

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

REGISTRATION
SUBMIT IN ORIGINALS
(Attach to back of application on reverse side)
NOV 30 1994
DIV OF OIL, GAS & MINING

FORM APPROVED
OMB NO. 1004-0136
Expires: February 28, 1995

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1. TYPE OF WORK
 DRILL DEEPEN

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

2. NAME OF OPERATOR
 Freedom Energy, Inc.

3. ADDRESS AND TELEPHONE NO.
 1433 - 17th St., Suite #300, Denver, CO 80202 303-292-2442

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface: 820 FWL 539 FSL SW 1/4 SW 1/4
 At proposed prod. zone: Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 24 miles south of Bonanza, Utah

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

16. NO. OF ACRES IN LEASE
 1,880.00

17. NO. OF ACRES ASSIGNED TO THIS WELL
 160.00

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.
 5,700 feet

19. PROPOSED DEPTH
 5,700 feet

20. ROTARY OR CABLE TOOLS
 Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 5,599 feet (GR)

22. APPROX. DATE WORK WILL START*
 December 1, 1994

5. LEASE DESIGNATION AND SERIAL NO.
 UTU-66408

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME
 Hanging Rock

8. FARM OR LEASE NAME, WELL NO.
 Hanging Rock Fed. #24-13

9. AN WELL NO.

10. FIELD AND POOL, OR WILDCAT
 Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Sec. 24, T11S-R23E, SLM

12. COUNTY OR PARISH
 Uintah

13. STATE
 Utah

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4"	9 5/8"	36# J55 LTC	300'	Determined upon caliper log.
* 7 7/8"	5 1/2" 4 1/2"	15.5# J55 LTC 11.6# STC	5,700'	

* If productive, production casing shall be set to T.D., Class G cement will be used to cover all productive zones as necessary.

If well is dry, the well will be plugged and abandoned pursuant to State regulations.

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 [Signature] TITLE Agent DATE 10/24/94

(This space for Federal or State office use)

PERMIT NO. 43-047-32603 APPROVAL DATE _____ APPROVED BY THE STATE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which he holds title to and is entitled to the operations thereon.
 CONDITIONS OF APPROVAL, IF ANY:

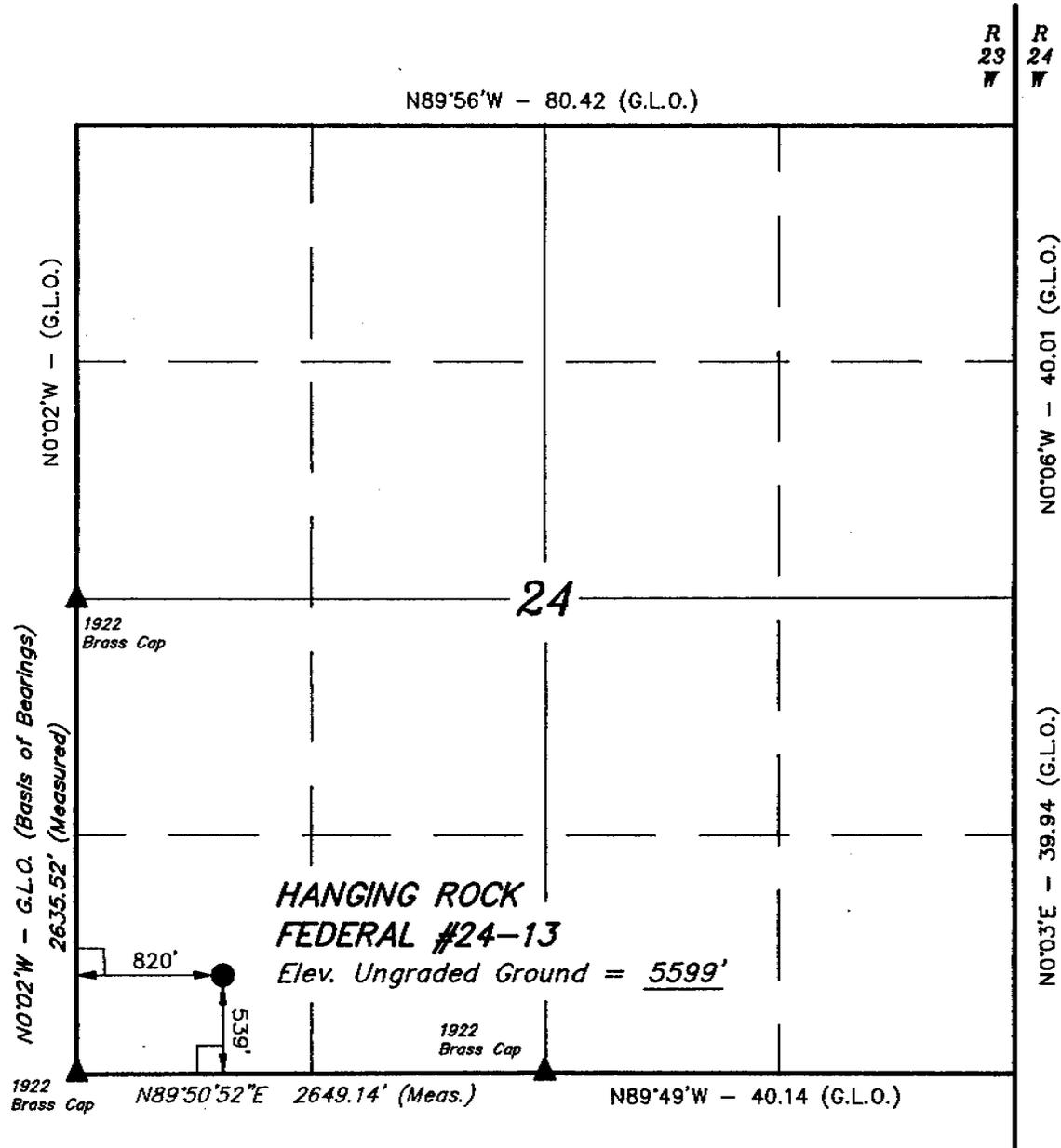
APPROVED BY _____ TITLE _____ BY: [Signature] DATE: 12/7/94

*See Instructions On Reverse Side WELL SPACING R649-2:3

T11S, R23E, S.L.B.&M.

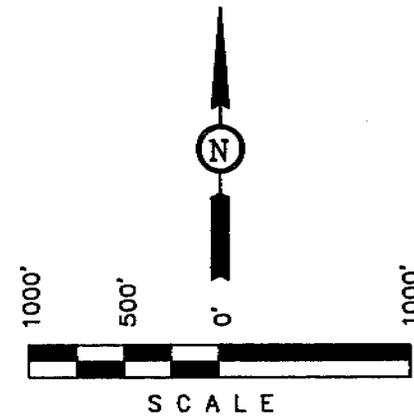
FREEDOM ENERGY, INC.

Well location, HANGING ROCK FEDERAL #24-13, located as shown in the SW 1/4 SW 1/4 of Section 24, T11S, R23E, S.L.B.&M. Uintah County Utah.



BASIS OF ELEVATION

BENCH MARK 87EAM LOCATED NEAR A ROAD INTERSECTION IN SECTION 1, T12S, R23E, S.L.B.&M. TAKEN FROM THE ARCHY BENCH SE QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5887 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. Key
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

REVISED: 10-13-94 D.R.B.

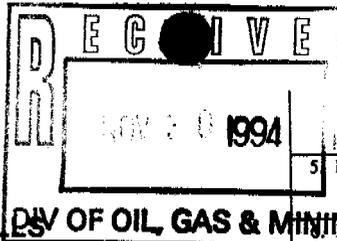
UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (801) 789-1017

LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

SCALE 1" = 1000'	DATE SURVEYED: 10-8-94	DATE DRAWN: 10-11-94
PARTY D.K. B.R. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE FREEDOM ENERGY, INC.	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT



FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993
5 Lease Designation and Serial No.
UTU-66408
6 Well Location, Allottee or Tribe Name

SUNDRY NOTICES AND REPORTS ON WELLS DIV OF OIL, GAS & MINING

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

SUBMIT IN TRIPLICATE

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	7. If Unit or CA, Agreement Designation Hanging Rock Unit
2. Name of Operator Freedom Energy, Inc.	8. Well Name and No. Hanging Rock Federal #24-13
3. Address and Telephone No. 1433 - 17th Street, Suite #300, Denver, CO 80202	9. API Well No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 820 FWL 539 FSL Sec. 24, T11S-R23E, SLM	10. Field and Pool, or Exploratory Area Wildcat
	11. County or Parish, State Uintah County, Utah

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

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

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

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

Pursuant to letter dated November 3, 1994, this Sundry Notice is to serve for final APD approval of the Thimble Rock Federal 23-15 well.

- Attached are seven (7) copies of the Freedom Energy, Inc. Self-Certification Statement.
- Thimble Rock's bond is being prepared and will be forwarded.
- Water will be hauled from the Target Trucking Water Well Permit, Permit #49-1540, located in the NE1/4 of Section 28, T11S, R23E. Said location is 1,750' from the South line, 2,600' from North line of Section 28. Alternatively, water will be obtained from U. S. Department of Interior, at Permit #49-331, located 1,220' from South line, 700 from East line in the Northwest corner of Section 20, T11S, R23E. State water use authorization will be forthcoming. Water consumption will not exceed one acre foot of water.
- BLM Interim Policy requires that specific information is considered within the National Environmental Policy Act (NEPA) review process on hazardous materials associated with a proposed action on the public lands. Your APD must include the following information:
 - (A) No chemicals from the Environmental Protection Agency's Consolidated List of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986, in the amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well.
 - (B) No extremely hazardous substances, as defined in 40 CFR 355, will be used, produced, stored, transported, or disposed of in association with the drilling of this well.
- If no hazardous materials that meet the limitations of (A) or (B) above are to be associated with the proposed action, it should be so stated in the APD. A statement needs to be provided for both categories (A) and (B).
- Exemption status, which may be relevant to applicability or liability under a different law, is not relevant to environmental impact analysis under NEPA.
- The cement program will be as follows:
 - Surface:** 185 sacks of Class "G" cement with 2% calcium chloride will be used. Slurry tail 400 cubic feet of Super "G" Class "G" with additives of 3% salt, 2% gel, 2 lbs. per hiscal two, 1/4 lb. per colloceal.
 - Filler Cement:** 415 sacks of 50-50% base of a Class "G" cement, 2% gel, 4% CP₂, 2 lbs. of hiscal two, 1/4 Lb. gloseel.
- A mud logger will be on location beginning at the depth of 3,000 feet to total depth drilled.

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

Signed [Signature] Title Agent Date _____

(This space for Federal or State office use)

Approved by _____ Title _____ Date _____

Conditions of approval, if any:

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

BUREAU OF LAND MANAGEMENT
VERNAL DISTRICT

CONDITIONS OF APPROVAL FOR PERMIT TO DRILL

Company: FREEDOM ENERGY, INC. Well No.: HANGING ROCK

Location: Sec. 24: SWSW T. 11 South, R. 23 East, S.L.M. Lease U-66408

Onsite Inspection date: October 12, 1994

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 Order No. 1, 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 to the field representative to ensure compliance.

A. DRILLING PROGRAM:

1. Surface formation and Estimated Formation Tops:

Green River formation -- Surface
Wasatch formation -- 2,600 feet
Mesaverde formation -- 4,500 feet

2. Estimated Depth at Which Oil, Gas, Water or other Mineral-Bearing Zones Are Expected to be Encountered:

	Formation	Depth
Expected Oil Zones:	None	
Expected Gas Zones:	Wasatch	2,600'
	Mesaverde	4,500'-5,300'
Expected Water Zones:	None	
Expected Mineral Zones:	None	

- a. ALL water shows will be reported 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 on-site) encountered during drilling, will be recorded by depth and adequately protected. All oil

and gas shows will be tested to determine commercial potential.

All fresh water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling will be recorded by depth, cased and cemented. All oil and gas shows considered worthy of testing will be tested to determine commercial potential.

3. Pressure Control Equipment:

Bottom Hole Pressures will be checked by pressure method prior to drilling. A Rotating Head will be used and checked. The anticipated bottom hole pressure will be 1,850 psi. See the attached Exhibit "A", for a diagram of the equipment which will be used in testing procedures.

BOP systems will be consistent with API RP 53. Pressure tests will be conducted before drilling out from under all casing strings which are set and cemented in place. Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and will be recorded on the daily drilling report. The Resource Area will be notified 1 day in advance when pressure tests are to be conducted.

The BOP and related equipment shall meet the minimum requirements of on-shore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., 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.

The Vernal District Office shall be notified at least twenty-four (24) hours prior to the running and cementing of all casing strings, in order to have a BLM representative on location while running and cementing all casing strings.

4. Mud Program and Circulating Medium:

The well will be drilled with 2% Kcl water to the top of the Wasatch formation (approximately 2,600 feet), Kcl-Polymer will then be used in drilling to total depth. The anticipated mud weight will be 9 pounds.

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. Casing Program and Auxiliary Equipment:

A 12-1/4 inch hole will be drilled to from the surface to the depth of 300 feet, with 9-5/8 inch casing being set. A 7-7/8 inch hole will then be drilled to total depth, with 4-1/2" production casing being set to T.D. New, 11.6 lb casing will be used, the grade of casing will be K55. Class G cement will be used to cover all productive zones, the ratio will be 15.6 pounds per gallon. The same mixture of filler cement will be used to the depth of 1,000 feet above total depth drilled.

Anticipated cement tops will be reported as to depth, not the expected number of sacks. The Resource Area will be notified 1 day in advance when running casing strings and cement.

6. Coring, Logging and Testing Program:

Gamma Ray-Dual Induction, Simultaneous Compensated Neutron Litho-Density log and possibly Sonic log will be used. All logs will be run from the depth of 300 feet, except the Gamma Ray Log will be pulled to the surface.

Whether the well is completed as a dry hole or as a producer, a "Well Completion and Recompletion Report and Log" (form 3160-4) will be submitted to the District Office not later than thirty (30) days after completion of the well, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well test data, geological summaries, sample descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4.

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

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

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

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

No abnormal gas pressures or temperatures are expected. Hydrogen Sulfide or other hazardous gases or fluids are not expected in the area.

8. Anticipated Starting Dates and Notifications of Operations:

The Operator will contact the Book Cliffs Resource Area at Vernal, Utah forty-eight (48) hours prior to beginning any dirt work on this location.

No location will be construed or moved, no well will be plugged, and drilling or workover equipment will not be removed from a well without prior approval of the District Manager. District Manager will also be notified if a well is placed in a suspended status, and approval will be requested from District Manager before resuming operations. The spud date will be reported orally to the Resource Area Manager within a minimum of twenty-four (24) hours prior to spudding. Written notification in the form of a Sundry Notice (form 3160-5) will be submitted to the District Office within twenty-four hours after spudding. If the spudding occurs on a weekend or holiday, the written report will be submitted on the following regular work day.

In accordance with Onshore Oil and Gas Order No. 1, this well will be reported on Form 9-329, "Monthly Report of Operations", starting with the month in which operations commence and continue each month until drilling is concluded. This report will be filed directly with the BLM District Office, 170 East 500 South, Vernal, Utah.

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

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.

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

Gerald E. Kenczka
Petroleum Engineer

801-781-1190

Ed Forsman
Petroleum Engineer

801-789-7077

BLM FAX Machine

801-789-3634

9. Immediate Reports:

Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported to the Resource Area in accordance with requirements of NTL-3A.

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 District Manager, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig. In emergency situations, verbal approval to bring on a replacement rig will be approved by the District Petroleum Engineer.

Should the well be successfully completed for production, the District manager 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) business days following the date on which the well is placed on production.

A first production conference will be scheduled within fifteen (15) days after receipt of the first production report. The Resource Area Office will coordinate the field conference.

No well abandonment operations will be commenced without the prior approval of the District Manager. In the case of newly-drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the District Petroleum Engineer. A "Subsequent Report of Abandonment" (Form 3160-5) will be filed with the District Manager 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 Area manager or his representative, or the appropriate surface managing agency.

Approval to vent/flare gas during initial well evaluation will be obtained from the District Office. This preliminary approval will not exceed 30 days or 50 MMCF gas. Approval to vent/flare beyond this initial test period will require District Office approval pursuant to guidelines in NTL-4A.

Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6.

- a) The top of the marker will be closed or capped.

The following minimum information will be permanently placed on the marker with a plate, cap or beaded-on with a welding torch:

"Fed" or "Ind", as applicable. "Well number, location by 1/41/4 section, township and range". "Lease number".

B. THIRTEEN POINT SURFACE USE PROGRAM:

1. Existing Roads:

- a. Location is 24 miles south of Bonanza, Utah to planned access road.
- b. Access will be obtained by traveling 24 miles south of Bonanza by miles along graveled county road to well access road. Improvements will not be required for use of existing roads.
- c. Improvements and/or maintenance of existing roads will not be necessary.

2. Planned Access Roads:

The existing county road will be re-routed approximately 75 feet east of its existing location to allow the well pad to be located away from natural drainage patterns. An access road will not be necessary.

- a. The maximum total distributed will be 50 feet long and 30 feet in width.
- b. Maximum grades will not exceed six percent.
- c. Turnouts:

No turnouts.
- d. Location (centerline): Centerline has been flagged. The road will be approximately 50 feet long, 30 feet wide with 18 feet running surface.
- e. Drainage will not be required. Low water crossings only.
- f. Surface materials will be purchased from the construction company receiving the bid to do the surface work.

g. Other:

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

Surface disturbance and vehicular travel will be limited to the approved location and access road. Any additional area needed will be approved by the Area Manager in advance.

The access road will be rehabilitated or brought to Resource (Class III) Road Standards within sixty (60) days of dismantling of the drilling rig. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

3. Location of Existing Wells:

None on Property.

4. Location of Tank Batteries and Production Facilities:

If storage facilities/tank batteries are constructed on this lease, the facility/battery or the well pad shall be surrounded by a containment dike of sufficient capacity to contain, at a minimum, the entire content of the largest tank within the facility/battery, unless more stringent protective requirements are deemed necessary by the authorized officer.

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

If at any time the facilities located on public land and authorized by the terms of the lease are no longer included in the lease (due to a contraction in the unit or other lease or unit boundary change), BLM will process a change in authorization to the appropriate statute. The authorization will be subject to appropriate rental or other financial obligation as determined by the authorized officer.

If a tank batter is constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain 1½ times the storage capacity of the battery.

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

All site security guidelines identified in 43 CFR 3162.7 regulations will be adhered to.

All off-lease storage, off-lease measurement, or co-mingling on-lease or off-lease will have prior written approval from the District Manager.

All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed.

Gas meter runs for each well will be located within five hundred (500) feet of the wellhead. The gas flowline will be buried from the wellhead to the meter along with any other sections occurring on the pad. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three (3) months on new meter installations and at least quarterly thereafter. The Area Manager 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 Resource Area Office. All meter measurement facilities will conform with the API standards for liquid hydrocarbons and the AGA standard for natural gas measurement.

5. Location and Type of Water Supply:

All water needed for drilling purposes will be obtained from the Rockhouse Unit #5-A. Water conversion well located in South 13, T11S, R23E.

A temporary water use permit for this operation will be obtained from the Utah State Engineer. Water obtained on private land, or land administered by another agency, will require approval from the owner or agency for use of the land.

6. Source of Construction Material:

Pad construction material will be obtained from the constructing company who obtains the bid to build the pad site.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3. Source of construction material (will/will not) be located on lease.

7. Methods of Handling Waste Disposal:

The reserve pit will not be lined.

Three sides of the reserve pit will be fenced with fencing material and/or barbed wire before drilling starts. The fourth side will be fenced as soon as the drilling is completed. The fence will be kept in good repair while the pit is drying.

All trash must be contained and disposed of by loading and hauling away.

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

After first production, produced waste water will be confined to a (lined/unlined) pit for a period not to exceed ninety (90) days after initial production. During the ninety (90) day period, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the District Manager's approval pursuant to Onshore Oil and Gas Order No. 7.

Other:

8. Ancillary Facilities:

Camp facilities will not be required.

9. Well Site Layout:

The reserve pit will be located on the southwest side of the well site.

The top six inches of soil material will be removed from the location and winch-rowed on the North and East sides of the well site. Topsoil along the re-routed road will be reserved in place adjacent to the road.

Access to the well pad will be from the East along the re-routed main road. The trash pit will be located on the Southwest corner of the well pad.

Fencing Requirements:

All pits will be fenced according to the following minimum standards:

- a. A 39-inch net wire shall be used with at least one strand of barbed wire on top of the net wire (barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence).
- b. The net wire shall be no more than two inches above the ground. The barbed wire shall be three inches above the net wire. Total height of the fence shall be at least 42 inches.
- c. Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.
- d. Standard steel, wood, or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
- e. All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.

The reserve pit fencing will be on three sides during drilling operations and on the fourth side when the rig moves off the location. Pits will be fenced and maintained until clean-up.

10. Plans for Restoration of Surface:

Plans for Restoration of Surface

a. Producing Location

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

Immediately upon well completion, any hydrocarbons on the pit shall be removed in accordance with 43 CFR 3162.7-1.

If a plastic nylon reinforced liner is used, it shall be torn and perforated before backfilling of the reserve pit.

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours. The reserve pit will be reclaimed within one year from the date of well completion. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe, etc., will be removed.

Contact appropriate surface management agency for required seed mixture.

b. Dry Hole/Abandoned Location

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and BLM will attach the appropriate surface rehabilitation conditions of approval.

