

FILE NO. _____

Field File _____

2 R Sheet _____

Location Map Placed _____

Card Indexed _____

IWR for State or Fee Land _____

Checked by Chief _____

Copy MFD to Field Office _____

Approval Letter _____

Disapproval Letter _____

COMPLETION DATA:

Date Well Completed _____

Location Inspected _____

OW _____ WW _____ TA _____

Land released _____

GW _____ OS _____ PA _____

State of Fee Land _____

LOGS FILED

Driller's Log _____

Electric Logs (No.) _____

E _____ I _____ E-I _____ GR _____ GR-N _____ Micro _____

Let _____ Mi-L _____ Sonic _____ Others _____

UNITED STATES DEPARTMENT OF THE INTERIOR GEOLOGICAL SURVEY

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK DRILL [X] DEEPEN [] PLUG BACK []
1b. TYPE OF WELL OIL WELL [] GAS WELL [X] OTHER [] SINGLE ZONE [X] MULTIPLE ZONE []
2. NAME OF OPERATOR Coseka Resources (U.S.A.) Limited
3. ADDRESS OF OPERATOR 718 17th Street, Suite 630, Denver, Colorado 80202
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.°) At surface 1058' FNL, 2348' FEL, Sec 8 T15S R23E, S. L. B. & M. At proposed prod. zone SAME NW NE
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE° 46.2 miles from Ouray, Utah
15. DISTANCE FROM PROPOSED° LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 1058'
16. NO. OF ACRES IN LEASE 2551.20
17. NO. OF ACRES ASSIGNED TO THIS WELL 360
18. DISTANCE FROM PROPOSED LOCATION° TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 9083' Morrison
19. PROPOSED DEPTH 9083' Morrison
20. ROTARY OR CABLE TOOLS Rotary
21. ELEVATIONS (Show whether DF, RT, GR, etc.) 7506' ungr
22. APPROX. DATE WORK WILL START° June 15, 1979

6. LEASE DESIGNATION AND SERIAL NO. U-9211
7. UNIT AGREEMENT NAME Main Canyon
8. FARM OR LEASE NAME Federal Unit
9. WELL NO. 15-8-15-23
10. FIELD AND POOL, OR WILDCAT Wildcat
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA NW/4 NE/4 Sec 8 T15S R23E
12. COUNTY OR PARISH Uintah Co
13. STATE Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

Table with 5 columns: SIZE OF HOLE, SIZE OF CASING, WEIGHT PER FOOT, SETTING DEPTH, QUANTITY OF CEMENT. Rows include 17-1/2", 12-1/4", and 7-7/8" hole sizes.

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DIVISION OF OIL, GAS & MINING

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

24. SIGNED [Signature] TITLE OPERATIONS MANAGER DATE 6/1/79
PERMIT NO. 43-047-30674 APPROVAL DATE February 20, 1980
APPROVED BY (W.R.G. SGD.) E. W. GUYNN TITLE DISTRICT ENGINEER DATE FEB 14 1980

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY *See Instructions On Reverse Side

FLARING OR VENTING OF GAS IS SUBJECT TO NTL 4-A DATED 1/1/80

W. State O+G

Oil and Gas Drilling

Supplementary EA #390-79A

United States Department of the Interior
Geological Survey
2000 Administration Bldg.
1745 West 1700 South
Salt Lake City, Utah 84104

Supplemental to Usual Environmental Analysis
Lease No.: U-9211

Operator: Coseka Resources (USA) LTD Well No.: 15-8-15-23
Location: 1058' FNL & 2348' FEL Sec.: 8 T.: 15S R.: 23E
County: Uintah State: Utah Field: Wildcat
Status: Surface Ownership: Public Minerals: Federal
Joint Field Inspection Date: of Ancillary Facilities July 19, 1979

Participants and Organizations:

Greg Darlington	USGS-Vernal
Ron Rogers	BLM-Vernal
Tom Graham	Coseka Resources
Dallas Galley	D.E. Casada Construction

Related Environmental Analyses and References:

1. Unit Resource Analysis, Seep Ridge Planning Unit, BLM Vernal.

Analysis Prepared by: Greg Darlington
Environmental Scientist
Vernal, Utah

Date: July 24, 1979

On June 29, 1979 Coseka Resources, LTD filed a Sundry Notice regarding the construction of ancillary facilities for the drilling of the No. 15-8-15-23 well, a gas test of the Dakota and Morrison Formations located at an elevation of 7506 feet in the NW/4 NE/4 Section 8-T15S-R23E Lease No. U-9211.

The ancillary facilities would involve the upgrading of an existing airstrip located in Section 21 and 22 T.15S, R23E, for the purpose of hauling crews into and out of the location. The airstrip is located adjacent to Seep Ridge Road which was planned for access use in the original proposal. No other access route changes are proposed.

Upgrading of the runway would involve brush removal and some minor grading and leveling performed as needed. The runway would be adequately maintained for use in the drilling of this and other nearby Coseka wells.

Environmental Considerations of the Proposed Action:

A Complete description of the existing environment in the area can be found in EA No. 390-79. Minor or no impacts to these resources would occur in the project area.

The social-economic effects of the projected frequent use patterns planned for this upgraded airstrip would be to increase accessibility into several wellsites in nearby areas, facilitate transportation of crews and supplies, allow for savings of fuel and transportation time, and avoid considerable commuting mileage on company and personal vehicles of the crews involved. The proposed action would involve restoring a presently abandoned facility to its intended use.

Only minor adverse effects which cannot be avoided would be involved. The proposed action would probably have a positive effect on the environment by mitigating some of the problems of increased road usage associated with the future, more extensive development of natural resources in the Book Cliffs Area.

The alternatives to the proposed action are to require more extensive road usage by not approving an airstrip, or to look for an alternate site for an airstrip. Since the proposed airstrip is already constructed and needs only minor upgrading, approval of Coseka's proposed action, with respect to its use, seems reasonable. The location of this airstrip is presently a matter of convenience for Coseka Resources, it being close to Seep Ridge Road and to many proposed wellsites in the area.

Determination:

This requested action does not constitute a major Federal action significantly affecting the environment in the sense of NEPA, 102 (2) (C).

2/6/80
Date

E. S. [Signature]
District Engineer
U. S. Geological Survey
Conservation Division
Oil and Gas Operations
Salt Lake City District

*This airstrip
probably should be
R-O-W Permit -
w/BLM concurrence
we are willing to
approve to expedite
operations.*

6

FROM: DISTRICT GEOLOGIST, , SALT LAKE CITY, UTAH

TO : DISTRICT ENGINEER, O&G, SALT LAKE CITY, UTAH

SUBJECT: APD MINERAL EVALUATION REPORT

LEASE NO. U-9211

OPERATOR: Cosika Resources (USA) Limited WELL NO. 15-8-15-23

LOCATION: ~~NE 1/4~~ ^{NW} ~~NE 1/4~~ ^{NE 1/4} sec. 8, T. 15S, R. 23E, S.L.M.
Uintah County, Utah

	<u>EOPS</u>		<u>EOPS</u>
1. Stratigraphy: Green River	-- surface	Mancoos	-- 4400
Wasatch	-- 1300'	Dakota	-- 8100
Mesa Verde	-- 2300'	Cedar Mtn.	-- 8300
Mancoos	-- 2500'	Morrison	-- 8400
Castlegate	-- 2700	T.O.	-- 9262
Mancoos	-- 3700		
Emerg.	-- 4000		

2. Fresh Water: Usable water possible through Mesa Verde Formation.

3. Leasable Minerals: Possible oil shale in Green River Formation. Possible coal through Mesa Verde Formation.

4. Additional Logs Needed: a log of the cuttings at 10' intervals should be done through the Mesa Verde in addition to the logging program.

5. Potential Geologic Hazards: Wasatch + Mesa Verde Formation are geopressed. Pressure gradient normal to middle of Wasatch + after that increases linearly to 0.52 psi/ft at base of Mesa Verde.

6. References and Remarks: previous NIPs, PI cards, L-736 map, The oil & gas journal, Jan 16, 1978 pg 71-74

Signature: Wendy Heppel Date: 6-28-79

United States Department of the Interior
Geological Survey
8440 Federal Building
Salt Lake City, Utah 84138

Usual Environmental Analysis

Lease No.: U-9211

Operator: Coseka Resources Ltd.

Well No.: 15-8-15-23

Location: 1058' FNL & 2348' FEL

Sec.: 8 T.: 15S R.: 23E

County: Uintah

State: Utah

Field: Wildcat

Status: Surface Ownership: Public

Minerals: Federal

Joint Field Inspection Date: July 3, 1979

Participants and Organizations:

Greg Darlington

U.S.G.S. Vernal

Ron Rogers

BLM Vernal

Tom Graham

Coseka Resources

Dallas Galley

D. E. Casada Const.

Lynn Gillies

Continental Helicopters

Related Environmental Analyses and References:

1. Unit Resource Anaysis, Seep Ridge Planning Unit, BLM, Vernal.

Analysis Prepared by: Greg Darlington
Environmental Scientist

Reviewed by: George Diwachak
Environmental Scientist
Salt Lake City, Utah

Date: July 6, 1979

Forested area

Pad 25' x 40'
Pit 15' x 20'
2/10 mi 18' new access
4/10 mi upgraded road
Flow line met in 2
Stack pile 475 cu ft
3 4/10 ac
Mitigation (9 6 & 7
3) A-C

Noted - G. Diwachak

Proposed Action:

On June 5, 1979, Coseka Resources filed an Application for Permit to Drill the No. 15-8-15-23 exploratory well, a 9083 foot gas test of the Morrison and Dakota formations; located at an elevation of 7506 ft. in the NW/4 ~~NE~~ Section 8-T15S-R23E on Federal mineral lands and Public surface; lease No. U-9211. There was no objection to the wellsite nor to the access road.

A rotary rig would be used for the drilling. An adequate casing and cementing program is proposed. Fresh-water sands and other mineral-bearing formations would be protected. A Blowout Preventor would be used during the drilling of the well. The proposed pressure rating should be adequate. Details of the operator's NTL-6 10-Point Subsurface Plan are on file in the U.S.G.S. District Office in Salt Lake City, Utah and the U.S.G.S. Northern Rocky Mountain Area Office in Casper, Wyoming. The 13-Point Surface Protection Plan is on file in the District Office in Salt Lake City.

A working agreement has been reached with the Bureau of Land Management the controlling surface agency. Rehabilitation plans would be decided upon as well neared completion; the Surface Management Agency would be consulted for technical expertise on those arrangements.

The operator proposes to construct a drill pad 250 ft. wide x 400 ft. long and reserve a pit 150 ft. x 200 ft. A new access road would be constructed 18 ft. wide x 0.2 miles long and an existing road would be upgraded to 18 ft. wide by 0.6 miles long from a maintained road. This access road would have a 30 foot right of way for the construction of any needed ditches. The operator proposes to construct production facilities on disturbed area of the proposed drill pad. If production is established, plans for a gas flow line would be submitted to the appropriate agencies for approval. The anticipated starting date is upon approval and duration of drilling activities would be about 30 days.

Location and Natural Setting:

The proposed drillsite is approximately 46.2 miles southeast of Ouray, Utah, the nearest town. A fair road runs to within 0.8 miles of the location. This well is a wildcat well.

Topography:

The wellsite is located on a fairly flat ridge in the midst of a forest.

Geology:

The surface geology is the Green River formation of Middle Eocene Age.

The soil is a sandy clay with mixed shale and sandstone gravels.

No geologic hazards are known near the drillsite.

Seismic risk for the area is minor. Anticipated geologic tops are filed with the 10-Point Subsurface Protection Plan.

Approval of the proposed action would be conditioned that adequate and sufficient electric density logging surveys would be made to locate and identify any potential mineral resources. Production casing and cementing would be adjusted to assure no influence of the hydrocarbon zones through the well bore on these minerals. In the event the well is abandoned, cement plugs would be placed with drilling fluid in the hole to assure protection of any mineral resources.

The potential for loss of circulation would exist. Loss of circulation may result in the lowering of the mud levels, which might permit exposed upper formations to blow out or to cause formations to slough and stick to drill pipe. A loss of circulation would result in contamination due to the introduction of drilling muds, mud chemicals, filler materials, and water deep in to the permeable zone, fissures, fractures, and caverns within the formation in which fluid loss is occurring. The use of special drilling techniques, drilling muds, and lost circulation materials may be effective in controlling lost circulation. The operator plans to use air, as a circulating medium which would reduce the potential for loss of circulation.

A geologic review of the proposed action has been furnished by the Area Geologist, U. S. Geological Survey, Salt Lake City, Utah.

The operator's drilling, cementing, casing and blowout prevention programs have been reviewed by the Geological Survey Engineers and determined to be adequate.

Soils:

No detailed soil survey has been made of the project area. The top soils in the area range from a sandy clay to a clay soil. The soil is subject to runoff from rainfall and has a high runoff potential and sediment production would be high. The soils are mildly to moderately alkaline and support the pinon-juniper association.

The top soil would be removed from the surface and stockpiled. The soil would be spread over the surface of disturbed areas when abandoned to aid in rehabilitation of the surface. Rehabilitation is necessary to prevent erosion and encroachment of undesired species on the disturbed areas. The operator proposes to rehabilitate the location and access road per the recommendations of the Bureau of Land Management.

Approximately 3.4 acres of land would be stripped of vegetation. This would increase the erosional potential. Proper construction practice, construction of water bars, reseeding of slope-cut area would minimize this impact.

Air:

No specific data on air quality is available at the proposed location. There would be a minor increase in air pollution due to emissions from rig and support traffic engines. Particulate matter would increase due to dust from travel over unpaved dirt roads. The potential for increased air pollution due to leaks, spills, and fire would be possible.

Relatively heavy traffic would be anticipated during the drilling-operations phase, increasing dust levels and exhaust pollutants in the area. If the well was to be completed for production, traffic would be reduced substantially to a maintenance schedule with a corresponding decrease of dust levels and exhaust pollutants to minor levels. If the project results in a dry hole, all operations and impact from vehicular traffic would cease after abandonment. Due to the limited number of service vehicles and limited time span of their operation, the air quality would not be substantially reduced.

Toxic or noxious gases would not be anticipated.

Precipitation:

Annual rain fall should range from about 8" to 11" at the proposed location. The majority of the numerous drainages in the surrounding area are of a non-perennial nature flowing only during early spring runoff and during extremely heavy rain storms. This type of storm is rather uncommon as the normal annual precipitation is around 8".

Winds are medium and gusty, occurring predominately from west to east. Air mass inversions are rare. The climate is semi-arid with abundant sunshine, hot summers and cold winters with temperature variations on a daily and seasonal basis.

Surface Water Hydrology:

The location has drainage to Main Canyon which drains to Willow Creek which flows into the Green River.

Some additional erosion would be expected in the area since surface vegetation would be removed. If erosion became serious, drainage systems such as water bars and dikes would be installed to minimize the problem. The proposed project should have minor impact on the surface water systems. The potentials for pollution would be present from leaks and spills. The operator is required to report and clean-up all spills or leaks.

Ground Water Hydrology:

Some minor pollution of ground water systems would occur with the introduction of drilling fluids (filtrate) into the aquifer. This is normal and unavoidable during rotary drilling operations. The potential for communication, contamination and comingling of formations via the well bore would be possible. The drilling program is designed to prevent this. There is need for more data on hydrologic systems in the area and the drilling of this well may provide some basic information as all shows of fresh water would be reported. Water production with the gas would require disposal of produced water per the requirements of NTL-2B. The depths of fresh water formations are listed in the 10-Point Subsurface Protection Plan. The pits would be unlined. If fresh water should be available from the well, the owner or surface agency may request completion as a water well if given approval.

Vegetation:

The location is in a forest of pinon, pine, and juniper. Patches of sagebush and native grasses are nearby.

Plants in the area are of the pinon-juniper association.

Proposed action would remove about 3.4 acres of vegetation. Removal of vegetation would increase the erosional potential and there would be a minor decrease in the amount of vegetation available for grazing.

The operator proposes to rehabilitate the surface upon completion of operations.

Wildlife:

The fauna of the area consists predominately of mule deer, coyotes, rabbits, foxes, and varieties of small ground squirrels and other types of rodents and various types of reptiles. The area is used by man for the primary purpose of grazing domestic livestock and sheep. The birds of the area are raptors, finches, ground sparrows, magpies, crows, and jays.

An animal and plant inventory has been made by the BLM. No endangered plants or animals are known to inhabit the project area.

Social-Economic Effect:

An on the ground surface archaeological reconnaissance would be required prior to approval of the proposed action. Appropriate clearances would then be obtained from the surface managing agency. If a historic artifact, an archaeological feature or site is discovered during construction operations; activity would cease until the extent, the scientific importance, and the method of mitigation the adverse effects could be determined by a qualified cultural resource specialist.

There are no occupied dwellings or other facilities of this nature in the general area. Minor distractions from aesthetics would occur over the lifetime of the project and is judged to be minor. All permanent facilities placed on the location would be painted a color to blend in with the natural environment. Present use of the area is grazing, recreation, and oil and gas activities.

Noise from the drilling operations may temporarily disturb wildlife and people in the area. Noise levels would be moderately high during drilling and completion operations. Upon completion, noise levels would be infrequent and significantly less. If the area is abandoned, noise levels should return to pre-drilling levels.

The site is not visible from any major roads. After drilling operations, completion equipment would be visible to passersby of the area but would not present a major intrusion.

The economic effect of one well would be difficult to determine. The overall effect of oil and gas drilling and production activity are significant in Uintah County.

But should this well discover a significant new hydrocarbon source, local, state and possibly national economics might be improved. In this instance, other development wells would be anticipated, with substantially greater environmental and economic impacts.

Should the wellsite be abandoned, surface rehabilitation would be done according to the surface agency's requirements and to USGS's satisfaction. This would involve leveling, contouring, reseeding, etc., of the location and possibly the access road. If the well should produce hydrocarbons, measures would be undertaken to protect wildlife and domestic stock from the production equipment.

There are no national, state, or local parks, forests, wildlife refuges or ranges, grasslands, monuments, trails or other formally designated recreational facilities near the proposed location.

The proposed location is within the Seep Ridge Planning Unit. This Environmental Assessment Record was compiled by the Bureau of Land Management, the surface managing agency of the Federal surface in the area. The study includes additional information on the environmental impact of oil and gas operations in this area and gives use recommendations. The E.A.R. is on file in the agency's State offices and is incorporated herein by reference.

Waste Disposal:

The mud and reserve pits would contain all fluids used during the drilling operations. A trash cage would be utilized for any solid wastes generated at the site and would be hauled away at the completion of the operations. Sewage would be handled according to State sanitary codes. For further information, see the 13-Point Surface Plan.

Alternative to the Proposed Action:

1). Not approving the proposed permit -- the oil and gas lease grants the lessee exclusive right to drill for, mine, extract, remove and dispose of all oil and gas deposits.

Under leasing provisions, the Geological Survey has an obligation to allow mineral development if the environmental consequences are not too severe or irreversible. Upon rehabilitation of the site, the environmental effects of this action would be substantially mitigated, if not totally annulled. Permanent damage to the surface and subsurface would be prevented as much as possible under U.S.G.S. and other controlling agencies supervision with rehabilitation planning reversing almost all effects. Additionally, the growing scarcity of oil and gas should be taken into consideration. Therefore, the alternative of not proceeding with the proposed action at this time is rejected.

2). Minor relocation of the wellsite and access road or any special, restrictive stipulations or modifications to the proposed program would not significantly reduce the environmental impact. There are no severe vegetation, animal or archaeological-historical-cultural conflicts at the site. Since only a minor impact on the environment would be expected, the alternative of moving the location is rejected. At abandonment, normal rehabilitation of the area such as contouring, reseeding, etc., would be undertaken with an eventual return to the present status as outlined in the 13-Point Surface Plan.

3). Drilling should be allowed provided the following mitigative measures are incorporated into the proposed APD and adhered to by the operator.



Well 15-8-15-23

Coseka

7-3-1979

EA 390-79

- A. A trash cage would be utilized for any solid wastes generated at the site and would be hauled away at the completion of drilling activities.
- B. Any trees removed from the location would be piled nearby and kept separate from the excavation dirt and topsoil piles.
- C. The BLM regulations regarding winter use of the area are to be followed.

Adverse Environmental Effects Which Cannot Be Avoided:

Surface disturbance and removal of vegetation from approximately 3.4 acres of land surface for the lifetime of the project which would result in increased and accelerated erosional potential. Grazing would be eliminated in the disturbed areas and there would be a minor and temporary disturbance of wildlife and livestock. Minor induced air pollution due to exhaust emissions from rig engines of support traffic engines would occur. Minor increase in dust pollution would occur due to vehicular traffic associated with the operation. If the well is a gas producer, additional surface disturbance would be required to install production pipelines. The potential for fires, gas leaks, and spills of oil and water would exist. During the construction and drilling phases of the project, noise levels would increase. Potential for sub-surface damage to fresh water aquifers and other geologic formations exists. Minor distractions from aesthetics during the lifetime of the project would exist. If the well is a producer, an irreplaceable commitment of resources would be made. Erosion from the site would eventually be carried as sediment in the Willow Creek. The potential for pollution to the Willow Creek would exist through leaks and spills.

Determination:

This requested action ~~does~~ does not constitute a major Federal action significantly affecting the environment in the sense of NEPA, 102 (2) (C).

8/29/79
Date

E. S. Sweeney
District Engineer
U. S. Geological Survey
Conservation Division
Oil and Gas Operations
Salt Lake City District

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN TRIPPLICATE*
(Other instructions on re-
verse side)

Form approved.
Budget Bureau No. 42-11424.

5. LEASE DESIGNATION AND SERIAL NO.

U-9211

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. OIL WELL GAS WELL OTHER

7. UNIT AGREEMENT NAME
Main Canyon

2. NAME OF OPERATOR
Coseka Resources (U.S.A.) Limited

8. FARM OR LEASE NAME
Federal

3. ADDRESS OF OPERATOR
718 17th Street, Suite 630, Denver, Colorado 80202

9. WELL NO.
15-8-15-23

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
See also space 17 below.)
At surface
1058' FNL, 2348' FEL, Sec8, T15S, R23E, S.L.B.& M.
NW NE

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
NW1/4 NE1/4 Sec 8 T15S R2

14. PERMIT NO.

15. ELEVATIONS (Show whether DF, RT, CR, etc.)
7506' ungr

12. COUNTY OR PARISH
Uintah

13. STATE
Utah

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

NOTICE OF INTENTION TO:

TEST WATER SHUT-OFF
FRACTURE TREAT
SHOOT OR ACIDIZE
REPAIR WELL
(Other)
PULL OR ALTER CASING
MULTIPLE COMPLETE
ABANDON*
CHANGE PLANS

SUBSEQUENT REPORT OF:

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

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

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

SEE ATTACHMENT A

Supplemental EA #390-79A

RECEIVED

FEB 15 1980

DIVISION OF:
OIL, GAS & MINING

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

SIGNED [Signature] TITLE Acting Operations Manager

DATE 6-22-79

(This space for Federal or State office use)

APPROVED BY _____ TITLE _____ DATE _____
CONDITIONS OF APPROVAL, IF ANY:

ATTACHMENT A

To include in the 13 point surface use and operations plan.

