

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

State

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 1768' FSL & 615' FWL (NW $\frac{1}{4}$ SW $\frac{1}{4}$)
 At proposed prod. zone ⁶³⁹ ¹⁸⁷ Same

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

10. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any) 615'

16. NO. OF ACRES IN LEASE 1280

17. NO. OF ACRES ASSIGNED TO THIS WELL 40

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

19. PROPOSED DEPTH 5500'

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 5067' GR

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

5. LEASE DESIGNATION AND SERIAL NO.
 U-68618

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
 Birkdale Federal

9. WELL NO.
 13-34

10. FIELD AND POOL, OR WILDCAT
 Wildcat

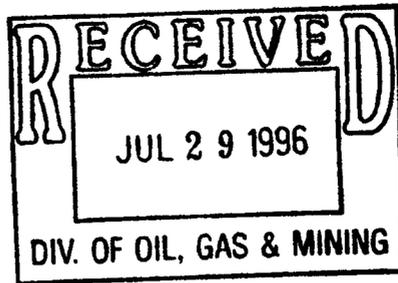
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Section 34, T9S, R18E

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	300'	225 sx
7-7/8"	5-1/2"	15.5#, J-55	5500'	600 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. Kattubek TITLE Vice President DATE 7/25/96

(This space for Federal or State office use)

PERMIT NO. 43-047-32277 APPROVAL DATE _____

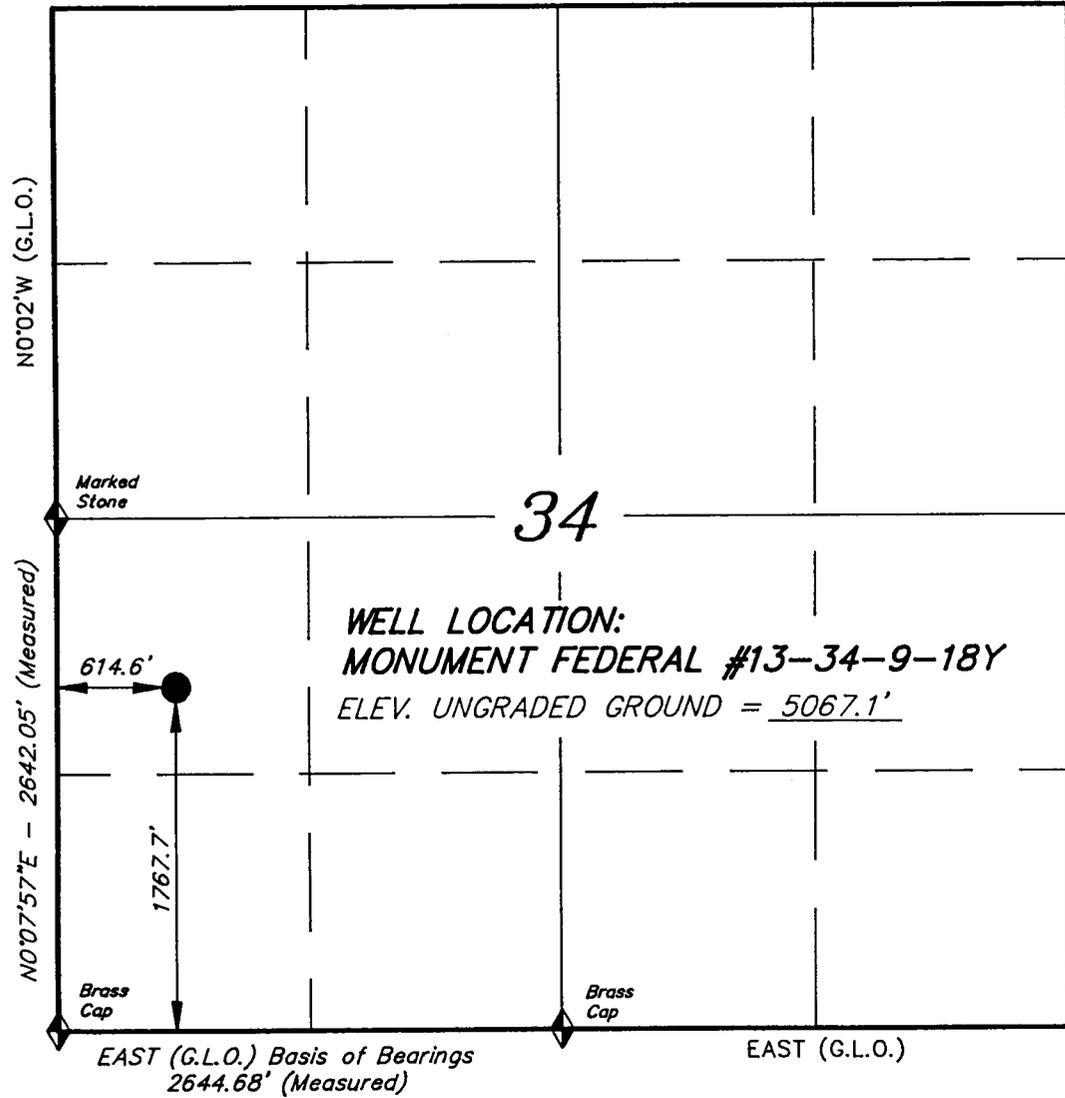
APPROVED BY: [Signature] TITLE Andrew Engman DATE 9/3/96

CONDITIONS OF APPROVAL, IF ANY:

***See Instructions On Reverse Side**

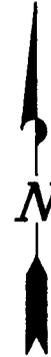
T9S, R18E, S.L.B.&M.

N89°58'W - 80.04 (G.L.O.)

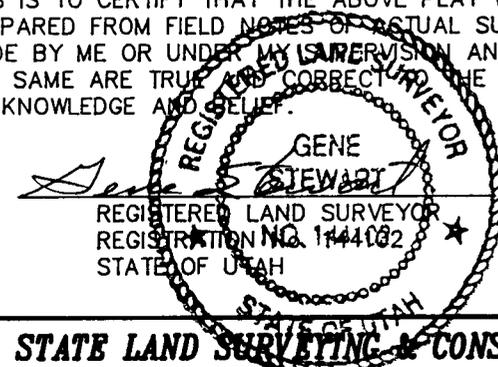


EQUITABLE RESOURCES ENERGY CO.

WELL LOCATION, MONUMENT FEDERAL #13-34-9-18Y, LOCATED AS SHOWN IN THE NW 1/4 SW 1/4 OF SECTION 34, T9S, R18E, S.L.B.&M. UINTAH COUNTY, UTAH.



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



TRI STATE LAND SURVEYING & CONSULTING
38 WEST 100 NORTH - VERNAL, UTAH 84078
(801) 781-2501

SCALE: 1" = 1000'	SURVEYED BY: S.S. D.S.
DATE: 5-23-96	WEATHER: WARM
NOTES:	FILE #

◆ = SECTION CORNERS LOCATED

BASIS OF ELEV; U.S.G.S. 7-1/2 min QUAD (CROW KNOLL)

Exhibit 'A'

EXHIBIT B

WILDROSE RESOURCES CORPORATION
BIRKDALE FEDERAL #13-34
LEASE #U-68618
NW/SW SECTION 34, T9S, 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	800'
Wasatch Tongue of Green River	5200'
Total Depth	5500'

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

No water bearing zones are anticipated

Green River 4000' - 5500' 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 - 300'	300'	8-5/8"	24# K-55 ST&C	New
7-7/8"	0 - 5500'	5500'	5-1/2"	15.50# J-55 ST&C	New

Cement Program -

Surface Casing: 225 sacks Class "G" plus 2% CaCl₂

Production Casing: 200 sacks Lite Cement and 400 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>
0-3500'	Fresh Water	8.4 - 8.6	28 - 30	NC	--
3500-5500'	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 300' - T.D.
Formation Density-CNL 3500' - 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.

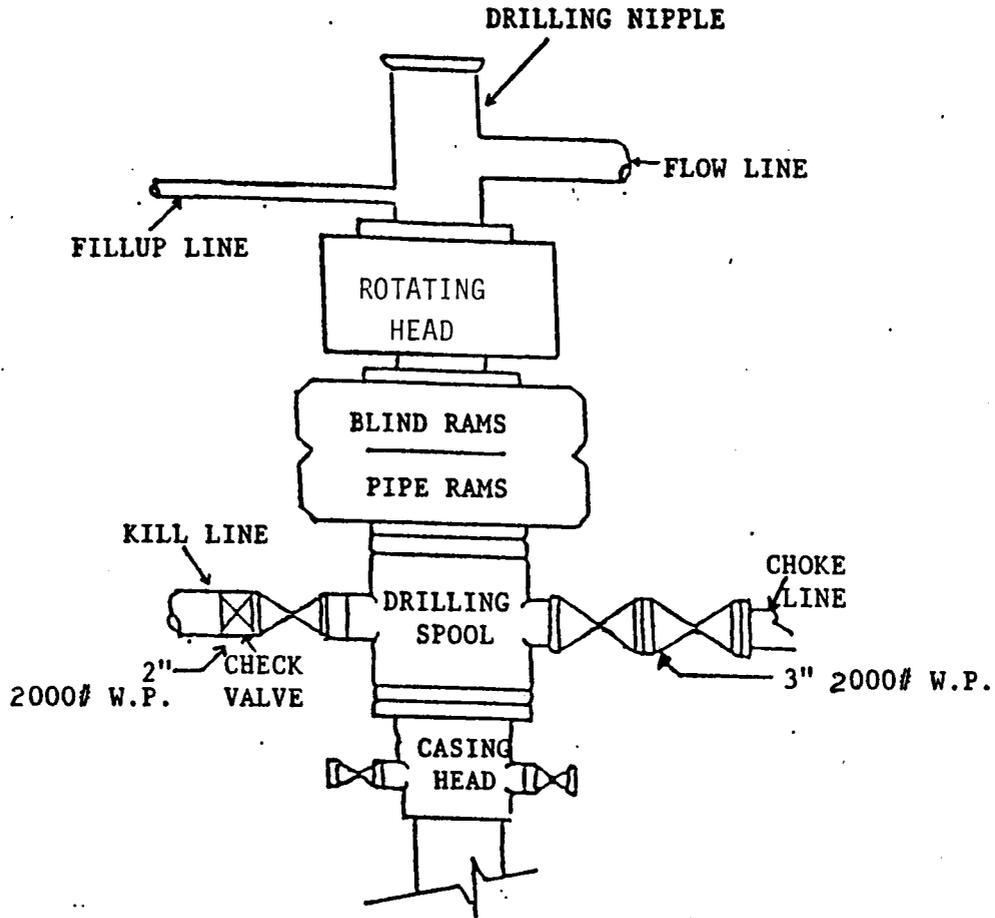
10. Anticipated Starting Date and Duration of the Operations.

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.

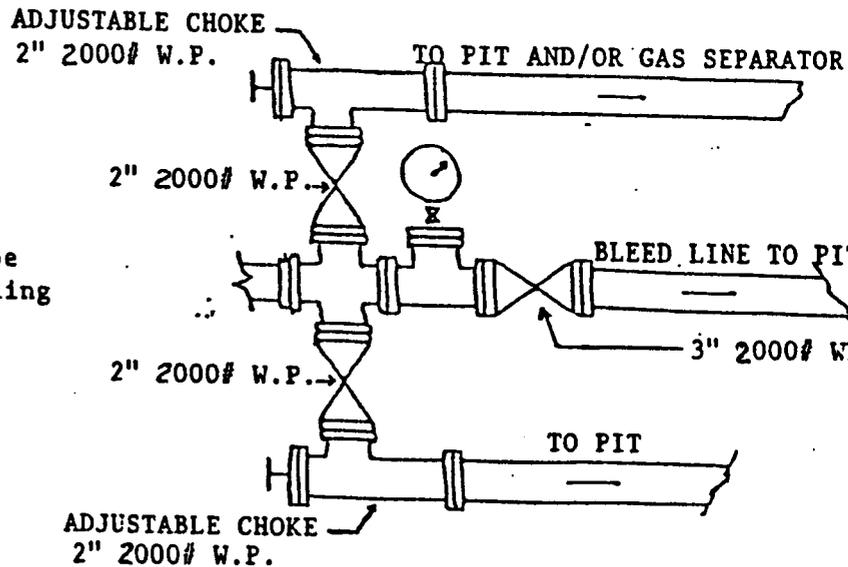


EXHIBIT D

WILDROSE RESOURCES CORPORATION
BIRKDALE FEDERAL #13-34
LEASE #U-68618
NW/SW SECTION 34, T9S, 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 1 mile. Turn south on Pleasant Valley road. Go south and east on Pleasant Valley/ Eight Mile Flat road for 16.9 miles. Turn south 3.9 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 - 0.1miles.
- B. Width - 30' right of way with 18' running surface maximum.
- C. Maximum grades - 2%
- 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.

If a Right of Way application is needed please consider this APD the application for said ROW.

3. Location of Existing Wells Within a 1 Mile Radius

See Exhibit G

- A. Water wells - none.
- B. Abandoned wells - none.
- C. Temporarily abandoned wells - none.
- D. Disposal wells - none.
- E. Drilling wells - none.
- F. Producing wells - none.
- 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 SW 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).
- 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. The plastic liner 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 west side of the

location.

The flare pit will be located downwind of the prevailing wind direction on the south 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 at the north side of the location.

Access to the well pad will be from the northeast.

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

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.

