

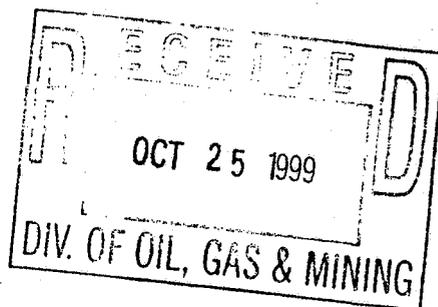


**MONTGOMERY
ARCHAEOLOGICAL
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October 20, 1999

John Baza
Division of Oil, Gas & Mining
1594 West North Temple
Salt Lake City, UT 84114-5801



Dear Mr. Baza:

Enclosed please find a copy of the report entitled "Cultural Resource Inventories of Eight Well Locations for Del-Rio/Orion in the Big Pack Mountain Area, Uintah County, Utah" (Report No. U-99-MQ-0575s). The inventory resulted in the documentation of three archaeological sites (42Un2645, 42Un2646, and 42Un2647) which are evaluated as eligible to the National Register of Historic Places.

Based on the findings, a determination of "no adverse effect" is recommended pursuant to Section 106, CFR 800 for this project. If you have any comments or questions about this project, please let me know.

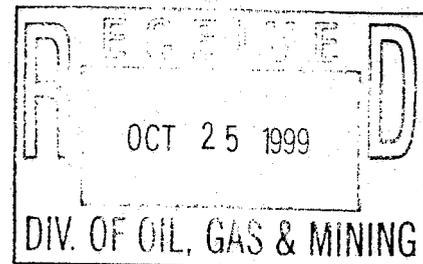
Sincerely,

Keith R. Montgomery
Principal Investigator

cc: Kenny Wintch, TLA Archaeologist, SLC
James Dykmann, Compliance Archaeologist, SHPO, SLC
Larry Caldwell, Del-Rio/Orion, Las Vegas, NV

CULTURAL RESOURCE INVENTORIES OF
EIGHT WELL LOCATIONS FOR
DEL-RIO/ORION IN THE BIG PACK MOUNTAIN AREA
UINTAH COUNTY, UTAH

Michael S. Wolfe
and
Keith R. Montgomery



Cultural Resource Inventories of Eight Well
Locations for Del Rio/Orion in the Big Pack Mountain Area
Uintah County, Utah

By

Michael S. Wolfe
and
Keith R. Montgomery

Prepared For:
State of Utah
Schools and Institutional
Trust Lands Administration
Salt Lake City, Utah

Prepared Under Contract With:

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October 20, 1999

United States Department of Interior (FLPMA)
Permit No. 99-UT-60122

State of Utah Antiquities Project (Survey)
Permit No. U-99-MQ-575s

ABSTRACT

Cultural resource inventories were conducted by Montgomery Archaeological Consultants (MOAC) in October 1999, for eight proposed well locations, access routes, and pipeline corridors for Del-Rio/Orion. The project area is located just northeast of Chimney Rock in the Big Pack Mountain locality, Uintah County, Utah. The proposed well locations are Del-Rio/Orion State 32-2, 32-3, 32-6, 32-10, 32-11, 32-12, 32-13, and 32-14. The legal description is Township 13 South, Range 21 East, Section 31. Approximately 95 acres were inventoried for cultural resources on State of Utah School and Institutional Trust Lands Administration (TLA) land.

The cultural resource inventory resulted in the documentation of three archaeological sites (42Un2645, 42Un2646, and 42Un2647), and three isolated finds of artifacts (IF-A, IF-B, and IF-C). Site 42Un2645 is a Protohistoric (Numic) and early historic campsite containing several hearths. This multi-component site has potential for additional subsurface cultural remains. In particular the features could provide chronometric and subsistence-related data. The site is evaluated as eligible to the NRHP under Criterion (d). Site 42Un2646 is an Ute Indian affiliated temporary camp with a corral and sweat lodge. The structural features retain minimal structural integrity, although the sweat lodge is unique to the area in relation to the known archaeological record. The associated burned rock and ash features could yield additional information relative to chronology and subsistence. The site is considered eligible to the NRHP under Criterion (d). Specifically this site is significant in regards to off-reservation land use patterns engaged by the Ute Indians during the Early Reservation Period. Site 42Un2647 is an unique special-use storage facility locus attributed to the Ute Indian cultural tradition. It consists of several wood storage platforms constructed or placed in trees. This features have been described by Smith (1974) in the ethnographic literature as one of three storage practices employed by Northern Ute groups for storing supplies and food. The site is evaluated as eligible to the NRHP under Criterion (c), since the platforms are unusual and unique in regards to the archaeological record of the locality. The isolated finds of artifacts consist of a late Paleoindian or early Archaic stemmed projectile point (IF-A), a Stage II biface fragment (IF-B), and several hole-in-top tin cans (IF-C). These isolated occurrences exhibit prehistoric and historic use of the project area and are not considered significant due to their lack of additional research potential.

The inventory of Del Rio/Orion's eight well locations, access routes, and pipeline resulted in the documentation of three archaeological sites (42Un2645, 42Un2646, and 42UN2647). These sites are considered eligible to the NRHP. All of the significant sites will be avoided from project impacts related to this well development undertaking. Based on the findings, a determination of "no adverse effect" is submitted for this undertaking pursuant to Section 106, CFR 800.

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INTRODUCTION

Cultural resource inventories were conducted by Montgomery Archaeological Consultants (MOAC) in October 1999, for eight proposed well locations, access routes, and pipeline corridors for Del-Rio/Orion. The project area is located just northeast of Chimney Rock in the Big Pack Mountain locality, Uintah County, Utah. The proposed well locations consist of Del-Rio/Orion State 32-2, 32-3, 32-6, 32-10, 32-11, 32-12, 32-13, and 32-14. The survey was implemented at the request of Mr. Larry Caldwell of Del Rio/Orion, Las Vegas, Nevada. The project is situated on State of Utah School and Institutional Trust Lands Administration (TLA) land.

The objective of the inventories was to locate, document, and evaluate any cultural resources within the project area in order to comply with Section 106 of 36 CFR 800, the National Historic Preservation Act of 1966 (as amended). Also, the inventories were implemented to attain compliance with a number of federal and state mandates, including the Archaeological and Historic Conservation Act of 1972, the Archaeological Resources Protection Act of 1979, the American Indian Religious Freedom Act of 1978 (AIRFA) and Utah State Antiquities Act of 1973 (amended 1990).

The fieldwork was performed on October 7 and 8, 1999, by Keith Montgomery, Michael "Red" Wolfe, and Gregory Nunn under the auspices of U.S.D.I. (FLPMA) Permit No. 99-UT-60122, and State of Utah Antiquities Permit (Survey) No. U-99-MQ-0575s issued to Montgomery Archaeological Consultants, Moab, Utah.

Prior to the fieldwork, a file search for previous cultural resource inventories and archaeological sites was conducted by Evie Seelinger at the Division of State History, Antiquities Section, Salt Lake City (October 7, 1999). Only one inventory has been completed in the area by Sagebrush Archaeological Consultants in 1999 for Federal Well V #12-21 located in Sections 21, 28 and 29, T 13S, R 21E (Polk 1999). No cultural resources have been documented in the vicinity of the project area.

DESCRIPTION OF PROJECT AREA

The project area is located northeast of Chimney Rock in the Big Pack Mountain locality, south of the town of Ouray, Utah. The eight proposed well locations with associated access and pipeline routes occur in Township 13 South, Range 21 East, Section 31 (Figure 1). The proposed well locations are designated Del Rio/Orion State 32-2, 32-3, 32-6, 32-10, 32-11, 31-11, 32-12, 32-13, 32-14. Table 1 presents the legal descriptions, access/pipeline lengths, and cultural resources.

Table 1. Del Rio/Orion Eight Well Locations, Access and Pipelines.

Well Location Designation	Legal Location	Access/Pipeline	Cultural Resources
Del-Rio/Orion State 32-2	T13S, R21E, S.32 NW/NE 613' FNL 1932' FEL	Access Road/Pipeline 200'	None
Del-Rio/Orion State 32-3	T13S, R21E, S.32 SE & NE/NW, 719'FNL 1856'FWL	Pipeline 1000' Access Road/Pipeline 600'	None
Del-Rio/Orion State 32-6	T13S, R21E, S.32 NW/NE	Pipeline 400' Access in 10 Acre	IF-A & IF-B
Del-Rio/Orion State 32-10	T13S, R21E, S.32 NW/SE	Access Road/Pipeline 400'	42Un2646 42Un2647
Del-Rio/Orion State 32-11	T13S, R21E, S.32 NE/SW	Pipeline 300' Access in 10 acre	IF-C
Del-Rio/Orion State 32-12	T13S, R21E, S.32 NW/SW	Access Road/Pipeline 200'	None
Del-Rio/Orion State 32-13	T13S, R21E, S.32 SW/SW	Pipeline 1200' Access Road/Pipeline 200'	42Un2645
Del-Rio/Orion State 32-14	T13S, R21E, S.32 SE/SW	Pipeline 500' Access Road/Pipeline 200'	None

Environment

The study area lies within the Book Cliffs-Roan Plateau physiographic unit, a tilted plateau which rises gradually southward and upward from the Uinta Basin (Stokes 1986:232). The major drainages in the project area flow north to empty into the Green River in the Uinta Basin which is the northernmost extension of the Colorado Plateau. Specifically, the survey area is situated on Big Pack Mountain, a prominent north trending ridge which divides Willow Creek to the east and Hill Creek to the west. The geology consists of Cretaceous and Tertiary age deposits which are represented by the Green River and Uinta formations. These represent deposits from Eocene lake beds and river and flood plain deposits, and comprise of interbedded sandstone, claystone and mudstone as well as fossil vertebrate turtles, crocodilians, and occasional fish remains. The elevation of the project area ranges from 6500 to 6600 feet a.s.l. The project occurs within the Upper Sonoran life zone and includes a pinyon-juniper woodland with an understory of mountain mahogany, sagebrush, saltbrush, squawbush, prickly pear cactus and various grasses.

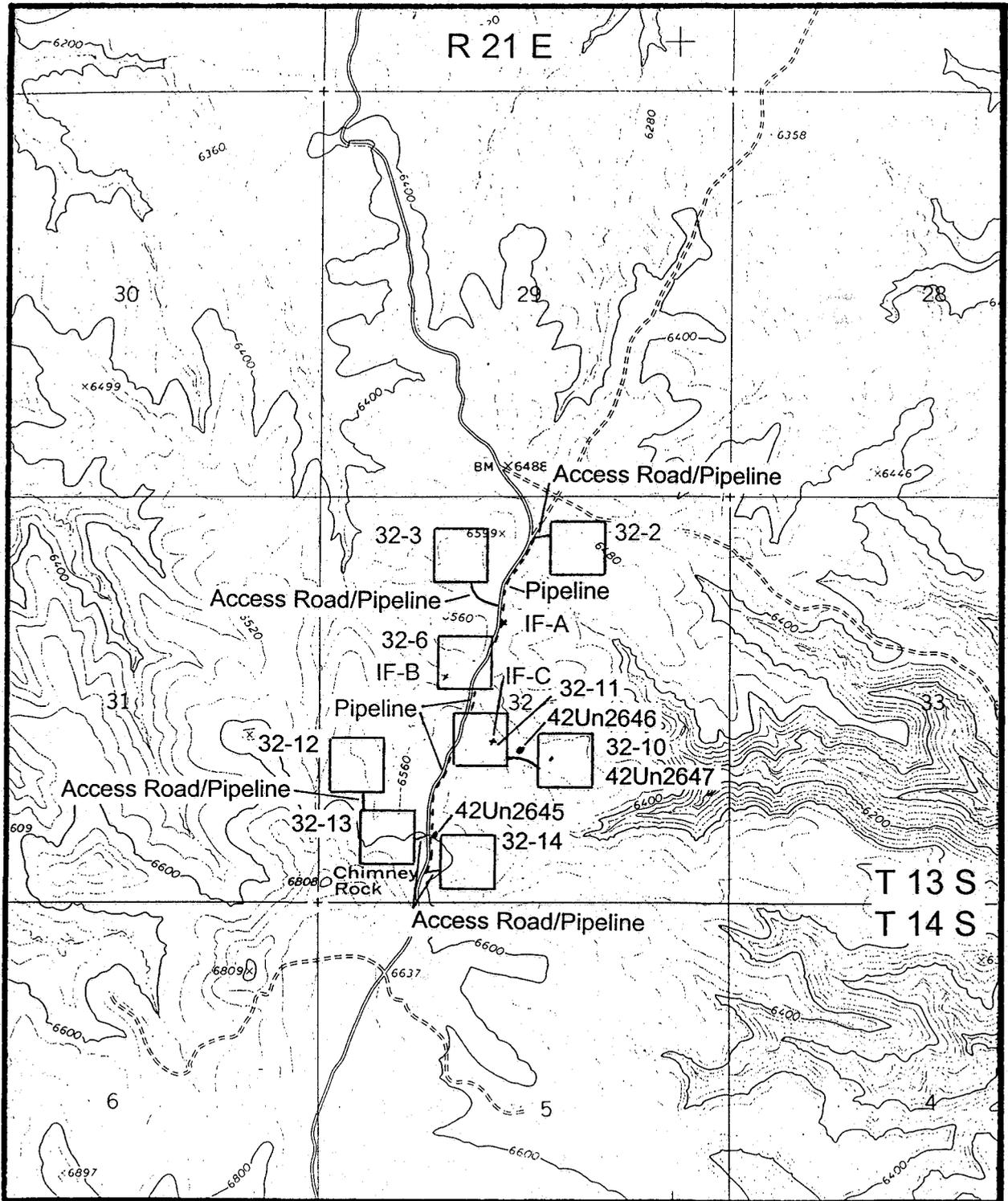


Figure 1. Inventory Area of Eight Well Locations with Cultural Resources for Del Rio/Orion in the Big Pack Mountain Area, Uintah County, UT. USGS 7.5 Agency Draw NE, UT 1966. Scale 1:24000.