Before any dirt work to restore the location takes place, the reserve pit must be completely dry.

The operator or his contractor will notify the Vernal District Office at Vernal, Utah, forty-eight (48) hours before starting reclamation work that involves earth moving equipment and upon completion of restoration measures.

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

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

Seed will be broadcast or drilled at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage. Seeding will occur in October or November.

The following seed mixture will be used:

Indian Grass, or other seedings which match undisturbed lands.

The reserve pit and that portion of the location and access road not needed for production or production facilities will be reclaimed within six months from the date of well completion.

11. Surface and Mineral Ownership:

The Federal Government owns all surface and mineral interests.

12. Other Information:

a: Right-of-Way for Gas Pipeline:

Pipeline located on the lease.

b: A request for an exception of spacing is being filed with the State of Utah to allow drilling closer than 200 feet from the quarter-quarter section line. The location was picked to cause the least amount of surface damage, and the operator owns record title to a three hundred and twenty acre tract surrounding the well, the completion of a well at the proposed site will not infringe on the rights of other operators in the area. After completion of this test well, a spacing order will be filed with the Utah State Oil and Gas Commission to set spacing at a figure determined by Operator to properly drain reserves. See attached Exhibit "C" for a copy of letter.

c: There will be no deviation from the proposed drilling and/or workover program without prior approval from the District Manager. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.2.

d: "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 3164.

- e. The direct contractor will be provided with an approved copy of the suther operations in accordance with 43 CFR 3164.
- f. The dirt contractor will be provided with an approved copy of the surface use plan.
- g. A cultural resource clearance will be required before any construction begins. If any cultural resources are found during construction, all work will stop and the District Manager will be notified.
- h. This permit will be valid for a period of one (1) year from the date of approval. After permit termination, a new application will be filed for any future operations.
- i. 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.

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

- j. The operator will control noxious weeds along rights-of-way for roads, pipelines, well sites, or other applicable facilities. A list of noxious weeds may be obtained

from the BLM, or the appropriate County Extension Office. On BLM administered land it is required that a Pesticide Use Proposal shall be submitted, and given approval, prior to the application of herbicides or other pesticides or possible hazardous chemicals.

13. Lessee's or Operator's Representative and Certification

Representative:

Name: Mark S. Dolar
Address: 9035 South 700 East - Suite 100A
Sandy, Utah 84070-2418
Phone No.: 801-561-3121

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently 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 FREEDOM ENERGY, INC. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. this statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

10/24/14

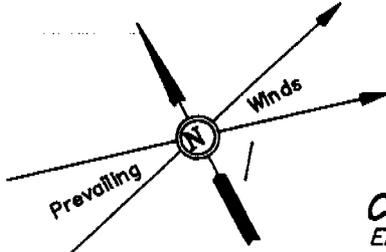
Date

Mark S. Dolar, Agent

FREEDOM ENERGY, INC.

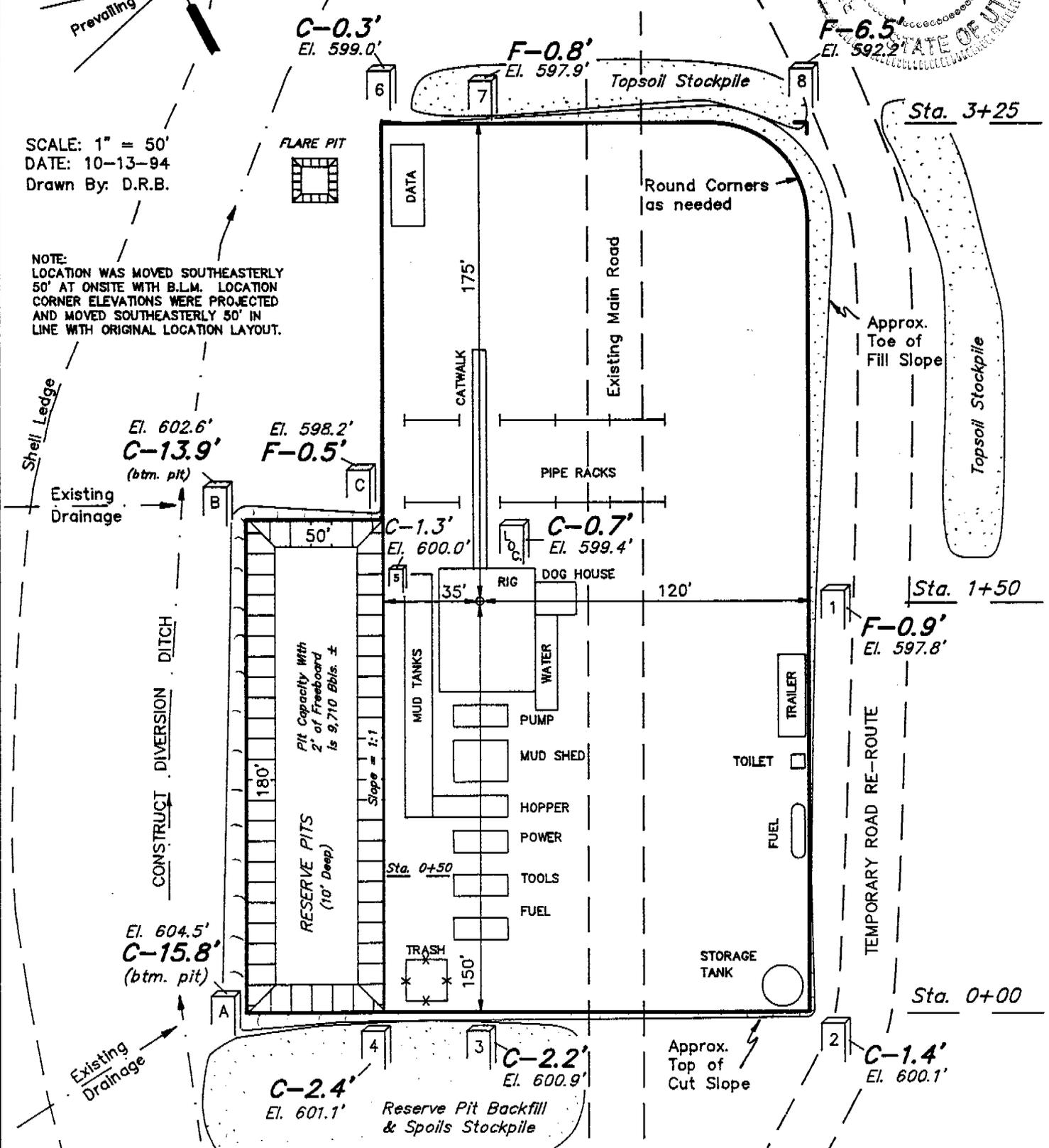
LOCATION LAYOUT FOR

HANGING ROCK FEDERAL #24-13
SECTION 24, T11S, R23E, S.L.B.&M.
539' FSL 820' FWL



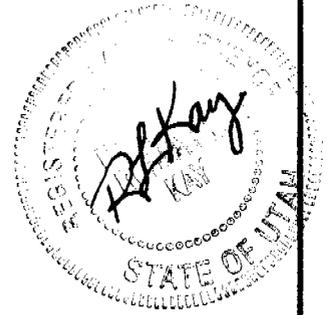
SCALE: 1" = 50'
DATE: 10-13-94
Drawn By: D.R.B.

NOTE:
LOCATION WAS MOVED SOUTHEASTERLY
50' AT ONSITE WITH B.L.M. LOCATION
CORNER ELEVATIONS WERE PROJECTED
AND MOVED SOUTHEASTERLY 50' IN
LINE WITH ORIGINAL LOCATION LAYOUT.



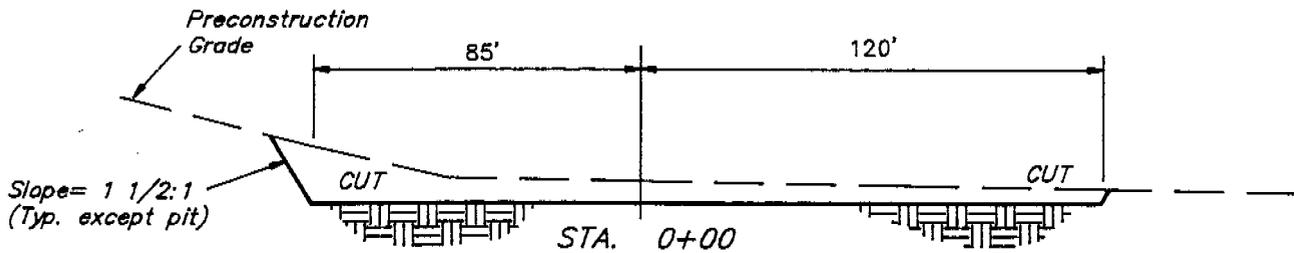
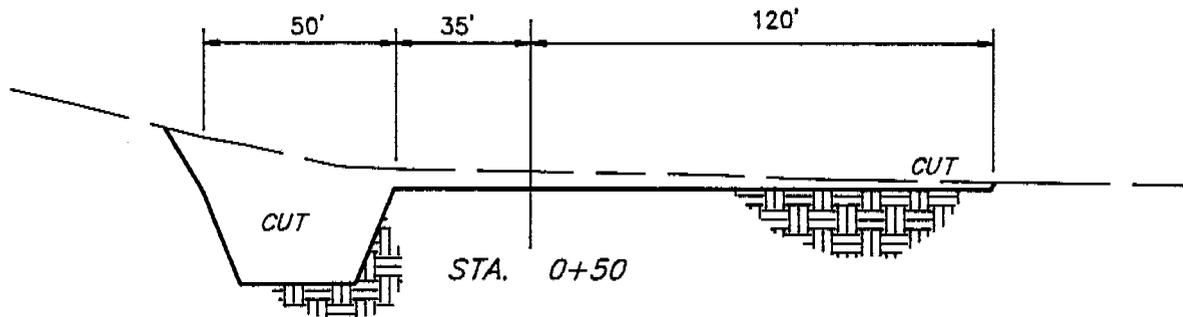
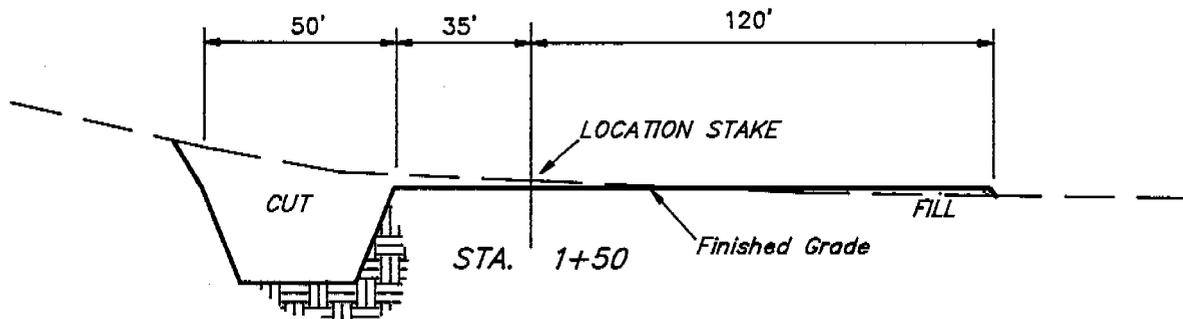
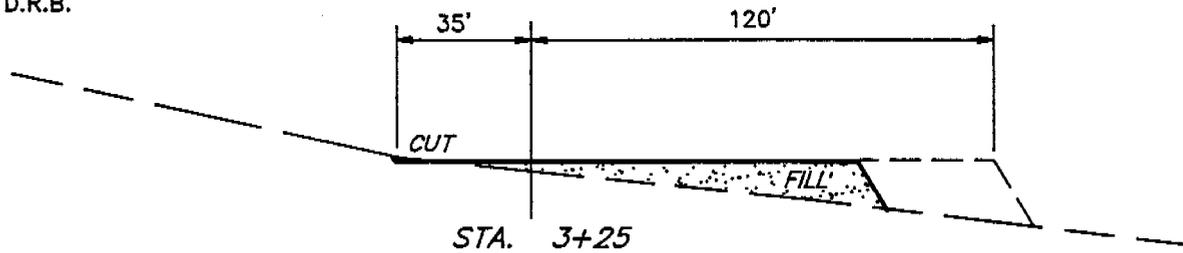
Elev. Ungraded Ground at Location Stake = 5599.4'
Elev. Graded Ground at Location Stake = 5598.7'

FREEDOM ENERGY, INC.
TYPICAL CROSS SECTIONS FOR
HANGING ROCK FEDERAL #24-13
SECTION 24, T11S, R23E, S.L.B.&M.
539' FSL 820' FWL



1" = 20'
 X-Section
 Scale
 1" = 50'

DATE: 10-13-94
 Drawn By: D.R.B.

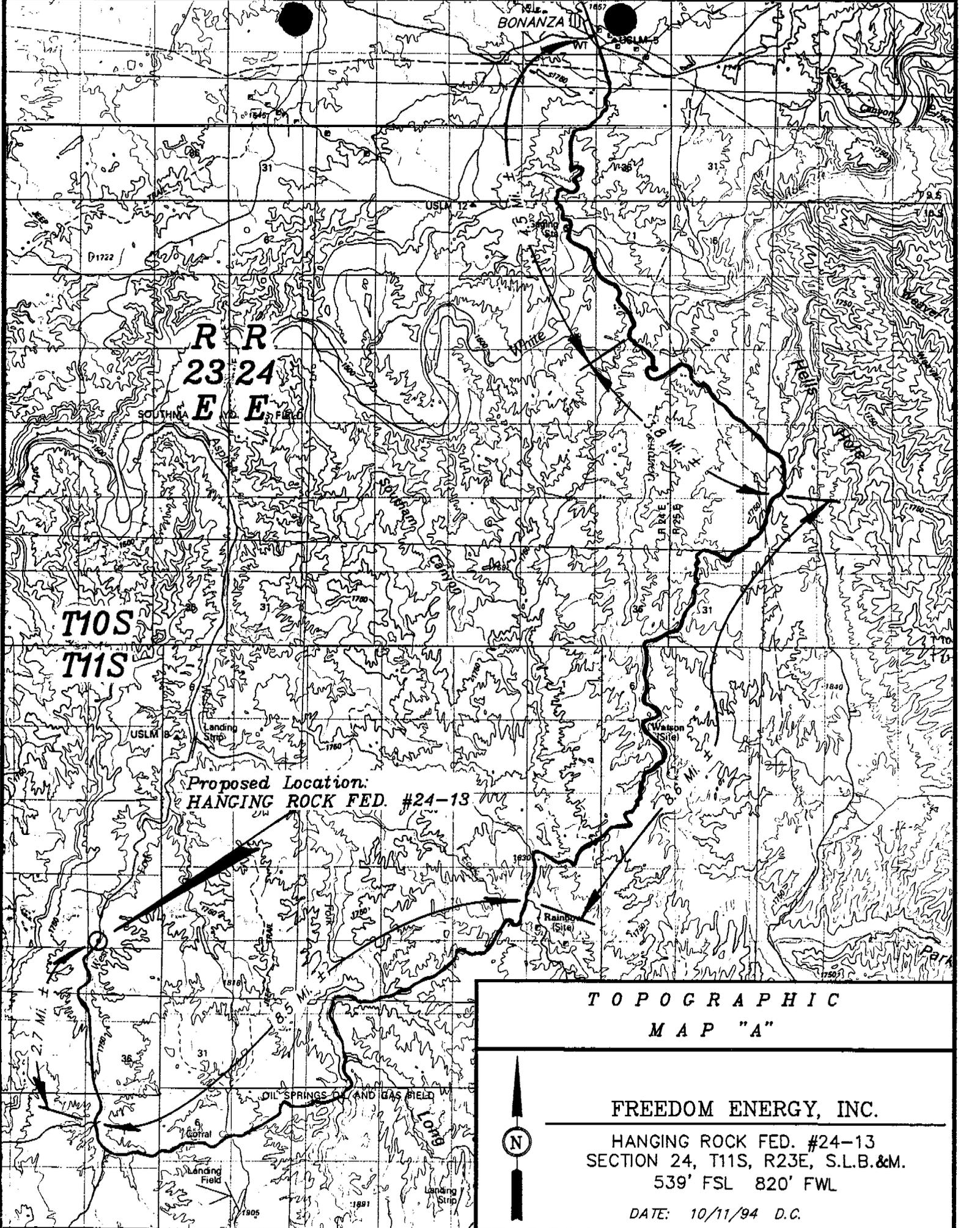


APPROXIMATE YARDAGES

(6") Topsoil Stripping = 1,100 Cu. Yds.
 Remaining Location = 4,040 Cu. Yds.
TOTAL CUT = 5,140 CU.YDS.
FILL = 2,640 CU.YDS.

EXCESS MATERIAL AFTER
 5% COMPACTION = 2,360 Cu. Yds.
 Topsoil & Pit Backfill
 (1/2 Pit Vol.) = 2,360 Cu. Yds.
 EXCESS UNBALANCE = 0 Cu. Yds.
 (After Rehabilitation)

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



**R R
23 24
E E**

**T10S
T11S**

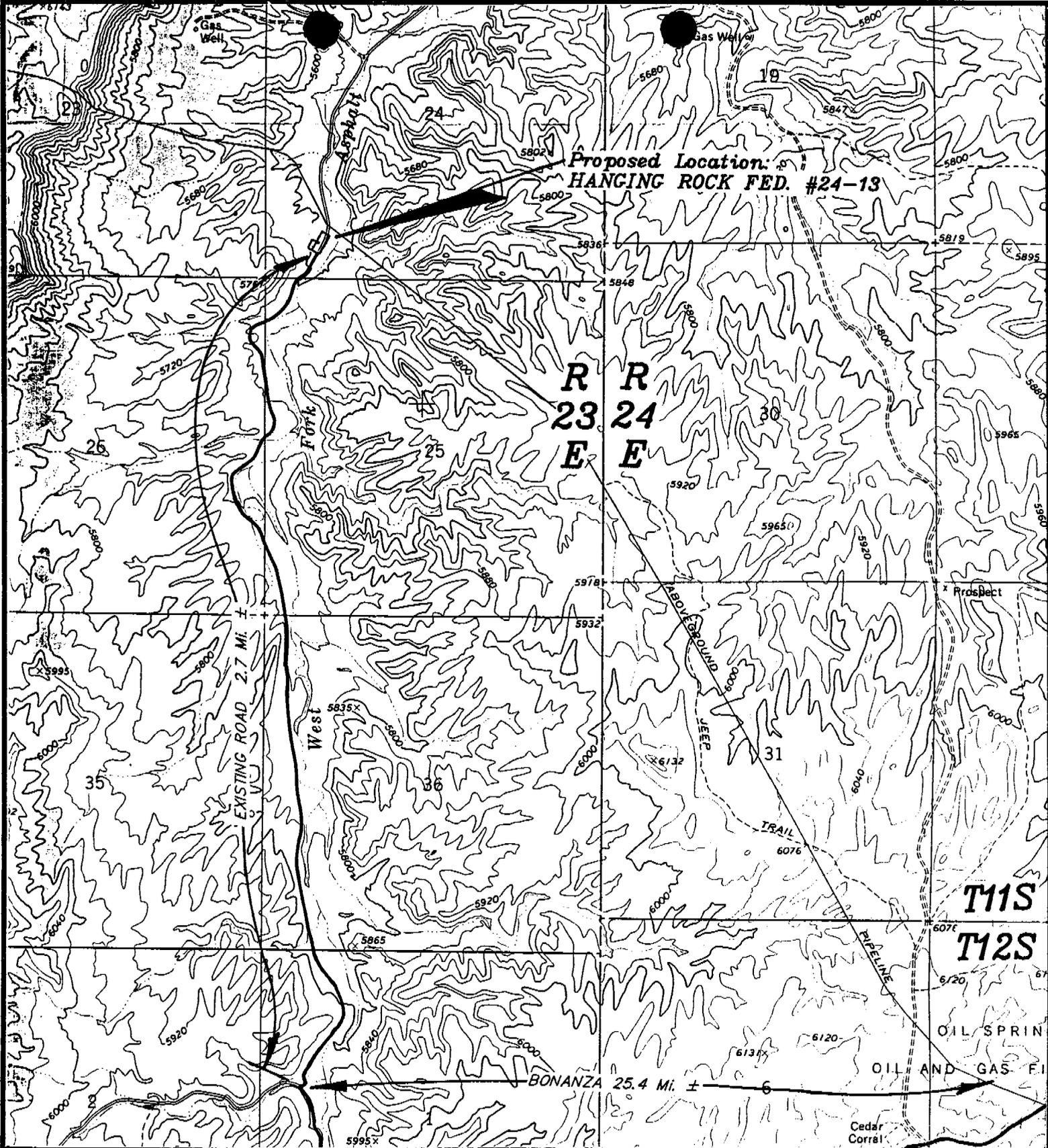
**Proposed Location:
HANGING ROCK FED. #24-13**

**TOPOGRAPHIC
MAP "A"**



FREEDOM ENERGY, INC.
HANGING ROCK FED. #24-13
SECTION 24, T11S, R23E, S.L.B.&M.
539' FSL 820' FWL

DATE: 10/11/94 D.C.



TOPOGRAPHIC
MAP "B"

SCALE: 1"=2000'

DATE: 10/11/94 D.C.



FREEDOM ENERGY, INC.

