

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

5. Lease Designation and Serial No.

ML-44317

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

6. If Indian, Allottee or Tribe Name

Ute Indian Tribe

1a. Type of Work

DRILL

DEEPEN

PLUG BACK

7. Unit Agreement Name

N/A

b. Type of Well

Oil Well

Gas Well

Other

Single Zone

Multiple Zone

8. Farm or Lease Name

Del-Rio/Orion

2. Name of Operator

Del-Rio Resources, Inc.

9. Well No.

#32-2A

3. Address of Operator

P.O. Box 459 Vernal, UT 84078

(435) 789-8162

10. Field and Pool, or Wildcat

Flat Rock

4. Location of Well (Report location clearly and in accordance with any State requirements.)  
At surface

660' FNL 660' FWL

Cell # 1's 790-8578  
8-8862  
610 975E  
41379 665 N

11. Sec., T., R., M., or Bk. and Survey or Area

Sec. 32, T14S, R20E, SLB&M

14. Distance in miles and direction from nearest town or post office\*

See Topo Map "A" (attached)

12. County or Parrish 13. State

Uintah Utah

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. line, if any)

660'

16. No. of acres in lease

640

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.

1320'

19. Proposed depth

6600'

20. Rotary or cable tools

Rotary

21. Elevations (Show whether DF, RT, GR, etc.)

7500' GR

22. Approx. date work will start\*

A.S.A.P.

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
12 1/4"	9 8 5/8"	31.24#	300'	See attached Drilling Plan
7 7/8"	5 1/2"	15.5#	6600'	See attached Drilling Plan

- M.I.R.U.
- Drill to T.D. 6600'
- Run 5 1/2" casing if commercial production is indicated.
- If dry hole, well will be plugged and abandoned as instructed by the State.
- Well will be drilled with fresh water to 1800', then Chem Gel Mud to T.D. Mud will be in place to run 5 1/2" casing.

I hereby certify that I am responsible by the terms and conditions of the Lease to conduct Lease Operations. Bond Coverage pursuant to 43 CFR 3104 for Lease Activities is being provided by First Security Bank in the form of a Certificate of Deposit. CD #2431434

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 *Laura C. Caldwell*

Title **President**

Date **July 23, 1998**

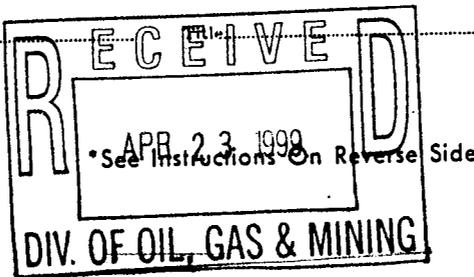
(This space for Federal or State office use)

Permit No. **43-047-33333**

Approval Date

Approved by  
Conditions of approval, if any:

Date



**DEL-RIO RESOURCES, INC.  
DRILLING PLAN FOR THE  
DEL-RIO/ORION #32-2A**

I. DRILLING PLAN:

1. Geological Surface Formation: Green River
2. Estimated Tops:

<u>Name</u>	<u>Top</u>	<u>Prod. Phase Anticipated</u>
Wasatch	2451'	
Mesa Verde	4463'	↓
Mancos	6600'	Oil/Gas

3. CASING PROGRAM:

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg. Size</u>	<u>Type</u>	<u>Weight</u>
Surface	300'	12-1/4"	8-5/8"	K-55 (LT&C)	24#/ft (new)
Prod.	6600'	7-7/8"	5-1/2"	K-55 (LT&C)	15.5#/ft (new)

4. Operator's Specification for Pressure Control Equipment:

- A. 3,000 psi W.P. Double Gate BOP (Schematic attached).
- B. Functional test daily.
- C. All casing strings shall be pressure-tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. All ram-type preventers and related control equipment shall be tested at the rated working pressure of the stack assembly or at 70 percent of the minimum internal yield pressure of the casing, whichever is less. Tests shall be done at the time of installation, prior to drilling out, and weekly. All tests shall be for a period of 15 minutes.

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5. Auxiliary Equipment:

- A. Kelly Cock - yes.
- B. Float at the bit - no.
- C. Monitoring equipment on the mud system - Mud Logger.
- D. Full opening safety valve on rig floor - yes.
- E. Rotating head - no.

6. Proposed Circulating Medium:

<u>Depth</u>	<u>Mud Type</u>	<u>Density (lb./gal)</u>	<u>Viscosity</u>	<u>Water Loss</u>
0'-1800'	Fresh Water	8.4	30	no control
1800'-TD	Chem Gel	9.0	37-38	12 cc or less

7. Testing, Logging, and Coring Program:

- A. Cores - None.
- B. DST - none anticipated.
- C. Logging - DIFL/SP/GR (TD to surface).  
ZDL/CN/CAL w/DFIL (TD to 2000' from surface).  
MRIL (TD to 3000' from Surface)

- D. Formation and Completion Interval: Final determination of completion will be made by analysis of logs.  
 Stimulation - Stimulation will be designed for the particular area of interest as encountered.
- E. Frac gradient - approximately .75 psi/ft.

8. Cementing Program:

<u>Casing</u>	<u>Volume</u>	<u>Type &amp; Additives</u>
Surface	160 sx	Class "G" w/2% CaCl <sub>2</sub> (1.34 ft <sup>3</sup> /sx, 14.8#/gal), (based on 100% access) (Incl. 1981)
Production	600 sx*	200 sx Class "G" followed by 400 sx 50/50 poz. mix. (1.26 ft <sup>3</sup> /sx; 14.2#/gal per Halliburton 1981)

Cement Characteristics:

Class "G" - yield = 1.18 cu.ft. per sack  
 weight = 15.8 lb./gal  
 strength = 3200 psi in 72 hrs @125 degrees

\* Final cement volumes to be calculated from caliper log with an attempt to be made to circulate cement to 3000' from the surface. A bond log will be run across the zone of interest and across zones as required by the authorized officer to insure protection of natural resources.

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Del-Rio Resources, Inc.  
Del-Rio/Orion #32-2A

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<u>Casing</u>	<u>Volume</u>	<u>Type &amp; Additives</u>
Surface	160 sx	Class "G" w/2% CaCl <sub>2</sub> (based on 100% access)
Production	930 sx*	Lead: 70 sx Super "G" +3% salt + 1/4# sx Celloflake + 2# sx Kol-Seal + 2% Gel Tail: 860 sx 50/50 poz. + 2% Gel + 1/4# sx Celloflake + 2# sx Kol-Seal

**Cement Characteristics:**

Super "G" - yield = 2.93 cu.ft. per. sack  
weight = 11.0 lb./gal  
strength = 300 psi in 72 hrs @125 degrees

50/50/poz - yield = 1.36 cu. ft. per. sack  
weight = 14.1 lb./gal  
strength = 2800 psi in 72 hrs @ 125 degrees

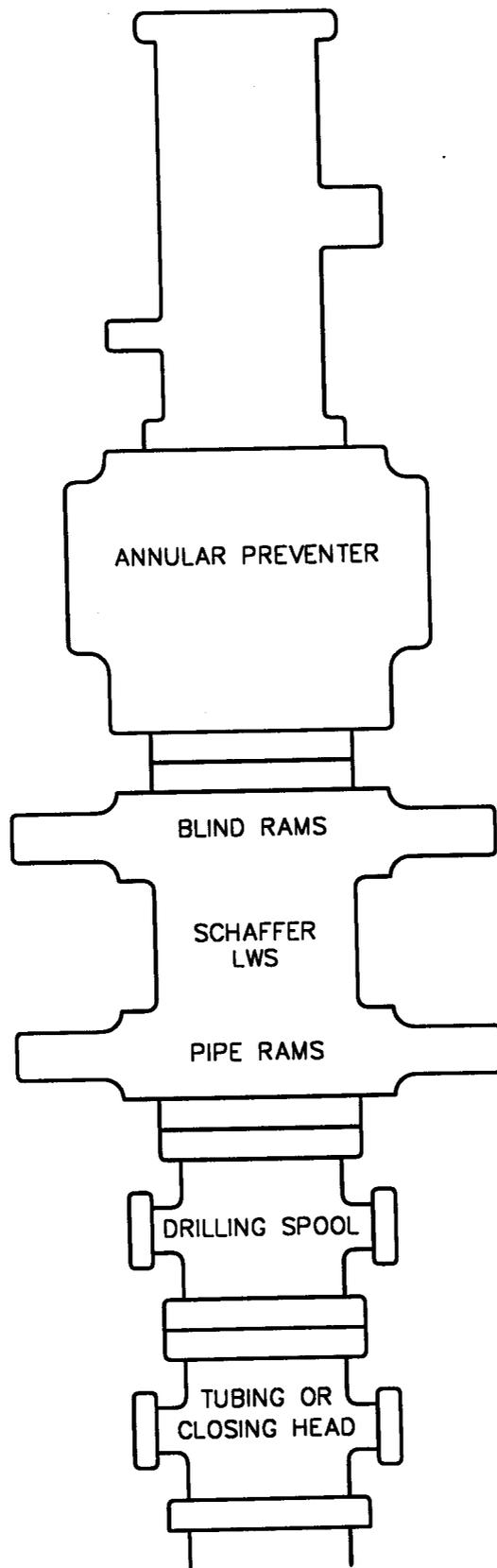
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9. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards:

No abnormal temperatures or pressures are anticipated. No H<sub>2</sub>S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 1,500 psi (calculated at 0.227 psi/ft) and maximum anticipated surface pressure equals approximately 0 psi (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/ft).

# CLASS III BLOWOUT PREVENTER STACK



**II. SURFACE USE PLAN  
DEL-RIO RESOURCES, INC.  
DEL-RIO/ORION #32-2A**

1. Existing Road:

- A. Topo Map "A" is the vicinity map, showing the access routes from Ouray, Utah.
- B. Topo Map "B" shows the proposed access road to each individual well. It also shows existing roads in the immediate area.
- C. Occasional maintenance blading and storm repairs will keep roads in good condition.
- D. There shall be no mud blading on the access road. Vehicles may be towed through the mud provided they stay on the roadway.

2. Planned Access Roads:

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

- A. Maximum grade will be 2% or less, unless otherwise stated.
- B. No turnouts will be required.
- C. Road surface material will be that native to the area.
- D. No cattle guard will be required.
- E. The proposed access road was flagged at the time the location was staked.
- F. The area authorized officer will be contacted at least 24 hours prior to commencing construction of the access road and well pad.

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- G. The back slopes of the proposed access roads will be no steeper than vertical or 1/4:1 in rock; and 2:1, elsewhere.

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

3. Location of Existing Wells:

See existing Drill Holes on Topo Map "C"

4. Location of Existing and/or Proposed Facilities:

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

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

5. Location and Type of Water Supply:

Preferred: Water to be obtained from Hill Creek at a P.O.D. of the E ½ SW 1/4 of Section 25, T14S, R19E, S.L.B.&M. And transported by truck along the access roads which are shown on the attached topo maps.

Alternate: Water to be obtained from Willow Creek at a P.O.D. of the SE 1/4 SE 1/4 of Section 29, T12S, R21E, S.L.B.&M. and transported by truck along the access roads which are shown on the attached topo maps.

Note: Proper Water permits will be obtained from the Ute Indian Tribe before use.

No water wells are to be drilled.

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6. Source of Construction Materials:

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

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

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

7. Methods for Handling Waste Disposal:

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

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Del-Rio/Orion #32-2A

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

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

- F. Prior to commencement of drilling, the reserve pit will be lined with a minimum 12 mil. liner with sufficient straw bedding and will be fenced on three sides using 39-inch net wire with at least one (1) strand of barbed wire. All wire is to be stretched before attaching to corner posts. When drilling activities are completed it will be fenced on the fourth side and allowed to dry (if liquids are present). After drying, the fences will be removed and the pit shall be buried. Reclamation will be undertaken no later than the fall of the year after all drilling activity has ceased.

8. Ancillary Facilities:

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

9. Well Site Layout:

- A. See attached cutsheet.
- B. The areas authorized officer will be contacted at least 24 hours prior to commencing construction of the access road and well pad.
- C. The authorized officer has determined that the pit is to be lined, and type of material to be used.
- D. Topsoil shall be stripped to a depth of 12 inches and stockpiled as shown on the location layout plat.
- E. The back slopes of the locations will be no steeper than vertical or 1/4:1 in rock, and 2:1 elsewhere.

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- F. The upper edges of all cut banks on the access roads and well pads will be rounded.

10. Plans for Restoration:

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

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

11. Other Information:

- A. All activity shall cease when soils or road surfaces become saturated to a depth of three inches, unless otherwise approved by the Authorized Officer.  
  
If any fossils are discovered during construction, the operator shall cease construction immediately and notify the Authorized Officer so as to determine the significance of the discovery.
- B. A Class III cultural resource inventory shall be completed prior to disturbance by a qualified professional Archaeologist.
- C. The State considers the development of groundwater resources to be necessary and frequently indispensable to effective land management. Therefore, any groundwater intercepted by the party conducting mineral

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exploration shall be reported to the authorized officer immediately including approximate quantities and a sample in a sealed quart container. The State shall have the first opportunity to file State water rights for the intercepted groundwater. The undersigned may file for water rights only with a written waiver from the State.

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

whether the materials appear eligible for the National Register of Historic Places;  
the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and a time frame for the AO to complete an expedited review under 36 CFR 800-11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

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

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

12. Lessee's or Operator's Representative:

Mr. Lawrence C. Caldwell II  
President  
Del-Rio Resources, Inc.  
P.O. Box 459  
Vernal, Utah  
Telephone #(435)789-8162  
Cell #(435)790-8562

Del-Rio Resources, Inc.  
Del-Rio/Orion #32-2A

13. Certification:

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

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

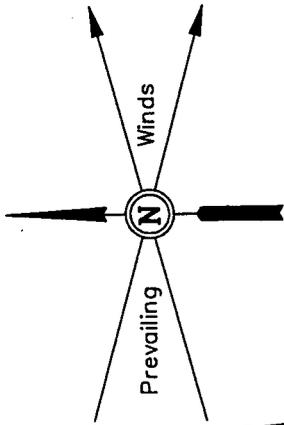
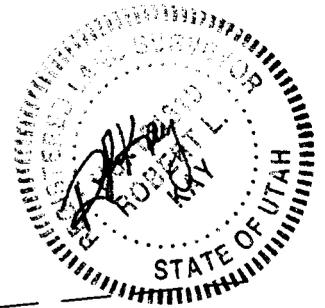
7-30-98  
Date

Lawrence C. Caldwell II  
Lawrence C. Caldwell II  
President

**DEL-RIO RESOURCES, INC.**

**LOCATION LAYOUT FOR**

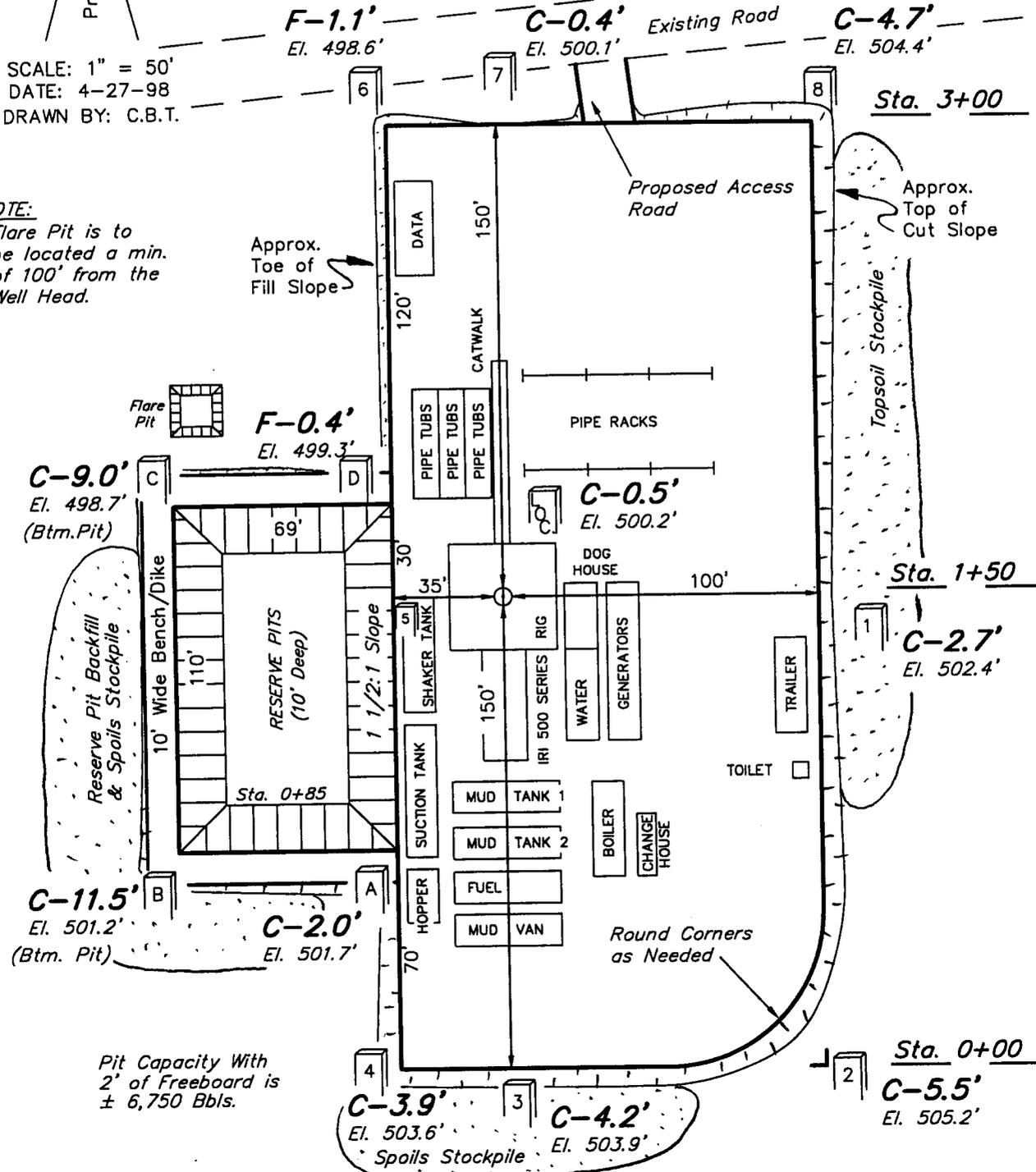
**DEL-RIO/ORION #32-2A**  
**SECTION 32, T14S, R20E, S.L.B.&M.**  
**660' FNL 660' FWL**



SCALE: 1" = 50'  
 DATE: 4-27-98  
 DRAWN BY: C.B.T.

**NOTE:**

Flare Pit is to be located a min. of 100' from the Well Head.



Pit Capacity With 2' of Freeboard is ± 6,750 Bbls.

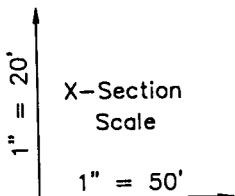
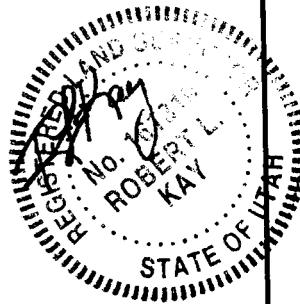
Elev. Ungraded Ground at Location Stake = **7500.2'**  
 Elev. Graded Ground at Location Stake = **7499.7'**

**UINTAH ENGINEERING & LAND SURVEYING**  
 85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

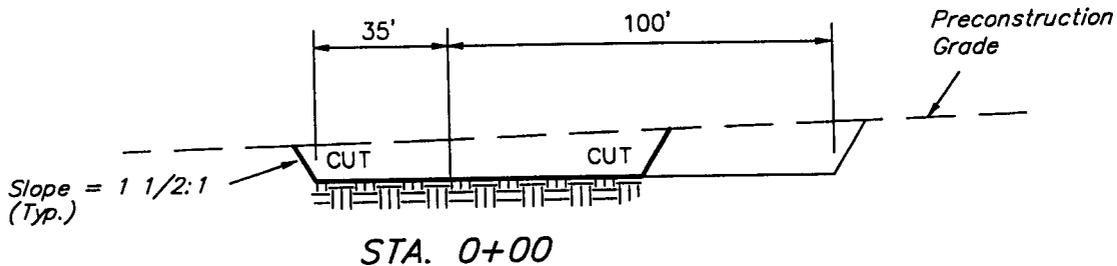
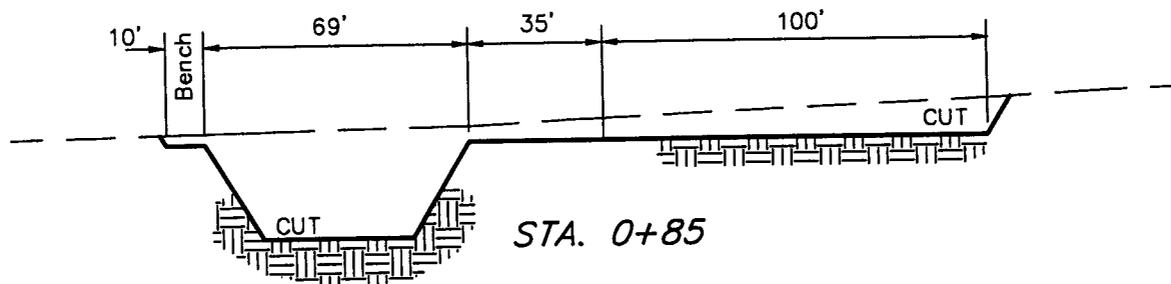
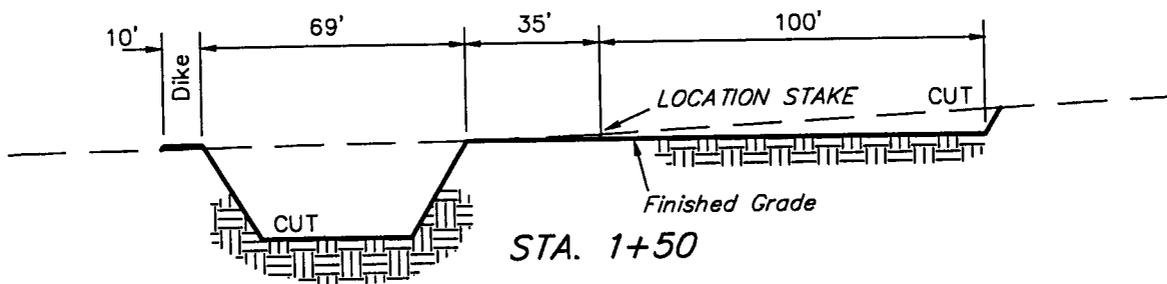
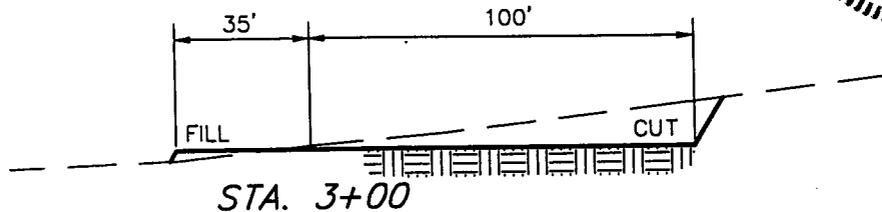
**DEL-RIO RESOURCES, INC.**

**TYPICAL CROSS SECTIONS FOR**

**DEL-RIO/ORION #32-2A**  
**SECTION 32, T14S, R20E, S.L.B.&M.**  
**660' FNL 660' FWL**



DATE: 4-27-98  
 DRAWN BY: C.B.T.