Cultural-Historical Overview

The cultural-chronological sequence represented in the study area includes the Paleoindian, Archaic, Fremont, Protohistoric, and Euro-American stages. The earliest inhabitants of the region are representative of the Paleoindian stage (ca. 12,000-8,000 B.P.). This stage is characterized by the adaptation to terminal Pleistocene environments and characterized by the exploitation of big game fauna. The presence of Paleoindian hunters in the Uinta Basin region is implied by the discovery of Clovis and Folsom fluted points (ca. 12,000 B.P. - 10,000 B.P.), as well as the more recent Plano Complex lanceolate projectile points (ca. 10,000 B.P. - 7,000 B.P.). However, no such artifacts have been recovered in stratigraphic or chronometrically controlled contexts in northeastern Utah.

The Archaic stage (ca. 8,000 B.P. - 1,500 B.P.) is characterized by peoples depending on a foraging subsistence strategy, seasonally exploiting a wide spectrum of plant and animal species in different ecozones. The shift to an Archaic lifeway was marked by the appearance of new projectile point types perhaps reflecting the development of the atlatl in response to a need to pursue smaller and faster game (Holmer 1986). In northeastern Utah, evidence of widespread Early Archaic exploitation is relatively sparse compared to the subsequent Middle and Late Archaic periods. Early Archaic (ca. 6000 to 3000 B.C) sites in the basin include sand dune sites and rockshelters clustered mainly in the lower White River drainage as well as along the Green River in the Browns Park and Flaming Gorge area (Spangler 1995:373). Projectile points recovered from northeastern Utah Pinto Series, Humboldt, Elko Series, Northern Side-notched, Hawken Side-notched, Sudden Side-notched and Rocker Base Side-notched points. The Middle Archaic period (ca. 3000 to 500 B.C.) is characterized by improved climatic conditions and increased human populations on the northern Colorado Plateau. Several stratified Middle Archaic sites have been excavated and dozens of sites have been documented in the study area. Middle Archaic sites in the area reflect cultural influences from the Plains, although a Great Basin and/or northern Colorado Plateau influence is represented in the continuation of the Elko Series projectile points. The Late Archaic period (ca. 500 B.C. to A.D. 550) in the area is distinguished by the continuation of Elko Series atlatl points with the addition of semi-subterranean residential structures at base camps. By about A.D. 100, maize horticulture and Rose Springs arrow points had been added to the Archaic lifeway.

The Formative stage (A.D. 500-1300) is defined by Spangler (1993, 1995) by the Tavaputs Plateau adaptation which includes Formative peoples of the Book Cliffs, East Tavaputs and West Tavaputs Plateau (primarily Nine Mile, Range Creek, Hill Creek and Willow Creek) which have been traditionally assigned to the San Rafael or Uinta variant by Marwitt (1970). According to Spangler (1995:499) although groups in both areas (e.g., Uinta Basin and Tavaputs Plateau) were semisedentary, manufactured pottery, and practiced maize horticulture, such traits such as architectural styles, storage strategies, settlement patterns, chronology, and rock art styles were significantly different. The narrow temporal range of tree-ring dates from Nine Mile, Willow Creek and Hill Creek Canyons

suggest a more constricted occupational span between about A.D. 1000 and 1200 by Fremont horticulturalists perhaps migrating from the San Rafael region to the south (Spangler 1995:499). Differences between these two Fremont cultural adaptations are likely due to environmental differences between the two regions. The Tavaputs Plateau is dominated by deeply incised canyons while the Uintah Basin topography is characterized as relatively flat lowlands, sloping surfaces, and wide shallow valleys (Stokes 1986). In the Tavaputs Plateau area, habitation sites are usually confined along stream terraces and on outcrops in deeply striated canyon such as Hill Creek and Willow Creek Canyons (Spangler 1995:502). Locational factors in this area include proximity to permanent water, access to pinyon-juniper resources and arable land. In terms of material culture, the calcite or limestone tempered Uinta Gray ceramics are abundant from residential sites in the Uintah Basin after A.D. 550, opposed to the ceramic assemblage dominated by Emery Gray types found on sites in the Tavaputs Plateau area (Spangler 1995:515).

Archaeological evidence suggests that Numic peoples appeared in east-central Utah at approximately A.D. 1100 or shortly before the disappearance of Formative-stage peoples (Reed 1994). Numic or Numic-speakers may have coexisted with sedentary Fremont populations. The demise of the Fremont may have been nothing more than a shift in subsistence strategies from primarily horticulture to exclusively hunting/gathering (Simms 1979,1990) rather than an actual arrival of new people. The archaeological remains of Numic-speaking Utes consist primarily of lithic scatters with low quantities of brown ware ceramics, rock art, and occasional wickiups. The brown ware ceramics appear to be the most reliable indicator of cultural affiliation, as Desert Side-notched and Cottonwood Triangular points were manufactured by other cultural groups beside the Ute (Horn, Reed, and Chandler 1994:130). The Protohistoric Utes are the decedents of these (Numic-speaking) hunter and gatherers whom exploited various fauna and flora resources. The cultural history of the Eastern Ute, comprising the bands living east of the Green River, has been divided into four phases (Reed 1988). The earliest and most tenuous phase is the Chipeta Phase, dated between ca. 1250 and 1400. Diagnostic artifacts include Desert Side-notched, Cottonwood Triangular, and small corner-notched arrow points and possibly Shoshonean knives. The Canalla phase (ca. A.D. 1400-1650) designates the period between the appearance of well-dated Uncompahgre brown ware ceramics and the adoption of an equestrian lifeway. Diagnostic artifacts include Uncompahgre Brown Ware ceramics, Desert Side-notched and Cottonwood Triangular points, and Shoshonean knives. The pedestrian hunter and gatherers probably lived in wickiups. Near the end of the phase, some groups may have obtained trade items from Spanish settlements in New Mexico (Horn, Reed, and Chandler 1994:131). The Antero phase (ca. A.D. 1650-1881) represents a shift to a fully equestrian lifestyle and integration of Euroamerican trade goods into Ute material culture. The horse permitted hunting of bison on the Plains and led to an increase in the importance of raiding for economic gain (ibid:131). Euroamerican trade goods became important, and tepees as well as wickiups were inhabited. A number of Protohistoric (Numic) sites have been documented to the east in Seep Ridge Study Tract identified mainly by Desert Side-notched points (Larralde and Chandler 1981). Most of these sites are short-term camps or limited activity areas situated on ridges and within sand dunes (Ibid: 137-138).

The early Utes in Uintah County were Uinta-ats, a small band of a few hundred members (Burton 1996:20). In pre-horse days, Ute family groups lived largely independently of others with key gathering, hunting, and fishing sites being communal and granted to all, within both the local and extralocal Ute communities (Ibid 340). According to Smith's (1974) informants both deer and buffalo were important game for the White River Ute band. Before the buffalo became extinct in the Uintah Basin in the 1830s, the Ute would make trips northeast of Fort Bridger in the vicinity of what is now Rock Springs and Green River, Wyoming using the horse to surround and drive the buffalo over a precipice (Smith 1974; Callaway, Janetski, and Stewart 1986). Small mammals, rodents, fish, birds and insects were also procured, although this subsistence strategy was more evident among the Uintah Utes than among the Yampa or Uncompahgre Utes (Spangler 1995:742). All Ute groups made tripod or conical houses with a three or four-pole foundation and a circular ground plan some 10-15 feet in diameter with covering brush or bark and cooking or heating fires in shallow pits both inside and outside of the huts (Smith 1974). The utilization of these structures apparently continued even after the introduction of the tipi (Spangler 1995:745). Most Ute bands employed the sweat lodge usually made of willows struck in the ground in a circular pattern and tied at the top to create a dome-shaped structure (Smith 1974:43). Sweat lodges were 8 to 10 feet in diameter and 4 to 5 feet in height. The top was covered with a buffalo robe, tipi cover or willow brush with rabbit-skin blanket over the top. Stones were heated outside the structure and brought into a central hearth three or four stones at a time with water applied to the stones, creating steam (Spangler 1995:747). According to Smith's (1974:44) Northern Ute informants the lodge was sometimes used before going on a hunting trip or in general to promote health and cleanliness. If someone was not feeling well, some sagebrush might be placed on the hot stones (Ibid:44). Three types of storage facilities were used by Ute groups in the area. One involved the construction of pits in cliff overhangs or shelters with rawhide or woven sagebrush bark bags containing food items stashed within them (Spangler 1995:746). The storage pit was then covered with soil and a fire was constructed over the top to destroy evidence the pit had been excavated (Smith 1974:67). A second strategy involved the construction of platforms made of sticks of coniferous trees with foliage thick enough to protect the cache from inclement weather (Spangler 1995:746). When the sacks had been placed on the platform they were usually covered with cedar bark, so that the rain would drain off (Smith 1974:67). A third strategy involved storage platforms about 5 feet high placed outside the brush shelters and tipis (Spangler 1995:746). These platforms, erected on poles, were either slightly sloping or flat and hollowed out with the platforms made of bound together sagebrush (Smith 1974:68).

On May 5, 1864, Congress passed a law confirming the 1861 executive order setting up the Uintah Reservation (Burton 1996:24). This treaty provided that the Ute people give up their land in central Utah and move within one year to the Uintah Reservation without compensation for loss of land and independence. The Uinta-ats (later called Tavaputs), PahVant, Tumpawanach, and some Cumumba and Sheberetch of Utah were gathered together at the Uintah agency during the late 1860s and early 1870s to form the Uintah Band (Burton 1996:18-19). In the 1880 treaty council the White River Utes, who had participated in the Meeker Massacre, were forced to sell all their land in Colorado and

were moved under armed escort to live on the Uintah Reservation (Callaway, Janetski, and Stewart 1986:339). Shortly thereafter, 361 Uncompahgre Utes were forced to sell their lands, relocated to the Ouray Reservation adjacent to the southern boundary of the Uintah Reservation. This area embraced a tract of land to the east and south of the Uintah Reservation below Ouray lying east and south of the Uintah Reservation below Ouray lying east of the Green River. A separate Indian Agency was established in 1881 with headquarters at Ouray, erected across the river from where the first military post, Fort Thornburgh was located. The infantry who participated in the relocation of the Colorado Indians ensured that the Uncompahgre and White River Utes remained on the two reservations (Burton 1996:28). The Dawes Severalty Act of 1887, opened the reservation to mineral exploration. When gilsonite was discovered in the Uintah Basin in the late 1800s, Congress was persuaded to apportion 7,040 acres from the reservation so the mineral could be mined.

Cattle raising was the first industry in northeastern Utah with large herds from Texas established as early as 1950 in Brown's Park (Burton 1996:108). When the Uintah Railway was built to Dragon (1904) and later extended to Watson (1911) livestock were shipped from the county to market, ending the long cattle drives. Sheep were first introduced to the Uintah Basin in 1879 and survived the hard winters better than cattle (Burton 1996:111). Wool soon became one of the regions most important industries as the sheep herds multiplied. In 1906 the Uintah Railway Company built shearing pens on the Green River to encourage shipping of wool by train. Between 1912 and 1929 the sheep shearing industry increased with additional corrals established at Bonanza, Dragon, Jensen, and by 1929 Watson had a large shearing plant (Burton 1996:111).

SURVEY METHODOLOGY

An intensive pedestrian survey was performed for this project which is considered 100% coverage. At the proposed well locations, a 10 acre square was defined, centered on the well pad center stake. The interior of the well locations was examined for cultural resources by the archaeologists walking parallel transects spaced no more than 10 meters apart. An 100 foot wide corridor was inventoried along the access or pipeline routes, and a wider corridor (150 foot) was inspected along the access/pipeline routes. Ground visibility at most of the well locations was good. Modern disturbances include livestock grazing, roads, and oil/gas development. A total of 95 acres was inventoried on State of Utah School and Institutional Trust lands.

INVENTORY RESULTS

The inventory of the eight well locations, access roads and pipelines resulted in the location of three archaeological sites (42Un2645, 42Un2646 and 42Un2647) and three isolated finds of artifacts (IF-A, IF-B and IF-C).

