

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

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

2. NAME OF OPERATOR
 Wildrose Resources Corporation PH: 303-770-6566

3. ADDRESS OF OPERATOR
 4949 South Albion Street, Littleton, CO 80121

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*
 At surface 1910' FSL & 1840' FWL (NE $\frac{1}{4}$ SW $\frac{1}{4}$)
 At proposed prod. zone ⁵⁸² ⁵⁶⁰ Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 20 miles SE of Myton, Utah

16. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 800'

17. NO. OF ACRES IN LEASE 1279.3

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

19. PROPOSED DEPTH 5000'

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 4975' GR

22. APPROX. DATE WORK WILL START* September 1, 1996

5. LEASE DESIGNATION AND SERIAL NO.
 U-68620

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
 Flu Knolls Federal

9. WELL NO.
 23-3

10. FIELD AND POOL, OR WILDCAT
 Uteland Butte

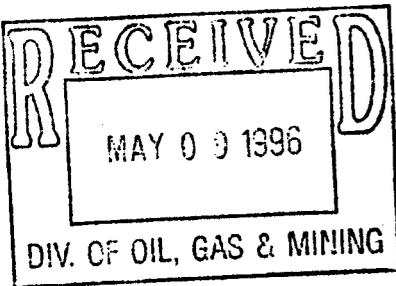
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Section 3, T10S, R18E

12. COUNTY OR PARISH 13. STATE
 Uintah Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8"	24#, J-55	400'	250 sx
7-7/8"	5-1/2"	15.5#, J-55	5000'	500 sx

- SEE ATTACHED EXHIBITS:
- A - Surveyors Plat
 - B - 10 Point Plan
 - C - BOP Diagram
 - D - 13 Point Surface Use Program
 - E - Access Road Map
 - F - Production Facilities
 - G - Existing Wells Map
 - H - Pit & Pad Layout, Cuts & Fills, Cross Sections, Rig Layout



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 Kay J. Kattenbeck TITLE Vice President DATE May 6, 1996

(This space for Federal or State office use)

PERMIT NO. 43-047-32754 APPROVAL DATE _____

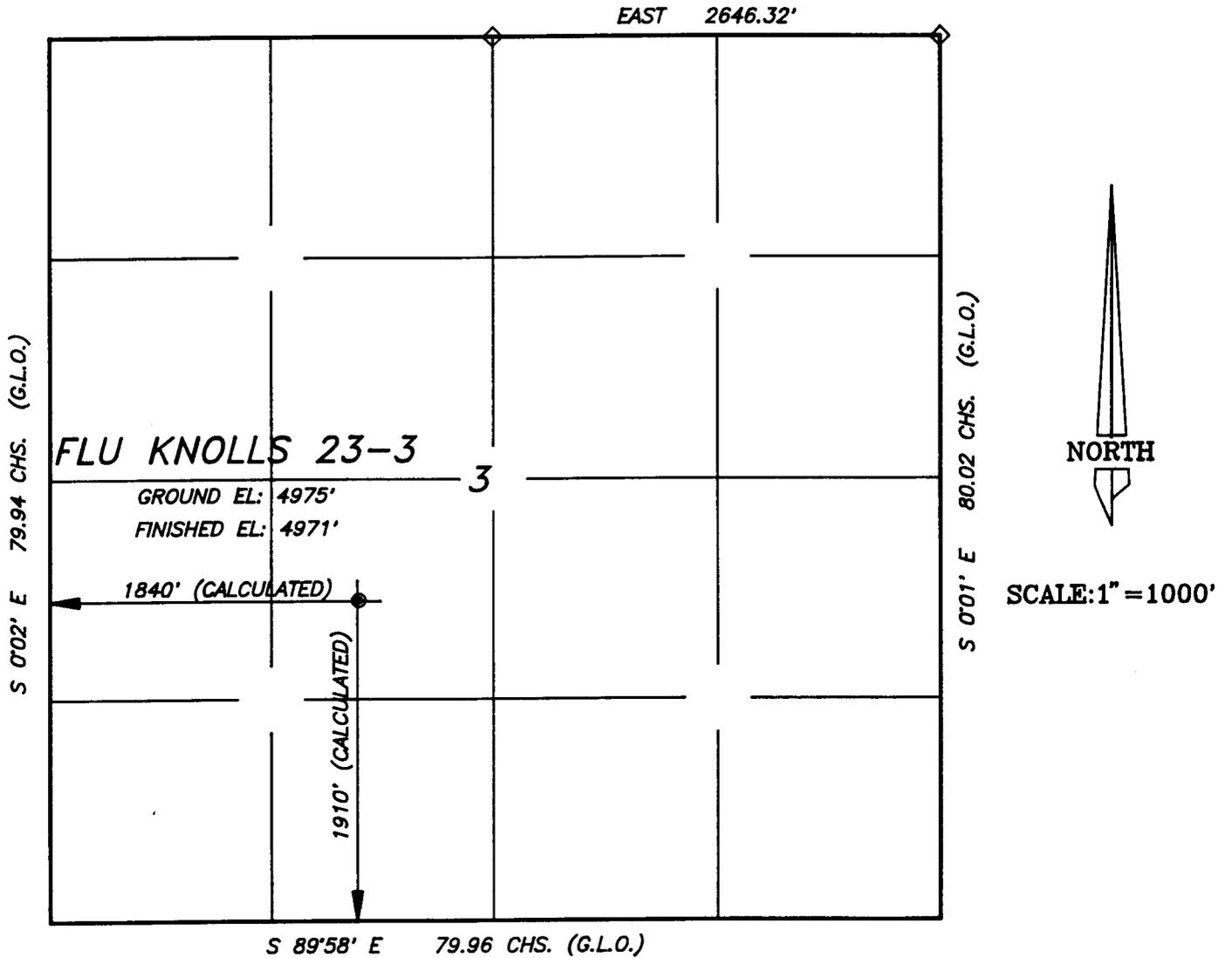
APPROVED BY J.P. Matthews TITLE Petroleum Engineer DATE 8/2/96

CONDITIONS OF APPROVAL, IF ANY:

*See Instructions On Reverse Side

**WILDROSE RESOURCES CORP.
WELL LOCATION PLAT
FLU KNOLLS 23-3**

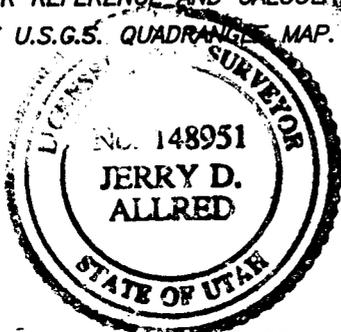
LOCATED IN THE NE1/4 OF THE SW1/4 OF
SECTION 3, T10S, R18E, S.L.B.&M.



LEGEND AND NOTES

- ◇ ORIGINAL MONUMENTS FOUND AND USED BY THIS SURVEY.

THE GENERAL LAND OFFICE (G.L.O.) PLAT WAS USED FOR REFERENCE AND CALCULATIONS AS WAS THE U.S.G.S. QUADRANGLE MAP.



23 APR 1996

83-123-024

SURVEYOR'S CERTIFICATE

I HEREBY CERTIFY THAT THIS PLAT WAS PREPARED FROM FIELD NOTES OF AN ACTUAL SURVEY PERFORMED BY ME, DURING WHICH THE SHOWN MONUMENTS WERE FOUND OR ESTABLISHED.

Jerry D. Allred
 JERRY D. ALLRED, REGISTERED LAND SURVEYOR,
 CERTIFICATE NO. 148951 (UTAH)

Exhibit 'A'

	JERRY D. ALLRED & ASSOCIATES SURVEYING CONSULTANTS
	121 NORTH CENTER STREET P.O. BOX 975 DUCHESNE, UTAH 84021 (801)-738-5352

EXHIBIT B

WILDROSE RESOURCES CORPORATION
FLU KNOLLS FEDERAL #23-3
LEASE #U-68620
NE/SW SECTION 3, T10S, R18E
UINTAH COUNTY, UTAH

TEN POINT COMPLIANCE PROGRAM OF APPROVAL OF OPERATIONS

1. The Geologic Surface Formation

The surface formation is the Uintah (Tertiary).

2. Estimated Tops of Important Geologic Markers

Green River	700'
Wasatch Tongue of Green River	4800'
Total Depth	5000'

3. Estimated Depths of Anticipated Water, Oil, Gas or Minerals

No water bearing zones are anticipated

Green River 4000' - 5000' Oil

4. The Proposed Casing Program

<u>HOLE</u>	<u>INTERVAL</u>	<u>LENGTH</u>	<u>SIZE(OP)</u>	<u>WEIGHT, GRADE, JOINT</u>	<u>NEW OR USED</u>
12.25"	0 - 400'	400'	8-5/8"	24# K-55 ST&C	New
7-7/8"	0 - 5000'	5000'	5-1/2"	15.50# J-55 ST&C	New

Cement Program -

Surface Casing: 250 sacks Class "G" plus 2% CaCl₂

Production Casing: 200 sacks Lite Cement and 300 sacks Class "G" with additives

5. The Operator's Minimum Specifications for Pressure Control

EXHIBIT "C" is a schematic diagram of the blowout preventer equipment. A 2M system will be used. The blind rams and the pipe

rams will be tested to 1500 psi after nipping up and after any use under pressure. Pipe rams will be operationally checked each 24 hour period, as will blind rams and annular preventer each time pipe is pulled out of the hole. Such checks of BOP will be noted on daily drilling reports.

Accessories to BOP will include an upper kelly cock, floor safety valve, drill string BOP and choke manifold with pressure rating equivalent to the BOP stack.

6. The Type and Characteristics of the Proposed Circulating Muds

Mud system will be 2% KCl water with adequate stocks of sorptive agents on site to handle possible spills of fuel and oil on the surface. Heavier muds will be available to be added if pressure requires.

<u>DEPTH</u>	<u>TYPE</u>	<u>WEIGHT #/gal</u>	<u>VISCOSITY sec/qt</u>	<u>FLUID LOSS cc</u>	<u>PH</u>
0-3000'	Fresh Water	8.4 - 8.6	28 - 30	NC	--
3000-5000'	2% KCl Water	8.6 - 8.8	30 - 34	NC	9.0

7. The Auxiliary Equipment to be Used

- a) An upper kelly cock will be kept in the string.
- b) A float will be used at the bit.
- c) A mud logging unit will be used.
- d) A stabbing valve will be on the floor to be stabbed into the drill pipe when kelly is not in the string.

8. The Testing, Logging and Coring Programs to be Followed

- a) No Drill Stem Tests will be run.
- b) The Logging Program: Dual Later Log 400' - T.D.
Formation Density-CNL 3000' - T.D.
- c) No coring is anticipated.
- d) Stimulation procedures will be determined after evaluation of logs. If treatment is indicated, appropriate Sundry Notice will be submitted for approval.

9. Any Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is 1500 psi + or -.

No hydrogen sulfide or other hazardous fluids or gases have been found, reported or known to exist at these depths in the area.

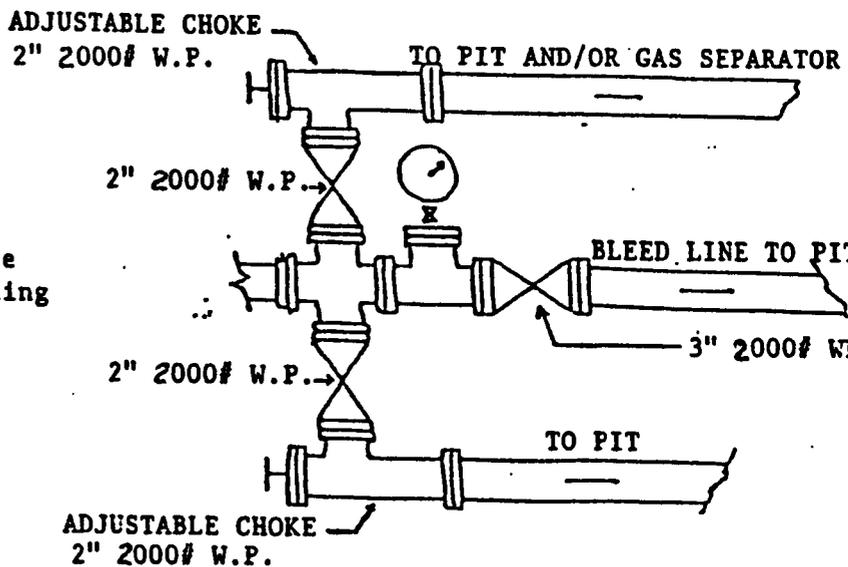
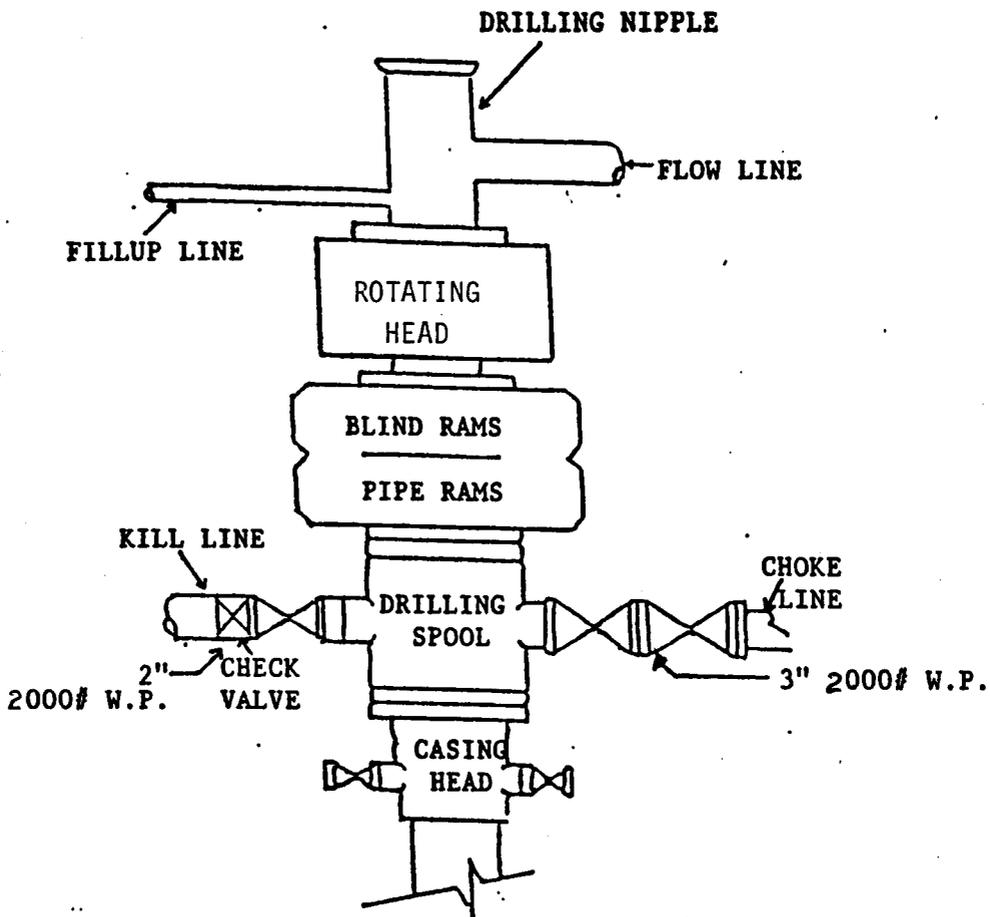
10. Anticipated Starting Date and Duration of the Operations.

The anticipated starting date is September 1, 1996. Operations will cover approximately 10 days for drilling and 14 days for completion.

Hazardous Chemicals

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.

EXHIBIT C
BOP DIAGRAM



NOTE: BOP side outlets may be used in place of drilling spool.

EXHIBIT D

WILDROSE RESOURCES CORPORATION
FLU KNOLLS FEDERAL #23-3
LEASE #U-68620
NE/SW SECTION 3, T10S, R18E
UINTAH COUNTY, UTAH

Thirteen Point Surface Use Program

Multipoint Requirements to Accompany APD

1. Existing Roads

- A. The proposed well site and elevation plat is shown on Exhibit A.
- B. From Myton, Utah go west on Highway 40 1 mile. Turn south on Pleasant Valley road and go 16.8 miles in a south and easterly direction. Turn south and go 6.1 miles in a southerly direction. Turn west at the bottom of the hill and follow new road 1.2 miles to location.
- C. See Exhibit E for access roads.
- D. There are no plans for improvement of existing roads. Roads will be maintained in present condition.

