

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

SUBMIT IN DUPLICATE*
(Other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0136
Expires August 31, 1985

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
DRILL **DEEPEN** **PLUG BACK**

b. TYPE OF WELL
OIL WELL **GAS WELL** **OTHER**

2. NAME OF OPERATOR
 Phoenix Hydrocarbons

3. ADDRESS OF OPERATOR
 133 West 400 North Vernal, Utah 84078

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)
 At surface 906' FNL & 507' FEL (NEL/4 NEL/4)
 At proposed prod. zone same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 see topo map "A"

16. NO. OF ACRES IN LEASE
 80

17. NO. OF ACRES ASSIGNED TO THIS WELL
 80

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.
 N/A

19. PROPOSED DEPTH
 7800' **GRRV**

20. ROTARY OR CABLE TOOLS
 Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 4970' GR

22. APPROX. DATE WORK WILL START*
 A.S.A.P.

RECEIVED
AUG 21 1990

5. LEASE DESIGNATION AND SERIAL NO.
 U-58097

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
 N/A

7. UNIT AGREEMENT NAME
 N/A

8. FARM OR LEASE NAME
 E. Gusher

9. WELL NO.
 E. Gusher 15-1-A

10. FIELD AND POOL, OR WILDCAT
 Wildcat *Undesignated*

11. SEC., T., R., M., OR BLK. AND SURVEY OF AREA
 Sec. 15, T6S, R20E

12. COUNTY OR PARISH
 Uintah

13. STATE
 UT

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4"	8 5/8"	24#	300'	see below
7 7/8"	5 1/2"	15.5#	7800'	see below

Drill 12 1/4" hole - set 8 5/8" casing to 300'
 275 sacks Class C w/2% Calcium Chloride

Drill 7 7/8" hole - set 5 1/2" casing to 7800' ±
 400 sacks Silica Lite Cement
 tailed in with 450 sacks Thixotropic Cement.

OIL AND GAS	
DFN	4- RJF
2-JFB ✓	GIH
DIS	SLS
1-TAS	
3-TAS	
5-TAS	
6-	MICROFILM
7-	FILE

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 Jeffrey M Smith TITLE Field operator DATE 8/20/90

(This space for Federal or State office use)

PERMIT NO. 43-047-31900

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING

APPROVED BY _____ TITLE _____

DATE: 9-27-90
 BY: [Signature]
 WELL SPACING: R65-3-3

*See Instructions On Reverse Side

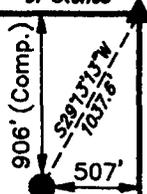
T6S, R20E, S.L.B.&M.

PHOENIX HYDROCARBONS

Well location, #E. GUSHER 15-1-A, located as shown in the NE 1/4 NE 1/4 of Section 15, T6S, R20E, S.L.B.&M. Uintah County, Utah

WEST - 80.16 chs. (G.L.O.)

Large Pile of Stones



BASIS OF ELEVATION

SPOT ELEVATION AT THE NORTHEAST CORNER OF SECTION 15, T6S, R20E, S.L.B.&M. TAKEN FROM THE VERNAL SW QUADRANGLE, UTAH - UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4929 FEET.

#E. GUSHER 15-1-A
Elev. Ungraded Ground = 4970'

15

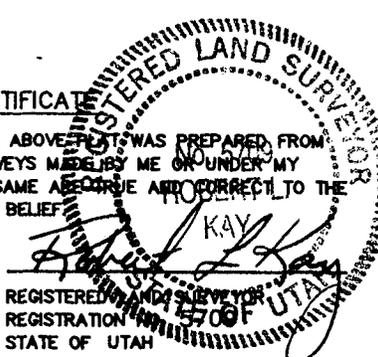
NORTH - Basis of Bearings (G.L.O.)
5321.62' (Measured)



CERTIFICATE

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

REGISTERED LAND SURVEYOR
REGISTRATION NO. 45700
STATE OF UTAH



WEST - 80.10 chs. (G.L.O.)

Large Pile of Stones

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(801) 789-1017

SCALE 1" = 1000'	DATE 7-27-90
PARTY J.T.K. K.K. J.R.S.	REFERENCES G.L.O. PLAT
WEATHER HOT	FILE PHOENIX HYDROCARBONS

▲ = SECTION CORNERS LOCATED.

* * * * *

** TRANSMIT CONFIRMATION REPORT **

* * * * *

Journal No. : 005
Receiver : 17895192
Transmitter : DIV OIL GAS & MINING
Date : Sep 21,90 11:33
Document : 06 pages
Time : 03'00"
Mode : G3 NORMAL
Result : OK

* * * * *

9-01-90

Due to rush on APD approval letters were faxed
to Mintah Engineering: Land Survey.

Phoenix Hydrocarbons
E. Gusher # 15*1*
Sec. 15, T6S, R20E, SLM

Drilling Program

1. Geological Surface Formation: Uintah
2. Geological Marker Tops:

<u>Formation</u>	<u>Drilled Depth</u>
Green River	4410'
Green River "H" Marker	7050'

3. Depths at which water, oil, gas or other mineral bearing formations are expected to be encountered:

<u>Formation</u>	<u>Estimated Top</u>
Green River	7500' (oil)

4. Proposed Casing Program: All new casing

8 5/8" : 300'
5 1/2" : 7800'

5. Operator's Specifications for Pressure Control Equipment:

3000 F Double Gage BOP with Pipe Ram and Blind Rams
8 5/8" with rotation head.

BOP systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

The BLM should be notified with sufficient lead time, in order to have a representative on location during pressure testing.

6. Proposed Circulating Medium:

Fresh water to 6000', mud or gel to T.D.

7. Auxiliary Equipment:

A. Kelly Cook

B. Monitoring of the mud system will be done visually.
A full opening drill pipe stabbing valve will be kept on the floor at all times.

8. Testing, Logging and Coring:

No coring anticipated.

Run open hole logs.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analysis, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the authorized officer (AO).

9. Abnormal Conditions, Bottom Hole Pressures and Potential Hazards:

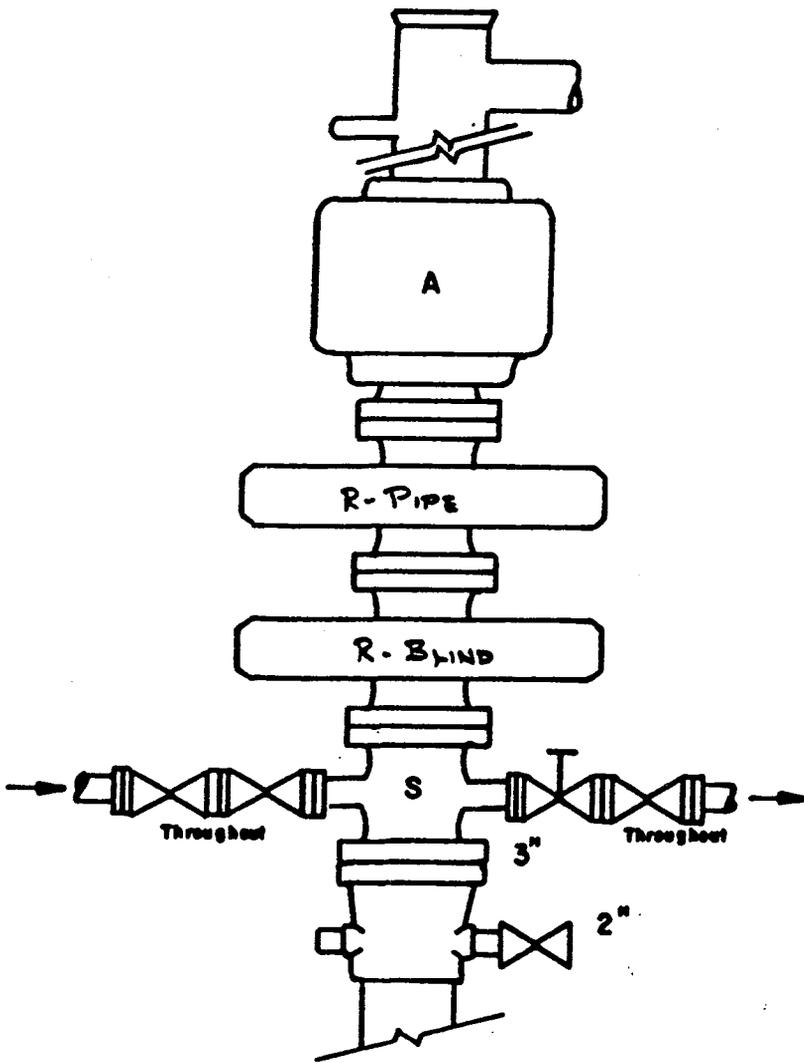
None.

10. Anticipated Starting Dates and Notifications of Operations:

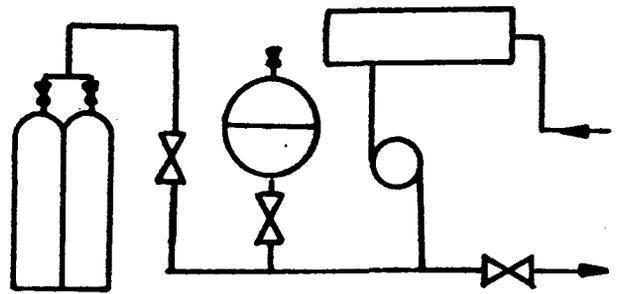
Location Construction: Immediately upon approval.

Spud Date: A.S.A.P. after pad and road are completed.

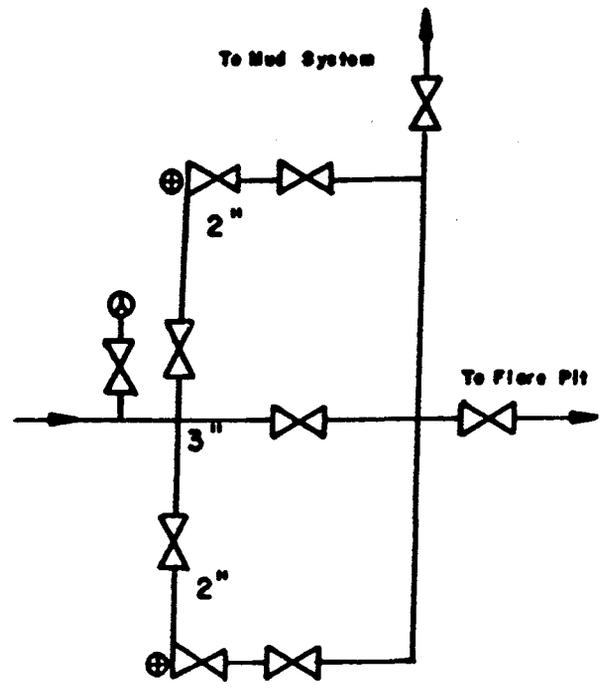
PRESSURE RATING
3,000 psi



BLOWOUT PREVENTION STACK



ACCUMULATOR SYSTEM



MANIFOLD SYSTEM

13 * Point Surface Use Plan

Surface Use Plan

For The Phoenix Hydrocarbons

E. Gusher # 15*1-A Well

Located in the NE1/4, Sec. 15, T6S, R20E, SLB&M

Phoenix Hydrocarbons
Surface Use Plan
E. Gusher # 15#1#A Well

1. Existing Roads: (See Topo Map "A")

To reach the proposed well location follow the directions as shown on Topo Map "A" & "B".

That portion of the existing and proposed access road from the Ouray road to the West line of the NW1/4, Sec. 14, T6S, R20E is off lease. Application for right-of-way is hereby made.

2. Planned Access Roads:

The length of the planned access road is approximately 2000'. The road will be constructed with a 18 foot running surface and have maximum grades of 6%. There will be no turnouts or culverts along this road. Low water crossings will be utilized for drainage purposes. Existing material will be used for construction on both the access road and well pad.

All travel will be confined to existing access road rights-of-way.

Access roads and surface disturbing activities will conform to standards outlined in the USGS (1978) Surface Operating Standards for Oil and Gas Development.

The road shall be upgraded to meet the standards of the anticipated traffic flow and all-weather road requirements. Upgrading shall include ditching, draining, graveling, crowning, and capping the roadbed as necessary to provide a well constructed safe road. Prior to upgrading, the road shall be cleared of any snow cover and allowed to dry completely. Traveling off the 30 foot right-of-way will not be allowed. Road drainage crossings shall be of the typical dry creek drainage crossing type. Crossings shall be designed so they will not cause siltation or accumulation of debris in the drainage crossing nor shall the drainages be blocked by the roadbed. Erosion of drainage ditches by run-off water shall be prevented by diverting water off at frequent intervals by means of cutouts. Upgrading shall not be allowed during muddy conditions. Should mud holes develop, they shall be filled in and detours around them avoided.

3. Location of Existing Wells:

- A. Water Wells - none
- B. Abandoned Wells - none

- C. Temporarily Abandoned Wells * none
- D. Disposal Wells * none
- E. Drilling Wells * none
- F. Producing Wells * Flying J (NW1/4 NW 1/4, Sec. 14,
T6S, R20E.
- G. Shut-In Wells * none
- H. Injection Wells * none

4. Location of Existing and/or Proposed Facilities:

All facilities associated with this well, either on or off lease will be applied for per sundry notice.

Any storage facility/battery constructed on this lease must be surrounded by a containment structure. This containment structure must have sufficient volume to contain, at a minimum, the entire content of the largest tank with the storage facility/battery.

Tank batteries will be placed on the NE Corner Pad.

Paint for all facilities will be Desert Tan.

All permanent (on site for six months or longer) structures constructed or installed (including pumping units) will be painted a flat, non-reflective, earthtone color to match one of the standard environmental colors, as determined by the Rocky Mountain Five State Interagency Committee. All facilities will be painted within 6 months of installation. Facilities required to comply with O.S.H.A. (Occupational Safety and Health Act) will be excluded.

5. Location and Type of Water Supply:

All water needed for this well will be hauled by water trucks.

6. Source of Construction Materials:

Construction material will be onsite. If any material such as sand, gravel, stone and soil are needed they will be purchased from approved sources.

7. Method for Handling Waste Disposal

A. Describe methods and location of proposed safe containment and disposal of each type of waste material.

- (1) Cuttings * Reserve pit
- (2) Sewage * Onsite in chemical toilets and holding tanks.
- (3) Garbage (trash) and other waste material * trash container onsite.
- (4) Salts * Reserve pit
- (5) Chemicals * Reserve pit

Produced waste water will be confined to a (lined) pit or, if deemed necessary, a storage tank for a period not to exceed 90 days after first production. During the 90 * day period an application for approval of a permanent disposal method and location, along with required water analysis, will be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

The reserve pit shall be lined with 10 mill plastic liner. It shall be constructed so as not to leak, break, or allow discharge.

The bottom of the reserve pit shall not be in fill material.

For the following reasons the reserve pit will be lined:

To conserve water (because of operator's request). If a plastic nylon reinforced liner is used it shall be torn and perforated before backfilling of the reserve pit.

Provide a plan for eventual disposal of drilling fluids and any produced oil or water recovered during testing operations.*** Skim oil and put into marketable condition if possible, tankage provided for testing.

Burning will not be allowed. All trash must be contained in a trash cage and hauled away to an approved disposal site at the completion of the drilling activities.

Pits are not to be located in natural drainages where a flood hazard exists or surface run-off will destroy or damage the pit walls, unless otherwise herein provided.

8. Ancillary Facilities:

None are required.

9. Well Site Layout: (See attached cutsheet)

All pits will be fenced with a wire mesh fence and topped with at least one strand of barbed wire. The reserve pit fencing will be on three sides during drilling operations and on the fourth side when the rig moves off the location. Any hydrocarbons on the pit will be removed from the pit as soon as possible after drilling operations are completed. Pits will be fenced and maintained until clean-up.

The fence will be constructed as prescribed in the USGS Publication (1978) Surface Operation Standards for Oil and Gas Development.

Alternatives to the prescribed standards shall be submitted to the Authorized Officer for approval.

The reserve pit will be located on the SE Corner of location.

The stockpiled topsoil will be stored on the West side of pit.

Access to the well pad will be from the East between corners 2 and 3.

10. Plans for Restoration of Surface:

Immediately upon completion, the location and surrounding area will be cleared of all debris, materials, trash and junk not required for production.

Before any dirt work to restore the location takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc. will be removed. The reserve pit and that portion of the location and access road not needed for production facilities/operations will be reclaimed. The reserve pit will be reclaimed within 6 Months from the date of well completion.

All disturbed areas will be recontoured to the approximate natural contours.

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

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

Seed will be broadcasted at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage and the seed mixture will be proportionately larger (double the lbs. per acre).

An appropriate seed mixture will be determined by the BLM, either as part of the Conditions of Approval of the APD or at the time restoration activities are scheduled to begin.

All seeding will be done from September 15th until the ground freezes, or in spring until April 15th.

At such time as the well is plugged and abandoned, the operator will submit a surface reclamation plan to the Surface Management Agency for prescribed seed mixtures and re-seeding requirements.

If the seeding is unsuccessful, the lessee/operator may be required to make subsequent seedings.

Compacted areas of the well pad should be plowed or ripped to a depth of 12" before re-seeding. Seeding should be done with a disc-type drill to ten inches apart. The seed should be planted between one-half inch deep and three-quarter inch deep. A drag, packer or roller may be used to insure uniform coverage of the seed, and adequate compaction. Drilling of the seed should be done on the contour where possible. Where slopes are too steep for contour drilling, a "cyclone" hand-seeder or similar broadcast seeder should be used, using twice the recommended seed per acre. Seed should then be covered to a depth described above by whatever means is practical.

11. Surface Ownership:

Surface ownership is BLM

12. Other Additional Information:

Cultural Resource Protection Procedures.

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the authorized office (AO). Within five working days to AO will inform the operator as to:

- whether the materials appear eligible for the National Register of Historic Places;

- the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and

- a time frame for the AO to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

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

The operator will control noxious weeds along rights-of-way for roads, pipelines, well sites, or other applicable facilities. A list of noxious weeds may be obtained from the BLM, or the appropriate County Extension Office. On BLM administered land it is required that a Pesticide Use Proposal shall be submitted, and given approval, prior to the application of herbicides or other pesticides or possible hazardous chemicals. Drilling rigs and/or equipment used during drilling operations on this wellsite will not be stacked or stored on Federal Lands after the conclusion of drilling operations or at any other time without BLM authorization. However, if

BLM authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities. (The BLM does not seek to compete with private industry. There are commercial facilities available for stacking and storing drilling rigs.

A cultural resource clearance will be required before any construction begins on Federal Land.

If, during operations, any archaeological or historical sites, or any object of antiquity (subject to the Antiquities Act of June 8, 1906) are discovered, all operations which would affect such sites are to be suspended and the discovery reported promptly to the Surface Management Agency.

On BLM administered land, it is required that a proposed use of pesticide, herbicide or other possible hazardous chemicals shall be cleared for use prior to application.

The operator or his contractor shall contact the BLM offices at (801)789-1362, between 24 and 48 hours prior to construction activities. Contact Ralph Brown.

The BLM shall be notified upon site completion prior to moving on the drilling rig.

13. LESEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION

Name: Phoenix Hydrocarbon (Jeff Smith)

Address: ~~133 West 400 North~~
~~Vernal, Utah 84078~~

Telephone No: ~~(801) 789-5433~~

*See Uintah Engineering
Dana Dewey*
789-9080
mobile 789-4200 - unit 9305

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his sub-contractors. A copy of these conditions will be furnished to the field representative to insure compliance.

The dirt contractor will be provided with an approved copy of the Surface Use Plan from the APD.

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

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill sites and access routes; that I am familiar with the condition which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and, that the work associated with the operations proposed here will be performed by PHOENIX HYDROCARBONS and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for filing of a false statement.

8/20/90
Date

Jeffrey M. Smith Field Operator
Name and Title

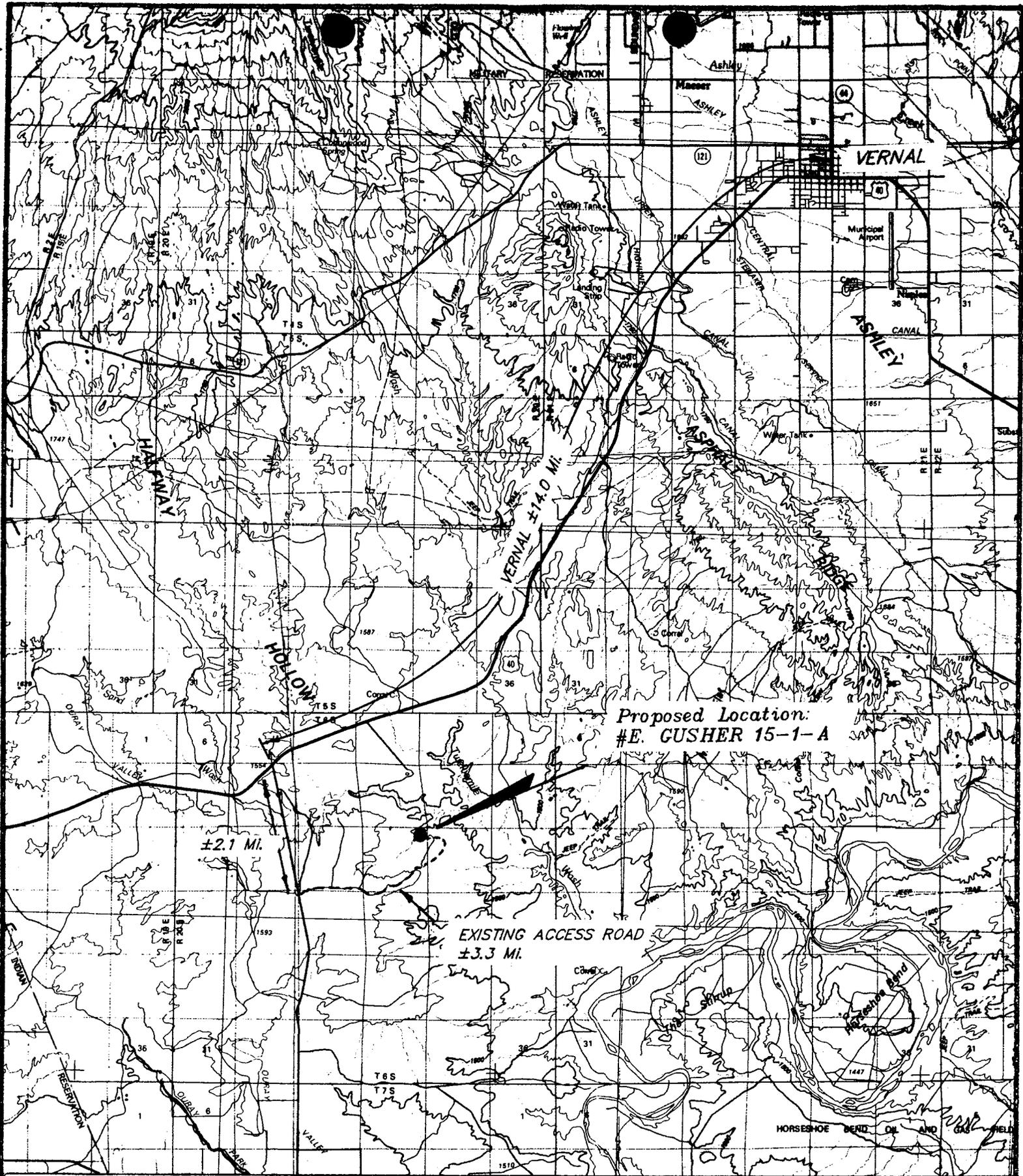
Onsite Date: 8/6/90

Participants on Joint Inspection

Uintah Engineering & Land Surveying Employee ---- John Kay

B.L.M. Representative ***** Jamie Sparger

Company Representative ***** DeNile Smuin



TOPOGRAPHIC
MAP "A"

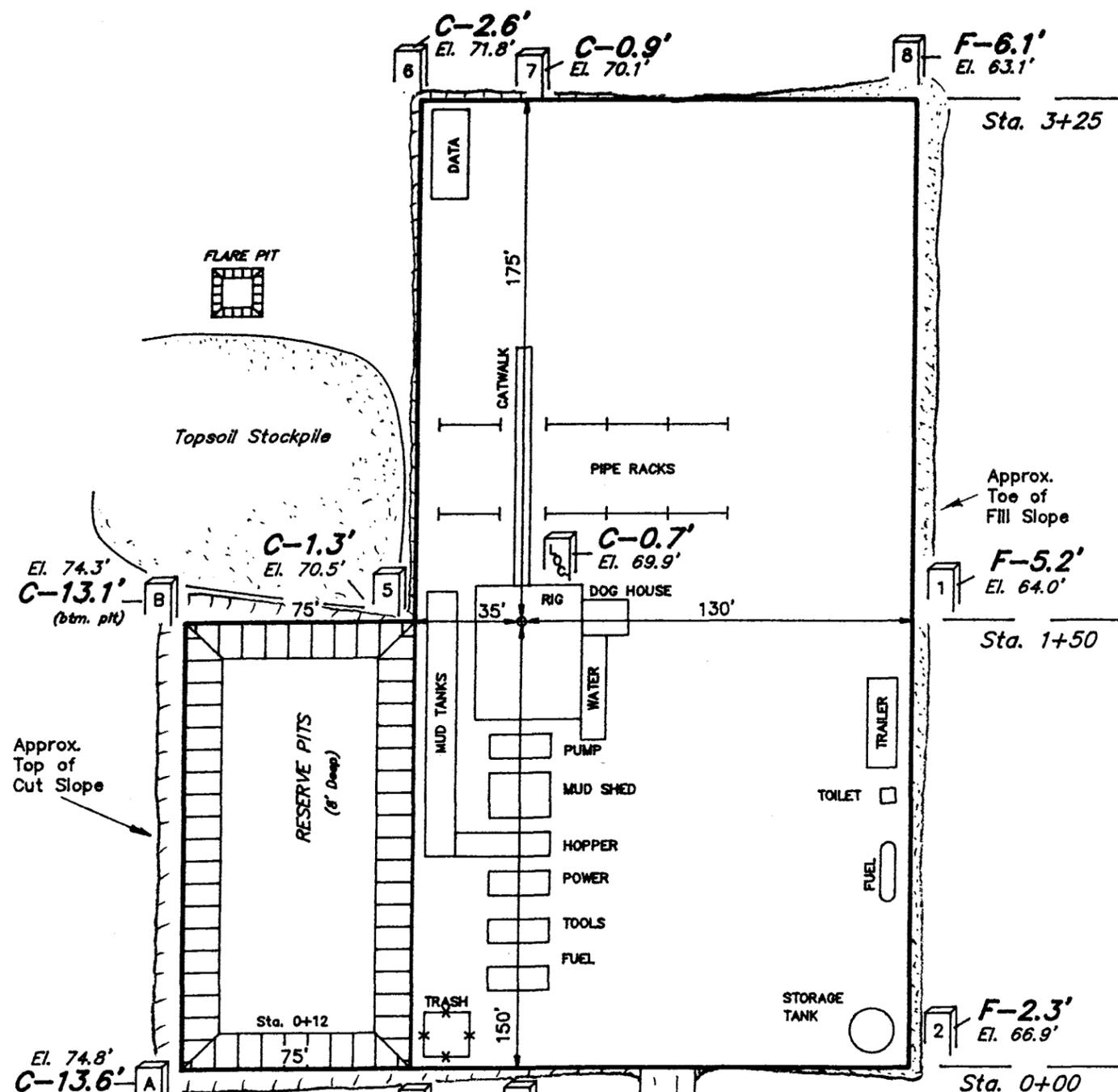
DATE: 7-27-90 J.R.S.



PHOENIX HYDROCARBONS

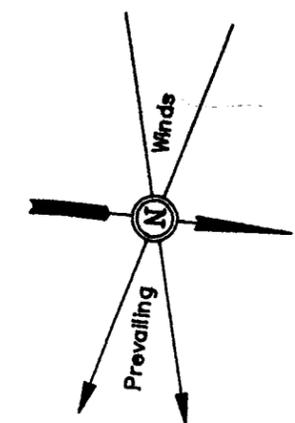
#E. GUSHER 15-1-A
SECTION 15, T6S, R20E, S.L.B.&M.

PHOENIX HYDROCARBONS
LOCATION LAYOUT FOR
#E. GUSHER 15-1-A
SECTION 15, T6S, R20E, S.L.B.&M.