Archaeological Sites

Smithsonian Site No.: 42Un2645
Temporary Site No.: MOAC 575 R/1
Legal Description: T 13S, R 21E, S. 32
NRHP Evaluation: Eligible

Description: This is a historic and prehistoric component site situated on the side of a the primary ridge which separates Willow Creek and Hill Creek. This ridge is a major north/south travel route for this area, evidenced by the terrain and an old unbladed road. The prehistoric component consists of a light scatter of lithic debitage, a biface fragment an utilized flake, two Intermountain Brown Ware ceramic sherds, and two small hearths This component likely represents a temporary campsite used by Ute peoples during the Protohistoric period. The historic component represents occupation between the late 1880s and early 1900s by either Utes or Euroamericans. The artifacts consist of three tobacco cans, a sanitary coffee can, a sanitary food can, and three hole-in-top fruit or vegetable cans. Other cultural materials include a metal band and parts of a cast iron stove. Along the northern edge of the site is a single-episode dump containing out-of-period sanitary tin cans as well as burned oil shale. The site has good physical integrity with potential for additional buried features and cultural materials.

Smithsonian Site No.: 42Un2646
Temporary Site No.: MOAC 575 R/2
Legal Description: T 13S, R 21E, Sec. 32
NRHP Evaluation: Eligible

Description: This is a historic Ute Indian affiliated temporary camp with a sheep corral and a sweat lodge dated between 1872 and 1912. The site is located on the south slope of an east trending spur ridge, situated off a major ridge which separates Willow Creek and Hill Creek. In the north portion of this site is a corral (Feature 1) most likely used for containing sheep and horses. The rectangular enclosure is constructed from stacked logs which incorporated live trees with an opening in the southwest corner. In the southwest part of the site is the remains of a collapsed sweat lodge (Feature 2) consisting of ten axe-cut juniper branches. Associated with this structure are a pile of fire-cracked limestone (Feature 3), an ash/charcoal stain (Feature 4), and a hearth (Feature 5) which represent rock heating and disposal features. Most of the artifacts occur in this portion of the site and include a scatter of mainly baking powder containers, a 45/70 caliber cartridge shell, a thimble, a buckle, pieces of a ceramic platter, and a snap button. In addition a single-handed sandstone mano was documented along the northeast edge of this site. The use of groundstone implements (mano and metate) by the Northern Utes for various grinding tasks is documented in the ethnographic record during the occupational span of this site.

Smithsonian Site No.: 42Un2647
Temporary Site No.: MOAC 575 R/3
Legal Description: T 13S, R 21E, Sec. 32
NRHP Evaluation: Eligible

Description: This is a special-use Ute affiliated site located along the northwest slope of an east trending spur on a prominent ridge which separates Willow Creek and Hill Creek. Remnants of three wood storage platforms (Features 1, 2 and 3) were documented at this locality. The features are constructed from axe-cut wood branches built or placed in the crotches and limbs of both live and dead trees. The platforms occur about four feet above the modern ground surface with wood pieces scattered beneath the features. The only associated artifact is a modified hole-in-top can with a bailing wire handle (pre-dates 1920). These platforms likely functioned as storage facilities as described by Smith (1974) for the Northern Ute groups. According to Alvin Ignacio, (local Ute resident), during the 1930s an Ute woman shepherd maintained a number of camps in the Chimney Rock area in which she employed wood platforms for caching material goods. These storage features appear to be unique in the archaeological record of the area and contribute to the data base pertaining to Ute Indian subsistence activities, located outside of the reservation.

Isolated Finds of Artifacts

Isolated Find A (IF-A) is situated in the NW/SE//NW 1/4 of S.32, T 13S, R 21E (UTM 620880E-4389200N). The artifact is a stemmed projectile point manufactured from reddish-brown opaque chert. It has an expanding stem, convex edges, rounded tangs, and a slightly convex base (4.1 x 2.5 x 0.5 cm). The point exhibits evidence of percussion flake scars with pressure retouch and sharpening scars along lateral margins, as well as an impact fracture. The isolated find is situated on a ridge top overlooking a branch of Willow Creek. The hunting implement is similar to Scottsbluff variant dart points which exhibit prominent shoulders and cross-dates to the Late Paleoindian or Early Archaic temporal periods (Frison 1978:191).

Isolated Find B (IF-B) is situated in the SW/SE/NW 1/4 of S.32, T 13S, R 21E (UTM 620650E-4388990N). This is a Stage II biface fragment of beige opaque mottled chert (2.7 x 2.5 x 0.5 cm). The biface exhibits pressure flakes removed unifacially along one lateral margin.

Isolated Find C (IF-C) is situated in the NE/NE/SW 1/4 of S.32, T 13S, R 21E (UTM 620850E-4388705). It consists of two smashed hole-in-top can measuring approximately 4½ inches long with a cap diameter of 1 1/2 inches. One of the cans has a "No 7" embossed on the cap. Both have cut around openings.

NATIONAL REGISTER OF HISTORIC PLACES EVALUATION

The National Register Criteria for Evaluation of Significance and procedures for nominating cultural resources to the National Register of Historic Places (NRHP) are outlined in 36 CFR 60.4 as follows:

The quality of significance in American history, architecture, archaeology, and culture is present in districts, sites, buildings, structures, and objects of State and local importance that possess integrity of location, design, setting, material, workmanship, feeling, and association, and that they:

- a)...are associated with events that have made a significant contribution to the broad patterns of our history; or
- b)...are associated with the lives of persons significant to our past; or
- c)...embody the distinctive characteristics of a type, period, or method of construction; or that represents the work of a master, or that possess high artistic values, or that represent a significant and distinguishable entity whose components may lack individual distinction; or
- d)...have yielded or may be likely to yield information important in prehistory or history.

The cultural resource inventory resulted in the documentation of three archaeological sites (42Un2645, 42Un2646, and 42Un2647), and three isolated finds of artifacts (IF-A, IF-B, and IF-C). Prehistoric sites are usually evaluated in terms of their potential for yielding information important to the prehistoric research domains of the area. Historic sites lacking association with important individuals are examined in terms of their structural integrity or their place in the broad patterns of American history. Site 42Un2645 is a Protohistoric (Numic) and early historic campsite containing several hearths. This multi-component site has potential for additional subsurface cultural remains. In particular the features could provide chronometric and subsistence-related data. The site is evaluated as eligible to the NRHP under Criterion (d), since additional investigations could provide relevant data to the research domains of the region. Site 42Un2646 is an Ute Indian affiliated temporary camp with a corral and sweat lodge. The structural features retain minimal structural integrity, although the sweat lodge is unique to the area in relation to the known archaeological record. The associated burned rock and ash features could yield additional information relative to chronology and subsistence. The site is considered eligible to the NRHP under Criterion (d) based on its additional research potential in addressing such research domains as site function, settlement patterns, and ideology. Specifically this site is significant in regards to off-reservation land use patterns engaged by the Ute Indians during the Early Reservation Period. Site 42Un2647 is an unique

special-use storage facility locus attributed to the Ute Indian cultural tradition. It consists of several wood storage platforms constructed or placed in trees. This features have been described by Smith (1974) in the ethnographic literature as employed by Northern Ute groups for storing supplies and food. The site is evaluated as eligible to the NRHP under Criterion (c), since the platforms are unusual and unique in regards to the archaeological record of the locality. In addition the site is deemed significant in context to the theme of early historic Ute Indian settlement/subsistence practices.

The isolated finds of artifacts consist of a late Paleoindian or early Archaic stemmed projectile point (IF-A), a Stage II biface fragment (IF-B), and several hole-in-top tin cans (IF-C). These isolated occurrences exhibit prehistoric and historic use of the project area and are not considered significant due to their lack of additional research potential.

MANAGEMENT RECOMMENDATIONS

The inventory of Del Rio/Orion's eight well locations, access routes, and pipeline resulted in the documentation of three archaeological sites (42Un2645, 42Un2646, and 42UN2647). These sites are considered eligible to the NRHP. All of the significant sites will be avoided from project impacts related to this well development undertaking.

Based on the findings, a determination of "no adverse effect" is submitted for this undertaking pursuant to Section 106, CFR 800.

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APPENDIX A

SITES 42UN2645, 42UN2646 AND 42UN2647
INTERMOUNTAIN ANTIQUITIES COMPUTER SYSTEM (IMACS) SITE FORMS

On File At:

Utah Division of State History
Salt Lake City, Utah

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

SUBMIT IN TRIPPLICATE*
(Other instructions on reverse side)

5. Lease Designation and Serial No.

ML-47437

6. If Indian, Allottee or Tribe Name

N/A

7. Unit Agreement Name

N/A

8. Farm or Lease Name

Chimney Rock

9. Well No.

#32-14

10. Field and Pool, or Wildcat

Wildcat

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

Sec. 32, T13S, R21E, SLB&M

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. Type of Work

DRILL

DEEPEN

PLUG BACK

b. Type of Well

Oil Well

Gas Well

Other

Single Zone

Multiple Zone

2. Name of Operator

Del-Rio Resources, Inc.

3. Address of Operator

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

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

At surface

520' FSL 1958' FWL

At proposed prod. zone

620,772 E
4,388,246 N

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

See Topo Map "A" (Attached)

12. County or Parrish

Uintah

13. State

UT

15. Distance from proposed* location to nearest property or lease line, ft. 520'

(Also to nearest drlg. line, if any)

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.

1200'

19. Proposed depth

10900'

20. Rotary or cable tools

Rotary

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

6581' 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#	850'	See Attached Drilling Plan
8 3/4"	7"	26# 29# per	10900'	See Attached Drilling Plan

L.C. 1-13-00 (RJK)

1. M.I.R.U.
2. Drill to T.D. 10900'
3. Run 7" casing if commercial production is indicated.
4. If dry hole, well will be plugged and abandoned as instructed by the State.
5. Well will be drilled with fresh water to 1800', then Chem Gel Mud to T.D. Mud will be in place to run 7" 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 #0629992985402

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 Laurence C. Caldwell Title President Date 12-9-99

(This space for Federal or State office use)

Permit No. 4304-33448 Approval Date

Approved by Bradley G. Hill Title BRADLEY G. HILL Date 1/27/00

Conditions of approval, if any:

RECLAMATION SPECIALIST III

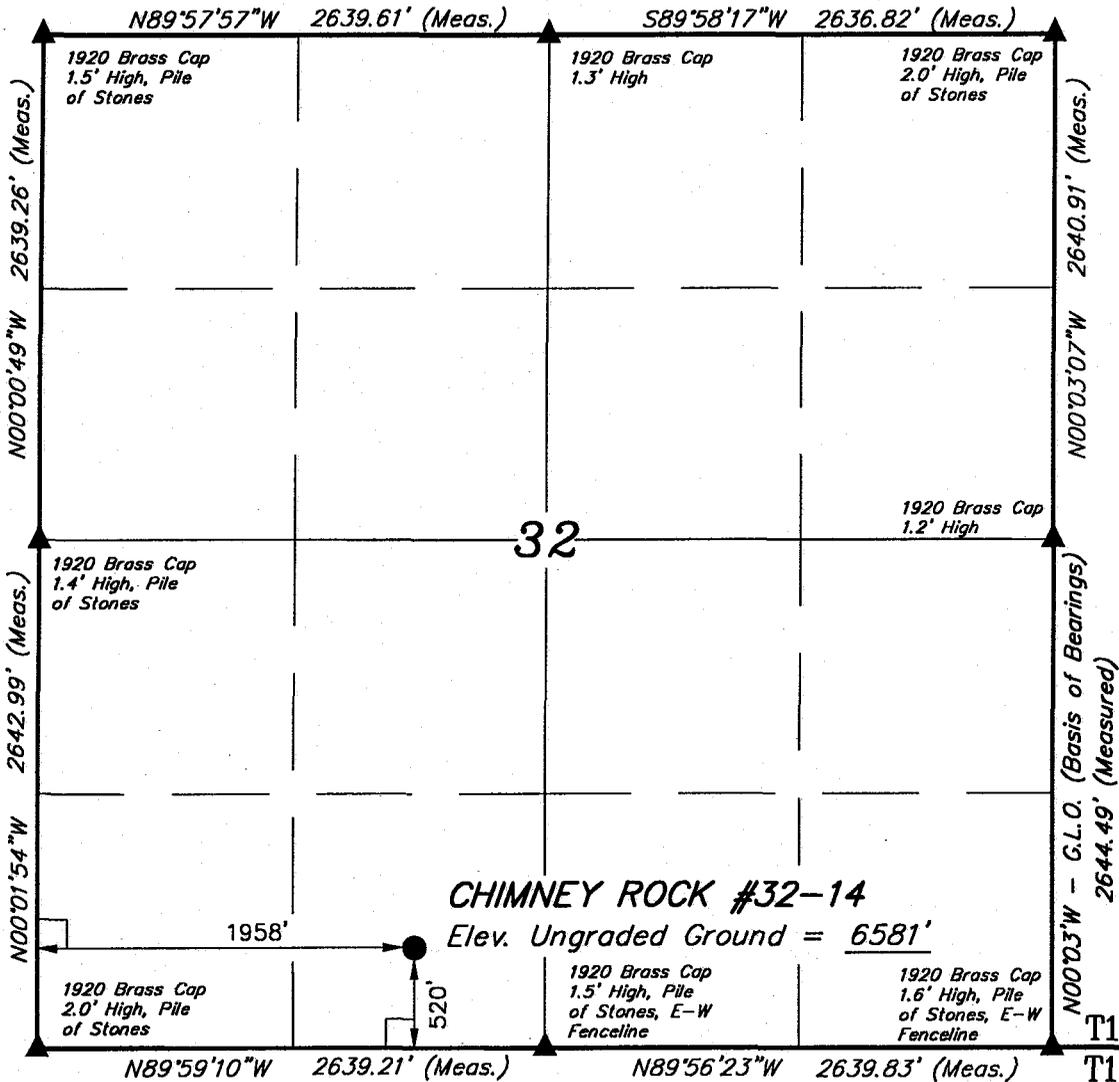
RECEIVED

*See Instructions On Reverse Side

DEC 13 1999

DIVISION OF OIL, GAS & MINING

T13S, R21E, S.L.B.&M.

