

UTAH OIL AND GAS CONSERVATION COMMISSION

REMARKS: WELL LOG ELECTRIC LOGS FILE **X** WATER SANDS LOCATION INSPE SUB REPORT/abd.
951130 Per Request of 11-17-95 Letter from Operator no longer L.A'D
"made new Cardex" Debra Falcone

DATE FILED **SEPTEMBER 14, 1994**

LAND: FEE & PATENTED **FEE** STATE LEASE NO.

PUBLIC LEASE NO.

INDIAN

DRILLING APPROVED: **SEPTEMBER 20, 1994**

SPUDDED IN:

COMPLETED: PUT TO PRODUCING:

INITIAL PRODUCTION:

Confidential

GRAVITY A.P.I.

GOR:

PRODUCING ZONES:

TOTAL DEPTH:

WELL ELEVATION:

DATE ABANDONED: **LOCATION ABANDONED EFFECTIVE OCTOBER 4, 1995**

FIELD: **UNDESIGNATED**

UNIT: **NA**

COUNTY: **SUMMIT**

WELL NO. **UPRR 3-1H**

API NO. **43-043-30307**

LOCATION **554' FNL** FT. FROM (N) (S) LINE. **1757' FEL** FT. FROM (E) (W) LINE. **NWNE** 1/4 - 1/4 SEC. **3**
660' FSL **660' FWL**

TWP.	RGE.	SEC.	OPERATOR	TWP.	RGE.	SEC.	OPERATOR
				1N	6E	3	UNION PACIFIC RES CO.

UTAH OIL AND GAS CONSERVATION COMMISSION

REMARKS: WELL LOG _____ ELECTRIC LOGS _____ FILE WATER SANDS _____ LOCATION INSP _____ SUB REPORT/abd _____
 951130 APD WAS LA'D 10-14-95; Per Request of Operator no longer LA'D effective 11-17-95
 971027 LA'D eff 10-14-97;

DATE FILED **SEPTEMBER 14, 1995**

LAND: FEE & PATENTED **FEE** STATE LEASE NO. _____

PUBLIC LEASE NO. _____

INDIAN _____

DRILLING APPROVED: **SEPTEMBER 20, 1995**

SPUDED IN: _____

COMPLETED: **10-14-97 LA** PUT TO PRODUCING: _____

INITIAL PRODUCTION: _____

GRAVITY A.P.I. _____

GOR: _____

PRODUCING ZONES: _____

TOTAL DEPTH: _____

WELL ELEVATION: _____

DATE ABANDONED: **10-14-97 LA'D**

FIELD: **UNDESIGNATED**

UNIT: **NA**

COUNTY: **SUMMIT**

WELL NO. **UPRR 3-1H**

API NO. **43-043-30307**

LOCATION **554' FNL** FT. FROM (N) (S) LINE. _____

1757' FEL FT. FROM (E) (W) LINE. **NW NE**

1/4 - 1/4 SEC. **3**

BHL: 1000' FSL

1000' SWL

TWP.	RGE.	SEC.	OPERATOR	TWP.	RGE.	SEC.	OPERATOR
				1N	6E	3	UNION PACIFIC RES CO.



**Union Pacific
Resources**

A Subsidiary of Union Pacific Corporation

September 13, 1994

Utah Department of Natural Resources
Division of Oil, Gas, and Mining
3 Triad Center - Suite 350
355 N. Temple Street
Salt Lake City, UT 84190

ATTN: Mike Hebertson

**RE: Application for Permit to Drill
UPRR 3-1H
Section 3, T. 1 N., R. 6 E.
Summit County, Utah**

Dear Mr. Hebertson:

Enclosed for your further handling is an Application for Permit to Drill (APD) for the above referenced well.

Also enclosed is a Sundry Notice for the well requesting "Confidential Status" for all information submitted in connection with the well.

Please call me at (817) 877-7952 if you have any questions or need additional information.

Yours truly,

UNION PACIFIC RESOURCES COMPANY

W. F. Brazelton
Senior Regulatory Analyst

WFB/bb

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work
 DRILL DEEPEN PLUG BACK

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

2. Name of Operator
 UNION PACIFIC RESOURCES COMPANY

3. Address of Operator
 P.O. BOX 7 MS/3006, FORT WORTH, TX 76101-0007

4. Location of Well (Report location clearly and in accordance with any State requirements.)*
 At surface 554' FNL, 1,757' FEL Sec. 3, T.IN., R.6 E.
 At proposed prod. zone 660' FSL, 660 FWL Sec. 3, T. IN., R.6 E.

14. Distance in miles and direction from nearest town or post office*
 N/A

5. Lease Designation and Serial No.
 N/A

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

7. Unit Agreement Name
 N/A

8. Farm or Lease Name
 UPRR

9. Well No.
 3-1H

10. Field and Pool, or Wildcat
 LODGEPOLE

11. QO, Sec., T., R., M., or Blk. and Survey or Area
 NW/4NE/4 Sec. 3, T.IN., R.6 E.

12. County or Parrish
 SUMMIT

13. State
 UTAH

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest diric. line, if any) 554'

16. No. of acres in lease 640 Ac.

17. No. of acres assigned to this well 640 Ac.

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

19. Proposed depth 11,800' TVD/15,400' MD

20. Rotary or cable tools ROTARY

21. Elevations (Show whether DF, RT, GR, etc.) 7956.3' GR

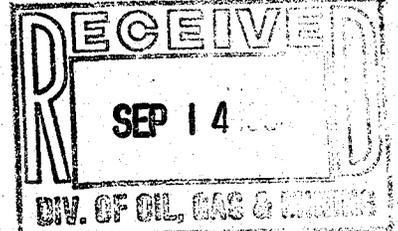
22. Approx. date work will start* UPON APPROVAL

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
----	16"	-----	50'	5 cf Redi-mix
14 3/4"	10 3/4"	45.5	2000'	2158 cf 35:65:6 Poz mix + 290 cf "G"
9 7/8"	7 5/8"	29.7	8000'	1741 cf Class "G"
9 7/8"	7 3/4"	46.1	8000'-11,070"	1313 cf 35:65:6 Poz mix + 275 cf class "G"

UNION PACIFIC RESOURCES PROPOSES TO DRILL, TEST, AND ATTEMPT A HORIZONTAL COMPLETION IN THE WATTON CANYON FORMATION. THE FOLLOWING INFORMATION IS PROVIDED FOR YOUR REVIEW AND APPROVAL.

- 1) DRILLING PROGRAM
- 2) GEOLOGIC TOPS
- 3) BOP SCHEMATIC
- 4) DIRECTIONAL PROGRAM
- 5) LOCATION PLAT
- 6) LOCATION SCHEMATICS



IF ADDITIONAL INFORMATION IS NEEDED, PLEASE CONTACT THE UNDERSIGNED AT (817) 877-7952.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

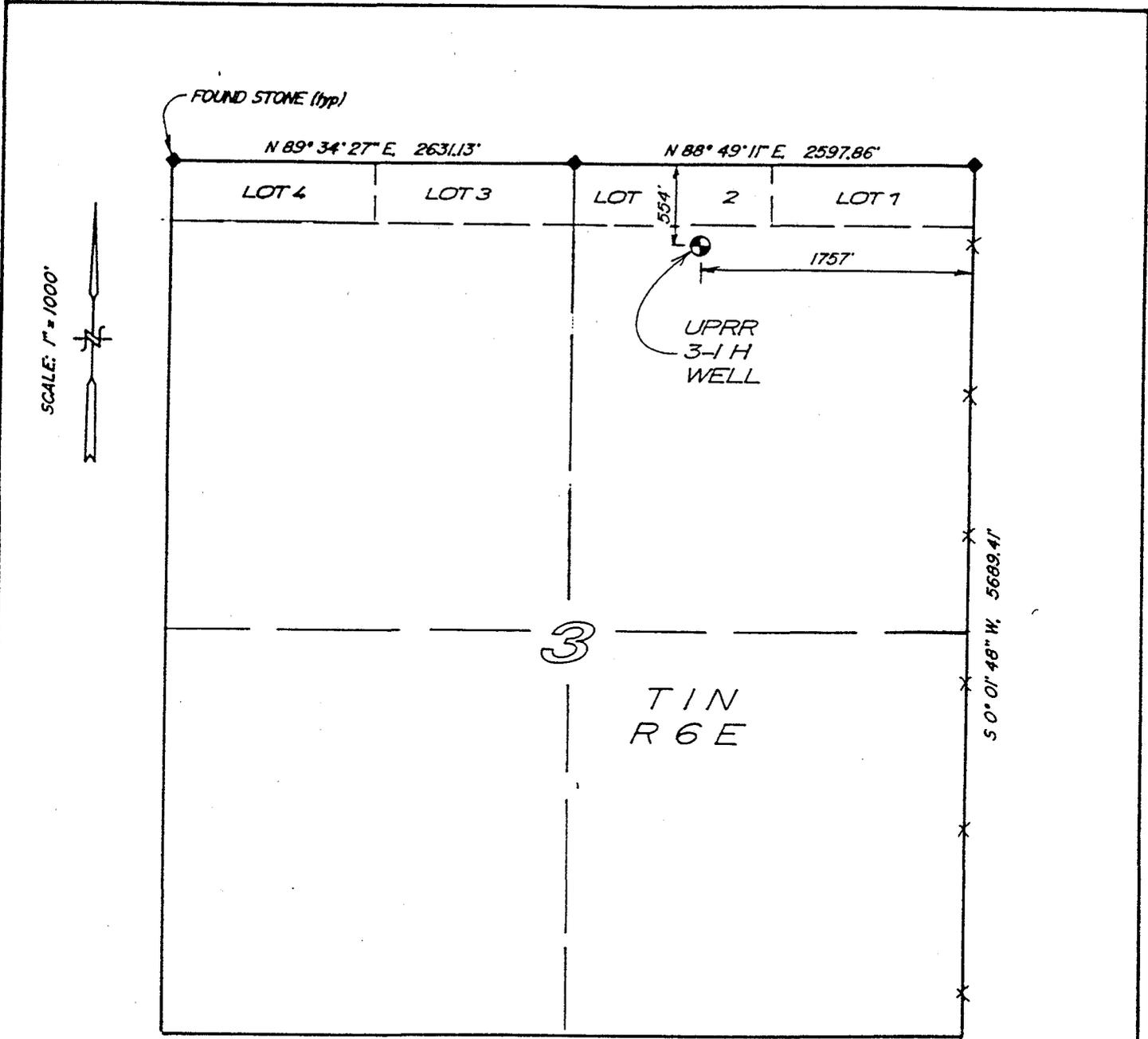
24. I hereby certify that this report is true and complete to the best of my knowledge.

Signed W. J. Brazelton Title SR. REGULATORY ANALYST Date 9-13-94

API NO. 43-043-30307

Approved by _____ Title _____
 Conditions of approval, if any:

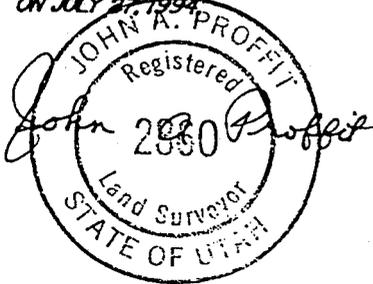
APPROVED BY THE STATE OF UTAH DIVISION OF OIL, GAS, AND MINING
 DATE: 9/20/94
 BY: [Signature]
 WELL SPACE Area 167-3
R-649-3-2



LOCATION MAP

FENCE CORNER

SURVEYED UNDER MY SUPERVISION
ON JULY 27, 1994



MAP to ACCOMPANY
APPLICATION for PERMIT to DRILL
UNION PACIFIC RESOURCES COMPANY
UPRR 3-1 H WELL
554' F.N.L. 1757' F.E.L.
NE 1/4 SECTION 3
T1N, R6E, S.L.B.M.
SUMMIT COUNTY, UTAH

UNTA ENGINEERING and SURVEYING, INC.
808 MAIN STREET, EVANSTON, WYOMING 82930
(307) 789-3602

SUBSURFACE GEOLOGY:

OBJECTIVES/DEPTHS: THE OBJECTIVE FORMATION IS THE TWIN CREEK FORMATION AT 10,000± AND TWO LATERAL LEGS EXTENDING INTO THE NORTHEAST 1/4 AND THE OTHER TO THE SOUTHWEST 1/4 OF THE SECTION.

ABNORMAL PRESSURES-HIGH AND LOW: THIS AREA IS UNDER PRESSURED AND THE ZONE MAY SHOW SOME DEPLETION PRESSURES AS A RESULT OF PREVIOUS PRODUCTION. HOWEVER A PREVIOUS INJECTION WELL OPERATED IN THE SECTION AND THE STUMP MAY BE OVER PRESSURED.

CULTURAL RESOURCES/ARCHAEOLOGY: NONE HAVE BEEN SITED.

CONSTRUCTION MATERIALS: LOCATION WILL BE CONSTRUCTED WITH MATERIALS AT THE SITE USING CUT & FILL AS AVAILABLE, OTHER MATERIAL WILL BE HAULED IN TO GRADE THE ROAD. SPOIL PILES WILL BE PLACED ON THE SOUTHEAST OF THE LOCATION.

SITE RECLAMATION: AS REQUIRED BY THE SURFACE OWNER AGREEMENT.

RESERVE PIT:

CHARACTERISTICS: WILL BE PLACED ON THE SOUTHWEST CORNER OF THE LOCATION. PIT WILL BE PARALLEL TO THE PREVAILING WIND DIRECTION.

LINING: A LINER OF 12 MIL PLASTIC (MINIMUM) WILL BE REQUIRED AND THE PIT WILL BE PADDED OR SMOOTHED SO AS TO PREVENT THE LINER FROM BEING PUNCTURED.

MUD PROGRAM: AS SPECIFIED IN THE APD AND DRILLING PLAN.

DRILLING WATER SUPPLY: WILL BE PURCHASED FROM GILMORE THE FEE SURFACE OWNER.

OTHER OBSERVATIONS :

STIPULATIONS FOR APD APPROVAL:

1. DRAINAGE WILL BE DIVERTED OFF THE LOCATION AND THE TERRACES TO THE SIDES OF THE LOCATION.
2. PIT WILL BE PADDED OR SMOOTHED IN SUCH A WAY THAT A LINER OF 12 MIL PLASTIC WILL NOT PUNCTURE.
3. A BERM TO CATCH SEDIMENT WILL BE PLACED AROUND THE BASE OF THE LOCATION ON ALL SIDES.

ATTACHMENTS

PHOTOGRAPHS WILL BE PLACED OF FILE.

Evaluation Ranking Criteria and Ranking Score

Site-Specific Factors	Ranking Score	Final Ranking Score
Distance to Groundwater >200' 100 to 200' 75 to 100' 25 to 75' <25' or recharge area	0 5 10 15 20	0
Distance to surface Water >1000' 300 to 1000' 200 to 300' 100 to 200' < 100'	0 2 10 15 20	0
Distance to Nearest Municipal Well >5280' 1320 to 5280' 500 to 1320' <500'	0 5 10 20	0
Distance to Other Wells >1320' 300 to 1320' <300'	0 10 20	0
Native Soil Type: Low permeability Mod. permeability High permeability	0 10 20	10

Drilling Fluid Air/mist Fresh Water 5000< TDS <10000 TDS > 10000 Oil Based Mud or mud containing hazardous constituents	0 5 10 15 20	15
Drill Cuttings Normal Rock Salt or detrimental	0 10	10
Annual Precipitation <10 10 to 20 >20	0 5 10	10
Affected Populations <10 10 to 30 30 to 50 >50	0 10 15 20	0
Presence of Nearby Utility Conduits Not Present Unknown Present	0 5 15	0

Final Score	45
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STATE OF UTAH

Operator: UNION PACIFIC RES. CO.	Well Name: UPRR 3-1H
Project ID: 43-043-30307	Location: SEC. 03 - T01N - R06E

Design Parameters:

Mud weight (9.90 ppg) : 0.514 psi/ft
 Shut in surface pressure : 4448 psi
 Internal gradient (burst) : 0.112 psi/ft
 Annular gradient (burst) : 0.000 psi/ft
 Tensile load is determined using buoyed weight
 Service rating is "Sweet"

Design Factors:

Collapse : 1.125
 Burst : 1.00
 8 Round : 1.80 (J)
 Buttress : 1.60 (J)
 Other : 1.50 (J)
 Body Yield : 1.50 (B)

	Length (feet)	Size (in.)	Weight (lb/ft)	Grade	Joint	Depth (feet)	Drift (in.)	Cost	
1	8,000	7.625	29.70	S-95	LT&C	8,000	6.750		
2	3,070	7.750	46.10	LS-125	LT&C	11,070	6.500		
	Collapse			Burst	Min Int	Yield	Tension		
	Load (psi)	Strgth (psi)	S.F.	Load (psi)	Strgth (psi)	S.F.	Load (kips)	Strgth (kips)	S.F.
1	4114	6801	1.653	5348	8180	1.53	321.74	668	2.08 J
2	5693	16610	2.918	5693	16400	2.88	120.10	1279	10.65 J