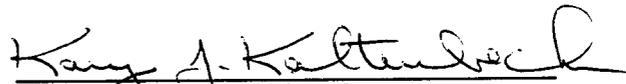
Self-Certification Statement:

Please be advised that Wildrose Resources Corporation is considered to be the operator of Birkdale Federal Well No. 13-34, NW/4 SW/4 of Section 34, Township 9 South, Range 18 East; Lease Number U-68618; 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

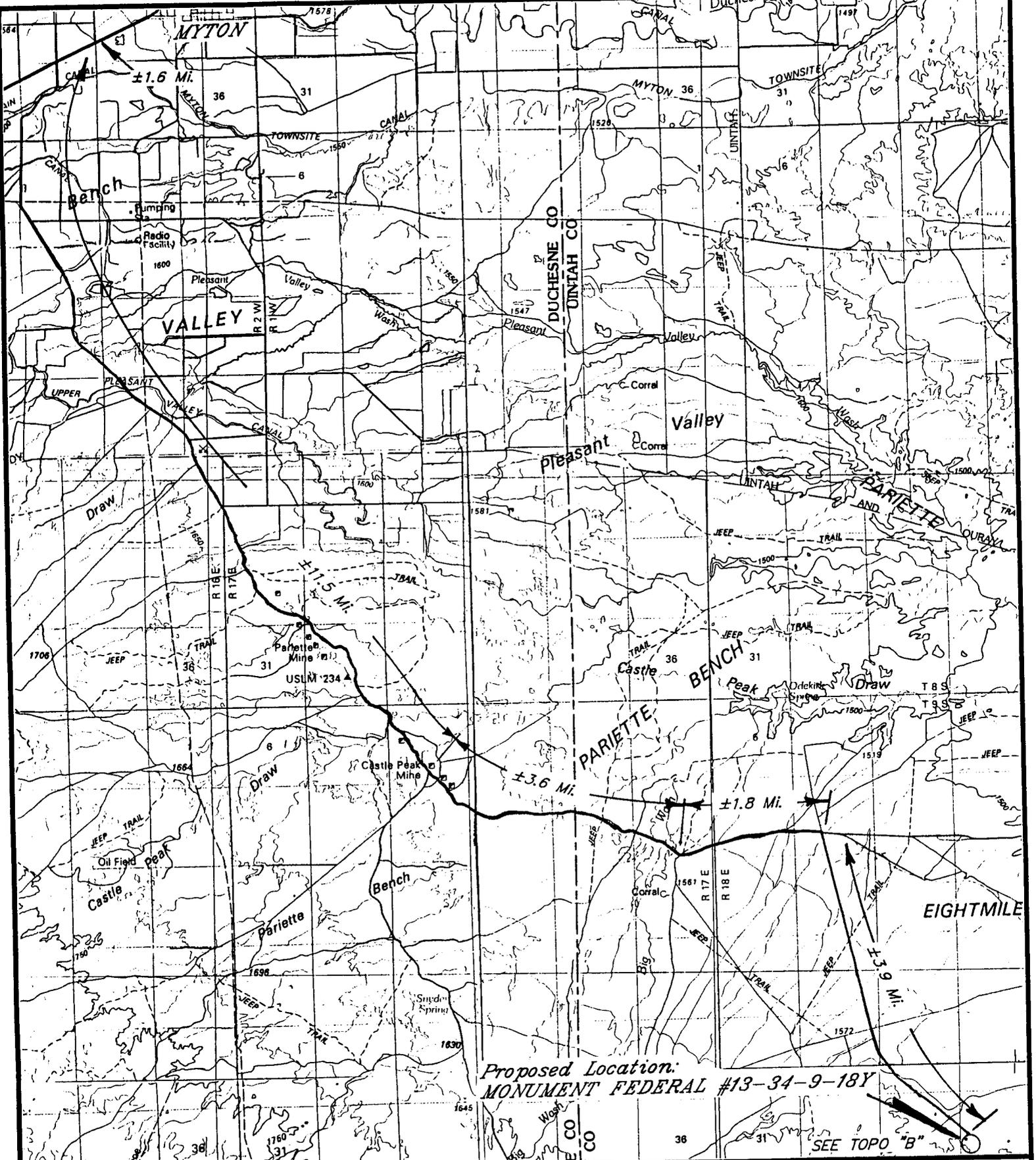
I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and, that the work associated 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 July 25, 1996


Kary J. Kaltenbacher
Vice President

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.

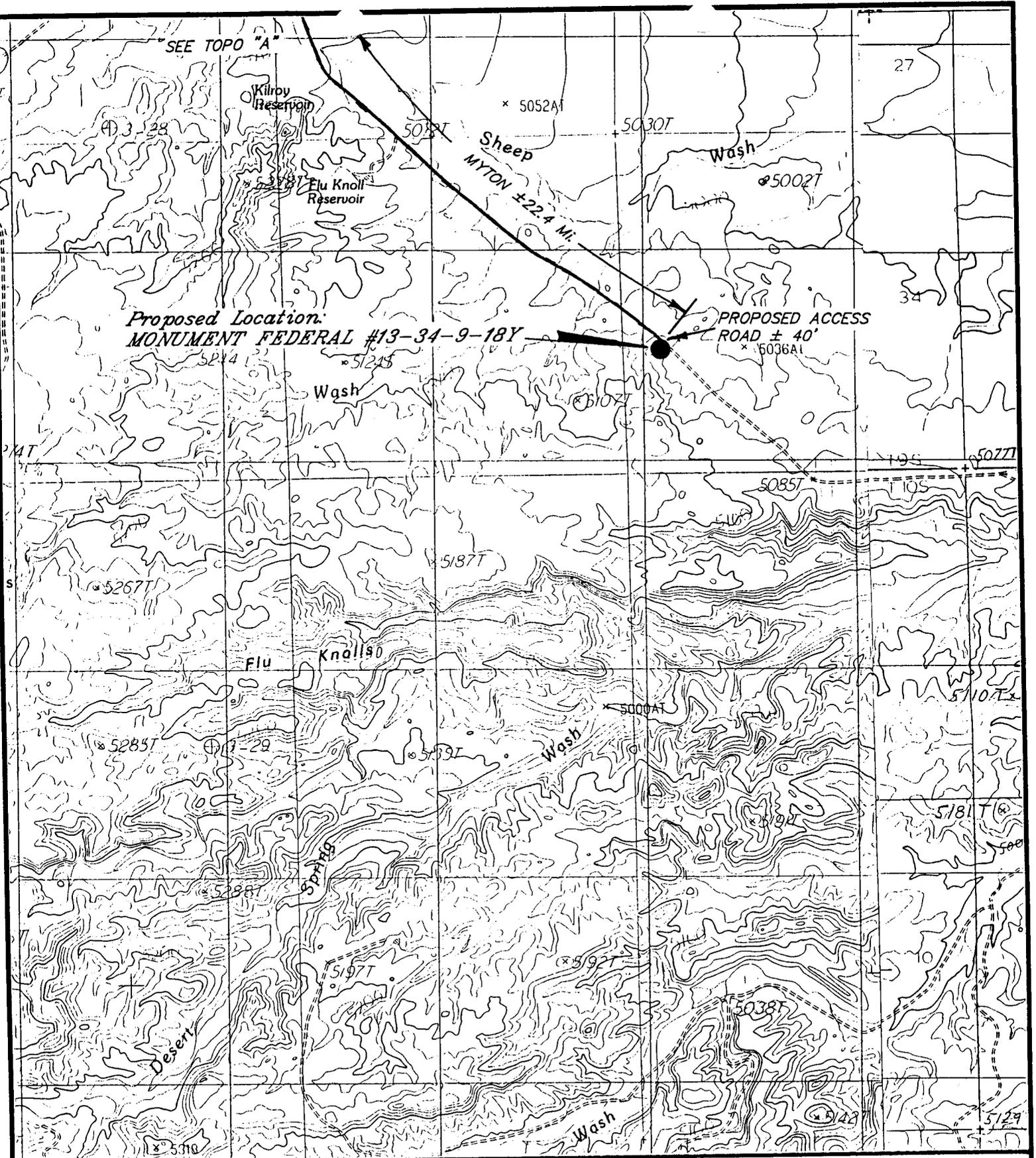


EQUITABLE RESOURCES CO.

MONUMENT FEDERAL #13-34-9-18Y
 SECTION 34, T9S, R18E, S.L.B.&M.
 TOPO "A"

Tri State
 Land Surveying, Inc.
 (801) 781-2501
 78 WEST 100 NORTH VERNAL, UTAH 84078

Exhibit 'E-1'



EQUITABLE RESOURCES CO.

MONUMENT FEDERAL #13-34-9-18Y
 SECTION 34, T9S, R18E, S.L.B.&M.
 TOPO "B"
 Exhibit 'E-2'



SCALE: 1" = 2000'

Tri State
 Land Surveying, Inc.
 (801) 781-2501
 38 WEST 100 NORTH VERNAL, UTAH 84078

PROPOSED PRODUCTION FACILITY DIAGRAM

VALVE DESCRIPTION		
	DURING PROD.	DURING SALES
VALVE #1	CLOSED	OPEN
VALVE #2	OPEN	CLOSED
VALVE #3	CLOSED	OPEN
VALVE #4	OPEN	CLOSED
VALVE #5	CLOSED	CLOSED
VALVE #6	CLOSED	CLOSED
VALVE #7	CLOSED	OPEN

DIKE

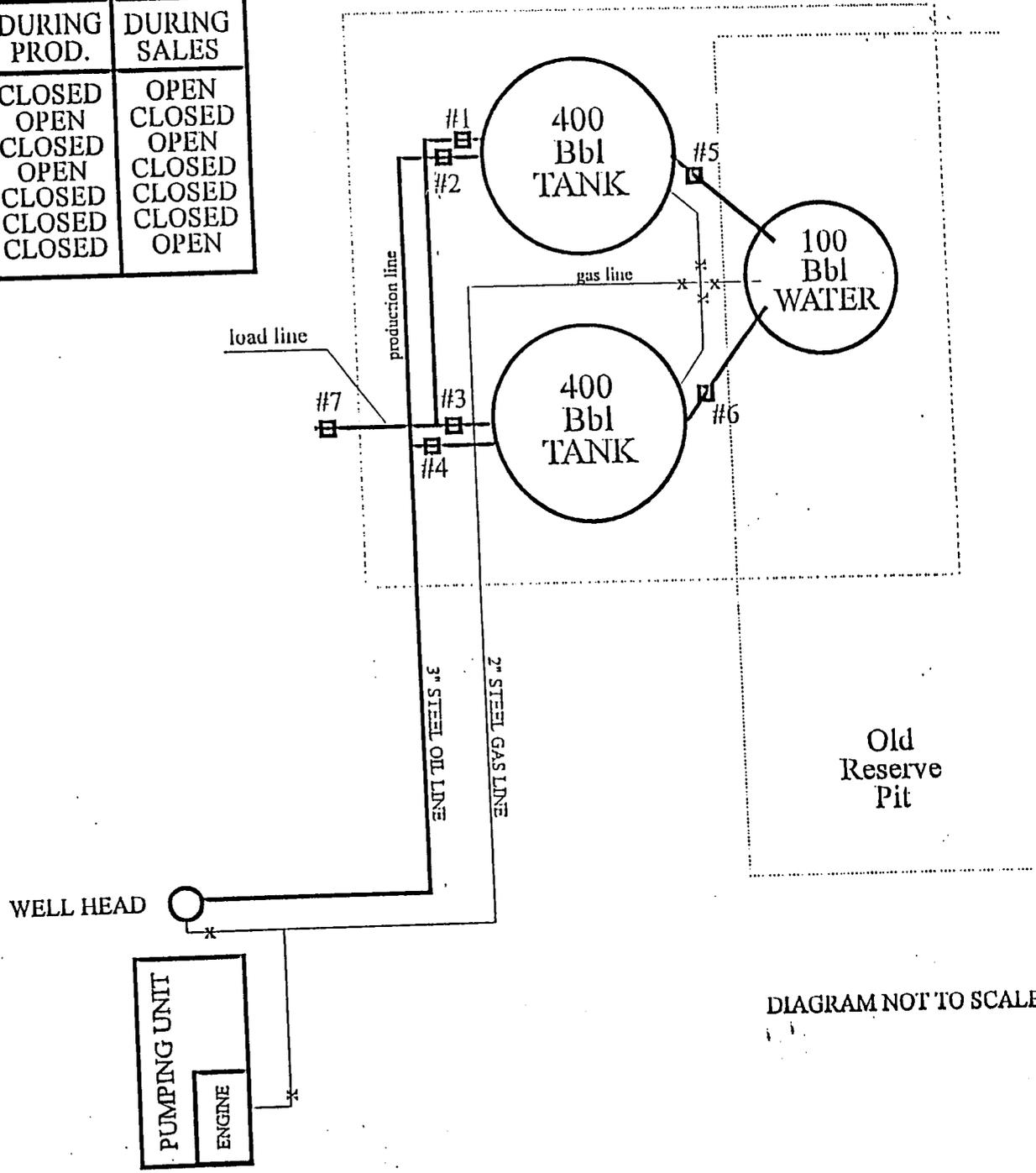
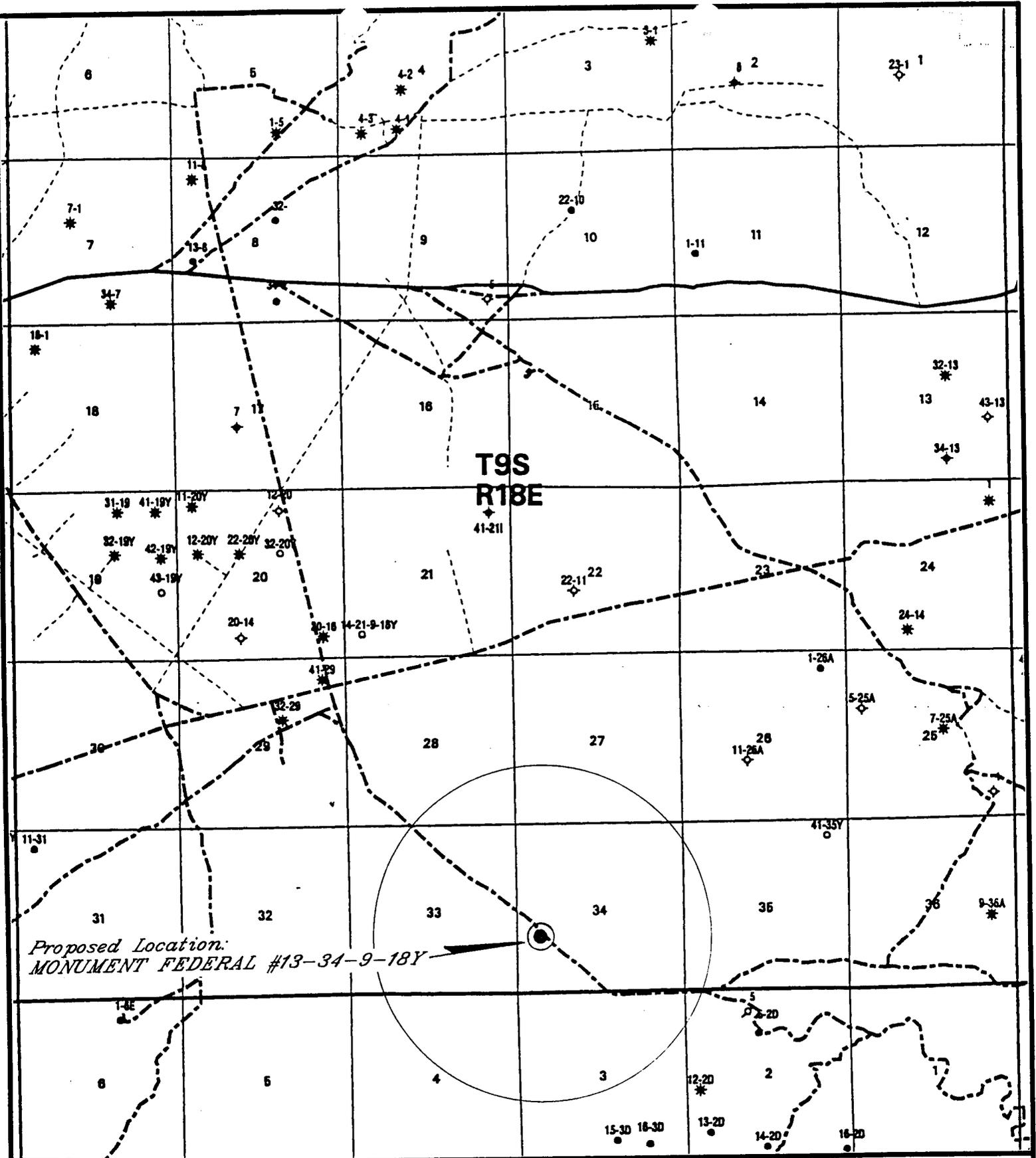


