 shut-in until the gas can be captured or approval to continue the venting/flaring as uneconomic is granted. In such case, compensation to the lessor (BLM) shall be required for that portion of the gas that is vented/flared without approval and which is determined to have been avoidably lost.

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 (either down-hole or at the surface).

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

A "Subsequent Report of Abandonment" (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 Price 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 commencement of dirt work, construction and reclamation (McClure);

1 day prior to spud (Johnson);

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

3 hours prior to testing BOPs (Johnson).

If the people at the above numbers cannot be reached, notify the Moab Field Office at 435-259-2100. If unsuccessful, contact the person listed below.

Well abandonment operations require 24 hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained by calling the Moab Field Office at 435-259-2100. If approval is needed after work hours, you may contact the following:

Eric Jones, Petroleum Engineer

Office: 435-259-2117

Home: 435-259-2214

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

FORM 6

ENTITY ACTION FORM

Operator: Running Foxes Petroleum, Inc. Operator Account Number: N 2195
 Address: 7060 B South Tucson Way
city Centennial
state CO zip 80112 Phone Number: (720) 889-0510

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301931482	30-11		NESW	30	20S	24E	Grand
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	15564	7/26/2006		8/10/06		
Comments: <u>ENRD</u>							

Well 2

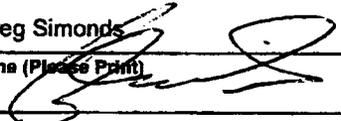
API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments:							

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)

Greg Simonds
 Name (Please Print)

 Signature
 VP Operations
 Title
 Date 8/4/06

(5/2000)

RECEIVED

AUG 04 2006

DIV. OF OIL, GAS & MINING

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

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-027403
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: 30-11	
2. NAME OF OPERATOR: Running Foxes Petroleum, Inc.		9. API NUMBER: 4301931482
3. ADDRESS OF OPERATOR: 7060 B South Tucson Way CITY Centennial STATE CO ZIP 80112	PHONE NUMBER: (720) 889-0510	10. FIELD AND POOL, OR WILDCAT: Greater Cisco
4. LOCATION OF WELL FOOTAGES AT SURFACE: 3363' FNL & 2140' FWL		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESW 30 20S 24E		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 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 checked="" type="checkbox"/> OTHER: <u>Drilling Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<u>Submission</u>

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

This notice is to inform the State of Utah DOGM that Running Foxes Petroleum is submitting a drilling report for the above forementioned well after the well has reached it's total depth. A subsequent well completion report will follow.

NAME (PLEASE PRINT) <u>Neil D. Sharp</u>	TITLE <u>Geologist</u>
SIGNATURE _____	DATE <u>8/7/2006</u>

(This space for State use only)

RECEIVED
AUG 09 2006
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No. **UTU-027403**

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

8. Lease Name and Well No. **30-11**

9. AFI Well No. **43-019-31482**

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

11. Sec., T., R., M., on Block and Survey or Area **S30 T20S R24E**

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

17. Elevations (DF, RKB, RT, GL)* **4485 ft. GL 4495 ft. KB**

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

11. Address **7060 B South Tucson Way Centennial, CO 80112**

12. Phone No. (include area code) **720-889-0510**

13. Location of Well (Report location clearly and in accordance with Federal requirements)*
At surface **3363' FNL & 2140' FWL**
At top prod. interval reported below **Same as above**
At total depth **Same as above**

14. Date Spudded **07/26/2006**

15. Date T.D. Reached **08/06/2006**

16. Date Completed **08/10/2006**
 D & A Ready to Prod.

18. Total Depth: MD **1258 ft.** | 19. Plug Back T.D.: MD
TVD | TVD

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Compensated Density & Dual Induction (Phoenix Surverys)

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
6 1/4"	4 1/2" J5	10.5 lb.	Surface	1253 ft.		85 Sacks G Class		400 ft.	
11"	8 5/8" J55	24 lb.	Surface	126 ft.		42 Sacks G Class		Surface	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
none								

25. Producing Intervals **MRSN**

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) J Mrsn. Brushy Basin	638'	895'	882' to 892'	.25 g	2 per foot	
B) J Salt Wash	895'	1246'	902' to 910'	.25 g	2 per foot	
C) J Salt Wash	895'	1246'	914' to 925'	.25 g	2 per foot	
D) J Salt Wash	895'	1246'	1194' to 1200'	.25 g	4 per foot	

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

Depth Interval	Amount and Type of Material
none	none

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
	09/20/2006	4	→	0	114	0	n/a		Orifice Test
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
14/64	n/a	65	→	0	684	0			Shut-In

28a. Production - Interval B

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

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

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NOV 22 2006

28b. Production - Interval C

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

28c. Production - Interval D

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

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

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

See Below

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
K Mancos	Surf.	409 ft.	Shale	K B1	409 ft. GL
K Dakota	409 ft.	572 ft.	Sandstone	K Dakota	434 ft. GL
K Cedar Mtn.	572 ft.	640 ft.	Sandstone & Shale	K Cedar Mountain	572 ft. GL
Jm Brushy Bsn.	640 ft.	960 ft.	Variegated Shale & Sandstone	J Morrison-Brushy Basin	640 ft. GL
Jm Salt Wash	960 ft.	1219 ft.	Shale & Sandstone	J Morrison-Salt Wash	960 ft. GL
J Summerville	1219 ft.	1242 ft.	Siltstone	J Summerville	1219 ft. GL
J Entrada	1242 ft.	TD	Sandstone	J Entrada	1242 ft. GL

32. Additional remarks (include plugging procedure):

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

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

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

Name (please print) Neil D. Sharp

Title Geologist

Signature *Neil D. Sharp*

Date 11/20/06

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.

