

February 8, 1995

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

Attn: Frank Matthews

Re: **Trinity Petroleum Corp.**
Atchee Ridge #34-15-13-25
SW SE Sec. 15, T13S - R25E
Uintah County, Utah

Dear Frank,

Enclosed please find three copies of the Application for Permit to Drill on the above mentioned well along with one copy of the drilling program and surface use plan which has been filed with the BLM in Vernal, Utah.

Please forward the approved copies to me at the address shown below and I will forward them to Trinity. Thanks for your assistance in this matter. If you have any questions, please call.

Sincerely,

PERMITCO INC.

Lisa L. Smith
Consultant for:
Trinity Petroleum Exploration, Inc.

Enc.

cc: **Trinity Petroleum Exploration, Inc. - Denver, CO**

Permitco Incorporated
A Petroleum Permitting Company

13685 Jackson Drive Denver, Colorado 80241 (303) 452-8888

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

RECEIVED
FEB 21 1995
DIV OF OIL, GAS & MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

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

1b. TYPE OF WELL
OIL WELL GAS WELL OTHER SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR **303/294-9942 1801 Broadway, Suite 640**
Trinity Petroleum Exploration, Inc. Denver, CO 80202

3. ADDRESS OF OPERATOR **303/452-8888 13585 Jackson Drive**
PERMITCO INC. - Agent Denver, CO 80241

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. *)
At Surface **660' FSL and 1979' FEL**
At proposed Prod. Zone **SW SE Sec. 15, T13S - R25E**

5. LEASE DESIGNATION AND SERIAL NO. **U-70248**

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

7. UNIT AGREEMENT NAME **N/A**

8. FARM OR LEASE NAME **Atchee Ridge**

9. WELL NO. **#34-15-13-25**

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

11. SEC. T., R., M., OR BLK. AND SURVEY OR AREA **Sec. 15, T13S - R25E**

12. COUNTY OR PARISH **Uintah** 13. STATE **Utah**

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
Approx. 14.5 miles South of Rainbow, UT

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) **660'**

16. NO. OF ACRES IN LEASE **2,560.00 acres**

17. NO. OF ACRES ASSIGNED TO THIS WELL **160**

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT. **None**

19. PROPOSED DEPTH **5850'**

20. ROTARY OR CABLE TOOLS **Rotary**

21. ELEVATIONS (Show whether DF, RT, GR, etc.) **7447' GR**

22. APPROX. DATE WORK WILL START* **Spring, 1995**

23. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	SIZE OF CASING	WEIGHT/FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8"	24#	1800'	713 sx circ to surf or as required.
7-7/8"	4-1/2"	11.6#	5850'	663 sx or suff. to circ. to surf.

Trinity Petroleum Exploration, Inc. proposes to drill a well to 5850' to test the Mancos B Formation. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Colorado requirements.

See Onshore Order No. 1 attached.

Please be advised that Trinity Petroleum Exploration, Inc. is considered to be the Operator of the above mentioned well. Trinity Petroleum Exploration, Inc. agrees to be responsible under the terms and conditons of the lease for the operations conducted upon the lease lands.

Trinity Petroleum Exploraion, Inc. has been designated by proper lease interest owners to conduct operations on the above mentioned lease. Bonding will be provided by Trinity Petroleum Exploraion, Inc. under their Nationwide BLM Bond #CO-1145

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

24. SIGNED *Debra G. Smith* CONSULTANT FOR: Trinity Petroleum Exploration, Inc. TITLE Trinity Petroleum Exploration, Inc. DATE 02/08/95

(This space for Federal or State office use)

PERMIT NO. 43-047-32659 APPROVAL DATE 2/21/95

APPROVED BY *M. Matthews* TITLE Trinity Petroleum Expl. DATE 2/21/95

CONDITIONS OF APPROVAL, IF ANY: _____ BY: _____

WELL SPACING: R149-3-2

***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any persn 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 mater within its jurisdiction.

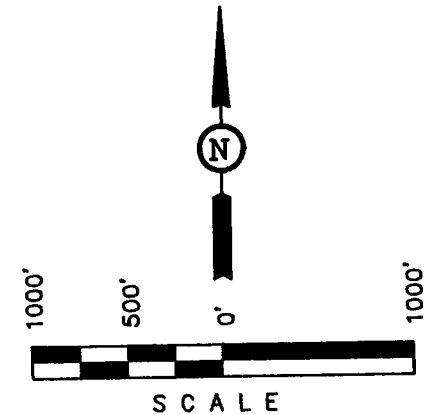
T13S, R25E, S.L.B.&M.

TRINITY PETROLEUM EXPLORATION INC.

Well location, ATCHEE RIDGE #34-15-13-25, located as shown in the SW 1/4 SE 1/4 of Section 15, T13S, R25E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

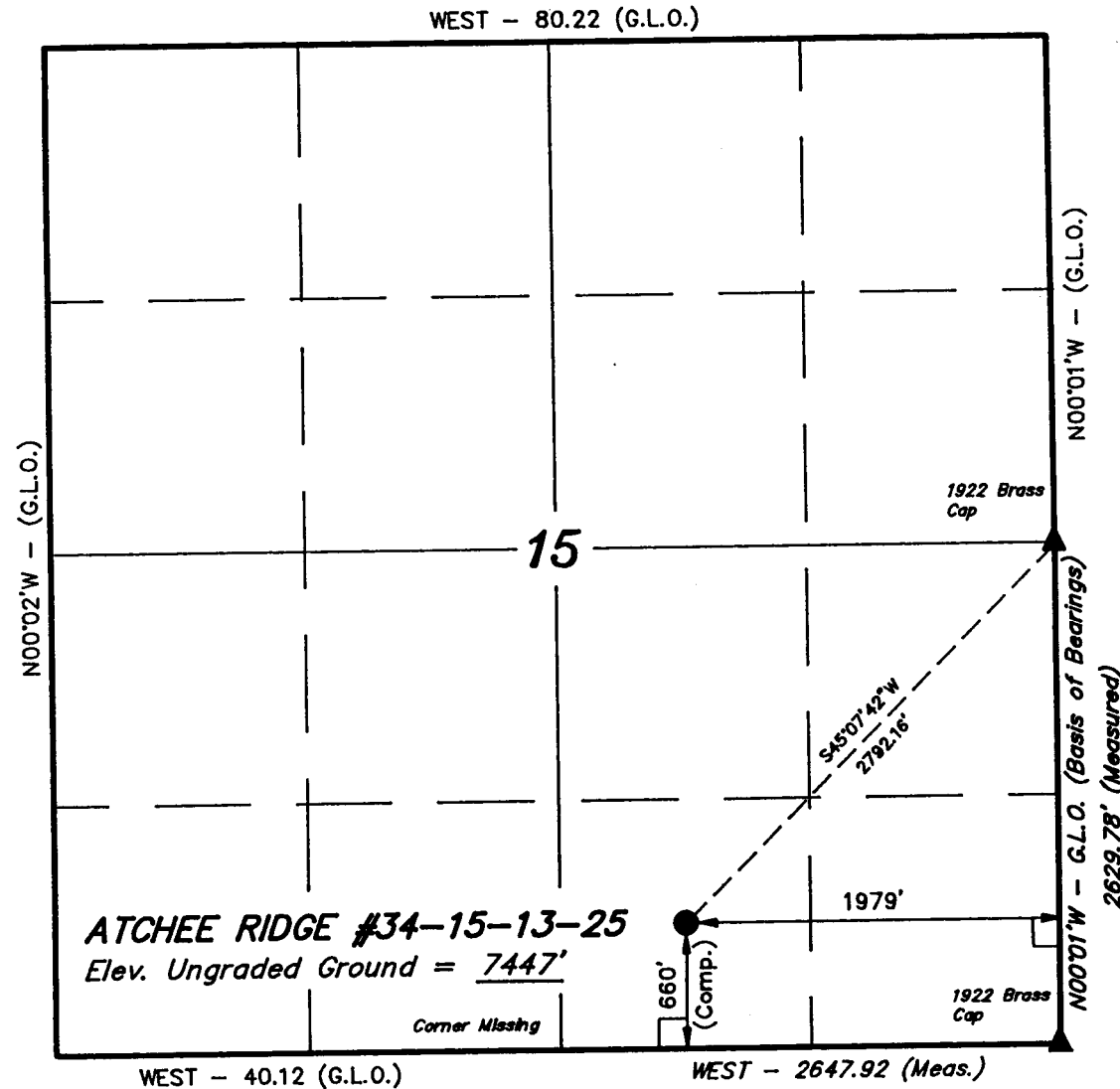
SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE NW 1/4 OF SECTION 16, T13S, R25E, S.L.B.&M. TAKEN FROM THE BURNT TIMBER CANYON, QUADRANGLE, UTAH, UINTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7409 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 J. Key
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH



WEST - 40.12 (G.L.O.)

WEST - 2647.92 (Meas.)

LEGEND:

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

UINTAH ENGINEERING & LAND SURVEYING		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(801) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 12-16-94	DATE DRAWN: 12-20-94
PARTY B.B. G.O. C.B.T.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE TRINITY PETRO. EXPLR. INC.	

ONSHORE OIL & GAS ORDER NO. 1

**Approval of Operations on Onshore
Federal and Indian Oil & Gas Leases**

**ATCHEE RIDGE #34-15-13-25
660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R25E
Uintah County, Utah**

Prepared For:

TRINITY PETROLEUM EXPLORATION, INC.

By:

**PERMITCO INC.
13585 Jackson Drive
Denver, Colorado 80241
303/452-8888**

Copies Sent To:

- 3 - BLM - Vernal, Utah**
- 1 - Utah Division of Oil, Gas & Mining - SLC, UT**
- 3 - Trinity Petroleum Exploration, Inc. - Denver, CO**



TRINITY PETROLEUM EXPLORATION, INC.

1801 Broadway, Suite 600
Denver, Colorado 80202
(303) 294-9942

Bureau of Land Management
P. O. Box 928
Meeker, Colorado 81641

ATTN: Minerals

RE:

Gentlemen:

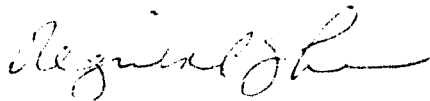
This letter is to inform you that Permitco Inc. is authorized to act as Agent and to sign documents on behalf of Trinity Petroleum Exploration, Inc. when necessary for filing county, state and federal permits including Onshore Order No. 1, Right of Way applications, etc., for the above mentioned well.

It should be understood that Permitco is acting as Agent only in those matters stated above and is not responsible for drilling, completion, production or compliance with regulations.

Trinity Petroleum Exploration, Inc. agrees to accept full responsibility for operations conducted in order to drill, complete and produce the above-mentioned well.

Sincerely,

TRINITY PETROLEUM EXPLORATION, INC.



Reginald S. Y. Lee
President

RSYL:lg

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Lease No. UTU-70248

DRILLING PROGRAM
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ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal and Indian Oil and Gas Leases

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 the field representative to insure compliance.

1. Estimated Tops of Important Geologic Markers:

<u>Formation</u>	<u>Depth</u>	<u>Subsea</u>
Green River	Surface	
Wasatch	1041'	+6439'
Mesa Verde	1782'	+5698'
Sego	4077'	+3403'
Upper Castlegate	4308'	+3172'
Lower Castlegate	4451'	+3028'
Mancos	4551'	+2929'
Mancos B	5639'	+1941'
Base Mancos B	5730'	+1750'
T.D.	5850'	

2. Estimated Depths of Anticipated Water, Oil, Gas or Minerals Formations:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Gas	Mancos B	5639'
Water	N/A	
Other Mineral Zones	N/A	

All fresh water prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

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3. Pressure Control Equipment: (Schematic Attached)

Trinity Petroleum Exploration, Inc.'s minimum specifications for pressure control equipment are as follows:

Ram Type: 10" Hydraulic double with annular, 3000 psi w.p.

Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70 percent of internal yield pressure of casing. Pressure shall be maintained for at least 10 minutes or until requirements of test are met, whichever is longer. If a test plug is utilized, no bleed-off pressure is acceptable. For a test not utilizing a test plug, if a decline in pressure of more than 10 percent in 30 minutes occurs, the test shall be considered to have failed. Valve on casing head below test plug shall be open during test of BOP stack.

Annular type preventers (if used) shall be tested to 50 percent of rated working pressure. Pressure shall be maintained at least 10 minutes or until provisions of test are met, whichever is longer.

As a minimum, the above test shall be performed:

- a. when initially installed;
- b. whenever any seal subject to test pressure is broken
- c. following related repairs; and
- d. at 30-day intervals

Valves shall be tested from working pressure side during BOPE tests with all down stream valves open.

When testing the kill line valve(s) the check valve shall be held open or the ball removed.

Annular preventers shall be functionally operated at least weekly.

Pipe and blind rams shall be activated each trip, however, this function need not be performed more than once a day.

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A BOPE pit level drill shall be conducted weekly for each drilling crew.

Pressure tests shall apply to all related well control equipment.

All of the above described tests and/or drills shall be recorded in the drilling log.

BOP systems shall be consistent with API RP53. Pressure tests will be conducted before drilling out from under casing strings which have been set and cemented in place. Blowout preventer controls will be installed prior to drilling the surface casing plug and will remain in use until the well is completed or abandoned. Preventers will be inspected and operated at least daily to ensure good mechanical working order, and this inspection will be recorded on the daily drilling report. Preventers will be pressure tested before drilling casing cement plugs.

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

- a. The size and rating of the BOP stack is shown on the attached diagram. Although a rig has not been chosen to drill this well, most of the equipment for this depth of hole in the area use a 3000 psi working pressure blowout preventor.
- b. A choke line and a kill line are to be properly installed. The kill line is not to be used as a fill-up line.
- c. The accumulator system shall have a pressure capacity to provide for repeated operation of hydraulic preventers.
- d. Drill string safety valve(s), to fit all tools in the drill string, are to be maintained on the rig floor while drilling operations are in progress.

4. Proposed Casing and Cementing Program:

- a. The proposed casing and cementing program shall be conducted as approved to protect and/or isolate all usable water zones, potentially productive zones, lost circulation zones, abnormally pressured zones, and any prospectively valuable deposits of minerals. Any isolating medium other than cement shall receive approval prior to use. The casing setting depth shall be calculated to position the casing seat opposite a competent formation which will contain the maximum pressure to which it will be exposed during normal drilling operations. Determination of casing setting depth shall be based on all relevant factors, including; presence/absence of hydrocarbons; fracture gradients; usable water zones; formation pressures; lost circulation zones; other minerals; or other unusual characteristics. All indications of usable water shall be reported.
- b. Casing design shall assume formation pressure gradients of 0.44 to 0.50 psi per foot for exploratory wells (lacking better data).
- c. Casing design shall assume fracture gradients from 0.70 to 1.00 psi per foot for exploratory wells (lacking better data)
- d. Casing collars shall have a minimum clearance of 0.422 inches of all sides in the hole/casing annulus, with recognition that variances can be granted for justified exceptions.
- e. All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe prior to drilling out.
- f. All casing except the conductor casing, shall be new or reconditioned and tested used casing that meets or exceeds API standards for new casing.
- g. The surface casing shall be cemented back to surface either during the primary cement job or by remedial cementing.
- h. All indications of usable water shall be reported to the authorized officer prior to running the next string of casing or before plugging orders are requested, whichever occurs first.



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- i. Three centralizers will be run on the bottom three joints of surface casing with a minimum of one centralizer per joint starting with the shoe joint.
- j. Top plugs shall be used to reduce contamination of cement by displacement fluid. A bottom plug or other acceptable technique, such as a suitable preflush fluid, inner string cement method, etc. shall be utilized to help isolate the cement from contamination by the mud fluid being displaced ahead of the cement slurry.
- k. All casing strings below the conductor shall be pressure tested to 0.22 psi per foot of casing string length or 1500 psi, whichever is greater, but not to exceed 70 percent of the minimum internal yield. If pressure declines more than 10 percent in 30 minutes, corrective action shall be taken.
- l. On all exploratory wells, and on that portion of any well approved for a 5M BOPE system or greater, a pressure integrity test of each casing shoe shall be performed. Formation at the shoe shall be tested to a minimum of the mud weight equivalent anticipated to control the formation pressure to the next casing depth or at total depth of the well. This test shall be performed before drilling more than 20 feet of new hole.
- m. The proposed casing program will be as follows:

<u>Purpose</u>	<u>Depth</u>	<u>Hole Size</u>	<u>O.D.</u>	<u>Weight</u>	<u>Grade</u>	<u>New or Used</u>	
						<u>Type</u>	<u>Used</u>
Surface	0-1800'	12-1/4"	8-5/8"	24#	J-55	ST&C	New
Produc.	0-5850'	7-7/8"	4-1/2"	11.6#	WC75	LT&C	New

- n. Casing design subject to revision based on geologic conditions encountered.