2. Planned Access Roads - (Newly Constructed)

- A. Length - 1.2 miles.
- B. Width - 30' right of way with 18' running surface maximum.
- C. Maximum grades - 5%
- D. Turnouts - N/A
- E. Drainage design - Barrow ditches and water turnouts as required.
- F. Culverts, bridges, cuts and fills - None.
- G. Surfacing material (source) - from location and access road.
- H. Gates, cattle guards and fence cuts - None.

All travel will be confined to existing access road rights of

way.

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

The road shall be upgraded to meet the standards of the anticipated traffic flow and all weather road requirements. Construction/ upgrading shall include ditching, draining, graveling, crowning, and capping the roadbed as necessary to provide a well constructed safe road. Prior to upgrading, the road shall be cleared of any snow cover and allowed to dry completely. Traveling off the 30 foot right of way will not be allowed. Road drainage crossings shall be of the typical dry creek drainage crossing type. Crossings shall be designed so they will not cause siltation or accumulation of debris in the drainage crossing nor shall the drainages be blocked by the roadbed. Erosion of drainage ditches by runoff water shall be prevented by diversion 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.

A Right of Way application is needed and will be prepared by the BLM.

3. Location of Existing Wells Within a 1 Mile Radius

See Exhibit G

- A. Water wells - none.
- B. Abandoned wells - one.
- C. Temporarily abandoned wells - none.
- D. Disposal wells - none.
- E. Drilling wells - none.
- F. Producing wells - seven.
- G. Shut-in wells - none.
- H. Injection wells - none.

4. Location of Existing and/or Proposed Facilities

- A. On well pad - See Exhibit F for all production facilities to be used if well is completed as a producing oil well.
- B. Off well pad - N/A

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

Tank battery will be placed on the NW corner of the location.

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

The required paint color is desert brown, 10YR.

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.

5. Location and Type of Water Supply

- A. Water supply will be from Water Permit #43-1721 (Joe Shields spring) or the Green River.
- B. Water will be trucked across existing roads to location.
- C. No water wells to be drilled on lease.

6. Source of Construction Materials

- A. Native materials on lease will be used.
 - B. From Federal land.
 - C. N/A.
- A minerals material application is not required.

7. Methods for Handling Waste Disposal

- A.
 - 1) Drill cuttings will be buried in the reserve pit.

- 2) Portable toilets will be provided for sewage.
- 3) Trash and other waste material will be contained in a trash cage and hauled away to an approved disposal site at the completion of the drilling activities.
- 4) Salts - if any will be disposed of.
- 5) Chemicals - if any will be disposed of.

B. Drilling fluids will be handled in the reserve pit. Any fluids produced during testing operations will be collected in a test tank. If a test tank is not available during drilling, fluids will be handled in the reserve pit. Any oil in the reserve pit will be removed.

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

The reserve pit shall be constructed so as not to leak, break, or allow discharge.

A plastic nylon reinforced liner will be used. It will be a minimum of 12 mil thickness 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.

After first production, produced waste water will be confined to a lined pit or storage tank for a period not to exceed 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 required water analysis, shall be submitted for the AO's approval. Failure to file an application within the time allowed will be considered an incident of noncompliance.

8. Ancillary Facilities

- A. Camp facilities or airstrips will not be required.

9. Well Site Layout

- A. See Exhibit H.
- B. See Exhibit H.
- C. See Exhibit H.

The reserve pit will be located on the north side of the location.

The flare pit will be located downwind of the prevailing wind direction on the east side of the location a minimum of 100 feet from the well head and 30 feet from the reserve pit fence.

Topsoil - will be stored along the west side of the location.

Access to the well pad will be from the east.

Fencing Requirements

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

a. 39-inch net wire shall be used with at least one strand of barbed wire on top of the net wire (barbed wire is not necessary if pipe or some type of reinforcement rod is attached to the top of the entire fence).

b. The net wire shall be no more than 2-inches above the ground. The barbed wire shall be 3-inches above the net wire. Total height of the fence shall be at least 42-inches.

c. Corner posts shall be cemented and/or braced in such a manner to keep the fence tight at all times.

d. Standard steel, wood, or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.

e. All wire shall be stretched, by using a stretching device, before it is attached to the corner posts.

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

10. Plans for Restoration of Surfaces

A. Producing Location:

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

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

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

The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours. The reserve pit will be reclaimed within 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.

The BLM will be contacted for required seed mixture.

B. Dry Hole/ Abandoned Location:

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

11. Surface Ownership

Access Road: Federal
Location: Federal

12. Other Additional Information

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

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

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

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

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

the AO that required mitigation has been completed, the operator will then be allowed to resume construction.

B. 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.

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

Additional Surface Stipulations

The well pad will be rounded off and cut down approx. 15 to 20' on the east end of the location.

A water diversion structure will be constructed above the SW corner of the location as directed by the BLM.

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.

13. Lessee's or Operators Representative and Certification Representative

Kary J. Kaltenbacher
Wildrose Resources Corporation
4949 South Albion Street
Littleton, CO 80121
Telephone: 303-770-6566

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

A complete copy of the approved APD and ROW grant, if applicable, shall be on location during construction of the location and drilling activities.

The operator or his/her contractor shall contact the BLM Office at (801) 789-1362 forty eight (48) hours prior to construction activities.

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

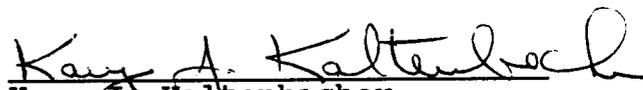
Self-Certification Statement:

Please be advised that Wildrose Resources Corporation is considered to be the operator of Flu Knolls Federal Well No. 23-3, NE/4 SW/4 of Section 23, Township 10 South, Range 18 East; Lease Number U-68620; Uintah County, Utah; and is responsible for the operations conducted upon the leased lands. Bond coverage is provided by Statewide Oil and Gas Bond No. 229352, Allied Mutual Insurance Company, approved by the BLM effective October 26, 1987.

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 currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and, that the work associated with the operations proposed here will be performed by Wildrose Resources Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Date May 6, 1996


Kary J. Kaltenbacher
Vice President

Onsite Date: April 25, 1996

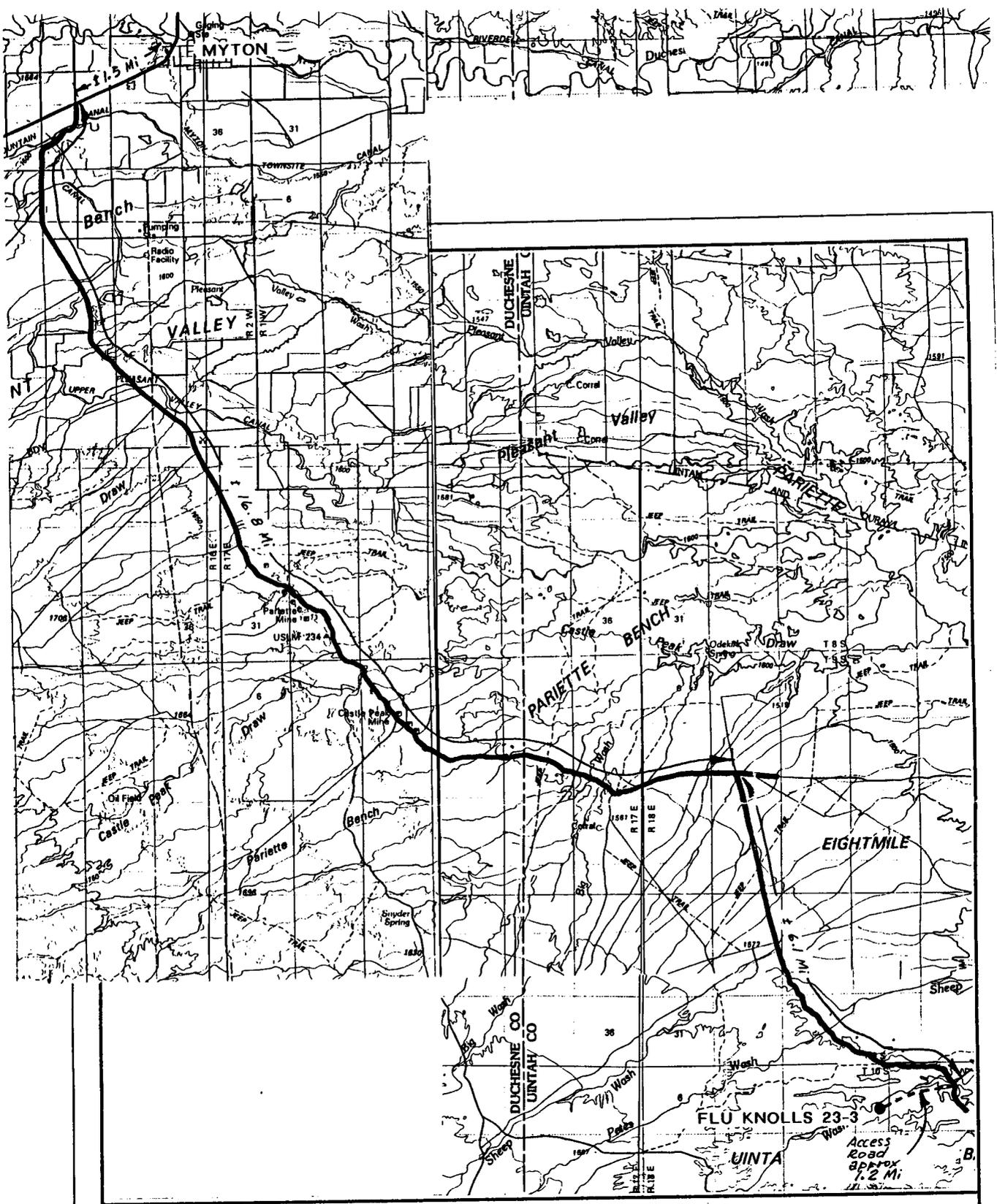
Participants on Joint Inspection

Kary J. Kaltenbacher
Byron Tolman

Wildrose Resources Corporation
BLM

CONFIDENTIAL STATEMENT

WILDROSE RESOURCES CORPORATION, AS OPERATOR, REQUESTS THAT ALL INFORMATION RELATED TO THIS WELL BE HELD TIGHT FOR THE MAXIMUM PERIOD ALLOWED BY FEDERAL AND STATE REGULATIONS.



TOPOGRAPHIC
MAP "A"

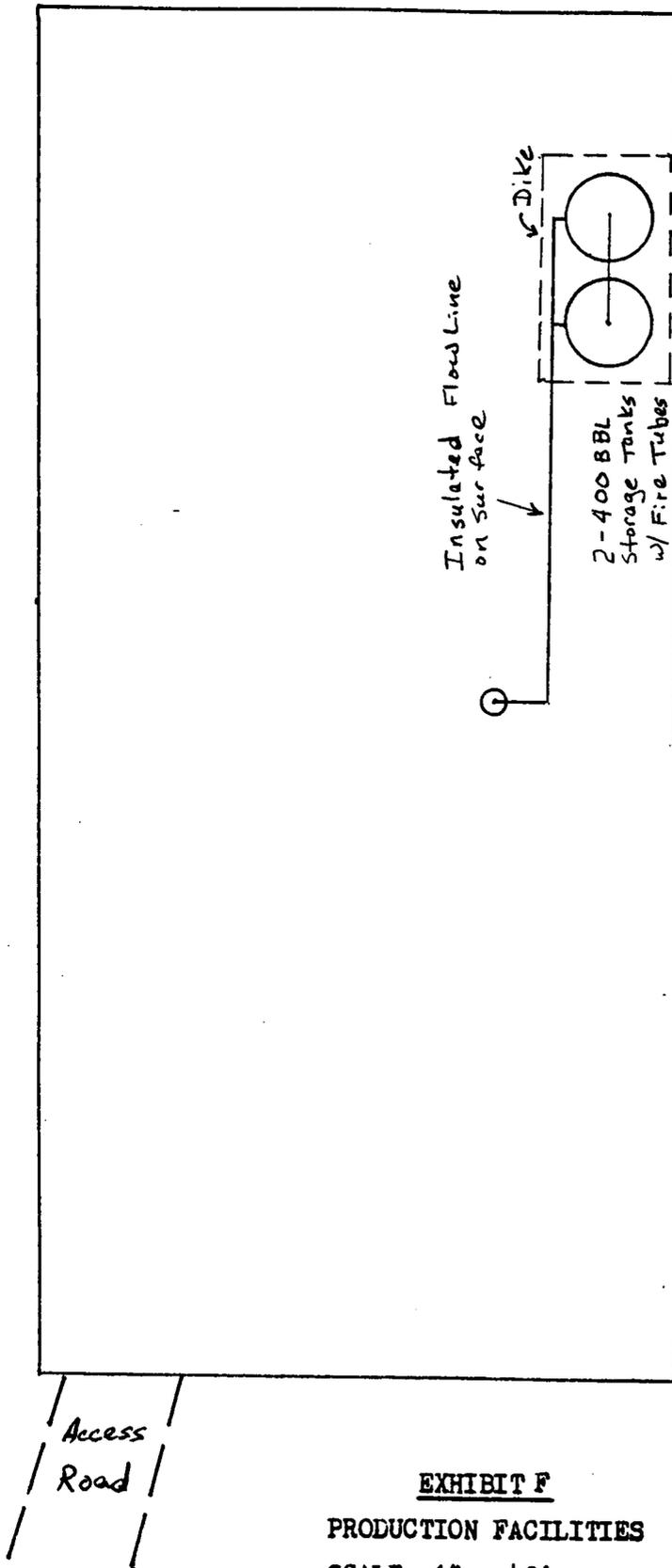


WILDROSE RESOURCES CORP.

FLU KNOLLS 23-3
SECTION 3, T10S, R18E, S.L.B.&M.

24 Apr '96 83-123-024

Exhibit 'E'



Reserve Pit -
Back filled

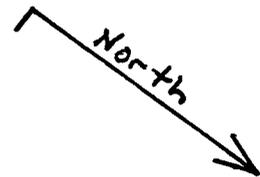


EXHIBIT F
PRODUCTION FACILITIES
SCALE: 1" = 40'

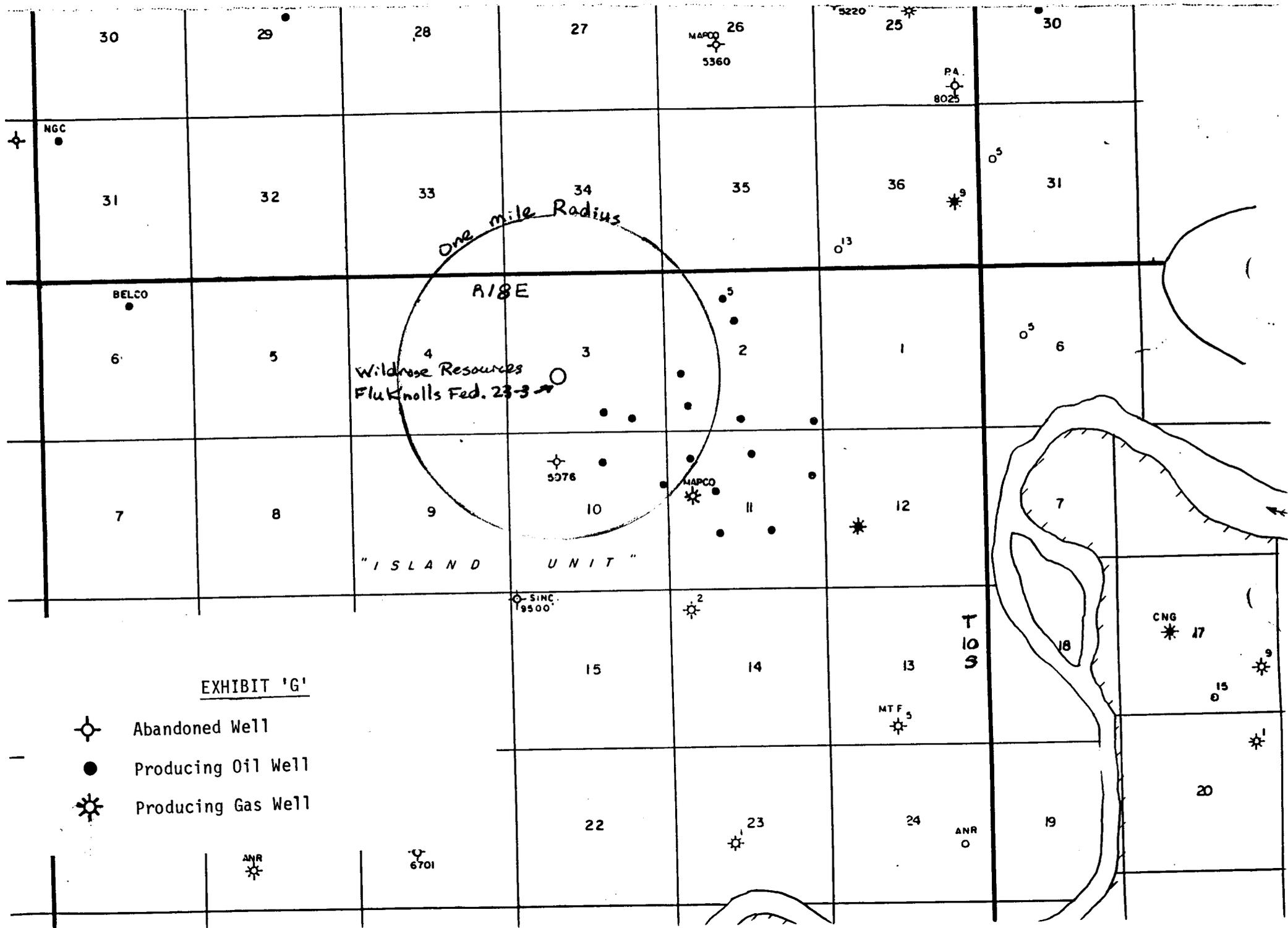


EXHIBIT 'G'