HANGING ROCK FED. #24-13
SECTION 24, T11S, R23E, S.L.B.&M.
539' FSL 820' FWL



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)

December 7, 1994

Freedom Energy, Inc.
1433 17th Street, Suite 300
Denver, Colorado 80202

Re: Hanging Rock Federal #24-13 Well, 539' FSL, 820' FWL, SW SW, Sec. 24, T. 11 S., R. 23 E., Uintah County, Utah

Gentlemen:

Pursuant to Utah Code Ann. § 40-6-18, (1953, as amended), Utah Admin. R. 649-2-3, Application of Rules to Unit Agreements and R. 649-3-4, Permitting of Wells to be Drilled, Deepened or Plugged-Back, approval to drill the referenced well is hereby granted.

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

1. Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules.
2. Notification to the Division within 24 hours after drilling operations commence.
3. Submittal of Entity Action Form, Form 6, within five working days following commencement of drilling operations and whenever a change in operations or interests necessitates an entity status change.
4. Submittal of the Report of Water Encountered During Drilling, Form 7.
5. Prompt notification prior to commencing operations, if necessary, to plug and abandon the well. Notify Frank R. Matthews, Petroleum Engineer, (Office) (801)538-5340, (Home) (801)476-8613, or K. Michael Hebertson, Reclamation Specialist, (Home) (801)269-9212.



Page 2
Freedom Energy, Inc.
Hanging Rock Federal #24-13 Well
December 7, 1994

6. Compliance with the requirements of Utah Admin. R. 649-3-20, Gas Flaring or Venting, if the well is completed for production.

This approval shall expire one year after date of issuance unless substantial and continuous operation is underway or a request for an extension is made prior to the approval expiration date. The API number assigned to this well is 43-047-32603.

Sincerely,



R.J. Firth
Associate Director

ldc
Enclosures
cc: Uintah County Assessor
Bureau of Land Management, Vernal District Office
WOI1

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial No.

UTU-66408

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

Hanging Rock

8. Well Name and No.

Hanging Rock Fed. #24-13

9. API Well No.

43-047-32603

10. Field and Pool, or Exploratory Area

Wildcat

11. County or Parish, State

Uintah County, Utah

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

Freedom Energy, Inc.

3. Address and Telephone No.

1433 - 17th St., Suite #300, Denver, CO 80202 303-292-2442

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

820 FWL 539 FSL
Sec. 24, T11S-R23E, SLM

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

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

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

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

Casing specifications for Hanging Rock Federal #24-13 shall be as follows:

Production Casing: 4 1/2", 11.60 #, J-55, LT&C, Used, White Band Inspected, 8rd, R-3.

Surface Casing: 9 5/8", 40 #, J-55, New, Limited Service, API, ST&C, R-2.

Program for surface casing will be 15.82# per gallon; 1.16 cubic ft. per sack.

Cement will be 11.8# per gallon; 2.78 cubic ft. per sack.

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

DATE: 12/9/94
BY: J. Matthew

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

Signed

Title Agent

Date 12-9-94

(This space for Federal or State office use)

Approved by

Title

Date

Conditions of approval, if any:

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

REGULATE
SUBMIT IN THIS LOCATE
(Other instructions on reverse side)
DEC 12 1994

FORM APPROVED
OMB NO. 1004-0136
Expires: February 28, 1995

5. LEASE DESIGNATION AND SERIAL NO.
UTU-66408
6. LANDMAN, ALLOTTEE OR TRIBE NAME

**APPLICATION FOR PERMIT TO DRILL OR DEEPEN
DIV OF OIL, GAS & MINING**

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

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

2. NAME OF OPERATOR
Freedom Energy, Inc.

3. ADDRESS AND TELEPHONE NO.
1433 - 17th St., Suite #300, Denver, CO 80202 303-292-2442

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
At surface
820 FWL 539 FSL
At proposed prod. zone
Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
24 miles south of Bonanza, Utah

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

16. NO. OF ACRES IN LEASE
1,880.00

17. NO. OF ACRES ASSIGNED TO THIS WELL
160.00

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.
5,700 feet

19. PROPOSED DEPTH
5,700 feet

20. ROTARY OR CABLE TOOLS
Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
5,599 feet (GR)

22. APPROX. DATE WORK WILL START*
December 1, 1994

7. UNIT AGREEMENT NAME
Hanging Rock

8. FARM OR LEASE NAME, WELL NO.
Hanging Rock Fed. #24-13

9. AP WELL NO.

10. FIELD AND POOL, OR WILDCAT
Wildcat

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
Sec. 24, T11S-R23E, SLM

12. COUNTY OR PARISH
Utah

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 1/4"	9 5/8"	36# J55 LTC	300'	Determined upon caliper log.
* 7 7/8"	5 1/2"	15.5# J55 LTC & STC	5,700' 5,300' as per Jamie McRoy 11/29/94	

* If productive, production casing shall be set to T.D., Class G cement will be used to cover all productive zones as necessary.

If well is dry, the well will be plugged and abandoned pursuant to State regulations.

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 [Signature] TITLE Agent DATE 10/24/94

(This space for Federal or State office use)

PERMIT NO. N3-047-32603 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:

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

APPROVED BY [Signature] TITLE ASSISTANT DISTRICT MANAGER MINERAL DATE DEC 6 1994

*See Instructions On Reverse Side

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Freedom Energy, Inc.

Well Name & Number: Hanging Rock 24-13

API Number: 43-047-

Lease Number: U-66408

Location: SWSW Sec. 24 T. 11S R. 23E

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 3M 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.

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.

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 200 ft. above the top of the Mahogany Oil Shale zone identified at \pm 425 ft. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

The Vernal District Office shall be notified at least 24 hours prior to the running and cementing of all casing strings, in order to have a BLM representative on location while running and cementing all casing strings.

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 \pm 225 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.) 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.

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

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

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

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

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

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

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 until midnight December 31, 1994. At that time Lease UTU-66408 will expire unless diligent drilling operations are in progress across the expiration date.

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

Ed Forsman (801) 789-7077
Petroleum Engineer

Wayne 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.

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

Company/Operator: Freedom Energy

API Number _____

Well Name & Number: Hanging Rock Federal 24-B

Lease Number: U-66761

Location: SWSW Sec. 24 T.11 S. R.23 E.

Surface Ownership: BLM

Date NOS Received September 29, 1994

Date APD Received October 27, 1994

- To limit impacts to nesting owls in the area, no construction or drilling will be allowed from Feb. 1 to May 15.

-Access roads and surface disturbing activities will conform to standards outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, (1989).

-If the well becomes a producing well, the equipment would be painted Desert Brown.

-No trash pit will be allowed. All trash will be contained in a portable wire cage and hauled to and approved disposal facility.

-Drilling rigs and/or equipment used during drilling operations on this wellsite will not be stacked or stored on Federal Lands after the conclusion of drilling operations or at any other time without BLM authorization. However, if BLM authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities. (The BLM does not seek to compete with private industry. There are commercial facilities available for stacking and storing drilling rigs.)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

R E C E I V E D
 DEC 12 1994
 DIV OF OIL, GAS & MINING

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

5. Lease Designation and Serial No.

U-66408

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Freedom Energy, Inc.

3. Address and Telephone No.
 1433 - 17th St., Suite #300, Denver, CO 80202 303-292-2442

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 820 FWL 539 FSL
 Sec. 24, T11S-R23E, SLM

6. If Indian, Allottee or Tribe Name

7. If Unit or CA, Agreement Designation

Hanging Rock

8. Well Name and No.

Hanging Rock Fed. #24-13

9. API Well No.

43-047-32603

10. Field and Pool, or Exploratory Area

Wildcat

11. County or Parish, State

Uintah County, Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> Notice of Intent <input checked="" type="checkbox"/> Subsequent Report <input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Abandonment <input type="checkbox"/> Recompletion <input type="checkbox"/> Plugging Back <input type="checkbox"/> Casing Repair <input type="checkbox"/> Altering Casing <input checked="" type="checkbox"/> Other <u>Casing specifications & cement program</u>	<input type="checkbox"/> Change of Plans <input type="checkbox"/> New Construction <input type="checkbox"/> Non-Routine Fracturing <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Conversion to Injection <input type="checkbox"/> Dispose Water <small>(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)</small>

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

Casing specifications for Hanging Rock Federal #24-13 shall be as follows:

Production Casing: 4 1/2", 11.60 #, J-55, LT&C, Used, White Band Inspected, 8rd, R-3.

Surface Casing: 9 5/8", 40 #, J-55, New, Limited Service, API, ST&C, R-2.

Cement program for surface casing will be 15.82# per gallon; 1.16 cubic ft. per sack.

Filler cement will be 11.8# per gallon; 2.78 cubic ft. per sack.

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

Signed: Title: Agent Date: 12-9-94

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

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

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: Freedom Energy

Well Name: Hanging Rock Federal 24-13

API NO. 43-047-32603

Section 24 Township 11S Range 23E County Uintah

Drilling Contractor Caza Drilling

Rig # 7

SPUDDED: Date 12/13/94

Time _____

How Dry Hole

Drilling will commence 12/26/94

Reported by Bill Ryan-Rocky Mtn Consulting

Telephone # _____

Date: 12/22/94 Signed: JLT

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
DEC 29 1994
DIV OF OIL, GAS & MINING

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

9. Lease Designation and Serial No.
ITU-66408
Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
Freedom Energy, Inc.

3. Address and Telephone No.
1433 - 17th Street, Suite #300, Denver, CO 80202 303-292-2442

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
820 FWL 539 FSL
Sec. 24, T11S-R23E, SLM

7. If Unit or CA, Agreement Designation

Hanging Rock Unit

8. Well Name and No.

Hanging Rock Federal #24-13

9. API Well No.

43-047-32603

10. Field and Pool, or Exploratory Area

Wildcat

11. County or Parish, State

Uintah County, Utah

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

TYPE OF SUBMISSION

TYPE OF ACTION

- Notice of Intent
- Subsequent Report
- Final Abandonment Notice

- Abandonment
- Recompletion
- Plugging Back
- Casing Repair
- Altering Casing
- Other _____

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

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

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

Water will be obtained from Evacuation Creek, permit #49-1550. Distribution point is located 1100' FWL, 1700' FNL, Section 7, T11S, R25E.

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

Signed

Title

Agent

Date

12/15/94

(This space for Federal or State office use)

Approved by

Title

Date

Conditions of approval, if any:

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

*See instruction on Reverse Side

STATE OF UTAH
 DIVISION OF OIL, GAS AND MINING
 ENTITY ACTION FORM - FORM 6

OPERATOR Freedom Energy, Inc.
 ADDRESS 1856 Balsam Ave.
Greeley, CO. 80631

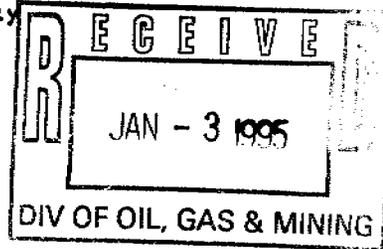
OPERATOR ACCT. NO. #3285

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	11723	43-047-32603	Hanging Rock Federal 24-13	SWSW	24	11S	23E	Uintah	12-30-94	
WELL 1 COMMENTS: <i>Entity added 1-5-95. (Hanging Rock Unit) Lee</i> New well.											
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)
 - D - Add new well to existing entity (group or unit well)
 - C - Re-assign well from one existing entity to another existing entity
 - D - Re-assign well from one existing entity to a new entity
 - E - Other (explain in comments section)

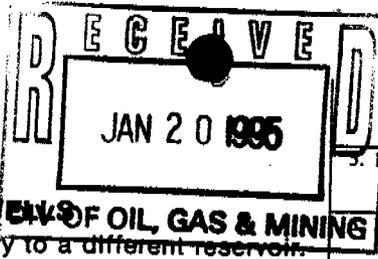
NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)



Sam Cady
 Signature
 Compliance Officer 12-30-94
 Title Date
 Phone No. (303) 352-8125

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT



791
FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS OF OIL, GAS & MINING

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

5. Lease Designation and Serial No.
UTU-66408
6. Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Freedom Energy, Inc.

3. Address and Telephone No.
 1856 Balsam Ave., Greeley, CO. 80631 (303) 352-8125

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 820' FWL, 539' FSL Sec. 24-T11S-R23E S1M

7. If Unit or CA, Agreement Designation
 Hanging Rock

8. Well Name and No.
 Hanging Rock Fed. 24-13

9. API Well No.
 43-047-32603

10. Field and Pool, or Exploratory Area
 Wildcat

11. County or Parish, State
 Uintah County, Utah

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

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

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

We propose to perforate and frac the above referenced location on or about 2-2-95.
The procedure is as follows:

Cement through Port collar @ 1117' with 150 sks. Super G. Yield 2.78 cuft/sk., wt. 11.08 #/gal.

Complete and test 3 zones in the Wasatch from 2920' through 3320'.

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

14. I hereby certify that the foregoing is true and correct
Signed Sam Cook Title Compliance Officer Date 1-17-95
(This space for Federal or State office use)

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

741
FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993
Designation and Serial No.
UTU-66408
Indian, Allottee or Tribe Name
BUREAU OF OIL, GAS & MINING
FEB 21 1995

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	7. Unit or CA. Agreement Designation Hanging Rock
2. Name of Operator Freedom Energy, Inc.	8. Well Name and No. Hanging Rock Fed.24-13
3. Address and Telephone No. 1856 Balsam Ave., Greeley, Co. 80631 (303) 352-8125	9. API Well No. 43-047-32603
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 820' FWL, 539' FSL Sec.24-24-T11S-R23E SLM	10. Field and Pool, or Exploratory Area Wildcat
	11. County or Parish, State Uintah County, Utah

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

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

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

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

This well went down line with 1st. sales on 2-8-95 @ 5:00 p.m.
Detailed report, logs, backup, etc. to follow.

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

Signed Sam C. [Signature] Title Compliance Officer Date 2-14-95
(This space for Federal or State office use)

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

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

Utah State - 791

TIGHT HOLE
RECEIVE
FEB 24 1995

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

Lease Designation and Serial No.
UTU-66408
If Indian, Allottee or Tribe Name
-
Unit or CA, Agreement Designation

SUBMIT IN TRIPLICATE

DIV OF OIL, GAS & MINING

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Freedom Energy, Inc.

3. Address and Telephone No.
 1856 Balsam Ave., Greeley, CO. 80631 (303) 352-8125

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 820' FWL, 539' FSL Sec.24-11S-23E SLM

8. Well Name and No.
 Hanging Rock
 Hanging Rock Fed.24-13

9. API Well No.
 43-047-32603

10. Field and Pool, or Exploratory Area
 Wildcat

11. County or Parish, State
 Uintah County, Utah

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

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

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

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

Test Wasatch fr/2926'-2934'. MIRU well service rig. RU circ. pump & tank. Close TCF tool @ 3280'-3300'. Pressure test to 2000 psi. Circ. to kill well. TOOH w/tbg. Set CIBP @ 3200' +/- . Pressure test to 2000 psi. MIRU Schlumberger. Run CBL w/1000 psi. Perf. 2929'-2931', 4 spf. RIH w/SN. Land tbg. @ 2900' +/- . Swab test. Decide on frac. If water is recovered & bond is questionable, TOOH w/tbg., perf. 2986'-2987', 4 spf. TIH. Set packer @ 2960' +/- . Pump into perfs. @ 2986'. Check for communication between 2986' - 2931'. Set cement retainer @ 2976'. Cement w/75 sks. Class G. Sting out of retainer. Circ. hole. POOH 15 stds. Shut in.

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

Signed Sam Cook Title Compliance Officer Date 2-21-95

(This space for Federal or State office use)

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

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

*See instruction on Reverse Side

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE*

TIGHT HOLE

(See instructions on reverse side)

Utah State

5. LEASE DESIGNATION AND SERIAL NO.

UTU-66408

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

Hanging Rock

8. FARM OR LEASE NAME

Hanging Rock Federal

9. WELL NO.

24-13

10. FIELD AND POOL, OR WILDCAT

Wildcat

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

Sec. 24-T11S-R23E SLB & M

12. COUNTY OR PARISH

Uintah

13. STATE

Utah

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

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

RECEIVED
FEB 27 1995
DIV OF OIL, GAS & MINING

2. NAME OF OPERATOR
Freedom Energy, Inc.

3. ADDRESS OF OPERATOR
1856 Balsam Ave., Greeley, CO. 80631

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 820' FWL, 539' FSL, Sec. 24-T11S-R23E SLM
At top prod. interval reported below Same
At total depth Same

43-047-32603

14. PERMIT NO. UT080-5M011 DATE ISSUED 12-6-94

15. DATE SPUNDED 12-15-94 16. DATE T.D. REACHED 1-8-95 17. DATE COMPL. (Ready to prod.) 2-3-95 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 5599 GR 19. ELEV. CASINGHEAD 5614

20. TOTAL DEPTH, MD & TVD 4510 21. PLUG, BACK T.D., MD & TVD 3461 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY - ROTARY TOOLS 0-4510 CABLE TOOLS -

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 3282 - 3302 Wasatch Formation (ports @ 3296) 25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN DIL/CDL/CBL 1-17-95 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
9-5/8	40#	304'	12-1/4	185 sks Class G	0
4-1/2	11.6#	3541	7-7/8	855 sks Class G	0

29. LINER RECORD					30. TUBING RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SAVES CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
-	-	-	-	-	2-3/8	3240	-

31. PERFORATION RECORD (Interval, size and number)	32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
N/A	3280 - 3300	Frac w/33,940 # 16/30 mesh proppant & 10,752 gals. gelled water.

33.* PRODUCTION

DATE FIRST PRODUCTION		PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)				WELL STATUS (Producing or shut-in)	
2-8-95		Flowing				Producing	
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
2-6-95	24	18/64	→	0	475	NR	-
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
690	860	→	0	475	NR	-	

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

35. LIST OF ATTACHMENTS Frac treatment report, surface & longstring job detail sheets, water analysis, BOP & Accumulator tests.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED [Signature] TITLE Compliance Officer DATE 2-21-95

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

27. SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals; and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.
Greenriver	Surface	2598	Shale, sand & limestone
Wasatch	2599	4330	Shale & sand
Mesa Verde	4331	4510	Shale & sand

38.

GEOLOGIC MARKERS

NAME	TOP	
	MEAS. DEPTH	TRUE VERT. DEPTH
Uteland Butte		2500

The Western Company Treatment Report

RECEIVED
FEB 27 1995
 DIV OF OIL, GAS & MINING

Date February 3, 1995 District Vernal F. Receipt 320737 Operator Freedom Energy Inc.
 Well Name Hanging Rock Fed. H#24-13 Field Rock House Location S24, T11S, R23E
 County Uintah State UT Stage No. 1

WELL DATA
 New Gas Depth TD/PB 3461 Formation Wasatch
 Tubing Desc. 2 3/8" 4.7# Set at: 3240 Type Packer _____ Set at _____
 Casing Desc. 4 1/2" 11.6# Set From Surface To T/D Liner Desc. _____
 Liner Set From _____ To _____ Open Hole Size _____ From _____ To _____
 Perforations: Size .75 Number: 6 Intervals 3284 - 86
 Previous Treatment N/A Prior Production N/A

TREATMENT DATA
 Pad Used _____ Pad Type Viking I-35
 Treatment Fluid Type: Water Vol. 6762 Gal.
 Base Fluid Type 35# J-4L Base Fluid Vol. 10752 Gal.
 Foam Quality _____ % Total Prop Qty. 33940 Lbs.
 Proppant Description 16/30 Mesh
 Hole Loaded With 2% KCL Treated Via Tubing
 Ball Sealers: _____ In _____ Stages of _____
 Types and Numbers of Pumps Used 3 - TM 1300's
 Auxiliary Materials J-4L, Frac-cide 20, Buffer-5L, CI-2L, Aquaseal WS,
Floback-20, Claytreat IIC, B-5, B-33D

LIQUID/GAS PUMPED & CAPACITIES IN BBL
 Tubing Cap. 12.5
 Casing Cap. .6
 Annular Cap. _____
 Open Hole Cap. _____
 Fluid to Load _____
 Pad Volume 95
 Treating fluid 164
 Flush 13
 Over Flush _____
 Fluid to Recover 269
 Total CO2 _____
 Total N2 _____

PROCEDURE SUMMARY
Pump 1000 BBL Injection Test.
Pump 4000 GAL Pad, 2000 GAL 3#, 4704 5#.
Flush to top perf.