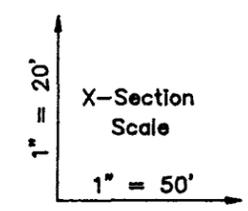


APPROXIMATE YARDAGES

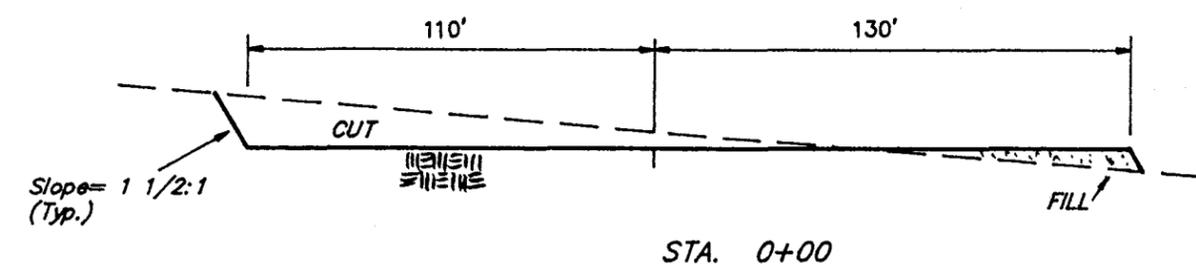
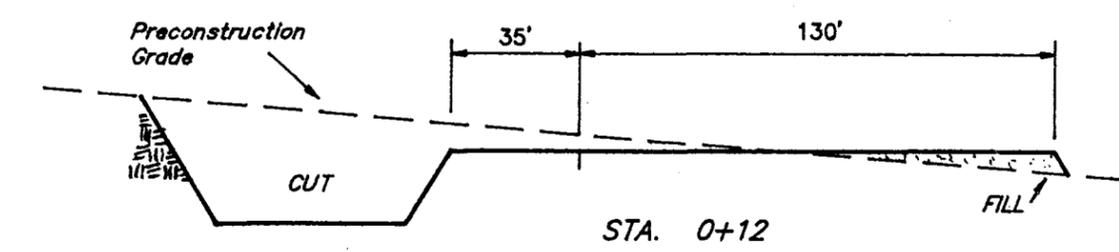
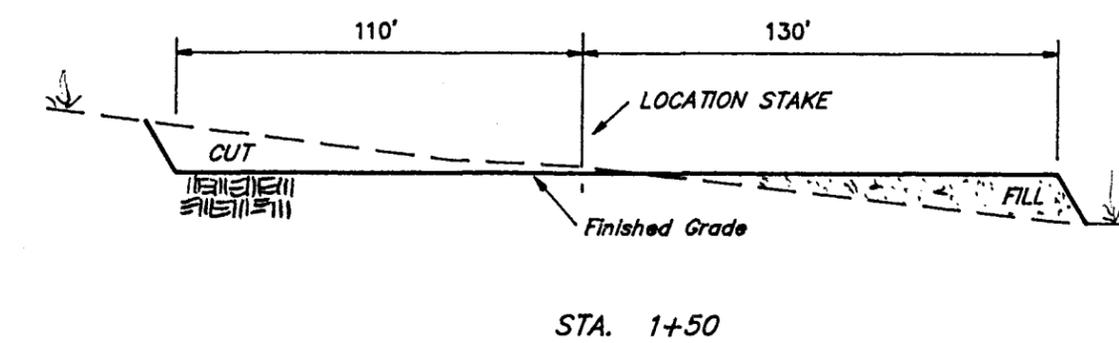
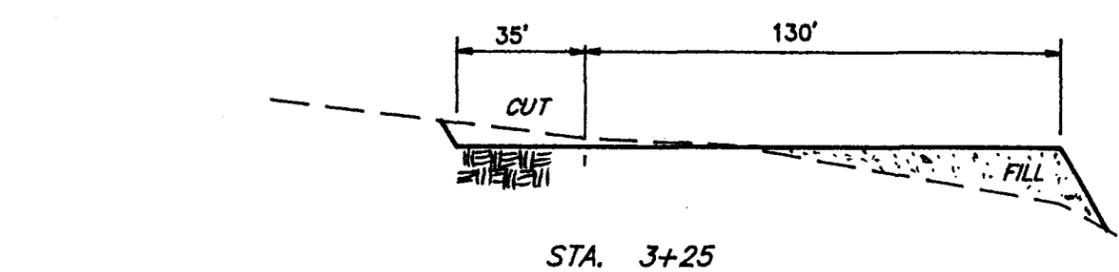
(6") Topsoil Stripping	= 1,210 Cu. Yds.	EXCESS MATERIAL AFTER 5% COMPACTION	= 2,595 Cu. Yds.
Pit Volume (Below Grade)	= 2,576 Cu. Yds.	Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,498 Cu. Yds.
Remaining Location	= 2,358 Cu. Yds.	EXCESS UNBALANCE (After Rehabilitation)	= 97 Cu. Yds.
TOTAL CUT	= 6,144 CU.YDS.		
FILL	= 3,372 CU.YDS.		



SCALE: 1" = 50'
 DATE: 7-27-90
 Drawn By: J.R.S.



TYP. LOCATION LAYOUT
TYP. CROSS SECTIONS



Elev. Ungraded Ground at Location Stake = **4969.9'**
 Elev. Graded Ground at Location Stake = **4969.2'**

OPERATOR Phoenix Hydrocarbons NO985 DATE 8-24-90

WELL NAME E Gustus 15-1-A

SEC NENE 15 T WS R WOE COUNTY Uintah

43-047-31900
API NUMBER

Individual (1)
TYPE OF LEASE

CHECK OFF:

PLAT BOND NEAREST WELL

LEASE FIELD SLBM POTASH OR OIL SHALE

PROCESSING COMMENTS:
No other well within 900' sec 15:14 WS WOE
Water Permit

APPROVAL LETTER:

SPACINGS: R615-2-3 N/A UNIT R615-3-2
 N/A CAUSE NO. & DATE R615-3-3
den 9-21-90

STIPULATIONS:
1- Needs Water Permit



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Norman H. Bangertor

Governor

Dee C. Hansen

Executive Director

Dianne R. Nielson, Ph.D.

Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

September 21, 1990

Phoenix Hydrocarbons
133 West 400 North
Vernal, Utah 84078

Gentlemen:

Re: E. Gusher 15-1-A - NE NE Sec. 15, T. 6S, R. 20E - Uintah County, Utah
906' FNL, 507' FEL

Approval to drill the referenced well is hereby granted in accordance with Rule R615-3-3, Oil and Gas Conservation General Rules, subject to the following stipulation:

1. Prior to commencement of drilling, receipt by the Division of evidence providing assurance of an adequate and approved supply of water as required by Chapter 3, Title 73, Utah Code Annotated.

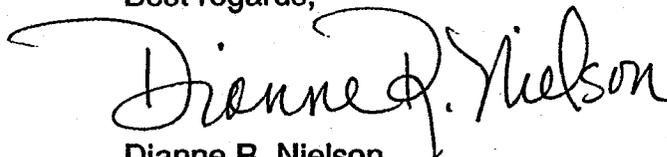
In addition, the following actions are necessary to fully comply with this approval:

1. Spudding notification within 24 hours after drilling operations commence.
2. Submittal of an Entity Action Form within five working days following spudding and whenever a change in operations or interests necessitates an entity status change.
3. Submittal of the Report of Water Encountered During Drilling, Form 7.
4. Prompt notification if it is necessary to plug and abandon the well. Notify R. J. Firth, Associate Director, (Office) (801) 538-5340, (Home) 571-6068, or Jim Thompson, Lead Inspector, (Home) 298-9318.
5. Compliance with the requirements of Rule R615-3-20, Gas Flaring or Venting, Oil and Gas Conservation General Rules.

6. Prior to commencement of the proposed drilling operations, plans for facilities for disposal of sanitary wastes at the drill site shall be submitted to the local health department. These drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations. A list of local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 538-6121.
7. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-047-31900.

Best regards,



Dianne R. Nielson
Director

tas
Enclosures
cc: Bureau of Land Management
J. L. Thompson
we14/1-10



Uintah Engineering & Land Surveying

85 SOUTH 200 EAST
VERNAL, UTAH 84078

PHONE (801) 789-1017

NELSON J. MARSHALL
PHONE 789-0272

LAWRENCE C. KAY
PHONE 789-1125

ROBERT L. KAY
PHONE 789-0493

JOHN R. SLAUGH
PHONE 789-3292

September 21, 1990

Utah State Natural Resources
Division of Oil, Gas & Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180*1203

Re: Phoenix Hydrocarbons Well
E. Gusher 15*1*A
Sec. 15, T6S, R20E
Lease # U*58097

Dear Sirs:

Phoenix Hydrocarbons has staked a Well Location (# E. Gusher 15*1*A) which is located 906 feet from the North Section Line and 507 feet from the East Section Line of Section 15, T6S, R20E, S.L.M. The proposed Location was moved this close to the Section Line and 1/16 Section Line because of Topography reasons.

We are hereby requesting a spacing exception for this well.

Phoenix Hydrocarbons owns the lease that covers a 460 foot radius of this well and has no objection to the location of this proposed well.

Sincerely;

Jeff Smith

Phoenix Hydrocarbons

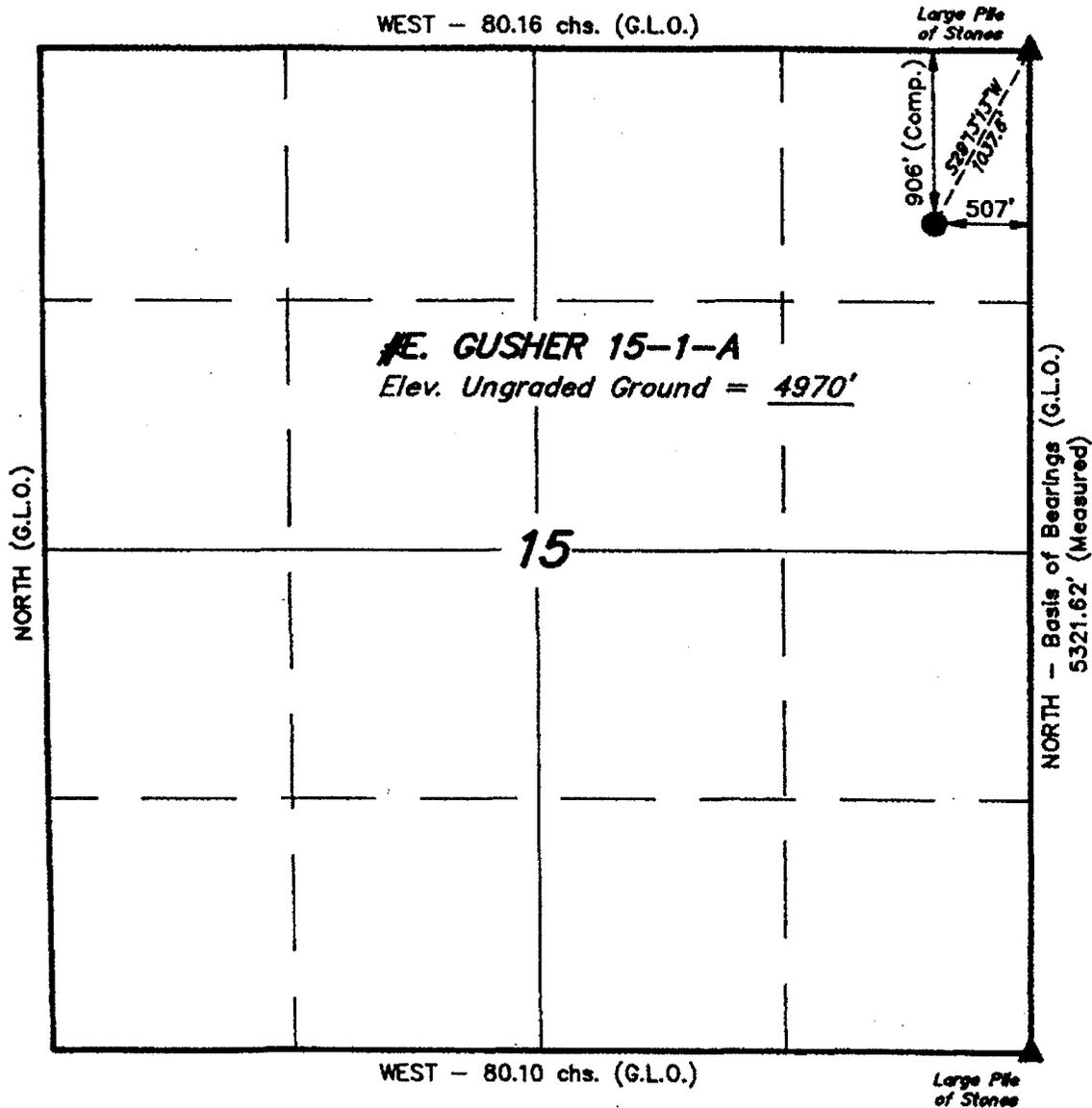
JS/jk

cc: Phoenix Hydrocarbons

T6S, R20E, S.L.B.&M.

PHOENIX HYDROCARBONS

Well location, #E. GUSHER 15-1-A, located as shown in the NE 1/4 NE 1/4 of Section 15, T6S, R20E, S.L.B.&M. Uintah County, Utah



BASIS OF ELEVATION

SPOT ELEVATION AT THE NORTHEAST CORNER OF SECTION 15, T6S, R20E, S.L.B.&M. TAKEN FROM THE VERNAL SW QUADRANGLE, UTAH - UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4929 FEET.



CERTIFICATE

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

Robert L. Gray
REGISTERED LAND SURVEYOR
REGISTRATION NO. 5709
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(801) 789-1017

SCALE 1" = 1000'	DATE 7-27-90
PARTY J.T.K. K.K. J.R.S.	REFERENCES G.L.O. PLAT
WEATHER HOT	FILE PHOENIX HYDROCARBONS

▲ = SECTION CORNERS LOCATED.



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

Norman H. Bangerter
Governor

Dee C. Hansen
Executive Director

Dianne R. Nielson, Ph.D.
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

September 24, 1990

Mr. Jeff Smith
Phoenix Hydrocarbons
c/o Uintah Engineering & Land Surveying
85 South 200 East
Vernal, Utah 84078

Dear Mr. Smith:

Re: Exception Location for Phoenix Hydrocarbons Well No. E. Gusher 15-1-A Sec. 15, T. 6S, R. 20E (906' FNL, 507' FEL) Uintah County, Utah, Lease No. U-58097

The Division has received your letter application of September 21, 1990 for a topographic exception to the spacing requirements of Utah Oil and Gas Conservation rule R615-3-2 for the above-referenced well.

In accordance with rule R615-3-3, based on the topography, and your authorization of support from Phoenix Hydrocarbons as the sole leaseholder within a 460 ft. radius of the exception location, the Division hereby administratively approves this exception location for the E. Gusher 15-1-A well, as detailed in the attached plat map.

Thank you for your help in complying with exception location requirements.

Best regards,

A handwritten signature in cursive script that reads "Dianne R. Nielson".

Dianne R. Nielson
Director

ldc
Attachments
cc: BLM - Vernal
WOI202

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

b. TYPE OF WELL
 OIL WELL GAS WELL OTHER

2. NAME OF OPERATOR
 Phoenix Hydrocarbons

3. ADDRESS OF OPERATOR
 133 West 400 North Vernal, Utah 84078

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
 At surface 906' FNL & 507' FEL (NEL/4 NEL/4)
 At proposed prod. zone same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 see topo map "A"

16. NO. OF ACRES IN LEASE
 80

17. NO. OF ACRES ASSIGNED TO THIS WELL
 80

19. PROPOSED DEPTH
 7800'

21. ELEVATIONS (Show whether DF, BT, GR, etc.)
 4970' GR

RECEIVED
 SEP 21 1990
 REX BARBER
 RANDY BARBER

5. LEASE DESIGNATION AND SERIAL NO.
 U-58097

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
 N/A

7. UNIT AGREEMENT NAME
 N/A

8. FARM OR LEASE NAME
 E. Gusher

9. WELL NO.
 E. Gusher 15-1-A

10. FIELD AND POOL, OR WILDCAT
 Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Sec. 15, T6S, R20E

12. COUNTY OR PARISH
 Uintah

13. STATE
 UT

22. APPROX. DATE WORK WILL START*
 A.S.A.P.

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4"	8 5/8"	24#	300'	see below
7 7/8"	5 1/2"	15.5#	7800'	see below

Drill 12 1/4" hole - set 8 5/8" casing to 300'
 275 sacks Class C w/2% Calcium Chloride

Drill 7 7/8" hole - set 5 1/2" casing to 7800' ±
 400 sacks Silica Lite Cement
 tailed in with 450 sacks Thixotropic Cement



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 Jeffrey M. Smith TITLE Field operator DATE 8/20/90

PERMIT NO. _____ APPROVAL DATE _____
 ASSISTANT DISTRICT MANAGER MINERALS
 APPROVED BY [Signature] TITLE _____ DATE SEP 19 1990
 CONDITIONS OF APPROVAL, IF ANY: _____

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

44080-0m49

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

Company PHOENIX HYDROCARBONS Well No. E. Gusher 15-1-A
Location NE/NE Sec. 15, T6S, R20E Lease No. U-58097

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

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

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

A. DRILLING PROGRAM

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

Usable water may be encountered from +500-1034 ft. in the Duchesne River formation, from +1229-1309 ft. in the Uinta formation, and from +3344-4094 ft. and +4524-4734 ft. in the Green River formation. Saline water has been identified from +7144-7244 ft. in the Green River formation. Therefore, as a minimum, the resources shall be isolated and/or protected via the cementing program for the production casing by having a cement top for the production casing at least 200 ft. above the base of the usable water zone identified at +4985 ft.

Report ALL water shows and water-bearing sands to Tim Ingwell of this office. Copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., and individual components shall be operable as designed.

The Vernal District Office shall be notified, with sufficient lead time, in order to have a BLM representative on location during pressure testing.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on the bottom three joints with a minimum of one centralizer per joint.

The District Office shall be notified, with sufficient lead time, in order to have a BLM representative on location while running all casing strings and cementing.

4. Mud Program and Circulating Medium

No chromate additives will be used in the mud system on Federal and Indian lands without prior BLM approval to ensure adequate protection of fresh water aquifers.

5. Coring, Logging and Testing Program

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

All Drill Stem tests (DST) shall be accomplished during daylight hours, unless specific approval to start during other hours is obtained from the Authorized Officer. However, DSTs may be allowed to continue at night if the test was initiated during daylight hours and the rate of flow is stabilized and if adequate lighting is available (i.e., lighting which is adequate for visibility and vaporproof for safe operations). Packers can be released, but tripping should not begin before daylight unless prior approval is obtained from the Authorized Officer.

A cement bond log (CBL) shall be utilized to determine the top of cement (TOC) for the intermediate and production casing.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well-test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the Authorized Officer (AO).

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the

A0. If operations are to be suspended, prior approval of the A0 will be obtained and notification given before resumption of operations.

The spud date will be reported orally to the A0 within forty-eight (48) hours after spudding. If the spudding occurs on a weekend or holiday, the report will be submitted on the following regular work day. The oral report will be followed up with a Sundry Notice.

Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the requirements of NTL-3A or its revision.

If a replacement rig is contemplated for completion operations, a "Sundry Notice" (Form 3160-5) to that effect will be filed, for prior approval of the A0, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

Should the well be successfully completed for production, the A0 will be notified when the well is placed in a producing status. Such notification will be sent by telegram or other written communication, not later than five (5) days following the date on which the well is placed on production.

Pursuant to NTL-2B, with the approval of a District Engineer, produced water may be temporarily disposed of into unlined pits for a period of up to 90 days. During the period so authorized, an application for approval of the permanent disposal method, along with the required water analysis and other information, must be submitted to the District Engineer.

Gas produced from this well may not be vented or flared beyond an initial authorized test period of 30 days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the Authorized Officer. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or approval to continue venting or flaring as uneconomic is granted and the operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.

A schematic facilities diagram as required by 43 CFR 3162.7-2, 3162.7-3, and 3162.7-4 shall be submitted to the appropriate District Office within thirty (30) days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-4.

No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

Pursuant to Onshore Oil and Gas Orders, lessees and operators have the responsibility to see that their exploration, development, production, and construction operations are conducted in a manner which conforms with applicable Federal laws and regulations and with State and local laws and regulations to the extent that such State and local laws are applicable to operations on Federal or Indian lands.

7. Other Information

All loading lines will be placed inside the berm surrounding the tank battery.

All site security guidelines identified in Onshore Oil and Gas Order No. 3 regulations will be adhered to.

All off-lease storage, off-lease measurement, or commingling onlease or off-lease will have prior written approval from the AO.

Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried or anchored down from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal District Office. All meter measurement facilities will conform with Onshore Oil & Gas Order No. 4 for liquid hydrocarbons and Onshore Oil & Gas Order No. 5 for natural gas measurement.

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

There will be no deviation from the proposed drilling and/or workover program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which gas is first measured through permanent metering facilities, whichever first occurs.

If you fail to comply with this requirement in the manner and time allowed, you shall be liable for a civil penalty of up to \$10,000 per violation for each day such violation continues, not to exceed a maximum of 20 days. See Section 109(c)(3) of the Federal Oil and Gas Royalty Management Act of 1982 and the implementing regulations at Title 43 CFR 3162.4-1(b)(5)(ii).

APD approval is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period.

In the event after-hours approvals are necessary, please contact one of the following individuals:

Gerald E. Kenczka (801) 781-1190
Petroleum Engineer

Ed Forsman (801) 789-7077
Petroleum Engineer

CONDITIONS OF APPROVAL
FOR THE SURFACE USE PROGRAM OF THE
APPLICATION FOR PERMIT TO DRILL

Company/Operator: PHOENIX HYDROCARBONS

Well Name & Number: E. Gusher 15-1-A

Lease Number: U-58097

Location: NE/NE Sec. 15 T. 6S R. 20E

Surface Ownership: Federal

1. Corner no. 8 will be rounded 30 ft. from point 8 to reduce siltation into the wash.
2. A silt catchment dam and basin will be built according to the attached specifications. The approximate site of the dam will be near the red flagging in the wash between the proposed 15-1-A well and the existing Flying J well.
3. The proposed flare pit location will be moved to the south side of the topsoil pile. The topsoil pile will be placed between the flare pit and reserve pit to serve as a buffer or shield.
4. The fence shall be constructed according to the following minimum standards:
 - a. 39-inch net wire shall be used with at least one strand of barbed wire on top of the net wire (barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence).
 - b. The net wire shall be no more than 2-inches above the ground. The barbed wire shall be 3-inches above the net wire. Total height of the fence shall be at least 42-inches.
 - c. Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.
 - d. Standard steel, wood, or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
 - e. All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.
5. Before any dirt work to restore the location takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc., will be removed. The reserve pit and that portion of the location and access road not needed for production facilities/operations, will be reclaimed. The reserve pit will be reclaimed within ninety (90) days from the date of well completion.

DIVISION OF OIL, GAS AND MINING

DRL

API NO. 43-047-31900

SPUDDING INFORMATION

NAME OF COMPANY: PHOENIX HYDROCARBONS

WELL NAME: E. GUSHER 15-1-A

SECTION NENE 15 TOWNSHIP 6S RANGE 20E COUNTY UINTAH

DRILLING CONTRACTOR WIND ROCK

RIG # 7

SPUDDED: DATE 9/25/90

TIME 1:00 p.m.

HOW ROTARY

DRILLING WILL COMMENCE _____

REPORTED BY REX BARKER

TELEPHONE # 915-682-1186

DATE 10-18-90 SIGNED TAS

OPERATOR Phoenix Hydrocarbons, Inc.

OPERATOR ACCT. NO. N - 0985

ADDRESS P. O. Box 2802

Midland, Texas 79702

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	09999	11122	43-047-31900	E. Gusher 15-1-A	NE NE	15	6S	20E	Uintah	9/25/90	9/25/90
<p>WELL 1 COMMENTS: <i>Federal-Lease Proposed zone-ARRV</i> <i>OCT 15 1990</i> <i>Field-Undesignated (Entity 11122 added 10-19-90 for</i> <i>Unit-N/A</i></p>											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
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.


 Signature _____
 Landman _____ 10/12/90
 Title _____ Date
 Phone No. (915) 682-1186

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

5. LEASE DESIGNATION AND SERIAL NO.
U-58097

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
E. Gusher

9. WELL NO.
E. Gusher 15-1-A

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 15, T6S, R20E

12. COUNTY OR PARISH
Uintah

13. STATE
Utah

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

2. NAME OF OPERATOR
Phoenix Hydrocarbons, Inc.

3. ADDRESS OF OPERATOR
P. O. Box 2802

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. See also space 17 below.)
At surface
906' FNL & 507' FEL (NE/4 NE/4)

14. PERMIT NO.
43-047-31900

15. ELEVATIONS (Show whether of, ft., or, etc.)

NOV 05 1990
DIVISION OF OIL, GAS & MINING

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

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

TEST WATER SHUT-OFF <input type="checkbox"/>	FULL OR ALTER CASING <input type="checkbox"/>
FRACTURE TREAT <input type="checkbox"/>	MULTIPLE COMPLETE <input type="checkbox"/>
SHOOT OR ACIDIZE <input type="checkbox"/>	ABANDON* <input type="checkbox"/>
REPAIR WELL <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>
(Other) _____	Spud Notice <input checked="" type="checkbox"/>

WATER SHUT-OFF <input type="checkbox"/>	REPAIRING WELL <input type="checkbox"/>
FRACTURE TREATMENT <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
SHOOTING OR ACIDIZING <input type="checkbox"/>	ABANDONMENT* <input type="checkbox"/>
(Other) _____	

(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.)

E. Gusher 15-1-A
Well was spudded 1:00 p.m. on 9/25/90

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

SIGNED [Signature] TITLE Landman DATE 10/31/90

(This space for Federal or State office use)

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

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

5. LEASE DESIGNATION AND SERIAL NO.

U-58097

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.)

RECEIVED
JAN 08 1991
DIVISION OF
OIL, GAS, & MINING

1. OIL WELL GAS WELL OTHER

UNIT AGREEMENT NAME

2. NAME OF OPERATOR
Phoenix Hydrocarbons, Inc.

FARM OR LEASE NAME

E. Gusher

3. ADDRESS OF OPERATOR
P. O. Box 2802

9. WELL NO.

15-1-A

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*
See also space 17 below.)
At surface

10. FIELD AND POOL, OR WILDCAT

Wildcat

906' FNL & 507' FEL

11. SEC., T., R., M., OR BLE. AND SUBST OR ABBA

Sec. 15, T6S, R20E

14. PERMIT NO.
43-047-31900

15. ELEVATIONS (Show whether OF, AT, OR, etc.)
4970' GR

12. COUNTY OR PARISH 13. STATE
Uintah Utah

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

NOTICE OF INTENTION TO:

SUBSEQUENT REPORT OF:

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

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

(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.)*

CONFIDENTIAL

Drilling Reports on E. Gusher 15-1-A

CONFIDENTIAL

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

SIGNED [Signature]

TITLE Landman

DATE 1/2/91

(This space for Federal or State office use)

APPROVED BY _____
CONDITIONS OF APPROVAL, IF ANY:

TITLE _____

DATE _____

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

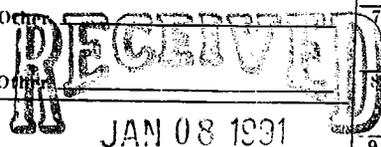
SUBMIT IN DUPLICATE*
(See other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0137
Expires August 31, 1985

CONFIDENTIAL

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: **Phoenix Hydrocarbons, Inc.**
 3. ADDRESS OF OPERATOR: **P. O. Box 2802, Midland, Texas 79702**
 4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements):
 At surface **906' FNL & 507' FEL**
 At top prod. interval reported below **Same**
 At total depth **Same**

5. LEASE DESIGNATION AND SERIAL NO. **U-58097**
 6. IF INDIAN, ALLOTTEE OR TRIBE NAME
 7. UNIT AGREEMENT NAME
 FARM OR LEASE NAME **E. Gusher**
 9. WELL NO. **15-1-A**
 10. FIELD AND POOL, OR WILDCAT **Wildcat**
 11. SEC. T. R. M., OR BLOCK AND SURVEY OR AREA **Section 15, T6S, R20E**
 12. COUNTY OR PARISH **Uintah**
 13. STATE **Utah**

14. PERMIT NO. **43-047-31900** DATE ISSUED **09/21/90**

15. DATE SPUDDED **09/25/90** 16. DATE T.D. REACHED **10/13/90** 17. DATE COMPL. (Ready to prod.) **11/17/90**
 18. ELEVATIONS (DF. RKB, RT, GR, ETC.)* **4970' GR** 19. ELEV. CASINGHEAD **4970'**
 20. TOTAL DEPTH, MD & TVD **7800'** 21. PLUG, BACK T.D., MD & TVD **7765'** 22. IF MULTIPLE COMPL., HOW MANY*
 23. INTERVALS DRILLED BY **XX** ROTARY TOOLS **XX** CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
7694' - 7736' Green River
 25. WAS DIRECTIONAL SURVEY MADE **No**
 26. TYPE ELECTRIC AND OTHER LOGS RUN **GR-Dual Spaced Neutron Log, CBL 11-16-90**
 27. WAS WELL CORED **No**

CASING RECORD (Report all strings set in well)

CASINO SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
8 5/8	24	320	12 1/2	220 sks to surface	
5 1/2	17			300 sks DS HiLift & 130	
5 1/2	15.5	7800	7 7/8	sks DS 10-0 RFC	

29. LINER RECORD					30. TUBING RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2 7/8	7668	

31. PERFORATION RECORD (Interval, size and number)		32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
INTERVAL	NUMBER	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
7694' - 7736'	25 Holes	7694 - 7736	1000 gal 15% NeFe, 519 bbls Gelled H2O, 20/40 Sand, 192 bbl Gelled H2O, 16/30 sand, 183 bbl 2% KCL

33.* **PRODUCTION**
 DATE FIRST PRODUCTION **12/06/90** PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) **Pumping** WELL STATUS (Producing or shut-in) **Producing**
 DATE OF TEST **12/27/90** HOURS TESTED **24** CHOKER SIZE PROD'N. FOR TEST PERIOD **55** OIL—BBL. **58** GAS—MCF. **5** WATER—BBL. **1054** GAS-OIL RATIO
 FLOW. TUBING PRESS. CASING PRESSURE CALCULATED 24-HOUR RATE **32.4** OIL GRAVITY-API (CORR.)