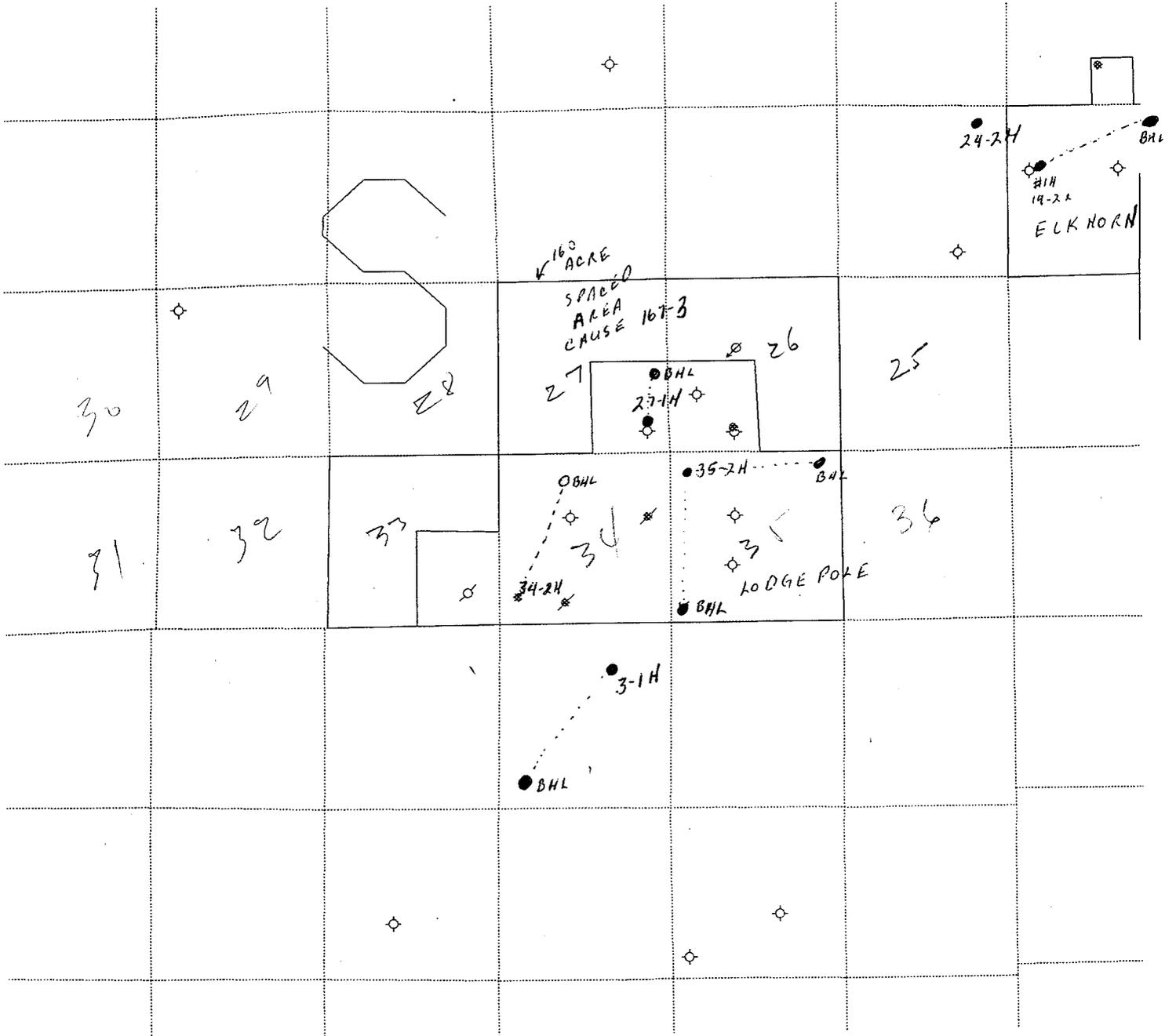
Prepared by : FRM, Salt Lake City, UT
 Date : 09-20-1994
 Remarks :

HORIZONTAL HOLE

Minimum segment length for the 11,070 foot well is 1,000 feet.
 SICP is based on the ideal gas law, a gas gravity of 0.69, and a mean gas temperature of 130°F (Surface 74°F , BHT 185°F & temp. gradient 1.000°/100 ft.)
 The mud gradient and bottom hole pressures (for burst) are 0.514 psi/ft and 5,693 psi, respectively.

NOTE: The design factors used in this casing string design are as shown above. As a general guideline, Lone Star Steel recommends using minimum design factors of 1.125 - Collapse (with evacuated casing), 1.0 - Burst, 1.8 - 8 Round Tension, 1.6 - Buttress Tension, and 1.5 - Body Yield. Collapse strength under axial tension was calculated based on the Westcott, Dunlop and Kemler curve. Engineering responsibility for use of this design will be that of the purchaser. Costs for this design are based on a 1987 pricing model. (Version 1.06)

UPRR SUMMIT COUNTY NEWTON SHEEP 3-1H, 27-1H, 24-2H





Union Pacific Resources

A Subsidiary of Union Pacific Corporation

INTER-OFFICE CORRESPONDENCE

TO: OVERTHRUST DRILLING FOREMEN

OFFICE:

FROM: W. CHARLES

DATE: 08-29-94

SUBJECT: DRILLING PROGRAM: UPRR 3-1H

SURFACE LOCATION: 551' FNL & 1757' FEL SECTION 3-T1N-R6E

BOTTOMHOLE LOCATION: 660' FSL & 660' FWL SECTION 3-T1N-R6E

COUNTY: SUMMIT, UTAH

API NO.: 43--43-XXXXX

AFE: 17077

PROPOSED DEPTH: 16332' MD

DHC: \$ 2,200 M

GROUND ELEVATION: 7756'

CHC: \$ 2,483 M

KB ELEVATION: 7776'

ESTIMATED TOPS OF GEOLOGICAL MARKERS:

FORMATION	VERTICAL DEPTH		
	@ SL	@ 2500' VS	@ BHL
Frontier	3471'	.....	.....
Kelvin.....	4475'	.....	.....
Stump.....	8442'	.....	.....
Preuss.....	8857'	.....	.....
Salt.....	10426'	.....	.....
Base of Salt.....	10564'	.....	.....
Giraffe Creek.....	10620'	.....	.....
Leeds Creek.....	11032'	.....	.....
Watton Canyon.....	11361'	11361'	11646'
Watton Canyon Target..	11516'	11516'	11801'
Boundry Ridge.....	11563'	11563'	11848'

CASING PROGRAM:

Hole Size	Setting Depth (Measured Depth)	Size	Weight	Grade	Thread	Condition
---	50'	16"	---	B	----	Used
14-3/4"	0 - 2000'	10-3/4"	45.5#	K-55	STC	New
9-7/8"	0 - 8000'	7-5/8"	29.7#	S-95	LTC	New
9-7/8"	8000 - 11070'	7-3/4"	46.1#	S-125	LTC	New

DIRECTIONAL PROGRAM:

KICK OFF POINT	- 11106' TVD
BUILD RATE	- 14°/100'
VERTICAL SECTION AT TD	- 4975'
HOLE ANGLE AT TD	- 83.4°
HOLE DIRECTION	-215.1°

CEMENTING PROGRAM:

Conductor5 yds of Redimix to cement conductor to surface

Surface2158 cf 35:65:6 Pozmix w/ 2% CaCl + 0.25 pps celloflake.
Tail w/ 290 cf Class G w/ 2% CaCl + 0.25 pps celloflake.
(PROVIDES 2000' COVERAGE)

Production .STAGE1: 1741 cf Class G + 0.75 gps Saltbond II + 24% Salt +
0.03 gps Defoamer
(PROVIDES 5000' COVERAGE)

STAGE2: 1313 cf 35:65:6 Posmix w/ 2% CaCl
Tail w/ 275 cf Class G
(PROVIDES 5000' COVERAGE)

MUD PROGRAM:

Interval (TVD)	Mud Weight	Viscosity	Fluid Loss	Remarks
0- 2000'	8.4-9.2 ppg	27-45 sec	No Control	Fresh water native mud w/ gel & lime addition
2000-10000'	8.7-9.1 ppg	36-38 sec	10 - 20 cc	Fresh water native mud w/gel & lime addition
10000-11070'	9.0-10. ppg	38-40	10-20 cc	Salt saturated - gel mud
11070- TD	8.4-9.9 ppg	----	No Contrl	Fresh water or brine as needed.

TESTING, LOGGING, CORING PROGRAMS:

Samples: 30' Intervals.

Cores-DSTs: None.

Mud Logger: 8000' to TD.

Logging: CYBIL-GR from 11070' to TD in each lateral

Directional Surveys: Every 180' in vertical portion of hole; every 30' in
build section; every 60' in tangent section.

BOP PROGRAM: BOP's To Be Installed After Setting Various Casing Strings

<u>Casing String</u>	<u>BOP Size / BOP Pressure Rating</u>	<u>Max Anticipated Surface Pressure</u> (See Note 1)	<u>Test Pressure</u>
10-3/4"	13-5/8" or 11"	3800 psi	----
	5000 psi annular	-----	3500 psi
	5000 psi rams	-----	5000 psi
	5000 psi manifold & valves	-----	5000 psi
7-5/8"	13-5/8" or 11"	4000 psi	----
	5000 psi annular	-----	3500 psi
	10000 psi rams	-----	5000 psi
	10000 psi manifold & valves	-----	5000 psi

Note 1. Surface Pressure = (BHP @ Depth of Next Casing String) - (0.35 psi x Depth of Next Casing String)

**WELL PLANNING
REPORT**

UNION PACIFIC RESOURCES

UPRR3-3H

8/25/94

**PERRY-SUN DRILLING SERVICE
WELL PROFILE DATA**

UPRR 3-3H
S/L 551 FNL & 1757 FEL SECTION 3-T1N-R6E
BHL 660 FSL & 660 FWL SECTION 3-T1N-R6E
SUMMIT COUNTY, UTAH

**UNION PACIFIC RESOURCES
UPRR3-3H**

8/25/94

MEASURED DEPTH	ANGLE DEG	DIRECTION DEG	VERTICAL DEPTH	LATITUDE (FL)	DEPARTURE (FL)	VERTICAL SECTION	DOG LEG	TOOL FACE
11106.74	0.000	0.000	11106.74	0.00	0.00	0.00		
11200.00	13.056	215.131	11199.20	8.65 S	6.09 W	10.58		
11300.00	27.056	215.131	11292.90	36.63 S	25.77 W	44.79		
11400.00	41.056	215.131	11375.54	82.32 S	57.92 W	100.65		
11500.00	55.056	215.131	11442.21	143.00 S	100.62 W	174.85		
11600.00	69.056	215.131	11488.96	215.07 S	151.32 W	262.97		
11700.00	83.056	215.131	11512.99	294.24 S	207.03 W	359.78		
11749.60	90.000	215.131	11516.00	334.71 S	235.51 W	409.26	14.000	215.131
11800.00	90.000	215.131	11516.00	375.93 S	264.51 W	459.66		
11900.00	90.000	215.131	11516.00	457.71 S	322.05 W	559.66		
12000.00	90.000	215.131	11516.00	539.49 S	379.60 W	659.66		
12100.00	90.000	215.131	11516.00	621.28 S	437.14 W	759.66		
12200.00	90.000	215.131	11516.00	703.06 S	494.69 W	859.66		
12300.00	90.000	215.131	11516.00	784.85 S	552.23 W	959.66		
12400.00	90.000	215.131	11516.00	866.63 S	609.78 W	1059.66		
12500.00	90.000	215.131	11516.00	948.41 S	667.32 W	1159.66		
12600.00	90.000	215.131	11516.00	1030.20 S	724.87 W	1259.66		
12700.00	90.000	215.131	11516.00	1111.98 S	782.41 W	1359.66		
12800.00	90.000	215.131	11516.00	1193.77 S	839.96 W	1459.66		
12900.00	90.000	215.131	11516.00	1275.55 S	897.50 W	1559.66		
13000.00	90.000	215.131	11516.00	1357.33 S	955.05 W	1659.66		
13100.00	90.000	215.131	11516.00	1439.12 S	1012.59 W	1759.66		
13200.00	90.000	215.131	11516.00	1520.90 S	1070.14 W	1859.66		
13300.00	90.000	215.131	11516.00	1602.69 S	1127.68 W	1959.66		
13400.00	90.000	215.131	11516.00	1684.47 S	1185.23 W	2059.66		
13500.00	90.000	215.131	11516.00	1766.25 S	1242.77 W	2159.66		
13600.00	90.000	215.131	11516.00	1848.04 S	1300.32 W	2259.66		
13700.00	90.000	215.131	11516.00	1929.82 S	1357.86 W	2359.66		
13800.00	90.000	215.131	11516.00	2011.61 S	1415.41 W	2459.66		
13840.34	90.000	215.131	11516.00	2044.60 S	1438.62 W	2500.00	0.000	0.000
13900.00	86.420	215.129	11517.86	2093.36 S	1472.93 W	2559.62		
13965.97	82.462	215.127	11524.25	2147.05 S	1510.70 W	2625.27	6.000	180.027
14000.00	82.462	215.127	11528.71	2174.64 S	1530.11 W	2659.00		
14100.00	82.462	215.127	11541.83	2255.72 S	1587.16 W	2758.14		
14200.00	82.462	215.127	11554.95	2336.80 S	1644.20 W	2857.27		
14300.00	82.462	215.127	11568.07	2417.88 S	1701.24 W	2956.41		
14316.15	82.462	215.127	11570.18	2430.87 S	1710.45 W	2972.42	0.000	0.000
14332.28	83.430	215.131	11572.17	2444.06 S	1719.66 W	2988.43	6.000	0.207
14400.00	83.430	215.131	11579.91	2499.09 S	1758.38 W	3055.70		
14500.00	83.430	215.131	11591.96	2580.33 S	1815.54 W	3155.05		

**PERRY-SUN DRILLING SERVICE
WELL PROFILE DATA**

UPRR 3-3H
S/L 551 FNL & 1757 FEL SECTION 3-T1N-R6E
BHL 660 FSL & 660 FWL SECTION 3-T1N-R6E
SUMMIT COUNTY, UTAH

UNION PACIFIC RESOURCES
UPRR3-3H

8/25/94

MEASURED DEPTH	ANGLE DEG	DIRECTION DEG	VERTICAL DEPTH	LATITUDE (Ft.)	DEPARTURE (Ft.)	VERTICAL SECTION	DOG LEG	TOOL FACE
14600.00	83.430	215.131	11602.80	2661.58 S	1872.71 W	3254.39		
14700.00	83.430	215.131	11614.24	2742.83 S	1929.88 W	3353.73		
14800.00	83.430	215.131	11625.68	2824.07 S	1987.04 W	3453.08		
14900.00	83.430	215.131	11637.12	2905.32 S	2044.21 W	3552.42		
15000.00	83.430	215.131	11648.56	2986.57 S	2101.38 W	3651.76		
15100.00	83.430	215.131	11660.01	3067.81 S	2158.55 W	3751.11		
15200.00	83.430	215.131	11671.45	3149.06 S	2215.71 W	3850.45		
15300.00	83.430	215.131	11682.89	3230.31 S	2272.88 W	3949.79		
15400.00	83.430	215.131	11694.33	3311.56 S	2330.05 W	4049.14		
15500.00	83.430	215.131	11705.77	3392.80 S	2387.21 W	4148.48		
15600.00	83.430	215.131	11717.22	3474.05 S	2444.38 W	4247.82		
15700.00	83.430	215.131	11728.66	3555.30 S	2501.55 W	4347.17		
15800.00	83.430	215.131	11740.10	3636.54 S	2558.71 W	4446.51		
15900.00	83.430	215.131	11751.54	3717.79 S	2615.88 W	4545.85		
16000.00	83.430	215.131	11762.98	3799.04 S	2673.05 W	4645.20		
16100.00	83.430	215.131	11774.42	3880.28 S	2730.22 W	4744.54		
16200.00	83.430	215.131	11785.87	3961.53 S	2787.38 W	4843.88		
16300.00	83.430	215.131	11797.31	4042.78 S	2844.55 W	4943.23		
16332.28	83.430	215.131	11801.00	4069.00 S	2863.00 W	4975.29	0.000	0.000

The Dogleg Severity is in Degrees per 100.00 Feet
Vertical Section was calculated along an Azimuth of 215.131° (True)

Based upon Minimum Curvature type calculations. At a Measured Depth of 16332.28 Feet,
the Bottom Hole Displacement is 4975.29 Feet, in the Direction of 215.131° (True)

**PERRY-SUN DRILLING SERVICE
WELL PROFILE DATA**

UPRR 3-3H
S/L 551 FNL & 1757 FEL SECTION 3-T1N-R6E
BHL 660 FSL & 660 FWL SECTION 3-T1N-R6E
SUMMIT COUNTY, UTAH

UNION PACIFIC RESOURCES
UPRR3-3H

8/25/94

INTERPOLATIONS

MEASURED DEPTH	ANGLE DEG	DIRECTION DEG	VERTICAL DEPTH	LATITUDE (FL)	DEPARTURE (FL)	VERTICAL SECTION
11381.09	38.409	215.131	11381.00	72.43 S	50.96 W	88.56
13840.74	89.978	215.131	11516.00	2044.92 S	1438.85 W	2500.40
16332.18	83.430	215.131	11800.99	4068.92 S	2862.85 W	4975.20

WATTON CANYON
WATTON CANYON TARGET
WATTON CANYON TARGET T.D.