Item 8, Ancillary Facilities

The existing dirt airstrip running from southeast to northwest in Section 21 and Section 22, T. 15S, R. 23E, will be used for the purpose of hauling crews into and out of the location. Grading of brush which has grown on the runway will be necessary. No new construction of any kind is planned.

Item 2, Planned Access Roads

See attached Topographic Map "B".

The planned access road (total length) will be approximately 1056 feet in length and will comply with the general specifications as outlined.

- (1) The proposed access road will have a 30' right of way with a 20' crown road (10' either side of the centerline) and drain ditches along either side of the proposed road where it is determined necessary in order to handle any run-off from any normal weather conditions that are prevalent to this area.
- (2) The grade of this road will vary from flat to 8%, but will not exceed this amount. This road will be constructed from native borrow accumulated during construction. The average grade will be 4.1%.
- (3) If deemed necessary by the local governmental agencies or their representatives, turnouts will be installed for safety purposes every 0.25 miles or on the top of ridges that will provide the greatest sight distance. These turnouts will be 200' in length and 12' in width and will be tapered from the shoulder of the road for a distance of 50' in length at both the access and outlet ends.
- (4) See Item 5 below.
- (5) See Topographic Map "B". No major cuts, fills or culverts are necessary for building the proposed access road.
- (6) Surfacing material shall be the native borrow material from the cut areas and will be used to stabilize the road surface and location. No other material for construction is anticipated.

- (7) Any fences that are encountered along this access road will be cut and replaced with a cattleguard with a minimum width of 20' and a loading factor large enough to facilitate the heavy trucks required in the drilling and production of this well.

If cattleguards are to be located at existing gates, they will be installed with the above requirements and with a new gate installed at one end of the cattleguard. No cattleguards are planned at this time.

- (8) The road has been center-line flagged for the full distance of the proposed route.

MAIN CANYON #15-8-15-23

PROPOSED LOCATION

TOPO.

MAP "B"

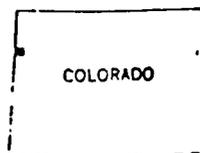


SCALE - 1" = 2000'

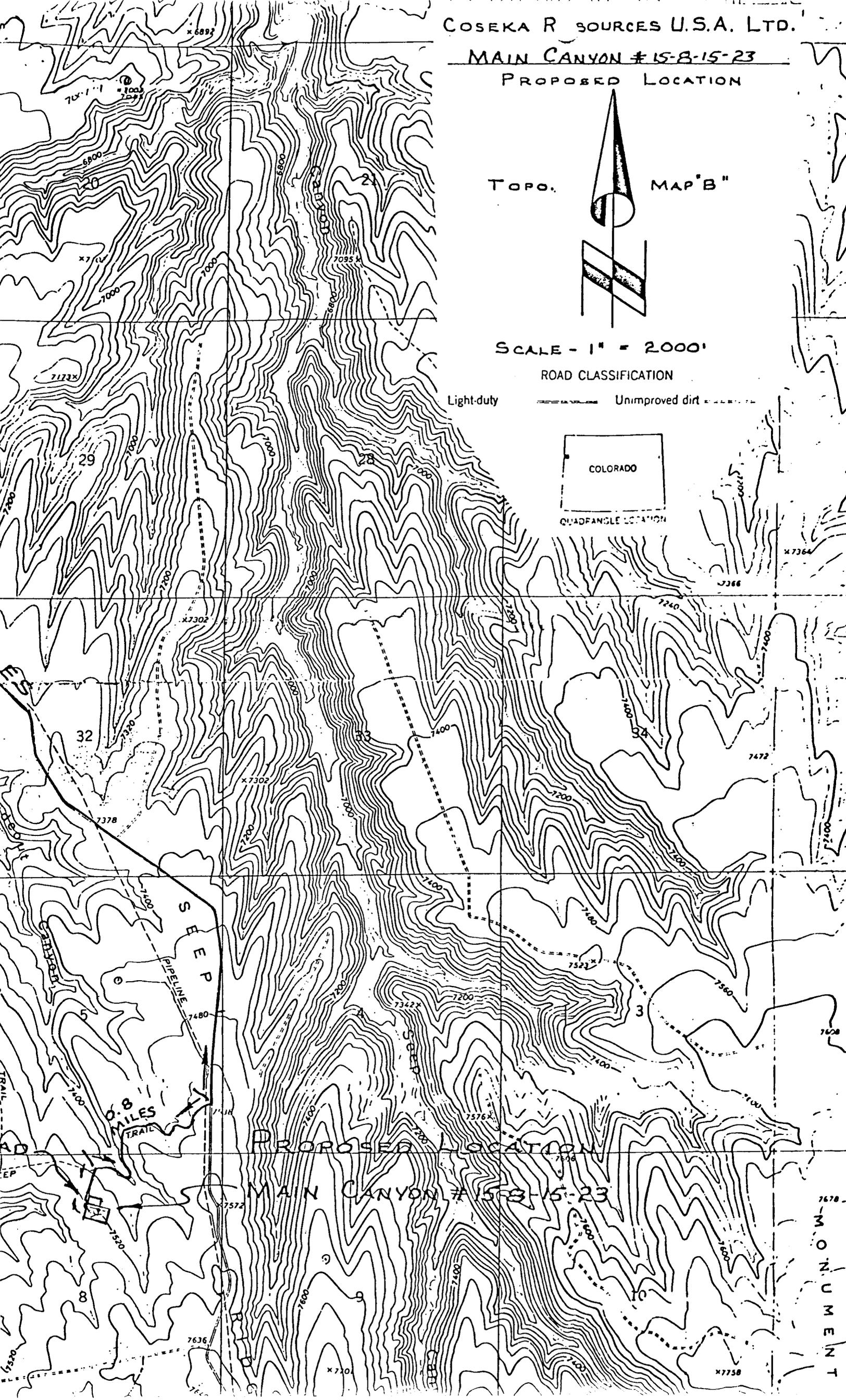
ROAD CLASSIFICATION

Light-duty

Unimproved dirt



QUADRANGLE LOCATION



PROPOSED LOCATION

MAIN CANYON #15-8-15-23

MONUMENT



24

19

Drill Hole

25

30

29

UTAH

45 MILES

36

31

32

WASH

NORTH

Canyon

Little John

PROPOSED ACCESS ROAD

0.2 MILES

0.8 MILES TRAIL

PIPELINE

JEOP TRAIL

JEOP TRAIL

JEOP TRAIL

CANYON

12

8

7636

7572

x7302

x7302

x7320

x7297

7274x

7281

x7232

x7150

x7130

7100x

x6892

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** FILE NOTATIONS **

DATE: February 15, 1980

Operator: Coska Resources, (USA) Limited

Well No: Main Canyon Unit # 15-8-15-23

Location: Sec. 8 T. 15S R. 23E County: Wintah

File Prepared:

Entered on N.I.D.:

Card Indexed:

Completion Sheet:

API Number 43-047-30674

CHECKED BY:

Geological Engineer: M. J. Minder 2/18/80

Needs survey plat & should be notified that they must file with state and receive approval prior to drilling

Petroleum Engineer: _____

Director: _____

at least 500' from Unit boundary

APPROVAL LETTER:

Bond Required:

Survey Plat Required:

Order No. _____

O.K. Rule C-3

Rule C-3(c), Topographic Exception/company owns or controls acreage within a 660' radius of proposed site

Lease Designation Sec-Unit

Plotted on Map

Approval Letter Written

Wtm

Unit approval

*PI
W*

February 20, 1980

Coseka Resources, Ltd.
718 17th Street, Suite 630
Denver, Colorado 80202

Re: Well No. Main Canyon Unit #15-8-15-23
Sec. 8, T. 15S, R. 23E.,
Uintah County, Utah

Insofar as this office is concerned, approval to drill the above referred to gas well is hereby granted in accordance with Section 40-6-11, Utah Code Annotated 1953; and predicated on Rule A-3, General Rules and Regulations and Rules of Practice and Procedure.

Should you determine that it will be necessary to plug and abandon this well, you are hereby requested to immediately notify the following:

MICHAEL T. MINDER
Geological Engineer
Office: 533-5771
Home: 876-3001

Enclosed please find Form OGC-8-X, which is to be completed whether or not water sands (aquifers) are encountered during drilling. Your cooperation in completing this form will be appreciated.

Further, it is requested that this Division be notified within 24 hours after drilling operations commence, and that the drilling contractor and rig number be identified.

The API number assigned to this well is 43-047-30674.

Sincerely,

DIVISION OF OIL, GAS AND MINING

Michael T. Minder
Geological Engineer

/b:tm

cc: USGS



SCOTT M. MATHESON
Governor

GORDON E. HARMSTON
Executive Director,
NATURAL RESOURCES

CLEON B. FEIGHT
Director

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING
1588 West North Temple
Salt Lake City, Utah 84116
(801) 533-5771

OIL, GAS, AND MINING BOARD

CHARLES R. HENDERSON
Chairman

JOHN L. BELL
C. RAY JUVELIN
THADIS W. BOX
CONSTANCE K. LUNDBERG
EDWARD T. BECK
E. STEELE McINTYRE

October 29, 1980

Coseka Resources, Ltd.
718 17th St., Suite 630
Denver, Colo. 80202

RE: SEE ATTACHMENT SHEET FOR
WELLS.

Gentlemen:

In reference to above mentioned well(s), considerable time has gone by since approval was obtained from this office.

This office has not received any notification of spudding. If you do not intend to drill this well (these wells), please notify this Division. If spudding or any other activity has taken place, please send necessary forms. (If we do not hear from your company within fifteen (15) days, we will assume that you do not intend to drill this well (these wells) and action will be taken to terminate the application.) If you plan on drilling this location at a later date, please notify as such.

Your prompt attention to the above will be greatly appreciated.

Very truly yours,

DIVISION OF OIL, GAS, AND MINING

Debbie Beauregard

DEBBIE BEAUREGARD
CLERK-TYPIST

SHEET ATTACHMENT:

- (1) Well No. Rat Hole Canyon #3
Sec. 9, T. 14S, R. 25E,
Uintah County, Utah
- (2) Well No. Main Canyon # 11-10-15-23
Sec. 10, T. 15S, R. 23E,
Uintah County, Utah
- (3) Well No. Main Canyon Unit # 15-8-15-23
Sec. 8, T. 15S, R. 23E,
Uintah County, Utah
- (4) Well No. Wolf Point Unit. # 10-2-15-22
Sec. 2, T. 15S, R. 22E,
Uintah County, Utah

P. Casika

NOTICE OF SPUD

Caller: Jimmy Dean

Phone: _____

Well Number: Main Canyon 15-8-15-23

Location: NWNE 8-155-23E

County: Uintah State: Utah

Lease Number: U-9211

Lease Expiration Date: _____

Unit Name (If Applicable): _____

Date & Time Spudded: 1-10-81 9:30 A.M.

Dry Hole Spudder Rotary: _____

Details of Spud (Hole, Casing, Cement, etc.) 12 1/4" hole

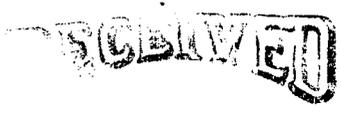
Rotary Rig Name & Number: Leon Ross Rig #1

Approximate Date Rotary Moves In: _____

FOLLOW WITH SUNDRY NOTICE

Call Received By: K.R.

Date: 1-12-81



JAN 14 1981

DIVISION OF OIL, GAS & MINING



COSEKA RESOURCES (U.S.A.) LIMITED

718 17th STREET, SUITE #630, DENVER, COLORADO 80202 (303) 573-6178

April 16, 1981

State of Utah
Division of Oil, Gas & Mining
1588 West, North Temple
Salt Lake City, Utah 84116

Re: Main Canyon Unit
Federal 15-8-15-23
NW NE Sec. 8-T15S-R23E
Uiptah County, Utah

Gentlemen:

Enclosed, in duplicate, is the Well Completion Report for the above referenced well.

Thank you.

Very truly yours,

COSEKA RESOURCES (U.S.A.) LIMITED

Brenda Groghan

Brenda Groghan
Production Secretary

/bg

Enclosures

RECEIVED
APR 22 1981

DIVISION OF
OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

SUBMIT IN DUPLICATE

(See instructions on reverse side)

Form approved.
Budget Bureau No. 42-R355

5. LEASE DESIGNATION AND SERIAL NO.

U-9211

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

Main Canyon

8. FARM OR LEASE NAME

Federal

9. WELL NO.

15-8-15-23

10. FIELD AND POOL, OR WILDCAT

Wildcat

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

NW NE
Sec. 8-15S-23E

12. COUNTY OR PARISH
Uintah

13. STATE
Utah

RECEIVED
APR 22 1981

DIVISION OF
OIL, GAS & MINING

14. PERMIT NO. DATE ISSUED
43-047-30674 | 2/14/80

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

b. TYPE OF COMPLETION: NEW WELL WORK OVER DEEP-EN PLUG BACK DIFF. RESVR. Other _____

2. NAME OF OPERATOR
Coseka Resources (U.S.A.) Limited

3. ADDRESS OF OPERATOR
718 17th St. #630, Denver, CO 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)
At surface
1058' FNL & 2348' FEL, Sec. 8-15S-23E
At top prod. interval reported below
Same
At total depth
Same

15. DATE SPUDDED 16. DATE T.D. REACHED 17. DATE COMPL. (Ready to prod.) 18. ELEVATIONS (DF, REB, RT, GR, ETC.)* 19. ELEV. CASINGHEAD
1/10/81 3/16/81 4/10/81 7506' ungr -

20. TOTAL DEPTH, MD & TVD 21. PLUG, BACK T.D., MD & TVD 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS DRILLED BY 24. ROTARY TOOLS 25. CABLE TOOLS
8784' 8737' - -> X No

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 25. WAS DIRECTIONAL SURVEY MADE
Dakota: Top- Bottom- 6-42 05-70 No

26. TYPE ELECTRIC AND OTHER LOGS RUN 27. WAS WELL CORED
DIL, FDC-CNL-GR, FIL, CBL-VDL-GR No

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9 5/8"	36#	205'	12 1/4"	85 SXS	
7"	23#	5014'	8 3/4"	200 SXS	
4 1/2"	11.6#	8779'	6 1/4"	300 SXS	

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2 3/8"	8449'	

31. PERFORATION RECORD (Interval, size and number) 32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
Perforate 11 - .32" holes @ 8454, 66, 72, 8522, 74, 79, 82, 8686, 91, 95	

33.* PRODUCTION

DATE FIRST PRODUCTION	PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)	WELL STATUS (Producing or shut-in)					
SI	Flowing	SI					
DATE OF TEST	HOURS TESTED	CHOKER SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
4/10/81	24	17/64	->	6	1781	5	-
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
720	840	->	6	1781	5	-	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) TEST WITNESSED BY
Sold Boyd Snow

35. LIST OF ATTACHMENTS
Logs under separate cover.

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

SIGNED Dean Rogers TITLE Senior Operations Engineer DATE 4/15/81
Dean Rogers

*(See Instructions and Spaces for Additional Data on Reverse Side)

INSTRUCTIONS

General: This form is designed for submitting a complete and correct well completion report and log on all types of lands and leases to either a Federal agency or a State agency, or both, pursuant to applicable Federal and/or State laws and regulations. Any necessary special instructions concerning the use of this form and the number of copies to be submitted, particularly with regard to local, area, or regional procedures and practices, either are shown below or will be issued by, or may be obtained from, the local Federal and/or State office. See instructions on items 22 and 24, and 33, below regarding separate reports for separate completions.

If not filed prior to the time this summary record is submitted, copies of all currently available logs (drillers, geologists, sample and core analysis, all types electric, etc.), formation and pressure tests, and directional surveys, should be attached hereto, to the extent required by applicable Federal and/or State laws and regulations. All attachments should be listed on this form, see item 35.

Item 4: If there are no applicable State requirements, locations on Federal or Indian land should be described in accordance with Federal requirements. Consult local State or Federal office for specific instructions.

Item 18: Indicate which elevation is used as reference (where not otherwise shown) for depth measurements given in other spaces on this form and in any attachments. **Items 22 and 24:** If this well is completed for separate production from more than one interval zone (multiple completion), so state in item 22, and in item 24 show the producing interval, or intervals, top(s), bottom(s) and name(s) (if any) for only the interval reported in item 33. Submit a separate report (page) on this form, adequately identified, for each additional interval to be separately produced, showing the additional data pertinent to such interval.

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool. **Item 33:** Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

37. SUMMARY OF POROUS ZONES:

SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
Mancos "B" Dakota	5342 8392	6014 8590	

38. GEOLOGIC MARKERS

NAME	MEAS. DEPTH	TOP TRUE VERT. DEPTH
Wasatch	1533	
Mesa Verde	2309	
Sego	4502	
Buck Tongue	4569	
Castlegate	4595	
Mancos "B"	5342	
Dakota	8392	
Cedar Mountain	8590	
Morrison	8702	

May 1, 1981

Coseka Resources, (USA) Ltd.
718-17th Street, Ste. #630
Denver, Colo. 80202

RE: WELL NO. Main Cyn. Un. #15-8-15-23,
Sec. 8, T. 15S, R. 23E,
Uintah County, Utah

Gentlemen:

According to our records, a "Well Completion Report" filed with this office 4-15-81, from above referred to well indicates the following electric logs were run: DIL, FDC-CNL-GR, FIL, CBL-VDL-GR. As of today's date office has not received these logs.

Rule C-5, General Rules and Regulations and Rules of Practice and Procedure requires that a well log shall be filed with the commission together with a copy of the electric and radioactivity logs.

Your prompt attention to the above will be greatly appreciated.

Sincerely,

DIVISION OF OIL, GAS, AND MINING

Debbie Beauregard
DEBBIE BEAUREGARD
WELL RECORDS CLERK



UTAH
NATURAL RESOURCE
Oil, Gas & Mining

355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut
84180-1203. • (801-538-5340)

MONTHLY OIL AND GAS PRODUCTION REPORT

Operator name and address:

• COSEKA RESOURCES USA LTD
SUITE 300 1512 LARIMER ST
DENVER CO 80202 1602
ATTN: DAVID JOHNSON

Utah Account No. NO280
Report Period (Month/Year) 6 / 88
Amended Report

Well Name	Producing	Days	Production Volume		
API Number Entity Location	Zone	Oper	Oil (BBL)	Gas (MSCF)	Water (BBL)
PINE SPRING UNIT #1	DKTA				
4304730284 00595 14S 22E 15	DKTA				
PINE VIEW FED 1-10-14-22	WSTC				
4304731365 07105 14S 22E 10	WSTC				
MAIN CYN 14-16-15-23	DKTA				
4304730394 08045 15S 23E 16	DKTA				
MAIN CYN 11-9-15-23	DKTA				
4304730616 08045 15S 23E 9	DKTA				
MAIN CYN 13-15-15-23	DKTA				
4304730618 08045 15S 23E 15	DKTA				
MAIN CYN 11-10-15-23	DK-BK				
4304730639 08045 15S 23E 10	DK-BK				
MAIN CYN 15-8-15-23	DKTA				
4304730674 08045 15S 23E 8	DKTA				
MAIN CYN 2-8-15-23	DKTA				
4304730735 08045 15S 23E 8	DKTA				
MAIN CYN 7-17-15-23	DKTA				
4304730736 08045 15S 23E 17	DKTA				
MAIN CYN 8-7-15-32	DKTA				
4304730977 08045 15S 23E 7	DKTA				
MAIN CYN 4-4-15-23	DKTA				
4304731043 08045 15S 23E 4	DKTA				
MAIN CYN 8-8-15-23	MNCS				
4304731044 08045 15S 23E 8	MNCS				
MAIN CYN 9-3-15-23	DKTA				
4304731070 08045 15S 23E 3	DKTA				
TOTAL					

Comments (attach separate sheet if necessary) _____

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

Authorized signature _____ Telephone _____



COSEKA RESOURCES (U.S.A.) LIMITED

300 WRITER SQUARE, 1512 LARIMER STREET, DENVER, COLORADO 80202-1602 (303) 573-6178

RECEIVED
JUL 1 1988

DIVISION OF
OIL, GAS & MINING

June 27, 1988

On June 30, 1988, Coseka Resources (U.S.A.) Limited will be merged with and change its name to Arch Oil & Gas Company. The address for the organization will be unchanged at 300 Writer Square Building, 1512 Larimer, Suite 300, Denver, Colorado 80202-1602. The telephone number will also remain the same at (303) 573-6178.

While there should be no change in your communications with us, it is our hope that this change in name reflects the resolution of the past bankruptcy and the new and positive direction for the company. We look forward to working with you in the future as Arch Oil & Gas Company.

Thank you for your interest and if you have any questions, please contact us.

Sincerely,

Coseka Resources (U.S.A.) Limited

EXHIBIT "A"

Attached to and made a part of that certain Sundry Notice,
executed August 30, 1991, Change of Operator.