- ⊕ Abandoned Well
- Producing Oil Well
- ☀ Producing Gas Well

ANR
6701

6701

T
10
S

ANR
O

CNG

MTF
5

A18E

Wildrose Resources
Flu Knolls Fed. 23-3

One mile Radius

"ISLAND UNIT"

NGC

BELCO

MAPCO
5360

PA.
8025

5276

MAPCO

SINC.
19500

5220

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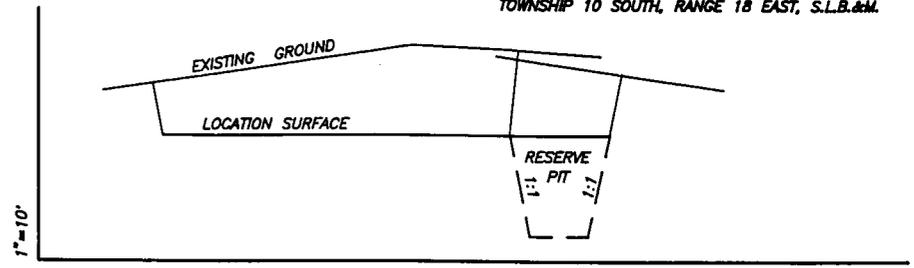
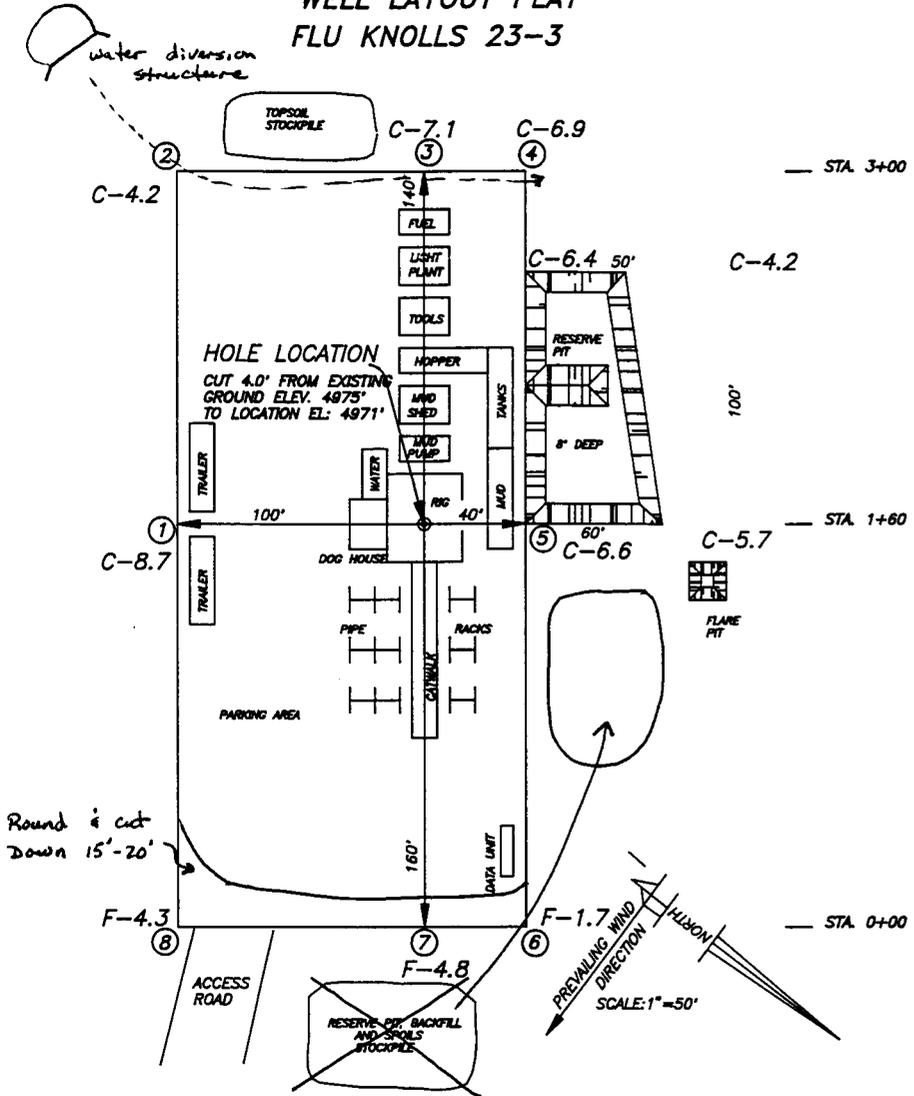
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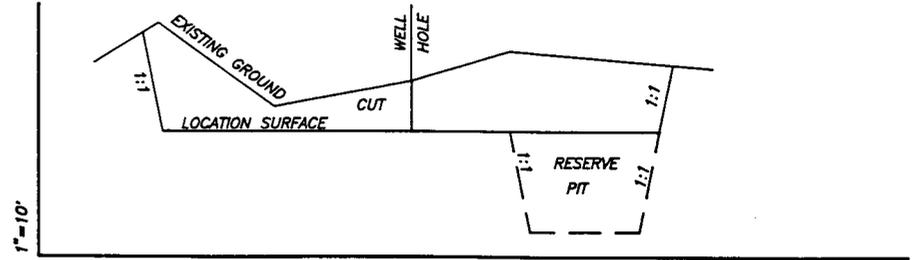
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WILDROSE RESOURCES CORP.
WELL LAYOUT PLAT
FLU KNOLLS 23-3

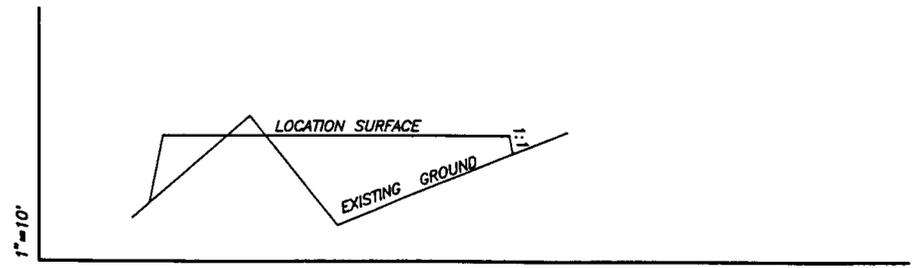
LOCATED IN THE NE1/4 OF THE SW1/4 OF SECTION 3,
 TOWNSHIP 10 SOUTH, RANGE 18 EAST, S.L.B.&M.



1"=50' STA 3+00 (2+60 FOR PIT)



1"=50' STA 1+60



1"=50' STA 0+00

APPROXIMATE QUANTITIES
 CUT: 9100 CU. YDS. (INCLUDES PIT)
 FILL: 2000 CU. YDS.

23 APR 1996 83-123-024

Exhibit 'H'

	JERRY D. ALLRED & ASSOCIATES SURVEYING AND ENGINEERING CONSULTANTS
	121 NORTH CENTER STREET P.O. BOX 975 DUCHESNE, UTAH 84021 (801) 738-5352

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 05/09/96

API NO. ASSIGNED: 43-047-32764

WELL NAME: FLU KNOLLS FEDERAL 23-3
 OPERATOR: WILDROSE RESOURCES CORP (N9660)

PROPOSED LOCATION:
 NESW 03 - T10S - R18E
 SURFACE: 1910-FSL-1840-FWL
 BOTTOM: 1910-FSL-1840-FWL
 UINTAH COUNTY
 UNDESIGNATED FIELD (002)

LEASE TYPE: FED
 LEASE NUMBER: U - 68620

PROPOSED PRODUCING FORMATION: GRRV

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

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Federal State Fee
 (Number 229352)
- Potash (Y/N)
- Oil shale (Y/N)
- Water permit
 (Number 43-1721)
- RDCC Review (Y/N)
 (Date: _____)

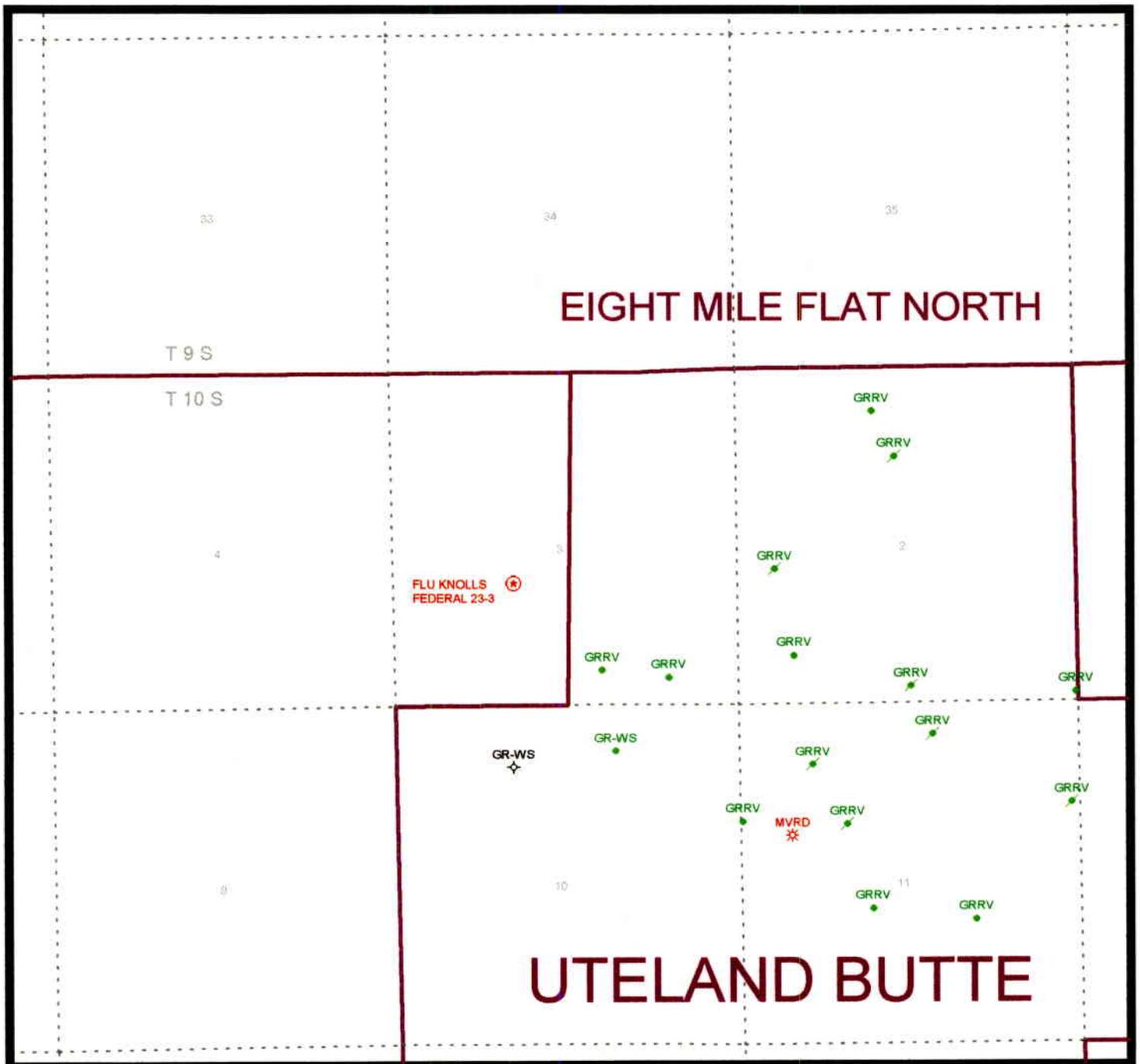
LOCATION AND SITING:

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

COMMENTS: _____

STIPULATIONS: _____

**WILDROSE RESOURCES
FLU KNOLLS FEDERAL 23-3
SEC. 3, T10S, R18E
UINTAH COUNTY, UAC R649-3-2**



**PREPARED:
DATE: 10-MAY-96**

STATE OF UTAH, DIV OF OIL, GAS & MINERALS

Operator: WILDROSE RESOURCES COR	Well Name: FLU KNOLLS FED 23-3
Project ID: 43-047-32764	Location: SEC. 3 - T10S - R18E

Design Parameters:

Mud weight (8.80 ppg) : 0.457 psi/ft
 Shut in surface pressure : 2003 psi
 Internal gradient (burst) : 0.057 psi/ft
 Annular gradient (burst) : 0.000 psi/ft
 Tensile load is determined using air 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	5,000	5.500	15.50	J-55	ST&C	5,000	4.825		
	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	2286	4040	1.767	2286	4810	2.10	77.50	202	2.61 J

Prepared by : MATTHEWS, Salt Lake City, Utah
 Date : 08-12-1996
 Remarks :

GREEN RIVER

Minimum segment length for the 5,000 foot well is 1,500 feet.
 SICP is based on the ideal gas law, a gas gravity of 0.75, and a mean gas temperature of 109°F (Surface 74°F , BHT 144°F & temp. gradient 1.400°/100 ft.)
 String type: Production
 The mud gradient and bottom hole pressures (for burst) are 0.457 psi/ft and 2,286 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 - (uniaxial) burst, 1.8 - API 8rd tension, 1.6 - buttress tension, 1.5 - body yield tension, and 1.6 - EUE 8rd tension. 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 1.07)



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)

August 12, 1996

Wildrose Resources Corporation
4949 South Albion Street
Littleton, Colorado 80121

Re: Flu Knolls Federal 23-3 Well, 1910' FSL, 1840' FWL, NE SW,
Sec. 3, T. 10 S., R. 18 E., Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 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 43-047-32754.

Sincerely,

R. J. Firth
Associate Director

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



Operator: Wildrose Resources Corporation
Well Name & Number: Flu Knolls Federal 23-3
API Number: 43-047-32754
Lease: U-68620
Location: NE SW Sec. 3 T. 10 S. R. 18 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)538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Frank Matthews at (801)538-5334 or Mike Hebertson at (801)538-5333.
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.