TARGET INFORMATION

TARGET NUMBER	VERTICAL DEPTH	LATITUDE (FL)	DEPARTURE (FL)	VERTICAL SECTION	TARGET RADIUS
1	11801.00	4069.00 S	2863.00 W	4975.29	0.00

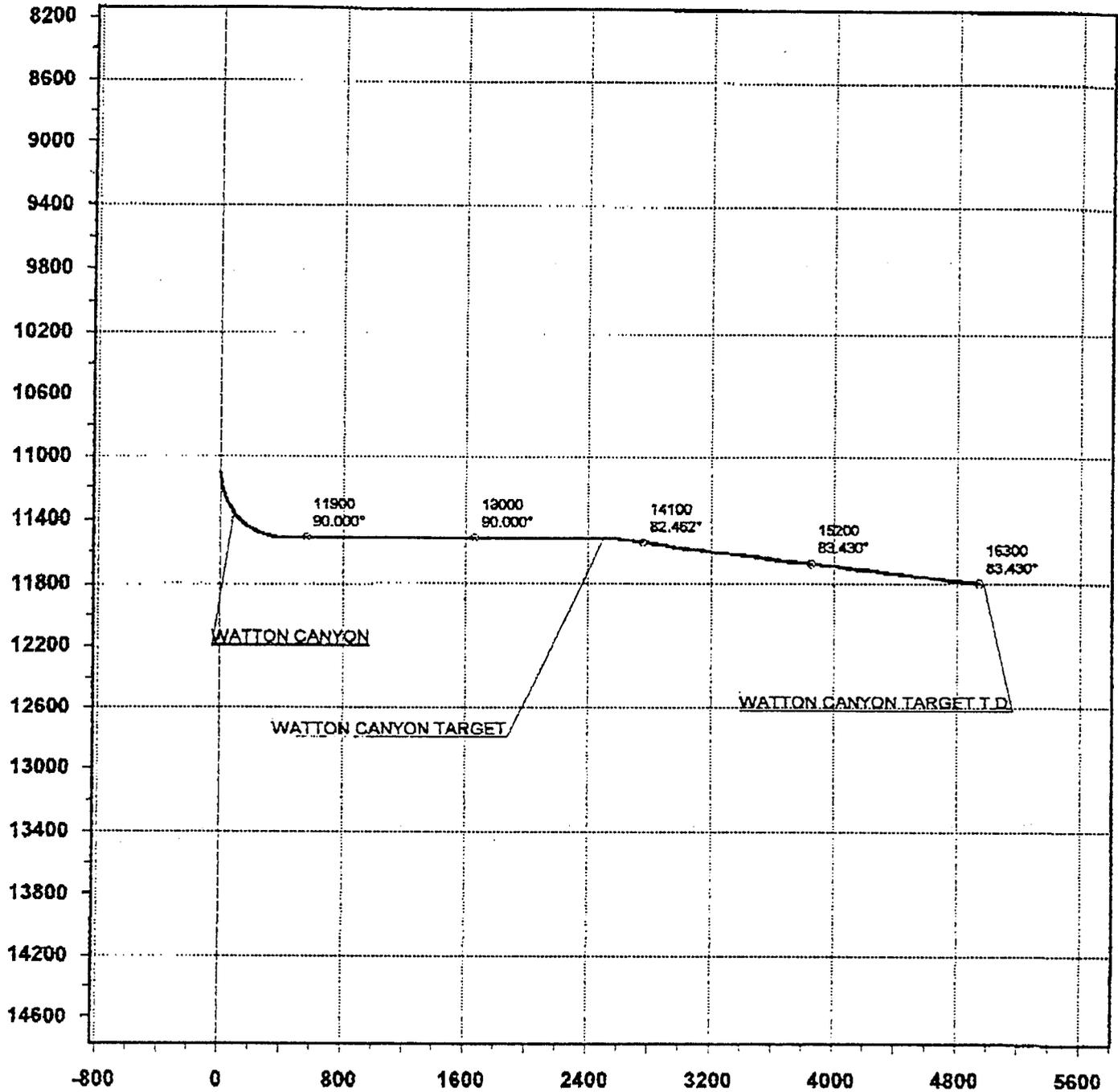
PERRY-SUN DRILLING SERVICE
 VERTICAL SECTION

UPRR 3-3H
 S/L 551 FNL & 1757 FEL SECTION 3-T1N-R6E
 BHL 660 FSL & 660 FWL SECTION 3-T1N-R6E
 SUMMIT COUNTY, UTAH

UNION PACIFIC RESOURCES
 UPRR3-3H

8/25/94

VERTICAL
 DEPTH



VERTICAL SECTION - Direction: 215.131° (True)

Depths shown on plot are Measured Depths.
 All measurements are in Feet.

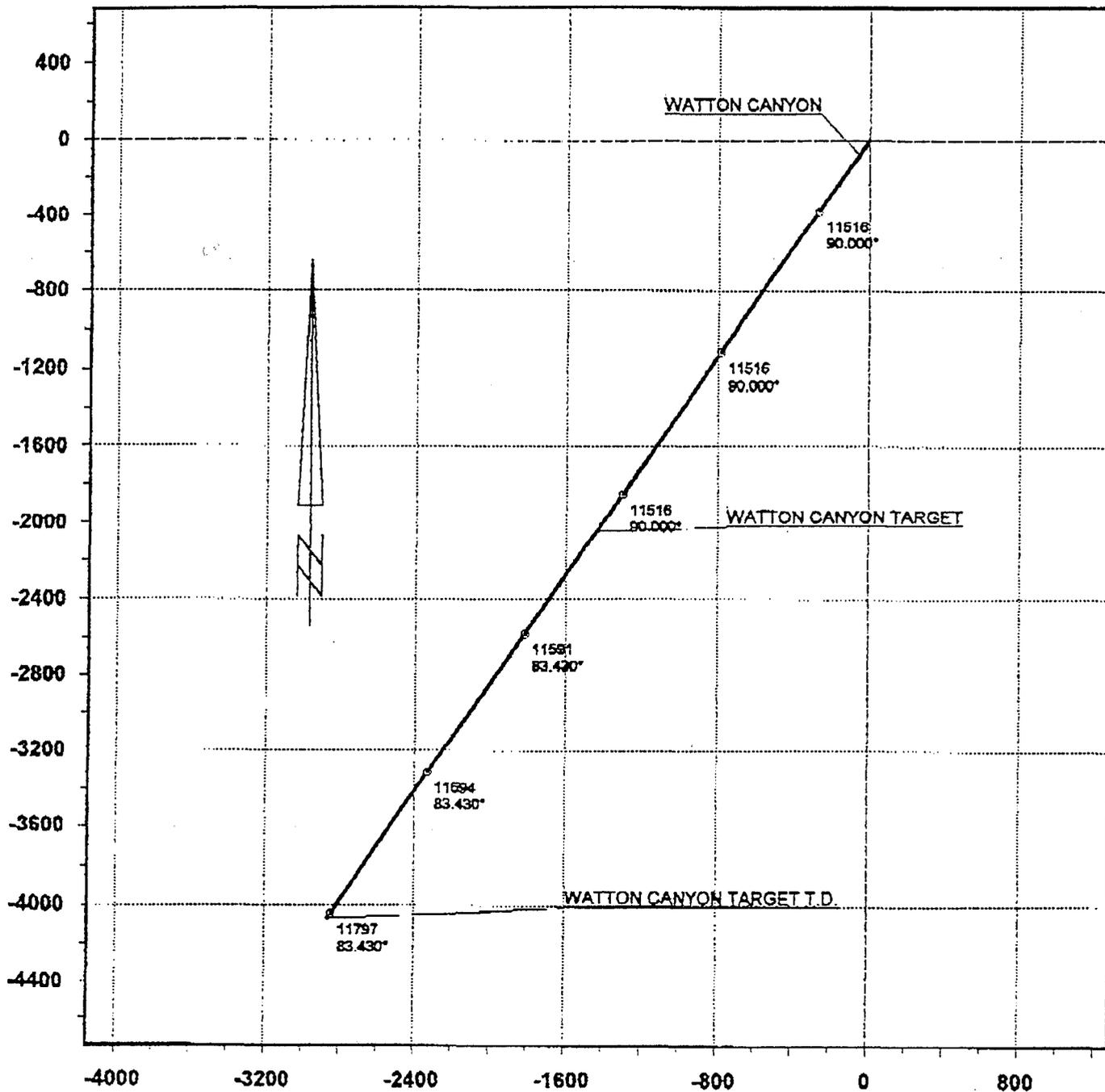
PERRY-SUN DRILLING SERVICE
HORIZONTAL SECTION

UPRR 3-3H
S/L 551 FNL & 1757 FEL SECTION 3-T1N-R6E
BHL 660 FSL & 660 FWL SECTION 3-T1N-R6E
SUMMIT COUNTY, UTAH

UNION PACIFIC RESOURCES
UPRR3-3H

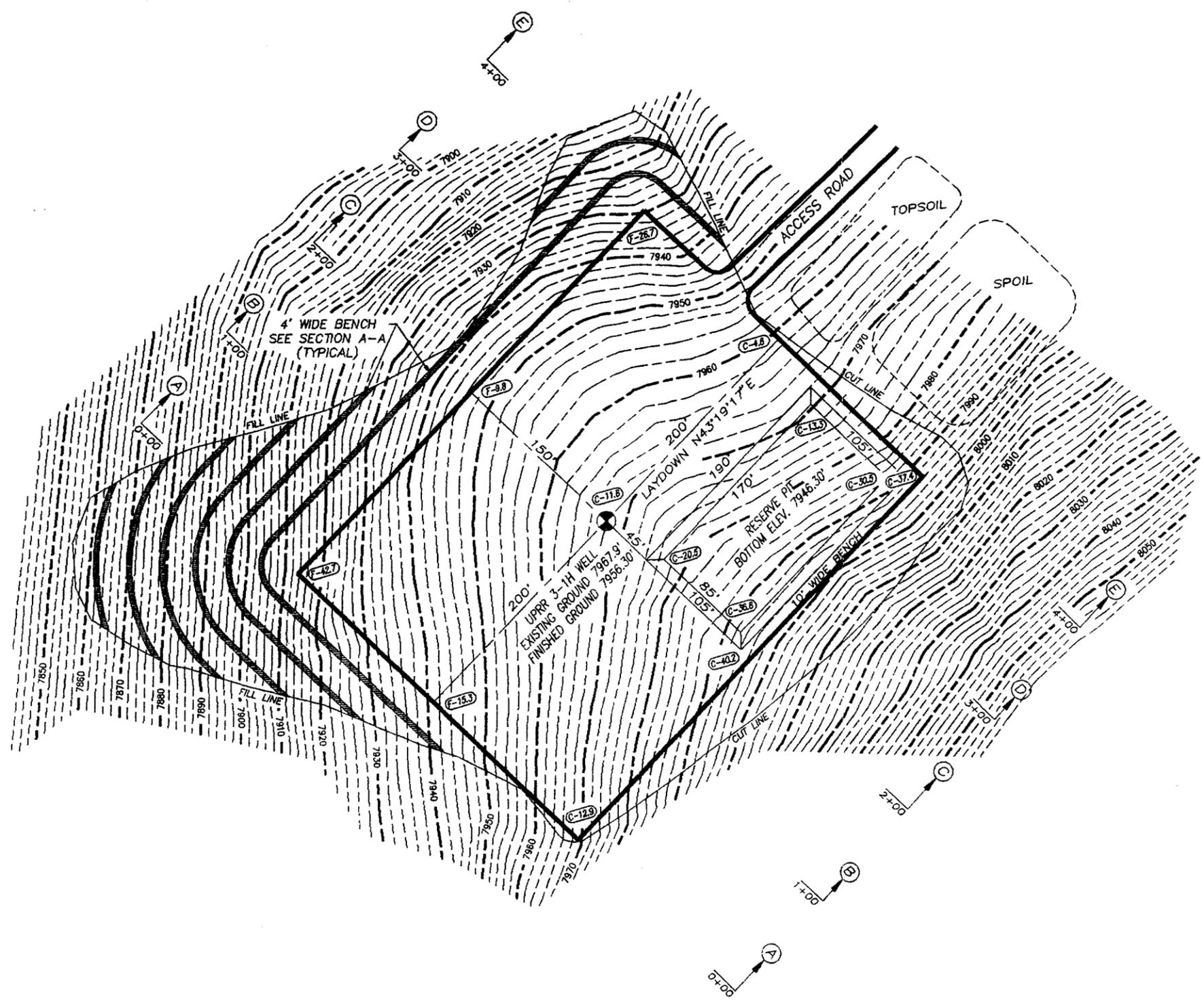
8/25/94

LATITUDE
VALUES



DEPARTURE VALUES

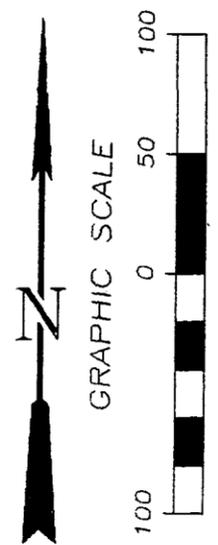
Depths shown on plot are Vertical Depths.
All measurements are in Feet.



BASIS OF ELEVATION:
 ELEVATIONS BASED ON U.S.G.S. TRIANGULATION
 STATION BLONQUIST ELEV. 8007'

FINISHED PAD ELEVATION TO BE 7956.30'

QUANTITIES
 EXCAVATION INCLUDING PIT = 60,264 C.Y.
 EMBANKMENT = 50,398 C.Y.
 TOPSOIL = 3,695 C.Y.
 ALL CUT SLOPES ARE 1 : 1
 ALL FILL SLOPES ARE 1.5 : 1

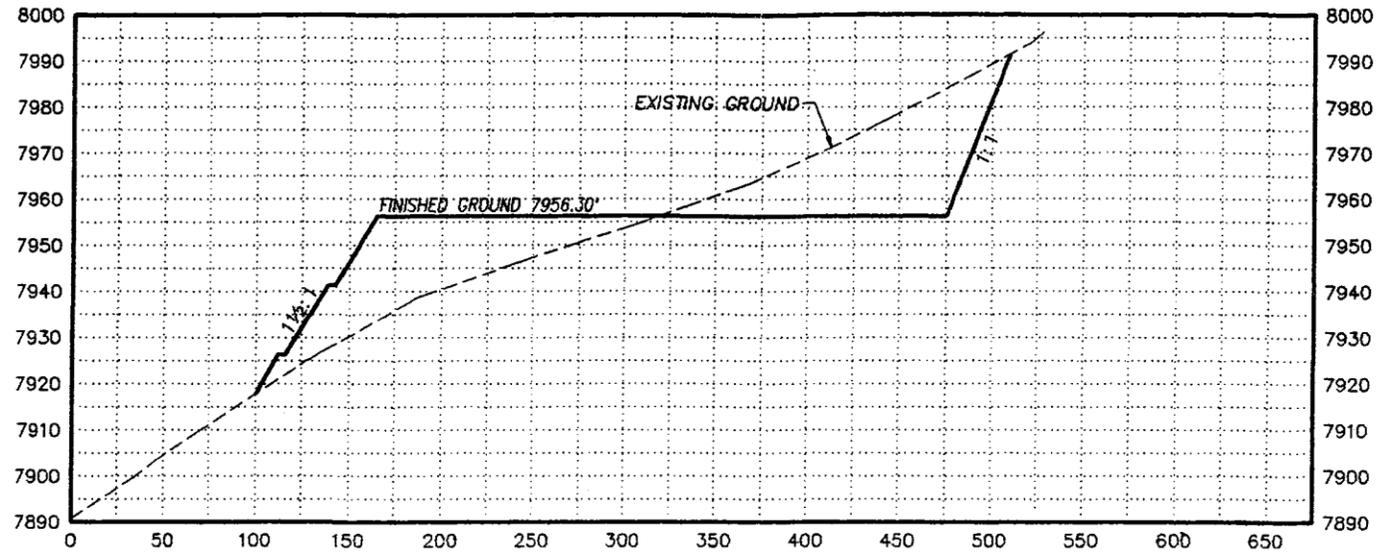


**MAP TO ACCOMPANY
 APPLICATION FOR PERMIT TO DRILL
 U.P.R.R. 3-1H WELL
 554' FNL 1757 FEL
 NE1/4 SECTION 3
 T 1 N, R 6 E, SLBM
 SUMMIT COUNTY, UTAH**

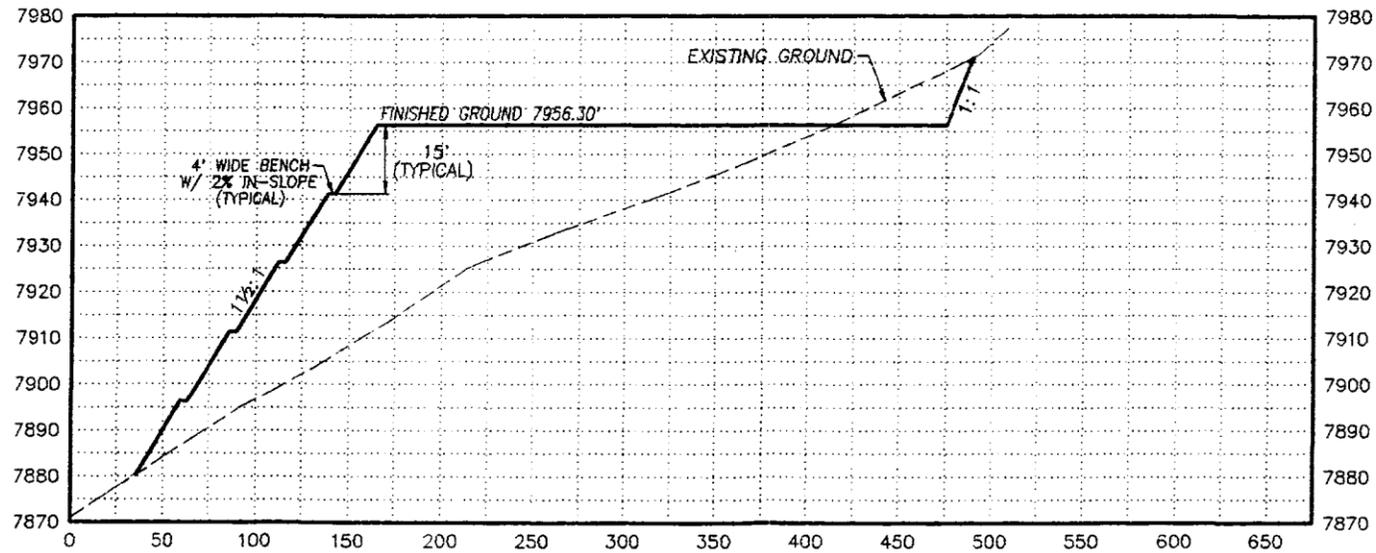
UINTA ENGINEERING & SURVEYING, INC.
 808 MAIN STREET
 EVANSTON, WYOMING 82930
 (307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
 DISK #: 116 FILE: 94-26-12