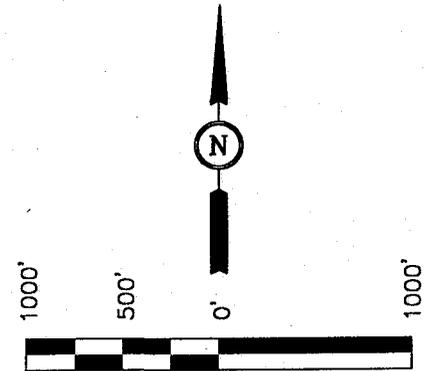


DEL-RIO RESOURCES, INC.

Well location, CHIMNEY ROCK #32-14, located as shown in the SE 1/4 SW 1/4 of Section 32, T13S, R21E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

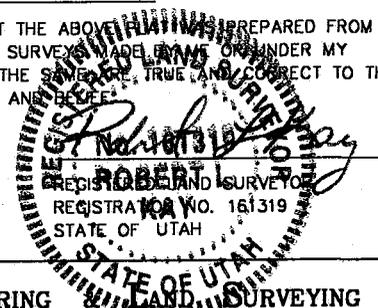
BENCH MARK (63 WF) 1952 LOCATED AT A ROAD INTERSECTION IN THE SW 1/4 OF SECTION 29, T13S, R21E, S.L.B.&M. TAKEN FROM THE AGENCY DRAW NE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6488 FEET.



SCALE

CERTIFICATE

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



LEGEND:

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

LATITUDE = 39°38'14"
LONGITUDE = 109°35'34"

UINTAH ENGINEERING & SURVEYING		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 09-23-99	DATE DRAWN: 10-18-99
PARTY K.K. R.W. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE DEL-RIO RESOURCES, INC.	

**DEL-RIO RESOURCES, INC.
DRILLING PLAN FOR THE
CHIMNEY ROCK #32-14**

I. DRILLING PLAN:

1. Geological Surface Formation: Green River

2. Estimated Tops:

<u>Name</u>	<u>Top</u>	<u>Prod. Phase Anticipated</u>
Wasatch	1955'	
Mesa Verde	4060'	↓
Nelsen	5452'	↓
Castlegate	6114'	↓
Dakota	10428'	↓
Morrison	10779'	Oil/Gas

3. CASING PROGRAM:

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg. Size</u>	<u>Type</u>	<u>Weight</u>
Surface	850'	12-1/4"	9-5/8"	K-55 (LT&C)	36#/ft (new)
Prod.	10900'	8-3/4"	7"	N-80 (LT&C)	29#/ft (new)

4. Operator's Specification for Pressure Control Equipment:

- A. 5,000 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

- 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.

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 - yes.

6. Proposed Circulating Medium:

		Density		
<u>Depth</u>	<u>Mud Type</u>	<u>(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)

Del-Rio Resources, Inc.
Chimney Rock #32-14

D. Formation and Completion Interval: Morrison

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 & Additives</u>
Surface	460 sx	Class "G" w/2% CaCl ₂ (based on 100% access)

Production 3520 sx*
(Staging collar at the top of Mancos)

First Stage	1200 sx	Class "G" w/2% KCL
-------------	---------	--------------------

Second Stage	2320 sx	50% Class "G" and 50%-50/50 poz. mix.
--------------	---------	------------------------------------------

1.28 ft³/SK
14.2 ppg

per L.C.
1-13-00
RSR

Cement Characteristics:

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

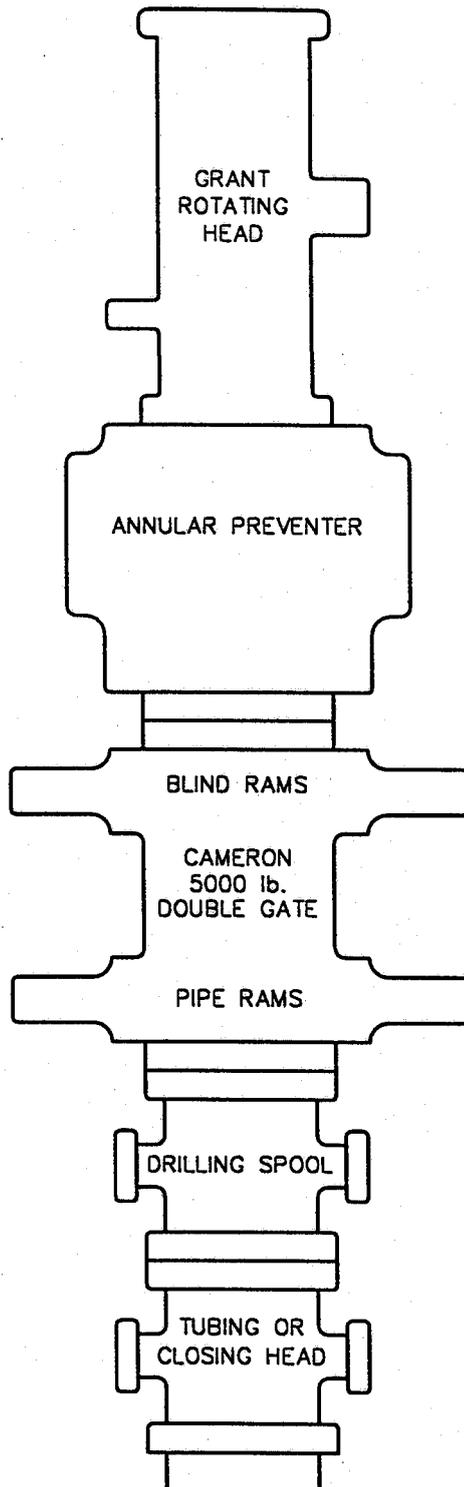
* Final cement volumes to be calculated from caliper log with an attempt to be made to circulate cement to 3000' from the surface. A bond log will be run across the zone of interest and across zones as required by the authorized officer to insure protection of natural resources.

Del-Rio Resources, Inc.
Chimney Rock #32-14

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

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 1,500 psi (calculated at 0.138 psi/ft) and maximum anticipated surface pressure equals approximately 898 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.
CHIMNEY ROCK #32-14**

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 8% 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

- 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.
- 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

- 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:

Water to be obtained from Willow Creek at a P.O.D. located in 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.

Application #T72431 - Water Right #49-1637 (Held by Tu & Frum, Inc.)

No water wells are to be drilled.

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 Utah State Trust Lands Lands

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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

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.
- 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

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.
- 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 State.

Del-Rio Resources, Inc.
Chimney Rock #32-14

- 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.
- 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

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 has been 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 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.

Del-Rio Resources, Inc.
Chimney Rock #32-14

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 #(801)789-8162
Cell #(801)790-8578

Del-Rio Resources, Inc.
Chimney Rock #32-14

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.

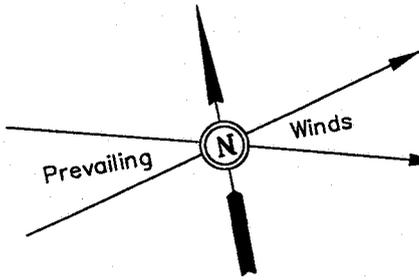
12-9-99
Date

Lawrence C. Caldwell II
Lawrence C. Caldwell II
President

DEL-RIO RESOURCES, INC.

LOCATION LAYOUT FOR

CHIMNEY ROCK #32-14
SECTION 32, T13S, R21E, S.L.B.&M.
520' FSL 1958' FWL



SCALE: 1" = 50'
DATE: 10-18-99
DRAWN BY: D.R.B.

F-14.6'
El. 60.5'

F-11.9'
El. 63.2'

F-12.2'
El. 62.9'

Sta. 3+00

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

Approx. Top of Cut Slope

Round Corners as Needed

Approx. Toe of Fill Slope

Topsoil Stockpile

C-18.7'
El. 83.8'
(Btm. Pit)

Flare Pit
C-6.0'
El. 81.1'

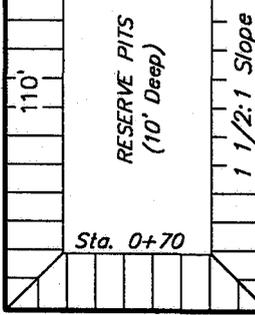
C-5.7'
El. 80.8'

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

Sta. 1+50

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH



RESERVE PITS (10' Deep)

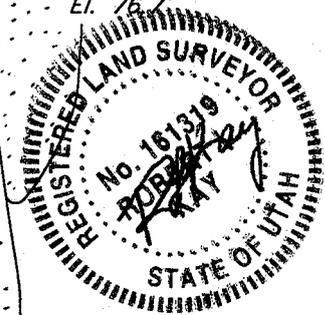
1 1/2:1 Slope

Sta. 0+70

C-18.0'
El. 83.1'
(Btm. Pit)

C-2.0'
El. 77.1'
Topsoil Stockpile

C-1.6'
El. 76.7'



Sta. 0+00

Proposed Access Road

F-3.3'
El. 71.8'

F-5.7'
El. 69.4'

F-10.4'
El. 64.7'

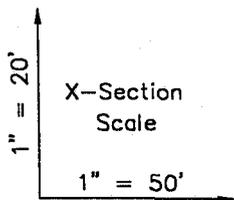
Elev. Ungraded Ground at Location Stake = 6580.8'
Elev. Graded Ground at Location Stake = 6575.1'

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

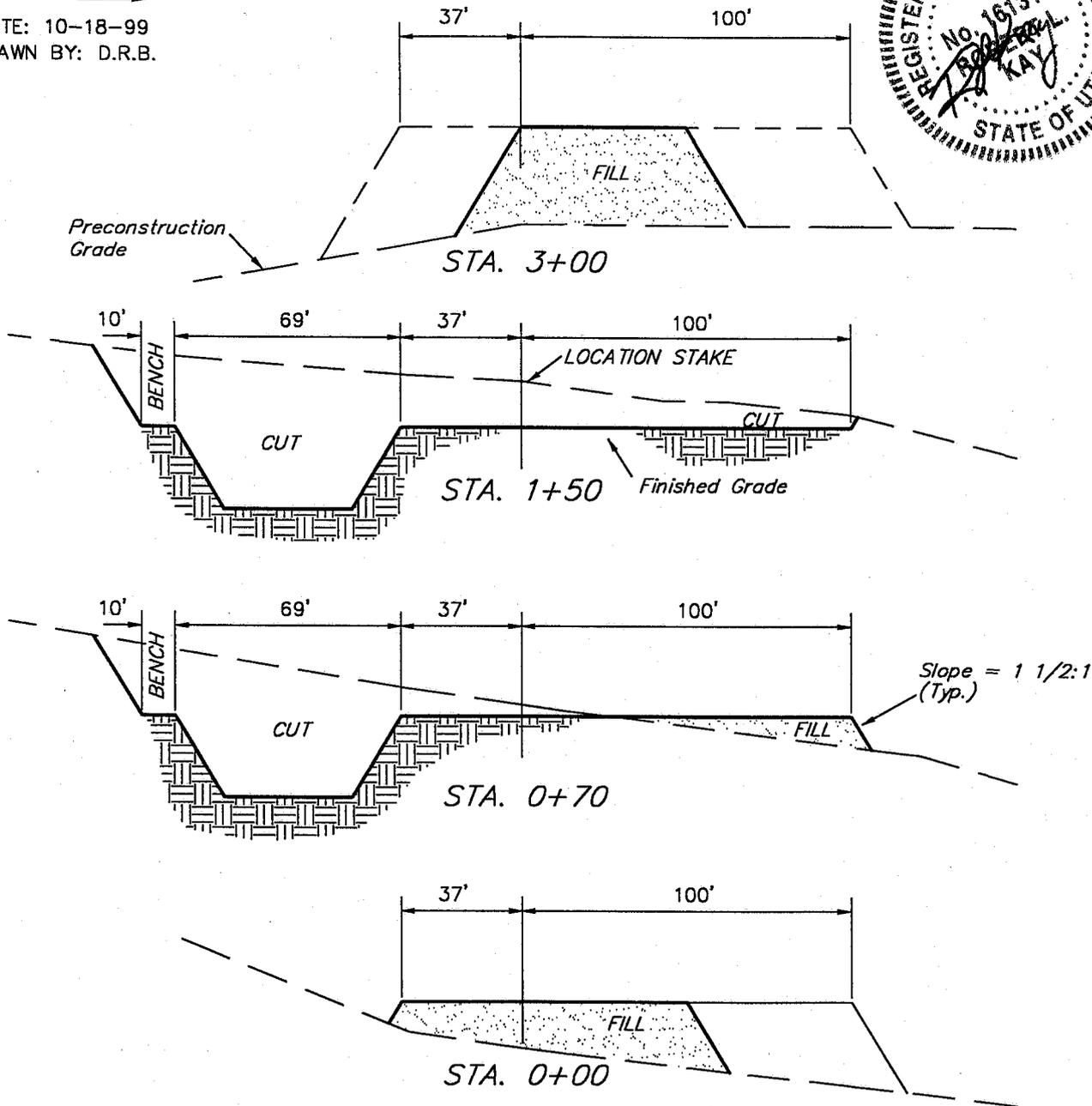
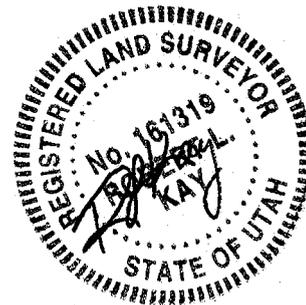
DEL-RIO RESOURCES, INC.