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- o. The cement program will be as follows:

Surface
0-1800'

Type and Amount

± 563 sx Lite (Yield - 2.0) with 2% Cacl, 1.4#/sk Celloflake, 6% gel (75% excess) followed by 150 sx Premium (Yield - 1.16) with 2% CaCl, 1/4#/sk celloflake or sufficient to circulate to surface. If required by the BLM, a top job will be run consisting of 15 sx (Yield 1.16) w/25% CaCl, 1/4#/sk celloflake.

Production

Type and Amount

Lead with 463 sacks Lite (Yield - 2.59) with 20# sx Poz A, 17#/sk CSE, 3% salt, 2% gel followed by 200 sacks Premium (Yield - 1.33) with 50:50 poz 'G', 2% gel, 10% salt

- * Note: Actual volumes to be calculated from caliper log.
- p. Anticipated cement tops will be reported as to depth; not the expected number of sacks of cement to be used. The District Office should be notified, with sufficient lead time, in order to have a BLM representative on location while running all casing strings and cementing.
- q. After cementing but before commencing any test, the casing string shall stand cemented until the cement has reached a compressive strength of at least 500 psi at the shoe. WOC time shall be recorded in the driller's log.
- r. The following reports shall be filed with the District Manager within 30 days after the work is completed.
1. Progress reports, Form 3160-5 (formerly 9-331) "Sundry Notices and Reports on Wells", must include complete information concerning:



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- a. **Setting of each string of casing, showing the size, grade, weight of casing set, hole size, setting depth, amounts and type of cement used, whether cement circulated or the top of the cement behind the casing, depth of cementing tools used, casing test method and results, and the date work was done. Show the spud date on the first reports submitted.**
- b. **Temperature or bond logs must be submitted for each well where the casing cement was not circulated to the surface.**
- s. **Auxiliary equipment to be used is as follows:**
 - 1. **Kelly cock**
 - 2. **No bit float is deemed necessary.**
 - 3. **A sub with a full opening valve.**

5. Mud Program:

- a. **The proposed circulating mediums to be employed in drilling are as follows:**

<u>Interval</u>	<u>Mud Type</u>	<u>Mud Wt.</u>	<u>Visc.</u>	<u>F/L</u>	<u>PH</u>
0-1800'	Native	8.4-8.8	N/A	NC	9.0
1800-5850'	Air &/or Air Mist	N/A	N/A	N/C	NA
At T.D.	LSND	8.4-8.8	36-38	10-15cc	9.0

Sufficient quantities of mud materials will be maintained or readily accessible for the purpose of assuring well control during the course of drilling operations.

A mud test shall be performed every 24 hours after mudding up to determine, as applicable: density, viscosity, gel strength, static filtration loss, and Ph.



- b. **Mud monitoring equipment to be used is as follows:**
 - 1. **Periodic checks will be made each tour of the mud system. The mud level will be checked visually.**
- c. **No chromate additives will be used in the mud system on Federal and/or Indian lands without prior BLM approval to ensure adequate protection of fresh water aquifers.**
- d. **No chemicals subject to reporting under SARA Title III in an 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. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling of this well.**
- e. **The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.**

6. Evaluation Program:

The anticipated type and amount of testing, logging and coring are as follows:

- a. **No drill stem tests are anticipated, however, if they are run the following will be adhered to:**

Initial opening of drill stem test tools shall be restricted to 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 vapor-proof for safe operations). Packers can be released, but tripping shall not begin before daylight, unless prior approval is obtained from the authorized officer. Closed chamber DSTs may be accomplished day or night.

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A DST that flows to the surface with evidence of hydrocarbons shall be either reversed out of the testing string under controlled surface conditions. This would involve provided some means for reverse circulation.

Separation equipment required for the anticipated recovery shall be properly installed before a test starts.

All engines within 100 feet of the wellbore that are required to "run" during the test shall have spark arresters or water cooled exhausts.

- b. The logging program will consist of an AIT-Gr and IPLT from T.D. to base of surface casing. Hi-Res in the Mancos B.**
- c. No cores are anticipated.**
- d. Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well-test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the authorized officer (AO).**
- e. The anticipated completion program is as follows:
Perforate zones of interest and fracture as necessary after evaluation of logs.**
- f. Daily drilling and completion progress reports shall be submitted to the BLM in Vernal on a weekly basis.**



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7. Abnormal Temperatures or Pressures

- a. No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area.
- b. The maximum anticipated bottom hole pressure will be approximately 900 psi at T.D.

8. Anticipated Starting Dates and Notification of Operations:

- a. Drilling will commence upon approval of this application depending upon soil conditions.
- b. It is anticipated that the drilling of this well will take approximately 10 days.
- c. 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.
- d. Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.
- e. 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.



- f. 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.
- g. 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.
- h. The spud date will be reported orally to the AO within 48 hours after spudding. If the spudding occurs on a weekend or holiday, the report will be submitted on the following regular work day. The oral report will be followed up with a Sundry Notice.
- i. In accordance with Onshore Oil and Gas Order No. 1, this well will be reported on Form 3160-6 "Monthly Report of Operations", starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report will be filed with the Vernal BLM District Office, 170 South 500 East, Vernal, UT 84078.
- j. 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.
- k. 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.

**ONSHORE ORDER NO. 1
TRINITY PETROLEUM EXPLORATION, INC.**

Atchee Ridge #34-15-13-25

660' FSL and 1979' FEL

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DRILLING PROGRAM

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- l. 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 communications, not later than 5 days following the date on which the well is placed on production.**
- m. Pursuant to Onshore Order No. 7, with the approval of the District Engineer, produced water may be temporarily disposed of into unlined pits for a period of up to 90 days. During the period so authorized, an application for approval of the permanent disposal method, along with the required water analysis and other information, must be submitted to the District Engineer.**
- n. Pursuant to NTL-4A, lessees or operators are authorized to vent/flare gas during initial well evaluation tests, not exceeding a period of 30 days or the production of 50 MMCF of gas, whichever occurs first. An application must be filed with the District Engineer and approval received, for any venting/flaring of gas beyond the initial 30 day or authorized test period.**
- o. 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).**
- p. A first production conference will be scheduled within 15 days after receipt of the first production notice.**
- q. 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 SO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within 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.**



Permitco Incorporated
A Petroleum Permitting Company

ONSHORE ORDER NO. 1
TRINITY PETROLEUM EXPLORATION, INC.
Atchee Ridge #34-15-13-25
660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R25E
Uintah County, Utah

Lease No. UTU-70248

DRILLING PROGRAM

Page 13

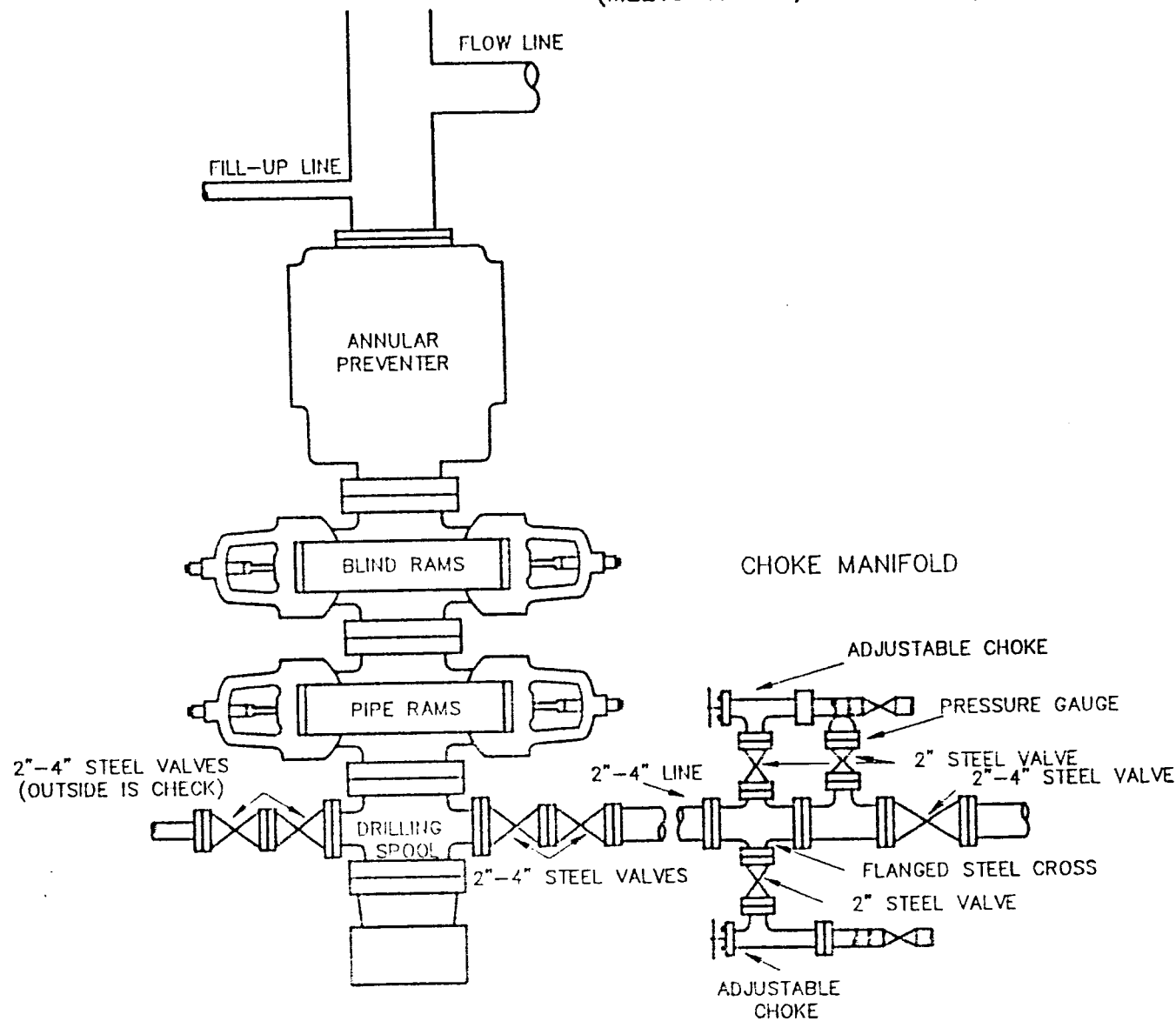
- r. Pursuant to Onshore Oil and Gas Order No. 1, lessees and operators have the responsibility to see that their exploration, development, production, and construction operations are conducted in a manner which conforms with applicable Federal laws and regulations and with State and local laws and regulations to the extent that such State and local laws are applicable to operations on Federal or Indian lands.



Permitco Incorporated
A Petroleum Permitting Company

Typical BOP Equipment. Actual Configuration May Vary Slightly But Will Conform With Onshore Order No. 2

THREE PREVENTER HOOKUP
CLASS III
(MEETS 43 CFR, PARTS 3160, 3M SPECIFICATIONS)



ONSHORE ORDER NO. 1
Trinity Petroleum Exploration, Inc.
Atchee Ridge #34-15-13-25
660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R25E
Uintah County, Utah

Lease No. UTU-70248

SURFACE USE PLAN
Page 1

ONSHORE OIL & GAS ORDER NO. 1

NOTIFICATION REQUIREMENTS

- Location Construction -** **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 -** **twenty-four (24) hours prior to running casing and cementing all casing strings.**
- BOP and Related Equipment Tests -** **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.**

The onsite inspection for the subject well was conducted on Wednesday, January 25, 1995 at approximately 11:45 a.m. Weather conditions were cool and sunny. There was approximately 10-12 inches of snow on the ground. In attendance at the onsite inspection were the following individuals:

Lisa Smith
Joni Gruner
Byron Tolman
Harry Barber
Bill Foster
George Joseph
Robert Kay

Permitco Inc.
Permitco Inc.
Bureau of Land Management
Bureau of Land Management
Well Site Management
Consultant
Uintah Engineering & Land Surveying



1. Existing Roads

- a. The proposed well site is located approximately 31.4 miles south of Bonanza, Utah.**
- b. Directions to the location from Bonanza, Utah are as follows:**

Proceed in a southerly direction for approximately 4.5 miles to a fork in the road. Turn right and proceed southwesterly for approximately 8 miles to Rainbow. From Rainbow, proceed south on the Atchee Ridge Road for approximately 10.8 miles to a road intersection. Continue southerly on the Atchee Ridge road for an additional 3.7 miles. Turn left and proceed northerly along a reclaimed access road for approximately 0.9 miles. Turn right and follow the flagging for an additional 0.3 miles to the location.

- c. For location of access roads within a 2-Mile radius, see Maps A & B.**
- d. Improvement to the existing access will not be necessary.**
- e. All existing roads will be maintained and kept in good repair during all drilling and completion operations associated with this well.**
- f. Existing roads and newly constructed roads on surface under the jurisdiction of any Surface Managing Agency shall be maintained in accordance with the standards of the SMA.**

2. Planned Access Roads

- a. Approximately 0.3 miles of access will require upgrading as shown on Map B.**
- b. The maximum grade of the new construction will be approximately 4%.**
- c. No turnouts are planned.**

- d. No low water crossings will be necessary. There are no major cuts and fills. No culverts and/or bridges will be required.**
- e. The access road to be upgraded was centerline flagged at the time of staking.**
- f. The use of surfacing material is not anticipated, however it may be necessary depending on weather conditions.**
- g. No cattleguards or gates will be necessary.**
- h. Surface disturbance and vehicular travel will be limited to the approved location and approved access route. Any additional area needed will be approved in advance.**
- i. 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).**
- j. The road will be constructed/upgraded to meet the standards of the anticipated traffic flow and all weather road requirements. Construction/upgrading shall include ditching, draining, graveling, crowing 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.**
- k. If the well is productive, additional water drainage will be installed along the upgraded portion of access road to keep the water off the road.**



ONSHORE ORDER NO. 1
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SURFACE USE PLAN

Page 4

- l. No chemicals subject to reporting under SARA Title III in an 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. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling of this well.**

- m. A right of way will be necessary for access roads located outside of Lease No. UTU-70248. Total length of the right of way will be approximately 5800 feet. An additional 500' is located within the lease. Right of way may be issued to the wellhead if preferred by your office.**

For location of right of way, please see Map "D" attached. The following BLM acreage will be affected:

T13S - R25E
Sec. 22: E/2 W/2, SW SW, NW NE

There are no related structures or facilities planned at this time.

The right of way is requested for 30 years or the entire life of the producing well, whichever is longer.

The road will be used year-round for maintenance of production facilities. Only flatblading of the existing roadway will be required at this time. No temporary work areas will be needed.

Attached is the application and monitoring fee in the amount of \$375.00.

3. Location of Existing Wells Within a 1-Mile Radius of the Proposed Location.

- a. Water wells - none**
- b. Injection wells - none**
- c. Producing wells - none**

- d. Drilling wells - none**
- e. Shut-in wells - none**
- f. Temporarily abandoned wells - none**
- g. Disposal wells -none**
- h. Abandoned wells - none**
- i. Dry Holes - none**

4. Location of Tank Batteries and Production Facilities.

- a. All permanent structures (onsite for six months or longer) constructed or installed (including oil well pump jacks) will be painted Desert Tan (10YR6/3). All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) will be excluded.**
- b. If storage facilities/tank batteries are constructed on this lease, the facility/battery or the wellpad shall 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.**
- c. A Sundry Notice will be submitted showing placement of all production facilities prior to construction.**
- d. All loading lines will be placed inside the berm surrounding the tank battery.**
- e. Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried or anchored down from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs will be housed and/or fenced.**



- f. 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 and Gas Order No. 4 for liquid hydrocarbons and Onshore Oil and Gas Order No. 5 for natural gas measurement.**
- g. 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.**
- h. Any necessary pits will be properly fenced to prevent any wildlife entry.**
- i. All site security guidelines identified in 43 CFR 3162.7 regulations will be adhered to.**
- j. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the District Manager.**
- k. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic.**
- l. The road will be maintained in a safe useable condition.**

5. Location and Type of Water Supply

- a. All water needed for drilling purposes will be obtained from Evacuation Wash located in the NE/4 of Section 7, T11S - R25E. (Permit No. T68381). A copy of the water permit is attached.**

- b. Water will be hauled to location over the roads marked on Maps A and B.
- c. No water well is to be drilled on this lease.

6. Source of Construction Material

- a. Surface and subsoil materials in the immediate area will be utilized.
- b. Any gravel used will be obtained from a commercial source.
- c. The use of materials under BLM jurisdiction will conform with 43 CFR 3610.2.3. Construction material will not be located on lease.
- d. No construction materials will be removed from Federal land.