SECTION B - B



SECTION A - A



SCALE:

HORIZ: 1" = 100'
 VERT: 1" = 40'

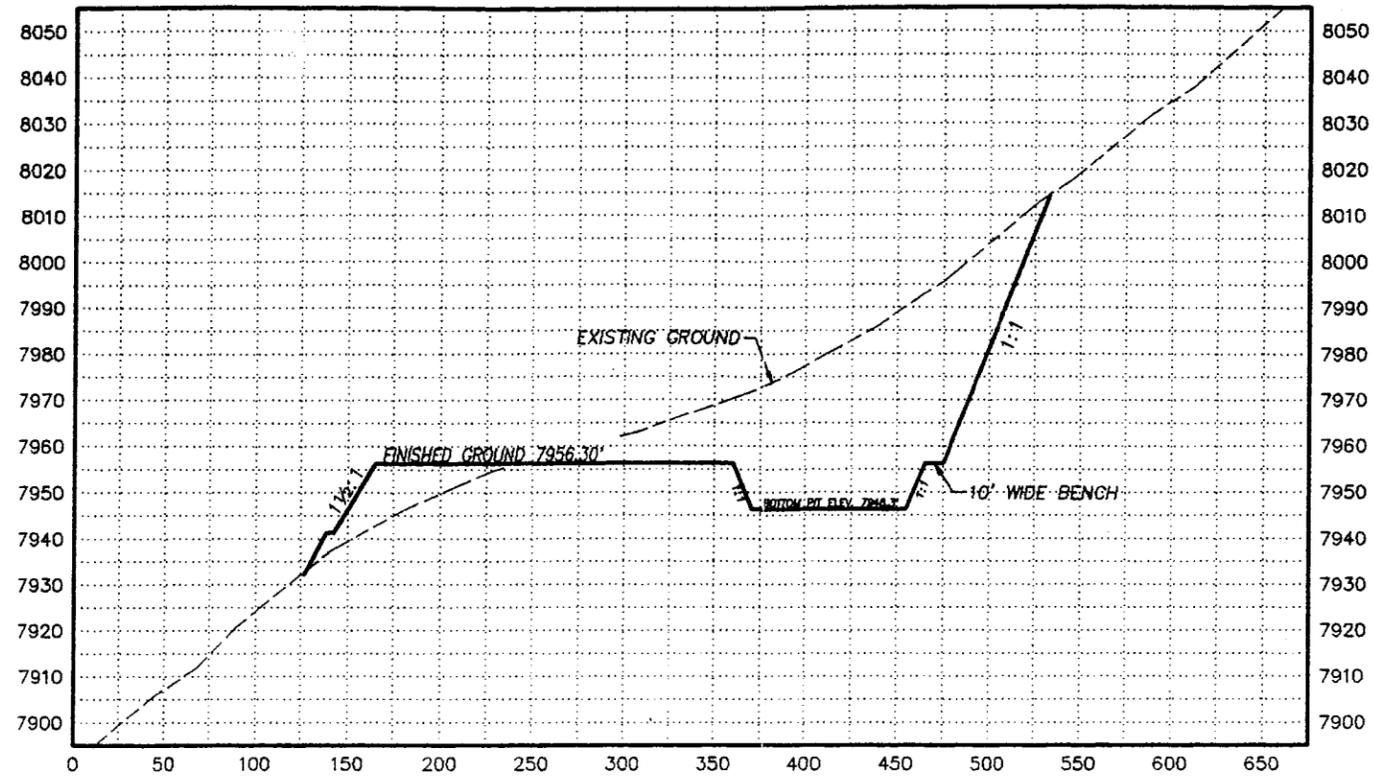
ALL CUT SLOPES ARE 1 : 1
 ALL FILL SLOPES ARE 1.5 : 1

MAP TO ACCOMPANY
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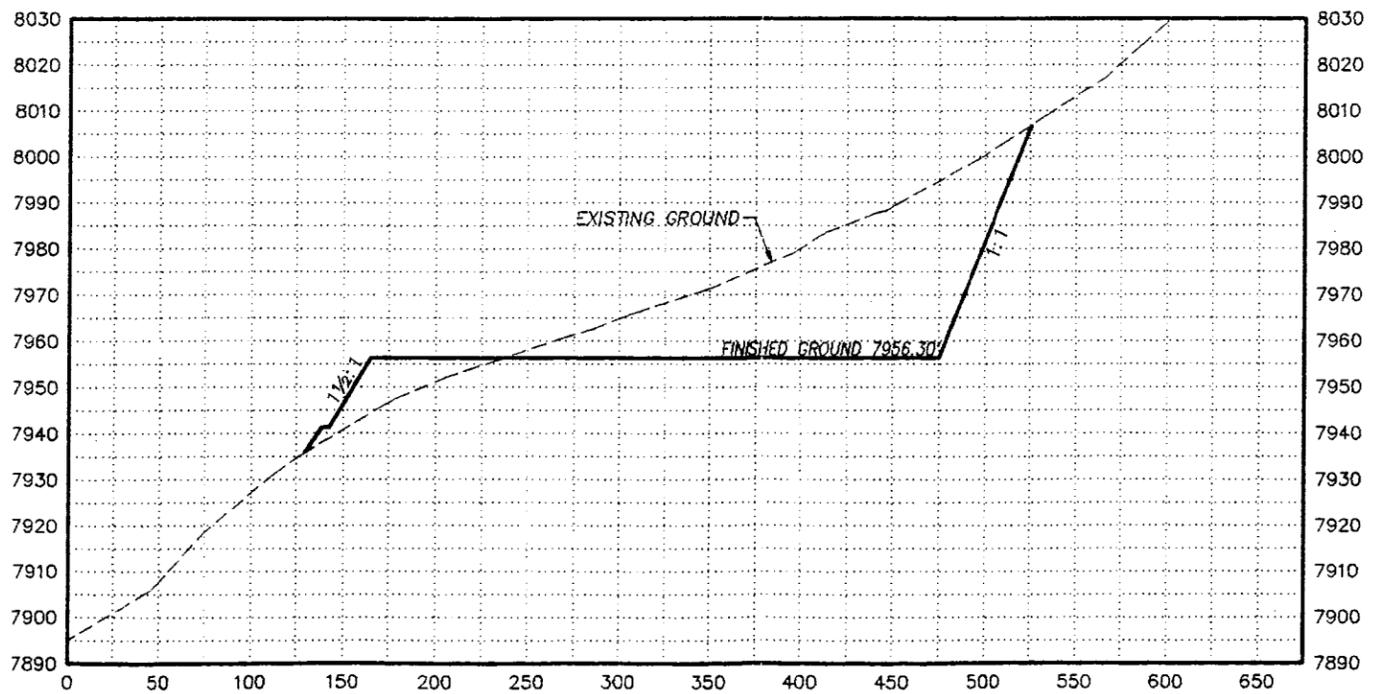
UINTA ENGINEERING & SURVEYING, INC.
 808 MAIN STREET
 EVANSTON, WYOMING 82930
 (307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
 DISK #: 116 FILE: 94-26-12

SECTION D - D



SECTION C - C



SCALE:

HORIZ: 1" = 100'
VERT: 1" = 40'

ALL CUT SLOPES ARE 1 : 1
ALL FILL SLOPES ARE 1.5 : 1

MAP TO ACCOMPANY
APPLICATION FOR PERMIT TO DRILL
U.P.R.R. 3-1H WELL
554' FNL 1757 FEL
NE1/4 SECTION 3
T 1 N, R 6 E, SLBM
SUMMIT COUNTY, UTAH

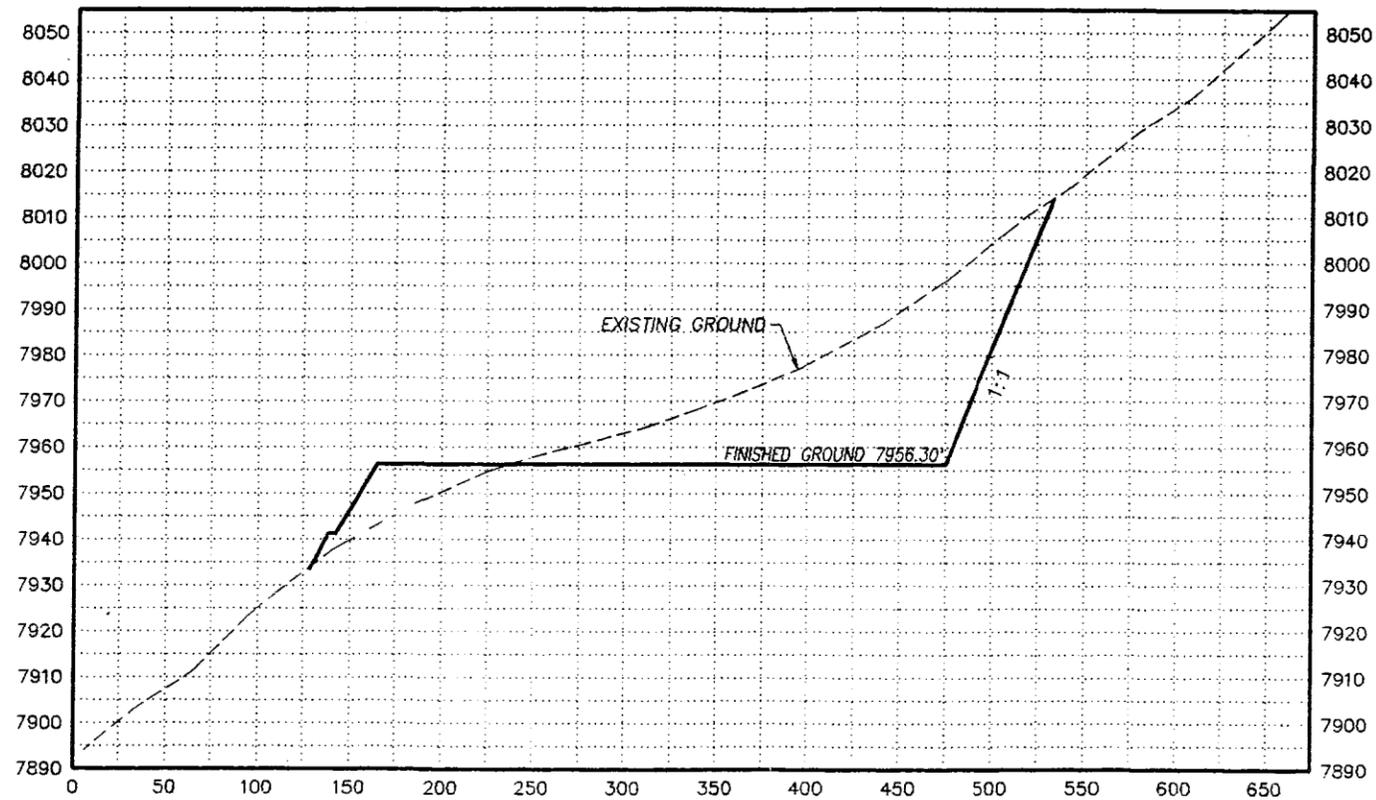
UINTA ENGINEERING & SURVEYING, INC.
808 MAIN STREET
EVANSTON, WYOMING 82930
(307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
DISK #: 116 FILE: 94-26-12

DRAWN BY: Brent Sanders

SHEET 4 OF 5

SECTION E - E



SCALE:
 HORIZ: 1" = 100'
 VERT: 1" = 40'
 ALL CUT SLOPES ARE 1 : 1
 ALL FILL SLOPES ARE 1.5 : 1

MAP TO ACCOMPANY
 APPLICATION FOR PERMIT TO DRILL
 U.P.R.R. 3-1H WELL
 554' FNL 1757 FEL
 NE1/4 SECTION 3
 T 1 N, R 6 E, SLBM
 SUMMIT COUNTY, UTAH

UINTA ENGINEERING & SURVEYING, INC.
 808 MAIN STREET
 EVANSTON, WYOMING 82930
 (307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
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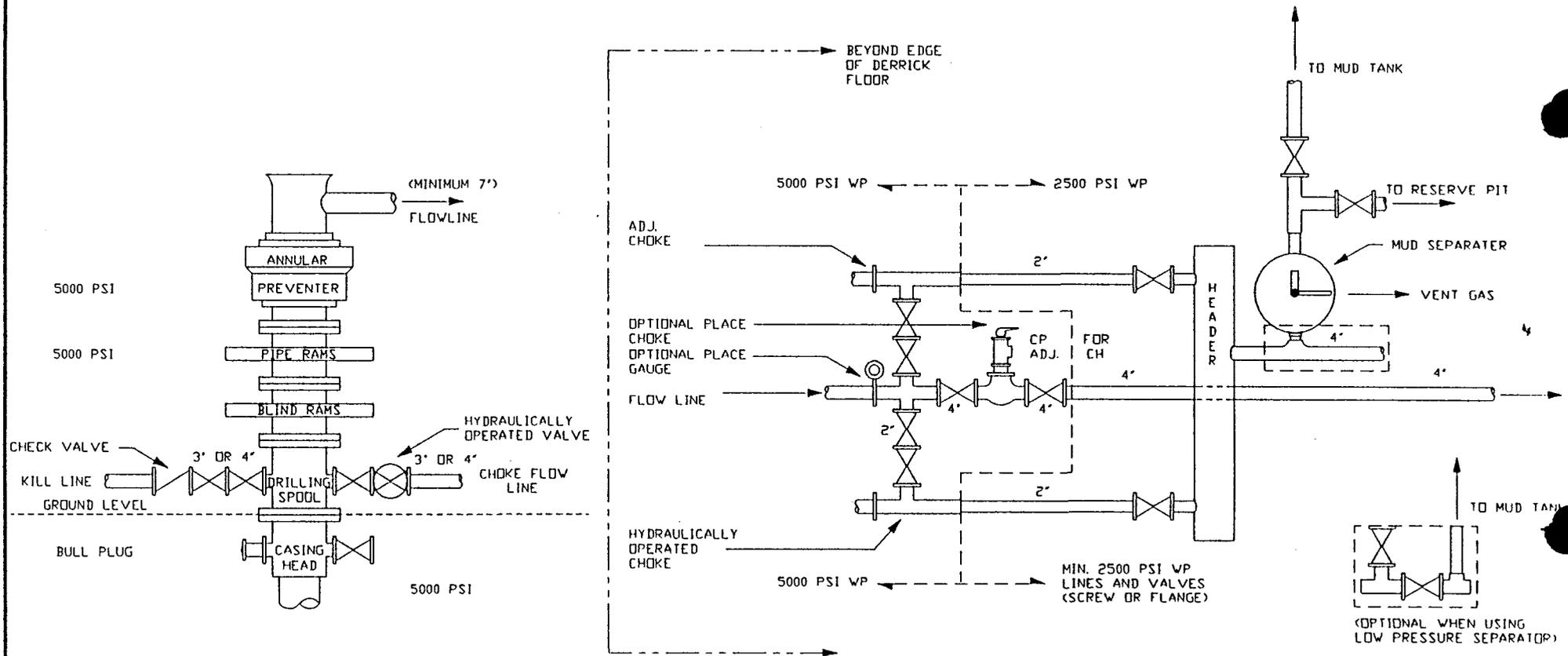