DOGMA

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

MAY 1996

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK

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

2. NAME OF OPERATOR
 Wildrose Resources Corporation PH: 303-770-6566

3. ADDRESS OF OPERATOR
 4949 South Albion Street, Littleton, CO 80121

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
 At surface 1910' FSL & 1840' FWL (NE $\frac{1}{2}$ SW $\frac{1}{2}$)
 At proposed prod. zone Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE
 20 miles SE of Myton, Utah

16. DISTANCE FROM PROPOSED LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any)
 800'

17. NO. OF ACRES IN LEASE
 1279.3

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

19. PROPOSED DEPTH
 5000'

20. ROTARY OR CABLE TOOLS
 Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 4975' GR

22. APPROX. DATE WORK WILL START
 September 1, 1996

5. LEASE DESIGNATION AND SERIAL NO.
 U-68620

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
 Flu Knolls Federal

9. WELL NO.
 23-3

10. FIELD AND POOL, OR WILDCAT
 Uteland Butte

11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Section 3, T10S, R18E

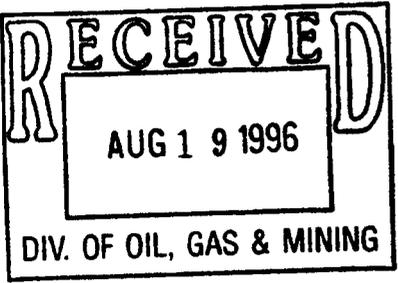
12. COUNTY OR PARISH
 Uintah

13. STATE
 Utah

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8"	24#, J-55	400'	250 sx
7-7/8"	5-1/2"	15.5#, J-55	5000'	500 sx

SEE ATTACHED EXHIBITS: A - Surveyors Plat E - Access Road Map
 B - 10 Point Plan F - Production Facilities
 C - BOP Diagram G - Existing Wells Map
 D - 13 Point Surface Use Program H - Pit & Pad Layout, Cuts & Fills, Cross Sections, Rig Layout



RECEIVED
MAY 09 1996

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 Kay J. Kattenbeck TITLE Vice President DATE May 6, 1996

(This space for Federal or State office use)
NOTICE OF APPROVAL

PERMIT NO. _____ APPROVAL DATE _____
 APPROVED BY [Signature] TITLE Assistant Field Manager
 CONDITIONS OF APPROVAL, IF ANY: _____ TITLE Mineral Resources DATE AUG 13 1996

CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

44080-607-120

*See Instructions On Reverse Side

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Wildrose Resources Corporation

Well Name & Number: Federal 23-3

API Number: 43-047-32764

Lease Number: U-68620

Location: NESW Sec. 3 T. 10S R. 18E

NOTIFICATION REQUIREMENTS

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

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

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

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

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

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

A. DRILLING PROGRAM

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

Report **ALL** water shows and water-bearing sands to Tim Ingwell of this office **prior to setting the next casing string or requesting plugging orders**. Faxed copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

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

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., for a 2M system and individual components shall be operable as designed. Chart recorders shall be used for all pressure tests.

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

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

3. Casing Program and Auxiliary Equipment

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

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

As a minimum, the usable water and oil shale resources shall be isolated and/or protected by the cementing program. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

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

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

5. Coring, Logging and Testing Program

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

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

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

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

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

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

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

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

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

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

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

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

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

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

approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

7. Other Information

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

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

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

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

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

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

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

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

APD approval is valid until September 30, 1996. Unless diligent drilling operations are in progress at midnight September 30, 1996, lease UTU-68620 will expire on its own terms.

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

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

Ed Forsman (801) 789-7077
Petroleum Engineer

Jerry Kenczka (801) 789-1190
Petroleum Engineer

BLM Fax Machine (801) 781-4410

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

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

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

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

- A water diversion dam should be constructed in the drainage to the south of the location to divert runoff water around the location to the west.
- The access road should be constructed as to avoid the three archeological sites identified in the area. In order to accomplish this a BLM representative must be present during the road construction to ensure these sites are protected.
- The entire location should be shortened by 15 feet on the rig lay down side and corner # 8 should be rounded to avoid obstructing the drainage on the south side of the location.
- The reserve pit spoils should be piled on the east side of the pit instead as originally shown on the cut sheet.
- If the alternate source of water from the Green River is to be used, a permit will be required.
- No construction or drilling would be allowed from April 1 to July 15 in order to protect nesting raptors in the area.
- If the well becomes a producing well, a multi-cylinder engine must be used to power the pumping unit.

CONFIDENTIAL

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: WILDROSE RESOURCES

Well Name: FLUE KNOLLS FEDERAL 23-3

Api No. 43-047-32754

Section 3 Township 10S Range 18E County UINTAH

Drilling Contractor _____

Rig #: _____

SPUDDED:

Date: 9/23/96

Time: _____

How: DRY HOLE

Drilling will commence: _____

Reported by: K. KALTENBACHER

Telephone #: 1-303-770-6566

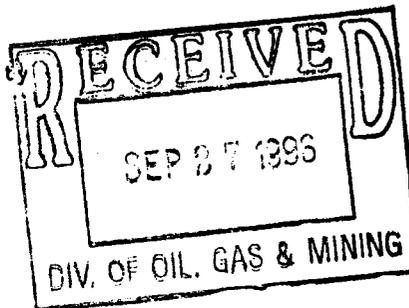
Date: 9/24/96 Signed: C. DANIELS

OPERATOR Wildrose Resources Corp. OPERATOR ACCT. NO. N 9660
 ADDRESS 4999 S. Albion St
Littleton, CO 80121

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12003	4304732754	Flu Knolls Fed. 23-3	NE/SW	3	10S	18E	Utah	9/23/96	
WELL 1 COMMENTS: Entity added 9-27-96. <i>Y</i>											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

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

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



Kang Katterbeck
 Signature
V. P. Title
9/24/96 Date
 Phone No. (303) 770-6566

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE

(See other instructions on reverse side)

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

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. RENVR. Other _____

2. NAME OF OPERATOR
Wildrose Resources Corp.

3. ADDRESS OF OPERATOR
4949 S. Albion St., Littleton, CO 80121

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*
At surface *1910' FSL & 1840' FWL (NE/SW)*

At top prod. interval reported below
same

At total depth
same

CONFIDENTIAL
14. PERMIT TO DRILL ISSUED
43-047-32754

5. LEASE DESIGNATION AND SERIAL NO.
U-68620

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
Flu Knolls Federal

9. WELL NO.
23-3

10. FIELD AND POOL, OR WILDCAT
Uteland Butte

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA
Sec. 3, T105, R18E

12. COUNTY OR PARISH
Uintah

13. STATE
Utah

15. DATE SPUDDED *9/23/96* 16. DATE T.D. REACHED *10/13/96* 17. DATE COMPL. (Ready to prod.) *11/8/96* 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* *4975' GR* 19. ELEV. CASINGHEAD *4975'*

20. TOTAL DEPTH, MD & TVD *5050'* 21. PLUG, BACK T.D., MD & TVD *4996'* 22. IF MULTIPLE COMPL., HOW MANY* *-* 23. INTERVALS DRILLED BY ROTARY TOOLS *0'-TD* CABLE TOOLS *-*

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*
4911' - 4920' Green River (Wesatch Tongue)

25. WAS DIRECTIONAL SURVEY MADE
No

26. TYPE ELECTRIC AND OTHER LOGS RUN
CBU/GR/CAL MUD LOG 12-20-96

27. WAS WELL CORED
No

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
<i>8 5/8"</i>	<i>24</i>	<i>392'</i>	<i>12 1/4"</i>	<i>160 SX (To Surface)</i>	<i>-</i>
<i>5 1/2"</i>	<i>15.5</i>	<i>5047'</i>	<i>7 7/8"</i>	<i>332 SX</i>	<i>-</i>

29. LINER RECORD 30. TUBING RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
<i>N/A</i>					<i>2 7/8"</i>	<i>4881'</i>	<i>No</i>

31. PERFORATION RECORD (Interval, size and number)

4911' - 4920': 36 Holes - 0.43"

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

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
<i>4911' - 4920'</i>	<i>20425 gal x-link gelled water + 71,400 # 20/40 sand</i>

33.* PRODUCTION

DATE FIRST PRODUCTION _____ PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)
Swab test

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
<i>11/8/96</i>	<i>24</i>	<i>-</i>	<i>→</i>	<i>8</i>	<i>TSTM</i>	<i>6 (BLW)</i>	<i>-</i>

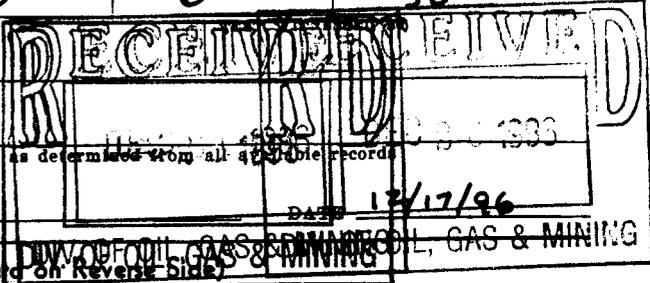
FLOW. TUBING PRSS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)
<i>-</i>	<i>0</i>	<i>→</i>	<i>8</i>	<i>0</i>	<i>6</i>	<i>30°</i>

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)
none

35. LIST OF ATTACHMENTS
Logs, Daily Reports, mud Logs

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

SIGNED *Kary Kattenbeel* TITLE *V.P.* DATE *12/17/96*



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

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
				Green River	1283'	1283'
				Wasatch Wasatch Tongue	4753'	4753'

DAILY DRILLING REPORT

Operator: Wildrose Resources Corporation
Well: #23-3 Flu Knolls Federal
T 10 S, R 18 E, Section 3
NE SW (1910' FSL & 1840' FWL)
Uintah County, Utah
Projected TD - 5100'
Elevation: GR: 4971', KB: 4981' estimated
Contractor: Caza Rig #56

09/24/96 MI & RU Ross Well Service air rig. Spudded @ 5:00 PM 9/23/96. Drilled 30' of 12 1/4" hole. SDFN.

09/25/96 Drilled to 90'. Shut down for rig repairs.

09/26/96 Drilled to 230'. SDFN.

09/27/96 Drilled to 380'. SDFN.

09/28/96 Drilled to 393'. SDFN.

09/29/96 Ran 13 jts (381') 8 5/8", 24#, J-55, STC csg w/ guide shoe & 3 centralizers. Set csg @ 392' KB. RU HOWCO. Pumped 10 bbl dye water & 10 bbl gel water. Pumped 160 sx Class 'G' cement w/ 2% gel, 2% CaCl₂ & 1/4#/sk Flocele. Dropped plug. Displaced w/ 22 bbl water. Had good cement to surface. SIFN.

09/30/96 SDF Sunday.

10/01/96 Drilled mouse & rat hole. RD & MO.

10/03/96 Day 1: TD-1115' drlg. Drld 702' in 6 1/2 hrs w/ water. MI & RU Caza Rig #56. NUBOP's. Tested BOP's to 2000 psi. Ran Bit #1, 7 7/8", HTC ATJ22 w/ mud motor @ 413'. Bit #1 has drld 702' in 6 1/2 hrs. Surveys: 1/2 @ 379', 3/4 @ 889'.

10/04/96 Day 2: TD-2723' drlg & WO water. Drld 1608' in 16 1/2 hrs w/ wtr. Bit #1 has drld 2316' in 23 hrs. Surveys: 1 1/4 @ 1396', 1 1/4 @ 1891', 2 1/2 @ 2255', 2 @ 2504'. Lost circulation @ 2227'. Drld w/o returns to 2366'. Got full returns till 2414'. Lost circulation again. Drlg w/o returns to 2723'. Pumping paper sweeps this AM.

10/05/96 Day 3: TD-2779' drlg. Drld 56' in 2 1/ hrs w/ mud. MW-8/6, Vis-36, LCM-12%. Pulled Bit #2, STC, 7 7/8" F-34 @ 2723'. Mudded up system & pumped LCM @ 15%. Got returns after 8 hrs. Drld from 2723' to 2748'. Lost circulation. Mixed & pumped LCM. Got returns again after 8 hrs. Drld from 2748' to 2779'. Hole still seeping.

10/06/96 Day 4: TD-3270' drlg. Drld 491' in 23 hrs w/ mud. MW-8.6, Vis-36, LCM-14%. Bit#2 has drld 547' in 25 1/4 hrs. Survey: 2 1/4^o @ 3030'. Not losing mud this AM.

10/07/96 Day 5: TD-3684' drlg. Drld 414' in 22 1/2 hrs w/ mud. MW-8.9, Vis-36, LCM-5%. Bit #2 has drld 961' in 47 3/4 hrs. Survey: 2 1/2^o @ 3534'. Not losing mud. Will shake LCL out of system this AM.

10/08/96 Day 6: TD-3954 mixing LCM. Drld 270' in 18 1/2 hrs w/ mud. MW-9.0, Vis-32, LCM-5%. Bit #2 has drld 1231' in 66 1/4 hrs. Lost circulation @ 3954'. Mixed LCM for 5 1/2 hrs. Now have returns.

10/09/96 Day 7: TD-4310' drlg. Drld 356' in 23 hrs w/ mud. MW-8.6, Vis-36, LCM-15%. Bit #2 has drld 1587' in 89 1/4 hrs. Survey: 2 @ 4024'. Not losing fluid.

10/10/96 Day 8: TD-4585' drlg. Drld 275' in 18 1/2 hrs w/ mud. MW-8.6, Vis-34, LCM-12%. Bit #2 has drld 1862' in 107 3/4 hrs. Lost circulation @ 4545'. MW-9.1. Regained circulation.

10/11/96 Day 9: TD-4895' drlg. Drld 290' in 23 hrs w/ mud. MW-8.8, Vis-35, LCM-10%. Bit #2 has drld 2152' in 130 3/4 hrs. Survey: 3/4^o @ 4612'.

DAILY DRILLING REPORT

Operator: Wildrose Resources Corporation
Well: #23-3 Flu Knolls Federal
T 10 S, R 18 E, Section 3
NE SW (1910' FSL & 1840' FWL)
Uintah County, Utah
Projected TD - 5100'
Elevation: GR: 4971', KB: 4981' estimated
Contractor: Caza Rig #56

page 2

10/12/96 Day 10: TD-4986'. TOH to log. Drld 111' in 11 1/2 hrs w/ mud. MW-8.5, Vis-40, LCM-20%. Lost circulation @ 4978'. MW @ 8.9, Mixed mud & LCM for 5 hrs. Got returns back. Drld to 4986'. Circ for 1 hr. POH w/ Bit #2 to log. Bit #2 drld 2263' in 142 1/4 hrs. Survey: 1 @ 4956'.

10/13/96 Day 11: TD-4990'. TIH. Drld 4' in 1/2 hr w/ mud. MW-8.5, Vis-35, LCM-10%. POH to log. Schlumberger truck computer failed. Wait on truck from Evanston. TIH w/ Bit #2 7 7/8", HTC, ATJ22 (RR). Drld 4'. Circ 1 hr. TOH w/ Bit #2. RU Schlumberger. Logged as follows:

DLL	4980'-394'
FDC-CNL	4970'-3000'
CMR	4980'-4310'

Logger's TD-4991'. Now TIH w/ Bit #2 to drill additional hole to run casing.

10/14/96 Day 12: TD-5050'. PBT-5003'. Rig released. Drld 60' to 5050' in 5 hrs. Circulated for 1 hr. LDDP. Ran 5 1/2" csg as follows:

Float shoe
1 jt 5 1/2", 15.5#, J-55, LTC
Float collar
120 jts 5 1/2", 15.5#, J-55, LTC

w/ 7 centralizers. Set csg @ 5047'. Circulated for 1/2 hr. RU HOWCO. Pumped 10 bbl water, 5 bbl SuperFlush, 2 bbl water & 10 bbl gel water. Cemented w/ 132 sx HiFill cement & 200 sx 50/50 Poz; 2% gel, 10% salt & 0.5% Halad 322. Dropped plug. Displaced w/ 120 bbl water w/ 2 gal/1000 Clayfix @ 8 BPM. Bumped plug w/ 1500 psi. Float held. Pulled up BOP's. Set slips. Cut off csg. Packed off wellhead. Released rig @ 8 AM 10/14/96. Drop from report pending completion.

DAILY COMPLETION REPORT

Operator: Wildrose Resources Corporation
 Well: #23-3 Flu Knolls Federal
 T 10 S, R 18 E, Section 3
 NE SW (1910' FSL & 1840' FWL)
 Uintah County, Utah
 PT# - 4996'
 Elevation: GR: 4971', KB: 4984'
 Contractor: ROSS WELL SERVICE

10/23/96 RU Schlumberger mast truck. Run CBL from 4840'-3800' (tool would not go past 4840'). Found cement top @ 2200'. RD Schlumberger.

10/30/96 Day 1: MI & RU Ross Well Service. NUBOP's. SDFN.

10/31/96 SD. Tubing did not show up.

11/01/96 Day 2: PSTD-4996'. Unloaded 194 jts 2 7/8" tbg. PU & ran 4 3/4" bit & scraper on 158 jts tbg. Tagged @ 4996'. Pulled 1 jt tbg to 4985'. Circulated bottoms up clean w/ 40 bbl 2% KCl water. Pressure tested csg to 3000 psi for 5 min - OK. RU to swab. Swabbed 70 BW - FL @ 3000'. SIFN.