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) **Used for fuel & vented, waiting on pipeline connection** TEST WITNESSED BY **Jeff Smith**

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
 SIGNED *[Signature]* TITLE **Landman** DATE **12/28/90**

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

PHOENIX HYDROCARBONS, INC.
E. GUSHER 15-1-A
COMPLETION REPORT
UINTAH COUNTY, UTAH

- 11/07/90 Waited on Olsen Drlg to remove remaining parts of rig from location. Rigged up Gibson Well Service. Installed tbg head, unloaded 2 7/8" tbg on pipe racks. Installed 4 3/4" bit and sub on 2 7/8" tbg and started in hole.
- 11/08/90 Finished running and tallying tbg in hole. Tagged cement at 7765'. Pressure tested 5 1/2" csg to 2000#. Held steady for 15 minutes. Started out of hole, had tbg tong malfunction and shut down to repair.
- 11/09/90 Finished pulling 2 7/8" tbg. Rigged up Haliburton Logging and ran GR-Dual spaced Neutron log from 7761' to 4300'.
- 11/10/90 Shut down completion unit in preparation to run cement bond log, perforate and stimulate.
- 11/12/90 Rigged up Cutter Wireline Service. Ran Cement Bond Log from PBTD to TOC at 3900'. Perforate 7694,96,97,7700,01,02,05,07,08,10,12,13,14,16,17,18,19,20,23,25,27,30,32,34, and 7736, (with 25 holes) using 4" csg. gun. Ran 2 7/8" tbg equipped with treating packer and set at 7642'. Opened by-pass and spotted acid to 7400'. Acidized with 1000 gals. 15% NEFE acid and 38 ball sealers. Formation broke at 2200#. Had good ball action & balled out at 3400#. ISIP 700#; 5 Min. 400#; 10 Min 200#; 15 Min 0# Min. treating pressure 1800#; Max. 3400#. Avg. trseting pressure 2100# at 5 1/2 BPM inj. rate. 71 BLWTR. Swabbed back 35 BLW. Had 70% oil cut and good gas on last swab. SION.
- 11/12/90 0# on Tbg.. F.L. at 3500'. Swabbed down to S.N. Fluid entry approx. 5 BPH with 80% oil cut and good gas. Swabbed back 30 BLW. Opened by-pass and swabbed fluid in annulus. Fluid level at 6700' with good oil & gas. Unseated packer and POH. SION.
- 11/13/90 R.U. The Western Co. Fill Hole With 163 BBLs. pad. Pumped total of 576 BBLs of pad. Pumped 519 BBLs. of gelled H2O containing 20/40 sand. Pumped 192 BBLs of gelled H2O containing 16/30 sand. Flushed with 183 BBLs. 2% KCL water. ISIP 1800# ; 5 Min. 1600#; 10 Min. 1550#. 15 Min. 1400#. Min. treating pressure 1700#; Max. treating pressure 2600#; Avg. treating pressure 2000#. all fluid injected at a rate of 30 BPM. Total load to recover - 61740 gals. Total san used - 100,000#. 61,000 # 20/40 and 39,000 # 16/30 . All fluid contained the following: 2000# J-4; 600# aquaseal; 500# gelmaster; 60 gals. aquaflow; 30 gals. claymaster-4 and 10# FC-20. Job took 1Hr. 9 Min. SION to let gel break.
- 11/14/90 Opened well up, on vacuum. Rig up to swab. Swabbed 176 BBLs. ofload back Fluid level between 2700-3100 feet from surface. Well cutting approx. 15-20% oil with good gas. SION.
- 11/15/90 140# on tbg and 65# on csg. Lowered tbg & tagged sand at 7702' (Perfs 7694 - 7736). Reversed out sand to 7761'. Raised tbg to 7642' and swabbed 173 bbls load, fluid level at 3500'. Had 10% oil cut & good gas. Total bbls load recovered - 418. Remaining load to recover - 876.
- 11/16/90 90# on tbg, 70# on csg. Bled off pressure and began swabbing. F.L. at 2100'. Swabbed 118 bbls fluid in 7 hrs with 20% oil cut. Recovered 94 BLW leaving 847 BLTR. Lowered tbg to check sand - no fill. Tripped 2 7/8" tbg to change out seating nipple. Landed tbg at 7668' with 1 jt (notched collar), S.N. & 247 jts above seating nipple. S.I.O.N.
- 11/17/90 Installed 2 1/2" x 1 1/2" x 18' top holddown pump, ran 212 - 3/4" x 25', 92 - 7/8" x 25' rods, 1 - 7/8" x 8' P.R., 1 - 7/8" x 6' P.R., 2 - 7/8" x 4' P.R. & 1 1/2" x 26' P.R. Spaced out pump, clamped off rods and rigged down.
- 11/18/90 Waiting on pumping unit and battery installation.

Phoenix Hydrocarbons, Inc.
E. Gusher 15-1-A
Completion Report
Page 2

11/19/90
Thru
11/21/90 No Report.

11/22/90 Setting tank battery and treater today. Waiting on pumping unit.

11/23/90
Thru
11/25/90 No report.

11/26/90 Set pumping unit today.

12/06/90 Well pumping to tanks.

12/07/90 Well pumped 188 bbls in 21 hrs. Warming up treater; will run fluid from tanks thru treater and bleed off water.

12/10/90 Well made 47 bbls oil in 12 hrs, no water gauged. Have 460 bbls oil in tanks, produced over weekend, preparing to sell.

12/11/90 Well made 102 bbls oil in 16½ hrs. No gauge on water yet. Sold 2 loads oil yesterday, will sell another today.

12/12/90 Well made 160 bbls oil in 24 hrs. No gauge on water.

12/13/90 Well made 135 bbls oil in 24 hrs (some down time).

12/14/90 Well made 163 bbls oil in 24 hrs.

12/15/90 Well was down this a.m., made 50 bbls oil.

12/16/90 Well made 163 bbls oil in 24 hrs.

12/17/90 Well was down this a.m., made 172 bbls.

12/18/90 Well made 100 bbls oil. Well was down.

12/19/90 Well made 125 bbls oil in 20 hrs.

12/20/90 Well made 50 bbls in 6 hrs. Changing orifice from ¼ to ½".

PHOENIX HYDROCARBONS, INC.
E. GUSHER 15-1-A
DRILLING REPORT
UINTAH COUNTY, UTAH

- 09/26/90 Drilling at 195' with Bit #1, 12¼", STC, FDS, 3-16 jets. In at surface, made 195' in 16½ hrs @ 120 rpm. Drilling with fresh water. Pump size 5½", 16" stroke, 60 spm, 302 gpm, 200 psi. Spudded at 1:00 p.m. 9/25/90. Hours: Drilling 16½; Drill rat hole 7; circ. ½.
- 09/27/90 Welding on 8 ⅝" well head. Drilled to 320 feet in 21½ hrs with Bit #1. Ran 8 jts 8 ⅝" o.d. 24# J-55 csg. Set at 320' K.B. and Howco cemented with 220 sks Class "G" with 2% CaCl and ½ sk cello flakes. Bumped plug at 9:00 p.m. 9/26/90. Circ 17 sks cement. Hours: Drilling 5; Trip 1½; Circ. 5½; Running csg 2; WOC 6; Cut off csg & weld on W.H. 4.
- 09/28/90 Drilling at 435', 115' into Uintah formation. Bit #2, 7 ⅞", in at 320', made 115' in 4 hrs at 65 rpm with 35000#. Drilling with fresh water. Deviation ½ degree at 325'. Hours: Drilling 4; Trip 5½; Re-drill M.H. 1½; Pressure test shoe 9; Drilled cement 4.
- 09/29/90 Repairing rotary drive sprocket. Depth at 1410', 975' into Uintah formation. Bit #2 in at 320', made 1090' in 21½ hrs, 70 rpm at 45,000#. Drilling with fresh water, chlorides at 500 ppm. Deviation 1 degree at 541'; ¾ degree at 720'; 1 degree at 1217'. Hours: Drilling 17½; Service rig ½; Rig repairs 4½; Survey 1½.
- 09/30/90 Drilling at 1900', 490' into Uintah formation. Bit #2 in at 320', made 1580' in 32 hrs, 70 rpm at 35,000#. Drilling with fresh water, chlorides at 500 ppm. Deviation: 1½ degree at 1764'. Hours: Drilling 10½; Trip 1; Rig repairs 11; Survey ½; Cut drlg line 1.
- 10/01/90 Drilling at 2875', 975' into Uintah formation. Bit #2 in at 320', made 2555' in 55 hrs, 70 rpm at 45,000#. Drilling with fresh water. Deviation: 1 degree at 2248'; ¾ degree at 2745'. Hours: Drilling 23; Survey 1.
- 10/02/90 Drilling at 3610', 735' in the Uintah formation (90%) & shale (10%). Bit #2 in at 320', made 3290' in 78½ hrs, 70 rpm at 48,000#. Drilling with fresh water. Deviation: ½ degree at 3230'. No shows; 5 units conn. gas and 2 units B.G. gas. Hours: Drilling 23½; Survey ½.
- 10/03/90 Drilling at 4230', 620' into Uintah formation (80%) & shale (20%). Bit #2 in at 320', made 3910' in 101½ hrs, 70 rpm at 48,000#. Drilling with fresh water. Deviation: ½ degree at 3760'. B.G. gas - 4 units; Conn. gas - 8 units. No gas show. Hours: Drilling 23; Service rig ½; Survey ½.
- 10/04/90 Drilling at 4672, 442' in Green River formation (90% shale, 10% sand). Bit #2 in at 320', out at 4577', made 4257' in 116 hrs, 70 rpm at 48000#. Bit #3, 7 7/8", in at 4577', made 95' in 3½ hrs. Drilling with fresh water. Deviation: 1 degree at 4577'.
- | Shows | Before | During | After | SD |
|---------|----------|-----------|----------|-----------------------------|
| 4366-76 | 3 mpf | 1 mpf | 2 mpf | Yellow fluor |
| Gas | 0 units | 100 units | 10 units | Streaming cut |
| 4388-96 | 2 mpf | ½ mpf | 3 mpf | |
| Gas | 10 units | 120 units | 0 units | Trace fluor & streaming cut |
- Top of Green River - 4420'. Hours: Drilling 18; Trip 4½; Wash & ream 1½.

Phoenix Hydrocarbons, Inc.
 E. Gusher 15-1-A
 Drilling Report
 Page 2

10/05/90 Drilling at 5165, 493' into the Green River formation (90% shale 10% sand). Bit #3 in at 4577', made 588' in 27 hrs, 70 rpm at 48,000#. Drilling with fresh water, chlorides at 400 ppm. Deviation: 3/4 degree at 5066'. B.G. 20 units; Conn 40 units; Survey 240 units.

Shows	Before	During	After	
5014-16	4 mpf	3 mpf	3 mpf	
Gas	5 units	420 units	100 units	No cut or fluor
5018-32	3 mpf	1 1/2 mpf	5 mpf	
Gas	20 units	250 units	90 units	Slow streaming cut; trace oil

Hours: Drilling 23 1/2; Service rig 1/4; Survey 1/4.

10/06/90 Drilling at 5514, 349' in Green River formation. Bit #3 in at 4577', has made 937' in 50 1/2 hrs, 80 rpm at 50,000#. Drilling with fresh water, chlorides at 500 ppm. B.G. 10 units, Conn. 45 units.

Shows	Before	During	After	
5320-30	4 1/2 mpf	2 1/2 mpf	4 1/2 mpf	
Gas	10 units	80 units	20 units	No fluor, slow streaming cut
5502-08	7 mpf	4 1/2 mpf	5 1/2 mpf	
Gas	10 units	150 units	10 units	No fluor, slow streaming cut

Hours: Drilling 23 1/2; Service rig 1/2.

10/07/90 Trip in with bit at 5628', 114' in Green River formation. Bit #3 in at 4577', out at 5628', made 1051' in 60 hrs, 70 rpm at 48,000#. Bit #4, 7 7/8". Drilling with fresh water, chlorides at 600 ppm. Lost 2 cones in hole. Ran magnet to 21' off bottom - hole out of gauge. Hours: Drilling 9 1/2; Trip 12 1/2; Ream with magnet 2.

10/08/90 Trip out with magnet at 5628' in Green River formation. Recovered 1 cone; coming out of hole - 2nd trip with magnet. Hours: Wash/Ream 4 1/2; Trip 18 1/2; Work magnet 1/2; Service rig 1/2.

10/08/90 Drilling at 5965', 337' in the Green River formation (90% shale, 10% sand). Bit #5, 7 7/8", in at 5628', made 337' in 15 1/2 hrs, 65 rpm at 45,000#. Drilling with fresh water, 9.5 Ph, chlorides 600 ppm. B.G. 5 units; Conn. 10 units; Trip 740.

Shows	Before	During	After	
5700-16	3 mpf	2 mpf	4 mpf	
Gas	20 units	610 units	150 units	20% sd & 80% sh Tr of cut & Tr of oil
5724-30	4 mpr	2 1/4 mpf	4 mpf	
Gas	150 units	240 units	10 units	30% sd, 70% sh No fluor with tr of cut

Hours: Drilling 15 1/2; Wash/Ream 1 1/2; Trip 6; Cut drlg line 1.

10/09/90 Drilling at 6470', 505' in the Green River formation. Bit #5 in at 5628', made 842' in 39 hrs at 65 rpm, 48,000#. Drilling with fresh water, no report on chlorides. Deviation: 1 1/2 degrees at 6024'. No report on shows, will have information tomorrow. Hours: Drilling 23 1/2, Survey 1/2.

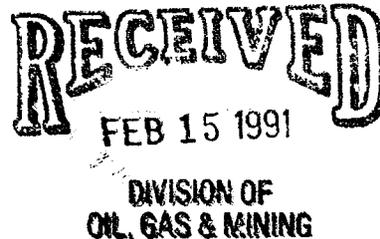
10/10/90 Drilling at 6905', 435' in the Green River formation. Bit #5 in at 5628', made 1277 in 62 1/2 hrs, 65 rpm at 48,000#. Drilling with fresh water. Deviation: 1 1/2 degree at 6641'. No shows, B.G. 0-10 units, Conn 20 units. Hours: Drilling 23 1/2, Survey 1/2.

Phoenix Hydrocarbons, Inc.
 E. Gusher 15-1-A
 Drilling Report
 Page 3

- 10/11/90 Drilling at 7225', 320' in the Green River formation (80% shale, 20% sand). Bit #5 in at 5628', out at 7102', made 1474' in 73 hrs. Bit #6 in at 7102', made 123' in 6 hrs. Drilling with fresh water, chlorides at 700 ppm. Deviation: 1 3/4 degrees at 7100'. Washed and reamed from 6953' to 7102'. B.G. 10-20 units; Conn 20 units; trip 480 units. No shows. Hours: Drilling 16½, Wash/Ream 1, Trip 6½.
- 10/12/90 Drilling at 7645', 420' in the Green River formation (80% shale, 20% sand). Bit #6 in at 7102', made 543' in 29½ hrs, 65 rpm at 48,000#. Mud wt. 8.4, Vis. 33, Chlorides 1300 ppm. Mud up at 7600'. B.G. 10 units, Conn 20 units.
- | | | | | |
|---------|----------|-----------|----------|--|
| Shows | Before | During | After | |
| 7506-14 | 6 mpf | 1½ mpf | 5½ mpf | |
| Gas | 70 units | 350 units | 40 units | |
- Hours: Drilling 23½, Service Rig ½.
- 10/13/90 Tripped out of hole at 7777', 132' into Green River formation (50% shale, 50% sand). Bit #6 in at 7102', out at 7777', made 675' in 46 hrs, 65/70 rpm at 48,000#. Mud wt. 8.8, Vis. 40, WL 10.4, Ph 10. B.G. 5 units, Conn 70 units.
- | | | | | |
|---------|----------|-----------|----------|---------------------------------|
| Shows | Before | During | After | |
| 7715-50 | 12½ mpf | 3 mpf | 13 mpf | |
| Gas | 10 units | 120 units | 10 units | 100% sand w/ tr. of stain & cut |
| 7776-77 | 15 mpf | 6½ mpf | 12 mpf | |
| Gas | 20 units | 90 units | 20 units | |
- Hours: Drilling 16½, Trip 2½, Circ. 5.
- 10/14/90 Trip in hole at 7800', 23' into Green River formation (80% shale, 20% sand). Bit #7 in at 7777', out at 7800', made 23' in 2½ hrs, 65 rpm at 48,000#. Mud wt. 8.8, Vis. 50, WL 10, Chlorides 1200 ppm. Deviation 1¼ degree at 7777'. Ran logging tools to 7638' & got stuck. Worked free & POH. RIH with bit to bottom - drilled 23' to 7800'. Circ. and cond hole. Pulled out of hole and attempted to log. Hit bridge at 1478' - could not work through. Tripping in hole with bit. B.G. 20 units, trip gas 900 units. Had 3 small 2' thick shows in bottom 23' with gas increasing from 20 to 75 units. Hours: Drilling 2½, Wash/Ream 1, Trip 11½, Circ. 3, Logging 6.
- 10/15/90 Ran 33 jts of 5½" O.D. 17#, J-55 LT&C csg, 175 jts of 5½" O.D. 15.5#, J-55, LT&C csg equipped with flat shoe, float collar & 10 centralizers. Set at 7800' K.B. and circulating prior to cementing. Hours: Trip 3, Circ. 4½, LDDP & DC 8, Attempt to remove wear ring 1, Running csg. 7½.
- 10/16/90 Cemented 5½" csg with 300 sks DS HiLift cement with 3% salt tailed in with 130 sks DS 10-0 RFC cement. Had good circulation throughout. Bumped plug at 8:15 a.m. Pressured to 2000# & bled back to 800# in 1 minute. Released pressure - float held. Re pressured csg to 1450# with ½ bbl - bled back to 750# in 1 minute and held steady for 15 minutes. Released pressure and set slips. Released rig at 12:30 p.m. 10/16/90. Hours: Circ. ½, Cmt csg 1, ND & set slips 2, Clean mud tanks 2.

Phoenix Hydrocarbons, Inc.

February 7, 1991



Mr. Ed Forsman
Bureau of Land Management
170 South 500 East
Vernal, UT 84078

Re: Gas Flaring
E. Gusher 15-1-A
Sec. 15, T-6-S, R-20-E
Uintah County, Utah

43-047-31900

Dear Mr. Forsman:

Attached is a copy of our latest test on the gas being flared on the above referenced well. The chart indicates an average pressure of around 6#. This calculated to 48.8 MCF of gas per day. Based upon State of Utah Rule R615-3-20, Paragraph 1.1, Page 3-15 (copy attached), we can vent up to 1800 MCF per month or 60 MCF of gas per day without approval.

Based upon BLM Notice NTL-4A, Paragraph I, no royalty shall accrue on any produced gas if gas is flared or vented pursuant to the rules of the appropriate state agency when said rules have been ratified or accepted by the area Oil and Gas supervisor.

We spoke with the State of Utah Office today and they indicated that on other than unit problems or permits, the BLM was felt to have accepted their rules and regulations unless there were written contradictions.

We plan on drilling several additional wells offsetting the Gusher 15-1-A well later this year once we have completed acquiring all the acreage we feel we need.

I have attached a Topo map indicating what route and distance a pipeline would cover from this lease to the closest pipeline we can find. Based upon this distance, I have estimated an additional \$125,000 will be required to put in a pipeline.

I have attached several economic projections that assume the following:

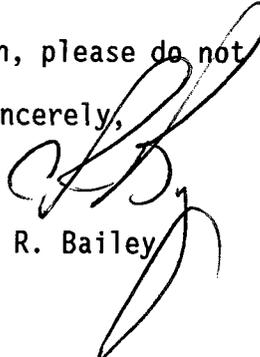
- I. Initial gas rate of 49 MCFD, gas price at \$.80/MCF. No investment for a pipeline was included and gas sales were assumed.
- II. Same projection as I, no gas sales though. Indicates a total difference in future net revenue of \$53,000, the cost of installing a gas line would be \$125,000. Thus a loss of \$72,000 over the life of the well just for the purpose of selling gas.

Mr. Ed Forsman
Bureau of Land Management
February 7, 1991
Page 2

III. Pipeline investment of \$125,000 was included in this projection. This projection shows the \$72,000 loss (highlighted column) by taking the difference of future net revenue on Projection III and Projection II (\$948,647 - \$1,020,885).

Should you require any additional information, please do not hesitate to call.

Sincerely,



C. R. Bailey

CRB/lz

cc: State of Utah
Hydrocarbon Energy, Inc.
Alta/Levinson
Grand Valley
Wilczek
Abel

31 JAN 1991

09:43:01

GUSHER E

WELL_SIM Version 6.0(SCS, INC.) 6.14.90

PHOENIX HYDROCARBONS, INC.
 E. GUSHER 15-1-A (N.W. HORSESHOE BEND PROSPECT)
 PROVED DEV - EFFECTIVE DATE.: DEC 1 1990

(1mos)	YEAR	GROSS GAS MCMCF	GAS PRICE \$/MCF	GROSS OIL MSTB	OIL PRICE \$/STB	NET GAS MCMCF	NET OIL MSTB	NET GAS REV (M\$)	NET OIL REV (M\$)
	1990	1.413	.800	2.018	20.00	1.236	1.766	.989	35.313
	1991	11.318	.800	16.168	20.00	9.903	14.147	7.922	282.941
	1992	7.424	.800	10.605	20.00	6.496	9.280	5.197	185.594
	1993	5.886	.800	8.409	20.00	5.151	7.358	4.121	147.161
	1994	5.004	.800	7.149	20.00	4.379	6.255	3.503	125.106
	1995	4.415	.800	6.307	20.00	3.863	5.519	3.091	110.379
	1996	3.987	.800	5.696	20.00	3.489	4.984	2.791	99.672
	1997	3.658	.800	5.226	20.00	3.201	4.572	2.561	91.448
	1998	3.395	.800	4.850	20.00	2.971	4.244	2.377	84.881
	1999	3.179	.800	4.542	20.00	2.782	3.974	2.226	79.486
	2000	2.998	.800	4.283	20.00	2.623	3.748	2.099	74.953
	2001	2.843	.800	4.062	20.00	2.488	3.554	1.990	71.077
	2002	2.701	.800	3.858	20.00	2.363	3.376	1.891	67.523
	2003	2.566	.800	3.666	20.00	2.245	3.207	1.796	64.147
	2004	2.438	.800	3.482	20.00	2.133	3.047	1.706	60.940
	2005	2.316	.800	3.308	20.00	2.026	2.895	1.621	57.893
	2006	2.200	.800	3.143	20.00	1.925	2.750	1.540	54.998
	2007	2.090	.800	2.986	20.00	1.829	2.612	1.463	52.248
	2008	1.985	.800	2.836	20.00	1.737	2.482	1.390	49.636
	2009	1.886	.800	2.695	20.00	1.650	2.358	1.320	47.154
	2010	1.792	.800	2.560	20.00	1.568	2.240	1.254	44.796
	2011	1.702	.800	2.432	20.00	1.489	2.128	1.192	42.557
	2012	1.617	.800	2.310	20.00	1.415	2.021	1.132	40.429
	2013	1.536	.800	2.195	20.00	1.344	1.920	1.075	38.407
	2014	1.459	.800	2.085	20.00	1.277	1.824	1.022	36.487
REMAINING RESERVES		81.809		116.870		71.583	102.261	57.266	2045.227
CUM PROD TO EFF DATE				0.000					
ULTIMATE RECOVERY				116.870					

YEAR	WORKING INTEREST (DEC)	REVENUE INTEREST (DEC)	RI INCOME (M\$)	NET WPT (M\$)	NET STATE-LOC TAX (M\$)	NET OPER. COSTS (M\$)	NET TOTAL INVEST (M\$)	NCF BEFORE TAX (M\$)	CUM NCF BEFORE TAX (M\$)	DISC NCF @ 20% (M\$)
1990	1.000000	.875000	36.302	0.000	2.855	1.500	450.000	-418.053	-418.053	-414.889
1991	1.000000	.875000	290.864	0.000	22.874	18.000	0.000	249.989	-168.064	224.767
1992	1.000000	.875000	190.791	0.000	15.004	18.000	0.000	157.786	-10.277	118.222
1993	1.000000	.875000	151.282	0.000	11.897	18.000	0.000	121.385	111.107	75.790
1994	1.000000	.875000	128.609	0.000	10.114	18.000	0.000	100.495	211.602	52.289
1995	1.000000	.875000	113.470	0.000	8.924	18.000	0.000	86.546	298.148	37.526
1996	1.000000	.875000	102.463	0.000	8.058	18.000	0.000	76.405	374.554	27.608
1997	1.000000	.875000	94.008	0.000	7.393	18.000	0.000	68.615	443.169	20.661
1998	1.000000	.875000	87.258	0.000	6.862	18.000	0.000	62.396	505.565	15.657
1999	1.000000	.875000	81.711	0.000	6.426	18.000	0.000	57.285	562.850	11.979
2000	1.000000	.875000	77.052	0.000	6.060	18.000	0.000	52.992	615.842	9.234
2001	1.000000	.875000	73.067	0.000	5.746	18.000	0.000	49.321	665.163	7.162
2002	1.000000	.875000	69.414	0.000	5.459	18.000	0.000	45.955	711.118	5.561
2003	1.000000	.875000	65.943	0.000	5.186	18.000	0.000	42.757	753.875	4.312
2004	1.000000	.875000	62.646	0.000	4.927	18.000	0.000	39.719	793.595	3.338
2005	1.000000	.875000	59.514	0.000	4.680	18.000	0.000	36.833	830.428	2.579
2006	1.000000	.875000	56.538	0.000	4.446	18.000	0.000	34.092	864.520	1.989
2007	1.000000	.875000	53.711	0.000	4.224	18.000	0.000	31.487	896.007	1.531
2008	1.000000	.875000	51.026	0.000	4.013	18.000	0.000	29.013	925.020	1.176
2009	1.000000	.875000	48.474	0.000	3.812	18.000	0.000	26.662	951.682	.900
2010	1.000000	.875000	46.051	0.000	3.622	18.000	0.000	24.429	976.111	.688
2011	1.000000	.875000	43.748	0.000	3.440	18.000	0.000	22.308	998.419	.523
2012	1.000000	.875000	41.561	0.000	3.268	18.000	0.000	20.292	1018.711	.397
2013	1.000000	.875000	39.483	0.000	3.105	18.000	0.000	18.378	1037.089	.299
2014	1.000000	.875000	37.509	0.000	2.950	18.000	-20.000	16.559	1053.647	.227
		2102.493	0.000	169.346	433.500	430.000	1073.647			209.794

Discount Rate-%	Present Value Before Tax-\$1000
20.0	209.794
12.0	379.320
15.0	303.343
25.0	142.428
35.0	51.308

31 JAN 1991

09:44:06

GUSHER_E

WELL_SIM Version 6.0(SCS, INC.) 6.14.90

PHOENIX HYDROCARBONS, INC.
 E. GUSHER 15-1-A (N.W. HORSESHOE BEND PROSPECT)
 PROVED DEV - EFFECTIVE DATE...:DEC 1 1990

YEAR	GROSS GAS MCMF	GAS PRICE \$/MCF	GROSS OIL MSTB	OIL PRICE \$/STB	NET GAS MCMF	NET OIL MSTB	NET GAS REV (M\$)	NET OIL REV (M\$)
(1mos) 1990	1.413	0.000	2.018	20.00	1.236	1.766	0.000	35.313
1991	11.318	0.000	16.168	20.00	9.903	14.147	0.000	282.941
1992	7.424	0.000	10.605	20.00	6.496	9.280	0.000	185.594
1993	5.886	0.000	8.409	20.00	5.151	7.358	0.000	147.161
1994	5.004	0.000	7.149	20.00	4.379	6.255	0.000	125.106
1995	4.415	0.000	6.307	20.00	3.863	5.519	0.000	110.379
1996	3.987	0.000	5.696	20.00	3.489	4.984	0.000	99.672
1997	3.658	0.000	5.226	20.00	3.201	4.572	0.000	91.448
1998	3.395	0.000	4.850	20.00	2.971	4.244	0.000	84.881
1999	3.179	0.000	4.542	20.00	2.782	3.974	0.000	79.486
2000	2.998	0.000	4.283	20.00	2.623	3.748	0.000	74.953
2001	2.843	0.000	4.062	20.00	2.488	3.554	0.000	71.077
2002	2.701	0.000	3.858	20.00	2.363	3.376	0.000	67.523
2003	2.566	0.000	3.666	20.00	2.245	3.207	0.000	64.147
2004	2.438	0.000	3.482	20.00	2.133	3.047	0.000	60.940
2005	2.316	0.000	3.308	20.00	2.026	2.895	0.000	57.893
2006	2.200	0.000	3.143	20.00	1.925	2.750	0.000	54.998
2007	2.090	0.000	2.986	20.00	1.829	2.612	0.000	52.248
2008	1.985	0.000	2.836	20.00	1.737	2.482	0.000	49.636
2009	1.886	0.000	2.695	20.00	1.650	2.358	0.000	47.154
2010	1.792	0.000	2.560	20.00	1.568	2.240	0.000	44.796
2011	1.702	0.000	2.432	20.00	1.489	2.128	0.000	42.557
2012	1.617	0.000	2.310	20.00	1.415	2.021	0.000	40.429
2013	1.536	0.000	2.195	20.00	1.344	1.920	0.000	38.407
2014	1.459	0.000	2.085	20.00	1.277	1.824	0.000	36.487
REMAINING RESERVES	81.809		116.870		71.583	102.261	0.000	2045.227
CUM PROD TO EFF DATE			0.000					
ULTIMATE RECOVERY			116.870					

YEAR	WORKING INTEREST (DEC)	REVENUE INTEREST (DEC)	RI INCOME (M\$)	NET WPT (M\$)	NET STATE-LOC TAX (M\$)	NET OPER. COSTS (M\$)	NET TOTAL INVEST (M\$)	NCF BEFORE TAX (M\$)	CUM NCF BEFORE TAX (M\$)	DISC NCF @ 20% (M\$)
1990	1.000000	.875000	35.313	0.000	2.777	1.500	450.000	-418.964	-418.964	-415.793
1991	1.000000	.875000	282.941	0.000	22.251	18.000	0.000	242.690	-176.274	218.204
1992	1.000000	.875000	185.594	0.000	14.596	18.000	0.000	152.998	-23.275	114.635
1993	1.000000	.875000	147.161	0.000	11.573	18.000	0.000	117.588	94.313	73.420
1994	1.000000	.875000	125.106	0.000	9.839	18.000	0.000	97.267	191.580	50.610
1995	1.000000	.875000	110.379	0.000	8.681	18.000	0.000	83.699	275.279	36.291
1996	1.000000	.875000	99.672	0.000	7.839	18.000	0.000	73.834	349.112	26.678
1997	1.000000	.875000	91.448	0.000	7.192	18.000	0.000	66.256	415.369	19.950
1998	1.000000	.875000	84.881	0.000	6.675	18.000	0.000	60.206	475.575	15.107
1999	1.000000	.875000	79.486	0.000	6.251	18.000	0.000	55.235	530.809	11.550
2000	1.000000	.875000	74.953	0.000	5.895	18.000	0.000	51.058	581.868	8.897
2001	1.000000	.875000	71.077	0.000	5.590	18.000	0.000	47.487	629.355	6.896
2002	1.000000	.875000	67.523	0.000	5.310	18.000	0.000	44.213	673.568	5.350
2003	1.000000	.875000	64.147	0.000	5.045	18.000	0.000	41.102	714.671	4.145
2004	1.000000	.875000	60.940	0.000	4.792	18.000	0.000	38.147	752.818	3.206
2005	1.000000	.875000	57.893	0.000	4.553	18.000	0.000	35.340	788.158	2.475
2006	1.000000	.875000	54.998	0.000	4.325	18.000	0.000	32.673	820.831	1.907
2007	1.000000	.875000	52.248	0.000	4.109	18.000	0.000	30.139	850.970	1.466
2008	1.000000	.875000	49.636	0.000	3.904	18.000	0.000	27.732	878.702	1.124
2009	1.000000	.875000	47.154	0.000	3.708	18.000	0.000	25.446	904.148	.859
2010	1.000000	.875000	44.796	0.000	3.523	18.000	0.000	23.273	927.421	.655
2011	1.000000	.875000	42.557	0.000	3.347	18.000	0.000	21.210	948.631	.497
2012	1.000000	.875000	40.429	0.000	3.179	18.000	0.000	19.249	967.880	.376
2013	1.000000	.875000	38.407	0.000	3.020	18.000	0.000	17.387	985.267	.283
2014	1.000000	.875000	36.487	0.000	2.869	18.000	-20.000	15.617	1000.885	.211
			2045.227	0.000	160.843	433.500	430.000	1020.885		189.271