7. Methods of Handling Waste Disposal

- a. The reserve pit will be constructed so as not to leak, break, or allow discharge.
- b. A reserve pit liner has been required by the BLM. It will be a minimum of a 10 mil liner. If fractured rock is encountered, the pit will be first lined with sufficient bedding (either straw or dirt) to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. More stringent protective requirements may be deemed necessary by the A.O.
- c. Burning will not be allowed. All trash will be contained in a trash cage and its contents removed at the end of drilling operations and hauled to an approved disposal sight.
- d. After first production, produced waste water will be confined to a unlined pit or storage tank for a period not to exceed ninety (90) days. During the 90-day period, in accordance with Onshore Order No. 7, an application for



approval of a permanent disposal method and location, along with the required water analysis, will be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

- e. **Drill cuttings are to be contained and buried in the reserve pit.**
- f. **Any salts and/or chemicals which are an integral part of the drilling system will be disposed of in the same manner as the drilling fluid.**
- g. **A chemical porta-toilet will be furnished with the drilling rig.**
- h. **The produced fluids will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas salt water or other produced fluids will be cleaned up and removed.**

8. Ancillary Facilities

There are no airstrips, camps, or other facilities planned during the drilling of the proposed well.

9. Well Site Layout

- a. **The operator or his/her contractor shall contact the BLM Office at 801/789-1362 forty-eight (48) hours prior to construction activities.**
- b. **The reserve pit will be located on the east side of the location.**
- c. **The flare pit will be located downwind of the prevailing wind direction on the east side, a minimum of 100 feet from the well head and adjacent to the reserve pit.**
- d. **The stockpiled topsoil (first six inches) will be stored on the east side of the location as shown on the Pit & Pad Layout.**

- e. **Access to the wellpad will be from the south as shown on the Pit & Pad Layout.**
- f. **See Location Layout for orientation of rig, cross section of drill pad and cuts and fills.**
- g. **The location of mud tanks; reserve pit, trash cage; pipe racks; living facilities and soil stockpiles will be shown on the Location Layout.**
- h. **During construction, all brush/trees will be removed from the wellpad and access road and stockpiled separately from the topsoil as shown on the Pit & Pad Layout.**
- i. **All pits will be fenced according to the following minimum standards:**
 - 1. **39 inch net wire shall be used with at least one strand or 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).**
 - 2. **The net wire shall be no more than 2-inches above the ground. The barbed wire shall be 3-inches above the net wire. Total height of the fence shall be at least 42-inches.**
 - 3. **Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.**
 - 4. **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.**
 - 5. **All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.**
- j. **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 cleanup.**



10. Plans for Restoration of Surface

Producing Location

- a. Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
- b. Immediately upon well completion, any hydrocarbons on the pit shall be removed in accordance with 43 CFR 3162.7-1.
- c. The plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit.
- d. 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 120 days from the date of well completion. Before any dirt work takes place, the reserve pit must have all fluids and hydrocarbons removed and all cans, barrels, pipe, etc., will be removed.
- e. Reclamation of unused disturbed areas on the well pad/access road no longer needed for operations, such as cut slopes, and fill areas will be accomplished by grading, leveling and seeding as recommended by the Authorized Officer.

The seed mixture for reclamation work will be as follows:

<u>Type of Seed</u>	<u>Lbs./Acre</u>
True Mountain Mahogany	2
Bitter Brush	3
Dryland Alfalfa	1
Smoothbrome	3
Piute Orchard Grass	<u>3</u>
Total Lbs./Acre	12

Seeding will be performed in the fall after September 15 or until permanent ground freeze. Any other seeding period will require the approval of the authorized officer of the BLM.

Dry Hole

- f. 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.**

11. Surface Ownership

Access Roads - All roads are County maintained or managed by the Bureau of Land Management.

Wellpad - The well pad is located on lands managed by the BLM.

12. Other Information

- a. Due to the Critical Soils stipulation, no surface disturbing activities will be allowed during wet and muddy periods to minimize watershed damage.**
- b. A Class III archeological survey was waived by Blaine Phillips of the Bureau of Land Management in Vernal, Utah.**
- c. The operator is responsible for informing all persons in the areas 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 and 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.

- d. 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.**
- e. 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.**
- f. No erosion control structures are proposed at this time.**
- g. All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.**



- h. A complete copy of the approved APD shall be on location during construction of the location and drilling activities.**
- i. 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.**
- j. "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.**
- k. This permit will be valid for a period of one year from the date of approval. An extension period may be granted, if requested, prior to the expiration of the original approval period. After permit termination, a new application will be filed for approval for any future operations.**
- l. The operator or his contractor shall contact the BLM Offices at 801/789-1362 48 hours prior to construction activities.**
- m. The BLM Office shall be notified upon site completion prior to moving on the drilling rig.**
- n. In the event after-hours approvals are necessary, please contact one of the following individuals:**

Wayne Bankert
Ed Forsman
BLM Fax Machine

Petroleum Engineer
Petroleum Engineer

801/789-4170
801/789-7077
801/781-4410



ONSHORE ORDER NO. Y
Trinity Petroleum Exploration, Inc.
Atchee Ridge #34-15-13-25
660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R25E
Uintah County, Utah

Lease No. UTU-70248

SURFACE USE PLAN
Page 14

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

Permit Matters

PERMITCO INC.
Lisa L. Smith
13585 Jackson Drive
Denver, CO 80241
303/452-8888

Drilling & Completion Matters


TRINITY PETROLEUM EXPLORATION, INC.
1801 Broadway, Suite 640
Denver, CO 80202
303/294-9942 (O) - Reggie Lee
303/674-5995 (H)

Certification

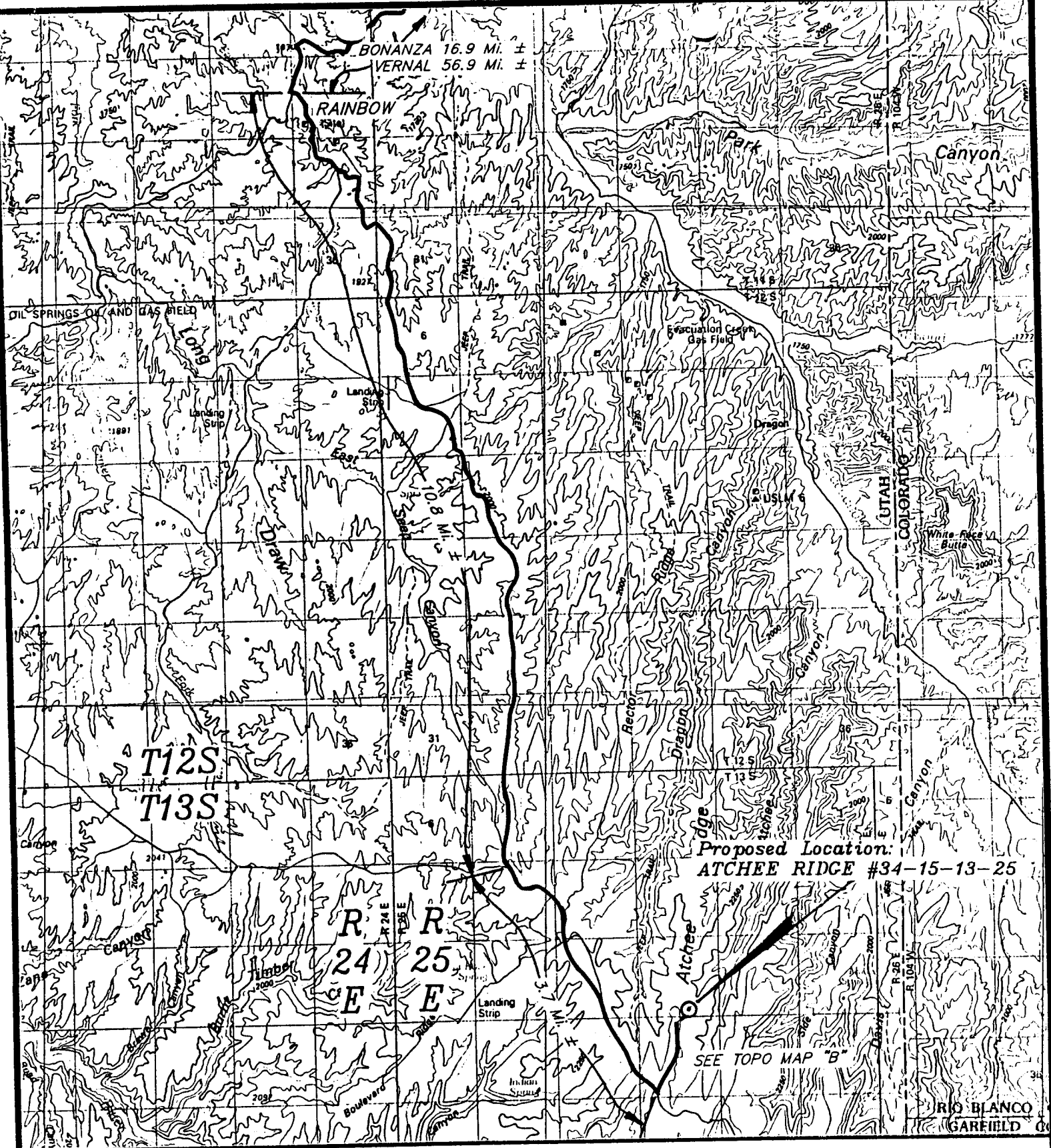
I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and, that the work associated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

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

February 8, 1995
Date:



Lisa L. Smith - PERMITCO INC.
Authorized Agent for:
TRINITY PETROLEUM EXPLORATION INC.



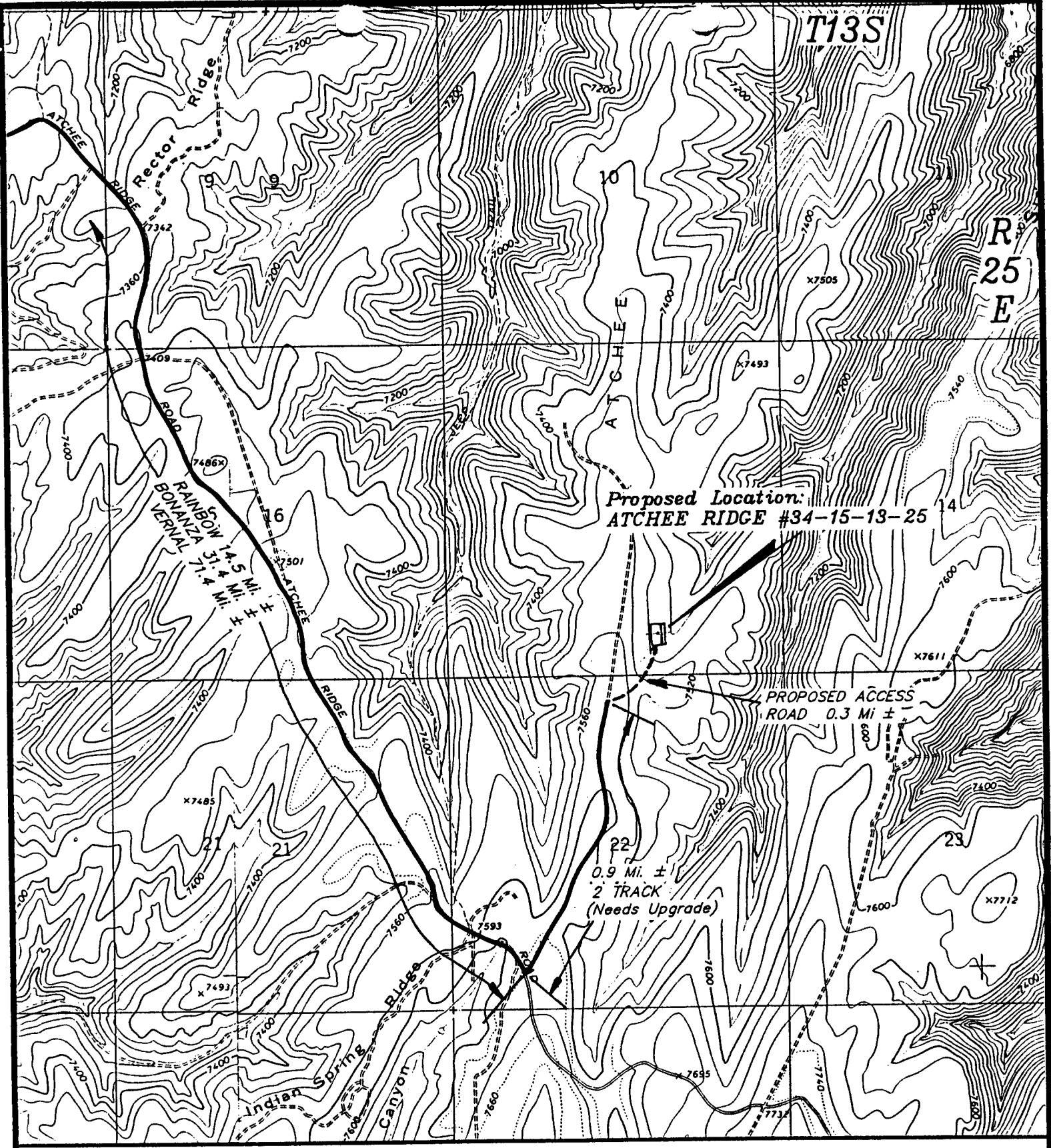
TOPOGRAPHIC
MAP "A"

DATE: 12-19-94 J.D.S.



TRINITY PETROLEUM EXPLORATION INC.

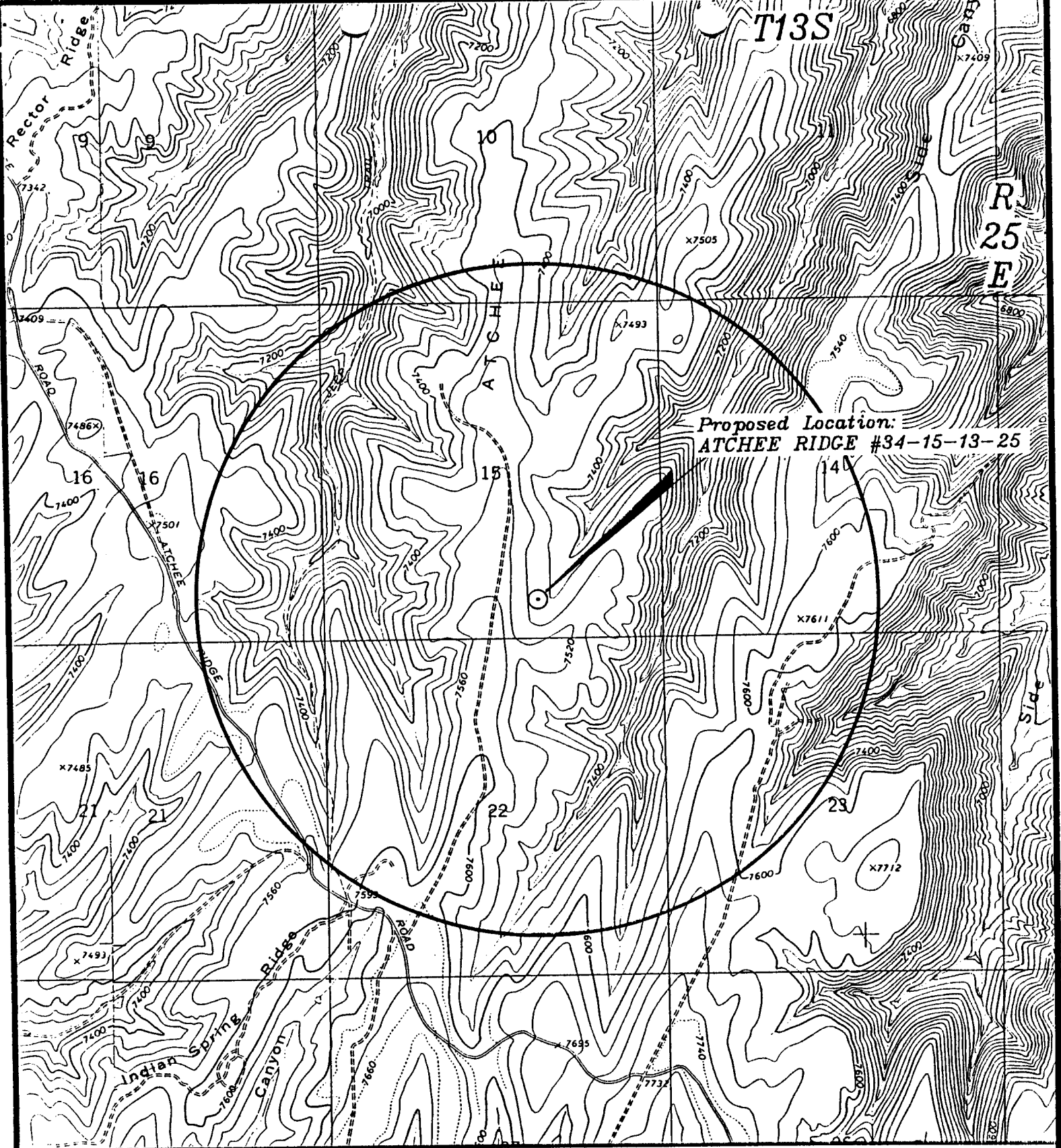
ATCHEE RIDGE #34-15-13-25
SECTION 15, T13S, R25E, S.L.B.&M.
660' FSL 1979' FEL



T O P O G R A P H I C
 M A P " B "
 SCALE: 1" = 2000'
 DATE: 12-19-94 J.D.S.



