

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

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Cane Creek Unit 28-3							
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT CANE CREEK							
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME CANE CREEK							
6. NAME OF OPERATOR FIDELITY E&P COMPANY						7. OPERATOR PHONE 720 931-6459							
8. ADDRESS OF OPERATOR 1700 Lincoln Street Ste 2800, Denver, CO, 80203						9. OPERATOR E-MAIL Robert.Sencenbaugh@fidelityepco.com							
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU50678			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>							
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')							
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')							
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input checked="" type="checkbox"/>							
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN	
LOCATION AT SURFACE		1986 FSL 260 FEL		NESE		28		25.0 S		19.0 E		S	
Top of Uppermost Producing Zone		2732 FSL 2675 FEL		SWNE		28		25.0 S		19.0 E		S	
At Total Depth		331 FNL 2124 FWL		NENW		28		25.0 S		19.0 E		S	
21. COUNTY GRAND			22. DISTANCE TO NEAREST LEASE LINE (Feet) 260			23. NUMBER OF ACRES IN DRILLING UNIT 640							
27. ELEVATION - GROUND LEVEL 5670			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 0			26. PROPOSED DEPTH MD: 9848 TVD: 6263							
28. BOND NUMBER CO-1395			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Municipal										
Hole, Casing, and Cement Information													
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight			
Cond	26	20											
Surf	17.5	13.375	0 - 1070	54.5	J-55 Buttress	0.0	Type III	303	2.47	12.3			
							Type III	200	2.14	14.2			
I1	12.25	9.625	0 - 4180	40.0	L-80 Buttress	0.0	Class G	1155	1.25	14.4			
							Class G	250	1.25	14.4			
Prod	8.5	7	0 - 9848	29.0	P-110 Other	16.5	Class G	245	1.44	16.8			
							Class G	260	1.73	18.0			
ATTACHMENTS													
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES													
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN							
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER							
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP							
NAME Joy Gardner				TITLE Sr. Engineering Tech				PHONE 720 956-5763					
SIGNATURE				DATE 01/07/2014				EMAIL joy.gardner@fidelityepco.com					
API NUMBER ASSIGNED 43019500450000				APPROVAL  Permit Manager									

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 1986' FSL & 260' FEL
GRAND COUNTY, UTAH

1. & 2. ESTIMATED TOPS & ANTICIPATED OIL, GAS, & WATER ZONES:

FORMATION	TVD-RKB (ft)	Sub-Sea (ft)	Lithology	Objective
Windgate Sand	Surface		Sandstone	
Chinle	705	+4,985	Sand/Shale	
Moenkopi	1000	+4,690	Sand/Shale	
Cutler	1275	+4,415	Sandstone	
Honaker Trail	2628	+3,062	Sand/Evaporite	
Paradox	3,885	+1,805	Salt/Clastics	Secondary
Clastic 12	6,013	-323	Silt/Shale	Primary
T.D.	6,263			
T.D. (LATERAL MD)	±9,848			

Estimated TD: **6,263' TVD/ 9,848' MD****Anticipated BHP: ±4,885 Psig**

1. Lost circulation in all intervals.
2. Cement isolation is installed to surface of the well isolating all zones by cement and casing.

3. PRESSURE CONTROL EQUIPMENT: Intermediate & Production Hole – 10,000 Psig BOP schematic diagrams attached.

4. CASING PROGRAM:

CASING	Hole Size	Length	Size	WEIGHT	Grade	Thread	Collapse (psi) a	Burst (psi) b	Tensile (1K lbs) c
Conductor	26"	0 – ±90'	20"						
Surface	17 1/2"	0' – 1,070'	13 3/8"	54.5#	J-55	BTC	1130/2.1	2730/3.0	909/2.5
Intermediate	12 1/4"	0 – 4,180'	9-5/8"	40.0#	L-80	BTC	3,090/1.5	5,750/1.2	947/2.1
Production	8-1/2"	0 – 3,950'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1
Production	8-1/2"	3,950 – 6,413'	7"	32#	HCP-110	BTC	11,890/1.9	12,460/2.0	955/2.1
Production	8-1/2"	6,413 – 9,848'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1

Surface based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Intermediate based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Production based on full evacuation: a=16.5 ppg fluid on backside, b=16.5 ppg inside, & c=16.5 ppg fluid + 100K overpull

All casing will be new or inspected.

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GRAND COUNTY, UTAH

5. Float Equipment:**Surface Hole Procedure (0' - 1070'±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of jts. #2 and #3 then every 5th joint to surface. (23 total)**Intermediate Hole Procedure (0' - 4,180±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of joints. #2 and #3 then every 3rd joint to surface. (33 total)**Production Hole Procedure (0' - TD):**

Float shoe, 1 joint casing, float collar and balance of casing to surface. Thread lock float shoe, top and bottom of float collar, and top of 2nd joint. 1 per joint in the lateral (length TBD) and 2 per joint in the curve from 90° to 45°, 1 per joint to ±6,550'. (Approximately 150)

6. MUD PROGRAM

Interval	Mud Type	Mud Wt.	PV / YP	OWR
0' - 1,000'	Air Mist	---	---	---
1,000' - 4,180'	Air Mist/Aerated Water	---	---	---
4,180' - 9,848'	Oil Based Mud	13.5-16.5 ppg	22-32 / 12-22	+/-90:10

Intermediate & Production Hole Procedure (4,180' - TD): Anticipated mud weight 13.5 – 16.5 ppg depending on actual wellbore conditions encountered while drilling.

An oil based mud (OBM) system will be used to prevent fluid interaction with the salts and shales. LCM sweeps, pills, etc., will be used to prevent fluid loss. Adequate amounts of weighting material will be on hand as needed for well control.

7. VARIANCE REQUESTS:

Reference: Onshore Oil and Gas Order No. 1
Onshore Oil and Gas Order No. 2 – Section E: Special Drilling Operations

- Fidelity E&P. requests a variance to regulations requiring a straight run blooie line to be 100' in length. (Where possible, a straight run blooie line will be used).
- Fidelity E&P requests a variance to regulations requiring the blooie line to be 100' in length. To reduce location excavation, the blooie line will be approximately 75' in length.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 1986' FSL & 260' FEL
GRAND COUNTY, UTAH

- Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring dedusting equipment. Dust during air drilling operations is controlled by water mist.
- Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring an automatic igniter or continuous pilot light on the blooie line. (Not required on aerated water system).
- Fidelity E&P requests a variance that compressors are located in the opposite direction from the blooie line a minimum of 100 feet from the well bore. (Air Compressors are rig mounted).

8. EVALUATION PROGRAM:

Mud Logs: Mud log from 1,055' to TD.
Open-hole Logs: Triple-Combo, ECS, OBM FMI

9. CEMENT PROGRAM:**Surface Hole Procedure (Surface – 1,070'±):**

Lead: 303 sks Type III Halliburton cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.47 ft³/sk @ 12.30 ppg
Tail: 200 sks Type III Halliburton cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.14 ft³/sk @ 14.20 ppg.
Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.
Note: Cement volumes will be calculated to bring lead cement to surface.

Intermediate Hole Procedure (Surface – 4,180'±):

Lead: 1155 sks 66 pps Class G + 14 pps Pozz + 0.2% Sodium Silicate + 2 pps Gypsum. Yield = 1.25 ft³/sk @ 14.40 ppg
Tail: 250 sks 66 pps Class G + 14 pps Pozz + 0.2% Sodium Silicate + 2 pps Gypsum + Nitrogen. Yield = 1.25 ft³/sk @ 14.4 ppg
Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.
Note: Cement volumes will be calculated to bring lead cement to surface. 30% excess is included. Actual excess will be calculated and applied to completely cement the well when casing is ran.

Production Hole Procedure (4,180 – TD):

Lead: 245 sks Weighted Class G + 10% Silica Flour + 25% 100 Mesh sand. Yield = 1.44 ft³/sk @ 16.80 ppg.
Tail: 260 sks Class G cement + 75 pps Hematite. Yield = 1.73 ft³/sk @ 18.00 ppg.
Note: The above number of sacks is based on gauge-hole calculation, 0% excess.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3

SEC 28 / T25S / R19E, NESE, 1986' FSL & 260' FEL

GRAND COUNTY, UTAH

Final Cement volumes will be based upon gauge-hole plus 30% excess and the actual depth drilled to.

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Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 1986' FSL & 260' FEL
GRAND COUNTY, UTAH

10. ABNORMAL CONDITIONS:

Surface Hole (Surface – 1,070'±):

Lost circulation.

Intermediate & Production Hole (1,070'± - TD):

Lost circulation zones and over pressure in the production zone.

11. STANDARD REQUIRED EQUIPMENT:

- A. Choke Manifold
- B. Upper and Lower Kelly Cock
- C. Stabbing Valve
- D. Visual Mud Monitoring

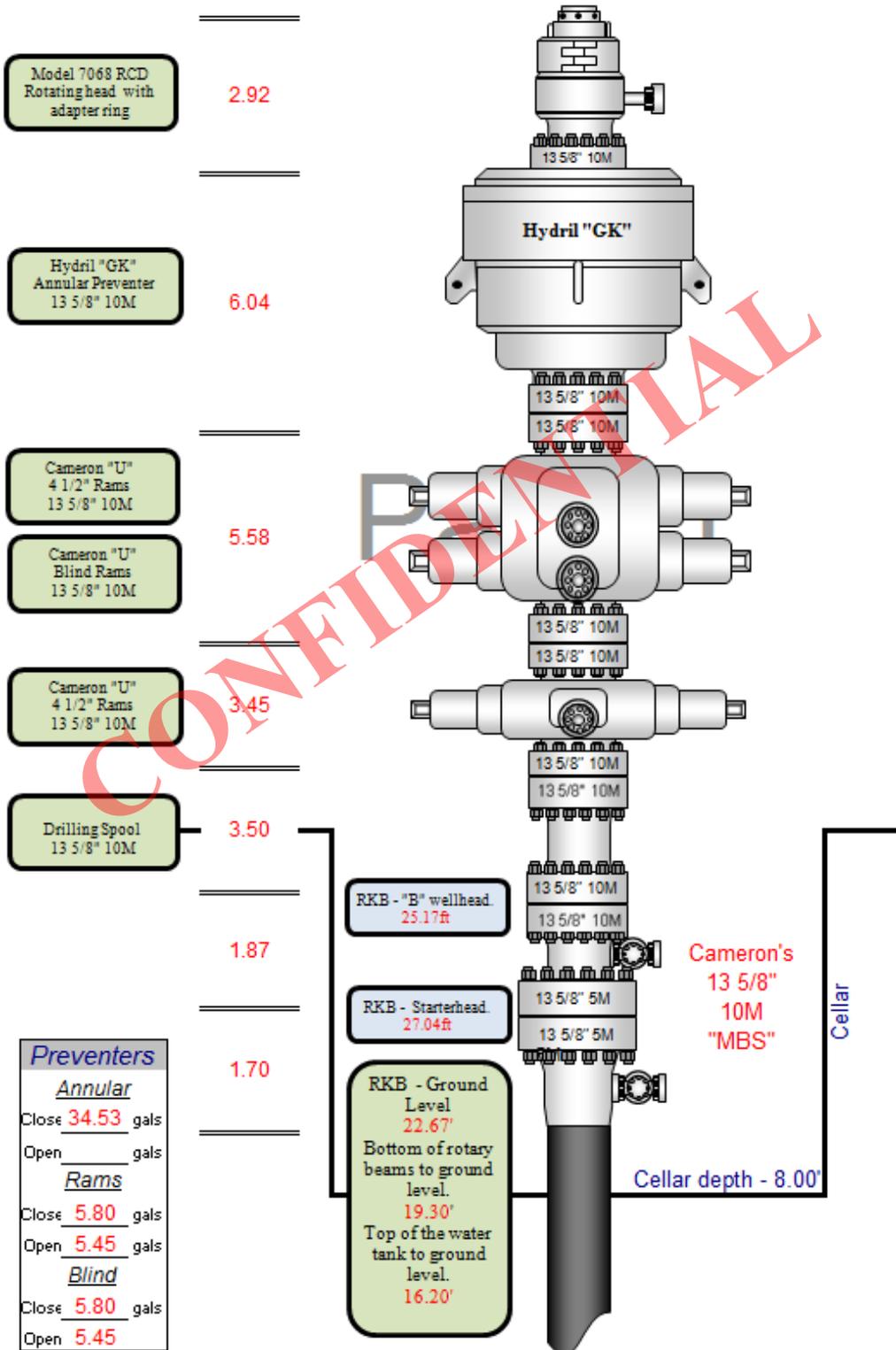
12. HAZARDOUS CHEMICALS:

No chemicals subject to reporting under SARA title III in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this 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 of this well.

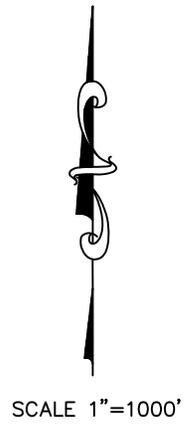
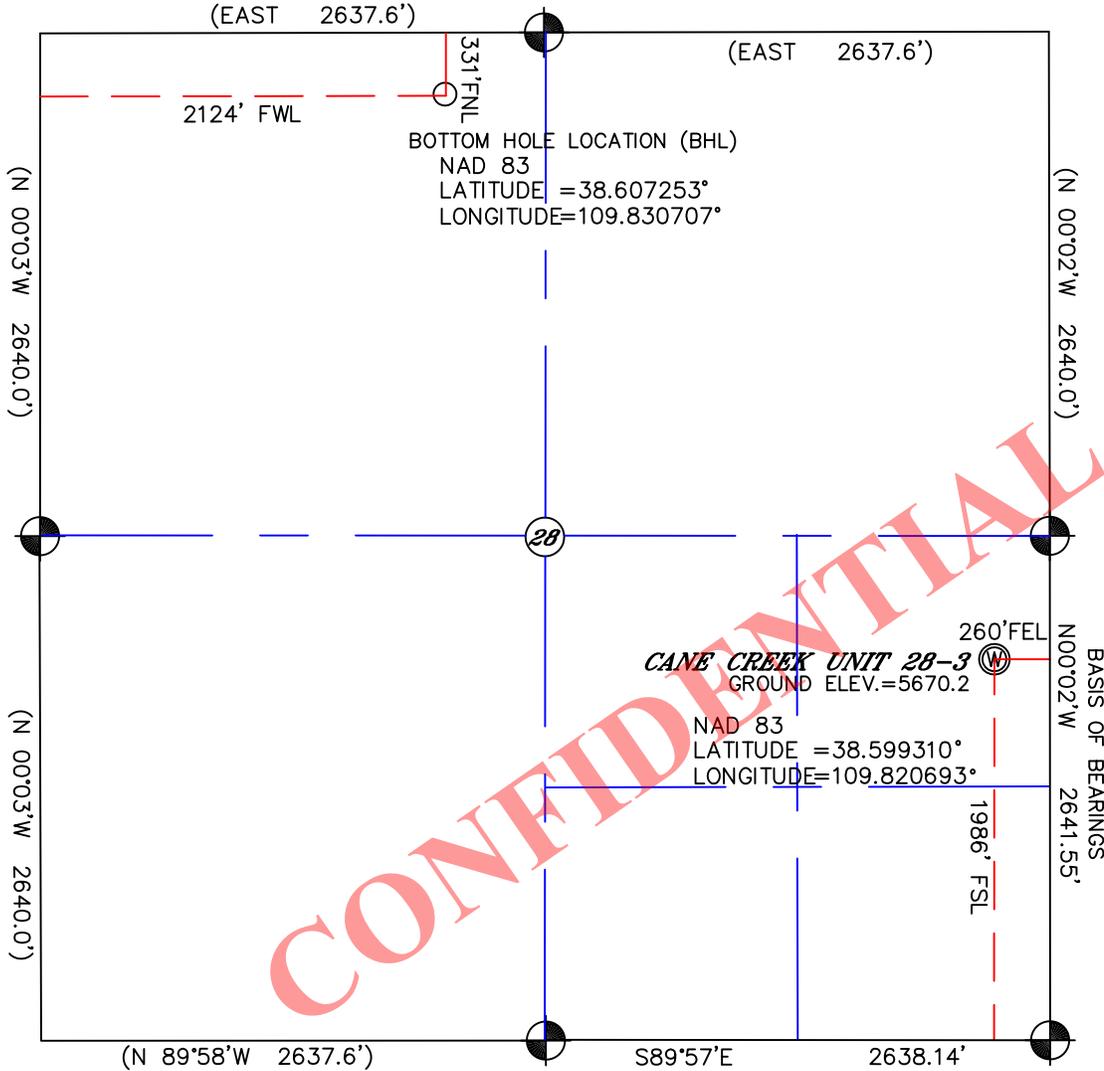
(Attachment: BOP Schematic Diagram)

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 1986' FSL & 260' FEL
GRAND COUNTY, UTAH



SECTION 28, T 25 S, R 19 E, SLM

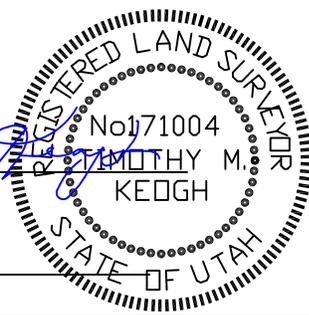


NOTES: DATA IN PARENTHESIS IS OF RECORD. ALL OTHER DATA IS SURVEYED DATA.
 ELEVATIONS ARE BASED ON A G.P.S. 2 HOUR STATIC OPUS OBSERVATION.

LEGEND

- FOUND GOVERNMENT MONUMENT
- WELL LOCATION

Timothy M. Keogh
 TIMOTHY M. KEOGH



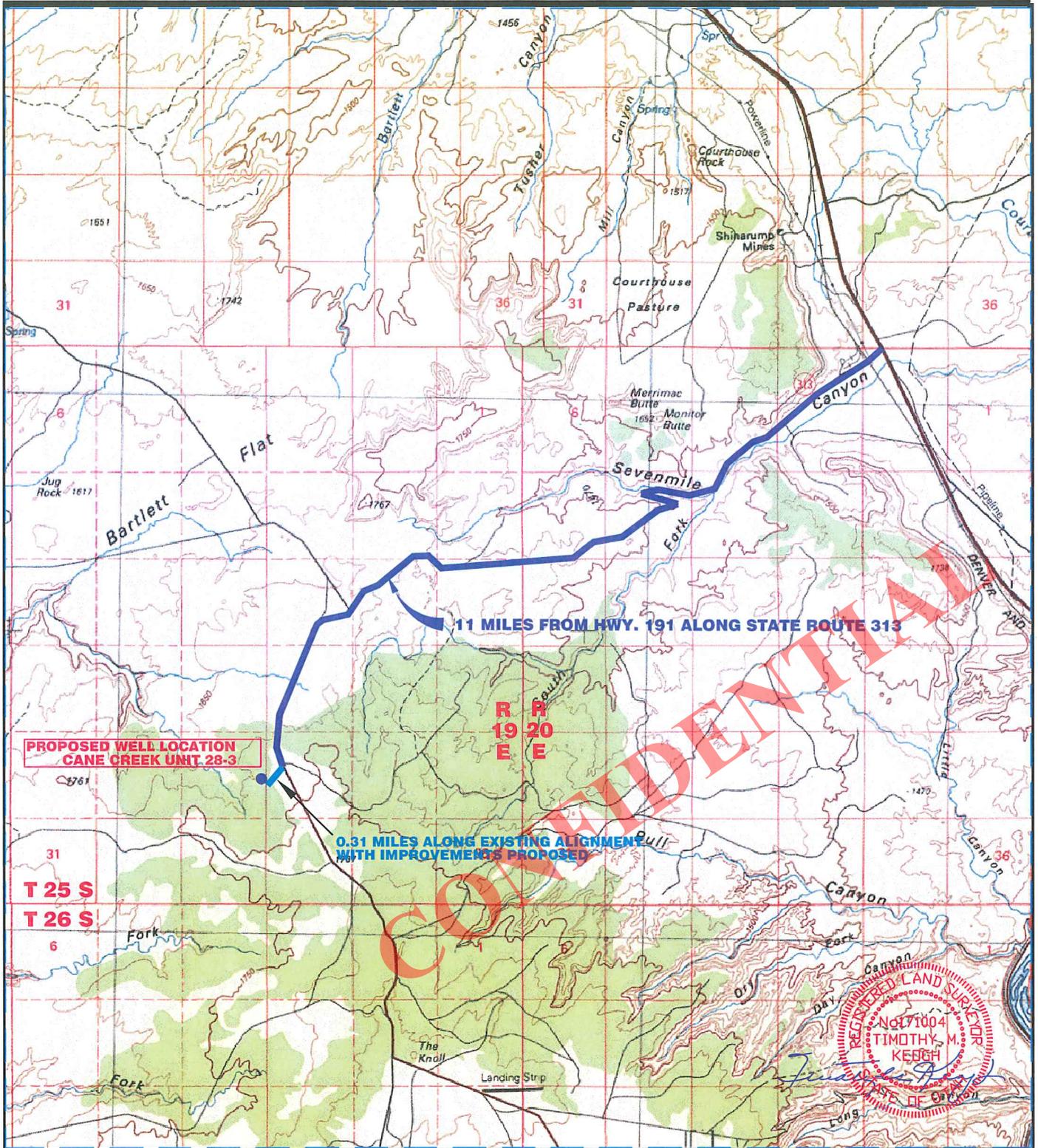
12-17-2013
 DATE

KEOGH LAND SURVEYING
 45 EAST CENTER STREET MOAB, UTAH, 84532

A SURVEY OF
CANE CREEK UNIT 28-3
 WITHIN SECTION 28, T 25 S, R 19 E, SLM,
 GRAND COUNTY, UTAH

PREPARED FOR
FIDELITY EXPLORATION & PRODUCTION CO.

DATE: 12-17-2013	DRAWN BY: TMK	CHECKED BY: TMK
SCALE: 1"=1000'	F.B.# TDC1	CCU 28-2.DWG



**PROPOSED WELL LOCATION
CANE CREEK UNIT 28-3**

11 MILES FROM HWY. 191 ALONG STATE ROUTE 313

**R 19 E
R 20 E**

**0.31 MILES ALONG EXISTING ALIGNMENT
WITH IMPROVEMENTS PROPOSED**

**T 25 S
T 26 S**

RELEASED LAND SURVEYOR
No. 71004
TIMOTHY M. KEOGH
STATE OF UTAH

LEGEND

- PROPOSED WELL
- PROPOSED ACCESS TO SUBJECT WELL
- ROAD TO OTHER WELLS
- EXISTING ROAD TO BE IMPROVED
- EXISTING ROAD

TOPOGRAPHIC MAP "A"

DATE: 12-17-13
SCALE: 1:100000
SURVEYED 2-09-12

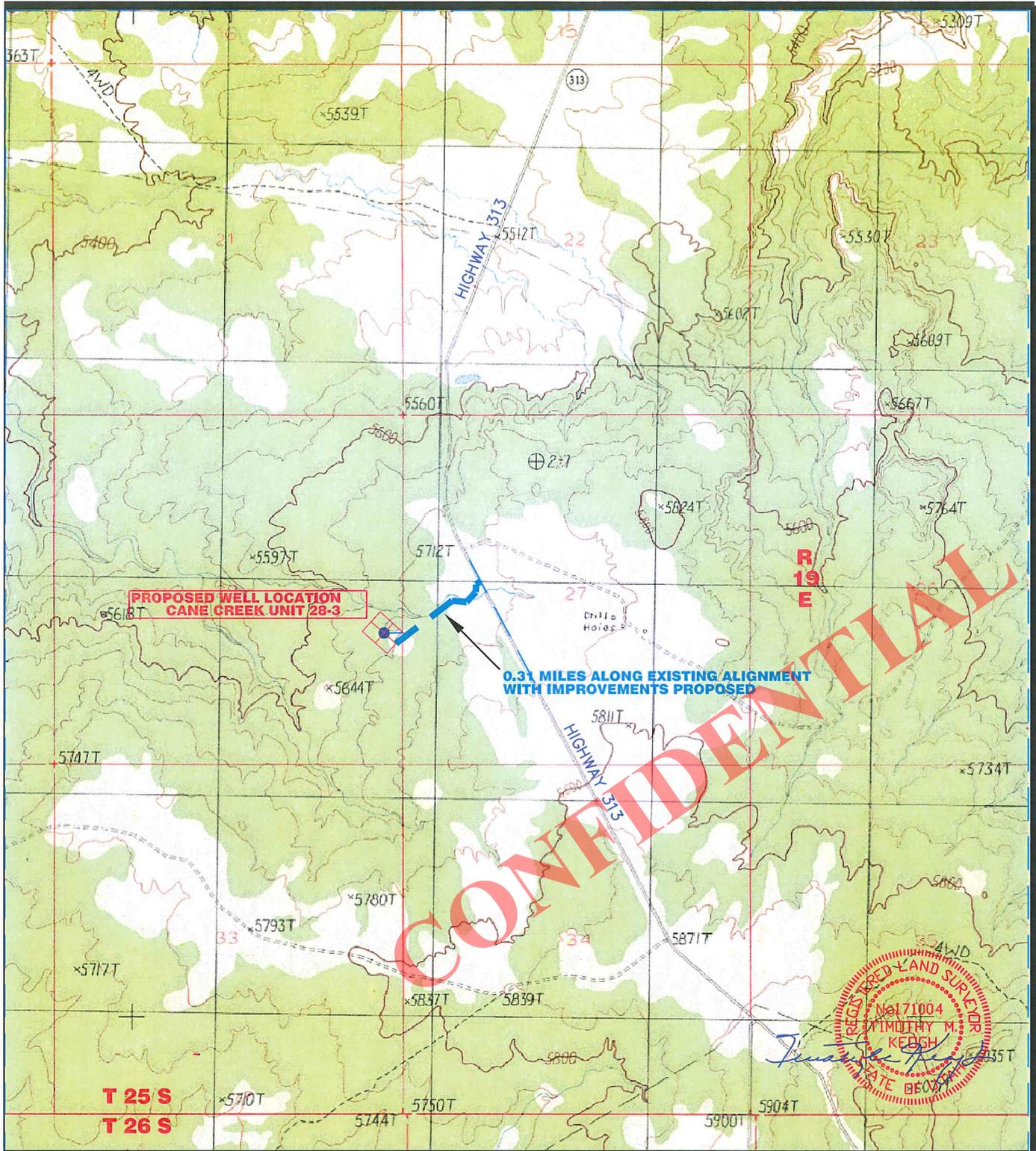
DRAWN BY: TMK REVISED:

FIDELITY EXPLORATION & PRODUCTION CO.

PROPOSED ACCESS TO
CANE CREEK UNIT 28-3

WITHIN SECTION 28, T 25 S, R 19 E, SLM, GRAND COUNTY, UTAH
1986 FT. FSL & 260 FT. FEL.

KEOGH LAND SURVEYING
45 EAST CENTER STREET MOAB, UTAH, 84532



T 25 S
T 26 S

LEGEND

- PROPOSED WELL
- PROPOSED ACCESS TO SUBJECT WELL
- ROAD TO OTHER WELLS
- EXISTING ROAD TO BE IMPROVED

TOPOGRAPHIC MAP "B"

DATE: 12-17-13
SCALE: 1"=2000'
SURVEYED 2-15-12

DRAWN BY: TMK REVISED:

FIDELITY EXPLORATION & PRODUCTION CO.

PROPOSED ACCESS TO
CANE CREEK UNIT 28-3
WITHIN SECTION 28, T 25 S, R 19 E, SLM, GRAND COUNTY, UTAH
1986 FT. FSL & 260 FT. FEL.

KEOGH LAND SURVEYING
45 EAST CENTER STREET MOAB, UTAH, 84532



SURFACE USE PLAN

Name of Operator Fidelity Exploration & Production Company
Address: 1700 Lincoln Street, Suite 2800
Denver, CO 80203
Well Location: **CANE CREEK UNIT 28-3**
1986' FSL & 260' FEL,
NESE, Section 28, T25S, R18E
Grand County, UT

The proposed Cane Creek Unit 28-3 well site will be located on BLM surface and minerals. Fidelity does not anticipate any additional disturbance beyond the access road and original well pad dimensions. However, any additional construction work will be accomplished in coordination with the State and a Sundry Notice will be submitted to the State prior to construction of any new surface disturbance activity on State surface not specified in this document.

The surface owner or surface owner representative and dirt contractor will be provided with an approved copy of the surface use plan of operations and approved conditions of approval before initiating any additional construction activities. The State of Utah Authorized Officer will be notified at least 48 hours prior to beginning drilling and/or additional facilities construction for scheduling of a preconstruction meeting.

1. Location of Existing Roads:

- a. The well pad is located approximately 22 miles west of Moab, Utah.
- b. Directions to the location from Moab, Utah are as follows:

Proceed northwest on Highway 191 for 11.2 miles. Turn left onto Highway 313 and proceed southwest 11 miles. Turn left onto unnamed County Road and proceed 0.31 miles to pad access road and location. For location of access roads, see Map A & B.

All roads are maintained by the Grand County Road Department or Utah State Highway Department. Any required improvements to the unnamed County Road will be in coordination with and with permission from the Grand County Road Department.

- c. All existing roads will be maintained and kept in good repair during all phases of operation.
- d. Vehicle operators will obey posted speed restrictions and observe safe speeds

commensurate with road and weather conditions.

2. New or Reconstructed Access Roads:

- a. No new access road will be constructed for the drilling of this well
- b. Surface disturbance and vehicular travel will be limited to the approved location access road.
- c. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

- a. There is one existing well within a 40' of the proposed Cane Creek Unit 28-3 location.

4. Location of Existing and/or Proposed Production Facilities:

- a. All permanent structures will be painted a flat, non-reflective Juniper Green or Beetle Green 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 well site; 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 pipeline corridor has been considered for this well and will be applied for once production is achieved.

5. Location and Type of Water Supply:

- a. The water supply for construction, drilling and operations will be provided under a direct purchase agreement with the City of Moab municipal water supply.
- b. No water pipelines will be laid for this well.
- c. No water well will be drilled for this well.
- d. Drilling water for this will be hauled on the road(s) shown.
- e. Should additional water sources be pursued they will be properly permitted through the State of Utah – Division of Water Rights.

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. Ancillary Facilities:

- a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.
- b. No camps or airstrips are proposed with this application.

8. Well Site Layout:

- a. The well will be properly identified in accordance with 43 CFR 3162.6.
- b. The existing access to the well pad will be from the west.
- c. The pad and road designs are consistent with BLM specifications.
- d. 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.
- e. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a discontinuous windrow on the 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, sterilization and contamination.
- f. Pits will remain fenced until site cleanup.
- g. The blooie line will be located at least 100 feet from the well head.

- h. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

9. Plans for Restoration of the Surface (Interim Reclamation and Final Reclamation):

- a. Multiple wells are planned for the Cane Creek Unit 28-3 location. Upon drilling of the final well for this pad, interim site reclamation will be accomplished for portions of the site not required for the continued operation of the wells.
- b. Upon final 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 nylon reinforced plastic 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 re-contoured to the approximate natural contours.
- c. Following BLM published Best Management Practices interim reclamation will be completed following completion of the final well to reestablish vegetation, reduce dust and erosion, and complement the visual resources of the area.
1. All equipment and debris will be removed from the area proposed for interim reclamation and the pit area will be backfilled and re-contoured.
 2. The area outside of the rig anchors and other disturbed areas not needed for the operation of the wells will be re-contoured to blend with the surrounding area and reseeded with the following native grass seeds:

<i>Species of Seed</i>	<i>Broadcast Application Rate (lbs/ac)</i>	<i>App. Rate PLS (lbs/ac)</i>
Blue Gramma	5	3
Galleta	2	2
Indian Ricegrass	3	2
Bottlebrush Squirreltail	1	1
	Total: 11	Total: 8

3. Reclaimed areas receiving incidental disturbance during the life of the producing well will be re-contoured and reseeded as soon as practical.
- d. 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.
- e. Prior to final abandonment of the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded as described above.
- f. A final abandonment notice will be submitted to the State when the reclamation activities

(as presented in this document) are complete and new vegetation is established. Should there be any deviation from these planned reclamation activities, the surface owner will be notified and a Sundry Notice will be submitted to the State for approval of the new closure and reclamation activities.

