

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

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

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

b. TYPE OF WELL
 OIL WELL GAS WELL OTHER SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR
 Chandler & Associates, Inc.

3. ADDRESS AND TELEPHONE NO.
 475 Seventeenth St., Suite 1000 Denver, CO 80202 303-295-0400

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface: 2500' FNL 300' FEL
 At proposed prod. zone

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 See Topo Map "A" (attached)

10. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 300'

16. NO. OF ACRES IN LEASE 360

17. NO. OF ACRES ASSIGNED TO THIS WELL 40

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. 500'

19. PROPOSED DEPTH 5225'

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 4800 GR

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

5. LEASE DESIGNATION AND SERIAL NO.
 UT-8695-018-00 65404

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
 Ute Indian Tribe

7. UNIT AGREEMENT NAME
 Glen Bench

8. FARM OR LEASE NAME, WELL NO.
 Glen Bench

9. API WELL NO.
 #8-19

10. FIELD AND POOL, OR WILDCAT
 Glen Bench

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Sec. 19, T8S, R22E

12. COUNTY OR PARISH Uintah

13. STATE Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

| SIZE OF HOLE | GRADE SIZE OF CASING | WEIGHT PER FOOT | SETTING DEPTH | QUANTITY OF CEMENT |
|--------------|----------------------|-----------------|---------------|------------------------------|
| 12 1/2" | 8 5/8" | 24# | 300' | (See attached drilling plan) |
| 7 7/8" | 5 1/2" | 15.5# | 5225' | (See attached drilling plan) |

RECEIVED
OCT - 5 1995

- M.I.R.U.
- Drill to T.D. 5225'
- Run 5 1/2" casing if commercial production is indicated.
- If dry hole, well will be plugged and abandoned as instructed by the B.L.M.
- Well will be drilled with fresh water to 5000', then Chem Gel Mud to T.D. Mud will be in place to run 5 1/2" casing.

I hereby certify that I am responsible by the terms and conditions of the Lease to conduct Lease Operations. Bond Coverage pursuant to 43 CFR 3104 for Lease Activities is being provided by Chander & Associates, Inc, in the form of an irrevocable Letter of Credit issued by Colorado National Bank.

UT969

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, 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 Robert L. Kay TITLE Agent for Chandler DATE 10-5-95
 (This space for Federal or State office use) 43-047-32476

PERMIT NO. NOTICE OF APPROVAL APPROVAL DATE NOV 6 1995

Application approval does not warrant or certify that the applicant holds legal title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

CONDITIONS OF APPROVAL, IF ANY: **CONDITIONS OF APPROVAL ATTACHED**

APPROVED BY [Signature] TITLE ASSISTANT DISTRICT MANAGER MINERALS DATE NOV 6 1995

*See Instructions On Reverse Side

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.

Div OG+M

UT989-6403

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Chandler & Associates, Inc.

Well Name & Number: Glen Bench 8-19

API Number: 43-047- 32476

Lease Number: U-65404

Location: SENE, LOT 12 Sec. 19 T. 8S R. 22E

NOTIFICATION REQUIREMENTS

- Location Construction - at least forty-eight (48) hours prior to construction of location and access roads.
- Location Completion - prior to moving on the drilling rig.
- Spud Notice - at least twenty-four (24) hours prior to spudding the well.
- Casing String and Cementing - at least twenty-four (24) hours prior to running casing and cementing all casing strings.
- BOP and Related Equipment Tests - at least twenty-four (24) hours prior to initiating pressure tests.
- First Production Notice - within five (5) business days after new well begins, or production resumes after well has been off production for more than ninety (90) days.

For more specific details on notification requirements, please check the Conditions of Approval for Notice to Drill and Surface Use Program.

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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., for a 2M system and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to a BLM representative upon request.

If an air compressor is on location and is being utilized to provide air for the drilling medium while drilling, the special drilling requirements in Onshore Oil and Gas Order No. 2, regarding air or gas drilling shall be adhered to. If a mist system is being utilized then the requirement for a deduster shall be waived.

The Vernal District Office shall be notified, at least 24 hours prior to initiating the pressure tests, 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.

If conductor pipe is set it will be cemented to surface. If drive pipe is used it will be pulled prior to cementing surface casing.

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by having a cement top for the production casing at least 2000 ft. above the base of the Usable Water Zone, identified at ± 1665 ft. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

Hazardous substances specifically listed by the EPA as a hazardous waste or demonstrating a characteristic of a hazardous waste will not be used in drilling, testing, or completion operations.

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 AO. 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 AO.

A cement bond log (CBL) will be run from the production casing shoe to ± 1466 ft. and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

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

The Vernal District Office shall be notified, during regular work hours (7:45 a.m.-4:30 p.m., Monday through Friday except holidays), at least 24 hours **prior** to spudding the well.

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 AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

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.

Should the well be successfully completed for production, the AO 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.

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 3162.7-5 (b.9. d.), and shall be submitted to the appropriate District Office within sixty (60) 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 3162.7-5 (b. 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.

7. Other Information

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

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

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 following initial installation 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."

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:

Ed Forsman (801) 781-7077
Petroleum Engineer

Wayne P. Bankert (801) 789-4170
Petroleum Engineer

BLM FAX Machine (801) 781-4410

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

While the following wastes are nonexempt, they are not necessarily hazardous.

- Unused fracturing fluids or acids
- Gas plant cooling tower cleaning wastes
- Painting wastes
- Oil and gas service company wastes, such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids
- Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt waste
- Refinery wastes
- Liquid and solid wastes generated by crude oil and tank bottom reclaimers
- Used equipment lubrication oils
- Waste compressor oil, filters, and blowdown
- Used hydraulic fluids
- Waste solvents
- Waste in transportation pipeline-related pits
- Caustic or acid cleaners
- Boiler cleaning wastes
- Boiler refractory bricks
- Incinerator ash
- Laboratory wastes
- Sanitary wastes
- Pesticide wastes
- Radioactive tracer wastes
- Drums, insulation and miscellaneous solids.

SURFACE USE PLAN OF OPERATION
Conditions of Approval (COA's)

Environmental Analysis-6, MITIGATION STIPULATIONS Strict conformance to Site Specific Environmental Analysis, attached hereto is required.

Upon completion of construction, please submit an Affidavit of Completion with accompanying Certification so that BIA may record all pertinent documents at their Southwest Title Plant in Albuquerque, New Mexico.

If you have any questions regarding said right-of-way, you may contact Mr. Norman Cambridge, Acting Realty Officer at (801) 722-2406, Ext. 42.

The area will have a closed production system. Produced water will be stored in closed tanks until it is either injected into injection wells, or hauled to approved disposal pits. Reserve pits containing well cuttings, clays and additives for drilling are not considered hazardous. They will be buried at the well site.

The excess fluids left in the reserve pit after the well is drilled will be hauled to approved disposal pits.

6.0 MITIGATION STIPULATIONS

VEGETATION/LANDSCAPE

Before the site is abandoned the company will be required to restore the well pad and access road to near their original state. The disturbed area will be reseeded with desirable perennial vegetation.

Although the road rights-of-way will be 30 feet wide, the graded area of the road will be limited in most places to 21 feet between the top of the cut and toe of the fill. Where deep cuts are required for road construction, or where intersections or sharp curves occur the road may be constructed wider than 21 feet so that large pieces of equipment will have enough room to make turns.

Noxious weeds will be controlled on well sites and rights-of-way. If noxious weeds spread from the well sites or rights-of-way onto adjoining land, the company will be responsible for their control.

SOILS/RANGE/WATERSHEDS/T&E SPECIES

Soil erosion will be mitigated by reseeded all disturbed areas.

Approximately 17 rods of fence will be constructed around the reserve pit until it is back filled.

Salt and pollution loading of the soil and geological formations will be mitigated by requiring the oil company to :

Line reserve pits with impervious synthetic liners.

Use a metal or fiberglass tank in the place of an emergency pit for the production system.

Production water, oil, and other by-products will not be applied to roads or well pads for the control of dust or weeds. Indiscriminate dumping of oil field by-products on tribal lands will not be allowed.

A low water crossing will be constructed in the existing access road near the northeast corner of the location. An additional low water crossing will be constructed in the main access road south of the location.

The existing access road will be built up from the southeast corner of the location to the low water crossing near the northeast corner of the location. The bar ditch on the north and east side of the road will also be enlarged through the same section to carry the excess water away from the wellsite.

A berm will be constructed around the north and east sides of the wellsite.

No drilling will occur for the periods of February 1 to March 30, and July 1 to September 30.

Within 30 days after the well is completed, the wellsite will be restored to the natural ground elevation and gravel will be placed over the area needed for production.

WILDLIFE/VEGETATION/THREATENED & ENDANGERED SPECIES

No Threatened & Endangered species have been identified associated with this project. Therefore, no stipulations have been developed for their protection.

CULTURAL RESOURCES

The well site, and access roads, have had cultural resource surveys completed by a qualified archaeologist. They have also been cleared through the Phoenix Area Archaeologist as required by Sec. 106 of the Historical and Preservation Act.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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 DRILL DEEPEN

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2. NAME OF OPERATOR
 Chandler & Associates, Inc.

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 475 Seventeenth St., Suite 1000 Denver, CO 80202 303-295-0400

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 UT-8695-018-00

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8. FARM OR LEASE NAME, WELL NO.
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9. AM WELL NO.
 #8-19

10. FIELD AND POOL, OR WILDCAT
 Glen Bench *Woods Hole Valley*

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Sec. 19, T8S, R22E

12. COUNTY OR PARISH
 Uintah

13. STATE
 Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

| SIZE OF HOLE | GRADE SIZE OF CASING | WEIGHT PER FOOT | SETTING DEPTH | QUANTITY OF CEMENT |
|--------------|----------------------|-----------------|---------------|------------------------------|
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2. Drill to T.D. 5225'
3. Run 5 1/2" casing if commercial production is indicated.
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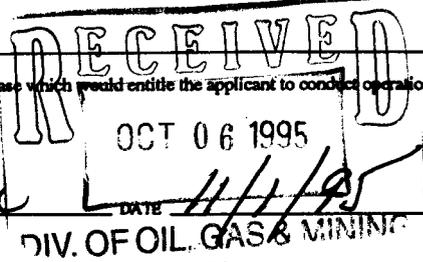
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24. SIGNED Robert L. Kay TITLE Agent for Chandler DATE 10-5-95
 Robert L. Kay

(This space for Federal or State office use)
 PERMIT NO. 43-047-32476 APPROVAL DATE _____

Application approval 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.
 CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY [Signature] TITLE Petroleum Engineer DATE 11/1/95

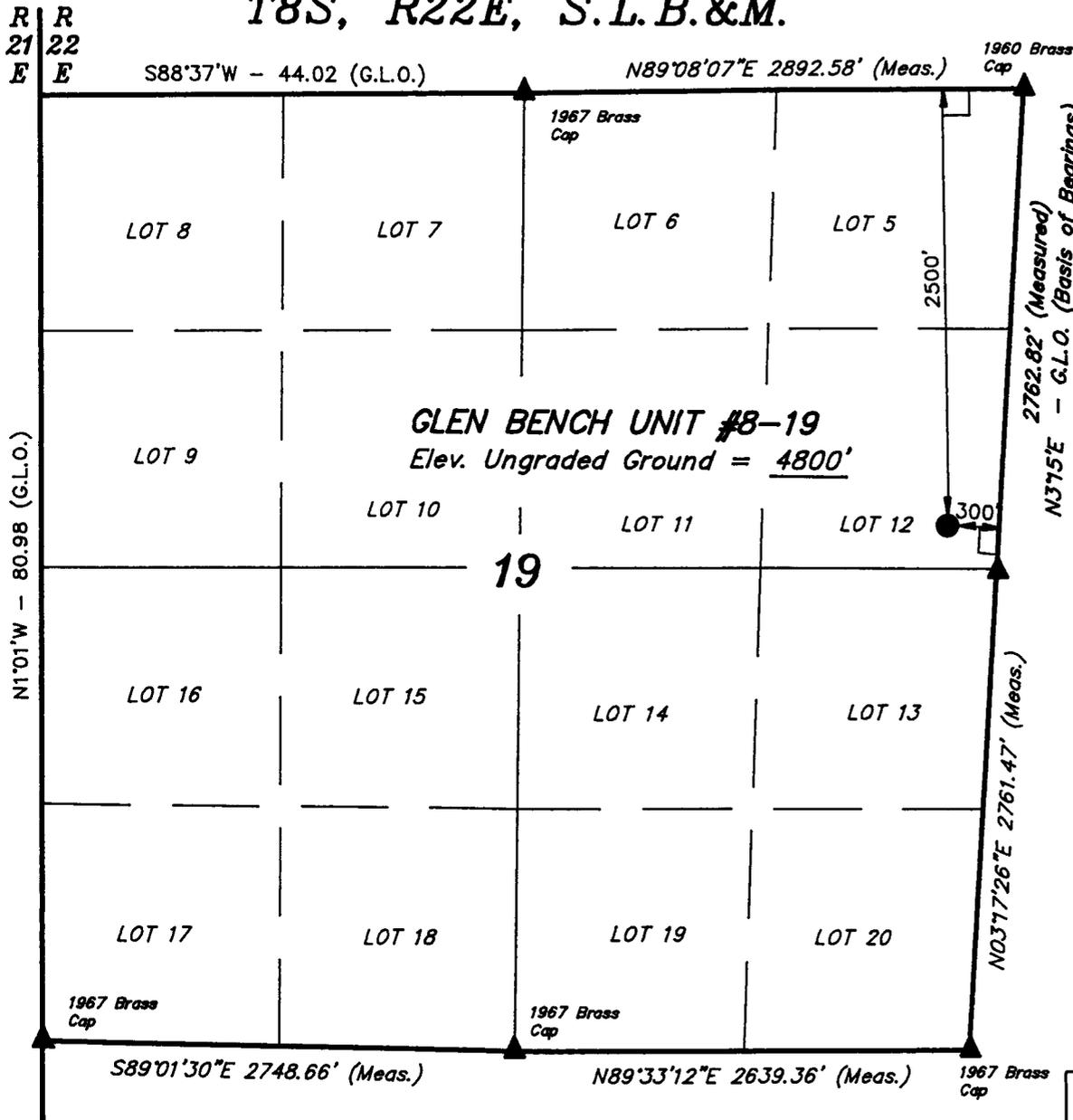


*See Instructions On Reverse Side

T8S, R22E, S.L.B.&M.