<u>Well Name</u>	<u>Lease Number</u>
Dry Burn No. 1 (7-29-13-25)	U-10184 - Dry Burn Unit - Not approved as of 3-24-92
Federal 9-12-14-21	U-10272
Pine Springs Unit No. 1 (6-15-14-22)	U-27413 - Pine Springs Unit
Federal 12-18-14-22	U-27413
Federal 8-20-14-22	U-6841
Federal 7-21-14-22	U-10199
Federal 13-26-14-22	U-10199
Federal 13-17-14-23	U-27413
Federal 1-25-14-23	U-6613
Federal 4-25-14-23	U-38073
Federal 16-25-14-23	U-38073 - Trapp Springs Unit
Federal 3-26-14-23	U-38073
Federal 6-35-14-23	U-38071
State 8-36-14-23	U-32572
Federal 6-13-14-24	ML-18667 - Trapp Springs Unit
Sweetwater No. 1 (12-14-14-24)	U-10132
Federal 1-L-23 (10-23-14-24)	U-10133 - Sweetwater Cya. Unit
Rat Hole No. 1 (7-8-14-25)	U-10133
Federal 3-11-15-21	U-3716A - Rat Hole Unit
Federal 5-13-15-21	U-6618
Federal 6-14-15-21	U-30112
Federal 7-15-15-21	U-10173
State 8-2-15-22	U-6618
State 11-2-15-22	ML-22320
Federal 2-18-15-22	ML-22320
Federal 6-3-15-23	U-30112
Federal 4-4-15-23	U-8361
Federal 16-4-15-23	U-8361
Federal 8-7-15-23	U-8361
Federal 2-8-15-23	U-9211
Federal 6-8-15-23	U-9211
Federal 15-8-15-23	U-9211
Federal 11-10-15-23	U-9211
Federal 7-17-15-23	U-8361
Federal 7-30-15-23	U-8359
Federal 12-8-15-24	U-8351
Federal 14-15-15-24	U-2836 - Black Horse Canyon Unit
Blackhorse No. 2 (1-29-15-24)	U-2837
Federal 4-30-16-24	U-2838 - Black Horse Canyon Unit
Federal 11-30-16-24	U-15889 - Middle Canyon Unit
	U-30123

6. Lease Designation and Serial Number

7. Indian Allottee or Tribe Name

8. Unit or Communitization Agreement

9. Well Name and Number

10. API Well Number

11. Field and Pool, or Wildcat

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— for such proposals

Type of Well
 Oil Well Gas Well Other (specify)

Name of Operator
Arch Oil & Gas Company

Address of Operator
1512 Larimer St., Suite 300, Denver, CO 80202

4. Telephone Number
(303) 573-6179

Location of Well
Footage :
County :
QQ, Sec. T., R., M. :
State : UTAH

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandonment
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Multiple Completion
- Other Change of Operator
- New Construction
- Pull or Alter Casing
- Recompletion
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandonment *
- Casing Repair
- Change of Plans
- Conversion to Injection
- Fracture Treat
- Other _____
- New Construction
- Pull or Alter Casing
- Shoot or Acidize
- Vent or Flare
- Water Shut-Off

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.

13. 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.)

Arch Oil & Gas Company has sold all of its interests in the attached wells to Bonneville Fuels Corporation. Bonneville Fuels Corporation will assume operations at 7:00 A.M. August 31, 1991.

RECEIVED

SEP 13 1991

DIVISION OF
OIL GAS & MINING

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

Name & Signature Lee McCollum *Lee McCollum* Title Vice President Date 8/30/91

(State Use Only)

- N0405

ARCH OIL & GAS COMPANY

P.O. BOX 2499
MIDLAND, TEXAS 79702

January 14, 1992

RECEIVED
STATE TAX COMMISSION

JAN 23 1992

Oil and Gas Tax Returns
Utah State Tax Commission
160 E. 300 S
Salt Lake City, Utah 84134-0550

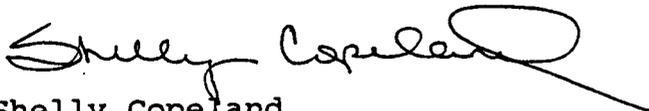
RECEIVED BY
Auditing Division

Dear Sirs:

Please be advised that effective with September 91, sales Arch Oil no longer owns or operators any Utah wells. We sold our interest to Bonneville Fuels Corporation, 1660 Broadway Suite 1110, Denver Co 80202.

^{N5685} If you have any further questions concerning this matter, please let me know.

Sincerely,



Shelly Copeland
Revenue Department
(915) 686-6467



355 West North Temple, 3 Triad Center, Suite 350, Salt Lake City, Ut 84180-1203. (801-538-5340)

MONTHLY OIL AND GAS PRODUCTION REPORT

RECEIVED

Operator name and address:

ATTN SUSAN SEYEDAN ARCH OIL & GAS COMPANY PO BOX 2499 MIDLAND TX 79702

MAR 12 1992

DIVISION OF OIL GAS & MINING

Utah Account No. N0405 Report Period (Month/Year) 2 / 92 Amended Report []

Table with columns: Well Name, API Number, Entity, Location, Producing Zone, Days Oper, Production Volume (Oil (BBL), Gas (MSCF), Water (BBL)). Rows include PINE SPRING UNIT #1, MAIN CYN 11-10-15-23, etc.

Dry Burn Unit - Not approved as of 3-24-92.

TOTAL

Comments (attach separate sheet if necessary)

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

Authorized signature Telephone

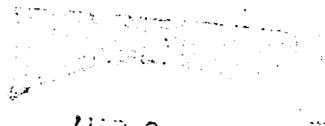
ROUTING AND TRANSMITTAL SLIP

Date

TO: (Name, office symbol, room number, building, Agency/Post)		Initials	Date
1.	Lisha Romero		
2.			
3.			
4.			
5.			

Action	File	Note and Return
Approval	For Clearance	Per Conversation
As Requested	For Correction	Prepare Reply
Circulate	For Your Information	See Me
Comment	Investigate	Signature
Coordination	Justify	

REMARKS


 MAR 20 1982
 DIVISION OF
 CALIFORNIA BUREAU

DO NOT use this form as a RECORD of approvals, concurrences, disposals, clearances, and similar actions

FROM: (Name, org. symbol, Agency/Post)	Room No.—Bldg.
	Phone No. 289-1362

Sally Vernal BLM

5041-102

GPO : 1987 O - 196-409

OPTIONAL FORM 41 (Rev. 7-76)
 Prescribed by GSA
 FPMR (41 CFR) 101-11.206

<u>Lease Number</u>	<u>Well Name</u>	<u>API #</u>	<u>Location</u>	<u>Section</u>	<u>Township</u>	<u>Range</u>
U-10184 <i>Denial</i>	Dry Burn No. 1	43047 30331	NW/SE	29	13S	25E
U-10272 <i>Accepted</i>	Federal 9-12-14-21	43047 31096	SE/NE	12	14S	21E
U-27413 <i>Accepted</i>	Pine Springs Unit No. 1	43047 30284	SE/SW	15	14S	22E
U-6841 <i>Accepted</i>	Federal 12-18-14-22	43047 31348	SW/NW	18	14S	22E
U-10199 <i>Accepted</i>	Federal 8-20-14-22	43047 31063	NE/SE	20	14S	22E
U-10199 <i>Accepted</i>	Federal 7-21-14-22	43047 31042	NW/SE	21	14S	22E
U-27413 <i>Accepted</i>	Federal 13-26-14-22	43047 31074	NW/NW	26	14S	22E
U-6613 <i>Approval</i>	Federal 13-17-14-23	43047 30619	NW/NW	17	14S	23E
U-38073 <i>Approval</i>	Federal 1-25-14-23	43047 30975	SE/SE	25	14S	23E
U-38073 <i>Accepted</i>	Federal 4-25-14-23	43047 30582	SW/SW	25	14S	23E
U-38073 <i>Approval</i>	Federal 16-25-14-23	43047 31041	NE/NE	25	14S	23E
U-38071 <i>Approval</i>	Federal 3-26-14-23	43047 31003	SE/SW	26	14S	23E
U-32572 <i>Approval</i>	Federal 6-35-14-23	43047 30791	NE/SW	35	14S	23E
ML-18667 <i>Accepted</i>	State 8-36-14-23	43047 30944	NE/SE	36	14S	23E
U-10132 <i>Accepted</i>	Federal 6-13-14-24	43047 31040	NE/SW	13	14S	24E
U-10133 <i>Accepted</i>	Sweetwater No. 1	43047 30460	SW/NW	14	14S	24E
U-10133 <i>Accepted</i>	Federal 1-L-23	43047 30332	NW/NE	23	14S	24E
U-3716A <i>Accepted</i>	Rat Hole No. 1	43047 30325	NW/SE	8	14S	25E
U-6618 <i>Approval</i>	Federal 3-11-15-21	43047 30622	SE/SW	11	15S	21E
U-30112 <i>Approval</i>	Federal 5-13-15-21	43047 31137	NW/SW	13	15S	21E
U-10173 <i>Approval</i>	Federal 6-14-15-21	43047 31027	NE/SW	14	15S	21E
U-6618 <i>Approval</i>	Federal 7-15-15-21	43047 31071	NW/SE	15	15S	21E
ML-22320 <i>Noted</i>	State 8-2-15-22	43047 31135	NE/SE	2	15S	22E
ML-22320 <i>Noted</i>	State 11-2-15-22	43047 30746	SE/NW	2	15S	22E
U-30112 <i>Approval</i>	Federal 2-18-15-22	43047 31091	SW/SE	18	15S	22E
U-8361 <i>Approval</i>	Federal 6-3-15-23	43047 31072	NE/SW	3	15S	23E
U-8361 <i>Approval</i>	Federal 4-4-15-23	43047 31043	SW/SW	4	15S	23E
U-8361 <i>Approval</i>	Federal 16-4-15-23	43047 31111	NE/NE	4	15S	23E
U-9211 <i>Approval</i>	Federal 8-7-15-23	43047 30977	NE/SE	7	15S	23E
U-9211 <i>Approval</i>	Federal 2-8-15-23	43047 30735	SW/SE	8	15S	23E
U-9211 <i>Approval</i>	Federal 6-8-15-23	43047 31073	NE/SW	8	15S	23E
U-9211 <i>Approval</i>	Federal 15-8-15-23	43047 30674	NW/NE	8	15S	23E
U-8361 <i>Approval</i>	Federal 11-10-15-23	43047 30639	SE/NW	10	15S	23E
U-8359 <i>Approval</i>	Federal 7-17-15-23	43047 30736	NW/SE	17	15S	23E
U-8351 <i>Denial</i>	Federal 7-30-15-23	43047 31247	NW/SE	30	15S	23E
U-2836 <i>Accepted</i>	Federal 12-8-15-24	43047 31104	SW/NW	8	15S	24E
U-2837 <i>Approval</i>	Federal 14-15-15-24	43047 31045	NE/NW	15	15S	24E
U-2838 <i>Accepted</i>	Blackhorse No. 2	43047 30248	SE/SE	29	15S	24E
Approved - U-15889 <i>Denial</i>	Federal 4-30-116-24	019 < 43047 30641	SW/SW	30	16S	24E
U-30123 <i>Denial</i>	Federal 11-30-16-24	43047 30925	NE/NW	30	16S	24E

Routing	
1- VLR 7-LCA	✓
2- DTSP75	✓
3- VLC	✓
4- RJF	✓
5- RWM	✓
6- ADA	✓

Attach all documentation received by the division regarding this change.
Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold)
- Designation of Operator
- Designation of Agent
- Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 8-31-91)

TO (new operator)	<u>BONNEVILLE FUELS CORPORATION</u>	FROM (former operator)	<u>ARCH OIL & GAS COMPANY</u>
(address)	<u>1660 LINCOLN ST., STE 1800</u>	(address)	<u>1512 LARIMER ST., STE 300</u>
	<u>DENVER, CO 80264</u>		<u>DENVER, CO 80202</u>
	<u>GREG TWOMBLY, PRES.</u>		<u>LEE MCCOLLUM, V.P.</u>
	<u>phone (303) 863-1555</u>		<u>phone (303) 573-6179</u>
	<u>account no. N5685</u>		<u>account no. N0405</u>

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

Name: <u>*SEE ATTACHED*</u>	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- Y 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec'd 9-13-91)*
- Y 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Rec'd 9-13-91)*
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) _____ If yes, show company file number: _____
- Y 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- Y 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(3-24-92)*
- Y 6. Cardex file has been updated for each well listed above. *(3-24-92)*
- Y 7. Well file labels have been updated for each well listed above. *(3-24-92)*
- Y 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(3-24-92)*
- Y 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 6, Entity Action Form).
2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
2. A copy of this form has been placed in the new and former operators' bond files.
3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date 1992. If yes, division response was made by letter dated 1992.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated 1992, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
2. Copies of documents have been sent to State Lands for changes involving State leases.
memo sent 5/19/92

INDEXING

1. All attachments to this form have been microfilmed. Date: May 26 1992.

INDEXING

1. Copies of all attachments to this form have been filed in each well file.
2. The original of this form and the original attachments have been filed in the Operator Change file.

* 3 wells - Still Arch Oil & Gas - will be handled on separate change.

COMMENTS

- 910918 Btm/Vernal "No doc. as of yet." 920320 Btm Approved non unit wells on 3-16-92.
- 911024 Btm/Vernal - "Not approved as of yet."
- 911101 Btm/S.L. Unit operator from Arch Oil & Gas to Bonneville Fuels eff. 10-30-91. Involves middle canyon unit, Trapp Springs unit, Rat Hole unit, and Black Horse Canyon unit.
- 911125 Btm/S.L. (Line Springs unit, Dry Burn unit, and Sweetwater Canyon unit - Not approved)
- 1/34-35 Btm/Vernal - Wells not in units - not approved as of yet.
- 911202 Btm/S.L. Unit operator from Arch Oil & Gas to Bonneville Fuels "Pine Springs unit & Sweetwater Canyon unit"

OPERATOR BONNEVILLE FUELS CORPORATION

OPERATOR ACCT. NO. N 5685 ⁰²

ADDRESS (303) 863-1555

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION				COUNTY	SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG			
D	08045	11598	43-047-30674	MAIN CYN 15-8-15-23	NWNE	8	15S	23E	UINTAH	1-10-81	1-12-94
WELL 1 COMMENTS: *DOGM REVIEW-MAIN CANYON UNIT TERMINATED 7-13-88. COMMON UNIT ENTITY 08045 NO LONGER APPLIES. (OPERATOR NOTIFIED OF CHANGE)											
D	08045	11599	43-047-30735	MAIN CYN 2-8-15-23	SWSE	8	15S	23E	UINTAH	10-8-80	1-12-94
WELL 2 COMMENTS:											
D	08045	11600	43-047-30736	MAIN CYN 7-17-15-23	NWSE	17	15S	23E	UINTAH	7-21-80	1-12-94
WELL 3 COMMENTS:											
D	08045	11601	43-047-30977	MAIN CYN 8-7-15-32	NESE	7	15S	23E	UINTAH	7-12-81	1-12-94
WELL 4 COMMENTS:											
D	08045	11602	43-047-31043	MAIN CYN 4-4-15-23	SWSW	4	15S	23E	UINTAH	7-26-81	1-12-94
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)

L. CORDOVA^c (DOGM)

Signature

ADMIN. ANALYST

Title

1-12-94

Date

Phone No. ()

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial No.

U-9211

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

8. Well Name and No.

Main Canyon 15-8

9. API Well No.

4304730674

10. Field and Pool, or Exploratory Area

Main Canyon

11. County or Parish, State

Uintah UT

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

Bonneville Fuels Corporation

3. Address and Telephone No.

1660 Lincoln, Suite 2200, Denver, CO 80264 (303) 863-1555

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

1058' FNL, 2348' FEL Sec 8 T15S R23E

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

TYPE OF SUBMISSION

- Notice of Intent
 Subsequent Report
 Final Abandonment Notice

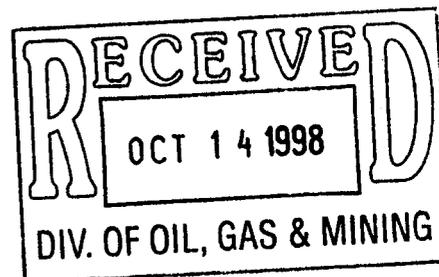
TYPE OF ACTION

- Abandonment
 Recompletion
 Plugging Back
 Casing Repair
 Altering Casing
 Other Status
- Change of Plans
 New Construction
 Non-Routine Fracturing
 Water Shut-Off
 Conversion to Injection
 Dispose Water

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

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Bonneville Fuels Corporation returned the above referenced well to production 9/04/98.



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

Signed

[Signature]

Title

Engineering Technician

Date

10/08/1998

(This space for Federal or State office use)

Approved by

Title

Date

Conditions of approval, if any:

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

*See Instruction on Reverse Side



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

In Reply Refer To:
3106
U-04967-C et al
(UT-924)

AUG 19 2002

NOTICE

Carbon Energy Corporation (USA) : Oil and Gas Leases
1700 Broadway, Suite 1150 :
Denver, Colorado 80290 :

Name Change Recognized

Acceptable evidence has been received in this office concerning the name change of Bonneville Fuels Corporation to Carbon Energy Corporation (USA) on Federal oil and gas leases. For our purposes, the name change is recognized effective July 11, 2002, the date of acceptance by the Secretary of State of Colorado.

The oil and gas lease files identified on the enclosed exhibit have been noted as to the name change. The exhibit was compiled from a list of leases obtained from our automated records system. We have not abstracted the lease files to determine if the entity affected by the name change holds an interest in the leases identified nor have we attempted to identify leases where the entity is the operator on the ground maintaining no vested record title or operating rights interests. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

Due to the name change, the name of the principal on the statewide oil and gas bonds BLM Bond Nos. CO0743, MT1085, NM1755, and UT0604 automatically changed by operation of law from Bonneville Fuels Corporation to Carbon Energy Corporation (USA).

If you identify additional leases affected by the name change, please contact this office and we will document the files under our jurisdiction with a copy of this notice. If the leases are under the jurisdiction of another State Office, we will notify them.

RECEIVED

AUG 20 2002

**DIVISION OF
OIL, GAS AND MINING**

/s/ Robert Lopez

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

cc: MMS-MRM, MS357B1, Box 5760, Denver, CO 80217
State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114-5801
Teresa Thompson (UT-922)
Connie Seare (UT-924)
Joe Incardine (UT-921)
Vernal Field Office
Moab Field Office
Price Field Office
San Juan Field Office
All State Offices

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AUG 20 2002

DIVISION OF
OIL, GAS AND MINING

DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
PROPRIETOR INDEX

<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST RELATIONSHIP</u>	<u>CASE TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE DISP</u>				
BONNEVILLE FUELS CORP	1700 BROADWAY #1150	DENVER	CO	80290	C	APPLICANT	314088	UTU---060566	PENDING				
								UTU---060567	PENDING				
								UTU---060568	PENDING				
								UTU---060569	PENDING				
								UTU---060570	PENDING				
								UTU---067827	PENDING				
						LESSEE					311111	UTU---003716A	AUTHORIZED
												UTU---006613	AUTHORIZED
												UTU---006614	AUTHORIZED
												UTU---006618	AUTHORIZED
												UTU---006635	AUTHORIZED
												UTU---006636	AUTHORIZED
												UTU---006841	AUTHORIZED
												UTU---008971	AUTHORIZED
												UTU---009063	AUTHORIZED
												UTU---009099	AUTHORIZED
												UTU---010132	AUTHORIZED
												UTU---010133	AUTHORIZED
												UTU---010152	AUTHORIZED
												UTU---010173	AUTHORIZED
												UTU---010180	AUTHORIZED
												UTU---010181	AUTHORIZED
												UTU---010182	AUTHORIZED
												UTU---010198	AUTHORIZED
												UTU---010199	AUTHORIZED
												UTU---010272	AUTHORIZED
												UTU---010274	AUTHORIZED
						UTU---010827	AUTHORIZED						
						UTU---010832	AUTHORIZED						
						UTU---010834	AUTHORIZED						
						UTU---027413	AUTHORIZED						
						UTU---038070	AUTHORIZED						
						UTU---038071	AUTHORIZED						
						UTU---038072	AUTHORIZED						

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PCN : OG214P1
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DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
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<u>PROPRIETOR NAME</u>	<u>ADDRESS</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP</u>	<u>CAT</u>	<u>INTEREST RELATIONSHIP</u>	<u>CASE TYPE</u>	<u>SERIAL NUMBER</u>	<u>CASE DISP</u>
								UTU---038073	AUTHORIZED
								UTU---038076	AUTHORIZED
								UTU---045931	AUTHORIZED
								UTU---0004967C	AUTHORIZED
							311211	UTU---008351	AUTHORIZED
								UTU---008358	AUTHORIZED
								UTU---008359	AUTHORIZED
								UTU---008361	AUTHORIZED
								UTU---009211	AUTHORIZED
								UTU---015878	AUTHORIZED
								UTU---018442	AUTHORIZED
								UTU---028562	AUTHORIZED
								UTU---030112	AUTHORIZED
								UTU---031743	AUTHORIZED
							312011	UTU---038362	AUTHORIZED
								UTU---045933	AUTHORIZED
								UTU---052030	AUTHORIZED
							314011	UTU---059581	AUTHORIZED
						OPERATING RIGHTS	311111	UTU---006614	AUTHORIZED
								UTU---006618	AUTHORIZED
								UTU---006635	AUTHORIZED
								UTU---006636	AUTHORIZED
								UTU---006841	AUTHORIZED
								UTU---008971	AUTHORIZED
								UTU---010152	AUTHORIZED
								UTU---010180	AUTHORIZED
								UTU---010181	AUTHORIZED
								UTU---010182	AUTHORIZED
								UTU---010199	AUTHORIZED
								UTU---010272	AUTHORIZED
								UTU---010274	AUTHORIZED
								UTU---010827	AUTHORIZED
								UTU---010834	AUTHORIZED
								UTU---027413	AUTHORIZED

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								UTU---038071	AUTHORIZED
								UTU---038072	AUTHORIZED
								UTU---038073	AUTHORIZED
								UTU---0004967C	AUTHORIZED
							311211	UTU---002836	AUTHORIZED
								UTU---002837	AUTHORIZED
								UTU---002838	AUTHORIZED
								UTU---008351	AUTHORIZED
								UTU---008358	AUTHORIZED
								UTU---008359	AUTHORIZED
								UTU---010423	AUTHORIZED
								UTU---015878	AUTHORIZED
								UTU---031743	AUTHORIZED
							312011	UTU---016913	AUTHORIZED
								UTU---038362	AUTHORIZED
								UTU---045933	AUTHORIZED
								UTU---052030	AUTHORIZED
							314011	UTU---059581	AUTHORIZED
						OPERATOR	318210	UTU---063053X	AUTHORIZED
								UTU---063056X	AUTHORIZED
								UTU---063057X	AUTHORIZED
								UTU---063059X	AUTHORIZED
								UTU---063060X	AUTHORIZED
								UTU---063062X	AUTHORIZED
							318230	UTU---063053B	AUTHORIZED
								UTU---063053O	AUTHORIZED
								UTU---063056A	AUTHORIZED
								UTU---063057A	AUTHORIZED
								UTU---063057B	AUTHORIZED
								UTU---063057D	AUTHORIZED
								UTU---063057E	AUTHORIZED
								UTU---063057O	AUTHORIZED
								UTU---063059A	AUTHORIZED
								UTU---063060B	AUTHORIZED