10. Surface and Mineral Ownership:

- a. Surface Ownership – Bureau of Land Management
- b. Mineral Ownership – Bureau of Land Management

11. Other Information:

Company Representatives:

Bruce Houtchens
Drilling and Completion Manager
1700 Lincoln St. Suite 2800
Denver, CO 80203
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Bruce.houtchens@fidelityepco.com

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Drilling Engineer
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Denver, CO 80203
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(303) 710-1713 Cell
Ryan.Calhoun@fidelityepco.com

Joy Gardner – Sr. Engineering Tech
Fidelity Exploration & Production Company
1700 Lincoln St. Suite 2800
Denver, CO, 80203
(720) 956-5763 - Direct line
Joy.gardner@fidelityepco.com

WELL	CCU 28-3H	FIELD	UT, Grand County (NAD 27 CZ)	STRUCTURE	Fidelity Cane Creek Unit 28-3H		
Magnetic Parameters	Model: BGGM 2013	Dip: 64.602° Mag Dec: 10.797°	Date: August 09, 2013 FS: 51221.5NT	Surface Location Lat: N 38 35 57.588 Lon: W 109 49 12.060	NAD27 Utah State Plane, Central Zone, US Feet Northing: 101398.66 RUS Easting: 2480189.67 RUS Grid Conv: 1.076° Scale Fact: 1.00012907	Miscellaneous Slot: CCU 28-3H Plan: R3 mvd 16Dec13	TVD Ref: KB(5690ft above Mean Sea Level) Srvy Date: August 09, 2013

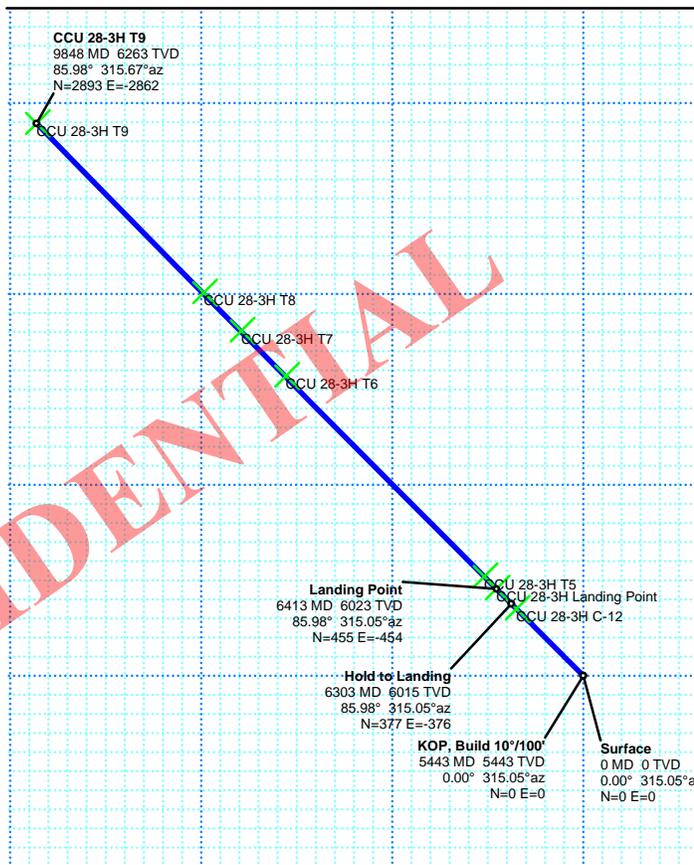
Proposal



True North
Tot Corr (M->T 10.7970°)
Mag Dec (10.797°)
Grid Conv (1.076°)



<<< W Scale = 1:1000(ft) E >>>
-3000 -2000 -1000 0



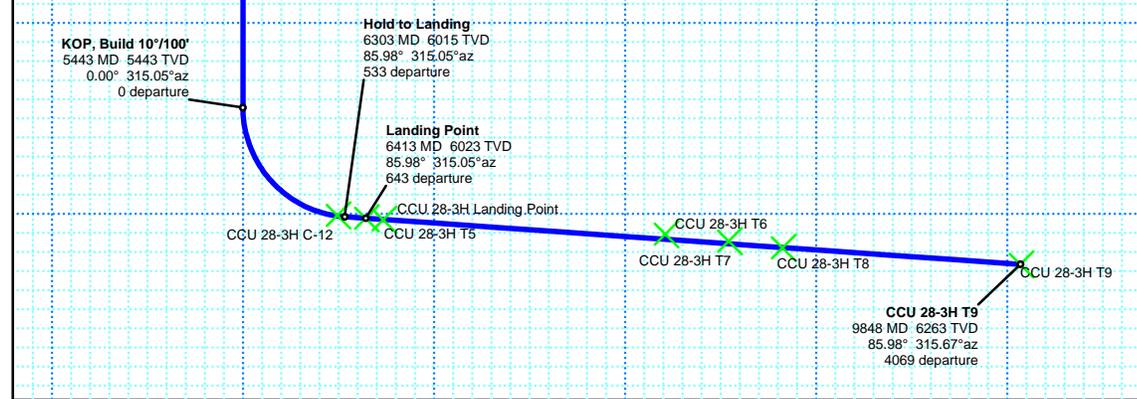
3000
2000
1000
0
-1000

<<< S Scale = 1:1000(ft) N >>>

TVD Scale = 1:1000(ft)

1000
2000
3000
4000
5000
6000

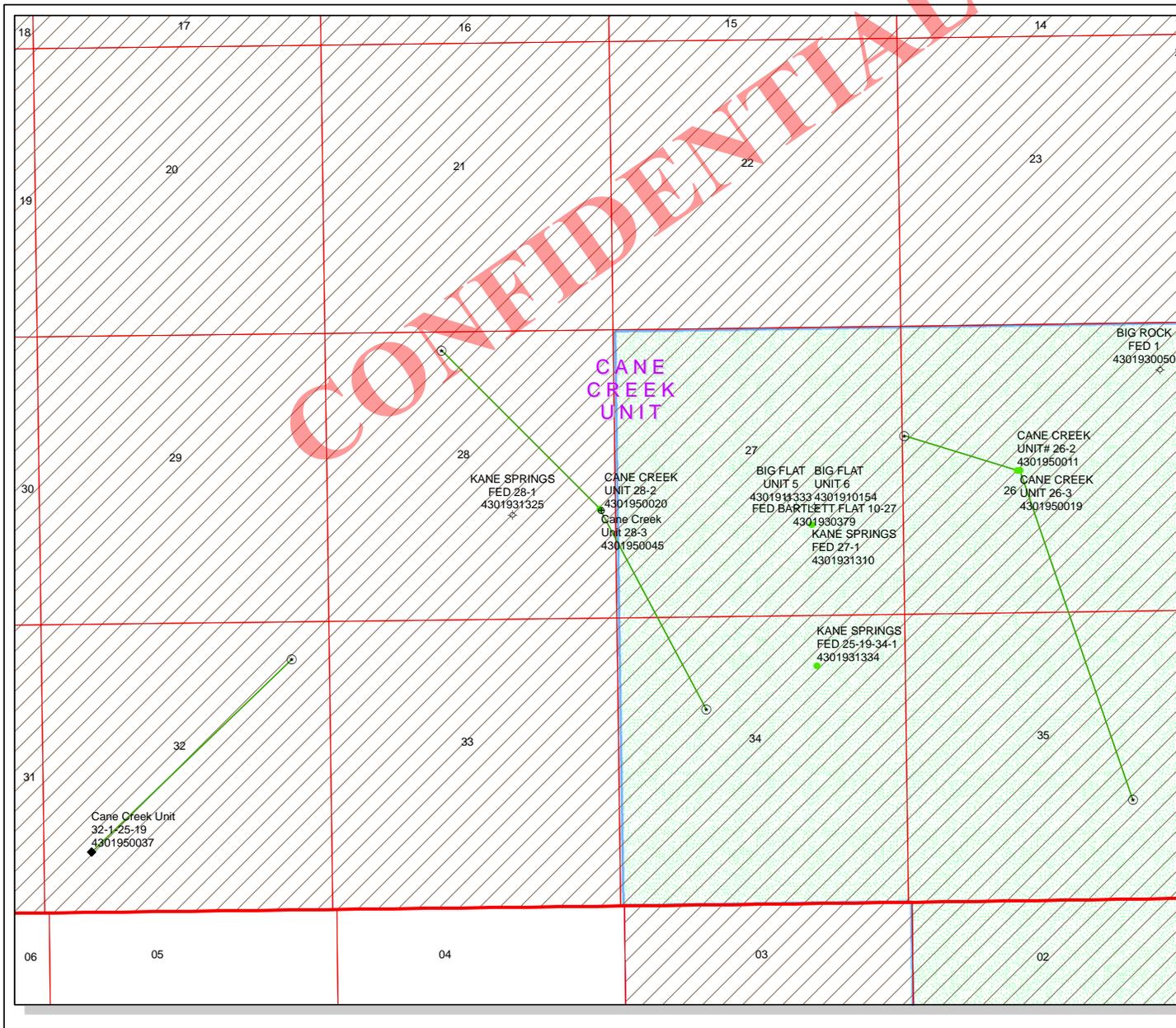
Critical Point	MD	INCL	AZIM	TVD	VSEC	N(+) / S(-)	E(+) / W(-)	DLS
Surface	0.00	0.00	315.05	0.00	0.00	0.00	0.00	
KOP, Build 10°/100'	5443.32	0.00	315.05	5443.32	0.00	0.00	0.00	0.00
Hold to Landing	6303.12	85.98	315.05	6014.87	532.78	377.05	-376.43	10.00
Landing Point	6413.39	85.98	315.05	6022.60	642.78	454.89	-454.15	0.00
CCU 28-3H T9	9848.12	85.98	315.67	6263.40	4069.04	2892.83	-2861.58	0.02



-1000 0 1000 2000 3000 4000
Vertical Section (ft) Azim = 315.36° Scale = 1:1000(ft) Origin = 0 N/-S, 0 E/-W

Quality Control
Date Drawn: December 16, 2013 02:11:16 PM
Drawn by: Matt VanderSchaaf

CONFIDENTIAL



API Number: 4301950045

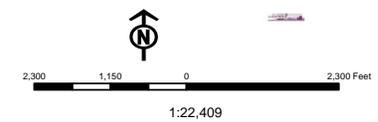
Well Name: Cane Creek Unit 28-3

Township: T25.0S Range: R19.0E Section: 28 Meridian: S

Operator: FIDELITY E&P COMPANY

Map Prepared: 1/8/2014
Map Produced by Diana Mason

Wells Query		Units	
Status	Symbol	STATUS	Symbol
APD - Approved Permit	◆	ACTIVE	▨
DRL - Spudded (Drilling Commenced)	○	EXPLORATORY	▨
GIW - Gas Injection	⚡	GAS STORAGE	▨
GS - Gas Storage	⚡	NF PP OIL	▨
LOC - New Location	⊕	NF SECONDARY	▨
OPS - Operation Suspended	⊖	PI OIL	▨
PA - Plugged Abandoned	⊖	PP GAS	▨
PGW - Producing Gas Well	⊕	PP GEOTHERML	▨
POW - Producing Oil Well	⊕	PP OIL	▨
SGW - Shut-in Gas Well	⊖	SECONDARY	▨
SOW - Shut-in Oil Well	⊖	TERMINATED	▨
TA - Temp. Abandoned	○		
TW - Test Well	○	Fields	
WDW - Water Disposal	⊖	STATUS	
WW - Water Injection Well	⊕	Unknown	▨
WSW - Water Supply Well	●	ABANDONED	▨
		ACTIVE	▨
		COMBINED	▨
		INACTIVE	▨
		STORAGE	▨
		TERMINATED	▨



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
440 West 200 South, Suite 500
Salt Lake City, UT 84101

IN REPLY REFER TO:
3160
(UT-922)

January 16, 2014

Memorandum

To: Assistant Field Office Manager Resources,
Moab Field Office

From: Michael Coulthard, Petroleum Engineer

Subject: 2014 Plan of Development Cane Creek Unit,
Grand and San Juan Counties, Utah.

Pursuant to email between Diana Mason, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following well is planned for calendar year 2014 within the Cane Creek Unit, Grand and San Juan Counties, Utah.

API#	WELL NAME	LOCATION
	(Proposed PZ Paradox Clastic 12 TVD 6,013')	
43-019-50045	Cane Creek Unit 28-3 Sec 28 T025S R19E 1986 FSL 0260 FEL BHL Sec 28 T025S R19E 0331 FNL 2124 FWL	

This office has no objection to permitting the well at this time.

Michael Coulthard

Digitally signed by Michael Coulthard
DN: cn=Michael Coulthard, o=Bureau of Land Management,
ou=Division of Minerals, email=mcoultha@blm.gov, c=US
Date: 2014.01.16 08:44:57 -0700

bcc: File - Cane Creek Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:1-16-14

RECEIVED: January 16, 2014

WELL CCU 28-3H	FIELD UT, Grand County (NAD 27 CZ)	STRUCTURE Fidelity Cane Creek Unit 28-3H
Magnetic Parameters Model: BGGM 2013 Dip: 64.602° Mag Dec: 10.797°	Date: August 09, 2013 FS: 51221.5mT	Surface Location Lat: N 38 35 57.588 Lon: W 109 49 12.060
NAD27 Utah State Plane, Central Zone, US Feet Northing: 101396.66 RUS Easting: 2480189.67 RUS Grid Conv: 1.076° Scale Fact: 1.00012907		Miscellaneous Slot: CCU 28-3H Plan: R3 msv 16Dec13 TVD Ref: KB(5690ft above Mean Sea Level) Srvy Date: August 09, 2013

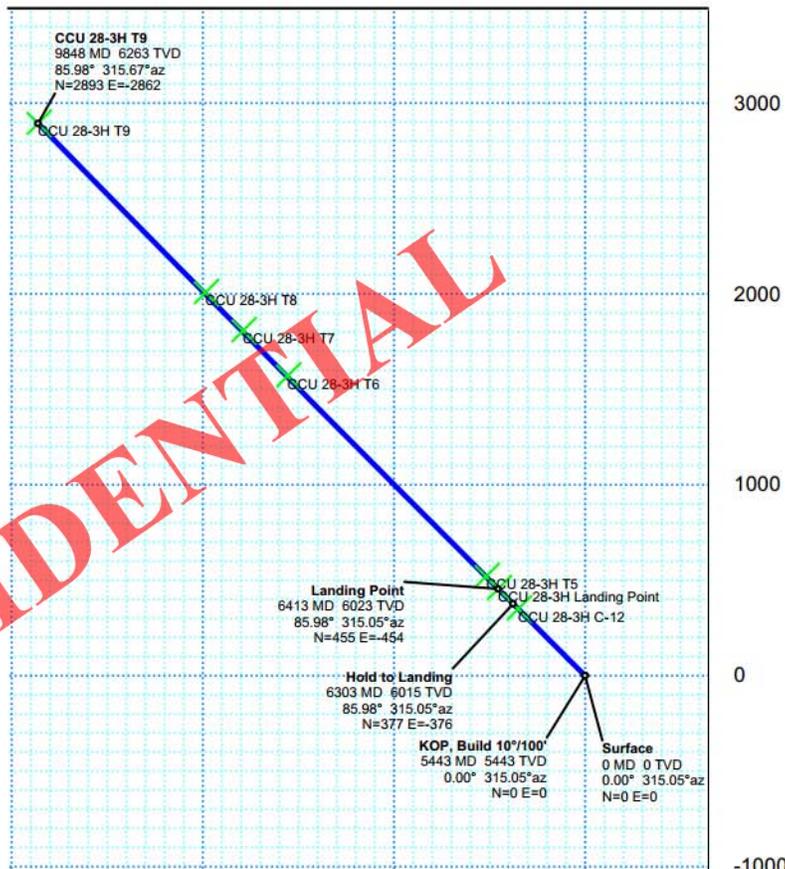
Proposal

Bureau of Land Management
CONFIDENTIAL

True North
Tot Corr (M->T 10.7970°)
Mag Dec (10.797°)
Grid Conv (1.076°)

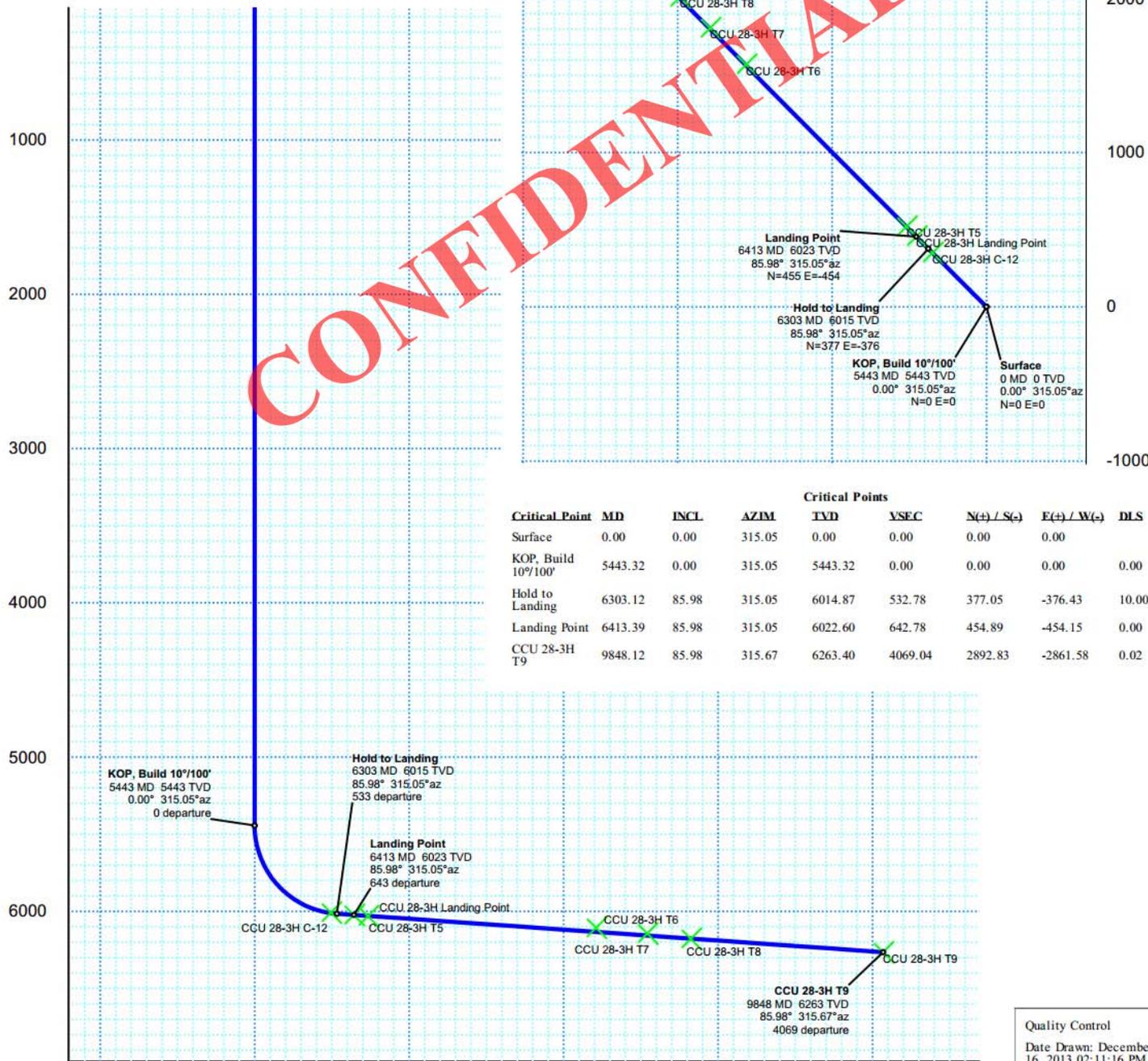


<<< W Scale = 1:1000(ft) E >>>
-3000 -2000 -1000 0



<<< S Scale = 1:1000(ft) N >>>

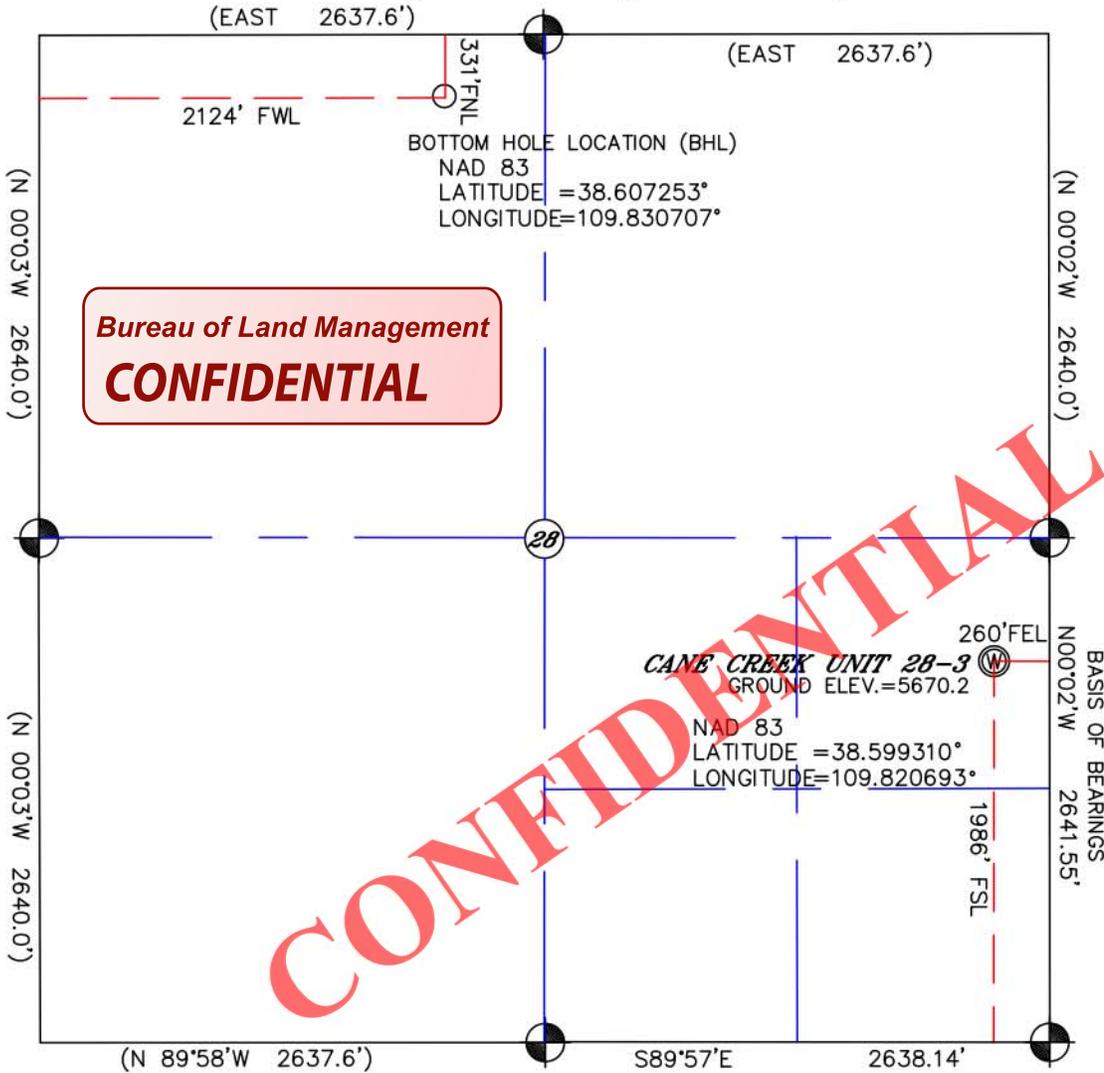
TVD Scale = 1:1000(ft)



Critical Point	MD	INCL	AZIM	TVD	VSEC	N(+)/S(-)	E(+)/W(-)	DLS
Surface	0.00	0.00	315.05	0.00	0.00	0.00	0.00	
KOP, Build 10°/100'	5443.32	0.00	315.05	5443.32	0.00	0.00	0.00	0.00
Hold to Landing	6303.12	85.98	315.05	6014.87	532.78	377.05	-376.43	10.00
Landing Point	6413.39	85.98	315.05	6022.60	642.78	454.89	-454.15	0.00
CCU 28-3H T9	9848.12	85.98	315.67	6263.40	4069.04	2892.83	-2861.58	0.02

Quality Control
Date Drawn: December 16, 2013 02:11:16 PM
Drawn by: Matt VanderSchaaf

SECTION 28, T 25 S, R 19 E, SLM



SCALE 1"=1000'

CONFIDENTIAL

NOTES: DATA IN PARENTHESIS IS OF RECORD. ALL OTHER DATA IS SURVEYED DATA.
 ELEVATIONS ARE BASED ON A G.P.S. 2 HOUR STATIC OPUS OBSERVATION.

LEGEND

-  FOUND GOVERNMENT MONUMENT
-  WELL LOCATION

Timothy M. Keogh
 TIMOTHY M. KEOGH



12-17-2013
 DATE

KEOGH LAND SURVEYING
 45 EAST CENTER STREET MOAB, UTAH, 84532

A SURVEY OF

CANE CREEK UNIT 28-3

WITHIN SECTION 28, T 25 S, R 19 E, SLM,
 GRAND COUNTY, UTAH

PREPARED FOR
FIDELITY EXPLORATION & PRODUCTION CO.

DATE: 12-17-2013	DRAWN BY: TMK	CHECKED BY: TMK
SCALE: 1"=1000'	F.B.# TDC1	CCU 28-2.DWG

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 1/7/2014

API NO. ASSIGNED: 43019500450000

WELL NAME: Cane Creek Unit 28-3

OPERATOR: FIDELITY E&P COMPANY (N3155)

PHONE NUMBER: 720 956-5763

CONTACT: Joy Gardner

PROPOSED LOCATION: NESE 28 250S 190E

Permit Tech Review:

SURFACE: 1986 FSL 0260 FEL

Engineering Review:

BOTTOM: 0331 FNL 2124 FWL

Geology Review:

COUNTY: GRAND

LATITUDE: 38.59921

LONGITUDE: -109.82059

UTM SURF EASTINGS: 602703.00

NORTHINGS: 4272961.00

FIELD NAME: CANE CREEK

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU50678

PROPOSED PRODUCING FORMATION(S): PARADOX

SURFACE OWNER: 1 - Federal

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: FEDERAL - CO-1395
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: Municipal
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingling Approved

LOCATION AND SITING:

- R649-2-3.
- Unit: CANE CREEK
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: R649-3-2
- Effective Date:
- Siting:
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
23 - Spacing - dmason
27 - Other - bhll



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Cane Creek Unit 28-3
API Well Number: 43019500450000
Lease Number: UTU50678
Surface Owner: FEDERAL
Approval Date: 1/16/2014

Issued to:

FIDELITY E&P COMPANY, 1700 Lincoln Street Ste 2800, Denver, CO 80203

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the PARADOX Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

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

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.

Conditions of Approval:

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

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

In accordance with Utah Admin. R.649-3-21, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:



For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU50678
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: CANE CREEK
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: Cane Creek Unit 28-3
2. NAME OF OPERATOR: FIDELITY E&P COMPANY	9. API NUMBER: 43019500450000
3. ADDRESS OF OPERATOR: 1801 California St. Ste 2500 , Denver, CO, 80202	PHONE NUMBER: 713 351-1968 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 0260 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 28 Township: 25.0S Range: 19.0E Meridian: S	9. FIELD and POOL or WILDCAT: CANE CREEK COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/1/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

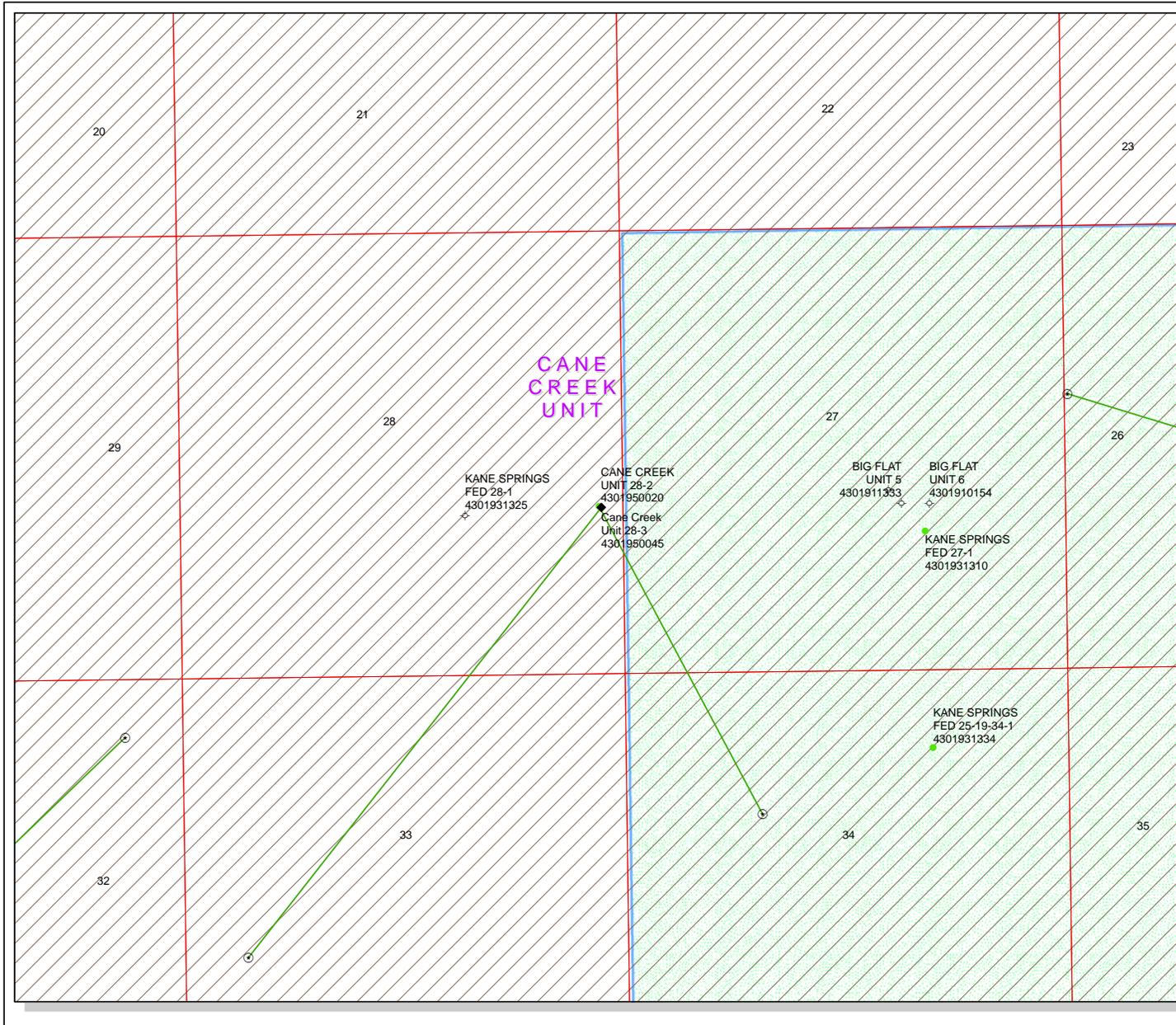
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Fidelity Exploration and Production Company requests permission to change the direction and depth of this well. Please see the attached supporting documents.

**Approved by the
 Utah Division of
 Oil, Gas and Mining
 May 27, 2014**

Date: _____
By: 

NAME (PLEASE PRINT) Joy Gardner	PHONE NUMBER 720 956-5763	TITLE Sr. Engineering Tech
SIGNATURE N/A	DATE 5/8/2014	



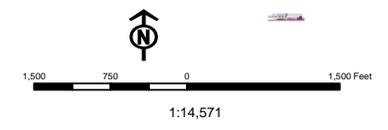
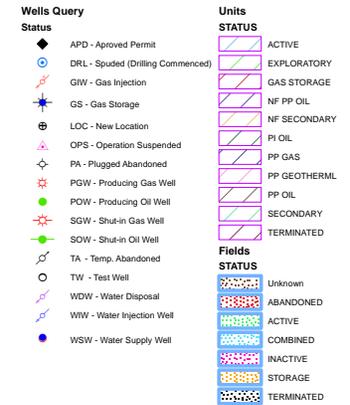
API Number: 4301950045

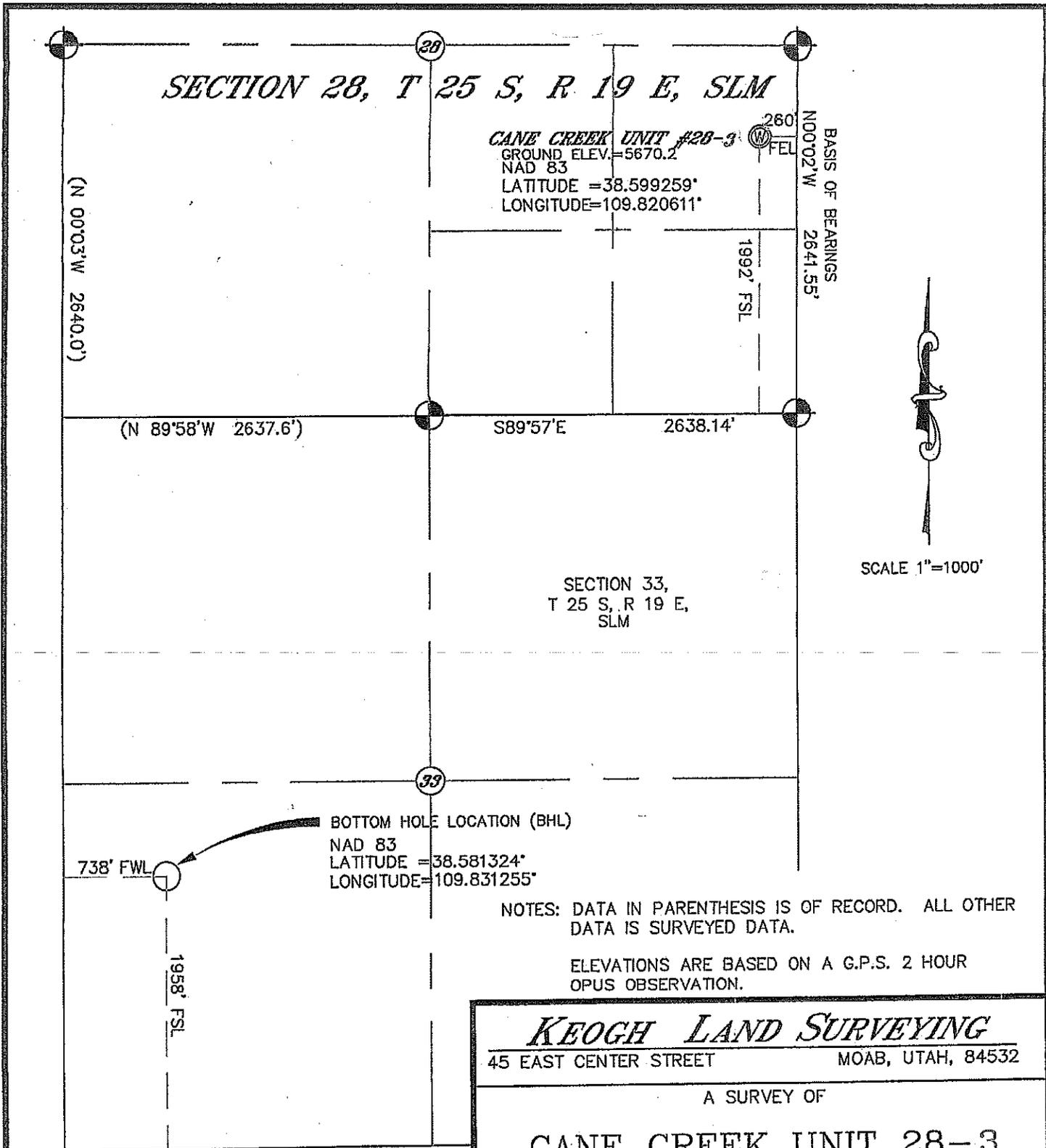
Well Name: Cane Creek Unit 28-3

Township: T25.0S Range: R19.0E Section: 28 Meridian: S

Operator: FIDELITY E&P COMPANY

Map Prepared: 5/20/2014
Map Produced by Diana Mason





NOTES: DATA IN PARENTHESIS IS OF RECORD. ALL OTHER DATA IS SURVEYED DATA.