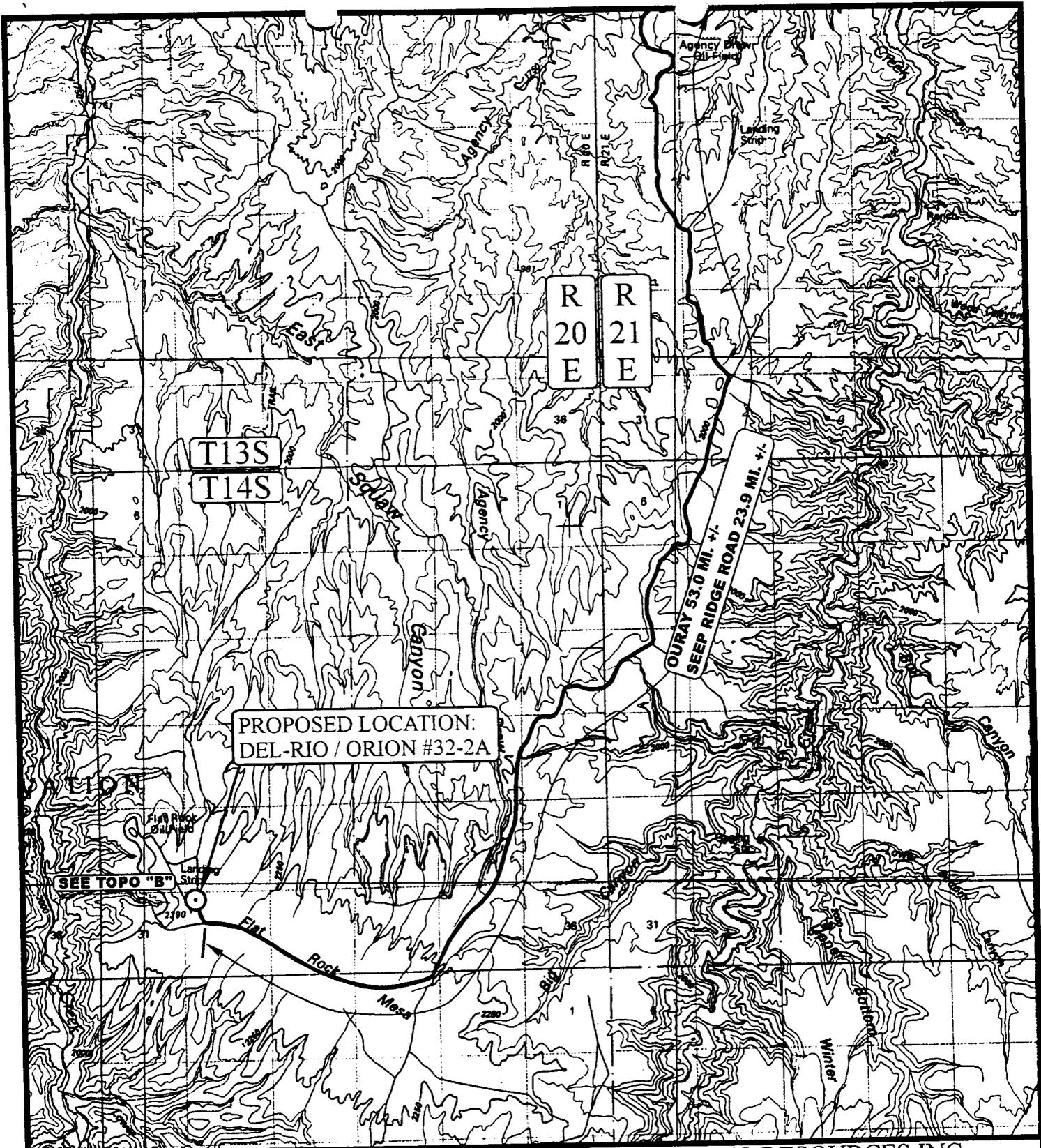


**APPROXIMATE YARDAGES**

<b>CUT</b>	
(12") Topsoil Stripping	= 1,780 Cu. Yds.
Remaining Location	= 3,980 Cu. Yds.
<b>TOTAL CUT</b>	<b>= 5,760 CU.YDS.</b>
<b>FILL</b>	<b>= 420 CU.YDS.</b>

EXCESS MATERIAL AFTER 5% COMPACTION	= 5,320 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 3,810 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 1,510 Cu. Yds.

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 85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017



**LEGEND:**

○ PROPOSED LOCATION

**DEL-RIO RESOURCES INC.**

DEL-RIO / ORION #32-2A  
 SECTION 32, T14S, R20E, S.L.B.&M.  
 660' FNL 660' FWL



Utah Engineering & Land Surveying  
 85 South 200 East Vernal, Utah 84078  
 (435) 789-1017 \* FAX (435) 789-1813

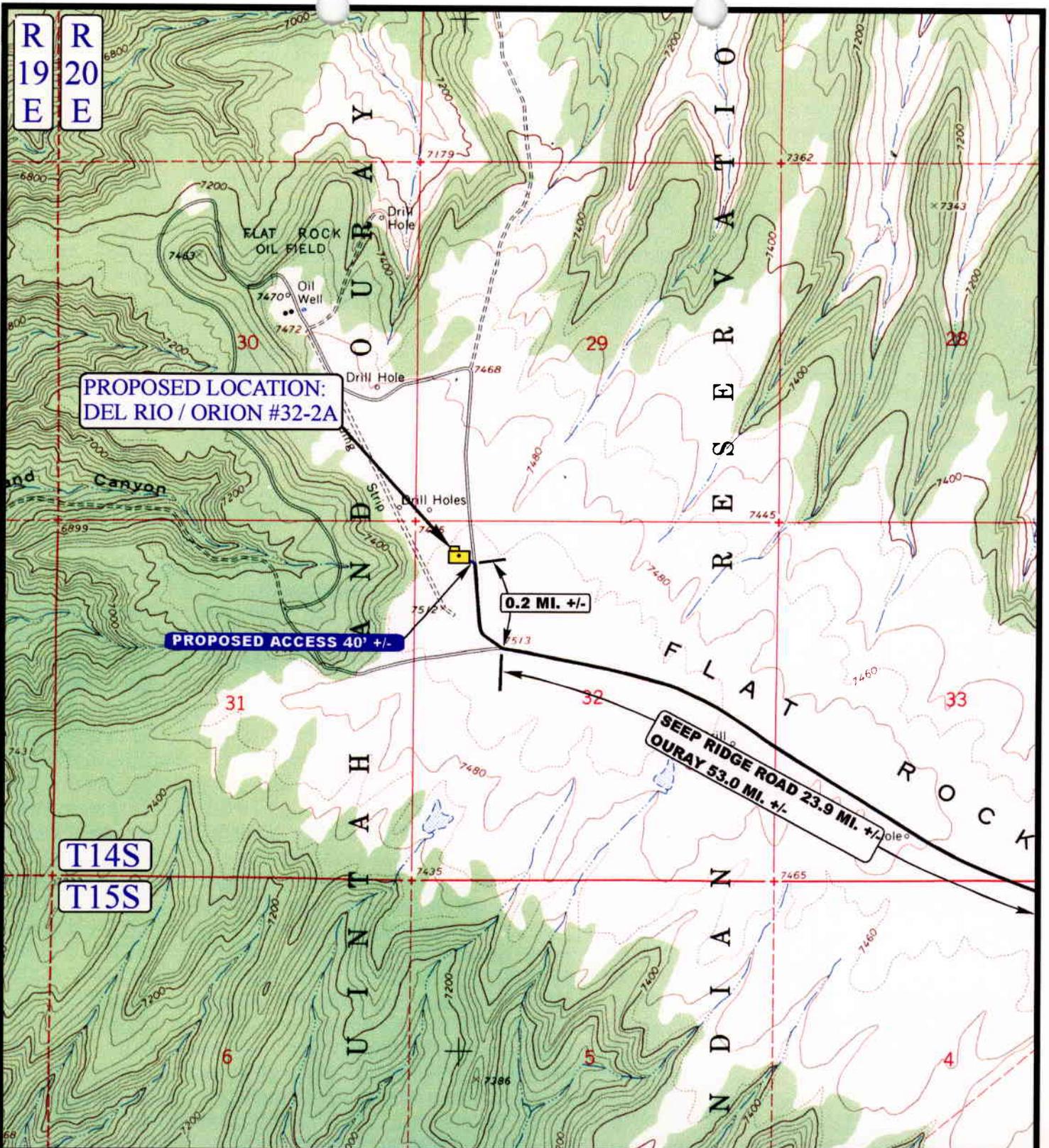


TOPOGRAPHIC  
 MAP

4	24	98
MONTH	DAY	YEAR

SCALE: 1 : 100,000 DRAWN BY: C.G. REVISED: 00-00-00





**LEGEND:**

- PROPOSED ACCESS ROAD
- EXISTING ROAD



**DEL-RIO RESOURCES INC.**

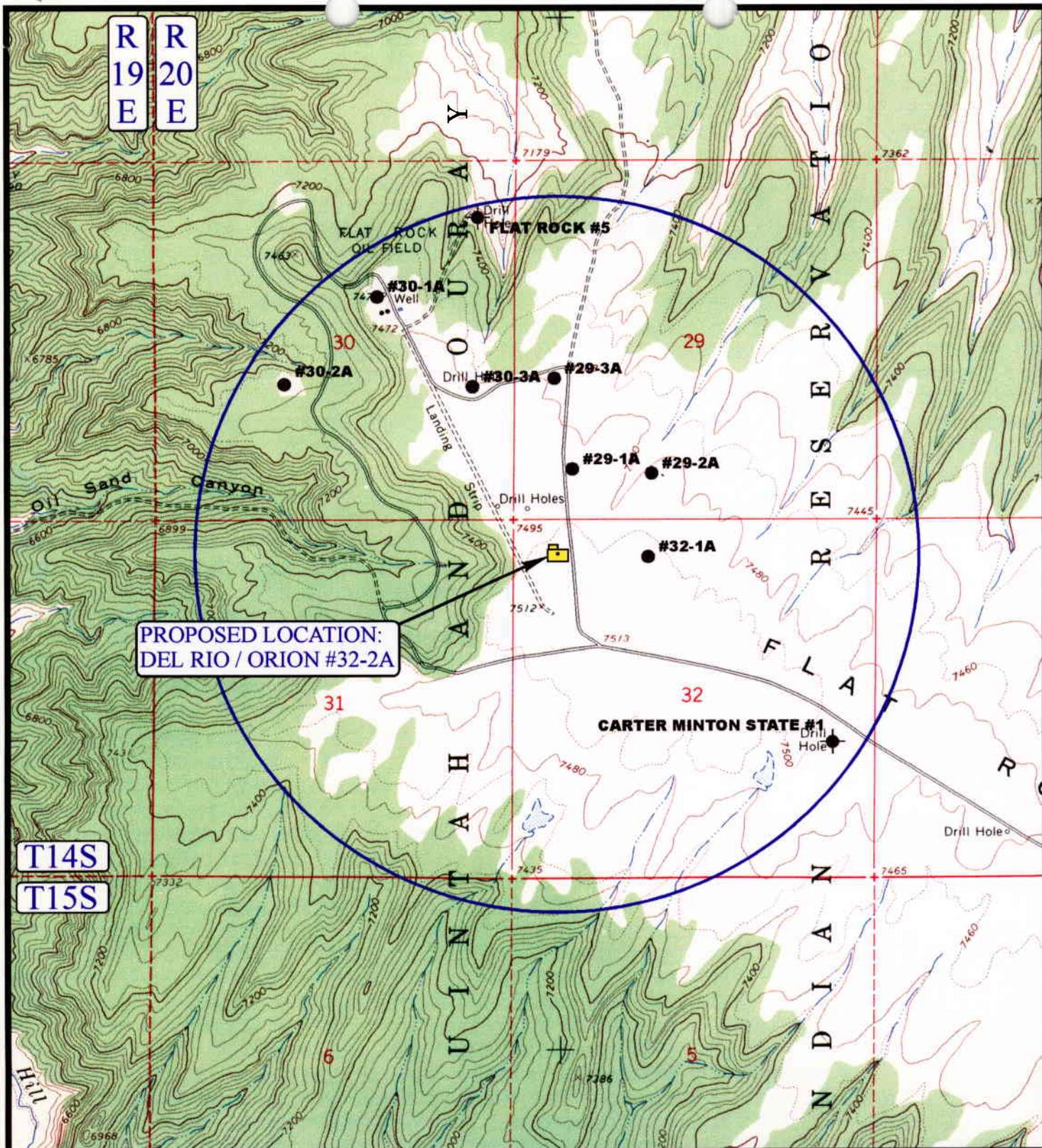
DEL-RIO / ORION #32-2A  
 SECTION 32, T14S, R20E, S.L.B.&M.  
 660' FNL 660' FWL



Utah Engineering & Land Surveying  
 85 South 200 East Vernal, Utah 84078  
 (435) 789-1017 \* FAX (435) 789-1813

<b>TOPOGRAPHIC MAP</b>	<b>4 24 98</b>	MONTH DAY YEAR
SCALE: 1" = 2000'	DRAWN BY: C.G.	REVISED: 00-00-00





**PROPOSED LOCATION:  
DEL RIO / ORION #32-2A**

**T14S  
T15S**

**LEGEND:**

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ⊗ WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



**DEL-RIO RESOURCES INC.**

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SECTION 32, T14S, R20E, S.L.B.&M.  
660' FNL 660' FWL**



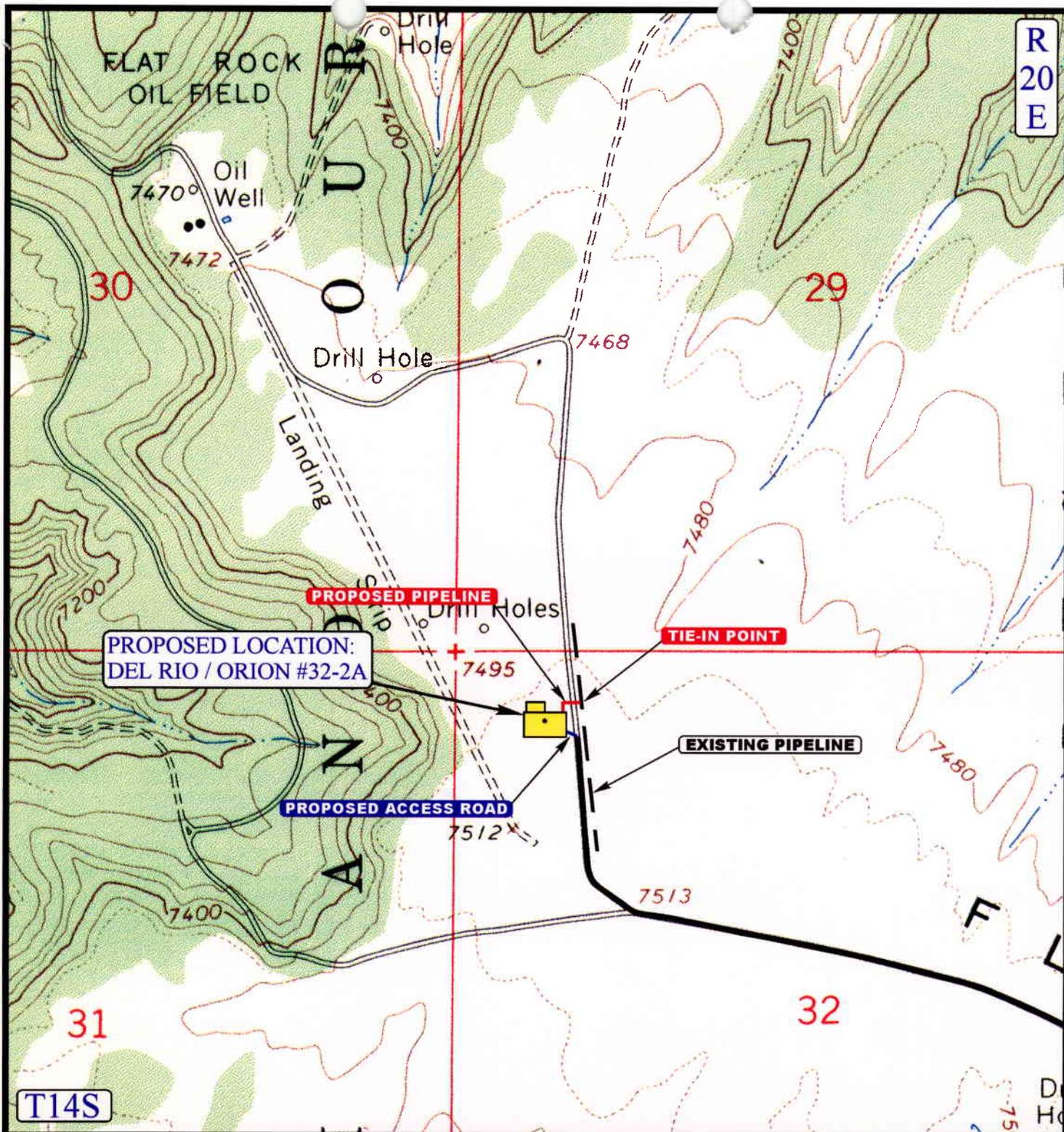
**Uintah Engineering & Land Surveying**  
85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813

**TOPOGRAPHIC  
MAP**

**4 24 98**  
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.G. REVISED: 00-00-00





**APPROXIMATE TOTAL PIPELINE DISTANCE = 56' +/-**

**LEGEND:**

-  EXISTING PIPELINE
-  PROPOSED PIPELINE
-  PROPOSED ACCESS

DEL-RIO RESOURCES INC.