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								UTU---0630600	AUTHORIZED
								UTU---063062A	AUTHORIZED
								UTU---0630620	AUTHORIZED

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DIVISION OF
OIL, GAS AND MINING

Wells to have Operator Name Changed State of Utah
Carbon Energy Corporation (USA)

API Number	Well Name	Footage	Sec	Twp	Rge	Field	County	Lease #	Entity #
4301930136	ANDERSON FED 2	1159 FSL, 1462 FWL	12	16S	24E	East Canyon	Grand	UTU04967C	00583
4301930955	FEDERAL 24-1	726 FNL 2165 FEL	24	16S	24E	East Canyon	Grand	U-38362	00588
4304730284	PINE SPRING UNIT 1	1982 FWL 1980 FSL	15	14S	22E	Pine Springs	Uintah	U-27413	00595
4304730331	DRY BURN U 1	1447' FSL, 1389' FEL	29	13S	25E	Wildcat	Uintah	U-10184	08050
4304730619	CROOKED CANYON 13-17-14-23	683' FWL, 537' FNL	17	14S	23E	Wildcat	Uintah	UTU6613	08055
4304731040	SWEETWATER 6-13-14-24	1855' FWL, 2206' FSL	13	14S	24E	Sweetwater	Uintah	U-10132	08060
4304730460	SWEETWATER CANYON 1	718' FWL, 2132' FNL	14	14S	24E	Sweetwater	Uintah	U-10133	08060
4304730622	WOLF UNIT 3-11-15-21	1909' FWL, 994' FSL	11	15S	21E	Wolfpoint	Uintah	U6618	08065
4304731104	BLACK HORSE 12-8-15-24	612' FWL, 1934' FNL	8	15S	24E	Wildcat	Uintah	U-2836	08070
4304731045	BLACK HORSE 14-15-15-24	2156' FWL, 772' FNL	15	15S	24E	Wildcat	Uintah	UTU2837	08070
4304731137	FEDERAL 5-13-15-21	1976 FSL 661 FWL	13	15S	21E	Wolfpoint	Uintah	U-30112	08071
4304731027	FEDERAL 6-14-15-21	1980' FWL, 1977' FSL	14	15S	21E	Wolfpoint	Uintah	U-10173	08072
4304731071	FEDERAL 7-15-15-21	1817' FSL, 1657' FEL	15	15S	21E	Wolfpoint	Uintah	U-6618	08073
4304731091	FEDERAL 2-18-15-22	1927' FEL, 687' FSL	18	15S	22E	Wolfpoint	Uintah	U-30112	08077
4304730975	TRAPP SPRINGS 1-25-14-23	456' FSL, 1198' FEL	25	14S	23E	Main Canyon	Uintah	U-38073	08081
4304731041	TRAPP SPRINGS 16-25-14-23	838' FNL, 800' FEL	25	14S	23E	Main Canyon	Uintah	U-38073	08081
4304731003	TRAPP SPRINGS 3-26-14-23	1058' FLS, 1627' FWL	26	14S	23E	Main Canyon	Uintah	U-38071	08081
4304730791	TRAPP SPRINGS 6-35-14-23	2610 FWL 1500 FSL	35	14S	23E	Wildcat	Uintah	U-32572	08081
4304731042	PINE SPRINGS 7-21-14-22	2410 FEL 2210 FSL	21	14S	22E	Pine Springs	Uintah	U-10199	08086
4304731063	PINE SPRINGS 8-20-14-22	2039 FSL 689 FEL	20	14S	22E	Pine Springs	Uintah	U-10199	08086
4301931072	MAIN CANYON 6-3-15-23	2107' FWL, 2153' FSL	3	15S	23E	Main Canyon	Uintah	U-8361	08245
4304731077	FEDERAL 1-34	1797 FSL 800 FEL	34	16S	24E	Bryson Canyon	Grand	U-52030	09280
4301931078	FEDERAL 2-34	905 FSL 1533 FWL	34	16S	24E	Bryson Canyon	Grand	U-52030	09285
4304730332	FEDERAL 10-23-14S-24E (1-L-23)	1322' FNL, 1815' FEL	23	14S	24E	Sweetwater	Uintah	U-10133	09560
4304730325	RAT HOLE CANYON 1	2156' FSL, 1993' FEL	8	14S	25E	Wildcat	Uintah	U-3716A	09565
4304731096	PINE SPRINGS 9-12-14-21	1848 FNL 686 FEL	12	14S	21E	Pine Springs	Uintah	U-10272	10772
4304731348	FEDERAL 12-18-14-22	566 FWL 2305 FNL	18	14S	22E	Pine Springs	Uintah	U-6841	10772
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah	U-27413	10773
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah	U-27413	10773
4304730582	TRAPP SPRINGS 4-25-14-23	717 FWL 695 FSL	25	14S	23E	Main Canyon	Uintah	U-38073	10894
4304730944	MAIN CANYON 8-36-14-23	2018' FSL, 597' FEL	36	14S	23E	Main Canyon	Uintah	ML-18667	10895
4304730248	BLACK HORSE 2	555' FEL, 528' FSL	29	15S	24E	Wildcat	Uintah	U2838	10897
4304730674	MAIN CANYON 15-8-15-23	1058 FNL 2348 FEL	8	15S	23E	Main Canyon	Uintah	U-9211	11598
4304730735	MAIN CANYON 2-8-15-23	827 FSL 1715 FEL	8	15S	23E	Main Canyon	Uintah	U-9211	11599
4304730736	MAIN CANYON 7-17-15-23	1605 FEL 1941 FSL	17	15S	23E	Main Canyon	Uintah	U-8359	11600
4304730977	MAIN CANYON 8-7-15-32	1827' FSL, 649' FEL	7	15S	23E	Main Canyon	Uintah	U-9211	11601
4304731043	MAIN CANYON 4-4-15-23	376 FWL 923 FSL	4	15S	23E	Main Canyon	Uintah	U-8361	11602



Carbon Energy Corporation
Carbon Energy Corporation (USA)
CEC Resources Ltd.

8/30/02

State of Utah
Attn: Jim Thompson
Department of Natural Resources
Division of Oil Gas & Mining.
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Corporate Name Change

Dear Mr Thompson

Enclosed find Sundry (Form 9) with a list of wells for the corporate name change reflecting Carbon Energy Corporation (USA) replacing Bonneville Fuels Corporation, and a revised "Annual Waste Management Plan for Calendar Year 2002"

The Department of Commerce gave me the file number for the approved "Amending Authority to Conduct Affairs or Registration" file # 974912-0143.

The Utah state bonds are under # CD 1101292002 and CD 1101743005.

If you require any further information about our name change, please contact me at the number below.

Sincerely,


Doris Maly
Engineering Technician

Encl. 2

RECEIVED

SEP 03 2002

DIVISION OF
OIL, GAS AND MINING

1700 Broadway, Suite 1150, Denver, Colorado 80290 / (303) 863-1555 / Facsimile (303) 863-1558
1750, 530th Avenue, S.W., Calgary, Alberta T2P 3S8 / (403) 265-7605 / Facsimile (403) 262-8167

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

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 -- for such proposals		6. Lease Designation and Serial Number <i>See Attached List</i>
		7. Indian Allottee or Tribe Name
		8. Unit or Communitization Agreement
		9. Well Name and Number <i>See Attached List</i>
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify) <u> ? </u>		10. API Well Number <i>See Attached List</i>
2. Name of Operator <i>Carbon Energy Corporation (USA)</i>		11. Field and Pool, or Wildcat
3. Address of Operator <i>1700 Broadway, Suite 1150 Denver, CO 80290</i>	4. Telephone Number <i>303 863-1555</i>	
5. Location of Well Footage : QQ, Sec, T., R., M : <i>See Attached List</i>		County : State : <i>Utah & Grand County</i>

12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																											
<p style="text-align: center;">NOTICE OF INTENT (Submit in Duplicate)</p> <table border="0"> <tr><td><input type="checkbox"/> Abandonment</td><td><input type="checkbox"/> New Construction</td></tr> <tr><td><input type="checkbox"/> Casing Repair</td><td><input type="checkbox"/> Pull or Alter Casing</td></tr> <tr><td><input type="checkbox"/> Change of Plans</td><td><input type="checkbox"/> Recompletion</td></tr> <tr><td><input type="checkbox"/> Conversion to Injection</td><td><input type="checkbox"/> Shoot or Acidize</td></tr> <tr><td><input type="checkbox"/> Fracture Treat</td><td><input type="checkbox"/> Vent or Flare</td></tr> <tr><td><input type="checkbox"/> Multiple Completion</td><td><input type="checkbox"/> Water Shut-Off</td></tr> <tr><td><input type="checkbox"/> Other _____</td><td></td></tr> </table> <p>Approximate Date Work Will Start _____</p>	<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off	<input type="checkbox"/> Other _____		<p style="text-align: center;">SUBSEQUENT REPORT (Submit Original Form Only)</p> <table border="0"> <tr><td><input type="checkbox"/> Abandonment *</td><td><input type="checkbox"/> New Construction</td></tr> <tr><td><input type="checkbox"/> Casing Repair</td><td><input type="checkbox"/> Pull or Alter Casing</td></tr> <tr><td><input type="checkbox"/> Change of Plans</td><td><input type="checkbox"/> Shoot or Acidize</td></tr> <tr><td><input type="checkbox"/> Conversion to Injection</td><td><input type="checkbox"/> Vent or Flare</td></tr> <tr><td><input type="checkbox"/> Fracture Treat</td><td><input type="checkbox"/> Water Shut-Off</td></tr> <tr><td><input checked="" type="checkbox"/> Other <i>Change of Operator Name</i></td><td></td></tr> </table> <p>Date of Work Completion <u>Effective 7/11/02</u></p> <p>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.</p>	<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing	<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize	<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off	<input checked="" type="checkbox"/> Other <i>Change of Operator Name</i>	
<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction																										
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<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off																										
<input checked="" type="checkbox"/> Other <i>Change of Operator Name</i>																											

13. 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.)

*Bonneville Fuels Corporation has changed its corporate name to Carbon Energy Corporation (USA) effective 7/11/02
The State of Utah Department of Commerce has issued an amendment of Authority to Conduct Affairs and issued file number 974912-0143.*

Signed: *Todd A. McDonald* *Todd A. McDonald*
VP Operations & Exploration

Carbon Energy Corporation (USA), formerly Bonneville Fuels Corp., is now the operator of the attached list of wells, please correct your records to reflect this name change. All other information remains the same.

RECEIVED
SEP 03 2002

14. I hereby certify that the foregoing is true and correct.
Name & Signature *Todd A. McDonald* *Todd A. McDonald* Title *VP Operations & Exploration* Date _____
DIVISION OF OIL, GAS AND MINING

(State Use Only)

Wells to have Operator Name Changed State of Utah
Carbon Energy Corporation (USA)

API Number	Well Name	Footage	Sec	Twp	Rge	Field	County	Lease #	Entity #
4304730639	MAIN CANYON 11-10-15-23	1623 FWL 2288 FNL	10	15S	23E	Main Canyon	Uintah	U-8361	11605
4304731073	MAIN CANYON 6-8-15-23	1969' FWL, 1978' FSL	8	15S	23E	Main Canyon	Uintah	U-9211	11606
4304731111	MAIN CANYON 16-4-15-23	1980' FWL, 1977' FSL	4	15S	23E	Main Canyon	Uintah	U-8361	11608
4304731135	STATE 8-2-15-22	1896 FSL 625 FEL	2	15S	22E		Uintah	ML-22320	8076
4304730746	STATE 11-2-15-22	1975 FNL 1935 FWL	2	15S	22E		Uintah	ML-22320	8074

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DIVISION OF
OIL, GAS AND MINING

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW <input checked="" type="checkbox"/>
3. FILE

Change of Operator (Well Sold)

Designation of Agent

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: 07-11-2002	
FROM: (Old Operator):	TO: (New Operator):
BONNEVILLE FUELS CORPORATION	CARBON ENERGY CORPORATION (USA)
Address: 1700 BROADWAY, STE 1150	Address: 1700 BROADWAY, STE 1150
DENVER, CO 80290	DENVER, CO 80290
Phone: 1-(303)-863-1555	Phone: 1-(303)-863-1555
Account No. N5685	Account No. N2225

CA No.

Unit:

WELL(S)

NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
PINE SPRINGS 13-26-14-22	26-14S-22E	43-047-31074	10773	FEDERAL	GW	P
CROOKED CYN 13-17-14-23	17-14S-23E	43-047-30619	8055	FEDERAL	GW	P
TRAPP SPRINGS 16-25-14-23	25-14S-23E	43-047-31041	8081	FEDERAL	GW	P
TRAPP SPRINGS 1-25-14-23	25-14S-23E	43-047-30975	8081	FEDERAL	GW	P
TRAPP SPRINGS 3-26-14-23	26-14S-23E	43-047-31003	8081	FEDERAL	GW	S
TRAPP SPRINGS 6-35-14-23	35-14S-23E	43-047-30791	8081	FEDERAL	GW	P
WOLF UNIT 3-11-15-21	11-15S-21E	43-047-30622	8065	FEDERAL	GW	S
FEDERAL 5-13-15-21	13-15S-21E	43-047-31137	8071	FEDERAL	GW	S
FEDERAL 6-14-15-21	14-15S-21E	43-047-31027	8072	FEDERAL	GW	S
FEDERAL 7-15-15-21	15-15S-21E	43-047-31071	8073	FEDERAL	GW	S
STATE 8-2-15-22	02-15S-22E	43-047-31135	8076	STATE	GW	S
STATE 11-2-15-22	02-15S-22E	43-047-30746	8074	STATE	GW	S
FEDERAL 2-18-15-22	18-15S-22E	43-047-31091	8077	FEDERAL	GW	S
MAIN CYN 6-3-15-23	03-15S-23E	43-047-31072	8245	FEDERAL	GW	P
MAIN CYN 4-4-15-23	04-15S-23E	43-047-31043	11602	FEDERAL	GW	P
MAIN CYN 16-4-15-23	04-15S-23E	43-047-31111	11608	FEDERAL	GW	P
MAIN CYN 8-7-15-23	07-15S-23E	43-047-30977	11601	FEDERAL	GW	P
MAIN CYN 2-8-15-23	08-15S-23E	43-047-30735	11599	FEDERAL	GW	P
MAIN CYN 6-8-15-23	08-15S-23E	43-047-31073	11606	FEDERAL	GW	P
MAIN CYN 15-8-15-23	08-15S-23E	43-047-30674	11598	FEDERAL	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 09/03/2002
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 09/03/2002
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 09/03/2002
4. Is the new operator registered in the State of Utah: YES Business Number: 974912-0143
5. If **NO**, the operator was contacted on: N/A

6. (R649-9-2)Waste Management Plan has been received on: 09/03/2002

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 07/11/2002

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 07/11/2002

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: N/A

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 09/04/2002

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 09/04/2002

3. Bond information entered in RBDMS on: N/A

4. Fee wells attached to bond in RBDMS on: N/A

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 1101290002

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 0604

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: N/A

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number N/A

2. The **FORMER** operator has requested a release of liability from their bond on: N/A

The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

State Orig + Copy

FORM 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial No.
U-9211

6. If Indian, Allottee or Tribe Name
NA

7. If Unit or CA, Agreement Designation

8. Well Name and No.
Federal 15-8-15-23

9. API Well No.
4304730674

10. Field and Pool, or Exploratory Area
Main Canyon

11. County or Parish, State
Uintah, Utah

SUBMIT IN TRIPLICATE

1. Type of Well
Oil Well Gas Well Other

2. Name of Operator
BONNEVILLE FUELS CORPORATION

3. Address and Telephone No.
1700 BROADWAY, SUITE 1150, DENVER, CO 80290 303-863-1555

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1058' FNL 2348' FEL NWNE Sec 8-T15S-R23E

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

TYPE OF SUBMISSION	TYPE OF ACTION
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back
	<input type="checkbox"/> Casing Repair
	<input type="checkbox"/> Altering Casing
	<input checked="" type="checkbox"/> Other <u>Production Pit Closure</u>
	<input type="checkbox"/> Change of Plans
	<input type="checkbox"/> New Construction
	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Conversion to Injection
	<input type="checkbox"/> Dispose Water

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

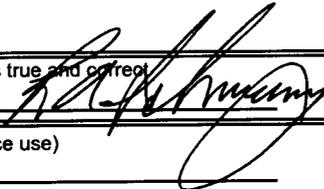
13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Bonneville Fuels completed the excavation and remediation of two (2) existing production pits. Site contamination was reduced below State of Utah requirements for TPH & BTEX & sodium contamination in 2001. Final closure was achieved in 2001 and a final BLM field inspection approved the clean-up. These excavations were back-filled with high Nitrogen fertilizer & remediated fill.

All discharges were plumbed into an existing 300 Bbl. steel tank above grade within a tank battery berm to prevent further soil contamination.

A Final Report of reclamation activities and remediation results is attached for your review and approval.

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

Signed R.A. Schwering, P.E.  Title Production Manager Date 07/01/2002

(This space for Federal or State office use)
Approved by _____ Title _____ Date _____
Conditions of approval, if any:

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

*See Instructions on Reverse Side

Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

RECEIVED
APR 10 2003
DIV. OF OIL, GAS & MINING

**Production Pit Closure Report
Carbon Energy Well Fields
South of Vernal, Utah
Main Canyon Federal #15-8-15S-23E
(Site 15-8)**

Table of Contents

Description	Page
Report Text	1
Site Schematic	3
Photographs	4
Attachments	
Attachment A – Evaluation Score Ranking	
Attachment B – Natural Gas Pit Closure Methodology	

**Production Pit Closure Report
Carbon Energy Well Fields
South of Vernal, Utah
Main Canyon Federal #15-8-15S-23E
(Site 15-8)**

This report describes the closure of two gas well pits for Carbon Energy Corporation in well fields south of Vernal, Utah at Main Canyon Federal #15-8-15S-23E (Site 15-8) during fall 2001.

Applicable Regulatory Standards

Site 15-8 is a Level I or low sensitivity site. See Attachment A, Evaluation Ranking Score Worksheet for the site. The Total Petroleum Hydrocarbon (TPH) standard for a Level I or low sensitivity site is 10,000 parts per million (ppm).

In addition to the TPH standard, the following salinity standards apply:

- Electrical Conductivity <4 mmho/cm which approximates total dissolved solids (TDS) of 2560 mg/l
- Exchangable sodium percentage (ESP) <15%
- Sodium adsorption ratio (SAR) <12

OR

If natural background soil characteristics show poorer quality than that depicted by these limits or if a higher level consistent with intended land use can be demonstrated then these limits can be exceeded.

Remediation Activities

At Site 15-8, there were two pits. Pit 1 received condensate from a CaCl₂ dryer. Pit 2 received condensate from the wellhead.

The pits were excavated using a backhoe. Excavated soils were mixed with site soils and placed in low piles.

Sampling and Testing Activities

At all closure sites, composite samples of the excavation bottoms and the piles were taken. Samples were tested using the Miran test kit which was validated with laboratory analysis using EPA Method 418.1. See attachment B for a description and discussion of

the Miran test kit, the test results, and laboratory validation. No pit was closed until it exhibited a test result of 7,000 ppm or less on the Miran test.

At Site 15-8, after initial excavation, composite sample of both pit bottoms and two on-site piles were collected on October 3, 2001 and analyzed for TPH using the Miran test kit. All sample results met the TPH standard. See Table 1 for the results.

Table 1
Test Results For Site 15-8

Description	Date	Miran Result	Laboratory Result
Pit 1 (CaCl ₂ dryer)	October 3, 2001	1,520	NA
Pit 2 (well)	October 3, 2001	768	NA
Pile 1 (CaCl ₂ dryer)	October 3, 2001	176	NA
Pile 2 (well)	October 3, 2001	208	NA

NA = Not applicable

After passing the TPH standard, the pits were closed.

The attached site schematic presents the site layout. Photo locations are marked on the site schematic. The attached photos show the site, pits, and piles.

Salinity Results

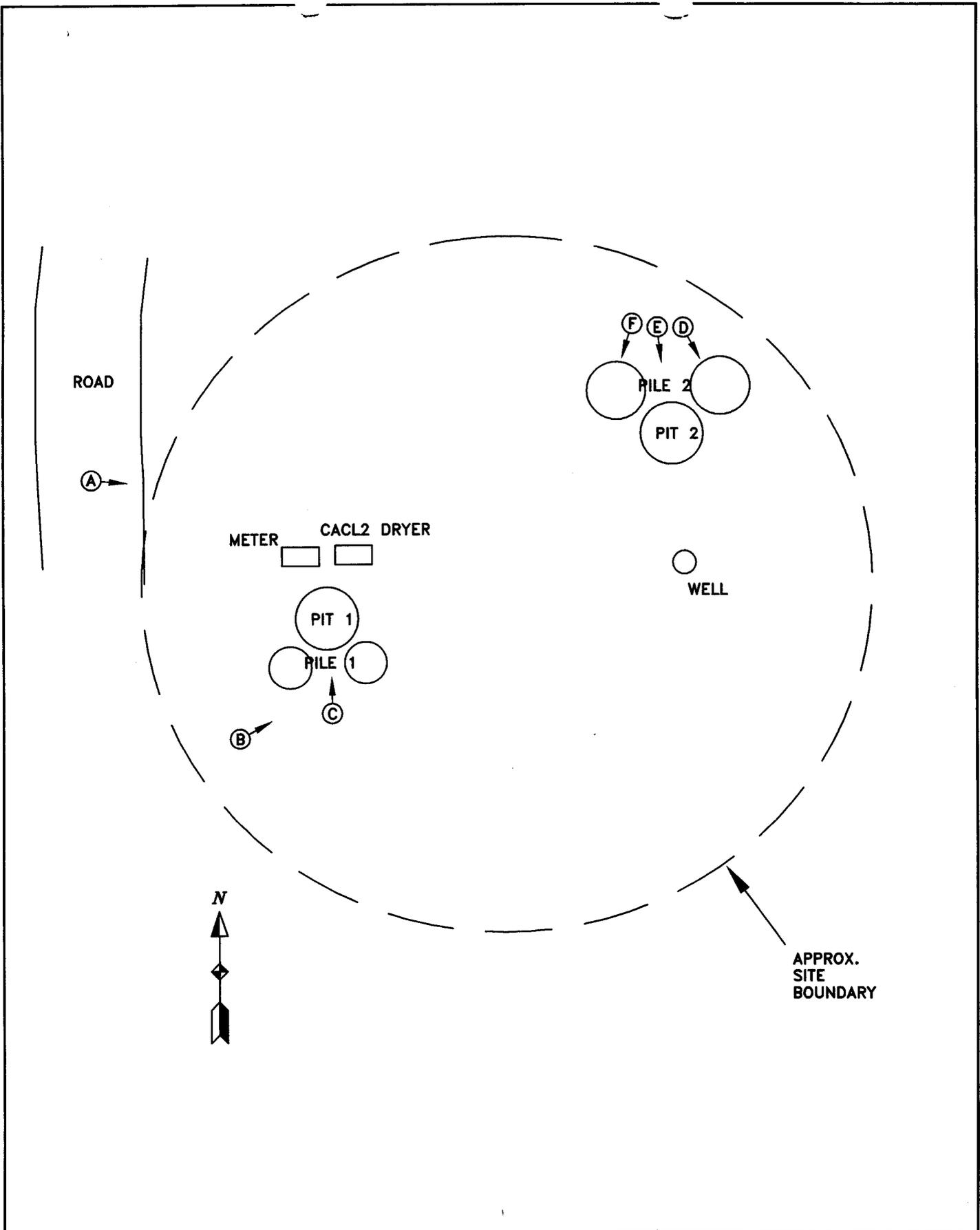
A composite sample of the soil in piles was collected and sent to ACZ Laboratory, Steamboat Springs, Colorado, for salinity testing. Table 2 presents the salinity results.