ELEVATIONS ARE BASED ON A G.P.S. 2 HOUR OPUS OBSERVATION.

KEOGH LAND SURVEYING
 45 EAST CENTER STREET MOAB, UTAH, 84532

A SURVEY OF

CANE CREEK UNIT 28-3

WITHIN SECTION 28, T 25 S, R 19 E, SLM,
 GRAND COUNTY, UTAH

PREPARED FOR

FIDELITY EXPLORATION & PRODUCTION CO.

DATE: 02-26-14	DRAWN BY: TMK	CHECKED BY: TMK
SCALE: 1"=1000'	F.B.# TDC1	CCU 28-2.DWG

Kay B. Campbell
 KAY B. CAMPBELL
 No. 6305290
 KAY B. CAMPBELL
 PROFESSIONAL LAND SURVEYOR
 STATE OF UTAH

02-26-14
 DATE



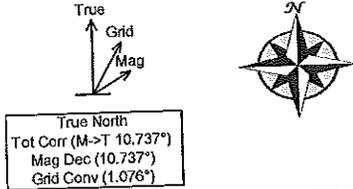
Fidelity

Rev 6

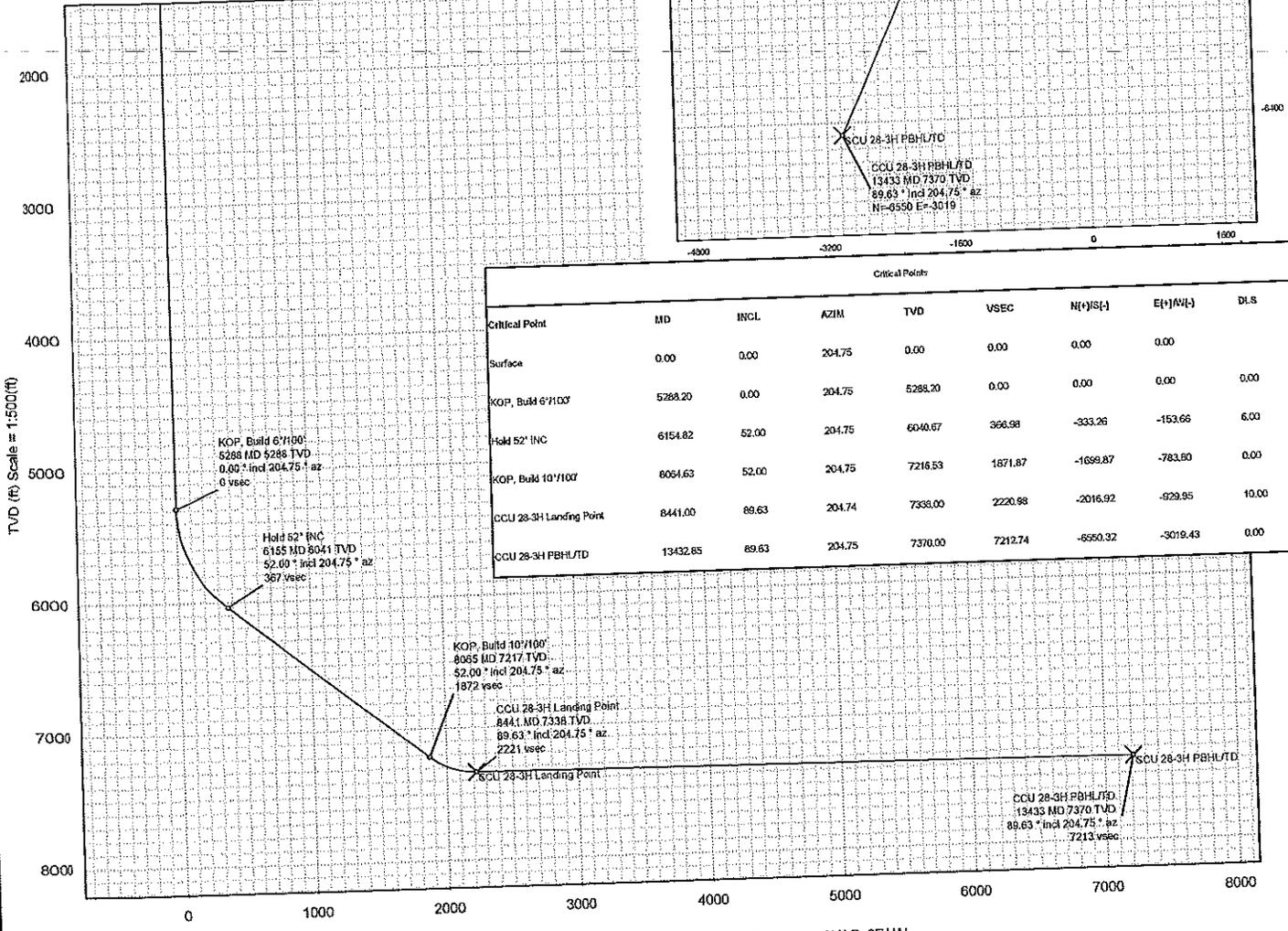
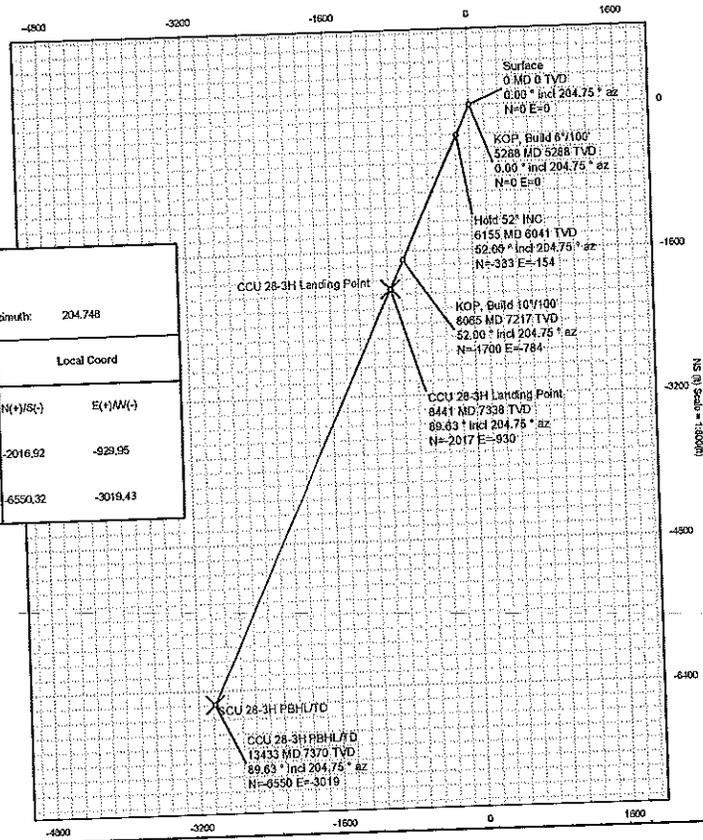


Borehole: Original Hole	Well: CCU 28-3H	Field: UT, Grand County (NAD 83 CZ)	Structure: Sec 28-25S-19E
Gravity & Magnetic Parameters Model: BGGM 2013 Dip: 64.687° Date: 25-Feb-2014 MagDec: 10.737° FS: 51155.649nT GravityFS: 998.173mgn (9.80665 Based)		Surface Location NAD83 Utah State Plane, Central Zone, US Feet Lat: N 38 35 57.52 Northing: 6663056.313R Lon: W 109 49 14.49 Easting: 2120401.02nU S	Miscellaneous Slot: CCU 28-3H TVD Ref: RKB(5690R above MSL) Plan: CCU 28-3H R6 mdv 25Apr14

Proposal



Surface Location		Grid Coord		Local Coord				
Northing: 6663056.313	Easting: 2120401.02	Latitude: N 38 35 57.52	Longitude: W 109 49 14.49	VSec Azimuth: 204.748				
Target Description	Latitude	Longitude	Northing	Easting	TVD	VSec	N(+)/S(-)	E(+)/W(-)
CCU 28-3H Landing Point	N 38 35 37.58	W 109 49 26.21	6661022.03	2119508.99	7338.00	2220.98	-2016.92	-929.95
CCU 28-3H PBHLTD	N 38 34 52.77	W 109 49 52.52	6656449.63	2117504.73	7370.00	7212.74	-6550.32	-3019.43



Critical Point	MD	INCL	AZIM	TVD	VSEC	N(+)/S(-)	E(+)/W(-)	DLS
Surface	0.00	0.00	204.75	0.00	0.00	0.00	0.00	
KOP, Build 6°/100'	5288.20	0.00	204.75	5288.20	0.00	0.00	6.00	0.00
Hold 52° INC	6154.82	52.00	204.75	6040.67	366.98	-333.26	-153.66	6.00
KOP, Build 10°/100'	8064.63	52.00	204.75	7216.53	1871.87	-1699.87	-783.80	0.00
CCU 28-3H Landing Point	8441.00	89.63	204.74	7338.00	2220.98	-2016.92	-929.95	10.00
CCU 28-3H PBHLTD	13432.85	89.63	204.75	7370.00	7212.74	-6550.32	-3019.43	0.00

Vertical Section (ft) Azim = 204.748° Scale = 1:500(ft) Origin = 0N/S, 0E/W



CCU 28-3H R6 mdv 25Apr14 Proposal Geodetic Report



(Def Plan)

Report Date: April 29, 2014 - 02:07 PM
 Client: Fidelity
 Field: UT, Grand County (NAD 83 CZ)
 Structure / Slot: Fidelity Sec 28-25S-19E (CCU 28-3H) / CCU 28-3H
 Well: CCU 28-3H
 Borehole: Original Hole
 UWI / API#: Unknown / Unknown
 Survey Name: CCU 28-3H R6 mdv 25Apr14
 Survey Date: August 09, 2013
 Tort / AHD / DDI / ERD Ratio: 89.637 ° / 7212.738 ft / 6.071 / 0.979
 Coordinate Reference System: NAD83 Utah State Plane, Central Zone, US Feet
 Location Lat / Long: N 38° 35' 57.51600", W 109° 49' 14.49480"
 Location Grid N/E Y/X: N 6663056.313 ftUS, E 2120401.026 ftUS
 CRS Grid Convergence Angle: 1.0757 °
 Grid Scale Factor: 1.00012908
 Version / Patch: 2.7.1043.0

Survey / DLS Computation: Minimum Curvature / Lubinski
 Vertical Section Azimuth: 204.748 ° (True North)
 Vertical Section Origin: 0.000 ft, 0.000 ft
 TVD Reference Datum: RKB
 TVD Reference Elevation: 5690.000 ft above MSL
 Seabed / Ground Elevation: 5687.000 ft above MSL
 Magnetic Declination: 10.737 °
 Total Gravity Field Strength: 999.1732mgm (9.80665 Based)
 Gravity Model: DOX
 Total Magnetic Field Strength: 51155.649 nT
 Magnetic Dip Angle: 64.587 °
 Declination Date: February 25, 2014
 Magnetic Declination Model: BGM 2013
 North Reference: True North
 Grid Convergence Used: 0.0000 °
 Total Corr Mag North->True North: 10.7368 °
 Local Coord Referenced To: Well Head

Comments	MD (ft)	Incl (°)	Azim True (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (°/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S ° ' ")	Longitude (E/W ° ' ")
Surface	0.00	0.00	204.75	0.00	0.00	0.00	0.00	N/A	6663056.31	2120401.02	N 38 35 57.52	W 109 49 14.49
KOP, Build 6'7100'	5288.20	0.00	204.75	5288.20	0.00	0.00	0.00	0.00	6663056.31	2120401.02	N 38 35 57.52	W 109 49 14.49
Hold 52" INC	6154.82	52.00	204.75	6040.67	366.98	-333.26	-153.66	6.00	6662720.18	2120253.62	N 38 35 54.22	W 109 49 16.43
KOP, Build 10'7100'	8064.63	52.00	204.75	7216.53	1871.87	-1699.87	-783.80	0.00	6661341.81	2119649.18	N 38 35 40.71	W 109 49 24.37
CCU 28-3H Landing Point	8441.00	89.63	204.75	7388.00	2220.98	-2016.92	-929.95	10.00	6661022.03	2119508.99	N 38 35 37.58	W 109 49 26.21
CCU 28-3H PBHL/TD	13432.85	89.63	204.75	7370.00	7212.74	-6550.32	-3019.43	0.00	6658449.63	2117504.73	N 38 34 52.77	W 109 49 52.52

Survey Type: Def Plan

Survey Error Model: ISCWSA Rev 0 *** 3-D 95.000% Confidence 2.7955 sigma

Survey Program:

Description	Part	MD From (ft)	MD To (ft)	EOU Freq (ft)	Hole Size (in)	Casing Diameter (in)	Survey Tool Type	Borehole / Survey
	1	0.000	23.000	1/100.000	30.000	30.000	ZERO	Original Hole / CCU 28-3H R6 mdv 25Apr14
	2	0.000	23.000	1/100.000	30.000	30.000	SLB_MWD-STD-Depth Only	Original Hole / CCU 28-3H R6 mdv 25Apr14
	2	23.000	13432.854	1/100.000	30.000	30.000	SLB_MWD-STD	Original Hole / CCU 28-3H R6 mdv 25Apr14

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3-25-19
SEC 28 / T25S / R19E, NESE, 1992' FSL & 260' FEL
GRAND COUNTY, UTAH

1. & 2. ESTIMATED TOPS & ANTICIPATED OIL, GAS, & WATER ZONES:

FORMATION	TVD-RKB (ft)	Sub-Sea (ft)	Lithology	Objective
Windgate Sand	Surface		Sandstone	
Chinle	747	+4,943	Sand/Shale	
Moenkopi	1,157	+4,533	Sand/Shale	
Cutler	2,625	+3,065	Sandstone	
Hermosa Group	3,062	+2,628	Sand/Evaporite	
Paradox	3,882	+1,808	Salt/Clastics	Secondary
Top Cane Creek	7,145	-1,455	Silt/Shale	Primary
T.D.	7,370	-1,680		
T.D. (LATERAL MD)	±13,434			

Estimated TD: 13,434' MD / 7,370' TVD

Anticipated BHP: ±5,750 Psig

1. Lost circulation in all intervals.
2. Cement isolation is installed to surface of the well isolating all zones by cement and casing.

3. PRESSURE CONTROL EQUIPMENT: Intermediate & Production Hole – 10,000 Psig BOP schematic diagrams attached.

4. CASING PROGRAM:

CASING	Hole Size	Length	Size	WEIGHT	Grade	Thread	Collapse (psi) a	Burst (psi) b	Tensile (1K lbs) c
Conductor	26"	0 – ±90'	20"						
Surface	17 ½"	0' – 1,000'	13 3/8"	54.5#	J-55	BTC	1130/2.1	2730/3.0	909/2.5
Intermediate	12 ¼"	0 – 4,445'	9-5/8"	40.0#	L-80	BTC	3,090/1.5	5,750/1.2	947/2.1
Production	8-1/2"	0 – 3,700'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1
Production	8-1/2"	3,700 – 8,433'	7"	32#	HCP-110	BTC	11,890/1.9	12,460/2.0	955/2.1
Production	8-1/2"	8,433 – 13,434'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1

Surface based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Intermediate based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Production based on full evacuation: a=16.5 ppg fluid on backside, b=16.5 ppg inside, & c=16.5 ppg fluid + 100K overpull

All casing will be new or inspected.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3-25-19
SEC 28 / T25S / R19E, NESE, 1992' FSL & 260' FEL
GRAND COUNTY, UTAH

5. Float Equipment:**Surface Hole Procedure (0'- 1000'±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of jts. #2 and #3 then every 5th joint to surface. (8 total)**Intermediate Hole Procedure (0'- 4,445±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of joints. #2 and #3 then every 3rd joint to surface. (35 total)**Production Hole Procedure (0' - TD):**

Float shoe, 1 joint casing, float collar and balance of casing to surface. Thread lock float shoe, top and bottom of float collar, and top of 2nd joint. 1 per joint in the lateral (length TBD), and 1 per joint in the curve to ±5,300'. (Approximately 200)

6. MUD PROGRAM

Interval	Mud Type	Mud Wt.	PV / YP	OWR
0' - 1,000'	Air Mist	---	---	---
1,000' - 4,445'	Air Mist/Aerated Water	---	---	---
4,445' - 13,434'	Oil Based Mud	13.5-16.5 ppg	22-32 / 12-22	+/-90:10

Intermediate & Production Hole Procedure (4,445' - TD): Anticipated mud weight 13.5 – 16.5 ppg depending on actual wellbore conditions encountered while drilling.

An oil based mud (OBM) system will be used to prevent fluid interaction with the salts and shales. LCM sweeps, pills, etc., will be used to prevent fluid loss. Adequate amounts of weighting material will be on hand as needed for well control.

7. VARIANCE REQUESTS:

Reference: Onshore Oil and Gas Order No. 1
Onshore Oil and Gas Order No. 2 – Section E: Special Drilling Operations

- o Fidelity E&P. requests a variance to regulations requiring a straight run blooie line to be 100' in length. (Where possible, a straight run blooie line will be used).
- o Fidelity E&P requests a variance to regulations requiring the blooie line to be 100' in length. To reduce location excavation, the blooie line will be approximately 75' in length.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3-25-19
SEC 28 / T25S / R19E, NESE, 1992' FSL & 260' FEL
GRAND COUNTY, UTAH

- o Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring dedusting equipment. Dust during air drilling operations is controlled by water mist.
- o Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring an automatic igniter or continuous pilot light on the blooie line. (Not required on aerated water system).
- o Fidelity E&P requests a variance that compressors are located in the opposite direction from the blooie line a minimum of 100 feet from the well bore. (Air Compressors are rig mounted).

8. EVALUATION PROGRAM:

Mud Logs: Mud log from 1,000' to TD.
Open-hole Logs: Triple-Combo, ECS, OBM FMI

9. CEMENT PROGRAM:

Surface Hole Procedure (Surface – 1,000'±):

Lead: 400 sks Type I/II Cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.38 ft³/sk @ 12.30 ppg

Tail: 200 sks Type I/II Cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.14 ft³/sk @ 14.20 ppg.

Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.

Note: Cement volumes will be calculated to bring lead cement to surface.

Intermediate Hole Procedure (Surface – 4,445'±):

Lead: 1200 sks Type I/II + 0.2% Sodium Silicate + 2 pps Gypsum. Yield = 2.1 ft³/sk @ 12.8 ppg

Tail: 110 sks Type I/II + 0.2% Sodium Silicate + 2 pps Gypsum. Yield = 2.02 ft³/sk @ 13.0 ppg

Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.

Note: Cement volumes will be calculated to bring lead cement to surface. 100% excess is included in lead. Actual excess will be calculated and applied to completely cement the well when casing is ran.

Production Hole Procedure (4,000' – TD):

Lead: 335 sks Class G cement + 90 pps Hematite. Yield = 1.72 ft³/sk @ 19.00 ppg.

Tail: 375 sks Class G cement + 90 pps Hematite. Yield = 1.72 ft³/sk @ 19.00 ppg.

Note: The above number of sacks is based on gauge-hole calculation, 0% excess.
Final Cement volumes will be based upon gauge-hole plus 30% excess and the actual depth drilled to.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3-25-19
SEC 28 / T25S / R19E, NESE, 1992' FSL & 260' FEL
GRAND COUNTY, UTAH

10. ABNORMAL CONDITIONS:

Surface Hole (Surface – 1,000'±):

Lost circulation.

Intermediate & Production Hole (1,000'± - TD):

Lost circulation zones and over pressure in the production zone.

11. STANDARD REQUIRED EQUIPMENT:

- A. Choke Manifold
- B. Upper and Lower Kelly Cock
- C. Stabbing Valve
- D. Visual Mud Monitoring

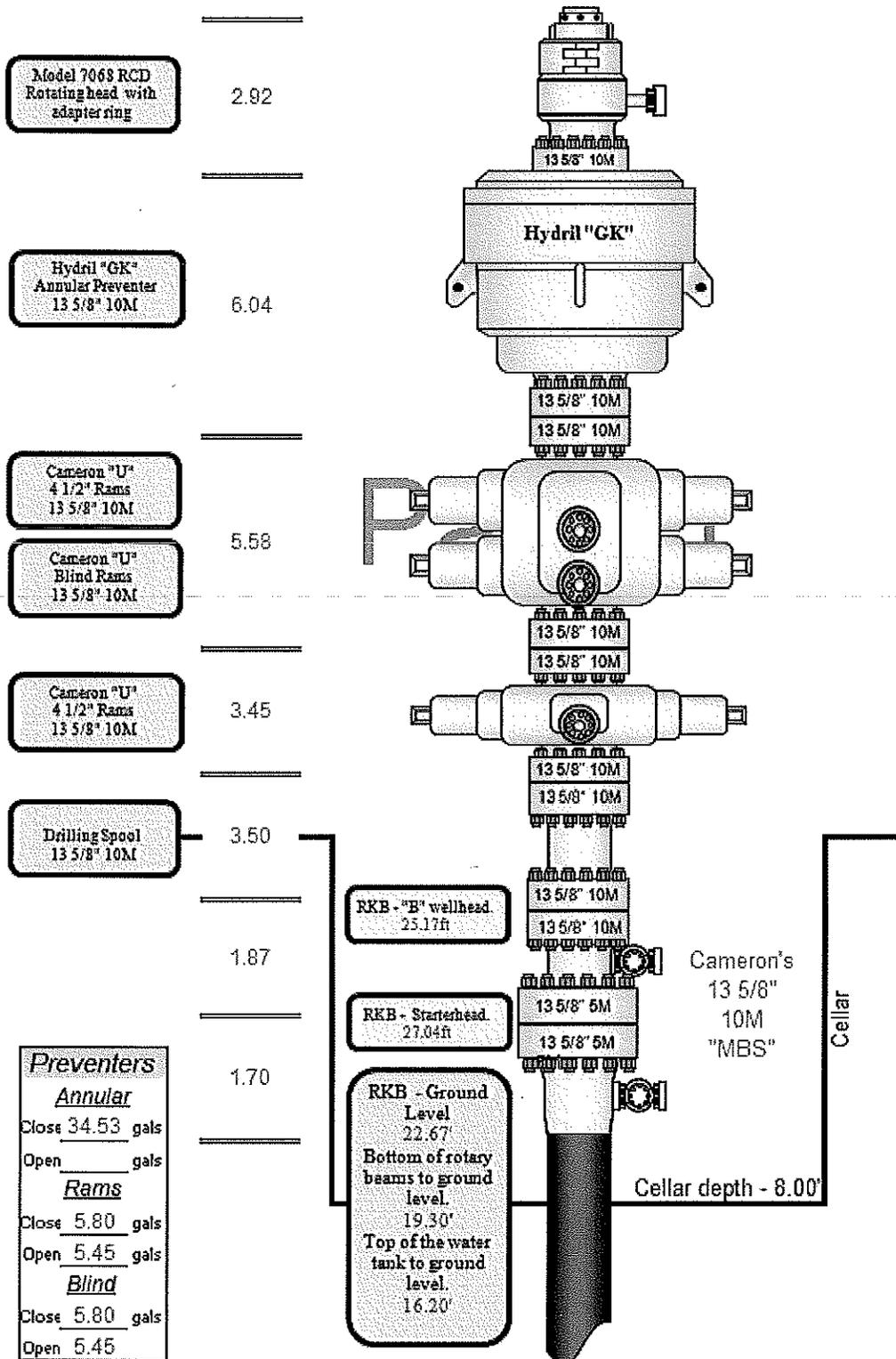
12. HAZARDOUS CHEMICALS:

No chemicals subject to reporting under SARA title III in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this 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 of this well.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3-25-19
SEC 28 / T25S / R19E, NESE, 1992' FSL & 260' FEL
GRAND COUNTY, UTAH

(Attachment: BOP Schematic Diagram)

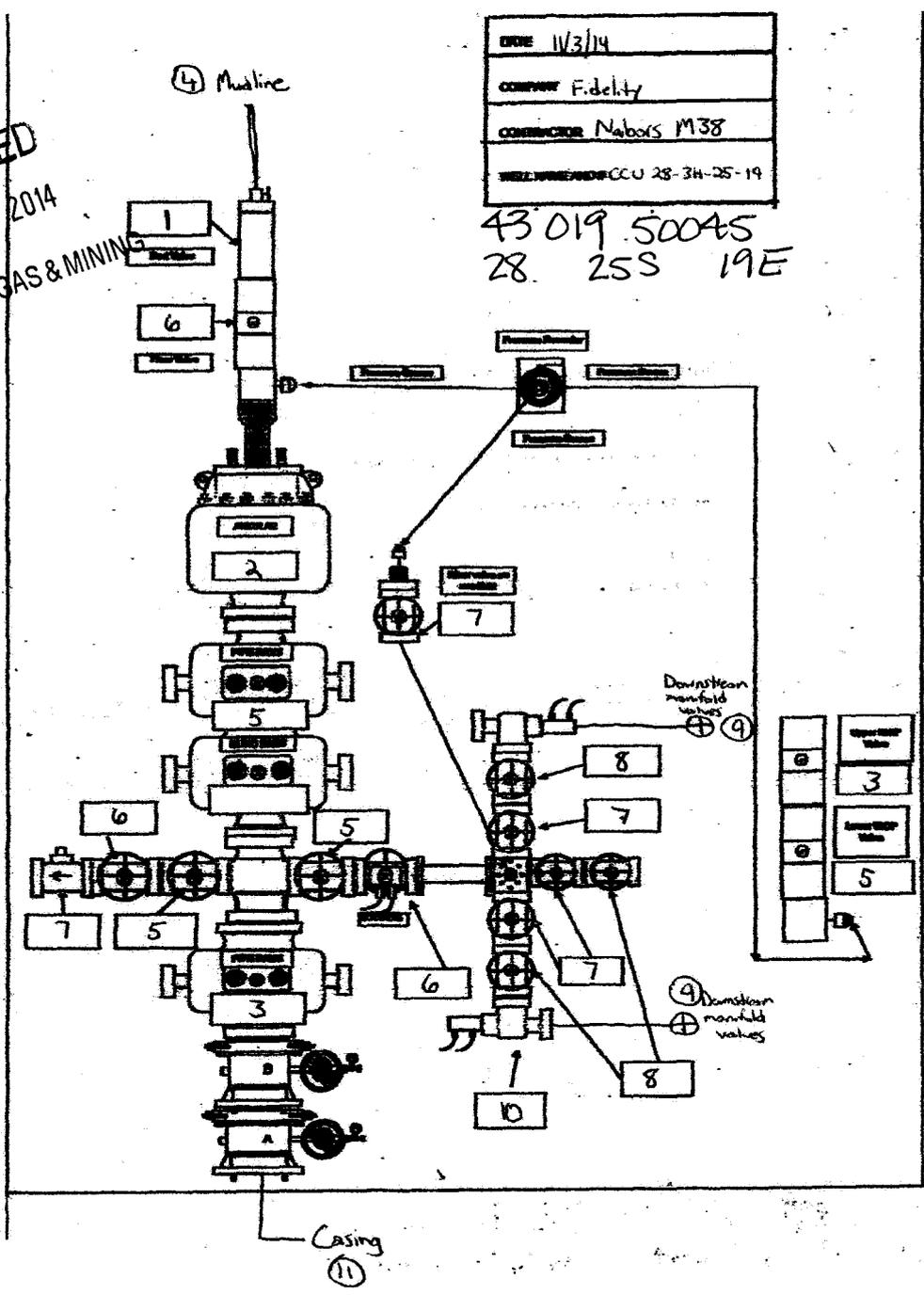


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU50678
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter 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: CANE CREEK
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: Cane Creek Unit 28-3	
2. NAME OF OPERATOR: FIDELITY E&P COMPANY	9. API NUMBER: 43019500450000	
3. ADDRESS OF OPERATOR: 1801 California St. Ste 2500 , Denver, CO, 80202	PHONE NUMBER: 713 351-1968 Ext	9. FIELD and POOL or WILDCAT: CANE CREEK
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1992 FSL 0260 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 28 Township: 25.0S Range: 19.0E Meridian: S		COUNTY: GRAND
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 10/15/2014 <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
Cane Creek unit was spud on 10/15/2014. Set 110 ft of 20 inch conductor with 15 cubic yards of Redi-Mix concrete.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 29, 2014		
NAME (PLEASE PRINT) Sandi Stocker	PHONE NUMBER 720 931-9637	TITLE Engineering Tech
SIGNATURE N/A	DATE 10/27/2014	

RECEIVED
NOV 06 2014
DIV. OF OIL, GAS & MINING

DATE 11/3/14
COMPANY Fidelity
CONTRACTOR Nabors M38
WELL NUMBER OCCU 28-34-25-19

43 019 50045
28 25S 19E



DATE: 11/3/14

ACCUMULATOR FUNCTION TEST

WELL: CCU 28-3H-25-19

TO CHECK THE USABLE FLUID STORED IN THE NITROGEN BOTTLES ON THE ACCUMULATOR (OO #2 III.A.2.c.i. or ii or iii)

1. Make sure all rams and annular are open and if applicable HCR is closed
2. Ensure accumulator is pumped up to working pressure! (Shut off all pumps)
3. Open HCR valve. (If applicable)
4. Close annular.
5. Close all pipe rams.
6. Open one set of pipe rams to simulate closing the blind rams.
7. If you have a 3 Ram stack open the annular to achieve the 50 +/- % safety factor for 5M and greater systems.
8. Accumulator pressure should be 200 psi over precharge pressure (Accumulator working pressure (1,500 psi = 750 desired psi) (2,000 and 3,000 psi = 1,000 desired psi)).

9. RECORD THE REMAINING PRESSURE 1800 PSI

If annular is closed, open it at this time and close HCR.

TO CHECK THE CAPACITY OF THE ACCUMULATOR PUMPS (OO #2 III.A.2.f.)

Shut the accumulator bottles or spherical (Isolate them from the pumps & manifold) open the bleed off valve to the tank (Manifold psi should go to zero psi) close bleed valve.

1. Open the HCR valve. (If applicable)
2. Close annular.
3. With pumps only, time how long it takes to re- gain manifold pressure to 200 psi over desired precharge pressure! (Accumulator working pressure (1,500 psi = 750 psi desired psi) (2,000 and 3,000 psi = 1,000 desired psi)).

4. RECORD ELAPSED TIME 56 sec. PSI (2 minutes or less)

TO CHECK THE PRECHARGE ON THE BOTTLES OR SPHERICAL (OO #2 III.A.2.d.)

1. Open bottles back up to the manifold (pressure should be above the desired precharge pressure (1,500 psi = 750 psi desired psi) (2,000 and 3,000 psi = 1,000 desired psi)) may need to use pumps to pressure back up.
2. With power to pumps shut off open bleed line to tank.
3. Watch and record where the pressure drops (Accumulator psi).

4. RECORD THE PRESSURE DROP 900 PSI

If pressure drops below MINIMUM precharge (Accumulator working pressure (1,500 psi = 700 psi minimum) (2,000 and 3,000 psi = 900 psi minimum)) each bottle shall be independently checked with a gauge.