DIAGRAM NOT TO SCALE

Exhibit 'F'



Proposed Location:
 MONUMENT FEDERAL #13-34-9-18Y

EQUITABLE RESOURCES CO.

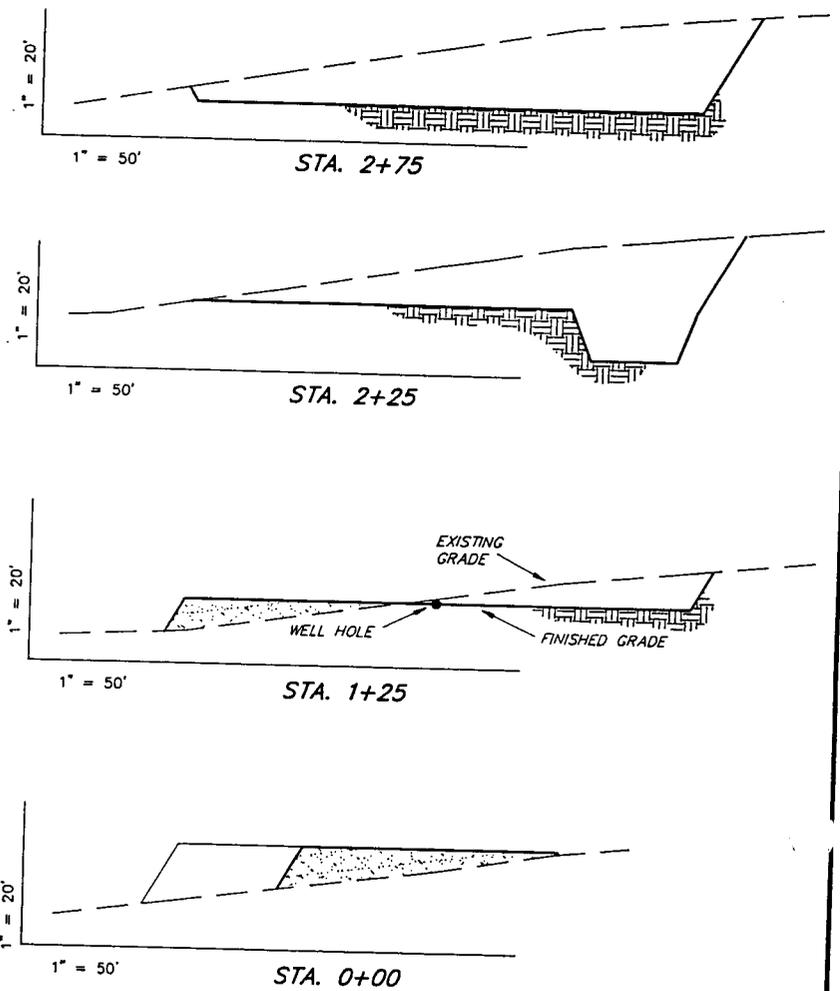
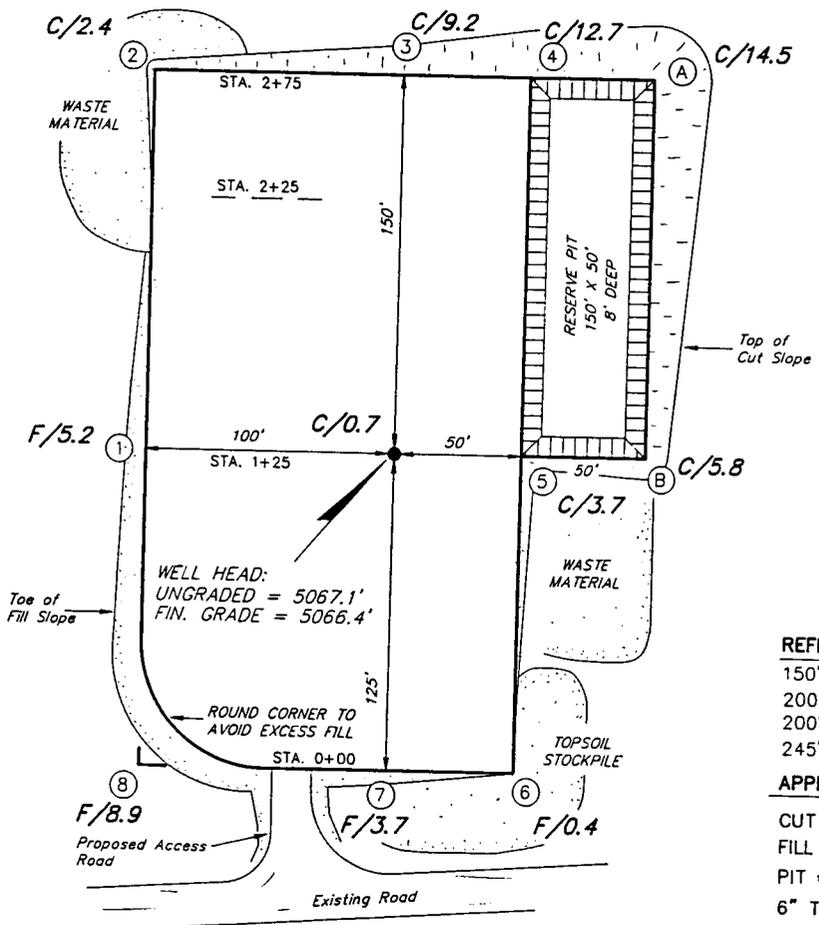
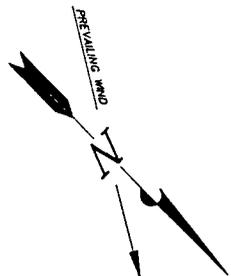
MONUMENT FEDERAL #13-34-9-18Y
 SECTION 34, T9S, R18E, S.L.B.&M.
 TOPO "C"
 Exhibit 'G'



Tri State
 Land Surveying, Inc.
 (801) 781-2501
 38 WEST 100 NORTH VERNAL, UTAH 84078

EQUITABLE RESOURCES ENERGY CO.

**MONUMENT FEDERAL #13-34-9-18Y
SEC. 34, T9S, R18E, S.L.B.&M.**



- REFERENCE POINTS**
 150' SOUTHEAST = 5060.3'
 200' SOUTHEAST = 5059.1'
 200' SOUTHWEST = 5078.3'
 245' SOUTHWEST = 5086.1'
- APPROXIMATE YARDAGES**
 CUT = 5,690 Cu. Yds.
 FILL = 3,080 Cu. Yds.
 PIT = 1,770 Cu. Yds.
 6" TOPSOIL = 910 Cu. Yds.

SURVEYED BY: S.S. D.S.	 Tri State Land Surveying, Inc. (801) 781-2501 38 WEST 100 NORTH VERNAL, UTAH 84078
DRAWN BY: J.R.S.	
DATE: 5-23-96	
SCALE: 1" = 50'	
FILE:	

Exhibit 'H-1'

TYPICAL RIG LAYOUT

MONUMENT FEDERAL #13-34-9-18Y

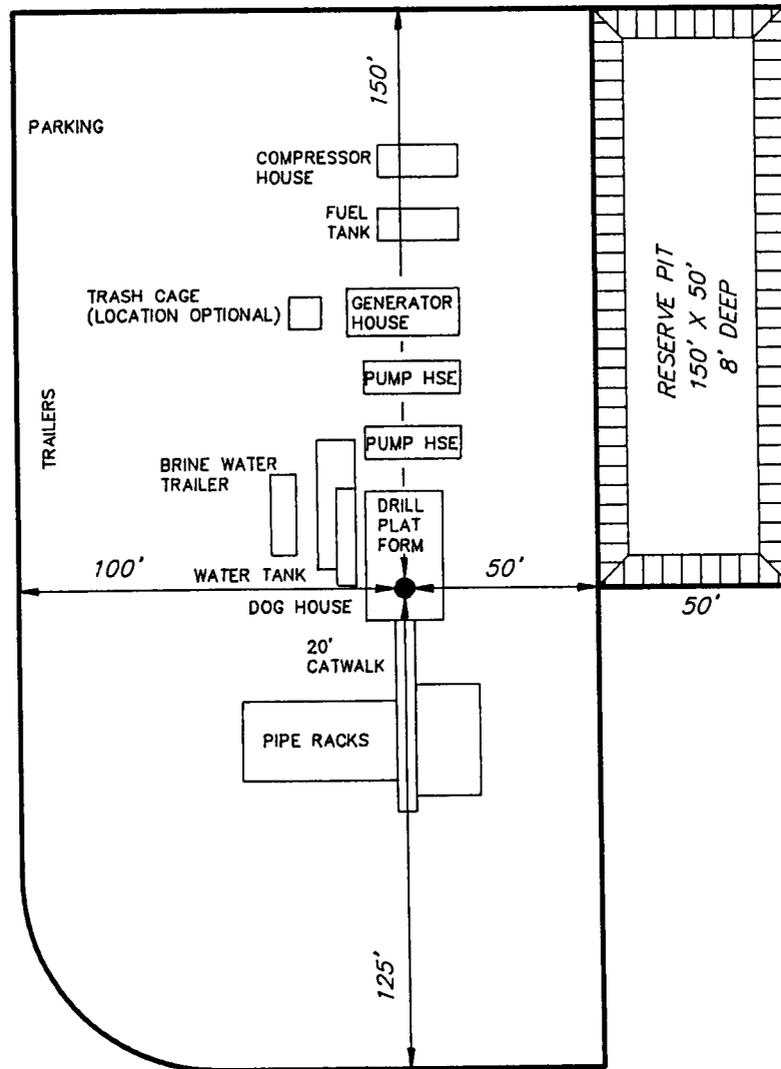


Exhibit 'H-2'

Tri State
Land Surveying, Inc.
(801) 781-2501
38 WEST 100 NORTH, VERNAL, UTAH 84078

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 07/29/96

API NO. ASSIGNED: 43-047-32777

WELL NAME: BIRKDALE FEDERAL 13-34
 OPERATOR: WILDROSE RESOURCES (N9660)

PROPOSED LOCATION:
 NWSW 34 - T09S - R18E
 SURFACE: 1768-FSL-0615-FWL
 BOTTOM: 1768-FSL-0615-FWL
 UINTAH COUNTY
 EIGHT MILE FLAT NORTH FIELD (590)