TRINITY PETROLEUM EXPLORATION INC.
 ATCHEE RIDGE #34-15-13-25
 SECTION 15, T13S, R25E, S.L.B.&M.
 660' FSL 1979' FEL



Proposed Location:
ATCHEE RIDGE #34-15-13-25

LEGEND:

- ⊕ = Water Wells
- ◆ = Abandoned Wells
- = Temporarily Abandoned Wells
- ⊗ = Disposal Wells
- = Drilling Wells
- = Producing Wells
- ◆ = Shut-in Wells

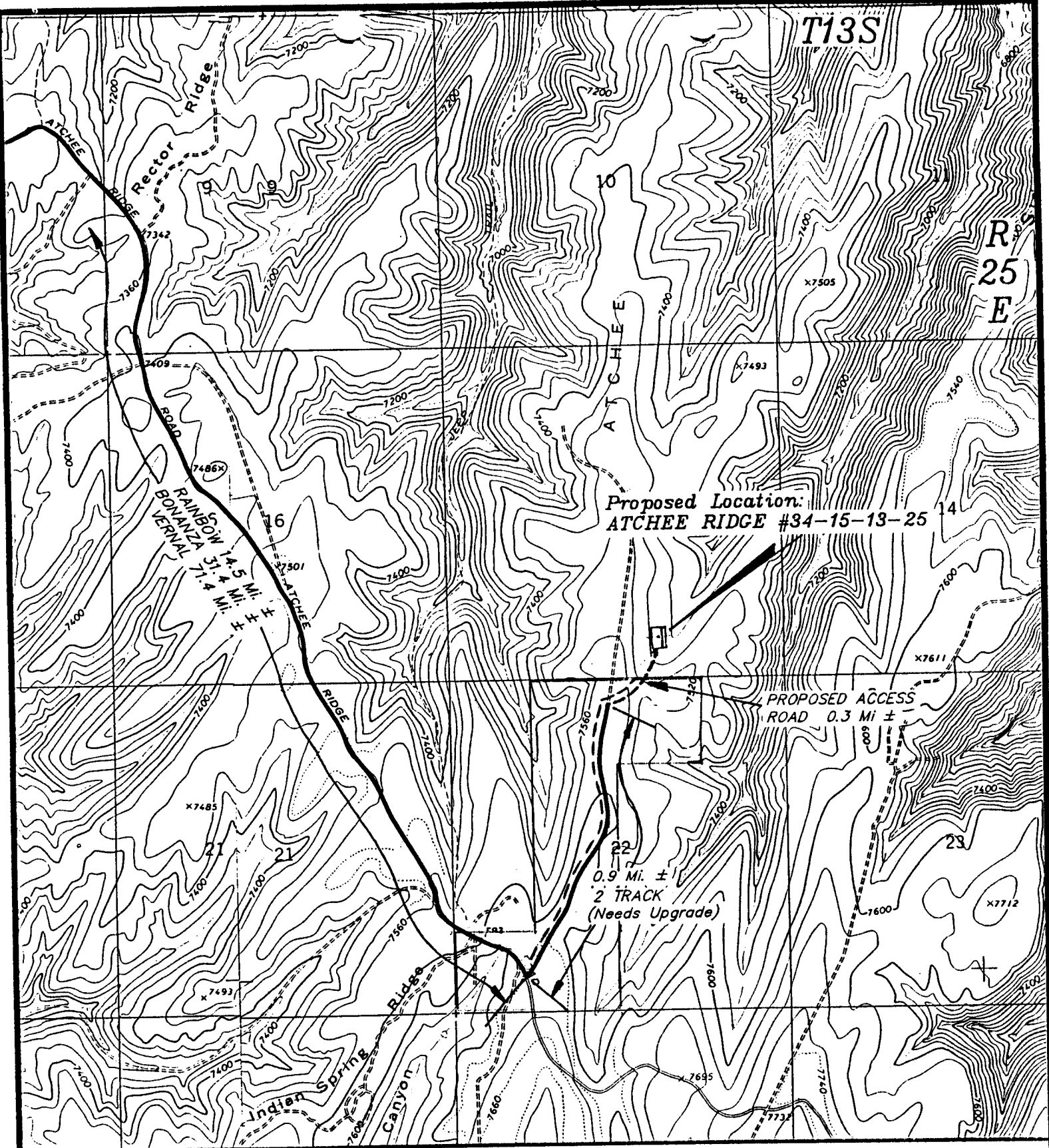


TRINITY PETROLEUM EXPLORATION INC.

ATCHEE RIDGE #34-15-13-25
 SECTION 15, T13S, R25E, S.L.B.&M.

TOPOGRAPHIC MAP "C"

DATE: 12-19-94 J.D.S.



Proposed Location:
ATCHEE RIDGE #34-15-13-25

PROPOSED ACCESS
 ROAD 0.3 Mi ±

0.9 Mi. ±
 2 TRACK
 (Needs Upgrade)

BLM ROW Required

**TOPOGRAPHIC
 MAP "D"**

SCALE: 1" = 2000'
 DATE: 12-19-94 J.D.S.



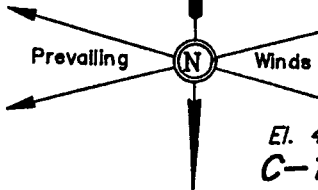
TRINITY PETROLEUM EXPLORATION INC.

ATCHEE RIDGE #34-15-13-25
 SECTION 15, T13S, R25E, S.L.B.&M.
 660' FSL 1979' FEL

TRINITY PETROLEUM EXPLORATION INC.

LOCATION LAYOUT FOR

ATCHEE RIDGE #34-15-13-25
SECTION 15, T13S, R25E, S.L.B.&M.



El. 46.8' **C-14.5'** (btm. pit)
El. 48.4' **C-1.6'**
660' FSL 1979' FEL
Spoils Stockpile
El. 51.6' **C-4.8'**

Proposed Access Road
C-16.0'
El. 62.8'

SCALE: 1" = 50'
DATE: 12-21-94
Drawn By: C.B.T.
Revised: 1-25-95 C.B.T.

Sta. 3+25

Block Pit

Round Corners as Needed



Pit Capacity With 2' of Freeboard is ± 9,000 Bbls.

Topsail Stockpile

15' Wide Dike

RESERVE PITS (8' Deep)

CATWALK

PIPE RACKS

C-0.5'
El. 47.3'

DOG HOUSE

Sta. 1+50

C-14.3'
El. 61.1'

Approx. Toe of Fill Slope

Approx. Top of Cut Slope

15'

40'

125'

40'

El. 35.7' **C-3.4'** (btm. pit)

Reserve Pit Backfill & Spoils Stockpile

El. 39.7' **F-7.1'**

El. 44.1' **F-2.7'**

C-13.5'
El. 60.3'

Tree / Slash Stockpile

Sta. 0+13.5
Sta. 0+00

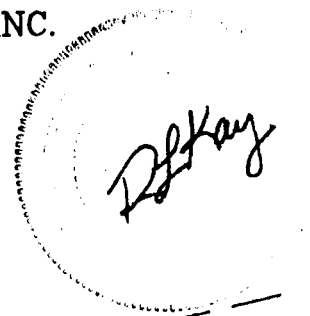
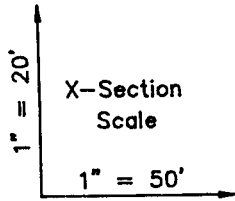
Elev. Ungraded Ground at Location Stake = 7447.3'
Elev. Graded Ground at Location Stake = 7446.8'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (801) 788-1017

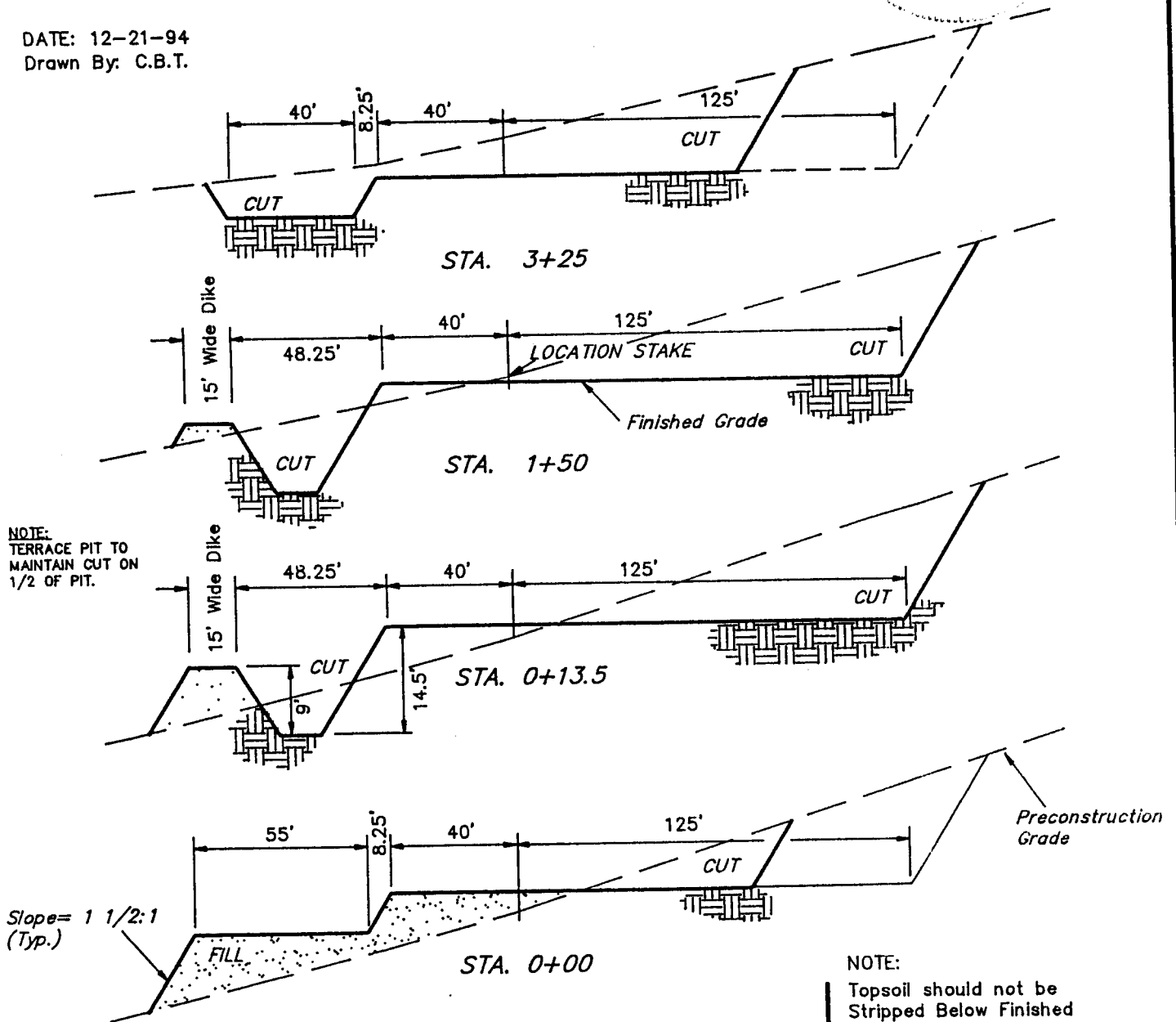
TRINITY PETROLEUM EXPLORATION INC.

TYPICAL CROSS SECTIONS FOR

ATCHEE RIDGE #34-15-13-25
SECTION 15, T13S, R25E, S.L.B.&M.
660' FSL 1979' FEL



DATE: 12-21-94
Drawn By: C.B.T.



APPROXIMATE YARDAGES

(6") Topsoil Stripping	=	1,280 Cu. Yds.
Remaining Location	=	16,740 Cu. Yds.
TOTAL CUT	=	18,020 CU.YDS.
FILL	=	2,010 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	=	15,900 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	2,510 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	=	13,390 Cu. Yds.

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

Critical Soils Stipulation

This area has been identified as having critical to severe soil erosion conditions. The authorized officer may prohibit surface disturbing activities during wet and muddy periods to minimize watershed damage. Modifications to the Surface Use Plan or Operations may also be required.

This limitation does not apply to operation and maintenance of producing wells. This notice may be waived, excepted, or modified by the authorized officer if either the resource values change or the lessee/operator demonstrates that adverse impacts can be mitigated.

A Class III Archeological Survey has been waived by Blaine Phillips of the Bureau of Land Management in Vernal, Utah.



Permitco Incorporated
A Petroleum Permitting Company

A Wastewater Permit will be filed with the Uintah Basin District Health Department once a rig has been selected.

FILING FOR WATER IN THE STATE OF UTAH

Rec'd by _____
 File Rec. _____
 Receipt # _____
 Microfilmed _____
 Roll # _____

APPLICATION TO APPROPRIATE WATER

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements of Title 73, Chapter 3 of the Utah Code Annotated 1963, as amended.

WATER RIGHT NUMBER: 49 - 1560

TEMPORARY APPLICATION NUMBER: T68304

1. OWNERSHIP INFORMATION:

LAND OWNED? No

A. NAME: Dalbo Inc.
 ADDRESS: P. O. Box 1168, Vernal, UT 84078

B. PRIORITY DATE: November 15, 1994

FILING DATE: November 15, 1994

2. SOURCE INFORMATION:

A. QUANTITY OF WATER: 10.0 acre-feet

B. DIRECT SOURCE: Evacuation Wash

COUNTY: HENRIEVILLE

C. POINT OF DIVERSION -- SURFACE:

(1) 1100 feet W 1700 feet from NE corner, Section 7, T 11S, R 25E, S10M

DIVERT WORKS: Pump into tank trucks

SOURCE: Evacuation Wash

3. WATER USE INFORMATION:

ALL EXPLANATIONS: FROM DEC 1 TO NOV 30. Drilling and completion of wells in the Rainbow and Rock House Units.

4. PLACE OF USE: (which includes all or part of the following legal subdivisions)

BASE	TOWN	RANG	S1	NORTH-EAST				NORTH-WEST				SOUTH-WEST				SOUTH-EAST			
				NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE
SL	11S	22E		entire TOWNSHIP															
SL	11S	23E		entire TOWNSHIP															
SL	11S	24E		entire TOWNSHIP															
SL	11S	25E		entire TOWNSHIP															
SL	12S	22E		entire TOWNSHIP															
SL	12S	23E		entire TOWNSHIP															
SL	12S	24E		entire TOWNSHIP															
SL	12S	25E		entire TOWNSHIP															
SL	13S	22E		entire TOWNSHIP															
SL	13S	23E		entire TOWNSHIP															
SL	13S	24E		entire TOWNSHIP															
SL	13S	25E		entire TOWNSHIP															

Continued on next page.

BASE	TOWN	RANGE	SEC	NORTH-EAST			NORTH-WEST			SOUTH-WEST			SOUTH-EAST				
				NE	NW	SW	SE	NE	NW	SW	SE	NE	NW	SW	SE		
SL	14S	22E		Entire	TOWNSHIP												
SL	14S	23E		Entire	TOWNSHIP												
SL	14S	24E		Entire	TOWNSHIP												
SL	14S	25E		Entire	TOWNSHIP												
SL	15S	22E		Entire	TOWNSHIP												
SL	15S	23E		Entire	TOWNSHIP												
SL	15S	24E		Entire	TOWNSHIP												
SL	15S	25E		Entire	TOWNSHIP												

6. EXPLANATORY:


Land is owned by BLM. Permission is being obtained.

Paul Andrews & Joy Wehking

6. SIGNATURE OF APPLICANT(S):

The applicant(s) hereby acknowledge(s) that he/she/they are citizen(s) of the United States of America or intend(s) to become such a citizen(s). The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purposes herein described. The undersigned hereby acknowledges that even though I she/they may have been assisted in the preparation of the above numbered application through the courtesy of the employees of the Division of Water Rights, all responsibility for the accuracy of information contained herein, at the time of filing, rests with the applicant(s).