DATE 11/3/14 COMPANY: Fidelity

RIG: Nabais M38

WELL NAME & # CCU 28-3H-25-19

Time	Test No.	Results
AM <input type="checkbox"/> PM <input type="checkbox"/>	1	4 1/2" XH DART valve Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
12:39 AM <input type="checkbox"/> PM <input type="checkbox"/>	2	Annular Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
1:01 AM <input type="checkbox"/> PM <input type="checkbox"/>	3	Lower pipe rams, hydraulic IBOP Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
3:59 AM <input type="checkbox"/> PM <input type="checkbox"/>	4	Mudline Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
4:21 AM <input type="checkbox"/> PM <input type="checkbox"/>	5	Upper pipe rams, manual IBOP, inside kill & choke line valves Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
4:48 AM <input type="checkbox"/> PM <input type="checkbox"/>	6	Upper pipe rams, 4 1/2" XH TSW valve, HCR, outside kill line valve Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
5:17 AM <input type="checkbox"/> PM <input type="checkbox"/>	7	Upper pipe rams, check valve, inside choke manifold valves, riser valve Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
5:41 AM <input type="checkbox"/> PM <input type="checkbox"/>	8	Upper pipe rams, outside choke manifold valves Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
7:13 AM <input type="checkbox"/> PM <input type="checkbox"/>	9	Blind rams, downstream choke manifold valves Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
8:48 AM <input type="checkbox"/> PM <input type="checkbox"/>	10	Superchoke Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
9:05 AM <input type="checkbox"/> PM <input type="checkbox"/>	11	Casing Pass <input checked="" type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	12	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	13	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	14	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	Retest	Pass <input type="checkbox"/> Fail <input type="checkbox"/>

Acc. Tank Size (inches) (W D) ÷ 231 = gal.

Rock Springs, WY (307) 382-3350
 BOP TESTING, CASING TESTING, LEAK OFF TESTING, &
 INTEGRITY TESTING
 NIPPLE UP CREWS, NITROGEN CHARGING SERVICE

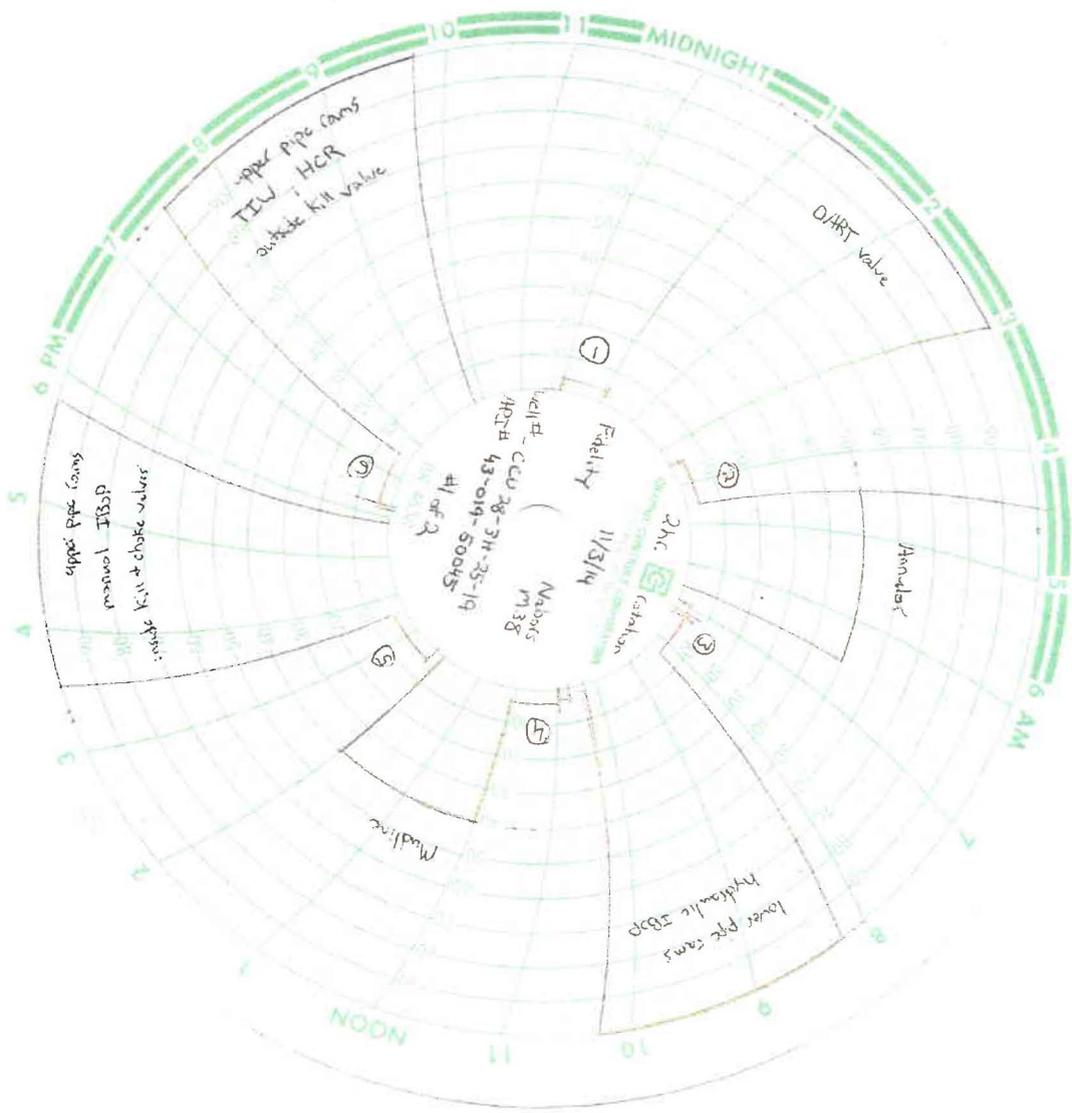
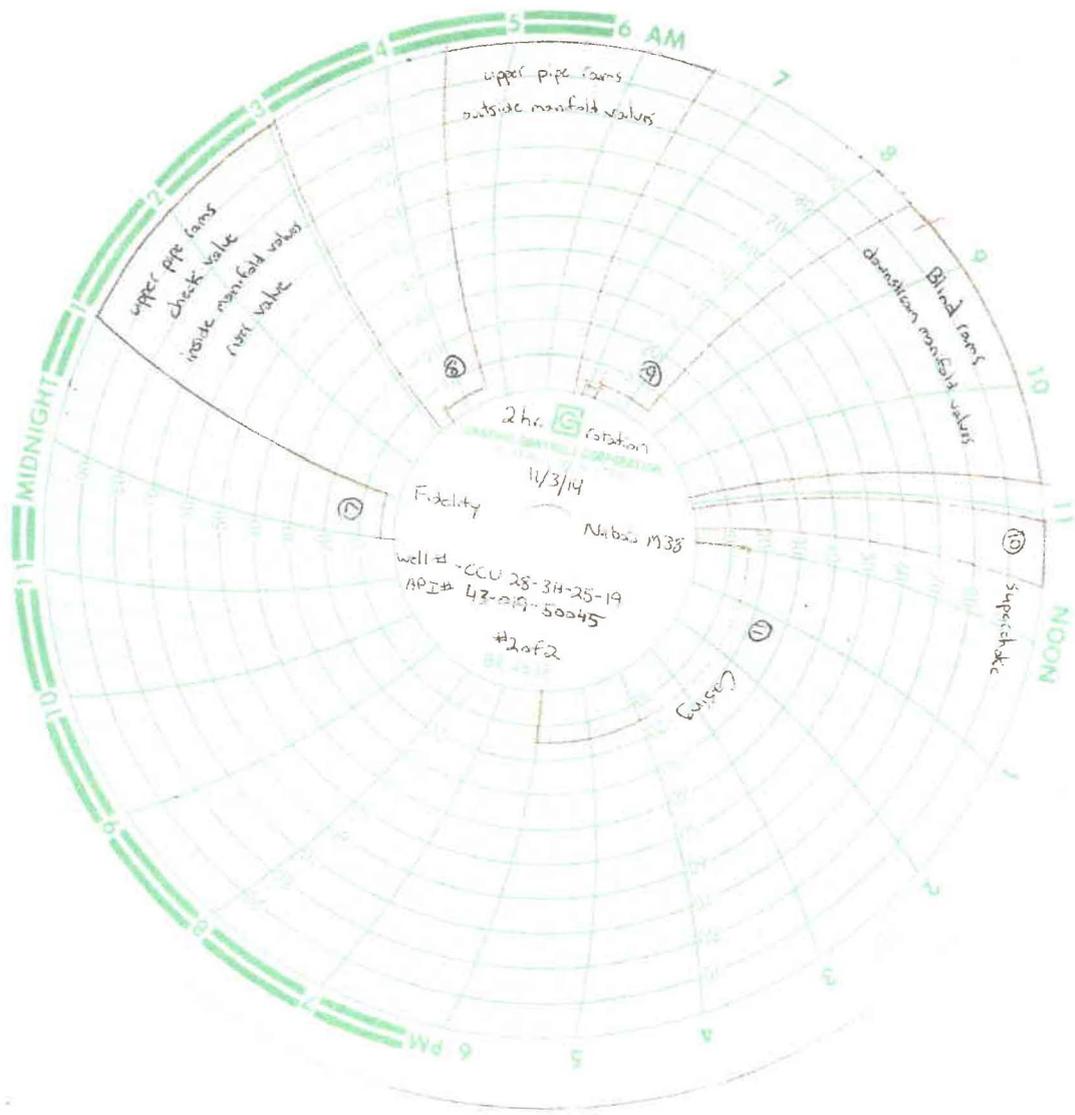


Chart #2 on Reverse



2420

WALKER INSPECTION,LLC.
REBEL TESTING · EAGER BEAVER TESTERS
WYOMING · COLORADO · NORTH DAKOTA

Daily JSA/Observation Report

OPERATOR: Fidelity

DATE: 11/3/14

LOCATION: CCU 28-3H-25-19

CONTRACTOR: Nabors M38

EMPLOYEE NAME: Lee Borden



High Pressure Testing

COMMENTS: _____



Working Below Platform



Requires PPE



Overhead Work is Occurring



Confined Spaces are Involved



Fill in if: Set up of Containment



Using Rig Hoist to Lift Tools



Fill in if: Other: _____

SIGNATURE: M. L. Borden

DATE: 11/3/14

WALKER INSPECTION, LLC. AND AFFILIATES

ATTENDANCE:

<u>John Orledge</u>		
<u>Lee Borden</u>		
<u>Chris Cooper</u>		

Observation Report

EMPLOYEE REPORTING: Lee Borden

SIGNATURE: M. L. Borden

Was job set up and performed correctly and to best of companies ability? / N

Was all safety equipment used correctly by all involved? / N

Any incidents or near misses to report about WI? Y /

Any incidents or near misses to report in general? Y /

Any spills or environmental issues to report? Y /

Basic Comments: job performed safely

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU50678
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: CANE CREEK
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: Cane Creek Unit 28-3
2. NAME OF OPERATOR: FIDELITY E&P COMPANY	9. API NUMBER: 43019500450000
3. ADDRESS OF OPERATOR: 1801 California St. Ste 2500 , Denver, CO, 80202	PHONE NUMBER: 720 917-3026 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2000 FSL 0288 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 28 Township: 25.0S Range: 19.0E Meridian: S	9. FIELD and POOL or WILDCAT: CANE CREEK COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/15/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Change direction of horizontal"/>

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

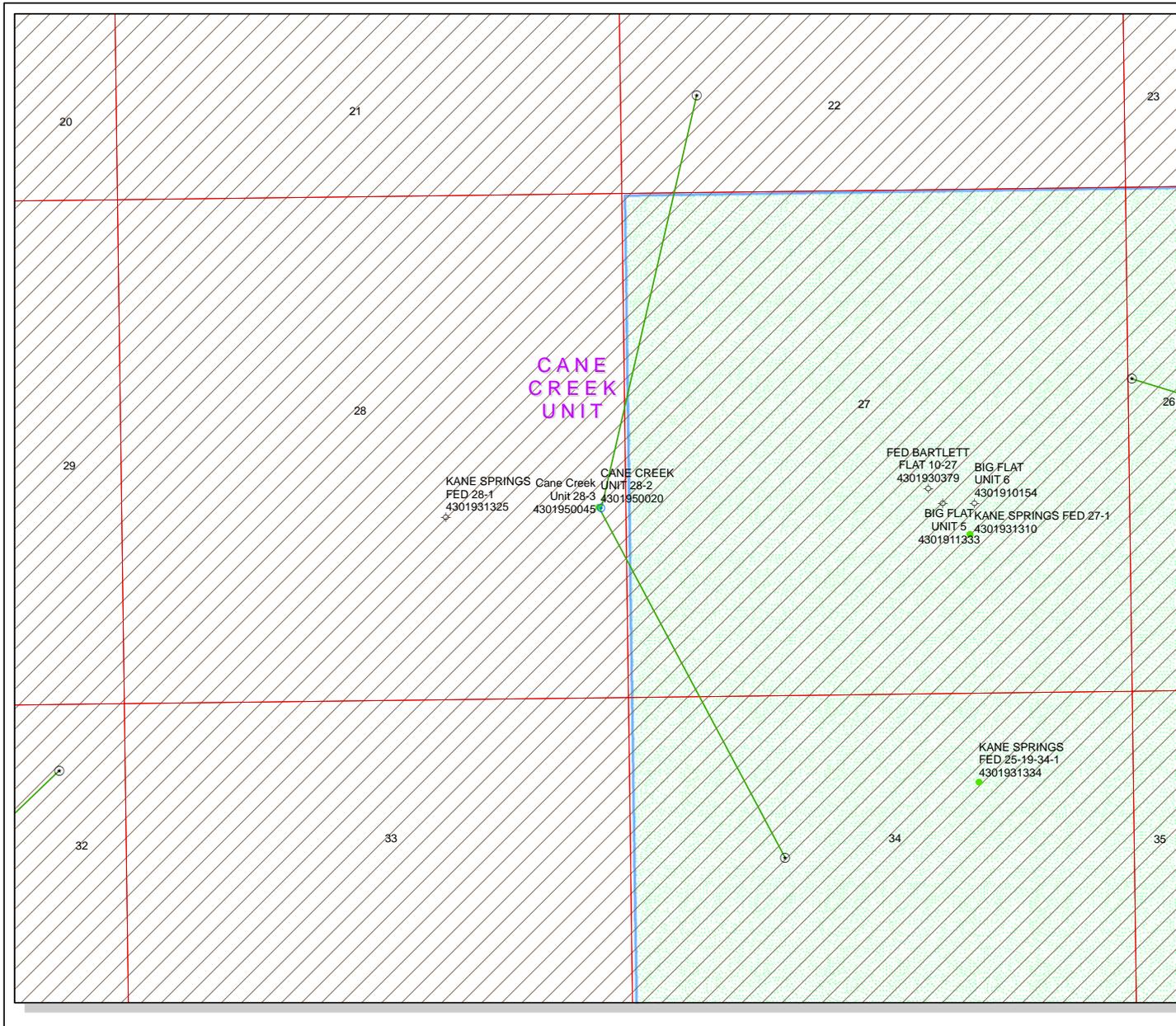
Fidelity E&P requests permission to change the direction of the horizontal lateral for this well. The projected bottom hole location is in Section 22 T25S R19E. Please refer to the attached directional program, survey plat, and drilling plan.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: _____

By: 

NAME (PLEASE PRINT) Sandi Stocker	PHONE NUMBER 720 931-9637	TITLE Engineering Tech
SIGNATURE N/A	DATE 9/23/2014	



API Number: 4301950045

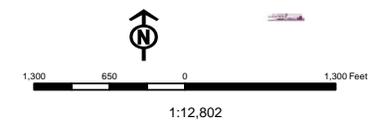
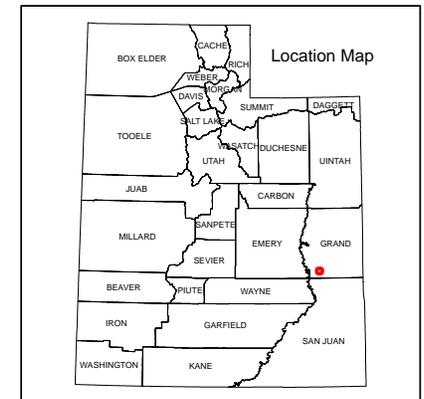
Well Name: Cane Creek Unit 28-3

Township: T25.0S Range: R19.0E Section: 28 Meridian: S

Operator: FIDELITY E&P COMPANY

Map Prepared: 12/4/2014
Map Produced by Diana Mason

Wells Query		Units	
Status		STATUS	
◆	APD - Approved Permit	□	ACTIVE
○	DRL - Spudded (Drilling Commenced)	□	EXPLORATORY
↗	GIW - Gas Injection	□	GAS STORAGE
★	GS - Gas Storage	□	NF PP OIL
⊕	LOC - New Location	□	NF SECONDARY
⊖	OPS - Operation Suspended	□	PI OIL
⊗	PA - Plugged Abandoned	□	PP GAS
⊙	PGW - Producing Gas Well	□	PP GEOTHERML
⊚	POW - Producing Oil Well	□	PP OIL
⊛	SGW - Shut-in Gas Well	□	SECONDARY
⊜	SGW - Shut-in Oil Well	□	TERMINATED
⊝	TA - Temp. Abandoned		
○	TW - Test Well	Fields	
○	WW - Water Disposal	□	Unknown
○	WW - Water Injection Well	□	ABANDONED
●	WSW - Water Supply Well	□	ACTIVE
		□	COMBINED
		□	INACTIVE
		□	STORAGE
		□	TERMINATED



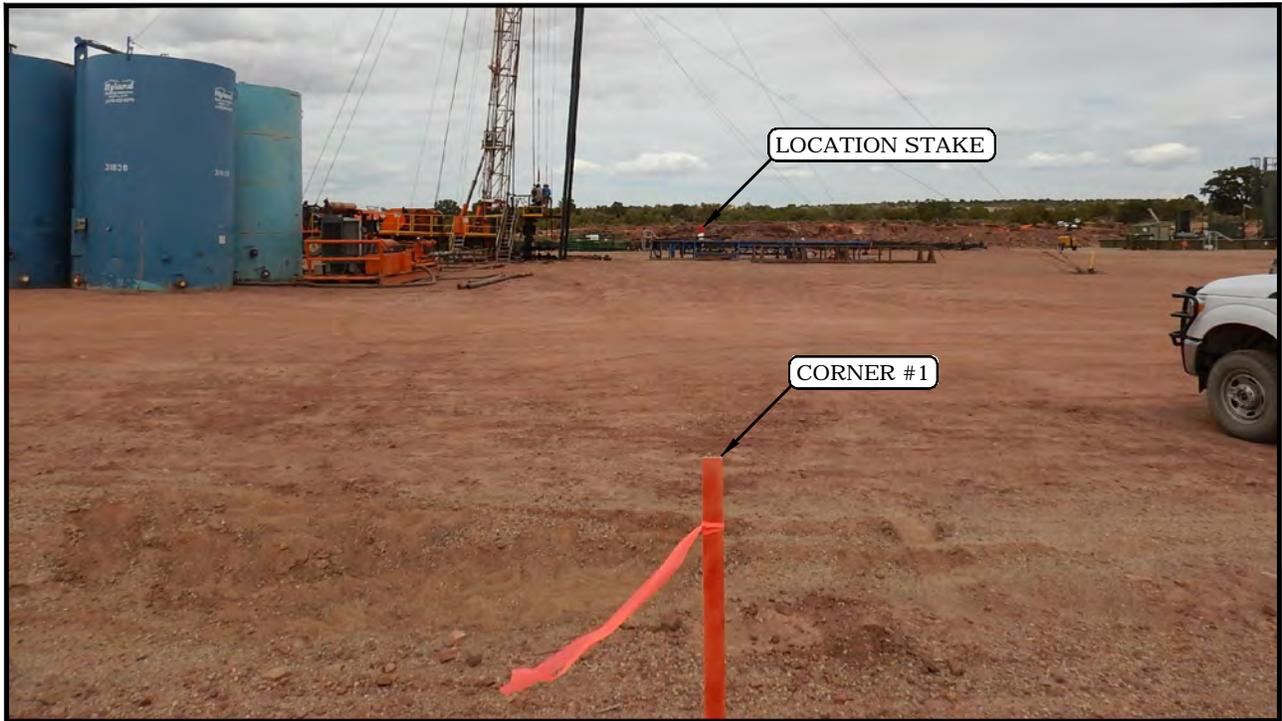


PHOTO: VIEW FROM CORNER #1 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF EXISTING ACCESS

CAMERA ANGLE: SOUTHWESTERLY

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: P.C.	DATE DRAWN: 09-15-14
TAKEN BY: B.B.	REVISED: 00-00-00
LOCATION PHOTOS	PHOTO 1



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: NORHTERLY



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: EASTERLY

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: P.C.	DATE DRAWN: 09-15-14
TAKEN BY: B.B.	REVISED: 00-00-00
LOCATION PHOTOS	PHOTO 2



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: SOUTHERLY



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: WESTERLY

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**



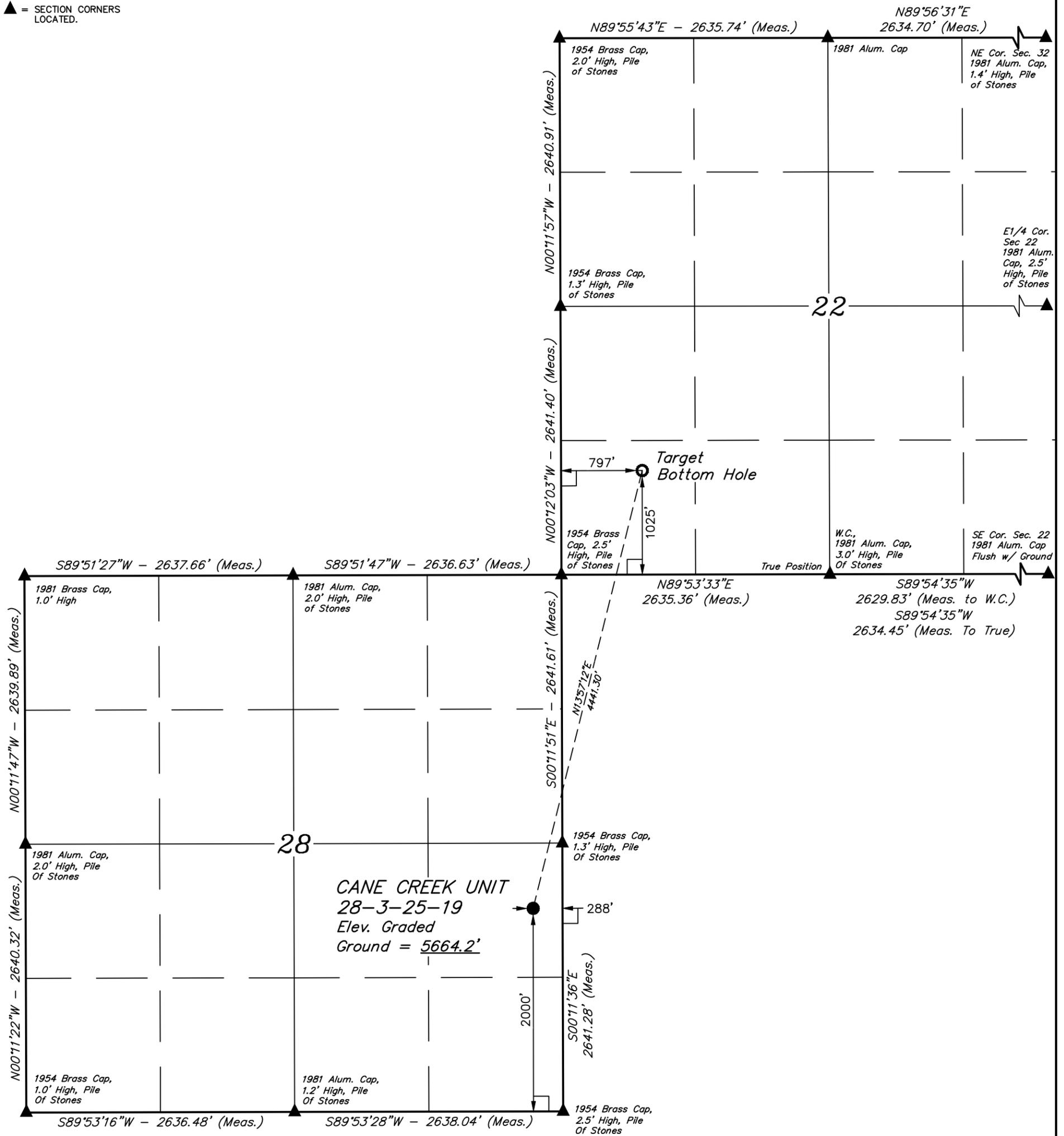
UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: P.C.	DATE DRAWN: 09-15-14
TAKEN BY: B.B.	REVISED: 00-00-00
LOCATION PHOTOS	PHOTO 3

T25S, R19E, S.L.B.&M.

LEGEND:

- ◻ = 90° SYMBOL
- = PROPOSED WELLHEAD.
- = TARGET BOTTOM HOLE.
- ▲ = SECTION CORNERS LOCATED.



NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 38°36'40.08" (38.611134)	LATITUDE = 38°35'57.52" (38.599311)
LONGITUDE = 109°49'00.85" (109.816903)	LONGITUDE = 109°49'14.50" (109.820694)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 38°36'40.15" (38.611153)	LATITUDE = 38°35'57.59" (38.599331)
LONGITUDE = 109°48'58.41" (109.816225)	LONGITUDE = 109°49'12.06" (109.820017)

CERTIFICATE
 THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM THE 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.

Brandon Rowthorpe
 BRANDON ROWTHORPE
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 6631032
 STATE OF UTAH 09-10-14

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

BASIS OF ELEVATION
 ABRES TRIANGULATION STATION LOCATED IN THE SE 1/4 OF SECTION 31, T21S, R17E, S.L.B.&M. TAKEN FROM THE GREEN RIVER NE, 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 4518 FEET.

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
 NE 1/4 SE 1/4, SECTION 28, T25S, R19E, S.L.B.&M.
 GRAND COUNTY, UTAH**

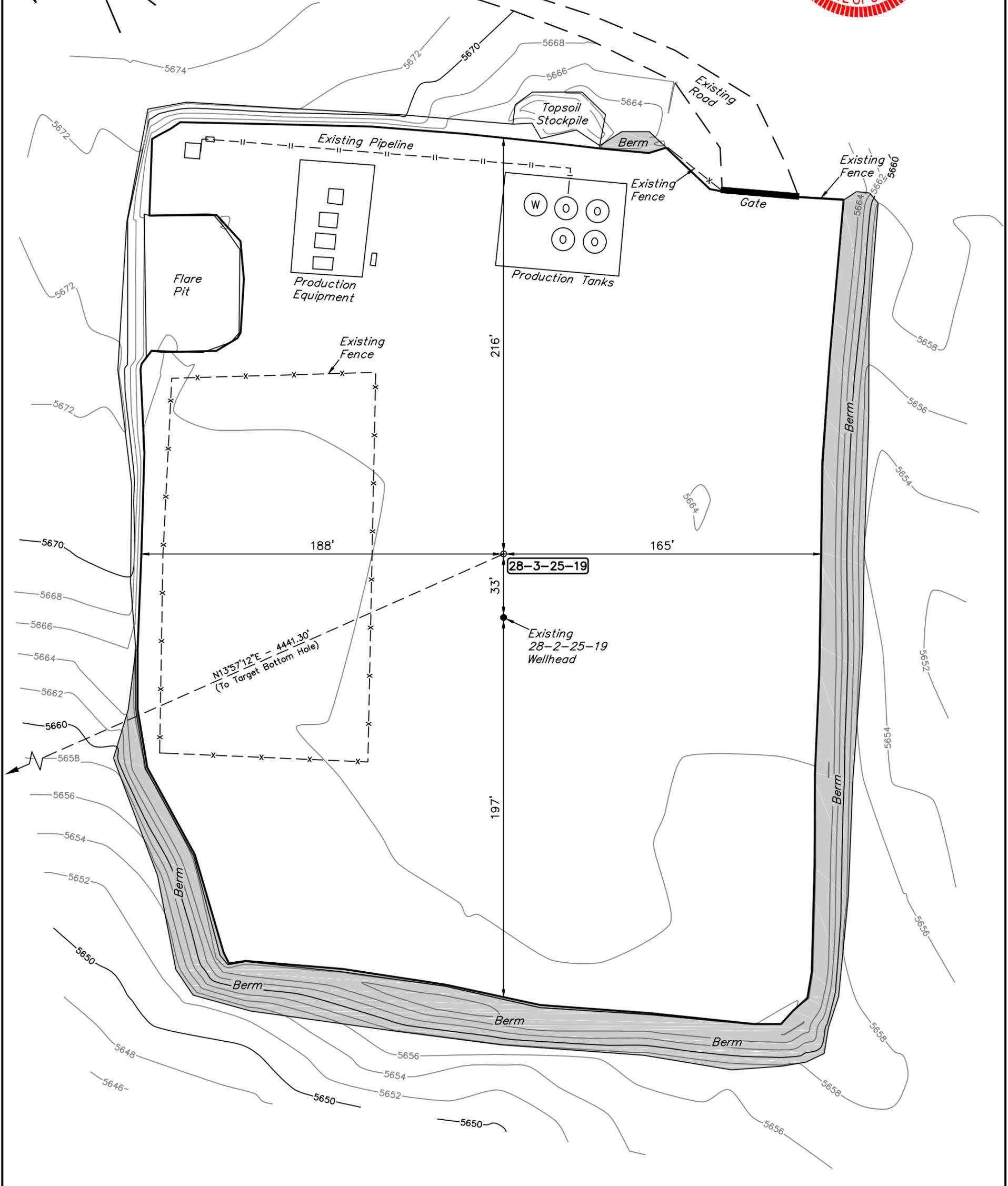
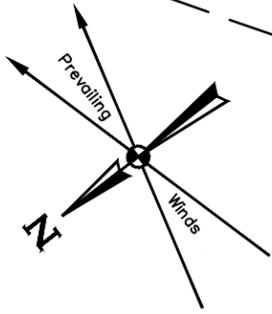
SURVEYED BY: B.B., J.C.	SURVEY DATE: 09-04-14
DRAWN BY: T.T.	DATE DRAWN: 09-10-14
SCALE: 1" = 1000'	REVISED: 00-00-00

WELL LOCATION PLAT



UELS, LLC
 Corporate Office * 85 South 200 East
 Vernal, UT 84078 * (435) 789-1017





DISTURBANCE ACREAGE = ±8.283'

NOTES:
• Contours shown at 2' intervals.

FIDELITY EXPLR. & PROD. CO.
CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FSL 288' FEL

DRAWN BY: T.T.	DATE DRAWN: 09-10-14
SCALE: 1" = 60'	REVISED: 00-00-00

LOCATION LAYOUT

FIGURE #1



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

PROCEED IN A NORTHWESTERLY DIRECTION FROM MOAB, UTAH ALONG U.S. HIGHWAY 191 APPROXIMATELY 11.0 MILES TO THE JUNCTION OF THIS ROAD AND HIGHWAY 313 TO THE SOUTHWEST; TURN LEFT AND PROCEED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 10.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM MOAB, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 22.1 MILES.