TYPICAL CROSS SECTIONS FOR

CHIMNEY ROCK #32-14
SECTION 32, T13S, R21E, S.L.B.&M.
520' FSL 1958' FWL



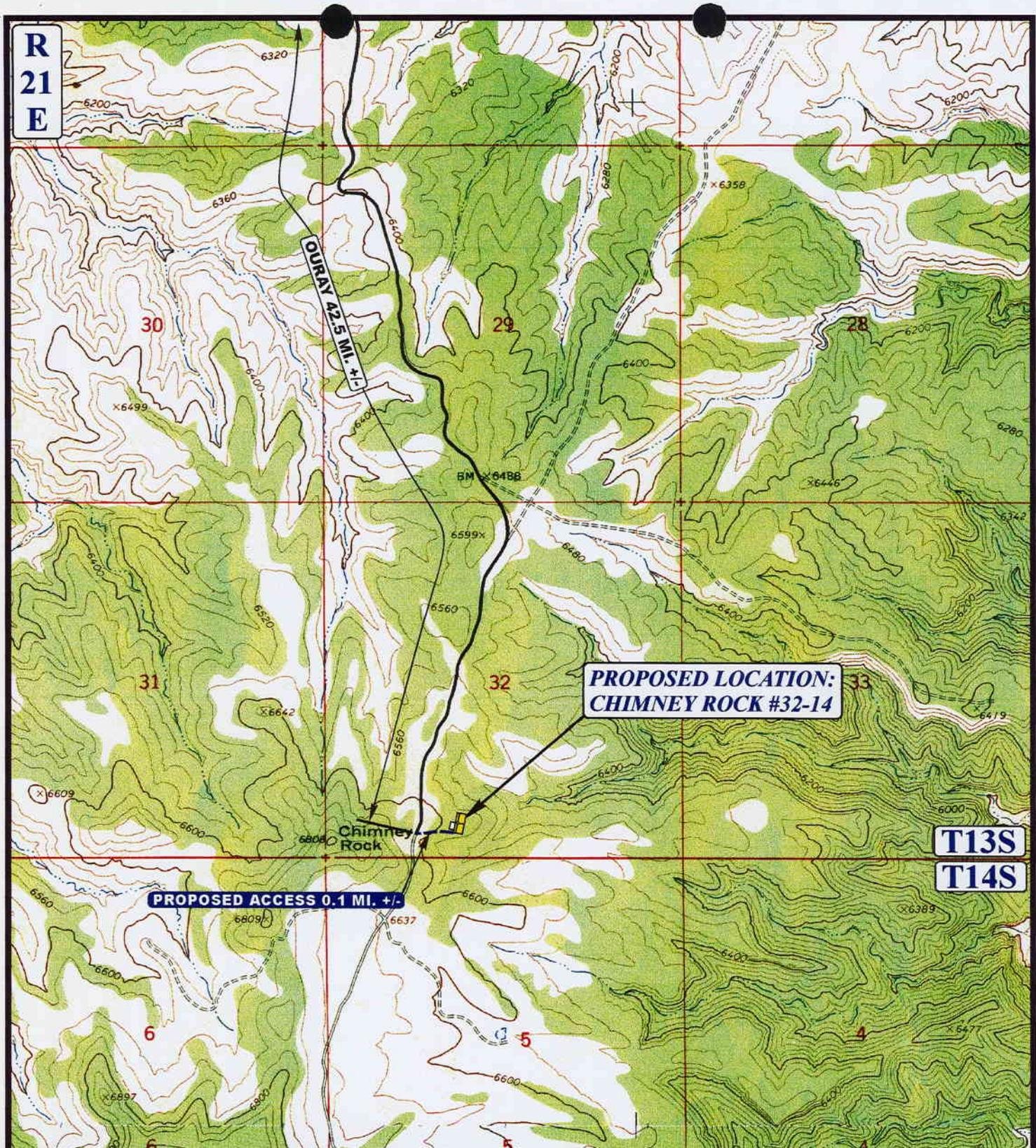
DATE: 10-18-99
DRAWN BY: D.R.B.



APPROXIMATE YARDAGES

CUT		
(6") Topsoil Stripping	= 900	Cu. Yds.
Remaining Location	= 6,390	Cu. Yds.
TOTAL CUT	= 7,290	CU.YDS.
FILL	= 5,150	CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 1,870	Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 1,870	Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0	Cu. Yds.



**R
21
E**

**PROPOSED LOCATION:
CHIMNEY ROCK #32-14**

PROPOSED ACCESS 0.1 MI. +/-

**T13S
T14S**

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING ROAD



DEL-RIO RESOURCES, INC.

**CHIMNEY ROCK #32-14
SECTION 32, T13S, R21E, S.L.B.&M.
520' FSL 1958' FWL**



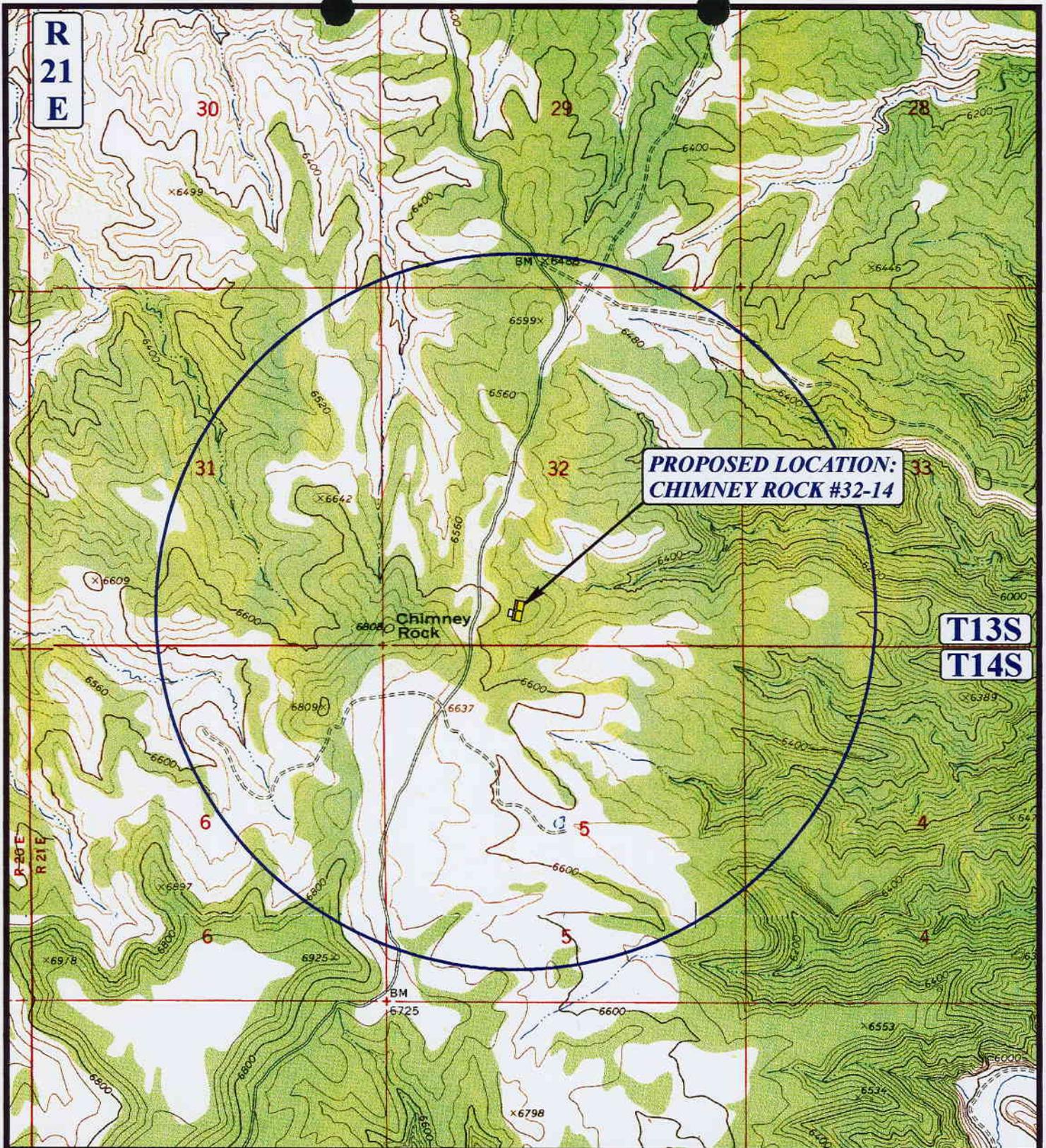
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

10	12	99
MONTH	DAY	YEAR

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





LEGEND:

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

DEL-RIO RESOURCES, INC.

CHIMNEY ROCK #32-14
SECTION 32, T13S, R21E, S.L.B.&M.
520' FSL 1958' FWL

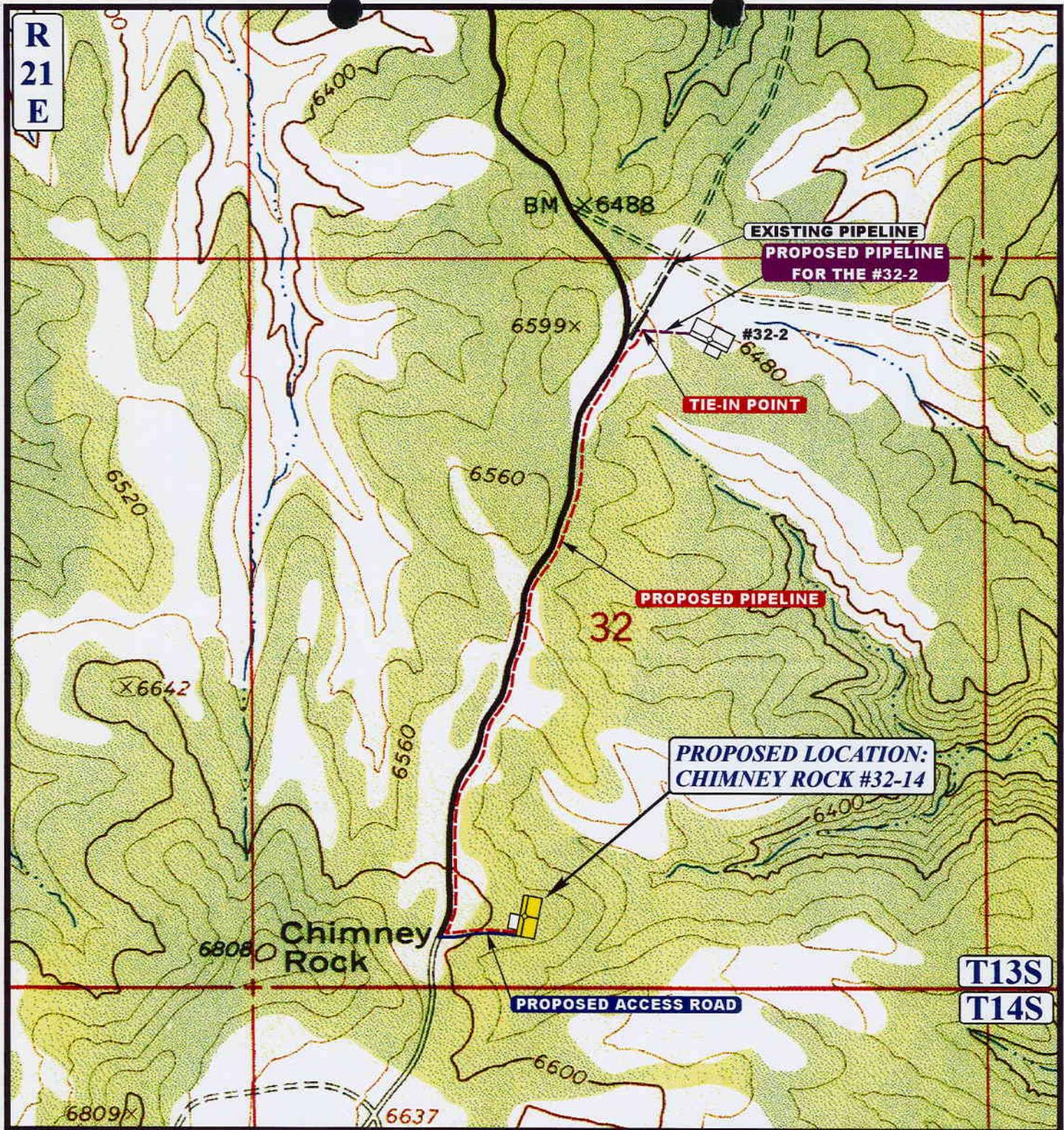
UEIS Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC **10** **12** **99**
MAP MONTH DAY YEAR

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

C
TOPO





APPROXIMATE TOTAL PIPELINE DISTANCE = 5,100' +/-

LEGEND:

- EXISTING PIPELINE
- PROPOSED PIPELINE
- PROPOSED ACCESS



DEL-RIO RESOURCES, INC.