DEL-RIO / ORION #32-2A  
 SECTION 32, T14S, R20E, S.L.B.&M.  
 660' FNL 660' FWL



**Uintah Engineering & Land Surveying**  
 85 South 200 East Vernal, Utah 84078  
 (435) 789-1017 \* FAX (435) 789-1813

**TOPOGRAPHIC MAP**

<b>4</b>	<b>24</b>	<b>98</b>
MONTH	DAY	YEAR

SCALE: 1" = 1000' DRAWN BY: C.G. REVISED: 00-00-00



WORKSHEET  
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 04/23/1999

API NO. ASSIGNED: 43-047-33333

WELL NAME: DEL-RIO/ORION 32-2A  
 OPERATOR: DEL-RIO RESOURCES INC (N0330)  
 CONTACT: Lawrence Caldwell (435) 789-8162

PROPOSED LOCATION:  
 NWNW 32 - T14S - R20E  
 SURFACE: 0660-FNL-0660-FWL  
 BOTTOM: 0660-FNL-0660-FWL  
 UINTAH COUNTY  
 UNDESIGNATED FIELD (002)

INSPECT LOCATN BY: / /		
TECH REVIEW	Initials	Date
Engineering	<i>ikc</i>	8-5-99
Geology		
Surface		

LEASE TYPE: STA  
 LEASE NUMBER: ML-44317  
 SURFACE OWNER: Ute Tribe

PROPOSED FORMATION: MNCS

RECEIVED AND/OR REVIEWED:

- Plat
- Bond: Fed[] Ind[] Sta  Fee[]  
 (No. #2985402)
- Potash (Y/N)
- Oil Shale (Y/N) \*190-5(B)
- Water Permit  
 (No. 99-279)
- RDCC Review (Y/N)  
 (Date: \_\_\_\_\_)
- Fee Surf Agreement (Y/N)

LOCATION AND SITING:

- R649-2-3. Unit \_\_\_\_\_
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit  
 Board Cause No: \_\_\_\_\_  
 Date: \_\_\_\_\_
- R649-3-11. Directional Drill

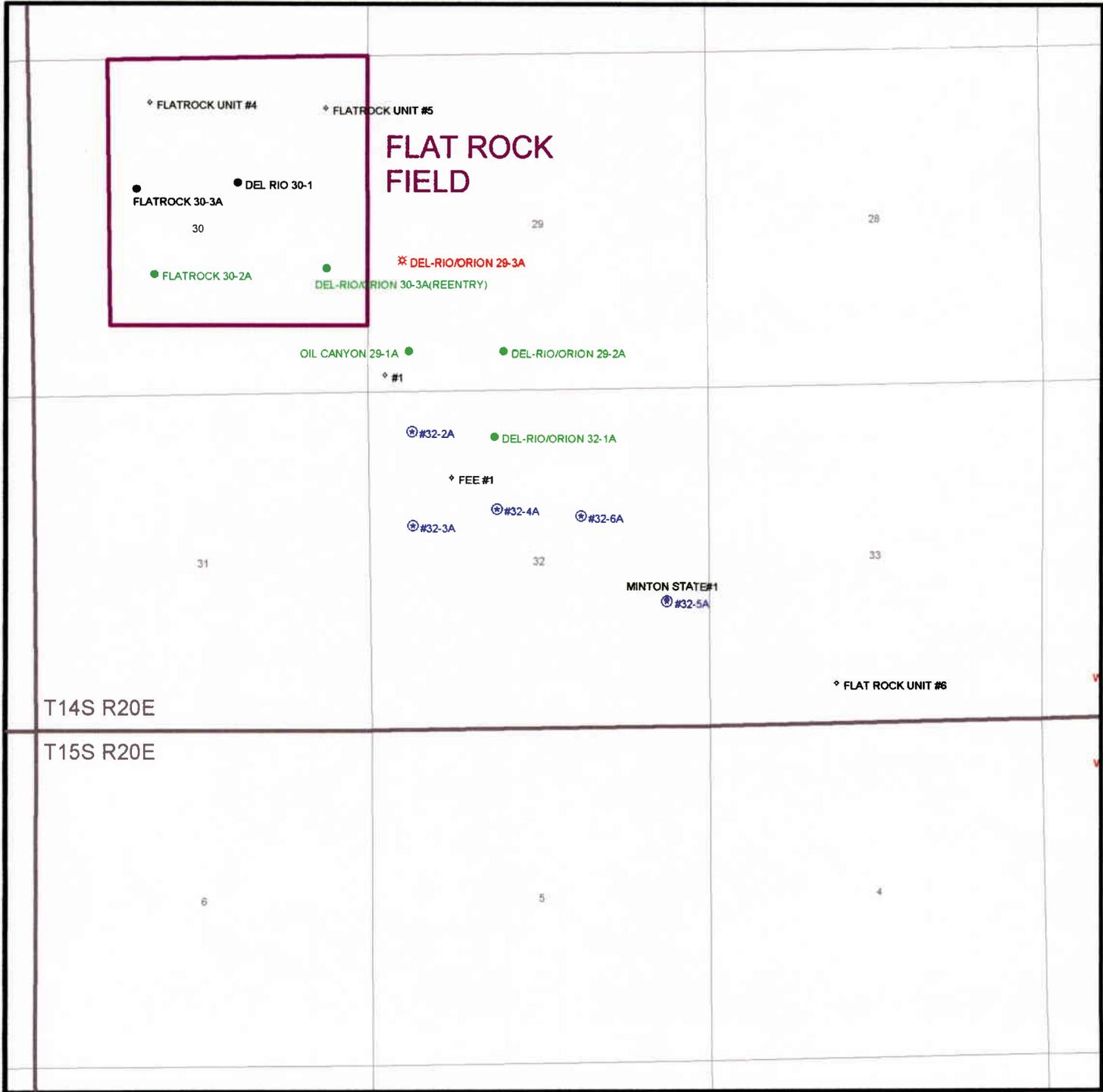
COMMENTS: Revised Cement Plan Rec'd 8-4-99.  
BIA / Norman Cambridge "FOW" OK 8-26-99.

STIPULATIONS: ~~① STATEMENT OF BASIS~~  
 ① STATEMENT OF BASIS



Division of Oil, Gas & Mining

OPERATOR: DEL-RIO RESOURCES (N0330)  
FIELD: UNDESIGNATED (002)  
SEC. 32, TWP 14S, RNG 20E  
COUNTY: UINTAH UNIT: NONE SPACING: NONE



PREPARED  
DATE: 28APR-1999

DIVISION OF OIL, GAS AND MINING  
APPLICATION FOR PERMIT TO DRILL  
STATEMENT OF BASIS

Operator Name: Del-Rio Resources Inc.

Well Name & Number: Del-Rio/Orion 32-2A

API Number: 43-047-33333

Location: 1/4,1/4 NWNW Sec. 32 T. 14S R. 20E

Geology/Ground Water:

The proposed well is located on Green River Formation at the surface. This is in a recharge area for water into the basinward aquifers. The depth to the moderately saline groundwater is approximately 6000' in this area. A check with the Division of Water Rights shows no points of diversion within a 20,000 foot radius. The proposed casing and cement program should adequately protect usable groundwater.

Reviewer: Brad Hill

Date: 8/5/99

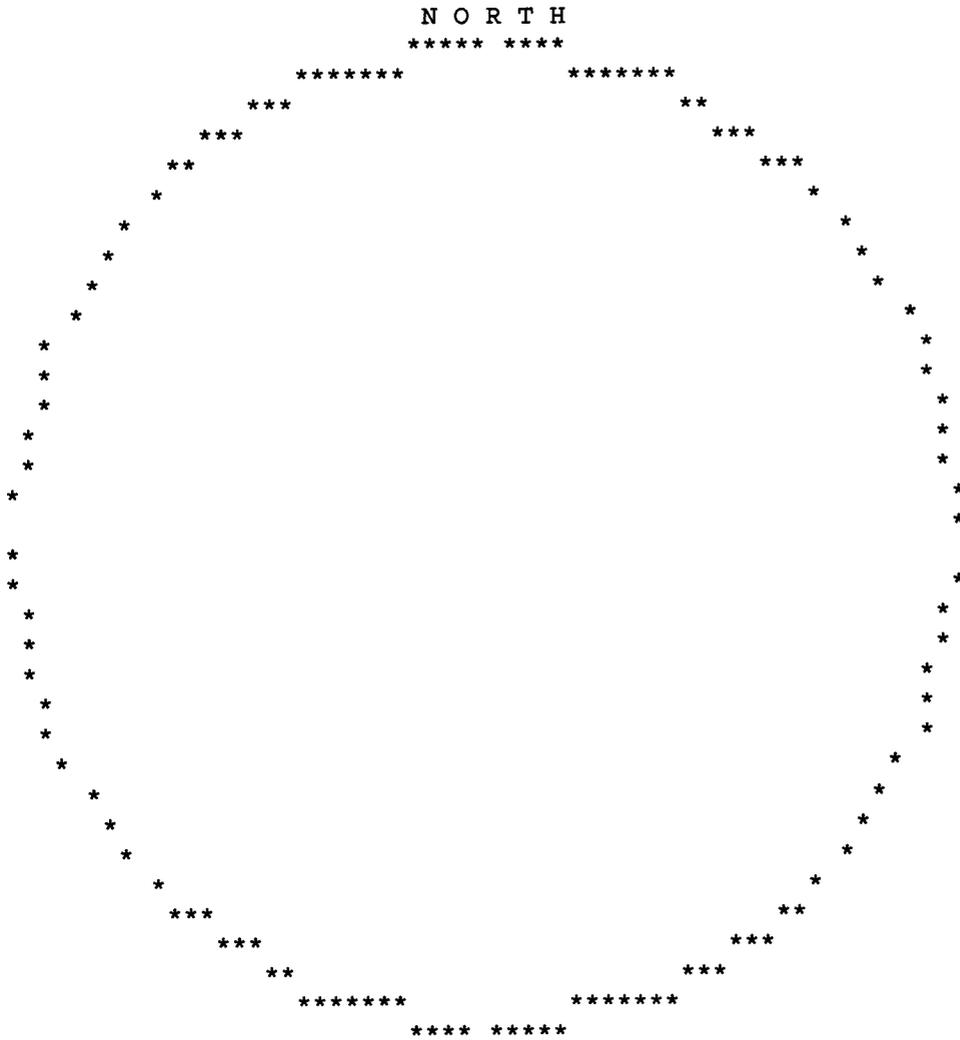
Surface:

The proposed well is located on Ute Tribal surface. The operator is responsible for an agreement with the Ute Tribe for surface use.

UTAH DIVISION OF WATER RIGHTS  
WATER RIGHT POINT OF DIVERSION PLOT CREATED THU, AUG 5,  
PLOT SHOWS LOCATION OF 0 POINTS OF DIVER

PLOT OF AN AREA WITH A RADIUS OF 20000 FEET FR  
FEET, FEET OF THE CT CORNER,  
SECTION 32 TOWNSHIP 14S RANGE 20E SL BASE AN

PLOT SCALE IS APPROXIMATELY 1 INCH = 10000 FEET



Well name:	<b>899 Del-Rio/Orion ST #32-2A</b>		
Operator:	<b>Del Rio</b>	Project ID:	43-047-33333
String type:	<b>Surface</b>		
Location:	<b>Uintah Co.</b>		

**Design parameters:**

**Collapse**

Mud weight: 8.400 ppg  
 Design is based on evacuated pipe.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Environment:**

H2S considered? No  
 Surface temperature: 75 °F  
 Bottom hole temperature: 79 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 220 ft

**Burst:**

Design factor 1.00

Cement top: Surface

**Burst**

Max anticipated surface pressure: -3,529 psi  
 Internal gradient: 12.203 psi/ft  
 Calculated BHP 131 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
 8 Round LTC: 1.80 (J)  
 Buttress: 1.60 (J)  
 Premium: 1.50 (J)  
 Body yield: 1.50 (B)

Tension is based on buoyed weight.  
 Neutral point: 262 ft

Non-directional string.

**Re subsequent strings:**

Next setting depth: 6,300 ft  
 Next mud weight: 8.500 ppg  
 Next setting BHP: 2,782 psi  
 Fracture mud wt: 19.250 ppg  
 Fracture depth: 6,300 ft  
 Injection pressure 6,300 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	300	8.625	24.00	K-55	ST&C	300	300	7.972	14.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	131	1370	10.47	131	2950	22.54	6	263	41.81 J

Prepared by: RJK  
 Utah Dept. of Natural Resources

Phone:  
 FAX:

Date: August 5, 1999  
 Salt Lake City, Utah

**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.  
 Collapse is based on a vertical depth of 300 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes.  
 Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>899 Del-Rio/Orion ST #32-2A</b>		
Operator:	<b>Del Rio</b>	Project ID:	43-047-33333
String type:	Production		
Location:	Uintah Co.		

**Design parameters:**

**Collapse**

Mud weight: 9.000 ppg  
 Design is based on evacuated pipe.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
 Surface temperature: 75 °F  
 Bottom hole temperature: 167 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 1,500 ft

Cement top: 2,332 ft

**Burst**

Max anticipated surface pressure: 0 psi  
 Internal gradient: 0.468 psi/ft  
 Calculated BHP 3,086 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
 8 Round LTC: 1.80 (J)  
 Buttress: 1.60 (J)  
 Premium: 1.50 (J)  
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.  
 Neutral point: 5,701 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft <sup>3</sup> )
1	6600	5.5	15.50	K-55	LT&C	6600	6600	4.825	206.9
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3086	4040	1.31	3086	4810	1.56	88	239	2.70 J

Prepared by: RJK  
 Utah Dept. of Natural Resources

Phone:  
 FAX:

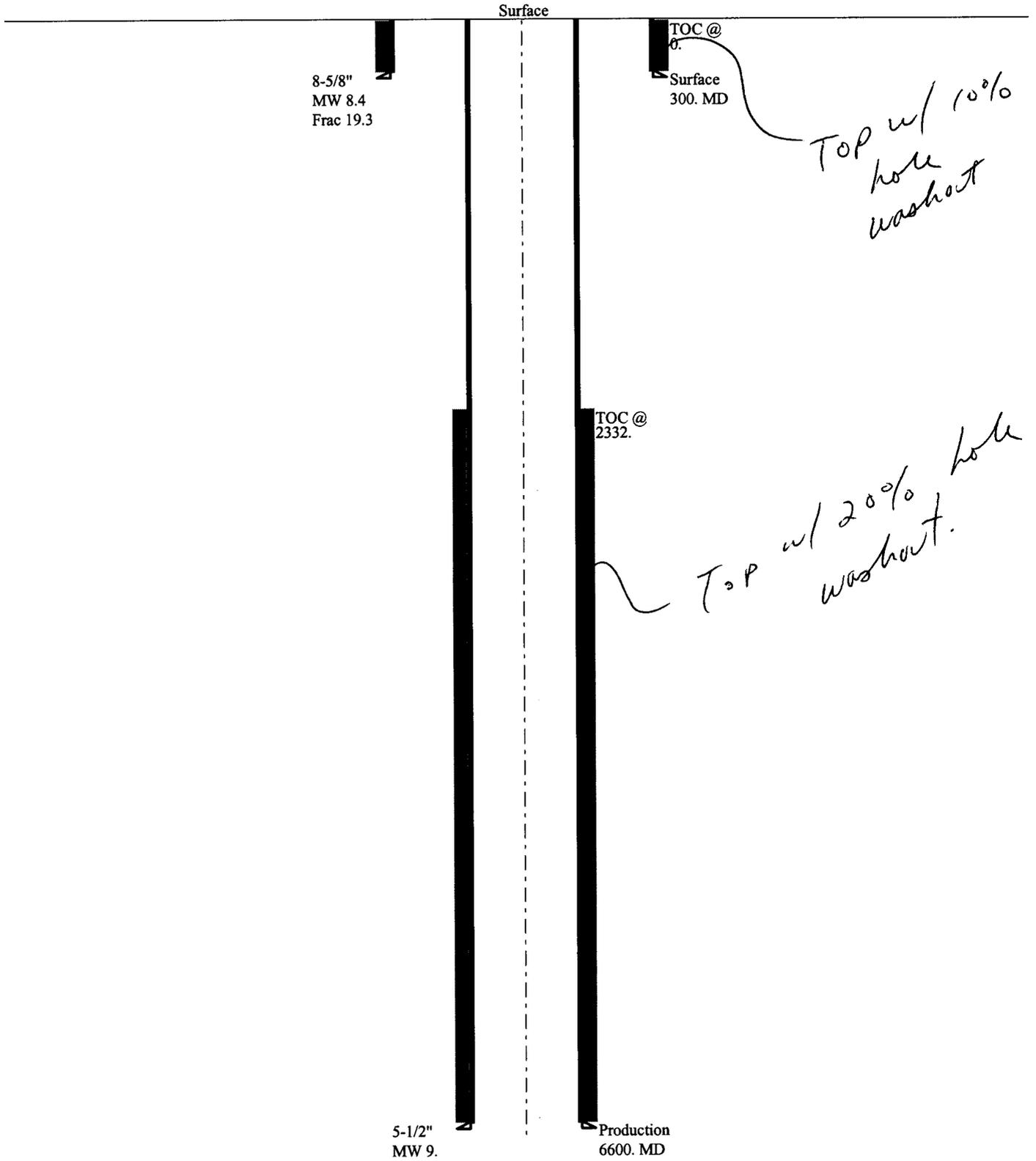
Date: August 5, 1999  
 Salt Lake City, Utah

**ENGINEERING STIPULATIONS: NONE**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.  
 Collapse is based on a vertical depth of 6600 ft, a mud weight of 9 ppg. The casing is considered to be evacuated for collapse purposes.  
 Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

899 Del-Rio/Orion ST #32-A  
Casing Schematic



Form OGC-1a

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

SUBMIT IN TRIPlicate\*  
(Other instructions on reverse side)

**APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK**

1. Lease Designation and Serial No. ML-44317

2. If Indian, Allotment or Tribe Name Ute Indian Tribe

3. Unit Agreement Name N/A

4. Farm or Lease Name Del-Rio/Orion

5. Well No. #32-2A

6. Field and Pool, or Wildcat Flat Rock

7. Sec., T., R., M., or Bk. and Survey of Acre. Sec. 32, T14S, R20E, S186E

8. Type of Work  
 a. Type of Well **DRILL**  **DEEPEN**  **PLUG BACK**   
 b. Type of Well  
 Oil Well  Gas Well  Other   
 Single Zone  Multiple Zone

9. Name of Operator Del-Rio Resources, Inc.

10. Address of Operator P.O. Box 459 Vernal, UT 84078 (435) 789-8162

11. Location of Well (Report location clearly and in accordance with any State requirements.)  
 At surface 660' FNL 660' FWL 4379666N 610975E  
 At proposed prod. zone

12. Distance in miles and direction from nearest town or post office\* See Topo Map "A" (attached)

13. County or Parrish Uintah 14. State Utah

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drg. line, if any) 660'

16. No. of acres in lease 640

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. 1320'

19. Proposed depth 6600'

20. Rotary or cable tools Rotary

21. Elevations (Show whether DF, RT, GR, etc.) 7500' GR

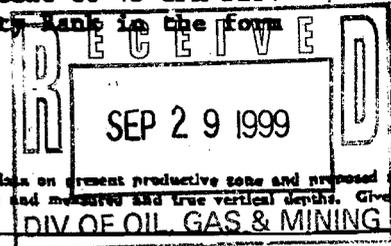
22. Approx. date work will start\* A.S.A.P.

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
12 1/4"	9 5/8"	36#	300'	See attached Drilling Plan
7 7/8"	5 1/2"	15.5#	6600'	See attached Drilling Plan

- M.I.R.U.
- Drill to T.D. 6600'
- Run 5 1/2" casing if commercial production is indicated.
- If dry hole, well will be plugged and abandoned as instructed by the State.
- Well will be drilled with fresh water to 1800', then Chem Gel Mud to T.D. Mud will be in place to run 5 1/2" casing.

I hereby certify that I am responsible by the terms and conditions of the Lease to conduct Lease Operations. Bond Coverage pursuant to 43 CFR 3104 for Lease Activities is being provided by First Security Bank in the form of a Certificate of Deposit. CD #2431434



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 measure and true vertical depths. Give blowout preventer program, if any.

24. Signed Lorena C. Caldwell Title President Date July 23, 1998

(This space for Federal or State office use)

Permit No. 13-047-33833 Approval Date \_\_\_\_\_

Approved by Bradley G. Hill Title BRADLEY G. HILL RECLAMATION SPECIALIST III Date 11/1/99

Conditions of approval, if any:

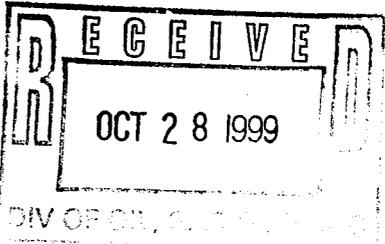
\*See Instructions On Reverse Side



P.O. Box 70, Fort Duchesne, Utah 84026

FAX NO. 435/722-9270

**UTE INDIAN TRIBE**  
**Energy & Minerals  
Resource Department**



**FAX**

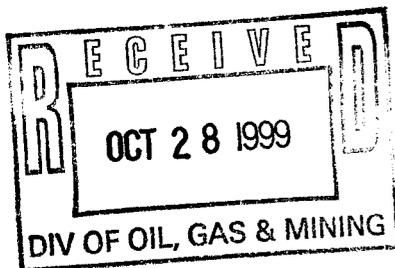
<b>To:</b>	Lisha	<b>From:</b>	Joy Grant
<b>FAX NO:</b>	801/359-3940	<b>Pages:</b>	3 (including cover sheet)
<b>Date:</b>	10/28/99	<b>Phone:</b>	435/722-5141, Ext. 190
<b>Re:</b>	<b>Ute Tribe Permit for Use of Water CC:</b>		Lawrence C. Caldwell, II

**Urgent**     **For Review**     **Please Comment**     **Please Reply**     **Please Recycle**

**● Comments:**

As per Mr. Caldwell please find executed "Permit for Use of Water for Del-Rio/Orion #32-21, and Del-Rio/Orion #32-6A". Mr. Caldwell has copies of the original if you should require additional information.

Please let me know if I can be of further assistance, Joy.