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

LEASE TYPE: FED
 LEASE NUMBER: U - 68618

PROPOSED PRODUCING FORMATION: GRRV

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: _____)

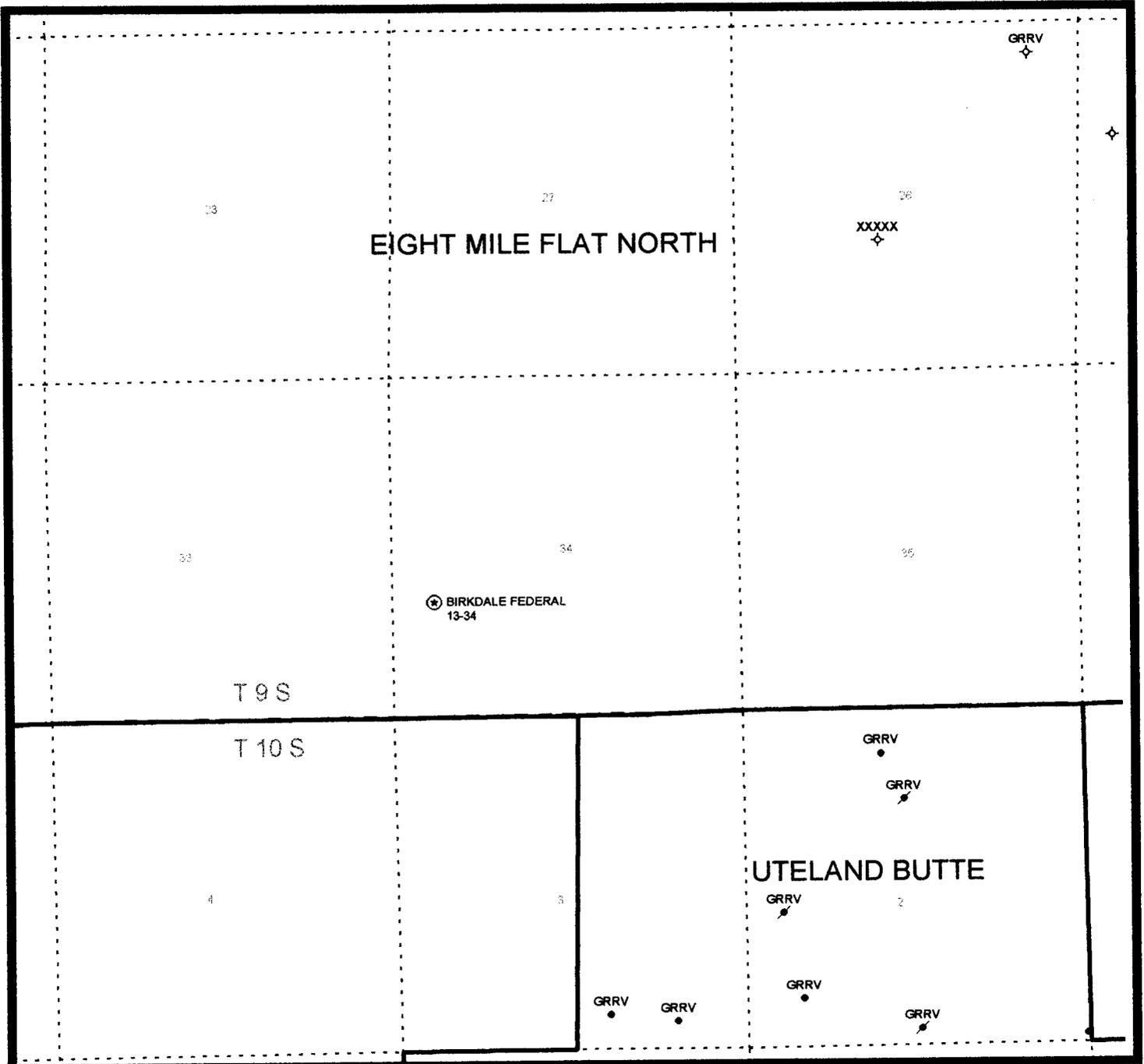
LOCATION AND SITING:

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

COMMENTS: EXCEPTION SITING REQUESTED 30 JULY 96

STIPULATIONS: _____

OPERATOR: WILDRÖSE RESOURCES
FIELD: EIGHT MILE FLAT NORTH
SEC. TWP, RNG: 34, T9S, R18E
COUNTY: UINTAH
SPACING: UAC R649-3-3



PREPARED:
DATE: 29-JULY-96

STATE OF UTAH, DIV OF OIL, GAS & MINERALS

Operator: WILDROSE RESOURCES	Well Name: BIRKDALE FED 13-34
Project ID: 43-047-32777	Location: SEC. 34 - T9S - R18E

Design Parameters:

Mud weight (8.80 ppg) : 0.457 psi/ft
 Shut in surface pressure : 2176 psi
 Internal gradient (burst) : 0.061 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	5,500	5.500	15.50	J-55	ST&C	5,500	4.825
	Collapse Load Strgth S.F. (psi) (psi)		Burst Load Strgth (psi)	Min Int Strgth (psi)	Yield S.F.	Tension Load Strgth S.F. (kips) (kips)	
1	2514	4040	1.607	2514	4810	1.91	85.25 202 2.37 J

Prepared by : MATTHEWS, Salt Lake City, Utah
 Date : 09-03-1996
 Remarks :

GREEN RIVER

Minimum segment length for the 5,500 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 112°F (Surface 74°F , BHT 151°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 2,514 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)

Wildrose Resources Corp.

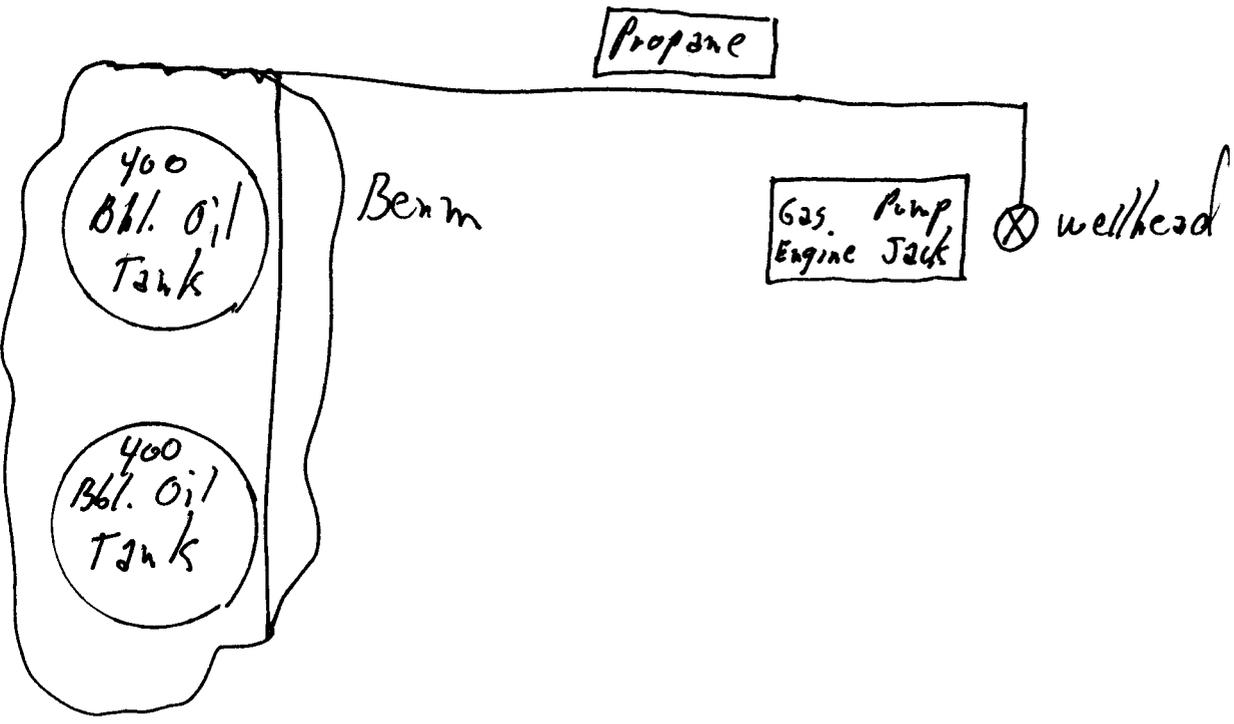
Birdsall Fed. 13-34

43-047-32777

↑
North

Reserve Pit

Top
Soil



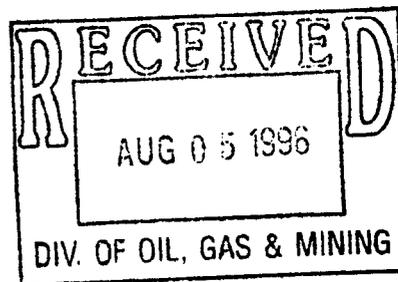
Access



WILDROSE RESOURCES CORPORATION

August 1, 1996

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



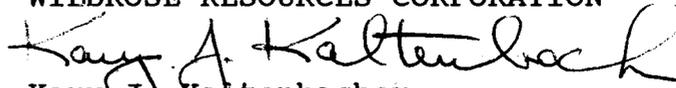
RE: Exception Location
Birkdale Federal #13-34
1768' FSL & 615' FWL
NW/SW Section 34, T9S, R18E
Uintah County, Utah

Dear Mr. Hebertson:

Pursuant to your phone call, the Birkdale Federal #13-34 location is an exception location, as it is staked 1768' FSL which puts it 448' from the south line of the 40-acre spacing unit and Utah spacing rules allow a minimum of 460'. Wildrose is requesting approval of this exception location since all lands within 460' of the drill site are the same lease and the same ownership. The location was staked outside the spacing window due to topography.

If you have any questions or need anything else please give me a call.

Very truly yours,
WILDROSE RESOURCES CORPORATION


Kary J. Kaltenbacher
Vice President



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)

September 3, 1996

Wildrose Resources Corporation
4949 South Albion Street
Littleton, Colorado 80121

Re: Birkdale Federal 13-34 Well, 1768' FSL, 615' FWL, NW SW,
Sec. 34, T. 9 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 43-047-32777.

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: Birkdale Federal 13-34
API Number: 43-047-32777
Lease: U-68618
Location: NW SW Sec. 34 T. 9 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.

**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 1768' FSL & 615' FWL (NW $\frac{1}{4}$ SW $\frac{1}{4}$)
 At proposed prod. zone Same

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

10. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any) 615'

16. NO. OF ACRES IN LEASE 1280

17. NO. OF ACRES ASSIGNED TO THIS WELL 40

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

19. PROPOSED DEPTH 5500'

20. ROTARY OR CABLE TOOLS Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.) 5067' GR

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

5. LEASE DESIGNATION AND SERIAL NO.
 U-68618

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME
 Birkdale Federal

9. WELL NO.
 13-34

10. FIELD AND POOL, OR WILDCAT
 Wildcat

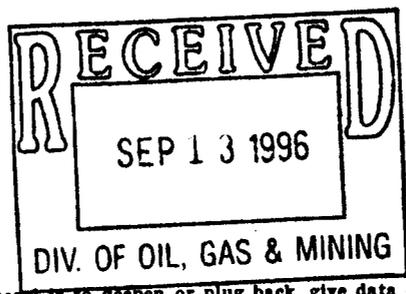
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA
 Section 34, T9S, R18E

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	300'	225 sx
7-7/8"	5-1/2"	15.5#, J-55	5500'	600 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



RECEIVED
JUL 29 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. Kattubach **TITLE** Vice President **DATE** 7/25/96

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

PERMIT NO. _____ **APPROVAL DATE** _____
APPROVED BY [Signature] **ACTING** Assistant Field Manager
 _____ **TITLE** Mineral Resources **DATE** SEP 04 1996

CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

44080-617-186

*See Instructions On Reverse Side

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Wildrose Resources Corporation

Well Name & Number: Birkdale Fed. 13-34

API Number: 43-047-32777

Lease Number: U-68618

Location: NWSW Sec. 34 T. 09S 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 having a cement top for the production casing at least 200 ft. above the Usable Water Zone, identified at \pm 2082 ft. If gilsonite is encountered while drilling, it shall be isolated and/or protected via the cementing program.

4. Mud Program and Circulating Medium

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

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

5. Coring, Logging and Testing Program

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

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

A cement bond log (CBL) will be run from the production casing shoe to \pm 1882 ft. and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

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

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or

workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

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

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

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

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

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

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

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

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

No well abandonment operations will be commenced without the prior approval of the AO. In

the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form 3160-5, will be filed with the AO within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

7. Other Information

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

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

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

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

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

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

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

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

The APD approval is valid only until September 30, 1996 unless production is established from another well within the lease prior to that date. If production in paying quantities is established prior to that date then the APD is valid for a period of one (1) year from the signature date. An extension period may be granted, if requested, prior to the expiration of the original approval period, if production in paying quantities has been established from another well from within the lease hold.

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 WASTE

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

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

SURFACE USE PROGRAM
Conditions of Approval (COAs)

Plans For Reclamation Of Location

When reclaiming the reserve pit, the pit liner will be torn and perforated before backfilling the reserve pit and the torn liner will be buried a minimum of four (4) feet deep. If this is a producing well and after the reclamation of the reserve pit, and unused disturbed areas, contact the authorized office to obtain a seed mixture to revegetate these specific areas.