TIME AM/PM	TREATING PRESSURE PSI		SURFACE SLURRY PUMPED BBLs		SLURRY RATE BPM	SURFACE CO2 PUMPED BBLs		CO2 RATE BPM	SURFACE N2 PUMPED MSCF		N2 RATE SCFM	COMMENTS SAFETY MEETING/TEST LINES
	STP	ANNULUS	STAGE	TOTAL		STAGE	TOTAL		STAGE	TOTAL		
8:30												
9:40												Load Hole
9:42	2930	1380		0	14.6							Test Lines @ 4500 PSI
9:45	2930	1380		24	14.6							Start Injection Test
9:54	2980	1410		0	11.7							Shut Down-ISIP-1280
9:55	2990	1460		13	11.7							Start Pad
10:03	3380	1760		95	12.0							Pad On Perf
10:04	3120	1800		108	12.0							Start 3#
10:08	3150	1930		149	11.2							3# on perfs
10:09	3040	1950		162	11.4							Start 5#
10:20	3170	2130		292	10.9							5# on perfs
10:22	3200	2150		305								Start Flush
10:22												Shut Down All Flushed
10:27												ISIP-1900
												5 Min.-1340

Treating Pressure: Min 2980 Max 3450 Avg. 3100 Customer Representative Mr. Bill Ryan
 Inj. Rate on Treating Fluid 11.7 Rate on Flush 10.9 Western Representative Kirt Pummell
 Avg. Inj. Rate 11.7 I.S.D.P. 1900 Flush Dens. lbs/gal 8.44
 Final Shut-in Pressure 720 In 60 Minutes
 Operator's Maximum Pressure (psi) 3000
 Recommendation ID# VR030134

JOB NUMBER
203683



THE WESTERN COMPANY
CEMENT JOB DETAIL SHEET

RECEIVED JAN 27 1995

CUSTOMER FREEDOM ENERGY		DATE 12-15-94	FR # 286322	SER. SUP. D BAILEY	TYPE JOB SURFACE	
LEASE & WELL NAME-OCSG FED 24-13			LOCATION 24-11S-22E		COUNTY-PARISH-BLOCK UINTAH	
DISTRICT VERNAL		DRILLING CONTRACTOR RIG #		OPERATOR BILL JR		
MATERIAL FURNISHED BY WPS	TYPE OF PLUGS		LIST-CSG-HARDWARE		SQ MANI FOLD Y N	TOP OF EACH FLUID
	TOP		1 GD SHO, 1 IN FLT, 1 STP COLL, 3 CENT			
	KM	9 5/8 WOOD				
185 SKS G + 2% CACL2 1/2 #/SK CELLOSEAL					15.8	1.16
					4.96	2:00
					38.2	21.8
<div style="border: 2px solid black; padding: 5px; display: inline-block;"> <p style="font-size: 2em; margin: 0;">RECEIVED</p> <p style="font-size: 1.2em; margin: 0;">FEB 27 1995</p> </div>						
DIV OF OIL, GAS & MINING						
Available Mix Water _____ Bbl.		Available Displ. Fluid _____ Bbl.		TOTAL		38.2 21.8

HOLE			TBG-CSG-D.P.			TBG-CSG-D.P.			COLLAR DEPTHS		
DEPTH	SIZE	WGT.	DEPTH	SIZE	WGT.	DEPTH	SHOE	FLOAT	STAGE		
12 1/4	100	310	9 5/8	40	K-55	303				304	261

LAST CASING				PKR-CMT RET-BR PL-LINER		PERF. DEPTH		TOP CONN		WELL FLUID	
SIZE	WGT	TYPE	DEPTH	BRAND & TYPE	DEPTH	TOP	BTM	SIZE	THREAD	TYPE	WGT
								9 5/8	8 RD	H2O	8.4

CAL. DISPL. VOL.-Bbl.			CAL. PSI		OP. MAX		MAX TBG PSI		MAX CSG PSI		DISPL. FLUID		WATER
CSG	CSG	TOTAL	BUMP PLUG	TO REV	SO PSI	RATED	OP	RATED	OP	TYPE	WGT	SOURCE	
		19.8	100							H2O	8.4	TRK	

EXPLANATION: TROUBLE SETTING TOOL. RUNNING CSG, ETC. PRIOR TO CEMENTING.

PRESSURE/RATE DETAIL						EXPLANATION	
TIME HR. MIN.	PRESSURE-PSI		RATE BPM	Bbl. FLUID PUMPED	FLUID TYPE	SAFETY MEETING: WPS CREW <input checked="" type="checkbox"/> CO REP <input type="checkbox"/>	
	PIPE	ANNULUS				TEST LINES	PSI
						CIRCULATING WELL-RIG <input type="checkbox"/> WPS <input checked="" type="checkbox"/>	
3:04			3.5		H2O	START FRESH	
3:10			3.5	20	H2O	END FRESH	
3:11	50		3.5		CMT	START CMT	
3:21	50		3.5	38.2	CMT	END CMT	
3:21						DROP PLUG	
3:22			4		H2O	START DISP	
3:24	50		3	9	H2O	CMT RETURNS	
3:26				17	H2O	SHUT DOWN	
3:29	100		1	17	H2O	START PUMPING	
3:31	150-500			19.8		BUMP PLUG	
3:32						RELEASE PRESSURE FLOAT HELD	

BUMPED PLUG	PSI TO BUMP PLUG	TEST FLOAT EQUIP.	TOTAL Bbl. PUMPED	Bbl. CMT RETURNS/ REVERSED	PSI LEFT ON CSG	SPOT TOP CEMENT	SER. SUP. D BAILEY
	100		78	10			CUSTOMER REP. BILL RYAN



THE WESTERN COMPANY CEMENT JOB DETAIL SHEET

CUSTOMER <i>Freedom Energy</i>	DATE <i>24-13</i>	F.R.# <i>220594</i>	SER. SUP <i>Jerry Meyer</i>	TYPE JOB <i>Long string</i>
LEASE & WELL NAME-OCSSG <i>Hanning 24-13</i>		LOCATION <i>Sat 24-T113-R 23E</i>		COUNTY-PARISH-BLOCK <i>Winn</i>

DISTRICT <i>Winn</i>	DRILLING CONTRACTOR RIG # <i>PAZD #7</i>	OPERATOR
-------------------------	---	----------

MATERIAL FURNISHED BY WPS	TYPE OF PLUGS (TOP BTM)	LIST-CSG-HARDWARE	SQ MANI FOLD Y N	TOP OF EACH FLUID	PHYSICAL SLURRY PROPERTIES					
					SLURRY WGT PPG	SLURRY YLD FT	WATER GPS	PUMP TIME HR:MIN	Bbl SLURRY	Bbl MIX WATER
<i>2500</i>	<i>2 4 1/2 Kingbox</i>	<i>Flat shoe, Flat collar 10 cent. 5700 ballar</i>			<i>15.8</i>	<i>1.15</i>	<i>496</i>	<i>4:30</i>	<i>175</i>	<i>101</i>

RECEIVED
 FEB 27 1995
 DIV OF OIL, GAS & MINING

Available Mix Water <i>200</i> Bbl.	Available Displ. Fluid <i>100</i> Bbl.	TOTAL <i>175</i> 101
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HOLE			TBG-CSG-D.P.				TBG-CSG-D.P.				COLLAR DEPTHS		
SIZE	% EXCESS	DEPTH	SIZE	WGT.	TYPE	DEPTH	SIZE	WGT.	TYPE	DEPTH	SHOE	FLOAT	STAGE
<i>7 7/8</i>		<i>4511</i>	<i>4 1/2</i>	<i>11.6</i>	<i>K55</i>	<i>3541</i>	-	-	-	-	<i>3541/48</i>	<i>3461/07</i>	-

LAST CASING				PKR-CMT RET-BR PL-LINER		PERF. DEPTH		TOP CONN		WELL FLUID	
SIZE	WGT	TYPE	DEPTH	BRAND & TYPE	DEPTH	TOP	BTM	SIZE	THREAD	TYPE	WGT.
<i>85-</i>	<i>24#</i>	<i>155</i>	<i>3000</i>					<i>4 1/2</i>	<i>8 ROUND</i>	<i>NUP</i>	<i>9#</i>

CAL. DISPL. VOL.-Bbl.				CAL. PSI		CAL. MAX PSI		OP. MAX		MAX TBG PSI		MAX CSG PSI		DISPL. FLUID		WATER SOURCE
TBG.	CSG.	CSG.	TOTAL	BUMP PLUG	TO REV	SO. PSI	RATED	OP.	RATED	OP.	RATED	OP.	TYPE	WGT.	SOURCE	
<i>27.6</i>	<i>8</i>		<i>53.6</i>	<i>1100</i>	-	-	-	-	<i>5350</i>	<i>4280</i>	<i>4200</i>	<i>8.3</i>	<i>Rio</i>			

EXPLANATION: TROUBLE SETTING TOOL, RUNNING CSG, ETC. PRIOR TO CEMENTING:

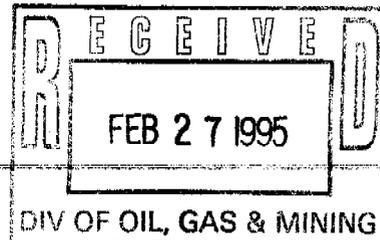
PRESSURE/RATE DETAIL						EXPLANATION	
TIME HR: MIN.	PRESSURE-PSI		RATE BPM	Bbl. FLUID PUMPED	FLUID TYPE	SAFETY MEETING: WPS CREW <input type="checkbox"/> CO. REP <input type="checkbox"/>	
	PIPE	ANNULUS				TEST LINES	PSI
<i>10:58</i>	<i>750</i>		<i>3.2</i>	<i>50</i>		<input checked="" type="checkbox"/>	
<i>11:13</i>	<i>300</i>		<i>1.5</i>	<i>5</i>		<input type="checkbox"/>	
<i>11:19</i>	<i>1200</i>		<i>0</i>	<i>0</i>		<input type="checkbox"/>	
<i>11:20</i>	<i>1400</i>		<i>—</i>	<i>—</i>		<input type="checkbox"/>	
<i>11:21</i>	<i>2100</i>		<i>2.2</i>	<i>20</i>		<input type="checkbox"/>	
<i>11:25</i>	<i>200</i>		<i>3.8</i>	<i>175</i>		<input type="checkbox"/>	
<i>12:14</i>	<i>0</i>		<i>—</i>	<i>—</i>		<input type="checkbox"/>	
<i>12:17</i>	<i>1100</i>		<i>2</i>	<i>53.6</i>		<input type="checkbox"/>	
<i>12:21</i>	<i>1400</i>		<i>0</i>	<i>0</i>		<input type="checkbox"/>	

BUMPED PLUG	PSI TO BUMP PLUG	TEST FLOAT EQUIP.	TOTAL Bbl. PUMPED	Bbl. CMT RETURNS/ REVERSED	PSI LEFT ON CSG	SPOT TOP CEMENT	SER. SUP. <i>Jerry Meyer</i>
Y N		Y N	<i>2226</i>				CUSTOMER REP.

THE WESTERN COMPANY

WATER ANALYSIS #VR01W100

VERNAL UT LAB



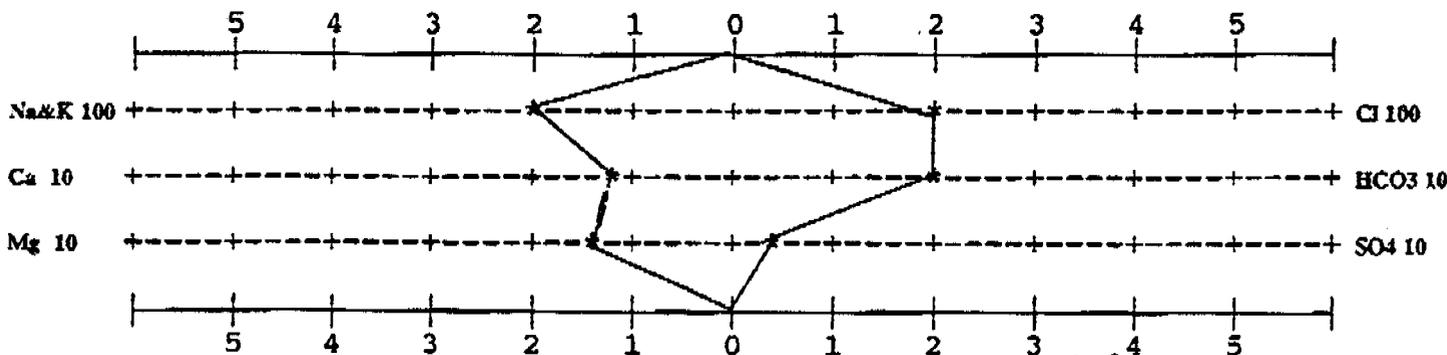
GENERAL INFORMATION			
OPERATOR:	FREEDOM ENERGY	DEPTH:	3300
WELL:	HANGING ROCK FED 24-13	DATE SAMPLED:	02/03/95
FIELD:	RAINBOW ARCH	DATE RECEIVED:	02/03/95
SUBMITTED BY:	PAUL FRANKS	COUNTY:	UINTAH STATE: UT
WORKED BY:	CARLOS GRAHAM	FORMATION:	?
PHONE NUMBER:	801-781-2294		

SAMPLE DESCRIPTION
CLEAR H2O

PHYSICAL AND CHEMICAL DETERMINATIONS			
SPECIFIC GRAVITY:	1.015	@ 70°F	PH: 8.00
RESISTIVITY (MEASURED):	0.550	ohms @ 70°F	
IRON (FE++) :	0 ppm	SULFATE:	197 ppm
CALCIUM:	237 ppm	TOTAL HARDNESS	1,282 ppm
MAGNESIUM:	168 ppm	BICARBONATE:	1,202 ppm
CHLORIDE:	6,895 ppm	SODIUM CHLORIDE (Calc)	11,342 ppm
SODIUM+POTASS:	4,429 ppm	TOT. DISSOLVED SOLIDS:	14,005 ppm
IODINE:		POTASSIUM CHLORIDE:	

REMARKS
 TESTED POSSITIVE FOR CLAY TREAT. NO H2S.

STIFF TYPE PLOT (IN MEQ/L)



ANALYST Carlos Graham
 CARLOS GRAHAM

Operator: Freedom Energy
 Field: Hawthorn Hill Area
 Depth: 220
 Date Sample: 2-3-93
 County: Wintah
 Worked By: Charles Graham

Analysis No.: _____
 Well Name: Hawthorn Hill 24-B
 Formation: _____
 Submitted By: Paul Francis
 Date Received: 2-3-93
 State: WV

Sample Desc: Clear H₂O
 Remarks: Water sample - clear H₂O. Test for possible fluoride

Specific Gravity: 1.015 Temp: 70 PH: 8

This program requires that the molarity of EDTA and the ML of sample be the same for Calcium and Total Hardness. This is in order to be able to calculate Magnesium.

Molarity of EDTA: 0.010 ML of Sample: 1 (Used in Calcium and Tot. Hard.)
 ML of EDTA used in Calcium: 0.6 ML of EDTA used in Tot. Hardness: 1.3

Res 55

Chloride: ML of Silver Nitrate: 0.7 ML of Sample: 2
 Normality of Silver Nitrate: 1.561

Bicarbonate: ML of HCL Used: 1.0 ML of Sample: 5
 Normality of HCL: 1.0

Sulfate: Drops of Barium CHL: _____
 Dilution Factor: _____

Sulfate Turbidimetric Method: 200 MG/L (Enter a value only if this method was used instead of the above one)

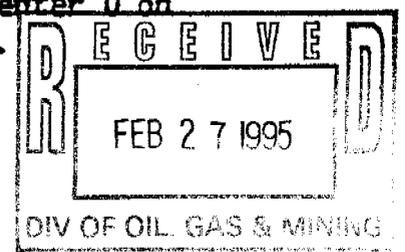
Note: A dilution factor is required for both sulfate methods. If 1 ML was diluted to 10 ML with deionized water and then analyzed for sulfate, the dilution factor would be 10. If no dilution was necessary, the factor would be 1.

Phosphate: 0 MG/L Iron: 0 MG/L Ferrous(Fe²⁺): 0 PPM

Ferric(Fe³⁺): 0 PPM

Potassium: _____ MG/L If K was not determined, do you suspect the material is: Mainly sodium (Y/N)? _____ Mainly K(Y/N)? _____
 Half of Both? _____

Note: For Phosphate, Iron and Potassium if there is none detected enter 0 on that field. If it was not determined leave ND on that field.



R E C E I V E D

FEB 27 1995

DIV OF OIL, GAS & MINING

FEB 10'95 12:32 FR WESTERN CO VERNAL 801 789 4530 TO 13082922488 P.03

VR04W001

THE WESTERN COMPANY
WATER ANALYSIS #VR04W001
VERNAL LAB

GENERAL INFORMATION			
OPERATOR:	FREEDOM ENERGY	DEPTH:	3300'
WELL:	HANGING ROCK FED. 24-13	DATE SAMPLED:	02/09/95
FIELD:	ROCK HOUSE	DATE RECEIVED:	02/10/95
SUBMITTED BY:	REED FISHER	COUNTY:	UINTAH
WORKED BY:	TODD LOGAN	FORMATION:	WASATCH
PHONE NUMBER:	(801) 781-2294	STATE:	UT

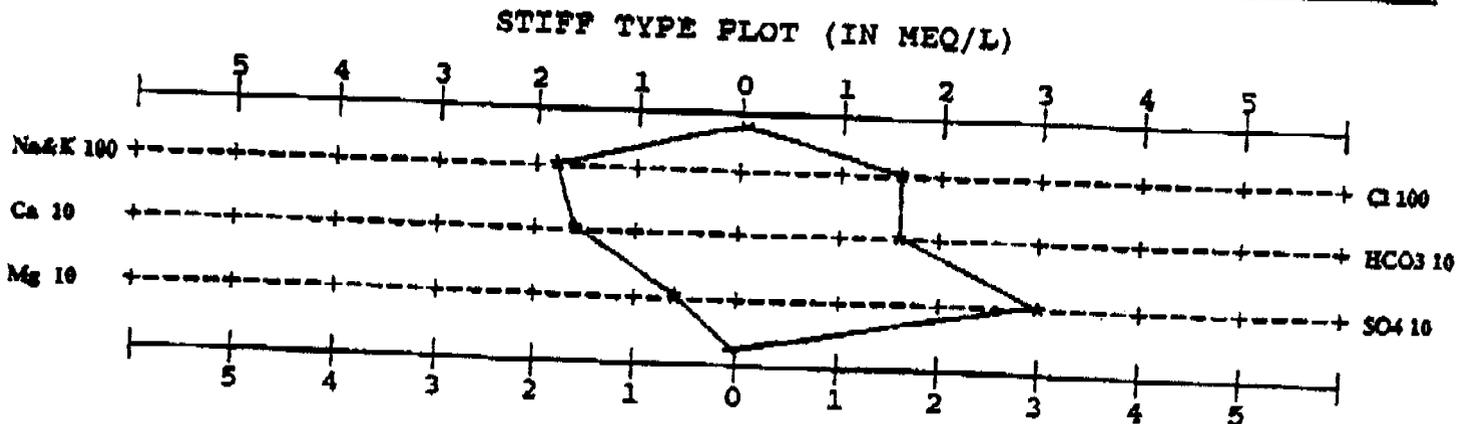
SAMPLE DESCRIPTION

H2O TAKEN FROM WELL HEAD AFTER FLOWING BACK FROM FRAC.

PHYSICAL AND CHEMICAL DETERMINATIONS			
SPECIFIC GRAVITY:	1.015	@ 68°F	PH: 6.50
RESISTIVITY (MEASURED):	0.580	ohms @ 68°F	
IRON (FE++) :	0 ppm	SULFATE:	1,478 ppm
CALCIUM:	316 ppm	TOTAL HARDNESS	1,084 ppm
MAGNESIUM:	72 ppm	BICARBONATE:	962 ppm
CHLORIDE:	5,516 ppm	SODIUM CHLORIDE (Calc)	9,074 ppm
SODIUM+POTASS:	5,601 ppm	TOT. DISSOLVED SOLIDS:	14,641 ppm
IODINE:		POTASSIUM CHLORIDE:	

REMARKS

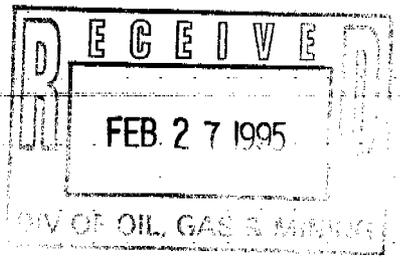
GUAR TEST RAN FLUID, NONE WAS DETECTED.