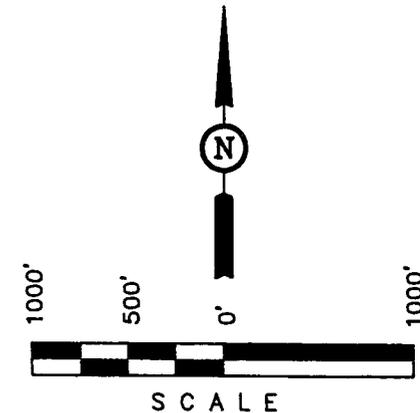
CHANDLER & ASSOCIATES, INC.

Well location, GLEN BENCH UNIT #8-19, located as shown in LOT 12 of Section 19, T8S, R22E, S.L.B.&M. Uintah County, Utah.



BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHWEST CORNER OF SECTION 19, T8S, R22E, S.L.B.&M. TAKEN FROM THE RED WASH 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 4756 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. 181319
 STATE OF UTAH

| | | |
|--|-------------------------------------|------------------------|
| UINTAH ENGINEERING & LAND SURVEYING | | |
| 85 SOUTH 200 EAST - VERNAL, UTAH 84078 | | |
| (801) 789-1017 | | |
| SCALE 1" = 1000' | DATE SURVEYED: 9-13-95 | DATE DRAWN: 9-15-95 |
| PARTY D.A. C.G. D.J.S. | REFERENCES G.L.O. PLAT | |
| WEATHER HOT | FILE CHANDLER & ASSOCIATES, INC. | |

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED.

**CHANDLER & ASSOCIATES, INC.
DRILLING PLAN FOR THE
GLEN BENCH UNIT #8-19**

I. DRILLING PLAN:

1. Geological Surface Formation: Uintah

2. Estimated Tops:

| <u>Name</u> | <u>Top</u> | <u>Prod. Phase Anticipated</u> |
|---------------|------------|--------------------------------|
| Green River | 2030' | |
| Glen Bench Ss | 4850' | Oil |
| Wasatch | 5180' | |

3. CASING PROGRAM:

| | <u>Depth</u> | <u>Hole Size</u> | <u>Csg. Size</u> | <u>Type</u> | <u>Weight</u> |
|---------|--------------|------------------|------------------|-------------|----------------|
| Surface | 300' | 12-1/4" | 8-5/8" | K-55 | 24#/ft (new) |
| Prod. | 5225' | 7-7/8" | 5-1/2" | K-55 | 15.5#/ft (new) |

4. Operator's Specification for Pressure Control Equipment:

- A. 2,000 psi W.P. Double Gate BOP or Single Gate BOP (Schematic attached).
- B. Functional test daily.
- C. All casing strings shall be pressure-tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. All ram-type preventers and related control equipment shall be tested at the rated working pressure of the stack assembly or at 70 percent of the minimum internal yield pressure of the casing, whichever is less. Tests shall be done at the time of installation, prior to drilling out, and weekly. All tests shall be for a period of 15 minutes.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

5. Auxiliary Equipment:

- A. Kelly Cock - yes.
- B. Float at the bit - no.
- C. Monitoring equipment on the mud system - visually.
- D. Full opening safety valve on rig floor - yes.
- E. Rotating head - no.
- F. The blooie line shall be a least 6" in diameter and extend at least 100' from the wellbore into the reserve/blooie pit.
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500').
- H. Compressor shall be tied directly to the blooie line through a manifold.
- I. A mistor with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.

6. Proposed Circulating Medium:

| <u>Depth</u> | <u>Mud Type</u> | <u>Density (lb./gal)</u> | <u>Viscosity</u> | <u>Water Loss</u> |
|--------------|-----------------|------------------------------|------------------|-------------------|
| 0'-5000' | Fresh Water | 8.4 | 30 | No Control |
| 5000-TD | Chem Gel | 8.8 | 30-35 | 10 cc or less |

7. Testing, Logging, and Coring Program:

- A. Cores - None anticipated.
- B. DST - none anticipated.
- C. Logging - DIL-GR (TD to base of surface casing).
CNL/Litho Density (TD to base of surface casing).

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- D. Formation and Completion Interval: Green River interval, final determination of completion will be made by analysis of logs.
Stimulation - Stimulation will be designed for the particular area of interest as encountered.
- E. Frac gradient - approximately .80 psi/ft.

8. Cementing Program:

| <u>Casing</u> | <u>Volume</u> | <u>Type & Additives</u> |
|---------------|---------------|--|
| Surface | 265 sx | Class "G" w/2% CaCl ₂ 1/4#/sk cello seal (based on 100% access) |
| Production | 760 sx* | 460 sx Super "G" followed by 300 sx Class "G". |

Cement Characteristics:

Class "G" - yeild = 1.18 cu.ft. per. sack
weight = 15.8 lb./gal
strength = 3200 psi in 72 hrs @ 135 degrees

Super "G" - yeild = 2.76 cu.ft. Per. Sack
weight = 11.08 lb./gal.
Strength = 630 psi in 72 hrs @135 degrees

* Final cement volumes to be calculated from caliper log with an attempt to be made to circulate cement to the surface. A bond log will be run across the zone of interest and across zones as required by the authorized officer to insure protection of natural resources.

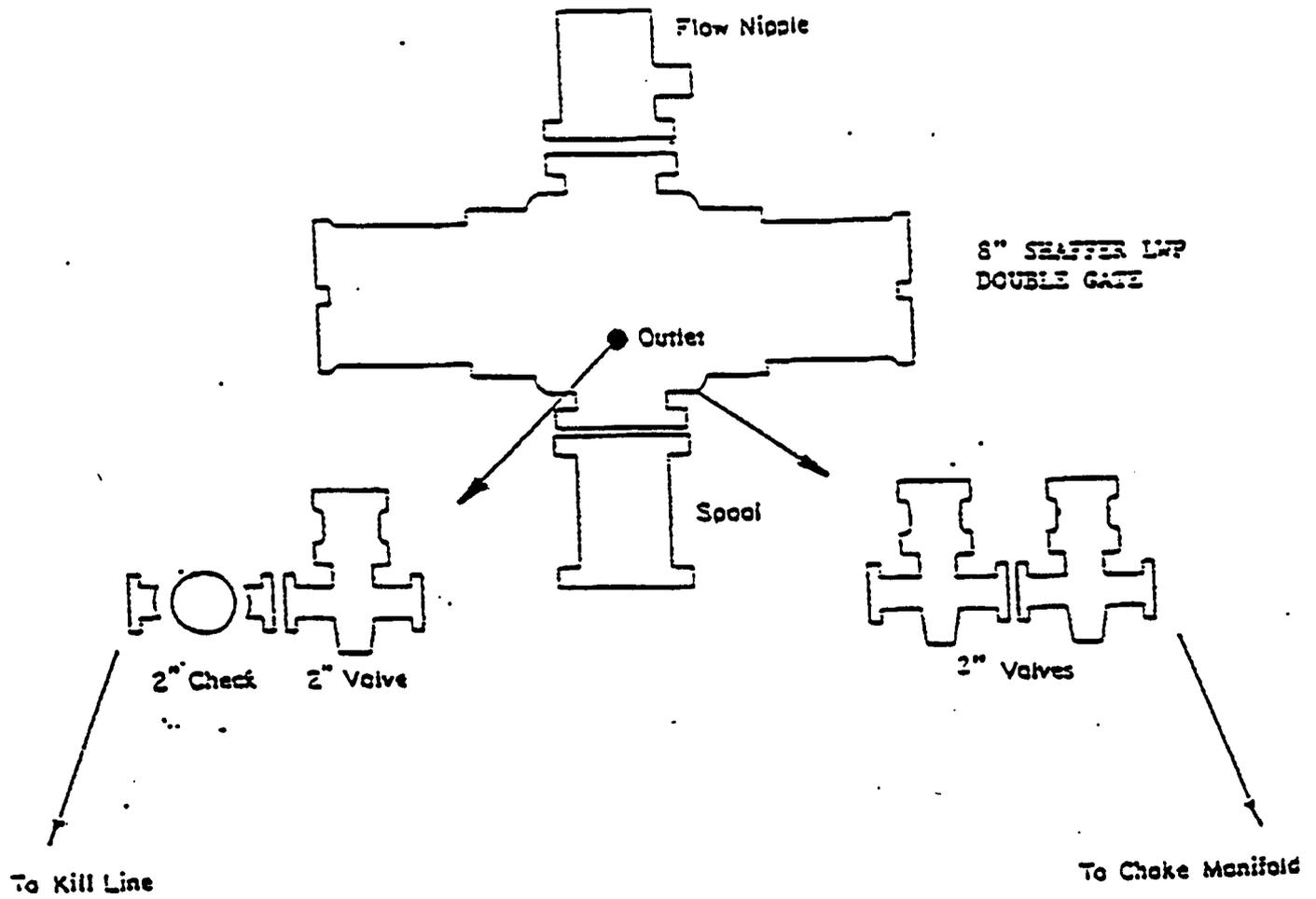
Chandler & Associates, Inc.
Glen Bench Unit #8-19

9. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards:

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 1,600 psi (calculated at 0.306 psi/ft) and maximum anticipated surface pressure equals approximately 450 psi (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/ft).

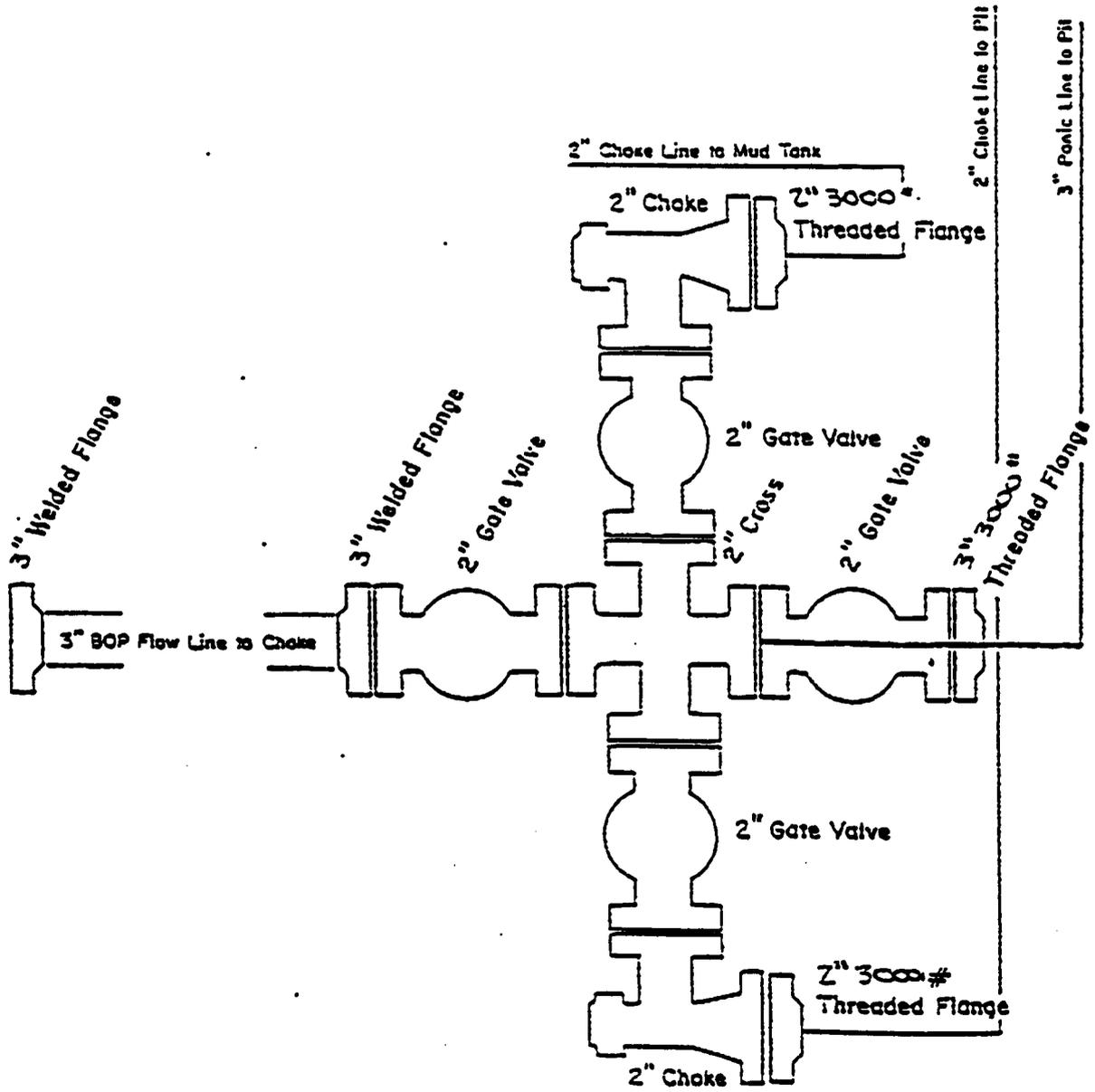
CHANDLER DRILLING

RIG NO.7



CHANDLER DRILLING

RIG NO.7



**II. SURFACE USE PLAN
CHANDLER & ASSOCIATES, INC.
GLEN BENCH UNIT #8-19**

1. Existing Road:

- A. Topo Map "A" is the vicinity map, showing the access routes from Vernal, Utah.
- B. Topo Map "B" shows the proposed access road to each individual well. It also shows existing roads in the immediate area.
- C. The existing road to the #1-19-2C well location shall have some minor improvements made between the beginning of the proposed access and the existing well pad and are listed as follows:
 - I. Remove culvert at edge of existing well pad and install a Low Water Crossing in its place.
 - II. Existing road shall be built up to control run-off.
- D. Occasional maintenance blading and storm repairs will keep roads in good condition.
- E. There shall be no mud blading on the access road. Vehicles may be towed through the mud provided they stay on the roadway.

2. Planned Access Roads:

The proposed access road, will be crowned, ditched, and dipped.