At time of final abandonment the intent of reclamation will be to return the disturbed area to near natural conditions. Recontour the surface of the disturbed area to **blend all cuts, fills, road berms, and borrow ditches to be natural in appearance** with the surrounding terrain. After recontouring of the area any stockpiled topsoil will be spread over the surface, and the area reseeded and revegetated to the satisfaction of the authorized officer of the BLM. Contact the authorized officer of the BLM at the time of reclamation for the required seed mixture.

CONFIDENTIAL

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: WILDROSE RESOURCES

Well Name: BIRKDALE FEDERAL 13-34

Api No. 43-047-32777

Section 34 Township 9S Range 18E County UINTAH

Drilling Contractor CAZA

Rig #: 56

SPUDDED:

Date: 9/30/96

Time: AM

How: DRY HOLE

Drilling will commence: _____

Reported by: CARY KALTENBACHER

Telephone #: _____

Date: 10/1/96 Signed: JLT

ENTITY ACTION FORM - FORM 6

OPERATOR WILDROSE RESOURCES CORP
ADDRESS 4949 So. Albion St
Littleton, CO 80121

OPERATOR ACCT. NO. N 9660

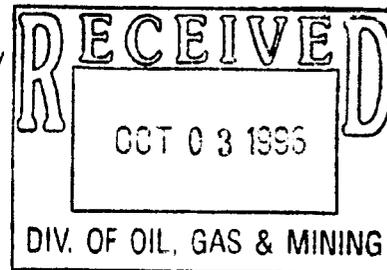
ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12007	4304732777	Binkdale Fed. 13-34	NW/4	34	9S	18E	Utah	9/30/96	
WELL 1 COMMENTS: Entity added 10-4-96. Jec											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
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.

(3/89)



Kary Kattenbach
Signature
V.P.
Title
10/1/96
Date
Phone No. (303) 770-6566

DAILY COMPLETION REPORT

Operator: Wildrose Resources Corporation
Well: #13-34 Birkdale Federal
T 9 S, R 18 E, Section 34
NW SW (1768' FSL & 615' FWL)
Uintah County, Utah
PTD - 5242'
Elevation: GR: 5067', KB: 5080'

11/02/96 RU Schlumberger mast truck. Run CBL from PBTD @ 5242'-3300' & cement top @ 1200'. RD Schlumberger.

11/03/96 Day 1: MI & RU Ross Well Service. NUBOP's. Unload tbq. PU & run 4 3/4" bit & scraper on 92 jts tbq to 2960'. SIFN.

11/10/96 Day 2: PBTD-5270'. Ran 72 jts tbq to 5270'. Circulated bottoms up w/ 40 bbls 2% KCl water. Pressure tested csg & BOP's to 3200 psi - OK. RU to swab. Swabbed FL down to 4500' - total 98 BW. POH w/ tbq. RU Schlumberger. Perforated Zone #1 from 5194'-5200' (6') w/ 4 JSPF using 4" csg gun. RD Schlumberger. SIFN.

11/11/96 SDF Sunday.

11/12/96 Day 3: PU & ran Baker Retrievmatic packer on 160 jts tbq. Set packer @ 5160'. RU to swab. FL @ 5000'. 1st run - recovered 60' of fluid - 20% oil. Wait 1/2 hr - 2nd run - FL @ 5100'+, no fluid recovered. Wait 1/2 hr - 3rd run - FL @ 5100'+, no fluid recovered. SIFN.

11/13/96 Day 4: TP=0, CP=0. Made one swab run. FL @ 5120' - no fluid recovery. RU HOWCO. Filled casing w/ 67 bbls treated warm water. Pressured casing to 500 psi. Pumped 928 gal, warm 28% HCl acid w/ chemicals down tbq. Filled tbq w/ 333 gal treated water. Caught pressure. Casing pressure indicated packer or tbq leak. Released packer. Equalized acid at bottom of tbq w/ 362 gals of treated water down tbq. Pulled packer to 3990' (above acid). Started flush. Zone #1 broke @ 1656 psi @ 2 BPM. Pumped 640 gal treated water @ 2 BPM. SD. Let acid soak for 10 min. Began flush again @ 2 BPM @ 900 psi for 500 gal. Increased rate to 5 1/2 BPM @ 1100 psi for 544 gal to finish flushing acid. ISIP=1020 psi, 5 min=845 psi, 10 min=768 psi. Total job volume = 159 bbls. Flowed back 15 BLW in 30 min - well dead. Ran tbq back to 5160'. RU to swab. FL @ 1200'. Swabbed 45 BLW in 4 swab runs. FL @ 2900'. Pulled 18 stds to 4008'. SIFN. 99 BLWTR.

11/14/96 Day 5: TP=0, CP=0. Ran tbq to 5130'. RU to swab. FL @ 3700'. Recovered 31 BF in 13 runs - oil cut @ 25% on last 3 runs. FL @ 4900'. Swab would not go below 4900'. POH w/ packer. Found split/ collapsed joint of tbq @ 4881'. Joint of tbq above split mostly plugged w/ paraffin/ thick oil. LD packer & 8 jts of tbq. TIH w/ SN on 161 jts tbq to 5190'. RU to swab. FL 4600'. Made 5 swab runs. Recovered 6 BF (est 3 BO & 3 BLW). Oil cut 80% last 3 runs. FL @ 5000' last 2 runs. SIFN. 55 BLWTR.

11/15/96 Day 6: TP=0, CP=0. RU to swab. FL @ 4800'. Swabbed 5 BO & no water in 3 runs. FL @ 5130'. Made 2 more runs - no recovery. SIFN.

11/16/96 Day 7: TP = 0, CP=0. FL @ 5000'. Made 3 swab runs = recovered 1 1/2 BO. FL @ 5100'. RU Sun OFS. Ran pressure bomb on slick line to 5160'. SIFN.

11/17-18/96 SDF pressure test.

11/19/96 Day 8: TP= 150 psi, CP=0. Pulled pressure bomb. RU to swab. FL @ 4600'. Swabbed 5 BO in 4 runs. FL @ 5100'. SIFN.

11/20/96 Day 9: TP = 150 psi, CP = 0. POH w/ 160 jts tbq. Ran Baker Model 'C' BP & Retrievmatic packer on 146 jts tbq. Set BP @ 4705'. Pulled 1 jt. Set packer @ 4678'. Pumped 48 bbl 2% KCl water down csg. Loaded tbq w/ 28 bbls 2% KCl water. Pressure tested BP & tbq to 2200' psi. Release packer. RU to swab. FL @ 1300'. Swabbed down to 4000'. POH w/ packer. RU Schlumberger. Spotted 2 sx sand on BP w/ bailer. Perforated 4594 - 4607' (23') w/ 4 JSPF using 4" csg gun. RU to swab - FL @ 3800". Swabbed 3 BF (10% oil) in 2 runs. SIFN. FL @ 4200'.

DAILY COMPLETION REPORT

Operator: Wildrose Resources Corporation
Well: #13-34 Birkdale Federal
T 9 S, R 18 E, Section 34
NW SW (1768' FSL & 615' FWL)
Uintah County, Utah
PTD - 5242'
Elevation: GR: 5067', KB: 5080'

11/21/96 SD - wait on Halliburton to frac.

11/22/96 Day 10: TP=0, CP=0. FL @ 3900'. Made 4 swab runs - recovered 4 BF (est 20% oil). FL @ 4400'. POH w/ tbg. RU HOWCO to frac down 5 1/2" csg as follows:

<u>VOLUME</u>	<u>EVENT</u>	<u>RATE</u>	<u>AVERAGE TREATMENT PRESSURE</u>
2932 gal	Prepad - 30# Linear gel	17 BPM	Load csg
2994 gal	Pad - 35# Boragel	23 BPM	2480 psi
1477 gal	2-6 ppg 20/40 (30#BG)	25 BPM	2450 psi
7887 gal	6-8 ppg 20/40 (30#BG)	25 BPM	2300 psi
2641 gal	8-10 ppg 20/40 (30#BG)	25 BPM	2100 psi
4535 gal	Flush - 20# Linear gel	25 BPM	2810 psi

Frac volumes: 535 bbls water, 72,900# 20/40 sand. ISIP=2550, 5 min=2465, 10 min=2330, 15 min=2290. Opened well up @ 1 BPM. Flowed back 275 BLW in 7 hrs. CP=250 psi. SIFN. 260 BLWTR.

11/23/96 Day 11: CP=700 psi. Opened - 1/2 BO on top. Flowed 30 BLW in 2 hrs. CP=0. TIH w/ BP retrieving tool on tbg. Tag sand @ 4633'. Circulate out sand to 4698' (recovered approx 8 BO w/ good gas). At 4698' (7' above BP) tagged hard. Tried jarring & rotating tbg w/ tongs but could only gain 6" in 1 1/2 hrs. Circulating clean. Pull tbg to 4450' SIFN, 230 BLWTR.

11/24/96 Day 12: CP=300, TP=300. Flowed approx 1 bbl of oil & water. POH w tbg. TIH w/ 4 3/4" bit on 145 jts tbg. RU power swivel. Circulate hole w/90 bbls load water. Good oil & gas show. Run tbg - tag @ 4702'. Circulate & rotate to 4705' Returns showed metal shaving, scale & formation rock. RD power swivel. POH w/ bit. TIH w/ BP retrieving tool on 146 jts tbg. Circulate down to BP. tag BP @ 4710'. Circulate clean. Release BP. Lost 3 BW & then circulation returned. POH w/ tbg & BP. SIFN.

11/25/96 Day 13: CP=10 psi. TIH w/ SN on 134 jts tbg to 4317'. RU to swab. Oil set up @ 30'. Circulate 7 BLW down csg & ran wax cutting knife to 2000'. RU to swab. FL @ surface. Swabbed approx. 67 BO & 60 BLW in 4 1/2 hrs (22 runs). Final FL @ 4200' w/ est oil cut of 90%. SIFN. Approx 170 BLWTR.

11/26/96 Day 14: TP=90 psi, CP=70 psi. FL @ 1800'. Swabbed 37 BO & 0 BLW with 6 swabs runs. FL @ 3200'. TIH w/ tbg. Tag @ 5270'. POH w/ tbg. Run 1 jt tbg, perforated sub, SN, 19 jts tbg, tbg anchor and 141 jts tbg. EOT @ 5201', SN @ 5163', anchor @ 4547'. Stripped off BOP's. Set anchor w/ 12,000# tension. SIFN.

11/27/96 Day 15: TP=20, CP=20. Flush tbg w/ 30 BLW (hot). Ran 2 1/2 X 1 1/2 X 16' RHAC, 140 - 3/4" rods, 67 - 7/8" rods, 8' & 6' X 7/8" ponys & 1 1/2" X 22' polished rod. Seat pump. Pressure up to 500 psi w/ hot oiler. Long stroke w/rig to 1000 psi. Clamp rods off. RD & MO Ross.

11/28-12/04/96 Set production equipment. Start up unit @ 12 PM 12/4/96. 86" stroke - 4 SPM.

12/05/96 Pumped 30 BO & 30 BLW in 20 hrs. 170 BLWTR.

12/06/96 Pumped 10 BO & 54 BLW in 24 hrs.

12/07/96 Pumped 40 BO & 20 BLW in 24 hrs.

12/08/96 Pumped 17 BO & 16 BLW in 24 hrs. Pump was down

12/09/96 Pumped 12 BO & 2 BLW in 24 hrs.

DAILY COMPLETION REPORT

page 3

Operator: Wildrose Resources Corporation

Well: # 13-34 Birkdale Federal

T 9 S, R 18 E, Section 34

NW SW (1768' FSL & 615' FWL)

Uintah County, Utah

PTD - 5242'

Elevation: GR: 5067', KB: 5080'

12/10/96 Pumped 18 BO & @ BLW in 24 hrs.

12/11/96 Pumped 16 BO & 4 BLW in 24 hrs.

12/12/96 Pumped 15 BO & 1 BLW in 24 hrs.