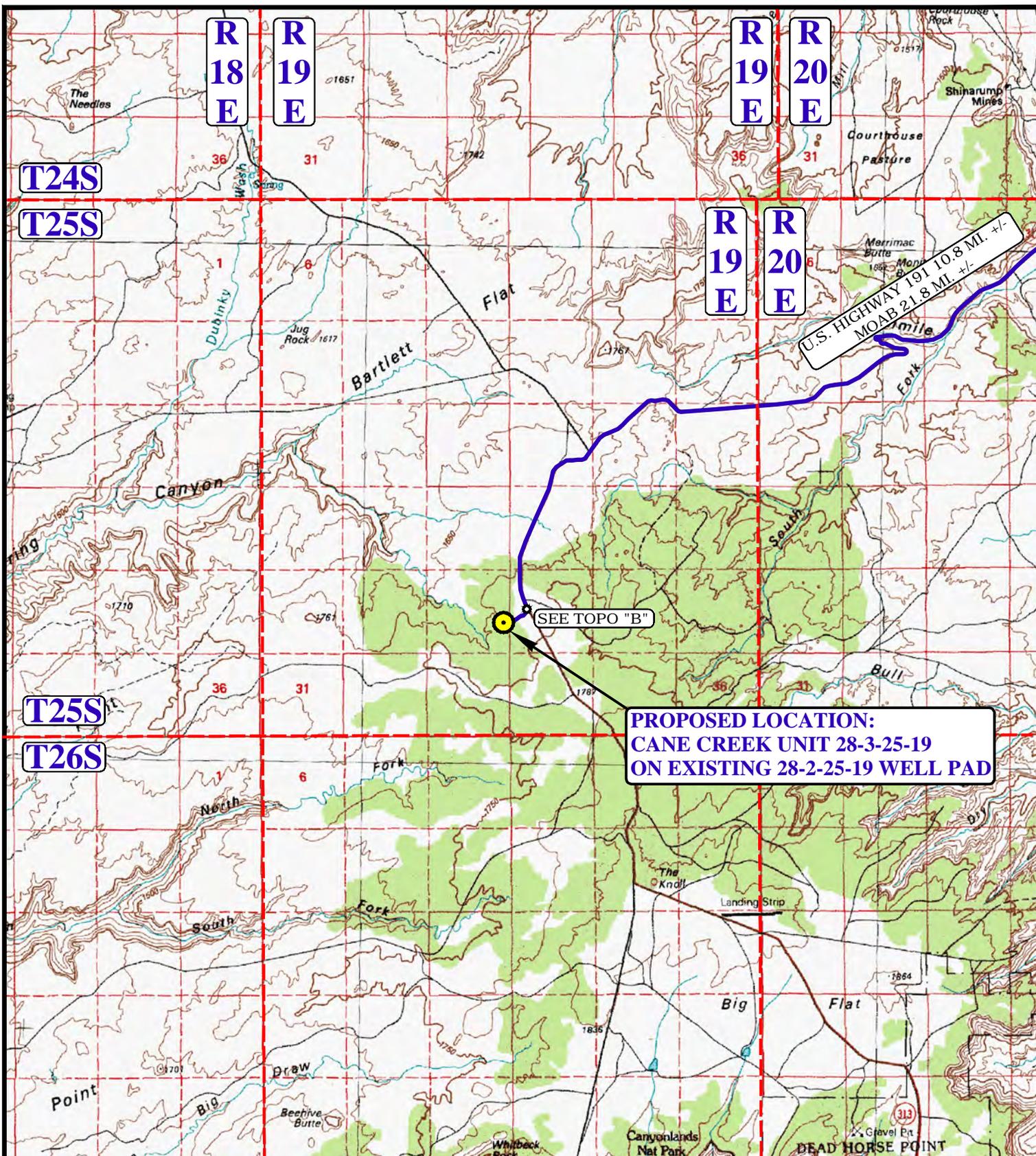
FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: P.C.	DATE DRAWN: 09-15-14
	REVISED: 00-00-00
ROAD DESCRIPTION	



**PROPOSED LOCATION:
CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD**

LEGEND:

PROPOSED LOCATION



FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**

DRAWN BY: P.C.
SCALE: 1:100,000

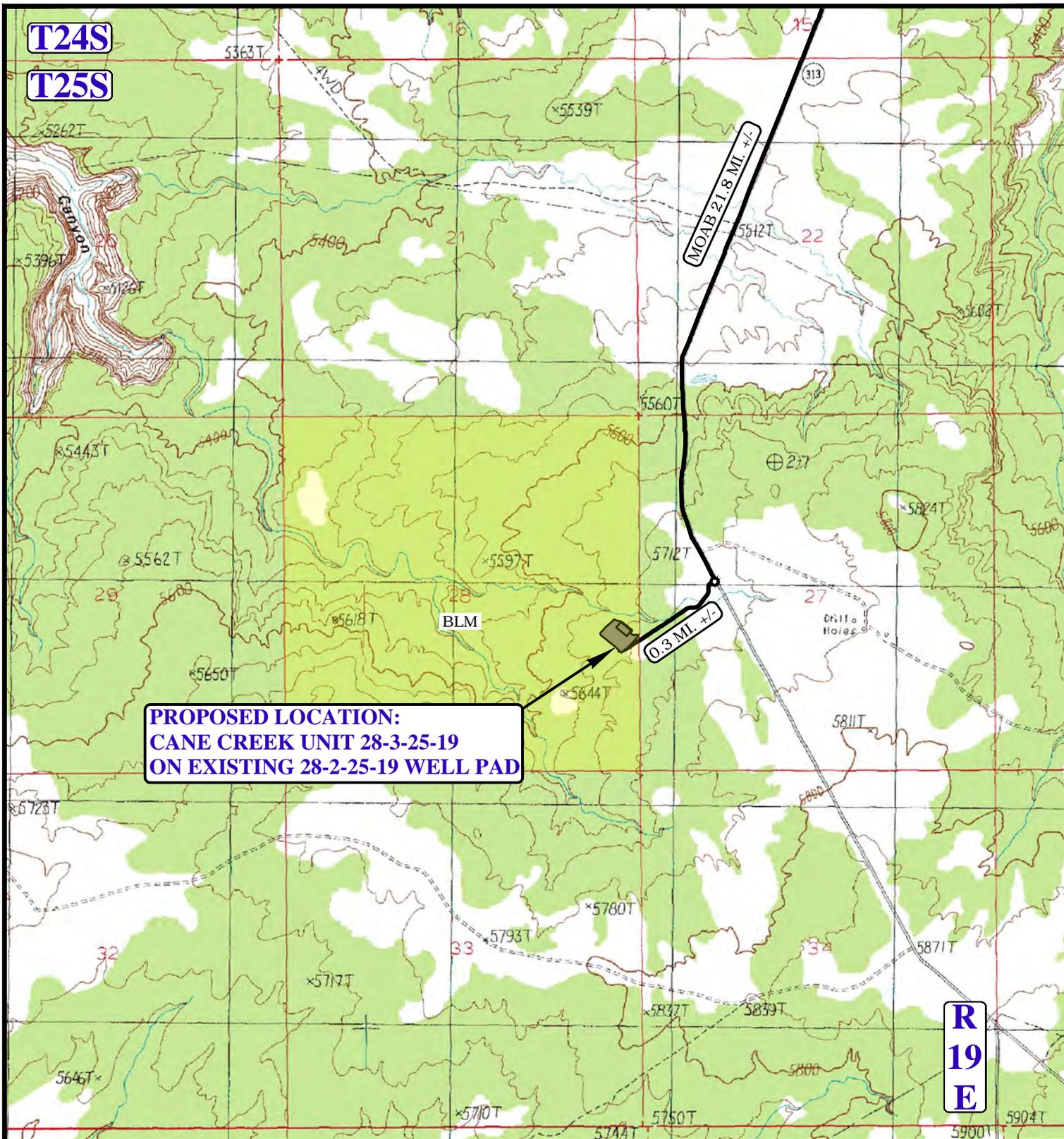
DATE DRAWN: 09-15-14
REVISED: 00-00-00

ACCESS ROAD MAP

TOPO A



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



**PROPOSED LOCATION:
CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD**

NOTE: PARCEL DATA SHOWN HAS BEEN OBTAINED FROM VARIOUS SOURCES AND SHOULD BE USED FOR MAPPING, GRAPHIC AND PLANNING PURPOSES ONLY. NO WARRANTY IS MADE BY UINTAH ENGINEERING AND LAND SURVEYING (UELS) FOR ACCURACY OF THE PARCEL DATA.

LEGEND:

— EXISTING ROAD

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**

DRAWN BY: P.C.

DATE DRAWN: 09-15-14

SCALE: 1" = 2000'

REVISED: 00-00-00

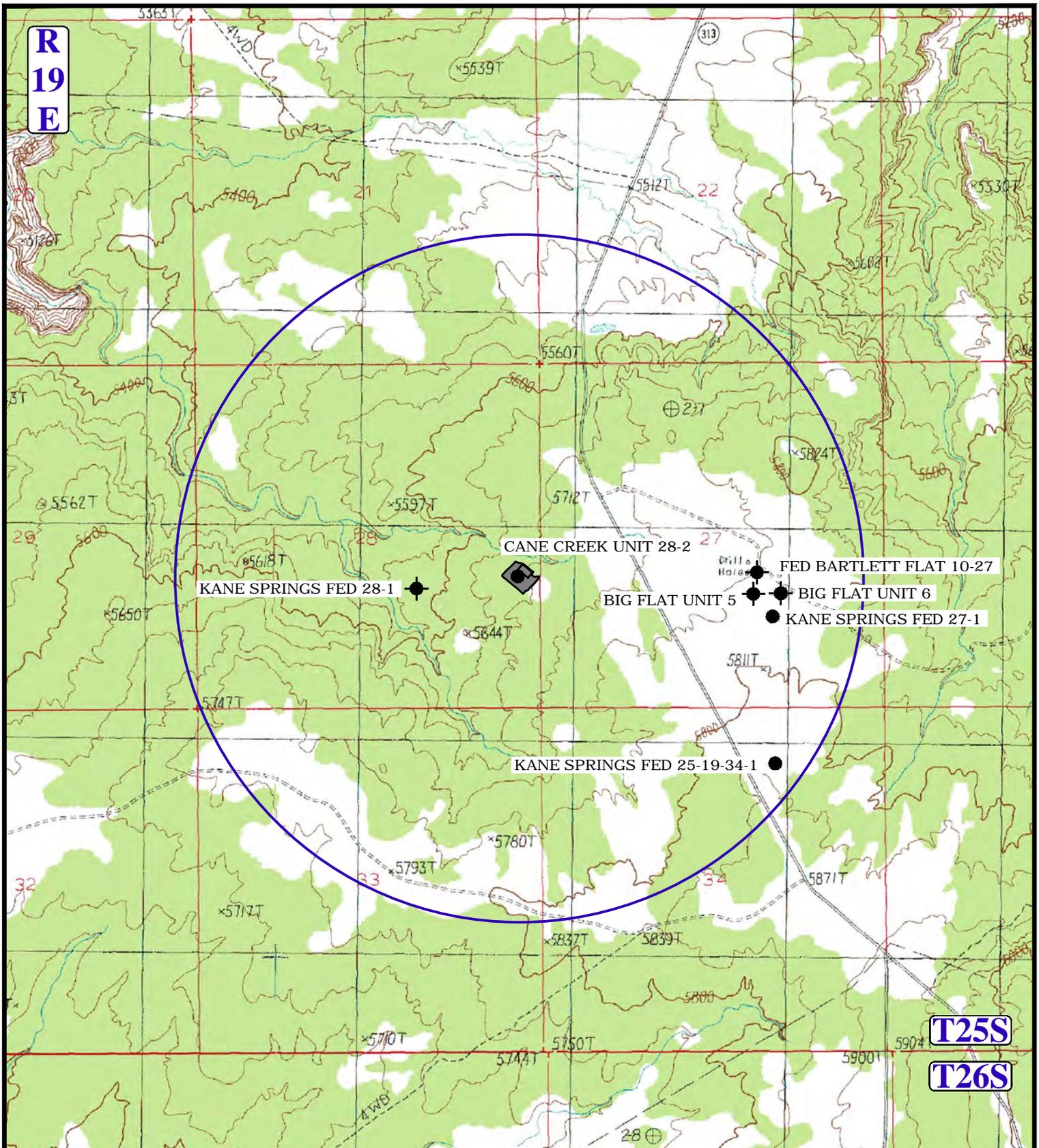
ACCESS ROAD MAP

TOPO B



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017





**R
19
E**

T25S

T26S

LEGEND:

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

FIDELITY EXPLR. & PROD. CO.

**CANE CREEK UNIT 28-3-25-19
ON EXISTING 28-2-25-19 WELL PAD
SECTION 28, T25S, R19E, S.L.B.&M.
2000' FNL 288' FEL**



DRAWN BY: P.C.

DATE DRAWN: 09-15-14

SCALE: 1" = 2000'

REVISED: 00-00-00

WELL PROXIMITY MAP

TOPO C



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



Fidelity

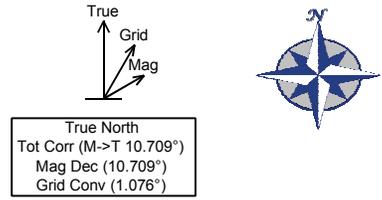
Rev 7



Borehole: Original Hole	Well: CCU 28-3H	Field: UT, Grand County (NAD 83 CZ)	Structure: Fidelity 28-25S-19E (CCU 28-3H)
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Gravity & Magnetic Parameters Model: BGGM 2014 Dip: 64.583° Date: 15-Aug-2014 MagDec: 10.709° FS: 51090.131nT Gravity FS: 999.173mgn (9.80665 Based)	Surface Location NAD83 Utah State Plane, Central Zone, US Feet Lat: N 38 35 57.52 Northing: 6663056.31ftU Grid Conv: 1.0757° Lon: W 109 49 14.49 Easting: 2120401.02ftU Scale Fact: 1.00012908	Miscellaneous Slot: CCU 28-3H TVD Ref: RKB(5690ft above MSL) Plan: CCU 28-3H R7 mdv 15Aug14
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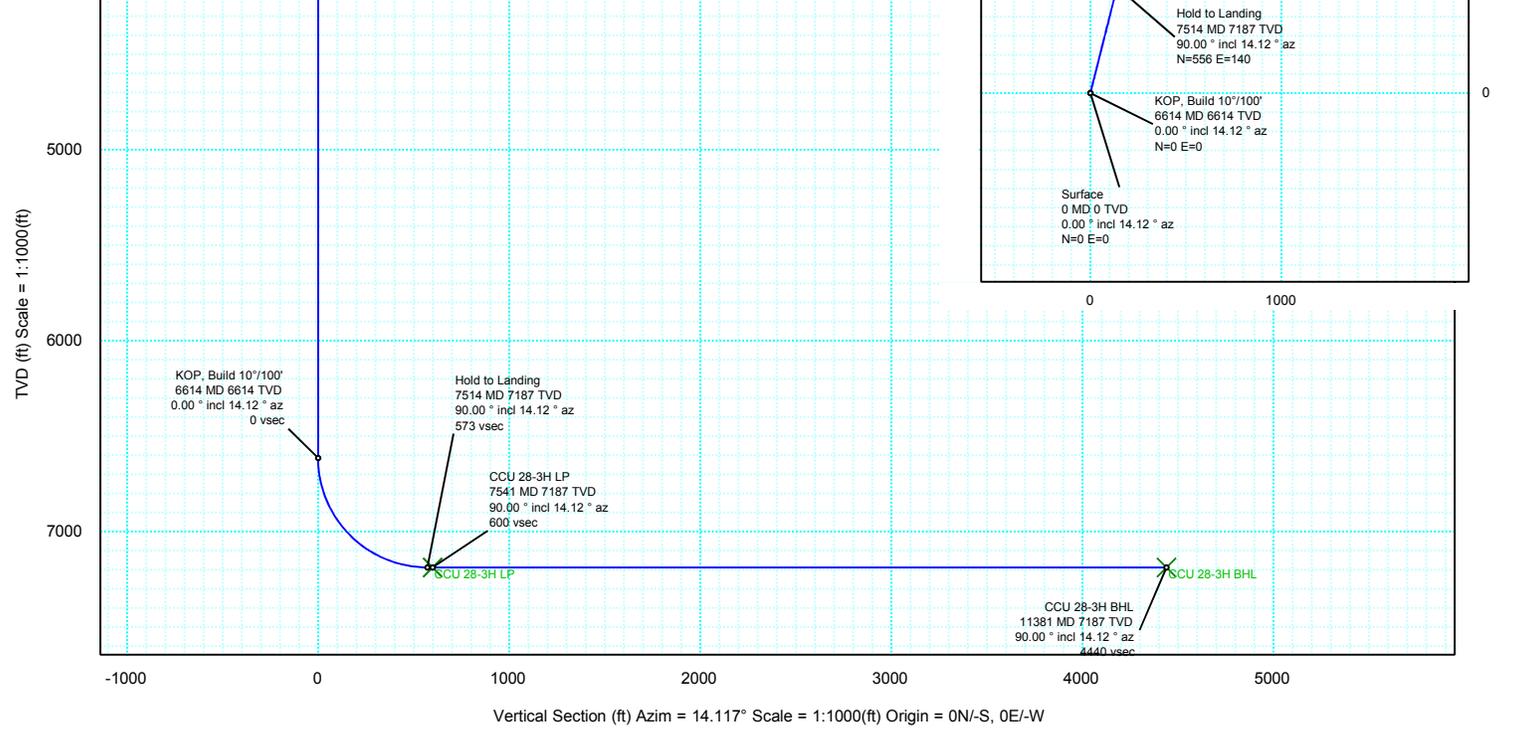
Proposal



Surface Location									
Northing:		Easting:		Latitude:		Longitude:		VSec Azimuth:	
6663056.313		2120401.02		N 38 35 57.52		W 109 49 14.49		14.117	

Target Description	Grid Coord						Local Coord	
Target Name	Latitude	Longitude	Northing	Easting	TVD	VSec	N(+)/S(-)	E(+)/W(-)
CCU 28-3H BHL	N 38 36 40.08	W 109 49 0.85	6667382.74	2121403.12	7187.00	4440.40	4306.31	1083.01
CCU 28-3H LP	N 38 36 3.27	W 109 49 12.65	6663640.66	2120536.37	7187.00	599.74	581.63	146.28

Critical Points									
Critical Point	MD	INCL	AZIM	TVD	VSEC	N(+)/S(-)	E(+)/W(-)	DLS	
Surface	0.00	0.00	14.12	0.00	0.00	0.00	0.00		
KOP, Build 10°/100'	6614.04	0.00	14.12	6614.04	0.00	0.00	0.00	0.00	
Hold to Landing	7514.04	90.00	14.12	7187.00	572.96	555.65	139.75	10.00	
CCU 28-3H LP	7540.82	90.00	14.12	7187.00	599.74	581.63	146.28	0.00	
CCU 28-3H BHL	11381.49	90.00	14.12	7187.00	4440.40	4306.31	1083.01	0.00	



Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL
GRAND COUNTY, UTAH

1. & 2. ESTIMATED TOPS & ANTICIPATED OIL, GAS, & WATER ZONES:

FORMATION	TVD-RKB (ft)	Sub-Sea (ft)	Lithology	Objective
Windgate Sand	Surface		Sandstone	
Chinle	717	+4,973	Sand/Shale	
Moenkopi	994	+4,696	Sand/Shale	
Cutler	1347	+4,343	Sandstone	
Honaker Trail	3,058	+2,632	Sand/Evaporite	
Paradox	3,882	+1,808	Salt/Clastics	Secondary
Clastic 12	5,988	-298	Silt/Shale	Primary
T.D.	7,187			
T.D. (LATERAL MD)	±11,381			

Estimated TD: **7,187' TVD/ 11,381' MD****Anticipated BHP: ±4,885 Psig**

1. Lost circulation in all intervals.
2. Cement isolation is installed to surface of the well isolating all zones by cement and casing.

3. PRESSURE CONTROL EQUIPMENT: Intermediate & Production Hole – 10,000 Psig BOP schematic diagrams attached.

4. CASING PROGRAM:

CASING	Hole Size	Length	Size	WEIGHT	Grade	Thread	Collapse		Tensile
							(psi) a	(psi) b	(1K lbs) c
Conductor	26"	0 – ±90'	20"						
Surface	17 ½"	0' – 1,070'	13 3/8"	54.5#	J-55	BTC	1130/2.1	2730/3.0	909/2.5
Intermediate	12 ¼"	0 – 4,445'	9-5/8"	40.0#	L-80	BTC	3,090/1.5	5,750/1.2	947/2.1
Production	8-1/2"	0 – 4,300'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1
Production	8-1/2"	4,300 – 7,540'	7"	32#	HCP-110	BTC	11,890/1.9	12,460/2.0	955/2.1
Production	8-1/2"	7,540 – 11,381'	7"	29#	P-110	BTC	8,530/1.3	11,220/2.0	955/2.1

Surface based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Intermediate based on full evacuation: a=9.0 ppg fluid on backside, b=9.0 ppg inside, & c=9.0 ppg fluid + 100K overpull.

Production based on full evacuation: a=16.5 ppg fluid on backside, b=16.5 ppg inside, & c=16.5 ppg fluid + 100K overpull

All casing will be new or inspected.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL
GRAND COUNTY, UTAH

5. Float Equipment:**Surface Hole Procedure (0' - 1070'±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of jts. #2 and #3 then every 5th joint to surface. (23 total)**Intermediate Hole Procedure (0' - 4,445±)**

Guide Shoe

Insert Float Collar (PDC drillable)

Centralizers: 1-5' above shoe, top of joints. #2 and #3 then every 3rd joint to surface. (34 total)**Production Hole Procedure (0' - TD):**

Float shoe, 1 joint casing, float collar and balance of casing to surface. Thread lock float shoe, top and bottom of float collar, and top of 2nd joint. 1 per joint in the lateral (length TBD) and 2 per joint in the curve from 90° to 45°, 1 per joint to ±7,540'. (Approximately 150)

6. MUD PROGRAM

Interval	Mud Type	Mud Wt.	PV / YP	OWR
0' - 1,000'	Air Mist	---	---	---
1,000' - 4,445'	Air Mist/Aerated Water	---	---	---
4,445' - 11,381'	Oil Based Mud	13.5-16.5 ppg	22-32 / 12-22	+/-90:10

Intermediate & Production Hole Procedure (4,445' - TD): Anticipated mud weight 13.5 – 16.5 ppg depending on actual wellbore conditions encountered while drilling.

An oil based mud (OBM) system will be used to prevent fluid interaction with the salts and shales. LCM sweeps, pills, etc., will be used to prevent fluid loss. Adequate amounts of weighting material will be on hand as needed for well control.

7. VARIANCE REQUESTS:

Reference: Onshore Oil and Gas Order No. 1
Onshore Oil and Gas Order No. 2 – Section E: Special Drilling Operations

- Fidelity E&P. requests a variance to regulations requiring a straight run blooie line to be 100' in length. (Where possible, a straight run blooie line will be used).
- Fidelity E&P requests a variance to regulations requiring the blooie line to be 100' in length. To reduce location excavation, the blooie line will be approximately 75' in length.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL
GRAND COUNTY, UTAH

- Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring dedusting equipment. Dust during air drilling operations is controlled by water mist.
- Fidelity E&P requests a variance to regulations, during air drilling operations only, requiring an automatic igniter or continuous pilot light on the blooie line. (Not required on aerated water system).
- Fidelity E&P requests a variance that compressors are located in the opposite direction from the blooie line a minimum of 100 feet from the well bore. (Air Compressors are rig mounted).

8. EVALUATION PROGRAM:

Mud Logs: Mud log from 1,055' to TD.
Open-hole Logs: Triple-Combo, ECS, OBM FMI

9. CEMENT PROGRAM:

Surface Hole Procedure (Surface – 1,070'±):

Lead: 303 sks Type III Halliburton cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.47 ft³/sk @ 12.30 ppg
Tail: 200 sks Type III Halliburton cement + 2% Sodium Silicate + 2% Gypsum. Yield = 2.14 ft³/sk @ 14.20 ppg.
Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.
Note: Cement volumes will be calculated to bring lead cement to surface.

Intermediate Hole Procedure (Surface – 4,445'±):

Lead: 675 sks 66 pps Class G + 14 pps Pozz + 0.2% Sodium Silicate + 2 pps Gypsum. Yield = 2.1 ft³/sk @ 12.8 ppg
Tail: 150 sks 66 pps Class G + 14 pps Pozz + 0.2% Sodium Silicate + 2 pps Gypsum + Nitrogen. Yield = 2.02 ft³/sk @ 13 ppg
Top Out: As necessary with Class "G" cement with 2% CaCl₂, ¼#/sk LCM mixed at 15.6 ppg, 1.18 ft³/sk., 5.2 gps water.
Note: Cement volumes will be calculated to bring lead cement to surface. 30% excess is included. Actual excess will be calculated and applied to completely cement the well when casing is ran.

Production Hole Procedure (4,445 – TD):

Lead: 325 sks Weighted Class G + 10% Silica Flour + 25% 100 Mesh sand. Yield = 1.32 ft³/sk @ 16.50 ppg.
Tail: 675 sks Class G cement + 75 pps Hematite. Yield = 1.32 ft³/sk @ 16.50 ppg.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3

SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL

GRAND COUNTY, UTAH

Note:

The above number of sacks is based on gauge-hole calculation, 0% excess.
Final Cement volumes will be based upon gauge-hole plus 30% excess and the actual depth drilled to.

Fidelity Exploration & Production Company Eight Point Plan

CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL
GRAND COUNTY, UTAH

10. ABNORMAL CONDITIONS:

Surface Hole (Surface – 1,070'±):

Lost circulation.

Intermediate & Production Hole (1,070'± - TD):

Lost circulation zones and over pressure in the production zone.

11. STANDARD REQUIRED EQUIPMENT:

- A. Choke Manifold
- B. Upper and Lower Kelly Cock
- C. Stabbing Valve
- D. Visual Mud Monitoring

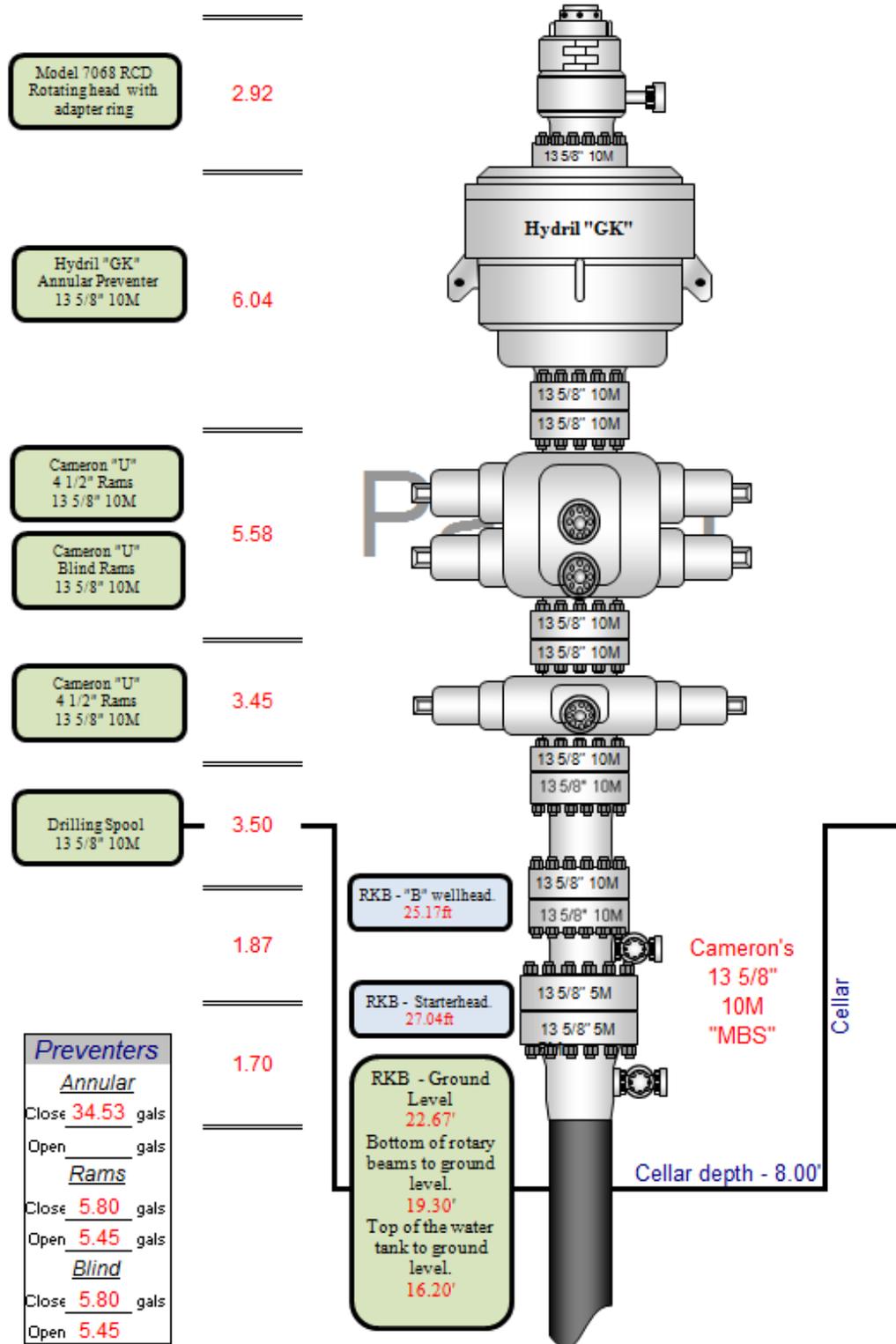
12. HAZARDOUS CHEMICALS:

No chemicals subject to reporting under SARA title III in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this 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 of this well.

(Attachment: BOP Schematic Diagram)

Fidelity Exploration & Production Company Eight Point Plan

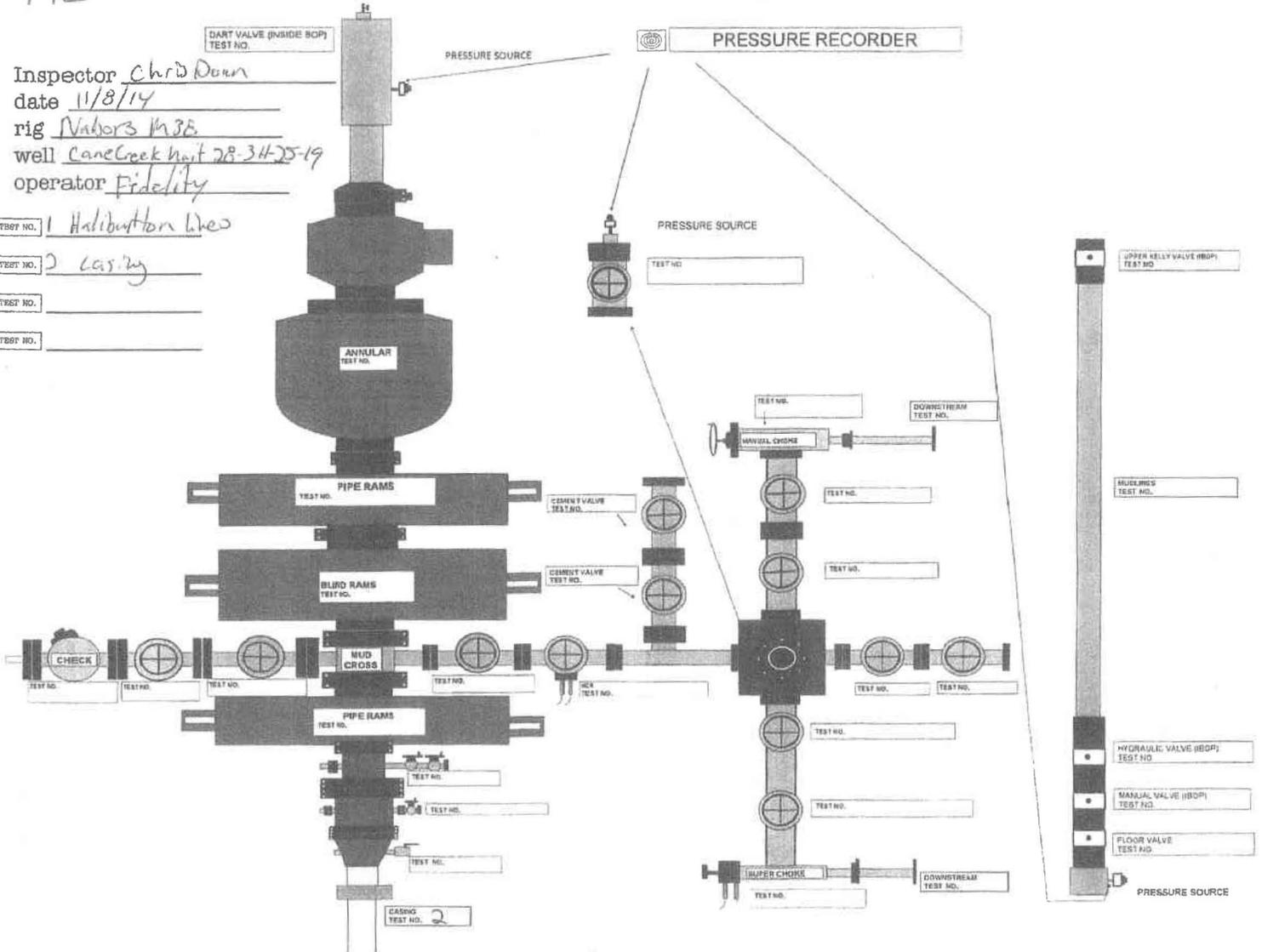
CANE CREEK UNIT 28-3
SEC 28 / T25S / R19E, NESE, 2000' FSL & 288' FEL
GRAND COUNTY, UTAH



NOV 12 2014

43 019 50045
28 25S 19E

WALKER INSPECTION, LLC



Inspector Chris Dean
 date 11/8/14
 rig Nabors M38
 well CaneCreek Unit 28-34-25-19
 operator Fidelity