- A. Maximum grade will be 8% or less, unless otherwise stated.
- B. No turnouts will be required.
- C. Road surface material will be that native to the area.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- E. No cattle guard will be required.
- F. The proposed access road was flagged at the time the location was staked.
- G. The area authorized officer will be contacted at least 24 hours prior to commencing construction of the access road and well pad.
- H. The back slopes of the proposed access roads will be no steeper than vertical or 1/4:1 in rock; and 2:1, elsewhere.

The operator or his contractor will notify the B.L.M. office at least 48 hours prior to commencement of any work on these locations, roadways, or pipelines.

3. Location of Existing Wells:

See Topo Map "C"

4. Location of Existing and/or Proposed Facilities:

- A. All Petroleum Production Facilities are to be contained within the proposed location sites.
- B. In the event that production of these wells is established, the following will be shown:
 - 1. Proposed location and attendant lines, by flagging, if off well pad.
 - 2. Dimensions of facilities.
 - 3. Construction methods and materials.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- C. The area used to contain the proposed production facilities will be built using native materials. If these materials are not acceptable, then other arrangements will be made to acquire them from private sources. These facilities will be constructed using bulldozers, graders, and workman crews to construct and place the proposed facilities.
- D. All permanent facilities placed on the locations shall be painted a non-reflective color which will blend with the natural environment.
- E. A dike shall be constructed around the tank battery, of sufficient capacity to adequately contain at least 110 percent of the storage capacity of the largest tank within the dike.
- F. All buried pipelines shall be covered to a depth of 3 feet except at road crossings where they shall be covered to a depth of 4 feet.
- G. Construction width of the right-of way/pipeline route shall be restricted to 30 feet of disturbance.
- H. Pipeline location warning signs shall be installed within 90 days upon completion of construction.

5. Location and Type of Water Supply:

Any water to be used for the drilling of this well will be obtained from an existing Chandler & Associates source well WRU #31-4 WSW located in Section 31, T8S, R22E, S.L.B.&M. and transported by truck along the access roads which are shown on the attached topo maps.

No water wells are to be drilled.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

6. Source of Construction Materials:

- A. No construction materials are needed for drilling operations. In the event of production, the small amount of gravel needed for facilities will be hauled in by truck from a local gravel pit over existing access roads from the area. No special access other than for drilling operations and pipeline construction is needed.
- B. All access roads crossing Ute Tribal Land are described under item #2 and shown on Map #B. All disturbance for this well location is located on Ute Tribal Lands and a Right-of-way has been applied for.

All Construction material for these location sites and access roads shall be borrow material accumulated during the construction of the location sites and access roads. No additional construction material from other sources is anticipated at this time, but if it is required, the appropriate actions will be taken to acquire it from private sources.

- C. All well pad surface disturbance area is on Ute Tribal Lands.

7. Methods for Handling Waste Disposal:

- A. Drill cuttings will be buried in the reserve pit when covered.
- B. Drilling fluids will be contained in the reserve pit.
- C. Any hydrocarbon liquids produced while production testing will be contained in a test tank. Any unavoidable spills of oil or other adverse substances or materials will be removed immediately during drilling progress or during completion operations.
- D. Portable chemical toilets will be provided and serviced by a local commercial sanitary service.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- E. Garbage and trash will be collected in a trash cage and its contents hauled to a sanitary landfill.

All wastes caused by the construction activities shall be promptly removed and disposed of in a sanitary landfill or as directed by the authorized officer.

- F. Prior to commencement of drilling, the reserve pit will be fenced on three sides using 39-inch net wire with at least one (1) strand of barbed wire. All wire is to be stretched before attaching to corner posts. When drilling activities are completed it will be fenced on the fourth side and allowed to dry (if liquids are present). After drying, the fences will be removed and the pit shall be buried. Reclamation will be undertaken no later than the fall of the year after all drilling activity has ceased.

8. Ancillary Facilities:

No air strips, camps, or other living facilities will be built off the location. Housing and office trailers will be on the location as seen on the location layout.

9. Well Site Layout:

- A. See attached cutsheet.
- B. The areas authorized officer will be contacted at least 24 hours prior to commencing construction of the access road and well pad.
- C. The authorized officer will determine after the location is constructed whether the pit is to be lined, and if so, the type of material to be used.
- D. Topsoil shall be stripped to a depth of 12 inches and stockpiled as shown on the location layout plat. (Windrow around northwest side of pad to obtain a dike situation).
- E. The back slopes of the locations will be no steeper than vertical or 1/4:1 in rock, and 2:1 elsewhere.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- F. The upper edges of all cut banks on the access roads and well pads will be rounded.
- G. Catchment ponds to be placed as required to intercept drainage re-routes.

10. Plans for Restoration:

- A. Immediately upon completion, the location and surrounding area will be cleared of all debris, materials, trash and junk not required for production.
- B. Before any dirt work to restore the location takes place, the reserve pit must be completely dry. The reserve pit will be reclaimed within 90 days from the date of well completion.
- C. The area officer shall be notified at least 48 hours prior to commencing reclamation work.
- D. All disturbed areas will be seeded with the a mixture which is found suitable by the B.L.M.
- E. The seed bed will be prepared by disking, following the natural contour. Drill seed on contour at a depth no greater than ½ inch. In areas that cannot be drilled, the seed will be broadcast at double the seeding rate and harrowed into soil. Certified seed is recommended.
- F. Fall seeding will be completed after September, and prior to prolonged ground frost.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- G. If the well is a producer, access roads will be upgraded and maintained as necessary to prevent soil erosion, and accommodate year round traffic. Areas unnecessary to operations will be reshaped, topsoil distributed, and seed distributed according to the above mixtures. Perennial vegetation must be established. Additional work shall be required in case of seeding failures, etc.
- H. If the well is abandoned or is a dry hole, the access road and location will be restored to approximate the original contours. During reclamation of the site the fill material will be pushed into cuts and up over the backslope. No depressions will be left that would trap water or form ponds. Topsoil will be distributed evenly over the location and seeded according to the above mixture. The access road and the location shall be ripped or disked prior to seeding. Perennial vegetation must be established. Additional work shall be required in case of seeding failures, etc.
- I. Annual or noxious weeds shall be controlled on all disturbed areas. Method of control shall be by an approved mechanical method or an Environmental Protection Agency (EPA) registered herbicide. All herbicide application proposals must be approved. Application of herbicides must be under direct field supervision of an EPA certified pesticide applicator.

11. Other Information:

- A. The area is used by man for the primary purpose of grazing domestic livestock.

All activity shall cease when soils or road surfaces become saturated to a depth of three inches, unless otherwise approved by the Authorized Officer.

If any fossils are discovered during construction, the operator shall cease construction immediately and notify the Authorized Officer so as to determine the significance of the discovery.

- B. A Class III cultural resource inventory shall be completed prior to disturbance by a qualified professional Archaeologist.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

- C. The B.L.M. considers the development of groundwater resources to be necessary and frequently indispensable to effective land management. Therefore, any groundwater intercepted by the party conducting mineral exploration shall be reported to the authorized officer immediately including approximate quantities and a sample in a sealed quart container. The B.L.M. shall have the first opportunity to file State water rights for the intercepted groundwater. The undersigned may file for water rights only with a written waiver from the State.
- D. 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 officer (AO). Within five working days the 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.

Chandler & Associates, Inc.
Glen Bench Unit #8-19

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or 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 the required mitigation has been completed, an operator will then be allowed to resume construction.

- E. Less than 10,000 pounds of any chemical(s) from EPA's Consolidated list of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986, and less than threshold planning quantity (TPQ) of any extremely hazardous substances(s), as defined in 40 CFR, would be used, produced, transported, stored, disposed, or associated with the proposed action.

12. Lessee's or Operator's Representative:

Mr. Don Johnson
Manager Operations/Production
Chandler & Associates, Inc.
475 Seventeenth Street
Suite 1000
Denver, Colorado 80202
Telephone #(303)295-0400

Chandler & Associates, Inc.
Glen Bench Unit #8-19

13. Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite(s) and access route(s); that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and, that the work associated with the operations proposed herein will be performed by **Chandler & Associates, Inc.**, and its contractors and subcontractors in conformity with the plan and the terms and conditions under which it is approved.

This statement is subject to the provision of 18 U.S.C. 1001 for the filing of a false statement.

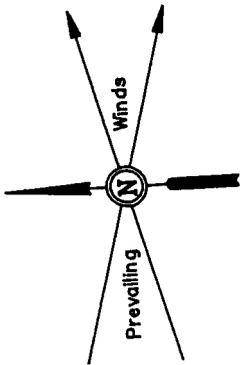
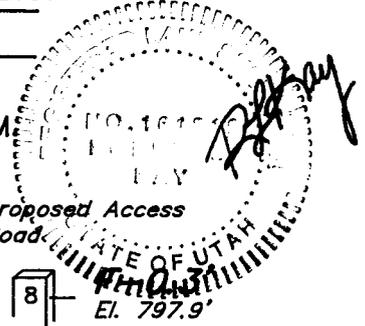
10-5-95
Date

Robert L. Kay
Robert L. Kay
Agent

CHANDLER & ASSOCIATES, INC.

LOCATION LAYOUT FOR

GLEN BENCH UNIT #8-19
SECTION 19, T8S, R22E, S.L.B.&M.
2500' FNL 300' FEL



SCALE: 1" = 50'
DATE: 9-15-95
Drawn By: D.J.S.

Proposed Access Road

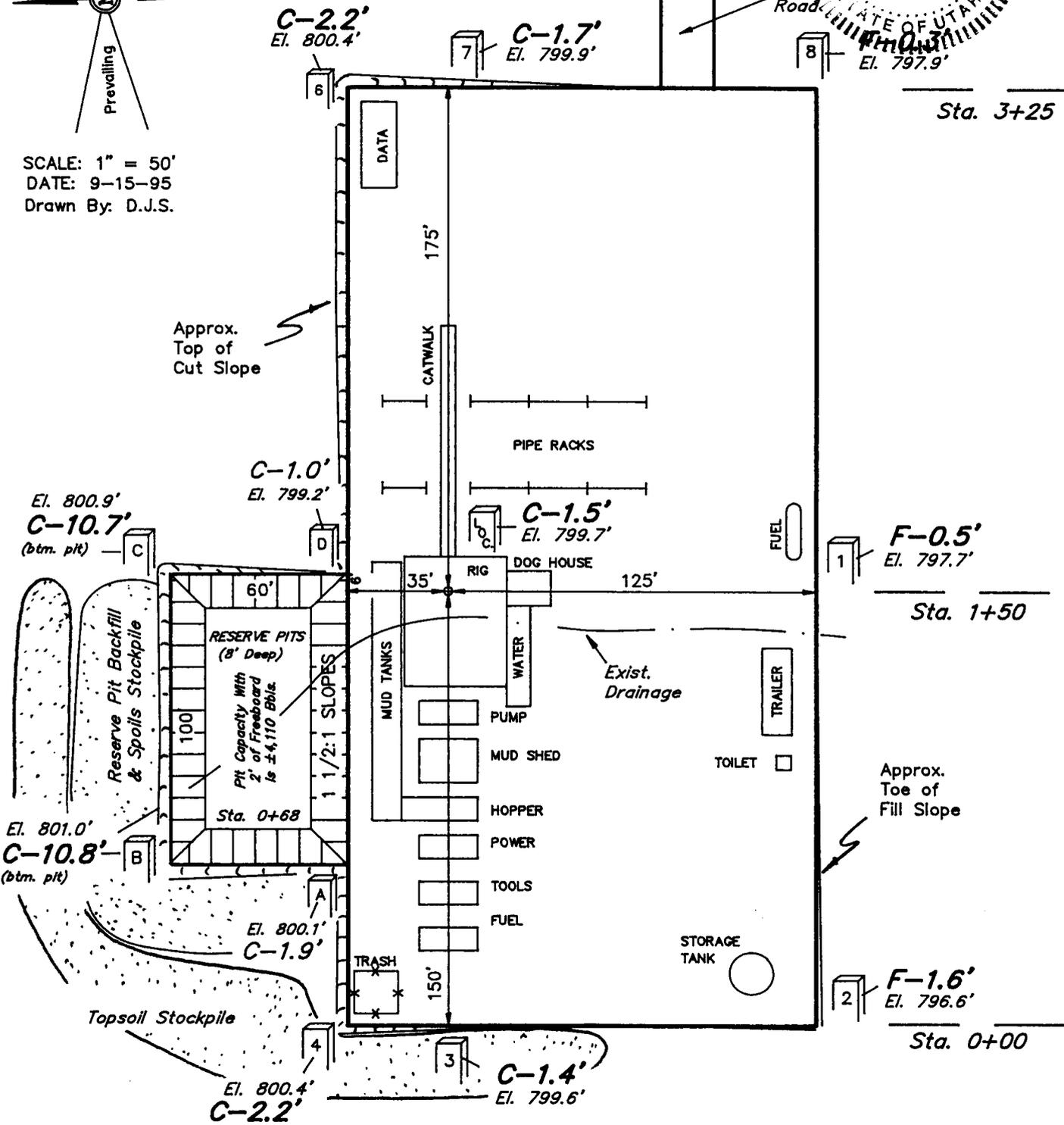
Sta. 3+25

F-0.5'
El. 797.7'

Sta. 1+50

F-1.6'
El. 796.6'

Sta. 0+00



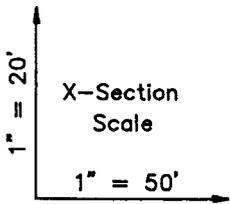
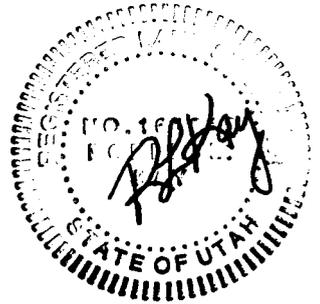
Elev. Ungraded Ground at Location Stake = 4799.7'

Elev. Graded Ground at Location Stake = 4798.2'