Table 2
Salinity Results

Test Description	Result
Electrical Conductivity	1.580 mmhos/cm
Exchangeable Sodium Percentage (ESP)	1.3
Sodium Adsorption Ratio (SAR)	0.61

References

Utah Division Of Oil, Gas & Mining, January 1996. *Environmental Handbook, Environmental Regulations for the Oil & Gas Exploration and Production Industry.* Prepared by G.L. Hunt, Environmental Manager.



PREPARED BY  EME SOLUTIONS, INC. 15248 W. ELLSWORTH DR. GOLDEN, CO 80401 303-279-1707	PREPARED FOR Carbon Energy 1700 Broadway, Suite 1150 Denver, CO 80290-1700	TITLE SITE I5-8 SITE SCHEMATIC		
		Project: Carbon	Date: 11-12-01	Revision 
		Scale: NTS	File: site 15-8	

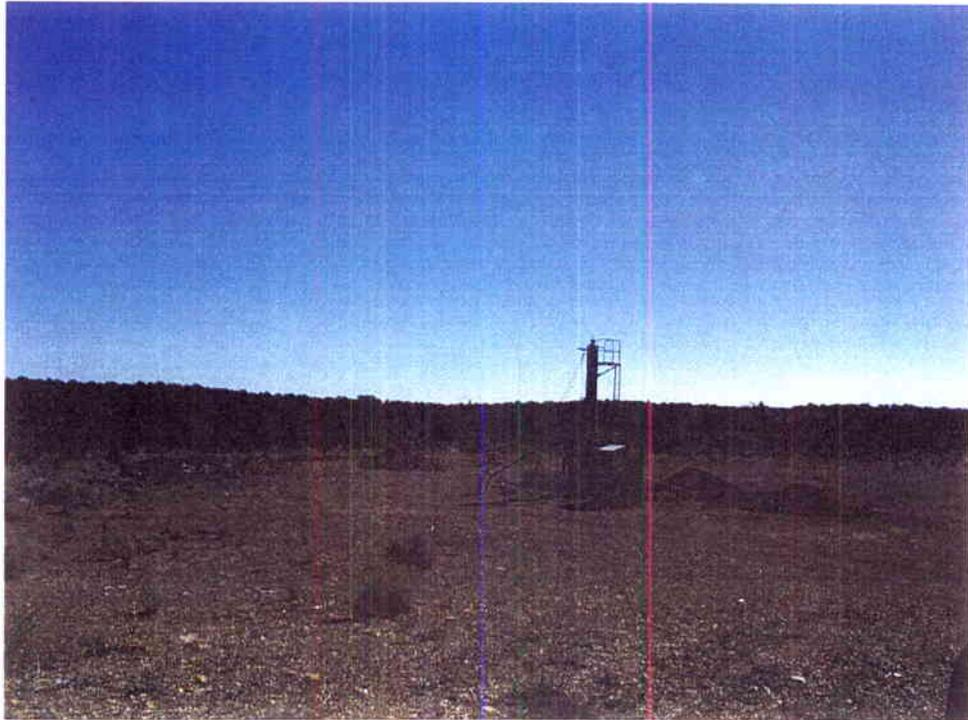


Photo 1. View of Site from Road 10-3-01 (from Location A on Schematic)

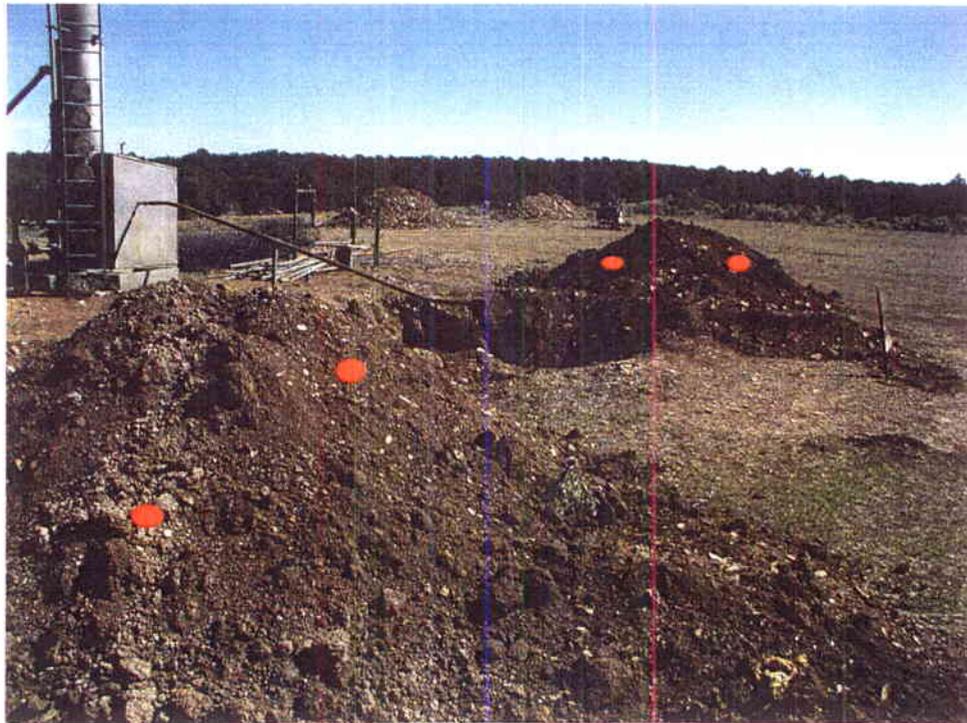


Photo 2. Pile 1 Sampling Locations 10-3-01 (from Location B on Schematic)



Photo 3. Pit 1 Sampling Locations 10-3-01 (from Location C on Schematic)



Photo 4. Pile 2 (East Piles) Sampling Locations 10-3-01 (from Location D on Schematic)



Photo 5. Pit 2 Sampling Locations 10-3-01 (from Location E on Schematic)

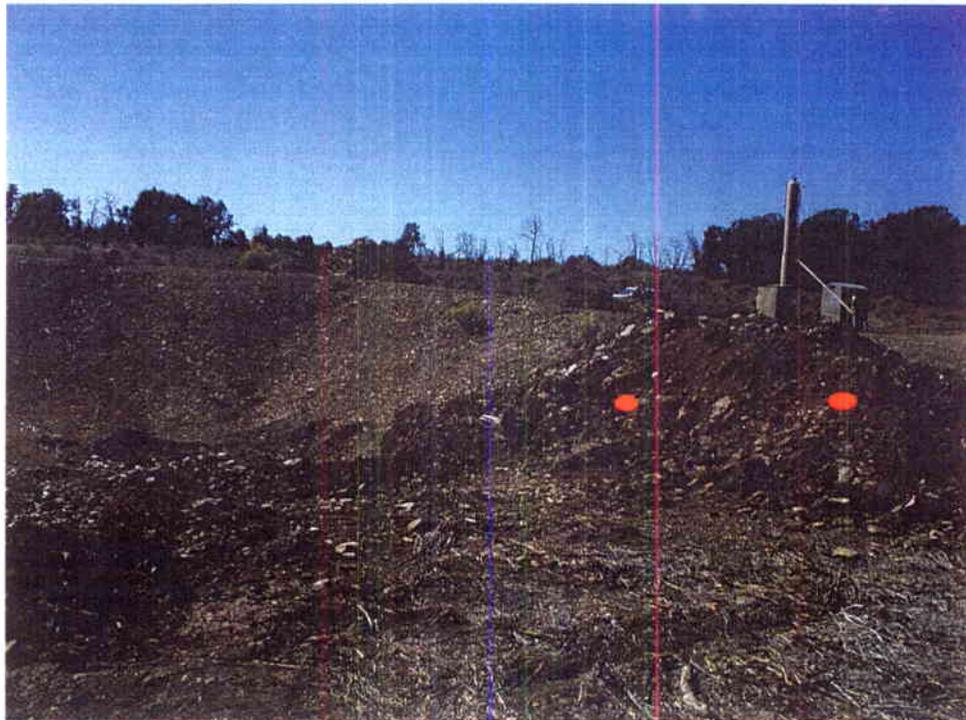


Photo 6. Pile 2 (West Piles) Sampling Locations 10-3-01 (from Location F on Schematic)

Attachment A
Evaluation Score Ranking

Site Designation 15-8
Evaluation Ranking Criteria and Ranking Score For Oily Waste Cleanup Levels

Site-Specific Factors	Ranking Score	Site Ranking Score
Distance to Groundwater (feet) >100 100 to 75 75 to 50 50 to 25 25 to 10 <10, or recharge area	0 4 8 12 16 20	0
Native Soil Type Low permeability Moderate permeability High permeability	0 10 20	10
Annual Precipitation (Inches) <10 10 to 20 >20	0 5 10	5
Distance to Nearest Municipal Water Well (feet) >5280 1320 to 5280 500 to 1320 <500	0 6 8 10	0
Distance to Other Water Well (feet) >1320 300 to 1320 <300	0 5 10	0
Distance to Surface Water (feet) >1000 300 to 1000 <300	0 5 10	0

Affected Populations <100 100 to 300 >3000	0 5 10	0
Presence of Nearby Utility Conduits Not present Unknown Present	0 8 10	0
Final Score		15

Levels of Environmental Sensitivity and Recommended Cleanup Levels for Soils and Oily Wastes

Total Petroleum Hydrocarbon (TPH in mg/kg or ppm)

Level I

Total Points less than 50
TPH *,** 10,000

Level II

Total Points greater than or equal to 50

TPH *

For all scores totaling greater than or equal to 50, the cleanup level will be calculated using the formula below (10,000 ppm and 30 ppm TPH are the upper and lower limits of cleanup required).

$$.005 \times 100 = .5 \div \text{fraction benzene in soil} = \text{cleanup level in ppm}$$

Where: .005 = maximum contaminant level for benzene in ppm
 100 = attenuation factor (EPA, 1980)

Example: $.005 \times 100 = .5 \div .0001 = 5,000 \text{ ppm TPH}$

for .01% benzene level in waste or soil to be abandoned

% TPH which is benzene is an indication of aqueous solubility of the waste

Attachment B
Natural Gas Pit Closure Methodology

**Natural Gas Pit Closure Methodology
Carbon Energy Well Fields
South of Vernal, Utah**

Prepared for:

Carbon Energy Corporation
1700 Broadway Street, Suite 1150
Denver, CO 80290-1700

Prepared by:

EME Solutions, Inc.
15248 W. Ellsworth Dr.
Golden, CO 80401
303-279-1707

November 5, 2001

This report describes the methodology used for closure of multiple gas well pits for Carbon Energy Corporation in well fields south of Vernal, Utah during fall 2001.

Applicable Regulatory Standards

For the most part, the gas well pits had received condensate from separators, CaCl_2 dryers, and compressors. Many of the wells are currently inactive. At active wells, closed tanks have been installed to replace the earthen pits.

The pits were closed in accordance with the guidance within the Environmental Handbook (Utah Division Of Oil, Gas & Mining, January 1996). The guidance states that sites should be designated as Level I (low sensitivity) or Level II (high sensitivity) based on a Site Ranking Score, which can range from 0 to 100. Sites with Site Ranking Scores greater than or equal to 50 are Level II (high sensitivity) sites. The Total Petroleum Hydrocarbon (TPH) standard for Level I or low sensitivity sites is 10,000 parts per million (ppm). The TPH standard for Level II or high sensitivity sites is a sliding scale from 30 ppm to 10,000 ppm. The Level II standard for TPH is set based on the benzene content of the soils or waste to remain on site, with the goal that benzene does not exceed 50 ppm in soils or waste.

All of the Carbon Energy pit sites received a Site Ranking Score of less than 50. Therefore, all of the sites were classified as Level I or low sensitivity. However, certain sites scored 45 points, and at these sites benzene levels were checked to ensure that benzene levels were less than 50 ppm.

In addition to the TPH standard, the following salinity standards apply:

- Electrical Conductivity <4 mmho/cm which approximates total dissolved solids (TDS) of 2560 mg/l
- Exchangable sodium percentage (ESP) <15%
- Sodium adsorption ratio (SAR) <12

OR

If natural background soil characteristics show poorer quality than that depicted by these limits or if a higher level consistent with intended land use can be demonstrated then these limits can be exceeded.

Remediation Activities

The pits were excavated using a backhoe or bulldozer. Excavated soils were mixed with site soils and placed in low piles. At sites where visual and olfactory signs indicated high TPH levels, high-nitrogen fertilizer was spread on the piles and in the excavation to aid biodegradation.

Sampling and Testing Activities

Composite samples of the excavation bottoms and the piles were taken. A total of 94 samples were collected during the period from September 27 through October 31, 2001. The samples were collected using a stainless steel trowel. The trowel was decontaminated between samples. All 94 samples were analyzed using a Miran test kit, which uses Freon extraction and infrared reading of the extraction. This method is based on the EPA Method 418.1 for Total Recoverable Petroleum Hydrocarbons (TRPH). To calibrate the Miran test kit and ensure that the cleanup standard was met, 25 of the samples were sent to an analytical laboratory for result confirmation using EPA Method 418.1.

The comparison of the Miran test soil concentration results to the laboratory results are presented in Table 1 and Figure 1. These results show that the Miran test tends to overestimate the actual (laboratory) concentration at low levels (less than 5,000 ppm) but is a good estimator of the actual concentration at levels greater 5,000 ppm (the range of concern to Carbon for the pit closures).

For laboratory results greater than 5,000 ppm, the multiplier of laboratory result divided by Miran test result ranges from 0.781 to 1.45, with the average of these multipliers equaling 1.12. The Miran test tends to underestimate the actual (laboratory) concentration by 12% on average. No pit was closed until it exhibited a test result of 7,000 ppm or less on the Miran test. A Miran test result of 7,000 ppm or less indicates that the laboratory result is unlikely to exceed 10,000 ppm (7,000 times a multiplier of 1.42 equal 9,940 ppm).

Figure 1 indicates a 1:1 slope line and error bars set at plus or minus a multiplier of 1.42 times the Miran test result. If the Miran test result equals the laboratory result, the point will fall on the 1:1 slope line. If the Miran test result is within 42% of the laboratory result (plus or minus a multiplier of 1.42), the point will fall within the error bars. All points that have laboratory results equal to or greater than 10,000 ppm fall within the error bars. Figure 1 also presents a vertical line at the Miran test result equal to 7,000 ppm. This line highlights the fact that for Miran results less than 7,000 ppm, no laboratory result is greater than 10,000 ppm.

Results and discussion for individual sites are in the reports for each site.

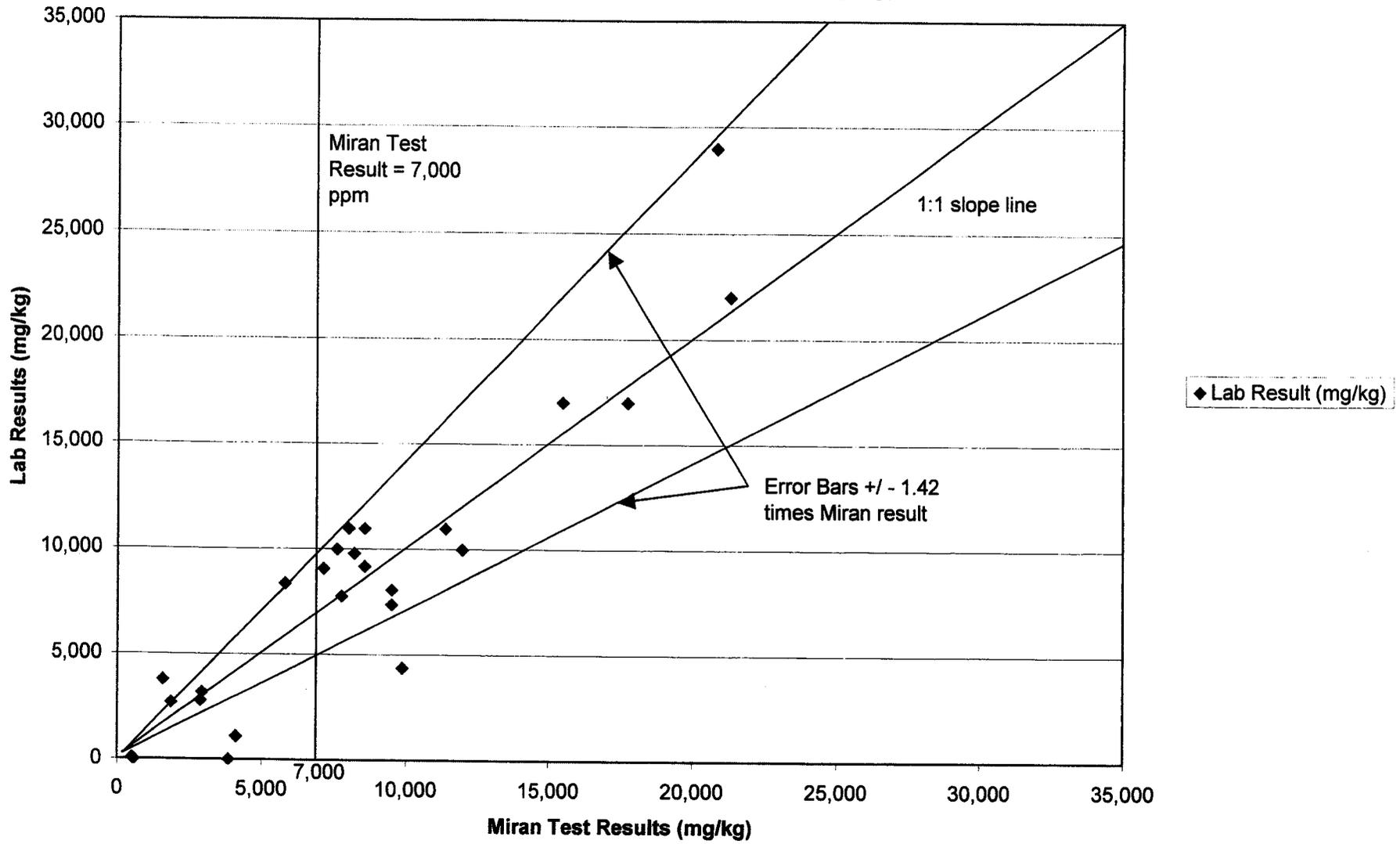
References

Utah Division Of Oil, Gas & Mining, January 1996. *Environmental Handbook, Environmental Regulations for the Oil & Gas Exploration and Production Industry*. Prepared by G.L. Hunt, Environmental Manager.