11/02/96 Day 3: Swabbed 20 BW - FL @ 4000'. POH w/ tbg. RU Schlumberger. Perforated 4911-4920' (2') w/ 4 JSPF using 4" csg gun. RD Schlumberger. Ran SN on 154 jts tbg to 4907'. RU to swab. FL @ 3900'. Swabbed 15 BF in 2 hrs. 1st run - 20% oil, remaining runs - 5% oil w/ show of gas. Final FL @ 4500'. SIFN.

11/03/96 Day 4: CP=20 psi, TP=20 psi @ 7AM 11/2/96. FL @ 4300'. Swabbed 7 BF (est 5 BW & 2 BO) in 5 runs. 1st run - 40% oil, 2-4 runs - 5% oil, last run - 60% oil. FL @ 4700' last 3 runs. SIFN.

11/04/96 SDF Sunday.

11/05/96 Day 5: CP=50 psi, TP=75 psi. FL @ 4200'. Swabbed 10 BF (est 7 BO & 3 BW) in 5 runs. Last 3 runs - 100% oil. FL @ 4800'. POH w/ tbg. RU HOWCO to frac down 5 1/2" csg as follows:

VOLUME	EVENT	RATE	AVERAGE TREATMENT PRESSURE
250 gal	7 1/2 % MCA acid	15 BPM	Load csg
3000 gal	Prepad - 30# linear gel	15 BPM	Load csg
3000 gal	Pad - 35# Boragel	20 BPM	2300 psi
	(Csg loaded @ 4700 gal, zone broke @ 2650 psi)		
2000 gal	2 ppg 20/40 - 30# BG	22 BPM	2500 psi
2000 gal	3 ppg 20/40 - 30# BG	23 BPM	2300 psi
2000 gal	4 ppg 20/40 - 30# BG	23 BPM	2000 psi
2000 gal	5 ppg 20/40 - 30# BG	23 BPM	1750 psi
2000 gal	6 ppg 20/40 - 30# BG	23 BPM	1700 psi
2000 gal	7 ppg 20/40 - 30# BG	24 BPM	1650 psi
2175 gal	8 ppg 20/40 - 30# BG	24 BPM	1550 psi
4830 gal	Flush - 30# linear gel	25 BPM	1900 psi
Frac totals: 25,255 gal (601 bbl) water, 71,400# 20/40 sand. ISIP=1850 psi. Opened well on choke. Flowed back 67 BLW in 2 hrs. CP=0. RD frac head. RU to run tbg. SIFN. 534 BLWTR.			

11/06/96 Day 6: CP=0 (on vacuum). TIH w/ 100 jts to 3166'. Load hole w/ 22 BLW. Circulated bottoms up - no sand. TIH w/ 47 jts. Tag sand @ 4654'. Circulate out sand to 5003' w/ 11 jts. Circulate clean. Lost approx 30 BLW while circulating out sand. Pulled 16 jts tbg to 4493'. RU to swab - FL @ 200'. Swabbed 105 BLW in 3 hrs (18 runs). Final FL @ 3900' w/ trace of oil. SIFN. 481 BLWTR.

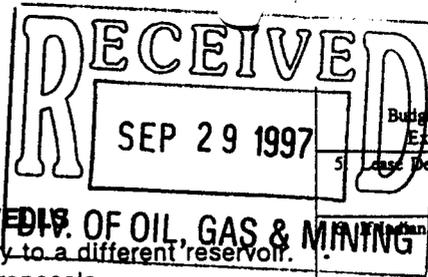
11/07/96 Day 7: CP=0. FL @ 3300'. Swabbed 21 BLW (11 runs) w/ trace of oil in 2 1/2 hrs. FL @ 4400'. RD swab. Ran tbg to PSTD - no sand fillup. Pulled tbg to 4812'. RU to swab. FL @ 4300'. Swabbed 27 BLW (9 runs) w/ 1% oil in 2 hrs. FL @ 4700'. Waited 1 hr. FL @ 4500'. Made 2 swab runs - recovered 1 BF - 20% oil on 1st run & 5% oil on 2nd run. Final FL @ 4500'. SIFN. 433 BLWTR.

11/08/96 Day 8: CP=10 psi, TP=10 psi. FL @ 3600'. Swabbed 22 BF (est 6 BO & 16 BLW) in 7 runs (1 1/2 hrs). 1st run - 80% oil. Runs 2-7: 15-20% oil. FL @ 4700'. Waited 1 hr - FL @ 4600'. Recovered 1/2 BF on 1 run - est. 30% oil. SIFN. 417 BLWTR.

11/09/96 Day 9: CP=10 psi, TP=10 psi. FL @ 4000'. Swabbed 14 BF (est 8 BO & 6 BLW) in 7 runs (1 3/4 hrs). Final FL @ 4700'. Ran 2 jts tbg. EOT @ 4881, SN @ 4848'. Stripped off BOP's. Set tbg slips. Packed off tbg head. RD & MO Ross Well Service. RU Sun Oilfield Service. Ran pressure bomb on slick line to 4850'. SIFN.

11/10-11/96 SI - running pressure test.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT



FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993
Lease Designation and Serial No.
U-68620
Allottee or Tribe Name

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

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

SUBMIT IN TRIPLICATE

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other	7. If Unit or CA, Agreement Designation
2. Name of Operator Wildrose Resources Corporation	8. Well Name and No. Flu Knolls Federal #23-3
3. Address and Telephone No. 4949 S. Albion St., Littleton, CO 80121 303-770-6566	9. API Well No. 43-047-32754
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1910' FSL & 1840' FWL (NE $\frac{1}{4}$ SW $\frac{1}{4}$) Section 3, T10S, R18E	10. Field and Pool, or Exploratory Area Uteland Butte
	11. County or Parish, State Uintah County, Utah

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

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

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

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

Effective October 1, 1997, Wildrose Resources Corporation is no longer Operator of this well. The new Operator is Chandler & Associates, Inc. Their address is 475 17th Street, Suite 1000, Denver, CO 80202, Phone #: 303-295-0400. A notice of this change along with bonding information will be forthcoming shortly from Chandler & Associates.

Original: BLM
Copy: State

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

Signed Kenny Kattenbach Title V.P. Date Sept. 24, 1997

(This space for Federal or State office use)

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



United States Department of the Interior

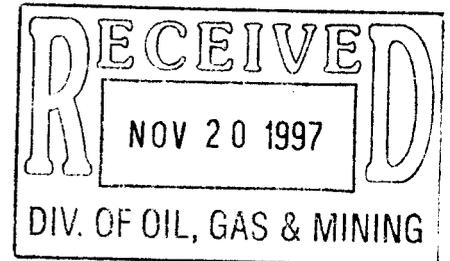
BUREAU OF LAND MANAGEMENT

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

November 10, 1997



Chandler & Associates, Inc.
Attn: Terry J. Cox
475 17th Street, Suite 1000
Denver CO 80202

Re: ⁴³⁻⁰⁴⁷⁻³²⁷⁵⁴
Well No. Flu Knolls Fed. 23-3
NESW, Sec. 3, T10S, R18E
Lease U-68620
Uintah County, Utah

Dear Mr. Cox:

This correspondence is in regard to the Sundry Notice 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, Chandler & Associates, Inc. is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UT0969, 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 (435) 781-4400.

Sincerely,

Howard B. Cleavinger II
Assistant Field Manager
Minerals Resources

cc: Division Oil, Gas & Mining
Wildrose Resources Corp.
Co-Energy Rockies Inc.
Yates Petroleum Corp.

OPERATOR CHANGE WORKSHEET

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

1-HEP	6-LEG
2-GLH	7-KASL
3-DPS	8-SI
4-VLD	9-FILE
5-IRB	

- 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: 10-1-97

TO: (new operator) CHANDLER & ASSOCIATES INC FROM: (old operator) WILDROSE RESOURCES CORP.
 (address) 475 17TH ST #1000 (address) 4949 S ALBION ST
DENVER CO 80202 LITTLETON CO 80121
 Phone: (303)295-0400 Phone: (303)770-6566
 Account no. N3320 Account no. N9660

WELL(S) attach additional page if needed:

Name: <u>FLU KNOLLS FED 23-3/GR</u>	API: <u>43-047-32754</u>	Entity: <u>12003</u>	S	<u>3</u>	T	<u>10S</u>	R	<u>18E</u>	Lease: <u>U68620</u>
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____
Name: _____	API: _____	Entity: _____	S	_____	T	_____	R	_____	Lease: _____

OPERATOR CHANGE DOCUMENTATION

- 1 (r649-8-10) Sundry or other legal documentation has been received from the FORMER operator (attach to this form). *(Lec'd 9-29-97)*
- * (r649-8-10) Sundry or other legal documentation has been received from the NEW operator (Attach to this form). *Blm Approval 11-10-97.*
- N/A The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is the company registered with the state? (yes/no) _____ If yes, show company file number: _____
- Lec 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.
- Lec Changes have been entered in the Oil and Gas Information System (3270) for each well listed above. *(11-24-97)*
- Lec Cardex file has been updated for each well listed above. *(11-24-97)*
- Lec Well file labels have been updated for each well listed above. *(11-24-97)*
- Lec Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to Trust Lands, Sovereign Lands, UGS, Tax Commission, etc. *(11-24-97)*
- Lec 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 Yes 1. (r649-3-1) The NEW operator of any fee lease well listed above has furnished a proper bond.
2. A copy of this form has been placed in the new and former operator's bond files.
3. The FORMER operator has requested a release of liability from their bond (yes/no) , as of today's date . If yes, division response was made to this request by letter dated .

LEASE INTEREST OWNER NOTIFICATION OF RESPONSIBILITY

- N/A 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.
DC 11/25/97
- N/A 2. (r649-2-10) The former operator of any fee lease wells listed above has been contacted and informed by letter dated 19 , of their responsibility to notify all interest owners of this change.

FILMING

1. All attachments to this form have been microfilmed. Today's date: 11-5-98.

FILING

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

COMMENTS

971124 BLM/Vernal Appr. 11-10-97.

04/21/98 TUE 09:06 FAX 30 50222 CHANDLER & ASSOC. FROM CHANDLER - RANGELY
APR-21-98 TUE 08:18 AM 1... OIL GAS AND MINING

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

OPERATOR Chandler & Assoc., LLC
ADDRESS 475 17th Street, Suite 1000
Denver, CO 80202-4016

OPERATOR ACCT. NO. N 3320

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION				SPUD DATE	EFFECTIVE DATE	
					TN	SC	SP	RG			COUNTY
A	12003		43-047-32754	Flu Knolls 23-3	NESE	3	10S	18E	Uintah	9-23-96	10-30-98

WELL 1 COMMENTS:
entity already added 9-27-96

A	99999	12490	43-047-33164	Desert Spring 16-19-10-18	SESE	19	10S	18E	Uintah	9-3-98	10-30-98
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WELL 2 COMMENTS:
981105 entity added. KDR

A	99999	12497	43-013-31888	W. River Bend 3-12-10-15	NENW	12	10S	15E	Duchesne	7-2-98	10-30-98
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WELL 3 COMMENTS:
981105 entity added (W. River Bend W) KDR

A	99999	12497	43-013-32057	W. River Bend 16-17-10-17	SESE	17	10S	17E	Duchesne	6-25-98	10-30-98
---	-------	-------	--------------	---------------------------	------	----	-----	-----	----------	---------	----------

WELL 4 COMMENTS:
981105 entity added (W. River Bend U) KDR

Post-It® Fax Note	7671	Date	11-2-98	# of pages	1
To	Cristin Rizbeck	From	Jane Fennell		
Co./Dept.		Co.	Chandler & Assoc.		
Phone #		Phone #	970-675-8451		
Fax #	801-359-3940	Fax #			

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

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

(3/89)

Jane Fennell
Signature
Oper. Supervisor 11-2-98
Date
Phone No. 970, 675-8451

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

Budget Bureau No. 1004-0135

Expires: March 31, 1993

5. Lease Designation and Serial No.

U-68620

6. If Indian, Allottee or Tribe Name

NA

7. If Unit or CA, Agreement Designation

NA

8. Well Name and No.

Flu Knolls Fed. 23-3

9. API Well No.

43-047-32754

10. Field and Pool, or Exploratory Area

Uteland Butte

11. County or Parish, State

Uintah County, Utah

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 checked="" type="checkbox"/> Oil Well	<input type="checkbox"/> Gas Well	<input type="checkbox"/> Other
--	-----------------------------------	--------------------------------

2. Name of Operator

Chandler & Associates, LLC

3. Address and Telephone No.

475 17th St., Ste 1000, Denver, CO 80202 Rangely -970-675-8451

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

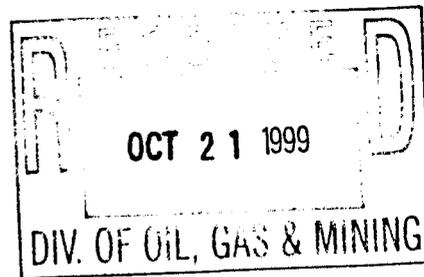
1910' FSL, 1840' FWL NESW Sec. 3, T10S, R18E

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

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

Any water produced by this well will be pulled directly from the production tanks and trucked to Water Disposal, Inc.



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

Signed

Jim Simonson

Title **Operations/Production Supervisor**

Date

10/18/99

(This space for Federal or State office use)

Approved by _____

Title _____

Date _____

Conditions of approval, if any:

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

***See Instructions on Reverse Side**

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING

RECEIVED

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.

FEB 18 2000

5. Lease Designation and Serial Number:
U - 68620

6. Section, Township or T10S Name:

7. Unit Agreement Name

DIVISION OF
OIL, GAS AND MINING

1. Type of Well: OIL GAS OTHER:

2. Name of Operator:
PENDRAGON ENERGY PARTNERS, INC.

3. Address and Telephone Number:
621 17TH STREET, #750, DENVER, CO 80293 (303) 296-9402

4. Location of Well
Postage: 1910' FSL, 1840' FWL,
Co. Sec., T., R., M.: SW NE SW SECTION 3, T10S - R18E

8. Well Name and Number:
FLU KNOLLS FED. #23-3

9. API Well Number:
43-047-32754

10. Field and Pool, or Widened:
UTELAND BUTTE FIELD

County: DUCHESNE
State: UTAH

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 _____
- New Construction
- Pull or Alter Casing
- Recomplete
- Reperforate
- Vent or Flare
- Water Shut-Off

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- Abandon
- Repair Casing
- Change of Plans
- Convert to Injection
- Fracture Treat or Acidize
- Other CHANGE OF OPERATOR
- 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 surface location and measured and true vertical depths for all markers and zones pertinent to this work.)

OPERATOR CHANGED FROM SHENANDOAH ENERGY, INC. (FORMERLY CHANDLER & ASSOCIATES, INC.) TO PENDRAGON ENERGY PARTNERS, INC. EFFECTIVE MARCH 1, 2000.

BE ADVISED THAT PENDRAGON ENERGY PARTNERS, INC. IS CONSIDERED TO BE THE OPERATOR OF THE ABOVE DESCRIBED LANDS AND IS RESPONSIBLE UNDER THE TERMS AND CONDITIONS OF THE LEASES FOR THE OPERATIONS CONDUCTED ON THE LEASED LANDS OR PORTIONS THEREOF. BOND COVERAGE FOR THESE LEASES IS PROVIDED BY STATEWIDE BOND RLBO001758, PRINCIPAL, PENDRAGON ENERGY PARTNERS, INC.

13. Name & Signature: ALAN B. NICOL Title: PRESIDENT Date: 2-17-00

(This space for State use only)

ROUTING:

	4-KAS ✓
2-CDW ✓	5-SJ
3-JLT	6-FILE

OPERATOR CHANGE WORKSHEET

Check each listed item when completed. Write N/A if item is not applicable.