Freedom Energy
 Hanging Rock Fed. 24-13
 Uintah, Ut.
 3.24 Tills R. 23E

12-20-94

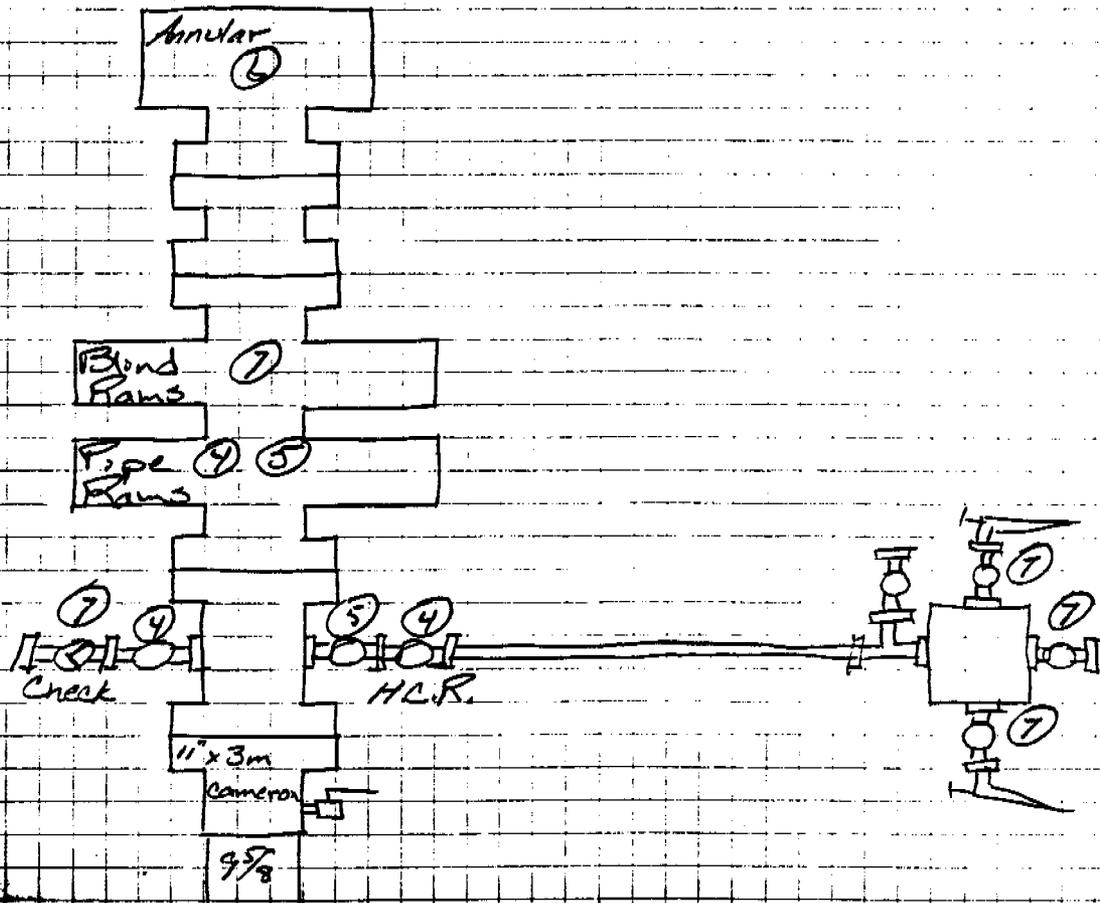
222-1



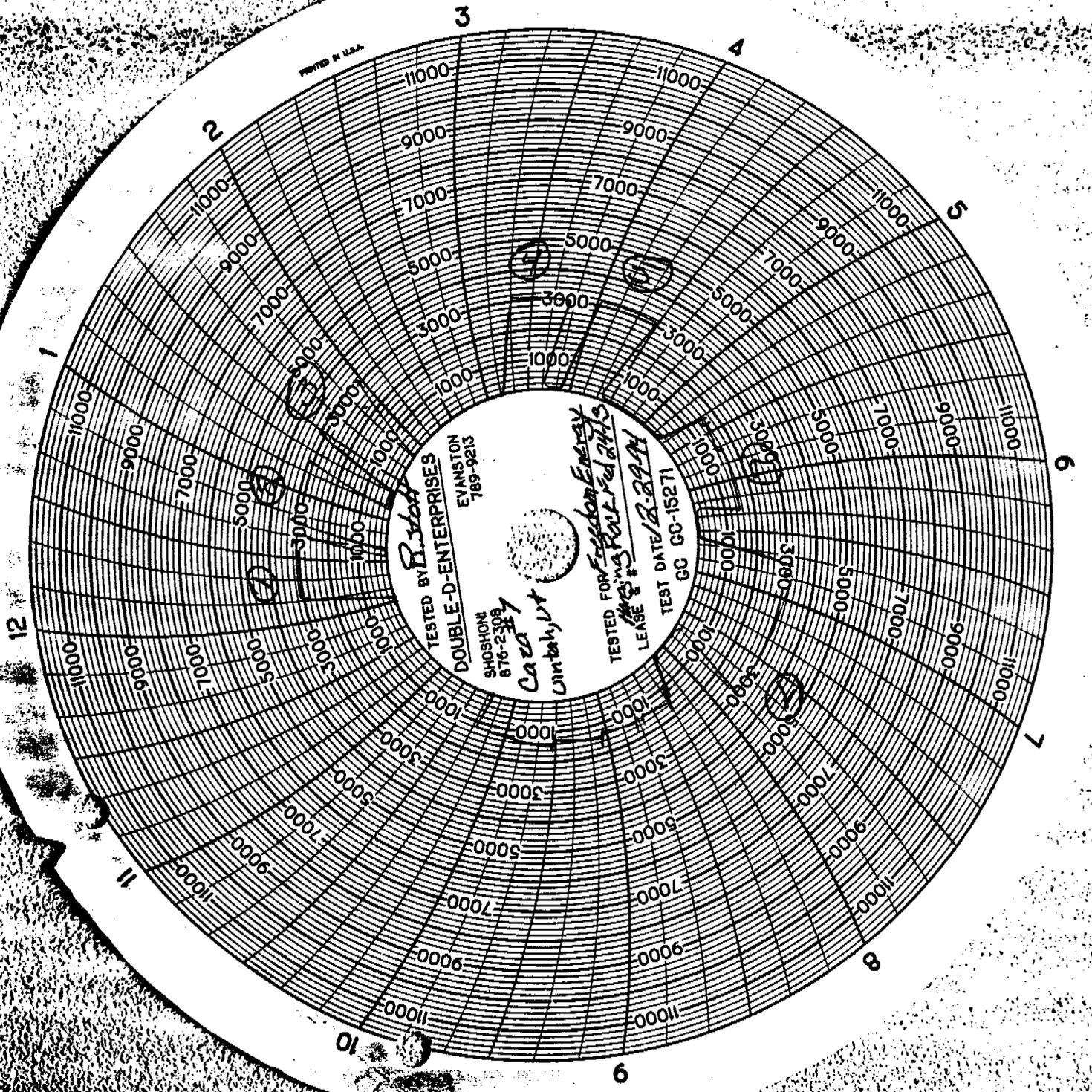
- 1) Floor vlv
3000 psi 10min 11:20-11:30 AM
- 2) Lower Kelly vlv
3000 psi 10min
- 3) Upper Kelly vlv
3000 psi 10min
- 4) Pipe Rams + H.C.R. + I.S. Kill vlv + Floor Safety vlv
3000 psi 10min
- 5) Pipe Rams + I.S. Chokeline vlv
3000 psi 10min
- 6) Annular
1500 psi 10min
- 7) Blind Rams + Manifold + Check vlv
3000 psi 10min
- 8) 9 5/8 cong
1500 psi 30min
- 9) Fill Chokeline + Manifold w/ Methanol

Accumulator Performance Test - No system - Close Annular, Close Pipes, Open Pipes, Close H.C.R. Start 3000psi Finish 2000psi
 A.C. + Electric - Close Annular, open H.C.R. - 47 sec

Rod 2 to 11
 Double Jack Testing
 Thank you



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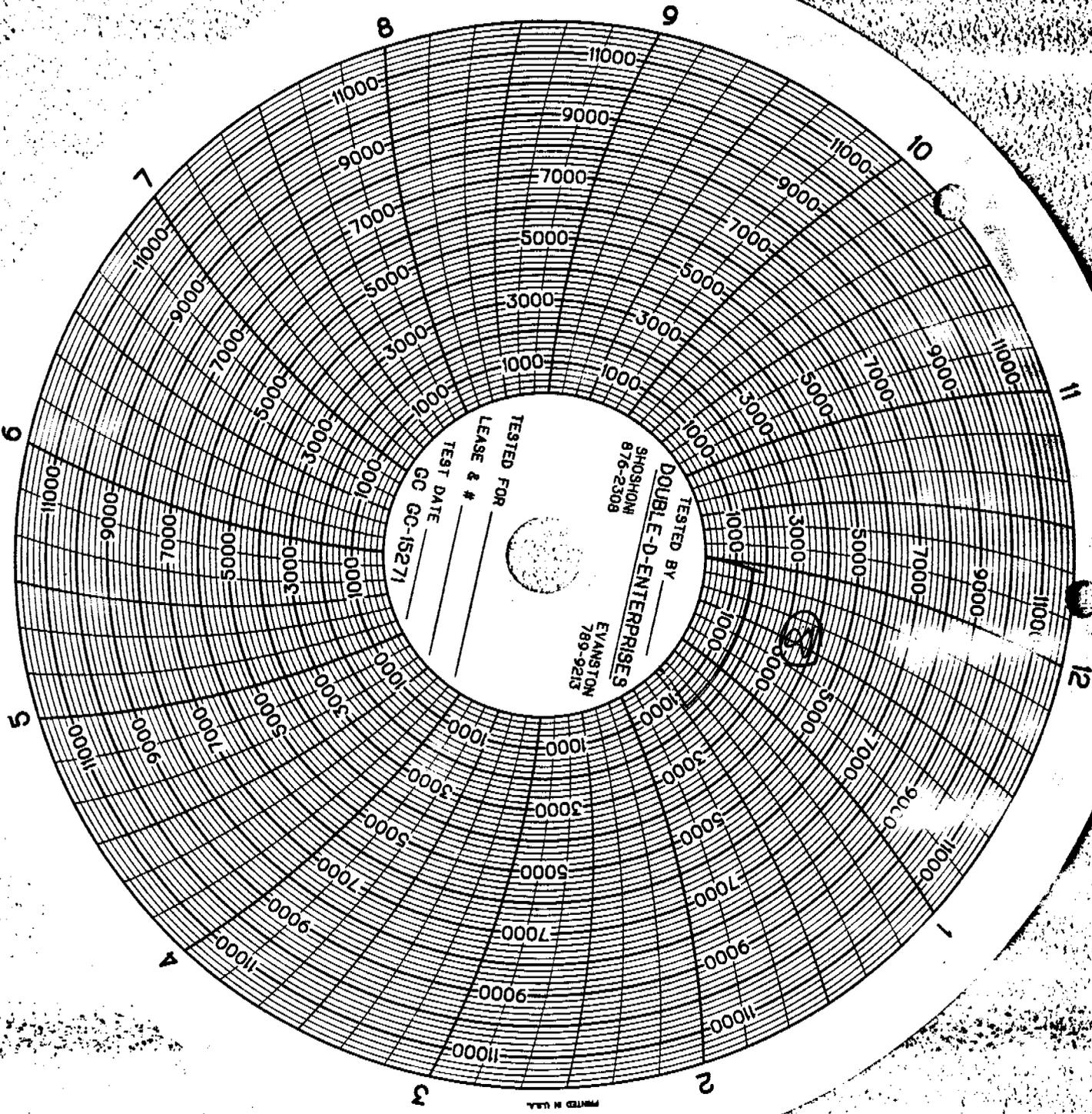


TESTED BY *Robert*
 DOUBLE-D-ENTERPRISES
 EVANSTON
 789-9213

SHOSHONI
 876-2308
Carla
Clinton, UT

TESTED FOR *Freedom Energy*
Leasing & Production
 LEASE # *2-2924*

TEST DATE *2-2-94*
 GC GC-15271



TESTED FOR
LEASE & # _____
TEST DATE _____
GC GC-15271

TESTED BY _____
DOUBLE-D-ENTERPRISES
SHOSHONI 876-2308
EVANSTON 789-9213

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Freedom Energy, Inc.
Hanging Rock Federal 24-13
Completion

- 01-26-95 Baker on loc w/opening tool f/port collar. Flint PU
Ryan opening tool & TIH w/35 jts 2-3/8 tbg. Latched into
port collar @ 1115 KB. Unable to open port collar.
Worked port collar opening tool, both left & right.
Baker hand could not feel any movement in port collar.
Pressure up on csg w/tension on opening tool. Hammered
on tbg w/tension on opening tool. TOOH w/2-3/8 & Baker
opening tool. Rel Western Co, Flint crew & Baker hand.
OO Schlumberger to run CBL.
- Log may be pulled late today or 1st thing in a.m.
- 01-27-95 Schlumberger on loc to run CBL. Flint RU Schlumberger.
Ryan Logger PBTD 3464'. Bond log shows good cmt top above &
below external csg pkr. Pkrs seem to have held cmt fr/
form. Logs show poor cmt fr/3200' to 2600'. Good to
moderate cmt fr/2600' to 1510'. Cmt top @ 1510'. Free
pipe fr/1510' to 532'. Bridge fr/532' to 498'. Free
pipe fr/498' to surf csg.
- 01-30-95 Flint rig crew on loc. PU Chriscore opening tool, 2
Ryan jts 2-3/8 tbg, "F" nipple & 103 jts 2-3/8 tbg. RU to
swab, swab FL to 500' above ports in external csg pkr.
Latched in to external pkr, leave @ 3294 & opened 6
3/4" ports. Well unloaded fluid to surf in 13 min.
Well unloading up csg/tbg annulus. Unloaded f/1 hr.
Unlatched fr/opening sleeve & nipped dwn BOPs. Landed
tbg & installed tbg valve. Opened tbg to pit, well
started to flow in 10 min. Csg had 300 psi on backside
when well started to unload. Pressure stabilized @ 110
psi. Installed flow tester w/3/4" plate. Pressure
stabilized on tester @ 22-23 psi, 400-425 MCF/D. Well
flowing gas w/slight mist of water. Gas will burn.
Flowed well until 8:00 p.m. & SIFN.
- 01-31-95 SI TP 1100 psi, CP 1200 psi. Opened well. Pressure
Ryan dropped to 800 psi tbg, 900 csg in 7 min. 100 tbg &
200 csg in 13 min. Pressure stabilized @ 25 psi tbg &
120 csg @ 20 min tl flow time.
- 02-01-95 Ck well pressures @ 1:00 p.m. SI TP 825, CP 1050.
Ryan Open well to pit, well unloaded sm amt of water, blew
dwn to 25 psi on tbg, 120 psi on csg in 30 min. SI.
- 02-02-95 Fill frac tank & heat water f/frac in the a.m.
Ryan

Hanging Rock Federal 24-13
Completion

02-03-95 Western on loc to frac zone fr/3280-3300. RU Western &
Ryan load hole w/gel water. Pull 2 jts 2-3/8 tbg. Land tbg
@ 3245'. Start pumping dwn 2-3/8 tbg while monitoring
csg annulus as a dead string. Form broke @ 2100 psi.
Pumped 24 bbls & SD f/leak off test & frac gradient.
ISIP 1280, frac gradient .83. 5 min 890 psi. Resumed
pumping. Unable to pump more than 12 bpm & remain
under 3500 psi. Tl sand pumped 33,940# & 269 tl bbls
fluid. ISIP 1900, frac gradient 1.02. Used forced
closure on well. Pressure @ 1340 in 5 min. Pressure
dropped to 0 in 8 min. Pumped 2.5 bbls dwn tbg & open
well to pit. Well flowed back f/30 min @ .4 to 1 bpm,
pressure dropped fr/1200 to 800 psi. Max pump pressure
3450 psi, avg 3100 psi. Pump rate 11.7 to 12 bpm, avg
rate 11.7 bpm. SI & RD Western. Install flowline &
10/64 choke. Flowed well to pit.

NOTE: Choke plugged off, chg to 16/64 choke. Well
flowing 5 gal in 10-12 sec. No sand. Well
flowing 5 gal in 17 sec. SI @ 3:45. 4:10 open
well. Water clearer looking @ 5:10. 5:50, sm
amt of gas. 6:00, left flowing to pit.

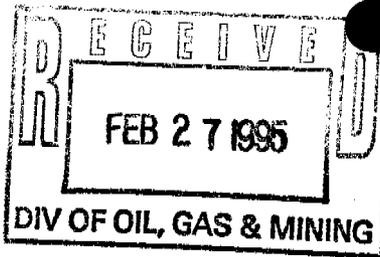
02-04-95 Flowed all night to pit on 16/64 choke. At 8:00 a.m.,
Ryan TP 800, CP 520. Flowed to pit. Chg to 34/64 choke.
Chg to 12/64 choke @ 4:00.

02-05-95 Flowed all night to pit on 12/64 choke. At 8:00 a.m.,
Ryan TP 750, CP 820. Flowed to pit.

NOTE: Opened well to pit. Unloaded slug of water.
Took water sample. Tested well thru seperator.
Test est 700 mcf/d. Turned well to pit on 12/64
choke.

02-06-95 Well flowed all night to pit on 12/64 choke. Pressure
Ryan @ 2:00 p.m., TP 690, CP 860. Well unloading water.
Flowed well to pit.

NOTE: 2:00 p.m., closed well in to chg flow line.
3:00, opened well to pit, unloading water. 3:30
SI to ck csg gauge, chg plate in meter run,
pressured up on seperator & placed well on line
to pit thru seperator, open well to pit @ 4:45.
5:05, 1050 mcf/d, well slugging water. Open
well to pit thru 2" blow dwn line. 5:30, open
well to pit thru seperator. 6:00, 930 mcf/d.
7:30, well flowing to pit f/night.



741

Freedom Energy, Inc.
Hanging Rock Federal 24-13
Completion

43-047-32603
Sec 24 T115, R 23E

02-07-95 Well flowed all night to pit thru separator. Pressure Ryan @ 9:00 a.m., TP 225, CP 530. Well unloading water.

NOTE: 3:00, well stabilized. 6:00, 520 mcf/d. No indication well is loading up w/water. 9:45, 520 mcf/d. 10:00, SI to install dehydrator. 3:00, pressured up on equip. 5:00, open well to pit thru separator & dehydrator. 6:00, all equipment working, well flowing to pit f/night.

02-08-95 Well flowed all night to pit thru separator & dehydrator. Pressure @ 10:00 a.m., TP 300, CP 590. Flowed Ryan well to pit last night as follows: 6:00, 915 mcf/d. 8:00, 692 mcf/d. 10:00, 592 mcf/d. 12:00, 534 mcf/d. 2:00, 481 mcf/d. 3:00, 449 mcf/d. Well started unloading water. Pen on meter washing. 10:00, 440 mcf/d, 14" of water in frac master, 44 bbls in 17 hrs, 2.6 bbls/hr, 62 bbls/d. 11:00, 440 mcf/d. Closed well in. Tie in meter to sales line. Opened line to sales @ 2:30 p.m. 2-8-95. Well selling gas @ 560 mcf/d @ 5:00 p.m.

02-09-95 330/600, 20.5 hrs, 350 mcf, 208 BW.
Fischer

02-10-95 330/580, 19 hrs, 330 mcf, 129 BW.
Fischer

02-11-95 310 mcf, 120 BW. Water prod est - no gauge.
Fischer

02-12-95 240 mcf, 120 BW. Water prod est - no gauge.
Fischer

02-13-95 350/590, 240 mcf, 120 BW. Water prod est - tank ran
Fischer over.

02-14-95 230 mcf, 89 BW, 19 hrs.
Fischer

02-15-95 220 mcf, 75 BW, 19 hrs.
Fischer

02-16-95 205 mcf, 129 BW, 31 hrs.
Fischer

02-17-95 205 mcf, 73 BW. Water prod est - no gauge.
Fischer

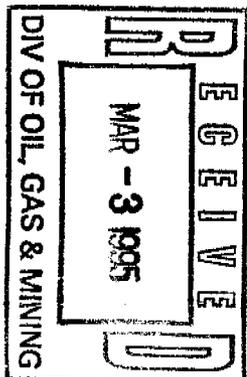
02-18-95 205 mcf, 72 BW, 44 hrs.
Fischer

Freedom Energy, Inc.
Hanging Rock Federal 24-13
Recompletion

43-047-32603

02-22-95
Ryan

Temple Well Ser on loc. CP 490, TP 350. Blew well to pit f/45 min. Csg & tbg 45 psi. Pumped 45 BW to kill well. Remove WH & install BOPs.. PU 3 jts 2-3/8 tbg & TIH, tagged sand @ 3330, LD 1 jt. Pulled above external csg pkr & opened dogs on closing tool. Set dwn in sleeve & closed sleeve. Drlr could feel tool close. Closed dogs & pulled above pkr. PT csg & pkr sleeve to 2000 psi. Pressure bleeds off to 500 psi in 2 min. Dropped dwn below packer sleeve & opened dogs, pulled up & opened sleeve. Well went on vac. Closed dogs & pulled above sleeve. Opened dogs & closed sleeve. Oper could feel sleeve close. Spudded on sleeve. Closed dogs. Circ hole f/15 min. PT csg & sleeve to 2000 psi, pressure bleeds off to 1300 psi in 1 min. TOOH w/103 jts 2-3/8 tbg. RU Schlumberger to re-run CBL. RIH, tagged sand @ 3325. Pulled bond log fr/TD to 2900'. Bond improved over log run 1-27-95. Pressure up on csg to 1000 psi & logged fr/TD to 1400'. Bond is good fr/2900' to 3000'. Some sec indicate less than 100% bond, but cmt should hold. Schlumberger PU Baker CIBP & RIH to 3250'. Set CIBP, POOH. PT csg to 3500 psi. Pressure dropped to 2400 psi in 15 min. Re-pressured up on csg. Pressure bleeds off again. Schlumberger PU 3-3/8 csg gun & RIH to 2985-86', bond log. 2986-2987' open hole log. Shot 1' w/4 spf. Pulled up hole to 2928-2930', bond log. 2929-2931' open hole log. Shot 2' w/4 spf. Csg had 140 psi on it when Schlumberger RD. Open well to frac tank. Well flowed 1" stream. Started in hole w/2-3/8 tbg while well was flowing. Well blew in w/16 stds in hole. SI. Hooked up to backside & pumped 17 BW, well pressured up to 450 psi. Opened well to frac tank, well won't stay dead. Opened backside to sales line @ 4:30 p.m. CP 325, TP 490. 5:30, CP 325, TP 520 psi. Gas sales 350-550 mcf. Left well open to sales line f/night.



02-23-95
Ryan

Temple Well Ser. on loc. CP 360, TP 430. Well flowed to sales line all night. Dump stuck open about mid-night. Well sold 423 mcf/before dump stuck open. Well made 74 BW fr/4:30 p.m. to 7:00 a.m. Blew well to pit & loaded hole w/brine water. Well would not stay dead. Pressured up to 650 psi, well would not take fluid. Opened well to pit, bled pressure dwn to 250 psi. Shut well in, pressure increased to 525 psi in 30 min. OO stripping head. Loaded tbg w/5 bbls water & opened backside, well blew dead. TIH w/2-3/8 tbg to 2918'. Pulled out of hole, LD 10 jts tbg. Well blew in. Pumped water dwn tbg. Finished TIH w/tbg. Tbg landed @ 2918', F nipple 1 jt off btm, 93 jts 2-3/8 tbg in well, 14 jts on the ground & 10 full jts in flowline.