Table 1
Comparison of Miran Test Results to Laboratory Results

Site	Sample	Miran Test Soil Concentra- tion (mg/kg)	Lab Result (mg/kg)	Multiplier (Lab/Field)
12-18	Pile 1	548	4	0.008
9-12	Pit 1	3,848	13	0.003
8-36	Pile 1	500	82	0.164
4-25	Pit 2	4,104	1,100	0.268
2-8	Pile 2	1,864	2,700	1.448
11-10	Pit 1	2,864	2,800	0.978
6-35	Pit 2	2,924	3,200	1.094
2-8	Pit 1	1,580	3,800	2.405
4-25	Pile 1	9,856	4,400	0.446
9-12	Pile 1	9,480	7,400	0.781
7-21	Pit 3	7,760	7,800	1.005
6-35	Pile 1	9,480	8,100	0.854
8-20	Pit 3 #3	5,784	8,400	1.452
11-10	Pit 2 #3	7,120	9,100	1.278
4-25	Pit 1	8,544	9,200	1.077
8-20	Pit 2 #3	8,184	9,800	1.197
11-10	Pile 1 #3	11,960	10,000	0.836
7-21	Pile 3	7,600	10,000	1.316
11-10	Pile 1	11,376	11,000	0.967
7-17	Pit 2	7,992	11,000	1.376
8-20	Pile 2	8,544	11,000	1.287
1-15	Pit 1	15,480	17,000	1.098
7-21	Pit 3 #2	17,740	17,000	0.958
11-10	Pit 2	21,288	22,000	1.033
6-35	Pit 1	20,812	29,000	1.393

Figure 1
Miran Test v. Lab Results (mg/kg)



OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

X Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

Merger

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

1/1/2004

FROM: (Old Operator): N2225-Carbon Energy Corporation (USA) 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100	TO: (New Operator): N2545-Evergreen Operating Corp. 1401 17th Street, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100
--	---

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
WOLF UNIT 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	S
FEDERAL 5-13-15-21	13	150S	210E	4304731137	8071	Federal	GW	S
FEDERAL 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
FEDERAL 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	S
FEDERAL 2-18-15-22	18	150S	220E	4304731091	8077	Federal	GW	S
MAIN CYN 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	P
MAIN CYN 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
MAIN CYN 16-4-15-23	04	150S	230E	4304731111	11608	Federal	GW	P
MAIN CYN 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	P
MAIN CYN 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	P
MAIN CYN 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN 6-8-15-23	08	150S	230E	4304731073	11606	Federal	GW	S
MAIN CYN 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	P
MAIN CYN 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
BLACK HORSE 12-8-15-24	08	150S	240E	4304731104	8070	Federal	GW	S
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
BLACK HORSE 2	29	150S	240E	4304730248	10897	Federal	GW	S
ANDERSON FED 2	12	160S	240E	4301930136	583	Federal	GW	P
FEDERAL 24-1	24	160S	240E	4301930955	588	Federal	GW	S
FEDERAL 1-34	34	160S	240E	4301931077	9280	Federal	GW	P
FEDERAL 2-34	34	160S	240E	4301931078	9285	Federal	GW	P
PINE SPRINGS FED 3-23-14S-22E	23	140S	220E	4304734675	10773	Federal	GW	P

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 1/22/2004
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 1/22/2004
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 12/29/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 5531527-0143
5. If **NO**, the operator was contacted on: _____

6. (R649-9-2)Waste Management Plan has been received on:

In Place

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on:

BLM

BIA

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on:

n/a

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on:

n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on:

N/A

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on:

1/28/2004

2. Changes have been entered on the Monthly Operator Change Spread Sheet on:

1/28/2004

3. Bond information entered in RBDMS on:

N/A

4. Fee wells attached to bond in RBDMS on:

N/A

5. Injection Projects to new operator in RBDMS on:

n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number:

RLB0006732

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number:

RLB0006705

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number:

n/a

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number

n/a

2. The FORMER operator has requested a release of liability from their bond on:

N/A

The Division sent response by letter on:

N/A

LEASE INTEREST OWNER NOTIFICATION:

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

N/A

COMMENTS:

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

6. Lease Designation and Serial Number
7. Indian Allottee or Tribe Name
8. Unit or Communitization Agreement
9. Well Name and Number <i>See Attached List</i>
10. API Well Number
11. Field and Pool, or Wildcat

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 – for such proposals

1. Type of Well
 Oil Well Gas Well Other (specify) ?

2. Name of Operator
Carbon Energy Corporation (USA) N2225

3. Address of Operator
1401 17th Street, Suite 1200, Denver, CO 80202

4. Telephone Number
303 298-8100

5. Location of Well
 Footage :
 QQ, Sec, T., R., M : *See Attached List* County :
 State :

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

NOTICE OF INTENT
 (Submit in Duplicate)

<input type="checkbox"/> Abandonment	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Recompletion
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Multiple Completion	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Other _____	

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
 (Submit Original Form Only)

<input type="checkbox"/> Abandonment *	<input type="checkbox"/> New Construction
<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Pull or Alter Casing
<input type="checkbox"/> Change of Plans	<input type="checkbox"/> Shoot or Acidize
<input type="checkbox"/> Conversion to Injection	<input type="checkbox"/> Vent or Flare
<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Other <i>Change of Operator</i>	

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.

13. 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.)

Effective January 1, 2004 Carbon Energy Corporation (USA) transferred operations to Evergreen Operating Corporation for the wells indicated on the attached list.

Change of Operator TO:
 Name & Signature for Evergreen *Scott Zimmerman* *Scott Zimmerman* Title VP Operations & Engineering Date: *N2545*

14. I hereby certify that the foregoing is true and correct.
 Change of Operator FR:
 Name & Signature for Carbon *Todd S. McDonald* *Todd S. McDonald* Title VP Explor. & Prod. Date *01/08/04*

(State Use Only)

RECEIVED
 JAN 20 2004
 DIV. OF OIL, GAS & MINING

Attachment to Form 9							
Wells to have Change of Operator Made - State of Utah							
Carbon Energy Corporation (USA) to Evergreen Operating Corporation							
API Number	Well Name	Footage	Sec	Twp	Rge	Field	County
4304730746	STATE 11-2-15-22	1935' FWL, 1975' FNL	2	15S	22E	Wildcat	Uintah
4304731135	STATE 8-2-15-22	1896' FSL, 625' FEL	2	15S	22E	Wildcat	Uintah
4304731348	FEDERAL 12-18-14-22	566 FWL 2305 FNL	18	14S	22E	Pine Springs	Uintah
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah
4304731074	PINE SPRINGS 13-26-14-22	676 FWL 650 FNL	26	14S	22E	Pine Springs	Uintah
4304730582	TRAPP SPRINGS 4-25-14-23	717 FWL 695 FSL	25	14S	23E	Main Canyon	Uintah
4304730944	MAIN CANYON 8-36-14-23	2018' FSL, 597' FEL	36	14S	23E	Main Canyon	Uintah
4304730248	BLACK HORSE 2 (1-29-15-24)	555' FEL, 528' FSL	29	15S	24E	Wildcat	Uintah
4304730674	MAIN CANYON 15-8-15-23	1058 FNL 2348 FEL	8	15S	23E	Main Canyon	Uintah
4304730735	MAIN CANYON 2-8-15-23	827 FSL 1715 FEL	8	15S	23E	Main Canyon	Uintah
4304730736	MAIN CANYON 7-17-15-23	1605 FEL 1941 FSL	17	15S	23E	Main Canyon	Uintah
4304730977	MAIN CANYON 8-7-15-32	1827' FSL, 649' FEL	7	15S	23E	Main Canyon	Uintah
4304731043	MAIN CANYON 4-4-15-23	376 FWL 923 FSL	4	15S	23E	Main Canyon	Uintah
4304730639	MAIN CANYON 11-10-15-23	1623 FWL 2288 FNL	10	15S	23E	Main Canyon	Uintah
4304731073	MAIN CANYON 6-8-15-23	1969' FWL, 1978' FSL	8	15S	23E	Main Canyon	Uintah
4304731111	MAIN CANYON 16-4-15-23	1980' FWL, 1977' FSL	4	15S	23E	Main Canyon	Uintah
4301930136	ANDERSON FED 2	1159 FSL, 1462 FWL	12	16S	24E	East Canyon	Grand
4301930955	FEDERAL 24-1	726 FNL 2165 FEL	24	16S	24E	East Canyon	Grand
4304730284	PINE SPRING UNIT 1	1982 FWL 1980 FSL	15	14S	22E	Pine Springs	Uintah
4304730331	DRY BURN U 1	1447' FSL, 1389' FEL	29	13S	25E	Wildcat	Uintah
4304730619	CROOKED CANYON 13-17-14-23	683' FWL, 537' FNL	17	14S	23E	Wildcat	Uintah
4304731040	SWEETWATER 6-13-14-24	1855' FWL, 2206' FSL	13	14S	24E	Sweetwater	Uintah
4304730460	SWEETWATER CANYON 1	718' FWL, 2132' FNL	14	14S	24E	Sweetwater	Uintah
4304730622	WOLF UNIT 3-11-15-21	1909' FWL, 994' FSL	11	15S	21E	Wolfpoint	Uintah
4304731104	BLACK HORSE 12-8-15-24	612' FWL, 1934' FNL	8	15S	24E	Wildcat	Uintah
4304731045	BLACK HORSE 14-15-15-24	2156' FWL, 772' FNL	15	15S	24E	Wildcat	Uintah
4304731137	FEDERAL 5-13-15-21	1976 FSL 661 FWL	13	15S	21E	Wolfpoint	Uintah
4304731027	FEDERAL 6-14-15-21	1980' FWL, 1977' FSL	14	15S	21E	Wolfpoint	Uintah
4304731071	FEDERAL 7-15-15-21	1817' FSL, 1657' FEL	15	15S	21E	Wolfpoint	Uintah
4304731091	FEDERAL 2-18-15-22	1927' FEL, 687' FSL	18	15S	22E	Wolfpoint	Uintah
4304730975	TRAPP SPRINGS 1-25-14-23	456' FSL, 1198' FEL	25	14S	23E	Main Canyon	Uintah
4304731041	TRAPP SPRINGS 16-25-14-23	838' FNL, 800' FEL	25	14S	23E	Main Canyon	Uintah
4304731003	TRAPP SPRINGS 3-26-14-23	1058' FLS, 1627' FWL	26	14S	23E	Main Canyon	Uintah
4304730791	TRAPP SPRINGS 6-35-14-23	2610 FWL 1500 FSL	35	14S	23E	Wildcat	Uintah
4304731042	PINE SPRINGS 7-21-14-22	2410 FEL 2210 FSL	21	14S	22E	Pine Springs	Uintah
4304731063	PINE SPRINGS 8-20-14-22	2039 FSL 689 FEL	20	14S	22E	Pine Springs	Uintah
4304731072	MAIN CANYON 6-3-15-23	2107' FWL, 2153' FSL	3	15S	23E	Main Canyon	Uintah
4304731077	FEDERAL 1-34	1797 FSL 800 FEL	34	16S	24E	Bryson Canyon	Grand
4301931078	FEDERAL 2-34	905 FSL 1533 FWL	34	16S	24E	Bryson Canyon	Grand
4304730332	FEDERAL 10-23-14S-24E (1-L-23)	1322' FNL, 1815' FEL	23	14S	24E	Sweetwater	Uintah
4304730325	RAT HOLE CANYON 1	2156' FSL, 1993' FEL	8	14S	25E	Wildcat	Uintah
4304731096	PINE SPRINGS 9-12-14-21	1848 FNL 686 FEL	12	14S	21E	Pine Springs	Uintah
4304734675	PINE SPRINGS 3-23-14-22	460' FSL 2175' FWL	23	14S	22E	Pine Springs	Uintah
4304734676	PINE SPRINGS 12-23-14-22	2052' FNL 462'FWL	23	14S	22E	Pine Springs	Uintah
4304734941	BONANZA FED 15-27-10-25	475' FNL, 1790'	27	10S	25E	Wildcat	Uintah
4304734674	PINE SPRINGS 9-23-14-22	2129' FNL 375' FEL	23	14S	22E	Pine Springs	Uintah



United States Department of the Interior
BUREAU OF LAND MANAGEMENT

Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/utah/vernal>



IN REPLY REFER TO:
3162.3
UT08300

March 12, 2004

Scott Zimmerman
Evergreen Operating Corp.
1401 17th Street, Suite 1200
Denver, Colorado 80202

Re: Wells: Main Canyon 8-7-15-23 *4304730977*
NESE, Sec. 7, T15S, R23E
Main Canyon 2-8-15-23 *43-047-30735*
SWSE, Sec. 8, T15S, R23E
Main Canyon 6-8-15-23 *4304731073*
NESW, Sec. 8, T15S, R23E
Main Canyon 15-8-15-23 *43-047-30674*
NWNE, Sec. 8, T15S, R23E
Uintah County, Utah
Lease No. UTU-9211

Dear Mr. Zimmerman:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced wells. After a review by this office, the change in operator request is approved. Effective immediately, Evergreen Operating Corp. is responsible for all operations performed on the referenced wells. All liability will now fall under your bond, BLM Bond No. UTB000072, for all operations conducted on the referenced wells on the leased land.

If you have any other questions concerning this matter, please contact Leslie Walker of this office at (435) 781-4497.

Sincerely,

Kirk Fleetwood
Petroleum Engineer

cc: UDOGM

RECEIVED

MAR 19 2004

DIV. OF OIL, GAS & MINERAL

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER:
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: See Attached List	
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc. N5155		9. API NUMBER:
3. ADDRESS OF OPERATOR: 5205 N. O'Connor Blvd CITY Irving STATE TX ZIP 75039		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: UTAH		

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

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

1. Operator change due to the merger between Pioneer Natural Resources USA, Inc and Evergreen Resources Inc., effective September 28, 2004.
2. See list attached for all wells currently operated under the name of Evergreen Operating (subsidiary of Evergreen Resources) as listed on the DOGM database on October 15, 2004.
3. Operator will now be Pioneer Natural Resources USA, Inc. Local operation address info and contacts under separate cover.
4. Surety Bond #104319462 (replaces RLB 0006706) attached
5. Copy of Oil & Gas Geothermal Lease Bond - BLM #104091293 attached

Name: Dennis R. Carlton Title: Executive Vice President, Evergreen Operating Corp. *N2545*

Signature: *[Signature]* Date: 10/18/04

NAME (PLEASE PRINT) Jay Still TITLE Vice President, Western Division, Pioneer Natural Resources USA Inc.

SIGNATURE *[Signature]* DATE 10/19/04

(This space for State use only)

APPROVED 10/28/04
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician
(See Instructions on Reverse Side)

RECEIVED
OCT 21 2004
DIV. OF OIL, GAS & MINING

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpn	Twpd	RngN	RngD	QtrQtr
43-007-30122-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 5	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NWNE
43-007-30137-00-00	EVERGREEN OPERATING CORP	HUBER-FEDERAL 7-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	SWNE
43-007-30138-00-00	EVERGREEN OPERATING CORP	HUBER-FRANDSEN 4-15	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	NWNW
43-007-30140-00-00	EVERGREEN OPERATING CORP	HUBER-FED 6-8	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	SENW
43-007-30159-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 9-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESE
43-007-30162-00-00	EVERGREEN OPERATING CORP	EVERGREEN OPERATING CORP	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SWNW
43-007-30163-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 16-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	SESE
43-007-30164-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 11-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESW
43-007-30166-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 11-11	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	NESW
43-007-30169-00-00	EVERGREEN OPERATING CORP	SHIMMIN TRUST 14-12	Gas Well	Plugged and Abandoned	CASTLEGATE	CARBON	12S-10E	12	12	S	10	E	SESW
43-007-30589-00-00	EVERGREEN OPERATING CORP	HUBER-STATE 1-16	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWNE
43-007-30596-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-10	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NWSW
43-007-30640-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 3-14	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	SENE
43-007-30659-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 2-11	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SESE
43-007-30662-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 4-14	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	SENW
43-007-30669-00-00	EVERGREEN OPERATING CORP	HUBER-ST/F 4-11	Gas Well	Location Abandoned	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SE
43-007-30673-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 1-11	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	11	12	S	10	E	SE
43-007-30674-00-00	EVERGREEN OPERATING CORP	HUBER-SHIMMIN TRUST 1-12	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	12	12	S	10	E	NWSW
43-007-30675-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-10	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	NESE
43-007-30688-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 3-10	Gas Well	Location Abandoned	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SWNE
43-007-30717-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NWSW
43-007-30718-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-18	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	18	12	S	10	E	NESE
43-007-30733-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-4	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	4	12	S	10	E	SWSE
43-007-30734-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-8	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NENE
43-007-30735-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-9	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NENW
43-007-30736-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-15	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	SWNE
43-007-30764-00-00	EVERGREEN OPERATING CORP	HUBER-J/F 2-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NENW
43-007-30768-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-8	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NESE
43-007-30769-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 1-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NENE
43-007-30783-00-00	EVERGREEN OPERATING CORP	HUBER-ST 2-16	Gas Well	Approved permit (APD); not yet spudded	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWSE
43-007-30784-00-00	EVERGREEN OPERATING CORP	HUBER-ST 3-16	Gas Well	Approved permit (APD); not yet spudded	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	SESW
43-007-30785-00-00	EVERGREEN OPERATING CORP	HUBER-ST 4-16	Gas Well	Producing	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	SE
43-007-30787-00-00	EVERGREEN OPERATING CORP	H-M FED 2-14	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NESE
43-007-30810-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-5	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	5	12	S	10	E	NESW
43-007-30858-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 4-17	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	17	12	S	10	E	NESE
43-007-30859-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 2-18	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	18	12	S	10	E	NENE
43-007-30860-00-00	EVERGREEN OPERATING CORP	HUBER-JENSEN 4-8	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	8	12	S	10	E	NWSW

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpr	Twpd	RngN	RngD	Qtr/Qtr
43-007-30947-00-00	EVERGREEN OPERATING CORP	HUBER-FRANSDEN/FED 4-15	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	15	12	S	10	E	NWNW
43-007-30961-00-00	EVERGREEN OPERATING CORP	STATE 11-16	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	16	12	S	10	E	NWNW
43-007-30962-00-00	EVERGREEN OPERATING CORP	SHIMMIN 11-14	Gas Well	Spudded (Drilling commenced: Not yet completed)	CASTLEGATE	CARBON	12S-10E	14	12	S	10	E	NWNW
43-007-30786	EVERGREEN OPERATING CORP	Jensen 7-15 Deep	Gas Well	Active	WILDCAT	CARBON	12S-10E	15	12	S	10	E	SWNE
43-007-30977-00-00	EVERGREEN OPERATING CORP	JENSEN 24-4	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	4	12	S	10	E	SESW
43-007-30978-00-00	EVERGREEN OPERATING CORP	JENSEN 34-5	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	5	12	S	10	E	SWSE
43-007-30980-00-00	EVERGREEN OPERATING CORP	JENSEN 41-9	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	9	12	S	10	E	NENE
43-007-30981-00-00	EVERGREEN OPERATING CORP	JENSEN 34-10	Gas Well	New Permit (Not yet approved or drilled)	CASTLEGATE	CARBON	12S-10E	10	12	S	10	E	SWSF
43-013-32308-00-00	EVERGREEN OPERATING CORP	HUBER-ST 1-35	Water Disposal Well	Active	CASTLEGATE	DUCHESNE	11S-10E	35	11	S	10	E	SW
43-013-32317-00-00	EVERGREEN OPERATING CORP	HUBER-STATE 1-27	Gas Well	New Permit (Not yet approved or drilled)	WILDCAT	DUCHESNE	11S-10E	27	11	S	10	E	SWSE
43-047-30104-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 1 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	04S-12E	24	04	S	12	E	NESE
43-017-30102-00-00	EVERGREEN OIL CORP	POISON SPRINGS U 2 USA	Oil Well	Plugged and Abandoned	WILDCAT	GARFIELD	04S-12E	4	04	S	12	E	NENE
43-019-30136-00-00	EVERGREEN OPERATING CORP	ANDERSON FED 2	Gas Well	Producing	EAST CANYON	GRAND	16S-24E	12	16	S	24	E	SWSW
43-019-30955-00-00	EVERGREEN OPERATING CORP	FEDERAL 24-1	Gas Well	Shut-In	EAST CANYON	GRAND	16S-24E	24	16	S	24	E	NWNE
43-019-31077-00-00	EVERGREEN OPERATING CORP	FEDERAL 1-34	Gas Well	Producing	BRYSON CANYON	GRAND	16S-24E	34	16	S	24	E	NESE
43-019-31078-00-00	EVERGREEN OPERATING CORP	FEDERAL 2-34	Gas Well	Producing	BRYSON CANYON	GRAND	16S-24E	34	16	S	24	E	SESW
43-047-30248-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 2	Gas Well	Shut-In	BLACK HORSE CYN	UINTAH	15S-24E	29	15	S	24	E	SESE
43-047-30284-00-00	EVERGREEN OPERATING CORP	PINE SPRING U 1	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	15	14	S	22	E	NESW
43-047-30325-00-00	EVERGREEN OPERATING CORP	RAT HOLE CYN 1	Gas Well	Shut-In	RAT HOLE CANYON	UINTAH	14S-25E	8	14	S	25	E	NWSE
43-047-30331-00-00	EVERGREEN OPERATING CORP	DRY BURN U 1	Gas Well	Shut-In	DRY BURN	UINTAH	13S-25E	29	13	S	25	E	NWSE
43-047-30332-00-00	EVERGREEN OPERATING CORP	1-L-23	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	23	14	S	24	E	SWNE
43-047-30480-00-00	EVERGREEN OPERATING CORP	SWEETWATER CYN 1	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	14	14	S	24	E	SWNW
43-047-30582-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 4-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	SWSW
43-047-30619-00-00	EVERGREEN OPERATING CORP	CROOKED CYN 13-17-14-23	Gas Well	Producing	CROOKED CANYON	UINTAH	14S-23E	17	14	S	23	E	NWNW
43-047-30622-00-00	EVERGREEN OPERATING CORP	WOLF UNIT 3-11-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	11	15	S	21	E	SESW
43-047-30639-00-00	EVERGREEN OPERATING CORP	MAIN CYN 11-10-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	10	15	S	23	E	SESW
43-047-30674-00-00	EVERGREEN OPERATING CORP	MAIN CYN 15-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	NWNE
43-047-30735-00-00	EVERGREEN OPERATING CORP	MAIN CYN 2-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	SWSE
43-047-30736-00-00	EVERGREEN OPERATING CORP	MAIN CYN 7-17-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	17	15	S	23	E	NWSE
43-047-30746-00-00	EVERGREEN OPERATING CORP	STATE 11-2-15-22	Gas Well	Plugged and Abandoned	MAIN CANYON	UINTAH	15S-22E	2	15	S	22	E	SESW
43-047-30791-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 6-35-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	35	14	S	23	E	NESE
43-047-30944-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 8-36-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	36	14	S	23	E	NESE
43-047-30975-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 1-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	SESE
43-047-30977-00-00	EVERGREEN OPERATING CORP	MAIN CYN 8-7-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	7	15	S	23	E	NESE
43-047-31003-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 3-26-14-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	14S-23E	26	14	S	23	E	SESW
43-047-31027-00-00	EVERGREEN OPERATING CORP	FEDERAL 6-14-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	14	15	S	21	E	NESW
43-047-31040-00-00	EVERGREEN OPERATING CORP	SWEETWATER 6-13-14-24	Gas Well	Shut-In	SWEETWATER CYN	UINTAH	14S-24E	13	14	S	24	E	NESW
43-047-31041-00-00	EVERGREEN OPERATING CORP	TRAPP SPRINGS 16-25-14-23	Gas Well	Producing	MAIN CANYON	UINTAH	14S-23E	25	14	S	23	E	NENE
43-047-31042-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 7-21-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	21	14	S	22	E	NWSE
43-047-31043-00-00	EVERGREEN OPERATING CORP	MAIN CYN 4-4-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	4	15	S	23	E	SWSW
43-047-31045-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 14-15-15-24	Gas Well	Shut-In	SOUTH CANYON	UINTAH	15S-24E	15	15	S	24	E	NENW
43-047-31063-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 8-20-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	20	14	S	22	E	NESE