Discount Rate-%	Present Value Before Tax-\$1000
20.0	189.271
12.0	352.785
15.0	279.531
25.0	124.226
35.0	36.180

PAYOUT IN MONTH 3 OF 1993

BEFORE TAX ROR-% 32.23

31 JAN 1991 09:46:01

GUSHER E

MELI SIM Version 6.0 (SCS, INC.) 6.14.90

PHOENIX HYDROCARBONS, INC.
 E. GUSHER 15-1-A (N.W. HORSESHOE BEND PROSPECT)
 PROVED DEV - EFFECTIVE DATE.: DEC 1 1990

YEAR	GROSS GAS MMCF	GAS PRICE \$/MCF	GROSS OIL MSTB	OIL PRICE \$/STB	NET GAS MMCF	NET OIL MSTB	NET GAS REV (M\$)	NET OIL REV (M\$)
(1mos) 1990	1.413	.800	2.018	20.00	1.236	1.766	.989	35.313
1991	11.318	.800	16.168	20.00	9.903	14.147	7.922	282.941
1992	7.424	.800	10.605	20.00	6.496	9.280	5.197	185.594
1993	5.886	.800	8.409	20.00	5.151	7.358	4.121	147.161
1994	5.004	.800	7.149	20.00	4.379	6.255	3.503	125.106
1995	4.415	.800	6.307	20.00	3.863	5.519	3.091	110.379
1996	3.987	.800	5.696	20.00	3.489	4.984	2.791	99.672
1997	3.658	.800	5.226	20.00	3.201	4.572	2.561	91.448
1998	3.395	.800	4.850	20.00	2.971	4.244	2.377	84.881
1999	3.179	.800	4.542	20.00	2.782	3.974	2.226	79.486
2000	2.998	.800	4.283	20.00	2.623	3.748	2.099	74.953
2001	2.843	.800	4.062	20.00	2.488	3.554	1.990	71.077
2002	2.701	.800	3.858	20.00	2.363	3.376	1.891	67.523
2003	2.566	.800	3.666	20.00	2.245	3.207	1.796	64.147
2004	2.438	.800	3.482	20.00	2.133	3.047	1.706	60.940
2005	2.316	.800	3.308	20.00	2.026	2.895	1.621	57.893
2006	2.200	.800	3.143	20.00	1.925	2.750	1.540	54.998
2007	2.090	.800	2.986	20.00	1.829	2.612	1.463	52.248
2008	1.985	.800	2.836	20.00	1.737	2.482	1.390	49.636
2009	1.886	.800	2.695	20.00	1.650	2.358	1.320	47.154
2010	1.792	.800	2.560	20.00	1.568	2.240	1.254	44.796
2011	1.702	.800	2.432	20.00	1.489	2.128	1.192	42.557
2012	1.617	.800	2.310	20.00	1.415	2.021	1.132	40.429
2013	1.536	.800	2.195	20.00	1.344	1.920	1.075	38.407
2014	1.459	.800	2.085	20.00	1.277	1.824	1.022	36.487
REMAINING RESERVES	81.809		116.870		71.583	102.261	57.266	2045.227
CUM PROD TO EFF DATE			0.000					
ULTIMATE RECOVERY			116.870					

YEAR	WORKING INTEREST (DEC)	REVENUE INTEREST (DEC)	RI INCOME (M\$)	NET WPT (M\$)	NET STATE-LOC TAX (M\$)	NET OPER. COSTS (M\$)	NET TOTAL INVEST (M\$)	NCF BEFORE TAX (M\$)	CUM NCF BEFORE TAX (M\$)	DISC NCF @ 20% (M\$)
1990	1.000000	.875000	36.302	0.000	2.855	1.500	575.000	-543.053	-543.053	-538.943
1991	1.000000	.875000	290.864	0.000	22.874	18.000	0.000	249.989	-293.064	224.767
1992	1.000000	.875000	190.791	0.000	15.004	18.000	0.000	157.786	-135.277	118.222
1993	1.000000	.875000	151.282	0.000	11.897	18.000	0.000	121.385	-13.893	75.790
1994	1.000000	.875000	128.609	0.000	10.114	18.000	0.000	100.495	86.602	52.289
1995	1.000000	.875000	113.470	0.000	8.924	18.000	0.000	86.546	173.148	37.526
1996	1.000000	.875000	102.463	0.000	8.058	18.000	0.000	76.405	249.554	27.608
1997	1.000000	.875000	94.008	0.000	7.393	18.000	0.000	68.615	318.169	20.661
1998	1.000000	.875000	87.258	0.000	6.862	18.000	0.000	62.396	380.565	15.657
1999	1.000000	.875000	81.711	0.000	6.426	18.000	0.000	57.285	437.850	11.979
2000	1.000000	.875000	77.052	0.000	6.060	18.000	0.000	52.992	490.842	9.234
2001	1.000000	.875000	73.067	0.000	5.746	18.000	0.000	49.321	540.163	7.162
2002	1.000000	.875000	69.414	0.000	5.459	18.000	0.000	45.955	586.118	5.561
2003	1.000000	.875000	65.943	0.000	5.186	18.000	0.000	42.757	628.875	4.312
2004	1.000000	.875000	62.646	0.000	4.927	18.000	0.000	39.719	668.595	3.338
2005	1.000000	.875000	59.514	0.000	4.680	18.000	0.000	36.833	705.428	2.579
2006	1.000000	.875000	56.538	0.000	4.446	18.000	0.000	34.092	739.520	1.989
2007	1.000000	.875000	53.711	0.000	4.224	18.000	0.000	31.487	771.007	1.531
2008	1.000000	.875000	51.026	0.000	4.013	18.000	0.000	29.013	800.020	1.176
2009	1.000000	.875000	48.474	0.000	3.812	18.000	0.000	26.662	826.682	.900
2010	1.000000	.875000	46.051	0.000	3.622	18.000	0.000	24.429	851.111	.688
2011	1.000000	.875000	43.748	0.000	3.440	18.000	0.000	22.308	873.419	.523
2012	1.000000	.875000	41.561	0.000	3.268	18.000	0.000	20.292	893.711	.397
2013	1.000000	.875000	39.483	0.000	3.105	18.000	0.000	18.378	912.089	.299
2014	1.000000	.875000	37.509	0.000	2.950	18.000	-20.000	16.559	948.647	.496
			2102.493	0.000	165.346	433.500	555.000	948.647		85.740

Discount Rate-%	Present Value Before Tax-\$1000
20.0	85.740
12.0	254.908
15.0	179.069
25.0	18.585
35.0	-72.139

2. The division may request subsurface pressure measurements on a sufficient number of wells in any pool to provide adequate data to determine reservoir characteristics.

3. Upon written request by an operator, the division may waive or extend the time for conducting any test.

4. A gas-oil ratio (GOR) test shall be conducted not later than 15 days following the completion or recompletion of each well in a pool which contains both oil and gas. The average daily oil production, the average daily gas production and the average GOR shall be recorded. The results of the GOR test shall be reported in writing to the division within 15 days after completion of the test. A GOR test of at least 24 hours duration shall satisfy the requirements of R615-3-19-1.

5. If the results of a multipoint test or other approved test for the determination of gas well potential have not been submitted to the division within 30 days after completion or recompletion of any producible gas well, the division may order that this test be made. All data pertinent to the test shall be submitted to the division in legible, written form within 15 days after completion of the test. The performance of a multipoint or other approved test shall satisfy the requirements of R615-3-19-1.

6. All tests of any producible gas well will be taken in accordance with the Manual of Back-Pressure Testing of Gas Wells published by the Interstate Oil Compact Commission, with necessary modifications as approved by the division.

R615-3-20 Gas Flaring or Venting

1. Gas produced from an oil well, also known as associated gas or casinghead gas, may be flared or vented only in the following amounts:

1.1. A maximum volume of 1,800 MCF of gas may be flared or vented from an individual oil well on a monthly basis at any time without approval.

1.2. During the period of time for conducting a stabilized production test or other approved test as required by R615-3-19, an operator may flare or vent all gas produced from an oil well as necessary for conducting the test. The operator shall not flare or vent gas which is not necessary for conducting the test or beyond the time allowed for conducting the test.

1.3. During the first calendar month immediately following the time allowed for conducting the initial stabilized production test as required by R615-3-19-1, the operator may flare or vent a maximum volume of 3,000 MCF of gas produced from an oil well without approval.

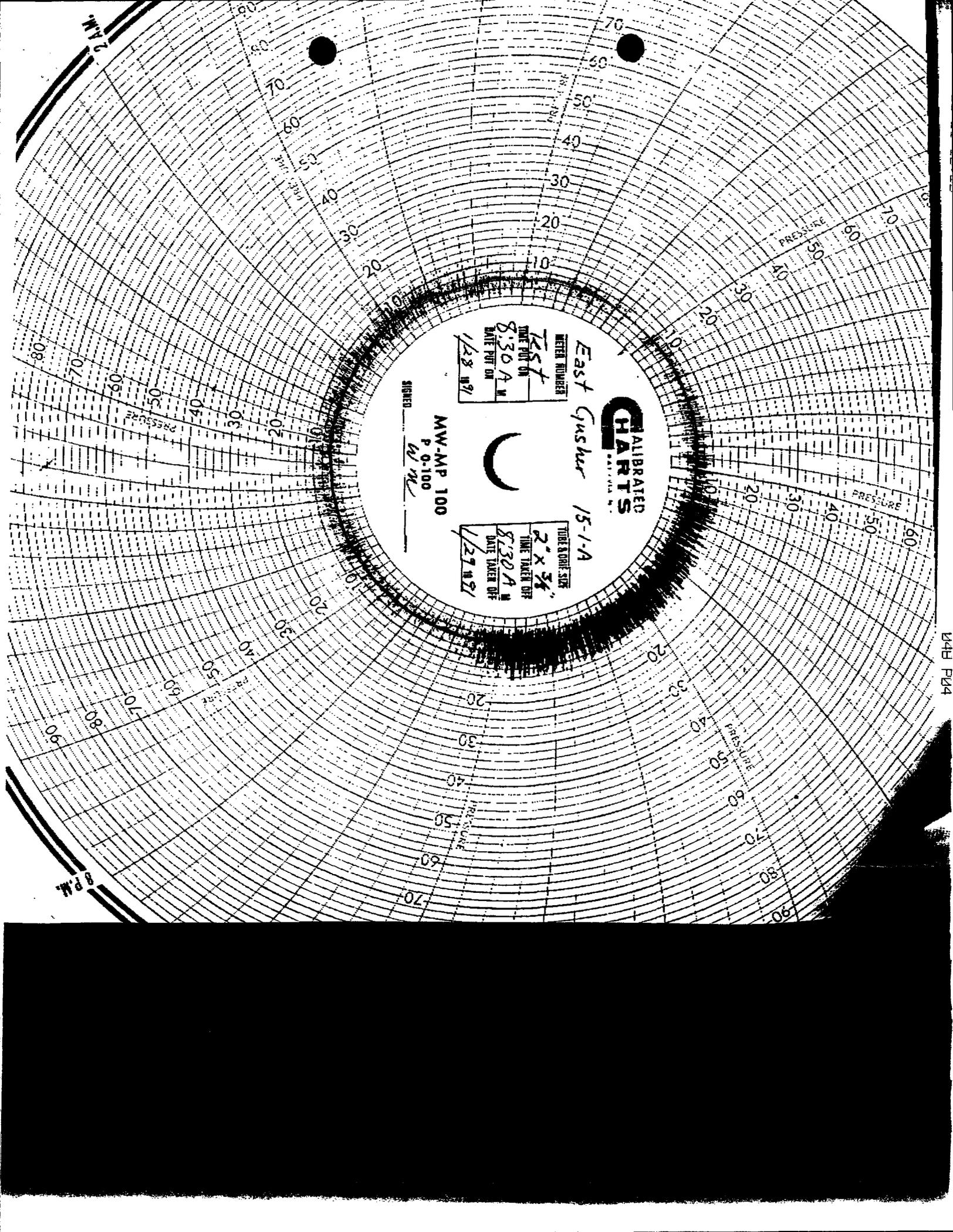
1.4. Unavoidable or short-term gas flaring or venting may occur without approval in accordance with R615-3-20-4, 4.1, 4.2, and 4.3.

2. Gas produced from a gas well may be flared or vented only in the following amounts:

2.1. During the period of time allowed for conducting a stabilized production test, multipoint test, or other approved test as required by R615-3-19, the operator may flare or vent all produced gas well gas as needed for conducting the test. The operator shall not flare or vent gas which is not necessary for conducting the test or beyond the time allowed for conducting the test.

2.2. Unavoidable or short-term gas flaring or venting may occur without approval in accordance with R615-3-20-4, 4.1, 4.2, and 4.3.

3. If an operator desires to produce a well for the purpose of testing and evaluation beyond the time allowed by R615-3-19 and flare or vent gas in excess of the aforementioned limits of gas flaring or venting, the operator



**CALIBRATED
CHARTS**

East Gusher 15-1-A

METER NUMBER
TEST
TIME PUT ON
8:30 A.M.
DATE PUT ON
1/28 '91

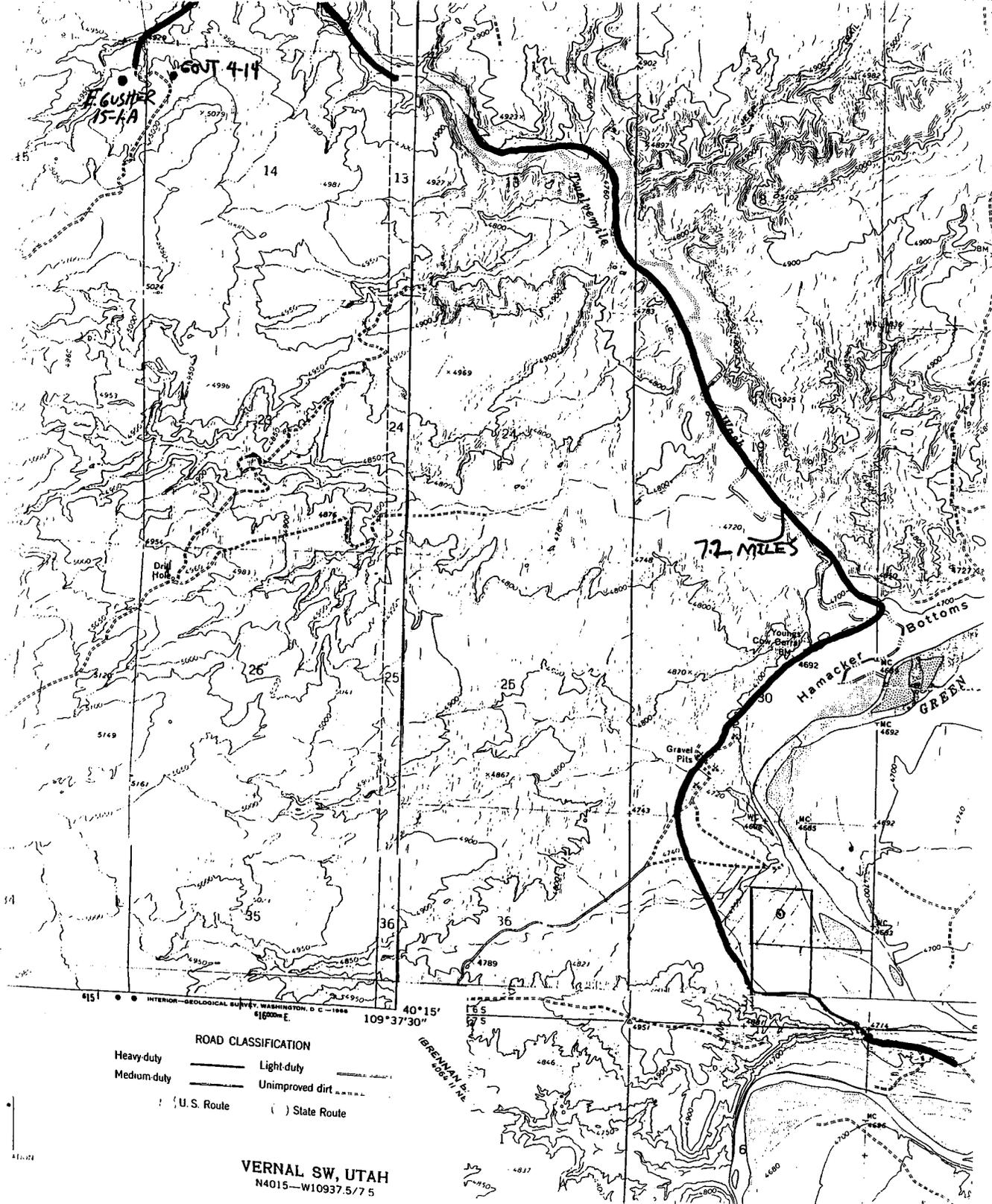
TIME & DATE SIZE
2" x 3/4"
TIME TAKEN OFF
8:30 A.M.
DATE TAKEN OFF
1/29 '91

SIGNED *W.M.*
MW-MP 100
P 0-100

2 A.M.

8 P.M.

U4B P04



4151
 INTERIOR—GEOLOGICAL SURVEY, WASHINGTON, D. C.—1988
 616000' E.

ROAD CLASSIFICATION
 Heavy-duty ——— Light-duty ———
 Medium-duty ——— Unimproved dirt - - - -
 U.S. Route (Δ) State Route (○)

VERNAL SW, UTAH
 N4015—W10937.5/7.5

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE*

(Other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0137
Expires August 31, 1985.

CONFIDENTIAL

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

RECEIVED
FEB 20 1991
DIVISION OF OIL, GAS & MINING

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

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

2. NAME OF OPERATOR
Phoenix Hydrocarbons, Inc.

3. ADDRESS OF OPERATOR
P. O. Box 2802, Midland, Texas 79702

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)
At surface **906' FNL & 507' FEL**
At top prod. interval reported below **Same**
At total depth **Same**

14. PERMIT NO. **43-047-31900** DATE ISSUED **09/21/90**

5. LEASE DESIGNATION AND SERIAL NO.
U-58097

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
E. Gusher

9. WELL NO.
15-1-A

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC. T., R., M., OR BLOCK AND SURVEY OR AREA
Section 15, T6S, R20E

12. COUNTY OR PARISH
Uintah

13. STATE
Utah

15. DATE SPUDDED **09/25/90** 16. DATE T.D. REACHED **10/13/90** 17. DATE COMPL. (Ready to prod.) **11/17/90** 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* **4970' GR** 19. ELEV. CASINGHEAD **4970'**

20. TOTAL DEPTH, MD & TVD **7800'** 21. PLUG. BACK T.D., MD & TVD **7765'** 22. IF MULTIPLE COMPL., HOW MANY* **→** 23. INTERVALS DRILLED BY **XX** ROTARY TOOLS **XX** CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
7694' - 7736' Green River

25. WAS DIRECTIONAL SURVEY MADE
No

26. TYPE ELECTRIC AND OTHER LOGS RUN
GR—Dual Spaced Neutron Log

27. WAS WELL CORED
No

CASING RECORD (Report all strings set in well)

CASINO SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
8 5/8	24	320	12 1/4	220 sks to surface	
5 1/2	17			300 sks DS HiLift & 130	
5 1/2	15.5	7800	7 7/8	sks DS 10-0 RFC	

29. LINER RECORD					30. TUBING RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2 7/8	7668	

31. PERFORATION RECORD (Interval, size and number)		32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
INTERVAL	HOLES	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
7694' - 7736'	25 Holes	7694 - 7736	1000 gal 15% NeFe, 519 bbls Gelled H2O, 20/40 Sand, 192 bbl Gelled H2O, 16/30 sand, 183 bbl 2% KCL

33.* **PRODUCTION**
DATE FIRST PRODUCTION **12/06/90** PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) **Pumping** WELL STATUS (Producing or shut-in) **Producing**

DATE OF TEST **12/27/90** HOURS TESTED **24** CHOKER SIZE **→** PROD'N. FOR TEST PERIOD **→** OIL—BBL. **55** GAS—MCF. **58** WATER—BBL. **5** GAS-OIL RATIO **1054**

FLOW. TUBING PRESS. CASING PRESSURE CALCULATED 24-HOUR RATE **→** OIL—BBL. GAS—MCF. WATER—BBL. OIL GRAVITY-API (CORR.) **32.4**

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
Used for fuel & vented, waiting on pipeline connection TEST WITNESSED BY **Jeff Smith**

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED **[Signature]** TITLE **Landman** DATE **12/28/90**

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

INSTRUCTIONS

This form should be completed in compliance with the Utah Oil and Gas Conservation General Rules. If not filed prior to this time, all logs, tests, and directional surveys as required by Utah Rules should be attached and submitted with this report.

ITEM 18: Indicate which elevation is used as reference for depth measurements given in other spaces on this form and on 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) 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.		
				Name	Meas. Depth
				Duchesne River	Surface
				Uinta	3235'
				Green River	4520'
				Top	True Vert. Depth

38.

GEOLOGIC MARKERS

Phoenix Hydrocarbons, Inc. (No 985)

July 2, 1991

RECEIVED

JUL 05 1991

DIVISION OF
OIL GAS & MINING

Lisha Romero
Division of Oil, Gas, & Mining
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

RE: Change of Operator

Dear Lisha:

As per our telephone conversation on July 1, 1991, Phoenix Hydrocarbons, Inc. (PHI) hereby gives notice that effective July 1, 1991, Phoenix Hydrocarbons Operating Inc. (PHOC) will begin to operate wells previously operated by PHI. Attached you will find a list of these properties by field which includes API numbers and Utah Entity numbers.

Please assign PHOC a Utah Account Number for filing taxes and monthly reporting. If you should have any questions, please call. Thank you.

Sincerely,

Rhonda Patterson

Rhonda Patterson

encl.

*910711 Address is the same per Rhonda Patterson. JP

PETROLEUM HYDROCARBONS UTAH FIELDS

AS OF 3/31/91

WALKER HOLLOW FIELD #700

API - NUMBER

UTAH ENTITY #

U-02651

McLish #1	43-047-20280	02760
McLish #2	43-047-30011	02760
McLish #3	43-047-30027	02760
McLish #4	43-047-30030	02760
Pan American Fed #2	43-047-30038	02760
WalkerHollow U #6	43-047-31034	02760
WalkerHollow UJ-8	43-047-31092	02760

RECEIVED

JUL 05 1991

DIVISION OF
OIL GAS & MINING

NATURAL BUTTE FIELD #630

U-33433

Southman Canyon #1-5	43-047-30856	10689
Southman Canyon #4-4	43-047-30632	10690
Southman Canyon #4-5	43-047-30633	06131

PLEASANT VALLEY FIELD #115

FEE

Pleasant Valley 24-32	43-013-30888	04970
Pleasant Valley 23-22	43-013-30845	04965

8 MILE FLAT NORTH FIELD #590

mL-22057

Gulf State 36-11	43-047-31350	00040
Gulf State 36-12	43-047-31864	11002
Gulf State 36-13	43-047-31345	00045
Gulf State 36-22	43-047-31892	11095
Pariette Draw 28-44-FEE	43-047-31408	04960

HORSESHOE BEND FIELD #620

U-075939

Baser Draw 5-1	43-047-31833	10862
Baser Draw 6-1	43-047-31834	10863
Baser Draw 6-2	43-047-31859	10967
Federal Miller #1 - <i>U-0136484</i>	43-047-30034	02750
Wolf Government #1	43-047-15609	02755
FEDERAL 4-3-L - <i>U-66401</i>	43-047-31910	99999 (ADDED TO LIST BY DOGM)

WILDCAT FIELD #001

U-65223

Coors 14-1-D - <i>U-65223</i>	43-047-31304	11193
-------------------------------	--------------	-------

UNDESIGNATED FIELD #002

E. Gusher 15-1-A - <i>U-58097</i>	43-047-31900	11122
Federal 5-5-H - <i>U-66401</i>	43-047-31903	11138

NOTE: WE NEED TO CALL EACH QUARTER TO THE DIVISION OF OIL, GAS, & MINING TO VERIFY FIELD'S THAT HAVE BEEN "UNDESIGNATED" FOR FIELD ASSIGNMENT

Routing:	
1-LCR	7-LCR
2-DTS	DTS
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 Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 7-1-91)

TO (new operator)	<u>PHOENIX HYDROCARBONS</u>	FROM (former operator)	<u>PHOENIX HYDROCARBONS, INC.</u>
(address)	<u>OPERATING CORPORATION</u>	(address)	<u>PO BOX 2802</u>
	<u>PO BOX 2802</u>		<u>MIDLAND, TX 79702</u>
	<u>MIDLAND, TX 79702</u>		<u>RHONDA PATTERSON</u>
	phone (915) <u>682-1186</u>		phone (915) <u>682-1186</u>
	account no. <u>N9880</u>		account no. <u>N0985</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

1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec'd 7-5-91)*
2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Subsidiary company of Phoenix Hydrocarbons, Inc.)*
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: # 151808.
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.
5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(9-24-92)*
6. Cardex file has been updated for each well listed above. *(9-24-92)*
7. Well file labels have been updated for each well listed above. *(9-24-92)*
8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(9-24-92)*
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

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

BOND VERIFICATION (Fee wells only)

- N/A 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- N/A 2. A copy of this form has been placed in the new and former operators' bond files.
- Yes 3. The former operator has requested a release of liability from their bond (yes/no) ____.
Today's date _____ 19____. If yes, division response was made by letter dated _____ 19____.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- Yes 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated _____ 19____, 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.
- N/A 2. Copies of documents have been sent to State Lands for changes involving State leases.

FILMING

Yes 1. All attachments to this form have been microfilmed. Date: Oct 7 1992.

FILING

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

COMMENTS

920924 Btm/Vernal Approved on 9-22-92 eff. 7-1-91.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: September 30, 1990

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.

SUBMIT IN TRIPLICATE

SEP 25 1992

DIVISION OF
OIL, GAS & MINING

5. Lease Designation and Serial No.
U-58097

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

8. Well Name and No.
E. Gusher 15-1-A

9. API Well No.
4304731900

10. Field and Pool, or Exploratory Area
Undesignated #002

11. County or Parish, State
Uintah County, Utah

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Phoenix Hydrocarbons Operating Corp.

3. Address and Telephone No.
P. O. Box 2802, Midland, Texas 79702 (915) 682-1186

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Section 15, T-6-S, R-20-E, SLM

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

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input 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
	<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

Designation of Operator
(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.)*

Phoenix Hydrocarbons Operating Corp. has acquired operations from Phoenix Hydrocarbons, Inc. on the above lease, effective as of July 1, 1991. Phoenix Hydrocarbons Operating Corp. is covered by Irrevocable Standby Letter of Credit No. 10005 issued by Texas Commerce Bank - Midland, N. A. in favor of the Utah Division of Oil, Gas & Mining, revised 1/4/91. Phoenix is also covered under Statewide Oil and Gas Bond #B01258, filed and accepted March 23, 1988 by the Chief of the Minerals Adjudication Section, United States Department of the Interior, Bureau of Land Management, Salt Lake City, Utah.

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

Signed [Signature] Title Landman Date July 9, 1991

(This space for Federal or State office use)

Approved by [Signature] Title ASSISTANT DISTRICT MANAGER MINERALS Date SEP 22 1992

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.

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

RHONDA PATTERSON
 PHOENIX HYDRO OPER CORP
 PO BOX 2802
 MIDLAND TX 79702

UTAH ACCOUNT NUMBER: N9880

REPORT PERIOD (MONTH/YEAR): 12 / 93

AMENDED REPORT (Highlight Changes)

Well Name API Number	Entity	Location	Producing Zone	Well Status	Days Oper	Production Volumes		
						OIL(BBL)	GAS(MCF)	WATER(BBL)
FEDERAL #1-5 ✓ 4304730856	10689	10S 23E 5	MVRD			- U-33433		
FEDERAL #4-4 ✓ 4304730632	10690	10S 23E 4	MVRD			- U-33433		
COTTONWOOD WASH UNIT #1 ✓ 4304731774	10754	12S 21E 10	WSTC			- U-40729	Cottonwood Wash Unit (separate chg)	
EAST BENCH UNIT #1 ✓ 4304731778	10795	11S 22E 33	WSTC			- U-25880	East Bench Unit / Btm Aprv. 2-14-94	
WILLOW CREEK UNIT #1 ✓ 4304731775	10804	11S 20E 27	WSTC			- U-34705		
WILLOW CREEK UNIT #2 ✓ 4304731818	10804	11S 20E 5	WSMVD			- U-39223		
ALGER PASS #1 ✓ 4304731824	10828	11S 19E 2	MVRD			- mL-36213	Alger Pass Unit / Btm Aprv. 2-14-94	
BASER DRAW 5-1 ✓ 4304731833	10862	07S 22E 5	UNTA			- U-075939		
BASER DRAW #6-1 ✓ 4304731834	10863	07S 22E 6	UNTA			- U-075939		
BASER 6-2 ✓ 4304731859	10967	07S 22E 6	UNTA			- U-075939		
GULF STATE 36-12 ✓ 4304731864	11002	08S 18E 36	GRRV			- mL-22057		
GULF STATE #36-22 ✓ 4304731892	11095	08S 18E 36	GRRV			- mL-22057		
E. GUSHER 15-1-A ✓ 4304731900	11122	06S 20E 15	GRRV			- U-58097		
TOTALS								

COMMENTS: _____

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

Date: _____

Name and Signature: _____

Telephone Number: _____

Phoenix Hydrocarbons Operating Corp.

December 20, 1993

State of Utah
Division of Oil, Gas, & Mining
3 Triad Center, #350
Salt Lake City, UT 84180-1203

FEB 28 1994

Attention: Lisha Cordova

RE: Change Of Operator
Sundry Notices

Dear Lisha:

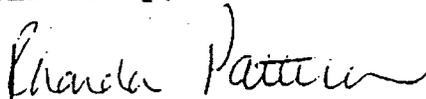
Effective January 1, 1994, Phoenix Hydrocarbons Operating Corp. will transfer all operations in Utah to Snyder Oil Corporation.

Snyder Oil Corporation is covered by Utah State Bond #582488 and Federal Bond #579354 (Guld Insurance Company).

Attached you will find a list of all wells to be Operated by Snyder Oil Corporation. Please note: all of Phoenix Hydrocarbon Operating Corp.'s well should be transfered.

If you should have any questions, please call.