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:** 3-1-00

TO:(New Operator) <u>PENDRAGON ENERGY PARTNERS INC</u>	FROM:(Old Operator) <u>CHANDLER & ASSOCIATES INC</u>
Address: <u>621 17TH STREET, STE 750</u>	Address: <u>475 17TH STREET, STE 1000</u>
<u>DENVER, CO 80293</u>	<u>DENVER, CO 80202</u>
<u>Phone: 1-(303)-296-9402</u>	<u>TOM TAYLOR</u>
<u>Account No. N2965</u>	<u>Phone: 1-(303)-295-0400</u>
	<u>Account No. N3320</u>

WELL(S):	CA Nos.	or	Unit
Name: <u>W. DESERT SPRING 11-20</u>	API: <u>43-013-32088</u>	Entity: <u>12497</u>	S <u>20</u> T <u>10S</u> R <u>17E</u> Lease: <u>U-75083</u>
Name: <u>UTD WALTON 26-03</u>	API: <u>43-013-31477</u>	Entity: <u>12248</u>	S <u>26</u> T <u>09S</u> R <u>16E</u> Lease: <u>UTU-67844</u>
Name: <u>DESERT SPRING 16-19-10-18</u>	API: <u>43-047-33164</u>	Entity: <u>12496</u>	S <u>19</u> T <u>10S</u> R <u>18E</u> Lease: <u>U-74408</u>
Name: <u>DESERT SPRING 3-29-10-18</u>	API: <u>43-047-33162</u>	Entity: <u>12523</u>	S <u>29</u> T <u>10S</u> R <u>18E</u> Lease: <u>U-74836</u>
Name: <u>FLU KNOLLS FEDERAL 23-3</u>	API: <u>43-047-32754</u>	Entity: <u>12003</u>	S <u>03</u> T <u>10S</u> R <u>18E</u> Lease: <u>U-68620</u>
Name: <u>DESERT SPRING FED 20-1</u>	API: <u>43-047-32052</u>	Entity: <u>11468</u>	S <u>20</u> T <u>10S</u> R <u>18E</u> Lease: <u>U-64420</u>
Name: <u>DESERT SPRING 7-30-10-18</u>	API: <u>43-047-33163</u>	Entity: _____	S <u>30</u> T <u>10S</u> R <u>18E</u> Lease: <u>U-74408</u>

OPERATOR CHANGE DOCUMENTATION

- YES 1. A **pending operator change file** has been set up.
- YES 2. (R649-8-10) Sundry or other legal documentation has been received from the **FORMER** operator on 6-30-00.
- YES 3. (R649-8-10) Sundry or other legal documentation has been received from the **NEW** operator on 2-28-00.
- YES 4. The new company has been looked up in the **Department of Commerce, Division of Corporations Database** if the new operator above is not currently operating any wells in Utah. Is the operator registered with the State? **Yes/No** If yes, the company file number is SEE ATTACHED. If no, Division letter was mailed to the new operator on _____.
- YES 5. **Federal and Indian Lease Wells.** The BLM or the BIA has approved the merger, name change or **operator change** for all wells listed above involving Federal or Indian leases on 6-23-00.
- N/A 6. **Federal and Indian Units.** The BLM or the BIA has approved the successor of unit operator for all wells listed above involving unit operations on _____.
- N/A 7. **Federal and Indian Communitization Agreements ("CA").** The BLM or the BIA has approved the operator change for all wells listed above involved in the CA on _____.

-
- N/A 8. **Underground Injection Control ("UIC") Program.** The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project and/or for the water disposal well(s) listed above.
- YES 9. Changes have been entered in the **Oil and Gas Information System** for each well listed on 7-6-00.
- YES 10. Changes have been included on the **Monthly Operator Change letter** on 7-6-00.
-

STATE BOND VERIFICATION

- N/A 1. State Well(s) covered by Bond No. _____.
-

FEE WELLS - BOND VERIFICATION / LEASE INTEREST OWNER NOTIFICATION

- N/A 1. (R649-3-1) The **NEW** operator of any fee lease well(s) listed above has furnished a proper bond.
- N/A 2. A **copy of this form** has been placed in the **new and former operator's bond files** on _____.
- N/A 3. The **FORMER** operator has requested a release of liability from their bond as of todays date _____? If yes, Division response was made to this request by letter dated _____. (see bond file).
- N/A 4. (R649-2-10) The **Former** operator of any Fee lease wells listed above has been contacted and informed by letter dated _____, of their responsibility to notify all interest owners of this change.
- N/A 5. Bond information added to **RBDMS** on _____.
- N/A 6. Fee wells attached to bond in **RBDMS** on _____.
-

FILMING

- _____ 1. All attachments to this form have been **microfilmed** on 3-26-01.
-

FILING

- _____ 1. **Originals/Copies** of all attachments pertaining to each individual well have been filed in each **well file**.
- _____ 2. The **original of this form** has been filed in the operator file and a copy in the old operator file.
-

COMMENTS



CHANDLER & ASSOCIATES, INC.

475 17TH ST. • SUITE 1000 • DENVER, COLORADO 80202 • 303 295-0400
OIL & GAS EXPLORATION AND PRODUCTION FAX 303 295-0222

Mr. Jim Thompson
Department of Natural Resources
Division of Oil, Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Fax: 801-539-3940

Subject: Resignation of Operator,
West River Bend Project Area

Effective January 31, 2000, Chandler & Associates, LLC resigned as Operator under the West River Bend Project Area. Pendragon Energy Partners Inc. shall be the new Operator of the April 1, 1997 JOA.

Wells included in the West River Bend project Area:

A.P.I. #	ENTITY	WELL NAME	WELL #	LOCATION	FIELD NAME
43-047-33164-00	12496	DESERT SPRING	#16-19-10-18	SESE 19, 10S-18E	DESERT SPRING
43-047-3316200	12523	DESERT SPRING	#3-29-10-18	NWNE 29, 10S-18E	DESERT SPRING
43-013-3147700	12248	UTD WALTON	#26-03	NENW 26, 9S-16E	MONUMENT BUTTE
43-047-3275400	12003	FLU KNOLLS FED.	#23-3	NESW 3, 10S-18E	UTELAND BUTTE
43-047-32052-00	11468	DESERT SPRINGS FED.	#20-1	NESW 20, 10S-18E	WILDCAT
43-047-33163-00		DESERT SPRING	#7-30-10-18	SWNE 30, 10S-18-E	WILDCAT
43-013-32088-00	12497	W. DESERT SPRING	#11-20	NESW 20, 10S-17E	WILDCAT
43-013-32057-00	12497	W. RIVER BEND	#16-17-10-17	SESE 17, 10S-17E	WILDCAT
43-013-31888-00	12497	W. RIVER BEND	#3-12-10-15	NENW 12, 10S-15E	WILDCAT
43-013-32084-00	12497	WILKIN RIDGE	#13-23	SWSW 23, 10S-16E	WILDCAT

Please advise should you require more specific information.

Thanks,
Tom Taylor

CC: Pendragon Energy Partners Inc.

RECEIVED

JUN 30 2000

**DIVISION OF
OIL, GAS AND MINING**



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

IN REPLY REFER TO:
3162.3
UT08300

June 23, 2000

Pendragon Energy Partners, Inc.
621 17th Street, Ste 750
Denver, CO 80293

Re: Well No. Flu Knolls 23-3
NESW, Sec. 3, T10S, R18E
Lease UTU-68620
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, Pendragon Energy Partners, Inc. is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UT1167, 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 Leslie Crinklaw of this office at (435) 781-4410.

Sincerely,

Ed Forsman
Petroleum Engineer
Minerals Resources

cc: Division Oil, Gas & Mining
Yates Petroleum Corp.

RECEIVED

JUL 03 2000

DIVISION OF
OIL, GAS AND MINING

STATE OF UTAH DEPARTMENT OF COMMERCE REGISTRATION PENDRAGON RESOURCES II, L.P. EFFECTIVE 01/20/2000	EXPIRATION *RENEWAL	REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S) Limited Partnership - Foreign 3106986-0181
--	------------------------	---

C T CORPORATION SYSTEM
 PENDRAGON RESOURCES II, L.P.
 1209 ORANGE ST
 Wilmington DE 19801

STATE OF UTAH
DEPARTMENT OF COMMERCE
DIVISION OF CORPORATIONS & COMMERCIAL CODE
REGISTRATION

EFFECTIVE DATE: 01/20/2000
 EXPIRATION DATE: *RENEWAL
 ISSUED TO: PENDRAGON RESOURCES II, L.P.



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

3106986-0181 Limited Partnership - Foreign

***RENEWAL**

You will need to renew your registration each anniversary date of the effective date.

Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.
 Trademarks renew every ten (10) years from the effective date.

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:

12/15/2009

FROM: (Old Operator): N2965-Pendragon Energy Partners, Inc. 468 South Reed St. Lakewood, CO 80226 Phone: 1 (303) 296-9402	TO: (New Operator): N5085-Questar E&P Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900
--	---

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
WEST RIVER BEND 3-12-10-15	12	100S	150E	4301331888	14542	FEDERAL	OW	S
WEST RIVER BEND 16-17-10-17	17	100S	170E	4301332057	14543	FEDERAL	OW	S
WEST DESERT SPRING 11-20-10-17	20	100S	170E	4301332088	14545	FEDERAL	OW	S
FLU KNOLLS FED 23-3	03	100S	180E	4304732754	12003	FEDERAL	OW	P

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/24/2009
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/24/2009
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/20/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: IN PLACE
- Inspections of LA PA state/fee well sites complete on: 1/12/2010 ok per DJJ
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: not yet
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 1/12/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 1/20/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 1/20/2010
- Bond information entered in RBDMS on: 1/20/2010
- Fee/State wells attached to bond in RBDMS on: 1/20/2010
- Injection Projects to new operator in RBDMS on: 1/20/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: n/a
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- The **FORMER** operator has requested a release of liability from their bond on: not yet

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:



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>



IN REPLY REFER TO:
3162.3
UTG011

April 7, 2010

J.B. Neese
Questar Exploration and Production Company
1050 17th Street, Suite 500
Denver, CO 80265

43-047-32754

Re: Change of Operator
Well No. Flu Knolls Fed 23-3
NESW, Sec. 3, T10S, R18E
Uintah County, Utah
Lease No. UTU-68620

Dear Mr. Neese:

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 December 15, 2009, Questar Exploration and Production Company is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. ESB000024, 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
III Exploration Co
Yates Petro Corp

RECEIVED

APR 27 2010

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

DEC 28 2009

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.

BLM

SUBMIT IN TRIPLICATE- Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other	VERNAL FIELD OFFICE	5. Lease Serial No. U-68620
2. Name of Operator Questar Exploration & Production Company	ENG.	6. If Indian, Allottee or Tribe Name
3a. Address 1050 17th Street Suite 500 Denver, CO 80265	GEOL.	7. If Unit or CA/Agreement, Name and/or No.
3b. Phone No. (include area code) 303-672-6900	ES	8. Well Name and No. Flu Knolls Fed 23-3
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 1910' FSL, 1840' FWL NESW 3 10S 18E	PET.	9. API Well No. 43-047-32754
	A.M.	10. Field and Pool, or Exploratory Area Uteland Butte
		11. County or Parish, State Utah County, UT

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

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Operator Change
	<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 recompletes 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.)

Effective 12/15/09 Questar Exploration & Production Company was appointed operator of this well and agrees to be responsible under the terms and conditions of the lease for all oil and gas operations conducted on this lease. Bond coverage is provided by our bond # 965-003-033.

ESB 000024 965-002-976

Acknowledged by prior operator
Pendragon Energy Partners, Inc.

Alan B. Nicol
Alan B. Nicol
President
Pendragon Energy Partners, Inc.
468 South Reed Street
Lakewood, CO 80226
Date 12/15/09

J.B. Yeese
J.B. Yeese
Executive Vice President
Questar Exploration & Production Company
1050 17th St., Ste. 500
Denver, CO 80265
Date 12-15-2009

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

Name (Printed/Typed) Chad Matney	Title Landman
Signature <i>Chad Matney</i>	Date 12-15-09

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by <i>[Signature]</i>	Title Petroleum Engineer	Date APR 17 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 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)

UDOGM

116X.T1298 C

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

ROUTING
 CDW

Change of Operator (Well Sold)

X - Operator Name Change

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

6/14/2010

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

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

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

DATA ENTRY:

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

BOND VERIFICATION:

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

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:
See attached

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
See attached

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

7. UNIT or CA AGREEMENT NAME:
See attached

1. TYPE OF WELL
OIL WELL GAS WELL OTHER _____

8. WELL NAME and NUMBER:
See attached

2. NAME OF OPERATOR:
Questar Exploration and Production Company N5085

9. API NUMBER:
Attached

3. ADDRESS OF OPERATOR:
1050 17th Street, Suite 500 CITY Denver STATE CO ZIP 80265 PHONE NUMBER: (303) 672-6900

10. FIELD AND POOL, OR WILDCAT:
See attached

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

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

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

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

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

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

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

NAME (PLEASE PRINT) Morgan Anderson TITLE Regulatory Affairs Analyst
 SIGNATURE Morgan Anderson DATE 6/23/2010

(This space for State use only)