**CHIMNEY ROCK #32-14
SECTION 32, T13S, R21E, S.L.B.&M.
520' FSL 1958' FWL**



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

TOPOGRAPHIC **10 12 99**
MAP MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: C.G. REVISED: 00-00-00



**WORKSHEET
APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 12/13/1999

API NO. ASSIGNED: 43-047-33448

WELL NAME: CHIMNEY ROCK 32-14
 OPERATOR: DEL-RIO RESOURCES INC (N0330)
 CONTACT: LARRY CALDWELL

PHONE NUMBER: 435-789-8162

PROPOSED LOCATION:

SESW 32 130S 210E
 SURFACE: 0520 FSL 1958 FWL
 BOTTOM: 0520 FSL 1958 FWL
 UINTAH
 WILDCAT (1)

INSPECT LOCATN BY: / /		
Tech Review	Initials	Date
Engineering	<i>RJK</i>	1-13-00
Geology		
Surface		

LEASE TYPE: 3 - State
 LEASE NUMBER: ML-47437
 SURFACE OWNER: *03 per S HLA 12-16-99*

PROPOSED FORMATION: MRSN

RECEIVED AND/OR REVIEWED:

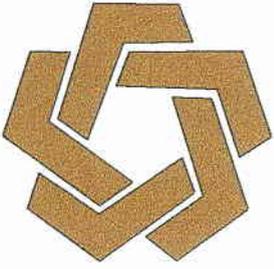
Plat
 Bond: Fed[] Ind[] Sta[3] Fee[]
 (No. 2985402)
 Potash (Y/N)
 Oil Shale (Y/N) *190 - 5 (B)
 Water Permit
 (No. 49-1637)
 (Y/N)
 (Date: *Dec 12 1999 / Comments Due 1-25-00*)
 Fee Surf Agreement (Y/N)

LOCATION AND SITING:

R649-2-3. Unit _____
 R649-3-2. General
 Siting: _____
 R649-3-3. Exception
 Drilling Unit
 Board Cause No: _____
 Eff Date: _____
 Siting: _____
 R649-3-11. Directional Drill

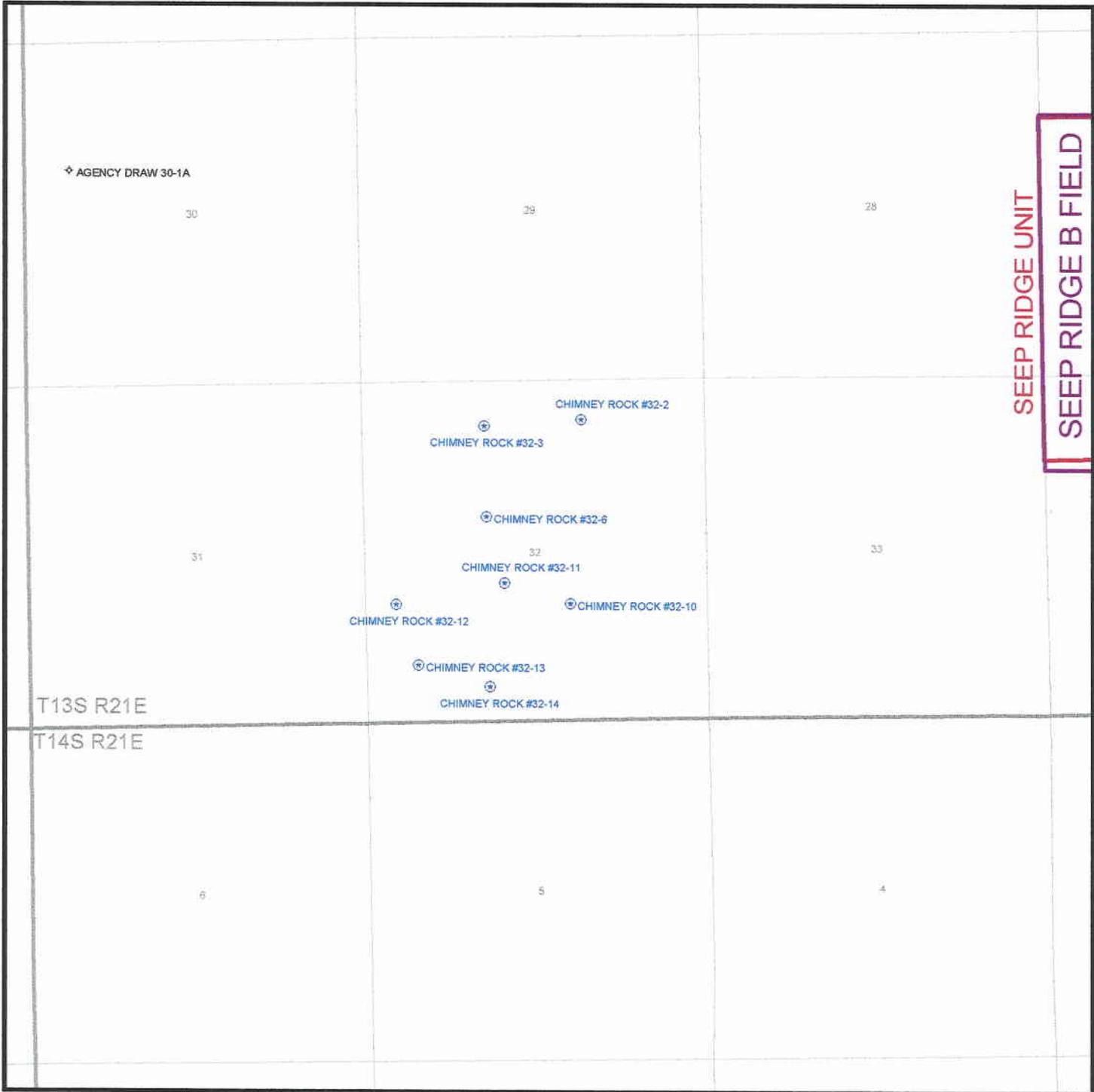
COMMENTS: Need Presite. (114,000)

STIPULATIONS: ① STATEMENT OF BASIS



Division of Oil, Gas & Mining

OPERATOR: DEL-RIO PERTOLEUM (N0330)
FIELD: WILDCAT (001)
SEC. 32, TWP 13 S, RNG 21 E
COUNTY: UINTAH UNIT: NONE



STATE ACTIONS

Mail to:
RDCC Coordinator
116 State Capitol
Salt Lake City, Utah 84114

-
1. ADMINISTERING STATE AGENCY
OIL, GAS AND MINING
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801
2. STATE APPLICATION IDENTIFIER NUMBER:
(assigned by State Clearinghouse)
-
3. APPROXIMATE DATE PROJECT WILL START:
Upon Approval
-
4. AREA WIDE CLEARING HOUSE(S) RECEIVING STATE ACTIONS:
(to be sent out by agency in block 1)
Uintah Basin Association of Governments
-
5. TYPE OF ACTION: Lease Permit License Land Acquisition
 Land Sale Land Exchange Other _____
-
6. TITLE OF PROPOSED ACTION:
Application for Permit to Drill
-
7. DESCRIPTION:
Del Rio Resources proposes to drill the Chimney Rock State #32-14 well (wildcat) on state lease ML-47437, Uintah County, Utah. This action is being presented to RDCC for consideration of resource issues affecting state interests. The Division of Oil, Gas and Mining is the primary administrative agency in this action and must issue approval before operations commence.
-
8. LAND AFFECTED (site location map required) (indicate county)
SE SW, Section 32, Township 13 South, Range 21 East, Uintah County, Utah
-
9. HAS THE LOCAL GOVERNMENT(S) BEEN CONTACTED?
No
-
10. POSSIBLE SIGNIFICANT IMPACTS LIKELY TO OCCUR:
Degree of impact is based on the discovery of oil or gas in commercial quantities.
-
11. NAME AND PHONE NUMBER OF DISTRICT REPRESENTATIVE FROM YOUR AGENCY NEAR PROJECT SITE, IF APPLICABLE:
-
12. FOR FURTHER INFORMATION, CONTACT: 13. SIGNATURE AND TITLE OF AUTHORIZED OFFICIAL:


John R. Baza
PHONE: 538-5334

Associate Director

DATE: December 29, 1999

ON-SITE PREDRILL EVALUATION
Division of Oil, Gas and Mining

OPERATOR: DEL-RIO RESOURCES, INC.
WELL NAME & NUMBER: CHIMNEY ROCK 32-14
API NUMBER: 43-047-33448
LEASE: ML 47437 **FIELD/UNIT:** WILDCAT
LOCATION: 1/4, 1/4 SE/SW SEC: 32 TWP: 13S RNG: 21E
1958' F W L 520' F S L
LEGAL WELL SITING: Statewide 400 foot window in center of 40
acre tract and no closer than 920 feet from
another well; or Board Spaced area requiring
460 Setback and 920 From another well.
GPS COORD (UTM): 12620729E 4388416N
SURFACE OWNER: STATE OF UTAH

PARTICIPANTS:

LAWRENCE CALDWELL (DEL-RIO), ROBERT KAY (UELS), DAVID HACKFORD
(D.O.G.M.), ONE DIRT CONTRACTOR.

REGIONAL/LOCAL SETTING & TOPOGRAPHY:

SITE IS ON THE POINT OF A RIDGE WITH DRAWS TO THE NORTH AND SOUTH
RUNNING TO THE EAST TOWARD WILLOW CREEK. THESE DRAWS JOIN
TOGETHER 0.2 MILES EAST OF SITE. CHIMNEY ROCK IS 0.25 MILES TO
THE WEST.

SURFACE USE PLAN:

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING.
HUNTING. FIREWOOD CUTTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WOULD BE 300' BY 206'
AND ACCESS ROAD WOULD BE 0.1 MILES.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: SEE
ATTACHED MAP FROM GIS DATABASE

LOCATION OF PRODUCTION FACILITIES AND PIPELINES:
ALL PRODUCTION FACILITIES WILL BE ON LOCATION AND ADDED
AFTER DRILLING WELL. PIPELINE WILL FOLLOW ACCESS ROAD AND
TIE INTO EXISTING PIPELINE 0.1 MILES TO THE WEST.

SOURCE OF CONSTRUCTION MATERIAL: ALL CONSTRUCTION MATERIAL
WILL BE BORROWED FROM SITE DURING CONSTRUCTION OF LOCATION.

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WASTE MANAGEMENT PLAN:

DRILLED CUTTINGS WILL BE SETTLED INTO RESERVE PIT. LIQUIDS FROM PIT WILL BE ALLOWED TO EVAPORATE. FORMATION WATER WILL BE CONFINED TO STORAGE TANKS. SEWAGE FACILITIES, STORAGE AND DISPOSAL WILL BE HANDLED BY COMMERCIAL CONTRACTOR. TRASH WILL BE CONTAINED IN TRASH BASKETS AND HAULED TO AN APPROVED LAND FILL.

ENVIRONMENTAL PARAMETERS:

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE

FLORA/FAUNA: NATIVE GRASSES, GREASEWOOD, SALT BRUSH, PINION, JUNIPER, SAGE: RODENTS, COYOTES, COUGAR, DEER, ELK, RABBIT, RAPTORS, WILD HORSES.

SOIL TYPE AND CHARACTERISTICS: LIGHT BROWN SANDY LOAM.

EROSION/SEDIMENTATION/STABILITY: VERY LITTLE NATURAL EROSION. SEDIMENTATION AND STABILITY ARE NOT A PROBLEM AND LOCATION CONSTRUCTION SHOULDN'T CAUSE ANY INCREASE IN STABILITY OR EROSION PROBLEMS.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED

RESERVE PIT:

CHARACTERISTICS: 110' BY 69' AND 10' DEEP.

LINER REQUIREMENTS (Site Ranking Form attached): A 12 MIL LINER WILL BE REQUIRED FOR RESERVE PIT.