Union Pacific
Resources

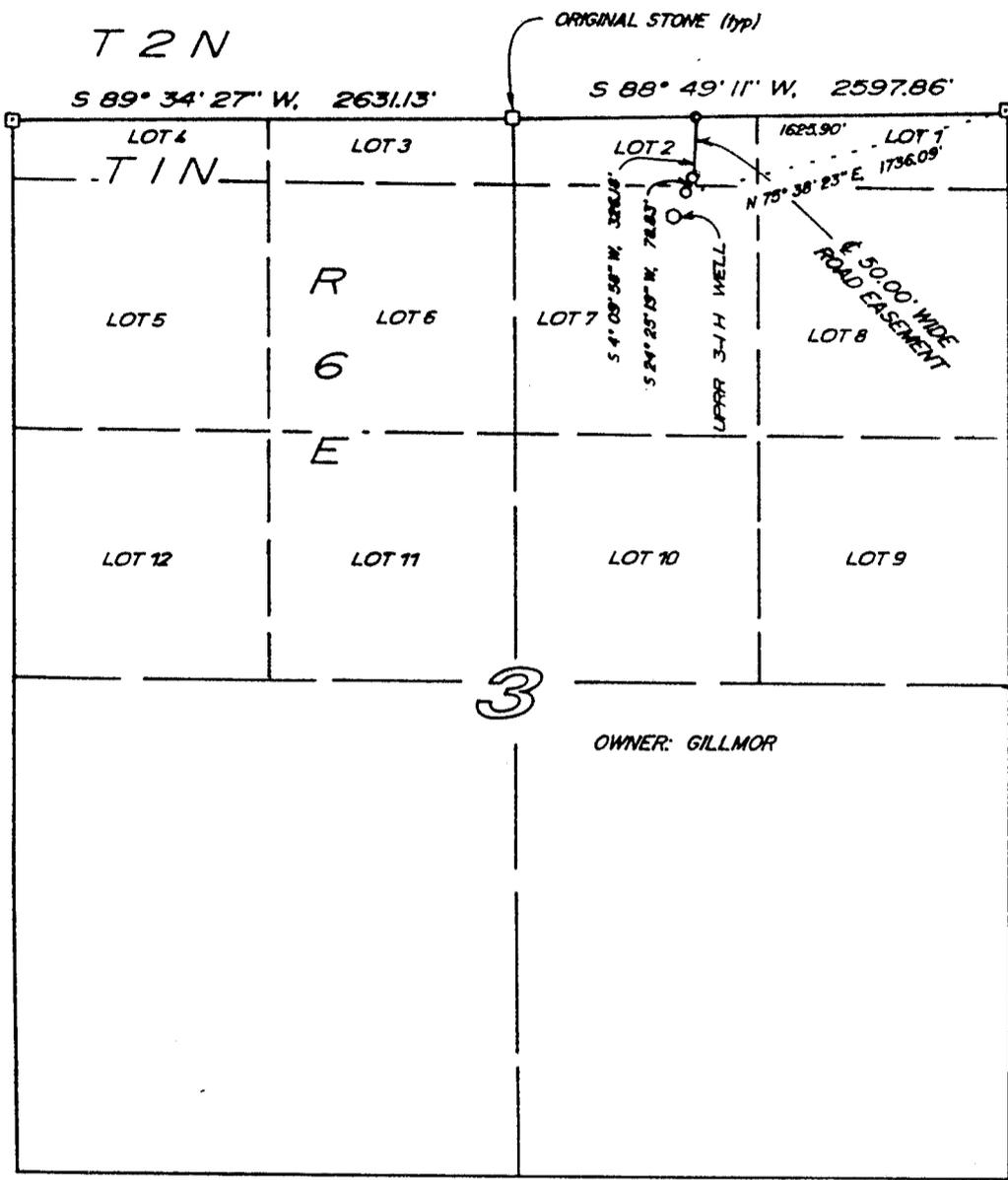
A Subsidiary of Union Pacific Corporation

DRAWING NUMBER 7

5000 # WORKING PRESSURE



SCALE: 1" = 1000'



CERTIFICATE OF SURVEYOR

STATE OF WYOMING)
 COUNTY OF UINTA) ss

I, JOHN A. PROFFIT, OF UINTA ENGINEERING AND SURVEYING, INC. HEREBY STATE THAT I AM BY OCCUPATION A PROFESSIONAL LAND SURVEYOR EMPLOYED BY UNION PACIFIC RESOURCES TO MAKE THE SURVEY OF THE ACCESS ROAD EASEMENT DESCRIBED AND SHOWN ON THIS PLAT; THAT THE SURVEY OF SAID WORKS WAS MADE UNDER MY SUPERVISION AND UNDER MY AUTHORITY AND THAT SUCH SURVEY IS ACCURATELY REPRESENTED HEREON.

John A. Proffit 8/20/94
 Registered Land Surveyor
 STATE OF UTAH
 2860

**UNION PACIFIC RESOURCES COMPANY
 UPRR 3-1 H WELL
 ROAD EASEMENT**

AN EASEMENT FOR AN ACCESS ROAD ACROSS LOTS 2 AND 7 OF SECTION 3, TOWNSHIP 1 NORTH, RANGE 6 EAST, OF THE SALT LAKE BASE AND MERIDIAN, SUMMIT COUNTY, UTAH, BEING 50.00 FEET WIDE, 25.00 FEET EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 3, THENCE S 88° 49' 11" W, 1625.90 FEET ALONG THE NORTH LINE THEREOF TO THE POINT OF BEGINNING;
 THENCE S 4° 09' 58" W, 326.18 FEET;
 THENCE S 24° 25' 19" W, 78.83 FEET TO THE POINT OF ENDING OF THE EASEMENT, FROM WHICH SAID NORTHEAST CORNER LIES N 75° 38' 23" E, 1736.09 FEET.

SAID EASEMENT BEING 405.01 FEET, MORE OR LESS, IN LENGTH.

**MAP SHOWING
 UPRR 3-1 H WELL
 ROAD EASEMENT**

LOTS 2 and 7 SECTION 3
 T 1 N, R 6 E, S.L.B.M.
 SUMMIT COUNTY, UTAH

UINTA ENGINEERING and SURVEYING, INC.
 808 MAIN STREET, EVANSTON, WYOMING 82930
 (307) 789-3602

8-17-94 94-26-12

ANY CHANGE, ADDITION OR DELETION OF ANY PART OF THIS DESCRIPTION WILL ACT TO VOID ANY WARRANTY OR RESPONSIBILITY, EXPRESS OR IMPLIED, THAT I MAY HAVE TOWARD THE SUBJECT PROPERTY.

3 Wells that need onsite

WAMSUTTER DRILLING FOREMEN

W. CHARLES

08-24-94

DRILLING PROGRAM: UPRR 3-H

SURFACE LOCATION: 551' FNL & 1757' FEL SECTION 3-T1N-R6E

BOTTOMHOLE LOCATION: 660' FSL & 660' FWL SECTION 3-T1N-R6E

COUNTY: SUMMIT, UTAH	PROPOSED DEPTH: ' MD
AFE: 17077	PROPOSED DEPTH: ' MD
DHC: \$ 2,200 M	GROUND ELEVATION: 7756'
CHC: \$ 2,483 M	KB ELEVATION: 7776
API NO: 43-043-xxxxx	

ESTIMATED TOPS OF GEOLOGICAL MARKERS:

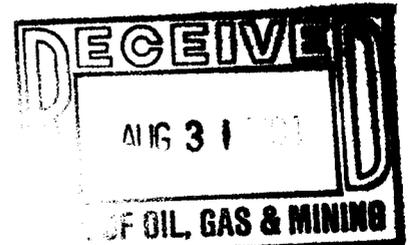
FORMATION	VERTICAL DEPTH		
	@ SL	@ 2500' VS	@ BHL
Frontier
Aspen.....
Kelvin.....
Stump.....
Preuss.....
Salt.....
Base of Salt.....
Giraffe Creek.....
Leeds Creek.....
Watton Canyon.....	11361'	11361'	11646'
Watton Canyon Target..	11516'	11516'	11801'
Boundry Ridge.....

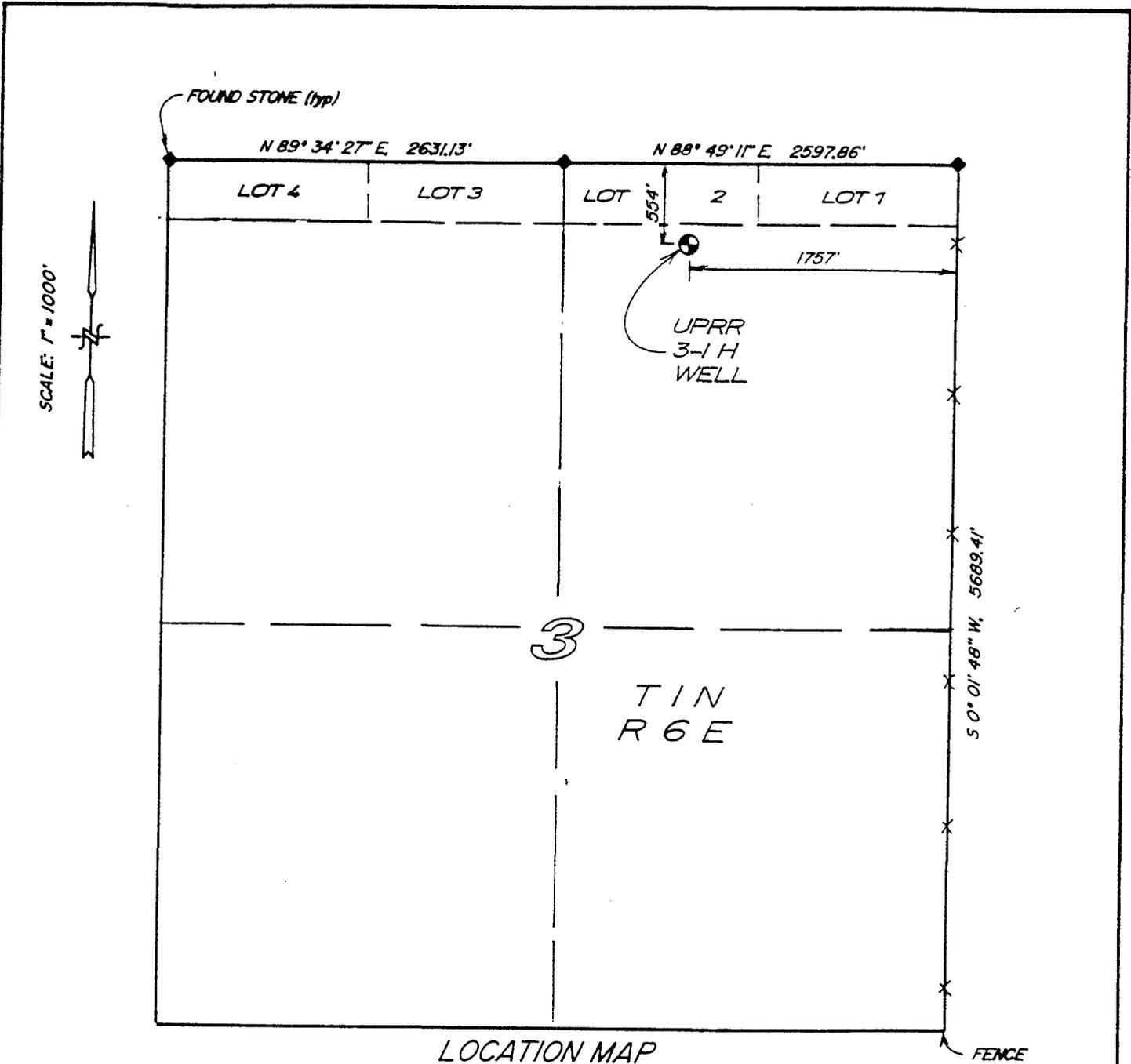
CASING PROGRAM:

Hole Size	Setting Depth (Measured Depth)	Size	Weight	Grade	Thread	Condition
---	50'	16"	---	B	----	Used
14-3/4"	0 - 2000'	10-3/4"	45.5#	K-55	STC	New
9-7/8"	0 -	7-5/8"	29.7#	S-95	LTC	New
9-7/8"	-	7-3/4"	46.1#	S-125	LTC	New

DIRECTIONAL PROGRAM:

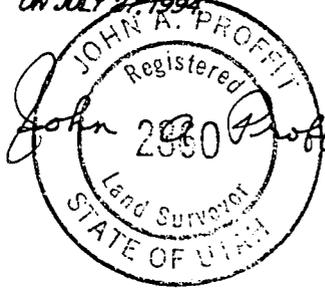
KICK OFF POINT	-	' TVD
BUILD RATE	-	14°/100'
VERTICAL SECTION AT TD	-	'
HOLE ANGLE AT TD	-	°
HOLE DIRECTION	-	°





LOCATION MAP

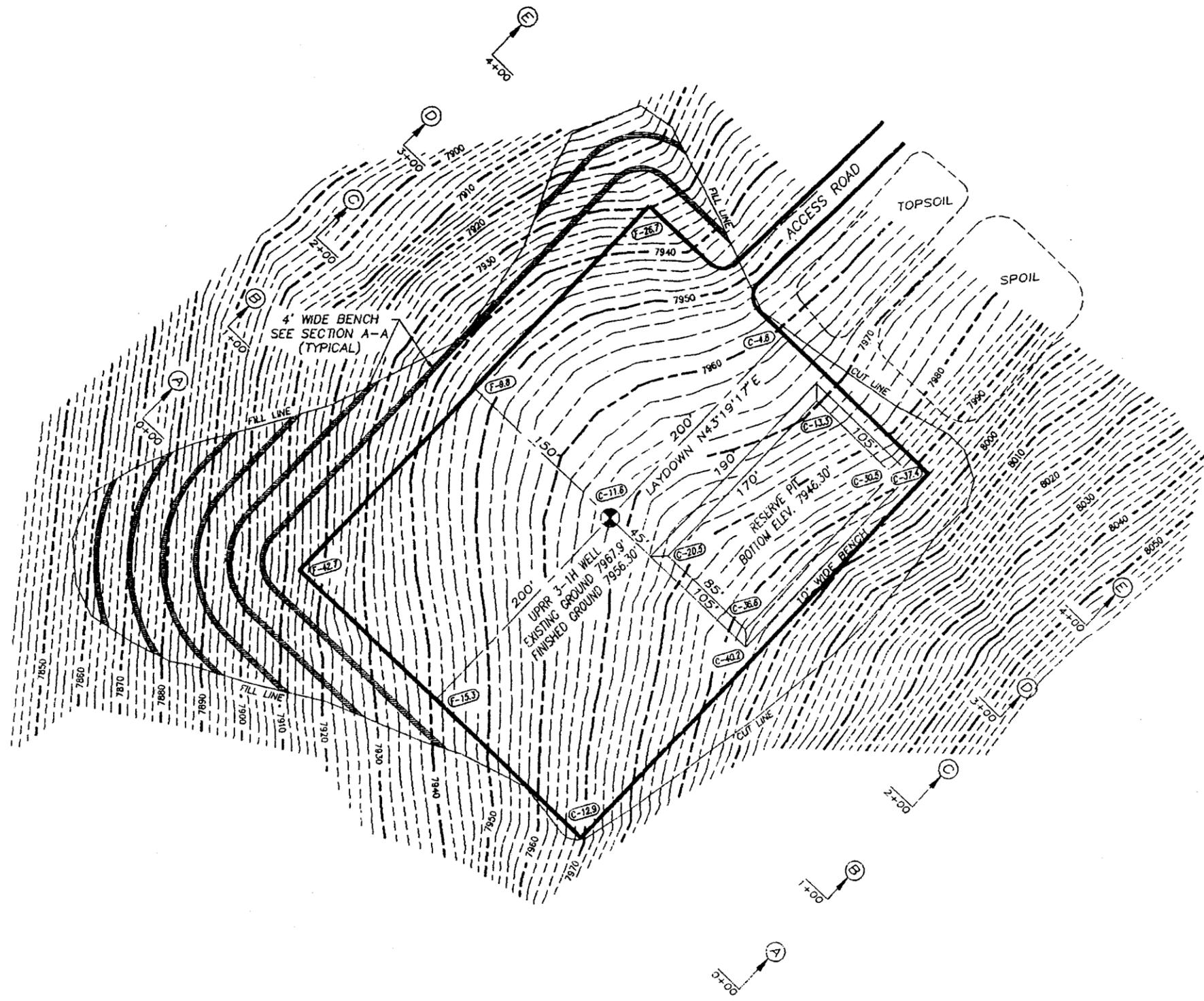
SURVEYED UNDER MY SUPERVISION
ON JULY 27, 1994



8/10/94

MAP to ACCOMPANY
APPLICATION for PERMIT to DRILL
UNION PACIFIC RESOURCES COMPANY
UPRR 3-1 H WELL
554' F.N.L. 1757' F.E.L.
NE 1/4 SECTION 3
T1N, R6E, S.L.B.M.
SUMMIT COUNTY, UTAH

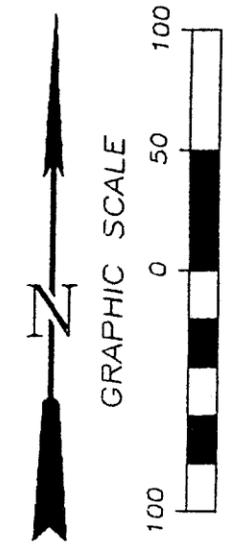
UNTA ENGINEERING and SURVEYING, INC.
808 MAIN STREET, EVANSTON, WYOMING 82930
(307) 789-3602
7-28-94 94-26-12



BASIS OF ELEVATION:
 ELEVATIONS BASED ON U.S.G.S. TRIANGULATION
 STATION BLONQUIST ELEV. 8007'

FINISHED PAD ELEVATION TO BE 7956.30'

QUANTITIES
 EXCAVATION INCLUDING PIT = 60,264 C.Y.
 EMBANKMENT = 50,398 C.Y.
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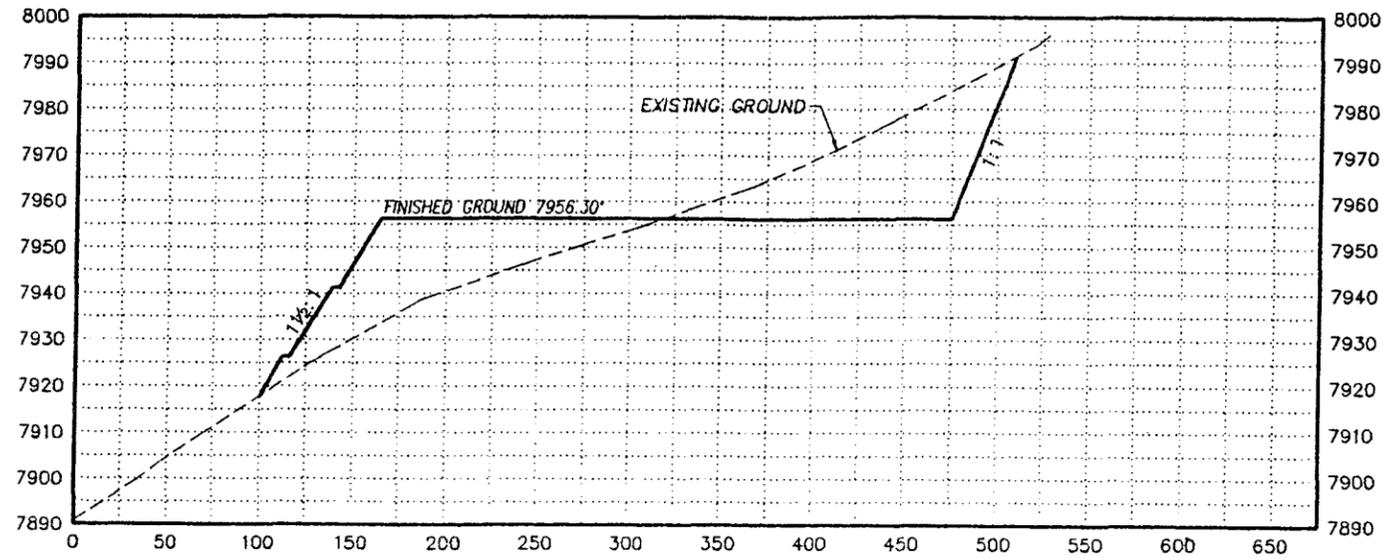