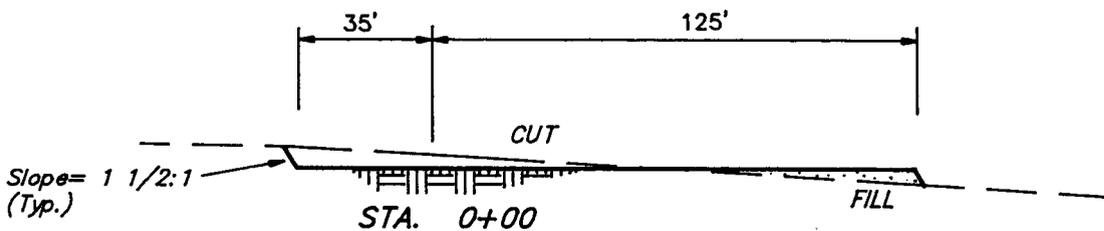
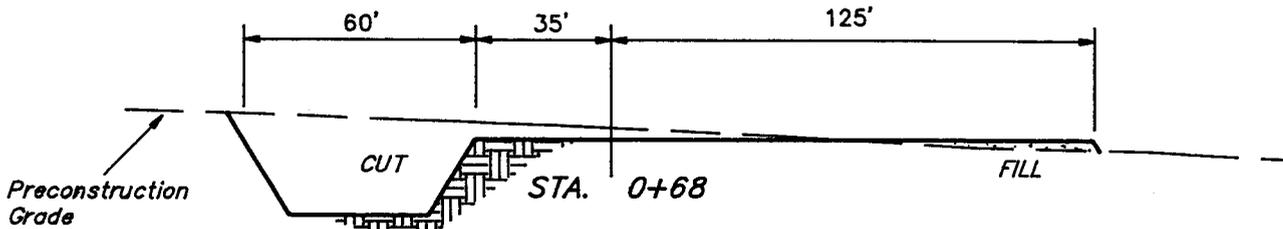
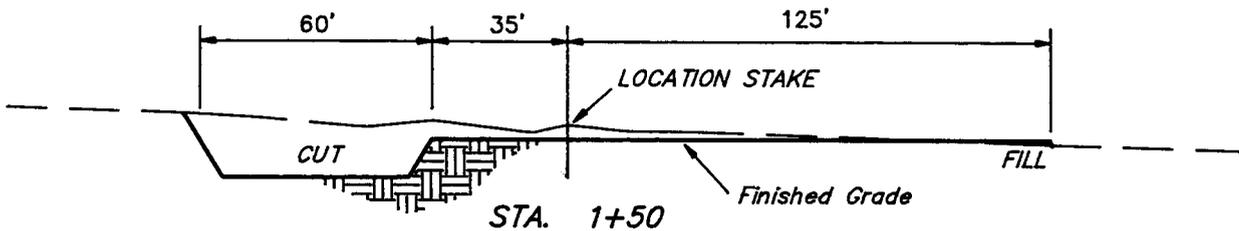
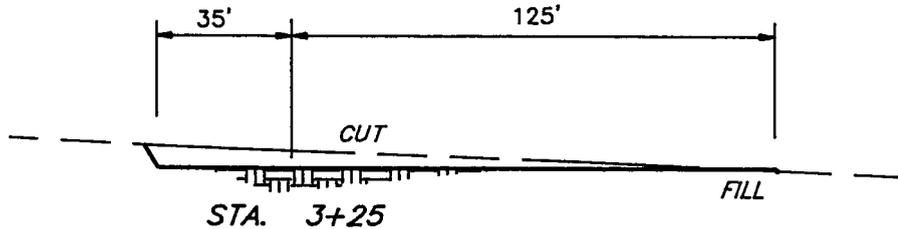
CHANDLER & ASSOCIATES, INC.

TYPICAL CROSS SECTIONS FOR

GLEN BENCH UNIT #8-19
SECTION 19, T8S, R22E, S.L.B.&M.
2500' FNL 300' FEL



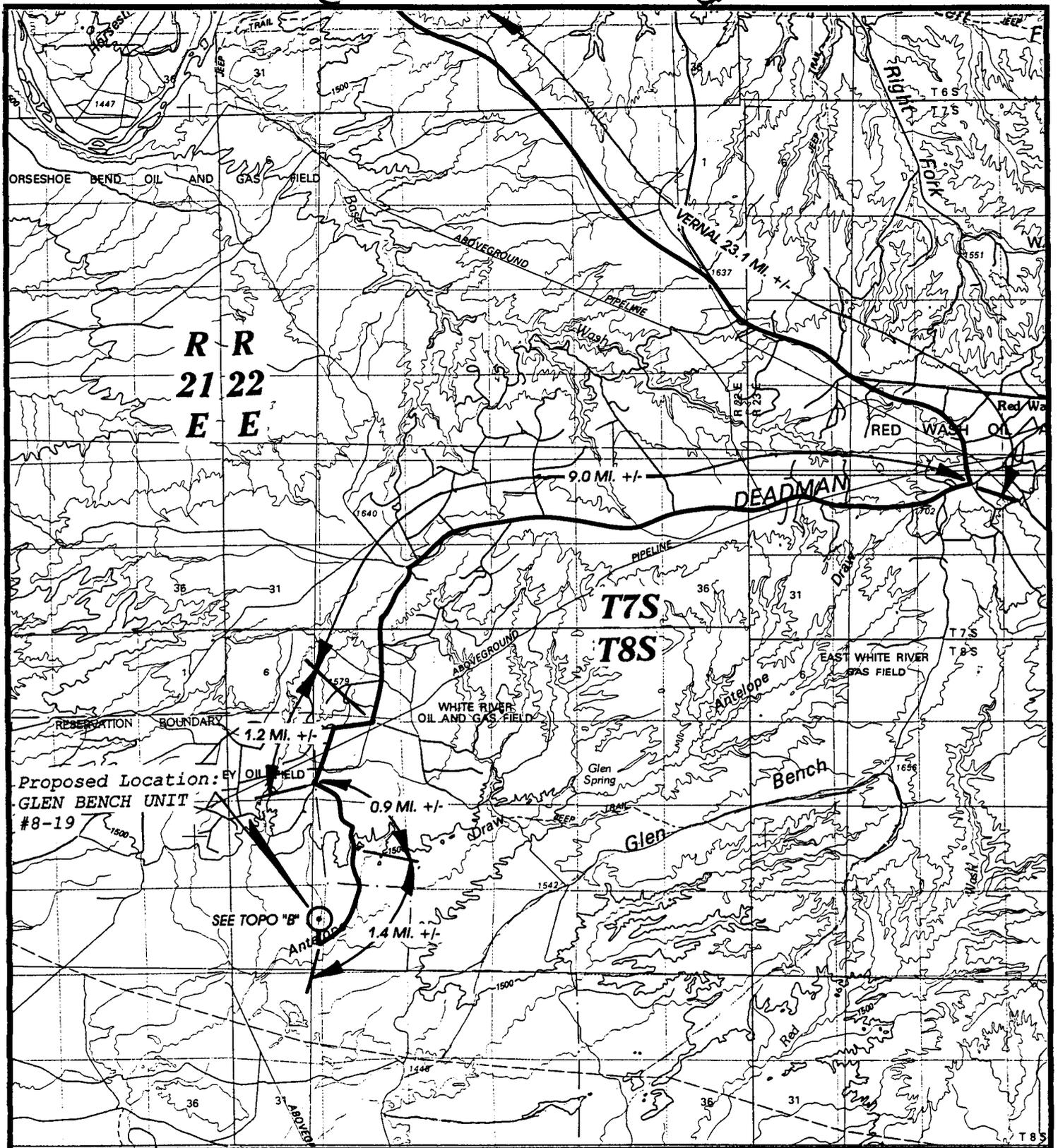
DATE: 9-15-95
Drawn By: D.J.S.



APPROXIMATE YARDAGES

| | | |
|-------------------------|----------|----------------------|
| (12") Topsoil Stripping | = | 2,140 Cu. Yds. |
| Remaining Location | = | 1,810 Cu. Yds. |
| TOTAL CUT | = | 3,950 CU.YDS. |
| FILL | = | 1,120 CU.YDS. |

| | | |
|---|---|----------------|
| EXCESS MATERIAL AFTER 5% COMPACTION | = | 2,770 Cu. Yds. |
| Topsoil & Pit Backfill (1/2 Pit Vol.) | = | 2,770 Cu. Yds. |
| EXCESS UNBALANCE (After Rehabilitation) | = | 0 Cu. Yds. |



**R R
21 22
E E**

**T7S
T8S**

Proposed Location:
GLEN BENCH UNIT
#8-19

SEE TOPO "B"



**TOPOGRAPHIC
MAP "A"**

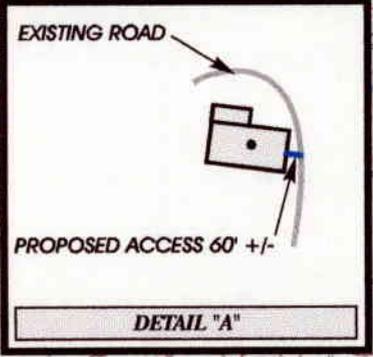
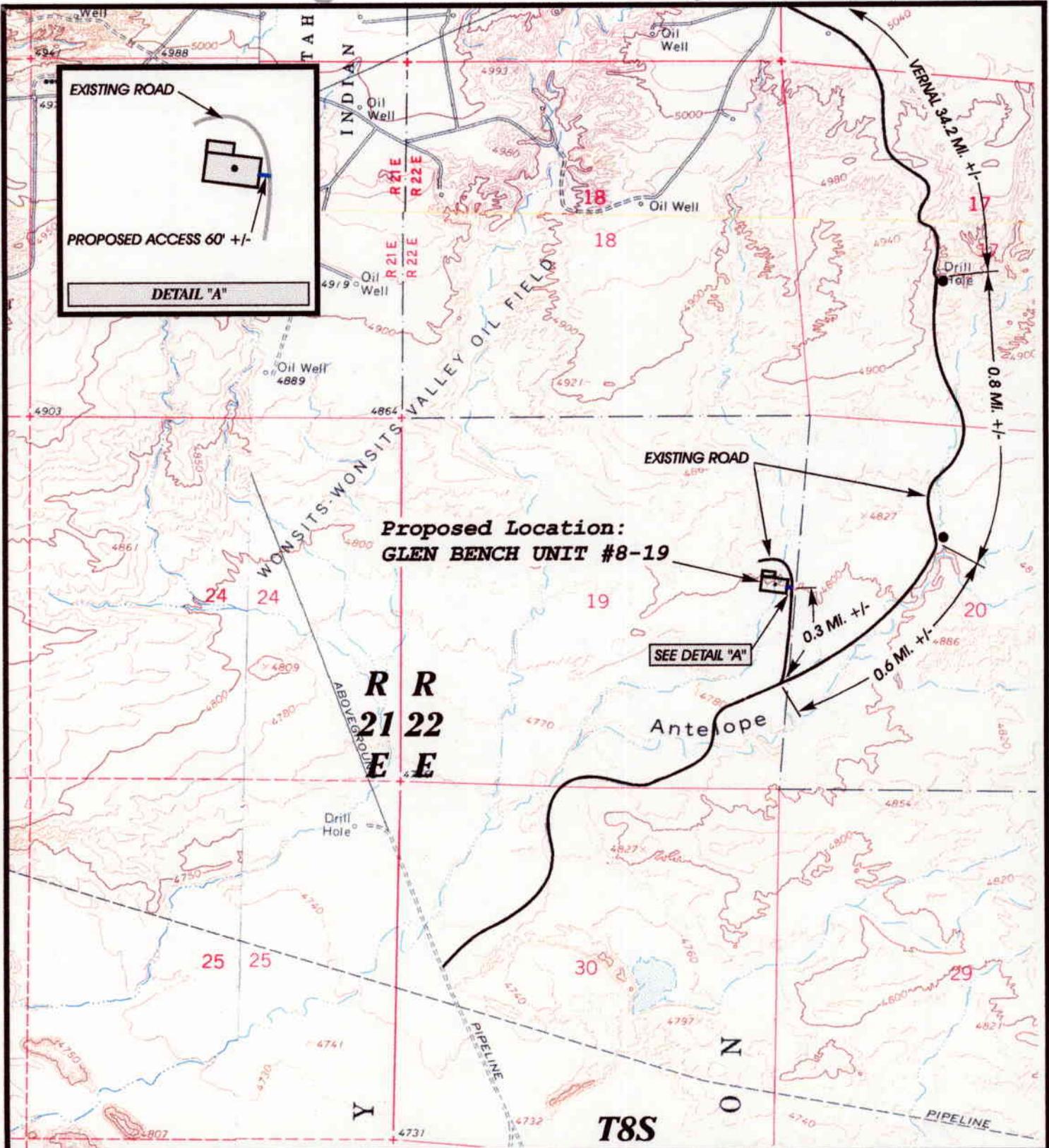
DATE: 9-15-95 D.COX



CHANDLER & ASSOCIATES, INC.