43-042-2603
Sec. 24, T. 11S, R. 23E
741

Freedom Energy, Inc.
Hanging Rock Federal 24-13
Recompletion

CONFIDENTIAL

02-23-95 ND BOP's & installed WH, set well to selling gas dwn
cont'd flowline. Dump on sep hanging up. Cleaned dump & sep.
Ryan Set well to selling gas. 4:00 CP 600, TP 360, well
dumping water every minute. 4:30, CP 600, TP 360. 475
mcf, sep still dumping water. Left flowing to sales
line over night.

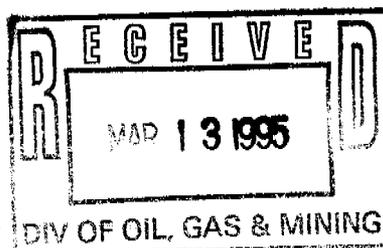
02-24-95 Sold 330 mcf, prod 124 BW. Both upper zones open.
Fischer

02-25-95 Sold 330 mcf, prod 118 BW. Both upper zones open.
Fischer

02-26-95 7:00 a.m., CP 300, TP 640. Well made avg of 250 mcf.
Ryan Prod increasing all nite. No water. Blew well to frac
tank f/1 hr, CP 160, TP 80. Blew well to tank an
additional 45 min, CP 110, TP 20. No water. RU to
circ hole w/water. Well dead. TOH w/2-3/8 tbg & pkr.
Stopped w/25 stds out of hole. Tested pkr & tbg. Well
flowed up tbg. Finish TOH, LD pkr. Pkr rubbers look
good. PU retrieving head, F nipple, TIH w/44 jts 2-3/8
tbg, well blew in. Circ hole w/form water, finish TIH.
Landed 92 jts 2-3/8 tbg @ 2903 KB. ND BOPs, installed
WH. Western on loc to pump 500 gal 7-1/2% HCL acid.
RU Western & pump 32 bbls to break dwn form. Form did
not break. Form pressured up fr/1300 psi to 2700 psi
while pumping @ 5.5 bpm. Pumped 11 bbls acid @ 1.1 bpm
Pressure increased fr/1260 to 1500, 5 min 1100, 10 min
930, 15 min 830. Tl fluid pumped, 55 bbls. RU to swab
Made 5 runs, rec 33 bbls water. TTR 95 bbls. Made 4
additional swab runs & SDFN. Tl fluid rec 50 bbls, TTR
45 bbls. Turned well to sales line f/nite. CP 200,
TP 0.

02-27-95 7:00 a.m., CP 430, TP 240. Well made avg of 175 mcf.
Prod was increased all nite, 16 bbls water, 29 bbls to
rec. Blew well to frac tank f/1hr, CP 80, tbg light
blow. 2 bbls water rec. RU to swab, made 1 swab run,
rec 250' of gas cut fluid. Placed well on prod dwn
sales line. RD Temples Well Ser, rel rig, pump & tank
& BOP's. Dalbo tank still on loc and in use. Baker
plug still in hole. To retrieve plug, PU 2 jts 2-3/8
tbg & 4' sub.

02-28-95 TP 290, CP 430, 208 mcf, 22 BW, 22 hrs. 23 BWLTR.
Fischer



Freedom Energy, Inc.
Hanging Rock Federal 24-13
30 Day Production

03-01-95 TP 290, CP 430, 238 mcf, 22 BW, 24 hrs, line pressure
Fischer 285.

03-02-95 TP 280, CP 440, 246 mcf, 8.4 BW, 24 hrs.
Ivan

03-03-95 257 mcf, 8.4 BW.
Fischer

03-04-95 TP 285, CP 455, 269 mcf, 8.4 BW. Chg from 33/64 to
Fischer 17/64 choke.

03-05-95 TP 310, CP 470, 266 mcf, 8.4 BW, 24 hrs gas, 28 hrs
Fischer water. Water dump stuck open, repaired.

03-06-95 250 mcf, 24 hrs. Some gas lost due to stuck dump
Fischer valve. 4.2 BW.

03-07-95 TP 310, CP 490, 271 mcf, 4.2 BW, 24 hrs, 17/64 choke.
Fischer

UTAH DIVISION OF OIL, GAS AND MINING EQUIPMENT INVENTORY

Operator: Freedom Energy Lease: State: ___ Federal: Indian: ___ Fee: ___
 Well Name: Hanging Rock Fed. 24-13 API Number: 43-047-32603
 Section: 24 Township: 11S Range: 23E County: Uintah Field: Wildcat
 Well Status: P6W Well Type: Oil: ___ Gas:

PRODUCTION LEASE EQUIPMENT: CENTRAL BATTERY: ___

Well head ___ Boiler(s) ___ Compressor ___ Separator(s)
 Dehydrator(s) ___ Shed(s) ___ Line Heater(s) Heated Separator
 ___ VRU ___ Heater Treater(s)

PUMPS:
 ___ Triplex ___ Chemical ___ Centrifugal

LIFT METHOD:
 ___ Pumpjack ___ Hydraulic ___ Submersible Flowing

GAS EQUIPMENT:
 Gas Meters ___ Purchase Meter Sales Meter

TANKS: NUMBER	SIZE	BBLs
___ Oil Storage Tank(s)	_____	BBLs
___ Water Tank(s)	_____	BBLs
___ Power Water Tank	_____	BBLs
<input checked="" type="checkbox"/> Condensate Tank(s)	<u>400</u>	BBLs
___ Propane Tank	_____	

REMARKS: 400 barrel condensate tank is a frag tank and appears to be temporary - is not bermed.

Location central battery: Qtr/Qtr: ___ Section: ___ Township: ___ Range: ___
 Inspector: David W. Sheffield Date: 3/15/95

- Freedom Energy

● Hanging Rock Fed. 24-1 ●

43-047-32603

Top Soil

Access

Flare Pit

Water Dump

Motor House

Sales Line

North



Dehydrator

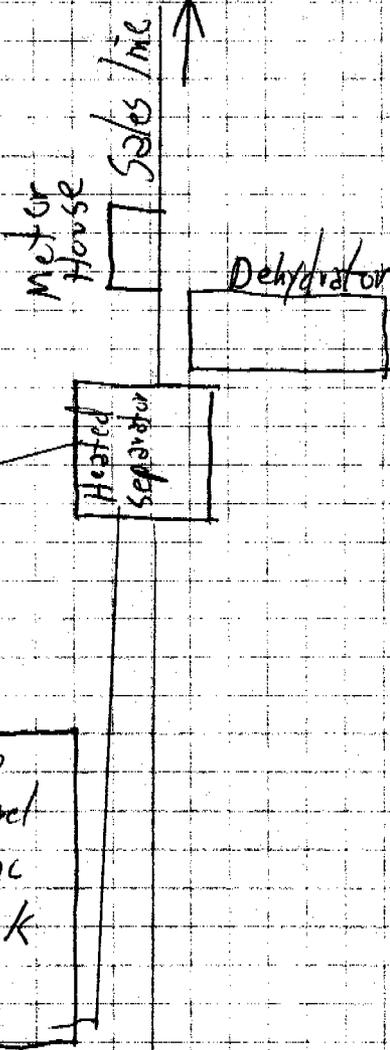
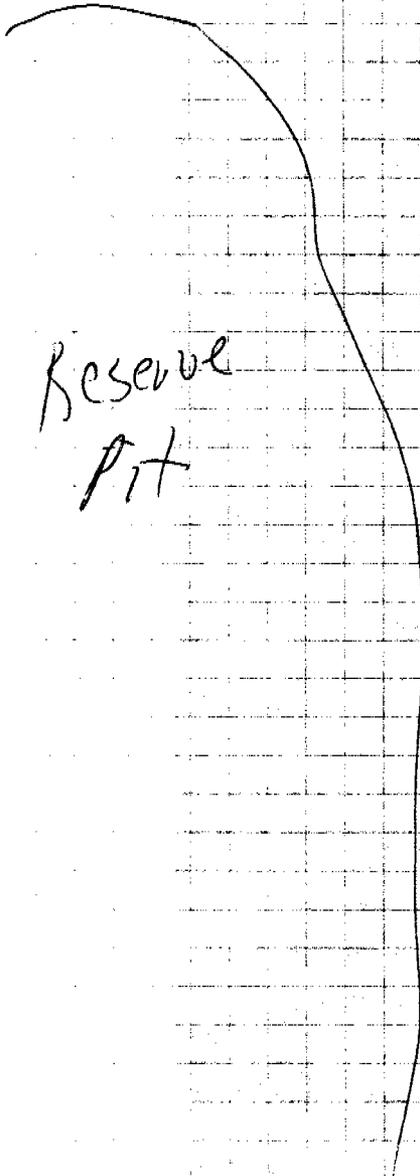
Heated Separator

400 Barrel Frac Tank

Wellhead

Reserve Pit

Access





Utah State

April 3, 1995

741

Bureau Of Land Management
170 South 500 East
Vernal, Utah 84078

RE: Tight Hole Status

The below listed wells are in Wildcat areas. It is our desire to retain these in a "Tight Hole" status as long as is allowable by the BLM.

They are as follows:

Thimble Rock Federal 23-15
SESE Sec.23-T11S-R24E
1305 FEL, 1193 FSL
Uintah County, Utah
Lease # U66761
API # 43-047-32604

Hanging Rock Federal I 1-4
NWNW Sec.1-T12S-R23E
1231 FWL, 1198 FNL
Uintah County, Utah
Lease # U57455
API # Not Assigned

Hanging Rock Federal I 1-16
SESE Sec.1-12S-23E
803 FEL, 701 FSL
Uintah County, Utah
Lease # U577455
API # Not Assigned

Hanging Rock Federal 24-13
SWSW Sec.24-T11S-R23E
820 FWL, 539 FSL
Uintah County, Utah
Lease # U66408
API # 43-047-32603

Hanging Rock Federal H 25-13
SWSW Sec.25-11S-R23E
660 FWL, 660 FSL
Uintah County, Utah
Lease # U66408
API # Not Assigned

Most of these wells have been submitted with "Tight Hole" on the permit.

Thank you for your help. If you have any questions/comments, please do not hesitate to call me at the number shown below.

Sincerely,

Sam Cady
Compliance Officer
Freedom Energy, Inc.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

RECEIVED
APR 7 1995
DIV OF OIL, GAS & MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

Lease Designation and Serial No. UTU-66408
Indian, Allottee or Tribe Name
Unit or CA, Agreement Designation

SUBMIT IN TRIPLICATE

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Freedom Energy, Inc.

3. Address and Telephone No.
 1856 Balsam Ave., Greeley, CO. 80631 (970) 352-8125

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
 820' FWL, 539' FSL Sec.24-T11S-R23E SLM SWSW

8. Well Name and No.
 Hanging Rock Federal

9. API Well No. 24-13
 43-047-32603

10. Field and Pool, or Exploratory Area
 Wildcat

11. County or Parish, State
 Uintah County, Utah

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

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

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

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

We are requesting permission to pit the water on the above referenced well for approx. six (6) months. We would like to use this water to drill our next location, the Thimble Rock Federal 23-15, located in the SESE Sec.23-T11S-R24E. We are also testing the Wasatch in the Hanging Rock Federal 24-13 for a possible water disposal well in this area.

Paul Franks with Freedom Energy, Inc. received verbal approval for pitting the water from Mr. Wayne Bankert of the Vernal District BLM office approx. mid March.

Water analysis copies attached.

If you have any questions, please do not hesitate to call me at the above phone number.

Thank You!

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

Signed [Signature] Title Compliance Officer Date 4-4-95

(This space for Federal or State office use)

Approved by _____ Title _____
Conditions of approval, if any: Federal Approval of this Action is Necessary

Accepted by the
Utah Division of
Oil, Gas and Mining

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

*See Instruction on Reverse Side

FOR RECORD

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

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

<p>1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other</p> <p>2. Name of Operator FREEDOM ENERGY, INC.</p> <p>3. Address and Telephone No. 1856 BALSAM AVE. GREELEY, CO. 80631 (970) 356-8125</p> <p>4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 820' FWL, 539' FSL SEC.24-T11S-R23E SLM</p>	<p>5. Lease Designation and Serial No. UTU-66408</p> <p>6. If Indian, Allotment or Tribe Name -</p> <p>7. If Unit or CA, Agreement Designation UTU-73518A HANGING ROCK</p> <p>8. Well Name and No. HANGING ROCK 24-13</p> <p>9. API Well No. 43-047-32603</p> <p>10. Field and Pool, or Exploratory Area WILDCAT</p> <p>11. County or Parish, State UINTAH COUNTY, UTAH</p>
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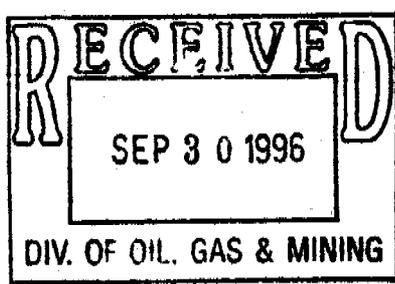
12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> Notice of Intent <input type="checkbox"/> Subsequent Report <input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Abandonment <input checked="" type="checkbox"/> Recompletion <input type="checkbox"/> Plugging Back <input type="checkbox"/> Casing Repair <input type="checkbox"/> Altering Casing <input checked="" type="checkbox"/> Other _____
	<input type="checkbox"/> Change of Plans <input type="checkbox"/> New Construction <input type="checkbox"/> Non-Routine Fracturing <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Conversion to Injection <input type="checkbox"/> Dispose Water <small>(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)</small>

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

Perf. Green River Formation @ 2547'-2558' 11' 2 s.p.f. Break down with 500 gal. 7½% HCL. Swab test. If commercial quantities are tested will commingle production with existing perforations in the Wasatch @ 2929'-2931'. If commercial quantities are not tested Green River zone will be cemented with 100 sks class G cement.

Est. time of Work: Oct. 10, 1996



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

Signed Paul Franko Title VICE-PRESIDENT Date _____

(This space for Federal or State office use)

Approved by _____ Title _____ Date _____

Conditions of approval, if any: _____

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
 1594 West North Temple, Suite 1210, PO Box 145801, Salt Lake City, UT 84114-5801

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

FREEDOM ENERGY INC
 1050 17TH ST STE 710
 DENVER CO 80265

UTAH ACCOUNT NUMBER: N3285

REPORT PERIOD (MONTH/YEAR): 12 / 97

AMENDED REPORT (Highlight Changes)

Well Name API Number Entity Location	Producing Zone	Well Status	Days Oper	Production Volumes		
				OIL(BBL)	GAS(MCF)	WATER(BBL)
✓ HANGING ROCK FEDERAL 24-13 4304732603 11723 11S 23E 24	WSTC			UTU6408	Hanging Rock Unit	
✓ THIMBLE ROCK FEDERAL 23-15 4304732604 11759 11S 24E 23	MVRD			U66761	Thimble Rock Unit	
✓ HANGING ROCK FEDERAL I 1-16 4304732679 11889 12S 23E 1	WSTC			U57455	Hanging Rock Unit	
✓ HANGING ROCK FEDERAL I 12-4 4304732748 11889 12S 23E 12	WSTC			U57455	"	
✓ HANGING ROCK FEDERAL F 7-6 4304732751 11889 12S 24E 7	WSTC			UTU66426	"	
✓ HANGING ROCK FEDERAL I 1-14 4304732871 11889 12S 23E 1	WSTC			U57455	"	
Y FEDERAL F 6-15 4304732757 12037 12S 24E 6	WSTC			U08424A		
CENTER FORK F 17-4 4304732750 12038 12S 24E 17	WSMVD			UTU75206		
TUCKER FEDERAL F 8-4 4304732872 12125 12S 24E 8	WSTC			UTU70239		
TOTALS						

COMMENTS: _____

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

Date: _____

Name and Signature: _____

Telephone Number: _____

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator

FREEDOM ENERGY, INC.

3. Address and Telephone No.

1050 17TH. ST. STE. 710 DENVER, CO. 80265 (303) 592-3022

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

820' FWL 539' FSL SW/SW SEC.24-T11S-R23E

5. Lease Designation and Serial No.

UTU-66408

6. If Indian, Allottee or Tribe Name

N/A

7. If Unit or CA, Agreement Designation

UTU-73518X

8. Well Name and No.

HANGING ROCK 24-13

9. API Well No.

43-047-32603

10. Field and Pool, or Exploratory Area

Wildcat

11. County or Parish, State

Uintah County, Utah

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

TYPE OF SUBMISSION

- Notice of Intent
 Subsequent Report
 Final Abandonment Notice

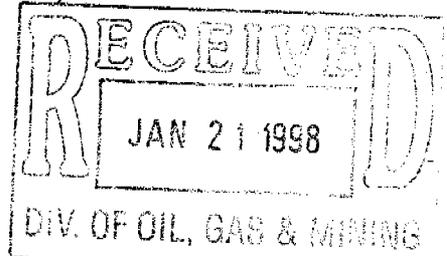
TYPE OF ACTION

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

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

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

Please be advised that Rosewood Resources, Inc., Ste. 500, 100 Crescent Court, Dallas, Texas, 75201, is considered to be the operator of the Hanging Rock 24-13, SW/SW Sec.24-T11S-R23E; Lease # UTU-66408; Uintah County, Utah; and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by Rosewood Resources, Inc. Bond # UT-0627



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

Signed Paul Chanks

Title Vice-President

Date 01/01/98

(This space for Federal or State office use)

Approved by

Title

Date

Conditions of approval, if any:

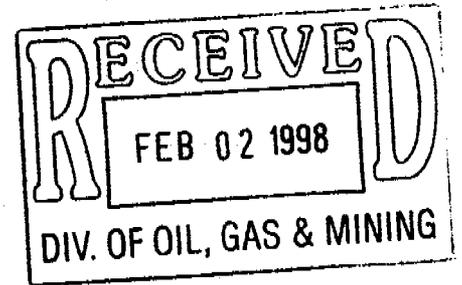
Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*See Instructions on Reverse Side



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

January 30, 1998

Rosewood Resources, Inc.
Suite 500
100 Crescent Court
Dallas, Texas 75201

Re: Hanging Rock Unit
Uintah County, Utah

Gentlemen:

On January 28, 1998, we received an indenture dated January 21, 1998, whereby Freedom Energy, Inc. resigned as Unit Operator and Rosewood Resources, Inc. was designated as Successor Unit Operator for the Hanging Rock 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 January 30, 1998. 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 Hanging Rock Unit Agreement.