SURFACE RESTORATION/RECLAMATION PLAN:

AS PER STATE OF UTAH.

SURFACE AGREEMENT: STATE TRUST LANDS.

CULTURAL RESOURCES/ARCHAEOLOGY: SITE WAS INSPECTED BY MONTGOMERY ARCHAEOLOGICAL CONSULTANTS ON 10/8/99. A REPORT OF THIS INVESTIGATION WILL BE PLACED ON FILE.

OTHER OBSERVATIONS/COMMENTS:

THE PRE-DRILL INVESTIGATION TOOK PLACE ON 1/4/2000, A COLD WINDY DAY WITH ONE INCH OF SNOW COVER.

ATTACHMENTS:

PHOTOS OF SITE WILL BE PLACED ON FILE.

DAVID W. HACKFORD
DOGM REPRESENTATIVE

1/4/2000-1:30 PM
DATE/TIME

Evaluation Ranking Criteria and Ranking Score
For Reserve and On-site Pit Liner Requirements

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	15	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	15	
TDS >10000 or Oil Base	20	
Mud Fluid containing high levels of hazardous constituents		<u>15</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility		
Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>
Final Score		<u>25</u>











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

Operator Name: DEL-RIO RESOURCES, INC.

Well Name & Number: CHIMNEY ROCK 32-14

API Number: 43-047-33448

Location: 1/4, 1/4 SE/SW Sec. 32 T. 13S R. 21E

Geology/Ground Water:

The proposed wellsite is located on eroded Green River Formation. The Green River Formation in this area is made up of interbedded sandstones, limestones and shales. The beds dip predominantly to the north and are deeply incised by active drainages. This area serves as a recharge area for Green River aquifers to the north. Depth to the moderately saline groundwater is estimated at 3100 feet at this location. A search of Division of Water Rights records show no water wells or points of diversion in section 32. The 300 feet of surface casing which is proposed for this well should adequately protect any groundwater resources.

Reviewer: Brad Hill

Date: 1/12/2000

Surface:

The pre-drill investigation of the surface was performed on 1/4/2000. This site is on state land with a state mineral lease. Ed Bonner with S.I.T.L.A. and Jack Lytle with D.W.R. were invited to attend this investigation on 12/21/99. Neither chose to attend. This site is a legal location per general state siting rule. Access road to this site will cross an existing 8" pipeline that runs parallel to the main county road. A bridge made from split casing and covered with dirt will be used to cross this surface line.

Reviewer: David W. Hackford

Date: 1/7/2000

Conditions of Approval/Application for Permit to Drill:

1. A synthetic liner with a minimum thickness of 12 mils shall be properly installed in the reserve pit.
2. Surface casing shall be cemented to ground surface.

1-00 Del Rio CR 32-14

Casing Schematic

*Cement Tops
with — %
hole washout*

Surface

9-5/8"
MW 8.4
Frac 19.3

TOC @
898. Surface
850. MD

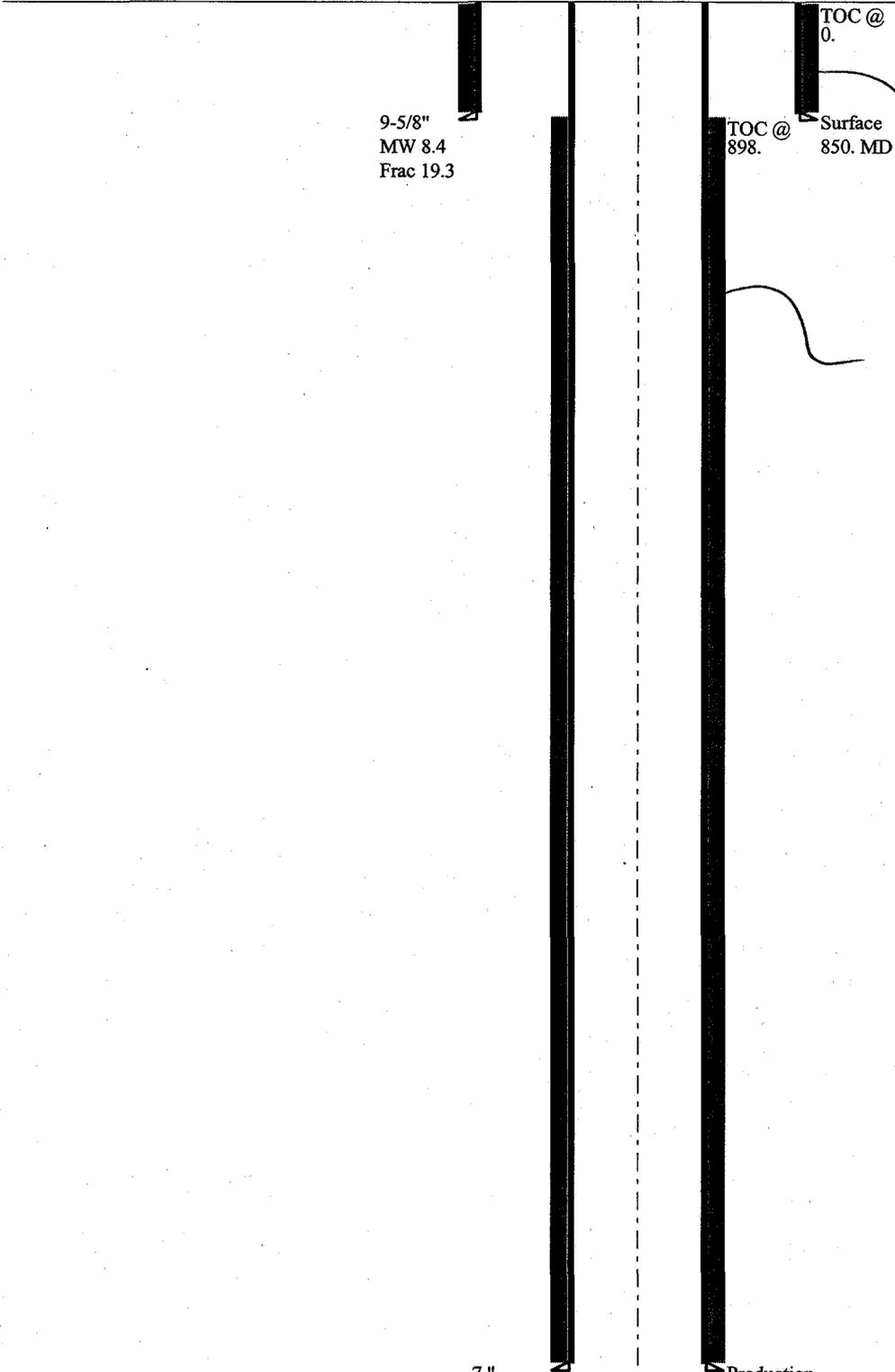
TOC @
0.

15%

30%

7"
MW 9.

Production
10900. MD



Well name:	1-00 Del Rio CR 32-14		Project ID:
Operator:	Del Rio		43-047-33448
String type:	Surface		
Location:	Uintah Co.		

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: -10,002 psi
Internal gradient: 12.203 psi/ft
Calculated BHP 371 psi

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.

No backup mud specified.

Tension is based on buoyed weight.
Neutral point: 744 ft

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	850	9.625	36.00	K-55	LT&C	850	850	8.765	60.5

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	371	2020	5.45	371	3520	9.49	27	489	18.25 J

Prepared by: RJK
Utah Dept. of Natural Resources

Phone:
FAX:

Date: January 13, 2000
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 850 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:	1-00 Del Rio CR 32-14		Project ID:
Operator:	Del Rio		43-047-33448
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

Environment:

H2S considered? No
 Surface temperature: 75 °F
 Bottom hole temperature: 228 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,500 ft

Burst:
 Design factor 1.00

Cement top: 898 ft

Burst

Max anticipated surface pressure: 0 psi
 Internal gradient: 0.468 psi/ft
 Calculated BHP 5,096 psi

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.

No backup mud specified.

Tension is based on buoyed weight.
 Neutral point: 9,415 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	10900	7	29.00	N-80	LT&C	10900	10900	6.059	639.6
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	5096	7020	1.38	5096	8160	1.60	273	597	2.19 J

Prepared by: RJK
 Utah Dept. of Natural Resources

Phone:
 FAX:

Date: January 13, 2000
 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 10900 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.

10. UT000104-080

DOGM/Uintah County: Application for Permit to Drill - proposal to drill the Chimney Rock State #32-14 well (wildcat) on State lease ML-47437 (Sec. 32, T13S, R21E) (contact person John Baza - 801/538-5340). Comments due 1/25/00.

B. Federal

IV. Stream Alterations

Please note! Due to the short turnaround please comment directly to the Agency with a copy to GOPB.

11. UT000105-030

Division of Water Rights/Salt Lake County: Big Cottonwood Creek (No. 00-57-01SA) - install fiber optic cable. Comments due 1/24/00.

V. Environmental Quality

Please note! Due to the short turnaround please comment directly to the Agency with a copy to GOPB.

12. UT000105-020

Department of Environmental Quality: Two Public Notices (DAQE-1031-99, DAQE-1028-99) - air quality permits. Please see attached for text.

VI. Information

13. NA

USDA/Forest Service: Wasatch-Cache National Forest - Big Cottonwood Canyon - land purchase.

14. NA

USDA/Forest Service: Wasatch-Cache National Forest - Big Cottonwood Canyon - land purchase.



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)

January 27, 2000

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

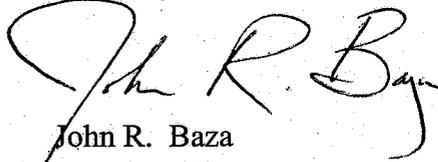
Re: Chimney Rock 32-14 Well, 520' FSL, 1958' FWL, SE SW, Sec. 32, T. 13 S, R. 21 E,
Uintah County, Utah

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 43-047-33448.

Sincerely,



John R. Baza
Associate Director

jb

Enclosures

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

Operator: Del- Rio Resources, Inc.

Well Name & Number: Chimney Rock 32-14

API Number: 43-047-33448

Lease: ML-47437

Location: SE SW **Sec.** 32 **T.** 13 S. **R.** 21 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 State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical, or paleontological remains be encountered during your operations you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

DESIGNATION OF OPERATOR

The undersigned is, on the records of the School and Institutional Trust Lands Administration, holder of lease, ML 47437

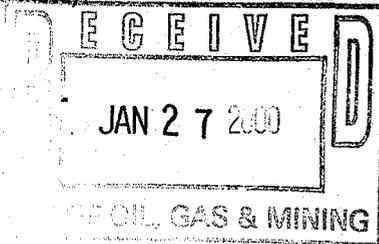
and hereby designates

NAME: DEL-RIO Resources, Inc

ADDRESS: PO Box 459
Vernal, UT 84078

as his operator and local agent, with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Director of the Administration or his representative may serve written or oral instructions in securing compliance with the Rules and Regulations Governing the Issuance of Mineral Leases with respect to (describe acreage to which this designation is applicable):

T 13 S R 21 E, SLB4M
Sec 32: ALL



Operator agrees to comply with all lease provisions, statutes, rules, and regulations, whether federal, state, or local, in its operations on the subject lease.

It is understood that this designation of operator does not relieve the lessee of responsibility for compliance with the terms of the lease and the Rules and Regulations. It is also understood that this designation of operator does not constitute an assignment of any interest in the lease.

In case of default on the part of the designated operator, the lessee will make full and prompt compliance with all regulations, lease terms, or orders of the Director, Trust Lands Administration or his representative.

The lessee agrees promptly to notify the Trust Lands Administration of any change in the designated operator.

[Signature]
(Signature of Lessee)
DANK SHAW

4435 South Eastern Avenue
(Address)
Las Vegas, NV 89193

[Signature]
(Signature of Operator)

1/24/00
(Date)

1/27/00
(Date)

Del Rio Resources, Inc
584 South State Street
Orem, UT 84058
Phone: (801) 225-0038
Fax: (801) 225-3658

Del Rio Resources, Inc

Fax

To: Lisha Cordova

From: K.C. Shaw

Fax: 801-359-3940

Date: January 27, 2000

Phone: 801-538-5296

Pages: 2

Re: Designation of Operator for ML47437

CC:

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

•Comments:

Lisha,

Attached is a copy of the Designation of Operator sheet for **ML 47437** that I faxed to Dawnyell Gallien at State Trust Lands. I will forward the original to her in the mail.

Please contact me if you have any questions.