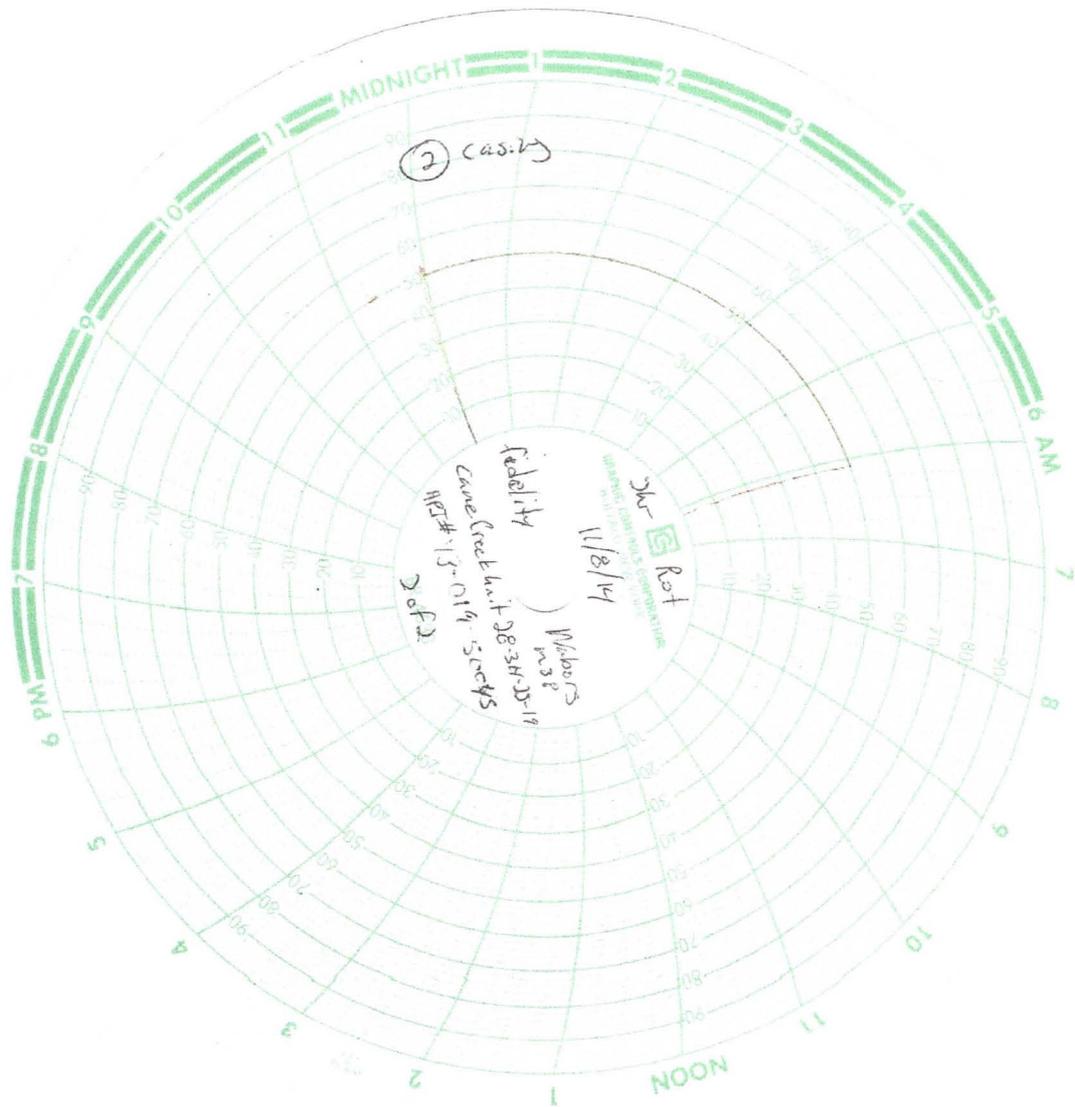
- TEST NO. 1 Halibutson Lines
- TEST NO. 2 Cas. 2
- TEST NO. []
- TEST NO. []

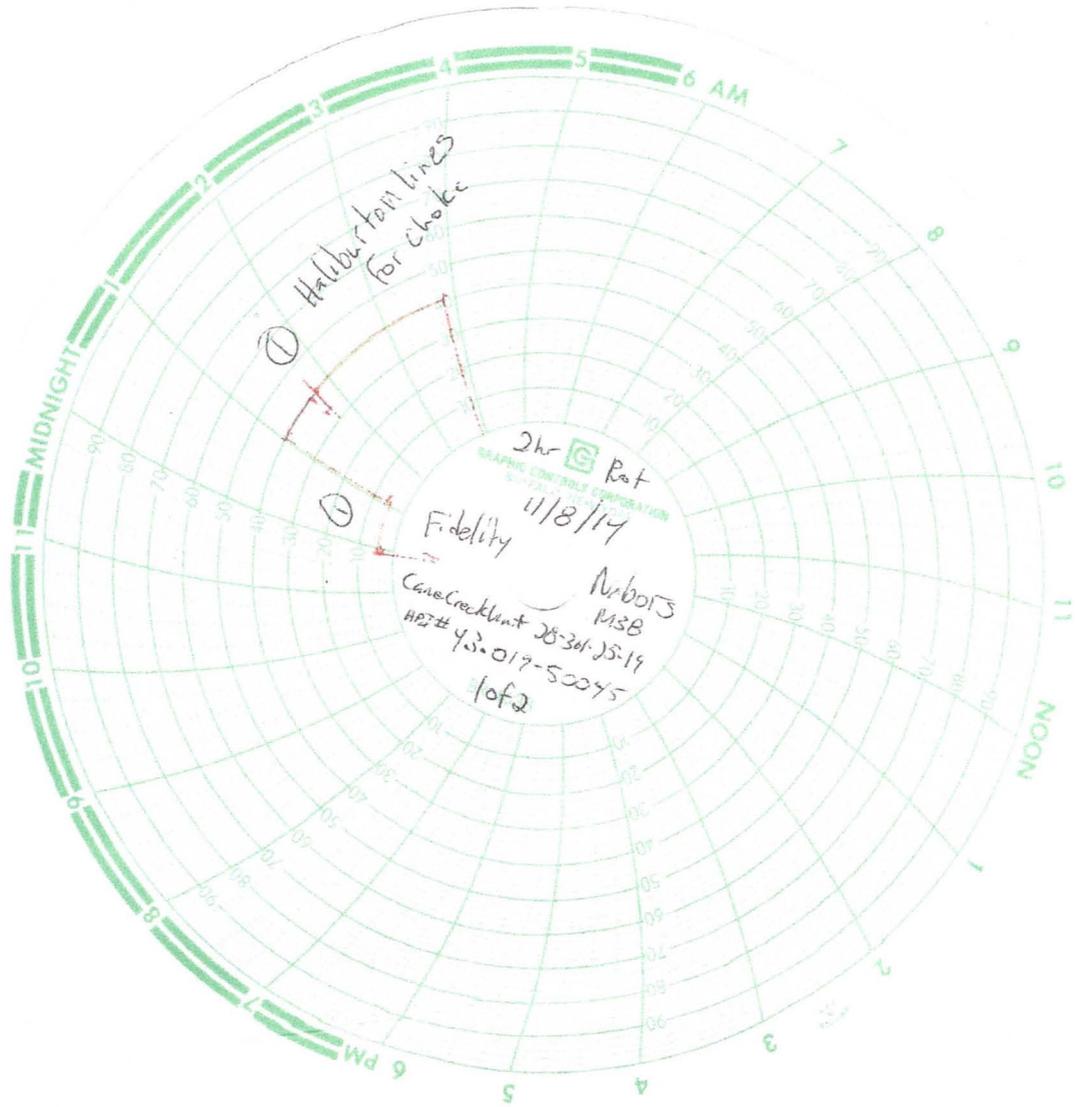
DATE: 11/8/14 COMPANY: Fidelity RIG: Nubors M38 WELL NAME & #: cane Creek Unit 28 3H 25-1

TIME	TEST NO.	RESULTS
12:15 AM <input type="checkbox"/> PM <input checked="" type="checkbox"/>	1	Halibarton Valves Insides PASS <input checked="" type="checkbox"/> FAIL <input type="checkbox"/>
() AM <input type="checkbox"/> PM <input type="checkbox"/>	2	XXXXXXXXXXXXXXXXXXXX casing PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	3	XXXXXXXXXXXX PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	4	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	5	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	6	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
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AM <input type="checkbox"/> PM <input type="checkbox"/>	8	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	9	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
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AM <input type="checkbox"/> PM <input type="checkbox"/>	14	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	RETEST	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
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AM <input type="checkbox"/> PM <input type="checkbox"/>	RETEST	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	RETEST	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	RETEST	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>
AM <input type="checkbox"/> PM <input type="checkbox"/>	RETEST	PASS <input type="checkbox"/> FAIL <input type="checkbox"/>

Acc. Tank Size (inches) (_____ W _____ D _____ L) 231= _____ gal.

WALKER INSPECTION, LLC





2321

WALKER INSPECTION,LLC.
REBEL TESTING • EAGER BEAVER TESTERS
WYOMING • COLORADO • NORTH DAKOTA

Daily JSA/Observation Report

OPERATOR: Fidelity
LOCATION: Cane Creek Unit 28-34-25-14
EMPLOYEE NAME: Chris Doan

DATE: 11/8/14
CONTRACTOR: Nabors 1238

- High Pressure Testing
- Fill in if: Working Below Platform
- Requires PPE
- Overhead Work is Occurring
- Fill in if: Confined Spaces are Involved
- Fill in if: Set up of Containment
- Using Rig Hoist to Lift Tools
- Fill in if: Other: _____

COMMENTS: Stay out of sub off of floor & away from choke line while testing

SIGNATURE: _____

DATE: 11/8/14

WALKER INSPECTION, LLC. AND AFFILIATES

ATTENDANCE:

<u>[Signature]</u>		

Observation Report

EMPLOYEE REPORTING: Chris Doan SIGNATURE: _____

- Was job set up and performed correctly and to best of companies ability? Y N
- Was all safety equipment used correctly by all involved? Y N
- Any incidents or near misses to report about WI? Y N
- Any incidents or near misses to report in general? Y N
- Any spills or environmental issues to report? Y N

Basic Comments: _____

43 019 50045

FIDELITY EXPLORATION & PRODUCTION CO.

CANE CREEK UNIT 28-3-25-19

NE/SE SEC 28 T25S, R19E

GRAND COUNTY, UTAH



GEOLOGY REPORT
by

Sam Spencer
Consulting Geologist
Spencer Consulting LLC
254 Elmwood Dr
Colorado Springs, Colorado 80907
Hm: 719-598-3138
Cell: 719-258-7712

John Flinn
Consulting Geologist
John E. Flinn, LLC
375 S. Main St., #249
Moab, Utah 84532
Cell: 435-220-0645

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

FOR RECORD ONLY

RECEIVED

DEC 04 2014

DIV. OF OIL, GAS & MINING

WELL DATA SUMMARY
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19

OPERATOR: FIDELITY EXPLORATION & PRODUCTION CO.

ADDRESS: 1801 California St., Suite 2500, Denver, CO. 80202

WELL NAME: CANE CREEK 28-3-25-19

API #: 43-019-50045

SURFACE LOCATION: NE/SE SEC 28, T25S, R19E
2000' FSL & 288' FEL

FIELD: CANE CREEK UNIT (Big Flat)

COUNTY, STATE Grand, Utah

BASIN: Paradox

WELL TYPE: Horizontal Pennsylvanian Cane Creek

BASIS OF PROSPECT: Production from Cane Creek in near by wells

ELEVATION: GL: 5664' Meas. Graded KB: 5687'

SPUD DATE October 30, 2014

TD DATE: November 21, 2014

HORIZONTAL TARGET: CANE CREEK

TOTAL DEPTH: 11,894' MD

TV D AT TD: 7,571.32' TVD

BOTTOM HOLE LOCATION: NW/SW SEC 22, T25S, R19E
1545' FSL & 926' FWL

WELL DATA SUMMARY
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19

<u>FINAL VERTICAL SECTION:</u>	4,978.63'
<u>ENTRY CANE CREEK VS:</u>	560'
<u>FINAL CLOSURE AZIMUTH:</u>	14.12 degrees
<u>PROPOSED AZIMUTH:</u>	14.117
<u>TOTAL DRILLING DAYS</u>	19 days
<u>STATUS OF WELL:</u>	Waiting completion
<u>CONTRACTOR:</u>	Nabors Rig M38
<u>TOOLPUSHER:</u>	Kurt Cleaveland, Richard Balduc
<u>FIELD SUPERVISORS:</u>	Doug Long, Daniel Ratliff, Rajman Williams, Delbert Sullivan
<u>MUD COMPANY:</u>	NOV Bariod Eric Mascarenas / Jason Hurt / Clark Sievers / Dan Geller
<u>MUD TYPE:</u>	AIR / AIR MIST / INVERT
<u>WELLSITE GEOLOGISTS:</u>	Sam Spencer, John Flinn, Hal Schmidt, Kent Roddy
<u>PROSPECT GEOLOGIST:</u>	Jenefer VanHolland, Dave Koval, Adam VanHolland, Chris Lang, Fidelity

WELL DATA SUMMARY
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19

ROCK SAMPLING:

30' & 50' Lagged Samples to Cane Creek
30' Lagged Samples in Cane Creek
Two sets of dry sample cuts were collected.

DIRECTIONAL DRILLERS:

Pathfinder
Matt Geiser, Jacob Hofer

MWD:

Pathfinder
Stewart Robertson, Seth Linaman

CASING:

13 3/8" J-55 54.5# @ 1,070'; 9 5/8" HCP-110 47# @ 4,450';
7" HCP-110 BTC to 11,860' TD

HOLE SIZE:

17 1/2" to 1,070'; 12.28" to 4,453' ; 8 1/2" to 11,894' TD

CORES and DST's:

NONE

WIRELINE/OPEN HOLE LOGS:

NONE

KEY OFFSET WELLS

Fidelity CCU 26-2
SECTION 26, T25S, R19E

Fidelity CCU 28-2
SECTION 28, T25S R19E

DAILY DRILLING SUMMARY
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19

DAY	DATE 2014	DEPTH 06:00 HRS	24 HR FOOTAGE	BIT #	Mud Losses	24 HR ACTIVITY	FORMATION
1	30-Oct	133'	437	1	0	Make up 17 1/2" Hammer TIH Tag at 133' Drill f/ 133' to 568' TOOH PU 8" DC's TIH drill 568' to 570'.	Navajo
2	31-Oct	570'	454	1	0	Drill f/ 570' to 930' TOOH for Hammer. TIH drill f/ 930' to 1,021'. Attempt to survey. Drill f/ 1,021' to 1,024'.	Navajo Chinle Moenkopi
3	1-Nov	1,024'	46	1	0	Drill f/ 1,024' to 1,070'. Circulate. TOOH LD hammer. PJSM w/ Casers. RU casers. Run 13 3/8" casing to 1,066'. RD casers. PJSM w/ Cementers. RU cementers. Cement casing.	Moenkopi
4	2-Nov	1,070'	0		0	WOC perform cement top job. Cut off conductor. Weld well head. Nipple up, Test BOP.	Moenkopi
5	3-Nov	1,070'	0		0	Test BOP, PU 12.28" hammer. TIH.	Honaker Trail
6	4-Nov	1,070'	1159	2	0	TIH work on monkey board supports. Tag cement, Drill shoe track, Drill f. 1,070' to 2,074' attempt to survey. Drill f/ 1,074' to 2,229'.	Honaker Trail
7	5-Nov	2,229'	1723	2	0	Drill f/ 2,229' to 3,952'. Hole making ~ 70 bbl/hr H2O	Honaker Trail
8	6-Nov	3,952'	501	2	0	Drill f/ 3,952' to 4,445' Circulate. Short trip. Drill f/ 4,445' to 4,453'. Circulate. TOOH for casing. LD Hammer. Pull ware bushing. PJSM w/ casers. RU casers. Run 9 5/8" HCP-110 BTC casing	Honaker Trail / Paradox Salt
9	7-Nov	4,453'	0		0	Run 9 5/8" HCP-110 BTC to 4440'. Pump excess water downhole. PJSM w/ cementers. RU cementers, Test lines. Pump cement. WOC. Top job cement. WOC. Remove blooie line, RU flow line, Install mouse hole.	Paradox Salt Formation
10	8-Nov	4,453'	1		0	RU Halliburton MPD. Test lines. PU bit/bit sub. TIH. Slip and Cut DRLG line. Drill shoe track 1' formation f/ 4,453'-4,454' Perform FIT. Held 18.0 MWE. TOOH PU Directional tools. TIH	Paradox Salt Formation
11	9-Nov	4,454'	1303	3	0	TIH displace water w/ OBM. Drill ahead f/ 4,454' to 5,757'	Paradox Salt Formation
12	10-Nov	5,757'	1148	3	0	Drill f/ 5,757' to 6,600' KOP Drill f/ KOP 6,600' to 6,905'	Paradox Salt Formation
13	11-Nov	6,905'	559	3	0	Drill f/ 6,905' to 7,464'	Paradox Salt Formation

DAILY DRILLING SUMMARY
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19

DAY	DATE 2014	DEPTH 06:00 HRS	24 HR FOOTAGE	BIT #	Mud Losses	24 HR ACTIVITY	FORMATION
14	12-Nov	7,464'	765	3	0	Drill f/ 7,464' to 8,229' Circulate	Paradox Salt Formation
15	13-Nov	8,229'	0	3/4	10	Flow check. Pump slug. TOOH for IPZIG Lateral BHA LD curve BHA, PU Lateral IPZIG BHA, Surface test. TIH	Paradox Salt Cane Creek
16	14-Nov	8,229'	458	4	0	TIH to 7,920' Log IPZIG tools over Cane Creek. Drill ahead from 8,229' to 8687'.	Cane Creek
17	15-Nov	8,687'	790	4	0	Drill f/ 8687' to 9477'.	Cane Creek
18	16-Nov	9,477'	533	4	130	Drill f/ 9477' to 10,010'.	Cane Creek
19	17-Nov	10,010'	596	4	321	Drill f/ 10,010' to 10,606'.	Cane Creek
20	18-Nov	10,606'	659	4	128	Drill f/ 10,606' to 11,265'.	Cane Creek
21	19-Nov	11,265'	200	4	192	Drill f/ 11,265' to 11,465'.	Cane Creek
22	20-Nov	11,465'	333	4	123	Drill f/ 11,465' to 11,798'.	Cane Creek
23	21-Nov	11,798'	96	4	139	Drill f/ 11,798' to 11,894' TD, 10:00, 11/21/14. Circulate and condition mud, wiper trip to ~8400', work pipe & circulate thru tight spots, TOOH to top of curve ~6600'.	Cane Creek
24	22-Nov	11,894'	0	4	215	TIH to ~8392, wash & ream to 8411, TIH to bottom, circulate, Trip gas 4925u w/ 30' flare. Circulate and condition mud, TOOH for casing.	Cane Creek
25	23-Nov	11,894'	0	4	138	TOOH, LD drill pipe, BHA, pull wear bushing, PJSM w/ Casers, RU Casers, run 7" casing	Cane Creek
26	24-Nov	11,894'	0	n/a	28	Run 7" casing to bottom,	Cane Creek
27	25-Nov	11,884'	0	n/a		cement casing, loggers released	Cane Creek

FIDELITY EXPLORATION AND PRODUCTION
DISTRIBUTION
CANE CREEK UNIT 28-3-25-19

<u>DISTRIBUTION</u>	Geological Report	Final Mud Log prints	Digital mud log	Well Cuttings
Fidelity Exploration and Production Co. Adam VanHolland 1801 California St. Suite 2500, Denver CO 80202	2	2	2	1
State of Utah Division Oil Gas and Mining P.O. Box 145801 1594 W. Temple Suite 1210 Salt Lake City, UT 84114-5801	1	0	1	1
Bureau of Land Management Moab Field Office 82 E. Dogwood Moab, UT 84532	1	0	0	0

GEOLOGICAL INTRODUCTION

The Fidelity Exploration & Production Co. Cane Creek Unit #28-3, located in NE SE, Section 28, T25S, R19E spud in the Jurassic, Kayenta Formation on October 30, 2014. It was drilled to a total depth of 11,894' bottoming in Salt #23 member of the Pennsylvanian, Paradox Formation on November 21, 2014. This development well was drilled from the #28-2 wellpad to exploit production potential in the Cane Creek Shale north of the surface location.

A 24 hour, two man geologist well site service began on November 5, 2014 at 3000'. An MSI chromatograph was used to record total gas along with the various gas components of C-1 through C-4. The total gas readings were displayed on the rig electronic data recorder screen "Pason" for viewing by operating personnel at the rig. The total gas and the various gas components recorded were plotted at lagged depth to compile a permanent mudlog record of drilling parameters, lithology drilled along with hydro carbon shows.

Note: A detailed summary of the geology from surface casing depth to the Cane Creek Shale was described when the 28-2 well was drilled at this location. Lithology and shows are similar in the 28-3 well and are therefore not detailed in this report.

CANE CREEK SHALE (General Lithology)

The Cane Creek Shale is divided into three zones termed A, B and C. The A zone comprises the upper one third of the Cane Creek Shale and is composed of alternating thin beds of anhydrite, black shale and dolomite. Anhydrite tends to predominate towards the top of this interval.

The B zone is composed of black, radioactive, carbonaceous, shale and light to medium gray, dolomite. This is the predominate lithology in the middle one third of the Cane Creek and is the principal productive interval in the shale.

The C zone comprises the lower one third of the Cane Creek and is generally dominated by anhydrite and dolomite with some thin organic black shales.

HORIZONTAL LATERAL 28-3-25-19

The #28-3 horizontal lateral was directionally drilled from a kick off point of 6600' and penetrated through Salt #21 and into the Cane Creek Shale at 7429' md, at a hole inclination of 73 degrees. Drilling continued with the well path drilling through part of the Cane Creek and back into Salt #21 at 7581' md. A minor gas increase of 400 units was recorded at 7444'. Mud wt. was 14.5 ppg.

Salt #21 was drilled to 7920' md where the top of the Cane Creek was again penetrated. Hole inclination was essentially flat while drilling through a small anticlinal fold. The A & B zones were drilled along with part of the C-1 anhydrite. The stratigraphic sequence than reversed with the B & A zones being drilled and finally out the top and back into Salt #21 at 8297' md. Background gas was 100 to 200 units with a peak of 1080 units at 8140' in the B target dolomite. Mud wt. was 14.5+ ppg.

Salt #21 was again drilled from 8297' to 8620' where the top of the Cane Creek was topped for the third time. Background gas averaged 400 units and then slowly increased to 800 unit range as the B Hot Shale and top of the B dolomite target zone was drilled at 8940'. Formation dip was 10 to 12 degrees up and the hole inclination was increased from 87 to 96 degrees to follow the dip.

Drilling continued in the B target dolomite, with gas increasing to the 1000-1400 unit range. At 9300' md the hole began taking mud at a rate of 15 to 20 bbls per hour. This appears to coincide in general with the formation dip flattening and then rolling over to start dipping downward. Mud wt. was 14.0+ppg. The B Hot Shale was seen at 9540' and 9770'. The A-4 dolomite was drilled and again the B Hot Shale at 9900' to 9960' and 10,000-10,030. Background gas averaged 600 units increasing to a peak of 4070 units with a 17' flare at 10,030 near the top of the B target dolomite. Significant mud loss was present through this interval. LCM sweeps were employed to slow mud loss from 9300' to total depth of 11,894'. The mud engineer calculated a total mud loss to the hole from 9300' to 10,209' at 321 bbls.

Background gas slowly decreased to 1000 units from 10,030' to 10,500' where the C-1 anhydrite was drilled. A general higher background gas anomaly was logged from 10,700' to 11,030' where 2500 to 2800 units were recorded along with 10'+ flares. The lithology being drilled consisted of C zone anhydrite with dolomite and some black shale. Mud weight was 13.8 to 13.7 ppg.

At 10,850' the formation dip increased relative to the hole angle being drilled such that the bit drilled out of the C zone and back into the B zone target dolomite at 11,080'. Background gas was high in the 3000+ unit range from 11,220' to 11,470' while drilling B zone dolomite and black shale. Mud lost downhole totaled 192 bbls while drilling from 10,865' to 11,320'. Mud weight was 13.7 ppg.

Background gas ranged from 1500 to 3450 units from 11,580' to total depth of 11,894'. Most of the show was from the B target dolomite zone. Mud weight was 13.75 to 13.8 ppg. At 11,712' the C zone was penetrated and the base of the Cane Creek at 11,782' where Salt #22, Clastic #22 and Salt #23 were subsequently drilled. Total depth was called at 11,894' after drilling into Salt #23.

Production casing will be run and cemented. Based on mud loss, gas shows and structural position in relation to existing production, it is anticipated that this well will be commercial.

Hal Schmidt, Geologist, LLC

10 Heather Way

Golden, CO 80401

hasgeo@q.com

303-279-4013 office/home

303-919-7822 cell

BIT RECORD
 FIDELITY EXPLORATION AND PRODUCTION
 CANE CREEK 28-3-25-19

OPERATOR: FIDELITY EXPLORATION
& PRODUCTION CO.

CONTRACTOR: Nabors Rig M38

SPUD DATE: October 30, 2014

WELL NAME: CANE CREEK 28-3-25-19

RIG MAKE: Loadmaster 142' 550K
1500 HP

LOCATION: Sec 28 T25S, R19E
2000' FSL & 288' FEL

PUMPS: 2 H&H 1600 12"

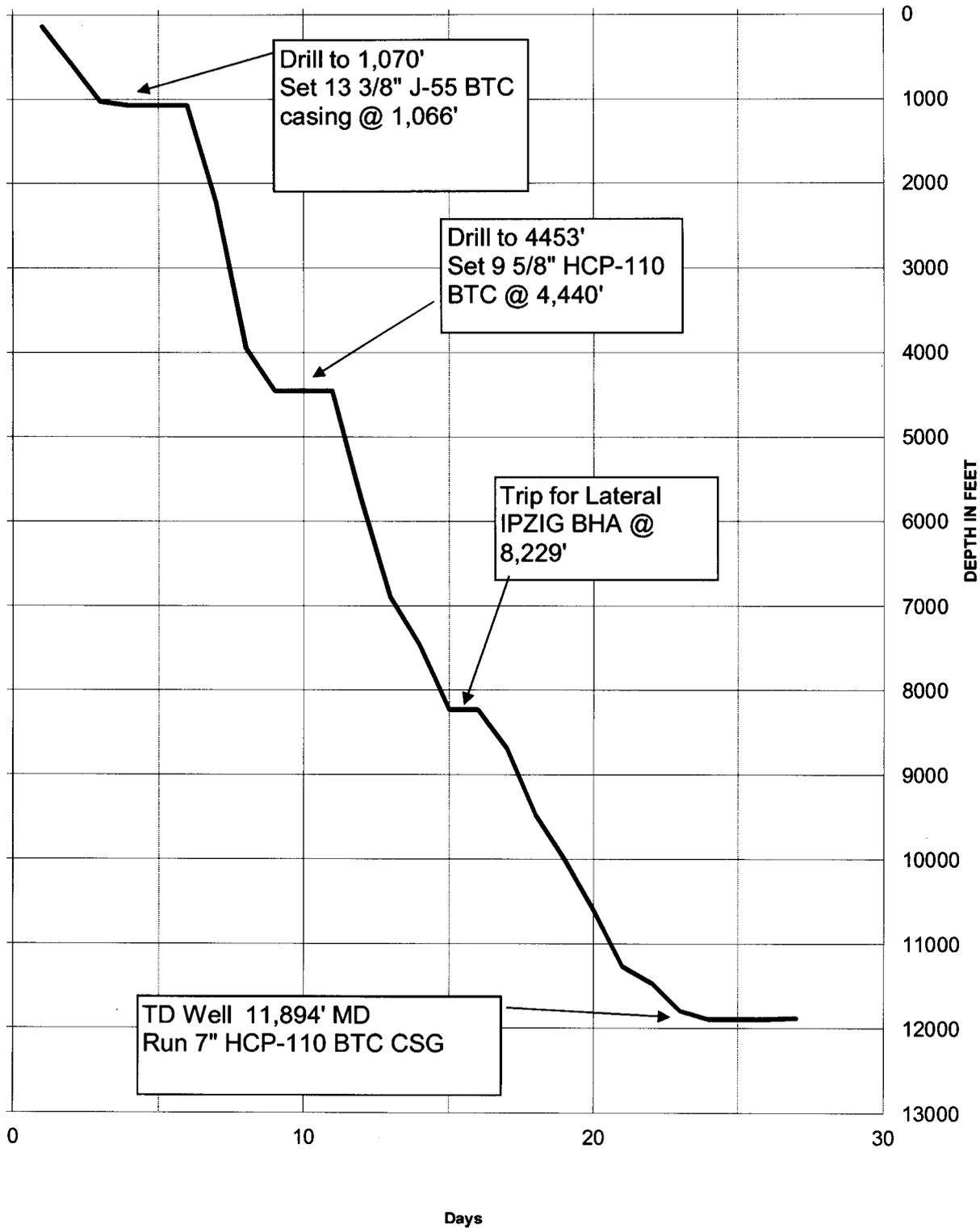
TD DEPTH/ DATE: 11,894' TD Nov 23, 2014

GROUND LEVEL: 5.664' (meas. Graded)

KELLY BUSHING: 5687' (meas. Graded)

Bit #	Size	Make	Type	Jets	Serial #	Depth In	Depth Out	Ftg	Hours	Ft/Hr	Vert. Dev.
1	17.1/2"	NUMA	P125 Patriot	3x1.125"	219739	133	1070	937'	15.5	60.5	0.5
2	12.28"	NUMA	P125 Patriot	3x1.125"	218013	1070	4453	3,383'	47.5	71.2	1.3
3	8 1/2"	STC	MDi611	6x18	JJ2460	4353	8230	3,877'	87.0	44.6	Curve
4	8 1/2"	STC	MDi611	6x22	JJ2461	8229	11894	3,665'	147.0	24.9	Lateral

TIME VS DEPTH
FIDELITY EXPLORATION AND PRODUCTION
CANE CREEK UNIT 28-3-25-19



Formation tops

KB 5687'

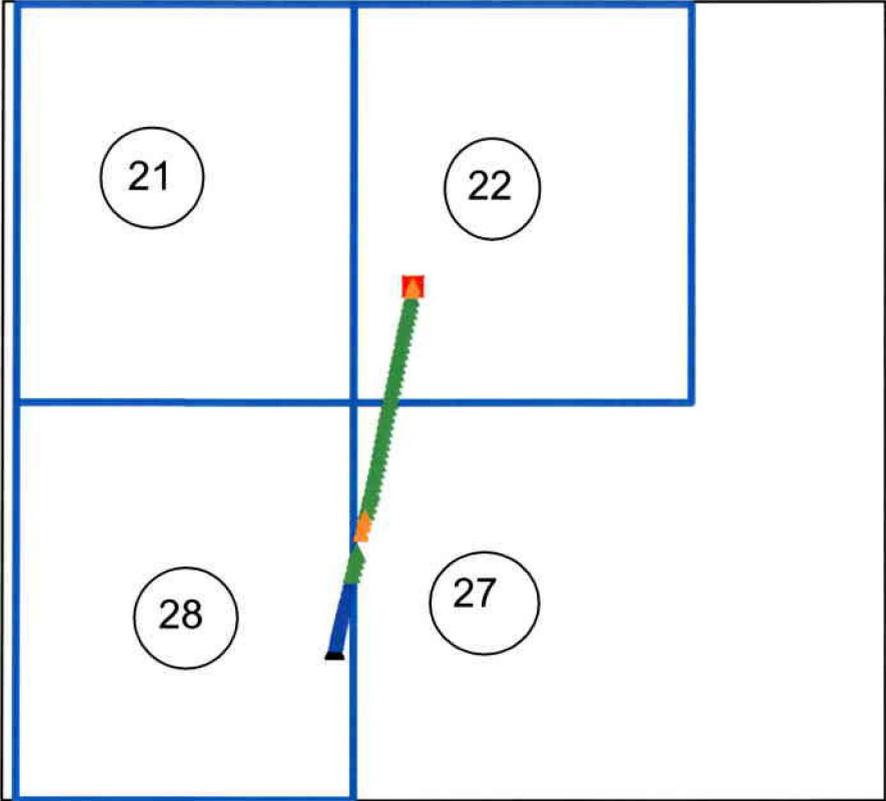
Formation	CCU 28-2	Sub Sea	CCU 28-3-25-19	Curve TVD	Sub Sea
Kayenta	100	5,587'			
Wingate SS	190'	5,497'			
Chinle	500'	5,187'			
Moenkopi	1,024'	4,663'			
Cutler	1,349'	4,338'			
Honaker Trail	2,927'	2,760'			
		5,687'			
Paradox	3,574'	2,113'	3,552'		2,135'
Ismay	4,404'	1,283'	3,997'		1,690'
Salt # 1	4,094'	1,593'	4,090'		1,597'
Clastic # 1	4,337'	1,350'	4,337'		1,350'
Salt # 2	4,418'	1,269'	4,418'		1,269'
Clastic # 2	4,508'	1,179'	4,507'	4,506'	1,181'
Salt # 3	4,585'	1,102'	4,576'	4,575'	1,112'
Clastic # 3	4,702'	985'	4,693'	4,692'	995'
Salt # 4	4,725'	962'	4,733'	4,731'	956'
Clastic # 4	4,866'	821'	4,861'	4,859'	828'
Salt # 5	4,927'	760'	4,928'	4,926'	761'
Clastic # 5	5,175'	512'	5,168'	5,165'	522'
Salt # 6	5,197'	490'	5,196'	5,193'	494'
Clastic # 6	5,279'	408'	5,283'	5,279'	408'
Salt # 7	5,287'	400'	5,291'	5,287'	400'
Clastic # 7	5,349'	338'	5,351'	5,347'	340'
Salt # 8	5,394'	293'	5,399'	5,395'	292'
Clastic # 8	5,508'	179'	5,518'	5,514'	173'
Salt # 9	5,558'	129'	5,582'	5,577'	110'
Clastic # 9	5,694'	-7'	5,708'	5,703'	-16'
Salt # 10	5,738'	-51'	5,741'	5,736'	-49'
Clastic # 10	5,789'	-102'	5,800'	5,795'	-108'
Salt # 11	5,840'	-153'	5,845'	5,840'	-153'
Clastic # 11	5,899'	-212'	5,897'	5,882'	-195'
Salt # 12	5,914'	-227'	5,913'	5,908'	-221'
Clastic # 12	5,996'	-309'	5,983'	5,978'	-291'
Salt # 13	6,022'	-335'	6,003'	5,998'	-311'
Clastic # 13	6,099'	-412'	6,082'	6,077'	-390'
Salt # 14	6,115'	-428'	6,092'	6,085'	-398'
Clastic # 14	6,152'	-465'	6,131'	6,126'	-439'
Salt # 15	6,169'	-482'	6,152'	6,147'	-460'
Clastic # 15	6,285'	-598'	6,316'	6,311'	-624'
Salt # 16	6,297'	-610'	6,330'	6,325'	-638'
Clastic # 16	6,336'	-649'	6,358'	6,353'	-666'
Salt # 17	6,343'	-656'	6,364'	6,359'	-672'
Clastic # 17	6,772'	-1,085'	6,792'	6,783'	-1,096'
Salt # 18	6,772'	-1,085'	6,806'	6,796'	-1,109'
Clastic # 18-19	6,963'	-1,276'	6,984'	6,951'	-1,264'
Salt # 20	7,000'	-1,313'	7,022'	6,981'	-1,294'
Clastic # 20	7,116'	-1,429'	??		
Salt # 21	7,120'	-1,433'	??		
Cane Creek	7,154'	-1,467'	8,620'	7,279'	-1,592'
Cane Creek B	7,187'	-1,500'			
Horizontal Target	7,202'	-1,515'			
Cane Creek C	7,233'	-1,546'			
Base Cane Creek	7,268'	-1,581'			
Salt # 22					
Clastic # 22					
Salt # 23					