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

5. LEASE DESIGNATION AND SERIAL NO.

U-68618

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Birkdale Federal

9. WELL NO.

13-34

10. FIELD AND POOL, OR WILDCAT

Wildcat

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

Sec. 34, T9S, R18E

12. COUNTY OR PARISH

Utah

13. STATE

Utah

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

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

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

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 1768' FSL & 615' FWL (NW/SW)

At top prod. interval reported below Same

At total depth Same

CONFIDENTIAL

14. PERMIT NO. DATE ISSUED

43-047-32777

15. DATE SPUNDED 9/30/96 16. DATE T.D. REACHED 10/24/96 17. DATE COMPL. (Ready to prod.) 12/4/96 18. ELEVATIONS (DF, RKB, RT, GR, ETC.)* 5067' GR 19. ELEV. CASINGHEAD 5067'

20. TOTAL DEPTH, MD & TVD 5333' 21. PLUG. BACK T.D., MD & TVD 5270' 22. IF MULTIPLE COMPL., HOW MANY* - 23. INTERVALS DRILLED BY - 24. ROTARY TOOLS 0'-TD 25. CABLE TOOLS No

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)* 4594' - 5200' (Green River) 25. WAS DIRECTIONAL SURVEY MADE No

26. TYPE ELECTRIC AND OTHER LOGS RUN CBL/GR/CCL MUD LOG 12-20-96
DL, FDC-CNL COMBINABLE MAGNETIC RESONANCE/GR 27. WAS WELL CORED No

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

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
8 5/8"	24	306'	12 1/4"	120 SX (To Surface)	-
5 1/2"	15.5	5326'	7 7/8"	505 SX	-

29. LINER RECORD					30. TUBING RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
N/A					2 7/8"	5201'	No

31. PERFORATION RECORD (Interval, size and number)		32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.	
INTERVAL	HOLES	DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
5194' - 5200'	24 Holes - 0.43"	5194' - 5200'	928 gal. 28% HCl Acid
4594' - 4607'	52 Holes - 0.43"	4594' - 4607'	1793 gal x-link gelled water & 72900 # 20/40 Sand

CONFIDENTIAL

33. PRODUCTION
DATE FIRST PRODUCTION 12/5/96 PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump) Pumping - Beam WELL STATUS (Producing or shut-in) Producing

DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N. FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO
12/10/96	24	-	→	18	10	0	556
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF.	WATER—BBL.	OIL GRAVITY-API (CORR.)	
-	200	→	18	10	0	30°	

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.) Used For Fuel TEST WITNESSED BY E. Wilcken

35. LIST OF ATTACHMENTS
Logs, Daily Reports,

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

SIGNED Kay Keltner TITLE V.P. DATE 12/16/96

*(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, 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	1553'	1553'
				Wasatch Tongue	5039'	5039'

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

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		2. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Exhibit
2. NAME OF OPERATOR: Inland Production Company N5160		3. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1401 17th St. #1000 CITY Denver STATE Co ZIP 80202		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (303) 893-0102		5. WELL NAME and NUMBER: See Attached Exhibit
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY: STATE: UTAH		8. API NUMBER:
QTR/CTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		10. FIELD AND POOL, OR WILDCAT:

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

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

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

Effective 4/15/04, Inland Production Company, as Contract Operator, will take over operations of the attached referenced wells. The previous operator was:

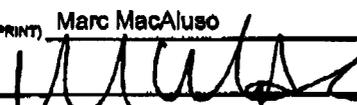
Wildrose Resources Corporation N9660
3121 Cherryridge Road
Englewood, Colorado 80110-6007

Effective 4/15/04, Inland Production Company, as Contract Operator, is responsible under the terms and conditions of the leases for operations conducted on the leased lands or a portion thereof under BLM Bond No. UT0056 issued by Hartford.

Attached is a list of wells included.

Previous Operator Signature:

Title:

NAME (PLEASE PRINT) Marc MacAluso	TITLE CEO, Wildrose Resources Corporation
SIGNATURE 	DATE 4/15/04

(This space for State use only)

RECEIVED

APR 26 2004

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

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Exhibit
2. NAME OF OPERATOR: Inland Production Company <i>N 5160</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1401 17th St. #1000 CITY <u>Denver</u> STATE <u>Co</u> ZIP <u>80202</u>		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY: QTR/CTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: <u>UTAH</u>		8. WELL NAME and NUMBER: See Attached Exhibit
PHONE NUMBER: <u>(303) 893-0102</u>		9. API NUMBER:
10. FIELD AND POOL OR WILDCAT:		

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

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

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 Effective 4/15/04, Inland Production Company, as Contract Operator, will take over operations of the attached referenced wells. The previous operator was:

Wildrose Resources Corporation
3121 Cherryridge Road
Englewood, Colorado 80110-8007

Effective 4/15/04, Inland Production Company, as Contract Operator, is responsible under the terms and conditions of the leases for operations conducted on the leased lands or a portion thereof under BLM Bond No. UT0056 issued by Hartford.

Attached is a list of wells included.

Current Contract Operator Signature: _____ Title: _____

NAME (PLEASE PRINT) Bill I. Pennington TITLE President, Inland Production Company

SIGNATURE *Bill I. Pennington* DATE 4/15/04

(This space for State use only)

RECEIVED
APR 26 2004
DIV. OF OIL, GAS & MINING

EXHIBIT "A"
Attached to Sundry Notices

Wildrose Resources Corporation
and
Inland Production Company

N	4304731526	REX LAMB 34-1	WR	4932° GR	2116 FNL 2132 FEL	34	SWNE	040S	010E	UTA	FEE	OW
N	4304731692	REX LAMB 34-2	WR	4932° GR	2018 FNL 1066 FEL	34	SENE	040S	010E	UTA	FEE	OW
N	4301331914	HARBOURTOWN FED 21-33	WR	5129° GR	0613 FNL 1938 FWL	33	NENW	080S	170E	DU	U-71368	OW
N	4301331915	HARBOURTOWN FED 42-33	WR	5128° GR	1954 FNL 0851 FEL	33	SENE	080S	170E	DU	U-71368	OW
N	4301331916	HARBOURTOWN FED 23-34	WR	5088° GR	1943 FSL 2162 FWL	34	NESW	080S	170E	DU	U-71368	OW
N	4301331917	HARBOURTOWN FED 44-34	WR	5063° GL	0835 FSL 0500 FEL	34	SESE	080S	170E	DU	U-71368	OW
N	4304732080	FEDERAL #23-26	WR	4910° KB	2113 FSL 1844 FWL	26	NESW	080S	180E	UTA	U-36442	OW
N	4304732700	FEDERAL 24-26	WR	4913° GR	0660 FSL 1980 FWL	26	SESW	080S	180E	UTA	U-36442	OW
N	4304732720	FEDERAL 13-26	WR	4903° GR	2018 FSL 0832 FWL	26	NWSW	080S	180E	UTA	U-36442	OW
N	4304732731	FEDERAL 12-26	WR	4924° GR	2956 FSL 0470 FWL	26	SWNW	080S	180E	UTA	U-36442	OW
N	4304732847	FEDERAL 34-26	WR	4907° GR	0741 FSL 1957 FEL	26	SWSE	080S	180E	UTA	U-75532	OW
N	4304732732	FEDERAL 43-27	WR	4862° GR	1917 FSL 0559 FEL	27	NESE	080S	180E	UTA	U-36442	OW
N	4304732733	FEDERAL 14-28	WR	4902° GR	0860 FSL 0846 FWL	28	SWSW	080S	180E	UTA	U-51081	OW
N	4304732743	FEDERAL 13-28	WR	4955° GR	2007 FSL 0704 FWL	28	NWSW	080S	180E	UTA	U-36442	OW
N	4304731464	PARIETTE FED 10-29	WR	4890° GR	1843 FSL 2084 FEL	29	NWSE	080S	180E	UTA	U-51081	OW
N	4304731550	W PARIETTE FED 6-29	WR	4892° GR	1978 FNL 2141 FWL	29	GENW	080S	180E	UTA	U-36846	OW
N	4304732079	FEDERAL 44-29	WR	4993° KB	0660 FSL 0660 FEL	29	SESE	080S	180E	UTA	U-51081	OW
N	4304732701	FEDERAL 43-29	WR	4886° GR	1904 FSL 0710 FEL	29	NESE	080S	180E	UTA	U-51081	OW
N	4304732742	FEDERAL 34-29	WR	4917° GR	0712 FSL 1925 FEL	29	SWSE	080S	180E	UTA	U-51081	OW
N	4304732848	PARIETTE FED 32-29	WR	4870° GR	1942 FNL 1786 FEL	29	SWNE	080S	180E	UTA	U-36846	OW
N	4304731118	NGC ST 33-32	WR	4930° GR	1914 FSL 1911 FEL	32	NWSE	080S	180E	UTA	ML-22058	OW
N	4304732077	FEDERAL 12-34	WR	4845° KB	1571 FNL 0375 FWL	34	SWNW	080S	180E	UTA	U-51081	OW
N	4304732702	FEDERAL 42-35	WR	4815° GR	1955 FNL 0463 FEL	35	SENE	080S	180E	UTA	U-51081	OW
N	4304732721	FEDERAL 43-35	WR	4870° GR	2077 FSL 0696 FEL	35	NESE	080S	180E	UTA	U-49430	OW
N	4304731345	GULF STATE 36-13	WR	4831° GR	1850 FSL 0600 FWL	36	NWSW	080S	180E	UTA	ML-22057	OW
N	4304731350	GULF STATE 36-11	WR	4837° GR	0677 FNL 0796 FWL	36	NWNW	080S	180E	UTA	ML-22057	OW
N	4304731864	GULF STATE 36-12	WR	4882° GR	1778 FNL 0782 FWL	36	SWNW	080S	180E	UTA	ML-22057	OW
N	4304731892	GULF STATE 36-22	WR	4923° GR	1860 FNL 1860 FWL	36	SENW	080S	180E	UTA	ML-22057	OW
N	4304732580	UTD STATE 36-K	WR	4809° GR	2120 FSL 1945 FWL	36	NESW	080S	180E	UTA	ML-22057	OW
N	4304732581	UTD STATE 36-M	WR	4744° KB	0848 FSL 0648 FWL	36	SWSW	080S	180E	UTA	ML-22057	OW
N	4304731415	WILDROSE FEDERAL 31-1	WR	4871° GR	2051 FSL 0883 FWL	31	NWSW	080S	180E	UTA	U-30103	OW
N	4301330842	MONUMENT BUTTE 1-3	WR	5156° GR	1945 FSL 0816 FWL	03	NWSW	090S	170E	DU	U-44004	OW
N	4301330810	MONUMENT BUTTE 2-3	WR	5107° GR	1918 FNL 1979 FWL	03	SENW	090S	170E	DU	U-44004	OW
N	4301331760	PINEHURST FEDERAL 3-7	WR	5096° GR	2082 FNL 1999 FEL	03	SWNE	090S	170E	DU	61252	OW
N	4301331761	PINEHURST FEDERAL 3-8	WR	5030° GR	1980 FNL 0660 FEL	03	SENE	090S	170E	DU	61252	OW
N	4301331764	RIVIERA FEDERAL 3-11	WR	5123° GR	2050 FSL 2008 FWL	03	NESW	090S	170E	DU	U-44004	OW
N	4301332183	RIVIERA FED 3-9	WR	5030 GR	1922 FSL 0806 FEL	03	NESE	090S	170E	DU	U-44004	OW
N	4301332184	RIVIERA FED 3-10	WR	5108 GR	2100 FSL 2190 FEL	03	NWSE	090S	170E	DU	U-44004	OW
N	4301331023	FEDERAL 15-1-B	WR	5177° GR	0660 FNL 1983 FEL	15	NWNE	090S	170E	DU	U-44429	OW
N	4304732777	BIRKDALE FED 13-34	WR	5067° GR	1768 FSL 0615 FWL	34	NWSW	090S	180E	UTA	U-68618	OW

END OF EXHIBIT

RECEIVED
APR 26 2004
DIV. OF OIL, GAS & MINING

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective:		4/15/2004
FROM: (Old Operator):	TO: (New Operator):	
N9660-Wildrose Resources Corporation 3121 Cherryridge Road Englewood, CO 80110-6007 Phone: 1-(303) 761-9965	N5160-Inland Production Company 1401 17th St, Suite 1000 Denver, CO 80202 Phone: 1-(303) 893-0102	

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
FEDERAL 43-35	35	080S	180E	4304732721	✓ 11830	Federal	S	OW
WILDROSE FEDERAL 31-1	31	080S	190E	4304731415	✓ 9535	Federal	S	OW
MONUMENT BUTTE 1-3	03	090S	170E	4301330642	✓ 1515	Federal	P	OW
MONUMENT BUTTE 2-3	03	090S	170E	4301330810	✓ 1521	Federal	P	OW
PINEHURST FEDERAL 3-7	03	090S	170E	4301331760	✓ 12108	Federal	P	OW
PINEHURST FEDERAL 3-8	03	090S	170E	4301331761	✓ 12107	Federal	P	OW
RIVIERA FEDERAL 3-11	03	090S	170E	4301331764	✓ 12118	Federal	P	OW
RIVIERA FED 3-9	03	090S	170E	4301332183	✓ 13596	Federal	TA	OW
RIVIERA FED 3-10	03	090S	170E	4301332184	✓ 13597	Federal	TA	OW
FEDERAL 15-1-B	15	090S	170E	4301331023	✓ 10201	Federal	S	OW
BIRKDALE FED 13-34	34	090S	180E	4304732777	✓ 12007	Federal	S	OW
REX LAMB 34-1	34	040S	010E	4304731528	✓ 9690	Fee	S	OW
REX LAMB 34-2	34	040S	010E	4304731692	✓ 9691	Fee	S	OW
NGC ST 33-32	32	080S	180E	4304731116	✓ 6210	State	P	OW
GULF STATE 36-13	36	080S	180E	4304731345	✓ 45	State	P	OW
GULF STATE 36-11	36	080S	180E	4304731350	✓ 40	State	P	OW
GULF STATE 36-12	36	080S	180E	4304731864	✓ 11002	State	S	OW
GULF STATE 36-22	36	080S	180E	4304731892	✓ 11095	State	P	OW
UTD STATE 36-K	36	080S	180E	4304732580	✓ 11752	State	P	OW
UTD STATE 36-M	36	080S	180E	4304732581	✓ 11749	State	S	OW

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 4/26/2004
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/26/2004
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 12/10/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 755627-0143
5. If **NO**, the operator was contacted on: _____

6. (R649-9-2)Waste Management Plan has been received on: IN PLACE

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

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

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

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

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 4/28/2004
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/28/2004
3. Bond information entered in RBDMS on: 4/28/2004
4. Fee wells attached to bond in RBDMS on: 4/28/2004
5. Injection Projects to new operator in RBDMS on: n/a
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 4/28/2004

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 4021509 Wildrose

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT0056

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number RN4471290

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

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 4/28/2004

COMMENTS:



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410
<http://www.blm.gov/utah/vernal>



IN REPLY REFER TO:

3162.3

UT08300

May 20, 2004

Bill I. Pennington
Inland Production Company
1401 17th Street, Suite 1000
Denver, Colorado 80202

Re: Well No. Birkdale Fed. 13-34
NWSW, Sec. 34, T9S, R18E
Uintah County, Utah
Lease No. U-68618

Dear Mr. Pennington:

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, Inland Production Company is responsible for all operations performed on the referenced well. All liability will now fall under your bond, BLM Bond No. UT0056, for all operations conducted on the referenced well on the leased land.