GLEN BENCH UNIT #8-19
SECTION 19, T8S, R22E, S.L.B.&M.
2500' FNL 300' FEL

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (801) 789-1017



**Proposed Location:
GLEN BENCH UNIT #8-19**

SEE DETAIL "A"

UELS

**TOPOGRAPHIC
MAP "B"**

DATE: 9-14-95 D.COX

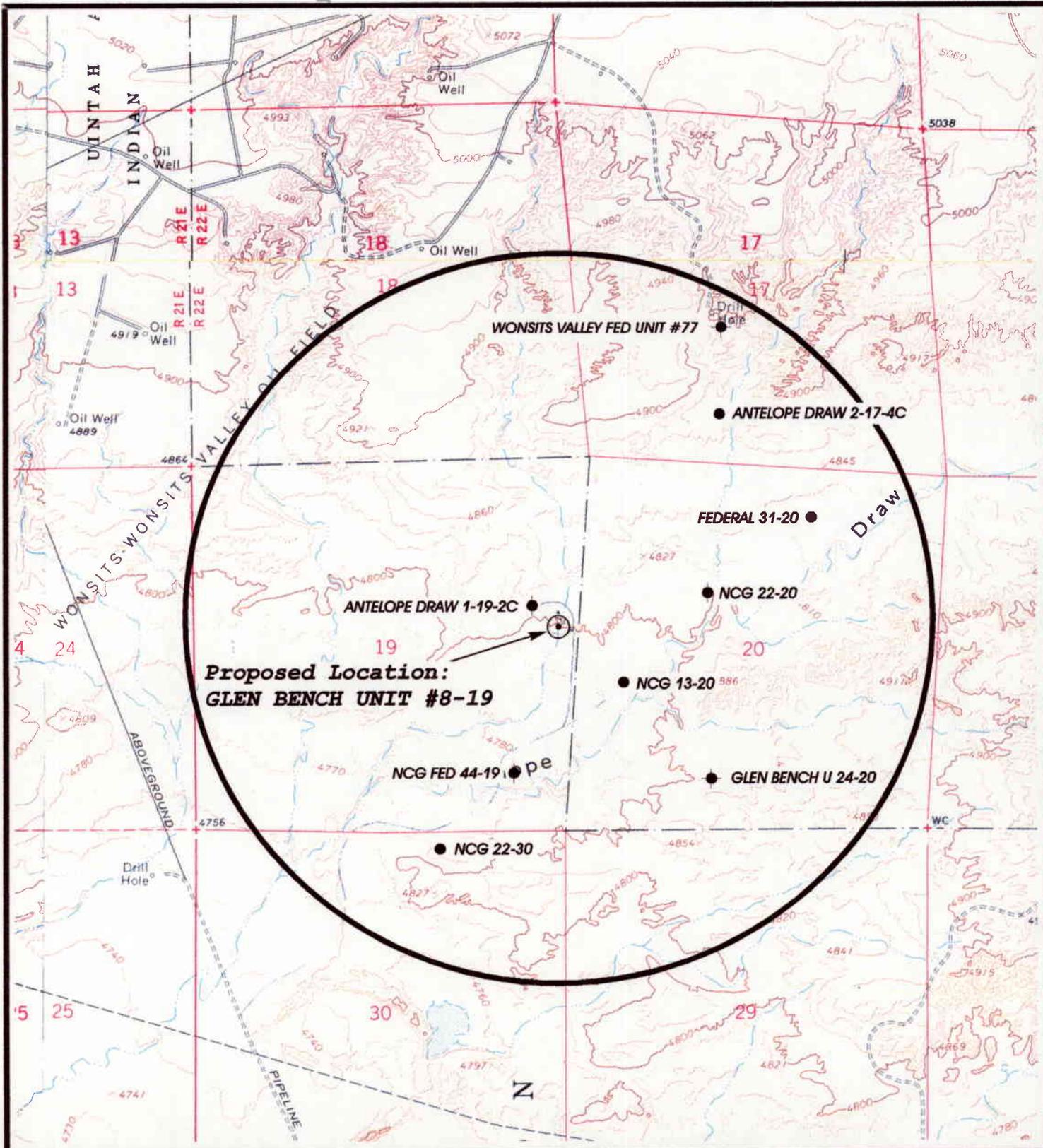
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (801) 789-1017



CHANDLER & ASSOCIATES, INC.

GLEN BENCH UNIT #8-19
SECTION 19, T8S, R22E, S.L.B.&M.
2500' FNL 300' FEL

SCALE: 1" = 2000'



LEGEND

WELLS

- Water Wells
- Abandoned Wells
- Temporarily Abandoned Wells
- Disposal Wells
- Drilling Wells
- Producing Wells
- Shut-in Wells

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (801) 789-1017



SCALE: 1" = 2000'

CHANDLER & ASSOCIATES, INC.

GLEN BENCH UNIT #8-19
SECTION 19, T8S, R22E, U.S.B.&M.
**TOPOGRAPHIC
MAP "C"**

DATE: 9-15-95 D.COX

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/06/95

API NO. ASSIGNED: 43-047-32476

WELL NAME: GLEN BENCH #8-19
 OPERATOR: CHANDLER AND ASSOCIATES (N3320)

PROPOSED LOCATION:

SENE 19 - T08S - R22E
 SURFACE: 2500-FNL-0300-FEL
 BOTTOM: 2500-FNL-0300-FEL
 UINTAH COUNTY *Wontsis*
 WONTISIS/WONTISIS-VALLEY FIELD (710)

| | | |
|--------------------------|----------|------|
| INSPECT LOCATION BY: / / | | |
| TECH REVIEW | Initials | Date |
| Engineering | | |
| Geology | | |
| Surface | | |

LEASE TYPE: IND
 LEASE NUMBER: UT-8695-018-00

PROPOSED PRODUCING FORMATION: GRGBS

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Federal State Fee
 (Number LETTER OF CREDIT)
- Potash (Y/N)
- Oil shale (Y/N)
- Water permit
 (Number WELL 3/4 PRIVATE)
- RDCC Review (Y/N)
 (Date: _____)

LOCATION AND SITING:

- R649-2-3. Unit: UTU-73974X
- R649-3-2. General.
- R649-3-3. Exception.
- Drilling Unit.
 Board Cause no: _____
 Date: _____

COMMENTS: _____

STIPULATIONS: _____

**EQUIPMENT INVENTORY
UTAH DIVISION OF OIL, GAS AND MINING
STATE OF UTAH**

Operator: CHANDLER & ASSOC. Lease: State: Federal: Indian: X Fee:

Well Name: GLEN BENCH 8-19 API Number: 43-047-32476

Section: 19 Township: 8S Range: 22E County: UINTAH Field: GLEN BENCH

Well Status: POW Well Type: Oil: X Gas:

PRODUCTION LEASE EQUIPMENT: (NUMBER)

Boiler(s): Compressor(s): Separator(s): Dehydrator(s):

Shed(s): Line Heater(s): Heated Separator(s): VRU:

Heater Treater(s):

PUMPS:

Triplex: Chemical: 1 Centrifugal:

LIFT METHOD:

Pumpjack: X Hydraulic: Submersible: Flowing:

GAS EQUIPMENT: (NUMBER)

Purchase Meter: 0 Sales Meter: 0

TANKS:

| | NUMBER | SIZE | |
|----------------------|-------------|-------------|------|
| Oil Storage Tank(s): | <u>2</u> | <u>400</u> | BBLs |
| Water Tank(s): | <u> </u> | <u> </u> | BBLs |
| Power Water Tank: | <u> </u> | <u> </u> | BBLs |
| Condensate Tank(s): | <u> </u> | <u> </u> | BBLs |
| Propane Tank: | <u>2</u> | | |

Central Battery Location: (IF APPLICABLE)

Qtr/Qtr: Section: Township: Range:

REMARKS: CASINGHEAD GAS USED FOR FUEL WITH PROPANE FOR BACKUP. A 2" GAS PIPELINE LEAVES LOCATION BUT NO METER PRESENT.

PRODUCTION TANKS HAVE BURNERS.

Inspector: DAVID W. HACKFORD Date: 2/5/96



Top Soil

Reserve Pit

Berm

Propane
Propane

Pipeline
Leaves Location

400
Barrel
Production
Tank

400
Barrel
Production
Tanks

Gas Pump
Engine Jack

Wellhead

Access

22-141 50 SHEETS
22-142 100 SHEETS
22-144 200 SHEETS





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

Michael O. Leavitt
Governor

Ted Stewart
Executive Director

James W. Carter
Division Director

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

November 1, 1995

Chandler & Associates, Inc.
475 Seventeenth Street, Suite 1000
Denver, Colorado 80202

Re: Glen Bench #8-19 Well, 2500' FNL, 300' FEL, SE NE, Sec. 19, T. 8 S., R. 22 E.,
Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Admin. R. 649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-32476.

Sincerely,

A handwritten signature in black ink, appearing to read "R. J. Firth".

R. J. Firth
Associate Director

lwp

Enclosures

cc: Uintah County Assessor

Bureau of Land Management, Vernal District Office

WAPD



Operator: Chandler & Associates, Inc.
Well Name & Number: Glen Bench #8-19
API Number: 43-047-32476
Lease: Indian UT-8695-018-00
Location: SE NE Sec. 19 T. 8 S. R. 22 E.

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. Notification Requirements

Notify the Division within 24 hours following spudding the well or commencing drilling operations. Contact Jimmie Thompson at (801)538-5340.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Frank Matthews or Mike Hebertson at (801)538-5340.

3. Reporting Requirements

All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

SPUDDING INFORMATION

Name of Company: CHANDLER & ASSOCIATES

Well Name: GLEN BENCH 8-19

Api No. 43-047-32476

Section 19 Township 8S Range 22E County UINTAH

Drilling Contractor EXETER

Rig # 8

SPUDDED: Date 11/16/95

Time _____

How DRY HOLE

Drilling will commence _____

Reported by JIM SIMONTON

Telephone # _____

Date: 11/16/95 SIGNED: JLT

OPERATOR CHANDLER & ASSOCIATES, INC.
 ADDRESS 475 17TH STREET, SUITE 1000
Denver, CO 80202

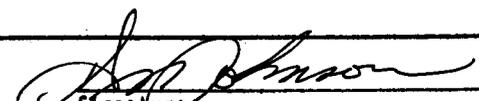
OPERATOR ACCT. NO. N 3320

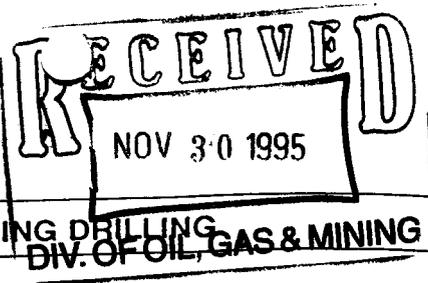
| ACTION CODE | CURRENT ENTITY NO. | NEW ENTITY NO. | API NUMBER | WELL NAME | WELL LOCATION | | | | | SPUD DATE | EFFECTIVE DATE |
|--|--------------------|----------------|--------------|------------------|---------------|----|----|-----|--------|-----------|----------------|
| | | | | | QQ | SC | TP | RG | COUNTY | | |
| B | 99999 | 11862 | 43-047-32476 | GLEN BENCH #8-19 | SENE | 19 | 8S | 22E | UINTAH | 11-16-95 | 11-16-95 |
| WELL 1 COMMENTS: <i>Entity added 11-30-95. Lec</i> | | | | | | | | | | | |
| 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.

RECEIVED
 NOV 30 1995
 DIV. OF OIL, GAS & MINING


 Signature _____
 VICE PRESIDENT OPERATIONS 11/28/95
 Title _____ Date _____
 Phone No. (303) 295-0400



REPORT OF WATER ENCOUNTERED DURING DRILLING
DIV. OF OIL, GAS & MINING

1. Well name and number: GLEN BENCH 8-19

API number: 43-047-32476

2. Well Location: QQ SENE Section 19 Township 8S Range 22E County UINTAH

3. Well operator: CHANDLER & ASSOCIATES., INC.

Address: 475 17th St., Ste. 1000

Denver, CO. 80202

Phone: (303) 295-0400

4. Drilling contractor: EXETER DRILLING COMPANY

Address: P.O. BOX 17349

Denver, CO. 80217

Phone: (303) 861-0181

5. Water encountered (attach additional pages as needed):

| DEPTH | | VOLUME (FLOW RATE OR HEAD) | QUALITY (FRESH OR SALTY) |
|-------|------|-------------------------------|-----------------------------|
| FROM | TO | | |
| 3448 | 3458 | 1/2 bbl./hr. for 22 hrs. | FRESH |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

6. Formation tops: GREEN RIVER 2420'

GLEN BENCH SAND 4853'

WASATCH 5176'

If an analysis has been made of the water encountered, please attach a copy of the report to this form.

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

Date: 11-28-95

Name & Signature: [Signature]

Title: Vice President of Operations

STATE OF UTAH
OIL & GAS CONSERVATION COMMISSION

SUBMIT IN DUPLICATE*

JAN 8 1996

(See other instructions on reverse side)

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 RESVR. OTHER

2. NAME OF OPERATOR
Chandler & Associates Inc. **CONFIDENTIAL**

3. ADDRESS OF OPERATOR
475 17th Street Ste. 1000 Denver, CO 80202

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface SE NE (2500' FNL & 300' FEL)
At top prod. interval reported below Same
At total depth Same

14. PERMIT NO. 43-047-32476 DATE ISSUED 11-01-95

5. LEASE DESIGNATION AND SERIAL NO.
UT-8695-018-00

6. IF INDIAN, ALLOTTEE OR TRIBE NAME
Ute Indian Tribe

7. UNIT AGREEMENT NAME
Glen Bench

8. FARM OR LEASE NAME
Glen Bench

9. WELL NO.
8-19

10. FIELD AND POOL, OR WILDCAT
Glen Bench

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
Sec 19-T8S-R22E

12. COUNTY OR PARISH Unitah 13. STATE Utah

15. DATE SPUDED 11-16-95 16. DATE T.D. REACHED 11-25-95 17. DATE COMPL. (Ready to prod.) 12-15-95 18. ELEVATIONS (DF, REB, RT, GR, ETC.)* 4800' GL 4812' KB 19. ELEV. CASINGHEAD -----

20. TOTAL DEPTH, MD & TVD 5200' 21. PLUG, BACK T.D., MD & TVD 5120' 22. IF MULTIPLE COMPL., HOW MANY* N.A. 23. INTERVALS DRILLED BY -> ROTARY TOOLS O-TD CABLE TOOLS -----

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 4858'-4866' Glen Bench Sand (GRGSB) 25. WAS DIRECTIONAL SURVEY MADE NO

26. TYPE ELECTRIC AND OTHER LOGS RUN DI-FL/GR ; CNL-CDL/GR 11-28-95 27. WAS WELL CORED NO

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

| CASING SIZE | WEIGHT, LB./FT. | DEPTH SET (MD) | HOLE SIZE | CEMENTING RECORD | AMOUNT PULLED |
|-------------|-----------------|----------------|-----------|---|---------------|
| 8 5/8 | 24 | 305 | 12 1/4 | 225sx. Class 'G' | ----- |
| 5 1/2 | 15.5 | 5160 | 7 7/8 | 550sx. Super 'G' and 250sx. 50/50 Poz-mix | ----- |

29. LINER RECORD

| SIZE | TOP (MD) | BOTTOM (MD) | SACKS CEMENT* | SCREEN (MD) |
|------|----------|-------------|---------------|-------------|
| | | | | |

30. TUBING RECORD

| SIZE | DEPTH SET (MD) | PACKER SET (MD) |
|--------|----------------|-----------------|
| 2 7/8" | 4898 | |

31. PERFORATION RECORD (Interval, size and number)
4858'-4866' w/ 4JSPF (32 holes) .50 diameter

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

| DEPTH INTERVAL (MD) | AMOUNT AND KIND OF MATERIAL USED |
|---------------------|---|
| 4858'-4866' | Brkdwn using 500 gals. 2% KCL water. Frac using 460 bbls. Viking I & 40,000# 16/30 sand |

33.* PRODUCTION

| DATE FIRST PRODUCTION | PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) | WELL STATUS (Producing or shut-in) | | | | | |
|-----------------------|--|------------------------------------|-------------------------|----------|------------|-------------------------|---------------|
| 12-15-95 | Pumping (2 1/2"x1 1/2"x 20') | Producing | | | | | |
| DATE OF TEST | HOURS TESTED | CHOKES SIZE | PROD'N. FOR TEST PERIOD | OIL—BBL. | GAS—MCF. | WATER—BBL. | GAS-OIL RATIO |
| 12-30-95 | 24 | N.A. | -> | 32 | -0- | -0- | -0- |
| FLOW. TUBING PRESS. | CASING PRESSURE | CALCULATED 24-HOUR RATE | OIL—BBL. | GAS—MCF. | WATER—BBL. | OIL GRAVITY-API (CORR.) | |
| N.A. | N.A. | -> | 32 | -0- | -0- | 38.8 | |

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) Used for fuel & vented TEST WITNESSED BY Randy Smiun

35. LIST OF ATTACHMENTS
None

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED [Signature] TITLE Vice President of Operations DATE 01-02-96

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

INSTRUCTIONS

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

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

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

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

Item 29: "Sacks Cement": Attached supplemental records for this well should show the details of any multiple stage cementing and the location of the cementing tool.