**MAP TO ACCOMPANY
 APPLICATION FOR PERMIT TO DRILL
 U.P.R.R. 3-1H WELL
 554' FNL 1757 FEL
 NE1/4 SECTION 3
 T 1 N, R 6 E, SLBM
 SUMMIT COUNTY, UTAH**

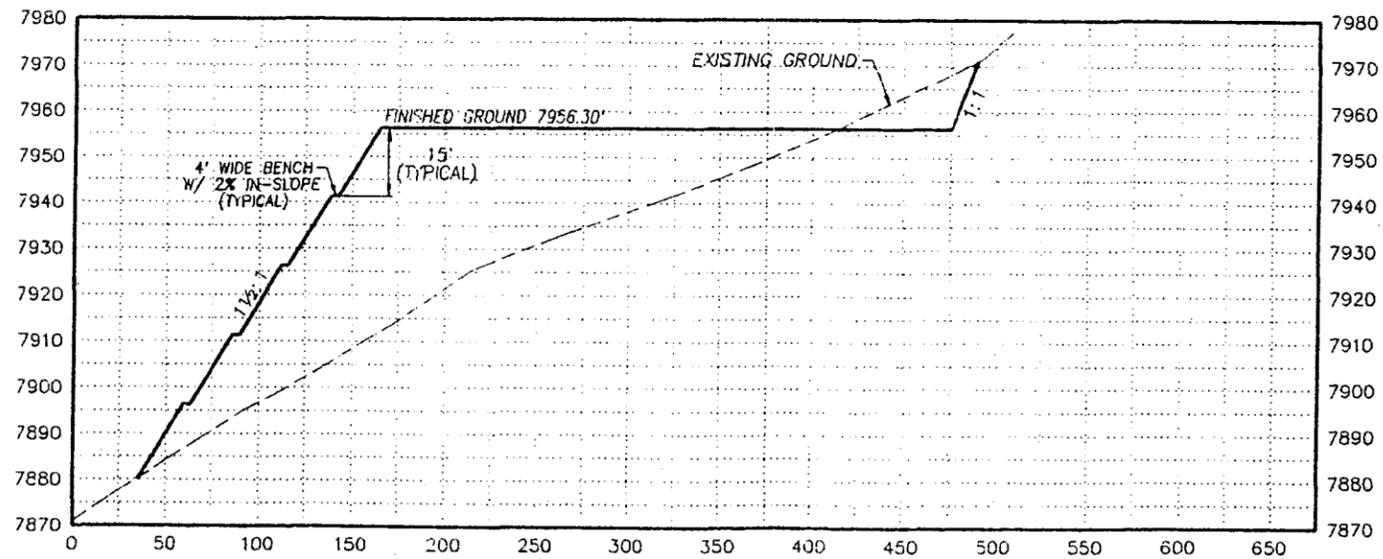
UINTA ENGINEERING & SURVEYING, INC.
 808 MAIN STREET
 EVANSTON, WYOMING 82930
 (307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
 DISK #: 116 FILE: 94-26-12

SECTION B - B



SECTION A - A



SCALE:

HORIZ: 1" = 100'
VERT: 1" = 40'

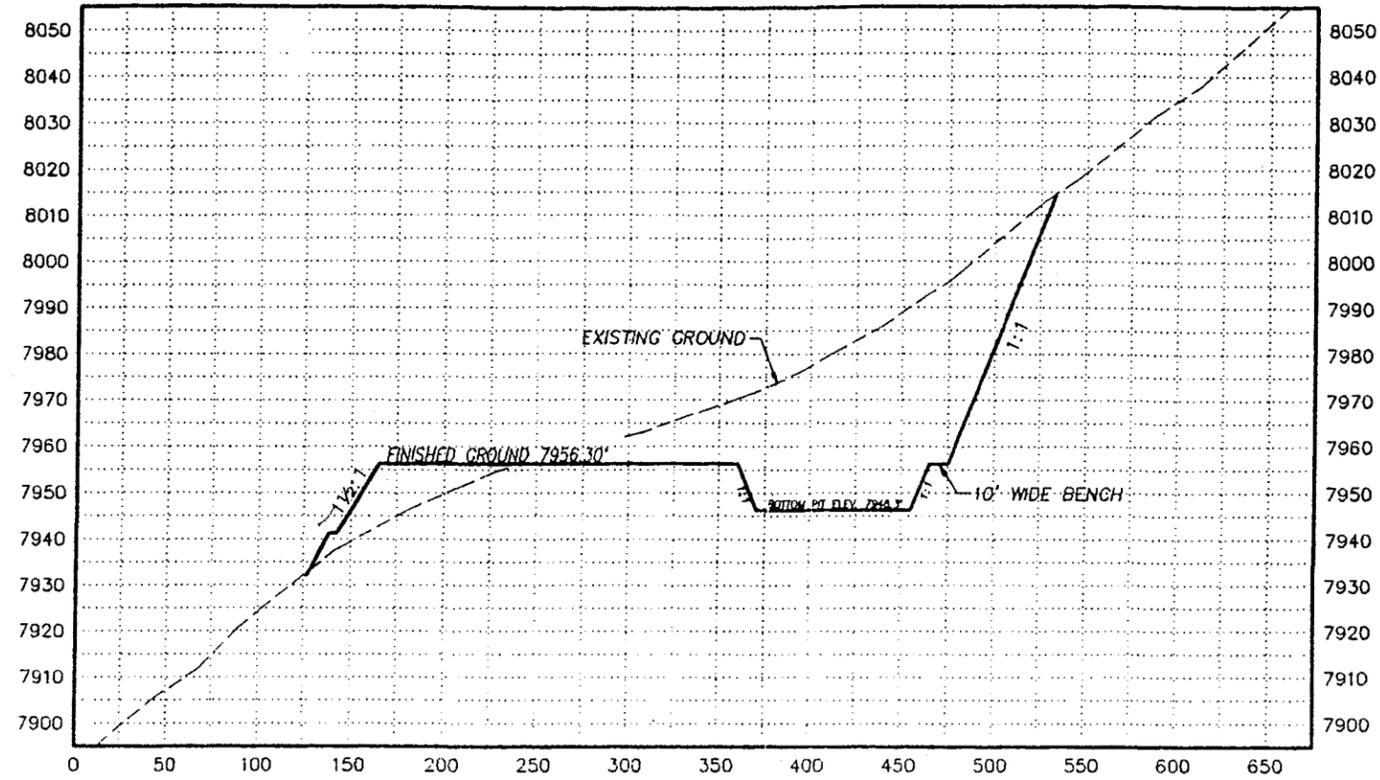
ALL CUT SLOPES ARE 1 : 1
ALL FILL SLOPES ARE 1.5 : 1

MAP TO ACCOMPANY
APPLICATION FOR PERMIT TO DRILL
U.P.R.R. 3-1H WELL
554' FNL 1757 FEL
NE1/4 SECTION 3
T 1 N, R 6 E, SLBM
SUMMIT COUNTY, UTAH

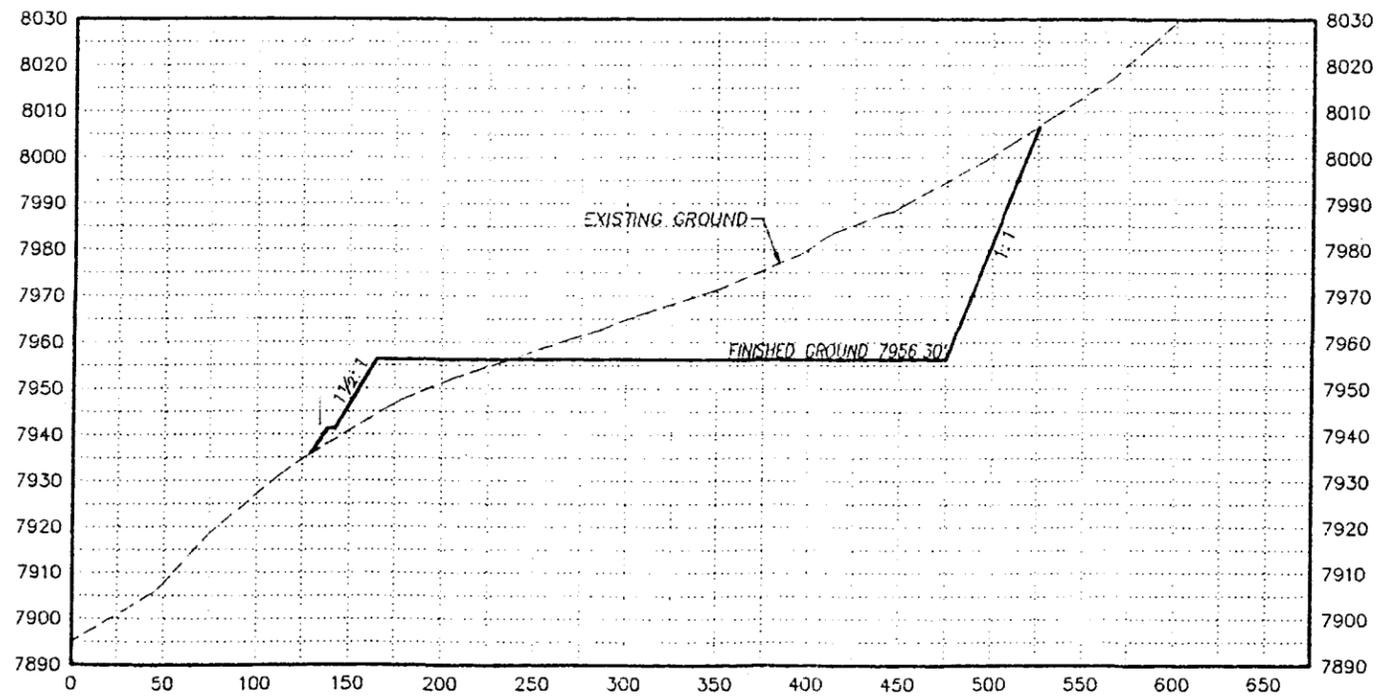
UINTA ENGINEERING & SURVEYING, INC.
808 MAIN STREET
EVANSTON, WYOMING 82930
(307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
DISK #: 116 FILE: 94-26-12

SECTION D - D



SECTION C - C



SCALE:

HORIZ: 1" = 100'
VERT: 1" = 40'

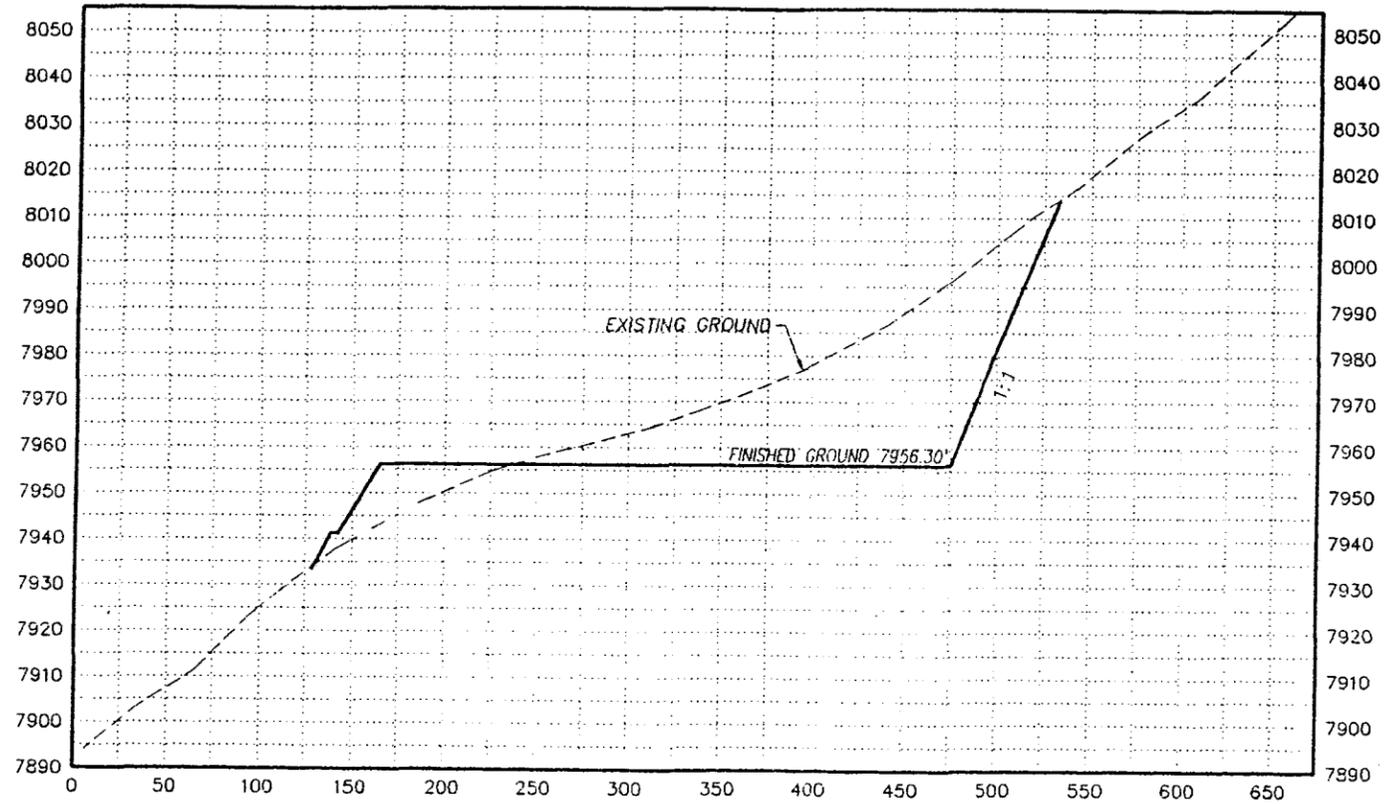
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MAP TO ACCOMPANY
APPLICATION FOR PERMIT TO DRILL
U.P.R.R. 3-1H WELL
554' FNL 1757 FEL
NE1/4 SECTION 3
T 1 N, R 6 E, SLBM
SUMMIT COUNTY, UTAH

UINTA ENGINEERING & SURVEYING, INC.
808 MAIN STREET
EVANSTON, WYOMING 82930
(307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
DISK #: 116 FILE: 94-26-12

SECTION E - E



SCALE:
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MAP TO ACCOMPANY
 APPLICATION FOR PERMIT TO DRILL
 U.P.R.R. 3-1H WELL
 554' FNL 1757 FEL
 NE1/4 SECTION 3
 T 1 N, R 6 E, SLBM
 SUMMIT COUNTY, UTAH

UINTA ENGINEERING & SURVEYING, INC.
 808 MAIN STREET
 EVANSTON, WYOMING 82930
 (307) 789-3602

DATE: 08-17-94 JOB #: 94-26-12
 DISK #: 116 FILE: 94-26-12



INTER-OFFICE CORRESPONDENCE

TO: DISTRIBUTION

OFFICE: FW

FROM: Wendell Hibbett

DATE: 08-24-94

SUBJECT: Well Clearance Memorandum
UPRR 3-1H
AFE No. 17077

Enclosed is a Well Clearance Memorandum for the UPRR 3-1H, Section 3-T1N-R6E, Summit County, Utah. UPRC would like to stake and apply for the permit as soon as possible.

This form must be completed prior to drilling. Please review, comment or approve then forward to the next party on the list.

Should you have any questions, please call me at extension 7763.

WJH

	DATE RECEIVED	DATE FORWARDED TO NEXT PARTY
DISTRIBUTION: 1. J. G. Neuner	<u>08-24-94</u>	<u>08-24-94</u>
2. W. E. Charles	<u>08-24-94</u>	<u>08-24-94</u>
3. J. L. Rector	_____	_____
4. G. W. Hibbett	_____	_____

Mail to Dan Casper:

Enclosed is Well Clearance Memorandum for the drilling of the UPRR 3-1H Well in October, 1994. Please handle all matters concerning the staking of said well along with surface damages settlement, easements, R-O-Ws, as necessary, with surface owner! Please inform Bill Charles (x7678) once staking procedures have been cleared.

WELL CLEARANCE MEMORANDUM

TO: W. E. Charles

FROM: Wendell Hibbett

WELL NAME: UPRR 3-1H LEASE NO.: NA

AREA/FIELD: Lodgepole Area WELL AFE NO.: 17077

LOCATION: SL: 554' FNL and 1757' FEL of 3-T1N-R6E, Summit County, Utah.
BHL: 660' FSL and 660' FWL of same section.

DEPTH/FORMATION: 11,500' TVD, 15,400' MD/ Twin Creek

LEASE WELL: X
LOCATION IS CLEAR FOR: STAKING PERMITTING

COMMENTS: WORKING INTEREST OWNERSHIP

UPRC (Op) 100.00%

Approval of the Well Clearance Memorandum is subject to the following items:

1. Location permit for 640 acre spacing under specified order docket.
2. Notification to Surface Lessee of planned drilling and surface damages settlement.
3. Drilling Title Opinion.