Douglas K. Gardin
signature of Applicant(s)



DALBO, INC.
OIL AND WATER SERVICE
P.O. BOX 1168 PHONE 789-0743
VERNAL, UTAH 84079

No. 037960

FIELD SECURITY - BALT. CO. UTAH
DATE: 11/15/94
11/15/94

PAY SEVENTY-FIVE AND 00/100 ***

TO THE ORDER OF STATE OF UTAH

DATE: 11/15/94 AMOUNT: \$ 75.00

[Signature]

"037960" 011340000121 62 00077 15

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 02/10/95

API NO. ASSIGNED: 43-047-32659

WELL NAME: ATCHEE RIDGE 34-15-13-25
OPERATOR: TRINITY PETROLEUM EXPL (N5145)

PROPOSED LOCATION:
SWSE 15 - T13S - R25E
SURFACE: 0660-FSL-1979-FEL
BOTTOM: 0660-FNL-1979-FWL
UINTAH COUNTY
WILDCAT FIELD (001)

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

LEASE TYPE: FED
LEASE NUMBER: U-70248

PROPOSED PRODUCING FORMATION: MNCSE

<p>RECEIVED AND/OR REVIEWED:</p> <p><input checked="" type="checkbox"/> Plat</p> <p><input checked="" type="checkbox"/> Bond: Federal [<input checked="" type="checkbox"/> State [] Fee [] (Number <u>CO-1145</u>)</p> <p><input checked="" type="checkbox"/> Potash (Y/N)</p> <p><input checked="" type="checkbox"/> Oil shale (Y/N)</p> <p><input checked="" type="checkbox"/> Water permit (Number <u>T6838/</u>)</p> <p><input checked="" type="checkbox"/> RDCC Review (Y/N) (Date: _____)</p>	<p>LOCATION AND SITING:</p> <p>___ R649-2-3. Unit: _____</p> <p><input checked="" type="checkbox"/> R649-3-2. General.</p> <p>___ R649-3-3. Exception.</p> <p>___ Drilling Unit. Board Cause no: _____ Date: _____</p>
---	--

COMMENTS: _____

STIPULATIONS: _____

T 12 S

T 13 S

TRINITY PETROLEUM CORP.
ATCHEE RIDGE DEVELOPMENT
SEC, 15 & 2, 7 T 13S, R 25 E
UINTAH COUNTY, NO SPACING

R 24 E

R 25 E

• ATCHEE RIDGE
34-15-13-25

DRY BURN
FIELD

• ATCHEE RIDGE
11-27-13-25

STATE OF UTAH

Operator: TRINITY PETROLEUM EXPL	Well Name: ATCHEE RIDGE 34-15-1
Project ID: 43-047-32659	Location: SEC. 15 - T13S - R25E

Design Parameters:

Mud weight (8.80 ppg) : 0.457 psi/ft
 Shut in surface pressure : 2338 psi
 Internal gradient (burst) : 0.057 psi/ft
 Annular gradient (burst) : 0.000 psi/ft
 Tensile load is determined using buoyed weight
 Service rating is "Sweet"

Design Factors:

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

Length (feet)	Size (in.)	Weight (lb/ft)	Grade	Joint	Depth (feet)	Drift (in.)	Cost		
1	5,850	4.500	11.60	WC-75	LT&C	5,850	3.875		
	Load (psi)	Collapse Strgth (psi)	S.F.	Burst Load (psi)	Min Int Strgth (psi)	Yield S.F.	Tension Load (kips)	Strgth (kips)	S.F.
1	2674	6100	2.281	2674	7300	2.73	58.73	212	3.61 J

Prepared by : FRM, Salt Lake City, UT
 Date : 02-21-1995
 Remarks :

Minimum segment length for the 5,850 foot well is 1,000 feet.
 SICP is based on the ideal gas law, a gas gravity of 0.69, and a mean gas temperature of 103°F (Surface 74°F , BHT 132°F & temp. gradient 1.000°/100 ft.)
 The mud gradient and bottom hole pressures (for burst) are 0.457 psi/ft and 2,674 psi, respectively.

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



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)

February 21, 1995

Trinity Petroleum Exploration, Inc.
1801 Broadway, Suite 640
Denver, Colorado 80202

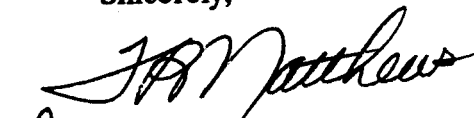
Re: Atchee Ridge #34-15-13-25 Well, 660' FSL, 1979' FEL, SW SE, Sec. 15, T. 13 S.,
R. 25 E., Uintah County, Utah

Gentlemen:

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

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-32659.

Sincerely,


for R. J. Firth
Associate Director

ldc

Enclosures

cc: Uintah County Assessor

Bureau of Land Management, Vernal District Office

WAPD



Operator: Trinity Petroleum Exploration, Inc.

Well Name & Number: Atchee Ridge #34-15-13-25

API Number: 43-047-32659

Lease: Federal U-70248

Location: SW SE Sec. 15 T. 13 S. R. 25 E.

Conditions of Approval

1. General

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

2. Notification Requirements

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

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

3. Reporting Requirements

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

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
FEB 24 1995

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

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

5. Lease Designation and Serial No. **U-70248**

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

7. If Unit or CA, Agreement Designation
N/A

8. Well Name and No.
Atchee Ridge #34-15-13-25

9. API Well No.
43-047-32659

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 **303/294-9942** **1801 Broadway, Suite 640**
Trinity Petroleum Exploration, Inc. **Denver, CO 80202**

3. Address and Telephone No. **303/452-8888** **13585 Jackson Drive**
PERMITCO INC. - Agent **Denver, CO 80241**

4. Location of Well (Footage, Sec., T., R., m., or Survey Description)
660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R 25E

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

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> Notice of Intent <input type="checkbox"/> 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>Change of Operator</u>
	<input type="checkbox"/> Change of Plans <input type="checkbox"/> New Construction <input type="checkbox"/> Non-Routine Fracturing <input type="checkbox"/> Water Shut-Off <input type="checkbox"/> Conversion to Injection <input type="checkbox"/> Dispose Water <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.)*

Please be advised that effective February 28, 1995, Trinity Petroleum Exploration, Inc. will turn over operations of the subject well to Amoco Production Company.

All future correspondence pertaining to this well should be sent to Amoco at the following address:

Amoco Production Company
1670 Broadway
P.O. Box 800
Denver, CO 80201
Attn: Julie Acevedo
303/830-6003

If you should have any questions, please contact Mr. Reginald S.Y. Lee, President - Trinity Petroleum Exploration, Inc. at 303/294-9942.

- cc: 3 - BLM - Vernal, Utah
 2 - Utah Div. of Oil, Gas & Mining - SLC, UT
 1 - Trinity Petroleum Exploration, Inc. - Denver, CO
 1 - Amoco Production Company - Denver, CO

14. I hereby certify that the foregoing is true and correct
 Signed *Quayle Smith* Consultant for: Title Trinity Petroleum Exploration, Inc. Date 02/22/95

(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.

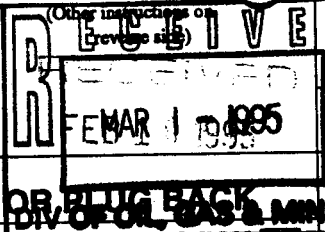
***See Instruction on Reverse Side**

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

SUBMIT IN TRIPPLICATE

(Other instructions on
reverse side)

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



APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK DRILL DEEPEN PLUG BACK

1b. TYPE OF WELL OIL WELL GAS WELL OTHER SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR **Trinity Petroleum Exploration, Inc.** 303/294-9942 1801 Broadway, Suite 640 Denver, CO 80202

3. ADDRESS OF OPERATOR **PERMITCO INC. - Agent** 303/452-8888 13585 Jackson Drive Denver, CO 80241

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. *)
At Surface **660' FSL and 1979' FEL**
At proposed Prod. Zone **SW SE Sec. 15, T13S - R25E** *43.047-32659*

5. IF INDIAN, ALLOTTEE OR TRIBE NAME **N/A**

7. UNIT AGREEMENT NAME **N/A**

8. FARM OR LEASE NAME **Atchee Ridge**

9. WELL NO. **#34-15-13-25**

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

11. SEC. T., R., M., OR BLK. AND SURVEY OR AREA **Sec. 15, T13S - R25E**

12. COUNTY OR PARISH **Uintah** 13. STATE **Utah**

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* **Approx. 14.5 miles South of Rainbow, UT**

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) **660'**

16. NO. OF ACRES IN LEASE **2,560.00 acres**

17. NO. OF ACRES ASSIGNED TO THIS WELL **160**

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT. **None**

19. PROPOSED DEPTH **5850'**

20. ROTARY OR CABLE TOOLS **Rotary**

21. ELEVATIONS (Show whether DF, RT, GR, etc.) **7447' GR**

22. APPROX. DATE WORK WILL START* **Spring, 1995**

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT/FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8"	-24#	1800'	713 sx circ to surf or as required.
7-7/8"	4-1/2"	11.6#	5850'	663 sx or suff. to circ. to surf.

Trinity Petroleum Exploration, Inc. proposes to drill a well to 5850' to test the Mancos B Formation. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Colorado requirements.

See Onshore Order No. 1 attached.

Please be advised that Trinity Petroleum Exploration, Inc. is considered to be the Operator of the above mentioned well. Trinity Petroleum Exploration, Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Trinity Petroleum Exploraion, Inc. has been designated by proper lease interest owners to conduct operations on the above mentioned lease. Bonding will be provided by Trinity Petroleum Exploraion, Inc. under their Nationwide BLM Bond #CO-1145

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

24. SIGNED *Qua S. Smith* TITLE **Consultant for: Trinity Petroleum Exploration, Inc.** DATE **02/08/95**

PERMIT NO. _____ APPROVAL DATE _____

APPROVED BY *Howard B. Leavins* TITLE **ASSISTANT DISTRICT MANAGER MINERALS** DATE **FEB 22 1995**

CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

NOTICE OF APPROVAL *See Instructions On Reverse Side

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

Div 06xM

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Trinity Petroleum Exploration, Inc.

Well Name & Number: Atchee Ridge 34-15-13-25

API Number: 43-047-32659

Lease Number: U-70248

Location: SWSE Sec. 15 T. 13 S R. 25 E

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.

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.

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.

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.

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

3. Casing Program and Auxiliary Equipment

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

The surface casing **shall** be cemented back to surface either during the primary cement job or by remedial cementing.

In addition, to the cementing proposal for the surface casing, a minimum of 200 ft. of Class G neat cement shall be placed from 200 ft. to surface in the 8 5/8 in. X 12 1/4 in. annulus.

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 base of the Usable Water Zone at $\pm 2,722$ 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.

A cement bond log (CBL) will be run from the production casing shoe to $\pm 2,522$ ft. and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

6. Notifications 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.

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 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.

7. Other Information

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

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

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted 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.

A schematic facilities diagram as required by 43 CFR 3162.7-5 (b.9. d.), and shall be submitted to the appropriate District Office within sixty (60) days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-5 (b. 4).

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

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

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

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

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

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

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

Wayne Bankert (801) 789-4170
Petroleum Engineer

Ed Forsman (801) 789-7077
Petroleum Engineer

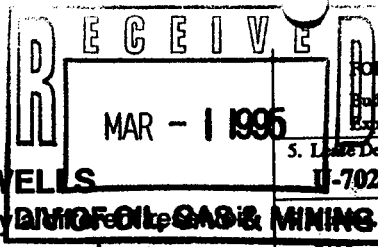
BLM FAX Machine (801) 781-4410

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.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT



FORM APPROVED
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 wells. Use "APPLICATION FOR PERMIT -" for such proposals

5. Lease Designation and Serial No.

U-70248

Allottee or Tribe Name

N/A

7. If Unit or CA, Agreement Designation

N/A

8. Well Name and No.

Atchee Ridge #34-15-13-25

9. API Well No.

43-047-32659

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 **303/830-6003**

**1670 Broadway, P.O. Box 800
Denver, CO 80201**

3. Address and Telephone No. **303/452-8888**

**13585 Jackson Drive
Denver, CO 80241**

PERMITCO INC. - Agent

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

**660' FSL and 1979' FEL
SW SE Sec. 15, T13S - R 25E**

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 Change of Operator
	<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.)*

Please be advised that effective February 28, 1995, Amoco Production Company will take over operations of the subject well.

Amoco Production Company agrees to be responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by Bond No. 35583. The principal is Amoco Production Company via surety consent as provided for in 43 CFR 3104.2.

It is understood that the BLM will hold the aforementioned operator and bond liable until the provisions of 43 CFR 3106.7-2, continuing responsibility are met.

All future correspondence pertaining to this well should be directed to: Amoco Production Company, 1670 Broadway, P.O. Box 800, Denver, CO 80201, Atten: Julie Acevedo, 303/830-6003.

- cc: 3 - BLM - Vernal, Utah
- 2 - Utah Div. of Oil, Gas & Mining - SLC, UT
- 1 - Trinity Petroleum Exploration, Inc. - Denver, CO
- 1 - Amoco Production Company - Denver, CO

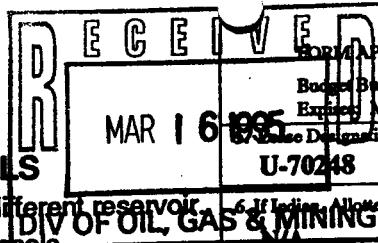
14. I hereby certify that the foregoing is true and correct
 Signed Julie Acevedo Title Sr. Staff Assistant Date 2-27-95
 (This space for Federal or State office use)

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



FORM APPROVED
Budget Bureau No. 1004-0135
Expires March 31, 1993
Bureau Designation and Serial No.

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other		7. If Unit or CA, Agreement Designation N/A
2. Name of Operator Amoco Production Company		8. Well Name and No. Atchee Ridge #34-15-13-25
3. Address and Telephone No. PERMITCO INC. - Agent		9. API Well No. 43-047-32659
4. Location of Well (Footage, Sec., T., R., m., or Survey Description) 660' FSL and 1979' FEL SW SE Sec. 15, T13S - R 25E		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 Change of Operator
	<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 or 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 effective February 28, 1995, Amoco Production Company will take over operations of the subject well.

Amoco Production Company agrees to be responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by Bond No. 35583. The principal is Amoco Production Company via surety consent as provided for in 43 CFR 3104.2.

It is understood that the BLM will hold the aforementioned operator and bond liable until the provisions of 43 CFR 3106.7-2, continuing responsibility are met.

All future correspondence pertaining to this well should be directed to: Amoco Production Company, 1670 Broadway, P.O. Box 800, Denver, CO 80201, Atten: Julie Acevedo, 303/830-6003.

- cc: 3 - BLM - Vernal, Utah
 2 - Utah Div. of Oil, Gas & Mining - SLC, UT
 1 - Trinity Petroleum Exploration, Inc. - Denver, CO
 1 - Amoco Production Company - Denver, CO

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

Signed <u>Julie Acevedo</u>	Title <u>Sr. Staff Assistant</u>	Date <u>2-27-95</u>
Approved by <u>HOWARD B. CLEAVINGER II</u>	Title <u>ASSISTANT DISTRICT MANAGER MINERALS</u>	Date <u>MAR 14 1995</u>

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**

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1-NEC	✓
2-LWP 7-PL	✓
3-DES 8-SJ	✓
4-VLC 9-SILE	✓
5-RJF	✓
6-LWP	✓

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

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

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 2-28-95)

TO (new operator) AMOCO PRODUCTION COMPANY
 (address) 1670 BROADWAY
PO BOX 800
DENVER CO 80201
 phone (303) 830-6003
 account no. N 0050

FROM (former operator) TRINITY PETRO EXPLOR INC
 (address) 1801 BROADWAY STE 640
DENVER CO 80202
 phone (303) 294-9942
 account no. N5145

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

Name: ** SEE ATTACHED **	API: <u>047-32659</u>	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- 1 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). (Rec'd 2-24-95)
- 2 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). (Rec'd 3-1-95)
- N/A 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) _____ If yes, show company file number: # 024135.
- 1 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- 1 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. (3-16-95)
- 1 6. Cardex file has been updated for each well listed above. 2-20-95
- 1 7. Well file labels have been updated for each well listed above. 2-20-95
- 1 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission. (3-16-95)
- 1 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

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

BOND VERIFICATION (~~Fee wells only~~) **Trust Lands / Amoco Surety #86-67-68/25,000 "Seaboard Surety Co."*

- 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond.
- 2. A copy of this form has been placed in the new and former operators' bond files.
- 3. The former operator has requested a release of liability from their bond (yes/no) no. Today's date 1995. If yes, division response was made by letter dated 1995.

LEASE INTEREST OWNER NOTIFICATION RESPONSIBILITY

- 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated 1995, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
- 2. Copies of documents have been sent to State Lands for changes involving State leases. *3/21/95 to Ed Bonner*

FILMING

- 1. All attachments to this form have been microfilmed. Date: March 27 1995.

FILING

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

COMMENTS

950314 Amoco / Julio Acivedo "Confirmed mailing address for ma. prod. rpts."
950316 BLM / Vernal Apr. 3-14-95 et. 2-28-95.