Item 33: Submit a separate completion report on this form for each interval to be separately produced. (See instruction for items 22 and 24 above.)

| 37. SUMMARY OF POROUS ZONES: SHOW ALL IMPORTANT ZONES OF POROSITY AND CONTENTS THEREOF; CORED INTERVALS; AND ALL DRILL-STEM TESTS, INCLUDING DEPTH INTERVAL TESTED, CUSHION USED, TIME TOOL OPEN, FLOWING AND SHUT-IN PRESSURES, AND RECOVERIES | | 38. GEOLOGIC MARKERS | |
|---|-------|----------------------|---|
| FORMATION | TOP | BOTTOM | DESCRIPTION, CONTENTS, ETC. |
| | | NAME | TOP |
| | | NEAR. DEPTH | TRUE VERT. DEPTH |
| Green River "Glen Bench Ss" | 4857' | 4866' | Ss, fine grained, subangular, well sorted, Fair-good porosity, good fluor, slow streaming cut, light brown oil stain Unintah Green River Green River 'x' Glen Bench Ss Wasatch Surface 2420' 4105' 4857' 5185' (+2410') (+725) (-25') (-352') |
| NO cores or drill stem tests | | | |

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

| | | |
|--|--|--|
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT -- for such proposals | | 6. Lease Designation and Serial Number |
| | | 7. Indian Allottee or Tribe Name |
| | | 8. Unit or Communitization Agreement |
| | | 9. Well Name and Number |
| 1. Type of Well <input type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other (specify) | | 10. API Well Number |
| 2. Name of Operator <i>Shenandoah Energy Inc.</i> | | 11. Field and Pool, or Wildcat |
| 3. Address of Operator <i>475 17th Street, Suite #1000 Denver, Colorado 80202</i> | 4. Telephone Number <i>303-295-0400</i> | |
| 5. Location of Well Footage : Please see attached spreadsheet County : QQ, Sec. T., R., M. : State : | | |
| 12. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |

NOTICE OF INTENT
(Submit in Duplicate)

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

Approximate Date Work Will Start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

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

Date of Work Completion _____

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

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

Please be advised that effective 1/1/200 Chandler & Associates, Inc has changed its name to Shenandoah Energy Inc. Shenandoah Energy Inc. is responsible under the terms and conditions of the lease for the operation conducted upon the leased lands. Shenandoah Energy Inc. is bonded in the amount of \$80,000.00 to the School and Inst. Trust Lands via a name change rider filed with the State. Continental Casualty Bond # 159261960.

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

Name & Signature Thomas D. Taylor Title Production Geologist Date 05/25/2000

(State Use Only)

RECEIVED

MAY 30 2000

DIVISION OF
OIL, GAS AND MINING

SHENANDOAH ENERGY INC.
UTAH OPERATED WELLS

| A.P.I. # | ENTITY | WELL NAME | WELL # | LOCATION | FIELD NAME | PROD. ZONE | FORMATION | WELL TYPE | AGREEMENT |
|-----------------|--------|---------------------|--------------|--------------------|-------------|------------|-------------|-----------|------------|
| 43-047-15090-00 | 04915 | WRU | #31-4 | SWSE 4, 8S-22E | WHITE RIVER | | GREENRIVER | WSW | 891003509D |
| 43-047-15081-00 | 04915 | WRU | #16-9 | SWSE 9, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-15084-00 | 04915 | WRU | #20-9 | NESW 9, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-15087-00 | 04915 | WRU | #25-9 | NENE 9, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-31354-00 | 05170 | WRU | #43-16 | NENW 16, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | |
| 43-047-31399-00 | 09915 | WRU | #45-16 | NENE 16, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | |
| 43-047-32052-00 | 11468 | DESERT SPRINGS FED. | #20-1 | NESW 20, 10S-18E | WILDCAT | GRRV | GREEN RIVER | OW | |
| 43-013-32088-00 | 12497 | W. DESERT SPRING | #11-20 | NESW 20, 10S-17E | WILDCAT | WSTC | WASATCH | OW | |
| 43-013-32057-00 | 12497 | W. RIVER BEND | #16-17-10-17 | SESE 17, 10S-17E | WILDCAT | GRRV | GREEN RIVER | OW | |
| 43-013-31888-00 | 12497 | W. RIVER BEND | #3-12-10-15 | NENW 12, 10S-15E | WILDCAT | GRRV | GREEN RIVER | OW | |
| 43-013-32084-00 | 12497 | WILKIN RIDGE | #13-23 | SWSW 23, 10S-16E | WILDCAT | WSTC | GREEN RIVER | OW | |
| 43-047-33163-00 | | DESERT SPRING | #7-30-10-18 | SWNE 30, T10S-R18E | APD | WSTC | | | |

RECEIVED

MAY 30 2000

DIVISION OF
OIL, GAS AND MINING

RECEIVED

MAY 30 2000

**DIVISION OF
OIL, GAS AND MINING**

**SHENANDOAH ENERGY INC.
UTAH OPERATED WELLS**

| A.P.I. # | ENTITY | WELL NAME | WELL # | LOCATION | FIELD NAME | PROD. ZONE | FORMATION | WELL TYPE | AGREEMENT |
|-----------------|--------|---------------------|--------------|------------------|---------------------|------------|--------------|-----------|------------|
| 43-015-30168-00 | 10684 | BUZZARD BENCH FED | #6-3 | SENW 3, 19S-7E | BUZZARD BENCH | FRSD | FERRON | GW | 8910204190 |
| 43-015-30229-00 | 10670 | BUZZARD BENCH FED | #3-24 | SESW 3, 19S-7E | BUZZARD BENCH | FRSD | FERRON | GW | 8910204190 |
| 43-015-30110-00 | 10685 | FERRON FED | #16-20 | SESE 20, 17S-8E | BUZZARD BENCH | FRSD | FERRON | OW | |
| 43-015-30257-00 | 11837 | FERRON FEDERAL | #7-12-19-7 | SWNE 12, 19S-7E | BUZZARD BENCH | FRSD | UPPER FERRON | GW | |
| 43-015-30000-00 | | FERRON FEDERAL | #16-9-10-7 | SESE 9, 19S-7E | FERRON | | FERRON | DRG | |
| 43-015-3025300 | 11836 | FERRON STATE | #4-36 | SWNW 36, 18S-7E | BUZZARD BENCH | FRSD | FERRON | GW | |
| 43-015-30222-00 | 11029 | ORANGEVILLE FED | #1-11 | NENE 11, 19S-7E | BUZZARD BENCH | FRSD | UPPER FERRON | GW | 891020388A |
| 43-015-30221-00 | 10600 | ORANGEVILLE FED | #4-1 | NWNW 1, 19S-7E | BUZZARD BENCH | FRSD | UPPER FERRON | GW | |
| 43-015-30102-00 | 10920 | ORANGEVILLE ST | #1-36 | SESE 36, 18S-7E | BUZZARD BENCH | FRSD | UPPER FERRON | GW | 8910203880 |
| 43-015-30179-00 | 00535 | ORANGEVILLE STATE | #10-2 | NWSE 2, 19S-7E | BUZZARD BENCH | FRSD | LOWER FERRON | GW | 891020388A |
| 43-015-30108-00 | 10978 | ORANGEVILLE UNIT | #16-6 | SESE 6, 18S-8E | BUZZARD BENCH | FRSD | FERRON | OW | |
| 43-047-33164-00 | 12496 | DESERT SPRING | #16-19-10-18 | SESE 19, 10S-18E | DESERT SPRING | GRRV | GREEN RIVER | OW | |
| 43-047-3316200 | 12523 | DESERT SPRING | #3-29-10-18 | NWNE 29, 10S-18E | DESERT SPRING | GRRV | GREEN RIVER | OW | |
| 43-047-32493-00 | 11630 | E COYOTE FEDERAL | #14-4-8-25 | SESW 4, 8S-25E | EAST COYOTE FEDERAL | GRRV | GREENRIVER | OW | |
| 43-047-31555-00 | 09497 | ANTELOPE DRAW | #2-17-4C | SESW 17, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-31556-00 | 09498 | ANTELOPE DRAW | #3-17-3C | SESE 17, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-32476-00 | 11862 | GLEN BENCH | #8-19 | SENE 19, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-31257-00 | 11587 | GLEN BENCH FED | #44-19 | L 20 19, 8S-22W | GLEN BENCH | GRRV | GREEN RIVER | OW | UTU73974X |
| 43-047-31355-00 | 11588 | GLEN BENCH FED | #13-20 | NWSW 20, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-31356-00 | 06135 | GLEN BENCH FED | #22-20 | SENW 20, 8S-22E | GLEN BENCH | | GREEN RIVER | WIW | UTU73974X |
| 43-047-31433-00 | 06196 | GLEN BENCH FED | #31-20 | NWNE 20, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-31008-00 | 06045 | GLEN BENCH FED | #31-30 | L 6 30, 8S-22E | GLEN BENCH | GRRV | GREEN RIVER | OW | UTU73974X |
| 43-047-31260-00 | 06050 | GLEN BENCH FED | #22-30 | SENW 30, 8S-22E | GLEN BENCH | GRRV | GREEN RIVER | OW | UTU73974X |
| 43-047-32549-00 | 11716 | GLEN BENCH STATE | #6-16 | SENW 16, 8S-22E | GLEN BENCH | GRRV | GREENRIVER | OW | UTU73974X |
| 43-047-32582-00 | 11716 | GLEN BENCH STATE | #7-16 | SENE 16, 8S-22E | GLEN BENCH | | GREENRIVER | WIW | UTU73974X |
| 43-047-32583-00 | 11732 | GLEN BENCH STATE | #12-16 | NWSW 16, 8S-22E | GLEN BENCH | | GREENRIVER | WIW | UTU73974X |
| 43-047-32756-00 | 11955 | GLEN BENCH UNIT | #15-19-8-22 | SWSE 19, 8S-22E | GLEN BENCH | | GREEN RIVER | WIW | UTU73974X |
| 43-047-32755-00 | 12014 | GLEN BENCH UNIT | #4-30-8-22 | NWNW 30, 8S-22E | GLEN BENCH | GRRV | GREEN RIVER | OW | UTU73974X |
| 43-047-32857-00 | 12219 | GLEN BENCH UNIT | #11-16-8-22 | NESW 16, 8S-22E | GLEN BENCH | GRGBS | GREEN RIVER | OW | UTU73974X |
| 43-013-3147700 | 12248 | UTD WALTON | #26-03 | NENW 26, 9S-16E | MONUMENT BUTTE | GRRV | GREEN RIVER | OW | |
| 43-047-33252-00 | 12527 | GLEN BENCH STATE | #2-36-8-21 | NENW 36, 8S-21E | NATURAL BUTTES | WSTC | WASATCH | GW | |
| 43-047-33037-00 | 12377 | GLEN BENCH STATE | #8A-36-8-21 | SWNE 36, 8S-21E | NATURAL BUTTES | WSTC | WASATCH | GW | |
| 43-047-33038-00 | 12378 | GLEN BENCH STATE | #6-36-8-21 | SENW 36, 8S-21E | NATURAL BUTTES | WSTC | WASATCH | GW | |
| 43-047-32746-00 | 11944 | SAGE GROUSE FEDERAL | #6-14-8-22 | SENW 14, 8S-22E | NATURAL BUTTES | GRRV | GREEN RIVER | GW | |
| 43-047-32724-00 | 12361 | SAGE GROUSE FEDERAL | #8-36-8-21 | SENE 36, 8S-21E | NATURAL BUTTES | GRRV | GREEN RIVER | GW | |
| 43-047-3309500 | 12528 | WHITE RIVER UNIT | #13-35-8-22 | SWSW 35, 8S-22E | NATURAL BUTTES | WSTC | WASATCH | GW | 891003509B |
| 43-047-3306100 | 12528 | WHITE RIVER UNIT | #15-35-8-22 | SWSE 35, 8S-22E | NATURAL BUTTES | WSTC | WASATCH | GW | 891003509B |
| 43-047-3275400 | 12003 | FLU KNOLLS FED. | #23-3 | NESW 3, 10S-18E | UTELAND BUTTE | GRRV | GREEN RIVER | OW | |
| 43-047-15083-00 | 04915 | WHITE RIVER UNIT | #19-9 | SWNE 9, 8S-22E | WHITE RIVER | | GREENRIVER | WIW | 891003509D |
| 43-047-15080-00 | 04915 | WRU | #15-9 | NESE 9, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-15085-00 | 04915 | WRU | #24-10 | NESW 10, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-15086-00 | 04915 | WRU | #27-10 | SWNE 10, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | 891003509D |
| 43-047-31561-00 | 10000 | WRU | #47-10 | L1 10, 8S-22E | WHITE RIVER | GRRV | GREENRIVER | OW | |



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:
3100
U-058 et al
(UT-932)

JUN 5 2000

NOTICE

Shenandoah Operating Company, LLC : Oil and Gas Leases
475 17th Street, Suite 1000 :
Denver, CO 80202 :

Name Change Recognized

Acceptable evidence has been received in this office concerning the change of name of Chandler & Associates, LLC to Shenandoah Operating Company, LLC on Federal oil and gas leases.