No. 99.279

UNITED STATES  
DEPARTMENT OF THE INTERIOR  
BUREAU OF INDIAN AFFAIRS  
UNTAH AND OURAY AGENCY  
Ft. Duchesne, Utah 84026

PERMIT FOR USE OF WATER

1. Permission is granted to Del-Rio Resources, Inc. hereinafter referred to as Permittee, by the Ute Indian Tribe, hereinafter referred to as Permitter, to enter upon Indian owned trust lands to draw water for the purpose of an oil and/or gas well drilling operation located in Township 12S Range 20E, Section 32. Well - Del-Rio/Orion 32-2A, water to be drawn from Hill Creek, Township 14S Range 19E, Section 25.
2. In consideration of the water claimed by the Ute Indian Tribe, the Permittee will pay the sum of \$2,150.00 by check, payable to the Bureau of Indian Affairs.
3. The Permittee agrees:
  - a. The Permitter can make no guarantee as to amount of or time of year that such water will be available. It is understood that availability is totally dependent on the natural supply of water.
  - b. All facilities including, but not limited to pipe and pumps, installed by the permittee must be of such nature and design so as not to in any way interfere with the delivery of irrigation water.
  - c. Upon completion or apparent abandonment of the oil and/or gas well for which this drilling permit is granted, the Permittee will repair any damage and remove or be responsible for the cost of removal of any facilities installed by the Permittee.
  - d. **LIABILITY:** Permittee is liable for all damages that result from his operations, or for injury to the Permitter or his property, including livestock; to lessees, licensees and surface owners. The Permittee agrees to save and hold harmless the Permitter and the United States and its officers, representatives and employees, and the surface owners or their tenants from all suits

99.279

for injury or claims for damage to persons and property from the Permittee's operations under this permit.

- c. BOND: To guarantee performance under this permit, a bond is to be furnished as follows: Utah School Trust Lands Bond, \$80,000. Bond #0629992985402.
- f. TERM: Permittee is granted use of water subject to conditions hereinabove stated for a period beginning with the date of approval of this permit, and ending upon completion of the well or 90 days after the date of approval of this permit (which ever comes first).
- g. All conditions of this permit are thoroughly understood and only those specifically stated herein are intended to be granted.
- h. Issue copy of permit to each water hauler.
- i. Remind company personnel that carrying firearms while on the Uintah and Ouray Reservation is prohibited.

PERMITTEE:

Del-Rio Resources, Inc.

By: Lawrence C. Caldwell II  
Lawrence C. Caldwell II, President  
Name and Title

ATTEST:

Mary Nausich  
Secretary, Uintah and Ouray Tribal  
Business Committee

PERMITTER: THE UTE INDIAN TRIBE

By: O. P. [Signature]  
Chairperson, Uintah and Ouray Tribal  
Business Committee

APPROVED: October 28, 1999  
(date)

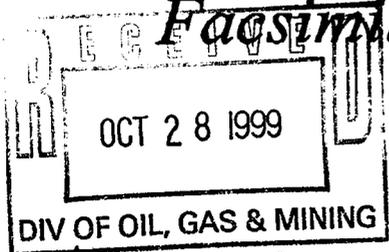
Ferron Secakuku  
Ferron Secakuku, Executive Director  
Ute Indian Tribe, Energy & Minerals

EXPIRES: 90 day after approval or upon  
(date) completion of well

# U.E.L.S., Inc.

*Utah Engineering & Land Surveying*

*Facsimile Transmission*



*Date: 10-28-99*

*To: LISHA CORDOVA*

*Company:*

*Facsimile No.:*

*Number of Pages, including Cover Sheet: 5*

*From: Utah Engineering & Land Surveying  
85 South 200 East  
Vernal, UT 84078  
Phone #: 435-789-1017*

*Comments:*

*Our Fax Machine number on a dedicated telephone line is: (435) 789-1813. If you experience a problem with this transmission please call TRACY / LARRY at (435) 789-1017. Thank you!*

FORM 8

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

5. Lease Designation and Serial Number:

MI-66317

6. Indian, Altiote or Tribe Name:

Ute Indian Tribe

7. Unit Agreement Name:

N/A

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. Type of Well OIL  GAS  OTHER:

8. Well Name and Number:

Del-Rio/Orion #32-2A

2. Name of Operator:

Del-Rio Resources, Inc.

9. API Well Number:

43-047-33333

3. Address and Telephone Number:

P.O. Box 459 Vernal, Utah 84078 (435)789-8162

10. Field and Pool or Wellbore:

Flat Rock

4. Location of Well

Footage: 660' FNL 660' FWL

County: Uintah

CO. Sec., T., R., M.: Sec. 32, T14S, R20E, S.L.B.&M.

State: Utah

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

**NOTICE OF INTENT**  
(Check in Duplicate)

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

Approximate date work will start A.S.A.P.

**SUBSEQUENT REPORT**  
(Submit Original Form Only)

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

Date of work completion \_\_\_\_\_

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

\* Must be accompanied by a cement verification report.

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

Del-Rio Resources, Inc. proposes a change of order on the surface casing for the above mentioned well location. The change will be from 300' of 8 5/8", 24# casing to 300' of 9 5/8", 36# casing. The 9 5/8" casing will be new J-55 or K-55 upon availability.

13

Name & Signature:

*Lawrence C. Caldwell*

Title: President

Date: 9-29-99

(This space for State use only)

(484)

(See Instructions on Reverse Side)

**APPROVED**

The Utah Division of Oil, Gas and Mining  
Robert J. Krueger, PE, Petroleum Engineer

Date: 10-4-99

COPY SENT TO OPERATOR

Date: 10-4-99

Initials: CHD



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

Michael O. Leavitt  
Governor  
Kathleen Clarke  
Executive Director  
Lowell P. Braxton  
Division Director

1594 West North Temple, Suite 1210  
PO Box 145801  
Salt Lake City, Utah 84114-5801  
801-538-5340  
801-359-3940 (Fax)  
801-538-7223 (TDD)

November 1, 1999

Del-Rio Resources, Inc.  
P.O. Box 459  
Vernal, Utah 84078

Re: Del-Rio/Orion 32-2A Well, 660' FNL, 660' FWL, NW NW, Sec. 32, T. 14 S., R. 20 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 43-047-33333.

Sincerely,

A handwritten signature in cursive script that reads "John R. Baza".

John R. Baza  
Associate Director

lwp

Enclosures

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

**Operator:** Del-Rio Resources

**Well Name & Number:** Del-Rio/Orion 32-2A

**API Number:** 43-047-33333

**Lease:** State **Surface Owner:** Ute Tribe

**Location:** NW NW **Sec.** 32 **T.** 14 S. **R.** 20 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 of the following actions during drilling of this well:

- . 24 hours prior to cementing or testing casing
- . 24 hours prior to testing blowout prevention equipment
- . 24 hours prior to spudding the well
- . within 24 hours of any emergency changes made to the approved drilling program
- . prior to commencing operations to plug and abandon the well

Division contacts (please leave a voice mail message if person is not available to take the call):

- . Dan Jarvis at (801) 538-5338
- . Robert Krueger at (801) 538-5274 (plugging)
- . Carol Daniels at (801) 538-5284 (spud)

#### 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.

#### 4. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Well name:		<b>1199 Del Rio 32-2A Revision</b>	
Operator:	<b>Del Rio</b>	Project ID:	<b>43-047-33333</b>
String type:	<b>Surface</b>		
Location:	<b>Uintah Co.</b>		

**Design parameters:**

**Collapse**

Mud weight: 8.400 ppg  
Design is based on evacuated pipe.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Environment:**

H2S considered? No  
Surface temperature: 75 °F  
Bottom hole temperature: 87 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 220 ft

**Burst:**

Design factor 1.00

Cement top: Surface

**Burst**

Max anticipated surface pressure: -9,884 psi  
Internal gradient: 12.203 psi/ft  
Calculated BHP 367 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Tension is based on buoyed weight.  
Neutral point: 736 ft

Non-directional string.

**Re subsequent strings:**

Next setting depth: 6,300 ft  
Next mud weight: 8,500 ppg  
Next setting BHP: 2,782 psi  
Fracture mud wt: 19,250 ppg  
Fracture depth: 6,300 ft  
Injection pressure 6,300 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	840	9.625	36.00	K-55	LT&C	840	840	8.765	59.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	367	2020	5.51	367	3520	9.60	26	489	18.47 J

Prepared RJK  
by: Utah Dept. of Natural Resources

Phone:  
FAX:

Date: November 17,1999  
Salt Lake City, Utah

ENGINEERING STIPULATIONS: Surface casing shall be cemented to surface with 15.8 ppg Class G cement (5 gal. water/sack max.). Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension. Collapse is based on a vertical depth of 840 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	<b>1199 Del Rio 32-2A Revision</b>		
Operator:	<b>Del Rio</b>	Project ID:	43-047-33333
String type:	<b>Production</b>		
Location:	<b>Uintah Co.</b>		

**Design parameters:**

**Collapse**

Mud weight: 9.000 ppg  
 Design is based on evacuated pipe.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
 Surface temperature: 75 °F  
 Bottom hole temperature: 243 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 1,500 ft

Cement top: 5,700 ft

**Burst**

Max anticipated surface pressure: 0 psi  
 Internal gradient: 0.468 psi/ft  
 Calculated BHP 5,610 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
 8 Round LTC: 1.80 (J)  
 Buttress: 1.60 (J)  
 Premium: 1.50 (J)  
 Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 10,365 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	12000	7	29.00	N-80	LT&C	12000	12000	6.059	704.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5610	7020	1.25	5610	8160	1.45	301	597	1.99 J

Prepared by: RJK  
 Utah Dept. of Natural Resources

Phone:  
 FAX:

Date: November 17, 1999  
 Salt Lake City, Utah

ENGINEERING STIPULATIONS: Surface casing shall be cemented to surface with 15.8 ppg Class G cement (5 gal. water/sack max.). Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension. Collapse is based on a vertical depth of 12000 ft, a mud weight of 9 ppg. The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

FORM 9

STATE OF UTAH  
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

5. Lease Designation and Serial Number

ML-44317

6. Indian, Allottee or Tribe Name:

Ute Indian Tribe

7. Unit Agreement Name:

N/A

8. Well Name and Number:

Del-Rio/Orion #32-2A

9. API Well Number:

43-047-33333

10. Field and Pool, or Wildcat

Flat Rock

1. Type of Well: OIL  GAS  OTHER:

2. Name of Operator  
Del-Rio Resources, Inc.

3. Address and Telephone Number.  
P.O. Box 459 Vernal, Utah 84078 (435) 789-8162 *740-8578 cell*

4. Location of Well

Footages: 660' FNL 660' FWL

QQ, Sec. T., R., M.: NW<sup>20</sup> NW<sup>20</sup> Section 32, T14S, R10E

County: Uintah

State: Utah

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

NOTICE OF INTENT  
(Submit in Duplicate)

- |                                                     |                                                          |
|-----------------------------------------------------|----------------------------------------------------------|
| <input type="checkbox"/> Abandon                    | <input type="checkbox"/> New Construction                |
| <input type="checkbox"/> Repair Casing              | <input checked="" type="checkbox"/> Pull or Alter Casing |
| <input checked="" type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete                      |
| <input type="checkbox"/> Convert to Injection       | <input type="checkbox"/> Perforate                       |
| <input type="checkbox"/> Fracture Treat or Acidize  | <input type="checkbox"/> Vent or Flare                   |
| <input type="checkbox"/> Multiple Completion        | <input type="checkbox"/> Water Shut-Off                  |
| <input type="checkbox"/> Other _____                |                                                          |

SUBSEQUENT REPORT  
(Submit Original Form Only)

- |                                                    |                                               |
|----------------------------------------------------|-----------------------------------------------|
| <input type="checkbox"/> Abandon*                  | <input type="checkbox"/> New Construction     |
| <input type="checkbox"/> Repair Casing             | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans           | <input type="checkbox"/> Perforate            |
| <input type="checkbox"/> Convert to Injection      | <input type="checkbox"/> Vent or Flare        |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off       |
| <input type="checkbox"/> Other _____               |                                               |

Approximate date work will start A.S.A.P.

Date of work completion \_\_\_\_\_

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

\* Must be accompanied by a cement verification report.

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

Please see the attached amendment for the casing and cementing plan.

13.

Name & Signature

*Shirnee C. Caldwell*

Title

President

Date

Nov. 11, 1999

(This space for State use only)

APPROVED\*

The Utah Division of Oil, Gas and Mining

Robert J. Krueger, PE, Petroleum Engineer

(594)

(See Instructions on Reverse Side)

Date: 11-17-99

\* Surface casing shall be cemented to surface with Class G cement: 1.15 ft<sup>3</sup>/SK yield; 15.8 ppq; 5 gal/SK water.

COPY SENT TO OPERATOR

Date: 11-18-99

Initials: CRP

## DEL-RIO RESOURCES, INC. AMENDED DRILLING PLAN FOR THE DEL-RIO/ORION #32-2A

PLEASE NOTE THE BELOW LISTED CHANGES TO THE CASING & CEMENTING PROGRAMS FOR THE ABOVE LISTED WELL LOCATION

1. CASING PROGRAM:

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg. Size</u>	<u>Type</u>	<u>Weight</u>
Surface	840'	12-1/4"	9-5/8"	K-55 (LT&C)	36#/ft (new)
Prod.	12,000'	<del>8-5/8"</del> 8 3/4" ?	7"	N-80 (LT&C)	29#/ft (new)

2. CEMENTING PROGRAM:

<u>Casing</u>	<u>Volume</u>	<u>Type &amp; Additives</u>
Surface	465 sx	Class "G" w/2% CaCl2 + 1/4# sx Celloflake (based on 100% access)
	<i>to surface</i>	<i>15.8 ppg, 5 gal/sk. max.</i>
Production		<i>1.15 ft<sup>3</sup>/sk</i>
Stage 1 (DV tool @6600')	695 sx*	Class "G" w/50/50 poz. + 2% CaCl2 + 1/4# sx Celloflake
Stage 2	360 sx*	Class "G" w/50/50 poz. + 2% CaCl2 + 1/4# sx Celloflake

Cement Characteristics:

- \* Class "G" - yield = 2.93 cu. ft. per. sack  
weight = 11.0 lb./gal  
strength = 300 psi in 72 hrs @125 degrees
- \* 50/50/poz - yield = 1.36 cu. ft. per. sack  
weight = 14.1 lb./gal  
strength = 2800 psi in 72 hrs @ 125 degrees

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

OPERATOR Del-Rio Resources, Inc.  
ADDRESS PO Box 459  
Vernal, UT 84078

OPERATOR ACCT. NO. N 0330

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	12654	43-047-20502	Del-Rio/Orion 30-5A	NENE	30	14S	20E	Uintah	8/26/99	11/29/99
WELL 1 COMMENTS: <u>991130 entity added (re-enter) KDR</u>											
A	99999	12655	43-047-19577	Del-Rio/Orion 32-5A	NE SE	32	14S	20E	Uintah	9/20/99	11/29/99
WELL 2 COMMENTS: <u>991130 entity added (re-enter) KDR</u>											
A	99999	12656	43-047-33335	Del-Rio/Orion 32-4A	SE NW	32	14S	20E	Uintah	10/2/99	11/29/99
WELL 3 COMMENTS: <u>991130 entity added. KDR</u>											
A	99999	12657	43-047-33334	Del-Rio/Orion 32-3A	SW NW	32	14S	20E	Uintah	10/3/99	11/29/99
WELL 4 COMMENTS: <u>991130 entity added. KDR</u>											
A	99999	12658	43-047-33333	Del-Rio/Orion 32-2A	NW NW	32	14S	20E	Uintah	11/10/99	11/29/99
WELL 5 COMMENTS: <u>991130 entity added. KDR</u>											

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)

Ernie Jorgensen  
Signature  
Production Manager  
Title  
11/29/99  
Date

Phone No. 435.789-5240

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

AMENDED REPORT  FORM 8  
(highlight changes)

**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

5. LEASE DESIGNATION AND SERIAL NUMBER:  
ML-44317

6. IF INDIAN ALLOTTEE OR TRIBE NAME:  
Ute Indian Tribe (surface)

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:  
Del-Rio/Orion 32-2A

9. API NUMBER:  
4304733333

10. FIELD AND POOL OR WILDCAT:  
Flat Rock

11. QTR/DTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:  
NWNW 32 14S 20E SLM

12. COUNTY: Uintah 13. STATE: UTAH

1. TYPE OF WELL:  
OIL WELL  GAS WELL  DRY  OTHER \_\_\_\_\_

2. TYPE OF WORK:  
NEW  HORIZ.  DEEP-  RE-  DIFF.

2. NAME OF OPERATOR:  
Del-Rio Resources, Inc.

3. ADDRESS OF OPERATOR:  
PO Box 459 City: Vernal STATE UT ZIP 84078 PHONE NUMBER: (435) 790-8578

4. LOCATION OF WELL (FOOTAGES):  
660' FWL 660' FNL  
AT TOP PRODUCING INTERVAL REPORTED BELOW: 660' FWL 660' FNL  
AT TOTAL DEPTH: 660' FWL 660' FNL

14. DATE SPUNDED: 11/21/1999 15. DATE T.D. REACHED: 12/25/1999 16. DATE COMPLETED: 6/1/2000  
ABANDONED  READY TO PRODUCE

17. ELEVATIONS (DF, RKB, RT, GL):  
GL 7500' DF 7516'

18. TOTAL DEPTH: MD 11,284 TVD 11,284 19. PLUG BACK T.D.: MD 11,192 TVD 11,192 20. IF MULTIPLE COMPLETIONS, HOW MANY? \*

21. DEPTH BRIDGE MD 3,995 PLUG SET: TVD 3,995

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)  
Halliburton GR/HRI, GR/SDL/DSN, GR/BCS & CBL *Rec. 9-26-01*

23. WAS WELL CORED? NO  YES  (Submit analysis)  
WAS DST RUN? NO  YES  (Submit report)  
DIRECTIONAL SURVEY? NO  YES  (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (W/L)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12.25	9 5/8 J-55	32	0	845		G 492	243	0	None
8 3/4	7 N80	29	0	11,204	6,558	IIHS 1,939	1,037	1500	None

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	3,950							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Wasatch	3,960	3,966	3,960	3,966	11,080 11,114	0.43	136	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)					11,006 11,012	0.43	24	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(C)					10,794 10,810	0.43	64	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(D)					10,768 10,784	0.43	64	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
11080-11114	Break down perfs with 1500 gals mud acid & 1500 gals HCl & 15% HF mud acid.
10784-11012	Break down perfs with 1500 gals mud acid & 1500 gals HCl & 15% HF mud acid.
10436-10606	Break down perfs with 1500 gals 15% HCl & 75% methanol.

29. ENCLOSED ATTACHMENTS:

ELECTRICAL/MECHANICAL LOSS  GEOLOGIC REPORT  DST REPORT  DIRECTIONAL SURVEY  
 SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION  CORE ANALYSIS  OTHER: Log under 8404733333

30. WELL STATUS:  
**Abandoned**

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #25)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

INTERVAL C (As shown in Item #27)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

INTERVAL D (As shown in Item #28)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof. Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Wasatch	4,258	4,262	gas	Wasatch	2,330
Mesaverde	5,248	5,254	gas	Mesaverde Group	4,512
Mesaverde	5,640	5,648	gas	Buck Tongue Mancos	6,295
Neslen	5,718	5,726	gas	Castlegate Sandstone	6,324
Castlegate	6,388	6,407	gas & brine & coal	Mancos Shale	6,599
Mancos	9,084	9,104	gas	Dakota Fm marker	10,529
Dakota Silt	10,436	10,446	gas	Morrison Fm	10,820
Dakota	10,600	10,606	brine & gas & coal	Salt Wash Mbr Jm	11,080
Cedar Mtn & Mor	10,748	11,012	brine & gas		
Salt Wash Mbr Jr	11,080	11,114	gas & brine		

35. ADDITIONAL REMARKS (include plugging procedure)

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

NAME (PLEASE PRINT) Larry Jorgensen TITLE Production Manager  
 SIGNATURE *Larry Jorgensen* DATE 3/15/2002

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top - Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining Phone: 801-538-5340  
 1594 West North Temple, Suite 1210 Bpx 145801 Fax: 801-359-3940  
 Salt Lake City, Utah 84114-5801

(8/2000)

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DIVISION OF OIL, GAS AND MINING

## Well CR 32-2A Attachment

## 27 - Perforation Record

<u>Interval</u>	<u>Size</u>	<u>No. Holes</u>	<u>Status</u>
10748 - 10758	0.43	40	Open
10600 - 10606	0.43	24	Open
10436 - 10446	0.43	40	Open
9084 - 9104	0.43	80	Open
7850 - 7854	0.43	16	Open
6399 - 6407	0.43	32	Open
6392 - 6398	0.43	24	Open
6386 - 6390	0.43	16	Open
5718 - 5726	0.43	32	Open
5640 - 5648	0.43	32	Open
5246 - 5254	0.43	32	Open
4256 - 4262	0.43	24	Open
4140 - 4150	0.43	40	Open
4120 - 4126	0.43	24	Open
4000 - 4006	0.43	24	Open
3960 - 3966	0.43	24	Open

## 28. Acid, Fracture, Treatment, Cement squeeze, etc.

10436 - 10446	Break down perfs with 1500 gals 15% HCl & methanol for pump-in analysis but could not pump job.
9084 - 9104	High energy gas stimulation with 10' carrier.
9084 - 9104	Break down perfs with 1000 bbls gross treated water brine water.
6386 - 6390	Break down perfs with 1500 gals 15% HCl acid.
6386 - 6407	Break down perfs with 1500 gals 9-1 mud acid.
5718 - 5726	Break down perfs with 1500 gals 9-1 mud acid.
5246 - 5254	Break down perfs with 1500 gals 9-1 mud acid.
4240	Set CIBP with wireline.
4140 - 4150	Break down perfs with 1000 bbls gross treated brine water.
4134	Set CIBP with wireline.
3995	Set CIBP with wireline.
3960 - 3966	Break down perfs with 1000 bbls gross treated brine water.