OIL SHOWS	DESCRIPTION				
	Cedar Mtn SS: occ spotty yel flor, slow stmg yellow cut. Morrison at 786': spotty yel flor, slow stmg yellow cut.				

Comments

ORIFICE TEST at 558: 56 psi on 1/8" = 30.2 mcf/day (NOTE: some gas is leaking past the collar float and is not contributing to test). Orifice test at 698': 15.1 mcf/day. Minor sands observed thus far in Morrison: 674' 105u, 722' 65u, 786' 88u, 794' 115u (possibly correlates to Lower Brushy Sand at Martha #4).

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

CONFIDENTIAL

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

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

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Running Foxes Petroleum

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

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

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
3363' fn1 & 2140' fw1 S30 T20S R24E

5. Lease Serial No.
UTU 27403

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
30-11

9. API Well No.
43-019-314-82-00-00

10. Field and Pool, or Exploratory Area
Greater Cisco

11. County or Parish, State
Grand County, Utah

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

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

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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 must 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 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This sundry is to inform the BLM that Running Foxes Petroleum intends to Plug & Abandon the aforementioned well and drill a twin. It's current TD is 1187' GL in the J Morrison-Salt Wash Formation and the 4 1/2" production casing was set @ 1253' GL. Cement will be set from 1187' to 850'. This will cover all perforations. Mud will be placed from 850' to 200'. A cement plug will be run from 200' to surface. As well the 8 5/8" surface casing will be cemented from its depth of 126' GL to the surface. Upon completion of cementing the well a standard P&A marker will be erected w/all pertinent well information welded onto it. If the BLM deems any other action necessary please inform Running Foxes Petroleum upon approval of this plugging and abandoning.

Attached: Well Schematic

RECEIVED
MAY 18 2007

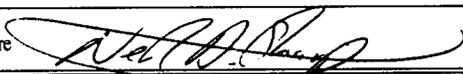
DIV. OF OIL, GAS & MINING

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

Neil D. Sharp

Title **Geologist**

Signature



Date

05/15/2007

COPY SENT TO OPERATOR

Date: **5-11-07**

Initials: **RM**

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.

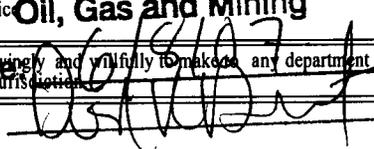
Title **Accepted by the** Date _____
Utah Division of
 Office **Oil, Gas and Mining**