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: AMOCO PRODUCTION

Well Name: ATCHEE RIDGE 34-15-13-25

Api No. 43-047-32659

Section 15 Township 13S Range 25E County UINTAH

Drilling Contractor _____

Rig # _____

SPUDDED: Date 6/25/95

Time _____

How DRY HOLE

Drilling will commence _____

Reported by D. HACKFORD-DOGM

Telephone # _____

Date: 6/30/95 Signed: JLT

**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

6. Lease Designation and Serial No.	U-70248
8. Well Name and No.	Atchee Ridge 15-13-25 #1
9. API Well No.	4304732659
10. Field and Pool, or Exploratory Area	Wildcat
11. County or Parish, State	Uintah Utah

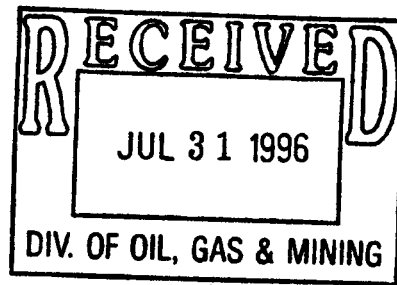
1. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Other	2. Name of Operator Amoco Production Company	Attention: Gail M. Jefferson, Rm 1295C
3. Address and Telephone No. P.O. Box 800, Denver, Colorado 80201	(303) 830-6157	
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 660FSL 1979FEL Sec. 15 T 13S R 25E		

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 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 Well Status Report <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.)*

Mancos "B" openhole was stimulated with N2 gas frac resulting in little gas production because of water encroachment. Will hold for possible repair. Amoco will close pit, maintain location and secure wellhead and any surface equipment during shut-in period.

AMOCO REQUESTS APPROVAL FOR A LONG TERM SHUT-IN.



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

Signed Gail M. Jefferson Title Sr. Admin. Staff Asst. Date 07-26-1996

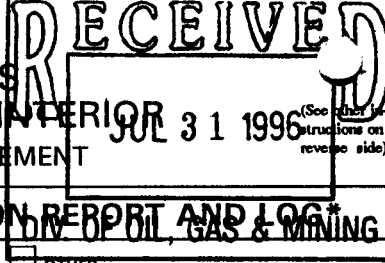
(This space for Federal or State office use)

Approved by [Signature] Title Petroleum Engineer Date 1/31/96

Conditions of approval, if any: Please see R649-3-36 of Utah Adm. Code.

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



FOR APPROVED
OMB NO. 1004-0137
Expires: December 31, 1991

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

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

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

2. NAME OF OPERATOR: Amoco Production Company
Attention: Gail M. Jefferson - Room 1295C

3. ADDRESS AND TELEPHONE NO.: P.O. Box 800, Denver, Colorado 80201 (303) 830-6157

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface 660' FSL 1979' FEL UNIT
At top prod. interval reported below
At total depth

5. LEASE DESIGNATION AND SERIAL NO. U-70248
6. IF INDIAN, ALLOTTEE OR TRIBE NAME
7. UNIT AGREEMENT NAME
8. FARM OR LEASE NAME, WELL NO. Atochee Ridge 15-13-25#1
9. API WELL NO. 4304732659
10. FIELD AND POOL, OR WILDCAT Wildcat
11. SEC., T., R., M., OR BLOCK. AND SURVEY OR AREA Section 15 Township 13S Range 25E

14. PERMIT NO. DATE ISSUED 12. COUNTY OR PARISH Utah 13. STATE Utah

15. DATE SPUDDED 06/27/95 16. DATE T.D. REACHED 08/01/95 17. DATE COMPL. (Ready to prod.) 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* GL 7447 KB 7462 19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD 6860 21. PLUG, BACK T.D., MD & TVD 5490 22. IF MULTIPLE COMPL., HOW MANY* 23. INTERVALS DRILLED BY ROTARY TOOLS YES CABLE TOOLS NO

24. PRODUCING INTERVAL(S), OF THIS COMPLETION - TOP, BOTTOM, NAME (MD AND TVD)* Mancos B 5330'-5490' 25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN Correlation, Sound, Caliper, Spectral Density Epithermal Neutron High Resolution Induction mudlog 8-10-85 27. WAS WELL CORED N

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

CASING SIZE/GRADE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	TOP OF CEMENT, CEMENTING RECORD	AMOUNT PULLED
9-5/8" K-55	36#	509'	12-1/4"	260 exe Type V	Circ 16 bbls to surf
7" CF-95	23#	5330'	8.75"	700 exe Type V	Circ 70 bbls to surf

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
None	Open Hole				2.375"	4999'	5620'

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
5330' 5490'	2,156,686 scf of N2 at an avg rate of 108,000 scf/min down annulus

33.* PRODUCTION

DATE FIRST PRODUCTION PRODUCTION METHOD (Flowing, gas lift, pumping - size and type of pump) WELL STATUS (Producing or shut-in) Shut-in

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N FOR TEST PERIOD	OIL - BBL.	GAS - MCF.	WATER - BBL.	GAS-OIL RATIO
FLOW TUBING PRESS	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL - BBL.	GAS - MCF.	WATER - BBL.	OIL GRAVITY - API (CORR.)	

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

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records
SIGNED Gail M. Jefferson TITLE Sr. Admin. Staff Asst. DATE 7/26/96

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

Atchee Ridge 15-13-25 #1

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

38. GEOLOGIC MARKERS

FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP	
					MEAS. DEPTH	TRUE VERT. DEPTH
L. Sego Sand	3988'					
Castlegate	4224'					
Mancos Shale	4618'					
Mancos "B"	5261'					

Atchee Ridge 15-13-25 #1 - Completion - Subsequent
July 26, 1996

MIRUSU 8/3/95. NUBOP, Pick up 2.375" tbg with retrieving head, TIH and tag BP at 3994'. TOH with 7" BP.

TIH with 2.375" tbg and land at 5327'. NU frac head and lines.

Frac with 2,156,686 scf of N2 at an average rate of 108,000 scf/min down annulus. Max psi tbg 2760#, Max psi annulus 3500#. Max rate 110,560 scf/min. Open well to pit thru 2-4" lines.

Blew well down on 1/4" choke. Tag fill at 5700' with sinker bars and swab line, made 6 swab runs. TIH tag fill at 5693'. Drill 3' with saw tooth collar, stack tbg on fill, showed no sign of being bridge, pick up to 5652' and swabbed. Made 6 swab runs. Swabbed dry to SN. TOH with tubing. RU wireline truck. Run correlation log from 5685' to 2000'. Fill at 5685'. Cleanout to 5728' with tubing bailer.

Made 11 swab runs from 5311'. TOH with tbg. TIH with 6.125" mill and 6.125" bit. Cleanout to 5706'.

TIH with bull plug, perforated nipple, open hole pkr, seat nipple and 2.375" tbg. Set pkr at 5620'. Swab below pkr. Swab above the pkr. TOH.

Run sound log from 5700' to 5300'. Land tbg at 5308'. RDMOSU 9/7/95.

MIRUSU 9/18/95. TOH w/tbg. Sanded back with dump bailer from 5703' to 5490' new PBTD. TIH with sawtooth collar, seat nipple and tbg. Swab from 5440'.

Pull tbg to 4999' and land in wellhead, NDBOP, NUWH.

RDMOSU 9/20/95.

MIRUSU 11/29/95. NDWH, NUBOP, TOH with tbg. Run caliper log from 5330' to 5490' in open hole.

Ran tubing and land at 4999'. NDBOP, NUWH.

RDMOSU 11/30/95.

OPERATOR Amoco Production Company
ADDRESS P. O. Box 800
Denver, Colo. 80201

OPERATOR ACCT. NO. 110050

P.2/4

HUG 13 '96 12:28PM AMOCO 121H FLOOR 3036304777

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	→	11963	4304732602	Atchee Ridge 24-13-25 #1		24	13S	25E	Uintah	3/26/95	
WELL 1 COMMENTS: New Well <i>Entity previously added 8-8-96. Lc</i>											
A	→	11962	4304732659	Atchee Ridge 15-13-25 #1		15	13S	25E	Uintah	6/27/95	
WELL 2 COMMENTS: New Well <i>Entity previously added 8-8-96. Lc</i>											
A	99999	11966	4304732657	Atchee Ridge ³²⁻ 35-13-25 #1		35	13S	25E	Uintah	6/28/95	
WELL 3 COMMENTS: New Well <i>Entity added 9-14-96. Lc</i>											
A	99999	11967	³²⁵⁸⁷ 4304732857	Dragon Canyon ³²⁻ 27-12-25		27	12S	25E	Uintah	1/13/95	
WELL 4 COMMENTS: New Well <i>Entity added 8-14-96. Lc</i>											
A	99999	11968	4304732661	Atchee Ridge ⁻²⁵ 22-32-12 #1		32	12S	25E	Uintah		
WELL 5 COMMENTS: New Well (API # issued but well was not drilled) <i>Entity added 8-14-96. Lc</i>											

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

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

Gail M. Jefferson
 Signature Gail M. Jefferson
Sr. Admin. Staff Asst. 8/13/96
 Title Date
 Phone No. (303) 830-6157

Facsimile Transmission

Addressee's Teletypewriter Phone
(801) 359-3940

Date
8/13/96

Page
1 of 4

To: Lisa Cordova	Company State of Utah	Location	Mail Code/Room
From: Gail Jefferson	Company Amoco Production Co.	Location Denver, Colorado	Mail Code/Room 1295C
Initiated By	Department/Region	Charge (Cost Center Code)	Approved By
Typed By	Ext. 6157	Mail Code/Room	<input type="checkbox"/> Call Sender for Pickup of Originals <input type="checkbox"/> Call _____ for Pickup at Receiving Location

Ms. Cordova:

Attached are the Entity Action Forms needed to set these Amoco operated wells up in your system. I trust this is all the information you need. If you need additional information please don't hesitate to call me.

I am sending you a signed copy of these forms in the mail for your records.

Sincerely,

Gail M. Jefferson

Gail M. Jefferson
(303) 830-6157

P.S. I wasn't sure any of our wells were in your system so I have included all of the wells in the Piceance Basin that was drilled in the state of Utah



September 3, 1996

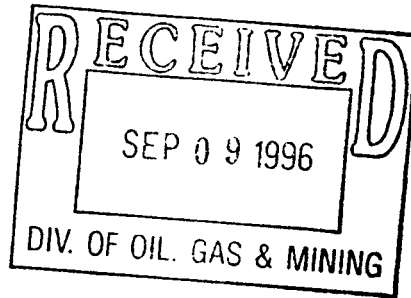
Southern

Rockies

Business

Unit

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



Dear Ms. Dyson:

Per your request by letter dated August 14, 1996, Amoco has enclosed the following logs:

1. Atchee Ridge 15-13-25, API #4304732659 *SGW*
Borehole Audio Tracer Log ✓
2. Atchee Ridge 24-24-13-25, API #4304732602
Cement Bond Log
Tracer Scan Analysis Log

It is my understanding that, Amoco's Mark Glover and the State of Utah's Frank Matthews communicated by telephone and reached a mutual agreement that these logs will fulfill our obligation to the State of Utah for the above referenced well. These logs are being forwarded to you based on what Amoco has in its files.

If you have any questions or concerns, please don't hesitate to contact me at (303) 830-6157.

Sincerely,

Gail M. Jefferson

Enclosures

MONTHLY OIL AND GAS PRODUCTION REPORT

OPERATOR NAME AND ADDRESS:

DEMETRIA MARTINEZ
 AMOCO PRODUCTION COMPANY
 PO BOX 800
 DENVER CO 80201

UTAH ACCOUNT NUMBER: N0050

REPORT PERIOD (MONTH/YEAR): 9 / 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)
CHAMPLIN 372B 4304330108	01370	04N 07E 35	TWNCR					
ISLAND RANCHING B-1 4304330109	01375	04N 07E 22	TWNCR					
ISLAND RANCHING D-1 4304330161	01380	04N 07E 14	WEBR					
CHAMPLIN 372 C-1 4304330143	01395	04N 07E 23	NGSD					
ANSCHUTZ RANCH 3-1 4304330058	01396	03N 07E 3	TWNCR					
CHAMPLIN 387 BTA 4304330168	01404	03N 07E 9	TWNCR					
CHAMPLIN 372 D-1 4304330170	01405	04N 07E 23	NGSD					
ISLAND RANCHING 2 4304330110	04543	04N 07E 26	NGSD					
CHAMPLIN 372 C-1 4304330143	10955	04N 07E 23	TWNCR					
ISLAND RANCHING 2 4304330110	10956	04N 07E 26	TWNCR					
CHAMPLIN 372 D-1 4304330170	10957	04N 07E 23	TWNCR					
ATCHEE RIDGE 15-13-25 #1 4304732659	11962	13S 25E 15	MNCSB			670248		
ATCHEE RIDGE 24-13-25 #1 4304732602	11963	13S 25E 24	MNCS			67075		
TOTALS								

REMARKS: _____

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

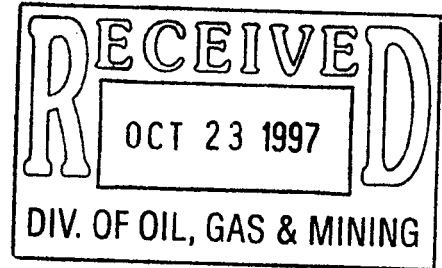
BUREAU OF LAND MANAGEMENT

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

Phone: (801) 781-4400
Fax: (801) 781-4410

IN REPLY REFER TO:
3162.3
UT08300

October 7, 1997



Retamco Operating Inc.
Joe Glennon
HCR Box 1010
Roberts MT 59070

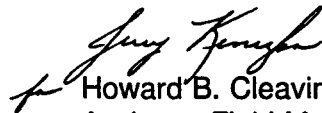
Re: Well No 15-13-25 #1
SWSE, Sec. 15, T13S, R25E
Lease U-70248
Uintah County, Utah

Dear Mr. Glennon:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced well. After a review by this office, the change in operator request is approved. Effective immediately, Retamco Operating Inc. is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UT1088, for all operations conducted on the referenced well on the leased land.

If you have any other questions concerning this matter, please contact Margie Herrmann or Pat Sutton of this office at (801) 789-1362.

Sincerely,


Howard B. Cleavinger II
Assistant Field Manager,
Minerals Resources

cc: Amoco Production Company
Division of Oil, Gas & Mining
Realty Div.



Facsimile Transmission
16-717-G (3-92)

Date 10/28/97 Time Sent

This transmission consists of 1 pages

Notes:

T
O *Lisha Cordova*
State of Utah
Div. of Oil & Gas

FAX Number

FAX Operator's Number for Confirmation

801-359-3940

F
O
R
M

Pat Archuleta
APC

FAX Telephone Number

Voice Telephone Number

303-830-5217



Memorandum

DATE: October 27, 1997
TO: Lisha Cordova
FROM: Pat Archuleta
RE: Sale of Properties to Retamco Operating Inc.,

Amoco Production Company has sold its wellbore interest in the following wells to Retamco Operating Inc. HCR Box 1010, Roberts, MT. 59070 as of 9/01/97.