**Del-Rio Resources, Inc.**

PO Box 459  
Vernal, UT 84078  
USA

Phone: (435)789-5240  
Fax: (435)789-3487  
Email: HyperAdept@aol.com

*Fax Cover Sheet*

<b>Send to:</b> DOGM	<b>From:</b> Larry Jorgensen
<b>Attention:</b> Carol Daniels	<b>Office location:</b> Vernal, UT
<b>Office location:</b> Salt Lake City	<b>Date:</b> 3/15/2002
<b>Fax number:</b> (801)359-3940	<b>Phone number:</b> (435)789-5240

URGENT     
  REPLY ASAP     
  PLEASE COMMENT     
  PLEASE REVIEW     
  FOR YOUR INFORMATION

**TOTAL PAGES, INCLUDING COVER: 19**

**Comments:**

Carol,

Here are the completion reports for Wells 32-7A, 30-5A, 32-2A, 32-14, 32-11 and 32-13.

Thank you,  
Larry Jorgensen  
Del-Rio Resources, Inc.



**Del-Rio Resources, Inc.**

RECEIVED  
 MAR 18 2002  
 DIVISION OF  
 OIL, GAS AND MINING

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>See attached schedule</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: <b>Del Rio Resources, Inc.</b>		8. WELL NAME and NUMBER: <b>See attached schedule</b>
3. ADDRESS OF OPERATOR: <b>P OP Box 459</b> CITY <b>Vernal</b> STATE <b>UT</b> ZIP <b>84078</b>		9. API NUMBER: <b>See attach</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>See Attached</b>		10. FIELD AND POOL, OR WILDCAT: <b>See attached schedule</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: <b>Uintah</b> STATE: <b>UTAH</b>

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

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

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

Shaw Resources Limited, L.L.C., as record title owner, hereby designates Miller, Dyer & Co.LLC as operator of the above captioned wells effective 9/8/2003. Miller, Dyer & Co. LLC is responsible under the terms and conditions of the lease for operations conducted on the leased lands or portions thereof.

Bond coverage for this well will be provided by a rider filed to BLM Bond No. UTB000058 and SITLA Bond# Cash  
*Deposit, see attached letter dated 10/1/03*

SHAW RESOURCES LIMITED, L.L.C.  
By: Energy Management Services, L.L.C., its Manager  
By: Energy Management Services, Inc. Its Manager,  
BY: *David Husman*  
David Husman, President

NAME (PLEASE PRINT) <u>Kyle R. Miller</u>	TITLE <u>Member, Miller, Dyer &amp; Co. LLC.</u>
SIGNATURE <u><i>Kyle R. Miller</i></u>	DATE <u>10/20/03</u>

(This space for State use only)

RECEIVED  
OCT 22 2003

**Lease ML – 47437**

<b>Field</b>	<b>Well Name</b>	<b>API #</b>	<b>Well Location</b>
Chimney Rock	Del-Rio/Orion 32-11	4304733445	<u>Township 13 South, Range 21 East, Uintah County, SLM, Utah</u> <u>Section 32: NE ¼ SW ¼</u>
Chimney Rock	Del-Rio/Orion 32-13	4304733447	<u>Township 13 South, Range 21 East, Uintah County, SLM, Utah</u> <u>Section 32: SW ¼ SW ¼</u>
Chimney Rock	Del-Rio/Orion 32-14	4304733448	<u>Township 13 South, Range 21 East, Uintah County, SLM, Utah</u> <u>Section 32: SE ¼ SW ¼</u>

Lease ML-44317

OIL AND GAS WELLS

<u>Field</u>	<u>Well Name</u>	<u>API #</u>	<u>Well Location</u>
Flat Rock	Del-Rio/Orion 32-1A	4304732758	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NE ¼ NW ¼
Flat Rock	Del-Rio/Orion 32-2A	4304733333	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NW ¼ NW ¼
Flat Rock	Del-Rio/Orion 32-3A	4304733334	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: SW ¼ NW ¼
Flat Rock	Del-Rio/Orion 32-4A	4304733335	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: SE ¼ NW ¼
Flat Rock	Del-Rio/Orion 32-5A	4304710577	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NE ¼ SE ¼
Flat Rock	Del-Rio/Orion 32-6A	4304733337	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: SW ¼ NE ¼
Flat Rock	Del-Rio/Orion 32-7A	4304733618	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NW ¼ NE ¼
Flat Rock	Del-Rio/Orion 32-8A	4304733557	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NE ¼ NE ¼
Flat Rock	Del-Rio/Orion 32-9A	4304733619	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: SE ¼ NE ¼
Flat Rock	Del-Rio/Orion 32-10A	4304733620	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NW ¼ SE ¼
Flat Rock	Del-Rio/Orion 32-11A	4304733621	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NE ¼ SW ¼
Flat Rock	Del-Rio/Orion 32-12A	4304733558	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: NW ¼ SW ¼
Flat Rock	Del-Rio/Orion 32-16A	4304734098	Township 14 South, Range 20 East, Uintah County, SLM, Utah Section 32: SE ¼ SE ¼

**OPERATOR CHANGE WORKSHEET**

**ROUTING**

1. GLH
2. CDW
3. FILE

**X Change of Operator (Well Sold)**

Designation of Agent/Operator

Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective: <b>9/8/2003</b>	
<b>FROM: (Old Operator):</b> N0330-Del-Rio Resources, Inc. (thru Shaw Resources LTD, LLC) PO Box 459 Vernal, UT 84078 Phone: 1-(435) 789-5240	<b>TO: ( New Operator):</b> N2580-Miller, Dyer & Co., LLC 475 17th St, Suite 420 Denver, CO 80202 Phone: 1-(303) 292-0949

CA No.

Unit:

**WELL(S)**

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
DEL-RIO/ORION 32-5A	32	140S	200E	4304710577	12655	State	GW	P
DEL-RIO/ORION 32-1A	32	140S	200E	4304732758	12064	State	OW	P
DEL-RIO/ORION 32-2A	32	140S	200E	4304733333	12658	State	GW	TA
DEL-RIO/ORION 32-3A	32	140S	200E	4304733334	12657	State	GW	P
DEL-RIO/ORION 32-4A	32	140S	200E	4304733335	12656	State	GW	P
DEL-RIO/ORION 32-6A	32	140S	200E	4304733337	12662	State	GW	P
DEL-RIO/ORION 32-8A	32	140S	200E	4304733557	13066	State	GW	P
DEL-RIO/ORION 32-12A	32	140S	200E	4304733558	13064	State	GW	P
DEL-RIO/ORION 32-7A	32	140S	200E	4304733618	13065	State	GW	TA
DEL-RIO/ORION 32-9A	32	140S	200E	4304733619	13067	State	GW	P
DEL-RIO/ORION 32-10A	32	140S	200E	4304733620	13054	State	GW	P
DEL-RIO/ORION 32-11A	32	140S	200E	4304733621	13058	State	GW	TA
DEL-RIO/ORION 32-16A	32	140S	200E	4304734098	13449	State	GW	P
CHIMNEY ROCK 32-11	32	130S	210E	4304733445	12984	State	GW	TA
CHIMNEY ROCK 32-13	32	130S	210E	4304733447	12985	State	GW	P
CHIMNEY ROCK 32-14	32	130S	210E	4304733448	12983	State	GW	P

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 10/22/2003
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/22/2003
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/15/2003
- Is the new operator registered in the State of Utah: YES Business Number: 4778935-0161
- 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: 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:

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:

11/26/2003

2. Changes have been entered on the Monthly Operator Change Spread Sheet on:

11/26/2003

3. Bond information entered in RBDMS on:

n/a

4. Fee wells attached to bond in RBDMS on:

n/a

5. Injection Projects to new operator in RBDMS on:

n/a

6. Receipt of Acceptance of Drilling Procedures for APD/New on:

n/a

**STATE WELL(S) BOND VERIFICATION:**

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

Cash 10/1/03

**FEDERAL WELL(S) BOND VERIFICATION:**

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

n/a

**INDIAN WELL(S) BOND VERIFICATION:**

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

n/a

**FEE WELL(S) BOND VERIFICATION:**

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

n/a

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

N/A

The Division sent response by letter on:

N/A

**LEASE INTEREST OWNER NOTIFICATION:**

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

N/A

**COMMENTS:**

Lease Owner Shaw Resources LTD, LLC designated Miller, Dyer & Co., LLC. Proof of lease was obtained from SITLA and BLM.



State of Utah

March 19, 2004

Department of  
Natural Resources

Division of  
Oil, Gas & Mining

ROBERT L. MORGAN  
*Executive Director*

LOWELL P. BRAXTON  
*Division Director*

CERTIFIED MAIL NO. 7002 0510 0003 8602 6556

Janet Specht  
Miller Dyer Resources LLC  
475 17<sup>th</sup> Street, Suite 420  
Denver, Colorado 80202

Re: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases.

Dear Ms. Specht:

Miller Dyer Resources LLC, as of March 2004, has three (3) State Lease Wells (see attachment A) that are currently in non-compliance for extended shut-in or temporary abandonment status. Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (R649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

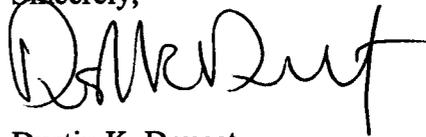
Page 2  
Janet Specht  
March 19, 2004

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet  
Petroleum Engineer

jc  
cc: John Baza  
Well File  
SITLA

	<b>Well Name</b>	<b>API</b>	<b>Lease Type</b>	<b>Years Inactive</b>
1	Del-Rio/Orion 32-2A	43-047-33333	State	2 Years 0 Months
2	Chimney Rock 32-11	43-047-33445	State	2 Years 0 Months
3	Del-Rio/Orion 32-7A	43-047-33618	State	2 Years 2 Months

Attachment A



State of Utah

Department of  
Natural Resources

Division of  
Oil, Gas & Mining

ROBERT L. MORGAN  
*Executive Director*

LOWELL P. BRAXTON  
*Division Director*

May 10, 2004

CERTIFIED MAIL NO. 7002 0510 0003 8602 5443

Mr. Josh Axelson  
Miller, Dyer & Co. LLC  
475 17<sup>th</sup> Street, Suite 420  
Denver, Colorado 80202

Re: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases dated March 19, 2004.

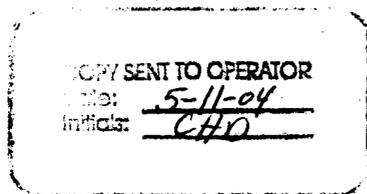
Dear Mr. Axelson,

The Division of Oil, Gas and Mining (DOG M) is in receipt of your letter dated April 16, 2004 in regards to the three (3) shut-in wells operated by Miller, Dyer & Co. LLC. It is the Division's understanding Miller, Dyer & Co. acquired these properties last November and has had limited resources and time to fully evaluate the economic potential of these wells. Based upon the submitted information and plan to evaluate these wells this year for re-completion the DOGM grants extended shut-in until January 1, 2005 for the Chimney Rock 32-11, Del-Rio/Orion 32-2A and Del-Rio/32-7A wells.

For reference, Attachment A lists the wells subject to this request. If you have any questions or need additional assistance in regards to the above matters please contact me at (801) 538-5281.

Sincerely,

Dustin Doucet  
Petroleum Engineer



	<b>Well Name</b>	<b>API</b>	<b>Lease Type</b>	<b>Years Inactive</b>
1	Del-Rio/Orion 32-2A	43-047-33333	State	2 Years 0 Months
2	Chimey Rock 32-11	43-047-33445	State	2 Years 0 Months
3	Del-Rio/Orion 32-7A	43-047-33618	State	2 Years 2 Months

Attachment A

MILLER, DYER & CO. LLC

475 SEVENTEENTH STREET, SUITE 420

DENVER, COLORADO 80202

TELEPHONE: 303-292-0949

FACSIMILE: 303-292-3901

April 16, 2004

Dustin K. Doucet  
Utah Division of Oil, Gas & Mining  
1594 West North Temple  
Suite 1210  
Salt Lake City, UT 84114-5801

Reference: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases.

Dear Dustin,

I am writing in response to the letter of non-compliance for extended shut-in or temporary abandonment status concerning the wells:

1. Chimney Rock 32-11 (43-047-33445)
2. Del-Rio/Orion 32-2A (43-047-33333)
3. Del-Rio/Orion 32-7A (43-047-33618)

Miller, Dyer & Co. LLC has recently taken over operations of these wells as well as the other wells in Flat Rock Field and Chimney Rock Field from the previous operator Del-Rio Resources Inc. When we acquired these wells from Del-Rio Resources in November 2003 we did not receive well files, well logs, completion histories, ect. With the limited information we have gathered, we have just recently started to evaluate the wells and their possible future potential. We currently have plans to test the Mesaverde zone of the Chimney Rock 32-11 this year. As we continue to evaluate the other wells in these fields I am sure we will find zones that warrant testing or re-completion. If a well is deemed uneconomic it will be Plugged and Abandoned per the state requirements. I have enclosed the wellbore diagrams and the current casing and tubing pressures for the wells. We also have a pumper at these wells on a daily basis and are confident these wells pose no risk to public health and safety or the environment. If you require further information or explanation please feel free to contact me.

Thank you,



Josh Axelson  
Geologic Engineering Technician  
Miller, Dyer & Co. LLC  
303-292-0949

RECEIVED

APR 20 2004

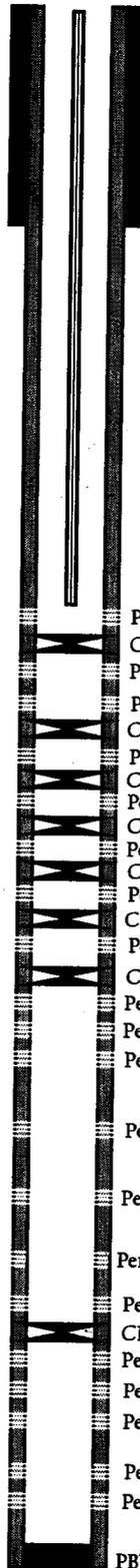
DIV. OF OIL, GAS & MINING

# DEL-RIO/ORION #32-2A

API Number 43-047-33333  
 Location 660' FNL 660' FWL (surface, producing interval & TD) NWNW 32, T14S, R20E, SLM, Uintah County, Utah  
 Elevations GL 7500', KB 7512'  
 Date spudded surface hole 11/27/1999  
 Date ready for production SUSPENDED  
 TD MD 11308';  
 PBTB MD?

CASING AND LINER RECORD  
 7" 29# N-80 SET AT 11,260'

TUBING RECORD  
 2-7/8 TUBING SET AT 3950'



- Perfs: 3960-3966 (24 SHOTS)  
CIBP 3995
- Perfs: 4000-4006 (24 SHOTS)
- Perfs: 4120-4126 (24 SHOTS)  
CIBP 4134
- Perfs: 4140-4150 (40 SHOTS)  
CIBP 4200
- Perfs: 4256-4262 (24 SHOTS)  
CIBP 4400
- Perfs: 5246-5254 (32 SHOTS)  
CIBP 5300
- Perfs: 5640-5648 (32 SHOTS)  
CIBP 5700
- Perfs: 5718-5726 (24 SHOTS)  
CIBP 6340
- Perfs: 6386-6390 (24 SHOTS)
- Perfs: 6392-6398 (24 SHOTS)
- Perfs: 6399-6407 (32 SHOTS)
  
- Perfs: 7850-7854 (16 SHOTS)
  
- Perfs: 9084-9104 (80 SHOTS)
  
- Perfs: 10436-10446 (40 SHOTS)
- Perfs: 10600-10606 (24 SHOTS)  
CIBP 10650
- Perfs: 10748-10758 (40 SHOTS)
- Perfs: 10768-10784 (64 SHOTS)
- Perfs: 10794-10810 (64 SHOTS)
  
- Perfs: 11006-11012 (24 SHOTS)
- Perfs: 11080-11114 (136 SHOTS)

**FRAC DATA:**  
 3960-3966 1000 LBS BDA  
 4140-4150 1000 LBS BDA  
 5246-5254 1500 GAL BDA  
 5718-5726 1500 GAL BDA  
 6386-6407 1500 GAL BDA  
 6386-6390 1500 GAL BDA HCL  
 9084-9104 1000 BBL BDA  
 10436-10446 1500 GAL BDA HCL

IP:  
 N/A

PBTB 3995'  
 TD 11308'

Chimney Rock 32-11A	1700	1666
Del-Rio 32-2A	940	940
Del-Rio 32-7A	500	0

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

			5. LEASE DESIGNATION AND SERIAL NUMBER: <b>ML-44317</b>
			6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
			7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____			8. WELL NAME and NUMBER: <b>DEL-RIO/ORION 32-2A</b>
2. NAME OF OPERATOR: <b>Miller, Dyer &amp; Co. LLC</b>			9. API NUMBER: <b>4304733333</b>
3. ADDRESS OF OPERATOR: <b>475 17th Street, Ste 1200</b> CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80202</b>		PHONE NUMBER: <b>(303) 292-0949</b>	10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>660' FNL 660' FWL</b>			COUNTY: <b>Uintah</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>NWNW 32 14S 20E</b>			STATE: <b>UTAH</b>

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

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

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

Miller, Dyer & Co. LLC is currently reviewing the 32-2A well bore for recompletion opportunities. Due to circumstances regarding the CHANGE OF OPERATOR from Del-Rio Resources to Miller, Dyer & Co. LLC, information regarding the downhole status of the 32-2A well was not immediately made available to Miller, Dyer & Co. LLC. Attached please find a current copy of the 32-2A wellbore diagram that reflects our current understanding of the downhole conditions.

At a minimum Miller, Dyer & Co. LLC will conduct a Casing Integrity Test (CIT) on the 32-2A during calendar year 2005. Results of the test will be forwarded to the Division of Oil, Gas and Mining.

~~Miller, Dyer & Co. LLC requests that all data be kept CONFIDENTIAL.~~

NAME (PLEASE PRINT) <u>Janet K Specht</u>	TITLE <u>Operations Secretary</u>
SIGNATURE	DATE <u>12/9/2004</u>

(This space for State use only)

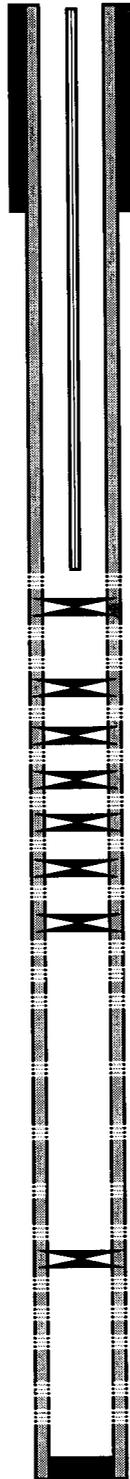
**RECEIVED**  
**DEC 15 2004**

# DEL-RIO/ORION #32-2A

API Number 43-047-33333  
 Location 660' FNL 660' FWL (surface, producing interval & TD) NWNW 32, T14S, R20E, SLM, Uintah County, Utah  
 Elevations GL 7500', KB 7512'  
 Date spudded surface hole 11/27/1999  
 Date ready for production SUSPENDED  
 TD MD 11308';  
 PBTD MD ?

CASING AND LINER RECORD  
 7" 29# N-80 SET AT 11,260'

TUBING RECORD  
 2-7/8" TUBING SET AT 3950'



Perfs: 3960-3966 (24 SHOTS)  
 CIBP 3995  
 Perfs: 4000-4006 (24 SHOTS)  
 Perfs: 4120-4126 (24 SHOTS)  
 CIBP 4134  
 Perfs: 4140-4150 (40 SHOTS)  
 CIBP 4200  
 Perfs: 4256-4262 (24 SHOTS)  
 CIBP 4400  
 Perfs: 5246-5254 (32 SHOTS)  
 CIBP 5300  
 Perfs: 5640-5648 (32 SHOTS)  
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 Perfs: 6386-6390 (24 SHOTS)  
 Perfs: 6392-6398 (24 SHOTS)  
 Perfs: 6399-6407 (32 SHOTS)  
  
 Perfs: 7850-7854 (16 SHOTS)  
  
 Perfs: 9084-9104 (80 SHOTS)  
  
 Perfs: 10436-10446 (40 SHOTS)  
  
 Perfs: 10600-10606 (24 SHOTS)  
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 Perfs: 10748-10758 (40 SHOTS)  
 Perfs: 10768-10784 (64 SHOTS)  
 Perfs: 10794-10810 (64 SHOTS)  
  
 Perfs: 11006-11012 (24 SHOTS)  
 Perfs: 11080-11114 (136 SHOTS)  
  
 PBTD 3995'  
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 6386-6407 1500 GAL BDA  
 6386-6390 1500 GAL BDA HCL  
 9084-9104 1000 BBL BDA  
 10436-10446 1500 GAL BDA HCL

IP:  
 N/A

RECEIVED  
 DEC 15 2004  
 DIV. OF OIL, GAS & MINING

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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<b>1. TYPE OF WELL</b> OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> ML-44317
<b>2. NAME OF OPERATOR:</b> Miller, Dyer & Co. LLC		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 475 17th Street, Ste 1200 CITY Denver STATE CO ZIP 80202		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>4. LOCATION OF WELL</b> FOOTAGES AT SURFACE: 660' FNL 660' FWL COUNTY: Uintah		<b>8. WELL NAME and NUMBER:</b> DEL-RIO/ORION 32-2A
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 32 14S 20E STATE: UTAH		<b>9. API NUMBER:</b> 4304733333
		<b>10. FIELD AND POOL, OR WILDCAT:</b>

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
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<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
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Miller, Dyer & Co. LLC is currently reviewing the 32-2A well bore for recompletion opportunities. Due to circumstances regarding the CHANGE OF OPERATOR from Del-Rio Resources to Miller, Dyer & Co. LLC, information regarding the downhole status of the 32-2A well was not immediately made available to Miller, Dyer & Co. LLC. Attached please find a current copy of the 32-2A wellbore diagram that reflects our current understanding of the downhole conditions.