Sincerely,



Rhonda Patterson

encl.

Post-it™ Fax Note		7671	Date	# of pages ▶ 3
To	Lisha		From	Candice Bruckman
Co./Dept.			Co.	
Phone #			Phone #	
Fax #			Fax #	

UINTAH COUNTY

Well Name	LEASE NUMBER	API NUMBER	LOCATION
Gulf State 36-11	ML-22057	43-047-31350	SEC 36, T-8-S, R-18-E
Gulf State 36-12	ML-22057	43-047-31884	SEC 36, T-8-S, R-18-E
Gulf State 36-13	ML-22057	43-047-31346	SEC 36, T-8-S, R-18-E
Gulf State 36-22	ML-22057	43-047-31892	SEC 36, T-8-S, R-18-E
Pariette Draw 28-44	FEE	43-047-31408	SEC 28, T-4-S, R-2-W
Federal Miller #1	UTU0136484	43-047-30034	SEC 4, T-7-S, R-22-E
Wolf Govt # 1	UTU075939	43-047-15609	SEC 5, T-7-S, R-22-E
McLish #1 (Walker-Hollow)	SL-066341	43-047-20280	SEC 8, T-7-S, R-23-E
McLish #2 (Walker-Hollow)	SL-066341	43-047-30011	SEC 8, T-7-S, R-23-E
McLish #3 (Walker-Hollow)	SL-066341	43-047-30027	SEC 8, T-7-S, R-23-E
McLish #4 (Walker-Hollow)	SL-066341	43-047-30030	SEC 8, T-7-S, R-23-E
Walker Hollow U-6	SL-066341	43-047-31034	SEC 8, T-7-S, R-23-E
Pari American #2	SL-066341	43-047-30038	SEC 8, T-7-S, R-23-E
Walker Hollow U-8	SL-066341	43-047-31092	SEC 8, T-7-S, R-23-E
Basin 6-1	UTU075939	43-047-31833	SEC 6, T-7-S, R-22-E
Basin 6-1	UTU075939	43-047-31834	SEC 6, T-7-S, R-22-E
Basin 6-2	UTU075939	43-047-31859	SEC 6, T-7-S, R-22-E
Southman 1-6	UTU33433	43-047-30856	SEC 6, T-10-S, R-23-E
Southman 4-4	UTU33433	43-047-30632	SEC 4, T-10-S, R-23-E
Southman 4-6	UTU33433	43-047-30633	SEC 6, T-10-S, R-23-E
East Gusher 16-1-A	UTU58097	43-047-31900	SEC 16, T-6-S, R-20-E
Coors 14-1-D	UTU65223	43-047-31304	SEC 14, T-7-S, R-21-E
East Gusher 2-1-A	ML-21181	43-047-31431	SEC 2, T-6-S, R-20-E
Madelina 4-3-C	UTU42469	43-047-32279	SEC 4, T-7-S, R-21-E
Federal 6-6-H	UTU68999	43-047-31803	SEC 6, T-7-S, R-21-E
Federal 11-1-M	UTU64376	43-047-32333	SEC 11, T-6-S, R-20-E
Flat Mesa 1-7	U-38420	43-047-30362	SEC 7, T-10-S, R-23-E
Flat Mesa 2-7	U-38420	43-047-30546	SEC 7, T-10-S, R-23-E
Crookad Canyon 1-17	U-37355	43-047-30369	SEC 17, T-10-S, R-23-E
Willow Creek 2	U-38223	43-047-31816	SEC 6, T-11-S, R-20-E
No Name Canyon 1-9	U-37355	43-047-30378	SEC 9, T-10-S, R-23-E
No Name Canyon 2-9	U-37355	43-047-31604	SEC 9, T-10-S, R-23-E
Canyon View Fed 1-18	U-38421	43-047-30379	SEC 18, T-10-S, R-23-E
Alger Pass #1	ML-36213	43-047-31824	SEC 2, T-11-S, R-19-E
Sage Hen 1-6	U-38419	43-047-30362	SEC 6, T-10-S, R-23-E
Sagebrush 1-8	U-37355	43-047-30383	SEC 8, T-10-S, R-23-E
Southman Canyon SWD 3	U-38427	43-047-16880	SEC 16, T-10-S, R-23-E
Jack Rabbit 1-11	U-38425	43-047-30423	SEC 11, T-10-S, R-23-E
Cliff Edge 1-16	U-38427	43-047-30462	SEC 16, T-10-S, R-23-E
White River 1-14	U-38427	43-047-30481	SEC 14, T-10-S, R-23-E
Bitter Creek Fed 1-3	U-29797	43-047-30524	SEC 3, T-11-S, R-22-E
Lookout Point 1-16	ML-22186-A	43-047-30544	SEC 16, T-10-S, R-23-E
Pete's Flat Fed 1-1	U-40736	43-047-30559	SEC 1, T-10-S, R-23-E
Shepherd Fed 1-10	U-38261	43-047-30559	SEC 10, T-10-S, R-23-E
NSO Fed 1-12	U-38422	43-047-30560	SEC 12, T-10-S, R-23-E
Cottonwood Wash #1	U-40729	43-047-31774	SEC 10, T-12-S, R-21-E
Willow Creek #1	U-34705	43-047-31776	SEC 27, T-11-S, R-20-E
East Bench #1	U-25880	43-047-31778	SEC 33, T-11-S, R-22-E
Lizzard Creek 1-10	U-25880	43-047-31476	SEC 10, T-11-S, R-22-E
Archy Bench #1-2	ML-22348-A	43-047-31489	SEC 2, T-11-S, R-22-E
Coors 2-10-HB	UTU-65222	43-047-32009	SEC 10, T-7-S, R-21-E
E Gusher #3	SL-065841-A	43-047-16580	SEC 3, T-6-S, R-20-E
Natural 1-7	U-8346	43-047-30148	SEC 7, T-11-S, R-21-E
Bonanza Federal 3-16	U-38428	43-047-31278	SEC 16, T-10-S, R-23-E
Larkas 1-3	CR201	43-047-31178	SEC 3, T-11-S, R-20-E
State 14-16	ML-40904	43-047-31417	SEC 16, T-7-S, R-21-E
Love Unit 1-18	891018090A	43-047-30706	SEC 18, T-11-S, R-22-E
Love Unit 1-11	891018090A	43-047-30617	SEC 11, T-11-S, R-21-E
Love Unit 1-12	891018090A	43-047-30638	SEC 12, T-11-S, R-21-E
Love Unit 4-1	891018090A	43-047-30640	SEC 4, T-11-S, R-21-E
Love Unit B-1-10	891018090A	43-047-30709	SEC 10, T-11-S, R-21-E
Love Unit B-2-3	891018090A	43-047-30766	SEC 3, T-11-S, R-21-E
Horseshoe Bend #2 (AKA)	U-0142176	43-047-16800	SEC 3, T-7-S, R-21-E

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: September 30, 1990

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.
UTU 58097

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

8. Well Name and No.
E Gusher 15-1-A

2. Name of Operator
Snyder Oil Corporation

9. API Well No.
43-047-31900

3. Address and Telephone No.
1625 Broadway, #2200, Denver, CO 80202 (303)592-8500

10. Field and Pool, or Exploratory Area

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
Sec 15, T-6-S, R-20-E

11. County or Parish, State
Uintah, UT

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
- Change of Plans
- New Construction
- Non-Routine Fracturing
- Water Shut-Off
- Conversion to Injection

Change Of Operator

(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.)*

Effective January 1, 1994, Snyder Oil Corporation will become the operator of the referenced well from Phoenix Hydrocarbons Operating Corp.

Snyder Oil Corporation is covered under Federal Bond #579354 (Gulf Insurance Company) and Utah State Bond #582488.

FEB 22 1994

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

Signed

Title

Date

(This space for Federal or State office use)

Approved by

HOWARD B. CLEAVINGER II

Title

ASSISTANT DISTRICT
MANAGER MINERALS

Date

FEB 17 1994

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: September 30, 1990

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.
UTU 58097

6. If Indian, Allottee or Title Name

7. If Unit or CA, Agreement Designation

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Well Gas Well Other

8. Well Name and No.

E Gusher 15-1-A

2. Name of Operator

Phoenix Hydrocarbons Operating Corp.

9. API Well No.

43-047-31900

3. Address and Telephone No.

415 West Wall, #703 Midland, TX 79701 915-682-1186

10. Field and Pool, or Exploratory Area

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

S-2, 15, T-6-S, R-20-E

11. County or Parish, State

Uintah Co., UT

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

- Change of Plans
- New Construction
- Non-Routine Fracturing
- Water Shut-Off
- Conversion to Injection

Change of Operator

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

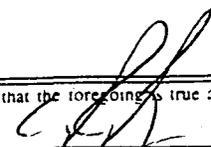
13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to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

Effective January 1, 1994, Snyder Oil Corporation will become the Operator of the above referenced well.

FEB 22 1994

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

Signed



Title

President

Date

1/17/94

(This space for Federal or State office use)

Approved by

IS HOWARD B. CLEAVINGER II

Title

**ASSISTANT DISTRICT
MANAGER MINERALS**

Date

FEB 17 1994

INTEROFFICE COMMUNICATION
SNYDER OIL CORPORATION

TO: George Rooney
FROM: Steve Van Hook *SVH*
DATE: January 17, 1994
RE: Phoenix Acquisition
Transfer of Operator Forms

RECEIVED
FEB 07 1994
DIVISION OF
OIL, GAS & MINING

Accompanying this memo are the following items related to the Phoenix acquisition which require your further handling:

*Copy
Needs
Copies*

① Original letter dated 12/20/93 from Phoenix to the State of Utah Oil, Gas & Mining Division, with exhibit listing all wells in which SOCO becomes operator. Please mail ASAP with our enclosed cover letter advising SOCO is assuming operations.

② Separate executed forms to transfer operations on the Southman Canyon SWD #3 well. Please complete the contact portion of these forms and forward for approval with the State of Utah.

3. For the Walker Hollow Unit, enclosed is a 1/14/94 cover letter from Phoenix Hydrocarbon with a Sundry Notice executed by SOCO and Phoenix for the following unit wells:

- McLish #1, 2, 3, 4
- Pan Am #2
- Walker Hollow U6, J8

4. For operated wells on Federal lands, a separate file for the following wells is enclosed containing in each three original Sundry Notices of the BLM executed by SOCO and Phoenix. Please file with the BLM in triplicate for the following wells:

- | | |
|---------------------|-------------------------------|
| Castle Peak 1-3 | No Name 2-9, 1-9 |
| Canyon View 1-18 | Willow Creek #2 |
| Crooked Canyon 1-17 | Flat Mesa 2-7 |
| Federal 11-1-M | Flat Mesa 1-7 |
| Madelive 4-3-C | Gusher 15-1-A |
| Coors 1-14-D | Southman Canyon 4-5, 4-4, 1-5 |
| Baser 5-1 | Baser Draw 6-2, 6-1 |

Memo Re: Phoenix/Transfer of Operator Forms
January 17, 1994
Page 2

Wolf Govt. Federal #1
Monument Butte 2-3
Pete's Flat Federal 1-1
Willow Creek #1
Cliff Edge Fed 1-15
E. Gusher No. 3
Lizzard Creek 1-10
Federal 3-15
Monument Butte 1-3

Federal Miller 1
Sage Brush 1-8
Bitter Creek Federal 1-3
White River 1-14
Southman Canyon SWD #3
Federal 2-10 HB
Horseshoe Bend 2
Natural 1-7 (Love Unit)

Please advise should any questions arise.

SVH/lk

Attachments

SNYDER OIL CORPORATION

1625 Broadway, Suite 2200
Denver, Colorado 80202
Phone 303-592-8579

RECEIVED

FEB 07 1994

DIVISION OF
OIL, GAS & MINING

January 13, 1994

State of Utah
Division of Oil, Gas, & Mining
3 Triad Center, #350
Salt Lake City, UT 84180-1203

Attention: Lisha Cordova

RE: ~~Change of Operator~~
Sundry Notices

Dear Ms. Cordova:

Effective January 1, 1994, Phoenix Hydrocarbons Operating Corp. will transfer all operations in Utah to Snyder Oil Corporation.

Snyder Oil Corporation is covered by Utah State Bond #582488 and Federal Bond #579354 (Guld Insurance Company).

Attached you will find a list of all wells to be operated by Snyder Oil Corporation. Please note: all of Phoenix Hydrocarbon Operating Corp.'s wells should be transferred.

If you should have any questions, please call.

Sincerely,



Steven G. Van Hook
Attorney-in-Fact

Enclosures



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal District Office
170 South 500 East
Vernal, Utah 84078-2799



IN REPLY REFER TO:
3162.3
UT08438

February 17, 1994 FEB 28 1994

Snyder Oil Corporation
Attn: Mr. Steven C. Van Hook
1625 Broadway, Suite #2200
Denver, CO 80202

Re: Well: East Gusher 15-1-A
NENE, Sec. 15, T6S, R20E
Lease U - 58097
Uintah County, Utah

Dear Mr. Van Hook:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced well. After a review by this office, the change in operator request is approved. Effective immediately, Snyder Oil Corporation is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. WY2272, for all operations conducted on the referenced well on the leased land.

If you have any other questions concerning this matter, please contact Wayne Bankert of this office at (801)789-1362.

Sincerely,

Howard B. Cleavinger II
Assistant District Manager for Minerals

cc: Bailey C R
Bailey R F
Grand Valley Gas
Hydrocarbon Energy
Phoenix Hydrocarbons
Snyder Oil Corp
Wilczek R T
Wilczek J S

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1- FILE / FILE
2- DP 57-SJ
3- FILE 8-FILE
4- RJE ✓
5- FILE
6- PL ✓

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 Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 1-01-94)

TO (new operator) <u>SNYDER OIL CORPORATION</u>	FROM (former operator) <u>PHOENIX HYDRO OPER CORP</u>
(address) <u>PO BOX 129</u>	(address) <u>PO BOX 2802</u>
<u>BAGGS WY 82321</u>	<u>MIDLAND TX 79702</u>
<u>KATHY STAMAN</u>	<u>RHONDA PATTERSON</u>
phone <u>(307) 383-2800</u>	phone <u>(915) 682-1186</u>
account no. <u>N 1305</u>	account no. <u>N 9880</u>

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

Name: **SEE ATTACHED**	API: <u>047-31900</u>	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

- Sec 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(Rec'd 2-28-94)*
- Sec 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Rec'd 2-7-94)*
- 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: _____.
- Sec 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.
- Sec 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(2-28-94)*
- Sec 6. Cardex file has been updated for each well listed above. *(2-28-94)*
- Sec 7. Well file labels have been updated for each well listed above. *(3-2-94)*
- Sec 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. *(2-28-94)*
- Sec 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

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

BOND VERIFICATION (Fee wells only)

- Sec 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond. *(In progress / Phoenix's IDLOC # m416415 / \$80,000 not to be released until replaced / * Both operators aware.*
- ____ 2. A copy of this form has been placed in the ** Upon compl. of routing.* new and former operators' bond files.
- Sec 3. The former operator has requested a release of liability from their bond (yes/no) ____ . Today's date February 28, 1994 . If yes, division response was made by letter dated _____ 19____ .

EASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- N/A 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated _____ 19____ , 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. *bcc 3/10/94*
- N/A 2. Copies of documents have been sent to State Lands for changes involving State leases.

FILMING

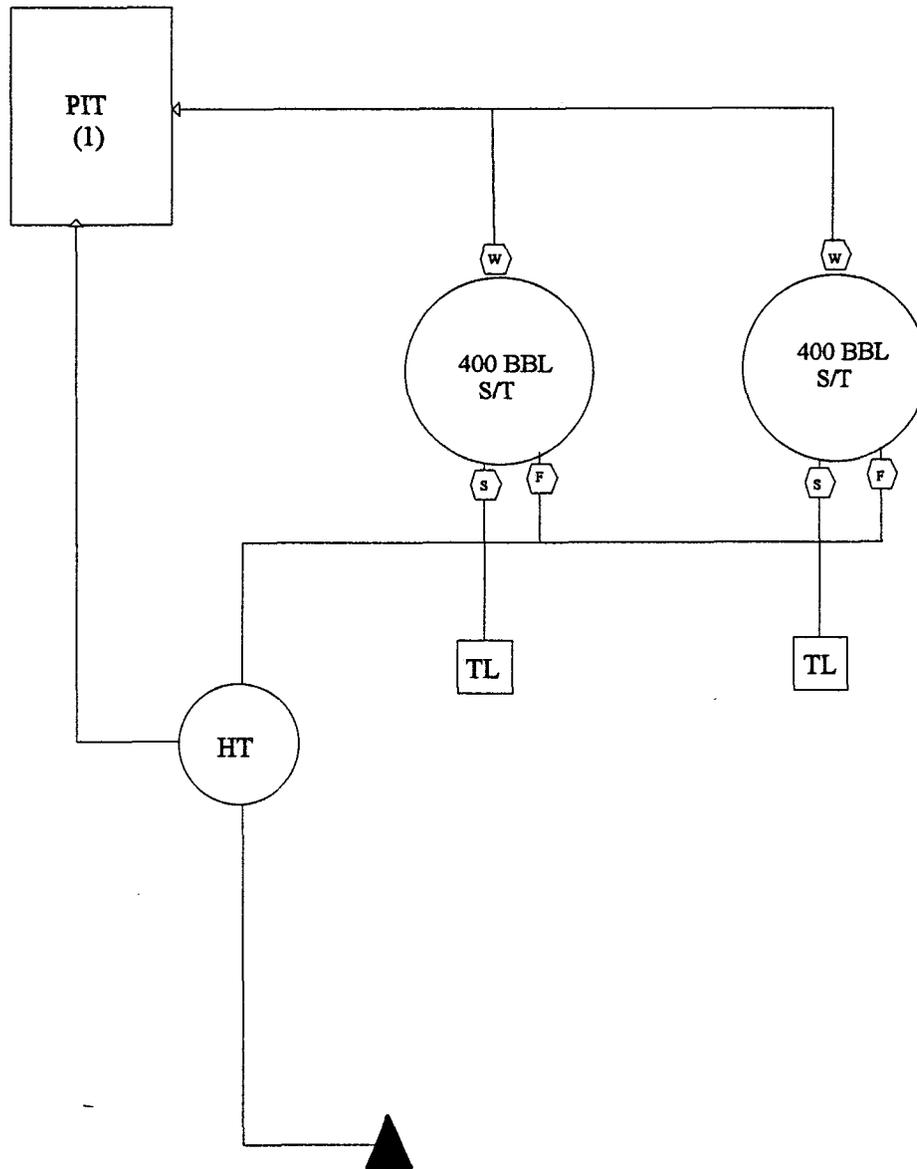
1. All attachments to this form have been microfilmed. Date: March 18 1994.

FILING

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.

COMMENTS

940228 Partial change only. (see separate change)



EAST GUSHER 15-1-A



SITE SECURITY PLAN LOCATED AT:

SNYDER OIL CORPORATION
 P.O. BOX 695
 VERNAL, UT 84078

Snyder Oil Corporation	
EAST GUSHER 15-1-A NENE SEC 15 T6S R20E UTAH COUNTY, UT	
Prepared By: JT	7/26/95
BUYS & ASSOCIATES, INC. Environmental Consultants	



Snyder Oil Corporation

P.O. Box 695
Vernal, Utah 84078
801/789-0323

February 29, 1996

Utah State Division of Oil Gas & Mining
3 Triad Center, Suite #350
355 W. North Temple
Salt Lake City, UT 84180-1203

MAR - 1 1996

RE: Site Security Diagrams

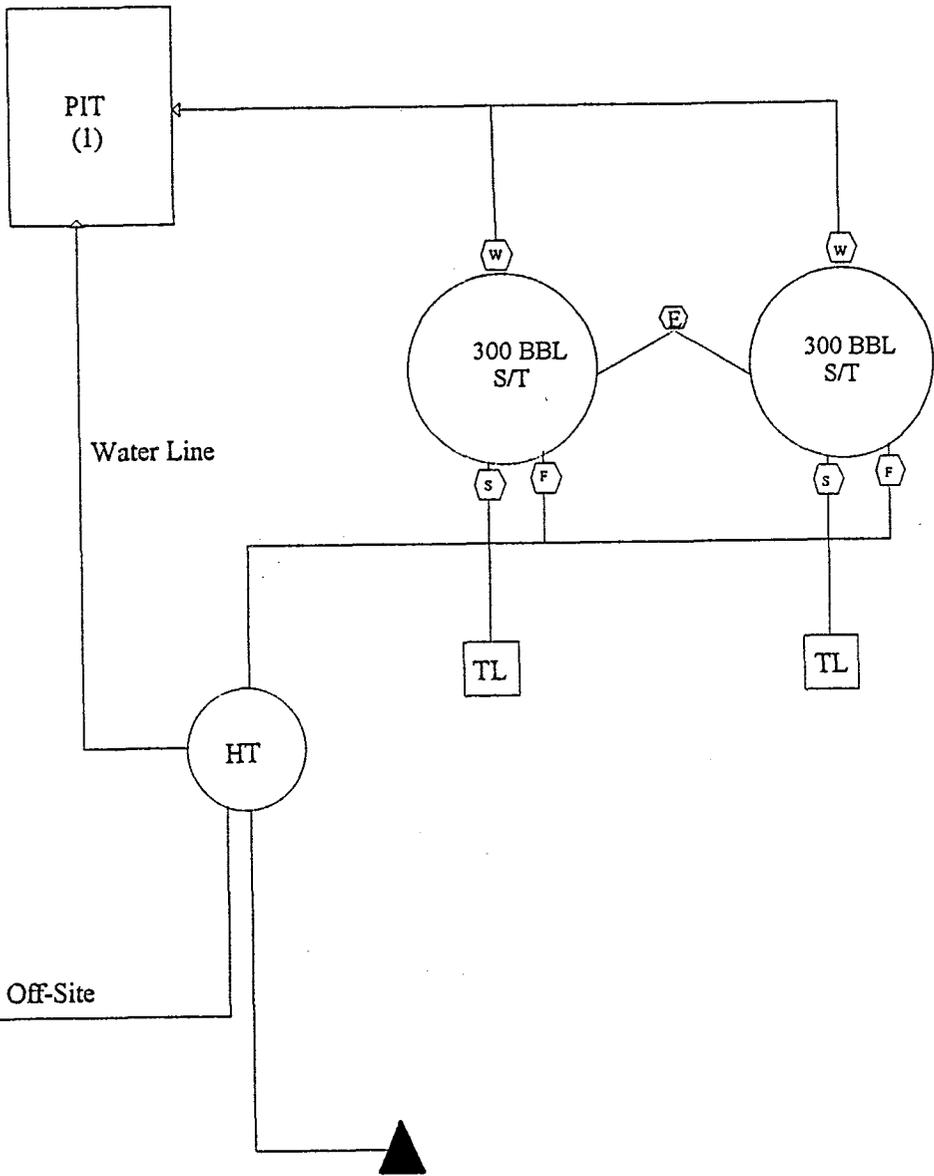
Gentlemen:

Enclosed are copies of Site Security Diagrams for wells operated by Snyder Oil Corporation. We will send you copies of the rest of the diagrams when we receive them from Buys and Associates. If you have any questions, please contact me at 801-789-0323.

Sincerely,

A handwritten signature in cursive script that reads "Lucy Nemeec".

Lucy Nemeec
Senior Clerk



EAST GUSHER 15-1-A



SITE SECURITY PLAN LOCATED AT:

SNYDER OIL CORPORATION
 P.O. BOX 695
 VERNAL, UT 84078

12-047-31900

Snyder Oil Corporation
EAST GUSHER 15-1-A NENE SEC 15 T6S R20E UTAH COUNTY, UT Lease # U-58097
Prepared By: JT 7/26/95 Revised By: TM 01/16
BUYS & ASSOCIATES, INC. Environmental Consultants

SNYDER OIL CORPORATION

VALVING DETAIL

(Site Security Diagram Attachment)

Position of Valves and Use of Seals for Tanks in Production Phase

Valve	Line Purpose	Position	Seal Installed
E	Overflow/Equalizer	Closed	Yes
F	Fill	Open	No
W	Water	Closed	Yes
D	Drain	Closed	Yes
S	Sales	Closed	Yes

Position of Valves and Use of Seals for the Tank in Sales Phase

Valve	Line Purpose	Position	Seal Installed
E	Overflow/Equalizer	Closed	Yes
F	Fill	Closed	Yes
W	Water	Closed	Yes
D	Drain	Closed	Yes
S	Sales	Closed*	Yes

*The sales line will be opened by the purchaser at the time of sale. Until that time the sales line will remain closed and sealed.

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 a different reservoir.
Use "APPLICATION FOR PERMIT -" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
SNYDER OIL CORPORATION

3. Address and Telephone No.
P. O. BOX 695, VERNAL, UTAH 84078 801-789-0323

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

5. Lease Designation and Serial No.

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

8. Well Name and No.
Listed Below

9. API Well No.
43-047-31900

10. Field and Pool, or Exploratory Area

11. County or Parish, State

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

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment
<input 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>Backfill water evaporation pits.</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 Completion or Recompletion Report and Log f

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.)*

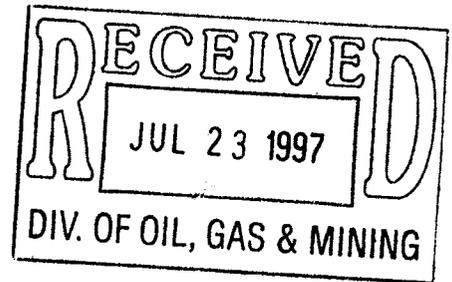
Snyder Oil Corporation requests approval to close the water evaporation pits on the locations listed below in the following manner:

1. Remove all liquids from the pit.
2. Contact the BLM office for an inspection of the pit and approval to backfill.
3. Backfill the pit.

LOCATIONS:

East Gusher 15-1-A	430473190000	NE NE S15-T6S-R20E	UTU58097
Annabelle 31-2-J	430473169800	NW SE S31-T6S-R21E	FEE

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



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

Signed Ron Zeller Title Assistant Foreman Date 16-Jul-97

(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

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 a different reservoir.

Use "APPLICATION FOR PERMIT -" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
SNYDER OIL CORPORATION

3. Address and Telephone No.
P. O. BOX 695, VERNAL, UTAH 84078 801-789-0323

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

5. Lease Designation and Serial No.

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

8. Well Name and No.
Listed Below

9. API Well No.

10. Field and Pool, or Exploratory Area

11. County or Parish, State

12. CHECK APPROPRIATE BOX(S) 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>Backfill water evaporation pits.</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

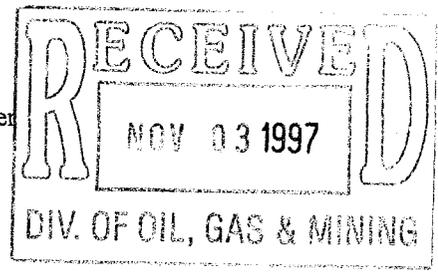
(Note: Report results of multiple completion on Completion or Recompletion Report and Log f

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.)*

Snyder Oil Corporation reports the following evaporation pits were closed as follows:
 1. Remove all liquids from the pit.
 2. Contact the BLM office for an inspection of the pit and approval to backfill.
 3. Backfill the pit.

Snyder Oil also requests approval under Onshore Order #7 to permanently dispose of produced water from the referenced wells, by tanking and then trucking it to Murray Disposal pit located in Section 12, T5S, R19E in LaPoint.

The amount of water produced from the above referenced wells will be reported on the Monthly Report of Operations form MMS-3160.



LOCATIONS:

East Gusher 15-1-A	430473190000	NE NE	S15-T6S-R20E	UTU58097
East Gusher 2-1-A	430473143100	SE SE	S3-T6S-R20E	UTU67178
East Gusher #3	430471559000	NW NE	S10-T6S-R20E	UTSL065841A
Madeline 4-3-C	430473227900	L3	S4-T7S-R21E	UTU42469
UTD Chasel 24-14	430473256600	SE SW	S24-T9S-R18E	UTU67549
Annabelle 31-2-J	430473169800	NW SE	S31-T6S-R21E	FEE

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

Signed *Ruby Nerru* Title Senior Clerk Date 24-Oct-97

(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**

SUCO
Snyder Oil Corporation
Southern Region

1200 Smith, Suite 3300
Houston, Texas 77002
713-646-6600

June 7, 1999

State of Utah
Division of Oil, Gas & Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

RE: \$80,000 Surety Blanket P & A Bond #5736975

Dear Sir or Madam:

Santa Fe Snyder Corporation was formed when Snyder Oil Corporation was merged into Santa Fe Energy Resources, Inc. on May 5, 1999. Copies of the approved merger, issued by the Delaware Secretary of State, are enclosed for your files.

As this merger causes "Snyder" to cease to exist and their activities are covered by bond #JZ7777, please release bond # 5736975 and return it to the sender.

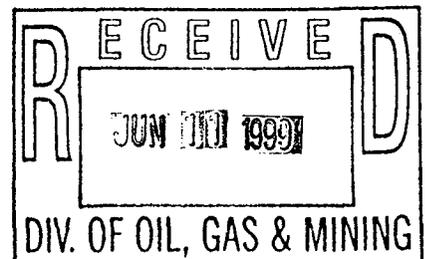
Thank you for your assistance in this matter.

Very truly yours,



Phillip W. Bode

Enclosure



Santa Fe Energy Resources, Inc.

June 7, 1999

State of Utah
Division of Oil, Gas & Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

RE: \$80,000 Surety Blanket P & A Bond #JZ7777

Dear Sir or Madam:

Enclosed is the above bond for Santa Fe Snyder Corporation. This corporation was formed when Snyder Oil Corporation was merged into Santa Fe Energy Resources, Inc. on May 5, 1999. Copies of the approved merger, issued by the Delaware Secretary of State, are enclosed for your files.

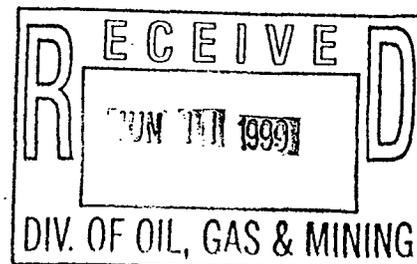
Thank you for your assistance in this matter.