- ✓ Atchee Ridge 15-13-25 #1
- Atchee Ridge 24-13-25 #1
- Atchee Ridge 35-13-25 #1
- Black Horse 9-15-24 #1
- Davis Canyon 12-13-25 #1
- Evacuation Creek 24-12-25

OPERATOR CHANGE WORKSHEET

1-LEC ✓	6-VEC ✓
2-GLH ✓	7-KAS ✓
3-DPS <i>DTS</i> ✓	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: 9-1-97

TO: (new operator)	<u>RETAMCO OPERATING INC.</u>	FROM: (old operator)	<u>AMOCO PRODUCTION COMPANY</u>
(address)	<u>HCR BOX 1010</u>	(address)	<u>PO BOX 800</u>
	<u>ROBERTS MT 59070</u>		<u>DENVER CO 80201</u>
	<u>JOE GLENNON</u>		
	Phone: <u>(406)445-2641</u>		Phone: <u>(303)830-4127</u>
	Account no. <u>N6020 (10-27-97)</u>		Account no. <u>N0050</u>

WELL(S) attach additional page if needed:

Name: <u>ATCHEE RDGE 15-13-25#1</u>	API: <u>43-047-32659</u>	Entity: <u>11962</u>	S <u>15</u>	T <u>13S</u>	R <u>25E</u>	Lease: <u>U70248</u>
Name: <u>ATCHEE RDGE 24-13-25#1</u>	API: <u>43-047-32602</u>	Entity: <u>11963</u>	S <u>24</u>	T <u>13S</u>	R <u>25E</u>	Lease: <u>UTU72075</u>
Name: <u>DAVIS CYN 12-13-25#1</u>	API: <u>43-047-32618</u>	Entity: <u>11970</u>	S <u>12</u>	T <u>13S</u>	R <u>25E</u>	Lease: <u>UTU70247</u>
Name: <u>RAT HOLE CYN 23-14-25#1</u>	API: <u>43-047-32705</u>	Entity: <u>11971</u>	S <u>23</u>	T <u>14S</u>	R <u>25E</u>	Lease: <u>U73714</u>
Name: <u>BLACK HORSE 9-15-24#1</u>	API: <u>43-047-32592</u>	Entity: <u>11973</u>	S <u>9</u>	T <u>15S</u>	R <u>24E</u>	Lease: <u>UTU72068</u>
Name: <u>ATCHEE RDGE 32-35-13-25#1</u>	API: <u>43-047-32657</u>	Entity: <u>11966</u>	S <u>35</u>	T <u>13S</u>	R <u>25E</u>	Lease: <u>U72039</u>
Name: <u>EVACUATION 24-12-25#1</u>	API: <u>43-047-32605</u>	Entity: <u>11974</u>	S <u>24</u>	T <u>12S</u>	R <u>25E</u>	Lease: <u>UTU73029</u>

OPERATOR CHANGE DOCUMENTATION

1. (r649-8-10) Sundry or other legal documentation has been received from the FORMER operator (attach to this form). *(Reg. 10-27-97) (Rec'd 10-28-97)*
2. (r649-8-10) Sundry or other legal documentation has been received from the NEW operator (Attach to this form). *(Rec'd 10-23-97)*
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)* yes If yes, show company file number: #1996661. *(Eff. 4-15-97)*
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.
5. Changes have been entered in the Oil and Gas Information System (3270) for each well listed above. *(10-28-97)*
6. Cardex file has been updated for each well listed above. *(10-28-97)*
7. Well file labels have been updated for each well listed above. *(10-28-97)*
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. *(10-28-97)*
9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- Yes 1. (r649-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no If entity assignments were changed, attach copies of Form 6, Entity Action Form.
- 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 1. (r649-3-1) The NEW operator of any fee lease well listed above has furnished a proper bond.
- Yes 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 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.
2. (r649-2-10) The former operator of any fee lease wells listed above has been contacted and informed by letter dated 10/29/97 19 , of their responsibility to notify all interest owners of this change.

FILMING

- Yes 1. All attachments to this form have been microfilmed. Today's date: 11.13.97.

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

971027 Blm/Vernal Oprv. 10-7-97

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

3. Lease Designation and Serial Number:

UTU 70248

6. If Indian, Allocated or Tribe Name:

SUNDRY NOTICES AND REPORTS ON WELLS

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

7. Unit Agreement Name:

1. Type of Well: OIL GAS OTHER:

8. Well Name and Number:

Atchee Ridge 15-13-25 #1

2. Name of Operator:
Retamco Operating Inc.

9. API Well Number:

43-047-32659

3. Address and Telephone Number:
671 Garnet Billings, MT 59105 Joe Glennon 406/248-5594

10. Field and Pool, or Wildcat:

Wildcat

4. Location of Well 660FSL 1979 FEL Sec 15 T13S,R25E

County: Uintah

Footages:

State: Utah

OO, Sec., T., R., M.:

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

NOTICE OF INTENT
(Submit in Duplicate)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Multiple Completion
- Other Well Status Report
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other _____
- New Construction
- Pull or Alter Casing
- Reperforate
- Vent or Flare
- Water Shut-Off

Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

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

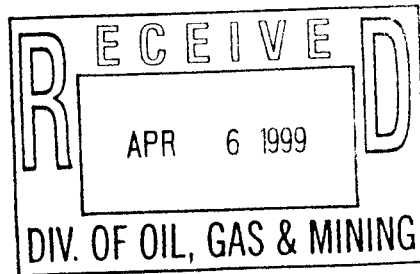
The referenced well was drilled by Amoco to 5,850'. 9 5/8", 36#, J-55 casing was run to 500' and 7", 23#, N-80 casing was set to 5,330' with sufficient cement to cover all zones of interest; either water or hydrocarbon producing. The Mancos interval from 5,330 to 5,850' is open hole and the Mancos "B" was fractured and stimulated with N2 gas resulting in gas production. The pit was closed, location has been maintained and the wellhead secured with the well currently in shut-in status waiting on pipe line. Upon BLM approval for pipe line Retamco plans to test the well in several Wasatch & some Mesa Verde zones. Similar success is anticipated as that encountered in the Seep Canyon State 19-12-25 (NWSW) completed by Retamco and Medallion in 1998, and tested 1.5 MMCFGPD. Log comparison indicate similar results should be encountered in this well. Minimum pressures were noted at the well in Aug of 1998. In addition to the above the lease on this land has three years remaining on its primary term. Retamco hereby requests that the well remain in shut-in status to allow time to secure necessary approval to sell the gas and to begin its development program.

13. Name & Signature: Joe Glennon *Joe Glennon* Title: Agent Date: 3/29/99

(This space for State use only)

Rest
Revised
Accepted by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR
DATE: 5-4-99
INITIALS: CHD



(See Instructions on Reverse Side)

Date: 4-6-99
By: *RSK*

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires July 31, 1996

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
 Retamco Operating Inc. *Joe Glennon*

3a. Address
 671 Garnet Ave. Billings, MT 59105

3b. Phone No. (include area code)
 (406) 248-5594

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

5. Lease Serial No.

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
 See Exhibit "A"

9. API Well No.
 See Exhibit "A"

10. Field and Pool, or Exploratory Area

11. County or Parish, State
 See Exhibit "A"

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> 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>Change of Operator</u>
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplate horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports 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.)

Retamco is selling its interest in the wells described in the attached Exhibit "A" list of wells to CDX Rockies LLC, of 5845 Beltline Road, Suite 280 Dallas, Texas 75240-7656

RECEIVED

MAY 10 2001

DIVISION OF
OIL, GAS AND MINING

CDX Rockies LLC Bond # RLB0003065

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

Name (Printed/Typed) <i>Perry E. Robertson</i>	Title <i>VP CDX Rockies LLC</i>
Signature <i>[Signature]</i>	Date <i>5-03-01</i>

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	

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.

Exhibit "A"
Utah Well List

Operator	Well Name:	Location:	County:	State:	Lease #	API Number:
ROI	Atchee Ridge 15-13-25 #1	SE Sec 15 - T13S,R25E	Uintah	Utah	U-70248	43-047-32659
ROI	Atchee Ridge 24-13-25	SW Sec 24 - T13S,R25E	Uintah	Utah	U-72075	43-047-32602
ROI	Davis Canyon 12-13-25	NE Sec 12 - T13S,R25E	Uintah	Utah	U-70247	43-047-32618
ROI	Rat Hole Canon 23-14-25	SW Sec 23 - T14S,R25E	Uintah	Utah	U-73714	43-047-32705
ROI	Black Horse 9-15-24 #1	NE Sec 9 - T15S,R24E	Uintah	Utah	U-72068	43-047-32592
ROI	Federal 1-33 (Gusher)	SE Sec 33 - T5S,R19E	Uintah	Utah	NRM1319	43-047-30300
					U-3575 +	
ROI	TPC State 36-14-24	NESW Sec 36 - T14S,R24E	Uintah	Utah	ML 46436	43-047-32593
7 Wells						
ROI	Atchee Ridge 35-13-25 location	NE Sec 35 - T13S,R25E	Uintah	Utah	U-72039	43-047-32657
ROI	Atchee Ridge 11-27-13-25 location	NW Sec 27 - T13S,R25E	Uintah	Utah	U-73189	
ROI	Walker Hallow 13-31 location	SW Sec 31 - T6S,R23E	Uintah	Utah	U-76280	



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal District Office

170 South 500 East

Vernal, Utah 84078-2799

<http://www.blm.gov/utah/vernal>

Phone: (801) 781-4400

Fax: (801) 781-4410

IN REPLY REFER TO:

3162.3

UT08300

July 12, 2001

CDX Rockies, LLC
5845 Beltline Road, Suite 280
Dallas, Texas 75240

43-047-32659
Re: Well No. Atchee Ridge 15-13-25 #1
SWSE, Sec. 15, T13S, R25E
Lease No. U-70248
Uintah County, Utah

Gentlemen:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced well. After a review by this office, the change in operator request is approved. Effective immediately, CDX Rockies, LLC is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UT1225, for all operations conducted on the referenced well on the leased land.

If you have any other questions concerning this matter, please contact Leslie Crinklaw or Pat Sutton of this office at (801) 781-4400.

Sincerely,

Edwin I. Forsman
Petroleum Engineer

cc: DOGM - Jim Thompson
Retamco Operating Inc.

RECEIVED

JUL 16 2001

DIVISION OF
OIL, GAS AND MINING

OPERATOR CHANGE WORKSHEET

ROUTING

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

Enter date after each listed item is completed

X Change of Operator (Well Sold)

Designation of Agent

Operator Name Change (Only)

Merger

The operator of the well(s) listed below has changed, effective: **5-03-2001**

FROM: (Old Operator):
RETAMCO OPERATING INC
Address: 671 GARNET AVE
BILLINGS, MT 59105
Phone: 1-(406)-248-5594
Account N6020

TO: (New Operator):
CDX ROCKIES LLC
Address: 679 EAST 2ND STE 3
DURANGO, CO 81301
Phone: 1-(970)-247-4126
Account N1860

CA No.

Unit:

WELL(S)

NAME	API NO.	ENTITY NO.	SEC. TWN RNG	LEASE TYPE	WELL TYPE	WELL STATUS
FEDERAL 1-33	43-047-30300	575	33-05S-19E	FEDERAL	OW	S
WALKER HOLLOW 13-31	43-047-33763	99999	31-06S-23E	FEDERAL	GW	APD
DAVIS CANYON 12-13-25 1	43-047-32618	11970	12-13S-25E	FEDERAL	GW	S
ATCHEE RIDGE 15-13-25 1	43-047-32659	11962	15-13S-25E	FEDERAL	GW	S
ATCHEE RIDGE 24-13-25 1	43-047-32602	11963	24-13S-25E	FEDERAL	GW	S
ATCHEE RIDGE 11-27-13-25	43-047-33369	99999	27-13S-25E	FEDERAL	GW	APD
ATCHEE RIDGE 35-13-25 1	43-047-32657	11966	35-13S-25E	FEDERAL	GW	S
RAT HOLE CANYON 23-14-25 1	43-047-32705	11971	23-14S-25E	FEDERAL	GW	S
BLACK HORSE 9-15-24 1	43-047-32592	11973	09-15S-24E	FEDERAL	GW	S

OPERATOR CHANGES DOCUMENTATION

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 05/10/2001
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 05/10/2001
- The new company has been checked through the **Department of Commerce, Division of Corporations Database** on: 07/11/2001
- Is the new operator registered in the State of Utah: YES Business Number: 4880191-0161
- If **NO**, the operator was contacted on: N/A
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on: 07/12/2001
- Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: N/A

8. **Federal and Indian Communitization Agreements ("CA"):** The BLM and the BIA has approved the operator change for all wells listed involved in 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: 07/17/2001
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 07/17/2001
3. Bond information entered in RBDMS on: N/A
4. Fee wells attached to bond in RBDMS on: N/A

STATE BOND VERIFICATION:

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

FEE WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:

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

FEDERAL BOND VERIFICATION:

1. Federal well(s) covered by Bond No.: RLB 0003065
2. The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A
3. (R649-2-10) The **FORMER** operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

FILMING:

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

FILING:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-70248
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Pioneer Natural Resources N5155		8. WELL NAME and NUMBER: Atchee Ridge 15-13-25 # 1
3. ADDRESS OF OPERATOR: 1401 17th St., Suite 1200 CITY Denver STATE CO ZIP 80202		9. API NUMBER: 4304732659
4. LOCATION OF WELL FOOTAGES AT SURFACE: 660' FSL & 1797' FEL		10. FIELD AND POOL, OR WILDCAT: Whiskey Creek
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 15 13S 25E		COUNTY: Uintah
		STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 12/22/2005	<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.

CDX Rockies, LLC designates Pioneer Natural Resources USA, Inc. as operator of the Atchee Ridge 15-13-25 #1 well, effective December 22, 2005. Pioneer Natural Resources USA, Inc. bonds for Utah are # 104319462 (blanket) and # 104319463.

NAME (PLEASE PRINT) <u>Jay Still</u>	TITLE <u>Vice President, Western Division</u>
SIGNATURE	DATE <u>2/15/2006</u>

(This space for State use only)

APPROVED 3129106

(5/2000)
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
FEB 21 2006
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

FEB 21 2006

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.

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator **Pioneer Natural Resources USA, Inc.**

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

3b. Phone No. (include area code)
303-675-2719

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
**660' FSL & 1797' FEL
 SWSE, Sec. 15, T13S, R25E**

5. Lease Serial No.
UTU-70248

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
Atchee Ridge 15-13-25 # 1

9. API Well No.
43-047-32659

10. Field and Pool, or Exploratory Area
Whiskey Creek

11. County or Parish, State
Uintah, Utah

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

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

13. Describe Proposed or Completed 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.)

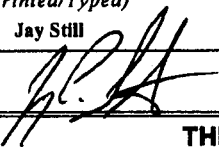
Please be advised that Pioneer Natural Resources USA, Inc. is considered to be the operator of Actchee Ridge 15-13-25 #1; SWSE, Section 15, Township 13S, Range 25E; Lease UTU-70248; County of Uintah; and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by BLM bond # MTB000041. This is effective December 22, 2005.

14. I hereby certify that the foregoing is true and correct
 Name (Printed/Typed)

Jay Still

Title **Vice President, Western Division**

Signature



Date

02/15/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

Michael Lee

Title

Petroleum Engineer

Date

MAR 7 15 2006

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

Office

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

(Instructions on page 2)

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: SEE ATTACHED LIST
2. NAME OF OPERATOR: CDX Rockies, LLC <i>N1860</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1801 BROADWAY #1060 CITY DENVER STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: Displacement Point
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: UTAH		8. WELL NAME and NUMBER: SEE ATTACHED LIST
PHONE NUMBER: (303) 298-8211		9. API NUMBER: SEE ATTACH
		10. FIELD AND POOL, OR WILDCAT: Wildcat

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

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

CDX Rockies, LLC designates Pioneer Natural Resources USA, Inc. as operator of the attached list of wells located in Uintah County Utah, effective December 22, 2005.

NAME (PLEASE PRINT) <u>Tracy E. Lombardi</u>	TITLE <u>Land/Engineering Tech.</u>
SIGNATURE <u><i>Tracy E. Lombardi</i></u>	DATE <u>2/28/2006</u>

(This space for State use only)

APPROVED 3/29/2006
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED
MAR 02 2006

DIV. OF OIL, GAS & MINING

CDX Rockies, LLC designates Pioneer Natural Resources USA, Inc. as operator of the attached list of wells located in Uintah County Utah, effective December 22, 2005.

Well Name	API No.	Location	Lease No.	Status
Atchee Canyon #25-12-25 #4	43-047-35830	NENW 25-T12S-R25E	Fee	SI
Atchee Ridge #22-13-25	43-047-35678	SWSW 22-T13S-R25E	UTU-73189	SI-Drilling
Atchee Ridge #24-13-25 #1	43-047-32602	SESW 24-T13S-R25E	UTU-72075	SI
Atchee Ridge #15-13-25 #1	43-047-32659	SWSE 15-T13S-R25E	UTU-70248	SI
Davis Canyon #12-13-25 #1	43-047-32618	SENE 12-T13S-R25E	UTU-70247	SI
Atchee Canyon #35-12-25	43-047-34297	SENE 35-T12S-R25E	UTU-70905	APD-Approved
Tent Canyon #4-14-14-25	43-047-36784	NWNW 14-T14S-R25E	UTU-72652	APD-Pending



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/utah/vernal>



IN REPLY REFER TO:

3162.3

UT08300

March 15, 2006

Jay Still

Pioneer Natural Resources USA, Inc.

1401 17th Street, Suite 1200

Denver, Colorado 80202

Re: Atchee Ridge 15-13-25 #1
SWSE, Sec. 15, T13S, R25E
Uintah County, Utah
Lease No. U-70248

Dear Mr. Still:

This correspondence is in regard to the self-certification statement submitted requesting a change in operator for the referenced well. After a review by this office, the change in operator request is approved. Effective immediately, Pioneer Natural Resources USA, Inc. is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. MTB000041, for all operations conducted on the referenced well on the leased land.