At a minimum Miller, Dyer & Co. LLC will conduct a Casing Integrity Test (CIT) on the 32-2A during calendar year 2005. Results of the test will be forwarded to the Division of Oil, Gas and Mining.

Miller, Dyer & Co. LLC requests that all data be kept CONFIDENTIAL.

NAME (PLEASE PRINT) <u>Janet K Specht</u>	TITLE <u>Operations Secretary</u>
SIGNATURE <u><i>Janet K Specht</i></u>	DATE <u>12/9/2004</u>

(This space for State use only)

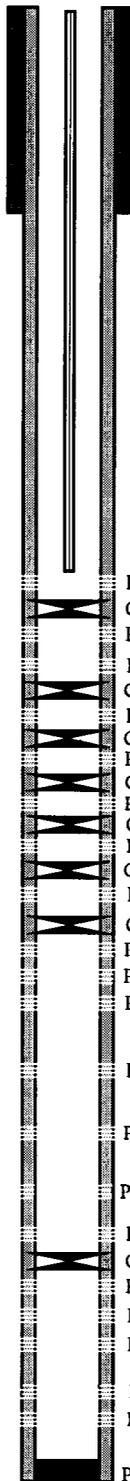
**RECEIVED**  
**DEC 15 2004**  
DIV. OF OIL, GAS & MINING

# DEL-RIO/ORION #32-2A

API Number 43-047-33333  
 Location 660' FNL 660' FWL (surface, producing interval & TD) NWNW 32, T14S, R20E, SLM, Uintah County, Utah  
 Elevations GL 7500', KB 7512'  
 Date spudded surface hole 11/27/1999  
 Date ready for production SUSPENDED  
 TD MD 11308';  
 PBTD MD ?

CASING AND LINER RECORD  
 7" 29# N-80 SET AT 11,260'

TUBING RECORD  
 2-7/8" TUBING SET AT 3950'



Perfs: 3960-3966 (24 SHOTS)  
 CIBP 3995  
 Perfs: 4000-4006 (24 SHOTS)  
 Perfs: 4120-4126 (24 SHOTS)  
 CIBP 4134  
 Perfs: 4140-4150 (40 SHOTS)  
 CIBP 4200  
 Perfs: 4256-4262 (24 SHOTS)  
 CIBP 4400  
 Perfs: 5246-5254 (32 SHOTS)  
 CIBP 5300  
 Perfs: 5640-5648 (32 SHOTS)  
 CIBP 5700  
 Perfs: 5718-5726 (24 SHOTS)  
 CIBP 6340  
 Perfs: 6386-6390 (24 SHOTS)  
 Perfs: 6392-6398 (24 SHOTS)  
 Perfs: 6399-6407 (32 SHOTS)  
  
 Perfs: 7850-7854 (16 SHOTS)  
  
 Perfs: 9084-9104 (80 SHOTS)  
  
 Perfs: 10436-10446 (40 SHOTS)  
  
 Perfs: 10600-10606 (24 SHOTS)  
 CIBP 10650  
 Perfs: 10748-10758 (40 SHOTS)  
 Perfs: 10768-10784 (64 SHOTS)  
 Perfs: 10794-10810 (64 SHOTS)  
  
 Perfs: 11006-11012 (24 SHOTS)  
 Perfs: 11080-11114 (136 SHOTS)  
  
 PBTD 3995'  
 TD 11308'

FRAC DATA:  
 3960-3966 1000 LBS BDA  
 4140-4150 1000 LBS BDA  
 5246-5254 1500 GAL BDA  
 5718-5726 1500 GAL BDA  
 6386-6407 1500 GAL BDA  
 6386-6390 1500 GAL BDA HCL  
 9084-9104 1000 BBL BDA  
 10436-10446 1500 GAL BDA HCL

IP:  
 N/A

RECEIVED  
 DEC 15 2004  
 DIV. OF OIL, GAS & MINING

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

RECEIVED

FEB 23 2005

FORM 9

DIV. OF OIL, GAS & MINING

5. LEASE DESIGNATION AND SERIAL NUMBER:  
ML-44317

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:  
DEL-RIO/ORION 32-2A

9. API NUMBER:  
4304733333

10. FIELD AND POOL, OR WILDCAT:

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL  
OIL WELL  GAS WELL  OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
Miller, Dyer & Co. LLC

3. ADDRESS OF OPERATOR:  
475 17th Street, Ste 1200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:  
(303) 292-0949

4. LOCATION OF WELL  
FOOTAGES AT SURFACE: 660' FNL 660' FWL  
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 32 14S 20E

COUNTY: Uintah

STATE: UTAH

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

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

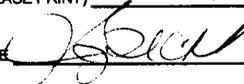
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The DEL-RIO/ORION 32-2A is currently capable of producing but is currently S.I. due to high line pressure. Miller, Dyer & Company is currently constructing a new Compression Facility and anticipates the Facility to be fully operational by April 1, 2005. At such time that the facility is operational and line pressure is lowered to 50 psi, Miller-Dyer will begin producing the wells into the Facility.

Miller-Dyer requests TA status for an additional 6 months in order to complete the operations necessary to bring the DEL-RIO/ORION 32-2A well online.

Miller, Dyer & Co. LLC requests that all data be kept CONFIDENTIAL.

COPY SENT TO OPERATOR  
Date: 4-15-05  
Initials: CJD

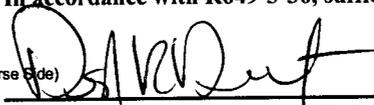
NAME (PLEASE PRINT) Janet K Specht  
SIGNATURE 

TITLE Operations Secretary  
DATE 2/18/2005

(This space for State use only)

The well has been nonactive or nonproductive for 4 years 10 months. In accordance with R649-3-36, sufficient evidence has been provided for an extension of shut-in time until July 1, 2005.

(5/2000)

(See Instructions on Reverse Side)  
APPROVED BY: 

April 12, 2005

Utah Division of Oil, Gas and Mining

**MILLER  
DYER & CO. LLC**

475 Seventeenth Street, Suite 1200  
Denver, Colorado 80202  
P: 303-292-0949  
F: 303-292-3901

February 17, 2005

**Utah Division of Oil, Gas and Mining**  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, UT 84114-5801

**RECEIVED**  
**FEB 23 2005**  
**DIV. OF OIL, GAS & MINING**

Attn: Clinton Dworshak

**Re: Shut-in wells 32-7A, 32-2A and 32-11A**

Dear Clinton,

As a result of our discussion, I have reviewed the status of the referenced wells and submit to you the following plan to return the wells to production. In addition, I would like to discuss the nature of my company's involvement in the Flat Rock Field located in southern Uintah County.

In September of 2003, my Company (Miller, Dyer & Co. LLC) was hired by the record title owner of the property to provide standard oil and gas operations with respect to the field. At that time, the prior operator (Del-Rio) was dismissed from their duties "for cause" and, due to the un-cooperative nature of the transition process have not provided us with the historical well files. On behalf of the owner, we have filed a complaint against Del-Rio in the 8<sup>th</sup> district court of Utah to, among other things; regain the historical records associated with the field. The outcome of this litigation is still pending.

Over the last year Miller-Dyer has cleaned-up, reassembled and generally upgraded the operations at Flat Rock. We have worked closely with the Ute Tribe in order to establish a relationship with the surface owner and conduct operations in accordance with standard industry practices.

Currently, Miller-Dyer is constructing a new Compression Facility capable of lowering field wide gathering pressures from the current pressures of 300 psi down to a targeted wellhead pressure of 50 psi. As a result, the wells in question will be capable of flowing against the new system pressure. In addition, we will continue to research additional un-developed zones within the wellbores and schedule recompletions in the future.

Please find attached 3 Sundry Notices requesting a six month extension of TA status in order to accommodate the work involved in bringing the wells back online. We appreciate your willingness to work with us in a matter that we believe is rather unusual but will ultimately result in a highly efficient and regulatory compliant operation at Flat Rock. If you should have any additional needs or have any further questions, please do not hesitate to call.

Regards,

A handwritten signature in black ink, appearing to read 'John Dyer', written in a cursive style.

John Dyer  
Miller, Dyer & Co. LLC  
303-292-0949 x103

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

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:  
**ML-44317**

**SUNDRY NOTICES AND REPORTS ON WELLS**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:  
**DEL-RIO/ORION 32-2A**

9. API NUMBER:  
**4304733333**

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL      OIL WELL       GAS WELL       OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
**Miller, Dyer & Co. LLC**

3. ADDRESS OF OPERATOR:  
**475 17th Street, Ste 1200**      CITY **Denver**      STATE **CO**      ZIP **80202**

PHONE NUMBER:  
**(303) 292-0949**

4. LOCATION OF WELL  
FOOTAGES AT SURFACE: **660' FNL 660' FWL**

COUNTY: **Uintah**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: **NWNW 32 14S 20E**

STATE: **UTAH**

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

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

- MIRUSU. ND wellhead. NU BOP. Pressure test BOPs.
- Fill hole with produced water.
- TOOH w/ tubing.
- TIH w/ bit and cleanout wellbore to 4400'. This will require drilling out 3 CIBPs @ 3995', 4134' and 4200'. TOOH.
- TIH w/ tbg and packer. Set packer @ 4350'. Pressure test CIBP (@ 4400') to 1000 psi.
- Unseat packer and TOOH to 4220'. Reset packer @ 4220'.
- Stimulate the interval from 4256'-4262' (already open) down tubing with approximately 30,000 pounds of 20/40 sand.
- TOOH w/ tubing.
- Set a composite flow-thru plug @ 4200'.
- Stimulate the intervals from 3960'-4150' (already open) down casing with approximately 140,000 pounds of 20/40 sand.
- Set a composite flow-thru plug @ 3770'.
- Perforate the interval from 3690'-3708' w/ 4 SPF, 25 gm charges @ 60 degree phasing.
- Stimulate the interval with approximately 90,000 pounds of 20/40 sand.
- After flowing back the multiple zones simultaneously, drill out the composite plugs and test all the zones together.

COPY SENT TO OPERATOR  
Date: 8-24-05  
Initials: CHD

NAME (PLEASE PRINT) **Jeffrey H. Lang**

TITLE **Vice President - Operations**

SIGNATURE \_\_\_\_\_

DATE **8/18/2005**

(This space for State use only)

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

DATE: 8/23/05 (See Instructions on Reverse Side)

BY: [Signature]  
→ Watch Fr. (perfs 76% to 4262 open)

**RECEIVED**

**AUG 22 2005**

DIV. OF OIL, GAS & MINING

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

FORM 9

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>ML-44317</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: <b>Miller, Dyer &amp; Co. LLC</b>		8. WELL NAME and NUMBER: <b>DEL-RIO/ORION 32-2A</b>
3. ADDRESS OF OPERATOR: <b>475 17th Street, Ste 1200</b> CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80202</b>		9. API NUMBER: <b>4304733333</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>660' FNL 660' FWL</b>		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>NWNW 32 14S 20E</b>		COUNTY: <b>Uintah</b>
		STATE: <b>UTAH</b>

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

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

Miller, Dyer & Co. LLC hereby designates a change in the well name of the above captioned well effective 9/19/2005 as requested by the Ute Indian Tribe and the Bureau of Indian Affairs.

The Del-Rio/Orion 32-2A will be renamed Ute Tribal 32-2A.

Miller, Dyer & Co. LLC requests that all data be kept CONFIDENTIAL.

COPY SENT TO OPERATOR  
 DATE: 10-12-05  
 Initials: CHD

NAME (PLEASE PRINT) <u>Jeffrey H. Lang</u>	TITLE <u>Vice President of Operations</u>
SIGNATURE	DATE <u>9/19/2005</u>

(This space for State use only)

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

DATE: 10/14/05 (See instructions on Reverse Side)

BY: [Signature]

**RECEIVED**

**SEP 21 2005**

DIV. OF OIL, GAS & MINING

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

FORM 9

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>Various</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	8. WELL NAME and NUMBER: <b>Ute Tribal 32-2A</b>	
2. NAME OF OPERATOR: <b>Miller, Dyer &amp; Co. LLC</b>	9. API NUMBER: <b>43-047-33333</b>	
3. ADDRESS OF OPERATOR: 475 17th Street, Suite 1200 CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80202</b>	PHONE NUMBER: <b>(303) 292-0949</b>	10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL FOOTAGES AT SURFACE: _____ COUNTY: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: <b>UTAH</b>		

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 type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Off-lease storage and commingling</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

This notice is to inform the division of the necessity to commingle production from the State leases listed below to an off-lease storage facility at T10S R20E Section 3 NENW. Miller, Dyer & Co. LLC, operator of the listed leases, has not been able to secure a commitment from a crude buyer to transport from the listed leases. The listed leases (Flat Rock and Chimney Rock fields) are approximately 45 miles south of the off-lease storage site on unimproved roads. As operator we will maintain adequate records (tank gauges at the wells and the off-lease storage facility coupled with hauling tickets) to insure the production and sales are properly calculated and allocated in accordance with division regulations.

State Lease	Legal Description	Well(s)
ML-44317	T14S, R20E, Section 32	Ute Tribal 32-2, 32-4, 32-6, 32-10
ML-46842	T15S, R20E, Section 2	Ute Tribal 10-2-15-20
ML-47437	T13S, R21E, Section 32	Chimney Rock 32-13, 32-14

NAME (PLEASE PRINT) <u>Jeff Lang</u>	TITLE <u>Vice President of Operations</u>
SIGNATURE	DATE <u>3/19/2007</u>

(This space for State use only)

OIL, GAS & MINING  
DATE: 4/10/07  
BY: [Signature]  
(See Instructions on Reverse Side)

**RECEIVED**  
**APR 06 2007**  
DIV. OF OIL, GAS & MINING

**Division of Oil, Gas and Mining**  
**OPERATOR CHANGE WORKSHEET**

**ROUTING**

1. DJJ
2. CDW

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

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

**6/1/2008**

<b>FROM:</b> (Old Operator): N2580-Miller, Dyer & Co, LLC 475 17th St, Suite 1200 Denver, CO 80202  Phone: 1 (303) 292-0949	<b>TO:</b> ( New Operator): N2680-Whiting Oil & Gas Company 1700 Broadway, Suite 2300 Denver, CO 80290  Phone: 1 (303) 837-1661
--------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------

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

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/5/2008
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/5/2008
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 7/16/2008
- a. Is the new operator registered in the State of Utah: Business Number: 5890476-0143
- b. If **NO**, the operator was contacted on: \_\_\_\_\_
- a. (R649-9-2)Waste Management Plan has been received on: REQUESTED 7/16/2008
- b. Inspections of LA PA state/fee well sites complete on: done
- c. Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM not yet BIA not yet
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: n/a
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 7/16/2008
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 7/16/2008
- Bond information entered in RBDMS on: 7/16/2008
- Fee/State wells attached to bond in RBDMS on: 7/16/2008
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: 7/16/2008

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: UTB000148
- Indian well(s) covered by Bond Number: RLB0011681
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0004585
- b. The **FORMER** operator has requested a release of liability from their bond on: not yet

**LEASE INTEREST OWNER NOTIFICATION:**

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

**COMMENTS:**

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>See Attached List</b>
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: <b>See Attached List</b>
2. NAME OF OPERATOR: <b>Whiting Oil And Gas Company</b> <i>N2680</i>		9. API NUMBER:
3. ADDRESS OF OPERATOR: <b>1700 Broadway, Ste 2300</b> CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80290</b>		PHONE NUMBER: <b>(303) 837-1661</b>
4. LOCATION OF WELL		10. FIELD AND POOL, OR WILDCAT:
FOOTAGES AT SURFACE:		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: <b>UTAH</b>

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

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

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

Effective 6/1/2008, please change the Operator of record from Miller, Dyer & Co., LLC to Whiting Oil and Gas Corporation. Whiting Oil and Gas Corporation Utah State bond is #RLB0004585 or Utah BLM Bond #UTB-000148. See attached well list.

*RLB0004585*  
*BIA RLB0011681*

Whiting Oil and Gas Corporation  
1700 Broadway, Suite 2300  
Denver, CO 80290  
(303) 837-1661

Miller, Dyer & Co., LLC  
475 17th Street, Suite 1200 *N2580*  
Denver, CO 80202

Miller, Dyer & Co., LLC

**RECEIVED**  
**JUN 05 2008**  
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>JEFFREY H. LANG</u>	TITLE <u>UP OPERATIONS</u>
SIGNATURE <u><i>JHL</i></u>	DATE <u>6/3/08</u>

Whiting Oil and Gas Corporation	
NAME (PLEASE PRINT) <u>Rick Ross</u>	TITLE <u>UP OPERATIONS</u>
SIGNATURE <u><i>R Ross</i></u>	DATE <u>6/3/08</u>

(This space for State use only)

**APPROVED** 7/16/2008

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

well_name	sec	twp	rng	api	entity	lease	well	stat 2	flag
UTE TRIBAL 32-5A	32	140S	200E	4304710577	12655	State	GW	S	
UTE TRIBAL 30-3A	30	140S	200E	4304710913	12395	Federal	OW	P	
UTE TRIBAL 30-5A	30	140S	200E	4304720502	12654	Federal	GW	S	
UTE TRIBAL 30-2A	30	140S	200E	4304730641	8112	Federal	GW	P	
UTE TRIBAL 29-1A	29	140S	200E	4304730981	8118	Federal	GW	P	
UTE TRIBAL 32-1A	32	140S	200E	4304732758	12064	State	OW	P	
UTE TRIBAL 29-2A	29	140S	200E	4304732945	8118	Federal	OW	P	
UTE TRIBAL 32-2A	32	140S	200E	4304733333	12658	State	GW	P	
UTE TRIBAL 32-3A	32	140S	200E	4304733334	12657	State	GW	S	
UTE TRIBAL 32-4A	32	140S	200E	4304733335	12656	State	GW	P	
UTE TRIBAL 32-6A	32	140S	200E	4304733337	12662	State	GW	P	
CHIMNEY ROCK 32-11	32	130S	210E	4304733445	12984	State	GW	S	
CHIMNEY ROCK 32-13	32	130S	210E	4304733447	12985	State	GW	P	
CHIMNEY ROCK 32-14	32	130S	210E	4304733448	12983	State	GW	P	
UTE TRIBAL 32-8A	32	140S	200E	4304733557	13066	State	GW	P	
UTE TRIBAL 32-12A	32	140S	200E	4304733558	13064	State	GW	P	
UTE TRIBAL 28-1A	28	140S	200E	4304733595	13059	Federal	GW	S	
UTE TRIBAL 30-6A	30	140S	200E	4304733596	13062	Federal	GW	P	
UTE TRIBAL 29-4A	29	140S	200E	4304733616	13060	Federal	GW	P	
UTE TRIBAL 29-5A	29	140S	200E	4304733617	13061	Federal	GW	P	
UTE TRIBAL 32-7A	32	140S	200E	4304733618	13065	State	GW	S	
UTE TRIBAL 32-9A	32	140S	200E	4304733619	13067	State	GW	P	
UTE TRIBAL 32-10A	32	140S	200E	4304733620	13054	State	GW	P	
UTE TRIBAL 32-11A	32	140S	200E	4304733621	13058	State	GW	S	
UTE TRIBAL 32-16A	32	140S	200E	4304734098	13449	State	GW	P	
UTE TRIBAL 29-6A	29	140S	200E	4304734102	13443	Federal	GW	P	
UTE TRIBAL 29-7A	29	140S	200E	4304734103	13444	Federal	GW	P	
UTE TRIBAL 10-2-15-20	02	150S	200E	4304735625	14167	State	GW	P	
FLAT ROCK 13-29-14-20	29	140S	200E	4304736778	15065	Federal	GW	P	
FLAT ROCK 3-29-14-20	29	140S	200E	4304736795	15099	Federal	GW	P	
UTE TRIBAL 6-16-14-20	16	140S	200E	4304738506	16320	State	GW	P	
UTE TRIBAL 15-25-14-19	30	140S	200E	4304739052	16169	Indian	GW	P	C
UTE TRIBAL 1-25-14-19	30	140S	200E	4304739053		Indian	GW	APD	
UTE TRIBAL 1-30-14-20	30	140S	200E	4304739665		Federal	GW	APD	
UTE TRIBAL 9-30-14-20	30	140S	200E	4304739666		Federal	GW	APD	
UTE TRIBAL 7-30-14-20	30	140S	200E	4304739667		Federal	GW	APD	
UTE TRIBAL 7-29-14-20	29	140S	200E	4304739668		Federal	GW	APD	
UTE TRIBAL 9-29-14-20	29	140S	200E	4304739669		Federal	GW	APD	
UTE TRIBAL 12-28-14-20	28	140S	200E	4304739736		Federal	GW	APD	
UTE TRIBAL 1-29-14-20	29	140S	200E	4304739737		Federal	GW	APD	
UTE TRIBAL 15-29-14-20	29	140S	200E	4304739738		Federal	GW	APD	
UTE TRIBAL 3-30-14-20	30	140S	200E	4304739739		Federal	GW	APD	
UTE TRIBAL 11-30-14-20	30	140S	200E	4304739740		Federal	GW	APD	
UTE TRIBAL 3-32-14-20	32	140S	200E	4304739741		State	GW	APD	
UTE TRIBAL 15-30-14-20	30	140S	200E	4304739942		Federal	GW	APD	

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-44317
2. NAME OF OPERATOR: Whiting Oil and Gas Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe (Surface)
3. ADDRESS OF OPERATOR: 1700 Broadway, Ste 2300 CITY Denver STATE CO ZIP 80290		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 660' FNL, 660' FWL		8. WELL NAME and NUMBER: Ute Tribal 32-2A
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNW 32 14S 20E		9. API NUMBER: 4304733333
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT: Flat Rock
STATE: UTAH		

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 4/1/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Perf &amp; frac additional zones</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

Whiting Oil and Gas Corporation took over ownership/operations from Miller, Dyer & Co. LLC, June 2008. In data received, we believed the recompletion for the Ute Tribal 32-2A did take place from a file dated 1/13/2007 showing the attached Wellbore Diagram. We believe this work was performed, per the Notice of Intent that was approved by the state of Utah 8/23/2005; however, the work was performed later than anticipated. We were able to corroborate the recompletion occurred, from an outside data source.