**EVERGREEN TO PIONEER NATURAL RESOURCES USA, INC. MERGER
WELL LIST 10/15/04**

API Well Number	Operator	Well Name	Well Type	Well Status	Field Name	County Name	Location (Twn-Rng)	Sect	Twpn	Twpd	RngN	RngD	Qtr/Qtr
43-047-31071-00-00	EVERGREEN OPERATING CORP	FEDERAL 7-15-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	15	15	S	21	E	NWSE
43-047-31072-00-00	EVERGREEN OPERATING CORP	MAIN CYN 6-3-15-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-23E	3	15	S	23	E	NESW
43-047-31073-00-00	EVERGREEN OPERATING CORP	MAIN CYN 6-8-15-23	Gas Well	Producing	MAIN CANYON	UINTAH	15S-23E	8	15	S	23	E	NESW
43-047-31074-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 13-26-14-22	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	26	14	S	22	E	NWNW
43-047-31091-00-00	EVERGREEN OPERATING CORP	FEDERAL 2-18-15-22	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-22E	18	15	S	22	E	SWSE
43-047-31096-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS 9-12-14-21	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-21E	12	14	S	21	E	SENE
43-047-31104-00-00	EVERGREEN OPERATING CORP	BLACK HORSE 12-8-15-24	Gas Well	Shut-In	SOUTH CANYON	UINTAH	15S-24E	8	15	S	24	E	SWNW
43-047-31111-00-00	EVERGREEN OPERATING CORP	MAIN CYN 16-4-15-23	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-23E	4	15	S	23	E	NENE
43-047-31134-00-00	EVERGREEN OPERATING CORP	FED ENI 7-1	Gas Well	Producing	DAVIS CANYON	UINTAH	13S-26E	7	13	S	26	E	NENE
43-047-31135-00-00	EVERGREEN OPERATING CORP	STATE 8-2-15-22	Gas Well	Shut-In	MAIN CANYON	UINTAH	15S-22E	2	15	S	22	E	NESE
43-047-31137-00-00	EVERGREEN OPERATING CORP	FEDERAL 5-13-15-21	Gas Well	Shut-In	WOLF POINT	UINTAH	15S-21E	13	15	S	21	E	NWSW
43-047-31348-00-00	EVERGREEN OPERATING CORP	FEDERAL 12-18-14-22	Gas Well	Shut-In	PINE SPRINGS	UINTAH	14S-22E	18	14	S	22	E	SWNW
43-047-34674-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 3-23-14S-22E	Gas Well	Location Abandoned	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SENE
43-047-34675-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 3-23-14S-22E	Gas Well	Producing	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SESW
43-047-34676-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 12-23-14S-22E	Gas Well	Temporarily-Abandoned	PINE SPRINGS	UINTAH	14S-22E	23	14	S	22	E	SWNW
43-047-34941-00-00	EVERGREEN OPERATING CORP	BONANZA FED 15-27-10-25	Gas Well	Producing	UNDESIGNATED	UINTAH	10S-25E	27	10	S	25	E	NWNE
43-047-35555-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS ST 6-36-14-22	Gas Well	Spudded (Drilling commenced: Not yet completed)	UNDESIGNATED	UINTAH	14S-22E	36	14	S	22	E	NE
43-047-35556-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 4-22-14-22	Gas Well	Approved permit (APD); not yet spudded	PINE SPRINGS	UINTAH	14S-22E	22	14	S	22	E	SWSW
43-047-35566-00-00	EVERGREEN OPERATING CORP	PINE SPRINGS FED 15-21-14-22	Gas Well	Approved permit (APD); not yet spudded	PINE SPRINGS	UINTAH	14S-22E	21	14	S	22	E	NWNE

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

Operator Name Change

X Merger

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

9/28/2004

FROM: (Old Operator): N2545-Evergreen Operating Corp. 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1-(303) 298-8100	TO: (New Operator): N5155-Pioneer Natural Resources USA, Inc. 5205 N O'Connor Blvd Irving, TX 75039 Phone: 1-(972) 444-9001
--	---

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
HUBER-FEDERAL 7-9	09	120S	100E	4300730137	12991	Federal	GW	P
CROOKED CYN 13-17-14-23	17	140S	230E	4304730619	8055	Federal	GW	P
TRAPP SPRINGS 1-25-14-23	25	140S	230E	4304730975	8081	Federal	GW	P
TRAPP SPRINGS 16-25-14-23	25	140S	230E	4304731041	8081	Federal	GW	P
TRAPP SPRINGS 3-26-14-23	26	140S	230E	4304731003	8081	Federal	GW	S
TRAPP SPRINGS 6-35-14-23	35	140S	230E	4304730791	8081	Federal	GW	P
WOLF UNIT 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	S
FEDERAL 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
FEDERAL 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	S
MAIN CYN 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	S
MAIN CYN 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
MAIN CYN 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	P
MAIN CYN 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	P
MAIN CYN 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	P
MAIN CYN 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
ANDERSON FED 2	12	160S	240E	4301930136	583	Federal	GW	P
FEDERAL 24-1	24	160S	240E	4301930955	588	Federal	GW	S
FEDERAL 1-34	34	160S	240E	4301931077	9280	Federal	GW	P
FEDERAL 2-34	34	160S	240E	4301931078	9285	Federal	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2004
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/21/2004
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/21/2004
- Is the new operator registered in the State of Utah: YES Business Number: 5738462-0143
- If **NO**, the operator was contacted on:
- 6a. (R649-9-2)Waste Management Plan has been received on:
- 6b. Inspections of LA PA state/fee well sites complete on: ***

21

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: not yet

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: _____

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: _____

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- 1. Changes entered in the Oil and Gas Database on: 10/28/2004
- 2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 10/28/2004
- 3. Bond information entered in RBDMS on: 10/28/2004
- 4. Fee/State wells attached to bond in RBDMS on: 10/28/2004
- 5. Injection Projects to new operator in RBDMS on: 10/28/2004
- 6. Receipt of Acceptance of Drilling Procedures for APD/New on: ***

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 104091293

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: n/a

FEE & STATE WELL(S) BOND VERIFICATION:

- 1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 104319462
- 2. The **FORMER** operator has requested a release of liability from their bond on: 10/21/2004
The Division sent response by letter on: 10/28/2004

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 11/1/2004

COMMENTS:

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

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SEP 12 2007

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

DIV. OF OIL, GAS & MINING

5. LEASE DESIGNATION AND SERIAL NUMBER: U-9211

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: _____

7. UNIT or CA AGREEMENT NAME: _____

8. WELL NAME and NUMBER: Main Canyon 15-8-15-23

9. API NUMBER: 43-047-~~00674~~ 30674

10. FIELD AND POOL, OR WILDCAT: Main Canyon

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

2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.

3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (303) 675-2663

4. LOCATION OF WELL: FOOTAGES AT SURFACE: 1058' FNL & 2348' FEL COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 8 15S 23E 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>9/20/2007</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 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 checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The Main Canyon 15-8 was completed in the Dakota formation and is not economically feasible. Pioneer proposes to recomplete in the Mancos Formation. Plans are to set a CIBP @ 8390', perf zones 8212-16', 8190-99', 8152-68', 8118-24' w/2 SPF - use a nitrogen breakdown of approx 200,000 scf N2. Monitor pressure for 8-14 days.

10-5-07
PM

NAME (PLEASE PRINT) Joy A. Ziegler TITLE Senior Engineering Tech

SIGNATURE Joy A. Ziegler DATE 9/7/2007

(This space for State use only)

Accepted by the
Utah Division of
Oil, Gas and Mining
9/28/07
By: [Signature]

Federal Approval Of This
Action Is Necessary

(5/2000) See Instructions on Reverse Side

Pioneer Natural Resources USA, Inc.				
Subsequent Report of Shut In on Federal Wells				
Attachment to Form 9				
October 1, 2007				
<u>Well Name & Number</u>	<u>API No.</u>	<u>Field Name</u>	<u>Q/Q S/T/R</u>	<u>Lease No.</u>
Bryson Canyon Federal 2-34-16S-24E	43-019-31077	Bryson Canyon	SESW 34-16S-24E	UTU 52030
Bryson Canyon Federal 1-34-16S-24E	43-019-31078	Bryson Canyon	NESE 34-16S-24E	UTU 52030
Anderson Federal 2-12-16S-24E	43-019-30136	East Canyon	SWSW 12-16S-24E	U04967C
Wolf Point Federal 5-13-15S-21E	43-047-31137	Wolf Point	NWSW 13-15S-21E	U30112
Wolf Point Federal 6-14-15S-21E	43-047-31027	Wolf Point	NESW 14-15S-21E	U10173
Wolf Point Federal 7-15-15S-21E	43-047-31071	Wolf Point	NWSE 15-15S-21E	U6618
Federal 3-11-15S-21E	43-047-30622	Wolf Point	SESW 11-15S-21E	U6618
Main Canyon 11-10-15S-23E	43-047-30639	Main Canyon	SESW 10-15S-23E	U8361
Main Canyon 15-8-15S-23E	43-047-30674	Main Canyon	NWNE 8-15S-23E	U9211
Main Canyon 16-4-15S-23E	43-047-31111	Main Canyon	NENE 4-15S-23E	U8361
Main Canyon 2-8-15S-23E	43-047-30735	Main Canyon	SWSE 8-15S-23E	U9211
Main Canyon 4-4-15S-23E	43-047-31043	Main Canyon	SWSW 4-15S-23E	U8361
Main Canyon 6-8-15S-23E	43-047-31073	Main Canyon	NESW 8-15S-23E	U9211
Main Canyon 7-17-15S-23E	43-047-30736	Main Canyon	NWSE 17-15S-23E	U8359
██████████	██████████	██████████	██████████	██████████
Federal 13-17-14S-23E	43-047-30619	Crooked Canyon	NWNW 17-14S-23E	UTU6613
Trapp Springs 16-25-14S-23E	43-047-31041	Main Canyon	NENE 25-14S-23E	U38073
Trapp Springs 8-36-14S-23E	43-047-30944	Main Canyon	NESE 36-14S-23E	ML18667
Trapp Springs 4-25-14S-23E	43-047-30582	Main Canyon	SWSW 25-14S-23E	U38073
Trapp Springs 6-35-14S-23E	43-047-30791	Main Canyon	NESW 35-14S-23E	U35272
Pine Springs 13-26-14S-22E	43-047-31074	Main Canyon	NWNW 26-14S-22E	U27413
Pine Springs 3-23-14S-22E	43-047-34675	Main Canyon	SESW 23-14S-22E	UTU006614
Pine Springs 7-21-14S-22E	43-047-31042	Main Canyon	NWSE 21-14S-22E	U10199
Pine Springs 8-20-14S-22E	43-047-31063	Pine Springs	NESE 20-14S-22E	U10199
Pine Springs 9-12-14S-21E	43-047-31096	Pine Springs	SENE 12-14S-21E	U10272

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DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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 checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER:
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.		9. API NUMBER: 43-047-3067A
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: 8 15s 23e Grand & Uintah STATE: UTAH
5. PHONE NUMBER: (303) 675-2663		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Monthly Shut In
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	Status October 2007

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

The attached is a list of wells that remained shut-in during the month of October 2007 due to economical market conditions.

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>11/2/2007</u>

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DIV. OF OIL, GAS & MINING

Pioneer Natural Resources USA, Inc.				
Subsequent Report of Shut In on Federal Wells				
Shut-In The Month Of October 2007				
Attachment to Form 9				
Date of Report: November 2, 2007				
<u>Well Name & Number</u>	<u>API No.</u>	<u>Field Name</u>	<u>Q/Q S/T/R</u>	<u>Lease No.</u>
Bryson Canyon Federal 2-34-16S-24E	43-019-31077	Bryson Canyon	SESW 34-16S-24E	UTU 52030
Bryson Canyon Federal 1-34-16S-24E	43-019-31078	Bryson Canyon	NESE 34-16S-24E	UTU 52030
Anderson Federal 2-12-16S-24E	43-019-30136	East Canyon	SWSW 12-16S-24E	U04967C
Wolf Point Federal 5-13-15S-21E	43-047-31137	Wolf Point	NWSW 13-15S-21E	U30112
Wolf Point Federal 6-14-15S-21E	43-047-31027	Wolf Point	NESW 14-15S-21E	U10173
Wolf Point Federal 7-15-15S-21E	43-047-31071	Wolf Point	NWSE 15-15S-21E	U6618
Federal 3-11-15S-21E	43-047-30622	Wolf Point	SESW 11-15S-21E	U6618
Main Canyon 11-10-15S-23E	43-047-30639	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 15-8-15S-23E	43-047-30674	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 16-4-15S-23E	43-047-31111	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 2-8-15S-23E	43-047-30735	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 4-4-15S-23E	43-047-31043	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 6-8-15S-23E	43-047-31073	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon 7-17-15S-23E	43-047-30736	Main Canyon	SESW 11-15S-21E	U6618
Main Canyon Fed 23-7-15-23E	43-047-37705	Main Canyon	SESW 11-15S-21E	U6618
Federal 13-17-14S-23E	43-047-30619	Crooked Canyon	SESW 11-15S-21E	U6618
Trapp Springs 16-25-14S-23E	43-047-31041	Main Canyon	SESW 11-15S-21E	U6618
Trapp Springs 8-36-14S-23E	43-047-30944	Main Canyon	SESW 11-15S-21E	U6618
Trapp Springs 4-25-14S-23E	43-047-30582	Main Canyon	SESW 11-15S-21E	U6618
Trapp Springs 6-35-14S-23E	43-047-30791	Main Canyon	SESW 11-15S-21E	U6618
Pine Springs 13-26-14S-22E	43-047-31074	Main Canyon	SESW 11-15S-21E	U6618
Pine Springs 3-23-14S-22E	43-047-34675	Main Canyon	SESW 11-15S-21E	U6618
Pine Springs 7-21-14S-22E	43-047-31042	Main Canyon	SESW 11-15S-21E	U6618
Pine Springs 8-20-14S-22E	43-047-31063	Pine Springs	SESW 11-15S-21E	U6618
Pine Springs 9-12-14S-21E	43-047-31096	Pine Springs	SESW 11-15S-21E	U6618

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 DIV. OF OIL, GAS & MINING

UTAH DIVISION OF OIL, GAS AND MINING

NOTICE OF REPORTING PROBLEMS

Operator: Pioneer Natural Resources Account: N5155 Today's Date: 09/16/2008

Problems:

- Late Report(s)
- Inaccurate Report(s)
- Incomplete Report(s)
- Other: No Subsequent Report

Failure to submit reports in a timely, accurate, and complete manner may result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

To avoid compliance action, these reporting problems should be resolved within 7 days.

Send reports to:

Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 P.O. Box 145801
 Salt Lake City, Utah 84114-5801

Fax to:

(801) 359-3940 *43 047 30674*
Main Lyn 15-8-15-23
ISS 23E 8

Type of Report	Month(s) of Problem Report		
<input type="checkbox"/> Production – Form 10 <input type="checkbox"/> Disposition – Form 11 <input type="checkbox"/> Gas Plant – Form 13 <input type="checkbox"/> Enhanced Recovery – UIC Form 2 <input type="checkbox"/> Injection – UIC Form 3 <input type="checkbox"/> Other _____			
Type of Report	Well Name(s)	API Number(s)	Drilling Commenced
<input type="checkbox"/> Spud Notice – Form 9 <input type="checkbox"/> Drilling Reports – Form 9 <input type="checkbox"/> Well Completion Report – Form 8 <input checked="" type="checkbox"/> Other <u>Subsequent Sundry</u>	<input checked="" type="checkbox"/> List Attached		

Description of Problem:

Operator has submitted sundry of intents on the following wells that have been approved by DOGM. Per Rule 649-3-23, a subsequent report shall be submitted on Form 9, Sundry Notice, within 30 days after completion. The report should show workover results, well status, work completion date, new perforation depths, etc.

If you have questions or concerns regarding this matter, please contact Rachel Medina at (801) 538-5260 .

cc: Compliance File
 RAM
 Well File
 CHD



State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

January 29, 2009

Ms. Joy Ziegler
Pioneer Natural Resources
1401 17th ST., Suite 1200
Denver, CO 80202

Handwritten notes: 43 047 30674, Shimmin Trust 1-12-12-10, 12S 10E 12

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases dated September 3, 2008.

Dear Ms. Ziegler:

The Division of Oil, Gas and Mining (the Division) is in receipt of your letter dated October 8, 2008 in regards to the nine (9) shut-in or temporarily abandoned (SI/TA) wells (Attachment A) operated by Pioneer Natural Resources.

The Division does not object to the proposed work on the said wells. However, due to insufficient evidence the Division is unable to grant extended SI/TA status for these wells. Not enough data was received per R649-3-36 providing proof of integrity or lengths of time wells are expected to be shut-in. The Divisions preferred method of demonstrating well integrity is to perform an MIT. Please note, approval will be necessary prior to continuing with any planned work for these wells.

Please submit an individual sundry for each well along with required information to help expedite approval and documentation processes. If the required information is not received within 30 days of the date of this notice, further actions may be initiated. Please feel free to contact me at (801) 538-5281 concerning specific requirements to ensure all information is included with sundries.

Sincerely,

Handwritten signature of Dustin K. Doucet

Dustin K. Doucet
Petroleum Engineer

DKD/JP/js
Enclosure

cc: Jim Davis, SITLA
Wells File
Compliance File



ATTACHMENT A

	Well Name	API	Lease Type	Years Inactive
1	CASTLEGATE ST 11-16H	43-007-30961	ML-44443	2 Years 1 Month
2	STATE 21-10	43-019-31390	STATE	5 Years 9 Months
3	MAIN CYN ST 8-2-15-22	43-047-31135	STATE	26 Years 10 Months
4	SHIMMIN TRUST 14-12-12-10	43-007-301-69	FEE	7 Years 4 Months
5	SHIMMIN TRUST 3-14-12-10	43-007-30640	FEE	3 Years 2 Months
6	SHIMMIN TRUST 1-12-12-10	43-007-30674	FEE	1 Year 5 Months
7	JENSEN 2-10-12-10	43-007-30675	FEE	4 Years 0 months
8	SHIMMIN 11-14	43-007-30962	FEE	4 Years 0 Months
9	ATCHEE CANYON 25-12-25 #4	43-047-35830	FEE	2 Years 11 Months

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
U-9211

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:
Main Canyon 15-8-15-23

9. API NUMBER:
43-047-30674

10. FIELD AND POOL, OR WILDCAT
Main Canyon

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
NWNE 8 15S 23E SLBM

12. COUNTY
Uintah

13. STATE
UTAH

14. DATE SPURRED:

15. DATE T.D. REACHED:

16. DATE COMPLETED:
10/14/2007

ABANDONED READY TO PRODUCE

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

18. TOTAL DEPTH: MD
TVD

19. PLUG BACK T.D.: MD **8,354**
TVD

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD **8,390**
PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

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

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

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-7/8"	8,083	8,070						

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Mancos	5,342	8,392			8,118 8,216	.41	24	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B) Dakota	8,392	8,590			8,454 8,695	.32	11	Open <input type="checkbox"/> Squeezed <input checked="" type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

27. PERFORATION RECORD

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
8118-8216	162,000# 20/40 sd, 10,000# 100 mesh, 70% CO2, 36,000 gal phaserfrac

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

29. ENCLOSED ATTACHMENTS:

ELECTRICAL/MECHANICAL LOGS
 SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION

GEOLOGIC REPORT
 CORE ANALYSIS

DST REPORT
 OTHER

DIRECTIONAL SURVEY

RECEIVED

30. WELL STATUS:
SI

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: U-9211
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: Main Canyon 15-8-15-23
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.		9. API NUMBER: 43-047-03674
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 675-2663	10. FIELD AND POOL, OR WILDCAT: Main Canyon
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1058' FNL & 2348' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 8 15S 23E		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 12/28/2007	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input checked="" 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 checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

9/21/07 - 10/14/07

Plug back Dakota and recomplete in Mancos:

RU Casedhole Solutions Wireline - set CIBP @ 8390', dump bail 36' cmt on CIBP in two bailer runs - CIBP @ 8390', TOC @ approx 8354' - RD Wireline. RU and test csg to 1500 psi, held solid.

RU Casedhole Solutions - perf 8212-16', 8190-99', 8152-68', 8118-24' w/2 SPF. RIH & set pkr @ 8070', RD wireline. Ran tbg, EOT @ 8083', tst to 1500 psi, good test. RU Superior Slickline - PBDT approx 8354'. RD slickline.

Faced with 162,000# 20/40 sd propanat, 10,000# 100 mesh 70% CO2, 36,000 gal phaserfrac.

Swabbed back frac fluid - shut well in

NAME (PLEASE PRINT) <u>Joy A. Ziegler</u>	TITLE <u>Senior Engineering Tech</u>
SIGNATURE	DATE <u>1/26/2009</u>

(This space for State use only)

RECEIVED
FEB 17 2009
DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: U-9211
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: Main Canyon 15-8-15-23	
2. NAME OF OPERATOR: Pioneer Natural Resources USA, Inc.	9. API NUMBER: 43-047-03674-30674	
3. ADDRESS OF OPERATOR: 1401 17th Street - Ste 1200 CITY Denver STATE CO ZIP 80202	PHONE NUMBER: (303) 675-2663	10. FIELD AND POOL, OR WILDCAT: Main Canyon
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1058' FNL & 2348' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 8 15S 23E		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: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input checked="" type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input checked="" 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 checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

The BLM has requested Pioneer to place the Main Canyon 15-8-15-23 in a temporarily abandoned status.

The Dakota formation was plugged back and the well was completed in the Mancos and is uneconomical to produce. Pioneer is currently securing funding to plug back the Mancos and recomplete in the Castlegate Sandstone. A workover procedure will be submitted at a later date.