APPROVED BY:

TEAM LEADER: *J. G. Neuner* DATE: 08-24-94
J. G. Neuner

REGULATORY DEP'T: _____ DATE: _____
J. L. Rector

LAND DEPARTMENT: _____ DATE: _____
G. W. Hibbett

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 08/14/94

API NO. ASSIGNED: 43-043-30307

WELL NAME: UPRR 3-1H
OPERATOR: UPRC (N9465)

PROPOSED LOCATION:
NWNE 03 - T01N - R06E
SURFACE: 0554-FNL-1757-FEL
BOTTOM: 0660-FSL-0660-FWL
SUMMIT COUNTY
UNDESIGNATED FIELD (002)

INSPECT LOCATION BY: 09/08/94		
TECH REVIEW	Initials	Date
Engineering	JPM	9/20/94
Geology	DJ-	7/20/94
Surface	JA	9/8/94

LEASE TYPE: FEE
LEASE NUMBER: FEE

PROPOSED PRODUCING FORMATION: TWNCR

RECEIVED AND/OR REVIEWED:

Y Plat
Y Bond: Federal[] State[] Fee[X]
(Number 244722)
N Potash (Y/N)
N Oil shale (Y/N)
Y Water permit
(Number _____)
H RDCC Review (Y/N)
(Date: _____)

LOCATION AND SITING:

___ R649-2-3. Unit: _____
X R649-3-2. General. 12/14/94, RJJ
___ R649-3-3. Exception.
✓ Drilling Unit.
Board Cause no: 167-3 12/14/94
Date: 2/27/80 RJJ

COMMENTS: _____

1. Fee Bonding stipulation
STIPULATIONS: SEE STIPULATIONS ON THE ATTACHED

2. The reserve pit shall be located on the southwest
portion of the location. A synthetic liner of 12 mil thickness
is required for lining the reserve pit.

3. Construction of the location should provide for interception
and diversion of any run off away from the location.

4. A berm should be constructed around the
location area to provide for sediment control.

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

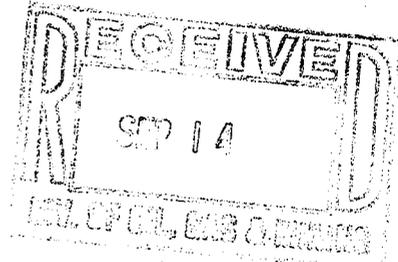
1. Type of Well: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER:		5. Lease Designation and Serial Number: N/A
2. Name of Operator: UNION PACIFIC RESOURCES COMPANY		6. If Indian, Allocated or Tribe Name: N/A
3. Address and Telephone Number: P.O. BOX 7 MS/3006, FORT WORTH, TX 76101-0007		7. Unit Agreement Name: N/A
4. Location of Well Footages: 554' FNL, 1,757' FEL, Sec. 3 T./N., R. 6 E CC. Sec., T., R., M.: NW/4 NE/4 Sec. 3, T./N., R. 6 E.		8. Well Name and Number: UPRR 3-1H
		9. API Well Number: NEW WELL
		10. Field and Pool, or Wildcat: LODGEPOLE
		County: SUMMIT
		State: UTAH

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

NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)
<input type="checkbox"/> Abandonment <input type="checkbox"/> Casing Repair <input type="checkbox"/> Change of Plans <input type="checkbox"/> Conversion to Injection <input type="checkbox"/> Fracture Treat <input type="checkbox"/> Multiple Completion <input type="checkbox"/> Other _____	<input type="checkbox"/> Abandonment <input type="checkbox"/> Casing Repair <input type="checkbox"/> Change of Plans <input type="checkbox"/> Conversion to Injection <input type="checkbox"/> Fracture Treat <input checked="" type="checkbox"/> Other <u>Confidential Status</u>
<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Recompletion <input type="checkbox"/> Shoot or Acidize <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> New Construction <input type="checkbox"/> Pull or Alter Casing <input type="checkbox"/> Shoot or Acidize <input type="checkbox"/> Vent or Flare <input type="checkbox"/> Water Shut-Off
Approximate date work will start _____	Date of work completion _____
	Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form. * Must be accompanied by a cement verification report.

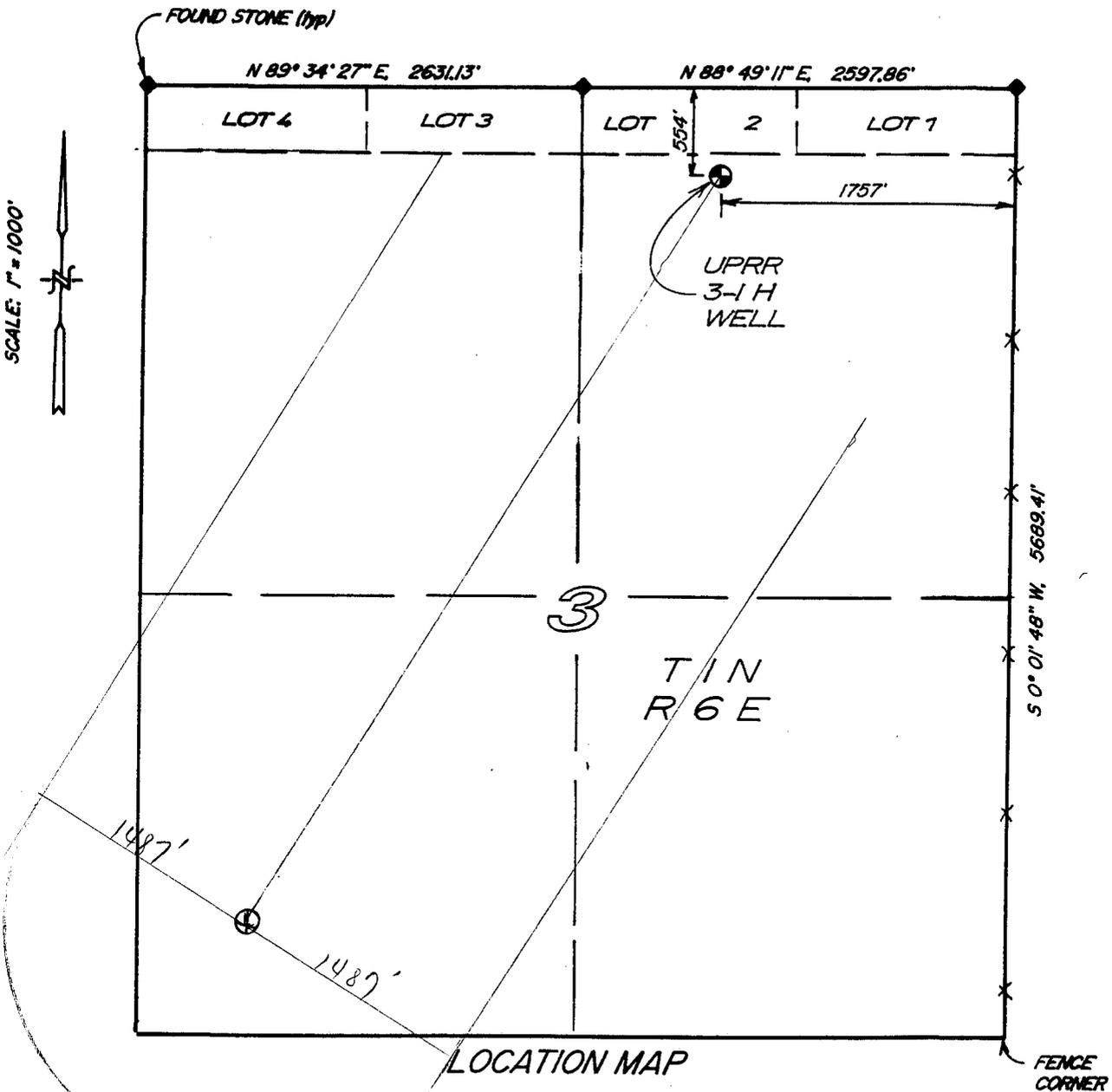
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

PLEASE CONSIDER ALL SUBMITTALS FOR THE ABOVE REFERENCED WELL "CONFIDENTIAL".
IF FURTHER INFORMATION IS NEEDED, PLEASE CONTACT THE UNDERSIGNED AT (817) 877-7952.



13. Name & Signature: W.F. Brazleton Title: SR. REGULATORY ANALYST Date: 9-13-94
W.F. BRAZLETON

(This space for State use only)



SURVEYED UNDER MY SUPERVISION
ON JULY 22, 1994

JOHN A. PROFFIT
Registered
Land Surveyor
STATE OF UTAH
John 2850 Proffit 8/10/94

MAP to ACCOMPANY
APPLICATION for PERMIT to DRILL
UNION PACIFIC RESOURCES COMPANY
UPRR 3-1 H WELL
554' F.N.L. 1757' F.E.L.
NE 1/4 SECTION 3
T1N, R6E, S.L.B.M.
SUMMIT COUNTY, UTAH

UNTA ENGINEERING and SURVEYING, INC.
808 MAIN STREET, EVANSTON, WYOMING 82930
(307) 789-3602



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
James W. Carter
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340
801-359-3940 (Fax)
801-538-5319 (TDD)

September 20, 1994

Union Pacific Resources Company
P.O. Box 7 MS/3006
Fort Worth, Texas 76101-0007

Re: UPRR 3-1H Well, Surface Location 554' FNL, 1757' FEL, Bottom Hole Location 660 FSL, 660 FWL, NW NE, Sec. 3, T. 1 N., R. 6 E., Summit County, Utah

Gentlemen:

Pursuant to the order issued by the Board of Oil, Gas and Mining in Cause No. 167-3 dated February 27, 1980, and Utah Admin. R.649-3-4, Permitting of Wells to be Drilled, Deepened or Plugged-Back, approval to horizontally drill the referenced well is hereby granted.

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

1. Union Pacific Resources Company, as designated operator, is the bonded principal in reference to this Application for Permit to Drill. Should this designation change or a transfer of ownership occur, liability will remain with the designated operator until the Division is notified by letter of a new bonded principal.
2. The reserve pit shall be located on the southwest portion of the location. A synthetic liner of 12 mil minimum thickness is required for lining the reserve pit.
3. Construction of the location should provide for interception and diversion of any run off away from the location.
4. A berm should be constructed around the location area to provide for sediment control.
5. Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules.

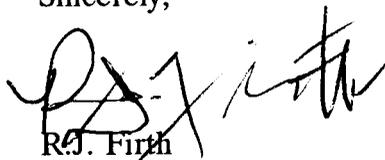


Page 2
Union Pacific Resources Company
UPRR 3-1H Well
September 20, 1994

6. Notification to the Division within 24 hours after drilling operations commence.
7. Submittal of Entity Action Form, Form 6, within five working days following commencement of drilling operations and whenever a change in operations or interests necessitates an entity status change.
8. Submittal of the Report of Water Encountered During Drilling, Form 7.
9. Prompt notification prior to commencing operations, if necessary, to plug and abandon the well. Notify Frank R. Matthews, Petroleum Engineer, (Office) (801)538-5340, (Home) (801)476-8613, or K. Michael Hebertson, Reclamation Specialist, (Home) (801)269-9212.
10. Compliance with the requirements of Utah Admin. R. 649-3-20, Gas Flaring or Venting, if the well is completed for production.

This approval shall expire one year after date of issuance unless substantial and continuous operation is underway or a request for an extension is made prior to the approval expiration date. The API number assigned to this well is 43-043-30307.

Sincerely,



R.J. Firth
Associate Director

ldc
Enclosures
cc: Summit County Assessor
Bureau of Land Management, Salt Lake City District Office
WO11



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Ted Stewart
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James W. Carter
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340
801-359-3940 (Fax)
801-538-5319 (TDD)

December 14, 1994

Union Pacific Resources Company
P.O. Box 7 MS/3006
Fort Worth, Texas 76101-0007

Re: Amended Approval
UPRR 3-1H Well, 554' FNL, 1757' FEL, Bottom Hole Location 660' FSL 660'
FWL, NW NE, Sec. 3, T. 1 N., R. 6 E., Summit County, Utah

Gentlemen:

Pursuant to Utah Admin. R. 649-3-2, Location and Siting of Wells and Utah Admin. R. 649-3-4, Permitting of Wells to be Drilled, Deepened or Plugged-Back, approval to drill the referenced well is hereby granted.

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

1. Union Pacific Resources Company, as designated operator, is the bonded principal in reference to this Application for Permit to Drill. Should this designation change or a transfer of ownership occur, liability will remain with the designated operator until the Division is notified by letter of a new bonded principle.
2. The reserve pit shall be located on the southwest portion of the location. A synthetic liner of 12 mil minimum thickness if required for lining the reserve pit.
3. Construction of the location should provide for interception and diversion of any runoff away from the location.
4. A berm should be constructed around the location area to provide for sediment control.
5. Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules.



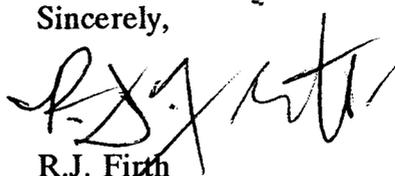
Page 2

Union Pacific Resources Company
Amended Approval - UPRR 3-1H Well
December 14, 1994

6. Notification to the Division within 24 hours after drilling operations commence.
7. Submittal of Entity Action Form, Form 6, within five working days following commencement of drilling operations and whenever a change in operations or interests necessitates an entity status change.
8. Submittal of the Report of Water Encountered During Drilling, Form 7.
9. Compliance with the requirements of Utah Admin. R. 649-3-20, Gas Flaring or Venting, if the well is completed for production.
10. Prompt notification prior to commencing operations, if necessary, to plug and abandon the well. Notify Frank R. Matthews, Petroleum Engineer, (Office) (801)538-5340, (Home) (801)476-8613, or K. Michael Hebertson, Reclamation Specialist, (Home) (801)269-9212.

This approval shall expire one year after date of issuance unless substantial and continuous operation is underway or a request for an extension is made prior to the approval expiration date. The API number assigned to this well is 43-043-30307.

Sincerely,



R.J. Firth
Associate Director

ldc

Enclosures

cc: Summit County Assessor

Bureau of Land Management, Salt Lake District Office

WO11



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
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355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340
801-359-3940 (Fax)
801-538-5319 (TDD)

October 4, 1995

W.F. Brazelton
Union Pacific Resources Company
P.O. Box 7, MS 3006
Fort Worth, TX 76101-0007

Re: UPRR 3-1H Well, Sec. 3, T. 1N, R. 6E, Summit County, Utah
API No. 43-043-30307

Dear Mr. Brazelton:

Due to excessive time delay in commencing drilling operations, approval to drill the subject well is hereby **rescinded**, effective immediately.

Please note that a new Application for Permit to Drill must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division of Oil, Gas and Mining immediately.

Sincerely,

Don Staley
Administrative Manager
Oil and Gas

opl

cc: R.J.Firth
Well File
W01220





**Union Pacific
Resources**

A Subsidiary of Union Pacific Corporation

November 17, 1995

Division of Oil, Gas and Mining
Utah Department of Natural Resources
3 Triad Center - Suite 350
355 West North Temple Street
Salt Lake City, Utah 84190

ATTN: Mr. Mike Hebertson

RE: **UPRC UPRR 3-1H**
Section 3, T. 1 N., R. 6 E.
Summit County, Utah

RECEIVED

NOV 20 1995

**WYOMING OIL & GAS
CONSERVATION COMMISSION**

43-043-30307

Dear Mike:

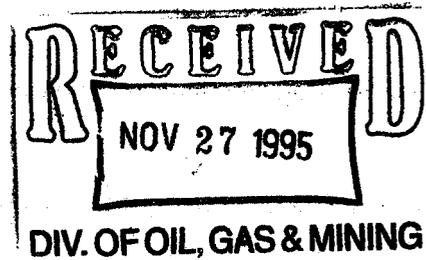
Bobby Cooper recently gave me a call and said you had visited him and asked the above referenced well. Union Pacific Resources Company still plans on drilling the well, but has moved it down the "priority ladder". It is doubtful that the well will be drilled this year, but we **would like to keep the APD open.**

Please call me at (817) 877-7952, FAX (817) 877-7942, if you have any questions or need additional information.

Yours truly,

UNION PACIFIC RESOURCES COMPANY

W. F. Brazelton
Senior Regulatory Analyst



Union Pacific Resources Company
P.O. Box 7
Fort Worth, Texas 76101-0007
817 / 877-6000
TWX 910 893 5024
Telex 758-447

① DRE ✓

✓ update 3270, cardex etc.

② PJL ✓

← film UPRC letter of 11/17

← film DTS letter of 11/29

- put your flag in file to show part of file has been filmed.

③ FILE

- Return file to Drilling

This APD was ~~RE~~ LA'd 10/4/95.

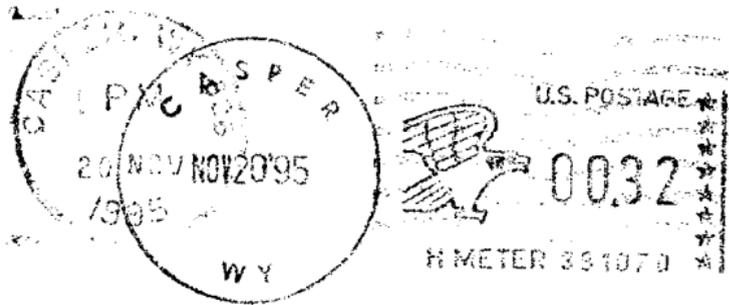
Per operator Request of 11/17/95,
it is no longer LA'd.