Very truly yours,



Phillip W. Bode

Enclosure

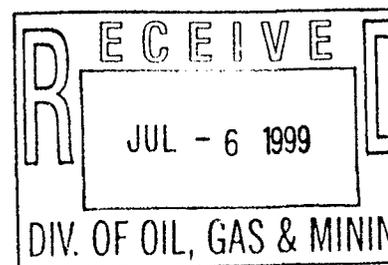




United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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



In Reply Refer To:
3106
U-19037 et al
(UT-932)

JUL 1 1999

NOTICE

Santa Fe Snyder Corporation : Oil and Gas
840 Gessner, Suite 1400 :
Houston, TX 77024 :

Merger Recognized
Name Change Recognized

Acceptable evidence has been filed in this office concerning the merger of Snyder Oil Corporation into Santa Fe Energy Resources, Inc. and the name being subsequently changed to Santa Fe Snyder Corporation as the surviving entity.

For our purposes the merger and name change are recognized effective June 1, 1999, per company request.

The oil and gas lease files identified on the enclosed exhibits have been noted as to the merger and name change. The exhibits were compiled from lists supplied by Santa Fe Snyder Corporation. We have not adjudicated the case files to determine if the entities affected by the merger and name change hold an interest in the leases identified, nor have we attempted to identify leases where the entities are the operator on the ground, maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable BLM offices of the merger and name change by a copy of this notice. If additional documentation for a change of operator are required by our Field Offices, you will be contacted by them.

By recognition of the merger and the name change the principal on bonds held by Snyder and Santa Fe are automatically changed to Santa Fe Snyder Corporation. Riders to Nationwide Bond No. 400JF 5493 (BLM Bond No. UT0855) and Nationwide Bond No. 5473615 (BLM Bond No. WY2912) have been filed in the Utah State Office. It is the request of Santa Fe Snyder Corporation to change the name on BLM Bond No. UT0855 to reflect the merger/name change, and to terminate the period of liability on BLM Bond No. WY2912. A decision regarding this matter will follow in due course.

Christopher J. Merritt

Christopher J. Merritt
Acting Group Leader,
Minerals Adjudication Group

Enclosures

1. Santa Fe Energy Resources, Inc. Exhibit of Leases
2. Snyder Oil Corporation Exhibit of Leases

cc:

All State Offices
Moab Field Office
Vernal Field Office
MMS—Reference Data Branch, MS 3130, P.O. Box 5860, Denver, CO 80217
State of Utah, DOGM, Attn: Kristen Risbeck (Ste. 1210) Box 145801, SLC, UT 84114-5801
St. Paul Fire & Marine Insurance Co., 385 Washington St., St. Paul, MN 55102
SAFECO Insurance Company of America, SAFECO Plaza, Seattle, WA 98185
Santa Fe Snyder Corp., Attn: Phyllis Sobotik, 1625 Broadway, #2200, Denver, CO 80202
Irene Anderson (UT-932)
Teresa Thompson (UT-931)

SNYDER LEASES

<u>LESSOR</u>	<u>STATE</u>	<u>LESSOR</u>	<u>STATE</u>
USA COC-33237	CO	USA U-0136484	UT
USA COC-36719	CO	USA U-37573	UT
USA LAES 49122	LA	USA U-33433	UT
USA LAES 49123	LA	USA U-47172	UT
USA LAES 49124	LA	USA U-37355	UT
USA LAES 49125	LA	USA UTU-15855	UT
USA LAES 49127	LA	USA U-0142175	UT
USA LAES 49128	LA	USA UTU-02651	UT
USA LAES 49129	LA	USA UTU-02651-B	UT
USA LAES 49130	LA	USA U-34705	UT
USA LAES 49131	LA	USA U-40729	UT
USA LAES 49132	LA	USA U-58097	UT
USA LAES 49133	LA	USA U-30289	UT
USA LAES 49134	LA	USA UTU-72632	UT
USA LAES 49135	LA	USA UTU-73013	UT
USA LAES 49136	LA	USA UTU-64376	UT
USA LAES 49137	LA	USA UTU-38261	UT
USA LAES 49138	LA	USA UTU-28212	UT
USA LAES 49139	LA	USA UTU-28213	UT
USA LAES 49140	LA	USA UTU-38419	UT
USA LAES 49141	LA	USA U-53861	UT
USA LAES 49142	LA	USA UTU-38418	UT
USA LAES 49143	LA	USA UTU-66401	UT
USA LAES 49144	LA	USA U-38423	UT
USA LAES 49145	LA	USA UTU-38425	UT
USA LAES 49146	LA	USA U-38421	UT
USA LAES 49147	LA	USA UTU-38428	UT
USA LAES 49148	LA	USA U-38420	UT
USA LAES 49149	LA	USA UTU-34350	UT
USA LAES 49150	LA	USA UTU-39223	UT
USA LAES 49151	LA	USA U-64923	UT
USA LAES 49152	LA	USA UTU-40736	UT
USA LAES 49153	LA	USA U-075939	UT
USA LAES 49154	LA	USA U-70235	UT
USA LAES 49155	LA	USA UTU-44426	UT
USA LAES 49156	LA	USA UTU-57495	UT
USA LAES 49157	LA	USA UTU-57503	UT
USA LAES 49158	LA	USA UTU-52106	UT
USA LAES 49159	LA	USA UTU-59121	UT
USA LAES 49160	LA	USA UTU-73009	UT
USA LAES 49161	LA	USA UTU-73010	UT
USA LAES 49162	LA	USA UTU-50490	UT
USA LAES 49163	LA	USA UTU-65126	UT
USA LAES 49164	LA	USA UTU-49228	UT
USA LAES 49165	LA	USA UTU-53127	UT
USA LAES 49166	LA	USA UTU-65132	UT
USA LAES 49167	LA	USA UTU-63951	UT
USA LAES 49168	LA	USA UTU-47483	UT
USA LAES 49169	LA	USA UTU-63978	UT
USA LAES 49170	LA	USA UTU-69116	UT
USA LAES 49171	LA	USA UTU-65138	UT

SNYDER LEASES

<u>LESSOR</u>	<u>STATE</u>	<u>LESSOR</u>	<u>STATE</u>
USA LAES 49172	LA	USA UTU-54774	UT
USA LAES 49173	LA	USA UTU-71230	UT
USA LAES 49174	LA	USA UTU-71234	UT
USA LAES 49175	LA	USA UTU-44799	UT
USA LAES 49176	LA	USA UTU-57512	UT
USA LAES 49177	LA	USA UTU-53084	UT
USA LAES 49178	LA	USA UTU-53938	UT
USA LAES 49179	LA	USA UTU-61936	UT
USA LAES 49180	LA	USA UTU-47127	UT
USA LAES 49181	LA	USA UTU-53918	UT
USA LAES 49183	LA	USA UTU-47484	UT
USA LAES 49194	LA	USA UTU-53946	UT
USA LAES 49198	LA	USA UTU-53941	UT
USA LAES 49199	LA	USA UTU-42531	UT
USA LAES 49200	LA	USA U-49245	UT
USA LAES 49201	LA	USA U-50802	UT
USA MTM-38582-A	MT	USA UTU-0647	UT
USA MTM-63708	MT	USA UTU-50687	UT
USA M-13323 (ND)	ND	USA UTU-37116	UT
USA M-68863 (SD)	SD	USA UTU-59122	UT
USA UTU-70189	UT	USA UTU-63985	UT
USA UTU-73175	UT	USA UTU-52298	UT
USA UTU-73434	UT	USA UTU-7386	UT
USA UTU-73435	UT	USA UTU-67178	UT
USA UTU-73444	UT	USA UTU-67549	UT
USA UTU-73450	UT	USA UTU-74416	UT
USA U-8345	UT	USA UTU-74413	UT
USA U-14646	UT	USA UTU-73900	UT
USA U-66746	UT	USA UTU-67868	UT
USA UTU-42469	UT	USA UTU-74414	UT
USA U-65222	UT	USA UTU-49530	UT
USA U-61263	UT	USA UTU-53860	UT
USA UTU-29535	UT	USA UTU-34711	UT
USA U-25880	UT	USA UTU-46699	UT
USA U-65223	UT	USA UTU-73643	UT
USA U-29797	UT	USA UTU-0141804	UT
USA UTU-0109054	UT	USA UTU-75091	UT
USA UTU-8346	UT	USA UTU-75097	UT
USA U-8347	UT	USA UTU-74972	UT
USA UTU-8344	UT	USA UTU-75096	UT
USA U-8344-A	UT	USA UTU-74415	UT
USA UTU-8348	UT	USA UTU-38401	UT
USA U-38424	UT	USA UTU-38411	UT
USA U-38427	UT	USA UTU-31260	UT
USA SL-065841-A	UT	USA UTU-59654	UT
USA UTU-31736	UT	USA U-14219	UT
USA U-38426	UT	USA UTU-30123	UT
USA U-44090-A	UT	USA UTU-34714	UT
USA U-71694	UT	USA UTU-10134	UT
USA U-72028	UT	USA UTU-10830	UT
USA U-51026	UT	USA UTU-14223	UT

SANTA FE LEASES

<u>LESSOR</u>	<u>STATE</u>	<u>LESSOR</u>	<u>STATE</u>
BLM NMNM-92488	NM	BLM WYW-59145	WY
BLM NMNM-45235	NM	BLM WYW-43661	WY
BLM NMNM-24877	NM	BLM WYW-0311938	WY
BLM NMNM-93398	NM	BLM WYW-52562	WY
BLM NMNM-96591	NM	BLM WYW EV-022932	WY
BLM NMNM-77894	NM	BLM WYW-27645	WY
BLM NMNM-65900	NM	BLM WYW-043930-A	WY
BLM NMNM-87977	NM	BLM WYW EV-026056	WY
BLM NMNM-65864	NM	BLM WYW-0322610	WY
BLM NMNM-95879	NM	BLM WYW-0320213	WY
BLM NMNM-97394	NM	BLM EV-023313-A	WY
BLM NMNM-98005	NM	BLM WYW-9578	WY
BLM NMNM-98006	NM	BLM WYW-96918	WY
BLM NMNM-98010	NM	BLM WYW-0320078	WY
BLM NMNM-95418	NM	BLM WYW-035599	WY
BLM NMNM-25667	NM	BLM WYW-2120	WY
BLM NMNM-98300	NM	BLM WYEV-024469	WY
BLM NMNM-98033	NM	BLM WYW-0136175	WY
BLM NMNM-998271	NM	BLM WYW-0136177	WY
BLM NMNM-98305	NM	BLM WYW-05991	WY
BLM NMNM-91179	NM	BLM WYW-02736	WY
BLM NMNM-85420	NM	BLM WYW EV-025548	WY
BLM NMNM-100956	NM	BLM EV-023313-E	WY
BLM NMNM-58393	NM	BLM EV-023313-B	WY
BLM OKNM 23555	OK	BLM WYW-21124	WY
BLM NM 15074 (OKLA)	OK	BLM WYW EV-022931	WY
BLM UTU-19037	UT	BLM WYW-61240	WY
BLM UTU-55626	UT	BLM WYW-18480	WY
BLM UTU-38354	UT	BLM WYW-51654	WY
BLM UTU-38401	UT	BLM WYW-50676	WY
BLM UTU-38430	UT	BLM COC-036289 A&B	WY
BLM UTU-42823	UT	BLM WYW-0942	WY
BLM WYEV-026201	WY	BLM WYW-63210	WY
BLM WYW-35860	WY	BLM WYW-66866	WY
BLM WYW-47198	WY	BLM WYW-102793	WY
BLM WYEV-022765	WY	BLM WYW-107726	WY
BLM WYEV-023941	WY	BLM W-70335	WY
BLM WYEV-026196	WY	BLM W-70496	WY
BLM WYEV-026201	WY	BLM W-70326	WY
BLM WYEV-026202	WY	BLM W-55746	WY
BLM WYEV-026204	WY	BLM W-56480	WY
BLM WYEV-026205	WY		
BLM WYEV-026208	WY		
BLM WYEV-026209	WY		
BLM WYW-04674	WY		
BLM WYW-023207	WY		
BLM WYW-023211	WY		
BLM WYW-0268735	WY		
BLM WYCHEY-037066	WY		
BLM WYW-58075	WY		
BLM WYW-17284	WY		
BLM WYW-17296	WY		
BLM WYW-17282(A)	WY		
BLM WYW-55067	WY		

Santa Fe Snyder Corporation

July 2, 1999

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

Attn.: Ms. Kristen Risbeck

RE: Company Merger
Surety Bond Number - JZ 7777
Operator Number - N2000

Dear Ms. Risbeck:

Snyder Oil Corporation (SOCO) and Santa Fe Energy Resources, Inc. (Santa Fe) have merged to form Santa Fe Snyder Corporation (SFS). The legal acceptance date of the merger is May 5, 1999. However in an effort to simplify documentation issues, SFS requests that June 1, 1999 be used as the effective date of merger.

Please change all operated facilities, Applications to Drill (approved and in process) and any other regulatory filings from Snyder Oil Corporation to Santa Fe Snyder Corporation. Attached is the following information in support of this request.

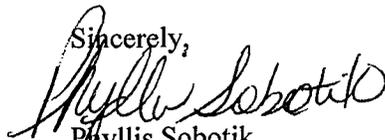
Copy of Merger Certificate
Copy of the Office of the Secretary of State's Acceptance
Sundry Notices for Properties Located on Fee or State Land
Sundry Notice for Federal Properties
Spreadsheet of all Utah Facilities Operated by SOCO

All correspondence, documents, notifications, etc. should continue to be sent to SFS at the following address

1625 Broadway, Suite 2200
Denver, CO 80202

Please inform SFS when this request has been accepted and the changes are finalized. If any questions arise or additional information is required, please contact me at 303-592-8668.

Sincerely,

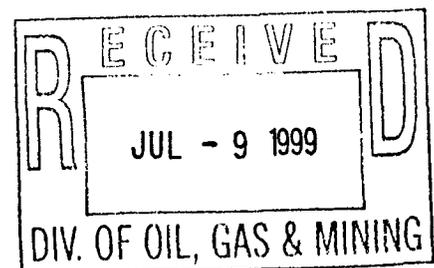


Phyllis Sobotik
Sr. Regulatory Specialist

/ps

Enclosures:

1625 Broadway
Suite 2200
Denver, Colorado 80202
303/592-8500
Fax 303/592-8600



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SNYDER OIL CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "SANTA FE ENERGY RESOURCES, INC." UNDER THE NAME OF "SANTA FE SNYDER CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF MAY, A.D. 1999, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0774411 8100M

991177495

AUTHENTICATION: 9725623

DATE: 05-05-99

CERTIFICATE OF MERGER

Merger of Snyder Oil Corporation, a Delaware corporation
With and Into
Santa Fe Energy Resources, Inc., a Delaware corporation

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law, the undersigned certifies as follows concerning the merger (the "Merger") of Snyder Oil Corporation, a Delaware corporation, with and into Santa Fe Energy Resources, Inc., a Delaware corporation, with Santa Fe Energy Resources, Inc. as the surviving corporation (the "Surviving Corporation").

1. The Agreement and Plan of Merger, dated as of January 13, 1999 (the Agreement and Plan of Merger being hereinafter referred to as the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by Snyder Oil Corporation and Santa Fe Energy Resources, Inc. in accordance with Section 251 of the Delaware General Corporation Law.

2. The Merger contemplated in the Merger Agreement and this Certificate of Merger will be effective immediately upon the filing of this Certificate of Merger

3. The name of the Surviving Corporation shall be Santa Fe Energy Resources, Inc. which shall be changed herewith to Santa Fe Snyder Corporation.

4. Article FIRST of the Restated Certificate of Incorporation of Santa Fe Energy Resources, Inc. is amended, effective as of the date hereof, to read in its entirety as follows:

"FIRST: The name of the corporation (hereinafter referred to as the "Corporation") is Santa Fe Snyder Corporation."

and that the first paragraph of Article FOURTH of the Restated Certificate of Incorporation of Santa Fe Energy Resources, Inc. is amended, effective as of the date hereof, to read in its entirety as follows:

"FOURTH: The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is 350,000,000, of which 50,000,000 shares shall be Preferred Stock, par value \$.01 per share, and 300,000,000 shares shall be Common Stock, par value \$.01 per share."

The Restated Certificate of Incorporation of Santa Fe Energy Resources, Inc., as amended, in effect at the effective time of the Merger shall be the certificate of incorporation of the

Surviving Corporation.

5. The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, 1616 South Voss Road, Houston, Texas 77057.

6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Snyder Oil Corporation or Santa Fe Energy Resources, Inc.

Dated this 5th day of May, 1999.

SANTA FE ENERGY RESOURCES, INC.

By: David L. Hicks
Name: David L. Hicks
Title: Vice President — Law and
General Counsel

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 a different reservoir.

Use "APPLICATION FOR PERMIT -" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Well Gas Well Other

See Attached List

2. Name of Operator

Santa Fe Snyder Corporation

Attn.: Phyllis Sobotik

3. Address and Telephone No.

1625 Broadway, Suite 2200, Denver, CO 80202

303-592-8668

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

See Attached List

5. Lease Designation and Serial No.

See Attached List

6. If Indian, Allottee or Tribe Name

See Attached List

7. If Unit or CA, Agreement Designation

8. Well Name and No.

See Attached List

9. API Well No.

See Attached List

10. Field and Pool, or Exploratory Area

See Attached List

11. County or Parish, State

See Attached List

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 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>Change of Operator</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.)

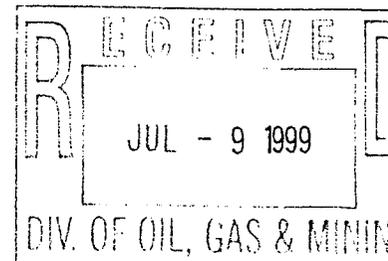
13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to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

Snyder Oil Corporation and Santa Fe Energy Resources, Inc. have merged to form Santa Fe Snyder Corporation. The legal acceptance date of the merger is May 5, 1999. However in an effort to simplify documentation issues, Santa Fe Snyder Corporation requests that June 1, 1999 be used as the effective date of merger.

A copy of the Merger Certificate and of the Office of the Secretary of State's Acceptance is attached.

Nationwide BLM Bond Number - UT-0855

Surety Bond Number - 400JF 5433



Please contact Phyllis Sobotik at 303-592-8668 if you have any questions.

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

Signed

Phyllis Sobotik

Title

Sr. Regulatory Specialist

Date

01-Jul-99

(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

UTAH FACILITIES

Lease	Unit Name	Tribe Name	Field	Stat	County	1/41/4	S	T	R	Lease Number	Mineral Type	API Number	Comments
✓ Alger Pass #1			Alger Pass (Natural Buttes)	ACT	Uintah	SE/NE	2	11S	19E	ML 36213	STATE	43-047-31824	10828
✓ AnnaBelle #31-2J			Horseshoe Bend	ACT	Uintah	NW/SE	31	6S	21E	N/A	FEE	43-047-31698	10510
✓ Archy Bench State #1-2			Bitter Creek	INA	Uintah	NE/NE	2	11S	22E	ML 22348 A	STATE	43-047-31489	9871
Baser Draw Fed. #1C-31			Horseshoe Bend	ACT	Uintah	NE/SW	31	6S	22E	U 38411	FED	43-047-30831	2710
Baser Draw Fed. #2A-31			Horseshoe Bend	ACT	Uintah	SE/NE	31	6S	22E	U 31260	FED	43-047-30880	2710
Baser Draw Fed. #5-1			Horseshoe Bend	INA	Uintah	NW/NW	5	7S	22E	U 075939	FED	43-047-31833	10862
Baser Draw Fed. #6-1			Horseshoe Bend	ACT	Uintah	Lot 7	6	7S	22E	U 075939	FED	43-047-31834	10863
Baser Draw Fed. #6-2			Horseshoe Bend	ACT	Uintah	SW/NE	6	7S	22E	U 075939	FED	43-047-31859	10967
Bitter Creek #1-3			Bitter Creek	INA	Uintah	SW/NE	3	11S	22E	U 29797	FED	43-047-30524	1460
Manza Federal #3-15			Natural Buttes	ACT	Uintah	NE/NW	15	10S	23E	U 66406	FED	43-047-31278	8406
Canyon View #1-18			Natural Buttes	ACT	Uintah	SE/NW	18	10S	23E	U 38421	FED	43-047-30379	1485
Castle Peak #1-3			Monument Butte	INA	Duchesne	NE/NE	3	9S	16E	U 47172	FED	43-013-30639	1522
✓ Castle Peak State #32-16			Monument Butte (Castle Peak)	ACT	Duchesne	SW/NE	16	9S	16E	ML 16532	STATE	43-013-30650	445
✓ Castle Peak State #33-16			Monument Butte (Castle Peak)	ACT	Duchesne	NW/SE	16	9S	16E	ML 16532	STATE	43-013-30640	440
Cliff Edge #1-15			Natural Buttes	TAD	Uintah	NW/SE	15	10S	23E	U 66406	FED	43-047-30462	1524
Coors #14-1D			Horseshoe Bend	INA	Uintah	NW/NW	14	7S	21E	U 65223	FED	43-047-31304	11193
Coors Federal #2-10 (Federal 2-10HB)			Horseshoe Bend	INA	Uintah	SW/NE	10	7S	21E	U 65222	FED	43-047-32009	11255
Cotton Club #1			Horseshoe Bend	ACT	Uintah	NE/NE	31	6S	21E	U 31736	FED	43-047-31643	10380
Cottonwood Wash Unit #1			Buck Canyon	INA	Uintah	SW/NE	10	12S	21E	U 40729	FED	43-047-31774	10754
Crooked Canyon #1-17			Natural Buttes	TAD	Uintah	NE/NW	17	10S	23E	U 37355	FED	43-047-30369	1465
East Bench Unit #1			East Bench (Bench East)	INA	Uintah	NW/SE	33	11S	22E	U 61263	FED	43-047-31778	10795
East Gusher #2-1A			Gusher (Gusher East)	INA	Uintah	SE/SE	3	6S	20E	U 66746	FED	43-047-31431	11333
East Gusher #15-1A			Gusher (Gusher East)	ACT	Uintah	NE/NE	15	6S	20E	U 58007	FED	43-047-31900	11122
Federal #4-1			Horseshoe Bend	ACT	Uintah	NW/NW	4	7S	21E	U 28213	FED	43-047-31693	10196
Federal #4-2F			Horseshoe Bend	ACT	Uintah	SW/NW	4	7S	21E	U 28213	FED	43-047-31853	10933
Federal #5-5H			Horseshoe Bend	ACT	Uintah	SE/NE	5	7S	21E	U 66401	FED	43-047-31903	11138
Federal 11-1M & K1			Gusher (Horseshoe Bend)	INA	Uintah	SW/SW	11	6S	20E	U 20252	FED	43-047-32333	11443
Federal #21-1P			Horseshoe Bend	ACT	Uintah	SE/SE	21	6S	21E	U 30289	FED	43-047-31647	1316
Federal #33-1I			Horseshoe Bend	ACT	Uintah	NE/SE	33	6S	21E	U 44210	FED	43-047-31468	9615
Federal #33-2B			Horseshoe Bend	INA	Uintah	NW/NE	33	6S	21E	U 44210	FED	43-047-31621	9616
Federal #33-4D	Horseshoe Bend		Horseshoe Bend	ACT	Uintah	NW/NW	33	6S	21E	U 44210	FED	43-047-31623	12323
Federal #34-2K			Horseshoe Bend	ACT	Uintah	NE/SW	34	6S	21E	U 63861	FED	43-047-31467	10550
Federal Miller #1			Horseshoe Bend	ACT	Uintah	NW/SW	4	7S	22E	U 0136484	FED	43-047-30034	2750
Flat Mesa #1-7			Natural Buttes	INA	Uintah	NW/SE	7	10S	23E	U 38420	FED	43-047-30365	1505
Flat Mesa #2-7			Natural Buttes	ACT	Uintah	SE/NW	7	10S	23E	U 38420	FED	43-047-30545	1506
✓ Gusher Unit #3			Gusher (Gusher East)	ACT	Uintah	NW/NE	10	6S	20E	ML 06584	STATE	43-047-15590	10341
Horseshoe Bend #2			Horseshoe Bend	INA	Uintah	NW/NE	3	7S	21E	U 0142175	FED	43-047-15800	11628
Horseshoe Bend #4			Horseshoe Bend	INA	Uintah	SE/NW	3	7S	21E	U 0142175	FED	43-047-15802	1315

OPERATOR CHANGE WORKSHEET

Routing:	
<input checked="" type="checkbox"/> 1-KDR	<input checked="" type="checkbox"/> 6-KAS
<input checked="" type="checkbox"/> 2-GLH	<input checked="" type="checkbox"/> 7-SJT
<input checked="" type="checkbox"/> 3-JRB	<input checked="" type="checkbox"/> 8-FILE
<input checked="" type="checkbox"/> 4-CDW	<input checked="" type="checkbox"/> 9-FILE
<input checked="" type="checkbox"/> 5-KDR	

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 Agent
- Designation of Operator
- Operator Name Change Only (MERGER)

The operator of the well(s) listed below has changed, effective: 6-1-99

TO: (new operator)	<u>SANTE FE SNYDER CORPORATION</u>	FROM: (old operator)	<u>SNYDER OIL CORPORATION</u>
(address)	<u>P.O. BOX 129</u>	(address)	<u>P.O. BOX 129</u>
	<u>BAGGS, WYOMING 82321</u>		<u>BAGGS, WYOMING 82321</u>
	<u>Phone: (307) 383-2800</u>		<u>Phone: (307) 383-2800</u>
	<u>Account no. N2000 (6-24-99)</u>		<u>Account no. N1305</u>

WELL(S) attach additional page if needed: ***HORSESHOE BEND, LOVE, EAST BENCH & WALKER HOLLOW UNITS**

Name: <u>*SEE ATTACHED*</u>	API: <u>43-097-31900</u>	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____

OPERATOR CHANGE DOCUMENTATION

1. (r649-8-10) Sundry or other legal documentation has been received from the **FORMER** operator (attach to this form). *(rec'd 6.11.99)*
2. (r649-8-10) Sundry or other legal documentation has been received from the **NEW** operator (Attach to this form). *(rec'd 6.11.99)*
3. The **Department of Commerce** has been contacted if the **new** operator above is not currently operating any wells in Utah. Is the company registered with the state? *(yes/no)* ____ If yes, show company file number: #011879.
4. **FOR INDIAN AND FEDERAL WELLS ONLY.** The BLM has been contacted regarding this change. Make note of BLM status in comments section of this form. BLM approval of **Federal** and **Indian** well operator changes should ordinarily take place prior to the division's approval, and before the completion of steps 5 through 9 below. *(rec'd 7.6.99)*
5. Changes have been entered in the **Oil and Gas Information System** (3270) for each well listed above. *(7.12.99)*
6. Cardex file has been updated for each well listed above.
7. Well file labels have been updated for each well listed above. *(NEW system)*
8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to Trust Lands, Sovereign Lands, UGS, Tax Commission, etc. *(8.2.99)*
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. (r649-8-7) 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. Trust Lands, Sovereign Lands, Tax Commission, etc., have been notified through normal procedures of entity changes.

BOND VERIFICATION - (FEE WELLS ONLY)

- 1. (r649-3-1) The NEW operator of any fee lease well listed above has furnished a proper bond.
 (Rec'd 6.11.99 #J27777)
- 2. A copy of this form has been placed in the new and former operator's bond files.
- 3. The FORMER operator has requested a release of liability from their bond (yes/no) (no), as of today's date 6.11.99. If yes, division response was made to this request by letter dated Aug. 12, 1999

LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY

- 1. Copies of documents have been sent on 8/12/99 to Ed Bonner at Trust Lands for changes involving State leases, in order to remind that agency of their responsibility to review for proper bonding.
- 2. (r649-2-10) The former operator of any fee lease wells listed above has been contacted and informed by letter dated _____ 19 __, of their responsibility to notify all interest owners of this change.

FILMING

- 1. All attachments to this form have been microfilmed. Today's date: 9-28-99.

FILING

- 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 are now being filed in the Operator Change file.

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 GAS WELL OTHER _____

2. NAME OF OPERATOR:
El Paso Production Oil & Gas Company

3. ADDRESS OF OPERATOR: 68 South 1200 East CITY Vernal STATE Utah ZIP 84078 PHONE NUMBER: 435-789-4433

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:
8. WELL NAME and NUMBER:
Exhibit "A"
9. API NUMBER:
10. FIELD AND POOL, OR WILDCAT:

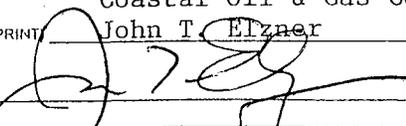
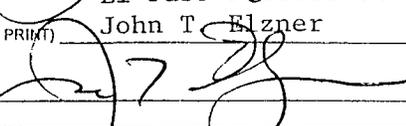
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

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 type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
As a result of the merger between The Coastal Corporation and a wholly owned subsidiary of El Paso Energy Corporation, the name of Coastal Oil & Gas Corporation has been changed to El Paso Production Oil & Gas Company effective March 9, 2001.

See Exhibit "A"

Bond # 400JU0708

Coastal Oil & Gas Corporation
NAME (PLEASE PRINT) John T. Elzner TITLE Vice President
SIGNATURE  DATE 06-15-01
El Paso Production Oil & Gas Company
NAME (PLEASE PRINT) John T. Elzner TITLE Vice President
SIGNATURE  DATE 06-15-01

(This space for State use only)

RECEIVED

JUN 19 2001

DIVISION OF
OIL, GAS AND MINING

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "COASTAL OIL & GAS CORPORATION", CHANGING ITS NAME FROM "COASTAL OIL & GAS CORPORATION" TO "EL PASO PRODUCTION OIL & GAS COMPANY", FILED IN THIS OFFICE ON THE NINTH DAY OF MARCH, A.D. 2001, AT 11 O'CLOCK A.M.

RECEIVED

JUN 15 2001

DIVISION OF
OIL, GAS AND MINING



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0610204 8100

AUTHENTICATION: 1061007

010162788

DATE: 04-03-01

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

COASTAL OIL & GAS CORPORATION (the "Company"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Company, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Company:

RESOLVED that it is deemed advisable that the Certificate of Incorporation of this Company be amended, and that said Certificate of Incorporation be so amended, by changing the Article thereof numbered "FIRST." so that, as amended, said Article shall be and read as follows:

"FIRST. The name of the corporation is El Paso Production Oil & Gas Company."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders entitled to vote have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said COASTAL OIL & GAS CORPORATION has caused this certificate to be signed on its behalf by a Vice President and attested by an Assistant Secretary, this 9th day of March 2001.