COPY SENT TO OPERATOR

Date: 3.5.2009

Initials: KS

NAME (PLEASE PRINT) Joy A. Ziegler TITLE Senior Engineering Tech
SIGNATURE *Joy A. Ziegler* DATE 2/16/2009

(This space for State use only)

REQUEST DENIED
Utah Division of
Oil, Gas and Mining

Date: 3/4/09

By: *[Signature]* (See Instructions on Reverse Side)

*See Requirements of R649-3-36

RECEIVED
FEB 17 2009

DIV. OF OIL, GAS & MINING

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

FORM 6

ENTITY ACTION FORM

Operator: Pioneer Natural Resources USA, Inc. Operator Account Number: N 5155
Address: 1401 17th Street - Suite 1200
city Denver
state CO zip 80202 Phone Number: (303) 675-2663

Well 1 4304730674

API Number	Well Name		QQ	Sec	Twp	Rng	County
43-047- 03674	Main Canyon Fed 15-8-15-23		NWNE	8	15S	23E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	<u>11598</u>	<u>11598</u>				12/28/2007	
Comments: <u>Plugged back Dakota Formation and Recompleted in Mancos</u> <u>3/5/09</u>							

Well 2

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

Well 3

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

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Joy A. Ziegler

Name (Please Print)

Joy A. Ziegler
Signature

Senior Engineering Tech

Title

3/5/2009

Date

RECEIVED

MAR 05 2009

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: U-9211
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SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
--	--

1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: MAIN CYN FED 15-8-15-23
------------------------------------	--

2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047306740000
---	---

3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext	9. FIELD and POOL or WILDCAT: MAIN CANYON
--	--	---

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1058 FNL 2348 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 08 Township: 15.0S Range: 23.0E Meridian: S	COUNTY: UINTAH STATE: UTAH
---	---

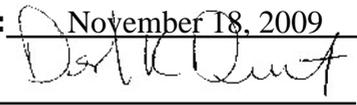
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/20/2009 <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 checked="" type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: MIT

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

The BLM put the subject well in a TA status in March 2009 - valid thru March 2010. However, UDOGM rejected the TA status and requests a MIT. Pioneer plans on running the MIT by November 20, 2009. If the MIT passes Pioneer requests a TA status until funding is secured to plug back the Mancos and recomplete in the Castlegate Sandstone as originally submitted on Sundry dated 2/16/09. If the MIT fails, a P&A procedure will be submitted. The MIT procedure is as follows: 1) MIRU water truck w/triplex pump 2) Install chart recorder on WH & 2nd line on annulus 3) Load well w/formation wtr 4) Pressure up to 1000 psi & SI pump 5) Record press for 30 minutes 6) RD & release pump truck

Accepted by the Utah Division of Oil, Gas and Mining

Date: November 18, 2009
 By: 

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A		DATE 11/16/2009

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: U-9211
---	---

SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
--	--

1. TYPE OF WELL Gas Well	8. WELL NAME and NUMBER: MAIN CYN FED 15-8-15-23
------------------------------------	--

2. NAME OF OPERATOR: PIONEER NATURAL RESOURCES USA, INC	9. API NUMBER: 43047306740000
---	---

3. ADDRESS OF OPERATOR: 1401 17th Street, Suite 1200 , Denver, CO, 80202	PHONE NUMBER: 303 298-8100 Ext	9. FIELD and POOL or WILDCAT: MAIN CANYON
--	--	---

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1058 FNL 2348 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNE Section: 08 Township: 15.0S Range: 23.0E Meridian: S	COUNTY: UINTAH 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"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/23/2009	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<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 checked="" 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"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: MIT

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

The BLM had requested Pioneer to place the Main Canyon 15-8-15-23 in a TA status which UDOGM denied 3/4/09 until an MIT was run. The original Sundry filed 2/16/09 was for: The Dakota formation was plugged back and the well was completed in the Mancos which is uneconomical to produce. Pioneer currently securing funding to plug back the Mancos and recomplete in Castlegate Sandstone. A workover procedure will be submitted at a later date. The MIT was run on 11/23/09 - the pressure held at 1000# for 30 minutes - no leaks - the MIT passed. We request a TA status until funding is secured to recomplete.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 December 02, 2009

NAME (PLEASE PRINT) Joy A. Ziegler	PHONE NUMBER 303 675-2663	TITLE Senior Engineering Tech
SIGNATURE N/A	DATE 12/2/2009	

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

- | |
|--------|
| 1. DJJ |
| 2. CDW |

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

3/1/2010

FROM: (Old Operator): N5155-Pioneer Natural Resources USA, Inc. 1401 17th St, Suite 1200 Denver, CO 80202 Phone: 1 (303) 675-2610	TO: (New Operator): N3655-Foundation Energy Management, LLC 14800 Landmark Blvd, Suite 2200 Dallas, TX 75254 Phone: 1 (918) 585-1650
--	---

CA No.		Unit:						
WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/18/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/18/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2010
- Is the new operator registered in the State of Utah: Business Number: 7591070-0161
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 5/20/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/10/2010
- Bond information entered in RBDMS on: 5/20/2010
- Fee/State wells attached to bond in RBDMS on: 5/20/2010
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000427
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number B005552 & B005635
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 6/10/2010

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: Foundation Energy Management, LLC <i>N 3655</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 14800 Landmark Blvd. - Ste 220 CITY Dallas STATE TX ZIP 72254		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (918) 585-1650		8. WELL NAME and NUMBER: See Attached List
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY:		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		10. FIELD AND POOL, OR WILDCAT:

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 1/1/2010	<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.

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the attached list of wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

Betty Brownson
Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc. *N5155*

1401 17th Street - Suite 1200
Denver, CO 80202
Telephone: 303-675-2610
Fax: 303-294-1255

Joel P. Sauer
Joel P. Sauer
Vice President
Foundation Energy Management, LLC.

14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UDOGM Bond No. ~~B005552~~ B005552 & B005635
UT Trust Lands: B005499 BLM Bond No UTB000427
Telephone: 918-585-1650
Fax: 918-585-1660

NAME (PLEASE PRINT) Joel P. Sauer TITLE Vice President

SIGNATURE *Joel P. Sauer* **APPROVED 5/20/2010** *3-10-2010* **RECEIVED**

(This space for State use only)

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

MAR 18 2010
DIV. OF OIL, GAS & MINING

Pioneer Natural Resources (N5155) to Foundation Energy Management (N3655)
EFFECTIVE March 1, 2010

well_name	sec	twp	rng	api	entity	lease	type	stat
ANDERSON FED 2-12-16-24	12	160S	240E	4301930136	583	Federal	GW	S
BRYSON CANYON FED 1-34-16-24	34	160S	240E	4301931077	9280	Federal	GW	S
BRYSON CANYON FED 2-34-16-24	34	160S	240E	4301931078	9285	Federal	GW	P
STATE 21-10	10	160S	230E	4301931390	13560	State	GW	S
SE FLANK UINTAH 1-28	28	150S	220E	4304730126	6121	Federal	OW	P
CROOKED CANYON 13-17-14-23	17	140S	230E	4304730619	8055	Federal	GW	P
WOLF POINT FED 3-11-15-21	11	150S	210E	4304730622	8065	Federal	GW	P
MAIN CANYON FED 11-10-15-23	10	150S	230E	4304730639	11605	Federal	GW	S
MAIN CYN FED 15-8-15-23	08	150S	230E	4304730674	11598	Federal	GW	S
MAIN CYN FED 2-8-15-23	08	150S	230E	4304730735	11599	Federal	GW	P
MAIN CYN FED 7-17-15-23	17	150S	230E	4304730736	11600	Federal	GW	P
TRAPP SPRINGS 6-35-14-23	35	140S	230E	4304730791	8081*	Federal	GW	P
TRAPP SPRINGS 1-25-14-23	25	140S	230E	4304730975	8081*	Federal	GW	S
MAIN CYN FED 8-7-15-23	07	150S	230E	4304730977	11601	Federal	GW	TA
TRAPP SPRINGS FED 3-26-14-23	26	140S	230E	4304731003	8081*	Federal	GW	S
WOLF POINT FED 6-14-15-21	14	150S	210E	4304731027	8072	Federal	GW	S
TRAPP SPRINGS 16-25-14-23	25	140S	230E	4304731041	8081*	Federal	GW	S
MAIN CYN FED 4-4-15-23	04	150S	230E	4304731043	11602	Federal	GW	P
BLACK HORSE 14-15-15-24	15	150S	240E	4304731045	8070	Federal	GW	S
WOLF POINT FED 7-15-15-21	15	150S	210E	4304731071	8073	Federal	GW	P
MAIN CANYON FED 6-3-15-23	03	150S	230E	4304731072	8245	Federal	GW	S
MAIN CANYON FED 6-8-15-23	08	150S	230E	4304731073	11606	Federal	GW	S
WOLF POINT FED 2-18-15-22	18	150S	220E	4304731091	8077	Federal	GW	S
MAIN CANYON FED 16-4-15-23	04	150S	230E	4304731111	11608	Federal	GW	S
DAVIS CANYON FED 7-1-13-26	07	130S	260E	4304731134	2840	Federal	GW	S
WOLF POINT FED 5-13-15-21	13	150S	210E	4304731137	8071	Federal	GW	P
PINE SPRINGS FED 12-23-14-22	23	140S	220E	4304734676	13616	Federal	GW	OPS
PINE SPRINGS ST 6-36-14-22	36	140S	220E	4304735555	14352	State	GW	P
PINE SPRINGS ST 15-36-14-22	36	140S	220E	4304736962	15410	State	GW	P
MAIN CANYON FED 23-7-15-23	07	150S	230E	4304737705	15699	Federal	GW	P
MAIN CYN FED 12-8-15-23	08	150S	230E	4304739428	16256	Federal	GW	P

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

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

5. Lease Serial No. **MOAB FIELD OFFICE**

6. If Indian, Allottee or Tribe Name **2010 MAR 22 AM 10:58**

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit of CA/Agreement, Name and/or No.
2. Name of Operator Foundation Energy Management, LLC		8. Well Name and No. See Below
3a. Address 14800 Landmark Blvd. - Suite 220 Dallas, TX 72254		9. API Well No.
3b. Phone No. (include area code) 918-575-1650		10. Field and Pool or Exploratory Area
4. Location of Well (Footage, Sec., T., R., M., or Survey Description)		11. Country or Parish, State Grand Co., UT

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

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

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

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the following wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

- 1) API: 4301930136 - Anderson Fed 2-12-16-24 - SWSW, 12, T16S-R24E - Lease: UTU-04967C
- 2) API: 4301931077 - Bryson Canyon Fed 1-34-16-24 - NESE, 34, T16S-R24E - Lease: UTU-52030
- 3) API: 4301931078 - Bryson Canyon Fed 2-34-16-24 - SESW, 34, T16S-R24E - Lease: UTU-52030

UT13000427


Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc.
1401 17th Street - Suite 1200
Denver, CO 80202
Telephone: 303-675-2610
Fax: 303-294-1255

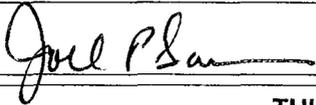

Joel P. Sauer
Vice President
Foundation Energy Management, LLC.
14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UT BLM: B005501
Telephone: 918-585-1650
Fax: 918-585-1660

RECEIVED

APR 14 2010

DIV. OF OIL, GAS & MINING

14. I hereby certify that the foregoing is true and correct.
Name (Printed/Typed) **Joel P. Sauer** Title **Vice President**

Signature  Date **3-10-2010**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by **ACCEPTED** Division of Resources
Title **MOAB Field Office** Date **4/7/2010**
Office

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

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

(Instructions on page 2)

cc: UDDGM 4/7/10

Conditions Attached

Foundation Energy Management, LLC
Well No. Anderson Federal 2-12-16-24
Lease UTU04967C
Section 12, T16S, R24E
Well Nos. Bryson Canyon Federal 1-34-16-24 and 2-34-16-24
Lease UTU52030
Section 34, T16S, R24E
Grand County, Utah

CONDITIONS OF ACCEPTANCE

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

Be advised that Foundation Energy Management, LLC is considered to be the operator of the above wells effective March 1, 2010, and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for these wells is provided by UTB000427 (Principal – Foundation Energy Management, LLC) via surety consent as provided for in 43 CFR 3104.2.

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



United States Department of the Interior
BUREAU OF LAND MANAGEMENT

Vernal Field Office
170 South 500 East
Vernal, UT 84078
(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/ut/st/en/fo/vernal/html>



IN REPLY REFER TO:
3162.3 (UTG011)

Joel P. Sauer
Foundation Energy Management, LLC
14800 Landmark Blvd., Suite 220
Dallas, TX 75254

Re: Change of Operator *43-047-30674*
Well No. Main Cyn. Fed. 15-8-15-23
NWNE, Sec. 8, T15S, R23E
Uintah County, Utah
Lease No. UTU9211

RECEIVED
JUN 23 2011
DIV. OF OIL, GAS & MINING

Dear Mr. Sauer:

This correspondence is in regard to the self-certification statement submitted requesting a change of operator for the referenced well. After a review by this office, the change of operator request is approved. Effective March 1, 2010, Foundation Energy Management, LLC is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UTB000427, for all operations conducted on the referenced well on the leased land.

Our records show that a right-of-way, UTU47466 has been issued for the off lease portion of the pipeline to the subject well. In order for Foundation Energy Management, LLC. to obtain the Bureau of Land Management's approval for the use of this right-of-way, you must have this right-of-way assigned over to Foundation Energy Management, LLC. Please contact Margo Roberts at (435) 781-4492 for instructions on how to complete the assignment of the right-of-way.

If you have any other questions regarding this matter, please contact Cindy Severson of this office at (435) 781-4455.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Land & Mineral Resources

Enclosure

cc: UDOGM

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
CME No. 1004-0137
Expires: July 31, 2010

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

SUBMIT IN TRIPLICATE - Other instructions on page 2.

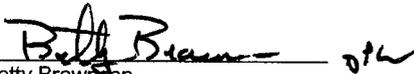
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No.
2. Name of Operator Foundation Energy Management LLC		6. If Indian, Allottee or Tribe Name
3a. Address 14800 Landmark Blvd. - Suite 220 Dallas, TX 75254	3b. Phone No. (include area code) 918-575-1650	7. If Unit of CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T.,R.,M., or Survey Description)		8. Well Name and No. See Attached List
		9. API Well No.
		10. Field and Pool or Exploratory Area
		11. Country or Parish, State Utah Co., UT

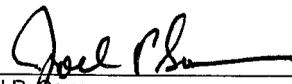
12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

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

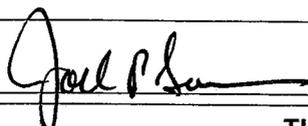
13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths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

Foundation Energy Management, LLC. has acquired all of Pioneer Natural Resources USA, Inc.'s interest in the attached list of wells. Foundation Energy Management, LLC. assumed operations of these wells on March 1, 2010.

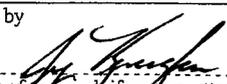

Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc.
1401 17th Street - Suite 1200
Denver, CO 80202
Telephone: 303-675-2610
Fax: 303-294-1255


Joel P. Sauer
Vice President
Foundation Energy Management, LLC.
14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UT BLM: B005501
Telephone: 918-585-1650
Fax: 918-585-1660

RECEIVED
MAR 18 2010
VERNAL, UTAH

14. I hereby certify that the foregoing is true and correct.	
Name (Printed/Typed) Joel P. Sauer	Title Vice President
Signature 	Date <u>3-10-2010</u>

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by 	Assistant Field Manager Title Lands & Mineral Resources	Date JUN 21 2011
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office	

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



BLM - Vernal

Change of Operator - Effective 3/1/2010

From Pioneer Natural Resources USA, Inc. to Foundation Energy Management, LLC.

api	well_name	qtr_qtr	sec	tpw	rng	County	entity	zone	lease	l_num	stat	unit
4304732659	ATCHEE RIDGE 15-13-25 1	SWSE	15	130S	250E	Uintah	11962	MNCSB	Federal	U-70248	S	DISPLACEMENT POINT
4304732602	ATCHEE RIDGE 24-13-25 1	SESW	24	130S	250E	Uintah	11963	MNCS	Federal	UTU-72075	S	DISPLACEMENT POINT
4304731104	BLACK HORSE 12-8-15-24	SWNW	08	150S	240E	Uintah	8070	MNCSB	Federal	U-2836	S	BLACK HORSE CANYON
4304731045	BLACK HORSE 14-15-15-24	NENW	15	150S	240E	Uintah	8070	MNCSB	Federal	U-2837	S	
4304730248	BLACK HORSE 2 1-29-15S-24E	SESE	29	150S	240E	Uintah	10897	MNCS	Federal	U-2838	S	BLACK HORSE CANYON
4304730619	CROOKED CANYON 13-17-14-23	NWNW	17	140S	230E	Uintah	8055	DKTA	Federal	U-6613	P	
4304732618	DAVIS CANYON 12-13-25 1	SENE	12	130S	250E	Uintah	11970	MVRD	Federal	UTU-70247	P	DISPLACEMENT POINT
4304731134	DAVIS CANYON FED 7-1-13-26	NENE	07	130S	260E	Uintah	2840	DKTA	Federal	U-46737	P	
4304730331	DRY BURN U 1 1-29-13S-25E	NWSE	29	130S	250E	Uintah	16218	MNCS	Federal	U-10184	S	DISPLACEMENT POINT
4304735678	FED ATCHEE RIDGE 22-13-25	SWSW	22	130S	250E	Uintah	14972	MVRD	Federal	UTU-073189	OPS	DISPLACEMENT POINT
4304730639	MAIN CANYON FED 11-10-15-23	SENW	10	150S	230E	Uintah	11605	CSLGT	Federal	U-8361	S	
4304731111	MAIN CANYON FED 16-4-15-23	NENE	04	150S	230E	Uintah	11608	MNCSB	Federal	U-8361	S	
4304737705	MAIN CANYON FED 23-7-15-23	NESW	07	150S	230E	Uintah	15699	DK-MR	Federal	UTU-9211	P	
4304731072	MAIN CANYON FED 6-3-15-23	NESW	03	150S	230E	Uintah	8245	MNCSB	Federal	UTU-8361	S	
4304731073	MAIN CANYON FED 6-8-15-23	NESW	08	150S	230E	Uintah	11606	CSLGT	Federal	U-9211	S	
4304730977	MAIN CYN FED 8-7-15-23	NESE	07	150S	230E	Uintah	11601	MNCS	Federal	U-9211	TA	
4304739428	MAIN CYN FED 12-8-15-23	SWNW	08	150S	230E	Uintah	16256	ENRD	Federal	UTU-9211	P	
4304730674	MAIN CYN FED 15-8-15-23 ★	NWNE	08	150S	230E	Uintah	11598	MNCS	Federal	U-9211	P	
4304730735	MAIN CYN FED 2-8-15-23	SWSE	08	150S	230E	Uintah	11599	DKMNB	Federal	U-9211	P	
4304737928	MAIN CYN FED 32-10-15-23	SWNE	10	150S	230E	Uintah			Federal	UTU-8361	AL	
4304731043	MAIN CYN FED 4-4-15-23	SWSW	04	150S	230E	Uintah	11602	DKTA	Federal	U-8361	P	
4304730736	MAIN CYN FED 7-17-15-23	NWSE	17	150S	230E	Uintah	11600	DKMNB	Federal	U-8359	P	
4304731135	MAIN CYN ST 8-2-15-22	NESE	02	150S	220E	Uintah	8076	MNCS	Federal	ML-22320	DH	
4304731074	PINE SPRINGS 13-26-14-22	NWNW	26	140S	220E	Uintah	13615	CSLGT	Federal	U-27413	S	
4304731042	PINE SPRINGS 7-21-14-22	NWSE	21	140S	220E	Uintah	8086	DKTA	Federal	U-10199	P	PINE SPRINGS
4304731096	PINE SPRINGS 9-12-14-21	SENE	12	140S	210E	Uintah	10772	WSTC	Federal	U-10272	P	PINE SPRINGS
4304731348	PINE SPRINGS FED 12-18-14-22	SWNW	18	140S	220E	Uintah	10772	WSTC	Federal	U-6841	S	PINE SPRINGS
4304734676	PINE SPRINGS FED 12-23-14-22	SWNW	23	140S	220E	Uintah	13616	CSLGT	Federal	UTU 006614	OPS	
4304734675	PINE SPRINGS FED 3-23-14-22	SESW	23	140S	220E	Uintah	10773	MNCSB	Federal	UTU 006614	P	PINE SPRINGS
4304731063	PINE SPRINGS FED 8-20-14-22	NESE	20	140S	220E	Uintah	8086	DKTA	Federal	U-10119	P	PINE SPRINGS
4304730284	PINE SPRINGS UNIT 1 1-23-14-22	NESW	15	140S	220E	Uintah	595	DKTA	Federal	U-27413	S	PINE SPRINGS
4304730325	RAT HOLE CYN UNIT 1 7-8-14-25	NWSE	08	140S	250E	Uintah	16219	MNCS	Federal	U-3176A	S	DISPLACEMENT POINT

BLM Vernal												
Change of Operator - Effective 3/1/2010												
From Pioneer Natural Resources USA, Inc. to Foundation Energy Management, LLC.												
api	well_name	qtr_qtr	sec	twp	rng	County	entity	zone	lease	l_num	stat	unit
4304730126	SE FLANK UINTAH 1-28	SWSW	28	150S	220E	Uintah	6121	DKTA	Federal	U-0149536	P	
4304730460	SWEETWATER CANYON 1 1-14-14-24	SWNW	14	140S	240E	Uintah	8060	MNCSB	Federal	U-10133	S	SWEETWATER CANYON
4304730332	SWEETWATER FED 10-23-14S-24E(1-L-23)	SWNE	23	140S	240E	Uintah	9560	MNCS	Federal	U-10133	S	SWEETWATER CANYON
4304731040	SWEETWATER FED 6-13-14-24	NESW	13	140S	240E	Uintah	8060	DKTA	Federal	U-10132	S	SWEETWATER CANYON
4304736784	TENT CANYON 4-14-14-25	NWNW	14	140S	250E	Uintah	16329	MVRD	Federal	UTU-72652	PA	S. DISPLACEMENT POINT
4304730975	TRAPP SPRINGS 1-25-14-23	SESE	25	140S	230E	Uintah	8081	DKTA	Federal	U-38073	S	
4304731041	TRAPP SPRINGS 16-25-14-23	NENE	25	140S	230E	Uintah	8081	DKTA	Federal	U-38073	P	
4304730582	TRAPP SPRINGS 4-25-14-23	SWSW	25	140S	230E	Uintah	10894	DKTA	Federal	U-38073	P	TRAPP SPRINGS
4304730791	TRAPP SPRINGS 6-35-14-23	NESW	35	140S	230E	Uintah	8081	DKTA	Federal	U-59581	P	
4304731003	TRAPP SPRINGS FED 3-26-14-23	SESW	26	140S	230E	Uintah	8081	DKTA	Federal	U-38071	S	
4304731091	WOLF POINT FED 2-18-15-22	SWSE	18	150S	220E	Uintah	8077	MNCS	Federal	U-30112	S	
4304730622	WOLF POINT FED 3-11-15-21	SESW	11	150S	210E	Uintah	8065	DKTA	Federal	U-6618	P	
4304731137	WOLF POINT FED 5-13-15-21	NWSW	13	150S	210E	Uintah	8071	DK-MR	Federal	U-30112	P	
4304731027	WOLF POINT FED 6-14-15-21	NESW	14	150S	210E	Uintah	8072	DKTA	Federal	U-10173	S	
4304731071	WOLF POINT FED 7-15-15-21	NWSE	15	150S	210E	Uintah	8073	DK-MR	Federal	U-6618	P	