Work performed: Work began 3/1/2006 and was completed 4/1/2006  
 Drilled out 3 CIBPs from 3995', 4134' and 4200' (approx 3/5/2006).  
 Perforated 3,690' - 3,708' (approx 3/10/2006).  
 Frac'd 3,960' - 4,150' w/140,000# of 20/40 Sd & 500 gal 15% HCl acid spearhead (approx 3/10/2006).  
 Frac'd 3,690' - 3,708' w/91,200# of 20/40 Sd & 500 gal 15% HCl acid spearhead (approx 3/17/2006).  
 Ran Tubing to 4,182' (approx 3/20/2006)  
 No IP available, the first 19 days of production the well was making 5 BOPD & 164 MCFD.

NAME (PLEASE PRINT) <u>John D'Rooge</u>	TITLE <u>Operations Manager - Central Rockies Asset Group</u>
SIGNATURE	DATE <u>3/12/09</u>

(This space for State use only)



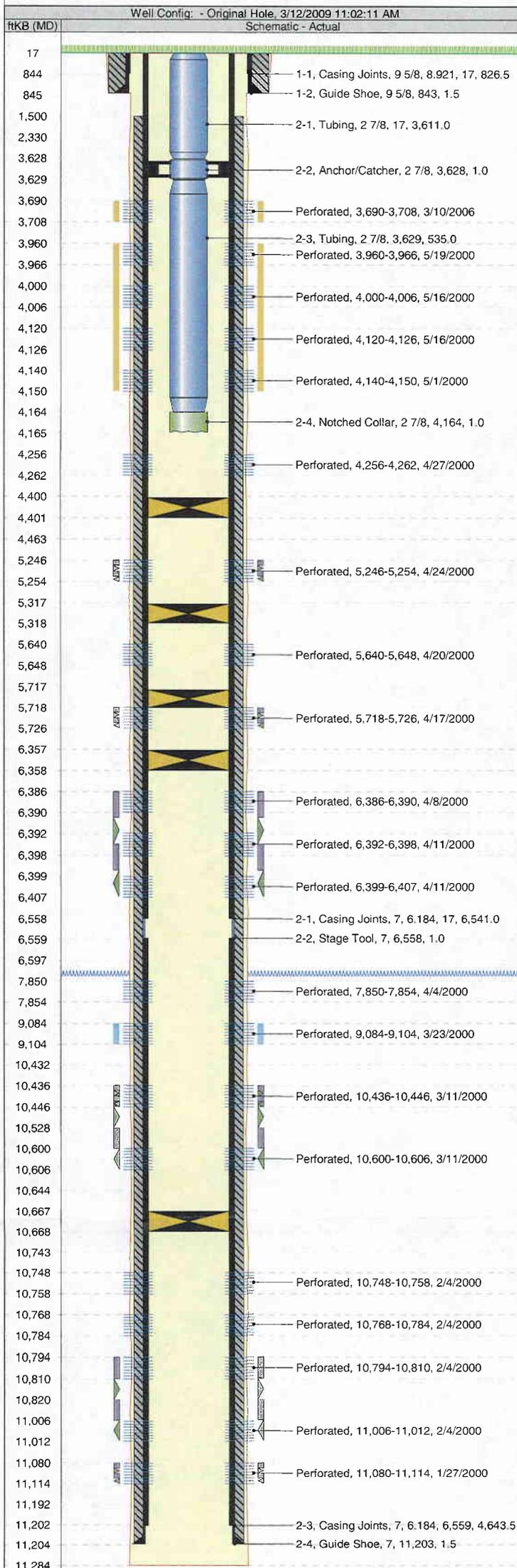
**Whiting Oil & Gas Corp**  
 1700 Broadway, Suite 2300  
 Denver, CO 80290  
 (303) 837-1661

**BH Completion Report Info**

**Well Name: UTE TRIBAL 32-2A**

WPC ID 1UT026801	API Number 4304733333	N/S Dist (ft) 660.0	N/S ... FNL	E/W Dist (ft) 660.0	E/W ... FWL	Qtr/Qtr NWNW	Section 32	Town... 14S	Range 20E	Field Name Flat Rock	Operator WOGC	County Uintah	State UT
Gr Elev (ft) 7,500.00	Orig KB Elev (ft) 7,517.00	KB-Grd (ft) 17.00	Drilling Contact Dana		Responsible Engineer Tom Smith		Responsible Foreman Danny Widner		Geology Contact John Forster		Original Spud Date 11/21/1999	Completion Date 6/1/2000	First Production Date

Contractor	Rig No.	Rig Type	Start Date	RR Date	TD (ft)	TD Date	Comment



Surface	Original Hole	12 1/4	17.0	845.0	11/21/19...	11/23/19...
Production	Original Hole	8 3/4	845.0	11,284.0	11/24/19...	11/26/19...

**Surface Csg, 845.0ftKB**  
 Comment  
 Run Date: 11/22/1999

OD (in)	Wt (lbs/ft)	Grade	Top (ftKB)	Btm (ftKB)	Len (ft)	Item Description
9 5/8	36.00	J-55	17.0	843.5	826.50	Casing Joints
9 5/8			843.5	845.0	1.50	Guide Shoe

**Production Csg, 11,204.0ftKB**  
 Comment  
 Run Date: 12/27/1999

OD (in)	Wt (lbs/ft)	Grade	Top (ftKB)	Btm (ftKB)	Len (ft)	Item Description
7	29.00	N-80	17.0	6,558.0	6,541.00	Casing Joints
7			6,558.0	6,559.0	1.00	Stage Tool
7	29.00	N-80	6,559.0	11,202.5	4,643.50	Casing Joints
7			11,202.5	11,204.0	1.50	Guide Shoe

**Cement Stages**

Description	Pump Start Date	Top (ftKB)	Btm (ftKB)	Top Meas Meth	MD Tagge...
Surface Casing Cement	11/10/1999	17.0	845.0		

Wellbore	Fluid Type	Amount (sa...)	Class	Est Top (ftK...)	Est Btm (ftK...)	V (bbl)
Original Hole	Surface Cement	492	G			243.0

Description	Pump Start Date	Top (ftKB)	Btm (ftKB)	Top Meas Meth	MD Tagge...
Production Casing Cement	12/26/1999	1,500.0	11,204.0		

Wellbore	Fluid Type	Amount (sa...)	Class	Est Top (ftK...)	Est Btm (ftK...)	V (bbl)
Original Hole	Production Cement	1,333	Prem Lite	6,575.0	11,301.0	1037.0

**Perforations**

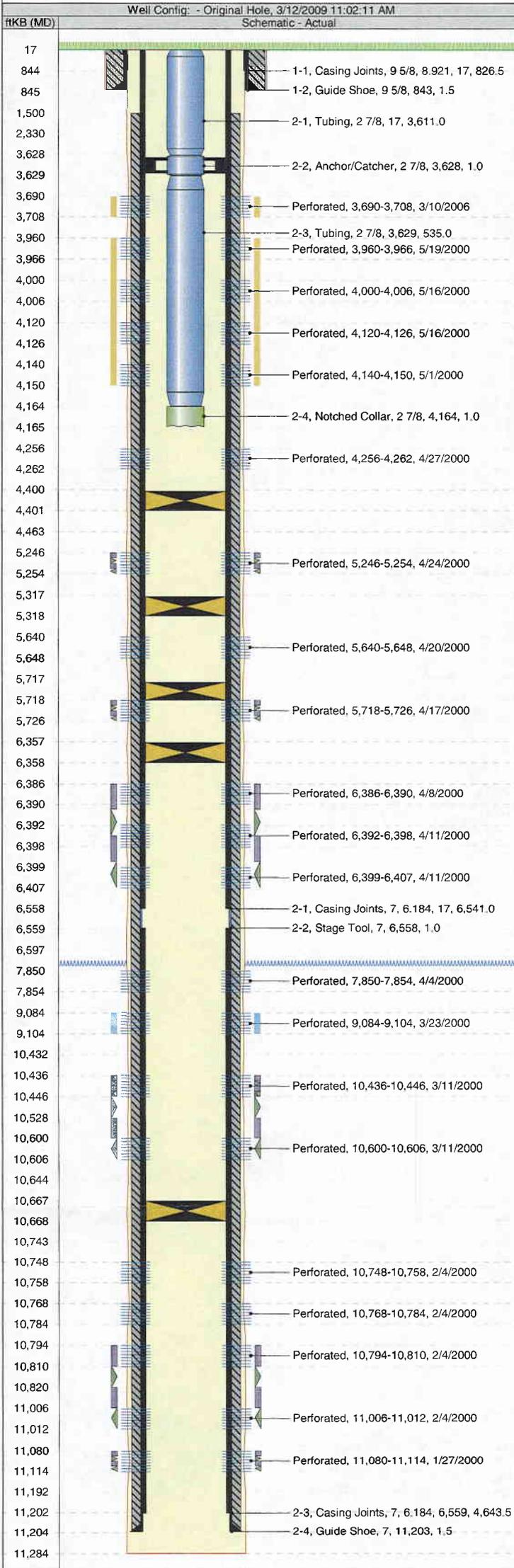
Type of Hole	Date	Top (ftKB)	Btm (ftKB)	Zone	Shot Dens (sh...)	Cal... Shot Total
Perfora...	3/10/2006	3,690.0	3,708.0	Wasatch, Original Hole		
Perfora...	5/19/2000	3,960.0	3,966.0	Wasatch, Original Hole	4.0	24
Perfora...	5/16/2000	4,000.0	4,006.0	Wasatch, Original Hole	4.0	24
Perfora...	5/16/2000	4,120.0	4,126.0	Wasatch, Original Hole	4.0	24
Perfora...	5/1/2000	4,140.0	4,150.0	Wasatch, Original Hole	4.0	40
Perfora...	4/27/2000	4,256.0	4,262.0	Wasatch, Original Hole	4.0	24
Perfora...	4/24/2000	5,246.0	5,254.0	Mesaverde, Original Hole	4.0	32
Perfora...	4/20/2000	5,640.0	5,648.0	Mesaverde, Original Hole	4.0	32
Perfora...	4/17/2000	5,718.0	5,726.0	Mesaverde, Original Hole	4.0	32
Perfora...	4/8/2000	6,386.0	6,390.0	Mesaverde, Original Hole	4.0	16
Perfora...	4/11/2000	6,392.0	6,398.0	Mesaverde, Original Hole	4.0	24
Perfora...	4/11/2000	6,399.0	6,407.0	Mesaverde, Original Hole	4.0	32
Perfora...	4/4/2000	7,850.0	7,854.0	Mancos, Original Hole	4.0	16
Perfora...	3/23/2000	9,084.0	9,104.0	Mancos, Original Hole	4.0	80
Perfora...	3/11/2000	10,43...	10,44...	Dakota Silt, Original Hole	4.0	40
Perfora...	3/11/2000	10,60...	10,60...	Dakota, Original Hole	4.0	24
Perfora...	2/4/2000	10,74...	10,75...	Buckhorn Congl, Original Hole	4.0	40
Perfora...	2/4/2000	10,76...	10,78...	Buckhorn Congl, Original Hole	4.0	64
Perfora...	2/4/2000	10,79...	10,81...	Buckhorn Congl, Original Hole	4.0	64
Perfora...	2/4/2000	11,00...	11,01...	Salt Wash Member, Original Hole	4.0	24
Perfora...	1/27/2000	11,08...	11,11...	Salt Wash Member, Original Hole	4.0	136

**Stim/Treat Stages**

Stage Type	Start Date	Top (ftKB)	Btm (ftKB)	Stim/Treat Fluid	V (pumped) (bbl)
Frac	3/17/2006	3,690.0	3,708.0	91,200# of 20/40 Sd & 500 Gals 15% HCl, Acid	
Frac	3/10/2006	3,960.0	4,150.0	140,000# 20/40 Sd & 500 Gals 15% HCl, Acid	
Wash	5/23/2000	3,960.0	3,966.0	1000 Bbls Gross Treated Brine Water, Salt Water	1000.00
Wash	5/2/2000	4,140.0	4,150.0	1000 Bbls Gross Treated Brine Water, Salt Water	1000.00
Acidiza...	4/27/2000	5,246.0	5,254.0	1500 Gals 9-1 Mud, Acid	
Acidiza...	4/18/2000	5,718.0	5,726.0	1500 Gals 9-1 Mud, Acid	
Acidiza...	4/9/2000	6,386.0	6,390.0	1500 Gals 15% HCl, Acid	
Acidiza...	4/11/2000	6,386.0	6,407.0	1500 Gals 9-1 Mud, Acid	
Reverse Circulat...	3/27/2000	9,084.0	9,104.0	High energy gas stimulation w/10' carrier, Breakdown	
Backw...	3/28/2000	9,084.0	9,104.0	1000 Bbls Treated Water Brine Water, Salt Water	
Acidiza...	3/13/2000	10,436.0	10,606.0	1500 Gals 15% HCl & 75% Methanol, Acid	



WPC ID 1UT026801	API Number 430473333	N/S Dist (ft) 660.0	N/S ... FNL	E/W Dist (ft) 660.0	E/W ... FWL	Qtr/Qtr NWNW	Section 32	Town... 14S	Range 20E	Field Name Flat Rock	Operator WOGC	County Uintah	State UT
Gr Elev (ft) 7,500.00	Orig KB Elev (ft) 7,517.00	KB-Grd (ft) 17.00	Drilling Contact Dana	Responsible Engineer Tom Smith	Responsible Foreman Danny Widner	Geology Contact John Forster	Original Spud Date 11/21/1999	Completion Date 6/1/2000	First Production Date				



Stage Type	Start Date	Top (ftKB)	Btm (ftKB)	Stim/Treat Fluid	(pumped) (bbl)
Acidiza...	3/16/2000	10,436.0	10,446.0	1500 Gals 15% HCl & Methanol, Acid	
Acidiza...	2/5/2000	10,794.0	11,012.0	1500 Gals mud Acid & 1500 Gals HCl & 15% HF Mud, Acid	
Acidiza...	1/27/2000	11,080.0	11,114.0	1500 Gals mud Acid & 1500 Gals HCl & 15% HF Mud, Acid	

**Tubing set at 3,967.0ftKB on 11/27/1999 00:00**

Set Depth (ftKB)	Comment	Run Date	Pull Date
3,967.0		11/27/1999	11/28/1999

Item Description	OD (in)	Jts	Len (ft)	Top (ftKB)	Btm (ftKB)
Tubing	2 7/8		3,938.00	29.0	3,967.0

**Tubing set at 4,165.0ftKB on 3/20/2006 08:00**

Set Depth (ftKB)	Comment	Run Date	Pull Date
4,165.0	Daily RIH w/tubing information not available.	3/20/2006	

Item Description	OD (in)	Jts	Len (ft)	Top (ftKB)	Btm (ftKB)
Tubing	2 7/8		3,611.00	17.0	3,628.0
Anchor/Catcher	2 7/8	1	1.00	3,628.0	3,629.0
Tubing	2 7/8		535.00	3,629.0	4,164.0
Notched Collar	2 7/8	1	1.00	4,164.0	4,165.0

Rod Description	Comment	Run Date	Pull Date

Item Description	OD (in)	Len (ft)	Top (ftKB)	Btm (ftKB)

String Description

**Other String Components**

Item Description	OD (in)	Len (ft)	Top (ftKB)	Btm (ftKB)	ID (in)

**Other In Hole**

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		5/19/2000	3/5/2006	3,995.0	3,996.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		5/16/2000	3/5/2006	4,134.0	4,135.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		5/1/2000	3/5/2006	4,240.0	4,241.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		4/27/2000		4,400.0	4,401.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		4/24/2000		5,317.0	5,318.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		4/20/2000		5,717.0	5,718.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		4/17/2000		6,357.0	6,358.0

Comment

Description	OD (in)	Run Date	Pull Date	Top (ftKB)	Bottom (ftKB)
Cast Iron Bridge Plug		2/4/2000		10,667.0	10,668.0

**Cores**

C... No.	Date	Wellbore	Top (ftKB)	Btm (ftKB)	Recov (ft)	% Recov (%)	Comment

Division of Oil, Gas and Mining

Operator Change/Name Change Worksheet-for State use only

Effective Date: 8/1/2015

<b>FORMER OPERATOR:</b>	<b>NEW OPERATOR:</b>
WHITING OIL & GAS CORPORATION N2680 1700 BROADWAY SUITE 2300 DENVER CO 80290	COBRA OIL & GAS CORPORATION N4270 PO BOX 8206 WICHITA FALLS TX 76307-8206
CA Number(s):	Unit Name: None

**WELL INFORMATION:**

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

**OPERATOR CHANGES DOCUMENTATION:**

1. Sundry or legal documentation was received from the **FORMER** operator on: 8/4/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 8/4/2015
3. New operator Division of Corporations Business Number: 9442951-0143

**REVIEW:**

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: N/A
3. Reports current for Production/Disposition & Sundries: 10/5/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: 10/2/2015
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: Chimney Rock Compressor  
Flat Rock Compressor
7. Inspections of PA state/fee well sites complete on (only upon operators request): 10/15/2015

**NEW OPERATOR BOND VERIFICATION:**

1. Federal well(s) covered by Bond Number: B009425
2. Indian well(s) covered by Bond Number: B009425
3. State/fee well(s) covered by Bond Number(s): B009455  
B009568-FCB  
B009567-FCB  
B009566-FCB

**DATA ENTRY:**

1. Well(s) update in the **OGIS** on: 10/14/2015
2. Entity Number(s) updated in **OGIS** on: 10/14/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 10/14/2015
6. Surface Facilities update in **RBDMS** on: 10/14/2015