RECEIVED
JUN 28 2010

APPROVED 6/30/2009
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

DIV. OF OIL, GAS & MINING

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

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
WEST RIVER BEND 3-12-10-15	12	100S	150E	4301331888	14542	Federal	OW	P	C
WEST RIVER BEND 16-17-10-17	17	100S	170E	4301332057	14543	Federal	OW	P	
WEST DESERT SPRING 11-20-10-17	20	100S	170E	4301332088	14545	Federal	OW	S	
GD 8G-35-9-15	35	090S	150E	4301333821		Federal	OW	APD	C
GD 9G-35-9-15	35	090S	150E	4301333822		Federal	OW	APD	C
GD 10G-35-9-15	35	090S	150E	4301333823		Federal	OW	APD	C
GD 11G-35-9-15	35	090S	150E	4301333824		Federal	OW	APD	C
GD 12G-35-9-15	35	090S	150E	4301333825		Federal	OW	APD	C
GD 13G-35-9-15	35	090S	150E	4301333826		Federal	OW	APD	C
GD 1G-34-9-15	34	090S	150E	4301333827	16920	Federal	OW	P	
GD 2G-34-9-15	34	090S	150E	4301333828		Federal	OW	APD	C
GD 7G-34-9-15	34	090S	150E	4301333829		Federal	OW	APD	C
GD 7G-35-9-15	35	090S	150E	4301333830		Federal	OW	APD	C
GD 14G-35-9-15	35	090S	150E	4301333831		Federal	OW	APD	C
GD 15G-35-9-15	35	090S	150E	4301333832		Federal	OW	APD	C
GD 16G-35-9-15	35	090S	150E	4301333833	16921	Federal	OW	P	
GD 1G-35-9-15	35	090S	150E	4301333834		Federal	OW	APD	C
GD 2G-35-9-15	35	090S	150E	4301333835		Federal	OW	APD	C
GD 3G-35-9-15	35	090S	150E	4301333836		Federal	OW	APD	C
GD 4G-35-9-15	35	090S	150E	4301333837		Federal	OW	APD	C
GD 5G-35-9-15	35	090S	150E	4301333838		Federal	OW	APD	C
GD 6G-35-9-15	35	090S	150E	4301333839		Federal	OW	APD	C
GD 8G-34-9-15	34	090S	150E	4301333840		Federal	OW	APD	C
GD 9G-34-9-15	34	090S	150E	4301333841		Federal	OW	APD	C
GD 10G-34-9-15	34	090S	150E	4301333842		Federal	OW	APD	C
GD 15G-34-9-15	34	090S	150E	4301333843		Federal	OW	APD	C
GD 16G-34-9-15	34	090S	150E	4301333844		Federal	OW	APD	C
GOVT 18-2	18	230S	170E	4301930679	2575	Federal	OW	P	
FEDERAL 2-29-7-22	29	070S	220E	4304715423	5266	Federal	GW	TA	
UTAH FED D-1	14	070S	240E	4304715936	10699	Federal	GW	S	
UTAH FED D-2	25	070S	240E	4304715937	9295	Federal	GW	S	
PRINCE 1	10	070S	240E	4304716199	7035	Federal	GW	P	
UTAH FED D-4	14	070S	240E	4304731215	9297	Federal	GW	S	
ISLAND UNIT 16	11	100S	180E	4304731505	1061	Federal	OW	S	
EAST COYOTE FED 14-4-8-25	04	080S	250E	4304732493	11630	Federal	OW	P	
PRINCE 4	03	070S	240E	4304732677	7035	Federal	OW	P	
GH 21 WG	21	080S	210E	4304732692	11819	Federal	GW	P	
OU SG 6-14-8-22	14	080S	220E	4304732746	11944	Federal	GW	S	
FLU KNOLLS FED 23-3	03	100S	180E	4304732754	12003	Federal	OW	P	
GH 22 WG	22	080S	210E	4304732818	12336	Federal	GW	P	
OU GB 12W-20-8-22	20	080S	220E	4304733249	13488	Federal	GW	P	
OU GB 15-18-8-22	18	080S	220E	4304733364	12690	Federal	GW	P	
OU GB 3W-17-8-22	17	080S	220E	4304733513	12950	Federal	GW	P	
OU GB 5W-17-8-22	17	080S	220E	4304733514	12873	Federal	GW	P	
WV 9W-8-8-22	08	080S	220E	4304733515	13395	Federal	GW	P	
OU GB 9W-18-8-22	18	080S	220E	4304733516	12997	Federal	GW	P	
OU GB 3W-20-8-22	20	080S	220E	4304733526	13514	Federal	GW	P	
OU GB 12W-30-8-22	30	080S	220E	4304733670	13380	Federal	GW	P	
WV 10W-8-8-22	08	080S	220E	4304733814	13450	Federal	GW	P	
GH 7W-21-8-21	21	080S	210E	4304733845	13050	Federal	GW	P	
GH 9W-21-8-21	21	080S	210E	4304733846	13074	Federal	GW	P	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
GH 11W-21-8-21	21	080S	210E	4304733847	13049	Federal	GW	P	
GH 15W-21-8-21	21	080S	210E	4304733848	13051	Federal	GW	P	
WV 2W-9-8-21	09	080S	210E	4304733905	13676	Federal	GW	P	
WV 7W-22-8-21	22	080S	210E	4304733907	13230	Federal	GW	P	
WV 9W-23-8-21	23	080S	210E	4304733909	13160	Federal	GW	P	
GH 14W-20-8-21	20	080S	210E	4304733915	13073	Federal	GW	P	
OU GB 4W-30-8-22	30	080S	220E	4304733945	13372	Federal	GW	P	
OU GB 9W-19-8-22	19	080S	220E	4304733946	13393	Federal	GW	P	
OU GB 10W-30-8-22	30	080S	220E	4304733947	13389	Federal	GW	P	
OU GB 12W-19-8-22	19	080S	220E	4304733948	13388	Federal	GW	P	
GB 9W-25-8-21	25	080S	210E	4304733960	13390	Federal	GW	P	
SU 1W-5-8-22	05	080S	220E	4304733985	13369	Federal	GW	P	
SU 3W-5-8-22	05	080S	220E	4304733987	13321	Federal	OW	S	
SU 7W-5-8-22	05	080S	220E	4304733988	13235	Federal	GW	P	
SU 9W-5-8-22	05	080S	220E	4304733990	13238	Federal	GW	P	
SU 13W-5-8-22	05	080S	220E	4304733994	13236	Federal	GW	TA	
SU 15W-5-8-22	05	080S	220E	4304733996	13240	Federal	GW	P	
WV 8W-8-8-22	08	080S	220E	4304734005	13320	Federal	GW	P	
WV 14W-8-8-22	08	080S	220E	4304734007	13322	Federal	GW	S	
OU GB 6W-20-8-22	20	080S	220E	4304734018	13518	Federal	GW	P	
OU GB 5W-30-8-22	30	080S	220E	4304734025	13502	Federal	GW	P	
OU GB 11W-20-8-22	20	080S	220E	4304734039	13413	Federal	GW	P	
OU GB 4W-20-8-22	20	080S	220E	4304734043	13520	Federal	GW	P	
GH 5W-21-8-21	21	080S	210E	4304734147	13387	Federal	GW	P	
GH 6W-21-8-21	21	080S	210E	4304734148	13371	Federal	GW	P	
GH 8W-21-8-21	21	080S	210E	4304734149	13293	Federal	GW	P	
GH 10W-20-8-21	20	080S	210E	4304734151	13328	Federal	GW	P	
GH 10W-21-8-21	21	080S	210E	4304734152	13378	Federal	GW	P	
GH 12W-21-8-21	21	080S	210E	4304734153	13294	Federal	GW	P	
GH 14W-21-8-21	21	080S	210E	4304734154	13292	Federal	GW	P	
GH 16W-21-8-21	21	080S	210E	4304734157	13329	Federal	GW	P	
WV 2W-3-8-21	03	080S	210E	4304734207	13677	Federal	GW	P	
OU GB 5W-20-8-22	20	080S	220E	4304734209	13414	Federal	GW	P	
WV 6W-22-8-21	22	080S	210E	4304734272	13379	Federal	GW	P	
GH 1W-20-8-21	20	080S	210E	4304734327	13451	Federal	GW	P	
GH 2W-20-8-21	20	080S	210E	4304734328	13527	Federal	GW	P	
GH 3W-20-8-21	20	080S	210E	4304734329	13728	Federal	GW	P	
GH 7W-20-8-21	20	080S	210E	4304734332	13537	Federal	GW	P	
GH 9W-20-8-21	20	080S	210E	4304734333	13411	Federal	GW	P	
GH 11W-20-8-21	20	080S	210E	4304734334	13410	Federal	GW	P	
GH 15W-20-8-21	20	080S	210E	4304734335	13407	Federal	GW	P	
GH 16W-20-8-21	20	080S	210E	4304734336	13501	Federal	GW	P	
WV 12W-23-8-21	23	080S	210E	4304734343	13430	Federal	GW	P	
OU GB 13W-20-8-22	20	080S	220E	4304734348	13495	Federal	GW	P	
OU GB 14W-20-8-22	20	080S	220E	4304734349	13507	Federal	GW	P	
OU GB 11W-29-8-22	29	080S	220E	4304734350	13526	Federal	GW	P	
SU PURDY 14M-30-7-22	30	070S	220E	4304734384	13750	Federal	GW	S	
WVX 11G-5-8-22	05	080S	220E	4304734388	13422	Federal	OW	P	
WVX 13G-5-8-22	05	080S	220E	4304734389	13738	Federal	OW	P	
WVX 15G-5-8-22	05	080S	220E	4304734390	13459	Federal	OW	P	
SU BRENNAN W 15W-18-7-22	18	070S	220E	4304734403	13442	Federal	GW	TA	

Bonds: BLM = ESB000024

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Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
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well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
SU 16W-5-8-22	05	080S	220E	4304734446	13654	Federal	GW	P	
SU 2W-5-8-22	05	080S	220E	4304734455	13700	Federal	GW	P	
SU 10W-5-8-22	05	080S	220E	4304734456	13540	Federal	GW	P	
WV 16W-8-8-22	08	080S	220E	4304734470	13508	Federal	GW	P	
OU GB 16WX-30-8-22	30	080S	220E	4304734506	13431	Federal	GW	P	
OU GB 1W-19-8-22	19	080S	220E	4304734512	13469	Federal	GW	P	
OU GB 2W-19-8-22	19	080S	220E	4304734513	13461	Federal	GW	P	
OU GB 5W-19-8-22	19	080S	220E	4304734514	13460	Federal	GW	P	
OU GB 7W-19-8-22	19	080S	220E	4304734515	13462	Federal	GW	P	
OU GB 8W-19-8-22	19	080S	220E	4304734516	13489	Federal	GW	P	
OU GB 11W-19-8-22	19	080S	220E	4304734517	13467	Federal	GW	P	
OU GB 16W-19-8-22	19	080S	220E	4304734522	13476	Federal	GW	P	
OU GB 1W-30-8-22	30	080S	220E	4304734528	13487	Federal	GW	S	
OU GB 3W-30-8-22	30	080S	220E	4304734529	13493	Federal	GW	P	
OU GB 6W-30-8-22	30	080S	220E	4304734530	13519	Federal	GW	P	
OU GB 7W-30-8-22	30	080S	220E	4304734531	13494	Federal	GW	P	
OU GB 8W-30-8-22	30	080S	220E	4304734532	13483	Federal	GW	P	
OU GB 9W-30-8-22	30	080S	220E	4304734533	13500	Federal	GW	P	
OU GB 6W-19-8-22	19	080S	220E	4304734534	13475	Federal	GW	P	
OU GB 10W-19-8-22	19	080S	220E	4304734535	13479	Federal	GW	P	
OU GB 13W-19-8-22	19	080S	220E	4304734536	13478	Federal	GW	P	
OU GB 14W-19-8-22	19	080S	220E	4304734537	13484	Federal	GW	P	
OU GB 15W-19-8-22	19	080S	220E	4304734538	13482	Federal	GW	P	
OU GB 12W-17-8-22	17	080S	220E	4304734542	13543	Federal	GW	P	
OU GB 6W-17-8-22	17	080S	220E	4304734543	13536	Federal	GW	P	
OU GB 13W-17-8-22	17	080S	220E	4304734544	13547	Federal	GW	P	
OU GB 6W-29-8-22	29	080S	220E	4304734545	13535	Federal	GW	P	
OU GB 3W-29-8-22	29	080S	220E	4304734546	13509	Federal	GW	P	
OU GB 13W-29-8-22	29	080S	220E	4304734547	13506	Federal	GW	P	
OU GB 4W-29-8-22	29	080S	220E	4304734548	13534	Federal	GW	P	
OU GB 5W-29-8-22	29	080S	220E	4304734549	13505	Federal	GW	P	
OU GB 14W-17-8-22	17	080S	220E	4304734550	13550	Federal	GW	P	
OU GB 11W-17-8-22	17	080S	220E	4304734553	13671	Federal	GW	P	
OU GB 14W-29-8-22	29	080S	220E	4304734554	13528	Federal	GW	P	
OU GB 2W-17-8-22	17	080S	220E	4304734559	13539	Federal	GW	P	
OU GB 7W-17-8-22	17	080S	220E	4304734560	13599	Federal	GW	P	
OU GB 16W-18-8-22	18	080S	220E	4304734563	13559	Federal	GW	P	
OU GB 1W-29-8-22	29	080S	220E	4304734573	13562	Federal	GW	P	
OU GB 7W-29-8-22	29	080S	220E	4304734574	13564	Federal	GW	P	
OU GB 8W-29-8-22	29	080S	220E	4304734575	13609	Federal	GW	S	
OU GB 9W-29-8-22	29	080S	220E	4304734576	13551	Federal	GW	P	
OU GB 10W-29-8-22	29	080S	220E	4304734577	13594	Federal	GW	P	
OU GB 15W-29-8-22	29	080S	220E	4304734578	13569	Federal	GW	P	
OU GB 2W-20-8-22	20	080S	220E	4304734599	13664	Federal	GW	P	
OU GB 2W-29-8-22	29	080S	220E	4304734600	13691	Federal	GW	P	
OU GB 15W-17-8-22	17	080S	220E	4304734601	13632	Federal	GW	P	
OU GB 16W-17-8-22	17	080S	220E	4304734602	13639	Federal	GW	P	
OU GB 16W-29-8-22	29	080S	220E	4304734603	13610	Federal	GW	P	
OU GB 1W-20-8-22	20	080S	220E	4304734604	13612	Federal	GW	P	
OU GB 1W-17-8-22	17	080S	220E	4304734623	13701	Federal	GW	P	
OU GB 9W-17-8-22	17	080S	220E	4304734624	13663	Federal	GW	P	

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well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
OU GB 10W-17-8-22	17	080S	220E	4304734625	13684	Federal	GW	P	
OU GB 9W-20-8-22	20	080S	220E	4304734630	13637	Federal	GW	P	
OU GB 10W-20-8-22	20	080S	220E	4304734631	13682	Federal	GW	P	
OU GB 15W-20-8-22	20	080S	220E	4304734632	13613	Federal	GW	P	
OU WIH 15MU-21-8-22	21	080S	220E	4304734634	13991	Federal	GW	P	
OU WIH 13W-21-8-22	21	080S	220E	4304734646	13745	Federal	GW	P	
OU GB 11W-15-8-22	15	080S	220E	4304734648	13822	Federal	GW	P	
OU GB 13W-9-8-22	09	080S	220E	4304734654	13706	Federal	GW	P	
OU WIH 14W-21-8-22	21	080S	220E	4304734664	13720	Federal	GW	P	
OU GB 12WX-29-8-22	29	080S	220E	4304734668	13555	Federal	GW	P	
OU WIH 10W-21-8-22	21	080S	220E	4304734681	13662	Federal	GW	P	
OU GB 4G-21-8-22	21	080S	220E	4304734685	13772	Federal	OW	P	
OU GB 3W-21-8-22	21	080S	220E	4304734686	13746	Federal	GW	P	
OU GB 16SG-30-8-22	30	080S	220E	4304734688	13593	Federal	GW	P	
OU WIH 7W-21-8-22	21	080S	220E	4304734689	13716	Federal	GW	P	
OU GB 5W-21-8-22	21	080S	220E	4304734690	13770	Federal	GW	P	
WIH 1MU-21-8-22	21	080S	220E	4304734693	14001	Federal	GW	P	
OU GB 5G-19-8-22	19	080S	220E	4304734695	13786	Federal	OW	P	
OU GB 7W-20-8-22	20	080S	220E	4304734705	13710	Federal	GW	P	
OU SG 14W-15-8-22	15	080S	220E	4304734710	13821	Federal	GW	P	
OU SG 15W-15-8-22	15	080S	220E	4304734711	13790	Federal	GW	P	
OU SG 16W-15-8-22	15	080S	220E	4304734712	13820	Federal	GW	P	
OU SG 4W-15-8-22	15	080S	220E	4304734713	13775	Federal	GW	P	
OU SG 12W-15-8-22	15	080S	220E	4304734714	13838	Federal	GW	P	
OU GB 5MU-15-8-22	15	080S	220E	4304734715	13900	Federal	GW	P	
OU SG 8W-15-8-22	15	080S	220E	4304734717	13819	Federal	GW	P	
OU SG 9W-15-8-22	15	080S	220E	4304734718	13773	Federal	GW	P	
OU SG 10W-15-8-22	15	080S	220E	4304734719	13722	Federal	GW	P	
OU SG 2MU-15-8-22	15	080S	220E	4304734721	13887	Federal	GW	P	
OU SG 7W-15-8-22	15	080S	220E	4304734722	13920	Federal	GW	P	
OU GB 14SG-29-8-22	29	080S	220E	4304734743	14034	Federal	GW	P	
OU GB 16SG-29-8-22	29	080S	220E	4304734744	13771	Federal	GW	P	
OU GB 13W-10-8-22	10	080S	220E	4304734754	13774	Federal	GW	P	
OU GB 6MU-21-8-22	21	080S	220E	4304734755	14012	Federal	GW	P	
OU SG 10W-10-8-22	10	080S	220E	4304734764	13751	Federal	GW	P	
OU GB 14M-10-8-22	10	080S	220E	4304734768	13849	Federal	GW	P	
OU SG 9W-10-8-22	10	080S	220E	4304734783	13725	Federal	GW	P	
OU SG 16W-10-8-22	10	080S	220E	4304734784	13781	Federal	GW	P	
SU BW 6M-7-7-22	07	070S	220E	4304734837	13966	Federal	GW	P	
GB 3M-27-8-21	27	080S	210E	4304734900	14614	Federal	GW	P	
WVX 11D-22-8-21	22	080S	210E	4304734902	14632	Federal	GW	P	
GB 11M-27-8-21	27	080S	210E	4304734952	13809	Federal	GW	P	
GB 9D-27-8-21	27	080S	210E	4304734956	14633	Federal	GW	P	
GB 1D-27-8-21	27	080S	210E	4304734957	14634	Federal	GW	P	
WRU EIH 2M-35-8-22	35	080S	220E	4304735052	13931	Federal	GW	P	
GH 12MU-20-8-21	20	080S	210E	4304735069	14129	Federal	GW	P	
OU SG 4W-11-8-22	11	080S	220E	4304735071	14814	Federal	GW	OPS	C
OU SG 5W-11-8-22	11	080S	220E	4304735072	14815	Federal	GW	OPS	C
SG 6ML-11-8-22	11	080S	220E	4304735073	14825	Federal	GW	P	
OU SG 5MU-14-8-22	14	080S	220E	4304735076	13989	Federal	GW	P	
OU SG 6MU-14-8-22	14	080S	220E	4304735077	14128	Federal	GW	P	