Please return to a DRL Status

DTS

State of Wyoming

OFFICE OF
OIL AND GAS CONSERVATION COMMISSION
STATE OIL AND GAS SUPERVISOR
777 W. 1st
P.O. BOX 2640
CASPER, WYOMING
82602



Division of Oil, Gas + Mining
Utah Dept of Natural Resources
3 Triad Center - Suite 350
355 West North Temple St.
Salt Lake City, Utah 84180





State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Ted Stewart
Executive Director

James W. Carter
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340
801-359-3940 (Fax)
801-538-5319 (TDD)

November 29, 1995

W.F. Brazelton
Union Pacific Resources Company
P.O. Box 7, MS 3006
Fort Worth, TX 76101-0007

Re: UPRR 3-1H Well, Sec. 3, T. 1N, R. 6E, Summit County, Utah
API No. 43-043-30307

Dear Mr. Brazelton:

Division approval for the Application for Permit to Drill (APD) for the above referenced well has been extended for one year based on your letter of request dated November 17, 1995. The new expiration date is September 20, 1996.

Please ignore my letter of October 4, 1995, in which this permit was rescinded.

Sincerely,

Don Staley
Administrative Manager
Oil and Gas

cc: R.J. Firth
K.M. Hebertson
Well File



STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS <small>Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.</small>	7. License Designation and Serial No. Fee
	6. If Indian, Allottee or Tribe Name NA
1. Type of Well: OIL () GAS (X) OTHER:	7. Unit Agreement Name NA
2. Name of Operator Union Pacific Resources Company	8. Well Name and Number UPRR 3-1H
3. Address and Telephone Number P. O. Box 7 MS 3006 Fort Worth, Texas 76101-0007 Telephone (817) 877-6000 (Main Number)	9. API Well Number 43-043-30307
4. Location of Well Footages 554' FNL, 1757' FEL Sec. 3, T. 1 N., R. 6 E. County Summit QQ, Sec., T., R., M. NENW Sec. 25, T. 5 N., R. 7 E. State Utah	10. Field and Pool, or Wildcat Lodgepole

RECEIVED
JUL 18 1996
DIV. OF OIL, GAS & MINING

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

NOTICE OF INTENT <small>(Submit in Duplicate)</small>	SUBSEQUENT REPORT <small>(Submit Original Form Only)</small>
<input type="checkbox"/> Abandonment	<input type="checkbox"/> Abandonment *
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Casing Repair
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Change of Plans
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Conversion to Injection
<input type="checkbox"/> Fracture Test	<input type="checkbox"/> Fracture Treat
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Other _____
<input checked="" type="checkbox"/> Other: Sundry Request	
<input type="checkbox"/> New Construction	<input type="checkbox"/> New Construction
<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Recompletion	<input type="checkbox"/> Shoot of Acidize
<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Water Shut-Off Shutoff
<input type="checkbox"/> Water Shutoff	
Approximate date work will start: _____	Date of work completion _____

Report results of Multiple Completions and Reclamations to different reservoirs on WELL COMPLETION OR RECOMPLETION AND LOG form.
* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work).

Please be advised that Union Pacific Resources Company (UPRC) will reevaluate the feasibility of drilling the above referenced well once the UPRC Blonquist 26-1H well (presently drilling) is completed and its economic viability established. For this reason, UPRC respectfully requests that the APD for the UPRR 3-1H be extended until such time as the Blonquist 26-1H situation is resolved.

*Extended one year to 9-20-97
DTS 7-22-96*

PLEASE CONSIDER ALL SUBMITTALS PERTAINING TO THIS WELL AS "COMPANY CONFIDENTIAL"
If additional information is needed, please contact the undersigned at (817) 877-7952, FAX (817) 877-7942

13.
Name/Signature: W. F. Brazelton *W.F. Brazelton* Title: Senior Regulatory Analyst Date: 96-07-17

(This space for State use only)
J.P. Matthews Petroleum Engineer 7/18/96

UTAH DIVISION OF OIL, GAS AND MINING
OIL AND GAS WELL INSPECTION RECORD

Operator: UNION PACIFIC RESOURCES CO. Lease Number: FEE

Well Name: UPRR 3-1H API Number: 43-043-30307

Sec: 3 Twp: 1N Rng: 6E County: SUMMIT Field: LODGEPOLE

Well Status: LOCATION

GENERAL	Inspected (✓)
1. Well Identification	
2. Well Equipment	
3. Environmental Protection	
4. Temporary/Emergency Pits	
5. Spills, Discharges, Seepage	
Remarks: <i>Snow was too deep - no access to location. Viewed from the Quad 34-1H well location. Location has been built, as well as the reserve pit. Per the Company</i>	
OIL PRODUCTION	Inspected (✓)
1. Method of Measurement: Tank Gauge <input type="checkbox"/> LACT Unit <input type="checkbox"/> Other <input type="checkbox"/>	
2. Storage Facilities	
3. Lines Leaving Storage Facilities Sealed/Locked	
4. Oil Handling/Treatment Equipment	
Remarks: <i>man (Paul Smith) w/ Union Pacific Resources - No other work has been done at this well site. Location was too far away to take good photos.</i>	
GAS PRODUCTION	Inspected (✓)
1. Type of Gas Production: Gas Well <input type="checkbox"/> Casinghead <input type="checkbox"/>	
2. Gas Disposition: Sold <input type="checkbox"/> Flared/Vented <input type="checkbox"/> Used on Lease <input type="checkbox"/> Other <input type="checkbox"/>	
3. Method of Measurement: Orifice Meter <input type="checkbox"/> Turbine Meter <input type="checkbox"/> Estimated <input type="checkbox"/> Other <input type="checkbox"/>	
4. Gas Handling/Treatment Equipment	
Remarks:	
PRODUCED WATER DISPOSAL	Inspected (✓)
1. Disposal Method: Unlined Pit <input type="checkbox"/> Lined Pit <input type="checkbox"/> Subsurface <input type="checkbox"/> Other <input type="checkbox"/>	
2. If Disposal by Pits, Are Pits Satisfactory? Yes <input type="checkbox"/> No <input type="checkbox"/>	
3. Other E & P Waste Disposal	
Remarks:	

Inspector: *Jessie Thompson* Date: 4/9/97

PARSONS BEHLE & LATIMER

A Professional Law Corporation

ONE UTAH CENTER
201 South Main Street, Suite 1800 • Post Office Box 45898
Salt Lake City, Utah 84145-0898
Telephone 801-532-1234 • Facsimile 801-536-6111

Keith E. Taylor
James B. Lee
Gordon L. Roberts
F. Robert Reeder
J. Gordon Hansen
Lawrence E. Stevens
Daniel M. Allred
Roy G. Haslam
Dallin W. Jensen
W. Jeffery Fillmore
Kent W. Winterholler
Barbara K. Polich
Randy L. Dryer
Charles H. Thronson
David R. Bird
Raymond J. Etcheverry
Francis M. Wikstrom
David W. Tundermann
Chris Wangsgard
Neil Orloff
James M. Elegante
Val R. Antczak
Spencer E. Austin
Lee Kapaloski
Stephen J. Hull
John B. Wilson

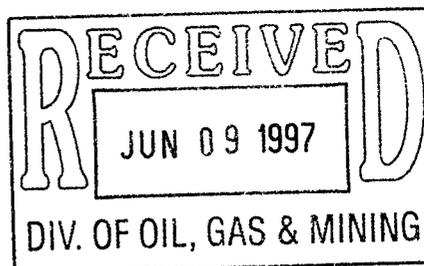
Robert C. Hyde
Craig B. Terry
David A. Anderson
Gary E. Doctorman
Kent B. Alderman
Kent C. Dugmore
Kent O. Roche
Patricia J. Winmill
Randy M. Grimshaw
Lawrence R. Barusch
Maxwell A. Miller
William D. Holyoak
Paul D. Veasy
Robert C. Delahunty
Stuart A. Fredman
R. Craig Johnson
Daniel W. Hindert
Lois A. Baar
Michael L. Larsen
Jonathan K. Butler
David G. Mangum
Derek Langton
Lucy B. Jenkins
Lorna Rogers Burgess
David L. Deisley
Richard M. Marsh

Mark E. Rinehart
Hal J. Pos
W. Mark Gavre
Scott R. Carpenter
George M. Flint III
J. Michael Bailey
J. Thomas Beckett
M. Lindsay Ford
Jim Butler
Douglas R. Davis
Elizabeth S. Conley
Shawn C. Ferrin
Elizabeth S. Whitney
Jo Ann Lippe
George G. Ventura
Craig D. Galli
Elisabeth R. Blattner
James E. Karkut
William J. Evans
C. Kevin Speirs
Michael J. Malmquist
David W. Zimmerman
David B. Hancock
Alan K. Flake
K. C. Jensen
Lisa A. Kirschner
Michael A. Zody
Elizabeth Kitchens Jones
David M. Bennion
Erik A. Christiansen
Matthew J. Harmer
William R. Gray
Catherine Agnoli
William J. Stilling
Michael J. Tomko
R. David Grant
James T. Blanch
Kyle C. Jones
Anne Whitehead Morgan
Alexander R. Dahl
Edward B. Grandy
Michael W. Devine
Sean A. Monson
Michele A. Mladejovsky
Mark R. Clements
Kerry L. Owens
Richard J. Angell
Ellen Kitzmiller
Michael J. Ziouras
Mark A. Glick
Of Counsel

June 4, 1997

VIA FACSIMILE [359 3940] AND U.S. MAIL

Mr. Dan Jarvis
Department of Natural Resources
Division of Oil, Gas and Mining
1594 West North Temple
Salt Lake City, UT 84180



**Re: Inspection of Gillmor Property - Union Pacific Resources Company
UPRR 3-1H Well (NW¼NE¼Section 3 Township 1 North, Range 6
East, S.L.B.M.)**

Dear Mr. Jarvis

This letter is intended to follow up on telephone conversations between members of this firm (hereinafter referred to as "PB&L")--which represents Florence Gillmor, the surface owner on which the above-referenced Union Pacific Resources Company ("UPRC") well is located--and representatives of the Division of Oil, Gas and Mining ("DOGM"). Specifically, in April of this year, PB&L contacted DOGM to inquire about the condition of the UPRR 3-1H Well location. It is our understanding that work conducted by UPRC on the well site has both precluded access to the area and left the region in a potentially hazardous condition. There is also some question regarding the status of the well itself. Although UPRC has maintained that the UPRR 3-1H well has not been drilled, PB&L asked DOGM to confirm that fact.

DOGM informed PB&L that it would be conducting an inspection of well sites in the vicinity of the Gillmor property in early April. In fact, that inspection occurred on April 9, 1997. However, according to Mr. Thompson's inspection report, the snow was too deep to access the UPRR 3-1H Well site, so it was viewed from the Judd 34-1H well location. The inspection

153188.1
06/04/97

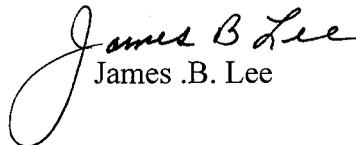
Mr. Dan Jarvis
June 4, 1997
Page Two

records also indicate that the inspection site was too far away to take photographs but that a UPRC representative (Paul Smith) present on the inspection, informed Mr. Thompson that the location had been "built" (i.e., readied for drilling) and a reserve pit constructed.¹ Upon receipt of a copy of the inspection report, PB&L contacted DOGM and learned that a follow-up visit was scheduled for early June.

In response to a recent inquiry, PB&L learned that a site visit is likely to occur in the next two weeks. PB&L is, therefore, reiterating its request that DOGM (1) confirm the status of UPRC's UPRR 3-1H drilling operations on the Gillmor property; and (2) evaluate the condition of the well site including the ability of the surface owner to access her property. It is our understanding that since UPRC has not entered into a surface use agreement with Florence Gillmor, the site must be—at the very least—subject to minimum well site restoration requirements established by DOGM. Those requirements indicate, among other things, that UPRC "maintain the property at all times in a safe and workmanlike manner having due regard for the preservation and conservation of the property and for the health and safety of . . . people residing in close proximity to those operations." Utah Admin. R649-3-15.

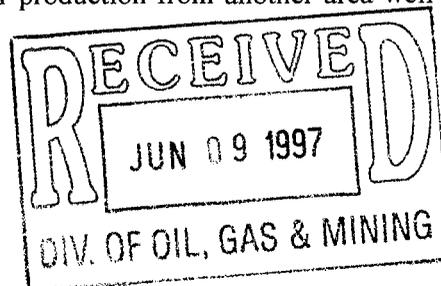
PB&L would appreciate being apprised of any information DOGM obtains from the upcoming inspection. In the meantime, please feel free to contact Lisa Kirschner or me with any questions.

Very truly yours,


James .B. Lee

cc: Florence Gillmor

¹ DOGM records suggest that UPRC received an extension on its Application for a Permit to Drill, Deepen, or Plug Back ("APD") for UPRR 3-1H to September 20, 1997 and is currently evaluating the feasibility of drilling the well as a result of the extensive water production from another area well (the Blonquist 26-1H location).





State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
James W. Carter
Division Director

1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

June 25, 1997

TO: John Baza, Petroleum Engineer

FROM: Dan Jarvis, Geologist

RE: UPR 3-1H Location, Section 3, Township 1 North, Range 6 East. Summit County, Utah

On June 18, 1997 a field inspection was conducted at the above location. The inspection was in response to a request from the law firm Parsons, Behle and Latimer, which represents Florence Gilmore, landowner of the property on which the location sits. The request came via telephone followed by a letter (attached). In conversation with Lisa Kirschner, attorney (PB&L) she indicated that Union Pacific Resources and the landowner do not have a surface agreement for this location.

The specific request for the inspection was to determine if the location has been built, if the well has been drilled and if access through the property has been precluded.

As of the date of the inspection, it is confirmed that the location and reserve pit have been built. The well has not been drilled and the access through the location has been precluded. Prior to the location being built an existing two-track road ran through the location. When the location was built a big cut was made into the uphill side of location. Large volumes of dirt were pushed to the downhill side to level the location. The finished location allowed for the access road to run onto location, but the egress side was elevated approximately 25 feet above the pre-existing grade. It appears that with very little effort, UPR could build a road off location and connect into the existing two-track to allow the landowner access to her property.

I met with Paul Smith, UPR later the same day and expressed my concern to him regarding this matter. Paul indicated to me that he would notify his boss of this concern.

attachment

cc: Gil Hunt, Environmental Manager



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
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1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

June 30, 1997

James B. Lee
Parsons, Behle and Latimer
One Utah Center
201 South Main Street
P.O. Box 45898
Salt Lake City, Utah 84145-0898

Re: Inspection of UPR 3-1H Location, Section 3, Township 1 North, Range 6 East, Summit County, Utah

Dear Mr. Lee:

Enclosed please find a copy of the memo I sent to John Baza, Petroleum Engineer for the Division, regarding the inspection of the above location. It is my understanding that John will be in contact with UPR regarding this matter.

If I can be of further assistance please call me at 801-538-5338.

Sincerely,


Dan Jarvis
Geologist

lwp

Enclosure

cc: Lisa A. Kirschner w/enc.

PHONE CONVERSATION DOCUMENTATION FORM

This is the original form or a copy

Route this form to:

WELL FILE UPRR 3-1H

SUSPENSE

OTHER

Return date _____

To: initials _____

Section 3 Township 1N Range 6E

API number 43-043-30307

Date of phone call: 8/29/97

Time: 1:45 pm

DOGMA employee (name) John Baza

Initiated call?

Spoke with:

Name W.F. Brazelton

Initiated call?

of (company/organization) UPR

Phone no. (817) 877-6000
(817) 877-7952 dd

Topic of conversation: Surface disturbance at UPRR 3-1H location -
NW NE Sec. 3, T. 1N, R. 6E, Summit Co. API # 43-043-30307

Highlights of conversation: I related the complaint from the landowner
regarding the surface disturbance at the referenced location.
Mr. Brazelton stated that he would contact Mr. Paul Smith
in Utah and get the matter "taken care of". I also
indicated that his drilling approval for the well
expired in September. Mr. Brazelton indicated that
he would contact me with additional information
after discussing this with his representatives.



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Ted Stewart
Executive Director

James W. Carter
Division Director

1594 West North Temple, Suite 1210

Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

October 14, 1997

Mr. W. F. Brazelton
Union Pacific Resources Company
P.O. Box 7, MS 3006
Fort Worth, Texas 76101-0007

Re: UPRR 3-1H Well, Section 3, Township 1 North, Range 6 East, Summit County, Utah,
API No. 43-043-30307

Dear Mr. Brazelton:

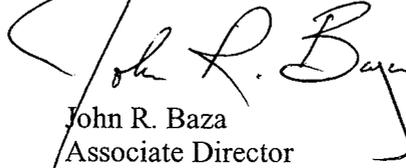
Due to excessive delay in commencing drilling operations, approval to drill the subject well is hereby **rescinded**, effective immediately.

Please note that a new Application for Permit to Drill must be filed with this office for approval prior to the commencement of any future work on the subject location.

The staff of the Division of Oil, Gas and Mining has observed that your company has commenced surface disturbance related to drilling preparation at the referenced well location. Your company is required to restore the location to its condition prior to disturbance and to report the completion of reclamation to the Division in order to perform a final inspection. Please note that the bond which your company has posted for this well is conditioned for the performance of the duty to maintain and restore the well site.

If you have any questions related to this matter, please contact me at telephone number (801) 538-5334.

Sincerely,



John R. Baza
Associate Director

lwp

cc: Don Staley
Mike Hebertson
Dan Jarvis
Well file