Your nationwide (Montana) oil and gas bond No. 0627 will be used to cover all operations within the Hanging Rock 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: District Manager - Vernal (w/enclosure)
~~Division of Oil, Gas & Mining~~
Minerals Adjudication Group U-932
File - Hanging Rock Unit (w/enclosure)
MMS - Data Management Division
Agr. Sec. Chron
Fluid Chron

U-931:TAThompson:tt:1/30/98

Well Status Report
Utah State Office
Bureau of Land Management

Lease	Api Number	Well Name	QTR	Section	Township	Range	Well Status	Operator
** Inspection Item: UTU73518A								
UTU66408	4304732603	HANGING ROCK 24-13	SWSW	24	T11S	R23E PGW		FREEDOM ENERGY INCORPORATED
** Inspection Item: UTU73518B								
UTU57455	4304732748	HANGING ROCK 12-4	NWNW	12	T12S	R23E PGW		FREEDOM ENERGY INCORPORATED
UTU66426	4304732751	HANGING ROCK 7-6	SESW	7	T12S	R24E PGW		FREEDOM ENERGY INCORPORATED
UTU57455	4304732679	HANGING ROCK I 1-16	SESE	1	T12S	R23E PGW		FREEDOM ENERGY INCORPORATED
UTU57455	4304732871	I 1-14	SESW	1	T12S	R23E PGW		FREEDOM ENERGY INCORPORATED
** Inspection Item: UTU73518X								
UTU01252A	4304732854	HANGING ROCK 31-11	NESW	31	T11S	R24E ABD		FREEDOM ENERGY INCORPORATED PA'd 5/97

*980204 Change includes wells in drilling status (see attached list). BLM does not list them on this form; however change applies to these wells also. (per Terese Thompson/BLM). J
Jec

HANGING ROCK UNIT

Uintah County, Utah

EFFECTIVE: NOVEMBER 22, 1994

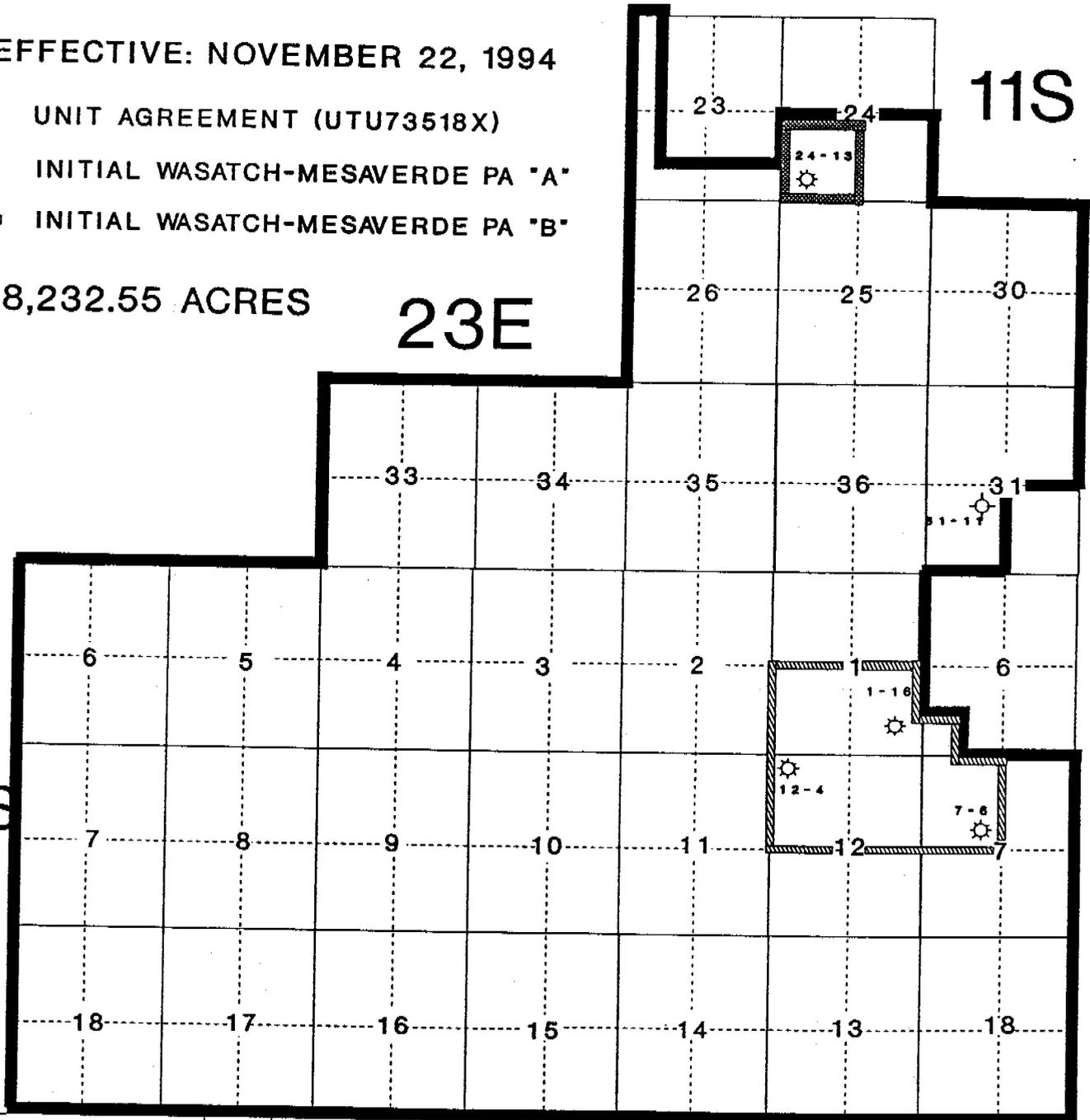
- UNIT AGREEMENT (UTU73518X)
- ▨ INITIAL WASATCH-MESAVERDE PA "A"
- ▨ INITIAL WASATCH-MESAVERDE PA "B"

18,232.55 ACRES

23E

11S

12S



24E

WSTC-MSVD "A"
ALLOCATION
FEDERAL 100%
160.00 Acres

WSTC-MSVD "B"
ALLOCATION
FEDERAL 100%
826.76 Acres

**ROSEWOOD
RESOURCES**

February 5, 1998

Lisha Cordova
Utah Dept. of Natural Resources
Division of Oil, Gas, and Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Transfer of Operations from Freedom Energy, Inc. to Rosewood
Uintah County, Utah

Dear Ms. Cordova:

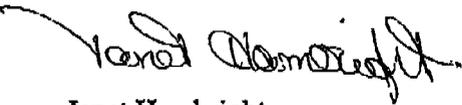
This letter will confirm that Rosewood Resources, Inc. has taken over operations from Freedom Energy, Inc. in the wells listed below.

<u>Well Name</u>	<u>Property Location</u>
	<u>All In Uintah Co. Utah</u>
1. Hanging Rock "H" #24-13	SW SW Sec. 24-11S-24E
2. Hanging Rock "I" #1-16	SE SE Sec. 01-12S-23E
3. Hanging Rock "F" #7-6	SE NW Sec. 07-12S-24E
4. Hanging Rock "I" #12-4	NW NW Sec. 12-12S-23E
5. Hanging Rock "I" #1-14	SE SW Sec. 01-12S-23E
6. Toby Federal "F" #6-15	SW SE Sec. 06-12S-24E
7. Tucker Federal "F" #8-4	NW NW Sec. 08-12S-24E
8. Center Fork "F" #17-4	NW NW Sec. 17-12S-24E
9. Thimble Rock #23-15	SE SE Sec. 23-11S-24E

Thank you for updating your records accordingly. Please let me know if you need any further information. If you need to send any requests to me by fax, my fax number is (214) 999-5757.

Sincerely,

ROSEWOOD RESOURCES, INC.


Janet Hambright
Paralegal (214) 871-5718

Rosewood Resources, Inc.
Suite 500
100 Crescent Court
Dallas, Texas 75201
214 871 5700
214 871 5110 (Fax)

OPERATOR CHANGE WORKSHEET

1- [initials]	6- [initials]
2- GLH	7- KAS
3- DTS	8- SI
4- VLD	9- FILE
5- JRB	

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

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

The operator of the well(s) listed below has changed, effective: 1-30-98

TO: (new operator)	<u>ROSEWOOD RESOURCES INC</u>	FROM: (old operator)	<u>FREEDOM ENERGY INC</u>
(address)	<u>100 CRESCENT COURT #500</u>	(address)	<u>1050 17TH ST STE 710</u>
	<u>DALLAS TX 75201</u>		<u>DENVER CO 80265</u>
	Phone: <u>(214)871-5718</u>		Phone: <u>(303)592-3022</u>
	Account no. <u>N7510</u>		Account no. <u>N3285</u>

WELL(S) attach additional page if needed: **HANGING ROCK UNIT & THIMBLE ROCK UNIT**

Name: **SEE ATTACHED**	API: <u>43-047-32103</u>	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____
Name: _____	API: _____	Entity: _____	S _____	T _____	R _____	Lease: _____

OPERATOR CHANGE DOCUMENTATION

- Sec 1. (r649-8-10) Sundry or other legal documentation has been received from the **FORMER** operator (attach to this form). *(rec'd 1-21-98)*
- Sec 2. (r649-8-10) Sundry or other legal documentation has been received from the **NEW** operator (Attach to this form). *(Ref. 1-21-98) (Ref. 2-3-98) (rec'd 2-5-98)*
- N/A 3. The **Department of Commerce** has been contacted if the new operator above is not currently operating any wells in Utah. Is the company **registered with the state?** (yes/no) ____ If yes, show company file number: _____
- Sec 4. **FOR INDIAN AND FEDERAL WELLS ONLY.** The BLM has been contacted regarding this change. Make note of BLM status in comments section of this form. BLM approval of **Federal** and **Indian** well operator changes should ordinarily take place prior to the division's approval, and before the completion of **steps 5 through 9** below.
- Sec 5. Changes have been entered in the **Oil and Gas Information System (3270)** for each well listed above. *(2-3-98)*
- Sec 6. **Cardex** file has been updated for each well listed above. *(2-4-98)*
- Sec 7. **Well file labels** have been updated for each well listed above. *(2-4-98)*
- Sec 8. Changes have been included on the monthly "Operator, Address, and Account Changes" **memo** for distribution to Trust Lands, Sovereign Lands, UGS, Tax Commission, etc. *(2-3-98)*
- Sec 9. A folder has been set up for the **Operator Change file**, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- J/lec* 1. (r649-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) ____ If entity assignments were changed, attach copies of Form 6, Entity Action Form.
- N/A* 2. Trust Lands, Sovereign Lands, Tax Commission, etc., have been notified through normal procedures of entity changes.

BOND VERIFICATION - (FEE WELLS ONLY)

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

LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY

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

FILMING

- VS* 1. All attachments to this form have been microfilmed. Today's date: 3.2.98

FILING

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

COMMENTS

980202 BLM/SL Aprv. eff. 1-30-98; includes wells in "Drilling Status" on separate list.

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:

See Attached

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:

2. NAME OF OPERATOR:
MCELVAIN OIL & GAS PROPERTIES, INC.

9. API NUMBER:

3. ADDRESS OF OPERATOR:
1050 17th Street CITY Denver STATE CO ZIP 80265 PHONE NUMBER: (303) 893-0933

10. FIELD AND POOL, OR WILDCAT:

4. LOCATION OF WELL
FOOTAGES AT SURFACE:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

COUNTY:

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: 5/1/2002	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

McElvain Oil & Gas Properties, Inc. will take over as operator of the attached wells from Rosewood - effective 5/1/2002.

Bond # RLB0004154

Operator # N2100

RECEIVED

APR 29 2002

DIVISION OF
OIL, GAS AND MINING

Name Gary Tarabae

Title vice President Rosewood Resources, Inc

Signature Gary Tarabae

Date 4/23/02

NAME (PLEASE PRINT) John D. Steuble

TITLE Engineering Manager Mcelvain O & G Properties

SIGNATURE John D. Steuble

DATE 4/12/02

(This space for State use only)

API #	FED #	POOL #	COUNTY	LEGAL	WELL NAME
43-047-32871	UTU-57455	OIL SPRINGS	UNITAH	1 12S 23E SESW	HANGING ROCK FED I # 1-14 WS
43-047-32855	UTU-57455	OIL SPRINGS	UNITAH	1 12S 23E NWNW	HANGING ROCK I # 1-4 WS
43-047-32679	UTU-57455	OIL SPRINGS	UNITAH	1 12S 23E SESE	HANGING ROCK FED I # 1-16
43-047-33098	UTU-57455	OIL SPRINGS	UNITAH	10 12S 23E NESW	HANGING ROCK I # 10-13 WS
43-047-32935	UTU-57455	OIL SPRINGS	UNITAH	11 12S 23E SENE	HANGING ROCK I # 11-8 (WSMVD)
43-047-32936	UTU-57455	OIL SPRINGS	UNITAH	12 12S 23E NWNE	HANGING ROCK I # 12-2
43-047-33096	UTU-57455	OIL SPRINGS	UNITAH	12 12S 23E NWSW	HANGING ROCK I # 12-12 WS
43-047-33101	UTU-57455	OIL SPRINGS	UNITAH	12 12S 23E NESE	HANGING ROCK I # 12-9 WS
43-047-32748	UTU-57455	OIL SPRINGS	UNITAH	12 12S 23E NWNW	HANGING ROCK I # 12-4
43-047-33099	UTU-57455	OIL SPRINGS	UNITAH	15 12S 23 E SWNE	HANGING ROCK I # 15-7
43-047-33100	UTU-66426	OIL SPRINGS	UNITAH	7 12S 24E NWSE	HANGING ROCK F # 7-10
43-047-32937	UTU-66426	OIL SPRINGS	UNITAH	7 12S 24E SENE	HANGING ROCK F # 7-8
43-047-32751	UTU-66426	OIL SPRINGS	UNITAH	7 12S 24E SENW	HANGING ROCK F # 7-6
43-047-32872	UTU-70239	OIL SPRINGS	UNITAH	8 12S 24E NWNW	TUCKER FEDERAL F # 8-4
43-047-32993	UTU-70239	OIL SPRINGS	UNITAH	8 12S 24E NWNE	TUCKER FEDERAL F # 8-2
43-047-33132	UTU-73019	BUCK CANYON	UNITAH	5 12S 22E SENW	ROSEWOOD # 5-6
43-047-32604	UTU-66761	ASPHALT WASH	UNITAH	23 11S 24E SESE	THIMBLE ROCK FED # 23-15
43-047-32757	UTU-08424-A	OIL SPRINGS	UNITAH	6 12S 24E SWSE	TOBY FEDERAL F # 6-15
43-047-32840	UTU-85355	BUCK CANYON	UNITAH	19 11S 22E NESE	ROSEWOOD FED # 28-8
43-047-32603	UTU-66408	ROCK HOUSE	UNITAH	24 11S 23E SWSW	HANGING ROCK # 24-13
43-047-32750	UTU-75206	OIL SPRINGS	UNITAH	17 12S 24E NWNW	CENTER FORK FED # 17-4
43-047-33186	UTU-66409	ROCK HOUSE	UNITAH	22 11S 23E SESE	ROSEWOOD FED H # 22-16



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 18, 2002

McElvain Oil & Gas Properties, Inc.
Attn: Mona Binion
1050 17th Street, Suite 1800
Denver, Colorado 80265

Re: Hanging Rock Unit
Uintah County, Utah

Gentlemen:

We received an indenture dated May 1, 2002, whereby Rosewood Resources, Inc. resigned as Unit Operator and McElvain Oil & Gas Properties, Inc. was designated as Successor Unit Operator for the Hanging Rock 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 18, 2002. 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 Hanging Rock Unit Agreement.

Your statewide (Utah) oil and gas bond No. 1268 will be used to cover all operations within the Hanging Rock 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-942
File - Hanging Rock Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron

UT922:TAThompson:tt:6/18/02

Results of query for MMS Account Number UTU73518B

Production	API Number	Operator	Well Name	Well Status	Lease or CA Number	Inspection Item	Township	Range	Section	Quarter/Quart
Production	4304732679	ROSEWOOD RESOURCES INC	HANGING ROCK I 1-16	PGW	UTU57455	UTU73518B	12S	23E	1	SESE
Production	4304732748	ROSEWOOD RESOURCES INC	HANGING ROCK 12-4	PGW	UTU57455	UTU73518B	12S	23E	12	NWNW
Production	4304732751	ROSEWOOD RESOURCES INC	HANGING ROCK 7-6	PGW	UTU66426	UTU73518B	12S	24E	7	SENW
Production	4304732871	ROSEWOOD RESOURCES INC	I 1-14	PGW	UTU57455	UTU73518B	12S	23E	1	SESW
Production	4304732935	ROSEWOOD RESOURCES INC	I 11-8	PGW	UTU57455	UTU73518B	12S	23E	11	SENE
Production	4304732936	ROSEWOOD RESOURCES INC	I 12-2	PGW	UTU57455	UTU73518B	12S	23E	12	NWNE
Production	4304732937	ROSEWOOD RESOURCES INC	F 7-8	PGW	UTU66426	UTU73518B	12S	24E	7	SENE
Production	4304733100	ROSEWOOD RESOURCES INC	F 7-10	PGW	UTU66426	UTU73518B	12S	24E	7	NWSE

Results of query for MMS Account Number UTU73518A

Production	API Number	Operator	Well Name	Well Status	Lease or CA Number	Inspection Item	Township	Range	Section	Quarter/Quart
Production	4304732603	ROSEWOOD RESOURCES INC	HANGING ROCK 24-13	PGW	UTU66408	UTU73518A	11S	23E	24	SWSW

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
2. CDW ✓
3. FILE

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: 05-01-2002	
FROM: (Old Operator):	TO: (New Operator):
ROSEWOOD RESOURCES INC	MCELVAIN OIL & GAS PROPERTIES INC
Address: P O BOX 1668	Address: 1050 17TH STREET, STE 1800
VERNAL, UT 84078	DENVER, CO 80265-1801
Phone: 1-(435)-789-0414	Phone: 1-(303)-893-0933
Account No. N7510	Account No. N2100

CA No. Unit: HANGING ROCK

WELL(S)						
NAME	SEC TWN RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
HANGING ROCK FEDERAL 24-13	24-11S-23E	43-047-32603	11723	FEDERAL	GW	P
HANGING ROCK FEDERAL I 1-14	01-12S-23E	43-047-32871	11889	FEDERAL	GW	P
HANGING ROCK FEDERAL I 1-16	01-12S-23E	43-047-32679	11889	FEDERAL	GW	P
HANGING ROCK FEDERAL I 11-8	11-12S-23E	43-047-32935	12306	FEDERAL	GW	P
HANGING ROCK I 12-2	12-12S-23E	43-047-32936	11889	FEDERAL	GW	P
HANGING ROCK FEDERAL I 12-4	12-12S-23E	43-047-32748	11889	FEDERAL	GW	P
HANGING ROCK FEDERAL F 7-6	07-12S-24E	43-047-32751	11889	FEDERAL	GW	P
HANGING ROCK FEDERAL F 7-8	07-12S-24E	43-047-32937	12305	FEDERAL	GW	P
HANGING ROCK F 7-10	07-12S-24E	43-047-33100	12400	FEDERAL	GW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 04/29/2002
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 04/29/2002
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 07/03/2002
- Is the new operator registered in the State of Utah: YES Business Number: 5078926-0143
- If **NO**, the operator was contacted on: N/A
- (R649-9-2) Waste Management Plan received on: IN PLACE

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: 06/18/2002

7. Federal and Indian Units:

The BLM or BIA has approved the successor of unit operator for wells listed on: 06/18/2002

8. Federal and Indian Communization Agreements ("CA"):

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

9. Underground Injection Control ("UIC")

The Division has approved UIC Form 5, **Transfer of Authority to Inject,**

for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 07/03/2002

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 07/03/2002

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

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

STATE WELL(S) BOND VERIFICATION:

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

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 1268

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

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

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

The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires January 31, 2004

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

5. Lease Serial No.
UTU-66408

6. If Indian, Allottee or Tribe Name

7. If Unit or CA Agreement, Name and/or No.
Hanging Rock WS MVA (UTU73518A)

8. Well Name and No.
Hanging Rock Federal #24-13

9. API Well No.
43-047-32603

10. Field and Pool, or Exploratory Area
Rock House

11. County or Parish, State
Uintah County, Utah

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
McElvain Oil & Gas Properties, Inc.

3a. Address
1050 - 17th Street, Suite 1800, Denver, CO 80265

3b. Phone No. (include area code)
303.893.0933

4. Location of Well (Footage, Sec., T., R. M., or Survey Description)
539' FSL & 820' FWL (SWSW) Sec. 24, T11S-R23E SLB&M

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

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

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

McElvain Oil & Gas Properties, Inc. requests long term shut-in status. The well is being evaluated for recomplete and for possible conversion to a water source well.

RECEIVED
FEB 04 2005

THIS SUNDRY IS BEING RETURNED; INSUFFICIENT DATA WAS SUBMITTED TO APPROVE THE REQUESTED ACTION (see requirements of R649-3-36) - Last Produced June 2002.

[Signature]
February 15, 2005
Utah Division of Oil, Gas and Mining

Federal Approval of This Action is Necessary

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

Name (Printed/Typed)
E. Reed Fischer

Signature
[Signature]

Title
Operations Engineer

Date
1/28/05

COPIES SENT TO OPERATOR
Number: **2-16-05**
Initials: **CHD**

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

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

Title

Date

Office

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

(Instructions on reverse)

RECEIVED

DEC 20 2004

Certified Mail - Return Receipt Requested
70032260000713180785

Hand Delivered Received by

MCELVAIN OIL & GAS
PROPERTY

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
NOTICE OF INCIDENTS OF NONCOMPLIANCE**

Identification	
IID	
Lease	UTU66408
CA	
Unit	
PA	UTU73518A

Bureau of Land Management Office VERNAL FIELD OFFICE				Operator MCELVAIN O&G PROPERTIES INC			
Address 170 SOUTH 500 EAST VERNAL UT 84078				Address 1050 17TH STREET SUITE 1800 DENVER CO 80265			
Telephone 435-781-4504				Attention JOHN D. STEUBLE			
Inspector ALAN WALKER				Attn Addr 1050 17TH STREET, SUITE 1800 DENVER CO 80265			
Site Name HANGING ROCK	Well or Facility 24-13	1/4 1/4 Section SWSW 24	Township 11S	Range 23E	Meridian SLB	County UINTAH	State UT
Site Name	Well or Facility	1/4 1/4 Section	Township	Range	Meridian	County	State

THE FOLLOWING VIOLATION WAS FOUND BY BUREAU OF LAND MANAGEMENT INSPECTORS ON THE DATE AND AT THE SITE LISTED ABOVE			
Date	Time (24 - hour clock)	Violation	Gravity of Violation
12/15/2004	13:00	43CFR3162.3-4(c)	MINOR
Corrective Action To Be Completed By	Date Corrected	Assessment for Noncompliance	Assessment Reference
01/28/2005			43 CFR 3163.1()

Remarks
No well may be temporarily abandoned for more than 30 days without the prior approval of the authorized officer.
Request approval to temporarily abandon this well from the Authorized officer.

When violation is corrected, sign this notice and return to above address.

Company Representative Title Operations Engineer Signature [Signature] Date 1/28/05

Company Comments Mcelvain is currently assessing the area for recompletions candidates. As part of this well field evaluation the HRF is being calculated for recompletions as either a gas producer or as a water source well for our upcoming drilling program.

WARNING

Incidents of Noncompliance correction and reporting timeframes begin upon receipt of this Notice or 7 business days after the date it is mailed, whichever is earlier. Each violation must be corrected within the prescribed time from receipt of this Notice and reported to the Bureau of Land Management office at the address shown above. Please note that you already may have been assessed for noncompliance (see amount under "Assessment for Noncompliance"). If you do not comply as noted above under "Corrective Action To Be Completed By" you may incur an additional assessment under (43 CFR 3163.1) and may also incur Civil Penalties (43 CFR 3163.2). All self-certified corrections must be postmarked no later than the next business day after the prescribed time for correction.