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well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
SG 12MU-14-8-22	14	080S	220E	4304735078	13921	Federal	GW	P	
OU SG 13MU-14-8-22	14	080S	220E	4304735079	13990	Federal	GW	P	
OU SG 9MU-11-8-22	11	080S	220E	4304735091	13967	Federal	GW	P	
SG 11SG-23-8-22	23	080S	220E	4304735099	13901	Federal	GW	TA	
OU SG 14W-11-8-22	11	080S	220E	4304735114	14797	Federal	GW	OPS	C
SG 5MU-23-8-22	23	080S	220E	4304735115	14368	Federal	GW	P	
SG 6MU-23-8-22	23	080S	220E	4304735116	14231	Federal	GW	P	
SG 14MU-23-8-22	23	080S	220E	4304735117	14069	Federal	GW	P	
SG 12MU-23-8-22	23	080S	220E	4304735188	14412	Federal	GW	P	
SG 13MU-23-8-22	23	080S	220E	4304735190	14103	Federal	GW	P	
WH 7G-10-7-24	10	070S	240E	4304735241	14002	Federal	GW	S	
GB 4D-28-8-21	28	080S	210E	4304735246	14645	Federal	GW	P	
GB 7M-28-8-21	28	080S	210E	4304735247	14432	Federal	GW	P	
GB 14M-28-8-21	28	080S	210E	4304735248	13992	Federal	GW	P	
SG 11MU-23-8-22	23	080S	220E	4304735257	13973	Federal	GW	P	
SG 15MU-14-8-22	14	080S	220E	4304735328	14338	Federal	GW	P	
EIHX 14MU-25-8-22	25	080S	220E	4304735330	14501	Federal	GW	P	
EIHX 11MU-25-8-22	25	080S	220E	4304735331	14470	Federal	GW	P	
NBE 12ML-10-9-23	10	090S	230E	4304735333	14260	Federal	GW	P	
NBE 13ML-17-9-23	17	090S	230E	4304735334	14000	Federal	GW	P	
NBE 4ML-26-9-23	26	090S	230E	4304735335	14215	Federal	GW	P	
SG 7MU-11-8-22	11	080S	220E	4304735374	14635	Federal	GW	S	
SG 1MU-11-8-22	11	080S	220E	4304735375	14279	Federal	GW	P	
OU SG 13W-11-8-22	11	080S	220E	4304735377	14796	Federal	GW	OPS	C
SG 3MU-11-8-22	11	080S	220E	4304735379	14978	Federal	GW	P	
SG 8MU-11-8-22	11	080S	220E	4304735380	14616	Federal	GW	P	
SG 2MU-11-8-22	11	080S	220E	4304735381	14636	Federal	GW	P	
SG 10MU-11-8-22	11	080S	220E	4304735382	14979	Federal	GW	P	
SU 11MU-9-8-21	09	080S	210E	4304735412	14143	Federal	GW	P	
OU GB 8MU-10-8-22	10	080S	220E	4304735422	15321	Federal	GW	OPS	C
EIHX 2MU-25-8-22	25	080S	220E	4304735427	14666	Federal	GW	P	
EIHX 1MU-25-8-22	25	080S	220E	4304735428	14705	Federal	GW	P	
EIHX 7MU-25-8-22	25	080S	220E	4304735429	14682	Federal	GW	P	
EIHX 8MU-25-8-22	25	080S	220E	4304735430	14706	Federal	GW	P	
EIHX 9MU-25-8-22	25	080S	220E	4304735433	14558	Federal	GW	P	
EIHX 16MU-25-8-22	25	080S	220E	4304735434	14502	Federal	GW	P	
EIHX 15MU-25-8-22	25	080S	220E	4304735435	14571	Federal	GW	P	
EIHX 10MU-25-8-22	25	080S	220E	4304735436	14537	Federal	GW	P	
GB 3MU-3-8-22	03	080S	220E	4304735457	14575	Federal	GW	P	
NBE 15M-17-9-23	17	090S	230E	4304735463	14423	Federal	GW	P	
NBE 7ML-17-9-23	17	090S	230E	4304735464	14232	Federal	GW	P	
NBE 3ML-17-9-23	17	090S	230E	4304735465	14276	Federal	GW	P	
NBE 11M-17-9-23	17	090S	230E	4304735466	14431	Federal	GW	P	
NBE 10ML-10-9-23	10	090S	230E	4304735650	14377	Federal	GW	P	
NBE 6ML-10-9-23	10	090S	230E	4304735651	14422	Federal	GW	P	
NBE 12ML-17-9-23	17	090S	230E	4304735652	14278	Federal	GW	P	
NBE 6ML-26-9-23	26	090S	230E	4304735664	14378	Federal	GW	P	
NBE 11ML-26-9-23	26	090S	230E	4304735665	14340	Federal	GW	P	
NBE 15ML-26-9-23	26	090S	230E	4304735666	14326	Federal	GW	P	
SG 4MU-23-8-22	23	080S	220E	4304735758	14380	Federal	GW	P	
SG 11MU-14-8-22	14	080S	220E	4304735829	14486	Federal	GW	P	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
RB DS FED 1G-7-10-18	07	100S	180E	4304735932	14457	Federal	OW	S	
RB DS FED 14G-8-10-18	08	100S	180E	4304735933	14433	Federal	OW	P	
OU SG 14MU-14-8-22	14	080S	220E	4304735950	14479	Federal	GW	P	
COY 12ML-24-8-24	24	080S	240E	4304736039	14592	Federal	OW	P	
WIH 1AMU-21-8-22	21	080S	220E	4304736060	14980	Federal	GW	P	
SU 8M-12-7-21	12	070S	210E	4304736096	16610	Federal	GW	OPS	C
NBE 4ML-10-9-23	10	090S	230E	4304736098	15732	Federal	GW	P	
NBE 8ML-10-9-23	10	090S	230E	4304736099	15733	Federal	GW	P	
NBE 16ML-10-9-23	10	090S	230E	4304736100	14728	Federal	GW	S	
SUBW 14M-7-7-22	07	070S	220E	4304736136	15734	Federal	GW	P	
NBE 8ML-12-9-23	12	090S	230E	4304736143	15859	Federal	GW	S	
GB 16D-28-8-21	28	080S	210E	4304736260	14981	Federal	GW	P	
NBE 5ML-10-9-23	10	090S	230E	4304736353	15227	Federal	GW	P	
NBE 7ML-10-9-23	10	090S	230E	4304736355	15850	Federal	GW	P	
NBE 3ML-10-9-23	10	090S	230E	4304736356	15393	Federal	GW	P	
EIHX 4MU-36-8-22	36	080S	220E	4304736444	14875	Federal	GW	P	
EIHX 3MU-36-8-22	36	080S	220E	4304736445	14860	Federal	GW	P	
EIHX 2MU-36-8-22	36	080S	220E	4304736446	14840	Federal	GW	S	
EIHX 1MU-36-8-22	36	080S	220E	4304736447	14861	Federal	GW	P	
NBE 7ML-26-9-23	26	090S	230E	4304736587	16008	Federal	GW	P	
NBE 8ML-26-9-23	26	090S	230E	4304736588	15689	Federal	GW	P	
NBE 1ML-26-9-23	26	090S	230E	4304736589	15880	Federal	GW	P	
NBE 2ML-26-9-23	26	090S	230E	4304736590	15898	Federal	GW	S	
NBE 3ML-26-9-23	26	090S	230E	4304736591	15906	Federal	GW	P	
NBE 5ML-26-9-23	26	090S	230E	4304736592	15839	Federal	GW	P	
NBE 9ML-10-9-23	10	090S	230E	4304736593	15438	Federal	GW	P	
NBE 11ML-10-9-23	10	090S	230E	4304736594	15228	Federal	GW	P	
NBE 15ML-10-9-23	10	090S	230E	4304736595	15439	Federal	GW	P	
NBE 2ML-17-9-23	17	090S	230E	4304736614	15126	Federal	GW	P	
NBE 4ML-17-9-23	17	090S	230E	4304736615	15177	Federal	GW	P	
NBE 6ML-17-9-23	17	090S	230E	4304736616	15127	Federal	GW	S	
NBE 10ML-17-9-23	17	090S	230E	4304736617	15128	Federal	GW	P	
NBE 14ML-17-9-23	17	090S	230E	4304736618	15088	Federal	GW	P	
NBE 9ML-26-9-23	26	090S	230E	4304736619	15322	Federal	GW	P	
NBE 10D-26-9-23	26	090S	230E	4304736620	15975	Federal	GW	S	
NBE 12ML-26-9-23	26	090S	230E	4304736621	15840	Federal	GW	P	
NBE 13ML-26-9-23	26	090S	230E	4304736622	15690	Federal	GW	P	
NBE 14ML-26-9-23	26	090S	230E	4304736623	15262	Federal	GW	P	
NBE 16ML-26-9-23	26	090S	230E	4304736624	15735	Federal	GW	P	
WF 1P-1-15-19	06	150S	200E	4304736781	14862	Indian	GW	P	
SG 3MU-23-8-22	14	080S	220E	4304736940	15100	Federal	GW	P	
NBE 5ML-17-9-23	17	090S	230E	4304736941	15101	Federal	GW	P	
TU 14-9-7-22	09	070S	220E	4304737345	16811	Federal	GW	OPS	C
WF 14C-29-15-19	29	150S	190E	4304737541	15178	Indian	GW	P	
NBE 2ML-10-9-23	10	090S	230E	4304737619	15860	Federal	GW	P	
GB 16ML-20-8-22	20	080S	220E	4304737664	15948	Federal	GW	P	
WVX 8ML-5-8-22	05	080S	220E	4304738140		Federal	GW	APD	C
WVX 6ML-5-8-22	05	080S	220E	4304738141		Federal	GW	APD	C
WVX 1MU-17-8-21	17	080S	210E	4304738156		Federal	GW	APD	C
GH 8-20-8-21	20	080S	210E	4304738157		Federal	GW	APD	C
WVX 4MU-17-8-21	17	080S	210E	4304738190		Federal	GW	APD	C

Bonds: BLM = ESB000024

BIA = 956010693

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

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
WVX 16MU-18-8-21	18	080S	210E	4304738191		Federal	GW	APD	C
GH 7D-19-8-21	19	080S	210E	4304738267	16922	Federal	GW	P	
WF 8C-15-15-19	15	150S	190E	4304738405	17142	Indian	GW	OPS	C
WVX 1MU-18-8-21	18	080S	210E	4304738659		Federal	GW	APD	C
WVX 9MU-18-8-21	18	080S	210E	4304738660		Federal	GW	APD	C
GB 12SG-29-8-22	29	080S	220E	4304738766	16096	Federal	GW	S	
GB 10SG-30-8-22	30	080S	220E	4304738767	16143	Federal	GW	S	
FR 14P-20-14-20	20	140S	200E	4304739168	16179	Federal	GW	P	
SU 11M-8-7-22	08	070S	220E	4304739175		Federal	GW	APD	C
HB 2M-9-7-22	09	070S	220E	4304739176		Federal	GW	APD	C
SUMA 4M-20-7-22	20	070S	220E	4304739177		Federal	GW	APD	C
SU 16M-31-7-22	31	070S	220E	4304739178		Federal	GW	APD	C
FR 13P-20-14-20	20	140S	200E	4304739226	16719	Federal	GW	P	
SG 11BML-23-8-22	23	080S	220E	4304739230		Federal	GW	APD	C
SG 12DML-23-8-22	23	080S	220E	4304739231		Federal	GW	APD	C
GB 1CML-29-8-22	29	080S	220E	4304739232		Federal	GW	APD	C
NBE 8CD-10-9-23	10	090S	230E	4304739341	16513	Federal	GW	P	
NBE 15AD-10-9-23	10	090S	230E	4304739342		Federal	GW	APD	C
NBE 6DD-10-9-23	10	090S	230E	4304739343		Federal	GW	APD	C
NBE 6AD-10-9-23	10	090S	230E	4304739344		Federal	GW	APD	C
NBE 6BD-10-9-23	10	090S	230E	4304739345		Federal	GW	APD	C
NBE 5DD-10-9-23	10	090S	230E	4304739346	16574	Federal	GW	P	
NBE 7BD-17-9-23	17	090S	230E	4304739347		Federal	GW	APD	C
NBE 4DD-17-9-23	17	090S	230E	4304739348	16743	Federal	GW	P	
NBE 10CD-17-9-23	17	090S	230E	4304739349	16616	Federal	GW	P	
NBE 11CD-17-9-23	17	090S	230E	4304739350		Federal	GW	APD	C
NBE 8BD-26-9-23	26	090S	230E	4304739351	16617	Federal	GW	P	
NBE 3DD-26-9-23	26	090S	230E	4304739352		Federal	GW	APD	C
NBE 3CD-26-9-23	26	090S	230E	4304739353		Federal	GW	APD	C
NBE 7DD-26-9-23	26	090S	230E	4304739354		Federal	GW	APD	C
NBE 12AD-26-9-23	26	090S	230E	4304739355		Federal	GW	APD	C
NBE 5DD-26-9-23	26	090S	230E	4304739356		Federal	GW	APD	C
NBE 13AD-26-9-23	26	090S	230E	4304739357		Federal	GW	APD	C
NBE 14AD-26-9-23	26	090S	230E	4304739358		Federal	GW	APD	C
NBE 9CD-26-9-23	26	090S	230E	4304739359		Federal	GW	APD	C
FR 9P-20-14-20	20	140S	200E	4304739461	17025	Federal	GW	S	
FR 13P-17-14-20	17	140S	200E	4304739462		Federal	GW	APD	C
FR 9P-17-14-20	17	140S	200E	4304739463	16829	Federal	GW	P	
FR 10P-20-14-20	20	140S	200E	4304739465		Federal	GW	APD	C
FR 5P-17-14-20	17	140S	200E	4304739509		Federal	GW	APD	C
FR 15P-17-14-20	17	140S	200E	4304739510		Federal	GW	APD	C
FR 11P-20-14-20	20	140S	200E	4304739587		Federal	GW	APD	
FR 5P-20-14-20	20	140S	200E	4304739588		Federal	GW	APD	C
FR 9P-21-14-20	21	140S	200E	4304739589		Federal	GW	APD	C
FR 13P-21-14-20	21	140S	200E	4304739590		Federal	GW	APD	C
GB 7D-27-8-21	27	080S	210E	4304739661		Federal	GW	APD	C
GB 15D-27-8-21	27	080S	210E	4304739662	16830	Federal	GW	P	
WV 13D-23-8-21	23	080S	210E	4304739663	16813	Federal	GW	P	
WV 15D-23-8-21	23	080S	210E	4304739664	16924	Federal	GW	P	
FR 14P-17-14-20	17	140S	200E	4304739807		Federal	GW	APD	C
FR 12P-20-14-20	20	140S	200E	4304739808		Federal	GW	APD	C

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

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

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
FR 6P-20-14-20	20	140S	200E	4304739809	16925	Federal	GW	P	
FR 3P-21-14-20	21	140S	200E	4304739810		Federal	GW	APD	C
FR 4P-21-14-20	21	140S	200E	4304739811	16771	Federal	GW	P	
FR 8P-21-14-20	21	140S	200E	4304739812		Federal	GW	APD	C
FR 15P-21-14-20	21	140S	200E	4304739815		Federal	GW	APD	C
FR 2P-20-14-20	20	140S	200E	4304740053		Federal	GW	APD	
FR 2P-21-14-20	21	140S	200E	4304740200		Federal	GW	APD	C
WV 11-23-8-21	23	080S	210E	4304740303		Federal	GW	APD	C
GB 12-27-8-21	27	080S	210E	4304740304		Federal	GW	APD	C
GH 11C-20-8-21	20	080S	210E	4304740352		Federal	GW	APD	C
GH 15A-20-8-21	20	080S	210E	4304740353		Federal	GW	APD	C
GH 10BD-21-8-21	21	080S	210E	4304740354		Federal	GW	APD	C
FR 11P-21-14-20	21	140S	200E	4304740366		Federal	GW	APD	C
MELANGE U 1	09	140S	200E	4304740399		Federal	GW	APD	C
OP 16G-12-7-20	12	070S	200E	4304740481	17527	Federal	OW	DRL	C
OP 4G-12-7-20	12	070S	200E	4304740482		Federal	OW	APD	C
WF 8D-21-15-19	21	150S	190E	4304740489		Indian	GW	APD	C
WF 15-21-15-19	21	150S	190E	4304740490		Indian	GW	APD	
WF 4D-22-15-19	22	150S	190E	4304740491		Indian	GW	APD	C

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United States Department of the Interior



BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<http://www.blm.gov/ut/st/en.html>

IN REPLY REFER TO:

3100

(UT-922)

JUL 28 2010

Memorandum

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

From: Chief, Branch of Minerals

Roy L. Bankert

Subject: Name Change Recognized

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

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

cc: MMS
UDOGM

RECEIVED

AUG 16 2010

DIV. OF OIL, GAS & MINERALS