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

Sincerely,

Michael Lee

Michael Lee
Petroleum Engineer

cc: UDOGM
CDX Rockies LLC

RECEIVED

MAR 24 2006

DIV. OF OIL, GAS & MINING

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 3/24/2006 BIA

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 2/3/2006

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

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

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 3/29/2006
2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 3/29/2006
3. Bond information entered in RBDMS on: 3/29/2006
4. Fee/State wells attached to bond in RBDMS on: 3/29/2006
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 3/2/2006

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: MTB000041

INDIAN WELL(S) BOND VERIFICATION:

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

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number 104319462
2. The FORMER operator has requested a release of liability from their bond on: not yet
The Division sent response by letter on: _____

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: 3/30/2006

COMMENTS:

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

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

3/1/2010

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

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/18/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/18/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2010
- 4a. Is the new operator registered in the State of Utah: Business Number: 7591070-0161
- 5a. (R649-9-2)Waste Management Plan has been received on: Requested
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

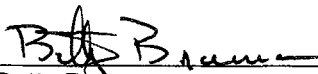
		5. LEASE DESIGNATION AND SERIAL NUMBER:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: See Attached List
2. NAME OF OPERATOR: Foundation Energy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

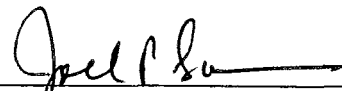
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 1/1/2010	<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.

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

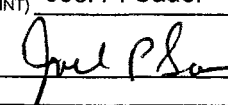

Betty Brownson
Attorney-In-Fact
Pioneer Natural Resources USA, Inc.

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



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

14800 Landmark Blvd., Suite 220
Dallas, Texas 75254
UDOGM Bond No. ~~B005500~~ B005552 & B005635
UT Trust Lands: B005499 BLM Bond No UTB000427
Telephone: 918-585-1650
Fax: 918-585-1660

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

SIGNATURE  APPROVED 5/20/2010 3-10-2010 **RECEIVED**

(This space for State use only)


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

MAR 18 2010

DIV. OF OIL, GAS & MINING

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

well_name	sec	twp	rng	api	entity	lease	type	stat	C
RAT HOLE CYN UNIT 1 7-8-14-25	08	140S	250E	4304730325	16219	Federal	GW	S	
DRY BURN U 1 1-29-13S-25E	29	130S	250E	4304730331	16218	Federal	GW	S	
ATCHEE RIDGE 24-13-25 1	24	130S	250E	4304732602	11963	Federal	GW	S	
DAVIS CANYON 12-13-25 1	12	130S	250E	4304732618	11970	Federal	GW	P	
ATCHEE RIDGE 15-13-25 1	15	130S	250E	4304732659	11962	Federal	GW	S	
FED ATCHEE RIDGE 22-13-25	22	130S	250E	4304735678	14972	Federal	GW	OPS	C
ATCHEE CANYON 4-25-12-25	25	120S	250E	4304735830	14371	Fee	GW	S	
UTCO FEE 23C-25-12-25	25	120S	250E	4304738252	15816	Fee	GW	OPS	C



United States Department of the Interior

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



June 2, 2010

IN REPLY REFER TO:
3162.3 (UTG011)

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

43-047-32659

Re: Change of Operator
Well No. Atchee Ridge 15-13-25 1
SWSE, Sec. 15, T13S, R25E
Uintah County, Utah
Lease No. UTU-70248

Dear Mr. Sauer:

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

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

Sincerely,

Ryan Angus
Petroleum Engineer

Enclosure

cc: UDOGM
CDX Gas LLC
Pioneer Natural Resources USA, Inc.

RECEIVED

JUN 10 2010

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on page 2.

1. Type of Well

Oil Well Gas Well Other

2. Name of Operator
Foundation Energy Management LLC

3a. Address
14800 Landmark Blvd. - Suite 220
Dallas, TX 75254

3b. Phone No. (include area code)
918-575-1650

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

5. Lease Serial No.

6. If Indian, Allottee or Tribe Name

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

8. Well Name and No.
See Attached List

9. API Well No.

10. Field and Pool or Exploratory Area

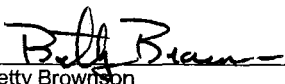
11. Country or Parish, State
Utah Co., UT

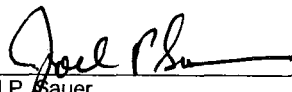
12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

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

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or 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.)

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


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


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

MAR 18 2010

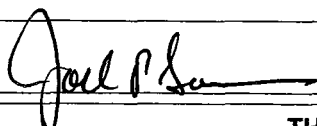
14. I hereby certify that the foregoing is true and correct.

Name (Printed/Typed)

Joel P. Sauer

Title Vice President

Signature



Date

3-10-2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by



Petroleum Engineer

Title

Date

JUN 8 2010

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

VERNAL FIELD OFFICE

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

(Instructions on page 2)



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JUN 10 2010

DIV. OF OIL, GAS & MINING

BLM - Vernal												
Change of Operator - Effective 3/1/2010												
From Pioneer Natural Resources USA, Inc. to Foundation Energy Management, LLC.												
api	well_name	qtr_qtr	sec	tpw	rng	County	entity	zone	lease	l_num	stat	unit
4304732659	ATCHEE RIDGE 15-13-25 1	SWSE	15	130S	250E	Uintah	11962	MNCSB	Federal	U-70248	S	DISPLACEMENT POINT
4304732602	ATCHEE RIDGE 24-13-25 1	SESW	24	130S	250E	Uintah	11963	MNCS	Federal	UTU-72075	S	DISPLACEMENT POINT
4304731104	BLACK HORSE 12-8-15-24	SWNW	08	150S	240E	Uintah	8070	MNCSB	Federal	U-2836	S	BLACK HORSE CANYON
4304731045	BLACK HORSE 14-15-15-24	NENW	15	150S	240E	Uintah	8070	MNCSB	Federal	U-2837	S	
4304730248	BLACK HORSE 2 1-29-15S-24E	SESE	29	150S	240E	Uintah	10897	MNCS	Federal	U-2838	S	BLACK HORSE CANYON
4304730619	CROOKED CANYON 13-17-14-23	NWNW	17	140S	230E	Uintah	8055	DKTA	Federal	U-6613	P	
4304732618	DAVIS CANYON 12-13-25 1	SENE	12	130S	250E	Uintah	11970	MVRD	Federal	UTU-70247	P	DISPLACEMENT POINT
4304731134	DAVIS CANYON FED 7-1-13-26	NENE	07	130S	260E	Uintah	2840	DKTA	Federal	U-46737	P	
4304730331	DRY BURN U 1 1-29-13S-25E	NWSE	29	130S	250E	Uintah	16218	MNCS	Federal	U-10184	S	DISPLACEMENT POINT
4304735678	FED ATCHEE RIDGE 22-13-25	SWSW	22	130S	250E	Uintah	14972	MVRD	Federal	UTU-073189	OPS	DISPLACEMENT POINT
4304730639	MAIN CANYON FED 11-10-15-23	SENW	10	150S	230E	Uintah	11605	CSLGT	Federal	U-8361	S	
4304731111	MAIN CANYON FED 16-4-15-23	NENE	04	150S	230E	Uintah	11608	MNCSB	Federal	U-8361	S	
4304737705	MAIN CANYON FED 23-7-15-23	NESW	07	150S	230E	Uintah	15699	DK-MR	Federal	UTU-9211	P	
4304731072	MAIN CANYON FED 6-3-15-23	NESW	03	150S	230E	Uintah	8245	MNCSB	Federal	UTU-8361	S	
4304731073	MAIN CANYON FED 6-8-15-23	NESW	08	150S	230E	Uintah	11606	CSLGT	Federal	U-9211	S	
4304730977	MAIN CYN FED 8-7-15-23	NESE	07	150S	230E	Uintah	11601	MNCS	Federal	U-9211	TA	
4304739428	MAIN CYN FED 12-8-15-23	SWNW	08	150S	230E	Uintah	16256	ENRD	Federal	UTU-9211	P	
4304730674	MAIN CYN FED 15-8-15-23	NWNE	08	150S	230E	Uintah	11598	MNCS	Federal	U-9211	P	
4304730735	MAIN CYN FED 2-8-15-23	SWSE	08	150S	230E	Uintah	11599	DKMNB	Federal	U-9211	P	
4304737928	MAIN CYN FED 32-10-15-23	SWNE	10	150S	230E	Uintah			Federal	UTU-8361	AL	
4304731043	MAIN CYN FED 4-4-15-23	SWSW	04	150S	230E	Uintah	11602	DKTA	Federal	U-8361	P	
4304730736	MAIN CYN FED 7-17-15-23	NWSE	17	150S	230E	Uintah	11600	DKMNB	Federal	U-8359	P	
4304731135	MAIN CYN ST 8-2-15-22	NESE	02	150S	220E	Uintah	8076	MNCS	Federal	ML-22320	DH	
4304731074	PINE SPRINGS 13-26-14-22	NWNW	26	140S	220E	Uintah	13615	CSLGT	Federal	U-27413	S	
4304731042	PINE SPRINGS 7-21-14-22	NWSE	21	140S	220E	Uintah	8086	DKTA	Federal	U-10199	P	PINE SPRINGS
4304731096	PINE SPRINGS 9-12-14-21	SENE	12	140S	210E	Uintah	10772	WSTC	Federal	U-10272	P	PINE SPRINGS
4304731348	PINE SPRINGS FED 12-18-14-22	SWNW	18	140S	220E	Uintah	10772	WSTC	Federal	U-6841	S	PINE SPRINGS
4304734676	PINE SPRINGS FED 12-23-14-22	SWNW	23	140S	220E	Uintah	13616	CSLGT	Federal	UTU 006614	OPS	
4304734675	PINE SPRINGS FED 3-23-14-22	SESW	23	140S	220E	Uintah	10773	MNCSB	Federal	UTU 006614	P	PINE SPRINGS
4304731063	PINE SPRINGS FED 8-20-14-22	NESE	20	140S	220E	Uintah	8086	DKTA	Federal	U-10119	P	PINE SPRINGS
4304730284	PINE SPRINGS UNIT 1 1-23-14-22	NESW	15	140S	220E	Uintah	595	DKTA	Federal	U-27413	S	PINE SPRINGS
4304730325	RAT HOLE CYN UNIT 1 7-8-14-25	NWSE	08	140S	250E	Uintah	16219	MNCS	Federal	U-3176A	S	DISPLACEMENT POINT

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

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: U-70248
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: Foundation Energy Management, LLC		8. WELL NAME and NUMBER: Atchee Ridge #84 15-13-25 1
3. ADDRESS OF OPERATOR: 14800 Landmark blvd. 220 CITY Dallas STATE TX ZIP 75254		9. API NUMBER: 43-047-32659
4. LOCATION OF WELL FOOTAGES AT SURFACE: 660' FSL & 1979' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 15 13 S 25 E		10. FIELD AND POOL, OR WILDCAT: Wildcat COUNTY: Uintah, STATE: UTAH

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

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

Well has been plugged and abandoned
Completed on 7/01/2010

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DEC 21 2010
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Wanda Van Wagoner</u>	TITLE <u>Operations Assistant</u>
SIGNATURE <u>Wanda Van Wagoner</u>	DATE <u>12/10/2010</u>

(This space for State use only)

Western Wellsite Services

17509 CR 14 Fort Morgan, Co 80701

970-867-9007

Operator: Foundation Energy

Date: 7-1-10

Well name: Atchee Ridge 15-13-25

MIRU, Blow down well, NDWH, NUBOP

Kill well with 30bls production water, TOH and tally pipe (4956' tubing in well), TIH with bit to 5269', TOH, TIH with 7" CICR and set at 5269', Pressure test tubing held, Break circulation with 200bls production water with corrosion inhibitor, Rolled gas and condensate out with an additional 40bls production water with corrosion inhibitor, Pressure test casing held, Good rate into perfs,

Mix and pump 80sxs class G cement (60sxs under, 20sxs on top), TOH to 4738', Mix and pump 40 sxs class G cement, ETOC at 4513', TOH to 3150', Mix and pump 40sxs class G cement, ETOC at 2950', TOH to 2058', Mix and pump 40sxs class G cement, ETOC at 1855', TOH to 555', Mix and pump 40sxs class G cement, ETOC at 350', TOH, NDBOP, TIH to 123', Mix and pump 25sxs class G cement to surface, TOH, RD, Dig out wellhead, Cut off wellhead, Top off with 10sxs class G cement, Weld on info plate, Backfill

One 7" CICR used

275 total sxs cement

4956' tubing recovered from well

BLM hand on location was Jake Birchell

Thanks,

Adam Chastain

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DEC 21 2010

DIV. OF OIL, GAS & MINING

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: UTU-70248
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT OR CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: Atchee Ridge 15-13-25 1	
2. NAME OF OPERATOR: Foundation Energy Management LLC		9. API NUMBER: 4304732659
3. ADDRESS OF OPERATOR: 1801 Broadway <small>CITY</small> Denver <small>STATE</small> Co <small>ZIP</small> 80202	PHONE NUMBER: (303) 861-0504	10. FIELD AND POOL, OR WILDCAT: Whiskey Creek
4. LOCATION OF WELL FOOTAGES AT SURFACE: 660' FSL & 1979' FEL		COUNTY: Uintah
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 15 13S 25E		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: 8/1/2011	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input checked="" type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input type="checkbox"/> OTHER: _____
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____			

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

Foundation Energy Management plans to reclaim the lease site and lease road per the attached plan following approval.

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

FOR RECORD ONLY

NAME (PLEASE PRINT) Max Ropshaw	TITLE Operations
SIGNATURE <i>Max Ropshaw</i>	DATE 6/29/2011

(This space for State use only)

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JUN 29 2011
DIV. OF OIL, GAS & MINING

Foundation Energy Management, LLC

Standard Surface Reclamation Plan

Foundation Energy Management (FEM) requests permission to start surface reclamation of the well pad after plugging and abandonment operations per the following guidelines.

Stage #1: Dirt work and pad preparation

- A. Contact BLM and the state agency 24 hours prior to start of surface dirt work.
- B. Take the existing well pad back to natural repose as close as possible.
- C. If there are no existing well pads or public permitted access beyond this well, the access road will be reclaimed back to natural repose as close as possible.
- D. If topsoil pile is present, topsoil will be spread evenly across the reclaimed pad. If no stored stock pile of topsoil is present, we will use the soil at the bottom of the fill side of the location for topsoil.
- E. Storm water control contour ditches will be cut on a level plain to control erosion and sediment flows from the pad. Contour ditch dimension will be 12 inches deep, 6 inches tall, totaling 18 inches minimum, 18 inches deep and 8 to 10 inches totaling 26 to 28 inches maximum from top to bottom. Should the contour ditches still be visible at a time when 80% revegetation has been established, FEM will reclaim the ditches and reseed prior to submission of the FAN notice. All storm water BMPs will comply with the state agency, CDPH&E and Onshore Order #1. Stormwater management practices will be dictated by the individual constraints, such as: topsoil and sub-soil types, aspect, slope, length of slope and average precipitation. However, typical stormwater management practices include surface roughening via ripped furrows on contour and other flow controls. Stormwater management practices and BMP's will be implemented in such a way so that no additional maintenance will be necessary at the time of Final Abandonment. If road reclamation is needed, stormwater BMP's will be used in the restored natural drainage to control erosion and sediment flows.
- F. All seed beds will be prepared by contour ripping of the cut surface to 12 to 18 inches in depth. Contours will be shaped to natural repose of the reclaimed surface. Seeding will take place within 24 hours of completion of the dirt work, weather permitting. Should weather conditions or any unforeseen problems arise, the surface will be disked up prior to seeding. Seed depth will be drilled to a minimum depth of 0.25 inches and maximum 0.50 inches.
- G. The gathering line will be dug down and capped to isolate it from the transport line. The original gathering line will be abandoned in place so as not to disturb established natural vegetation of the right of way.

Stage #2: Seeding of site

- A. FEM will drill where possible or broadcast and drag on steeper slopes where drilling is not safe.
- B. All seed weight will be calculated in pounds per acre. Any area in which broadcasting and dragging of the seed is needed, it will be done at double the seed per acre. Broadcast and drag will only be used if the steepness of the topography will not allow for drilling.
- C. All seed will be certified weed free and pure live seed rated per BLM standards.
- D. All seed tags will be submitted with the sundry notice describing completed work within 14 days of completion of the work.
- E. In the event the BLM recommended seed mix does not match the site specific eco-tone and/or habitat type, FEM will request a site specific seed mix from the BLM.
- F. In the event a seed type and/or cultivar is not available, due to market price, crop failure and/or being phased out, due to more viable varieties, FEM will request a viable substitution from the BLM.
- G. Seeding may need to be repeated until successful. FEM will monitor and ensure successful vegetation establishment and notify the BLM via FAN when success has been achieved and the location is ready for final inspection.

III. Stage #3: Weed Management

- A. FEM will monitor and control and reduce the spread of noxious weed species for the life of the project until FAN is approved.
- B. Inspections for noxious weeds will be done monthly in conjunction with the Storm Water Management inspections.
- C. FEM will insure that approved Pesticide Use Permits are in proper order prior to any application of herbicides.
- D. FEM may use mechanical weed removal where it is appropriate to prevent damage to desired plant life.