FIDELITY EXPLORATION AND PRODUCTION
 INVERT MUD REPORTS
 CANE CREEK UNIT 28-3-26-19

DATE 2014	DEPTH	Flow Line Temp	WT	FV	PV	YP	GELS	API FILT	OIL/WATER	ELECTRIC STABILITY	CORRECTED SOLIDS	NaCl % wt	CaCl2 % wt	MgCl2 % wt	24 HOUR MUD LOSSES	CUMM LOSSES
9-Nov	4564	78	14.70	65	30	12	7/9	2	83.2/16.8	853	29.70	5.00	31.6	-	0	0
10-Nov	6460	117	14.75	52	30	12	7/9	2	83.1/16.9	824	29.60	2.80	32.1	3.20	0	0
11-Nov	7095	118	14.65	49	28	10	6/7	2	85.4/14.6	749	28.90	1.40	36.4	5.30	0	0
12-Nov	7661	109	14.50	53	27	12	6/9	2	85.6/14.4	912	28.50	1.20	37.3	1.20	0	0
13-Nov	8229	110	14.80	68	30	12	8/10	2	86.2/13.8	930	28.60	1.10	37.8	4.30	0	0
14-Nov	8229	97	14.50	57	26	11	8/10	2	86.3/13.7	925	28.40	0.80	39.0	1.80	0	0
15-Nov	8940	114	14.00	53	26	13	9/12	2	86.1/13.9	965	25.90	1.10	37.8	1.20	0	0
16-Nov	9292	92	14.00	60	26	16	9/13	2	85.9/14.1	980	26.70	1.30	37.1	3.50	130	130
17-Nov	10209	110	13.80	54	25	15	10/15	2	87.2/12.8	1020	27.00	1.00	38.1	5.80	321	451
18-Nov	10865	110	13.70	53	24	14	10/15	2	85.9/14.1	990	26.40	1.50	35.9	5.40	128	579
19-Nov	11320	110	13.70	53	24	14	10/13	2	87.3/12.7	930	26.70	0.70	39.8	3.20	192	771
20-Nov	11606	110	13.75	52	25	13	10/15	2	87.3/12.7	918	27.00	0.80	39.0	1.90	123	894
21-Nov	11894	114	13.75	53	24	16	10/15	2	85.9/14.1	900	27.10	1.50	35.9	1.20	139	1033
22-Nov	11894	90	13.70	54	22	13	10/14	2	86.7/13.3	988	26.60	1.20	37.2	1.20	215	1248
23-Nov	11984	n/a	15.60	60	23	13	6/9	2	85.3/14.7	695	30.00	1.40	36.3	1.80	138	1386
24-Nov	11894	n/a	13.75	60	24	12	6/9	2	86.1/13.9	790	26.00	1.60	35.8	1.8	28	1414

FIDELITY E&P CO.
CANE CREEK UNIT 28-3-25-19
SEC 28, T25S R19E
GRAND COUNTY,
UTAH

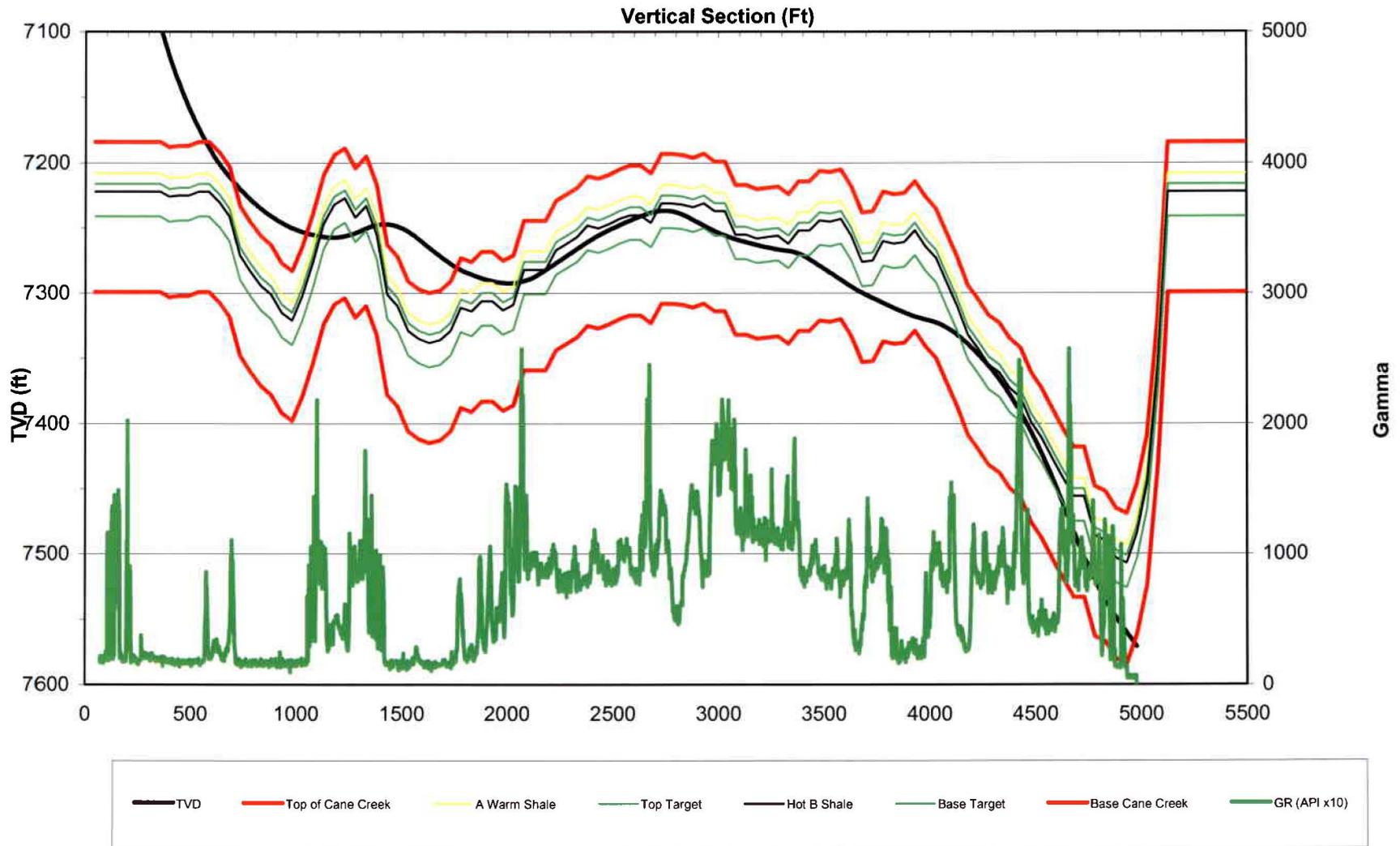
NORTH-SOUTH



EAST-WEST

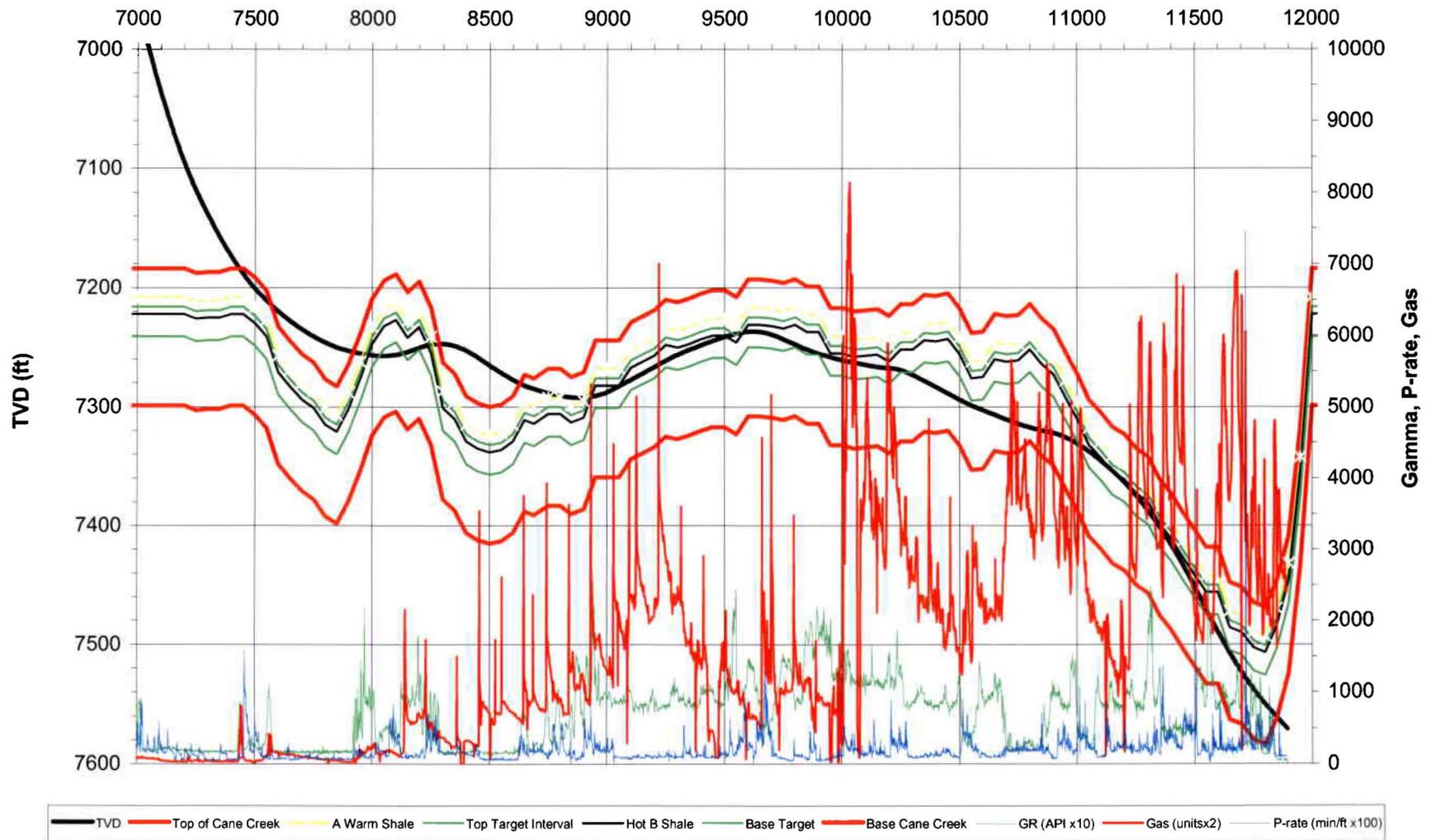
- ▲ SHL
- BHL
- ▲ Build
- ▲ Lateral In Zone
- ✕ 7" Casing
- Section Lines
- ▲ Lateral out of Zone

Cane Creek Unit 28-3-25-19 Gamma vs. Vertical Section



Fidelity Cane Creek Unit 28-3-25-19 TVD vs. GR, ROP, Gas

Measured Depth (ft)



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

AMENDED REPORT FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU50678
b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____		6. IF INDIAN, ALLOTTEE OR TRIBE NAME
2. NAME OF OPERATOR: Fidelity E&P Company		7. UNIT or CA AGREEMENT NAME UTU80000X
3. ADDRESS OF OPERATOR: 1801 California St. STE 2 CITY Denver STATE CO ZIP 80202		8. WELL NAME and NUMBER: Cane Creek Unit 28-3-25-19
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2000' FSL 288' FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: 1326' FNL 274 FWL AT TOTAL DEPTH: 1545' FSL 926 FWL		9. API NUMBER: 4301950045
10. FIELD AND POOL, OR WILDCAT Cane Creek		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 28 25S 19E S
12. COUNTY Grand		13. STATE UTAH

14. DATE SPUNDED: 10/31/2014	15. DATE T.D. REACHED: 11/21/2014	16. DATE COMPLETED: 12/17/2014	ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>	17. ELEVATIONS (DF, RKB, RT, GL): 5664 GL
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18. TOTAL DEPTH: MD 11,894 TVD 7,570	19. PLUG BACK T.D.: MD TVD	20. IF MULTIPLE COMPLETIONS, HOW MANY? *	21. DEPTH BRIDGE MD PLUG SET: TVD
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22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

23.

WAS WELL CORED?	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	(Submit analysis)
WAS DST RUN?	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	(Submit report)
DIRECTIONAL SURVEY?	NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>	(Submit copy)

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

HOLE SIZE	SIZE/GRADE	WEIGHT (#/L)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
17.50	13.375 J55	54.5		1,070		Type 1 685	274		
12.5	9.625 P110	47.0		4,444		Type 1 985	515		
8.5	7.0 P110	29.0		4,244				4800	
8.5	7.0 P110	29.0	4,244	7,400					
8.5	7.0 P110	29.0	7,400	11,869		Class 1, 165	282		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Cane Creek	8,900	11,700		
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
8,900 10,650	0.35	8,750	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
10,670 11,330	0.35	3,300	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
11,350 11,550	0.35	1,000	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
11,570 11,700	0.35	650	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>

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

WAS WELL HYDRAULICALLY FRACTURED? YES NO IF YES -- DATE FRACTURED: _____

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS:

<input type="checkbox"/> ELECTRICAL/MECHANICAL LOGS	<input type="checkbox"/> GEOLOGIC REPORT	<input type="checkbox"/> DST REPORT	<input checked="" type="checkbox"/> DIRECTIONAL SURVEY
<input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION	<input type="checkbox"/> CORE ANALYSIS	<input type="checkbox"/> OTHER: _____	

30. WELL STATUS:
flowing

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 12/18/2014		TEST DATE: 12/19/2014		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 296	GAS – MCF: 235	WATER – BBL: 0	PROD. METHOD: flowing
CHOKE SIZE: 5	TBG. PRESS. 3,040	CSG. PRESS. 1,624	API GRAVITY 41.00	BTU – GAS 1,748	GAS/OIL RATIO 800	24 HR PRODUCTION RATES: →	OIL – BBL: 296	GAS – MCF: 235	WATER – BBL: 0	INTERVAL STATUS: producing

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.)

flared

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)
Cane Creek	7,429	8,990		Chinle	450
				Moenkopi	769
				Cutler	1,275
				Honaker Trail	2,369
				Paradox FM	3,885
				Ismay Zone	4,040
				Salt 1	4,088
				Cane Creek Shale	7,148

35. ADDITIONAL REMARKS (Include plugging procedure)

13.375" casing- at surface, top job; 9.625" casing- at surface, top job; 7.0" casing- CBL

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

NAME (PLEASE PRINT) Renee Kendrick TITLE Environmental Project Specialist
 SIGNATURE *Renee Kendrick* DATE 3/31/2015

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 Phone: 801-538-5340
 1594 West North Temple, Suite 1210
 Box 145801 Fax: 801-359-3940
 Salt Lake City, Utah 84114-5801



CCU 28-3-25-19H MWD 4428' to 11894' Definitive Survey Geodetic Report

(Def Survey)

Report Date: November 21, 2014 - 02:34 PM
Client: Fidelity
Field: UT, Grand County (NAD 83 CZ)
Structure / Slot: Fidelity 28-25S-19E (CCU 28-3-25-19H) - Nabors M38 / CCU 28-3-25-19H
Well: CCU 28-3-25-19H
Borehole: Original Hole
UWI / API#: Unknown / Unknown
Survey Name: CCU 28-3-25-19H MWD+GYRO 4428' to 11894' Definitive
Survey Date: November 09, 2014
Tort / AHD / DDI / ERD Ratio: 217.433 ° / 5094.944 ft / 6.240 / 0.672
Coordinate Reference System: NAD83 Utah State Plane, Central Zone, US Feet
Location Lat / Long: N 38° 35' 57.51600", W 109° 49' 14.49480"
Location Grid N/E Y/X: N 6663056.313 ftUS, E 2120401.020 ftUS
CRS Grid Convergence Angle: 1.0757 °
Grid Scale Factor: 1.00012908
Version / Patch: 2.8.572.0

Survey / DLS Computation: Minimum Curvature / Lubinski
Vertical Section Azimuth: 14.117 ° (True North)
Vertical Section Origin: 0.000 ft, 0.000 ft
TVD Reference Datum: RKB
TVD Reference Elevation: 5690.000 ft above MSL
Seabed / Ground Elevation: 5667.000 ft above MSL
Magnetic Declination: 10.686 °
Total Gravity Field Strength: 998.7860mgn (9.80665 Based)
Gravity Model: GARM
Total Magnetic Field Strength: 51059.285 nT
Magnetic Dip Angle: 64.576 °
Declination Date: November 09, 2014
Magnetic Declination Model: BGGM 2014
North Reference: True North
Grid Convergence Used: 0.0000 °
Total Corr Mag North->True North: 10.6858 °
Local Coord Referenced To: Well Head

Comments	MD (ft)	Incl (°)	Azim True (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (%/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S °'")	Longitude (E/W °'")
Tie-Into last Extreme Survey	4428.00	0.70	125.62	4427.57	-45.20	-48.76	8.57	N/A	6663007.71	2120410.51	N 38 35 57.03 W	109 49 14.39
9 5/8" Casing Point	4439.00	0.70	126.89	4438.57	-45.25	-48.84	8.68	0.14	6663007.64	2120410.62	N 38 35 57.03 W	109 49 14.39
Begin MWD Survey	4456.00	0.70	128.85	4455.57	-45.33	-48.97	8.84	0.14	6663007.51	2120410.78	N 38 35 57.03 W	109 49 14.38
	4552.00	3.08	10.67	4551.52	-43.00	-46.80	9.78	3.61	6663009.70	2120411.88	N 38 35 57.05 W	109 49 14.37
	4647.00	5.01	6.93	4646.28	-36.34	-40.18	10.75	2.05	6663016.34	2120412.52	N 38 35 57.12 W	109 49 14.36
	4741.00	5.01	7.84	4739.92	-28.19	-32.04	11.81	0.08	6663024.50	2120413.43	N 38 35 57.20 W	109 49 14.35
	4837.00	5.36	8.71	4835.53	-19.56	-23.45	13.06	0.37	6663033.11	2120414.52	N 38 35 57.28 W	109 49 14.33
	4933.00	5.01	13.27	4931.14	-10.90	-14.94	14.70	0.56	6663041.65	2120416.00	N 38 35 57.37 W	109 49 14.31
	5029.00	5.72	17.23	5026.72	-1.93	-6.29	17.08	0.83	6663050.34	2120418.21	N 38 35 57.45 W	109 49 14.28
	5124.00	5.36	7.09	5121.28	7.20	2.64	19.03	1.10	6663059.31	2120420.00	N 38 35 57.54 W	109 49 14.26
	5220.00	4.22	359.74	5216.94	15.07	10.62	19.56	1.35	6663067.30	2120420.38	N 38 35 57.62 W	109 49 14.25
	5315.00	4.31	1.54	5311.68	21.94	17.68	19.64	0.17	6663074.36	2120420.33	N 38 35 57.69 W	109 49 14.25
	5411.00	4.40	357.75	5407.40	28.99	24.97	19.60	0.31	6663081.65	2120420.15	N 38 35 57.76 W	109 49 14.25
	5506.00	4.40	2.34	5502.12	36.06	32.25	19.60	0.37	6663088.93	2120420.20	N 38 35 57.83 W	109 49 14.25
	5602.00	3.96	1.47	5597.86	42.90	39.24	19.84	0.46	6663095.93	2120420.12	N 38 35 57.90 W	109 49 14.24
	5698.00	4.13	0.56	5593.63	49.49	46.01	19.96	0.19	6663102.70	2120420.11	N 38 35 57.97 W	109 49 14.24
	5793.00	2.46	30.00	5788.47	54.78	51.20	21.01	2.45	6663107.91	2120421.07	N 38 35 58.02 W	109 49 14.23
	5889.00	0.62	341.99	5884.44	57.20	53.48	21.88	2.18	6663110.20	2120421.89	N 38 35 58.04 W	109 49 14.22
	5985.00	0.97	318.49	5980.43	58.10	54.58	21.18	0.49	6663111.29	2120421.17	N 38 35 58.06 W	109 49 14.23
	6080.00	1.32	340.84	6075.41	59.47	56.22	20.29	0.59	6663112.91	2120420.25	N 38 35 58.07 W	109 49 14.24
	6175.00	1.76	354.20	6170.37	61.75	58.70	19.78	0.59	6663115.38	2120419.70	N 38 35 58.10 W	109 49 14.25
	6271.00	1.67	358.69	6266.33	64.49	61.57	19.60	0.17	6663118.25	2120419.46	N 38 35 58.12 W	109 49 14.25
	6366.00	1.32	349.00	6361.30	66.81	64.03	19.36	0.45	6663120.70	2120419.18	N 38 35 58.15 W	109 49 14.25
	6461.00	1.32	343.81	6456.27	68.75	66.15	18.85	0.13	6663122.81	2120418.62	N 38 35 58.17 W	109 49 14.26
	6557.00	0.97	329.05	6552.25	70.28	67.91	18.12	0.47	6663124.56	2120417.86	N 38 35 58.19 W	109 49 14.27
	6589.00	1.06	325.98	6584.25	70.66	68.39	17.81	0.35	6663125.03	2120417.52	N 38 35 58.19 W	109 49 14.27
	6621.00	3.17	355.78	6616.23	71.70	69.51	17.58	7.25	6663126.15	2120417.29	N 38 35 58.20 W	109 49 14.27
	6653.00	6.51	5.61	6648.11	74.33	72.20	17.69	10.72	6663128.84	2120417.35	N 38 35 58.23 W	109 49 14.27
	6685.00	9.32	9.47	6679.80	78.71	76.56	18.30	9.93	6663133.22	2120417.88	N 38 35 58.27 W	109 49 14.26
	6717.00	12.40	9.37	6711.22	84.72	82.51	19.28	8.63	6663139.18	2120418.75	N 38 35 58.33 W	109 49 14.25
	6749.00	15.04	9.82	6742.31	92.29	89.99	20.55	8.26	6663146.69	2120419.88	N 38 35 58.41 W	109 49 14.24
	6780.00	17.76	9.91	6772.04	101.01	98.61	22.05	8.77	6663155.34	2120421.22	N 38 35 58.49 W	109 49 14.22
	6812.00	20.84	10.18	6802.24	111.56	109.03	23.90	9.63	6663165.78	2120422.87	N 38 35 58.59 W	109 49 14.19
	6844.00	24.01	11.13	6831.82	123.75	123.02	26.16	9.97	6663177.82	2120424.91	N 38 35 58.71 W	109 49 14.17
	6876.00	27.52	12.02	6860.63	137.64	134.64	28.96	11.03	6663191.49	2120427.45	N 38 35 58.85 W	109 49 14.13
	6908.00	30.16	12.57	6888.66	153.07	149.72	32.25	8.29	6663206.63	2120430.45	N 38 35 59.00 W	109 49 14.09
	6940.00	33.68	12.69	6915.82	169.98	166.23	35.95	11.00	6663223.21	2120433.84	N 38 35 59.16 W	109 49 14.04
	6972.00	36.32	11.71	6942.03	188.32	184.17	39.82	8.43	6663241.22	2120437.38	N 38 35 59.34 W	109 49 13.99
	7004.00	38.43	11.83	6967.46	207.73	203.18	43.78	6.60	6663260.31	2120440.98	N 38 35 59.52 W	109 49 13.94
	7036.00	41.42	12.90	6991.99	228.25	223.24	48.18	9.59	6663280.45	2120445.01	N 38 35 59.72 W	109 49 13.89
	7068.00	45.02	13.15	7015.31	250.16	244.59	53.12	11.26	6663301.89	2120449.55	N 38 35 59.93 W	109 49 13.83
	7100.00	49.07	13.77	7037.11	273.57	267.36	58.58	12.74	6663324.76	2120454.58	N 38 36 0.16 W	109 49 13.76
	7132.00	53.29	13.72	7057.17	298.50	291.57	64.50	13.19	6663349.08	2120460.04	N 38 36 0.40 W	109 49 13.68
	7164.00	56.19	13.84	7075.64	324.62	316.94	70.72	9.07	6663374.57	2120465.79	N 38 36 0.65 W	109 49 13.60
	7196.00	58.83	14.74	7092.83	351.61	343.10	77.39	8.58	6663400.85	2120471.96	N 38 36 0.91 W	109 49 13.52
	7228.00	61.64	15.74	7108.71	379.38	369.90	84.69	9.19	6663427.78	2120478.76	N 38 36 1.17 W	109 49 13.43
	7260.00	64.81	15.74	7123.12	407.93	397.39	92.44	9.91	6663455.42	2120486.00	N 38 36 1.44 W	109 49 13.33
	7292.00	67.09	15.65	7136.16	437.14	425.52	100.35	7.13	6663483.70	2120493.37	N 38 36 1.72 W	109 49 13.23
	7324.00	67.88	15.68	7148.42	466.69	453.98	108.33	2.47	6663512.31	2120500.82	N 38 36 2.00 W	109 49 13.13
	7388.00	71.93	15.77	7170.40	526.76	511.83	124.61	6.33	6663570.45	2120516.02	N 38 36 2.58 W	109 49 12.93
	7419.00	72.72	15.46	7179.81	556.29	540.27	132.57	2.72	6663599.05	2120523.43	N 38 36 2.86 W	109 49 12.82
	7451.00	74.13	16.17	7188.94	586.94	569.78	140.92	4.89	6663628.71	2120531.24	N 38 36 3.15 W	109 49 12.72
	7483.00	76.24	15.39	7197.12	617.86	599.55	149.34	7.00	6663658.64	2120539.09	N 38 36 3.44 W	109 49 12.61
	7514.00	78.44	15.04	7203.92	648.10	628.73	157.27	7.18	6663687.97	2120546.48	N 38 36 3.73 W	109 49 12.51
	7546.00	79.14	14.63	7210.14	679.49	659.08	165.31	2.52	6663718.46	2120553.95	N 38 36 4.03 W	109 49 12.41
	7578.00	79.49	15.11	7216.07	710.93	689.47	173.38	1.84	6663749.00	2120561.44	N 38 36 4.33 W	109 49 12.31
	7610.00	80.28	15.11	7221.69	742.43	719.88	181.59	2.47	6663779.57	2120569.08	N 38 36 4.63 W	109 49 12.21
	7706.00	82.75	16.13	7235.86	837.34	811.31	207.16	2.78	6663871.48	2120592.93	N 38 36 5.54 W	109 49 11.89
	7802.00	84.77	16.01	7246.29	932.71	903.01	233.57	2.11	6663963.67	2120617.62	N 38 36 6.44 W	109 49 11.55
	7898.00	87.23	16.78	7252.99	1028.39	994.88	260.60	2.68	6664056.03	2120642.93	N 38 36 7.35 W	109 49 11.21
	7994.00	88.37	17.02	7256.67	1124.21	1086.66	288.49	1.21	6664148.34	2120669.09	N 38 36 8.26 W	109 49 10.86
	8090.00	91.63	15.29	7256.67	1220.13	1178.85	315.19	3.84	6664241.03	2120694.06	N 38 36 9.17 W	109 49 10.52
	8169.00	94.09	13.90	7252.73	1299.02	1255.20	335.07	3.58	6664317.74	2120712.51	N 38 36 9.92 W	109 49 10.27
	8197.00	94.49	13.76	7250.65	1326.94	1282.31	341.75	1.35	6664344.98	2120718.67	N 38	

Comments	MD (ft)	Incl (°)	Azim True (°)	TVD (ft)	VSEC (ft)	NS (ft)	EW (ft)	DLS (°/100ft)	Northing (ftUS)	Easting (ftUS)	Latitude (N/S ° ' ")	Longitude (E/W ° ' ")
	9057.00	96.02	15.10	7282.00	2183.91	2109.48	566.38	0.59	6665176.32	2120927.76	N 38 36 18.37 W	109 49 7.36
	9152.00	96.29	13.98	7271.82	2278.36	2200.90	590.09	1.21	6665268.19	2120949.76	N 38 36 19.27 W	109 49 7.06
	9248.00	96.11	14.67	7261.45	2373.80	2293.37	613.71	0.74	6665361.10	2120971.63	N 38 36 20.19 W	109 49 6.76
	9344.00	94.53	13.82	7252.55	2469.38	2386.02	637.23	1.87	6665454.18	2120993.41	N 38 36 21.10 W	109 49 6.47
	9439.00	94.09	13.46	7245.41	2564.11	2478.08	659.56	0.60	6665546.65	2121014.02	N 38 36 22.01 W	109 49 6.19
	9535.00	93.30	13.40	7239.22	2659.90	2571.26	681.81	0.83	6665640.25	2121034.52	N 38 36 22.93 W	109 49 5.91
	9631.00	89.60	11.30	7236.79	2755.80	2664.99	702.33	4.43	6665734.35	2121053.28	N 38 36 23.86 W	109 49 5.65
	9726.00	85.03	11.85	7241.24	2850.58	2757.93	721.37	4.85	6665827.65	2121070.57	N 38 36 24.78 W	109 49 5.41
	9820.00	85.03	11.16	7249.39	2944.13	2849.69	740.05	0.73	6665919.76	2121087.52	N 38 36 25.68 W	109 49 5.17
	9915.00	86.61	11.92	7256.31	3038.78	2942.52	759.00	1.84	6666012.94	2121104.73	N 38 36 26.60 W	109 49 4.93
	10011.00	87.58	13.60	7261.18	3134.62	3036.02	780.18	2.02	6666106.84	2121124.15	N 38 36 27.53 W	109 49 4.67
	10106.00	87.85	14.34	7264.96	3229.55	3128.14	803.09	0.63	6666199.38	2121145.34	N 38 36 28.44 W	109 49 4.38
	10202.00	89.08	14.54	7267.54	3325.51	3221.07	827.02	1.30	6666292.75	2121167.52	N 38 36 29.36 W	109 49 4.08
	10298.00	84.24	13.99	7273.13	3421.31	3313.92	850.63	5.07	6666386.05	2121189.39	N 38 36 30.27 W	109 49 3.78
	10393.00	83.98	13.60	7282.88	3515.81	3405.70	873.17	0.49	6666478.24	2121210.20	N 38 36 31.18 W	109 49 3.49
	10488.00	83.80	14.03	7292.99	3610.27	3497.42	895.72	0.49	6666570.38	2121231.03	N 38 36 32.09 W	109 49 3.21
	10585.00	85.56	13.29	7301.98	3706.85	3591.27	918.53	1.97	6666664.65	2121252.07	N 38 36 33.01 W	109 49 2.92
	10680.00	85.56	12.84	7309.34	3801.54	3683.53	939.94	0.47	6666757.31	2121271.75	N 38 36 33.93 W	109 49 2.65
	10776.00	86.35	13.33	7316.11	3897.29	3776.81	961.62	0.97	6666850.99	2121291.68	N 38 36 34.85 W	109 49 2.38
	10872.00	87.33	14.28	7320.90	3993.16	3869.91	984.50	1.92	6666944.52	2121312.81	N 38 36 35.77 W	109 49 2.09
	10967.00	84.24	13.88	7327.38	4087.92	3961.83	1007.55	3.91	6667036.86	2121334.13	N 38 36 36.68 W	109 49 1.80
	11062.00	81.16	12.67	7339.45	4182.13	4053.53	1029.19	3.48	6667128.97	2121354.05	N 38 36 37.58 W	109 49 1.53
	11157.00	79.58	13.24	7355.34	4275.77	4144.80	1050.18	1.77	6667220.63	2121373.33	N 38 36 38.49 W	109 49 1.26
	11253.00	75.97	13.28	7375.67	4369.57	4236.11	1071.70	3.76	6667312.34	2121393.13	N 38 36 39.39 W	109 49 0.99
	11349.00	73.25	15.06	7401.15	4462.11	4325.84	1094.35	3.35	6667402.49	2121414.09	N 38 36 40.28 W	109 49 0.71
	11444.00	69.64	15.51	7431.37	4552.14	4412.70	1118.08	3.83	6667489.79	2121436.19	N 38 36 41.13 W	109 49 0.41
	11540.00	66.92	14.84	7466.90	4641.30	4498.77	1141.43	2.91	6667576.29	2121457.92	N 38 36 41.98 W	109 49 0.11
	11635.00	69.20	13.96	7502.39	4729.41	4584.11	1163.34	2.55	6667662.04	2121478.23	N 38 36 42.83 W	109 48 59.84
	11731.00	73.78	12.30	7532.86	4820.40	4672.74	1183.99	5.04	6667751.06	2121497.22	N 38 36 43.70 W	109 48 59.58
Last MWD Survey	11827.00	77.65	10.47	7556.54	4913.31	4763.92	1202.34	4.43	6667842.58	2121513.85	N 38 36 44.61 W	109 48 59.35
Projection to Bit	11894.00	77.65	10.47	7570.88	4978.62	4828.28	1214.23	0.00	6667907.16	2121524.54	N 38 36 45.24 W	109 48 59.20

Survey Type: Def Survey

Survey Error Model: ISCWSA Rev 0 *** 3-D 95.000% Confidence 2.7955 sigma

Survey Program:

Description	Part	MD From (ft)	MD To (ft)	EOU Freq (ft)	Hole Size (in)	Casing Diameter (in)	Survey Tool Type	Borehole / Survey
	1	0.000	23.000	1/98.425	12.250	9.625	SLB_NSG+MSHOT-Depth Only	Original Hole / CCU 28-3-25-19H MWD+GYRO 0' to 4428'
	1	23.000	23.000	Act Stns	12.250	9.625	SLB_NSG+MSHOT-Depth Only	Original Hole / CCU 28-3-25-19H MWD+GYRO 0' to 4428'
	1	23.000	1010.000	Act Stns	12.250	9.625	SLB_NSG+MSHOT	Original Hole / CCU 28-3-25-19H MWD+GYRO 0' to 4428'
	1	1010.000	4428.000	Act Stns	12.250	9.625	SLB_MWD-STD	Original Hole / CCU 28-3-25-19H MWD+GYRO 0' to 4428'
	1	4428.000	11827.000	Act Stns	30.000	30.000	SLB_MWD-STD	Original Hole / CCU 28-3-25-19H MWD+GYRO 4428' to 11894'
	1	11827.000	11894.000	Act Stns	30.000	30.000	SLB_BLIND+TREND	Original Hole / CCU 28-3-25-19H MWD+GYRO 4428' to 11894'

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: UTU50678
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: CANE CREEK
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: Cane Creek Unit 28-3
2. NAME OF OPERATOR: FIDELITY E&P COMPANY	9. API NUMBER: 43019500450000
3. ADDRESS OF OPERATOR: 1801 California St. Ste 2500 , Denver, CO, 80202	PHONE NUMBER: 720 917-3026 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2000 FSL 0288 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 28 Township: 25.0S Range: 19.0E Meridian: S	9. FIELD and POOL or WILDCAT: BIG FLAT COUNTY: GRAND STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/30/2015 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Install Artificial Lift"/>

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

Due to declining pressures and the resulting drop in production Fidelity must install artificial lift on the Cane Creek Unit 28-3-25-19. The intended lift method is sucker rods and downhole pump with conventional 640 crank balanced pumping unit on surface. The surface unit required will sit on a portable steel and concrete base pad resting on top of a compacted gravel foundation. The pumping unit will be approximately 24'-8" from base to the top of the walking beam and will be approximately 37'-5" from the base to the top of the horses head at maximum stroke. Other lift strategies were considered but the selected unit is the most widely used lift method in the industry, has an extensive economical history of reliability and safety as well as having less environmental risk when compared to the newer hydraulically actuated surface lift designs.