Section 109(d)(1) 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 3163.2(f)(1), provides that any person who "knowingly or willfully" prepares, maintains, or submits, false, inaccurate, or misleading reports, notices, affidavits, record, data, or other written information required by this part shall be liable for a civil penalty of up to \$25,000 per violation for each day such violation continues, not to exceed a maximum of 20 days.

REVIEW AND APPEAL RIGHTS

A person contesting a violation shall request a State Director review of the Incidents of Noncompliance. This request must be filed within 20 working days of receipt of the Incidents of Noncompliance with the appropriate State Director (see 43 CFR 3165.3). The State Director review decision may be appealed to the Interior Board of Lands Appeals, 801 North Quincy Street, Suite 300, Arlington VA 22203 (see 43 CFR 3165.4). Contact the above listed Bureau of Land Management office for further information.

Signature of Bureau of Land Management Authorized Officer <u>Alan Walker</u>	Date <u>12-17-04</u>	Time <u>10:30</u>
---	-------------------------	----------------------

FOR OFFICE USE ONLY				
Number 53	Date	Assessment	Penalty	Termination
Type of Inspection PI				

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: March 31, 2007

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

5. Lease Serial No.
UTU-66408

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

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

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

8. Well Name and No.
Hanging Rock Fed H #24-13

2. Name of Operator
McElvain Oil & Gas Properties, Inc.

9. API Well No.
43-047-32603

3a. Address
1050 17th Street, Suite 1800, Denver, CO 80265

3b. Phone No. (include area code)
(303) 893-0933

10. Field and Pool or Exploratory Area
Oil Springs

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
539' FSL & 820' FWL, SWSW Sec. 24 T11S-R23E

11. Country or Parish, State
Uintah County, Utah

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

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

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

McElvain Oil & Gas Properties, Inc. proposes Swab & Flow Test on the Hanging Rock Federal H 24-13 (API# 43-047-32603) located SWSW of Sec. 24 T11S-R23E. Once the Swab & Flow Test has been completed we request a 30 day evaluation period. At the end of the 30 days we will submit a notice of intent to re-establish production or to plug and abandon the well. Attached is the procedure. We anticipate the work begin in May 2007.

Accepted by the
Utah Division of
Oil, Gas and Mining

Federal Approval Of This
Action Is Necessary

COPY SENT TO OPERATOR

Date: 5/2/07
Initials: CHD

Date: 5/10/07
By: [Signature]

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

Name (Printed/Typed)
Barbara Martin

Title Engineer

Signature

[Signature]

Date 05/10/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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

Office

RECEIVED

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

MAY 14 2007

(Instructions on page 2)

McELVAIN OIL & GAS PROPERTIES, INC.

**Hanging Rock Federal "H" #24-13
SWSW Sec. 24, T11S-R23E
Uintah County, Utah
API # 43-047-32603**

May 2007

DRILL TD:4510' ORIGINAL PBTD: 3463' Tagged w/ Tbg CURRENT PBTD: 3464' KB: 14'
3464' Loggers PBTD

FORMATION TOPS:

Wasatch: 2599'
Mesaverde: 4331'

CASING:

9 5/8", 40#, K-55 STC @ 304'GL in 12 1/4" hole
Western Co. cemented with 185 sks "G", 2% CaCl₂, 0.25#/sk Celloseal.
Cement to Surface.

4 1/2", 11.6#, K-55 @ 3541' in 7 7/8" hole.

Port Collar @ 1117'

Stage 1: RU Western Co. pump cement w/ 855 sxs Class G Cement. Yield: 1.15 cuft/sk
Floats held.

Stage 2: Port Collar could not be opened.

Est. TOC 1520ft (CBL)

PERFORATIONS:

Wasatch: 2547' - 2558', @ 2 spf.

Wasatch: 2929' - 2931', 4 ft w/ 4spf. Open
2986' - 2987', 1 ft w/ 4spf, (CIBP @ 2960')
Both set of perms broke down w/ 7 1/2% Acid

Wasatch: 3280' - 3300', XCP (External Csg Pkr) 6 ports 3/4" opened. Frac'd. (CIBP @ 3250')

PROPOSED PERFORATIONS:

None

CURRENT TUBING/BHA: (as of 12-13-1996)

Arrow AD-1 Packer (1/4 turn to left to release pkr) @ 2866', 1 jt 2 3/8" 4.7# J-55 EUE 8rd, SN @ 2836', 90 jts
2 3/8", 4.7# J-55 tubing EUE, 8rd.

PRODUCTION METHOD:

N/A

PROCEDURE:

1. Check Tbg & Csg Pressure
2. Check Deadman & Gas Meter
3. MIRU Swab Rig and set test tank
4. Blow down well & Monitor Csg Pressure
5. Swab Test & Monitor Csg Pressure. Obtain water samples
6. Acidize if necessary w/ 250 – 300 gals 15% HCl (No Ball Sealers)
7. Swab back load
8. Install flow prover if necessary.
9. RDMO Swab Rig.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

5. Lease Serial No.
UTU-66408

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

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

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

8. Well Name and No.
Hanging Rock Federal H #24-13

2. Name of Operator
McElvain Oil & Gas Properties, Inc.

9. API Well No.
43-047-32603

3a. Address
1050 17th Street, Suite 1800, Denver, CO 80265

3b. Phone No. (include area code)
(303) 893-0933

10. Field and Pool or Exploratory Area
Oil Springs

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
539' FSL & 820' FWL (SWSW) Sec. 24 T11S-R23E S.L.B & M

11. Country or Parish, State
Uintah County, Utah

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

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

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

McElvain Oil & Gas Properties, Inc. proposes to install a battery on the Hanging Rock Federal H 24-13 (API# 43-047-32603) located SWSW of Sec. 24 T11S-R23E. McElvain anticipates a re-turn to production in July. Attached is the wellsite diagram.

RECEIVED

JUN 18 2007

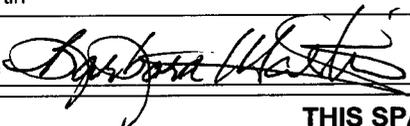
DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed)
Barbara Martin

Title Engineer

Signature



Date 06/14/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Accepted by the

Date

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

Office

Utah Division of
Oil, Gas and Mining
For Record Only

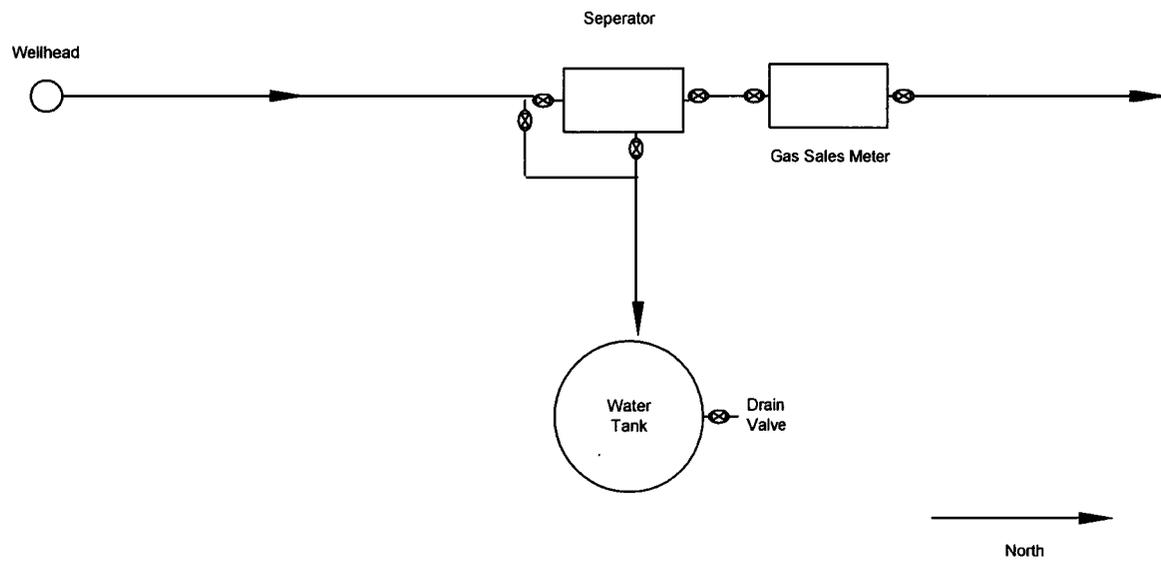
Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

McElvain Oil & Gas Properties, Inc.

Hanging Rock Federal H #24-13

Wellsite Layout

Uintah County, Utah



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DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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5. Lease Serial No.
UTU-66408

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

SUBMIT IN TRIPLICATE – Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

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

2. Name of Operator
McElvain Oil & Gas Properties, Inc.

8. Well Name and No.
Hanging Rock Federal H #24-13

3a. Address
1050 17th Street, Suite 1800, Denver, CO 80265

3b. Phone No. (include area code)
(303) 893-0933

9. API Well No.
43-047-32603

10. Field and Pool or Exploratory Area
Oil Springs

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
539' FSL & 820' FWL (SWSW) Sec. 24 T11S-R23E S.L.B & M

11. Country or Parish, State
Uintah County, Utah

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

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

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

Date: 7/5/2007
Time: 10:00 AM
Initial Pressure: SITP 340 psi & SICP 465 psi
Initial Rate: 60 mcf/d
Water: 0 BPD
Condensate: 0 BPD

Canyon Gas Resources Meter#: 10023
Orifice: 0.375"
Differential Range: 0-250"
Tube: 2.067"

RECEIVED
JUL 10 2007
DIV. OF OIL, GAS & MINING

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

Name (Printed/Typed)
Barbara Martin

Title Engineer

Signature



Date 07/06/2007

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Title

Date

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

Office

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UNITED STATES
DEPARTMENT OF THE INTERIOR
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Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No. UTU-66408
6. If Indian, Allottee or Tribe Name na
7. If Unit or CA/Agreement, Name and/or No. na
8. Well Name and No. Hanging Rock Federal # 24 - 13
9. API Well No. 43-047-32603
10. Field and Pool, or Exploratory Area Oil Springs
11. County or Parish, State Uintah County, Utah

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

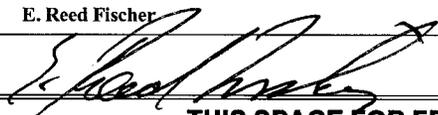
1. Type of Well <input type="checkbox"/> Oil Well <input type="checkbox"/> <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	
2. Name of Operator McElvain Oil & Gas Properties, Inc.	
3a. Address 1050 - 17th Street, Suite 2500 Denver, Colorado 80265	3b. Phone No. (include area code) 303.893.0933
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 539' FSL & 820' FWL (SWSW) Sec. 24, T11S-R23E SLB&M	

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

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

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

The referenced well had been shut-in for longer than 90 days. This sundry notice is submitted to notify the BLM of the resumption of production. The well resumed production on Friday June 25, 2010 and is now selling gas.

14. I hereby certify that the foregoing is true and correct Name (Printed/Typed) E. Reed Fischer		Title Senior Operations Engineer
Signature 	Date 07/12/2010	

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

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

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(Instructions on page 2)

RECEIVED

JUL 15 2010

DIV. OF OIL, GAS & MINING

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

ROUTING
 1. CDW

Change of Operator (Well Sold)

X - Operator Name Change

The operator of the well(s) listed below has changed, effective: 8/11/2011

FROM: (Old Operator): N2100-McElvain Oil & Gas Properties, Inc. 1050 17th Street, Suite 2500 Denver, CO 80265 Phone: 1 (303) 893-0933	TO: (New Operator): N3795-McElvain Energy, Inc. 1050 17th Street, Suite 2500 Denver, CO 80265 Phone: 1 (303) 893-0933
--	---

WELL NAME	CA No.	Unit:	HANGING ROCK					
	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST - 9 Wells								

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: 8/30/2011
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 8/30/2011
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 8/30/2011
- Is the new operator registered in the State of Utah: _____ Business Number: 8078926-0143
- (R649-9-2)Waste Management Plan has been received on: _____
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** 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:

- Changes entered in the **Oil and Gas Database** on: 8/31/2011
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/31/2011
- Bond information entered in RBDMS on: n/a
- Fee/State wells attached to bond in RBDMS on: n/a
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: 8/30/2011

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: COB000010
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number n/a
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: SEE ATTACHED LIST
2. NAME OF OPERATOR: McElvain Oil & Gas Properties, Inc. N2100		9. API NUMBER:
3. ADDRESS OF OPERATOR: 1050 17th St, Suite 2500 CITY Denver STATE CO ZIP 80265		10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY:		
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE:		UTAH

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

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

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

McElvain Oil & Gas Properties, Inc. has changed it's name to McElvain Energy, Inc. Effective August 11, 2011.
This is ONLY a name change.

N3795

Our BLM Bond # is COB - 000010

Attached is a well list.

NAME (PLEASE PRINT) <u>Deborah Powell</u>	TITLE <u>Eng Tech Manager</u>
SIGNATURE <u><i>Deborah Powell</i></u>	DATE <u>8/29/2011</u>

(This space for State use only)

APPROVED 8/31/2011
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED

AUG 30 2011

DIV. OF OIL, GAS & MINING

Hanging Rock Unit Wells

HANGING ROCK FEDERAL 24-13	24	110S	230E	4304732603	11723	Federal	GW	P	UTU-66408
HANGING ROCK FEDERAL I 1-16	01	120S	230E	4304732679	11889	Federal	GW	P	UTU-57455
HANGING ROCK FEDERAL I 12-4	12	120S	230E	4304732748	11889	Federal	GW	P	UTU-57455
HANGING ROCK FEDERAL F 7-6	07	120S	240E	4304732751	11889	Federal	GW	P	UTU-66426
HANGING ROCK FEDERAL I 1-14	01	120S	230E	4304732871	11889	Federal	GW	P	UTU-57455
HANGING ROCK I 11-8	11	120S	230E	4304732935	12306	Federal	GW	P	UTU-47455
HANGING ROCK FED F 7-8	07	120S	240E	4304732937	12305	Federal	GW	S	UTU-66426
HANGING ROCK F 7-10	07	120S	240E	4304733100	12400	Federal	GW	P	UTU-66426
HANGING ROCK FED 7-2	07	120S	240E	4304735084	14019	Federal	GW	P	UTU-66426

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

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective: **8/1/2014**

FROM: (Old Operator): McElvain Energy, Inc. N3795 1050 17th Street, Suite 2500 Denver, CO 80265 303-893-0933	TO: (New Operator): Onshore Royalties, LLC N4140 P.O. Box 2326 Victoria, TX 77902 361-570-1600
---	--

WELL NAME	CA No.	SEC	TWN	RNG	API NO	Unit:	Haning Rock	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List											

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 8/14/2014
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 8/14/2014
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 8/15/2014
- Is the new operator registered in the State of Utah: _____ Business Number: 9116573-0161
- (R649-9-2)Waste Management Plan has been received on: N/A
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 8/15/2014
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA N/A
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: Not Yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 9/15/2014
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/15/2014
- Bond information entered in RBDMS on: N/A
- Fee/State wells attached to bond in RBDMS on: N/A
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: UTB000644
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number N/A
- 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:

McElvain Energy, Inc N3795 to Onshore Royalties, LLC. N4140
 Effective 8/1/2014

Well Name	Section	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status	Unit
HANGING ROCK FEDERAL 24-13	24	110S	230E	4304732603	11723	Federal	GW	P	HANGING ROCK
HANGING ROCK FEDERAL I 1-16	1	120S	230E	4304732679	11889	Federal	GW	P	HANGING ROCK
HANGING ROCK FEDERAL I 12-4	12	120S	230E	4304732748	11889	Federal	GW	P	HANGING ROCK
HANGING ROCK FEDERAL F 7-6	7	120S	240E	4304732751	11889	Federal	GW	P	HANGING ROCK
TOBY FEDERAL F 6-15	6	120S	240E	4304732757	12037	Federal	GW	P	
HANGING ROCK FEDERAL I 1-14	1	120S	230E	4304732871	11889	Federal	GW	P	HANGING ROCK
TUCKER FEDERAL F 8-4	8	120S	240E	4304732872	12125	Federal	GW	P	
HANGING ROCK I 11-8	11	120S	230E	4304732935	12306	Federal	GW	P	HANGING ROCK
HANGING ROCK F 7-10	7	120S	240E	4304733100	12400	Federal	GW	P	HANGING ROCK
HANGING ROCK FED 11-9	11	120S	230E	4304734730	14017	Federal	GW	P	
HANGING ROCK I-8	1	120S	230E	4304736042	15514	Federal	GW	P	
TUCKER FED 8-6	8	120S	240E	4304736837	15513	Federal	GW	P	
CENTER FORK F 17-4	17	120S	240E	4304732750	12038	Federal	GW	S	
ROSEWOOD FED 28-8	28	110S	220E	4304732840	12442	Federal	GW	S	
HANGING ROCK FED I 1-4	1	120S	230E	4304732855	12389	Federal	GW	S	
HANGING ROCK FED F 7-8	7	120S	240E	4304732937	12305	Federal	GW	S	HANGING ROCK
TUCKER FEDERAL F 8-2	8	120S	240E	4304732993	12386	Federal	GW	S	
TUCKER FED 8-12	8	120S	240E	4304734729	13740	Federal	GW	S	
HANGING ROCK FED 7-2	7	120S	240E	4304735084	14019	Federal	GW	S	HANGING ROCK
TUCKER FED 8-10	8	120S	240E	4304739187	16399	Federal	GW	S	
HANGING ROCK FED 1-2	1	120S	230E	4304739430	16400	Federal	GW	S	

RECEIVED

AUG 14 2014

FORM 9

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER:
2. NAME OF OPERATOR: McElvain Energy, Inc. N3795		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1050 17th St, Suite 2500 CITY Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		8. WELL NAME and NUMBER: Attached
		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT:

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

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

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

McElvain Energy, Inc. current operator of the attached wells, has sold all wells on the attached list to:

Onshore Royalties, LLC
P.O. Box 2326
Victoria, TX 77902

N4140

Utah Operator # N4140
Effective 8/1/2014

McElvain Energy, Inc.

Steven W. Shefte

Steven W. Shefte
Vice President -COO

Onshore Royalties, LLC.

Michael Hahn

Michael Hahn
Operations Manager

BLM Bond: UTB000644

NAME (PLEASE PRINT) Deborah Powell	TITLE Eng Tech Manager
SIGNATURE <i>Deborah Powell</i>	DATE 8/13/2014

(This space for State use only)

APPROVED

SEP 15 2014

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

State of Utah
 Department of Natural Resources
 Division of Oil, Gas & Mining

Change of Operator From McElvain Energy, LLC (N3795)
 To: Onshore Royalties, LLC (N4140)

Well Name	API	Legal	Status	Well Type	Utah ID	BLM ID
Center Fork F 17-4	43-047-32750	T12S R24E Sec 17 NWNW	S	GW	12038	UTU75206
Hanging Rock Fed 11-9	43-047-34730	T12S R23E Sec 11 NESE	P	GW	14017	UTU57455
Hanging Rock Fed 1-2	43-047-39430	T12S R23E Sec 1 NWNE	S	GW	16400	UTU57455
Hanging Rock Fed 1-8	43-047-36042	T12S R23E Sec 1 SENE	P	GW	15514	UTU57455
Hanging Rock Fed 7-2	43-047-35084	T12S R24E Sec 7 NWNE	S	GW	14019	UTU73518B
Hanging Rock Fed I 1-14	43-047-32871	T12S R23E Sec 1 SESW	P	GW	11889	UTU73518B
Hanging Rock Fed 24-13	43-047-32603	T11S R23E Sec 24 SWSW	P	GW	11723	UTU73518A
Hanging Rock Fed 7-6	43-047-32751	T12S R24E Sec 7 SENW	P	GW	11889	UTU73518B
Hanging Rock Fed 7-8	43-047-32937	T12S R24E Sec 7 SENE	S	GW	12305	UTU73518B
Hanging Rock Fed F 7-10	43-047-33100	T12S R24E Sec 7 NWSE	P	GW	12400	UTU73518B
Hanging Rock Fed I 1-16	43-047-32679	T12S R23E Sec 1 SESE	P	GW	11889	UTU73518B
Hanging Rock Fed I 11-8	43-047-32935	T12S R23E Sec 11 SENE	P	GW	12306	UTU73518B
Hanging Rock Fed I 1-4	43-047-32855	T12S R23E Sec 1 NWNW	S	GW	12389	UTU57455
Hanging Rock Fed I-12-4	43-047-32748	T12S R23E Sec 12 NWNW	P	GW	11889	UTU73518B
Rosewood Fed 28-8	43-047-32840	T11S R22E Sec 28 SENE	S	GW	12442	UTU65355
Toby Federal F 6-15	43-047-32757	T12S R24E Sec 6 SWSE	P	GW	12037	UTU08424A
Tucker Fed 8-10	43-047-39187	T12S R24E Sec 8 NWSE	S	GW	16399	UTU70239
Tucker Fed 8-12	43-047-34729	T12S R24E Sec 8 NWSW	S	GW	13740	UTU70239
Tucker Fed 8-6	43-047-36837	T12S R24E Sec 8 SENW	P	GW	15513	UTU70239
Tucker Fed F 8-2	43-047-32993	T12S R24E Sec 8 NWNE	P	GW	12386	UTU70239
Tucker Fed F 8-4	43-047-32872	T12S R24E Sec 8 NWNW	P	GW	12125	UTU70239