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

A rider to statewide Surety Bond No. 124 29 03 64 (BLM Bond No. UT0969) changing the name on the bond from Chandler & Associates, LLC to Shenandoah Energy Inc. has been accepted by this office effective January 26, 2000. However, the rider makes no mention of Shenandoah Operating Company, LLC. A rider to the above bond adding the name of Shenandoah Operating Company, LLC needs to be submitted to this office.

/s/ Robert Lopez

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

RECEIVED

JUN 06 2000

DIVISION OF
OIL, GAS AND MINING



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
UT-931

August 24, 2000

Attn: Scott M. Webb
Shenandoah Energy Inc.
465 17th Street, Suite 1000
Denver, Colorado 80202

Re: Glen Bench Unit
Uintah County, Utah

Gentlemen:

On August 24, 2000, we received an indenture dated August 18, 2000, whereby Shenandoah Operating Company, L.L.C. resigned as Unit Operator and Shenandoah Energy Inc. was designated as Successor Unit Operator for the Glen Bench Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 24, 2000. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Glen Bench Unit Agreement.

Your statewide (Utah) oil and gas bond No. 0969 will be used to cover all operations within the Glen Bench Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
Division of Oil, Gas & Mining
Minerals Adjudication Group U-932
File - Glen Bench Unit (w/enclosure)
MMS - Data Management Division
Agr. Sec. Chron
Fluid Chron

UT931:TAThompson:tt:8/24/00

Results of query for MMS Account Number UTU73974X

| API Number | Operator | Well Name | Well Status | Lease or CA Number | Inspection Item | Township | Range | Section | Qu |
|------------|---------------------------|------------------------------|----------------|--------------------|----------------------|---------------|----------------|---------------|---------------|
| 4304731008 | CHANDLER & ASSOCIATES LLC | 31-30 GLEN BENCH | POW | UTU9617 | UTU73974X | 8S | 22E | 30 | NW |
| 4304731257 | CHANDLER & ASSOCIATES LLC | 44-19 GLENBENCH | ABD | UTU9617 | UTU73974X | 8S | 22E | 19 | SE |
| 4304731260 | CHANDLER & ASSOCIATES LLC | 22-30 BENCH GLEN | TA | UTU9617 | UTU73974X | 8S | 22E | 30 | SE |
| 4 | CHANDLER & ASSOCIATES LLC | 45-16 WHITE RIVER | POW | STATE | UTU73974X | 8S | 22E | 16 | NE |
| 4304731355 | CHANDLER & ASSOCIATES LLC | 13-20 NGC | POW | UTU9617 | UTU73974X | 8S | 22E | 20 | NW |
| 4304731356 | CHANDLER & ASSOCIATES LLC | 22-20 NGC | WIW | UTU69001 | UTU73974X | 8S | 22E | 20 | SE |
| 4304731399 | CHANDLER & ASSOCIATES LLC | 45-16 WHITE RIVER | POW | STATE | UTU73974X | 8S | 22E | 16 | NE |
| 4304731433 | CHANDLER & ASSOCIATES LLC | 31-20 FEDERAL | POW | UTU69001 | UTU73974X | 8S | 22E | 20 | NW |
| 4304731555 | CHANDLER & ASSOCIATES LLC | 2-17-4C ANTELOPE | POW | UTU65276 | UTU73974X | 8S | 22E | 17 | SE |
| 4304731556 | CHANDLER & ASSOCIATES LLC | 3-17-3C ANTELOPE | POW | UTU65276 | UTU73974X | 8S | 22E | 17 | SE |
| | CHANDLER | | | | | | | | |

| | | | | | | | | | |
|------------|------------------------------------|----------------------|-----------------------|----------|-----------|----|-----|----|-----|
| 4304732476 | & ASSOCIATES LLC | GLEN BENCH 8-19 | POW | UTU65404 | UTU73974X | 8S | 22E | 19 | SEI |
| 4304732549 | CHANDLER & ASSOCIATES LLC | GLEN BENCH 6-16 | POW | STATE | UTU73974X | 8S | 22E | 16 | SEI |
| 4304732582 | CHANDLER & ASSOCIATES LLC | GLEN BENCH 7-16 | WIW | STATE | UTU73974X | 8S | 22E | 16 | SW |
| 4304732583 | CHANDLER & ASSOCIATES LLC | GLEN BENCH 12-16 | WIW | STATE | UTU73974X | 8S | 22E | 16 | NW |
| 4304732718 | CHANDLER & ASSOCIATES LLC | GLEN BENCH 8-17 | P+A | UTU65276 | UTU73974X | 8S | 22E | 17 | SEI |
| 4304732755 | CHANDLER & ASSOCIATES LLC | 4-30-8-22 | POW | UTU9617 | UTU73974X | 8S | 22E | 30 | NW |
| 4304732756 | CHANDLER & ASSOCIATES LLC | GLEN BENCH 15-19 | POW WIW | UTU9617 | UTU73974X | 8S | 22E | 19 | SW |
| 4304732857 | CHANDLER & ASSOCIATES LLC | GLEN B 11-16-8-22 | POW | STATE | UTU73974X | 8S | 22E | 16 | NE |

DISCLAIMER for online data: No warranty is made by the BLM for use of the data for purposes not intended by the BLM.

OPERATOR CHANGE WORKSHEET

ROUTING

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

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective: **08-24-2000**

| |
|-----------------------------------|
| FROM: (Old Operator): |
| CHANDLER & ASSOCIATES INC |
| Address: 475 17TH STREET STE 1000 |
| DENVER, CO 80202 |
| |
| Phone: 1-(303)-295-0400 |
| Account No. N3320 |
| |

| |
|-----------------------------------|
| TO: (New Operator): |
| SHENANDOAH ENERGY INC |
| Address: 475 17TH STREET STE 1000 |
| DENVER, CO 80202 |
| |
| Phone: 1-(303)-295-0400 |
| Account N4235 |
| |

CA No.

Unit: GLEN BENCH

WELL(S)

| NAME | API NO. | ENTITY NO. | SEC. TWN RNG | LEASE TYPE | WELL TYPE | WELL STATUS |
|-----------------------------|--------------|------------|--------------|------------|-----------|-------------|
| GLEN BENCH STATE 2-36-8-21 | 43-047-33252 | 12527 | 36-08S-21E | STATE | GW | P |
| GLEN BENCH STATE 8A-36-8-21 | 43-047-33037 | 12377 | 36-08S-21E | STATE | GW | P |
| GLEN BENCH STATE 6-36-8-21 | 43-047-33038 | 12378 | 36-08S-21E | STATE | GW | P |
| GLEN BENCH STATE 6-16 | 43-047-32549 | 11716 | 16-08S-22E | STATE | OW | S |
| GLEN BENCH 8-17 | 43-047-32718 | 11818 | 17-08S-22E | FEDERAL | OW | PA |
| GLEN BENCH 44-19 | 43-047-31257 | 11587 | 19-08S-22E | FEDERAL | OW | PA |
| GLEN BENCH 8-19 | 43-047-32476 | 11862 | 19-08S-22E | FEDERAL | OW | P |
| NGC 13-20 | 43-047-31355 | 11588 | 20-08S-22E | FEDERAL | OW | P |
| GLEN BENCH 31-30 | 43-047-31008 | 6045 | 30-08S-22E | FEDERAL | OW | P |
| GLEN BENCH 22-30 | 43-047-31260 | 6050 | 30-08S-22E | FEDERAL | OW | TA |
| GLEN BENCH 4-30-8-22 | 43-047-32755 | 12014 | 30-08S-22E | FEDERAL | OW | P |
| GLEN BENCH STATE 11-16-8-22 | 43-047-32857 | 12219 | 16-08S-22E | STATE | OW | P |
| | | | | | | |
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OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 05/30/2000
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 05/30/2000

3. The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 11/02/2000
4. Is the new operator registered in the State of Utah: YES Business Number: 1467732-0143
5. If **NO**, the operator was contacted on: _____
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: 06/05/2000
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: 08/24/2000
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: N/A
9. **Underground Injection Control ("UIC") Proj:** 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: 11/02/2000
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 11/02/2000
3. Bond information entered in RBDMS on: _____
4. Fee wells attached to bond in RBDMS on: _____

STATE BOND VERIFICATION:

1. State well(s) covered by Bond No.: 159261960

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed has furnished a bond: 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: N/A

FILMING:

1. All attachments to this form have been **MICROFILMED** on: 3.2.01

FILING:

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

COMMENTS:



May 28, 2003

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

Attention: John Baza/Jim Thompson

Gentlemen:

This will serve as notice that through the internal corporate changes described below, activities formerly conducted in the name of either Shenandoah Operating Company, LLC (SOC) and/or Shenandoah Energy, Inc. (SEI) will hereafter be conducted in the name of QEP Uinta Basin, Inc.: i) the Shenandoah entities were purchased in July, 2001 by Questar Market Resources, Inc., which is a mid-level holding company for the non-utility businesses of Questar Corporation, ii) Shenandoah Operating Company, LLC has now been merged into Shenandoah Energy, Inc. (SEI), iii) Shenandoah Energy, Inc. has now been re-named **QEP Uinta Basin, Inc.** pursuant to a State of Delaware Amended and Restated Certificate of Incorporation, iv) the same employees will continue to be responsible for operations of the former SOC and SEI properties, both in the field and in the office. Accordingly, the change involves only an internal corporate name change and no third party change of operator is involved. Please alter your records to reflect the entity name change. Attached is a spreadsheet listing all wells affected by this change.

Should you have any questions, please call me at 303 - 308-3056.

Yours truly,

Frank Nielsen
Division Landman

Enclosure

RECEIVED

JUN 02 2003

DIV. OF OIL, GAS & MINING

(N4235) to QEP (N2460) GLEN BENCH UN

| well_name | Sec | T | R | api | Entity | Lease Type | type | stat | |
|-------------------------|-----|------|------|------------|--------|------------|------|------|--|
| ANTELOPE DRAW 2-17-4C | 17 | 080S | 220E | 4304731555 | 13727 | Federal | OW | P | |
| ANTELOPE DRAW 3-17-3C | 17 | 080S | 220E | 4304731556 | 13727 | Federal | OW | S | |
| FED 31-20 | 20 | 080S | 220E | 4304731433 | 13727 | Federal | OW | P | |
| GLEN BENCH 31-30 | 30 | 080S | 220E | 4304731008 | 13727 | Federal | OW | P | |
| GLEN BENCH 4-30-8-22 | 30 | 080S | 220E | 4304732755 | 13727 | Federal | OW | TA | |
| GLEN BENCH 8-19 | 19 | 080S | 220E | 4304732476 | 13727 | Federal | OW | P | |
| NGC 13-20 | 20 | 080S | 220E | 4304731355 | 13727 | Federal | OW | P | |
| WHITE RIVER U 16-9 | 09 | 080S | 220E | 4304715081 | 4915 | Federal | OW | S | |
| GLEN BENCH U 11-16-8-22 | 16 | 080S | 220E | 4304732857 | 13727 | State | OW | P | |
| WHITE RIVER U 43-16 | 16 | 080S | 220E | 4304731354 | 5170 | State | OW | P | |
| WHITE RIVER U 45-16 | 16 | 080S | 220E | 4304731399 | 13727 | State | OW | P | |
| | | | | | | | | | |
| GLEN BENCH FED 22-20 | 20 | 080S | 220E | 4304731356 | 13727 | Federal | WI | A | |
| GLEN BENCH U 15-19-8-22 | 19 | 080S | 220E | 4304732756 | 13727 | Federal | WI | A | |
| GLEN BENCH ST 12-16 | 16 | 080S | 220E | 4304732583 | 13727 | State | WI | A | |
| GLEN BENCH ST 6-16 | 16 | 080S | 220E | 4304732549 | 13727 | State | WI | A | |
| GLEN BENCH ST 7-16 | 16 | 080S | 220E | 4304732582 | 13727 | State | WI | A | |



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
UT-922

June 9, 2003

QEP Uinta Basin, Inc.
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Glen Bench Enhanced Recovery Unit
Uintah County, Utah

Gentlemen:

On May 30, 2003, we received an indenture dated February 1, 2003, whereby Shenandoah Energy, Inc. changed its name and QEP Uinta Basin, Inc. was designated as Successor Unit Operator for the Glen Bench Enhanced Recovery Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective June 9, 2003. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under Glen Bench Enhanced Recovery Unit Agreement.

Your nationwide (Eastern States) oil and gas bond No. B000024 will be used to cover all operations within the Glen Bench Enhanced Recovery Unit.

It is requested that you notify all interested parties of the name change of unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
Minerals Adjudication Group
File – Glen Bench Enhanced Recovery Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron

UT922:TAThompson:tt:6/9/03

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

QEP Uinta Basin, Inc.
1050 17th Street Suite 500
Denver, Colorado 80265

:
: Oil and Gas
: lease
:

Name Change Recognized

Acceptable evidence has been filed in this office concerning the name change of Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated. QEP Uinta Basin, Incorporated is the surviving entity. This name change is recognized effective April 17, 2003.