**LEASE INTEREST OWNER NOTIFICATION:**

1. The **NEW** operator of the Fee (Mineral) 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:**

From: Whiting Oil Gas Corporation

To: Cobra Oil Gas Corporation

Effective: 8/1/2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
UTE TRIBAL 32-5A	32	140S	200E	4304710577	12655	State	Indian	GW	P
UTE TRIBAL 30-3A	30	140S	200E	4304710913	12395	Federal	Indian	OW	P
UTE TRIBAL 29-1A	29	140S	200E	4304730981	8118	Federal	Indian	GW	P
UTE TRIBAL 32-2A	32	140S	200E	4304733333	12658	State	Indian	GW	P
UTE TRIBAL 32-6A	32	140S	200E	4304733337	12662	State	Indian	GW	P
CHIMNEY ROCK 32-13	32	130S	210E	4304733447	12985	State	State	GW	P
CHIMNEY ROCK 32-14	32	130S	210E	4304733448	12983	State	State	GW	P
UTE TRIBAL 32-8A	32	140S	200E	4304733557	13066	State	Indian	GW	P
UTE TRIBAL 32-12A	32	140S	200E	4304733558	13064	State	Indian	GW	P
UTE TRIBAL 30-6A	30	140S	200E	4304733596	13062	Federal	Indian	GW	P
UTE TRIBAL 29-5A	29	140S	200E	4304733617	13061	Federal	Indian	GW	P
UTE TRIBAL 32-7A	32	140S	200E	4304733618	13065	State	Indian	GW	P
UTE TRIBAL 32-9A	32	140S	200E	4304733619	13067	State	Indian	GW	P
UTE TRIBAL 32-10A	32	140S	200E	4304733620	13054	State	Indian	GW	P
UTE TRIBAL 32-16A	32	140S	200E	4304734098	13449	State	Indian	GW	P
UTE TRIBAL 29-6A	29	140S	200E	4304734102	13443	Federal	Indian	GW	P
UTE TRIBAL 29-7A	29	140S	200E	4304734103	13444	Federal	Indian	GW	P
UTE TRIBAL 10-2-15-20	2	150S	200E	4304735625	14167	State	Indian	GW	P
FLAT ROCK 13-29-14-20	29	140S	200E	4304736778	15065	Federal	Indian	GW	P
FLAT ROCK 3-29-14-20	29	140S	200E	4304736795	15099	Federal	Indian	GW	P
UTE TRIBAL 6-16-14-20	16	140S	200E	4304738506	16320	State	Indian	GW	P
UTE TRIBAL 15-25-14-19	30	140S	200E	4304739052	16169	Indian	Indian	GW	P
UTE TRIBAL 1-30-14-20	30	140S	200E	4304739665	16997	Federal	Indian	GW	P
UTE TRIBAL 3-30-14-20	30	140S	200E	4304739739	17526	Federal	Indian	GW	P
UTE TRIBAL 11-30-14-20	30	140S	200E	4304739740	17358	Federal	Indian	GW	P
UTE TRIBAL 5-32-14-20	32	140S	200E	4304739741	17406	State	Indian	GW	P
UTE TRIBAL 15-30-14-20	30	140S	200E	4304739942	17237	Federal	Indian	GW	P
UTE TRIBAL 1-25-14-19	30	140S	200E	4304750654	17454	Indian	Indian	GW	P
UTE TRIBAL 13-25-14-19	26	140S	190E	4304750689	17808	Indian	Indian	GW	P
UTE TRIBAL 5-25-14-19	26	140S	190E	4304750690	17760	Indian	Indian	GW	P
UTE TRIBAL 3-25-14-19	30	140S	200E	4304751030	17759	Indian	Indian	GW	P
CHIMNEY ROCK 32-11	32	130S	210E	4304733445	12984	State	State	GW	PA
UTE TRIBAL 32-11A	32	140S	200E	4304733621	13058	State	Indian	GW	PA
FLAT ROCK 13-32-14-20	32	140S	200E	4304736992	17354	State	Indian	D	PA
FLAT ROCK 14-32-14-20	32	140S	200E	4304736993	17355	State	Indian	D	PA
FLAT ROCK 15-32-14-20	32	140S	200E	4304736994	17356	State	Indian	D	PA
UTE TRIBAL 8-25-14-19	30	140S	200E	4304739053	17353	Indian	Indian	D	PA
UTE TRIBAL 30-5A	30	140S	200E	4304720502	12654	Federal	Indian	GW	S
UTE TRIBAL 30-2A	30	140S	200E	4304730641	8112	Federal	Indian	GW	S
UTE TRIBAL 32-1A	32	140S	200E	4304732758	12064	State	Indian	OW	S
UTE TRIBAL 29-2A	29	140S	200E	4304732945	8118	Federal	Indian	OW	S
UTE TRIBAL 32-3A	32	140S	200E	4304733334	12657	State	Indian	GW	S
UTE TRIBAL 32-4A	32	140S	200E	4304733335	12656	State	Indian	GW	S
UTE TRIBAL 28-1A	28	140S	200E	4304733595	13059	Federal	Indian	GW	S
UTE TRIBAL 29-4A	29	140S	200E	4304733616	13060	Federal	Indian	GW	S

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

5. LEASE DESIGNATION AND SERIAL NUMBER:  
See attached exhibit

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

7. UNIT or CA AGREEMENT NAME:  
See attached exhibit

8. WELL NAME and NUMBER:  
See attached exhibit

9. API NUMBER:  
See attach

10. FIELD AND POOL, OR WILDCAT:  
See attached exhibit

1. TYPE OF WELL OIL WELL  GAS WELL  OTHER See attached exhibit

2. NAME OF OPERATOR:  
COBRA OIL & GAS CORPORATION N4270

3. ADDRESS OF OPERATOR: PO Box 8206 Wichita Falls TX 76307-8206 PHONE NUMBER: (940) 716-5100

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

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>8/1/2015</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

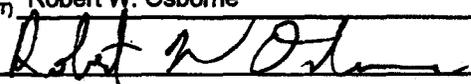
Effective August 1, 2015, Whiting Oil & Gas Corporation resigned as Operator of the wells listed on the attached Exhibit, and Cobra Oil & Gas Corporation has been designated as successor Operator.

Cobra Oil & Gas Corporation  
PO Box 8206  
Wichita Falls, TX 76307-8206  
Phone: (940) 716-5100

Whiting Oil & Gas Corporation N2680  
1700 Broadway, Suite 2300  
Denver, CO 80290  
Phone: (303) 837-1661

  
Rick Ross, Senior Vice President - Operations

Bonds through U.S. Specialty Insurance Company  
Utah State Bond: B009455  
BLM Nationwide Bond: B009425

NAME (PLEASE PRINT) Robert W. Osborne TITLE Vice President  
SIGNATURE  DATE 7/14/15

(This space for State use only)

**APPROVED**

(5/2000)

(See Instructions on Reverse Side)

OCT 14 2015

DIV. OIL GAS & MINING  
BY: Rachel Medina

# Well Exhibit for Utah DOGM

LEASE/UNIT	Lease #	Tribe Name	API #	FIELD	COUNTY	STATE	RESERVOIR	LOCATION: SEC - TWP - RNG
CHIMNEY ROCK 32-11	ML-47437		4304733445	SEEP RIDGE B	UINTAH	UT	DAKOTA	32-T13S-R21E
CHIMNEY ROCK 32-13	ML-47437		4304733447	SEEP RIDGE B	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T13S-R21E
CHIMNEY ROCK 32-14	ML-47437		4304733448	SEEP RIDGE B	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T13S-R21E
FLAT ROCK 13-29-14-20	UTU10166		4304736778	FLAT ROCK	UINTAH	UT	ENTRADA	29-T14S-R20E
FLAT ROCK 13-32-14-20	ML-44317		4304736992	FLAT ROCK	UINTAH	UT	WINGT	32-T14S-R20E
FLAT ROCK 14-32-14-20	ML-44317		4304736993	FLAT ROCK	UINTAH	UT	MESA VERDE	32-T14S-R20E
FLAT ROCK 15-32-14-20	ML-44317		4304736994	FLAT ROCK	UINTAH	UT	MESA VERDE	32-T14S-R20E
FLAT ROCK 30-3A	UTU019837		<del>4304730729</del>	FLAT ROCK	UINTAH	UT	N/A	30-T14S-R20E
FLAT ROCK 3-29-14-20	UTU10166		4304736795	FLAT ROCK	UINTAH	UT	ENTRADA	29-T14S-R20E
UTE TRIBAL 10-2-15-20	ML-46842		4304735625	FLAT ROCK	UINTAH	UT	WASATCH	2-T15S-R20E
UTE TRIBAL 11-30-14-20	UTU019837		4304739740	FLAT ROCK	UINTAH	UT	DAKOTA-BUCKHORN	30-T14S-R20E
UTE TRIBAL 1-25-14-19	1420H625581	Ute Tribe	4304750654	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 1-30-14-20	UTU019837		4304739665	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 13-25-14-19	1420H625581	Ute Tribe	4304750689	FLAT ROCK	UINTAH	UT	ENTRADA	26-T14S-R19E
UTE TRIBAL 15-25-14-19	1420H625581	Ute Tribe	4304739052	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 15-30-14-20	UTU019837		4304739942	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 28-1A	UTU10166		4304733595	FLAT ROCK	UINTAH	UT	DAKOTA	28-T14S-R20E
UTE TRIBAL 29-1A	UTU10166		4304730981	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-2A	UTU10166		4304732945	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-3A	UTU10166		4304732946	FLAT ROCK	UINTAH	UT	WASATCH	29-T14S-R20E
UTE TRIBAL 29-4A	UTU10166		4304733616	FLAT ROCK	UINTAH	UT	DAKOTA	29-T14S-R20E
UTE TRIBAL 29-5A	UTU10166		4304733617	FLAT ROCK	UINTAH	UT	CEDAR MOUNTAIN	29-T14S-R20E
UTE TRIBAL 29-6A	UTU10166		4304734102	FLAT ROCK	UINTAH	UT	CURTIS-ENTRADA	29-T14S-R20E
UTE TRIBAL 29-7A	UTU10166		4304734103	FLAT ROCK	UINTAH	UT	CURTIS-ENTRADA	29-T14S-R20E
UTE TRIBAL 30-1	UTU019837		<del>4304715764</del>	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-2A	UTU019837		4304730641	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-3A	UTU019837		4304710913	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-4A	UTU019837		4304716520	FLAT ROCK	UINTAH	UT	TW	30-T14S-R20E
UTE TRIBAL 30-5A	UTU019837		4304720502	FLAT ROCK	UINTAH	UT	WASATCH	30-T14S-R20E
UTE TRIBAL 30-6A	UTU019837		4304733596	FLAT ROCK	UINTAH	UT	DAKOTA	30-T14S-R20E
UTE TRIBAL 32-10A	ML-44317		<del>4304753620</del>	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-11A	ML-44317		4304733621	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-12A	ML-44317		4304733558	FLAT ROCK	UINTAH	UT	CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 32-16A	ML-44317		4304734098	FLAT ROCK	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 32-1A	ML-44317		4304732758	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-2A	ML-44317		4304733333	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-3A	ML-44317		4304733334	FLAT ROCK	UINTAH	UT	WASATCH-MESAVERDE	32-T14S-R20E
UTE TRIBAL 32-4A	ML-44317		4304733335	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 3-25-14-19	1420H625581	Ute Tribe	4304751030	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E

# Well Exhibit for Utah DOGM

LEASE/UNIT	Lease #	Tribe Name	API #	FIELD	COUNTY	STATE	RESERVOIR	LOCATION: SEC - TWP - RNG
UTE TRIBAL 32-5A	ML-44317		4304710577	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-6A	ML-44317		4304733337	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-7A	ML-44317		4304733618	FLAT ROCK	UINTAH	UT	WASATCH	32-T14S-R20E
UTE TRIBAL 32-8A	ML-44317		4304733557	FLAT ROCK	UINTAH	UT	DAKOTA	32-T14S-R20E
UTE TRIBAL 32-9A	ML-44317		4304733619	FLAT ROCK	UINTAH	UT	DAKOTA-CEDAR MOUNTAIN	32-T14S-R20E
UTE TRIBAL 3-30-14-20	UTU019837		4304739739	FLAT ROCK	UINTAH	UT	ENTRADA	30-T14S-R20E
UTE TRIBAL 5-25-14-19	1420H625581	Ute Tribe	4304750690	FLAT ROCK	UINTAH	UT	ENTRADA	26-T14S-R19E
UTE TRIBAL 5-32-14-20	ML-44317		4304739741	FLAT ROCK	UINTAH	UT	DAKOTA ENTRADA	32-T14S-R20E
UTE TRIBAL 6-16-14-20	ML-47502		4304738506	FLAT ROCK	UINTAH	UT	ENTRADA	16-T14S-R20E
UTE TRIBAL 8-25-14-19	1420H625581	Ute Tribe	4304739053	FLAT ROCK	UINTAH	UT	N/A	30-T14S-R20E



RECEIVED

AUG 04 2015

DIV. OF OIL, GAS & MINING

July 16, 2015

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

Re: Change of Operator

Whiting Oil and Gas Corporation respectfully submits change of operator  
sundries for Flat Rock field in Uintah County, UT.

The new operator is  
Cobra Oil and Gas Corporation  
PO Box 8206  
Witchita Falls, TX 76307-8206  
Phone: (940) 716-5100

Regulatory Admin for Cobra:  
Barbara Pappas  
940-716-5103  
Barbara@cobraogc.com

Please contact Barbara Pappas or myself if you should have questions or need  
additional information.

Best Regards,

Cara Mezydlo,  
Engineering Technician III – Central Rockies Asset Group  
(303) 876-7091  
Cara.mezydlo@whiting.com

*Whiting Petroleum Corporation  
and its wholly owned subsidiary  
Whiting Oil and Gas Corporation*

1700 Broadway, Suite 2300, Denver, Colorado 80290-2300 Office: 303.837.1661 Fax: 303.861.4023



RECEIVED  
AUG 04 2015  
DIV. OF OIL, GAS & MINING

July 16, 2015

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

Re: Change of Operator

Whiting Oil and Gas Corporation respectfully submits change of operator  
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The new operator is  
Cobra Oil and Gas Corporation  
PO Box 8206  
Witchita Falls, TX 76307-8206  
Phone: (940) 716-5100

Regulatory Admin for Cobra:  
Barbara Pappas  
940-716-5103  
Barbara@cobraogc.com

Please contact Barbara Pappas or myself if you should have questions or need  
additional information.

Best Regards,

Cara Mezydlo,  
Engineering Technician III – Central Rockies Asset Group  
(303) 876-7091  
Cara.mezydlo@whiting.com

*Whiting Petroleum Corporation  
and its wholly owned subsidiary  
Whiting Oil and Gas Corporation*



Rachel Medina &lt;rachelmedina@utah.gov&gt;

## Plugged Wells

8 messages

**Rachel Medina** <rachelmedina@utah.gov>  
To: Barbara Pappas <barbara@cobraogc.com>

Thu, Aug 6, 2015 at 11:05 AM

Hi Barbara,

The following Whiting wells are listed on the request for the Cobra operator change, but are currently plugged. Our Division does not usually move plugged well unless the new operator has plans to reenter the wells. Will this be the case for Cobra?

CHIMNEY ROCK 32-11	32	130S	210E	4304733445
UTE TRIBAL 32-11A	32	140S	200E	4304733621
FLAT ROCK 13-32-14-20	32	140S	200E	4304736992
FLAT ROCK 14-32-14-20	32	140S	200E	4304736993
FLAT ROCK 15-32-14-20	32	140S	200E	4304736994
UTE TRIBAL 8-25-14-19	30	140S	200E	4304739053

Also, the following wells were listed on the exhibit but are not currently operated by Whiting. They will not move in the operator change.

Flat Rock 30-3A 4304730729  
Ute Tribal 30-1 4304715764  
Ute Tribal 30-4A 4304716520

Thanks!

—  
Rachel Medina  
Division of Oil, Gas & Mining  
Bonding Technician  
801-538-5260

**Rachel Medina** <rachelmedina@utah.gov>  
To: Barbara Pappas <barbara@cobraogc.com>

Thu, Aug 6, 2015 at 2:36 PM

Hi Barbara,

Cobra is also taking over 3 State/Fee wells that have been shut in for over a year. Because of this our Petroleum Engineer is requesting a shut in plan and full cost bonding. For the shut in plan you will need to submit an outline and time frame of the plans for each well. To determine full cost bonding you will need to submit a plugging estimate, our engineer will evaluate the cost and set the bond for each well at the estimate or depth bonding (as outline in the rules), whichever is greater.

Please let me know if you have any questions.

Thanks!

[Quoted text hidden]

**Barbara Pappas** <barbara@cobraogc.com>  
To: Rachel Medina <rachelmedina@utah.gov>

Thu, Aug 6, 2015 at 3:10 PM

Rachel:

I have forwarded to my managers and hopefully will have an answer for you soon.

Thanks,

Barbara

**From:** Rachel Medina [mailto:rachelmedina@utah.gov]  
**Sent:** Thursday, August 06, 2015 3:37 PM  
**To:** Barbara Pappas <barbara@cobraogc.com>  
**Subject:** Re: Plugged Wells

[Quoted text hidden]

---

**Rachel Medina** <rachelmedina@utah.gov>  
To: Barbara Pappas <barbara@cobraogc.com>

Fri, Aug 14, 2015 at 8:58 AM

Hi Barbara,

The Division received confirmation that the plugged wells need to be moved to Cobra. At this point we are waiting for shut in plans and plugging estimates on the following wells.

UTE TRIBAL 32-1A  
UTE TRIBAL 32-3A  
UTE TRIBAL 32-4A

Thanks!

[Quoted text hidden]

---

**Charlie Gibson** <charlie@cobraogc.com>  
To: "rachelmedina@utah.gov" <rachelmedina@utah.gov>  
Cc: Rory Edwards <rory@cobraogc.com>, Bobby Hess <bhess@cobraogc.com>, Kyle Gardner <kgardner@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Wed, Aug 19, 2015 at 8:40 AM

Rachel,

We have studied the wells listed below and our estimate to plug the wells is \$20,000/well. We also believe that the wells still have economic potential and plan on working on the wells by 10-1-2015 to attempt to re-establish production. Let me know if you have any questions.

**Charlie Gibson**

Operations Manager

**Cobra Oil & Gas**

**(940)716-5100 (o)**

**(940)781-6260 (c)**

**From:** Rachel Medina [mailto:rachelmedina@utah.gov]  
**Sent:** Friday, August 14, 2015 9:59 AM  
**To:** Barbara Pappas <barbara@cobraogc.com>  
**Subject:** Re: Plugged Wells

Hi Barbara,

[Quoted text hidden]

[Quoted text hidden]

---

**Rachel Medina** <rachelmedina@utah.gov>  
To: Dustin Doucet <dustindoucet@utah.gov>

Wed, Aug 19, 2015 at 4:46 PM

What are your thoughts on the full cost bonding and the shut in plan?  
[Quoted text hidden]

---

**Dustin Doucet** <dustindoucet@utah.gov>  
To: Rachel Medina <rachelmedina@utah.gov>

Wed, Aug 19, 2015 at 6:16 PM

Without more supporting evidence of their P&A cost estimate, I don't feel comfortable with the estimate provided. It appears several plugs may need to be drilled out to properly isolate formations with open perfs with cement as required by rule. I doubt this was taken into consideration in their estimates. Since they are proposing to work the wells over by October 1, 2015, I would be willing to accept the \$30,000 depth bond per well to get these transferred and let them get the work done with the caveat that we will require more information on P&A costs and would require full cost bonds if found to be more than \$30K per well if the work is not done by October 1, 2015.

[Quoted text hidden]

—  
Dustin K. Doucet  
Petroleum Engineer  
Division of Oil, Gas and Mining  
1594 West North Temple, Ste 1210  
Salt Lake City, Utah 84116  
801.538.5281 (ofc)  
801.359.3940 (fax)

web: www.ogm.utah.gov

---

**Rachel Medina** <rachelmedina@utah.gov>  
To: Charlie Gibson <charlie@cobraogc.com>  
Cc: Rory Edwards <rory@cobraogc.com>, Bobby Hess <bhess@cobraogc.com>, Kyle Gardner <kgardner@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Thu, Aug 20, 2015 at 9:09 AM

Hi Charlie,

The following is our Petroleum Engineer's review;

-Ute Tribal 32-1A, Ute Tribal 32-3A and Ute Tribal 32-4A are each required to have a \$30,000.00 individual bond.  
-Cobra's plan to put the wells on production by October 1, 2015 is accepted, however a condition has been placed that if the wells are not producing by October 1st the Division **will require** a new P&A estimate be

submitted and reviewed for full cost bonding.

Please submit bonding for each well, if Cobra needs the new bonding forms again please let me know. As soon as the bond is received we can begin to process the operator change.

Thanks!

[Quoted text hidden]



Rachel Medina &lt;rachelmedina@utah.gov&gt;

## Utah Change of Operator from Whiting to Cobra

1 message

**Charlie Gibson** <charlie@cobraogc.com>

Thu, Aug 13, 2015 at 2:17 PM

To: "rachelmedina@utah.gov" <rachelmedina@utah.gov>

Cc: Jeff Dillard <jeff@cobraogc.com>, Bob Osborne <bob@cobraogc.com>, Stephen Howard <Showard@basinoilandgas.com>, Caven Crosnoe <ccrosnoe@scglaw.com>, Rory Edwards <rory@cobraogc.com>, Phil Rugeley <phil@cobraogc.com>, Rick Haskin <rick@cobraogc.com>, Barbara Pappas <barbara@cobraogc.com>

Dear Rachel,

We have been informed by Whiting Oil and Gas Corporation that you have requested an email from Cobra Oil & Gas Corporation acknowledging that we have agreed to assume all plugging, abandoning and reclamation obligations for the wells described below. In accordance with the terms and conditions of the Purchase and Sale Agreement (Agreement) between Whiting Oil and Gas Corporation (Seller) and Cobra Oil & Gas Corporation, et al (Buyer), please be advised the Buyer assumed the obligation to plug and abandon all wells located on the Lands and reclaim all well sites located on the Lands regardless of when the obligations arose. Accordingly Cobra Oil and Gas Corporation, as Operator, assumes those obligations and liabilities associated with the wells described below:

CHIMNEY ROCK 32130S 210E4304733445  
32-11

UTE TRIBAL 32- 32140S 200E4304733621  
11A

FLAT ROCK 13- 32140S 200E4304736992  
32-14-20

FLAT ROCK 14- 32140S 200E4304736993  
32-14-20

FLAT ROCK 15- 32140S 200E4304736994  
32-14-20

UTE TRIBAL 8- 30140S 200E4304739053  
25-14-19

Flat Rock 30-3A 4304730729

Ute Tribal 30-1 4304715764

Ute Tribal 30-4A 4304716520

Sincerely,

**Charlie Gibson**

Operations Manager

**Cobra Oil & Gas**

**(940)716-5100 (o)**

**(940)781-6260 (c)**