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

Sincerely,

Kirk Fleetwood
Petroleum Engineer

cc: UDOGM
Yates Petro Corp.
Yates Drilling Co.
ABO Petro Corp.
Myco Industries Inc.

RECEIVED
MAY 27 2004
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

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

SUBMIT IN TRIPLICATE

RECEIVED
APR 26 2004
By _____

1. Type of Well
 Oil Well Gas well Other

2. Name of Operator
INLAND PRODUCTION COMPANY

3. Address and Telephone No.
1401 17TH STREET, SUITE 1000, DENVER, CO 80202 (303)893-0102

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

5. Lease Designation and Serial No.

See Attached Exhibit

6. If Indian, Allottee or Tribe Name

7. If unit or CA, Agreement Designation

8. Well Name and No.

See Attached Exhibit

9. API Well No.

See Attached Exhibit

10. Field and Pool, or Exploratory Area

11. County or Parish, State

Uintah Co., Utah

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

TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment	<input type="checkbox"/> Change of Plans
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion	<input type="checkbox"/> New Construction
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Casing repair	<input type="checkbox"/> Water Shut-off
	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Conversion to Injection
	<input checked="" type="checkbox"/> Other <u>Change of Operator</u>	<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 4/15/04, Inland Production Company, as Contract Operator, will take over operations of the attached referenced wells. The previous operator was:

Wildrose Resources Corporation
3121 Cherryridge Road
Englewood, Colorado 80110-6007

Effective 4/15/04, Inland Production Company, as Contract Operator, is responsible under the terms and conditions of the leases for operations conducted on the leased lands or a portion thereof under BLM Bond No. UT0056 issued by Hartford.

I hereby certify that the foregoing is true and correct. (Current Contract Operator)

Signed Bill I. Pennington
Bill I. Pennington

Title President, Inland Production Company

Date 4/15/04

(This space of Federal or State office use.)

Approved by Kirk Hulwood
Kirk Hulwood

Title Petroleum Engineer

Date 5/20/04

Conditions of approval, if any:

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

EXHIBIT "A"
Attached to Sundry Notices

Wildrose Resources Corporation
and
Inland Production Company

Unit	API	Well	Comp.	Elev.	Loc.	S	1/4 1/4	Twp	Rng	Co.	Lease	Type
N	4304731528	REX LAMB 34-1	WR	4932* GR	2116 FNL 2132 FEL	34	SWNE	040S	010E	UTA	FEE	OW
N	4304731692	REX LAMB 34-2	WR	4932* GR	2018 FNL 1068 FEL	34	SENE	040S	010E	UTA	FEE	OW
N	4301331914	HARBOURTOWN FED 21-33	WR	5129* GR	0513 FNL 1938 FWL	33	NENW	080S	170E	DU	U-71368	OW
N	4301331915	HARBOURTOWN FED 42-33	WR	5128* GR	1954 FNL 0851 FEL	33	SENE	080S	170E	DU	U-71368	OW
N	4301331916	HARBOURTOWN FED 23-34	WR	5088* GR	1943 FSL 2162 FWL	34	NESW	080S	170E	DU	U-71368	OW
N	4301331917	HARBOURTOWN FED 44-34	WR	5063* GL	0835 FSL 0500 FEL	34	SESE	080S	170E	DU	U-71368	OW
N	4304732080	FEDERAL #23-26	WR	4910* KB	2113 FSL 1844 FWL	26	NESW	080S	180E	UTA	U-36442	OW
N	4304732700	FEDERAL 24-26	WR	4913* GR	0660 FSL 1980 FWL	26	SESW	080S	180E	UTA	U-36442	OW
N	4304732720	FEDERAL 13-26	WR	4905* GR	2018 FSL 0832 FWL	26	NWSW	080S	180E	UTA	U-36442	OW
N	4304732731	FEDERAL 12-26	WR	4924* GR	2956 FSL 0470 FWL	26	SWNW	080S	180E	UTA	U-36442	GW
N	4304732847	FEDERAL 34-26	WR	4907* GR	0741 FSL 1957 FEL	26	SWSE	080S	180E	UTA	U-75532	OW
N	4304732732	FEDERAL 43-27	WR	4862* GR	1917 FSL 0559 FEL	27	NESE	080S	180E	UTA	U-36442	OW
N	4304732733	FEDERAL 14-28	WR	4902* GR	0860 FSL 0846 FWL	28	SWSW	080S	180E	UTA	U-51081	OW
N	4304732743	FEDERAL 13-28	WR	4955* GR	2007 FSL 0704 FWL	28	NWSW	080S	180E	UTA	U-36442	OW
N	4304731464	PARIETTE FED 10-29	WR	4890* GR	1843 FSL 2084 FEL	29	NWSE	080S	180E	UTA	U-51081	OW
N	4304731550	W PARIETTE FED 6-29	WR	4892* GR	1978 FNL 2141 FWL	29	SENW	080S	180E	UTA	U-36846	OW
N	4304732079	FEDERAL 44-29	WR	4993* KB	0660 FSL 0660 FEL	29	SESE	080S	180E	UTA	U-51081	OW
N	4304732701	FEDERAL 43-29	WR	4886* GR	1904 FSL 0710 FEL	29	NESE	080S	180E	UTA	U-51081	OW
N	4304732742	FEDERAL 34-29	WR	4917* GR	0712 FSL 1925 FEL	29	SWSE	080S	180E	UTA	U-51081	OW
N	4304732848	PARIETTE FED 32-29	WR	4870* GR	1942 FNL 1786 FEL	29	SWNE	080S	180E	UTA	U-36846	OW
N	4304731116	NGC ST 33-32	WR	4930* GR	1914 FSL 1911 FEL	32	NWSE	080S	180E	UTA	ML-22058	OW
N	4304732077	FEDERAL 12-34	WR	4845* KB	1571 FNL 0375 FWL	34	SWNW	080S	180E	UTA	U-51081	OW
N	4304732702	FEDERAL 42-35	WR	4815* GR	1955 FNL 0463 FEL	35	SENE	080S	180E	UTA	U-51081	OW
N	4304732721	FEDERAL 43-35	WR	4870* GR	2077 FSL 0696 FEL	35	NESE	080S	180E	UTA	U-49430	OW
N	4304731345	GULF STATE 36-13	WR	4831* GR	1850 FSL 0600 FWL	36	NWSW	080S	180E	UTA	ML-22057	OW
N	4304731350	GULF STATE 36-11	WR	4837* GR	0677 FNL 0796 FWL	36	NWNW	080S	180E	UTA	ML-22057	OW
N	4304731864	GULF STATE 36-12	WR	4882* GR	1778 FNL 0782 FWL	36	SWNW	080S	180E	UTA	ML-22057	OW
N	4304731892	GULF STATE 36-22	WR	4923* GR	1860 FNL 1980 FWL	36	SENW	080S	180E	UTA	ML-22057	OW
N	4304732580	UTD STATE 36-K	WR	4809* GR	2120 FSL 1945 FWL	36	NESW	080S	180E	UTA	ML-22057	OW
N	4304732581	UTD STATE 36-M	WR	4744* KB	0848 FSL 0648 FWL	36	SWSW	080S	180E	UTA	ML-22057	OW
N	4304731415	WILDROSE FEDERAL 31-1	WR	4871* GR	2051 FSL 0683 FWL	31	NWSW	080S	190E	UTA	U-30103	OW
N	4301330642	MONUMENT BUTTE 1-3	WR	5156* GR	1945 FSL 0816 FWL	03	NWSW	090S	170E	DU	U-44004	OW
N	4301330810	MONUMENT BUTTE 2-3	WR	5107* GR	1918 FNL 1979 FWL	03	SENW	090S	170E	DU	U-44004	OW
N	4301331760	PINEHURST FEDERAL 3-7	WR	5096* GR	2062 FNL 1999 FEL	03	SWNE	090S	170E	DU	61252	OW
N	4301331761	PINEHURST FEDERAL 3-8	WR	5030* GR	1980 FNL 0660 FEL	03	SENE	090S	170E	DU	61252	OW
N	4301331764	RIVIERA FEDERAL 3-11	WR	5123* GR	2050 FSL 2008 FWL	03	NESW	090S	170E	DU	U-44004	OW
N	4301332183	RIVIERA FED 3-9	WR	5030 GR	1922 FSL 0605 FEL	03	NESE	090S	170E	DU	U-44004	OW
N	4301332184	RIVIERA FED 3-10	WR	5108 GR	2100 FSL 2190 FEL	03	NWSE	090S	170E	DU	U-44004	OW
N	4301331023	FEDERAL 15-1-B	WR	5177* GR	0660 FNL 1983 FEL	15	NWNE	090S	170E	DU	U-44429	OW
N	4304732777	BIRKDALE FED 13-34	WR	5067* GR	1768 FSL 0615 FWL	34	NWSW	090S	180E	UTA	U-68618	OW

END OF EXHIBIT



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Newfield Production Company
Filing Number: 41530400

Articles of Amendment

September 02, 2004

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 10, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Secretary of State

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
INLAND PRODUCTION COMPANY

FILED
In the Office of the
Secretary of State of Texas
SEP 02 2004
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "TBCA"), the undersigned corporation adopts the following articles of amendment to the articles of incorporation:

ARTICLE 1 – Name

The name of the corporation is Inland Production Company.

ARTICLE 2 – Amended Name

The following amendment to the Articles of Incorporation was approved by the Board of Directors and adopted by the shareholders of the corporation on August 27, 2004.

The amendment alters or changes Article One of the Articles of Incorporation to change the name of the corporation so that, as amended, Article One shall read in its entirety as follows:

"ARTICLE ONE – The name of the corporation is Newfield Production Company."

ARTICLE 3 – Effective Date of Filing

This document will become effective upon filing.

The holder of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing pursuant to Article 9.10 of the TBCA, adopting said amendment, and any written notice required has been given.

IN WITNESS WHEREOF, the undersigned corporation has executed these Articles of Amendment as of the 1st day of September, 2004.

INLAND RESOURCES INC.

By: Susan G. Riggs
Susan G. Riggs, Treasurer



United States Department of the Interior



BUREAU OF LAND MANAGEMENT
Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155
<http://www.blm.gov>

IN REPLY REFER TO:
3106
(UT-924)

September 16, 2004

Memorandum

To: Vernal Field Office

From: Acting Chief, Branch of Fluid Minerals

Subject: Merger Approval

Attached is an approved copy of the name change recognized by the Utah State Office. We have updated our records to reflect the merger from Inland Production Company into Newfield Production Company on September 2, 2004.

Michael Coulthard
Acting Chief, Branch of
Fluid Minerals

Enclosure

1. State of Texas Certificate of Registration

cc: MMS, Reference Data Branch, James Sykes, PO Box 25165, Denver CO 80225
State of Utah, DOGM, Attn: Earlene Russell, PO Box 145801, SLC UT 84114
Teresa Thompson
Joe Incardine
Connie Seare

UTSL-	15855	61052	73088	76561	
071572A	16535	62848	73089	76787	
065914	16539	63073B	73520A	76808	
	16544	63073D	74108	76813	
	17036	63073E	74805	76954	63073X
	17424	63073O	74806	76956	63098A
	18048	64917	74807	77233	68528A
UTU-	18399	64379	74808	77234	72086A
	19267	64380	74389	77235	72613A
02458	26026A	64381	74390	77337	73520X
03563	30096	64805	74391	77338	74477X
03563A	30103	64806	74392	77339	75023X
04493	31260	64917	74393	77357	76189X
05843	33992	65207	74398	77359	76331X
07978	34173	65210	74399	77365	76788X
09803	34346	65635	74400	77369	77098X
017439B	36442	65967	74404	77370	77107X
017985	36846	65969	74405	77546	77236X
017991	38411	65970	74406	77553	77376X
017992	38428	66184	74411	77554	78560X
018073	38429	66185	74805	78022	79485X
019222	38431	66191	74806	79013	79641X
020252	39713	67168	74826	79014	80207X
020252A	39714	67170	74827	79015	81307X
020254	40026	67208	74835	79016	
020255	40652	67549	74868	79017	
020309D	40894	67586	74869	79831	
022684A	41377	67845	74870	79832	
027345	44210	68105	74872	79833	
034217A	44426	68548	74970	79831	
035521	44430	68618	75036	79834	
035521A	45431	69060	75037	80450	
038797	47171	69061	75038	80915	
058149	49092	69744	75039	81000	
063597A	49430	70821	75075		
075174	49950	72103	75078		
096547	50376	72104	75089		
096550	50385	72105	75090		
	50376	72106	75234		
	50750	72107	75238		
10760	51081	72108	76239		
11385	52013	73086	76240		
13905	52018	73087	76241		
15392	58546	73807	76560		

OPERATOR CHANGE WORKSHEET

ROUTING
1. GLH
2. CDW
3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: **9/1/2004**

FROM: (Old Operator): N5160-Inland Production Company Route 3 Box 3630 Myton, UT 84052 Phone: 1-(435) 646-3721	TO: (New Operator): N2695-Newfield Production Company Route 3 Box 3630 Myton, UT 84052 Phone: 1-(435) 646-3721
-----------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------