COASTAL OIL & GAS CORPORATION

David L. Siddall

David L. Siddall
Vice President

Attest:

Margaret E. Roark

Margaret E. Roark, Assistant Secretary

RECEIVED

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 03/09/2001
010118394 - 0610204

JUN 19 2001

DIVISION OF
OIL, GAS AND MINING

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH		4-KAS
2. CDW	✓	5-LP ✓
3. JLT		6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

X Merger

The operator of the well(s) listed below has changed, effective: **3-09-2001**

FROM: (Old Operator):
COASTAL OIL & GAS CORPORATION
Address: 9 GREENWAY PLAZA STE 2721
HOUSTON, TX 77046-0995
Phone: 1-(713)-418-4635
Account N0230

TO: (New Operator):
EL PASO PRODUCTION OIL & GAS COMPANY
Address: 9 GREENWAY PLAZA STE 2721 RM 2975B
HOUSTON, TX 77046-0995
Phone: 1-(832)-676-4721
Account N1845

CA No.

Unit:

WELL(S)

NAME	API NO	ENTITY NO	SEC TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
HANSON 1-32A3	43-013-30141	1640	32-01S-03W	FEDERAL	OW	P
CASTLE PEAK 1-3	43-013-30639	1522	03-09S-16E	FEDERAL	OW	P
FEDERAL 2-28E19E (CA NRM-827)	43-047-32849	12117	28-05S-19E	FEDERAL	OW	P
E GUSHER 2-1A	43-047-31431	11333	03-06S-20E	FEDERAL	OW	P
GUSHER UNIT 3	43-047-15590	10341	10-06S-20E	FEDERAL	OW	P
FEDERAL 11-1-M	43-047-32333	11443	11-06S-20E	FEDERAL	OW	P
E GUSHER 15-1-A	43-047-31900	11122	15-06S-20E	FEDERAL	OW	P
GOSE FEDERAL 3-18	43-047-33691	99999	18-06S-21E	FEDERAL	GW	APD
FEDERAL 21-I-P (CA 86C701)	43-047-31647	1316	21-06S-21E	FEDERAL	GW	P
HSB FEDERAL 26-2	43-047-33871	13127	26-06S-21E	FEDERAL	GW	DRL
HSB FEDERAL 26-3	43-047-33872	13128	26-06S-21E	FEDERAL	GW	DRL
STIRRUP FEDERAL 29-2	43-047-31508	11055	29-06S-21E	FEDERAL	OW	S
COTTON CLUB 1	43-047-31643	10380	31-06S-21E	FEDERAL	OW	P
COG 6-18-9-21	43-047-32513	11655	18-09S-21E	FEDERAL	GW	P
COG 8-19-9-21	43-047-32469	11652	19-09S-21E	FEDERAL	GW	P
COG 10-30-9-21 GR	43-047-32470	11633	30-09S-21E	FEDERAL	GW	P
SOUTHMAN CANYON 31-1-L (CA 74898)	43-047-32543	11678	31-09S-23E	FEDERAL	GW	P
LAKAS FEDERAL 1-3 (CA CR-201)	43-047-31178	1367	03-11S-20E	FEDERAL	GW	P
BITTER CREEK 1-3	43-047-30524	1460	03-11S-22E	FEDERAL	GW	P
LIZZARD CREEK 1-10	43-047-31475	9870	10-11S-22E	FEDERAL	GW	P

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 06/19/2001
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 06/19/2001
3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 06/21/2001
4. Is the new operator registered in the State of Utah: YES Business Number: 608186-0143

5. If **NO**, the operator was contacted on: N/A
6. **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: 07/10/2001
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: 07/10/2001
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: 07/10/2001
9. **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: 07/23/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 07/23/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: N/A

FEDERAL BOND VERIFICATION:

1. Federal well(s) covered by Bond No.: WY 2793

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond No: 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
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: _____

FILMING:

1. All attachments to this form have been **MICROFILMED** on: _____

FILING:

1. **ORIGINALS/COPIES** of all attachments pertaining to each individual well have been filled in each well file on: _____

COMMENTS: Master list of all wells involved in operator change from Coastal Oil & Gas Corporation to El Paso Production Oil and Gas Company shall be retained in the "Operator Change File".



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

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

RECEIVED

JUL 12 2001

DIVISION OF
OIL, GAS AND MINING

In Reply Refer To:

3106

UTSL-065841

(UT-924)

JUL 10 2001

NOTICE

El Paso Production Oil & Gas Company : Oil and Gas
Nine Greenway Plaza :
Houston TX 77046-0095 :

Name Change Recognized

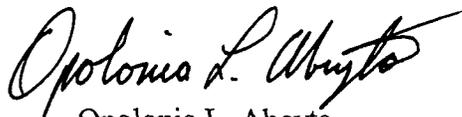
Acceptable evidence has been received in this office concerning the name change of Coastal Oil & Gas Corporation into El Paso Production Oil & Gas Company with El Paso Production Oil & Gas Company being the surviving entity.

For our purposes, the name change is recognized effective March 9, 2001.

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 computer program. We have not abstracted the lease files to determine if the entities affected by this name change hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested recorded title or operating rights interests. We will be notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the 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.

If you identify additional leases in which the entities maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

Due to the name change, the name of the principal/obligor on the bond is required to be changed from Coastal Oil & Gas Corporation to El Paso Production Oil & Gas Company. You may accomplish this either by consent of surety rider on the original bond or a rider to the original bond. The bonds are held in Wyoming and Colorado.



Opolonia L. Abeyta
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Exhibit of Leases (1 pp)

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS3130, PO Box 5860, Denver CO 80217
~~State of Utah, DOGM~~, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

Exhibit of Leases

UTUSL-065841A	UTU-47172	UTU-74415	UTU-53860
UTU-28652	UTU-50687	UTU-74416	UTU-66401
UTU-37943	UTU-52298	UTU-75091	UTU-67868
UTU-44089	UTU-0109054	UTU-75096	UTU-65389
UTU-44090A	UTU-0143511	UTU-75097	UTU-77084
UTU-61263	UTU-0143512	UTU-75673	UTU-61430
UTU-00343	UTU-38401	UTU-76259	UTU-72633
UTU-02651	UTU-38411	UTU-76260	UTU-72650
UTU-02651B	UTU-38418	UTU-76261	UTU-49692
UTU-0142175	UTU-38419	UTU-76493	UTU-57894
UTU-70235	UTU-38420	UTU-76495	UTU-76829
UTU-70406	UTU-38421	UTU-76503	UTU-76830
UTU-74954	UTU-38423	UTU-78228	UTU-76831
UTU-75132	UTU-38424	UTU-78714	
UTU-75699	UTU-38425	UTU-78727	
UTU-76242	UTU-38426	UTU-78734	
UTU-78032	UTU-38427	UTU-79012	
UTU-4377	UTU-38428	UTU-79011	
UTU-4378	UTU-53861	UTU-71694	
UTU-7386	UTU-58097	UTU-00576	
UTU-8344A	UTU-64376	UTU-00647	
UTU-8345	UTU-65222	UTU-01470D	
UTU-8347	UTU-65223	UTU-0136484	
UTU-8621	UTU-66746	UTU-8344	
UTU-14646	UTU-67178	UTU-8346	
UTU-15855	UTU-67549	UTU-8648	
UTU-25880	UTU-72028	UTU-28212	
UTU-28213	UTU-72632	UTU-30289	
UTU-29535	UTU-73009	UTU-31260	
UTU-29797	UTU-73010	UTU-33433	
UTU-31736	UTU-73013	UTU-34711	
UTU-34350	UTU-73175	UTU-46699	
UTU-34705	UTU-73434	UTU-78852	
UTU-37116	UTU-73435	UTU-78853	
UTU-37355	UTU-73444	UTU-78854	
UTU-37573	UTU-73450	UTU-075939	
UTU-38261	UTU-73900	UTU-0149767	
UTU-39223	UTU-74409	UTU-2078	
UTU-40729	UTU-74410	UTU-44426	
UTU-40736	UTU-74413	UTU-49530	
UTU-42469	UTU-74414	UTU-51026	

JAN. 17. 2003 3:34PM

WESTPORT

NO. 173 P. 2

**WESTPORT OIL AND GAS COMPANY, L.P.**

410 Seventeenth Street #2300 Denver Colorado 80202-4436
Telephone: 303 573 5404 Fax: 303 573 5609

February 1, 2002

Department of the Interior
Bureau of Land Management
2850 Youngfield Street
Lakewood, CO 80215-7093
Attention: Ms. Martha Maxwell

RE: BLM Bond CO-1203
BLM Nationwide Bond 158626364
Surety - Continental Casualty Company
Belco Energy Corporation merger into Westport Oil and Gas Company, Inc.
Conversion of Westport Oil and Gas Company, Inc., into Westport Oil and Gas Company, L.P.
Assumption Rider - Westport Oil and Gas Company, L.P.

Dear Ms. Maxwell:

Pursuant to our recent conversations, please find the following list of enclosures for the BLM's consideration and approval:

Two (2) Assumption Riders, fully executed originals.
Copies of Belco Energy Corporation merger into Westport Oil and Gas Company, Inc.
Copies of Westport Oil and Gas Company, Inc., conversion into Westport Oil and Gas Company, L.P.
List of all Federal/BIA/State Leases - Belco/Westport's leases - in all states.

Please inform us of any additional information needed to complete the change to Westport Oil and Gas Company, L.P., as operator of record.

I thank you for your assistance and cooperation in this matter. Please do not hesitate contacting the undersigned, should a question arise.

Sincerely,
Westport Oil and Gas Company, L.P.

Debby J. Black
Debby J. Black
Engineer Technician

Encl:

memorandum

Branch of Real Estate Services
Uintah & Ouray Agency

Date: 5 December, 2002

Reply to
Attn of: Supervisory Petroleum Engineer

Subject: Modification of Utah Division of Oil, Gas and Mining Regulations

To: Director, Utah Division of Oil, Gas and Mining Division: John Baza

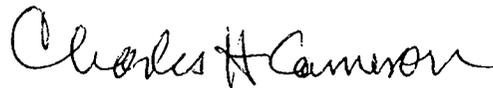
We have been advised of changes occurring with the operation of your database for Change of Operator. You will be modifying your records to reflect Change of Operator once you have received all necessary documentation from the companies involved, and perhaps in advance of our Notice of Concurrence/Approval of Change of Operator where Indian leases are involved.

We have no objection.

With further comment to Rulemaking, I wish to comment concerning the provision of Exhibits for upcoming Hearings. I would like to see the Uintah & Ouray Agency, BIA, and the Ute Indian Tribe, Energy & Mineral Resources Department added to the list of those parties that receive advance Exhibits so as to allow us to have research time prior to Hearing dates. We will be able to provide a more informed recommendation to the Oil, Gas and Mining Board. It would be best if we would receive only those Exhibits that concern Indian lands, specifically on or adjacent to Indian lands. This may be a difficult situation to attain, as it is not always clear where 'on or adjacent' occurs.

I am aware that you have gone to extra effort to correct this matter already, and I fully appreciate it. My request is intended only to allow the addition of Uintah & Ouray Agency and Ute Indian Tribe to the official listing.

We appreciate your concern, and hope that these comments are timely enough for consideration in the revision process.



CC: Minerals & Mining Section of RES
Ute Energy & Mineral Resources Department: Executive Director
chrono



United States Department of the Interior

BUREAU OF INDIAN AFFAIRS

Washington, D.C. 20240

FEB 10 2003

IN REPLY REFER TO:
Real Estate Services

Carroll A. Wilson
Principal Landman
Westport Oil and Gas Company, L.P.
1368 South 1200 East
Vernal, Utah 84078

Dear Mr. Wilson:

This is in response to your request for approval of RLI Insurance Company's Nationwide Oil and Gas Lease Bond No. RLB0005239 executed effective December 17, 2002, (\$150,000 coverage) with Westport Oil and Gas Company, L. P., as principal.

This bond is hereby approved as of the date of this correspondence and will be retained in the Bureau of Indian Affairs' Division of Real Estate Services, 1849 C Street, NW, MS-4512-MIB, Washington, D.C. 20240. All Bureau oil and gas regional offices and the surety are being informed of this action.

In cases where you have existing individual and/or collective bonds on file with one or more of our regional offices, you may now request those offices, directly, to terminate in lieu of coverage under this Nationwide Bond.

Enclosed is a copy of the approved bond for your files. If we may be of further assistance in this matter, please advise.

Sincerely,

Director, Office of Trust Responsibilities

ACTING

Enclosure



United States Department of the Interior **RECEIVED**

BUREAU OF LAND MANAGEMENT

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

FEB 22 2002

DIVISION OF
OIL, GAS AND MINING

In Reply Refer To:
3106
UTU-25566 et al
(UT-924)

FEB 21 2002

NOTICE

Westport Oil and Gas Company L.P. : Oil and Gas
410 Seventeenth Street, #2300 :
Denver Colorado 80215-7093 :

Name Change Recognized

Acceptable evidence has been received in this office concerning the name change of Westport Oil and Gas Company, Inc. into Westport Oil and Gas Company, L.P. with Westport Oil and Gas Company, L.P. being the surviving entity.

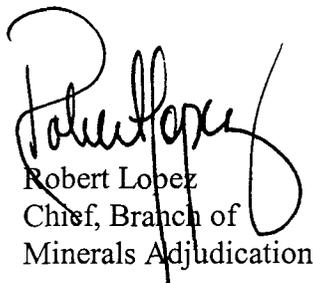
For our purposes, the name change is recognized effective December 31, 2001.

The oil and gas lease files identified have been noted as to the name change. The exhibit was compiled from a list of leases obtained from our computer program. We have not abstracted the lease files to determine if the entities affected by this name change hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested recorded title or operating rights interests. We will be notifying the Minerals Management Service and all applicable Bureau of Land Management offices of the 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.

If you identify additional leases in which the entities maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

Due to the name change, the name of the principal/obligor on the bond is required to be changed from Westport Oil and Gas Company, Inc. to Westport Oil and Gas Company, L.P.. You may accomplish this either by consent of surety rider on the original bond or a rider to the original bond. The bonds are held in Colorado.

UTU-03405
UTU-20895
UTU-25566
UTU-43156
UTU-49518
UTU-49519
UTU-49522
UTU-49523



Robert Lopez
Chief, Branch of
Minerals Adjudication

cc: Moab Field Office
Vernal Field Office
MMS, Reference Data Branch, MS3130, PO Box 5860, Denver CO 80217
State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

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 type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: El Paso Production Oil & Gas Company		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 9 Greenway Plaza CITY: Houston STATE: TX ZIP: 77064-0995		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (832) 676-5933		8. WELL NAME and NUMBER: Exhibit "A"
4. LOCATION OF WELL FOOTAGES AT SURFACE:		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
COUNTY:		STATE: UTAH

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

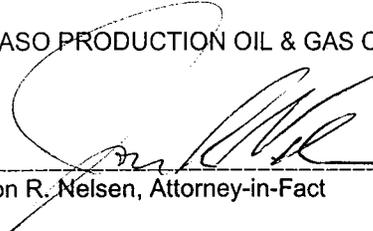
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input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

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

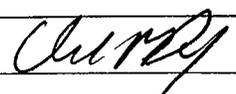
Operator change to Westport Oil and Gas Company, L.P., 1670 Broadway, Suite 2800, Denver, CO. 80202-4800, effective December 17, 2002.

BOND # _____
State Surety Bond No. RLB0005236
Fee Bond No. RLB0005238

EL PASO PRODUCTION OIL & GAS COMPANY

By: 
Jon R. Nelsen, Attorney-in-Fact

RECEIVED
FEB 28 2003
DIV. OF OIL, GAS & MINING

WESTPORT OIL AND GAS COMPANY, L.P.	
NAME (PLEASE PRINT) David R. Dix	TITLE Agent and Attorney-in-Fact
SIGNATURE 	DATE 12/17/02

(This space for State use only)

Form 3160-5
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

5. Lease Serial No.
SEE ATTACHED EXHIBIT "A"

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
SEE ATTACHED EXHIBIT "A"

9. API Well No.
SEE ATTACHED EXHIBIT "A"

10. Field and Pool, or Exploratory Area

11. County or Parish, State
UINTAH COUNTY, UT

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
WESTPORT OIL & GAS COMPANY, L.P.

3a. Address
P.O. BOX 1148 VERNAL, UT 84078

3b. Phone No. (include area code)
(435) 781-7023

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
SEE ATTACHED EXHIBIT "A"

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

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

SUCCESSOR OF OPERATOR

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

WESTPORT OIL & GAS COMPANY, L.P., IS CONSIDERED TO BE THE OPERATOR ON THE ATTACHED DESCRIBED LANDS AND IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASE FOR THE OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF, BOND COVERAGE FOR THIS WELL IS PROVIDED BY FEDERAL NATIONWIDE BOND NO. 158626364, EFFECTIVE FEBRUARY 1, 2002, AND BIA NATIONWIDE BOND NO. RLB0005239, EFFECTIVE FEBRUARY 10, 2003.

RECEIVED
MAR 04 2003

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

Name (Printed/Typed)
CHERYL CAMERON

Title
OPERATIONS

Signature

Date
March 4, 2003

THIS SPACE FOR FEDERAL OR STATE USE

Approved by

Title

Date

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

Office

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

(Instructions on reverse)

DIV. OF OIL, GAS & MINING

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: **12-17-02**

FROM: (Old Operator):	TO: (New Operator):
EL PASO PRODUCTION OIL & GAS COMPANY	WESTPORT OIL & GAS COMPANY LP
Address: 9 GREENWAY PLAZA	Address: P O BOX 1148
HOUSTON, TX 77064-0995	VERNAL, UT 84078
Phone: 1-(832)-676-5933	Phone: 1-(435)-781-7023
Account No. N1845	Account No. N2115

CA No.

Unit:

WELL(S)

NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
UTE TRIBAL 26-32	26-04S-02E	43-047-34665	13574	INDIAN	GW	DRL
UTE TRIBAL 31-22	31-04S-02E	43-047-34437	99999	INDIAN	GW	APD
UTE TRIBAL 31-31	31-04S-02E	43-047-34527	13490	INDIAN	GW	DRL
LELAND BENCH 35-22	35-04S-02E	43-047-34158	13377	FEE	GW	P
E GUSHER 2-1A	03-06S-20E	43-047-31431	11333	FEDERAL	OW	P
EAST GUSHER UNIT 3	10-06S-20E	43-047-15590	10341	FEDERAL	OW	P
FEDERAL 11-1-M	11-06S-20E	43-047-32333	11443	FEDERAL	OW	S
E GUSHER 15-1-A	15-06S-20E	43-047-31900	11122	FEDERAL	OW	P
GOSE FED 3-18	18-06S-21E	43-047-33691	13244	FEDERAL	OW	P
FEDERAL 21-I-P (86C701)	21-06S-21E	43-047-31647	1316	FEDERAL	GW	P
HORSESHOE BEND FED 26-2	26-06S-21E	43-047-33871	13127	FEDERAL	GW	S
HORSESHOE BEND FED 26-3	26-06S-21E	43-047-33872	13128	FEDERAL	GW	S
STIRRUP FEDERAL 29-2	29-06S-21E	43-047-31508	11055	FEDERAL	OW	S
L. C. K. 30-1-H (86C689)	30-06S-21E	43-047-31588	10202	FEE	OW	P
COTTON CLUB 1	31-06S-21E	43-047-31643	10380	FEDERAL	OW	P
ANNA BELLE 31-2-J	31-06S-21E	43-047-31698	10510	FEE	OW	P
STIRRUP 32-1-J	32-06S-21E	43-047-31646	9614	STATE	OW	S
FEDERAL 33-1-I	33-06S-21E	43-047-31468	9615	FEDERAL	OW	P
FEDERAL 33-2-B	33-06S-21E	43-047-31621	9616	FEDERAL	OW	PA
FEDERAL 34-2-K	34-06S-21E	43-047-31467	10550	FEDERAL	OW	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: 02/28/2003
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 03/04/2003
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 03/06/2003
- Is the new operator registered in the State of Utah: YES Business Number: 1355743-0181
- 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-12/31/2003 BIA-12/5/02

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 02/27/2003

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: 03/25/2003
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 03/25/2003
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: RLB 0005236

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 158626364

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: RLB 0005239

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RLB 0005238
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:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Serial No.
SEE ATTACHED

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
SEE ATTACHED

9. API Well No.
SEE ATTACHED

10. Field and Pool, or Exploratory Area
VARIOUS

11. County or Parish, State
UINTAH, UTAH

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
WESTPORT OIL & GAS COMPANY L.P.

3a. Address
1368 SOUTH 1200 EAST VERNAL, UT 84078

3b. Phone No. (include area code)
(435) 781-7024

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

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input checked="" type="checkbox"/> Plug and Abandon	<input checked="" 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 Operations (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 recompleate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleation in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.

THE OPERATOR REQUESTS AUTHORIZATION TO PLACE THE SUBJECT WELL LOCATIONS ON TEMPORARILY ABANDONMENT STATUS, UNTIL SUCH TIME THE WELL LOCATIONS CAN BE PLUGGED AND ABANDON.

PLEASE REFER TO THE ATTACHED LIST OF PROPOSED PLUG AND ABANDONMENTS FOR THE NEXT 5 YEARS.

APPROVED BY THE STATE OF UTAH DIVISION OF OIL, GAS, AND MINING

COPY SENT TO OPERATOR
Date: 8-24-04
Initials: CPD

DATE: 8/20/2004
BY: D. SKIDLEY
** See Conditions of Approval (Attached)*

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

Name (Printed/Typed) Sheila Upchegg	Title Regulatory Analyst
Signature <i>Sheila Upchegg</i>	Date May 25, 2004

Federal Approval Of This Action Is Necessary

THIS SPACE FOR FEDERAL OR STATE USE

Approved by	Title	Date
-------------	-------	------

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

Title 18 U.S.C. Section 1001, 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.

JUN 03 2004

API #	WELL NAME	S-T-R	LEASE NUMBERS
43-047-			

Proposed 2004 P&A's - 13 Wells

31900	EAST GUSHER 15-1A	15-6-20 NENE	UTU-58007
30423	JACK RABBIT 1-11	11-10-23 SWNE	UTU-38425
32540	SOUTHMAN CANYON 09-03M	9-10-23 SWSW	UTU-37355
32543	SOUTHMAN CANYON 31-01-L	31-9-23 NWSW	UTU-33433
31100	NBU 070N3	3-10-22 SWNW	UTU-01191
30221	NBU 018	10-10-22 SWNE	UTU-025187
20280	WALKER HOLLOW U MCLISH 1	8-7-23 SWSW	UTU-02651
30011	WALKER HOLLOW U MCLISH 2	8-7-23 SWSE	UTU-02651
30030	WALKER HOLLOW U MCLISH 4	8-7-23 NESW	UTU-02651
31034	WALKER HOLLOW UNIT 6	8-7-23 SESE	UTU-02651
30027	WALKER HOLLOW U MCLISH 3	8-7-23 NESE	UTU-02651
31092	WALKER HOLLOW UNIT J-8	8-7-23 NWSE	UTU-02651
31975	NBU 153	11-10-22 SWNW	U-01197A

Proposed 2005 P&A's - 15 Wells

31833	BASER DRAW 5-1	5-7-22 NWNW	UTU-075939
31834	BASER DRAW 6-1	6-7-22 NWNW	UTU-075939
31859	BASER DRAW FEDERAL 6-2	6-7-22 SWNE	UTU-075939
31304	COORS FEDERAL 14-1D	14-7-21 NWNW	UTU-65223
32009	COORS FEDERAL 2-10HB	10-7-21 NWNW	UTU-6522
30753	DM ICE FRIDAY 34-22	34-8-20 NESE	14-20-H62-2997
32333	FEDERAL 11-1-M	11-6-20 SWSW	UTU-64376
33831	HORSESHOE BEND FED 03-1	3-7-21 NWSE	UTU-0142175
33832	HORSESHOE BEND FED 04-1	4-7-21 NWSE	UTU-66401
33872	HORSESHOE BEND FED 26-3	26-6-21 NWSW	UTU-38401
33667	KENNEDY WASH FED 14-1	14-8-23 NWSW	UTU-71424
30623	SAND RIDGE FED 23-17	17-8-23 NESW	UTU-0143276
31508	STIRRUP FEDERAL 29-2	29-6-21 NWSE	UTU-46699
31634	STIRRUP FEDERAL 29-3	29-6-21 SESE	UTU-78854
30815	WEST WALKER FED. 1-33	33-6-22 NWSW	UTU-38411

Proposed 2006 P&A's - 15 Wells

30524	BITTER CREEK 01-03	3-11-22 SWNE	UTU-29797
30379	CANYON VIEW FEDERAL 1-18	18-10-23 SENW	UTU-38421
30369	CROOKED CYN FED 1-17	17-10-23 NENW	UTU-37355
31778	E BENCH UNIT #1	33-11-22 NWSE	UT-121P
30365	FLAT MESA FED. 1-7	7-10-23 NWSE	UTU-38420
30544	LOOKOUT POINT STATE 1-16	16-10-23 NESE	ML-221886A
30766	LOVE UNIT B2-3	3-11-21 SWSW	UTU-8347
30560	NSO FEDERAL 1-12	12-10-23 NENW	UTU-38423
30558	PETE'S FLAT 1-1	1-10-23 NESE	UTU-40736
30382	SAGE HEN FEDERAL 1-6	6-10-23 NESE	UTU-38419
30383	SAGEBRUSH FEDERAL 1-8	8-10-23 SWNE	UTU-37355
30856	SOUTHMAN CANYON 01-05 FED	5-10-23 SENW	UTU-33433
30632	SOUTHMAN CANYON 4-4	4-10-23 NWSE	UTU-33433
30481	WHITE RIVER 1-14	14-10-23 NENW	UTU-38427
31775	WILLOW CREEK UNIT #1	27-11-20 SENE	UT-128P

Proposed 2007 P&A's - 15 Wells

30494	CIGE 035	1-10-20 NESW	UTU-02270A
30542	CIGE 066	23-10-21 SENW	UTU-02278A
30952	CIGE 073D	5-10-22 SWSW	UTU-01191A
30953	CIGE 074D	6-10-22 NWSE	UTU-01195
31915	CIGE 114	34-9-21 NESE	U-01194A
34436	CIGE 282	7-10-22 NENE	ML-23609
30962	KURIP 01-027	1-9-20 NENW	14-20-H62-3004
30848	NBU 043	26-10-20 NWSE	UTU-4476
30534	NBU 047N2	30-10-22 SESW	UTU-0132568A
31250	NBU 087J	3-10-22 NESW	UTU-01191A
31923	NBU 114	5-10-21 SWSW	UTU-01393D
31982	NBU 149	5-10-22 NESE	UTU-01191
31992	NBU 150	9-10-22 SENW	UTU-01196B
32234	NBU 188	10-10-22 SWSW	U-01196C
33692	WONSITS FEDERAL 01-05	5-8-22 LOT 5	UTU-72633

Proposed 2008 P&A's - 11 wells

32401	NBU 213	15-10-22 NWNW	UTU-025187
32480	NBU 217	28-9-21 NESW	U-05678
32944	NBU 242	5-10-22 SWSE	UTU-01191
32917	NBU 253	10-9-21 SWNW	U-0141315
32929	NBU 262	33-9-21 NENE	UTU-0576
33011	NBU 278	30-9-22 SWSW	U-463
32976	NBU 285	3-10-22 NWNW	UTU-01191
32886	NBU 296 GR	24-10-20 NWNE	UTU-4485
33776	NBU 364	29-9-21 SESE	UTU-0581
30838	NBU 58N2	27-10-22 NENW	U-473
31327	NBU 98-V	34-9-21 SWSW	U-01194-A

69 total wells



State of Utah

Department of
Natural Resources

Division of
Oil, Gas & Mining

ROBERT L. MORGAN
Executive Director

LOWELL P. BRAXTON
Division Director

MICHAEL O. LEAVITT
Governor

OLENE S. WALKER
Lieutenant Governor

CONDITIONS OF APPROVAL TO EXTEND SI/TA OF WELL

Well Name and Number:	Several State and Federal wells
API Number:	See Sundry List
Operator:	Westport Oil and Gas Company L.P.
Reference Document:	Original Sundry dated May 25, 2004, received by DOGM on June 3, 2004

The Division of Oil, Gas and Mining (DOGM) accepts Westport's plan of action to Plug and Abandon sixty-nine wells by year-end 2008. Based upon the plan of action DOGM approves these-sixty-nine (69) wells for extended shut-in until September 1, 2005.

Approval Conditions (Federal Approval necessary on all Federal/Indian wells):

1. If SI/TA is desired beyond the approval date listed above, the operator should submit a request for extended SI/TA at that time. Adherence to the accepted plan of action, wellbore conditions etc. will be taken into consideration.
2. A well monitoring program should be in place to ensure that health, safety and the environment are all protected (wellbore integrity).
3. Any changes in wellbore conditions or integrity; or sustained pressure on casing/casing annuli shall be reported to the Division immediately. A new monitoring program or remedial action may be necessary at that time.

Dustin K. Doucet
Petroleum Engineer

August 20, 2004

Date

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE – Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
WESTPORT OIL & GAS COMPANY, L.P.

3a. Address
1368 SOUTH 1200 EAST, VERNAL, UTAH 84078

3b. Phone No. (include area code)
435-781-7060

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
MULTIPLE WELLS- SEE ATTACHED

5. Lease Serial No.
MULTIPLE WELLS- SEE ATTACHED

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
MULTIPLE WELLS- SEE ATTACHED

8. Well Name and No.
MULTIPLE WELLS- SEE ATTACHED

9. API Well No.
MULTIPLE WELLS- SEE ATTACHED

10. Field and Pool, or Exploratory Area
MULTIPLE WELLS- SEE ATTACHED

11. County or Parish, State
UINTAH COUNTY, UTAH

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

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

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

Westport Oil & Gas requests a variance to Onshore Order No. 4, Part III C. a. requiring each sales tank be equipped with a pressure- vacuum thief hatch and/or vent line valve. The variance is requested as an economic analysis shows the value of the shrunk condensate will not payout the incremental cost of purchasing and maintaining the valve resulting in a loss of value over the producing life of the well.

The volume lost to shrinkage by dropping the tank pressure from 6 ozs. To 0 psig is shown to be 0.3% of the tank volume. This was determined by lab analysis of a representative sample from the field. The sample shrunk from 98.82% of original volume to 98.52% when the pressure was dropped. The average well produces approximately 6 bbls condensate per month. The resulting shrinkage would amount to 0.56 bbls per month lost volume due to shrinkage. The value of the shrunk and lost condensate does not recoup or payout the cost of installing and maintaining the valves and other devices that hold the positive tank pressure. An economic run based on the loss and costs is attached. Westport Oil & Gas requests approval of this variance in order to increase the value of the well to the operator and the mineral royalty owners.