Eastern States will notify the Minerals Management Service and all applicable Bureau of Land Management offices of the change by a copy of this notice.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this notice.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/ Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning,
Use and Protection

bc: JFO, MMS, ES RF, 930 RF, 932.34 RF, E-932: wbf:07 /07/03:440-1536/ QEP Uinta Basin
MFO

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: 7/21/2003

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

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: 8/28/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/28/2003

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: 965-003-032

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: ESB000024

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 799446

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 965-003-033

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:

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

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

Change of Operator (Well Sold)

X - Operator Name Change/Merger

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

1/1/2007

| | |
|---|--|
| FROM: (Old Operator): N2460-QEP Uinta Basin, Inc. 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900 | TO: (New Operator): N5085-Questar E&P Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900 |
|---|--|

| WELL NAME | CA No. | SEC | TWN | RNG | API NO | ENTITY NO | LEASE TYPE | WELL TYPE | WELL STATUS |
|--------------------|--------|-----|-----|-----|--------|-----------|------------|-----------|-------------|
| SEE ATTACHED LISTS | | | | | * | | | | |

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: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2)Waste Management Plan has been received on: IN PLACE
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: n/a
- 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 4/23/2007 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- 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: 4/30/2007 and 5/15/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/30/2007 and 5/15/2007
- Bond information entered in RBDMS on: 4/30/2007 and 5/15/2007
- Fee/State wells attached to bond in RBDMS on: 4/30/2007 and 5/15/2007
- Injection Projects to new operator in RBDMS on: 4/30/2007 and 5/15/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 799446
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
 GLEN BENCH (ENHANCED RECOVERY) UNIT

4/30/2007 and 5/15/2007

| Original Well Name | Well Name & No. | Q/Q | SEC | TWP | RNG | API | Entity | Lease | Well Type | Status |
|-------------------------|------------------|------|-----|------|------|------------|--------|---------|-----------|--------|
| GB 8D-20-8-22 | GB 8D-20-8-22 | SENE | 20 | 080S | 220E | 4304737665 | 15977 | Federal | GW | DRL |
| WHITE RIVER U 16-9 | WR 16-9 | SWSE | 09 | 080S | 220E | 4304715081 | 4915 | Federal | OW | S |
| GLEN BENCH 31-30 | GLEN BENCH 31-30 | NWNE | 30 | 080S | 220E | 4304731008 | 13727 | Federal | OW | P |
| NGC 13-20 | GB 13-20 | NWSW | 20 | 080S | 220E | 4304731355 | 13727 | Federal | OW | P |
| GLEN BENCH FED 22-20 | GB 22-20 | SENE | 20 | 080S | 220E | 4304731356 | 13727 | Federal | WI | A |
| FED 31-20 | GB 31-20 | NWNE | 20 | 080S | 220E | 4304731433 | 13727 | Federal | OW | P |
| ANTELOPE DRAW 2-17-4C | GB 2-17 | SESW | 17 | 080S | 220E | 4304731555 | 13727 | Federal | OW | P |
| ANTELOPE DRAW 3-17-3C | GB 3-17 | SESE | 17 | 080S | 220E | 4304731556 | 13727 | Federal | OW | S |
| GLEN BENCH 8-19 | GB 8-19 | SENE | 19 | 080S | 220E | 4304732476 | 13727 | Federal | OW | P |
| GLEN BENCH 4-30-8-22 | GB 4-30-8-22 | NWNW | 30 | 080S | 220E | 4304732755 | 13727 | Federal | OW | S |
| GLEN BENCH U 15-19-8-22 | GB 15-19-8-22 | SWSE | 19 | 080S | 220E | 4304732756 | 13727 | Federal | WI | A |
| OU GB 1G-19-8-22 | OU GB 1G-19-8-22 | NENE | 19 | 080S | 220E | 4304734696 | 13727 | Federal | OW | S |
| OU GB 2W-30-8-22 | GB 2ML-30-8-22 | NWNE | 30 | 080S | 220E | 4304735080 | 14816 | Federal | GW | P |
| GB 8ML-17-8-22 | GB 8ML-17-8-22 | SENE | 17 | 080S | 220E | 4304737995 | | Federal | GW | APD |
| | | | | | | | | | | |
| WHITE RIVER U 43-16 | WR 43-16 | NENW | 16 | 080S | 220E | 4304731354 | 5170 | State | OW | S |
| WHITE RIVER U 45-16 | GB 45-16 | NENE | 16 | 080S | 220E | 4304731399 | 13727 | State | OW | P |
| GLEN BENCH ST 6-16 | GB 6-16 | SENE | 16 | 080S | 220E | 4304732549 | 13727 | State | WI | A |
| GLEN BENCH ST 7-16 | GB 7-16 | SWNE | 16 | 080S | 220E | 4304732582 | 13727 | State | WI | A |
| GLEN BENCH ST 12-16 | GB 12-16 | NWSW | 16 | 080S | 220E | 4304732583 | 13727 | State | WI | A |
| GLEN BENCH U 11-16-8-22 | GB 11-16-8-22 | NESW | 16 | 080S | 220E | 4304732857 | 13727 | State | OW | P |
| GB 1MU-16-8-22 | GB 1MU-16-8-22 | NENE | 16 | 080S | 220E | 4304734656 | 14251 | State | GW | P |
| OU GB 7W-16-8-22 | OU GB 7W-16-8-22 | SWNE | 16 | 080S | 220E | 4304734659 | 13747 | State | GW | P |

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

FORM 9

| | | |
|--|--|---|
| SUNDRY NOTICES AND REPORTS ON WELLS | | 5. LEASE DESIGNATION AND SERIAL NUMBER: see attached |
| Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached |
| | | 7. UNIT or CA AGREEMENT NAME: see attached |
| 1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | 8. WELL NAME and NUMBER: see attached | |
| 2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY | | 9. API NUMBER: attached |
| 3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 CITY Denver STATE CO ZIP 80265 | | 10. FIELD AND POOL, OR WILDCAT: |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: attached | | COUNTY: Uintah |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: | | STATE: UTAH |

| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | |
|--|---|---|--|
| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u> <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____ | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input checked="" type="checkbox"/> OTHER: <u>Operator 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.

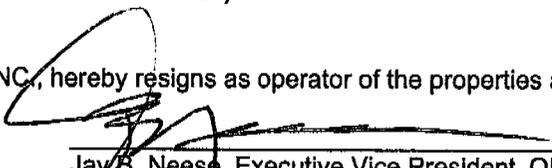
Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: 965003033

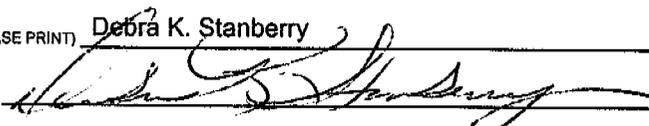
Fee Land Bond Number: 965003033

Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.


Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.

Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list


Jay B. Neese, Executive Vice President
Questar Exploration and Production Company

| | |
|---|---|
| NAME (PLEASE PRINT) <u>Debra K. Stanberry</u> | TITLE <u>Supervisor, Regulatory Affairs</u> |
| SIGNATURE  | DATE <u>3/16/2007</u> |

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APR 19 2007

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

| | | |
|---|--|--|
| 1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | | 5. LEASE DESIGNATION AND SERIAL NUMBER: see attached |
| 2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached |
| 3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 Denver STATE: CO ZIP: 80265 | | 7. UNIT or CA AGREEMENT NAME: see attached |
| 4. LOCATION OF WELL: FOOTAGES AT SURFACE: attached | | 8. WELL NAME and NUMBER: see attached |
| PHONE NUMBER: (303) 308-3068 | | 9. API NUMBER: attached |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: | | 10. FIELD AND POOL, OR WILDCAT: |
| COUNTY: Uintah | | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|--|---|---|---|
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u> | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____ | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input checked="" type="checkbox"/> OTHER: <u>Well Name Changes</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.

PER THE ATTACHED LIST OF WELLS, QUESTAR EXPLORATION AND PRODUCTION COMPANY REQUESTS THAT THE INDIVIDUAL WELL NAMES BE UPDATED IN YOUR RECORDS.

| | |
|---|---|
| NAME (PLEASE PRINT) <u>Debra K. Starberry</u> | TITLE <u>Supervisor, Regulatory Affairs</u> |
| SIGNATURE | DATE <u>4/17/2007</u> |

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APR 19 2007
DIV. OF OIL, GAS & MINING



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
3180
UT-922

April 23, 2007

Questar Exploration and Production Company
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Glen Bench Enhanced Recovery Unit
Uintah County, Utah

Gentlemen:

On April 12, 2007, we received an indenture dated April 6, 2007, whereby QEP Uinta Basin, Inc. resigned as Unit Operator and Questar Exploration and Production Company was designated as Successor Unit Operator for the Glen Bench Enhanced Recovery Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective April 23, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Glen Bench Enhanced Recovery Unit Agreement.

Your nationwide oil and gas bond No. ESB000024 will be used to cover all federal operations within the Glen Bench Enhanced Recovery Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
File - Glen Bench Enhanced Recovery Unit (w/enclosure)
Agr. Sec. Chron
Reading File
Central Files

UT922:TAThompson:tt:4/23/07

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APR 30 2007

DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

Change of Operator (Well Sold)

X - Operator Name Change

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

6/14/2010

| | |
|--|--|
| FROM: (Old Operator): N5085-Questar Exploration and Production Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048 | TO: (New Operator): N3700-QEP Energy Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048 |
|--|--|

| CA No. | | Unit: | | GLEN BENCH ENH REC | | | | |
|--------------|-----|-------|-----|--------------------|-----------|------------|-----------|-------------|
| WELL NAME | SEC | TWN | RNG | API NO | ENTITY NO | LEASE TYPE | WELL TYPE | WELL STATUS |
| SEE ATTACHED | | | | | | | | |
| | | | | | | | | |

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: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 6/29/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 6/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/30/2010
- Bond information entered in RBDMS on: 6/30/2010
- Fee/State wells attached to bond in RBDMS on: 6/30/2010
- Injection Projects to new operator in RBDMS on: 6/30/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 965010693
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965010695
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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| | | |
|---|--|---|
| 1 TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | | 5. LEASE DESIGNATION AND SERIAL NUMBER: See attached |
| 2 NAME OF OPERATOR: Questar Exploration and Production Company <i>N5085</i> | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached |
| 3. ADDRESS OF OPERATOR: 1050 17th Street, Suite 500 CITY Denver STATE CO ZIP 80265 | | 7. UNIT or CA AGREEMENT NAME: See attached |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached | | 8. WELL NAME and NUMBER: See attached |
| PHONE NUMBER: (303) 672-6900 | | 9. API NUMBER: Attached |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: | | 10. FIELD AND POOL, OR WILDCAT: See attached |
| COUNTY: Attached | | STATE: UTAH |

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

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u> | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input checked="" type="checkbox"/> OTHER: <u>Operator 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.

Effective June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024) *N3700*
 Utah State Bond Number: ~~965003033~~
 Fee Land Bond Number: ~~965003033~~ } *965010695*
 BIA Bond Number: ~~799446~~ *965010693*

The attached document is an all inclusive list of the wells operated by Questar Exploration and Production Company. As of June 14, 2010 QEP Energy Company assumes all rights, duties and obligations as operator of the properties as described on the list

| | |
|--|---|
| NAME (PLEASE PRINT) <u>Morgan Anderson</u> | TITLE <u>Regulatory Affairs Analyst</u> |
| SIGNATURE <i>Morgan Anderson</i> | DATE <u>6/23/2010</u> |

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JUN 28 2010

DIV. OF OIL, GAS & MINING

(See Instructions on Reverse Side)

APPROVED *6/13/2010*
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
GLEN BENCH ENH REC
 effective June 14, 2010

| well_name | sec | twp | rng | api | entity | mineral lease | type | stat | C |
|------------------|-----|------|------|------------|--------|------------------|------|------|---|
| GLEN BENCH 31-30 | 30 | 080S | 220E | 4304731008 | 13727 | Federal | OW | P | |
| WR 43-16 | 16 | 080S | 220E | 4304731354 | 5170 | State | OW | P | |
| GB 13-20 | 20 | 080S | 220E | 4304731355 | 13727 | Federal | OW | S | |
| GB 45-16 | 16 | 080S | 220E | 4304731399 | 13727 | State | OW | P | |
| GB 31-20 | 20 | 080S | 220E | 4304731433 | 13727 | Federal | OW | P | |
| GB 2-17 | 17 | 080S | 220E | 4304731555 | 13727 | Federal | OW | P | |
| GB 3-17 | 17 | 080S | 220E | 4304731556 | 13727 | Federal | OW | TA | |
| GB 8-19 | 19 | 080S | 220E | 4304732476 | 13727 | Federal | OW | P | |
| GB 4-30-8-22 | 30 | 080S | 220E | 4304732755 | 13727 | Federal | OW | S | |
| GB 11-16-8-22 | 16 | 080S | 220E | 4304732857 | 13727 | State | OW | P | |
| GB 1MU-16-8-22 | 16 | 080S | 220E | 4304734656 | 14251 | State | GW | P | |
| OU GB 7W-16-8-22 | 16 | 080S | 220E | 4304734659 | 13747 | State | GW | P | |
| OU GB 1G-19-8-22 | 19 | 080S | 220E | 4304734696 | 13727 | Federal | OW | P | |
| GB 2ML-30-8-22 | 30 | 080S | 220E | 4304735080 | 14816 | Federal | GW | P | |
| GB 8D-20-8-22 | 20 | 080S | 220E | 4304737665 | 15977 | Federal | GW | P | |
| GB 13AML-17-8-22 | 17 | 080S | 220E | 4304739227 | | Federal | GW | APD | C |
| GB 4DML-20-8-22 | 20 | 080S | 220E | 4304739228 | | Federal | GW | APD | C |
| GB 12DML-20-8-22 | 20 | 080S | 220E | 4304739229 | | Federal | GW | APD | C |
| GB 16BML-19-8-22 | 19 | 080S | 220E | 4304739233 | | Federal | GW | APD | C |



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/ut/st/en.html>



IN REPLY REFER TO:
3100
(UT-922)

JUL 28 2010

Memorandum

To: Vernal Field Office, Price Field Office, Moab Field Office

From: Chief, Branch of Minerals

Robert L. Bankart

Subject: Name Change Recognized

Attached is a copy of the Certificate of Name Change issued by the Texas Secretary of State and a decision letter recognizing the name change from the Eastern States Office. We have updated our records to reflect the name change in the attached list of leases.

The name change from **Questar Exploration and Production Company** into **QEP Energy Company** is effective June 8, 2010.

cc: MMS
UDOGM

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AUG 16 2010

DIV. OF OIL, GAS & MINERALS