CA No. Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	
FEDERAL 12-26	26	080S	180E	4304732731	11896	Federal	GW	S	
FEDERAL 34-26	26	080S	180E	4304732847	12123	Federal	OW	P	
FEDERAL 43-27	27	080S	180E	4304732732	11903	Federal	OW	S	
FEDERAL 14-28	28	080S	180E	4304732733	11908	Federal	OW	S	
FEDERAL 13-28	28	080S	180E	4304732743	11915	Federal	OW	TA	
FEDERAL 34-29	29	080S	180E	4304732742	11918	Federal	OW	P	
PARIETTE FED 32-29	29	080S	180E	4304732848	12144	Federal	OW	P	
SUNDANCE ST 1-32R-8-18	32	080S	180E	4304732740	11886	State	OW	P	K
SUNDANCE ST 3-32	32	080S	180E	4304732741	12059	State	OW	P	
SUNDANCE ST 4-32	32	080S	180E	4304732827	12106	State	OW	P	
SUNDANCE ST 6-32	32	080S	180E	4304732828	12105	State	D	PA	
SUNDANCE ST 7-32	32	080S	180E	4304732909		State	NA	LA	
MON FED 43-19-9-18Y	19	090S	180E	4304732730	11901	Federal	OW	P	
BIRKDALE FED 13-34	34	090S	180E	4304732777	12007	Federal	OW	S	

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: 9/15/2004
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 9/15/2004
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 2/23/2005
- Is the new operator registered in the State of Utah: YES Business Number: 755627-0143
- If **NO**, the operator was contacted on:

6a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
6b. Inspections of LA PA state/fee well sites complete on: waived

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

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

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

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 2/23/2005

DATA ENTRY:

- 1. Changes entered in the **Oil and Gas Database** on: 2/28/2005
- 2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 2/28/2005
- 3. Bond information entered in RBDMS on: 2/28/2005
- 4. Fee/State wells attached to bond in RBDMS on: 2/28/2005
- 5. Injection Projects to new operator in RBDMS on: 2/28/2005
- 6. Receipt of Acceptance of Drilling Procedures for APD/New on: waived

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 0056

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 61BSBDH2912

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 61BSBDH2919

2. The **FORMER** operator has requested a release of liability from their bond on: n/a*
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

*Bond rider changed operator name from Inland Production Company to Newfield Production Company - received 2/23/05

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

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

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

SUBMIT IN TRIPLICATE - Other instructions on reverse side

5. Lease Serial No.
UTU-68618

6. If Indian, Allottee or Tribe Name.

7. If Unit or CA/Agreement, Name and/or

8. Well Name and No.
BIRKDALE FED 13-34

9. API Well No.
4304732777

10. Field and Pool, or Exploratory Area
MONUMENT BUTTE

11. County or Parish, State
UINTAH, UT

1. Type of Well
 Oil Well Gas Well Other

2. Name of Operator
NEWFIELD PRODUCTION COMPANY

3a. Address Route 3 Box 3630
Myton, UT 84052

3b. Phone (include are code)
435.646.3721

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1768 FSL 615 FWL
NWSW Section 34 T9S R18E

12. CHECK APPROPRIATE BOX(ES) TO INIDICATE NATURE OF NOTICE, 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	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug & Abandon	<input checked="" type="checkbox"/> Temporarily Abandon	_____
	<input type="checkbox"/> Convert to	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	_____

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

Newfield requests a change of status to TA this well. Newfield plans to Re-Complete this well in the near future in the following intervals.
D2 sands

Accepted by the
Utah Division of
Oil, Gas and Mining
For Record Only

I hereby certify that the foregoing is true and correct (Printed/ Typed) Kathy Chapman	Title Office Manager
Signature 	Date 01/30/2008
THIS SPACE FOR FEDERAL OR STATE OFFICE USE	

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

Title 18 U.S.C. Section 1001 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 and fraudulent statements or representations as to any matter within its jurisdiction

(Instructions on reverse)

RECEIVED
FEB 06 2008
DIV. OF OIL, GAS & MINING

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

5. LEASE DESIGNATION AND SERIAL NUMBER:
USA UTU-68618

SUNDRY NOTICES AND REPORTS ON WELLS

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL GAS WELL OTHER

8. WELL NAME and NUMBER:
BIRKDALE FED 13-34

2. NAME OF OPERATOR:
NEWFIELD PRODUCTION COMPANY

9. API NUMBER:
4304732777

3. ADDRESS OF OPERATOR:
Route 3 Box 3630 CITY Myton STATE UT ZIP 84052

PHONE NUMBER
435.646.3721

10. FIELD AND POOL, OR WILDCAT:
MONUMENT BUTTE

4. LOCATION OF WELL:
FOOTAGES AT SURFACE: 1768 FSL 615 FWL

COUNTY: UINTAH

OTR/OTR. SECTION. TOWNSHIP. RANGE. MERIDIAN: NWSW, 34, T9S, R18E

STATE: UT

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARITLY 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 FLAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of Work Completion: 10/13/2008	<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/STOP)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: -
	<input type="checkbox"/> CONVERT WELL TYPE	<input checked="" type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

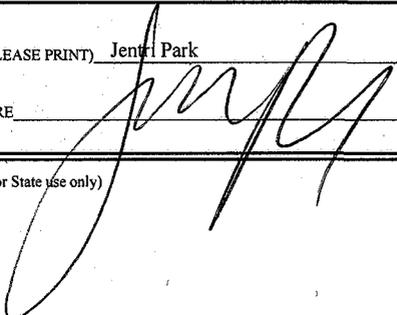
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The above subject well was recompleted and then placed back on production, attached is daily recompletion status report. The following perforations were added in the Green River Formation:

D2 3936'-3970'
B.5 4114'-4120'
A1 4296'-4306'

NAME (PLEASE PRINT) Jentri Park

TITLE Production Tech

SIGNATURE 

DATE 10/29/2008

(This space for State use only)

RECEIVED
NOV 03 2008

DIV. OF OIL, GAS & MINING

Daily Activity Report

Format For Sundry

BIRKDALE 13-34

8/1/2008 To 12/30/2008

10/3/2008 Day: 1**Recompletion**

NC #2 on 10/2/2008 - MIRU NC #2. Hot oiler had pumped 60 BW down csg @ 250°. RD pumping unit. Unseat rod pump. Flush tbg w/ 40 BW @ 250°. Soft seat rod pump. Pressure test tbg to 3000 psi. TOH w/ rods as detailed below, LD 96- 3/4" plain rods due to planned changes in production string. Flushed tbg & rods three times w/ 20 BW each @ 250° during TOH. SDFN.

10/7/2008 Day: 2**Recompletion**

NC #2 on 10/6/2008 - X-over for tbg. ND wellhead. Release TA. NU BOPs. RU rig floor. PU 3- jts 2 7/8" tbg & tag PBTD @ 5270' (no new fill). LD tbg used to tag. TOH w/ tbg as detailed below. LD bottom 25- jts due to planned changes in production string. Flushed tbg w/ 40 BW @ 250° during TOH. LD BHA, no scale was detected. RD rig floor. ND BOPs & 3000# production wellhead. NU 5000# frac head & Cameron BOPs. RU Perforators LLC WL truck. RIH w/ wireline & make Gamma Ray-CCL pass from 4610'- 3130'. POH w/ wireline. RIH w/ 4 3/4" gage ring to 4610'. POH w/ wireline. RIH w/ 5 1/2" CIBP & set plug @ 4570'. POH w/ wireline. Fill csg w/ 10 BW & pressure test plug, BOPs & wellhead to 4500 psi. RIH w/ 10' perf gun & perforate A1 sds from 4296-4306' w/ 3 1/8" slick guns (19 gram, .49" HE, 120°, 21.92" pen, EXP-3319-331 Titan) w/ 4 spf for total of 40 holes. POOH w/ wireline. Brake down A1 sds w/ hot oiler @ 3000 psi, establish injection rate of 1.25 BPM @ 1200 psi. SDFN.

10/8/2008 Day: 3**Recompletion**

NC #2 on 10/7/2008 - Wait for BJ frac services.

10/9/2008 Day: 4**Recompletion**

NC #2 on 10/8/2008 - Wait for BJ frac services.

10/10/2008 Day: 5**Recompletion**

NC #2 on 10/9/2008 - RU BJ Services. 34 psi on well. Frac A1 sds w/ 19,580#'s of 20/40 sand in 301 bbls of Lightning 17 fluid. Broke @ 1631 psi. Treated w/ ave pressure of 2028 psi w/ ave rate of 23.2 BPM. ISIP 1726 psi. Leave pressure on well. 511 BWTR. See day 5b. Stage #2 B.5 sds. RU Perforators LLC WLT, crane & Lubricator. RIH w/ Weatherford 5 1/2" 6K composite flow through frac plug & 6' perf gun. Set plug @ 4210". Perforate B.5 sds @ 4114-20' w/ 3-1/8" Slick Guns (.39"EH, 19 gram, 120°) w/ 4 spf for total of 24 shots. RU BJ Services. 1243 psi on well. Frac B.5 sds w/ 44,532#'s of 20/40 sand in 419 bbls of Lightning 17 fluid. Broke @ 1437 psi. Treated w/ ave pressure of 1569 psi w/ ave rate of 23.3 BPM. ISIP 1420 psi. Leave pressure on well. 930 BWTR. Stage #3 D2 sds. RU Perforators LLC WLT, crane & Lubricator. RIH w/ Weatherford 5 1/2" 6K composite flow through frac plug & 6' perf gun. Set plug @ 4000". Perforate D2 sds @ 3936-3970' w/ 3-1/8" Slick Guns (.39"EH, 19 gram, 120°) w/ 4 spf for total of 136 shots. RU BJ Services. 912 psi on well. Frac D2 sds w/ 98,098#'s of 20/40 sand in 717 bbls of

Lightning 17 fluid. Broke @ 3283 psi. Treated w/ ave pressure of 1330 psi w/ ave rate of 23.6 BPM. ISIP 1456 psi 1647 BWTR. RD BJ services & Perforators LLC WLT. Flow well back @ 3 BPM starting w/ 28/64 choke. Flow well back until dead. Recovered 510 BW. ND 5000# Cameron BOPs & 5000# wellhead. NU 3000# production wellhead & BOPs. RU rig floor. SWIFN.

10/11/2008 Day: 6

Recompletion

NC #2 on 10/10/2008 - Well had 100 psi, bleed pressure off well. PU 4 3/4" chomp bit, bit sub & SN. TIH w/ 133- jts 2 7/8" tbg & tag fill @ 3964'. LD 13- jts needed to drill up plugs. RU power swivel. Clean out to plug @ 4000'. Drill up plug in 40 min. Circulate well clean. TIH & tag fill @ 4205'. Clean out to plug @ 4210'. Drill up plug in 42 min. Circulate well clean. TIH & tag fill @ 4465'. Clean out to CIBP @ 4570'. Circulate well clean. RD power swivel. POH w/ 4 jts tbg & RU swab equipment. Made 4- swab runs w/ SFL @ surface & EFL @ 1000'. Recovered total of 210 bbls ending w/ approx 5% oil cut, small show of gas & great show of sand. SDFN.

10/14/2008 Day: 7

Recompletion

NC #2 on 10/13/2008 - Made 10- swab runs w/ SFL @ surface & EFL @ 900'. Recovered total of 115 bbls ending w/ small show of gas, trace of oil & no show of sand. RD swab equipment. TIH & tag fill @ 4550'. Clean out to CIBP @ 4570'. Circulate well clean. LD tbg used to clean out. TOH w/ tbg & LD BHA. TIH w/ production tbg as follows: 2 7/8" NC, 2- jts 2 7/8" tbg, SN, 2- jts 2 7/8" tbg, TA, 132- jts 2 7/8" tbg. RD rig floor. ND BOPs. Set TA @ 4259' w/ 16000# tension. NU wellhead. Flush tbg w/ 60 BW. PU & prime Central Hydraulic 2 1/2" X 1 3/4" X 17' X 20' RHAC pump. TIH w/ rods as follows: 6- 1 1/2" weight rods, 30- 3/4" guided rods, 36- 3/4" plain rods, 99- 7/8" guided rods, 1- 8', 6', 4', 2' X 7/8" pony rods & 1 1/2" X 26' polished rod. RU pumping unit. W/ tbg full stroke test pump w/ unit to 800 psi. RDMOSU. PWOP @ 5:30 PM w/ 86" SL & 4 SPM. Final Report!

Pertinent Files: Go to File List

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: U-68618
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: BIRKDALE FED 13-34
2. NAME OF OPERATOR: NEWFIELD PRODUCTION COMPANY	9. API NUMBER: 4304732770000
3. ADDRESS OF OPERATOR: 1001 17th Street, Suite 2000 , Denver, CO, 80202	PHONE NUMBER: 303 382-4443 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1768 FSL 0615 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 09.0S Range: 18.0E Meridian: S	9. FIELD and POOL or WILDCAT: 8 MILE FLAT NORTH COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/22/2010	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input checked="" type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: _____

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

Newfield Production Company requests approval for water shutoff of subject well with the following procedure: 1) Pooh with rods and tubing 2) Set CIBP on tubing or eline at approximately 4030 feet (between zones D2/B 0.5) 3) Run the well back online Please contact Tom Walker at 303-383-4114 with any questions.

Accepted by the Utah Division of Oil, Gas and Mining

Date: January 25, 2010

By: *Don K. Duff*

NAME (PLEASE PRINT) Sam Styles	PHONE NUMBER 303 893-0102	TITLE Engineering Tech
SIGNATURE N/A	DATE 1/21/2010	