Federal Approval Of This
 Action Is Necessary

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

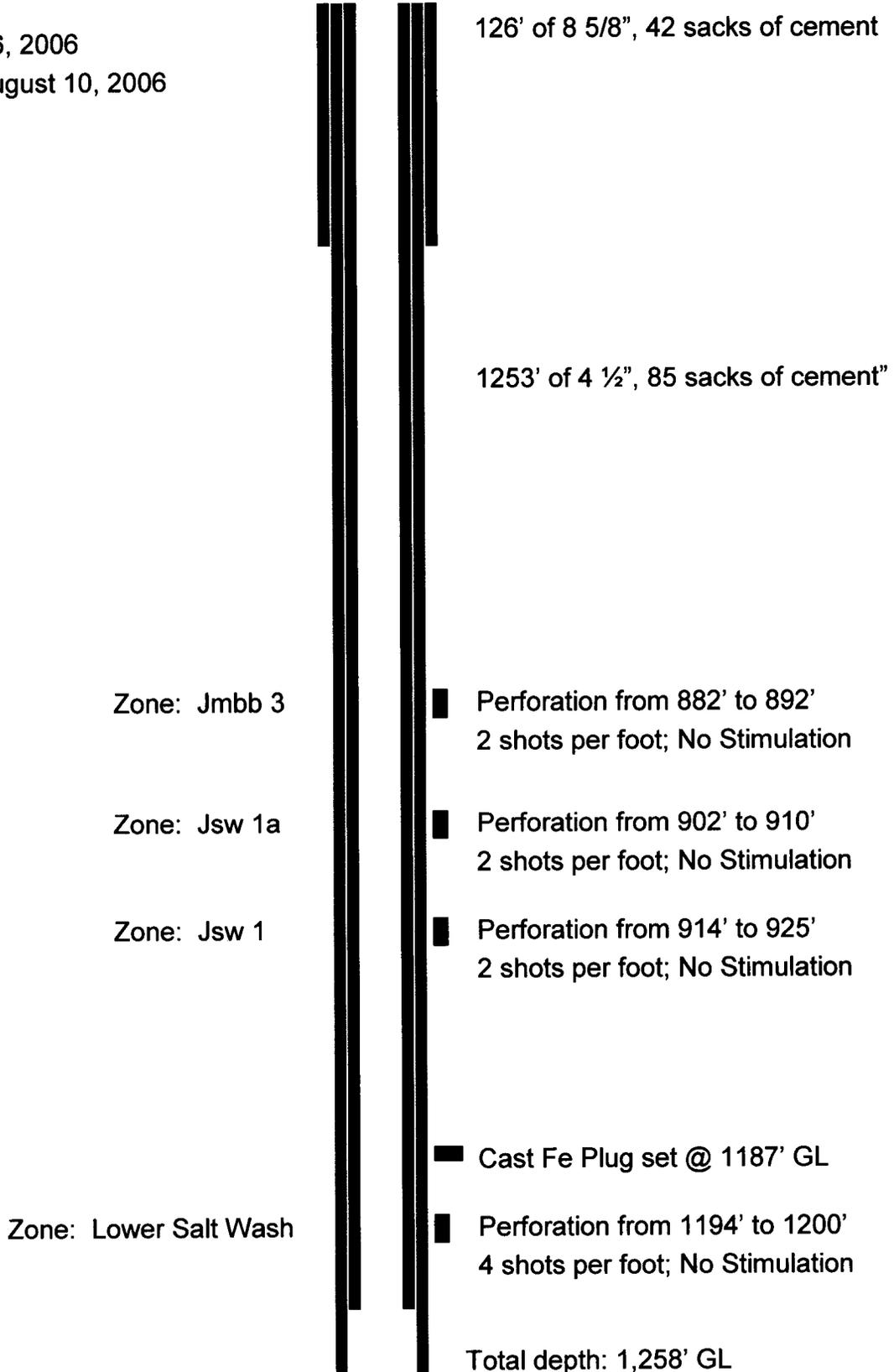
(Instructions on page 2)

By: _____



30-11
NE SW
Sec 30 T20S R24E
Elev: 4485' GL
43-019-31482

Spud: July 26, 2006
Complete: August 10, 2006



UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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**3363' fnl & 2140' fw1 NE SW
 S30 T20S R24E**

5. Lease Serial No.

UTU-027403

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No
30-11

9. API Well No.
4301931482

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			
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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 type="checkbox"/> Other _____
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	<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 must 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 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This sundry notice is to inform the BLM that Running Foxes Petroleum has Plugged & Abandoned the aforementioned well. The well was cemented by Propetroco, Inc. from 9/18/07 to 9/20/07 and used 67 sacks of G class cement & 20 bbl of 9# mud. Propetroco ran cement from TD to 805' GL. Nind pound mud was placed in the production casing from 805' GL to 200' GL. A final plug was set from 200' GL to surface in both the production & surface casing. A dry hole marker with all pertinent well information has been erected and the well location has been cleaned up. The well pad area will not be reseeded and recontoured since a skidover is planned for this location. If there are any questions or concerns please contact Running Foxes Petroleum via the contact information above.

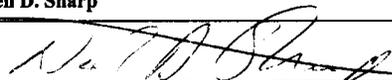
Attached: Copy of Propetroco Dailey Report

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

Neil D. Sharp

Title **Geologist**

Signature



Date

09/25/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by _____

Title

Date

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

Office

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

(Instructions on page 2)

RECEIVED

SEP 27 2007

DIV. OF OIL, GAS & MINING

PROPETROCO, INC.

OPERATOR Rumney Foxes - Petroleum CONTRACTOR _____

WELL & LOCATION Cisco 30-11

COUNTY Grand STATE Ut DATE _____ TIME _____

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

FOOTAGE FROM	TO	PUMP PRESS	FORMATION

TIME LOG ELAPSED TIME 9-18-07 DETAILS OF OPERATION

1:00	7:30	1 1/2	Drive
30	9:30	2	Get mud pump from yard, start equip., Rig up
30	11:30	2	Push pig thru 4 1/2" pipeline w/air compressor 9-19-07
00	8:30	1 1/2	Drive
30	11:30	3	w/o perforators
30	12:30	1	Rig up perforators, perf. at 176', Rig down perforators
30	3:00	2 1/2	p/u 2 3/8" tubing
0	5:30	2 1/2	Rig up mud pump, mix 25 sc. cement, pump & displace, Lay down 14 JTs. 9-20-07
0	8:30	1 1/2	Drive
30			Start equip., p/u 3 JTs. kg cement at 1805', mix & pump 20 15bls.
	11:00	2 1/2	mud, Lay down tubing, Rig down
0	1:00	2	w/o cement
0	2:00	1	pump 42 sc. cement, 5 sc back, Clean mud pump

DATE	DRILLER
	HELPER
	HELPER
	HELPER