Accepted by the Utah Division of Oil, Gas and Mining

Date: ~~November 19, 2015~~

By: *Derek Duff*

NAME (PLEASE PRINT) Renee Kendrick	PHONE NUMBER 720 956-5752	TITLE Project Specialist
SIGNATURE N/A	DATE 11/18/2015	

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

Effective Date: 3/1/2016

FORMER OPERATOR: Fidelity E&P Company N3155 1801 Californina Street, Suite 2500 Denver, CO 80202	NEW OPERATOR: Wesco Operating, Inc. N4030 PO Box 1650 Casper, WY 82602
CA Number(s):	Unit(s): Cane Creek Threemile

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: 4/12/2016
- Sundry or legal documentation was received from the **NEW** operator on: 4/12/2016
- New operator Division of Corporations Business Number: 8742016-0143

REVIEW:

- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 4/12/2016
- Receipt of Acceptance of Drilling Procedures for APD on: 4/12/2016
- Reports current for Production/Disposition & Sundries: 4/19/2016
- OPS/SI/TA well(s) reviewed for full cost bonding: 4/19/2016
- UIC5 on all disposal/injection/storage well(s) approved on: 4/13/2016
- Surface Facility(s) included in operator change: Blue Hills Gas Plant
Dead House Lateral Pipeline
Dubinky Booster Station
Long Canyon Facility
- 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: UTB0000685
- Indian well(s) covered by Bond Number: N/A
- State/fee well(s) covered by Bond Number(s): RLB0016443

DATA ENTRY:

- Well(s) update in the **OGIS** on: 4/21/2016 ✓
- Entity Number(s) updated in **OGIS** on: 4/21/2016
- Unit(s) operator number update in **OGIS** on: 4/21/2016
- Surface Facilities update in **OGIS** on: 4/21/2016
- State/Fee well(s) attached to bond(s) in **RBDMS** on: 4/21/2016
- Surface Facilities update in **RBDMS** on: 4/21/2016

LEASE INTEREST OWNER NOTIFICATION:

- 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:

From: Fidelity Exploration Production Company N3155

To: Wesco Operating, Inc. N4030

Effective: 3/1/2016

Well Name	Section	TWN	RNG	API Numner	Entity	Mineral	Surface	Type	Status	Unit
KANE SPRINGS 16-1	16	250S	180E	4301931341	11484	State	State	WD	A	CANE CREEK
CANE CREEK UNIT 2-2-25-18	2	250S	180E	4301950044		State	State	OW	APD	CANE CREEK
Cane Creek Unit 25-1-25-19	25	250S	190E	4301950048		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 6-1-25-19	6	250S	190E	4301950052		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 29-1-25-19	29	250S	190E	4301950053		Federal	Federal	OW	APD	CANE CREEK
Cane Creek 10-1-25-19	10	250S	190E	4301950054		Federal	Federal	OW	APD	
Cane Creek Unit 30-1-25-19	30	250S	190E	4301950055		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 19-2-26-20	19	260S	200E	4301950056		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 14-1-25-19	14	250S	190E	4301950057		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 2-3-25-18	2	250S	180E	4301950058		Federal	State	OW	APD	CANE CREEK
Cane Creek Unit 16-3-25-18	16	250S	180E	4301950059		Federal	State	OW	APD	CANE CREEK
Cane Creek Unit 19-1-25-19	19	250S	190E	4301950060		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 32-2-25-19	32	250S	190E	4301950061		State	State	OW	APD	CANE CREEK
Cane Creek Unit 17-1-25-19	17	250S	190E	4301950062		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 16-4-25-18	16	250S	180E	4301950063		Federal	State	OW	APD	CANE CREEK
Cane Creek Unit 2-4-25-18	2	250S	180E	4301950064		Federal	State	OW	APD	CANE CREEK
Cane Creek Unit 5-1-25-18	5	250S	180E	4301950065		Federal	Federal	OW	APD	CANE CREEK
8-2-26-20	8	260S	200E	4301950068		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 19-3-26-20	19	260S	200E	4301950069		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 21-1-25-19	21	250S	190E	4301950070		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 12-2-26-19	12	260S	190E	4301950071		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 26-4-25-19	26	250S	190E	4301950072		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 21-1-25-18	21	250S	180E	4301950073		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 9-1-25-18	9	250S	180E	4301950074		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 7-1-25-19	7	250S	190E	4301950075		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 5-2-25-18	5	250S	180E	4301950076		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 7-1-25-18	7	250S	180E	4301950077		Federal	Federal	OW	APD	CANE CREEK
Cane Creek Unit 13-1-25-18	13	250S	180E	4301950078		Federal	Federal	OW	APD	CANE CREEK
Three Mile Unti 12-3-29-21	12	290S	210E	4303750070		Federal	Federal	OW	APD	THREEMILE
Three Mile Unit 16-2-29-22	16	290S	220E	4303750071		Federal	State	OW	APD	THREEMILE
Cane Creek Unit 7-2-26-20	7	260S	200E	4301950051	19706	Federal	Federal	OW	OPS	CANE CREEK
THREEMILE 16-17	16	290S	220E	4303750003	17984	State	State	OW	OPS	THREEMILE
Three Mile Unit 12-2-29-21	12	290S	210E	4303750069	19646	Federal	Federal	OW	OPS	THREEMILE
KANE SPRINGS FED 27-1	27	250S	190E	4301931310	14505	Federal	Federal	OW	P	CANE CREEK
KANE SPRINGS FED 19-1A	19	260S	200E	4301931324	14505	Federal	Federal	OW	P	CANE CREEK
KANE SPRINGS FED 10-1	10	250S	180E	4301931331	14509	Federal	Federal	OW	P	CANE CREEK
KANE SPRINGS FED 25-19-34-1	34	250S	190E	4301931334	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK 2-1	2	260S	190E	4301931396	14505	State	State	OW	P	CANE CREEK
CANE CREEK UNIT 12-1	12	260S	190E	4301950009	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK UNIT 7-1	7	260S	200E	4301950010	18923	Federal	Federal	OW	P	CANE CREEK
CANE CREEK UNIT# 26-2	26	250S	190E	4301950011	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK UNIT #18-1	18	260S	200E	4301950012	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK U #13-1	13	260S	190E	4301950014	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK UNIT 26-3	26	250S	190E	4301950019	14505	Federal	Federal	OW	P	CANE CREEK
CANE CREEK UNIT 28-2	28	250S	190E	4301950020	18681	Federal	Federal	OW	P	
Cane Creek Unit 17-1	17	260S	200E	4301950028	18980	Federal	Federal	OW	P	CANE CREEK
Cane Creek Unit 36-1	36	250S	190E	4301950030	14505	State	State	OW	P	CANE CREEK
Cane Creek Unit 36-2H	36	250S	190E	4301950033	14505	State	State	OW	P	CANE CREEK
Cane Creek Unit 24-2H	24	260S	190E	4301950034	19342	Federal	Federal	OW	P	CANE CREEK
Cane Creek Unit 36-3H	36	250S	190E	4301950035	19528	State	State	OW	P	CANE CREEK
CANE CREEK UNIT 2-1-25-18	2	250S	180E	4301950036	19343	Federal	State	OW	P	CANE CREEK
Cane Creek Unit 32-1-25-19	32	250S	190E	4301950037	19396	State	State	OW	P	
Cane Creek Unit 28-3	28	250S	190E	4301950045	19767	Federal	Federal	OW	P	CANE CREEK
Cane Creek 32-1-25-20	32	250S	200E	4301950049	19588	State	State	OW	P	
HATCH POINT 1	14	290S	210E	4303731658	11356	Federal	Federal	OW	P	
THREEMILE 43-18H	18	290S	220E	4303731857	17276	Federal	Federal	OW	P	
LONG CANYON 1	9	260S	200E	4301915925	674	Federal	Federal	OW	S	
CANE CREEK 1-1	1	260S	190E	4301931446	14505	Federal	Federal	OW	S	CANE CREEK

From: Fidelity Exploration Production Company N3155

To: Wesco Operating, Inc. N4030

Effective: 3/1/2016

CANE CREEK 24-1	24	260S	190E	4301931447	14505	Federal	Federal	OW	S	CANE CREEK
CANE CREEK 8-1	8	260S	200E	4301931449	16464	Federal	Federal	OW	S	CANE CREEK
Cane Creek Unit 18-2	18	260S	200E	4301950027	14505	Federal	Federal	OW	S	CANE CREEK
Cane Creek Unit 17-2	17	260S	200E	4301950032	14505	Federal	Federal	OW	S	CANE CREEK
Cane Creek 36-1-25-18	36	250S	180E	4301950038	19440	State	State	OW	S	
CHEVRON FED 1	24	290S	230E	4303730005	975	Federal	Federal	OW	S	
Threemile 12-7	12	290S	210E	4303750001	17837	Federal	Federal	OW	S	THREEMILE
LA SAL 29-28	29	290S	230E	4303750002	17920	Federal	Federal	OW	S	
CANE CREEK UNIT 16-2-25-18	16	250S	180E	4301950046	19512	State	State	OW	TA	CANE CREEK

WESCO OPERATING, INC.

O I L & G A S O P E R A T I O N S

April 8, 2016

John Rogers
Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210 Box 145801
Salt Lake City, Utah 84114

RECEIVED
APR 12 2016
DIV. OF OIL, GAS & MINING

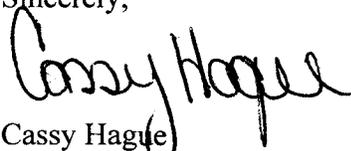
RE: Change of Operator

- A) Wells
 - B) APD'S
 - C) Dubinky Booster Station
 - D) Blue Hills Gas Plant
 - E) Dead Horse Lateral Pipeline
 - F) Authority to Inject
- Sundry Notices

Dear John Rodgers,

Please find enclosed the following documents from Fidelity Exploration & Production Company to Wesco Operating, Inc for your further handing. If you have any further questions please contact us..

Sincerely,



Cassy Hague
307-577-5337

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 Exhibit
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: See Attached Exhibit
		7. UNIT or CA AGREEMENT NAME: See Attached Exhibit
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: See Attached Exhibit	
2. NAME OF OPERATOR: Fidelity Exploration & Production Company		9. API NUMBER:
3. ADDRESS OF OPERATOR: 1801 California St., STE 250 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 893-3133	10. FIELD AND POOL, OR WILDCAT: See Attached Exhibit
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached exhibit for all wells and details		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____		STATE: UTAH

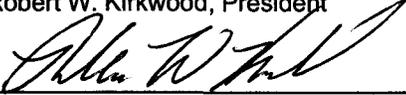
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>3/1/2016</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

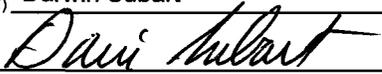
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective March 1, 2016, Fidelity Exploration & Production Company (Operator Number N1355) resigns as Operator of the wells listed on the attached exhibit and Wesco Operating, Inc. has been designated as successor Operator.

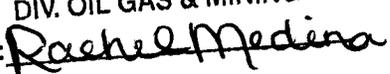
Wesco Operating, Inc.
P.O. Box 1650
Casper, Wyoming 82602
Phone 307-265-5178

Fidelity Exploration & Production Company
1801 California Street, Suite 2500
Denver, Colorado 80202
Phone 303-893-3133

Wesco Operating, Inc.
Robert W. Kirkwood, President

Signature

NAME (PLEASE PRINT) <u>Darwin Subart</u>	TITLE <u>Chief Financial Officer</u>
SIGNATURE 	DATE <u>4/4/2016</u>

(This space for State use only) **BLM:**

APPROVED
APR 21 2016
DIV. OIL GAS & MINING
BY: 

Fidelity Exploration & Production Company Paradox Well & APD List

<u>Entity #</u>	<u>API #</u>	<u>Permitted Well Name</u>	<u>AKA Well Name</u>	<u>Township</u>	<u>Range</u>	<u>Section(s)</u>	<u>County</u>	<u>State</u>	<u>Mineral</u>	<u>Surface</u>	<u>Well Type</u>	<u>Well Status</u>
14506	4301931310	KANE SPRINGS FED 27-1	KANE SPRINGS FED 27-1-25-19	25S	19E	27	GRAND	UT	Federal	Federal	OW	P ✓
14505	4301931324	KANE SPRINGS FED 19-1A	KANE SPRINGS FED 19-1A-ST-26-20	26S	20E	19	GRAND	UT	Federal	Federal	OW	P ✓
14509	4301931331	KANE SPRINGS FED 10-1	KANE SPRINGS FED 10-1-25-18	25S	18E	10	GRAND	UT	Federal	Federal	OW	P ✓
14506	4301931334	KANE SPRINGS FED 25-19-34-1	KANE SPRINGS FED 25-19-34-1	25S	19E	34	GRAND	UT	Federal	Federal	OW	P ✓
	4301931341	KANE SPRINGS 16-1-25-18	Disposal Well	25S	18E	16	GRAND	UT	State	State	SWD	P ✓
14505	4301931396	CANE CREEK 2-1	CANE CREEK UNIT 2-1-26-19	26S	19E	2	GRAND	UT	State	State	OW	P ✓
14505	4301931446	CANE CREEK 1-1	CANE CREEK UNIT 1-1-26-19	26S	19E	1	GRAND	UT	Federal	Federal	OW	P ✓
14505	4301950009	CANE CREEK UNIT 12-1	CANE CREEK UNIT 12-1-26-19	26S	19E	12	GRAND	UT	Federal	Federal	OW	P ✓
18923	4301950010	CANE CREEK UNIT 7-1	CANE CREEK UNIT 7-1-26-20	26S	20E	7	GRAND	UT	Federal	Federal	OW	P ✓
14506	4301950011	CANE CREEK UNIT# 26-2	CANE CREEK UNIT 26-2-25-19	25S	19E	26	GRAND	UT	Federal	Federal	OW	P ✓
14505	4301950012	CANE CREEK UNIT #18-1	CANE CREEK UNIT 18-1-26-20	26S	20E	18	GRAND	UT	Federal	Federal	OW	P ✓
14505	4301950014	CANE CREEK U #13-1	CANE CREEK UNIT 13-1-26-19	26S	19E	13	GRAND	UT	Federal	Federal	OW	P ✓
14506	4301950019	CANE CREEK UNIT 26-3	CANE CREEK UNIT 26-3-25-19	25S	19E	26	GRAND	UT	Federal	Federal	OW	P ✓
18681	4301950020	CANE CREEK UNIT 28-2	CANE CREEK UNIT 28-2-25-19	25S	19E	28	GRAND	UT	Federal	Federal	OW	P ✓
14505	4301950027	Cane Creek Unit 18-2	CANE CREEK UNIT 18-2-26-20	26S	20E	18	GRAND	UT	Federal	Federal	OW	P ✓
18980	4301950028	Cane Creek Unit 17-1	CANE CREEK UNIT 17-1-26-20	26S	20E	17	GRAND	UT	Federal	Federal	OW	P ✓
19057	4301950030	Cane Creek Unit 36-1	CANE CREEK UNIT 36-1-25-19	25S	19E	36	GRAND	UT	State	State	OW	P ✓
14505	4301950032	Cane Creek Unit 17-2	CANE CREEK UNIT 17-2-26-20	26S	20E	17	GRAND	UT	Federal	Federal	OW	P ✓
19527	4301950033	Cane Creek Unit 36-2H	CANE CREEK UNIT 36-2H-25-19	25S	19E	36	GRAND	UT	State	State	OW	P ✓
19342	4301950034	Cane Creek Unit 24-2H	CANE CREEK UNIT 24-2-26-19	26S	19E	24	GRAND	UT	Federal	Federal	OW	P ✓
19528	4301950035	Cane Creek Unit 36-3H	CANE CREEK UNIT 36-3H-25-19	25S	19E	36	GRAND	UT	State	State	OW	P ✓
19396	4301950037	Cane Creek Unit 32-1-25-19	CANE CREEK UNIT 32-1-25-19	25S	19E	32	GRAND	UT	State	State	OW	P ✓
19767	4301950045	Cane Creek Unit 28-3	CANE CREEK UNIT 28-3-25-19	26S	19E	28	GRAND	UT	Federal	Federal	OW	P ✓
19588	4301950049	Cane Creek 32-1-25-20	CANE CREEK 32-1-25-20	25S	20E	32	GRAND	UT	State	State	OW	P ✓
11356	4303731658	HATCH POINT 1	HATCH POINT FEDERAL 1	29S	21E	14	SAN JUAN	UT	Federal	Federal	OW	P ✓ 26-P
17276	4303731857	THREEMILE 43-18H	THREEMILE UNIT 43-18H-29-22	29S	22E	18	SAN JUAN	UT	Federal	Federal	OW	P ✓
19706	4301950051	Cane Creek Unit 7-2-26-20	CANE CREEK UNIT 7-2-26-20	26S	20E	7	GRAND	UT	Federal	Federal	OW	OPS ✓
17984	4303750003	THREEMILE 16-17	THREEMILE UNIT 16-17-29-22	29S	22E	16	SAN JUAN	UT	State	State	OW	OPS ✓ 3 OPS
19646	4303750069	Three Mile Unit 12-2-29-21	THREE MILE UNIT 12-2-29-21	29S	21E	12	SAN JUAN	UT	Federal	Federal	OW	OPS ✓
19343	4301950036	CANE CREEK UNIT 2-1-25-18	CANE CREEK UNIT 2-1-25-18	25S	18E	2	GRAND	UT	Federal	State	OW	TA ✓ 2TA
19512	4301950046	CANE CREEK UNIT 16-2-25-18	CANE CREEK UNIT 16-2-25-18	25S	18E	16	GRAND	UT	State	State	OW	TA ✓
674	4301915925	LONG CANYON 1	LONG CANYON 1	26S	20E	9	GRAND	UT	Federal	Federal	OW	S ✓
14505	4301931447	CANE CREEK 24-1	CANE CREEK UNIT 24-1-26-19	26S	19E	24	GRAND	UT	Federal	Federal	OW	S ✓
16464	4301931449	CANE CREEK 8-1	CANE CREEK UNIT 8-1-26-20	26S	20E	8	GRAND	UT	Federal	Federal	OW	S ✓
19440	4301950038	Cane Creek 36-1-25-18	CANE CREEK 36-1-25-18	25S	18E	36	GRAND	UT	State	State	OW	S ✓
975	4303730005	CHEVRON FED 1	CHEVRON FEDERAL 1H	29S	23E	24	SAN JUAN	UT	Federal	Federal	OW	S ✓ 7-S
17837	4303750001	Threemile 12-7	THREEMILE UNIT 12-7-29-21	29S	21E	12	SAN JUAN	UT	Federal	Federal	OW	S ✓
17920	4303750002	LA SAL 29-28	LA SAL UNIT 29-28-29-23	29S	23E	29	SAN JUAN	UT	Federal	Federal	OW	S ✓
	4301950044	CANE CREEK UNIT 2-2-25-18		250S	180E	2	GRAND	UT	State	State	OW	APD ✓
	4301950048	Cane Creek Unit 25-1-25-19		250S	190E	25	GRAND	UT	Federal	Federal	OW	APD ✓
	4301950052	Cane Creek Unit 6-1-25-19		250S	190E	6	GRAND	UT	Federal	Federal	OW	APD ✓
	4301950053	Cane Creek Unit 29-1-25-19		250S	190E	29	GRAND	UT	Federal	Federal	OW	APD ✓ 2APD
	4301950054	Cane Creek 10-1-25-19		250S	190E	10	GRAND	UT	Federal	Federal	OW	APD ✓
	4301950055	Cane Creek Unit 30-1-25-19		250S	190E	30	GRAND	UT	Federal	Federal	OW	APD ✓
	4301950056	Cane Creek Unit 19-2-26-20		260S	200E	19	GRAND	UT	Federal	Federal	OW	APD ✓

<u>Entity #</u>	<u>API #</u>	<u>Permitted Well Name</u>	<u>AKA Well Name</u>	<u>Township</u>	<u>Range</u>	<u>Section(s)</u>	<u>County</u>	<u>State</u>	<u>Mineral</u>	<u>Surface</u>	<u>Well Type</u>	<u>Well Status</u>
4301950057		Cane Creek Unit 14-1-25-19		250S	190E	14	GRAND	UT	Federal	Federal	OW	APD ✓
4301950058		Cane Creek Unit 2-3-25-18		250S	180E	2	GRAND	UT	Federal	State	OW	APD ✓
4301950059		Cane Creek Unit 16-3-25-18		250S	180E	16	GRAND	UT	Federal	State	OW	APD ✓
4301950060		Cane Creek Unit 19-1-25-19		250S	190E	19	GRAND	UT	Federal	Federal	OW	APD ✓
4301950061		Cane Creek Unit 32-2-25-19		250S	190E	32	GRAND	UT	State	State	OW	APD ✓
4301950062		Cane Creek Unit 17-1-25-19		250S	190E	17	GRAND	UT	Federal	Federal	OW	APD ✓
4301950063		Cane Creek Unit 16-4-25-18		250S	180E	16	GRAND	UT	Federal	State	OW	APD ✓
4301950064		Cane Creek Unit 2-4-25-18		250S	180E	2	GRAND	UT	Federal	State	OW	APD ✓
4301950065		Cane Creek Unit 5-1-25-18		250S	180E	5	GRAND	UT	Federal	Federal	OW	APD ✓
4301950068		8-2-26-20		260S	200E	8	GRAND	UT	Federal	Federal	OW	APD ✓
4301950069		Cane Creek Unit 19-3-26-20		260S	200E	19	GRAND	UT	Federal	Federal	OW	APD ✓
4301950070		Cane Creek Unit 21-1-25-19		250S	190E	21	GRAND	UT	Federal	Federal	OW	APD ✓
4301950071		Cane Creek Unit 12-2-26-19		260S	190E	12	GRAND	UT	Federal	Federal	OW	APD ✓
4301950072		Cane Creek Unit 26-4-25-19		250S	190E	26	GRAND	UT	Federal	Federal	OW	APD ✓
4301950073		Cane Creek Unit 21-1-25-18		250S	180E	21	GRAND	UT	Federal	Federal	OW	APD ✓
4301950074		Cane Creek Unit 9-1-25-18		250S	180E	9	GRAND	UT	Federal	Federal	OW	APD ✓
4301950075		Cane Creek Unit 7-1-25-19		250S	190E	7	GRAND	UT	Federal	Federal	OW	APD ✓
4301950076		Cane Creek Unit 5-2-25-18		250S	180E	5	GRAND	UT	Federal	Federal	OW	APD ✓
4301950077		Cane Creek Unit 7-1-25-18		250S	180E	7	GRAND	UT	Federal	Federal	OW	APD ✓
4301950078		Cane Creek Unit 13-1-25-18		250S	180E	13	GRAND	UT	Federal	Federal	OW	APD ✓
4303750070		Three Mile Unti 12-3-29-21		290S	210E	12	SAN JUAN	UT	Federal	Federal	OW	APD ✓
4303750071		Three Mile Unit 16-2-29-22		290S	220E	16	SAN JUAN	UT	Federal	State	OW	APD ✓
4301950036		CANE CREEK UNIT 2-1-25-18H2		25S	18E	2	GRAND	UT	Federal	State	OW	APD ✓

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

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	See attached well list
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Fidelity Exploration & Production Company
Date original permit was issued:	
Company that permit was issued to:	Fidelity Exploration & Production Company

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. _____	<input type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Robert W. Kirkwood Title President
 Signature *Robert W. Kirkwood* Date 4/4/10
 Representing (company name) Wesco Operating, Inc.

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

Fidelity Exploration & Production Company Paradox APD List

<u>Date Issued</u>	<u>API #</u>	<u>Permitted Well Name</u>	<u>Township</u>	<u>Range</u>	<u>Section(s)</u>	<u>County</u>	<u>State</u>	<u>Mineral</u>	<u>Surface</u>	<u>Well Type</u>	<u>Well Status</u>
3/4/2014	4301950044	CANE CREEK UNIT 2-2-25-18	250S	180E	2	GRAND	UT	State	State	OW	APD
2/19/2015	4301950048	Cane Creek Unit 25-1-25-19	250S	190E	25	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950052	Cane Creek Unit 6-1-25-19	250S	190E	6	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950053	Cane Creek Unit 29-1-25-19	250S	190E	29	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950054	Cane Creek 10-1-25-19	250S	190E	10	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950055	Cane Creek Unit 30-1-25-19	250S	190E	30	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950056	Cane Creek Unit 19-2-26-20	260S	200E	19	GRAND	UT	Federal	Federal	OW	APD
6/26/2014	4301950057	Cane Creek Unit 14-1-25-19	250S	190E	14	GRAND	UT	Federal	Federal	OW	APD
7/21/2014	4301950058	Cane Creek Unit 2-3-25-18	250S	180E	2	GRAND	UT	Federal	State	OW	APD
8/6/2014	4301950059	Cane Creek Unit 16-3-25-18	250S	180E	16	GRAND	UT	Federal	State	OW	APD
8/6/2014	4301950060	Cane Creek Unit 19-1-25-19	250S	190E	19	GRAND	UT	Federal	Federal	OW	APD
9/22/2014	4301950061	Cane Creek Unit 32-2-25-19	250S	190E	32	GRAND	UT	State	State	OW	APD
7/30/2014	4301950062	Cane Creek Unit 17-1-25-19	250S	190E	17	GRAND	UT	Federal	Federal	OW	APD
8/12/2014	4301950063	Cane Creek Unit 16-4-25-18	250S	180E	16	GRAND	UT	Federal	State	OW	APD
9/24/2014	4301950064	Cane Creek Unit 2-4-25-18	250S	180E	2	GRAND	UT	Federal	State	OW	APD
9/2/2014	4301950065	Cane Creek Unit 5-1-25-18	250S	180E	5	GRAND	UT	Federal	Federal	OW	APD
11/25/2014	4301950068	8-2-26-20	260S	200E	8	GRAND	UT	Federal	Federal	OW	APD
12/19/2014	4301950069	Cane Creek Unit 19-3-26-20	260S	200E	19	GRAND	UT	Federal	Federal	OW	APD
1/14/2015	4301950070	Cane Creek Unit 21-1-25-19	250S	190E	21	GRAND	UT	Federal	Federal	OW	APD
1/13/2015	4301950071	Cane Creek Unit 12-2-26-19	260S	190E	12	GRAND	UT	Federal	Federal	OW	APD
1/13/2015	4301950072	Cane Creek Unit 26-4-25-19	250S	190E	26	GRAND	UT	Federal	Federal	OW	APD
1/14/2015	4301950073	Cane Creek Unit 21-1-25-18	250S	180E	21	GRAND	UT	Federal	Federal	OW	APD
1/20/2015	4301950074	Cane Creek Unit 9-1-25-18	250S	180E	9	GRAND	UT	Federal	Federal	OW	APD
1/14/2015	4301950075	Cane Creek Unit 7-1-25-19	250S	190E	7	GRAND	UT	Federal	Federal	OW	APD
1/20/2015	4301950076	Cane Creek Unit 5-2-25-18	250S	180E	5	GRAND	UT	Federal	Federal	OW	APD
1/14/2015	4301950077	Cane Creek Unit 7-1-25-18	250S	180E	7	GRAND	UT	Federal	Federal	OW	APD
1/14/2015	4301950078	Cane Creek Unit 13-1-25-18	250S	180E	13	GRAND	UT	Federal	Federal	OW	APD
7/8/2014	4303750070	Three Mile Unti 12-3-29-21	290S	210E	12	SAN JUAN	UT	Federal	Federal	OW	APD
10/2/2014	4303750071	Three Mile Unit 16-2-29-22	290S	220E	16	SAN JUAN	UT	Federal	State	OW	APD
12/16/2014	4301950036	Cane Creek Unit 2-1-25-18 H2	25S	18E	2	GRAND	UT	Federal	State	OW	APD

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:

UTU-90108

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL GAS WELL OTHER Blue Hills Gas Plant

8. WELL NAME and NUMBER:
Blue Hills Gas Plant

2. NAME OF OPERATOR:
Fidelity Exploration & Production Company

9. API NUMBER:

3. ADDRESS OF OPERATOR:
1801 California St., STE 2500 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:
(303) 893-3133

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL
FOOTAGES AT SURFACE: _____ COUNTY: **Grand**
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: **UTAH**

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>3/1/2016</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
Effective March 1, 2016, Fidelity Exploration & Production Company (Operator Number N1355) resigns as Operator of the Blue Hills Gas Plant located in T23S-R19E, Sections 20, 29. Wesco Operating, Inc. has been named as successor Operator.

Wesco Operating, Inc.
P.O Box 1650
Casper, Wyoming 82602
Phone 307-265-5178

Fidelity Exploration & Production Company
1801 California Street, Suite 2500
Denver, Colorado 80202
Phone 303-893-3133

Wesco Operating, Inc.
Robert W. Kirkwood, President

Signature *Robert W. Kirkwood*

NAME (PLEASE PRINT) Darwin Subart

TITLE Chief Financial Officer

SIGNATURE *Darwin Subart*

DATE 4/14/2016

(This space for State use only)

APPROVED

APR 21 2016

DIV. OIL GAS & MINING
BY: *Rachel Medina*

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER <u>Compressor Booster Station</u>		8. WELL NAME and NUMBER: Dubinky Booster Station
2. NAME OF OPERATOR: Fidelity Exploration & Production Company		9. API NUMBER:
3. ADDRESS OF OPERATOR: 1801 California St., STE 2500 CITY <u>Denver</u> STATE <u>CO</u> ZIP <u>80202</u>		10. FIELD AND POOL, OR WLD/CAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE:		COUNTY: Grand
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>3/1/2016</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

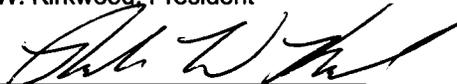
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective March 1, 2016, Fidelity Exploration & Production Company (Operator Number N1355) resigns as Operator of the Dubinky Booster Station located along Dubinky Road, approximately 18 miles northwest of Moab, 599142 E 4280872 N UTM Zone 12, NAD83. Wesco Operating, Inc. has been named as successor Operator.

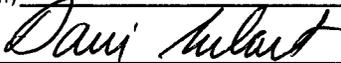
Wesco Operating, Inc.
P.O. Box 1650
Casper, Wyoming 82602
Phone 307-265-5178

Fidelity Exploration & Production Company
1801 California Street, Suite 2500
Denver, Colorado 80202
Phone 303-893-3133

Wesco Operating, Inc.
Robert W. Kirkwood, President



Signature

NAME (PLEASE PRINT) <u>Darwin Subart</u>	TITLE <u>Chief Financial Officer</u>
SIGNATURE 	DATE <u>4/4/2016</u>

(This space for State use only)

APPROVED

APR 21 2016

DIV OIL GAS & MINING
BY: 