KC Shaw

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: DEL RIO RESOURCES

Well Name: CHIMNEY ROCK 32-14

Api No. 43-047-33448 Lease Type: STATE

Section 32 Township 13S Range 21E County UINTAH

Drilling Contractor _____ RIG # _____

SPUDDED:

Date 02/23/2000

Time 12:00 MIDNITE

How DRY HOLE

Drilling will commence _____

Reported by LARRY CALDWELL

Telephone # _____

Date 02/24/2000 Signed: CHD

DEC 12 2000

ENTITY ACTION FORM

DIVISION OF
OIL, GAS AND MINING

Operator: Del-Rio Resources, Inc.
Address: PO Box 459
city Vernal
state UT zip 84078

Operator Account Number: N 0330

Phone Number: (435) 789-5240

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733448	Chimney Rock 32-14		SESW	32	13S	21E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	12983	2/23/2000			12/11/2000	
Comments: 12-13-00							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733445	Chimney Rock 32-11		NESW	32	13S	21E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	12984	4/7/2000			12/11/2000	
Comments: 12-13-00							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304733447	Chimney Rock 32-13		SWSW	32	13S	21E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	12985	5/18/2000			12/11/2000	
Comments: 12-13-00							

ACTION CODES:

- 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)

Larry Jorgensen

Name (Please Print)

Signature

Production Manager

Title

12/9/2000

Date


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

Send to: DOGM	From: Larry Jorgensen
Attention: Carol Daniels	Office location: Vernal, UT
Office location: Salt Lake City	Date: 3/15/2002
Fax number: (801)359-3940	Phone number: (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.
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 DIVISION OF
 OIL, GAS AND MINING

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						6. LEASE DESIGNATION AND SERIAL NUMBER: ML-47437			
1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> DRY <input type="checkbox"/> OTHER _____						6. IF INDIAN, ALLOTTEE OR TRIBE NAME			
b. TYPE OF WORK: NEW <input checked="" type="checkbox"/> HORIZ. <input type="checkbox"/> DEEP. <input type="checkbox"/> RE- <input type="checkbox"/> DIFF. <input type="checkbox"/>						7. UNIT or CA AGREEMENT NAME			
2. NAME OF OPERATOR: Del-Rio Resources, Inc.						8. WELL NAME and NUMBER: Del-Rio/Orion CR 32-14			
3. ADDRESS OF OPERATOR: PO Box 459 Vernal UT 84078				PHONE NUMBER: (435) 790-8578		9. API NUMBER: 4304733448			
4. LOCATION OF WELL (FOOTAGES) 1958' FWL 520' FSL						10. FIELD AND POOL, OR WILDCAT Wildcat			
AT TOP PRODUCING INTERVAL REPORTED BELOW: 1958' FWL 520' FSL						11. QTR/CTR. SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW. 32. 13S. 21E. SLM.			
AT TOTAL DEPTH: 1958' FWL 520' FSL						12. COUNTY Uintah			
14. DATE SPUNDED: 2/23/2000						15. DATE T.D. REACHED: 3/31/2000			
16. DATE COMPLETED: 10/5/2000						17. ELEVATIONS (OF, RKB, RT, GL): GL 6581' DF 6599'			
18. TOTAL DEPTH: MD 11,644 TVD 11,644						19. PLUG BACK T.D.: MD 11,614 TVD 11,614			
20. IF MULTIPLE COMPLETIONS, HOW MANY? *						21. DEPTH BRIDGE MD 10,830 PLUG SET: TVD 10,830			
22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) Halliburton GR/HRI, GR/SDL/DSN, GR/BCS & CBL - 9-26-01						23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis)			
						WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report)			
						DIRECTIONAL SURVEY? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit copy)			
24. CASING AND LINER RECORD (Report all strings set in well)									
HOLE SIZE	SIZE/GRADE	WEIGHT (#/L)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (GAL)	CEMENT TOP **	AMOUNT PULLED
12 1/4	9-5/8 J-55	36	0	872		G 470	225		None
8 3/4	7 N-80	29	0	11,614	4,981	JHS 3,741	1,440	0	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	10,598								
26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Kcm & Kd cmgld	10,622	10,774	10,622	10,774	11,590 - 11,598	0.43	32	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)					11,510 - 11,518	0.43	32	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)					11,446 - 11,452	0.43	24	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)					11,114 - 11,134	0.43	80	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.									
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL								
11430	Set CIBP with wireline.								
11114-11134	Break down perms with 2000 gals 12-3 mud acid.								
11070	Set CIBP with wireline.								
29. ENCLOSED ATTACHMENTS:								30. WELL STATUS:	
<input type="checkbox"/> ELECTRICAL MECHANICAL LOGS		<input type="checkbox"/> GEOLOGIC REPORT		<input type="checkbox"/> DST REPORT		<input type="checkbox"/> DIRECTIONAL SURVEY		Producing	
<input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION		<input type="checkbox"/> CORE ANALYSIS		<input checked="" type="checkbox"/> OTHER: <small>logs to be sent under separate cover, attachments for 27 & 28.</small>					

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31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 10/5/2001		TEST DATE: 10/6/2001		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL - BBL: 0	GAS - MCF: 432	WATER - BBL: 0	PROD. METHOD: Flow
CHOKE SIZE: ??	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS 1,016	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL - BBL: 0	GAS - MCF: 432	WATER - BBL: 0	INTERVAL STATUS: Producing	

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 #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 D (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:	

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

Sold

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, line 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)
Entrada	11,446	11,600	brine & gas	Wasatch	2,236
Salt Wash Mb Jm	11,114	11,152	brine & gas	Mesaverde Group	4,415
Cedar Mountain	10,872	10,908	brine & gas	Buck Tongue Mancos Sh	6,326
Cedar Mountain	10,740	10,774	gas	Castlegate Sandstone	6,379
Dakota	10,622	10,666	gas	Mancos Shale	6,718
				Dakota Fm	10,600
				Morrison Fm	10,909
				Curtis	11,446
				Entrada	11,572

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
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

(5/2000)

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Well CR 32-14 Attachment

27 - Perforation Record

<u>Interval</u>	<u>Size</u>	<u>No. Holes</u>	<u>Status</u>
10872 - 10882	0.43	40	Open
10764 - 10770	0.43	24	Open
10740 - 10744	0.43	8	Open
10658 - 10662	0.43	8	Open
10644 - 10650	0.43	24	Open
10622 - 10626	0.43	8	Open
10650 - 10658	0.43	32	Open

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

10872 - 10882	Break down perfs with 2000 gals 12-3 mud acid.
10860	Set CIBP with wireline.
10622 - 10770	Break down perfs with 2000 gals 9-1 mud acid.
10622 - 10770	Frac perfs with high energy gas stimulation.
10830	Set CIBP with wireline & dumped 2 sx cement.
10622 - 10662	Break down perfs with 1000 gals acetix acid & 1500 gals 12-3 mud acid & 1500 gals HCl.
10470 - 10770	Break down perfs with 1000 gals acetic acid & 1500 gals 12-3 mud acid & 1500 gals HCl.

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DIVISION OF
OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached schedule
2. NAME OF OPERATOR: Del Rio Resources, Inc.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: P OP Box 459 CITY Vernal STATE UT ZIP 84078		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		8. WELL NAME and NUMBER: See attached schedule
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER: See attach
		10. FIELD AND POOL, OR WILDCAT: See attached schedule

COUNTY: Uintah
STATE: UTAH

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

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

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

(This space for State use only)

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OCT 22 2003

Lease ML – 47437

Field	Well Name	API #	Well Location
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 _R	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: **9/8/2003**

FROM: (Old Operator): N0330-Del-Rio Resources, Inc. (thru Shaw Resources LTD, LLC) PO Box 459 Vernal, UT 84078 Phone: 1-(435) 789-5240	TO: (New Operator): 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

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 10/22/2003
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/22/2003
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/15/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 4778935-0161
5. If **NO**, the operator was contacted on: _____

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

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

- Changes entered in the Oil and Gas Database on: 11/26/2003
- Changes have been entered on the Monthly Operator Change Spread Sheet on: 11/26/2003
- Bond information entered in RBDMS on: n/a
- Fee wells attached to bond in RBDMS on: n/a
- Injection Projects to new operator in RBDMS on: n/a
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

STATE WELL(S) BOND VERIFICATION:

- State well(s) covered by Bond Number: Cash 10/1/03

FEDERAL WELL(S) BOND VERIFICATION:

- Federal well(s) covered by Bond Number: n/a

INDIAN WELL(S) BOND VERIFICATION:

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

FEE WELL(S) BOND VERIFICATION:

- (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number n/a
- The **FORMER** operator has requested a release of liability from their bond on: N/A
The Division sent response by letter on: N/A

LEASE INTEREST OWNER NOTIFICATION:

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

COMMENTS:

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

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 type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Various
2. NAME OF OPERATOR: Miller, Dyer & Co. LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 475 17th Street, Suite 1200 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: COUNTY: QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: UTAH		8. WELL NAME and NUMBER: Chimney Rock 32-14 9. API NUMBER: 43-049-33448
PHONE NUMBER: (303) 292-0949		10. FIELD AND POOL, OR WILDCAT:

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

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

COPY SENT TO OPERATOR
Date: 4-12-07
Initials: RM

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)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 4/10/07
BY:

(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

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

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

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 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
- Is the new operator registered in the State of Utah: Business Number: 5890476-0143
- If **NO**, the operator was contacted on: _____
- (R649-9-2)Waste Management Plan has been received on: REQUESTED 7/16/2008
- Inspections of LA PA state/fee well sites complete on: done
- 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
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number RLB0004585
- 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.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached List
2. NAME OF OPERATOR: Whiting Oil And Gas Company <i>N2680</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
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: _____ COUNTY: _____ QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: _____ STATE: UTAH		8. WELL NAME and NUMBER: See Attached List
		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT:

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input type="checkbox"/> 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) JEFFREY H. LANG TITLE VP OPERATIONS
SIGNATURE *JHL* DATE 6/3/08

Whiting Oil and Gas Corporation

NAME (PLEASE PRINT) Rick Ross TITLE VP OPERATIONS
SIGNATURE *R Ross* DATE 6/3/08

(This space for State use only)

APPROVED 7/16/2008
Earlene Russell
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

well_name	sec	tpw	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.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-47437 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME: 8. WELL NAME and NUMBER: CHIMNEY ROCK 32-14 9. API NUMBER: 43047334480000 9. FIELD and POOL or WILDCAT: SEEP RIDGE B (DKTA)																														
1. TYPE OF WELL Gas Well 2. NAME OF OPERATOR: WHITING OIL & GAS CORPORATION 3. ADDRESS OF OPERATOR: 1700 Broadway, Suite 2300 , Denver, CO, 80290 2300 PHONE NUMBER: 303 390-4095 Ext		9. FIELD and POOL or WILDCAT: SEEP RIDGE B (DKTA) COUNTY: UINTAH STATE: UTAH																														
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0520 FSL 1958 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 32 Township: 13.0S Range: 21.0E Meridian: S		9. FIELD and POOL or WILDCAT: SEEP RIDGE B (DKTA) COUNTY: UINTAH STATE: UTAH																														
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA																																
TYPE OF SUBMISSION <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/17/2011 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	TYPE OF ACTION <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top; padding: 2px;"><input type="checkbox"/> ACIDIZE</td> <td style="width: 33%; vertical-align: top; padding: 2px;"><input type="checkbox"/> ALTER CASING</td> <td style="width: 33%; vertical-align: top; padding: 2px;"><input type="checkbox"/> CASING REPAIR</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> CHANGE TUBING</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> CHANGE WELL NAME</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input checked="" type="checkbox"/> CHANGE WELL STATUS</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> CONVERT WELL TYPE</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> DEEPEN</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> FRACTURE TREAT</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> NEW CONSTRUCTION</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> OPERATOR CHANGE</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> PLUG AND ABANDON</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> PLUG BACK</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> PRODUCTION START OR RESUME</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> RECLAMATION OF WELL SITE</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> REPERFORATE CURRENT FORMATION</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> SIDETRACK TO REPAIR WELL</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> TEMPORARY ABANDON</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> TUBING REPAIR</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> VENT OR FLARE</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> WATER DISPOSAL</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> WATER SHUTOFF</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> SI TA STATUS EXTENSION</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> APD EXTENSION</td> </tr> <tr> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> WILDCAT WELL DETERMINATION</td> <td style="vertical-align: top; padding: 2px;"><input type="checkbox"/> OTHER</td> <td style="vertical-align: top; padding: 2px;">OTHER: <input style="width: 80px;" type="text"/></td> </tr> </table>		<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	<input checked="" type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 80px;" type="text"/>
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<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 80px;" type="text"/>																														
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Well shut-in for sales pipeline repairs and sales compressor modifications.																																
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY																																
NAME (PLEASE PRINT) Pauleen Tobin	PHONE NUMBER 303 390-4267	TITLE Engineer Tech																														
SIGNATURE N/A	DATE 5/13/2011																															

Division of Oil, Gas and Mining

Operator Change/Name Change Worksheet-for State use only

Effective Date: 8/1/2015

FORMER OPERATOR:	NEW OPERATOR:
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.

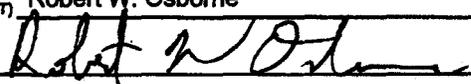
Effective August 1, 2015, Whiting Oil & Gas Corporation resigned as Operator of the wells listed on the attached Exhibit, and Cobra Oil & Gas Corporation has been designated as successor Operator.

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		4304730729	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		4304715764	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		4304753620	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*



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
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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 <rachelmedina@utah.gov>

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 you 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 <rachelmedina@utah.gov>

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 32-11 32130S 210E4304733445

UTE TRIBAL 32-11A 32140S 200E4304733621

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

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

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)