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

Name (Printed/Typed) DEBRA DOMENICI	Title ENVIRONMENTAL ASSISTANT
Signature <i>Debra Domenici</i>	Date July 9, 2004

THIS SPACE FOR FEDERAL OR STATE USE

Approved by	Title Accepted by the	Date
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Utah Division of Oil, Gas and Mining	
Title 18 U.S.C. Section 1001, 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.	Federal Approval Of This Action is Necessary	

(Instructions on reverse)

COPY SENT TO OPERATOR
 Date: 7-16-04
 Initials: CHD

By: *[Signature]*

RECEIVED
JUL 14 2004

Westport Oil & Gas, L.P.

Project Economics Worksheet

Instructions: Fill in blue boxed areas with before and after project data. The evaluation results are shown below and graphed automatically at the bottom of the page. This sheet is protected to prevent accidental alteration of the formulas. See JTC for changes. OPX entered as annual costs and/or as unit OPX costs for \$/BF and \$/MCF

Project Name: **Condensate Shrinkage Economics**

Is this job a well pull or production rig job ??? **N** (Y or N)

	BEFORE \$/Year	AFTER \$/Year	DIFFERENCE \$/Year
Gross Oil Revenue	\$1,088	\$1,099	\$11
Gross Gas Revenue	\$0	\$0	\$0
NGL Revenue	\$0	\$0	\$0
PULLING UNIT SERVICE			\$0
WIRELINE SERVICE			\$0
SUBSURF EQUIP REPAIRS			\$0
COMPANY LABOR			\$0
CONTRACT LABOR	\$0	\$200	\$200
CONTR SERVICE			\$0
LEASE FUEL GAS	\$0	\$0	\$0
UTILITIES - ELECTRICITY	\$0	\$0	\$0
CHEMICAL TREATING			\$0
MATERIAL & SUPPLY	\$0	\$150	\$150
WATER & HAULING			\$0
ADMINISTRATIVE COSTS			\$0
GAS PLANT PROCESSING			\$0
Totals	\$0	\$350	\$350

Increased OPX Per Year

Investment Breakdown:

Cap/Exp Code	Cost, \$
Capital \$ 820/830/840	\$1,200
Expense \$ 830/860	\$0
Total \$	\$1,200

Oil Price	\$ 23.00	\$/BO
Gas Price	\$ 3.10	\$/MCF
Electric Cost	\$ -	\$/ HP / day
OPX/BF	\$ 2.00	\$/BF
OPX/MCF	\$ 0.62	\$/MCF

Production & OPX Detail:

	Before		After		Difference
Oil Production	0.192	BOPD	0.194	BOPD	0.002
Gas Production	0	MCFPD	0	MCFPD	0
Wfr Production	0	BWPD	0	BWPD	0
Horse Power		HP		HP	0
Fuel Gas Burned		MCFPD		MCFPD	0

Project Life:

Life = **20.0** Years
(Life no longer than 20 years)

Internal Rate of Return:

After Tax IROR = **#DIV/0!**

AT Cum Cashflow:

Operating Cashflow = **(\$2,917)** (Discounted @ 10%)

Payout Calculation:

$$\text{Payout} = \frac{\text{Total Investment}}{\text{Sum(OPX + Incremental Revenue)}} = 1$$

Payout occurs when total AT cashflow equals investment
See graph below, note years when cashflow reaches zero

Payout = **NEVER** Years or **#VALUE!** Days

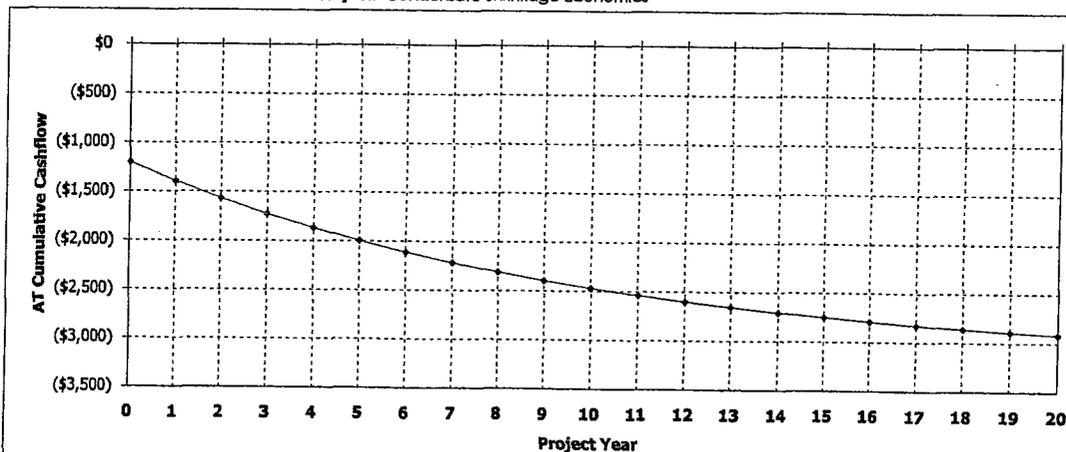
Gross Reserves:

Oil Reserves = **6** BO
Gas Reserves = **0** MCF
Gas Equiv Reserves = **38** MCFE

Notes/Assumptions:

An average NBU well produces 0.192 Bcpd with no tank pressure. The production is increased to 0.194 Bcpd if 6 ozs of pressure are placed on the tank. The increased production does not payout the valve cost or the estimated annual maintenance costs.

Project: Condensate Shrinkage Economics



ALL WELLS ROCKY MOUNTAIN GAS- ENARDO VARIANCE

WELL	LEGALS	STF LEASE NO	CA NUMBER	API NO
EAST GUSHER #3	NWNE SEC 10, T06S, R20E	UTSL065841A	UTSL065841A	4304715590
EAST GUSHER 15-1A	NENE SEC 15, T6S, R20E	UTU58007	UTU58097	4304731900
EAST GUSHER 2-1A	SWSW SEC 3, T6S, R20E	UTU66746	UTU66746	4304731431
FEDERAL 11-1-M	SWSW SEC 11, T6S, R20E	UTU64376	UTU64376	4304732333
UTD KIDD 20-16	SESE SEC 20, T9S, R18E	UTU67178	UTU67178	4304732568
WALKER HOLLOW U MCLISH 4	NESW SEC 8, T7S, R23E	UTU02651	891000471D	4304730030

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. UTU-58097
2. Name of Operator WESTPORT OIL & GAS COMPANY L.P		6. If Indian, Allottee or Tribe Name
3a. Address 1368 SOUTH 1200 EAST VERNAL, UT 84078		7. If Unit or CA/Agreement, Name and/or No.
3b. Phone No. (include area code) Ph: 435.781.7024 Fx: 435.781.7094		8. Well Name and No. EAST GUSHER 15-1-A
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 15 T6S R20E NENE 906FNL 507FEL		9. API Well No. 43-047-31900
		10. Field and Pool, or Exploratory WILDCAT
		11. County or Parish, and State UINTAH COUNTY, UT

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

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

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

THE OPERATOR REQUESTS AUTHORIZATION TO PLUG AND ABANDON THE SUBJECT WELL LOCATION.
PLEASE REFER TO THE PLUG AND ABANDON PROCEDURE.

COPY SENT TO OPERATOR
Date: 8-24-04
Initials: CHO

14. I hereby certify that the foregoing is true and correct.
Electronic Submission #34178 verified by the BLM Well Information System For WESTPORT OIL & GAS COMPANY L.P, sent to the Vernal

Name (Printed/Typed) SHEILA UPCHEGO	Title REGULATORY ANALYST
Signature <i>[Signature]</i>	Date 08/05/2004

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____

Accepted by the Utah Division of Oil, Gas and Mining

Office _____ Date: 8/19/04

Federal Approval Of This Action Is Necessary

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

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

RECEIVED
AUG 12 2004
DIV. OF OIL, GAS & MINING

**East Gusher 15-1A
 906' FNL & 507' FEL
 NENE - Section 15 - T6S - R20E
 Uintah County, UT**

KBE:	4982'	API NUMBER:	43-047-31900
GLE:	4970'	LEASE NUMBER:	U-58097
TD:	8000'	UNIT/CA NUMBER:	
PBTD:	7910'	WI:	98.5%
		NRI:	76.8075%

CASING: 12.25" hole
 8.625" 24 # J-55 @ 320'
 Cemented with 220 sx Class G, cement to surface.

7.875" hole
 5.5" 15.5# (33 jts ~1238') & 17# (175 jts ~6563') J-55 @ 7800'
 Cemented with 300 sx. Hi-Lift lead, 130 sx. RFC tail. TOC at 3900' by CBL.

TUBING: 2.875" 6.5# N-80 @ 2007'.
 Note - All rod equipment and tubing anchor were removed on 9/14/2002.

Tubular	Drift inches	Collapse psi	Burst Psi	Capacities		
				Gal./ft.	Cuft/ft.	Bbl./ft.
2.875" 6.5# J-55 tbg.	2.347	7680	7260	.2433	0.03253	0.005794
5.5" 15.5# J-55 csg.	4.825	4040	4810	0.9997	0.1336	0.02380
5.5" 17# J-55 csg.	4.892	4910	5320	0.9764	0.1305	0.02324
Annular Capacities						
2.875" tbg. X 5.5" 15.5# csg.				0.0886	0.0158	0.6636
2.875" tbg. X 5.5" 17# csg.				0.6391	0.0854	0.01521
5.5" csg. X 8.625" 24# csg.				1.4406	0.1926	0.0343
5.5" csg. X 7.875" hole				1.2978	0.1733	0.0309

Casing Assumptions: No casing tally was in the file and the daily report does not specify how the casing was run. It was assumed that the 17# is on the top of the string. With 208 joints of casing installed at 7800', the average length is ~37.5ft./jt.

EXISTING PERFORATION DETAIL:

Formation	Top	Bottom
Green River	7694	
Green River	7696	7697
Green River	7700	7702
Green River	7705	
Green River	7707	7708
Green River	7710	
Green River	7712	7714
Green River	7716	7720
Green River	7723	

Green River	7725	
Green River	7727	
Green River	7730	
Green River	7732	
Green River	7734	
Green River	7736	

GEOLOGIC INFORMATION:

Formation	Depth to top, ft.
Duchesne River	Surface
Uinta	3235'
Green River	4520'

Tech. Pub. #92 Base of USDW's

USDW Elevation	~1500' MSL
USDW Depth	~3482' KBE

EAST GUSHER 15-1A

GENERAL

- CEMENT QUANTITIES BELOW ASSUME NEAT CLASS G, YIELD 1.145 CUFT./SX. IF A DIFFERENT PRODUCT IS USED, WELLSITE PERSONNEL ARE RESPONSIBLE FOR CORRECTING QUANTITIES TO YIELD THE STATED SLURRY VOLUME. WHEN SQUEEZING, INCLUDE 10% EXCESS PER 1000' OF DEPTH.
- BRINE WITH A MINIMUM DENSITY OF AT LEAST 9 PPG MUST BE PLACED BETWEEN ALL PLUGS. 10 PPG IS ASSUMED IN THIS PROCEDURE.
- NOTIFY THE BLM AT 435-781-4400 24 HOURS BEFORE MOVING ON LOCATION.

P&A PROCEDURE

1. MIRU. KILL WELL AS NEEDED. ND WH, NU AND TEST BOPE. POOH WITH TUBING.
2. TIH TO ~7690' WITH BIT AND SCRAPER. USE HOT OILER TO CIRCULATE WELL WITH HOT WATER AND REMOVE ANY PARAFFIN DEPOSITS. TOH.
3. **PLUG #1, GREEN RIVER PERFORATIONS:** SET CIBP AT 7670' AND SPOT 50' (~6 SX. OR ~6.7 CUFT.) CLASS G CEMENT ON TOP. DISPLACE WELL TO ~4500' WITH 10 PPG BRINE.
4. **PLUG #2, GREEN RIVER TOP (4520')**: SET CIBP AT 4620' AND SPOT 200' OF CLASS G CEMENT ON TOP (~24 SX. OR ~26.7 CUFT.). DISPLACE WELL TO ~3200' WITH 10 PPG BRINE.
5. **PLUG #3, UINTA TOP (3235') AND BASE OF USDW's (~3482')**: PERFORATE 3582' WITH 4 SPF, SET CICR AT 3135' AND SQUEEZE A MINIMUM OF 162 SX. OF CLASS G CEMENT BENEATH CICR (~185 CUFT.). DISPLACE WELL TO SURFACE' WITH 10 PPG BRINE.
6. **PLUG #3, SURFACE CASING SHOE:** PERFORATE 320' WITH 4 SPF AND CIRCULATE A MINIMUM OF 90 SX. (~104 CUFT.) CLASS G CEMENT DOWN 5.5" CASING AND UP 5.5" X 8.625" ANNULUS.
7. CUT OFF WELLHEAD AND INSTALL MARKER PER BLM GUIDELINES.
8. RDMO. TURN OVER TO OPERATIONS FOR SURFACE REHAB.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0137
Expires: November 30, 2000

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
UTU-58097

1a. Type of Well Oil Well Gas Dry Other
b. Type of Completion: New Work Over Deepen Plug Back Diff. Resvr.
Other PLUG AND ABANDON

6. If Indian, Allottee or Tribe Name

2. Name of Operator
WESTPORT OIL & GAS COMPANY L.P.

7. Unit or CA Agreement Name and No.

3. Address 1368 SOUTH 1200 EAST VERNAL, UTAH 84078
3a. Phone No. (include area code) (435)-781-7024

8. Lease Name and Well No.
EAST GUSHER 15-1-A

4. Location of Well (Report locations clearly and in accordance with Federal requirements)*
At surface NENE 906'FNL & 507'FEL

9. API Well No.
43-047-31900

At top prod. interval reported below

10. Field and Pool, or Exploratory
WILDCAT

At total depth

11. Sec., T., R., M., or Block and Survey or Area SEC 15-T6S-R20E

14. Date Spudded 09/25/90
15. Date T.D. Reached 10/13/90
16. Date Completed D & A Ready to Prod.
4/12/05 PLUG AND ABAND

12. County or Parish UINTAH
13. State UTAH

17. Elevations (DF, RKB, RT, GL)*
4970'GR

18. Total Depth: MD 7800' TVD
19. Plug Back T.D.: MD 7765' TVD

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
N/A

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

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

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12 1/4"	8 5/8"	24#		320'		220			
7 7/8"	5 1/2"	7# & 15.5#		7800'		430			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Set (MD)
2 7/8"	7668'							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) N/A			N/A			
B)						
C)						
D)						

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) N/A			N/A			

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

Depth Interval	Amount and type of Material
N/A	

RECEIVED

APR 26 2005

DIV. OF OIL, GAS & MINING

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Well Status
			→					

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Well Status
			→					

(See instructions and spaces for additional data on reverse side)

28b. Production - Interval C

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

28c. Production - Interval D

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

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

PLUGGED AND ABANDON ON 4/12/05

30. Summary of Porous Zones (Include Aquifers):

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

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth

32. Additional remarks (include plugging procedure):

SEE ADDITIONAL PAGE FOR MORE INFORMATION. THE SUBJECT WELL LOCATION WAS PLUGGED AND ABANDON ON 4/12/05.

33. Circle enclosed attachments:

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

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

Name (please print) SHEILA UPCHEGO Title REGULATORY ANALYST
 Signature *Sheila Upchego* Date 4/22/2005

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.

WESTPORT OIL & GAS COMPANY

CHRONOLOGICAL HISTORY

EAST GUSHER 15-1A

P & A

- 04/07/05 PROG: MIRU P & A EQUIPMENT, ND WH & NU BOP, SPOT EQUIPMENT, SDFN. AM HOT WL & START P & A.
- 04/08/05 PROG: 7:00 AM, OPEN WL. PU 4-3/4 BIT, RIH W/2-3/8 TBG. TAG @ 7280'. BROKE REV CIRC. START DRL @ 7280'. DRL 20' FELL THROUGH. CIRC WL CLEAN. RIH, TAG @ 7656'. POOH, W/2-3/8 TBG & BIT. PU, 5-1/2 CMT RET. RIH W/2-3/8 TBG. SET RET @ 7644'. STING OUT RET. LD 1 JT 2-3/8. RU PMP TO TBG. NO PRESS TEST ON WL. MIX & PMP 10 SKS CMT. DIS W/28BBLs WTR. POOH W/14JTS 2-3/8. PMP 60 BBLs BRINE, DIS W/15BBLs WTR. POOH W/20 STDS 2-3/8 TBG. EOT @ 5000'. SWI 6:00 PM.
- 04/11/05 PROG: 7:00 AM OPEN WL, POOH W/2-3/8" TBG & BIT. PU 5-1/2 BAKER PACKER. RIH W/2-3/8 TBG TO 4000' SET PAKER TEST DN TBG TO 800# & HELD FOR 20 MINS. SET PAKER, POOH TO 3437', SET PACKER NO TEST, RIH SETTING PACKER & TESTING FOUND LEAK BETWEEN 3500' TO 3624', TEST GOOD BELOW 3624', TEST ABOVE 3500' FOUND SLIGHT BLEED OFF, POOH, LOOK FOR LEAK, FOUND LEAK @ 2312'(COULD NOT PMP INTO, SLIGHT BLEED OFF). POOH W/2-3/8 TBG, LD PACKER, RIH OPEN ENDED 148 JTS, EOT @ 4625', RU CMT EQUIP, PMP 10 BBLs OF SLURRY, 65 SACKS OF CMT, DISPLACED W/16 BBLs OF WATER, POOH W/2-3/8 TBG, W/30 STANDS, SWI 6:30 PM.
- 04/12/05 PROG: TIH/TBG & TAG PLUG @ 4235' OK PER BLM, TOH. TIH/5-1/2 CICR & SET @ 3187'. MIX & PMP 175 SKS, 165 UNDER CICR, SPOT 10 SXS ON TOP, TOH. RU WIRELINE & SHOOT HOLES @ 370'. MIX & PMP 150 SKS DN 5-1/2 & UP SURFACE ANNULAS, SDFN.
- 04/13/05 PROG: DIG OUT & CUT OFF WL HEAD, TOP OFF WL WITH 20 SKS, WELD ON PLATE/LEGAL BACK, FILL AROUND WL HEAD, RDMO. FINAL REPORT.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Serial No.
UTU-58097

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
EAST GUSHER 15-1-A

9. API Well No.
43-047-31900

10. Field and Pool, or Exploratory Area
WILDCAT

11. County or Parish, State
UINTAH, UTAH

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
WESTPORT OIL & GAS COMPANY L.P.

3a. Address
1368 SOUTH 1200 EAST VERNAL, UT 84078

3b. Phone No. (include area code)
(435) 781-7024

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
NENE SECTION 15-T6S-R20E 906'FNL & 507'FEL

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

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

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

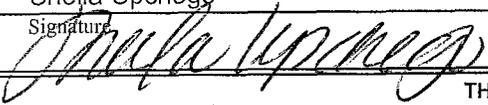
THE SUBJECT WELL LOCATION WAS PLUGGED AND ABANDON ON 4/12/05.

PLEASE REFER TO THE ATTACHED PLUG AND ABANDON CHRONOLOGICAL HISTORY.

RECEIVED
APR 26 2005

DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed) Sheila Upchego	Title Regulatory Analyst
Signature 	Date April 22, 2005

THIS SPACE FOR FEDERAL OR STATE USE

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

Title 18 U.S.C. Section 1001, 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.

WESTPORT OIL & GAS COMPANY

CHRONOLOGICAL HISTORY

EAST GUSHER 15-1A

P & A

- 04/07/05 PROG: MIRU P & A EQUIPMENT, ND WH & NU BOP, SPOT EQUIPMENT, SDFN. AM HOT WL & START P & A.
- 04/08/05 PROG: 7:00 AM, OPEN WL. PU 4-3/4 BIT, RIH W/2-3/8 TBG. TAG @ 7280'. BROKE REV CIRC. START DRL @ 7280'. DRL 20' FELL THROUGH. CIRC WL CLEAN. RIH, TAG @ 7656'. POOH, W/2-3/8 TBG & BIT. PU, 5-1/2 CMT RET. RIH W/2-3/8 TBG. SET RET @ 7644'. STING OUT RET. LD 1 JT 2-3/8. RU PMP TO TBG. NO PRESS TEST ON WL. MIX & PMP 10 SKS CMT. DIS W/28BBLs WTR. POOH W/14JTS 2-3/8. PMP 60 BBLs BRINE, DIS W/15BBLs WTR. POOH W/20 STDS 2-3/8 TBG. EOT @ 5000'. SWI 6:00 PM.
- 04/11/05 PROG: 7:00 AM OPEN WL, POOH W/2-3/8" TBG & BIT. PU 5-1/2 BAKER PACKER. RIH W/2-3/8 TBG TO 4000' SET PAKER TEST DN TBG TO 800# & HELD FOR 20 MINS. SET PAKER, POOH TO 3437', SET PAKER NO TEST, RIH SETTING PAKER & TESTING FOUND LEAK BETWEEN 3500' TO 3624', TEST GOOD BELOW 3624', TEST ABOVE 3500' FOUND SLIGHT BLEED OFF, POOH, LOOK FOR LEAK, FOUND LEAK @ 2312'(COULD NOT PMP INTO, SLIGHT BLEED OFF). POOH W/2-3/8 TBG, LD PAKER, RIH OPEN ENDED 148 JTS, EOT @ 4625', RU CMT EQUIP, PMP 10 BBLs OF SLURRY, 65 SACKS OF CMT, DISPLACED W/16 BBLs OF WATER, POOH W/2-3/8 TBG, W/30 STANDS, SWI 6:30 PM.
- 04/12/05 PROG: TIH/TBG & TAG PLUG @ 4235' OK PER BLM, TOH. TIH/5-1/2 CICR & SET @ 3187'. MIX & PMP 175 SKS, 165 UNDER CICR, SPOT 10 SXS ON TOP, TOH. RU WIRELINE & SHOOT HOLES @ 370'. MIX & PMP 150 SKS DN 5-1/2 & UP SURFACE ANNULAS, SDFN.
- 04/13/05 PROG: DIG OUT & CUT OFF WL HEAD, TOP OFF WL WITH 20 SKS, WELD ON PLATE/LEGAL BACK, FILL AROUND WL HEAD, RDMO. FINAL REPORT.

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:

1/6/2006

FROM: (Old Operator): N2115-Westport Oil & Gas Co., LP 1368 South 1200 East Vernal, UT 84078 Phone: 1-(435) 781-7024	TO: (New Operator): N2995-Kerr-McGee Oil & Gas Onshore, LP 1368 South 1200 East Vernal, UT 84078 Phone: 1-(435) 781-7024
---	--

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
-----------	-----	-----	-----	--------	-----------	------------	-----------	-------------

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: 5/10/2006
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 5/10/2006
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 3/7/2006
- 4a. Is the new operator registered in the State of Utah: YES Business Number: 1355743-0181
- 4b. If **NO**, the operator was contacted on: _____
- 5a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
- 6. 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 3/27/2006 BIA not yet
- 7. Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 3/27/2006
- 8. Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- 9. 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: _____

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 5/15/2006
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 5/15/2006
- Bond information entered in RBDMS on: 5/15/2006
- Fee/State wells attached to bond in RBDMS on: 5/16/2006
- Injection Projects to new operator in RBDMS on: _____
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a Name Change Only

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: CO1203
- Indian well(s) covered by Bond Number: RLB0005239
- (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RLB0005236
- a. The **FORMER** operator has requested a release of liability from their bond on: n/a rider added KMG
The Division sent response by letter on: _____

LEASE INTEREST OWNER NOTIFICATION:

- (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: 5/16/2006

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Serial No.
MULTIPLE LEASES
6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE - Other instructions on reverse side

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

1. Type of Well
 Oil Well Gas Well Other

MUTIPLE WELLS
9. API Well No.

2. Name of Operator
KERR-McGEE OIL & GAS ONSHORE LP

3a. Address **1368 SOUTH 1200 EAST VERNAL, UT 84078**
3b. Phone No. (include area code) **(435) 781-7024**

10. Field and Pool, or Exploratory Area

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

11. County or Parish, State
UINTAH COUNTY, UTAH

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

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

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

PLEASE BE ADVISED THAT KERR-McGEE OIL & GAS ONSHORE LP, IS CONSIDERED TO BE THE OPERATOR OF THE ATTACHED WELL LOCATIONS. EFFECTIVE JANUARY 6, 2006.
KERR-McGEE OIL & GAS ONSHORE LP, IS RESPONSIBLE UNDER TERMS AND CONDITIONS OF THE LEASE(S) FOR THE OPERATIONS CONDUCTED UPON LEASE LANDS. BOND COVERAGE IS PROVIDED BY STATE OF UTAH NATIONWIDE BOND NO. RLB0005237.

RECEIVED

MAY 10 2006

DIV. OF OIL, GAS & MINING

BLM BOND = C01203
BIA BOND = RLB0005239

APPROVED 5116106

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

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed) **RANDY BAYNE**
Signature *Randy Bayne*
Title **DRILLING MANAGER**
Date **May 9, 2006**

THIS SPACE FOR FEDERAL OR STATE USE

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

FORM APPROVED
OMB No. 1004-0135
Expires November 30, 2000

5. Lease Serial No.
MULTIPLE LEASES

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
MUTIPLE WELLS

9. API Well No.

10. Field and Pool, or Exploratory Area

11. County or Parish, State
UINTAH COUNTY, UTAH

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
WESTPORT OIL & GAS COMPANY L.P.

3a. Address
1368 SOUTH 1200 EAST VERNAL, UT 84078

3b. Phone No. (include area code)
(435) 781-7024

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

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

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

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

EFFECTIVE JANUARY 6, 2006, WESTPORT OIL & GAS COMPANY L.P., HAS RELINQUISHED THE OPERATORSHIP OF THE ATTACHED WELL LOCATIONS TO KERR-McGEE OIL & GAS ONSHORE LP.

APPROVED 5/16/06
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

RECEIVED
MAY 10 2006

DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed) BRAD LANEY	Title ENGINEERING SPECIALIST
Signature	Date May 9, 2006

THIS SPACE FOR FEDERAL OR STATE USE

Approved by <i>Brad Laney</i>	Title	Date 5-9-06
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, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.



United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Colorado State Office
2850 Youngfield Street
Lakewood, Colorado 80215-7076

IN REPLY REFER TO:

CO922 (MM)
3106
COC017387 et. al.

March 23, 2006

NOTICE

Kerr-McGee Oil & Gas Onshore L.P. :
1999 Broadway, Suite 3700 : Oil & Gas
Denver, CO 80202 :

Merger/Name Change - Recognized

On February 28, 2006 this office received acceptable evidence of the following mergers and name conversion:

Kerr-McGee Oil & Gas Onshore L.P., a Delaware Limited Partnership, and Kerr-McGee Oil & Gas Onshore LLC, a Delaware Limited Partnership merger with and into Westport Oil and Gas Company L.P., a Delaware Limited Partnership, and subsequent Westport Oil & Gas Company L.P. name conversion to Kerr-McGee Oil & Gas Onshore L.P.

For our purposes the merger and name conversion was effective January 4, 2006, the date the Secretary of State of Delaware authenticated the mergers and name conversion.

Kerr-McGee Oil & Gas Onshore L.P. provided a list of oil and gas leases held by the merging parties with the request that the Bureau of Land Management change all their lease records from the named entities to the new entity, Kerr-McGee Oil & Gas Onshore L.P. In response to this request each state is asked to retrieve their own list of leases in the names of these entities from the Bureau of Land Management's (BLM) automated LR2000 data base.

The oil and gas lease files identified on the list provided by Kerr-McGee Oil & Gas Onshore L.P. have been updated as to the merger and name conversion. We have not abstracted the lease files to determine if the entities affected by the acceptance of these documents holds an interest in the lease, nor have we attempt to identify leases where the entity is the operator on the ground that maintains vested record title or operating rights interests. If additional documentation, for change of operator, is required you will be contacted directly by the appropriate Field Office. The Mineral Management Services (MMS) and other applicable BLM offices were notified of the merger with a copy of this notice

Please contact this office if you identify additional leases where the merging party maintains an interest, under our jurisdiction, and we will document the case files with a copy of this notice. If the leases are under the jurisdiction of another State Office that information will be forwarded to them for their action.

Three riders accompanied the merger/name conversion documents which will add Kerr-McGee Oil and Gas Onshore LLC as a principal to the 3 Kerr-McGee bonds maintained by the Wyoming State Office. These riders will be forward to them for their acceptance.

The Nationwide Oil & Gas Continental Casualty Company Bond #158626364 (BLM Bond #CO1203), maintained by the Colorado State Office, will remain in full force and effect until an assumption rider is accepted by the Wyoming State Office that conditions their Nationwide Safeco bond to accept all outstanding liability on the oil and gas leases attached to the Colorado bond.

If you have questions about this action you may call me at 303.239.3768.

/s/Martha L. Maxwell
Martha L. Maxwell
Land Law Examiner
Fluid Minerals Adjudication

Attachment:

List of OG Leases to each of the following offices:

MMS MRM, MS 357B-1

WY, UT, NM/OK/TX, MT/ND, WY State Offices

CO Field Offices

Wyoming State Office

Rider #1 to Bond WY2357

Rider #2 to Bond WY1865

Rider #3 to Bond WY1127



United States Department of the Interior



BUREAU OF LAND MANAGEMENT
Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155
<http://www.blm.gov>

IN REPLY REFER TO:
3106
(UT-922)

March 27, 2006

Memorandum

To: Vernal Field Office

From: Chief, Branch of Fluid Minerals

Subject: Merger Approval

Attached is an approved copy of the merger recognized by the Bureau of Land Management, Colorado State Office. We have updated our records to reflect the merger from Westport Oil and Gas Company L.P. into Kerr-McGee Onshore Oil and Gas Company. The merger was approved effective January 4, 2006.

Chief, Branch of
Fluid Minerals

Enclosure

Approval letter from BLM COSO (2 pp)

cc: MMS, Reference Data Branch, James Sykes, PO Box 25165, Denver CO 80225
State of Utah, DOGM, Attn: Earlene Russell, PO Box 145801, SLC UT 84114
Teresa Thompson
Joe Incardine
Connie Seare
Dave Mascarenas
Susan Bauman

RECEIVED

MAR 28 2006

U.S. DEPT. OF THE INTERIOR